







# Company overview APRIL 2018







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## **Today's presenters**





Chris Papachristophorou Vice Chairman of the BoD, Chairman of the Investment Committee



- Joined the Board of Directors and the Investment Committee of NBG Pangaea in Dec-2013
- Founder and Managing Partner of Invel Real Estate, an investment platform which has a 65.5% interest in NBG Pangaea
- Former Managing Director at Deutsche Bank, Global Head of RREEF Opportunistic Investments and Co-CEO of RREEF Alternatives (EMEA)



Artistotelis Karytinos CEO



- Former General Manager Real Estate, National Bank of Greece Group (6 years), Founded NBG Pangaea in 2010
- Previously held senior positions within Eurobank EFG Group, including Head of Group Real Estate, Head of Mortgage Lending and CEO of Eurobank Properties REIC (currently Grivalia Properties REIC)
- Holds a Doctorate (PhD) in Finance from the University of Warwick, UK and is a Fellow of RICS and holds a REV-GR/AVAG certificate



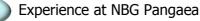
Thiresia Messari General Manager, COO CFO



- Founded NBG Pangaea in 2010
- Former Director of Strategic Planning Support & Control of the Real Estate Sector at EFG Eurobank Ergasias
- Former CFO and IR Manager of Eurobank Properties REIC (currently Grivalia Properties REIC)

Senior management working together with the company since foundation









## **Present NBG Pangaea and its merits**







## NBG Pangaea is the largest listed Real Estate company in Greece...

338 / €1.6bn<sup>(b)</sup>

98%

18 / 13 years

7.8%

€120.5mm

986k sqm

24.5%



#### **NBG Pangaea at a Glance**

# of properties / GAV (€bn)

WALT excl./incl. break options

**Occupancy**<sup>(d)</sup>

Rental vield<sup>(d)</sup>

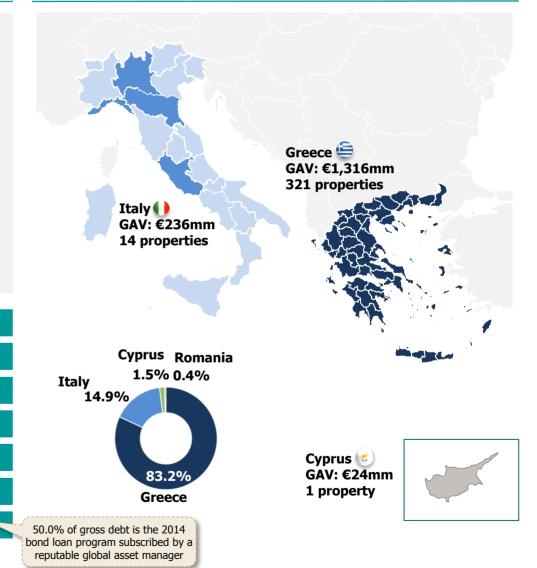
Annualised rents (c)

**Gross leasable area** 

Net loan-to-value (e)

- ✓ Largest Greek REIC<sup>(a)</sup> with a €1.6bn portfolio and with a total GLA of 986k sqm
- Diversified portfolio comprising primarily office and high street retail and supermarkets assets and expanding into new sectors such as city hotels, student housing sector and warehouses
- ✓ Footprint across Greece & Cyprus ("Hellenic Market") and selectively positioned in Italy with a favorable tenant mix and long term lease terms
- Strong acquisition led growth since 2012 (doubled the portfolio) coupled by a conservative capital structure with a 24.5% Net LTV (as of 31-Mar-2018)
- ✓ Highly experienced internal management team with in-depth knowledge of the Hellenic & SEE real estate markets and an active asset management approach and sourcing ability

#### **Geographic footprint**<sup>(b)</sup>



Note: Unless stated otherwise, all data refers to the period ended 31-Dec-2017.

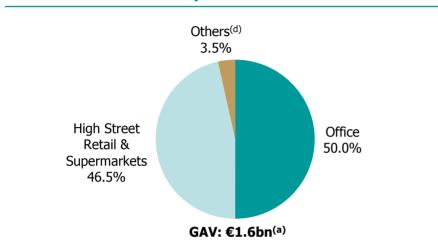
(a) Based on assets as of 31-Dec-2017

- (b) Valuation by the independent statutory valuers (Proprius Cushman & Wakefield, Athens Economics JLL, Danos BNP Paribas and Duff & Phelps) as of 31-Dec-2017, including the owner occupied property (appraised value: €1.9mm) and the Pomezia land plot in Italy (appraised value: €41.2mm). The Company also has two properties in Romania with GAV of €6mm
- (c) Annualised rent as of 31-Dec-2017 calculated as 31-Dec-2017 monthly base rent per the leases multiplied by 12
- (d) Excluding the Pomezia land plot in Italy and the owner-occupied property

(e) Net LTV as of 31-Mar-18, Management Estimates. The actual Net LTV presented as of March 31, 2018 may vary

## ... with a high quality commercial Real Estate portfolio





#### Portfolio breakdown by asset class <sup>(a) (b)</sup>

#### **Portfolio characteristics**

Office







- ✓ High quality and modern offices in prime locations
- ✓ Karela Property first and largest office complex in Greece granted New Construction Gold level certificate

	Office	High Street Retail & Supermarkets		
Occupancy <sup>(b)</sup>	99%	97%		
WAULT (excl. breakeven options)	17	20		
GLA (`000 sqm) <sup>(b)</sup>	533	432		
Annualised rent <sup>(c)</sup>	64	56		
Rental Yield	8.0%	7.6%		

#### **High Street Retail & Supermarkets**







- $\checkmark$  Presence in prime and urban locations
- Portfolio leased to creditworthy tenants

NBG Pangaea portfolio is mainly composed of standing and income producing assets carefully selected to create a leader in office and high street retail

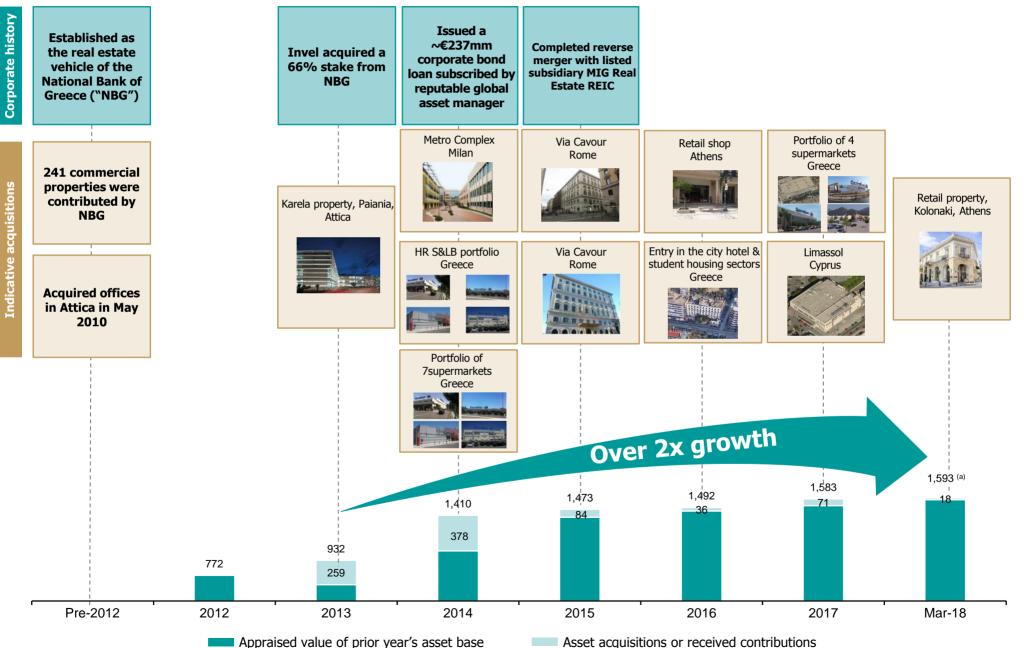
Note: Unless stated otherwise, all data refers to the period ended 31-Dec-2017

**Key portfolio KPIs** 

- (a) Valuation by the independent statutory valuers as of 31-Dec-2017, including the owner occupied property (appraised value: €1.9mm) and the Pomezia land plot in Italy (appraised value: €41.2mm)
- (b) In relation to properties with mixed use, the categorization is based on the primary use of such property
- (c) Annualised rent as of 31-Dec-2017 calculated as 31-Dec-2017 monthly base rent per the leases multiplied by 12
- (d) The category "Other" includes city hotels, storage spaces, archive buildings, petrol stations, parking spaces and the Pomezia land plot in Italy
- (e) Rental yield in the "Office category" excludes the owner occupied property

## Solid track-record of successful acquisition led growth





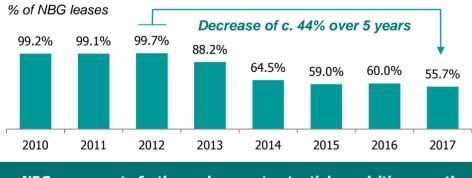
# Strong tenant mix with National Bank of Greece, one of Greece's most important and reliable financial institutions, being its largest tenant



#### Top 5 tenant mix with strong covenants<sup>(a)</sup>



#### Decreasing exposure to NBG over time



NBG exposure to further reduce post potential acquisitive growth

#### **NBG Pangaea assets strategic to NBG**

- NBG currently leases 230 properties<sup>(b)</sup>, high street retail properties are used as bank branches and represent ~40% of NBG's branches in Greece
- ✓ Bank branches represent strategic assets in prime locations selected on basis of detailed and granular space plan analysis by NBG
- Leading market shares in key market segments among four systemic banks in Greece
- Already fulfilled restructuring plan commitment to reduce the number of branches below 540. As of 31-Dec- 2017, NBG had 486 branches <sup>(c)</sup>
- Locked-in having entered into long term leases and limited ability for early break-ups

#### **NBG key statistics**



(a) Percentage represents the % of Annualised Rent by tenant; Annualised rent as of 31-Dec-2017 calculated as 31-Dec-2017 monthly base rent per the leases multiplied by 12

(b) Excluding an ATM

(c) NBG's Group and Bank Annual Financial Report as at 31-Dec-2017

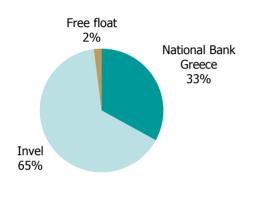
(d) Emergency liquidity assistance

Source: Companies information based on 31-Dec-17 data, NBG Q4'17 results presentation

## Highly supportive and institutional shareholder base



#### Shareholding structure



Market cap: €1.2bn<sup>(a)(b)</sup>

#### Shareholding evolution

- Established in 2010 as the real estate vehicle of the National Bank of Greece and has been fully owned by NBG until December 2013
- In 2013, Invel acquired a 66% stake in NBG Pangaea from NBG, which post the reverse merger stands at 65%
- Listed on the Athens Stock Exchange since 2015, after completing a reverse merger into its subsidiary MIG Real Estate REIC, which was listed on ATHEX since 2009

#### **Key shareholders**

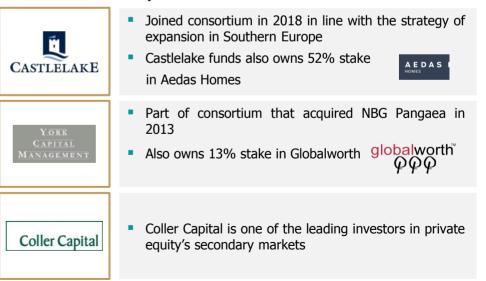


- One of the four systemic banks in Greece
- Oldest financial institution in Greece with more than 170 years of history
- One of largest Greek financial groups with total assets of €65bn

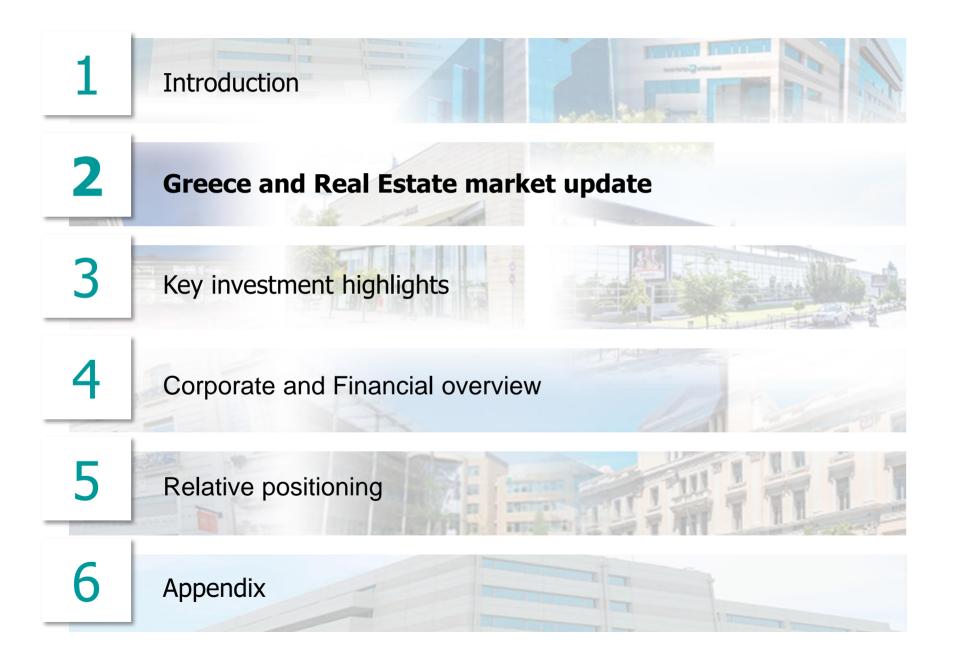
Invel is an investment vehicle established in 2013

 The combined transaction experience is in excess of €20bn of real estate GAV

#### Invel consortium – key members



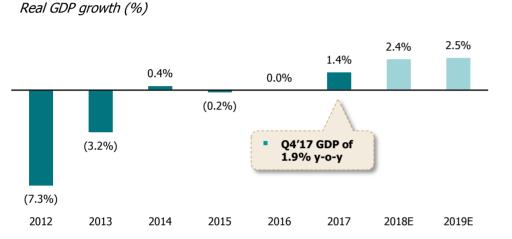




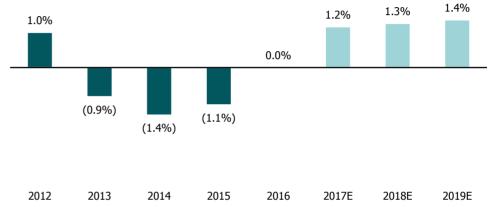
# Greek economy is at a turning point of the economic cycle and showing signs of recovery

CPI index



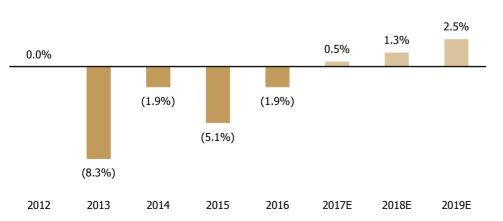


#### Since the beginning of the crisis, Greece's GDP has fallen by more than 25% but has returned to positive trajectory in 2017



Inflation is expected to come back in positive area

#### Disposable income is expected to grow in the next years



#### Personal disposable income growth (%)

#### Sovereign Greece 10yr bond yield are stabilizing

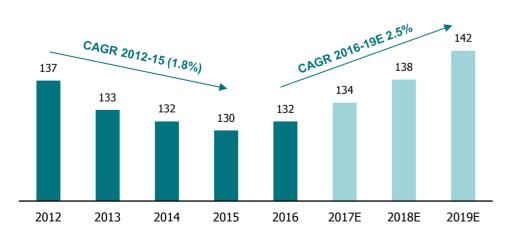


Source: IMF World Economic Outlook Database October 2017, IMF World Economic Outlook Database October 2016, Eurostat, Oxford Economics, Hellenic Statistical Authority, National Statistical Service of Greece



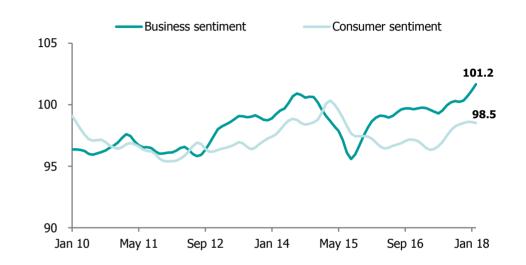
#### **Overview**

- Business confidence hit 101.2 in January 2018 one of the highest readings since 2010 and consumers have also turned more optimistic
  - Progress with the 3rd bailout review, a very strong tourism season, the relaxation of capital controls in the banking system and the state paying down its arrears have been key catalysts
- Consumer sentiment has increased over 2017 and is currently at 98.5 points
- Optimistic outlook for total consumer expenditure which is expected to increase over 5% in the next years exceeding inflation
- Unemployment rate has steadily declined in the last years and is expected to be below 20% in 2019 underpinning consumer outlook

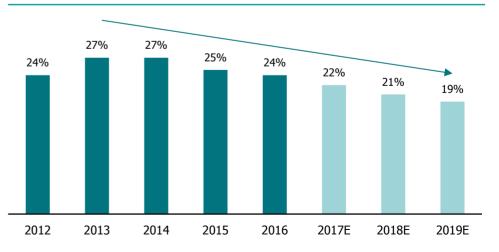


#### Total consumer spending (€bn) - Greece

#### **Business and consumer sentiment - Greece**



#### **Greek unemployment**



# Office Real Estate market in Greece: undersupplied market as well as improving business environment has resulted in rebounds

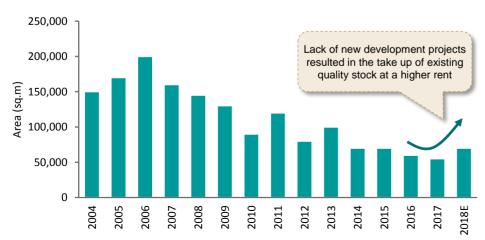


#### **Market outlook**

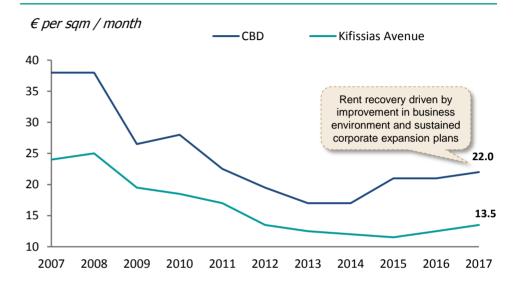
Prime rent	<ul> <li>CBD: € 16-22 /sq m/month (~42% below peak)</li> <li>Prime rent coming back to grow</li> <li>Rent uplift forecasts</li> </ul>	
Prime yields	<ul> <li>7.50 - 8.50%</li> <li>Strong signals of yield compression (Q1 2017 transactions &lt; 7%)</li> <li>Expected increase in yields spread between prime vs secondary</li> </ul>	
Demand	<ul> <li>Recent improvement in the demand, both occupier and investor</li> <li>Domestic investors keep preference on prime assets</li> </ul>	
<ul> <li>Supply</li> <li>Limited development activity</li> <li>Limited availability of prime office supply</li> </ul>		-

Source: Company information

#### Athens – Recent trends in Office take up

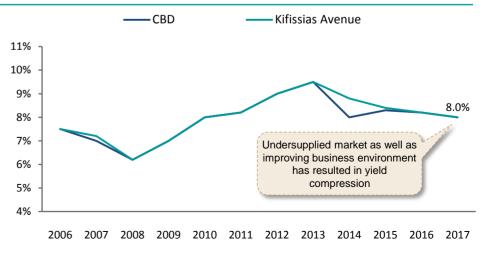


Athens – Recent trends in prime Office rents



Source: JLL - Athens Economics Ltd.

#### Athens – Recent trends in prime Office yields



Source: Cushman & Wakefield Proprius

## Retail Real Estate market in Greece: rental dynamics look strong underpinned by demand from international retailers

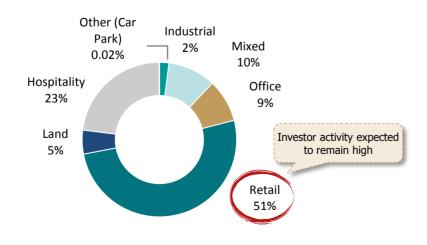


#### **Market outlook**

Prime rent	<ul> <li>Ermou: €220-250 /sq m/month (~22% below peak)</li> <li>Prime rents increasing</li> <li>Positive outlook with macro and leasing activity</li> </ul>	
Prime yields	<ul> <li>Ermou: 6-7.5%</li> <li>Yields in prime high street and shopping expected to harden</li> </ul>	
Demand	<ul> <li>Increasing occupier and investor demand</li> </ul>	
Supply	<ul><li>Limited supply</li><li>No new projects in the immediate development pipeline</li></ul>	-

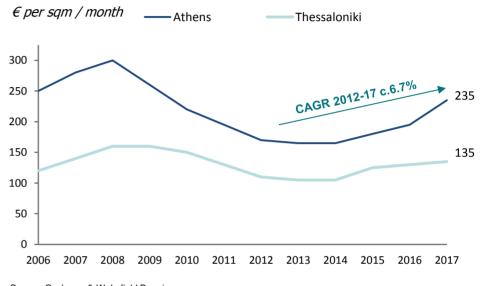
Source: Company information

#### **Commercial real estate investor volume breakdown 2017**



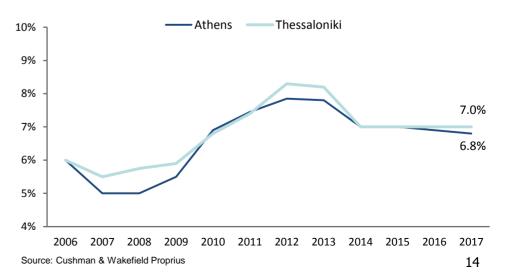
Note: data for Athens refers to Ermou st., data for Thessaloniki refers to Tsimiski st. Source: JLL - Athens Economics Itd

#### Athens and Thessaloniki – Recent trends in High street retail rent

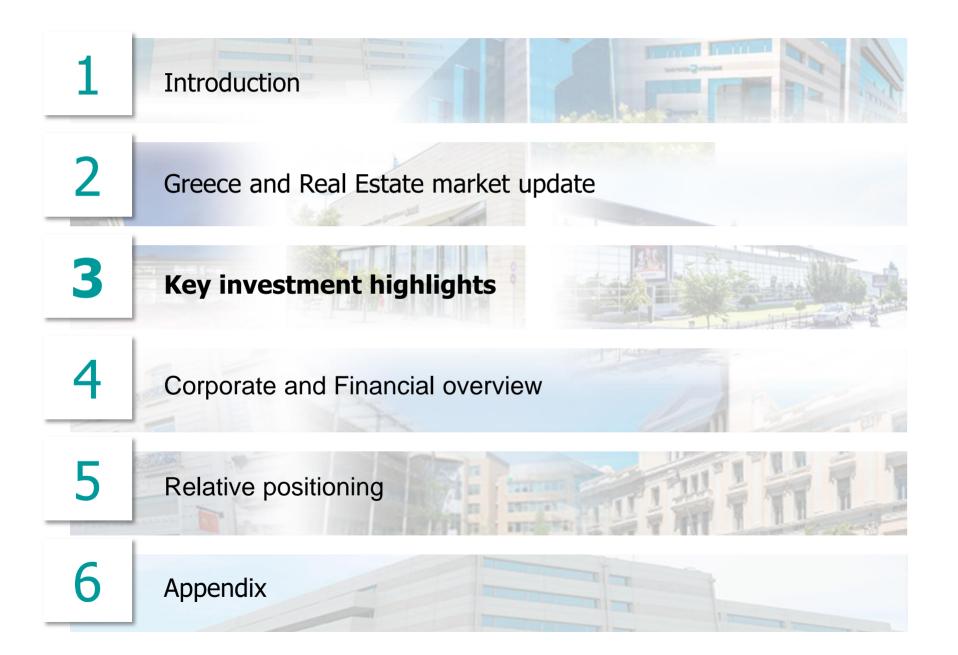


Source: Cushman & Wakefield Proprius

#### Athens and Thessaloniki – Recent trends in High street retail yield





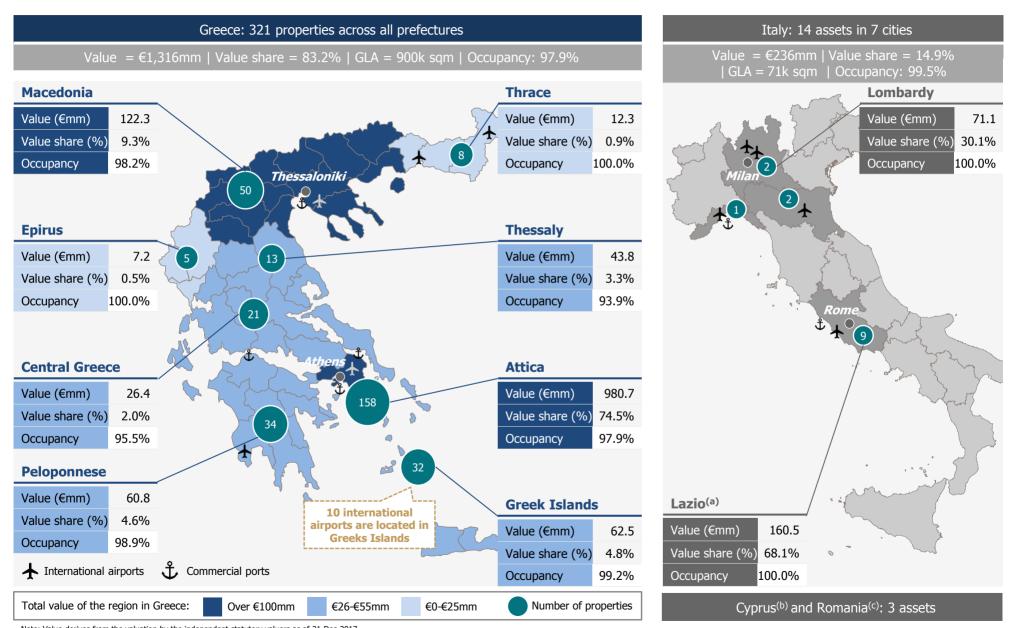






# Portfolio located in attractive regions in Greece with additional presence in the wider region





Note: Value derives from the valuation by the independent statutory valuers as of 31-Dec-2017

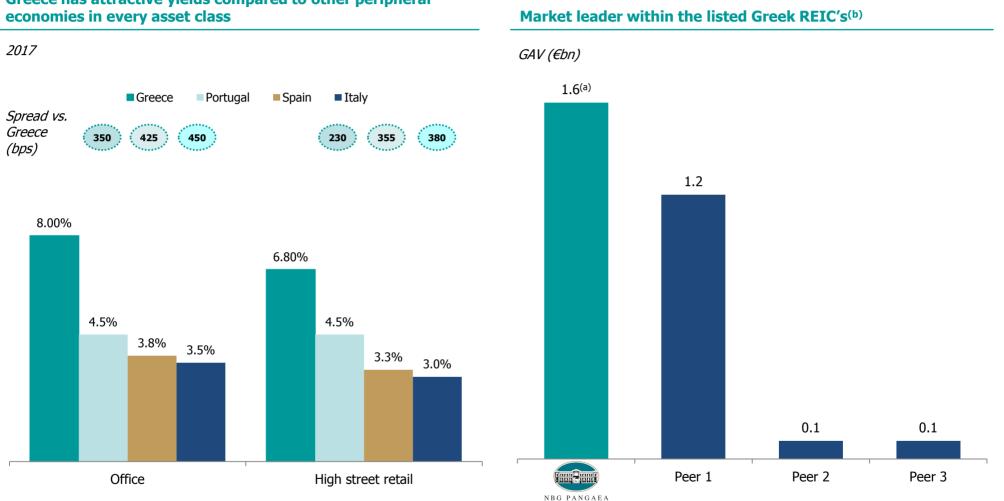
(a) The value includes the land plot in Pomezia

(b) 1 property in Limassol, Cyprus is valued at €24m and constitutes 1.5% share of the company's valuation;

(c) 2 properties in Romania are valued at €6m and constitute 0.4% share of the company's valuation (94% of MV is located in Bucharest) Source: Company information

## Leading position in attractive Greek real estate market, poised for growth





Greece has attractive yields compared to other peripheral

NBG Pangaea is best positioned to benefit from the potential upside in the Greek Real Estate market given its undisputed leadership position

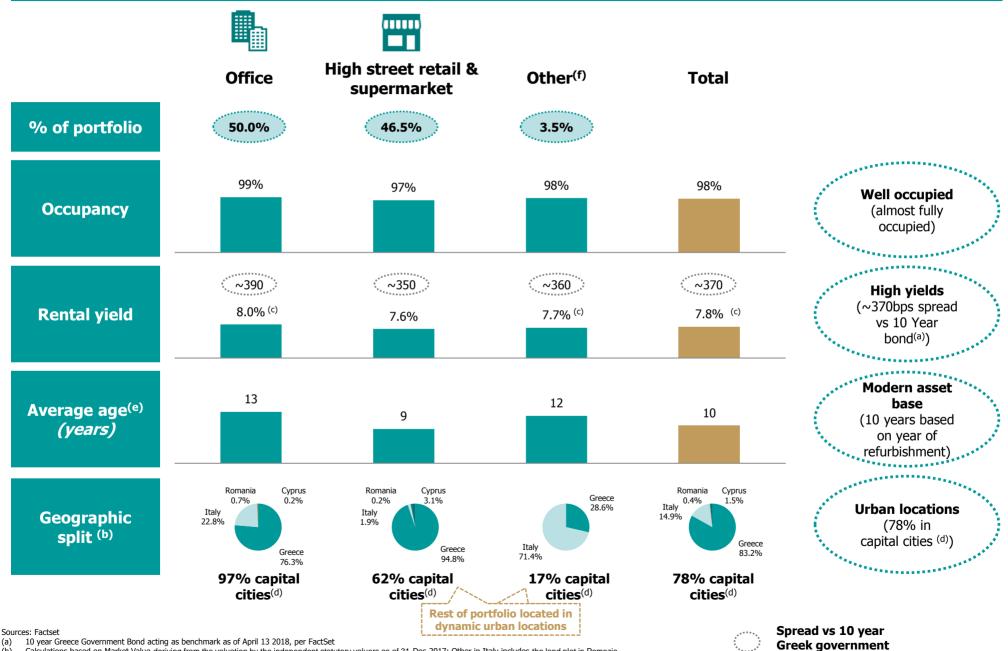
Note: Prime rents and Prime yields data from CBRE as of 4Q17; Cushman & Wakefield data for Ermou for Greece Retail rents/yields and Greece office yields; JLL data for Greece Logistics rents/yields and Greece office rents.

(a) Valuation by the independent statutory valuers as of 31-Dec-2017, including the owner occupied property (appraised value: €1.9mm) and the Pomezia land plot in Italy (appraised value: €41.2mm)

(b) Greek REIC's selected based on size of GAV, with figure representing last reported public financial accounts per respective Company

Source: Company information, JLL, CBRE

#### Diversified portfolio with assets of high quality and solid real estate 2 fundamentals



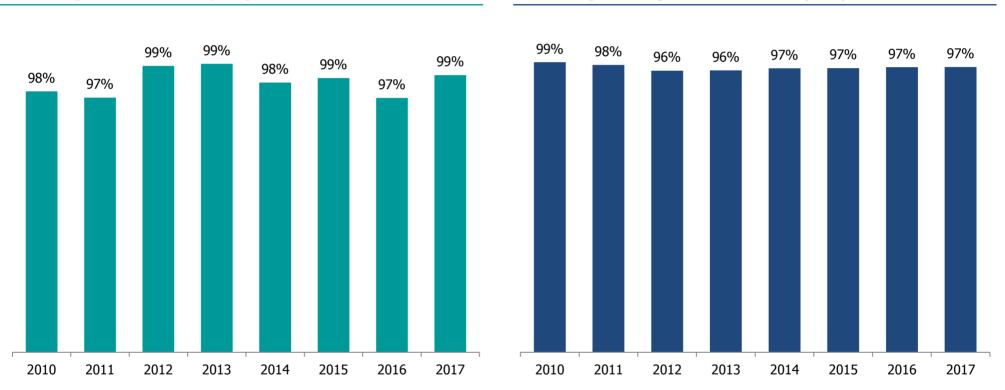
(a) Calculations based on Market Value deriving from the valuation by the independent statutory valuers as of 31-Dec-2017; Other in Italy includes the land plot in Pomezia (b)

- (c) Rental yield excludes the Pomezia Land Plot and the owner occupied property
- Capital cities includes Attica, Thessaloniki, Rome and Milan regions (d)
- (e) Based on year of refurbishment
- (f) The category "Other" includes city hotels, storage spaces, archive buildings, petrol stations, parking spaces and the Pomezia land plot in Italy

bond

NBG PANGAEA





NBG Pangaea – Office occupancy evolution

NBG Pangaea – High street retail occupancy evolution

Stable and close to full occupancy rate throughout the economic cycle



#### Karela Property, Paiania, Greece



#### Metro Complex, Milan, Italy



#### **Retail property, Athens, Greece**





Karela Property, Paiania, Attica



GAV

€125.2 mm



c.61,672 sqm



The first and largest office complex in Greece granted New Construction GOLD level certificate (LEED)



Piazza Udine, Milan

€68.8 mm

c.21,125 sqm



GAV

Modern well maintained office complex



Ermou str., Athens, Attica



€6.7 mm

c.888 sqm

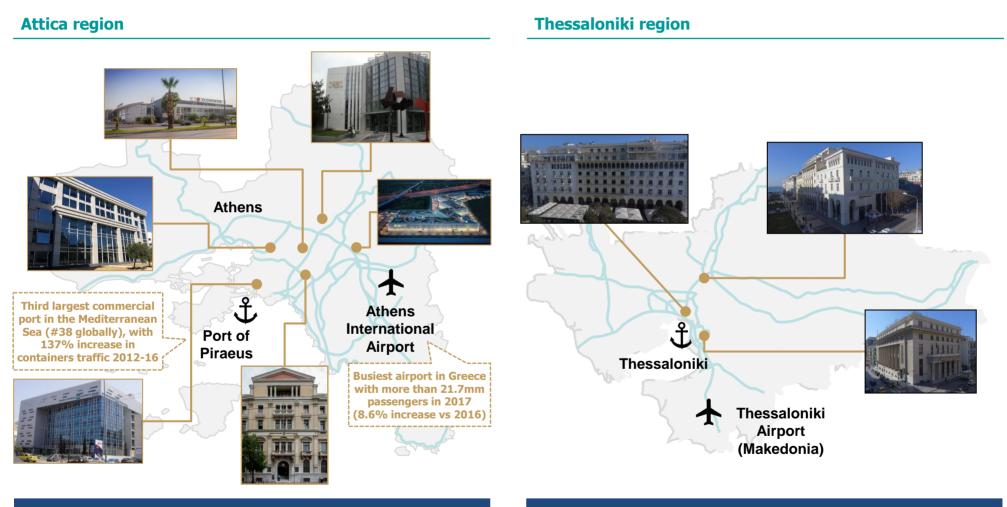


Iconic building totally refurbished in 2014

3

Majority of Greek portfolio located in pivotal locations in Attica and Thessaloniki, the largest regions in Greece...



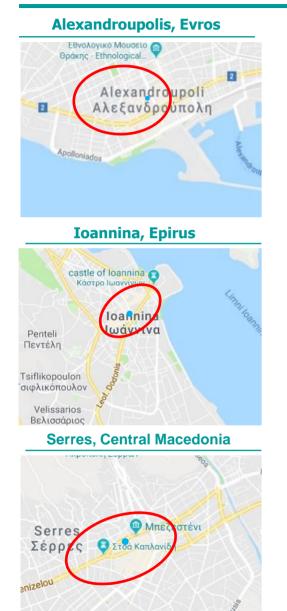


Capital and largest city in Greece

#2 largest city in Greece

# 3 ... with the retail bank branches located in prime urban locations suitable to capture retail demand...

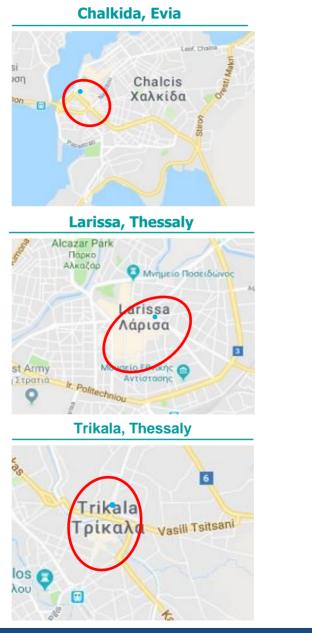




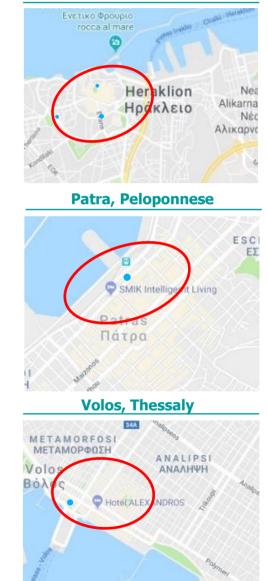
Source: Company information

City center

Pangaea's property



#### Heraklion, Crete



Majority of the retail branches are located in the heart of the city center

23



#### Proven track record of immediate lease up post conversion from retail bank branches to high street retail

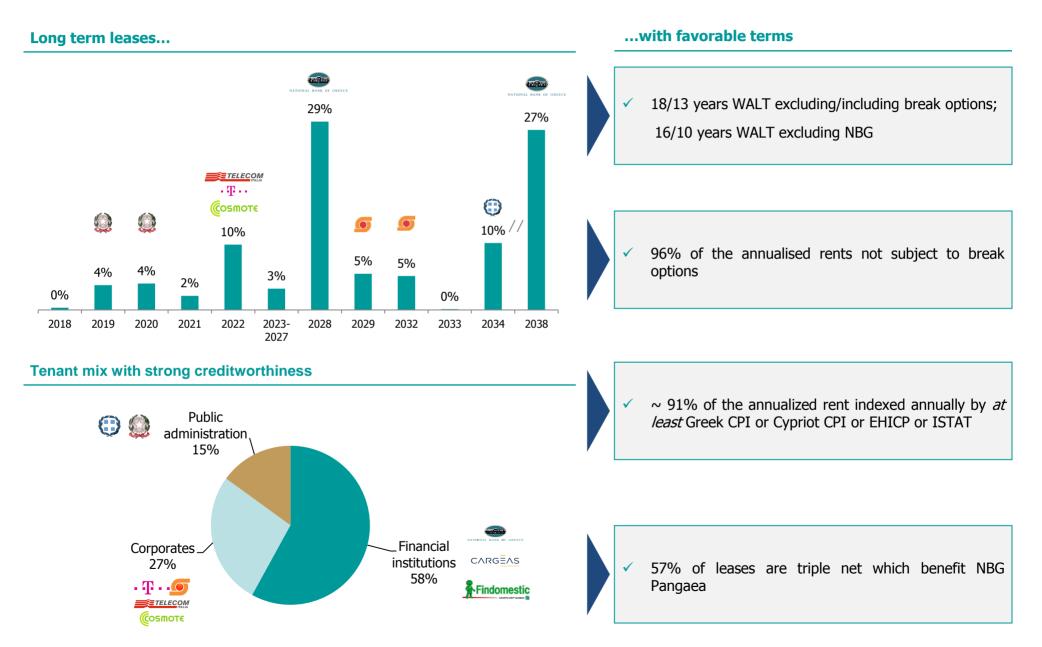


Location	Michail Aggelou 6-8-10 and Vlachidi, Ioannina	Dorou, Panepistimiou and 28is Oktovriou, Athens, Attica	Mitropoleos 23, Athens, Attica	
GLA	c. 520 sqm	c. 1,210 sqm <sup>(a)</sup>	c. 2,990 sqm	
Use	High street retail shops	High street retail flagship stores	Multi-purpose use with Greek gastronomic restaurant and deli	
Current tenant	(BODY) CARPISA Yamamay	Galerie flying tiger de Beauté copenhagen	ERGON GREEK DELI + CUISINE	
Prior tenant	NATIONAL BANK OF GREECE	NATIONAL BANK OF GREECE	<b>Testiut</b> Corventes	

(a) c.730 sqm relate to the ground floor and c. 480 sqm relate to the basement Source: Company information

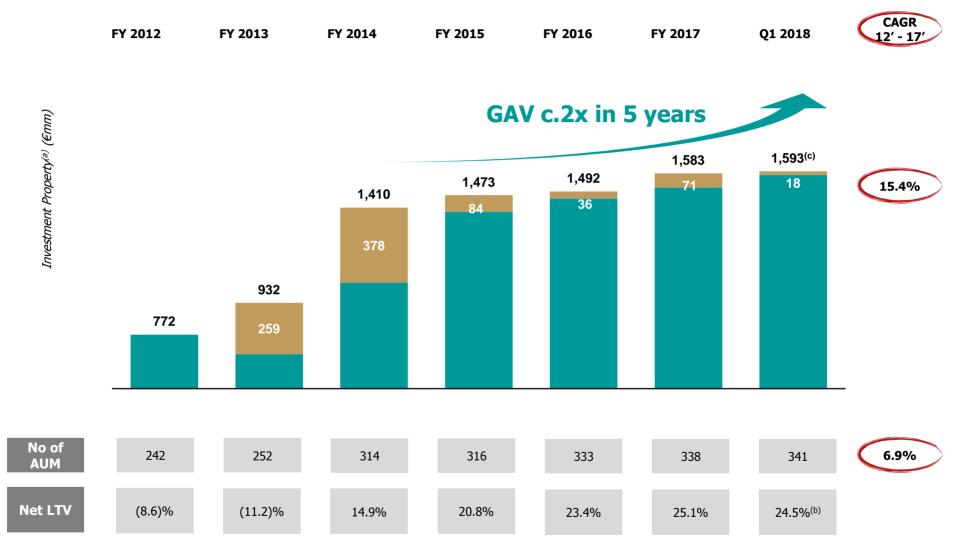
# Predictability of cash flows supported by inflation protected long term leases





## 5 Exceptional historical growth track record





(a) Investment Property figures in this page include the owner-occupied properties. By excluding the market value of the owner occupied property the Investment Property figures would be €771mm in YE 2012; €931mm in YE 2013; €1,480mm in YE 2014; €1,470mm in YE 2015, €1,490mm in YE 2016, €1,581mm in YE 2017 and €1,593mm as of 31-Mar-2018

(b) Net LTV as of 31-Mar-18 is based on Management Estimates. The actual Net LTV presented as of 31-Mar-18 may vary

(c) Management Estimates as of 31-Mar18

Source: Company information

#### GAV

Acquisitions and received contributions

# 5 Successful sourcing of acquisition opportunities and transaction execution



	Karela	Metro Complex	HR S&LB	Cavour properties		Portfolio of commercial assets	
Туре			Image: Second systemImage: Second system			Image: Second	
	Office complex	Office complex	properties	Office building	Office & retail building	supermarkets	
Location	Paiania (Attica)	Milan	Across Greece	Rome	Rome	Attica (3) & Patra (1)	
Acquisition date	Feb-13	Mar-14	May-14	Feb-15	Jul-15	Jun-17	
Acquisition value	€119.0mm	€62.6mm	€115.5mm	€38.7mm	€45.1mm	€47.0mm	
Appraised value <sup>(a)</sup>	€125.2mm	€68.8mm	€128.0mm	€40.5mm	€50.3mm	€55.3mm	
GLA	c. 62k sqm	c. 21k sqm	c. 204k sqm	c. 14k sqm	c. 18k sqm	c. 75k sqm	
Tenant	Cosmote	Cardif Vita, Cargeas Assicurazzioni, Adecco, Total Erg, Ipsos, Dorma Italia	Hellenic Republic	Italian Republic	Office: Italian Republic (97%), Retail: Society No.G.A., Numismatica, Xu Guanshan, Jolly	Sklavenitis Group	
Lease expiry	2042	2022 (average)	2034	2024	2020 (average)	2042	
Occupancy	100%	100%	100%	100%	100%	100%	
Source	Developer	Family offices	Public institutions	Institutional investor	Institutional investor	Corporate	

Greece

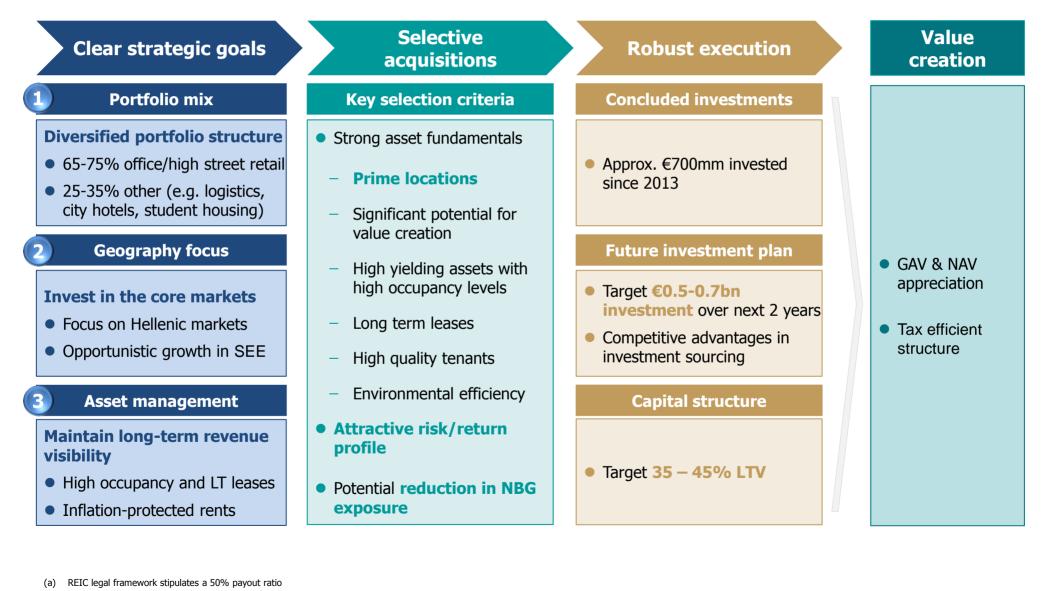
Italy

Note: Selected acquisitions are shown

(a) Valuation by the Independent Valuer as of 31-Dec-2017





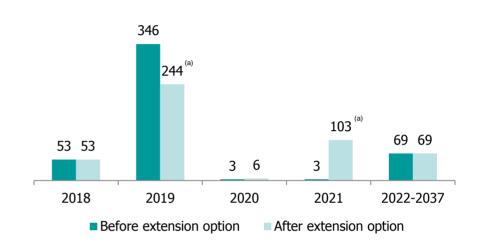


# Solid capital structure with significant headroom to fund new acquisitions



# LTV ratio<br/>Borrowings/GAV (c)29.8%Net LTV ratio<br/>Net Borrowings(b)/GAV (c)24.5%Target LTV35 – 45%

#### Debt maturity schedule with an extension option<sup>(a)</sup>

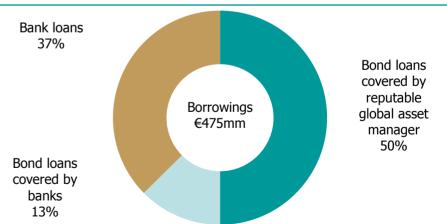


#### **Borrowings overview**

Solid capital structure

Total borrowings (capital)	€475mm
Fixed rate/hedged borrowings	18%
Weighted maturity	2020

#### **Diversified borrowings**



Note: Unless stated otherwise, all data refers to 31-Mar-2018 (Internal Management Accounts and estimates / unaudited / unreviewed)

(a) Refers to Group's loan agreements in Italy according to which there is an option to extend the maturity date of loan facilities for an additional 2-year period at the Company's discretion (subject to a fee and certain other conditions) (b) Net Borrowings defined as Borrowings less cash and cash equivalents

(c) Management estimation (includes the owner occupied property with an appraised value of €1.9mm), Gross and Net LTV are presented as of March 31, 2018. Actual ratios may vary

# Solid capital structure with significant headroom to fund new acquisitions (cont'd)



#### As of March 31, 2018

#### Capital structure details (Mar-18, unless otherwise indicated)

	Amount <sup>(d)</sup>			Collateral		Details
Facility	€mm	xEBITDA <sup>(e)</sup>	LTV <sup>(e)</sup>	€mm	% asset coverage	Margin
Cash & cash equivalents	(86)					
Bank loans	177					
o/w IMI loan	97			173	56%	6mE+265bps
o/w Intesa loan	10			21	46%	6mE+230bps
o/w short-term bridge loans	50					
o/w other	20			31	65%	
Bond loans	298					
o/w 2014 bond loan program (2019 maturity) – subscribed by reputable global asset manager	238			549	43%	3mE+485bps
o/w other bonds	60			125	48%	
Gross debt	475	<b>4.7x</b> <sup>(e)</sup>	<b>30%</b> <sup>(e)</sup>			
Net debt	390	3.9x <sup>(e)</sup>	<b>25%</b> <sup>(e)</sup>			
Adj. LTM EBITDA for the year ended 31-Dec-2017(a)		101				
Estimated appraised value <sup>(b)</sup>					1,593	

Notes:

(a) The figure relates to the adjusted EBITDA for the year ended 31-Dec-2017 as per the published Annual Financials statements for Dec-2017. For a reconciliation of Adj. EBITDA, please see page 8 of our Annual Financial Statements (b) Management Estimation

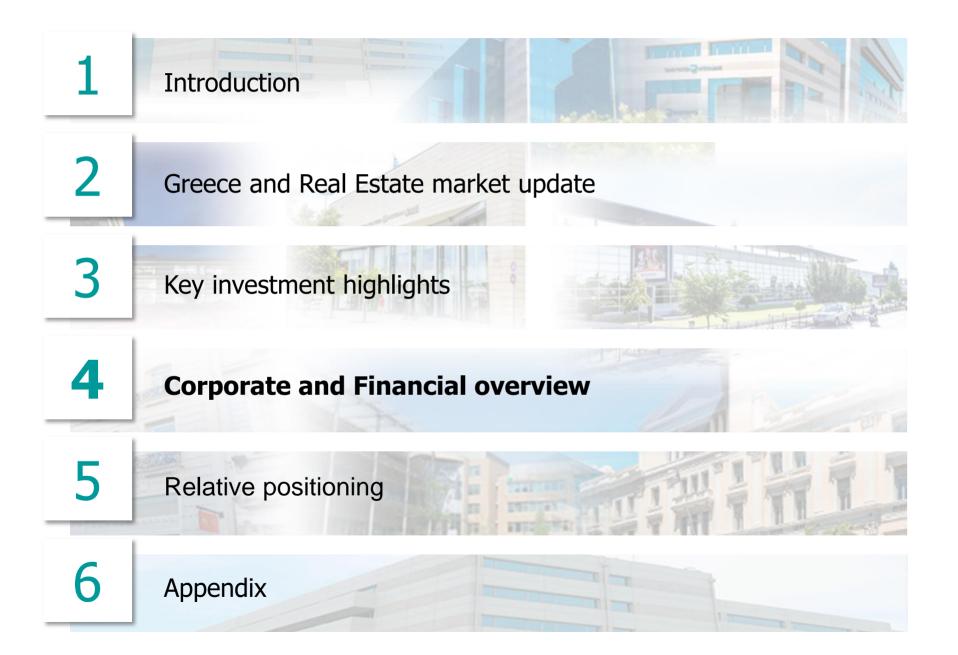
(c) Refers to Group's loan agreements in Italy according to which there is an option to extend the maturity date of loan facilities for an additional 2-year period at the Company's discretion, subject to a fee and upon meeting certain conditions

(d) For the loans capital is presented

(e) xEBITDA and LTV have been calculated using Adjusted EBITDA for the year ended 31-Dec-17 while the gross and net debt figures are presented as of 31-Mar-18. Actual ratios and results may vary

Source: Company Information / Management Estimation (unaudited / unreviewed)







#### Board of Directors and BoD Committees

#### Board of Directors

- Nine members
- At least two members are independent
- Audit Committee
- Human Resources and Remuneration
   Committee
- Procurement Committee

#### **Investment Committee**

- Main decision making body for investments by unanimity
- Five members nominated by the shareholders and appointed by the BoD

#### Other management and supervisory bodies

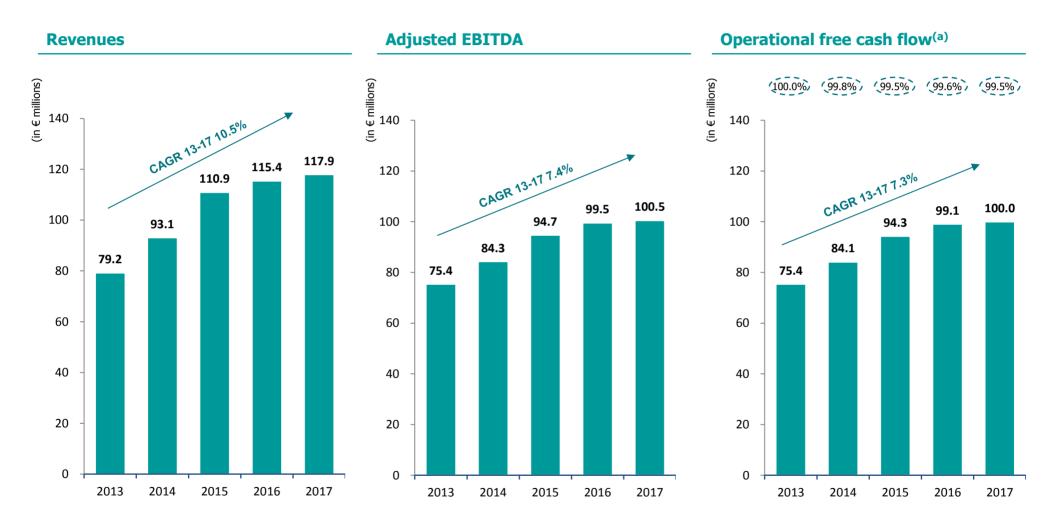
- Internal audit
- Compliance and Risk officer
- Investment and asset management sector
- Finance, treasury and operations sector

• The BoD and Investment committee members demonstrate exceptional and long-standing experience in the real estate and financial sectors and academia

#### Structure

Lean structure: 28 employees





(a) Defined as Adjusted EBITDA less subsequent capital expenditure on investment property Source: Audited Financial Statements for Dec-2013, Dec-2014, Dec-2015, Dec-2016 and Dec-2017

Represents % of Adjusted EBITDA



1 Leverage	<ul> <li>Intention to maintain a target LTV in the region of 35-45%</li> <li>Acquisitions/financing plans are evaluated against this target</li> </ul>
2 Funding strategy	<ul> <li>Company seeks to manage its short-term and long-term borrowings from a variety of funding sources consistently with the business plan's objectives</li> </ul>
3 Access to liquidity	<ul> <li>The Company assesses its funding needs and the available funding sources in international and domestic financial markets</li> </ul>
4 Dividend policy	<ul> <li>Dividend policy with a 90% pay-out ratio</li> </ul>



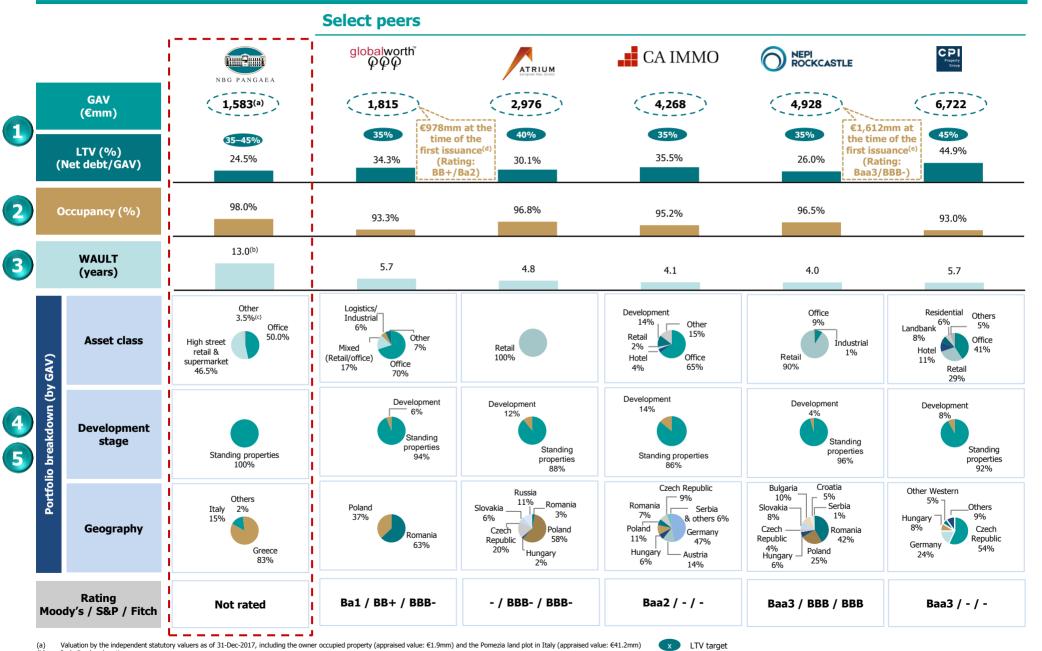






### High-quality diversified commercial Real Estate opportunity (cont'd)





Including break options (b) Includes city hotels, storage spaces, archive buildings, petrol stations, parking spaces and the Pomezia land plot in Italy

(d) Gross Asset Value as of July 2017, time of launch of the first bond issuance

Gross Asset Value as of June 2015, latest reported financials before first issuance in October 2015

# Key takeaways



Greece at a turning point in economic cycle with NBG Pangaea resilient throughout	<b>33.6%</b> Greece GDP CAGR 2017-2019E	< 20% Unemployment by 2019
High quality modern portfolio in attractive prime locations in every city	<b>78%</b> of portfolio in capital cities <sup>(a)</sup>	<b>7.8%</b> Rental yield
Highly predictable cash flows supported by long leases	<b>18 years</b> wault <sup>(b)</sup>	<b>98%</b> Occupancy
Increasingly diversified tenant structure with a strong and reliable main tenant	NATIONAL BANK OF GREECE	<b>#1</b> Liquid bank in Greece







€mm	
Location	Attica, Paiania
Date of acquisition	Feb 2013
Appraised Value	€125.2mm
GLA	c. 62k sqm
Occupancy	100%
WAULT	25 years

#### Key tenants



#### Property photos





€mm	
Location	Milan, Via Tolmezzo 15
Date of acquisition	Mar 2014
Appraised Value	€68.8 mm
GLA	c. 21k sqm
Occupancy	100%
WAULT	5 years

#### Property photos



#### **Key tenants**







€mm	
Location	Attica, Paiania
Date of acquisition	Mar 2010
Appraised Value	€64.4 mm
GLA	c. 39k sqm
Occupancy	100%
WAULT	21 years

#### **Key tenants**



#### Property photos







€mm	
Location	Rome, Via Cavour 5
Date of acquisition	Jul 2015
Appraised Value	€50.3 mm
GLA	c. 18k sqm
Occupancy	100%
WAULT	3 years

#### Key tenants



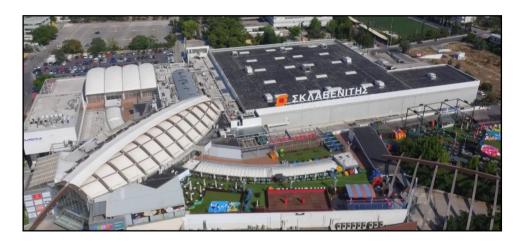
#### Property photos





€mm	
Location	Maroussi, Attica
Date of acquisition	Sep 2014
Appraised Value	€50.1
GLA	c. 58k sqm
Occupancy	100%
WAULT	22 years

#### **Property photos**





#### **Key tenants**





# REIC vs. Societe Anonyme: tax efficient structure REIC Societe Anonyme Investments and liquid assets taxed at

#### Corporate assets taxed at 29% on taxable profit 10%\*(ECB rate + 1%) income tax Floor: 0.75% p.a. 100% of the tax corresponding Advance tax Exempt to the income of the previous tax year Capital gains tax Exempt Subject to CIT (29%) 3% RETT + 3% duty in favor RETT Exempt of the municipalities on RETT Dividend tax Exempt 15% Uniform Tax on Calculation algorithm defined by tax authorities based on the Ownership of individual property characteristics RE Special Exemptions may apply Exempt real estate subject to conditions tax

#### **Key REIC requirements**

Asset requirements	<ul> <li>At least 80% of the assets must be invested in real estate</li> <li>Development cost must not exceed 40% of the REIC's investment assets</li> <li>Single property value cannot exceed 25% of the REIC's total investments.</li> <li>Assets for REIC operations cannot exceed 10% of the REIC's total assets.</li> </ul>
Profit distribution/ Leverage	<ul> <li>At least 50% of the annual net distributable profit</li> <li>Capital gains from the sale of real estate do not need to be distributed</li> <li>Overall leverage must not exceed 75% of REIC's total assets</li> </ul>
Legal requirements	<ul> <li>Incorporated as a "Societe Anonyme" with a minimum share capital of €25m</li> <li>Mandatory listing on a regulated market operating in Greece</li> <li>Statutory seat must be in Greece</li> </ul>

Source: Company information; Greek Law 2778/1999, as in force;



	REIF (Real Estate Investment Funds)	Joint Stock Company
Corporate income tax	Exempt	<ul> <li>Corporate income tax (so called "IRES"): 24% on net profit (since 01.01.2017)</li> <li>Regional Tax on Productive Activities (so called "IRAP"): 3.9% (plus an eventual surcharge up to 0.92% depending on the Region) on the net value of production</li> </ul>
Advance tax	Exempt	<ul> <li>100% of the tax corresponding to the income of the previous fiscal year</li> </ul>
Capital gains tax	Exempt	<ul> <li>Subject to IRES and IRAP (PEX applicable under certain conditions upon transfer of shareholding)</li> </ul>
	• VAT exempt (nevertheless the seller could opt for the VAT application at the ordinary 22% rate)	• VAT exempt (nevertheless the seller could opt for the VAT application at the ordinary 22% rate)
	• VATable in case of transfer of properties by the building company within 5 years from conclusion of construction or restructuring	• VATable in case of transfer of properties by the building company within 5 years from conclusion of construction or restructuring
RETT <sup>(a)</sup>	Real Estate Transfer tax: 1.5%	Real Estate Transfer tax: 3.0%
	Cadastral tax: 0.5%	• Cadastral tax: 1.0%
	<ul> <li>Beneficial treatment for contribution of a plurality of real estate properties which are rented from the prevailing portion (i.e. exclusion from VAT and fixed registration, real estate transfer and cadastral taxes of €200 each)</li> </ul>	
Dividend tax	<ul> <li>26% statutory withholding tax for non resident shareholders</li> <li>Exemption from WHT under certain conditions, for example in case of payment to foreign collective investment undertakings incorporated in white listed countries (e.g. Pangaea) and subject to vigilance by the competent supervisory authority</li> </ul>	<ul> <li>26% statutory withholding tax for non resident shareholders that could be reduced under some conditions in the following cases:</li> <li>-1.2% in case of payment to EU companies</li> <li>-exemption under the Parent Subsidiary Directive</li> <li>-reduced WHT rate under double tax treaty</li> </ul>
Municipal taxes on RE	<ul> <li>Municipal taxes on properties called IMU and TASI. The taxation regime de</li> <li>IMU: buildings are subject to basic tax rate of 0.76%, the competent m</li> <li>TASI: rates range from 0% to 3.3% depending on the municipality in w</li> </ul>	nunicipality can increase or decrease the basic rate by up to 0.3%

• TASI: rates range from 0% to 3.3% depending on the municipality in which the property is located.

The tax rates are applied on the cadastral income revalued and multiplied for a fixed multiplier

# Office Real Estate sector in Italy: a preferred investment destination



#### **Market outlook**

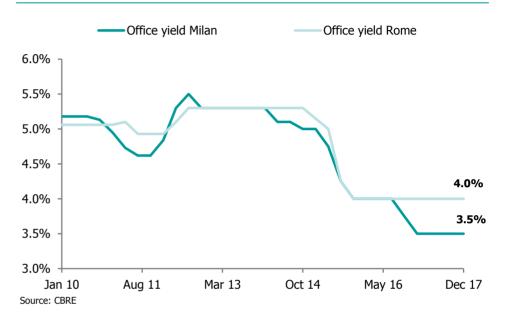
Prime rent	<ul> <li>Upward trend for prime office properties</li> </ul>	
Prime yields	<ul> <li>Compression of prime office yields in Rome and Milan expected to continue in the coming years</li> </ul>	
Demand	<ul> <li>Expectation of an increase in demand in the medium term driven by companies repositioning to more efficient offices</li> </ul>	1
Supply	<ul> <li>Dynamic development in Milan office</li> <li>Speculative pipeline in Rome is limited by less demand</li> </ul>	-

Source: Company information

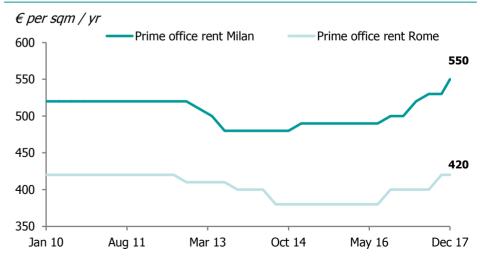
#### Milan and Rome office investment volumes



#### Office net prime yields – Milan and Rome



#### Milan and Rome office rent have restarted growing steadily



# High Street Retail in Italy: dominates the retail real estate sector



#### **Market outlook**

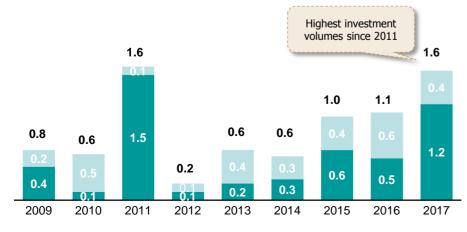
Prime rent	<ul> <li>Retail rents stable across all sectors and locations with Milan, Rome, Florence and Venice among top 10 European markets</li> </ul>	-
Prime yields	<ul> <li>Retail yields expected to hold steadily</li> <li>Market is two-tiered with a wide gap between prime and secondary yields</li> </ul>	-
Demand	<ul><li>Retail occupier demand continues steadily</li><li>Investor interest expected to remain strong</li></ul>	1
Supply	<ul> <li>Limited supply on main high streets</li> </ul>	-

Source: Company information

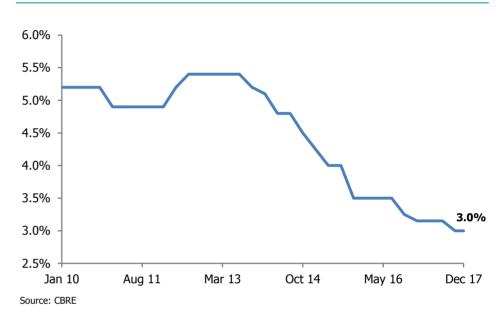
#### **Rome and Milan retail investment volumes**

€ bn

Milan Rome

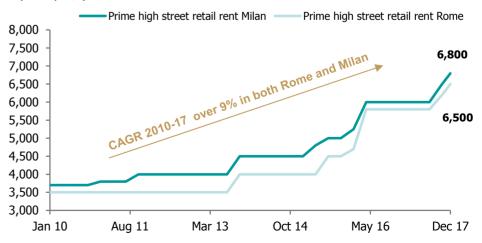


High street retail Real Estate net prime yields<sup>(a)</sup> - Italy



#### Rome and Milan high street retail market performed strongly

<sup>€</sup> per sqm / yr



# Logistics Real Estate sector in Greece: shows positive momentum driven by continuous rise in 3PL, ecommerce and retail transport

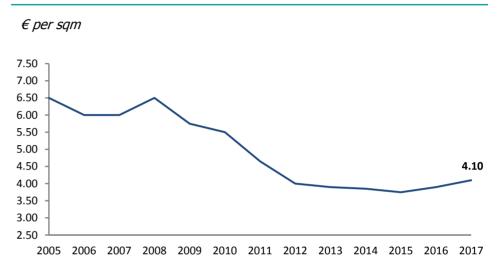


#### Market outlook

Prime rent	<ul> <li>€ 3.3-4.1 /sq m/month (c. 37% below peak)</li> <li>Rents appear to be resurging after having bottomed out in 2015</li> </ul>	
Prime yields	<ul><li>9.5-10.0%</li><li>Yields are compressing for modern logistics space</li></ul>	-
Demand	<ul> <li>Interest for logistics facilities improved in Thessaloniki and in Attica led by the continuous rise of 3PL and increasing electronic commerce activity</li> </ul>	
Supply	<ul> <li>Limited supply for prime space in the short term but rising secondary supply</li> </ul>	-

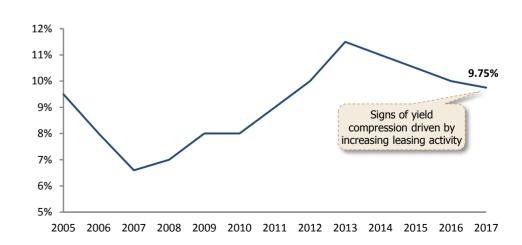
#### **Key takeaways**

- Leasing activity in Greater Athens outperformed all other commercial real estate sectors throughout 2017
  - Total recorded take up estimated at 125k sqm (up 35.4% y-o-y)
  - Largest take up by Intertrade with 15,000 sqm in Inofyta
- Investment activity remained limited due to lack of quality investment product
- Logistics property segment outlook is expected to be positive in the medium term, driven by investments in rail transport and growing ecommerce



#### Greater Athens – Recent trends in Warehousing & Logistics Prime Rents





Source: JLL - Athens Economics Itd, December 2017



Amounts in € ′000s	Dec-2015	Dec-2016	Dec-2017
Revenue	110,861	115,433	117,949
	110,861	115,433	117,949
Net Gain / (Loss) from Fair Value Adjustment on Investment Property	(23,723)	(18,220)	17,166
Direct Property Relating Expenses	(12,576)	(12,342)	(12,830)
Personnel Expenses	(2,175)	(2,119)	(2,347)
Depreciation of Property and Equipment	(40)	(24)	(25)
Amortisation of Intangible Assets	(29)	(28)	(29)
Net change in fair value of financial instruments at fair value through profit or loss	416	1,145	1,236
Other Income	1,686	500	527
Other Expenses	(9,716)	(2,980)	(4,350)
Corporate Responsibility	-	(153)	(148)
Operating Profit	64,704	81,212	117,149
Interest Income	182	142	41
Finance Costs	(20,814)	(21,099)	(22,231)
Profit Before Tax	44,072	60,255	94,959
Taxes	(1,392)	(6,792)	(11,261)
Profit for the period	42,680	53,463	83,698

# **Consolidated statement of financial position – IFRS**



Total Liabilities Total Shareholders' Equity and Liabilities	<u>422,727</u> 1,616,435	<u>430,556</u> 1,625,497	<u> </u>
	31,684	82,012	122,826
Current Tax Liabilities	756	5,364	5,682
Derivative Financial Instruments	2,779	1,897	480
Borrowings	9,830	59,230	102,212
Trade and Other Payables	18,319	15,521	14,452
Short-term Liabilities			
	391,043	348,544	348,565
Other Long-Term Liabilities	3,320	3,329	3,477
Deferred Tax Liability	226	198	223
Retirement Benefit Obligations	213	174	197
Borrowings	387,284	344,843	344,668
Long-term Liabilities			
Liabilities			
Total Equity	1,193,708	1,194,941	1,227,853
Retained Earnings	77,719	76,448	106,327
Reserves	333,615	336,119	339,152
Share Premium	15,890	15,890	15,890
Share Capital	766,484	766,484	766,484
Shareholders' Equity	1,010,100	1/010/ 10/	1/000/211
otal Assets	1,616,435	1,625,497	1,699,244
	125,507	115,747	<u> </u>
Cash and Cash Equivalents	90,433	54,732	49,335
Frade and Other Receivables	35,074	61,015	57,931
Current Assets	1,490,920	1,509,750	1,391,978
	1,490,928	<b>1,509,750</b>	<u> </u>
Other Long-Term Receivables	- 17,314	17,325	9,088
Intangible Assets Deferred tax Assets	167	159 1	130 4
Property and Equipment	3,348 187	2,265	2,058
investment Property	1,470,079	1,490,000	1,580,698
Non-current Assets	1 470 070	1 400 000	1 590 609
Assets			
Amounts in € ′000s	Dec-2015	Dec-2016	Dec-2017

# **EBITDA and FFO calculations**



#### **EBITDA**

Amounts in € ′000s	Dec-2015	Dec-2016	Dec-2017
Profit for the period	42,680	53,463	83,698
Plus: Depreciation of Property and Equipment and Amortisation of Intangible Assets	69	52	54
Plus: Net Finance costs	20,362	20,957	22,190
Plus: Taxes	1,392	6,792	11,261
EBITDA	64,773	81,264	117,203
Plus/(Less): Net (Gain)/Loss from Fair Value Adjustment of Investment Property	23,723	18,220	(17,166)
Less: Net change in fair value of financial instruments at fair value through profit or loss	(416)	(1,145)	(1,236)
Plus: Net non-recurring expenses	6,587	1,105	1,729
Adjusted EBITDA	94,667	99,444	100,530
YoY Change of Adjusted EBITDA (%)		5.0%	1.1%

Funds from Operations (FFO)	12M Period Ended		
Amounts in € ′000s	Dec-2015	Dec-2016	Dec-2017
Profit for the period	42,680	53,463	83,698
Plus: Depreciation of Property and Equipment and Amortisation of Intangible Assets	69	52	54
Plus: Net non-recurring expenses	6,587	1,105	1,729
Less: Net change in fair value of financial instruments at fair value through profit or loss	(416)	(1,145)	(1,236)
Plus / (Less): Net (Gain) / Loss from Fair Value Adjustment of Investment Property	23,723	18,220	(17,166)
Funds from Operations (FFO)	72,643	71,695	67,079
YoY Change of FFO (%)		(1.3)%	(6.4)%



Amounts in € ′000s	Dec-2015	Dec-2016	Dec-2017
Shareholders' Equity	1,193,708	1,194,941	1,227,853
(less): IFRS Adjustment <sup>(a)</sup>	(96)	(175)	(214)
<b>NAV</b> Y-o-Y Growth	1,193,612	<b>1,194,766</b> <i>0.1%</i>	<b>1,227,639</b> <i>2.8%</i>
Fair Value of Financial Instruments	2,779	1,897	480
Deferred tax	226	197	219
EPRA NAV Y-o-Y Growth	1,196,617	<b>1,196,860</b> <i>0.0%</i>	<b>1,228,338</b> <i>2.6%</i>

(a) Difference between the NBV and the market value (as determined by the independent statutory valuers) of the owner-occupied property.

Dividend pay-out of c. €52.0mm in April 2016

Dividend pay-out of c. €51.0mm in May 2017