













Investor Presentation (addressing 1Q2014 results) 8<sup>th</sup> of May 2014



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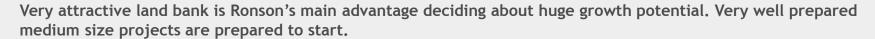
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**Company Overview** 

## Experienced residential real estate developer well established in Poland

- Present in Poland since 2000
- Focused on mid-class residential projects
- Adequate project mix and size enabling accelerated Company growth
- Internationally recognized shareholders with decades-worth of sector knowledge
- Current operations include:
  - 7 projects ongoing and 9 completed projects offered for sale (as at 31 March 2014 Ronson's offer includes 856 units)
  - 19 further projects (Warsaw, Poznań, Wrocław and Szczecin) in preparation for nearly 4,600 units





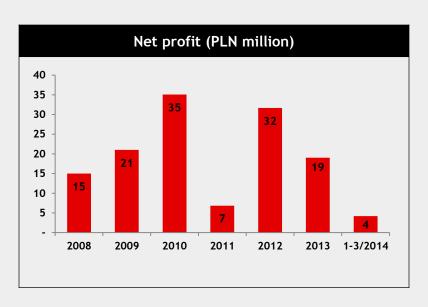


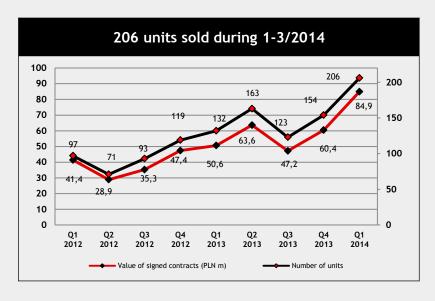




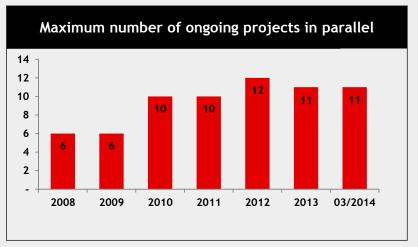


Company highlights in charts (based on Company's financials as at 31 March 2014)











# **ONGOING PROJECTS**

# 1,087 units under preparation with 62,100 m<sup>2</sup>, of which 622 units are in Warsaw



#### Sakura III and IV

- Commenced Q3 2013 and Q1 2014
- Expected completion Q1 2015 and Q4 2015
- Stage III:145 apartments aggregate area 7,300 m<sup>2</sup>
- Stage IV:108 apartments and 6 commercial units Aggregate area 6,600 m<sup>2</sup>
- Location: Warsaw, Mokotów



#### Tamka

- Commenced Q4 2013
- Expected completion Q3 2015
- 60 apartments and 5 commercial units
- Aggregate area 5,500 m<sup>2</sup>
- Location: Warsaw, Śródmieście (city center)



#### Espresso II

- Commenced Q3 2013
- Expected completion Q2 2015
- 142 apartments and 10 commercial units
- Aggregate area 7,600 m<sup>2</sup>
- · Location: Warsaw, Wola



#### Verdis III

- Commenced in Q4 2013
- Expected completion Q2 2015
- 140 apartments and 6 commercial units
- Aggregate area 7,700 m<sup>2</sup>
- Location: Warsaw, Wola



# ONGOING PROJECTS, cont.

# 1,087 units under preparation with 62,100 m<sup>2</sup>, of which 465 are in Poznań and Wrocław



#### Chilli III

- Commenced Q3 2013
- Expected completion Q3 2014
- 38 units
- Aggregate area 2,300 m<sup>2</sup>
- Location: Tulce near Poznań



#### Impressio II

- Commenced in 4Q 2013
- Expected completion Q2 2015
- 142 apartments
- Aggregate area 8,400 m<sup>2</sup>
- Location: Wrocław, Grabiszyn



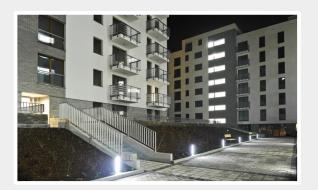
#### Młody Grunwald I and II

- Commenced in Q3 2012 and Q1 2014
- Expected completion Q2 2014 and Q3 2015
- Stage I: 136 apartments and 12 commercial units and aggregate area 8,500 m<sup>2</sup>
- Stage II:132 apartments and 5 commercial units Aggregate area 8,200 m<sup>2</sup>
- · Location: Poznań, Grunwald



# **COMPLETED PROJECTS OFFERED FOR SALE**

## As of 31 March 95 completed units with 6,900 m<sup>2</sup> were offered for sale in 9 projects (4 cities)



#### Verdis I and II

- As at 31 March, 9 units offered for sale
- In total 206 apartments and 11 commercial units
- Location: Warsaw, Wola



#### Espresso I

- As at 31 March, 7 units offered for sale
- In total 202 apartments and 8 commercial units
- Location: Warsaw, Wola



#### Sakura I and II

- As at 31 March, 11 units offered for sale
- In total 235 apartments and 21commercial units
- Location: Warsaw, Mokotów



#### Naturalis I, II and III

- As at 31 March, 56 units offered for sale
- In total 172 apartments
- Location: Lomianki near Warsaw



#### Gemini II

- As at 31 March, 2 units offered for sale
- In total 167 apartments and 15 commercial units
- Location: Warsaw, Ursynów



#### Constans

- As at 31 March, 2 units offered for sale
- In total 34 houses (17 two-family buildings)
- Location: Konstancin Jeziorna near Warsaw



# COMPLETED PROJECTS OFFERED FOR SALE, cont.

As of 31 March 95 completed units with 6,900 m<sup>2</sup> were offered for sale in 9 projects (4 cities)



#### Impressio I

- As at 31 March, 1 unit offered for sale
- In total 70 apartments
- Location: Wrocław, Grabiszyn



#### Chilli II

- As at 31 March, 2 units offered for sale
- In total 30 units
- Location: Tulce near Poznań



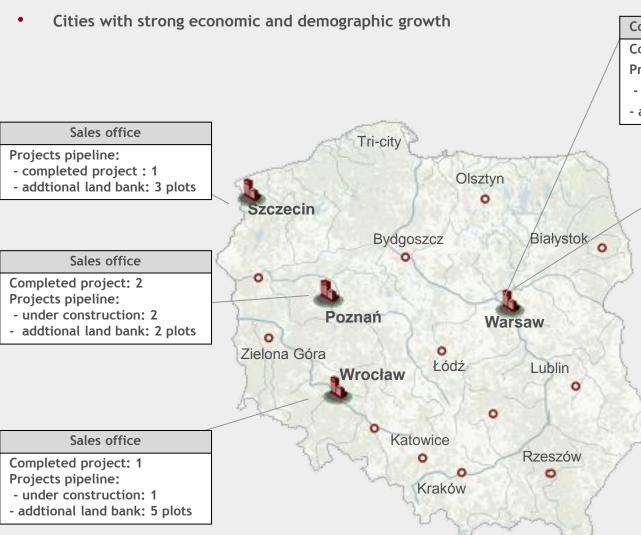
#### Panoramika I

- As at 31 March, 5 units offered for sale
- In total 90 apartments
- Location: Szczecin, Duńska Street



# PROJECTS IN PREPARATION

## Selective geographic diversification in Poland:



#### Company's Polish head office

Completed projects: 20

Projects pipeline:

- under construction: 4

- additional land bank: 4 plots

#### Office for rent:

Warsaw, KEN Avenue - 864 sqm (area used by Ronson head office)

Warsaw, Gwiaździsta St - 1318 sqm (area leased out)

Land Bank*:	units;	PUM
Warsaw:	1,900;	129,100
Poznań:	683;	38,900
Wrocław:	1,007;	67,500
Szczecin:	951;	70,900
Total:	4,541;	306,400

<sup>\*</sup> Projects in preparation, excluding projects (stages) under construction, projects offered for sale that the construction work has not commenced and finished projects.

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# **RONSON** PROJECTS IN PREPARATION, cont.

	Project name	Location	Total no. of units	PUM (m²)
Natural	is - stages in preparation	Warsaw	329	20,600
Verdis I	V - last stage in preparation	Warsaw	78	4,000
Panorar	nika - stages in preparation	Szczecin	486	26,700
4 Chilli -	stages in preparation	Poznań	186	12,000
5 Espress	o - stages in preparation (*)	Warsaw	307	17,500
6 Młody C	Grunwald III - last stage in preparation	Poznań	140	8,000
Subtota	al - remaining stages of the projects currently unde	r construction/ on sale	<u>1,526</u>	88,800
Chopin		Szczecin	390	33,000
2 Copern	icus	Poznań	307	15,200
3 Moko		Warsaw	344	23,800
4 Matisse	I	Wrocław	373	24,400
5 Matisse	II	Wrocław	100	6,000
6 Falenty		Warsaw	160	23,500
7 Picasso		Wrocław	158	8,000
8 Renaiss	ance	Warsaw	224	15,800
9 Sadków		Wrocław	84	12,600
10 Van Go	gh	Wrocław	292	16,500
1 Bełchat	owska 28	Poznań	50	3,700
12 Vivaldi		Szczecin	75	11,200
13 Skiernie	ewicka (**)	Warsaw	458	23,900
Subtota	al - remaining projects, still in preparation		<u>3,015</u>	217,600
Total			<u>4,541</u>	306,400



# Financial Results Review

For the three months ended 31 March 2014



# Financial Results Review - three months ended 31 March 2014

## Three months ended 31 March 2014, P&L highlights:

- 197 units delivered to the customers; revenues PLN 65.9m,
- Gross margin of 20.3% and net margin of 7.3%,
- Net profit of PLN 4.8m (PLN 4.2m after minority int.),

 Admin expenses increased due to costs of sharebased payment plan and increased sales department bonuses.

Financial results (PLN m)						
	<u>1Q2014</u>	<u>1Q2013</u>	% change	<u>Y2013</u>	<u>Y2012</u>	% chang
Revenues	65.9	54.1	22%	207.0	198.8	4%
Cost of sales	(52.5)	(39.1)	34%	(164.5)	(148.4)	11%
Gross profit	13.4	15.0	-11%	42.5	50.4	-16%
Changes in the value of investment property	-	-	0%	0.8	(1.0)	0%
Selling and marketing expenses	(1.9)	(1.5)	27%	(6.8)	(6.2)	10%
Administrative expenses	(5.1)	(4.1)	24%	(15.9)	(16.0)	-1%
Net other income/(expense)	(0.7)	(0.5)	40%	(1.9)	(0.9)	111%
Operating profit	5.7	8.9	-36%	18.7	26.3	<b>-29</b> %
Net finance income/(expense)	(0.3)	0.1	-400%	(0.3)	2.3	-113%
Share of profit/(loss) from joint ventures	(0.3)	(0.3)	0%	(1.3)	(0.4)	225%
Profit/(loss) before tax	5.1	8.7	-41%	17.1	28.2	-39%
Income tax benefit/(expense)	(0.3)	0.2	-250%	1.0	3.0	-67%
Net profit/(loss)	4.8	8.9	-46%	18.1	31.2	-42%
Gross margin	20.3%	27.7%		20.5%	25.4%	
Net Margin	7.3%	16.5%		8.7%	15.7%	
EPS (PLN)	0.015	0.033	-55%	0.068	0.116	-41%



## Three months ended 31 March 2014, P&L highlights, cont.:

- 1Q results driven mainly by Espresso I and Verdis II projects, both executed with gross margin exceeding 20%.
- Average (net) price of apartments delivered during 1Q 2014 amounted to PLN 335 thousand (net of VAT) while during entire 2013 it amounted to PLN 437 thousand (net of VAT). Significant decrease in average price of delivered units results from relatively high number of units delivered in Espresso project, which distinguishes by very small average usable area of apartments.

Units delivered						
	<u>1Q2014</u>					
<u>Project</u>	Units PLN million G. Margin					
Espresso I	111	31.2	22.4%			
Verdis I & II	50	20.5	24.0%			
Sakura I & II	7	4.2	14.0%			
Impressio I	2	0.7	-3.2%			
Constans	1	1.2	-5.6%			
Naturalis I, II & III	10	3.1	11.5%			
Panoramika I	14	3.5	5.2%			
Chilli I & II	1	0.3	4.1%			
Gemini II	1	0.6	36.0%			
Other	N.A	0.6	37.5%			
Total	197	65.9	20.3%			



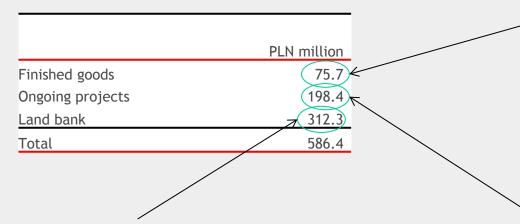
#### Balance Sheet / CF data:

- Positive operating CF during Q1 2014 amounting to PLN 21.8m,
- Stable Net Debt position,
- "Land bank loans" gradually replaced by "construction project loans" and bonds; overall level of banking debt gradually decreasing since 2008.

	As of 31 Mar 2014	As of 31 Dec 2013	As of 31 Dec 2012
Equity	468.8	464.7	455.7
Banking debt	38.2	42.0	105.2
Floating rate bond	121.3	119.4	88.5
Loans from third parties (net)	2.7	2.7	6.2
Cash and cash equivalents	69.9	52.2	44.6
Inventory	586.4	604.8	653.4
Total Assets	747.8	745.0	778.6
Net Debt	92.3	111.9	155.3
Net debt / Equity	19.7%	24.1%	34.1%
Net debt / Total Assets	12.3%	15.0%	19.9%
Net assets per share (PLN)	1.72	1.71	1.67



## Inventory as of 31 March 2014



## Finished projects

of which finished apartments / houses amount to PLN 66.8m, comprising:

- 219 units
- 13.5 thousand PUM

Attractive bank of lands (4,541 units, 306,400 PUM)

## Categorised by city:

- Warsaw 1,900 units; 129,100 PUM
- Poznań 683 units; 38,900 PUM
- Wrocław 1,007 units; 67,500 PUM
- Szczecin 951 units; 70,900 PUM

## Categorised by book value per PUM:

- Below PLN 1,000 109,700 PUM (36%)
- PLN 1,000 -2,000 177,000PUM (58%)
- Over PLN 2,000 19,700 PUM (6%)

## Ongoing projects, of which:

#### Under construction:

Sakura III, Sakura IV, Verdis III,, Espresso II, Chilli III, Impressio II, Młody Grunwald I, Młody Grunwald II and Tamka.



## Debt position as of 31 March 2014

	PLN million
Loans from third parties (net) Floating rate bond	2.7
Banking debt - Projects under construction and Finished goods	13.6 K
Banking debt - Projects under preparation	24.6
Total	162.2

#### Floating rate bonds

The amount comprising a loan principal amount of:

- PLN 5.0 million tranche A (exp. April 2014)
- PLN 83.5 million tranche C (exp. June 2017)
- PLN 23.5 million tranche D (exp. June 2016)
- PLN 9.2 million tranche E (exp. July 2016)
- plus accrued interest minus one-time costs directly attributed to the bond issuance which are amortized based on the effective interest method.

The tranche C bonds are secured with the mortgage.

Interest expense with respect to the bonds are capitalized into inventory, based on the requirements of IAS 23 as indirect borrowing expenses.

## Banking debt Projects under construction

Includes loans originally received for land purchases in Tamka project.

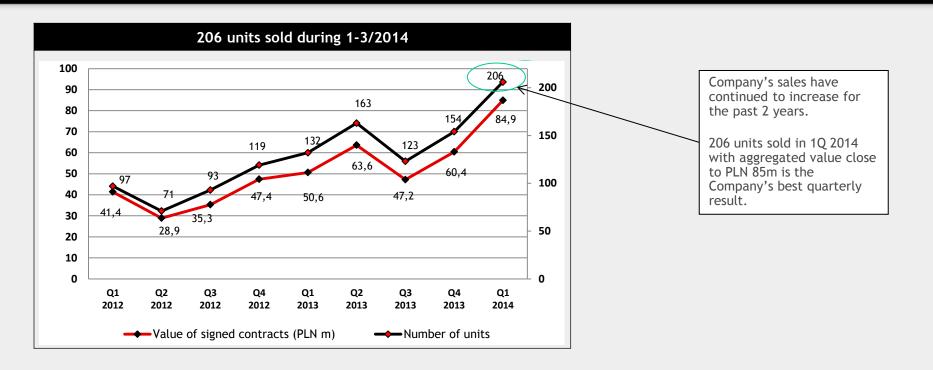
Maturity of loans tailored to construction cycle of the projects.

Interest expense with respect to projects under construction are capitalized into inventory.

## Banking debt Projects under preparation

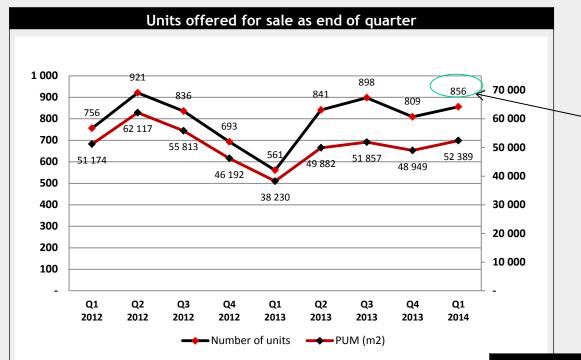
Interest expense with respect to non-running projects are capitalized into inventory.





Number of units sold during 1-3/2014 (206 in total)						
Completed projects Projects under construction						
Impressio I	2 Młody Grunwald I 41					
Chilli I + II	1	Sakura III	34			
Naturalis I + II + III	10	Verdis III	25			
Panoramika I	5	Espresso II	37			
Verdis I + II	5	Impressio II	5			
Espresso I	16	Chilli III	5			
Old projects	2	Tamka 18				
Total	41	Total	165			





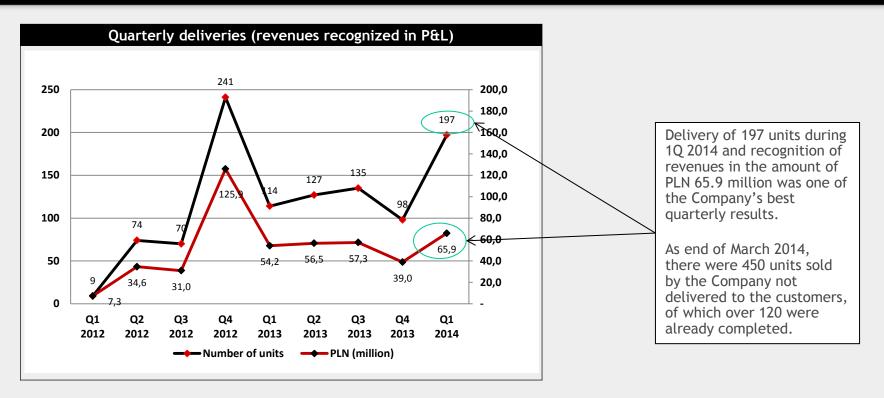
Since the offer was enlarged in 2Q 2013, the Company continued introducing new projects keeping between 800 to 900 units in its offer.

Due to positive sales results and ambitious sales plans in the next quarters, the Company intends to extend its offer during 2014.

Simultaneously the proportion of completed units in the Company's offer goes down and accounts now for 11%.

Units offered for sale (856 in total)						
Completed proje	ects	Projects under construction				
Constans	2	Młody Grunwald I	38			
Sakura I + II	11	Młody Grunwald II	137			
Impressio I	1	Sakura III	82			
Chilli I + II	2	Sakura IV	114			
Naturalis I + II + III	56	Verdis III	100			
Panoramika I	5	Espresso II	86			
Gemini II	2	Impressio II	136			
Verdis I + II	9	Chilli III	31			
Espresso I	7	Tamka	37			
Total	95	Total	761			





Units sold but not delivered (450 units and PLN 167.1 million in total)							
Completed projects	Units	PLN million	Projects under construction	Units	PLN million		
Constans	2	1.9	Młody Grunwald I	110	30.4		
Verdis I & II	9	3.6	Chilli III	7	1.6		
Naturalis I,II & III	11	3.4	Sakura III	63	20.0		
Sakura I & II	4	2.7	Verdis III	46	16.5		
Impressio I	1	0.4	Espresso II	66	19.5		
Chilli I & II	3	1.0	Impressio II	6	2.5		
Panoramika I	2	0.6	Tamka	28	32.5		
Espresso I	92	30.5					
Total	124	44.1	Total	326	123.0		



Brief summary of Company's achievements during three months 2013 &

Outlook for the remainder of 2014 and 2015



# Company's achievements during three months ended 31 March 2014 and the most recent developments

## The Company's achievements during first quarter 2014 include:

- Record high pre-sales of 206 units, i.e. over 56% yoy increase;
- Commencement of construction of 2 projects (Sakura IV, Młody Grunwald II) including 251 units;
- Delivery of 197 units to the customers and recognition of revenues in the amount of PLN 65.9 million;
- Completion of first stage of Espresso project (occupancy permit) including 212 units;
- Positive operating cash-flow and stable net debt position;
- No write-offs.

## The most recent developments include:

• Issuance of corporate bonds - series G - in total amount of PLN 12m, not secured, maturing in January 2018;

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# Outlook for the remainder of 2014

## The Company's plans for the remainder of 2014 include:

- Further acceleration of pre-sales to over 650 units during entire 2014;
- Delivery of over 500 units to our customers during entire 2014;
- Preparation and commencement of construction of nearly 950 units (8 projects, of which 4 are new locations);
- Completion of construction works in 2 projects comprising in total nearly 200 units (Młody Grunwald I comprising 148 units with 8,500 m2 (Poznań) and Chili III comprising 38 units with 2,300 m2 (Poznań);
- Completion of the transaction related to purchase of project at Jaśminowa in Warsaw and securing one more new project in Warsaw;
- Further strengthening of Ronson's brand name.



# Projects planned for commencement during the remainder of 2014: 947 units in total

## Four new, attractive locations (including 558 units):



Moko I, Warsaw (Mokotów), 175 units, PUM 11,200 m<sup>2</sup>



Copernicus I, Poznan (Jeżyce), 149 units, PUM 7,800 m<sup>2</sup>



Jaśminowa I, Warsaw (Mokotów), 101 units, PUM 9,400 m<sup>2</sup>



Skierniewicka I, Warsaw (Wola), 133 units, PUM 6,100 m<sup>2</sup>

# Moreover the Company prepares further stages of ongoing projects (including 389 units):

- Verdis IV: 78 units, PUM 4,000 m<sup>2</sup> (Warsaw)
- Espresso III: 166 units, PUM 9,100 m<sup>2</sup> (Warsaw)
- Chilli IV: 38 units, PUM 2,300 m<sup>2</sup> (Poznań)
- Panoramika II: 107 units, PUM 6,000 m<sup>2</sup> (Szczecin)



# Financial Results Review - Outlook for the remainder of 2014

During the next quarters of 2014 the Company may deliver from 300 to 400 units to its customers:

- total number of units completed but not delivered to customers, as of 31 March 2014, amounted to 219, of which 124 were sold and 95 were available for sale;
- moreover the Company plans completion of construction of 186 units during remainder of 2014, of which as of end of March 2014, 117 units were already sold and 69 were available for sale.

Projects that may contribute to P&L during the remainder of 2014						
Name of project	<u>Completion</u> <u>Date</u>	Signed (PLN million)	<u>contracts</u> <u>Units sold (no.)</u>	Units for sale (no.)	Units in total (no.)	Gross margin (%)
Gemini II	Completed	-	-	2	2	36,0%
Verdis I and II	Completed	3,6	9	9	18	24,0%
Sakura I and II	Completed	2,7	4	11	15	14,0%
Naturalis I, II and III	Completed	3,4	11	56	67	11,5%
Panoramika I	Completed	0,6	2	5	7	5,2%
Constans	Completed	1,9	2	2	4	-5,6%
Impressio I	Completed	0,4	1	1	2	-3,2%
Chilli I and II	Completed	1,0	3	2	5	4,1%
Espresso I	Completed	30,5	92	7	99	22,4%
Młody Grunwald I	2014 Q2	30,4	110	38	148	n/a
Chilli III	2014 Q3	1,6	7	31	38	n/a
Total		76,1	241	164	405	

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# Financial Results Review - Outlook for 2015: over 1,000 units to be delivered to the customers

Construction companies involved in Ronson projects are obliged to receive occupancy permits for over 900 units by end of October 2015.

Moreover the Company plans commencement in the coming few weeks of construction of another four projects comprising nearly 400 units that shall be completed in the fourth quarter of 2015.

Projects that may contribute to P&L during 2015							
Name of project	Commencement Date	Completion Date	<u>Units sold</u> (no.)	<u>Units for sale</u> (no.)	Units in total (no.)		
Sakura III	2013 Q3	2015 Q1	63	82	145		
Verdis III	2013 Q4	2015 Q2	46	100	146		
Impressio II	2013 Q4	2015 Q2	6	136	142		
Espresso II	2013 Q3	2015 Q2	66	86	152		
Tamka	2013 Q4	2015 Q3	28	37	65		
Młody Grunwald II	2014 Q1	2015 Q3	-	137	137		
Sakura IV	2014 Q1	2015 Q4	-	114	114		
Panoramika II *	2014	2015 Q4	-	107	107		
Moko I *	2014	2015 Q4	-	175	175		
Chilli IV *	2014	2015 Q4	-	38	38		
Verdis IV *	2014	2015 Q4	-	78	78		
Total			209	1 090	1 299		

<sup>\*</sup> Commencement of construction of Panoramika II, Moko I and Verdis IV is scheduled for the second quarter of 2014, while Chili IV may be introduced to the Company's offer in the third or fourth quarter of 2014.

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**Appendix** 



## SHAREHOLDERS STRUCTURE



- real estate company with nearly 50 three monthss' experience in various housing and commercial projects, listed in Tel-Aviv
- 11,000 apartments, 400,000 sq. m. of offices, 350,000 sq. m. of shopping centres and 1,700 hotel rooms built in the last decade
- since April 2011, controlled by Gazit Globe One of the largest owners and operators of supermarket-anchored shopping centers in the world.

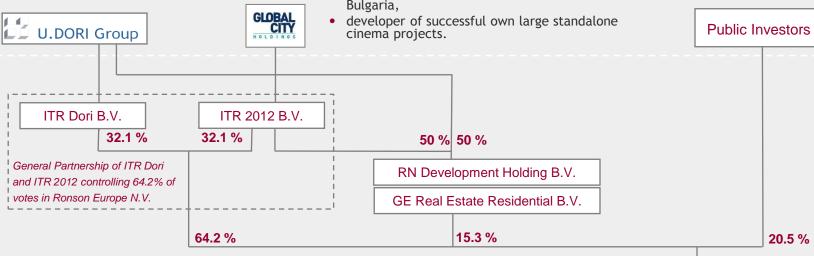


Global City Holdings N.V. ("GCH", previously known as Cinema City International N.V.)

- as a result of contribution of the cinema operations of Cinema City International N.V. to Cineworld Group Plc, GCH became 24.9 shareholder in Cineworld Group Plc, which currently is the 2nd largest cinema operator in Europe, holding leading market position in Great Britain and CEE region,
- substantial expertise in development of commercial real estate projects in Poland and in Bulgaria,

Public investors include two Polish pension funds:

- Amplico OFE (holding 5-10%)
- ING OFE (holding 5-10%)



- In December 2012, I.T.R. 2012 B.V. and I.T.R. Dori B.V. entered into a partnership, the ITRD Partnership, which holds the voting rights attached to 174,898,374 shares in the Company representing 64.2% of the total number of shares in the Company, which voting rights were previously held by I.T.R. Dori B.V. I.T.R. 2012 B.V. is a subsidiary of Global City Holdings N.V. (formerly known as Cinema City International N.V.) and I.T.R. Dori B.V. is a subsidiary of U. Dori Group Ltd.
- On 14 November 2013, the shares in GE Real Estate CE Residential B.V. were (indirectly, through the acquisition of the shares of RN Development Holding B.V.) acquired by I.T.R. 2012 B.V. and U. Dori Group Ltd., which due to this transaction increased indirect shareholding in Ronson by 7.67% each. As a result of this transaction Global City Holdings N.V. indirectly controls 39.78% of the Company's shares and U. Dori Group Ltd. indirectly controls also 39.78% of the Company's shares.







# Shraga Weisman (63)

- · CEO, President of the Management Board
- 1997- 2008 Ashdar Building Company LTD; CEO of the one of largest real-estate development companies in Israel focusing on residential and commercial projects, hotels and protected accommodation projects
- 1990- 1997 CEO of the company focusing on residential projects in Natanya



# Israel Greidinger (53)

- Member of the Management Board
- Chief Operating Officer and member of the Executive Board of Cineworld Group plc
- Non-Executive Director of Global City Holdings N.V. (previously known as Cinema City International N.V.), a company of which he was Chief Financial Officer since 1995 until 28 February 2014
- Director of Israel Theatres Limited since 1994
- Since 1985 to 1992 served as Managing Director of C.A.T.S. Limited (Computerized Automatic Ticket Sales), a London Company and since 1992 to 1994 he was President and Chief Executive Officer of Pacer C.A.T.S. Inc.



# Tomasz Lapinski (37)

- Chief Financial Officer
- 2000 2008 investment banking division of UniCredit Group (formerly CA IB)
- 1998 2000 Central Europe Trust (consulting)



# Ronen Ashkenazi (52)

- Member of the Management Board
- CEO of Gazit Globe Israel Development Ltd
- Previously co-owner of "Rokah Ashkenazi Engineers", Structural Engineering and Project Management Company



# Andrzej Gutowski (44)

- Sales and Marketing Director
- 2003 present Ronson Europe N.V. (Sales and Marketing Manager)
- 1994 2003 Emmerson Sp. z o.o. (leading real estate agency & advisory company in the Polish market); Director of Primary Markets; member of the management board