



Investor Presentation (addressing 1Q 2013 results) 8<sup>th</sup> of May2013



# Disclaimer

This presentation does not constitute or form any part of any offer or invitation or inducement to sell or issue, or any solicitation of any offer to purchase or subscribe for, any securities of Ronson Europe N.V. (the "Company"), nor shall it or any part thereof or the fact of its distribution form the basis of, or be relied on in connection with, any contract therefore.

The information in this presentation is subject to change without notice, its accuracy is not guaranteed and it does not contain all material information concerning the Company. Any forecasts and forward-looking statements contained in this presentation are, by necessity, based upon a number of assumptions and estimates that, while considered reasonable by the Company, are inherently subject to significant business, operational, economic and competitive uncertainties and contingencies, many of which are beyond the Company's control, and also upon assumptions with respect to future business decisions that are subject to change. Actual results may differ materially from those projected. Certain numerical information and other amounts and percentages set forth in this presentation may not sum due to rounding. In addition, certain figures herein have been rounded to the nearest whole number.

This presentation may not be directly or indirectly distributed to or within the United States of America, Australia, Canada or Japan.



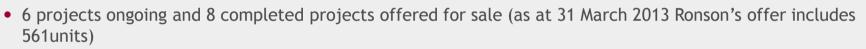
**Company Overview** 



Experienced residential real estate developer well established in Poland

**COMPANY SUMMARY** 

- 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:



• 22 further projects (Warsaw, Poznań, Wrocław and Szczecin) in preparation for nearly 5,600 units

Very attractive land bank is Ronson's main advantage deciding about huge growth potential. Very well prepared medium size projects are prepared to start.

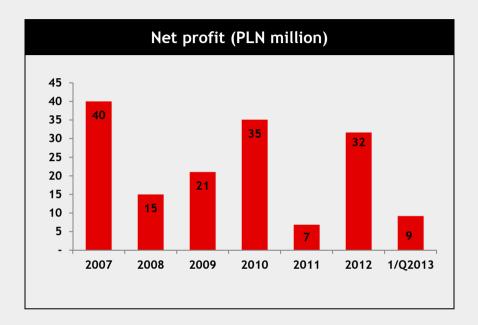


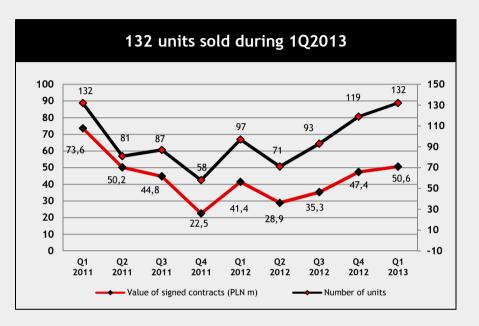


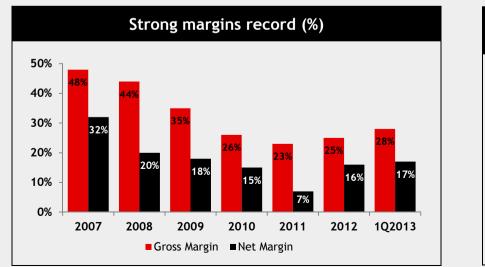


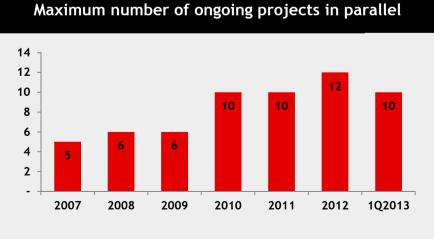
## COMPANY SUMMARY, cont.

Company highlights in charts (based on Company's financials as at 31 March 2013)









## Maximum number of ongoing projects in parallel

2



## More than 650 units under preparation with over 36,200 m<sup>2</sup>, of which nearly 500 units are in Warsaw



#### Sakura II

- Commenced Q4 2011
- Expected completion Q2 2013
- 136 apartments
- Aggregate area 8,300 m<sup>2</sup>
- Location: Warsaw, Mokotów



### Naturalis III

- Commenced Q4 2011
- Expected completion 3Q 2013
- 60 apartments
- Aggregate area 3,400 m<sup>2</sup>
- Location: Łomianki near Warsaw



### Espresso I

- Commenced Q1 2012
- Expected completion Q1 2014
- 204 apartments and 8 commercial units
- Aggregate area 9,500 m<sup>2</sup>
- Location: Warsaw, Wola



Verdis II

- Commenced Q3 2012
- Expected completion Q4 2013
- 72 apartments and 6 commercial units
- Aggregate area 4,900 m<sup>2</sup>
- Location: Warsaw, Wola



More than 650 units under preparation with over 36,200 m<sup>2</sup>, of which over 150 are in Poznań



### Chilli II

- Commenced Q2 2012
- Expected completion Q3 2013
- 20 units
- Aggregate area 1,600 m<sup>2</sup>
- Location: Tulce near Poznań



Młody Grunwald I

- Construction will commence in Q3 2012
- Expected completion Q3 2014
- 136 apartments and 12 commercial units
- Aggregate area 8,500 m<sup>2</sup>
- Location: Poznań, Grunwald



# COMPLETED PROJECTS OFFERED FOR SALE

### As of 31 March 186 completed units with 14,400 m<sup>2</sup> were offered for sale in 8 projects (4 cities)



### Verdis I

- As at 31 March, 28 units offered for sale
- In total 128 apartments and 11 commercial units
- Location: Warsaw, Wola



### Gemini II

- As at 31 March, 8 units offered for sale
- In total 167 apartments and 15 commercial units
- Location: Warsaw, Ursynów



### Sakura I

- As at 31 March, 22 units offered for sale
- In total 99 apartments and 21 commercial units
- Location: Warsaw, Mokotów



#### Naturalis I and II

- As at 31 March, 60 units offered for sale
- In total 122 apartments
- Location: Łomianki near Warsaw



### Constans

- As at 31 March, 9 houses offered for sale
- In total 34 houses (17 two-family buildings)
- Location: Konstancin Jeziorna near Warsaw

5



# COMPLETED PROJECTS OFFERED FOR SALE (cont'd)

## As of 31 March 244 completed units with 19,500 m<sup>2</sup> were offered for sale in 8 projects (4 cities)



### Impressio I

- As at 31 March, 10 units offered for sale
- In total 70 apartments
- Location: Wrocław, Grabiszyn



Chilli I

- As at 31 March, 6 units offered for sale
- In total 30 units
- Location: Tulce near Poznań

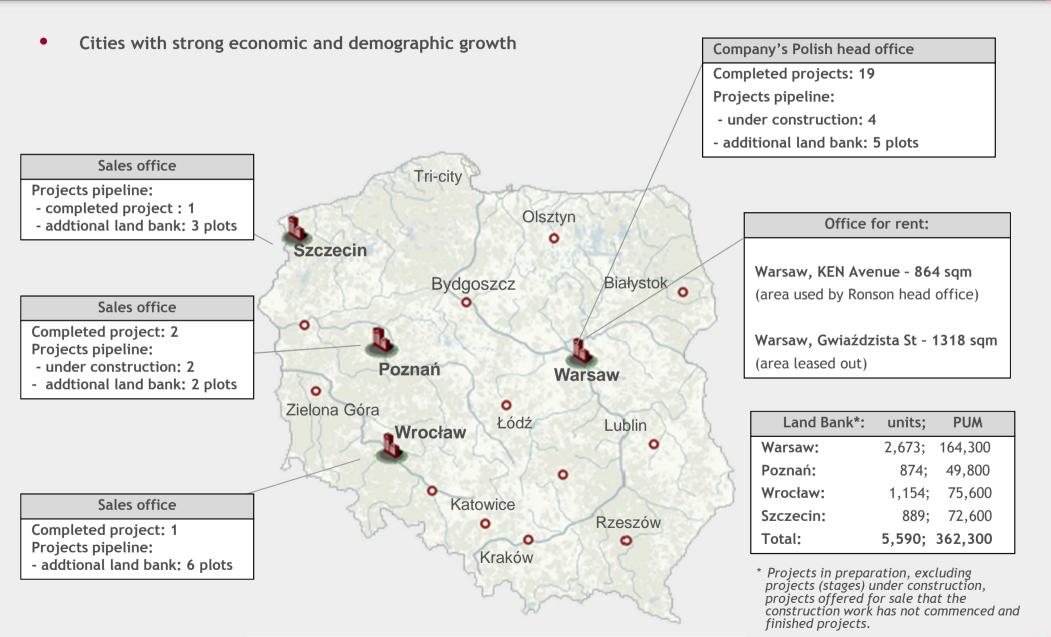


Panoramika I

- As at 31 March, 43 units offered for sale
- In total 90 apartments
- Location: Szczecin, Duńska Street



## Selective geographic diversification in Poland:



7



Projects in preparation - Ronson land bank							
	Project name	Location	Total no. of units	PUM (m <sup>2</sup> )			
1	Naturalis - stages in preparation	Warsaw	329	20,600			
2	Sakura - stages in preparation	Warsaw	258	14,400			
3	Verdis - stages in preparation	Warsaw	224	11,700			
4	Panoramika - stages in preparation	Szczecin	424	28,400			
5	Chilli - stages in preparation	Poznań	224	14,200			
6	Espresso - stages in preparation (*)	Warsaw	459	25,100			
7	Młody Grunwald (previously named Eclipse) - stages in preparation	Poznań	280	16,500			
8	Impressio - remaining 2nd stage	Wrocław	147	8,100			
	Subtotal - remaining stages of the projects currently under construction	ion/ on sale	<u>2,345</u>	<u>139,000</u>			
1	Chopin	Szczecin	390	33,000			
2	Copernicus	Poznań	320	15,400			
3	Magellan	Warsaw	405	23,100			
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	Renaissance	Warsaw	224	15,800			
9	Sadków	Wrocław	84	12,600			
10	Tamka	Warsaw	64	5,600			
11	Van Gogh	Wrocław	292	16,500			
12	Bełchatowska 28	Poznań	50	3,700			
13	Vivaldi	Szczecin	75	11,200			
14	Skierniewicka (**)	Warsaw	550	24,500			
	Subtotal - remaining projects, still in preparation		<u>3,245</u>	223,300			
	Total		<u>5,590</u>	<u>362,300</u>			
	(*) Ronson holds 68% of the project						

(\*) Ronson holds 68% of the project (\*\*) Ronson holds 50% of the project



# **Financial Results Review**

# For the three months ended 31 March 2013



Three months ended 31 March 2013, P&L highlights:

- 114 units delivered to the customers; revenues PLN 54.1 million,
- Gross margin of 27.7% and net margin of 16.6%,
- No write-offs, no other one-time events / adjustments,
- Net profit of PLN 9.0 million.

Financ	ial results	(PLN m)	- IAS 18			
	<u>1Q2013</u>	<u>1Q2012</u>	<u>% change</u>	<u>Y2012</u>	<u>Y2011</u>	<u>% change</u>
Revenues	54.1	7.3	641%	198.8	96.7	106%
Cost of sales	(39.1)	(5.4)	624%	(148.4)	(74.0)	101%
Gross profit	15.0	1.9	<b>689</b> %	50.4	22.7	122%
Changes in the value of investment property	-	-	0%	(1.0)	-	0%
Selling and marketing expenses	(1.5)	(1.1)	36%	(6.2)	(5.1)	22%
Administrative expenses	(4.1)	(3.8)	8%	(16.0)	(15.2)	5%
Net other income/(expense)	(0.5)	0.1	-600%	(0.9)	(1.6)	-44%
Operating profit	8.9	(2.9)	-407%	26.3	0.8	3187%
Net finance income/(expense)	(0.1)	1.0	-110%	2.0	4.6	-57%
Profit/(loss) before tax	8.8	(1.9)	-563%	28.3	5.4	424%
Income tax benefit	0.2	0.7	-71%	3.0	1.3	131%
Net profit/(loss)	9.0	(1.2)	-850%	31.3	6.7	367%
Gross margin	27.7%	26.0%		25.4%	23.5%	
Net Margin	16.6%	-16.4%		15.7%	6.9%	
EPS (PLN)	0.033	(0.004)	-925%	0.116	0.025	364%



Three months ended 31 March 2013, P&L highlights, cont.:

- Out of 114 units 35 were delivered in Gemini II and 32 in Verdis I, which still were the most profitable projects,
- Significant average price per apartment (PLN 475 thousand).

Units delivered						
	<u>1</u>	<u>Q2013</u>		<u>1-3/2013</u>		
<u>Project</u>	<u>Units</u>	PLN million	<u>Units</u>	PLN million	<u>G. Margin</u>	
Gemini II	35	21.5	35	21.5	38.5%	
Verdis I	32	16.3	32	16.3	32.5%	
Sakura I	6	3.2	6	3.2	18.5%	
Impressio I	8	2.7	8	2.7	2.1%	
Constans	2	2.0	2	2.0	-3.0%	
Naturalis I	12	3.2	12	3.2	13.4%	
Naturalis II	1	0.3	1	0.3	10.9%	
Panoramika I	12	3.1	12	3.1	6.3%	
Chilli I	6	1.7	6	1.7	8.6%	
Other	N.A	0.1	N.A	0.1	47.1%	
Total	114	54.1	114	54.1	27.7%	



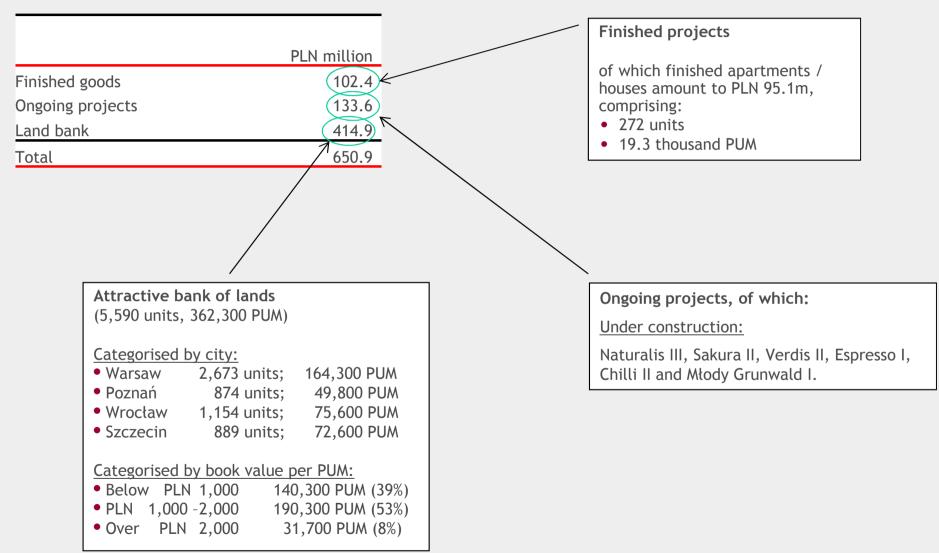
Balance Sheet / CF data:

- Positive operating CF in the 1st quarter 2013,
- Stable Net Debt position,
- "Land bank loans" gradually replaced by "construction project loans"; overall level of banking debt gradually decreasing since 2008.

	As of 31 Mar 2013	As of 31 Dec 2012	As of 31 Dec 2011
Equity	465.0	455.9	424.2
Banking debt	95.4	105.2	117.7
Floating rate bond	90.6	88.5	87.8
Loans from third parties (net)	6.3	6.2	-
Cash and cash equivalents	38.3	44.9	94.6
Inventory	650.9	668.1	631.3
Total Assets	765.1	786.5	766.0
Net Debt	154.0	155.0	110.9
Net debt / Equity	33.1%	34.0%	26.1%
Net debt / Total Assets	20.1%	19.7%	14.5%
Net assets per share (PLN)	1.71	1.67	1.56

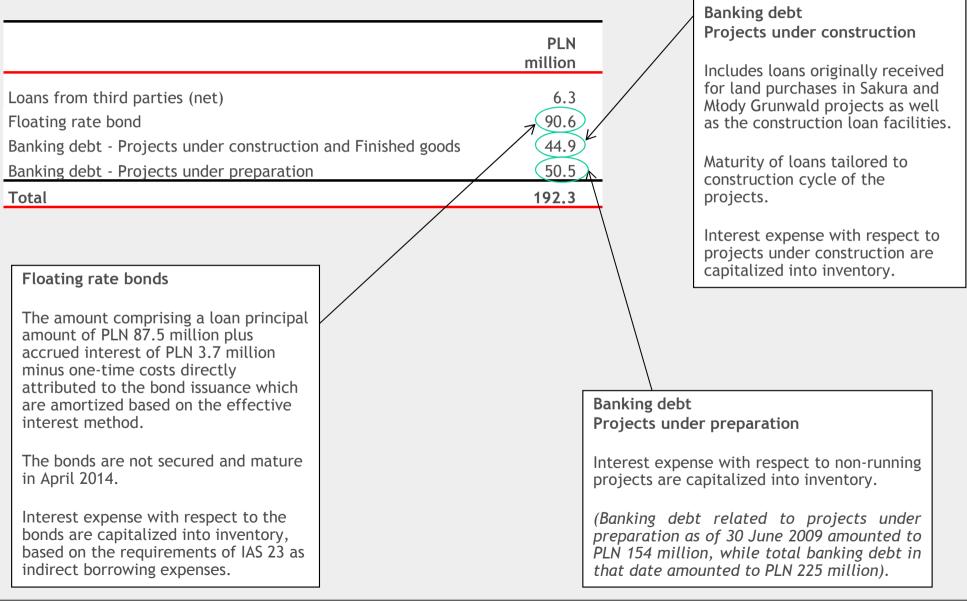


Inventory as of 31 March 2013 - IAS 18

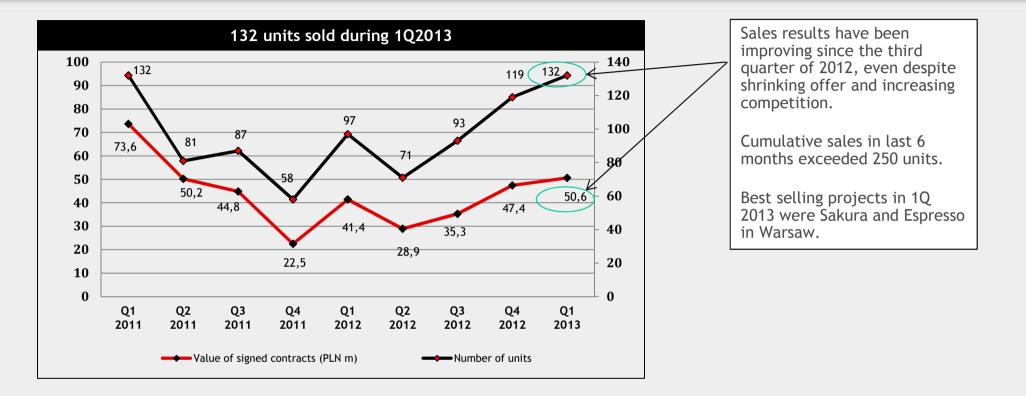




Debt position as of 31 March 2013

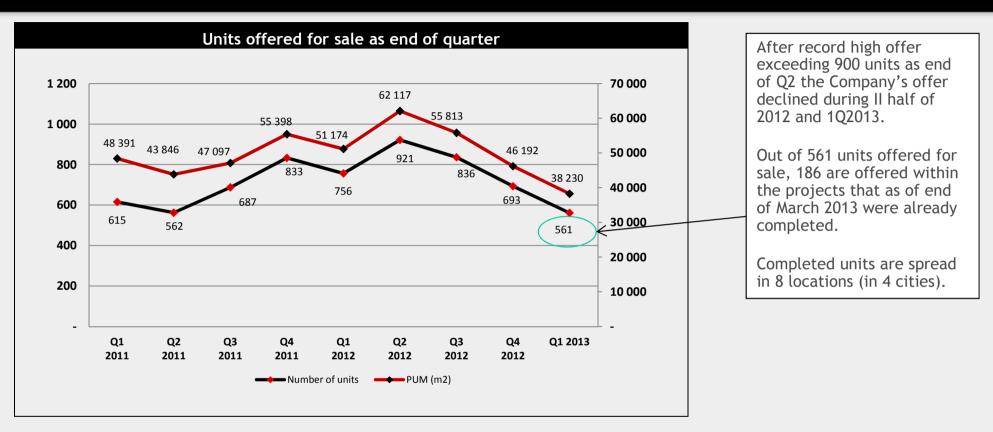






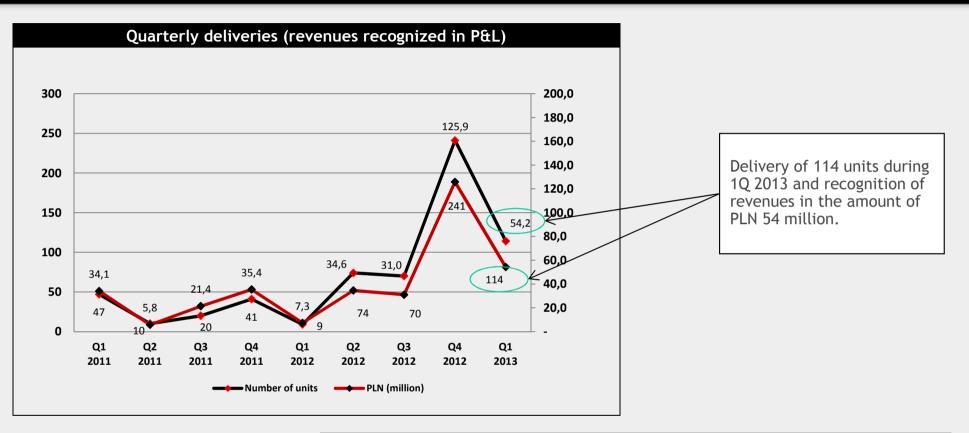
Number of units sold during 1Q2013 (132 in total)					
Completed proje	cts	Projects under con	struction		
Constans	4	Naturalis III	-		
Sakura I	4	Verdis II	6		
Impressio I	12	Sakura II	33		
Chilli I	5	Espresso I	24		
Naturalis II	1	Młody Grunwald I	8		
Naturalis I	4	Chilli II	3		
Panoramika I	14				
Gemini II	8				
Verdis I	6				
Total	58	Total	74		





Units offered for sale (561 in total)						
Completed proj	ects	Projects under co	onstruction			
Constans	9	Naturalis III	46			
Sakura I	22	Sakura II	56			
Impressio I	10	Verdis II	53			
Naturalis II	32	Chilli II	15			
Chilli I	6	Espresso I	90			
Naturalis I	28	Młody Grunwald I	115			
Verdis I	28					
Panoramika I	43					
Gemini II	8					
Total	186	Total	375			





Units sold but not delivered (363 units and PLN 129.8 million in total)						
Completed projects	<u>Units</u>	PLN million	Projects under construction	<u>Units</u>	PLN million	
Constans	4	3.8	Naturalis III	14	3.6	
Sakura I	6	3.3	Verdis II	25	9.6	
Impressio I	9	4.3	Sakura II	80	30.3	
Chilli I	4	1.3	Espresso I	120	31.8	
Naturalis I	5	1.5	Chilli II	5	1.7	
Naturalis II	1	0.3	Młody Grunwald I	33	8.8	
Panoramika I	12	3.5				
Verdis I	12	6.3				
Gemini II	33	19.7				
Total	86	44.0	Total	277	85.8	



# Brief summary of Company's achievements in 1Q2013 & Outlook for the remainder of 2013



The Company's highlights in the first quarter of 2013 include:

- Further acceleration of pre-sales to 132 units which was by 36% better result in comparison to the first quarter of 2012; cumulative sales results in the last 6 months exceeded 250 units;
- Delivery of 114 units to our customers;
- Recording healthy margins and satisfactory profits;
- No one-time events nor adjustments;
- Positive operating cash-flow and stable net debt position.



The Company's plans for 2013 include:

- Acceleration of sales to over 500 units during 2013;
- Completion of construction works on 4 projects (Sakura 2, Verdis 2, Naturalis 3 and Chilli 2), comprising 294 units;
- Delivery of 400-500 units to our customers;
- Preparation and commencement of construction of 3 new projects (Tamka, Magellan and Copernicus), representing a total of 422 units and commencement of construction of 5 further stages of ongoing projects (Sakura, Verdis, Espresso, Impressio and Panoramika);
- Further strengthening of Ronson's brand name.



# Projects planned for commencement during 2013

Three new, attractive locations, including 422 units:



Tamka, Warsaw, 64 units, PUM 5,600 m<sup>2</sup>



Copernicus I, Poznań (Kościelna), 182 units, PUM 8,600 m<sup>2</sup>



Magellan I, Warsaw (Magazynowa), 176 units, PUM 11,000 m2

Moreover the Company prepares further stages of ongoing projects (583 units):

- Sakura III: 145 units, PUM 7,400 m<sup>2</sup> (Warsaw)
- Verdis III: 78 units, PUM 4,000 m<sup>2</sup> (Warsaw)
- Espresso II: 152 units, PUM 7,700 m<sup>2</sup> (Warsaw)
- Impressio II: 147 units, PUM 8,100 m<sup>2</sup> (Wrocław)
- Panoramika II: 61 units, PUM 4,200 m<sup>2</sup> (Szczecin)



Total number of units completed but not delivered to customers as of 31 March 2013 amounted to 272, of which 86 were sold and 186 were available for sale.

Moreover the Company plans completion of construction of 294 units during 2013, of which 124 were sold and 170 were available for sale.

Projects that may contribute to P&L during the reminder of 2013						
Name of project	<b>Completion</b>	Signed	<u>contracts</u>	<u>Units for sale</u>	<u>Gross margin</u>	
	<u>Date</u>	<u>(PLN million)</u>	Units sold (no.)	<u>(no.)</u>	<u>(%)</u>	
Gemini II	Completed	19.7	33	8	38.5%	
Verdis I	Completed	6.3	12	28	32.5%	
Sakura I	Completed	3.3	6	22	18.5%	
Naturalis I	Completed	1.5	5	28	13.4%	
Panoramika I	Completed	3.5	12	43	6.3%	
Constans	Completed	3.8	4	9	-3.0%	
Impressio I	Completed	4.3	9	10	2.1%	
Chilli I	Completed	1.3	4	6	8.6%	
Naturalis II	Completed	0.3	1	32	10.9%	
Sakura II	2013	30.3	80	56	n/a	
Verdis II	2013	9.6	25	53	n/a	
Naturalis III	2013	3.6	14	46	n/a	
Chilli II	2013	1.7	5	15	n/a	
Total		89.2	210	356		

Table below presents the status as of 31 March 2013.



Appendix



# INTERNATIONALLY RECOGNIZED SHAREHOLDERS

# U.DORI Group

- Real estate company with nearly 50 years' 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
- 67% of group income generated by housing investments
- Since April 2011, controlled by Gazit Globe - one of the world's leading multinational real estate companies operating in more than 20 countries and managing over 660 properties with a gross leasable area of more than 6.4 million sqm.

# ISRAEL THEATRES LTD.

- A privately held Israeli group, active in entertainment and real estate fields in Israel and CEE
- Company involved in various construction projects, including malls, office buildings and apartments
- The controlling shareholder of Cinema City International, the largest operator of multiplex cinemas in Central and Eastern Europe, listed on the WSE
- Since December 2012, 100% of shares in Israel Theatres Real Estate B.V. is controlled by Cinema City International



- A subsidiary of GE Commercial Finance; one of the fastest growing units within the GE group
- A leading source of innovative real estate capital solutions, leveraging on the capital strength, industry knowledge and global expertise of parent
- Public investors include two Polish pension funds:
  - Amplico OFE (holding 5-10%)
  - ING OFE (holding 5-10%)

U.DORI Group	Israel Theatres Real Estate	3.V.	GE <b>Real Estate</b>	Public Investors
ITR Dori B.V. 32.1 %	ITR 2012 B.V. 32.1 %			
General Partnership of ITR Dori and ITR 2012 controlling 64.2% of votes in Ronson Europe N.V.	64.2 %	15.3 %		20.5 %
			•	20.3 /0
	R	ONSON		
		SON EUROPE N.V.		



# MANAGEMENT BOARD



# Shraga Weisman (62)

- 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 (52)

- Member of the Management Board
- Chief Financial Officer of Cinema City N.V. since 1995;
- Director of Israel Theatres Limited since 1994
- Since 1985 to 1992 served as Managing Director of C.A.T.S. Limited (Computerised 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.

# Ronen Ashkenazi (51)

- 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.



# Tomasz Lapinski (36)

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





# Andrzej Gutowski (43)

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



### Twenty three successfully completed projects in prime locations in Warsaw, Poznań, Szczecin and Worcław

A total of 2,567 units completed with 187,800 m<sup>2\*</sup>

**COMPLETED PROJECTS** 



### Pegaz I +II

- 109 apartments and 80 apartments , respectively
- Aggregate area 7,000 m<sup>2</sup> and 4,800 m<sup>2</sup>, respectively
- Location: Warsaw, Mokotów



### Twój Biały Dom

- 79 apartments and 4 commercial units
- Aggregate area 5,500 m<sup>2</sup>
- Location: Warsaw, Kabaty



Mistral

- 54 apartments
- Aggregate area 4,400 m<sup>2</sup>
- Location: Warsaw, Ursynów



Lazurowa Dolina

- 192 apartments
- Aggregate area 11,200 m<sup>2</sup>
- Location: Warsaw, Bemowo



Słoneczny Skwer

- 311 apartments and 9 commercial units
- Aggregate area 23,800 m<sup>2</sup>
- Location: Warsaw, Ochota



Imaginarium I + II + III

- 58,65 and 45 apartments, respectively
- Aggregate area 4,000 m<sup>2</sup>,4,700 m<sup>2</sup> and 3,900 m<sup>2</sup>, respectively
- Location: Warsaw, Bielany

 $^{\ast}$  Including only usable area, excluding garage and parking space



# COMPLETED PROJECTS (Cont'd)



### Gardenia

- 22 single family houses
- Aggregate area 3,700 m<sup>2</sup>
- Location: Józefosław, Piaseczno



### Meridian

- 206 apartments and 7 commercial units
- Aggregate area 15,000 m<sup>2</sup>
- Location: Warsaw, Wola



### Constans

- 34 apartments (17 two-family buildings)
- Aggregate area 9,300 m<sup>2</sup>
- Location: Konstancin Jeziorna



### Gemini

- 149 apartments and 15 commercial units
- Aggregate area 13,100 m<sup>2</sup>
- Location: Warsaw, Ursynów



Galileo

- 226 apartments and 7 commercial units
- Aggregate area 16,700 m<sup>2</sup>
- Location: Poznań



Nautica I + II

- 149 unit sand 3 units ,respectively
- Aggregate area 10,600 m<sup>2</sup> and 600 m<sup>2</sup> , respectively
- Location: Warsaw, Ursynów