

# DECATHLON **Extraordinary General Meeting** 17 June 2021

Joint Sponsors of IREIT Global:



CITY DEVELOPMENTS LIMITED





This presentation should be read in conjunction with the announcement released by IREIT Global ("**IREIT**") on 28 April 2021 titled "Proposed Acquisition of a Portfolio of 27 Retail Properties Located in France" (the "Announcement"). Terms not otherwise defined in this presentation shall have the meanings given in the Announcement.

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#### Acquisition of 27 Retail Assets in France

- IREIT has entered into a conditional sale agreement to acquire a portfolio of 27 retail properties located across France (the "Properties" and the acquisition of the Properties, the "Acquisition") on a sale & leaseback arrangement with Decathlon France SAS ("Decathlon")<sup>(1)</sup>
- The Properties were developed by Decathlon, the largest sporting goods retailer in the world with c.1,650 stores in nearly 1,000 cities in 57 countries and regions and have been owner-occupied for c.15 years on average
- All 27 Properties will be leased back to Decathlon with a 10-year initial duration and an option to break after 6 years<sup>(2)</sup>
- Agreed value of the Properties is €110.5 m (c. S\$176.8 m)<sup>(3)</sup>, which represents a 3.0% discount to the independent valuation of €113.9 m (c.S\$182.2 m)<sup>(3)</sup>
- NPI Yield of the Properties is 7.1%<sup>(4)</sup>
- Acquisition is DPU accretive of 1.0% on a pro forma adjusted FY2020 basis<sup>(5)</sup>
- IREIT's Strategic Investors have provided an undertaking to subscribe in full each of their pro-rata allotment in a Preferential Offering. CDL will also subscribe for excess units in the Preferential Offering which, when aggregated with its pro-rata allotment, will be c.S\$59 m<sup>(6)</sup>
- Expected completion by 3Q 2021, subject to IREIT's unitholders' approval
  - (1) The vendor of the Properties are Decathlon SE and other companies under the same control (directly or indirectly), namely, Weddis, Exerceo 1, Exerceo 2, Deaucimmo 1, Deaucimmo 3 and Le Blanc Coulon (collectively, the "Vendor")
  - (2) One Property (Cholet) is also tenanted to another retailer, B&M. In accordance with French law, the lease with B&M will be automatically transferred to the Purchaser. A rental guarantee of 6 years is granted by Decathlon with respect to the B&M lease
  - (3) Based on the exchange rate of €1.00 = S\$1.60
  - (4) Based on the estimated net property income of the Properties for the period from 1 January 2020 to 31 December 2020 assuming the Properties had a portfolio occupancy of 100.0% as of 31 December 2020 and all leases, whether existing or committed, were in place since 1 January 2020, and Agreed Value
  - (5) Refer to Page 22 for details on Illustrative Pro Forma Financial Impact
  - (6) Refer to Page 21 for details on the Method of Financing









#### **Properties are Situated in Established Retail Areas in France**

95,		<b>100%</b> reehold	<b>100% <sup>(1)</sup></b> Occupancy		<b>10 years <sup>(1,2)</sup></b> WALE	<b>6 years <sup>(2)</sup></b> WALB	<b>7.1% <sup>(3)</sup></b> NPI Yield	<b>€113.9 m <sup>(4)</sup></b> Total Valuation
No.	Property Name	No.	Property Name	No.	Property Name		Normandy	
1	Vichy	10	Dreux	19	Châtellerault	Brittany	17 15 13	-2
2	Aurillac	11	Verdun	20	Foix	786	18 16	Grand Est
3	Mâcon	12	Sarrebourg	21	Laval	John Mart	21 10 Île-de- France	11
4	Belfort Bessoncourt	13	Douai	22	Sables d'Olonne	Pays de la Loire 22	de Loire	e
5	Lannion	14	Calais	23	Cholet		Franche- Comte	
6	Dinan	15	Abbeville	24	Gap	Nouvelle-		-En
7	Concarneau	16	Cergy	25	Istres	Aquitaine	Rhone-	E .
8	Pontivy	17	Pont-Audemer	26	Sens		Alpes	24 Provence-
9	Châteauroux	18	Evreux	27	Bergerac		20 25	Alpes-Cote d'Azur



- (1) The lease with Decathlon will be entered into and commence on the date of Completion
- (2) WALB is not adjusted for the 18-month penalty payment which is payable by Decathlon in relation to 9 Properties (Vichy, Lannion, Concarneau, Châteauroux, Sarrebourg, Cergy, Evreux, Foix and Laval) upon termination of the lease after the permissible break date being 6 years after the date of commencement of the lease
- (3) Based on the estimated net property income of the Properties for the period from 1 January 2020 to 31 December 2020 assuming the Properties had a portfolio occupancy of 100.0% as of 31 December 2020 and all leases, whether existing or committed, were in place since 1 January 2020, and Agreed Value
- (4) Valuation as at 26 April 2021 by the Independent Valuer

# Enlarged Property Portfolio Post Acquisition

Germany			
Properties	5		
Lettable area (sqm)	200,820		
Valuation <sup>(1)</sup> (€ m)	587.9		
% of enlarged portfolio (3)	70.5%		
Occupancy	99.6%		
WALE <sup>(4)</sup>	3.2		
France			

France	
Properties	27
Lettable area (sqm)	95,477
Valuation <sup>(2)</sup> (€ m)	113.9
% of enlarged portfolio (3)	13.7%
Occupancy	100.0%
WALE <sup>(5)</sup>	10.0

Spain	
Properties	4
Lettable area (sqm)	72,167
Valuation <sup>(1)</sup> (€ m)	131.7
% of enlarged portfolio <sup>(3)</sup>	15.8%
Occupancy	85.2%
WALE <sup>(4)</sup>	4.6







- (1) Valuation as at 31 December 2020
- (2) Valuation as at 26 April 2021 by the Independent Valuer
- (3) Based on the enlarged property portfolio ("Enlarged Property Portfolio") valuation of €833.5 m, which comprises the existing property portfolio valuation of €719.6 m as at 31 December 2020 and the valuation of the Properties as at 26 April 2021
- (4) Based on gross rental income as at 31 December 2020
- (5) The lease with Decathlon will be entered into and commence on the date of Completion
- (6) Assuming the 10-year lease with Decathlon had commenced on 31 December 2020



#### 187% Increase in Portfolio Value in 2021 YTD since IPO

Year	Number of Properties	Portfolio Value (€ m)	Key Developments
2014	4	290.6	<ul> <li>IREIT Global was listed on SGX-ST as the first Singapore-listed real estate investment trust with the investment strategy of principally investing in income producing real estate in Europe</li> </ul>
2015	5	441.4	<ul> <li>Berlin Campus was acquired for €144.2 m</li> <li>Deutsche Rentenversicherung Bund signed a lease in Berlin Campus, diversifying IREIT's tenant profile</li> </ul>
2016	5	453.0	<ul> <li>Tikehau Capital acquired a 80% stake in the Manager</li> <li>GMG Generalmietgesellschaft mbH exercised its lease extension option for another 2.5 years</li> </ul>
2017	5	463.1	<ul> <li>One of IREIT's key tenants at Concor Park exercised its extension option to extend its lease for another 3 years, 1 year ahead of its lease expiry</li> </ul>
2018	5	504.9	<ul> <li>Portfolio valuation surpassed the €500 m mark</li> <li>Successfully secured lease extensions for Münster South's single tenant and a key tenant at Concor Park</li> </ul>
2019	5	630.2	<ul> <li>Entered into a 40:60 JV with Tikehau Capital to acquire 100% of the Spanish Portfolio, completed in Dec 2019</li> <li>CDL acquired 50% stake in the Manager, co-owning the Manager alongside Tikehau Capital</li> </ul>
2020	9	719.6	<ul> <li>Joint Sponsors jointly increased their stakes in IREIT to over 50%, while AT Investments Limited ("AT Investments") acquired a substantial 5.5% stake</li> <li>3,450 sqm office space leased by AREAS and 1,250 sqm office space leased by Axians at II-lumina</li> <li>Successfully acquired remaining 60% stake in the Spanish portfolio for €47.8 m</li> </ul>
2021 YTD	36	833.5 (1)	<ul> <li>Proposed Acquisition of 27 retail assets in France on a sale and leaseback to Decathlon for a purchase consideration of €110.5 m</li> </ul>







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1	Quality Retail Portfolio that Complements IREIT's Existing Portfolio
2	Strengthens IREIT's Portfolio Resilience and Diversification
3	Attractive Value Proposition
4	Increases Market Capitalisation and Liquidity
5	Leveraging on Strategic Investors' Knowledge, Expertise, Support and Resources in France
1	

## Quality Retail Portfolio that Complements IREIT's Existing Portfolio

## Well Located Retail Properties Primarily Leased to Decathlon Group

- The Acquisition comprises of 27 properties with a total GLA of 95,477 sqm
- All 27 Properties will be leased back to Decathlon with a 10-year initial duration and an option to break after 6 years<sup>(1)</sup>
- The Properties are mostly located in well-established retail areas of France and all 27 Decathlon sites are profitable
- Each of the 27 property was developed by Decathlon as a builtto-suit asset. The customised nature of the Properties, the high cost of moving and the increasing challenge of obtaining building permits for new retail space in France increases Decathlon's "stickiness" to the Properties



No. of Assets	27
Location	Mostly in well-established retail areas across France
Independent Valuation (€ m)	€113.9 m
Tenure	100% freehold
Gross Lettable Area (sqm)	95,477 sqm
Occupancy	100.0%
NPI Yield (%)	7.1% <sup>(2)</sup>
Lease Term	WALE: 10-Year / WALB: 6-Year <sup>(3)</sup>



- (1) One Property (Cholet) is also tenanted to another retailer, B&M. In accordance with French law, the lease with B&M will be automatically transferred to the Purchaser. A rental guarantee of 6 years is granted by Decathlon with respect to the B&M lease
- (2) Based on the estimated NPI of the Properties for the period from 1 January 2020 to 31 December 2020 assuming the Properties had a portfolio occupancy of 100.0% as of 31 December 2020 and all leases, whether existing or committed, were in place since 1 January 2020, and Agreed Value
- (3) WALB is not adjusted for the 18-month penalty payment which is payable by Decathlon in relation to 9 Properties (Vichy, Lannion, Concarneau, Châteauroux, Sarrebourg, Evreux, Foix and Laval) upon termination of the lease after the permissible break date being 6 years after the date of commencement of the lease

## 1

## **Quality Retail Portfolio that Complements IREIT's Existing Portfolio**

#### **Properties are Well-Suited to the Decathlon Concept**

- The Properties have an average age of 15 years (by GLA), with 12 out of the 27 assets being less than 10 years old
- Majority of the Properties (23 out of 27) have sales floor area of less than 5,000 sqm, with the average sales floor area across the Properties at less than 3,000 sqm
  - The smaller retail footprint better suits Decathlon's omnichannel retail concept as this provides an optimal balance of sufficient sales floor area for Decathlon to display the products range while leveraging the stores to support Decathlon's digital operations
- The Properties are each strategically located, with the nearest competing Decathlon store being, on average, over 30 minutes away
  - Closure of any of these 27 Properties would result in a direct loss of turnover for Decathlon



#### Acquisition of the Properties Accelerates IREIT's Growth

- Since 2018, IREIT's property portfolio value has grown at a CAGR of 19.4%, from €504.9 m to €719.6 m by 2020. The Acquisition builds on IREIT's growth momentum, increasing portfolio asset value by 15.8% to €833.5 m
- Similarly, Gross Lettable Area which had grown at a CAGR of 16.7% from 200,609 sqm in 2018 to 272,987 sqm by 2020, will increase by a further 35.0% to 368,464 sqm





- Based on Existing Property Portfolio's valuation of €719.6 m as at 31 December 2020
- (2) Comprises the Existing Property Portfolio's valuation as at 31 December 2020 and the valuation of the Properties as at 26 April 2021
- (3) Based on Existing Property Portfolio's GLA of 272,987 sqm as at 31 December 2020

### Greater Income Diversification by Property, Geography and Trade Sector

- Acquisition reduces IREIT's reliance on any single property, geographical location and trade sector, benefitting unitholders from increased scale and diversification in its portfolio and income streams
- IREIT will gain exposure to the Sports & Leisure trade sector, a resilient segment that is expected to grow by +13% in France for 2021, driven by strong customer demand (athleisure and higher physical activity)







#### **Improves Quality of Portfolio Tenant Base**

- Acquisition improves quality of IREIT's tenant base with the inclusion of Decathlon, the world's largest sporting goods retailer that is
  rated A-2 by S&P Global Ratings
- Post-acquisition, GRI contribution by IREIT's largest tenant, Deutsche Telekom, decreases from c.39% to c.33%





## Portfolio WALE (by GRI) will increase from 3.5 years to 4.5 years

- The Properties have a WALE of 10 Years<sup>(1)</sup> and a WALB of 6 Years<sup>(2)</sup>
- Post-acquisition, the WALE of IREIT's portfolio is expected to increase from 3.5 years to 4.5 years, with less than 27% of leases expiring in any given year before 2026





- (1) The lease with Decathlon will be entered into and commence on the date of Completion
- (2) WALB is not adjusted for the 18-month penalty payment which is payable by Decathlon in relation to 9 Properties (Vichy, Lannion, Concarneau, Châteauroux, Sarrebourg, Cergy, Evreux, Foix and Laval) upon termination of the lease after the permissible break date being 6 years after the date of commencement of the lease
- (3) Based on the GRI as at 31 December 2020

# 3 Attractive Value Proposition

## Portfolio is Acquired at an Attractive Discount to Valuation

- Manager and Decathlon have agreed on the property value of €110.5 m for the Properties, representing a c.3.0% discount to independent valuation
- The Acquisition will increase IREIT's adjusted NPI Yield from 5.5% to 5.7%





 Based on the adjusted FY2020 NPI of €39.3 m, adjusted as though the Spanish Acquisition were completed on 1 January 2020 and IREIT had held and operated the Spain Properties through to 31 December 2020, and the Existing Property Portfolio s' valuation of €719.6 m as at 31 December 2020. The NPI Yield before adjustment of the Existing Property Portfolio is 4.6%
 Based on the pro forma adjusted FY2020 NPI of €47.2 m, adjusted as though the Spanish Accusition were completed on 1 January 2020 and IREIT had held and operated the Spain Properties

(2) Based on the proforma adjusted FY2020 NPI of €47.2 m, adjusted as though the Spanish Acquisition were completed on 1 January 2020 and IRET had held and operated the Spain Properties through to 31 December 2020, the Existing Property Portfolio's valuation of €719.6 m as at 31 December 2020 and the Agreed Value of €110.5 m. The NPI Yield before adjustment of the enlarged property portfolio is 4.9%

# 4 Increases Market Capitalisation and Liquidity

## IREIT is Expected to Benefit from a Larger Market Capitalisation

• The increased market capitalisation increases probability of inclusion in key indices, which offers benefits of a wider and more diversified investor base, higher trading liquidity, increased analyst coverage and potential positive re-rating





- (1) Based on an IREIT's volume weighted average price of S\$0.650 on 26 April 2021, being the market day immediately prior to the date of the Sale Agreement and assuming exchange rate of €1.00 = S\$1.60
- (2) Assuming c.212,042,812 new Units are issued at an illustrative average issue price of c.\$\$0.596 per new Unit to raise gross proceeds of c.€79.0 m (c.\$\$126.4 m) pursuant to the Equity Fund Raising

## Leveraging on Strategic Investors' Knowledge, Expertise, Support and Resources in France

#### Deep Knowledge, Expertise and Support from Strategic Investors, Tikehau Capital and CDL

 The Acquisition marks IREIT's second portfolio acquisition since December 2019, and demonstrates the deep knowledge, expertise and support from the Strategic Investors Tikehau Capital and CDL

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- IREIT is able to leverage on Tikehau Capital's extensive pan-European network and intricate knowledge of the local markets to secure the sale & leaseback transaction with the Decathlon
  - Tikehau Capital is headquartered in Paris, France and IREIT would benefit from its established market presence (over 15 years) and its technical know-how of the French real estate market, especially in the retail sector
- At the same time, CDL provides strong financial support to IREIT. In the event IREIT issues new units pursuant to an Equity Fund Raising, and if the Equity Fund Raising includes a Preferential Offering, CDL has provided an undertaking to subscribe for Preferential Offering units amounting to c.S\$59 m in aggregate<sup>(1)</sup>







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Method of Financing	
Illustrative Uses	
	Total Acquisition Cost: €122.3 m (S\$195.7 m) <sup>(1)</sup>
Cost of the Proposed	<ul> <li>Total Purchase Consideration: €110.5 m (S\$176.8 m)<sup>(1)</sup>;</li> </ul>
Acquisition	<ul> <li>Acquisition Fee: €1.1 m (S\$1.8 m)<sup>(1)</sup>; and</li> </ul>
	<ul> <li>Other Transaction Costs: €10.7 m<sup>(2)</sup> (\$\$17.1 m)<sup>(1)</sup></li> </ul>
Illustrative Sources	
Debt Facilities	External bank borrowings
	<ul> <li>Bridge loan of up to €79.0 m from Tikehau Capital SCA<sup>(3)</sup></li> </ul>
	<ul> <li>IREIT is proposing to issue new units under an Equity Fund Raising to partially fund the Total Acquisition Cost</li> </ul>
	<ul> <li>The structure and timing of the Equity Fund Raising has not been determined but, if undertaken, may comprise:</li> </ul>
	<ul> <li>a private placement of new units to investors; and / or</li> </ul>
	<ul> <li>a non-renounceable preferential offering of new units to existing holder of units of IREIT on a pro-rata basis (the "Preferential Offering", and the new units to be issued pursuant to the Preferential Offering, the "Preferential Offering Units")</li> </ul>
Equity Fund Raising	<ul> <li>If the Equity Fund Raising includes the Preferential Offering, each of Tikehau Capital, City Strategic Equity Pte. Ltd. ("CSEPL", a wholly- owned subsidiary of City Developments Limited ("CDL")) and AT Investments Limited ("AT Investments") and the Manager (acting in its own capacity)(collectively known as the "Strategic Investors"), which collectively holds 56.0% of units in IREIT, has irrevocably undertaken to subscribe in full its total provisional allotment of the Preferential Offering units</li> </ul>
	<ul> <li>CSEPL has also undertaken to subscribe for excess units so that, when aggregated with its total provisional allotment of the Preferential Offering Units, total subscription is c. \$\$59 m<sup>(4)</sup></li> </ul>



(1) Based on the exchange rate of €1.00 = S\$1.60

(2) Such fees and expenses include real estate transfer tax of c.€7.5 m (c.S\$12.0 m), acquisition costs and debt financing costs of c.€3.2 m (c.S\$5.1 m)

(3) The Manager may decide to partially fund the Total Acquisition Cost via a bridge loan should the market conditions be non-conducive to raise capital by equity

(4) Provided that such subscription by CSEPL would not result in CSEPL and its Concert Parties incurring an obligation to make a Mandatory Offer

# Illustrative Pro Forma Financial Impact

FOR ILLUSTRATIVE PURPOSES ONLY - NOT A FORWARD LOOKING PROJECTION

#### Adjusted Distribution per Unit (€ Cents)



Adjusted Net Asset Value per Unit (€)

#### Note: Please refer to the circular dated 2 June 2021 that has been issued to Unitholders

- (1) Adjusted as though the renounceable rights issue of 291,405,597 new Units to raise gross proceeds of c.S\$142.8 m ("Rights Issue") and the acquisition of the balance 60.0% interest in four freehold office buildings located in Spain (the "SpanishAcquisition") were completed on 1 January 2020 and IREIT had held and operated the Spain Properties through to 31 December 2020, and based on number of Units issued as at 31 December 2020.
- (2) The total number of Units in issue at the end of the year includes (a) c.212,042,812 new Units issuable in connection with the Equity Fund Raising at an illustrative average issue price of \$\$0.596 per new Unit, (b) c.1,182,123 new Units issued as payment of the management fee payable to the Manager at an illustrative issue price of \$\$0.640 per new Unit as at Latest Practicable Date for FY2020 in relation to the Properties for the financial year ended 31 December 2020 and assuming exchange rate of €1.00 = \$\$1.60 for FY2020
- (3) Numbers may not add up due to rounding



#### FOR ILLUSTRATIVE PURPOSES ONLY - NOT A FORWARD LOOKING PROJECTION

#### Aggregate Leverage (%)



Note: Please refer to the circular dated 2 June 2021 that has been issued to Unitholders







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Châteauroux