

AZRIELI GROUP

Conference Call Presentation

Financial Statements September 30, 2020



Disclaimer



- > The information included in this presentation is a summary only and does not exhaust all of the information on the Company and its business, nor is it a substitute for inspection of the Periodic Report for 2019, the quarterly reports for September 30, 2020, the Company's current reports and the presentations released thereby, as reported to the ISA via the Magna distribution site. The presentation does not constitute an offering or an invitation to purchase securities of the Company, and the provisions thereof do not constitute a recommendation or opinion or substitute for the discretion of the investor. The Company is not responsible for the integrity or accuracy of the information.
- > This presentation includes forecasts, estimates, assessments and other information pertaining to future events and/or matters, whose materialization is uncertain and is beyond the Company's control, and which constitute forward-looking information, as defined in the Securities Law, 5728-1968. Such information may not materialize, in whole or in part, or may materialize in a manner significantly different to that forecast. Such information includes, inter alia, revenue, FFO and NOI forecasts, the value of the Group's holdings, refinancing, sale of assets, timetables and costs of and profit from projects and the development and construction thereof.
- > With respect to some of the development projects, no decision has yet been made regarding carrying out their construction and occupancy in several stages.
- > Forward-looking information is based solely on the Company's subjective assessment, based on facts and data regarding the current condition of the Company's business and macroeconomic facts and figures, all as known to the Company at the time of preparation of this presentation. The materialization or non-materialization of the forward-looking information will be affected, inter alia, by risk factors characteristic of the Company's activity, as well as by developments in the general environment, in market conditions and in external factors affecting the Company's activity, including a delay in the receipt of permits, termination of contracts, changes in the competition, a significant recession, a change in the financing conditions, and other such events which cannot be estimated in advance and which are beyond the Company's control. The Company does not undertake to update and/or change any such forecast and/or assessment to reflect events and/or circumstances postdating this presentation.
- > This presentation includes revenue and other figures that are based on external sources and various surveys and studies, or figures received from some of the Company's tenants. The Company is not responsible for the veracity or content thereof, nor for forecasts in respect thereof.
- > The Company's estimations regarding the growth figures are based on actual rent income, and in some cases include expansions made at the relevant center. These figures are unaudited, are not according to GAAP, and were prepared according to the past experience and professional knowledge accumulated by the Company and in good faith. Such information is presented below for the sake of convenience only, but is not a substitute for the information provided by the Company in its financial statements or in connection therewith, and therefore should not be relied on solely in itself.
- > The terms "FFO attributed to the Real Estate Business" and "weighted average cap rate" relate to the Group's income-producing real estate business only. Anyone reading the presentation must read such figures in conjunction with the Board's explanations in sections 2.6 and 2.7 in the Board of Directors' report as of September 30, 2020, including the methods of calculation and the underlying assumptions thereof.
- > The information included in this presentation is similar to the information included in the reports and/or immediate reports of the Company and does not include new material information. However, some of the data included in the presentation are presented in a different manner and/or breakdown and/or are differently edited. In any event of inconsistency between the reports and/or immediate reports of the Company released to the public and the information contained in this presentation, the information released to the public as aforesaid shall prevail.
- > All numbers and figures are approximate.

Convenience Translation from Hebrew // Important Notice



- > The following English translation of Azrieli Group's presentation for the conference call of November 25, 2020 (the "**Presentation**") is provided for convenience. Please note that this document should not be regarded as a substitute for reading the full original Hebrew version of the Presentation. This translation was neither prepared nor checked by the Company. Accordingly, the Company does not warrant that the translation fully, correctly or accurately reflects the Presentation and its contents.
- > The binding version of the Presentation for all intents and purposes is the original Hebrew version, filed by the Company with the Israel Securities Authority through the MAGNA website on November 25, 2020. Nothing in this translation constitutes a representation of any kind in connection with the Presentation, nor should it be regarded as a source for interpretation of the Presentation or the Company's reports or statements. In any event of contradiction or discrepancy between this translation and the Hebrew version of the Presentation, the Hebrew version shall prevail.

Azrieli Group // Business Card



Traded on the capital market since 2010, the 6th largest company⁽¹⁾ on the Tel Aviv Stock Exchange

Market cap of NIS 24 billion(1)

Listed in all leading indices: TA-35, TA-125, TA-Real Estate

The company's share is included in the EPRA Index

The Company owns income-producing properties with a total leasable area of $1,278,000 \text{ m}^2$, 11 additional projects under construction, and 6 projects under renovation and expansion

Average occupancy rate in Israel of 98%⁽²⁾

90% of the value of investment and under-construction incomeproducing properties (on a consolidated basis) attributed to real estate in Israel

Rating: AA+ (Ma'alot S&P); Aa1 (Midroog Moody's)
Leverage ratio of only 26%, and equity to assets ratio of 52%



⁽¹⁾ As of November 24, 2020

⁽²⁾ Excluding completed properties in the first stages of occupancy.

Income-Producing Properties Map



Malls and Retail Centers

Avalon Mall Hod Hasharon Mall Herzliya Outlet Givatayim Mall Sarona Mall

Jerusalem Mall Modi'in Mall Azrieli Mall Azrieli Holon Center Haifa Mall Rishonim Mall

Holon Mall Ramla Mall Azrieli Ra'anana

Akko Mall Kiryat Ata Mall Or Yehuda Outlet HaNegev Mall

Senior Homes

Palace Tel Aviv Palace Ra'anana Palace Modi'in Palace Lehavim

Overseas

Galleria

1 Riverway

3 Riverway

Plaza

8 West

Aspen II

San Clemente

Leeds

Offices and Others in Israel

Azrieli Towers Azrieli Sarona Azrieli Holon Center Caesarea Herzliya

Modi'in Modi'in Residences Petach Tikva Jerusalem TOWN building E

Givatavim Kiryat Ata Hanegev Rishonim Hamanor

18 Malls and Retail Centers 351,000 m²

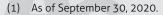
576,000 m² 15 Office properties

105,000 m² 1,034 residential units Senior Homes

8 Office properties overseas 246,000 m²

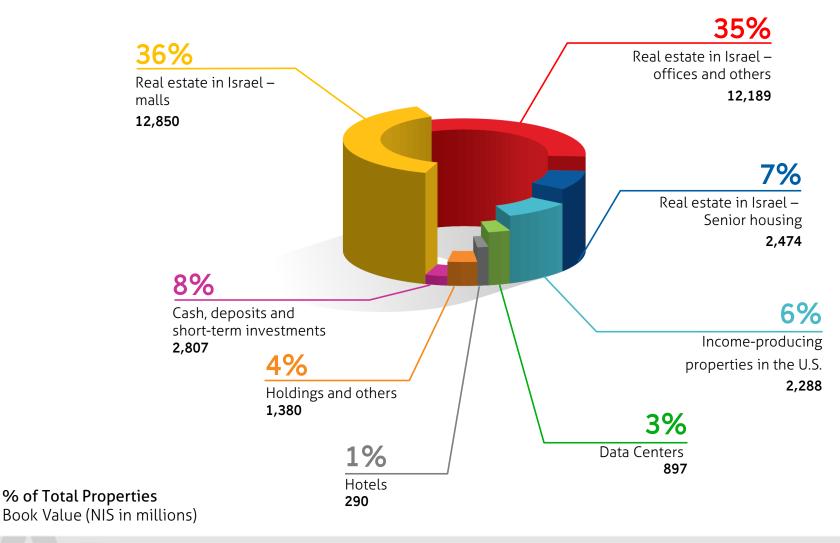
Total 1,278,000 m^{2 (1)}





Azrieli Group // Breakdown of Properties(1)





Highlights for Q3/2020⁽¹⁾



Financial Highlights

- > NOI totaled **NIS 352 million**, down 14% compared with Q3/2019, mainly due to relief given for tenants in the retail sector.
- > Same Property NOI a 13% decrease in the quarter.
- > FFO totaled NIS 282 million, compared with NIS 321 million in Q3/2019. Excluding senior housing, FFO totaled NIS 260 million, compared with NIS 292 million in Q3/2019.

Continued Momentum of Development, Betterment and Acquisitions

- > Over the course of Q3/2020, **the Group invested NIS 307 million** in investment properties, redevelopment of existing properties, and development of new properties.
- > In 2020, the Group invested NIS 765 million in investment properties, redevelopment of existing properties and development of new properties, NIS 264 million in the purchase of Mount Zion Hotel, and \$67 million (NIS 231 million)⁽²⁾ in Compass Datacenters.



⁽¹⁾ Some of the highlights present data and events that are subsequent to the report release date.

⁽²⁾ The Company has an option to increase its holdings up to 33% according to the current value against future investments in Compass.



Development During and Subsequent to the Quarter



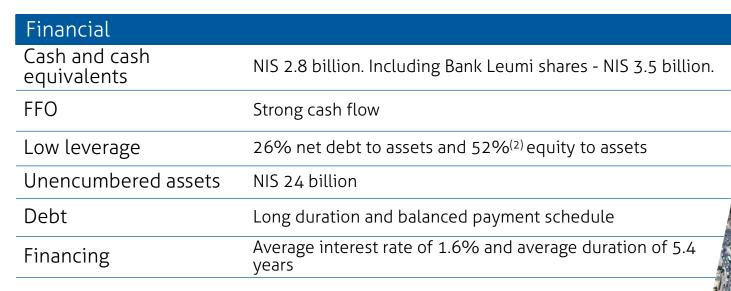
Azrieli Group //

Financial Strength⁽¹⁾ during the COVID-19 Crisis



Diversification over several real estate sectors
Very broad (approx. 2,800 tenants)
High-quality properties in prime locations
Close to 100% in all operating segments in Israel
Long term, 3-5-10 years

_	
_	
_	I P
_	
	A
	<u> </u>



⁽¹⁾ As of September 30, 2020.

²⁾ Including deferred taxes – 61%.

Renewals and New Lease Agreements (Israel)



During 1-9 / 2020, until the report release date

Segment	Lease Type	Number of Leases Signed	GLA	Change
Offices	Options exercised and new leases (excluding space in the first stages of occupancy)	203	130,578	+10.7%
Retail	Options exercised and new leases (excluding space in the first stages of occupancy)	736	78,317	- 1%
	Type	Units	Sum of New Deposits (NIS in millions)	Average Deposit (NIS in millions)
Palace Senior Housing	Existing homes and new homes	105	140 (1)	1.33

1) Adjusted to deposit payments.



Real Estate Segments

Azrieli Group // Malls and Retail Centers



NOI in Q3/2020 – **NIS 156 million**, compared with NIS 210 million in Q3/2019. The decrease is attributed to discounts given to tenants due to the COVID-19 crisis.

 $GLA - 351,000 \text{ m}^{2(1)}$

Average occupancy rate – 98%⁽²⁾

Book value - NIS 12.9 billion

Innovation and Upgrading

- > Azrieli E-Commerce
- > Azrieli Gift Card
- > Azrieli App
- > Betterment and upgrading of malls and retail centers



⁽¹⁾ GLA (gross leasable area) is based on the Company's share as of September 30, 2020.

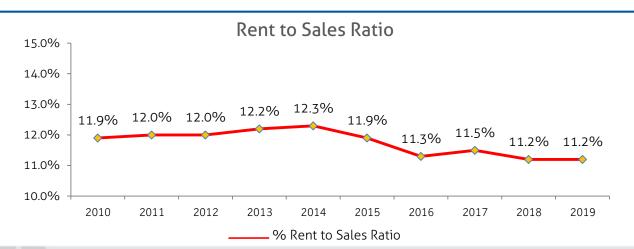
⁽²⁾ Excluding completed properties in the first stages of occupancy.

Azrieli Group Malls //Store revenues and Rent to Sales Rati

1-2 + 5-9 / 2020 ⁽¹⁾ Vs. 1-2 + 5-9 / 2019 ⁽¹⁾

Total Increase in Revenues of Azrieli Group Mall Stores







⁽¹⁾ The presented figures of the change in store revenues for May Net of the months of March and April, while the months of May and September 2020 were standardized to a full month of activity, and excluding store revenues of tenants that did not resume normal operations or operated on a partial basis in the period due to regulatory restrictions and government decisions pertaining to the spread of COVID-19, including store revenues of restaurants and coffee shops, movie theatres, food courts, gyms, conference centers, etc., and net of Azrieli Tel Aviv mall, which is significantly affected by restricted use of the public railways.

Azrieli Group // Office and Other Space (Israel)



NOI in Q3/2020 – **NIS 151 million,** compared with NIS 152 million in Q3/2019.

GLA of 576,000 m² (1)

Average occupancy rate – 98% (2)

Book value - NIS 12.2 billion

Innovation and Upgrading

- > Community
- > Technology
- > Betterment and upgrading of the office towers



⁽¹⁾ GLA (gross leasable area) is based on the Company's share as of September 30, 2020.

⁽²⁾ Excluding completed properties in the first stages of occupancy.





Operating Homes

Palace Tel Aviv: 231 residential units + 4 LTC units

Palace Ra'anana: 323 residential units + 2 LTC units

Palace Modi'in: 239 residential units + 4 LTC units

Palace Lehavim: 350 residential units (241 units in phase A) + 2 LTC units

Homes under Development

- > Palace Rishon Lezion: 275 residential units + 1 LTC unit + 3,000 m² retail space
- > Palace Jerusalem: the Group is promoting a plan for the development of a new senior home which will be built adjacent to the mall, on a gross area of approx. 40,000 sqm (up to 300 residential units and 4 LTC units).





Development Pipeline

Azrieli Group // Development Pipeline



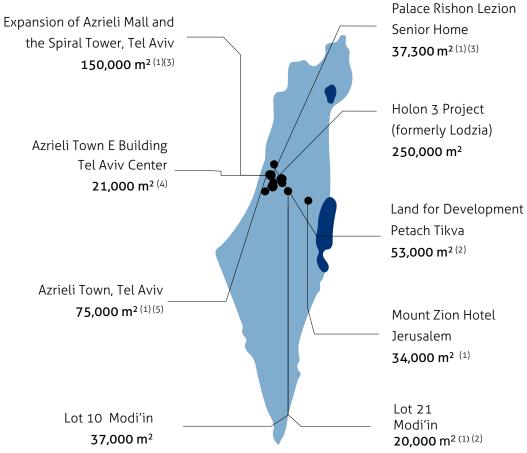


























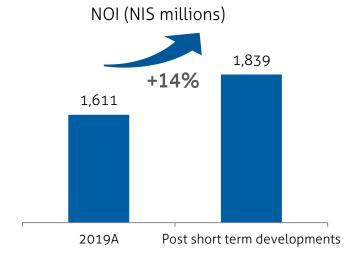
Name of Property	Location	Use	GLA ⁽²⁾	Estimated Completion Date	Estimated Construction Cost, including Land (NIS in millions)(1)	
Short-term construction projects						
Azrieli Town ⁽⁴⁾	Tel Aviv	ENT W	Offices 50,000 Retail 4,000 Residence 21,000	Q4/2020 2022	1,100-1,150	
Azrieli Akko Mall	Akko		(210 Residential Units) 8,000	Q1/2021	70-75	
Total	7		83,000	Q = / = 0 = =	1,170-1,225	
		Medium-t	erm construction project	:S		
Palace Lehavim (3)	Lehavim		10,000	2022	110-115	
Modi'in, Lot 21	Modiʻin		20,000 (6)	2023	340-370	
Palace Rishon Lezion	Rishon Lezion		37,300 ⁽⁵⁾	2024	450-470	
Expansion of Azrieli Mall and Spiral Tower	Tel Aviv		150,000 ⁽⁵⁾	2025	2,300-2,500	
Total		RENT	217,300		3,200-3,455	
Total			300,300		4,370-4,680	
			projects in the planning p	phase		
Holon 3 (formerly Lodzia)	Holon		250,000 ⁽⁷⁾	TBD	TBD	
Petach Tikva land	Petach Tikva		53,000 ⁽⁶⁾	TBD	TBD	
Azrieli TOWN Building E	Tel Aviv		21,000 ⁽⁸⁾	TBD	TBD	
Modi'in, Lot 10	Modi'in		37,000	TBD	TBD	
Mount Zion Hotel	Jerusalem	<u> </u>	34,000	TBD	TBD	
Total			395,000		Projects whose construction cost is yet to be determined	
Total			695,300			

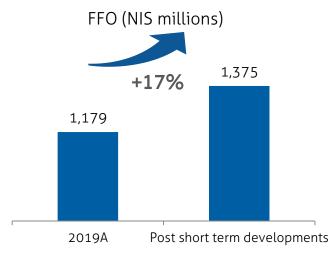
Development Projects // Expected Contribution* to NOI and FFO



Actı	Jal NOI in 2019	1,611			
>	Additional NOI from development projects ⁽¹⁾	142			
>	Annualized additional NOI from existing properties ⁽²⁾	86			
	Projected NOI after lease-up of short-term projects under development 1,839				

۱ctu	al FFO in 2019	1,313			
>	Excl. first-time deposits from Palace Modi'in senior home	(134)			
Ac	tual FFO in 2019 excl. first-time deposits from Palace Modi'in	1,179			
>	Additional FFO from cash flow	196			
Pr	Projected FFO after lease-up of short-term				
pr	ojects under development	1,375			





^{*} The calculations are not forecasts, and the basic assumption is that upon completion, the NOI of income producing properties will be similar to pre-COVID-19 figures.

The main assumptions underlying the calculations are: full lease-up of the projects under development, NOI and FFO of senior housing in steady state (excluding first time occupancy), a tax rate of 23%.

Azrieli Group // The CBD of Tel-Aviv





20

Development Projects // Expansion of Azrieli Mall and the Spiral Tower, Tel Aviv



Land area – **8,400 m**²

GLA – **150,000** m² including 13,000 m² of retail space for expansion of the Azrieli Tel Aviv Mall

Cost of land - NIS 374 million

Estimated construction cost, including land – NIS 2.3-2.5 billion

Use – 🛕 🖨 🚉

Estimated date of completion – 2025

Progress Update

The Group is carrying out excavation and shoring work on the site.

In January 2020, a discussion was held in the local committee, and the committee decided to grant conditional approval for the design plan. The Company is working to receive final approval of the design plan.



Development Projects // Azrieli Town



Land area - **10,000 m**²

GLA (1) - 50,000 m² of offices 4,000 m² of retail space 21,000 m² residential (210 units)

Estimated construction cost, including land -

NIS 1,100-1,150 million

Estimated date of completion – Offices – Q4 2020

Residences and Retail – 2022

Use – 🗀 🚉 🛒

Progress Update

The Group is carrying out finishing work on the office tower, and structural work on the residential tower. The Group is working to increase the building rights for the addition of office and hospitality areas totaling approx. 24,000 m² (gross).

Marketing

To date, lease contracts have been signed for ~100% of the office space, including with a leading technology company, law firm Fischer Behar Chen, accounting firm PwC, and WeWork.

The projected annual NOI from the office building is NIS 67 million, and the construction cost (land and development including TI) is NIS 677 million.



Palace Lehavim Senior Home



Land area – 28,000 m², in the southern part of the town of Lehavim, not far from the train station

Building rights

Phase A - 32,000 m²

Phase B - 10,000 m²

350 Residential Units + 2 LTC Units

Use − ₩ 🛗

Estimated construction cost, including land – NIS 400-410 million

Estimated date of completion – Phase A – Completed⁽¹⁾
Phase B – 2022

OPENED

Progress Update

Phase A completed and occupancy permit received in May 2020.

Marketing

As of the Report Release Date –140 contracts and preliminary applications (for 58% of Phase A) have been signed, of which 127 signed contracts, and 94 units have been occupied.

⁽¹⁾ Phase A – 241 units.

⁽²⁾ Occupancy permit for the LTC units received in July 2020.

Development Projects //

Azrieli Holon Center – Looking to the Future





Azrieli Holon HaManor



Land area – 6,200 m²

GLA – Office space: 28,000 m²

Completion date - Q3 2020

Use – 츾

The land is adjacent to the Holon 3 project land (formerly Lodzia) and close to the Azrieli Holon Center.

Progress Update \

The project was completed and occupancy permit was received in September 2020.





Marketing

The Group signed a lease contract with Bezeq for 20,000 sqm plus approx. 900 parking spaces, of which 600 parking spaces are in the Azrieli Holon 3 project). Bezeq occupied the space at the beginning of October, 2020.

The Group projects an annual NOI of NIS 26 million, and the construction cost (land and construction including TI) is NIS 336 million.



Azrieli Group // Purchase of Mount Zion Hotel, Jerusalem



- > Land area approx. 13,000 sqm.
- > Built-up area including renovation and expansion 34,000 m², up to 350 rooms.
- > Use 📥
- > Acquisition cost NIS 275 million.
- > Expected expansion and renovation cost approx. NIS 500-600 million.
- > Estimated date of completion TBD.
- > The Group intends to renovate (from B rating to A+ rating) and expand the hotel in accordance with the lot's applicable zoning plan.
- > Additional uses: parking, restaurants, a spa, a health club, function and reception halls, a swimming pool, and the Cable Car Museum.





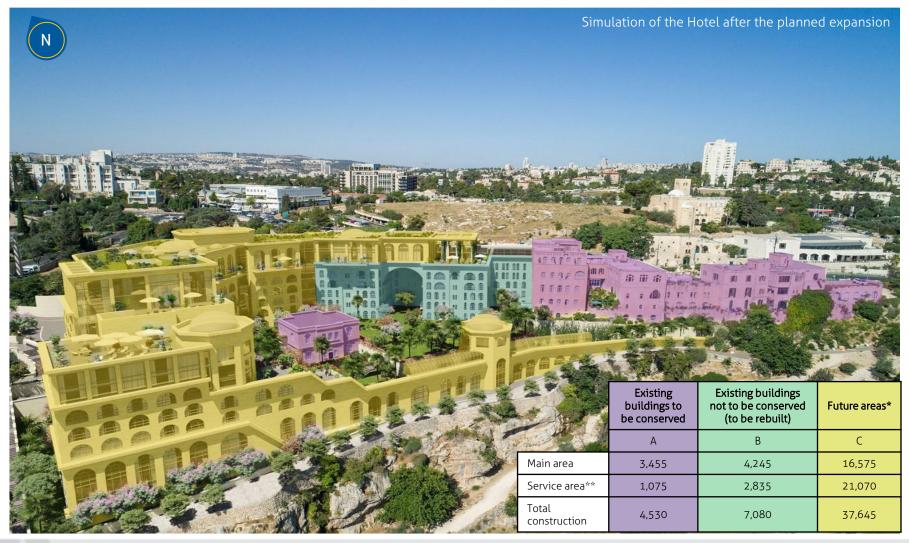
Progress Update

Planning and preparing for permit.

AG

Azrieli Group // Purchase of Mount Zion Hotel, Jerusalem





^{*} Including additional construction also in the existing buildings

^{**} Including 15,225 sqm for underground parking

Existing Properties // Expansion and Betterment



The following projects are undergoing betterment and various statutory proceedings:

Name of the Property	Location	Project in the Pro	operty	Status	Gross Area	Timeframe for Completion of the Statutory Proceeding
Azrieli Jerusalem mall	Jerusalem	Increasing retail and office space; Construction of senior home		Zoning plan	100,000 sqm	Medium-term
Petach Tikva land	Petach Tikva	Addition of offices		Zoning plan	200,000 ⁽¹⁾ sqm	Long-term
Azrieli TOWN	Tel Aviv	Addition of offices		Zoning plan	24,000 sqm	Medium-term
Azrieli Rishonim	Rishon Lezion	Addition of offices		Zoning plan	21,000 sqm	Short-term
Modi'in land (Lot 21)	Modiʻin	Addition of offices		Zoning plan	8,000 sqm	Medium-term
Herzliya Business Park	Herzliya	Addition of offices and retail	l 🖆 🛒	Zoning plan	4,000 sqm	Medium-term
Total					357,000 sqm	

Development Projects // Expansion of Azrieli Jerusalem Mall



Expansion of the Azrieli Jerusalem Mall

The group is promoting a plan for expansion of the area of the Azrieli Jerusalem mall by approx. **100,000 sqm gross above ground.**

If the zoning plan is approved, it **will enlarge the retail areas** by approx. 22,000 sqm and the office areas by approx. 36,000 sqm.

As part of the plan, a senior home will be built adjacent to the mall, on an area of approx. 40,000 sqm gross (up to 300 residential units).

Concurrently with the expansion of the mall, work is expected to progress on construction of the blue line of the Jerusalem Light Rail. A light rail station will be built near the mall, further improving transportation access to the area.

Progress Update

In January 2020, the local committee held a discussion on the objections. The local committee recommended to the district committee to approve the plan as submitted, subject to minor amendments, while denying all of the third-party objections. In September 2020, a discussion was held in the district committee.



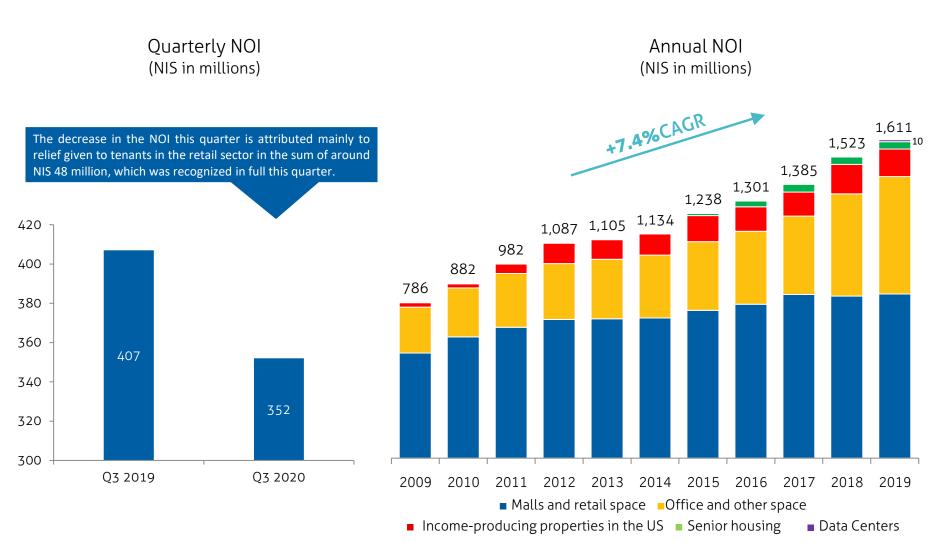
29



Financial Highlights

Constant NOI Growth



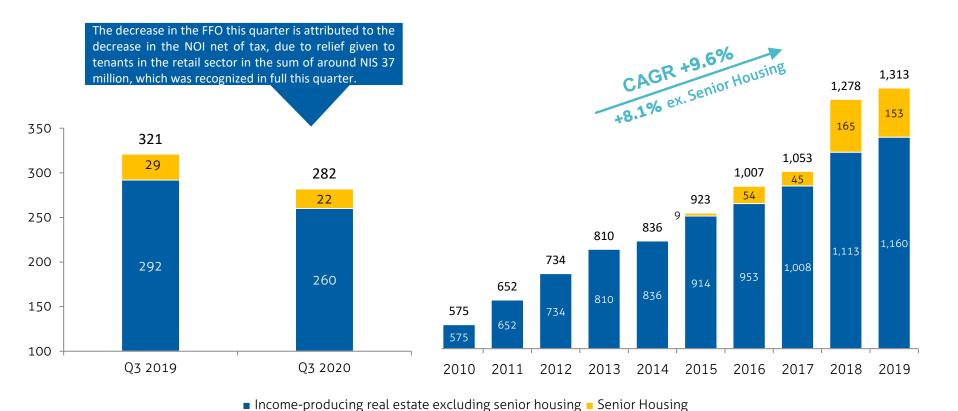


Constant FFO⁽¹⁾ Growth



Funds From Operations (FFO), compared with Q3-2019

FFO attributed to the Real Estate Business⁽¹⁾ (NIS in millions)







A dividend distribution of NIS 300 million for 2019. (1)



(1) Notwithstanding the financial soundness of the Company, for the sake of caution, including in view of the uncertainty surrounding the impact of the spread of COVID-19, the Board decided to distribute NIS 300 million only, and to re-discuss a distribution of up to NIS 300 million more during the year.

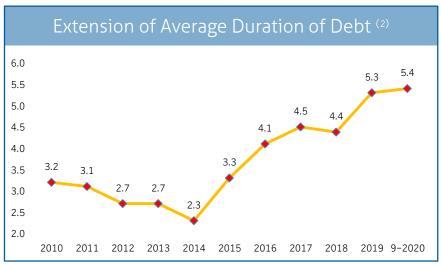


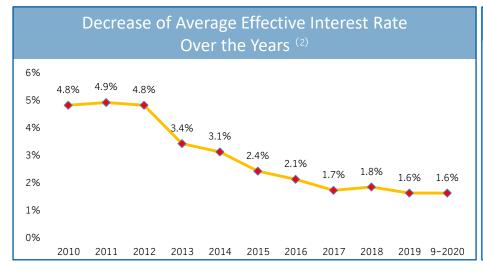
Extension of the Duration and Reduction of the Cost of Debt

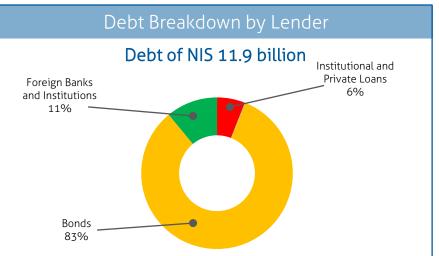


Financial Strength(1)

- > Low leverage net financial debt to assets ratio of 26%
- > Equity to assets ratio of **52%**
- > Cash and cash equivalents total NIS 2.8 billion
- > Unencumbered assets total NIS 24 billion







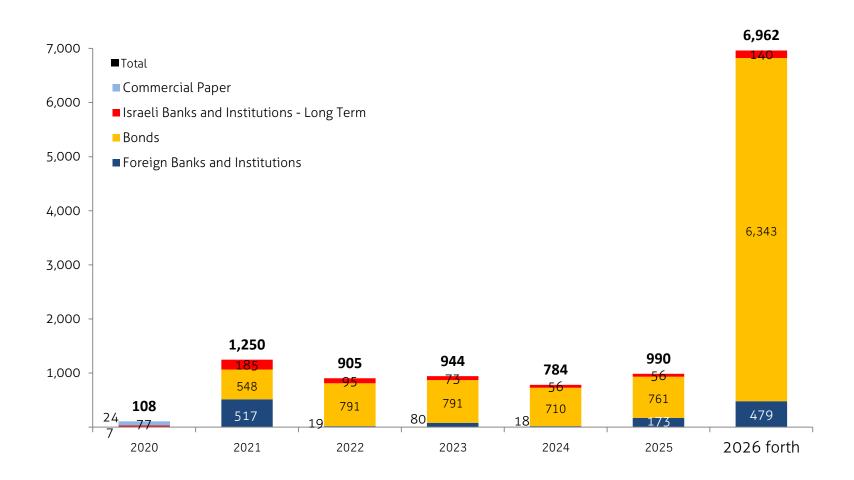
⁽¹⁾ As of September 30, 2020.

⁽²⁾ Figures are as of the last day of the year / the reported period.

Payment Schedule (Principal Only)



Consolidated as of September 30, 2020



Summary of Financial Results (NIS in millions)

	Consolidated	Consolidated	Consolidated
	Q3 2020	Q3 2019	2019
Revenues from rent, maintenance, management fees and sales	511	571	2,235
NOI	352	407	1,611
Same-property NOI	349	403	1,572
FFO attributed to the real estate business ⁽¹⁾	282	321	1,313
Change in the value of investment properties ⁽²⁾	2	(2)	694
Net profit (loss), including minority interests	193	289	2,097
Net profit (loss), attributable to the shareholders	192	289	2,099
Comprehensive income (loss), attributable to the shareholders	107	226	2,003



For details with respect to the FFO calculation, see Section 2.7 of the Board of Directors' Report.

⁽¹⁾ For details wit(2) Net, after tax.

Summary of Balance Sheet Data (NIS in millions)



	Consolidated	Consolidated
	September 30, 2020	December 31, 2019
Cash, securities and deposits	2,807	2,861
Gross financial debt	11,942	11,419
Net financial debt ⁽¹⁾	9,135	8,558
Net financial debt to assets	26%	24%
Financial assets (mainly Bank Leumi shares)	693	1,167
Fair value of investment properties and properties under construction	29,444	29,145
Equity (excluding minority interests)	18,088	18,534
Equity to assets	52%	53%
Total assets	35,175	35,239
Equity per share (NIS)	149.2	152.8
EPRA NRV per share (NIS) ⁽²⁾	178	182



⁽¹⁾ Excluding financial assets (Bank Leumi shares).

⁽²⁾ Excluding part of the expected profit component in respect of development projects.

Average Cap Rate and FFO of the Income - Producing Real Estate Busines

SS		
٠	AZRIELI GROUP	

Weighted average cap rate - 7.1%

NIS in millions Total investment properties, as of 29,579 September 30, 2020 Net of the value attributed to land reserves. (5,788)properties under construction and senior housing Total income-producing properties 23,791 Actual NOI 03/2020(1) 340 Future quarterly NOI addition 34 Adjustments due to COVID-19 discounts (3) 48 Total standardized NOI Q3/2020 422 Proforma annual NOI 1.688 Weighted cap rate derived from incomeproducing investment properties, including 7.1% vacant space

Annual FFO (2) attributed to the real estate business - NIS 282 million

	NIS in millions
Net Operating Income (NOI)	352
Overhead excl. management fees from Granite	(37)
Depreciation	3
EBITDA	318
Net interest expenses	(49)
Tax	(22)
Cash flow from senior housing deposits excl. depreciation	22
Excluding financial expenses attributed to development projects	13
Total FFO attributed to the income- producing real estate business	282

Conclusion – Leadership, Innovation and Strength





Continued growth in the key parameters of the core business (NOI, FFO)

Consistent high occupancy rate





- Internal growth
- Enterprise and development of new properties
- Acquisition of income-producing properties and land for future development
- New real-estate operating segments
- Innovation

Business focus in Israel



