

Azrieli Group

Conference Call Presentation

Financial Statements March 31, 2022



May 2022

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 2021, the interim report for Q1 2022, 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.
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- > With respect to some of the development projects, no decision has yet been made regarding carrying out their construction and occupancy in several stages.
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- > 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 March 31, 2022, 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 May 31, 2022 (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 May 31, 2022. 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 31 billion⁽¹⁾

30.1% of the shares held by the public

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

The Company's share is **included in the EPRA Index**

Average **occupancy** rate in Israel of **98%**⁽²⁾

12 additional projects under

renovation and expansion

The Company owns income-producing properties

with a total leasable area of **1,357,000 m²**,

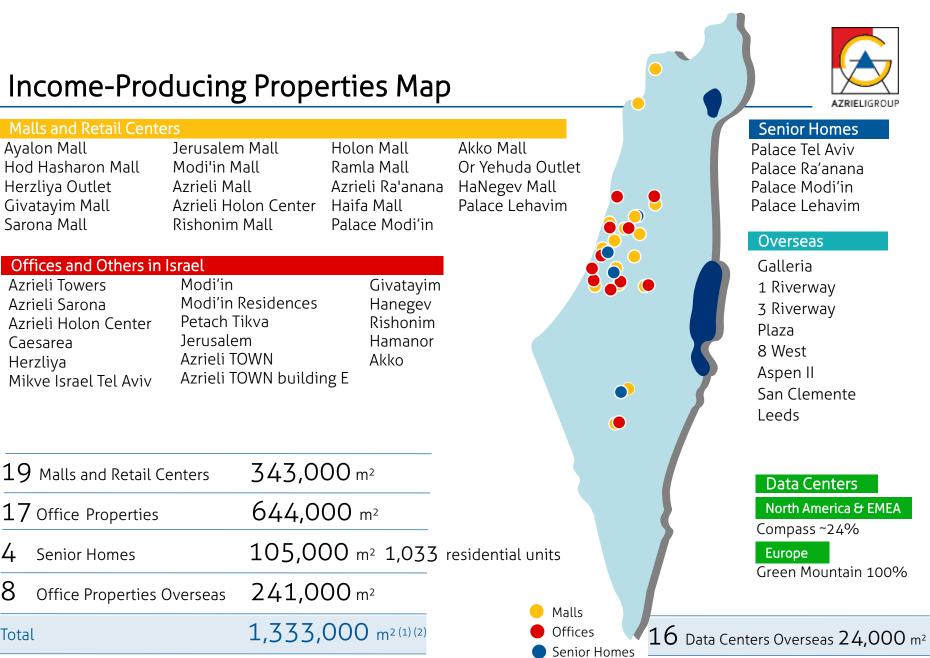
construction, and 7 projects under

84% of the value of investment and underconstruction income-producing 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 29%, and equity to assets ratio of 47%**







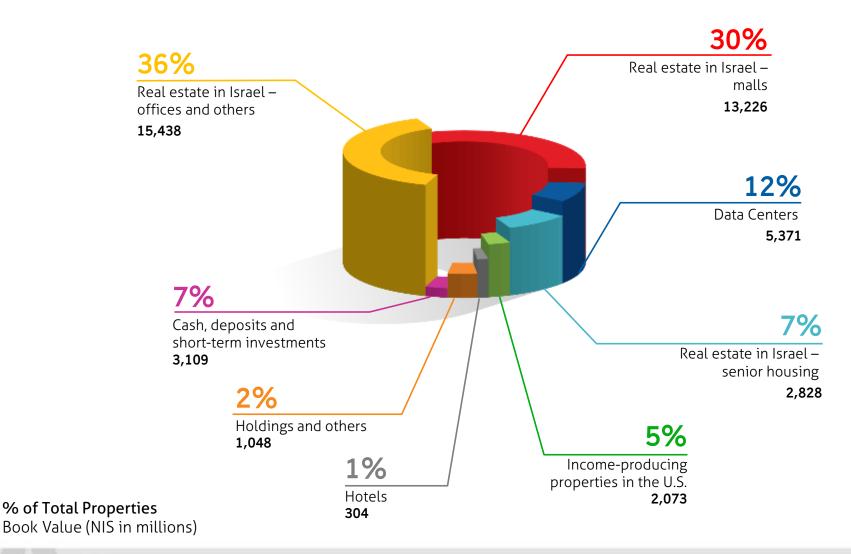
As of March 31, 2022.

8

GLA (gross leasable area) is based on the Company's share.

Azrieli Group Breakdown of Properties⁽¹⁾





(1) Consolidated, as of March 31, 2022. For details regarding the Company's structure, see Section 1.2.1 of Chapter A of the Report.

Highlights for Q1 2022⁽¹⁾

Financial Highlights

- NOI totaled **NIS 456 million, which was up 51% compared with Q1/2021,** mainly due reliefs given to tenants in the retail sector un the equivalent quarter, increase in office sector, senior housing sector and Data Centers.
- Same Property NOI an increase of 44% compared to Q1/2021.
- FFO totaled NIS 337 million, an increase of 48% compared with NIS 228 million in Q1/2021. Excluding senior housing, the FFO totaled NIS 310 million, compared with NIS 206 million in Q1/2021.

Continued Momentum of Development, Betterment and Acquisitions

 During Q1/2022, the Group invested NIS 453 million in acquisition of new lands, investment properties, renovation of existing properties, and development of new properties.
 During 2021 the investment totaled NIS 1.08 billion.

Dividend

 In May 2022, the group distributed a dividend in the amount of NIS 650 million.







Real Estate Segments





Azrieli Group Malls and Retail Centers



NOI in Q1/2022 – **NIS 198 million**, compared with NIS 86 million in Q1/2021. The increase is attributed to rent relives given to tenants due to the COVID-19 crisis during Q1/2021. Average occupancy rate – **99%**⁽²⁾

Book value – NIS 13.2 billion

GLA – **343,000 m²** ⁽¹⁾

Innovation and Upgrading

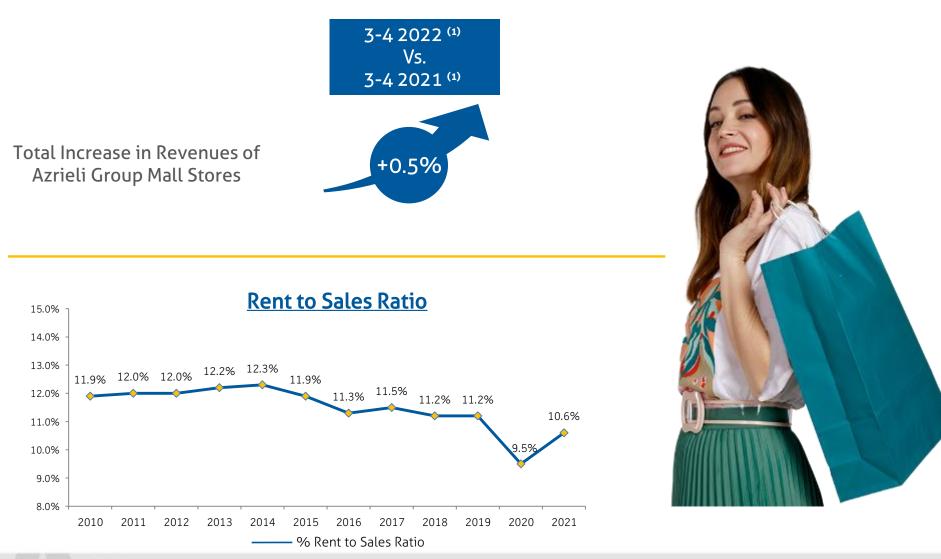
Azrieli E-Commerce Azrieli Gift Card Azrieli App Betterment and upgrading of malls and retail centers



₩

Azrieli Group Malls Store Revenues and Rent to Sales Ratio





Agreement to acquire the Mall HaYam shopping Center in Eilat

- The transaction was signed in October 2021.
- Among the leading malls in Israel.
- Land area approx. 6,000 sqm in the city of Eilat adjacent to the beach.
- GLA approx. 19,000 sqm.
- Occupancy rate 100%, leased to 104 tenants.
- Store revenues the highest per sqm in Israel.
- Representative NOI NIS 86 million.
- Asset cost NIS 1,310 million.
- Debt in the acquired company (SPC) NIS 641 million, until 2023.
- Additional building rights.

As of October 2021.

Conditions precedent for the closing of the transaction

- Competition Commissioner's approval received in May 2022.
- Receipt of the Israel Land Authority's (ISA) approval received in May 2022.
- Receipt of the Lenders' consent approval for the assignment of the financing agreements.
- No material adverse change shall have occurred.









Azrieli Group Office and Other Space (Israel)



NOI in Q1/2022 – **NIS 184 million**, compared with NIS 167 million in Q1/2021.

Average occupancy rate – **98%**⁽²⁾

Book value – NIS 15.4 billion

GLA – 644,000 m² (1)

Innovation and Upgrading

Community

Technology

Betterment and upgrading of the office towers





Azrieli Group Global Data Centers Activity

NOI in Q1/2022 – **NIS 30 million**, compared with NIS 8 million in Q1/2021.

16 Data Centers

GLA – **24,000 m²** ⁽¹⁾

Book Value – NIS 5.4 billion

Development

11 Data Centers

GLA Under Construction – **35,000 m²** ⁽¹⁾

Investment – NIS 1.1-1.2 billion









Palace Senior Housing Chain

Gross Built Area (GBA) of **105,000 m2**⁽¹⁾ comprises **1,033 units** Average occupancy rate – **99%**⁽²⁾



Operating Homes

Palace Tel Aviv 231 residential units + 4 LTC units

Palace Ra'anana 322 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

(1)

(2)

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)





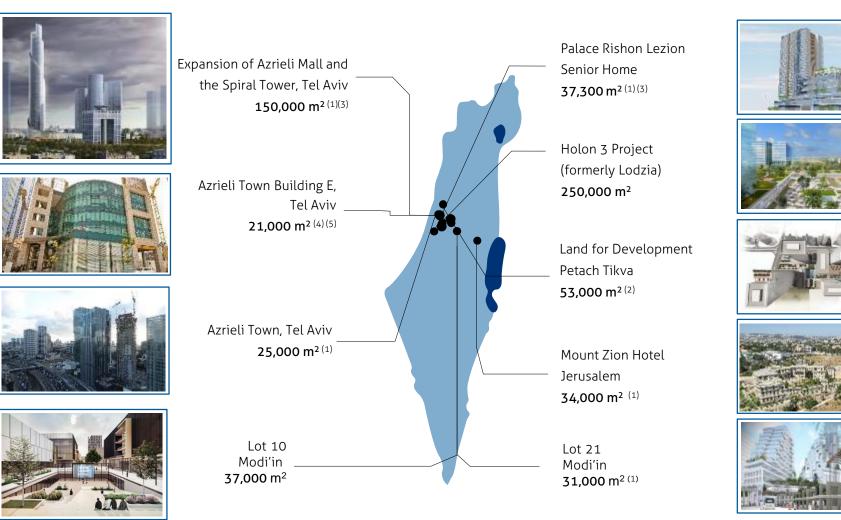
Development Pipeline





Azrieli Group Development Pipeline





(1) The figure represents the amount of building rights in sqm | (2) The Company is working to increase the building rights to approx. 280,000 sqm. | (3) A plan was published and validated. | (4) Rights for additional construction were purchased in May 2018 in the context of the acquisition of the income-producing property Mivney Gazit. | (5) The Company is working to obtain up to a total of 99,000 sqm of construction rights for the project.



Development Projects The Growth Engine



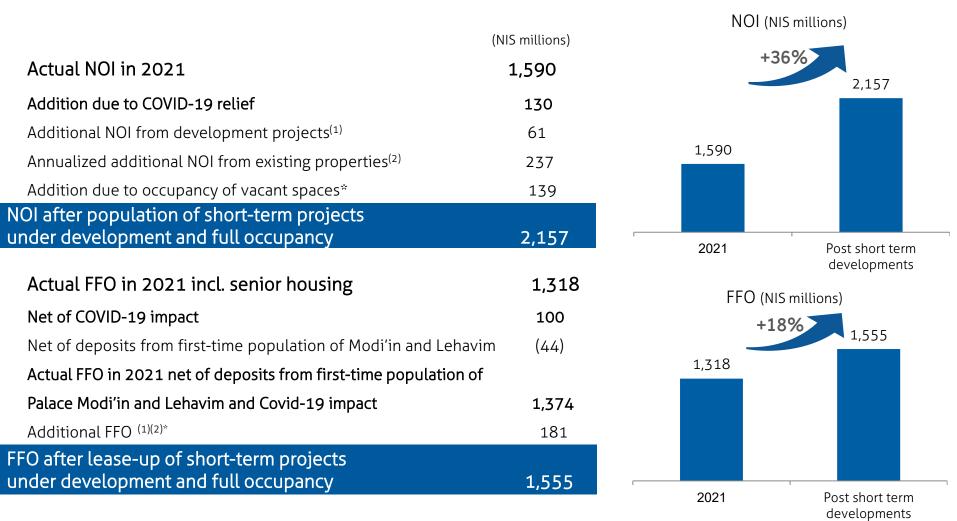
Name of Property	Location	Use	GLA ⁽²⁾	Estimated Completion Date	Estimated Construction Cost, Including Land (NIS in millions) ⁽¹⁾		
Short-term construction projects							
Azrieli Town ⁽³⁾	Tel Aviv		Retail 4,000 Residence 21,000 (210 Residential Units)	2022	565-595		
Place Lehavim	Lehavim		10,000	2022	130-135		
Modi'in, Lot 21	Modi'in		31,000	2023	420-450		
Check Post	Haifa	₩.	13,000	2023	130-140		
Total			79,000		1,245-1,320		
		Medium-te	erm construction project	ts			
Palace Rishon Lezion	Rishon Lezion		37,300 ⁽⁴⁾	2024	470-490		
Expansion of Azrieli Mall and Spiral Tower	Tel Aviv		150,000 ⁽⁴⁾	2026	2,450-2,650		
Mount Zion Hotel	Jerusalem	$\dot{\bigtriangleup}$	34,000	2025	850-880		
SolarEdge Campus	Herzliya		38,000	2025	790-810		
Total			259,300		4,560-4,830		
Total			338,300		4,805-5,660		
		Development	projects in the planning p	phase			
Holon 3 (formerly Lodzia)	Holon		250,000 ⁽⁶⁾	TBD	TBD		
Petach Tikva land	Petach Tikva		53,000 ⁽⁵⁾	TBD	TBD		
Azrieli TOWN Building E	Tel Aviv		21,000 ⁽⁷⁾	TBD	TBD		
Modi'in, Lot 10	Modi'in		37,000	TBD	TBD		
Total			361,000		Projects whose construction cost is yet to be determined		
Total			699,300				

(1) Cost without capitalizations and without tenant adjustments | (2) Senior housing and/or residential rights are stated in sqm | (3) The Company is promoting an increase of rights for the addition of office and hospitality areas totaling approx. 24,000 sqm (gross). | (4) A plan was published and validated. | (5) The Company is working to increase the building rights to approx. 280,000 sqm | (6) GLA increased due to consolidation of plots of land. | (7) Additional building rights which were purchased in May 2018 in the context of the purchase of the income-producing property Mivney Gazit.



Development Projects Expected Contribution* to NOI and FFO





* The calculations are not forecasts, and the basic assumption is occupancy rate of ~100%.

The main assumptions underlying the calculations are: population of the projects under development and income producing properties ex. Kiryat Ata sold in 2021, NOI and FFO of senior housing per representative year (excl. first time occupancy), a tax rate of 23%.

(1) NOI from projects under development includes Azrieli TOWN (in the current zoning plan, before additional rights), NIS 22 million from the leasing of residential units in the TOWN project, Modi'in Lot 21 and Check Post Haifa and excludes expansion of Azrieli Center Tel Aviv, Holon 3 project (formerly Lodzia), Palace Rishon LeZion, land in Petach Tikva, rights of Azrieli Town Building E, Modi'in Lot 10 and Mount Zion Hotel.

(2) Annualized additional NOI from existing properties includes Azrieli Sarona Mall, Azrieli Holon Center, Palace Modi'in which opened in October 2018, HaManor Holon which opened in October 2020, Palace Lehavim which opened in May 2020. TOWN offices. Akko offices. Abraham Hostel. COMPASS and GREEN MOUNTAIN.



Azrieli Group The CBD of Tel Aviv







Expansion of Azrieli Mall and the Spiral Tower, Tel Aviv



Land area – 8,400 m²

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 2.5-2.7 billion

Use – 📥 🖶 🏢

Estimated date of completion – **2026**

Progress Update

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

In January 2020 a permit was received for construction of the basements in the project.

In January 2021, the design plan was signed by the approving functions of the City of Tel Aviv.





Development Projects Azrieli Town



Land area - 10,000 m²

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 – Completed



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

Close to 100% of the office space has been leased to Samsung, the law firm Fischer Behar Chen, the 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.



Agreement to build the SolarEdge Campus in Herzliya

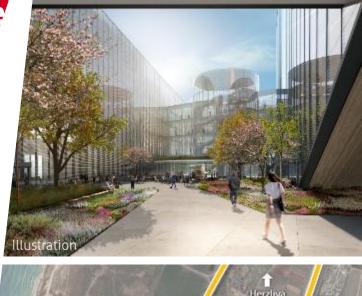
solar<mark>edge</mark>

- The transaction was closed in January 2022⁽¹⁾.
- Land area approx. 26,000 sqm in Herzliya.
- GLA for the SolarEdge Office Campus approx. 38,000 sqm with underground parking.
- The property will be leased to SolarEdge for 15 years with an option to extend for up to 24 years and 11 months.
- The Campus area to be leased to SolarEdge is expected to yield an NOI⁽¹⁾ of approx. NIS 66 million a year.
- Campus build cost⁽¹⁾ (including land) NIS 944 million.

Expansion & Zoning

- There is 9,000 sqm of remaining land available for construction.
- The Group is planning to develop additional areas for retail and commerce of a similar size that are expected to yield similar additional NOI.
- The Company intends to promote a zoning plan for additional rights in the said area.









Purchase of a Rental Housing Project in Tel Aviv

- The transaction was closed in February 2021.
- Property area approx. 2,400 sqm in the center of Tel Aviv.
- Approved zoning plan approx. 10,000 sqm with underground parking.
- The property is leased to the Abraham Hostel until 2035, with an option for Azrieli to terminate the lease in 2029.
- The property is expected to yield an NOI of approx. NIS 7 million a year, under full occupancy.
- Acquisition cost (including purchase tax) NIS 191 million.

Expansion & Betterment

- The property is adjacent to a red line light rail station near Rothschild Blvd.
- On the property, the Group intends to build a rental housing project with approx. 110 residential units and approx. 1,500 sqm of retail area on the ground level, in accordance with the usages permitted under the zoning plan applicable to the property.











Palace Lehavim Senior Home

Land area – **28,000 m**², in the southern part of the town of Lehavim, not far from the train station

Building rights

Phase A - **32,000 m**²

Phase B - 10,000 m²

350 Residential Units + 2 LTC Units

Use – 🛒 🏠

Estimated construction cost, including land – NIS 410-420 million

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

Progress Update

Phase B scheduled to be completed in Q3 2022.

Marketing





As of the Report Release Date – **208 units have been occupied (86% occupancy of phase A)** and 3 contracts and 5 preliminary applications have been signed. **Phase B** – 15 contracts and 13 preliminary applications (26% of phase B).

1) Phase A – 241 units. Phase B – 109 units.

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



Azrieli Holon Center Looking to the Future





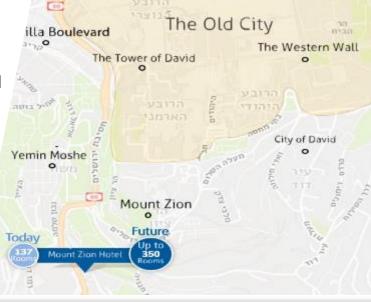
Azrieli Group Purchase of Mount Zion Hotel, Jerusalem

- > 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 575-605 million. >
- Estimated date of completion 2025. >
- > 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.









Azrieli Group Purchase of Mount Zion Hotel, Jerusalem



Simulation of the Hotel after the planned expansion



* Including additional construction also in the existing buildings ** Including 15,225 sam 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 Prop	perty	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 approved under conditions	95,000 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 approved under conditions	24,000 sqm	Medium-term
Azrieli Rishonim	Rishon Lezion	Addition of offices		Zoning plan approved	21,000 sqm	Short-term
Herzliya Business Park	Herzliya	Addition of offices and retail	⊡ ₩	Zoning plan	4,000 sqm	Medium-term
Azrieli Center Tel Aviv	Tel Aviv	Addition of retail and cinema	s 🛒	Permit	3,300 sqm	Short-term
Total					347,300 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 a gross area of approx. **95,000 sqm of floor space above ground.**

If the zoning plan is approved, it **will enlarge the retail areas** by approx. 20,000 sqm and the office areas by approx. 35,000 sqm.

As part of the plan, **a senior home will be built** adjacent to the mall, on a gross area of approx. 40,000 sqm (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 December 2021, the district committee approved the plan, subject to certain conditions.









Development Projects Renovation and Upgrade of Assets

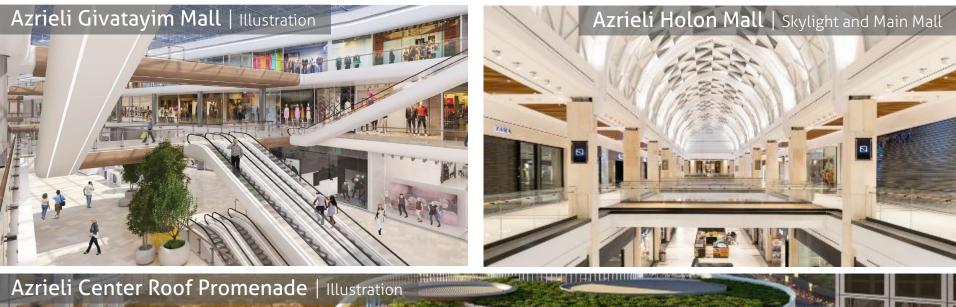






Development Projects Renovation and Upgrade of Assets





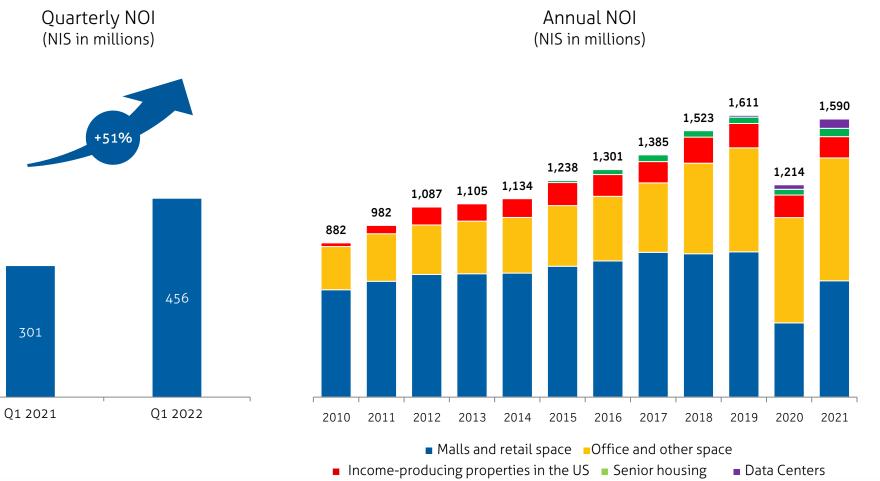




Financial Highlights, Debt & Leverage







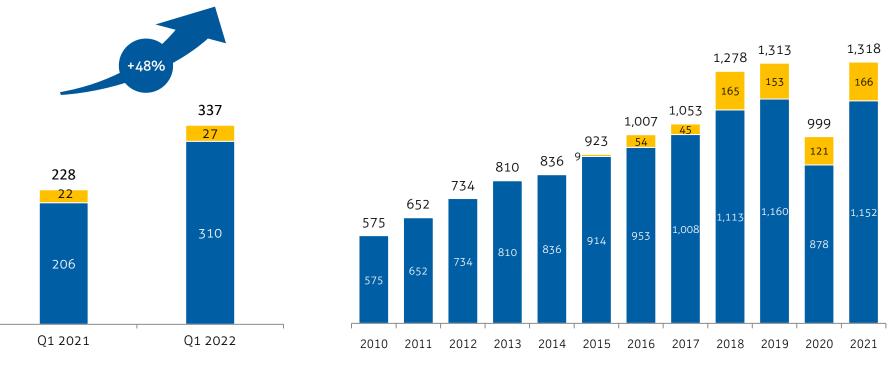
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Constant FFO⁽¹⁾ Growth



Funds From Operations (FFO), compared with the previous years and equivalent quarter

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

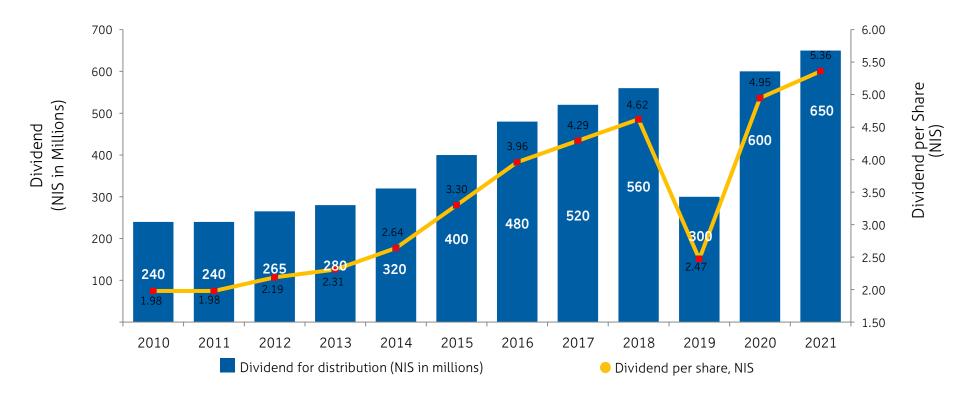


Income-producing real estate excluding senior housing Senior Housing



Constant and Increasing Dividend Distribution

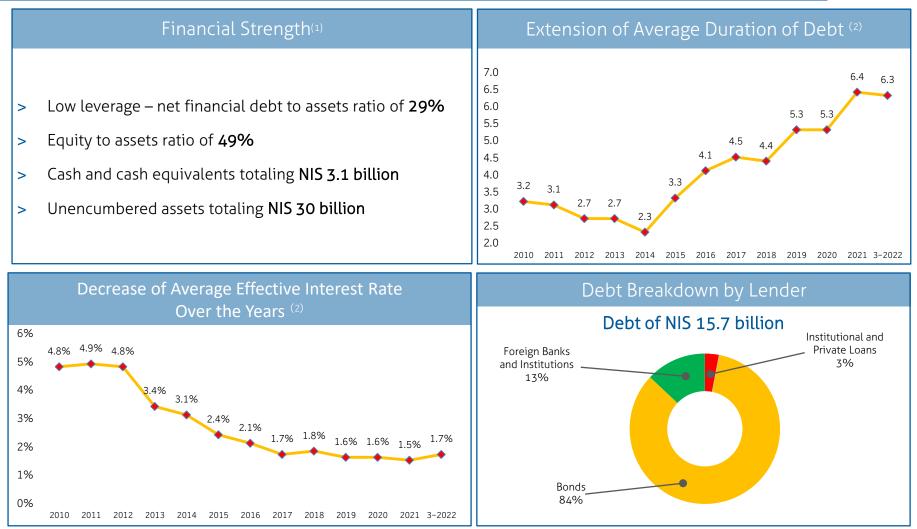
A dividend distribution of NIS 650 million for 2021





Extension of the Duration and Reduction of the Cost of Debt



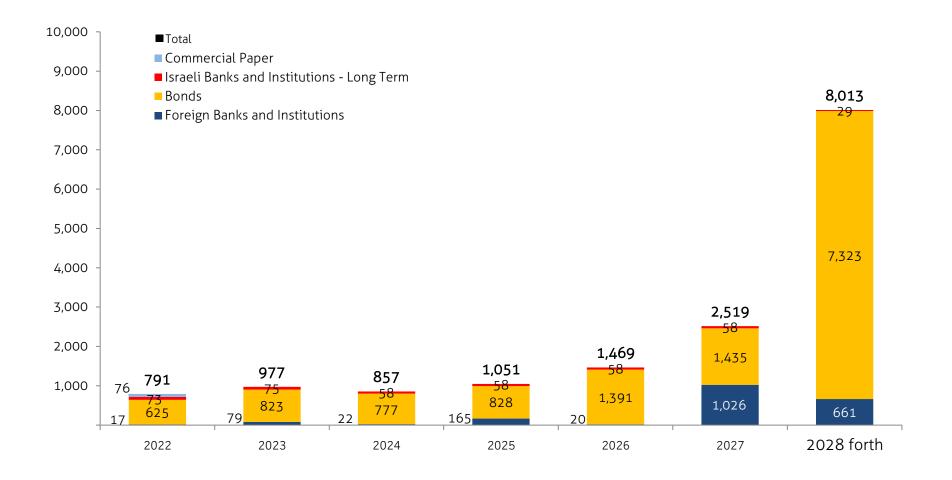


(2) Figures are as of the last day of the year / the reported period.



Payment Schedule (Principal Only)

Consolidated as of March 31, 2022





Summary of Financial Results (NIS in millions)

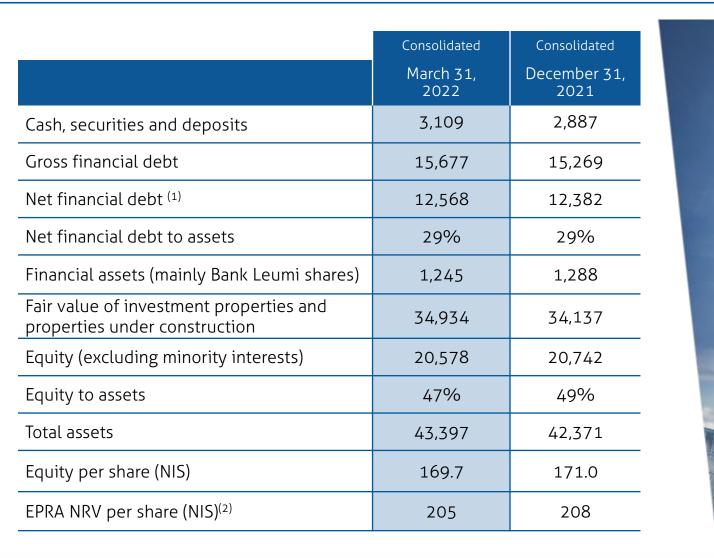
	Consolidated	Consolidated	Consolidated
	Q1 2022	Q1 2021	2021
Revenues from rent, maintenance, management fees and sales	623	437	2,210
NOI	456	301	1,590
Same-property NOI	433	300	1,490
FFO attributed to the real estate business ⁽¹⁾	337	228	1,318
Change in the value of investment properties ⁽²⁾	194	(29)	1,880
Net profit (loss), including minority interests	336	110	2,889
Net profit (loss), attributable to the shareholders	336	110	2,889
Comprehensive income (loss), attributable to the shareholders	484	287	3,237



(1) (2) Net, after tax.

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

Summary of Balance Sheet Data (NIS in millions)





(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

Weighted average cap rate – 6 .	8%	Quarterly FFO ⁽²⁾ attributed to the re business - NIS 337 million	
	NIS in millions		NIS in millions
Total investment properties, as of March 31, 2022	35,091	Net Operating Income (NOI)	456
Net of the value attributed to land reserves,		Overhead	(59)
properties under construction and senior housing and DATA CENTERS	(8,243)	Depreciation	3
Total income-producing properties	26,848	EBITDA	400
Actual NOI Q1/2022 ⁽¹⁾	412	Net interest expenses	(64)
Future quarterly NOI addition	42	Тах	(26)
Total standardized NOI Q1/2022	454	Cash flow from senior housing deposits excl. depreciation	20
Proforma annual NOI	1,816	Excluding financial expenses attributed to development projects	7
Weighted cap rate derived from income- producing investment properties, including vacant space	6.8%	Total FFO attributed to the income- producing real estate business	337

(1) Excluding senior housing, (the weighted cap rate of the senior housing as of the report date is 8.25%) which appear in the statements according to the method of fixed assets and excluding Data Centers.

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

Conclusion Leadership, Innovation and Strength









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

Consistent high occupancy rate

Exceptional financial soundness and strength

Significant growth engines:

- 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



