

# EUROCASTLE INVESTMENT LIMITED

# Q1 2015 Supplement



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The opinions and statements presented herein are based on general information gathered at the time of writing and are subject to change without notice.

Eurocastle Overview

Eurocastle (ECT:NA) is a publicly traded European company focused on making investments in Italian distressed debt and real estate

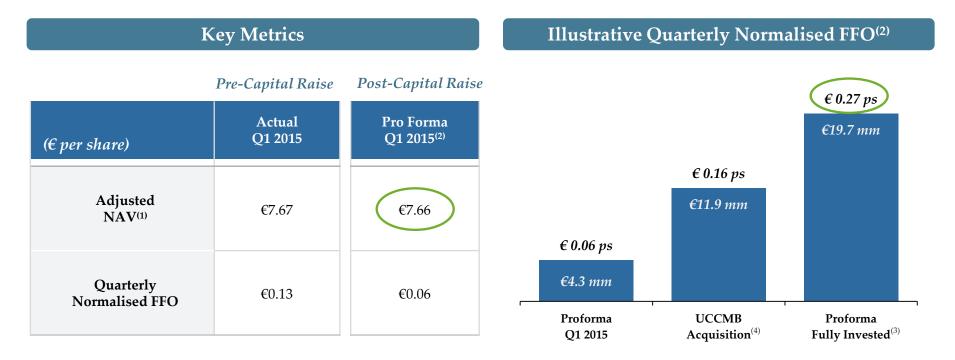
- Our key objectives are:
  - Generate mid to high teens returns through opportunistic investments in Italy
  - Accelerate recoveries in our legacy business
- Eurocastle is off to a great start in 2015
  - More than doubled the size of the company through a €312 million equity offering
  - Committed €250 million to UCCMB, a hallmark transaction expected to quadruple our Italian holdings<sup>(2)</sup>
  - Our existing Italian investments continue to outperform, already received 33% of capital invested so far
  - So far generated ~€52 million of cash from legacy assets



- (1) Includes  $\in$  13.2 million of commitments that have not been funded.
- CY ECT will acquire 50% with the remaining 50% of the UCCMB deal to be acquired by other Fortress affiliates. Assumes no 3rd party financing. Closing is subject to customary closing conditions and a variety of factors including, without limitation, regulatory approval by the Bank of Italy.
- (3) New Investments reflect a €250 million commitment in UCCMB. The remaining equity raise proceeds of €55 million allocated as cash for investment.



- <u>Capital Raise</u>: net proceeds of €305 million or €7.66 per share
- Adjusted NAV: €555 million or €7.66 per share<sup>(1,2)</sup>
- Normalised FFO: €4.3 million or €0.06 per share<sup>(2)</sup> of which 86% driven by Italian investments
  - Illustrative fully invested normalised FFO of €19.7 million or €0.27 per share<sup>(3)</sup>
- Italian Investments: ~25% yield on average invested capital



- (1) Please refer to slide 18 for NAV movement reconciliation.
- (2) Pro forma for April 2015 offering: €305 million of net proceeds raised resulting in total outstanding shares of 72.4 million.
- (3) Illustrative earnings reflect i) Q1 normalised FFO adjusted to exclude one off impacts of €2.4 million (€0.03 per share) and ii) a net 16% return on €445 million (comprises €127 million Net Corporate Cash, €13 million of unfunded commitments and €305 million of net proceeds from the capital raise.)
- (4) Illustrative earnings reflect i) Q1 normalised FFO adjusted to exclude one off impacts of €2.4 million (€0.03 per share) and ii) a net 16% return on the €250 million commitment in UCCMB.

Eurocastle Today – Transformation Continues

Eurocastle focuses on generating mid-teens returns on New Investments & realising value from the Legacy Business

- Current market cap of approximately €600 million up 2.4x since Q4 2014<sup>(1)</sup>
- €182 million of cash for new investments after the €250 million UCCMB commitment
- Paid dividend of €0.125 in Q1, 7<sup>th</sup> consecutive quarter
- Accelerating recoveries on legacy assets €52 million of asset recoveries or agreed sales so far in 2015
  - Remaining projected recovery €30 €70 million

|             | (€ mm)              | Assets    | NAV     | NAV per share | -               |
|-------------|---------------------|-----------|---------|---------------|-----------------|
| New         | Italian Investments | 329       | 329     | 4.54          |                 |
| Investments | Net Corporate Cash  | 182       | 182     | 2.50          |                 |
|             |                     |           |         |               | Ren<br>Project  |
|             | Legacy Business     | 828       | 44      | 0.62          | Project<br>~€30 |
|             | TOTAL               | €1,338 mm | €555 mm | €7.66 p.s.    | €0.41           |

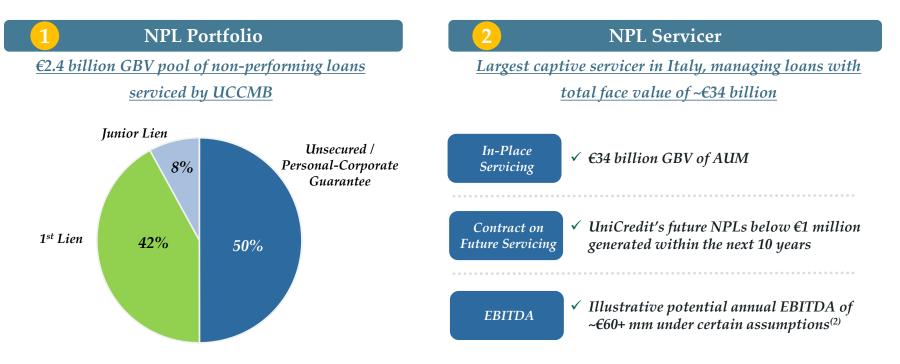
### As of March 31, 2015 – Pro Forma For New Capital<sup>(2)</sup>

- (1) Based on €8.00 share price as of May 12, 2015 and €7.28 per share at 31st December 2014.
- (2) Pro forma for April 2015 offering: €305 million of net proceeds raised resulting in total outstanding shares of 72.4 million. Italian Investments reflect a €250 million investment in UCCMB. The remaining equity raise proceeds of €55 million are allocated as cash for investment. Legacy Business excludes the Wave portfolio resulting in a reallocation of €24 million of NAV to Net Corporate Cash. Please refer to page 20 of this presentation for the NAV reconciliation.



In February, Eurocastle committed ~€250 million to acquire UniCredit's NPL related business<sup>(1)</sup>

- Largest NPL transaction in Italy since the European banking crisis, consisting of:
  - 1. NPL Portfolio Pool of non-performing loans with gross book value (GBV) of €2.4 billion
  - 2. NPL Servicer Largest captive NPL servicer in Italy, managing loans with a total face value of ~€34 billion
- In process of obtaining regulatory approval from the Bank of Italy & the ECB
- Including UCCMB, Eurocastle's investments in Italy will total approximately €330 million



- (1) ECT will acquire 50% with the remaining 50% of the UCCMB deal to be acquired by other Fortress affiliates. Assumes no 3<sup>rd</sup> party financing. Closing is subject to customary to closing conditions and a variety of factors including, without limitation, regulatory approval by the Bank of Italy.
- (2) Assumes annual collections of ~€1.1 billion, an average net collection fee of ~11% and expense margin of ~50%.



Strengthens Our Competitive Advantage in Italy

Eurocastle expected to benefit from relationship with two top servicers in Italy

- Italfondiario controlled by Fortress, Italfondiario is the largest, highest rated servicer<sup>(1,2)</sup> in Italy
  - 15 year history of resolving Italian NPLs services ~€40 billion of loans<sup>(3)</sup>
- **UCCMB** Nearly equal in size to Italfondiario, with a focus on banking clients with an ongoing flow of new NPLs from the seller

|                                     | np with top Louis of |                   |
|-------------------------------------|----------------------|-------------------|
|                                     | Company              | AUM<br>(GBV € bn) |
| ECT's Partner                       | Italfondiario        | 39.7              |
| Being Acquired by<br>ECT & Fortress | UCCMB <sup>(4)</sup> | 34.1              |
|                                     | Competitor 1         | 9.1               |
|                                     | Competitor 2         | 5.5               |
|                                     | Competitor 3         | 5.4               |
|                                     | Competitor 4         | 4.7               |

Relationship With Top Loan Servicers<sup>(1,3)</sup>

Major Presence Across Italy<sup>(1)</sup>



Data as of 31 December 2014. (1)

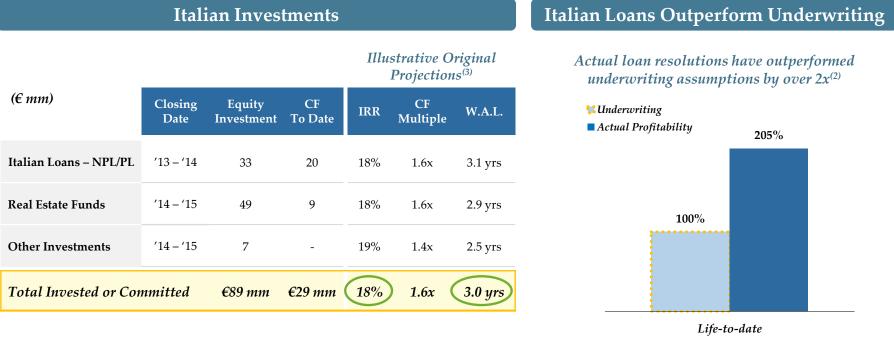
Source: 2014 S&P and Fitch Ratings. (2)

Source: PWC: "The Italian NPL Market - Time for Deleveraging" January 2015.

Data as of 31 December 2013. (4)

# Our Existing Italian Investments Show Strong Performance<sup>(1)</sup>

- As of Q1 2015 invested or committed €89 million in 12 separate transactions:
  - Investments consist of 11 loan pools, 3 investments in real estate funds and 2 distressed bonds
- Cash flows to date of €29 million, or 33% of original investments
- Italian loan resolutions have outperformed underwriting assumptions:
  - Profitability Actual Italian loan resolutions to date have outperformed underwriting assumptions by 105%<sup>(2)</sup>
  - *Pace* Cash flows received to date have outperformed underwriting by 27%



Profitability

(1) Excluding UCCMB acquisition. See page 5 for detail on UCCMB.

(2) Data provided by Italfondiario. Represents annual collections on fully realised loans - net of servicer fees and expenses - as a percentage of underwriting.

(3) These figures are derived from the Manager's underwriting projections and are not necessarily an accurate prediction of actual investment results. The Manager makes a variety of estimates and assumptions in arriving at these projections including as to the amount and timing of recoveries, and these estimates and assumptions are inherently uncertain and subject to numerous factors outside of the Company's and the Manager's control. These illustrative projections should not be taken as implying any indication, assurance or guarantee that the assumptions on which they have been based are correct or exhaustive.

Pipeline for Growth<sup>(1)</sup>

Potential areas for investment in Italy continue to be robust

- We believe Italy is one of the best investment markets in the world given the current environment
  - NPLs on banks balance sheets at new record high of €190 billion in  $Q1^{(2)}$

| Target Investments | Pipeline for Growth  |
|--------------------|--|
| Italian NPLs       | ✓ Long term pipeline with total GBV of approximately €5.7 billion  |
| RE Funds           | <ul> <li>✓ Executing on current commitments of €13 million</li> <li>✓ Additionally, evaluating potential near term investments of ~€45 million</li> </ul>  |
| Other Investments  | <ul> <li>✓ Expect to continue to pursue additional market-driven opportunities including but not limited to other credit and renewable energy</li> <li>✓ Currently evaluating opportunities with estimated equity investment of €50-100 million</li> </ul> |

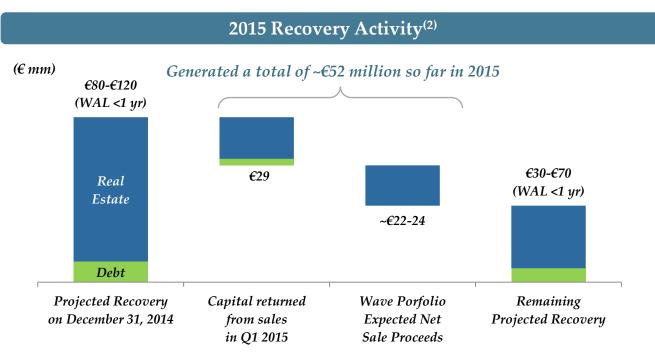
(1) There can be no assurance that any part of the above mentioned Pipeline Investments will ultimately be consummated by Eurocastle.

(2) Source: ABI Monthly Outlook as of March 2015.



Projected recoveries of  $\in$  30 –  $\in$  70 million, or  $\in$  0.41 –  $\in$  0.97 per share, from the Legacy Business<sup>(1)</sup>

- Focused on sale of a number of portfolios to accelerate recoveries and reinvest proceeds in New Investments
  - Recoveries now targeted over a shorter timeframe
- So far 2015, ECT has made solid progress generating ~€52 million of cash from sales
  - Realised €29 million of asset recoveries in Q1 2015
  - Post quarter end, notarised SPA for the Wave portfolio generating expected net proceeds of €22–24 million once closed



(1) Reflects remaining recoveries after €22-24 million expected net proceeds from the Wave portfolio.

(2) Projected returns are not a prediction of actual results and are based on a variety of estimates and assumptions by the Company, including, among others, recoveries and recovery timelines dependent on the relevant real estate market environment and legal process. These estimates and assumptions are inherently uncertain and are subject to numerous business, industry, market, regulatory, geo-political, competitive and financial risks that are outside of the Company's control. There can be no assurance that the estimated projections noted above will ultimately prove accurate, and actual results may differ materially.

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# APPENDIX I Business Line Overview

New Investments – Italian Loans and Real Estate Related Assets



Legacy Business – Commercial Real Estate & Other Debt

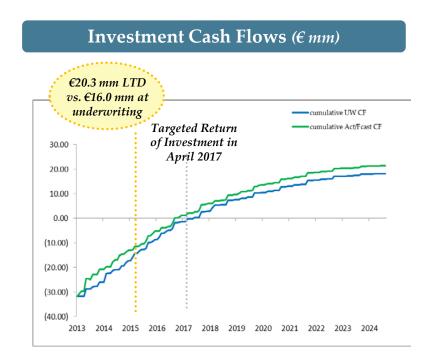
# Portfolio Overview & Performance – Italian Loans<sup>(1)</sup>

### As of Q1 2015, ECT has invested €33.3 million in 11 pools with a total expected cash flow of €56.2 million

- Existing Italian loan investments continue to outperform expectations due to active asset management performed by Italfondiario
  - Received €20.3 million of cash flow to date (61% of amount invested) vs. initial underwriting of €16.0 million for the same period
  - Projected IRR has increased from the original base case of 18%

Portfolio Ovorvio

|                                 |          | Porti        | 0110 UV         | erview                      |       |        |              |
|---------------------------------|----------|--------------|-----------------|-----------------------------|-------|--------|--------------|
| (€ mm)                          |          |              |                 |                             |       |        |              |
|                                 |          |              | Total           |                             | CF to | o Date | Exp.         |
| Deal                            | Type     | Acq.<br>Date | GBV<br>Acquired | ECT<br>Price <sup>(1)</sup> | U/W   | Actual | Future<br>CF |
| Pool 1-5                        | NPL / PL | May '13      | 4,040           | 14.0                        | 11.1  | 15.6   | 7.8          |
| Pool 6                          | NPL      | Jul '13      | 14              | 2.6                         | 1.6   | 1.5    | 2.4          |
| Pool 7                          | NPL      | Jun '14      | 883             | 7.4                         | 2.8   | 2.4    | 12.6         |
| Pools 8,9,11                    | NPL      | 2014         | 210             | 1.0                         | 0.1   | 0.2    | 1.5          |
| Pool 10                         | NPL      | Dec '14      | 1,001           | 8.3                         | 0.4   | 0.6    | 11.7         |
| TOTAL                           |          |              | 6,148           | 33.3                        | 16.0  | 20.3   | 36.0         |
|                                 |          |              |                 |                             |       |        |              |
| <i>Up</i> €4.3 <i>mm</i> (~27%) |          |              |                 |                             |       |        | %)           |
|                                 |          |              |                 |                             |       |        |              |





#### Invested or Committed ~€49 million in Italian Real Estate Funds

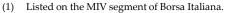
- Currently own interest in two closed-end real estate funds 7.5% in "Unicredit Immobiliare Uno" (UIU)<sup>(1)</sup> and 49% in RE Conversion Fund
- Committed €11.3 million in another fund at 51% discount to NAV<sup>(2)</sup> real estate assets leased long term to prime tenant; Expect to generate 20%+ return

#### **Unicredit Immobiliare Uno (Fund Investment I)**

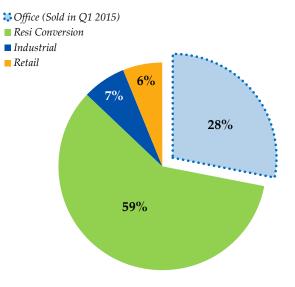
- Invested €22.2 million at 36.5% discount to Fund's NAV
  - Consists of 14 medium to high quality properties valued at €490.4 million<sup>(4)</sup>
  - During the first quarter, 2 assets sold at slight premium to NAV realising €8.9 million to Eurocastle

#### **<u>RE Conversions Fund (Fund Investment II)</u>**

- Invested €13.4 million of an anticipated €15.3 million in 2 projects in Rome—expected to be fully developed and monetised through individual unit sales by end of 2017
- The projects are both on track and currently estimating IRR of over 15%



#### Investment Characteristics<sup>(3)</sup>



<sup>(3)</sup> Exposure to asset classes weighted by capital invested as of 31 December 2014.

<sup>(4)</sup> As of 31 December 2014.



- 241 properties across Germany with appraised value of €710 million, equivalent to an NOI yield of 5.5% held in six separate non-recourse financings and 74% occupancy rate
- Working to expedite the sale process on certain assets to return capital for reinvestment
  - Realised €25.3 million of asset recoveries in Q1 2015
  - Subsequent to quarter end, notarised SPA for the Wave portfolio, generating expected net proceeds of €22–24 million once closed
  - Selected portfolios generate asset management and sales fees for Eurocastle

| NAV & Cash Flow                     |                                    |               |                    |              |                      |                                    |         |  |
|-------------------------------------|------------------------------------|---------------|--------------------|--------------|----------------------|------------------------------------|---------|--|
| (€ mm)                              |                                    |               |                    |              |                      |                                    |         |  |
| Portfolio                           | Retail                             | Zama          | Drive              | Mars         | Total<br>before Wave | Wave                               | Total   |  |
| Assets                              | 147.1                              | 31.1          | 400.0              | 62.3         | 640.5                | 110.5                              | 751.0   |  |
| Liabilities                         | (141.2)                            | (26.6)        | (395.4)            | (47.5)       | (610.7)              | (86.1)                             | (696.8) |  |
| NAV                                 | 5.9                                | 4.5           | 4.6                | 14.8         | 29.8                 | 24.4                               | 54.2    |  |
| Distributions                       | Excess<br>cash flow <sup>(2)</sup> | Sales<br>Fees | Sales & AM<br>Fees | Sales<br>CAD | n/a                  | Excess<br>cash flow <sup>(2)</sup> | n/a     |  |
| Q1 2015 Distribution <sup>(2)</sup> | 24.9                               | 0.0           | 0.3                | 0.0          | 25.2                 | 0.1                                | 25.3    |  |
|                                     |                                    |               |                    |              |                      |                                    |         |  |
| Occupancy                           | 91.3%                              | 95.2%         | 62.7%              | 74.9%        | 74.6%                | 73.8%                              | 74.4%   |  |
| WALT                                | 3.9                                | 2.7           | 2.5                | 4.4          | 3.1                  | 4.9                                | 3.4     |  |
| LTV <sup>(3)</sup>                  | 96.3%                              | 89.9%         | 89.1%              | 78.2%        | 89.8%                | 63.6%                              | 85.8%   |  |
| Debt Maturity                       | 2015-2016                          | Aug 2015      | Jan 2016           | Jun 2015     | -                    | May 2016                           | -       |  |

(1) Excludes the Mars Floating portfolio.



- Overview: €187 million of assets held across two portfolios:
  - CDO V Levered portfolio Long term non-recourse match funded financing with all cash flows diverted to pay down debt
  - Balance Sheet Unlevered portfolio during the first quarter realised €4.0 million from the sale of one position, remaining €9.4 million of assets held at 37% of total face value

|  |                | Exter<br>Del |         | ECT<br>Owned |
|--|----------------|--------------|---------|--------------|
| CDO V                                  | Class A        |              | Paid-of | f            |
| COLLATERAL                             | Class B        |              | €31     |              |
| 36 securities and loans                | Class C1       | €31          |         | €9           |
| Manager: Fortress                      | Class C2 to D3 |              | €90     |              |
| Collateral Face: €301mm                | Class E1       | €8           | F       | 18           |
| WA Credit Rating <sup>(1)</sup> : CCC- | Class E2       | €3           | €       | 23           |
|  | TOTAL          | €163         |         | €50          |

**CDO V - Levered Portfolio** 

### **Balance Sheet - Unlevered Portfolio**

(€ *mm*)

|                   | # of<br>Positions | Collateral<br>Face |      |     | WA Credit<br>Rating <sup>(1)</sup> |
|-------------------|-------------------|--------------------|------|-----|------------------------------------|
| CMBS              | 1                 | 5.8                | 0.1  | 1%  | D                                  |
| Real Estate Loans | 3                 | 19.4               | 9.3  | 48% | D                                  |
| TOTAL             | 4                 | €25.2              | €9.4 | 37% | D                                  |
| Q1 2015 Cash flow | )                 |                    | €4.0 |     |                                    |

(1) Represents the average of the minimum rating of each security reported by Fitch, Moody's and S&P.

Q1 2015 Cash flow

(2) Excludes  $\notin$ 9 million of value relating to the Class C1 note that has been reallocated to be reflected in the adjusted NAV of New Investments.

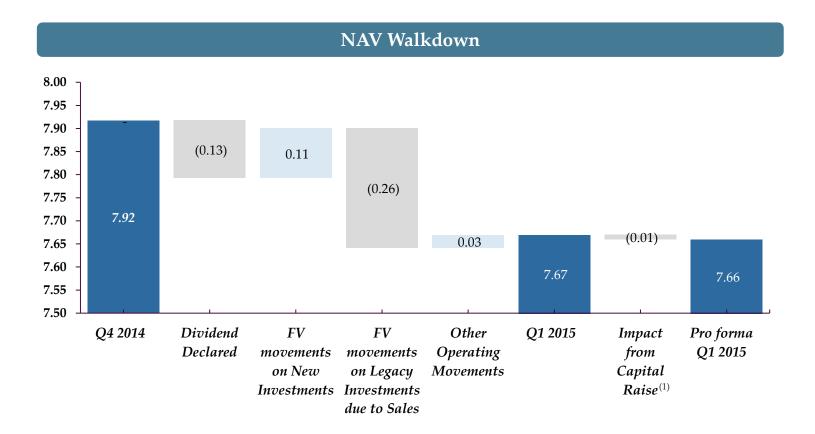
€0.0



# APPENDIX II Financial Statements



- Raised gross proceeds of €312.1 million through the issuance of 39.8 million shares at a price of €7.85 per share
- After costs, net proceeds of the offer are expected to be €304.5 million or €7.66 per share





#### **Income Statement**

| (€ mm)   | Q1 2015 | Q1 2014 |
|--|---------|---------|
| Interest income  | 0.7     | 2.9     |
| Rental and service charge income                         | 19.3    | 28.0    |
| Gain on repurchase of mezzanine financing                | 0.5     | 2.0     |
| Net gain / (loss) of paydowns & sales on securities      | (0.1)   | (0.4)   |
| Gain in fair value of Italian Investments <sup>(1)</sup> | 1.3     | 0.7     |
| Gain in fair value of Real Estate Fund Units             | 2.1     | 0.4     |
| Decrease in fair value of investment properties          | (6.0)   | (3.8)   |
| Temporary impairment reversal / (charge) on securities   | 0.3     | (10.2)  |
| Gain / (loss) on deconsolidation                         | 4.7     | (26.1)  |
| Interest Expense   | (10.1)  | (12.5)  |
| Service charges and property operating expenses          | (8.9)   | (12.2)  |
| Other operating expenses                                 | (5.1)   | (6.8)   |
| Net gain / (loss) before taxation                        | (1.4)   | (38.0)  |
| Taxation   | 2.8     | (2.0)   |
| Net gain / (loss) after taxation                         | 1.5     | (40.0)  |



| Summarised Balance Sheet                                  |         |           |  |  |  |
|---|---------|-----------|--|--|--|
| (€ mm)  | Q1 2015 | FY 2014   |  |  |  |
| Cash and cash equivalents                                 | 173.9   | 146.5     |  |  |  |
| RE investment property                                    | 755.5   | 1,098.9   |  |  |  |
| Debt investments  | 176.7   | 202.1     |  |  |  |
| Italian investments <sup>(1)</sup>                        | 49.5    | 57.1      |  |  |  |
| Other assets  | 19.2    | 27.0      |  |  |  |
| Total assets  | 1,174.8 | 1,531.6   |  |  |  |
| Interest bearing debt financing                           | (863.3) | (1,205.7) |  |  |  |
| Other liabilities   | (108.1) | (119.5)   |  |  |  |
| Total liabilities   | (971.4) | (1,325.2) |  |  |  |
| Total Shareholders' Equity (NAV)                          | 203.4   | 206.4     |  |  |  |
| Net liabilities of Mars Floating Portfolio <sup>(2)</sup> | 46.9    | 46.6      |  |  |  |
| Net cash on Retail sale <sup>(3)</sup>                    | -       | 5.5       |  |  |  |
| Adjusted NAV  | 250.3   | 258.4     |  |  |  |
| € per Share   | 7.67    | 7.92      |  |  |  |
| Ordinary shares   | 32.6    | 32.6      |  |  |  |

(1) The Italian Investments have been stated net of the Non-Controlling Interest of €2.5 million for Q1 2015 (€2.3 million for FY 2014).

(2) Adjusts to exclude the negative net asset value of the Mars Floating portfolio.

(3) Adjusts for the net cash received on three retail portfolios sold in Q1 2015.

New Investments: Net Invested Capital Reconciliation

### Net Invested Capital Reconciliation

| (€ mm)                                    | FY2013 | FY2014 | Q1 2015 | Total<br>Invested | Total<br>Committed | Grand<br>Total |
|---|--------|--------|---------|-------------------|--------------------|----------------|
| Opening Net Invested Capital              | -      | 9.5    | 58.3    | -                 |                    |                |
| New Investments made                      | 16.6   | 53.9   | 5.0     | 75.5              | 13.2               | 88.7           |
| Invested Capital paid back <sup>(1)</sup> | (7.1)  | (5.1)  | (5.5)   | (17.7)            | -                  | (17.7)         |
| Closing Net Invested Capital              | 9.5    | 58.3   | 57.8    | 57.8              | 13.2               | 71.0           |

<sup>(1)</sup> Out of the €29.2 million cash flow returned so far from new Investments (and in line with the effective yield calculation for Normalised FFO), €17.7 million of proceeds have been recognised as a capital repayment with the remaining balance of €11.5 million recognised as realised income.

Q1 2015 Financial Statements (continued)

### **Reconciliation of Segmental NAV**

| (€ mm)  | New<br>Investments | Corporate | Legacy | Total<br>Eurocastle |
|---|--------------------|-----------|--------|---------------------|
| Total Shareholders' Equity (NAV)                      | 56.4               | 115.9     | 31.1   | 203.4               |
| $\epsilon$ per share                                  | 1.73               | 3.55      | 0.95   | 6.23                |
| New Investments Commitment Reallocations              | 13.2               | (13.2)    | -      | -                   |
| Legacy Debt Business Investment Reallocation          | 9.0                | -         | (9.0)  | -                   |
| Mars Floating Negative NAV Add-back                   | -                  | -         | 46.9   | 46.9                |
| Wave Portfolio NAV Reallocation                       | -                  | 24.4      | (24.4) | -                   |
| Adjusted NAV  | 78.6               | 127.1     | 44.6   | 250.3               |
| $\epsilon$ per share                                  | 2.41               | 3.89      | 1.37   | 7.67                |
| Net Proceeds from April 2015 Capital Raise            | 250.0              | 54.5      | -      | 304.5               |
| Pro forma for April 2015 Capital Raise <sup>(1)</sup> | 328.6              | 181.6     | 44.6   | 554.8               |
| € per share   | 4.54               | 2.50      | 0.62   | 7.66                |

## **Reconciliation of Segmental Normalised FFO**

| (€ mm)  | New<br>Investments | Corporate | Legacy | Total<br>Eurocastle |
|---|--------------------|-----------|--------|---------------------|
| Net gain/ (loss) after tax<br>attributable to ordinary shareholders | 3.4                | (4.1)     | 2.2    | 1.5                 |
| € per share   | 0.10               | (0.13)    | 0.07   | 0.04                |
| Mars Floating Portfolio Losses                                      | -                  | -         | 0.3    | 0.3                 |
| Fair Value to Effective Yield Adjustments                           | 0.3                | _         | -      | 0.3                 |
| Legacy Real Estate Revaluations                                     | -                  | -         | 8.7    | 8.7                 |
| Legacy Portfolio Deconsolidation Loss                               | -                  | -         | (4.7)  | (4.7)               |
| Legacy Debt Impairments   | -                  | -         | (0.3)  | (0.3)               |
| Impact of Revised Management Agreement                              | -                  | 0.2       | -      | 0.2                 |
| Transaction Costs, G/L on FX & Other Adjustments                    | -                  | 0.8       | (2.5)  | (1.7)               |
| Normalised FFO  | 3.7                | (3.1)     | 3.7    | 4.3                 |
| € per share   | 0.11               | (0.09)    | 0.11   | 0.13                |
| $\epsilon$ per share (Pro forma for April 2015 Capital Raise)       | 0.05               | (0.04)    | 0.05   | 0.06                |