

# PREPZfy

Compagnie Immobilière de Restauration

**Buy side pitch**

March 2022



**GROUPE CIR**

**Webinar – March 27, 2022**

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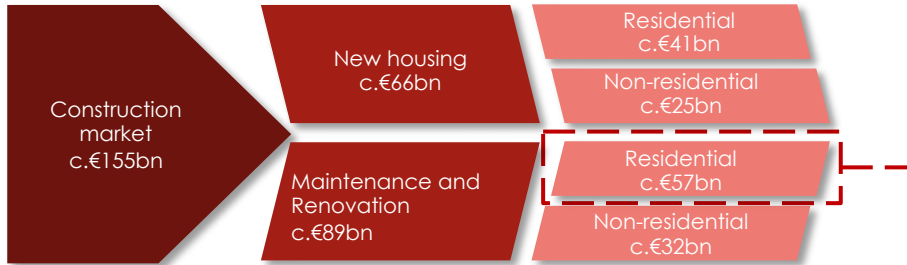
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Market dynamics and competitive environment

# Market dynamics and competitive environment

The French Maintenance & Renovation market is expected to reach c.€89bn in 2022

## Construction market breakdown

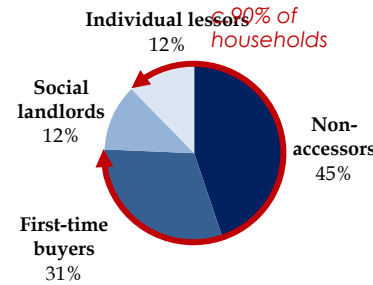


- The niche addressed by CIR was valued at €900m in 2017 with c.5-10% annual growth and is underpinned by structural growth drivers such as growing demand for real estate backed investments in a low yield environment as well as public sector investment to revitalise city centres<sup>(2)</sup>
- The company is the market leader in its niche with c.20% share of a highly fragmented market

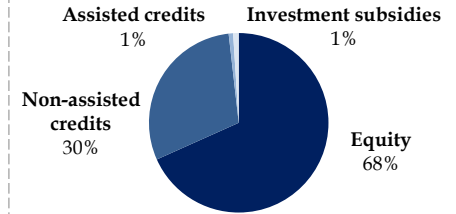


## M&R market initiators and sources of funding

### Main initiators in the M&R market

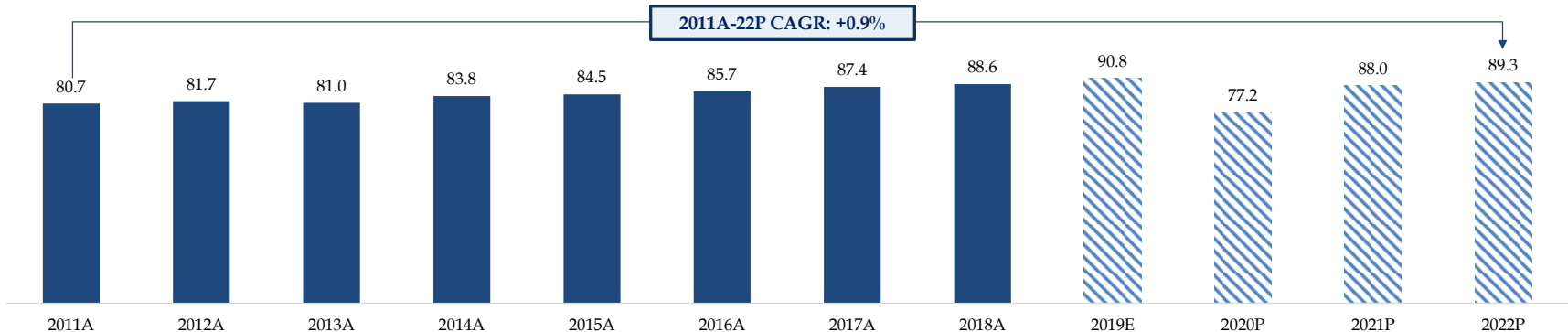


### Sources of funding for renovation works



## Evolution of the French M&R market (in €bn)

- M&R market experienced a sustainable growth mainly relying on the French Government numerous initiatives to rejuvenate the French housing stock



# Market dynamics and competitive environment

The Maintenance & Renovation market benefits from a favorable legislative and fiscal environment – Focus on legislative measures

## A mix of incentives and obligations

- The government has put in place many incentive mechanisms for households to improve the energy performance of their homes as well as numerous awareness campaigns
- The Loi Denormandie (2019) offers tax reductions within the framework of rental investments in renovated properties (property must be eligible to the “Plan Action Coeur de Ville” program; renovation amount must be at least equal to 25% of the property acquisition price, capped at €300k)
- Nevertheless, these measures are becoming progressively more restrictive with the obligation to renovate the energy performance of public and private tertiary buildings
  - The 2019 Loi Climat introduces obligations in terms of energy consumption for rented properties. The least efficient housings will be gradually withdrawn from the rental market

## Overview of regulations impacting the renovation market

- Loi Climat (2019): sets the goals of achieving carbon neutrality by 2050 and reducing fossil fuel consumption by 40% as of 2030
- Loi ELAN (2018): focuses on a set of central social topics including the reorganization of the social sector, promoting social diversity or protecting the improvement of the living environment, fighting against substandard housing, aid for energy renovation, etc.
- Loi pour la Transition Energétique (2015): target of a 44% reduction in final energy consumption in 2050 compared to 2012
- Assistance schemes for energy renovation work: set of measures aimed for individuals in order to encourage them to upgrade their energy performance via a zero-interest loan (eco-PTZ), incentive grants (“Habiter Mieux” and “Prime Rénov” programs), tax credits (CITE) and energy saving certificates (CEE)

## Overview of main legislations and the targeted properties

	Nature of the renovation measures		Targeted properties	
	Obligation	Incentive	Housing	Tertiary
Loi Climat (2019)	✓	✓	✓	
Loi Denormandie (2019)		✓	✓	
Loi ELAN (2018)	✓		✓	✓
Loi pour la Transition Energétique (2015)	✓	✓	✓	✓
Assistance schemes for energy renovation work		✓	✓	

# Market dynamics and competitive environment

The Maintenance & Renovation market benefits from a favourable legislative and fiscal environment – Focus on tax incentives designed for private real estate investors

Date	Loi Monuments Historiques 1913	Loi Malraux 1962	Déficit Foncier 1993	Loi Nue-propriété 2000	Loi Pinel Patrimonial 2014
Description	<ul style="list-style-type: none"> <li>Concerns the acquisition of <b>old housing classified as Historic Monuments</b></li> </ul>	<ul style="list-style-type: none"> <li>For taxpayers investing in the renovation of <b>specified old properties</b>, intended for rental</li> <li><b>Amount of renovation costs for tax calculation capped at €400k</b> within the limit of €100k per year over 4 years</li> </ul>	<ul style="list-style-type: none"> <li>Offers the possibility for homeowners who put their property up for rent to <b>deduct certain expenses from their gross property income</b> in order to <b>create a negative taxable income</b></li> </ul>	<ul style="list-style-type: none"> <li>Separation of the <b>usufruct</b> (use of the property + income enjoyment) and the <b>bare ownership</b> (right to dispose of the property)</li> </ul>	<ul style="list-style-type: none"> <li>Investment in <b>classic old properties renovation and renting</b></li> </ul>
Eligibility / Conditions	<ul style="list-style-type: none"> <li>Rehabilitation and renovation work must be done under the supervision of the <b>Architecte des Bâtiments de France</b></li> <li>Property <b>must be rented out</b></li> </ul>	<ul style="list-style-type: none"> <li>Rehabilitation and renovation work must be done under the <b>supervision of the Architecte des Bâtiments de France</b></li> <li>Property must be <b>rented empty and as a principal residence for a minimum of 9 years</b></li> <li>Property <b>cannot be rented to a member of the tax household, to an ascendant or to a descendant</b></li> </ul>	<ul style="list-style-type: none"> <li>For <b>furnished rentals</b>:               <ul style="list-style-type: none"> <li>Maximum of €10k per year of deficit can be deducted from the overall income; surplus is carried forward</li> </ul> </li> <li>For <b>non furnished rentals</b>:               <ul style="list-style-type: none"> <li><u>Rental income &lt;€20k</u>: taxpayer can choose a 50% deduction on its rental income or <b>deduct all expenses and create a potential property deficit</b></li> <li><u>Rental income &gt;€20k</u>: <b>deduction of all expenses and creation of a potential property deficit</b></li> </ul> </li> </ul>	<ul style="list-style-type: none"> <li>At the end of the “Nue-Propriété” period, the <b>bare owner becomes the owner and automatically regains all his rights on the property</b></li> <li><b>Usufruct manages the rental property, collects the income and ensure maintenance expenses</b></li> </ul>	<ul style="list-style-type: none"> <li>Concerns properties that <b>have already been occupied</b>, even only once</li> <li>Renovation work must <b>intend to bring the renovated property up to current standards</b></li> <li><b>Property must be intended for rental</b> and must be in an <b>eligible area</b>, such as Lyon, Toulouse, Paris, Marseille or Lille</li> </ul>
Benefits	<ul style="list-style-type: none"> <li>Allows <b>renovation costs</b> and <b>debt interest payments</b> to be deducted from the overall taxable income, <b>without any ceiling</b></li> <li><b>No legal obligation concerning the rental period</b></li> <li><b>Possible exemption of inheritance tax</b></li> </ul>	<ul style="list-style-type: none"> <li>Tax deduction of <b>22-30% of the renovation costs</b> (depending on rental length)</li> <li><b>No rent ceiling</b></li> <li>Tax reduction <b>does not fall within the scope of the ceiling on tax niches</b></li> </ul>	<ul style="list-style-type: none"> <li>Depending the deficit generated, it is <b>possible not to pay taxes for many years</b></li> </ul>	<ul style="list-style-type: none"> <li>Purchase price of bare ownership is thus <b>30% to 50% lower</b> than the price of full ownership</li> <li>Not included in assets when calculating <b>wealth tax</b></li> <li>If the holding period is 30 years or more, <b>exemption from capital gains tax</b></li> </ul>	<ul style="list-style-type: none"> <li><b>12, 18 or 21%</b> of the acquisition price <b>can be recovered</b>, depending on commitment over the rental period (6, 9 or 12 years)</li> <li><b>Renovation costs will be deducted</b> from the property income over the following 10 years</li> </ul>

# Market dynamics and competitive environment

The Maintenance & Renovation market has been heavily impacted by the Covid-19 crisis

## Covid-19 impacts

### Immediate stop of the worksites

- The announcement of the containment resulted in an immediate halt of construction sites
- All types of works were concerned, including small-scale interventions in housing

### Drastic decrease in activity

- Stoppage of construction sites has resulted in a drastic drop in activity and turnover for the construction sector as a whole
- The level of activity over the last 2 weeks of March-20 was at 10-15% of its usual level

### Massive recourse to partial unemployment

- Access has been facilitated by the government (1.3 million people were affected in April-2020, i.e. a quarter of the sector's workforce)
- Immediate cuts were made in temporary employment

### Willingness to restart limited by health constraints

- Public authorities quickly wished to resume activity but the sanitary conditions were not met
- Implementation of a protocol on April 2, 2020 has provided a framework for a gradual return of employees to the construction sites

### Difficulties of supply

- As the production sites have been shut down, supply has also continued to be a brake on the recovery
- However, merchants have set up systems to collect orders in the form of drive

### Resumption in degraded mode

- Activity has gradually recovered during April-2020 but in a degraded mode notably due to the restrictive measures put in place by the government

## Measures put in place by the public authorities

1

Delays in the payment of social security/tax due dates and direct tax remissions

2

Maintenance of employment through the simplified and enforced partial unemployment scheme

3

Freezing and spreading the payment of certain current expenses for VSEs

4

Treatment of a conflict with customers / suppliers by the Mediator of companies

5

Guarantee of bank cash lines, postponement of credit deadlines by Bpifrance

6

Absence of late payment penalties for public contracts (State and local authorities)

7

Support from the State and the Banque de France to negotiate credit rescheduling

8

Solidarity fund in favor of very small companies (turnover < 1m€)

9

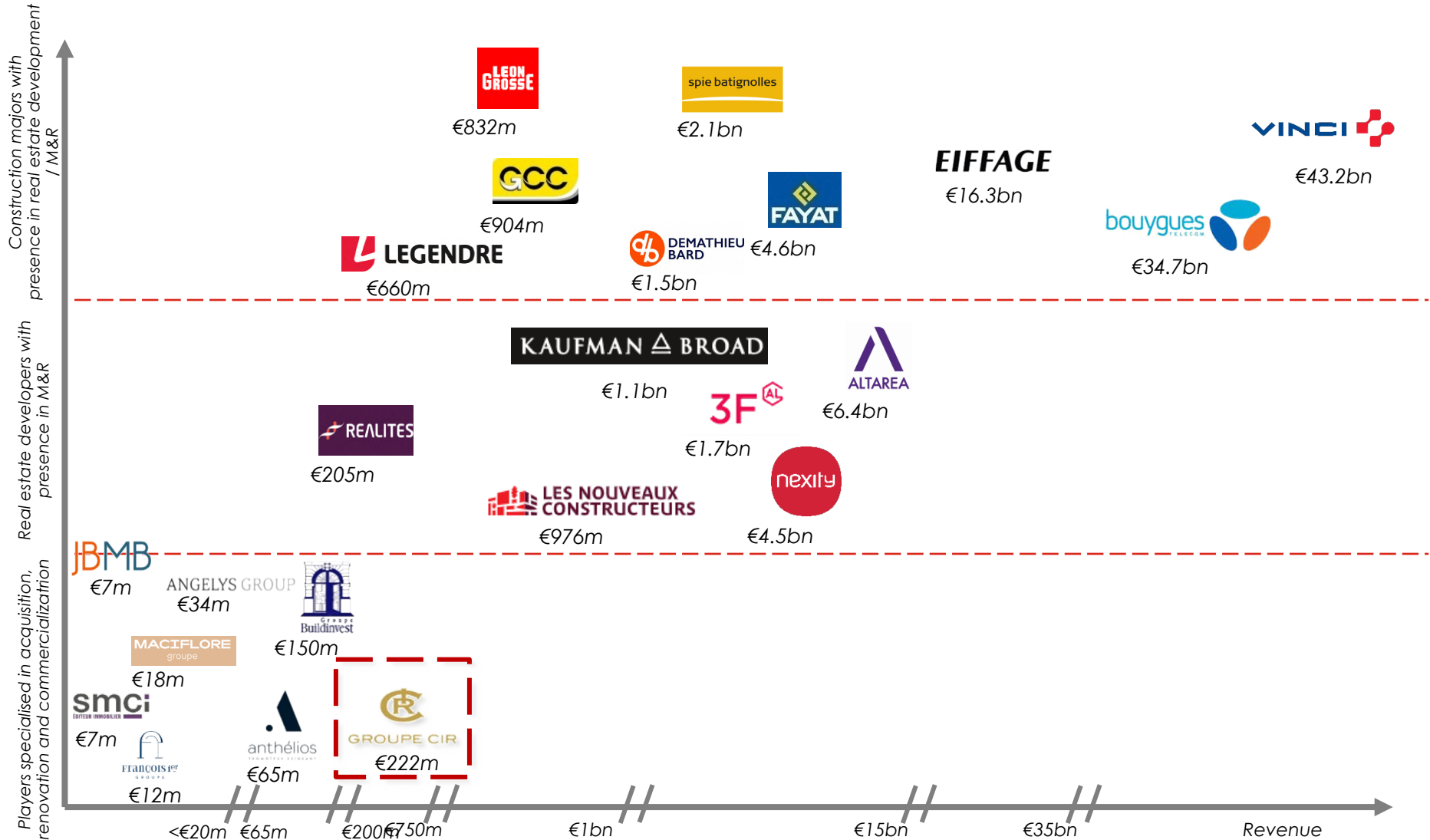
Other (assistance in strengthening equity capital for strategic players, etc.)

Governmental measures



# Market dynamics and competitive environment

The Maintenance & Renovation market is highly fragmented with major construction groups dominating and a myriad of specialized companies coexisting - (non exhaustive)





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Our understanding of Groupe CIR

# Our understanding of Groupe CIR

Groupe CIR: A compelling investment opportunity

1 The French leading designer, manufacturer and distributor of residential real-estate-based investment products...

2 ...Covering the entire renovation value chain thanks to its organization around five key expertise and strong tax incentives mechanism mastering...

3 ...Translating into +1,200 renovations completed since inception and a strong project pipeline

4 Urban Premium, the dedicated arm specialized in investment vehicles focusing on city center buildings to be renovated, integrating tax incentives and targeting private investors

5 A growth story relying on solid organic growth strengthened by the recent acquisition of Agarim

6 Robust double-digit topline growth combined with improved profitability

7 A consolidation platform in a highly fragmented market with numerous build-up opportunities

8 A seasoned management team ready to support the group in its next growth phase



GROUPE CIR

# Our understanding of Groupe CIR

The French leading designer, manufacturer and distributor of residential real-estate-based investment products...

**Groupe CIR is the leading French real estate renovation and asset management company**

**2019A Revenue:  
c.€222m**

**2018A EBITDA: c.€30m**



Franck Temim  
Co-founder & Chairman



François Larrere  
Co-founder & Group CEO



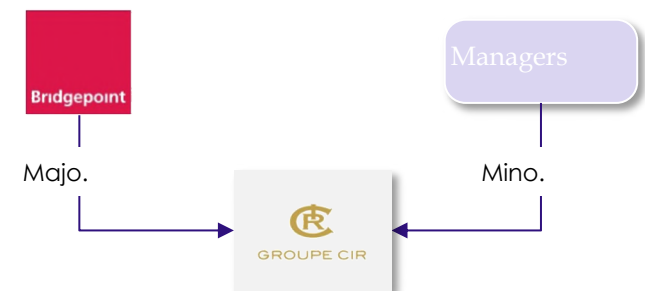
## Business description

- Founded in 1988 and headquartered in Bordeaux, France, Groupe CIR is the leading French player specialized in the selection, acquisition, renovation and marketing of heritage apartments located in city centers as well as the commercialization of investment vehicles dedicated to real estate assets
- The company focuses on premium residential real estate assets with a twofold strategy incorporating tax incentives:
  - Single assets:** leveraging on its +30 years of experience, Groupe CIR serves its clients by coordinating the entire renovation value chain
  - Multi assets (through Urban Premium):** structures, raises and manages real estate funds (SCPIs) investing in high-quality renovated residential city centre buildings and designed for private investors
- The Group offers 5 single assets tax products to its clients allowing them to benefit from tax savings while investing in renovated real estate assets: Loi Malraux, Loi Monuments Historiques, Loi Nue propriété, Loi Pinel Ancien and Déficit Foncier mechanism
- Groupe CIR coordinates a strong network of partners including structural work and finishing work professionals, tax specialists as well as architects over its 110 current projects
- Quality is at the heart of Groupe CIR's business model with long term guarantees provided (1-year, biennial and decennial guarantees), covering most of renovation materials
- In September 2019, Groupe CIR acquired Agarim (2019A sales: c.€24.8m) in order to further penetrate the property stripping (Nue Propriété) segment and complete its products offering
- The company employs c.80 people as of December 2017

## Key figures

1988	Inception date
c.€222m	2019A Revenue (c.+12.0% CAGR over 16A-19A)
c.€30m	2018A EBITDA (16.4% margin)
20%	Market share
c.1,250	Renovated buildings in main French cities since inception
6	SCPIs under management; implying a +€500m valuation

## Shareholding structure



In Sept-2017, Bridgepoint acquired a majority stake in Groupe CIR (primary LBO) for a consideration of c.€150m, implying a c.10x 2016A EBITDA and a c.0,94x 2016A sales multiples

# Our understanding of Groupe CIR

...Covering the entire renovation value chain thanks to its organization around five key expertise and strong tax incentives mechanism mastering...



- Relevant selection criterias and strong relationships with communities to support them in the rehabilitation of their properties

- Project's design results from close collaboration between Groupe CIR, local authorities and experts commissioned (architects, design offices, etc.)
- Dedicated back office

- High quality materials and equipment that meet current and future housing standards
- Proven experience in coordinating renovation sites within a defined schedule
- 1,230 craftsmen specialized in arts and crafts working on construction sites

- Groupe CIR benefits from its partnership of coordinators throughout France, promoting the Group offer
- Its "Serenium" pack provides high quality services including renovation completion, timing of execution, binding price guarantee and tax expertise through its network of lawyers

- Groupe CIR sells renovated property through an extensive network of independent wealth managers and institutions
- The company delivers turnkey projects to its clients, respecting precise specifications and timing
- Comprehensive guarantees (1-year, biennial and decennial warranties) covering all aspects of the renovated project

## Tax incentives covered by Groupe CIR

Loi Monuments Historiques 1913

Concerns the acquisition of old housing classified as Historic Monuments in order to benefit from tax reduction

Nue Propriété 2000

Split between usufruct (use of the property + income enjoyment) and bare ownership (right to dispose) allowing a cut on acquisition price

Loi Malraux 1962

Designed for taxpayers investing in the renovation of specified old properties, intended for rental in order to benefit from tax reduction

Loi Pinel Patrimonial 2014

Investment in classic old properties renovation and renting in order to adapt the property to new requirements and benefit from tax reduction

Déficit Foncier 1993

Offers the possibility for homeowners to deduct certain expenses from their property income in order to create a negative deferrable taxable income

# Our understanding of Groupe CIR

...Translating into +1,200 renovations completed since inception and a strong project pipeline

## +1,200 projects commercialized over the past 33 years...

- Sample of renovated buildings, reflecting a rigorous selection of city centre locations, heritage buildings and extensive renovation capabilities



- BORDEAUX - HÔTEL DE LA TRESNE
- Built in 1739 for the Marquis de la Tresne, the Hôtel de la Tresne is listed as a UNESCO World Heritage Site



- TOURS – HÔTEL RIMBAULT
- Old private mansion in the heart of the old town of Tours, dating from the 19th century and opening onto a majestic inner courtyard



- AVIGNON – HÔTEL CAMBIS DE SERVIÈRES
- 16th century mansion, owned by Louis De Cambis d'Orsan, became the headquarters of the Chaix Bank in the 19th century



- NÎMES – CITÉ FOULC
- Located in front of the Arena, a beautiful stone building with neo-classical facades

## ...still a strong pipeline to be delivered in years to come (non exhaustive)

- The group benefits from a strong pipeline over the country's main cities, with prestigious properties still to be renovated



- METZ – 18 BOULEVARD PAIXHANS
- 26 flats
- Tax incentive: Déficit Foncier
- To be delivered in Q4-2022



- LE MANS – HÔTEL DE CHANZY
- 13 flats
- Tax incentive: Déficit Foncier
- To be delivered in Q4-2023



- NANTES – LE CARREAU DES DUCS
- 42 flats
- Tax incentive: Malraux Law
- To be delivered in Q4-2023



- MONTPELLIER – L'ORANGERIE DE FONTCARRADE
- 17 flats
- Tax incentive: Déficit Foncier
- To be delivered in Q4-2023

# Our understanding of Groupe CIR

Urban Premium, the dedicated arm specialized in investment vehicles focusing on city center buildings to be renovated, integrating tax incentives and targeting private investors

## Business description

- Urban Premium, the multi-asset activity of Groupe CIR, is a Portfolio Management Company, approved by the Autorité des Marchés Financiers since June 2010, specialized in the structuring and management of real estate investment funds
- Urban Premium develops and manages a range of residential and commercial SCPIs focusing on city centre real estate investment, with tax incentives and intended for private investors
- Urban Premium focuses on Pinel, Malraux and Deficit Foncier laws to provide private investors with its comprehensive investment thesis dedicated vehicles
- Urban Premium has already closed 14 SCPIs since inception and is currently commercializing 3 vehicles:
  - Urban Vitalim 3: composition of a residential property portfolio in city centres eligible for the Loi Pinel Ancien
  - Urban Pierre 5: composition of a rental property portfolio consisting of old buildings, or parts of old buildings for residential use, located in the city centre with high need for renovation
  - Urban Coeur Commerce: composition of a residential property portfolio in city centre buildings, usually with shops at the foot of the building
- The company is committed to a policy of in-depth and sustainable assets renovation, in line with current environmental standards
- Headquartered in Paris, the company employs c.20 people

## Key facts

14

Closed vehicles since inception

6

SCPIs under management; implying a +€500m valuation

3

Ongoing commercialization

#1

French leader in tax-effective SCPIs management

## Key people



Franck Temim

- Chairman of the Supervisory Board
- 18 years of experience in the structuring and marketing of real estate assets, at the origin of the first SCPI Malraux with Société Générale



Laurent Assayag

- President
- 10 years of experience in management and administration at Cogexa



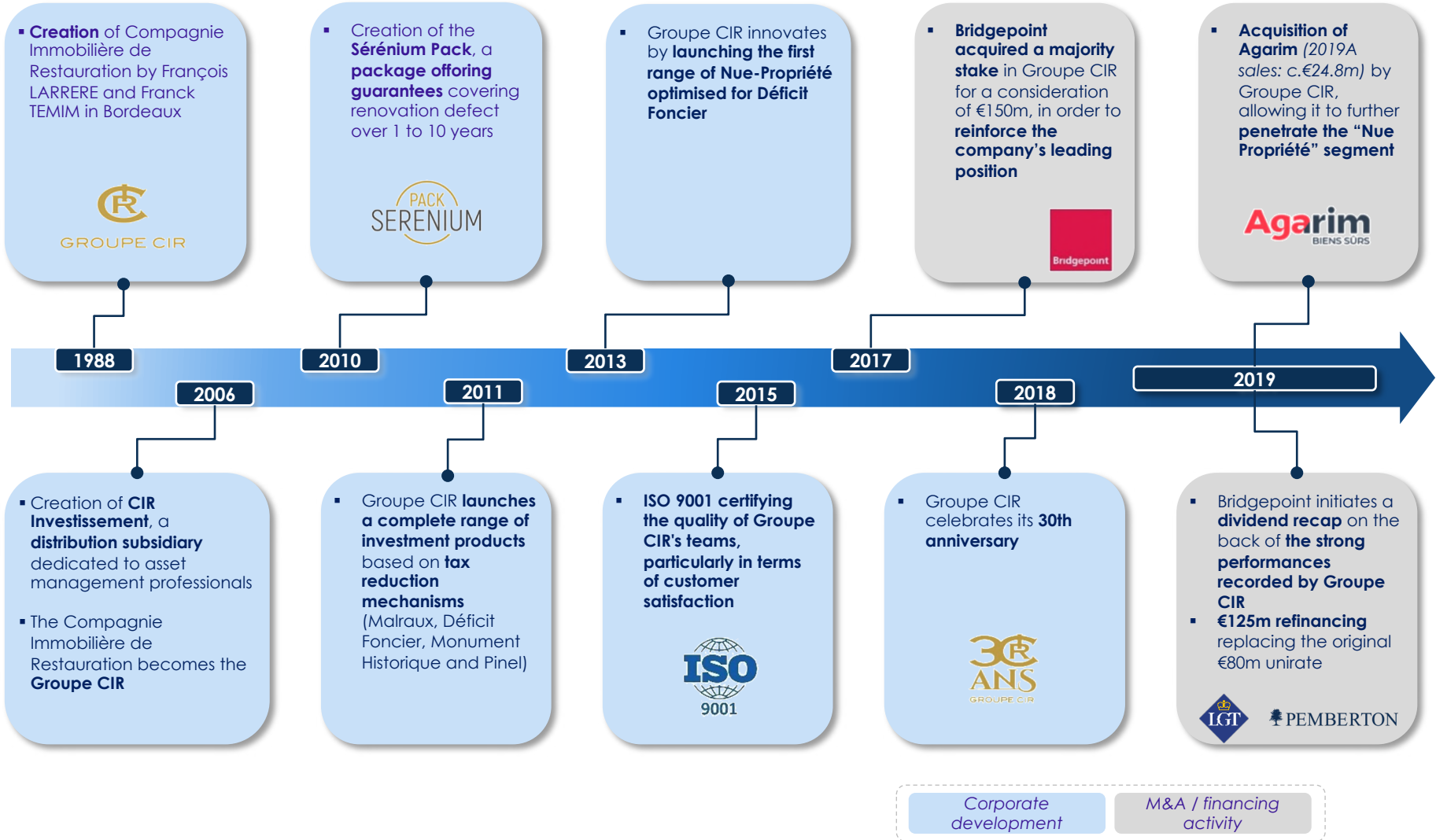
Jérémie Hazan

- Real Estate Manager
- Previously served as real estate analyst at BNP Paribas and Pelican Groupe



# Our understanding of Groupe CIR

A growth story relying on solid organic growth strengthened by the recent acquisition of Agarim

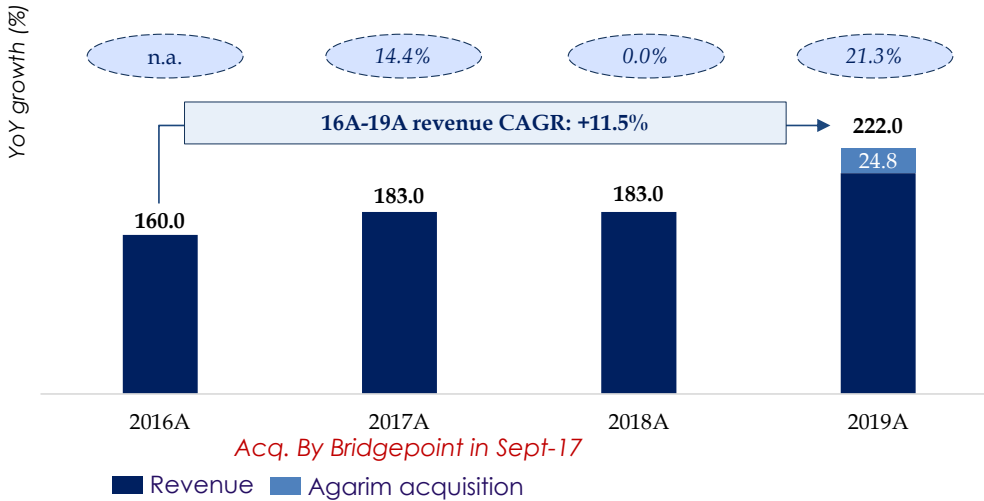




# Our understanding of Groupe CIR

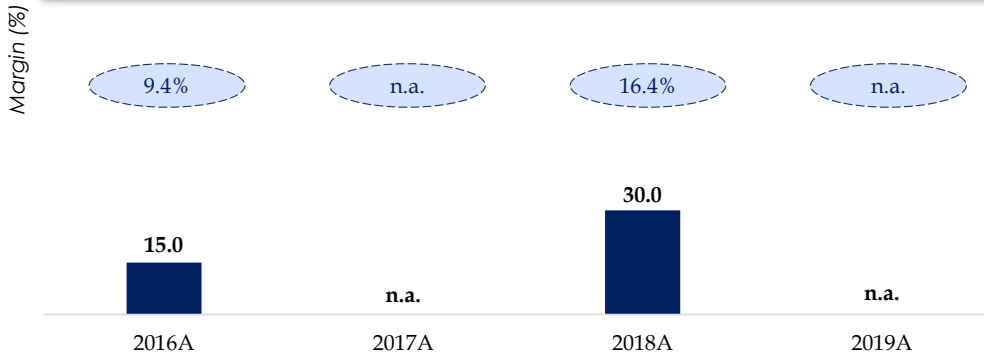
Robust double-digit topline growth combined with improved profitability

## Evolution of revenue (in €m) and related comments



- c.+12% revenue CAGR recorded over 16A-19A supported by:
  - The group's pioneer position and ability to attract investors willing to invest in tax incentivized products thanks to its comprehensive offer
  - Diversification across all tax products over the course of its development supported by the recent acquisition of Agarim (2019A sales: c.€24.8m) which allows the group to enhance its presence on the "Nue Propriété" segment
  - The group's decision to join forces with Bridgepoint in 2017 in order to accelerate its growth by relying on the experience of a major financial partner
- The strong pipeline of project yet to be delivered in major cities, will further enhance the Group's topline growth

## Evolution of EBITDA (in €m) and related comments



- Groupe CIR recorded a strong EBITDA growth since inception emphasized by:
  - Its ability to select the most promising projects in dynamic cities
  - Willingness to collaborate with a group of carefully selected partners enabling Groupe CIR to propose high value-added projects

# Our understanding of Groupe CIR

A consolidation platform in a highly fragmented market with numerous build-up opportunities

Players specialized in the acquisition, renovation and commercialization of old properties (last revenue available and main shareholders)

## Revenue < €5m



CASO PATRIMOINE

Revenue: €3.4m 2019  
Monne Family



OSMOSE  
IMMOBILIER

Revenue: €3.2m 2019  
Bastien Large & Sven Minot



Promotion Rénovation Immobilière

Revenue: €1.5m 2016  
Yani Korzylecka



CEDIF  
INGÉNIERIE IMMOBILIÈRE  
ASSEMBLEUR DE TALENTS

Revenue: €1.4m 2017  
Yves Blancard &  
Marc Amaro



FONCIERE  
de Provence

Revenue: €0.7m 2017  
n.a.

A L K A

Revenue: n.a.  
Dubois Family



ANTHRACITE  
PATRIMOINE

n.a.

## Revenue > €5m



Revenue: €150m 2016  
Benais Family



Revenue: €65m 2018  
Alexandre Pallas



Revenue: €34m 2018  
Frédéric Batlle



Revenue: €18m 2020  
Groupe Pavillon  
Prévoyance



FRANCOIS 1er  
GROUPE

Revenue: €12m 2016  
Christophe Barille



Revenue: €7.4m 2020  
Jeannot Family



Revenue: €6.5m 2019  
Florent Fraysse & Julien  
Grecet

# Our understanding of Groupe CIR

A seasoned management team ready to support the group in its next growth phase



François LARRÈRE

- Co-founder and CEO of Groupe CIR since 1988
- Minority shareholder since 2017
- At least 33 years of experience in the renovation of old buildings



Franck TEMIM

- Co-founder and Chairman of Groupe CIR since 1988
- Minority shareholder since 2017
- 18 years of experience in the structuring and marketing of real estate assets, at the origin of the first SCPI Malraux with Société Générale



Sandra LABOURGUIGNE

- Group CFO since 2017
- Former Chartered Accountant at Audit Evaluation Conseil and Chief Accounting at Roche 13 years in a financial role



Frederic KOUBI

- Associate Director of Groupe CIR since 2006
- Former Trade Marketing Manager for Fiat Auto France
- Graduated from ESG



Erwan BELLEGO

- Associate Director of Groupe CIR since 2007
- Graduated from ISC Paris

➤ François LARRÈRE and Franck TEMIM have led the group since its creation in 1988, the seasoned management team has been able to turn the company into an undisputed market leader

3

Preliminary valuation considerations

# Preliminary valuation considerations




## Overview of selected precedent transactions – Real estate developers

Date	Target	Description	Bidder	Stake	EV (€m)	EV/Sales	EV/EBITDA	Marg. (%) - FY N
Apr-21	Aegide Domitys	Residential developer specialized in seniors properties	AG2R La Mondiale	67%	375	0.94x	6.3x	15.0%
Mar-20	Groupe Panhard	Developer in logistics real estate	Andera Partners	Majority	75	3.33x	n.a.	n.a.
Sep-19	Atland Developpement	Residential property developer	Foncière Atland	100%	69	1.74x	8.7x	6.6%
Jul-19	Emerige	Residential and tertiary developer	Eurazeo Patrimoine	44%	447	0.63x	10.9x	14.5%
Jul-19	Woodeum	Low carbon property developer	Altea Cogedim	50%	100	1.00x	n.a.	n.a.
Jan-19	Urbat Promotion	Developer of new buildings in regions	Vinci Immobilier	50%	150	0.84x	8.5x	9.9%
Aug-18	BPD Marignan	Developer of new residential property in regions	Les Nouveaux Constructeurs	100%	395	0.59x	10.0x	5.9%
Oct-17	Groupe CIR	Specialist in the renovation of old buildings and real estate based asset management	Bridgepoint	Majority	150	0.94x	10.0x	9.4%
Apr-17	European Homes	Property developer specialising in grouped single-family homes and small collective housing	SGCP	55%	110	0.50x	na	n.a.
Nov-16	LNC	Developer of new housing and offices in France	Premier Investissement	9%	655	1.30x	10.6x	12.3%
Apr-16	Kaufman & Broad	One of the leaders in property development in France	Institutional investors	44%	624	0.60x	7.2x	8.3%
Feb-16	Edouard Denis	Real estate developer present on the medium and high-end market in Ile-de-France and major regional cities	Nexity	Majority	120-150	na	7.0x	n.a.
May-15	Nexity	Leader in property development in France	NewPort, Crédit Mutuel Arkéa, CA	12%	2,031	0.80x	10.0x	8.0%
May-11	European Homes	Property developer specialising in grouped single-family homes and small collective housing	EDRIP	34%	66	0.50x	5.9x	8.5%
Jul-07	Monné Decroix	Property developer mainly active in collective housing in major French cities	Crédit Agricole	70%	227	1.00x	6.0x	16.7%
Jun-07	Nexity	Leader in property development in France	Groupe Caisse d'Epargne	38%	2,519	1.40x	9.1x	15.4%
Jun-07	Piera	Property developer mainly present in Gap (Hautes-Alpes), building nearly 800 homes per year	LBO France	70%	68	1.40x	6.9x	20.3%
May-07	Kaufman & Broad	One of the leaders in property development in France	PAI Partners	50%	1,290	1.00x	7.5x	13.3%
May-07	Cogedim	Residential property developer active in the high-end segment	Altea Cogedim	100%	712	1.40x	10.1x	13.9%
Apr-07	Opéra Construction	Residential property developer with a strong presence in Alsace-Lorraine and Rhône-Alpes	Icade	69%	62	0.80x	7.5x	10.7%
Jun-06	Akerys	Residential property developer	Qualis SCA	35%	1,088	1.40x	9.9x	14.1%
<b>Mean</b>						<b>1.11x</b>	<b>8.4x</b>	<b>11.9%</b>
<b>Median</b>						<b>0.97x</b>	<b>8.6x</b>	<b>12.3%</b>




# Preliminary valuation considerations

Overview of selected precedent transactions – Real estate developers

## Valuation multiples

Company	Share Price - EUR	Market Cap - EURm	Enterprise Value - EURm	EV/sales			EV/EBITDA			P/E		
				2021A	2022E	2023E	2021A	2022E	2023E	2021A	2022E	2023E
21/07/2021												
<b>Real estate developers with presence in property renovation</b>												
Alteara 	189.60	3,283	6,283	1.88x	1.82x	1.61x	14.6x	10.9x	10.1x	34.7x	25.8x	16.9x
Nexity 	43.10	2,419	3,692	0.78x	0.75x	0.73x	6.2x	6.2x	5.8x	11.4x	11.2x	10.0x
Realites 	27.50	98	295	1.15x	0.80x	0.59x	10.8x	8.5x	5.8x	13.3x	10.0x	5.4x
Mean				1.27x	1.13x	0.97x	10.5x	8.5x	7.3x	19.8x	15.7x	10.7x
Median				1.15x	0.80x	0.73x	10.8x	8.5x	5.8x	13.3x	11.2x	10.0x

## Operating benchmarks

Company	Sales EURm	Sales growth			EBITDA Margin			Net Income margin			
		2020A	2021A	2022E	2023E	2021A	2022E	2023E	2021A	2022E	2023E
21/07/2021											
<b>Real estate developers with presence in property renovation</b>											
Alteara 	3,077	8.5%	3.3%	13.3%	12.8%	16.7%	15.9%	2.8%	3.7%	5.0%	
Nexity 	4,512	4.3%	4.3%	3.4%	12.7%	12.2%	12.5%	4.5%	4.4%	4.8%	
Realites 	205	24.6%	43.1%	36.5%	10.7%	9.5%	10.1%	2.9%	2.7%	3.7%	
Mean		12.5%	16.9%	17.8%	12.1%	12.8%	12.8%	3.4%	3.6%	4.5%	
Median		8.5%	4.3%	13.3%	12.7%	12.2%	12.5%	2.9%	3.7%	4.8%	

4

Why our bank ?



# Why our bank ?

Established reputation of our partners as trusted advisors



## Why our bank ?

[TEAMPAGE]

## Why our bank ?

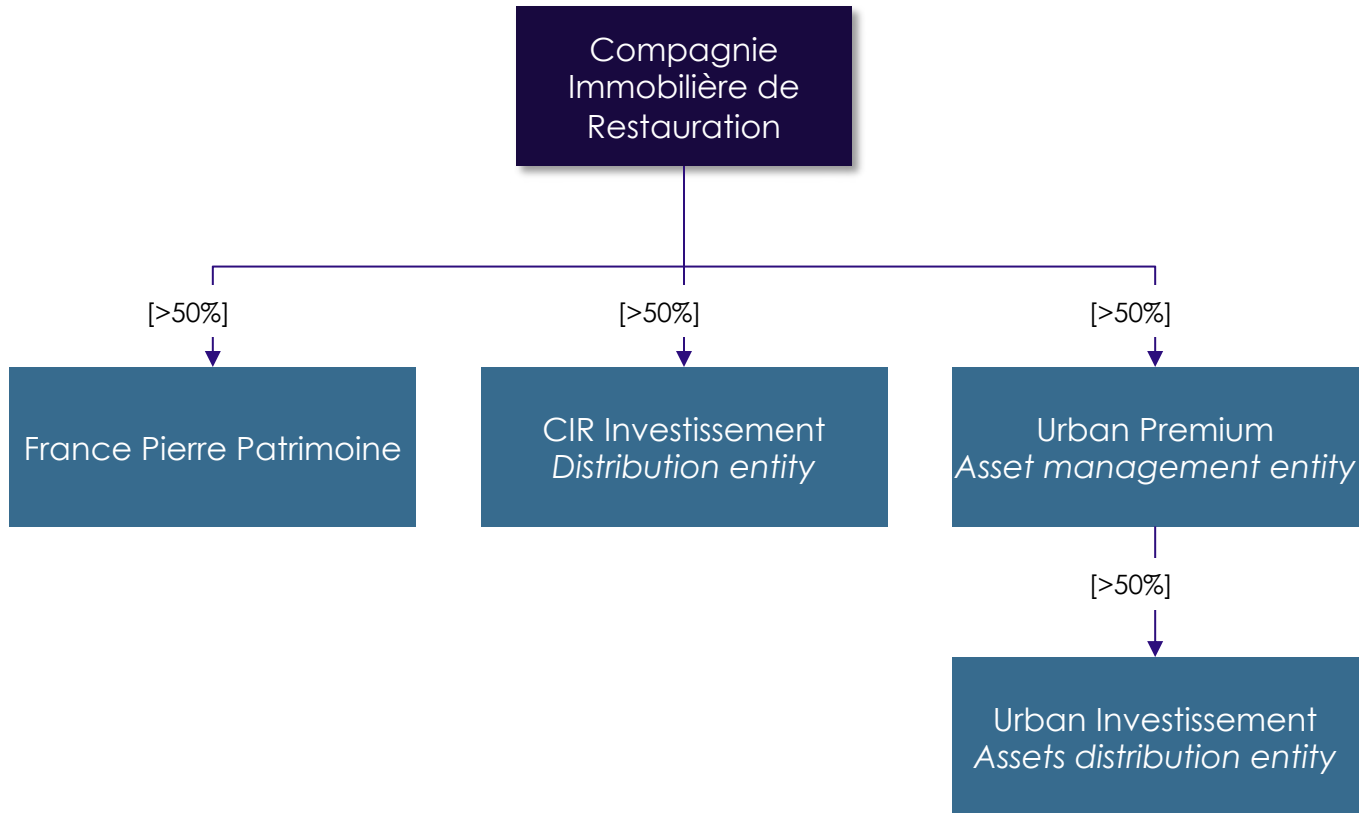
[Relevant transaction in which the bank was involved]

5

Appendices

# Why our bank ?

Groupe CIR organization chart



### **Agarim se bâtit avec un majoritaire (CFnews, 12 septembre 2019)**

Le spécialiste du démembrement de propriété créé il y a un an se rapproche du Groupe CIR, leader français de la restauration et la reconversion d'immeubles patrimoniaux en coeur de ville, en LBO avec BDC.

Deux ans après son LBO avec Bridgepoint Development Capital et quelques mois après son refinancement en juin, le Groupe CIR finalise un build-up. Le spécialiste de la rénovation de bâti ancien se lance dans le démembrement, en devenant actionnaire majoritaire d'Agarim. À cette occasion, un institutionnel entré au capital à la création de cette société il y a un an, signe sa sortie. La structuration de cette opération, tout comme sa valorisation, sont tenues secrètes. Fondée par Géraldine Tyl-Chaigne et Nayma Khellaf et réunissant cinq salariés, Agarim est spécialisée dans la structuration d'opérations en démembrement de propriété, essentiellement sur des biens immobiliers résidentiels existants au cœur des grandes agglomérations, notamment dans les zones tendues. La société, qui restera autonome et continuera de travailler sous sa marque, compte déjà à son actif plusieurs opérations actées et commercialisées avec succès, notamment à Paris. Une dizaine d'opérations sont par ailleurs en cours de commercialisation sur des immeubles patrimoniaux dans des villes recherchées telles que Neuilly-sur-Seine, Nantes, Le Perreux ou Nogent-sur-Marne.

#### Un marché porteur

En finalisant ce rapprochement, François Larrère et Franck Temim, co-fondateurs du Groupe CIR, entendent mettre en place des synergies pour « bénéficier des sous-jacents porteurs sur le marché du démembrement » et poursuivre leur croissance, avec l'objectif d'atteindre plus de 200 m€ de chiffre d'affaires dès cette année. Pour ceux qui ne sont pas familiers du montage, le démembrement permet à des bailleurs sociaux ou institutionnels, qui se portent acquéreurs de l'usufruit, de répondre à leurs exigences de développement et de gestion de leur parc en limitant leur mobilisation de fonds propres. Pour l'investisseur qui acquiert la nue-propriété, le démembrement permet de bénéficier d'une valorisation mécanique et progressive de celle-ci, tout en optimisant sa fiscalité et en laissant à la charge de l'usufruitier les travaux et le bon entretien du bien durant la durée de l'usufruit. Le Groupe CIR, qui s'impose comme le leader français de la restauration et la reconversion d'immeubles patrimoniaux en coeur de ville, pourra à l'évidence mettre son expertise immobilière au service d'Agarim, et lui faire bénéficier de son assise financière, confortée par le soutien de son actionnaire majoritaire, Bridgepoint Development Capital (lire ci-dessous). « Nous connaissons depuis longtemps le Groupe CIR et le choisir en tant qu'actionnaire majoritaire était intuitif, explique Géraldine Tyl-Chaigne. Nous allons pouvoir mettre en place de véritables synergies immobilières et travailler sur de nouveaux produits innovants. » Des axes de développement qui restent, pour l'heure, confidentiels.

**Le deuxième fonds de LGT Private Debt triple de taille (CFnews, 1 juillet 2019)**

Deux ans après avoir rejoint le suisse LGT, l'ex-European Capital finalise le closing de son deuxième véhicule à 1,35 md€, bien au-delà de l'objectif de 800 m€ et surtout trois fois plus que le premier millésime levé en 2016.

[...]

La moitié du fonds déjà investie

L'équipe, composée de plus de 35 professionnels répartis entre Londres et Paris a été particulièrement active ces derniers mois et a déjà investi plus de 50% de ce dernier fonds qui devrait compter une quarantaine de lignes. En France, LGT Private Debt a tout récemment fourni l'unitranche de Recocash dans le cadre de son LBO avec IK Small Cap, (lire ci-dessous) et s'est également illustré dans d'autres pays européens comme l'Espagne où il a financé le LBO ter du groupe agro-alimentaire Palacios. Il a aussi co-financé en juin la nouvelle dette unitranche de la Compagnie Immobilière de Restauration (CIR) dans le cadre du dividend recap orchestré par Bridgepoint Développement Capital, qui contrôle le capital du spécialiste dans la rénovation de biens immobiliers patrimoniaux (lire ci-dessous). LGT Private Debt était déjà pourvoyeur, avec Pemberton, de la première unitranche du LBO primaire scellé fin 2017 à hauteur de 80 m€. Cette fois-ci, les deux fonds de private debt ont mis en place une ligne de 125 m€.

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**BDC négocie une nouvelle unitranche pour CIR (Capital Finance, 21 juin 2019) – (1/2)**

L'investissement de Bridgepoint Development Capital dans la Compagnie Immobilière de Restauration (CIR), réalisé fin 2017, procure semble-t-il beaucoup de satisfaction au sponsor. Celui-ci vient d'orchestrer une dividend recap sur sa participation spécialisée dans la rénovation de biens immobiliers patrimoniaux situés dans des centres-villes historiques. L'opération a été soutenue par les prêteurs unitranches qui avaient livré le financement de ce LBO primaire, LGT European Capital et Pemberton.

Selon nos informations, les deux fonds de private debt ont mis en place une ligne de 125 m€ (hors capacités non-tirées), qui vient se substituer à l'unirite d'origine, dont l'ampleur totale était de l'ordre de 80 m€. L'opération, qui a donné à CIR la faculté de réviser à la baisse le coût de sa dette, aurait permis à BDC d'empocher l'équivalent de 70% de son apport initial. CIR afficherait actuellement un Ebitda de l'ordre de 30 m€, ce qui représenterait 50% de plus qu'il y a deux ans. Pour séduire les acquéreurs attirés par de l'investissement locatif haut de gamme dans des biens rénovés, le groupe bordelais peut évidemment compter sur des dispositifs tels que le « Malraux ». CIR propose entre 30 et 40 programmes chaque année, dont il assure la commercialisation avant le début des travaux via son propre « desk », auprès d'un public de CGP.



**BDC négocie une nouvelle unitranche pour CIR (*Capital Finance*, 21 juin 2019) – (2/2)**

Le girondin s'est également diversifié dans la commercialisation de SCPI d'habitation, orientés eux aussi sur les centres-villes – et qui totalisent actuellement une capitalisation de 500 m€. Ces dix dernières années, CIR a enregistré une croissance par an de 15 %. Son exercice 2019 devrait se solder sur un chiffre d'affaires de 205-210 m€.,

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**Groupe CIR rénove son capital (*CFnews*, 24 octobre 2017)**

Le spécialiste de la rénovation du bâti de 180 m€ de revenus est valorisé, selon nos informations, près de 150 m€ par Bridgepoint Development Capital.

Comme annoncé, François Larrère et Franck Temim, fondateurs du Groupe CIR (Compagnie immobilière de restauration) et d'Urban Premium, accueillent Bridgepoint Development Capital (BDC), l'activité mid-cap de Bridgepoint, en tant que majoritaire au capital du spécialiste de la rénovation du bâti ancien et de son gérant de fonds immobiliers, pour accélérer leur croissance. A l'occasion de ce LBO, les fondateurs et leur équipe dirigeante réinvestissent également significativement au côté du nouvel actionnaire. Le fonds, qui investit à travers BDC III, d'une taille d'environ 700 m€ - qui se spécialise dans les transactions comprises entre 50 et 200 m€ a mis sur la table, selon nos sources, près de 150 m€. Cet investissement s'appuie sur un financement unitranche fourni par LGT European Capital et Pemberton.

Basé à Bordeaux et réunissant plus de 80 collaborateurs, le groupe CIR vise un chiffre d'affaires de plus de 180 m€ cette année, dans la lignée de sa croissance moyenne depuis dix ans, de l'ordre de 15% par an. Leader français de la restauration et de la reconversion d'immeubles patrimoniaux en cœur de ville, le groupe est présent sur l'ensemble du territoire.

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**Le Groupe CIR reconvertit son capital (CFnews, 21 septembre 2017)**

Le leader français de la restauration et de la reconversion d'immeubles patrimoniaux en cœur de ville accélère son développement en s'adossant à Bridgepoint Development Capital, qui prend une participation majoritaire.

Selon nos informations, François Larrère et Franck Temim, fondateurs du Groupe CIR (Compagnie Immobilière de Restauration) et Bridgepoint Development Capital (BDC), l'activité smid-cap de Bridgepoint, vont s'associer afin d'accélérer le développement du leader français de la restauration et de la reconversion d'immeubles patrimoniaux en cœur de ville. L'accord signé porte sur une participation majoritaire pour l'investisseur, tandis que les fondateurs et leur équipe dirigeante réinvestiraient significativement aux côtés de Bridgepoint, tout en continuant à assurer la gestion et le développement de la société. La valorisation de l'opération, qui reste soumise aux conditions suspensives d'usage, notamment l'approbation de l'Autorité de la concurrence, est restée confidentielle. Bridgepoint Development Capital se spécialise néanmoins dans les transactions comprises entre 30 et 200 m€, avec un fonds BDC III levé en 2016 d'environ 700 m€, et plus de 1,5 md€ sous gestion (voir sa fiche annuaire).

Spécialiste de la rénovation du bâti ancien depuis plus de 30 ans, historiquement installé à Bordeaux, le Groupe CIR acquiert, rénove et commercialise près de 40 000 mètres carrés chaque année, avec toujours la même exigence de qualité. Ses opérations de réhabilitation du bâti historique s'inscrivent majoritairement dans le dispositif de la loi Malraux et du "Déficit Foncier". L'entreprise a notamment rénové des immeubles rue de la Madeleine et rue des Arènes à Nîmes, rue du Vieux Sextier à Avignon ou rue Porte Dijeaux à Bordeaux.

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**Bridgepoint grimpe à bord de la Compagnie Immobilière de Restauration (Capital Finance, 21 septembre 2017) – (1/2)**

Il y a deux mois, Mériguët-Carrère passait entre les mains d'un quatuor d'investisseurs, après un processus de vente des plus compétitifs. Aujourd'hui, c'est un autre acteur de la restauration qui s'apprête à animer la scène tricolore du LBO : Compagnie Immobilière de Restauration (CIR). Spécialisé dans la restauration et la commercialisation du bâti ancien depuis plus de 25 ans, ce groupe d'origine bordelaise va prochainement passer sous le contrôle de Bridgepoint. L'opération a fait l'objet d'une notification auprès de l'Autorité de la concurrence et concerne les cinq sociétés du groupe (France Pierre Patrimoine, la Compagnie Immobilière de Restauration, CIR Investissement, Urban Premium et Urban Investissement). Fondé en 1982 avec un profil généraliste, CIR s'est rapidement centré sur la réhabilitation de bâtiments anciens, en consacrant ses efforts sur les opérations dites « loi Malraux ».




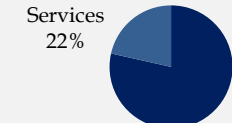
### **Bridgepoint grimpe à bord de la Compagnie Immobilière de Restauration (*Capital Finance*, 21 septembre 2017) – (2/2)**

de réduire ses impôts en fonction du montant des travaux de restaurations réalisés sur des immeubles situés sur des sites patrimoniaux. CIR est aussi actif sur les opérations réalisées dans le cadre de la loi de défiscalisation sur les monuments historiques – un outil destiné aux personnes fortunées qui cherchent à investir dans les centres-villes classés. Chaque mois, le groupe œuvre ainsi à la réhabilitation d'une demi-douzaine d'immeubles. La plupart d'entre eux sont situés dans le Sud de l'Hexagone, que ce soit à Bordeaux, Perpignan, Carcassonne ou Avignon. Il fut aussi à l'œuvre à Limay (Yvelines), dans la réhabilitation de l'Orangerie et du Château des Célestins. Dirigé par François Larrère et Franck Temim – qui réinvestissent en minoritaire –, CIR achète, rénove et revend près de 40 000 m<sup>2</sup> chaque année. L'an dernier, son chiffre d'affaires avoisinait 160 m€ pour un Ebitda de 15 m€.

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# Appendices

## Real estate developers with presence in property renovation

Company	Key Figures	Main shareholders	Description	Revenue breakdown per segment
<b>Altarea</b>  	<ul style="list-style-type: none"> <li>EV: €6.4bn</li> <li>Market cap: €3.3bn</li> <li>2020A Revenue: €3.1bn ((1.7%) vs. 2019)</li> <li>2020A EBITDA: €303.4m (9.9% margin)</li> </ul>	<ul style="list-style-type: none"> <li>Taravella Family (45.5%)</li> <li>Predica (24.7%)</li> <li>APG AM (8.3%)</li> <li>Opus Investment (1.5%)</li> </ul>	<ul style="list-style-type: none"> <li>Altarea is engaged in <b>the real estate development industry</b></li> <li>The company operates through <b>3 segments</b>:               <ul style="list-style-type: none"> <li><b>Housing</b>: it offers residential properties</li> <li><b>Corporate Real Estate</b>: it offers office buildings</li> <li><b>Trade</b>: it includes shopping centres in Europe</li> </ul> </li> </ul>	 <p>Trade 7%</p> <p>Corporate Real Estate 14%</p> <p>Housing 79%</p>
<b>Nexity</b>  	<ul style="list-style-type: none"> <li>EV: €3.5bn</li> <li>Market cap: €2.4bn</li> <li>2020A Revenue: €4.5bn (+7.4% vs. 2019)</li> <li>2020A EBITDA: €495.2m (11% margin)</li> </ul>	<ul style="list-style-type: none"> <li>Predica (6.4%)</li> <li>Wellington Mgt. (5.4%)</li> <li>Suravenir (5.3%)</li> <li>New Port (5.1%)</li> </ul>	<ul style="list-style-type: none"> <li>Nexity operates in <b>the construction, development and marketing of real estate properties</b></li> <li>The group operates through <b>2 activities</b>:               <ul style="list-style-type: none"> <li><b>Promotion</b>: Residential and Commercial Real Estate development</li> <li><b>Services</b>: Real estate services to individuals and companies and also management, operation and development of franchise networks</li> </ul> </li> </ul>	 <p>Services 22%</p> <p>Promotion 79%</p>
<b>Realites</b>  	<ul style="list-style-type: none"> <li>EV: €294.6m</li> <li>Market cap: €98.4m</li> <li>2020A Revenue: €205.3m (+24.2% vs. 2019)</li> <li>2020A EBITDA: €24.4m (11.9% margin)</li> </ul>	<ul style="list-style-type: none"> <li>Realites (2%)</li> <li>Meeschaert AM (0.8%)</li> <li>MCA Finance (0.6%)</li> <li>Claresco Finance (0.3%)</li> </ul>	<ul style="list-style-type: none"> <li>The group <b>invests, develops, and markets real-estate properties</b></li> <li>The company operates through <b>2 activities</b>:               <ul style="list-style-type: none"> <li><b>Project management</b>: Real estate development operations carried out in France, in the form of VEFA (Vente en l'Etat Futur d'achèvement) or Contrat de Promotion Immobilière</li> <li><b>Control of use</b>: Dedicated to the design and exploitation of the facilities built by the group's project management subsidiaries (students and senior's residences), sports and leisure, prevention and health</li> </ul> </li> </ul>	 <p>Control of use 7%</p> <p>Project management 93%</p>