



**INVESTOR UPDATE**  
06 DECEMBER 2022

# DISCLAIMER

Any actual financial information not specifically identified herein is not to be considered a forecast or guidance but should be considered as forward-looking statements.

This presentation contains forward-looking statements that are subject to various risks and uncertainties. Such statements are based on a number of assumptions, estimates, projections or plans that are inherently subject to significant risks, as well as uncertainties and contingencies that are subject to change.

Actual results can differ materially from those anticipated in the forward-looking statements of CORESTATE Capital Holding S.A. (the “Company”) as a result of a variety of factors, many of which are beyond the control of the Company, including those set forth from time to time in the Company’s press releases and reports and those set forth from time to time in the Company’s analyst and investor calls and discussions. The Company does not assume any obligation to update the forward-looking statements contained in this presentation.

This presentation does not constitute an offer to sell or a solicitation or offer to buy any securities of the Company, and no part of this presentation shall form the basis of or may be relied upon in connection with any offer or commitment whatsoever. This presentation is being presented solely for information purposes and is subject to change without notice.

## Glossary

€ = Euro;	(F)Y = (financial) year(s);
\$ = (US)Dollar;	H = half year(s);
% = percentage;	LTM = last twelve months;
a = actual;	M = month(s);
acc. = according;	Q = quarter(s);
adj. = adjusted;	k = thousand(s);
aggr. = aggregated;	m = million(s);
approx. = approximately;	bn = billion(s)
c(a) = circa;	
e = expected;	

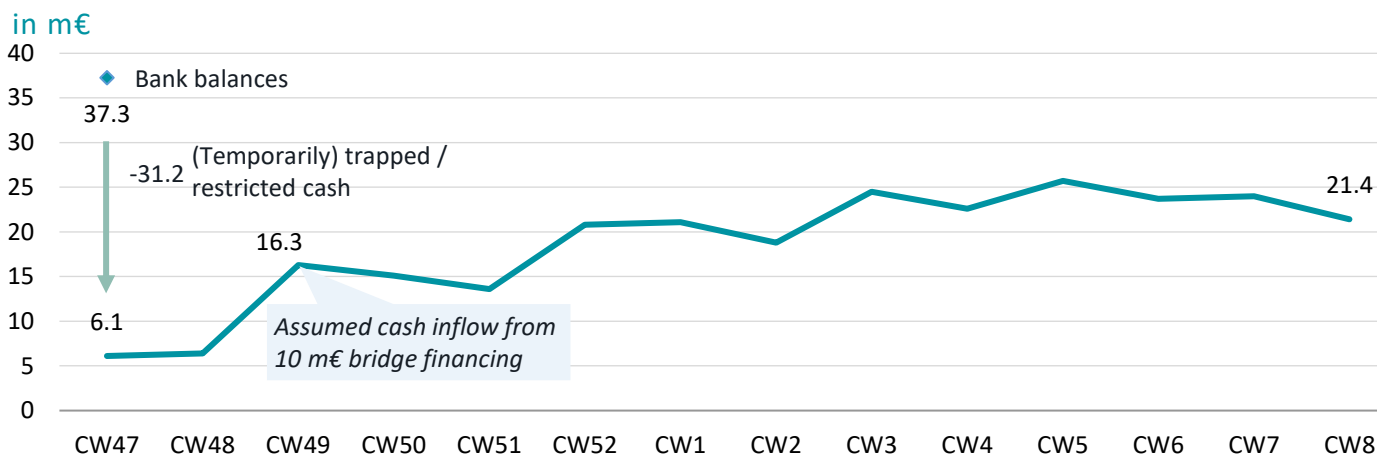
Please note that there may be rounding differences in this presentation compared to the financial report regarding the mathematically exact amounts (currency units, percentages)

# RESTRUCTURING TRANSACTION UPDATE

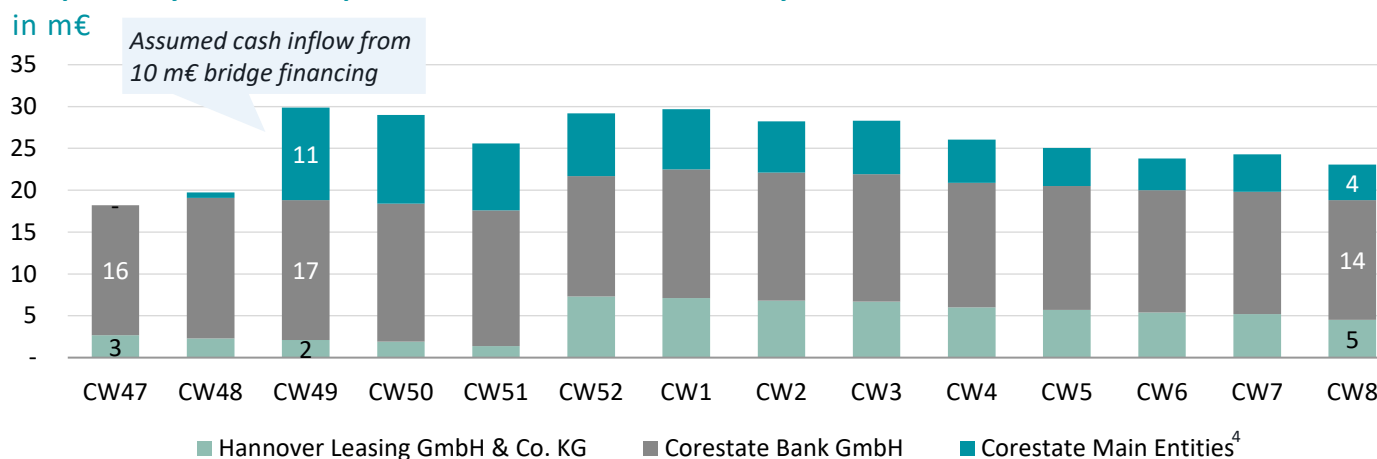
- On 28 November 2022, the creditors' meetings for the convertible bond 2022 and bond 2023 (together, the "Bonds") issued by Corestate Capital Holding S.A. ("CCHSA") adopted with 100% of the voting rights participating in the meetings the resolutions proposed by the ad hoc group of holders of the Bonds (the "Ad Hoc Group") to enable the implementation of the restructuring concept proposed by the Ad Hoc Group (the "Restructuring Concept")
- CCHSA intends to implement the Restructuring Concept which is fully supported by the Company's management board and supervisory board
- Lock-up agreements regarding the implementation of the Restructuring Concept have been entered into by CCHSA with the majorities of holders of the Bonds and shareholders as required by the noteholder resolutions and became effective on 2 December 2022
- Additionally, the following key governance changes have been implemented:
  - Addition of the position of Chief Restructuring Officer to the Management Board of CCHSA
  - Stavros Efremidis (CEO) and Ralf Struckmeyer (CIO) will leave the Management Board of CCHSA at their own request on 31 December 2022
  - Resignation of Dr. Roland Folz and Dr. Friedrich Oelrich as Supervisory Board Members of CCHSA and appointment of Dr. Nedim Cen and Dr. Sven-Marian Berneburg as new Supervisory Board Members (Dr. Cen to become Chairman and Dr. Malmendier Vice Chairman)
- Corestate has furthermore entered into a 10m€ bridge financing agreement with certain members of the Ad hoc Group

# TIGHT NEAR-TERM LIQUIDITY – BRIDGE FINANCING REQUIRED TO MAINTAIN LIQUIDITY

## 13-week direct cash flow forecast (free liquidity<sup>1</sup>)<sup>2</sup>



## Liquidity development of selected key entities<sup>2,3</sup>



- Currently tight liquidity situation, in particular in Corestate’s main entities<sup>4</sup>, reflects urgent requirement for bridge financing, which is assumed in the liquidity planning to be provided in CW49 (week commencing 5-Dec-2022) in an amount of 10 m€
- Substantial liquidity in Hannover Leasing GmbH & Co. KG and Corestate Bank GmbH is currently not assumed to be accessible for funding of Corestate’s main entities

General note: Liquidity planning should not be construed as a forecast or guidance. Corestate's actual future business plan and guidance will reflect the final outcome of the discussions, which are ongoing

<sup>1</sup> Free liquidity includes CCHSA as well as group entities where CCHSA is confident to access available liquidity (particularly Corestate Capital Group GmbH and Corestate Capital Advisors GmbH)

<sup>2</sup> Based on direct cash flow forecast as of 28-Nov-22

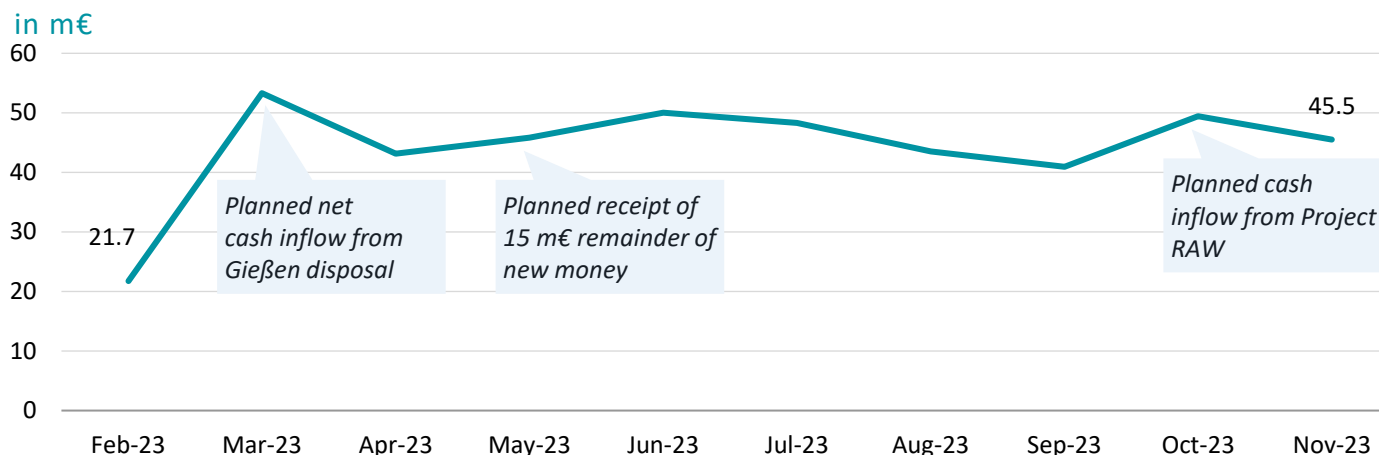
<sup>3</sup> Liquidity figures depicted exclude payables that were due as of CW47

<sup>4</sup> Includes Corestate Capital Holding S.A., Corestate Capital Group GmbH and Corestate Capital Advisors GmbH

# MONTHLY LIQUIDITY PLANNING FOR 2023 BEYOND

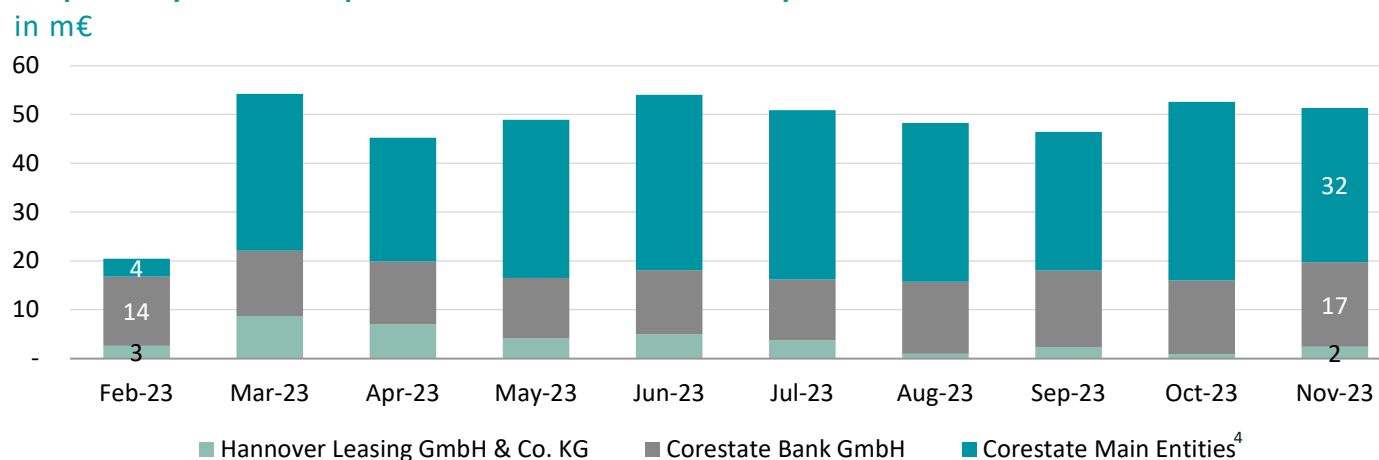
## 13-WEEK CASH FLOW FORECAST

### Monthly direct cash flow forecast (free liquidity<sup>1</sup>)<sup>2</sup>



- Provided that key cash inflows, in particular disposal of Gießen and remaining new money from bondholders (15m€), can be obtained as planned, target minimum liquidity level of 30m€ would be maintained over most of planning period in 2023
- As CCHSA would be recipient of Gießen disposal proceeds, CC Main Entities would also have comfortable liquidity situation following a successful sale

### Liquidity development of selected key entities<sup>2,3</sup>



General note: Liquidity planning should not be construed as a forecast or guidance. Corestate's actual future business plan and guidance will reflect the final outcome of the discussions, which are ongoing

<sup>1</sup> Free liquidity includes CCHSA as well as group entities where CCHSA is confident to access available liquidity (particularly Corestate Capital Group GmbH and Corestate Capital Advisors GmbH)

<sup>2</sup> Based on direct cash flow forecast as of 28-Nov-22

<sup>3</sup> Liquidity figures depicted exclude payables that were due as of CW47

<sup>4</sup> Includes Corestate Capital Holding S.A., Corestate Capital Group GmbH and Corestate Capital Advisors GmbH

# KEY POTENTIAL UPSIDES AND RISKS NOT REFLECTED IN LIQUIDITY PLANNING

## Key potential upsides

- Repayments of bridge loans / loans provided by Stratos V (fully owned by Corestate) / remaining CPFs for Stratos II
- Early settlement of receivable related to Hannover Leasing non-core activities (Flightinvest)
- Payment of open fees under Highstreet VIII fund

## Key potential risks

- Delayed sale of Gießen shopping center
- Lower cash inflows from transaction-related activities (Corestate Bank) and new business (Real Estate Equity)
- Slower than anticipated placement of Augsburg Offices
- Lower than anticipated cash receipts from other financial instruments
- Delayed payment of coupon participation fees related to Stratos IV and repayment of bridge loans
- Litigation payments relating to (potential) disputes concerning former members of the Executive Board and a comfort letter for a subsidiary
- Forward purchase warehousing assets

# KEY INFORMATION CONCERNING REQUIRED 10M€ BRIDGE FINANCING

## Key terms

- 10m€ bridge financing to be provided by certain members of the Ad hoc Committee to meet short term liquidity need
- Maturity date: 15 April 2023
- Coupon: 8.0% p.a., payable at maturity (by rolling into final super senior instruments)

## Security package

- Pledge of all shares in Gabriela HoldCo S.à r.l.
- Pledge of all shares in Bego HoldCo S.à r.l.
- Pledge of all shares in CRM Students Ltd.
- Pledge of all shares in Ginova AIF S.à r.l. (i.e. Giessen shopping center)
- Pledge of all shares in Corestate Capital Group GmbH
- Pledge of all shares in Corestate Capital France HoldCo SAS
- Pledge of all shares in HFS Helvetic Financial Services AG
- Pledge of all shares in Corestate Capital AG (to be perfected post-closing)
- Pledge of all shares in CORESTATE Bank GmbH
- Pledge of all CCHSA inter-company receivables to direct and indirect subsidiaries
- Pledge of RAW-Ost HC S.à r.l. senior bonds held

# DETAILS OF CERTAIN ELEMENTS OF SECURITY PACKAGE FOR BRIDGE FINANCING

## BEGO and GABRIELA

### Description

- Undeveloped land plots in Valencia and Pamplona in prime locations next to universities
- Building permit has already been granted for the Gabriela. For Bego, this is in final coordination with the authorities and the building permit is expected at the beginning of 2023
- Corestate intends to contribute the two plots to a new investment fund in 2023
- Planned to be developed into student dormitories with a total of 563 beds and 391 rooms expected to be opened in September 2025 and operated by Corestate owned operators CRM and Youniq

### Key figures

	BEGO	GABRIELA
Land area (k sqm)	3.8	1.2
Book value (30-Jun 22, m€)	5.4	4.5
Book value (30-Jun 22, € / sqm)	1,414	3,750

## GINOVA (Giessen)

### Description

- Development project repositioning the shopping centre “Galerie Neustädter Tor”
- Corestate holds 100% of the property since 2018 and has done extensive modernisation work
- Sales process has been started and is expected to be completed in Mar-23

### Key figures

Book value (30-Jun 22, m€)	83.4
Expected remaining capex (m€)	8.0
Expected debt at sale (m€)	40.0

## RAW

### Description

- Development project in Berlin with the intention to build a mixed-use campus
- To finance the project, the project JV entity (45% owned by Corestate) issued, among others, a 70.0m€ senior bond (51.5m€ nominal amount outstanding)
- Through the exercise of a put option from an existing investor, Corestate became the holder of 17m€ senior bonds

### Current capital structure

