Italian Development Company

A new specialist development platform in the Italian Living Sector

IDC maximises asset value for its investors by selecting and developing the best properties and ensuring that they are leased and managed to optimise sustainable revenue streams, while offering a great quality of life for residents.

Founded by a Team with an extensive track record in the acquisition, development and operation of residential, student and Co-Living accommodation, the company will act as a development platform for all partnership projects, entering into development management and asset management agreements with the individual project SPVs.

The current pipeline has largely been secured off-market, through IDCs network of contacts across the real estate investment community.

Italian Market Opportunity

Student Housing under-supply is an issue which has attracted massive public and press attention.

Modern PBSAs offer beds for only 4% of the total student pool in Italy.
PBSA developments will, at best, provide only 18-26% of off-site students with accommodation by 2027 in major cities (CBRE).

Rents have increased by c.20% since Covid in most major cities.
Limited supply combined with strong core investor demand in the sector has led to sustained values of prime stock.

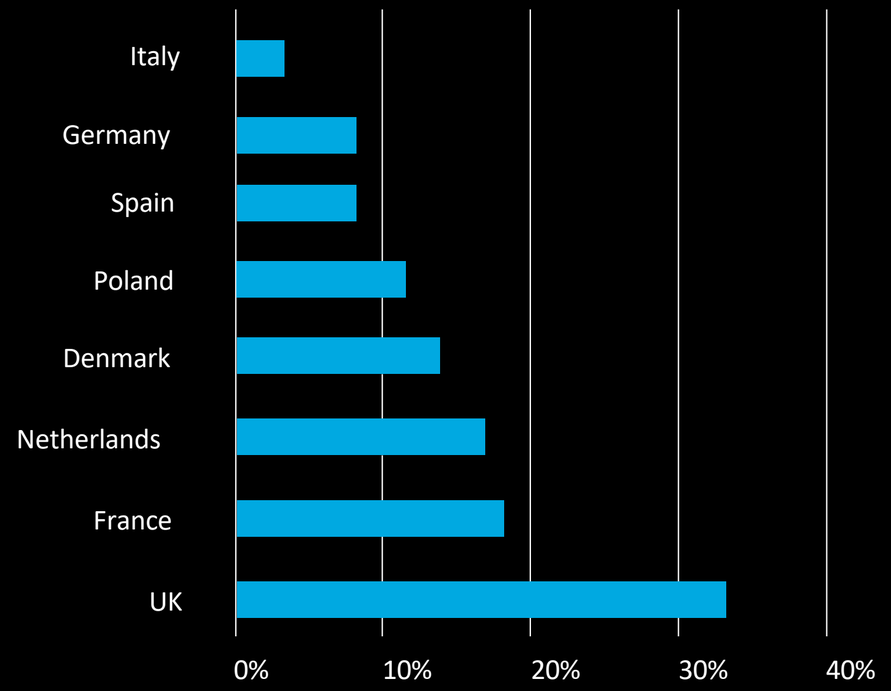
IDC is originating and studying developments in all of these Core Locations in Northern and Central Italy: Milan, Rome, Bologna, Turin, Florence, Venice, Padova, Verona, Ferrara, Genoa and Pisa.



Italy – The most undersupplied major European PBSA Market

EUROPERAN PROVISION RATE*

*Total number of beds divided by the total number of univeristy students



Student numbers in Italy continue to rise with total enrolment exceeding 1.8m and a CAGR of 4.0%.
Mobile and international student numbers are rising even faster at 4.3% per year.

Italy has the lowest PBSA provision rateoutofallmajorEuropeaneconomies with 4% of students having access to PBSA.

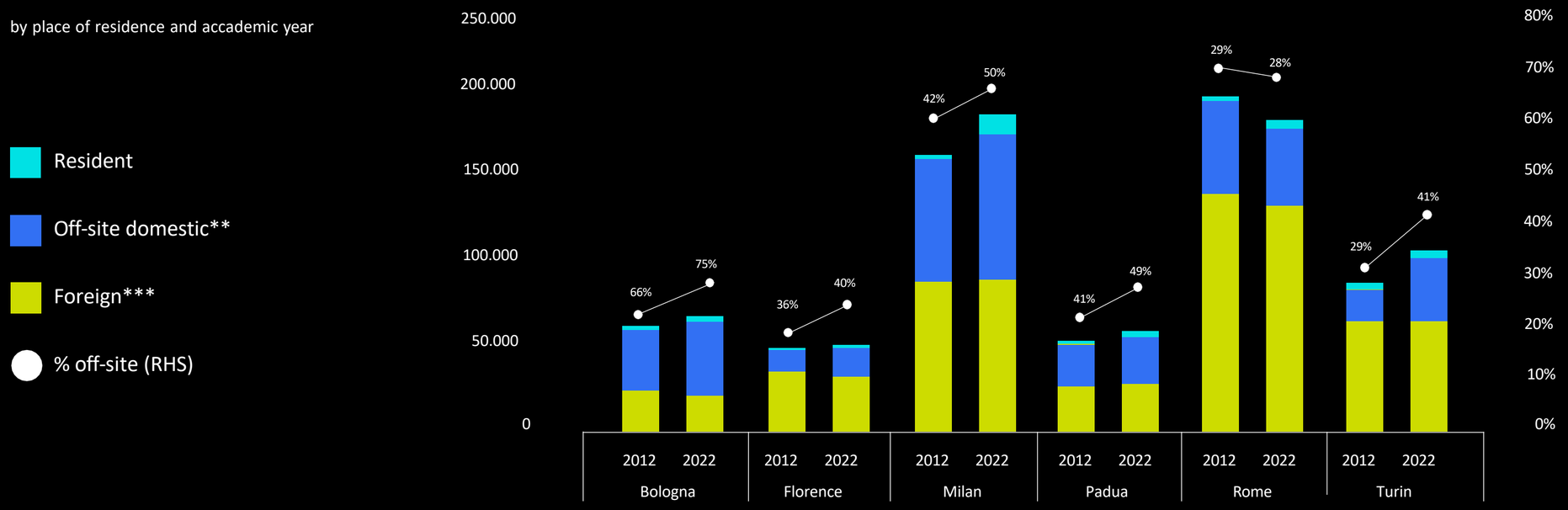
While this number is growing to 7% with the current pipeline, there is still calculated to be significant under-supply in all major cities, with Milan, Turin, Bologna and Rome leading the way.

Savills Italian Student Housing Market Overview (July 2022

Increasing Off-Site Student Populations

STUDENT POPULATION IN MAJOR ITALIAN UNIVERSITY CITIES*

by place of residence and accademic year

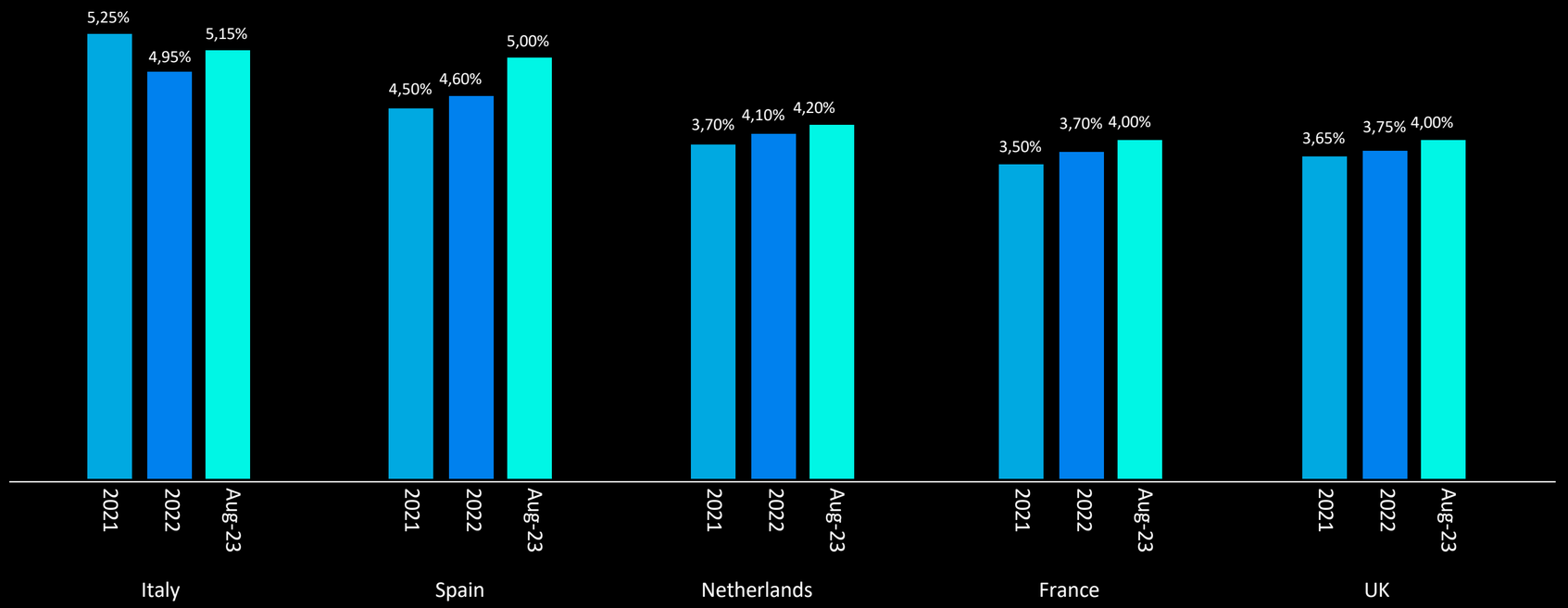


*CBRE Research (September 2023)

The major Italian Universities are increasingly attracting foreign students and a growing share of their students can be deemed ‘off-site’ as they originate from outside the region where the university is located (in addition: 50% of the students from the same region but outside the province where the university is situated have been deemed off-site for the purposes of the adjacent graph).

Strong Investor Appetite in the Living Sector

EUROPEAN COMPARISON, PBSA NET INITIAL PRIME YIELDS



Recent interest rate rises have led to an increase in yields over the last 12-24 months.

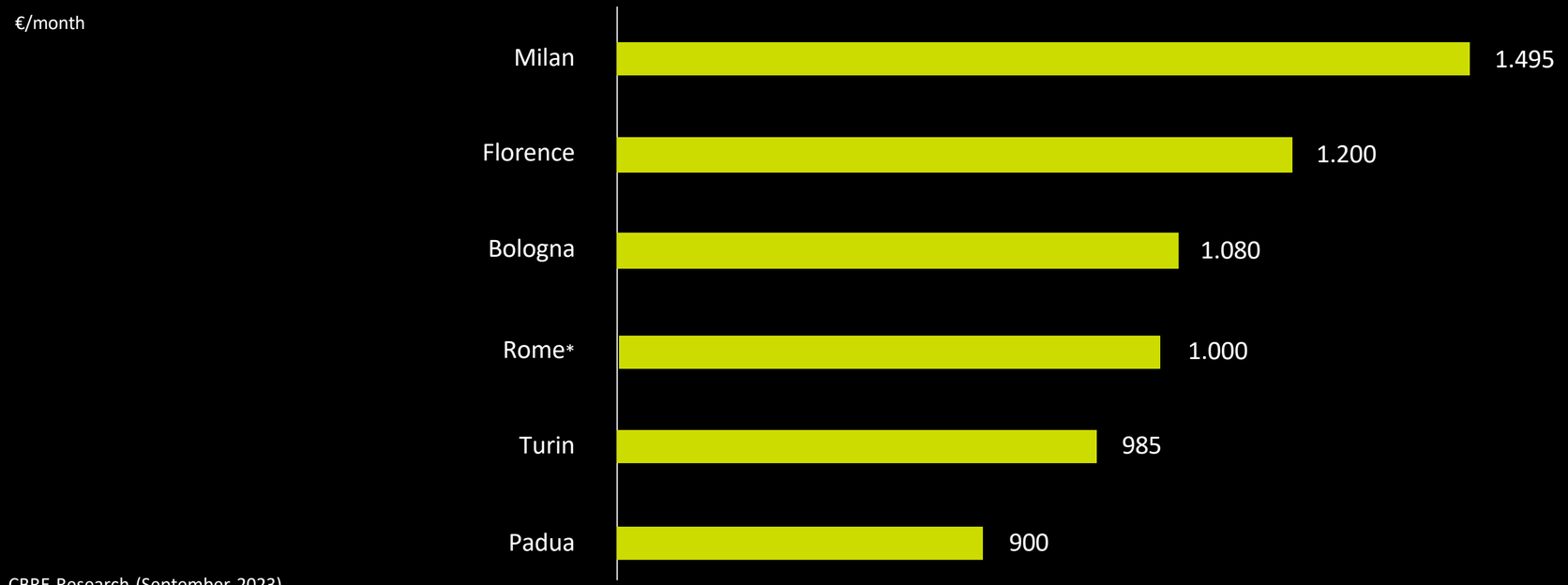
CBRE (September 2023) predicts investment yields for prime PBSA at 5.15% having increased by 25 BP over the preceding 12 months.
They predict that yield growth is expected to peak by mid-2024.

It should be noted that the student housing is demonstrating robust rental growth this year to cover increasing energy prices making it more resilient than other sectors.

CBRE Research (September 2023)

Rapidly growing rents

ITALY, PBSA PRIME RENTS*



CBRE Research (September 2023)

PBSA rentals are growing rapidly and take up remains very healthy across higher quality stock, with occupancy at 100% in all cities.

Milan is now achieving €1,500 per month for studios while all pri- me markets are now in excess of €800 per month for a studio unit.

Rents can be enhanced by sum- mer tourism rental, particularly in cities such as Bologna, Florence and Verona. This leads to a leasing philosophy which utilises vacancy in buildings for July and August.

Investment Transactions

The Italian PBSA market has experienced an influx of international investors and managers over the last 5 years and a number of institutional-grade assets have been delivered or are under development in the principal university cities.

Modern purpose-built student accommodation remains the exception, however, in most markets. Several completed projects have already been sold and have experienced strong interest from core investors. Examples of sales or ongoing disposals include:

DEVELOPER / INVESTOR	MANAGER	LOCATION	OPEN	ROOM	EXIT POINT	YIELD	BUYER
Hines / Blu Noble	Aparto	Milano Giovenale	2022	600	Post Completion	3.75%	CBGI
Stonehill / M&G	CRM / Beyoo	Torino, Via Cesena	2022	576	Forward	5.00%	Patrizia
IGS / Incus Capital	Campus X	Milano, Bicocca	2023	448	Forward	5.00%	Colliers Global Inverstor
Domatia	Portfolio	2x buildings Florence	2023	330	Marketed	4.75%	TBC

The hospitality market has also seen increasing activity over recent months with a handful of transactions that are rumoured to be in the range of 4.5%-5.5% on NOI.

N.B. It should be noted that a Habyt-leased building in Berlin (Waterfront) was recently sold in 2023 to DWS at a yield of 4.25%

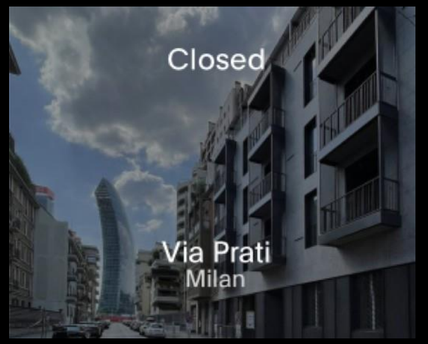
Italian Development Company: Leonardo Bongiorno: CEO & Sponsor













Leonardo Bongiorno,
an ultra-high-net-worth-individual with a decade of experience in asset use and conversion.

Invests own capital through family office and/or promotes club deals with equity partners

As of today:
→c.a. 20k sqm of prime residential invested, developed and traded
→3 active projects
→7 successfully closed projects
→Geographic focus: Milan

Institutional – Grade Team

INDIVIDUALS	ROLE/ EXPERTISE	QUALIFICATIONS	RELEVANT EXPERIENCE
Leonardo Bongiorno	Investment & Development	MBA	Acquierd, financed and developed various residential real estate investments in Milan totalling 20,000sqm. Manages portfolio of family investments.
Marco Pambieri	Investment & Development	MBA	30 years of experience in real estate developments in Milan with his company Gruppo San Marco.
Maurizio Scazzina	Real Estate and Finance	DOTT. COMMERCIALISTA	More than 30 years of practice in advisory for financial, strategic and accounting matters. Runs a studio of 30+ practicioners, based in Milan, with clients ranking between most prominent Corporations, SGR, Developers and Family Offices
Luca Maniglio	Acquisition & Development	MBA	Strong experience in Retail Industry. Extensive track record in Real Estate, having been involved in transactions in excess of 1,5 BN€ and developed/managed more than 700k sqm of Commercial Assets.
James Hoddell	Development	MA/RICS	Acquisition, Development and Exit from Retail Real Estate projects in Italy with McArthur Glen, ING and Axa.
Alessandro Urbani	Market Specialist & Design Specification	START-UP ENTREPENEUR	Co-Founder of a Co-Living Company (Roomie) with >1,000 rooms refurbished and managed prior to sale to Habyt in 2022.
Filippo Ronfa	Market Specialist & Design Specification	MASTER IN FINANCE	Co-Founder of a Co-Living Company (Roomie) with c.1,000 rooms refurbished and managed prior to sale to Habyt in 2022.
Giuseppe de Pascale	Projects Director	ENGINEER	Technical Project Management of large number of hospitality and residential projects throughout Italy.

Institutional – Grade Team

CONSULTANTS

Theop, Arcadis, Colliers or GDP Service	Project Managers and ESG/LEEDS/GRESB Consultants	Relationships with Theop, Colliers, Arcadis and GDP which can be activated for full PM, value engineering, procurement and su- contractors' tendering and monitoring - subject to scale and comfort requirements of co-investors and banks.
Dils	Commercial DD and Fairness opinion	Most prominent real estate brokerage practice with extensive know how of the Italian market and relations with capital markets and institutional sta-keholders.
De Pascale & Associati	Fully integrated Engineering Studio	Engineering studio for design and planning of structural, energy and civil engineering.
Studio Nasini	PBSA Interior Design and FF&E Architect	Founder and owner of most experienced PBSA architectural practice in Italy with completed project at Via Frigia (700 beds for Collegiate) and ongoing schemes at Via Breda and Via Bellagio (both also in Milan).
Belvedere	Real Estate Lawyer	Milan's pre-eminent real estate legal practice with specific skills in PBSA planning and convenzioni urbanistiche.
Fairwise, FGA Lex	Civil and Business Law	Legal practices with experience in M&A and structured finance.
Baker & McKenzie, Studio Scazzina	Fiscal and Admin	Fiscal and Admin compliance and expertise in planning and set up of institutional grade investment vehicles

Fondazione Mike Bongiorno

The charitable Fondazione Mike Bongiorno promotes and support social policies in favor of young adults and students. It has awarded numerous grants in collaboration with prestigious Italian universities to support families and students in paying education tuition fees.

The Foundation will reward some of the most needing and deserving students with free accomodation within the sponsored sites.



"Encouraging the merit and passion of young students by providing college scholarships"

"The Foundation has funded scholarships with more than 50,000€"

"A concrete testimony to stimulate merit and competence"

FONDAZIONE | MIKE BONGIORNO

02

INDUSTRIAL STRATEGIC PARTNER HABYT

Habyt a new Global Force in the Living Sector



30.000
UNITS IN 2023

15
GLOBAL MARKETS

50+
LIVE CITIES

95%
OCCUPANCY

10+ YEARS OF EXPERIENCE

300+ EMPLOYEES

16K SIGNED ROOMS IN PIPELINE

HABYT

Habyt is the largest flexible living operator worldwide

We are able to support the ambition of innovative real estate developers through our three established product types.

CO-LIVING

Private rooms in shared apartment with very high density to maximise your yield while providing an affordable, fun product for your tenants.

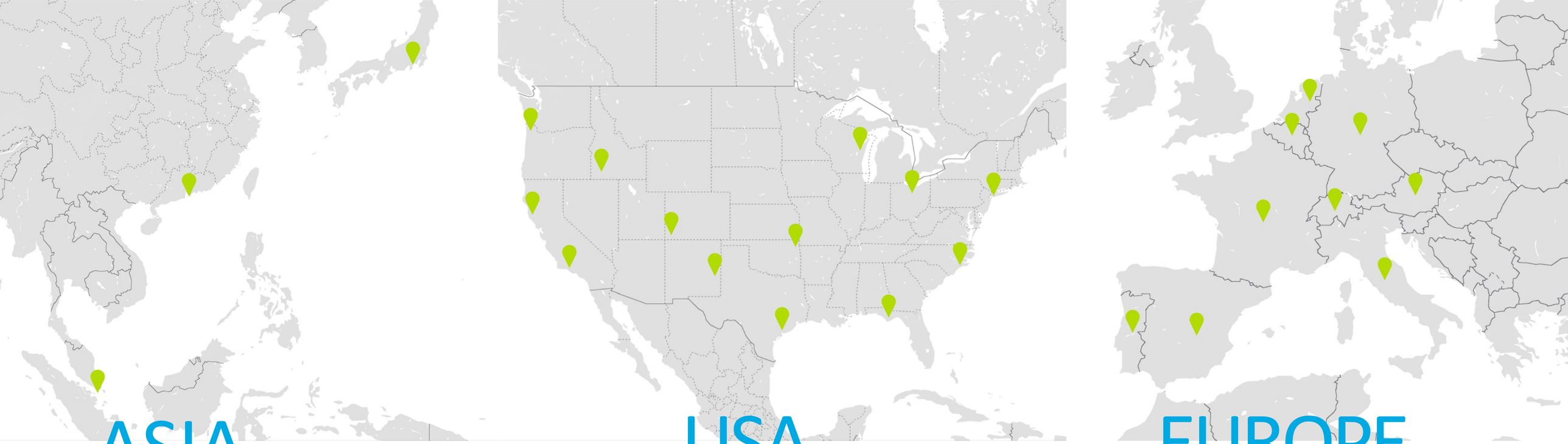
HOMES

Habyt is able to configure your building with small studios and traditional apartment in case you want to mix the unit type in your property.

HOTELS

We have the ability to manage your mixed use buildings by adding a short term rental offering.

HABYT



ASIA

JAPAN
HONGKONG
SINGAPORE

USA

LOS ANGELES
NEW YORK
SAN FRANCISCO
WASHINGTON
CHICAGO
MIAMI
DALLAS
TORONTO
+ MORE

EUROPE

GERMANY
NETHERLANDS
FRANCE
AUSTRIA
SWITZERLAND
ITALY
SPAIN
PORTUGAL
BELGIUM


Habyt
High Quality Product
Design and Delivery
HABYT

ESG and Habyt

Habyt believes that as a company, we have a responsibility to make a positive impact on the environment and society. That's why we strive to integrate sustainable and socially responsible practices into everything we do.

→ All Projects will be certified to a minimum of LEED Gold
→ Pursuing GRESB certification across the portfolio
→ Habyt, our operating partner, is extremely focused on environmental responsibility

E

We are committed to minimizing our environmental footprint by reducing energy consumption,using renewable energy sources, and implementing green initiatives in all of our properties. Our goal is to make our coliving spaces as environmentally sustainable ad possible.

S

Recognizing that co-living is not just about providing a space to live, but also creating a sense of community and fostering social connections. We are dedicated to promoting diversity, equity and inclusion within our properties, as well as supporting local communities through various social initiatives.

G

We adhere to high ethical standards and transparency in all our business practices. Our governance policies ensure that we operate in a responsible and accountable manner, with the best interests of our residents, employees and stakeholders in mind.

Experience in Hybrid Asset Management

Following the acquisition of Hamlet, the largest Asian operator of flexible stays in the market, Habyt have incorporated all the technology and know-how of hybrid asset management where possible.

To do so, Habyt creates specific seasonality strategies for each Asset that allow it to maximize and prepare according to the sources of demand surges for each of the different types of stays.

Building on our pioneering position in flex-stay technology, Habyt offers the possibility of booking a stay in less than a day and the ability to quickly change a unit in a Co-living Activity to a Hotel.

Habyt has the possibility of managing flats with more than one complete room or by rooms, which increases the type of tenant and allows for an increase in occupancy.

Our contracts for average stays in the Co-living activity are renewed month by month in order to give the greatest flexibility to our tenants.

In addition, Habyt has experience in the management of commercial premises and extra-hotel services, which provides the tenant with the service of a 5-star hotel as well as a sense of home and community.

HABYT

04 DEVELOPMENT AND INVESTMENT STRATEGY

Investment strategy summary

→ Identify and secure assets, off-market where possible, at the most competitive prices

→ Target assets with a minimum potential of 200 beds unless special opportunities occur in key cities

→ Secure planning consents to guarantee PBSA/Co-Living use before committing material risk capital

→ Lease and open building within 24-30 months

→ Obtain senior debt offers to maximise equity returns

→ Aggregate assets to create a €300-500m portfolio for exit to core investor

Investment and development process

→ Today the pipeline has been acquired or secured/signed through exclusivity deals/Binding Offers by a series of companies connected to the Bongiorno Group

→ All the projects have undergone feasibility and pre-development work. Some are already at permitting stage and some are already in the construction tender phase

→ All the projects have signed a pre-let agreement with the future manager/tenant crystalizing key economic terms and design/layout specifications to be fulfilled

→ Once plannig use has been secured and debt offer received, capital will be called to proceed with the acquisiston of land/plots/buildings and to cover those expenses that are not supported by senior and junior debt facilities

→ Development and Project Management will be carried out by IDC and its consultancy team on a turn-key basis, with the building handed over to the manager (HABYT) once it is ready to be opened to the public

→ Once the cash flows from the tenant are stabilized the building (or the whole portfolio) will be commercialized by capitalizing the Net Operating Income (NOI) at an appropriate market yield.

05

SEED PROJECTS PIPELINE

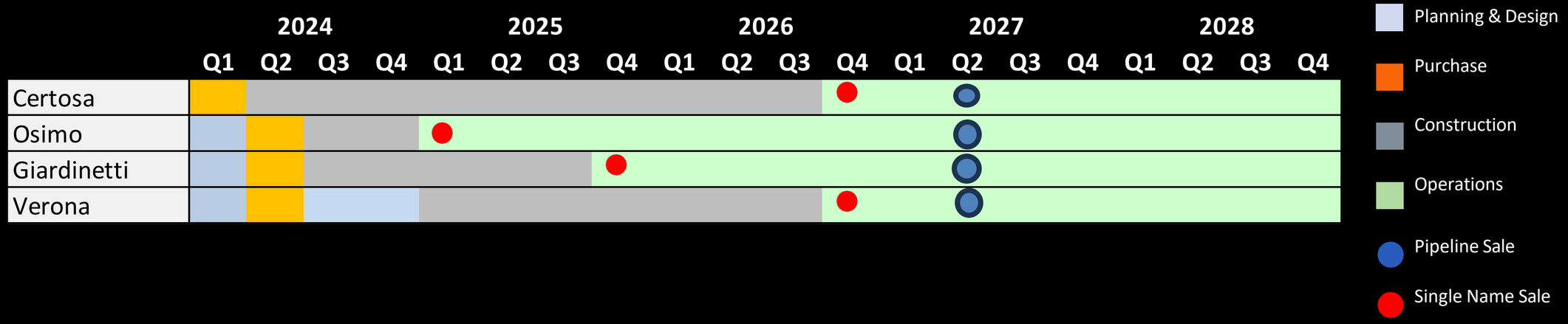
MILANO - Viale Certosa 210
ROMA - Viale Carlo Santarelli 96
VERONA - Adige Docks
MILANO - Via Osimo 10

Investment Pipeline

PHASE 1 PIPELINE – SECURED SITES

PROJECT	CITY	PROJECT TYPE	N. ROOMS	N. BEDS	TARGET EXIT DATE
Adige Docks	Verona	New Build	510	652	Q2 2027
Certosa	Milan	Refurb	356	481*	Q2 2027
Giardinetti	Rome	Refurb	205	252	Q2 2027
Osimo	Milan	Refurb	91	182	Q2 2027
Total			1,161	1,567	

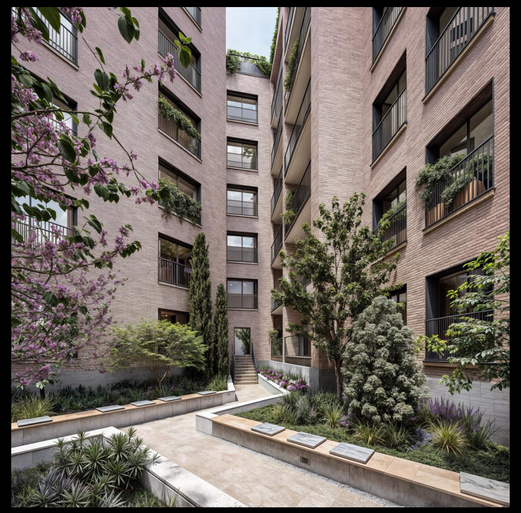
* Assumes 2 bed spaces for each apartment at Certosa



Project Certosa – Milan (PBSA & Co-Living)

ASSET

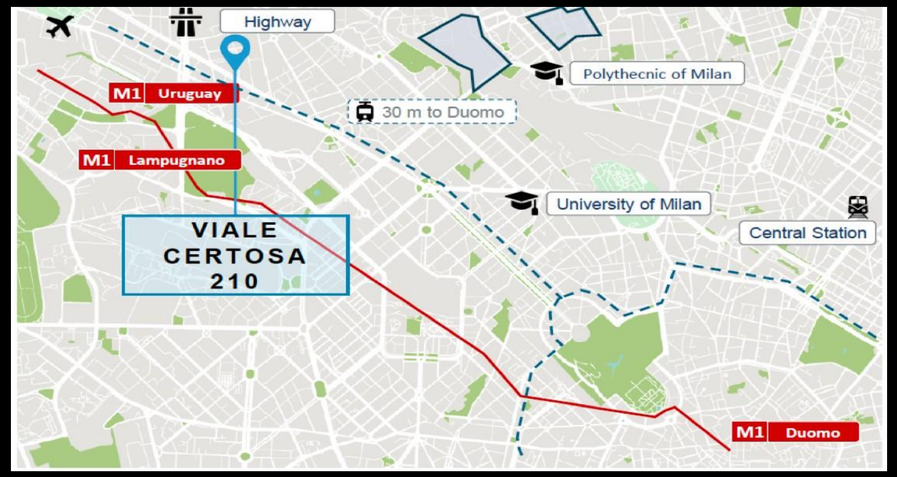




KEY FACTS

USE	Mixed PBSA/ Co-Living
# OF UNITS	236 rooms 120 aptmts
GLA	10.461 SQM
TIME TO MARKET	14 months 26 months

ACCESSIBILITY



PROJECT UPDATE

→Acquired on 21st December 2023
→Term sheet signed with Habyt
→Preliminary lease agreement to be signed June 2024
→SCIA submitted to Comune for PBSA block
→Designs being prepared for Co-Living Block
→ Strip out started February and tendering process for the construction on-going
→ Terms agreed for project level senior debt

Project Giardinetti – Rome (PBSA & Co-Living)

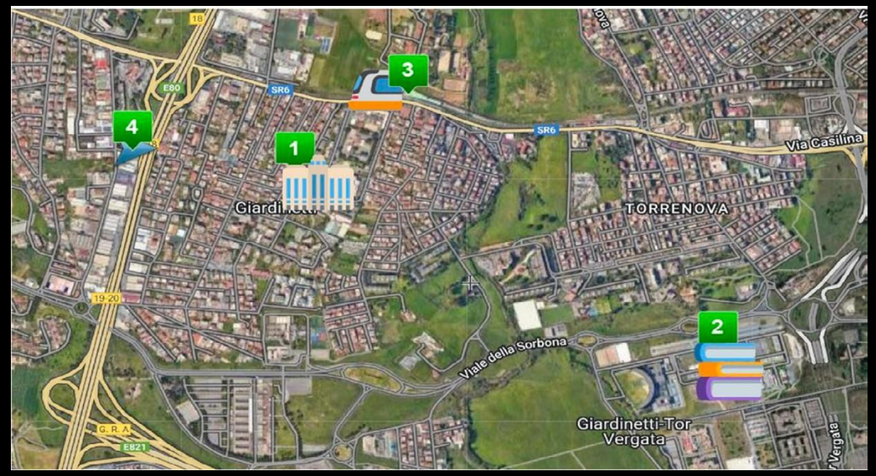
ASSET



KEY FACTS

USE	Co-Living
# OF UNITS	205
GLA	10.250 SQM
TIME TO MARKET	14 months

ACCESSIBILITY



PROJECT UPDATE

→BO Signed, PSPA 30th of January 2024
→ Completion of acquisition expected June 2024
→Planning phase has started. Only architectural approval required as authorization falls within permitted use
→Terms agreed with Habyt while discussions on-going with university over lease of ‘aule’ on the ground floor
→Fit-out works designed and cost-engineered
→ Terms agreed for project level senior debt

Project Adige Docks – Verona (PBSA & Hotel)

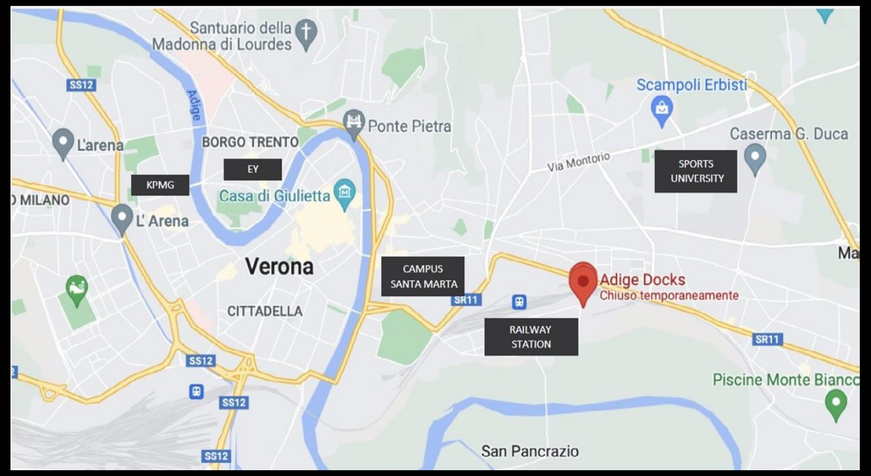
ASSET



KEY FACTS

USE	Mixed PBSA/ Hotel
# OF UNITS	510/652
GLA	14.500 SQM
TIME TO MARKET	30 months

ACCESSIBILITY



PROJECT UPDATE

→ Offer accepted for purchase of credit after developer ran into difficulties

→ Discussions progressing with the Municipality regarding the separation of the living compartment from the sports centre for the purposes of the convenzione urbanistica.

→Options being considered for a scaled-down development of the Sport Centre to speed up the start of the Living development

→Assumed delay to Q1 25 before construction start.

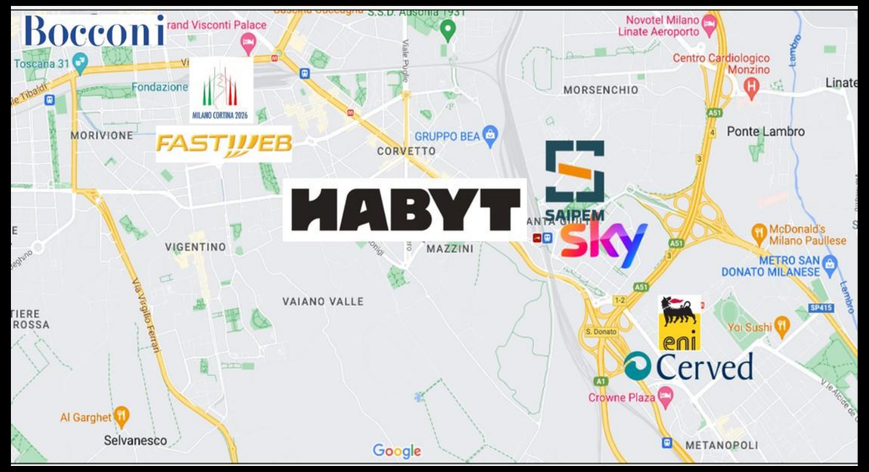
→Terms Sheet with Habyt signed.

Project Corvetto – Milan (Hotel)

ASSET



ACCESSIBILITY



KEY FACTS

USE	Hotel
# OF UNITS	91
GLA	4,437 SQM
TIME TO MARKET	12 months

PROJECT UPDATE

→ Property acquired in May.
→ Re-fit works have been designed and priced. Works expected to start in June 24
→ Lease terms agreed with Habyt for long-term lease agreement
→ Signing of senior debt and project level mezz facility

06

INVESTMENT FINANCIALS

Investment Financial Assumptions

→ Assumes acquisition and development of a preliminary portfolio of 4 projects with a total of 1,446 beds

→ Habyt to conclude long term lease contracts with each of the stage 1 assets with appropriate guarantees provided

→ The developer is flexible with regards exit. While the business plan intention is to develop and sell the projects as a portfolio post-completion and stabilisation, offers will also be considered for forward purchase either of individual assets or of the entire portolfio.

→ Single assets could be officially transferred in a window where the following CPs have been satisfied:

- The completion of the development,
- The handover to tenant and
- The payment of the first rents cashflows from the tenant.

→ A preliminary sale and purchase agreement could be reached to lock in the transaction price against the payment of a deposit

→ If a portfolio sale is reached the transaction window could be in 2027/2028

Portfolio Lease & Income Summary

Project	City	Number of rooms	Starting rent /room	Lease Contract Term	Starting rent (2024)	Rent free / Ramp up	Escalation	Signing Preliminary Lease	Handover
Certosa PBSA	Milan	236	7,881	12 + 6	1,860,000	yr1 50%/ yr2 25%	ISTAT less 1.5% pre handover then ISTAT	Jun-24	Jul-25
Certosa Co-Living		120	13,167	12 + 6	1,580,000	yr1 50%/ yr2 25%	ISTAT less 1.5% pre handover then ISTAT	Jun-24	Jul-26
Via Osimo	Milan	91	12,637	9 + 9	1,150,000	6 months	ISTAT after handover	Oct-23	Mar-25
Giardinetti	Rome	205	5,659	9 + 9	1,160,000	yr1 50%/ yr2&3 12.5%	ISTAT less 1.5% pre handover then ISTAT	Jun-24	Jul-25
		ancillary space		various	471,528	n/a	ISTAT 100%	n/a	Mar-25
Adige Docks	Verona	509	7,269	12 + 6	3,700,000	yr1 50%/ yr2&3 12.5%	ISTAT less 1.5% pre handover then ISTAT	Jan-25	Jul-26
Total		**1,161**			**9,921,528**				

Portfolio Gross Income Calculations

	Academic Year from August	2023/24	2024/25	2025/6	2026/7	2027/8	2028/9	2028/29
	Assumed ISTAT	3.00%	3.00%	3.00%	3.00%	3.00%	3.00%	3.00%
Certosa PBSA	Full rent			1,902,059	1,959,121	2,017,894	2,078,431	2,140,784
	Ramp up discount			-951,030	-489,780			
Certosa Co-Living	Full rent				1,688,794	1,739,458	1,791,642	1,845,391
	Ramp up discount				-844,397	-434,864		
Osimo	Full rent		575,000	1,167,250	1,202,268	1,238,336	1,275,486	1,313,750
	Ramp up discount		-575,000					
Giardinetti - Habyt	Rent Payable			1,186,231	1,221,817	1,258,472	1,296,226	1,335,113
	Ramp up discount			-593,115	-152,727	-157,309		
Giardinetti - Commercial	Rent Payable		235,764	478,601	492,959	507,748	522,980	538,670
Verona	Full Rent				3,954,770	4,073,413	4,195,615	4,321,484
	Ramp up discount				-1,977,385	-509,177	-524,452	
	Total Rent Payable (GOI)		235,764	3,189,996	7,055,439	9,733,970	10,635,928	11,495,192
	Total Rent (excluding discounts)		**810,764**	**4,734,140**	**10,519,729**	**10,835,321**	**11,160,380**	**11,495,192**

Non Recoverable Landlord Costs & Portfolio NOI

		2024/25	2025/6	2026/7	2027/8	2028/9	2028/29
Total Rent (excluding discounts)		**810,764**	**4,734,140**	**10,519,729**	**10,835,321**	**11,160,380**	**11,495,192**
Certosa			-139,510	-238,240	-245,387	-252,748	-260,331
Osimo		-72,875	-77,936	-80,274	-82,683	-85,163	-87,718
Giardinetti			-220,931	-227,559	-234,386	-241,417	-248,660
Verona			-220,000	-246,374	-253,765	-261,378	-269,219
Total Landlord Costs		**-72,875**	**-658,378**	**-792,447**	**-816,220**	**-840,707**	**-865,928**
Total NOI		**737,889**	**4,075,763**	**9,727,282**	**10,019,100**	**10,319,673**	**10,629,264**

Assumes the following:
- IMU estimates based on projected rendita catastale
- Building insurance based on preliminary estimates
- Lease registration tax is calculated on 0.5% of rent payable
- Excludes Ramp-Up discounts

Project & Portfolio Values

@ 5%

Portfolio Values (Based on NOI)	Exit Yield	2025/6	2026/7	2027/8	2028/9	2028/29
Certosa	5.00%	35,250,975	68,193,506	70,239,311	72,346,491	74,516,886
Osimo	5.00%	21,786,275	22,439,863	23,113,059	23,806,451	24,520,644
Giardinetti	5.00%	28,878,005	29,744,346	30,636,676	31,555,776	32,502,449
Verona	5.00%		74,167,923	76,392,960	78,684,749	81,045,291
Portfolio Value		**85,915,255**	**194,545,638**	**200,382,007**	**206,393,467**	**212,585,271**

@ 5.5%

Portfolio Values (Based on NOI)	Exit Yield	2025/6	2026/7	2027/8	2028/9	2028/29
Certosa	5.50%	32,046,341	61,994,097	63,853,920	65,769,537	67,742,623
Osimo	5.50%	19,805,705	20,399,876	21,011,872	21,642,228	22,291,495
Giardinetti	5.50%	26,252,732	27,040,314	27,851,524	28,687,069	29,547,681
Verona	5.50%		67,425,384	69,448,146	71,531,590	73,677,538
Portfolio Value		**78,104,777**	**176,859,670**	**182,165,461**	**187,630,424**	**193,259,337**

Assumes the following:
- Full value of outstanding ramp-up discounts are deducted from final value
- Landlord costs are deducted from the GOI and capitalised at the indicative rates shown
- Landlord costs include IMU, Lease registration tax and building insurance
- Excludes the cost of any ramp-up discounts in the early years of the leases

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ITALIAN DEVELOPMENT COMPANY

REAL ESTATE INVESTMENT

V2 JAN 2024