# INVESTOR PRESENTATION

100001

**Cromwell European REIT** 

February 2018



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### Agenda

1	Overview of CEREIT
2	Key Investment Highlights
3	Summary of Financial Highlights
4	Conclusion





## **1 OVERVIEW OF CEREIT**

### **Overview of CEREIT**

Investment Mandate	<ul> <li>Investing, directly or indirectly, in a diversified portfolio of income- producing real estate assets in Europe used primarily for office, light industrial / logistics and retail purposes, as well as real estate-related assets in connection with the foregoing</li> </ul>		
IPO Portfolio <sup>1</sup>	74 properties across 5 countries in Europe		
Sector Exposure	European Office and Light Industrial / Logistics		
Appraised Value <sup>2</sup>	■ €1.4 billion (S\$2.2 billion)		
Total Lettable Area ("LA") <sup>3</sup>	1.1 million sqm		
Land Tenure	88.0% freehold or Perpetual / Continuing Leasehold		
Occupancy Rate (by LA) <sup>3,4</sup>	■ 87.7%		
WALE / WALT <sup>5</sup>	4.9 years / 5.8 years		
Aggregate Leverage <sup>6</sup>	■ 36.8%		
Projection Year 2018 DPU Yield	■ 7.8%		
Projection Year 2018-19 DPU Growth	■ 2.4%		
Projection Year 2018-19 Total Return	<ul> <li>10.2%</li> </ul>		

Note: Assume exchange rate of €1 = S\$1.63 as at 10 November 2017.

<sup>1</sup> The 74 Properties constituting the IPO Portfolio include Firenze, which was acquired on 15 February 2018 as the Italian Republic did not exercise its pre-emption right to acquire it.

<sup>2</sup> The Appraised Value refers to the aggregate of the higher of the two independent valuations of each Property conducted by Cushman & Wakefield Debenham Tie Leung Limited ("Cushman & Wakefield") and Colliers International Valuation UK LLP ("Colliers") (together with Cushman & Wakefield, the "Independent Valuers") as at 30 April 2017.

- <sup>3</sup> As at 30 April 2017.
- <sup>4</sup> Assumes Milano Piazza Affari is 100% leased in view of the Rental Guarantee.



<sup>5</sup> WALE means the weighted average lease expiry by Headline Rent as at 30 April 2017 based on the next permissible break date at the tenant's election and pursuant to the lease agreement. WALT means weighted average lease expiry by Headline Rent as at 30 April 2017 based on the final termination date of the agreement (assuming the tenant does not terminate the lease on any of the permissible termination date (s), if applicable). WALE and WALT includes the Rental Guarantee for Milano Piazza Affari and assumes the final termination date is equivalent to the expiry date of the Rental Guarantee (adjusted for two committed lease agreements at Milano Piazza Affari which have not commenced as at 30 April 2017).

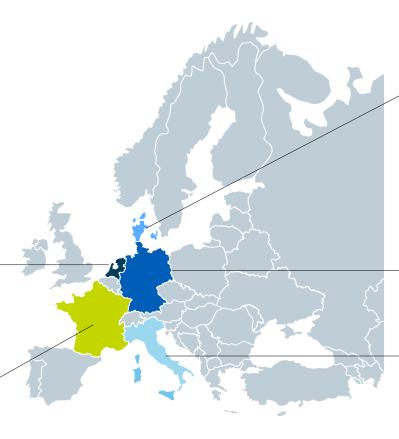
### **IPO Portfolio Overview**

#### Unique opportunity to invest in scale and diversification across Europe

**EUROPE** 74 properties across 5 countries with total Appraised Value of €1.4bn

Netherlands			
Properties	15		
Lettable Area (sq m) <sup>1</sup>	206,108		
Appraised Value (€ million) <sup>1</sup>	466.3		
% of IPO Portfolio <sup>2</sup>	34.5%		

France	
Properties	21
Lettable Area (sq m) <sup>1</sup>	333,031
Appraised Value (€ million) <sup>1</sup>	299.4
% of IPO Portfolio <sup>2</sup>	22.1%



Denmark	
Properties	13
Lettable Area (sq m) <sup>1</sup>	151,468
Appraised Value (€ million) <sup>1</sup>	78.8
% of IPO Portfolio <sup>2</sup>	5.8%

Germany	
Properties	11
Lettable Area (sq m) <sup>1</sup>	166,466
Appraised Value (€ millior	n) <sup>1</sup> 104.2
% of IPO Portfolio <sup>2</sup>	7.7%

Italy	
Properties <sup>3</sup>	14
Lettable Area (sq m) <sup>1</sup>	289,363
Appraised Value (€ million) <sup>1</sup>	405.2
% of IPO Portfolio <sup>2</sup>	29.9%



<sup>2</sup> By Appraised Value as at 30 April 2017.
 <sup>3</sup> The 14 Properties constituting the Italian Properties in the IPO Portfolio include Firenze, which was acquired on 15 February 2018 as the Italian Republic did not exercise its pre-emption right to acquire it.

### **Focused on European Office and Light Industrial Sectors**

#### Expected to benefit from improving fundamentals and business sentiment in Europe

#### Italy and Netherlands Office



Milano Piazza Affari, Italy



**Central Plaza, Netherlands** 

- Quality offices in major cities in the Netherlands and Italy
- Central business districts and city fringe locations
- Diverse tenant base
- Markets forecast to remain healthy, supported by growing demand and limited new supply<sup>1</sup>





Parc Des Docks, France

**Bischofscheim, Germany** 

Light industrial and urban logistics distribution warehouses in 5 countries

Pan-European Light industrial / Logistics

- Denmark, France, Germany, Italy, and the Netherlands
- Located in industrial parks and / or close to key urban industrial locations
- New supply expected to remain limited, driving upwards pressure on rents<sup>1</sup>

EIT <sup>1</sup> Based on the Independent European Property Market Research Report.

### **CEREIT's Key Strategies**

Objective of providing unitholders with stable distributions and long-term DPU and NAV growth



Active Asset Management & Enhancement

Prudent Capital Management Acquisition Growth Strategy Best Practice Sustainability, Corporate Governance and Corporate Social Responsibility





## **2 KEY INVESTMENT HIGHLIGHTS**

### **Key Investment Highlights**

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Attractive yield supported by a large and scalable Pan-European portfolio

Opportunity to gain exposure to improving European markets



Large, geographically diverse portfolio of assets with balanced asset class exposure

Stable, recurring income supported by a long lease profile and a diversified, high quality tenant base

Growth and upside potential supported by active asset management, asset enhancement and acquisitions

Sponsored by an experienced global real estate manager with an extensive European platform



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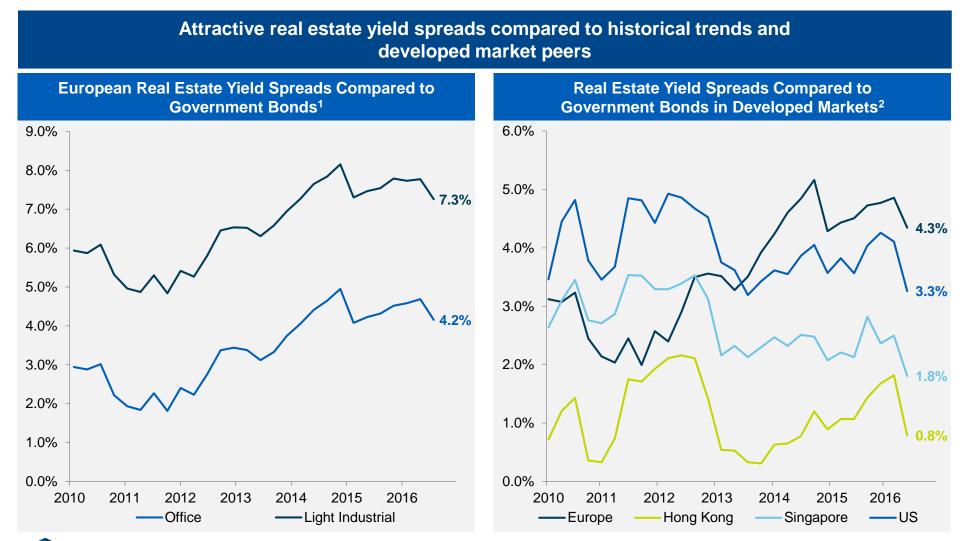
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### **Attractive European Property Yield Spreads**



Source: Independent European Property Market Research Report.



<sup>1</sup> The 10-year government bond yield is based on an average of the yields of the 10-year Government bonds of the countries in the Eurozone. Commercial property yields refer to prime assets.
<sup>2</sup> For Europe, the 10-year Government bond yield is based on an average of the yields of the 10-year Government bonds of the countries in the Eurozone. Europe, Hong Kong, Singapore and US commercial property yields refer to prime commercial assets.

### **Favourable Distribution Yield**

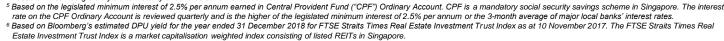
#### 2018 Projection Year DPU yield of 7.8% compares favourably to other yield investment products **Europe Benchmarks Singapore Benchmarks Yield Spread to** +6.7% +3.2% +5.5% +5.3% +1.9% Benchmarks<sup>1</sup> 7.8% 6.0% 4.5% 2.5% 2.2% 1.1% **CEREIT** Projection Europe 10-Year FTSE EPRA Eurozone Monetary Authority of Central Provident Fund<sup>5</sup> FTSE Straits Times Government Bond<sup>2</sup> **REIT Index<sup>6</sup>** Singapore Year 2018 DPU Yield Index 10-Year Bond<sup>4</sup>

Source: Bloomberg, European Commission as at 10 November 2017

<sup>2</sup> Based on the monthly averages (non-seasonally adjusted data) of the yields of the 10-year government bonds of the countries in the Eurozone. They refer to central government bond yields on the secondary market, gross of tax, with a residual maturity of around 10 years. The bond or the bonds of the basket have to be replaced regularly to avoid any maturity drift. This definition is used in the convergence criteria of the Economic and Monetary Union for long-term interest rates, as required under Article 121 of the Treaty of Amsterdam and the Protocol on the convergence criteria. Data are presented in raw form.

<sup>3</sup> Based on Bloomberg's estimated DPU yield for the year ended 31 December 2018 for FTSE EPRA Eurozone Index as at 9 October 2017. FTSE EPRA Eurozone Index is a market capitalisation weighted index consisting of listed real estate companies and REITs in the Eurozone.

<sup>4</sup> Based on Bloomberg's bid yield to maturity of bond as at 10 November 2017.



<sup>&</sup>lt;sup>1</sup> Based on Projection Year 2018 DPU Yield of 7.8%.

### **CEREIT's Key Strategies**

Objective of providing unitholders with stable distributions and long-term DPU and NAV growth



Active Asset Management & Enhancement

Prudent Capital Management Acquisition Growth Strategy Best Practice Sustainability, Corporate Governance and Corporate Social Responsibility



### **Key Investment Highlights**

Attractive yield supported by a large and scalable Pan-European portfolio

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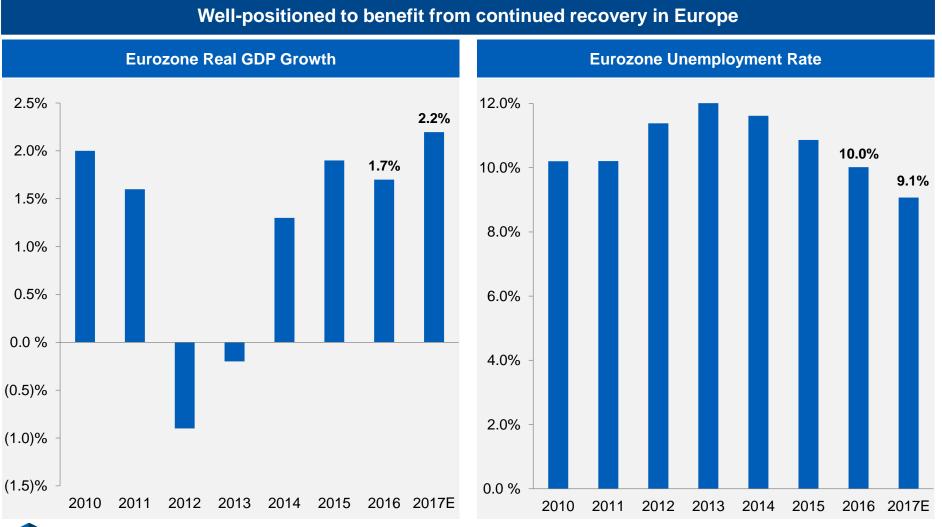
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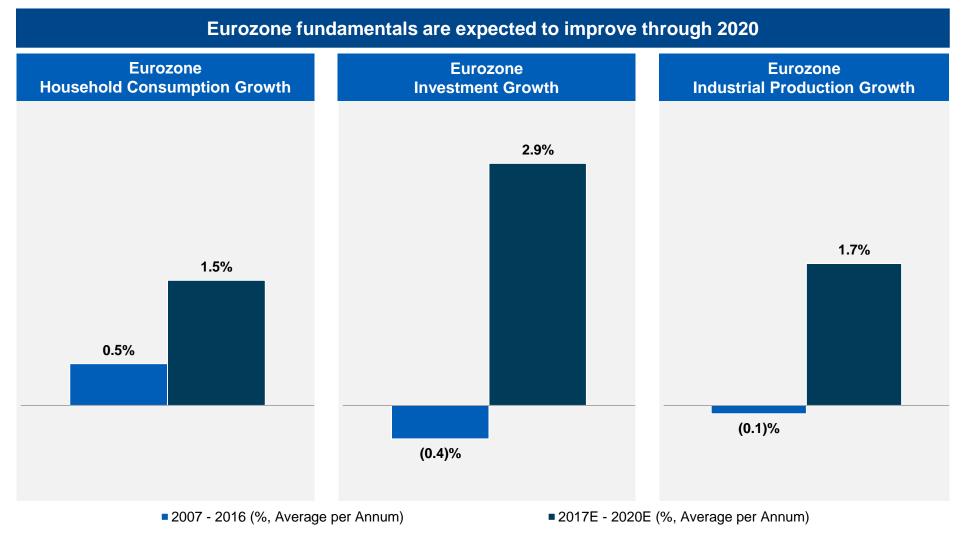
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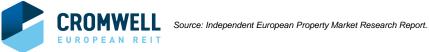
# Improving Macroeconomic Fundamentals With Headroom For Further Growth



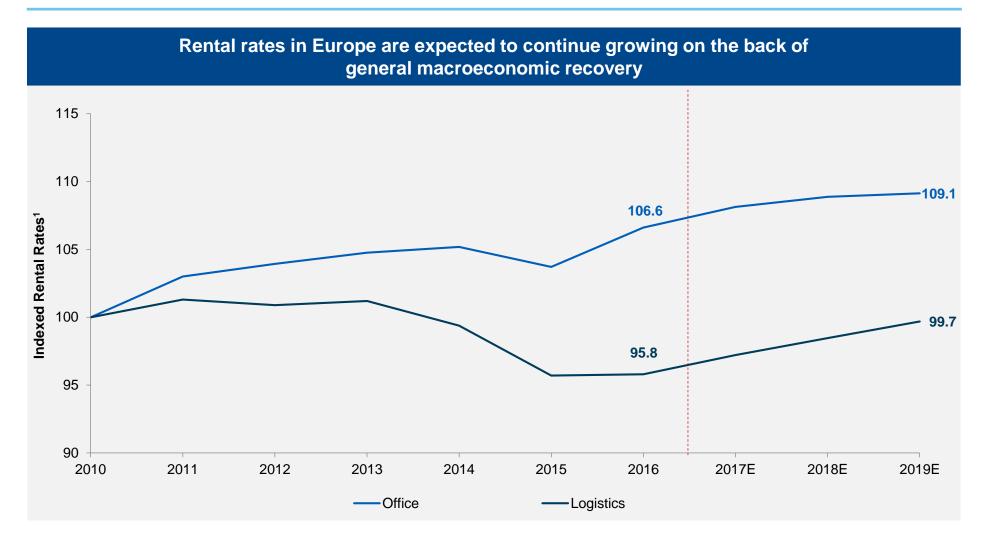


# Favorable Consumption, Investment and Production Trends





### **Stable Rental Growth Across Key Asset Classes**





Source: Independent European Property Market Research Report.

<sup>1</sup> Rental rate is indexed based on the average rental rate in 2010. Based on prime logistic property.

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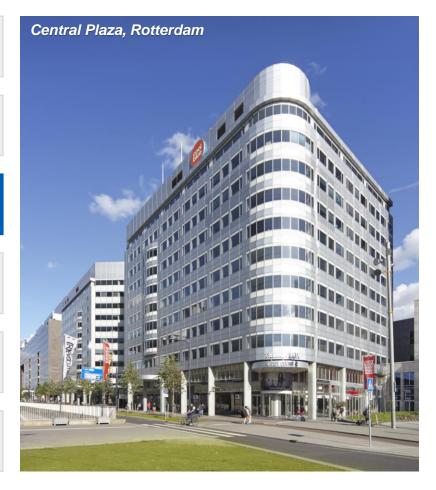
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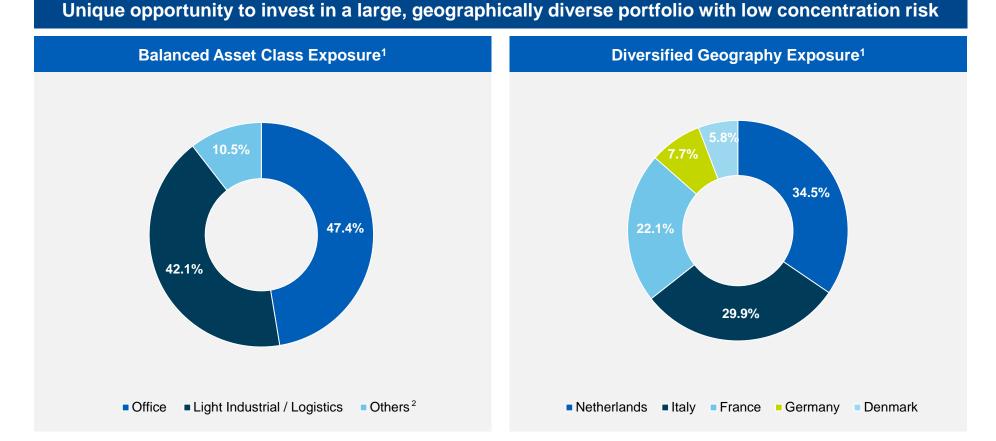
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### Large, Pan-European Portfolio



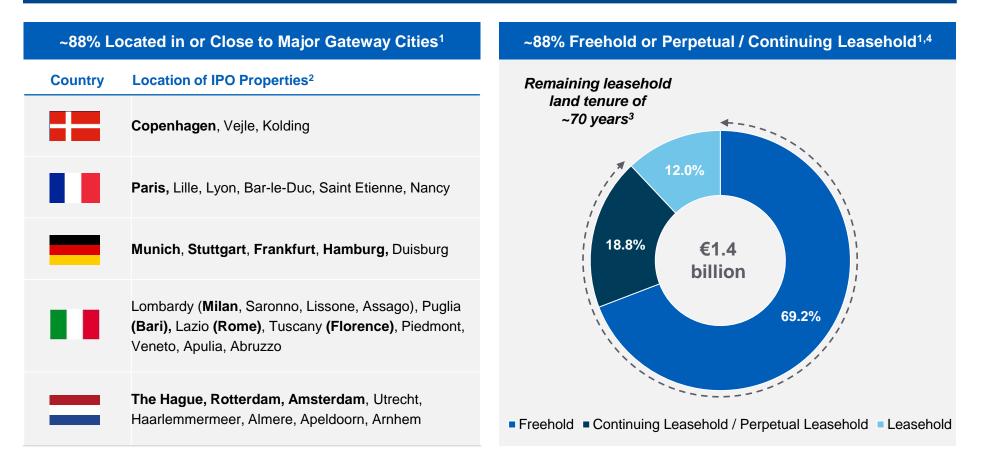
# 74 properties across 5 countries with no one asset or country accounting for more than 12% or 35% of total Appraised Value respectively<sup>1</sup>

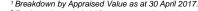


<sup>1</sup> Based on Appraised Value as at 30 April 2017.
 <sup>2</sup> Others includes three government-let campuses, one retail property and one hotel in Italy.

### **Predominantly Freehold Assets in Major Gateway Cities**

Primarily freehold, Perpetual Leasehold or Continuing Leasehold properties located in major gateway cities





<sup>2</sup> Regions shown in bold font represent the major gateway cities where the IPO Portfolio properties are located.

<sup>3</sup> Remaining land tenure as at the 30 April 2017. Based on weighted average remaining land tenure by Appraised Value. Excludes the properties which are Perpetual Leasehold or Continuing Leasehold.
<sup>4</sup> Properties that are categorized as (i) part freehold & part leasehold are assumed to be 100% leasehold and (ii) part freehold & part Continuing Leasehold / Perpetual Leasehold are assumed to be 100% continuing Leasehold / Perpetual Leasehold for the purposes of the land tenure breakdown chart.

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### Long and Well-Staggered Lease Profile

#### Strong income visibility supported by long WALE and WALT across asset classes

IPO Portfolio Lease Expiry Profile <sup>1</sup>	WALE a	nd WALT by Ass	set Class
<ul> <li>Long WALE of 4.9 years and WALT of 5.8 years</li> </ul>		WALE (Years) <sup>1</sup>	WALT (Years) <sup>1</sup>
<ul> <li>No more than 12.4% of Leases by Headline Rent expiring in any one year up to FY2021<sup>2</sup></li> <li>70% 62.8%</li> </ul>	Office	6.9	7.1
60%       -         50%       -         40%       -	Light Industrial / Logistics	3.0	4.7
30%       -         20%       -         10%       8.3%         6.4%       8.4%         10.6%       9.0%         6.5%	Others <sup>3</sup>	5.8	6.1
0% FY2017 FY2018 FY2019 FY2020 FY2021 FY2022 and Beyond • % by WALE • % by WALT	IPO Portfolio	4.9	5.8



<sup>1</sup> WALE means the weighted average lease expiry by Headline Rent as at 30 April 2017 based on the next permissible break date at the tenant's election and pursuant to the lease agreement. WALT means weighted average lease expiry by Headline Rent as at 30 April 2017 based on the final termination date of the agreement (assuming the tenant does not terminate the lease on any of the permissible termination date(s), if applicable). WALE and WALT includes the includes the Rental Guarantee for Milano Piazza Affari and assumes the final termination date is equivalent to the expiry date of the Rental Guarantee (adjusted for two committed lease agreements at Milano Piazza Affari which have not commenced as of 30 April 2017).

<sup>2</sup> Based on WALE. Headline Rent as at 30 April 2017.

<sup>3</sup> Others includes three government-let campuses, one retail property and one hotel in Italy.

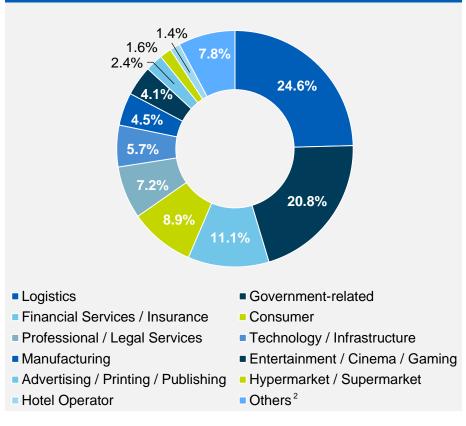
### **Well-Diversified Tenant Base**

Low tenant concentration with over 700 leases across a broad range of sectors and geographies. No one tenant contributes more than 20% of total Headline Rent

#### Top 10 Tenants in the IPO Portfolio<sup>1</sup>

No.	Tenant	Country	% of Total Headline Rent
1	Agenzia del Demanio (Italian State Property Office)	Italy	19.9%
2	Nationale-Nederlanden	Netherlands	7.0%
3	Kamer van Koophandel (Dutch Chamber of Commerce)	Netherlands	3.2%
4	Chicago Bridge & Iron Company	Netherlands	2.9%
5	Holland Casino Rotterdam	Netherlands	2.7%
6	A. Manzoni & c. S.p.A.	Italy	2.2%
7	Coolblue BV	Netherlands	2.1%
8	Nilfisk-Advance A/S	Denmark	1.4%
9	Confidential Tenant <sup>3</sup>	Italy	1.4%
10	CBRE⁴	Italy	1.4%
	Top 10 Tenants Total		44.2%

#### IPO Portfolio Trade Sector Breakdown<sup>1</sup>





 <sup>1</sup> Based on Headline Rent as at 30 April 2017.
 <sup>2</sup> Others comprise DIY / Household, F&B / Restaurant, Beauty & Health, Appliance / Books / Multimedia, Travel / Services, Cleaning / Repairs / Maintenance, Telecommunications, Healthcare / Medical / Safety, Fashion & Accessories, Sports / Fitness / Leisure, Construction, Education and Education / Healthcare / Medical.

<sup>3</sup> The name of the "Confidential Tenant" cannot be disclosed as CEREIT (through the relevant Italian alternative investment fund) is bound by a strict confidentiality obligation to treat confidential all the information concerning the lease agreement and the lessee's activities. The "Confidential Tenant" is not a related party of the Sponsor.
<sup>4</sup> Committed lease agreement which has not commenced as at 30 April 2017.

### **Key Investment Highlights**

Attractive yield supported by a large and scalable Pan-European portfolio

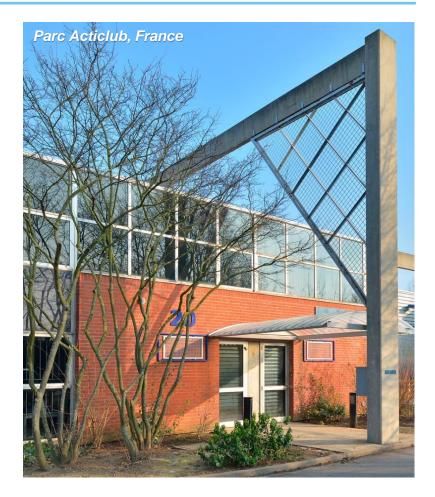
Opportunity to gain exposure to improving European markets

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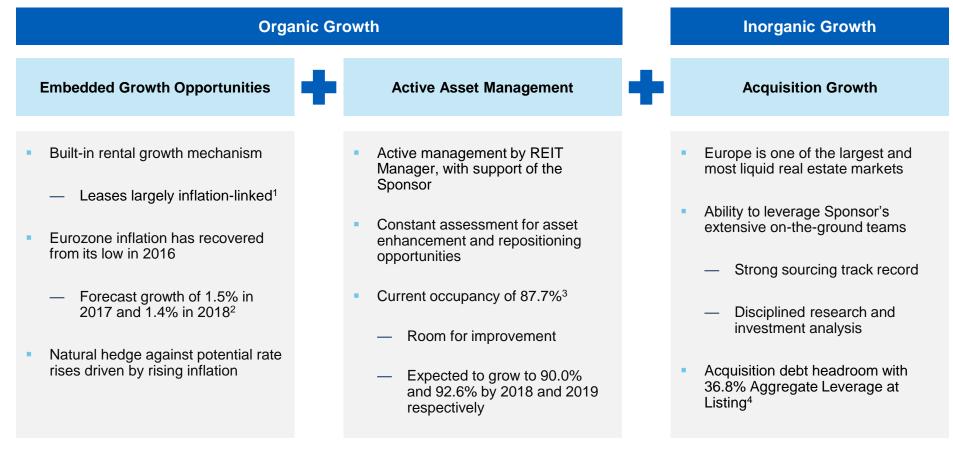
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### Growth and Upside Potential from Active Asset Management, Asset Enhancement and Acquisitions

#### Growth and upside potential through a mix of organic and inorganic strategies



<sup>&</sup>lt;sup>1</sup> Certain specific leases may contain clauses including, but not limited to, minimum/maximum annual adjustments, certain prescribed hurdles for CPI before a rental adjustment is made, or fixed step-ups.

<sup>3</sup> By Lettable Area as at 30 April 2017. Assumes Milano Piazza Affari is 100% leased given Rental Guarantee.

<sup>4</sup> The Aggregate Leverage includes the Deferred Consideration of €12 million which will be retained by CEREIT in respect of Parc des Docks.

<sup>&</sup>lt;sup>2</sup> Source: Independent European Property Market Research Report.

### **Deep Pool of Acquisition Opportunities**

#### Potential to leverage Sponsor's pan-European platform to access acquisition opportunities in Europe

- The European commercial real estate market is one of the largest and most liquid in the world
  - US\$4.0 trillion of invested stock in 2016 (c.29% of total global invested stock)
- Opportunity to acquire assets from maturing real estate funds
- Ability to benefit from Sponsor's established and extensive pan-European platform
  - Proven sourcing capabilities
  - In-depth knowledge of local markets
  - Disciplined research and investment analysis
- The Sponsor evaluated over €40 billion of potential acquisitions in 2016 - c.€1.1 billion were completed



**European Commercial Real Estate** 



Source: Independent European Property Market Research Report. Note: European commercial real estate transaction related datapoints on this page are based on the independent market research by Cushman & Wakefield.

# Transaction Volumes (€ billion)

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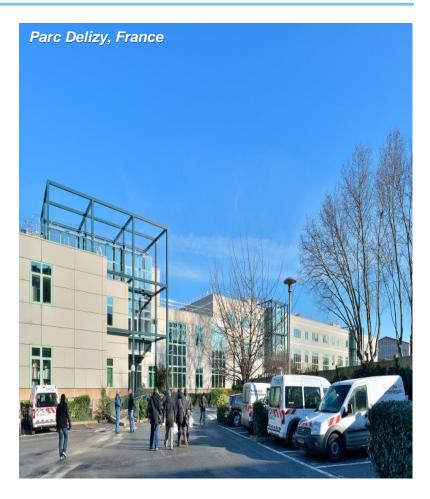
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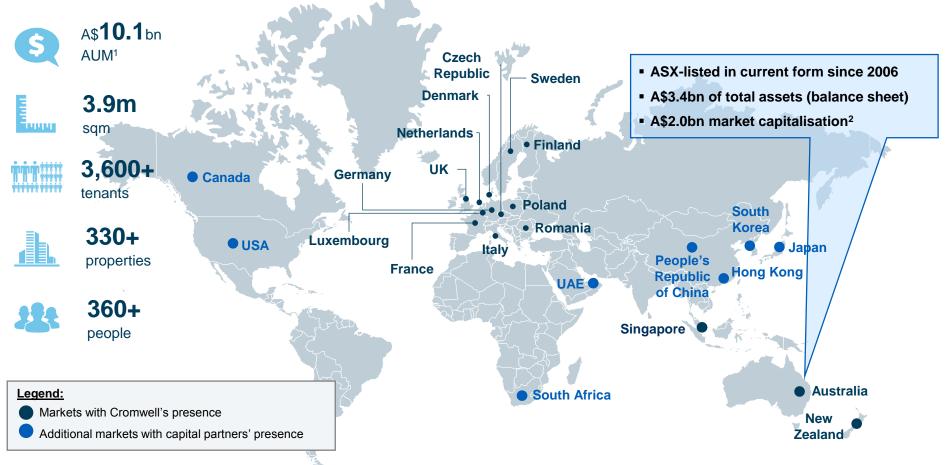
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### **Sponsored by Cromwell Property Group**

Experienced global real estate manager with a reputable global funds management platform with a total AUM of A\$10.1 billion<sup>1</sup>

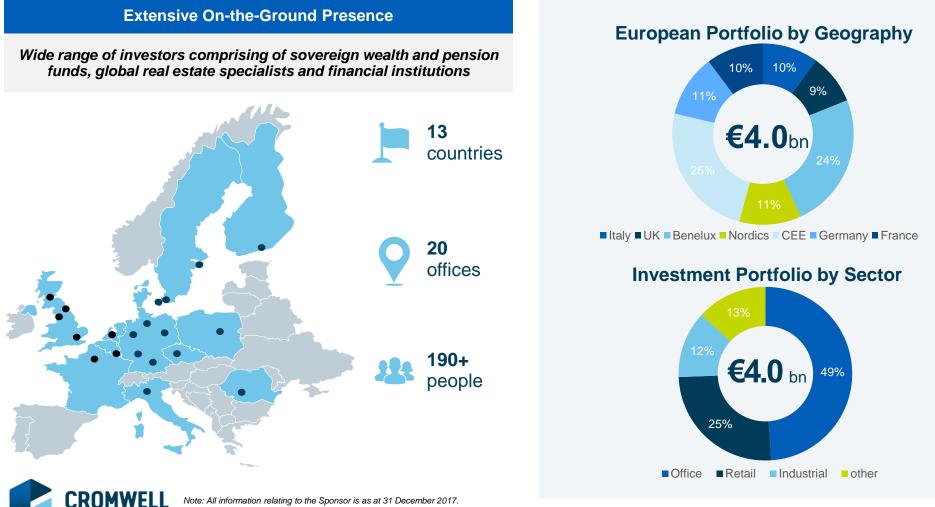




Note: All information relating to the Sponsor is as at 31 December 2017. <sup>1</sup> Includes attributable AUM of Phoenix Portfolios Pty Ltd (45%) and Oyster Property Group (50%). <sup>2</sup> Market capitalisation for the Sponsor as at 31 December 2017 as reported on Bloomberg.

### Extensive Pan-European Platform with Established On-The-Ground Presence

#### Highly experienced regional property and asset management teams with an over 15-year track record



<sup>1</sup>Benelux" stands for Belgium, the Netherlands and Luxembourg. "CEE" stands for Central and Eastern Europe.

### **Strong Pipeline Sourcing Capability**

#### Over €900 million of asset acquisitions in the past 18 months<sup>1</sup>

- Pan European portfolio of 32 office assets located throughout Germany, Netherlands, Poland and Italy for a separate account mandate. Total additional AUM of €410 million
- Two office assets located in Poland known as Prosta and Trinity. The total area was 47,000 sqm and total additional AUM was €80 million
- 22 assets across the office, retail and industrial sectors, totaling 110,000 sqm, acquired in Finland for €120 million on behalf of the Omega portfolio
- Completed the acquisition of a €217 million diversified office and logistics portfolio in the Netherlands
- A diversified portfolio of 7 assets, with some assets requiring development and complete repositioning, located throughout the UK for total AUM of €40 million
- Four retail assets totaling 46,038 sqm in Sweden acquired for €47 million on behalf of the Cromwell Nordics Retail Partnership



Prosta Office Centre, Warsaw, Poland





Trinity Park II, Warsaw, Poland



Kaisaniemenkatu 13, Helsinki – Omega Portfolio



### **Committed Sponsor and Experienced Management Team**

#### Highly reputable and experienced Board of Directors

#### Strong alignment of interest with Sponsor committing capital to acquire Units in the Offering



Management team with extensive European real estate and Singapore REIT management experience





# **3 SUMMARY FINANCIALS**

### **Overview of CEREIT Financials**

		Distributable Income (€'000)	
	<ul> <li>Base Fee: 0.23% p.a. of Deposited Property</li> </ul>		
REIT Manager Fee	<ul> <li>Performance Fee: 25.0% of the difference in DPU<sup>1</sup></li> </ul>	DPU Yield 7.8% DPU Y-o-Y growth = 2.4% 8.0%	
	<ul> <li>Fees in Units: 100.0% until end of Projection Year 2019</li> </ul>	68,018	
Property and Portfolio Management Fee	<ul> <li>Base Fee: 0.67% p.a. of Deposited Property</li> <li>Fees in Units: 40.0% until end of Projection Year 2019</li> </ul>		
Total Fees in Units	■ c.55% <sup>2</sup>		
NAV per Unit	• €0.53		
Distribution	<ul> <li>100% until end of Projection Year 2019</li> </ul>	Projection Year 2018 Projection Year 2019	



<sup>1</sup> Calculated based on 25.0% of the difference in DPU in a financial year with the DPU in the preceding financial year (calculated before accounting for the Performance Fee but after accounting for the Base Fee in each financial year) multiplied by the weighted average number of Units in issue for such financial year.
<sup>2</sup> Based on Projection Year 2018, including both Property and REIT Manager fees.

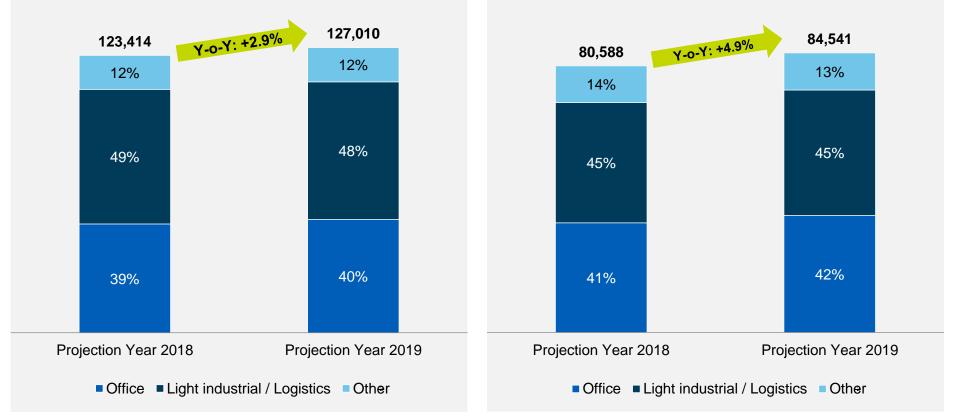
### **Revenue and NPI Growth**

#### Gross Revenue (€'000)

 Gross Revenue includes Gross Rental Income, Service Charge Income, and Other Income

#### Net Property Income (€'000)<sup>1</sup>

 Property Operating Expenses include Service Charge Expenses, Non-Recoverable Expenses, and Property Management Fees



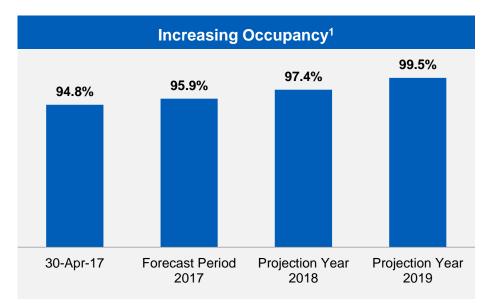


<sup>1</sup> Assumes Property Management fees are apportioned according to the carrying value of the property on the balance sheet as of Listing Date. <sup>2</sup> Other includes three government-let campuses, one retail property and one hotel in Italy.

### **Office Properties Financial Overview**

#### **Key Growth Drivers**

- CPI-linked leases (CPI Forecasts 1.5% to 1.7%<sup>1</sup>)
- Leasing up potential supported by rising demand for office in the "Randstad" area with limited new supply
- Properties with low occupancy rate as at 30 April 2017
  - Haagse Poort (91.2%)
  - Blaak 40 (85.0%)



Financial Overview			
(€ '000)	Projection Year 2018	-	% Growth
Netherlands Offic	e (25.4% of IPO P	ortfolio NPl <sup>3</sup> )	
Total Revenue	30,541	32,292	5.7%
Total NPI	20,483	22,188	8.3%
NPI Margin	67.1%	68.7%	
NPI Yield <sup>2</sup>	5.3%	5.8%	
Italy Office (15.7%	of IPO Portfolio	NPI <sup>3</sup> )	
Total Revenue	17,785	18,169	2.2%
Total NPI	12,638	13,235	4.7%
NPI Margin	71.1%	72.8%	
NPI Yield <sup>2</sup>	5.0%	5.3%	

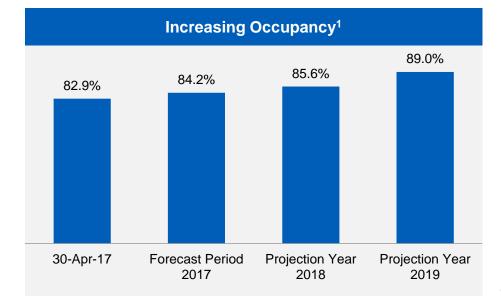


<sup>1</sup> Based on average over the period by Lettable Area.
 <sup>2</sup> Based on NPI divided by Agreed Purchase Price.
 <sup>3</sup> Based on Projection Year 2018 NPI.

### **Light Industrial / Logistics Properties Financial Overview**

#### **Key Growth Drivers**

- CPI-linked leases (CPI Forecasts 1.2% to 2.1%<sup>1</sup>)
- Broad-based leasing up potential as industrial and logistics occupier demand improves across Europe
  - 22 out of 56 properties with occupancy below 85% as at 30 April 2017
  - C.F. Tietgensvej 10, Parc du Bois du Tambour, Gewebepark Duisburg

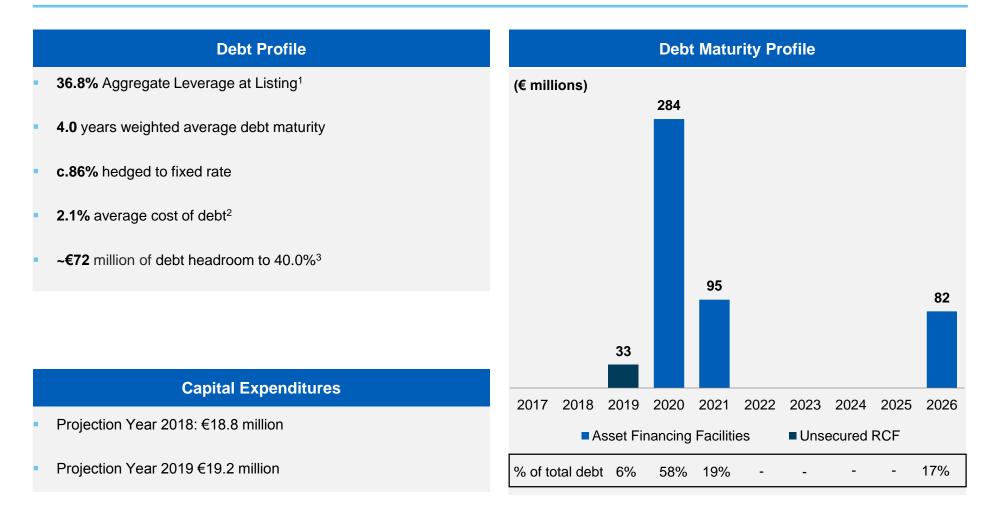


Financial Overview				
(€ '000)	Projection Year 2018	Projection Year 2019	% Growth	
Light Industrial / I	Logistics (45.1% o	of IPO Portfolio N	Pl <sup>3</sup> )	
France	32,807	33,116	0.9%	
Germany	9,368	9,965	6.4%	
Denmark	10,047	10,533	4.8%	
Netherlands	6,634	6,583	(0.8%)	
Italy	1,093	1,099	0.5%	
Total Revenue	59,949	61,296	2.2%	
France	18,970	19,824	4.5%	
Germany	6,081	6,470	6.4%	
Denmark	5,756	6,128	6.5%	
Netherlands	4,760	4,688	(1.5%)	
Italy	814	816	0.3%	
Total NPI	36,381	37,926	4.2%	
NPI Margin	60.7%	61.9%		
NPI Yield <sup>2</sup>	6.7%	7.0%		



<sup>1</sup> Based on average over the period by Lettable Area.
 <sup>2</sup> Based on NPI divided by Agreed Purchase Price.
 <sup>3</sup> Based on Projection Year 2018 NPI.

### **Prudent Leverage with Headroom for Acquisitions**





<sup>1</sup> The Aggregate Leverage includes the Deferred Consideration of €12 million which will be retained by CEREIT in respect of Parc de Docks.
<sup>2</sup> 2.1% includes RCF; average cost of debt is 1.84% excluding RCF
<sup>3</sup> Assuming corresponding increase in value of Deposited Property and acquisition is fully debt-funded.



# 4 CONCLUSION

### Conclusion

Attractive yield supported by a large and scalable Pan-European portfolio

**Opportunity to gain exposure to improving European markets** 

Large, geogra

4

5

6

2

Large, geographically diverse portfolio of assets with balanced asset class exposure

Stable, recurring income supported by a long lease profile and a diversified, high quality tenant base

Growth and upside potential supported by active asset management, asset enhancement and acquisitions

Sponsored by an experienced global real estate manager with an extensive European platform

