

First Half 2008 Results



July 24, 2008

Speakers

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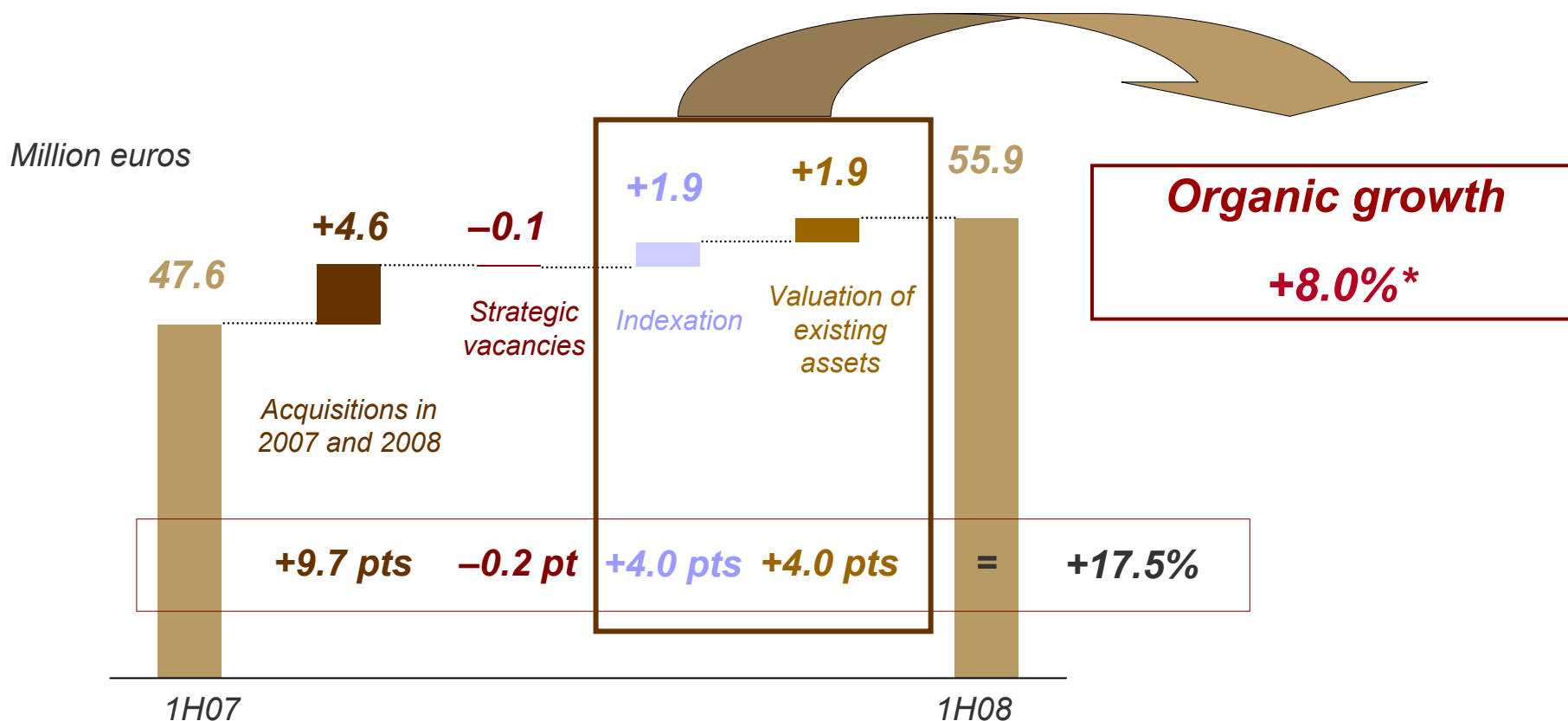
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Overview of the semester

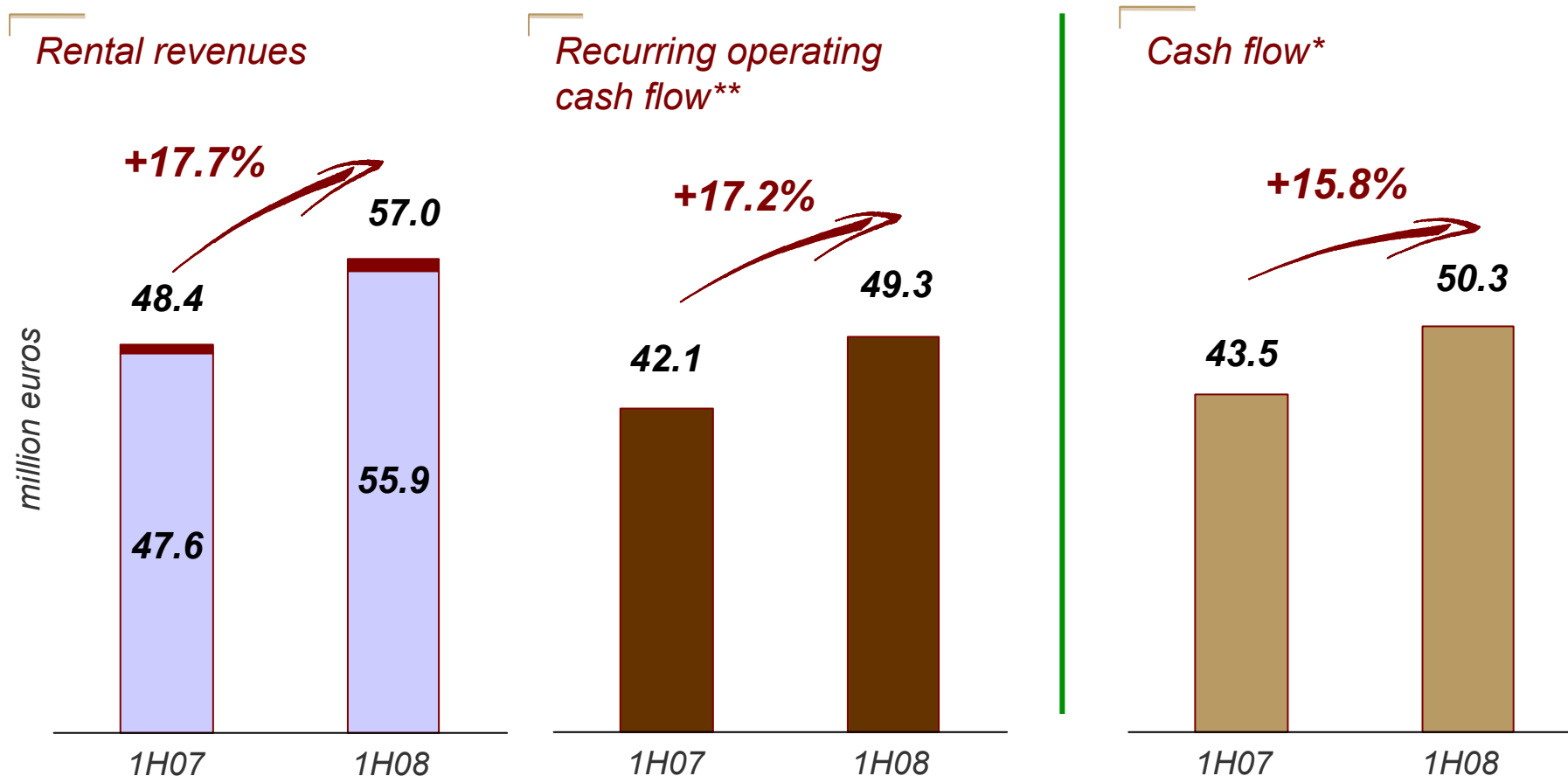
► First half marked by a strong rise in invoiced rents

Organic growth still robust

Sources of growth in invoiced rents



► Strong growth in the different performance indicators

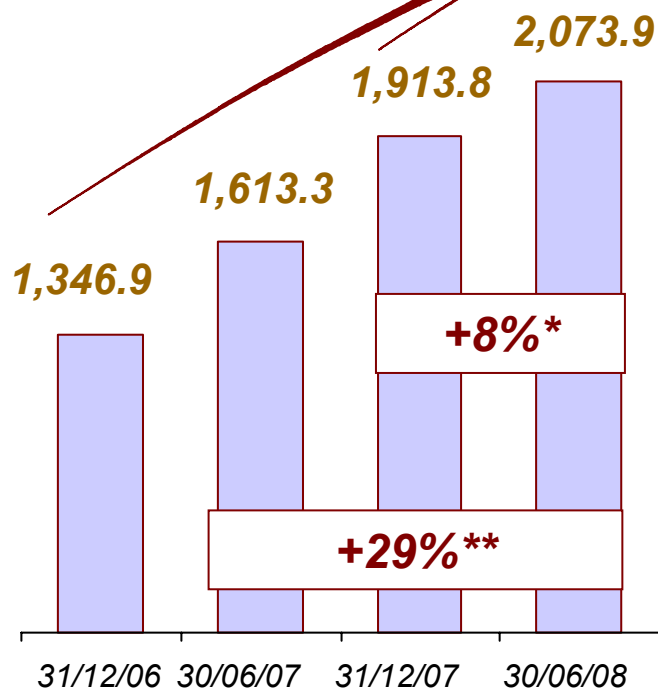




Net asset value and appraisal values buoyed by rental revenue growth

Appraisal value tops Euro 2 billion

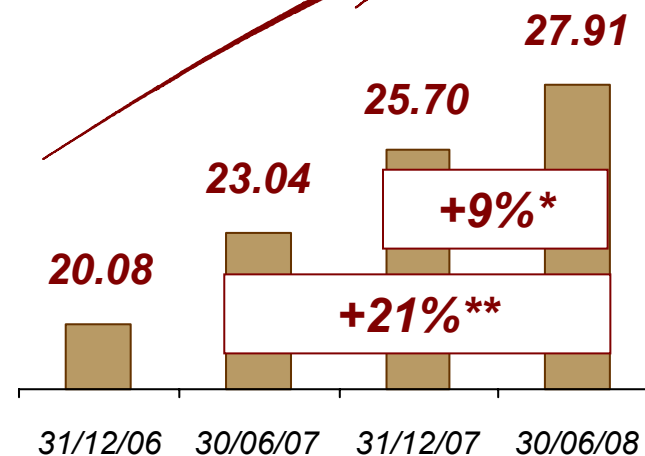
Appraisal value of portfolio,
including lease rights
(million euros)



Impact of rental
revenue growth on
a like-for-like basis*

**Euro +125 million
or
1.67 euro per
share**

Replacement NAV
(euros per share)



Stable initial yield: 5.5%* at 30/06/08**

* Change over 6 months

** Change over 12 months

*** Excludes positive impact of redevelopments under way at Besançon, Lanester, Le Puy and Brest

► A fast-changing environment ...

An environment that calls for vigilance and quick reaction ...

- ✓ Volatile consumer demand in France over the first six months
 - > *Unfavourable weather in March and April*
 - > *Household confidence not strong*
 - > *Reactive consumer behaviour*
 - > *Slowdown in consumption*

Consumption – Change in volume (%)*

Jan. 08	Feb. 08	Mar. 08	Apr. 08	May 08
-0.2	+0.3	-1.3	-0.8	+1.5

- ✓ Fuel prices ⇒ already having an impact on consumption behaviour
- ✓ Retail chains more cautious on expansion
 - > *More thoughtful*
 - > *More time taking*

... but a business underpinned by solid fundamentals

- ✓ Regulated offer ('CDAC' Administrative authorization required)
- ✓ The commercial lease: powerful cushioning effect
 - > *Long-term leases / Indexed rental revenues*
 - > *French lease right: an effective system to ensure tenant loyalty*
- ✓ Strong organic growth
- ✓ Strength in being anchored locally in favourable socio-demographic regions
- ✓ Secured growth
 - > *A structuring Partnership Agreement*
 - > *Alcudia programme: new and renovated property assets, controlled development of new space*
- ✓ Solid financials
 - > *Low-risk balance sheet profile: no debt, no property development risk,*
 - > *Predictable cash flows*



* Source : INSEE

... and an unchanged rule for interim dividend distribution

✓ **1st half 2007** : adopted guideline on paying an interim dividend (*barring major events that would change the rule*):

✓ **1st half 2008** : **confirmation** that this rule will be applied this year

An interim dividend will be paid equal to **one-half of the previous year's total dividend**



Interim dividend of Euro 0.40 per share to be paid in October 2008

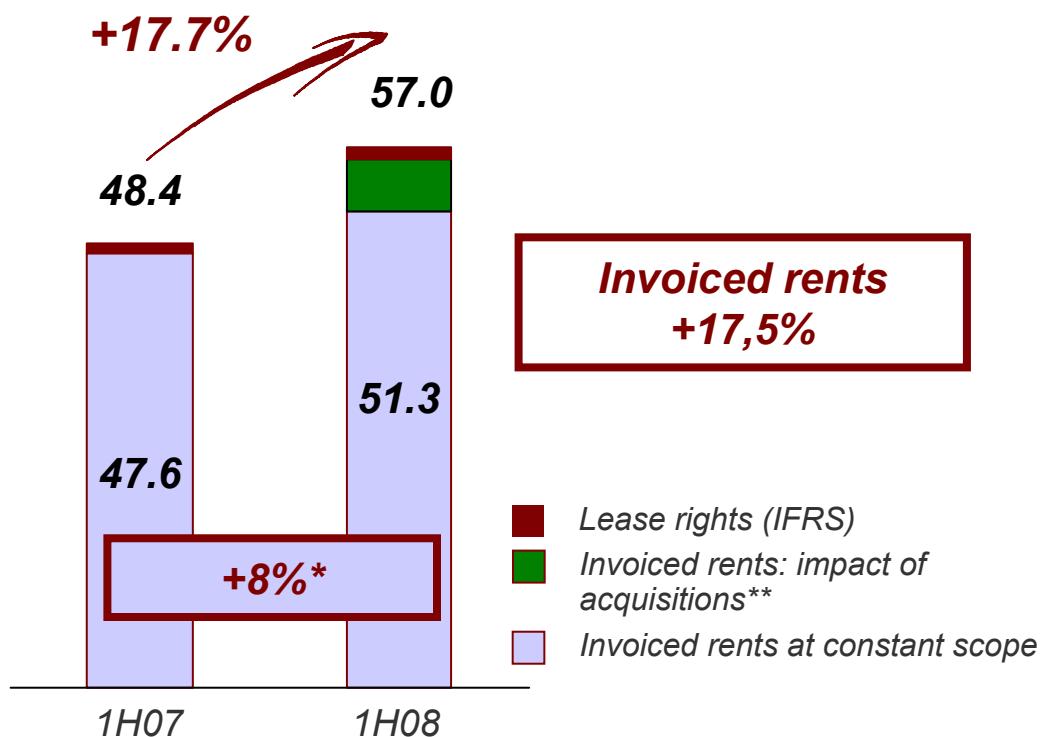
Business and results in 1H08

► Robust organic growth

Significant impact from acquisitions

Rental revenues

million euros



Impact of acquisitions in 2007 and 2008
+9.7 points

Strategic vacancy (Alcudia-related)
-0.2 point

Organic growth* (constant scope)
+8.0 points

* Growth in invoiced rents, first six months of 2008 compared with the same period of 2007, on a like-for-like basis including the effect of indexation

** Includes effect of 2007 and 2008 acquisitions and Alcudia-related strategic vacancies

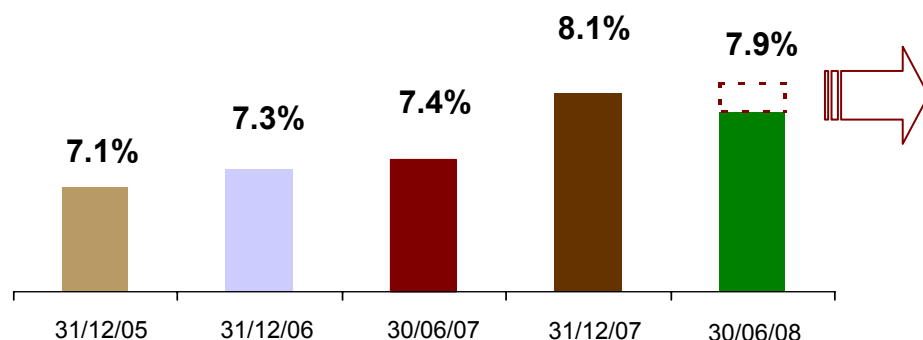
► Dynamic activity in renewal and reletting

- ✓ New retailers in the portfolio (*negotiations in progress*)
 - > Mezzo di Pasta
 - > Pause Café
 - > Geox
 - > CC Confidential
 - > I Am
 - > Camponovo (bookseller)
 - > RG 512
 - > Optical Premium
- ✓ National chains accounting for 60% of our portfolio (excluding Casino Group), up 1 point on the half
- ✓ Recurring vacancy rate* down to 1.8%
- ✓ **122 lease contracts processed during 2008 first half.**
Significant impact on annualized rental revenues:
 - > **+26%** on lease renewals signed over the period**
 - > **+138%** on lease relets signed over the period**



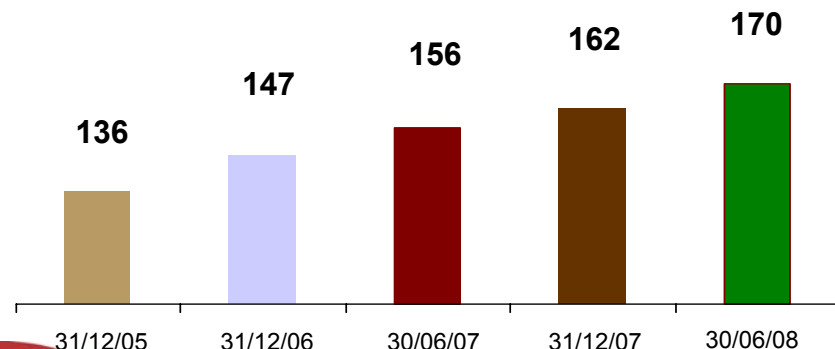
Average rental values continue to rise, with no notable deterioration for tenants

> Occupancy cost: **7,9%***



Decrease due to a change in scope. 8.2% on an unchanged basis between December 2007 and June 2008.

> Average gross rental revenue: **170 euros/m²**



IPD Benchmarks

Invoiced rents / m² at end of 2007
– Shopping centers perimeter
excluding Mercialys portfolio –

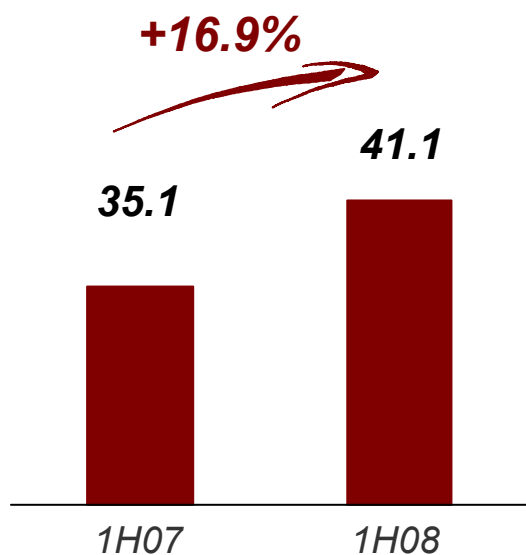
285 euros/m²



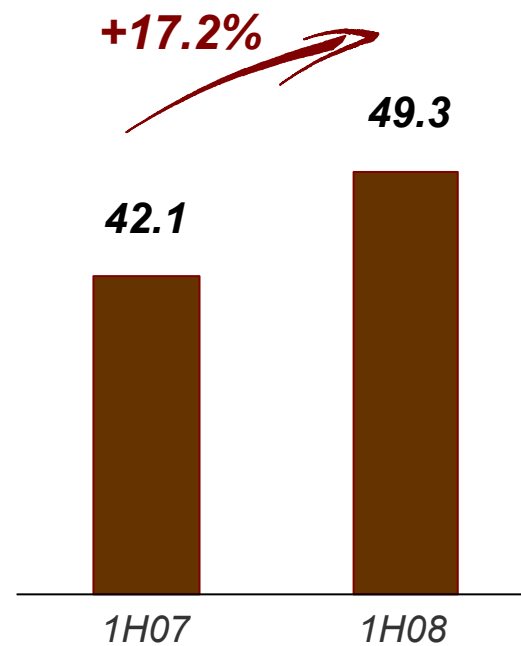
* Rent + service charges incl. VAT / tenants' sales revenue incl. VAT

► Growth in rental revenues passes through to operating income and recurring operating cash flow

*Operating income
(Million euros)*



*Recurring operating cash flow
(Million euros)*



▶ Decrease in financial income due to investments has an impact on net income and cash flow

- ✓ Decrease in net financial income due to consumption of cash

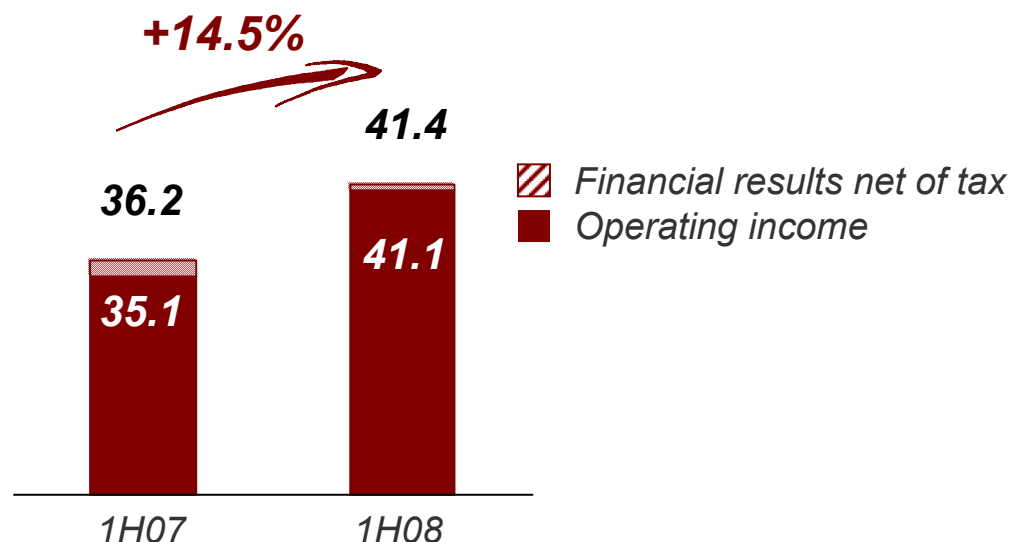
> Cash balance at 30/06/07: **Euro +99.4m**

> Cash balance at 30/06/08: **Euro +60.6m**

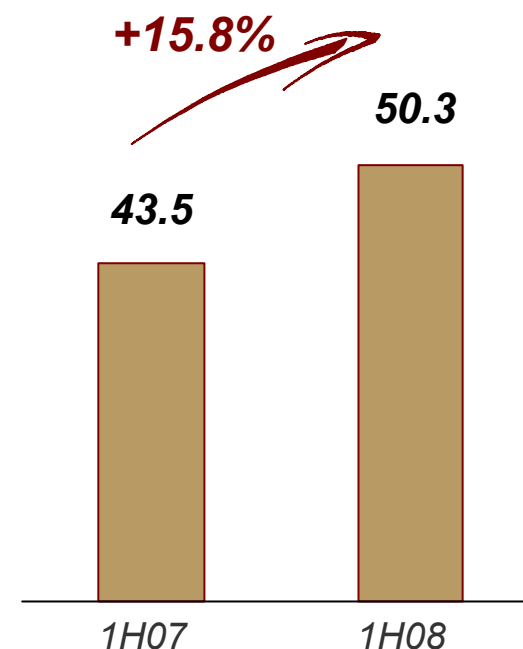
- ✓ Growth in cash flow* higher than growth in net income: impact of lease rights received during the half (Euro 1.6 million compared with Euro 0.8 million in 1H07)

Net income, Group share

Million euros



Cash flow*



Investments including the acquisition of a portfolio of three malls in south of France

Euro 74 million of investments signed or committed during the half

Portfolio of three shopping malls (Pau, Istres, Narbonne) <i>(Acquisition to be closed in 2H08)</i>	39.2 Meuros
Valence Sud – Alcudia extension <i>(Acquisition to be closed in 2H08)</i>	8.9 Meuros
Lanester – Alcudia extension on a hypermarket site	12.1 Meuros
Purchase of a unit to be built (Feu Vert) <i>(Quimper, Brest)</i>	2.8 Meuros
Various assets from the Casino pipeline <i>(Extension of lots in Dijon, Agen Boe and Quimper Ergué, 2 MSS in Sables d'Olonne)</i>	3.5 Meuros
Acquisition of various co-ownership lots <i>(Montceau Les Mines, Valence)</i>	0.8 Meuros
Commitments on various co-ownership lots <i>(Bourg en Bresse, Villenave d'Ornon, Poitiers, Montélimar, Exincourt, St Didier, Tarbes)</i>	3.5 Meuros
Launch of renovation and redevelopment work	3.6 Meuros

74.4 Meuros



Average yield on acquisitions : 6.3%

➤ Agreement signed to acquire a portfolio of shopping malls located in south of France

Strong reversionary potential + potential for extensions

- ✓ Acquisition in partnership with Carrefour Property and Immochan of a portfolio of six assets: one of the few market transactions during the half
- ✓ **Merrialys bought three of the six** shopping malls, all of them built around a Géant Casino hypermarket, all with value creation possibilities

		Advantages	Initial capitalisation rate	Potential yield on the medium-term
Istres	26 shops 2,700m ²	Strong reversionary potential Acceleration of Alcudia prog. – Extension under way	5.4%	8.4%
Narbonne	27 shops 2,800 m ²	Acceleration of Alcudia prog. – Extension under way Full control of the site	5.6%	6.4%
Pau Lons	26 shops 2,300m ²	Strong reversionary potential Full control of the site	6.2%	7.6%
Total of 79 shops 7,800 m² of sales area		Total average yield	5.7%	Approx. 7.5%* excl. extensions

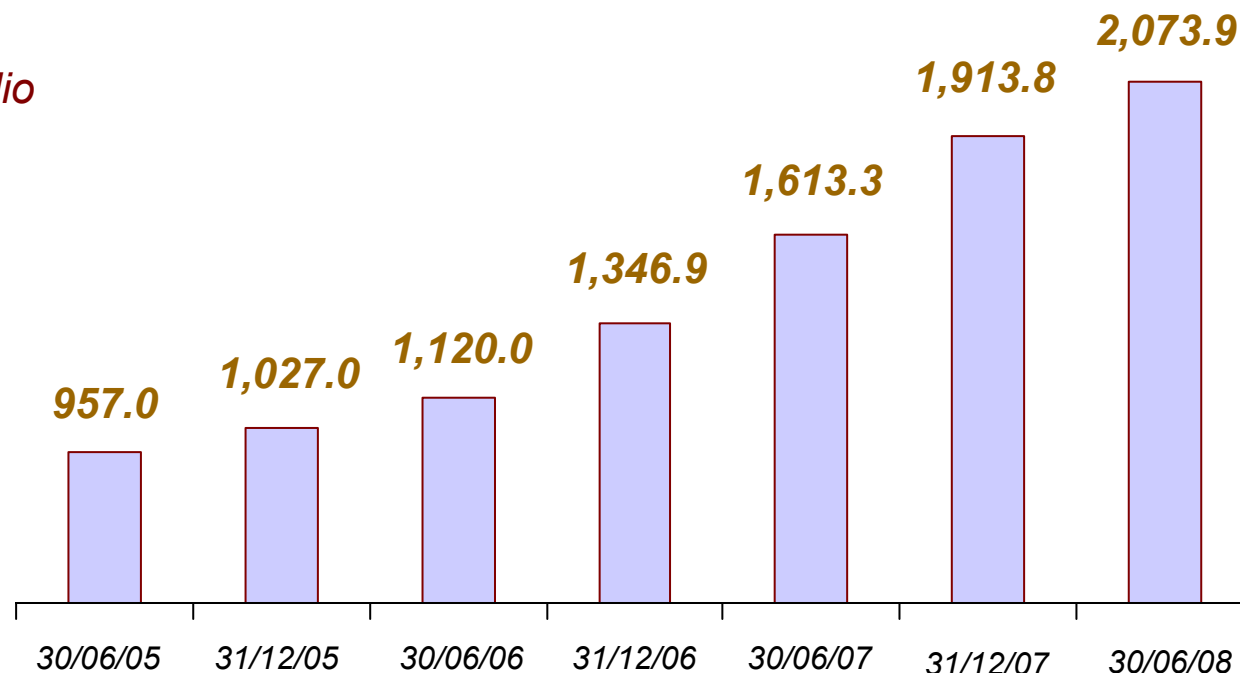


* Assumes indexation of 2.5% annually – 39 leases out of 79 to be renewed over the next 5 years

► Asset values driven by organic growth

Appraisal values up 8% over six months at a stable capitalisation rate

*Appraisal value of portfolio
including lease rights**
million euros



*Average appraisal
yield ratio*

7.3% → 7.0% → 6.6% → 6.3% → 5.8% → 5.5% → 5.5%**

Like-for-like over 6 months

+7.0% +6.9% +11.1% +14.7% +10.6% +8.1%

Like-for-like over 12 months

+19.0% +27.1% +19.4%



* Valuation based on appraisals by Atis Real and Galtier experts

** Excludes positive impact of redevelopments under way at Besançon, Lanester, Le Puy and Brest

First Half 2008 Results

2008 first half market transactions are in line with appraised yields on our portfolio

No turnaround on observed capitalisation rates for shopping centers during 1H08

Observed capitalisation rates on retail property assets disposals in France in 2008

	Initial yield	Saler/buyer	Date
Les Cordeliers – Poitiers (<i>Downtown</i>)	5.0%	Klépierre+ING/GLL	Jan. 08
Drancy	5.2%	CNP/Klépierre	1Q08
Shopping center – Istres	5.4%	Private investors/Mercialys	July 08
Shopping center – Narbonne	5.6%	Private investors/Mercialys	July 08
Shopping center – Paul Lons	6.2%	Private investors/Mercialys	July 08
Shopping center – Pau Lescar	5.15%	Private investors/Carrefour	July 08
Shopping center – Corbeil (<i>Consrruction lease</i>)	7.4%*	Private investors/Immochan	July 08
Shopping center – Vitry		Private investors/Immochan	July 08



* Shopping centers attached to supermarkets. Yield includes a significant amount of renovation works.

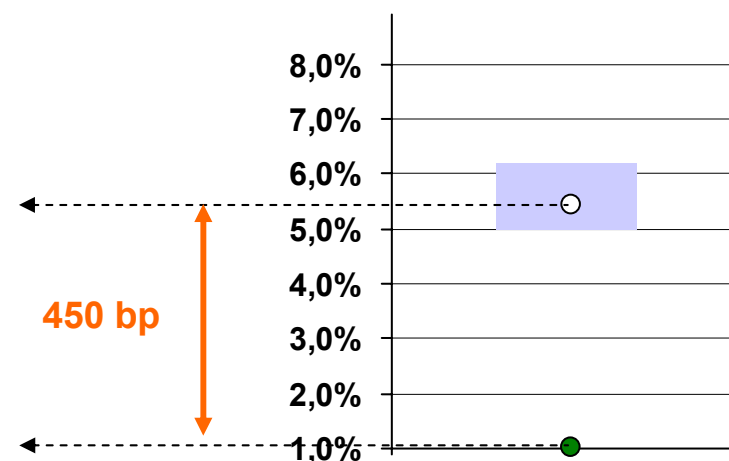
➤ 2008 market transactions: a risk premium that remains rational

- ✓ The initial yield on these investments, fully protected from inflation effects by indexation (ILC*), is to be compared with the deflated OAT (or OATi) yield
- ✓ Strong and mutualized rental revenues ⇒ a moderate risk well-paid with a **minimum 400 bp**
- ✓ A risk premium **improved by the potential** of value creation on assets

Observed initial cap rates on 1H08 on market transactions on retail assets (excl. shopping centers attached to supermarkets) in France

Mercialys appraisals

10-year OAT – average annual inflation**



■ *Observed initial cap rates on 1H08 on market transactions on retail assets (excl. shopping centers attached to supermarkets) in France*

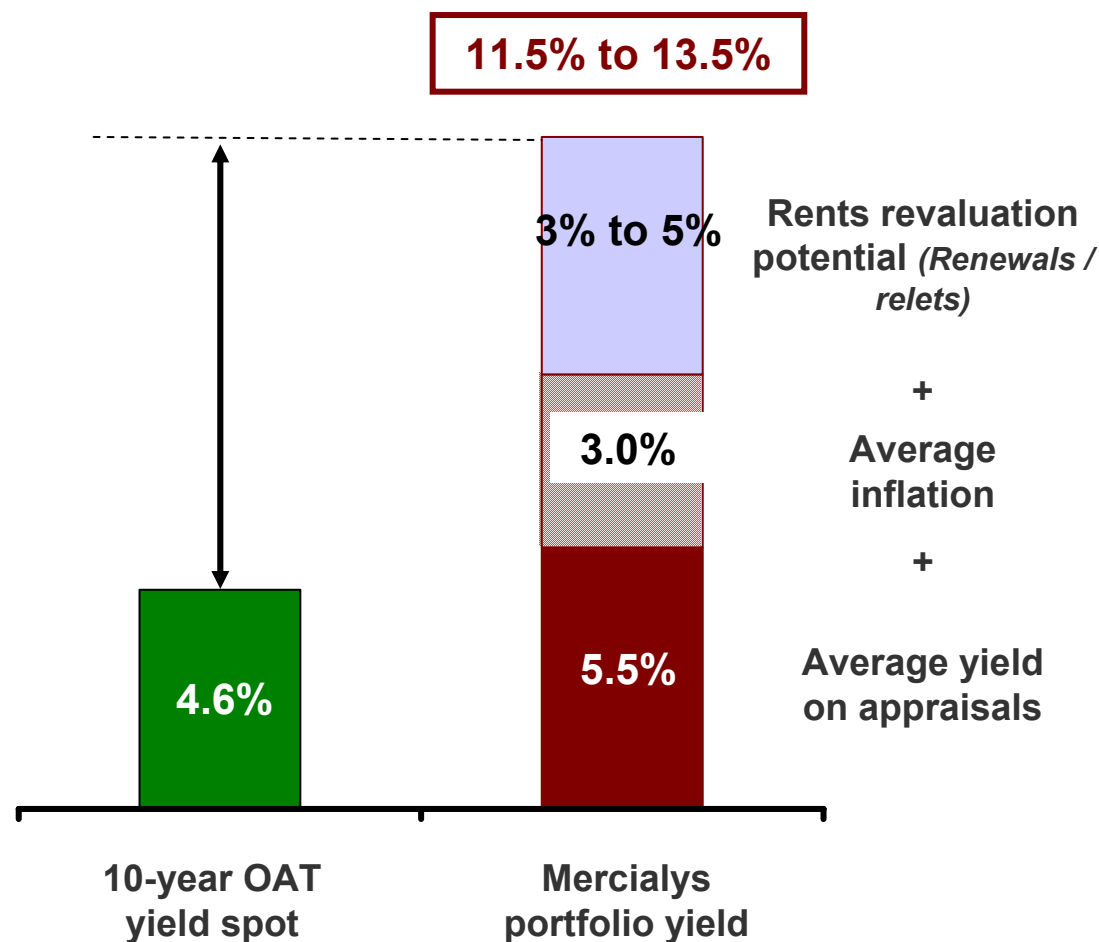


* Retail rent index

** 10-year OAT spot – inflation 12 months June 2008 France (3.6% - source Eurostat)

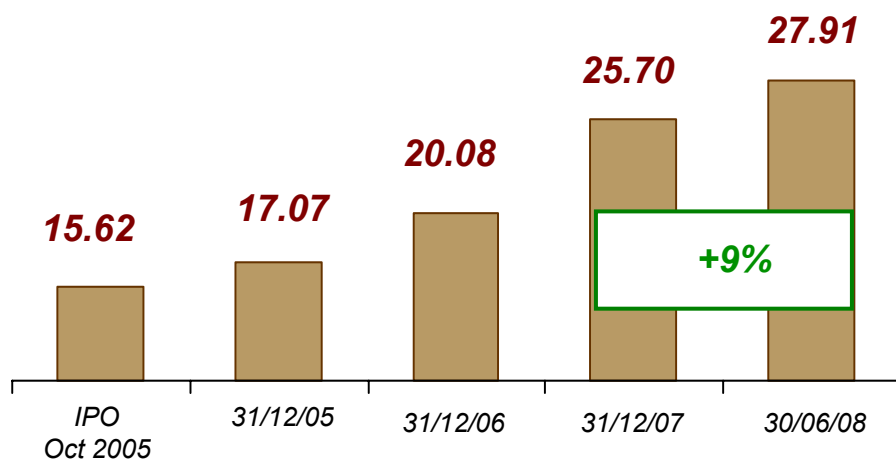
- The average yield of Mercialys assets offers a significant margin compared with the risk-free OAT yield

Organic growth : a strong mitigation to the effect of a potential increase in capitalization rates

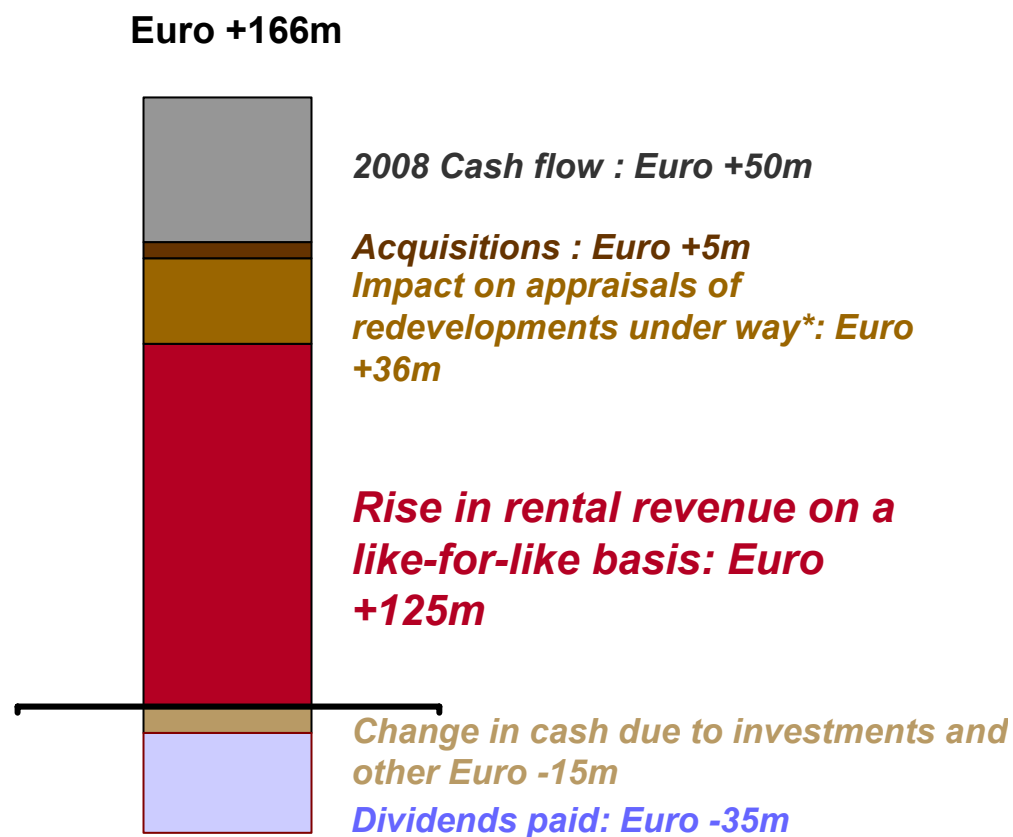


► NAV driven primarily by organic growth of rental revenues

*Replacement NAV
(euros per share)*



*Components of the change in NAV between
December 2007 and June 2008*



► The Alcudia programme takes shape : Works under way on 19 sites

- ✓ Extensions and simultaneous renovations

39,000 m² of extension already launched

Delivery in 2008

- ✓ **Lanester**
- ✓ **Le Puy** (HM + shopping center)
- ✓ **Valence Sud** phase 1
- ✓ **Besançon**

Delivery in 2009

- ✓ **Arles**
- ✓ **Brest**
- ✓ **Castres**

Delivery in 2010

- ✓ **Annecy Seynod** phase 1
- ✓ **Le Puy** (retail park)
- ✓ **Valence Sud** phase 2
- ✓ **Villeneuve Loubet**

- ✓ Other renovations* waiting for extensions in the future

Agen Boe (extension scheduled in 2010)

Béziers (extension scheduled in 2012)

Chaumont (extension scheduled in 2012)

Mandelieu (Not scheduled)

Marseille La Valentine (ext. scheduled in 2010)

Montargis (extension scheduled in 2010)

Nantes la Chapelle (ext. scheduled in 2011)

Monthieu (Not scheduled)

Torcy (extension scheduled in 2010)

Valence 2 (redevelopment scheduled in 2010)



* Renovations within the « Esprit Voisin » customisation programme

➤ Brest : extension of the shopping center on a former DIY large specialized store + renovation

TODAY



Key dates

- CDEC obtention OK
- Start of woks Sept. 08
- Opening (projected) Sept. 09

TOMORROW



Latest news

- Building permit under examination process

	Today	Tomorrow
Hypermarket	9,699 m ²	9,699 m ²
Mall & MSS GLA	17,237 m ²	21,091 m ²
Parking	1,538 pl	1,865 pl

Brest

TODAY



TOMORROW



► Letting of the extensions in line with our objectives

Capitalization rate under the Partnership Agreement improved thanks to outstanding performance of Mercialys letting teams

- ✓ Higher performance than anticipated by RCG appraisals

	Progress of letting to date (as % of number of lots)	Initial cap rate (vs appraised rents)	Projected actual yield (weighted)	Projected lease rights	Retailers
Lanester	67%	6.0%			Sephora, Darjeeling, Promod, Pause Café
Le Puy	100%	6.0%			Eat Aliano, Jules,
Valence Sud	71%	6.9%	Approx. 6,7%	Approx. Euro 2.7m	Nocibé, Promod, Micromania
Arles	100%	6.0%			Nocibé, Courir, Tape à l'Œil
Besançon extension	80%	6.0%			Saturn, Maisons du Monde, H&M

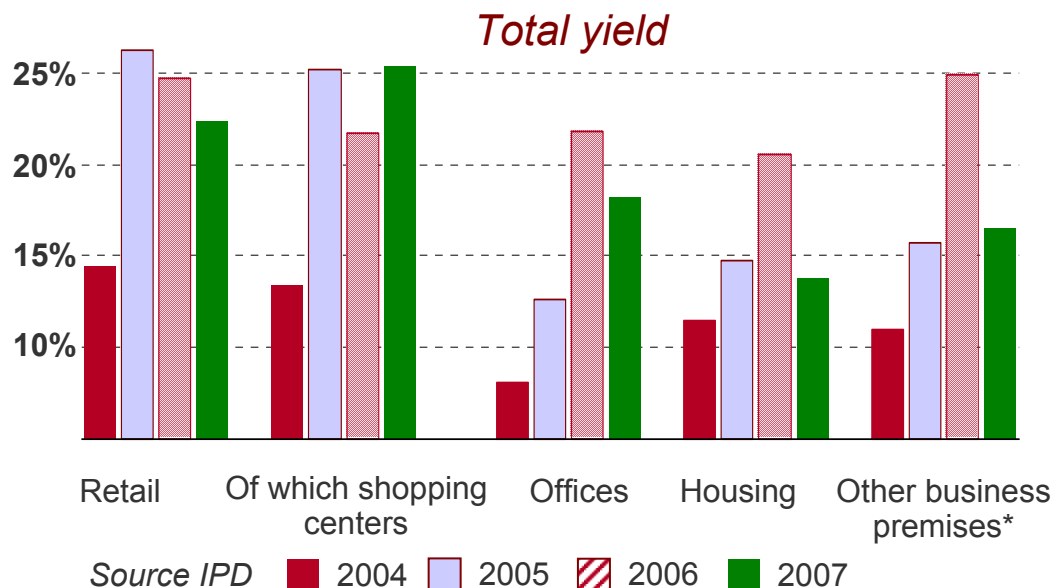
**Strategy fitted to our environment
underpinned by solid fundamentals**



Mercialys is a one-of-a-kind portfolio of shopping centers with potential

✓ A pure player

- > **100% retail property assets**
- > **167 sites including 97 shopping malls**



- > **Neighbourhood shopping centers with better-than-average performance**

✓ A portfolio of substantial size

- > **Assets of more than Euro 2 billion**
- > **665,000 m² of leasable area**

✓ A portfolio with strong reversionary potential

- > **Average rent at 30/06/08: 170 euros/m²**
- > **Occupancy cost ratio 7.9%**
- > **Renewals +20% minimum**
- > **Relets + 100% minimum**

✓ A portfolio set for growth

- > **Assets positioned to capitalise on proximity: « Esprit Voisin » theme**
- > **Assets located in the fastest growing socio-demographic regions of France**



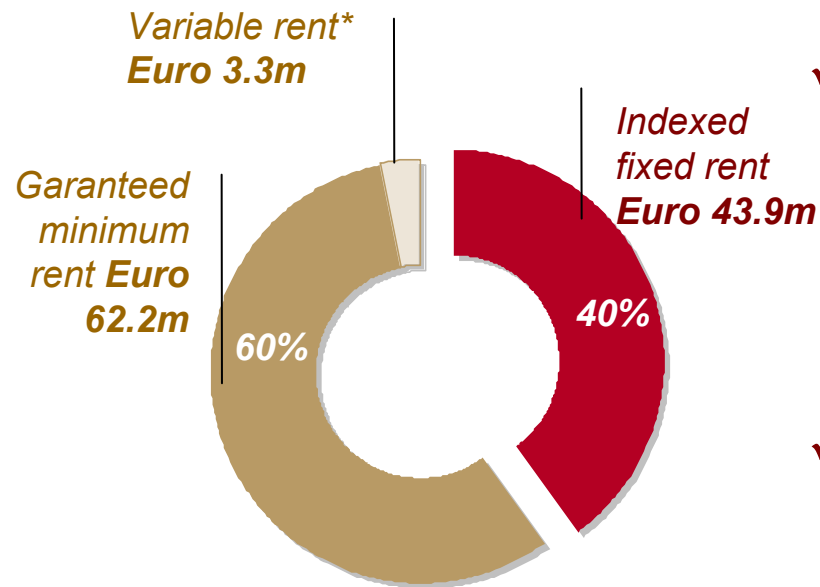
* Include logistics facilities in 2004 and 2005

► A portfolio of leases with value creation potential

Opportunities to modernise the portfolio through reletting and renewals

Breakdown of leases at 30/06/08

By annual rental value



By number

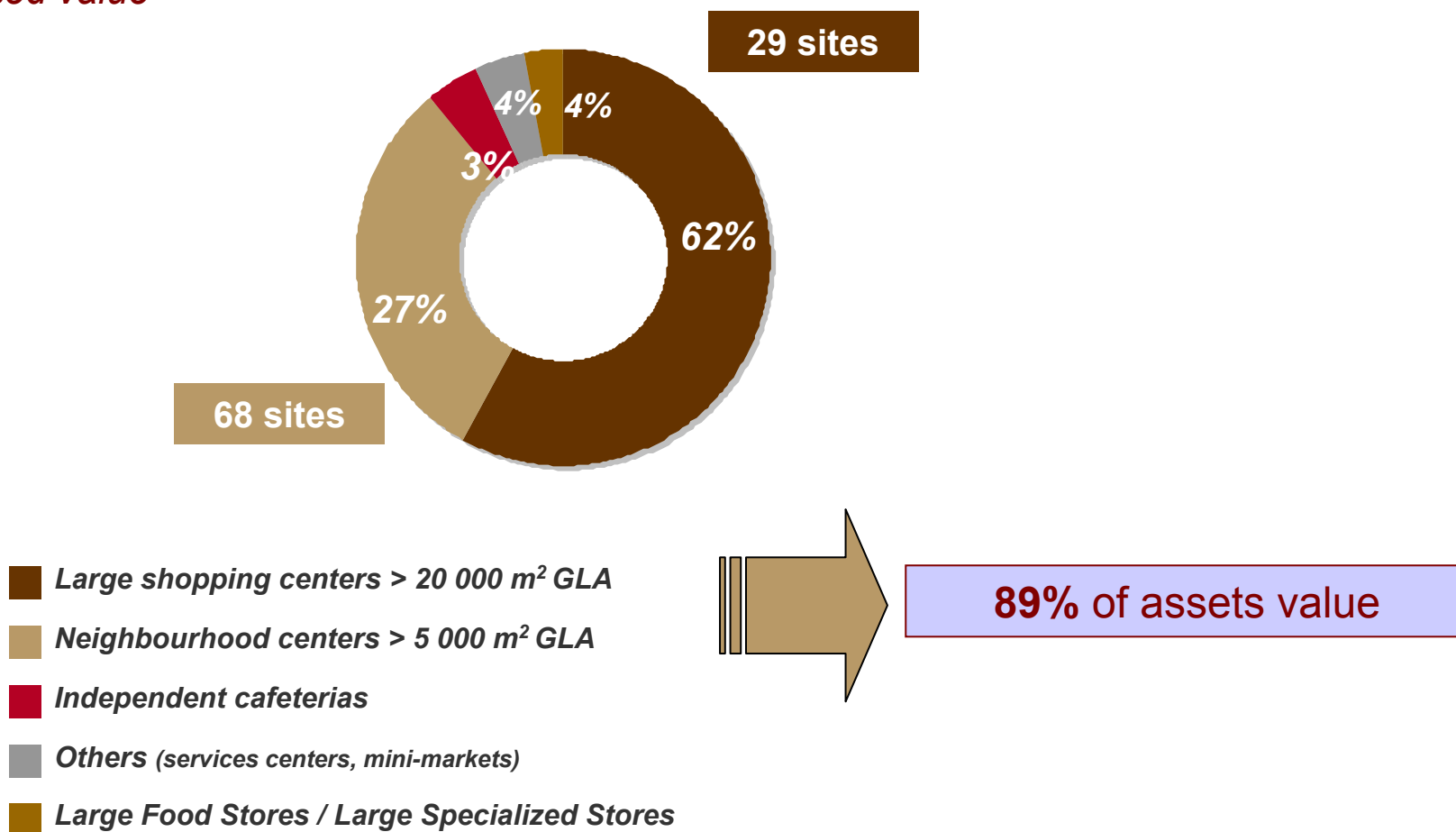
- 1,102 leases with variable component
- 1,335 leases with no variable component

- ✓ More than 2,400 leases: an efficient mutualization of risks
- ✓ Proportion of non restricted leases: 70%
 - > Number of 10-year and over leases: **1,715 leases** ↗ (uncapped)
 - > Number of 9-year leases: **722 leases** ↘ (capped)
- ✓ Opportunity to transform the old 9-year leases to modern uncapped leases with the enforcement of the ILC index**

Large and neighbourhood centers: 89% of Mercialys assets value

Breakdown of Mercialys portfolio by type of assets

Appraised value

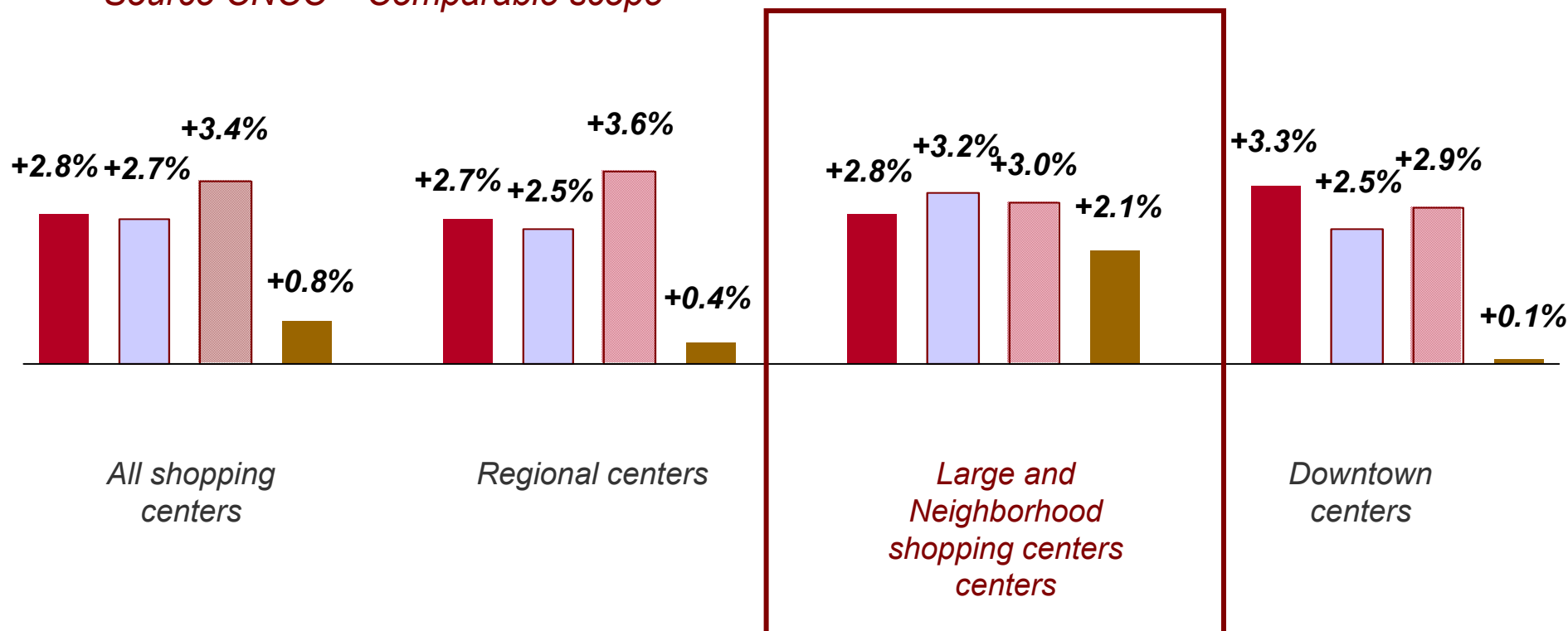


- ▶ Large and neighbourhood centers are more resilient and grow faster in average than the other retail segments

A trend intensified by the economic trends (fuel price)

Retailers sales growth

Source CNCC – Comparable scope





The development pipeline: a secured access to external growth

- ✓ A stable development pipeline valued approximately **Euro 700 million** (Euro 710* million at June 30, 2008 on a weighted value basis) splitted on a 50/50 basis between :
 - > *Alcudia extensions. Renovation and redevelopment investments to be added to this amount for approximately Euro 50 million*
 - > *New development projects*
- ✓ Approximately **140 projects**
- ✓ An increasing **selectivity** on new projects feeding the development pipeline at Casino level and at Mercialys level in the exercise of call options



Mercialys' strategy aimed at adapting to a changing environment

2008: Acceleration of major fundamental trends that were already expected in the medium-term outlook

Capitalize on our strengths

- ✓ Good mutualization of risks
- ✓ Reversionary potential
 - > Growth in rents > to +20 % on renewals
 - > Growth in rents > to +100 % on relets
- ✓ Lean and responsive teams
- ✓ Strength in being anchored locally
(neighborhood centers, «Esprit Voisin»)
- ✓ Secured growth
- ✓ Solid financial profile
 - > Low risk profile / High visibility

Anticipate fundamental trends Focus on the customers / consumers

- ✓ Build up the shopping centers
 - > Shared communication / promotion ⇨ multiply local centers capacities
 - > Enhance the offering: merchandising plan, reletting
- ✓ Alcudia:
 - > Increase the centers to critical mass
 - > Bring in non-food retail anchors
 - > Renovate centers to boost their attractiveness
- ✓ Marketing research: backbone of strategic thinking
 - > Knowing the customers / Meeting their requirements

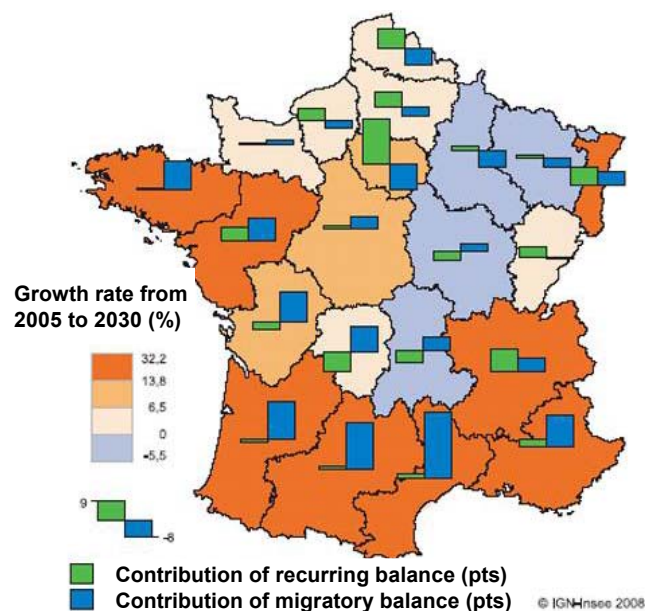


**Constantly developing our capacity to react and anticipate
so as to match what we offer to what customers want**

Consumers tend to settle in the South of France and on the waterfront

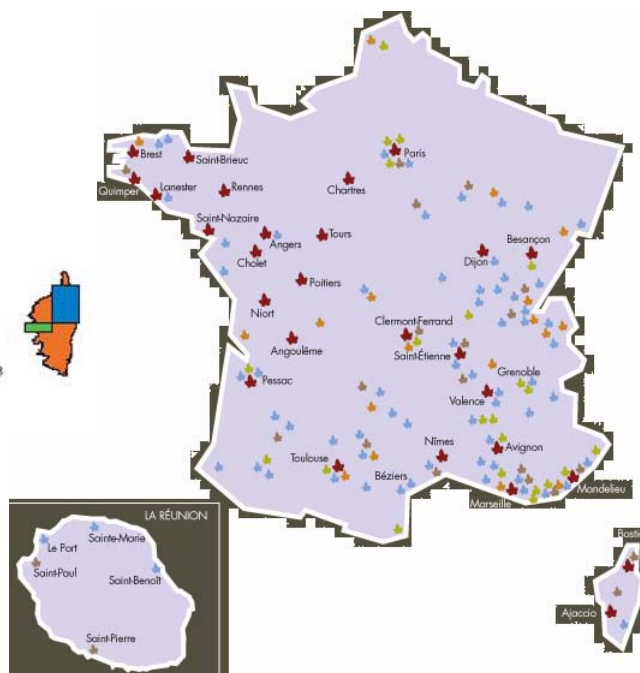
Mercialys sites: On a national scale, locations in the fastest-growing regions

Projected population growth, 2005-2030

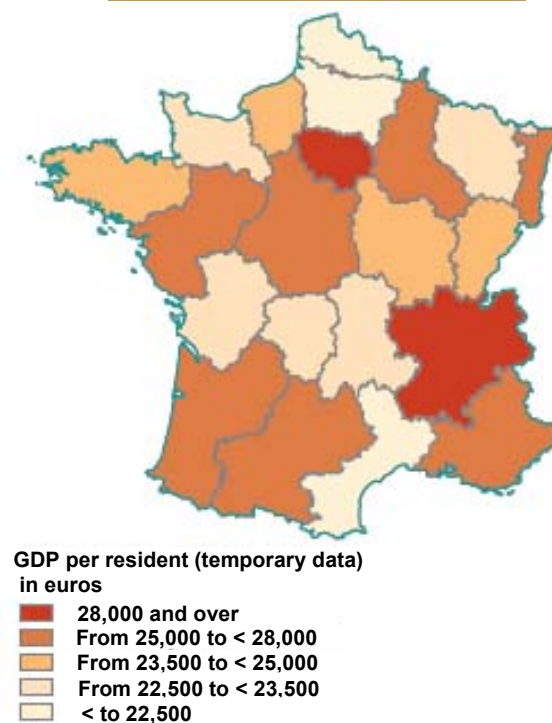


Source : Insee - Omphale

Location of Mercialys sites



GDP per resident

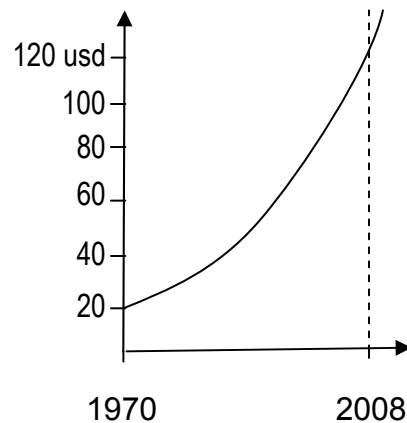


- Consumers are back to proximity: They will reduce the distance covered to go on shopping

On a local scale, strategically placed locations

Economic cost

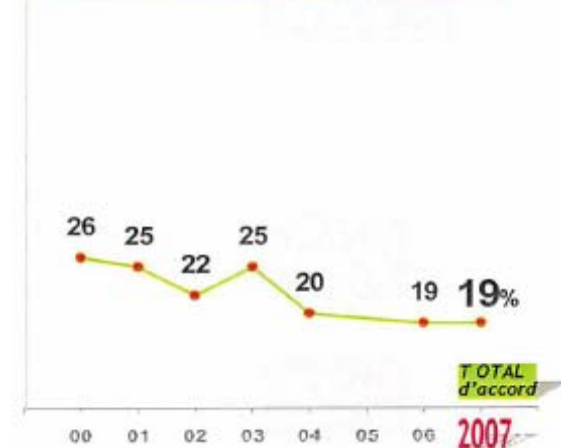
Barrel of crude oil



« 60% of the French intend to cut down on their travel to fight pollution »
Cofremca survey

Environmental cost

Je me **moque** complètement de ce que **deviendra la planète** dans 200 ans



Rationalising travel



Consume where one's live, do shopping on daily trips

Large and Neighbourhood shopping centres are a natural response to this concern

► Consumers are anxious and responsive: proximity is key

Well-placed marketing positioning

Our legitimate "historical" positioning matches what consumers are looking for.

Major behavioural trends

The tradeoffs: resources / pleasure, time / pleasure, health / pleasure
The breakdowns: doubts about institutions, employment, retirement, the future of the planet, the media
The Matrix syndrome: dread of being dissolved in globalisation

Values and identity of our shopping centres

Proximity: "go local"
Simplicity
Human scale
Familiar places to shop, rooted in habit
Social interaction
Confidence

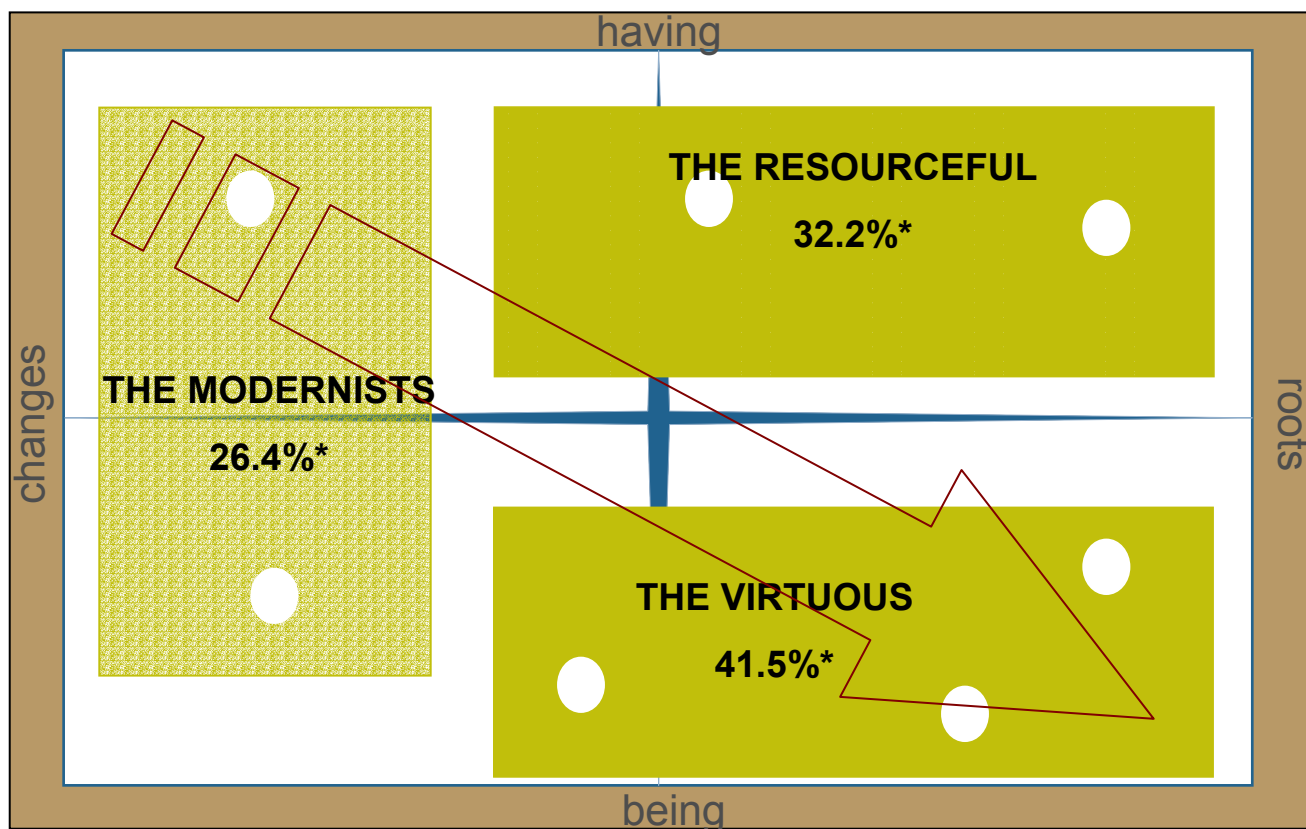
Reassure, forge a link, reconnect with the past, bring back the meaning of shopping

Reaffirming our positioning by enhancing and modernising it
"Esprit voisin" theme



▶ Knowing and understanding the consumer of today and tomorrow

A fundamental trend in the consumption landscape



From a **consumption based on hoarding** (*mass retail*) to a **thoughtfull consumption** (*focused commerce*).

Lifestyle best represented in Mercialys portfolio: **the Virtuous**

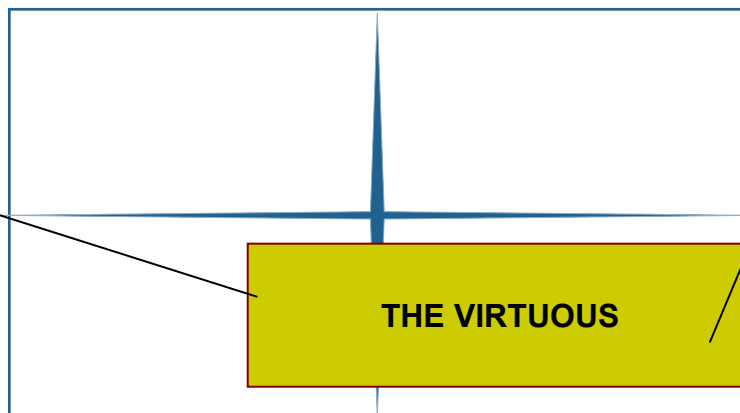
- **41.5% of our customers,**
- The **dominant profile in 2/3 of our centers.**

On a national scale, a growing proportion of Virtuous customers : **+33% since 1998.**

► Detailed analysis of our customer base and changing trends: a tool to guide strategy

Targeting what we offer based on knowing our customers intimately

households with children, well-off, intellectually curious, innovative ...
Domestic consumers influenced by ethical and moral considerations (or imperatives) to support organic food, fair trade, sustainable development and buyer empowerment



... households of over-50s and seniors, well-off consumers who want an ethical meaning in their choices ...

Prudent, reasonable, socially aware consumers...

Their daily consumption is simple and healthful. They invest in their houses and save for a rainy day and their heirs ...



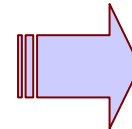
Loyal customers for whom **"consuming" must have "meaning"**...
Consumption measured more by "use" than by desire for possession ...
Over-informed **"expert consumers"**, they are activists for **consuming "better"**...
A **brand name** has no worth for them unless it is an **institution** (label) or an **ethical commitment**...

Conclusions and outlook

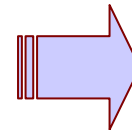


2008: an acceleration, more than a breaking off, for consumers and commerce

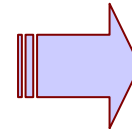
- ✓ Inflation due to cost of raw materials (emerging countries) and its effects on purchasing power: a fundamental trend that was expected for a long time
- ✓ Cost of the barrel of crude oil was to increase: the cost of barrel was to reach 150\$ or more in a few years
- ✓ The consumer becomes more thoughtful, responsive and well informed, and is looking for new values



Indexation



Proximity



Marketing

What has been occurring in 2008 is neither minor nor appalling. This situation is the result of an acceleration of fundamental trends that require more than ever preparation and adaptation.



Fast changing commerce: Mercialys well armed to evolve in accordance

- ✓ Retailing, retailers are responsive and **fastly adapting to changes** of society
- ✓ Shopping centers in particular are very **flexible**
 - > *Merchandising in shopping malls enables to **capture the growth of the most performing retailers and sectors***
 - > *Shopping center shaping: **constant and infinite possibilities***
- ✓ Mercialys is « **in the place to be** »
 - > *South and waterfront,*
 - > *Proximity, town immediate outlying area*
- ✓ Mercialys « **does what is required** » and fits rapidly to the new consumer
 - > *Extensions / enhancement of offering*
 - > *Modernization*
 - > *Sense of proximity / « Esprit Voisin »*
 - > *Change in merchandising to boost attractiveness*



Resilience of the sector combines with Mercialys performance

- ✓ Risk is **moderate**
 - > *Predictability of cash flow*
 - > *Low retailers turnover (French lease right system)*
 - > *Mutualization of risks*
- ✓ Risk premium is **rational** and **offers a correct yield to remunerate the risk**
 - > *Yield*
 - > *Indexation*
 - > *Organic growth*
 - > *Extensions / asset Management*
- ✓ 1H08 results confirm the **robustness of the business model** and the **potential** for the future
- ✓ With an organic growth superior to 8% over the past 3 half year periods, Mercialys **strengthens the value of its assets and confirms the predictability of its cash flow**

2008 / 2009: no extrapolation of 2008 first half results but an interesting outlook

- ✓ 2008 performance set to surpass the objectives set by Management ⇒
Growth faster than anticipated

Management objectives

(guidance February 2008)



2009 / 2007
Growth of approximately 23%*



Adjusted view on the basis of 1H08 results

2009 / 2007
Growth of approximately 25%*

Appendices

► Detailed income statement

<i>In million euros</i>	30/06/07	30/06/08	Change 2008/2007
Invoiced rents	47.6	55.9	+17.5%
Lease rights	0.9	1.1	
Rental revenue	48.4	57.0	+17.7%
Non-recovered property taxes	-0.1	-0.1	
Non-recovered service charges	-0.9	-1.1	
Property operating expenses	-1.9	-1.9	
Net rental income	45.7	53.9	+18.1%
Management, administrative and related revenue	1.1	1.2	
Depreciation, amortization and provisions	-7.6	-8.5	
Staff costs	-2.2	-3.0	
Other expenses	-1.8	-2.5	
Operating costs	10.5	- 12.9	+22.1%
Recurring operating income	35.1	41.1	+16.9%
Net financial income	1.7	0.9	
Income tax	-0.6	-0.5	
Net income, Group share	36.2	41.4	+14.5%
EPS (euros per share)*	0.50	0.55	

► Condensed balance sheet

Assets

<i>In million euros</i>	31/12/07	30/06/08
Investment property	1,165.2	1,165.8
Financial assets	11.0	11.8
Other assets	1.0	1.0
Total fixed assets	1,177.1	1,178.5
Cash and Casino current account	70.7	61.6*
Trade and other receivables	12.5	9.5
Total assets	1,260.3	1,249.6

Equity and liabilities

Equity, Group share	1,190.6	1,196.9
Minority interests	0.7	0.6
Total equity	1,191.2	1,197.5
Financial liabilities	35.5	32.1
Trade and other payables	33.6	20.1
Total equity and liabilities	1,260.3	1,249.6

- ✓ Net cash of Euro 27.1 million at June 30, 2008
- ✓ Solid balance sheet underpinning our investment plan

* Excl. cash booked in financial liabilities for Euro 1.0 million

Asset portfolio valued at Euro 2,074 million including transfer taxes

Portfolio value up 8.4% over 6 months

Type of asset	Number of assets at 30/06/08	Appraisal value incl. TT at 30/06/08		Gross leasable area at 30/06/08		Appraisal net rents	
		Euro m	%	m ²	%	Euro m	%
Large shopping centers	29	1,288	62	319,673	48	63.9	57
Neighbourhood shopping centers	68	568	27	222,371	33	34.5	31
Large food stores	12	24	1	30,960	5	1.4	1
Large speciality stores	8	50	2	28,412	4	2.8	2
Independant cafeterias	23	62	3	32,716	5	3.6	3
Other	27	82	4	30,821	5	5.3	5
	167	2,074	100	664,953	100	111.5	100

✓ **Stable average yield resulting from appraisals: 5.5% at June 30, 2008**

▶ Valuing the pipeline taking into account the stage of completion of each project

Each stage of completion is worth its probability

- ✓ The development pipeline as it currently stands contains projects with widely varying stages of completion and chances of going ahead
- ✓ Until December 31, 2006,, we valued projects for which land was controlled at 100% and others at 0%
- ✓ We have refined our valuation method to take account of the stage of completion of projects

