### Initial coverage

### Neodecortech: a niche integrated specialist in the high-end interior design market

November, 23<sup>rd</sup> 2017 at 17:48

#### A growing leading niche player in the international décor paper market

Neodecortech enjoys a leadership positioning as the largest Italian player in the international market niche of Specialty Décor Paper with a 6% market share. Its strategic positioning at the top-end of the reference market with a wide range of highprice and design products, its 74% of export revenues and its core décor paper production, printing and impregnation business allow the Group to outpace market growth and generate high marginality, similarly to big diversified international players.

A vertically integrated business model: efficiency, savings, synergies, competitiveness and time to market Neodecortech fully integrated business model and Group structure allow for control on the R&D process, savings on procurement, enhance the operating leverage and guarantee supply, production flexibility and time to market. Even in a mature reference market, consolidated margins are high and cash generation strong. The capital intensive structure represents a robust entry barrier: significant plant investments are needed for décor paper production, print and impregnation; large selling volumes need to be generated for those investments to be profitable. The management team long experience in the Group adds a proven track record.

### Financials: moderate growth in a mature industry, high margins and strong cash generation

Since 2012, Neodecortech has reported high single digit growth (8% CAGR), above its reference market (4.5% globally and 3.8% in Europe). In the 1H17, the Group reported €58mln of revenue (+8% yoy). In 2016: EBITDA at €15.6mln or 13.5% margin; net income at €4.5mln; €83mln of fixed assets; €28mln of net operating working capital financed by €39mln of equity and €57mln of net debt. The IPO proceeds improved the financial structure with capital increasing from €8.5mln to €16.2mln. In 2016, the Free Cash Flow was €7.6mln including €5mln of capex.

#### Strategic development and our 2017-2019 estimates

We expect Neodecortech to keep outpacing its reference market given: its strategic positioning in faster growing market segments and geographic areas; a persisting commercial push; improved visibility among customers following the IPO. If, in 2016-2019E, the global Décor Paper market is expected to grow at a CAGR below 3%, we project a 9% revenue CAGR for the Group to reach €137mln in 2019. Further non-organic growth might come from procurement agreements, industrial partnerships or M&A deals. Another driver might come from the technological shift following the planned acquisition of a new digital printing machine to expand the products portfolio. In 2019 we expect: EBITDA at €19.7mln with margin of 14%, driven by synergies from Group integration, more efficient use of raw materials, higher productivity of paper machines and better product mix. Business plan execution risk is softened by the remedy share mechanism (6% of shareholders' dilution if EBITDA is lower than €15mln and €17mln; net income less than €4.5mln and €7mln in 2017 and 2018 respectively) to which the management stock grant plan is also attached. In 2019 we project also: net income at €8.8mln, thanks to lower cost of debt following debt restructuring and tax benefits; €20mln cumulated capex; €9mln of net operating working capital increase. In 2019 we end with net debt to EBITDA ratio down to 2x and net debt to equity to 0.6x. The Group will keep being cash generative: we estimate €23mln of cumulated Free Cash Flow in three years. We project a dividend payout at 25% or €4.3mln of cumulated dividends.

		U		
- r	DE	С	Ο	R
	ΓЕ	J.	н	

NEO

Target Price (€)	5.3
Reccomendation	BUY
Price as of November 22 <sup>nd</sup>	3.90
N. of shares (mln)	13.1
Market cap. (€ mln)	51.1
Market segment	FTSE AIM ITALIA

Performance (%)	1m	IPO	12m
Absolute	-2.5%	-3.7%	NA
Max/Min (12 months)		€4	.33/€3.78
Since IPO avg. daily volumes (	'000)		35.2

(€ mln)	2016	2017E	2018E	2019E
Revenue	106.2	124.1	129.5	137.2
yoy change	(14%)	17%	4%	6%
Gross Profit	31.9	32.3	34.0	37.4
margin	27.5%	24.6%	25.5%	26.5%
EBITDA	15.6	16.2	17.3	19.7
margin	13.5%	12.4%	13.0%	14.0%
EBIT	9.2	9.5	10.5	13.1
margin	8.0%	7.2%	7.9%	9.3%
Net income	4.5	5.5	7.3	8.8
margin	3.8%	4.2%	5.4%	6.3%
Net debt/(cash)	57.1	49.0	46.0	40.3
Shareholders'				
Equity	38.7	51.2	57.0	64.1
Free Cash Flow	7.6	3.4	10.2	9.4

Source: Banca Profilo estimates and elaborations, Company data.

#### Valuation

Given the mature cash generating business, the DCF well adapts as a valuation approach. To this we added market multiples and M&A transaction multiples valuation. We derive a TP of  $\in$ 5.3 per share. Our recommendation is BUY. The stock is PIR eligible.

#### Francesca Sabatini

Head of Equity Research francesca.sabatini@bancaprofilo.it +39 02 58408 461

> Sales Desk +39 02 58408 478

### Contents

Executive summary 2
Neodecortech in a nutshell: key investment drivers2
Main Financial data (2015-2016) and estimates (2017-2019E)3
Valuation considerations
Key risks4
SWOT analysis5
The reference market: the Décor Paper market
Neodecortech competitive arena: strategic positioning and competitive advantages
Neodecortech overview and business model12
The Group overview and activities12
The distinctive business model and Group synergies14
Management: long experience in the Group and sound track record15
Historical operating and financial performance17
Main operating and financial data17
Strategy and estimates 22
Corporate strategies22
<i>Our estimates 2017E-2019E22</i>
Valuation
DCF Valuation
Relative Valuation on multiples27
DISCLAIMER

### **Executive summary**

Neodecortech in a nutshell: key investment drivers

A growing leading niche player in the international Décor paper market	Neodecortech is the largest Italian producer and a growing international niche leading provider of high-end products for the interior design industry. Neodecortech reference market is the international Décor Paper segment, a niche of the larger Specialty Paper market in the Paper and Paperboard industry. Neodecortech designs, projects, develops, manufactures and markets décor paper,
	melamine film and finish foil, luxury finish tiles for the surfacing of laminate panels, furniture and flooring in the Interior Design Industry. In 2016, its reference Décor Paper niche accounted for 750,000 metric tons; with 48,000 metric tons of décor paper manufactured the same year, through Neodecortech (NDT) and the paper mill Cartiere di Guarcino (CdG), the Group had a 6% market share.
	Neodecortech (NDT) was founded in 1947 and it is at the head of the Group which controls the paper mill Cartiere di Guarcino (CdG) and the bio-energy producer Bio Energia di Guarcino (BEG). This Group's current perimeter has been effective since the end of June 2017; therefore, integration synergies both in terms of Group structure and in terms of value chain still need to fully arise.
	The Group is controlled by the Valentini Family which owns a 73% stake but it has been managed for quite a decade by a long experienced and with proven track record management team.
<i>Strategically positioned to outpace market growth and improve profitability</i>	Its reference market is a mature and historically stable market (0.3% CAGR in 2006- 2016), even if it has recently accelerated (+5% yoy in 2016). Neodecortech strategic positioning is at the top end of high-price and design products offering a wide range of décor paper, printed and impregnated. The Group exports more than 70% of its production, mostly in Western Europe (the area that has grown the most reaching a +6% yoy in 2016); thus it competes with big international (mainly German) diversified groups in both décor paper production and printing. In addition, the Group is mostly active in the décor paper production and printing (more than 70% of Group's revenue) market segments, which have shown lower competitive pressure, higher growth (+7% yoy in 2016) and profitability than others, especially in the impregnated paper segment and ceramic tiles market.
<i>Key competitive advange: a vertically integrated business model and synergic Group structure</i>	Neodecortech key competitive advantage lies in its quite fully integrated business model and synergic Group structure, which allow for control over strategic phases, generate savings on procurement, enhance the operating leverage, guarantee supply, production flexibility and time to market.
Entry barriers and profitability drivers: capital intensive structure efficient use of raw materials stable partenerships both up and dowstreams	The Group capital intensive structure represents a robust entry barrier, needing large selling volumes to be profitable. More in details, the reconstruction value of Neodecortech's plants is about $\in$ 230mln vs their net book value of $\in$ 70mln at the end of 2016.The Group cost structure shows a high incidence of raw materials, which asks for an efficient use, long and stable partnerships with suppliers, optimization of procurement policies and increase production productivity in order to improve profitability. Finally, customers are large and concentrated and request high quality, production flexibility and tailored offering.

### Main Financial data (2015-2016) and estimates (2017-2019E)

Outperformer of<br/>itsreference market:Since 2012, Neodecortech has reported high single digit growth (8% on average),<br/>above its reference market (4.5% globally and 3.8% in Europe)In 2016 Neodecortech generated EUR 106mln of revenue, EUR 15.6mln of EBITDA<br/>with margin of 13.5% and EUR 4.5mln of net income. It shows a leveraged financial<br/>structure with EUR 49mln of net debt and EUR 51mln of equity estimated at the end of<br/>2017 including the IPO proceeds.According to our estimates in the 2017-2019 period revenue is expected to grow at<br/>9% on average (CAGR) to €137mln with EBITDA close to €20mln or 14% margin and<br/>almost €9mln net income, leading to an average Free Cash Flow of €7.7mln, including<br/>cumulated capex of about € 20mln, and to a net debt of EUR 40mln (or 0.6x the<br/>Equity).

*Remedy shares as partial protection* The business plan execution risk is partially limited by a remedy share mechanism and by an experienced management team which has been managing the company for quite a decade.

### Valuation considerations

DCF approach well appraises a mature and cash generative business	Given the mature and cash generating business, a DCF method well adapts as a valuation approach.
	For what concerns the relative valuation, there are no listed companies, active in the Décor Paper market, which show a similar vertical integration both of the value chain and of the Group structure, as Neodecortech does. Main big diversified groups are either décor paper producers or décor paper printers and impregnators; none has a synergic Group structure as that of Neodecortech.
A selected sample of listed comparables	We have selected a sample of listed companies active either in some of the production cycle phases of Décor Paper production and printing or in the substitute ceramic tile market. We also included listed players in the downstream interior design industry. Our sample for a relative approach on market multiples includes: the Swedish Ahlstrom-Munksjo (décor paper production), the German Surteco (décor paper printing and impregnation), the Italian Panariagroup (ceramic tiles) and the French Tarkett (flooring solutions). Finally we add to the relative valuation an average of M&A multiples derived from comparable transactions in the past three years.
DCF assumptions	We run a DCF model, using our projections of FCF for the explicit 2017E-22E period, which lead to cumulated FCFs of $\notin$ 47mln (an annual average of $\notin$ 7.8mln). We used a WACC of 6.9% and a perpetual growth rate of 2%. We obtain a fair Equity Value of $\notin$ 85.6mln.
<i>Relative market multiples approach</i>	Our sample of comparables to Neodecortech shows a mean EV/EBITDA 2017E-2018E of 7.1x-6.4x respectively. As Neodecortech is a mature and cash generative company, we chose the EV/EBITDA multiple for it relative valuation. At its price ( $\leq$ 3.9/share as of Novembre, the 22 <sup>nd</sup> ), Neodecortech trades at 13% and 9% discount to respectively the Sample's mean EV/EBITDA for 2017E-2018E

### Equity Research

- The stock is PIR eligible Applying the Sample mean EV/EBITDA 2017E-2018E to the Group estimated EBITDA evolution, we derived an Enterprise Value in the range of €110mln-€116mln. We subtract our projected net debt of €49mln at the end of 2017E and obtain an average Equity Value of €64mln, to which we apply a 10% liquidity/AIM discount. We than landed to an Equity Value of €58mln. It is worth to underline that the stock is PIR eligible.

Key risks

Key risks relate to increasing competition from Chinese players and ceramic tiles manufacturers, to lower than estimated reference market growth and to the volatility of key raw materials in the production process

We also highlight the additional risk of the digital machine investment potentially leading to a lower than projected return.

### **SWOT** analysis

### STRENGTHS

- Leading market positioning in high-end products of 
  the international interior design industry
- Quite fully integrated business model and Group structure
- Capital intensive structure with high reconstruction value of proprietary plants
- High margins and strong cash generator
- Product and geographic diversification
- Experienced management team

### WEAKNESSES

THREATS

- Limited reference market size
- Not fully utilized production capacity
- Limited self-financing ability

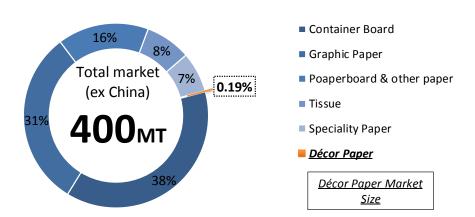
### OPPORTUNITY

- High entry barriers in the reference market
- Strengthening higher margin specialty products through ad-hoc partnerships
- Geographical expansion through ad-hoc international partnerships and/or bolt on acquisitions
- Chinese décor paper producers improving quality, replicating designs and European products
- Competition from ceramic tiles manufacturers

### The reference market: the Décor Paper market

Neodecortech is the largest Italian producer and a growing international niche leading provider of high-end products for the Interior Design industry. More specifically Neodecortech reference market is the international Décor Paper segment, a niche of the larger Specialty Paper market in the Paper and Paperboard industry.

#### Figure 1: Paper and Paperboard Industry segmentation in 2016 (ex China, in mln tons)



Source: Décor Paper Market Research, 2016, Munksjo

The Specialty Paper market which includes NDT reference segment is 7% of the Industry

NDT shows 6% market

share in the Décor

NDT sales are 74%

Industry

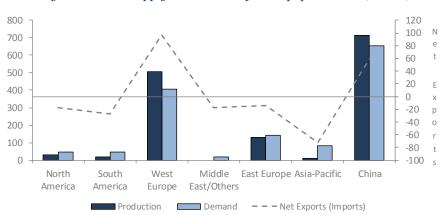
abroad

Paper or 0.2% of the

The Specialty Paper market (excluding China) accounted for 28 mln metric tons in 2016 or 7% of the Paper and Paperboard industry. Special papers differ from other papers since they require a variety of properties according to single customer application, very complex technical specifications, a long and demanding product qualification with new clients and smaller machine systems, allowing short and rapidly changing production cycles.

The Dècor Paper niche accounted for 750,000 metric tons in 2016 or 0.2% of the Industry. With 48,000 metric tons of décor paper manufactured in 2016, through Neodecortech (NDT) and the paper mill, Cartiere di Guarcino (CdG), the Group had 6% market share.

Western Europe is the greatest exporter of décor paper worldwide, followed by China where the cost (and the quality) of paper is much lower compared to European standards ( $3/kg vs \in 4/kg$  in Europe). The rest of the globe is net importer of décor paper, with Asia-Pacific being the largest. In 2016, 74% of Neodecortech revenue came from abroad, of which 56% were from Europe (ex Italy).



### *Figure 2: Global supply and demand of décor paper in 2016 (in kton)*



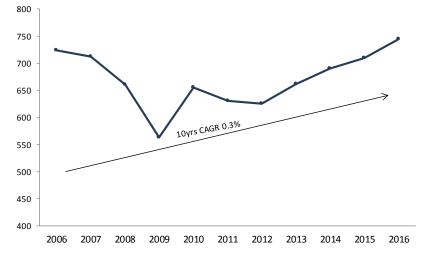
### Equity Research

Décor paper: an historically stable market, recently improving

#### Source: Décor Paper Market Research, Munksjo

The Décor Paper market (ex China) was basically stable (0.3% CAGR) in the decade 2006-2016; in 2013 it started to invert the downside trend and ended with a 4.5% CAGR in the 2012-2016 period. Growth accelerated further in 2016 with décor paper posting a 5% (yoy) increase.

Figure 3: Décor Paper market trend (ex China) 2006-2016 (in tons/1000)



Source: Décor Paper Market Research 2016, Munksjo

*Europe growing the most in recent past NDT sales are 56% from Europe (ex Italy)*  Regarding the Décor Paper market (ex China) trend by geographic area, in the past decade Europe lagged; during the market recovery (2012-2016) Europe accelerated and it was the western area growing the most posting a 3.8% CAGR. Last year, Europe continued to outpace the Americas with an increase of 5.6%. In this scenario, Neodecortech shows a good geographic diversification as it generates more than 55% revenue in Europe (ex Italy).

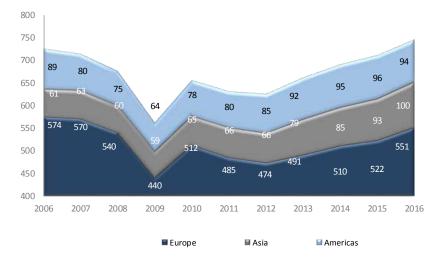


Figure 4: Décor Paper market trend (ex China) 2006-2016 (in tons/1000) by Region

Source: Décor Paper Market Research 2016, Munksjo

Downstream Laminate Flooring market: great concentration of large large clients There is great concentration of large clients in this market, accounting for some 350 firms, mostly laminate panel or flooring makers and players in the furniture and in various applications of interior design. Therefore, long and stable partnerships with



clients are key for growing a competitive advantage.

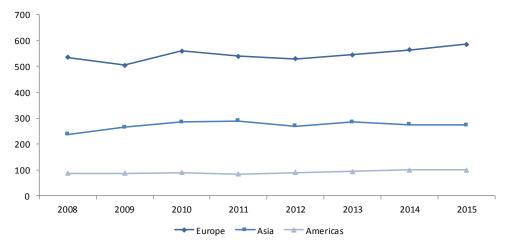
*In the value chain Paper printing (NDT core business) has been growing the most* 

Among the single production phases the paper printing one, which is NDT core business, was the fastest growing at 7% (yoy) 2016; demand came mainly from Germany (40%), Poland and Russia (23%), followed by the Americas (10%). For this and next year the Décor Paper market is projected to increase by some 2.5% (CAGR 2016-2018E).

### *Laminate Flooring market: low single digit growth but LVT outperformer*

Over the past seven years the downstream Laminate Flooring market pointed out a 2% CAGR; since the start of 2017 the pace of growth has accelerated driven by the recovering of the European Real Estate industry with higher demand of high pressure laminate panels. Within the Laminate Flooring, the Luxury Vinyl Tiles (LVT) segment points out higher growth and margins.

#### Figure 5: Laminate flooring market trend 2008-2015 (in mln sqm)



Source:Laminate Flooring (excluding LVT), 2015, Munksjo

### The Italian energy market

The Group is also active in the Italian Energy market through Bio Energia Guarcino (BEG), a cogeneration plant which generates electricity and steam at the same time and in a unique process, using renewable materials. It satisfies mostly all (95%) of the energy need of the paper mill (CdG) and part (25%) of its steam usage. Since BEG is a cogeneration plant, which employs renewable materials, such as palm oil and animal fat (biomasses), it owns selling priority into the GSE network.

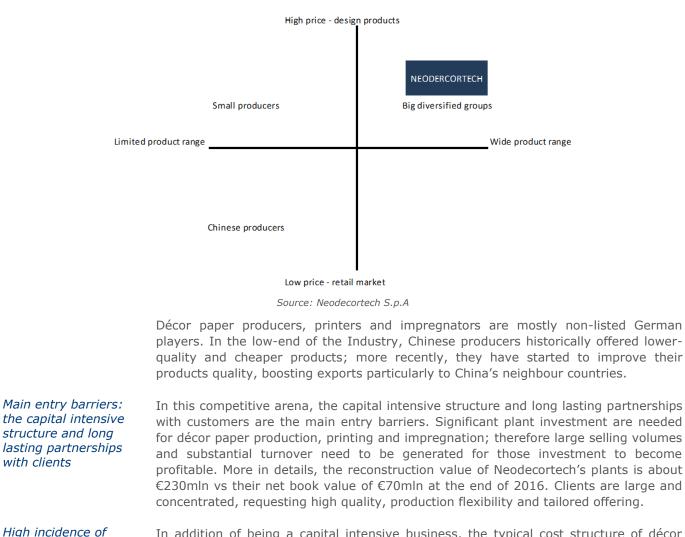
### Neodecortech competitive arena: strategic positioning and competitive advantages

Neodecortech core business: décor paper production, printing and impregnation	We are analysing Neodecortech competitive international environment looking at its core business (80% of Group sales and EBITDA or €94.6mln and €12.5mln in 2016) consisting of décor paper production, through its paper mill Cartiere di Guarcino (CdG with €52.2mln turnover in 2016), and décor paper printing and impregnation through Neodecortech (NDT with €42.4mln turnover in 2016).
<i>Competitors are mainly big international diversified groups</i>	The Group strategic positioning is at the top end of high-price and design products, offering a wide range of décor paper, printed and impregnated (5 main décor paper categories developing more than 50 products based on type of impregnation and final use), which find use on surface coating, mainly furniture, flooring and various interior installations. The Group exports 74% of its production, mostly in Europe. Therefore, it competes with big international diversified groups both in the décor paper production and printing. The Group is mostly active in the décor paper production and printing (more than 70% of sales), which show higher profitability and lower competitive pressure than the impregnated paper segment of the Specialty Paper market.

energy and raw

structure

Figure 6: Neodecortech strategic positioning



In addition of being a capital intensive business, the typical cost structure of décor paper producers and printers shows a high incidence of variable (often volatile) costs materials in the cost (more than 60% of revenue), mainly energy and raw materials (titanium dioxide and pulp in paper production; paper, resins and PVC in paper or plastic printing and impregnation). Therefore, an efficient use of raw materials, long and stable partnerships with suppliers, optimization of procurement policies and enhancing production productivity are key drivers to profitability in this Industry.

Neodecortech key In this scenario, the key competitive advantage of Neodecortech is its vertical competitive advantage: integrated business model and Group synergic structure, which allow for control on its vertically integrated the R&D process, generate savings on procurement, enhance the operating leverage, business model guarantee supply, production flexibility and time to market.

Benchmarking analysis We concentrate our benchmarking analysis on listed players in the reference market on listed players and on other listed companies in the larger industry of Interior Furnishing. Within the décor paper producers (the paper mill CdG competitors) we analyze the Ahlstrom-Munksjo Group (Sweden, listed on the Nasdaq Helsinki and on Stockholm stock exchanges), whereas within the décor paper printers and impregnators (NDT competitors, yet potentially CdG clients) we examine the German Surteco. In addition, we look into the Italian Panariagroup, active mostly in the ceramic tiles and the French Tarkett, a large player in flooring solutions.

### Equity Research

Ahlstrom Munksjo is a Ahlstrom-Munksjo is a Sweden supplier of industrial paper: décor papers, coatings, décor paper producer; primer foils, graphic papers, tapes, wall coverings and other fiber based materials. In competitor of CdG 2017, Munksjo and Ahlstrom merged and created a global leader in sustainable and innovative fiber-based solutions with combined annual sales of  $\in 2.2$  bn, more than 6,000 employees and 41 production and converting facilities in 14 countries worldwide. In 2016, the Group generated revenue (pro-forma) for €2.1bn (décor paper accounted for  $\in$  360mln); consensus expects revenue growth at 3.9% this year with EBITDA margin at 13%; net debt to equity stands at 0.3x.

Surteco is a décor paper printer and impregnator; competitor of NDT

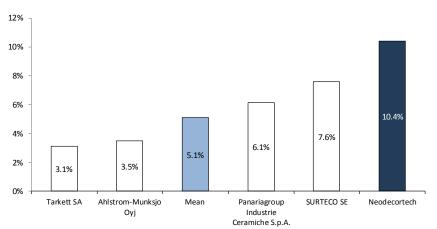
industry

**Surteco** is a German specialist in surface technologies. Its product portfolio includes: paper printed with decorative designs, impregnated products, release papers, decorative flat foils and other specialized laminates. Its main clients are furniture manufacturers. In 2016, revenue stood at €640mln, with paper weighting 60% and plastic 40%. EBITDA margin was 11.6% in 2016. Consensus expects an 8% yoy growth this year and improvement in EBITDA margin to 12.2%. Net debt to equity stands at 0.3x. The Group employees about 2,900 people.

Panariagroup is an Panariagroup is an Italian manufacturer of a wide range of ceramic floor and wall Italian player in the tiles. In 2016, revenue stood at €391mln, including export revenues at 82%, with Interior furnishing EBITDA margin at 10.4%. Consensus expects a 9% yoy growth this year and an improvement in EBITDA margin to 12.5%. Net debt to equity stands at 0.3x The Group employees some 1,600 people. We included it in our benchmarking analysis because it is an Italian company with a size closer to that of Neodecortech, it shows similar export revenue weight, similar end-markets and because it supplies products which might become close substitutes and competitor of décor paper products in specific interior applications.

Tarkett is a big player Tarkett is a big French player that manufactures and distributes a wide range of in the flooring solutions flooring solutions such as vinyl, laminate, wood, carpet rolls and tiles, linoleum, and artificial turf. In 2016 revenue stood at €2.7bn, including export revenues at 82%, with EBITDA margin at 12.2%. Consensus expects a 3.5% yoy growth this year and some 100bps worsening in EBITDA margin to 11%. Net debt to equity stands at 0.2x. The Group employees some 12,600 people.





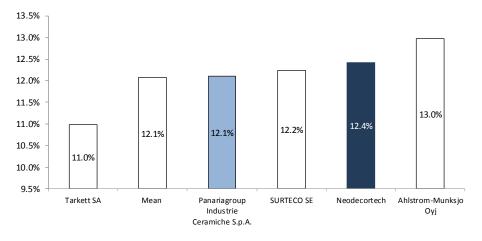
Source: Banca Profilo elaborations on Company data, Factset In the 2016-2018E period, we project Neodecortech revenue to grow at 10.4% CAGR, outpacing its peers' mean estimate (5.1%).

Neodecortech is expected to grow faster than peers

Neodecortech is projected second to the highest EBITDA margin

With respect to the EBITDA margin, Neodecortech is projected to maintain slightly higher EBITDA margin vs peers' average in 2017 at 12.4% vs 12.1%. It is projected second to the highest EBITDA margin among peers, just behind Ahlstrom-Munksjo.

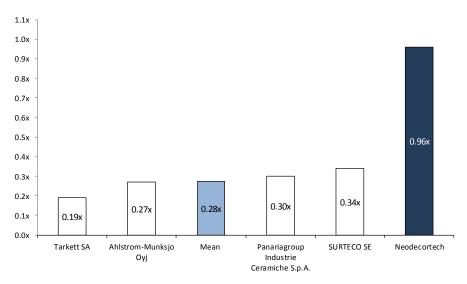




Source: Banca Profilo elaborations on Company data, Factset

*Neodecortech is the most leveraged* On the capital structure side, Neodecortech shows a more leveraged structure with net debt to equity ratio at almost 1x vs peers at 0.3x, on average.





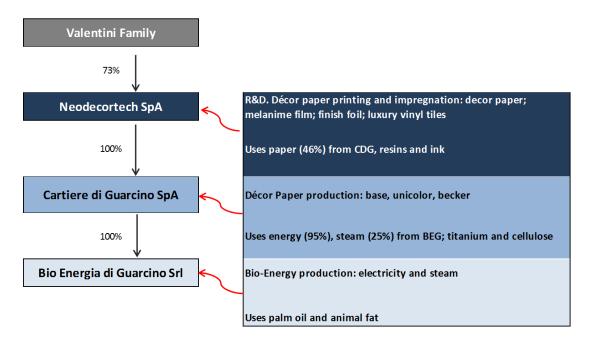
Source: Banca Profilo elaborations on Company data.

### Neodecortech overview and business model

### The Group overview and activities

Neodecortech is an integrated group and supplier to the international flooring and furniture industry Neodecortech (NDT) was founded in 1947 and it is at the head of the Group which controls the paper mill Cartiere di Guarcino (CdG) and the bio-energy producer Bio Energia di Guarcino (BEG). Group's current perimeter has been effective since the end of June 2017; therefore, integration synergies in terms of both Group structure and value chain still need to fully arise.

The Group is controlled by the Valentini Family which owns a 73% stake, but it has been managed for quite a decade by a long experienced and with proven track record management team. The Group employees about 335 people.



#### Figure 10: Neodecortech Group perimeter and activities

Source: Banca Profilo elaborations on Company data

Neodecortech designs, projects, develops, manufactures and markets décor paper, melamine film and finish foil, luxury finish tiles for the surfacing of laminate panels, furniture and flooring in the Interior Design Industry.

Starting from the bottom of the Group structure, Bio Energia di Guarcino produces electricity and steam through a cogeneration plant ( $\in$ 30 mln of investment in 2010) which uses palm oil and animal fat (biomasses); it owns selling priority into the GSE network. It has a production capacity of 20MWh of energy and 11.7 tons of steam. Its steam production covers 25% of the Group's paper mill (CdG) thermal need and more than 90% of its electricity need. Finally, more than 65% of energy produced is sold to the Italian end market at the Prezzo Unico Nazionale (PUN).

The self production of steam and electricity guarantees to the Group lower and more stable energy cost, based on medium/long procurement contracts, full independence from any discontinuity of electricity supply in the international grid, business continuity in case of grid outage, compared to external suppliers. Thanks to the energy supplied by BEG, the Group is able to reduce the energy price gap (typically 30%) vs its German competitors. The annual cost saving for the Group is about  $\in$ 5mln (consolidated energy cost was  $\notin$ 4.6mln in 2016).

*Bio Energia di Guarcino: the energy and steam supplier of the Group* 



Figure 11: Neodecortech Group plants and operations (slide 12)

*Cartiere di Guarcino: décor paper production*  Source: Neodecortech SpA

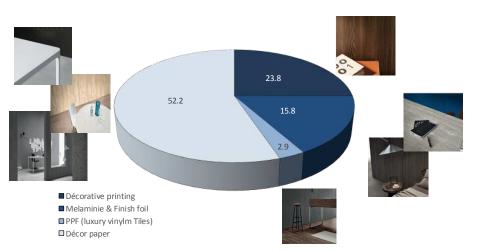
Moving upward in the Group structure, the paper mill Cartiere di Guarcino (CdG) uses the energy and steam supplied by BEG to manufacture semi-finished products consisting of three main paper categories: unicolor (to be impregnated and converted into laminated panels), base (on which various designs and decorations are printed) and backer papers (to be impregnated and covering one side of chipboard to prevent the distortion of the final laminated panel), which account for 28%, 15% and 6% respectively of consolidated revenue in 2016.

CdG has a production capacity of 50,000 metric tons/year and its production was some 40,000 metric tons in 2016. More than 80% of its paper production is sold to the market, including Neodecortech competitors. In addition to energy and steam, the paper mill uses titanium dioxide (weighing more than 60% of raw materials costs) and pulp (weighing more than 30% on raw materials costs) to produce paper.

*Neodecortech: décor paper printing and impregnation with a product range of 50 types*  Neodecortech uses papers (weighing more than 60% of its raw materials costs) supplied by CdG (some 75% of its paper need), resins and ink (weighing some 20% on raw materials costs) to print and impregnate décor paper. Cross-selling synergies between printing/impregnation and paper mill arise in terms of production flexibilities, time to market and prices.

There are different methods of impregnating (according to the final use), which are applied on several décor papers (including the décor papers coming out from CdG) or plastic categories to create a product range of more than 50 different types.

Figure 12: Neodecortech product lines (in €mln, 2016)



Source: Banca Profilo elaborations on Company data

Printed décor paper finds use on furniture, flooring surfaces and interior installations. Finish foil offers the décors (wood, stone or fantasy design) an authentic look and textural realism. These are either post-impregnated or manufactured on the basis of pre-impregnated paper. Melamine film is printed décor paper then impregnated with melamine resin and used as surface coating in furniture and flooring. LVT (Luxury Vinyl Tiles) replicates the laminate flooring, but it is much better performing on floors as it is not made of wood.

### The distinctive business model and Group synergies

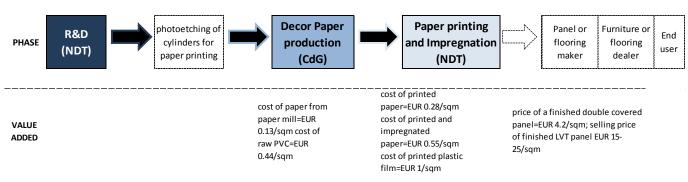
A vertically integrated business model and synergic group structure Neodecortech shows an integrated business model controlling all strategic phases of its product value chain (from the R&D process and product creation, to production, to quality control). In addition, the vertical integration of the three companies allows for savings on procurement, enhances the operating leverage, guarantees supply and production flexibility.

Paper printing is the In Neodecortech (NDT), a team of designers studies and creates the décor (roughly most value added 900 designs). The second phase is outsourced to supply partners to photoetching the phase in the product cylinders for paper printing (4 weeks needed). Cartiere di Guarcino (CdG) produces cycle: from paper at décor paper based on its order intake (4 to 5 weeks needed). In Neodecortech, paper €0.1 to printed paper or plastic go through printing cylinders. The production of printed paper or plastic at €0.3 per sqm depends on its order intake (4 weeks needed). This is the most value added phase of the entire product cycle: the cost of paper from paper mill is about  $\leq 0.1$ /sqm (raw PVC is about €0.4/sqm) becoming about €0.3/sqm when printed. Paper in stock (unicolor or printed) is soaked into watered resins or polish. Impregnation depends on the order intake (1 week needed). Impregnation is a lower value added phase (€0.3/sqm of printed paper become €0.5 when impregnated) and it is subject to a more intense competition. At the end of the process, paper or plastic is attached to the furniture panel or to flooring and the price of a finished doubled covered panel with décor paper is about €4.2/sqm (in the case of a finished LVT panel the selling price is about €20/sqm).

A diversified base of clients and suppliers For what concerns upstream and downstream power, Neodecortech holds a wide portfolio of clients. Top 5 clients weigh for some 30% of Group turnover and top 10 clients for some 40% of it. Customers loyalty and a durable customer base is key in this Industry to offer high quality and tailored solutions. Top 5 suppliers account for less than 40% of COGS and top 10 suppliers for less than 60% of them. In addition, the cash generation capacity of the Group opens to faster supplier payments in order

### Equity Research

to obtain some procurement discounts. This strategy has already started in 2017 generating  $\in$  300-400k of savings on procurement.



### Figure 13: Neodecortech value added chain

Source: Banca Profilo elaborations on Company data

### Management: long experience in the Group and sound track record

The Valentini Family owns a 73% stake of Neodecortech. For quite a decade, the Group has been managed by a long experienced management team.

- *Gianluca Valentini: founder and Chairman founder and Chairman* Gianluca Valentini is the owner, founder and Chairman of the Group. He is 55 years old. He holds a degree in Philosophy and an MBA from Bocconi University. He has started his career in the Family business (Industrie Valentini) in several operational roles mainly focused on technical, production and logistics. He holds administrative offices and he is the Executive Director in several companies owned by his family.
- Luigi Cologni: CEO Luigi Cologni has been working in the Group for 12 years. He is the CEO of Neodecortech. He is 53 years old. He holds a Degree in BA and an MBA from Bocconi University. He had had banking experience before entering, in the '90, the Industry in multinational companies and finally joining Neodecortech.
- *Marco Giussani:CFO* Marco Giussani has been working in the Group for 9 years. He is the CFO. He is 50 years old. He holds a Degree in BA. He started his career as controller in Versace Profumi, then moved to Wella Group and to Saeco Group before joining Neodecortech.
- Massimo Giorgilli:<br/>CEO of CdGMassimo Giorgilli has been in the Group for 17 years. He is the CEO of Cartiere di<br/>Guarcino. He is 47 years old. He holds a Degree in Law and an MBA from LUISS<br/>University. He started his experience in the Paper Mill Industry in 2002 with roles in<br/>the management control division; in 2003 he joined CdG as CFO and became CEO in<br/>2015
- 36 month lock up<br/>periodThe Valentini Family agreed to a lock-up period of 36 months from the day of listing<br/>on AIM (September, the 26<sup>th</sup> 2017).

Remedy shares protection mechanism for stockholders The BoD of Finanziaria Valentini (Valentini Family) has approved and adopted a Remedy Shares mechanism, according to which a maximum number of 801,205 shares (6.1% of share capital) will be transferred "for free" from main shareholder (Valentini) to the other stockholders, if Group EBITDA and net income are lower than their trigger levels in 2017 and 2018. There will be no cash out for the Company, but only a dilution of the Valentini Family in case of economic trigger levels are reached.

Table 1: Shareholders structure, Remedy Shares mechanism and Stock Grant Plan

Shareholders' structure	number of shares	%	Post- remedy shares 2017-2018	%
Valentini family	9,538,000	73%	8,736,795	67%
Market	3,563,500	27%	4,364,705	33%
Total number of shares	13,101,500		13,101,500	
Stock Grant Plan	689,608	5.3%		
Remedy Shares mechanism	801,205	6.1%		
Trigger levels (€ mln)	2017	2018		
EBITDA	15.0	17.0		
Net income	4.5	7.0		
maximum shares to be transferred				

Source: Banca Profilo elaborations on Company data

*Stock Grant plan for key managers* 

In June 2017, the extraordinary shareholders meeting approved a Stock Grant Plan addressed to key managers. It entails a maximum of 689,608 (5.3% of share capital) newly issued shares if the Group achieves economic and financial targets, provided the stock market value of these shares is not higher than €5mln. The Neodecortech's CEO Luigi Cologni, its CFO Marco Giussani and the Cartiere di Guarcino's CEO Massimo Giorgilli take part to this plan with respectively 27,500, 7,500 and 27,500 shares each.

More in details there are three different triggers to be reached for the shares to be assigned to the management:

- up to 40% of the shares in the stock plan will be given if Neodecortech is listed on the MTA by 30 months from its IPO;
- up to 30% of shares in the stock plan will be assigned if the triggers of the Remedy shares mechanism are reached in 2017;
- up to 20% of shares in the stock plan will be assigned if the triggers of the Remedy Shares mechanism are reached in 2018.

### Historical operating and financial performance

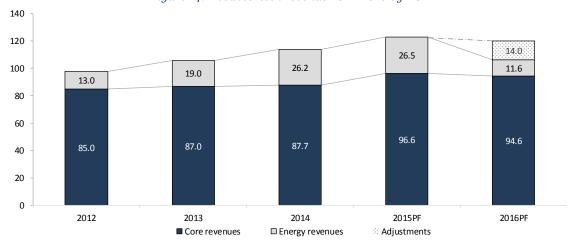
### Main operating and financial data

2015 and 2016 consolidated pro-forma figures under IAS

Current Group perimeter (Neodecortech controlling 100% of CdG, which owns 100% of BEG) has been effective since the end of June 2017. Profit & Loss and the Balance Sheet are shown on a pro-forma basis. In addition, consolidated figures are the result of the application of international accounting standards.

High single digit (+8%) organic revenue growth in four years, above its reference market

Since 2012, Neodecortech has reported high single digit growth (8% on average), above its reference market (4.5% globally and 3.8% in Europe); this trend was interrupted in 2016 by the damage of an engine and the maintenance of the other two in the Energy cogeneration plant (BEG).

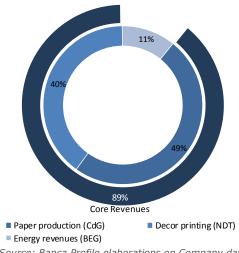


### *Figure 14: Neodecortech revenue 2012-2016 by BU*

### 2016 turnover: €106mln €95mln core €52mln paper production

In 2016, the Group reported revenue was  $\in$ 106mln; the adjusted figure stands at  $\in$ 120mln. Core revenue, paper production (CdG) and décor paper printing (NDT), accounted for 89% of Group sales in 2016 (80% on the adjusted figure), whereas the energy revenue was  $\in$ 12mln ( $\in$ 26 its adjusted figure)





Source: Banca Profilo elaborations and estimates on Company data

### Equity Research

€30mln unicolor produced paper €24mIn décor printed paper

1H17: revenue at €58mln or +8% yoy the core business

Cost structure: >80% variables and >75% raw materials

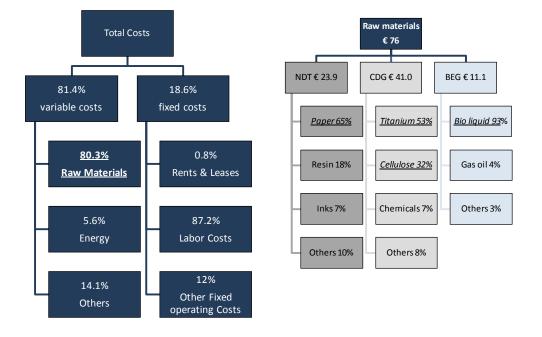
Cost incidence on revenue: >75% variable costs 60% raw materials 4% energy, the lowest among competitors thanks to procurement synergies

Within core revenue, paper production accounted for 49% (43% on the adjusted figure), while décor paper printing weighed for 40% (35% on the adjusted figure) of Group sales in 2016. Within CdG sales, unicolor paper weighed 28% and base paper 15% of Group sales in 2016. Within NDT sales, printed décor paper contributed for 22% and melamine or finish foil for 15% of Group sales in 2016.

In the 1H17, the restart of the broken engine in BEG allowed a return to organic high single digit revenue growth. In the first six months of 2017, the Group reported €58mln revenue (+16% yoy), including €50mln in the core business (+8% yoy) and €8.2mln in the back-to-full-functioning energy business.

Analysing the Group cost base, in 2016 variable costs accounted for more than 80% of total costs. Among variable expenses, raw materials weighed more than 80% and energy 5.6%. Within the fixed costs, labour expenses made quite it all.

Analysing the incidence of variable costs on revenue, this was 75% in 2016, mainly raw materials at about 60% and energy at 4%. Energy cost stands at about €5mln and includes an estimated €4.8mln savings from the procurement synergies between BEG and CdG. Among raw materials, the highest incidence comes from paper and resins on NDT, titanium dioxide and pulp on CdG and palm oil on BEG.



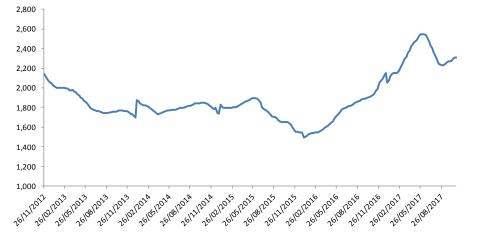
### Figure 16: Cost structure-2016

Source: Banca Profilo elaborations on Company data. Raw materials figures by Company includes intercompanies

fluctuations affect raw materials costs and Group EBITDA margin (-140bps in 1H17)

Titanium and pulp price The majority of raw materials show basically stable trends, with the exception of titanium dioxide that has been rising since the beginning of 2016. The European titanium dioxide (Ti02) contract price has increased by more than 40%, on average, since Q216 hitting its highest level since October 2013. In 2017, price momentum for titanium has stayed on its upward track, as supply remained short and demand robust. The EUR strength and the improved supply in Asia might help tempering price gains. The yoy change of titanium price (in EUR, including forex effects) was above 20% at the end of October, smoothing the upward trend in the last quarter (-2%) and in the past month (+2%). Since the beginning of 2017, the titanium price increased by some 7% yoy.





Source: Banca Profilo elaborations and estimates on China Chemicals SunSir Ti02 Titanium Dioxide (weekly), Bloomberg data

The Group can transfer raw materials price increase to clients in 6-9 months

The rise of strategic raw materials prices (mostly titanium but also pulp) for the production of décor paper has affected raw materials costs in CdG and on a consolidated level in the 1H17 with EBITDA margin losing 140bps (11%) vs 1H16 (12.4%), only partially offset by a stronger EUR. According to Neodecortech management, the Group can transfer the raw materials price increase to clients in 6 to 9 months.

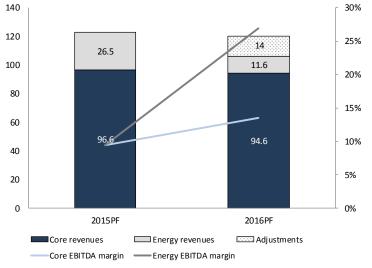


Figure 18: Neodecortech revenue and margins 2015-2016(€mln and %)

Source: Banca Profilo elaborations and estimates on Company data

*EBITDA margin improving 400bps in 2016*  In 2016, Neodecortech showed an EBITDA of €15.6mln, increasing from €11.9mln in 2015 with EBITDA margin improving 400bps to 13.5%, partially derived from lower revenue due to the partial interruption of some production in BEG, (not completely offset by the insurance reimbursement, included in the EBITDA calculation) and driven by a better product mix. The core business EBITDA contributed for 80% (43% paper production; 37% paper printing and impregnation) of consolidated EBITDA with a margin of 13.2% (+350bps yoy), while the Energy EBITDA margin stood at 27% (vs 9% in 2015), partially derived from a change in some of the raw materials in BEG which generated additional Government incentives (about +40% yoy).

#### **Neodecortech SpA** Profit & Loss (€ mln) 2016PF 2015PF 123.1 106.2 Revenues 8% -14% yoy 96.6 94.6 Core revenues yoy 10% -2% Paper production (Cartiere di Guarcino - CdG) 56.2 52 2 20% -7% vov Decor printing and impregnation (Neodecortech - NDT) 40.4 42.4 5% yoy -1% Energy revenues (Bio Energia Guarcino - BEG) 11.6 26.5 1% n.m. yoy adjusted Energy revenues 25.6 revenues on services 0.6 0.6 8.9 1.8 other revenues Value of Production 116 125 adjusted Group revenue 120 raw materials (including stock changes) -72.8 -65.4 energy -5.5 -4.6 other services -17.8 -11.5 Variable costs -96 -81 rents and leases -0.1 -0.1 labour -15.9 -16.3 other operating costs -1.6 -2.2 31.9 **Gross profit** 27.7 22.1% 27.5% margin EBITDA 11.9 15.6 9.5% 13.5% marain Core EBITDA 9.4 12.5 9.7% 13.2% marain Energy EBITDA (Bio Energia Guarcino - BEG) 2.5 3.1 9.5% 27.0% margin -6.9 -6.3 provisions -0.2 -0.1 EBIT 4.8 9.2 3.8% 8.0% marain net financial expenses -3.3 -3.3 Profit before taxes 1.5 6.0 taxes 0.2 -1.5 Net profit 1.7 4.5 1.3% 3.8% margin

Table 2: Neodecortech Profit & Loss 2015-2016

Source: Banca Profilo elaborations and estimates on Company data

Net income at €4.5mln in 2016

D&A

In 2016, the Group accounted €6mln as D&A (or about 6% of revenue) and €3.3mln of net financial expenses, which point out an interest cost of 5.5%. Tax rate was 25% in 2016 and lead to a net income of €4.5mln.

Balance Sheet: a capital intensive structure with €83mln of fixed assets on €96mIn of net invested capital

On the Balance Sheet side, at the end of 2016, the Group had more than €83mln of fixed assets, some €30mln of net operating working capital financed by €40mln of shareholders' equity and a bit less than €60mln of net financial debt. The capital intensive structure, needed for décor paper production, printing and impregnation, represents a robust entry barrier: significant plant investment are needed, large selling volumes and substantial turnover are required for those investment to become profitable. The reconstruction value of Neodecortech's plants is estimated in about

### Equity Research

€230mln vs their net book value of €70mln at the end of 2016. Net operating working capital has been quite stable in 2016, with an incidence on sales of about 25%. The Group core productions are planned and executed on the basis of the order intake; therefore the stock is typically kept at a minimum level.

Table 3: Neodecortech Balance Sheet 2015-2016					
Balance Sheet (€ mln)	Neodecor	tech SpA			
Balance Sheet (C min)	2015PF	2016PF			
Fixed assets	84.9	83.0			
materials	75.2	72.8			
immaterials	1.2	2.0			
financials	8.4	8.3			
Net operating Working Capital	27.5	28.1			
trade receivables	25.2	29.8			
stock	29.9	26.3			
trade payables	-27.6	-28.0			
Other net current assets (liabilities)	-5.4	-5.3			
Net non-current liabilities	-10.1	-10.0			
Net invested capital	96.9	95.8			
Equity	35.0	38.7			
share capital	8.5	8.5			
number of shares (mln)					
reserves	24.8	25.8			
net profit	1.7	4.5			
Net debt (cash)	61.9	57.1			
liquidità	-0.6	-1.3			
crediti finanziari correnti		-0.9			
debito a breve	25.6	26.0			
debito a medio/lungo	36.9	33.3			

Source: Banca Profilo elaborations on Company data

Balance Sheet: a leveraged structure net debt/EBITDA at 3x and net debt/Equity at 1x post IPO Cash flow generation: FCF at €7.6mln in 2016

Following the IPO proceeds, the financial structure has improved, with share capital increasing from  $\in$ 8.5mln at the end of 2016 to  $\in$ 16.2mln in 2017. At the end of 2017, we estimate net debt to EBITDA to improve to 3.0x from 3.7x at the end of 2016 and net debt to Equity at 1x from 1.5x a year earlier.

Cash flow generation:Since it is a profitable and mature business, it generates cash flows. In 2016, the FreeFCF at €7.6mln in 2016Cash Flow was €7.6mln including €5mln of capex.

Table 4: Neodecortech Cash Flow 2016					
	Cash flow (€ mln)	Ne	odecortech SpA		
			2016PF		
EBIT			9.2		
tax on EBIT			-2.3		
NOPAT			6.9		
D&A			6.3		
Operating Net	Working Capital change		-0.6		
capex			-5.0		
		di cui NTD	1.4		
		di cui CDG	-3.5		
		di cui BEG	1.2		
	acquisitions,	/digital machine			
	paper mill machines	s improvements			
Free Cash Flo	ow		7.6		

Source: Banca Profilo elaborations and estimates on Company data

### **Strategy and estimates**

### Corporate strategies

Capture a greater

international Décor

portion of the

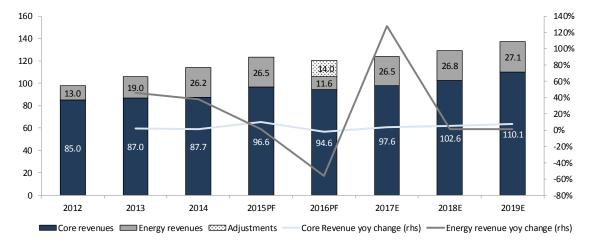
Paper market

Main corporate strategy is to capture a greater portion of the international Décor Paper market, through a consolidation of the leadership in Italy and a commercial push. Moreover, possible extraordinary moves (M&A) may expand the Group presence in some niches, such as the pre-impregnation segment, and in some areas, such as North America (NDT) and/or East Europe (CdG). Finally, the IPO proceeds will be addressed to enhance the paper machines and make them more productive, improve paper flatness, its printability and stabilize its quality.

### Our estimates 2017E-2019E

We expect the Group We expect Neodecortech to keep outpacing its reference market growth, given: i) its to outpace its reference strategic positioning in faster growing market segments and geographic areas (mainly market thanks to its décor paper printing and Western Europe); ii) a persisting commercial push; and iii), faster growing improved visibility following the IPO process, which has been opening new positioning opportunities with new clients (or improving selling volumes of historical customers). In fact, if the global Décor Paper market is expected to grow at a CAGR below 3% in the 2016-2019 period (Source: Décor Paper Market Research 2016, Munksjo), we project a 9% revenue CAGR for the Group in the same period to reach €137mln in 2019. On an adjusted basis (including adjusted sales for the energy business in 2016), our estimated sales CAGR goes down to 4%, including a 5% of the core business (NDT, CdG) and a more flattish trend of the energy business (BEG) in the next three years.

*Further non-organic growth potentials* Further non-organic growth, not included in our estimates, might come from current management talks with outstanding players that might lead to procurement agreements, industrial partnerships or M&A deals. In this scenario, the Group is looking at the pre-impregnated paper segment, at the PVC market and at geographies such as North America and Eastern Europe. Another driver of sales growth might come from a technological shift, with the acquisition of a new digital printing machine, to expand the Group's products portfolio. According to the management, there are ongoing discussions for either a potential co-investment with a big client or an agreement on guaranteed volumes of digital printed products.

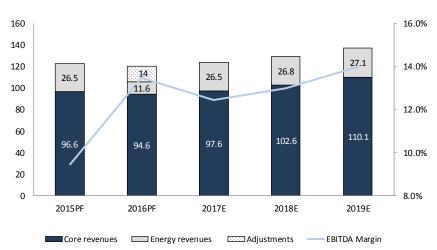


#### Figure 19: Neodecortech revenue trend by business unit

Source: Banca Profilo elaborations and estimates on Company data

### Equity Research

EBITDA improving to €19.7mln with margin at 14% in 2019 In 2017-2019, we expect the Group to improve the EBITDA to €19.7mln and EBITDA margin to 14%. More in details, in 2017 we have included in the raw materials costs, the effects of higher titanium price. We have then redistributed it on the selling prices of current year for 50% and the balance in 2018. We have also included some procurement discounts coming from the management strategic policy of accelerating suppliers' payments. From 2018, the EBITDA increase is also driven by projected synergies of the vertical integrated Group structure, a more efficient usage of raw materials, improving machines productivity and a better product mix.



### Figure 20: Revenue and EBITDA by BU 2017E-2019E

D&A estimated at 5% of revenue. Declining cost of debt projected at 3% in 2019. Tax rate at 20% until 2018. Net income at  $\in 8.8$ mln in 2019E. For the 2017-2019 period, we estimated annual D&A at  $\in 6.7$ mln on average (or about 5% of projected revenue). With regards to net financial expenses, we projected a declining cost of debt from 5.5% in 2016 to 3% in 2019. According to the management, there are ongoing talks with banks for a cash pooling system on the whole Group which is expected to lead to longer debt maturity at lower cost. Therefore, we expect net financial expenses to decline from  $\leq 3.3$ mln in 2016 to  $\leq 1.3$ mln in 2019E. Finally, the tax rate, at 25% in 2016, is projected at 20% up to 2018 for the use of BEG past net losses and other tax credits. The NPV of tax assets stands at some  $\leq 4.5$ mln. Bottom line, we have projected consolidated net income improving from  $\leq 4.5$ mln in 2016 to  $\leq 8.8$ mln in 2019E.

Remedy Shares and Stock Option triggers partially reduce the risk of our estimates

The projected Group Profit & Loss has an execution risk which is partially reduced by the Remedy Shares mechanism and management Stock Grant Plan triggers, which might lead to a transferring "for free" up to 6.1% of share capital to stock holders, if Group EBITDA and net income are lower than their trigger levels in 2017 (€15mln and €4.5mln respectively) and 2018 (€17mln and €7mln respectively).

Source: Banca Profilo elaborations on

### Equity Research

Table 5: Neodecortech Profit & Loss 2015-2019E

	Neodecortech SpA							
Profit & Loss (€ mln)	2012	2013	2014	2015PF	2016PF	2017E	2018E	2019E
-								
Revenues	98.0	106.0	113.9	123.1	106.2	124.1	129.4	137.2
уоу		8%	7%	8%	-14%	17%	4%	6%
Core revenues	85.0	87.0	87.7	96.6	94.6	97.6	102.6	110.1
yoy		2%	1%	10%	-2%	3%	5%	7%
Paper production (Cartiere di Guarcino - CdG)			46.9	56.2	52.2	53.1	54.3	55.5
yoy			10.0	20%	-7%	2%	2%	2%
Decor printing and impregnation (Neodecortech - NDT)			40.8	40.4	42.4 5%	44.5 5%	48.3 9%	54.5 13%
yoy Energy revenues (Bio Energia Guarcino - BEG)	13.0	19.0	26.2	-1% 26.5	5% 11.6	26.5	9% 26.8	27.1
voy	15.0	46%	38%	20.5	n.m.	20.5 n.m.	20.0	1%
adjusted Energy revenues		4070	5070	170	25.6		170	170
revenues on services				0.6	0.6	3.9	3.9	3.9
other revenues				1.8	8.9	2.9	0.0	0.0
Value of Production				125	116	131	133	141
adjusted Group revenue					120			
raw materials (including stock changes)				-72.8	-65.4	-77.3	-78.1	-81.3
energy				-5.5	-4.6	-5.4	-5.6	-5.9
other services				-17.8	-11.5	-13.6	-14.0	-14.8
Variable costs				-96	-81	-96	-98	-102
rents and leases				-0.1	-0.1	-0.1	-0.1	-0.1
labour				-15.9	-16.3	-16.0	-16.7	-17.7
other operating costs				-1.6	-2.2	-2.2	-1.6	-1.6
Gross profit				27.7	31.9	32.3	34.1	37.4
margin				22.1%	27.5%	24.7%	25.5%	26.5%
EBITDA				11.9	15.6	16.3	17.4	19.7
margin				9.5%	13.5%	12.5%	13.0%	14.0%
Core EBITDA				9.4	12.5	13.0	13.9	15.8
margin				9.7%	13.2%	13.4%	13.5%	14.3%
Energy EBITDA (Bio Energia Guarcino - BEG)				2.5	3.1	3.3	3.5	4.0
margin				9.5%	27.0%	12.4%	13.0%	14.6%
D&A				-6.9	-6.3	-6.7	-6.7	-6.5
provisions				-0.2	-0.1	-0.1	-0.1	-0.1
EBIT				4.8	9.2	9.5	10.5	13.1
margin				3.8%	8.0%	7.3%	7.9%	9.3%
net financial expenses				-3.3	-3.3	-2.6	-1.4	-1.3
Profit before taxes				1.5 0.2	6.0	6.9 -1.4	9.1	11.8 -3.0
taxes					-1.5 <b>4.5</b>	-1.4 5.5	-1.8 <b>7.3</b>	- 3.0 <b>8.8</b>
Net profit				<b>1.7</b> 1.3%	<b>4.5</b> 3.8%	<b>5.5</b> 4.2%	<b>7.3</b> 5.5%	
margin Source: Banca Profil	a alabaration	ac and actim	atas an Can		5.8%	4.2%	5.5%	6.3%

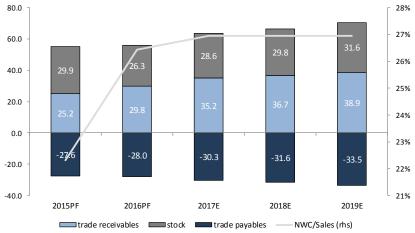
Source: Banca Profilo elaborations and estimates on Company data

Balance Sheet projections: €20mln capex and faster payments to suppliers

Regarding our projections (2017E-2019E) of the Group Balance Sheet, we have included:

- €20mln capex in three years of which annual €2mln in Neodecortech, for the acquisition of cylindrical structures, €4.5mln in 2018, for the new digital printing machine and the rest mainly to improve the efficiency of the paper mill machines;
- €9mln of net operating working capital increase in three years ending in 2019E with an incidence on revenue at 27% (24% on average in 2015-2016) coming from a planned use of generated cash to pay suppliers and get back some procurement discounts. As the Group core productions are planned and executed on the basis of the order intake; the stock turnover has been kept basically flat. According to the management, there might be some space for net working capital optimization including BEG receivables factoring, partially offset by some stock planned increase to hedge the raw materials procurement costs mostly in CdG and BEG.





Source: Banca Profilo elaborations and estimates on Company data

At the end of 2019, we project net debt to EBITDA down to 2.1x and net debt to Equity to 0.6x (3x and 1x respectively at the end of 2017E, post IPO proceeds)

			,	20191		
Balance Sheet (€ mln)		Neodecortec	h SpA			
Bulance Sheet (e min)		2015PF	2016PF	2017E	2018E	2019E
Fixed assets		84.9	83.0	81.8	83.1	82.1
	materials	75.2	72.8	73.6	74.8	73.8
im	materials	1.2	2.0			
	financials	8.4	8.3	8.3	8.3	8.3
Net operating Working Capital		27.5	28.1	33.4	34.9	37.0
trade re	ceivables	25.2	29.8	35.2	36.7	38.9
	stock	29.9	26.3	28.6	29.8	31.6
trade	payables	-27.6	-28.0	-30.3	-31.6	-33.5
Other net current assets (liabilities)		-5.4	-5.3	-5.2	-5.2	-5.1
Net non-current liabilities		-10.1	-10.0	-9.8	-9.7	-9.6
Net invested capital		96.9	95.8	100.2	103.1	104.3
Equity		35.0	38.7	51.2	57.0	64.1
sha	re capital	8.5	8.5	16.2	16.2	16.2
number of shar	es (mln)			13.1		
	reserves	24.8	25.8	29.4	33.6	39.0
1	net profit	1.7	4.5	5.5	7.3	8.8
Net debt (cash)		61.9	57.1	49.0	46.0	40.3

Table 6: Neodecortech Balance Sheet evolution 2017E-2019E
---

Source: Banca Profilo elaborations and estimates on Company data

Free Cash Flow above €20mln in three years 25% of dividend payout The Group will keep being cash generative in the three years 2017E-2019E. We estimated  $\in$ 23 mln of aggregated Free Cash Flow in three years with a yearly average of  $\notin$ 7.7mln. We set dividend payout at 25% leading to  $\notin$ 4.3mln dividends distribution in 2017E-2019E, corresponding to an annual average of  $\notin$ 1.4mln.

Table 7: Neod	ecortech Free Cash F	Flow evolution .	2017E-2019E
---------------	----------------------	------------------	-------------

Cash flow (€ mln)	Neodecorte					
Cash now (e min)	2016PF	2017E	2018E	2019E		
EBIT	9.2	9.5	10.5	13.1		
tax on EBIT	-2.3	-1.9	-2.1	-2.6		
NOPAT	6.9	7.6	8.4	10.5		
D&A	6.3	6.7	6.7	6.5		
Operating Net Working Capital change	-0.6	-5.4	-1.4	-2.1		
capex	-5.0	-5.5	-8.0	-5.5		
di cui NTD	1.4	2.0	2.0	2.0		
di cui CDG	-3.5	1.0	1.0	1.0		
di cui BEG	1.2	0.5	0.5	0.5		
acquisitions/digital machine			4.5			
paper mill machines improvements		2.0		2.0		
Free Cash Flow	7.6	3.4	10.2	9.4		

Source: Banca Profilo elaborations and estimates on Company data

### Valuation

Given the mature and cash generating business, a DCF method well adapts as a valuation approach.

A mature and cash generating business: DCF method well adapts for valuing the Group

A sample of listed companies active in the reference Industry is the base for a relative valuation of the Group confirmed by M&A transactions multiples

For what concerns the relative valuation, there are no listed companies active in the Décor Paper market, showing a similar vertical integration of both the value chain and the Group structure, as Neodecortech. Main big diversified groups are either décor paper producers or décor paper printers and impregnators; none has a synergic Group structure as that of Neodecortech.

As well described in this report, we have selected a sample of listed companies active either in some of the production cycle phases of Décor Paper production and printing or in the substitutive ceramic tile market. We also included listed players in the downstream interior design industry. Our sample for the relative approach on market multiples includes: the Swedish Ahlstrom-Munksjo (décor paper production), the German Surteco (décor paper printing and impregnation), the Italian Panariagroup (ceramic tiles) and the French Tarkett (flooring solutions). Finally we add to the relative valuation an average of M&A multiples derived from comparable transactions in the past three years.

### DCF Valuation

#### DCF assumptions

We run a DCF model, using our projections of FCF for the 2017E-22E explicit period. Considering the mature and modestly growing, but cash generative business, our projected FCFs have a slightly downtrend, assuming also some additional cash burning from working capital change. We land to a normalized annual FCF of some €7mln.

In order to assess the Terminal Value, we factor in:

- an annual FCF generation of €7.1mln
- perpetual growth rate of 2%.

We used a WACC of 6.9%, derived from:

- risk free rate of 4%, as implicitly expected by consensus (Bloomberg) on the 30Y Italian BTP yield curve;
- market risk premium of 5%;
- beta of 1, coming from the average of chosen listed peers to Neodecortech;
- D/E target at 40%.

### Table 8: DCF Model (€mln) and WACC calculation

DCF Valuation	2017E	2018E	2019E	2020E	2021E	2022 and over
Free Cash Flows (€ mln)	3.4	10.2	9.4	8.7	7.9	7.1
years	1	2	3	4	5	6
discount factor	0.94	0.88	0.82	0.77	0.72	0.67
NPV Cash flows (€ mln)	3.22	8.91	7.71	6.63	5.66	4.78
Sum of NPVs (€ mln)						36.9
Terminal Value (€ mln)						145.7
NPV Terminal Value (€ mln)						97.7
Enterprise Value (€ mln)						134.6
Net debt end of 2017E (€ mln)						49.0
Equity Value (€ mln)						85.6
number of shares (mln)						13.1
Per share value (€)						6.5

Equity Research

WACC Calculation				
perpetual growth rate	2.0%			
WACC	6.9%			
risk free rate (30Y) (Bloomberg projections)	3.9%			
equity risk premium	5.0%			
beta	1.0			
KE	8.9%			
costo del debito	5%			
tax rate	25%			
KD	4%			
	2016PF	2017E	2018E	2019E
D/D+E	60%	49%	45%	39%
E/D+E	40%	51%	55%	61%

Source: Banca Profilo estimates and elaborations

#### DCF Equity Value: €86mln

We obtain a fair Equity Value of €85.6mln.

### Relative Valuation on multiples

Our sample of comparables to Neodecortech shows a mean EV/SALES 2017E-2018E of 0.8x and a mean EV/EBITDA 2017E-2018E at 7.1x-6.4x respectively. As Neodecortech is a mature and cash generative company, we chose the EV/EBITDA multiple for its relative valuation. At its price ( $\in$ 3.9/share as of November, the 22<sup>nd</sup>), Neodecortech trades at 13% and 9% discount to our sample mean of EV/EBITDA for 2017E-2018E respectively.

### Table 9: Market multiples

Company	EV / Sales		E	EV / EBITDA		
	2017E	2018E		2017E	2018E	
Ahlstrom-Munksjo Oyj	0.9x	0.9x		7.0x	6.4x	
SURTECO SE	0.8x	0.8x		6.6x	5.4x	
Panariagroup Industrie Ceramiche S.p.A.	0.8x	0.8x		6.6x	6.2x	
Tarkett SA	0.9x	0.9×		8.2x	7.5x	
Mean	0.9x	0.8x		7.1x	6.4x	
Neodecortech	0.8x	0.8x		6.1x	5.8x	
discount on peers	-5.5%	-5.9%		-13.5%	-9.3%	

Source: Factset. All numbers calendarised

Source: Banca Profilo estimates and elaborations on Factset

#### Table 10: Sample benchmarking

Company		Sales growt	n	E	BITDA marg	in	Net debt / Equity	Sales CAGR 16-18
	2016	2017E	2018E	2016	2017E	2018E	current	
Ahlstrom-Munksjo Oyj	n.m.	3.9%	3.1%	12.5%	13.0%	13.7%	0.27x	3.5%
SURTECO SE	0.2%	8.3%	6.9%	11.6%	12.2%	13.8%	0.34x	7.6%
Panariagroup Industrie Ceramiche S.p.A.	9.0%	9.1%	3.3%	10.4%	12.1%	12.5%	0.30x	6.1%
Tarkett SA	0.9%	3.5%	2.7%	12.2%	11.0%	11.8%	0.19x	3.1%
Mean	3.4%	6.2%	4.0%	11.7%	12.1%	13.0%	0.28x	5.1%
Neodecortech	-13.7%	16.9%	4.3%	13.5%	12.4%	13.0%	0.96x	10.4%

Source: Banca Profilo estimates and elaborations, Factset

<i>We use peers' mean EV/EBITDA 2017E- 2018E to assess the relative value</i>	Other than smaller size, lower liquidity and higher leverage, Neodecortech shows higher than peers' average growth potential with margins in line. We apply the Sector's EV/EBITDA for 2017E/18E at respectively 7.1x and 6.4x to our estimates of Group EBITDA ( $\leq 16.3$ mln in 2017E and $\leq 17.3$ mln in 2018E).
Multiplac Equity Values	We derive an Estampine Veloc in the server of C110 also C110 also We establish the

Multiples Equity Value:We derive an Enterprise Value in the range of €110mln.€116mln. We substract the<br/>2017E net debt of €49mln and obtain an average Equity Value of €64mln, to which we<br/>apply a 10% liquidity/AIM discount and we land to an Equity Value of €58mln.

### Table 11: Market multiples Valuation (€mln)

Relative Valuation on market multiples				
E	V/EBITDA	EBI	TDA	
2017E	2018E	2017E	2018E	
7.1x	6.4x	16.3	17.3	
ENTE	RPRISE VALUE	NET DEBT 2017E		
115.7	110.4	49.0		
EQ	UITY VALUE	PER SHARE		
64.0		4.9		
	liquidity/AIM discount	10	1%	
		4	.4	

Source: Banca Profilo estimates and elaborations, Factset

### Mean EV/EBITDA from M&A transactions

In addition, we show the multiples at which recent deals have been closed. The mean EV/EBITDA of 6.3x is in line with the average 2017-2018 market multiples.

Completed Date	Target Company	Bidder Company	EV (mln)	Currency	EV / SALES	EV/ EBITDA
01/11/2017	W.A. Sanders Coldenhove	Neenah Paper	35	EUR	0.8X	6.12
27/04/2017	Cartiere Pigna	DeA Capital	26	EUR	0.8X	NA
04/04/2016	Cahin Printing Services	Multicolor Corporation	16	EUR	1.0X	5.8X
03/04/2017	Ahlstrom	and Munksjo combine	706	EUR	0.7X	5.5X
31/12/2016	Shinhan Wallcoverings	Camoor Investment Partners	133,110	KRW	1.7X	8.0X
01/12/2016	Nenplas	Surteco	26	USD	1,5x	6,4x
14/11/2016	Powerflute Oyj	Madison Dearborn Partners	350	EUR	1.0X	6.3X
12/01/2015	NewPage Holdings	Verso Paper Corp	1,406	USD	0.5X	6.2X
		Mean			0.9X	6.3X

### Table 12: M&A transactions multiples

Source: Banca Profilo elaborations on Factset, Bloomberg and Mergermarket data

Our target price<br/>is  $\in 5.3$ Neodecortech share capital consists of 13.1mln shares. We set our target price at  $\in 5.3$ <br/>per share, as a result of both DCF and multiple valuations. Our target price implies a<br/>potential upside of 35% (on November 22<sup>nd</sup> closing share price).

Worth to note that NDTAs a final note, we underline that the stock is PIR (Piani Individuali di Risparmio)is PIR eligibleeligible, so that it can be included in this specific type of Funds.

### Equity Research

odecortech	Recommendation	Target Price	Upside
"ID Card"	BUY	5.3 €	35%

#### **Company Overview**

Founded in 1947, Neodecortech is the largest Italian producer and a growing international niche leading provider of high-end products for the Interior Design industry. It is controlled by the Valentini Family with 73%. Neodecortech reference market is the international Décor Paper segment, a niche of the Specialty Paper market in the Paper and Paperboard industry. In 2016, the Décor Paper niche accounted for 750.000 metric tons; with 48.000 metric tons of décor paper manufactured the same year, through Neodecortech (NDT) and the paper mill Cartiere di Guarcino (CdG), the Group had a 6% market share. Its reference market is a mature and historically stable market (0.3% CAGR in 2006-2016), even if it has recently accelerated (+5% yoy in 2016). Neodecortech strategic positioning is at the top end of high-price and design products offering a wide range of décor paper, printed and impregnated. The Group exports more than 75% of its production, mostly in Western Europe (the area that has grown the most recording a +6% yoy in 2016); thus it competes with big international (mainly German) diversified groups in both décor paper production and printing. Furthermore, the Group is mostly active in the décor paper production and printing (more than 70% of Group's revenue), a market segment which has shown higher growth (+7% yoy in 2016), high profitability and lower competitive pressure than others, especially the impregnated paper segment and ceramic tiles market. The Group key competitive advantage lies in its quite fully integrated business model and synergic Group structure, which allow for control over strategic phases, generate savings on procurement, enhance the operating leverage, guarantee supply, production flexibility and time to market. The capital intensive structure represents a robust entry barrier, needing large selling volumes to reach profitability. The cost structure shows a high incidence of raw materials, which asks for an efficient use of raw materials, long and stable partnerships with suppliers, optimization of procurement policies and increasing production productivity in order to improve profitability. Finally, customers are large and concentrated and request high quality, production flexibility and tailored offering. In 2016, Neodecortech generated EUR 106mln of revenue, EUR 15.6mln of EBITDA or 13.5% margin and EUR 4.5mln of net income. It shows a leveraged financial structure with EUR 49mln of net debt and EUR 51mln of equity estimated at the end of 2017 including the IPO proceeds. According to our estimates, in the 2017-2019 period revenue is expected to grow at 9% on average (CAGR) to EUR 137mln with EBITDA at EUR 19.7mln or 14% margin and net income at EUR 8.8mln. This leads to an average Free Cash Flow of EUR 7.7mln, including cumulated capex of about EUR 20mln, and to a net debt of EUR 40mln (or 0.6x the Equity). The business plan execution risk is partially limited by a remedy share mechanism and by an experienced management team which has been managing the company for quite a decade.

#### SWOT Analysis

#### Strengths

- Quite fully integrated business model and Group structure
- Capital intensive structure with high reconstruction value of proprietary plants
- High margins and strong cash generator
- Product and geographic diversification
- Experienced management team
- Leading market positioning in high-end products of the international interior design industry

#### Weaknesses

- Limited reference market size
- Not fully utilized production capacity
- Limited self financing ability

#### **Opportunities**

- High entry barriers in the reference market
- Strengthening higher margin specialty products through ad-hoc partnerships
- Geographical expansion through ad-hoc international partnerships and/or bolt on acquisitions

### Main catalysts

M&A deals to enter new geographies and new market niches Quicker or higher margins improvement driven by Group synergies Technology upgrade through the new digital machine The stock is PIR (Piani Individuali di Risparmio) eligible

#### Main risks

- Competition from Chinese players and ceramic tiles manufacturer Less than expected return on the digital machine investment Less than estimated reference market growth in the next three years Accelerating increase in raw materials prices not fully (not as quick as expected) transferred to customers
- THIS DOCUMENT MAY NOT BE DISTRIBUTED IN THE U.S., AUSTRALIA, CANADA OR JAPAN

### Threats

- Competition from ceramic tiles manufacturer
- China décor paper producers improving quality, replicating designs and European products

### Neodecortech "ID Card"

nov, 23 2017 - 17:49

Main Financials					
(€ mln)	2015PF	2016PF	2017E	2018E	2019E
Revenue	123.1	106.2	124.1	129.5	137.2
yoy change		-13.7%	16.9%	4.3%	6.0%
Gross margin	27.7	31.9	32.3	34.0	37.4
Gross margin (%)	22.1%	27.5%	24.7%	25.5%	26.5%
EBITDA	11.9	15.6	16.3	17.3	19.7
yoy change		31.5%	4.5%	6.3%	13.9%
EBITDA margin (%)	9.5%	13.5%	12.4%	13.0%	14.0%
EBIT	4.8	9.2	9.5	10.5	13.1
EBIT margin (%)	3.8%	8.0%	7.2%	7.9%	9.3%
EBT	8.1	12.5	12.1	11.9	14.4
Margin (%)	6.4%	10.8%	9.2%	8.9%	10.2%
Net income	1.7	4.5	5.5	7.3	8.8
Margin (%)	1.3%	3.8%	4.2%	5.4%	6.3%
Net debt (cash)	61.9	57.1	49.0	46.0	40.3
Shareholders Equity	35.0	38.7	51.2	57.0	64.1
Operating Working Capital	27.5	28.1	33.4	34.9	37.0
Capex and acquisitions	(4.4)	(5.0)	(5.5)	(8.0)	(5.5)
Free Cash Flow		7.6	3.4	10.2	9.4

Breakdown by business unit					
	2015PF	2016PF	2017E	2018E	2019E
<u>Core</u>					
Revenue	96.6	94.6	97.6	102.6	110.1
yoy change		-2.1%	3.2%	5.1%	7.2%
EBITDA	9.4	12.5	13.0	13.8	15.8
EBITDA margin (%)	9.7%	13.2%	13.3%	13.5%	14.3%
Energy					
Revenue	26.5	11.6	26.5	26.8	27.1
yoy change		-56.1%	127.8%	1.2%	1.2%
EBITDA	2.5	3.1	3.3	3.5	4.0
EBITDA margin (%)	9.5%	27.0%	12.4%	13.0%	14.6%
Solvibility Ratios					
	2015PF	2016PF	2017E	2018E	2019E
Net debt (cash) / EBITDA	5.2x	3.7x	3.0x	2.7x	2.0x
Net debt (cash) / Equity	1.8x	1.5x	1.0x	0.8x	0.6x
Net debt (cash) / Net Invested Capital	64%	60%	49%	45%	39%

Financial and Operative ratios					
	2015PF	2016PF	2017E	2018E	2019E
Days of receivables	75	102	103	103	103
Days of payables	105	125	115	118	120
Days of inventories	89	90	84	84	84
Tax rate	12.3%	-25.4%	-20.0%	-20.0%	-25.4%
ROIC		7.2%	7.6%	8.1%	10.1%
ROE	4.8%	11.5%	10.8%	12.7%	13.8%
Capex/Sales	-3.6%	-4.7%	-4.4%	-6.2%	-4.0%
D&A to capex	156%	126%	122%	84%	119%

Source: Factset, Banca Profilo estimates and elaborations

### Equity Research

			Equity Research		
Recommendation		Target Price	Upside		
BUY		5.3 €	35%		
		<b>Company Description</b>			
2018E	2019E	Company Sector	Building material, Decor pa		
<b>129.5</b> 4.3%	<b>137.2</b> 6.0%	Price as of November 22nd (€) Number of shares (mln) Market Cap (€ mln)	13.1 51.1		
34.0 25.5%	37.4 26.5%	Reference Index Main Shareholders	FTSE AIM Italia Luigi Valentini and Valfina S		
<b>17.3</b> 6.3% 13.0%	<b>19.7</b> 13.9% 14.0%	Main Shareholder stake Free Float Daily Average Volumes ('000) Sample of comparables	73% 27% 35.2 Surteco, Ahlstrom Munksjc		
<b>10.5</b> 7.9%	<b>13.1</b> 9.3%		Panaria Group, Tarkett		
11.9 8.9%	14.4 10.2%				
<b>7.3</b> 5.4%	<b>8.8</b> 6.3%				
<b>46.0</b> 57.0 34.9 (8.0) 10.2	<b>40.3</b> 64.1 37.0 (5.5) 9.4				
		Decor Paper: data of p	beers		
2018E	2019E		2016 2017 2018		
102.6 <i>5.1%</i>	110.1 <i>7.2%</i>	Revenue Growth (yoy)	3.4% 6.2% 4.0%		
13.8 13.5%	15.8 14.3%	EBITDA Margin	11.7% 12.1% 13.0%		
10.070	11.570	net debt / equity	0.3x		
26.8 <i>1.2%</i> 3.5 <i>13.0%</i>	27.1 1.2% 4.0 14.6%	Average data			
2018E	2019E	Decor Paper: multiple	s of peers 2017 2018		
2.7x 0.8x 45%	2.0x 0.6x 39%	EV / Sales EV / EBITDA	0.9x 0.8x 7.1x 6.4x		
		Average data			
2018E	2019E	Neodecortech trading	multiples 2017 2018		
103 118 84	103 120 84	EV / Sales EV / EBITDA	0.8x 0.8x 6.1x 5.8x		
-20.0% 8.1% 12.7% -6.2% 84%	-25.4% 10.1% 13.8% -4.0% 119%				

8

### **DISCLAIMER**

#### ANALYST'S AND BANK'S INFORMATION

THIS DOCUMENT CONCERNING NEODECORTECH S.P.A, (THE "ISSUER" OR THE "COMPANY") HAS BEEN DRAFTED BY FRANCESCA SABATINI WHO IS EMPLOYED BY BANCA PROFILO S.P.A. ("THE BANK") AS FINANCIAL ANALYST; FRANCESCA SABATINI IS RESPONSIBLE FOR THE DRAFTING OF THE DOCUMENT.

BANCA PROFILO S.P.A. IS A BANK AUTHORISED TO PERFORM BANKING AND INVESTMENT SERVICES; IT IS PART OF BANCA PROFILO BANKING GROUP (THE "GROUP") AND IT IS SUBJECT TO THE MANAGEMENT AND CO-ORDINATION OF AREPO BP S.P.A. (THE "PARENT COMPANY"). SATOR PRIVATE EQUITY FUND "A" LP (THE "PARENT ENTITY") HOLDS INDIRECT CONTROL PARTICIPATION INTERESTS IN BANCA PROFILO.

THE BANK IS REGISTERED WITH THE ITALIAN BANKING ASSOCIATION CODE NO. 3025 AND IS SUBJECT TO THE REGULATION AND SURVEILLANCE OF THE BANK OF ITALY AND OF CONSOB (COMMISSIONE NAZIONALE PER LE SOCIETÀ E LE BORSA). THE BANK HAS PREPARED THIS DOCUMENT FOR ITS PROFESSIONAL CLIENTS ONLY, PURSUANT TO DIRECTIVE 2004/39/EC AND ANNEX 3 OF THE CONSOB REGULATION ON INTERMEDIARIES (RESOLUTION N. 16190). THIS DOCUMENT IS BEING DISTRIBUTED AS OF [NOVEMBER, 23<sup>RD</sup>, 17:48].

THE ANALYST FRANCESCA SABATINI WHO HAS DRAFTED THIS DOCUMENT HAS SIGNIFICANT EXPERIENCE IN BANCA PROFILO S.P.A. AND OTHER INVESTMENT COMPANIES. THE ANALYST AND ITS RELATIVES DO NOT OWN FINANCIAL INSTRUMENTS ISSUED BY THE ISSUER AND SHE DOES NOT ACT AS SENIOR MANAGER, DIRECTOR OR ADVISOR FOR THE ISSUER. THE ANALYST DOES NOT RECEIVE BONUSES, INCOME OR ANY OTHER REMUNERATION CORRELATING, DIRECTLY OR INDIRECTLY, TO THE SUCCESS OF THE INVESTMENT BANKING OPERATIONS OF BANCA PROFILO S.P.A.

A REDACTED VERSION OF THIS REPORT HAS BEEN DISCLOSED TO THE ISSUER TO PERMIT TO IT TO REVIEW AND COMMENT ON FACTUAL INFORMATION RELATING TO THE ISSUER AND THIS REPORT HAS BEEN AMENDED FOLLOWING SUCH DISCLOSURE PRIOR TO ITS FINAL DISSEMINATION.

THIS DOCUMENT IS BASED UPON INFORMATION THAT WE CONSIDER RELIABLE, BUT THE BANK HAS NOT INDEPENDENTLY VERIFIED THE CONTENTS HEREOF. THE OPINIONS, ESTIMATES AND PROJECTIONS EXPRESSED IN IT ARE AS OF THE DATE HEREOF AND ARE SUBJECT TO CHANGE WITHOUT NOTICE TO THE RECIPIENT. PAST PERFOMANCE IS NOT GUARANTEE OF FUTURE RESULTS.

THIS REPORT HAS BEEN PREPARED BY ITS AUTHORS INDEPENDENTLY OF THE COMPANY AND ITS SHAREHOLDERS, SUBSIDIARIES AND AFFILIATES. THE BANK HAS NO AUTHORITY WHATSOEVER TO GIVE ANY INFORMATION OR MAKE ANY REPRESENTATION OR WARRANTY ON BEHALF OF THE COMPANY, ANY OTHER PERSON IN CONNECTION THEREWITH. IN PARTICULAR, THE OPINIONS, ESTIMATES AND PROJECTIONS EXPRESSED IN IT ARE ENTIRELY THOSE OF THE AUTHOR HEREOF.

NO REPRESENTATION OR WARRANTY, EXPRESS OR IMPLIED, IS MADE AS TO AND NO RELIANCE SHOULD BE PLACED ON THE FAIRNESS, ACCURACY, COMPLETENESS OR REASONABLENESS OF THE INFORMATION, OPINIONS AND PROJECTIONS CONTAINED IN THIS DOCUMENT, AND NONE OF THE BANK, THE COMPANY, NOR ANY OTHER PERSON ACCEPTS ANY LIABILITY WHATSOEVER FOR ANY LOSS HOWSOEVER ARISING FROM ANY USE OF THIS DOCUMENT OR ITS CONTENTS OR OTHERWISE ARISING IN CONNECTION THEREWITH.

#### NO DUPLICATION

NO PART OF THE CONTENT OF THE DOCUMENT MAY BE COPIED, FORWARDED OR DUPLICATED IN ANY FORM OR BY ANY MEANS WITHOUT THE PRIOR CONSENT OF THE BANK. BY ACCEPTING THIS REPORT, YOU AGREE TO BE BOUND BY THE FOREGOING LIMITATIONS.

#### NO OFFER OR SOLICITAION

THIS DOCUMENT DOES NOT CONSTITUTE AN OFFER OR INVITATION OR FORM PART OF AN OFFER, SOLICITATION OR INVITATION TO PURCHASE ANY SECURITIES, AND NEITHER THIS DOCUMENT NOR ANYTHING CONTAINED HEREIN SHALL FORM THE BASIS OF ANY CONTRACT OR COMMITMENT WHATSOEVER.

#### RECIPIENTS

THIS DOCUMENT IS GIVEN TO YOU SOLELY FOR YOUR INFORMATION ON A CONFIDENTIAL BASIS AND MAY NOT BE REPRODUCED OR REDISTRIBUTED, IN WHOLE OR IN PART, TO ANY OTHER PERSON. IN PARTICULAR, NEITHER THIS DOCUMENT NOR ANY COPY HEREOF MAY BE TAKEN OR TRANSMITTED IN OR INTO THE UNITED STATES (THE "U.S."), AUSTRALIA, CANADA OR JAPAN OR REDISTRIBUTED, DIRECTLY OR INDIRECTLY, IN THE U.S., AUSTRALIA, CANADA OR JAPAN. ANY FAILURE TO COMPLY WITH THIS RESTRICTION MAY CONSTITUTE A VIOLATION OF U.S., AUSTRALIAN, CANADIAN OR JAPANESE SECURITIES LAWS.

THIS DOCUMENT IS BEING DISTRIBUTED ONLY TO, AND IS DIRECTED ONLY AT, PERSONS WHO ARE QUALIFIED INVESTORS WITHIN THE MEANING OF ARTICLE 2(1) (E) OF THE PROSPECTUS DIRECTIVE (DIRECTIVE 2003/71/EC) (ALL SUCH PERSONS BEING REFERRED TO AS "RELEVANT PERSONS"). THIS DOCUMENT MUST NOT BE ACTED ON OR RELIED ON BY PERSONS WHO ARE NOT RELEVANT PERSONS. ANY INVESTMENT OR INVESTMENT ACTIVITY TO WHICH THIS COMMUNICATION RELATES IS AVAILABLE ONLY TO RELEVANT PERSONS AND WILL BE ENGAGED IN ONLY WITH RELEVANT PERSONS.

IN CASE THAT THIS DOCUMENT IS DISTRIBUTED IN ITALY IT SHALL BE DIRECTED ONLY AT QUALIFIED INVESTORS WITHIN THE MEANING OF ARTICLE 100(1) (A) OF LEGISLATIVE DECREE NO. 58 OF FEBRUARY 24, 1998, AS AMENDED, AND ARTICLE 34-TER, PARA. 1, LETT B), OF CONSOB REGULATION NO. 11971 OF 1999, AS AMENDED. THIS DOCUMENT IS NOT ADDRESSED TO ANY MEMBER OF THE GENERAL PUBLIC IN ITALY. IN NO CIRCUMSTANCES SHOULD THIS DOCUMENT CIRCULATE AMONG OR BE DISTRIBUTED TO (I) A MEMBER OF THE GENERAL PUBLIC, (II) INDIVIDUALS OR ENTITIES FALLING OUTSIDE THE DEFINITION OF "QUALIFIED INVESTORS" AS SPECIFIED ABOVE OR (III) TO DISTRIBUTION CHANNELS THROUGH WHICH INFORMATION IS OR IS LIKELY TO BECOME AVAILABLE TO A LARGE NUMBER OF PERSONS.

THE DISTRIBUTION OF THIS DOCUMENT IN OTHER JURISDICTIONS MAY BE RESTRICTED BY LAW AND PERSONS INTO WHOSE POSSESSION THIS DOCUMENT COMES SHOULD INFORM THEMSELVES ABOUT, AND OBSERVE, ANY SUCH RESTRICTION. ANY FAILURE TO COMPLY WITH THESE RESTRICTIONS MAY CONSTITUTE A VIOLATION OF THE LAWS OF ANY SUCH OTHER JURISDICTION.

#### **CONFLICTS OF INTEREST**

THE BANK MAY, FROM TIME TO TIME, DEAL IN, HOLD OR ACT AS MARKET MAKER OR ADVISER, BROKER OR BANKER IN RELATION TO THE FINANCIAL INSTRUMENTS, OR DERIVATIVES THEREOF, OF PERSONS, FIRMS OR ENTITIES MENTIONED IN THIS DOCUMENT, OR BE REPRESENTED IN THE GOVERNING BODIES OF THE COMPANY. IN FACT, THE BANK HAS ACTED AS GLOBAL COORDINATOR IN THE IPO OF THE ISSUER, THE BANK IS PRESENTLY CORPORATE BROKER, LIQUIDITY PROVIDER AND SPECIALIST OF THE ISSUER.

BANCA PROFILO S.P.A. HAS ADOPTED INTERNAL PROCEDURES FOR THE PREVENTION AND AVOIDANCE OF CONFLICTS OF INTEREST WITH RESPECT TO THE RECOMMENDATIONS, WHICH CAN BE CONSULTED ON THE RELEVANT SECTION OF ITS WEBSITE (WWW.BANCAPROFILO.IT, IN THE SECTION "CLIENTI AZIENDALI E ISTITUZIONALI/ANALISI E RICERCA).

#### EQUITY RESEARCH PUBLICATIONS IN LAST 12M

THE BANK PUBLISHES ON ITS WEBSITE WWW.BANCAPROFILO.IT, ON A QUARTERLY BASIS, THE PROPORTION OF ALL RECOMMENDATIONS THAT ARE 'BUY', 'HOLD', 'SELL' OR EQUIVALENT TERMS OVER THE PREVIOUS 12 MONTHS, AND THE PROPORTION OF ISSUERS CORRESPONDING TO EACH OF THOSE CATEGORIES TO WHICH SUCH PERSON HAS SUPPLIED MATERIAL SERVICES OF INVESTMENT FIRMS SET OUT IN SECTIONS A AND B OF ANNEX I TO DIRECTIVE 2014/65/EU OVER THE PREVIOUS 12 MONTHS.

#### ADDITIONAL INFORMATION

THE BANK PROVIDES ALL OTHER ADDITIONAL INFORMATION, ACCORDING TO ARTICLE 114, PARAGRAPH 8 OF LEGISLATIVE DECREE 58/98 ("FINANCIAL DECREE") AND COMMISSION DELEGATED REGULATION (EU) 2016/958 AS OF 9 MARCH 2016 (THE "COMMISSION REGULATION") ON THE RELEVANT SECTION OF ITS WEBSITE (WWW.BANCAPROFILO.IT, IN THE SECTION "CLIENTI AZIENDALI E ISTITUZIONALI/ANALISI E RICERCA").