

2019 Q3 Results Presentation

November 2019

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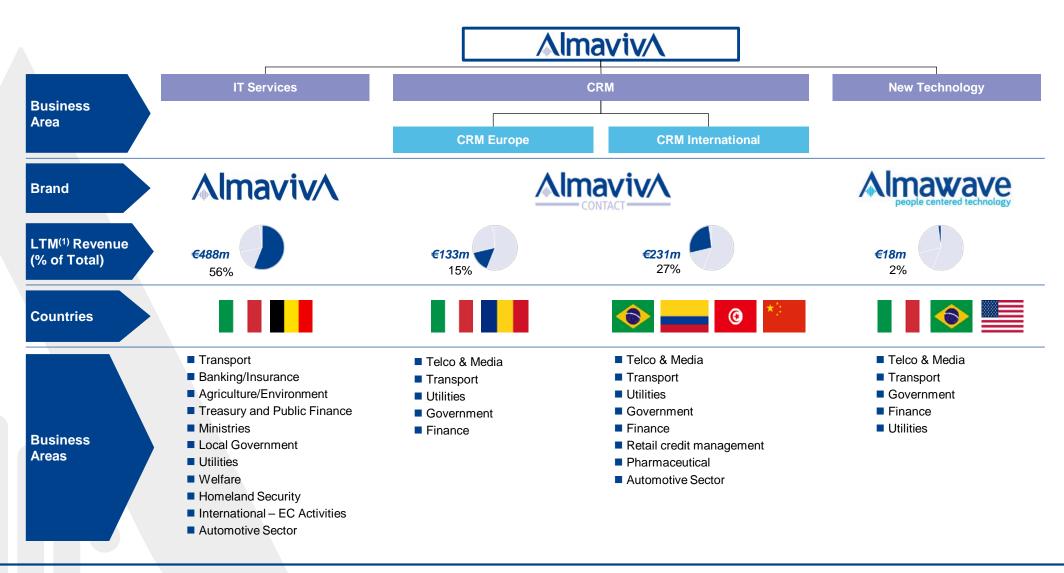
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Overview of AlmavivA





Source: Company Information and financials.

⁽¹⁾ As of September 30, 2019, excluding €16.2m of intragroup eliminations.

Key Financial Highlights

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9M 2019

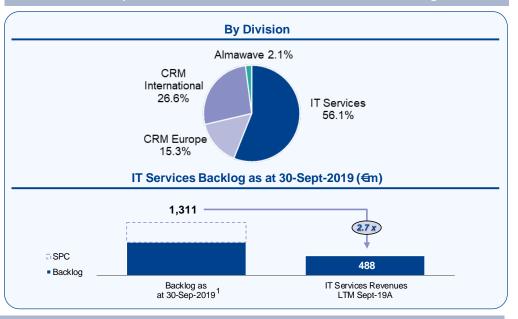
Key Highlights

- Group Revenue at €631.8m, increased by €54.1m (+9.4%) compared to 9M 2018, +€56.7m at constant currency (+9.8%)
- Group Reported EBITDA at €55.4, increased by €4.3m (+8.4%) compared to 9M 2018 EBITDA (+9.1% at constant currency)
 - 9M 2019 EBITDA margin at 8,8% in line vs 9M 2018
 - LTM Reported EBITDA at €82.4m; LTM EBITDA margin in line with FY2018 (9.6% vs 9.8%) and better than previous periods (8.6% in 2017)
- Capex at €17.3m in line with 9M 2018
- Positive Net Result at €9.1m
- As of September 30, 2019, Equity at €15.5m, +€6.9m vs 31-Dec-2018 (+79.6%)

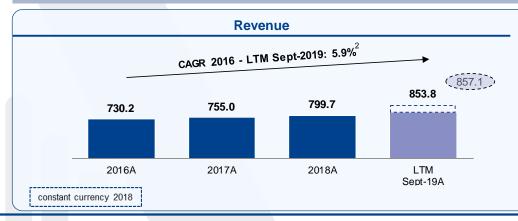
Key Statistics

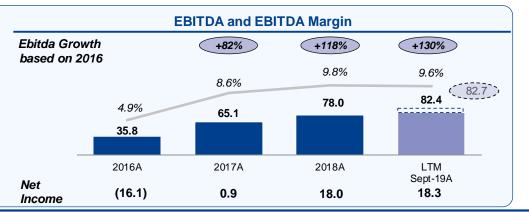
- IT backlog covers 2.7 times the LTM IT Services Revenues (with LTM IT Revenues grown by €60.7m or 14.2% vs FY 2018)
- Continuous LTM Revenue growth (CAGR 5.9%)
- Net Debt as of September 30, 2019 equal to €212m, or 2.6x LTM EBITDA with strong cash generation during the quarter

LTM Sept-2019 Revenue Breakdown and Current Backlog



Key Financials (€m)





The new accounting principle IFRS 16 came into effect on 1st January 2019; unless otherwise specified, the Company has chosen not to consider the effects of the adoption of the new principle in this presentation, in order to facilitate and ensure a fair comparison with the financial information made available in previous presentations.

(2) At current currency.

⁽¹⁾ IT Services Backlog includes the renewal of the second contract with AGEA-Ministry of Agriculture in Novembre 2019

Key Operating Performance Highlights



Q3 2019

■ More than €509m new contracts signed in 9M 2019 (€187m in 3Q 2019) in the IT division, of which around 28% under the SPC framework agreements, 9% Transportation, 10% Finance and 53% other sectors (mainly relating to the new contract signed with Lombardia Informatica (€125m, 59.5% Almaviva Group share, 5.5y) and the renewal of the contract with AGEA-Ministry of Agriculture ■ As of October 2019, €373m contracts already signed with PA on the back of the SPC L3 and L4 framework agreements. New clients acquired both in central (21) and local PA (93, mainly Regions) ■ With reference to the Gruppo Ferrovie dello Stato (RFI) delayed tender process as of today: the 1st tender issued by RFI has been awarded to Almaviva (regarding "Traffic planning and management", €90m, 52.6% share, 5y) • a 2nd and 3rd one have been issued (€380m, expected bid in Q1 2020 regarding "Smart Stations" and €558m regarding "ICT Infrastructure Systems Management", expected bid in Q2 2020) • Albeit a comprehensive plan of the tenders is not yet available, we assume that the other tenders will be issued within the end of 2019 and

IT Services

- Adjudication of a €14m contract in social security concerning data analytics in primary healthcare services
- Around €1.5b €2.0b new tenders in Public Administration awaited during Q4 2019 H1 2020

Stato, having held a full outsourcing IT Services contract with them for more than 25 years

■ New contract in Saudi Arabia regarding the development and management of IT and PIS ("Passenger Information System") services for Riyadh Metro (six lines, now under construction) has entered the project phase

H1 2020. As of this document, Gruppo Ferrovie dello Stato is working on a new extension of the contract to bridge the period between the expiration of the current one and the end of the new tender process. We have a strong operational track record with Gruppo Ferrovie dello

Activities in place to expand the business in finance and manufacturing (automotive already acquired), also thanks to the synergies resulting from the acquisition of Wedoo

Almawave

- In 9M 2019, 16 new clients acquired in finance, utility and large distribution sectors. As of October 2019, within the scope of the SPC framework agreements, 28 new clients acquired both with central and local PA
- Acquisition of multiannual contracts with two clients respectively operating in e-payment services and in the worldwide management of smart switchboard
- At the European Business Awards (September 2019) Almawave won the National Winner Award for Digital Technology, while Almawave do Brasil's IRIDE® Speech Analytics Real Time project for a top telco client has just won the ABT award
- In October 2019 new patent on «System and method for meaning driven process and information management to improve efficiency, quality of work and overall customer satisfaction»
- Ongoing initiatives and strategic partnerships with universities and research institutes
- The percentage of direct / third party revenues keeps growing vis a vis intercompany revenues (68% vs 60% in Q3 2018)

Key Operating Performance Highlights



Q3 2019

CRM Europe

- Negative performance tackled by some Telco operators (with reduction in services/volumes, trend that has impacted all the outsourcers in the CRM market)
- On September 25th, a meeting concerning the Almaviva Contact site in Palermo gathered different ministries (Labour, Economic Development and Southern Italy), trade unions and representatives of territorial institutions; the agreeement signed by the parties includes the scheduling of meetings with telco operators to determine models of service and criteria useful for the productive stabilization of the site, the introduction of social measures during the period necessary for the definition and implementation of structural solutions, regular update sessions held by the Ministry of Labour and the Ministry of Economic Development in order to verify and evaluate the enforcement of actions and any related possible risk factors for their achievement and also to discuss about the results in terms of production and employment considering their relevance for the territorial system. The government representatives have also announced the opening of regular meetings with telco operators
- Investments to improve activities in non-telco markets (one new client acquired and advanced negotiations underway); logistic and corporate cost optimization program and reskilling/certification program of selected resources in IT activities

CRM International

- On Sept. 27th Almaviva announced its intention to acquire from Bradesco Group the 100% of the capital of Chain Serviços and Contact Center S.A., through its Brazilian subsidiary Almaviva Do Brasil. Through this acquisition, which is part of the growth strategy adopted, Almaviva consolidates its operations in the area of customer relations in the financial segment, providing expansion and diversification of its operations in Brazil. The closing of the transaction is expected by the end of the year and is subject to certain conditions, including the approval by the Administrative Council for Economic Defense (CADE). Further information will be provided after the closing
- New customers revenues growth and expansion in non-telco sectors
- In the process of finalizing new operations, with expected entry of at least 3 new customers in Q4 2019
- Positive outlooks and volumes expected to regularly grow over the next quarters
- On October 22nd the Brazilian Senate gave final approval to the pension reform that, ending retirement by contribution time and instead basing it on age, had a positive impact on the market, with stocks hitting an all time high

CRM

Summary P&L



€m

€million	2017A	2018A	9M 2018A	9M 2019A	LTM Sept-19A
	755.0	700 7		004.0	050.0
Revenues	755.0	799.7	577.7	631.8	853.8
% Growth	3.4%	5.9%		9.4%	6.8%
Total of Revenues and Other Income	772.3	822.7	591.8	639.2	870.1
% Growth	4.5%	6.5%		8.0%	
Operating Costs	(705.0)	(744.6)	(540.7)	(583.8)	(787.7)
% Revenues	93.4%	93.1%	93.6%	92.4%	92.3%
Adjusted EBITDA	67.3	78.0	51.1	55.4	82.4
% Margin	8.9%	9.8%	8.8%	8.8%	9.6%
Non-Recurring Items	(2.2)	-	-	-	-
% Revenues	0.3%	0.0%	0.0%	0.0%	0.0%
EBITDA	65.1	78.0	51.1	55.4	82.4
% Margin	8.6%	9.8%	8.8%	8.8%	9.6%
D&A	(29.7)	(27.0)	(20.4)	(19.0)	(25.6)
% Revenues	3.9%	3.4%	3.5%	3.0%	3.0%
EBIT	35.3	51.1	30.7	36.4	56.8
% Margin	4.7%	6.4%	5.3%	5.8%	6.7%
Interest Expense	(34.5)	(29.6)	(22.2)	(20.0)	(27.4)
% Revenues	4.6%	3.7%	3.8%	3.2%	3.2%
ЕВТ	0.8	21.5	8.6	16.4	29.4
% Margin	0.1%	2.7%	1.5%	2.6%	3.4%
Taxes	0.0	(3.5)	0.2	(7.3)	(11.0)
Group Net Income	0.9	18.0	8.8	9.1	18.3

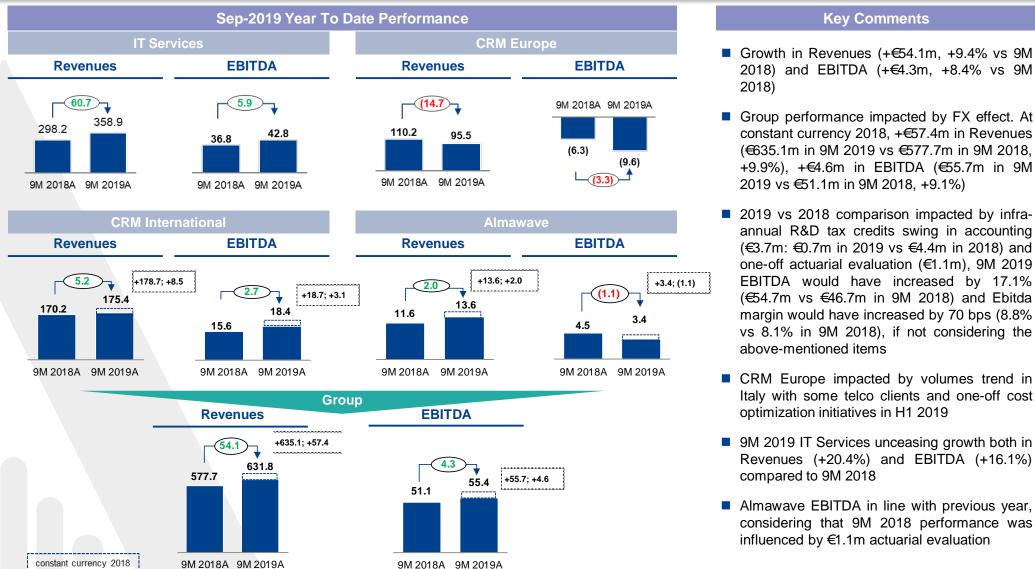
Key Comments

- 9M 2019A Revenues increased by €54.1m vs 9M 2018A (+9.4%)
- 9M 2019A EBITDA at €55.4m, increased by €4.3m vs 9M 2018 (+8.4%)
- If not considering the impact on 2018 performance of infra-annual R&D tax credits swing in accounting (€0.7m in 2019 vs €4.4m in 2018) and one-off actuarial evaluation (€1.1m), 2019 EBITDA would have increased by 17.1% (€54.7m vs €46.7m in 9M 2018) and Ebitda margin would have increased by 70 bps (8.8% vs 8.1% in 9M 2018)
- Operating costs as a percentage of Revenues better than 9M 2018A (92.4% vs 93.6%)
- 9M 2019 EBIT better than 9M 2018 (€36.4m vs €30.7m, +18.6%);
- D&A, mainly related to fixed assets, in IT Division and Brazil, reduced vs 9M 2018, with a positive impact at EBIT level
- 9M 2019 EBT at €16.4m (+92.2% vs 9M 2018)
- Interest Expense decrease by €2.2m mainly due to diminished factoring
- Taxes: increase due to the improved performance at EBT level and the impact of R&D grants on 2018
- Taxes include current income taxes, deferred and prepaid income taxes, according to applicable tax rates and regulations. The Italian companies exercised the option to elect the tax consolidation regime, that granted them the recovery of fiscal losses carried forward, thus the trend in taxes reflects the same trend in taxable income and the effect of the regime

Key Financials By Division



€m



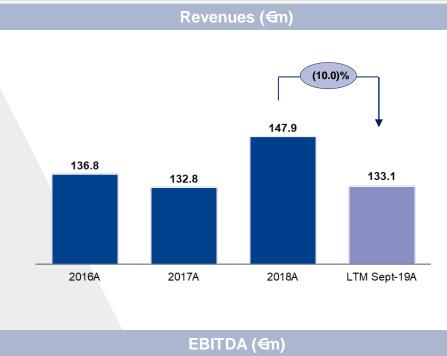
in order to facilitate and ensure a fair comparison with the financial information made available in previous presentations.

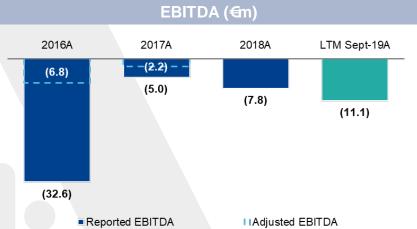
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CRM Europe

Key Financials







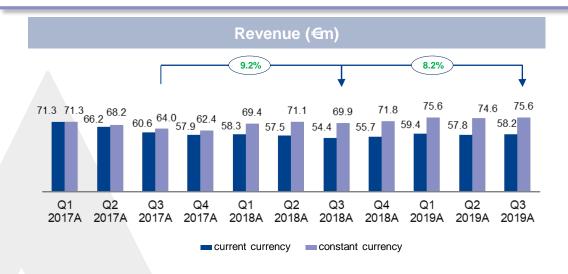
Key Comments

- 9M 2019 performance has been deeply affected by negative elements concentrated in one site (Palermo):
 - Reduction in services/volumes by some Telco operators outsourced, due to current market trends, leading to lower capacity utilization
 - Almaviva commercial initiatives to sustain operations, increasing revenues at the expenses of short-term profitability
 - Flexible solidarity contracts and personnel voluntary layoffs in February and April (with extraordinary one-off costs, €1.5m) in Palermo to manage reduction in volumes
- The new Government has proactively expressed its determination to deal with all the parties involved:
 - A meeting held on September 25th ended up with the signature of an agreement that stresses the necessity of scheduling regular sessions in order to manage the volumes allocation in Italy/EU/outside EU and to guarantee fair tariffs in line with labour costs
 - The program currently under discussion with the Government should lead to a progressive comeback in volumes and sustainable tariffs in 2020, thus rebalancing the market sector and averting the risk of restructuring policies in Palermo

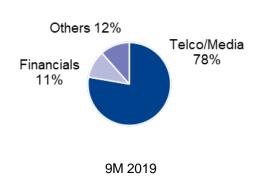
CRM International

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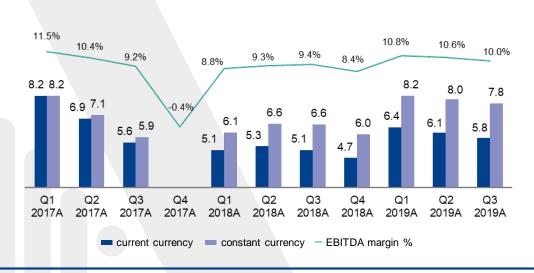
Key Financials







EBITDA (€m)



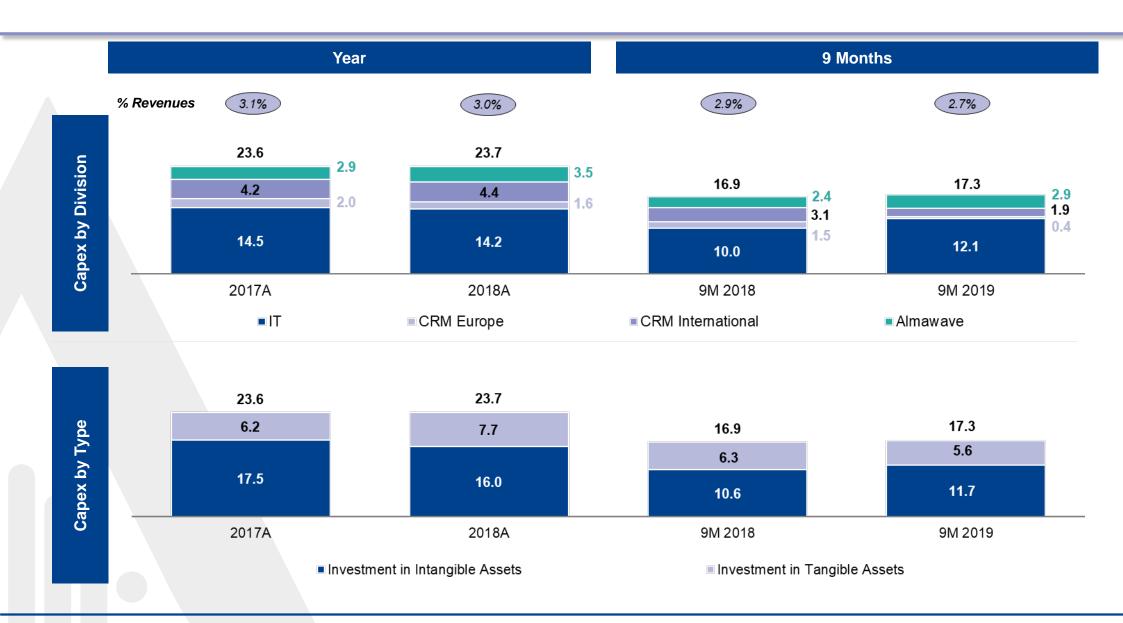
Key Comments

- Q3 2019 EBITDA better than 2018 Q3 2018 (+18.2%) at constant currency
- Q3 2019 EBITDA margin better than Q3 2018 (+60 bps) and Q3 2017 (+80 bps)
- Q3 EBITDA margin lower than Q1 and Q2 2019 because of wage adjustments agreed during the negotiations with trade unions
- The reorganization process started in 2018 and the investments in the new centralized NOC ("Network Operational Centre") are expected to have a positive impact on Revenues and EBITDA, supporting the increase of volumes from existing clients and new ones
- New customer revenue stabilization and growth in non-telco sectors
- Volume forecasts regularly growing, with good outlooks for the next quarters
- Pension reform approved in its entirety (by both Chamber of Deputies and Senate) is meant to adjust Brazilian accounts and was very welcomed by the market

Capex Overview



€m



Summary Cash Flows





€million	2016A	2017A	2018A	LTM Sept-19	H1 2019	9M 2019A	Q3 2019
Adjusted EBITDA	61.6	67.3	78.0	82.4	40.9	55.4	14.5
Сарех	(27.4)	(23.6)	(23.7)	(24.1)	(11.6)	(17.3)	(5.7)
(Increase) / Decrease in Normalised Working Capital	10.5	5.8	(24.8)	(3.9)	(39.5)	(11.4)	28.0
Adjusted Operating Cash Flow	44.6	49.5	29.6	54.4	(10.3)	26.6	36.9
% Adjusted EBITDA	72.5%	73.6%	37.9%	66.1%	(25.1)%	48.1%	254.1%
Non-Recurring Items	(25.8)	(2.2)	_		=	=	_
Taxes	(1.2)	(4.2)	(4.2)	(5.2)	(2.3)	(3.7)	(1.4)
Adjusted Free Cash Flow for Debt Service ante Dividend Payments and Other Items	17.6	43.1	25.4	49.2	(12.5)	22.9	35.5
Dividend Payments	(0.3)	(5.4)	(13.3)	(0.6)	(0.6)	(0.6)	-
Other Items ⁽¹⁾	15.8	1.3	(4.3)	(0.7)	(0.0)	(0.6)	(0.6)
Adjusted Free Cash Flow for Debt Service	33.1	39.0	7.8	48.0	(13.1)	21.7	34.8

Key Comments on LTM Sep-2019

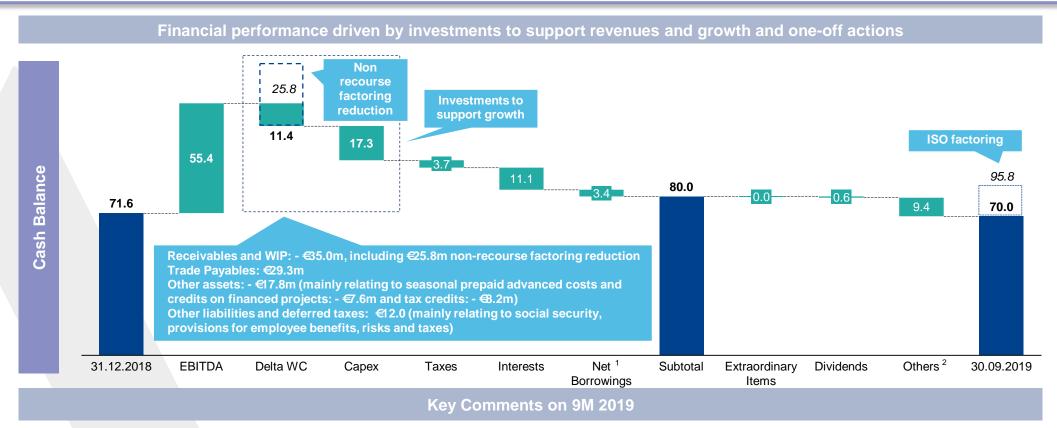
- LTM Sep-19 Capex in line with FY 2018; LTM Sep-19 Capex incidence on revenues of 2.7% vs 3.0% in FY 2018
- Change in working capital is mainly driven by the strong increase in revenues in every sector and new contracts/projects start-up in IT Sector. Strong decrease in working capital in Q3
- Increase in commercial credits due to reduced non-recourse factoring utilization (€25.8m)
- Tax benefit in Italy from the recovery of fiscal losses carried forward at consolidated level; tax payment increase, following the improving CRM international performance
- Strong Free Cash Flow for Debt Service in Q3
- Dividend Payments of €0.6m related to Lombardia Gestione

⁽¹⁾ Includes equity investments, proceeds from non-controlling interests, change in assets held for sale and disinvestments.

Cash Flow



Focus on 9M 2019: investments to support opportunities and sustainable growth; reduction of credit facilities utilization



- Strong operative performance with EBITDA increase (+17.2% at LTM Sept-2019 Group level vs LTM Sept-2018)
- Impact on working capital needs to support revenues increase (+8.3% at LTM Sept-2019 Group level vs LTM Sept-2018) and new IT contracts/projects (+€72m IT Services LTM Revenues vs previous LTM period) due to SPC, Finance and Transportation
- Impact on working capital needs of non-recourse factoring utilization for €25.8m. Working Capital decrease due to operation equal to €14.4m
- Decrease of RCF utilization (€5m, from €23m to €18m). Additional decrease of €3m in November, €15.0m current RCF utilization

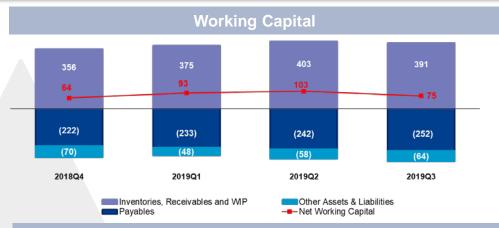
⁽¹⁾ Includes €5m RCF draw-down decrease. RCF drawn for an amount of €18m as of 30-Sep-2019; €15m from 21-Nov-2019 .

⁽²⁾ Includes change in current and non current financial assets, reclassifications and change in consolidation area, FX effects and other items.

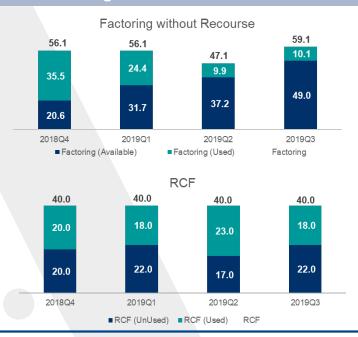
Financial Highlights



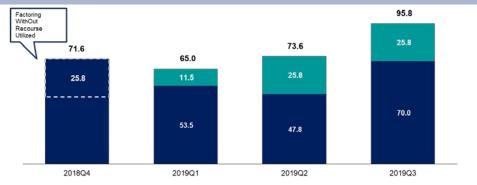
Solid liquidity position with several undrawn resources available



Factoring without Recourse & RCF



C&CE (adding not utilized Factoring)

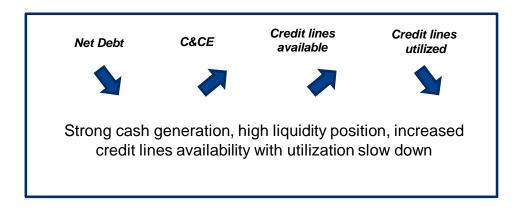


■ Not used Factoring Without Recourse

■ Cash & Cash Equivalents

Total C&CE adding Not used Factoring Without Recourse

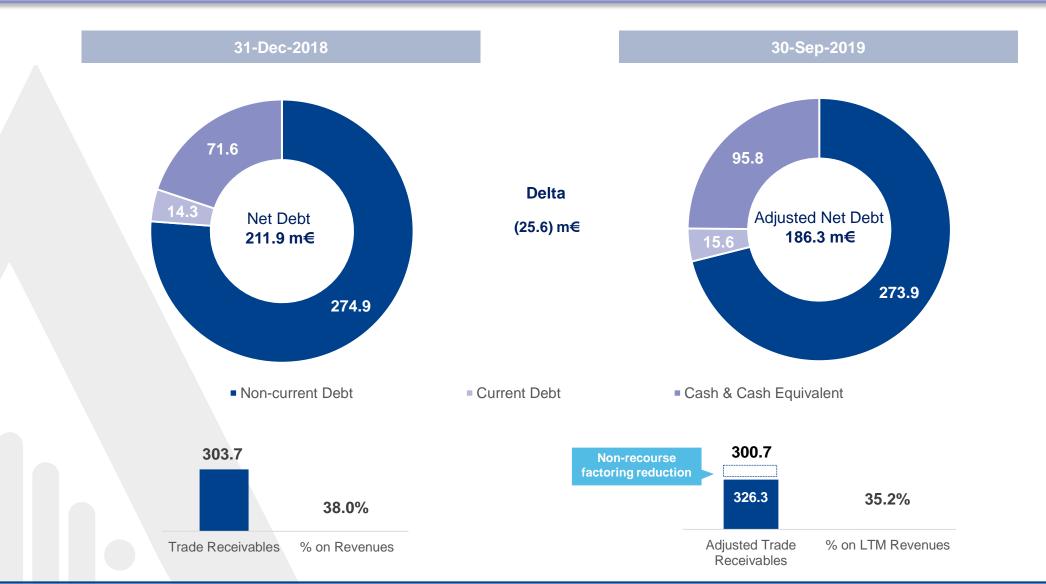
	20184Q	2019Q1	2019Q2	2019Q3
Net Debt	(211.9)	(232.9)	(235.8)	(212.1)
Delta vs 2018C	-	(21.0)	(2.9)	23.7



Financial Debt



Adjusted Net Debt⁽¹⁾ Reduction, Considering Non-recourse Factoring Reduction



⁽¹⁾ Net Debt as of 30.09.2019 adjusted considering the reduction of non-recourse factoring vs 31.12.2018.

⁽²⁾ Includes Reported Cash & Cash Equivalent (€70.0) and non-recourse factoring reduction vs 31.12.2018 (€25.8).

⁽³⁾ Includes Reported Trade Receivables (€326.3) and non-recourse factoring reduction vs 31.12.2018 (€25.8).

Capitalisation Structure as at 30-Sept-19



	€m	Amount	LTM Sept-19 Adj. EBITDA	Pricing	Maturity
	Cash and cash equivalents	(70.0)			
	Total current and non-current financial assets(1)	(7.4)			
	Senior Secured Notes	250.0		7.25%	Oct-2022
Pro Forma	Super Senior RCF (Drawn)	18.0			
Capitalisation	Other financial liabilities ⁽²⁾	21.5			
	Total Gross Debt	289.5	3.5x		
	Total Net Debt	212.1	2.6x		
	LTM Sept-19 Adjusted EBITDA		82.4		
	Super Senior RCF (Undrawn)	22.0		E+450bps	Feb-2022

Key Credit Stats (YTD Sept-19)

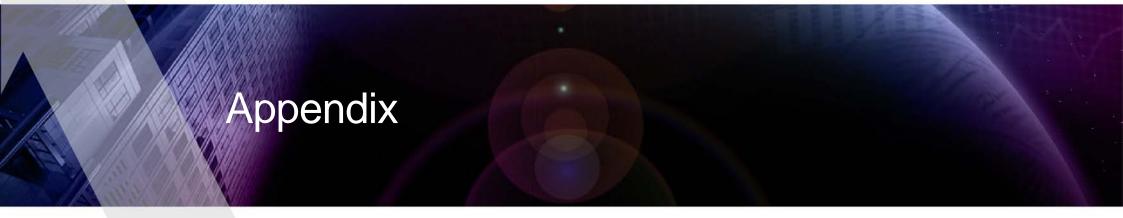
- Net Total Leverage: 2.6x
- Interest Coverage Ratio⁽³⁾: 3.5x
- €18.0m RCF drawdown driven by working capital cycle

⁽¹⁾ Include financial credits.

⁽²⁾ Other financial liabilities include SIMEST participation, Government subsidized financings, accrued interests on coupon to be paid in October (€8.3m) and leasing.

⁽³⁾ Based on Q3 2019 interest expenditures.





Adoption of the New IFRS 16 Accounting Principle



Focus on the Impact on Consolidated Financial Statements as of September 30, 2019

IFRS 16 is effective for annual reporting periods beginning on or after 1 January 2019. The objective is to report information that faithfully represents lease transactions. IFRS 16 requires a lessee to recognise a right-of-use asset representing its right to use the underlying leased asset and a lease liability representing its obligation to make lease payments, for all leases with a term of more than 12 months, unless the underlying asset is of low value. As a consequence, the lessee recognises depreciation of the right-of-use asset and interest on the lease liability, instead of the lease cost recognized before the IFRS16 adoption.

	Financial Highlights <u>Ante</u> IFRS 16 Adoption	IFRS 16 Adoption Impact	Financial Highlights Post IFRS 16 Adoption	
Tangible Assets	47.6 m€	55.8 m€	103.4 m€	Accounting of right-to-use assets
Net Debt 1	212.1 m€	62.3 m€	274.4 m€	Accounting of lease liabilities
EBITDA	55.4 m€	14.1 m€	69.5 m€	Decreased accounting of operating lease costs
EBIT	36.3 m€	2.3 m€	38.8 m€	Increased accounting of amortization on right-to-use assets
Interests	20.0 m€	(4.4) m€	24.4 m€	Increased accounting of interests on lease liabilities
Net Result	9.1 m€	(2.2) m€	6.9 m€	
Gross Debt on EBITDA ²	3.5x	0.0x	3.5x	
Net Debt on EBITDA ²	2.6x	(0.1x)	2.7x	
Interest Coverage Ratio ²	3.5x	0.1x	3.4x	

⁽¹⁾ IFRS 16 effect on Net Debt includes the reclassification of €4.9m leasing outstanding from trade payables.

⁽²⁾ IFRS 16 effect on LTM Sep-19 EBITDA and pro forma interest expenses have been estimated by dividing the IFRS 16 effect on Q3 2019 EBITDA by 0.75x.

Summary Cash Flows





€million	2016A	2017A	2018A	LTM Sept-19A	9M 2018A	9M 2019A
EBITDA	35.7	65.1	78.0	82.4	51.1	55.4
Сарех	(27.4)	(23.6)	(23.7)	(24.1)	(12.1)	(17.3)
(Increase) / Decrease in Normalised Working Capital	10.5	5.8	(24.8)	(3.9)	(3.4)	(11.4)
Operating Cash Flow	18.8	47.3	29.6	54.4	35.6	26.6
% EBITDA	72.5%	72.7%	37.9%	66.1%	69.8%	48.1%
Taxes	(1.2)	(4.2)	(4.2)	(5.2)	(1.4)	(3.7)
Adjusted Free Cash Flow for Debt Service ante Dividend Payments and Other Items	17.6	43.1	25.4	49.2	34.2	22.9
Dividend Payments	(0.3)	(5.4)	(13.3)	(0.6)	(13.3)	(0.6)
Other Items ⁽¹⁾	15.8	1.3	(4.3)	(0.7)	(5.2)	(0.6)
Adjusted Free Cash Flow for Debt Service	33.1	39.0	7.8	48.0	15.7	21.7
Reversal of Change in Overdue VAT	2.0	(56.2)	-	-	-	-
Total Free Cash Flow for Debt Service	35.1	(17.2)	7.8	48.0	15.7	21.7

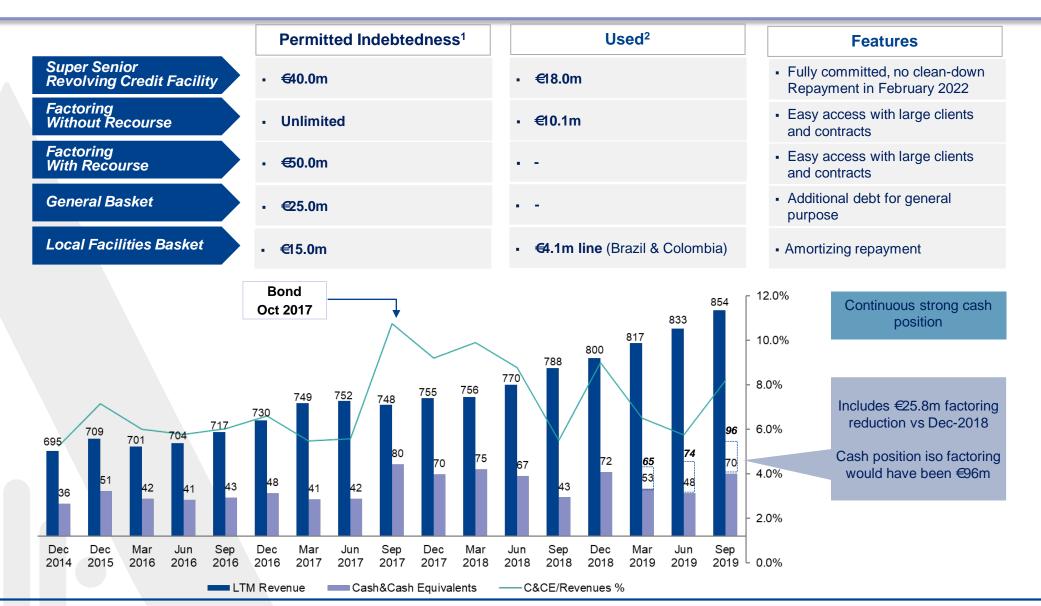
The new accounting principle IFRS 16 came into effect on 1st January 2019; unless otherwise specified, the Company has chosen not to consider the effects of the adoption of the new principle in this presentation, in order to facilitate and ensure a fair comparison with the financial information made available in previous presentations.

⁽¹⁾ Includes equity investments, proceeds from non-controlling interests, change in assets held for sale and disinvestments.

Financing Facilities



Solid liquidity position with several undrawn resources available



⁽¹⁾ According to Senior Secured Notes Indenture and to the Revolving Credit Facility Agreement.

⁽²⁾ As of 30-Sept-2019.

Consolidated Income Statement



€m | Including the effects of the new IAS IFRS 16

€million	9M 2019A
Revenues	631.8
% Growth	9.4%
Total of Revenues and Other Income	639.2
% Growth	8.0%
Operating Costs	(583.8)
% Revenues	92.4%
Adjusted EBITDA	55.4
% Margin	8.8%
Non-Recurring Items	-
% Revenues	0.0%
EBITDA	55.4
% Margin	8.8%
D&A	(19.0)
% Revenues	3.0%
EBIT	36.4
% Margin	5.8%
Interest Expense	(20.0)
% Revenues	3.2%
ЕВТ	16.4
% Margin	2.6%
Taxes	(7.3)
Group Net Income	9.1

Consolidated Statement of Financial Position



€m | Including the effects of the new IAS IFRS 16

	At September 30, 2019	At December 31, 2018		At September 30, 2019	At December 31, 2018
Intangible assets	98.1	96.2	Total shareholders' equity	13.3	8.6
Property, plant and equipment	103.4	51.1	Non-current liabilities for employee benefits	49.3	48.5
Investments accounted for using the equity	1.1	1.1	Non-current provisions	7.1	5.0
Non-current financial assets	1.2	1.6	Non-current financial liabilities	316.1	274.9
Deferred tax assets	17.6	15.3	Deferred tax liabilities	1.5	1.5
Other non-current assets	2.0	2.5	Other non-current liabilities	0.7	0.8
Total non-current assets	223.4	167.8	Total non-current liabilities	374.6	330.7
Inventories	64.4	51.9	Current provisions	8.2	5.6
Trade receivables	326.3	303.7	Trade payables	246.6	222.2
Current financial assets	6.2	4.1	Current financial liabilities	35.7	14.3
Other current assets	116.7	98.9	Current tax liabilities	30.0	36.1
Cash and cash equivalents	70.0	71.6	Other current liabilities	100.9	83.0
Total current assets	583.6	530.3	Total current liabilities	421.4	361.2
Non-current assets held for sale	2.5	2.5	Total liabilities	796.1	691.9
Total assets	809.4	700.5	Total equity and liabilities	809.4	700.5

Summary Cash Flows



€m | Including the effects of the new IAS IFRS 16

€million	9M 2019A
	IFRS 16
Adjusted EBITDA	69.5
Сарех	(21.6)
(Increase) / Decrease in Normalised Working Capital	(16.0)
Adjusted Operating Cash Flow	31.9
% Adjusted EBITDA	45.9%
Non-Recurring Items	-
Taxes	(3.7)
Adjusted Free Cash Flow for Debt Service ante Dividend Payments and Other Items	28.3
Dividend Payments	(0.6)
Other Items ⁽¹⁾	(0.6)
Adjusted Free Cash Flow for Debt Service	27.0

⁽¹⁾ Includes equity investments, proceeds from non-controlling interests, change in assets held for sale and disinvestments.