# PMI CAPITAL research

# **ILPR4**

# Strategic M&A to further strengthen market position

# Sector: Producer Manufacturing

Highly strategic acquisitions to strengthen product offering and competitive position.

Over the last two months llpra closed two M&A transactions in line with strategic guidelines to vertically integrate production lines and strengthen the commercial offering in the cosmetics and medical application. According to our forecast the acquisitions should contribute with an additional c. Euro 10 m of pro-forma revenues in FY23 considering the full 12 months (Euro 6 m pro-quota consolidated) and a pro-forma EBITDA of c. Euro 2.3 m (Euro 1.4 m on a consolidated basis):

**IDM Automation:** on May 18th the Group announced the acquisition of a 68% stake in IDM Automation, a company active in the manufacturing and sale of automated filling, assembling and packaging solutions for the cosmetics, pharma and food industries. In FY22 the company recorded sales of Euro 3.6 m, EBITDA of Euro 0.3 m (EBITDA margin of 6.7%), and a Net Income of Euro 0.1 m). The Net Cash position stood at Euro 0.2 m. The agreement provided for a total payment of Euro 1.5 m financed by Group's cash.

**Pentavac**: on June 8th the Group completed the acquisition of 70% of Pentavac's shares Pentavac is an Italian player specialized in automatic vertical packaging machines with a presence in over 50 countries. In FY22the company recoded c. Euro 4.9 m of revenues, EBITDA of Euro 1.2 m (24.2% EBITDA margin), EBIT of Euro 1.1 m and a Net Cash position of Euro 1.4 m. The total consideration of the deal was of Euro 5.7 m entirely financed by the Group's available resources.

**Perfect strategic fit.** After the acquisition of MACS last year, the new acquisitions represent another important step in the Group's growth strategy based on a mix of organic growth and M&A and allows the Group to integrate its product offering with complementary solutions while developing its distribution network to further consolidate the Group's position as a market leader in the packaging industry in Italy as well as internationally. We also believe that the integration of the companies in Ilpra Group should allow for several cost and commercial synergies.

**Estimate upgrade and new TP at Euro 9.59 p.s..** We updated our estimates to factor in the acquisitions of IMD Automotion and Pentavac, leaving our assumptions for Ilpra standalone unchanged. We estimate the acquisitions to count for c. Euro 6 m in consolidated revenues, in FY23, Euro 10 m in FY24 and Euro 11 in FY25 with consolidated sales reaching Euro 62 m in FY23 and Euro 78 m in FY24. In terms of profitability, we confirm an EBITDA margin of 23.3% in FY23 as the higher profitability of Pentavac (24% vs. Ilpra Group of 23%) should be offset by the integration of IMD (EBITDA margin of about 7%). For FY24-25 we slightly raised our expectations for EBITDA margin (23.8% vs 23.6% and 24.2% vs. 23.9%) as synergies should start to kick in. Overall, we increased our revenue, EBITDA and EPS expectations by an average of +14%, 15% and 14% respectively. Running our valuation model on the new estimates and up-to-date market data we obtain a target price of Euro 9.59 p.s. (Euo 8.89 pr.). At our valuation the stock would be trading on FY23/24 EV/EBITDA multiples of 8.0x and 6.8x respectively vs. peers' average of 11.2x and 10.3x.

# Euronext Growth Milan

**UPDATE NOTE** 

Target Price 9.59 (8.89 pr.)

Market Cap (€ m) 63 EV (€ m) 65 Market Price (€) 5.25

As of June 15th, 2023

#### Share Data

| Market            | Euronext Growth Milan |
|-------------------|-----------------------|
| Reuters/Bloomberg | ILP:IM/ILP.MI         |
| ISIN              | IT0005359101          |
| N. of Shares      | 12,038,600            |
| Free Float        | 29.51%                |
| CEO               | Maurizio Bertocco     |

| Financials |       |       |       |        |
|------------|-------|-------|-------|--------|
|            | 22A   | 23E   | 24E   | 25E    |
| Sales      | 48,7  | 62,0  | 71,6  | 78,8   |
| YoY %      | +15%  | 14,5  | 17,1  | 19,1   |
| EBITDA     | 11,2  | 14,5  | 17,1  | 19,1   |
| EBITDA %   | 23%   | 23%   | 24%   | 24%    |
| EBIT       | 8,8   | 11,7  | 14,0  | 16,0   |
| EBIT %     | 18%   | 19%   | 20%   | 20%    |
| Net Income | 6,5   | 8,3   | 9,9   | 11,4   |
| Net D/(C)  | (3,5) | (2,3) | (9,4) | (17,4) |
| Equity     | 29,8  | 36,2  | 43,6  | 52,0   |

# Performance

|                                  | 1M   | 3M   | 6M   |
|----------------------------------|------|------|------|
| Absolute                         | +7%  | +20% | +7%  |
| Relative (FTSE Italia<br>Growth) | +7%  | +21% | +10% |
| 52-week High/Low (Eu)            | 5.55 | /    | 3.35 |



Luisa Primi <u>I.primi@irtop.com</u>

This Note is issued by arrangement with MIT SIM SpA, the Specialist engaged by the Company.



| PMI | CAPITAL               |
|-----|-----------------------|
|     | research              |
|     | <b>KEY FINANCIALS</b> |

| Profit&Loss Stetement     |       | 2016A     | 2017A | 2018A       | 2019A     | 2020A     | 2021A | 2022A | 2023E | 2024E        | 2025E  |
|---------------------------|-------|-----------|-------|-------------|-----------|-----------|-------|-------|-------|--------------|--------|
| Sales                     |       | 16,0      | 20,4  | 28,4        | 32,0      | 32,4      | 42,2  | 48,7  | 62,0  | 71,6         | 78,8   |
| Revenues (VoP)            |       | 17,6      | 21,4  | 31,5        | 34,4      | 36,3      | 44,0  | 56,8  | 63,5  | 73,1         | 80,3   |
| EBITDA                    |       | 2,4       | 3,2   | 5,5         | 4,5       | 6,2       | 9,0   | 11,2  | 14,5  | 17,1         | 19,1   |
| EBIT                      |       | 1,6       | 2,1   | 4,2         | 2,7       | 4,2       | 7,0   | 8,8   | 11,7  | 14,0         | 16,0   |
| Extraordianry items       |       |           |       | (0,0)       | 0,0       | 0,0       | 0,0   | 0,0   | 0,0   | 0,0          | 0,0    |
| Financial Inc./(ch.)      |       | (0,5)     | (0,4) | (0,4)       | (0,3)     | (0,2)     | (0,2) | (0,5) | (0,2) | (0,2)        | (0,2)  |
| Pre-tax profit (loss)     |       | 1,0       | 1,7   | 3,8         | 2,4       | 4,0       | 6,8   | 8,3   | 11,5  | 13,8         | 15,8   |
| Taxes                     |       | (0,7)     | (0,6) | (0,9)       | (0,3)     | (0,8)     | (1,5) | (1,8) | (3,2) | (3,9)        | (4,4)  |
| Net profit (loss)         |       | 0,4       | 1,1   | 2,9         | 2,1       | 3,2       | 5,3   | 6,5   | 8,3   | 9,9          | 11,4   |
| Group's Net profit (loss) |       | 0,0       | 0,0   | 2,4         | 1,6       | 2,7       | 4,3   | 5,2   | 6,2   | 7,4          | 8,5    |
| Balance Sheet             |       |           |       |             |           |           |       |       |       |              |        |
| Fixed assets              |       | 9,3       | 7,1   | 9,5         | 11,7      | 12,1      | 11,2  | 12,8  | 17,6  | 15,4         | 14,0   |
| NWC                       |       | 8,5       | 12,0  | 13,0        | 14,7      | 13,9      | 13,3  | 17,0  | 20,4  | 23,5         | 25,7   |
| M/L Funds                 |       | (1,8)     | (2,0) | (2,5)       | (2,6)     | (2,9)     | (3,1) | (3,5) | (4,2) | (4,6)        | (5,0)  |
| Net Capital Employed      |       | 16,1      | 17,2  | 20,0        | 23,8      | 23,1      | 21,5  | 26,4  | 33,8  | 34,2         | 34,6   |
| Net Debt                  |       | 8,1       | 8,1   | 20,0<br>9,5 |           |           |       |       |       |              |        |
|                           |       |           |       |             | 6,5       | 1,9       | (3,4) | (3,5) | (2,3) | (9,4)        | (17,4) |
| Equity                    |       | 8,0       | 9,1   | 10,5        | 17,3      | 21,1      | 24,9  | 29,8  | 36,2  | 43,6         | 52,0   |
| Cash Flow                 |       |           |       |             |           |           |       |       |       |              |        |
| Net Income                |       | 0,4       | 1,1   | 2,9         | 2,1       | 3,2       | 5,3   | 6,5   | 8,3   | 9,9          | 11,4   |
| Non Cash Items            |       | 1,1       | 1,1   | 1,5         | 1,9       | 2,2       | 2,0   | 2,7   | 3,3   | 3,4          | 3,3    |
| Change in NWC             |       | 2,4       | (3,5) | (2,5)       | (1,7)     | 0,8       | 0,6   | (3,7) | (3,4) | (3,0)        | (2,2)  |
| Cash from Operations      |       | 3,9       | (1,2) | 1,9         | 2,3       | 6,2       | 7,9   | 5,4   | 8,1   | 10,3         | 12,4   |
| Capex                     |       | (1,1)     | (1,1) | (2,2)       | (3,9)     | (2,3)     | (1,0) | (3,8) | (0,8) | (0,7)        | (1,5)  |
| M&A                       |       |           |       |             |           |           |       |       | (6,5) | 0,0          | 0,0    |
| Other non current assets  |       | (2,3)     | 2,3   | (0,3)       | (0,0)     | (0,0)     | (0,0) | (0,0) | 0,0   | 0,0          | 0,0    |
| Operating Free Cashflow   |       | 0,5       | 0,0   | (0,6)       | (1,6)     | 3,9       | 6,9   | 1,6   | 0,8   | 9,6          | 10,9   |
| Dividend                  |       | 0,0       | 0,0   | 0,0         | 0,0       | 0,7       | 1,6   | 1,9   | 2,5   | 3,0          | 3,4    |
| Change in equity          |       | 0,0       | 0,0   | (0,5)       | 4,7       | (0,1)     | (3,2) | (3,5) | (4,4) | (5,5)        | (6,4)  |
| Change in Net Debt        |       | 0,5       | 0,0   | (1,1)       | 3,0       | 4,5       | 5,3   | 0,1   | (1,1) | 7,1          | 7,9    |
| Per Share Data            |       |           |       |             |           |           |       |       |       |              |        |
| Price                     | 5,25  |           |       |             |           |           |       |       |       |              |        |
| Total shares out (mn)     | 11,90 |           |       |             |           |           |       |       |       |              |        |
| EPS                       |       | 0,03      | 0,1   | 0,2         | 0,2       | 0,3       | 0,4   | 0,5   | 0,7   | 0,8          | 1,0    |
| DPS                       |       | -         | -     | -           | 0,0       | (0,1)     | (0,1) | (0,2) | (0,2) | (0,3)        | (0,3)  |
| FCF                       |       | 0,0       | 0,0   | (0,1)       | 0,3       | 0,4       | 0,4   | 0,0   | (0,1) | 0,6          | 0,7    |
| Pay-out ratio (cons NI)   |       | 0%        | 0%    | 0%          | 0%        | 27%       | 31%   | 30%   | 30%   | 30%          | 30%    |
| Ratios                    |       |           |       |             |           |           |       |       |       |              |        |
| EBITDA margin             |       | 15,1%     | 15,5% | 19,5%       | 14,1%     | 19,0%     | 21,3% | 23,0% | 23,3% | 23,8%        | 24,2%  |
| EBIT margin               |       | 9,7%      | 10,4% | 14,8%       | 8,5%      | 12,9%     | 16,6% | 18,0% | 18,9% | 19,5%        | 20,3%  |
| Net Debt/Equity           |       | 101%      | 89%   | 90%         | 37%       | 9%        | -14%  | -12%  | -6%   | -22%         | -33%   |
| Net Debt/EBITDA           |       | 3,3       | 2,6   | 1,7         | 1,4       | 0,3       | -0,4  | -0,3  | -0,2  | -0,6         | -0,9   |
| Interest cover EBIT       |       | 3,0       | 4,9   | 10,3        | 8,7       | 20,0      | 32,6  | 18,1  | 58,5  | 70,0         | 80,1   |
| ROCE                      |       | 14%       | 16%   | 26%         | 13%       | 20,0      | 40%   | 40%   | 44%   | , o,o<br>52% | 59%    |
| ROE                       |       | 5%        | 12%   | 20%         | 12%       | 15%       | 21%   | 22%   | 23%   | 23%          | 22%    |
| Crowth Potos              |       |           |       |             |           |           |       |       |       |              |        |
| Growth Rates<br>Sales     |       | 107       | 0707  | 1107        | 1.207     | 1 07      | 2007  | 1 507 | 0707  | 1 5 07       | 1007   |
|                           |       | -6%<br>2% | 27%   | 11%         | 13%       | 1%        | 30%   | 15%   | 27%   | 15%          | 10%    |
| Revenues (VoP)            |       | -2%       | 21%   | 16%         | 9%<br>10% | 6%<br>27% | 21%   | 29%   | 12%   | 15%          | 10%    |
| EBITDA                    |       | 46%       | 30%   | 5%          | -19%      | 37%       | 46%   | 25%   | 29%   | 18%          | 12%    |
| EBIT                      |       | 89%       | 36%   | 4%          | -35%      | 54%       | 67%   | 25%   | 33%   | 20%          | 14%    |
| Net Profit                |       | 1158%     | 188%  | 13%         | -27%      | 52%       | 65%   | 23%   | 28%   | 20%          | 15%    |







| P&L Euo m             | 22A  | 23E Old | 23E New | 24E Old | 24E New | 25E Old | 25E New |
|-----------------------|------|---------|---------|---------|---------|---------|---------|
| Sales                 | 48,7 | 56,0    | 62,0    | 61,6    | 71,6    | 67,8    | 78,8    |
| уоу                   | 15%  | 15%     | 27%     | 10%     | 15%     | 25%     | 28%     |
| Revenues (VoP)        | 56,8 | 57,5    | 63,5    | 63,1    | 73,1    | 69,3    | 80,3    |
| EBITDA                | 11,2 | 13,1    | 14,5    | 14,6    | 17,1    | 16,2    | 19,1    |
| margin                | 23%  | 23%     | 23%     | 24%     | 24%     | 24%     | 24%     |
| EBIT                  | 8,8  | 10,6    | 11,7    | 12,1    | 14,0    | 13,8    | 16,0    |
| margin                | 18%  | 19%     | 19%     | 20%     | 20%     | 20%     | 20%     |
| Pre-tax profit (loss) | 8,3  | 10,4    | 11,5    | 11,9    | 13,8    | 13,6    | 15,8    |
| Net profit (loss)     | 6,5  | 7,5     | 8,3     | 8,6     | 9,9     | 9,8     | 11,4    |

| Balance Sheet Euro m | 22A New | 23E New | 23E New | 24E New | 24E New | 25E Old | 25E New |
|----------------------|---------|---------|---------|---------|---------|---------|---------|
| Fixed assets         | 12,8    | 11,4    | 17,6    | 9,9     | 15,4    | 9,1     | 14,0    |
| NWC                  | 17,0    | 18,6    | 20,4    | 20,3    | 23,5    | 22,2    | 25,7    |
| M/L Funds            | (3,5)   | (4,0)   | (4,2)   | (4,3)   | (4,6)   | (4,7)   | (5,0)   |
| NCE                  | 26,4    | 26,0    | 33,8    | 25,8    | 34,2    | 26,7    | 34,6    |
| Net Debt             | (3,5)   | (9,4)   | (2,3)   | (15,9)  | (9,4)   | (22,3)  | (17,4)  |
| Equity               | 29,8    | 35,4    | 36,2    | 41,7    | 43,6    | 49,0    | 52,0    |

### VALUATION

| Method   | Weight | Price<br>(Eu p.s.) | Equity<br>Value<br>(Eu m) |
|--|--------|--------------------|---------------------------|
| Multiple analysis EV/EBITDA 23/24 (@ 20% discount) | 50%    | 10.71              | 127                       |
| DCF (WACC 8.0% and g 1.5%)                         | 50%    | 8.47               | 101                       |
| Target Price                                       |        | 9.59               | 114                       |

# Market Multiples

| Companies                          | Country | Market<br>Cap | Sales<br>2022A | Sales<br>YoY<br>22/21 | EBITDA<br>%<br>2022A | EBIT<br>%<br>2022A | NI<br>%<br>2022A |
|------------------------------------|---------|---------------|----------------|-----------------------|----------------------|--------------------|------------------|
| Alfa Laval AB                      | SWE     | 13.086,3      | 4.902          | 22%                   | 21%                  | 16%                | 9%               |
| GEA Group Aktiengesellschaft       | DEU     | 7.255,1       | 5.165          | 10%                   | 12%                  | 10%                | 7%               |
| John Bean Technologies Corporation | US      | 3.140,3       | 2.068          | 31%                   | 13%                  | 9%                 | 6%               |
| Krones AG                          | DEU     | 3.453,1       | 4.209          | 16%                   | 9%                   | 5%                 | 4%               |
| Average                            |         | 6.734         | 4.086          | 1 <b>9</b> %          | 14%                  | 10%                | 7%               |
| ILPRA                              | Italy   | 52            | 49             | 15%                   | 23%                  | <b>18%</b>         | 11%              |

| Companying                   |      | EV/EBITDA |      | P/E  |      |      |  |
|------------------------------|------|-----------|------|------|------|------|--|
| Companies                    | 22A  | 23E       | 24E  | 22A  | 23E  | 24E  |  |
| Alfa Laval AB                | 14,8 | 14,9      | 13,7 | 23,9 | 21,3 | 23,9 |  |
| GEA Group Aktiengesellschaft | 9,0  | 8,7       | 8,3  | 16,6 | 15,8 | 16,6 |  |
| John Bean Technologies       | 13,8 | 14,2      | 13,0 | 22,3 | 20,2 | 22,3 |  |
| Krones AG                    | 7,5  | 6,9       | 6,0  | 15,4 | 13,1 | 15,4 |  |
| Average                      | 11,3 | 11,2      | 10,3 | 19,6 | 17,6 | 19,6 |  |
| ILPRA                        | 5,3  | 4,1       | 3,5  | 12,1 | 10,2 | 8,5  |  |
| Premium/Discount to Peers    | -53% | -63%      | -66% | -38% | -42% | -57% |  |

FactSet and PMI Capita Research data as of June 16<sup>th</sup>, 2023, Group data and PMI Capital Research estimates for Ilpra







#### **Company Profile**

ILPRA S.p.A., is an innovative SME specialized in the design and production of packaging machines for food, cosmetics, and medical applications. Headquartered in Mortara (Lombardy), and with 265 FTEs, the Group is currently among the principal players in the market thanks to its wide range of high-quality "Made in Italy" products and cuttingedge technological solutions. A continuous commitment to invest in R&D has allowed the Group to internally develop innovative packaging technologies and techniques ready to satisfy customers every need. Since foundation in 1955 the Group has been able to successfully expand in international markets and can now boast over 17.750 machines installed worldwide a widespread network of distributors and service centres and direct presence in 6 countries (Italy, UK, Hong Kong, UAE, India, and Russia). In FY22 Ilpra closed with consolidated revenues of Euro 49m, of which approx. 62% generated outside the domestic market, and an EBITDA of Euro 11 m, with an EBITDA margin of 23%. Net profit was of Euro 6.5 m with a net margin of 11% and a Net Cash position of Euro 3.5 m.

#### Strategy

Ilpra's Management is committed to a strategy based on three key strategic pillars:

 $\ensuremath{\text{Innovation}}$  : continuous investments in training, innovative technological tools and R&D activities

**Quality:** adapt production facilities to "Industry 4.0" requirements and introduction of Lean Manufacturing logics

**Internationalization**: opening of new subsidiaries abroad. Focus on France, Germany, Eastern Europe, Turkey, Australia, Central America, and the US.

**External Growth**: focus on targets which allow the Group to consolidate its competitive market position and expand its subsidiary network abroad.

#### Products

The Group focuses on the production of packaging machinery with particular focus on three main types: heat sealers, fillers, welders and thermoformers, covering most of the packaging market. Machines are designed to suit both customers who have small and medium productions and customers with high productivity automatic lines, integrating with other machinery for large volume productions.

To ensure maximum customer satisfaction and high-quality standards, machines are entirely designed in Italy in the Mortara plant. ILPRA offers a wide range of machines such as FoodPack Tray Sealer, Fill Seal Pot Filler, FormPack Thermoformer, Form Fill Seal, End Of Line as well as design of custom complete lines.

#### Innovation

As a registered innovative SME, ILPRA makes significant investments in R&D (over Euro 2.3 m in the last three years). The Group has developed the innovative patented ProGas technology which is based on an exclusive work cycle that can be applied to ILPRA's packaging machines. The Company has also developed E-Mec, a technology based entirely on the electro-mechanical motion of workstations. The R&D department works constantly to anticipate market trends and created technologically advanced systems and solutions. Management is currently focusing on the following areas of innovation:

- Development of new production lines
- Industry 4.0
- Environmental impact reduction policies
- Human resources growth and training

#### Board

- Maurizio Bertocco President and CEO
- Gianluca Apicella Board Member
- Liborio Livio Portera Board Member
- Andrea Zini Board Member
- Paolo Arata Board Member
- Vittorio Vecchio Board Member
- Carlo Alberto Carnevale Maffè Independent Board Member

#### Key Shareholders

| HOLDS S.r.I. | 70.49% |
|--------------|--------|
| Market       | 29.51% |

#### Sales breakdown FY22



#### Sales growth FY19A-25E (Eu m)



## EBITDA growth FY19A – 25E (Eu m)









#### **ILPRA ON EURONEXT GROWTH MILAN**

#### IPO

Trading Market: Euronext Growth Milan Date: February 15th, 2019 Price: 2.10 Capital raised: Euro 5.3 m Capitalisation: Euro 25.3 m

SHARES (as of June 16<sup>th</sup>, 2023)

Code: ILP Bloomberg: ILP IM Reuters: ILP.MI ISIN: IT0005359101 Shares: 12,038,600 Price: Euro 5.25 Performance from IPO: +150% Capitalisation: Euro 63 m Free Float 29.51% EGA: Integrae Sim SpA

## OWNERSHIP

Through the indirect holding in Holds Sri, the Bertocco family controls 70.49% of the shares. ILPRA Spa currently holds 141.600 own shares equal to a 1.18%% of the share capital.

| Shareholder   | N° of shares | %       |
|---------------|--------------|---------|
| HOLDS S.r.I.* | 8.485.800    | 70,49%  |
| Market        | 3.552.800    | 29,51%  |
| Total         | 12.038.600   | 100,00% |

Source: Company website as of March 30<sup>th</sup>, 2023. \* Includes < 1% held directly by Maurizio Bertocco

#### STOCK PERFORMANCE











#### DISCLAIMER

UPDATES: This Research is an update coverage made by IR Top Consulting S.r.I. (IR Top) on ILPRA (the "Company"). Update frequency might depend on circumstances considered to be important (corporate events and changes of recommendation, etc.) or on further advisory commitment. Last Research on the same Company was released on March 30<sup>th</sup>, 2023. Opinions and estimates of this Research are as the date of this material and are subject to change. Information and opinions have been obtained from sources public and believed to be reliable, but no warranty is made as to their accuracy or correctness. Past performances of the Company are not guarantee of future results. During the last 12 months, the following indications have been disseminated:

| Date                              | Target Price | Market Price | Validity Time |  |
|-----------------------------------|--------------|--------------|---------------|--|
| June 19 <sup>th</sup> , 2023      | 5.59         | 5.25         | 12 months     |  |
| March 30 <sup>th</sup> , 2023     | 8.89         | 4.32         | 12 months     |  |
| September 28th, 2022              | 7.55         | 3.80         | 12 months     |  |
| April 5 <sup>th</sup> , 2022      | 7.55         | 3.92         | 12 months     |  |
| September 28 <sup>th</sup> , 2021 | 6.88         | 4.28         | 12 months     |  |
| April 13 <sup>th</sup> , 2020     | 5.62         | 3.84         | 12 months     |  |
| September 30 <sup>th</sup> , 2020 | 3.40         | 1.90         | 12 months     |  |
| April 29 <sup>th</sup> , 2020     | 3.10         | 2.12         | 12 months     |  |
| October 31st, 2019                | 3.53         | 2.00         | 12 months     |  |
| April 11 <sup>th</sup> , 2019     | 3.30         | 2.26         | 12 months     |  |

VALUATION METHODOLOGY (HORIZON: 12M): IR Top obtained a fair value using different valuation methodologies including Discounted Cash Flow method and Multiple-based models. Detailed information about the valuation or methodology and the underlying assumptions and information about the proprietary model used is accessible at IR Top premises.

#### RESEARCH TEAM

Luisa Primi, (Senior Analyst, AIAF Associated)

No other people or companies participated or anyhow contributed to the Research. Neither the members of the research team, nor any person closely associated with them have any relationships or are involved in circumstances that may reasonably be expected to impair the objectivity of the Research, including interests or conflicts of interest, on their part or on the part of any natural or legal person working for them, who was involved in producing the Research.

INTERESTS INVOLVED AND CONFLICTS: This document has been prepared by IR Top on behalf of the Company according to a contract, under which IR Top undertook to prepare this report expressing only independent, fair and balanced views on the Company. The fees agreed for this Research do not depend on the results of the Research.

This Research has been disclosed to the issuer to which the Research, directly or indirectly, relates before its release. It is incumbent on the Company to provide timely and constructive feedback on draft Research prior to publication. It is IR Top's sole discretion as to whether comment and feedback from the Company is incorporated into the Research prior to publication and where it is, a further iteration to the draft will be sent to the Company or comment. IR Top is also engaged in investor relations services in the interest of the Company and might occasionally be involved in other consulting activities intended to increase the value of

IR Top is also engaged in investor relations services in the interest of the Company and might occasionally be involved in other consulting activities intended to increase the value of the Company. In any case, Chinese Walls and other information barriers are in place to avoid the exchange of confidential information between the Equity Research Department and other services areas; employees and advisors involved in such services have restrictions preventing them from the access to confidential information that cannot be published. IR Top restricts research analysts from performing roles, which could prejudice the independence of their research. In particular:

- they are permitted to attend and speak at widely attended conferences or other widely attended events at which IR Top colleagues and clients, among others, may also be present, provided that their independence may not be affected. These widely attended conferences/events may include some investor presentations by clients of investor relations services.
- Analysts are also permitted to attend and speak at conference calls or meetings between analysts and bankers, investors or customers in which are discussed Research reports already published or general view on specific sectors. In such cases, at the start of that meeting, bankers, investors or customers need to be clarified that the discussion cannot involve the communication of privileged information to the analyst would be prohibited from producing new research report on the companies whose privileged information has been disclosed.

Members of the Research Team do not receive salaries, commissions, bonuses or any other form of compensation based upon specific investment banking transactions or securities' performances.

IR Top and the members of the Research Team do not have any further interest or conflict of interest directly or indirectly related with the Research, the Company or the securities, that may reasonably be expected to impair the objectivity of the Research.

There are no other interests or conflicts of interest of any person belonging to the same group of IR Top that are: (a) known, or reasonably expected to be known, to the persons involved in the production of the recommendation; or (b) known to persons who, although not involved in the production of the recommendation, have or could reasonably be expected to have access to the recommendation prior bits completion.

expected to have, access to the reccomendation prior to its completion. In any case, as a general Policy, nobody of the Research Team nor IR Top is allowed to have a financial interest in the securities of the client company or serve as an officer, director or advisory board member of the client company.

Analysts must not undertake personal transactions on financial instruments that are object of the investment research or that relate to the same industry. Exceptions may be made with the prior approval of IR Top's CEO in special circumstances such as for disposal of (a) positions already held before the employment or before the implementation of the company policy, or when initiating coverage and (b) positions obtained as a result of the issuer extraordinary activities. By the way, when analysts hold instruments to which Equity Research relates, they are required to disclose their interests in Research reports. Any trades that analysts make must be in line with their recommendation(s), contained in the last published Research. An analyst is prohibited from producing a Research on an issuer if the analyst carries out activities for which he receives compensation from the issuer. If an analyst's household member / relative in-law (within the second degree) serves in such a high capacity for the issuer (i.e. manager or director), the analyst has to inform IR Top's CEO and the analyst will cease covering the issuer.

POLICY: IR Top has in place a "Joint conflict management policy" in order to effectively manage any conflicts of interest, and an "Equity Research Policy", in order to rule research services in compliance with Parliament Regulation (EU) no.596/2014 and Commission Delegated Regulation (EU) no. 958/2016 on Market Abuse.

IR Top has adopted the "Joint conflict management policy" in accordance with best practice regarding "information barriers" to restrict the flow of information to prevent the misuse of information and/or prevent any conflicts of interest arising from other activities of IR Top. A copy of these policies is available to the recipient of this Research upon making a request to IR Top by e-mail.

DISCLAIMER: This report has been prepared solely for information purpose and is not intended as an offer or solicitation with respect to the purchase or sale of any financial products. It should not be regarded as a substitute for the exercise of the recipient's own judgment. IR Top does not accept any liability for any direct, consequential or indirect loss arising from any use of material contained in this report. This document may only be reproduced or published together with the name of IR Top. Opinions and estimates in this Research are as at the date of release and are subject to change without notice to the recipient. Information and opinions have been obtained from sources believed to be reliable, but no representation or warranty is made as to their accuracy or correctness. Past performance is not a guarantee of future results. The investments and strategies discussed in this Research may not be suitable for all investors. In any case, you should consult your investment advisor.

suitable for all investors. In any case, you should consult your investment advisor. This document is intended for distribution only to E.U. "qualified investors" and to "qualified counterparties" resident in Italy, within the meaning of article 2(1)(e) of the prospectus directive (directive 2003/71/EC) and Consob Reg. 16190, as subsequently amended and supplemented; its distribution in USA, Canada, Australia, Japan is not allowed.

In Italy, this document is being distributed only to, and is directed at qualified investors within the meaning of article 100 of legislative decree no. S8 of 24 February 1998, as amended, and article 34-ter, paragraph 1, letter b), of Consob regulation on issuers no. 11971 of May 14, 1999, provided that such qualified investors will act in their capacity and not as depositaries or nominees for other shareholders, such as persons authorized and regulated to operate in financial markets, both Italian and foreign.

DISTRIBUTION: In the United Kingdom, this document is not for distribution to persons that would be defined as private customers under rules of the FSA; it is for distribution only to persons who: (i) have professional experience in matters relating to investments falling within article 19(5) of the financial services and markets act 2000 (financial promotion) order 2005 (as amended, the "financial promotion order"), (ii) are persons falling within article 49(2)(a) to (d) ("high net worth companies, unincorporated associations etc.") of the financial promotion order", (iii) are persons falling within article 49(2)(a) to (d) ("high net worth companies, unincorporated associations etc.") of the financial promotion order", (iii) are persons falling within article 49(2)(a) to (d) ("high net worth companies, unincorporated associations etc.") of the financial promotion order", (iii) are persons folling within article 49(2)(a) to (d) ("high net worth companies, unincorporated associations etc.") of the financial promotion order", (iii) are persons to whom an invitation or inducement to engage in investment activity (within the meaning of section 21 of the FINANCIAL SERVICES AND MARKETS ACT 2000) in connection with the issue or sale of any securities may otherwise lawfully be communicated or caused to be communicated (all such persons together being referred to as "relevant persons").

This document is not addressed to any member of the general public and under 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) distribution channels through which information is or is likely to become available to a large number of persons.

IR TOP CONSULTING SPECIFIC DISCLOSURES: We disclose that IR Top acts as Investor Relations and Financial Communication advisor for the Company



