



SPAFID CONNECT

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Societa' : Dominion Hosting Holding S.p.A.

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Informazione
Regolamentata

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Diffusione presunta

Oggetto : The Board of Directors of Dominion Hosting Holding S.p.A. has examined and approved the consolidated financial statements and the draft financial stat

Testo del comunicato

IN THE FINANCIAL YEAR ENDED 31 DECEMBER 2016 THE GROUP ACHIEVED TOTAL CONSOLIDATED REVENUES EQUAL TO EUR 4 MILLION

THE CONSOLIDATED GROSS OPERATING MARGIN AMOUNTS TO EUR 1,5 MILLION THE CONSOLIDATED EBITDA AMOUNTS TO EUR 355 THOUSAND

THE CONSOLIDATED EBIT AMOUNTS TO EUR 234 THOUSAND

THE NET PROFIT FOR THE GROUP IS EQUAL TO EUR 155 THOUSAND

AS OF 31 DECEMBER 2016 THE NET FINANCIAL POSITION WAS POSITIVE (CASH) AND EQUAL TO EUR 3,2 MILLION

Notice Pursuant to Article 11 of the AIM Issuers' Regulations

PRICE SENSITIVE RELEASE

The Board of Directors of Dominion Hosting Holding S.p.A. has examined and approved the consolidated financial statements and the draft financial statements of the parent company as at 31 December 2016

IN THE FINANCIAL YEAR ENDED 31 DECEMBER 2016 THE GROUP ACHIEVED TOTAL CONSOLIDATED REVENUES EQUAL TO EUR 4 MILLION

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Milan, 27 March 2017. The Board of Directors of Dominion Hosting Holding S.p.A. (“**DHH**”) (DHH.MI | WDHH21.MI) (ISIN shares IT0005203622 | ISIN warrants IT0005203689), a tech company whose mission is to create the “*Internet Platform of the Emerging markets of Europe*”, today reviewed and approved the consolidated financial statements and the draft financial statements as at 31 December 2016, which will be resolved by the shareholders’ meeting of April 26th 2017.

Since the above are the first consolidated results of the company – which has only been created in July 2015 -, it was not possible to compare group profit and loss and balance sheet 2016 to group profit and loss and balance sheet 2015.

The comparison has been made with pro-forma results 2015.

Main results 2016 vs main results 2015

	Consolidated pro-forma p&l 2016	Consolidated p&l 2016	Consolidated pro-forma p&l 2015
Net Sales	4,2M (+19%)	4M	3,5M
Gross Operating Margin	1,9M (+47%)	1,5M	1,3M
EBITDA	733k (+40%)	355k	522k
Net Profit	519k (+121%)	155k	235k

The consolidated pro-forma p&l 2016 is unaudited (see the Annexes).

It includes the full results of the acquisitions made in 2016 (InfoNet and HostingIT), while the consolidated p&l 2016 includes only the pro-quota results of the first quarter after the date of acquisition (Sept. 23, 2016).

Furthermore, all direct and indirect costs related to being a company publicly listed on the Italian Stock Exchange have been deleted in the pro-forma consolidated p&l 2016, together with all direct and indirect costs related to M&A and extraordinary activities (e.g. merge of the 3 controlled Slovenian companies in one single entity).

The consolidated pro-forma p&l 2016 has been prepared:

- 1) to have a comparable representation to the consolidated pro-forma p&l 2015, which didn't include the above mentioned costs. DHH was not yet listed and active with acquisitions - the company has been founded in July 2015 and made its first acquisitions in 2016;
- 2) to have a representation useful to compare DHH to its private peers (ref. official financial statements).

Main consolidated results as at 31 December 2016:

- During the financial year ended 31 December 2016 **the total consolidated revenues** of the Group are equal to **EUR 4M**.

The Group is focused on web hosting services as a core business line and its revenues are approx. EUR

1.2M in Italy (Tophost), EUR 1.3M in Slovenia (Domenca and Domovanje), EUR 1.3M in Croatia (Plus, InfoNet and HostingIT) and EUR 100k in Serbia (Plus).

In the consolidated p&l 2016 results related to InfoNet and HostingIT accounts only pro-quota starting from the first quarter after the date of acquisition (Sept. 23, 2016).

In 2016 net sales grew from EUR 3.5M (net sales as in the consolidated pro-forma financial statements 2015) to EUR 4M (net sales as in the consolidated financial statements 2016, **+14%**).

Comparing net sales 2015 to pro-forma consolidated net sales 2016, which include the full-year – and not pro-quota - results of the companies acquired in 2016, growth was **+19%** (EUR 3.5M vs EUR 4.2M).

- The consolidated **GROSS OPERATING MARGIN** amounts to **EUR 1,4M**.

Comparing consolidated gross operating margin 2016 vs pro-forma consolidated gross operating margin 2015 we have a positive difference of **155k (12%)**, in line with the growth of the net income (**11%**).

- The consolidated **EBITDA** amounts to **EUR 355k**.

Comparing consolidated EBITDA 2016 to pro-forma consolidated EBITDA 2015, there is a negative difference of **167k**, due to the fact that in 2015 the company didn't have the direct and indirect costs related to Stock Exchange, M&A and not ordinary activities.

Comparing pro-forma consolidate EBITDA 2016, which is deperated by these costs, to pro-forma consolidate EBITDA 2015, which didn't have these costs because the company was not yet listed on the Stock Exchange and active on M&A, we have a positive difference of **211k (+40%)**.

- In the 2016 **EBIT** amounts to **EUR 234k**.
- **The Net Profit for the Group** is equal to **EUR 155k**.

As at 31 December 2016 **the Net Financial Position** was **positive** and equal to **EUR 3,2M** of which:

- cash equivalents of EUR 3,9M. Cash equivalents include the proceeds of the IPO, but also the cash generated by the company. Almost all DHH net sales are recurring revenues (subscriptions) and the company confirms its being strongly cash flow positive (the ratio EBITDA/operating cashflow is "1", which means that approx. all the EBITDA is converted into operating cashflow);
- current financial receivables of EUR 8k;
- short-term financial debts of EUR 87k;

- medium/long-term financial debts of EUR 549k. These debts are related to loans to support M&A activities (in particular, the acquisition of Plus in Croatia and Serbia);
- others non-current debts of EUR 104k, of which EUR 87k related to M&A activities.

Material events occurred during the financial year ended 31 December 2016 and subsequently occurred

During the financial year 2016 DHH focused on the admission of the Company on the Italian Stock Exchange AIM/MAC market; for this purpose:

- on 15th April 2016 the DHH shareholder's meeting unanimously resolved upon, among others, a capital increase and the change of the legal form of the Company;
- on 9th June 2016 the DHH ordinary and extraordinary shareholder's meeting, with series of linked and related resolutions, unanimously resolved upon the admission of the Company on the Italian Stock Exchange AIM/MAC market;
- on 19th July 2016 the DHH Board of Directors favourably resolved upon the admission of the Company on Italian Stock Exchange AIM/MAC market;

After the end of the first-half year of 2016, DHH concluded its process of admission on the Italian Stock Exchange AIM/MAC market:

- on 25th July 2016 DHH has admitted on the Italian Stock Exchange AIM/MAC market; during this admission the Company raised 4.2 million Euros capitalizing 14.2 million on the Italian Stock Exchange;
- on 23rd September 2016 DHH – through its Croatian subsidiary Plus Hosting d.o.o. – purchased 100% of the corporate capital of InfoNET d.o.o., one of the main players in the Croatian web hosting market, thus strengthening its leading position in said market;
- on 10th February 2017 DHH entered into a framework agreement with Mr. Sergio Ravera. By means of said agreement DHH intends to acquire from Mr. Ravera the entire share capital of Bee Bee Web SA, a Swiss company engaged in the business of web hosting. According to the same agreement, DHH will buy also the Italian reseller of Bee Bee Web, in order to make the group presence on the Italian market even stronger;
- on 20th March 2017 DHH – through its Croatian subsidiary DHH d.o.o. (Plus Hosting d.o.o. has been renamed into DHH d.o.o. in February 2017) – purchased from Studio4Web a branch of the business dedicated to *web hosting*, further increasing its role in said area of Croatian market.

DHH S.p.A. profit/loss allocation

Despite the group reported a consolidated net profit of EUR 155.463, DHH S.p.A. as a single entity - not taking into account the consolidated results - reported a loss of EUR 521.812,73, mainly because of the IPO costs. The Board of Directors proposes to fully cover the loss through the share premium reserves, which would be then reduced from EUR 7.230.437,86 to EUR 6.708.625,13.

Giandomenico Sica, Chairman of the Board of Directors of DHH commented: *“2016 has been an amazing year for us. At the beginning of 2015 DHH was an idea without a company. In less than 2 years we built a solid and publicly listed international group, which is now one of the main players in the Alps-Adriatic region in the web hosting industry. Despite the listing on the Stock Exchange in 2016 we kept the focus on organic – and double digit - growth. In this first period after the IPO we already completed 2 acquisitions (InfoNet and web hosting assets of Studio4Web) and entered in a framework agreement to acquire Bee Bee Web in Switzerland together with its Italian reseller. With these deals and taking into account the results 2016 of these companies, we already have an aggregate turnover on our core business – web hosting - of more than EUR 5M”.*

Notice of Shareholders' Meeting

The Board of Directors delegated the President to convene an Ordinary Shareholders' Meeting on 26th April 2017.

The Notice of Shareholders' Meeting and the supporting documents concerning the items on the Agenda will be available within the statutory deadline at the Company's registered office and on the DHH website: www.dominion.it.

Shareholders may view these documents and request copies of them.

Table 1: Unaudited Consolidated Profit & Loss Statement DHH SpA

31/12/2016 PROFIT & LOSS STATEMENT all amounts are in Euro	Consolidated pro-forma DHH 31/12/2016	Consolidated pro-forma DHH 31/12/2015	Delta
Net income	4.227.016	3.542.123	19%
External operating costs	75.859	180.556	-58%
Operating Revenue	4.302.875	3.722.678	16%
Purchase of raw materials, spare parts & consumables	(14.768)	(475.384)	-97%
Cost of services	(2.372.794)	(1.941.726)	22%
Gross operating margin	1.915.313	1.305.568	47%
Personnel costs	(963.613)	(625.712)	54%
Other expenses	(218.178)	(157.215)	39%
EBITDA	733.521	522.641	40%
Depreciation and allocations	(130.096)	(214.283)	-39%
EBIT	603.425	308.359	96%
Financial income and expenses	(4.485)	4.821	-193%
Share premium income and (charges)	7.575		n/a
Earnings before taxes	606.515	313.180	94%
Income tax	(84.858)	(77.325)	10%
Net Result	521.657	235.855	121%

Table 2: Official Consolidated Profit & Loss for year 2016

31/12/2016 PROFIT & LOSS STATEMENT all amounts are in Euro	Consolidated DHH 31/12/2016	Consolidated pro-forma DHH 31/12/2015	Delta
Net income	3.947.870	3.542.123	11%
External operating costs	15.888	180.556	-91%
Operating Revenue	3.963.758	3.722.679	6%
Raw material costs	(11.803)	(475.384)	-98%
Service costs and use of third party assets	(2.490.731)	(1.941.723)	28%
Gross operating margin	1.461.224	1.305.572	12%
Personnel costs	(929.125)	(625.712)	48%
Other expenses	(176.489)	(157.215)	12%
EBITDA	355.609	522.645	-32%
Amortisation and impairment	(120.841)	(214.283)	-44%
EBIT	234.768	308.362	-24%
Financial income (expenses)	(22.310)	4.821	-563%
Share premium income and (charges)	7.575	-	n/a
Earnings before taxes	220.033	313.183	-30%
Total current and deferred income taxes	(64.571)	(77.325)	-16%
Net Result	155.463	235.858	-34%
EPS (Earnings per share)	0,34	0,51	
Diluted EPS (Earnings per share)	0,14	0,22	

Table 3: Official Consolidated Balance Sheet for year 2016

31/12/2016 BALANCE SHEET all amounts are in Euro	Consolidated DHH 31/12/2016	Consolidated pro -forma DHH 31/12/2015	Delta
Goodwill	4.434.948	4.201.161	6%
Tangible fixed assets	214.613	202.222	6%
Intangible assets	99.691	96.341	3%
Non-current financial assets	-	8.353	-100%
Other non-current assets	2.457	-	n/a
Prepaid Tax assets	9.152	34.185	-73%
Non-Current Assets	4.760.861	4.542.262	5%
Inventories	-	15.880	-100%
Trade receivables	110.311	180.646	-39%
Current financial assets	8.259	3.935	110%
Other current assets	104.410	13.586	669%
Tax receivables	150.502	8.475	1676%
Cash and Cash equivalents	3.917.746	613.876	538%
Prepaid expenses and accrued income	378.141	405.640	-7%
Current Assets	4.669.370	1.242.038	276%
TOTAL ASSETS	9.430.230	5.784.300	63%
Share Capital	142.000	32.000	344%
Reserves	6.699.919	3.149.168	113%
Consolidation reserves	-	(1.435)	-100%
Year's profit (loss)	155.463	235.855	-34%
Net Equity	6.997.381	3.415.588	105%
Non-current financial payables	549.332	605.284	-9%

Severance reserves	1.591	-	n/a
Other non-current liabilities	104.578	193.100	-46%
Liabilities for deferred taxes	2.378	5.350	-56%
Non-Current Liabilities	657.880	803.734	-18%
Current financial liabilities	87.411	75.508	16%
Trade payables	246.242	234.656	5%
Other current liabilities	273.739	362.890	-25%
Tax payables	80.280	94.887	-15%
Accrued liabilities and deferred income	1.087.297	797.037	36%
Current Liabilities	1.774.969	1.564.978	13%
TOTAL LIABILITIES AND NET EQUITY	9.430.230	5.784.300	63%

Table 4: Official Consolidated Net Financial Position for year 2016

31/12/2016 NET FINANCIAL POSITION all amounts are in Euro	Consolidated DHH 31/12/2016	Consolidated pro-forma DHH 31/12/2015	Delta
A. Cash	(3.917.746)	(613.876)	538%
B. Other liquid funds	-	-	-
C. Securities held for trading	-	-	-
D. Liquidity (A)+(B)+(C)	(3.917.746)	(613.876)	538%
E. Current financial receivables	(8.259)	(3.935)	110%
F. Short-term bank payables	1.111	2.308	-52%
G. Current part of non-current borrowing	86.301	73.200	18%
H. Other current financial payables	-	-	-
I. Current financial debt (F)+(G)+(H)	87.411	75.508	16%
J. Net current financial debt (D)+(E)+(I)	(3.838.594)	(542.303)	608%
K. Non-current bank payables	549.331	605.284	-9%
L. Bonds issued			
M. Other non-current payables	104.579	193.100	-46%
N. Non-current financial debt (K)+(L)+(M)	653.910	798.384	-18%
O. Net Financial Debt (J)+(N)	(3.184.684)	256.081	-1344%

Table 5: Official Consolidated Cash flow statement for year 2016

CASH FLOW STATEMENT 31/12/2016 all amounts are in Euro	Consolidated DHH 31/12/2016	Consolidated pro-forma DHH 31/12/2015	Delta
A. Cash flows from operating activities			
Profit for period	150.266	235.855	-36%
Income taxes	62.192	77.325	-20%
Interest payables /(receivables)	22.310	(4.821)	-563%
(Capital losses)/gains from sales of businesses	0	78.480	-100%
1. Earnings before income tax, interest, dividends and capital gains/losses	234.768	386.839	-39%
<i>Adjustments for non-cash items that are not accounted for in net working capital change</i>	<i>122.432</i>	<i>132.869</i>	<i>-8%</i>
- Allocation to reserves	1.591	-	n/a
- Amortisation and depreciation of assets	120.841	133.498	-9%
- Permanent loss write-downs	-	-	-
- Other adjustments on non-monetary items	0	(629)	-100%
2. Cash flow before NWC changes	357.201	519.708	-31%
<i>Changes in NWC</i>	<i>85.110</i>	<i>262.751</i>	<i>-68%</i>
- Decrease (increase) in inventories	-	-	-
- Decrease (increase) in customer receivables	99.064	(32.208)	-408%
- Increase (decrease) in supplier payables	30.739	(67.391)	-146%
- Decrease (increase) in prepaid expenses and accrued income	38.812	0	n/a
- Increase (decrease) in accrued expenses and deferred income	67.620	0	n/a
- Other changes to the NWC	(151.124)	362.350	-142%
3. Cash flow after NWC changes	442.311	782.459	-43%
<i>Other changes</i>	<i>(93.870)</i>	<i>(66.746)</i>	<i>41%</i>

- Interests collected (paid)	(22.310)	(7.319)	205%
- (income taxes paid)	(62.192)	(59.427)	5%
- Dividends received	-	-	-
- (Use of reserves)	(9.367)	0	n/a
Cash flow from operating activities [A]	348.441	715.713	-51%
B. Cash flow from investing activities	-	-	-
(Investments) in tangible assets	(95.769)	(101.206)	-5%
Proceeds from the sale of tangible assets	-	-	-
(Investments) in intangible assets	(32.242)	(103.185)	-69%
Proceeds from the sale of intangible assets	-	-	-
(Investments) in financial assets	(3.823.377)	(2.424.227)	58%
Proceeds from sale of financial assets	5.896	103.665	-94%
(Investment) in non capitalized financial assets	(10.032)	(159.673)	-94%
Proceeds from sale of non-capitalized financial assets	295.572	6.992	4127%
Cash flow from investing activities [B]	(3.659.953)	(2.677.634)	37%
C. Cash flow from financing activities[C]			
<i>Third party resources</i>			
Increase (decrease) current payables to banks	28.810	(42.086)	-168%
New loans	508.035	1.092.115	-53%
Loan repayments	(106.392)	(53.877)	97%
<i>Own resources</i>	-	-	-
Paid capital increase	6.010.727	1.359.000	342%
Treasury share sale (purchase)	-	-	-
(Dividends paid)	(8.627)	(32.791)	-74%
Cash flow from financing activities [C]	6.432.553	2.322.361	177%

Increase (decrease) in liquidity[A]+[B]+[C]	3.121.042	360.440	817%
Liquid funds at the beginning of the period	613.876	253.437	-
Liquid funds at 23/09/2016 post new acquisition	182.828	-	-
Liquid funds at the end of the period (31/12/2016)	3.917.746	613.876	538%

Table 6: Official Dominion Hosting Holding SpA Parent Company Profit & Loss for year 2016

31/12/2016 PROFIT & LOSS STATEMENT all amounts are in Euro	DHH Parent Company 31/12/2016	DHH Parent Company 31/12/2015	Delta
Net income	139.296	7.000	
External operating costs	102		
Operating Revenue	139.398	7.000	1891,40%
Raw material costs			
Service costs and use of third party assets	(646.838)	(1.978)	
Gross operating margin	(507.440)	5.022	-10204,34%
Personnel costs			
Other expenses	(2.435)	(623)	
EBITDA	(509.875)	4.399	-11690,70%
Amortisation and impairment	(11.025)	(4.729)	
EBIT	(520.900)	(330)	-157748,48%
Financial income (expenses)	(913)		
Earnings before taxes	(521.813)	(330)	-158025,15%
Total current and deferred income taxes			
Net Result	(521.813)	(330)	158025,15%

Table 7: Official Dominion Hosting Holding SpA Parent Company Balance Sheet for year 2016

31/12/2016 BALANCE SHEET all amounts are in Euro	DHH Parent Company 31/12/2016	DHH Parent Company 31/12/2015	Delta
Investments	3.085.834	754.666	
Tangible fixed assets			
Intangible assets	39.370	18.917	
Non-current financial assets	600.000		
Other non-current assets			
Prepaid Tax assets			
Non-Current Assets	3.725.204	773.583	382%
Inventories			
Trade receivables	143.703	7.000	
Current financial assets	2.490		
Other current assets			
Tax receivables	114.440	5.704	
Cash and Cash equivalents	3.149.732	65.732	
Prepaid expenses and accrued income	17.016	4.957	
Current Assets	3.427.381	83.393	4010%
TOTAL ASSETS	7.152.585	856.976	735%

Share Capital	142.000	10.000	
Reserves	7.238.838	840.001	
Yearly profit (loss)	(521.813)	(330)	
Net Equity	6.859.025	849.671	707%
Non-current financial payables	250.000		
Severance reserves			
Other non-current liabilities			
Liabilities for deferred taxes			
Non-Current Liabilities	250.000		
Current financial liabilities	3.218		
Trade payables	21.412	6.306	
Other current liabilities	14.967		
Tax payables	3.963	1.000	
Accrued liabilities and deferred income			
Current Liabilities	43.560	7.305	496%
TOTAL LIABILITIES AND NET EQUITY	7.152.585	856.976	735%

Table 8: Official Dominion Hosting Holding SpA Parent Company Net Financial Position for year 2016

31/12/2016 NET FINANCIAL POSITION all amounts are in Euro	<i>DHH</i> <i>Parent Company</i> <i>31/12/2016</i>	<i>DHH</i> <i>Parent Company</i> <i>31/12/2015</i>	<i>Delta (€)</i>
A. Cash	(3.149.732)	(65.732)	(3.084.000)
B. Other liquid funds			
C. Securities held for trading			
D. Liquidity (A)+(B)+(C)	(3.149.732)	(65.732)	(3.084.000)
E. Current financial receivables	(2.490)		(2.490)
F. Short-term bank payables			
G. Current part of non-current borrowing	3.218		3.218
H. Other current financial payables			
I. Current financial debt (F)+(G)+(H)	3.218		3.218
J. Net current financial debt (D)+(E)+(I)	(3.149.004)	(65.732)	(3.083.272)
K. Non-current bank payables			
L. Bonds issued			
M. Other non-current payables	250.000		250.000
N. Non-current financial debt (K)+(L)+(M)	250.000		250.000
O. Net Financial Debt (J)+(N)	(2.899.004)	(65.732)	(2.833.272)

Table 9: Official Dominion Hosting Holding SpA Parent Company Cash flow statement for year 2016

CASH FLOW STATEMENT 31/12/2016 all amounts are in Euro	<i>DHH</i> <i>Parent Company</i> 31/12/2016	<i>DHH</i> <i>Parent Company</i> 31/12/2015
A. Cash flows from operating activities		
Profit for period	(521.813)	(330)
Income taxes		
Interest payables /(receivables)	720	
(Capital losses)/gains from sales of businesses		
1. Earnings before income tax, interest, dividends and capital gains/losses	(521.093)	(330)
<i>Adjustments for non-cash items that are not accounted for in net working capital change</i>	11.025	4.729
- Allocation to reserves		
- Amortisation and depreciation of assets	11.025	4.729
- Permanent loss write-downs		
- Other adjustments on non-monetary items		
2. Cash flow before NWC changes	(510.068)	4.399
<i>Changes in NWC</i>	(223.733)	(10.355)
- Decrease (increase) in inventories		
- Decrease (increase) in customer receivables		
- Increase (decrease) in supplier payables		
- Decrease (increase) in prepaid expenses and accrued income	(12.059)	(4.957)
- Increase (decrease) in accrued expenses and deferred income		
- Other changes to the NWC	(211.674)	(5.398)
3. Cash flow after NWC changes	(733.801)	(5.956)

<i>Other changes</i>	(720)	0
- Interests collected (paid)	(720)	
- (income taxes paid)		
- Dividends received		
- (Use of reserves)		
Cash flow from operating activities [A]	(734.521)	(5.956)
B. Cash flow from investing activities		
(Investments) in tangible assets		
Proceeds from the sale of tangible assets		(23.646)
(Investments) in intangible assets	(31.478)	
Proceeds from the sale of intangible assets		
(Investments) in financial assets	(2.931.168)	(754.666)
Proceeds from sale of financial assets		
(Investment) in non capitalized financial assets		
Proceeds from sale of non-capitalized financial assets		
Cash flow from investing activities [B]	(2.962.646)	(778.312)
C. Cash flow from financing activities[C]		
<i>Third party resources</i>		
Increase (decrease) current payables to banks		
New loans	250.000	
Loan repayments		
<i>Own resources</i>		
Paid capital increase	6.531.167	850.000
Treasury share sale (purchase)		

(Dividends paid)

Cash flow from financing activities [C]	6.781.167	850.000
Increase (decrease) in liquidity[A]+[B]+[C]	3.084.000	65.732
Liquid funds at the beginning of the period	65.732	
Liquid funds at the end of the period (31/12/2016)	3.149.732	65.732



About Dominion Hosting Holding S.p.A.

Set up in July 2015 today DHH is a leader, among SMEs companies, in the business of web hosting services in the European emerging digital markets and has already built an international group with more than 58 employees, 100.000 customers and more than 70% of sales outside of Italy, divided between Slovenia, Croatia and Serbia. In 2016 DHH reported a consolidated turnover of Euro 4M. For more information please visit: www.dominion.it

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