Unieuro S.p.A.

Investor Presentation

January 2019

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Italo Valenti, the manager in charge of preparing the corporate accounting documents, declares that, pursuant to art.154-bis, paragraph 2, of the Legislative Decree no. 58 of February 24, 1998, the accounting information contained herein correspond to document results, books and accounting records.

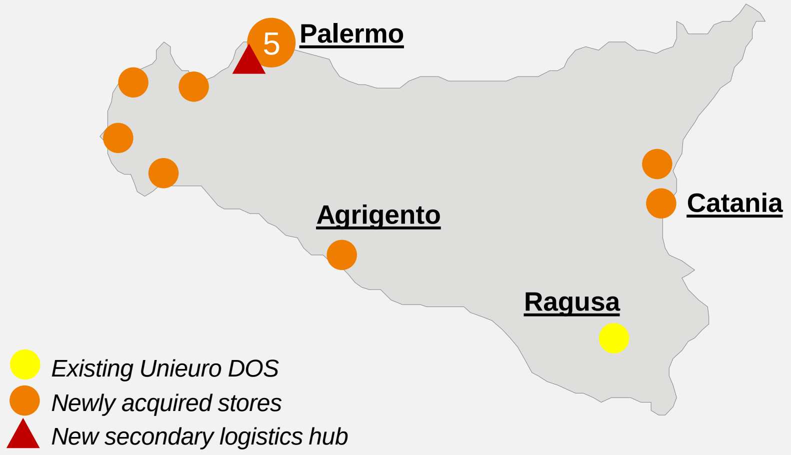
Summary

- **What's new**
- **Overview of Unieuro**
- **9M 18/19 Financials**
- **Key Takeaways**

Major Acquisition In Sicily

12 modern and profitable stores, currently belonging to Expert member Pistone S.p.A., second player in Sicily by market share

- **Second largest acquisition ever** in the history of Unieuro, the biggest since the listing on the stock exchange
- 12 stores with a **25,000 sqm** total sales area.
- **No overlaps** wit existing store base
- **Total sales of approx. €140 million**. Palermo La Malfa to become Unieuro's second biggest store by sales turnover
- Already registering a **positive profitability**, higher than the reference market average
- Expected closing date: March 2019, at the beginning of FY 2019/20
- **Reopening: shortly after the closing**, thanks to the separate acquisition of goods in stock from Pistone S.p.A.
- **Equity value of the transaction[1]: 17.4 €m**, to be paid in three instalments: 6 €m at closing, 6 €m after 12 months and 5.4 €mafter another 12 months
- **New secondary logistics hub** in Carini (Palermo) to support the Piacenza central platform and serve all Unieuro's DOS and affiliated stores in Sicily and Calabria, as well as online customers



Sicily: a five-million inhabitants region, inadequately covered by Unieuro's existing store network
(1 DOS, 25 affiliated stores)

Strategic Rationale

- **Landing in populous and underpenetrated region, boosting Unieuro's total market share**
- **Leveraging the existing platform to extract synergies (procurement, marketing)**
- **Streamlining logistics operations in Sicily and Calabria regions**

Notes: (1) Unieuro will acquire a newly established company (Newco) in which Pistone S.p.A. will in the meantime have transferred a business unit comprising the 12 stores, inclusive of leasing contracts, equipment and sales staff, as well as liabilities towards employees at the date of closing.

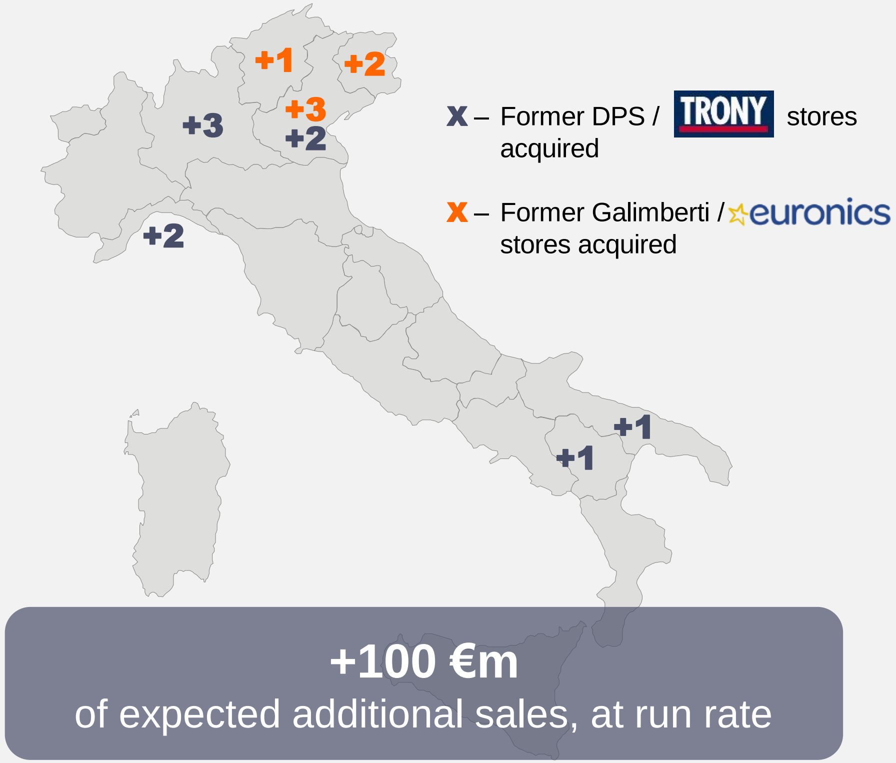
Keeping On Consolidating The Offline Market

Acquisition of 13 stores and 2 new openings in locations formerly belonging to competiting buying groups

- **8 former Trony stores** out of 35 belonging to bankrupt company DPS Group S.r.l.
    - Sales area: over 10,000 sqm, including the Milano San Babila flagship store
    - Closing date: 23 August
    - Reopening dates: 15 September (6 stores), 6 October (1 store)
    - Target: **at least 50 €m** of additional sales at run-rate within 12-18 months
    - Total consideration: **3.4 €m**

- **5 Euronics stores** out of 17 in the North East of Italy belonging to Galimberti S.p.A., in arrangement with creditors
    - Sales area: over 7,000 sqm
    - Auction date: 10 October
    - Reopening: planned within the beginning of the peak season
    - Target: **approx. 30 €m** of additional sales at run-rate within 12-18 months
    - Total consideration: **2.5 €m**

- **2 new stores** to be reopened in former DPS and Galimberti locations:
    - 2,000 sqm in Verona city centre, a former Trony flagship
    - 1,800 sqm in Trieste, managed under the Euronics banner until last July
    - Target: **approx. 20 €m** of additional sales at run-rate within 12-18 months
    - No key-money paid



+100 €m
of expected additional sales, at run rate

Strategic Rationale

- **Reaching a leadership position in target regions vis-a-vis direct competitors**
- **Further consolidating the offline market, still fragmented and very competitive**
- **Avoiding overlaps with existing network through “cherry picking” approach**

Entering The Mass Merchandisers Segment

Strategic agreement with Finiper to open 20 «Unieuro by Iper» shop-in-shops in *Iper, La grande i* superstores

- **Multi-year partnership** signed on 10 January 2019
- **20 shop-in-shops by the end of 2019**, 9 of which already operational. 5 new openings planned in February
- Sales area between 400 and 800 sqm each
- **Commercial affiliation formula**, making Finiper an important affiliate and contributor to the Indirect channel[1]
- ***Iper, La grande i*, an excellence within the Italian mass merchandise retail segment**, with 27 superstores in 7 regions, specialized in the food category

Mass Merchandisers

Tech Superstores

Electrical Specialist

Telecom Retailers

Other Specialists

Strategic Rationale

- **Expanding the reference market to the Mass Merchandisers segment** (hypermarkets, supermarkets and large multi-category stores), never explored before by specialized retailers
- **Significantly strengthening the Indirect channel**[1]
- **Benefitting from the high traffic of superstores**, which will be further enhanced by the offer of services
- **Boosting the omnichannel strategy** by enabling new shop-in-shops to **pick&pay**
- **Improving supply conditions to the benefit of all Unieuro sales channels,** thanks to the increased purchase volumes generated

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Notes: (1) The Indirect channel, which was previously referred to as the Wholesale channel, includes turnover made with respect to the network of affiliated stores and revenues produced in the large-scale retail chain, through partnerships with major industry operators.

New Logistics Hub Successfully Opened in Piacenza

New state-of-the-art platform, starting point of a far-reaching logistics strategy bringing Unieuro even closer to the customer

- Relocation successfully completed in late September without any operational disruption
- Piacenza, one of the main Italian logistics hubs, confirmed as the better location for Unieuro's centralised platform, being **over 90% of DOS within 600 km**
- **Approx. €11 million extraordinary capex** to be primarily allocated to automation and energy efficiency
- **Warehouse capacity more than doubled**:
  - grey goods stocking capacity +100%
  - white goods +50%
- **9+6 years renting agreement** with landlord Generali Real Estate, extending a long-term partnership dated 2007
- **Lower rental costs per sqm**, also thanks to evolved real estate market conditions
- **Focus on automatization**: picking productivity[1] +350%; errors -50%[2]
- Warehouse **outsourced staff growing to 250 units,** proportionally less than capacity

104,000 sqm total surface area

30,000 pallets of grey goods

60,000 major domestic appliances

69 loading and unloading bays

240 daily loadings + unloadings

275 externalised + direct employees

APE / A2 and **BREEAM GOOD** energy certifications

Strategic Rationale

- **Supporting current and future omnichannel growth**
- **Improving service level while cutting costs, thanks to automatization**
- **Reinforcing Unieuro's winning centralized business model**

Notes: (1) In terms of pickings per hour per operator. (2) Calculated as value of questioned deliveries on value of total deliveries.

Summary

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Unieuro at a glance

Established by the end of 1930s, Unieuro is Italy's leading omnichannel consumer electronics retailer by number of stores (over 500), with sales of about 1.9 €bn

Broad product range across multiple categories(1)

Grey goods (47.7%)

- Mobile, IT, accessories, photography, wearables

White goods (26.1%)

- MDA, e.g. washing machines, cooking appliances, dishwashers
- SDA, e.g. coffee machines, microwaves
- Home comfort, e.g. air conditioning

Brown goods (17.5%)

- TV, media storage, car accessories

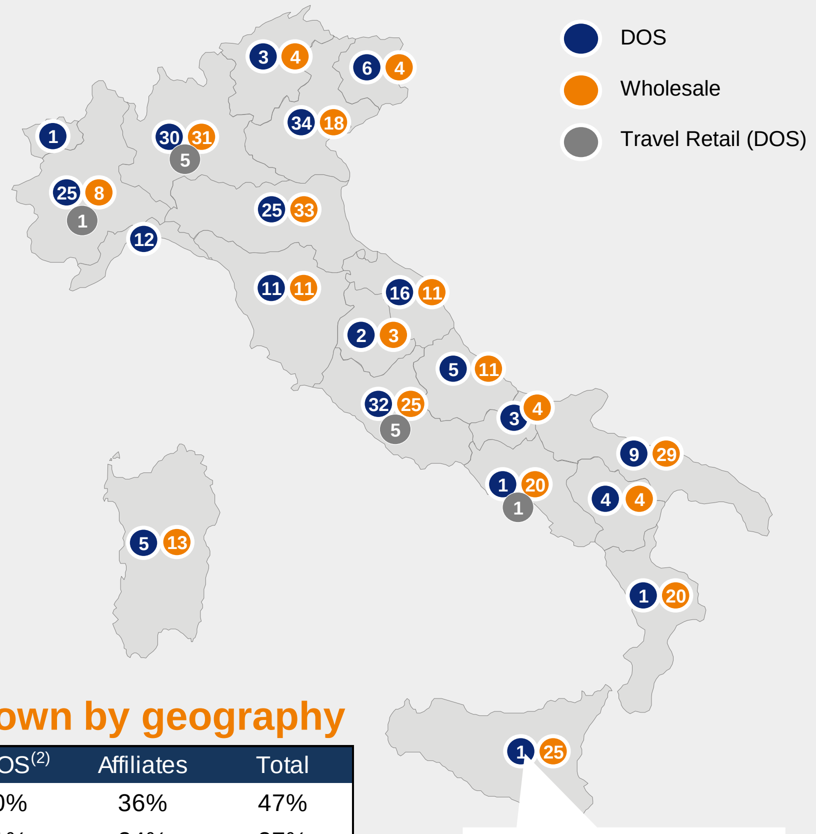
Services (4.6%)

- Delivery and installation
- Extended warranties
- Brokerage for financial services
- Commissions from subscription to telecom contracts

Other Products (4.1%)

- Entertainment, e.g. consoles, videogames, music, movies
- Non electronic products, e.g. bicycles, drones, hover boards

Full nationwide coverage, as at 30 November 2018



12 DOS to come, following the Pistone/Expert deal, announced in January 2019

Store breakdown by geography

	DOS(2)	Affiliates	Total
North	60%	36%	47%
Centre	31%	24%	27%
South	9%	41%	26%
Total	238	274	512

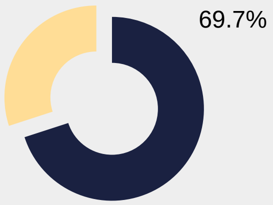
Notes: (1) Figures as at 30 November 2018; (2) Including 12 Travel Retail DOS.

Integrated omnichannel presence across offline and online

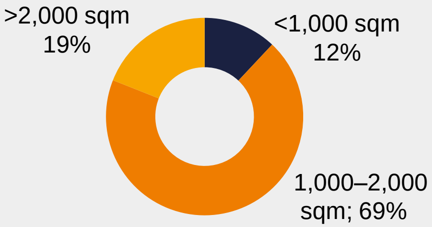
Contribution to 9M 2018/19 total sales

Summary Overview

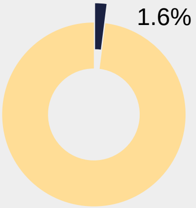
Retail: 226 DOS



- **Focus on malls and city centre** locations with store average size of c.1,500 sqm
- Wide range of store formats
- Modern, engaging store layout designed to maximise product visibility
- Favourable lease terms with short notice break clause permitting rapid response to local market trends



Travel Retail: 12 DOS



- Stores located in **main Italian airports** in Torino **train station** and Milano **underground**
- Focus on “grey” and “brown” goods
- Exposure to favourable travel dynamics
- Reduced space (c. 100 sqm) allowing proximity to products
- On-the-go impulse purchases
- Enhancing brand visibility

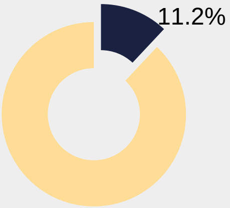
Rome (Fiumicino) 5 stores

Milan (Malpensa, Linate, Bergamo, San Babila) 5 stores

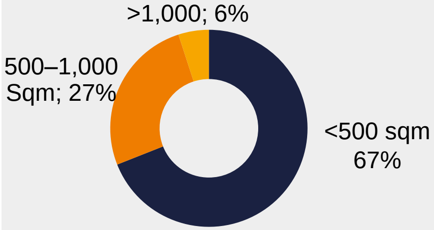
Turin (Porta Nuova Station) 1 store

Naples (Capodichino) 1 store

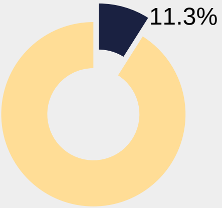
Indirect: 274 stores



- **Affiliated stores** in smaller and more remote catchment areas
- **Shop-in-shops in “Iper, la Grande I” hypermarkets**
- Unieuro brand / store format
- Exclusive supply
- Limited central costs, no capex and positive impact on profitability

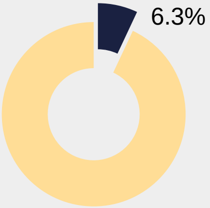


Online



- **Digital platform launched in 2016**:
  - new website optimised for mobile navigation with additional functionality (e.g. mirroring, smart assistant, instant search)
  - new native mobile App
- “Click & Collect” driving traffic to stores: 385 pick up points, 75% of total stores
- Integration of online and offline channels
- **Pure player Monclick** acquired in 2017

B2B



- Opportunistic business
- Includes agreements with companies producing vouchers to be used at Unieuro stores
- Direct bulk supply to:
  - Corporate customers
  - Electronics traders
  - Foreign customers
- Unieuro as a first mover in the **B2B2C** adjacent market segment, thanks to Monclick acquisition

Notes: Number of stores as at 30 November 2018. Other figures as at 28 February 2018.

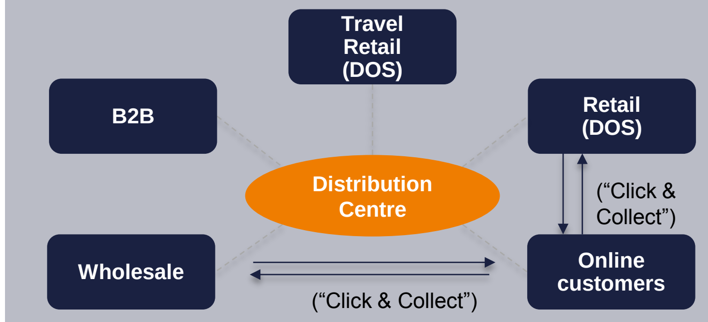
A successful business model, centralised and scalable

Centralised decision-making in the Forlì HQ

- **A lean organisational structure**
- **All corporate functions centralised and managed by 275 FTEs in the Forlì HQ**: Procurement, Supply Chain, Property, Security, CRM, ICT, Marketing, Administration, Finance, Legal, HR, Tax, Investor Relations, Communication, Business Development, M&A
- **3,743 FTEs in the stores and 10 agents**(1): highly flexible workforce permitting Unieuro to preserve maximum productivity and adjust labour costs

One logistic platform serving all channels

- **Centralised warehouse located in Piacenza**, one of the main Italian logistics hubs
- **104,000 sqm** of total surface area, newly opened on 12 October 2018
- **over 90% of DOS within 600 km** from Piacenza



● Transit points managed by third parties

A unique business model within the Italian CE sector…

	unieuro	Main Competitor	Buying Groups
Approach	**Omnichannel**	Omnichannel	Mainly traditional
Store format	**All formats, from travel to flagship stores**	Large stores only	All formats
Headquarters	**One, centralised**	One, centralised	Many, one for each member
Purchasing	**Centralised at HQ level**	Mixed, both at HQ and at store level	Decentralised, at single member level
Warehouse	**One, in Piacenza**	Many, one for each store	Many, one or more at single member level

…providing synergies and allowing Unieuro to profitably manage all kind of store formats

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Notes: Data as of 28 Feb. 2018; (1) two agents employed by Unieuro

A strong brand supported by a future-facing marketing framework

unieuro
Batte. Forte. Sempre.

An innovative, integrated & distinctive marketing ecosystem

- **Offline, Online, In-Store marketing activities** together with **Customer Insight** efforts to support **omnichannel strategic approach**
- **Digital and traditional marketing as a unique and future-facing framework,** covering all the core offline and online disciplines

One of the strongest brands in the retail sector

- **Successful rebranding in 2014** following UniEuro acquisition
- **One of the most recognisable brand** in the Italian landscape, empowered by a **unique and memorable claim** (“Batte. Forte. Sempre”), able to create a lasting value in the customer’s mind

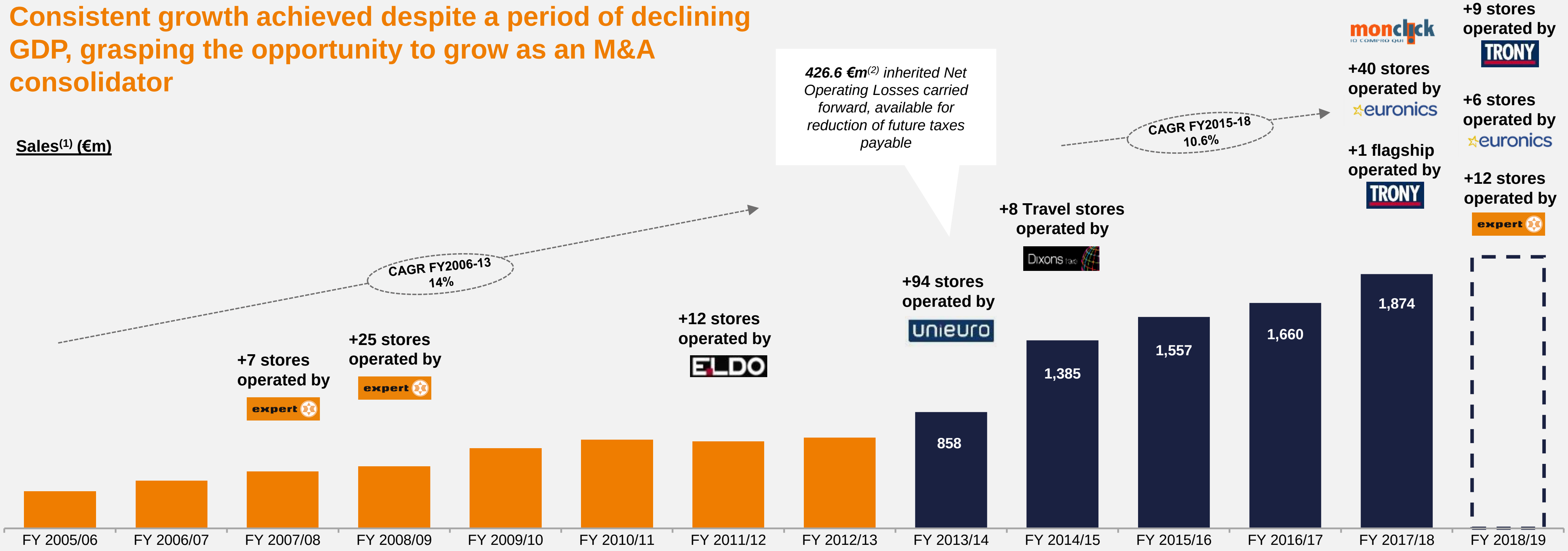
A brand new communications strategy enabling «the bigger picture», where customer communications and interactions are aligned across multiple channels

Multichannel, integrated, massive marketing campaign for the 2018 Black Friday

Innovative TV format in partnership with Samsung and RTI/Mediaset

12 years of consistent long-term growth…

Consistent growth achieved despite a period of declining GDP, grasping the opportunity to grow as an M&A consolidator



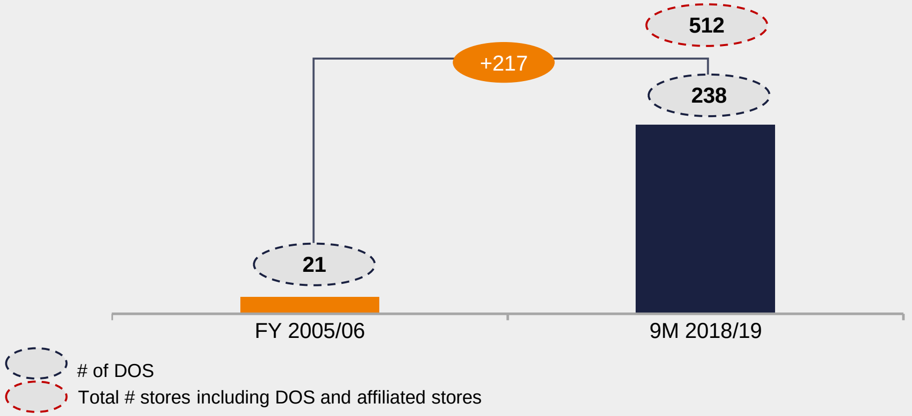
426.6 €m(2) inherited Net Operating Losses carried forward, available for reduction of future taxes payable

	FY 2005/06	FY 2006/07	FY 2007/08	FY 2008/09	FY 2009/10	FY 2010/11	FY 2011/12	FY 2012/13	FY 2013/14	FY 2014/15	FY 2015/16	FY 2016/17	FY 2017/18	FY 2018/19
GDP Growth (%)(3)	0.9%	2.0%	1.5%	(1.1%)	(5.5%)	1.7%	0.6%	(2.8%)	(1.7%)	0.1%	0.9%	1.1%	1.6%	
DOS	21	24	35	54	65	69	68	81	173	178	181	180	225	238(4)

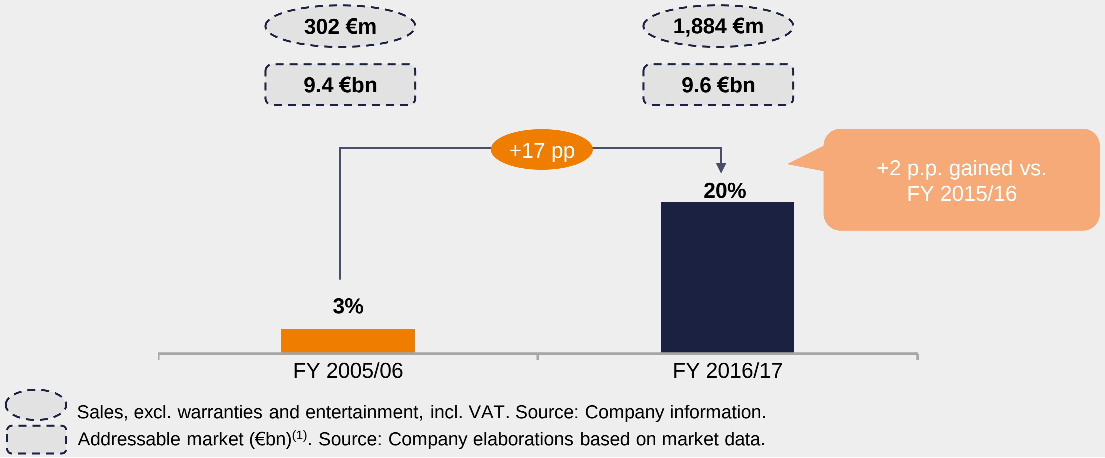
Notes: Source: Company information, Real GDP volume growth rate (% change on previous year) from Eurostat. FY ending in February; FY2014 figures include only 3 months of former UniEuro; (1) Sales pre FY2014 do not include "Other" sales; (2) Current amount of Net Operating Losses carried forward: 407.5 €m as of 30 November 2017; (3) Refers to the calendar year and not to the fiscal year of Unieuro; (4) Including 226 Retail DOS and 12 Travel Retail DOS, as at 30 November 2018.

…to reach a leading position in the market…

Expansion of DOS store network by over 11x since 2006, exceeded the threshold of 500 stores for the first time ever



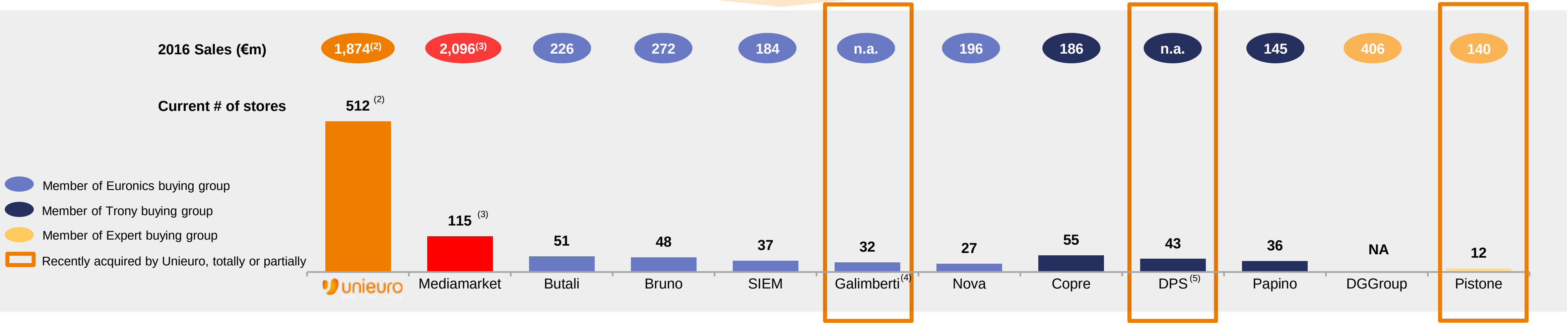
…and large share gains of 17pp at expense of competition…



Sales, excl. warranties and entertainment, incl. VAT. Source: Company information.

Addressable market (€bn)(1). Source: Company elaborations based on market data.

…resulting in the leading company in the Italian CE market by number of stores

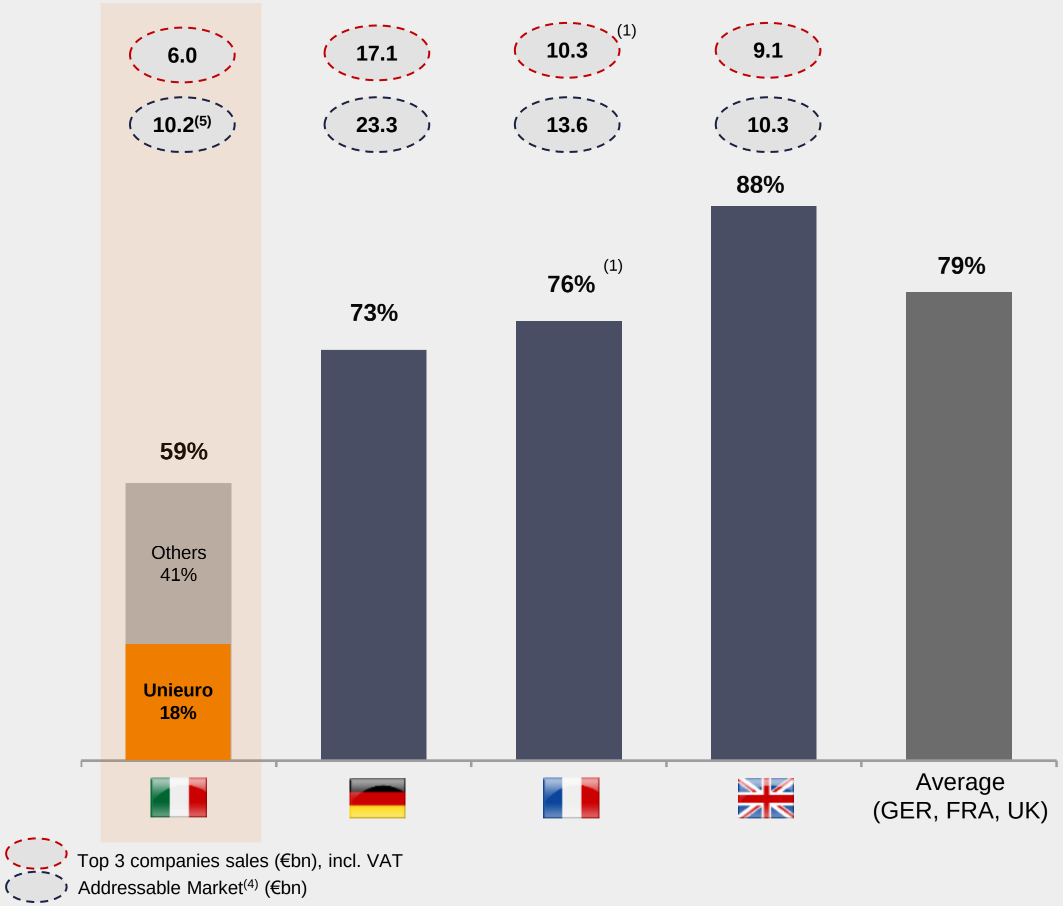


Source: Company information (for Unieuro); companies' websites and companies' filings, Company elaborations based on market data. Notes: (1) Addressable market definition excludes sales from Entertainment category; (2) Unieuro sales and store number refer to FY 2017/18; (3) Mediamarket SpA sales and store number refers to FY 2017/18, ended on 30 Sept. 2017. (4) Galimberti has filed with the competent court petition for an arrangement with creditors ("concordato preventivo"). Petition is still pending. (4) DPS is in bankruptcy.

…with the ambition to create Italy's #1 CE retailer

Italy considerably less consolidated than other Western European markets…

Combined addressable market share of top 3 companies (2015)

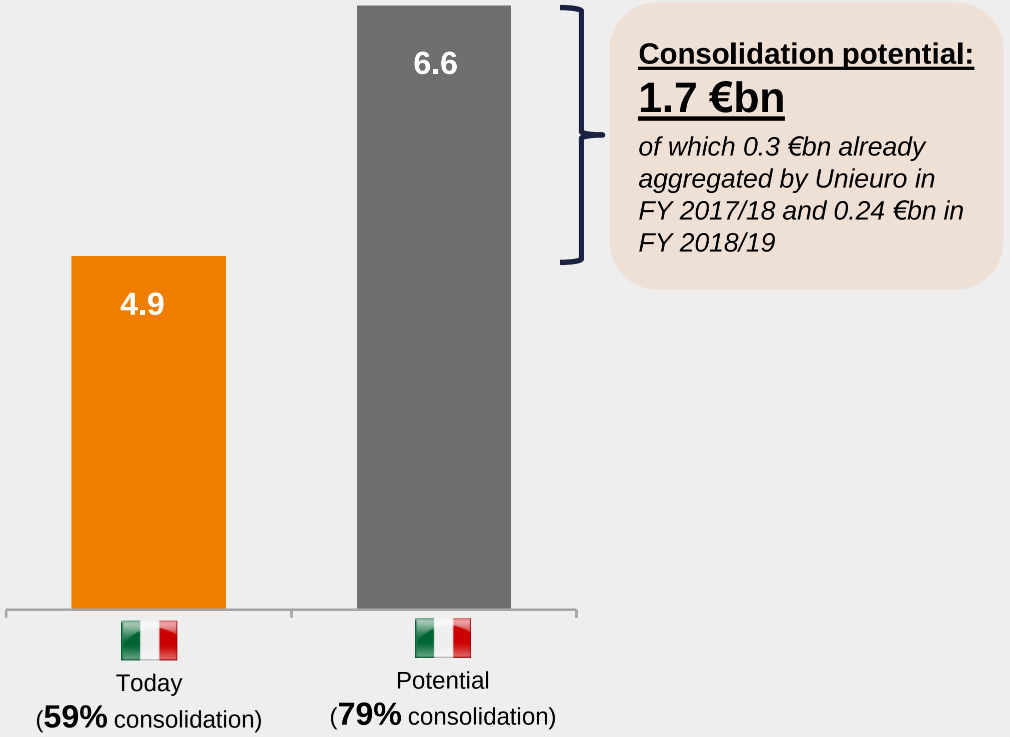


Source: Planet Retail and Company information (Top 3 companies sales), Company elaborations based on market data (addressable market).

…presenting a €1.7bn consolidation opportunity

Italy consolidation potential:

Top 3 companies combined sales today vs. potential based on average of Germany, France and UK markets (€bn)[2][3]



Consolidation potential:

1.7 €bn

of which 0.3 €bn already aggregated by Unieuro in FY 2017/18 and 0.24 €bn in FY 2018/19

Source: Company information, Planet Retail, Company elaborations based on market data.

Notes: (1) Pro-forma for the acquisition of Darty by Fnac; (2) Excluding VAT; (3) This is meant to illustrate the consolidation potential in the Italian market and is by no means a market consolidation projection; (4) In order to present addressable market size on a comparable basis for international markets the addressable market perimeter in Italy is calculated on a modified basis

The only listed omnichannel CE retailer in Italy

IPO (April 2017)

- Listing venue: Italian Stock Exchange, **STAR Segment**
- Offer size: **6.9 million shares**, equal to 34,5% of the Company's issued share capital, sold to institutional investors Price: **11.00 €** per share
- Total consideration: **76 €m**
- Market capitalization at IPO: **220 €m**

Placement (September 2017)

- Offer size: **3.5 million shares**, equal to 17.5% of the Company's issued share capital, sold to institutional investors
- Price: **16.00 €** per share
- Total consideration: **56 €m**
- Market capitalization at Placement price: **320 €m**

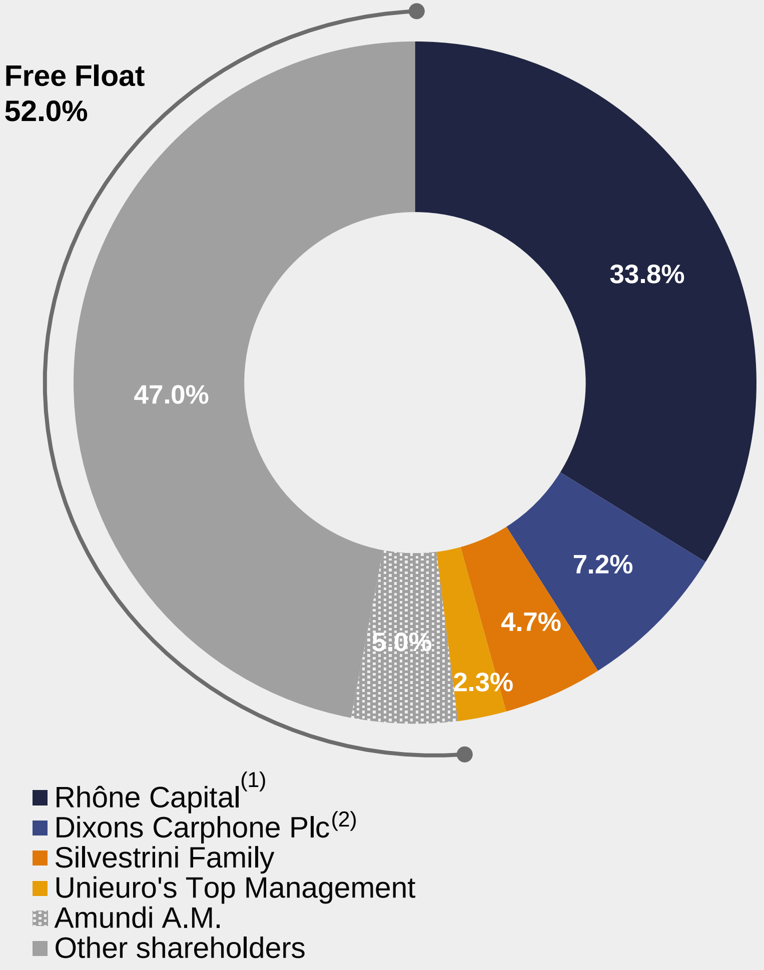
Demerger of IEH (October 2017)

- Non-proportional demerger of majority shareholder
- Improved **transparency** of Unieuro chain of control
- **Direct involvement of the Top Management** in the shareholding structure

Free float evolution

- Amundi Asset Management slightly over 5.0% of the share capital (24 October 2018)
- Top 3 institutional investors holding around 10%

Updated shareholding structure



Notes: (1) Through Italian Electronics Holdings S.à.r.l (2) Through DSG European Investments Limited

Dividends

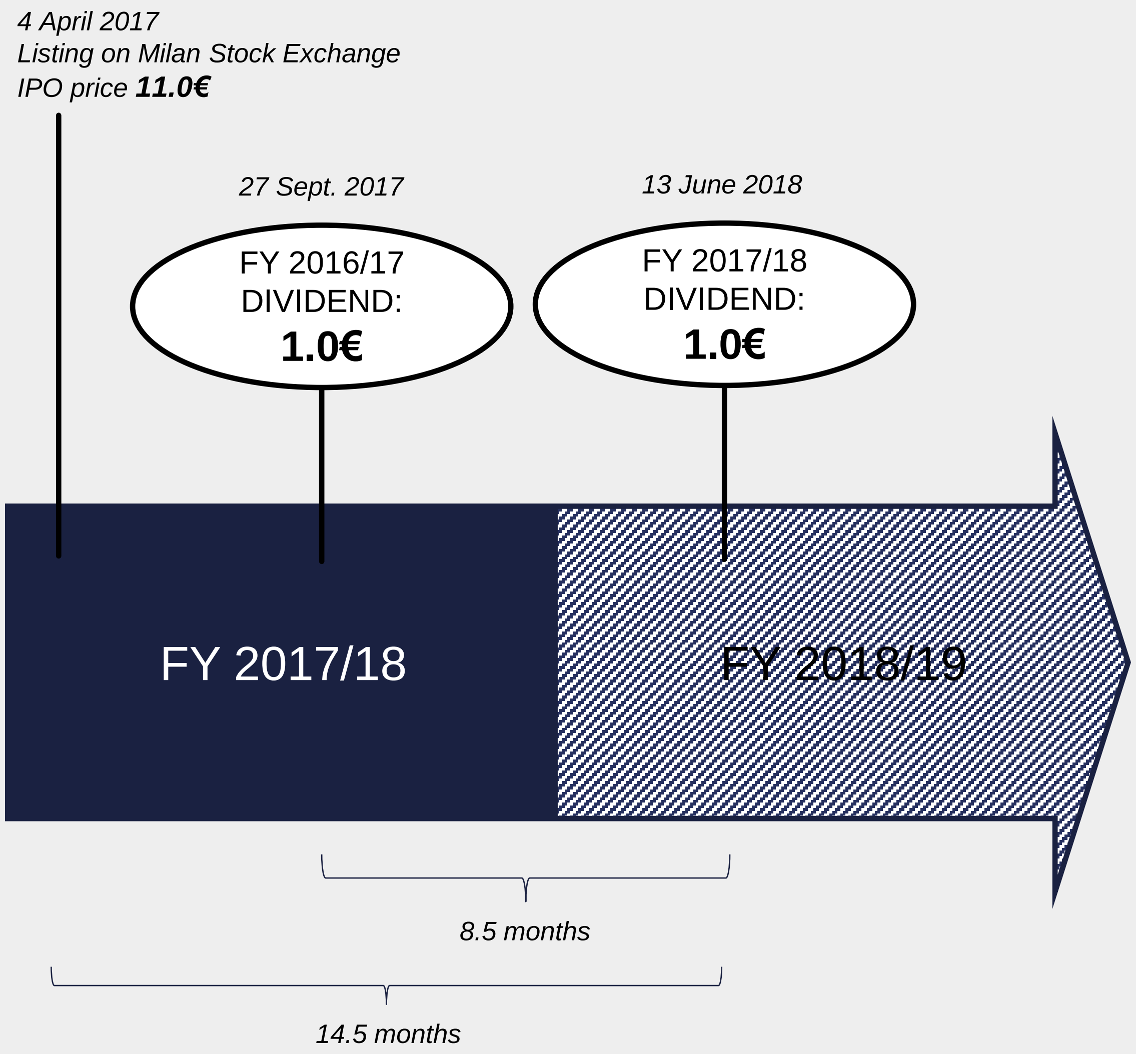
Dividend policy(1)

- Stating the distribution of a dividend of **not less than 50% of Unieuro's Adjusted net profit**(2), **in a lump sum**, tentatively in June
- Approved by the Board of Directors on 1st March 2017, updated on 10th January 2019 with reference to the timing of the payment

Dividend history

- **1.0 € per share** dividend paid out **twice since the IPO**
- Total dividend distribution equal to **40 €m over 18 months**
- Strong payout allowed by Unieuro's robust business and financial performance
- Pay-out ratio consistent with the dividend policy
- **High dividend yield** registered at the record dates (25 September 2017 and 11 June 2018)

Clear commitment to shareholders remuneration



4 April 2017
Listing on Milan Stock Exchange
IPO price ***11.0€***

27 Sept. 2017

FY 2016/17
DIVIDEND:
1.0€

13 June 2018

FY 2017/18
DIVIDEND:
1.0€

Notes: (1) The declaration, amount and payment of cash dividends in future years will depend on earnings, financial condition, capital requirements, general business conditions and the conditions in the markets in which Unieuro operates. The Company's ability to distribute dividends in future years may be restricted due to changes to applicable laws or the decision to use profits and distributable reserves to support our growth and investment policy. (2) The adjusted net profit (loss) for the period is calculated as the profit (loss) for the period adjusted (i) for adjustments incorporated in adjusted EBITDA (ii) non recurring financial expenses and (iii) for the theoretical tax impact of those adjustments.

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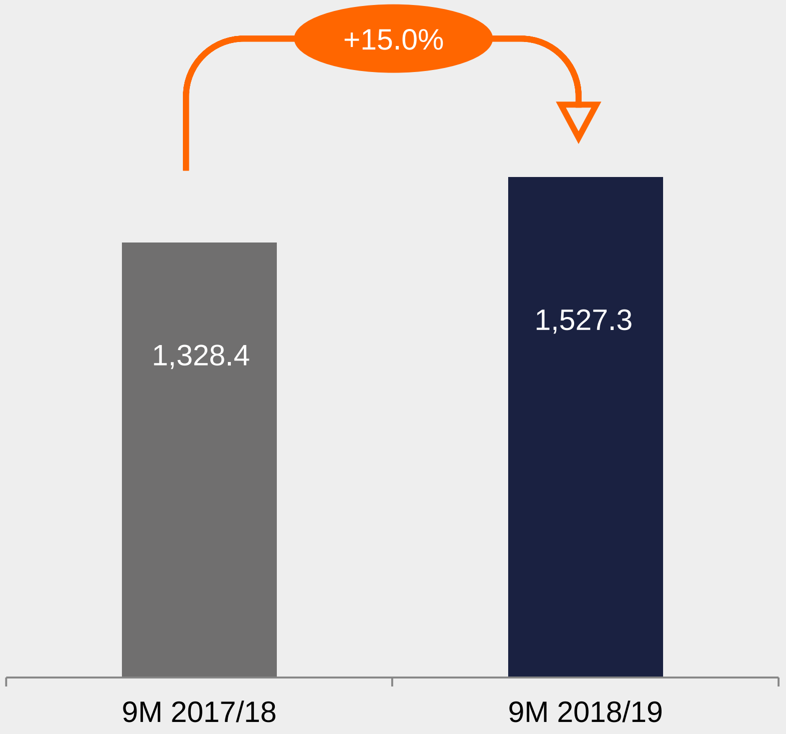
Sales

9M 2018/19 sales at new record high, waiting for seasonally crucial 2H



Strong sales growth, supported by:

- **Successful Black Roc Friday campaign effect**
- **Business perimeter impacted by external expansion**:
  - 8 former Cerioni /Euronics stores, between December 2017 and January 2018
  - 8 former DPS/Trony stores, including the Verona location, in three different steps from 15 September 2018
  - 5 former Galimberti/Euronics stores, on 15 November 2018
- **4 new openings, 6 closures since 30 November 2017**
- **Like-for-like sales growth up by 5.1%**, +7.6% excluding overlaps
- **Strong rise in online sales**, +34.6%
- **Indirect channel expansion**, driven by the entrance into the segment of Mass Merchandisers

Unieuro ready to overcome 2 €bn sales at year end

Notes: Unieuro 9M ends on 30 November. (1) Starting from H1 2018/19, the like-for-like KPI is calculated including: (i) the retail and travel stores operating for at least an entire financial year at the closing date of the reference period, excluding sales outlets affected by significant business discontinuity (e.g. temporary closures and large-scale refurbishments) and (ii) the entire direct online channel.

3Q: Very Successful Black Friday Campaign

Unieuro’s longest and most successful Black Friday campaign ever …

- Black Friday still booming in Italy, boosting turnover of the entire sector in November
- Unieuro’s **“Black Roc Friday” campaign from 12 to 26 November**, focusing on an attractive basket of products at extremely competitive prices (compared to flat % discounts on all products with minimum ticket in 2017)
- **Promotional strategy intentionally played in advance** in respect to competitors, thanks to the **close partnership with suppliers** aimed at selecting the most appealing products for customers
- **Multichannel, integrated, massive marketing campaign**, leveraging on Unieuro’s scale and expertise

… leading to new historical records in sales and traffic in all channels

- **Total sales up by 50%**
- **Retail sales +45%, led by record traffic (+35%)** at the 238 direct stores: over 4 million visitors on aggregate basis
- **Online orders up by 75%**
- **Affiliate network sell out up by 60%**, also boosted by new Unieuro-by-Iper shop-in-shops
- **All categories benefitting from the campaign**, being high-end smartphones, IT and large TV sets among the best performers
- **All-time daily Retail sales record on 23 November** (up 21% compared to last year’s Black Friday). Unieuro.it and Monclick.it orders up by 80% and 130% respectively

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Notes: All performances were calculated comparing sales recorded during the whole Black Roc Friday campaign (12-26 November 2018) to the correspondent period of 2017, unless otherwise stated.

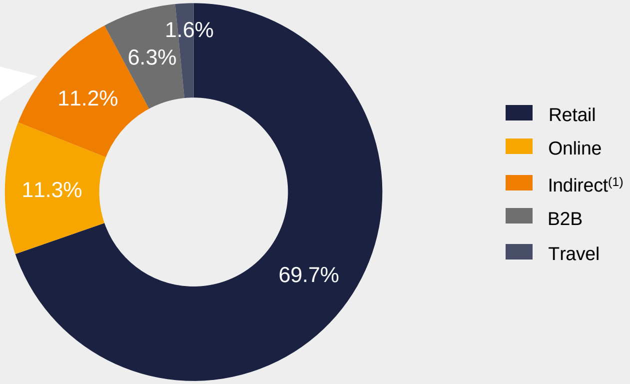
Sales by Channel

9M 2018/19 Breakdown

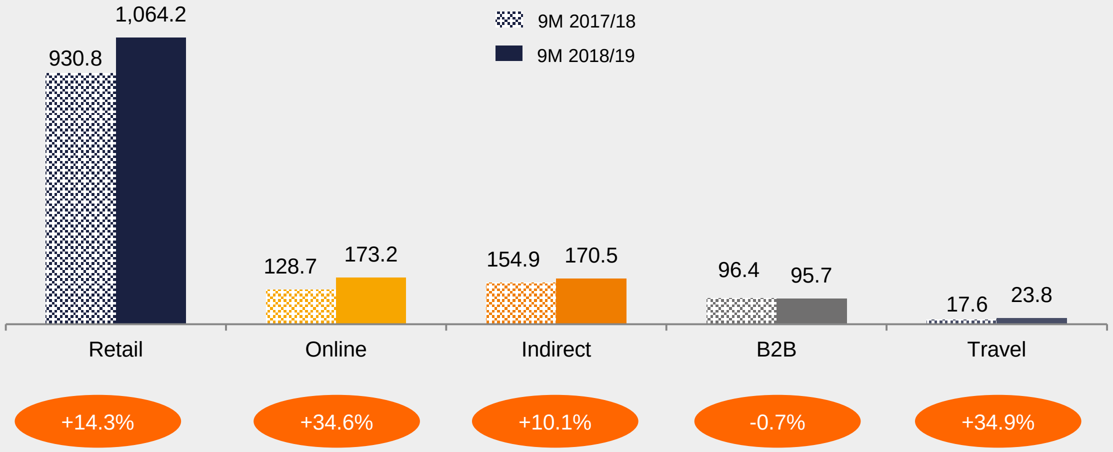
Indirect Channel
(formerly "Wholesale"),

comprising:

1) *sales to the network of affiliated stores*
2) *revenues generated in the segment of mass merchandisers through partnerships with leading industry operators (i.e. Finiper)*



YoY Change (€m)



- **Retail accelerating in Q3**
  - Store network expansion and traffic increase
  - Channel store base increased by 18 DOS since 30 Nov. 2017
- **Online still running**
  - Unieuro.it platform +30.5%,
  - Monclick B2C contribution: 34.0 €m
- **Indirect[1] back to growth**
  - Ongoing rationalization of the affiliates network, more than compensated by shop-in-shop openings
  - 9 Unieuro-by-Iper fully operational
- **B2B[1] substantially stable**
  - Opportunistic and volatile business
  - Monclick B2B2C contribution: 11.1 €m
- **Travel**
  - Boost by Milano San Babila new opening (6 October 2018)
  - Successful entrance into the "subway" retail segment, offering room for future growth

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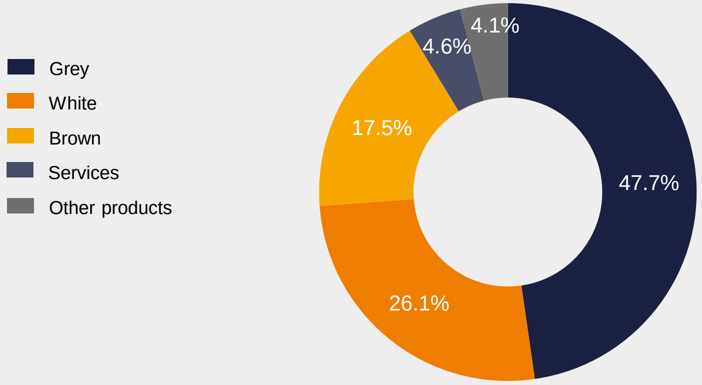
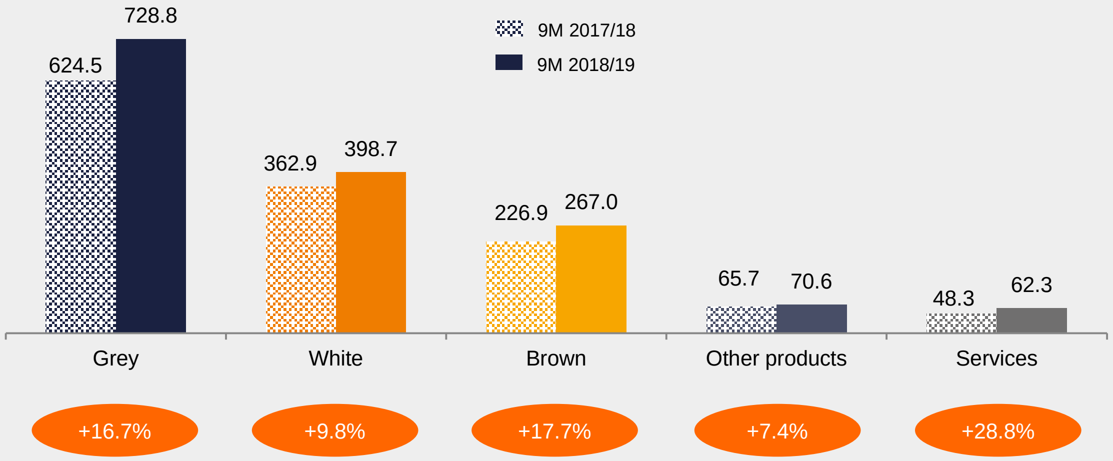
Notes: Consolidated results. Unieuro 9M period ends on 30 November. Data in millions of Euro, unless otherwise stated. (1) For the purpose of better representation, supplies of goods to an ongoing customer operating in the consumer electronics market without using the Unieuro brand was reclassified from the Indirect channel to the B2B channel.

Sales by Product Category

9M 2018/19 Breakdown



YoY Change (€m)



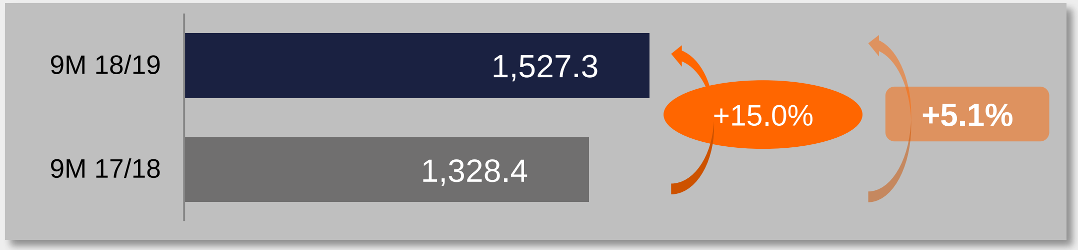
- **Grey still boosted by smartphones growth**
  - Mix moving towards high-end products
  - Good performance for some new models
- **White, confirming commitment on the category to improve profitability**
- **Brown, strong increase going on**
  - Growing success for high-end TV sets, especially ultraHD and OLED
  - Good performance of the audio sector, also benefitting from the success of Google Home
  - World Cup effect on sales
- **Services posting the higher YoY growth rate**
  - Acquisitions and new openings increasing volumes
  - Success for consumer credit and extended warranties
- **Other products back to growth**
  - Gaming consoles performing well

Notes: Consolidated results. Unieuro 9M period ends on 30 November. Data in millions of Euro, unless otherwise stated. the classification of revenues by category is revised periodically in order to guarantee the comparability of Group data with market data.

Key Financials /1

Sales (€m)

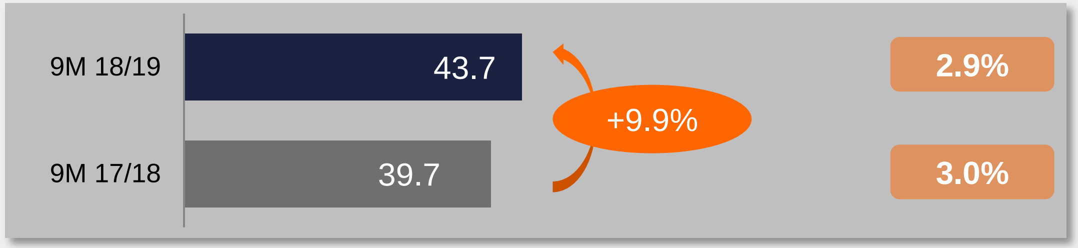
Like-for-like growth[1]



- Black Friday pushing November sales
- Acquisitions and new openings effect on perimeter
- Like-for-like sales[1] +5.1%. Net of new stores effect on pre-existing network, LFL sales even stronger: +7.6%
- Online strong performance
- Indirect channel back to growth

Adj. EBITDA[2] (€m)

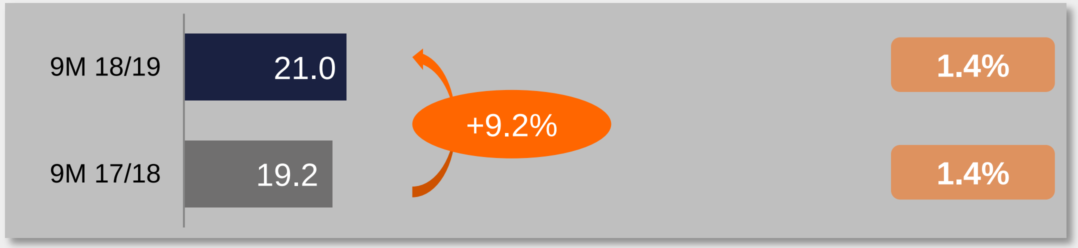
Adj. EBITDA margin



- Profitability still influenced by the typical seasonal factors of the consumer electronics market, awaiting the Q4, traditionally the strongest in terms of margins
- Adj. EBITDA growing by 9.9% to 43.7 €m
- Volumes increase and marketing costs optimization more than offsetting Black Friday effect on Gross margin and growth in personnel, logistics and rental costs driven by scope of business expansion

Adj. Net Income[3] (€m)

Adj. Net margin



- Increase in Adj. Net income (+9.2%), almost in line with Adj. EBITDA performance
- Higher D&A connected to increased capex and store closures asset impairment
- Lower net financial charges and tax savings

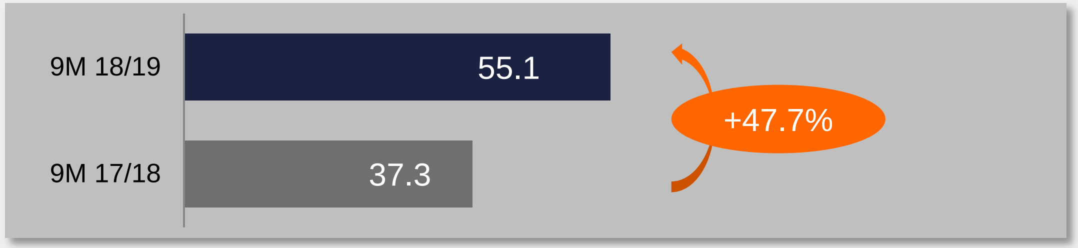
Notes: Consolidated results. Unieuro 9M period ends on 30 November. Data in millions of Euro, unless otherwise stated. (1) The like-for-like KPI is calculated including: (i) the retail and travel stores operating for at least an entire financial year at the closing date of the reference period, excluding sales outlets affected by significant business discontinuity (e.g. temporary closures and large-scale refurbishments) and (ii) the entire direct online channel. (2) Adjusted EBITDA is EBITDA adjusted for: (i) non-recurring expenses/(income) and (ii) the impact from the adjustment of revenues for extended warranty services net of related estimated future costs to provide the assistance service, as a result of the change in the business model for directly managed assistance services. (3) Adjusted Net Income/Loss is calculated as the Net Income (Loss) adjusted by (i) the adjustments incorporated in the Adj. EBITDA, (ii) the adjustments of the non-recurring D&A (iii) the adjustments of the non-recurring financial expenses(income) and (iv) the theoretical tax impact of these adjustments.

Key Financials /2

Net Financial Debt/(Cash) (€m)

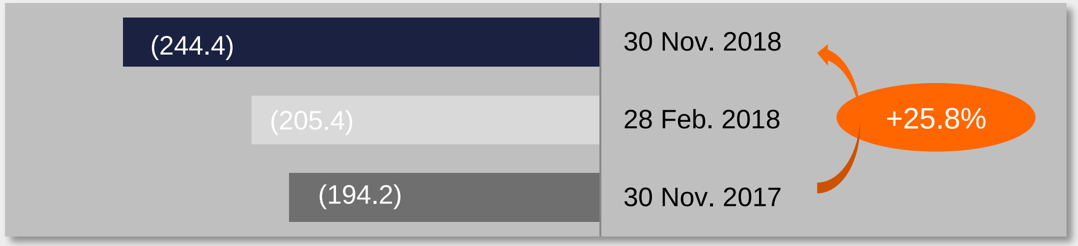
- **Positive Net Financial Position** at 13.0 €m
- **Outstanding cash generation**, also benefitting from temporarily effect of strong incoming flows connected to Black Friday sales
- Capex (23.3 €m), dividend payment (20.0 €m) and acquisition of ex-DPS and Galimberti assets (5.9€m) totally financed by business cash generation

Adj. Levered Free Cash Flow(2) (€m)



- **Strong cash generation**, at record level in the nine months
- Good performance of revenues in the Black Friday leading to a partial different timing of incoming cash flows with respect to outflows, to be seen in Q4

Net Working Capital (€m)



- Net Working Capital strong improvement, also compared to 30 November 2017
- Network expansion and extended warranties, as well as temporary Black Friday effect, more than compensating the rise in trade receivables generated by the Indirect channel, as a result of new affiliation agreements

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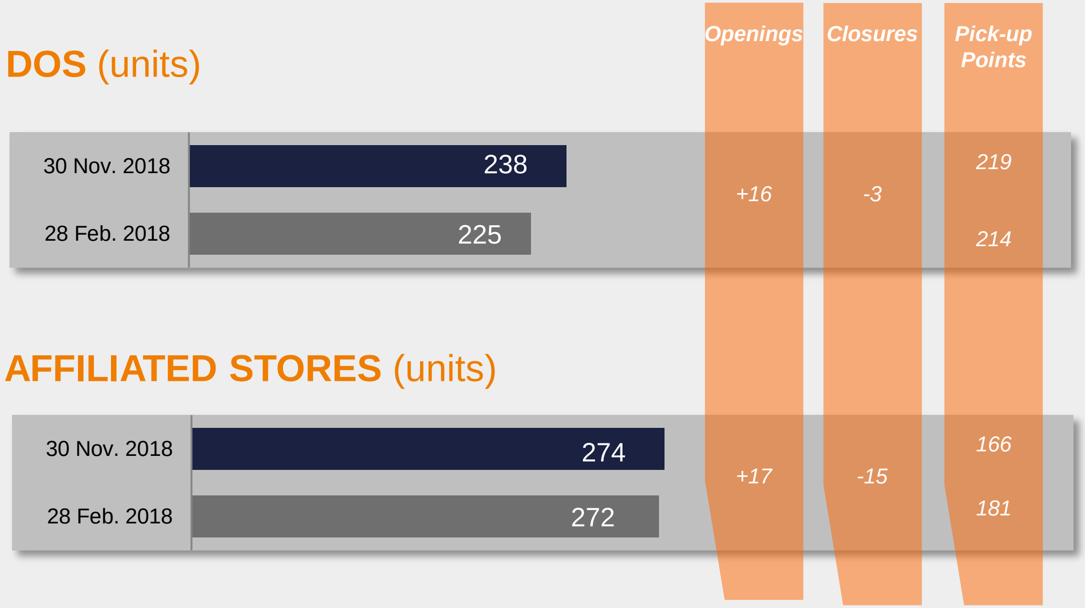
Notes: Consolidated results. Unieuro 9M period ends on 30 November. Data in millions of Euro, unless otherwise stated. (1) Leverage ratio is calculated as Net Financial Debt divided by Last Twelve Month Adjusted EBITDA. (2) Adjusted Levered Free Cash Flow is defined as cash flow generated/absorbed by operating activities net of investment activities adjusted for non-recurring investments and other non-recurring operating flows and including adjustments for non-recurring expenses (income) and net of their non-cash component and the related tax impact.

Key Operational Data

Unieuro's Retail Network: 512 stores

- DOS (units)

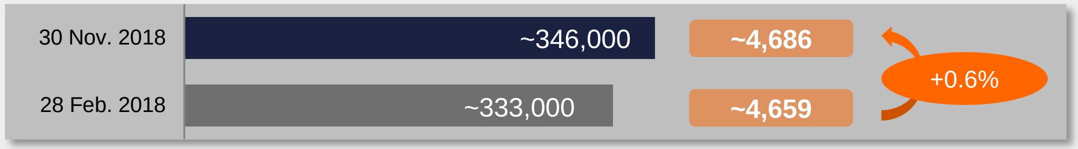
- AFFILIATED STORES (units)



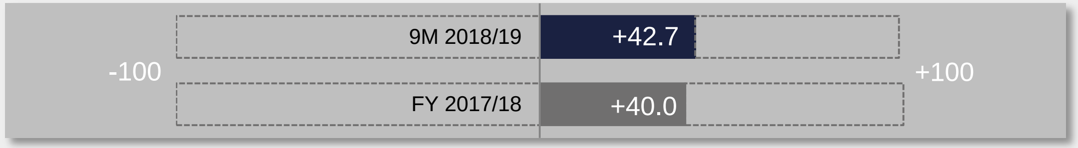
- **13 new DOS coming from acquisitions:**
  - 8 former DPS/Trony, reopened in Q2
  - 5 former Galimberti/Euronics, reopenedin Q2
- **3 new openings in H1** (Cagliari, Grosseto and Silvi Marina)
- **3 closures**, 2 in H1 (Messina and Osimo) and 1 in Q3 (Siracusa)
- **Ongoing affiliates network rationalization**, more than compensated by the opening of **9 Unieuro-by-Iper shop-in-shops**, 7 of which in Q3
- **Pick-up points: 385 (75% of total stores)**

Total Retail Area (sqm, DOS only)

***Sales density** (€/sqm, LTM)*

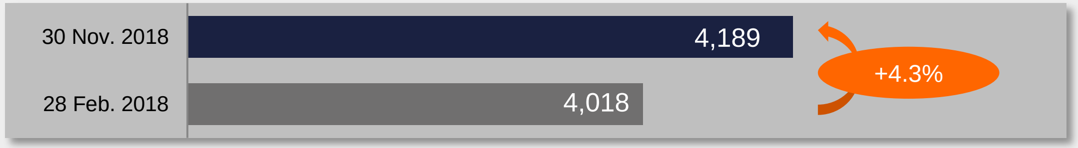


Net Promoter Score[1] (direct channel only)



Active Loyalty Cards[2] (thousands)

Workforce (FTEs)



Notes: Consolidated results. Unieuro 9M period ends on 30 November. Data in millions of Euro, unless otherwise stated. (1) Net Promoter Score (NPS) measures customer experience and predicts business growth. It can range from -100 (if every customer is a Detractor) to 100 (if every customer is a Promoter). Reference period: 1 March 2018 – 5 December 2018. (2) Active loyalty customers defined as customers who made at least a transaction within the last 12 months.

Adjusted EBITDA(1) Walk

- **Strong increase in Gross Profit,** led by volumes
- **Retail rents up,** following the store network expansion, reflecting on a different comparison basis
- **Personnel costs up**, but posting a lower incidence
  - acquisitions and new openings
  - Long term incentive plan
  - Strengthening of central functions
- **Reduction in Marketing costs** (-3.7%) mainly due to a different promotion calendar which will impact Q4. Mainstream marketing activities decrease, partly offset by digital campaigns
- **Significant increase in Logistics costs** led by increase in sales volume and home delivery, including special delivery services and “free delivery” promotional campaigns
- **Other costs up**, mainly pushed by utilities and insurance premiums

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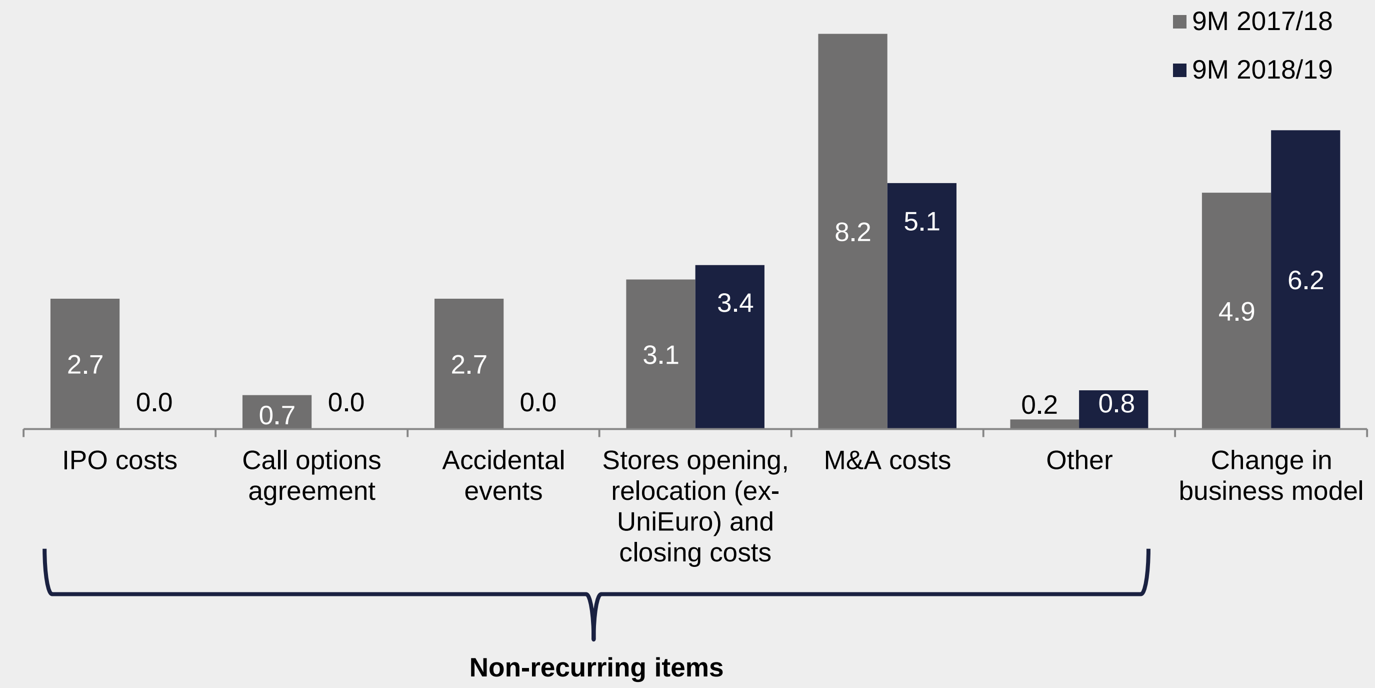
Notes: Consolidated results. Unieuro 9M period ends on 30 November. Data in millions of Euro, unless otherwise stated. (1) Adjusted EBITDA is EBITDA adjusted for: (i) non-recurring expenses/(income) and (ii) the impact from the adjustment of revenues for extended warranty services net of related estimated future costs to provide the assistance service, as a result of the change in the business model for directly managed assistance services.

Explaining EBITDA adjustments

Adjustments breakdown



- Exceptional costs related to IPO and Call options agreement definitely ended
- No accidental events in FY 2018/19 so far
- **Stores opening, relocations (ex-UniEuro) and closing costs** also connected to the new logistics hub in Piacenza (1.9 €m)
- **M&A costs** increased in the quarter, in light of reopening of a total of 13 former DPS and Galimberti stores, acquired in Q2 and Q3
- **Change in business model** adjustment pushed by acquisitions

Total adjustments change

	9M 17/18	9M 18/19	
Non-recurring items	17.8	9.3	-8.5
Extended warranties adjustment	4.9	6.2	1.3
Total adjustments	**22.6**	**15.5**	**-7.1**

- **Non-recurring items almost halved** in the period (-47.7%)
- **Total adjustments -31.4%**

Notes: Consolidated results. Unieuro 9M period ends on 30 November. Data in millions of Euro, unless otherwise stated.

Adjusted Net Income[(1)] Walk

- **D&A significant increase** due to strong and constant focus on capex activities, as well as asset write-downs relating to stores closed during the period

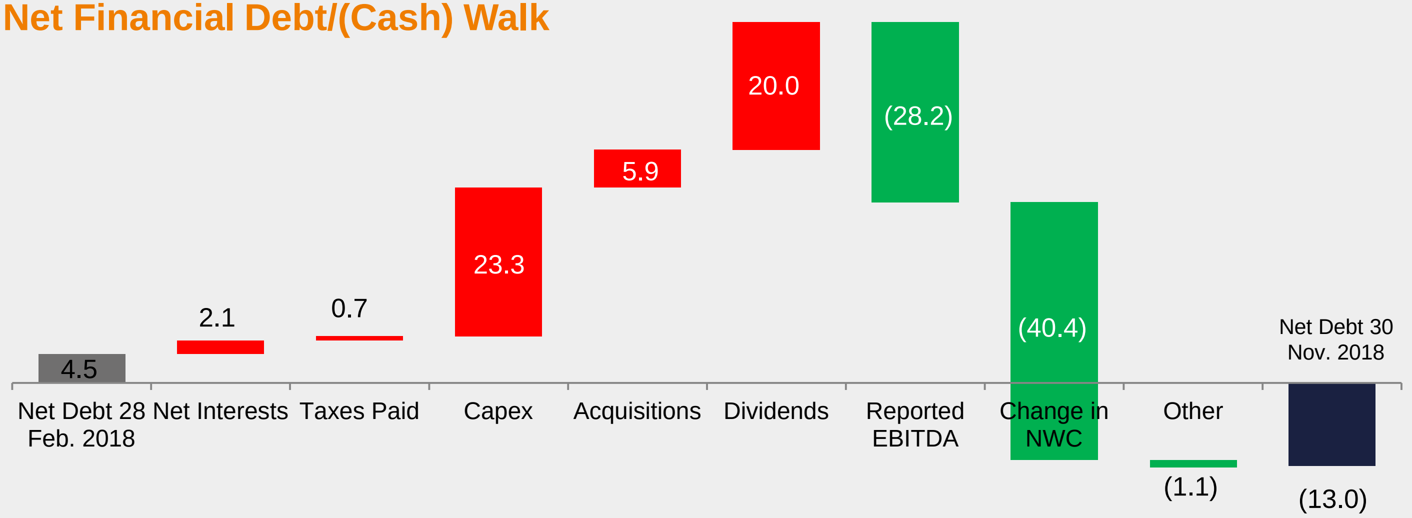
- **Net interests savings**, mainly attributable to the new credit facilities signed at the end of December 2017

- **Positive fiscal effect** connected to a better tax rate compared to the previous year

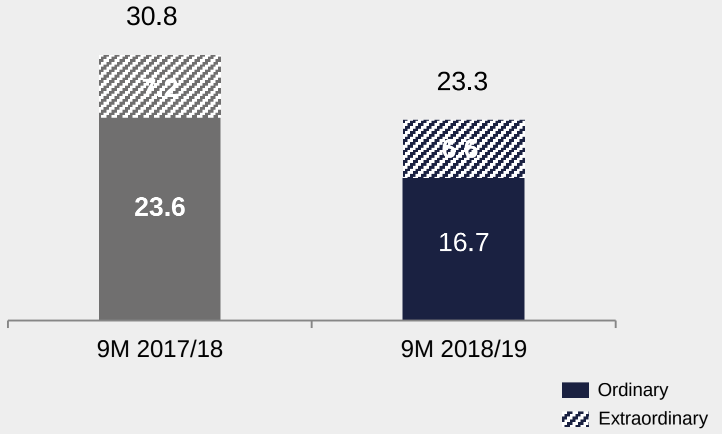
Notes: Consolidated results. Unieuro 9M period ends on 30 November. Data in millions of Euro, unless otherwise stated. P&L line items adjusted for non-recurring costs and business model change. (1) Adjusted Net Income/Loss is calculated as the Net Income (Loss) adjusted by (i) the adjustments incorporated in the Adj. EBITDA, (ii) the adjustments of the non-recurring D&A (iii) the adjustments of the non-recurring financial expenses(income) and (iv) the theoretical tax impact of these adjustments.

Financial Overview

Net Financial Debt/(Cash) Walk



Capex paid

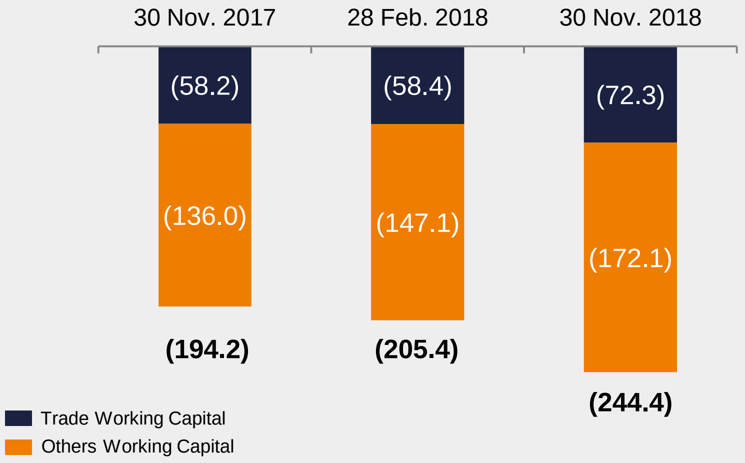


- Strong cash generation leading to a **13€ m Net Cash Position** at 30 November 2018, also thanks to the strong incoming flows connected to Black Friday to be partially compensated by outflows in Q4

- **Total capex down YoY** to 23.3 €m, including:
  - **Ordinary capex** (16.7 €m), related to store maintenance and refurbishment, ITC, digital platform improvement and store digitalization
  - **Extraordinary capex** (6.6 €m), mainly concerning the new Piacenza logistics hub for 4.1 €m, out of 11 €m planned

- **Negative Net Working Capital** still expanding:
  - Trade WC, influenced by Black Friday cashflows and rise in trade receivables generated by the Indirect channel
  - Others WC boosted by extended warranties

Net Working Capital



Notes: Consolidated results. Unieuro 9M period ends on 30 November. Data in millions of Euro, unless otherwise stated.

Summary

- What’s new
- Overview of Unieuro
- 9M 18/19 Financials
- Key Takeaways

Key Takeaways

- **Unique and winning business model**, positioning Unieuro as **the only omnichannel consolidator** in the highly fragmented Italian CE market, through **new openings and M&A**

- **Offline external growth strategy now focused on uncovered areas and cherry picking where the coverage is already good**
  - **Major acquisition in Sicily announced** (12 stores, 140 €m sales)
  - **Partnership with Finiper to expand into the Mass Merchandisers' segment**

- **Channels integration strategy as the only way to succeed** in such a competitive market
- **Large and modern new logistics hub** opened in October to support omnichannel growth: the starting point of a new logistics strategy focusing on better serving the customer

- **Strong 9M 2018/19 results**, with sales and Adj. EBITDA improving significantly YoY
- Impressive **cash generation,** resulting in a positive Net Financial Position at the end of November
- Over 400 €m NOLs allowing **future tax savings**
- **Continuous focus on Shareholders' remuneration**

Annex

Non-IFRS and Other Performance Measures

This presentation contains certain items as part of the financial disclosure which are not defined under IFRS. Accordingly, these items do not have standardized meanings and may not be directly comparable to similarly-titled items adopted by other entities.

Unieuro Management has identified a number of “Alternative Performance Indicators” (“APIs”). These APIs are (i) derived from historical results of Unieuro S.p.A. and are not intended to be indicative of future performance, (ii) non-IFRS financial measures and, although derived from the Financial Statements, are unaudited and (iii) are not an alternative to financial measures prepared in accordance with IFRS.

The APIs presented herein are Adjusted EBITDA, Adjusted EBITDA margin, Adjusted Net Income (loss) for the year, Adjusted levered free cash flow, Cash conversion index, Net financial debt, Net financial debt to Adjusted EBITDA ratio, Leverage ratio.

In addition, this presentation includes certain measures that have been adjusted by us to present operating and financial performance net of any non-recurring events and non-core events. The adjusted indicators are: Adjusted EBITDA, Adjusted EBITDA margin, Adjusted Net Income (loss) for the year, Adjusted levered free cash flow and Net financial debt to Adjusted EBITDA ratio.

In order to facilitate the understanding of our financial position and financial performance, this presentation contains other performance measures, such as Net working capital.

These measures are not indicative of our historical operating results, nor are they meant to be predictive of future results.

These measures are used by our management to monitor the underlying performance of our business and operations. Similarly entitled non-IFRS financial measures reported by other companies may not be calculated in an identical manner, consequently our measures may not be consistent with similar measures used by other companies. Therefore, investors should not place undue reliance on this data.

Profit & Loss

9M 18/19	%	9M 17/18	%		Q3 18/19	%	Q3 17/18	%
1,527.3		1,328.4		Sales	618.7		514.7	
1,527.3		**1,328.4**		**Sales**	**618.7**		**514.7**	
(1,191.5)	(78.0%)	(1,034.9)	(77.9%)	Purchase of goods - Change in Inventory	(487.4)	(78.8%)	(396.7)	(77.1%)
(53.7)	(3.5%)	(46.8)	(3.5%)	Rental Costs	(18.5)	(3.0%)	(16.2)	(3.2%)
(38.1)	(2.5%)	(40.2)	(3.0%)	Marketing costs	(14.3)	(2.3%)	(14.4)	(2.8%)
(40.2)	(2.6%)	(31.9)	(2.4%)	Logistic costs	(16.4)	(2.7%)	(13.0)	(2.5%)
(47.4)	(3.1%)	(43.1)	(3.2%)	Other costs	(16.5)	(2.7%)	(14.4)	(2.8%)
(125.1)	(8.2%)	(112.5)	(8.5%)	Personnel costs	(43.8)	(7.1%)	(40.5)	(7.9%)
(3.3)	(0.2%)	(1.8)	(0.1%)	Other operating costs and income	(1.9)	(0.3%)	0.2	0.0%
28.2	**1.8%**	**17.1**	**1.3%**	**EBITDA Reported**	**19.9**	**3.2%**	**19.7**	**3.8%**
9.3	0.6%	17.8	1.3%	*Adjustments*	5.0	0.8%	3.4	0.7%
6.2	0.4%	4.9	0.4%	*Change in Business Model*	3.1	0.5%	2.0	0.4%
43.7	**2.9%**	**39.7**	**3.0%**	**Adjusted EBITDA**	**28.0**	**4.5%**	**25.0**	**4.9%**
(18.6)	(1.2%)	(14.6)	(1.1%)	D&A	(6.3)	(1.0%)	(4.8)	(0.9%)
(3.2)	(0.2%)	(3.8)	(0.3%)	Financial Income - Expenses	(1.0)	(0.2%)	(1.3)	(0.3%)
21.8	**1.4%**	**21.4**	**1.6%**	**Adjusted Profit before Tax**	**20.7**	**3.3%**	**18.9**	**3.7%**
0.5	0.0%	(0.2)	(0.0%)	Taxes	0.6	0.1%	(2.4)	(0.5%)
(1.3)	(0.1%)	(2.0)	(0.1%)	*Fiscal impact of non-recurring items*	(0.7)	(0.1%)	(0.5)	(0.1%)
21.0	**1.4%**	**19.2**	**1.4%**	**Adjusted Net Income**	**20.6**	**3.3%**	**16.1**	**3.1%**
(8.1)	(0.5%)	(17.8)	(1.3%)	*Adjustments*	(5.0)	(0.8%)	(3.4)	(0.7%)
(6.2)	(0.4%)	(4.9)	(0.4%)	*Change in Business Model*	(3.1)	(0.5%)	(2.0)	(0.4%)
1.3	0.1%	2.0	0.1%	*Fiscal impact of non-recurring items*	0.7	0.1%	0.5	0.1%
7.9	**0.5%**	**(1.5)**	**(0.1%)**	**Net Income Reported**	**13.2**	**2.1%**	**11.2**	**2.2%**

Notes: Consolidated results. Unieuro 9M period ends on 30 November. Data in millions of Euro, unless otherwise stated.

9M Profit & Loss Adjustments by Line Item

	9M 18/19 Reported EBITDA	*9M 18/19 Adjustments*	9M 18/19 Adjusted EBITDA	9M 17/18 Reported EBITDA	*9M 17/18 Adjustments*	9M 17/18 Adjusted EBITDA	? 9M Adjusted EBITDA
Gross Profit	335.8	0.0	335.8	293.5	2.7	296.2	39.6
Change in Business Model		6.2	6.2		4.9	4.9	1.3
Gross profit including change in Business Model	**335.8**	**6.2**	**342.0**	**293.5**	**7.6**	**301.1**	**40.9**
Rental Costs	(53.7)	0.9	(52.8)	(46.8)	0.7	(46.1)	(6.7)
Marketing costs	(38.1)	1.1	(37.0)	(40.2)	1.9	(38.4)	1.4
Logistic costs	(40.2)	1.5	(38.7)	(31.9)	1.1	(30.8)	(7.9)
Other costs	(47.4)	3.5	(43.9)	(43.1)	6.8	(36.3)	(7.6)
Personnel costs	(125.1)	2.4	(122.6)	(112.5)	4.7	(107.9)	(14.7)
Other operating costs and income	(3.3)	(0.1)	(3.4)	(1.8)	(0.0)	(1.9)	(1.5)
Total Costs	**(307.6)**	**9.3**	**(298.3)**	**(276.4)**	**15.0**	**(261.3)**	**(37.0)**
Adjusted EBITDA	**28.2**	**15.5**	**43.7**	**17.1**	**22.6**	**39.7**	**4.0**

Notes: Consolidated results. Unieuro 9M period ends on 30 November. Data in millions of Euro, unless otherwise stated.

Q3 Profit & Loss Adjustments by Line Item

	Q3 18/19 Reported EBITDA	*Q3 18/19 Adjustments*	Q3 18/19 Adjusted EBITDA	Q3 17/18 Reported EBITDA	*Q3 17/18 Adjustments*	Q3 17/18 Adjusted EBITDA	Δ Q3 Adjusted EBITDA
Gross Profit	131.3	0.0	131.3	118.0	0.0	118.0	13.3
Change in Business Model		3.1	3.1		2.0	2.0	1.1
Gross profit including change in Business Model	**131.3**	**3.1**	**134.4**	**118.0**	**2.0**	**120.0**	**14.4**
Rental Costs	(18.5)	0.8	(17.7)	(16.2)	(0.0)	(16.2)	(1.4)
Marketing costs	(14.3)	0.9	(13.4)	(14.4)	0.9	(13.6)	0.2
Logistic costs	(16.4)	1.1	(15.3)	(13.0)	0.4	(12.6)	(2.7)
Other costs	(16.5)	1.2	(15.3)	(14.4)	1.1	(13.3)	(2.0)
Personnel costs	(43.8)	0.9	(42.9)	(40.5)	1.4	(39.2)	(3.7)
Other operating costs and income	(1.9)	0.0	(1.8)	0.2	(0.3)	(0.1)	(1.8)
Total Costs	**(111.4)**	**5.0**	**(106.4)**	**(98.3)**	**3.3**	**(95.0)**	**(11.4)**
Adjusted EBITDA	**19.9**	**8.1**	**28.0**	**19.7**	**5.3**	**25.0**	**3.0**

Notes: Consolidated results. Unieuro Q3 ends on 30 November. Data in millions of Euro, unless otherwise stated.

Balance Sheet

	30 Nov. 2018	28 Feb. 2018
Trade Receivables	71.1	39.6
Inventory	441.1	313.5
Trade Payables	(584.5)	(411.5)
Operating Working Capital	**(72.3)**	**(58.4)**
Current Tax Assets	2.5	3.1
Current Assets (1)	20.7	16.2
Current Liabilities (2)	(192.6)	(163.4)
Short Term Provisions	(2.7)	(3.0)
Net Working Capital	**(244.4)**	**(205.4)**
Tangible and Intangible Assets	112.4	99.9
Net Deferred Tax Assets and Liabilities	26.9	27.7
Goodwill	178.0	174.8
Other Long Term Assets and Liabilities (3)	(16.5)	(15.2)
Total Invested Capital	**56.4**	**81.7**
Net financial Debt	**13.0**	**(4.5)**
Equity	**(69.4)**	**(77.2)**
Total Sources	**(56.4)**	**(81.7)**

(1) **Current Assets:** Includes mainly Accrued Income related to rental costs, etc

(2) **Current Liabilities**

	30 Nov. 2018	28 Feb. 2018
Accrued expenses (mainly Extended Warranties)	(116.5)	(101.3)
Personnel debt	(39.4)	(34.9)
VAT debt	(17.0)	(17.1)
Other	(19.7)	(10.1)
Current Liabilities	**(192.6)**	**(163.4)**

(3) **Other Long Term Assets and Liabilities**

	30 Nov. 2018	28 Feb. 2018
Deposits	2.5	2.4
Deferred Benefit Obligation (TFR)	(11.2)	(11.2)
Long Term Provision for Risks	(5.1)	(4.6)
Store Loss Provision	(0.1)	(0.1)
Other Provisions	(1.1)	(1.0)
LTIP Personnel debt	(1.5)	(0.7)
Other Long Term Assets and Liabilities	**(16.5)**	**(15.2)**

Notes: Consolidated results. Data in millions of Euro, unless otherwise stated.

Cash Flow Statement

9M 18/19	9M 17/18		Q3 18/19	Q3 17/18
28.2	**17.1**	**Reported EBITDA**	**19.9**	**19.7**
(0.7)	-	Taxes Paid	-	-
(2.1)	(5.3)	Interests Paid	(0.5)	(1.1)
40.4	35.0	Change in NWC	66.3	47.5
0.8	0.9	Change in Other Assets and Liabilities	0.5	0.1
66.5	**47.6**	**Reported Operating Cash Flow**	**86.2**	**66.1**
(19.2)	(21.8)	Purchase of Tangible Assets	(12.6)	(9.9)
(4.1)	(9.0)	Purchase of Intangible Assets	(2.3)	(3.1)
(5.9)	(14.5)	Acquisitions	(2.5)	(1.6)
-	0.2	Monclick NFP 01.06.2017	-	-
37.3	**2.5**	**Levered Free Cash Flow**	**68.9**	**51.6**
5.3	13.0	Adjustments	3.5	3.6
12.6	21.7	Non recurring investments	5.1	8.8
55.1	**37.3**	**Adjusted Levered Free Cash Flow**	**77.5**	**64.0**
(5.3)	(13.0)	Adjustments	(3.5)	(3.6)
(12.6)	(21.7)	Non recurring investments	(5.1)	(8.8)
(20.0)	(20.0)	Dividend/Change in Shareholders Debt	-	-
-	(11.7)	Monclick Acquisition Debt	-	(5.2)
0.3	1.5	Other Changes	(0.5)	(0.2)
17.5	**(27.6)**	**Δ Net Financial Position**	**68.3**	**46.2**

Notes: Consolidated results. Unieuro 9M period ends on 30 November. Data in millions of Euro, unless otherwise stated.

“Reported EBITDA” To “Adjusted EBITDA” Reconciliation

9M 18/19	9M 17/18		Q3 18/19	Q3 17/18
28.2	**17.1**	**Reported Ebitda**	**19.9**	**19.7**
-	*2.7*	*IPO*	-	-
-	*0.7*	*Call options agreement*	-	*0.0*
3.4	*3.1*	*Stores opening - relocations (ex UE) - closing costs*	*1.6*	*1.8*
-	*2.7*	*Accidental events*	-	*0.0*
5.1	*8.2*	*Merger and Acquisition*	*3.4*	*2.2*
0.8	*0.2*	*Other*	*0.0*	*(0.7)*
9.3	***17.8***	**Non-Recurring Items**	***5.0***	***3.4***
6.2	***4.9***	**Extended warranties adjustment**	***3.1***	***2.0***
43.7	**39.7**	**Adjusted Ebitda**	**28.0**	**25.0**

Notes: Consolidated results. Unieuro 9M period ends on 30 November. Data in millions of Euro, unless otherwise stated.

“Net Income” To “Adjusted Net Income” Reconciliation

9M 18/19	9M 17/18		Q3 18/19	Q3 17/18
7.9	**(1.5)**	**Reported Net Income**	**13.2**	**11.2**
9.3	17.8	Non-Recurring Items *(see previous slide)*	5.0	3.4
6.2	4.9	Extended warranties adjustment	3.1	2.0
0.3	-	Non-recurring D&A	-	-
(1.5)	-	Non-recurring financial items	-	-
(1.3)	(2.0)	Fiscal Impact of non-recurring items and extended warranties adjustment	(0.7)	(0.5)
21.0	**19.2**	**Adjusted Net Income**	**20.6**	**16.1**

Notes: Consolidated results. Unieuro 9M period ends on 30 November. Data in millions of Euro, unless otherwise stated.

Levered Free Cash Flow Reconciliations

9M 18/19	9M 17/18		Q3 18/19	Q3 17/18
37.3	**2.5**	**Levered Free Cash Flow**	**68.9**	**51.5**
9.3	17.8	P&L non-recurring items	5.0	3.4
(2.6)	(3.5)	Adjustment for non-cash non-recurring items	(1.2)	0.6
(0.6)	(1.2)	Fiscal Impact of non-recurring items	(0.3)	(0.3)
12.6	21.7	Non recurring investments	5.1	8.8
(0.8)		Other non recurring flows	-	-
17.8	**34.7**	**Total Adjustments**	**8.6**	**12.4**
55.1	**37.3**	**Adjusted levered free cash flow**	**77.5**	**64.0**

	9M 18/19
Change in Net Financial Position	**17.5**
Dividends	20.0
Total impact from acquisitions	5.9
Paid non-recurring capex	6.7
EBITDA non-recurring items	9.3
Non-cash non-recurring items	(2.6)
Other non recurring cash flows	(0.8)
Fiscal impact of non recurring items	(0.6)
Other	(0.3)
Adjusted Levered Free Cash Flow	**55.1**

Notes: Consolidated results. Unieuro 9M period ends on 30 November. Data in millions of Euro, unless otherwise stated.

Net Financial Debt

	30 Nov. 2018	28 Feb. 2018
Bilateral Facility		(0.1)
Revolving Credit Facility	0.0	0.0
Other Short Term Bank Debt		0.0
Short-Term Bank Debt	**0.0**	**(0.1)**
New Term Loan	(46.3)	(50.0)
Financing Fees	2.1	2.6
Long-Term Bank Debt	**(44.1)**	**(47.4)**
Bank Debt	**(44.1)**	**(47.5)**
Debt To other lenders	(11.3)	(6.9)
Acquisition Debt	(9.9)	(11.6)
Other Financial Debt	**(21.2)**	**(18.5)**
Cash and Cash Equivalents	**78.3**	**61.4**
Net Financial Debt	**13.0**	**(4.5)**

Notes: Consolidated results. Data in millions of Euro, unless otherwise stated.

NEXT EVENTS

3rd Italian Day in Frankfurt (Banca Akros)
Frankfurt, 29 January 2019

Mid Small Cap Forum (LondCap)
Zurich, 5-6 February 2019

FY 2018/19 Preliminary Sales Release
15 March 2019

Star Conference
Milano, 20-21 March 2019

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