

12 November 2020

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# 9M 2020 RESULTS \*

(\*) First nine months ended 30 September 2020.



# Agenda

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- GROUP OVERVIEW Pag. 3
- KEY FINANCIALS 9M 2020 Pag. 8
- OUTLOOK Pag. 14
- APPENDIX Pag. 19

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# GROUP OVERVIEW





# Our Group, at a glance

 **80**  
YEARS OF  
ACTIVITY

 **+ 1,500**  
EMPLOYEES

 **+ 300**  
PRODUCT  
TYPES

**2** BUSINESS AREAS

 **IMPORT & DISTRIBUTION**  
OF FRUIT AND VEGETABLES  
IN SOUTHERN EUROPE

 **SHIPPING**  
OF BANANAS AND PINEAPPLES

**59%**  
LARGE RETAIL DISTRIBUTION  
IN THE MAIN EUROPEAN  
MARKETS

 **+ 100**  
LARGE RETAIL  
CLIENTS

 **+ 10,000**  
CLIENTS INCLUDING LARGE  
RETAIL CHAINS  
AND SMALL GREENGROCERS

 PRESENT IN  
**8 COUNTRIES**  
ITALY, SPAIN, FRANCE, PORTUGAL, GREECE,  
COSTA RICA, COLOMBIA, MEXICO

 **165,000 sqm**  
TOTAL WORK  
SPACE

 **MARKET  
LEADER**  
IN ITALY AND PORTUGAL

**SECOND**  
IN SPAIN

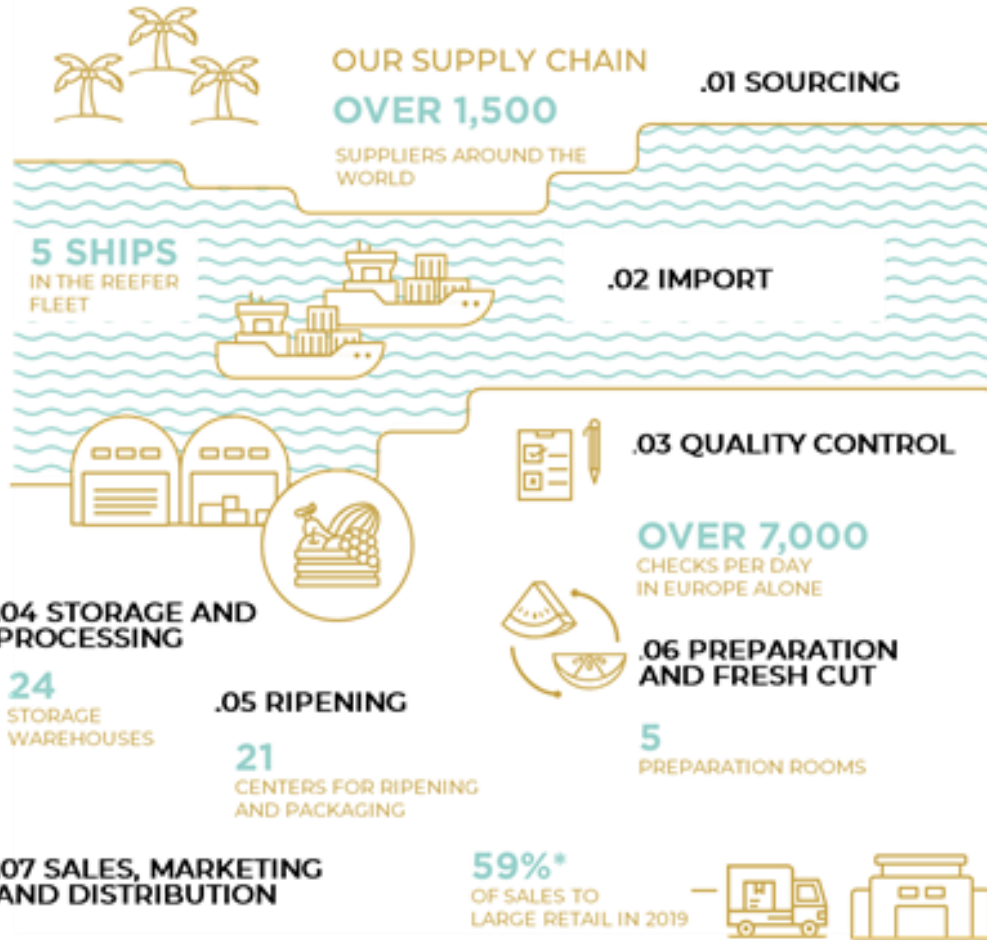
**THIRD**  
IN FRANCE

WE BRING THE WORLD CLOSER, EVERY DAY.

Around the world, our Group is seen as a symbol of **Italian excellence, tenacity and success**. We're known for delicious fruit and vegetable products, as well as our **authenticity and integrity**.



# Business model

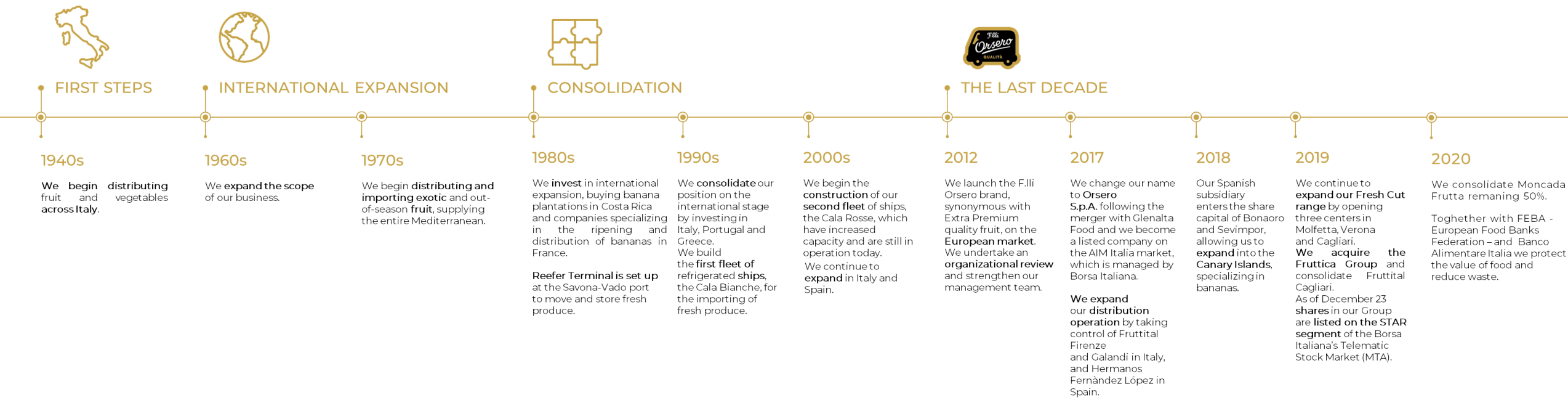


FROM ALL FOUR CORNERS OF THE PLANET TO YOUR TABLE, IN EVERY SEASON.

The world has changed since we first started working in the fresh fruit and veg section, but one **essential principle** has remained the same for us. Our **unerring focus on quality**. We now manage and monitor the entire **value chain**, allowing us to achieve excellence and ensure safety and security at every stage and thus maintain the freshness and quality of our products.

\*aggregate value of sales in the Group's European Distribution division.

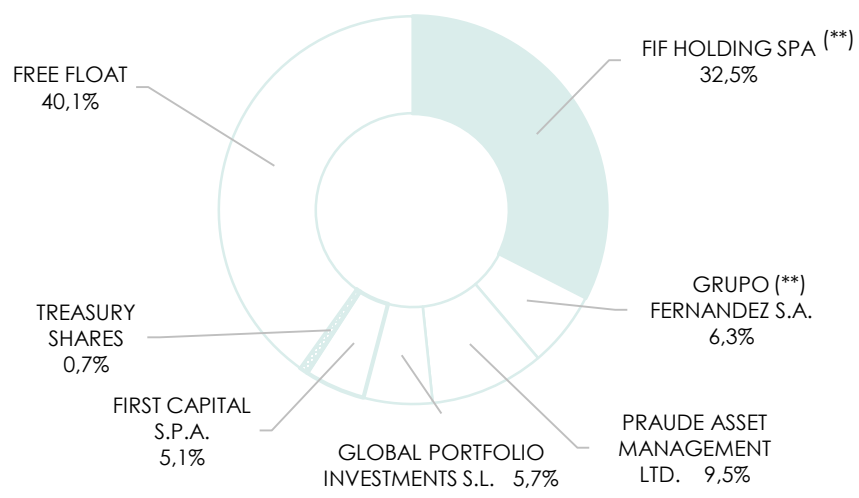
# Main Milestones from 1940 to Date





# Governance & Shareholders' structure

## Shareholders(\*) (% on share capital)



## Analyst coverage

BANCA AKROS	Andrea Bonfà
INTESA SANPAOLO – IMI CIB	Gabriele Berti
CFO SIM	Luca Arena
EQUITA SIM	Emanuele Gallazzi

## Advisors

SPECIALIST	INTESA SANPAOLO
AUDITING COMPANY	KPMG

## Governance



PAOLO PRUDENZIATI  
Chairman



RAFFAELLA ORSERO  
Deputy Chair and CEO



MATTEO COLOMBINI  
CFO & Co-CEO

The **Board of Directors** (term 2020-2022) consists of 9 people, 7 elected from the majority list and 2 from the minority one.

In accordance with the Italian Corporate Governance Code, the independent directors' quota ( 5 out 9 members) and the *gender balance* (3 out 9 members) are fully respected.

Within the BoD are constituted the following committees, composed of independent or nonexecutive directors:

- Remuneration and Nominations committee
- Control and Risks committee
- Related parties committee

(\*) Last update October 31, 2020. Total shares 17.682.500. Treasury shares 127.314.

(\*\*) FIF Holding SPA and Grupo Fernández S.A. are bounded by a shareholder agreement.



# KEY FINANCIALS

## 9M 2020\*

(\*) First nine months ended 30 September 2020.







# 9M 2020 RESULTS – OUTSTANDING ACHIEVEMENTS DESPITE HARDSHIP

## CORPORATE

- **COVID-19 | Business Continuity**

- Granted the health and safety of employees through safety protocols : PPE, social distancing, thermal screening, barriers, sanitizations (gross costs related safety protocols are abt. 0,8 M€ through Sept. 2020)
- Procurement, maritime shipping and distribution chains are fully operational
- Adaptive approach, in particular in the very first and chaotic phases,
- Kept a strong customer service despite lockdown limitations and constraints

- **Economic and Financial Actions**

- Prioritizing organic investments, postponing to 2021 uncommitted and discretionary capex
- Focus on working capital management to protect liquidity and financial flexibility
- Opex containment is led by reduced travel expenses and advertising costs

## BUSINESS

- **Product mix**

- Good sales, particularly in the Group's key markets (IT,SP,FR)
- Volumes are all in all flat but price effect is positive
- Key basic produce such as Kiwi, Citrus and apple/pears have overperformed last year results
- Significant headwind on some high-end product(e.g. Pineapples , Avocados and Fresh-cut fruit) whose consumption is more linked to out-of-home or special purpose (Easter/Christmas eve, sports event)
- Bananas at the import stage are still troubled as a consequence of global oversupply and subdued demand

- **Sales Channels and Geographical scope**

- Orsero's operations are adapting to volatility in market demand:
  - in the first part of the emergency, sales promptly shifted from wholesale channel to supermarkets (as a consequence of almost reduced to zero out-of-home/food service consumptions )
  - after the relaxing of lockdown, sales mix rebalanced but YTD supermarkets gained some market shares

### Segment Reporting Reshuffle

From Jan. 1<sup>st</sup>, 2020, Orsero adopted a renewed segment reporting scheme. The main effect is the shift of import business from *Import & Shipping*, now renamed **Shipping**, to *Distribution* BU, now renamed **Import & Distribution**. Historical data (2015-2018) have not been restated. See details in annex.

## Executive summary

M€	9M 2020	9M 2019	Total Change	
			Amount	%
<b>Net Sales</b>	788,7	748,3	40,5	5,4%
<b>Adjusted EBITDA</b>	39,2	28,2	11,0	38,9%
Adjusted EBITDA Margin	5,0%	3,8%+120 Bps.		
Adjusted EBIT	20,1	9,6	10,6	110,3%
<b>Adjusted Net Profit</b>	13,3	3,6	9,7	269,9%
Non-recurring items (net of tax)	( 1,4)	( 2,7)	ns	ns
Net Profit	11,9	0,9	11,0	1258,7%
<b>Adjusted EBITDA excl. IFRS 16(*)</b>	33,2	21,3	11,9	56,2%

M€	9M 2020	FY 2019
Net Invested Capital	275,3	277,8
Total Equity	160,6	150,9
Net Financial Position	114,7	126,9
NFP/Adj.EBITDA Ratio(*)	2,3	3,3
<b>Net Financial Position excl. IFRS 16(**)</b>	85,2	66,9
NFP/Adj.EBITDA Ratio excl. IFRS16(*)	2,1	2,3

- **Net sales 9M 2020 grow to 788,7 M€**, +40,5 M€ or +5,4% vs 9M 2019 (+4,2% at constant perimeter)
- **Adjusted EBITDA is up by 38,9% or +11 M€ , to 39,2 M€ compared to 28,2 M€** same period LY
  - Better margins across all operating BU
  - Adj. EBITDA excl. IFRS 16 is 33,2 M€, up by 11,9 M€/ +56,2%
- **Adjusted EBITDA margin stands at ~ 5%**, (+120 bps.)
- **Adjusted EBIT doubles to abt. 20,1 M€**, as a consequence of improved operating performances
- **Adjusted Net profit stands at 13,3 M€** vs 3,6 M€ of LY
- **Total Equity is equal to ~161 M€**
- **Net Financial Position Excl. IFRS 16(\*\*) is 85,2 M€** (Net Debt) or **114,7 M€** including IFRS 16 liabilities

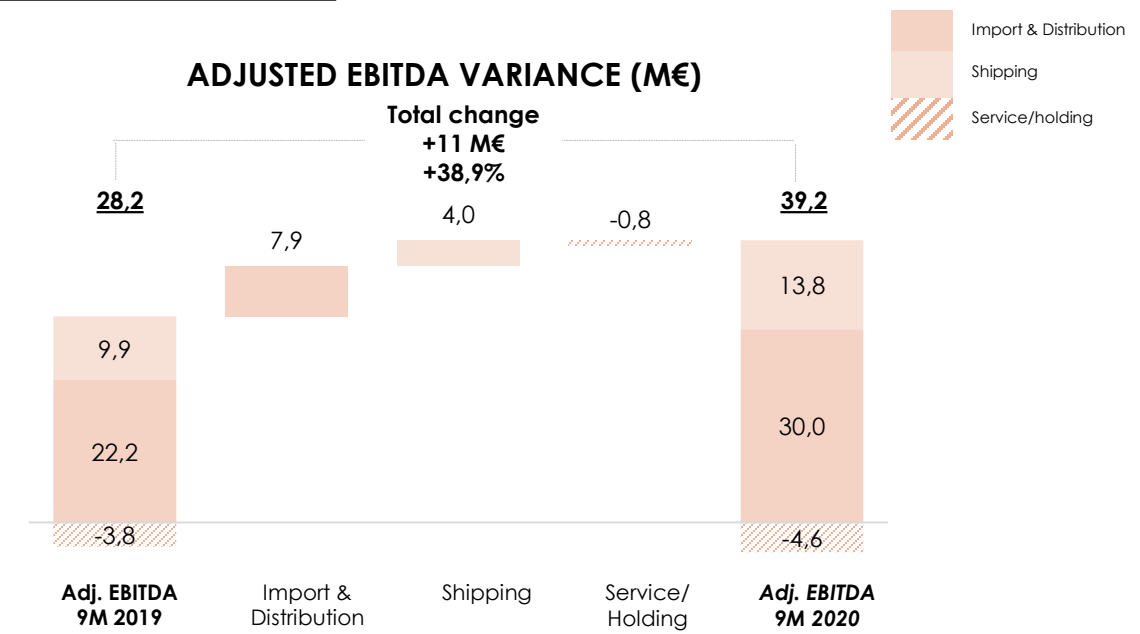
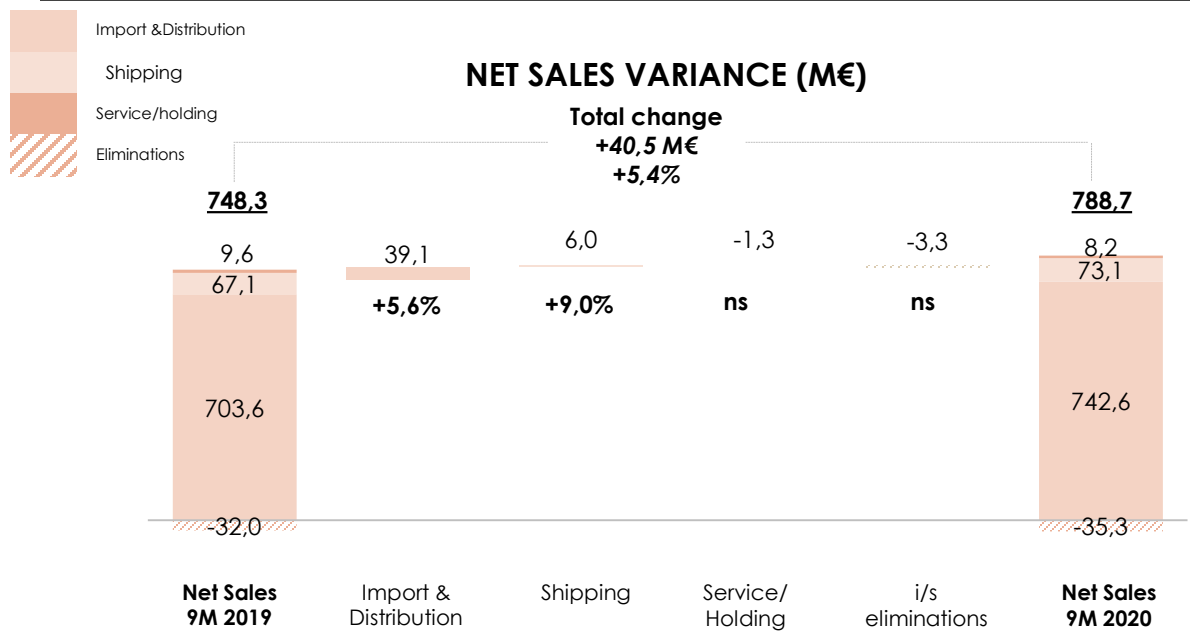
(\*) For the purpose of this ration the Adj. EBITDA figure is Trailing Twelve Months September

(\*\*) Data excluding the effect of IFRS 16 adoption, consisting chiefly in the recognition of incremental Adjusted Ebitda of abt. 6 M€ in 9M 2020 and abt. 7 M€ in 9M 2019 and incremental NFP of 29,5 M€ in 9M 2020 and 60 M€ in FY 2019





# Net Sales and Adj. Ebitda 9M 2020



**Net sales 9M 2020 are close to 789 M€, up by abt. 40 M€ or + 5,4% including M&A(\*)/+4,2% like for like**

- **Import & Distribution** is up abt. 5,6%, including M&A(\*) /+4,2% like-for like
  - ▶ Excellent sales momentum across all European markets
  - ▶ Declining sales in Mexican avocado and Banana/Pineapples Import
- **Shipping** improves by 9%,
  - ▶ The implementation of IMO 2020 regulations and the consequent deployment of a more refined and costly bunker fuel (0.5% sulphur content) drove the increase of freight rate until April
- **Service/Holding** sales decline slightly mainly due to the intercompany reallocation of brand royalties
- Inter-segment eliminations are 3,3 M€ higher than last year

**Adjusted EBITDA 9M 2020 is 39,2 M€, up by 11 M€, or 5% on sales vs 3,8% LY:**

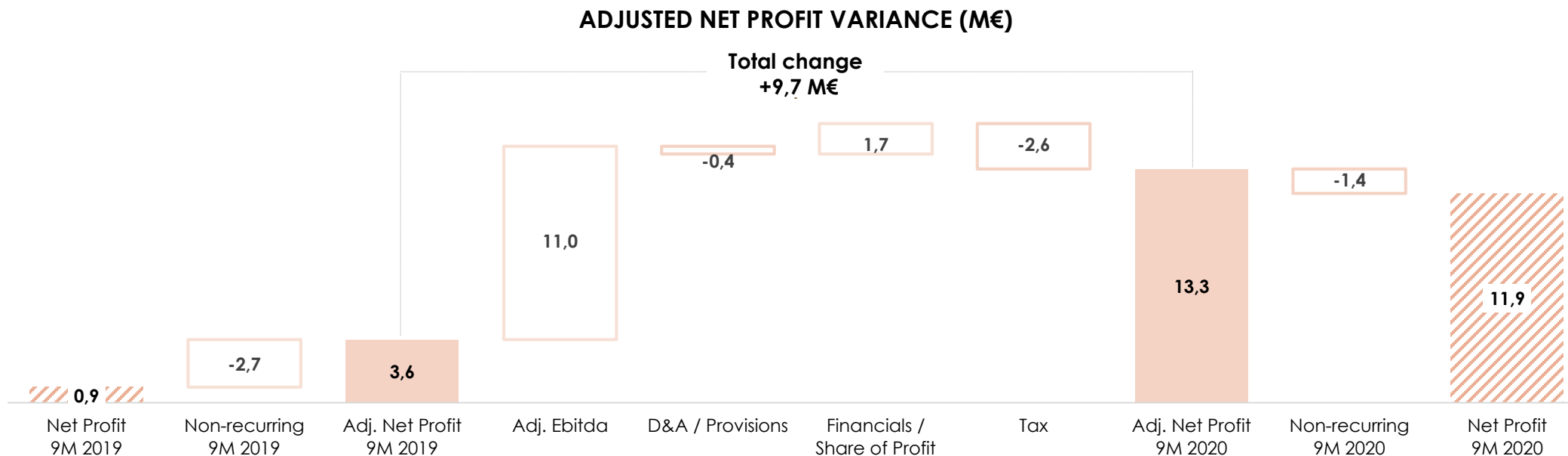
- **Import & Distribution** improves by 7,9 M€:
  - ▶ Outstanding performance of distribution operations in Italy, good improvements in Spain and strong recovery in France; still subdued margins of banana/pineapples at import stage and Mexican export of avocados
- **Shipping** confirms incremental returns and improves by 4,0 M€ :
  - ▶ better freight rate, volume stable and good load factor (93%)
  - ▶ Efficiency due to the sailing schedule implemented in 2019 (5 vessels instead of 4, 35 days for the round trip instead of 28 days)
- **Service/Holding** is down by 0,8 M€ due to lower intercompany rebilling

**Adjusted EBITDA excl. IFRS16(\*\*) 9M 2020** is equal to 33,2 M€ vs 21,3 M€, or 4,2% on sales vs 2,8% LY

(\*) Pro-rata revenues of companies acquired , net of I/co eliminations.

(\*\*) Data excluding the effect of IFRS 16 adoption, consisting chiefly in the recognition of incremental Adjusted Ebitda of abt. 6 M€ in 9M 2020 and abt. 7 M€ in 9M 2019 and incremental NFP of 29,5 M€ in 9M 2020 and 60 M€ in FY 2019

# Consolidated NET PROFIT



- Adjusted Net Profit 9M 2020**, excluding the non recurring impact and their tax effect, **is abt. 13,3 M€**,

  - Total increase is 9,7 M€ vs last year, chiefly due to higher operating margin balanced by higher D&A while financial items have a positive variance primarily due to positive effect on exchange rate of 1,14 M€ and better share of profit of JV/associated of 0,7 M€
- Non-recurring adjustments 9M 2020 equal to a loss of -1,4 M€, net of estimated tax,

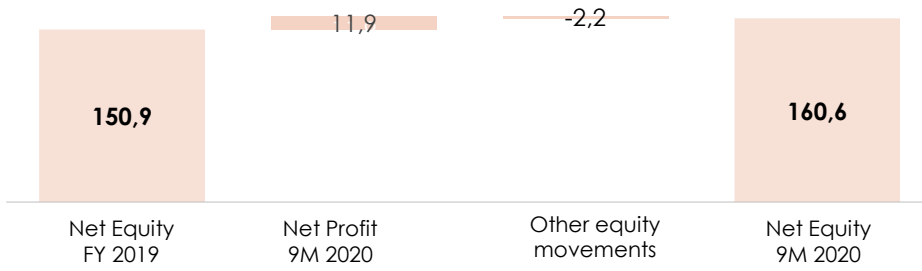
  - the amount consists of several items: Covid-19 related expenses, employee and litigations costs, positive accounting effect from IFRS 3 "step acquisition" related to Moncada acquisition, a one-off insurance fee to cover a long-time custom duties litigation.
- Net Profit 9M 2020 improved to 11,9 M€ versus 0,9 M€ in 9M 2019**





# Consolidated NET EQUITY and NFP

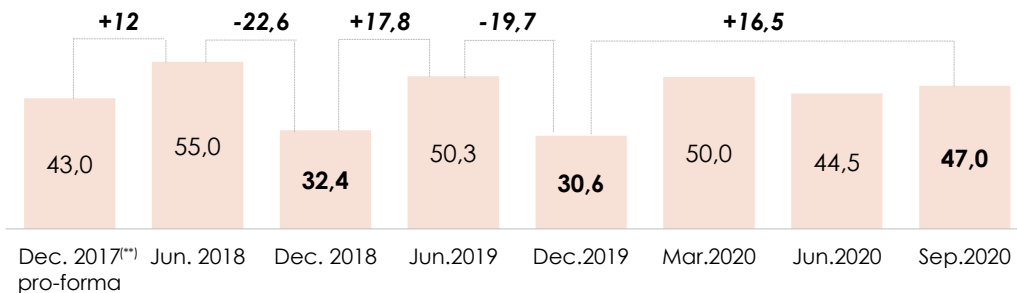
## NET EQUITY VARIANCE (M€)



## NFP EXCL. IFRS 16 VARIANCE - ILLUSTRATIVE (M€)



## COMMERCIAL NWC - SEASONAL EVOLUTION (M€)



### Total Shareholders' Equity is 160,6 M€:

- Net profit of the period contributes of circa 11,9 M€
- Other equity effects accounts for a negative impact of - 2,2 M€:
  - ▶ Main items: -0,7 M€ of share buy back, +1 M€ own shares transaction (Moncada), -0,5 M€ MTM change of hedging instruments, -1,8 M€ of forex on net equity of non-Euro subsidiaries
- In May 2020 was paid a dividend through the assignment of total of 246.298 treasury shares (ratio 1/69), with no effect on cash and Net Equity
- In Sep. 2020 176.825 own shares ( worth 1 M€ ) were assigned to Moncada Family as consideration for the acquisition of remaining 50% of Moncada Frutta.

### The Group NFP excl. IFRS 16, is abt. 85,2 M€, or 114,7 M€ with IFRS 16:

- **Positive cash flow generation, abt. 29 M€**
- **Commercial net working capital absorbed 16,5 M€**,
  - ▶ Due to sales growth and seasonal NWC swing (the absorption is mainly in Q1 with expected release at the end of Q4)
- **Operating Cash Capex<sup>(\*)</sup> are 12,4 M€**, for investments in core activities
  - ▶ 4,3 M€ due to the refurbishment/enlargement of Verona warehouse
  - ▶ 2,7 M€ of dry docking on 1 vessels and ballast water treatment equipment on all 4 vessels
  - ▶ 1,6 M€ mainly related to the implementation of a new ERP system
- **17,8 M€ (included taxes) for the purchase of 4 instrumental properties in Italy** (previously leased and used as warehouse/logistic platform).

### Liabilities related to IFRS 16 are equal to abt. 29,5 M€

- ▶ IFRS 16 liabilities as of Dec. 2019 were 60 M€, the reduction is due to the instrumental properties deal: the «right-of-use» and «debt» related to the leases of the acquired asset was abt. 27,5 M€ against an actual outlay of 17,8 M€. See detail in annex.

(\*) Noncash capex excluded from variance analysis: incremental IFRS 16 right-of-use equal to 2,1 M€ and goodwill increase of 1,6 M€.

(\*\*) 2017 Pro forma data reflect all the effects of the acquisition carried on during the year 2017. Limited to this purpose, the acquired companies have been assumed fully controlled from Jan. 1, 2017.

# HISTORICAL TREND AND OUTLOOK

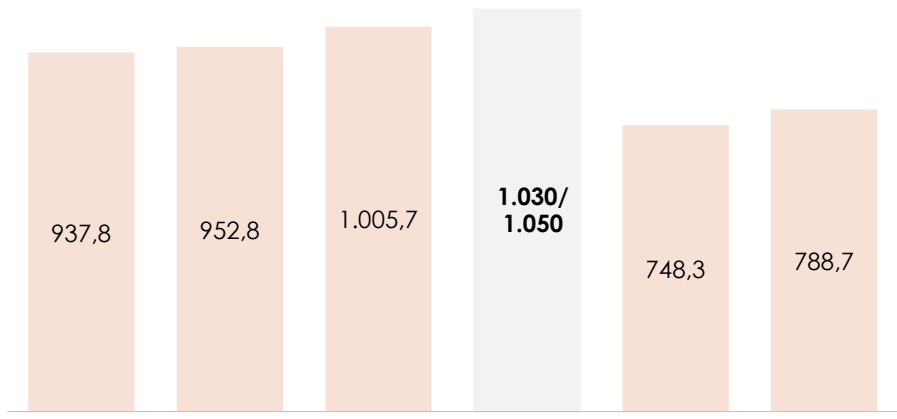






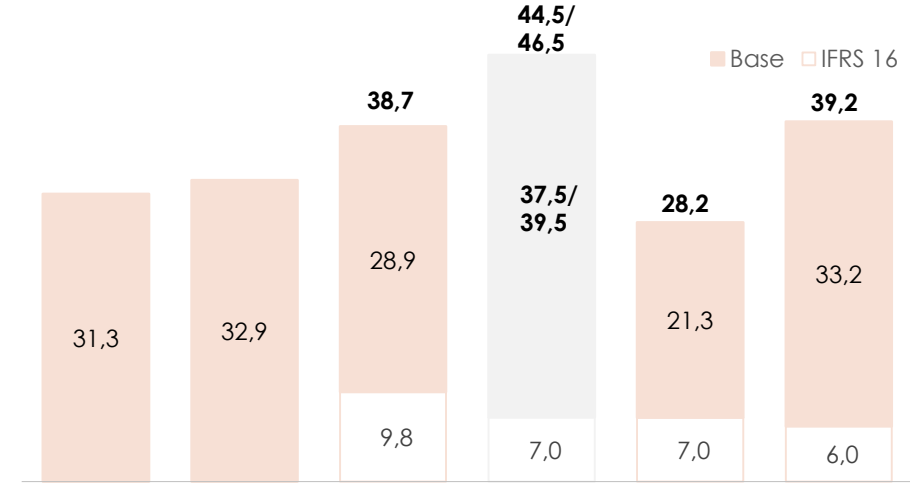
# Total Net Sales and Adj. Ebitda trend

NET SALES TREND (M€)



	Dec. 2017 pro-forma (*)	Dec. 2018	Dec. 2019	Guidance 2020	Sep. 2019	Sep. 2020
Total y.o.y.	+36,9%	+1,6%	+5,6%	+2,4%/4,4%		+5,4%
like-for-like y.o.y.	+3,2%	+1,6%	+4,5%			+4,2%

ADJ. EBITDA TREND (M€)



	Dec. 2017 pro-forma (*)	Dec. 2018	Dec. 2019	Guidance 2020	Sep. 2019	Sep. 2020
Ebitda Margin	3,3%	3,4%	3,8%	4,2%/4,4%	3,8%	5,0%

- **Steady Sales growth over the last 3 years**
  - Total growth +13,7% Cagr 2016-2019
  - like-for like growth +3,1% on average (2017 proforma - 2019)
- **Very positive trend in 2020**
  - Total growth +5,4%
  - like-for like growth +4,2%

- **Robust Adj. Ebitda margin**
  - 3,5% on average (2017 proforma - 2019)
  - 9,8 M€ of positive IFRS 16 effect in 2019
- **Outstanding Adj. Ebitda result 9M 2020**

(\*) 2017 Pro forma data take into account all the effects of the acquisition carried on during the year 2017. Limited to this purpose, the acquired companies have been assumed fully controlled from Jan. 1, 2017.

# Actual 9M 2020 and Guidance 2020 - Confirmed



	ACTUAL 9M 2020	GUIDANCE FY 2020	ACTUAL FY 2019
Net Sales	788,7	1.030/1.050 M€	1.006
<i>% chg. vs previous period</i>	+5,4%	+2,4%/+4,4%	
Adj. EBITDA excl. IFRS 16	33,2	37,5/39,5 M€	28,9
<i>% chg. vs previous period</i>	+56,2%	+30%/+37%	
Adj. EBITDA	39,2	44,5/46,5 M€	38,7
<i>% chg. vs previous period</i>	+38,9%	+15%/+20%	
NFP excl. IFRS 16	85,2	70/ 75 M€	66,9 M€
NFP Reported	114,7	100/105 M€	126,9 M€

- **Actual 9M 2020 P&L Results are slightly better than expected at this stage of the year thanks to an exceptional Q3**
- **Q4 will cope with a volatile and challenging business conditions due to Covid-19 2<sup>nd</sup> wave**
- **FY Guidance is confirmed, aiming at reaching the highest end of the range**





# INVESTMENT CASE ORSERO

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## NUMBERS

- ✓ Southern Europe Leader in Import and Distribution of fresh fruit & vegetables (F&V) | +1 Bln. € of Net Sales FY2019
- ✓ Sector Top-tier Ebitda Margin | 3,8% Adj. Ebitda Margin FY2019
- ✓ Sound Financial Structure | Strong Cash Conversion | Since listing in 2017 constant dividend distribution

## PEOPLE

- ✓ Top Management balances sector-specific insights with businesswise competencies as human dimension is crucial in F&V sector
- ✓ +1.500 expert and passionate people at work globally

## BUSINESS MODEL

- ✓ Long-standing, collaborative partnership with +1.500 growers all over the world and +10.000 customers in Europe
- ✓ Wide and complete product range (+300 Products) | Distinguished positioning in counter season and exotic fruits | Proprietary brand "F.lli Orsero" for top quality produce
- ✓ Capillary and multichannel distribution network widespread in Southern Europe

## MARKET

- ✓ Fresh F&V market resilient | Orsero Sales growth overperformed (+3,1% l-f-l growth avg. 2019/2017)
- ✓ Significant M&A track record in the last 4 years | Ongoing scouting for new M&A



# Mid-long term strategy

## ORSERO

The Group's strategy is to keep focusing on its core business, with particular regard to fresh fruit and vegetables, strengthening its competitive position in southern Europe, while maintaining a solid financial and asset structure.

## IMPORT & DISTRIBUTION SEGMENT

In the coming years, the Import & Distribution BU revenue growth drivers will be:

- **organic growth**, which in turn is based on some development guidelines:
  - ▶ **limited but steady increase of consumption** of fresh Fruit and Vegetables,
  - ▶ **consolidation** of the **European distribution** market,
  - ▶ development of products with a greater level of "**convenience**"/ **service** such as fresh-cut fruit, portioned and prewashed fruit, exotic fruit and fresh smoothies.
- **growth by external lines**:
  - ▶ **acquisitions in the distribution sector**;
  - ▶ investment in companies specialized in **market segments or high potential product lines**
- **reduction of the dependence on bananas**, by increasing the weight of the other products.
  
- **Import, to maintain the current position in green banana and pineapples**,
  - ▶ search for attractive partnerships with growers
  - ▶ monitoring of EUR/USD exchange rate;

Medium-long term: increase from ~1% to ~10% the share of distribution sales from all **new and added-value product** families

## SHIPPING

Shipping, to **preserve the value of the ship** and trying to **mitigate the exposure to the operational risks** of this activity:

- execution of the mandatory maintenance cycles (Dry-dock),
- Reduction of fuel consumption,
- BAF Clause (freight rate adjustment on fluctuation of fuel costs)

**IMO – MARPOL 2020(\*), is effective from 1 Jan. 2020:**

- the Group's refer vessels are burning bunker fuel compliant with new regulations (i.e. Sulphur content <0,5%)

(\*) Environmental regulation promoted by the IMO to curb Sulphur emission, further information to the link: <http://www.imo.org/en/mediacentre/hottopics/pages/sulphur-2020.aspx>



# APPENDIX





# NEW BUSINESS SEGMENTS 2020 - Details

## Business Unit reshuffle implemented since 1/1/2020:

- **Ex Distribution:** also the companies active in the **import of bananas and pineapples** (especially Simba) join the BU and it will be renamed "**Import and Distribution**"
- **Ex Import & Shipping:** as a consequence of the above described reallocation, the BU is renamed "**Shipping**", being now concentrated exclusively on ship owning, serving the Group and third parties (approx. 50% -50%)
- **Services: unchanged**, except for the divestiture from a small company in the container maintenance business (VCS).

This reorganization reflects the increasing **interconnection** between the **banana and pineapple import business and the distribution business**: 85% of the revenues relating to this business are developed through the Group's distribution network; in addition.

The new business segmentation will bring a simplification in the understanding of the BU data, reducing the amount of intra-segment revenues originated in the past from Simba and, thus, the elimination among Group's different BU's.

### SHIPPING

- The sector is made up essentially of Cosiarma (ship owning company) and its subsidiary in Costa Rica.
- It mainly deals with the **reefer maritime transport of bananas and pineapples** between Central-South America and South Europe (mainly carried out with owned ships), as well as some marginal activities such as the transport of dry containers and the management of a container park for third parties .
- The shipping business is ancillary to the importation of bananas and pineapples. ~ 50% of transported volume, while the remaining space is sold to 3<sup>rd</sup> parties.

### IMPORT & DISTRIBUTION

- Under this BU are gathered the companies operating in the import and **distribution of wide range of imported and local fresh produce** through a **distinctive geographical presence** in Southern – EU.
- The distribution network consists of more than **20 ripening centres, logistic platforms for cool storage and re-packing** of fruit and veg, along with **5 fresh cut processing facilities** and several **sales outlets in wholesale markets**.
- The group is also directly present in the **export of avocados from Mexico** by means of a small farm and of an important packing house.
- The **Import of banana and pineapple** is the main integrated supply-chain within the Group, providing 52-weeks a year the distributing companies thanks to a network of **long-term relationships with main independent producers** in Central-South America.

### SERVICE

- the Service segment is residual and comprises the parent company Orsero (strategic coordination and promotion/marketing of "F.lli Orsero" brand) and some companies engaged in providing ancillary services (ICT and Customs clearance).

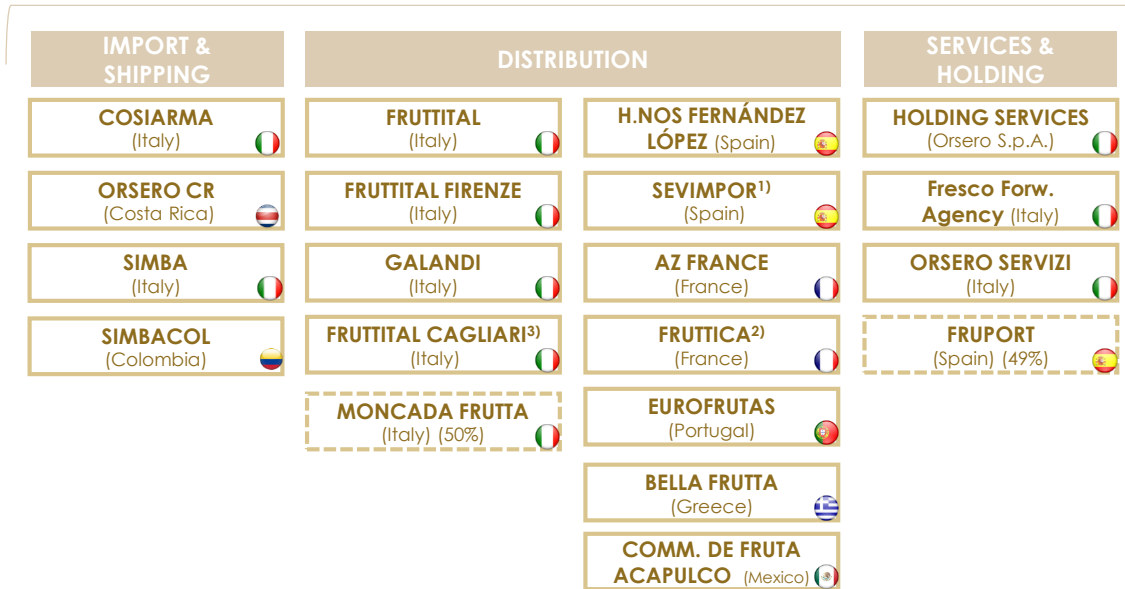




# Condensed Company structure

## OLD BUSINESS SEGMENTS UP 31.12.2019

### ORSERO SPA

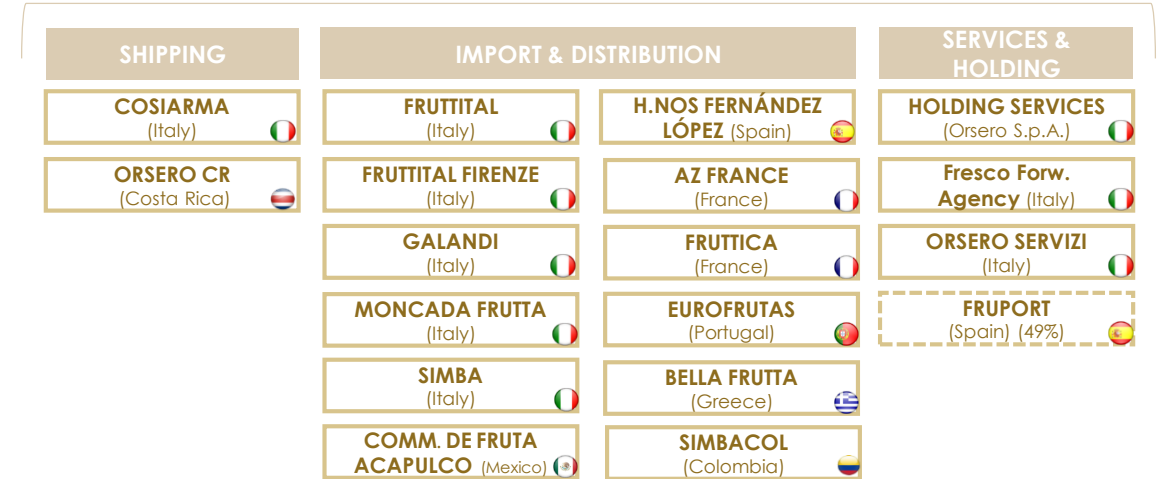


Line by Line Consolidation

Equity Method

## NEW BUSINESS SEGMENTS

### ORSERO SPA



- Simplification effective **from 1 Jul. 2020** : *Fruttital Cagliari* merged into **Fruttital**; *Sevimpor* merged into **Hermanos Fernández López** .
- The company structure will be further streamlined through the merger of *Fruttital Firenze* into **Fruttital** (2021).
- Orsero announced on **29 July 2020** the acquisition of remaining 50% of **Moncada Frutta**, the company enters the consolidation scope (line-by-line consolidation) from July 2020 onwards.

Note: This slide is an illustrative and simplified company structure showing only the main operating subsidiaries/associates/joint ventures of Orsero Group. If not otherwise specified the companies are intended as wholly owned by the Group.

(1) Acquisition of 100% in Jan. 2019. Line-by-Line consolidation from 1 Jan 2019.  
 (2) Acquisition of 100% in Mar. 2019. Line-by-Line consolidation from 1 April 2019.  
 (3) Acquisition of 75% in Jul. 2019 (25% already owned by the Group). Line-by-Line consolidation from 1 July 2019.



## MAIN 2020 TRANSACTIONS

### PURCHASE OF 4 INDUSTRIAL PROPERTIES IN ITALY

#### PROPERTIES DESCRIPTION:

- The 4 buildings have a total area of ~ **34,200 m2** and are already deployed as logistic platform by Fruttital, the main distributing company of Orsero Group, under a lease agreement (stipulated in 2015 and expiring in 2035) at an **annual rent of 2.1 M€**.

#### TRANSACTION CONDITIONS

- The selling party is Nuova Beni Immobiliari S.r.l., is a related party of Orsero(\*);
- Purchase price equal to ~ **18 M€** was paid at the sign off in January 2020 and financed by 15 M€ of 10-Y mortgage loan and, for the remainder, by Group's own resources.

#### MAIN IMPACT

- The **NFP including the effect of IFRS 16 will decrease by abt. 10 M€** due to the difference between the "right of use" value of the properties (equal to approx. 27.5 M€) and the consideration paid (~ 18M€) .
- **Adjusted Ebitda excl. IFRS16 will increase by 2,1 M€** but is **neutral in respect to the Adjusted Ebitda including IFRS 16**.
- Over the period 2020-2035 the overall benefit on Net Results will be on average abt. 1 M€/year.

### MONCADA FRUTTA

#### TARGET DESCRIPTION:

- **Moncada Frutta SRL**, based in Ispica/Ragusa (Italy), is active in banana ripening and distribution of fresh fruit and vegetables in Sicily.
- 1 logistic platform of a abt. 1.800 m2, equipped with ripening rooms , cool storages and a packing area;
- Total sales FY 2019 abt.16,8 M€, with an **Adjusted EBITDA of 0,7 M€** and substantially neutral NFP.

#### TRANSACTION CONDITIONS:

- Acquisition of remaining 50% of the share capital, since 2011 Orsero already held a 50% stake therefore Moncada Frutta is fully owned and consolidated line-by-line from July 2020;
- The consideration for the acquisition is mixed in Orsero's share and in cash :
  - ▶ a fixed component of 176.825 Orsero shares, equal to 1.0% of Orsero's share capital, assigned on the execution date;
  - ▶ a variable and deferred component of maximum 0,5 M€ , to be paid in 3 equal annual instalments subject to the fact that in the reference financial statements of Moncada Frutta there is a profit distributable to shareholders (the financial statements may also be related to non-consecutive years as long as not after the 2029).

(\*) Given the size of the transaction, it is qualified as a "transaction of greater importance with related parties". In this respect, an information document pursuant to art. 5 of Consob Regulation no. 17221/2010 is available to the public on the corporate website ([www.orserogroup.it](http://www.orserogroup.it)).





# Consolidated Income Statement

Amounts in €/000	9M 2020 Excl. IFRS 16*	%	IFRS 16 Effect	9M 2020 Reported	%	9M 2019 Reported	%	Reported 31/12/2019	%	Reported 31/12/2018	%
<b>Net sales</b>	<b>788.709</b>	<b>100,0%</b>	-	<b>788.709</b>	<b>100,0%</b>	<b>748.252</b>	<b>100,0%</b>	<b>1.005.718</b>	<b>100,0%</b>	<b>952.756</b>	<b>100,0%</b>
- cost of goods sold	(720.971)	-91,4%	442	(720.529)	-91,4%	(689.735)	-92,2%	(927.927)	-92,3%	(874.801)	-91,8%
<b>Gross Profit</b>	<b>67.738</b>	<b>8,6%</b>	<b>442</b>	<b>68.180</b>	<b>8,6%</b>	<b>58.517</b>	<b>7,8%</b>	<b>77.792</b>	<b>7,7%</b>	<b>77.956</b>	<b>8,2%</b>
- overheads	(49.721)	-6,3%	74	(49.647)	-6,3%	(50.833)	-6,8%	(67.693)	-6,7%	(67.016)	-7,0%
- other income and expenses	(1.614)	-0,2%	133	(1.481)	-0,2%	(1.905)	-0,3%	(1.720)	-0,2%	412	0,0%
<b>Operating Result (Ebit)</b>	<b>16.403</b>	<b>2,1%</b>	<b>649</b>	<b>17.052</b>	<b>2,2%</b>	<b>5.780</b>	<b>0,8%</b>	<b>8.378</b>	<b>0,8%</b>	<b>11.352</b>	<b>1,2%</b>
- net financial items and exch. rate	(1.519)	-0,2%	(754)	(2.273)	-0,3%	(3.298)	-0,4%	(4.623)	-0,5%	(2.461)	-0,3%
- net result from equity investments	813	0,1%	-	813	0,1%	835	0,1%	959	0,1%	1.163	0,1%
- Share of net profit of associated/JV	633	0,1%	-	633	0,1%	(60)	0,0%	751	0,1%	1.187	0,1%
<b>Profit before tax</b>	<b>16.329</b>	<b>2,1%</b>	<b>(106)</b>	<b>16.224</b>	<b>2,1%</b>	<b>3.257</b>	<b>0,4%</b>	<b>5.465</b>	<b>0,5%</b>	<b>11.241</b>	<b>1,2%</b>
- tax expenses	(4.307)	-0,5%	-	(4.307)	-0,5%	(2.380)	-0,3%	(3.201)	-0,3%	(3.239)	-0,3%
<b>Net profit</b>	<b>12.022</b>	<b>1,5%</b>	<b>(106)</b>	<b>11.916</b>	<b>1,5%</b>	<b>877</b>	<b>0,1%</b>	<b>2.264</b>	<b>0,2%</b>	<b>8.002</b>	<b>0,8%</b>
<b>INCOME STATEMENT ADJUSTMENTS:</b>											
<b>ADJUSTED EBITDA</b>	<b>33.210</b>	<b>4,2%</b>	<b>6.028</b>	<b>39.238</b>	<b>5,0%</b>	<b>28.242</b>	<b>3,8%</b>	<b>38.706</b>	<b>3,8%</b>	<b>32.857</b>	<b>3,4%</b>
D&A	(12.649)	-1,6%	(5.379)	(18.028)	-2,3%	(17.225)	-2,3%	(23.707)	-2,4%	(13.673)	-1,4%
Provisions	(1.068)	-0,1%	-	(1.068)	-0,1%	(1.440)	-0,2%	(2.046)	-0,2%	(1.706)	-0,2%
LTI Plan	-	0,0%	-	-	0,0%	-	0,0%	-	0,0%	(2.142)	-0,2%
Non recurring Income	80	0,0%	-	80	0,0%	636	0,1%	820	0,1%	279	0,0%
Non recurring Expenses	(3.170)	-0,4%	-	(3.170)	-0,4%	(4.433)	-0,6%	(5.395)	-0,5%	(4.263)	-0,4%
<b>Operating Result (Ebit)</b>	<b>16.403</b>	<b>2,1%</b>	<b>649</b>	<b>17.052</b>	<b>2,2%</b>	<b>5.780</b>	<b>0,8%</b>	<b>8.378</b>	<b>0,8%</b>	<b>11.352</b>	<b>1,2%</b>

(\*) Data excluding the effect of IFRS 16 adoption, consisting chiefly in the recognition of incremental Adjusted Ebitda of abt. 6 M€ in 9M 2020 and abt. 7 M€ in 9M 2019 and incremental NFP of 29,5 M€ in 9M 2020 and 60 M€ in FY 2019



# Consolidated Statement of Financial Position

Amounts in €/000	9M 2020 No IFRS 16	IFRS 16 Effect	9M 2020 Reported	31/12/2019 Reported
- goodwill	48.426	-	48.426	46.828
- other intangible assets	5.995	-	5.995	5.145
- tangible assets	138.274	29.008	167.282	181.722
- financial assets	6.653	-	6.653	8.117
- other fixed assets	5.171	-	5.171	5.401
- deferred tax assets	7.956	-	7.956	9.122
<b>Non-Current Assets</b>	<b>212.475</b>	<b>29.008</b>	<b>241.483</b>	<b>256.336</b>
- inventories	39.940	-	39.940	36.634
- trade receivables	142.377	-	142.377	121.439
- current tax receivables	14.645	-	14.645	16.971
- other current asset	15.172	-	15.172	11.066
- cash and cash equivalent	45.843	-	45.843	56.562
<b>Current Assets</b>	<b>257.977</b>	-	<b>257.977</b>	<b>242.672</b>
<b>Assets held for sale</b>	-	-	-	-
<b>TOTAL ASSETS</b>	<b>470.453</b>	<b>29.008</b>	<b>499.461</b>	<b>499.008</b>

Amounts in €/000	9M 2020 No IFRS 16	IFRS 16 Effect	9M 2020 Reported	31/12/2019 Reported
- share capital	69.163	-	69.163	69.163
- reserves	79.410	(372)	79.038	79.036
- net result	11.911	(103)	11.808	2.022
<b>Group Equity</b>	<b>160.484</b>	<b>(475)</b>	<b>160.008</b>	<b>150.221</b>
Non-Controlling Interest	603	(6)	597	710
<b>TOTAL SHAREHOLDERS' EQUITY</b>	<b>161.087</b>	<b>(481)</b>	<b>160.605</b>	<b>150.931</b>
- non-current financial liabilities	88.540	23.056	111.596	131.583
- other non-current liabilities	254	-	254	349
- deferred tax liabilities	5.097	-	5.097	5.216
- provisions for risks and charges	4.720	-	4.720	4.345
- employees benefits liabilities	9.413	-	9.413	9.422
<b>NON-CURRENT LIABILITIES</b>	<b>108.024</b>	<b>23.056</b>	<b>131.080</b>	<b>150.915</b>
- current financial liabilities	42.507	6.433	48.940	51.897
- trade payables	135.288	-	135.288	127.523
- current tax and social security liabilities	8.428	-	8.428	6.400
- other current liabilities	15.119	-	15.119	11.343
<b>CURRENT LIABILITIES</b>	<b>201.342</b>	<b>6.433</b>	<b>207.775</b>	<b>197.162</b>
<b>Liabilities held for sale</b>	-	-	-	-
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>470.453</b>	<b>29.008</b>	<b>499.461</b>	<b>499.008</b>





## DEFINITIONS & Symbols

- Y.o.y. = year on year,
- Abt. = about
- Adjusted ebitda = Earning Before Interests Tax, Depreciation and Amortization excluding non-recurring items and figurative costs related to LT incentives
- AGM = Annual General Meeting
- Approx. = Approximatively
- BAF = Bunker Adjustment Factor
- BC = Business Combination
- BoD = Board of Directors
- Bps. = basis points
- BU = Business Unit
- D&A = Depreciations and Amortizations
- EBIT = Earnings Before Interests Tax
- EBITDA = Earnings Before Interests Tax Depreciations and Amortizations
- Excl.= exuding
- F&V = Fruit & Vegetables
- FTE = Full Time Equivalent
- FY = Full Year
- 9M = first half (i.e. period 1/1/2019 – 30/6/2019)
- H2= second half (i.e. period 1/7/2019-31/12/2019)
- I/co = Intercompany
- LFL = Like for like
- LTI = Long- Term Incentive
- M&A = Merger and Acquisition
- MLT = Medium Long Term
- MTM = Mark to market
- NFP = Net Financial Position, if positive is meant debt
- NS = Not significant
- PBT = Profit Before tax
- Pit. = Pallet
- PY = previous year or prior year
- SPAC = Special Purpose Acquisition Company
- TTM = Trailing 12 months
- YTD = Year to date
- 9M = First nine months (e.g. YTD September)
- **M** = million
- **K** = thousands
- **€** = EURO
- **,** (**comma**) = **separator of decimal digits**
- **.** (**full stop**) = **separator of thousands**



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