



TINEXTA

Think Next



# Euronext STAR Conference 2023

## Company Presentation

Milan - March 2023

Welcome & Agenda

# Disclaimer

This company presentation includes:

- forward-looking data based on internal management assumptions that are subject to material changes, including changes due to external factors beyond the Group's control
- management data, when presented, are identified as such

Business unit data are divisional and do not include the elimination of intra-BU items, which are instead eliminated at a Group level.

For detailed information on Tinexta S.p.A., it is recommended to refer to the company's documentation, including the latest interim reports and the Company's financial statements.

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# Company Overview



# Management Team



**Oddone Pozzi**  
Chief Financial Officer

- Group CFO and Board Member Mondadori Group
- Co-CEO Giochi Preziosi
- CFO Ventaglio Group
- Chief of Administration, Control & Services Enel Business Area Gas
- Degree in Economics & Commerce from Bocconi University



**Pier Andrea Chevallard**  
**GM & Chief Executive Officer**

- Former CEO of Tecno Holding
- General Secretary of the Milan Chamber of Commerce
- Director of Promos (Specialized structure of the Milan Chamber of Commerce to promote international commerce)
- Managing Director of Parcam.
- Member of the Board of Directors of Fiera Milano
- Degree in Political Science from the University of Turin



**Josef Mastragostino**  
Chief Investor Relations Officer

- Head of Investor Relations Gamenet & PMO
- IGT (Director Investor Relations)
- TREVI Group (Investor Relations Manager)
- Lottomatica (Investor Relations).
- BBA from City University of New York, MS from LUISS University, MBA from Cornell University, and Value Investing Columbia Business School, Columbia University in New York



# Tinexta's history – milestones



# Reached all planned targets

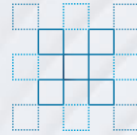
LEGEND

- Results 2022
- Guidance 2023

KEY NUMBERS

REVENUES ✓	EBITDA Adj. ✓	NFP/EBITDA Adj. ✓	Net Profit	Adj. FCF
€357M; +18% vs 2021	€95M; +24% vs 2021	0.8x	€78M	€49M
+11-15% vs PY	+8-12% vs PY	Cash positive		

## Digital Trust



Refers to IT solutions for digital identity and the dematerialization of processes according to the applicable legislation

Products and services such as certified electronic mail, electronic archiving, digital signature, electronic invoicing, and solutions for the secure and simplified transmission of legal and financial documents.

Revenues	Margin	EBITDA Adj.
€157M	30%	€47M
+20%	+200bps	+30%

(vs PY)

## Cybersecurity



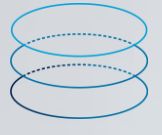
Strategic infrastructure and a key asset for the protection of citizens and their "social economy"

National cybersecurity hub, with custom and proprietary solutions for the mitigation and governance of risks related to the digital sector, pursuing the evolution of platforms and offer controls, as well as innovation profiles.

Revenues	Margin	EBITDA Adj.
€78M	13%	€10M
+6%	=	+2%

(vs PY)

## Business Innovation



Through Co.Mark and Warrant Group, offers a consultancy platform to SMEs to support them in phases of manufacturing growth, digital marketing and expansion of commercial activities, including abroad.

Revenues	Margin	EBITDA Adj.
€126M	41%	€52M
+28%	~	+23%

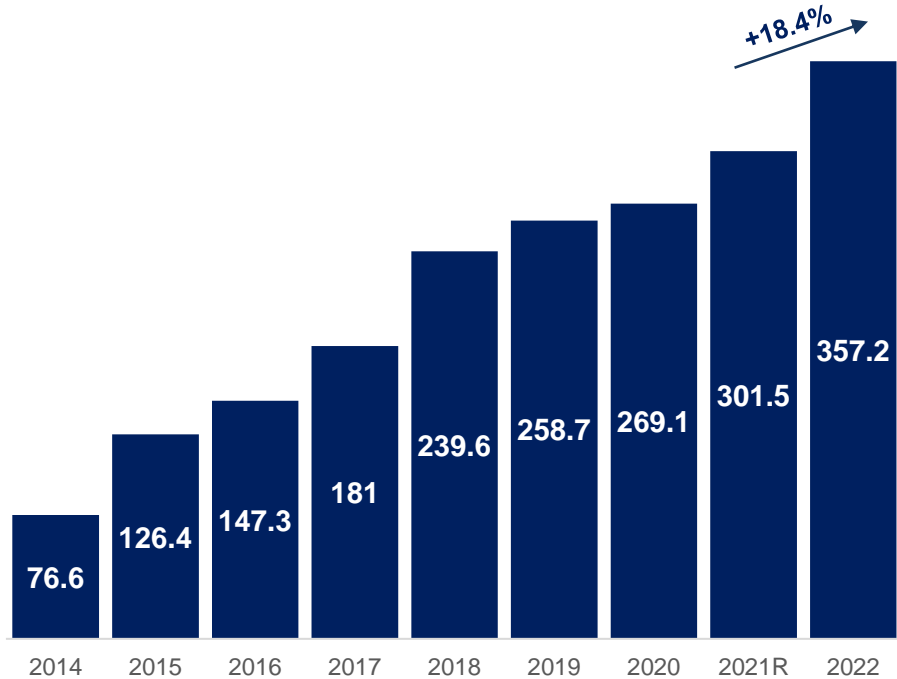
(vs PY)

# 2022 Consolidated Results

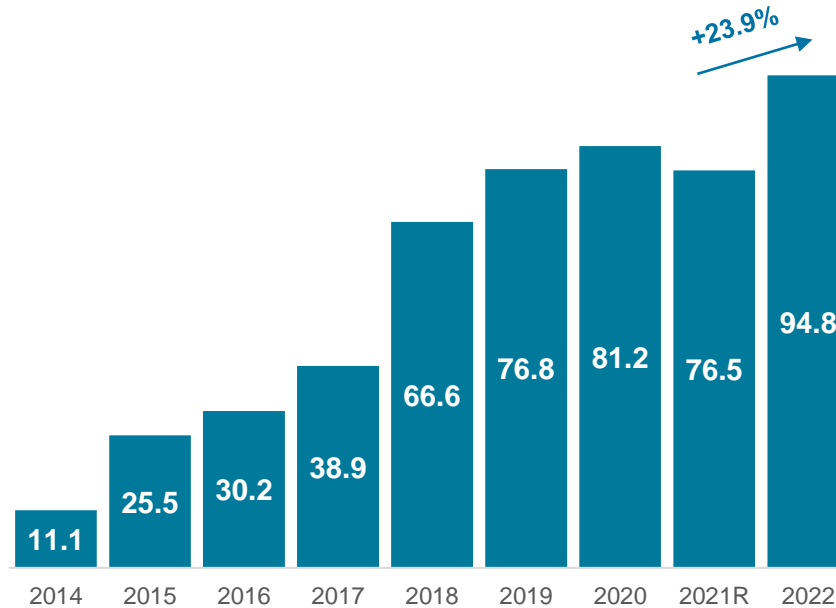
Tinexta Group's Revenues grew at a 21.2% CAGR from 2014 to 2022. EBITDA Adjusted grew at a 30.7% CAGR over the same period.

€ M

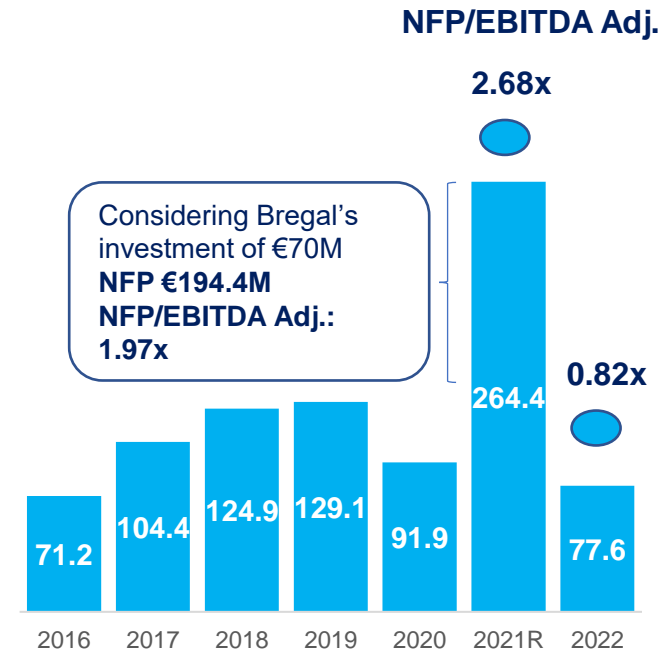
Revenues



EBITDA Adjusted



NFP



R = Restated after sale of CIM; NFP restated for the completion of the business combination relating to CertEurope

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# FY 2022 Results



# Key data

EBITDA ADJUSTED

€ 94.8 M  
+24% vs PY

REVENUES

€ 357.2 M  
+18% vs PY

NET PROFIT

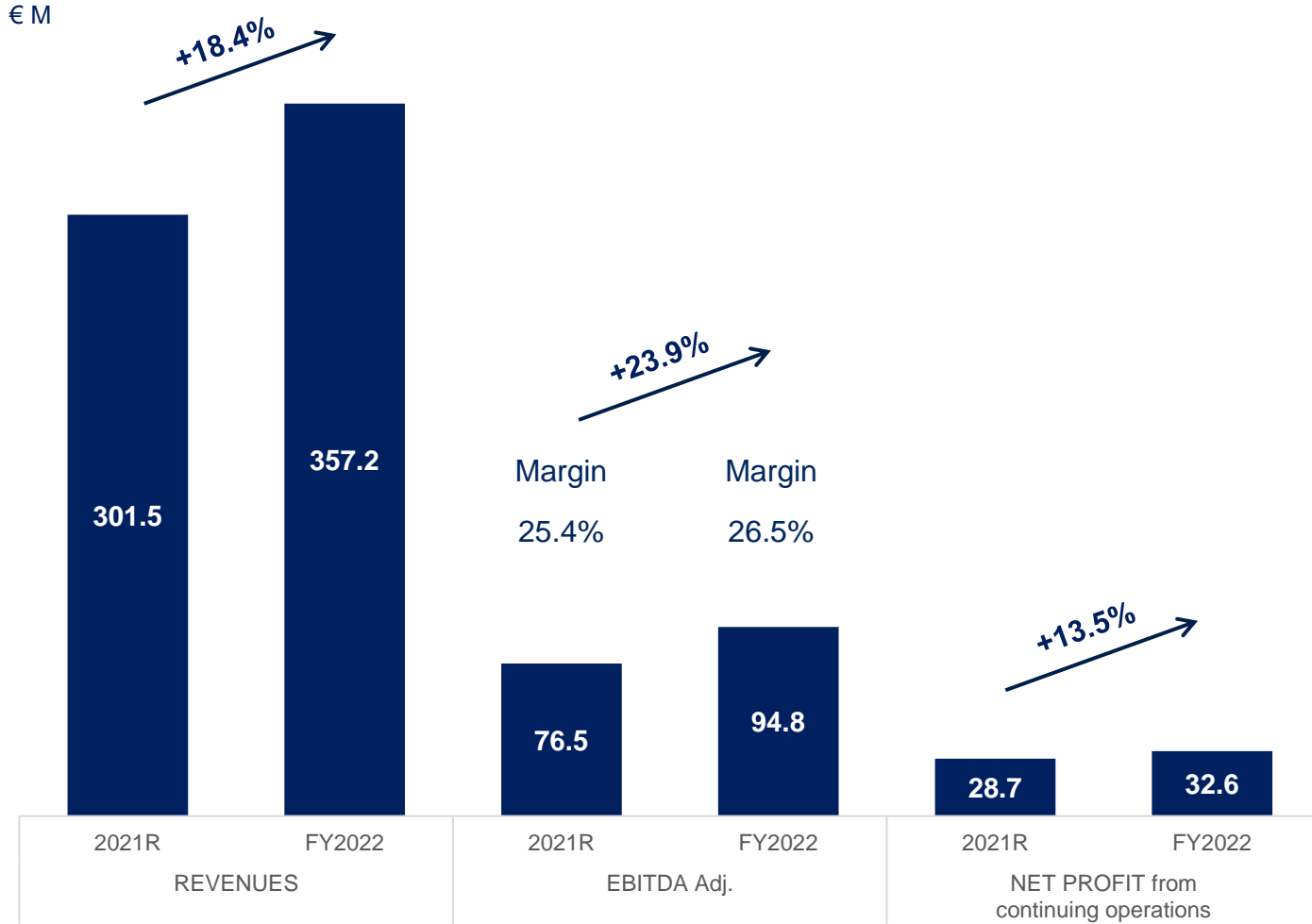
€ 78.1 M  
+102% vs PY

NFP

€ 77.6 M

Results at 31/12/2022

# 2022 Consolidated Results



FY 2022 results show Revenues of €357.2 million euros, EBITDA Adjusted of €94.8 million euros and Net Profit of €78.1 million euros.

Growth was registered both in Revenues (c. +18%) and EBITDA Adjusted (c. +24%)

EBITDA Adjusted amounted to 94.8 million euros up from 76.5 million in PY

EBITDA reported was 86.3 million euros

EBITDA Adjusted margin was 26.5% (vs 25.4% in PY)

Net Profit came in at €78.1 million euros growing 102% vs 2021 mostly on capital gains from the disposal of the CIM's BU

Net Profit from continuing operations was equal to 32.6 million euros, growing 13.5%

Adjusted Free Cash Flow from continuing operations was 49.5 million euros

# 2022 Consolidated Results

Achieved sound results in a very complex year. The macroeconomic environment strongly deteriorated vs PY (when guidance was issued) and notwithstanding adverse markets – characterized mostly by stop and go customer investments – we reached planned targets.

## REVENUES

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**€357M**                      **+18%**

High double digit solid growth

Strong contribution from Digital Trust and Business Innovation, which both posted revenues upward of 20% vs PY

## EBITDA Adjusted

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**€95M**                      **+24%**

Robust operating leverage

Reached historical high in Digital Trust (posting a 30% margin), stable marginality in Business Innovation (at a very healthy 41% margin), Cybersecurity managed to reach mid teens marginality

## ADJUSTED FREE CASH FLOW

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**€49M**

Cash conversion >50%

Noticeable results, even more so considering current economic scenario



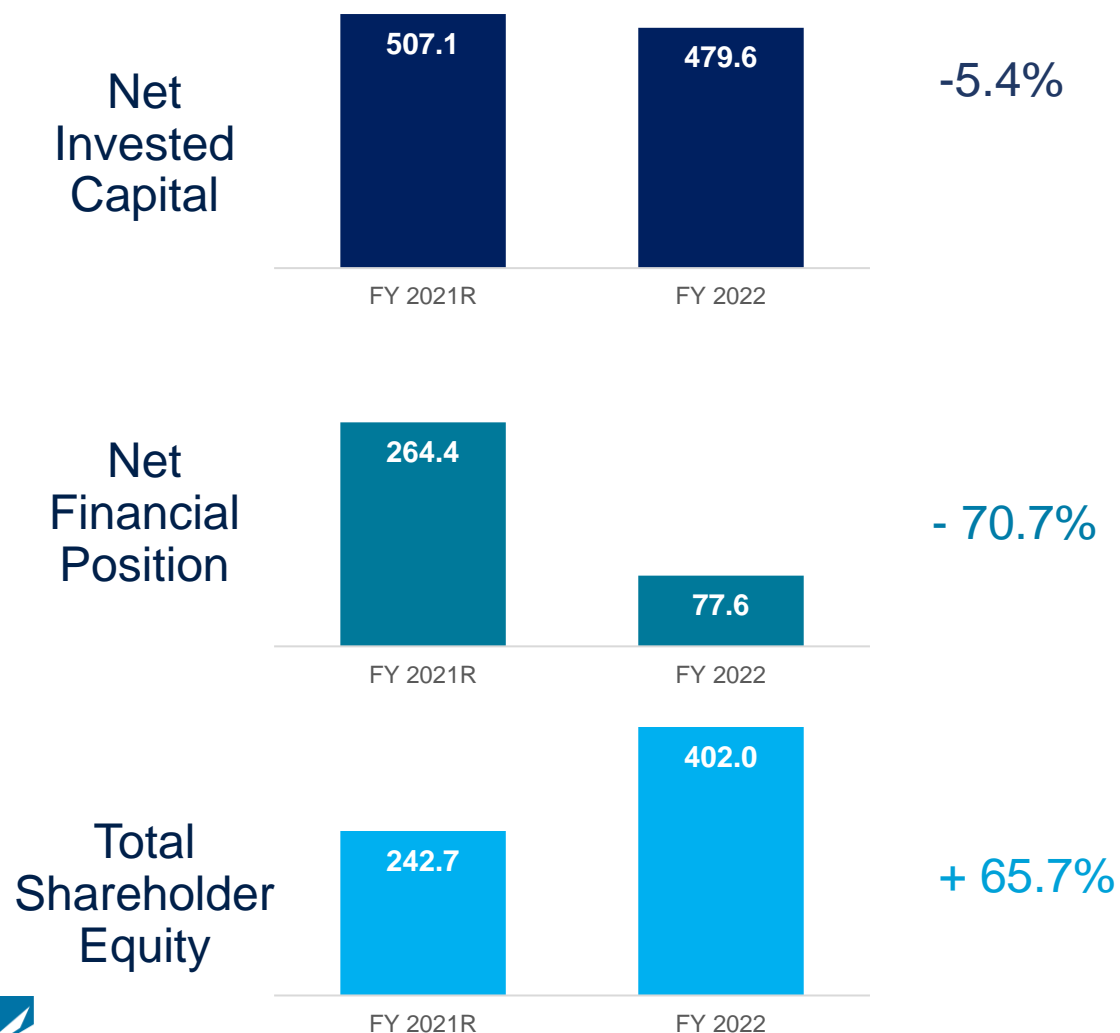
# 2022 Consolidated Results – Income Statement

€ M	2022	%	2021	%	2022 on 2021	%	W/Acquisitions		LFL 2021	
							Δ	Δ%	Δ	Δ%
<b>Revenues</b>	<b>357.2</b>	<b>100.0%</b>	<b>301.5</b>	<b>100.0%</b>	<b>320.9</b>	<b>100.0%</b>	<b>55.6</b>	<b>18.4%</b>	<b>19.4</b>	<b>6.4%</b>
<b>Total Operating Costs</b>	<b>262.4</b>	<b>73.5%</b>	<b>225.1</b>	<b>74.6%</b>	<b>240.8</b>	<b>75.0%</b>	<b>37.3</b>	<b>16.6%</b>	<b>15.7</b>	<b>7.0%</b>
Service & Other Costs	127.5	35.7%	107.3	35.6%	117.5	36.6%	20.2	18.8%	10.1	9.4%
Personnel Costs	134.9	37.8%	117.7	39.0%	123.3	38.5%	17.1	14.6%	5.6	4.7%
<b>EBITDA Adjusted</b>	<b>94.8</b>	<b>26.5%</b>	<b>76.5</b>	<b>25.4%</b>	<b>80.1</b>	<b>25.0%</b>	<b>18.3</b>	<b>23.9%</b>	<b>3.7</b>	<b>4.8%</b>
Stock Option & Other non-recurring costs	8.5	2.4%	5.2	1.7%	7.9	2.5%	3.3	64.0%	2.8	53.1%
<b>EBITDA</b>	<b>86.3</b>	<b>24.2%</b>	<b>71.3</b>	<b>23.7%</b>	<b>72.2</b>	<b>22.5%</b>	<b>15.0</b>	<b>21.0%</b>	<b>0.9</b>	<b>1.2%</b>
Depreciation, amortisation, provisions and impairment	34.7	9.7%	26.3	8.7%	26.3	8.2%	8.4	31.7%	0.0	0.0%
<b>Operating Profit</b>	<b>51.6</b>	<b>14.5%</b>	<b>45.0</b>	<b>14.9%</b>	<b>45.9</b>	<b>14.3%</b>	<b>6.6</b>	<b>14.7%</b>	<b>0.9</b>	<b>2.0%</b>
Financial Income	0.7	0.2%	1.1	0.4%	0.7	0.2%	-0.4	-32.3%	-0.4	-33.1%
Financial Charges	7.0	2.0%	4.2	1.4%	5.9	1.8%	2.8	66.3%	1.7	39.8%
<b>Net financial Charges</b>	<b>6.2</b>	<b>1.7%</b>	<b>3.1</b>	<b>1.0%</b>	<b>5.1</b>	<b>1.6%</b>	<b>3.1</b>	<b>100.6%</b>	<b>2.0</b>	<b>65.2%</b>
Profit of equity-accounted investments	-0.2	-0.1%	-0.2	-0.1%	-0.2	-0.1%	-0.1	43.1%	-0.1	43.1%
<b>Profit Before Taxes</b>	<b>45.1</b>	<b>12.6%</b>	<b>41.7</b>	<b>13.8%</b>	<b>40.5</b>	<b>12.6%</b>	<b>3.4</b>	<b>8.2%</b>	<b>-1.2</b>	<b>-2.9%</b>
Income Taxes	12.5	3.5%	13.0	4.3%	11.2	3.5%	-0.5	-3.6%	-1.7	-13.5%
<b>Net Profit of Continuing Operations</b>	<b>32.6</b>	<b>9.1%</b>	<b>28.7</b>	<b>9.5%</b>	<b>29.2</b>	<b>9.1%</b>	<b>3.9</b>	<b>13.5%</b>	<b>0.5</b>	<b>1.8%</b>
Results of Discontinued Operations	45.5	N/A	10.0	N/A	45.5	N/A	35.6	356.9%	35.6	356.9%
<b>Net Profit</b>	<b>78.1</b>	<b>N/A</b>	<b>38.7</b>	<b>N/A</b>	<b>74.8</b>	<b>N/A</b>	<b>39.5</b>	<b>102.0%</b>	<b>36.1</b>	<b>93.3%</b>



# 2022 Consolidated Results – Balance Sheet

€ M



Net Invested Capital decreased by **€27.5 million** compared to 31 December 2021 as a result of the sale of Innolva (€126.5M), partially offset by the goodwill recognized on acquisitions (€72.7M) and the subscription of two new leasing contracts (€28.1M) that resulted in an increase in net non-current assets of **€100.8 million**.

Net Financial Position amounts to **€77.6 million** with a decrease of **€186.8 million** compared to 31 December 2021. These changes reflect:

- Free Cash Flow + €48.7M
- Capital Increases (Bregal + Intesa) + €124.9M
- Disposals + €129.5M
- Acquisitions of New Companies - €72.8M
- Dividends - €21.2M
- PUT Adjustment + €14.3M
- Purchase of Treasury Shares - €8.1M
- Adjustments to leasing contracts on NFP - €30.4M
- OCI Derivatives + €8.6M

Main changes in Shareholders' Equity are:

- Capital Increases (Bregal + Intesa) + €124.9M
- Total comprehensive income for the period of + €86.6M
- Sale of Innolva - €39.7M
- Dividends of - €21.2M
- PUT Adjustment of + €14.3M
- Stock Option Reserve of + €3.0M
- Buy back of - €8.1M

R = Restated after sale of CIM

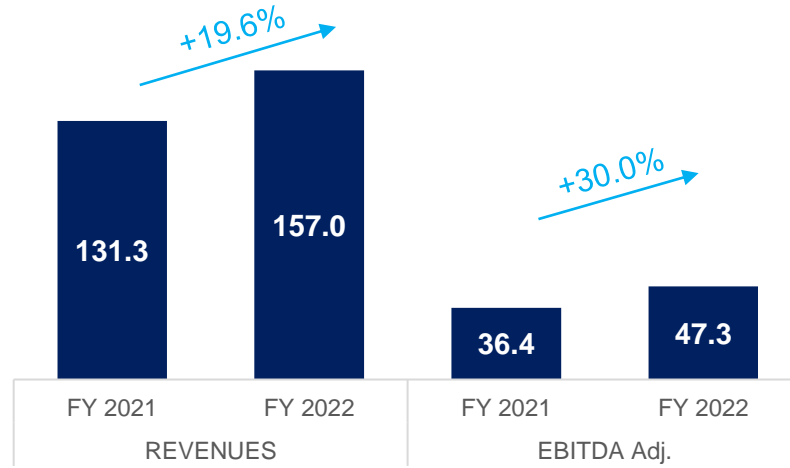


# 2022 Consolidated Results – Business Units Overview

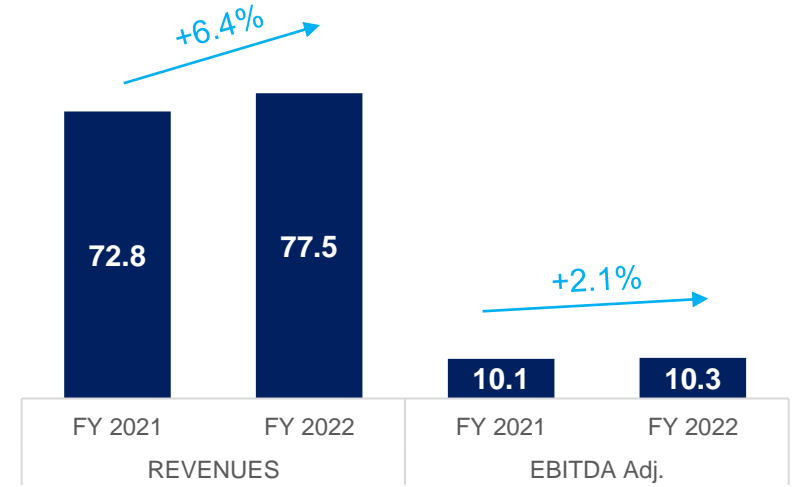
€ M



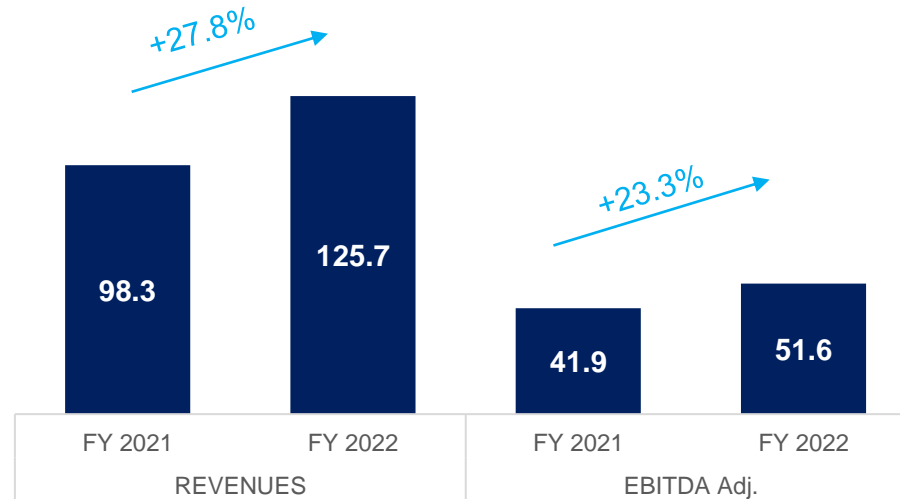
### Digital Trust



### Cybersecurity

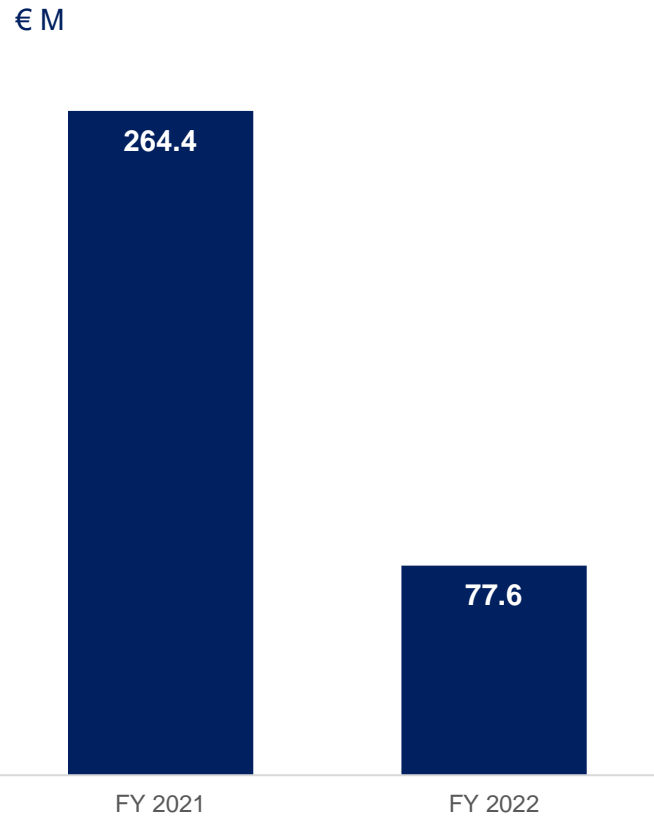


### Business Innovation



# 2022 Financial Results – NFP & FCF

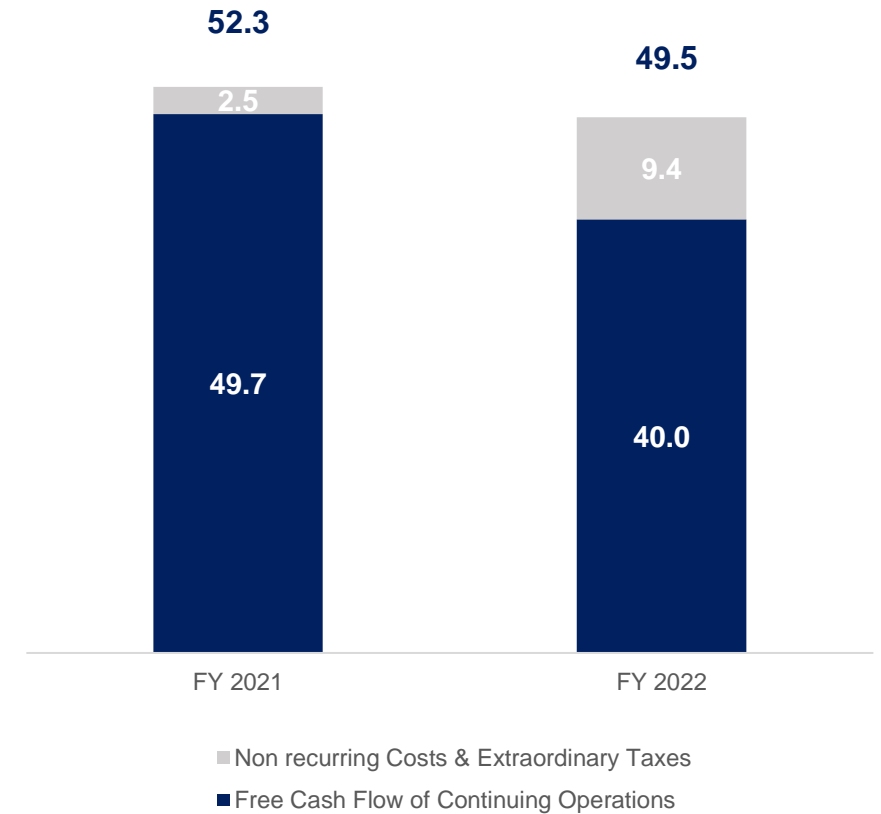
## NFP



## Main Changes in 2022:

- - €72.8M acquisitions
  - *Evalue*: - €33.9M
  - *Enhancers*: - €21.3M
  - *Sferabit*: - €3.1M
  - *Plannet*: - €8.5M
  - *Nomesia*: - €0.9M
  - *Teknesi & LAN&WAN*: - €3.4M
  - *Others*: - €1.7M
- - €21.2M Dividends
- + €14.3M Put Options
- - €8.1M Purchase of Treasury Shares
- + €129.5M Disposals
- - €30.4M Adjustments to leasing contracts
- + €8.6M OCI hedging Derivatives
- + €124.9M Capital Increase (Bregal + Intesa)

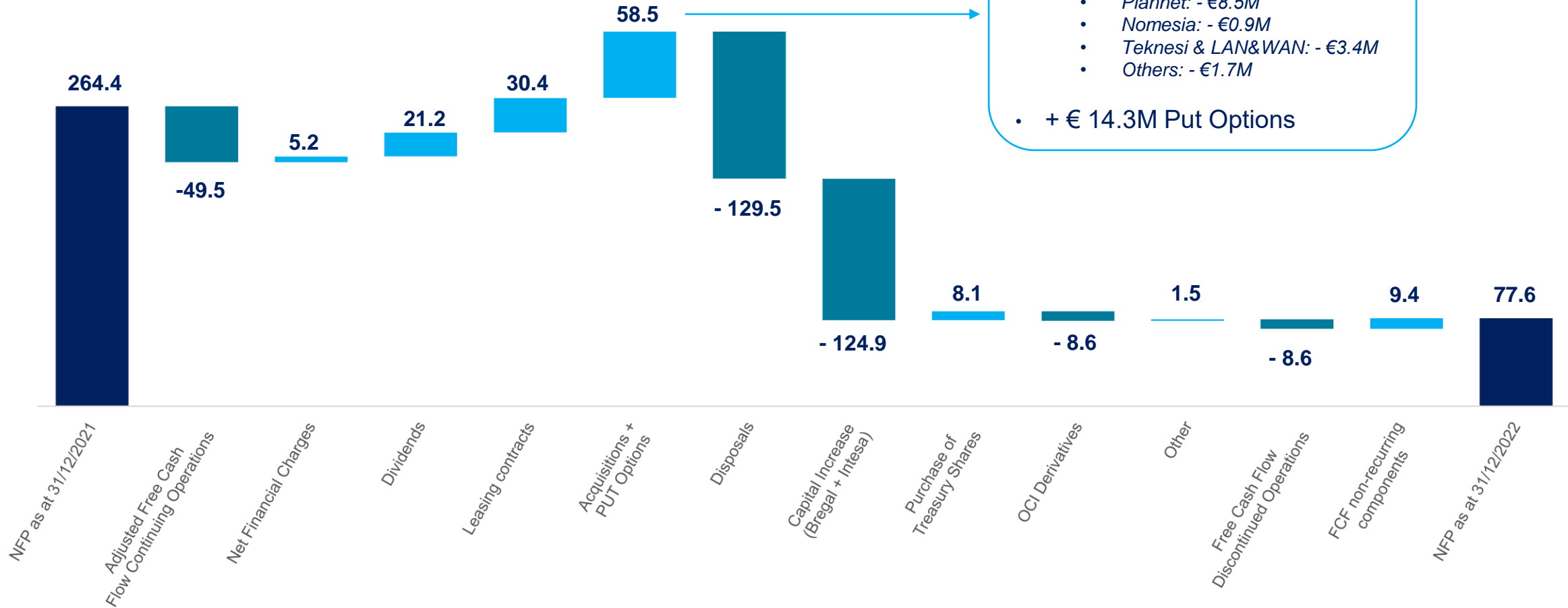
## Adjusted FCF



# 2022 Financial Results – NFP Bridge

€ M

- - € 72.8M acquisitions
  - *Evalue*: - €33.9M
  - *Enhancers*: - €21.3M
  - *Sferabit*: - €3.1M
  - *Plannet*: - €8.5M
  - *Nomesia*: - €0.9M
  - *Teknesi & LAN&WAN*: - €3.4M
  - *Others*: - €1.7M
- + € 14.3M Put Options



**2.68x** NFP/EBITDA<sup>1</sup> **0.82x**

# M&A: The Track Record

	2020	2021	2022	2023
	JAN FEB MAR APR MAY JUN JUL AUG SET OCT NOV DEC	JAN FEB MAR APR MAY JUN JUL AUG SET OCT NOV DEC	JAN FEB MAR APR MAY JUN JUL AUG SET OCT NOV DEC	JAN FEB MAR APR MAY JUN JUL AUG
<b>DIGITAL TRUST</b>	AUTHADA 16.6%	certeurope 60%	sf 100%	ascertia 65%
<b>CYBERSECURITY</b>	Swascan 51%	YOROI 60% corvallis 70% LEONARDO MoU MoU to support digitization of SME with cybersecurity and digital trust	LAN & WAN SOLUTIONS 100% Teknesi 100% DEFENCE TECH 20%	
<b>CIM</b>	FBS next 30%	INTESA SANPAOLO FORVALUE 100%	Sale of CIM }  Innolva }  REValuta	
<b>IMS</b>	euroquality 100% ep EUROPROJECT 100%	Queryo 60% financialconsultinglab 100%	evaluate 70% plannet 100% Enhancers 100%	

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# Business Plan 2023-2025



# The growth strategy

Robust pillars of the strategy represent a clear and cohesive plan



## Strengthen our leadership

Develop the services and products offered by our companies to increase the Group's competitiveness in the digital solutions' market with strong emphasis on Digital marketing.



## Coordination & Integration

Strengthen the integrated offer of products and services, improving internal synergies and Group coordination of the Customer Relationship Management and Sales & Marketing functions.



## M&A + Internationalization

Confirm the growth path through targeted acquisitions, with a selection of assets guided by rigorous criteria of quality, solidity, innovation.



## People + ESG

Enhance corporate culture, investing in people to support their skills, enhance engagement and attract new talent, increasing evermore a companywide culture in ESG.

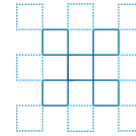


## Financial Policy

Maintain a close focus on the cost structure, the predictability of cash flows and the cost of debt, for a long-term sustainable growth strategy.

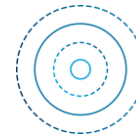
## Strengthen our leadership

### Digital Trust



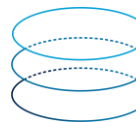
- Expand the offer integrating towards a Digital Wallet
- Continue to develop cybersecurity features/functionalities as a distinguishing factor
- Identity certification of IoT (Internet of Things)
- Grow more internationally, specifically in Europe

### Cybersecurity



- Focus on system integration service in the infrastructural areas (identity & access management, cloud security, application security, networking security, business continuity, IoT)
- Strengthen the offer in Advisory and Managed Security Services
- Increase presence in the Public Administration

### Business Innovation



- To be positioned as a key player in Digital Marketing
- Increase *end-to-end* online customer activities (content marketing + marketplace mgmt.)
- Extend Temporary Management in Sales & Marketing
- Strengthen subsidized finance on regional and national tenders
- Development ESG plans and awareness in SMEs
- Grow internationally, specifically in Europe



## ✓= Coordination & Integration

- Increase and improve post M&A integration
- Simplify the corporate structure (see *recent Warrant reorganization*)
- Centralized CRM
- Foster cross/up-selling operational synergies within the organization
- Central coordination for the development of an integrated offer of the Group and the related “go to market”
- Leverage the Forvalue channel to strengthen the Group’s commercial strategy for services to SMEs

## Tinexta's approach to M&A:

### ➤ Target check list/criteria

- Growing market segment
- Solid Business Fundamentals
- Strategic Fit & Finish
- Synergy analysis
- Disciplined Financial Policy
- Cash Flow generative

### ➤ Carrying out the deal

- Purchase - at least - a majority stake in a company
- Agree on strategic business plan with the seller
- Maintain key strategic managers to grow the business
- Regulate purchase completion via Earn outs/Put/Calls to align interest and support growth

### ➤ Key strategic markets: Spain, France, Germany and the Nordic countries



# People + ESG

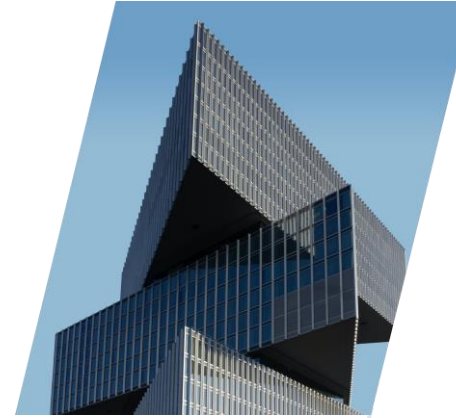


**393** new hires (40% women, 42% <30)  
**266** external workers  
**97%** full-time workers in Italy (94% abroad)  
**39%** are women  
**18%** are under 30  
**Abide** to the Code of Conduct and Human Rights Policy and a Diversity & Inclusion Policy

## 9 Countries, one Group

- **Skills** talent acquisition as a priority
- **Health & safety + welfare** all employees enjoy welfare coverage provided for either by the various collective contracts or by Company contracts
- **Responsible** supply chain
- **Tax transparency**
- **New offices** with a lighter footprint

## 2,213 Employees



## 3 Business Units

**Digital Trust** revolutionized entire sectors, contributing to facilitating the lives of users, who have reduced the time required to complete various transactions, gaining in quality of life

**Cybersecurity** thanks to constant innovation, helps customers maintain high levels of cybersecurity, which must constantly respond to increasingly refined threats

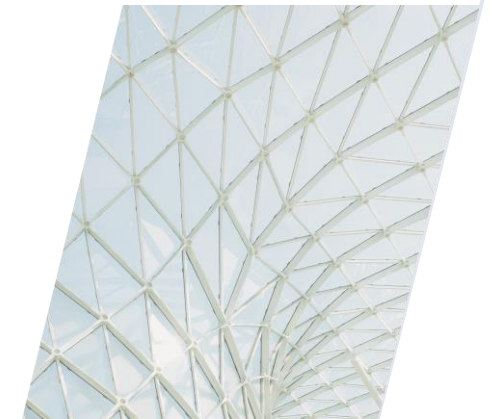
**Business Innovation** can offer complete support to companies in their digital transformation process, demonstrating that they make innovation a driving force of their business model

### Business Talks + Subject Matter Expert

To launch E-learning courses to focus employee population on ESG themes  
**29,508 hours** of companywide training

- Business continuity
- Sustainability
- Green Finance
- Effective communication
- English proficiency
- Cyber Hackathon
- Cyber security (Phishing courses)

## 1 Corporate Academy





People & ESG

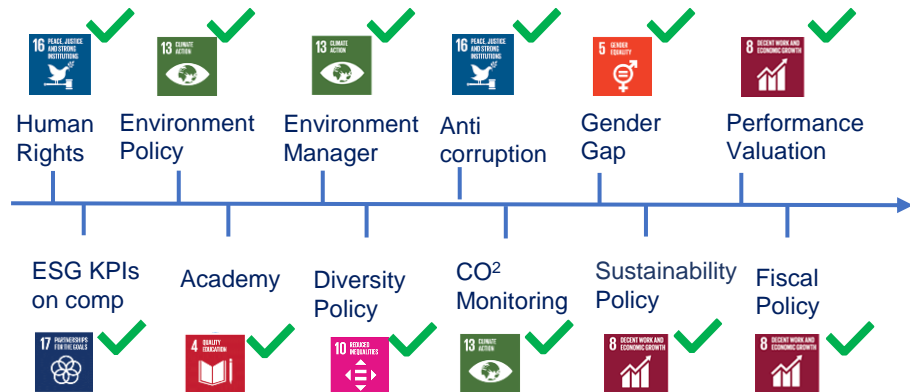
# ESG

Significant leap forward in addressing all major ESG topics at a Group level

Major steps taken:

- **Established Internal & Permanent ESG committee** (regularly reporting to the Risk and Sustainability Control Committee + Board of Directors)
- Approved **6 ESG policies** at Group level
- Published Sustainability Policy - to provide full market disclosure - on cutting edge website
- Involved Corporate Functions, Business Units and Internal & External Stakeholders

## 2022 SUCCESSFULLY COMPLETED ACTIONS



## ONGOING ACTIVITIES

- Data collection on the Non-Financial Reporting
- Definition of the Environment management process
- Measuring methods on energy consumption and CO<sub>2</sub> emissions

## 2023 OBJECTIVES

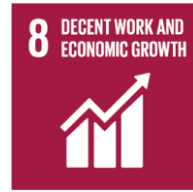
Reception and application within the Group of all Company Policies

## Progress report:



Adherence to the programmatic document

### HUMAN RIGHTS



Defined a plan to measure Performance

### PERFORMANCE VALUATION



Approved the Sustainability Policy

### SUSTAINABILITY POLICY



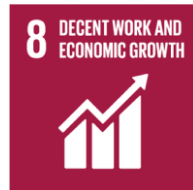
Approved the Environment Policy

### ENVIRONMENT POLICY



Carried out Gender pay gap analysis

### GENDER GAP



Approved the Fiscal Policy

### FISCAL POLICY



Introduced ESG KPIs in MBOs and LTI

### ESG KPIS ON COMP



Established an internal Academy for both corporate and sustainability cultures

### ACADEMY



Selected an Environment manager

### ENVIRONMENT MANAGER



Approved the Diversity & Inclusion Policy

### DIVERSITY POLICY



Approved the Anti corruption Policy

### ANTI CORRUPTION



Identified a data collection and monitoring system

### CO<sup>2</sup> MONITORING



# ESG

We have always looked towards **digitalization, technological innovation and the future**. For this reason, sustainability is integrated into all of the Group's activities and represents a founding element



## Environmental

Various actions have been implemented to reduce the environmental impact of our activities on the planet.

Our efforts focus on two action areas: **Material and energy resources** and **Greenhouse gas emissions**.

➤ Action tool: **Environmental Policy**

## Social

We are aware that responsible management also includes the social sphere. This is why we are working to ensure the creation of an inclusive environment that considers diversity as a value to be safeguarded.

Our efforts focus on two action areas: **Inclusiveness and equality** and **Working conditions and environment**.

➤ Action tool: **Diversity & Inclusion + Human Rights Policies**

## Governance

Sustainable approach means a strategy based on the principles of integrity, transparency, legality, impartiality and prudence, as well as compliance with laws and regulations, both mandatory and voluntary.

Our efforts focus on two action areas: **Regulatory compliance and Transparency and integrity**

➤ Action tool: **Anti-Corruption + Tax Policies**



## Financial Policy

### **Growth in quality revenues**

- Continue to expect sound organic growth in line with prior years
- Financial structure even more ready to capture future growth thanks to significant cash on hand from CIM disposal

### **Improve operational efficiency by increasing EBITDA**

- Operating leverage
- Cross-selling + synergies

### **EPS & DPS growth**

- D&A mostly in line with prior years
- Financial Expenses entirely covered by bank deposit given cash on hand
- EPS at historical high given capital gain from CIM's sale
- DPS increased, signaling very attractive shareholder return

### **Strong cash generation**

- Continuing strong cash conversion
- No substantial changes in Capex
- Closely monitoring of NWC management

## Financial Policy – Business Units’ Financial Targets – Organic

		Revenues	EBITDA Adjusted	Key Highlights
<b>2023</b> vs PY	Digital Trust	<b>+10%</b>	<b>+11%</b>	<i>Continues to generate healthy double-digit growth</i>
	Cybersecurity	<b>+30%</b>	<b>+43%</b>	<i>Strong top line followed by even more solid EBITDA adjusted growth</i>
	Business Innovation	<b>+15%</b>	<b>+5%</b>	<i>Top line growth reflects increased diversification with defensive margins</i>

		Revenues	EBITDA Adjusted	Key Highlights
<b>2025</b> 2022-2025 CAGR	Digital Trust	<b>+10%</b>	<b>+14%</b>	<i>Operating leverage expected to grow margins faster than revenues</i>
	Cybersecurity	<b>+17%</b>	<b>+27%</b>	<i>Strong acceleration foreseen</i>
	Business Innovation	<b>+13%</b>	<b>+11%</b>	<i>Revenue diversification at play with healthy margin recovery</i>

 **Financial Policy – Group’s Financial Targets/Assumptions – Organic**

	<u>Revenues</u>	<u>EBITDA Adjusted</u>	<u>NFP / EBITDA Adj.</u>	<u>Dividends</u>	<u>Inflation</u>
<b>2023</b> vs PY	+11-15%	+8-12%	Cash positive	30% of Net Profit	6%
<b>2025</b> 2022-2025 CAGR	Low to mid-double digit	double digit	Cash positive	35% of Net Profit by end of the plan	Assumed at 3% by end of the plan

PNRR’s potential positive benefits not included in guidance nor any additional M&A

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# Closing Remarks and Q&A



# Closing Remarks



Growth path is secure with robust fundamentals, a clear business plan and strong management commitment



M&A already in place, balance sheet ready and new targets identified to further support international expansion



2023-2025 Outlook confirms sustained revenue growth rate, solid profitability and strong cash position



The Group is well positioned to continue to pursue its growth through external lines



**TINEXTA**

Think Next

Thanks.

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