

# ACQUISITION OF HAEMONETICS' WHOLE BLOOD BUSINESS

December 3<sup>rd</sup>, 2024

# Transaction Highlights

---

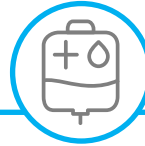


# Leader in blood collection, processing and filtration activities



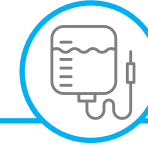
## Collection

Customized whole blood collection sets for donor comfort



## Processing

Separation and processing of different blood components (plasma, red blood cells and platelets)



## Filtration & Transfusion

High-efficiency whole blood transfusion sets for patients



Revenue of Haemonetics' Whole Blood business expected to be above USD 50m in FY 2025



# A further step forward in GVS' positioning in Transfusion Medicine

## Acquisition of Haemonetics' plant in Fajardo (Puerto Rico)

2020

GVS starts supplying raw blood filters to Haemonetics

## Acquisition of



2022

GVS expansion in the B2C channel through development, production and sale of whole blood transfusion sets for Chinese and emerging markets

## Acquisition of



2022

Acquisition of a worldwide leader in manufacturing technology of medical bags and set components for hemodialysis and fluid management

## Acquisition of Haemonetics' Whole Blood

2024

Consolidation and expansion in the whole blood transfusion sets and accelerate the growth of the B2C channel



# GVS post acquisition: a global and vertically integrated player in Transfusion Medicine

**Haemonetics' Whole Blood represents a critical add-on to GVS strategy**



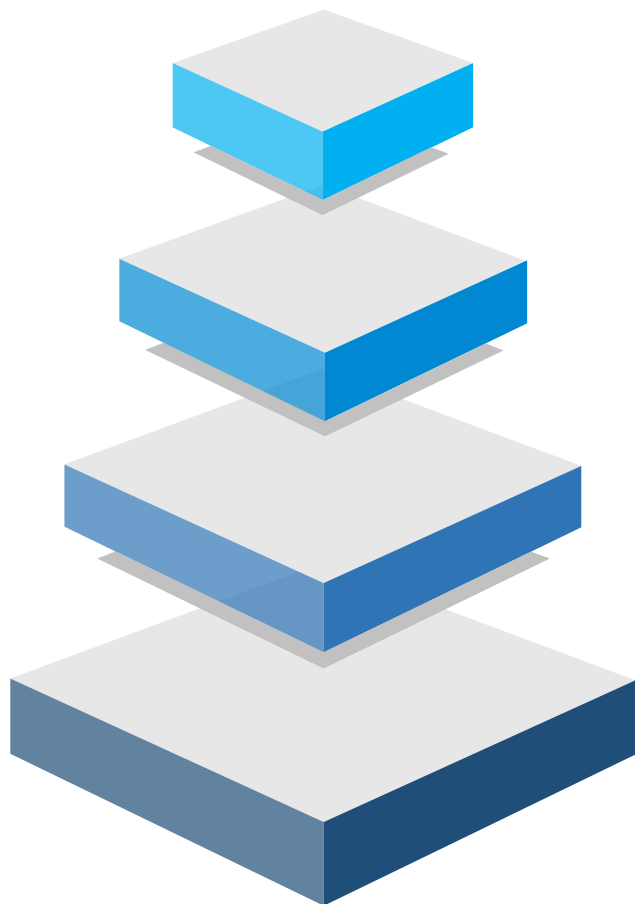
**Consolidation of a vertically-integrated strategy**, from membrane production to the medical device, adding critical solutions for blood collection, processing, filtration and transfusion to current GVS portfolio



**Global geographical reach**, combining existent presence in emerging markets with an established positioning in developed markets



# Vertically-integrated strategy as a key driver to become a leader in the Transfusion Medicine market



## Membranes

Historical GVS presence in production of membranes for medical applications



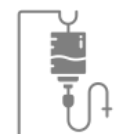
## Filter production

Technology for leukoreduction based on proven GVS technology



## Transfusion bags and set components

Leveraging on Haemotronic's know-how in medical bags and components



## Medical devices

Complete portfolio of advanced solutions for collection, processing and transfusion of whole blood



# Global geographical reach, acting as reference player in both developed and emerging markets

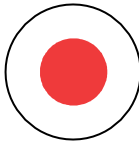
## Developed markets

### Haemonetics' Whole Blood Business



Established presence in the US market (ca. 60% of total revenue), benefiting from high entry barriers due to strict regulations

Further presence in advanced markets across the world



## Emerging markets



Historical activities in China

Platform to expand in new emerging geographies, from the rest of Asia to Africa and LATAM

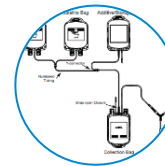




# \$ 3.5bn+ opportunity in the sizable global Whole Blood collection and processing markets

Market segment	Size
Donor management (Software)	\$0.3bn
<b>Whole Blood Collection</b>	<b>\$1.5bn</b>
<b>Whole Blood Processing</b>	<b>\$2.1bn</b>
Apheresis Collection	\$0.8bn
Safety	\$0.1bn
Testing	\$6.0bn
Logistics	\$1.3bn
Surgical recovery	\$0.3bn
<b>Total Blood Collections and Processing worldwide market</b>	<b>\$12.4 bn</b>

**Directly addressable market by GVS through the new acquired portfolio**



Whole Blood Collection & Component Storage Systems



Transfer bags



Acrodose



Leucocyte Removal Filters





# Different secular trends supporting collection and processing market growth worldwide

## Developed markets



Aging population



Healthcare costs increase



Increase of emergency applications for massive bleeding



Consolidation of blood centers leading to larger scale and more advanced blood processing practices

## Emerging markets



Growing population



Increasing access to the healthcare system



Lower blood collection rate vs developed markets



Increase of donor blood filtration-based best practices for collection and processing



# Industrial synergies to drive profitability improvement

## HAEMONETICS FACILITIES

### Covina (CA, US)

- FDA-approved production facility in California<sup>1</sup>
- Manufacturing capabilities:
  - Finished sets:
    - Filling
    - Steam sterilization
    - Packaging

### Tijuana Maquilladora (Mexico)

- Mexican assets to be transferred to GVS Maquilladora
- Manufacturing capabilities:
  - Molding of bags and sets components
  - Assembling of finished sets

## SYNERGIES WITH GVS MAQUILLADORA



**Increase GVS Maquilladora plant saturation**



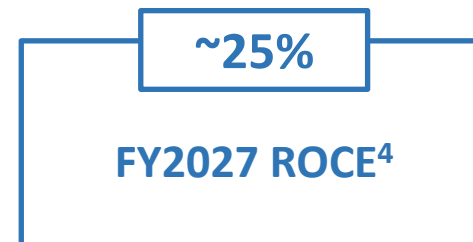
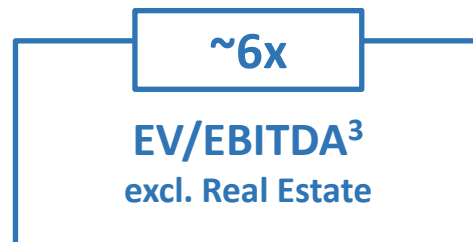
**Margin improvement through the complete verticalization of the production and insourcing of membranes and components**

**Under the maquiladora regime, foreign companies can operate manufacturing plants in Mexico, where they can import materials and equipment duty-free, provided the finished products are exported**



# Low acquisition multiple, high return on invested capital

Purchase Price	\$44.6m	Upfront price for the Whole Blood Business	Including \$ <b>20m</b> Covina Real Estate Value <sup>1</sup>
Base Contingent Purchase Price	Up to \$17.5m	Earn-out payment based on future value creation	Based on next 3 years revenue targets
<b>Total</b>	<b>Up to \$62.1m</b>		
Additional Contingent Purchase Price	Up to \$5m <sup>2</sup>	Contribution by Haemonetics of an ancillary business, not part of current transaction perimeter	Based on FY26-27-28 profitability targets of the ancillary business
<b>Total Overall</b>	<b>Up to \$67.1m</b>		



Note: (1) Real Estate value based on third-party appraisal; (2) The \$5m of the Additional Contingent Purchase Price will not be included in GVS Net Financial Position as the payment is considered as a low probability event (3) Based on Haemonetics' Whole Blood adjusted EBITDA for the 12 months ending March 2024 (4) Invested capital adjusted for real estate and one-off value of conveyed inventory

# Financing Considerations

---



## Shareholder's Loan conversion rationale



**Tangible sign of confidence by GVS' Reference Shareholder on strategy and value accretive acquisition**



**Reported leverage ratio at closing at 2.5x**



**Removal of Shareholder's Loan complexity and related overhang on GVS Share**

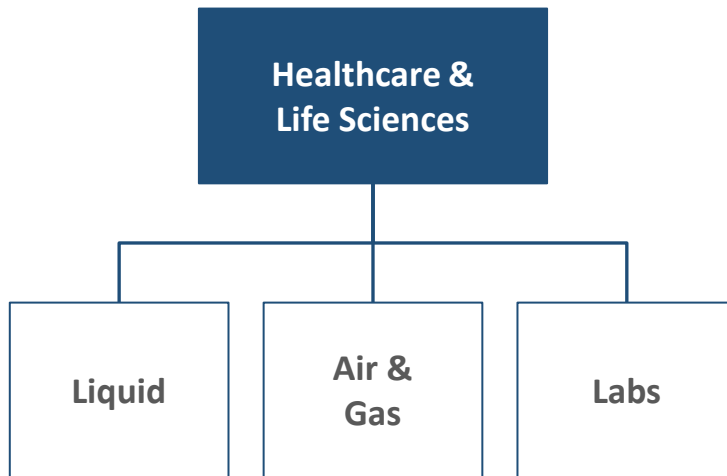
# GVS Organizational Changes

---

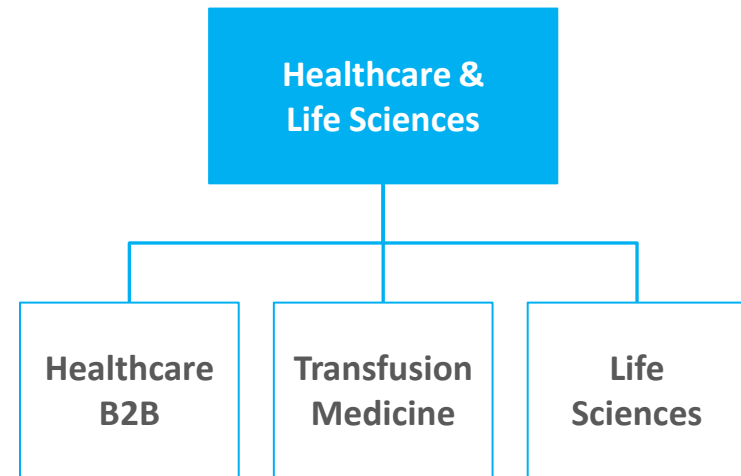


# Organizational changes to the Healthcare & Life Sciences division following the acquisition

## Previous structure



## New structure



- Transfusion Medicine segment will include the newly acquired Haemonetics Whole Blood Business and STT product lines
- The segment will be headed by Luca Buttarelli, who joined GVS in June 2024, after 20 years of experience in medical device and blood transfusion industry
- Following the acquisition, Healthcare & Life Science division will account for about 70% of GVS total revenues

# Appendix







## Shareholder Loan conversion into Equity

**On March 2023, GVS Group, GVS' reference shareholder, granted a subordinated and unsecured Shareholder Loan ("Shareholder Loan") for € 75m, maturing on 31<sup>st</sup> December 2027**

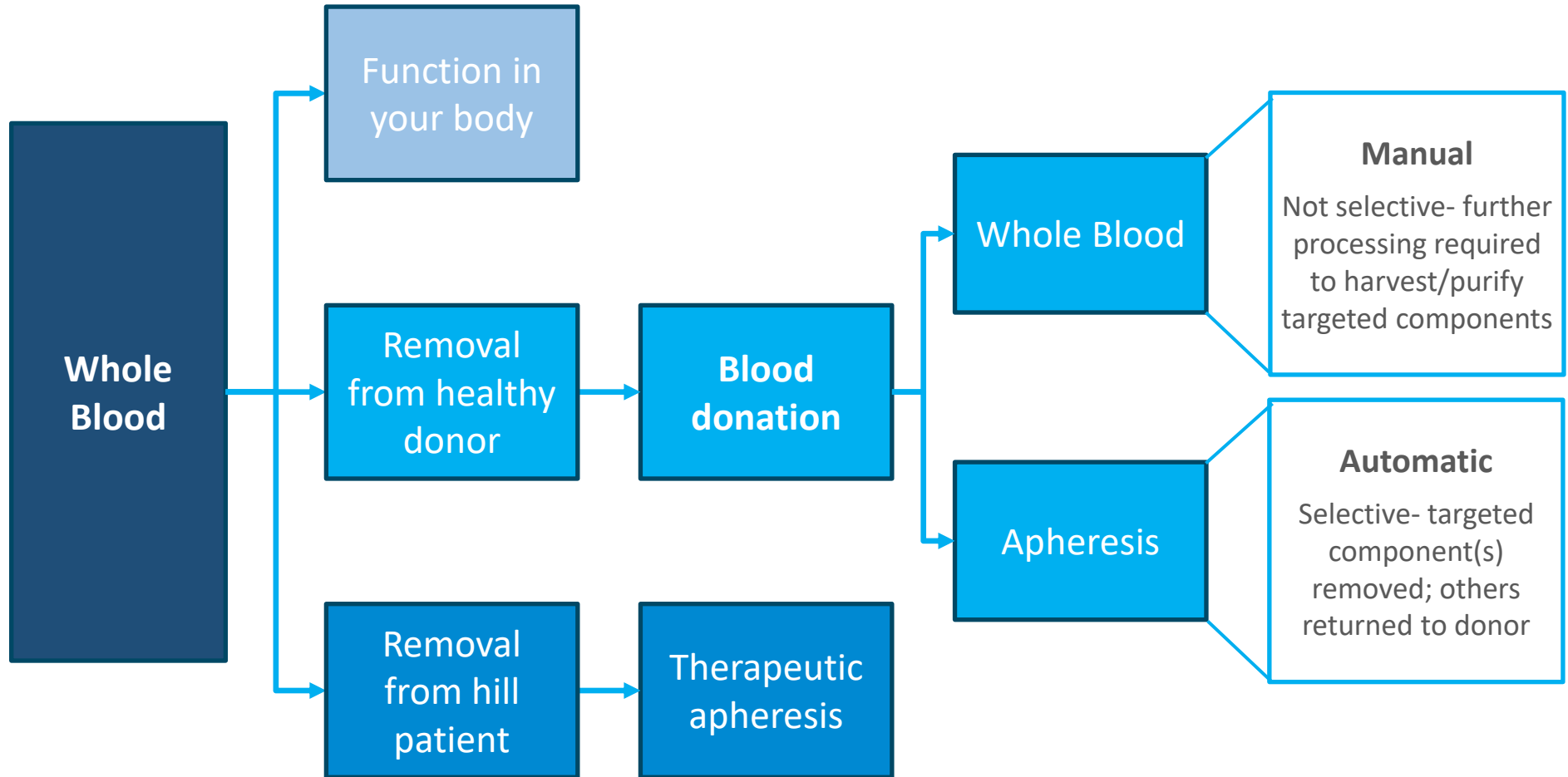
**In order to support the funding of the Acquisition and the ongoing deleverage trend, the Shareholder Loan will be converted into equity through a non pre-emptive capital increase**

**The capital increase's issue price will be determined as the arithmetic average of GVS closing prices for the period starting from 19<sup>th</sup> November and ending on 16<sup>th</sup> December (10 trading days before and after transaction announcement) to fairly incorporate GVS stock price reaction to the M&A and Shareholder Loan conversion announcement**

**Final issue price and the number of newly issued shares will be communicated to the market shortly after 16<sup>th</sup> December, with the capital increase completion expected by December 23<sup>rd</sup>**



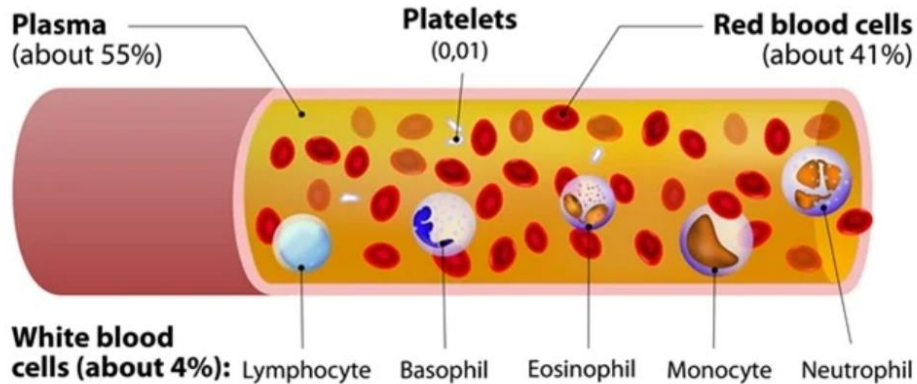
## Blood components and physiology (1/2)



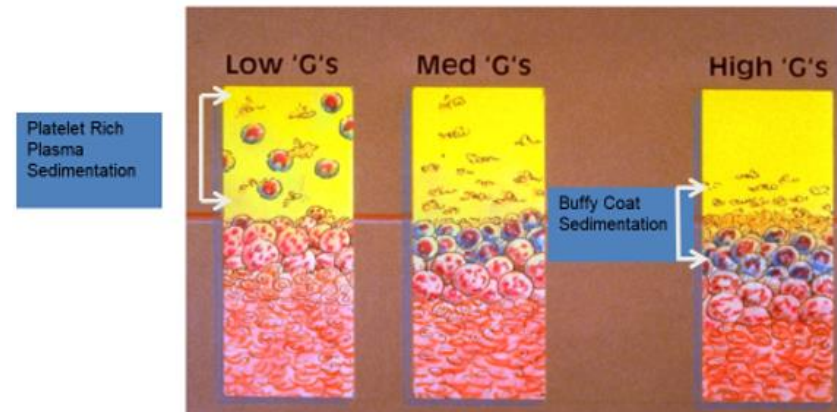
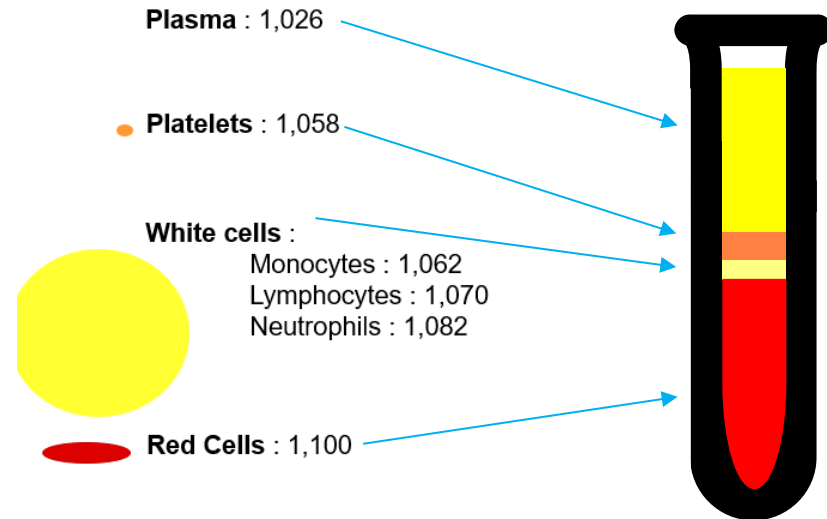


# Blood components and physiology (2/2)

## The elements of blood

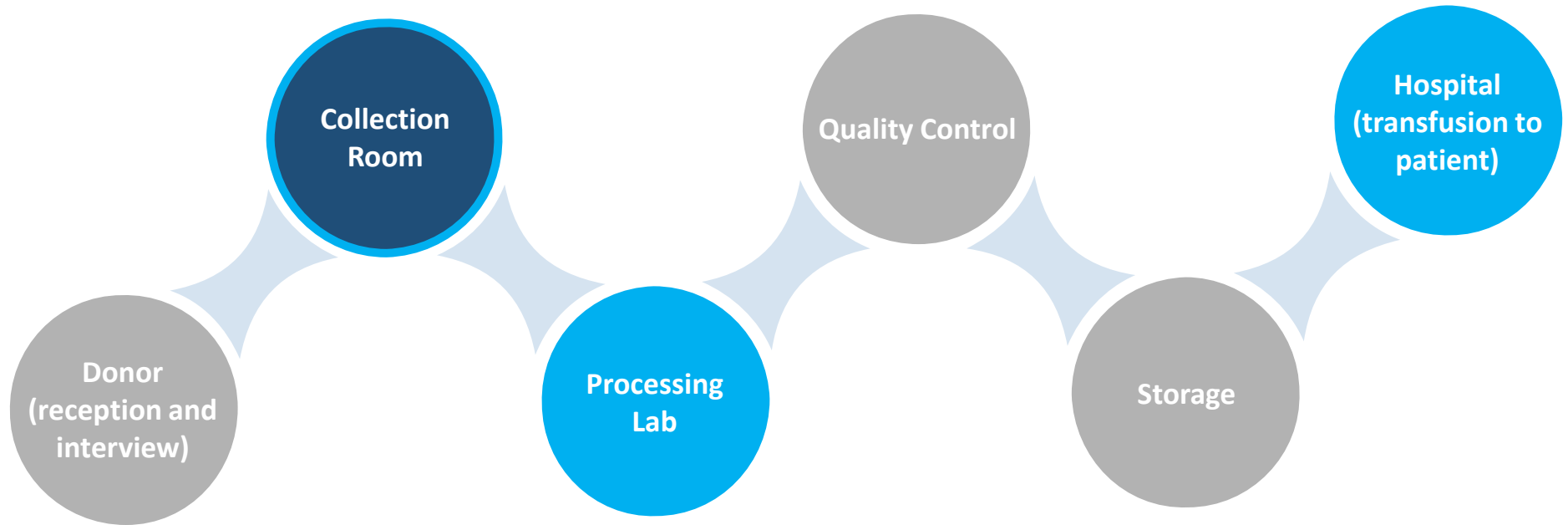


- RBC (red blood cells or erythrocytes)
  - which carry oxygen from lungs to the tissues via a carrier called hemoglobin (Hb)
- WBC (white blood cells or leukocytes)
  - which protect against infections, viruses, germs...
- PLT (platelets or thrombocytes)
  - which help with blood clot formation to maintain blood in vessels
- Plasma
  - yellowish fluid in which blood cells and proteins (albumin, clotting factors ...) are suspended





# Blood collection process and GVS products



New products added to the portfolio after the acquisition of HAE WBB



Current GVS product portfolio (integrated with new products after the acquisition)



# Developed Markets have greater access to blood supply



## Developed markets

Over 50% of world blood supply, 15% of world population

## Emerging markets

Less than 50% of world blood supply, 85% of world population



This presentation contains certain forward-looking statements that do not relate solely to historical or current facts or data but rather reflect the Company's management's current views with respect to future events and financial and operational performance of GVS S.p.A. ("GVS" or the "Company") and its subsidiaries; these statements are therefore inherently uncertain. These forward-looking statements are based and rely on GVS's current assumptions, expectations, projections and estimates about future events. Because these forward-looking statements are subject to a number of unknown risks and uncertainties, actual future results, performance and events may differ materially from those expressed in or implied by these statements due to a number of different factors, many of which are beyond the ability of GVS to control or estimate precisely, including changes in the regulatory environment, future market developments, fluctuations in the price, and other risks; therefore the forward-looking statements are not a reliable indicator of future performances. You are cautioned not to place undue reliance on the forward-looking statements, information and opinions contained in this presentation, which are made only as of the date hereof and are subject to change without notice. GVS does not undertake any obligation to publicly release any updates or revisions to any forward-looking statements, whether as a result of new information, future events or otherwise after the date of this presentation. Neither this presentation nor any part of it nor the fact of its distribution may form the basis of, or be relied on or in connection with, any contract or investment decision.

The information, statements and opinions contained in this presentation are for information purposes only and do not constitute a public offer under any applicable legislation or an offer to sell or a solicitation of an offer to purchase or subscribe for securities or financial instruments issued by GVS or any of its subsidiaries or any advice or recommendation with respect to such securities or other financial instruments. This Presentation does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in Italy pursuant to Section 1, let t) letter (t) of Legislative Decree no. 58 of February 24, 1998, or in any other country or state.

The information contained in this presentation does not purport to be comprehensive and has not been independently verified by any independent third party. Neither the Company or any of its affiliates, representatives, directors or employees accept any liability whatsoever in connection with this presentation or any of its contents or in relation to any loss arising from its use or from any reliance placed upon it. The reader should consult any further disclosures GVS may make in documents it files with the Italian Securities and Exchange Commission and with the Italian Stock Exchange.