

EQUITA Group FY'24 Financial Results

March 27th, 2025 – STAR Conference







Agenda

- 1. EQUITA at a glance
- 2. Financial highlights (FY'24)
- 3. Focus on key recent announcements
- 4. What do we see in the next future
- 5. Closing remarks
- 6. Appendix





EQUITA at a glance



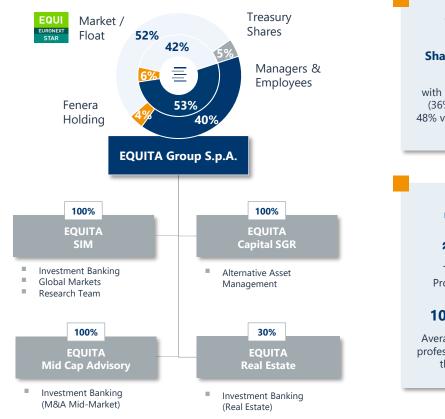
Who we are: the leading independent Italian investment bank

The most respected independent partner in Italy for investors, institutions, corporates and entrepreneurs, with a fifty-year history, listed on the Italian Stock Exchange and managed by a partnership of committed professionals

EQUITA in a nutshell

Shareholders and simplified group structure (7)



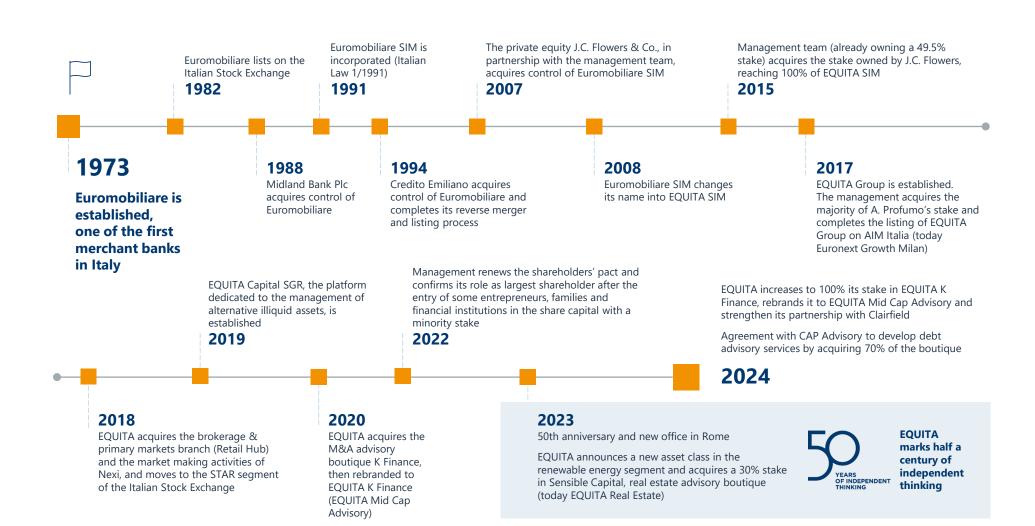




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Successful story: half-a-century of independent thinking

Our roots date back to 1973, when EQUITA was founded as one of the first independent Italian merchant banks



Unique business model: what we bring to the table

EQUITA is a reliable partner for the entire financial system and acts as broker, financial advisor and multi asset management platform. The Group offers a full range of services to investors, corporates and institutions

Building blocks of the "EQUITA" model







Leading positioning: the go-to-partner when it comes to financial markets

Our team has always been at the top of investors' preferences for its outstanding research – especially on small & mid-caps – and its trading, execution, sales and corporate access services





Financial highlights (FY'24)





Snapshot of 2024 results: transition year, consistent with our long-term growth trajecto

Key Consolidated Highlights





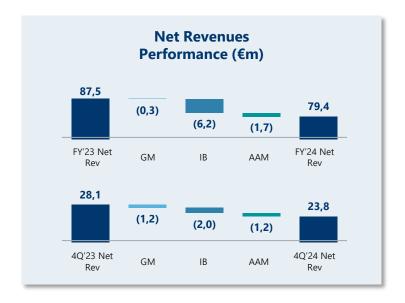


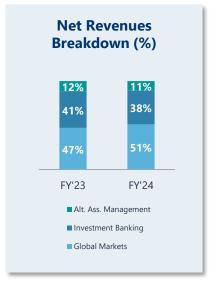


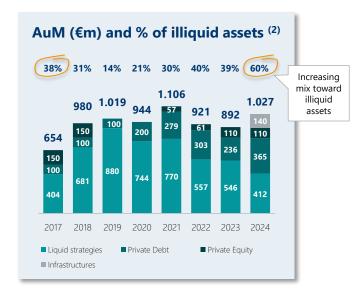




Key Divisional Highlights

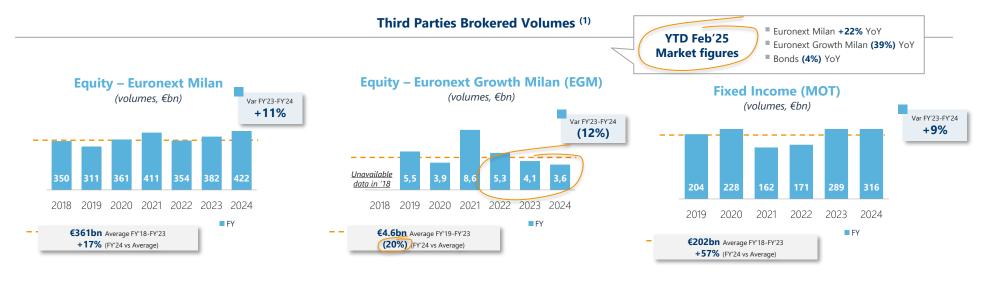




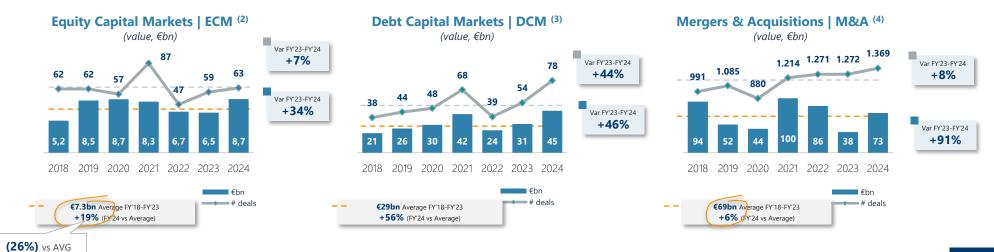




Things are gradually improving also in Italy, especially in M&A, DCM and Trading, but subdued volumes on mid-small caps and lack of IPOs persist



Capital Markets and Corporate Finance

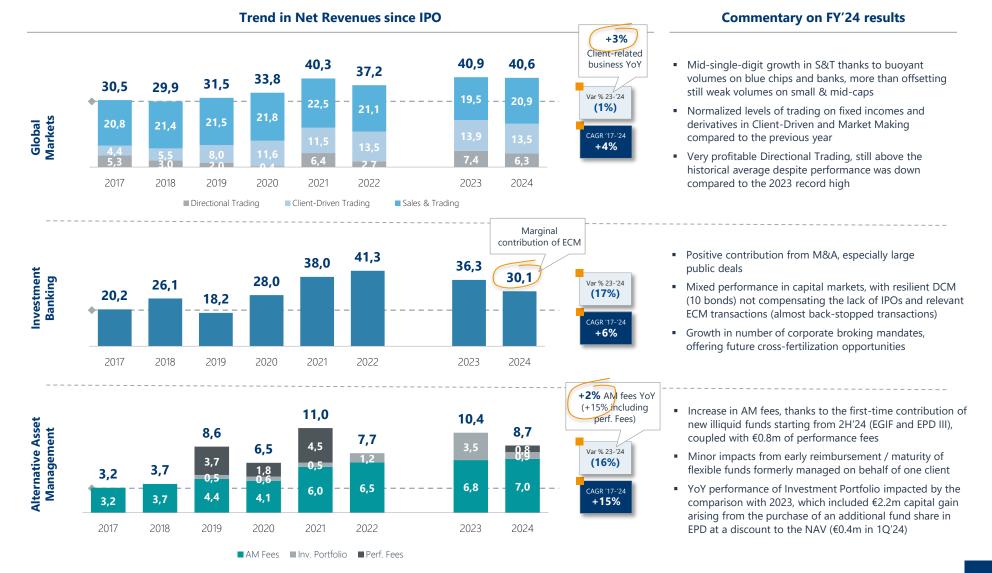


(1) Source: AMF Italia (Assosim); MOT figures referred to the aggregate of DomesticMOT, ExtraMOT and EuroMOT. (2) Source: Dealogic; FY'22 figure excludes the right issue completed by Stellantis (€732m). (3) Source: Bondradar and Bloomberg. (4) Source: KPMG.

FY'13-FY'23 (€11.7bn)

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EQUITA recorded growth in client-related business in Global Markets, M&A advisory ar asset management fees. Transition year in Equity Capital Markets



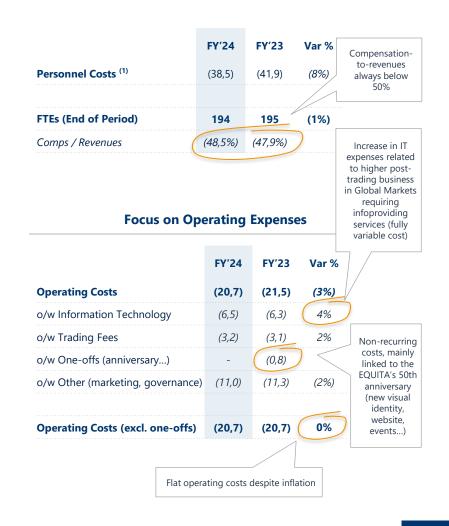


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Key Consolidated Highlights

	FY'24	FY'23	Var %	4Q'24	4Q'23	Var %
Client-related business	71,5	76,6	(7%)	21,1	23,2	(9%)
Non-client (Dir. Trading)	6,3	7,4	(16%)	2,4	2,5	(4%)
Investment Portfolio	0,9	3,5	(75%)	(0,2)	2,4	n.m.
Performance fees	0,8	-	n.m.	0,5	-	n.m.
Net revenues	79,4	87,5	(9%)	23,8	28,1	(15%)
Total Costs (1)	(59,3)	(63,4)	(7%)	(17,6)	(19,1)	(8%)
Cost/Income Adjusted % ⁽¹⁾⁽²⁾	(74,6%)	(71,5%)		(74,1%)	(68,0%)	
Profit before taxes (1)	20,2	24,1	(16%)	6,2	9,0	(31%)
Taxes (1)	(6,1)	(7,0)	(13%)	(2,0)	(2,5)	(20%)
Tax rate	(30,4%)	(29,2%)		(32,4%)	(27,7%)	
Minorities	-	(0,7)		-	(0,1)	
LTIP	-	(0,3)		_	(0,0)	
Net Profits	14,0	16,1	(13%)	4,2	6,3	(34%)
Adjusted Net Profits (1)(2)	14,0	16,9	(17%)	4,2	6,4	(35%)
ROTE	22%	26%				
IFR Ratio	373%	360%				

Focus on Personnel Costs



Anyway, the investments completed in 2024 have set the ground for future growth

Summary of recent strategic developments

Rationale and impacts

EQUITA Mid Cap Advisory

(formerly EQUITA K Finance)

Acquisition of the remaining 30% minority stake



- Consolidation of minorities and increase in Net Profits
- Strengthening of the partnership with Clairfield in crossborder midmarket M&A





Agreement to acquire a 70% stake of the boutique



- Diversification of the Investment Banking offering (debt advisory, corporate finance, restructuring)
- Onboarding of new key managers and direct involvement in the EQUITA partnership following the closing

CAP Advisory

- ≈€3m Net Revenues
- P/E multiple of 9x
- 70% stake paid with a mix of cash (1/3) and treasury shares (2/3)

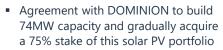
EQUITA Green Impact Fund

(EGIF)

Fundraising of a new asset class and first investment agreement



 €140m raised as of 31-dec-2024 (€150-200m target, €148m raised to date)





Illiquid funds compliant with Art. 8 - SFDR

EQUITA Private Debt Fund III

(EPD III)

First closing of the third private debt fund and capital deployment



- €109m raised as of 31-dec-2024 (€300m target, €140m+ raised to date)
- 1 investment already completed

+≈€450m

new AuM by 2025 year-end (vs FY'23)

Encouraging current trading 2025, with first three-months' result expected to be one of the best 1Q since IPO in terms of Net Revenues and Net Profits

- EQUITA involved in several M&A mandates
- Good pipeline in capital markets
- Persisting volatility in financial markets, leading to higher trading volumes
- Consolidation of AM fees from new illiquid funds





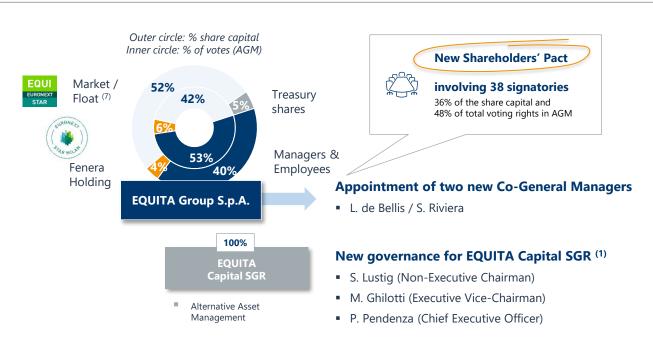
Focus on key recent announcements



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Key recent announcements involving governance and shareholders

New shareholders' pact and changes to the organizational structure



Our market-friendly approach to offer rewarding and sustainable remuneration for shareholders

Shareholders' remuneration at the core of our strategy

Dividends driven by future long-term growth in Net Profits



of earnings set aside since IPO to offer higher visibility to future dividends (2)

≈€10m

share premium reserves created since IPO through M&A and incentive plans

Anti-Dilution Policy

Use of part of the available capital to offset dilution from mandatory incentive plans based on financial instruments

Rationale

- Solid capital strengths (IFR ratio well above minimum requirements)
- Management has already strongly aligned interests and represent the largest shareholders
- Mandatory plans are creating unnecessary dilution to existing shareholders



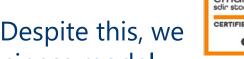


What do we see in the next future and closing remarks

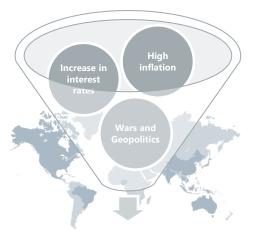




Last two years were impacted by several exogenous factors. Despite this, we continued to invest and strengthen Group's structure and business model



Complex framework



Very complex framework, especially in Italy

- No **M&A** in FY'23
- No **IPOs** in FY'24
- Mid-small caps trading at all-time-lows (no liquidity, compressed multiples...)
- **Fundraising** of AM products experiencing challenging conditions

Recent investments and initiatives accomplished

Global Markets and Research

Investment **Banking**

Alternative

Management

Asset

Group

- **Diversification** of the product offering and development of new business solutions (CRM, CMS) to boosts productivity and commercial synergies
- Hiring of new managing directors and senior advisors to strengthen the investment banking team
- Acquisition of minorities in EQUITA K Finance (EQUITA Mid Cap Advisory)
- Partnership in **real estate advisory** (closing 30% stake in EQUITA Real Estate) and debt advisory (agreement to acquire a 70% stake in CAP Advisory – ongoing)
- Launch of **new illiquid funds**: EQUITA Green Impact Fund - EGIF (new asset class in active in renewable infrastructure investments) and EQUITA Private Debt Fund III- EPD III (third private debt fund)
- Increase in office space and significant investments in brand awareness (50th anniversary)
- Renewal of the **shareholders' pact** involving more than 35 managers of the Group
- Further improvements in the Group's **corporate** governance



Rationale



Set the ground for future growth despite temporary unfavourable market conditions





2025 next step of long-term growth

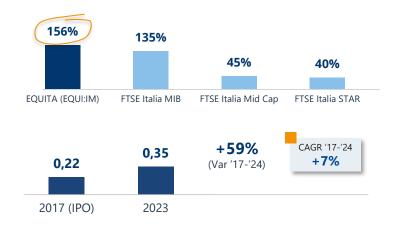




Successful track-record since IPO from all standpoints...

Since 2017, EQUITA has consolidated its role as leading independent investment bank in Italy, growing in all areas and offering rewarding returns to its shareholders





Rewarding return for shareholders

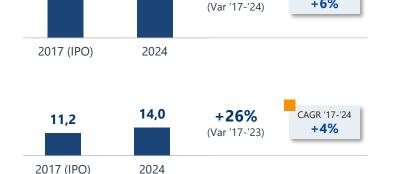
- 150%+ of Total Shareholders' Return since IPO (1). overperforming main Italian indices and international peers
- €105m+ distributed to shareholders, including the 2024 dividend (2) (or €2.23 per share)
- +15% EPS fully diluted vs +11% outstanding shares (FY'24 vs 2017)

Net Revenues (€m)

Adjusted

(€m)

Net Profits



+47%

CAGR '17-'24

+6%

79,4

53,9

Larger Group scale

- Mix of initiatives contributing to growth, including accretive M&A (Nexi, EQUITA K Finance...)
 - Larger scale, to compete with traditional investment banks

Increase in Net Profits

Discipline on costs confirmed despite growth in number of professionals



... demonstrating outstanding execution abilities and resiliency in tough mark

Over the years, the team has diversified the offering dedicated to clients by growing organically and inorganically



Considerations about the future



Market scenario

- Soft or no-landing scenario for all major economies, also assuming limited impacts from tariffs in the long term
- Further decrease in interest rates and expansionary monetary policies
- Progress in institutional initiatives aimed at easing access to capital markets and increasing liquidity on financial markets, especially on small & mid-caps (Capital Markets Union, Savings and Investments Union, incentives for IPOs, Government-sponsored fund of funds...)

Business outlook

- Improving environment for Investment Banking activities also in Italy, as already experienced by international peers in 2024
- Growing number of M&A announcements, mainly driven by smaller-size deals
- Turning point expected in ECM with the re-opening of the IPO market
- Consolidation of CAP Advisory
- Persistent trading flows on large caps contributing positively to the brokerage business, enhanced by the expected recovery of small & mid-caps' valuations and liquidity
- Increase in AuM and AM fees, mainly driven by fundraising of new illiquid proprietary products (EPD III, EGIF) and liquid products; first carried interest on fist private debt fund in 2025

Summary

- Significant improvement of Group's results from 2025, confirming the growth trajectory started since IPO and capitalizing on our "ready-for-the-future" management team and leading positioning in all areas of business
- Rewarding shareholders' remuneration confirmed as one of our top priorities, on the back of the expected growth in Net Profits and considering earnings retained since IPO, plenty of reserves and the anti-dilution policy aimed at offsetting dilution from mandatory incentive plans

2025 next step of long-term growth





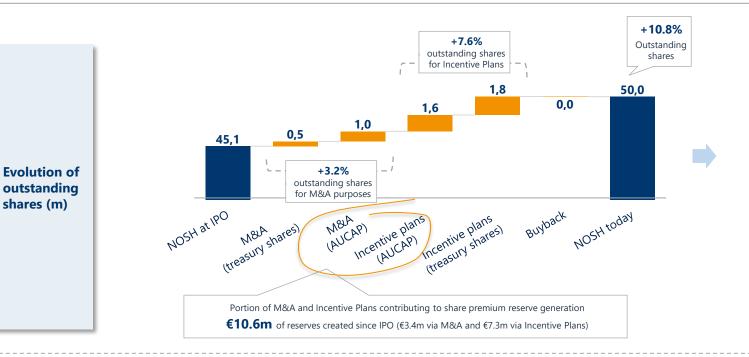
Appendix





Capital allocation strategy to offset dilution from mandatory incentive plans

Summary of dilution since IPO



- +3.2% of outstanding shares for M&A purposes, thus directly linked to revenue and net profit generation
- +7.6% of outstanding shares for Incentive Plans, of which +3.6% from newly issued shares and +4.0% from treasury shares

Capital allocation strategy

outstanding

shares (m)

- Applicable regulation requires the Group to remunerate management with financial instruments, diluting existing shareholders, despite controlling stake already owned
- According to applicable rules, EQUITA has increased for remuneration purposes of risk takers and managers its outstanding shares by approximately 300k-400k per annum



Buyback program as a market-friendly tool to offset such dilution, on the back of solid capital strengths (IFR ratio well above minimum requirements) and €10m+ reserves created since IPO through newly issued shares

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Investment Banking: the largest contributor to growth, with plenty of opportunities

Offering & Expertise

Investment Banking Global Financing M&A & Advisory **ECM DCM Debt Advisory** Corporate Broking Large Mid-market (advisory to Board Strategic (IPOs, rights issues, (HY and NR issues, (Debt-raising, club deals, public members, investor M&A private placements, US private placements, distressed M&A, Advisory M&A tender offers ...) retail public offerings...) LBOs, renegotiation...) meetings, specialist...) Sectors: TMT, FIG, Energy, Industrial, Consumer, Financial Sponsor, Real Estate ... Clients: large, mid and small caps, large corporations, financial institutions, financial sponsors, SMEs and entrepreneurs ...

Why Us?

- Top 3 ECM franchise in Italy, #7 in M&A and Top 10 in DCM (#1 among non-lenders)
- The only one-stop-shop in Italy, combining independence, access to markets and diversified product offering
- Increasing standing and brand awareness, with several high-profile mandates and strategic senior hirings in the last two years (4 MDs)
- Major source of growth during the last ten years and plenty of opportunities to grow more by adding new verticals and expanding the reach of the team in Italy
- Low capital absorption and strong operating leverage

Key Facts





Investment Banking: 50+ mandates in 2024



Public & Large M&A (selected credentials)



Mid-Market M&A (selected credentials)



Debt Capital Markets (DCM)



Equity Capital Markets (ECM)



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Investment Banking: an increasing footprint outside Italy in M&A and corporate financ

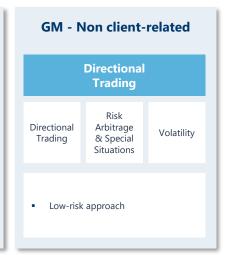
Solid track record in the execution of cross-border M&A transactions, helping corporates and private equity funds

EQUITA is exclusive member for Italy of Clairfield International, the global 80% partnership of corporate finance boutiques active all over the world in **Top 10** 850+ Cross-border M&A advisory Mandates M&A Advisor Deals in European Closed (1) mid-market 30+ **≣**EQUITA Countries clairfield **Europe** €37bn UK **400**+ Austria Romania Value of **Australasia** Belgium Spain **Professionals** Mandates (1) Czech Republic Sweden Australia Denmark Switzerland China Finland Japan **America** France India Africa Israel Argentina Hungary Malesia Brasil Italy Nigeria Canada Netherlands South Africa Turkey Mexico Poland Sub-Saharian Area Vietnam United States Mid-Market M&A (selected credentials) Consumer & Retail Consulting Services Industrial Services Nutraceuticals 111 Telco Airlines CIVITANAVI SYSTEMS* **ETIM** Zewlat Proces intellera consulting **garda** phist **Unieuro** SALICE takeover bid takeover bid acquired sold to sold Netco to sold to sold to launched by acquired sold to acquired launched by \mathcal{G} Dietopack NOBIS PRINCES accenture **val**group Lufthansa fnac Honeywell KKR COBEPA October-24 August-24 April-24 November-23 May-24 March-24 November-23 July-23 May-2023 July-22

Global Markets: very profitable historical business and high barriers to entry

Offering & Expertise

GM - Client-related business Institutional **Retail Hub Client-Driven Trading** & Market Making Sales Sales Sales Specialist / Brokerage Trading / Trading / Market Liquidity on behalf (primary, (primary, Making Execution Execution secondary) secondary) Provider of clients Financial Instruments: Equity, Bonds, Derivatives (cash equity options, swaps, ...), Certificates ... Geographies: Italy, Europe, US, Japan ... Clients: institutional investors, banking groups with retail flows, listed companies, family offices...



Key Facts



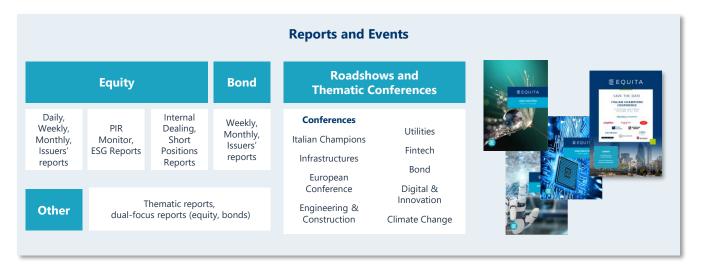
Why Us?

- The largest independent trading floor in Italy and the leading broker in sales, trading & execution (Institutional Investor Rankings)
- Diversified offering in terms of instruments (equity fixed income, derivatives, certificates...), markets (Italy, Europe, US, Japan...) and clients (institutional and retail flows)
- High market shares in equity brokerage and increasing ones in fixed income and derivatives
- High barriers to entry (long-standing relationships with investors, knowledge of the Italian market, IT infrastructure...)



Research Team: a team of experts, at the top of international rankings

Offering & Expertise





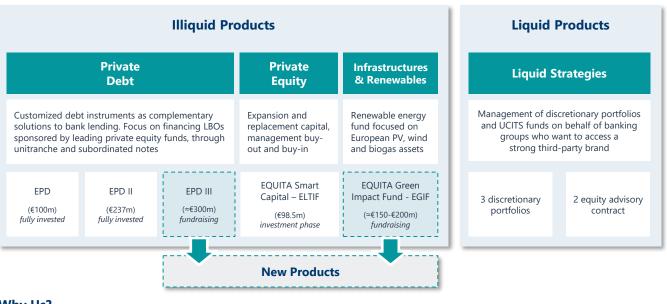


Why Us?

- Independent outstanding research, covering equity and fixed income issuers
- Leading position in Italy, with a team of analysts constantly ranked at the top of international surveys (Institutional Investors)
- Wide coverage of Italian listed companies (96%+ total market cap in Italy) and increasing coverage of European and international issuers
- Multi-sector expertise, proven track-record in understanding key trends in advance, and deep knowledge of Mid & Small Caps
- Professionals who provide valuable insights to the other areas of business of the Group (Investment Banking, Global Markets, Alternative Asset Management)

Alternative Asset Management: the rising star, where sky is the limit

Offering & Expertise



Why Us?

- One of the few multi-asset manager in Italy, with a diversified offering, combining liquid and illiquid assets, debt and equity, institutional and banking clients
- Among pioneers and leaders in private debt in Italy, with a growing footprint abroad (Germany)
- Solid track-record in the launch of products, performance generation and in growing team size
- Model based on recurring revenues' stream from alternative assets, potential upside from carried interest, and significant synergies from the collaboration with other areas of the Group (research, trading floor, investment banking)
- Low capital absorption, strong operating leverage, scalable business

Key Facts



A reliable partner with a strong brand and an improving positioning, committed to sustainability

Recent initiatives dedicated to sustainability

Launch of a new sustainable finance team to address clients' needs and advise investors, corporates, entrepreneurs and institutions in the delicate transition to sustainability

- Launch of a new asset class dedicated to green infrastructures (EGIF)
- Integration of research reports with ESG analysis
- Assessment of Group's carbon footprint and achievement of carbon-neutrality in 2022, before 2024 target
- Establishment of Fondazione EQUITA, with focus on young students, financial education, art and culture, local communities and environment.



The EQUITA brand



Why Us?

- ESG and sustainability at the core of our strategy, to support business development
- Strong perception of EQUITA as brand, with high-reputation among institutions, entrepreneurs and decision makers
- Business model dedicated to «entrepreneurs» and managed by managers who are «entrepreneurs»
- Families, leading institutions and entrepreneurs among «loyal» shareholders in the share capital
- Growing presence on newspaper and media as evidence of the strong EQUITA brand
- Opinion maker with significant engagement in institutional initiatives dedicated to capital markets and finance in general (participation to the European Commissions' Technical Expert Stakeholder Group (TESG) on SMEs, Consob Stakeholder Group, Ministry of Economics and Finance Taskforce...)



Healthy balance sheet, with capital ratios well above minimum requirements

(€m)	FY'24	9M′24	1H′24	1Q′24	FY'23	FY'22	FY'21	FY'20
Cash & Cash equivalents	77.8	87.5	90.5	87.5	130.5	107.9	136.1	117.2
Financial assets at fair value with impact on P&L	113.1	105.4	94.0	102.0	77.4	111.7	49.2	43.8
Financial assets at amortized cost	87.8	112.4	118.2	122.7	101.2	99.6	91.4	86.1
Equity investments	0.6	0.6	0.6	0.6	0.6	0.0	0.0	0.1
Intangible assets	26.8	26.7	26.6	26.6	26.6	26.9	27.2	27.5
Tangible assets	4.7	5.1	4.3	5.7	6.0	4.1	5.2	6.2
Tax assets	2.4	3.3	3.1	3.6	3.2	7.5	4.4	3.1
Other assets	25.7	25.9	27.2	32.6	34.1	41.7	1.9	1.6
Total Assets	338.8	366.9	364.5	381.3	379.7	399.5	315.6	285.8
Debt	191.6	213.8	208.1	213.7	213.9	221.3	175.6	171.3
Tax liabilities	1.1	2.8	4.1	2.6	1.3	3.6	6.0	2.2
Other liabilities	37.2	47.3	50.7	49.1	50.8	64.4	27.9	21.7
Employees' termination liabilities	1.9	1.9	1.9	1.9	1.9	2.1	2.4	2.3
Allowance for risks and charges	2.0	1.6	2.1	2.3	3.2	3.8	4.4	2.7
Total Liabilities	233.9	267.4	266.8	269.6	271.1	295.2	216.3	200.1
Share capital	12.0	11.9	11.9	11.7	11.7	11.6	11.6	11.6
Treasury shares	(2.6)	(2.6)	(2.6)	(2.7)	(3.2)	(3.9)	(4.1)	(4.1)
Reserves	81.6	80.3	80.3	96.4	80.0	79.4	69.9	65.4
Net Profits of the period	14.0	9.9	8.1	3.0	16.8	17.3	22.1	12.9
Third parties' equity	-	-	-	3.4	3.2	-	-	0.1
Shareholders' Equity	105.0	95.5	97.7	111.7	108.6	104.3	99.3	85.7
Total Liabilities and Shareholders' Equity	338.8	366.9	364.5	381.3	379.7	399.5	315.6	285.8
ROTE %	22%	25%	25%	21%	26%	29%	44%	27%
FR %	373%	364%	364%	360%	360%	N/A	N/A	N/A



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