#### **Relevant information**

#### Results 6M20

**Lisboa, 30 July 2020** 

Novabase - Sociedade Gestora de Participações Sociais, S.A., under the terms and for the purposes of article 17 of Regulation (EU) no. 596/2014 of the European Parliament and of the Council and article 248-A of the Portuguese Securities Code, discloses today to the market the results of the first six months of 2020, whose essential features are included in the presentation attached.

In addition, it is further informed that a webcast on this Trading Update will be held today, at 5 pm Lisbon time (GMT+1). More information about registration can be found at www.novabase.pt.

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**Public Company** 

Registered Office: Av. D. João II, nº 34, Parque das Nações, 1998-031 Lisboa

Fax.: +351 21 3836301 Share Capital: € 54,638,425.56

investor.relations@novabase.pt Lisbon Commercial Registry Office registration and legal person number 502.280.182

Novabase – Sociedade Gestora de Participações Sociais, SA

# NEXT-GEN IT SERVICES COMPANY

# 6M20 Consolidated Results

July 30, 2020

### Disclaimer

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  Novabase.

### 6M20 Outlook



**CEO** 

### Message from João Nuno Bento

"These last 6 Months were crucial for Novabase.

We have closed two important divestments and acquired the remaining shares of Celfocus, the Core Asset in our Next-Gen Strategy.

Whilst we were busy putting all these pieces together, the Covid-19 raised the challenge level, forcing us to adapt overnight and operate in new and uncharted territory.

Adding up the operational performance, the 6M20 execution was indeed a great leap towards achieving our strategic objectives:

- We can now go full speed towards integrating our two Next-Gen verticals.
- Our Nearshore Agile Delivery Model proved fit for the new WFH context.
- Both our divisions delivered strong growth and sound margins under very challenging circumstances.

There is still significant effort and investment to deliver on our transformation roadmap, but the most critical hurdles are now behind us.

**NOVABASE** 

#### Getting to the numbers:

- Turnover increased 14% YoY, with Next-Gen growing 12% YoY;
- 86% of Next-Gen Revenues came from 18 Top Tier Clients (83% and 14 in 6M19);
- EBITDA% @8.6% with Next-Gen @6.6%;
- Solid Net Cash position of 50.7 M€;
- Net Profit of 4.8 M€ (0.16€ per sh.);
- NBA share price increased 21% since the beginning of the year.

Although Covid-19 did not impact significantly our performance in the 6M20, we remain cautious about new challenges to acquire clients under the current travel restrictions. This may influence our growth prospects in 2021. As of today, we cannot precise the potential impacts.

Also, the M&A initiatives we are pursuing will probably suffer delays due to the present volatility in the market.

Nevertheless, we will keep on working towards our strategic targets, and we are convicted our company will come out much stronger from this crisis.

Thank You All for your support!"

### 6M20 in Review

Relevant acquisition initiative to grow Next-Gen completed

Next-Gen strengthened with the acquisition of Vodafone Portugal's equity stake in Celfocus for an initial price of 20 M€, subject to adjustments.

Full ownership of Celfocus is key to Novabase's strategy of becoming an "Next-Gen IT Services Company", enabling the Group to allocate resources and explore synergies in a more efficient way.

- (1) Accounted in FY19.
- (2) Baseline FY18 (previous to Strategic Update 2019+).
- (3) Subsequent event to 6M20.

Next-Gen:
Strategy
2019+
Execution

Value
Portfolio:
Strategy
2019+
Execution

#### **Generating value to fund Next-Gen strategy**

Novabase continues to successfully **deliver on its strategy**, with the **sales of Collab and GTE Business** <sup>(1)</sup>, which combined represent a **divestment of over 60%** of its **Value Portfolio** segment revenue <sup>(2)</sup>:

- Sale of Novabase's equity stake in Collab to the swedish Netadmin System I Sverige AB, for a 2019 Price to Sales multiple of 0.92x, subject to adjustments;
- Adjustment to consideration on the sale of GTE Business, raising the 2019 Price to Sales multiple of this transaction to 1.01x still subject to final adjustments.

#### **Novabase on the News**



- April, 23 | Novabase's Board of Directors Chairman met with the President of Portugal, to discuss the impact of the current pandemic situation and prospects on IT sector.
- July, 6 (3) || Euronext Lisbon CEO congratulate Novabase for its 20 years of stock market, marked by adherence to good practices, resilience and ability to reinvent itself.
- July, 9 (3) || Novabase was awarded as the most innovative company in people management by the Human



### Relevant Information



**Acquisition of Celfocus equity stake** 

#### Novabase buys Vodafone Portugal's equity stake in Celfocus

- On April 24, 2020, Novabase has entered into a sale and purchase agreement with Vodafone Portugal, S.A. ("Vodafone") to buy the shares representing Vodafone's equity stake in Celfocus, S.A. (45.001%).
- The agreed purchase price for Vodafone's entire shareholding was
   20 M€, fully paid on April, 30.
- There may be an additional price adjustment of 7.5 M€, to be paid for in services, which could raise the final purchase price to a maximum of 27.5 M€, as a result of possible annual adjustments until 2023 related to service hiring guarantees of 10 M€ per year for three years given by Vodafone.
- Due to the importance of this transaction for the execution of the strategy and given Novabase's financial robustness, the Board of Directors approved the acquisition, despite the current context of uncertainty. This transaction does not require any significant guidance reframing regarding the Strategic Update 2019+.
- Celfocus employed over 650 employees. In 2019, it had a Turnover of 65 M€, EBITDA of 6.3 M€ and cash holdings of 16.1 M€.
- Prior to this transaction, Novabase held a 54.997% stake in Celfocus, S.A..

### Relevant Information



Price adjustment on the sale of GTE

# Adjustments to consideration on the sale of GTE Business

- Following the previous announcements to the market in relation to the celebration and completion of the sale, to VINCI Energies Portugal, S.A., of the "Application and Data Analytics" business for the Government, Transport and Energy sectors ("GTE Business"), the parties confirmed, on May 11, and a net adjustment to the price initially paid by the purchaser and the verification of the earn-out which was dependent upon the final performance of the GTE Business in the financial year of 2019.
- As such, the consideration obtained by Novabase after these events is
   39.3 M€ corresponding to the sum of the price initially agreed of 33 M€, the earnout of 3 M€ and the net adjustment of the remainder.

- Considering the above mentioned, the estimated capital gain is now 14.9 M€, however, some additional adjustments to the purchase price may still occur until the ninth month after the date of completion of the sale, under the terms of the Agreement.
- It is recalled that the capital gain registered in 2019 was 12.0 M€ therefore any difference to the final capital gain will be recognised in the financial statements of 2020.
- The 1H20 accounts already reflect the adjustment to the capital gain of 2.9 M€ and the cash inflow of the total consideration on the sale, of 35.4 M€.

### Relevant Information



Sale of Novabase's equity stake in Collab

#### Novabase sells Collab to the swedish Netadmin System I Sverige AB

- On March 19, 2020, Novabase and Netadmin System i Sverige AB entered into a sale and purchase agreement for all shares representing COLLAB – Soluções Informáticas de Comunicação e Colaboração, S.A. share capital, subsidiary held in 72.45% by Novabase Business Solutions, S.A. and in 17.75% by Fundo Capital Risco NB Capital. The completion of the sale and purchase also occurred on this date, with the delivery of the shares against payment of part of the price.
- The agreed initial purchase price was
   6 M€, to which a potential annual earnout may be accreted, up to a
  maximum of three annual periods,
  depending on COLLAB's performance,
  as set out in the agreement.

- Of the agreed initial purchase price, 1.5 M€ was temporarily held by the purchaser, as foreseen in the sale and purchase agreement. The agreed purchase price is also subject to positive or negative price adjustment clauses agreed between the parties.
- As a result, Novabase recorded in 1H20 a gain on this transaction amounting to 0.2 M€, which falls within the range of 0.1 M€ to 0.8 M€ of estimated capital gain disclosed, but still subject to adjustments.
- To be noted that this subsidiary represented a 6.5 M€ turnover in 2019, and employed around 60 employees.

### Covid-19



In compliance with ESMA71-99-1290

### Covid-19: Agile Response

- Novabase is permanently monitoring all developments related to the Covid19 pandemic. A Contingency
  Coordinating Group was created and a contingency plan was developed and implemented. Novabase set 3 priorities: ensure safety, health and well-being conditions for all individuals in the Novabase Community, preserve the company's financial strength and prepare for the future.
- At an early stage, travelling was limited and remote work conditions were provided for nearly 100% of employees, ensuring both employee's safety and clients business operations continuity. More recently, Novabase offices were awarded with the COVID OUT by ISQ, and have reopened for a safe return.
- Novabase has a solid customer base and a robust liquidity position.

**NOVABASE** 

However, the pandemic uncertainty imposes a **cautious treasury management** in order to keep the company's financial resilience. In this context, the Board of Directors **decided to revert** its initial intention of proposing to the 2020 GMS a **0.85 €/share** remuneration, maintaining the Strategic Update 2019+ commitment of distributing 1.5 €/share in 2019-2023.

- Present opportunities, so these are times to prepare for the future and to think what it takes to win in the "new normal", where digital economy is expected to play a relevant role.
- No relevant Covid-19 impacts were observed in 6M20, despite some minor performance effect on Value Portfolio during the lockdown phase (2Q). Novabase remains confident but cautious due to the uncertainty on the time and shape of the recovery. As far as we are able to anticipate, some delay in M&A is possible and, due to travel restrictions, commercial access to new clients could be more challenging.



## 6M20 performance: **Next-Gen taking-off!**

- Turnover increased 14% YoY, with Next-Gen representing 72%
- 63% of Next-Gen Turnover is generated outside
   Portugal, from which Europe & ME accounts for 88%
- 86% of Next-Gen Revenues captured from Top Tier
   Clients
- EBITDA of 5.5 M€
- Net Profit of 4.8 M€
- Solid Net Cash position of 50.7 M€
- Talent Pool of 1742 employees
- Novabase share price increased 21% since the beginning of the year
- No relevant impacts due to Covid-19 pandemic observed this semester

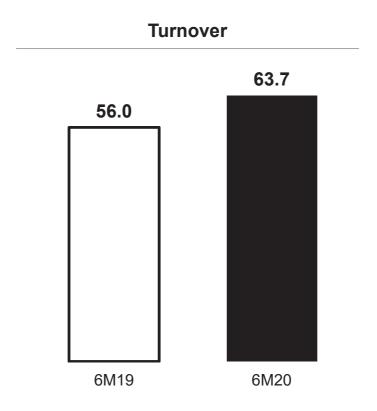
Turnover and EBITDA do not include GTE Business nor Collab, qualified as discontinued operations according to IFRS 5, for all periods in this presentation.

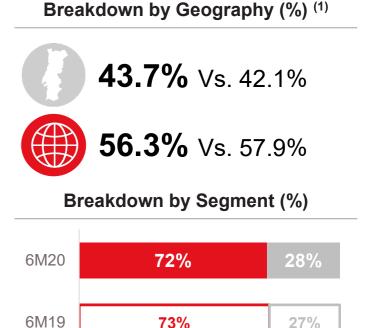


**Turnover** 

# Turnover increased 14% YoY, with Next-Gen representing 72%

No relevant impacts were observed this semester due to the Covid-19 pandemic, both in Next-Gen and in Value Portfolio segments.





**NOVABASE** 

 Turnover by Geography is computed based on the location of the client where the project is delivered.

Next-Gen

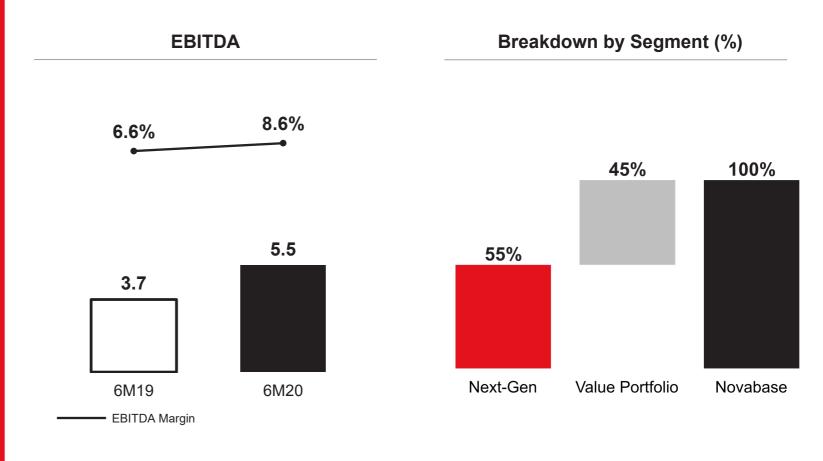
(2) Value Portfolio includes holding / shared services.

Value Portfolio (2)



**EBITDA** 

### **EBITDA** of 5.5 M€, leveraged by Next-Gen





**Next-Gen** 

**Segment** 

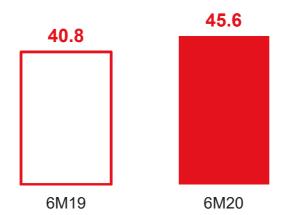
Next-Gen grows by double-digit in Turnover, +12% YoY...

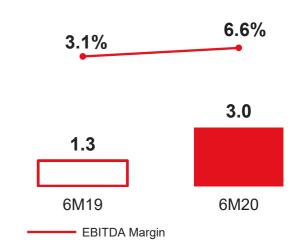
**Turnover** 

### ... and doubles EBITDA margin

Working on strategic initiatives towards the goal for 2023.

**EBITDA** 





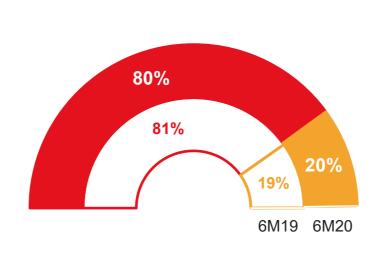


Next-Gen Segment

# Next-Gen working on Multi Industry approach...

**Targeting clients with ambition to transform,** with 6M20 still focused on Telco.

#### % of Revenue by Industry



■Telco ■Financial Services

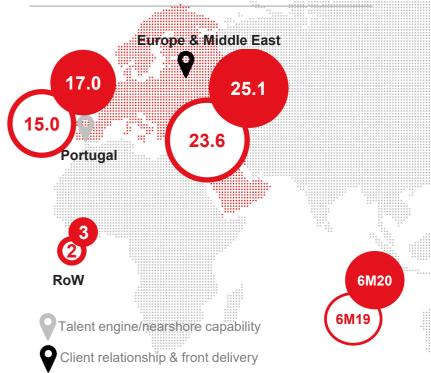
**NOVABASE** 

#### **International Turnover grows 11%** YoY.

**63%** of **Next-Gen** Turnover generated **outside Portugal.** 

**Europe & ME** accounts for **88% of international operations**, registering an increase of 6% YoY.

#### Revenue by Geography





Next-Gen Segment

### Building long term relationships

Large accounts increase, both in number...

Top Tier Clients (1)

...and in Revenues (9% YoY).

% of Revenues from Top Tier clients (1)



Total number of clients in 6M20 increased to 107 (105 in 6M19).

(1) Top Tier clients (>1 M€) considers the Trailing 12 months.

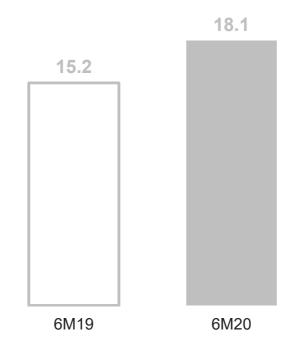


Value Portfolio Segment

#### Value Portfolio Turnover grows 19% YoY

**40%** of **Value Portfolio** Turnover is generated **outside Portugal**.

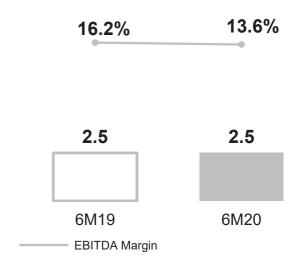
#### **Turnover**



### Resilient performance in Value Portfolio

Some Covid-effect on IT Staffing Business performance observed in 2Q20 (coincidental with the major lockdowns).

**EBITDA** 





#### **Net Profit of 4.8 M€**

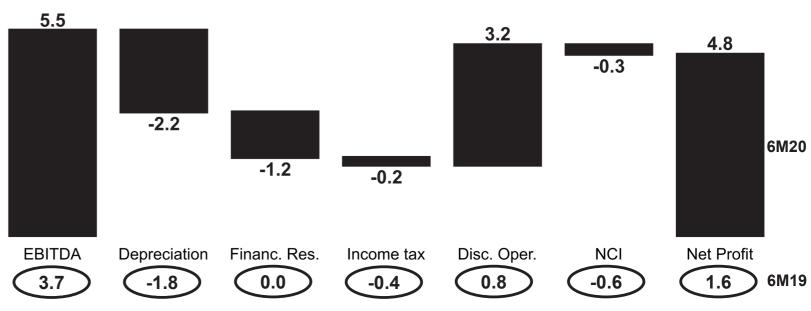
Total EPS reached 0.16 € (0.05 € in 6M19).

Financial results decreased 1.2 M€ YoY, fundamentally due to the accounting of exchange differences in foreign operations.

**Discontinued operations** – meaning results attributable to GTE Business and Collab – **reached 3.2 M€ in 6M20**, which comprises 2.9 M€ of adjustment to the capital gain of GTE Business disposal and 0.2 M€ of gain on the sale of Collab.

Evolution of NCI is mainly explained by full ownership of Celfocus since April.





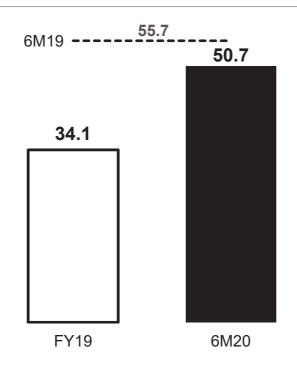


**Net Cash** 

### Solid Net Cash position of 50.7 M€

Comfortable liquidity situation to pursue the Strategy 2019+ objectives and win the Covid-19 pandemic context.





Cash generation of 16.6 M€ in 6M20, highlighting:

- Cash inflow of 35.4 M€ from GTE Business disposal (including the price adjustment);
- Cash inflow of 3.2 M€ from the Sale of Collab;
- Cash outflow of 20.0 M€ from the acquisition of Vodafone's equity stake in Celfocus.

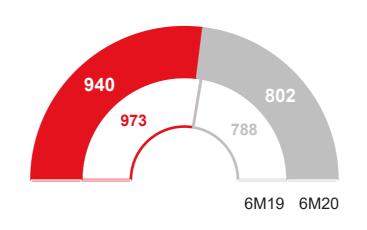
From the 50.7 M€, 4.5 M€ refers to Non-controlling Interests.



#### **Talent**

### Talent Pool of 1742 employees in 6M20

#### Average number of Employees (1)



■Next-Gen ■Value Portfolio (2)

- (1) Excluding GTE Business and Collab.
- (2) Including holding / shared services representing 84 employees in 6M20 (89 in 6M19).

Talent pool decreased 1% YoY in line with the expected synergies and management overhaul (1761 in 6M19).

Next-Gen Turnover per employee increased 16% YoY.

Attrition rate of Next-Gen was 6.7% in 6M20 (9.7% in 6M19).



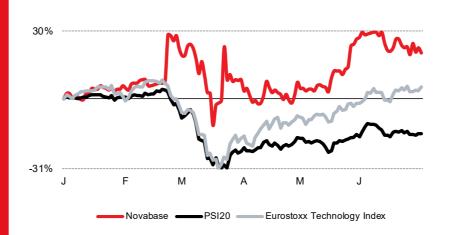
Stock Market

### Novabase share price increased 21% in 6M20...

... as it celebrates its 20<sup>th</sup> anniversary on the Euronext (listed since 4 July 2000).

PSI20 Index decreased 16% and EuroStoxx Technology Index increased 5%.

#### **Novabase and the Market**



**NOVABASE** 

**Novabase re-entered to** the main index of the Lisbon stock exchange, the **PSI20**, as of March, 23.

Due to the current context of great uncertainty of the Covid-19 pandemic, the Board decided to revert its initial intention of proposing to the 2020 GMS a remuneration of 0.85 €/share.

In this period, **Novabase acquired 234,464 shares** (under the buy-back programme), **holding as at June, 30**, a total of **611,075 own shares** (1.95% of the Company's share capital).

The average price target disclosed by the research that covers Novabase is 4.63 €, and the average upside is 49%.

Market Capitalization at the end of 6M20 is 97.7 M€, implying a ttm Price to Sales of 0.83x.

Free Float **Velocity in 6M20** represented 39% (21% in 6M19) with a free float of 40%<sup>(1)</sup> in both periods.

### **APMs**



### **Alternative Performance Measures**

#### **Net Cash**

Net Cash provides information on the level of cash and other bank deposits and marketable securities, after discounting the debts to financial institutions, assisting in the analysis of the company's liquidity and ability to meet its non-bank commitments.

The caption "Cash and cash equivalents" is simultaneously the item of the consolidated statement of financial position more directly reconcilable and more relevant to this APM.

The detail and breakdown of Net Cash, as well as the reconciliation in 6M20 and prior period, is analysed in the table on the right.

This APM and all its components contain no estimates or judgments made by Management.

	FY19	6M20	
Cash and cash equivalents	48,755	74,949	
Debt securities - Non-Current	403	-	
Debt securities - Current	2,793	-	
Treasury shares held by the Company (1)	972	1,900	
Bank borrowings - Non-Current	(13,600)	(19,400)	
Bank borrowings - Current	(5,194)	(6,706)	
Net Cash (Euro thousands)	34,129	50,743	
	FY19	6M20	
Treasury shares held by the Company	376,611	611,075	
Closing price @ last tradable day (€)	2.580	3.110	
Treasury shares held by the Company (Euro thousands)	972	1,900	

NOVABASE the Company at the end of the tradable day.

### About **Novabase**



# NEXT-GEN IT SERVICES COMPANY

**Company Information** 

Novabase SGPS, S.A. Public Company

Euronext code: PTNBA0AM0006 Registered in TRO of Lisbon and Corporate Tax Payer no.

502.280.182

Share Capital: 54,638,425.56 € Head Office: Av. D. João II, 34, 1998-031 Lisbon - PORTUGAL

**Investors Relations** 

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Report available on website: www.novabase.pt

**Next Events** 

Roadshows:

Kepler Cheuvreux Autumn

Conference: 7<sup>th</sup> September

**JB Capital Markets:** 24<sup>th</sup> September

**Trading Update 9M20** 

Thursday, November 5, 2020 (after market closure)

#### **Consolidated Statement of Financial Position** as at 30 June 2020

#### Consolidated Income Statement for the period of 6 months ended 30 June 2020

	30.06.20	31.12.19		30.06.20	30.06.19 (*)	Var. %
	(Thousands	of Euros)		(Thousand	ds of Euros)	
ASSETS			CONTINUING OPERATIONS			
Tangible assets	2,257	2,180	Sale of goods	-	196	
Intangible assets	12,064	12,967	Cost of goods sold		(131)	
Right-of-use assets	7,786	9,785				
Financial investments	12,426	12,344	Gross margin		65	-100.0 %
Debt securities	-	403				
Deferred income tax assets	9,062	9,585	Other income			
Other non-current assets	2,338	1,908	Services rendered	63,668	55,832	
Total Non-Current Assets	45,933	49,172	Supplementary income and subsidies	572	79	
Lanca Acade a	00	0.4	Other operating income	479	84	
Inventories	30	34		04.740	FF 00F	
Trade debtors and accrued income	40,086	40,247		64,719	55,995	
Other debtors and prepaid expenses  Derivative financial instruments	13,296	50,403 24		64.740	EC 060	
Debt securities	14	2,793		64,719	56,060	
Cash and cash equivalents	- 74,949	2,793 48,755	Other expenses			
Total Current Assets	128,375	142,256	External supplies and services	(20,519)	(16,701)	
Total Culterit Assets	120,373	142,250	Employee benefit expense	(40,277)	(35,485)	
Assets for continuing operations	174,308	191,428	(Provisions) / Provisions reversal	1,733	(33,463)	
7,000to for continuing operations	174,000	101,420	Net impairm. losses on financ. assets	18	38	
Assets for discontinued operations	451	460	Other operating expenses	(213)	(297)	
/ locate for discontinuou operations		100	Care operating expenses	(210)	(201)	
Total Assets	174,759	191,888		(59,258)	(52,345)	
EQUITY			Gross Net Profit (EBITDA)	5,461	3,715	47.0 %
Share capital	54,638	54,638	Restructuring costs	· -	-	
Treasury shares	(1,063)	(655)	Operating Gross Net Profit	5,461	3,715	47.0 %
Share premium	226	226	Depreciation and amortisation	(2,174)	(1,796)	
Reserves and retained earnings	(3,154)	(5,318)	·			
Net profit	4,819	20,400	Operating Profit (EBIT)	3,287	1,919	71.3 %
Total Shareholders' Equity	55,466	69,291	Financial results	(1,210)	(119)	
Non-controlling interests	9,036	18,329	Gain on net monetary position		127	
Total Equity	64,502	87,620			_	
			Net Profit before taxes (EBT)	2,077	1,927	7.8 %
LIABILITIES			Income tax expense	(206)	(439)	
Bank borrowings	19,400	13,600	Net Profit from continuing operations	1,871	1,488	25.7 %
Lease liabilities	6,079	7,681				
Provisions	6,717	8,623	DISCONTINUED OPERATIONS			
Other non-current liabilities	4,145	770	Net Profit from discont. operations	3,202	778	311.6 %
Total Non-Current Liabilities	36,341	30,674	Non-controlling interests	(254)	(622)	
Bank borrowings	6,706	5,194	Tron controlling interests	(204)	(022)	
Lease liabilities	3,083	3,887	Attributable Net Profit	4,819	1,644	193.1 %
Trade payables	5,211	8,215		,-		
Other creditors and accruals	32,895	32,732				
Derivative financial instruments	-	17				
Deferred income	17,647	14,854				
Total Current Liabilities	65,542	64,899				
		<u> </u>				
Total Liabilities for cont. operations	101,883	95,573				
Total Liabilities for discont. operations	8,374	8,695				
Total Liabilities	110,257	104,268	Other information:	62.600	E6 000	40 6 0/
Total Equity and Liabilities	174,759	191,888	Turnover EBITDA margin	63,668 8.6 %	56,028 6.6 %	13.6 %
Net Cash	50,743	34,129	EBT % on Turnover  Net profit % on Turnover	3.3 % 7.6 %	3.4 % 2.9 %	

 $<sup>^*\</sup> Comparatives\ were\ restated\ to\ show\ continuing\ operations\ separately\ from\ discontinued\ operations\ (GTE\ Business\ \&\ Collab).$ 

### Consolidated Income Statement by SEGMENTS for the period of 6 months ended 30 June 2020

(Thousands of Euros)			
	Value Portfolio	Next-Gen	NOVABASE
CONTINUING OPERATIONS			
Sale of goods	-	-	-
Cost of goods sold	<u> </u>		<u>-</u> _
Gross margin			<u>-</u>
Other income			
Services rendered	18,101	45,567	63,668
Supplementary income and subsidies	508	64	572
Other operating income	422	57	479
	19,031	45,688	64,719
	19,031	45,688	64,719
Other expenses  External supplies and convices	(547)	(10.072)	(20.519)
External supplies and services Employee benefit expense	(547) (16,068)	(19,972) (24,209)	(20,519) (40,277)
(Provisions) / Provisions reversal	88	1,645	1,733
Net impairm. losses on financ. assets	27	(9)	18
Other operating expenses	(64)	(149)	(213)
	(16,564)	(42,694)	(59,258)
Gross Net Profit (EBITDA)	2,467	2,994	5,461
Depreciation and amortisation	(1,283)	(891)	(2,174)
Operating Profit (EBIT)	1,184	2,103	3,287
Financial results	(781)	(429)	(1,210)
Gain on net monetary position	-	-	-
Net Profit / (Loss) before Taxes (EBT)	403	1,674	2,077
Income tax expense	-	(206)	(206)
Net Profit / (Loss) from cont. operations	403	1,468	1,871
DISCONTINUED OPERATIONS			
Net Profit from discontinued operations	3,202	-	3,202
Non-controlling interests	147	(401)	(254)
Attributable Net Profit / (Loss)	3,752	1,067	4,819
Other information :			
Turnover	18,101	45,567	63,668
EBITDA	2,467	2,994	5,461
EBITDA % on Turnover	13.6%	6.6%	8.6%
EBT % on Turnover	2.2%	3.7%	3.3%