



September 2019

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Solely for the purposes of the product governance requirements contained within: (a) EU Directive 2014/65/EU on markets in instruments, as amended (“MIFID II”); (b) Articles 9 and 10 of Commission Delegated Directive (EU) 2017/593 supplementing MiFID II; and (c) local implementing measures (together, the “MIFID II Product Governance Requirements”), and disclaiming all and any liability, whether arising in tort, contract or otherwise, which any “manufacturer” (for the purposes of the MiFID II Product Governance Requirements) may otherwise have with respect thereto, the ordinary shares and the warrants of Piovan S.p.A. (the “Securities”) have been subject to a product approval process, which has determined that such Securities are: (i) compatible with an end target market of retail investors and investors who meet the criteria of professional clients and eligible counterparties, each as defined in MiFID II; and (ii) eligible for distribution through all distribution channels as are permitted by MiFID II (the “Target Market Assessment”).

Notwithstanding the Target Market Assessment, Distributors should note that: the price of the Securities may decline and investors could lose all or part of their investment; the Securities offer no guaranteed income and no capital protection; and an investment in the Securities is compatible only with investors who do not need a guaranteed income or capital protection, who (either alone or in conjunction with an appropriate or other adviser) are capable of evaluating the merits and risks of such an investment and who have sufficient resources to be able to bear any losses that may result therefrom. The Target Market Assessment is without prejudice to the requirements of any contractual, legal or regulatory selling restrictions in relation to the Offer. Furthermore, it is noted that, notwithstanding the Target Market Assessment, the Manufacturers will only procure investors who meet the criteria of professional clients and eligible counterparties.

For the avoidance of doubt, the Target Market Assessment does not constitute: (a) an assessment of suitability or appropriateness for the purposes of MiFID II; or (b) a recommendation to any investor or group of investors to invest in, or purchase, or take any other action whatsoever with respect to the securities.

Each distributor is responsible for undertaking its own target market assessment in respect of the securities and determining appropriate distribution channels.

The Leading Automation Solutions Provider for Plastic & Food Markets

What we do

- Engineering, production and installation of **customized automation solutions**

Applications

- Global leader in **plastic** and **plastic compounds**
- Growing presence in **food** (e.g. powder ingredients)

Our customers

- **Global and diversified** customer base across several end-markets
- Over **2,300 customers**¹

Global footprint

- **7 manufacturing sites** in 4 continents
- **26 services & sales companies** worldwide²
- **70 countries** covered

Innovation DNA

- **C. 4% of Revenues** invested in R&D and Engineering³
- **175 dedicated employees**⁴

LTM Jun-19 Key Financials

Revenues

€239m

+8.6%

CAGR
FY 16-LTM Jun-19
(organic)

Adj. EBITDA

€35m

(14.7% Margin)

+11.2%

CAGR
FY 16-LTM Jun-19
(organic)

Net Income

€21m

(8.8% Margin)

+13.6%

CAGR
FY 16-LTM Jun-19
(organic)

Cash Conv.⁵

~93%

~1.1%
Recurring Capex /
Revenues

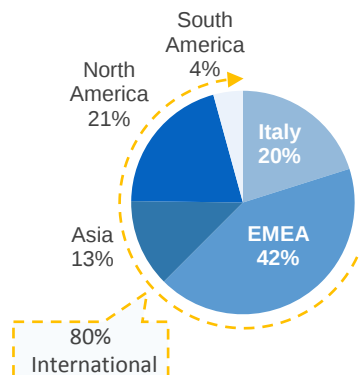
ROCE⁶

~47%

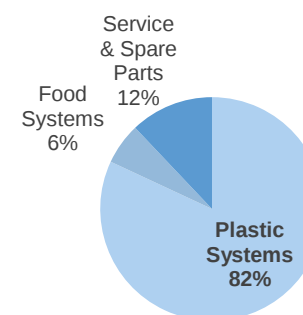
Before impact
of IFRS 16

H1 2019 Revenues Breakdown⁷

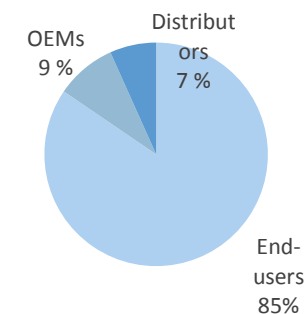
by Geography



by Application



by Channel

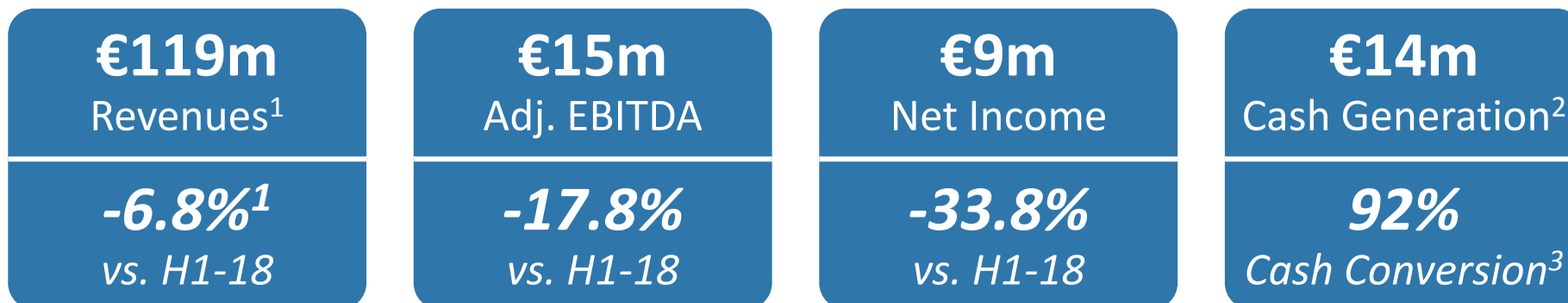


Source: Company information

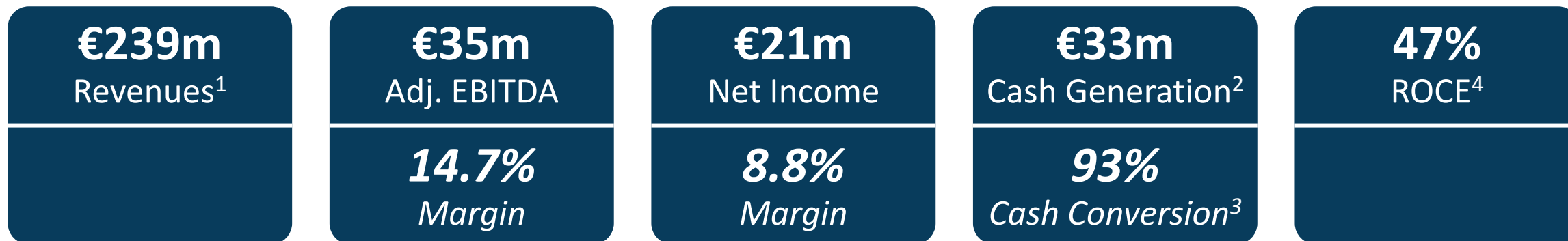
¹ In 2018. ² As of July 2019. ³ In June 2019. ⁴ As of June 2019. ⁵ Defined as Adjusted EBITDA – Recurring Capex / Adjusted EBITDA. ⁶ Computed as EBIT / Net Invested Capital excluding Goodwill and Put and Call Options. Net Invested Capital adjusted for the application of IFRS 16. ⁷ Excluding other sales & other income.

KEY HIGHLIGHTS

H1-19



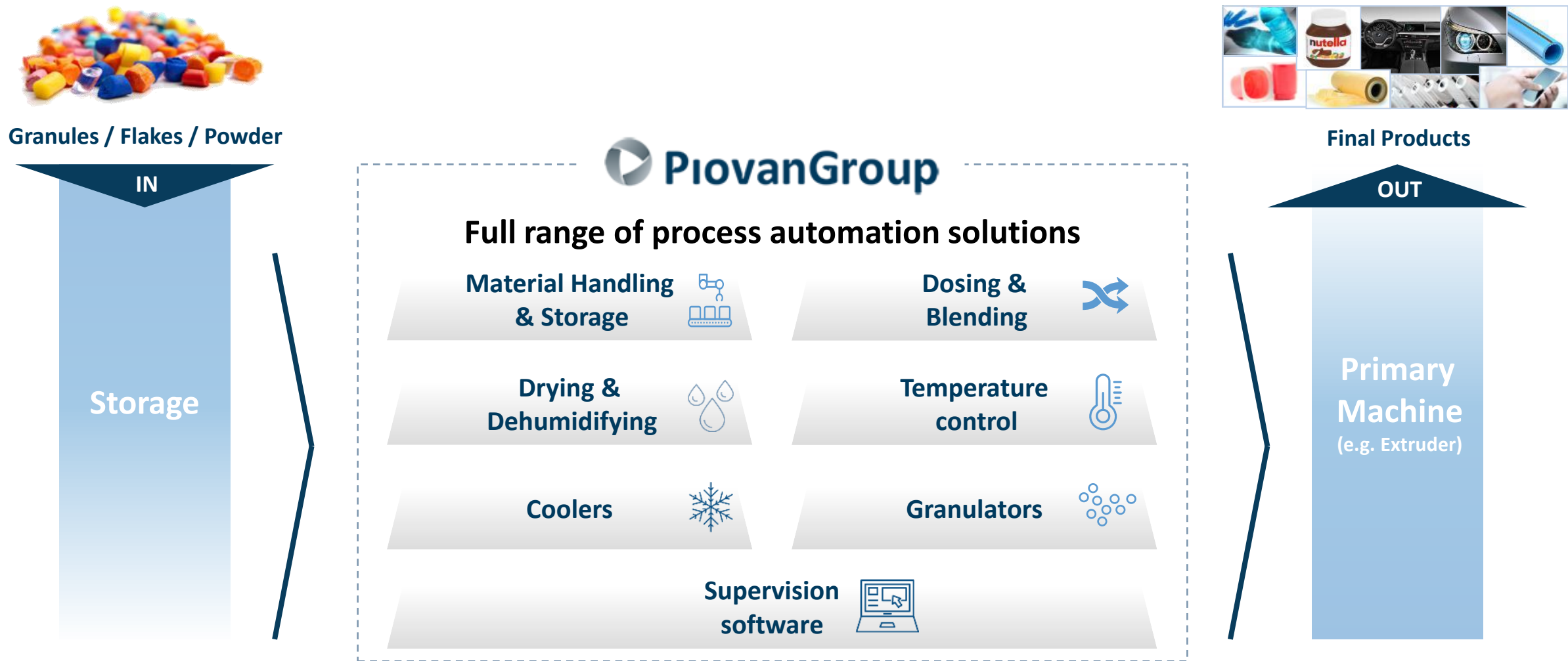
LTM Jun-19



Source: Company Information

¹Includes other revenue and income..²Adj. EBITDA - Recurring Capex. ³Computed as Cash Generation as % of Adj. EBITDA. ⁴Computed as Adj. EBIT / Net Invested Capital excluding Goodwill and Put and Call Option. Net Invested Capital adjusted for the application of IFRS 16.

Our Core is Process Automation from Silos to Primary Machines



Source: Company information

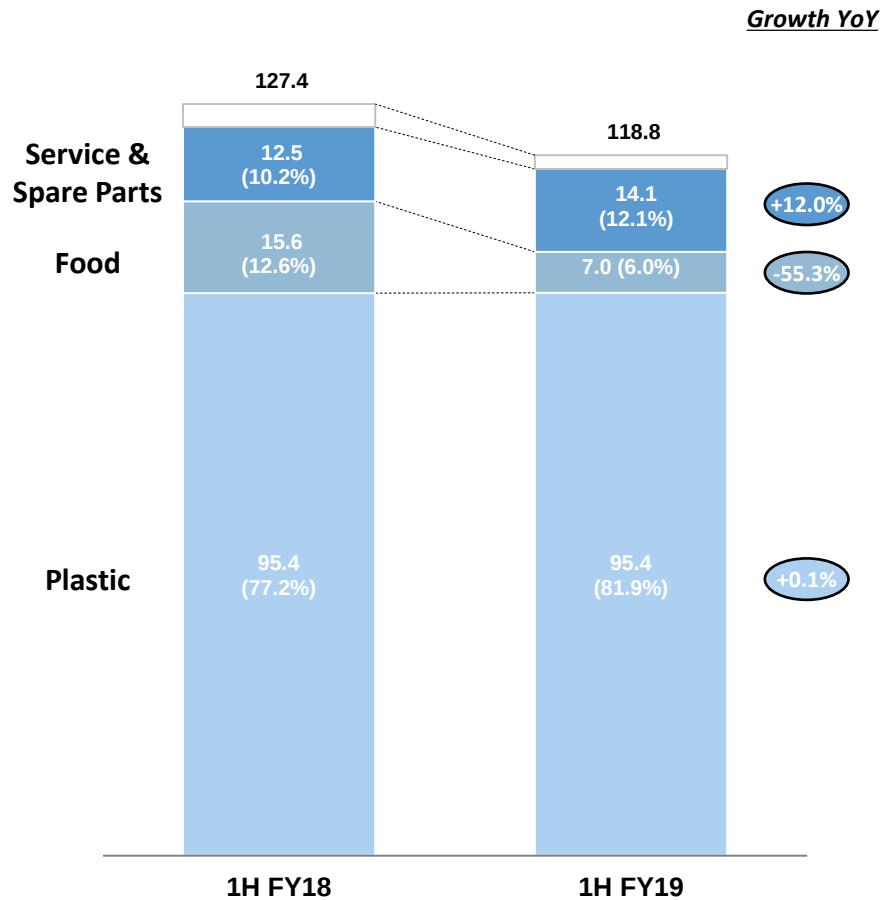
PIOVAN H1 2019 KEY BUSINESS HIGHLIGHTS

- ▶ **2Q 2019 impacted – as expected – by negative order intake recorded between Dec-18 and Mar-19 (time lag effect), positive trends observed in 2Q 2019**
- ▶ **Plastic Systems resilient despite market slowdown (flat YoY)**
- ▶ **Finalised acquisition of FEA p.t.p., Italian company active in handling and storage of viscous liquid for the food industry¹**
- ▶ **Finalised acquisition of ToBaPNC, South Korean company active in plastic powder automation¹**
- ▶ **Continued footprint expansion with Piovan Maroc**
- ▶ **Completed US facilities relocation, expansion of the Italian site ongoing as planned**
- ▶ **Adoption of IFRS 16 for lease accounting with marginal impact in Profit and Loss**

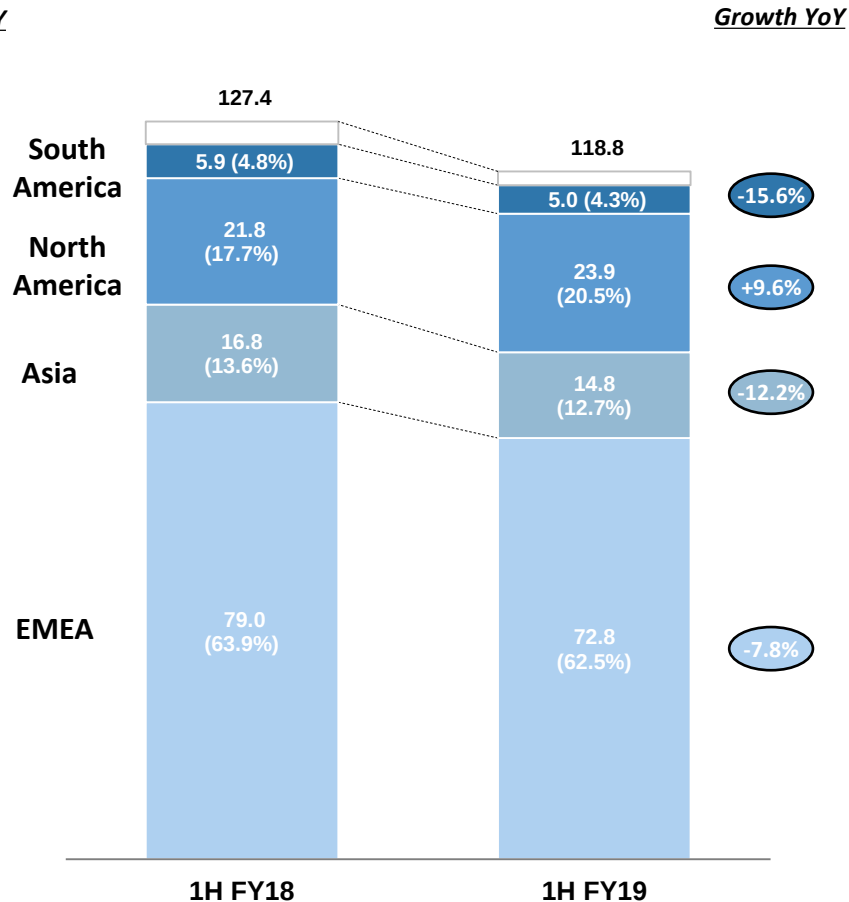
¹ Announced in Jul-19

Resilient Plastic, While Food Suffering From Weaker Market Backdrop

Revenues by Application (€m)¹



Revenues by Geography (€m)¹



Comments

BY APPLICATION

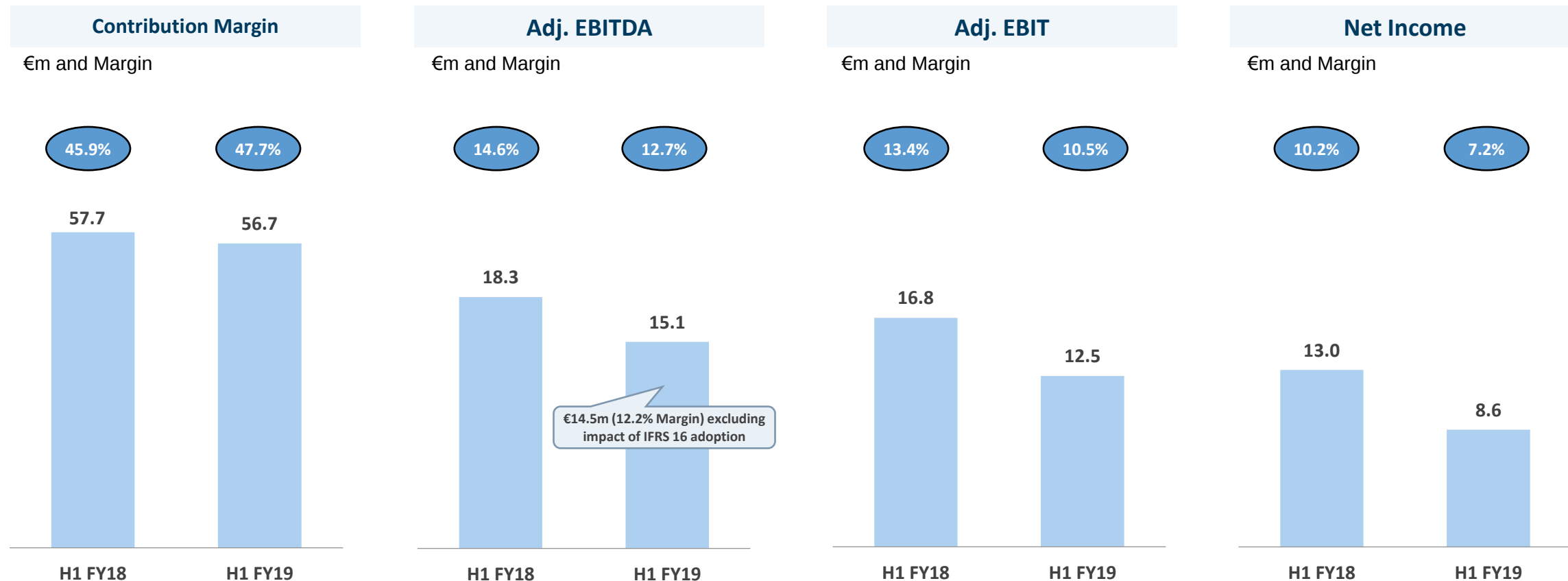
- Revenues from Systems affected by headwinds in Food
- 2Q 2019 impacted – as expected – by negative order intake recorded between Dec-18 and Mar-19 (time lag effect), positive trends observed in 2Q 2019
- Plastic Systems resilient despite market slowdown (flat YoY), on the back of Piovan leading market position
- Service segment up 12% YoY

BY GEOGRAPHY

- Strong and continued momentum in North America:
 - Focus on commercial actions and improved production capacity in the new plant
- Performance in Asia being affected by recent organizational changes and consolidation of the end-markets served
- South America currently being affected by adverse macroeconomic environment
- EMEA affected by weaker performance in Food

□ Indicates other revenue and income (c. €3.9m² of in 2018, €2.3m in 2019)

Higher Personnel and Other Costs Offsetting Higher Contribution Margin

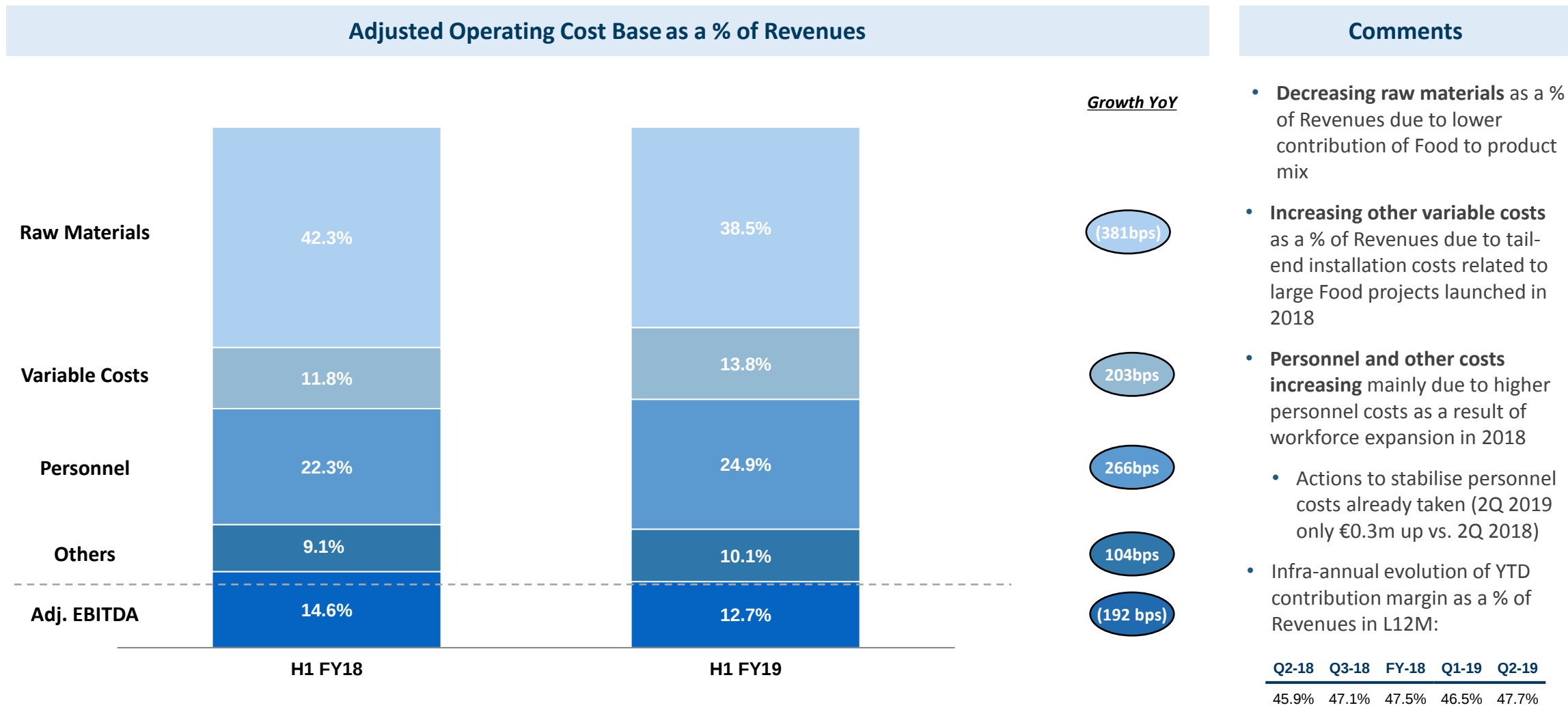


- Contribution margin improving as a % of Revenues as a result of Plastic vs. Food mix effect, but decreasing in absolute amount due to lower volume effect

- Improvement of contribution margin as a % of Revenues offset by higher personnel and other costs, resulting in lower EBITDA and EBIT margin

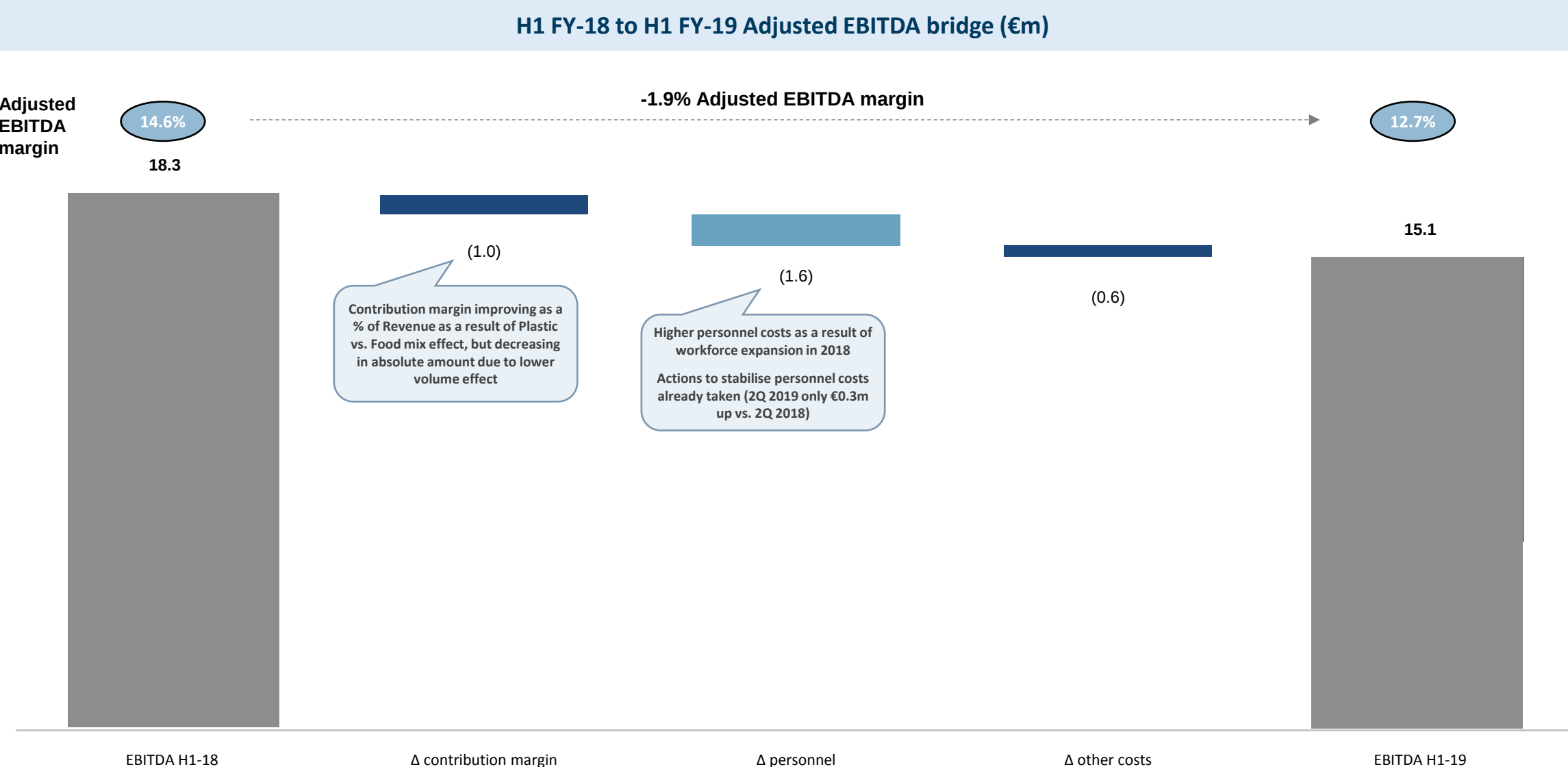
- Cost increase drop through resulting in lower net income

Higher Personnel and Other Costs Offsetting Higher Contribution Margin



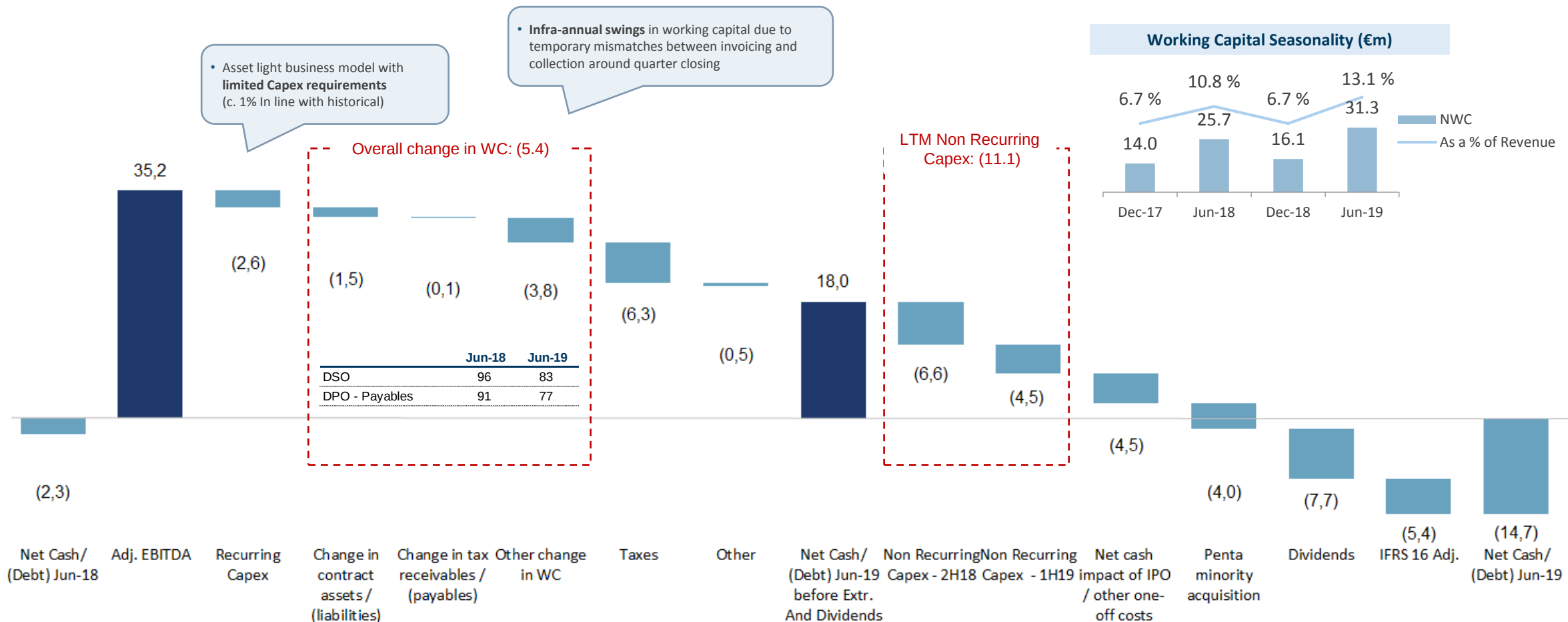
Source: Company Information

Adjusted EBITDA Bridge from H1 FY-18 to H1 FY-19



Net Debt Walk from Jun-18 to Jun-19

Jun-18 to Jun-19 Net Debt bridge (€m)

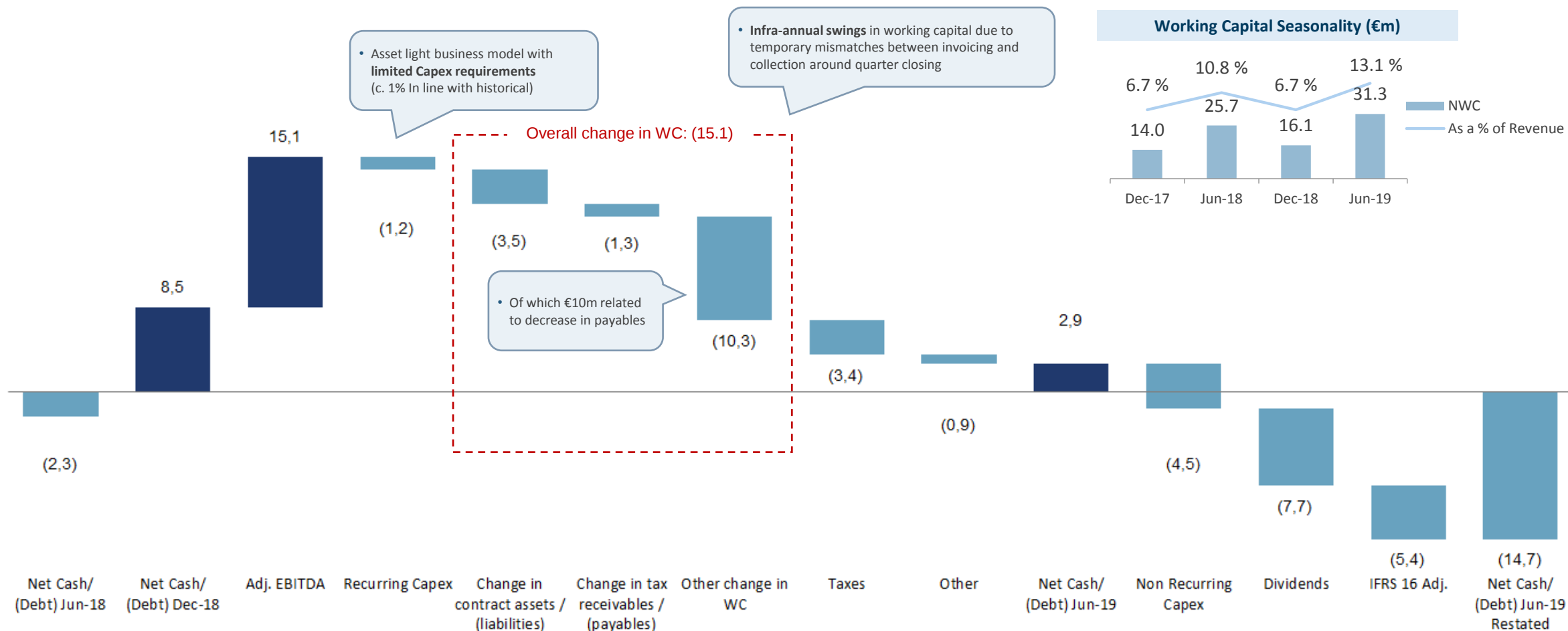




Appendix

Net Debt Walk from Dec-18 to Jun-19

Dec-18 to Jun-19 Net Debt bridge (€m)



Income Statement

€m	1H FY18	1H FY19 Pre IFRS 16	H1 FY19 Reported	Δ% H1 FY18 vs H1 FY19
Sales	123.5	116.4	116.4	(5.7)%
Other sales & other income	3.9	2.3	2.3	(40.8)%
o/w capital gain on asset disposal	1.9	-	-	n.m.
Revenues	127.4	118.8	118.8	(6.8)%
Raw materials	(53.1)	(45.7)	(45.7)	(13.9)%
Cost of services	(23.7)	(25.7)	(25.7)	8.5 %
o/w extraordinary IPO costs	(0.4)	(12.0)	(12.0)	2614.0 %
Personnel	(28.0)	(29.6)	(29.6)	5.9 %
Other costs	(2.9)	(3.5)	(2.9)	0.1 %
EBITDA	19.8	14.2	14.9	(25.0)%
Capital gain on asset disposal	(1.9)	-	-	
Extraordinary IPO Costs	0.4	0.2	0.2	
Adjusted EBITDA	18.3	14.5	15.1	(17.8)%
% Adjusted Margin	14.6%	12.2%	12.7%	
D&A and provisions	(1.6)		(2.6)	
EBIT	18.2		12.3	(32.6)%
Finance Income / (Expenses)	(0.0)		(0.2)	
Exchange income (expenses)	(0.1)		0.0	
Income from equity method investments	(0.1)		(0.1)	
Income / loss from change in Fair Value	0.0		(0.1)	
EBT	18.0		11.9	(33.6)%
Taxes	(5.0)		(3.4)	
% Tax Rate	28.0%		28.1%	
Net Income	13.0		8.6	(33.8)%
% Margin	10.2 %		7.2 %	
Attributable to Piovan shareholders	12.3		8.5	(31.3)%
Attributable to minority shareholders	0.6		0.1	(80.8)%

Balance Sheet

€m	Dec - 18	IFRS 16 Adj.	Dec-18 Restated	Jun - 19
Property Plant & Equipment	34,5	5,9	40,4	43,6
Intangible Assets (incl. Goodwill)	6,0		6,0	6,4
Financial Assets	0,3		0,3	0,4
Net Fixed Assets	40,8		46,7	50,4
Trade receivable	50,7		50,7	53,7
Inventory	28,0		28,0	26,9
Trade payables	(39,9)		(39,9)	(30,2)
Advanced payments from customers	(12,6)		(12,6)	(12,0)
Contract assets/(liabilities)	1,0		1,0	4,4
Net Trade Capital	27,1		27,1	42,8
Tax receivables	3,5		3,5	3,6
Other current activities	4,2		4,2	4,0
Tax payables	(6,4)		(6,4)	(5,2)
Other current liabilities	(12,2)		(12,2)	(13,8)
NWC	16,1		16,1	31,2
Other Credits	5,0		5,0	5,0
Other Debts	(6,6)		(6,6)	(6,6)
Pension Fund	(3,9)		(3,9)	(4,1)
Net Invested Capital before Option	51,5		57,3	75,9
Put & Call Option	(3,2)		(3,2)	(3,3)
Net Invested Capital	48,3		54,2	72,6
Total Shareholders' Equity	56,8		56,8	57,9
Net Debt / (Cash)	(8,5)	5,9	(2,6)	14,7
Total Sources	48,3		54,2	72,6

Cash Flow Statement

€m	FY 2018	IFRS 16. Adj	FY 2018 Restated	H1 FY19
Adj. EBITDA	38,5			15,1
Recurring Capex	(2,7)			(1,2)
% on Revenues	1,1%			1,0%
Cash generation	35,8			13,9
Cash Conversion %	93,0%			91,8%
Non-Recurring Capex	(9,9)			(4,5)
Disposal	5,2			-
Δ Net Working Capital	(2,1)			(15,1)
Corporate Taxes	(8,0)			(3,4)
Δ Funds	(0,0)			0,2
Non operating Items	(0,6)			(0,5)
Cash Flow from Operation	20,4			(9,4)
Adjusting Items	(4,5)			(0,2)
Δ Put and Call Option	(4,2)			(0,0)
Dividend distribution	(6,0)			(7,7)
Changes in equity	0,6			0,3
Other financial charges	(0,2)			(0,2)
Δ Exchange loss/gain	0,2			0,0
Income from equitiy method investments	(0,1)			(0,1)
Δ Net Financial Position	6,2			(17,3)
NFP BoP	(2,3)			(2,6)
Δ Net Financial Position	(6,2)			17,3
NFP EoP	(8,5)	5,9	(2,6)	14,7

IFRS 16 Reconciliation

€m	H1 FY19 Reported	IFRS 16 Adj.	1H FY19 Pre IFRS 16
Revenues	118.8	-	118.8
Adjusted EBITDA	15.1	(0.6)	14.5
Net Debt / (Cash)	14.7	(5.4)	9.3