### FY20 UPDATE REPORT

AIM Italia – March 30, 2021 6:00 p.m.

# DOXEE

# Strong set of FY20 results with double digit growth in sales and profitability

**Double digit top-line growth in line with expectations.** Doxee, Innovative SME and Italian leader in the development of cloud technologies, just announced a very strong set of FY20 results with sales of Euro 17.7 m up by +14% yoy. Growth was mainly driven by a strong 2H with revenues up by +18% vs. 10% in 1H. In terms of product lines, document experience (dx) and interactive experience (ix) showed the strongest results and increased by 74% and 21% respectively. The paperless experience (px) business increased revenues by +15% whereas the lower margin bundle (sale of a combination of two of more products at a set price including print and delivery) decreased by 10%. The level of recurring revenues stood at 74%, vs. c. 70% in FY19 thanks to the increase in SaaS delivery mode. Overall production value stood at 22.8 m, +9% vs. FY19 and +5% vs. our estimates (Euro 21.8m).

**Strong profitability confirmed.** FY20 EBITDA came in at Euro 5.6m, +11% yoy (Euro 5.0 m in FY19) slightly above our estimates of Euro 5.5 m. EBITDA margin increased to 24.7% vs. 23.9% in FY19 thanks to an enhanced product mix and improvements in operational efficiency. EBIT was up by +30% to 2.9 m, (2.3 m in FY19) beating our expectations by +16% (Euro 2.5m). Net Income was of Euro 1.6 m in line with prior year (Euro 1.7 m) and slightly below our estimates after Euro 0.4 m of extraordinary expenses from foreign exchange losses.

Solid balance sheet and good operating cash flow allowing for continuous investments in R&D. Net debt came in at Euro 2.5 m (Euro 2.3 m in FY19) and Net Equity stood at Euro 8.5m. The solid balance sheet and good operating cash flow has allowed Management to proceed with planned investments. In FY20 the Company continue to make important investments in R&D (Euro 3.4 m, or 15% of VP) mainly related to the release of new Cloud Native Doxee Platform® entirely designed on multi-cloud architectural paradigms and a new portal dedicated to the simplified management of ordering and electronic invoicing processes.

Positive outlook confirmed. In the 2017-2020 period Doxee has been able to increase its revenues at a 18% CAGR thanks to the organic development and the ramp up of the ix business. Despite the pandemic the Group has manged to improve revenues and profitability confirming its resilience to the COVID-19 outbreak. Management has not provided any guidance for FY21 but highlighted continuous strong focus on brand awareness, geographical expansion in particular through strategic launch of the highly scalable ix business, new Partner Programs to enter new market segments (Retain, Automotive, Digital Agency) and strengthening of the Tech&Research team for continuous innovation which all remain principal drivers for our revenue forecast. Given the above, our outlook for Doxee continues to be positive as we continue to believe that the Company is well positioned to exploit the ongoing digitalization trend in Italy and the rest of Europe thanks to its technological positioning on which the Group can leverage to expand in new markets. In light of the recent developments in the health emergency, we have prudentially revised the results expected for 2021 whereas we maintained our grow assumptions for FY22. We now estimate a FY21 yoy growth of 15% (25% previously). Overall, we made an average cut in our revenue and EBITDA estimates by 3% and 7% respectively.

**Valuation Upgrade**. We updated our DCF and multiples models to factor in our new estimates, updated risk-free rate, ERP and peers' multiples to obtain a new target price of Euro 8.50 p.s. (Euro 7.05 p.s., previously). At our target price the stock would be trading at 9.1 and 6.7x FY21-22 EV/EBITDA multiple.

# Sector: Technology

Target Price (Euro)	<b>8.50</b> (7,05 pr)
Market Price (Euro)	5.18
Market Cap (Euro m)	37
EV (Euro m)	39
As of March 29, 2021	

## Share Data

Market	AIM Italia
Bloomberg	DOC:IM
ISIN	IT0005394413
N. of Shares	7,201,100
Free Float	22.57%
CEO	Sergio Muratori Casari

### **Financials**

	2019A	2020A	2021E	2022E
Revenues	20.9	22.8	26.1	30.7
YoY %	25%	9%	15%	18%
EBITDA	5.0	5.6	7.0	9.5
EBITDA %	24%	25%	27%	31%
EBIT	2.3	2.9	4.0	6.3
EBIT %	11%	13%	15%	20%
Net Income	1.7	1.6	3.0	4.7
Net Debt	2.3	2.5	0.5	(2.8)

### Performance

	1M	<b>3M</b>	6M
Absolute	32%	47%	83%
Relative (FTSE AIM Italia)	24%	26%	39%
52-week High/Low (Eu)	9.00		6.10

### IR TOP RESEARCH

**Luisa Primi** – I.primi@irtop.com T +39 02 89056957



# **KEY FINANCIALS**

Profit&Loss Stetement	2017A	2018A	2019A	2020A	2021E	2022E
Revenues (VoP)	14.0	16.7	20.9	22.8	26.1	30.7
EBITDA	1.4	3.1	5.0	5.6	7.0	9.5
EBIT	(0.5)	1.0	2.3	2.9	4.0	6.3
Financial Income (charges)	(0.2)	(0.2)	(0.2)	(0.6)	(0.1)	(0.1)
Pre-tax profit (loss)	0.9	1.0	2.1	2.3	3.9	6.2
Taxes	(0.1)	(0.4)	(0.4)	(0.7)	(0.9)	(1.5)
Net profit (loss)	0.8	0.6	1.7	1.6	3.0	4.7
Balance Sheet						
Net working capital (NWC)	2.0	2.9	1.7	1.8	4.4	5.6
Net fixed assets	7.0	7.4	8.6	10.5	9.0	9.4
M/L Funds	(1.2)	(1.0)	(1.5)	(1.3)	(1.5)	(1.6)
Net Capital Employed	8.2	9.6	8.8	11.0	12.0	13.4
Net Debt	8.2	9.2	2.3	2.5	0.5	(2.8)
Minorities	0.0	0.0	0.0	0.0	0.0	0.0
Equity	0.0	0.4	6.5	8.5	11.5	16.1
Cash Flow						
Net Profit		0.6	1.7	1.6	3.0	4.7
Non cash items		2.0	3.6	2.5	3.1	3.4
Change in Working Capital		(1.0)	1.2	(0.1)	(2.6)	(1.1)
Cash Flow from Operations		1.6	6.5	4.0	3.5	6.9
Capex		(2.5)	(4.0)	(4.5)	(1.5)	(3.6)
Operating Free Cash Flow		(2.3)	2.5	(4.3)	1.9	3.3
Dividend		0.0	0.0	0.0	0.0	0.0
Other (equity)		(0.2)	4.4	0.0	0.0	0.0
Free Cash Flow		(0.2)	6.9	(0.2)	1.9	3.3
Per Share Data	<b>5 1 0</b>					
Current Price	5.18					
Total shares out (mn)	7.20	0.1	0.0	0.0	0.4	0.7
EPS	0.1	0.1	0.2	0.2	0.4	0.7
FCF	n.m.	(0.1)	1.0	(0.0)	0.3	0.5
Pay out ratio	0%	0%	0%	0%	0%	0%
Ratios						
EBITDA margin	10.3%	18.8%	23.9%	24.7%	26.9%	30.9%
EBIT margin	n.s.	6.1%	10.8%	13.0%	15.4%	20.4%
Net Debt/Equity	74983.0%	2162.8%	35.5%	28.9%	4.6%	-17.5%
Net Debt/(Net Debt + Equity)	99.9%	95.6%	26.2%	22.4%	4.4%	-21.2%
Net Debt/EBITDA	5.66	2.93	0.46	0.44	0.08	-0.30
Interest cover EBIT	n.s.	4.77	14.08	4.65	30.94	62.75
ROE	7043.6%	141.1%	25.8%	18.7%	25.8%	29.1%
ROCE	-5.1%	14.7%	30.1%	33.4%	41.2%	58.1%
Growth Rates						
Revenues (VoP)		20%	25%	9%	15%	18%
EBITDA		118%	59%	12%	25%	35%
EBIT		297%	121%	31%	36%	56%
Net Profit		-22%	180%	-6%	86%	59%

# FY20 UPDATE REPORT

AIM Italia – March 30, 2021 6:00 p.m.

Revenue breakdown

Eu / 000	20A	%	19A	%	ΥοΥ
Paperless Experience (px)	3.576	20%	3.120	20%	15%
Document Experience (dx)	3.342	19%	1.918	12%	74%
Interactive Experience (ix)	3.248	18%	2.675	17%	21%
Bundle	4.235	24%	4.686	30%	-10%
Professional services	3.305	19%	3.081	20%	7%
Other	-	-	10	0%	-100%
Total Sales	17.706	100%	15.490	100%	14%
Source: Group data					

# <u> Key Financials – Euro m</u>

	17A	%	18A	%	19A	%	20A	%
Sales	11.1	79.3%	13.7	82.0%	15.5	74.2%	17.7	77.6%
уоу	+2%	-	+24%	-	+13%	-	14%	
Revenues (VoP)	14.0	100.0%	16.7	100.0%	20.9	100.0%	22.8	100.0%
уоу	+6%	-	+20%	-	+25%	-	+9%	
EBITDA	1.4	10.0%	3.1	18.6%	5.0	<b>23.9</b> %	5.6	24.7%
уоу	+29%	-	+118%	-	+59%	-	+12%	-
EBIT	(0.5)	-3.6%	1.0	6.0%	2.3	11.0%	2.9	13.0%
уоу	n.m.	-	n.m.	-	+121%	-	+31%	
Pre tax profit	0.9	-0.7%	1.0	6.0%	2.1	10.0%	2.3	10.2%
Net Profit	0.8	5.7%	0.6	3.6%	1.7	8.1%	1.6	7.0%

	17A	18A	19A	20A
Net Working Capital (NWC)	2.0	2.9	1.7	1.8
Fixed net assets	7.0	7.4	8.6	10.5
Funds	(1.2)	(1.0)	(1.5)	(1.3)
Net Capital Employed	8.2	9.6	8.8	11.0
Net Financial Position (Cash)	8.2	9.2	2.3	2.5
Total Equity	0.0	0.4	6.5	8.5
Sources	8.2	9.6	8.8	11-0

Source: Group Data

# <u>Estimates Revision – Euro m</u>

	2020 A	2021E		2022	E	Var% Average
		Old	New	Old	New	vui // Aveluge
Profit&Loss Stetement	177	~~~~	<b>01</b> 5	0 / F	05 (	0.57
Sales	17,7	22,3	21,5	26,5	25,6	-3,5%
Revenues	22,8	26,8	26,1	31,6	30,7	-2,7%
уоу	9%	25%	15%	18%	18%	-1,9%
EBITDA	5,6	7,6	7,0	10,2	9,5	-7,3%
EBITDA margin	25%	28%	27%	32%	31%	-3,7%
EBIT	2,9	4,7	4,0	7,0	6,3	-12,4%
Pre-tax profit (loss)	2,3	4,5	3,9	6,9	6,2	-12,0%
Net profit (loss) Group	1,6	3,4	3,0	5,2	4,7	-9,8%
Balance Sheet						
Net working capital (NWC)	1,8	4,6	4,4	5,7	5,6	-2,9%
Net fixed assets	10,5	8,9	9,0	9,3	9,4	1,5%
M/L Funds	(1,3)	(1,5)	(1,5)	(1,7)	(1,6)	-3,29
Net Capital Employed	11,0	12,0	12,0	13,4	13,4	-0,1%
		-				
Net Debt	2,5	0,2	0,5	(3,7)	(2,8)	70,0%
Equity	8,5	11,8	11,5	17,0	16,1	-4,0%

# VALUATION

Method	Weight	Price (Ev)
Multiple analysis	50%	8.93
DCF	50%	8.07
Target Price	100%	8.50

# **Market Multiples**

Companies	Country	Market	Price	Sales	Sales YoY	EBITDA %	EBIT %	NI %
		Cap		2020E	20/19	2020E	2020E	2020E
Opentext	Canada	11,045.5	40.5	2,637.9	5%	37%	34%	8%
Adobe	US	191,233.1	399.0	10,608.8	7%	49%	43%	44%
Esker	France	1,149.7	197.2	112.3	8%	20%	12%	10%
Quadient SA	France	781.1	22.6	1,027.6	-10%	23%	13%	6%
Pitney Bowes Inc	US	1,161.9	6.7	2,954.7	3%	11%	5%	-6%
Heeros Oyj	Finland	30.0	6.9	8.7	1%	18%	3%	0%
Cyberoo	Italy	58	5.9	8	14%	28%	4%	3%
Expert System	Italy	152	3.0	34.2	2%	8%	n.m.	n.m.
MailUp	Italy	65	4.3	65.7	9%	8%	3%	2%
MAPS	Italy	23	2.3	19.0	11%	20%	8%	6%
Neosperience	Italy	43	5.9	19.9	14%	20%	4%	2%
Average		18,703.8	63.1	1,590.6	6%	22%	13%	8%
Median		152.0	6.7	65.7	7%	20%	7%	5%
Doxee		37	5.18	17.7	14%	<b>25</b> %	1 <b>3</b> %	<b>7</b> %

Source: FactSet data as of March 29th, 2021 and IR Top estimates for Doxee

	EV/EB	ITDA
Companies	21E	22E
Opentext	12.0	11.1
Adobe	29.9	25.5
Esker	43.8	35.4
Quadient SA	5.2	4.8
Pitney Bowes Inc	7.4	6.9
Heeros Oyj	14.0	10.6
Cyberoo	11.3	5.2
Expert System	184.0	35.1
MailUp	8.7	6.2
MAPS	4.9	3.6
Neosperience	8.0	5.9
Average	29.9	13.7
Median	11.3	6.9
Doxee	5.2	3.5
Premium/Discount to Peers	-54%	-49%

Source: FactSet data as of March 29th, 2021 and IR Top estimates for Doxee

**DOXEE IN BRIEF** 

### Group Description

Doxee, an innovative SME listed on AIM Italia since December 2019, is a hi-tech company and Italian leader in the development of cloud technologies that enable enterprises to offer a valuable Digital Customer Experience. The Company's business model is based on its proprietary technology Enterprise Communications Platform (the Doxee Platform®), a native cloud solution that comprises the three business lines offered: **document experience** (dx) for print and digital communications, **interactive experience** (ix) for personalized video and microsites, and **paperless experience** (px) for electronic and legal invoicing and archiving.

Doxee's client base includes c. 200 companies in the enterprise segment (large companies) with a clear sector focus: Telco and Utility (c. 70% of total revenues). The Company is headquartered in Modena (Emilia Romagna), it has a strong presence in Eastern Europe. Doxee has customers in Europe, US and Latin America.

#### Innovation

- The Doxee Platform® the most valuable company asset is an almost unique platform, proprietary, cloud native, that embraces the whole life cycle of business digital communications. It is an integrated ecosystem of cloud services that enables all Doxee product lines (dx, px and ix product lines) development and servicing, providing both flexibility and scalability in size and addressed markets, by boosting up and cross-selling. The Platform is the core of an important technology intangible assets portfolio made of: 3 patented inventions, robust know-how and trade secrets, a portfolio of more than 10 in-process R&D projects, 30 experienced and skilled professionals
- Doxee has developed the Platform internally with a cumulated investment of nearly Euro 20 m over the last 10 years (average of almost 13% of Value of Production per year).

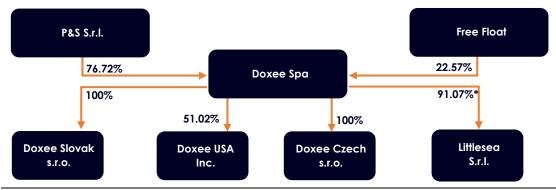
#### <u>Strategy</u>

- Consolidation in markets where already present and focus on new sectors (PA, healthcare, automotive, retail and travel & leisure)
- Geographic expansion with market entry in DACH, UK, Spain in the Enterprise sector, focus on LATAM in the Telco & Utilities sector and entry into thee-invoicing market in selected EU countries
- Launch of PVideo@ Self leveraging the Littlesea acquisition in the digital Agency Market international
- Growth through M&A activity with focus on DACH Region (revenues of c. Euro 5 – 8 m)

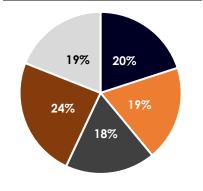
#### Management & Group Structure

The board of directors has four members of which 1 independent.

Paolo Cavicchioli - President Sergio Muratori Casali - CEO Giuseppe dal Cin - Board member Pier Luigi Morara - Indipendent Board Member

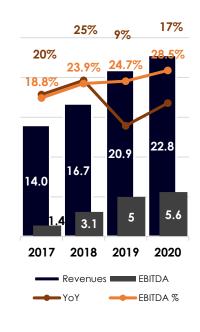


### Revenues breakdown by segment



• pX • dX • iX • Bundle • Professional services

### Revenues & EBITDA evolution



Source: Group Data

FY20 UPDATE REPORT

AIM Italia – March 30, 2021 6:00 p.m.

### **DOXEE ON AIM ITALIA**

### IPO

Trading Market: AIM Italia – Borsa Italiana SpA Date: December 19<sup>th</sup>, 2019 Price: 3.00 Eu Capital raised: Eu 5.0 m equity (Eu 4.5 m IPO proceeds, Eu 0.5 m through Greenshoe option) Capitalisation: Eu 21.6 m

### SHARES (as of March 29th, 2021)

Code: DOX Bloomberg: DOX IM Reuters: DOX.MI ISIN ordinary shares: IT0005394413 Shares: 7.201.100 Price: 5.18 Eu Performance from IPO: +72.6% Capitalisation: Euro 37 m Free Float: 22.57% NomAd: Integrae SIM S.p.a. Specialist: Integrae SIM S.p.a.

### OWNERSHIP

Shareholder	N° of shares	%
P&S	5.525.000	76,72%
Free float	1.625.600	22,57%
Doxee (own shares)	50.500	0,70%
Total shares outstanding	7.201.100	100,00%
Source: Company Data		

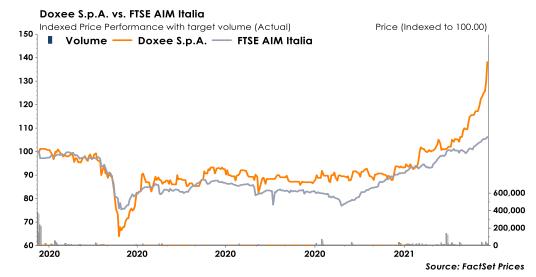
### WARRANT

Name: "Warrant Doxee 2019-2022" Alphanumeric code: WDOX22 ISIN: IT0005394769 Issued warrants: 7,191,500 Exercise ratio: 1 ordinary share every 5 warrants held 1st exercise period: December 1st, 2020 – December 15th, 2020; exercise price Euro 3.300 2nd exercise period: December 1st, 2021 – December 15th, 2021; exercise price Euro 3.630 3rd exercise period: December 1st, 2022 – December 15th, 2022; exercise price Euro 3.993

Number of outstanding Warrant at March 28<sup>th</sup>, 2021: 7,143,500.

### STOCK GRANT DOXEE 2021-2021

The board has proposed a stock grant to be granted to key employees for a total number of 215.000 shares to assigned 1.4 tranches on the base of the achievement of specific targets in the years 2021 - 2024. The stock grant has yet to be approved by the Shareholders.





#### DISCLAIMER

UPDATES: This Research is an update coverage made by IR Top Consulting S.r.l. (IR Top) on DOXEE SpA (the "Company"). Update frequency might depend on circumstances considered to be important (corporate events and changes of recommendation, etc.) or on further advisory commitment. Last Research on the same Company was released on January 15th 2020. Opinions and estimates of this Research are as the date of this material and are subject to change. Information and opinions have been obtained from sources public and believed to be reliable, but no warranty is made as to their accuracy or correctness. Past performances of the Company are not guarantee of future results. During the last 12 months, the following indications have been disseminated:

Date	Target Price	Market Price	Validity Time
30 March 2021	8.50	5.18	12 months
29 September 2020	7.05	3.26	12 months
28 April 2020	7.09	3.98	12 months
15 January 2020	9.18	6.00	12 months
25 September 2019	8.17	6.00	12 months

VALUATION METHODOLOGY (HORIZON: 12M): IR Top obtained a fair value using different valuation methodologies including Discounted Cash Flow method and Multiplebased models. Moreover, IR Top used a proprietary model, "AIM Positioning rating", which incorporates a number of variables selected by IR Top based on research of "Osservatorio AIM Italia", managed by IR Top and focused on research about performance of Companies listed on AIM Italia.

Detailed information about the valuation or methodology and the underlying assumptions and information about the proprietary model used is accessible at IR Top premises

#### RESEARCH TEAM:

Luisa Primi, (Senior Analyst, AIAF Associated)

Luca De Nuzzo (Analyst)

Chiara Cardelli, (Researcher)

No other people or companies participated or anyhow contributed to the Research. Neither the members of the research team, nor any person closely associated with them have any relationships or are involved in circumstances that may reasonably be expected to impair the objectivity of the Research, including interests or conflicts of interest, on their part or on the part of any natural or legal person working for them, who was involved in producing the Research.

INTERESTS INVOLVED AND CONFLICTS: This document has been prepared by IR Top, Partner Equity Markets of Italian Stock Exchange, part of LSE Group, on behalf of the Company according to a contract, under which IR Top undertook to prepare this report expressing only independent, fair and balanced views on the Company. The fees gareed for this Research do not depend on the results of the Research.

This Research has been disclosed to the issuer to which the Research, directly or indirectly, relates before its release. It is incumbent on the Company to provide timely and constructive feedback on draft Research prior to publication. It is IR Top's sole discretion as to whether comment and feedback from the Company is incorporated into the Research prior to publication and where it is, a further iteration to the draft will be sent to the Company for comment.

IR Top is also engaged in investor relations services in the interest of the Company and might occasionally be involved in other consulting activities intended to increase the value of the Company. In any case, Chinese Walls and other information barriers are in place to avoid the exchance of confidential information between the Equity Research Department and other services areas: employees and advisors involved in such services have restrictions preventing them from the access to confidential information that cannot be published.

IR Top restricts research analysts from performing roles, which could prejudice the independence of their research. In particular:

- they are permitted to attend and speak at widely attended conferences or other widely attended events at which IR Top colleagues and clients, among others, may also be present, provided that their independence may not be affected. These widely-attended conferences/events may include some investor presentations by clients of investor relations services.

- Analysts are also permitted to attend and speak at conference calls or meetings between analysts and bankers, investors or customers in which are discussed Research reports already published or general view on specific sectors. In such cases, at the start of that meeting, bankers, investors or customers need to be clarified that the discussion cannot involve the communication of privileged information to the analyst as the analyst would be prohibited from producing new research report on the companies whose privileged information has been disclosed.

Members of the Research Team do not receive salaries, commissions, bonuses or any other form of compensation based upon specific investment banking transactions or securities' performances.

IR Top and the members of the Research Team do not have any further interest or conflict of interest directly or indirectly related with the Research, the Company or the securities, that may reasonably be expected to impair the objectivity of the Research.

There are no interests or conflicts of interest of any person belonging to the same group of IR Top that are: (a) known, or reasonably expected to be known, to the persons involved in the production of the recommendation; or (b) known to persons who, although not involved in the production of the recommendation, have or could reasonably be expected to have, access to the reccomendation prior to its completion.

In any case, as a general Policy, nobody of the Research Team nor IR Top is allowed to have a financial interest in the securities of the client company or serve as an officer, director or advisory board member of the client company.

Analysts must not undertake personal transactions on financial instruments that are object of the investment research or that relate to the same industry. Exceptions may be made with the prior approval of IR Top's CEO in special circumstances such as for disposal of (a) positions already held before the employment or before the implementation of the company policy, or when initiating coverage and (b) positions obtained as a result of the issuer extraordinary activities. By the way, when analysts hold instruments to which Equity Research relates, they are required to disclose their interests in Research reports. Any trades that analysts make must be in line with their recommendation(s), contained in the last published Research. An analyst is prohibited from producing a Research on an issuer if the analyst carries out activities for which he receives compensation from the issuer. If an analyst's household member / relative / relative in-law (within the second degree) serves in such a high capacity for the issuer (i.e. manager or director), the analyst has to inform IR Top's CEO and the analyst will cease covering the issuer.

POLICY: IR Top has in place a "Joint conflict management policy" in order to effectively manage any conflicts of interest, and an "Equity Research Policy", in order to rule research services in compliance with Parliament Regulation (EU) no.596/2014 and Commission Delegated Regulation (EU) no.958/2016 on Market Abuse.

IR Top has adopted the "Joint conflict management policy" in accordance with best practice regarding "information barriers" to restrict the flow of information to prevent the misuse of information and/or prevent any conflicts of interest arising from other activities of IR Top. A copy of these policies is available to the recipient of this Research upon making a request to IR Top by e-mail.

DISCLAIMER: This report has been prepared solely for information purpose and is not intended as an offer or solicitation with respect to the purchase or sale of any financial products. It should not be regarded as a substitute for the exercise of the recipient's own judgment. IR Top does not accept any liability for any direct, consequential or indirect loss arising from any use of material contained in this report. This document may only be reproduced or published together with the name of IR Top. Opinions and estimates in this Research are as at the date of release and are subject to change without notice to the recipient. Information and opinions have been obtained from sources believed to be reliable, but no representation or warranty is made as to their accuracy or correctness. Past performance is not a guarantee of future results. The investments and strategies discussed in this Research may not be suitable for all investors. In any case, you should consult your investment advisor. This document is intended for distribution only to E.U. "qualified investors" and to "qualified counterparties" resident in Italy, within the meaning of article 2(1)(e) of the prospectus directive (directive 2003/71/EC) and Consob Reg. 16190, as subsequently amended and supplemented; its distribution in USA, Canada, Australia, Japan is not allowed.

In Italy, this document is being distributed only to, and is directed at qualified investors within the meaning of article 100 of legislative decree no. 58 of 24 February 1998, as amended, and article 34-ter, paragraph 1, letter b), of Consob regulation on issuers no. 11971 of May 14, 1999, provided that such qualified investors will act in their capacity and not as depositaries or nominees for other shareholders, such as persons authorized and regulated to operate in financial markets, both Italian and foreign.

DISTRIBUTION: In the United Kingdom, this document is not for distribution to persons that would be defined as private customers under rules of the FSA; it is for distribution only to persons who: (i) have professional experience in matters relating to investments falling within article 19(5) of the financial services and markets act 2000 (financial promotion) order 2005 (as amended, the "financial promotion order"), (ii) are persons falling within article 49(2)(a) to (d) ("high net worth companies, unincorporated associations etc.") of the financial promotion order, (iii) are outside the United Kingdom, or (iv) are persons to whom an invitation or inducement to engage in investment activity (within the meaning of section 21 of the FINANCIAL SERVICES AND MARKETS ACT 2000) in connection with the issue or sale of any securities may otherwise lawfully be communicated or caused to be communicated (all such persons together being referred to as "relevant persons").

This document is not addressed to any member of the general public and under no circumstances should this document circulate among, or be distributed to (i) a member of the general public, (ii) individuals or entities falling outside the definition of "qualified investors" as specified above or (iii) distribution channels through which information is or is likely to become available to a large number of persons.

IR TOP CONSULTING SPECIFIC DISCLOSURES: We disclose that IR Top acts as Investor Relations and Financial Communication advisor for the Company.