

Unieuro S.p.A.

Investor Presentation

STAR Conference, 24 October 2018



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Italo Valenti, the manager in charge of preparing the corporate accounting documents, declares that, pursuant to art.154-bis, paragraph 2, of the Legislative Decree no. 58 of February 24, 1998, the accounting information contained herein correspond to document results, books and accounting records.



Summary

- What's new
- Overview of Unieuro
- Q1 18/19 Financials
- Key Takeaways

Keeping On Consolidating The Offline Market

Acquisition of 13 stores and 2 new openings in locations formerly belonging to competiting buying groups

- 8 former Trony stores out of 35 belonging to bankrupt company DPS Group S.r.l.
 - Sales area: over 10,000 sqm, including the Milano San Babila flagship store
 - · Closing date: 23 August
 - Reopening dates: 15 September (6 stores), 6 October (1 store)
 - Target: at least 50 €m of additional sales at run-rate within 12-18 months
 - Total consideration: 3.4 €m
- **5 Euronics stores** out of 17 in the North East of Italy belonging to Galimberti S.p.A., in arrangement with creditors
 - Sales area: over 7,000 sqm
 - Auction date: 10 October
 - Reopening: planned within the beginning of the peak season
 - Target: approx. 30 €m of additional sales at run-rate within 12-18 months
 - Total consideration: 2.5 €m
- 2 new stores to be reopened in former DPS and Galimberti locations:
 - 2,000 sgm in Verona city centre, a former Trony flagship
 - 1,800 sqm in Trieste, managed under the Euronics banner until last July
 - Target: approx. 20 €m of additional sales at run-rate within 12-18 months
 - · No key-money paid



Strategic Rationale

- Reaching a leadership position in target regions vis-a-vis direct competitors
- Further consolidating the offline market, still fragmented and very competitive
- Avoiding overlaps with existing network through "cherry picking" approach



New Logistics Hub Successfully Opened in Piacenza

New state-of-the-art platform, starting point of a far-reaching logistics strategy bringing Unieuro even closer to the customer

- Relocation successfully completed in late September without any operational disruption
- Piacenza, one of the main Italian logistics hubs, confirmed as the better location for Unieuro's centralised platform, being over 90% of DOS within 600 km
- Approx. €11 million extraordinary capex to be primarily allocated to automation and energy efficiency
- · Warehouse capacity more than doubled:
 - grey goods stocking capacity +100%
 - white goods +50%
- **9+6 years renting agreement** with landlord Generali Real Estate, extending a long-term partnership dated 2007
- Lower rental costs per sgm, also thanks to evolved real estate market conditions
- Focus on automatization: picking productivity¹ +350%; errors -50%²
- Warehouse outsourced staff growing to 250 units, proportionally less than capacity

104,000 sqm total surface area 30,000 pallets of grey goods

60,000 major domestic appliances

69 loading and unloading bays

240 daily loadings + unloadings

275 externalised + direct employees

APE / A2 and BREEAM GOOD energy certifications





Strategic Rationale

- Supporting current and future omnichannel growth
- Improving service level while cutting costs, thanks to automatization
- Reinforcing Unieuro's winning centralized business model



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Unieuro at a glance

Established by the end of 1930s, Unieuro is Italy's leading omnichannel consumer electronics retailer by number of stores (approx. 500), with sales of about 1.9 €bn

Broad product range across multiple categories(1)

Grey goods (46.0%) Mobile, IT, accessories, photography, wearables

White goods (26.4%)

- MDA, e.g. washing machines, cooking appliances, dishwashers
- SDA, e.g. coffee machines, microwaves
- Home comfort, e.g. air conditioning

Brown goods (18.6%)

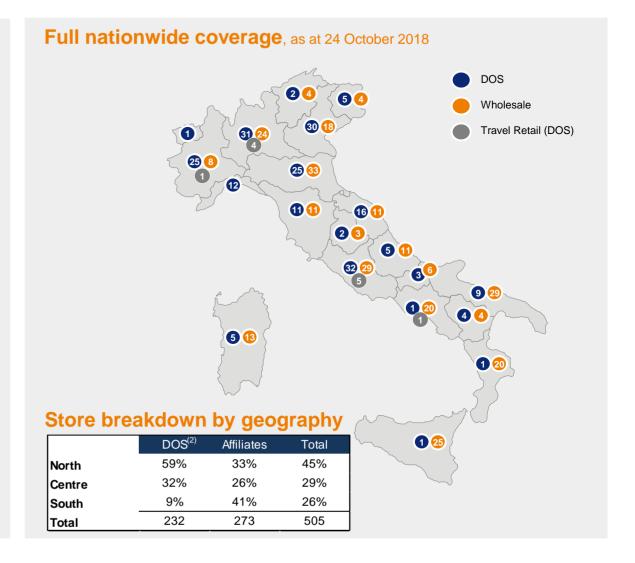
TV, media storage, car accessories

Other Products (5.5%)

- Entertainment, e.g. consoles, videogames, music, movies
- Non electronic products, e.g. bicycles, drones, hover boards

Services (3.5%)

- Delivery and installation
- Extended warranties
- Brokerage for financial services
- Commissions from subscription to telecom contracts





Integrated omnichannel presence across offline and online

Contribution to FY 17/18 total sales

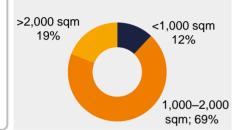
Summary Overview

Retail: 221 DOS





- Focus on malls and city centre locations with store average size of c.1,500 sqm
- Wide range of store formats
- Modern, engaging store layout designed to maximise product visibility
- Favourable lease terms with short notice break clause permitting rapid response to local market trends



Travel Retail: 11 Dos





- Stores located in main Italian airports and in Torino train station
- · Focus on "grey" and "brown" goods
- Exposure to favourable travel dynamics
- Reduced space (c. 100 sqm) allowing proximity to products
- On-the-go impulse purchases
- Marketing tool to increase brand visibility



Wholesale: 273 stores

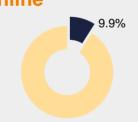




- Stores in smaller and more remote catchment areas
- Allows further penetration across whole Italian territory
- Unieuro brand / store format
- Exclusive supply
- Limited central costs, no capex and positive impact on profitability



Online





- Digital platform launched in 2016:
 - new website optimised for mobile navigation with additional functionality (e.g. mirroring, smart assistant, instant search)
 - new native mobile App
- "Click & Collect" driving traffic to stores: 410 pick up points, 84% of total stores
- Integration of online and offline channels
- Pure player Monclick acquired





- Opportunistic business
- Includes agreements with companies producing vouchers to be used at Unieuro stores
- Direct bulk supply to:
 - Corporate customers
 - Electronics traders
 - Foreign customers
- Unieuro as a first mover in the B2B2C adjacent market segment, thanks to Monclick acquisition



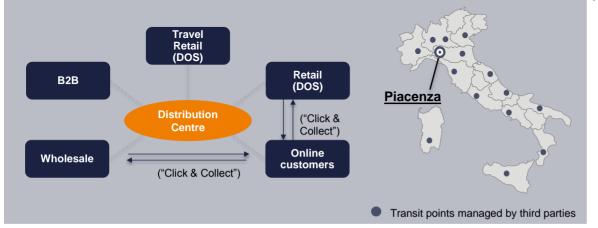
A successful business model, centralised and scalable

Centralised decision-making in the Forlì HQ

- · A lean organisational structure
- All corporate functions centralised and managed by 275 FTEs in the Forlì HQ: Procurement, Supply Chain, Property, Security, CRM, ICT, Marketing, Administration, Finance, Legal, HR, Tax, Investor Relations, Communication, Business Development, M&A
- 3,743 FTEs in the stores and 10 agents⁽¹⁾: highly flexible workforce permitting Unieuro to preserve maximum productivity and adjust labour costs

One logistic platform serving all channels

- Centralised warehouse located in Piacenza, one of the main Italian logistics hubs
- 104,000 sqm of total surface area, newly opened on 12 October 2018
- over 90% of DOS within 600 km from Piacenza



A unique business model within the Italian CE sector...

	Unieuro Bata. Fora. Sempse	Main Competitor	Buying Groups
Approach	Omnichannel	Omnichannel	Mainly traditional
Store format	All formats, from travel to flagship stores	Large stores only	All formats
Headquarters	One, centralised	One, centralised	Many, one for each member
Purchasing	Centralised at HQ level	Mixed, both at HQ and at store level	Decentralised, at single member level
Warehouse	One, in Piacenza	Many, one for each store	Many, one or more at single member level

...providing synergies and allowing Unieuro to profitably manage all kind of store formats

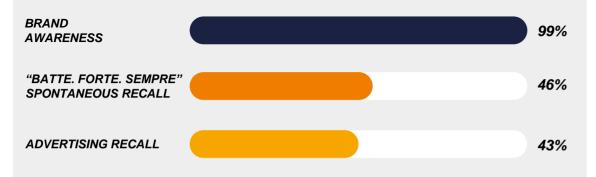


A strong brand supported by a future-facing marketing framework



One of the strongest brands in the retail sector

- Successful rebranding in 2014 following UniEuro acquisition
- One of the most recognisable brand in the Italian landscape, empowered by a unique and memorable claim ("Batte. Forte. Sempre"), able to create a lasting value in the customer's mind



An innovative, integrated & distinctive marketing ecosystem

- Offline, Online, In-Store marketing activities together with Customer Insight efforts to support omnichannel strategic approach
- Digital and traditional marketing as a unique and future-facing framework, covering all the core offline and online disciplines



Innovative TV format in partnership with Samsung and RTI/Mediaset

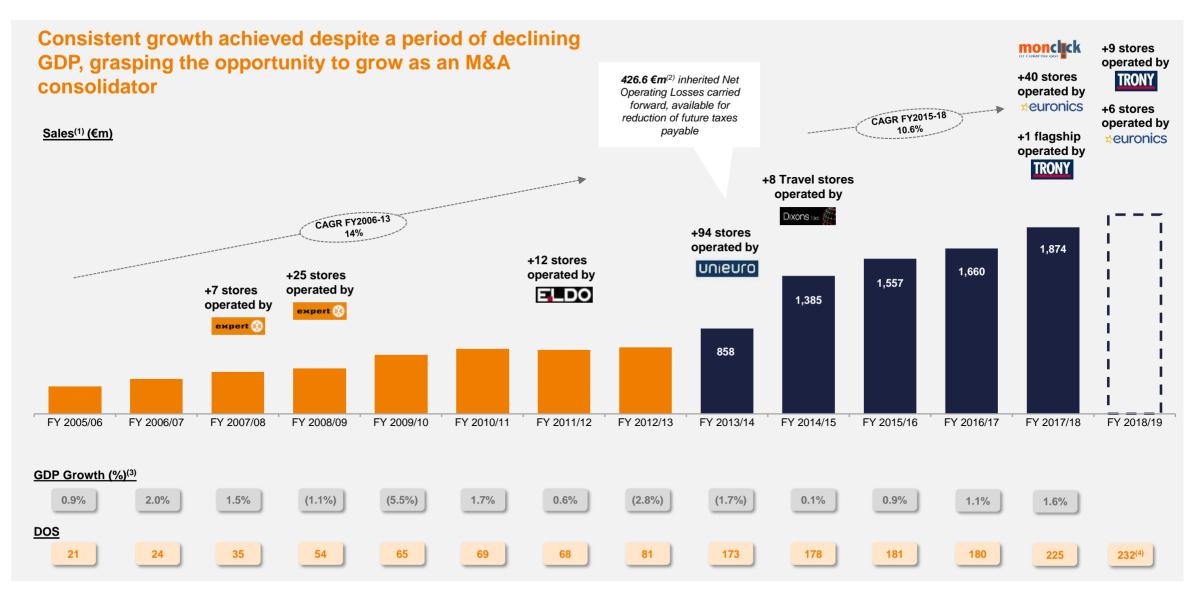




Singles' Day (11/11), the Chinese born shopping festival, introduced in Italy for the first time by Unieuro

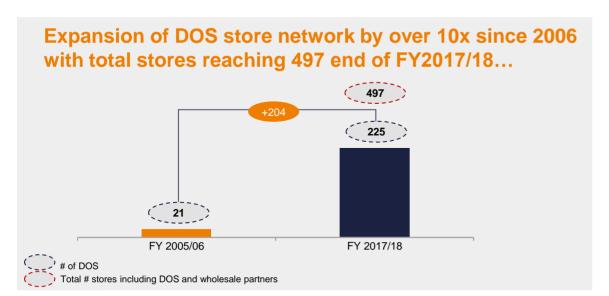
Multichannel, integrated, massive marketing campaign for the 2017 Black Friday

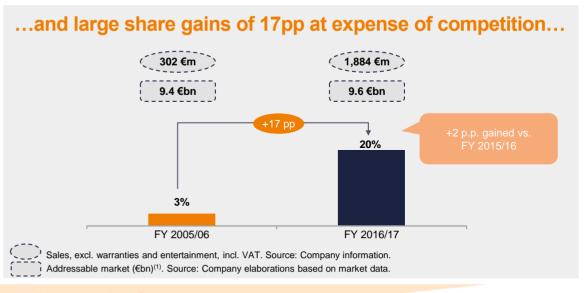




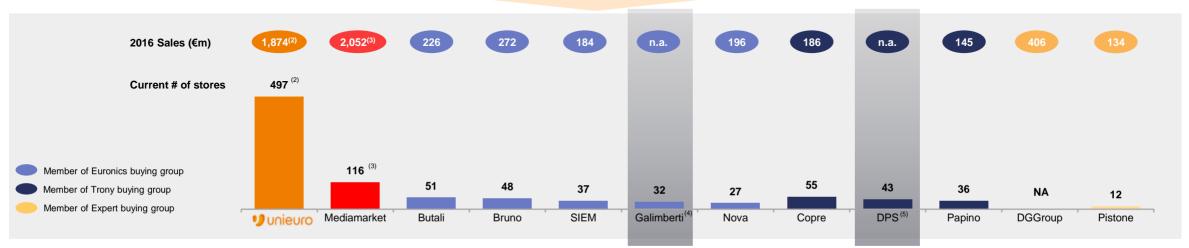


...to reach a leading position in the market...





...resulting in the leading company in the Italian CE market by number of stores

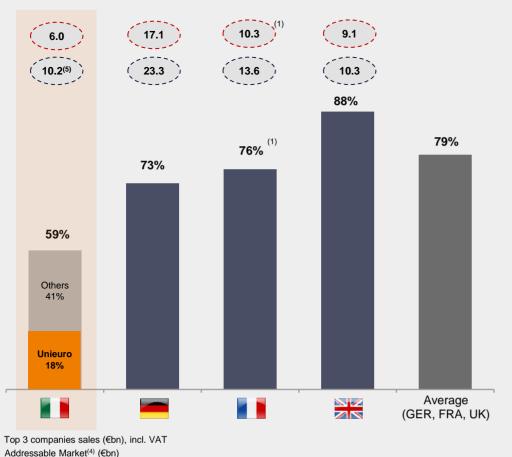




...with the ambition to create Italy's #1 CE retailer



Combined addressable market share of top 3 companies (2015)

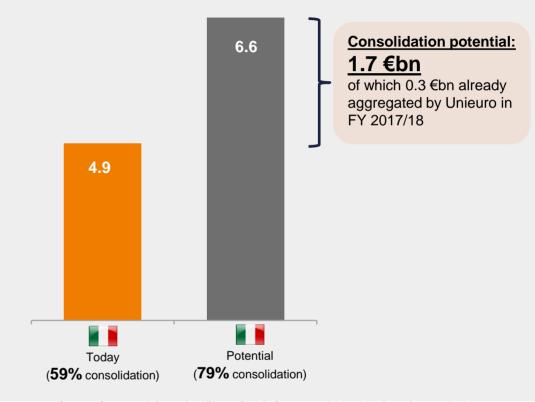


Source: Planet Retail and Company information (Top 3 companies sales), Company elaborations based on market data (addressable market).

...presenting a €1.7bn consolidation opportunity

Italy consolidation potential:

Top 3 companies combined sales today vs. potential based on average of Germany, France and UK markets (€bn)⁽²⁾⁽³⁾



Source: Company information, Planet Retail, Company elaborations based on market data.

The only listed omnichannel CE retailer in Italy

IPO (April 2017)

- · Listing venue: Italian Stock Exchange, STAR Segment
- Offer size: **6.9 million shares**, equal to 34,5% of the Company's issued share capital, sold to institutional investors Price: **11.00 €** per share
- Total consideration: 76 €m
- Market capitalization at IPO: 220 €m

Placement (September 2017)

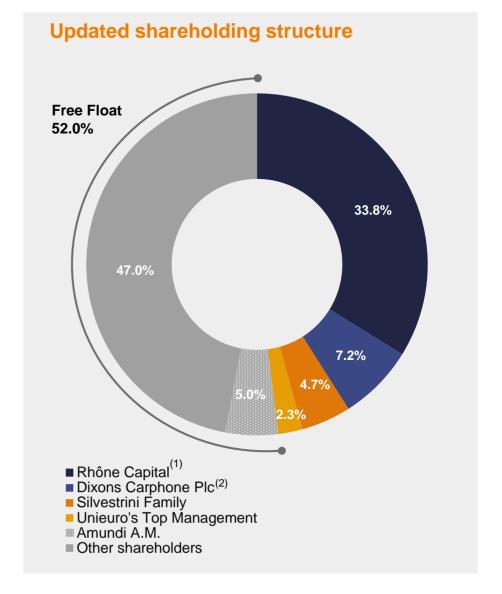
- Offer size: 3.5 million shares, equal to 17.5% of the Company's issued share capital, sold to
 institutional investors
- Price: 16.00 € per share
- Total consideration: 56 €m
- Market capitalization at Placement price: 320 €m

Demerger of IEH (October 2017)

- · Non-proportional demerger of majority shareholder
- Improved transparency of Unieuro chain of control
- Direct involvement of the Top Management in the shareholding structure

Free float evolution

- Amundi Asset Management slightly over 5.0% of the share capital (24 October 2018)
- Top 3 institutional investors holding around 10%





Dividends

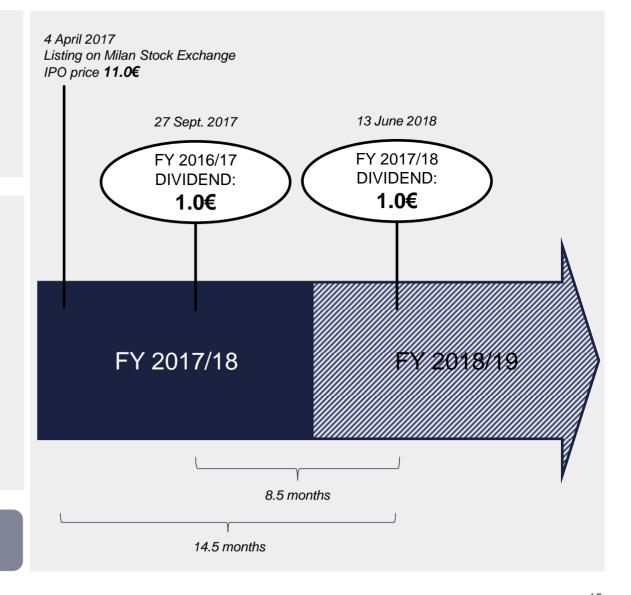
Dividend policy(1)

- Stating the distribution of a dividend of not less than 50% of Unieuro's Adjusted net profit⁽²⁾
- Approved by the Board of Directors on 1st March 2017

Dividend history

- 1.0 € per share dividend paid out twice since the IPO
- Total dividend distribution equal to 40 €m over 18 months
- Strong payout allowed by Unieuro's robust business and financial performance
- Pay-out ratio consistent with the dividend policy
- High dividend yield registered at the record dates (25 September 2017 and 11 June 2018)

Clear commitment to shareholders remuneration



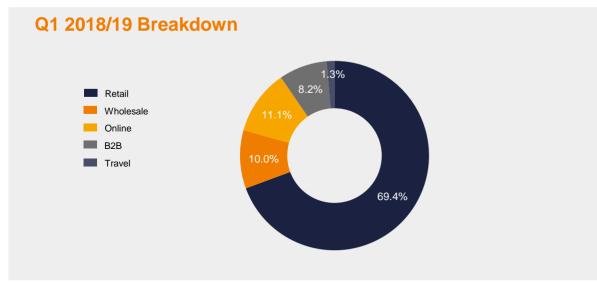


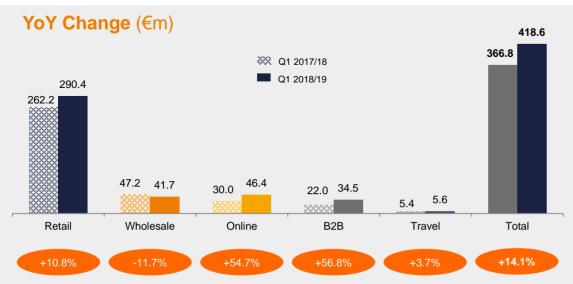
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Sales by Channel





Retail boosted by store network expansion, started in Q2 17/18

- Channel store base increased by 43 DOS vs. Q1 17/18
- Negative like-for-like sales performance (-4.9%) due to:
 - tough market environment, especially in April and May, influenced by political uncertainties
 - Important promotional campaigns postponed to June, in order to leverage on World Cup
 - o new stores effect on pre-existing network
- Like-for-like sales -1.1% excluding new stores and different promotion calendar effects

Wholesale under rationalization

- Decrease by 9 stores vs. Q1 17/18
- New DOS effect on pre-existing affiliates network

· Online still running

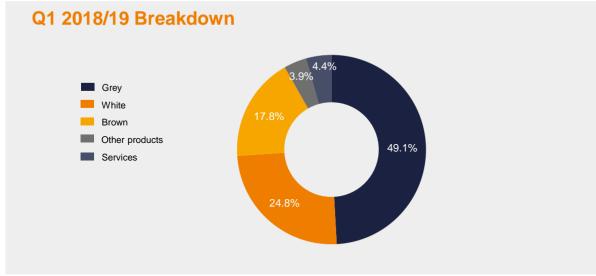
- +20.3% at constant perimeter
- Monclick B2C contribution, not present in Q1 17/18: 10.3 €m

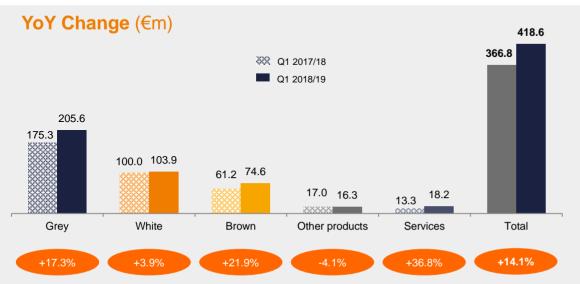
B2B strong increase

- Opportunistic business posting a +29% performance on a comparable basis
- Monclick B2B2C contribution: 6.1 €m



Sales by Product Category





· Grey boosted by smartphones growth

- Mix moving towards high-end products
- Good performance for some new models (i.e. Huawei P20)
- · White impacted by different promotion calendar
 - Important commercial activity anticipated to February 2018
 - Keeping commitment on White products to improve profitability
- Brown posting a strong performance
 - Success for high-end models, especially Ultra HD and OLED
 - World Cup effect on sales
- Other products influenced by promotions shift
- <u>Services</u> growth led by consumer credit and extended warranties



Key Financials /1



- · LY acquisitions and new openings effect on perimeter
- Like-for-like sales -4.9%, affected by new stores effect on pre-existing network and different promotion calendar. Net of these phenomena, LFL sales -1.1%
- Different promotion calendar significantly impacting on a single quarter
- Online and B2B positive contribution on a comparable basis



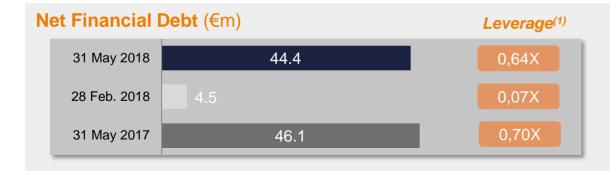
- Q1 not meaningful from a profitability point of view, due to seasonality effect (lower revenues, constant fixed costs)
- Adj. EBITDA more than doubled and slight improve in Adj. EBITDA margin thanks to:
 - Gross profit increase
 - Shift in marketing costs connected to promotions



- Higher D&A and tax temporary impact
- Financial interest reduction deriving from December 2017 credit lines total redefinition



Key Financials /2



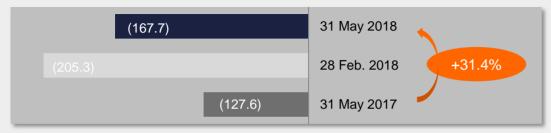
- Seasonality effect boosting cash absorption at operating level
- Improved leverage ratio vs. Q1 17/18

Adj. Levered Free Cash Flow⁽²⁾ (€m)



- Operating cash flow influenced by the different promotion calendar, which led to a change in sourcing planning
- 6.7 €m capex, including a first portion of extraordinary investments related to the new logistics hub

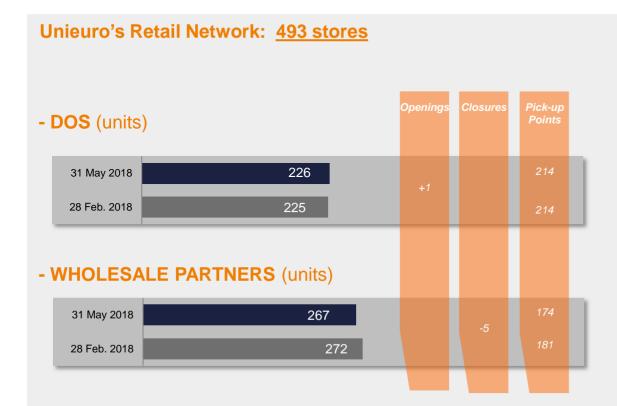
Net Working Capital (€m)



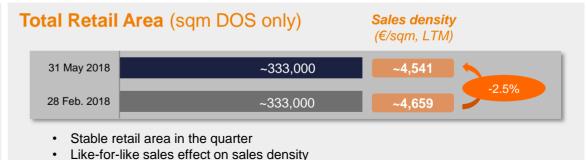
- Net Working Capital strong improvement compared to 31 May 2017 underpinned by network expansion and extended warranties
- · Quarterly change negatively influenced by seasonality

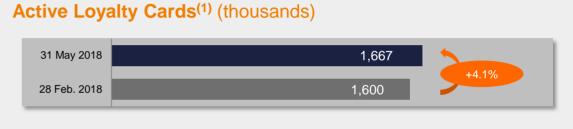


Key Operational Data



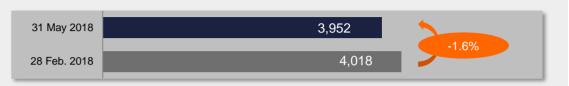
- · Cagliari new opening
- Ongoing affiliates network rationalisation, also due to DOS network expansion
- Pick-up points: 388 (79% of total stores)





- · Moving focus from total loyalty cards to active ones
- Active loyalty cards increasing QoQ, on a running basis

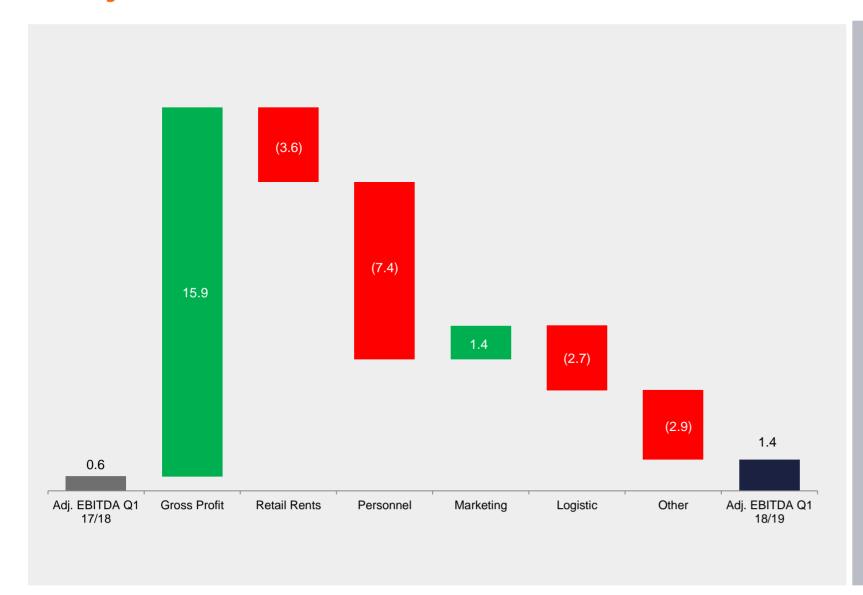




 Staff optimization at store level, also due to enhanced extensiveness of the store network



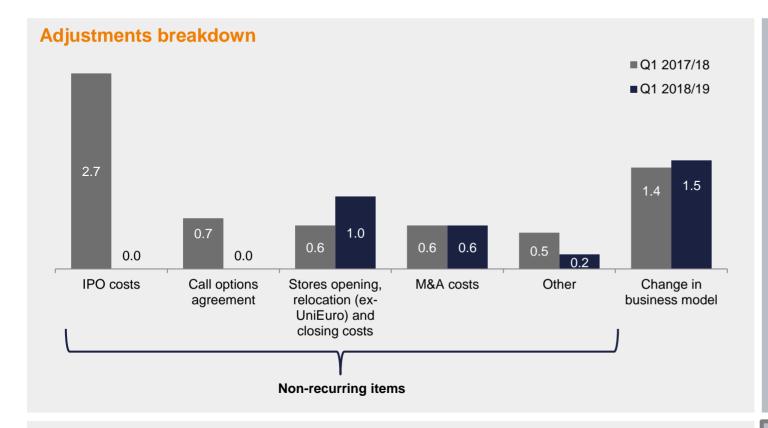
Adjusted EBITDA⁽¹⁾ Walk



- Strong increase in Gross Profit, from 21.5% to 22.6% thanks to a lighter pressure deriving from promotions, both at company and market level
- Retail rents up, following the store network expansion, reflecting on a different comparison basis
- Personnel costs up:
 - acquisitions and new openings
 - Long term incentive plans
 - Strengthening of central functions
- Reduction in Marketing costs (-10.7%) in light of the different promotion calendar
- Significant increase in Logistics costs led by increase in revenues and home delivery
- Other costs up pushed by G&A, consultancies and insurance premiums



Explaining EBITDA adjustments



- Exceptional costs related to IPO and Call options agreement definitely ended
- Stores opening, relocations (ex-UniEuro) and closing costs, accounted in view of upcoming store closures
- M&A costs mostly related to reorganization of Monclick corporate structure
- Change in business model impacting slightly more QoQ. Extended warranties adjustments increase related to the impact of Andreoli and Cerioni acquisition

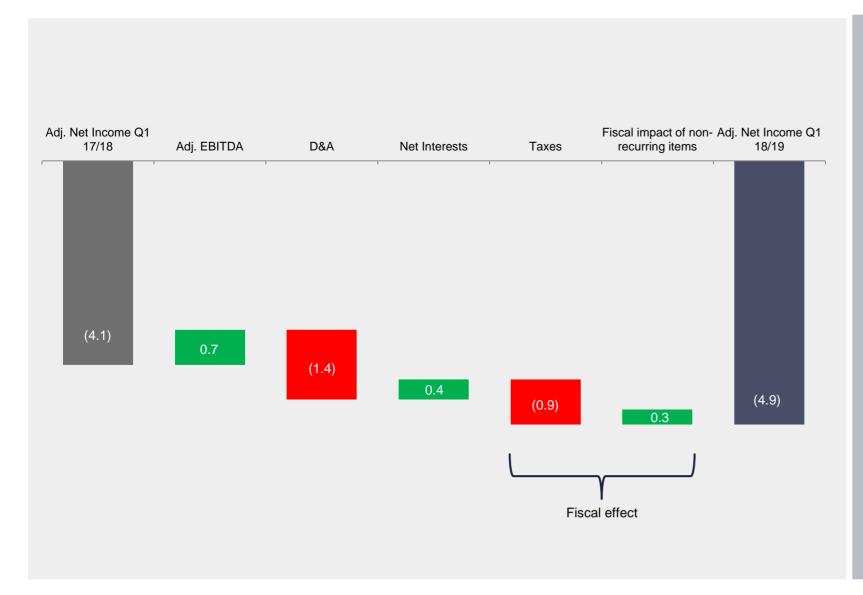
Total adjustments change

	Q1 17/18	Q1 18/19	Δ
Non-recurring items	5.1	1.8	-3.3
Extended warranties adjustment	1.4	1.5	0.1
Total adjustments	6.6	3.4	-3.2

- Non-recurring items cut by 64% in the quarter
- Total adjustments substantially halved



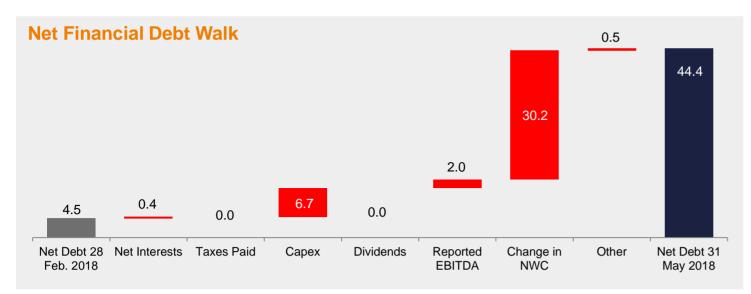
Adjusted Net Income⁽¹⁾ Walk

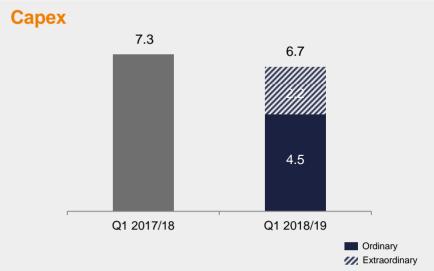


- Net loss due to seasonality effect, typical of the business: fixed costs related to personnel, rent and overhead impacting on a seasonally weak revenue base
- D&A increase due to growing capex activities in the last years, also connected to new openings and acquisitions
- Net interests savings thanks to the new credit facilities signed at the end of December 2017 which allow Unieuro to substantially halve interest charges
- Negative fiscal effect, from positive 1.2
 €m in Q1 17/18 to positive 0.6 €m in Q1 18/19

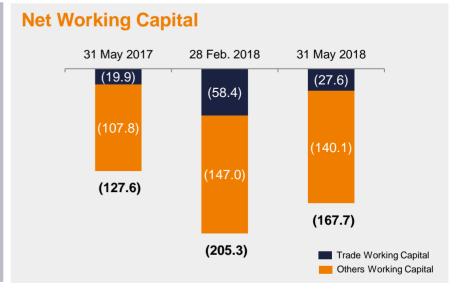


Financial Overview





- Net Financial Position impacted by seasonality, in line with historical experience, led by the increase in Net Working Capital cash absorption
- Total capex down to 6.7 €m, including:
 - Ordinary capex (4.5€m), related to store maintenance and refurbishment, ITC, digital platform improvement and store digitalization
 - Extraordinary capex (2.2 €m) concerning investments on the new Piacenza logistics hub (i.e. automation systems, security)
- Net Working Capital improving vs. last year:
 - Trade WC enhancing thanks to enlarged store base
 - Others WC pushed by extended warranties





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Key Takeaways



Unique and winning business model, positioning Unieuro as the only omnichannel consolidator in the highly fragmented Italian CE market, through new openings and M&A

- Offline external growth strategy now focused on cherry picking, thus avoiding overlaps and acquiring competitors' best locations only
- 15 new stores in the last 3 months, formerly belonging to competing buying groups
- Channels integration strategy as the only way to succeed in such a competitive market
- <u>Large and modern new logistics hub</u> opened in October to support omnichannel growth: the starting point of a new logistics strategy focusing on better serving the customer
- Improved Q1 18/19 results, despite low significance due to seasonality
- Impressive historical cash generation, boosted by acquisitions and NWC control
- Over 400 €m NOLs allowing future tax savings
- · Continuous focus on Shareholders' remuneration

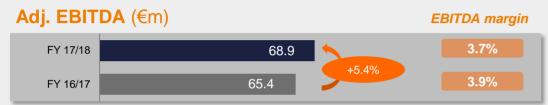
Annex



FY 2017/18 Key Financials



- · Acquisitions (175.4 €m), e-commerce (40.6 €m) and new openings effects
- LFL sales affected by 2016/17 new stores and refurbishments on existing network. Net of these phenomena, LFL sales +0.4%



- · Adj. EBITDA increase, led by volumes increase
- Adj. EBITDA margin dilution driven by gross margin, logistics, personnel and Other costs, despite cost synergies and efficiencies on rents and marketing
- Impact from Black Friday and one-off promotions for the launch of 48 new stores
- Slightly positive contribution from acquired businesses



- · Adj. Net Income improvement grown faster than Adj. Ebitda
- Lower net interests and taxes almost offsetting higher D&A related to capex expansion



- Net Debt close to zero for the second year in a row
- Financed acquisitions (38.2 €m, comprising total consideration and capex), capex (25.2 €m) and dividend payment (20 €m)

Adj. Levered Free Cash Flow (€m)



- Impressive cash flow generation led by Net Working Capital improvements,
- Cash conversion rate at 96.8% vs. 60.6% in FY 16/17

Net Working Capital (€m)



- 56 €m generated in FY 17/18 vs. 22 €m in prior year
- Trade NWC benefiting from store network expansion and careful management
- Positive impact of Extended Warranties accruals



FY 2018/18 Key Operational Data

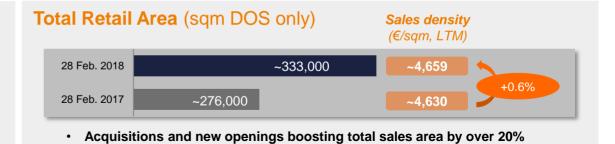


41 new DOS coming from acquisitions:

- 21 former Andreoli/Euronics, reopened in Q2
- former Edom/Trony megastore in the Euroma2 shopping mall, reopened on 20 Sept.
- 19 former Cerioni/Euronics, reopened between 16 Nov. and 27 Jan.

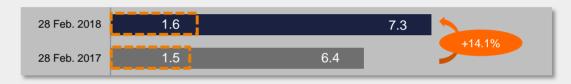
· 7 new openings:

- 6 in 9M (Oriocenter, Orio Airport, Novara, Genova, Roma Trastevere and Napoli Airport
- 1 in Q4 (Modena)
- Rationalization of DOS network started (closure of Frosinone, Cento and Roma Torrevecchia stores), in parallel with wholesale partners network's
- Pick-up points: 395 (79% of total stores)



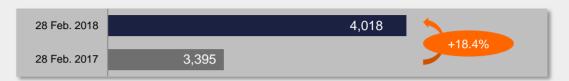


Slight improve in Sales density



• Card holders and active loyalty customers(1) increasing

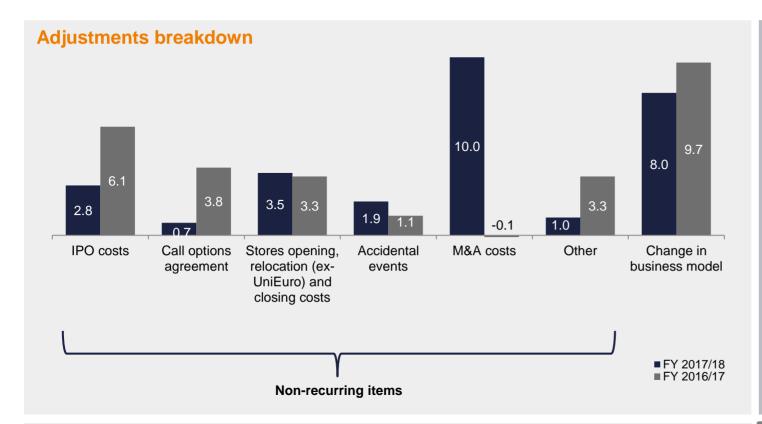
Workforce (FTEs)



- Acquisitions (549) and new openings effect
- HQ reinforcement, also connected to the new status of listed company



Explaining FY 2017/18 EBITDA adjustments



- IPO costs, ended in Q1 2017/18
- Call options agreement, ended in Q1 2017/18 after successful IPO
- Stores opening, relocations (ex-UniEuro) and closing costs, almost in line yoy despite more openings (7 vs. 2 in FY 16/17)
- Accidental events, related to a theft in Piacenza logistics center, occurred in 2Q 2017/18. 0.8 €m reduction in Q4 due to insurance first reimbursement connected to prior year Oderzo store fire
- M&A costs concerning Andreoli, Cerioni and Monclick acquisitions and including rents and personnel costs until reopening of the stores, as well as training, advisory services and other minor costs
- Other, mostly related to potential future liabilities connected to former UniEuro stores
- Change in business model, referring to extended warranties adjustments, impacted from Q4 by the acquisition of Andreoli and Cerioni stores, in line with already adopted accounting policy

Total adjustments change

	FY 17/18	FY 16/17	Δ
Non-recurring items	19.9	17.6	2.3
Extended warranties adjustment	8.0	9.7	-1.7
Total adjustments	27.9	27.3	0.6

- Non-recurring items increase (+2.3 €m) mostly driven by M&A and a one-off accident, accounting 11.9 €m in total
- Net of those effects, non-recurring items more than halved (-54.5% to 8 €m)
- Q4 total adjustments from 8.3 €m to 5.3 €m





NEXT EVENTS

H1 2018/19 Results 14 November 2018

9M 2018/19 Results 10 January 2019

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