

Results to 31 March 2021 12 May 2021

Cerved Group S.p.A.









<u>Appendix</u>



Executive Summary



Macroeconomics	 After falling sharply in 2020, Italian GDP is expected to grow 3.5% in 2021 and 3.8% in 2022 based on forecasts by Bank of Italy The economic support and recovery measures financed by the national budget and the EU funds are key ingredients for the recovery starting from H1 2021 Revenues of EUR 124.1m +1.9% vs Q1 2020, +1.6% organic Adjusted EBITDA of EUR 52.3m +0.1% vs Q1 2020, flat on organic terms Operating Cash Flow of EUR 44.3m, +51.3% vs Q1 2020 Adjusted Net Income post minorities of EUR 26.9m -1.9% vs Q1 2020 Leverage of 2.7x LTM proforma Adjusted EBITDA COVID-19 situation gradually improving in Q2 2021 following lockdowns in the prior months, and a vaccination campaign which is rapidly progressing Investor Day on 26 March 2021 in order to illustrate Cerved's 2021-2023 Strategic Outlook Strong focus on ESG strategy with introduction of SDG-related targets to STI remuneration
Q1 2021 Financial Results	 Adjusted EBITDA of EUR 52.3m +0.1% vs Q1 2020, flat on organic terms Operating Cash Flow of EUR 44.3m, +51.3% vs Q1 2020 Adjusted Net Income post minorities of EUR 26.9m -1.9% vs Q1 2020
Covid-19	
Investor Day	







Voluntary public tender offer

Cerved Group SpA received a voluntary tender offer from Castor Srl on 8 March 2021

- The offer was unsolicited and unexpected
- The Board of Directors is currently evaluating the relevant terms and conditions of the offer
- It will provide all the information useful for the Company's shareholders to properly evaluate the offer under the Statement of the Board of Directors to be published by the trading day before the beginning of the tender period
- UBS and Mediobanca have been appointed as financial advisers as well as BonelliErede and Carbonetti as legal advisers

Impact of the offer on Cerved's day-to-day business activities

- No adverse affect Cerved's day-to-day business activities
- The Board of Directors and management are conducting the business in the ordinary course, in the best interest of Cerved, its shareholders and stakeholders and with the utmost attention for, and in strict compliance with, applicable laws and regulations

Q&A

 Today's focus is exclusively on Cerved's Q1 results, consequently the Q&A session will not address any questions related to the prospected voluntary public tender offer



Consistent Growth and Cash Flow Generation





1) 2017 Adj. EBITDA includes €4.0m adjustment for IFRS 16

Macro Highlights

GDP growth rate compared to the previous guarter



Industrial Production Index





Revenue trend for Italian firms

5



Public guarantees required on loans to SMEs Covid-19 impact on corporate default risk





Source: Cerved









<u>Appendix</u>



Snapshot of Q1 2021 Divisional Results

Area	Revenues	Adj. EBITDA	Drivers
Risk Intelligence Financial Institutions	Q1 20 Q1 21	5.3% 38.9 35.2	 Financial Institutions grew +15.3% in Q1 mainly thanks to Business Info and Subsidized Finance Corporates grew +8.8% reflecting solid consumption of Business Info, especially top clients
Risk Intelligence Corporates	36.0 Q1 20 Q1 21 +8.	Q1 20 Q1 21 .8%	EBITDA growth of +10.7% reflecting underlying Revenue growth and higher opex in anticipation of a return to growth trajectory, in line with business plan
Marketing Intelligence	14.6 14.1 Q1 20 Q1 21	4.3 3.1 Q1 20 Q1 21	 +37.4% Growth in all service lines save for MBS, impacted by fewer projects closing in Q1 2021 compared to Q1 2020 EBITDA grew +37.4% thanks in particular to the Digital Marketing segment (ProWeb and PayClick)
Credit Management	40.7 35.8 Q1 20 Q1 21 Revenues	14.0 9.1 Q1 20 Q1 21 Adj. EBITDA	 Decline mainly attributable to Banking NPLs service line. EBITDA decline of -34.9% in Q1, following the negative trend in Revenues Tough comp to match: 2020 Q1 Revenues and EBITDA grew +5%, despite the Covid outbreak
Group	+1.9%	+0.1%	



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Risk Intelligence

Revenues (€m) and revenues growth (%)





Adj. EBITDA (€m) and Adj. EBITDA Margin (%)



[%] Margin%

Growth %

Key highlights

- +15.3% growth in the Financial Institutions thanks to the resiliency of the mission critical Credit Risk areas (c.60% of the total) and further strong growth in Subsidized Finance, offsetting a decline in Real Estate due to VIPO services
- +8.8% growth in the Corporate segment driven by Top Clients (c. 30% of the total) which are catching up with projects that had been delayed by the pandemic. Softer results within the large and medium client categories with a very strong performance in March
- Positive dynamics in terms of the sale of pre-paid points which grew +15% compared to Q1 2020
 Key highlights
- Risk Intelligence EBITDA in Q1 2021 increased by +10.7%, with margins declining to 52.4% from 52.9% in Q1 2020
- Minor margin erosion due to an increase in opex (chiefly SG&A and IT) in order to gear up for an anticipated return to growth trajectory, in line with business plan assumptions





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Marketing Intelligence

Revenues (€m) and revenues growth (%)



2019

2018

Adj. EBITDA (€m) and Adj. EBITDA Margin (%)

2020

Q1 20

Q1 20



Key highlights

- Q1 2021 showed an overall decline in revenues of 3.6% mainly attributable to MBS due to a higher number of projects with completion in Q1 2020 compared to Q1 2021 (although order backlog is very strong and MBS is operating at maximum capacity). Strong performance in both the Digital Marketing and Sales Intelligence service lines
- By channel, Financial Institutions grew +12.7% thanks to Sales Intelligence, whereas the Corporate segment contracted by 7.1% due to the impact of MBS

Key highlights

- Growth of +37.4% with a strong rebound from Digital Marketing (in particular PayClick) which more than offset a decline in MBS
- Margins increase to 30.2% compared to 21.2% in Q1 2020 reflecting the trend in Revenues





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Credit Management

Revenues (€m) and revenues growth (%)



Adj. EBITDA (€m) and Adj. EBITDA Margin (%)



Key highlights

- Revenue decline mainly attributable to Banking NPLs due to long tail of Covid impact to court activity and bankruptcy auctions, and impact of the MPS servicing agreement (EUR 2.6m in Q1 2020). Legal Services and Greece grew low double digit, Corporate Collection stable
- Collection rate of 2.7% in Q1 2021 for Bank NPL segment vs 2.7% in Q1 2020, 3.0% in Q1 2019 and 3.0% in Q1 2018 (all net of MPS)
- AUMs as of 31/03/2021 of EUR 42.1bn: EUR 34.8bn NPLs (o/w 51% Secured) and EUR 7.3bn Performing and Sub-Performing (o/w 87% Performing)

Key highlights

- Tough comparable with Q1 2020 which grew +5.2%, limited impact from Covid due to timelag between collection and Revenues
- Q1 2021 EBITDA declined by -34.9% due to a cost base reduction in the Bank NPL segment not proportional to the revenues decrease, and a slight increase of the cost base of other services (Legal and Greece Operations)
- Margin reduction from 34.5% to 25.6% in Q1 2020









<u>Appendix</u>



Summary of Group Divisional Performance





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Summary Profit and Loss

€m	2015	2016	2017
Revenues ¹	353.7	377.1	401.7
YoY growth %	6.7%	6.6%	6.5%
Adjusted EBITDA	170.8	180.0	187.3
<i>Margin % on Revenues</i> Performance Share Plan	48.3% -	47.7% (0.7)	<i>46.6%</i> (1.8)
EBITDA	170.8	179.3	185.5
Depreciation & amortization PPA Amortization	(28.5) (45.8)	(30.6) (47.4)	(34.3) (32.8)
Non-recurring Income and exp.	(3.8)	(6.5)	(7.3)
EBIT	92.8	94.8	111.1
Margin % on Revenues	26.2%	25.1%	27.7%
Interest expenses on facilities & Bond	(40.4)	(16.5)	(14.6)
Other net financial (recurring)	(1.7)	(2.3)	(15.2)
Net financial (non-recurring)	(52.4)	(0.5)	5.2
PBT	(1.7)	75.5	86.5
Income tax expenses	5.3	(26.8)	(28.2)
of which non-recurring	3.6	4.5 48.7	- 58.3
Reported Net Income	(2.2)	(1.4)	(1.6)
Reported Minorities Reported Net Income (post	(∠.∠)	(1.4)	(1.0)
minorites)	1.4	47.3	56.8
Adjusted Net Income	68.5	92.0	98.2
Adjusted Minorities	(2.5)	(1.9)	(2.0)
Adjusted Net Income (post minorities)	66.0	90.1	96.1

2018	2019	2020	Q1 20	Q1 21
458.1	520.6	487.8 ²	121.8	124.1
16.1%	13.7%	-6.3%	3.6%	1.9%
212.6	236.6	203.6	52.3	52.3
46.4%	45.4%	41.6%	43.0%	42.2%
(5.0)	(9.5)	(7.3)	1.8	(1.4)
207.6	227.1	196.3	54.1	51.0
(40.9)	(41.6)	(39.2)	(10.1)	(9.2)
(36.4)	(43.3)	(40.9)	(12.0)	(9.5)
(7.2)	(27.9)	(24.2)	(16.8)	(0.7)
123.1	114.3	92.0	15.1	31.6
26.9%	22.0%	18.9%	12.4%	25.5%
(13.4)	(13.8)	(12,5)	(3.5)	(2.7)
(1.2)	(15.2)	(8.3)	11.5	(0.7)
2.9	-	(16.5)	-	-
111.3	85.3	54.8	23.2	28.3
(22.5)	(27.1)	(25.4)	(6.8)	(8.9)
-	5.2	0.5	-	-
88.8	58.2	29.4	16.4	19.3
(4.0)	(3.6)	(3.8)	(0.6)	0.1
84.8	54.6	25.6	15.7	19.4
116.7	121.9	98.4	28.7	27.2
(6.2)	(14.7)	(5.7)	(1.3)	(0.3)
110.5	107.2	92.7	27.4	26.9

Q1 2021 revenues increased +1.9% coupled with a slight increase of operative costs, leading to an Adjusted EBITDA of EUR 52.3m (+0.1% vs Q1 2020)

Minor erosion of the Adjusted EBITDA margin due to an increase in opex (chiefly SG&A and IT) in order to gear up for an anticipated return to growth trajectory, in line with business plan assumptions

Performance Share Plan returning to ordinary levels after the 2020 adjustment to reflect the Covid19 impact on vesting expectations

- Lower D&A and PPA related to the Juliet contract and PayClick
- Taxation in Q1 does not yet include specific benefits from "Patent Box", under discussion with tax authorities
- Adjusted Net Income stood at EUR 26.9m, -1.9% below Q1 2020

Not restated



Net Working Capital



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- Net Working Capital reached 27.4% of LTM pro forma Revenues, higher than 26.5% in December 2020 (the ratio was 23.2% in September 2020)
- The volume of Receivables is gradually returning to pre-pandemic levels: March 2021 was EUR 9m higher than a year before, compared to EUR 20m in Q4, and EUR 44m higher in Q3
- In terms of DSO, the Data Intelligence businesses have almost returned to prepandemic levels, whereas the Credit Management division still has room for improvement
- Trade Payables declined by EUR 12.1m
- Deferred Revenues were substantially flat, with sale of new points substantially in line with consumption



Operating Cash Flow

m	2015	2016	2017	2018	2019	2020	
Adjusted EBITDA	170.8	180.0	187.3	212.6	236.6	203.6	
Net Capex	(31.6)	(33.5)	(38.9)	(39.7)	(35.7)	(37.2)	
Adjusted EBITDA-Capex	139.1	146.5	148.4	172.8	200.9	166.4	,
as % of Adjusted EBITDA	81%	81%	79%	81%	85%	82%	ð
Cash change in Net Working Capital	3.0	(4.6)	(8.9)	(19.1)	(33.2)	(23.1)	(
Change in other assets / liabilities	(6.0)	2.0	3.0	6.4	(9.6)	(4.8)	(
Operating Cash Flow	136.1	144.0	142.6	160.1	158.1	138.6	2

- Operating Cash Flow in Q1 2021 increased by 51.3% to EUR 44.3m compared to EUR 29.3m in Q1 2020
- Decrease in Capital Expenditure, from EUR 8.4m in Q1 2020 to EUR 7.7m in Q1 2021, mainly attributable to the Data Intelligence business
- Improvement in Operating Cash Flow largely attributable to minor absorption of NWC, which was EUR -5.1m compared to EUR -13.3m in 2020, due to the dynamics illustrated in the prior page
- Positive change in other assets/ liabilities reflects lower accruals for bonuses in Q1 2020 due to COVID-19 uncertainty. Related cash outflows in Q2 (both 2020 and 2021)

Not restated

Application of IFRS 9, 15, 16



Financial Indebtedness

€m	2015	2016	2017
Senior Bank facilities	530.0	557.6	548.0
Other financial Debt	41.8	17.0	35.8
Accrued Interests & Other (including IFRS 16)	17.3	6.6	4.5
Gross Debt	589.1	581.3	588.3
Cash	(50.7)	(48.5)	(99.2)
Amortized cost	(1.5)	(9.3)	(14.9)
IFRS Net Debt	536.8	523.4	474.2
Non-recurring impact of "Forward Start" transaction	37.7		
Adj Net Debt	499.1	523.4	474.2
Net Debt/ LTM Adj. EBITDA	2.9x	2.9x	2.5x

2018	2019	2020	Q1 20	Q1 21
548.0	548.0	563.0	548.0	563.0
46.7	87.17	31.0	137.0	9.6
51.0	9.15	60.0	57.0	59.5
645.7	644.3	654.0	568.5	544.5
(42.4)	(86.2)	(56.5)	(165.8)	(78.4)
(12.2)	(8.6)	(9.8)	(7.7)	(9.2)
591.1	549.5	587.7	568.5	544.5
591.1	549.5	587.7	568.5	544.5
2.7x	2.3x	2.9x	2.4x	2.7x

- Net Debt of EUR 544.5m as of 31 March 2021, registering a decrease from EUR 587.7m as of 31 December 2020
- The leverage ratio as of 31 March 2021 was 2.7x based on proforma LTM Adjusted EBITDA
- Financial indebtedness mainly consists of EUR 713m facilities refinanced in May 2020 has a EUR 150m RCF, 5-year maturity and 4.5 year average life
- Financial leverage in Q2 2021 will include the cost of the share buyback announced today for shares needed to serve the LTIP with a maximum cash outflow of EUR 16.3m

Not restated









<u>Appendix</u>





ESG identity and enabler for Italian sustainability transition

ESG identity in line with best practice





15-20% of Top Management Short Term Incentives based on ESG targets

SDGs	Target	2020 Baseline	2021 Target	2023 Target
9 RESTERINGEN	Carry out the Cerved Group impact assessment		Completed	Implementation
13 cont	Renew the car fleet through purchases with reduced environmental impact (CO_2 Scope I)	-	<140 gr CO₂/km	<130 gr CO₂/km
13 anne Action	Increase the percentage of direct purchases of electricity from renewable sources In Italy (CO_2 Scope II)	97.8%	>95%	100%
5 former The second se	Increase the number of women in managerial positions	Managers: 40.1% Executives: 13.6%	At least 50% new female managers and 30% new female executives	Managers: ~41-43% Executives: ~15-18%
8 ICONVECCENT	Increase the average number of training hours per employee	16.5 hours	18 hours	24 hours
8 man mm.me.	Obtain ISO 45001 health and safety certification	-	Certification process management for Cerved Group SpA	Extension of the certification to other Legal Entities
16 MALE ASTRE	Obtain ISO 37001 anti-corruption certification		Certification for Cerved Group SpA	KPIs Monitoring
12 EDGARE	Increase the percentage of suppliers evaluated according to ESG criteria		100% suppliers (> 500k Euros)	100% suppliers (> 100k Euros)
12 ESCORPLI Internation	Maintain high customer satisfaction	91.3%	91.3%	91.3%



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Appendix







Quarterly Revenues and EBITDA

2021 124.1 74.3 35.2 39.1 14.1 2.9 11.2 35.8 Q1 2021	vs 2020 1.9% 1.9% 11.8% 15.3% 8.8% -3.6% 12.7% -7.1% -12.2% Q1 YoY 2021 vs 2020
124.1 74.3 35.2 39.1 14.1 2.9 11.2 35.8 Q1	1.9% 11.8% 15.3% 8.8% -3.6% 12.7% -7.1% -12.2% Q1 YoY
74.3 35.2 39.1 14.1 2.9 11.2 35.8 Q1	11.8% 15.3% 8.8% -3.6% 12.7% -7.1% -12.2% Q1 YoY
35.2 39.1 14.1 2.9 11.2 35.8 Q1	15.3% 8.8% -3.6% 12.7% -7.1% -12.2% Q1 YoY
39.1 14.1 2.9 11.2 35.8 Q1	8.8% -3.6% 12.7% -7.1% -12.2% Q1 YoY
14.1 2.9 11.2 35.8 Q1	-3.6% 12.7% -7.1% -12.2% Q1 YoY
2.9 11.2 35.8 Q1	12.7% -7.1% -12.2% Q1 YoY
11.2 35.8 Q1	-7.1% -12.2% Q1 YoY
35.8 Q1	-12.2%
Q1	Q1 YoY
-	
2021	2021 vs 2020
	1 -021 10 -020
52.3	0.1%
52.3	0.1%
38.9	10.7%
4.3	37.4%
9.1	-34.9%
Q1	Q1 YoY
2021	2021 vs 2020
42.2%	
42.2%	
52.4%	
30.2%	
25.6%	
	52.3 38.9 4.3 9.1 2021 42.2% 52.4% 30.2%





Profit and Loss

€m	2016	2017
Total Revenues (including other income)	377.1	401.7
Cost of raw material and other materials	(7.4)	(7.1)
Cost of Services	(84.9)	(98.5)
Personnel costs	(91.7)	(96.8)
Other operating costs	(8.6)	(8.7)
Impairment of receivables and other provisions	(4.5)	(3.2)
Adjusted EBITDA	180.0	187.3
Performance Share Plan	(0.7)	(1.8)
EBITDA	179.3	185.5
Depreciation & amortization	(30.6)	(34.3)
PPA Amortization	(47.4)	(32.8)
Non-recurring Income and expenses	(6.5)	(7.3)
EBIT	94.8	111.1
Interest expenses on facilities & Bond	(16.5)	(14.6)
Other net financial (recurring)	(2.3)	(15.2)
Net financial (non-recurring)	(0.5)	5.2
PBT	75.5	86.5
Income tax expenses	(26.8)	(28.2)
of which Non-recurring	4.5	-
Reported Net Income	48.7	58.3
Reported Minorities	(1.4)	(1.6)
Reported Net Income (ex minorites)	47.3	56.8
Adjusted Net Income (pre minorities)	92.0	98.2
Adjusted Minorities	(1.9)	(2.0)
Adjusted Net Income (ex minorities)	90.1	96.1

2018 (rest.)	2019	2020	Q1 20	Q1 21
458.1	520.6	487.8 ¹	121.8	124.1
(3.2)	(1.3)	(0.7)	(0.2)	(0.1)
(117.3)	(128.3)	(123.8)	(29.7)	(30.5)
(114.1)	(140.9)	(144.1)	(36.5)	(38.8)
(7.0)	(8.2)	(7.4)	(1.8)	(1.8)
(3.8)	(5.4)	(8.3)	(1.2)	(0.6)
212.6	236.6	203.6	52.3	52.3
(5.0)	(9.5)	(7.3)	1.8	(1.4)
207.6	227.1	196.3	54.1	51.0
(40.9)	(41.6)	(39.2)	(10.1)	(9.2)
(36.4)	(43.3)	(40.9)	(12.0)	(9.5)
(7.2)	(27.9)	(24.2)	(16.8)	(0.7)
123.1	114.3	92.0	15.1	31.6
(13.4)	(13.8)	(12.5)	(3.5)	(2.7)
(1.2)	(15.2)	(8.3)	11.5	(0.7)
2.9	-	(16.5)	-	-
111.3	85.3	54.8	23.2	28.3
(22.5)	(27.1)	(25.4)	(6.8)	(8.9)
-	5.2	0.5	-	-
88.8	58.2	29.4	16.4	19.3
(4.0)	(3.6)	(3.8)	(0.7)	0.1
84.8	54.6	25.6	15.7	19.4
116.7	121.9	98.4	28.7	27.2
(6.3)	(14.7)	(5.7)	(1.3)	(0.3)
110.5	107.2	92.7	27.4	26.9

Not restated





Adjusted Net Income

€m	2016	2017	2018 (rest.)	2019	2020	Q1 20	
Reported Net Income	48.7	58.3	88.8	58.2	29.4	16.4	
Restructuring costs	6.5	7.3	7.2	8.7	5.3	2.0	
PPA Amortization	47.4	32.8	36.4	43.3	40.9	12.1	
Capitalized financing fees (Amortised cost)	2.2	2.5	3.1	3.6	2.1	0.9	
Non recurring income				(40.0)	(6.0)	-	
Financial charges non-recurring	0.5	(5.2)	0.6		16.5	-	
Non-recurring income from investments			(3.5)				
Fair value adjustement of options		12.8	(3.0)	9.4	4.3	(13.3)	
Non recurring taxes	4.5	-			(1.1)		
CPS Greece earn out					(1.4)	-	
Goodwill Impairment				0.4	20.9	14.8	
PPA intangibles depreciation				42.4	2.8		
Fiscal Impact of above components	(17.7)	(10.4)	(12.8)	(4.1)	(15.4)	(4.1)	(;
Adjusted Net Income (pre minorities)	92.0	98.2	116.7	121.9	98.4	28.7	2
Adjusted Minorities	(1.9)	(2.0)	(6.2)	(14.7)	(5.7)	(1.3)	((
Group Adjusted Net Income (ex minorities)	90.1	96.1	110.5	107.2	92.7	27.4	2

Not restated





2016 - 2020 Balance Sheet

m	2016	2017
Intangible assets	423.7	395.9
Goodwill	732.5	750.4
Tangible assets	19.8	20.6
Financial assets	8.7	9.0
Fixed assets	1,184.7	1,175.9
Inventories	1.7	2.0
Trade receivables	154.9	161.9
Trade payables	(38.5)	(46.0)
Deferred revenues	(77.3)	(67.7)
Net working capital	40.9	50.2
Other receivables	7.7	6.7
Other payables	(53.9)	(85.9)
Net corporate income tax items	0.3	(7.3)
Employees Leaving Indemnity	(13.1)	(13.3)
Provisions	(7.3)	(6.0)
Deferred taxes	(91.9)	(90.0)
Net Invested Capital	1,067.4	1,030.3
IFRS Net Debt	523.4	474.2
Group Equity	543.9	556.0
Total Sources	1,067.4	1,030.3

Not restated





Q1 21

52.3

(7.7)

44.6

85.3%

(5.1)

4.8

44.3

(0.3)

(0.2)

(0.4)

43.4

(0.1)

43.3

Q1 20

52.3 (8.4)

43.9

83.9%

(13.3)

(1.3)

29.3

(4.1)

0.0

(0.3)

24.9

(44.9)

(20.0)

2016 - 2020 Cash Flow

€m	2016	2017
Adjusted EBITDA	180.0	187.3
Net Capex	(33.5)	(38.9)
Adjusted EBITDA-Capex	146.5	148.4
as % of Adjusted EBITDA	81%	79%
Cash change in Net Working Capital	(4.6)	(8.9)
Change in other assets / liabilities	2.0	3.0
Operating Cash Flow	144.0	142.6
Interests paid	(29.2)	(16.3)
Cash taxes	(27.3)	(22.5)
Non recurring items	(8.8)	(9.2)
Cash Flow (before debt and equity movements)	78.7	94.6
Net Dividends	(44.4)	(47.8)
Acquisitions / deferred payments / earnout	(27.9)	(2.4)
BuyBack		
La Scala Ioan		
Refinancing & Penalties-Break Cost-Upfront-Amendment Fees	(35.5)	(2.9)
Net Cash Flow of the Period	(29.1)	41.5

Application of IFRS 9, 15, 16



Not restated

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