

# SULTIONS CANTON MANAGEMENT Intel Atomatica and Atom

# 1H22 results reflect difficult market conditions

Sector: Finance

Healthy growth in core business (+24% YoY) not enough to offset the lack of performance fees caused by a negative trend in financial markets. The recent turmoil in financial markets caused by an inflationary scenario and the increase in interest rates by central banks as a response, negatively affected SCM's 1H22. Fee income came in at Euro 2.6 m, down from Euro 3.1 m in 1H21 (-17% YoY) with the difference being explained by the lack of performance fees which in 1H21 contributed with c. Euro 1.0 m. All other revenue lines showed positive results and recorded a +24% YoY growth on an aggregated basis (insurance +44%, asset management +12%. +5% recurring advisory and +62% generic advisory). Brokerage Margin stood at Euro 1.5 m, -24% compared to the first half of 2021 (Euro 1.9 m). The Brokerage Margin on Fee income ratio was of 57.1%, down vs. 1H21 (62.5%) which benefitted from a favorable sales mix (higher weight of performance fees) but still good compared to previous years with similar sales mix as evidence of the effectiveness of the new pay-out policy implemented over the last 18 months. Opex of Euro 1.9 m remained in line with prior year. Net result was negative of Euro 0.6 m (Euro -0.1 m in 1H21. Finally, Equity stood at Euro 2.4 m (Euro 3.1 m in 1H21. Assets under control stood at Euro 835 m, down vs. Euro 958 at year-end 2021 following the expiry of some low-margin contracts, and a market related devaluation of the assets. The total number of consultants reported was 36. (41 at the end 2021).

Uncertain 2H due to international turmoil, soundness of strategic guidelines to confirm positive outlook in the mid-term. Management did not provide guidance for FY22 but expressed confidence about the second half of 2022 given the positive performance of fees from the core business and the pipeline of "one shot" advisory services, including the agreement with Banca Ubae for the purchase of tax credits for total value of Euro 20 m which saw SCM acting as arranger. Management further confirmed its commitment to a growth strategy based on actions aimed at increasing AuC and consolidate profitability, expansion and training of commercial network and digitalization across all corporate functions. In the first six months of 2022 the Company has announced 3 new partnerships (i) Value-Holdings Capital for advisory service dedicated to the new DAX benchmarked "In Germany" asset management line, (ii) PreviOn for a check-up service of social security position and (iii) Alkeon Capital Management LLC (American management company) for the exclusive distribution rights of the Alkeon Ucits Fund. Considering management's continuous efforts to grow the business and the Company's increased visibility from the dual listing on the "Open Market" segment of Frankfurt stock exchange at the beginning of June we confirm our positive stance on the stock in the mid-term. However, given the uncertain market conditions we adopted a prudential approach for 2H.

#### Estimate revision and new target price at Euro 6.52 p.s., providing for a potential upside

of 81%. Given the above, we reviewed our expectations on FY22 Fee income to factor in the lower performance fees, now assuming Euro 6.5 m (Euro 7.7 m pr.) while leaving our growth rate for FY23 unchanged. We also adjusted profitability in FY22 to better reflect the new sales mix. Finally, we added FY22 to our explicit forecast. Overall, this translates in an average cut in Net Fees and Brokerage Margin by -16% and -19% respectively. We updated our DCF and multiple based target price to Euro 6.52 p.s. down from Euro 7.63 p.s. as of our previous report due to new estimates and a worsening interest rate scenario (WACC +50 bps), however still providing for an upside of 81%. At our target price the stock would be trading at 2022-2023 Equity Value/AuM multiples of 1.5% and 1.3% respectively, vs. peers' 2.2% and 2.3% and current stock price at 0.8% and 0.7%.

# Target Price 6.52 (7.63 pr.)

Market Cap (€ m) 7.2 EV (€ m) 7.7 Market Price (€) 3.6

#### As of October 3rd, 2022

#### Share Data

Market	Euronext Growth Milan
Reuters/Bloomberg	SCM IM/SCM.MI
ISIN	IT0005200248
N. of Shares	2,006,240
Free Float	18.90%
CEO	Antonello Sanna

Financials				
	<b>21A</b>	22E	23E	24E
Fee Income	6.3	6,5	7,5	8,6
YoY %	+15%	3%	15%	15%
Net Fees	3.9	3,7	4,4	5,1
Brokerage M.	3.9	3,7	4,4	5,1
Brok. Mgn/Fee Income %	61%	57,0%	59,0%	59,0%
Cost/Incom e ratio %	<b>98</b> %	101%	93%	87%
Net Result	(0.3)	(0,6)	0,2	0,5
Equity	3.0	2,4	2,6	3,1

#### Performance

	1M	3M	1Y
Absolute %	-6%	-4%	-14%
Relative (FTSE Italia Growth)	-1%	-1%	+6%
52-week High/Low (Eu)	4.82	/	3.30



Luisa Primi I.primi@irtop.com



# PMI CAPITAL research

Euro m	2018A	2019A	2020A	2021A	2022E	2023E	2024E
Suro m Assets under Control (AuC)	846	772	924	959	872	972	1.072
	0.10	,,,,	, 21	, , ,	0/2	,, <u>2</u>	1.072
Profit & Loss Statement							
Fee income	6,4	6,9	5,5	6,3	6,5	7,5	8,6
Fees expenses	(3,3)	(3,1)	(2,3)	(2,4)	(2,8)	(3,1)	(3,5)
Net fees	3,0	3,9	3,2	3,9	3,7	4,4	5,1
Brokerage margin	3,0	3,8	3,2	3,9	3,7	4,4	5,1
Operating costs	(4,5)	(3,7)	(3,3)	(3,8)	(3,8)	(4,1)	(4,4)
Pre-tax Profit (Loss)	(1,3)	0,1	(0,2)	(0,3)	(0,5)	0,3	0,7
Taxes	0,3	(0,1)	0,0	(0,0)	(0,1)	(0,1)	(0,2)
Net Profit (Loss)	(1,1)	0,0	(0,1)	(0,3)	(0,6)	0,2	0,5
Balance Sheet							
NWC	2,4	1,8	2,6	2,4	2,8	3,1	3,4
Fixed assets	0,2	0,7	0,7	1,2	1,0	1,0	1,0
M/L Funds	0,2	0,1	0,2	0,2	0,2	0,2	0,2
Net Capital Employed	2,4	2,4	3,1	3,4	3,6	3,9	4,2
Net financial Debt (Cash)	(0,4)	(1,0)	(0,2)	0,5	0,0	(0,0)	(0,4)
Total Equity	2,9	3,4	3,3	3,0	2,4	2,6	3,1
- ··· ·· /	£,,	5,1	0,0	0,0	_, ·	2,0	0,1
Cash Flow							
Net Profit (Loss)	(1,1)	0,0	(0,1)	(0,3)	(0,6)	0,2	0,5
D&A	0,1	0,3	0,3	0,3	0,4	0,0	0,0
Change in M/L Funds	0,0	(0,0)	0,0	0,0	(0,0)	0,0	0,0
Gross Cash Flow	(1,0)	0,3	0,2	0,1	(0,3)	0,3	0,5
Change in NWC	(0,1)	0,7	(0,8)	0,2	(0,4)	(0,3)	(0,3)
Operating Cash Flow	(1,0)	1,0	(0,6)	0,2	(0,6)	(0,0)	0,2
Capex	(0,1)	(0,9)	(0,2)	(0,9)	(0,1)	(0,0)	0,0
Free Cash Flow	(1,1)	0,1	(0,8)	(0,7)	(0,8)	(0,0)	0,2
Dividends	0,0	0,0	0,0	0,0	0,0	1,0	2,0
Change in Equity	0,2	0,5	(0,0)	(0,0)	0,0	0,0	(0,0)
Change in Net financial Debt	(1,0)	0,6	(0,8)	(0,7)	(0,8)	1,0	2,2
(Cash)							
Per Share Data							
Current Price	€ 4,00						
Total outstanding shares (m)	2,01	2,01	2,01	2,01	2,01	2,01	2,01
EPS	(0,52)	0,01	(0,07)	(0,13)	(0,30)	0,12	0,25
DPS	0,00	0,00	0,00	0,00	0,00	1,00	2,00
FCF	(0,56)	0,04	(0,42)	(0,33)	(0,38)	(0,02)	0,10
Pay-out ratio	0,0%	0,0%	0,0%	0,0%	0,0%	0,0%	0,0%
Dation							
<b>Ratios</b> Fee income/AuM	0,8%	0,9%	0,6%	0,7%	0,7%	0,8%	0,8%
Fees expenses/Fee income	-52,4%	-44,0%	-42,0%	-38,6%	-43,0%	-41,0%	-41,0%
Net fees/AuM	-32,4% 0,4%	-44,0% 0,5%	-42,0%	-30,8% 0,4%	-43,0% 0,4%	-41,0%	-41,078
Brokerage Margin/Fee Income	47,4%	55,5%	57,5%	60,8%	57,0%	59,0%	59,0%
Cost/Income ratio	-149,3%	-96,5%	-103,6%	-97,5%	-101,3%	-93,0%	-87,0%
EBT/Brokerage margin	-43,2%	-78,5% 2,1%	-5,0%	-6,9%	-13,0%	-73,0% 7,0%	-07,078
Net Debt/Equity (Gearing)	-15,2%	-30,8%	-6,2%	16,2%	1,3%	-1,7%	-14,4%
Total Equity/Total Assets	70,2%	-30,8% 68,4%	-0,2 <i>%</i> 63,4%	57,2%	54,2%	-1,7 % 54,2%	55,6%
ROE	-36,8%	0,4%	-4,3%	-9,1%	-25,4%	34,2% 8,9%	16,0%
Free Cash Flow Yield	-13,9%	1,1%	-10,5%	-8,3%	-23,4% -9,6%	-0,6%	2,5%
	10,770	1,170	10,070	0,070	7,070	0,070	2,0/0
Growth Rates							
Assets under Control (AuC)	-21,9%	-8,8%	19,7%	3,8%	-9,1%	11,5%	10,3%
Fee income	-19,9%	8,9%	-20,2%	14,7%	2,5%	15,0%	15,0%
Fees expenses	-14,1%	-8,5%	-24,0%	5,4%	14,3%	9,7%	15,0%
Net fees	-25,4%	28,1%	-17,2%	21,4%	-4,9%	19,0%	15,0%
Brokerage margin	-26,5%	27,5%	-17,3%	21,2%	-3,9%	19,0%	15,0%
	-377,6%	106,2%	-297,5%	-65,8%	-81,3%	164,1%	113,6%
Pre-lax Prolit (Loss)	0/ / ,0/0						
Pre-tax Profit (Loss) Net Profit (Loss)	-233,6%	101,4%	- 1026,6%	-92,3%	-123,2%	138,5%	113,6%







## Breakdown Assets Under Control

Asset Under Control m	1H22	1H21	1H20	FY 2021	FY 2020	FY 2019
Asset management	196	174	172	207	160	186
Advisory	246	347	475	365	389	504
Insurance portfolio	364	358	298	363	356	62
SICAV	28	20	18	24	18	20
Total	835	900	964	954	924	772

PMI Capital Research elaboration on Company data

# Breakdown Fee Income

Fee Income	1H22	1H21	1H20	FY21	FY20	FY19
Asset mgmt. recurring	941	841	806	1,756	1,525	1,670
Advisory recurring	456	433	558	929	1,011	1,548
Performance	-	1,036	13	1,992	641	1,152
Advisory generic	227	140	142	471	767	2,076
Insurance	910	634	479	1,194	662	428
Other	12				922	22
Total	2,546	3,083	1,998	6,340	5,529	6,927

PMI Capital Research elaboration on Company data

#### Key Financials

Income Statement – Euro m	1H22A	1H21A	1H20A	1H19A	FY21A	FY20A	FY19A
AuC	835	900	964	892	959	924	772
Fee income	2.5	3.1	2.0	3.7	6.3	5.5	6.9
Fee income /AuC	0.30%	0.34%	0.21%	0.41%	0.66%	0.60%	0.90%
Fee expenses	1.1	1.1	0.9	1.6	2.4	2.3	3.1
Fee expenses / Fee income	41.9%	37.1%	42.8%	44.3%	38.6%	42.0%	44.0%
Net Fees	1.5	1.9	1.1	2.0	3.9	3.2	3.9
Net Fees/AuC	0.18%	0.22%	0.12%	0.23%	0.41%	0.35%	0.50%
Brokerage margin	1.5	1.9	1.1	2.0	3.9	3.2	3.8
Brokerage mgn. / Fee Inc	57.1%	62.4%	56.4%	55.7%	60.8%	57.5%	55.5%
Operating Costs	1.9	1.9	1.5	1.9	(3.8)	(3.2)	(3.7)
Opex/Income ratio	125.8%	96.7%	132.6%	95.2%	97.6%	103.6%	96.5%
Pre-tax Profit / (Loss)	(0.6)	(0.1)	(0.5)	0.0	(0.3)	(0.2)	0.1
EBT/Brokerage margin	-39.7%	-5.8%	-44.8%	3.1%	-6.9%	-5.0%	2.1%
Net Profit / (Loss)	(0.6)	(0.1)	(0.5)	0.0	(0.3)	(0.1)	0.0
Balance Sheet – Euro m	1H22A	1H21A	1H20A	1H19A	FY21A	FY20A	FY19A
Net Working Capital	2.0	1.9	1.5	1.8	2.4	2.6	1.8
Fixed net assets	1.1	0.6	0.7	0.7	1.2	0.7	0.7
Funds	(0.2)	(0.2)	(0.2)	(0.1)	(0.2)	(0.2)	(0.1)
Net Capital Employed	2.9	2.3	2.0	2.4	3.5	3.1	2.4
Net Debt/(Cash)	0.5	(0.9)	(0.9)	(1.0)	0.5	(0.2)	(1.0)
Total Equity	2.4	3.1	2.9	3.4	3. 0	3.3	3.4

Sources Source: Company data (IAS/IFRS)



2.9

2.3

2.0

2.4

3.5

3.1

2.4

3



# Estimate Review

Income Statement Euro m	2021A	2022E Old	2022E New	2023E Old	2023E New	2024E New
Fee income	6,3	7,7	6,5	8,9	7,5	8,6
YoY	14,7%	22,0%	2,5%	15,0%	15,0%	15,0%
Fee expenses	2,4	3,1	2,8	3,6	3,1	3,5
Net Fees	3,9	4,6	3,7	5,3	4,4	5,1
YoY	21,4%	19,2%	-4,9%	15,0%	19,0%	15,0%
Brokerage margin	3,9	4,6	3,7	5,3	4,4	5,1
Brokerage margin / Fee income	60,8%	60,0%	57,0%	60,0%	59,0%	59,0%
Operating costs	(3,8)	(3,9)	(3,8)	(4,2)	(4,1)	(4,4)
Cost/Income ratio	-97,5%	-84,0%	-101,3%	-78,0%	-93,0%	-87,0%
Pre-tax Profit / (Loss)	-0,3	0,6	-0,5	1,0	0,3	0,7
EBT/Brokerage margin	-6,9%	11,9%	-13,0%	18,5%	7,0%	13,0%
Net Profit / (Loss)	- 0,3	0,4	- 0,6	0,7	0,2	0,5
EPS (Euro)	0,13	0,21	0,30	0,37	0,12	0,25
Balance Sheet	2021A	2022E	2022E	2023E	2023E	2024
Euro m		Old	New	Old	New	New
Net Working Capital (NWC)	2,4	3,1	2,8	3,5	3,1	3,4
Fixed net assets	1,2	1,0	1,0	0,7	1,0	1,0
Funds	(0,2)	(0,2)	(0,2)	(0,2)	(0,2)	(0,2)
Net Capital Employed	3,4	3,9	3,6	3,9	3,9	4,2
Net Financial Position (Cash)	0,5	(0,8)	0,0	(1,7)	(0,0)	(0,4)
Total Equity	3,0	3,4	2,4	4,1	2,6	3,1
Sources	3,5	2,6	2,4	2,4	2,6	2,7

Source: Company data (IAS/IFRS) for FY 2021, PMI Capital Research estimates for FY 2022-2024

# <u>Valuation</u>

We set a target price of 6.52 Eu per share (7.63 pr.) obtained by weighting equally a Discounted Cash Flow (DCF) model and market multiples and providing for an upside of 81% on current stock price. At our target price the stock would be trading at 2022-2023 Equity Value/AuM multiples of 1.5% and 1.3% respectively, vs. peers' 2.2% and 2.3% and current stock price at 0.8% and 0.7%.

### **Valuation Summary**

Method	Weight	Price (Eu p.s.)	Equity Value (Eu m)
DCF (WACC 7.72% and g 1.0%)	50%	5.76	11.6
Multiple analysis Market Cap/AuM 22/23 (@ 30% discount)	50%	7.27	14.6
Target Price		6.51	13.1

#### DCF Model

DCF Valuation		
Sum of PV 2022-29 FCFs Eu m	3.3	29%
Discounted terminal value Eu m	8.2	71%
Equity Value Eu m	11.5	100%
N. of outstanding shares (m)	2.006	
Equity Value (Eu p.s.)	5.76	





# **Market Multiples**

	Country	Market Cap (Euro m)	<b>AuM 22E</b> (Euro m)	Market Cap AuM22E	Market Cap AuM23E
ANIMA Holding SpA	Italy	1.061	189.135	0,5%	0,6%
Azimut Holding SpA	Italy	2.141	64.724	3,3%	3,3%
Banca Generali SpA	Italy	3.209	58.735	5,3%	5,5%
Banca Mediolanum SpA	Italy	4.885	87.544	5,3%	5,6%
Ashmore Group Plc	UK	1.651	63.824	1,7%	2,6%
GAM Holding AG	Switzerland	148	101.376	0,2%	0,1%
Janus Henderson Group PLC	UK	3.535	296.163	0,9%	1,2%
Julius Baer Gruppe AG	Switzerland	9.650	448.927	2,1%	2,1%
Jupiter Fund Management Plc	UK	590	54.328	0,8%	1,1%
Liontrust Asset Management PLC	UK	556	38.862	1,4%	1,4%
Man Group Plc	UK	3.335	146.720	2,5%	2,3%
Schroders Plc	UK	7.348	835.420	0,9%	0,9%
St. James's Place Plc	UK	6.396	173.796	3,5%	3,7%
Average		3.424	196.889	2,2%	2,3%
SCM SIM	Italy	7.2	872	0,8%	0,7%

Source: FactSet data as of October 3rd, 2022 for peers and PMI Capital Research estimates for SCM SIM





**SCM SIM IN BRIEF** 

### **COMPANY PORIFILE**

Solutions Capital Management SIM is a Private Banking and Wealth Management company authorized to manage portfolios, provide investment advice and placement services. SCM SIM, founded in 2009 by Antonello Sanna (current CEO), was the first **SIM to be listed on the Italian stock market (2016)**. The Company offers customised advisory solutions, applying a unique, innovative and sustainable business model in Italy, which is based on **independence**, **transparency** and the **absence of conflicts of interest**, in line with the **"fee only" advice model**. The company offers highly customised investment solutions with several lines depending on the customer's risk profile as well as wealth planning and wealth management services.

### STRATEGY

The strategy of SCM Sim for 2022-2024, as outlined in the Business Plan, focuses on the following goals:

- Sustainable growth of assets over the three-year period
- Consolidation of the sales network with the entry of new resources
- Current development of the network of insurance advisors with consequent habilitation to the profession of financial advisor
- Segmentation and development of customers in insurance portfolios

# MANAGEMENT

Antonello Sanna – CEO Maria Leddi - Chairman Roberto Santoro – Board Member Francesco Barbato – Board Member Antonio Somma – Independent Board Member Eugenio Nicolazzi – Board Member Eugenio Tornaghi – Independent Board Member

#### **KEY SHAREHOLDERS**

 HPS Holding
 81.10%

 Market
 18.90%

# SCM SIM IN CHARTS



#### MAIN OPPORTUNITIES

- Unique business model based on Independence, Transparency and No conflict of interests in line with UK best practice.
- MiFID II compliant: since its authorization in 2010, SCM SIM has adopted a business model that "No rebates" (the Company does not receive fees from issuers, but only from customers).
- Management team with long experience in the financial industry.
- Skilled team of financial and insurance consultants.

#### **MAIN RISKS**

- Dependence on financial market performance.
- Regulatory environment. The Company operates in a highly regulated market, where its products are strongly impacted by changes in the current legislation.
- Reputational risk by customers, shareholders, investors or Supervisory Authorities (e.g. privacy violation).
- Low free float and stock liquidity.







#### SCM SIM ON EURONEXT GROWHT MILAN

### IPO

Trading Market: Euronext Growth Milan Date: July 28<sup>th</sup>, 2016 Price: Euro 10.59 Capital raised: Euro 2.2 m Capitalisation: Euro 20.2 m

# SHARES (as of October 3rd, 2022)

Code: SCM Bloomberg: SCM IM Reuters: SCM.MI ISIN: IT0005200248 Shares: 2,006,240 Share capital: Euro 2,006,240 Price: Euro 3.6 p.s. Performance from IPO: - 66 % Capitalisation: Euro 7.2 m Free Float: 18.9 % NomAd: Integrae SIM Specialist: Banca Finnant Euramerica SpA

### **STOCK OPTION PLAN**

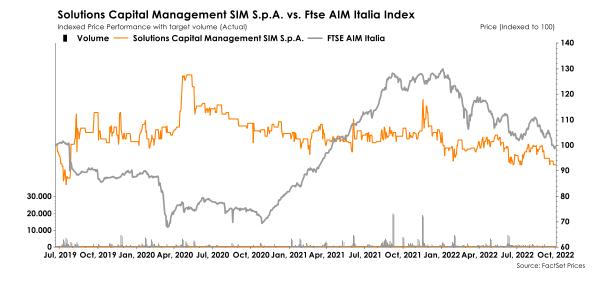
The Shareholders have approved a share capital increase of a maximum of no. 400,000 new ordinary shares for the stock option plan in place. Subject to certain conditions the beneficiaries (employees with strategic roles, members of the Board of Directors and financial advisors) will be able to exercise the option right and subscribe for the shares at a price of Euro 4.15.

#### OWNERSHIP

Shareholder	N° of shares	%
HPS Holding Partecipazioni Societarie Srl	1.627.040	81,099%
Market	379.200	18,901%
Total	2.006.240	100,000%
Source: Company website and prost releases as of October 2, 2022		

Source: Company website and press releases as of October 3, 2022

# STOCK PERFORMANCE





7

SCM



#### DISCLAIMER

UPDATES: This Research is an update coverage made by IR Top Consulting S.r.l. (IR Top) on SCM SIM (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 April 19<sup>th</sup> 2022. 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:

00.			
Date	Target Price	Market Price	Validity Time
October 4 <sup>th</sup> ,2022	6.52	3.60	12 months
April, 19th, 2022	7.63	3.96	12 months
October 13th, 2021	6.66	4.00	12 months
May 4 <sup>th</sup> , 2021	6.61	4.04	12 months
October 20 <sup>th</sup> , 2020	6.96	4.12	12 months
May 13 <sup>th</sup> , 2020	7.32	4.98	12 months
November 7th, 2019	7.24	4.10	12 months
May 15 <sup>th</sup> , 2019	7.15	4.74	12 months
October 25 <sup>th</sup> , 2018	9.25	8.50	12 months
June 7th, 2018	10.24	9.20	12 months

VALUATION METHODOLOGY (HORIZON: 12M): IR Top obtained a fair value using different valuation methodologies including Discounted Cash Flow method and Multiple-based models. 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)

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, 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 agreed 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 or comment. It 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

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 exchange 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 analysis 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 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 other 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 recommendation 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 shousehold 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 externation of the 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 shoreholders, 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 persons folling within article 49(2)(a) to (d) ("high net worth companies, unincorporated associations etc.") of the financial promotion order", (iii) are persons folling within article 49(2)(a) to (d) ("high net worth companies, unincorporated associations etc.") of the financial promotion order", (iii) 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.



