### **SONΛΕ CΛΡΙΤΛL**

# **INSTITUTIONAL PRESENTATION**

May 2020

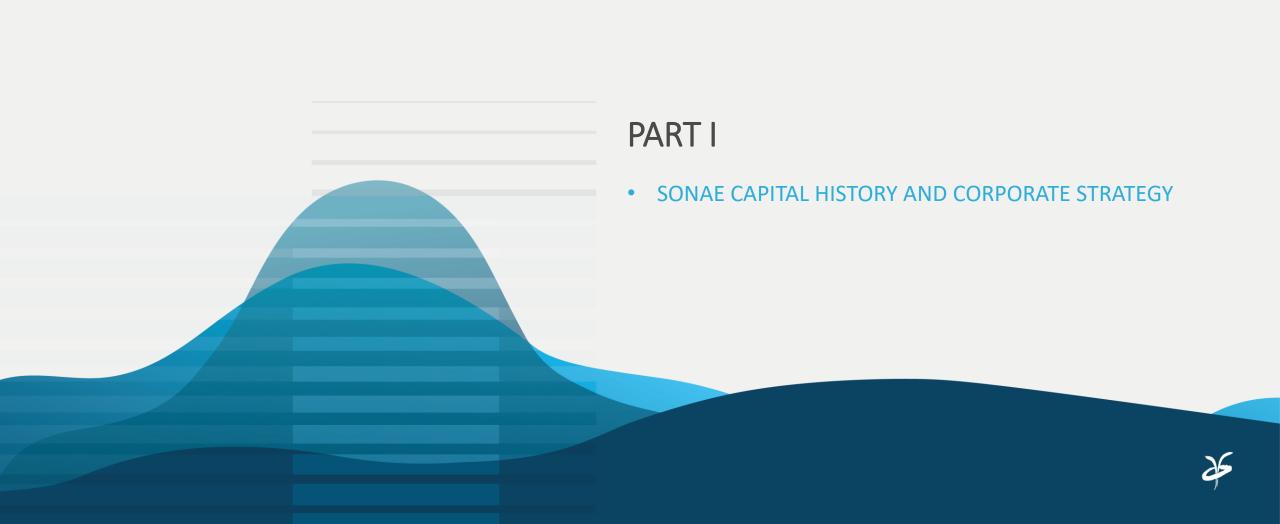
"This story is not exclusively mine. It is of all those who believe in this project and who share with me the determination to make it grow..."

> Belmiro de Azevedo Founder's Message 2007



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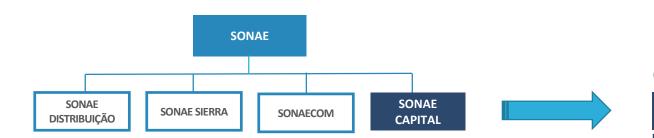
- SONAE CAPITAL HISTORY AND CORPORATE STRATEGY
- IN-DEPTH VIEW ON SONAE CAPITAL PORTFOLIO
- COVID-19 PANDEMIC AND 2020 PERFORMANCE
- FINAL REMARKS



# THE STARTING POINT

#### SPIN-OFF FROM SONAE, AN OPERATION WITH A CLEAR PURPOSE

**For Sonae Capital** Bring higher visibility to the asset portfolio of Sonae Capital **For Sonae** Focus Sonae SGPS on activities with a strong and closer interaction with the final consumer (Retail, Shopping Centres and Telecommunications)



#### **CREATION OF A NEW COMPANY, WITH A FOCUSED STRATEGY**

"As part of the continuing restructuring of the Sonae Group, we intend to provide Sonae Capital with adequate human, financial and management resources to permit its spin-off from Sonae SGPS in the near future."

Chairman statement, 2006 Annual Report

**SONAE CAPITAL** 

#### Corporate strategy post-spin-off focused on two business areas:



#### Assuming:

- The spin-off of businesses that did not fit with new strategic guidelines
- The need to "make the portfolio smaller, more focused and aimed towards the future"
- The identification and management of new growth opportunities and strategic options for Sonae Capital

**SONAE** <u>CAPITAL</u>

Furonext Lisbon

Best Performance

Award

2016

EURONEXT LISBON AWARDS 2017

# A JOURNEY ON CAPITAL MARKETS

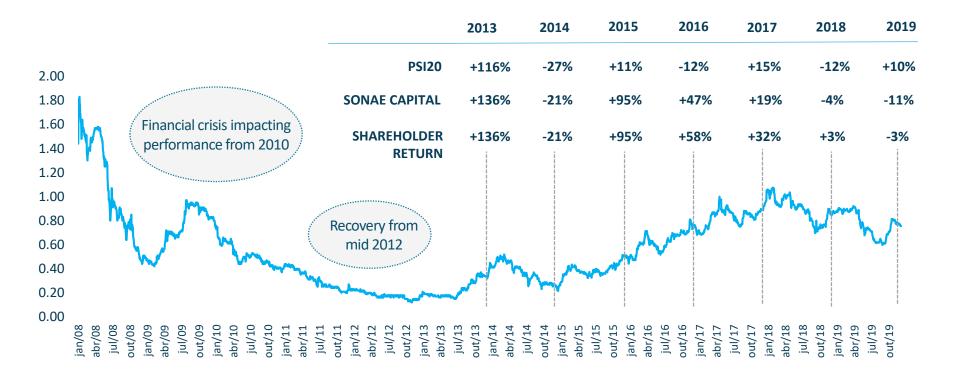
ISIN CODE: PTSNP0AE0008 SHARE CAPITAL: 250M€

LISTING DATE: 28 Jan 2008 CLOSING PRICE: €1.44

HISTORICAL MAX | €1.83 (4 Feb 2008)

HISTORICAL MÍN | €0.12 (27 Nov 2012)

MARKET CAP: 188M€ (31 Dec 2019)



## A PATH FOR ACCELERATED GROWTH

SONAE CAPITAL VALUE CREATION LEVERS...

SONAE CAPITAL WANTS TO INVEST IN...

# Recognised managerial practices

Capacity to attract and retain talent

Access to adequate financial resources

A Strong brand and values

#### **CURRENT BUSINESSES**

 To provide its Business Units with the appropriate resources to improve their competitive position, pursuing the growth plan set

#### **NEW BUSINESSES**

- Sectors based on Portuguese Engineering skills
- Non-listed companies
- With strong export potential
- Highly fragmented sectors
- With Portuguese SMEs with a strong competitive position in their market niche

#### SONAE CAPITAL PURPOSE...

#### TO BE A LONG-LIVING INVESTMENT COMPANY...

Focused on the sustainable creation of economic, social and environmental value, identifying and developing high-potential businesses, integrating them in an ecosystem of resources and managerial skills, and foreseeing their autonomisation

### **SONAE** <u>CAPITAL</u>

**REAL ESTATE** 

Non strategic assets, targeted to the

financing of the Group's corporate strategy

## PORTFOLIO

#### **BUSINESS UNITS**

Active ownership of a diversified business portfolio (with no synergies) in constant evolution, with companies serving different markets and economic cycles and crystallising value through a dynamic portfolio management supporting a mid to long term perspective (unlimited holding period)



As of 31 December 2019

# IMPLEMENTING AN ACTIVE PORTFOLIO MANAGEMENT



# OUTs

Sale:

**NON CORE ASSETS** 

- Contacto 2008
- ChoiceCar 2008
- BoxLines 2010
- Norscut 2016
- Operscut 2016

### REAL ESTATE ASSETS Sale:

- Imosede Fund 2014/15
- Duque Loulé 2015
- Unop 7, 8, 9 2016
- Efanor Allotment 2018
- PPSA Unop 3 2018
- Edifício Metrópolis 2019

From 2014, Real Estate Assets sales above **250M**€

#### **REFRIGERATION & HVAC** Sale:

• RACE 2019

# **RECENT YEARLY PERFORMANCE (2019)**

#### **BUSINESS UNITS**

Active ownership of a diversified business portfolio (with no synergies) in constant evolution, with companies serving different markets and economic cycles and crystallising value through a dynamic portfolio management supporting a mid to long term perspective (unlimited holding period)



**35**M€

+8.9% YoY

**EBITDA** 

**52**M€

CAPEX\*

32M€ in 2018

+21.4M€ vs. Dec 2018

**141**M€

LOAN TO VALUE: 23.9% **NET FINANCIAL DEBT/EBITDA: 3.0x** 

**NET FINANCIAL DEBT\*** 

#### **REAL ESTATE**

Non strategic assets, targeted to the financing of the Group's corporate strategy

### VALUATION

**325**M€

C&W and WTC Fund

As of 31 December 2019

# FROM STRATEGY IMPLEMENTATION TO RESULTS



### ACHIEVING AN ADEQUATE CAPITAL STRUCTURE NET FINANCIAL DEBT (M€)



#### INCREASING PROFITABILITY EBIT\* (M€)



### **STARTING A PRACTICE OF SHAREHOLDER REMUNERATION** DIVIDENDS PAID (M€)

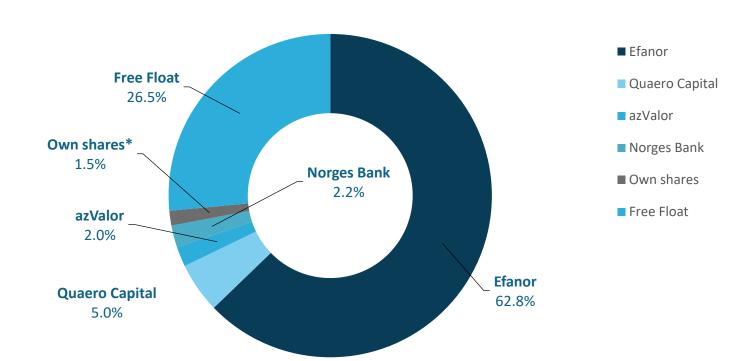


\* From 2018, figures post IFRS 16 implementation.

# STABLE AND COMMITED SHAREHOLDER BASE

#### **CURRENT SHAREHOLDING STRUCTURE**

A stable and committed shareholder base that favours the development, implementation and execution of a focused strategy based on the sustainable creation of value

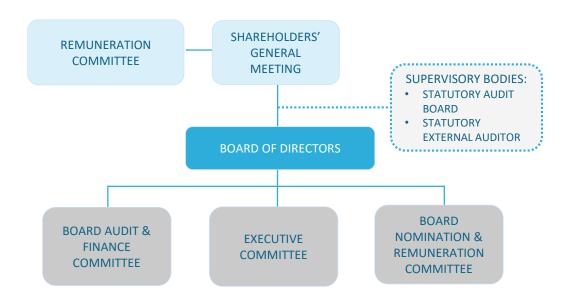


#### As of 31 March 2020

# ESTABLISHED GOVERNANCE MODEL

#### **GOVERNANCE MODEL**

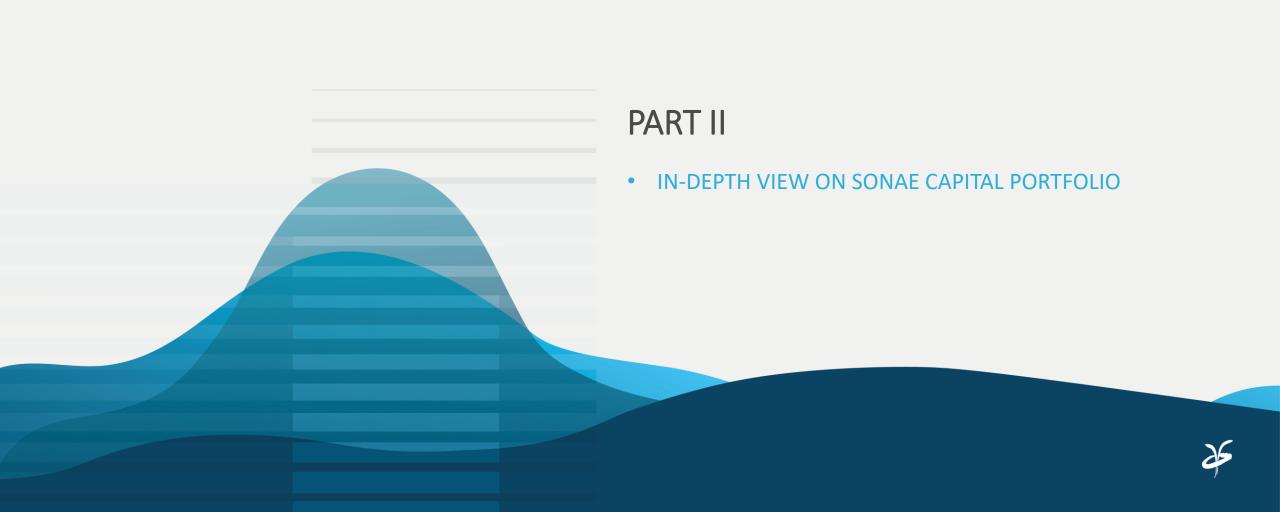
A transparent Governance model based on market best practices, combining Executive and Non Executive roles with independent Board members.



#### **BOARD OF DIRECTORS**

The Board of Directors of Sonae Capital has four Independent Non Executive members, ensuring a proper monitoring and supervision.





### **SONAE** <u>CAPITAL</u>

**REAL ESTATE** 

Non strategic assets, targeted to the

financing of the Group's corporate strategy

## PORTFOLIO

#### **BUSINESS UNITS**

Active ownership of a diversified business portfolio (with no synergies) in constant evolution, with companies serving different markets and economic cycles and crystallising value through a dynamic portfolio management supporting a mid to long term perspective (unlimited holding period)



As of 31 December 2019



## **ENERGY**

Player focused on the promotion, operation and management of energy efficiency solutions, contributing to a sustainable energy paradigm capWatt

#### PRODUCTION



HeatPower 46 MW





SolarPower 18 MW



BatPower



WindPower 5 MW



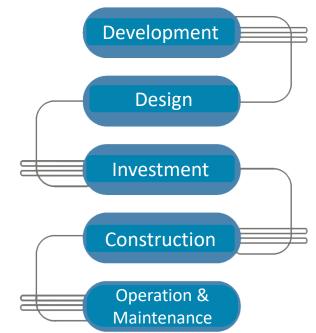
## **EV**Power

#### **BUSINESS MODEL**

Capwatt assumes responsibility for all activities of each project' implementation, from the development, licensing and investment phase, to the management, operation and maintenance phase.

#### **BENEFITS FOR THE CLIENT:**

- Reduction of energy costs
- No investment required
- Increase of energy efficiency
- Ability to produce renewable energy
- Possibility of holding the project at the end of the contract
- Carbon footprint reduction





## **ENERGY**

Player focused on the promotion, operation and management of energy efficiency solutions, contributing to a sustainable energy paradigm capWatt<sup>®</sup>

### **RETAIL & TRADE**

#### FUTURA ENERGÍA INVERSIONES



- Trading of natural gas, electricity and carbon emission allowances and producers representation
- Acquisition completed in August 2019
- A key step in positioning Capwatt as a promoter of Integrated Energy Solutions

#### Rationale of the acquisition:

- Achieve more competences
- Increase international exposure
- Develop greater value chain integration

### **Enhancing Capwatt capabilities:**

- in the sourcing of natural gas and carbon emission allowances (both of each essential for the cogeneration activity)
- in the third-party sale of electricity generated in a scenario post feed-in tariffs
- supporting Capwatt in the identification of interesting opportunities in the Spanish market, namely taking advantage of its existing know how in cogeneration



### **ENERGY**

Player focused on the promotion, operation and management of energy efficiency solutions, contributing to a sustainable energy paradigm capWatt



- Turnover boosted by Futura contribution, in the amount of 89.7M€.
- Production division increasing turnover by 4.0%, to 54.7M€.





• Production EBITDA margin at 27.8%, 1.9pp below 2018.



### **ENERGY**

Player focused on the promotion, operation and management of energy efficiency solutions, contributing to a sustainable energy paradigm capWatt

#### SIAF, BIOMASS FIRED COGENERATION POWER PLANT IN MANGUALDE

SIAF will produce thermal energy from by-products resulting from Sonae Arauco's Industrial process and forest waste biomass, which will be delivered at Sonae Arauco's industrial unit process and, at the same time, will generate electricity, which will be injected into the Portuguese Electricity System grid.

#### **CAPWATT MOST SIGNIFICANT INVESTMENT PROJECT**

It will ensure a significant and stable flow of revenues and cash throughout the next 25 years.



- To start operating in 2H 2020
- 50 M€ Capex (from 2018 to 2020)
- 25 year feed-in tariff
- 10 MW Electric output | 91 MW Thermal output



# INDUSTRIAL ENGINEERING

Reference in innovative, customised and value-adding metal forming solutions

### **ADIRA**

Global manufacturer and supplier of engineering solutions, specializing in the production of hydraulic, electric and hybrid bending machines, guillotines and robotic cells, with over 60 years of experience and a large international customer base.

#### **CUTTING EDGE TECHNOLOGICAL SOLUTIONS**



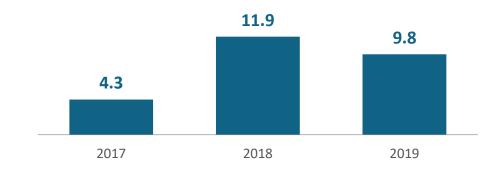


# INDUSTRIAL ENGINEERING

Reference in innovative, customised and value-adding

metal forming solutions

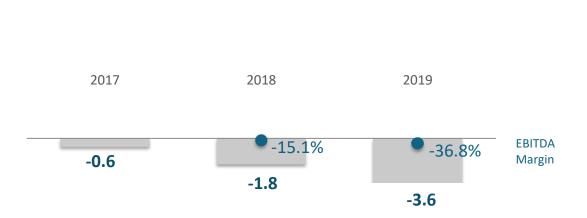
### adira



### TURNOVER (M€)

• Transformational process in course: finishing in 2019 a restructuring process that carried significant changes in the team, restructuring main business processes, giving particular relevance to those associated with the commercial area.

#### EBITDA (M€)



 Agreement with Mitsubishi to exclusively supply bending and cutting machines in the USA, Canada and Mexico: ensuring a significant increase in the number of machines produced at cruising speed and leveraging the entrance of ADIRA in these markets



FITNESS Fitness chain operator, focused on physical activity, health and well-being

#### **SC FITNESS**

Chasing market leadership: to grow and lead the market for the provision of physical activity services in Portugal.

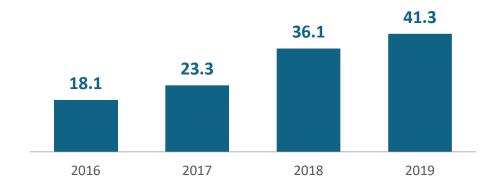
Multi-segment strategy, which aims to consolidate its presence in the Lifestyle segment, with the Pump brand, in the Mainstream segment, with the Solinca brand and in the Premium segment, with the ONE brand.



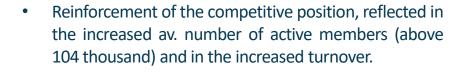
- 37 Clubs, 105 thousand Active members
- 21 Solinca, 15 Pump, 1 ONE
- To grow organically and through acquisition (acquisition of Pump, Lagoas Park and Urban Fit)



# FITNESS Fitness chain operator, focused on physical activity, health and well-being



TURNOVER (M€)



EBITDA (M€)



• The performance registered at the Turnover level is also reflected at the EBITDA, which increased by 16.1% y.o.y..



# HOSPITALITY

Hotels management portfolio: Business, Trendy/City Breaks and Sun/Sea



#### **SUN AND SEA**



#### **AQUALUZ TROIA**

- 4 Star Apartments, Tróia Peninsula • Events Centre with capacity for up to 630 people
- Wellness Centre with 2 outdoor and 1 indoor swimming pools
- Restaurants



### TROIA RESIDENCE • Touristic apartments with

different typologies and locations: beach, marina, commercial area and **Ocean Villages** 



#### AQUALUZ LAGOS

- Operation acquired in Jan. 2019
- 4 Star Apartments in the Algarve (Lagos)
- 177 rooms
- Fitness club and outdoor swimming loog

#### **BUSINESS, CITY BREAKS**



#### PORTO PALÁCIO HOTEL

- 5 Star Hotel, Porto (Avenida Boavista)
- 233 Rooms and 18 Suites Business segment
- Congress Centre with capacity for 600 people
- Leisure & Wellness, with SPA & Hairstyle and Fitness club



#### THE ARTIST

- Inaugurated in 2014, partnering with "Escola de Hotelaria e Turismo do Porto" • 17 Rooms
- Restaurant and bar
- Business meeting room



#### THE HOUSE

- Inaugurated in 2016
- 56 Rooms (11 premium and 2 penthouses)
- Multifunctional area with lobby, reception, bar and lounge, with breakfast service and bar/cafeteria service

- **FROM 2021**
- SANTA APOLÓNIA RAILWAY STATION (Lisbon)
- AVENIDA DOS ALIADOS (Porto)

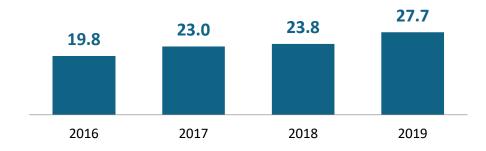


# HOSPITALITY

Hotels management portfolio: Business, Trendy/City Breaks and Sun/Sea

SONAE CAPITAL HOTELS GROUP

### TURNOVER (M€)



 Sustainable Top Line performance, driven by a positive trend in the main operating indicators, namely RevPAR (+1.7%).

#### EBITDA (M€)



• Positive EBITDA evolution, consequence of the growing profitability of the operations, not only in Porto but also in Tróia.

Note: From 2018 year-end, EBITDA including IFRS 16 impact.



# **TROIA OPERATIONS**

Development and management of Troia Resort, remembered for its diverse quality offer and restorative experiences

#### **TROIA RESORT OPERATIONS**

TROIA

Promoting Tróia as a touristic and leisure destination, with high standards of quality of service and environmental sustainability, through an integrated management of its infrastructures

#### **ATLANTIC FERRIS**



 Concessionaire of the Public Transport Service of Passengers, Light and Heavy Vehicles and freight, at River Sado between Setúbal and the Peninsula of Tróia.

### **TROIA MARINA**



· At one of the World's Most Beautiful Bays - the Bay of Setúbal., this Marina has 180 berths and an idyllic location for sailing and windsurfing

### **MEU SUPER**



- MEU SUPER supermarket, located in the central area of the resort
- 18 hole golf course designed by Robert Trent Jones Sr. and voted one of Continental Europe's best 10 resorts by Golf World magazine in 2019



**ROMAN RUINS** 

 The largest center of fishsalting industry known from the Roman Empire, classified as national monument in the world heritage tentative list by UNESCO



SPORTS CENTRE

MOURINHO TRAINING CENTRE is a training centre with a wide range of services and infrastructure to receive large teams, at all levels of training

#### **TROIA SHOPPING**



 Real Estate (fixed income assets): commercial stores; shops, restaurants and terraces in the center of the resort

## **GOLF COURSE**

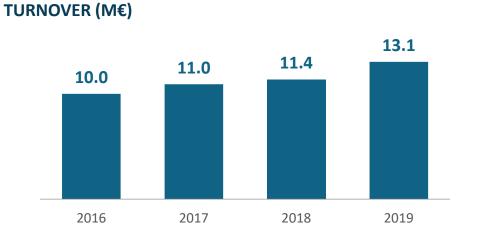




TROIA

## TROIA OPERATIONS

Development and management of Troia Resort, remembered for its diverse quality offer and restorative experiences



#### EBITDA (M€)



• Since the beginning of 2019, the performance of Atlantic Ferries, which registered a larger number of travellers and traffic of vehicles, has been one of the major drivers of the segment's performance.



# REAL ESTATE ASSETS

Non strategic assets, targeted to the financing of the Group's corporate strategy

## TOTAL PORTFOLIO VALUATION: **318.3**M€

### TRÓIA



**RESIDENTIAL UNITS** 

### 37м€

 developed touristic residential units for sale, as well as plots for construction



PROJECTS

### **80**м€

UNOP 3 (PPSA in the ampunt of 20 M€)
UNOP 1
UNOP 4



**OTHER ASSETS** 

**16**м€

• Real Estate assets linked to the Operations of the Resort

#### **OTHER ASSETS**



**ASSETS IN OPERATION** 

76м€

Aqualuz Lagos Aqualuz Tróia



#### **OTHER ASSETS**

### **38**M€

• Diversified set of assets, geographically dispersed over the country



As of 31 March 2020

WTC FUND

### **71**м€

- Porto Palácio Congress
- Hotel & SPA
- WTC Building
- Boavista Building

. 27



# 1Q 2020 HIGHLIGHTS

#### **BUSINESS UNITS**

Active ownership of a diversified business portfolio (with no synergies) in constant evolution, with companies serving different markets and economic cycles and crystallising value through a dynamic portfolio management supporting a mid to long term perspective (unlimited holding period)

TURNOVER	EBITDA
<b>98</b> м€	<b>5</b> м€
+>100% YoY	+6.2% YoY

CAPEX\*

**8**M€

52M€ in 2019

**159**<sub>M€</sub>

+17.8M€ vs. Dec 2019

LOAN TO VALUE: 26.3% NET FINANCIAL DEBT/EBITDA: 3.5x

**NET FINANCIAL DEBT\*** 

#### **REAL ESTATE**

Non strategic assets, targeted to the financing of the Group's corporate strategy

SONAE CAPITAL

### VALUATION

**318**м€

C&W and WTC Fund

As of 31 March 2020



### **ENERGY**

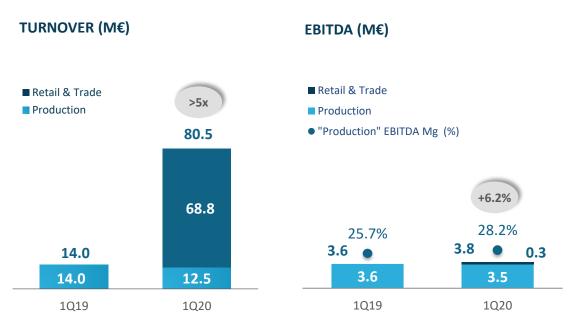
Player focused on the promotion, operation and management of energy efficiency solutions, contributing to a sustainable energy paradigm capWatt<sup>®</sup>

#### **COVID-19 IMPACT**

- Starting of Mangualde operation delayed from April to June 2020, due to restrictions imposed on international mobility
- Increased volatility of the markets (CO<sub>2</sub> emission allowances, electricity and natural gas) has led to a preventive slowdown in the Retail & Trade activity, so as to protect working capital

#### **OUTLOOK**

- Mangualde Biomass fired cogeneration plant expected to be at full speed in 2H20
- Energy is the most resilient segment within Sonae Capital portfolio





## **INDUSTRIAL ENGINEERING**

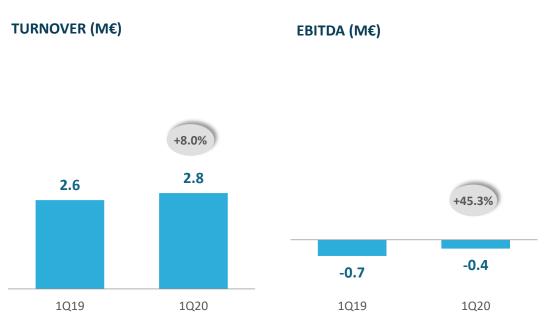
Reference in innovative, customised and value-adding metal forming solutions

#### COVID-19 IMPACT

• Commercial activity with a promising start to the year, but the number of orders has been suffering a significant slowdown from mid-March

#### OUTLOOK

- Activity impacted by the evolution of worldwide confidence levels
- Outlook very dependent on the evolution of the economy/industrial sector
- Putting a **considerable effort on the commercial front**, to achieve a stronger position in the reopening of the economy





FITNESS Fitness chain operator, focused on physical activity, health and well-being

#### **COVID-19 IMPACT**

- Operations suspended from 14 March 2020
- Stopped charging monthly fees
- Clubs remained closed on April and May
- Online channels as the primary way of strengthening the relationship with members

#### **OUTLOOK**

- Launching of ginásio-online on 1 April 2020, the first 100% virtual gym in Portugal (potential to be an important complement of the Clubs operation) and ginásio-outdoor
- Operations reopened from 1 June 2020 (21 Clubs)
- Potential retraction in demand mitigated by the reinforcement of strict security measures, promotional effectiveness and investment in communication







## HOSPITALITY Hotels management portfolio: Business,

Trendy/City Breaks and Sun/Sea

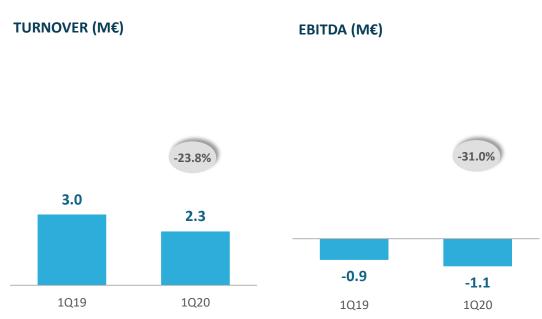
SONAE CAPITAL HOTELS GROUP

### **COVID-19 IMPACT**

Operations progressively suspended from 15 March

#### **OUTLOOK**

- Opening of the Sun & Sea units (Aqualuz Tróia and Aqualuz Lagos) from June 2020
- Opening of The House Ribeira and Porto Palácio Hotel from mid May 2020
- All units will the Safe & Clean Certification
- The resumption of air flight connections with direct impact on the operation of Aqualuz Lagos and Porto
- The operation in Tróia during summer season may present a positive performance taking into consideration Covid-19 impact





## TROIA OPERATIONS

Development and management of Troia Resort, remembered for its diverse quality offer and restorative experiences

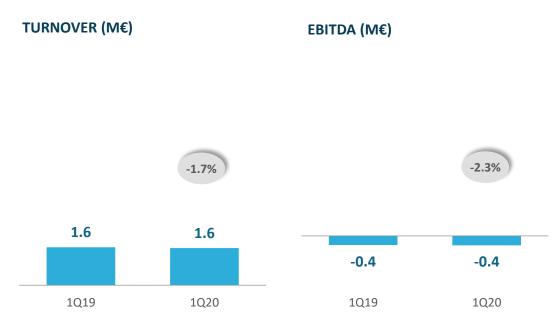
#### **COVID-19 IMPACT**

TROIA

• Operations progressively suspended from mid March

#### **OUTLOOK**

- Majority of operations suspended from mid-March with the exception of Atlantic Ferries (suspended a part of the routes) and Meu Super
- Restart of the operations progressively from June 2020
- Outlook dependent on the evolution of the demand in Tróia Peninsula as a holiday destination





# **REAL ESTATE ASSETS**

Non strategic assets, targeted to the financing of the Group's corporate strategy

#### **COVID-19 IMPACT**

- Constraints related to the contractual closing of processes
- Natural uncertainty surrounding the sector

### OUTLOOK

- Outlook very dependent on the Covid-19 evolution in Portugal
- Recently some positive surprises in the demand for Residential touristic units in Tróia
- No reasons to believe that the big tickets expected to sell in 2020 (namely WTC Fund) are at risk

#### FIRST QUARTER 2020 PERFORMANCE

#### TRÓIA

**57 units availabe for sale\***: Plots: 24 Ocean Villages: 31 Apartments: 2

#### 1Q 2020 highlights:

- 4 Sales deeds: 2.0M€
- 7 Promissory Purchase and Sale Agreements: 3.8M€
- Promissory Purchase and Sale Agreements OF UNOP 3 (20M€)

#### **OTHER ASSETS**

#### 1Q 2020 highlights:

- Sales deeds: 1.8M€
- Reserves and Promissory Purchase and Sale Agreements: 14.5M€

(o.w. Maia Country Club: 8.0M€; Costa D'Oiro: 4.8M€; Quinta da Malata: 1.4M€)

\* As of 3 June, 53 units available for sale.

# CONTINUOUSLY ENSURING RESILIENCE

#### TRANSVERSAL MEASURES BEING IMPLEMENTED

### **FIXED COSTS**

• Negotiations underway to temporarily defer or reduce rental charges (mostly in Fitness and also in Hospitality)

### LAYOFF

- Adoption of the simplified layoff regime, the legal figure created by the Government
- Since 10 April, implemented business by business, in a phased and transversal manner (Energy is the only exception)

#### ×⊥ o × CAPEX

- All investment decisions not committed analysed on a case-by-case basis, so as to achieve an essential balance between two dimensions: the investment necessary to ensure the growth strategy of our businesses and the protection of Sonae Capital liquidity
- Mangualde Biomass fired cogeneration plant and Santa Apolónia Hotel Unit progressing as planned

#### 

• Working in debt refinancing since the end of 2019, in order to optimise the average maturity and the cost of debt, aimed at reinforcing available liquidity

# MAINTAINING AN ADEQUATE CAPITAL STRUCTURE

#### **CONSOLIDATED BALANCE SHEET**

	31.12.2019	31.03.2020
TOTAL ASSETS	558.9	611.1
NON CURRENT ASSETS	432.1	405.4
CURRENT ASSETS	156.2	205.7
EQUITY	218.0	212.7
BANK LOANS	152.8	183.7
OTHER LIABILITIES	188.1	214.7
TOTAL EQUITY & LIABILITIES	558.9	611.1
NET FINANCIAL DEBT <sup>1</sup>	141.2	159.0
CAPEX <sup>2</sup>	51.7	7.6

<sup>1</sup> NET FINANCIAL DEBT = Non current Liabilities + Current Liabilities - Cash and Cash Equivalents <sup>2</sup> CAPEX = Investment in Tangible and Intangible Assets

#### NET FINANCIAL DEBT (31 MARCH 2020)



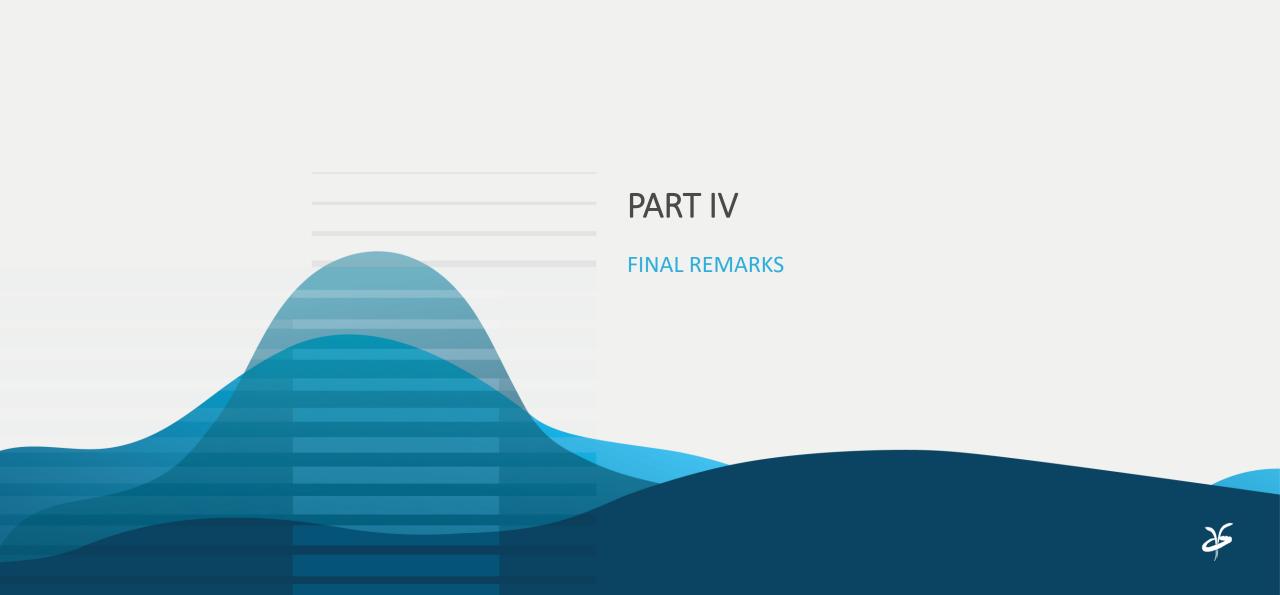
#### AVERAGE MATURITY OF DEBT: 2.1 yrs

NET FINANCIAL DEBT/EBITDA: 3.5x (NON REAL ESTATE BUSINESSES)

> LOAN TO VALUE: 26.3% (REAL ESTATE ASSETS)

#### AS OF 1Q20 RESULTS RELEASE DATE

- Cash and credit lines at 72.5M€, with all financing needs scheduled for 2020 covered
- Following the Green Bonds issue, the average maturity of Debt will increase materially



# TO BE A LONG LIVING INVESTMENT COMPANY

- To provide our Business Units with the appropriate resources to improve their competitive position, pursuing the growth plan set
- To invest in new businesses
- To sell non core Real Estate Assets, in order to finance the Corporate Strategy

**INDUSTRIAL** 

• To ensure an adequate Capital Structure, considering the type of Businesses and Real Estate Assets held

#### **BUSINESS UNITS**

**ENERGY** 



Improve its position as a promoter of integrated Energy solutions, not only in Portugal, but also embracing new opportunities in Spain and Mexico



Invest in the creation of a cluster of technologybased companies, with strong export vocation and leveraged in the Portuguese engineering skills FITNESS



HOSPITALITY

Undisputable market leader in the provision of physical activity and wellness services, expanding scale and ensuring the sustainability of the business Active in the search for opportunities that allow to improve scale under a capital light approach, as well as watchful to potential consolidation movements TROIA OPERATIONS



Promote Tróia as a touristic destination of excellence

**REAL ESTATE** 

TRÓIA OT

**OTHER ASSETS** 





Continue the asset monetisation in course, an important source of financing for Sonae Capital

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