# INSTITUTIONAL PRESENTATION

SONAE CAPITAL FY 2019 RESULTS

Maia | February 2020

SONAE CAPITAL

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### **AGENDA**

O1 SONAE CAPITAL OVERVIEW

O2 BUSINESSES PORTFOLIO

O3 REAL ESTATE ASSETS

O4 RECENT PERFORMANCE

O5 KEY MESSAGES

**APPENDIX** 





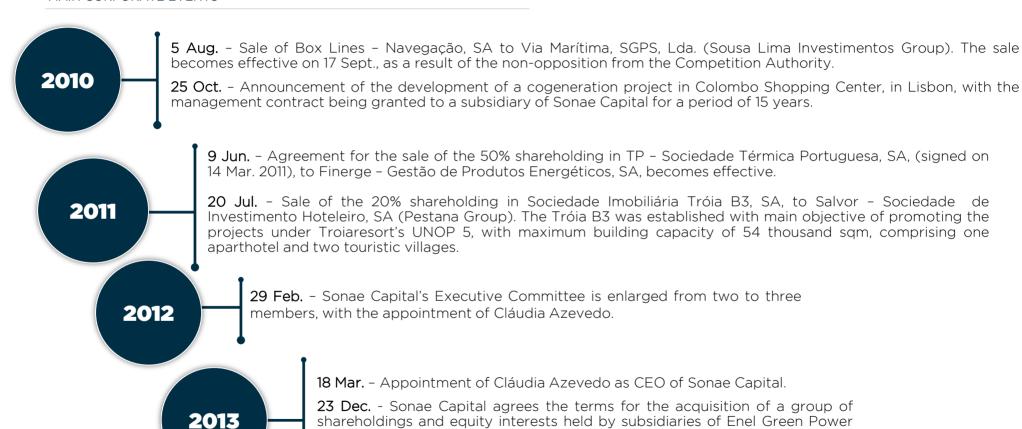
### MAIN CORPORATE EVENTS





30 Dec. - Conclusion of the negotiations for the sale of Elmo, SGPS, SA.

### MAIN CORPORATE EVENTS

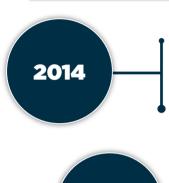




S. p. A. in 10 cogeneration plants.

shareholdings and equity interests held by subsidiaries of Enel Green Power

### MAIN CORPORATE EVENTS



**6 Mar.** - Becomes effective the contract signed on 23 Dec. 2013, for the acquisition of 10 cogeneration plants located in Portugal, of which 8 majority held by Sonae Capital, comprising of 44MW of installed electric power capacity.



Nov. - Following the strategic restructuring plan of Refrigeration & HVAC segment, the General Maintenance business, previously spun-off to an independent company (UPK) is sold through a MBO operation.

14 Dec. - Sonae Turismo, SGPS, SA, wholly owned by Sonae Capital, sells Aqualuz - Turismo e Lazer, Lda., which operates the Aqualuz hotel, in Lagos, to Efanor Investimentos, SGPS, SA (Efanor Group).

17 Dec. - Contacto Concessões, a subsidiary of Sonae Capital, receives from the company Norscut - Concessionária de Auto-Estradas, SA, the amount of 27.9M€, as reimbursement of loans and dividends distribution. This was the first step of Norscut's divestment process, aligned with Sonae Capital strategy of selling non-core assets.



**5 Apr.** - Sonae Capital reaches an agreement with Meridiam Infrastructure Europe II SCA SICAR to sell the 36% indirect holding in Norscut - Concessionária de Auto-Estradas, SA, for approx. 42M€. As at 23 Jun., the Portuguese Competition Authority issues a decision of non-opposition.

**30 Sep.** - Sale of the 15% indirect shareholding in Operscut - Operação e Manutenção de Auto-Estradas, S.A., for approx. 1.75M€.

12 Dec. - Agreement to sell Troia's UNOP 7/8/9 for 50M€ to Rosp Group.



### MAIN CORPORATE EVENTS



**27 Apr.** - Sonae Capital executes a purchase and sale agreement for the acquisition of two companies (15MW in the field of renewable energy), for a total amount of 34.5M€. On 5 Jun. this transaction receives clearance from the Portuguese Competition Authority. Additionally, Sonae Capital acquires a wind farm, with 5MW of installed capacity, for 5.4M€.

**9 Jun.** - Sonae Capital enters into a sale and purchase agreement for the acquisition of ADIRA - Metal Forming Solutions, SA and its subsidiary Guimadira. On 25 Jul. 2017, this operation receives the non-opposition declaration from the Portuguese Competion Authority.

12 Oct. - Sonae Capital enters into a sale and purchase agreement with Sonae Arauco, S.A. for the acquisition, for aprox. 0.9M€, of "Sociedade iniciativa de Aproveitamentos Florestais - Energia, SA", which owns and operates a biomass fired cogeneration plant installed in an industrial facility located in Mangualde, Portugal.

17 Nov. - Sonae Capital announces a sale and purchase agreement for the acquisition of About, SGPS, SA, which operates eight Fitness Clubs under the "Pump" brand, for the amount of 8.6M€.



12 Jan. - Following the Competition Authority non-opposition, Sonae Capital announces the closing of the acquisition of About, SGPS,S.A..

28 Jun. - PPSA of UNOP 3 in Tróia, in the amount of 20M€ (still subject to a set of conditions precedent).

17 Jul. - Cláudia Azevedo is appointed as the next CEO of Sonae after the end of the present mandate and is released from her role as CEO of Sonae Capital. Miguel Gil Mata is elected as Sonae Capital CEO for the remaining of the current mandate.

15 Nov. - Sale of Efanor Allotment, in the Metropolitan área of Porto, for 30 million euros.



### MAIN CORPORATE EVENTS



21 Jan. - Sonae Capital is awarded with the sub-concession for the creation and operation of a Hotel Unit in Santa Apolónia Railway Station Building, in Lisbon (opening expected for the 2H21).

**6 Feb.** - Following Efanor's intention to sell, Sonae Capital acquires for 1 euro the operation of "Aqualuz Suite Hotel Lagos".

19 Jun. - Sonae Capital acquires Urban Fit chain, which operates 4 Clubs in the metropolitan area of Porto.

9 Aug. - Sonae Capital acquires 100% of the share capital of Futura Energía Inversiones, S.L.

4 Nov. - Sonae Capital Shareholders Extraordinary General Meeting, Ângelo Paupério is appointed Non-Executive Director for the remainder of the current mandate: 2018-2020.

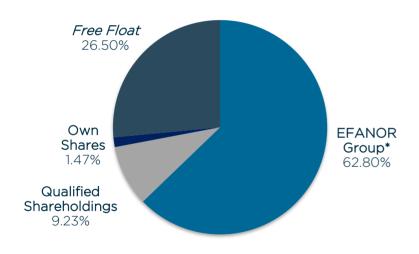
19 Nov. - Sonae Capital sells its 70% shareholding on RACE, SGPS, S.A.



**24 Feb.** - Sonae Capital announces the opening of a new hotel unit in Porto, in a privileged location at Avenida dos Aliados (opening expected for the 1H21).

SHAREHOLDING STRUCTURE

### **SOLID SHAREHOLDER BASE\***



SOLID SHAREHOLDER BASE THAT FAVOURS THE DEVELOPMENT, IMPLEMENTATION AND EXECUTION OF A FOCUSED STRATEGY BASED ON THE CREATION OF SUSTAINABLE VALUE...

Note: From 29 Nov. 2017, EFANOR ceased to have any controlling shareholder (under the terms and for the proposals of article 20 and 21 of the Portuguese Securities code).

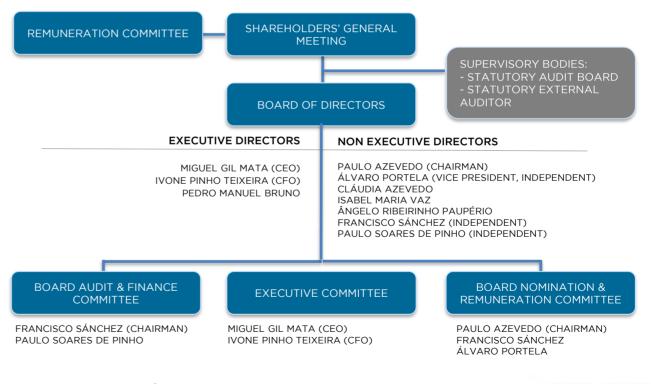


<sup>\*</sup>As of 31 Dec. 2019.

GOVERNANCE MODEL

### **GOVERNANCE MODEL BEST PRACTICES**

...SUSTAINED ON A
TRANSPARENT GOVERNANCE
MODEL BASED ON MARKET
BEST PRACTICES, COMBINING
EXECUTIVE AND NON
EXECUTIVE FUNCTIONS WITH
INDEPENDENT BOARD
MEMBERS.





CORPORATE STRATEGY

STRATEGIC PURPOSE

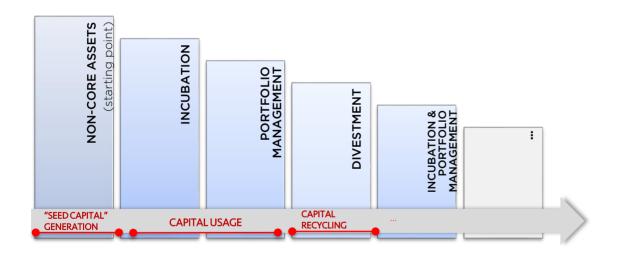
SONAE CAPITAL ASPIRES TO BE A LONG-LIVING INVESTMENT COMPANY, FOCUSED ON THE SUSTAINABLE CREATION OF ECONOMIC, SOCIAL AND ENVIRONMENTAL VALUE, IDENTIFYING AND DEVELOPING HIGH-POTENTIAL BUSINESSES, INTEGRATING THEM IN AN ECOSYSTEM OF RESOURCES AND MANAGERIAL SKILLS, AND FORESEING THEIR AUTONOMISATION.



CORPORATE STRATEGY

### STRATEGIC PILLARS

- GROW WITH PROFITABILITY;
- CAPITAL LIGHT STRATEGIES, SHORT PAYBACKS OR WITH PRE-DEFINED REVENUES FLOW;
- DESIGN THE PORTFOLIO TO ENSURE THE COEXISTENCE OF DIFFERENT BUSINESS' IN DIVERSE STAGES.



RELEASE CAPITAL FROM ACTUAL BUSINESSES PORTFOLIO (NON-CORE ASSETS) IN ORDER TO FINANCE NEW INVESTMENT OPPORTUNITIES AND ENHANCE THE GROUP'S PORTFOLIO GROWTH.



CORPORATE STRATEGY

# SONAE CAPITAL AIMS TO INVEST IN...

- Sectors based on PORTUGUESE COMPETENCES (namely engineering)
- Non-listed COMPANIES with STRONG EXPORTING POTENTIAL
- Highly fragmented sectors, with Portuguese SMEs with a STRONG
   COMPETITIVE POSITION in their market niche

### SONAE CAPITAL AIMS TO CREAT VALUE THROUGH...

- The management of a DIVERSIFIED BUSINESS PORTFOLIO in constant evolution
- PORTUGUESE BASED companies, serving DIFFERENT MARKETS AND ECONOMICAL CYCLES...
- In DIFFERENT DEVELOPMENT STAGES and...
- Without exit requirements, supporting a M/L TERM PERSPECTIVE



**FY 2019 MAIN HIGHLIGHTS** 

# COMPETITIVE POSITION IMPROVEMENT

- Business Units steadily increasing turnover and EBITDA, by 46.5% and 8.9%, respectively;
- All units increasing EBITDA with the exception of Industrial Engineering.

# SEARCH FOR NEW GROWTH AVENUES

- Energy: acquisition of Futura Energía Inversiones (aimed at gaining competences in the: (i) sourcing of natural gas and CO<sub>2</sub> emissions rights, and (ii) sale of the electric energy produced in a scenario post feed-in tariffs;
- Fitness: acquisition and integration of Urban Fit;
- Hospitality: acquisition of Aqualuz Lagos operation;
- Transformational process of ADIRA.

# REAL ESTATE ASSETS SALES

- Troia Resort: 33 sales deeds, corresponding to 16.8M€; PPSA of Unop 3, for 20M€, not yet accounted in results; 1 additional sales deed in 2020 (0.5M€) and a stock of 6 PPSAs and Reserves/deeds, corresponding to 3.4M€;
- Other assets: Sales deeds totalling 14.2M€, Casa da Ribeira sales deed in 2020 (1.5M€) and PPSAs amounting to 14.9M€.

# SOLID CAPITAL STRUCTURE

- Net Financial Debt at 141.2M€ due to Capex (51.7M€) and the Dividend distribution of 18.5M€;
- Adequate capital structure when considering the Group's Portfolio of Businesses and Real Estate Assets held: Net Financial Debt/EBITDA of 3.0x and LTV of 23.9%.



FY 2019 CONSOLIDATED RESULTS

- · Business units posting sustained growth;
- Real Estate Assets unit continuing the monetisation plan in course, key for the financing of the corporate strategy;
- Business Units EBIT up by 11.8%, to 6.4M€
- Adequate and under control Capital structure.

<b>3.0</b> <sub>x</sub>	23.9%	
NET FINANCIAL DEBT/EBITDA (EBITDA - Businesses)	LOAN TO VALUE (RE Assets)	

TURNOVER¹)	OPERATIONAL INCOME
268.8M€ +46.5% YoY	303.0M€ +26.0%
EBITDA¹¹ <b>35.3M€</b> +8.9% YoY	EBIT¹) 6.4M€ +11.8%
EBITDA Margin*  13.1% -4.6pp YoY	NET RESULTS <sup>2)</sup> -12.3M€
NET FINANCIAL DEBT  141.2M€ +21.4M€ vs FY18	REAL ESTATE ASSETS  Valuation  324.6M€  CUSHMAN & WAKEFIELD

OPERATIONAL

(incl. WTC Fund)

HISTORIC EVOLUTION

### POSITIVE OPERATIONAL PERFORMANCE.

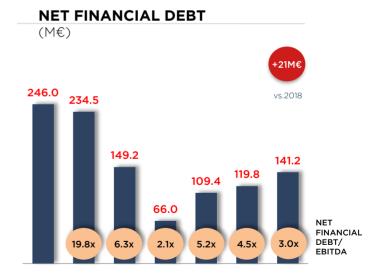
CAPITAL **STRUCTURE ADEQUATE** WHEN **CONSIDERATION GROUP'S TAKING** IN PORTFOLIO OF BUSINESSES AND REAL **ESTATE ASSETS HELD.** 







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



2013 2014 2015 2016 2017 2018 2019





BUSINESS PORTEOLIO - BUSINESS UNITS

### **ENERGY**

Player focused on the promotion, detention, operation and production of efficient energy solutions, contributing to a sustainable energy paradigm

### **INDUSTRIAL** ENGINEERING<sup>1)</sup>

Creation of a cluster of technological based companies levered in the Portuguese engineering know-how and strongly export driven

1) The acquisition of ADIRA became effective on 25 Jul. 2017. ADIRA is a key player in the "Metal Forming" sector, focusing on the development, design, manufacture, production and marketing of machine tools.

### REFRIGERATION & HVAC

### **FITNESS**

Fitness chain operator, focused on physical activity, health and wellbeing, operating three brands:

- SOLINCA
- PUMP

### **HOSPITALITY**

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

Development of engineering projects and solutions for commercial and industrial refrigeration, design and implementation of Building Management systems and design and implementation of HVAC solutions

**SOLD IN NOV. 2019** (Price 15.8M€)

### TROIA RESORT **OPERATIONS**

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



**BUSINESS PORTFOLIO - BUSINESS UNITS** 

**ENERGY** 

144.0M€ +>100% YoY

15.8м€ +1.0% YoY 54.7M€ +4.0% YoY

15.2м€ -2.7% YoY

Excl. Futura Energía Inversiones

**FITNESS** 

41.3м€ +14.2% YoY

12.7M€ +16.1% YoY

**INDUSTRIAL ENGINEERING** 

9.8M€ -3.6M€

**HOSPITALITY** 

27.7M€ +16.4% YoY

6.7M€ +56.1% YoY

**FY 2019 TURNOVER** FY 2019 EBITDA

REFRIGERATION & HVAC1)

33.8M€

2.0M€

1) Sold in Nov. 2019.

TROIA RESORT **OPERATIONS** 

> 12.3м€ +7.4% YoY

1.7M€ +92.6% YoY SONAE CAPITAL

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**BUSINESS PORTFOLIO - REAL ESTATE ASSETS** 

Valuation\*: 324.6M€

# TROIA RESORT TURNOVER: 40.5M€

### **DEVELOPED PROJECTS**

- Touristic Units
  - Apartments: Beach/Marina/Ácala
- Ocean Villages
- Plots
- C&W valuation: 38.8M€

### **ASSETS IN OPERATION**

- Hotels
- Troia Shopping
- Parking
- Other Assets
- C&W valuation: 92.7M€

### MACRO-PLOTS (PROJECTS)

- UNOP 3 and 4 (projects for future development)
- UNOP1 "Lagoon" Project (conclusion of the urban centre)
- C&W valuation: 80.0M€

### OTHER REAL ESTATE ASSETS

Diversified set of assets with different licensing and construction stages, including plots with and without construction viability, residential units, residential, touristic and commercial construction projects, offices, factory buildings and retail, geographically dispersed over the country.

Independent external valuation (Cushman & Wakefield): 39.7M€

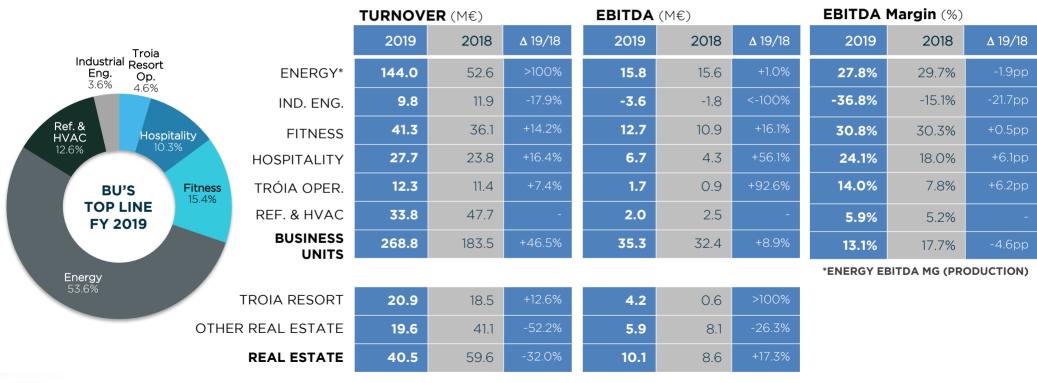
WTC Fund: 73.3M€

Valuation\*: Cushman & Wakefield + WTC Fund.



BUSINESS PORTFOLIO

FY 2019 PERFORMANCE SHOWS BUSINESS UNITS'S CONSISTENT GROWTH PATH, WITH EBITDA UP BY 8.9% YOY, DRIVEN BY M&A (ENERGY AND FITNESS) AND ORGANIC GROWTH









**ENERGY** 

02



INTEGRATED SOLUTIONS FOR DECENTRALISED ENERGY PRODUCTION FOR INDUSTRIAL AND SERVICE CUSTOMERS, WITH EMPHASIS ON HIGH-EFFICIENCY COGENERATION AND RENEWABLES



Note: Capacity includes ongoing expansion.

Currently almost all the projects of the segment operate in regulated market. The first project to be carried over the free market corresponds to 10 MW (solar energy), which will take place on 2H21



RETAIL&TRADE

TRADING OF NATURAL GAS, ELECTRICITY AND CARBON EMMISSION ALLOWANCES

(Acquired in August 2019)

Positioning CapWatt as a promoter of integrated Energy solutions



**ENERGY** 

02



# capWatt® PORTFOLIO - DETAIL OF PRODUCTION CENTRES

### **ENERGY**

**MAJOR EXPANSION** PROJECTS:

### Mangualde

(Biomass Fired Cogeneration Plant): 10 MW

### Serrado

(Cogeneration): 2.0 MW

HEAT	LOCATION	MW
CapWatt Maia	Maia	7.4 MW
Companhia Térmica Tagol	Almada	7.3 MW
Capwatt Colombo	Lisboa	6.7 MW
Enerlousado - Recursos Energéticos	Famalicão	5.1 MW
Atelgen - Produção de Energia	Barcelos	3.6 MW
Capwatt Vale do Caima	Vale do Caima	3.4 MW
Companhia Térmica do Serrado	Paços de Brandão	2.9 MW
Soternix - Produção de Energia	Barcelos	2.7 MW
Carvemagere	Barcelos	2.2 MW
GasFlow	Chamusca	1.1 MW
Feneralt - Produção de Energia*	Barcelos	3.2 MW
		45.5 MW

SOLAR	LOCATION	MW
Ventos da Serra	Ferreira do Alentejo	10.0 MW
Martim Longo I	Alcoutim	1.0 MW
Martim Longo II	Alcoutim	1.0 MW
Suncoutim	Alcoutim	1.3 MW
CapWatt II	Évora	1.3 MW
Sicor	Cordoaria	1.0 MW
Other smaller operations	Tróia	2.0 MW
		17.0 MW

вю	LOCATION	MW
GasFlow	Chamusca	1.1 MW
		1.1 MW

WIND	LOCATION	MW
Alrota	Ferreira do Alentejo	5.0 MW
		5.0 MW



**ENERGY** 

MAIN ECONOMIC AND FINANCIAL INDICATORS

**ENERGY** 

### **TURNOVER** (M€)

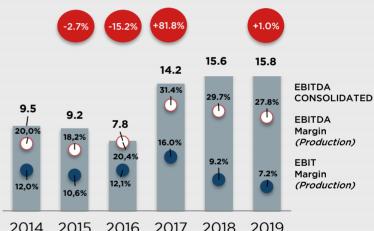


Turnover boosted by Futura contribution: 89.7M€.

Production division increasing turnover by 4.0%, to 54.7M€.

### **EBITDA AND EBITDA MARGIN**

(M€; %)



2014 2015 2016 2017 2018 2019

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

**ENERGY** 

02

**ENERGY** 

# OUTLOOK

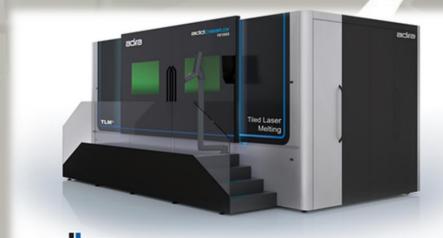
CONTINUING TO IMPROVE ITS POSITION AS A PROMOTER OF INTEGRATED ENERGY SOLUTIONS, NOT ONLY IN PORTUGAL, BUT ALSO EMBRACING NEW OPPORTUNITIES IN SPAIN AND MEXICO.



INDUSTRIAL ENGINEERING

02









INDUSTRIAL ENGINEERING

02

# INDUSTRIAL ENGINEERING

France USA Russia (...) > 50%

**Exports** driven

HC

~130

TURNOVER 2019

9.8м€

### SECTOR:

 Highly specialized and based on engineering capabilities;

-3.6M€

- Highly fragmented with consolidation opportunities;
- Fast growing Metal Forming sector with special focus on Additive Manufacturing technologies.

# A SEGMENT CREATED FOLLOWING THE ACQUISITION OF ADIRA





### **COMPANY:**

- Internationally recognized within Metal Forming solutions;
- Strong Innovation/R&D focus;
- Export driven;
- Leveraging on the Industry 4.0 global trend;
- · Growth avenue: Additive manufacturing.



INDUSTRIAL ENGINEERING

# **INDUSTRIAL ENGINEERING**

According to Roland Berger, the growing Additive Manufacturing market accounts for 3,1bn€...

With >30% CAGR between '10-'14 will account for 12,2bn€ in 2020

# A SEGMENT CREATED FOLLOWING THE **ACQUISITION OF ADIRA**





### THE METAL FORMING IN PORTUGAL

METALLURGICAL and **MECHANICAL** engineering sector

14% GDP (2016)

Machinery Industry responsible for 15% of exports

### **ADVANTAGES:**

Unlocking sector Brainware intensive High level of adaptability High exporting level

✓ Most relevant countries with growing exports:

√70% sales for Europe





INDUSTRIAL ENGINEERING

02

# A SEGMENT CREATED FOLLOWING THE ACQUISITION OF ADIRA

# A RELEVANT PLAYER IN THE METAL FORMING, WITH OVER 60 YEARS OF HISTORY AND A MAJOR EXPORTING ACTIVITY



Portfolio aligned with the major growing segments worldwide, providing standard and premium solutions







SPECIAL



LASER



**SERVICE** 





















**FITNESS** 

02

### **FITNESS**

# **SOLINCA** HEALTH CLUBS CHAIN, LAUNCHED IN 1995 AND EXPANDED SINCE 1997



- 37 Clubs in Portugal (multi-segment and multi-brand model)
- 1Q18: Acquisition of PUMP Fitness Chain: 8 Clubs operating in the greater Lisbon area (7) and Algarve (1)
- 3Q18: Acquisition of Lagoas Park Health Club
- 2Q19: Acquisition of Urban Fit: 4 Clubs operating in greater Porto area
- 3 new openings in 2018 (Loures and Lumiar, Solinca brand | Saldanha, Pump brand)
- 2 new openings in 2019: Pump Seixal and Pump Cascais; 1 new opening in 2020: Solinca Matosinhos
- Average number of active members: >104 thousand



SONAE CAPITAL

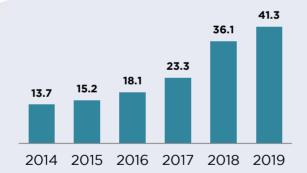
**FITNESS** 

02

MAIN ECONOMIC AND FINANCIL INDICATORS

### **FITNESS**





Reinforcement of the competitive position, reflected in the increased av. number of active members (above 104 thousand) and in the increased turnover.

# EBITDA AND EBITDA MARGIN (M€; %) +0.5M€ +0.3M€ -0.4M€ 30.8% 30.3% EBITDA MARGIN 10.0% 12.0% 7.7% 10.9 12.7

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

2016

2014

2015

2017

2018





2019

**FITNESS** 

02

**FITNESS** 

### OUTLOOK

TO BE UNDISPUTABLE MARKET LEADER IN THE PROVISION OF PYYSICAL ACTIVITY AND WELLNESS SERVICES, EXPANDING SCALE AND ENSURING THE SUSTAINABILITY OF THE BUSINESS.



**HOSPITALITY** 

# O2 HOSPITALITY SUN&SEA



- 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



 Touristic apartments with different typologies and locations: beach, marina, commercial area and Ocean Villages



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

#### **CITY BREAKS/BUSINESS**



- 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



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



- 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:



- New Hotel unit in Lisbon (Santa Apolónia Railway Station)
- 125 rooms
- ... The entrance in Lisbon, the biggest travel destination in Portugal



- New Hotel unit in Porto, in a privileged location at Avenida dos Aliados
- 70 rooms

SONAE CAPITAL

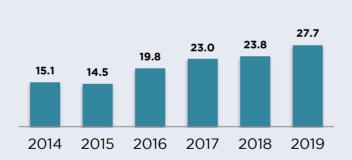
HOSPITALITY

02

MAIN ECONOMIC AND FINANCIAL INDICATORS

#### **HOSPITALITY**





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



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

HOSPITALITY

02

**HOSPITALITY** 

#### OUTLOOK

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 RESORT - OPERTIONS

02

AREAS/LOCATIONS FOR SALE COMPRISE A SET OF ANCILLARY AND ANCHOR SERVICES WITH THE AIM OF INCREASING THE DYNAMICS OF THE TROIA RESORT AREA

TROIA RESORT



#### **Troia Golf**

18 hole golf course, classified in 2016 as the 19th best golf camp in Continental Europe by Golf World Magazine

#### Troia Marina

191 berths for leisure boats

#### **Troia Shopping**

34 commercial stores; shops, restaurants and terraces in the center of the resort

#### **Roman Ruins**

Classified as national monument

#### **Troia Market**

Modern supermarket located in the central area of the resort

#### **Atlantic Ferries**

River public transport between Setúbal and Tróia Peninsula

#### **Sports Centre**

On Troia by José Mourinho Training Centre



#### **Congress/Events Centre**

Space with capacity up to 630 people



TROIA RESORT - OPERTIONS

02

MAIN ECONOMIC AND FINANCIAL INDICATORS

# TROIA RESORT OPERATIONS





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.

TROIA RESORT - OPERTIONS

02

TROIA RESORT OPERATIONS

### OUTLOOK

CONTINUING TO PROMOTE TRÓIA AS A TOURISTIC DESTINATION OF EXCELLENCE.



TOTAL PORTFOLIO

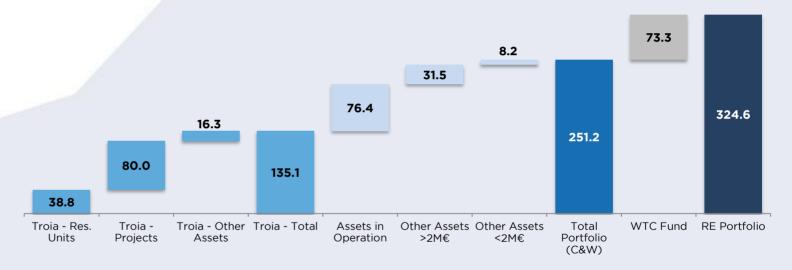
03

#### **REAL ESTATE PORTFOLIO EVALUATION**

CUSHMAN & WAKEFIELD AND WTC FUND VALUATION

(M€) [as at 31 Dec. 2019]

# REAL ESTATE PORTFOLIO



On the same date, the capital employed in this group of Real Estate Assets amounted to 197.0M€. Cushman & wakefield valuation is updated every two years.





TROIA RESORT

03.1

# REAL ESTATE TROIA RESORT

LOCATED IN THE NORTHERN TIP OF THE TRÓIA PENINSULA, AT 60 KM DRIVE FROM LISBON INTERNATIONAL AIRPORT, BETWEEN THE SADO ESTUARY NATURAL RESERVE AND THE SERRA DA ARRÁBIDA NATURAL PARK.

OFFICIALLY OPENED ON 8<sup>TH</sup> OF SEPTEMBER 2008.

### **DIVIDIDED INTO 9 OPERATIONAL UNITS (UNOPS)**

UNOP 1: Central Area

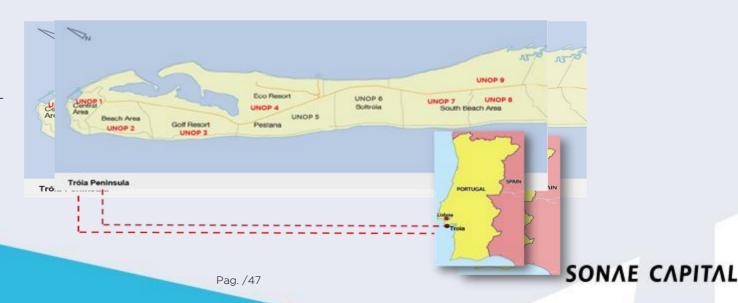
UNOP 2: Beach Area and Golf

DEVELOPED AREAS

• UNOP 3: Golf and Hotel Resort

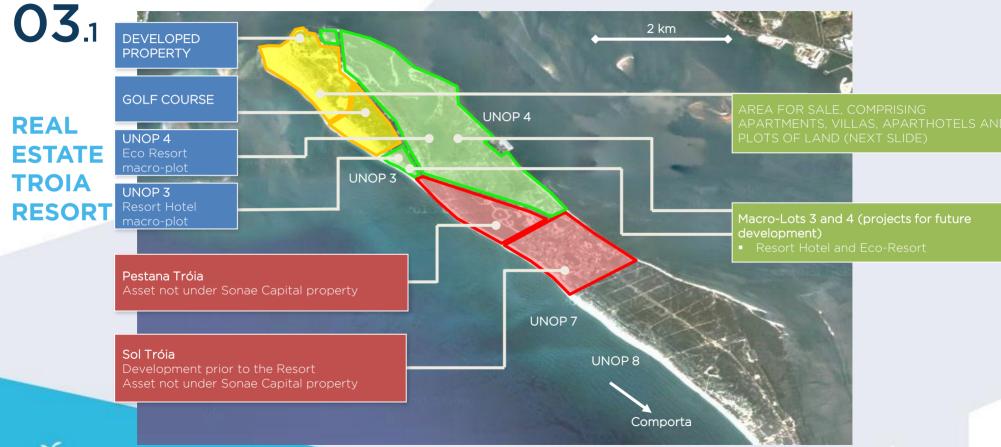
• UNOP 4: Eco Resort

AREAS TO DEVELOP



26

TROIA RESORT



26

TROIA RESORT

03.1

### **DEVELOPED AREAS:** UNITS AVAILABLE FOR SALE

Ocean Village
For sale
Conclusion date:
July 2009





Ácala Building
For sale
Conclusion date:
1Q 2009

# REAL ESTATE TROIA RESORT

• RESIDENCIAL UNITS **DEVELOPED**: #546 (of which 96 Plots)

• RESIDENCIAL UNITS **SOLD**: #485 (of which, 70 Plots)

• RESIDENCIAL UNITS **FOR SALE**: #61 (of which, 26 Plots)

Beach, Lake and Golf Villas and Plots For sale





Beach
Apartments
For sale
Conclusion date:
September 2008

Aparthotels Aqualuz troiamar, troiario and troialagoa (4\*) For sale

For sale Conclusion date: September 2008 and January 2009





Marina
Apartments
Sold
Conclusion date:
September 2008



SONAE CAPITAL

TROIA RESORT

03.1

# REAL ESTATE TROIA RESORT

#### **DEVELOPED AREAS:** UNITS AVAILABLE FOR SALE

FROM THE TOTAL 546 DEVELOPED UNITS, INCLUDING PLOTS FOR CONSTRUCTION, THERE WERE AVAILABLE FOR SALE AT THE END OF 2019, #61 UNITS (11.2% OF TOTAL DEVELOPED).

REGARDING BEACH AND ÁCALA APARTMENTS, ONLY 3 AVAILABLE FOR SALE.

**C&W VALUATION\*: 55.1**M€ (DEVELOPED AREA)

DEVELOPED PROJECTS	UNOP	GCA (sqm)	# TOTAL UNITS	# UNITS FOR SALE (@ 30 Sept. 2019)
Beach Apartments	UNOP 1	30,000	211	2
Marina Apartments	UNOP 1	9,500	78	0
Ácala Building	UNOP 1	13,000	71	1
Plots and Villas	UNOP 2	33,000	96	26
Ocean Village (Town Houses)	UNOP 2	14,000	90	32
TOTAL		99,500	546	61

Includes Beach and Marina Apartments, Ácala Building, Plots, Villas and Ocean Village (38.8M€) and Other assets already developed and available for sale (16,3M€), excluding hetels.

Note: Information including PPSAs and Reserves.



TROIA RESORT

03.1

# REAL ESTATE TROIA RESORT

PPSA signed in June 2018 (20M€)

#### AREAS & PROJECTS TO BE DEVELOPED

APPROVED MASTERPLAN.

TOTAL OF 1,300 BEDS (UNOP3 AND UNOP4), AND AN ADDITIONAL OF UP TO #946 BEDS FOR THE "CALDEIRA PROJECT", IN UNOP1, CLOSE TO THE DEVELOPED AREAS.

C&W VALUATION\*: 80.0M€

AREAS/PROJECTS TO DEVELOP	GCA (sqm)	SITE AREA (ha)	# BEDS	# ACCOMODATION UNITS
UNOP 3 (HOTEL RESORT)	34,400	20.3	600	1 Luxury Hotel + Detached Villas
UNOP 4 (ECO RESORT)	29,300	243	700	1 Boutique Hotel + 125 Accomodation Units
UNOP 1 (CALDEIRA PROJECT)	56,100	5.4	946	Lagoon Apartments
TOTAL	119,800	268.7	2,246	-

<sup>\*</sup> Excluding UNOP 7/8/9 - sold in 2016 for 50M€..



TROIA RESORT

03.1

# REAL ESTATE TROIA RESORT



33 sales deeds, corresponding to 16.8M€, which compares with 38 sales deeds in the amount of 14.7M€ in 2018 (+2.1M€ y.o.y.).

TROIA RESORT

03.1

# REAL ESTATE TROIA RESORT

#### OUTLOOK

SALE CURRENT INVENTORY.

PLACE IN AN ACTIVE WAY THE AREAS NOT YET DEVELOPED, ENSURING THAT REAL ESTATE DEVELOPMENT PROJECTS ARE ADEQUATE TO EACH ONE OF THE SPECIFIC MACRO-PLOT.



OTHER REAL ESTATE ASSETS

03.2

# ASSETS TARGETED TO THE FINANCING OF THE GROUP CORPORATE STRATEGY - CAPITAL GENERATION

# OTHER REAL ESTATE ASSETS



#### REAL ESTATE ASSETS AVAILABLE FOR SALE

This block considers all the real estate assets of the Sonae Capital Group, except the units already developed and in commercialization in the Troia Resort and the assets held by the WTC Fund. C&W\* Valuation: 212.4M€

WTC Fund: 73.3M€

Block of assets in Oporto, Avenids da Boavista, including the Porto Palacio Hotel:

\* Adjusted valuation as at 31 Dec. 2018.



OTHER REAL ESTATE ASSETS

03.2

# OTHER REAL ESTATE ASSETS

#### OUTLOOK

SALE OF NON CORE REAL ESTATE ASSETS THROUGH A SPECIFIC BUSINESS UNIT, BENEFITING FROM THE IMPROVED ECONOMIC AND FINANCIAL CONDITIONS AND THE PERSPECTIVES FOR THE SECTOR ON THE PORTUGUESE MARKET.

THE DISPOSAL OF THESE REAL ESTATE ASSETS IS ONE OF THE KEY TRIGGERS FOR THE EFFECTIVE CORPORATE STRATEGY IMPLEMENTATION.





FY 2019 CONSOLIDATED RESULTS

- · Business units posting sustained growth;
- Real Estate Assets unit continuing the monetisation plan in course, key for the financing of the corporate strategy;
- Business Units EBIT up by 11.8%, to 6.4M€
- Adequate and under control Capital structure.

LOAN TO VALUE (RE Assets)
23.9%
١

TURNOVER <sup>1)</sup>	OPERATIONAL INCOME
268.8M€ +46.5% YoY	303.0M€ +26.0%
EBITDA¹)  35.3M€ +8.9% YoY	EBIT¹) 6.4M€ +11.8%
EBITDA Margin*	NET RESULTS <sup>2)</sup>
<b>13.1%</b> -4.6pp YoY	-12.3M€
NET FINANCIAL DEBT	REAL ESTATE ASSETS Valuation
141.2M€ +21.4M€ vs FY18	<b>324.6M€</b> CUSHMAN & WAKEFIELD

(incl. WTC Fund)

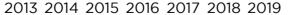
HISTORIC EVOLUTION

#### POSITIVE OPERATIONAL PERFORMANCE.

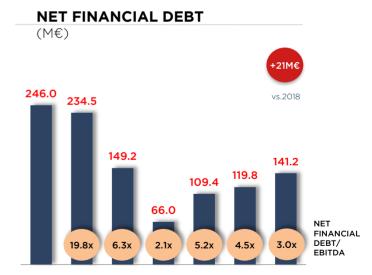
CAPITAL **STRUCTURE ADEQUATE** WHEN **CONSIDERATION GROUP'S TAKING** IN PORTFOLIO OF BUSINESSES AND REAL **ESTATE ASSETS HELD.** 

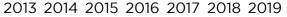
### **TURNOVER** (M€) YoY 303.0 240.4 226.7 183.7 181.3 134.1 BU's: BU's: BU's: 2013 2014 2015 2016 2017 2018 2019





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

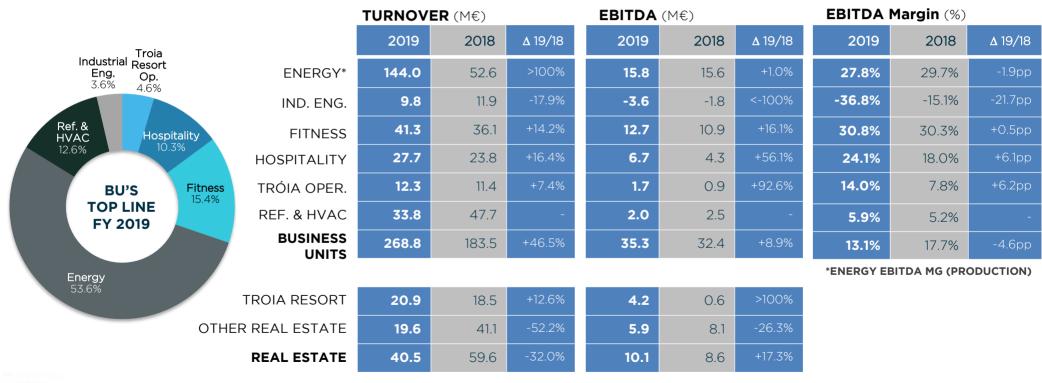






BUSINESS PORTFOLIO

FY 2019 PERFORMANCE SHOWS BUSINESS UNITS'S CONSISTENT GROWTH PATH, WITH EBITDA UP BY 8.9% YOY, DRIVEN BY M&A (ENERGY AND FITNESS) AND ORGANIC GROWTH

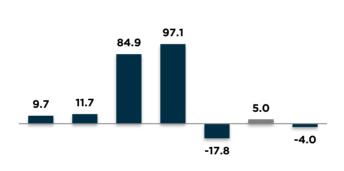




FY 2019 CONSOLIDATED RESULTS

INVESTMENT IN
THE ACQUISITION
OF NEW
BUSINESSES AND
OPERATIONS
OFF-SETTING THE
POSITIVE
CONTRIBUTION
FROM CASH
FLOW FROM
OPERATIONS

# **LEVERED FREE CASH FLOW** (M€)



FCF reached negative 4.0M€, but impacted by the significant CAPEX (51.7M€) - as we are continuously investing in our portfolio of businesses.

2013 2014 2015 2016 2017 2018

#### **NET FINANCIAL DEBT**



Considering dividends distributed (18.5M€), Net Financial Debt reached 141.2M€.



2019

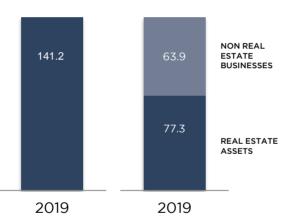
FY 2019 CONSOLIDATED RESULTS

ADEQUATE CAPITAL STRUCTURE.

CASH AND AVAILABLE CREDIT LINES: 53.1M€

CONSIDERING THE
VALUE OF REAL ESTATE
ASSETS AT THE END OF
2019, THE IMPLIED
RATIOS ARE ADEQUATE
TAKING INTO
CONSIDERATION SONAE
CAPITAL TYPE OF
BUSINESSES





# NET DEBT/EBITDA: 3.0x (NON REAL ESTATE BUSINESSES)

LTV: 23.9%

(REAL ESTATE ASSETS)

\*Holding Net Debt/Liquidity allocated to the different types of Businesses according to the weight of each Business' Net Debt individually considered.

# **DET FINANCIAL DEBT DETAIL** (M€)





FY 2019 CONSOLIDATED RESULTS

# CONSOLIDATED PROFIT & LOSS STATEMENT (M€)

	LOSS STATEMENT (ME)			
	2019	2018	Δ 19/18	
TURNOVER	299.5	235.4	+27.3%	
EBITDA <sup>1</sup>	38.1	34.7	+9.9%	
RECURRENT EBIT	6.3	5.9	+7.4%	
NET FINANCIAL EXPENSES	-6.5	-8.2	+21.0%	
INVESTMENTS INCOME	-9.9	0.7	-	
NET PROFIT (CONT. OP.)	-12.2	-2.6	-	
NET PROFIT (TOTAL OP.)	197	-6.0	-	

<sup>&</sup>lt;sup>1</sup> EBITDA = EBIT + Amortization and Depreciation + Provisions and Impairment Losses + Impairment Losses in Equity Real Estate in Stocks (included in Cost of Goods Sold) - Reversal Provisions and Impairments (included in Other Operational Income).

#### CONSOLIDATED BALANCE SHEET(M€)

	31.12.2019	31.12.2018
TOTAL ASSETS	558.9	552.9
NON CURRENT ASSETS	432.1	417.4
CURRENT ASSETS	156.2	135.5
EQUITY	218.0	257.1
BANK LOANS	152.8	127.3
TOTAL EQUITY & LIABILITIES	558.9	552.9
NET FINANCIAL DEBT <sup>1</sup>	141.2	119.8
CAPEX <sup>2</sup>	51.7	32.6

<sup>&</sup>lt;sup>1</sup> NET FINANCIAL DEBT = Non current Liabilities + Curren Liabilities - Cash and Cash Equivalents



<sup>&</sup>lt;sup>2</sup> CAPEX = Investment in Tangible and Intangible Assets



### **05**. KEY MESSAGES

**BUSINESS UNITS & REAL ESTATE ASSETS** 

#### POSITIVE TREND IN BUSINESS UNITS EBITDA WITH ALL SEGMENTS IN GENERAL CONTRIBUTING POSITIVELY

#### **BUSINESS UNITS**

- i. **Energy:** improving its position as a promoter of integrated Energy solutions.
- **ii. Industrial Engineering:** process of deep transformation, with the required suitability to the Group's processes and the allocation of adequate resources to a consistent growth path.
- **Fitness:** executing its growth plan, with +7 clubs versus 2018 year-end and raising average number of active members to more than 104 thousand.
- iv. Hospitality: increasing turnover and EBITDA by 16.4% and 56.1% respectively.
- v. Troia Resort Operations: Working in the repositioning of Tróia, in order to drive up customer experience in Resort to levels of excellence.

#### **REAL ESTATE ASSETS**

- i. Real Estate Troia Resort: PPSA of UNOP 3 in the amount of 20M€; 33 sales deeds, corresponding to 16.8M€. Already in 1Q20 (up to the date of FY 2019 results report), 1 additional sales deed (0.5M€) and 6 PPSAs and reserves in the amount of 3.4M€.
- **ii. Other Real Estate Assets:** sales deeds totalling 14.2M€, alongside with Casa da Ribeira sales deed in 2020 (1.5M€) and PPSAs and Reserves of 14.9M€.



# **05**. KEY MESSAGES

**OUTLOOK** 

#### POSITIVE TREND IN BUSINESS UNITS EBITDA WITH ALL SEGMENTS IN GENERAL CONTRIBUTING POSITIVELY

During 2019, Sonae Capital will remain focused on the implementation of the corporate strategy, which relies on:

- (i) the continuous improvement of businesses competitive position;
- (ii) the pursuit of new value creator business opportunities within the Group's competence areas;
- (iii) the sale of real estate assets; and
- (iv) the maintenance of a balanced capital structure according to the type of business and assets held by the Group.





**FY 2018 MAIN HIGHLIGHTS** 

# COMPETITIVE POSITION IMPROVEMENT

- Maintenance of the growth trend in BU's **Turnover** (+16.3%) and **EBITDA** (+18.6%) with all segments in general contributing positively;
- Energy: increasing Turnover and EBITDA by 16.2% and 6.5% (due to cogeneration and renewables);
- Fitness: executing its growth plan, showing a Turnover increase of 55.4% and more than doubling EBITDA.

# SEARCH FOR NEW GROWTH AVENUES

- Acquisition and transformational process of ADIRA (Top Line of 11.9M€ but with -1.8M€ EBITDA);
- Energy: full integration of the operations acquired during 2017, namely: (i) 1MW of a Cogeneration operation fuelled by landfill biogas; and (ii) 15MW of Renewables, enlarging the scope of operated technologies, significantly increasing Top Line (10.6M€ contribution) and profitability (6.7M€ contribution) of the segment, giving a greater stability to the Group's cash flow generation;
- Fitness: full integration of PUMP; Av. nr of active members reaching 85,637, 16% above FY17 (Solinca chain).

#### REAL ESTATE ASSETS SALES

- Troia Resort: 38 sales deeds, corresponding to 14.7M€; PPSA of Unop 3, for 20M€, not yet accounted in results; 5 additional deeds in 1Q19 (2.3M€) and stock of 12 Promissory Purchase and Sale Agreements and Reserves/deeds, corresponding to 5.8M€;
- Other assets: Sales deeds totalling 35.7M€ (incl. Efanor Allotment). In addition. PPSAs amounting to 10.6M€.

# SOLID CAPITAL STRUCTURE

- Net Debt at 119.8M€ due to Capex (32.6M€) and the Dividend distribution of 15M€;
- Adequate capital structure when considering the Group's Portfolio of Businesses and Real Estate Assets held: Net Debt/EBITDA of 2.5x and LTV of 21.1%.



#### FY 2018 CONSOLIDATED RESULTS

- Positive trend in Business Units turnover and EBITDA with all segments, in general, contributing positively;
- Operational improvement across the majority of the businesses already translated into Continued Businesses Net Profit, in the amount 0.2M€, despite the significant growth in Amortizations and Depreciations;
- Real estate showing positive results in both segments: Troia Resort and Other assets:
- Adequate and under control Capital structure.

NET DEBT/EBITDA (EBITDA - Businesses)	LOAN TO VALUE (RE Assets)		
<b>2.5</b> x	21.1%		

TURNOVER*	INCOME
183.5M€ +16.3% YoY	240.4M€ +28.3%
EBITDA Rec*	EBIT*
20,6м€	<b>3.4</b> M€
+18.6% YoY	-39.6%
EBITDA Margin*	NET RESULTS
11.2%	-3.3M€
+0.2pp YoY	+39.7%
	<b>REAL ESTATE ASSETS</b>
NET DEBT	Valuation
119.8M€	<b>353.8</b> M€
+10.4M€ vs FY17	CUSHMAN & WAKEFIELD (incl. WTC Fund)

**OPERATIONAL** 

\* Business Units



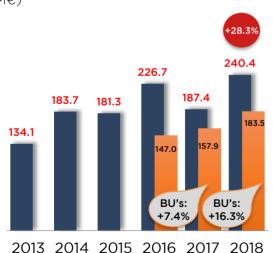
HISTORIC EVOLUTION

#### POSITIVE OPERATIONAL PERFORMANCE.

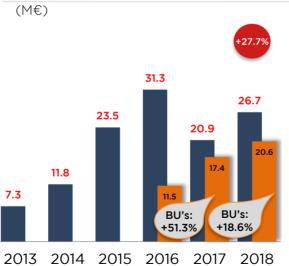
**ADEQUATE** CAPITAL **STRUCTURE** WHEN **TAKING CONSIDERATION GROUP'S** IN PORTFOLIO OF BUSINESSES AND REAL **ESTATE ASSETS HELD.** 

#### **TURNOVER**

(M€)



#### EBITDA Rec.











Note: Values excl. IFRS 16 impact.

**BUSINESS PORTFOLIO - BUSINESS UNITS** 

**ENERGY** 

52.6M€ +16.2% YoY

15.1M€ +6.5% YoY

**FITNESS** 

36.1M€ +55.4% YoY

4.5M€ >100% YoY

**INDUSTRIAL ENGINEERING** (1)

11.9M€

-1.8M€

(1) Fully consolidated since August 2017

**HOSPITALITY** 

23.8M€ +3.8% YoY

0.05M€

**FY 2018 TURNOVER** FY 2018 EBITDA

**REFRIGERATION** & HVAC

47.7M€

-6.9% YoY

2.2M€ +45.1%

> TROIA RESORT **OPERATIONS**

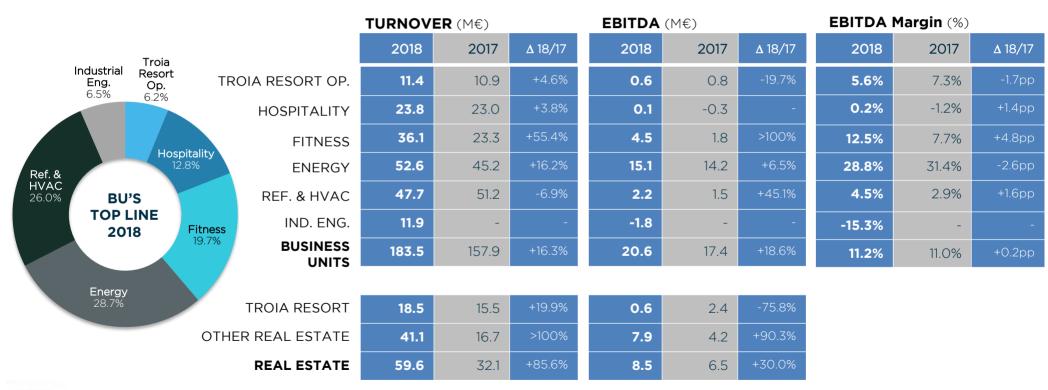
> > 11.4M€ +4.6% YoY

0.6M€ -19.7% YoY SONAE CAPITAL

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BUSINESS PORTFOLIO

FY 2018 PERFORMANCE SHOWS BUSINESS UNITS'S CONSISTENT GROWTH AT BOTH TOP LINE (+16.3%) AND EBITDA (+18.6%) DRIVEN BY M&A (ENERGY AND FITNESS) AND ORGANIC GROWTH





# INSTITUTIONAL PRESENTATION

SONAE CAPITAL FY 2019 RESULTS

Maia | February 2020

SONAE CAPITAL