



# Bondholder presentation

*11 June 2020*



- 1. FY 19 results (preliminary and unaudited)**
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# 1. FY19 Results (preliminary and unaudited)



<i>(in thousands of euros)</i>	2019	2018 revised	2018
Revenue	489.325	471.674	511.794
Cost of merchandise	(221.293)	(200.893)	(231.571)
<b>Gross profit</b>	<b>268.032</b>	<b>270.781</b>	<b>280.223</b>
<b>Adjusted operating profit/(loss) before amortisation and depreciation expense (Adjusted EBITDA)</b>	<b>(6.584)</b>	<b>48.548</b>	<b>52.398</b>
Impairment fixed assets, costs related to changes in company structure	(199.137)		
More value customer base		6.332	2.482
<b>Operating profit/(loss) before amortisation and depreciation expense (EBITDA)</b>	<b>(205.721)</b>	<b>54.880</b>	<b>54.880</b>
Amortisation and depreciation expenses	(74.606)	(22.543)	(22.543)
<b>Operating profit/(loss) (EBIT)</b>	<b>(280.327)</b>	<b>32.337</b>	<b>32.337</b>
Financial result	(21.721)	(17.617)	(17.617)
<b>Profit/(loss) before taxes</b>	<b>(302.048)</b>	<b>14.720</b>	<b>14.720</b>
Income taxes	9.932	(3.181)	(3.181)
<b>PROFIT/(LOSS) FOR THE PERIOD</b>	<b>(292.115)</b>	<b>11.539</b>	<b>11.539</b>
Other comprehensive income	(671)	34	34
<b>TOTAL COMPREHENSIVE INCOME OF THE PERIOD</b>	<b>(292.786)</b>	<b>11.573</b>	<b>11.573</b>

# 1. FY19 | Results (preliminary and unaudited)



## 1.1. 2018 versus 2018 revised

<i>(in thousands of euros)</i>	2018 revised	2018	Variance
Revenue	471.674	511.794	(40.120)
Cost of merchandise	(200.893)	(231.571)	30.679
<b>Gross profit</b>	<b>270.781</b>	<b>280.223</b>	<b>(9.442)</b>
<b>Adjusted operating profit/(loss) before amortisation and depreciation expense (Adjusted EBITDA)</b>	<b>48.548</b>	<b>52.398</b>	<b>(3.850)</b>
Impairment fixed assets, costs related to changes in company structure			
More value customer base	6.332	2.482	3.850
<b>Operating profit/(loss) before amortisation and depreciation expense (EBITDA)</b>	<b>54.880</b>	<b>54.880</b>	<b>(0)</b>
Amortisation and depreciation expenses	(22.543)	(22.543)	-
<b>Operating profit/(loss) (EBIT)</b>	<b>32.337</b>	<b>32.337</b>	<b>(0)</b>
Financial result	(17.617)	(17.617)	-
<b>Profit/(loss) before taxes</b>	<b>14.720</b>	<b>14.720</b>	<b>(0)</b>
Income taxes	(3.181)	(3.181)	-
<b>PROFIT/(LOSS) FOR THE PERIOD</b>	<b>11.539</b>	<b>11.539</b>	<b>(0)</b>
Other comprehensive income	34	34	-
<b>TOTAL COMPREHENSIVE INCOME OF THE PERIOD</b>	<b>11.573</b>	<b>11.573</b>	<b>(0)</b>

### 2018 versus 2018 revised:

- Muys (€3.8m): reclass between revenue and more value customer base
- Buying commissions netted on respectively turnover (on third party production costs fashion) and COS (on FNG production costs)
- Correction of incorrect elimination between personnel costs, COS and other operating costs

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## 1. FY19 Results (preliminary and unaudited)



### 1.2. Business combinations

- Ellos Group included from Nov 27, 2019

<i>(in thousands of euros)</i>	<b>Ellos Group (1 month)</b>
Revenue	25.100
Cost of merchandise	(12.378)
<b>Gross profit</b>	<b>12.722</b>
<b>Adjusted operating profit/(loss) before amortisation and depreciation expense (Adjusted EBITDA)</b>	<b>4.045</b>
Impairment fixed assets, costs related to changes in company structure	(3.123)
More value customer base	
<b>Operating profit/(loss) before amortisation and depreciation expense (EBITDA)</b>	<b>922</b>
Amortisation and depreciation expenses	(1.637)
<b>Operating profit/(loss) (EBIT)</b>	<b>(715)</b>
Financial result	(4.933)
<b>Profit/(loss) before taxes</b>	<b>(5.648)</b>
Income taxes	(1.321)
<b>PROFIT/(LOSS) FOR THE PERIOD</b>	<b>(6.969)</b>

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# 1. FY19 | Results (preliminary and unaudited)



## 1.3. Impact of IFRS 16 in the 2019 reported figures

<i>(in thousands of euros)</i>	2019 (excl IFRS 16)	IFRS 16	2019
Revenue	489.325	-	489.325
Cost of merchandise	(221.293)	-	(221.293)
<b>Gross profit</b>	<b>268.032</b>	-	<b>268.032</b>
<b>Adjusted operating profit/(loss) before amortisation and depreciation expense (Adjusted EBITDA)</b>	<b>(58.006)</b>	<b>51.422</b>	<b>(6.584)</b>
Impairment fixed assets, costs related to changes in company structure	(199.137)	-	(199.137)
More value customer base			
<b>Operating profit/(loss) before amortisation and depreciation expense (EBITDA)</b>	<b>(257.143)</b>	<b>51.422</b>	<b>(205.721)</b>
Amortisation and depreciation expenses	(24.865)	(49.741)	(74.606)
<b>Operating profit/(loss) (EBIT)</b>	<b>(282.008)</b>	<b>1.681</b>	<b>(280.327)</b>
Financial result	(18.766)	(2.955)	(21.721)
<b>Profit/(loss) before taxes</b>	<b>(300.773)</b>	<b>(1.274)</b>	<b>(302.048)</b>
Income taxes	9.932	-	9.932
<b>PROFIT/(LOSS) FOR THE PERIOD</b>	<b>(290.841)</b>	<b>(1.274)</b>	<b>(292.115)</b>
Other comprehensive income	(671)		(671)
<b>TOTAL COMPREHENSIVE INCOME OF THE PERIOD</b>	<b>(291.512)</b>	<b>(1.274)</b>	<b>(292.786)</b>

# 1. FY19 Results (preliminary and unaudited)



## 1.4. Specific effects FY19: impairments, provisions for claims

<i>(in thousands of euros)</i>	2019 Impairments
Revenue	
Cost of merchandise	
<b>Gross profit</b>	-
<b>Adjusted operating profit/(loss) before amortisation and depreciation expense (Adjusted EBITDA)</b>	<b>(98.352)</b>
Impairment fixed assets, costs related to changes in company structure	(193.944)
More value customer base	
<b>Operating profit/(loss) before amortisation and depreciation expense (EBITDA)</b>	<b>(292.296)</b>
Amortisation and depreciation expenses	
<b>Operating profit/(loss) (EBIT)</b>	<b>(292.296)</b>
Financial result	
<b>Profit/(loss) before taxes</b>	<b>(292.296)</b>
Income taxes	14.150
<b>PROFIT/(LOSS) FOR THE PERIOD</b>	<b>(278.146)</b>

**Impairment receivables: -€94m**

**Provision for claims: -€4m**

**Impairment fixed assets: -€194m:**

- Impairment goodwill: -€80m
- Impairment intangibles: -€114m

**Tax effects: €14m**

- DTL effect on impairment intangibles: + €22m
- Impairment DTA: -€8m

# 1. FY19 Results (preliminary and unaudited)



## 1.5. FY 19 excl IFRS 16, excl impairments, excl provisions for claims

<i>(in thousands of euros)</i>	2019 (excl IFRS 16, excl impairments)	2019	2018 revised
Revenue	489.325	489.325	471.674
Cost of merchandise	(221.293)	(221.293)	(200.893)
<b>Gross profit</b>	<b>268.032</b>	<b>268.032</b>	<b>270.781</b>
<b>Adjusted operating profit/(loss) before amortisation and depreciation expense (Adjusted EBITDA)</b>	<b>40.346</b>	<b>(6.584)</b>	<b>48.548</b>
Impairment fixed assets, costs related to changes in company structure	(5.193)	(199.137)	
More value customer base			6.332
<b>Operating profit/(loss) before amortisation and depreciation expense (EBITDA)</b>	<b>35.153</b>	<b>(205.721)</b>	<b>54.880</b>
Amortisation and depreciation expenses	(24.865)	(74.606)	(22.543)
<b>Operating profit/(loss) (EBIT)</b>	<b>10.288</b>	<b>(280.327)</b>	<b>32.337</b>
Financial result	(18.766)	(21.721)	(17.617)
<b>Profit/(loss) before taxes</b>	<b>(8.477)</b>	<b>(302.048)</b>	<b>14.720</b>
Income taxes	(4.218)	9.932	(3.181)
<b>PROFIT/(LOSS) FOR THE PERIOD</b>	<b>(12.695)</b>	<b>(292.115)</b>	<b>11.539</b>

### Adjusted ebitda:

- Acquisition in Ellos: +€4m
- Impact Henkelman: -€6,7m
- Benelux core activities: -€5,5m

### Changes to the company structure:

- Transaction cost acquisition Ellos
- Restructuring cost Netherlands

### Financial result:

- New Nordic Bond: +€4m
- Warrant: -€4m
- Interest on increased bank debt: +€1m



## 2. FY19 | Balance sheet (preliminary and unaudited)



<b>ASSETS</b> <b>(in thousands of euros)</b>	<b>31/12/2019</b>	<b>31/12/2018</b>	<b>Variance</b>
<i>Fixed assets</i>	712.825	514.070	198.755
<i>Current assets</i>	313.928	320.833	-6.905
<b>TOTAL ASSETS</b>	<b>1.026.754</b>	<b>834.902</b>	<b>191.852</b>
<b>EQUITY AND LIABILITIES</b> <b>(in thousands of euros)</b>	<b>31/12/2019</b>	<b>31/12/2018</b>	<b>Variantie</b>
<i>Equity attributable to owners of the parent</i>	34.547	342.733	-308.186
<b>Total equity</b>	<b>34.547</b>	<b>342.733</b>	<b>-308.186</b>
<i>Non-current liabilities</i>	735.090	347.804	387.287
<i>Current liabilities</i>	257.116	144.365	112.752
<b>Total liabilities</b>	<b>992.207</b>	<b>492.168</b>	<b>500.038</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>1.026.754</b>	<b>834.902</b>	<b>191.852</b>

## 2. FY19 | Balance sheet (preliminary and unaudited)



### 2.1. Assets

ASSETS (in thousands of euros)	31/12/2019	31/12/2018	Variance
<b>Fixed assets</b>	<b>712.825</b>	<b>514.070</b>	<b>198.755</b>
Goodwill	69.538	86.158	-16.620
Intangible assets	346.400	333.102	13.298
Property, plant and equipment	65.406	76.173	-10.767
Right-of-use assets	218.099	-	218.099
Other financial assets	297	-	297
Deferred tax assets	13.085	18.636	-5.551
Other fixed assets	-	-	-
<b>Current assets</b>	<b>313.928</b>	<b>320.833</b>	<b>-6.905</b>
<b>TOTAL ASSETS</b>	<b>1.026.754</b>	<b>834.902</b>	<b>191.852</b>

#### Goodwill : -€16m:

- Ellos: +€63m
- Impairment: -€80m

#### Intangible fixed assets : +€13m:

- Ellos: +€116m
- Impairment intangibles: -€114m
- Other: +€11m

#### Use of assets : €+218m:

- IFRS 16: +€145m
- Ellos: +€58m
- Reclas leasings included in PPE in 2018: + €15m

## 2. FY19 | Balance sheet (preliminary and unaudited)



### 2.1. Assets

ASSETS (in thousands of euros)	31/12/2019	31/12/2018	Variance
<b>Fixed assets</b>	<b>712.825</b>	<b>514.070</b>	<b>198.755</b>
<b>Current assets</b>	<b>313.928</b>	<b>320.833</b>	<b>-6.905</b>
Inventories	154.866	108.082	46.784
Trade and other receivables	23.105	72.174	-49.069
Income tax receivables	2.456	131	2.325
Other financial assets	32.368	18.718	13.650
Other current assets	6.435	3.585	2.850
Cash and cash equivalents	94.698	118.143	-23.445
<b>TOTAL ASSETS</b>	<b>1.026.754</b>	<b>834.902</b>	<b>191.852</b>

#### Inventories : +€47m

- Ellos: +€51m

#### Trade and other receivables: -€49m

- Ellos: +€9m
- Increase in receivables: + €36m
- Impairment receivables: - €94m

## 2. FY19 | Balance sheet (preliminary and unaudited)



### 2.2.Liabilities

EQUITY AND LIABILITIES (in thousands of euros)	31/12/2019	31/12/2018	Variante
<i>Equity attributable to owners of the parent</i>	<b>34.547</b>	<b>342.733</b>	<b>-308.186</b>
Share capital	60.679	60.679	-
Share premium	264.408	264.408	-
Other reserves	1.576	6.108	-4.533
Retained Earnings	-292.115	11.538	-303.653
<b>Total equity</b>	<b>34.547</b>	<b>342.733</b>	<b>-308.186</b>
<i>Non-current liabilities</i>	<b>735.090</b>	<b>347.804</b>	<b>387.287</b>
<i>Current liabilities</i>	<b>257.116</b>	<b>144.365</b>	<b>112.752</b>
<b>Total liabilities</b>	<b>992.207</b>	<b>492.168</b>	<b>500.038</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>1.026.754</b>	<b>834.902</b>	<b>191.852</b>

**Equity: - €308m**

- Result for the year: - €292m
- Ellos acquisition: -€16m

## 2. FY19 | Balance sheet (preliminary and unaudited)



### 2.2. Liabilities

EQUITY AND LIABILITIES (in thousands of euros)	31/12/2019	31/12/2018	Variatie
<b>Total equity</b>	<b>34.547</b>	<b>342.733</b>	<b>-308.186</b>
<b>Non-current liabilities</b>	<b>735.090</b>	<b>347.804</b>	<b>387.287</b>
Provisions	-	-	-
Post-employment benefit obligations	16.345	101	16.244
Borrowings	487.931	273.763	214.168
Other financial liabilities	169.201	17.147	152.054
Deferred tax liabilities	61.614	56.793	4.821
	-	-	-
<b>Current liabilities</b>	<b>257.116</b>	<b>144.365</b>	<b>112.752</b>
Provisions	1.906	1.949	-43
Borrowings	12.557	11.605	952
Trade and other payables	166.803	113.826	52.977
Current tax liabilities	3.353	4.336	-983
Other financial liabilities	64.090	5.839	58.251
Other current liabilities	8.407	6.810	1.597
<b>Total liabilities</b>	<b>992.207</b>	<b>492.168</b>	<b>500.038</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>1.026.754</b>	<b>834.902</b>	<b>191.852</b>

#### Provisions : +€16m:

- Subject Pension obligation from Ellos

#### Interest-bearing debt : +€215m:

Within FNG Nordic

- Bond loan FNG Nordic: +€138 m
- Mandatory convertible bond: +€21m
- Vendor note: +€12,3m

Within Benelux perimeter

- Bank debt: +€44m

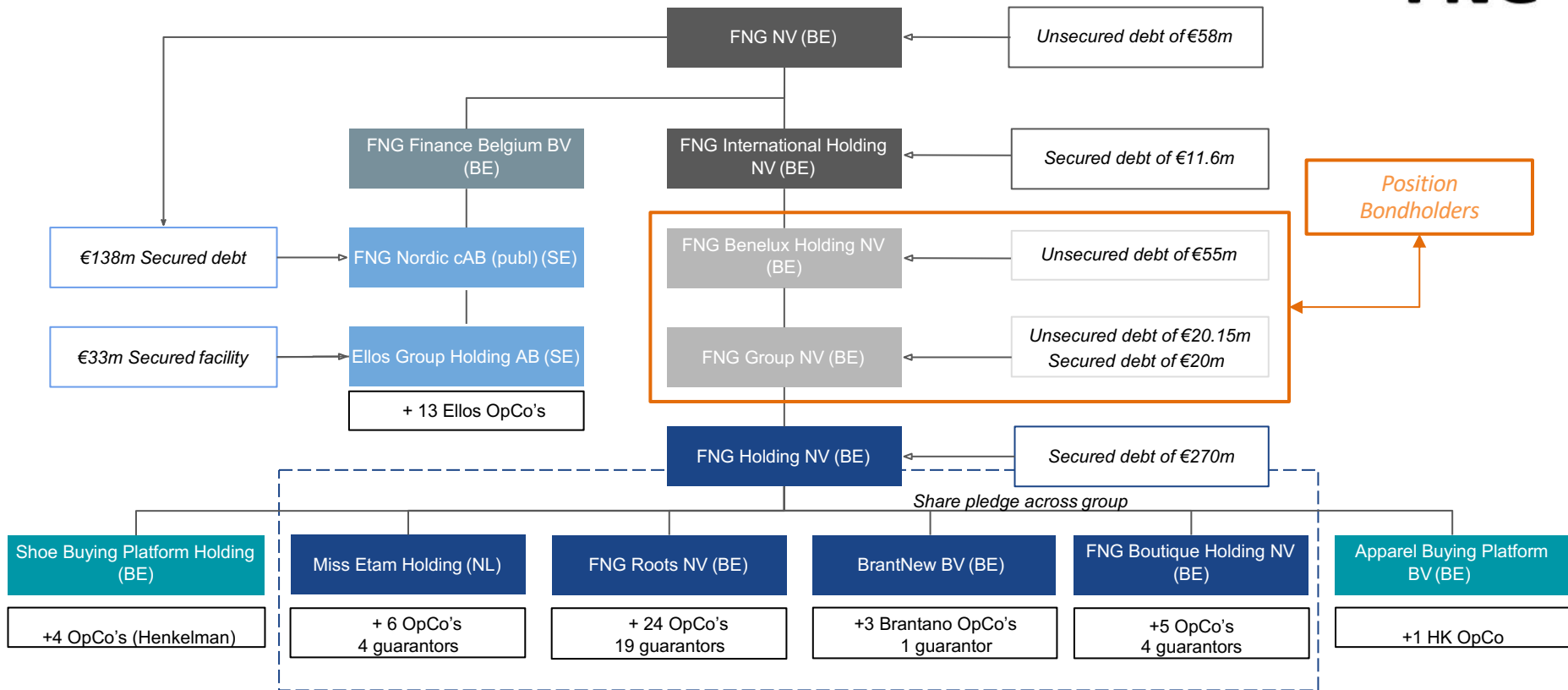
#### Other financial liabilities : +€210m:

- IFRS 16: +€145m
- Ellos: +€58m
- Schuld nav inkoop eigen aandelen: +€10m

#### Trade debts : +€53m:

- Ellos: +€50m

# Summary structure chart



## Overview

- FNG Holding NV holds the Benelux brands and operating entities and has a secured debt facility multiple share pledges and charges against most assets
- Ellos Group have a secured bond and a RCF facility which is secured against the shares of the Ellos Group
- The FNG International Holding NV debt is secured via a share pledge over the shares of the company