# J.P. Morgan Italian Conference

# 1H 2020 Results

**October 2<sup>nd</sup>, 2020** 



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### **Executive Summary**

### Covid-19 update

- Covid-19 health situation in Italy currently under control, with around 200-300 new positives per day and less than 50 people still in intensive care across the Country
- After ~2 months of lockdown in Italy, one of the strictest in Western Countries, Phase 3 started in June with gradual return to "normality". International travel recently reopened with some Country-specific restrictions
- IH20 Transaction volumes (acquiring + issuing) at 186 €B, -16.9% y/y with a gradual recovery across all components from May 2020. Travel/tourism and International travelers contribution still behind last year although gradually recovering
- Acquiring volumes in the last week rolling (7<sup>th</sup>-13<sup>th</sup> September) at -4% y/y with a strong recovery across categories<sup>1</sup>. Acquiring volumes on Italian cards now back to pre-Covid levels, while foreign cards still very much behind but recovering
- Progressive reopening of commercial activities with transacting merchants now similar to pre-Covid and 2019 levels
- E-commerce strong acceleration net of high impact consumption sectors (e.g. travel/tourism related sectors and restaurants): +35% y/y in 1H20 and +43% y/y in 2Q20<sup>1</sup>. Overall 1H20 performance less impacted by Covid-19 compared to physical sales (-2.8% y/y transaction value)
- Early signals of acceleration of the structural shift from cash to digital payments



### **Executive Summary**

#### 1H20 results highlights

- ISP merchant book deal successfully completed on June 30<sup>th</sup>
- EBITDA at 261.8 €M, -3.9% y/y including organic contribution from ISP merchant acquiring book. On a standalone basis EBITDA at 214.2 €M, -8.0% y/y
- Revenues at 478.7 €M, -6.3% y/y including organic contribution from ISP merchant acquiring book. On a standalone basis Revenues at 427.7 €M, -8.5% y/y

Key business update

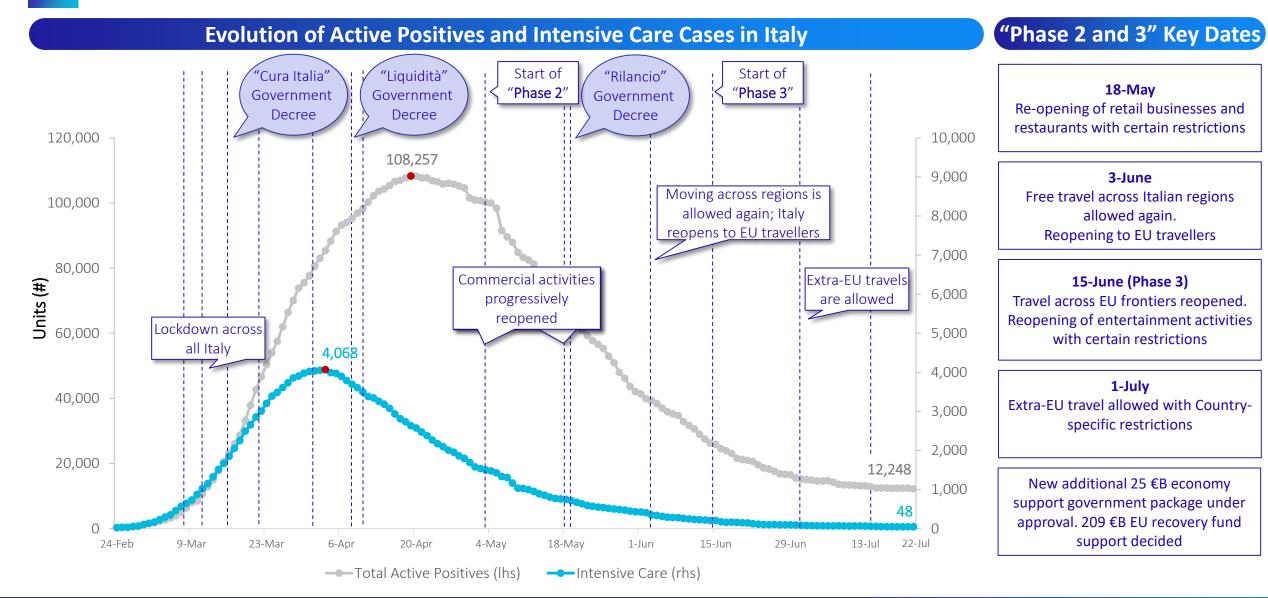
- Merchant Services & Solutions (51% of Revenues): commercial activity going back to pre-Covid levels, new "NexiGo" proposition to support SMEs' sales digitalization across channels, accelerated pipeline of large merchants omnichannel projects and step up on e-commerce gateway activations
- Cards and Digital Payments (38% of Revenues): commercial activities from banks gradually recovering, acceleration of banks interest on International Debit and continued progress on YAP mobile payment app
- Digital Banking Solutions (11% of Revenues): Nexi Open ecosystem proposition fully launched, banks go-to-market progressing; continued roll out of new higher value advanced self banking and digital corporate banking solutions
- Costs -9.1% y/y including organic contribution from ISP merchant acquiring book thanks to the 100+ €M cash cost containment plan well in execution and the continued focus on efficiency
- 1H20 Net financial Debt/EBITDA 4.0x pro-forma for ISP merchant acquiring book, 2.9x on a standalone basis

#### **Financial guidance**

- Financial guidance conservatively suspended in April 2020
- Assuming continued path of recovery at current trajectory, possible return to revenue growth by year-end
- Ambition to grow EBITDA vs 2019 including organic ISP book contribution (broadly in line without), with FY2020 EBITDA close to ~600 €M; expected growth in EBITDA – Capex vs 2019 with and without ISP. Strong cash position confirmed

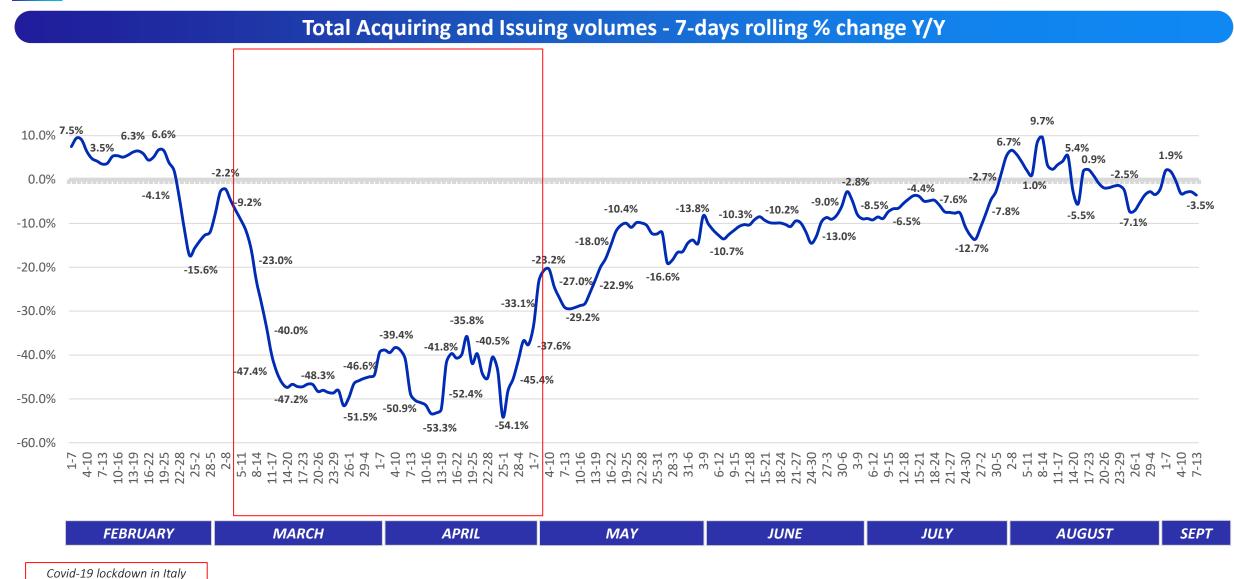


## Covid-19 emergency now under control. Phase 3 started in June with gradual return to "normality"



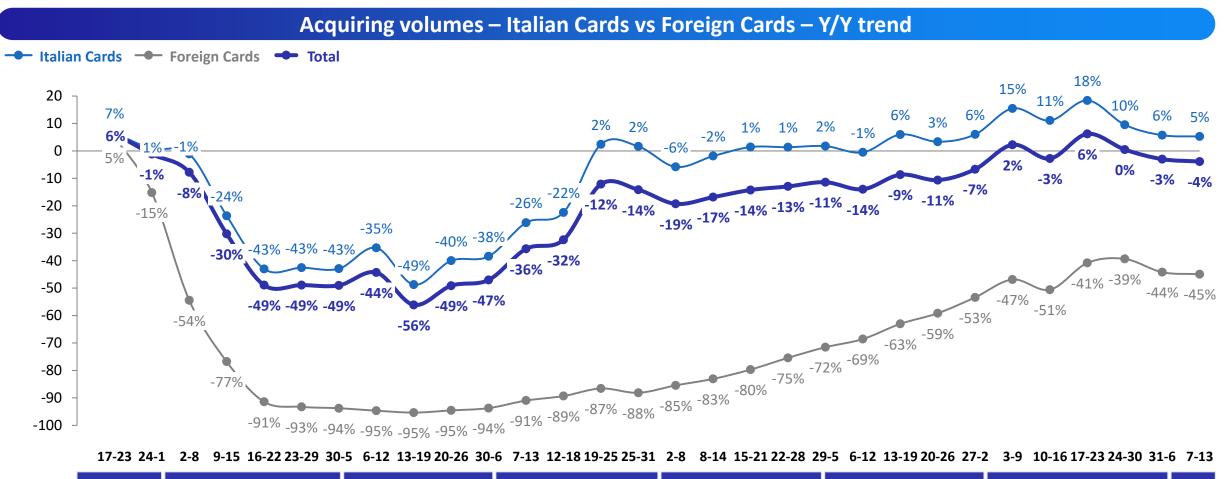
### Transaction volumes recovering after the easing of lockdown measures

Updated as of Sep 13<sup>th</sup> 2020



# Acquiring volumes recovery driven by Italian Cards, now back to pre-Covid levels; Foreign Cards still negative but recovering

Updated as of Sep 13<sup>th</sup> 2020



#### 17-23 24-1 2-8 9-15 16-22 23-29 30-5 6-12 13-19 20-26 30-6 7-13 12-18 19-25 25-31 2-8 8-14 15-21 22-28 29-5 6-12 13-19 20-26 27-2 3-9 10-16 17-23 24-30 31-6 7-13

FL	EBRUARY	MARCH	APRIL	ΜΑΥ	JUNE	JULY	AUGUST	SEPT
2019								
monthly weight Foreign Cards	12%	12%	15%	16%	18%	21%	21%	
on total volumes	·	· · · · · · · · · · · · · · · · · · ·		**************************************				

## Volume recovery across categories starting from May after the easing of lockdown measures

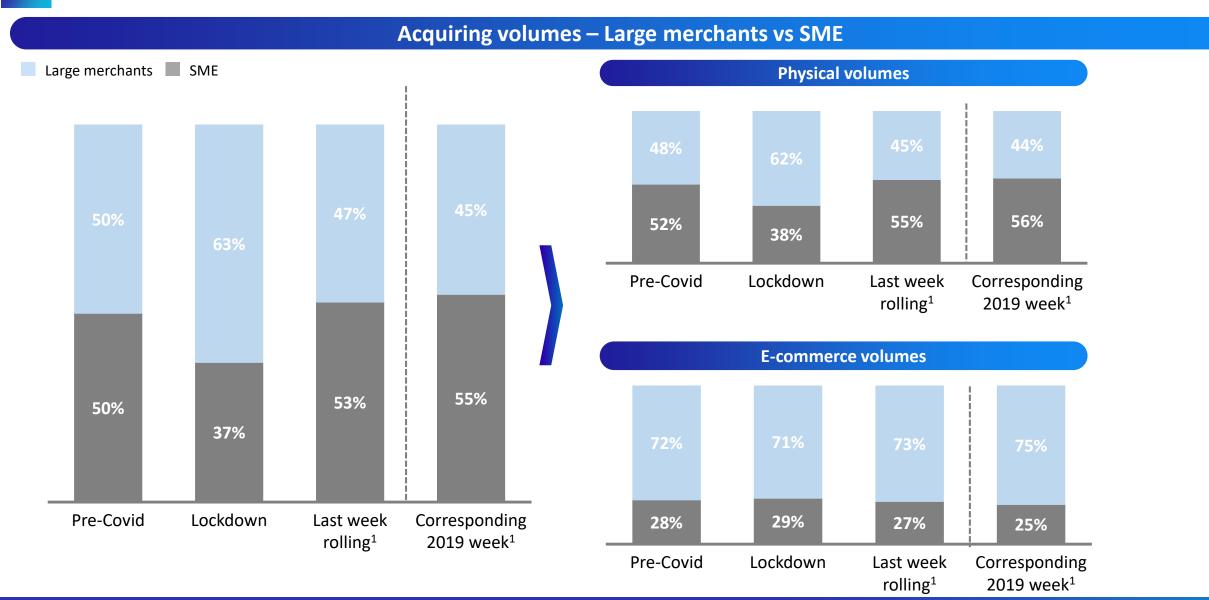
Updated as of Sep 13<sup>th</sup> 2020

Acquiring volumes by category	Product category	% change Y/Y							
		Jan + Feb	March	April	May	June	July	August	LWR <sup>2</sup>
44% for 37%	% for Basic consumption	15%	13%	11%	13%	14%	12%	13%	11% (
	of which Physical	15%	12%	9%	12%	11%	10%	12%	10%
	of which E-commerce	27%	31%	42%	29%	55%	44%	32%	24%
31% 35%	Generic/discretionary consumption	6%	-62%	-77%	-33%	-11%	-13%	-1%	-7%
<b>36%</b> in July	of which Physical	5%	-65%	-81%	-37%	-13%	-14%	-2%	-8%
2019	of which E-commerce	25%	8%	47%	47%	51%	32%	36%	29%
	High-impact consumption	10%	-68%	-89%	-70%	-46%	-29%	-13%	-17%
34% 19%	6 for of which Physical	10%	-67%	-89%	-69%	-46%	-29%	-12%	-15%
	of which E-commerce	10%	-75%	-90%	-81%	-42%	-22%	-32%	-47%
\	Total	11%	-35%	-48%	-27%	-14%	-10%	-1%	-4% (
Basic consumption	of which Physical	10%	-36%	-50%	-28%	-15%	-12%	-1%	-4%
Groceries, medical retail, utilities and servi	ces of which E-commerce	19%	-21%	-17%	-14%	7%	11%	2%	-5%
(e.g. insurance, bank services)							С	% change Y/N	′ on Italia
Generic/discretionary consumption							-		
Clothing, household, other non-alimentary and other services (e.g. laundries, beauty)	2020 Acquiri	ng volumes:	split betv	veen Phy	sical and	E-comme	erce		
High-impact consumption		Jan + Feb	March	April	May	June	July	August	LWR <sup>2</sup>

High-i Hotels enterta

-impact consumption		Jan + Feb	March	April	May	June	July	August	LWF
s and restaurants, travel and transports,	Physical	93%	92%	90%	92%	92%	93%	95%	94%
tainment, etc.	E-commerce	7%	8%	10%	8%	8%	7%	5%	6%

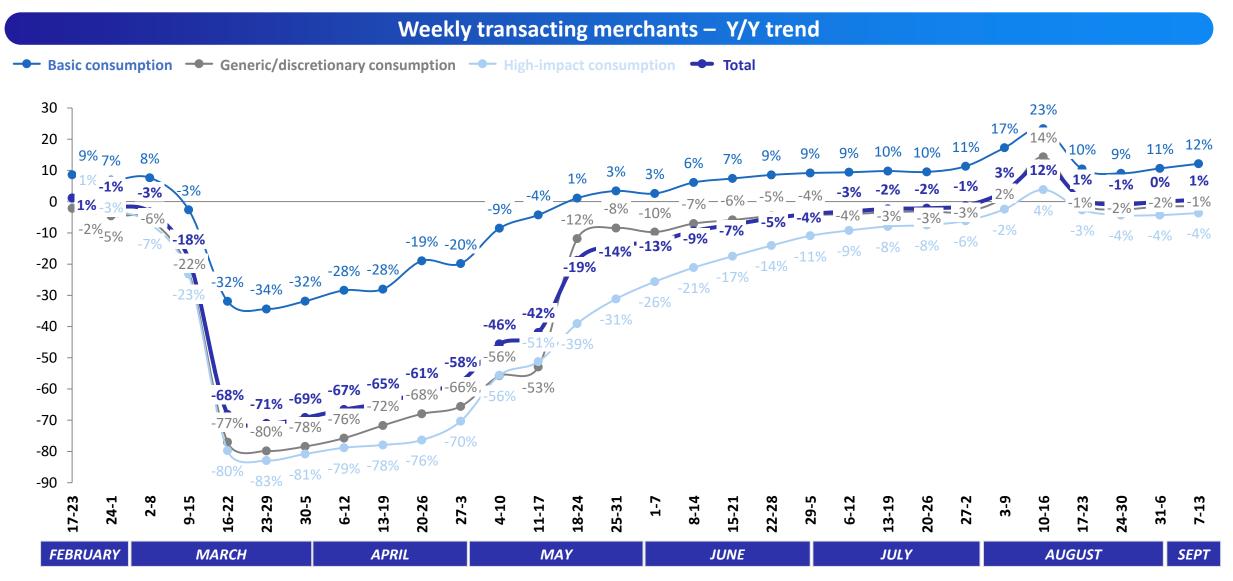
# SME volume share back to pre-Covid situation, broadly in line with 2019





# Progressive recovery of transacting merchants across all categories, now similar to 2019 levels

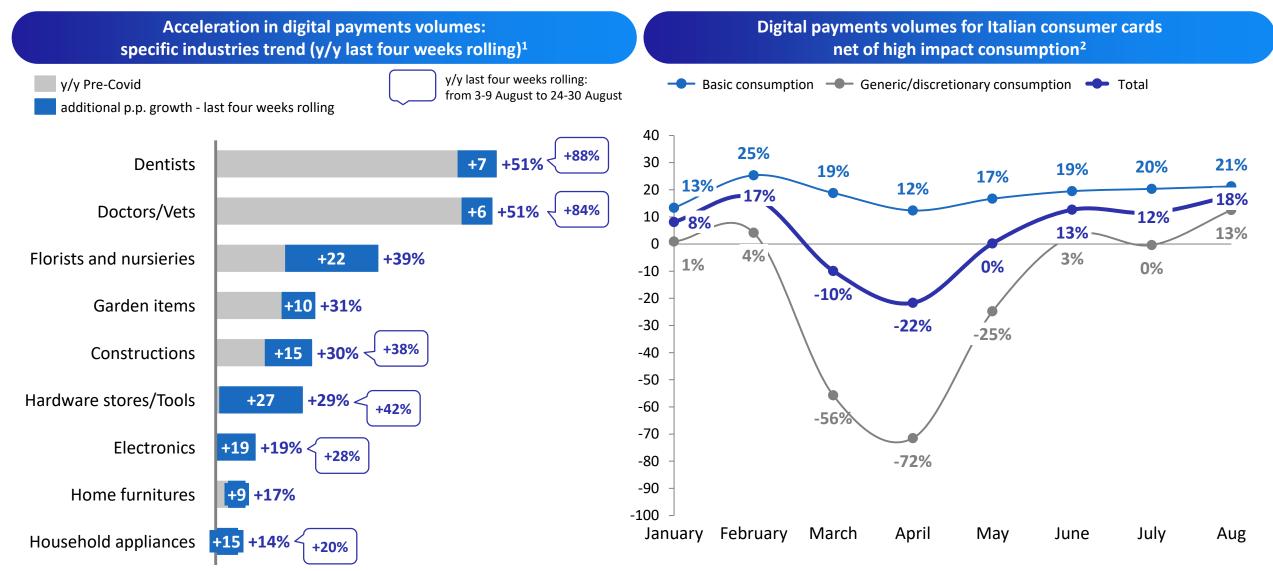
Updated as of Sep 13<sup>th</sup> 2020



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### Consumer habits: acceleration of digital payments in less affected categories

Updated as of Aug 30<sup>th</sup> 2020





### 1H Business update: commercial activities back to more normal levels with **Covid-19 related accelerations**

Merchant Services & Solutions	Cards & Digital Payments	Digital Banking Solutions
<ul> <li>Commercial activity going back to "normal" pre-Covid levels</li> <li>Growth of POS installations after the slowdown experienced during lockdown (+23% y/y in June)</li> <li>Strong mPOS demand for small/micro merchants</li> <li>Launch of new "NexiGo" proposition to support SMEs' sales digitalization, packaging omnichannel acceptance, Pay-by-link and e-/social commerce capabilities</li> <li>Accelerated pipeline of large merchants omnichannel projects</li> <li>Step up on E-commerce with gateway activations (x2 2Q20 vs 2Q19, x9 including Pay-by-link)</li> <li>Nexi Business app reaching almost 50% penetration on enabled merchants (+60% y/y active users in June 2020)</li> </ul>	<ul> <li>Commercial activities from banks gradually recovering, also supported by Nexi specific campaigns</li> <li>Renewed bank interest on International Debit as a mass market ecommerce-enabled product</li> <li>Continued evolution on National Debit digital capabilities; Next generation platform tender ongoing</li> <li>Strong demand for commercial cards and corporate payments products</li> <li>Continued 'natural organic growth' on YAP mobile payment app (no marketing push in the quarter), now at ca. 850k enrolled clients</li> <li>Acceleration of digital onboarding/digital issuing projects for banks</li> <li>Extension of no-PIN contactless limits from 25€ to 50€ - live from 2021</li> </ul>	<ul> <li>Progress on advanced ATMs (+4.2% 2Q20 vs 2Q19). Continued New ATM front-end rollout, with new customer wins</li> <li>Continued growth of Digital Corporate Banking installed workstations (+6.8% 2Q20 vs 2Q19)</li> <li>Instant Payments progress continuing despite lockdown, with new relevant players adopting Nexi platform</li> <li>Nexi Open ecosystem proposition fully launched, banks go-to-market progressing. CBI Globe open banking gateway activity-based accelerated</li> <li>Robust commercial pipeline for innovative corporate payments solutions (insurance, utilities,)</li> </ul>
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## Closing of ISP Merchant Book deal successfully executed at the end of 2Q, despite Covid-19 emergency

#### Key components of the transaction Key 2020 P&L Figures<sup>1</sup>: Incremental economics for Nexi Transaction completed on June 30<sup>th</sup>, 2020 with clean EU Antitrust approval €M EBITDA: **Revenues:** Net Income: • ~180k merchants and ~€68bn of transaction volumes in 2019 ~106 ~95 ~61<sup>2</sup> Marketing and distribution agreement for merchant acquiring. Extension of remaining existing processing contract related to issuing and ATM acquiring services until 2044 Nexi Net Revenues Mix 2020<sup>3</sup> I €B cash consideration (plus potential earn-out payable in 2025) Other Implied multiples: 10.5x EV/EBITDA 2020E, 16.4x P/E 2020E 60+ €M cash flows generated by the acquiring book in 1H20 and transferred to Merchant Services +5p.p. & Solutions ~54% ~49% A strategic transaction Nexi Nexi Pro Forma Enhanced platform and positioning in the acquiring segment Merchant Services & Solutions Net Revenues Mix 2020<sup>3</sup> Greater coverage of the acquiring value chain and enhanced ability to drive further innovation and value for merchants Other Increased scale with diversification of revenue streams Referral / Value enhancing transaction with cash EPS accretion in the high teens from +23p.p. **Direct Acquiring** 2020E ~49% ~26% Deepening of partnership across businesses with the largest bank in Italy Nexi Pro Forma Nexi



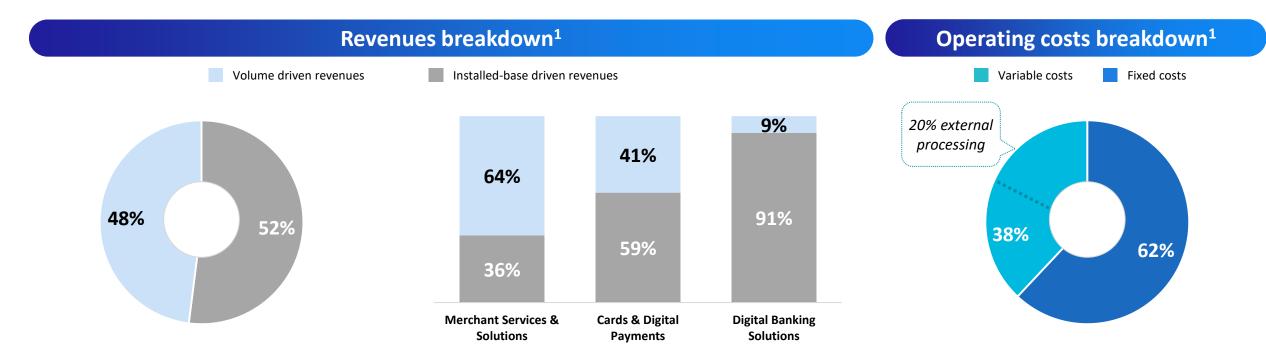
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# Focus on 1H20 Results

# Resilient business model with 50+% revenues not impacted by volumes and 38% variable and semi-variable costs



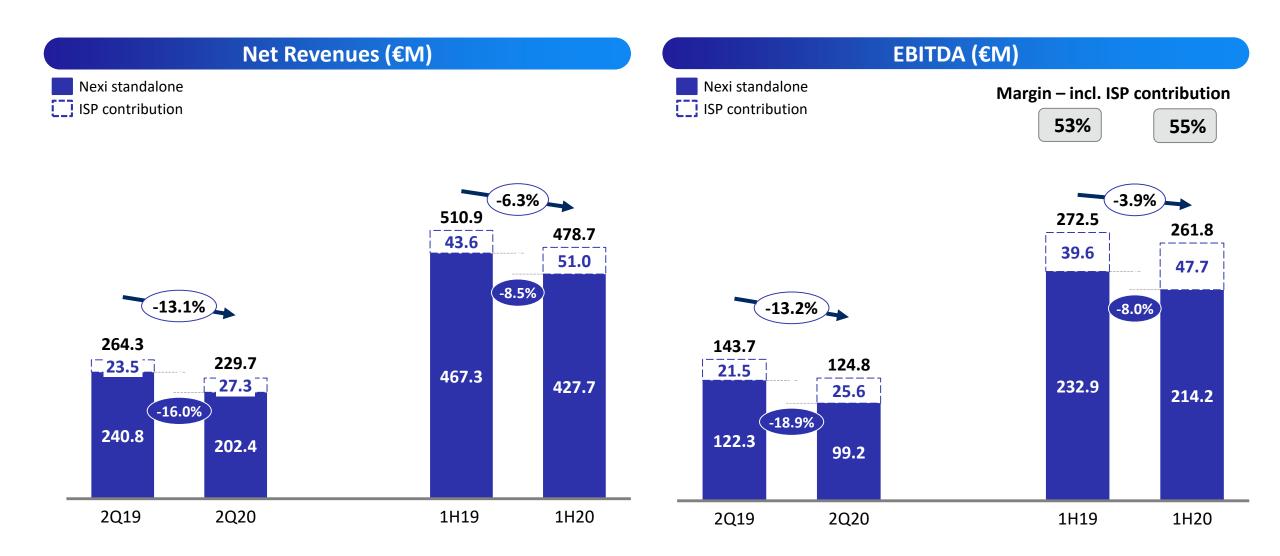
- Installed Base Driven revenues are subscription-like and linked to n. of POS terminals, n. of merchants, managed cards, n. of ATMs, etc.
  - No material expected impacts in the short term.
  - Closely monitoring the evolution to confirm the expected limited medium/long term impact due to POS installation slowdown and SMEs potential distress
  - Possible rephasing of certain projects
- Volume Driven revenues driven by n. of transactions and value of transactions
  - Direct impact from volume contraction due to Covid-19

- Variable costs linked to:
  - Volumes of transactions (e.g. external and internal processing)
  - Level of activities (e.g. variable compensation, external contact center, POS and ATM management, operations,..);

#### Fixed costs

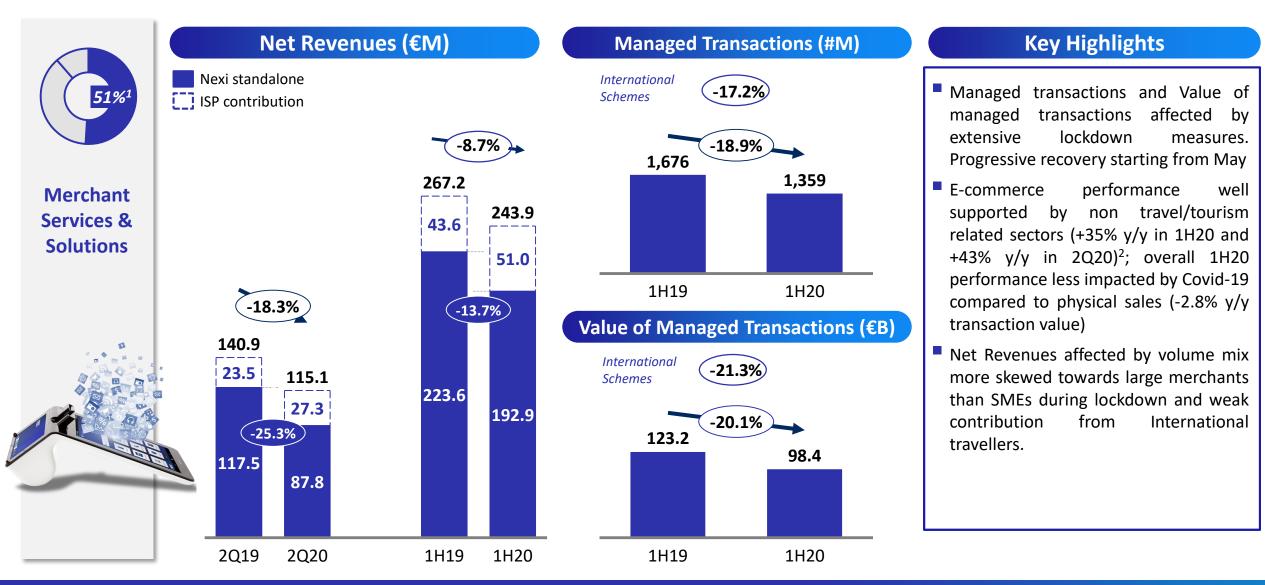
(e.g. personnel, running IT costs, g&a,..)

Net Revenues affected by Covid-19 lockdown measures in 2Q. Strong organic ISP deal contribution and cash cost containment plan support to EBITDA margin



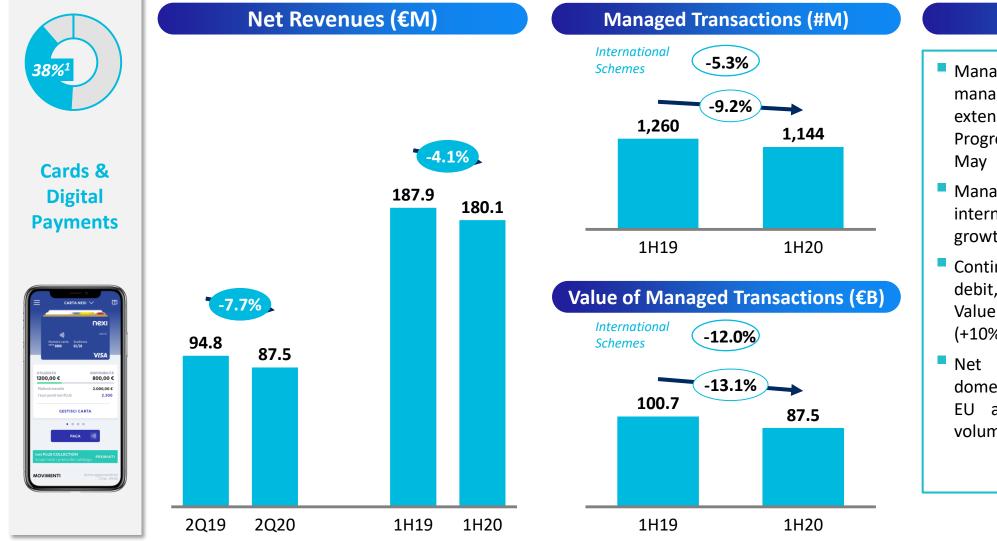
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## Merchant Services & Solutions: ~40% of revenues not impacted by Covid-19





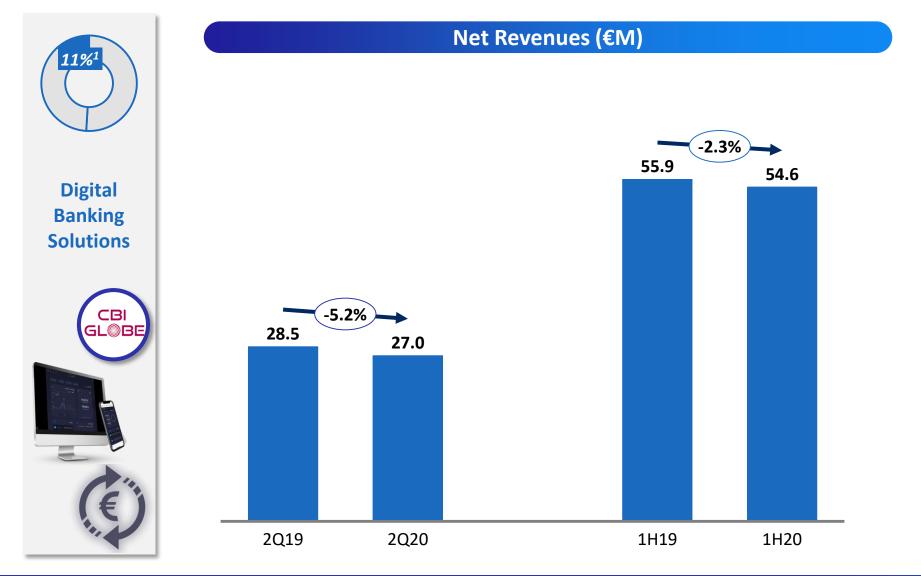
## Cards & Digital Payments: ~60% of revenues not impacted by Covid-19



#### Key Highlights

- Managed transactions and Value of managed transactions affected by extensive lockdown measures.
   Progressive recovery starting from May
- Managed transactions on international schemes back to growth in June 2020
- Continued push on international debit, with increasing cards stock and Value of managed transactions (+10% y/y in June)
- Net Revenues affected by lower domestic travellers spending extra EU and lower commercial cards volumes

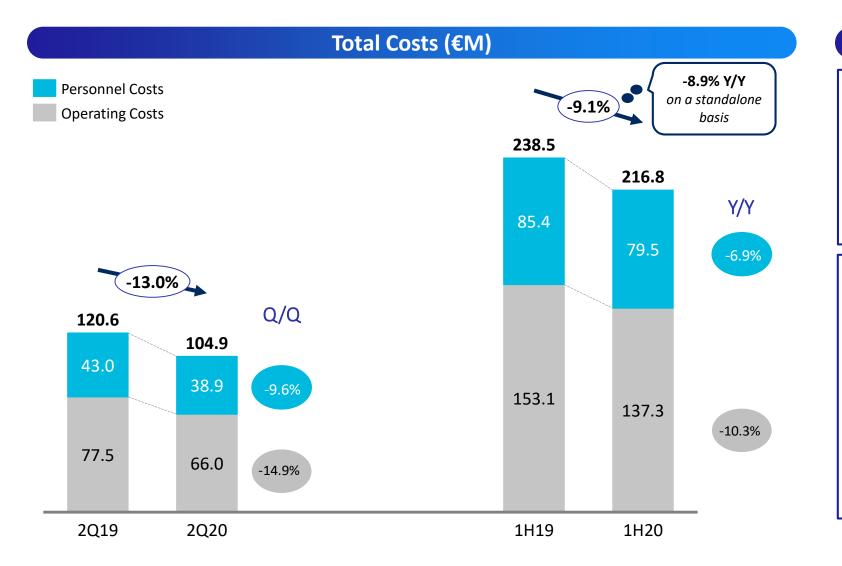
# Digital Banking Solutions: marginally impacted by Covid-19 lockdown



### Key Highlights

- 2Q performance mainly affected by phasing of certain low margin banks-related projects. Expected return to growth in 2H
- Continued roll out of new higher value advanced self banking products/solutions and continued growth of advanced ATMs
- Completed the first wave of the new advanced Digital Corporate Banking platform with partner banks. Live with mobile app
- Nexi Open ecosystem proposition fully launched, banks go-to-market progressing

# Strong costs reduction in the quarter to mitigate the financial impact of Covid-19



### **Key Highlights**

Decrease in total costs (-21.7 €M) mainly driven by:

- well progression on the announced 100+ €M cash cost containment plan
- continued focus on efficiency
- early impacts from implementation of IT strategy

**Limited credit risk exposure** (1H20 LLPs: 2.1 €M acquiring and 2.4 €M issuing, not Covid-19 related)

#### Merchant Services & Solutions:

Diversified exposure across sectors and no direct exposure to riskier sectors (e.g. airlines)

#### Cards & Digital Payments:

Credit risk limited to direct issuing model (~48k cards, equal to ~0.1% of Group total cards) and corporate cards

# Well progressing on 100+ €M cash cost containment plan to mitigate EBITDA and cash flow impact. 27% already delivered in 1H

% realized in 1H20

### Cost containment plan



#### **Volume-base costs**

55%

- Personnel expenses (variable compensation, other related costs)
- Processing: reduction in line with volume trends
- External contact center calls

### **Discretionary spending**

**Operating Expenses** 

- Hiring
- Consulting expenses
- Internal and external events, travels, etc..
- Voluntary waiver by Top management of their 2020 short term variable compensation

Transformation Costs

46%

- Postponement of few activities:
- YAP development
- Other transformation projects

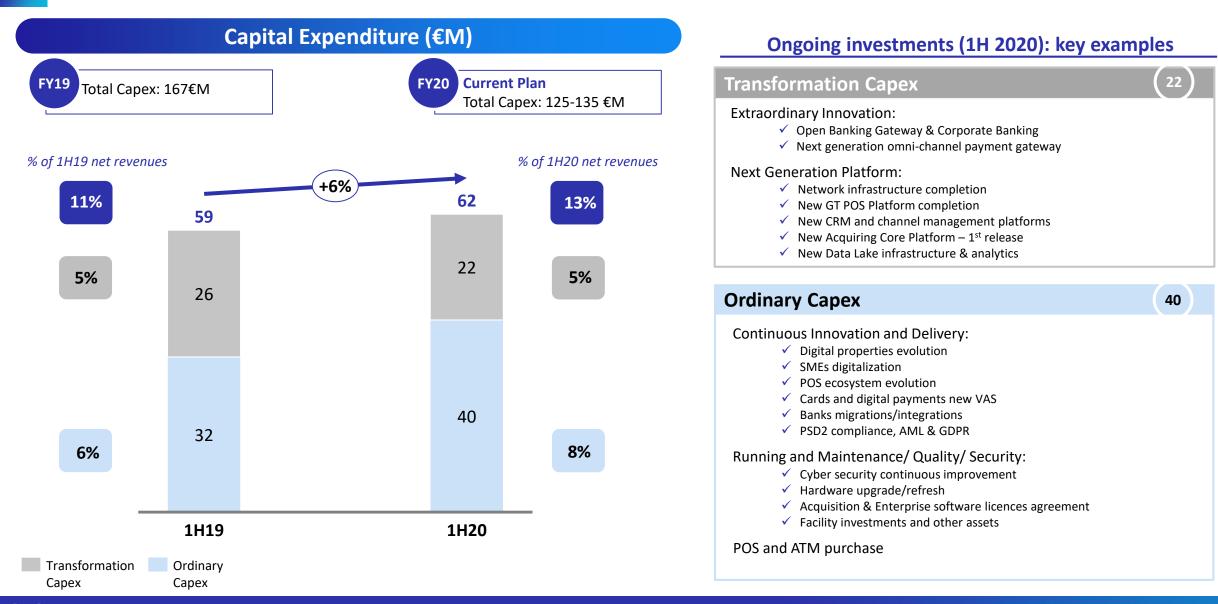
#### Capex

- In 2H20
- Postponement of non strategic project spending (e.g. IT systems optimization)
- Limited re-phasing of IT strategy
- Postponement of real-estate investments

### Confirmed continued focus and investments on key initiatives to drive future growth and efficiency

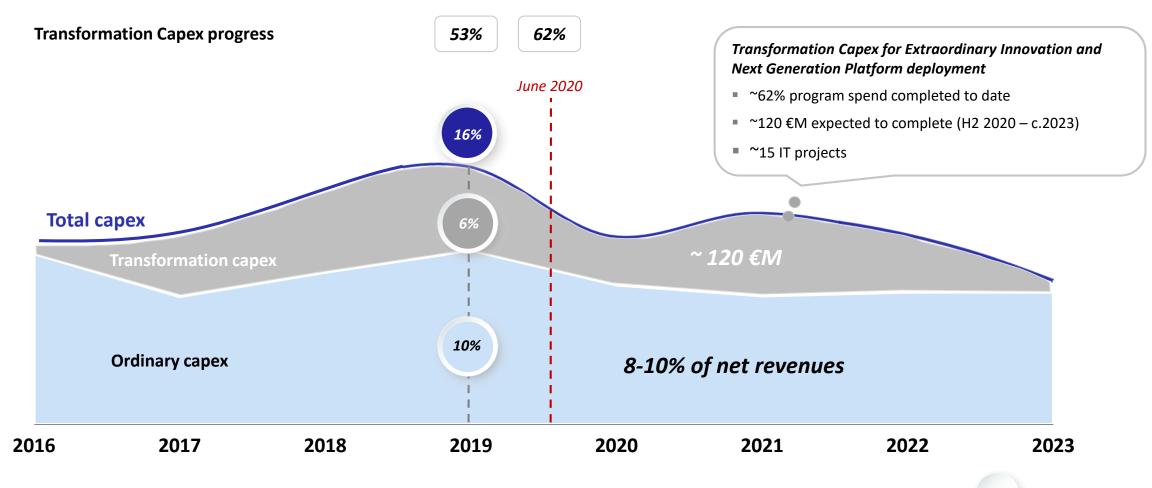


### Continued investments to support quality, innovation and IT transformation



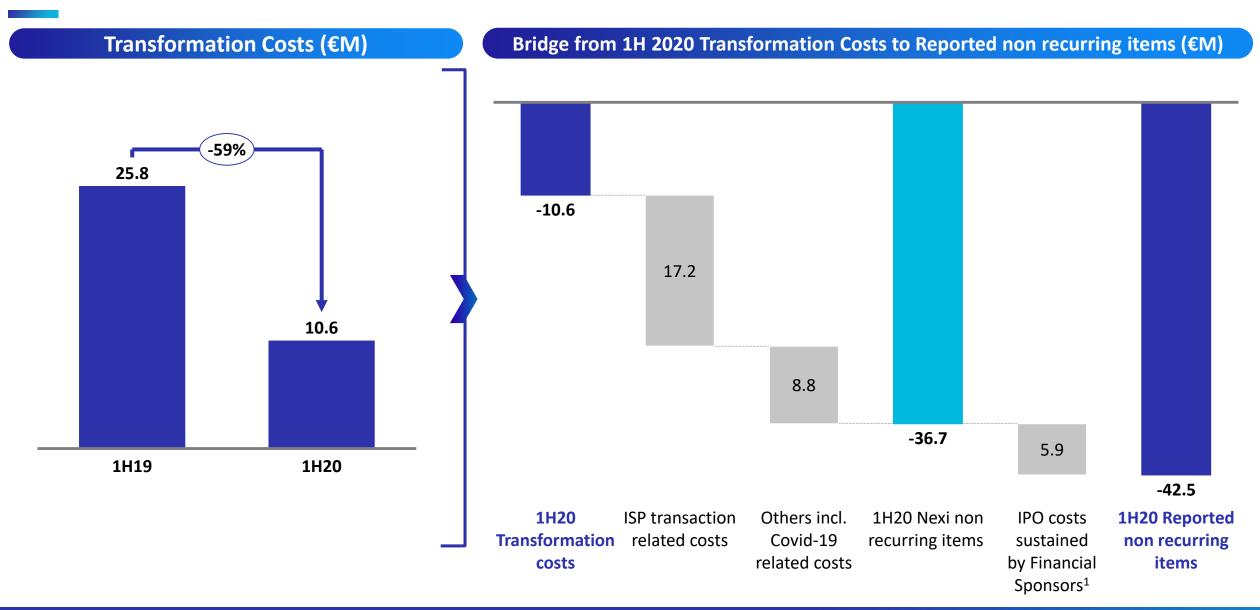
### IT strategy progress now above 60%. ~120 €M expected to completion

Capital Expenditure (€M)



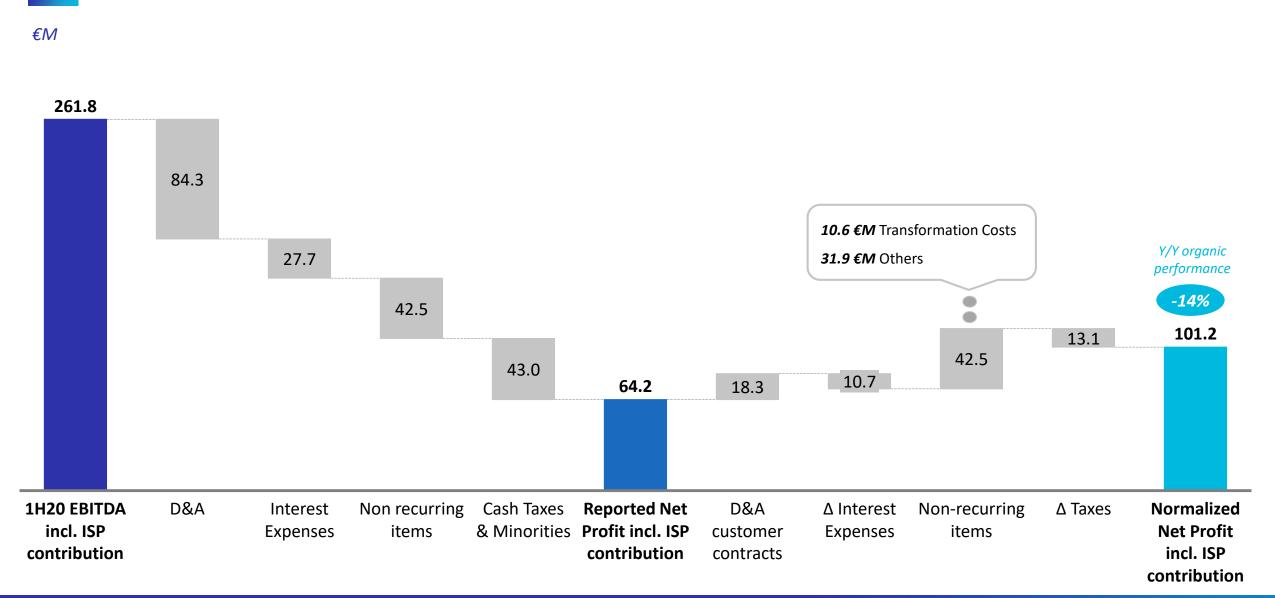
% Capex in % of net revenues

### Transformation Costs down by 59% Y/Y in 1H20



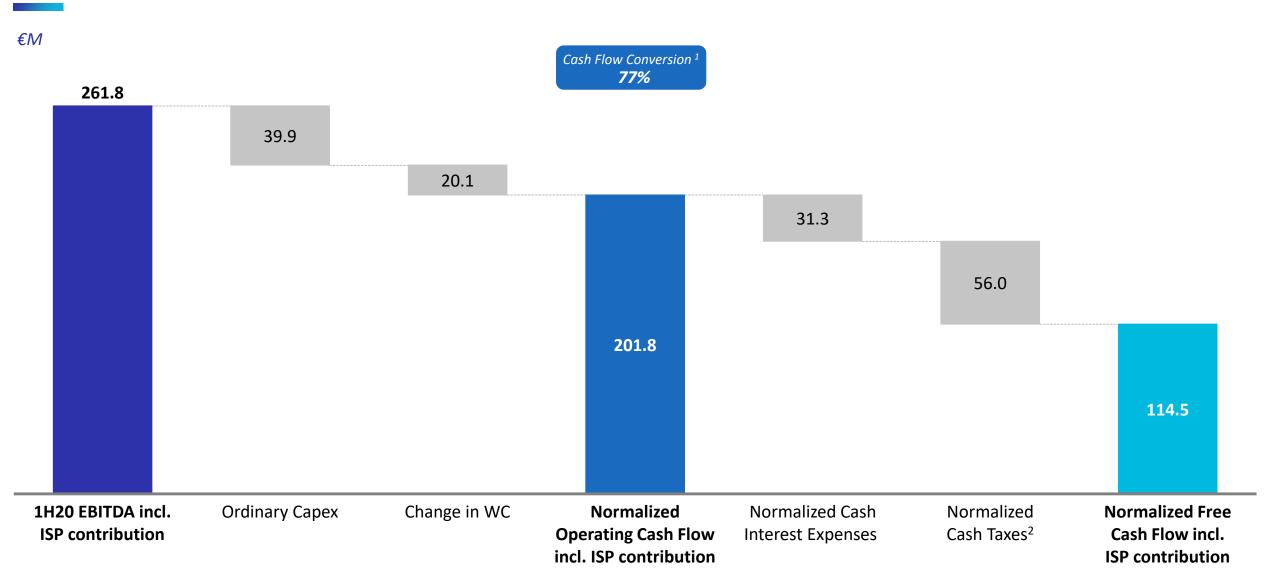


Normalized Net Profit at 101.2 €M including ISP merchant acquiring book contribution, down by 14% Y/Y





Cash Flow conversion at 77% including ISP merchant acquiring book contribution





# Strong cash position. Net Financial Debt / EBITDA temporarily affected by Covid-19

Net Financial Debt (€M)										
June 19 Dec 19 Mar 20 Standalone										
Gross Financial Debt	1,845	1,840	1,843	1,838	2,741					
Cash	(231)	(248)	(307)	(297)	(316)					
Cash Equivalents <sup>1</sup>	(92)	(123)	(116)	(118)	(118)					
Net Financial Debt	1,523	1,470	1,420	1,423	2,307					

Net Financial Debt / EBITDA (€M)



### Key Highlights

Acquisition of the merchant acquiring business of ISP successfully financed by:

- 500 €M equity-linked bond placed in April 2020 (maturity April 2027) and 466.5 €M term loan, granted on June 30th 2020 by a pool of banks (maturity June 2025), which replaced the original 1 €B bridge loan
- Nexi's own cash for the difference

Current Debt structure also includes:

- 1 €B Term Loan due 2024
- 825 €M Fixed-Rate Note due 2024
- Other residual debt (mainly IFRS 16)

Nexi benefits of an **undrawn** 350 €M Revolving Credit Facility, committed to 2024, that further supports its liquidity profile

Weighted average pre-tax cash coupon per annum stable at 1.9%, still well below 3.8% post reorganization in July 2018 and 3.1% post IPO

2020 Guidance suspended. Ambition to grow EBITDA and EBITDA - Capex vs 2019, including ISP book organic contribution

Previous Guidance <sup>1</sup> : suspended								
Net Revenues	5-7% annual net revenue growth over medium term, targeting higher end of the range							
EBITDA	<ul><li>13-16% annual EBITDA growth over medium term</li><li>Continued strong operating leverage</li></ul>							
Non-recurring Items	Rapid further decrease of non-recurring items affecting reported EBITDA							
Сарех	<ul> <li>8-10% ordinary capex as % of net revenues over long term</li> <li>Transformation capex on top of ordinary capex of 142 €M cumulative (2020 – c.2023)</li> </ul>							
Capital Structure & Capital Allocation	<ul> <li>Organic de-leveraging with target net debt of ~2.0-2.5x EBITDA over medium to long term</li> <li>Progressive moderate dividend policy, targeting pay-out ratio of 20-30% of distributable profits in medium to long term</li> </ul>							

### 2020 Ambition

 2020 volume-driven revenues depending on speed of recovery and dynamics by sector



- Possible return to revenue growth by year-end assuming continued path of recovery at current trajectory
- 100+ €M cash cost (Opex/Capex) containment plan to mitigate the impact on EBITDA and cash flow targeting:
  - ➤ EBITDA growth vs 2019 including organic ISP book contribution, broadly in line without. FY2020 EBITDA close to ~600 €M.
  - Material growth in EBITDA Capex with and without ISP contribution
- Strong cash position



			·.				
€M	1H19	1H20	∆% vs. 1H19	2Q19	2Q20	Δ% vs. 2Q19	€M
Merchant Services & Solutions	267.2	243.9	-8.7%	140.9	115.1	-18.3%	Merchant Serv
Cards & Digital Payments	187.9	180.1	-4.1%	94.8	87.5	-7.7%	Cards & Digita
Digital Banking Solutions	55.9	54.6	-2.3%	28.5	27.0	-5.2%	Digital Banking
Operating revenue	510.9	478.7	-6.3%	264.3	229.7	-13.1%	Operating reve
Personnel & related expenses	(85.4)	(79.5)	-6.9%	(43.0)	(38.9)	-9.6%	Personnel & re
Operating Costs	(153.1)	(137.3)	-10.3%	(77.5)	(66.0)	-14.9%	Operating Cos
Total Costs	(238.5)	(216.8)	-9.1%	(120.6)	(104.9)	-13.0%	Total Costs
EBITDA	272.5	261.8	-3.9%	143.7	124.8	-13.2%	EBITDA
D&A	(52.8)	(66.1)	+25.1%	ί.			D&A
Interests & financing costs	(38.4)	(38.4)	+0.0%				Interests & fin
Normalized Pre-tax Profit	181.2	157.3	-13.2%				Normalized Pr
Income taxes	(63.3)	(55.4)	-12.5%				Income taxes
Minorities	(0.3)	(0.8)	n.m.				Minorities
Normalized Net Profit	117.6	101.2	-14.0%				Normalized Ne

### Including organic contribution from ISP

#### Nexi standalone

			<u>.</u>					
€M	1H19	1H20	Δ% vs. 1H19	2Q19	2Q20	Δ% vs. 2Q19		
Merchant Services & Solutions	223.6	192.9	-13.7%	117.5	87.8	-25.3%		
Cards & Digital Payments	187.9	180.1	-4.1%	94.8	87.5	-7.7%		
Digital Banking Solutions	55.9	54.6	-2.3%	28.5	27.0	-5.2%		
Operating revenue	467.3	427.7	-8.5%	240.8	202.4	-16.0%		
Personnel & related expenses	(84.1)	(78.3)	-7.0%	(42.4)	(38.3)	-9.8%		
Operating Costs	(150.3)	(135.2)	-10.1%	(76.1)	(64.9)	-14.8%		
Total Costs	(234.5)	(213.5)	-8.9%	(118.6)	(103.1)	-13.0%		
EBITDA	232.9	214.2	-8.0%	122.3	99.2	-18.9%		
D&A	(52.8)	(66.1)	+25.1%					
Interests & financing costs	(32.8)	(20.8)	-36.7%					
Normalized Pre-tax Profit	147.3	127.3	-13.5%					
Income taxes	(51.5)	(43.9)	-14.9%					
Minorities	(0.0)	(0.4)	n.m.					
Normalized Net Profit	95.7	83.0	-13.3%					
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### Methodological note

- Including organic contribution from ISP: reported P&L excluding one-offs and including ISP merchant acquiring book and assuming the current debt structure since January 1<sup>st</sup>, 2020. Delta y/y: organic delta, i.e. including ISP contribution also in 2019
- Nexi standalone: reported P&L excluding one-offs

# Reported P&L vs Normalized P&L

€M	Reported 1H20	Delta	Normalized 1H20	ISP merchant book contribution	Normalized 1H20 incl. ISP
Merchant Services & Solutions	192.9		192.9	51.0	243.9
Cards & Digital Payments	180.1		180.1		180.1
Digital Banking Solutions	54.6		54.6		54.6
Revenues	427.7		427.7	51.0	478.7
Personnel & related expenses	(78.3)		(78.3)	(1.3)	(79.5)
Operating Costs	(135.2)		(135.2)	(2.1)	(137.3)
Total Costs	(213.5)		(213.5)	(3.3)	(216.8)
EBITDA	214.2		214.2	47.7	261.8
D&A	(84.3)	18.3	(66.1)		(66.1)
Interests & financing costs	(27.7)	7.0	(20.8)	(17.7)	(38.4)
Non recurring items	(42.5)	42.5	-		-
Pre-tax Profit	59.6	67.7	127.3	30.0	157.3
Income taxes	(26.5)	(17.4)	(43.9)	(11.5)	(55.4)
Minorities	(0.4)		(0.4)	(0.3)	(0.8)
Net Profit	32.6	50.4	83.0	18.2	101.2

### **Delta Reported vs Normalized**

**D&A:** D&A customer contracts

*Interests & financing costs:* ~3 €M interest expenses on ISP convertible bond (April-June) and ~4 €M bridge facility

Non recurring items: detailed bridge on slide 24

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