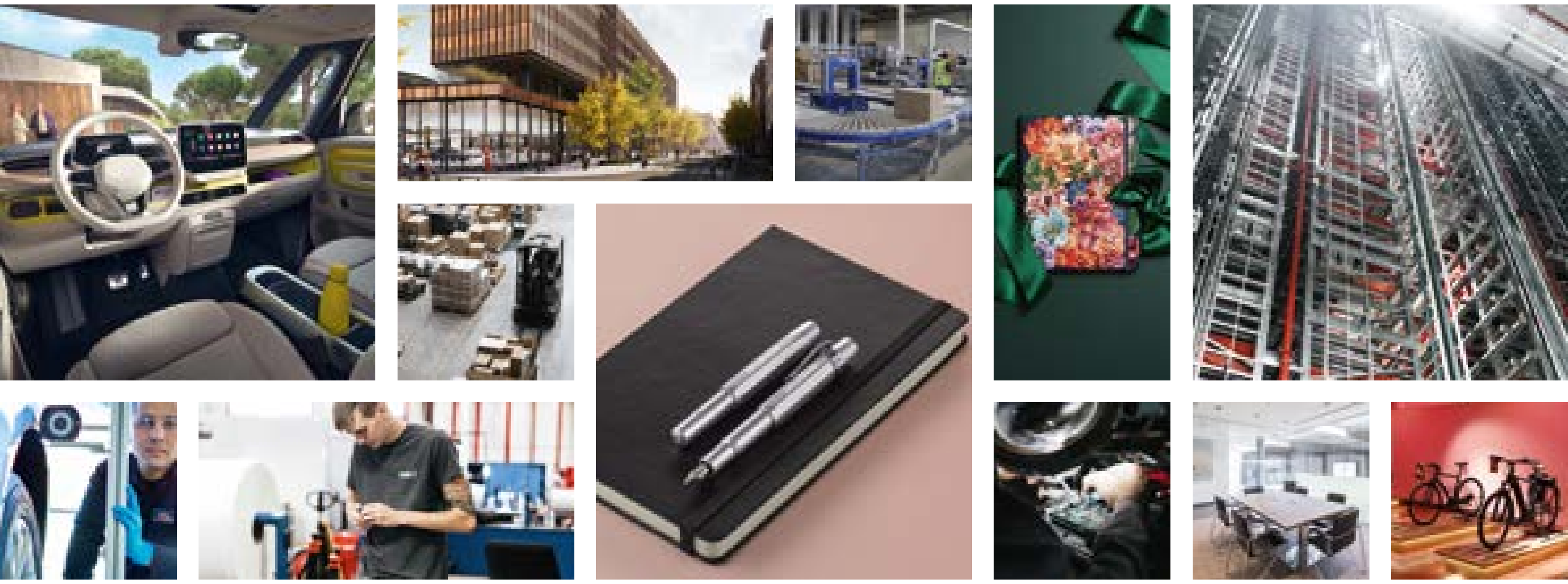
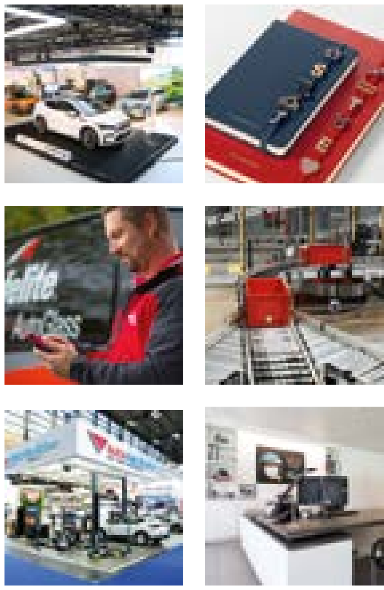
1805
D'Ieteren Group

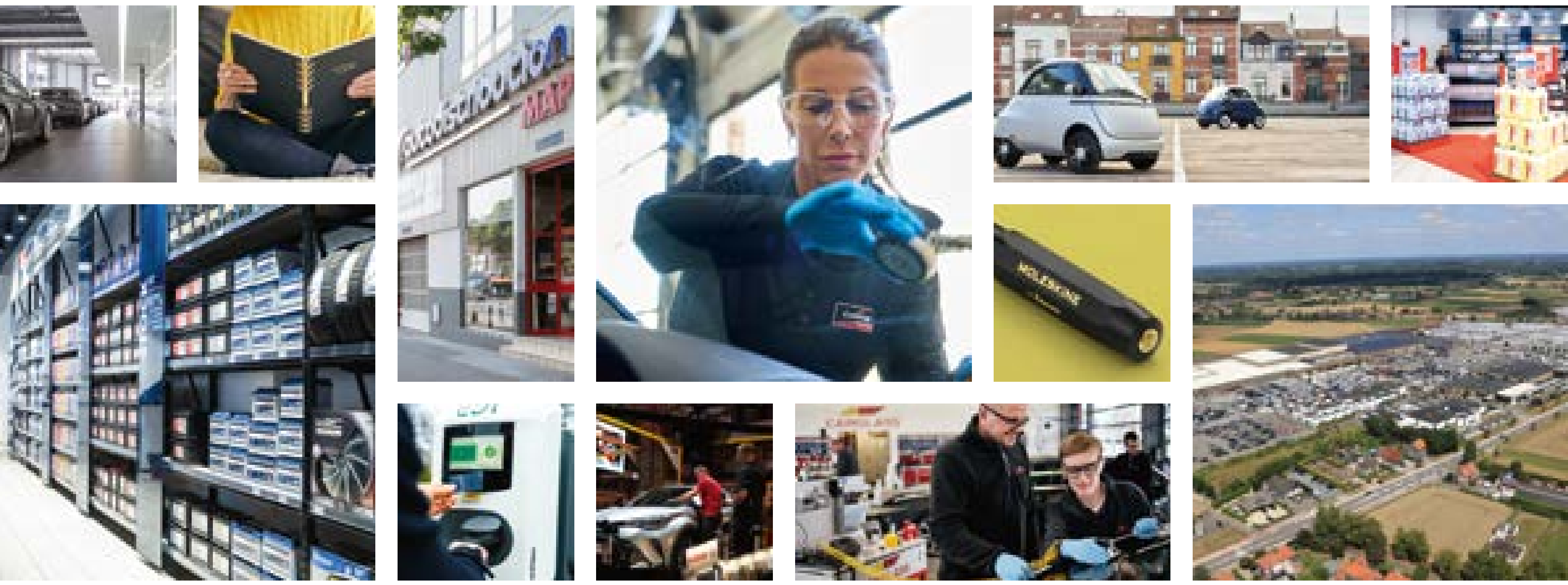
› START





Integrated Report 2022

D'Ieteren BELRON MOLESKINE D'Ieteren Immo TVH PHE PARTS HOLDING EUROPE

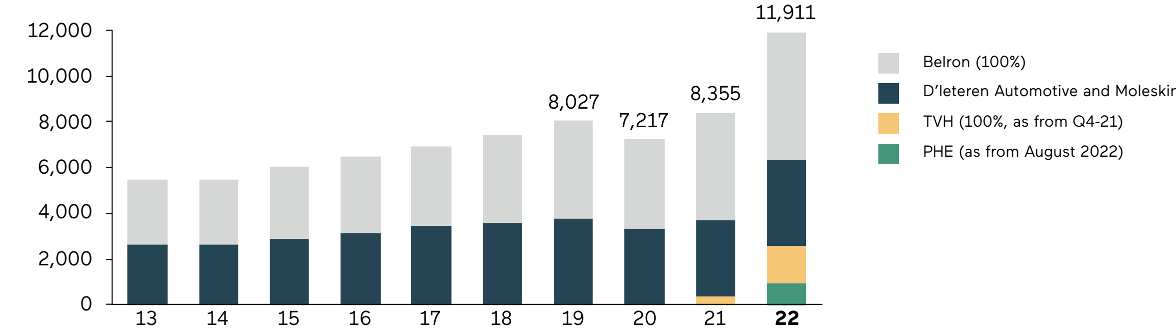


Key indicators

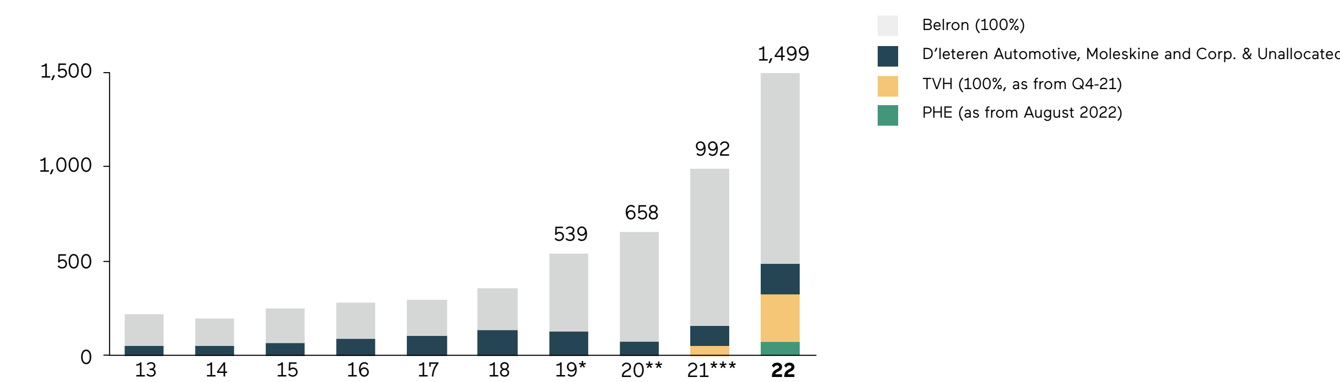
Consolidated results (€ million)	**2013**	**2014**	**2015**	**2016**[1]	**2017**	**2018**	**2019**[10,11]	**2020**[10,12]	**2021**[10,13,16]	**2022**[10,15]
Revenues (IFRS)	5,470.5	5,453.1	6,035.4	6,471.7	3,455.1[2]	3,578.1[2]	3,798.8[2]	3,318.0[2]	3,360.5[2]	4,714.6[2]
Combined revenues[4]	5,470.5	5,453.1	6,035.4	6,471.7	6,941.3	7,417.8	8,026.9	7,216.8	8,355.3	11,910.6
Combined *adjusted* operating result[3,4]	220.2	198.6	248.5	281.1	300.9	357.9	539.1	657.9	991.5	1,499.1
Adjusted result, Group's share:										
- before tax[3,5]	177.6	157.2	212.1	241.6	247.9	226.1	295.2	328.7	506.1	733.4
- after tax[3]	136.1	144.0	186.5	215.3	194.8	182.2	211.6	228.8	366.5	528.8
Group's share in the net result for the period[6]	114.0	-11.1	130.7	49.9	112.6	1,048.0	66.1	138.8	252.4	338.6
Financial structure (€ million)										
Equity of which:	1,725.2	1,644.8	1,735.1	1,683.5	1,760.5	2,655.4	2,646.9	2,727.2	2,976.3	3,177.9
- Capital and reserves attributable to equity holders	1,723.6	1,644.2	1,733.3	1,683.0	1,764.3	2,655.1	2,646.3	2,723.7	2,975.9	3,165.2
- Minority interest	1.6	0.6	1.8	0.5	-3.8	0.3	0.6	3.5	0.4	12.7
Net debt Group's share[9]	467.6	559.9	534.5	952.7	946.3	87.3	477.7	310.4	1,592.3	3,453.9
Data per share (€)										
Group's share in the net *adjusted* result for the period[3,6,7]	2.47	2.29	3.32	3.92	3.55	3.32	3.88	4.22	6.80	9.83
Group's share in the net result for the period[6,7]	2.07	-0.20	2.38	0.91	2.05	19.12	1.21	2.56	4.68	6.29
Gross dividend per ordinary share	0.80	0.80	0.90	0.95	3.80[8]	1.00	1.00	1.35	2.10	3.00
Capital and reserves attributable to equity holders	31.17	29.73	31.34	30.43	31.90	48.01	47.85	50.10	54.74	58.22
Share Information[7] (€)										
Highest share price	37.36	37.68	37.59	45.16	45.88	40.08	63.10	68.60	175.70	183.00
Lowest share price	29.21	27.66	27.36	26.08	35.84	32.36	32.46	36.10	65.10	118.00
Share price as at 31/12	36.20	29.30	34.42	42.00	37.54	32.92	62.60	67.80	171.60	179.20
Average share price	34.39	31.95	32.74	37.84	40.90	36.11	43.28	52.36	113.19	154.38
Average daily volume (in number of shares)	46,024	40,302	43,418	47,723	39,457	42,142	54,800	48,005	44,534	66,569
Market capitalisation as at 31/12 (€ million)	2,002.0	1,620.1	1,903.2	2,322.7	2,035.4	1,782.2	3,461.9	3,686.1	9,329.5	9,742.7
Total number of shares issued	55,302,620	55,302,620	55,302,620	55,302,620	55,302,620	55,302,620	55,302,620	54,367,928	54,367,928	54,367,928
Workforce[4] (full time equivalents)	27,246	26,810	27,970	28,348	31,222	32,951	31,691	28,455	36,549[14]	46,570
CO_2 emissions [17] scope 1 & 2 (tCO_2e)								118	98	77
CO_2 emissions [18] scope 3 (tCO_2e)								83,394	89,994	91,517

1. Includes Moleskine as from 1 October 2016.
2. Belron is classified under discontinued operations between 1 January 2017 and February 2018. Equity accounting from 7 February 2018 onwards.
3. Excluding *adjusting* items.
4. Including Belron and TVH at 100%.
5. The *adjusted* result before tax, Group's share, includes the Group's share in the *adjusted* result before tax of the entities accounted for using the equity method.
6. Result attributable to equity holders of D'Ieteren Group, as defined by IAS 1.
7. Calculated in accordance with IAS 33.
8. Includes an extraordinary dividend of EUR 2.85.
9. APM - see glossary page 60.
10. Post - IFRS 16.
11. As restated to reflect the fair value adjustment of the contingent liability relating to the disposal in 2018 of the 40% stake of Belron to CD&R.
12. As restated to reflect the IFRS® Interpretations Committee (IFRiC) final decisions on cloud computing arrangements.
13. TVH included as from Q4-21
14. As of 2021, the number of FTEs is communicated at year-end instead of average.
15. PHE included as from August 2022.
16. 2021 figures have been restated at TVH to improve the consistency of accounting policies across all affiliates, to reflect the purchase price allocation of TVH finalized by the Group in the second half of 2022 and at Belron to reflect a reclassification of -€21.0m of fees from system integrators in relation to the business transformation programme from *adjusted* result to *adjusting* items in the Belron segment.
17. D´Ieteren Group Holding.
18. Emissions from investments, category 15 of the GHG protocol englobes more than 99% of the Holding´s scope 3 emissions. These inlcude the scope 1 & 2 of 55.67% of Belron, D´Ieteren Automotive´s historical scope, Moleskine, D´Ieteren Immo and 40% of TVH. For more information see p. 31 of the report.

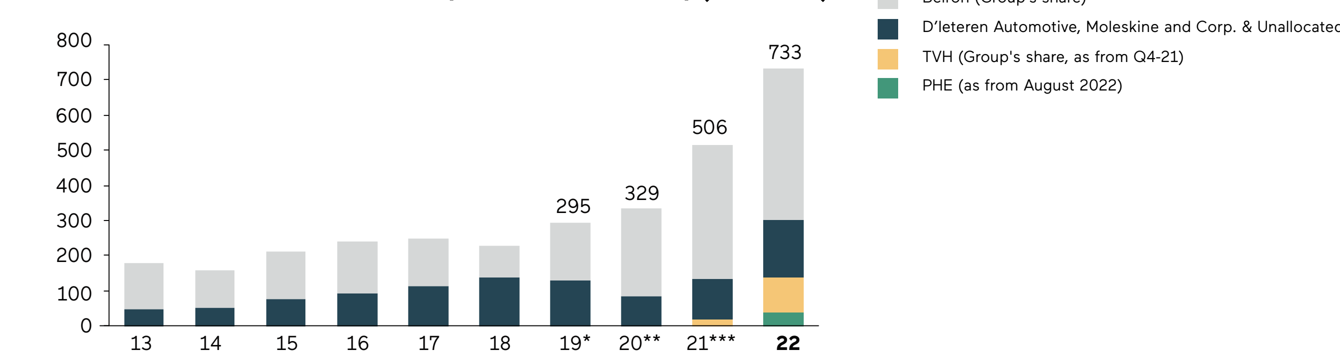
COMBINED REVENUES (€ million)



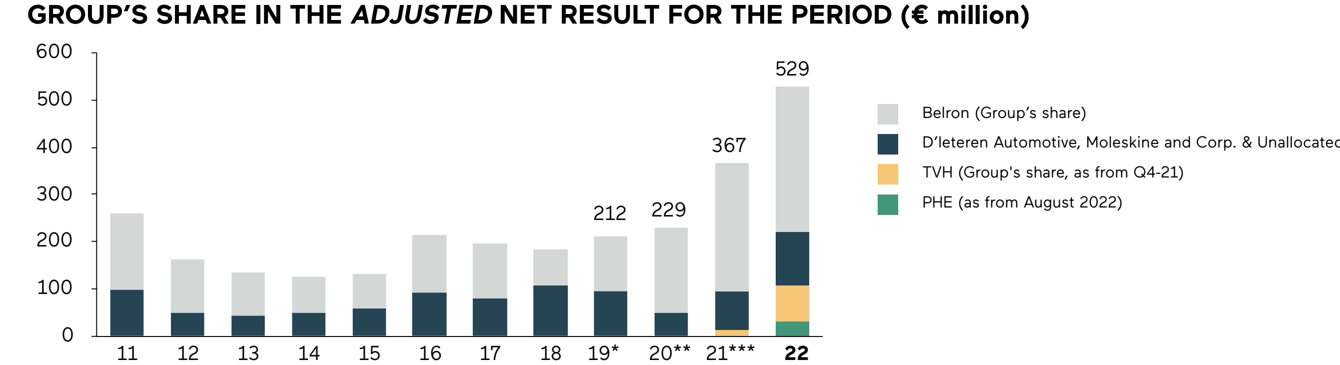
COMBINED *ADJUSTED* OPERATING RESULT (€ million)



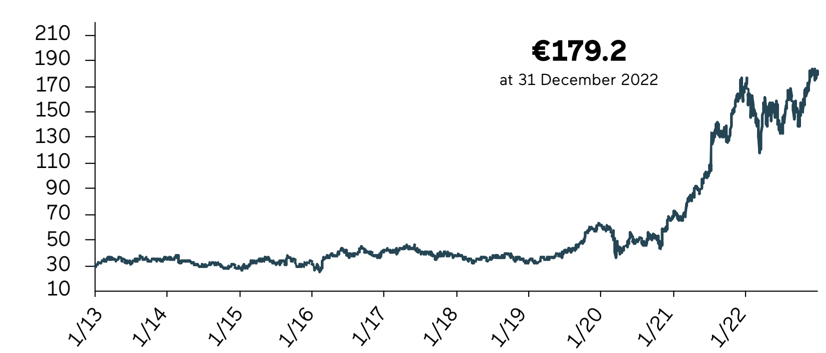
ADJUSTED RESULT BEFORE TAX, GROUP'S SHARE, (€ million)



GROUP'S SHARE IN THE *ADJUSTED* NET RESULT FOR THE PERIOD (€ million)



D'IETEREN'S SHARE PRICE SINCE 2013 (€)



* As from 2019, post-IFRS16
** As restated to reflect the IFRS® Interpretations Committee final agenda decisions on cloud computing arrangements
*** 2021 figures have been restated at TVH to improve the consistency of accounting policies across all affiliates, to reflect the purchase price allocation of TVH finalized by the Group in the second half of 2022 and at Belron to reflect a reclassification of -€21.0m of fees from system integrators in relation to the business transformation programme from *adjusted* result to *adjusting* items in the Belron segment.

History

From coachbuilder to long-term investor

1805

COACHBUILDING AND WHEELRIGHTING

In 1805, Jean-Joseph D'Ieteren opens his business by working as a coachbuilder. Over the decades, generations of entrepreneurs have succeeded one another, extending the services offered by the company in the automotive industry. In 1931, D'Ieteren becomes the distributor of the US car brands, Studebaker, Pierce-Arrow and Auburn. In 1948, it becomes the premium importer of Volkswagen Group vehicles in Belgium.

1929

D'IETEREN IPO

D'Ieteren goes public to finance the development of its production facilities as well as its export activities.

1989

ACQUISITION OF AVIS EUROPE

D'Ieteren enlarges its global footprint by acquiring Avis Europe, a leader in the short-term vehicle rental market.

1999

ACQUISITION OF BELRON

D'Ieteren acquires Belron, the world leader in vehicle glass repair and replacement.

2011

SALE OF AVIS EUROPE

D'Ieteren withdraws from short-term vehicle rental by selling its 59.6% stake in Avis Europe to Avis Budget Group.

2016

ACQUISITION OF MOLESKINE

D'Ieteren acquires Moleskine, the world-renowned aspirational lifestyle brand.

CREATION OF D'IETEREN IMMO

The real-estate assets of D'Ieteren are grouped under a new entity: D'Ieteren Immo.

2018

SALE OF A MINORITY STAKE IN BELRON

D'Ieteren strengthens its investment capacity by selling a minority 40% stake in Belron to CD&R, an international investment company. In 2021, CD&R sells a part of its shares to 3 new shareholders.

2021

D'IETEREN AUTOMOTIVE CARVE-OUT

The two entities, until then merged under the legal entity, D'Ieteren SA/NV, become two separate entities: D'Ieteren Group and D'Ieteren Automotive.

ACQUISITION OF A 40% STAKE IN TVH

In late 2021, D'Ieteren Group closes the acquisition of a 40% stake in TVH. The Belgian company, launched by the Thermote and Vanhalst families, is a global leading independent distributor of aftermarket parts. Established in Belgium in 1969, it is active in 28 countries and provides spare parts for material, industrial, construction and agricultural equipment and accessories.

2022

ACQUISITION OF PHE

In February, D'Ieteren Group announces the acquisition of Parts Holding Europe, Western European leader in spare parts distribution and services for vehicles. Active in an industry D'Ieteren Group knows well, PHE has a highly experienced management team with a strong track record, is a good fit for D´Ieteren Group in cultural and strategic terms and has several value creation levers identified for the long-term.

Content

About D'Ieteren Group

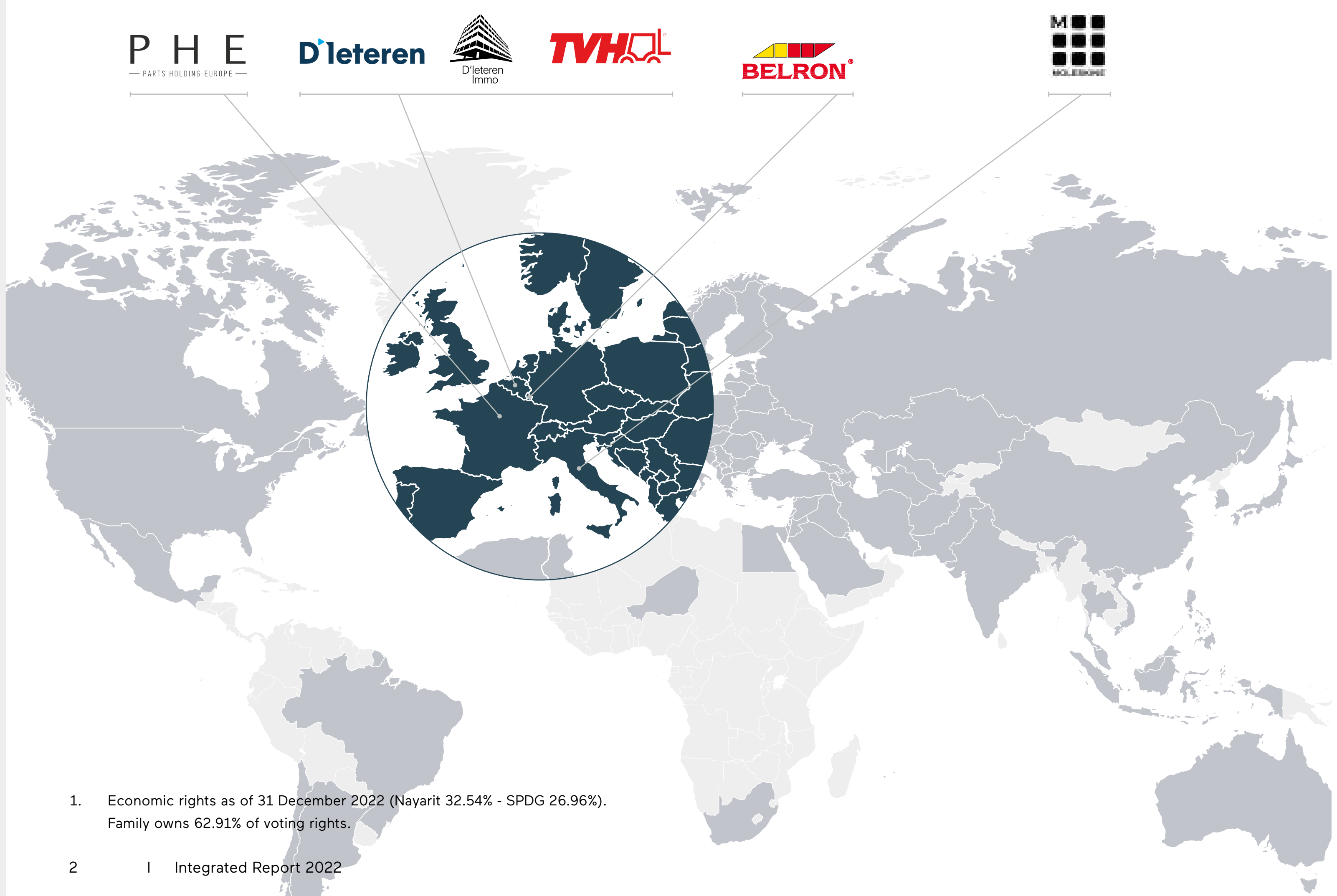
A family-controlled, listed investment company with an international portfolio.

D'Ieteren family
59.50%[1]

Free float
38.19%

Own shares
2.31%

D'IeterenGroup 1805



1. Economic rights as of 31 December 2022 (Nayarit 32.54% - SPDG 26.96%). Family owns 62.91% of voting rights.

D'Ieteren — 100% owned

D'Ieteren Automotive is the official importer of Volkswagen brands in Belgium. It is the #1 car distributor in Belgium with a market share of 22.5%. It also controls 3 out of 25 dealership market areas in the country. To complete its offering, the company sells used vehicles and provides maintenance, financing and leasing services, and has recently launched a bike division. It also invests in new mobility services through Lab Box, its start-up incubator.

Financials
- 2022 Sales: €3,610m
- 2022 *Adjusted* operating result: €139m

Workforce (number of FTEs as of 31 Dec): 2,401

Belron — 50.01% owned*

Belron is the worldwide leader in Vehicle Glass Repair, Replacement and Recalibration («VGRRR»). In 2022, Belron served 15 million consumers in 37 countries with a focus on service quality, generating a very high level of customer satisfaction.

* Other shareholders: CD&R / GIC, H&F and Blackrock / Management, Employees and Founding family

Financials (at 100%)
- 2022 Sales: €5,574m
- 2022 *Adjusted* operating result: €1,017m

Workforce (number of FTEs as of 31 Dec): 29,799

Moleskine — 100% owned

Moleskine is an iconic, inspirational brand born from the heritage of a legendary notebook. Moleskine is based in Milan, Italy, and sells its products globally through a multi-channel distribution platform. Its product portfolio goes beyond the original notebooks to encompass planners, writing tools, bags, reading accessories as well as a Smart Writing Set and mobile apps.

Financials
- 2022 Sales: €143m
- 2022 *Adjusted* operating result: €21m

Workforce (number of FTEs as of 31 Dec): 310

TVH — 40% owned*

A parts specialist since 1969, TVH is a leading global independent distributor of aftermarket parts for the material handling, construction and industrial sectors, and agricultural equipment. Based in Waregem in Belgium it operates 81 branches across every continent.

* Other shareholders: Thermote family

Financials (at 100%)
- 2022 Sales: €1,622m
- 2022 *Adjusted* operating result: €258m

Workforce (number of FTEs as at 31 Dec): 4,907

D'Ieteren Immo — 100% owned

D'Ieteren Immo is D'Ieteren Group's real estate company in Belgium. Assets include offices, workshops, dealerships, logistics centers, residential units, car parks, and landbanks – mainly occupied by D'Ieteren Automotive. In addition, D'Ieteren Immo supports its customers with real estate advice, as well as an innovative range of services.

Financials
- 2022 Net Rental Income: €22m
- 2022 Portfolio Fair Market Value: €308m

Workforce (number of FTEs as at 31 Dec): 41

PHE — 91% owned*

PHE is an omni-channel distribution leader in the independent aftermarket for vehicle spare parts, present in 6 Western European countries: France, Spain, Italy, and the Benelux. Its mission is to promote affordable and sustainable mobility. This is made possible by its people and its integrated and digitally enabled operating model based on logistical excellence and superior distribution density.

* Other shareholders: management, several partners and independent distributors

Financials
- 2022 Sales: €2,260m
- 2022 *Adjusted* operating result: €178m

Workforce (number of FTEs as at 31 Dec): 9,112

PHE
PARTS HOLDING EUROPE

Letter from the Chairman

Ladies and Gentlemen,
Dear shareholders,

A long-lasting relationship can only be achieved if it relies on respect, trust, and mutual understanding. This is my belief. As I write these words, we are celebrating the 75th anniversary of our partnership with the Volkswagen Group, which was initiated by my grandfather, Pierre D'Ieteren. A partnership that has remained solid across three generations on both sides and that has proven its resilience in the face of technological innovation and a changing business environment.

Simultaneously, over recent decades, we have been able to build long-term relationships with all our businesses by developing solid and fruitful ties. These relationships have been fostered by each business's ability to inspire us all, day-by-day. We have found those common values in PHE, our latest investment, which we are convinced will offer thrilling development perspectives, in terms of both geographies and market growth. I would like to reiterate my warm welcome to them into the D'Ieteren Group family.

While challenging years seem to follow one another and tend to become the new normal, 2022 has again tested our resilience. The outbreak of war at Europe's borders, spiking levels of inflation unheard of for decades, unstable energy markets, and continued supply chain disruptions have led our businesses to question some deep-seated processes and adapt their strategies.

Against such a challenging background, our businesses have continued to accomplish what they excel at: adapting, seizing opportunities, and reinventing themselves. The Group's performance in 2022 was yet more proof of our agility in difficult economic surroundings as we achieved another record year and delivered on our ambitious promises in various dimensions.

2022 has shown that our sensitivity to the world's condition is as important to the Group as it is to future generations of stakeholders. We, entrepreneurs and investors, are mindful of our responsibilities and the role we can play in the sustainable development of our society for the good of our planet.

As always, to realise this transition, we focus on our customers, and for this we can count on our people, and their engaging leaders. Their talent, associated with their knowledge of the business and sense of entrepreneurship, are key to achieving our ambitions in all our subsidiaries.

This year also marks a change at the helm of Belron. To continue its successful trajectory, Carlos Brito has taken over as CEO last March following Gary Lubner's decision to step down. We look forward to seeing Carlos pursuing the growth of the company with his broad experience.

It is still clear, however, that there can be no meaningful transition without strong, forward-looking governance. At D'Ieteren Group, as a family business, our governance aims for sustainable, long-term value creation. With this in mind, we are continuously making sure that our Board encompasses the skills that are required to pursue our growth journey. Last year, we had the pleasure of welcoming Hugo De Stoop, CEO of Euronav, as one of our non-Executive Directors.

With constantly renewed passion, we will pursue our mission to support our businesses in search of excellence and meaningful impact and thereby creating long-term value for our stakeholders.

I hope that this report will leave you with a sense of the remarkable work achieved by our talented people within each business and our corporate team. I would like to thank them all personally and on behalf of the Board of Directors.

Nicolas D'Ieteren
Chairman of the Board

A growing, engaged and supportive family of businesses

Message from Francis Deprez,

CEO D'Ieteren Group

It feels good to see that the strategy we have been pursuing for the past four years is working so well. Today's D'Ieteren Group is very different from just two years ago, in terms of portfolio composition, results delivered, the momentum and talent bench in our businesses, the investments made for the future and, last but not least, the way we interact across all activities.

A growing family of businesses

During 2022, we have been very fortunate to expand our family of businesses with Parts Holding Europe, thus adding a fifth growth platform to the Group, after our 40% investment in TVH in 2021.

This has allowed us to generate combined revenues in 2022 close to 12 billion euros, 42.6% more than the 8 billion euros of the previous year. In Group's share revenues, we landed at 8.2 billion euros in 2022.

This has also led to a substantially growing bottom line, reaching 1.5 billion euros in combined adjusted operating results vs 990 million euros the year before, or 836 million euros in the Group's share of adjusted operating results for 2022.
As to the key performance indicator that we typically use for our guidance, we have grown the Group's share of profit before tax by 50.9% to 733 million euros. With that, we are fully on track to achieve our medium-term goal of around 1 billion euros profit before tax, Group's share, which we communicated during our Investor Day at the end of April 2022.

An engaged family of businesses

I am particularly enchanted by the exceptional level of employee engagement throughout 2022, and this despite the many uncertainties and unforeseen challenges that the world has been confronted with. Belron maintained an all-time high score of 86% in employee engagement, with D'Ieteren Automotive not far behind at 84% and TVH close after at 81%. Moleskine and PHE have also continued to operate with highly energized teams. I would like to take advantage of this CEO letter to express my heartfelt gratitude to all our 46,000 collaborators for their outstanding work and commitment.

This letter is also a tribute to the strength of the leadership teams at our businesses: it is thanks to them that engagement levels have remained so high. During 2022, we continued to add talents to our corporate team by incorporating a Digital Director. We also broadened the management benches at our activities across different levels and functions, both with internal promotions and by recruiting external senior leaders. Most notably, we have appointed Carlos Brito as the new CEO of Belron. On 1 March 2023, he stepped into the very big shoes of Gary Lubner, who is retiring after 22 highly successful years as CEO but will remain a Belron Board member. Let me also use the occasion of writing our Annual Report letter to thank Gary once more for his exemplary and inspiring leadership in building the exceptional company Belron is today.

We have put the same enthusiasm into continuing to build our ESG journey. In particular, we have committed to having 100% of our businesses with a validated science-based target by the end of 2025. In 2022, Belron was the first to submit a concrete target to SBTi.

A supportive family of businesses

The level of responsiveness and resilience that everyone has shown during the unexpected turbulences of 2022 has been remarkable, ranging from tackling the continued supply-chain issues for spare parts and cars across the world to taking emergency decisions in response to the fallout of the war in Ukraine or to the rapid rise of inflation in both Europe and the US during the year. Corrective measures were taken rapidly where needed, support was given and solidarity was shown.

2022 was also the year where we continued to invest massively in the future development of each of our businesses. At Belron and TVH, the implementation of their respective digital transformation programs, Fit for Growth and Innovatis, moved forward, and substantial investments were made to guarantee their success. At D'Ieteren Automotive, several acquisitions were undertaken to expand the scope of mobility services, for instance of bike shops, taxi services and solar panel services. And PHE continued moving forward with its consolidation strategy, making additional acquisitions across its footprint, in particular in Spain and Italy. The same goes for TVH, with acquisitions in Portugal and the UK, and for Belron, with no less than 23 bolt-on acquisitions during the year.

Finally, now that we have five growth platforms in the Group, we are in an ideal position to intensify the exchange of best practices across the businesses, be it in ESG, digital transformation, logistics and supply chain, or finance-related topics. In 2023 we are embarking on a more structured best-practices exchange program, bringing together functional leaders from across the portfolio. We let them build communities of executives so that they can compare notes and start learning from each other. This initiative fits very well with our D'Ieteren Group values, which are about entrepreneurship, courage, curiosity, respect, and care.

* * *

We look back to 2022 with deep gratitude. While the environment remains highly uncertain, we look to 2023 and beyond with great confidence that our family of businesses will remain agile and resilient.

Francis Deprez,
CEO D'Ieteren Group

Highlights 2022

Acquisition of PHE and sale of Mondial Pare-brise

In August, D´Ieteren Group closed the acquisition of Parts Holding Europe (PHE), a Western leader in the distribution of vehicle spare parts present in six European countries. Later on, PHE entered into exclusive negotiations with MACIF to dispose of its specialized glass repair activity business Mondial Pare-Brise in accordance with the remedies imposed by the EU´s competition law.

P H E
PARTS HOLDING EUROPE

Carlos Brito to succeed Gary Lubner as CEO of Belron

The company has announced the appointment of Carlos Brito, one of the world's top business leaders, as Chief Executive Officer at Belron Group. He joined the company in January and occupies the position since March 2023, following a handover period. Gary Lubner, who has been Belron's CEO since 2000, will remain on the Board of Belron Group following the handover.

D'Ieteren Group sets a carbon emission reduction target

In 2022, the D'Ieteren Group committed to the Science Based Target Initiative (SBTi), with the goal of having 100% of its portfolio companies obtain validation of their SBTs by the end of 2025.

TVH "Nudge Stars" complete a quarter triathlon

This life-changing journey, as the project is called internally at TVH, is part of its Nudge Health Policy. Through Nudge, the company encourages its employees to make healthier choices by setting up initiatives on mental well-being, nutrition, and sports. This time, they went one step further and, on the 26th of May, 20 TVH colleagues successfully completed a quarter triathlon in Izegem, Belgium.

An even bigger Spirit of Belron Challenge

In September, almost 10,000 Belron colleagues joined the company´s major fundraising event, the Spirit of Belron Challenge, and raised over €2.2 million for their special charity partner, Afrika Tikkun. This year they combined their virtual challenge and sports day at Dorney Lake, with 27 countries taking part. During the week of the event, participants cycled, ran, walked, swam, and travelled by wheelchair more than 184,700 kilometers, or 4.6 times around the world!

EDI's acquisition of GoSolar

Through its acquisition of Go olar, EDI, Belgium's leader in the marketing and installation of electric vehicle charging stations, completes its offer to motorists by offering them the opportunity to be both producers and consumers of energy.

60-Year Anniversary of Autodistribution

With more than 5,500 employees, PHE´s distribution network in France Autodistribution, has put its experience and know- how in multi-brand automobile and heavy goods vehicle parts at the service of its customers since its creation in 1962.

TVH obtains the Ecovadis Bronze medal

TVH has achieved another milestone in its sustainability performance by obtaining the Bronze Medal awarded by EcoVadis, a global rating organization. TVH was in the top 20% of companies rated by EcoVadis in the "Wholesale of other machinery and equipment industries" category, reflecting the company´s larger sustainability vision: "contributing our part now for future generations".

D´Ieteren to import Microlino

D´Ieteren Automotive becomes Microlino distributor for the Belgian market, as part of the company´s aim to become a major player in the alternative and sustainable mobility sector. The first Microlino will be delivered to Belgian customers in the first half of 2023.

Marcello Treglia appointed CFO of Moleskine

Marcello Treglia has been appointed as Moleskine´s new Chief Financial Officer, taking responsibility over the group's financial operations and management. He joined the company in February 2022 and brings extensive experience and expertise in international retail built through his multiple finance executive roles across Italy and the Americas.

Euronext Brussels Award

D'Ieteren Group has received the Euronext Brussels 2022 Sustainable Growth Award. The award is granted to the company with the best result in the combined ranking of its ESG score and its stock price performance over the past decade.

Sustainable Growth Award 2022

D'Ieteren Group announces the launch of a transformational project for its headquarters in Brussels

In response to the growth of the Group´s businesses and the changing urban environment, D'Ieteren Group is consolidating its presence in Brussels by launching a project to transform its historic headquarters. The site's transformation aims to be multifunctional and sustainable by integrating the needs of the neighbourhood and the environment.

❬ ❭

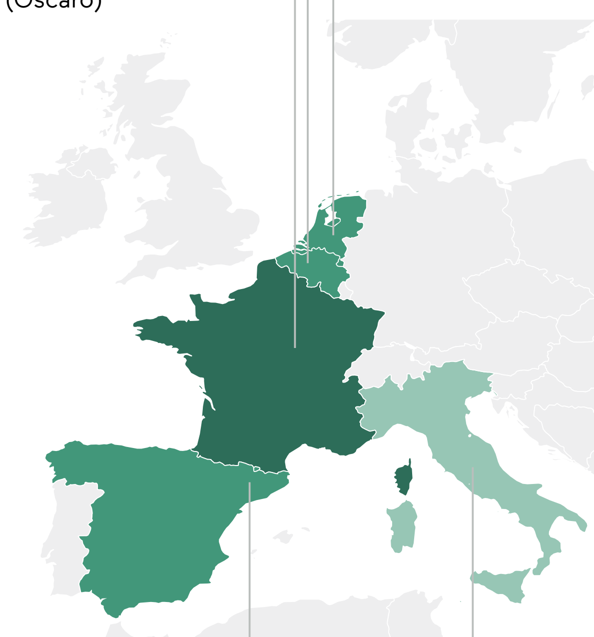
PHE

— PARTS HOLDING EUROPE —

#4 in The Netherlands

#2 in Belgium

#1 in France
#1 in French e-commerce B2C (Oscaro)



#1 Growing presence in Spain

#1 in Italy

A leader in the Independent After Market ('IAM') for vehicle parts distribution

Parts Holding Europe (PHE) is a critical spare parts distribution partner and services provider in the IAM[1] ecosystem for light vehicles and trucks.

Founded in 1962 as a purchasing platform, PHE has over the years successfully expanded its geographical presence and now holds strong positions in France, Italy, Spain, and the Benelux, distributing its products through online and offline sales channels, addressing both B2B and B2C customers.

Relying on its 9,112 employees, PHE's integrated operating model is based on superior scale sourcing, an efficiently organized logistics network of modern and automated warehouses, strong distribution density, and digital platforms (Autossimo, idGarages.com, Oscaro, etc.). This allows PHE to offer exceptional customer service and strengthen its leadership position through continuous market share gain.

PHE is addressing a market that is growing, predictable, resilient, and fragmented

PHE's market is structurally growing, driven by an expanding and aging car parc as well as increasing prices of parts. Customers are also increasingly turning to IAM providers over Original Equipment Manufacturers ('OEM´) as they value competitive pricing and high-quality products and services, especially once their vehicle ages and falls outside of its original warranty.

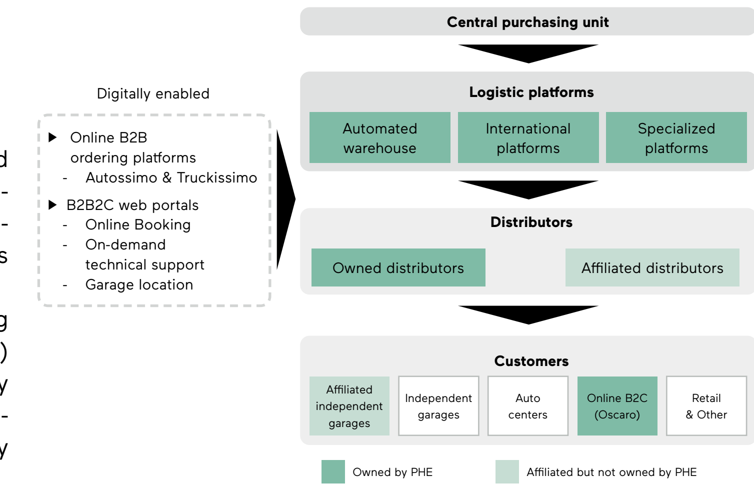
This market is relatively resilient to economic downturns due to the necessary nature of car repairs, and is also highly predictable as the car parc evolution is very slow and gradual. Furthermore, thanks to its market positioning and scale, PHE should take advantage of the increasingly complex IAM products and services, notably through the gradual transition towards electric vehicles, maintaining the right product offering to address its customers' needs.

Lastly, fragmentation is high as the top 10 players in the European auto parts aftermarket capture a mere 30% market share. This provides an opportunity for PHE to pursue its consolidation trajectory and further reinforce its scale advantage.

1. Independent Aftermarket

A winning business model

PHE´s winning operating model is based on scale and superior sourcing and purchasing capabilities, guaranteeing a broad and deep product assortment. It combines logistical excellence with value-added services and digital tools for its customers and suppliers.
The combination of PHE's logistic platforms, including a highly automated central warehouse (i.e. Logisteo) and more specialized platforms, as well as a capillary network of distribution sites, allow the company to ensure top-tier parts availability and best-in-class delivery times for its customers.



Superior availability and delivery speed are not PHE´s only commitments. Through its customer-centric organization, strong partnership model with affiliated garages, and broad portfolio of value-added services, PHE strengthens its customer-value proposition through the provision of training sessions, on-demand technical support, and online booking. The company has built solid brand awareness and preference through strong TV advertising campaigns.

Deep Management expertise and track record

The foundation of PHE´s highly successful track record is to be found in its deeply committed and experienced leadership and its committed personnel. The 9,112 company employees have an average of almost 9 years of experience.

Stéphane Antiglio and Christophe Gouthière, PHE's CEO and CFO, respectively, have unparalleled experience in the distribution sector. They have led the company for over 12 years with steady growth – the company more than doubled in size over that period – and have a continued focus on profitability. Employee welfare has always remained a priority, resulting in a strong corporate culture that is centred around people and customers.

Highly synergistic, low-risk M&A

Besides a continued strong organic growth of Autodistribution in France, a core part of PHE's development over the years has been its continuous effort to consolidate in a fragmented market. Building on its strong market knowledge and superior scale, PHE has a clear and well-proven M&A strategy of acquiring attractive companies in existing and adjacent Western European geographies.

These operations tend to be low-risk and highly synergistic as, once integrated, they leverage the existing logistics and distribution network and enable further economies of scale in purchasing.

A perfect fit with D'Ieteren Group

PHE is a strong fit with D´Ieteren Group's values, culture and investment criteria. It is a leader in a growing market, at the crossroads of our mobility and B2B services investment pillars. The business' proven, scalable, and purposeful model provides an attractive basis to deliver value creation for all stakeholders.

D'Ieteren Group strongly supports PHE's ambitions in terms of organic and external growth and, as it does for all its businesses, offers expert competencies in different aspects including ESG, corporate finance, legal and people matters, and digital agenda, among others.

Together, we will build on ESG initiatives

PHE aims to provide affordable and sustainable mobility; hence, circularity is at the core of its business model.
By distributing qualitative spare parts and professional services, PHE contributes to extending the life of vehicles, which helps reduce the environmental impact of vehicle fleets at a reasonable price.

D'Ieteren Group intends to further formalize PHE's ESG journey by defining and implementing an integrated sustainability strategy focused on all material ESG aspects of the company and developing a plan to reduce CO_2 emissions.

Value creation model

1805
D'IeterenGroup

Our business environment (p. 14)

- ECONOMIC ENVIRONMENT
- M&A ACTIVITY
- ESG REGULATION

Resources

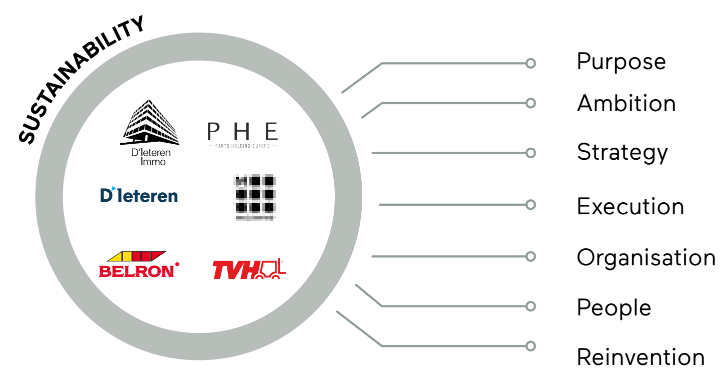
A SOLID FINANCIAL STRUCTURE
Shareholding structure
D'Ieteren Family 59.50%
Free Float 38.19%
Own shares 2.31%
Dividends received in 2022 €264.1m
Net cash position €634.9m

AN EXPERIENCED MULTI-DISCIPLINARY TEAM
A team of 20 people with diverse expertise: Investment, Governance, Legal, Strategy, Finance, Audit, ESG, Tax and Digital. (p. 19).

AN EXTENSIVE PROFESSIONAL NETWORK
- An international investment network (incl. investors, advisors and partners).
- Dialogue with authorities, civil society and communities founded on deep roots in Belgium.

Operating model

- Driving the long-term performance of our businesses by supporting managers with patient capital, financial and strategic insight and an operational sounding board. Our support is structured around 7 aspects, with sustainability as an underlying factor (p. 20).



- Growing the family of businesses by investing in a limited number of platforms which are leaders in their markets and benefit from concrete opportunities to generate value over the long term; Potential new investments should share the following 6 main characteristics (p. 22):

1. Leaders
2. Large and growing markets
3. Consolidation potential
4. Proven and sustainably scalable business models
5. Strong management teams aligned with our values
6. Engaged personnel

Value created with our businesses

› Distributed financial value*

€114m
Divided distributed to shareholders[1]

€7,752m
Expenses recognized towards suppliers[5]

€1,183m
Total investment[2]

€2,622m
Employee benefits[6]

€61m
Research & Development[3]

€10m
Donations[7]

€282m
Income Tax Payed[4]

* The figures include 100% of TVH and Belron as well as PHE at 100% for five months.
1. Paid in 2022.
2. Including CapEx, acquisition of subsidiaries, and capital lease repayments. Including the acquisition of PHE (net of cash acquired).
3. For more information on Research and Development see p. 13 of the Financial and Directors' Report.
4. Paid in jurisdictions where D'Ieteren Group's activities are operating according to the applicable laws.
5. Full scope, excluding Inter-Company transactions.
6. Including social contributions, post-employment benefits, and other advantages such as LTIP.
7. For more information see the non-financial disclosure of D'Ieteren Group, Belron, D'Ieteren Automotive, TVH Moleskine.

› Value created for our stakeholders

FOR OUR EMPLOYEES

All our businesses measure people engagement and implement related plans to tackle aspects such as alignment with the corporate vision, satisfaction, well-being, training and development and safety performance. * (p. 28)

In terms of employee engagement, all of our businesses received scores greater than 80%

FOR OUR CUSTOMERS

Belron, D'Ieteren Automotive, TVH and D'Ieteren Immo have implemented a measurement process to increase awareness of the level of customer satisfaction and to act where necessary. (p.27)

5 out of 6 businesses are measuring their client satisfaction leading to positive results aligned with their respective ambitions

FOR SOCIETY

All our businesses have progressed and pursued the implementation of their sustainability programs based on the results of a materiality analysis. **
All activities have developed or initiated the development of a carbon emissions reduction plan in line with SBTI. *** (p.30)

2 out of 6 businesses have already committed to SBT

* PHE measures its employee engagement internally and will work on its metrics for audit purposes.
** PHE will launch a materiality analysis that will underpin its new sustainability strategy.
*** As a new member, PHE will start calculating its carbon emissions in 2023.

2022 Business environment

A highly volatile year marked by the war in Russia & Ukraine, energy crisis and soaring inflation

As the world started 2022 with the prospect of an end to the Covid-19 pandemic, Russia's invasion of Ukraine quickly plunged the global economy into a new period of uncertainty. The related sanctions from Western countries led to a massive shock in energy and commodity prices. This further accelerated the already growing inflation caused by the rapid rebound from the pandemic and related supply chain constraints, thereby resulting in a surge in prices not seen in decades. As wages could not keep up with this inflation, purchasing power was impacted in most countries and weighed on consumer confidence.

Central banks around the world quickly tightened their monetary policy through rising interest rates in order to restore price stability, with benchmark rates in the US and Europe reaching their highest levels in almost 15 years after several consecutive rate hikes. This in turn significantly worsened financial conditions and heightened the financial vulnerabilities of households, corporates, and countries.

The cost-of-living crisis, tightening financial conditions, disruptions linked to Russia's invasion of Ukraine, and the lingering COVID-19 pandemic all weighed heavily on the global economy and contributed to the sharp slowdown of growth, which almost halved in 2022 to around 3% globally, sparking fears of a potential recession in 2023.

A strong decrease in M&A activity on the back of a tough macro environment and turbulent financial markets

2022 was a tale of two halves for the global M&A market which carried much of 2021's momentum over into the first six months of the year before slowing sharply in the second half against the backdrop of equity and debt market volatility, rising interest rates, geopolitical instability, and inflationary and recessionary pressures. The total deal value ended up at $3.7 trillion in 2022, which represents a 36% decline from the 2021 record haul and was broadly consistent across regions. While dealmaking activity abruptly dropped after the summer compared to the frenzied period of last year, it remained at relatively elevated levels by historical standards, matching pre-pandemic volumes.

Public financial markets also suffered greatly from the rapid shift in the economic environment and the stance taken by central banks in the face of accelerating inflation. The MSCI world index for public shares lost about a fifth of its value during 2022, the worst performance since the global financial crisis of 2008. Equally, initial public offering (IPO) volumes were completely muted, as global IPO proceeds fell by 70% with the US and Europe registering record decreases of more than 90%. It was not much different on the debt markets, where worsening borrowing conditions throughout the year put a halt to a decade of cheap and abundant capital. This was most visible in the leveraged loan and high-yield bond markets which both saw issuances decline by over 70% globally.

Change of gear in private investment activity, albeit overall resilient compared to historical trends

Private equity (PE) and other investment fund managers were not immune from the aforementioned headwinds. Fundraising contracted for the first time in years by more than 20% as increasingly risk-averse institutional investors scaled back investments in alternative asset classes. The dislocation in public debt markets with higher cost and lower availability of acquisition financing coupled with increased reluctance from vendors to engage in more complex deal processes at lower valuations eventually led to a decrease in PE-backed deals, the total value of which is around 40% down from 2021's record highs.

Average valuations also fell by 15%, returning to pre-Covid levels (2022 average EV/EBITDA PE deal multiple of 10.7x), although the decrease was more moderate than in public markets and there was a clear valuation gap between buyers and sellers throughout the year. Overall, as the investment community recalibrates valuation expectations and risk appetite, deal processes have lengthened or stalled, due diligence is now carried with a more 'risk on' approach and there is much greater reliance on strategic and operational work in value creation plans rather than acquisition and expansion.

ESG regulation accelerates globally whilst net zero commitments are put into practice

The rapidly changing geopolitical and macroeconomic backdrop has shifted the ESG landscape at an ever-increasing pace. Although the economic outlook has weakened due to a slowdown in global growth, commitments to sustainable development have strengthened. This year has seen a shift in which ESG is no longer considered a specialist field but rather a critical and strategic component of how major stakeholders expect corporates to act and behave, taking ESG into consideration in a holistic manner.
The war in Ukraine and some dislocations in the supply chain and energy markets have encouraged most actors in the private sector to embrace ESG initiatives, convinced that they will strengthen their resilience to external shocks, help them maintain a good social license to operate, and ensure their long-term profitability. In parallel, the increasing pressure from different stakeholders to act on ESG issues has grown considerably, coming from regulators, investors, a new generation of consumers, and employees who are all exercising greater scrutiny on corporate sustainability efforts.

Climate change and its effects are already being felt. The succession of recent events further highlighted the need for a more sustainable society as well as cooperation between the public, businesses, and governments. Europe is leading the green transition by moving forward with the EU Green Deal for a path to climate neutrality by 2050, a plan which has been translated into law to provide predictability and transparency for businesses. The Green Deal is also accompanied by various economic incentives to boost investment and financing to make Europe the home of clean technology and industrial innovation. Meanwhile, China intends to reach its CO_2 emissions peak by 2030 and achieve climate neutrality by 2060, whereas the Biden administration announced the US´s objective to lower the country´s emissions by 50–52% from 2005 levels by 2030. This was accompanied by the passing of the Inflation Reduction Act, one of the most far-reaching developments in 2022 which delivered a 369-billion-dollar boost to clean energy markets and new technologies in the United States.

Companies, investors, banks, and governments are progressively preparing for a reallocation of capital and are grasping the opportunities that come with a reshaping of finance within the climate transition. Investors are key players of this transition. For them, the consideration of ESG aspects is no new concept as climate risks and investment risks are progressively perceived as deeply correlated. However, investors are increasingly seizing the opportunities that come with the integration of innovative ESG strategies as part of businesses' short and long-term value creation.

Despite a slowdown in the growth rate of ESG assets under management ('AuM') in 2022, ESG funds outperformed their non-ESG counterparts in terms of net inflow and are expected to constitute more than a fifth of the global AuM in less than five years. Such a percentage is expected to continue rising as the demands of investors for strategies aligning with their sustainability preferences continue to grow, reflecting a broader enthusiasm for a shift to a green economy. This is even more evident in Europe where ESG AuM already accounted for a quarter of total AuM at the end of 2022.

Regulatory interest in ESG fund classification is also gaining attraction globally as regulators and jurisdictions follow the EU´s footsteps with the creation of the Sustainable Finance Disclosure Regulation (SFDR). It was introduced with the aim of increasing transparency on European ESG funds and preventing greenwashing on sustainability claims made by financial market participants. The SFDR has not only provided a guide to standardise disclosures on the integration of ESG factors within the investment selection process but has gone a step further in seeking to classify sustainable investment products covering a wide range of ESG metrics both at the entity and the product level. In addition to the SFDR, requirements for detailed corporate reporting are being finalised across jurisdictions, with the ISSB at the global level, the European Sustainability Reporting Standards in the European Union, and the Securities and Exchange Commission's reporting standards for companies listed in the United States.

In summary, in today´s globally interconnected environment and with ever-growing evidence that ESG has a central role to play in both risk management and value creation, now more than ever companies need to engage their stakeholders in the ways they think about their businesses, conduct their operations and report on their performance.

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Governance

Board of Directors

10
DIRECTORS
All directors are non-executive
4 are independent

3
or 30% of the total
Representation of women

Expertise
Finance / Audit
General Management
Investments
Governance Compensation

57
AVERAGE AGE

Board Committees

	AUDIT COMMITTEE	NOMINATION AND REMUNERATION COMMITTEE	STRATEGIC COMMITTEE
Role	To control financial information and oversee risk management and internal control mechanisms for the Company and the main entities in the Group.	To prepare decisions relating to the appointment and remuneration of the Group's directors and senior managers, and regularly review succession planning, appointment and remuneration systems and policies across the Group.	To reflect on the Group's strategy and long-term objectives, analyse investment and divestment projects, monitor business activities, and prepare strategic ideas for the Board of Directors.
Number of members	4	4	4
Number of meetings during 2022	4	4	14

The Board of Directors and its Committees carried out an assessment exercise during the first quarter of 2022. This process was conducted with the help of an outside professional who interviewed all Directors and members of the Executive Committee. A summary of the interviews was presented to the Board of Directors along with clear recommendations for the Board of Directors consideration.

Group Executive Committee

Role

The Executive Committee is responsible for the monitoring and development of the Group's businesses, as well as investment and divestment projects.

Two members

Francis Deprez: CEO
Arnaud Laviolette: CFO

The members of the Executive Committee act on a collegial basis. The Committee is supported by a Corporate Team made up of investment experts (working on new investments, sourcing, deal execution and portfolio management), as well as a number of other experts (legal, finance, tax, investor relations, digital, communication and ESG).

Remuneration policy for members of the Group Executive Committee

The Group pursues a remuneration policy designed to attract and retain managers with the appropriate skillsets, and to motivate them with appropriate incentives, in accordance with the level of risk accepted by the Group, while allowing it to generate long-term value.

The remuneration of the individual Group Executive Committee members is set by the Board of Directors, following a proposal by the Nomination and Remuneration Committee.

It is made up of:
- A fixed annual component of compensation;
- A variable component of compensation, comprising:
  - A variable component of annual compensation based on collective performance criteria (financial and non-financial), the target of which is around 65%- 75% of the fixed amount of annual compensation;
  - A long-term cash incentive based on financial and non-financial criteria measured over a period of 3 years; and
  - A long-term incentive plan in the form of stock options.

› Next

Governance at the business level

The Group's businesses each have their own governance structure, namely a Board of Directors and an Executive Management Team. The Corporate Team interacts regularly with each business's Management Team (on a weekly, monthly, quarterly or ad hoc basis, depending on the matter in question).

D'IETEREN AUTOMOTIVE
D'Ieteren Automotive, which became a 100%-owned subsidiary of D'Ieteren Group SA on 1 January 2021, is managed by a Board of Directors made up of six directors, five of whom are appointed by D'Ieteren Group with the sixth being D'Ieteren Automotive's CEO.

BELRON
Belron, of which D'Ieteren Group holds 55.67% of the voting rights on 31 December 2022, is managed by a Board of Directors made up of eight members, four of whom are appointed by D'Ieteren Group, two by CD&R, one by H&F, with the eighth one being Belron's CEO.

MOLESKINE
Moleskine, a 100%-owned subsidiary of D'Ieteren Group, is managed by a Board of Directors made up of seven members, five of whom are appointed by D'Ieteren Group, together with the Moleskine CEO and CFO.

D'IETEREN IMMO
D'Ieteren Immo, a 100%-owned subsidiary of D'Ieteren Group, is managed by a Board of Directors made up of four members, three of whom are appointed by D'Ieteren Group with the fourth being D'Ieteren Immo's CEO.

TVH
TVH, of which the Company holds 40% of the voting rights on 31 December 2022, is managed by a Board of Directors made up of nine members, four of whom are appointed by Wehold (controlled by the Thermote family), three by D'Ieteren Group, with one independent Chairman and one independent Director.

PHE
PHE, of which the Company owns 91.4 % of the voting rights on 31 December 2022, has a Board of Directors made up of eight directors: six of whom are appointed by the Company, together with the PHE CEO and CFO.

One team driven by a shared passion for inspiring businesses

The team at D´Ieteren Group is composed of 20 professionals who are all committed to the long-term support and development of our companies. Our diverse and non-hierarchical structure encompasses a variety of distinct roles, including members of the Executive Committee and an Investment Team supported by a group of experts in the fields of financial reporting, legal affairs, financial communication, ESG, and digitalization. Our member´s individual expertise and high degree of engagement combined with a dynamic and stimulating working environment, all fuel the continuous success and impact of our firm.

Operating Model

Supporting activities' excellence during turbulent times

Interview with Arnaud Laviolette,

CFO D'Ieteren Group

2022 WAS ANOTHER CHALLENGING YEAR. HOW DID D'IETEREN GROUP'S BUSINESS EVOLVE IN THIS CLIMATE OF INFLATION?

Indeed, there seems to be a pattern: expect the unexpected. We entered 2022 full of hopes that the covid years were behind us and that we would enjoy a return to normal. The contrary proved to be true, as Ukraine was invaded by Russia in February, leading to an acceleration of inflationary pressures that had already been emerging before.

We, and our businesses, took the measure of this new reality quite rapidly. The first thing was to adapt trading with Russia in a responsible manner and in full alignment with European sanctions. This has affected Belron, which has suspended its franchise agreement in Russia and had to shift its sourcing of glass from Russia to other countries. TVH had large sales in Russia and Ukraine, making €50m in total sales in 2021, a figure which more than halved after the start of the conflict. TVH's Russian business unit is in the process of being sold to its management.

The consequences of the war were also felt by our automotive distribution activities as the Volkswagen group had been subcontracting some cable assembling activity in Ukraine, which came to a sudden stop and took time to be redeployed. This has affected a supply chain that was already suffering from other component shortages and had negative impacts on our deliveries.

But the war in Ukraine was not only a supply/volume issue, it has also created an inflationary environment for energy-related products, which had a ripple effect on cost inflation in general.

And there again our businesses have adapted very fast. As most of our distribution businesses offer high-added-value services, we have secured the supply of goods, leading to higher levels of inventories, and quickly adapted our sales prices to the inflationary environment while controlling our costs.

This has worked relatively well as we have generally been able to pass on price increases while growing volumes, especially in the first half, as well as to increase our market share with a positive impact on our gross margins.

Some inflation was, however, progressively reflected in our SG&A and more of that is expected to affect us in 2023, even if we have taken mitigating measures.

HOW CAN THEY PREPARE FOR A POSSIBLE RECESSION?

Without wanting to create too much of a self-fulfilling prophecy, we have prepared our businesses for a more challenging environment in 2023 in terms of volumes, with the clear exception of our automotive distribution activities, where our order book bodes well for higher volumes in 2023, if the factories deliver the cars.

For the other businesses, it means keeping tight control over costs, while continuing to invest in longer-term value creation opportunities like the transformation plans for Belron and of TVH, focusing on gaining market shares and passing on price increases, where justified, through input price inflation in order to continue our growth trajectory.

Our businesses can also partially benefit from a recessionary environment as TVH and PHE are helping their customers to save on their planned capex by extending the usable life of their assets through affordable solutions.

In a potentially more challenging economic environment, it is also crucial to maintain financial discipline and flexibility. Our businesses all have strong liquidity positions and no major refinancing due dates in 2023, which should also allow them to seize potential opportunities to acquire weakened competitors.

WHAT WERE THE MAIN DEVELOPMENTS FOR TVH DURING THIS FIRST FULL YEAR OF SHAREHOLDERSHIP?

TVH has indeed enjoyed a very eventful year with many different initiatives, starting with the onboarding of D'Ieteren Group as a new shareholder and the implementation of the new Audit Committee and Nomination and Remuneration Committee.

As for all our businesses, we put a new long-term management incentive plan in place and have finetuned the ESG strategy and added resources to the team.
The sales performance at TVH in 2022 was impressive (+21% versus 2021) in a challenging environment with the war in Ukraine, disrupted supply chains, and cost inflation pressures. All regions and segments have contributed to this growth, and the construction equipment segment confirmed its potential.

We also invested in a significant capex programme in order to increase the footprint of and automate warehouses, and finalised the design of the Innovatis project, which aims to transform the TVH's IT infrastructure and applications.
Last but not least, we continued to analyse several acquisition opportunities.

ESG REMAINS A VERY HOT TOPIC. HOW HAVE BUSINESSES PROGRESSED IN THIS AREA?

D´Ieteren Group and all our businesses have made significant progress on the ESG front, recognising the importance of this topic for creating long-term, sustainable competitive advantages.

At the D'Ieteren Group level, we committed to the Science Based Target Initiative (SBTi), with the goal of having 100% of our portfolio companies have their SBT validated by 2025. Through this engagement, D´Ieteren Group committed to reducing its own scope 1 and 2 emissions with the aim of ensuring a smooth transition to a low carbon economy whilst laying the ground for a smooth and efficient transition toward new regulatory frameworks. At the business level, they have all accelerated their ESG processes through significant progress in their sustainability programmes. They have also continued their efforts in relation to our group KPIs on employee engagement and consumer satisfaction, while working on their emissions reduction plans, with ambitious SBTi endorsements.

Operating Model

Fostering our businesses´ external growth

Interview with Nicolas Saillez,

Head of Investment Team

HOW TO DESCRIBE THE PAST YEAR?

In 2022, we continued our constant search for new investment opportunities and performed numerous sector studies and deep assessments of potential acquisitions.

The acquisition of 100% of the shares in Parts Holding Europe ("PHE") was another significant milestone for D'Ieteren Group in 2022. We had the opportunity to meet with the management team of PHE back in 2019 and were truly inspired by their values, professionalism and achievements. Since that moment, we decided to monitor PHE's developments closely. Mid 2021, right after PHE's IPO attempt, we engaged quietly with their shareholder Bain Capital as well as with the management team in order to assess whether an acquisition by D´Ieteren Group would be possible. We were well prepared by then and were able to maintain a decisive and high pace in our interactions. We enjoyed the constructive nature of our exchanges, quickly entered an exclusivity period and performed a comprehensive due diligence exercise, with the help of management. We announced the transaction in February 2022 and proceeded with the filing of the transaction for its approval by European antitrust authority. This process led to a conditional approval of the transaction, which closed in August 2022, with as expected remedies the divestments of Mondial Pare-Brise and Glass Auto service in France. The divestment of Mondial Pare-Brise to MACIF has now been closed and the divestment of Glass Auto Service has been announced with the expectation to close in the first half of 2023.

In a second step, we also decided to open the capital of PHE to independent French distributors as well as to PHE's partners in Italy and Spain. The idea was to perpetuate the virtuous close collaboration with large independent customers in France, further cement the relationship and create a strong alignment with PHE's partners in Spain and Italy. In addition, we also structured an equity based long term incentive plan for the extended management team in PHE. Consecutive to these transactions, D'Ieteren Group currently owns c.91%of the capital of PHE.

In parallel to these transactions, we organized a thorough onboarding with the close collaboration of PHE's management team and were able to meet the respective teams in different business units as well and discuss and agree on strategic priorities and build an expansion plan for the company over the long term.

HOW DO YOU SEE THE NEAR FUTURE IN TERMS OF M&A?

In the second part of 2022, the macro-economic environment significantly changed compared to the previous decade and became characterised by geopolitical uncertainty, an energy crisis, high inflation and rising interest rates. The ensuing financial market correction led to lower valuations and higher volatility, which percolated through the M&A market. The consecutive increase in the bid-ask spread in price between buyers and sellers, the lack of debt financing availability and the conditions attached to it made M&A transactions more difficult/longer to execute. The prospect of a pending recession that could take various forms and degrees of severity, both in the US and Europe, added another layer of uncertainty. The number of M&A transactions decreased therefore significantly in 2022 and the start of 2023 is so far not showing any material improvement.

In these market dynamics, our approach for new investments is twofold. On the one hand, we place an important focus on bolt-on acquisitions, or acquisitions in the core operations of our existing portfolio companies, accretive in terms of value, with clear and proven synergies. We made several of these acquisitions in 2022 (see examples) and this still an important focus in 2023. On the other hand, we keep looking for new investment opportunities for D'Ieteren Group as a principal investor, leveraging our deep sector research and network. We are currently probably more prudent, well organized, and prepared to seize the right opportunity to enlarge our family of businesses.

Belron ▶ 23, of which
- Henderson Glass (US, Michigan)
- Genuine Auto Glass (US, Washington)
- Reliable Glass (US, Arizona)
- CristalBox (Spain)
- Glass Drive (Spain)
- Siljans Glasmästeri (Sweden)
- Thiemann Kok (Denmark)

D'Ieteren Automotive ▶ 6, of which
- Groupe Jennes (2023)

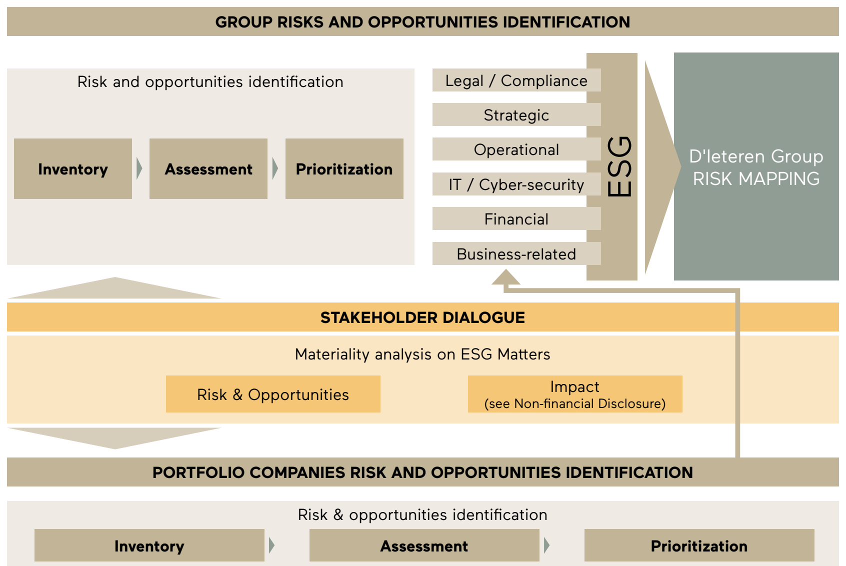
TVH ▶ 3
- Empilhapecas (Portugal)
- Interpart (UK)
- Cab Glazing (UK)

PHE ▶ 9, of which
- AD Penalver (Murcia, Spain)
- SARAT S.r.l. (Genoa, Italy)
- Auto Recambio Vilber (Valencia, Spain)
- AD Levante (Valencia, Spain)
- Fradis (France)

Risks and opportunities

D'Ieteren Group and its portfolio companies operate in a constantly changing environment which exposes them to multiple risks.

In order to ensure sustainable success, achieve corporate targets and seize potential opportunities, D'Ieteren Group and its businesses have comprehensive risk management and internal control systems in place.



These systems have three main goals:
- To identify risks at an early stage;
- To assess the probability and potential impact of the risks;
- To put adequate mitigating measures in place.

The cornerstone of D'Ieteren Group's risk management is ensuring that the major risks faced by the Group and its businesses have been identified and assessed, and managing these risks through three lines of defense control (at the operational, risk management, and Audit and Board levels), which have either been implemented or planned. Although the risk mapping processes follow different methodologies within each business, they are structured into the same three steps – inventory, assessment & prioritization – and all start with dialogue with their stakeholders.

Risks and opportunities in the spotlight

▶ People: attraction, retention and succession

At D'Ieteren Group, we see businesses as people-driven organizations.

Therefore, the ability to attract, retain and motivate people, as well as succession planning, are central elements to value creation and to long-term sustainability for the Group and its businesses.

Our businesses measure people engagement yearly and the results are used to build action plans and in incentive programs implemented by management.

To foster people engagement, our family of businesses focuses on employee development and growth through training, performance planning and talent review processes. We aim at creating the best working conditions for employee well-being.

We are convinced that strong and inspiring leaders play a major role in employee satisfaction and business performance. At D'Ieteren Group, we support our businesses to set-up long-term management incentive plans, and engage in succession planning and recruitment to C-level positions.

These actions mitigate the risk of experiencing loss of knowledge and talent, as well as excessive personnel rotation, impacting operations and productivity.

▶ Macroeconomic and geopolitical conditions

Businesses can be significantly impacted by external events such as geopolitical conditions and macroeconomic developments.

When Russia invaded Ukraine early in 2022, our businesses had to adapt to new market conditions and to be agile in order to minimize the impact on operations, while complying with all EU sanctions.

The inflationary environment that followed also necessitated the ability to pass on increased costs to the businesses' customers in order to protect profitability.

As leaders in their respective markets, and generally relatively diversified in terms of operations and supply sources, our businesses tend to be relatively resilient to sudden shifts in their business environments – as was the case during the Covid-19 pandemic – and continue to further mitigate those risks through supply diversification and strong relationships with suppliers.

The significant inflationary pressure led central banks to raise interest rates, which implies higher financing costs for indebted businesses with floating interest rates. D'Ieteren Group has leverage targets for its businesses that are consistent with their free cash-flow generation profiles. They also aim to mitigate interest rates and foreign exchange exposures with relevant financial instruments.

The environment we will face in 2023 is still highly uncertain and may be volatile. Given their flexibility and market positionings, with constant monitoring of market conditions, our businesses should provide some resilience to any potential economic downturn.

▶ Digital transformation: an opportunity for the Group

Interview with Lieven Haesaert, Digital Transformation and Innovation Director at D'Ieteren Group

LIEVEN, YOU JOINED D'IETEREN GROUP IN 2022. HOW WOULD YOU DESCRIBE YOUR ROLE?

Digital topics, ranging from cybersecurity over business transformation to innovation, are high on the agenda in all of our businesses. To better support them and enable a deeper dialogue, D'Ieteren Group decided to enrich its team with expertise on these matters.

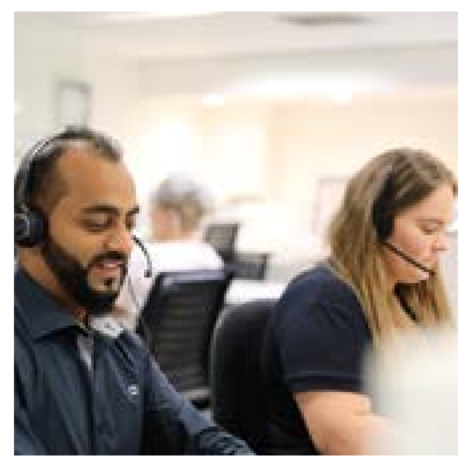
My role is first of all to be a sounding board and sparring partner for the relevant digital and innovation communities within our portfolio companies. However, just as important is our facilitation of the exchange of best practices among our businesses, on topics such as cybersecurity, e-commerce and business transformation. D'Ieteren Group also wants their portfolio companies to continue to reinvent themselves which, to a large extent, implies digital innovation. The D'Ieteren Group team is there to think alongside the businesses, by bringing an outward-looking perspective on longer term trends, for example.

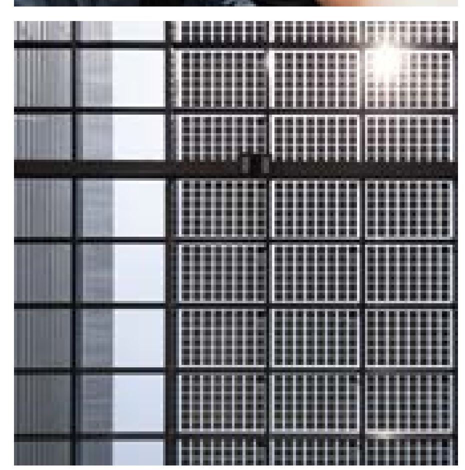
WHAT ARE THE MAIN DIGITAL PROJECTS ONGOING AT THE BUSINESSES?

Belron is in full transformation mode with its Fit for Growth programme: by redesigning its processes, leveraging modern technology and enhancing the use of data Belron will improve its customer and employee experiences while at the same time becoming more cost effective and efficient. At D'Ieteren Automotive, innovation is high on the agenda with Lab Box, a mobility start-up incubator, developing several promising mobility solutions. Sensing that digital and real writing are complementary, Moleskine has developed a smart writing tool and continues to enhance its apps portfolio. TVH has started a significant digital transformation journey called Innovatis, which will modernize and harmonize its IT landscape and open up new digital capabilities. This will enable accelerated growth and sustained competitive advantage. PHE is investing in IT harmonization to allow for further growth, and with Oscaro it is the leading online distributor for car parts in France.

We are very excited about the opportunities these projects offer and recognize the challenges they represent for our businesses, which is why we are keen to accompany them on those journeys.

Value Creation





Value Creation for our Customers

At D´Ieteren Group, creating value for our customers is both central to, and the ultimate purpose of our actions. It is one of the bedrocks within our family of businesses, which aim to positively and significantly impact the lives of those who purchase their products or services.

We perceive customer satisfaction is a key driver for our businesses' current and future performance and an essential foundation on which to base their long-term development. Furthermore, creating value for all our customers is for us the most natural way to generate a higher market share and stronger customer loyalty, and to strengthen the reputation of our businesses.

Customer satisfaction at the center of our investment strategy

Customer-orientation is a pillar of our investment approach. When screening for potential acquisitions, we seek purpose-driven businesses that prioritize customer care as a core value. We pay close attention to both the company´s current customer strategy and customer performance measurement.

By the same token, customer satisfaction is an important component of our strategic and operational discussions with the management teams of our existing businesses. As part of our active ownership approach, we make sure that our companies have the knowledge and tools to recognize their customers' needs. For such purposes, we ask each of our businesses to measure the satisfaction of their customers by conducting an NPS (Net Promoter Score) survey, and to build on the learning outcomes of this measurement exercise, taking measures to improve where needed.

We believe that the best businesses are agile, willing to respond to the future needs of their customers, and able to anticipate future ones. Therefore, we encourage and support continuous reflection that not only entails the ongoing evaluation of current demands but the anticipation of and adaptation to societal patterns, to develop plans and remain competitive within their industry.

Group KPI: Net Promoter Score (NPS)

▶ BELRON

For the last five years Belron has maintained a score above 80.

	2018	2019	2020	2021	2022
VGRR prime jobs (in millions)[1]	12.2	12.3	10.7	12.2	12.6
NPS[2]	82.8	84.2	84.9	83.4	82.2

1. Vehicles Glass Repair and Replacement
2. Net Promoter Score

▶ D'IETEREN AUTOMOTIVE

D'Ieteren Automotive implemented its NPS in 2021. Its score was

	New Car Sales	After Sales
2021	60	53
2022	61.5	51.2

▶ D'IETEREN IMMO

D´Ieteren Immo conducted its first customer satisfaction survey in 2021. Its score was

	Satistaction Score
2021	18.7
2022	25

▶ TVH

TVH implemented its customer satisfaction survey in 2021 in the EMEA region (excluding BEPCO business). Its score was:

	Satistaction Score
2021	42
2022	52.5

Content

Key Indicators

Our value creation approach

Governance

Operating Model

› Supporting activitie's excellence during turbulent times

› Fostering our businesses' external growth

Risks and Opportunities

Value Creation

› For customers

› For our people

› For society

› For our shareholders

D´Ieteren Automotive

Belron

Moleskine

TVH

PHE

D´Ieteren Immo

❮ ❯

Value Creation for our People

As a family of businesses, D´Ieteren Group, is first and foremost a people-driven organization. We commit to the well-being of our people within enterprise culture and embrace the power of engaging, attracting, developing, and retaining successful and committed employees.

Our people are each of our company's most valuable assets and for this, we prioritize investing in their development as a key factor in the success of each organization. To fulfill our commitment to building and retaining a motivated and competent workforce, each of our businesses emphasizes two strategic pillars. Firstly, the recruitment process, in which great value is placed on attracting and appointing the right person for the right position. The second pillar considers the conditions in which employees can gain personal fulfillment, contribute to their development, and grow.

The right person at the right place

We welcome talented individuals who relish a challenge and assist them in developing the abilities required to grow and secure our companies' market-leading positions. We believe that successful organizations establish a clear link between the value they intend to create, and the expertise required to produce it. Our commitment to building and retaining motivated people starts with creating meaningful jobs and promoting opportunities for personal and professional growth. Therefore, as active shareholders, we stand side by side with the management teams of our businesses and deeply engage with their people strategy by actively participating in the recruitment of C-level positions and other strategic functions. We also maintain ongoing dialogue regarding succession planning to ensure that strategic positions are always filled with the correct people and that professionals are entirely equipped to assume responsibility when the time comes.

Companies cannot deliver outstanding value without professional and dedicated employees. For this, we ensure that management teams are adequately incentivized through compensation methods related to collaboratively set business objectives, for both financial and non-financial components. The role of leadership is also to promote a sound and flexible working environment in which employees can be motivated to perform to the best of their abilities and fulfil their full potential. Providing a diverse and inclusive mindset that is conducive to our people's personal and professional development starts with building an engaging corporate culture that continuously nurtures a sense of pride and achievement. Therefore, we support our businesses' various initiatives to attract, honor and reward their people.

Employee engagement is a good barometer of our business's health, dynamism, and internal cohesion. Therefore, every year we ask our businesses to measure how involved their people are through our group-wide KPI, employee engagement measurement. As the survey conclusions reflect the actions taken at various levels of each company, we encourage each business to set a score and a participation rate goal for themselves as well as implement new people action plans based on the surveyed results.

Make them grow

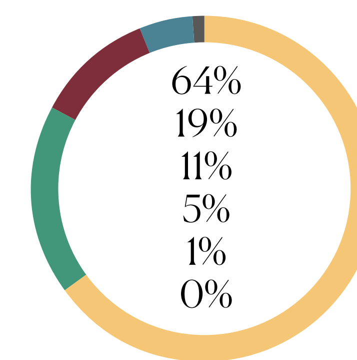
Making our people a priority and supporting their career pathways results in a motivated, engaged, and productive workforce. Each job presents an opportunity for employees to grow, learn and develop themselves. Our businesses strive to provide the necessary support and resources for them to do this, by providing training modules that are closely related to the company`s strategic needs and support the continued development of internal capabilities. We also promote the exchange of best practices among our businesses so that they can learn from each other and continuously find the best working methods to achieve their company objectives.

As another essential building block of strong working relationships, we have installed an informal feedback culture to clarify employee and employer expectations and help overdeliver on company goals. Yearly feedback is formalized through the linking of financial incentives and internal mobility to performance outcomes. This fosters continuous effort and improvement, drives employee performance, and creates a sense of recognition

Workforce

46,570

Full time equivalents as at 31 December 2022



(FTE as at 31 Dec)	2021	**2022**	**Change**
D'Ieteren Automotive	2,040	**2,401**	+17.7%
Belron	29,388	**29,799**	+1.4%
Moleskine	308	**310**	+0.6%
D'Ieteren Immo	41	**41**	+0.0%
TVH	4,772	**4,907**	+2.8%
PHE		**9,112**	-
Total	36,549	**46,570**	+27.9%

Group KPI: Employee Engagement Score

		2021	**2022**
D'Ieteren Automotive		88%	**84%**
Belron		86%	**86%**
Moleskine*		3.6 on a scale of 1 to 5	**3.7**
D'Ieteren Immo*		88%	**84%**
TVH		76%	**81%**

* Satisfaction score

More details on businesses' engagement approach and performance are available in their respective non-financial disclosure.

Value Creation for Society

As long-term investors willing to have a meaningful impact, we make it a priority to support the sustainable development of our businesses. We believe that this journey is key to safeguarding their future success and we see it as an opportunity to deliver value for all our stakeholders, including our people, our customers, society at large, and, thereby, our shareholders.

Therefore, we hold a continuous dialogue with each of our businesses on environmental, social, and ethical issues. We actively support them in developing and implementing their sustainability strategy whilst continuously monitoring their progress. We are ready to provide them with both support and the necessary resources, and we stand behind them when difficult decisions need to be made.

A shared climate trajectory

We acknowledge that the climate crisis is unprecedented and that measures should be taken quickly to avoid reaching a tipping point. Accordingly, we have decided to launch a group-wide emissions reduction plan and to formalize it with a commitment to the Science Based Targets initiative, in line with the Paris Agreement's goal to pursue efforts to limit global warming to 1.5°C above pre-industrial levels. As part of this plan, we have pledged to have 100% of the companies in our portfolio covered by a validated SBT by the end of 2025. Defining a Science Based Target that covers our entire portfolio will support all our businesses in addressing climate change, by providing a clearly defined path to reduce their GHG emissions through the adoption of yearly milestones.

In 2022, Belron submitted its reduction target, whilst D´Ieteren Automotive and Moleskine committed to SBTi by sending their engagement letter as a first step before sending their target for validation. Our latest acquisitions, TVH and PHE, are in the process of launching the necessary data-gathering process prior to addressing their reduction target.

This reduction trajectory will help our portfolio companies be better positioned to respond to the deepening EU regulations and standards regarding their climate impact. It will also provide critical insight for the CDP (Carbon Disclosure Process) form, which D'Ieteren Group has committed to complete in 2023. Answering the CDP questionnaire will give our stakeholders maximal transparency on our emission subtraction efforts.

Understanding our impacts, risks, and opportunities

As Sustainability is to be integrated into the general management approach of our businesses, it matters that the latter properly identify their externalities, the risks which are inherent to the ESG aspects of their activities, and of course, their potential business opportunities brought about by the rise of sustainability on today's global agenda. As corporate impacts, risks, and opportunities are often intertwined, they should be addressed in a coordinated fashion. Therefore, we believe it is important to foster collaboration and mutual understanding between sustainability and risk management teams within our businesses. Our support in this respect started in 2021 with the launch of the Task Force on Climate-related Financial Disclosure (TCFD) assessment, in which both sustainability and risk managers collaborated to identify climate-related risks and opportunities for their businesses with a view to integrate them into their company's general risk management approach.

In 2022, when hosting our annual D'Ieteren Group ESG workshop, bringing together sustainability managers from all our businesses, we also invited their colleagues responsible for risk management to train all experts in the field simultaneously. The training focused on the new EU requirements in terms of sustainability reporting, and in particular the need to conduct a double materiality exercise (i.e. the identification and assessment of both ESG-related financial risks and impacts on society). On this occasion, risk experts also received training on ESG Risk Management (ERM), with a particular focus on the COSO ERM methodology.

CSRD preparing for new sustainability reporting requirements

As a European Listed Group, D'Ieteren Group will be among the first companies to be subject to the forthcoming Corporate Sustainability Reporting Directive (CSRD) and its accompanying European Sustainability Reporting Standards (ESRS) that will come into force in 2025. To prepare for this transition, which is also emerging as a turning point in the development of corporate sustainability strategies, our ESG and legal teams have focused on raising awareness about these new rules at all levels of the Group, starting with an interactive workshop with D'Ieteren Group´s Board of Directors. These awareness-raising initiatives are being pursued in 2023 with sustainability-oriented training sessions for our management teams tailored to the specificities of their business. Indeed, at D'Ieteren Group, ESRS implementation is required for most of our businesses, which might have an impact on their current sustainability roadmap and will most probably require new processes to be put in place. Therefore, the Group is deploying efforts to help businesses lay the ground for a smooth and efficient transition toward these new reporting obligations.

Building on the new impetus provided by the EU guidelines, the Group will support its businesses in challenging their materiality analysis (using a double materiality lens), thereby ensuring that all relevant ESG aspects are properly identified and managed. The Group and its businesses will also continue coaching the various ESG KPI owners to further improve the quality, reliability, and comparability of their data and gradually extend the scope of the limited assurance to additional KPIs.

All these initiatives have complemented the efforts which have been made over the last years to steadily implement our ambitious ESG approach. These efforts were recently rewarded last January as we were honoured to receive the Euronext Brussels 2022 Sustainable Growth award. This prize, which combines ESG rating scores and the share price over the last ten years, was a great recognition of our commitment to building a family of sustainable businesses.

Group KPI: CO_2 emissions (scope 1, 2 & 3)

	2020	2021	2022
D'IETEREN AUTOMOTIVE			
Scope 1	6,760	7,204	5,486
Scope 2 (market-based)	1,004	17	28
Scope 3			6,135
	7,764	**7,221**	**11,649**
BELRON			
Scope 1	118,106	121,289	115,966
Scope 2 (market-based)	20,626	29,065	29,325
Scope 3		677,525	678,695
	138,732	**827,879**	**823,986**
MOLESKINE			
Scope 1	72	73	68
Scope 2 (market-based)	406	318	208
Scope 3			16,223
	478	**391**	**16,499**
D'IETEREN IMMO			
Scope 1	143	146	112
Scope 2 (market-based)	17	0	0
Scope 3			5,020
	160	**146**	**5,132**
TVH			
Scope 1			5,269
Scope 2 (market-based)			6,561
			11,830

Detailed environmental reporting is available in the non-financial disclosure.
TVH has initiated a process to measure its scope 1, 2 and 3 emissions in 2022.

D'Ieteren Group ESG ratings

Sustainalytics:

Score: 11.3 (low risks)

MSCI :

Score: AA

Value Creation for our shareholders

At the heart of its mission, D'Ieteren Group aims to create value for all its stakeholders. With regards to shareholders in particular, financial value creation can be measured as share price appreciation and dividends distributed.

For 2022, the total shareholder return for D'Ieteren Group's shareholders amounted to 5.7%, including a €2.10 dividend per share distributed in 2022. D'Ieteren Group has also reinstated its share buyback program initiated in 2019 under the form of a solidarity-based share buyback. D'Ieteren Group has been granted the Euronext Sustainable Growth award at the beginning of 2023.

We deliver on our promises

These returns were first and foremost achieved by the financial and non-financial performance of our six businesses. As we invest in leaders consolidating large and growing markets, with customer-centric approaches, they generally tend to be more resilient to evolving macroeconomic conditions. Therefore, the Group managed to overdeliver on its promise of a growth of at least 35% of its adjusted profit before tax, Group's share (excluding PHE), by achieving a 42.9% growth, or 50.9% including PHE.

Being transparent

The trust placed in the Group by its shareholders also results from the transparency and consistency we provide with regards to financial and non-financial reporting.

In 2022, our Management and Investor Relations held 327 investors' and analysts' meetings throughout the world and virtually. These ongoing and interesting discussions ensure that the Group's business model and business drivers are well understood by the market, and that feedback is brought to the company's Management and Board of Directors. Some of these meetings were part of our regular ESG stakeholder dialogue, which aims for a better understanding, on our part, of the way investors perceive our many efforts in the non-financial aspects of the Group and its businesses.

Availability is key, and D'Ieteren Group's management and Investor Relations department strive to be reactive to any shareholder request.

Setting strong ambitions

Being transparent also implies allowing the investor community to assess the fundamental value of the company's shares. This is why, each year, the Group issues a guidance for the upcoming year on the Group's KPI, but also on the entities' expected operational performances.

As the Group and most of its shareholders are long-term driven, at its Investor Day on April 28th, 2022, the Group also outlined its medium-term ambitions, presented by the businesses' management themselves. This very well attended event was appreciated by investors and analysts as it provided a clearer view of the management's ambitions and the path to achieving them, as well as the implications for the Group as a whole. D'Ieteren Group's Investor Day was recognized as the Best Capital Markets Day at the ABAF Financial Communication awards in 2022.

Capital allocation policy

As an investment firm, transparency is even more important and relevant for D'Ieteren Group's shareholders. Our businesses' strong operational performance, together with generally limited capital intensity, enable cash generation to fuel their own growth aspirations while keeping financial leverage at optimal levels. They also allow for dividends to flow upstream to the Group, and the Group's use of that cash is critical for future value creation.

Cash flows upstreamed to the Group allow us to continue to search for investment opportunities even after having recently added two new members to the family: TVH in 2021 and PHE in 2022.

We also want our businesses to grow organically and externally. Should a transformative and strategically meaningful M&A opportunity arise, the Group would be there to support financially or by other means, if needed.

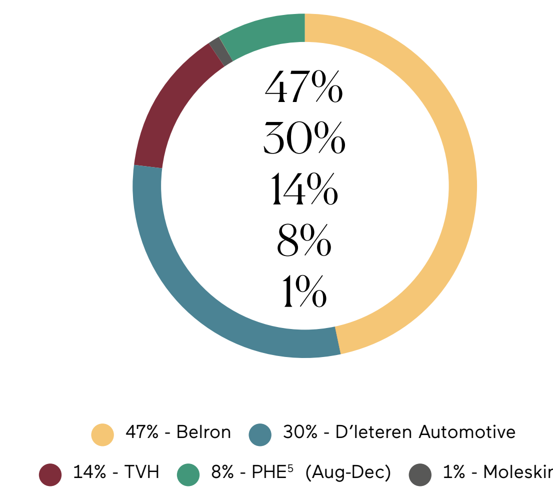
As highlighted above, our shareholders and their trust are a very important asset for the company. This is illustrated by our dividend policy, which is to grow dividends year after year if results allow. For 2022, the proposed dividend of €3.00 represents a 43% year-on-year growth, which also demonstrates the faith we have in the Group's future prospects.

Combined Revenues[3]

11,910.6

€ million in 2022

(€ million)	2021	**2022**	**Change**
D'Ieteren Automotive	3,238.9	**3,609.5**	+11.4%
Belron	4,646.8	**5,574.3**	+20.0%
Moleskine	121.6	**143.3**	+17.8%
TVH[4]	348.0	**1,621.7**	+20.5%
PHE[5]	-	**961.8**	+16.9%
Total	8,355.3	**11,910.6**	+42.6%



Combined *adjusted* Operating Result[1,3]

1,499.1

€ million in 2022

(€ million)	2021[6]	**2022**	**Change**
D'Ieteren Automotive	102.7	**139.3**	+35.6%
Belron	836.0	**1,016.7**	+21.6%
Moleskine	12.3	**21.2**	+72.4%
TVH[4]	47.8	**257.6**	-
PHE[5]	-	**71.1**	-
Other	-7.3	**-6.8**	-
Total	991.5	**1,499.1**	**+51.2%**

Adjusted Result before tax[1,2], Group's share (Group KPI)

733.4

€ million in 2022

(€ million)	2021[6]	**2022**	**Change**
D'Ieteren Automotive	110.4	**147.1**	+33.2%
Belron	350.5	**433.3**	+23.6%
Moleskine	1.8	**10.2**	+466.7%
TVH[4]	18.6	**98.0**	-
PHE[5]	-	**38.8**	-
Other	4.7	**6.0**	+27.7%
Total	486.0	**733.4**	**+50.9%**

1. Excluding *adjusting* items (APMs - see glossary on page 60).
2. 50.01% stake in Belron in 2022 and 2021 (restated).
3. Including 100% of Belron and TVH.
4. TVH included as from Q4-2021. Comparison with 2021 based on a comparable scope.
5. PHE included as from August 2022. Comparison August - December 2022 versus August - December 2021
6. 2021 figures have been restated at TVH to improve the consistency of accounting policies across all affiliates, to reflect the purchase price allocation of TVH finalized by the Group in the second half of 2022 and at Belron to reflect a reclassification of -€21.0m of fees from system integrators in relation to the business transformation programme from *adjusted* result to *adjusting* items in the Belron segment.









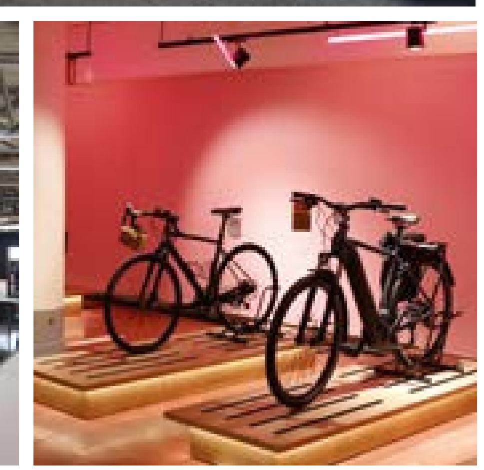

Development of our businesses

D'Ieteren BELRON MOLESKINE D'Ieteren Immo TVH PHE PARTS HOLDING EUROPE










D'Ieteren

Building seamless and sustainable mobility for everyone

Business Description

D'Ieteren distributes Volkswagen, Audi, SEAT, CUPRA, ŠKODA, Bentley, Lamborghini, Bugatti, Rimac, Porsche, and Microlino new vehicles in Belgium. D´Ieteren has a market share of 22.5% in the new car market and a fleet of approximatively 1.2 million vehicles on the road. The company also provides used vehicles through MyWay and Audi Approved Plus authorised centres. To source used vehicles, D'Ieteren developed its own sourcing platform. The company operates through a network of independent dealerships, as well as more than 30 company-owned dealerships located mainly on the Brussels-Mechelen-Antwerp axis.

D'Ieteren also offers aftersales services for the VW Group brands and offers bodyshop repair with WonderCar franchise, an innovative vehicle smart repair concept. In addition, D'Ieteren offers long-term leasing and a full range of financing services through Volkswagen D'Ieteren Finance, a joint venture between D'Ieteren and Volkswagen Financial Services.

D'Ieteren is also providing complementary services such as charging point stations with Electric by D'Ieteren and solar panel with Go Solar. D'Ieteren invests in new mobility solutions with the brand launch of Lucien selling bikes through its approximately 15 shops and with its Lab Box subsidiary which offers a range of mobility services, ranging from shared cars to the leasing of used cars for small and medium companies or mobility apps.

Interview with Denis Gorteman,

CEO D´Ieteren

2022 WAS YET ANOTHER YEAR OF TURMOIL IN THE AUTOMOTIVE INDUSTRY. HOW DID YOU MANAGE TO STAY AGILE AND CLOSE TO YOUR CUSTOMERS DURING THESE TURBULENT TIMES?

The year 2022 certainly did not herald the return to 'normal' everyone was hoping for. The continuing disruption in new vehicle deliveries, the high inflation trend and sharp rise in interest rates associated with the energy crisis have all weighed on the development of our automotive distribution business.

However, the fast-paced overhaul of our operations, launched in 2020, has absorbed much of these unfavourable externalities, enabling us to evolve and progress in a volatile economy while offering a broad range of mobility solutions to our customers. Thanks to a well-honed strategy, the team successfully delivered strong business performance despite the unfavourable context. Moreover, the diversification of our activities has reduced our exposure to the fluctuations in the market for new vehicles, which is largely driven by professional customers. We have set up a cross-functional team dedicated to meeting their needs effectively. Our team offers these clients a seamless and comprehensive mobility ecosystem, ranging from consultancy services to help them design appropriate mobility policies to the proposal of complementary or alternative solutions to the car, such as cycling, shared mobility, etc., as well as an integrated offer for the electrification of vehicle fleets.

To allay the concerns of private customers regarding delivery times and vehicle prices, we have speeded up the roll-out of financing solutions such as Private Lease and have deployed an expanded range of used vehicles of all makes. In addition, we are steadily developing a repair and maintenance network suitable for this type of vehicle.

In addition to being responsive to the demands from our customers, the other keys to our resilience are the financial strength of our dealer network and the unwavering commitment of our teams.

These pillars enable us to enter the year 2023 with a clear focus, fully aware of the need to adapt our operating methods to the markets' changing reality. As markets remain less buoyant than in the past, we will keep balancing our business model and structures towards high-potential activities and spearheading the digital transformation of our operations to deliver ever greater efficiency and a personalised and constant presence in the entire lifecycle of the customer journey.

THE COMPANY PURSUED ITS TRANSFORMATION TO ACHIEVE ITS PURPOSE OF PROVIDING PEOPLE WITH SUSTAINABLE AND SEAMLESS MOBILITY. WHAT HAS BEEN AND WILL BE YOUR FOCUS TO FULFILL THAT MISSION?

Responding to the call of the ecological transition, D'Ieteren continued its investments in 2022 to balance the mobility demands of people with the need to reduce the associated carbon impacts.

To complete our electromobility offer and enhance the customer experience, EDI - Electric by D'Ieteren has entered the green energy market by acquiring Go Solar, which specialises in the installation of photovoltaic panels and stationary batteries. EDI has gained a key position in its market, with more than 6,700 charging stations installed in 2022 and the ambition to double the result in 2023.

› Next

We have continued to invest in alternative or complementary mobility solutions to car ownership. Poppy's free-floating car-sharing business has been expanded, both to other cities and in fleet size. Our newly launched bike shop chain, Lucien, is growing at a fast pace, as the number of its bike stores increases. D'Ieteren has also continued to invest in paid passenger transport with Taxis Verts and has a very clear ambition to gradually decarbonise this business. Last but not least, we have entered the micromobility segment with Microlino, which we will distribute in the Benelux and France.

These steps are key to building a portfolio of complementary and sustainable mobility solutions. D'Ieteren is now focusing on successfully integrating these new businesses to achieve their full potential in response to social, environmental and economic challenges.

Performance

D'Ieteren delivered a strong performance despite challenges around supply chain issues and the subsequent lack of vehicles.

The year was characterized by global supply chain issues driven by a shortage in electronic components that led to delivery delays. Consequently, gross registrations decreased by 4% for Passenger Cars and by 22% for Light Commercial Vehicles compared to 2021. In this market, D'Ieteren obtained a market share of 22.3% of gross registrations. The Belgian market is electrifying with an increased penetration of BEVs, representing 10.3% of new car registrations in 2022, compared to 5.9% in 2021, which is driven by the high proportion of fleet cars in Belgium, and tax incentives. D'Ieteren was number 1 in the BEV segment with a market share of 26%, thanks to Volkswagen's early positioning on electric vehicles and wide range of electric models.

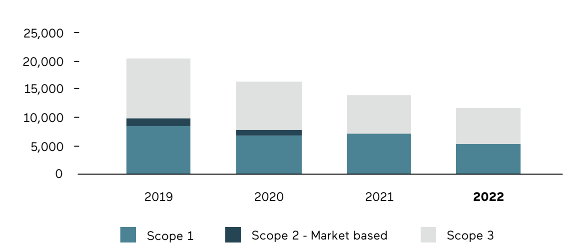
In this context, D'Ieteren Sales reached €3.61 billion in FY-22, up by 11% compared to FY-21, driven by a favourable mix of electric vehicle models and brands and higher average prices, and despite a 2% decrease in the number of cars invoiced at Import level. All the activities including Import, Spare Parts, Retail, Wonder, Lab Box, EDI and Lucien contributed to the growth in sales compared to FY-21. Adjusted EBIT[1] reached €139m, or 3.9% of net sales, 36% higher than FY-21, due to an improvement in gross margins and despite inflationary pressures. Following the Mail and Drogenbos closures, D'Ieteren Centers improved its financial performance. The trading cash flow was impacted by high inventory levels following December 2022 deliveries, which will flow into sales at the beginning of FY-23. This will enable D'Ieteren to deliver the cars ordered and satisfy the customers.

1. Including royalties & management fees and ELTIP

Key Figures[2]

(€ million)	2020[4]	2021	**2022**
New vehicles delivered (in units)	104,710	92,732	**89,469**
External revenue	3,215.7	3,238.9	**3,609.5**
Adjusted operating result[1]	95.0	102.7	**139.3**
Adjusted operating margin	3.0%	3.2%	**3.9%**
Adjusted result, Group's share			
before tax[1,3]	98.9	110.4	**147.1**
after tax[1]	70.7	78.7	**100.7**
Workforce *(FTE as at December 31)*	2,187	2,401	**2,041**

CO_2e EMISSIONS[5]
(Tons of CO_2)



1. Excluding *adjusting* items. (APMs - see glossary on page 60).
2. The D'Ieteren Automotive segment excludes the Group's corporate and real estate activities.
3. The *adjusted* result before tax, Group's share, includes the Group's share in the adjusted result before tax of the entities accounted for using the equity method.
4. As restated to reflect the IFRS® Interpretations Committee (IFRiC) final decisions on cloud computing arrangements.
5. For the KPIs related to the carbon footprint and energy, the scope as reported since 2019 is kept (HISTORICAL SCOPE). The reason is that D'Ieteren Automotive has committed externally to a target (-50% by 2025 vs 2019) on this scope and the scope is used as part of our Sustainability-Linked Loan. This scope includes the activities of D'Ieteren Automotive (excluding subsidiaries), Porsche Center Brussels, Porsche Center Antwerp and D'Ieteren Car Centers.
A decrease in heating and the closure of sites explain the decreasing scope 1. For scope 3, the closure of sites led to decreasing waste emissions and business travel are increasing in a post-covid rebound.

While adapting to supply chain issues, D'Ieteren stayed close to its clients and delivered a Net Promoter Score of 61.5 for new car sales and 51.2 for aftersales.'

Key Developments

In the absence of a motorshow in FY-22 given the global health context, D'Ieteren implemented a different commercial strategy based on an enhanced digital customer experience combined with physical dealership touchpoints and events. Early FY-22, D'Ieteren launched a multi-brand campaign for the first time. FY-23 was the 100th anniversary of the Brussels Motorshow and for the occasion, D'Ieteren reinforced its ambition of offering seamless and sustainable mobility for everyone and had a full hall to present its ecosystem of products and services including vehicle brands, used cars, EV charging points, financing solutions, Microlino, bikes and bodyshop repair.

In FY-22, D'Ieteren maintained its leadership position in BEV. To simplify the customer experience and provide a complete offering, including charging stations and solar panels, D'Ieteren acquired GoSolar. EDI installed more than 6,700 charging stations in FY-22 and plans to double the number of installations in FY-23.

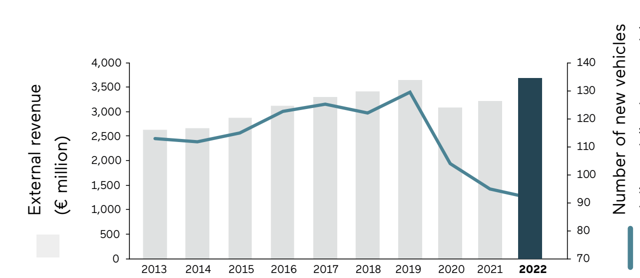
In terms of product offering, D'Ieteren added a new brand, Microlino, to increase its presence in the urban mobility segment. Microlino is an electric microcar that is mainly sold online. The car is small and agile, protects the driver from vagaries of the weather and combines a chic and trendy look. In FY-23, D'Ieteren opened its first Microlino showroom in Brussels.

In FY-22 D'Ieteren actively pursued the development of Lucien and launched its flagship store in Brussels in May '22, with a 3,000 square meter surface, a test track and a workshop. Lucien has already built a strong presence in the Flanders region and continues its development in the Brussels region following the acquisition of GoodBikes and Recycle, a used bike shop.

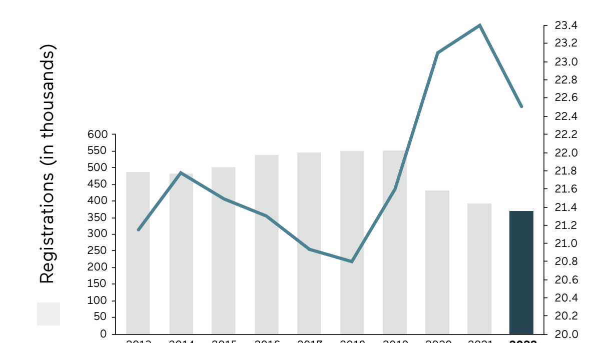
D'Ieteren continued to support Lab Box and invested in several new initiatives including Joule, a bike leasing company and Taxis Verts, a platform acting as the largest ride-hailing service provider in Belgium. Lab Box and Taxis Verts have the ambition of offering an innovative and sustainable ride-hailing experience to customers.

In the context of a difficult economic situation overall, and in order to address the needs of a growing share of private customers, D'Ieteren continued to develop and expand its used car activity and increased the offering via direct sales on the MyWay platform. D'Ieteren sold more than 5,900 used cars in FY-22.

REVENUE AND NUMBER OF VEHICLES DELIVERED

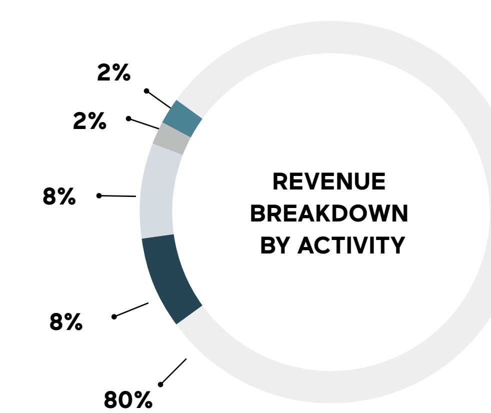


NEW CAR REGISTRATIONS IN BELGIUM AND MARKET SHARE OF D'IETEREN AUTOMOTIVE



REVENUE EVOLUTION BY ACTIVITY

(€ million)	2021	**2022**
New vehicles	2,615.1	**2,893.2**
Used vehicles	289.0	**305.9**
Spare parts and accessories	244.1	**275.1**
After sales activities	56.5	**54.4**
Other	34.2	**80.9**
D'IETEREN AUTOMOTIVE	**3,238.9**	**3,609.5**



Content

Key Indicators

Our value creation approach

Governance

Operating Model

› Supporting activitie's excellence during turbulent times

› Fostering our businesses' external growth

Risks and Opportunities

Value Creation

› For customers

› For our people

› For society

› For our shareholders

D´Ieteren Automotive

Belron

Moleskine

TVH

PHE

D´Ieteren Immo

❬ ❭

BELRON®

Making a difference with real care

Business Description

Belron has a clear purpose of "making a difference with real care". It is the worldwide leader in vehicle glass repair, replacement and recalibration, operating in 37 countries through wholly-owned businesses and franchises with market leading brands – including Autoglass®, Carglass®, Lebeau Vitres d'autos®, Speedy Glass®, Safelite® AutoGlass, O'Brien® and Smith&Smith®. In addition, Belron manages vehicle glass and other insurance claims on behalf of insurance companies.

	2018	2019	2020	2021	2022
VGRR[1] prime jobs (in million)	12.2	12.3	10.7	12.2	12.6
NPS[2]	82.8	84.2	84.9	83.4	82.2

1. Vehicles Glass Repair and Replacement
2. Net Promoter Score

WHAT ARE YOUR REFLECTIONS ON 2022? WHAT ARE THE OPPORTUNITIES AND CHALLENGES THAT LIE AHEAD FOR BELRON?

I'm pleased to say that 2022, my final full year as CEO, has been another record year for Belron – despite the challenges of inflation, war in Ukraine, supply chain disruptions and the threat of recession. We performed strongly, delivering record sales and profits and we lived our purpose of making a difference with real care to our customers, our people, society and our shareholders. We served millions of customers – around one customer every two seconds – and the excellent service we provided was again reflected in our world-class Net Promoter Score of 82.2 globally.

Similarly, we saw high engagement among colleagues, with many saying how proud they feel to work for a Belron business. We also celebrated the talent of our technicians – the heroes of our business – at our thrilling Best of Belron contest in Barcelona.

Almost 10,000 employees, their families and friends, suppliers and partners joined the Spirit of Belron Challenge, raising €2.2m for our partner charity Afrika Tikkun. Many also took part in activities to support their local communities throughout the year. We recycled 89% of the glass we handled and made a significant public commitment to reduce our carbon emissions by submitting reduction targets to the Science Based Targets initiative for validation.

We saw continued growth in recalibrations and VAPS (valued added products and services), made further acquisitions, and our Transformation programme made further progress as we seek to improve our colleague and customer experience. In response to inflation, we focused on cost control and price management.

Looking ahead, I have every confidence in our prospects for 2023. Belron is well-equipped to withstand the challenges that emerge in the world around us. There's much more to go after too with continued growth in recalibration and VAPS, modernisation of our processes and systems and a continued focus on managing our costs. Belron is an agile, dynamic business with strong foundations, talented colleagues and a unique culture. Under the new leadership of Carlos Brito, I know that an exciting future lies ahead.

HAVING BEEN CEO OF BELRON FOR 22 YEARS, YOU HAVE WITNESSED AND CONTRIBUTED TO THE COMPANY´S IMPRESSIVE EVOLUTION. LOOKING BACK, WHAT ARE YOU MOST PROUD OF?

There's so much we can feel proud of – it's been quite a journey. When I became CEO in 2000, Belron had recently been bought by D'Ieteren at a valuation of under €300 million. We employed less than 8,000 colleagues and were present in 14 countries.

Since then, Belron has become one of the world's leading service businesses – a family of market-leading brands in nearly 40 countries around the world. We've set ourselves apart by investing in our people and the quality of the service they provide to millions of customers every year. And we've seen this reflected in record customer service scores and record engagement among our 30,000 colleagues.

Significantly, we have given back tens of millions of euros to worthy causes globally and our commitments to reduce waste and emissions show we care about the world around us. Twenty years on, in 2021, our business was valued at €21bn as we welcomed on board other world class shareholders.

It's been a privilege for me to serve alongside tens of thousands of passionate and committed Belron colleagues. Together we have created something extraordinary – a business that's tremendously successful and embraces its purpose everyday - making a difference with real care to our customers, colleagues and the world around us. It fills me with such pride and pleasure to see how Belron has evolved. I step aside with joy in my heart and absolute confidence that this story will continue for many years to come.

Interview with Gary Lubner,

CEO Belron
until March 2023

› Next

Performance

In 2022, Belron once again performed strongly in a highly volatile environment marked by multiple challenges that impacted many aspects of the business. Management and the entire organisation reacted swiftly and efficiently to address inflationary pressures, ongoing supply-chain disruptions and issues related to tight labour markets. This led to yet another year of outstanding financial and non-financial results.

Full-year group sales crossed the €5 billion mark for the first time to reach €5.57bn, representing a 20% increase year on year driven by all regions. Profitability also improved despite pressures on the cost base stemming from macroeconomic challenges. Adjusted operating result surpassed €1 billion to reach €1,017m, a €181m uplift versus 2021, translating into a margin of 18.2%. The business also remained very cash-generative with a free cash flow of €298.8m and paid an interim dividend of €403.8m to its shareholders half way through the year while improving its Net Financial Debt/ EBITDA leverage ratio to 2.95x, up from 3.22x at the end of 2021.

In terms of volume of business, 2022 marked a return to above pre-Covid levels, as Belron performed 12.6m prime vehicle glass replace & repair ('VGRR') jobs, a 4% year-on-year increase and a 2% increase compared with 2019 levels. In addition to this, recalibration jobs continued to grow at a rapid pace (+32%) to reach almost 2.5m, demonstrating the rising penetration of ADAS among the car population and the company's ability to invest in and build the right in-house capabilities to manage this safety-critical operation.

M&A activity gained more traction during the year with 23 small bolt-on acquisitions made across regions, expected to bring in around €84m in additional annualised revenues. Cost management was also high on the agenda and action was taken across the business.

Belron also continued to deliver on all non-financial dimensions, including a consistently high customer satisfaction level with an NPS of 82.2, a record global employee engagement score of 86.2% and over €8.5m donated to charities around the globe through the Spirit of Belron Challenge, the Belron Ronnie Lubner Charitable Foundation and initiatives by local business units.

Key developments

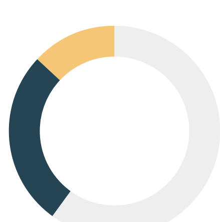
In 2022, Belron continued to strengthen its partnerships with both key suppliers and key accounts, through constructive negotiations and successful outcomes for both sides in a tough inflationary environment. The company continued to make progress digitising the customer journey and the service delivered on the frontline to customers remained best-in-class, even in highly demanding conditions caused by extreme heat during the summer and several natural disasters (e.g. hailstorm & fires in France, hurricanes in Florida, etc.).

Key Figures

(€ million)	2013	2014	2015	2016	2017	2018	2019[3]	2020[3]	2021[3,5]	**2022[3]**
External revenue	2,843.1	2,792.6	3,161.2	3,305.4	3,486.2	3,839.7	4,228.1	3,898.8	4,646.8	**5,574.3**
Adjusted operating result[1]	173.5	165.1	182.0	190.7	189.8	225.7	416.4	583.9	836.0	**1,016.7**
Adjusted operating margin[1]	6.1%	5.9%	5.8%	5.8%	5.4%	5.9%	9.8%	15.0%	18.0%	**18.2%**
Adjusted result, Group's share										
before tax[1,2]	130.5	123.4	137.6	148.4	134.5	90.3	167.6	248.6	370.6	**433.3**
after tax[1,2]	93.1	94.3	112.2	122.6	116.0	74.9	116.5	178.3	272.1	**309.6**
Workforce *(full time equivalents)*	25,645	25,204	26,390	26,340	28,994	30,567	29,121	25,784	29,388*	**29.799**

* As of 2021, FTE numbers are disclosed at year-end instead of average.

REVENUE BREAKDOWN BY REGION 2022



€ million	2021	**2022**	**Change**
60% North America	2,616.1	**3,368.2**	+28.7%
27% Eurozone	1,417.2	**1,514.6**	+6.9%
13% Rest of the World	613.5	**694.7**	+13.2%
Total	4,646.8	**5,574.3**	**+ 20.0%**

The 'Transformation' programme, which focuses on process improvements by leveraging technology with a view to enhance Belron's customers and people experience, entered into implementation mode in 2022 with advances delivered in the People, Supply Chain and Finance workstreams. Safelite, Belron's US operations, continued to play the role of 'pathfinder' country and is leading the way for the implementation of the Customer workstream, which includes both front- and back-office developments to improve the experience of Belron's technicians and clients.

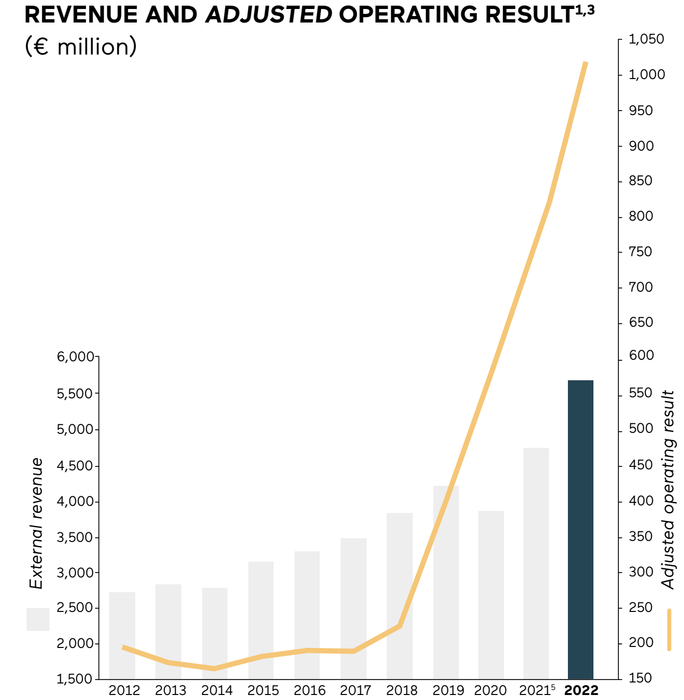
Talent management remained a priority for the company. Specifically, considerable efforts were devoted to managing the issues of talent scarcity and technician retention in very tight labour markets (especially in the US) by improving recruitment strategies and working methods. Belron also successfully delivered its Belron World Conference, which brought together all of the organisation's leaders, its Best of Belron Challenge in Barcelona, to celebrate and recognise the talent of its technicians, and its Spirit of Belron Challenge, which saw almost 10,000 employees, their family and friends, suppliers and partners raising money for its partner charity Afrika Tikkun.

The company's commitment to doing business responsibly saw a significant acceleration in 2022. Notably, the business undertook major work to establish a greenhouse gas emissions inventory for 2021, which acts as a base year for the reduction targets submitted under the Science Based Targets initiative ('SBTi') in December 2022. The company also made significant progress in glass waste recycling, which it has increased from 72% in 2021 to 89% in 2022. Belron also conducted 37 supplier audits and maintained Platinum or Gold Ecovadis scores in various business units in Europe and the rest of the world.

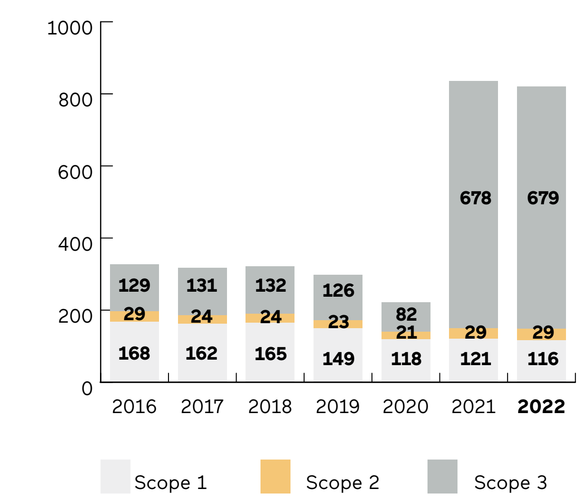
Finally, 2022 will surely be remembered as a historic year for Belron, not only for its record performance but also because it marked its iconic CEO Gary Lubner's last full year in office, before he steppped aside in March 2023, while remaining on the Board of Directors. After over 20 years of dedicated service as CEO and an exceptional track record, he was be succeeded by a world-renowned business leader, Carlos Brito, who successfully ran AB Inbev, the world's largest brewing company, for over 15 years.

Under this new leadership, 2023 will mark the start of a next phase for Belron, whose unique culture and talents will continue to make a difference for customers, people, shareholders and society.

REVENUE AND *ADJUSTED* OPERATING RESULT[1,3]
(€ million)



CO_2 EMISSIONS[4]
(Tons of CO_2)



1. Excluding adjusting items (APMs - see glossary on page 60).
2. Average stake in Belron: 94.85% in 2017, 57.78% in 2018, 52.48% in 2019, 53.75% in 2020, 52.88% in 2021, and 50.01% in 2022.
3. Post-IFRS 16 as from 2019.
4. Belron now has a detailed understanding of its scope 1 and 2 data and has completed a full GHG Protocol scope 3 assessment. Going forward the focus of carbon reduction work and reporting for scope 3 will be on categories 1 to 5 which represent 92% (on a 2021 base line and in line with SBTi requirements) of the total. The remaining categories are either not applicable, immaterial or optional for SBTi targets. Belron has therefore chosen to restate its 2021 GHG emissions in line with this approach and emissions from business travel and subcontracted vehicles are not included.
5. As restated to reflect a reclassification of -€21.0m of fees to system integrators to the transformation programme from *adjusted* result to *adjusting* items

MOLESKINE

Unleash the human genius through hands on paper

Business description

Moleskine is an iconic, inspirational brand born from the heritage of a legendary notebook. Its purpose is to unleash the human genius through hands on paper, to empower creativity and knowledge in each individual and the entire world. The product portfolio encompasses what is needed to capture this human genius and includes writing tools, planners and reading accessories.

Moleskine bridges the gap between analogue and digital notetaking with its Smart Writing Set, its digital ecosystem of apps, a digital platform and online publications.

The company sells its products globally through a multichannel strategy (Wholesale, Retail, e-Commerce and Strategic Partnerships). Moleskine is based in Milan, Italy, and has offices in Köln, New York, Hong Kong, Shanghai and Tokyo.

Interview with Daniela Riccardi,

CEO Moleskine

WHAT DO YOU SEE AS MOLESKINE'S GREATEST ACHIEVEMENTS IN 2022?

Moleskine continues its journey of growth both in terms of business KPI's and in terms of bringing to life its mission to "unleash human genius, through hands on paper".
On business, we continue posting sales reflecting double-digit growth and even better profit and cash performance. Growth is broad-based in the Western hemisphere and among our top clients, while in China, where the Covid situation has affected operations all year long, the teams focusing on trialling new winning Retail ideas and partnerships. In 2022, we also strengthened the execution of our Holidays Gifting strategy and the gifting offering, for both our direct-to-consumer Retail and e-Commerce channels, and for our top retailers. Results were extremely encouraging with an increased frequency of purchase and average ticket, prompting us to establish a permanent gifting offer for all Retailers.

Beyond paper, the launch of writing tools with Kaweco's world-class expertise and heritage was an exciting success and expansion to all retail partners is already underway for 2023.

The "Moleskine Smart" digital-analogue solution was relaunched and is gaining considerable appeal particularly among the younger demographic.

Moleskine heritage, together with its network of world-renowned artists, travelled from Shanghai to Paris and New York with the Detour exhibition and the Moleskine Foundation to promote our belief that creativity can transform the world. The events attracted an exceptional media coverage, far exceeding that of regular media outlets.

This year, we also made significant inroads in bringing our ambitious ESG program to life. Our journey towards sustainability is continuing under the umbrella of "Can Creativity Change the World?", which is based on five pillars: "A Moleskine never ends; Nurturing our forests; Trees give us oxygen and paper too; Be your authentic self; and Talents are our future." They are critical components of our brand and are communicated to our employees and consumers on a regular basis.

The GenZ board, a panel of 20 GenZ interns and employees at Moleskine, officially kicked off their work to create a Moleskine community among university students and meaningful projects relevant to their generation.

And finally, we continued to invest in our talents and their development. Among others, we launched a critical leadership development program for the company's senior Executives, which will be gradually implemented across the rest of the organisation in order to realize Moleskine's aspirations, together.

WHAT ARE MOLESKINE´S MOST IMPORTANT STRATEGIC PRIORITIES FOR THE UPCOMING YEARS?

Moleskine has a very solid and broad base of 10 million loyal users. Our aim is to continue to delight our consumers and increase their attachment to the brand through innovative products and concepts while establishing roots among the increasing number of GenZ fans of the Moleskine DNA and heritage. We see great potential to further excel at serving our existing and new customers, all year round, by offering a beautiful selection of Moleskine gifts in a continuously enriched physical and digital network experience.

› Next

Performance

In 2022, Moleskine achieved revenues of €143m, or growth of 17.8% year-on-year driven by Paper products (its core product category representing more than 90%) while expanding it to a full product ecosystem through the latest digital-analogue writing set Moleskine Smart, Kaweco writing tools and Moleskine apps.

This growth has been spread across the US as well as EMEA, led by strong double-digit growth in Italy, the Netherlands & the DACH region, the UK, and Iberia, while Asia faced extended Covid lockdowns in China and Japan, impacting the retail channel in particular.

The historical and core Wholesale channel achieved double-digit growth, paved by the successful strategic focus on major leading retailers, despite Amazon's e-commerce challenges and clients' widespread destocking policies during the end-of-year season. Strategic partnerships delivered 34% growth over 2021 thanks to the strong performance of the US and other large co-branding projects across the world.

In terms of direct-to-consumer channels, on the one hand, Retail has shown the strongest growth YoY, at + 43% vs 2021, confirming the success of the various initiatives taken in recent years, such as improved store experience, improved category management, and this year's opening of 8 new stores. On the other hand, the E-commerce channel has been challenged by this proprietary retail expansion as well as a return to normal, after the exceptional growth of e-commerce during the pandemic period.

Commercial efforts have been combined with disciplined cost management, by pursuing the organisational efficiency and simplification work started in 2020 (-44% FTE vs. 2019), among other things, thereby leading to a further improved operating margin. Thus, Moleskine has achieved an adjusted operating profit of €21.2m, representing a substantial increase of 72% over 2021. Working capital improvements, driven by more efficient inventory management, among other factors, have led to strong cash conversion.

Key Figures

(€ million)	2014	2015	2016	2017	2018	2019[1]	2020[1]	2021[1]	**2022[1]**
External revenue	98.8	128.2	145.2	155.4	174.1	163.9	102.3	121.6	**143.3**
Adjusted operating result[2]	25.3	34.8	34.0	25.2	28.6	18.9	-1.5	12.3	**21.2**
Adjusted operating margin[2]	25.6%	27.2%	23.4%	16.2%	16.4%	11.5%	-	10.1%	**14.8%**
Adjusted result, Group's share									
before tax[2]	24.1	34.6	32.9	15.2	18.9	9.5	-13.5	1.6	**10.2**
after tax[2]	16.5	27.1	23.3	10.1	22.8	4.7	-14.1	-3.2	**9.2**
Number of employees *(year-end)*	278	359	401	468	491	551	390	308	**310**

Note: Moleskine's results are fully consolidated in D'Ieteren's accounts as from 1 October 2016.

1. Post-IFRS16.
2. Excluding *adjusting* items (APMs - see glossary on page 60).
3. As restated to reflect the improvement in GHG emission measurement and the work undertaken for SBT submission. The increase in purchased goods and services, upstream and downstream freight, as well as waste and end of life emissions is explained by an increase in the volume of products sold in 2022 compared to 2021. Business travels have increased, mainly due to travel across the company offices in EMEA, America and APAC, suppliers visits and big customers meetings. The reduction in emissions related to employees commuting is mainly due to Moleskine's smart working policy and the new HQ localisation in Milan offering a new path work-home for employees.

Key Developments

In 2022, Moleskine again confirmed its leadership position in a highly competitive notebook market, thanks to the strength of its brand worldwide and its ability to generate robust profitable growth. Moleskine also, once again, successfully worked towards its mission to 'Unleash the human genius, putting pen to paper', by resurfacing the brand's DNA and re-energizing the loyal Moleskine community with exciting products and creative projects such as Detour 2.0 in Paris, Detour 3.0 in New York and various Moleskine Foundation social change initiatives.

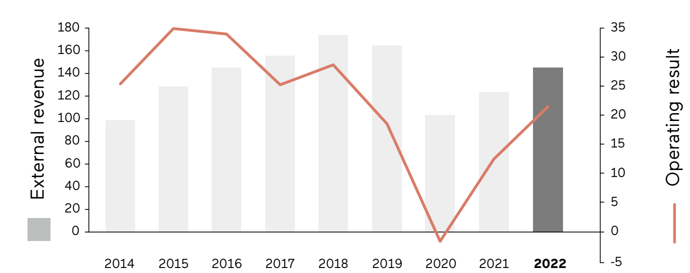
In the coming year, Moleskine intends to continue its brand's ascent by putting its customers at the centre of its strategy, to appeal to all generations of consumers and continue to capture market shares. Revenue growth and margins in 2023 will be further supported by significant price increases across all channels and regions, allowing for investment in Moleskine's development.

Innovations have brought great success for Moleskine in 2022 and will remain at the heart of Moleskine's growth in 2023. Moleskine is preparing to accelerate the distribution of Kaweco pens, the launch of the latest Moleskine Smart upgrade, and new regional collections of notebooks, planners, and other products designed by Moleskine or through collaborations with artists and brands.

With Covid restrictions loosened in Asia, Moleskine intends to grow in all regions and is gearing up to capture the full potential of its multi-channel approach. It will continue to transform its wholesale model by focusing on direct sales to large retailers, supported by a more customer-centric sales organisation, processes, and supply chain. Additionally, new Strategic Partnerships are being prepared, such as the exciting upcoming co-branding programme with several leading US universities. The retail segment (own branded stores) will continue to play an essential role in attracting a wider consumer base looking for an upgraded Moleskine experience, and will be supported by a customisation offering on Moleskine's e-commerce platform.

Finally, ESG remained high on the agenda in 2022, with continuous efforts to reduce CO_2 emissions (now implemented through our SBTI engagement), to promote a circular model through the recycling of a staggering 73 tonnes of paper, and to boost employee engagement. Moleskine's plan for 2023 is to continue working towards it ambitious ESG programme, structured around 5 new core pillars and lived as a commitment by the company to all its stakeholders.

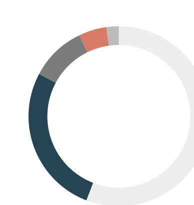
REVENUE AND *ADJUSTED* OPERATING RESULT[2]
(€ million)



CO_2 EMISSIONS[3]

CO_2e emissions (tons)	2019	2020	2021	2022
Scope 1	184	72	73	68
Scope 2 (market-based)	394	406	318	208
Scope 3	-	-	13,235	16,223
	578	**478**	**13,626**	**16,499**

REVENUE BREAKDOWN BY CHANNEL

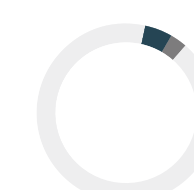


56% Wholesale
27% B2B
10% Retail
5% E-Commerce
2% Other

REVENUE BREAKDOWN BY GEOGRAPHY

41% EMEA (Europe, Middle East and Africa)
43% Americas
15% APAC (Asia-Pacific)

REVENUE BREAKDOWN BY PRODUCT



92% Paper
5% Non Paper
3% M+

We keep you going and growing

Business description

TVH is a leading global independent distributor of aftermarket parts for material handling, construction, agricultural and industrial equipment.

This client-centric organisation has continuously expanded its footprint to improve its responsiveness and client servicing capacity from a single Belgian location in 1969 to over 80 branches in 26 countries today.

Thanks to its client loyalty, TVH now serves customers throughout 180+ countries across the world and has achieved outstanding service quality levels with 95% of same-day shipments on orders.

Interview with Dominiek Valcke,

CEO TVH

"WE KEEP YOU GOING AND GROWING", HOW DO YOU SEE THIS PURPOSE BEING ACHIEVED WITHIN YOUR END MARKETS?

In short: In a lot of small things. Everyday.
Everyday, I see everybody at TVH doing their utmost to help all of our customers to the best of their abilities so that their business is going and growing. It is simply an intrinsic part of our DNA. And by doing so, we have been growing together with our customers as well.
Our customers' fleet also continues to evolve. We are therefore adding, on a daily basis, new part numbers and, more importantly, new products to our already extensive offering of close to 1m SKUs on stock, while continuously improving our service to the customers.

Our most recent market entry is in the parts & accessories for construction equipment segment, where we mainly focus on parts & accessories for small earth moving equipment. On the one hand, we are following the specific needs of our customers and on the other hand, we are leveraging all business opportunities and are selling our existing product range to new customers. That is why we are now launching another extension to our product range, which is actually a submarket of the construction equipment market, i.e. parts & accessories for backhoe loaders.

We are also continuously seeking to improve our services, for example we optimise the ways our customers can interact with us and find and order our products. Since early 2022, we have been putting a lot of effort into building a new e-commerce platform, and released the first version to a group of almost 800 customers in Q4-22. The changes were very well received, and we are foreseeing more improvements to come. The ultimate goal is to provide all of our customers globally with a seamless online experience, allowing them to easily search, find and order all the products in our offering.

WHAT ARE THE MOST IMPORTANT STRATEGIC PRIORITIES FOR TVH FOR THE YEARS TO COME?

Our new e-commerce tool, which I just mentioned, is an integrated part of TVH Innovatis. This is an all-encompassing multi-year program to make our global processes and our solutions/technologies future-proof.
Preliminary steps were taken over a year ago, and we will keep working hard on the solutions in 2023. The expectations are high, and the impact too, but we have a fantastic team of people working on this. Everybody is motivated and the whole company is eager to take the first steps.

As far as our new webshop is concerned, after the initial launch in EMEA and APAC, we aim to migrate the first customers in the Americas in Q2-23. TVH currently has one of the biggest B2B webshops in Belgium, and we want to continue to play in the top division, not only in Belgium but also globally across our various end-markets in the material handling, construction, agriculture and industrial equipment segments.

These big projects demonstrate our ambitions and the strong belief that we have not yet realised our maximum potential. But in order to realise these ambitions, we continue to search for people that are motivated to join our great team, globally. The search for talent continues to be an ongoing challenge. In 2022, we launched a great employer branding campaign in Belgium. On the 5th of January 2023, we also launched a new global career site - jobs.tvh.com - and have started rolling out the employer branding campaign in other countries, starting with the US.

As a last topic, I would like to mention sustainability. One cannot deny that our climate is changing and this concerns everybody. For many years already, TVH has been investing in sustainability but we also need to acknowledge that until 2022 we did it in a somewhat scattered way, without clearly formulating our ambitions. In 2023, we will not only start communicating about our ambitions, but we will also start monitoring and taking measures to achieve specific objectives tied to the Sustainable Development Goals we chose in 2022. We truly believe that we have a responsibility to act now to improve the world for the next generations. We wholeheartedly aim to contribute our part for the globe.

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Performance

The aftermarket for parts related to material handling, construction, agricultural and other industrial equipment has continued its strong growth throughout 2022. Despite the support of sustained economic activity, TVH's markets have encountered some complex headwinds such as the terrible war in Ukraine, severely impacting its regional business, the continued global supply chain disruptions (with unceasingly high freight rates and long delivery times) and an inflationary environment of a kind that hasn't been experienced in decades.

Despite the volatile global environment, TVH achieved an outstanding performance, resulting in a record turnover of €1.622 billion, up by 20.5%[1] compared to 2021, and an *adjusted* operating result of €258m, representing a 14.0%[1] increase compared to 2021. Cash conversion resulted in a negative *adjusted* free cash flow of (€53m), following the substantial investments in working capital, acquisitions and capex in order to enable sustained future growth.

Growth in turnover was driven by strong organic growth (+13.4%) driven by sustained economic activity on TVH's markets, FX effects (+5.4%) mainly related to TVH's strong USD exposure and by some external growth (+1.7%).

The strong sales performance was the result of continued growth across core geographies, with the Americas being a stellar outperformer (26% growth YoY in USD) and EMEA delivering strong double-digit growth despite the significant loss of business in the Ukraine/Russia region. Additionally, the APAC region also recorded impressive growth of close to 19% vs. 2021. In terms of end-market growth, TVH's core material handling market remained a key driver of the group with a growth rate north of 20%. The construction equipment market displayed yet another impressive year with growth rates of over 30% vs. 2021, driven by the strong expansion of the small earth moving equipment category.

TVH's client centric mindset remains a cornerstone of the organisation. This constant search to further improve processes and tools to better service its wide range of customers has led to a strong increase in the company's NPS[2] score, from 41.8 in 2021 to 52.5 in 2022. The ease of doing business with TVH also translated into an increased level of e-commerce sales, at 87% of all orders.

1. Growth in BEGAAP, on a comparable scope.
2. Net Promoter Score, measured on a 12M rolling basis for TVH only (excl. Bepco).

Key Figures

(€ million)	Q4-2021[1,3]	2022
External revenue	348.0	**1,621.7**
Adjusted operating result[2]	47.8	**257.6**
Adjusted result, Group's share[2]	-	**-**
before tax	18.6	**98.6**
after tax	13.9	**76.2**
Workforce *(FTE as at December 31)*	4,772	**4,907**

CO_2 EMISSIONS[3]

Direct CO_2 emissions (tons)	2022
Scope 1	5,269
Scope 2 (market-based)	6,561
	11,830

1. TVH contributes to D'Ieteren Group's results as from Q4-21.
2. Excluding *Adjusting* items (APMs - see glossary page 60).
3. As restated to improve consistency of accounting policies across all affiliates and to reflect the purchase price allocation.

Key Developments

In 2022, TVH continued to invest substantial amounts in its working capital, mainly across inventory and accounts receivables, reflecting the strong growth in sales and providing sufficient inventory buffers in order to cope with supply chain issues and to enable for continued strong growth. Additionally, significant investments were made in various growth projects such as: (i) the TVH Innovatis wave 1 launch, a multi-year global business process transformation program, (ii) the extension of the WB3 automated high-bay warehouse, doubling the conveyable shuttle block capacity in Waregem, and (iii) other logistic automation and facilities investments.

In order to guarantee a superior customer experience and further improve the ease of doing business with TVH, a new e-commerce platform was successfully launched in EMEA & APAC at the end of 2022. The new platform is expected to be launched in the Americas in the first half of 2023. The new e-commerce platform will allow TVH to integrate its existing e-commerce websites into a single, global e-commerce experience.

TVH also continued to deliver on its global M&A strategy. In 2022, TVH acquired companies active in various geographies and equipment end-markets. In H1-22, TVH acquired Grupo Empilhapeças, a local Portuguese distributor focused on material handling equipment and a UK based distributor specialised in parts for construction equipment. In H2-22, TVH acquired Cab Glazing, a UK based distributor of glass parts for construction equipment. For the coming years, TVH will continue to actively approach attractive acquisition opportunities to further strengthen its position as the reliable spare parts partner in its different end-markets.
Being one of TVH's strategic building blocks, sustainability also remained high on TVH's agenda in 2022. Throughout the year, the Company has set its Sustainable Development Goals (SDG) and is in the process of defining its KPI targets, monitoring approach and action roadmap. Additionally, TVH is also finalising its ambition level regarding GHG emissions reduction targets. This is an important pillar together with the SDGs that reflects TVH's sustainability vision: "Contributing our part now for future generations."

REVENUE BREAKDOWN BY GEOGRAPHY (FY-22)[1]

58% EMEA
37% Americas
5% APAC

REVENUE BREAKDOWN BY MARKET (FY-22)[1]

58% Material Handling
17% Construction
9% Agriculture
16% Others

1. Parts Sales (excluding freight recharges)

❮ ❯

PHE — PARTS HOLDING EUROPE —

Promoting affordable and sustainable mobility

Business Description

PHE is an omni-channel distribution leader in the independent aftermarket for vehicle spare parts, present in 6 Western European countries: France, Spain, Italy, and the Benelux. Its mission is to promote affordable and sustainable mobility. This is made possible by its people and its integrated and digitally enabled operating model based on logistical excellence and superior distribution density.

Interview with Stéphane Antiglio,

CEO PHE

HAVING BEEN CEO OF PHE FOR 11 YEARS, WHAT ARE THE KEY FACTORS THAT YOU BELIEVE HAVE LED TO ITS CURRENT MARKET POSITION?

Over the past 11 years, we have made an impressive team effort to position PHE as a leader across all its markets. All our teams are focused on meeting our customers' needs and achieving operational excellence. Offering the best parts at the best price in the shortest timeframe is an imperative shared by all our subsidiaries. To achieve this goal, we have invested in high-performance logistics tools that enable us to deliver parts to our customers repairers up to six times a day with a very high parts availability rate. We cover all product categories with our positioning as a multi-specialist in car and truck parts. Our goal is to be able to respond to the main demands of repairers: reducing vehicle downtime in the workshop while providing affordable and quality repair. Thanks to this strategy, we are building customer loyalty and winning over new customers, including brand agents.

Our job also includes facilitating the daily work of our customers. We are constantly innovating the services we offer them, particularly through digital technologies. We have developed an online ordering portal, Autossimo, which allows all repairers to order parts in a few seconds on a 24/7 basis. We are also anticipating tomorrow's repair challenges by training repairers in new types of engines and in data access. All the tools and services offered by PHE's teams allow us to strengthen the trust relationship with our clients and further grow our market share. We are also developing solutions to increase our clients' business (online appointment booking or quotations such as AD.fr or idGarages.com), in particular for the branded AD repair networks supported by our distributors. In France, Autodistribution has more than 2,200 affiliated repairers, the leading multi-make repair network.

Finally, we operate in markets bordering France (Benelux, Italy and Spain) which have common characteristics: similar vehicle makes and the same suppliers. These elements enable us to maximise our purchasing and logistics synergies and strengthen our competitiveness.

If I were to pick one key element of this adventure at the head of PHE, it would be the strength of our team at the service of our clients.

HOW DO YOU ENVISION PHE'S FUTURE DEVELOPMENTS AND WHAT DO YOU EXPECT FROM D'IETEREN GROUP AS A SHAREHOLDER?

Through its mission to contribute to affordable and sustainable mobility, PHE provides effective solutions to the challenges of the ageing car fleet and the demands of motorists. We are positioned in a large, resilient and predictable market which allows us to have a long-term vision.

Our development is based on two lines: continuing our organic growth by innovating and offering new services to our customers and developing external expansion projects. We operate in a highly fragmented market that offers many opportunities. In detail, our organic growth will focus on supporting our clients in addressing the major impending changes to the vehicle fleet: training and equipment for electric vehicles, handling the calibration of on-board driving assistance devices, and access to manufacturer data. In terms of external growth, we have made acquisitions in France, the Benelux countries, Italy and more recently Spain, with the aim of becoming the leader or a very strong challenger in each of these countries. We will continue to drive the consolidation of the automotive distribution aftermarket by seizing the right opportunities. Many of the long-established companies in this industry are aware of the need to join a stronger group with shared business and customer service values. PHE offers these companies an attractive model, a vision of the business and a customer culture that are also those of the D'Ieteren Group. When we invest in a new country or acquire a new company, we strive to rely on the existing management teams to ensure

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continuity and long-term prospects. We are also adapting our organisational methods to take on board each country's specific after-sales distribution practices and culture, while introducing strong back office synergies. It is in this spirit that we are building a strong and ambitious European group in the distribution of vehicle parts.

We are delighted to be able to rely on the commitment of the D'Ieteren Group to PHE and to continue these development projects together. With the support of the D'Ieteren Group, we are strengthening our European ambition. We will also be able to draw on their expertise to step up our approach to corporate social responsibility.

Performance

D'Ieteren Group was pleased to close the acquisition of PHE on the 4 August 2022 at an acquisition price (Enterprise Value) of €1.7bn, corresponding to a 2021 EV/EBITDA multiple of 6.9x. Today, D'Ieteren Group holds around c.91% of PHE shares after re-investment by French independent distributors and other minority investors[1].

In 2022, the Independent Aftermarket ('IAM') for spare parts distribution continued on its path of growth to reach pre-pandemic levels, driven by both higher volumes and price inflation. Market volumes benefited from increased mobility and an ageing car population as new vehicle sales remained at much lower levels for the third consecutive year as a result of continued Covid-related supply chain disruptions combined with decreasing households purchasing power. Throughout the year, PHE maintained a relatively high level of inventory in order to guarantee product availability for its customers, which allowed further gains in terms of market share.

PHE experienced outstanding revenue growth in 2022 of +15% YoY, making €2,260m in sales, with an *adjusted* operating result of €178.1[2] representing a solid *adjusted* operating margin of 7.9%.

Revenue growth was driven by organic growth in both the French and International segments[3,4] (+9%) and acquisitions (+6%). Light Vehicle ('LV') France remained the highest contributor to growth over 2022 thanks to its superior customer service and strong execution. Many successful initiatives have also been implemented in other business units ('BUs') such as improved commercial strategy at Trucks BU and Oscaro's international expansion (Benelux, Spain and Portugal) and loyalty programme, driving higher revenue growth and improved profitability.

Acquisitions remained key to PHE's growth strategy in 2022. On top of managing the processes of divesting from Mondial Pare-Brise and Glass Auto Service, as required by the European Commission, PHE has actively pursued its expansion in Italy and Spain by acquiring eight distributors[5] in both countries, respectively, while also further consolidating its presence in France through the takeover of Fradis, a distributor in the north of Paris.

Overall, 2022 was a strong year for PHE with outstanding commercial performance, improved profitability and an acceleration of the continuous gains made in terms of market share. The year saw PHE further strengthening its leadership position in France while reinforcing its presence and top-3 positions in other countries, to confirm its status among the top three players in the Western European multi-specialist IAM market.

1. Minority investors include PHE management as well as Spanish and Italian independent distributors.
2. €178.1 at PHE segment level. PHE stand-alone adjusted operating result amounts to 180.3 m for FY-22.
3. France segment inludes: Light Vehicle France, Trucks, Oscaro, Central Purchasing Unit, Mondial Pare Bise and Platforms (Logisteo, Cora, PTNM and ACR).
4. International Segment includes: Doyen Group and Geevers (Benelux), Autodis Italia (Italy), AD Bosch Recanvis (Spain).
5. AD Levante Parts, AD Penalver, Auto Recambios Vilber & Auto Recambios Penalver (Spain) & Attrezzauto, AD Marche, Autodistribution Italia & Sarat (Italy).

Key developments

PHE's primary purpose is to offer affordable mobility. For 2023, its goal is to continue delivering the right part to the right customer at the right time and at the right price. Strategically, PHE intends to further expand its leadership position in Europe by growing organically in local markets, improve profitability, and continue its geographical expansion in Spain and Italy while remaining opportunistic with regard to further consolidation in Europe.

Firstly, PHE's organic growth will rely on strategic plans to further increase its market share by attracting new clients, increasing customer loyalty, focusing its commercial efforts on key product categories, overall product availability, logistical excellence and providing the best services to its clients, as well as further developing its online B2C channel (Oscaro), among other things. PHE will also continue to invest in its support for garages by providing repair professionals with a variety of services including remote diagnostics and assistance, as well as training through its AD institute (around 1,300 Autodistribution clients trained yearly) to better prepare them for increasing car connectivity and electrification. Additionally, PHE will keep developing in-house customer-centric solutions such as its new and easy-to-use product return application, and will continue to improve its B2B online platforms Autossimo and Truckissimo. Alongside these initiatives, another driver of organic growth in 2023 will be the embedded inflation stemming from 2022, driven by expected further increases in prices of OEM and OES automotive spare parts.

Secondly, in the current macro-economic context, PHE intends to continue carrying relatively high levels of inventories to ensure product availability, further cultivate purchasing synergies, develop its private label, improve its e-commerce profitability (Oscaro), and manage energy and people costs through various measures (e.g. 'Plan de sobriété énergétique' in France and all business units) and incentives.

Thirdly, M&A will remain a key growth factor for PHE. Focussing on Spain, its modus operandi is the friendly takeover of candidates from AD Parts network, where current management remains in charge, giving them the opportunity to contribute to their respective businesses' value creation potential. In addition, PHE will remain on the look-out for high-value accretive M&A opportunities in new geographies to further strengthen its leading position in Europe and, ultimately, reinforce purchasing synergies for its existing business units.

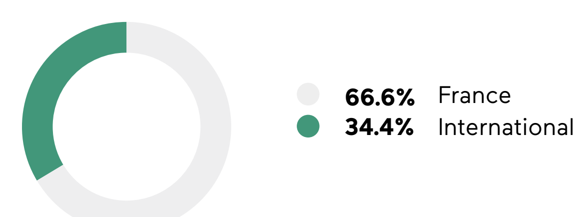
Finally, ESG is expected to play a central role in PHE's 2023 strategy. Several actions have already been identified in each business unit showing the pathway for improvement in environmental, social and governance matters. Based on these outcomes, PHE is refining its ESG strategy, identifying targets and committing to take the necessary steps to achieve them.

Key Figures[2]

(€ million)	2022*	Aug-Dec 2022*	Change[3]
External revenue	2,259.8	961.8	**+16.9%**
Adjusted operating result[1]	178.1	71.1	-
Adjusted result, Group's share[1]			
before tax	86.8	38.8	-
after tax	-	30.4	-
Number of employees *(year-end)*	9,112		

*The figures presented below represent D'Ieteren Group's PHE segment, composed of PHE operating company and PHE's holding company

SALES BY SEGMENT



1. Excluding *adjusting* items (APMs - see glossary page 60)
2. PHE contributes to D'Ieteren Group's results as from August 2022
3. August - December 2022 versus August - December 2021

D'Ieteren Immo

Creating timeless living and working spaces adapted to the evolving needs of people and society

Business description

D'Ieteren Immo is the real estate arm of D'Ieteren Group in Belgium and is responsible for managing the real estate assets owned by D'Ieteren Group, most of which are rented by D'Ieteren Automotive. The assets include offices, workshops, commercial assets, logistics centres, residential units and landbanks. Part of the activities includes the conversion and redevelopment of sites that are no longer used by D'Ieteren Automotive. This part is principally aimed at converting sites and searching for new development areas in the semi-industrial and service sectors, as well as in the residential market. In addition, D'Ieteren Immo supports end customers, namely the tenants of the 35 sites held in the portfolio, with real estate advice, as well as an innovative range of services.

With its various activities, D'Ieteren Immo wants to ensure the prosperity of its properties, which, in some cases, have been part of the Group's assets for decades or more.

It strives for excellence in every area of its business, through:
- rigorous governance;
- sustainable management of its property portfolio;
- long-term relationships with customers, suppliers and authorities;
- a well-trained and proactive team.

D'IETEREN IMMO'S PORTFOLIO COMPRISES **35 SITES** WITH A TOTAL SURFACE AREA OF MORE THAN **794,222 M²**.

Interview with Paul Monville,

CEO D'Ieteren Immo

HOW DID D´IETEREN IMMO ADDRESS THE ONGOING ENERGY CRISIS? HOW DID YOU ADAPT?

We took advantage of these challenging times to strengthen our vision and the missions that D'Ieteren Immo has embarked on. Our organisation is based on work that is planned from a very long-term perspective. Looking beyond an annual horizon allows us, in uncertain times, to react quickly and remember the trajectory to follow.

This year, when not only have energy prices moved erratically, but resource scarcity has been increasingly felt, we have focused our actions as follows:

1° For projects under construction, we have opted for an open dialogue with our partners in order to negotiate the best time to adjust the timeline of our project milestones, without fear of postponing when necessary.

2° As D'Ieteren Immo establishes long-term partnerships, the suppliers we partner up with have helped us to get through this challenging period, providing the best of their expertise and resources (e.g. for machine repairs).

3° The fluctuation of energy prices has had little impact on our organisation because on one hand we have negotiated long-term contracts, guaranteeing prices on a multi-annual basis, while on the other hand we have, for many years, developed a policy of investment in energy self-production that is gradually bringing us to an energy self-sufficiency rate of almost 50% today.

4° We have also been focusing on listening to our customers more effectively, helping them to reduce their energy consumption through ad hoc plans (like the actions plans to track energy consumption at all levels) and reassuring them that their energy tariffs will remain stable thanks to our multi-year contracts.

WHAT ARE YOU PRIORITIZING IN ORDER TO FULFIL YOUR LONG-TERM COMMITMENT TO SUSTAINABILITY?

D'Ieteren Immo's priorities remain engraved in our Roadmap to Sustainability. The first objective is to participate in the decarbonisation of our economy by seeking all possible ways to reduce our carbon footprint – whether in everyday life or in the major construction projects we work on.

This year we launched the "Carbon-Nada" project, which represents a substantial investment envelope that was first deployed in 2022 and will continue over the next ten years in order to achieve our objectives of reducing the company's and portfolio-based Greenhouse Gas Emissions by 52% by 2030 and become CO_2-neutral by 2040.

Secondly, we focus on training our employees. We have been investing in their ongoing training for many years. On average, each employee completes 1 week of training per year, including business training and training in communication skills. This is done in order to continue to improve the company's organisational climate through inspirational leadership, as well as to stay on top of market best practices and opportunities to achieve our roadmap.

› Next

Performance 2022

In 2022, D'Ieteren Immo has once again proven its agile and resilient character throughout a year that has marked a new reality with the highest inflation in decades, driven by the price of energy and various raw materials, which skyrocketed and impacted the real estate market in various ways. The energy crisis of the past year once again emphasised the ever-increasing need for qualitative and sustainable real estate assets. D'Ieteren Immo's long-term vision has allowed it to weather the various challenges but also provided an opportunity for it to help its clients reduce their energy consumption and provide them with stable energy contracts.

At the end of 2022, the real estate portfolio comprised 35 sites compared to 37 sites at the end of 2021, following the sale of two commercial buildings, one in Brussels and one in the Charleroi region. This portfolio of real estate assets, spread across Brussels, Flanders & Wallonia had a fair market value of €307.5m at the end of 2022, generating a net rental yield (incl. vacancies[1]) of 7.4%[2]. D'Ieteren Immo was able to grow its net rental income in 2022 to €22.3m, up from €21.7m in 2021, mainly driven by new lease contracts and to a lesser extent by rental indexations.

Complementary to its good financial performance, D'Ieteren Immo continued to deliver on its promise to be a top employer, as the annual employee satisfaction survey score remained high at 84% for 2022. Making life easier for its customers is part of D'Ieteren Immo's added value; various services such as managing maintenance and energy contracts have contributed to an improvement in its NPS, from 18 in 2021 to 25 in 2022. Additionally, the company also made a solid improvement towards carbon neutrality as it decreased its GHG emissions by 24.4% in 2022, following a 8.8% reduction in 2021.

1. The average LTM vacancy rate at 31/12/2022 stood at 6.0%.
2. Net rental yield = the net rental income of 2022 divided by the fair market value of the portfolio on 31/12/2022.

Key developments

The construction works for Mobilis, the multi-purpose and sustainable project on the corner of Industrielaan and Paepsemlaan at the Anderlecht Industrie site, has advanced well throughout the year. The project received an "Outstanding" score of 92.4% on its BREEAM New Construction certificate for the design phase, in-line with the company's ambition to design and build future-proof infrastructure. The project is expected to be delivered by the end of 2023.

D'Ieteren Immo's flagship "50 RM" project, to redevelop the D'Ieteren Group's historical headquarters on rue du Mail is also advancing. The design consortium led by the renowned British studio AL_A has progressed well. Currently, the design phase is being finalised and there are ongoing and various interactions with the municipal and regional authorities and the project's other stakeholders. A permit application is expected to be submitted by the end of 2023.

The D'Ieteren Park project to redevelop the frontline of the Kortenberg site into an inspiring and sustainable park with offices for various D'Ieteren Automotive activities, is entering its construction phase. The permit for the first part of the redevelopment project has been obtained and construction work is expected to begin in 2023. The Porsche Center Antwerpen extension project also reached its final phase in 2022, with the addition of a Porsche Approved section and additional aftersales capacity for Bentley & Lamborghini.

Sustainability, in all its aspects, remains at the heart of D'Ieteren Immo's long-term strategy. In 2022, D'Ieteren Immo launched a joint study with VITO on the improvements required at its largest sites in order to complete the transition towards carbon neutrality by 2040. Following this study, the company is currently setting a clear investment roadmap with its "Carbon-Nada" project. Various improvement projects were already initiated in 2022 and a significant budget is foreseen for the coming years, allowing for a material impact in order to reach sustainability ambitions.

Key Figures

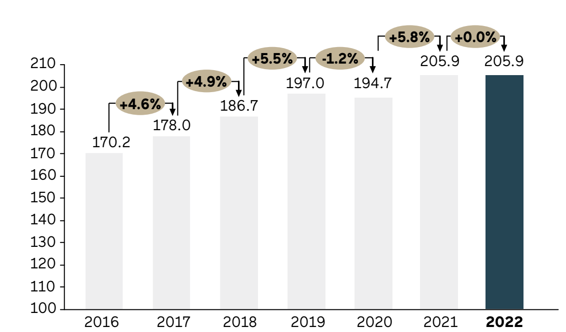
REAL ESTATE PORTFOLIO	m^2
Car parkings	452,390
Work shops	71,126
Showrooms	45,259
Storage	83,287
Offices	32,234
Technical / utility	21,713
Residential	5,293
Other	153,246
TOTAL	864,548
of which covered	291,804
TOTAL LAND AREA	794,222

CO_2 EMISSIONS[1]

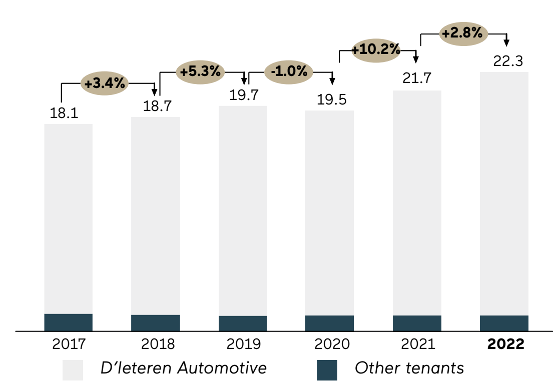
CO_2 emissions (tons)	2019	2020	2021	2022
Scope 1	148	143	146	112
Scope 2 (market-based)	16	16	0	0
Scope 3	7,764	7,278	6,640	5,020
	7,928	**7,437**	**6,786**	**5,132**

1. For its own offices, D'Ieteren Immo switched to green electricity in 2021, which explains the significant drop in scope 2 emissions.

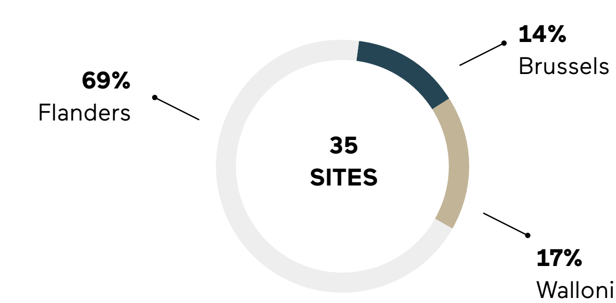
BOOK VALUE OF THE REAL ESTATE PORTFOLIO
(€ million)



NET RENTAL INCOME
(€ million)



41 TEAM MEMBERS*
30% women and 70% men



1. At identical perimeter
* at year-end 2022

Glossary of alternative performance measures (APMs) used in this integrated report

In order to better reflect its underlying performance and assist investors, securities analysts and other interested parties in gaining a better understanding of its financial performance, the Group uses Alternative Performance Measures (APMs). These alternative performance metrics are used internally for analysing the Group's results as well as its business units. These APMs are non-GAAP measures, i.e. their definition is not addressed by IFRS. The Group does not present APMs as an alternative to financial measures determined in accordance with IFRS and does not give to APMs greater prominence than defined IFRS measures.

Each line of the statement of profit or loss, and each subtotal of the segment statement of profit or loss, is broken down in order to provide information on the *adjusted* result and on the *adjusting* items.

The *adjusting* items are identified by the Group in order to present comparable figures and comprise the following items, but are not limited to:

(a) Recognised fair value gains and losses on financial instruments (i.e. change in fair value between the opening and the end of the period, excluding the accrued cash flows of the derivatives that occurred during the period), where hedge accounting may not be applied under IAS 39/IFRS 9 (in this case recognised fair value gains and losses being directly accounted for in the Consolidated Statement of Comprehensive Income);

(b) Exchange gains and losses arising upon the translation of foreign currency loans and borrowings at the closing rate;

(c) Impairment of goodwill and other non-current assets;

(d) Amortisation of intangible assets with finite useful lives recognised in the framework of the allocation as defined by IFRS 3 of the cost of a business combination;

(e) Other material items that derive from events or transactions that fall within the ordinary activities of the Group, and which individually or, if of a similar type, in aggregate, are separately disclosed by virtue of their size or incidence.

***Adjusted* result** consists of the IFRS reported result, excluding *adjusting* items as listed above.

***Adjusted* result after tax** consists of the reported result from continuing operations (or the result for the period when no discontinued operation is reported), excluding *adjusting* items, and excluding their tax impact.

***Adjusted* result before tax** consists of the reported result before tax excluding *adjusting* items as defined above.

***Adjusted* result after tax, Group's share**, and *adjusted* result before tax, Group's share, exclude the share of minority shareholders in *adjusted* result before / after tax.

Net debt is based on loans and borrowings less cash, cash equivalents and non-current and current asset investments. It excludes the fair value of derivative debt instruments.

EBITDA is defined as earnings before interest, taxes, depreciation and amortization. Since the method for calculating the EBITDA is not governed by IFRS, the method applied by the Group may not be the same as that adopted by others and therefore may not be comparable.

Earnings per share are based on the result for the period attributable to equity holders of the Parent, after adjustment for participating shares (each participating share confers one voting right and gives right to a dividend equal to one eighth of the dividend of an ordinary share). ***Adjusted* earnings per share**, which do not include *adjusting* items, are presented to highlight underlying performance.

FINANCIAL CALENDAR

General Meeting & Trading update	25 May 2023
Dividend ex date	6 June 2023
Dividend payment date	8 June 2023
2022 Half-Year Results	7 September 2023

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Information about the group (press releases, annual reports, financial calendar, share price, financial information, social documents, etc.) is available in three languages (French, Dutch and English), on www.dieterengroup.com or on request.

Ce rapport est également disponible en français. Dit verslag is ook beschikbaar in het Nederlands.

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FORWARD-LOOKING STATEMENTS
This Annual Report contains forward-looking information that involves risks and uncertainties, including statements about D'Ieteren Group's plans, objectives, expectations and intentions. Readers are cautioned that forward-looking statements include known and unknown risks and are subject to significant business, economic and competitive uncertainties and contingencies, many of which are beyond the control of D'Ieteren Group. Should one or more of these risks, uncertainties or contingencies materialize, or should any underlying assumptions prove incorrect, actual results could vary materially from those anticipated, expected, estimated or projected. As a result, D'Ieteren Group does not assume any responsibility for the accuracy of these forward-looking statements.

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