



Note: comments in this presentation refer to the figures on a "Pre-IFRS 16" basis unless stated otherwise.

- As a Group, we made a substantial profit jump of +40% in *adjusted* PBT g.s. in 2019, driven by Belron's excellent performance and by another year of improvement at D'leteren Auto.
- For **2020**, we aim to increase our *adjusted* PBT g.s. by at least 25% (post-IFRS 16). This guidance doesn't take into account potential risks and consequences related to the Coronavirus (COVID-19)
- A gross ordinary dividend per share of EUR 1.15 will be proposed, up 15% from last year



### 2019 Highlights

#### **Overall:**

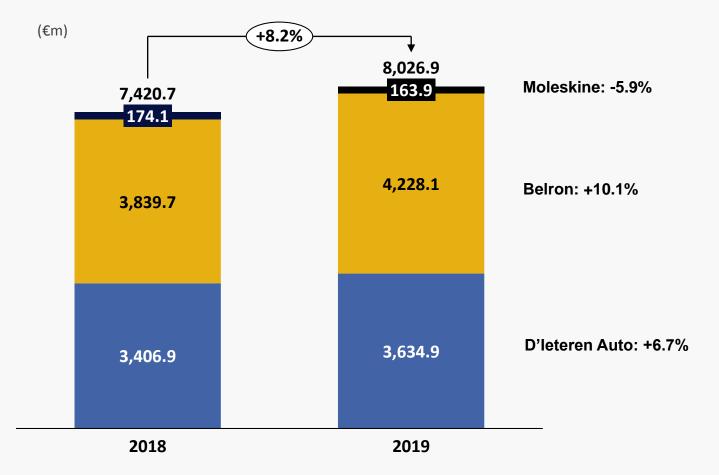
- D'Ieteren Group's KPI adjusted PBT g.s. rose by 40% (guidance: "about 35% higher") to EUR 301 million on a comparable basis. In post-IFRS 16 terms, our PBT g.s. reached EUR 295 million
- Combined<sup>1</sup> Group **sales** grew with 8.2%, and jumped over the **EUR 8 billion** mark
- D'Ieteren Group's adjusted FCF<sup>2</sup> g.s. reached EUR 215 million (EUR 25 million in 2018). The net cash position of "Corporate & Unallocated" equalled EUR 1.5 billion at the end of 2019

Activities:

- Belron's significant step up in profits is a reflection of robust sales growth in the US and the success of the Fit for Growth program in all geographies
- D'leteren Auto managed to increase its share in a market that was more resilient than expected. The positive
  impact from higher volumes and improved gross margins at the Import activity was partly offset by a lower
  profit contribution from the Retail activity
- Moleskine's performance was disappointing in terms of sales and profits. Its adjusted FCF however improved nicely through effective inventory management. The focus in 2020 will be on streamlining the organization. The new CEO will join the company in April

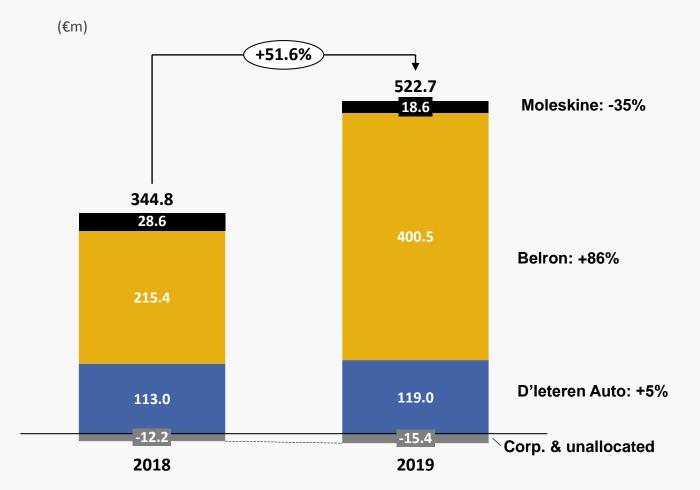


### Combined<sup>1</sup> group sales: +8.2%

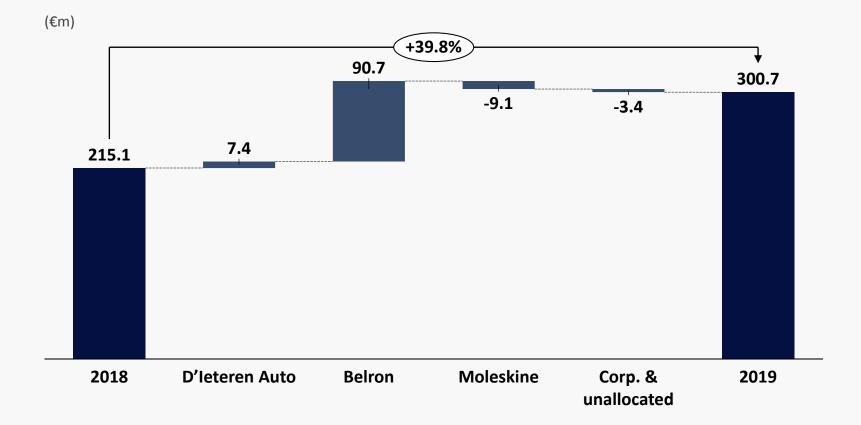




## Combined *adjusted* operating result<sup>1</sup>: +51.6%



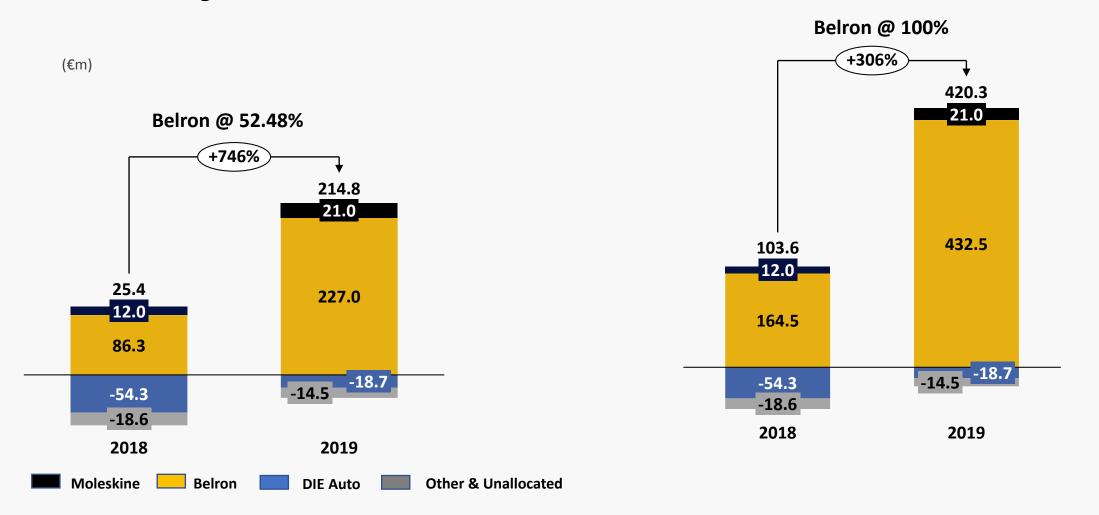
# Adjusted PBT g.s.: +39.8% at comparable perimeter<sup>1</sup>





### Adjusted free cash flow generation

 D'leteren Group's adjusted FCF<sup>1</sup> improved by EUR 317 million including Belron at 100% or by EUR 189 million including Belron at 52.48%





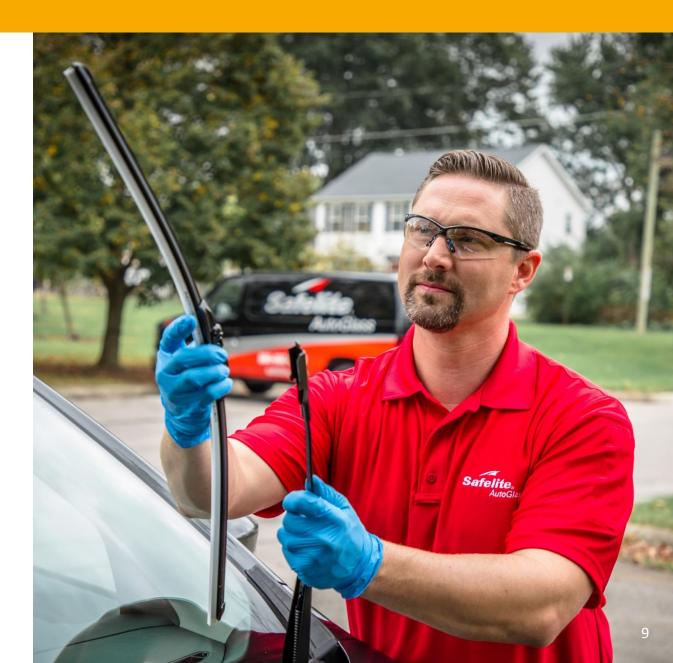




 Belron's 10.1% sales growth in 2019 was underpinned by 7.5% organic growth

- Organic sales growth was driven by moderate market growth in the US, market share gains, a positive model mix effect, an increasing number of VGRR recalibrations and a higher attachment rate in Value Added Products and Services (VAPS)
- Adjusted operating result reached EUR 400.5 million: +77.4% or +85.9% on a comparable basis<sup>1</sup> underpinned by value growth, notably from product mix, and tight control of costs
- **Adjusted PBT g.s.** amounted to **EUR 172.8 million: +110.5%** on a comparable basis<sup>1,2</sup>
- Exemplary NPS of 84.2% reflects Belron's vision: "making a difference by solving people's problems with real care"
- FY 2020 guidance: <u>post-IFRS 16</u> *adjusted* PBT g.s. is expected to improve by 35-40% on a comparable basis<sup>2</sup>
- TruRoad (US acquisition) was successfully integrated in 4Q 2019

<sup>1</sup> After deduction of a EUR 10.3 million depreciation charge for 1 Jan–7 Feb 2018 <sup>2</sup> Assuming 52.48% stake in Belron in 2019 and 2020.



## BELRON<sup>®</sup> Double-digit organic sales growth in North America

- Total sales rose by 10.1% to EUR 4,228.1 million
- Sales from continuing operations increased by 11.3% to EUR 4,221.9 million underpinned by organic growth of 7.5%
- **Geographic split** (continuing operations):
  - ✓ North America (54% of total sales): USA and Canada
  - ✓ **Eurozone** (33% of total): France, Germany, Belgium, Spain, Italy, Netherlands, Switzerland, Portugal and Austria
  - ✓ ROW (13% of total): UK, Australia, Norway, New Zealand, Sweden, Denmark and Finland

Sales growth	Organic	Acquisitions	Forex	Total cont. ops.	Disposals	Total
North America	13.1%	2.1%	5.0%	20.2%	-	20.2%
Eurozone	2.4%	0.2%	0.1%	2.7%	-1.8%	0.9%
ROW	1.1%	1.0%	-0.2%	1.9%	-2.7%	-0.8%
TOTAL	7.5%	1.3%	2.5%	11.3%	-1.2%	10.1%

- Higher VGRR market volumes and market share gains in the US
- Lower markets volumes in the Eurozone and ROW essentially due to milder winter conditions
- Higher average job prices due to increased windscreen complexity and model mix
- Recalibrations: 875k (+112% y/y)
- Higher sales of value added products (VAPS): attachment rate of 19% (vs 14% in 2018)
- Stronger USD, CAD and GBP



- The *adjusted* operating result rose by 77.4% to EUR 400.5 million or by 85.9% after deduction of a EUR 10.3 million depreciation charge<sup>1</sup> in 2018
- The step up in results mainly reflects the success of the acceleration dimension of the Fit for Growth program which mainly focused on product mix/value, recalibrations, VAPS, productivity and direct procurement in 2019. It resulted in a significant fall through of additional sales to the operating result
- The results improved across the board (North America, the Eurozone and the ROW)
- EUR 59.8 million ELTIP charge (2018: EUR 34.1 million) relates to the legacy LTIP plan. Note: there won't be any charges related to this programme as from 2020

<sup>1</sup> Note that according to IFRS 5, Belron's assets and liabilities were classified under 'Non-current assets/liabilities classified as held for sale' as from 28 November 2017 when D'leteren and CD&R signed a definitive agreement regarding CD&R's acquisition of a 40% stake in Belron. Under IFRS 5, these tangible and intangible fixed assets were not depreciated between 1 January 2018 and 7 February 2018, which 11 had a positive impact of EUR 10.3 million (at 100%) on Belron's *adjusted* operating result in 2018



€m	2018	2019	% change
Total number of consumers (in million)	18.21	18.18	-0.2
External sales	3,839.7	4,228.1	10.1
Adjusted operating result	225.7	400.5	77.4
Adjusted operating margin	5.9%	9.5%	
Adjusted net finance costs	-59.1	-71.4	20.8
Adjusted PBT	166.6	329.2	97.6
Adjusted PBT g.s. <sup>1</sup>	82.1	172.8	110.5

- The number of consumers (including franchisees) served reached 18.2 million (-0,2%) of which 17.6 million (-0.6%) in VGRR and Claims Management
- The *adjusted* operating margin improved from 5.9% to 9.5% after the LTIP charge or from 6.8% to 10.9% before the LTIP charge

<sup>&</sup>lt;sup>1</sup> Assuming the same stake in Belron in 2018 as in 2019 (52.48%)



€m	2019
Fair value of fuel hedge instruments	4.9
Amortisation of brands and customer contracts	-13.6
Impairment of goodwill and non-current assets	-21.3
Other	-37.5
Included in operating result	-67.5
Included in net finance costs	-4.8

- Impairment of goodwill and non-current assets includes:
  - ✓ EUR 21.0 million impairment charge in Italy
  - ✓ EUR 0.3 million impairment charge in the Netherlands
- "Other" include:
  - EUR 30.7 million in relation to restructurings and integrations (majority of which was spent on the integration of TruRoad)
  - ✓ EUR 6.7 million acquisition/disposal costs
- Adjusting items in financial costs relate to dividend recap in Q4 2019



- The *adjusted* free cash flow improved from EUR 164.5 million to EUR 432.5 million (EUR 413.5 million after LTIP payout) in 2019 mainly thanks to:
  - ✓ EUR 184.4 million rise in the *adjusted* EBITDA
  - ✓ Lower capex and a cash inflow from changes in WCR
- Net debt increased by EUR 685.8 million (y/y) to EUR 2,324.4 million due to the issue in Q4 2019 of a new 7-year term loan B and an add-on to the existing EUR term loan. The proceeds of about EUR 850 million equivalent were paid out to the shareholders
- The Senior Secured Net Leverage ratio (pro forma adjusted) reached 3.67x on at the end of 2019

€m	FY 2018	FY 2019
Adjusted EBITDA	341.2	525.6
LTIP charge	34.1	59.8
Other non cash items	1.8	-0.2
Net interest paid	-57.2	-65.9
Tax related cash flow	-35.2	-41.8
Change in WCR	-8.6	41.9
Net capex	-111.6	-86.9
Adjusted free cash flow before LTIP	164.5	432.5
LTIP payout	-18.9	-19.0
Adjusted free cash flow after LTIP	145.6	413.5
Restructurings	-47.2	-37.7
Free cash flow	98.4	375.8



- Numerous initiatives are underway within the Fit for Growth profit improvement programme which focuses on accelerating growth as well as improving efficiency
- Belron anticipates mid-single digit organic sales growth
- Post-IFRS 16: the *adjusted* PBT g.s. should improve by 35-40%. This guidance assumes average exchange rates that are in line with the rates that prevailed at the end of 2019 and a 52.48% stake in Belron in 2019 and 2020. Note: the 2019 *adjusted* PBT g.s. amounted to EUR 167.6 million on a post-IFRS 16 basis and assuming a 52.48% stake in Belron



### D'IETEREN AUTO

« Improving the lives of citizens with fluid, accessible and sustainable mobility »

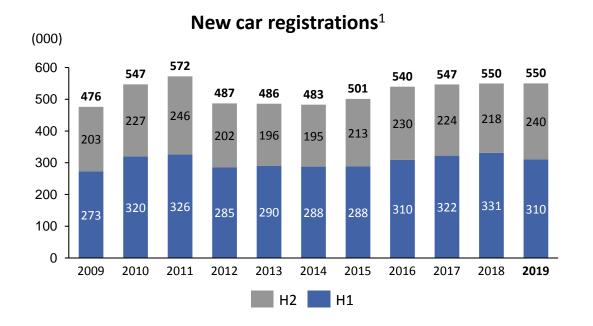


- The number of **Belgian new car registrations rose by 0.1%** to 550,003. The market was **down 2.5%** after exclusion of registrations of less than 30 days. D'leteren's share reached **21.60% (+80bps)** on a gross basis and **22.75% (+130bps)** on a net basis
- Number of new vehicles delivered by D'leteren: 129,575 (+6.1%)
- Sales and *adjusted* operating result increased by resp. 6.7% and 5.3%
- FY 2020 guidance (post-IFRS 16): D'leteren Auto aims at a higher share in a market that is expected to be 'high single digit' lower and an *adjusted* PBT g.s. that is at least flat. Note: the *adjusted* PBT g.s. amounted to EUR 128.4 million post-IFRS 16 in 2019

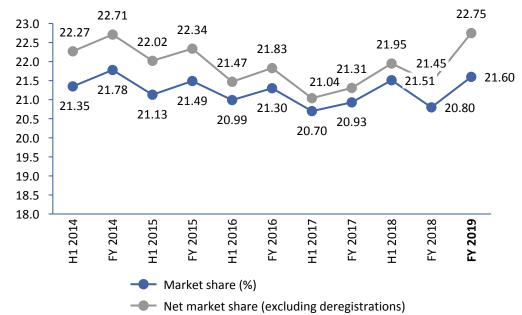




- The Belgian new car market was resilient in spite of a tough comparison base and uncertainty related to the fiscal regime and regulations. New car registrations reached 550,003 (+0.1%). This is the second highest level. Excluding registrations of less than 30 days, registrations amounted to 515,051 (-2.5%)
- Registrations of new light commercial vehicles rose by 4.3% (81,820) and D'leteren Auto's market share improved by 23bps to 10.79%



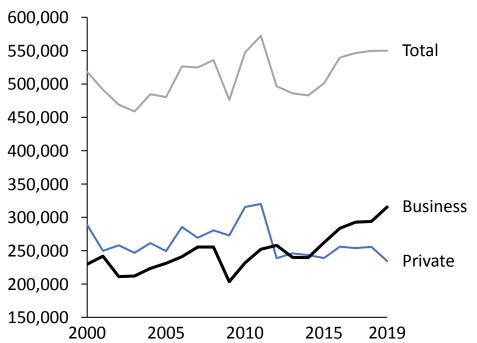


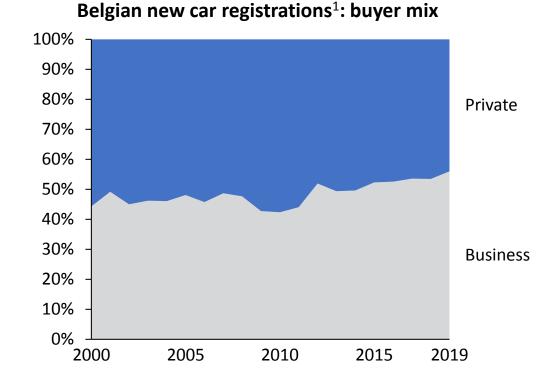


<sup>1</sup>The historical graph above contains gross figures only. In order to provide an accurate picture of the car market, Febiac publishes since mid-2013 market figures excluding registrations that have been cancelled within 30 days.

## 2019: new car demand was supported by the business segment

- Demand for new cars was supported by the business segment (+5%, representing 56% of total new car registrations<sup>1</sup>)
- Demand from the **private segment declined by 6%**

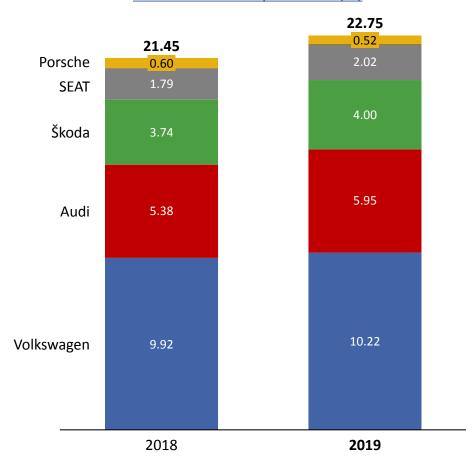




#### Number of Belgian new car registrations<sup>1</sup>

## Solid market share gains in most of the brands

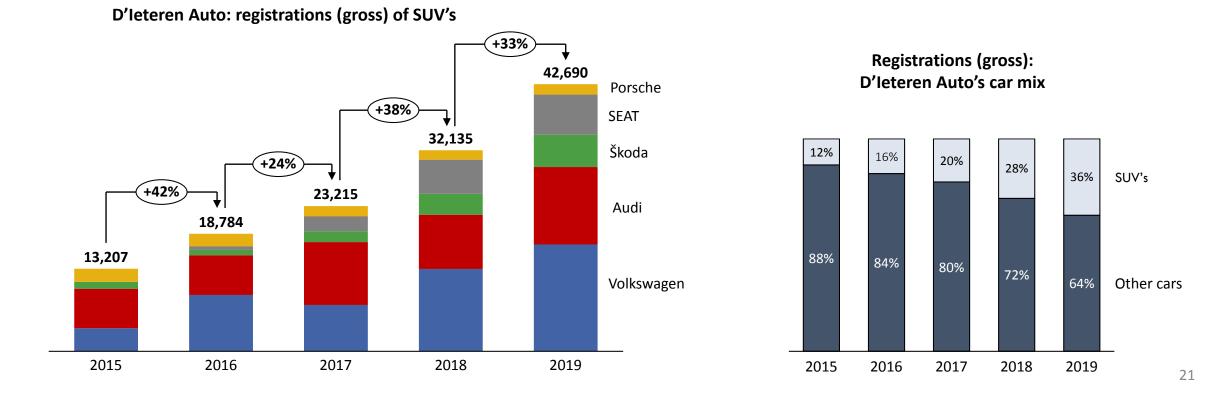
#### Breakdown of D'leteren Auto's net market share per brand (%)



- VW (10.22% or +30bps) remained the clear market leader. Strong demand for T-Cross and T-Roc
- Audi (5.95% or +57bps) benefited from the success of the Q3, e-tron, A1, Q8 and A6
- Škoda's market share (4.00% or +26bps) improved thanks to the Scala and the SUV models (Kodiaq, Karoq, Kamiq)
- **SEAT's** share (2.02% or **+23bps**) was underpinned by the success of the Tarraco, Leon, Ibiza, Arona and Ateca
- **Porsche's** share (0.52% or **-8bps**) was impacted by a change in the fiscal regime governing hybrid cars (Panamera and Cayenne) and production delays for the 911. Demand for the Macan was up sharply

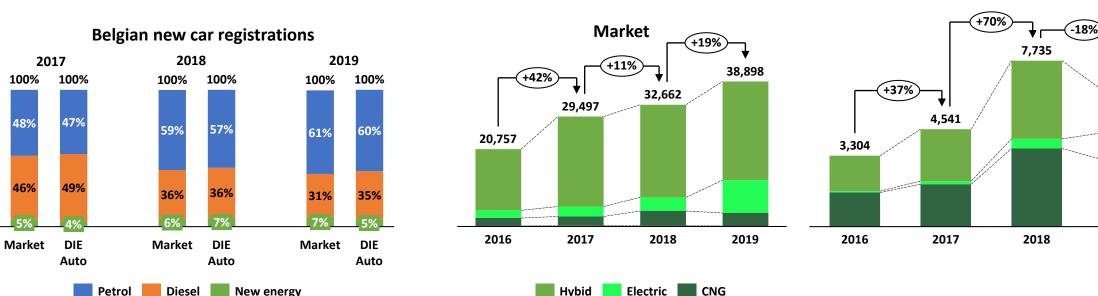
## Success of SUV's continues: growing share in product mix

- The share of SUV's in D'leteren Auto's new car mix increased from 28% in 2018 to 36% in 2019. This compares with 40% for the Belgian market
- The **33% rise in the number of SUV's sold by D'leteren Auto** in 2019 was mainly underpinned by the success of the Audi Q3 and e-tron, the Volkswagen T-Cross and T-Roc, the Škoda Kodiaq and Karoq, the SEAT Tarraco and the Porsche Macan





- Belgian new car registrations:
  - ✓ The decline in the number of diesel cars slowed down to reach a share of 31% in 2019
  - ✓ The number of new energy cars (fully electric, hybrid, CNG, LPG) rose by 19% to 38,898 (7% of total)
  - ✓ The number of fully electric cars reached 8,830 (+142%)
- D'leteren Auto:
  - The number of new energy cars fell by 1,378 mainly due to a change in the fiscal regime which negatively impacted demand for Audi's and Porsche's hybrid cars
  - The number of fully electric cars rose by 176% to 1,238



**DIE Auto** 

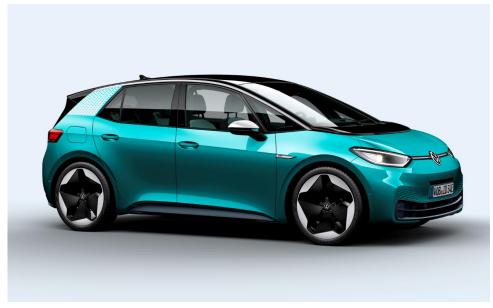
2019

6,357

## Volkswagen Group is investing heavily in electric mobility

Source: Volkswagen-newsroom.com

- **E-offensive:** Volkswagen has launched the **world's largest e-offensive**. The Group is investing 33 billion euros.
- Models: By 2029, Volkswagen is expected to launch up to 75 all-electric models across the Group
- **ID. Family:** The completely newly developed, **all-electric model family** starts in 2020



ID.3 to be launched in Belgium in Q3 2020



ID. Space Vizzion concept car



- The number of new vehicle deliveries increased by 6.1% to 129,575 (cars +5.9%, commercial vehicles +7.0%)
- The 6.6% rise in new vehicle sales reflects higher volumes and a positive price/model (more SUVs) effect
- Total sales rose by 6.7% (+5.8% on a comparable basis)
- The *adjusted* operating profit improved by 5.3% or by 7.9% excluding the impact of the reversal of provisions (EUR 4.5 million in 2018 and EUR 1.9 million in 2019). The improvement reflects:
  - ✓ Higher new vehicle volumes and higher gross margins at the Import activity
  - ✓ Partly offset by a lower contribution of the Retail activity and higher IT and project related costs
- The EUR -2.5 million *adjusting* item relates to the Market Area strategy, which was finalized one year ahead of plan



€m	2018	2019	% change
New vehicles delivered (in units)	122,164	129,575	6.1
SALES	3,406.9	3,634.9	6.7
ADJUSTED OPERATING RESULT	113.0	119.0	5.3
Adjusted operating margin (in %)	3.3%	3.3%	
Adjusted net finance (costs)/income	-2.6	-2.6	
Share in <i>adjusted</i> net profits of JV and associates	6.9	8.6	24.6
ADJUSTED PBT	117.3	125.0	6.6
Adjusted income taxes	-40.5	-38.8	-4.2
ADJUSTED NET PROFITS	76.8	86.2	12.2
Adjusting items in net profits	-0.5	-0.4	
REPORTED NET PROFITS	76.3	85.8	12.5
ADJUSTED PBT g.s. (incl g.s. in VDFin's adj PBT )	121.0	128.4	6.1



- The *adjusted* free cash flow reached EUR -18.7 million in 2019 versus EUR -54.3 million in 2018 reflecting:
  - ✓ Higher *adjusted* EBITDA
  - ✓ **The impact from "other non-cash items"** (provisions and inventory write-downs)
  - A lower cash outflow related to changes in WCR. The EUR 48.7 million increase in inventories reflects a spike in (early) deliveries by the factories at year end and the extension of Retail network. Receivables increased by EUR 62.6 million to EUR 414.2 million due to a timing effect related to invoicing
  - ✓ Higher capex mainly reflects IT investments (e.g. dealer management system and software for the management of spare parts) and the outfitting of a new Porsche dealership
- Net debt increased by EUR 59.4 million to EUR 120.2 million

€m	2018	2019
Adjusted EBITDA	120.7	128.9
Other non cash items	-6.1	9.2
Other cash items	-3.6	-3.6
Net interest paid	-2.3	-1.7
Taxes paid	-24.6	-38.1
Change in WCR	-120.1	-86.2
Net capex	-18.3	-27.2
Adjusted free cash flow	-54.3	-18.7



2019 was a pivotal year marked by transformation projects including:

- **The Magellan project** which defined the strategy for the next 5 years. It is based on three pillars:
  - "Adapt" to become the best in class in each activity (e.g. review of the organisational structure and support services)
  - "Expand" through the development of adjacent activities (e.g. establishment of a trading desk for used vehicles)
  - "Innovate" to get ready for the future. It involves for example, investments in electric mobility through EDI (Electric by D'leteren) and the launch of new forms of mobility through Lab Box
- A Transformation Office has been put in place to coordinate D'leteren Auto's transformation. About 20 Magellan initiatives were initiated last year
- The "Leading the D'leteren Auto Way" program, which aims to reinforce the values within the organisation, has been rolled out across all the management committees



- D'leteren Auto aims at a higher market share in a Belgian new car market that is expected to be 'high single digit' lower in 2020.
- The *adjusted* PBT g.s is expected to be at least flat
- Product pipeline in 2020:
  - New models: Volkswagen T-Roc Cabrio, ID.3, ID.4, Arteon Sportback, Audi e-tron GT, SEAT el-Born, Formentor, Škoda Vision iV, Porsche Taycan Cross Turismo
  - ✓ **Model replacements:** Volkswagen Golf Variant, SEAT Leon, Škoda Octavia Berline
  - ✓ **Facelifts:** Volkswagen Up!, e-UP!, Tiguan, SEAT Ateca, Škoda Kodiaq





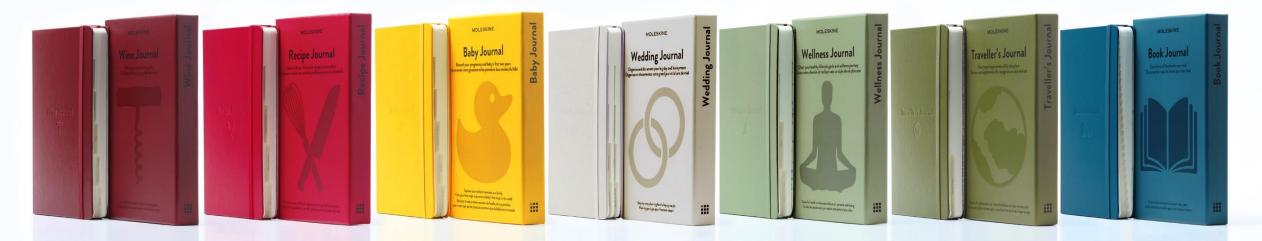
Škoda Vision iV



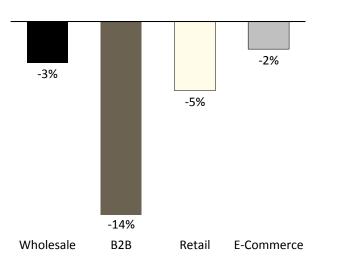
"Contributing to the development and sharing of human knowledge and culture"



- Sales fell by EUR 10.2 million to EUR 163.9 million. B2B in EMEA and Wholesale in the Americas represented respectively
   71% and 14% of the sales decline
- The **35% decline** in *adjusted* operating result
- Adjusted PBT: -48%
- The positive *adjusted* free cash flow of EUR 21.0 million is largely due to improved working capital
- 2020 guidance: Moleskine aims for at least stable sales and double-digit growth of its adjusted PBT
- A **new CEO** will be joining the company in April 2020

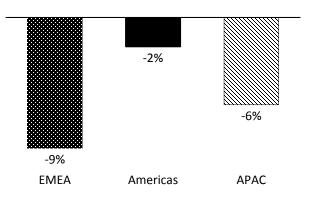






#### By channel:

- Wholesale (54% of total): -3%. The decline was most pronounced in the US due to retailer specific issues (e.g. B&N's change of ownership) and lower traffic experienced by some brick and mortar retailers. Sales to Amazon and Office Depot (new account) were up. Positive trend in Canada and Japan
- **B2B** (25% of total): -14%. The **drop was most pronounced in EMEA** reflecting very large orders in 2018 that were not repeated in 2019
- **Retail** (14% of total): -5%. **Pruning of store network** impacted sales
- **E-Commerce** (5% of total): -2%



#### By region:

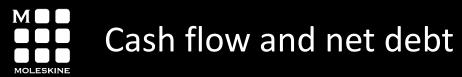
- EMEA (45% of total): -9%. Decline is almost entirely due to lower B2B sales
- Americas (37% of total): -2%. Higher B2B sales were offset by lower sales in the other channels
- APAC (18% of total): -6%. All the channels reported lower sales with the strongest decline in Retail



ummary of 2019 results
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€m	2018	2019	% change	
External sales	174.1	163.9	-5.9	
Adjusted operating result	28.6	18.6	-35.0	
Adjusted operating margin	16.4%	11.4%		
Adjusted net financial result	-9.7	-8.8	-9.3	
Adjusted PBT	18.9	9.8	-48.1	
Adjusted taxes	3.9	-4.8		
Adjusted net profits	22.8	5.0	-78.1	
Net profits	22.8	-97.3		

- The decline in *adjusted* operating result reflects weaker sales, US import duties and direct cost inefficiencies
- The reported net loss in 2019 is due to a EUR 102.3 million goodwill impairment charge ("adjusting item"). The impairment test was based on the business plan for 2020-2023 and a WACC of 7.94%. The residual value of goodwill equals EUR 69.8 million after the impairment
- In 2018 taxes were positively impacted by the **Patent Box benefit** for the period 2015-2018



€m	2018	2019
Adjusted EBITDA	35.8	26.7
Other non cash items incl LTIP	4.4	-3.0
Net interest paid	-4.5	-3.0
Taxes paid	-1.1	-2.1
Change in WCR	-14.8	9.9
Сарех	-7.8	-7.5
Adjusted free cash flow	12.0	21.0
Net debt	282.2	267.5

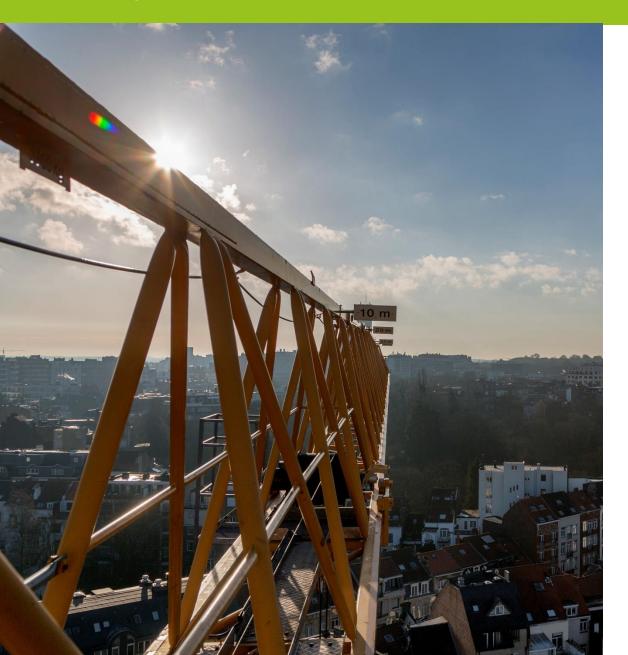
- FCF improved from EUR 12.0 million to EUR 21.0 million largely thanks to a cash inflow of EUR 9.9 million from changes in WCR
- Net debt reached EUR 267.5 million at the end of 2019 of which EUR 190.8 million related to a intra-group loan



- Moleskine aims for at least stable sales and double-digit growth of its adjusted PBT. The <u>post-IFRS 16</u> adjusted PBT amounted to EUR 9.5 million in 2019
- The focus this year will be on simplifying the organization, prioritizing projects and improving operations in all regions and functions
- The new CEO will come on board in April to drive the next chapter of the Moleskine journey



### **Corporate & Unallocated**



- "Corporate & Unallocated" mainly includes the **corporate** and **real estate activities**
- The evolution in the *adjusted* operating result reflects **a** temporary rise in corporate costs and certain administrative taxes
- The *adjusting* items include a EUR 6.5 million gain on the disposal of a property and a EUR 17.3 million loss on the fair value of a contingent liability relating to the disposal of the 40% stake of Belron to CD&R

€m	2018	2019	% change
Adjusted operating result	-12.2	-15.4	26.2
Adjusted net financial result	5.3	5.1	-3.8
Adjusted PBT	-6.9	-10.3	49.3
Net profits	-42.7	-8.3	



### D'leteren's activities debt structure

€m	31 December 2019				
	Αυτο	100% Belron	Moleskine	CORPORATE & UNALLOCATED	
Loans & borrowings	0.6	2,607.0	131.9	0.8	
Inter-group			190.8	-190.8	
Gross debt	0.6	2,607.0	322.7	-190.0	
Cash & cash equiv.	119.6	-282.6	-55.2	-786.3	
Current financial assets				-534.4	
Other non-current receivables				-1.3	
Total net debt pre-IFRS 16	120.2	2,324.4	267.5	-1,521.0	
Total net debt post-IFRS 16	133.7	2,979.1	297.0	-1,516.4	

- Belron's net debt increased by EUR 685.8 million y/y following the issuance in Q4 2019 of a new 7-year term loan B of USD 830 million and a EUR 100 million add-on to the existing EUR term loan which matures in 2024. The proceeds of about EUR 850 million equivalent were paid out to the shareholders. Net financial debt/EBITDA multiple (pro forma adjusted Senior Secured Net Leverage Ratio) reached 3.66x at the end of 2019
- The **net cash position of Corporate & Unallocated rose by EUR 378.8 million** (y/y) as a result of D'leteren's share (EUR 460.7 million) in Belron's latest dividend recap, partially offset by the payment in June 2019 of dividends (EUR 54.8 million) to the shareholders of D'leteren





D'leteren aims at a <u>post-IFRS 16</u> *adjusted* **PBT g.s. that is at least 25% higher** compared to last year's result (EUR 295.2 million post-IFRS 16). This guidance assumes a 52.48% stake in Belron in 2019 and 2020.





"To the extent that any statements made in this presentation contain information that is not historical, these statements are essentially forward-looking. The achievement of forward-looking statements contained in this presentation is subject to risks and uncertainties because of a number of factors, including general economic factors, interest rate and foreign currency exchange rate fluctuations; changing market conditions, product competition, the nature of product development, impact of acquisitions and divestitures, restructurings, products withdrawals; regulatory approval processes and other unusual items. Consequently, actual results may differ materially from those expressed or implied by such forward-looking statements. Forward-looking statements can be identified by the use of words such as "expects", "plans", "will", "believes", "may", "could", "estimates", "intends", "targets", "objectives", "potential", and other words of similar meaning. Should known or unknown risks or uncertainties materialize, or should our assumptions prove inaccurate, actual results could vary materially from those anticipated. The Company undertakes no obligation to publicly update any forward-looking statements."



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