

Full year 2016 results

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March 15th, 2017

















Disclaimer

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Pursuant to art. 154-bis, paragraph 2, of the Italian Unified Financial Act of February 24, 1998, the executive in charge of preparing the corporate accounting documents at Italiaonline S.p.A., Gabriella Fabotti, declares that the accounting information contained herein correspond to document results, books and accounting records.





Financial performance



















Accounting data

FY 2016 results are compared with FY 2015 "comparable" data, calculated as if the merger by incorporation of Italiaonline S.p.A. into Seat Pagine Gialle S.p.A. had taken place on January 1st, 2015 and normalized with respect to the revenue recognition criteria.

As it was already done for the FY 2015, Q1 2016, H1 2016 and 9M 2016 results, in order to enable comparison between the FY 2016 and FY 2015 results, the latter (with reference to Seat Pagine Gialle S.p.A. only) were reduced due to the non recurring effect arising from the change in revenue recognition criteria adopted from January 1st, 2015 on the PagineBianche® offer amounting to € 9.9 million at revenue level and € 9.4 million at Ebitda level in FY 2015.



FY 2016 Results | Highlights

Revenues of €390m, -13.4% compared to FY 2015. FY 2016 revenues are affected by (i) the structural decline of traditional business based on telephone directories, (ii) the disposal of some business lines that reduced the consolidated perimeter of FY 2016 compared with FY2015 and (iii) by the worse than expected quality of the existing products for SMEs. Consistently, in 2016 the Company developed a brand new product portfolio for the digitization of SMEs, whose sales started in September, leading to a +30% in the number of new customers acquired in the last four months of 2016, compared to the same period of 2015

MOL⁽¹⁾ up 26.3% at €86m (vs. € 68m in FY 2015), with a margin of 22.0% (vs. 15.1% in FY 2015) benefiting from the cost synergies achieved after the merger of Italiaonline into Seat Pagine Gialle

Adjusted EBITDA⁽²⁾ up 52.2% at €67m (vs. €44m in FY 2015) exceeding the Business Plan by €15m or +29%, with a margin of 17.2% (vs. 9.8% in FY 2015). EBITDA up 44.9% at €64m (margin at 16.4%) benefiting from the reduction in bad debt and risk provisions (down by -8.2%) thanks to the improved credit management performance

Adjusted EBITDA - Capex at €44m, equal to 8.2x the FY 2015 results

Adjusted Net income⁽³⁾ up €56m at €39m (vs. -€16 in FY 2015). Net Income up €39m, at €23m. Part of the net profit (€612k) will be distributed to the savings shareholders in the form of preferred dividends, in compliance with statutory regulations

Net Financial Position up €48m at €122m (vs. €75m at December 31, 2015). Cash Holdings of € 121.6m allowing the Company the implementation of a policy of external growth

- (1) Ebitda before other operating income and expenses, net valuation adjustments and provisions for risk and charges
- (2) Ebitda before the write-down of Consodata S.p.A. trade receivables (€3.2m), as a result of the decision to dispose of this investment which, given the non-materiality of values in relation to those of Italiaonline Group, was reclassified into "Net non-current assets held for sale"
- (3) Net income before the write-down of Consodata S.p.A. current & non-current assets (€7.6m) and non-recurring costs (€9.1m)



FY 2016 Group Results | YoY Comparison

In millions of Euro, except for percentages



FY 2015

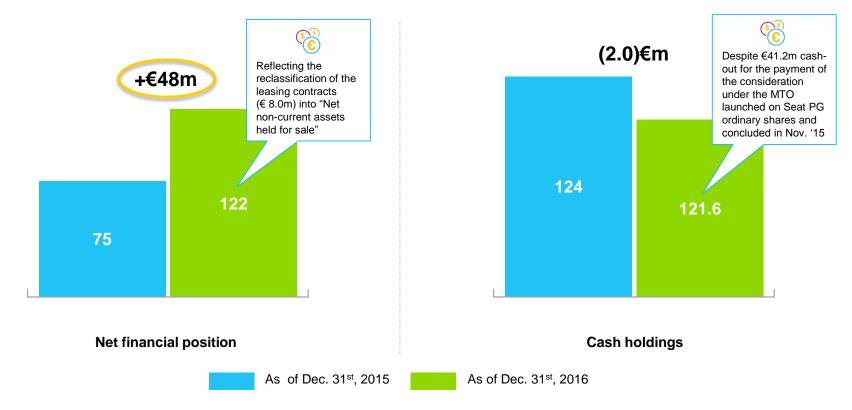


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FY 2016

FY 2016 Group Results | YoY Comparison

In millions of Euro





FY 2016 Group Results | Actual versus Business Plan

In millions of Euro	FY 2016 BP ⁽¹⁾	FY 2016E ⁽²⁾		FY2016A	^
		min	max	F12UIOA	Δ
Revenues	425	391 ⁽³⁾	401	390(3)	-8%
EBITDA	52	64	67	67 ⁽⁴⁾	+29%
Ebitda margin	12.2%	16.4%	16.7%	17.2%	+5ppt
Ebitda - Capex	14	39	42	44	3x
Cash holdings	81	115	120	122	+51%
Net financial position	81	107	112	122	+51%

⁽¹⁾ Business Plan announced last January 15, 2016

⁽⁴⁾ Adjusted EBITDA

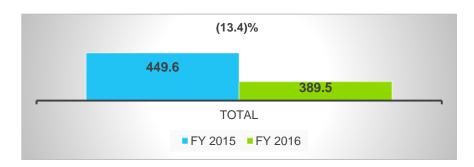


⁽²⁾ Group FY 2016 guidance issued last August 4, 2016

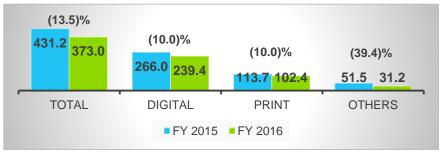
⁽³⁾ On November 9, 2016 the Company anticipated FY 2016 revenues close to the lower-end of the guidance

FY 2016 | Revenues

GROUP REVENUES (€M)



CORE BUSINESS⁽¹⁾ REVENUES BY PRODUCT (€M)



- (1) Core business revenues | Italiaonline+DLS+Moqu
- (2) Due to the sale of 100% of Europages subsidiary (on August 4, 2016) and 12.54 business (effective from July 1, 2016).

HIGHLIGHTS

Group revenues down by 13.4% YoY. This change is related to the physiological decline of traditional business and to the different YoY scope of consolidation⁽²⁾. Furthermore, revenue performance does not reflect (i) the repositioning of the subsidiary Moqu business that from the month of September ended the arbitration agreement on Google Ad Sense market to manage the platform of digital marketing campaigns IOL Audience and (ii) incorporates the planned termination, at the end of 2015, of two relevant Telco advertising contracts

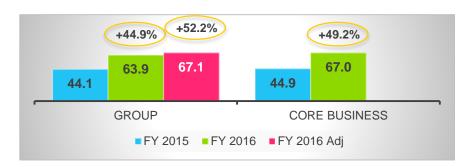
Core business revenues (95.8% of Group revenues) down by 13.5% YoY reflecting:

- Print revenues (27.4% of tot. revenues) down by 10% YoY. Net of Telco rebates on directories distribution, print revenues down by 21.0% YoY
- Other revenues (8.4% of tot. revenues) decreased by 39.4%
 YoY as a results of the decline (down by 35.6% YoY) in the DA services
- Digital revenues (64.2% of tot. revenues) down by 10.0% YoY not yet incorporating the positive growth trend in order intake from the new digital products launched in Q3'16 which will be visible in the P&L with a six months late, due to the internal revenue accounting principles

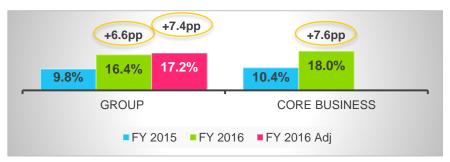


FY 2016 | Ebitda

GROUP & CORE BUSINESS EBITDA (€M)



GROUP AND CORE BUSINESS(1) EBITDA MARGIN (%)



(1) Core business Ebitda | Italiaonline+DLS+Moqu

HIGHLIGHTS

Group Adjusted EBITDA up by 52.2% YoY **Group Ebitda** up by 44.9% YoY

Group Adjusted EBITDA margin up by 7.4ppt YoY **Group EBITDA margin** up by 6.6ppt YoY

Core business EBITDA up by 49.2% YoY thanks to:

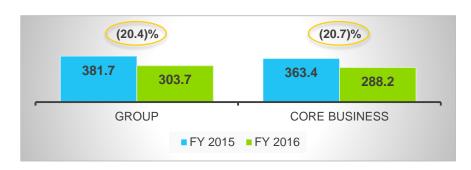
- Cost efficiency (down by 20.7% YoY). More than 50% of these savings are not related to revenue decline
- Reduction in bad debt, risk provisions and others (down by 22.0% YoY) thanks to the improved credit performance

Core business EBITDA margin up 7.6 ppt YoY

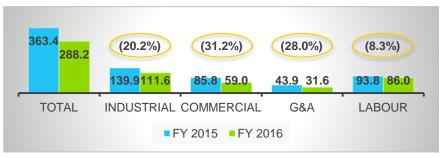


FY 2016 | Costs

GROUP & CORE BUSINESS COSTS (€M)



CORE BUSINESS⁽¹⁾ COST BREAKDOWN (€M)



HIGHLIGHTS

Group costs down by 20.4% YoY

Core business costs down by 20.7% YoY:

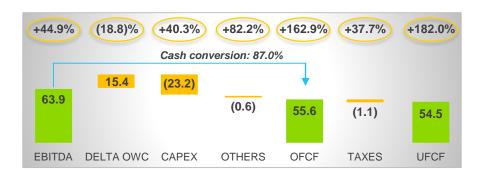
- Industrial costs down by 20.2% (or €28.3m) YoY thanks to lower printing, distribution and website production costs and including savings in the directory assistance call center costs
- Commercial costs down by 31.2% (or €26.8m) YoY following the decrease in the # of sales reps (from 1,295 at the end of Dec. 2015 to 868 at the end of Dec. 2016)
- General⁽²⁾ costs down by 28.0% (or €12.3m) YoY mainly thanks to a reduction in advertising and other G&A costs
- Labour⁽³⁾ costs down by 8.3% (or €7.8m) YoY mainly attributable to non-payroll related items

(1) Core business costs | Italiaonline+DLS+Moqu | (2) Includes advertising | (3) Does not include capitalized labour costs



FY 2016 | Free Cash Flow & Net Financial Position

FY 2016 GROUP UNLEVERED FCF (€M)



GROUP NET FINANCIAL POSITION (€M)



HIGHLIGHTS

Group unlevered FCF improved by 182.0% YoY with a cash conversion of 87.0%. This result mainly benefits from:

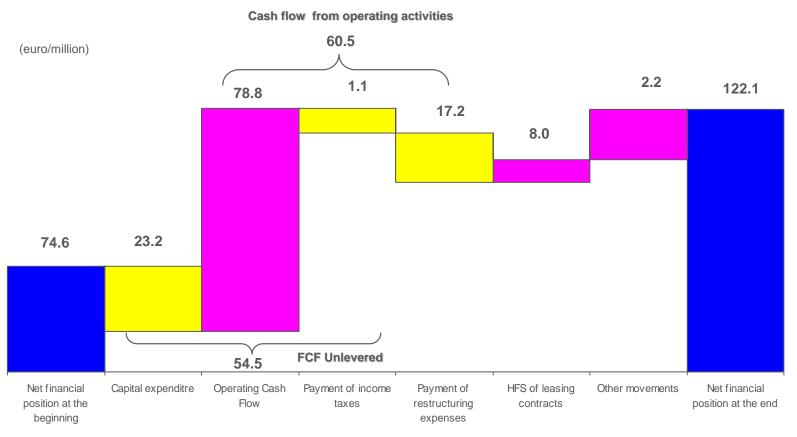
- the continuing operating cash flow generation supported by careful management of collections policy and an improvement in terms of payment
- the 44.9% (or €19.8m) YoY increase in EBITDA
- the rationalization of capital expenditure down by 40.3% (or €15.6m) YoY
- the lower tax payments by 37.7% (or €0.7m) YoY

As of Dec. 31st, 2016 **Group net financial position** was positive at €122.1m (reflecting the reclassification of the leasing contracts for an amount of € 8.0m into "Net non-current assets held for sale"), an improvement of €47.6m compared to Dec. 31st, 2015 when it was positive for €74.6m

As of Dec. 31st, 2016 **Group cash holdings** amounted to €121.6m, substantially in line compared to € 123.6m as of Dec. 31st, 2015 (despite Italiaonline's repayment of €41.2m consideration, inclusive of interest, resulting from the loan agreement entered into, for the mandatory takeover bid on Seat Pagine Gialle's ordinary shares concluded in Nov. 2015)

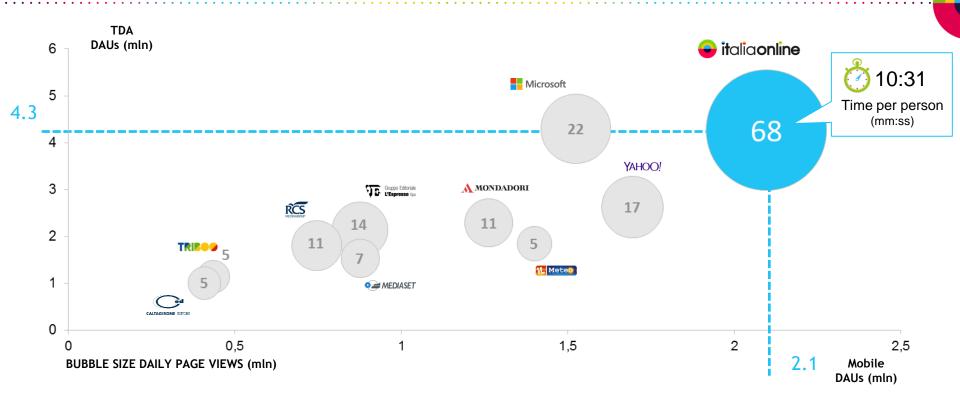


FY 2016 | Change in Net Financial Position





Italiaonline | The undisputed Italian internet leader



Source: Audiweb Database, powered by Nielsen, Avg. January - December 2016 | Google and Facebook are not in Audiweb Database, Mondadori data available from July to December 2016 Note: TDA - Total Digital Audience | DAUs - Daily Active Users





Outlook



















Outlook 2017



Strategy

- Continuing to reduce operating costs with the goal of sustaining margins
- Return to digital revenue growth

Digital product innovation

- Web Presence: the IOL Connect platform, which allows SMEs to maximize searchability of their online presence, will be enriched by an offer dedicated to large enterprises, enabling to track the phone contacts and received messages
- Website and eCommerce: the IOL Website offer, for the turnkey construction of web sites, will include a
 customized solution addressed to a demanding market segment and a new range of integrated eCommerce with
 the Digital Marketing IOL Audience Platform
- Digital Marketing: the IOL Audience platform for the integrated management of SME advertising investments (which already supports Google AdWords, the Google Display Network and Italiaonline Display Network), will be enriched by the management of advertising campaigns on Facebook, and on SKY AdSmart (new platform for geolocated TV commercials through SKY decoder) providing customers an integrated and detailed reporting to monitor their ROI
- Focus on the renewal of the own **web properties** and on the development of new **digital products**. After the launch in February 2017 of a new version of superEva site, the first Italian portal of "Feel good" content based on search and social trends, in the coming months a new platform will be released with a completely new and responsive interface and new built-in features of cloud storage and sharing



- Ebitda margin is forecasted to increase compared to 2016
 - Despite the expected return to digital revenue growth, an overall top line decline is still forecasted due to the physiological decrease of some traditional business (mainly print and directory assistance services)



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Business update (from Q4'16)



















Successful new product launches







LIBERO /

TECNOLOGIA

The new vortal focused on technology

20th October 2016

Website creation from Facebook fan page

21st November 2016



Data driven publishing

7th February 2017





Libero Tecnologia





























TECH NEW

ANDROIL

APPLE

SOCI

DIGITAL LIFE

APP

HOW TO

GUIDE ALL ACQUISTO

SICUREZZA INFORMATICA



In pelle e munito di GPS, con questo pet tracker sarà impossibile perdere il vostro animale, non ci sono canoni mensili ma premi in base alle attività svolte





INTERNET OF THINGS

Smart city, la connessione internet viaggia con i pali della luce. Foto

TREND TECH

IOS NOTEBOOK ANDROID BATTERIA GUIDE ALL'ACQUISTO WHATSAPP NOKIA FITNESS TRACKER

Libero Tecnologia | a window on innovation

The vortal to find everything related to technology and its applications in our daily lives, divided into different sections:



Tech News: the latest in technological news from around the world



Social: news and trends of the major social networks



Apple and **Android**: everything about these two planets



Digital Life, formed by three topics:

- Internet of things
- Wearable
- **Smart Evolution**

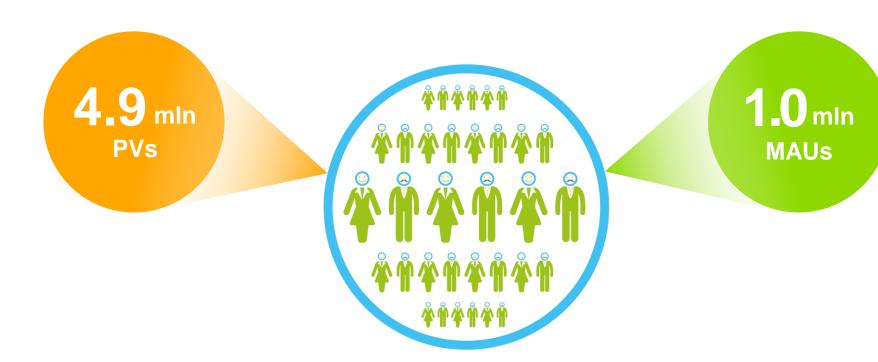


NEW: the **IT Security** section





Libero Tecnologia | Audience November 2016





Source: Audiweb TDA November 2016 22



Libero Pages

















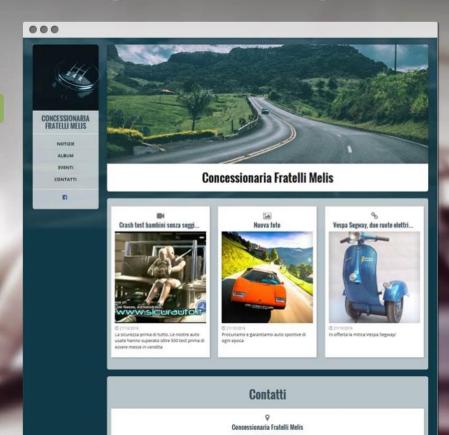


Crea un sito web dalla tua Pagina Facebook. È gratis!

Fai un test di pochi secondi, inserisci il nome della tua Pagina Facebook e guarda il risultato!

Nome della pagina Facebook

Prova



Libero Pages | adding value to Facebook pages

Zero-effort platform to create an attractive, professional, fully responsive and graphically customizable website from a Facebook fan page



In partnership with Majeeko, a startup focused on design and implementation of innovative websites



Built on Facebook membership



Few clicks to import all the contents of Facebook fan page (post, gallery, video, etc.)



Freemium pricing proposition

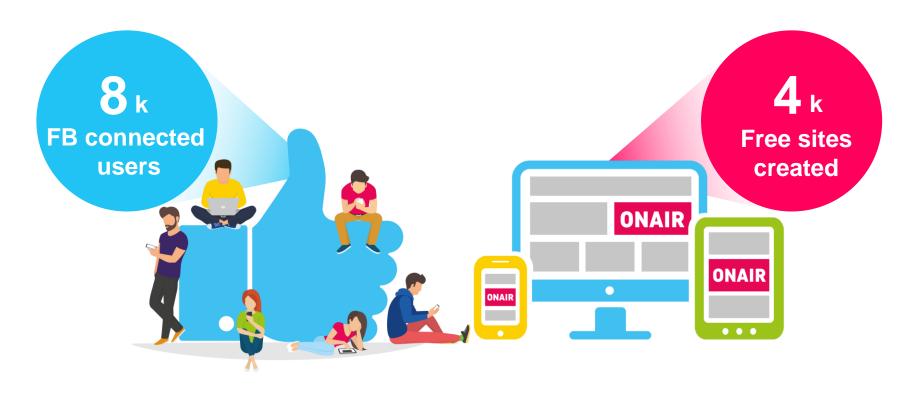
- Completely free in the basic version
- Premium for more professional and personalized result, with an own domain name, e-mail boxes and e-commerce (from €99 to €179 per year)



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Libero Pages | Connections & Sites – February 2017





Source: Internal data (February 2017)

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superEva

























GULP



LOVE



WOW



NEWS

TRENDOMETRO

VIDEO

STORIE

COME FARE

ALTRO V























superEva | Data driven publishing

Data Feeds

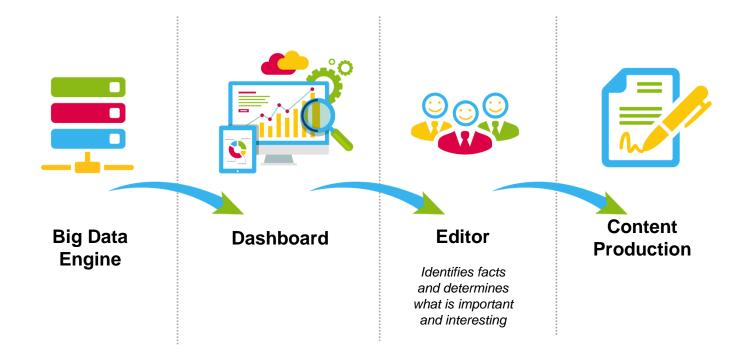
- Sport
- Financial
- News

Search Data

- Search trends
- Search keyword

Social Data

- Facebook
- Instagram
- Twitter
- SnapChat





superEva | Brand identity & Editorial contents



superEva

The new portal of **Trendy & Feel Good** contents



Crazy News

Strange objects, incredible places, new records, viral videos



Feel-Good Stories

Extraordinary stories, touching stories, "good stories"



Tips & How To

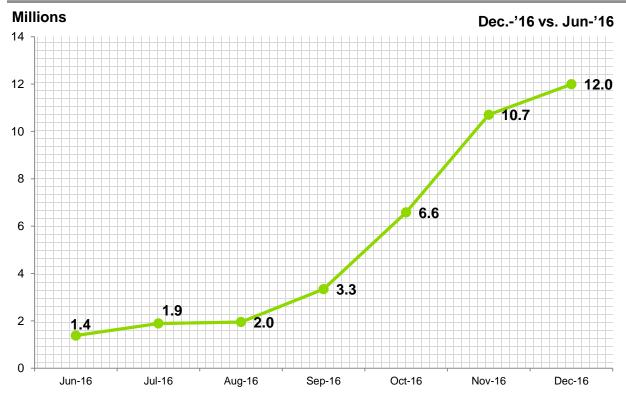
Useful tips for daily life, food, health, technology, DIY





superEva | Strong increase in audience

OF TOTAL VISITS - MONTHLY







Source: ComScore DAX Analytics

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Appendix





FY 2016 | Group Profit & Loss

Un millione of France	EV 2040	FY 2015	Change	
In millions of Euro)	FY 2016	Comparable data ⁽¹⁾	mln	%
Revenues from sales and services	389.5	449.6	(60.1)	(13.4)%
Costs	(303.7)	(381.7)	78.0	20.4%
Gross operating profit (GOP)	85.7	67.9	17.9	26.3%
as % of revenues	22.0%	15.1%		
Bad debt, risk provisions and others	(21.8)	(23.7)	2.0	8.2%
EBITDA	63.9	44.1	19.8	44.9%
as % of revenues	16.4%	9.8%		
Operating D&A and write-down	(48.1)	(49.5)	1.4	2.9%
Non operating amortization and write-down	(6.0)	(4.6)	(1.4)	(29.7)%
Non-recurring and restructuring costs, net	(9.1)	(16.9)	7.8	46.2%
EBIT	0.7	(27.0)	27.7	n.s.
as % of revenues	0.2%	(6.0)%		
Interest expense, net	0.1	(2.6)	2.7	n.s.
Value adjustments of financial assets and losses from subsidiaries disposal	(1.5)	(6.6)	5.1	77.3%
Net income from composition with creditors	0.0	5.9	(5.9)	(100.0)%
Profit (Loss) before income taxes	(0.7)	(30.3)	29.6	97.7%
Income taxes	23.3	13.7	9.7	70.9%
Profit (loss) on continuing operations	22.7	(16.6)	39.3	n.s.
Profit (loss) from non-current assets held for sale and discontinued operations	0.0	0.2	(0.2)	(100.0)%
Profit (Loss) for the period	22.7	(16.4)	39.1	n.s.

⁽¹⁾ FY 2015 figures shown on a comparable basis (see slide 4)



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FY 2016 | Group Cash flow statement

(In williams of Euro)	EV 2046	FY 2015	Change	
(In millions of Euro)	FY 2016	Comparable data ⁽¹⁾	mln	
EBITDA	63.9	44.1	19.8	44.9%
Decrease (increase) in operating working capital	15.4	18.9	(3.6)	(18.8)%
Capital expenditure	(23.2)	(38.8)	15.6	40.3%
Other changes and movements	(0.6)	(3.1)	2.6	82.2%
Operating FREE CASH FLOW	55.6	21.1	34.5	162.9%
Payment of income taxes	(1.1)	(1.8)	0.7	37.7%
Unlevered FREE CASH FLOW	54.5	19.3	35.1	182.0%
Cash-in of interest expense, net	1.9	1.0	0.9	90.2%
Payment of non-recurring and restructuring expense	(17.2)	(27.0)	9.8	36.2%
Cash-in under the settlement for the action of responsibility	0.0	30.0	(30.0)	(100.0)%
Effects related to leases agreements	8.0	23.2	(15.2)	(65.6)%
Other movements	0.5	(0.7)	1.2	n.s.
Change in NET FINANCIAL DEBT	47.6	45.8	1.8	3.8%

⁽¹⁾ FY 2015 figures shown on a comparable basis (see slide 4)



FY 2016 | Group Balance sheet

(In millions of Euro)	31/12/2016	31/12/2015 Comparable data ⁽¹⁾	Change
Goodwill & marketing related intangible assets	277.7	283.7	(6.0)
Other non-current assets	77.6	91.8	(14.2)
Non-current liabilities	(59.8)	(83.5)	23.7
Working capital	(48.1)	(31.2)	(16.9)
Net non-current assets held for sale and discontinued operations	(2.1)	2.3	(4.4)
Net invested capital	245.2	263.1	(17.9)
Equity of the Group	367.3	288.2	79.1
Non-controlling interests	0.0	49.5	(49.5)
Total equity (A)	367.3	337.7	29.7
Current financial assets, cash and cash equivalent	122.2	124.4	(2.2)
Current financial debts	(0.1)	(42.0)	41.9
Non-current financial debts	0.0	(7.8)	7.8
Net financial position (B)	122.1	74.6	47.6
Total (A-B)	245.2	263.1	(17.9)

⁽¹⁾ FY 2015 figures shown on a comparable basis (see slide 4)



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FY 2016 | Core Business Revenue breakdown

(In millions of Euro)	FY 2016	FY 2015 Comparable data ⁽⁴⁾	Change	
(In millions of Euro)			mln	
Revenues	373.0	431.2	(58.2)	(13.5)%
Digital ⁽¹⁾	239.4	266.0	(26.5)	(10.0)%
as % total revenues	64.2%	61.7%		
Print ⁽²⁾	102.4	113.7	(11.3)	(10.0)%
as % total revenues	27.4%	26.4%		
Others ⁽³⁾	31.2	51.5	(20.3)	(39.4)%
as % total revenues	8.4%	11.9%		

⁽¹⁾ Includes advertising on owned and third party web properties, web sites, web marketing services, premium subscribers services, direct marketing campaigns (DEM and SMS)



⁽²⁾ Includes advertising on print directories (Smartbook) and Telco rebates on directories distribution

⁽³⁾ Includes directory assistance services (89.24.24,12.40,12.88 and 12.54 advertising and traffic), third party products (media partnerships), direct marketing and merchandising

⁽⁴⁾ FY 2015 figures shown on a comparable basis (see slide 4)

FY 2016 | Core Business Cost breakdown

(la millione of Euro)	EV 2046	FY 2015	Change	
(In millions of Euro)	FY 2016	Comparable data ⁽¹⁾	mln	%
Revenues	373.0	431.2	(58.2)	(13.5)%
Costs	(288.2)	(363.4)	75.2	20.7%
as % revenues	77.3%	84.3%		
Industrial costs	(111.6)	(139.9)	28.3	20.2%
as % revenues	29.9%	32.4%		
Commercial costs	(59.0)	(85.8)	26.8	31.2%
as % revenues	15.8%	19.9%		
General costs ⁽²⁾	(31.6)	(43.9)	12.3	28.0%
as % revenues	8.5%	10.2%		
Labour costs ⁽³⁾	(86.0)	(93.8)	7.8	8.3%
as % revenues	23.1%	21.8%		
Gross operating profit (GOP)	84.8	67.7	17.1	25.2%
as % revenues	22.7%	15.7%		
Bad debt, risk provisions and others	(17.8)	(22.8)	5.0	22.0%
as % revenues	4.8%	5.3%		
EBITDA	67.0	44.9	22.1	49.2%
as % revenues	18.0%	10.4%		

⁽¹⁾ FY 2015 figures shown on a comparable basis (see slide 4)

⁽³⁾ Does not include capitalized labour costs



⁽²⁾ Includes advertising costs

FY 2016 | Revenue and Ebitda breakdown by company

(In millions of Euro)
Core business ⁽¹⁾
Consodata
Europages
ProntoSeat
Couponing in liquidazione ⁽²⁾
Intercompany elim. & others
GROUP

Revenues from sales and services				
FY 2016	FY 2015	Change		
F1 2010	Comparable data (3)	mln	%	
373.0	431.2	(58.2)	(13.5)%	
14.7	15.0	(0.3)	(2.0)%	
4.5	7.3	(2.8)	(38.4)%	
5.1	5.4	(0.3)	(5.6)%	
0.0	1.1	(1.1)	(100.0)%	
(7.8)	(10.4)	2.6	24.9%	
389.5	449.6	(60.1)	(13.4)%	

EBITDA				
FY 2016	FY 2015	Change		
F1 2010	Comparable data ⁽³⁾	mln		
67.0	44.9	22.1	49.2%	
(1.2)	2.5	(3.7)	n.s.	
(1.4)	(1.7)	0.3	17.6%	
(0.6)	(0.1)	(0.5)	n.s.	
0.1	(1.3)	1.4	n.s.	
0.0	(0.2)	0.2	n.s.	
63.9	44.1	19.8	44.9%	

- (1) Includes Italiaonline + DLS + Moqu
- (2) Formerly named Glamoo
- (3) FY 2015 figures shown on a comparable basis (see slide 4)





Thank you!















