INTESA m SANPAOLO

Company Note

Agatos

1H21 Results

Even if 1H21 results were weak (EBIT was negative for EUR 1.0M and a nonrecurring write-down of EUR 5.4M for the disposal of the wind activities caused a net loss attributable of EUR 6.8M) and the targets for 2021 were reduced, we believe that Agatos is still on track to achieve its business plan targets (EUR 200M cumulated sales in 2021-25, with an EBITDA margin growing to 10%).

1H21 results

Agatos more than doubled its revenues, thanks to the start to the works at the Marcallo BIOSIP plant. However, EBITDA remained negative for EUR 0.2M, due to increasing raw material costs and delays in some energy efficiency projects incentivised through "Superbonus 110%". The company also recorded a non-recurring write-down of EUR 5.5M, linked to the disposal of its wind activities finalised in September, which led to a net loss of EUR 6.8M (EUR -1.5M in 1H20).

Outlook and estimates

Following 1H21 results, Agatos reduced its expectations for 2021, due to the construction delays caused by the shortage of building materials and the longer than expected incentive validation process. 2021 sales are now expected at EUR 12.5M, EBITDA should be at breakeven, while net debt is targeted at EUR 8.5M. This said, we believe that the company is at the beginning of the new cycle focused on Biomethane, Energy Efficiency and Photovoltaic. The growth of these businesses should allow Agatos to reach >EUR 40M sales in 2023E, with an EBITDA margin close to 10%, based on our estimates.

Valuation

1H21 results do not affect our investment case, which is based on the development of new businesses. We slightly reduce **our target price to EUR 1.37/share** (vs. EUR 1.44/share previously), which offers a potential upside close to 50%. **BUY confirmed**.

Equity

MID CORPORATE

26 October 2021: 12:53 CET Date and time of production

BUY

Target Price: EUR 1.37 (from EUR 1.44)

Italy/Energy Update



Agatos - Key Data				
Price date (market clo	se)	22/10	/2021	
Target price (EUR)			1.37	
Target upside (%)			47.31	
Market price (EUR)		0.93		
Market cap (EUR M)		11.29		
52Wk range (EUR)		1.12/0.75		
Price performance %	1M	3M	12M	
Absolute	-1.8	-1.4	27.7	

-4.9

-8.0

-8.8

Rel. to FTSE IT All Sh

Y/E Dec (EUR M)	FY20A	FY21E	FY22E
Revenues	3.20	12.33	35.88
EBITDA	-0.73	0.00	3.16
EBIT	-2.95	-1.20	2.56
Net income	-3.80	-6.31	1.74
EPS (EUR)	-0.29	-0.06	0.14
Net debt/-cash	11.06	6.81	6.66
Adj P/E (x)	Neg.	Neg.	6.5
EV/EBITDA (x)	Neg.	NM	6.0
EV/EBIT (x)	Neg.	Neg.	7.4
Div ord yield (%)	0	0	0

Source: Company data, FactSet and Intesa Sanpaolo Research estimates

Intesa Sanpaolo Research Dept.

Marco Cristofori - Research Analyst +39 02 7235 1818 marco.cristofori@intesasanpaolo.com

26 October 2021: 13:00 CET Date and time of first circulation



1H21 Results and Other Events

1H21 results

The key points of results were:

- Strong sales growth: in 1H21, revenues were up 178% yoy to EUR 4.7M, driven by the start of the works at the Marcallo BIOSIP plant, which accounted works in progress for EUR 2.8M. Stripping out this project, sales were up 13.4%, still affected by the Covid-19 outbreak;
- EBITDA remained negative for EUR 0.2M, due to increasing raw material costs, and delays in some energy efficiency projects incentivised through "Superbonus 110%". After D&A costs for EUR 0.8M, EBIT was negative for EUR 1.0M, being penalised by D&A on the BIOSIP project, which was written up last year;
- EUR 5.5M write-down: Agatos recorded a non-recurring write-down of EUR 5.5M, linked to the disposal of its wind activities finalised on 20 September 2021. We recall that the company sold all the activities coming from TE Wind (grouped in GEA Energy with 31 mini wind plants) for EUR 1.45M. The deal implies the deconsolidation of EUR 2.4M of net financial debt, a write-down of EUR 1.0M and a capital loss of EUR 1.6M. The latter derives from the waiver of further receivables from Agatos equal to EUR 4.1M, of which EUR 2.5M already covered by a provision accounted at Dec-20;
- Net result attributable was negative for EUR 6.8M or EUR 1.3M stripping out the extraordinary cost for the disposal of the wind activities;
- Net debt lower: net debt was down to EUR 10.4M, including the deconsolidation of EUR 2.4M credits vs. "Gea Energy", which was disposed in September. We recall that Agatos has still around EUR 5M non-strategic assets ready to be disposed;
- Business plan revised downwards in 2021: Agatos reduced its expectations for 2021, due to the construction delays caused by the shortage of building materials and the longer than expected incentive validation process. As a result, 2021 sales are now expected at EUR 12.5M vs. EUR 16.6M before. EBITDA should be at breakeven vs. EUR 0.2M expected previously, while net equity is targeted at EUR 8.5M vs. EUR 11.4M indicated before. The targets for the coming years were confirmed.

Sales growth driven by the Marcallo BIOSIP project

Stable (negative) EBITDA, but worse EBIT due to rising D&A costs

The disposal of mini wind activities caused a write-down of EUR 5.5M

Net debt reduced

Business plan revised down for 2021 for the delays of the energy efficiency business

Agatos – 1H21 results

EUR M	1H19A	1H20A	FY20A	1H21A	1H yoy %	vs. 1H19 %
Revenues	3.7	1.7	3.2	4.7	178.0	29.5
EBITDA	0.0	-0.2	-0.7	-0.2	6.9	NM
Margin (%)	0.7	-11.9	-22.9	-4.6		
EBIT	-0.7	-0.9	-3.0	-1.0	11.3	41.9
Margin (%)	-20.0	-54.7	-92.3	-21.9		
Net Result attr.	-1.0	-1.5	-3.8	-6.8	NM	NM
Net debt/-cash	13.8	15.3	11.1	10.4	-31.9	-24.2

A: actual; NM: not meaningful; Source: Company data

Other events

In August, Agatos announced the acquisition of Caraverde Energia, which owns a biogas production plant built in 2015 located in Caravaggio (BG). Today the plant produces electricity incentivised by the GSE using the biogas produced by the anaerobic digestion of livestock waste from pig and cattle farms for the most part directly connected to the plant via a network of piping. Agatos plans to request a modification of the current authorisation in order to adopt its patented BIOSIP technology, increasing the production capacity of the plant to approximately 500sm3/hour of advanced biomethane, in both liquefied and gaseous form. Total consideration of the deal was EUR 3.3M, entirely represented by the net debt of Caraverde Energia. The acquired company reported EUR 1.2M sales in 2020 and EUR 0.3M EBITDA. Agatos estimates that the total investment for the new authorisation and conversion of the plant will be around EUR 16M. Once the authorisation has been obtained, Agatos intends to sell the majority of the shares to a specialised investor who will organise the financing of the investment, maintaining a minority stake, which is the same scheme adopted for the Marcallo BIOSIP project. The company believes that this project could benefit from the funding provided for by the PNRR (EUR 1.92Bn allocated in the five-year period 2022–26).

In September, Agatos finalised the long-waited disposal of the residual activities coming from the merger with TE Wind: 100% of Gea Energy, which controls 31 mini wind plants, was sold for EUR 1.45M. Following this sale, which was already included in the company's business plan, Agatos is one of the few listed companies focused solely on the development of technologies for the energy transition and the construction on behalf of third-party customers of innovative plants at the basis of this transition. The exit from the mini wind business has transformed Agatos into a so-called "Pure play", while strengthening its financial structure (EUR 2.4M net debt deconsolidation).

New acquisition for a new BIOSIP project

Disposal of mini wind activities

Earnings Outlook

Despite the reduction in 2021 guidance, we think Agatos looks on track to reach its business plan targets, which point to a sales CAGR of 40% in 2021-25, landing at >EUR 40M sales in 2023, and an EBITDA margin progressively growing to >10%. In fact, the company is rapidly building the contracts pipeline, which should support the attainment of its targets. In detail:

- Biomethane: after the start-up of the construction of the plant in Marcallo, which is on schedule and has already signed a contract for urban waste supply, the company has signed 4 contracts (>EUR 80M cumulated sales in the biomethane division already secured out of the EUR 230M cumulated revenues up to 2025 targeted by the business plan) for new BIOSIP projects adopting its innovative process also for civil sewage sludge (not only for urban organic waste). According to management, other projects could come in the coming months and there is interest from several foreign countries (in this case, Agatos would cash-in royalties for the BIOSIP patent exploitation). According to the company, the BIOSIP process is attractive for farmers and cattle breeders, strongly reducing their CO2 emission and ammonia (thus allowing them to respect the European directive on nitrates) and biomethane could be use in the future to replace the incentivised agricultural diesel, which is expected to lose state incentives in the near future. A key element for the development of the biomethane business in our view will be the approval of the decree for biomethane, which should extend fiscal incentives up to 2025, allowing the utilisation of biomethane also for industrial uses (currently only for automotive) and should assign non-repayable subsidies to this segment of EUR 2.0Bn;
- Energy Efficiency: according to the press (II Sole 24 Ore, Corriere della Sera, Repubblica), the upcoming Budget law should extend the "Superbonus 110% and part of other Eco-bonuses, which should also be supported by the "Next energy EU" funds, at least up to the end of 2023 and maybe also thereafter with a lower fiscal incentive, instead of June-22. The news is very positive for the Energy Efficiency business and increases the visibility on this division, which currently has a pipeline around EUR 40M that could report solid growth next year. In our estimates, we account for around EUR 8M sales in 2022 coming from this business, which should progressively decline in the future due to the decrease of the fiscal incentives;
- Photovoltaic: the company sees a recovery of the photovoltaic projects in the near future coming from the rebound of the installations on the roof of large plants (a segment which was stopped in the past 16 months due to Covid-19) and further important projects for the large photovoltaic plants. Agatos should leverage on its knowledge, particularly in finalising the authorisation process, to gain new contracts.

Agatos – Updated business plan

EUR M	2021T	2022T	2023T	2024T	2025T
Revenues	12.46	38.75	47.81	61.97	64.53
EBITDA	0.07	3.85	5.42	6.81	6.95
% margin	0.6	9.9	11.3	11.0	10.8
Net income before extraordinary items	-0.71	1.97	3.17	4.16	12.98
Net equity	11.42	12.65	13.88	15.13	16.76
Net debt/-cash	6.63	6.70	4.46	2.93	0.98
Net debt/EBITDA (x)	94.7	1.7	0.8	0.4	0.1

T: targets; Source: Company data

Against this backdrop, we reduce our 2021E sales and EBITDA estimates, which are now broadly aligned with the company's guidance. We also incorporate the EUR 5.5M writedown reported in 1H21, which should lead to a net loss of around EUR 6.3M. On 2022E and 2023E, we merely fine-tune our forecasts, factoring in higher D&A costs.

Overall, we highlight that our 2022-23 estimates are more conservative than guidance, as there could be the risk of delays in completing the authorisation process and the difficulties in finalising new financing, which could delay the accounting of the turnover.

Our 2022-23 estimates are more conservative than guidance

Agatos – 2021E-23E estimates revision

	2021E	2021E	2021E	2022E	2022E	2022E	2023E	2023E	2023E
EUR M	Old	New	New/Old %	Old	New	New/Old %	Old	New	New/Old %
Revenues	16.1	12.3	-23.7	35.7	35.9	0.4	43.4	44.4	2.3
EBITDA	0.2	0.0	-97.9	3.1	3.2	1.1	4.3	4.3	1.5
Margin (%)	1.2	0.0		8.8	8.8		9.8	9.7	
EBIT	-0.3	-1.2	NM	2.7	2.6	-4.4	3.8	3.7	-2.3
Margin (%)	-1.6	-9.7		7.5	7.1		8.8	8.4	
Net result attr.	-0.7	-6.3	NM	1.7	1.7	1.4	2.8	2.8	0.5
Net debt/-cash	8.4	6.8	-19.2	8.5	6.7	-21.9	6.3	6.2	-2.7

NM: not meaningful; A: actual; E: estimates; Source: Company data and Intesa Sanpaolo Research

Valuation

We set **a new target price at EUR 1.37/share** (from EUR 1.44/share) based on a DCF analysis, after continuing to apply a 20% liquidity discount for the listing on the EGM (ex-AIM) market and the modest liquidity of the shares. Our DCF model (before the 20% discount) returns a fair value of EUR 1.72/share. Our model incorporates the following assumptions:

A risk-free rate of 1.0%;

- A market risk premium of 6.5%;
- A leveraged beta of 1.24x (1.0 unleveraged);
- A debt spread of 4%;
- A debt/equity ratio of 25/75, which is in line with the average ratio implied in Agatos' business plan;
- A terminal growth rate of 0.5% and an operating margin of 8.5% at terminal value, which is in line with the average margin in the business plan.

We calculated a WACC of 7.8%.

Agatos – WACC and embedded DCF assumptions

WACC assumptions	%	Embedded DCF assumptions	%			
Risk-free rate (10Y BTP bench.)	1.0	Revenue CAGR 2021-2029 (%)	18.8			
Debt spread (%)	4.0	EBIT margin 2020 (%)	NM			
Cost of debt [net] (%)	3.6	Target EBIT margin at terminal value (%)	8.5			
Market risk premium (%)	6.5	Depr. on sales (avg 2021-2029) (%)	3.0			
Beta (x)	1.24	Capex on sales (avg 2021-2029) (%)	-0.4			
Cost of equity (%)	9.1					
Weight of Debt	25					
Weight of Equity	75					
WACC	7.8					

NM: not meaningful; Source: Intesa Sanpaolo Research estimates

Agatos – DCF valuation

	EUR M	% weight	Per share EUR
Sum of PV 2020-28 FCF	13.73	41	1.13
Terminal value	19.51	59	1.61
Total Enterprise value	33.24	100	2.74
- minorities	-0.94		-0.08
- Pension Provision	-0.40		-0.03
- Net debt 2020A (+ cash)	-11.06		-0.91
Total Equity value	20.84		1.72
Fully diluted number of shares (M)	12.14		
Fair value per share (EUR)	1.72		
Discount (20%)	-0.34		
Target price	1.37		

Source: Intesa Sanpaolo Research estimates

Our DCF valuation implies an EV/EBITDA of 2.6x at terminal value. At our target price, Agatos trades at 8.6x EV/EBITDA and 9.5x P/E in 2022E.

A new target price at EUR 1.37/sh; BUY

Agatos - Implicit multiples based on our EUR1.37/sh target price

x	2021E	2022E	2023E
P/E	NM	9.5	5.9
ev/ebitda	NM	8.6	6.2
EV/EBIT	NM	10.6	7.2
EV/Sales	2.17	0.76	0.61
P/BV	3.3	2.6	1.9
EV/ Capital employed	2.2	2.0	1.7

NM: not meaningful; Source: Intesa Sanpaolo Research estimates

Agatos – Key Data

Rating BUY	Target price (EUR/sh) Ord 1.37	Mkt pr Ord 0.1	ice (EUR/sh) 93		Sector Energy	
Values per share (EUR)	2019A	2020A	2021E	2022E	2023E	
No. ordinary shares (M)	9.28	12.14	12.14	12.14	12.14	
Total no. of shares (M)	9.28	12.14	12.14	12.14	12.14	
Market cap (EUR M)	11.74	14.38	11.29	11.29	11.29	
Adj. EPS	-0.18	-0.29	-0.06	0.14	0.23	
CFPS	-0.29	0.23	-0.34	0.15	0.11	
BVPS	1.2	0.86	0.41	0.52	0.72	
Dividend ord	0	0	0	0	0.04	
Income statement (EUR M)	2019A	2020A	2021E	2022E	2023E	
Revenues	6.62	3.20	12.33	35.88	44.37	
EBITDA	0.25	-0.73	0.00	3.16	4.32	
EBIT	-1.37	-2.95	-1.20	2.56	3.71	
Pre-tax income	-2.91	-4.04	-7.24	2.21	3.43	
Net income	-2.35	-3.80	-6.31	1.74	2.82	
Adj. net income	-1.67	-3.47	-0.77	1.74	2.82	
Cash flow (EUR M)	2019A	2020A	2021E	2022E	2023E	
Net income before minorities	-2.4	-4.0	-6.5	2.1	3.3	
Depreciation and provisions	1.6	2.2	1.2	0.6	0.6	
Others/Uses of funds	-2.4	0.9	-4.1	-2.2	-0.1	
Change in working capital	0.3	0.4	4.9	2.0	-1.5	
Operating cash flow	-2.7	-0.0	-4.1	1.9	1.3	
Capital expenditure	-0.0	-0.1	-1.0	-1.7	-0.8	
Financial investments	0	0	0	0	0	
Acquisitions and disposals	3.2	0	3.9	0	0	
Free cash flow	0.5	-0.1	-1.2	0.1	0.5	
Dividends	0	0	0	0	0	
Equity changes & Other non-operating items	0.7	2.7	5.5	0	0	
Net cash flow	1.2	2.6	4.3	0.1	0.5	
Balance sheet (EUR M)	2019A	2020A	2021E	2022E	2023E	
Net capital employed	25.7	22.5	11.9	13.5	15.8	
of which associates	0	0	0	0	0	
Net debt/-cash	13.6	11.1	6.8	6.7	6.2	
Minorities	0.8	0.9	0.2	0.5	1.0	
Net equity	11.3	10.5	5.0	6.3	8.7	
Minorities value	0	0	0	0	0	
Enterprise value	26.2	26.7	18.4	18.9	18.7	
Stock market ratios (x)	2019A	2020A	2021E	2022E	2023E	
Adj. P/E	Neg.	Neg.	Neg.	6.5	4.0	
P/CFPS	Neg.	5.2	Neg.	6.1	8.8	
P/BVPS	1.0	1.4	2.3	1.8	1.3	
Payout (%)	0	0	0	0	17	
Dividend yield (% ord)	0	0	0	0	4.3	
FCF yield (%)	4.0	-0.9	-11.0	1.3	4.3	
EV/sales	4.0	8.3	1.5	0.53	0.42	
EV/EBITDA	NM	Neg.	NM	6.0	4.3	
EV/EBIT	Neg.	Neg.	Neg.	7.4	5.0	
EV/CE	1.0	1.2	1.5	1.4	1.2	
D/EBITDA	54.3	Neg.	1,727.6	2.1	1.4	
D/EBIT	Neg.	Neg.	Neg.	2.6	1.7	
Profitability & financial ratios (%)	2019A	2020A	2021E	2022E	2023E	
EBITDA margin	3.8	-22.9	0.0	8.8	9.7	
EBIT margin	-20.7	-92.3	-9.7	7.1	8.4	
Tax rate	17.1	NM	10.0	5.0	5.0	
Net income margin	-35.5	-118.6	-51.2	4.9	6.3	
ROCE	-5.3	-13.1	-10.0	19.0	23.4	
ROE	-19.5	-34.9	-81.7	30.8	37.4	
Interest cover	-1.6	-3.9	-2.4	7.3	13.3	
Debt/equity ratio	113.2	96.8	133.1	97.1	63.8	
Growth (%)		2020A	2021E	2022E	2023E	
Sales		-51.6	NM	NM	23.7	
EBITDA		NM	NM	NM	36.7	
EBIT		NM	59.5	NM	44.8	
Pre-tax income		-38.9	-79.0	NM	55.1	
		001/	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,			
Net income		-61.4	-66.3	NM	61.6	

NM: not meaningful; NA: not available; Neg.: negative; A: actual; E: estimates; Source: Company data and Intesa Sanpaolo Research

Company Snapshot

Company Description

Agatos is a holding company, which engages in the provision of energy efficiency solutions. After two years of transition, which sow significant changes in the shareholder structure and the issue of new shares, the company is readdressing its activities towards three business lines: 1) the exploitation of its innovative and patented biomass-to-gas processes, 2) energy efficiency projects, exploiting the opportunity offered by the 110% Ecobonus, and 3) the development of EPC photovoltaic projects.

Key Risks

Company specific risks:

- Difficulties in financing new projects;
- Execution risk in the new projects;
- Limited size compared to main Italian peers;
- Possible write down of goodwill and participations.

Sector generic risks:

- Possible changes in the regulatory framework;
- Risks on contractual guarantees;
- New projects could be postponed (external risk).

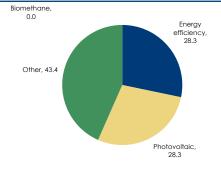
Key data

0.93	Free float (%)	66.3
12.14	Major shr	Mr. Rinaldi
1.12/0.75	(%)	19.1
AGA.MI	Bloomberg	AGA IM
Absolute		Rel. FTSE IT All Sh
-1.8	-1M	-4.9
-1.4	-3M	-8.0
27.7	-12M	-8.8
	12.14 1.12/0.75 AGA.MI Absolute -1.8 -1.4	12.14 Major shr 1.12/0.75 (%) AGA.MI Bloomberg Absolute -1.8 -1.8 -1M -1.4 -3M

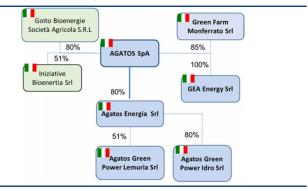
Estimates vs. consensus

EUR M (Y/E Dec)	2020A	2021E	2021C	2022E	2022C	2023E	2023C
Sales	3.20	12.33	NM	35.88	NM	44.37	NM
EBITDA	-0.73	0.00	NM	3.16	NM	4.32	NM
EBIT	-2.95	-1.20	NM	2.56	NM	3.71	NM
Pre-tax income	-4.04	-7.24	NM	2.21	NM	3.43	NM
Net income	-3.80	-6.31	NM	1.74	NM	2.82	NM
EPS	-0.29	-0.06	NM	0.14	NM	0.23	NM

Sales breakdown by product (%)



Agatos structure as of 30 June 2021



NM: not meaningful; Source: Company data, Intesa Sanpaolo Research estimates and FactSet consensus data (priced at market close of 22/10/2021)

Our Mid Corporate Definition

Italy is characterised by a large number of non-listed and listed micro, small and medium-sized companies. Looking at the revenues of these Italian companies, around 5,000 companies eligible for listing have revenues below EUR 1,500M based on Intesa Sanpaolo elaborations. We define these companies as 'Mid Corporate'. Looking more specifically at Italian listed companies, we include in our Mid Corporate segment all STAR companies and those with a market capitalisation below EUR 1Bn.

Disclaimer

Analyst certification

The financial analyst who prepared this report, and whose name and role appear on the first page, certifies that:

1. The views expressed on the company mentioned herein accurately reflect independent, fair and balanced personal views; 2. No direct or indirect compensation has been or will be received in exchange for any views expressed.

Specific disclosures

- Neither the analyst nor any person closely associated with the analyst has a financial interest in the securities of the company.
- Neither the analyst nor any person closely associated with the analyst serves as an officer, director or advisory board member of the company.
- The analyst named in the document is a member of AIAF.
- The analyst named in this document is not registered with or qualified by FINRA, the U.S. regulatory body with oversight over Intesa Sanpaolo IMI Securities Corp. Accordingly, the analyst may not be subject to FINRA Rule 2241 and NYSE Rule 472 with respect to communications with a subject company, public appearances and trading securities in a personal account. For additional information, please contact the Compliance Department of Intesa Sanpaolo IMI Securities Corp. at 212-326-1133.
- The analyst of this report does not receive bonuses, salaries, or any other form of compensation that is based upon specific investment banking transactions.
- The research department supervisors do not have a financial interest in the securities of the company.

This research has been prepared by Intesa Sanpaolo SpA, and is distributed by Intesa Sanpaolo SpA, Intesa Sanpaolo-London Branch (a member of the London Stock Exchange) and Intesa Sanpaolo IMI Securities Corp. (a member of the NYSE and FINRA). Intesa Sanpaolo SpA accepts full responsibility for the contents of this report and also reserves the right to issue this document to its own clients. Intesa Sanpaolo SpA, is authorised by the Banca d'Italia and is regulated by the Financial Services Authority in the conduct of designated investment business in the UK and by the SEC for the conduct of US business.

Opinions and estimates in this research are as at the date of this material and are subject to change without notice to the recipient. Information and opinions have been obtained from sources believed to be reliable, but no representation or warranty is made as to their accuracy or correctness. Past performance is not a guarantee of future results. The investments and strategies discussed in this research may not be suitable for all investors. If you are in any doubt you should consult your investment advisor.

This report has been prepared solely for information purposes and is not intended as an offer or solicitation with respect to the purchase or sale of any financial products. It should not be regarded as a substitute for the exercise of the recipient's own judgment. No Intesa Sanpaolo SpA entity accepts any liability whatsoever for any direct, consequential or indirect loss arising from any use of material contained in this report. This document may only be reproduced or published with the name of Intesa Sanpaolo SpA.

Intesa Sanpaolo SpA has in place the Conflicts of Interest Management Rules for managing effectively the conflicts of interest which might affect the impartiality of all investment research which is held out, or where it is reasonable for the user to rely on the research, as being an impartial assessment of the value or prospects of its subject matter. A copy of these Rules is available to the recipient of this research upon making a written request to the Compliance Officer, Intesa Sanpaolo SpA, C.so Matteotti n° 1, 20121 Milan (MI) Italy. Intesa Sanpaolo SpA has formalised a set of principles and procedures for dealing with conflicts of interest ("Rules for Research"). The Rules for Research is clearly explained in the relevant section of Intesa Sanpaolo's website (www.intesasanpaolo.com).

Member companies of the Intesa Sanpaolo Group, or their directors and/or representatives and/or employees and/or persons closely associated with them, may have a long or short position in any securities mentioned at any time, and may make a purchase and/or sale, or offer to make a purchase and/or sale, of any of the securities from time to time in the open market or otherwise.

This document has been prepared and issued for, and thereof is intended for use by, MiFID II eligible counterparties/professional clients (other than elective professional clients) or otherwise by market professionals or institutional investors only, who are financially sophisticated and capable of evaluating investment risks independently, both in general and with regard to particular transactions and investment strategies.

Therefore, such materials may not be suitable for all investors and recipients are urged to seek the advice of their independent financial advisor for any necessary explanation of the contents thereof.

Persons and residents in the UK: this document is not for distribution in the United Kingdom to persons who would be defined as private customers under rules of the Financial Conduct Authority.

US persons: This document is intended for distribution in the United States only to Major US Institutional Investors as defined in SEC Rule 15a-6. US Customers wishing to effect a transaction should do so only by contacting a representative at Intesa Sanpaolo IMI Securities Corp. in the US (see contact details below).

Intesa Sanpaolo SpA issues and circulates research to Major Institutional Investors in the USA only through Intesa Sanpaolo IMI Securities Corp., 1 William Street, New York, NY 10004, USA, Tel: (1) 212 326 1150.

Inducements in relation to research

This document has been prepared and issued for, and thereof is intended for use by, MiFID 2 eligible counterparties/professional clients (other than elective professional clients) or otherwise by market professionals or institutional investors only, who are financially sophisticated and capable of evaluating investment risks independently, both in general and with regard to specific transactions and investment strategies.

Therefore, such materials may not be suitable for all investors and recipients are urged to seek the advice of their independent financial advisor for any necessary explanation of the contents thereof.

Pursuant to the provisions of Delegated Directive (EU) 2017/593, this document can be qualified as an acceptable minor non-monetary benefit as it is:

Written material from a third party that is commissioned and paid for by a corporate issuer or potential issuer to promote a new issuance by the company, or where the third party firm is contractually engaged and paid by the issuer to produce such material on an ongoing basis (Specialist/Corporate Broker/Sponsor contract), provided that the relationship is clearly disclosed in the material and that the material is made available at the same time to any investment firms wishing to receive it or to the general public - Delegated Directive(EU) 2017/593 - art. 12 paragraph 3.

Distribution Method

This document is for the exclusive use of the person to whom it is delivered by Intesa Sanpaolo and may not be reproduced, redistributed, directly or indirectly, to third parties or published, in whole or in part, for any reason, without prior consent expressed by Intesa Sanpaolo. The copyright and all other intellectual property rights on the data, information, opinions and assessments referred to in this information document are the exclusive domain of the Intesa Sanpaolo banking group, unless otherwise indicated. Such data, information, opinions and assessments cannot be the subject of further distribution or reproduction in any form and using any technique, even partially, except with express written consent by Intesa Sanpaolo.

Persons who receive this document are obliged to comply with the above indications.

Coverage policy and frequency of research reports

The list of companies covered by the Research Department is available upon request. Intesa Sanpaolo SpA aims to provide continuous coverage of the companies on the list in conjunction with the timing of periodical accounting reports and any exceptional event that affects the issuer's operations. The companies for which Intesa Sanpaolo SpA acts as sponsor or specialist or other regulated roles are covered in compliance with regulations issued by regulatory bodies with jurisdiction. In the case of a short note, we advise investors to refer to the most recent company report published by Intesa Sanpaolo SpA's Research Department for a full analysis of valuation methodology, earnings assumptions, risks and the historical of recommendation and target price. In the Equity Daily note and Weekly Preview report the Research Department reconfirms the previously published ratings and target prices on the covered companies (or alternatively such ratings and target prices may be placed Under Review). Research qualified as a minor non-monetary benefit pursuant to provisions of Delegated Directive (EUR) 2017/593 is freely available on the IMI Corporate & Investment Banking Division web site (www.imi.intesasanpaolo.com); all other research is available by contacting your sales representative.

Equity Research Publications in Last 12M

The list of all recommendations on any financial instrument or issuer produced by Intesa Sanpaolo Research Department and distributed during the preceding 12-month period is available on the Intesa Sanpaolo website at the following address:

https://group.intesasanpaolo.com/en/research/RegulatoryDisclosures/archive-of-intesa-sanpaolo-group-s-conflicts-of-interest0

Valuation methodology (long-term horizon: 12M)

The Intesa Sanpaolo SpA Equity Research Department values the companies for which it assigns recommendations as follows:

We obtain a fair value using a number of valuation methodologies including: discounted cash flow method (DCF), dividend discount model (DDM), embedded value methodology, return on allocated capital, break-up value, asset-based valuation method, sum-of-the-parts, and multiples-based models (for example PE, P/BV, PCF, EV/Sales, EV/EBITDA, EV/EBIT, etc.). The financial analysts use the above valuation methods alternatively and/or jointly at their discretion. The assigned target price may differ from the fair value, as it also takes into account overall market/sector conditions, corporate/market events, and corporate specifics (ie, holding discounts) reasonably considered to be possible drivers of the company's share price performance. These factors may also be assessed using the methodologies indicated above.

Equity rating key: (long-term horizon: 12M)

In its recommendations, Intesa Sanpaolo SpA uses an "absolute" rating system, which is not related to market performance and whose key is reported below:

Equity Rating Key (long-term horizon: 12M)

Long-term rating	Definition
BUY	If the target price is 20% higher than the market price
ADD	If the target price is 10%-20% higher than the market price
HOLD	If the target price is 10% below or 10% above the market price
REDUCE	If the target price is 10%-20% lower than the market price
SELL	If the target price is 20% lower than the market price
RATING SUSPENDED	The investment rating and target price for this stock have been suspended as there is not a sufficient
	fundamental basis for determining an investment rating or target. The previous investment rating and target
	price, if any, are no longer in effect for this stock.
NO RATING	The company is or may be covered by the Research Department but no rating or target price is assigned either
	voluntarily or to comply with applicable regulations and/or firm policies in certain circumstances.
TENDER SHARES	We advise investors to tender the shares to the offer.
TARGET PRICE	The market price that the analyst believes the share may reach within a one-year time horizon
MARKET PRICE	Closing price on the day before the issue date of the report, as indicated on the first page, except
	where otherwise indicated

Historical recommendations and target price trends (long-term horizon: 12M)

The 12M rating and target price history chart(s) for the companies currently under our coverage can also be found at Intesa Sanpaolo's website/Research/Regulatory disclosures: https://group.intesasanpaolo.com/en/research/RegulatoryDisclosures/tp-and-rating-history-12-months-. Note: please also refer to https://group.intesasanpaolo.com/it/research/equity--credit-research/equity in applicable cases for the ISP-UBI Equity Ratings Reconciliation Table, the archive of ex-UBI's previously published research reports and 12M historical recommendations.

Target price and market price trend (-1Y)



Historical recommendations and target price trend (-1Y)

Date	Rating	TP (EUR)	Mkt Price (EUR)
17-May-21	BUY	1.44	0.94
12-Apr-21	Suspended		0.92

Equity rating allocations (long-term horizon: 12M)

Intesa Sanpaolo Research Rating Distribution (at October 2021)

Number of companies considered: 126	BUY	ADD	HOLD	REDUCE	SELL
Total Equity Research Coverage relating to last rating (%)*	42	37	21	0	0
of which Intesa Sanpaolo's Clients (%)**	79	70	62	0	0

* Last rating refers to rating as at end of the previous quarter; ** Companies on behalf of whom Intesa Sanpaolo and the other companies of the Intesa Sanpaolo Group have provided corporate and Investment banking services in the last 12 months; percentage of clients in each rating category

Valuation methodology (short-term horizon: 3M)

Our short-term investment ideas are based on ongoing special market situations, including among others: spreads between share categories; holding companies vs. subsidiaries; stub; control chain reshuffling; stressed capital situations; potential extraordinary deals (including capital increase/delisting/extraordinary dividends); and preys and predators. Investment ideas are presented either in relative terms (e.g. spread ordinary vs. savings; holding vs. subsidiaries) or in absolute terms (e.g. preys).

The companies to which we assign short-term ratings are under regular coverage by our research analysts and, as such, are subject to fundamental analysis and long-term recommendations. The main differences attain to the time horizon considered (monthly vs. yearly) and definitions (short-term 'long/short' vs. long-term 'buy/sell'). Note that the short-term relative recommendations of these investment ideas may differ from our long-term recommendations. We monitor the monthly performance of our short-term investment ideas and follow them until their closure.

Short-term rating	Definition
LONG	Stock price expected to rise or outperform within three months from the time the rating was assigned due to a specific catalyst or event
SHORT	Stock price expected to fall or underperform within three months from the time the rating was assigned due to a specific catalyst or event

Equity rating key (short-term horizon: 3M)

Company-specific disclosures

Intesa Sanpaolo S.p.A. and the other companies belonging to the Intesa Sanpaolo Banking Group (hereafter the "Intesa Sanpaolo Banking Group") have adopted written guidelines "Organisational, Management and Control Model" pursuant to Legislative Decree 8 June 2001 no. 231 (available at the Intesa Sanpaolo website, https://group.intesasanpaolo.com/en/governance/leg-decree-231-2001) setting forth practices and procedures, in accordance with applicable regulations by the competent Italian authorities and best international practice, including those known as Information Barriers, to restrict the flow of information, namely inside and/or confidential information, to prevent the misuse of such information and to prevent any conflicts of interest arising from the many activities of the Intesa Sanpaolo Banking Group, which may adversely affect the interests of the customer in accordance with current regulations.

In particular, the description of the measures taken to manage interest and conflicts of interest – related to Articles 5 and 6 of the Commission Delegated Regulation (EU) 2016/958 of 9 March 2016 supplementing Regulation (EU) No. 596/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the technical arrangements for objective presentation of investment recommendations or other information recommending or suggesting an investment strategy and for disclosure of particular interests or indications of conflicts of interest as subsequently amended and supplemented, the FINRA Rule 2241, as well as the Financial Conduct Authority Conduct of Business Sourcebook rules COBS 12.4 - between the Intesa Sanpaolo Banking Group and issuers of financial instruments, and their group companies, and referred to in research products produced by analysts at Intesa Sanpaolo S.p.A. is available in the "Rules for Research" and in the extract of the "Corporate model on the management of inside information and conflicts of interest" published on the website of Intesa Sanpaolo S.p.A.

At the Intesa Sanpaolo website, webpage <u>https://group.intesasanpaolo.com/en/research/RegulatoryDisclosures/archive-of-intesa-sanpaolo-group-s-conflicts-of-interest</u> you can find the archive of disclosure of interests or conflicts of interest of the Intesa Sanpaolo Banking Group in compliance with the applicable laws and regulations.

Furthermore, we disclose the following information on the Intesa Sanpaolo Banking Group's conflicts of interest.

- One or more of the companies of the Intesa Sanpaolo Banking Group plan to solicit investment banking business or intends to seek compensation from Agatos in the next three months
- One or more of the companies of the Intesa Sanpaolo Banking Group have a Long position larger than the 0.5% of the issued share capital of Agatos
- Intesa Sanpaolo acts as Specialist relative to securities issued by Agatos

Intesa Sanpaolo Largo Mattioli, 3 20121 Italy

Intesa Sanpaolo London Branch 90 Queen Street – EC4N ISA UK

Intesa Sanpaolo IMI Securities Corp.

1 William St. – 10004 New York (NY) USA

Intesa Sanpaolo Research Dept.		
Gregorio De Felice - Head of Research	+39 02 8796 2012	aregorio.defelice@intesasanpaolo.con
Equity&Credit Research		g g
Giampaolo Trasi	+39 02 7235 1807	giampaolo.trasi@intesasanpaolo.con
Equity Research	107 02 7 200 1007	gia npaolo. Tasien nosasa npaolo.com
Monica Bosio	+39 02 7235 1801	monica.bosio@intesasanpaolo.con
Luca Bacoccoli	+39 02 7235 1810	luca.bacoccoli@intesasanpaolo.con
Davide Candela	+39 02 7235 1817	davide.candela@intesasanpaolo.con
Oriana Cardani	+39 02 7235 1819	oriana.cardani@intesasanpaolo.con
Antonella Frongillo Manuela Meroni	+39 02 72351799 +39 02 7235 1798	antonella.frongillo@intesasanpaolo.con manuela.meroni@intesasanpaolo.con
Elena Perini	+39 02 7235 1811	elena.perini@intesasanpaolo.con
Bruno Permutti	+39 02 7235 1805	bruno.permutti@intesasanpaolo.con
Roberto Ranieri	+39 02 7235 1812	roberto.ranieri@intesasanpaolo.com
Corporate Broking Research		
Alberto Francese	+39 02 7235 1800	alberto.francese@intesasanpaolo.cor
Gabriele Berti	+39 02 7235 1806	gabriele.berti@intesasanpaolo.con
Marco Cristofori Youness Nour El Alaoui	+39 02 7235 1818 +39 02 7235 1815	marco.cristofori@intesasanpaolo.cor youness.alaoui@intesasanpaolo.cor
Arianna Terazzi	+39 02 7235 1816	arianna.terazzi@intesasanpaolo.cor
Credit Research	07 02 7 200 1010	
Maria Grazia Antola	+39 02 7235 1809	maria.antola @intesasanpaolo.cor
Alessandro Chiodini	+39 02 7235 1808	alessandro.chiodini @intesasanpaolo.con
Dario Fasani	+39 02 7235 1808	dario.fasani@intesasanpaolo.cor
Melanie Gavin	+39 02 7235 1804	melanie.gavin@intesasanpaolo.cor
Maria Gabriella Tronconi	+39 02 7235 1804	maria.tronconi@intesasanpaolo.cor
Barbara Pizzarelli (Research Support)	+39 02 7235 1803	barbara.pizzarelli@intesasanpaolo.cor
Technical Analysis		·····
Corrado Binda	+39 02 8021 5763	corrado.binda@intesasanpaolo.cor
Sergio Mingolla	+39 02 8021 5843	antonio.mingolla@intesasanpaolo.cor
Clearing & Data Processing		
Anna Whatley	+39 02 7235 1813	anna.whatley@intesasanpaolo.cor
Stefano Breviglieri	+39 02 7265 4635	stefano.breviglieri@intesasanpaolo.con
Annita Ricci	+39 02 7235 1797	annita.ricci@intesasanpaolo.con
Wendy Ruggeri	+39 02 7235 1802	wendy.ruggeri@intesasanpaolo.cor
Elisabetta Bugliesi (IT support)	+39 02 7235 1796	elisabetta.bugliesi@intesasanpaolo.con
Intesa Sanpaolo – IMI Corporate & Investr	nent Banking Divis	ion
Bernardo Bailo - Head of Global Markets Sales	+39 02 7261 2308	bernardo.bailo@intesasanpaolo.con
Equity Sales		
Giorgio Pozzobon	+39 02 72615616	giorgio.pozzobon@intesasanpaolo.con
Institutional Sales		
Catherine d'Aragon	+39 02 7261 5929	catherine.daragon@intesasanpaolo.cor
Carlo Cavalieri Francesca Guadagni	+39 02 7261 2722 +39 02 7261 5817	carlo.cavalieri@intesasanpaolo.cor francesca.guadagni@intesasanpaolo.cor
Paolo Maria Lenzi	+39 02 7261 5114	paolo.lenzi@intesasanpaolo.cor
Stefano Ottavi	+39 02 7261 2095	stefano.ottavi@intesasanpaolo.cor
-ederica Repetto	+39 02 7261 5517	federica.repetto@intesasanpaolo.cor
Daniela Stucchi	+39 02 7261 5708	daniela.stucchi@intesasanpaolo.cor
Mark Wilson	+39 02 7261 2758	mark.wilson@intesasanpaolo.cor
Carlo Castellari (Corporate Broking)	+39 02 7261 2122	carlo.castellari@intesasanpaolo.cor
Roberta Pupeschi (Corporate Broking) Francesco Riccardi (Corporate Broking)	+39 02 72616363 +39 02 7261 5966	roberta.pupeschi@intesasanpaolo.cor francesco.riccardi@intesasanpaolo.cor
Laura Spinella (Corporate Broking)	+39 02 7261 5782	laura.spinella@intesasanpaolo.cor
Alessandro Bevacqua	+39 02 7261 5114	alessandro.bevacqua@intesasanpaolo.cor
orenzo Pennati (Sales Trading)	+39 02 7261 5647	lorenzo.pennati@intesasanpaolo.cor
Equity Derivatives Institutional Sales		
manuele Manini	+39 02 7261 5936	emanuele.manini@intesasanpaolo.cor
Enrico Ferrari	+39 02 7261 2806	enrico.ferrari@intesasanpaolo.cor
Stefan Gess	+39 02 7261 5927	stefan.gess@intesasanpaolo.cor
Edward Lythe Ferdinando Zamprotta	+44 207 894 2456 +39 02 7261 5577	edward.lythe@intesasanpaolo.cor ferdinando.zamprotta@intesasanpaolo.cor
Gherardo Lenti Capoduri – Head of Market Hub	+39 02 7261 2051	gherardo.lenticapoduri@intesasanpaolo.cor
E-commerce Distribution		
Agesimiliano Banosio	+39 02 7261 5388	massimiliano.raposio@intesasanpaolo.cor
Massimiliano Raposio		
ntesa Sanpaolo IMI Securities Corp.		
Intesa Sanpaolo IMI Securities Corp. Barbara Leonardi (Equity institutional Sales) Greg Principe (Equity Institutional Sales)	+1 212 326 1232 +1 212 326 1233	barbara.leonardi@intesasanpaolo.cor greg.principe@intesasanpaolo.cor