



OPENGATE CAPITAL

A GLOBAL PRIVATE EQUITY FIRM



Portfolio Company Review – May 2019

24 June 2019



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1. North America Portfolio Updates:

- Energi
- Hufcor
- Mersive
- PPI
- S&G

2. Europe Portfolio updates

- Alfatherm
- Bois & Matériaux
- EverZinc
- Jøtul & AICO
- Fichet Security Solutions



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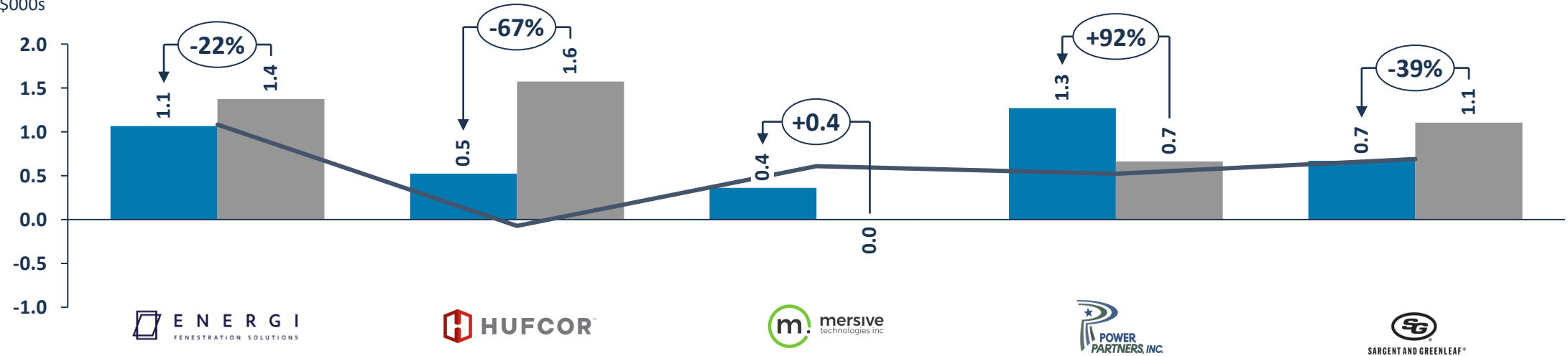
North American portfolio update

Consolidated North America portfolio EBITDA performance

— 2018A 2019A 2019B

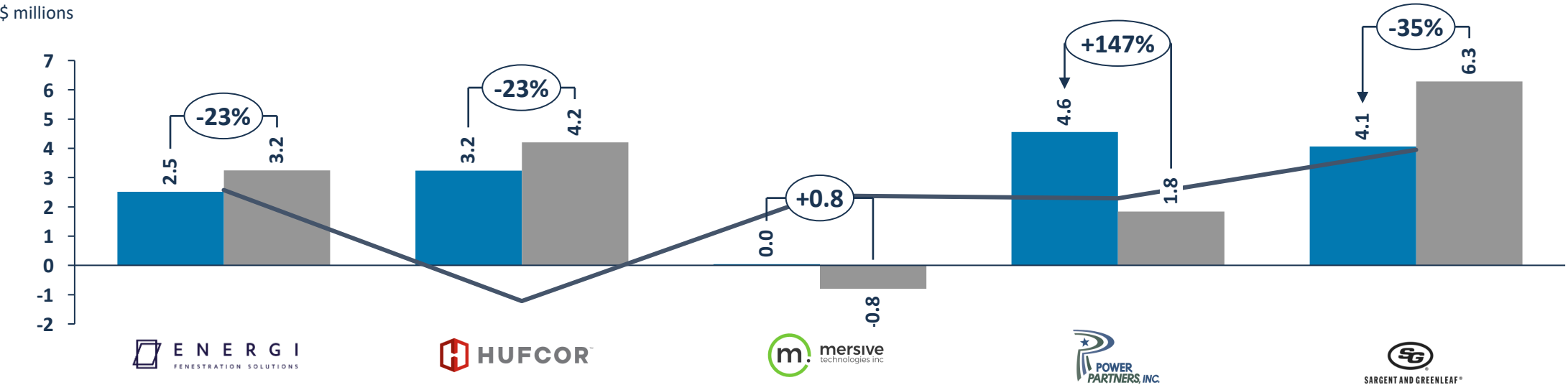
EBITDA MTD

\$000s



EBITDA YTD

\$ millions




1.a

Energi

Executive Summary: Week of 06-24

- Overall volumes and back log are continuing to lag 2018 and 19AOP. EBITDA miss in May was (\$307k), bringing the YTD EBITDA vs budget to (\$734k)
 - MTD: Net Revenue (Down 6% vs Plan; down 3% vs 2018); EBITDA (down 22% vs plan; down 1% vs 2018)
 - YTD: Net Revenue (Down 10% vs Plan; down 12% vs 2018); EBITDA (down 2% vs plan; down 23% vs 2018)
- Key drivers for business performance has been loss of topline volume and sales, however, labor and material costs have not been aggressively scaled by management to mitigate losses which has magnified impact to EBITDA. (e.g. Woodbridge net revenue is down 6.3% and units produced is down 18.4%, while labor was only reduced by 1.3%).
- An initial assessment to quantify the value that could be realized by closing Woodbridge and consolidating into Laval, Delmont and Everett has been completed indicating ~\$5mm in value. Ops will be working with the management team in the next two weeks to create an implementation plan. Targeting early Q4 kickoff

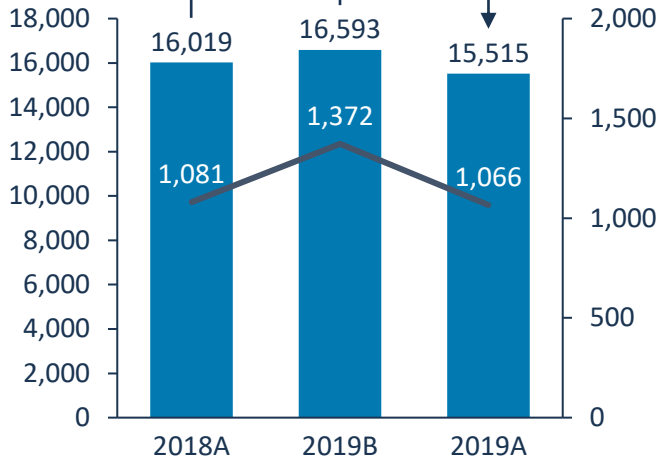
Status Update: Project Details

Project		Current Status & Next Steps	Timing	Annualized EBITDA Impact (\$MM)	
				Projected	Actual
A: Plant consolidation (Koscho, Patterson)		<ul style="list-style-type: none"> Initial quantification complete 	<ul style="list-style-type: none"> Kicked off 10 Jun Complete ~1 Jan 	\$5mm	TBD
B: Pricing (TBD)		<ul style="list-style-type: none"> Patio doors – Patio door data prior to Q1 2019 is still outstanding Non patio doors – Gross margin data was requested two weeks ago Logistics fees – Data has been requested expected next two to three weeks 	<ul style="list-style-type: none"> Kicked off 10 Jun Complete ~1 Jan 	TBD	TBD
C: Sourcing (Oed, Chandler)		<ul style="list-style-type: none"> Regrind: Two samples arrived last week; timelines and targets needed Alt materials: Testing of providers underway; timelines and targets needed Compound: Finance to execute price benefit analysis for ECS sale, alt supplier of compound would save \$735K not including loss of ECS EBITDA contribution 	<ul style="list-style-type: none"> Kicked off Jan 19 Ongoing through 2019 	TBD	TBD
D: Changeover & Scheduling (Oed, Schnuerer)		<ul style="list-style-type: none"> Data request submitted 	<ul style="list-style-type: none"> 2019 	TBD	TBD

Monthly financial metrics

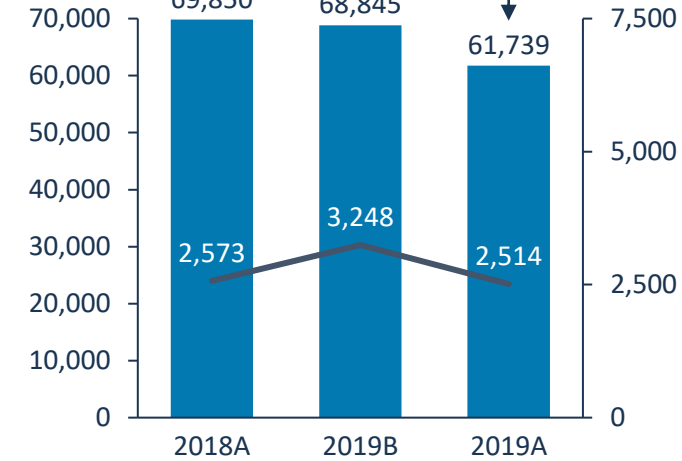
May MTD

\$000s



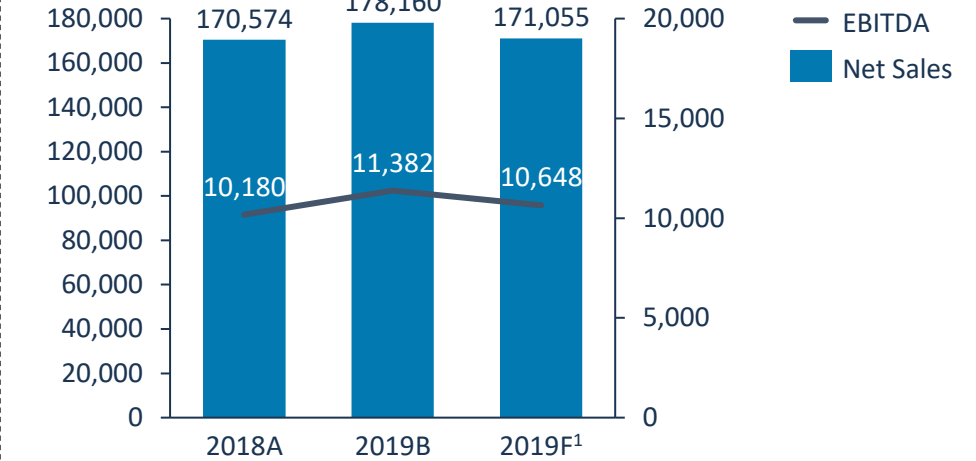
May YTD

\$000s



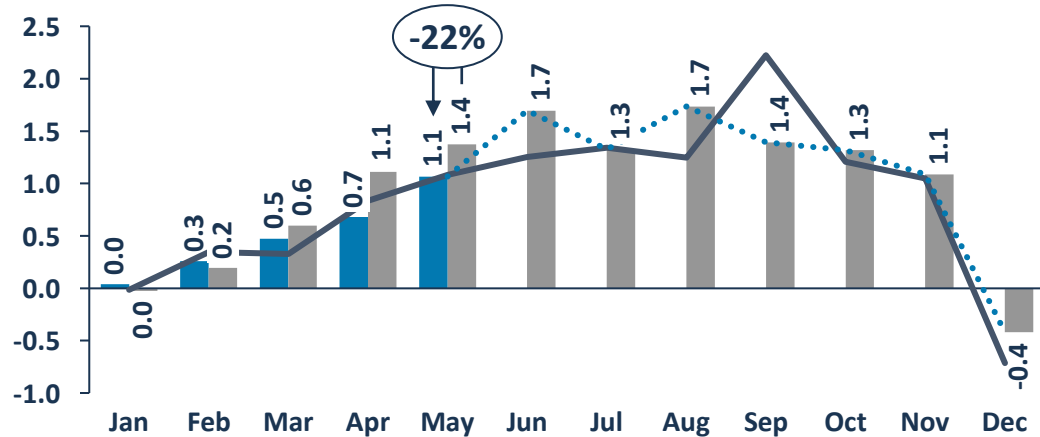
Full Year

\$000s



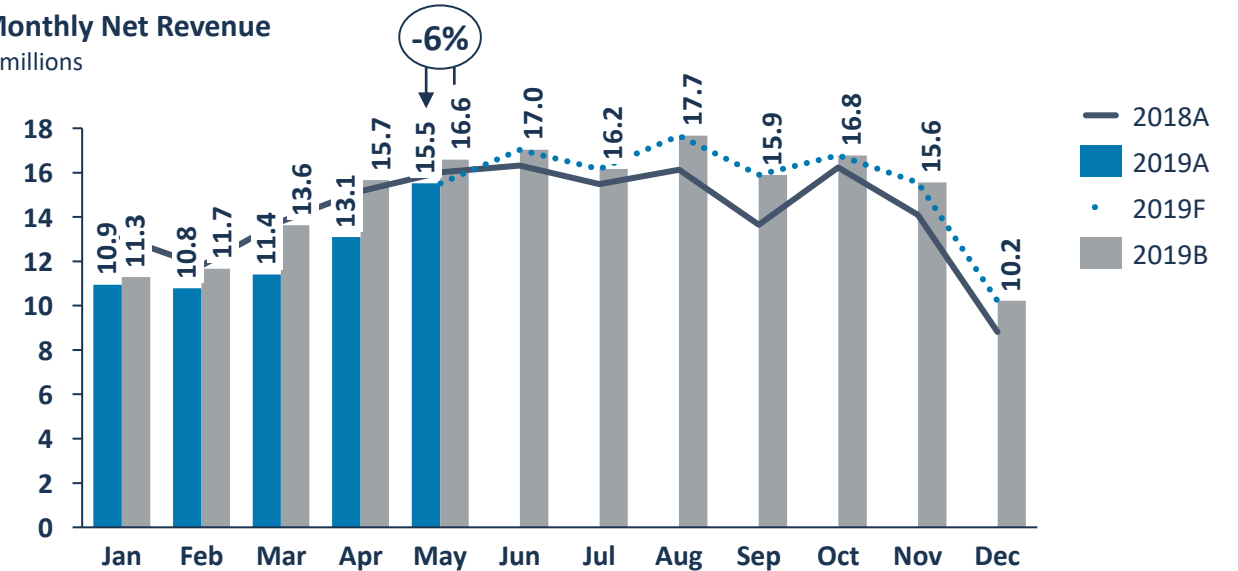
Monthly EBITDA

\$ millions



Monthly Net Revenue

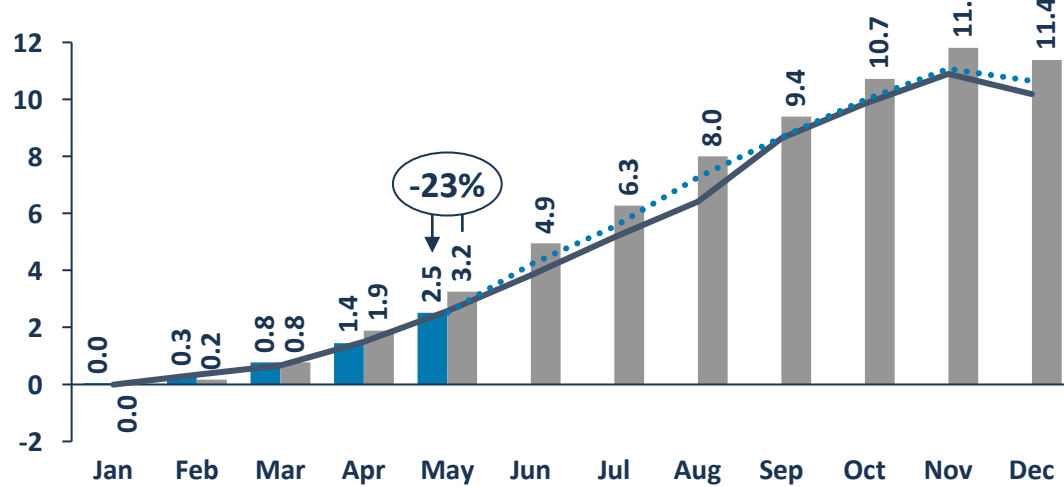
\$ millions



Monthly financial metrics

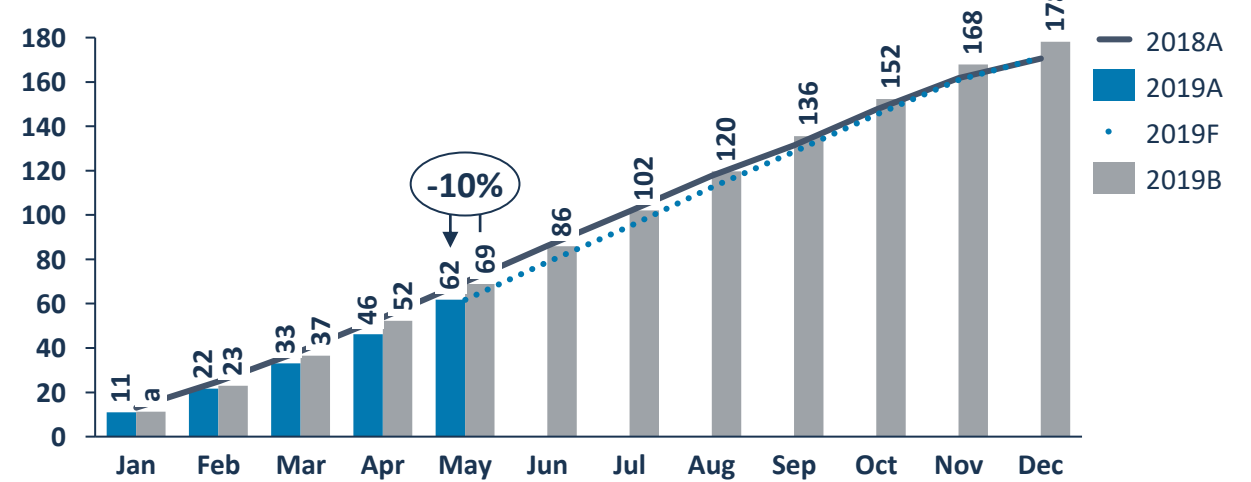
YTD EBITDA

\$ millions



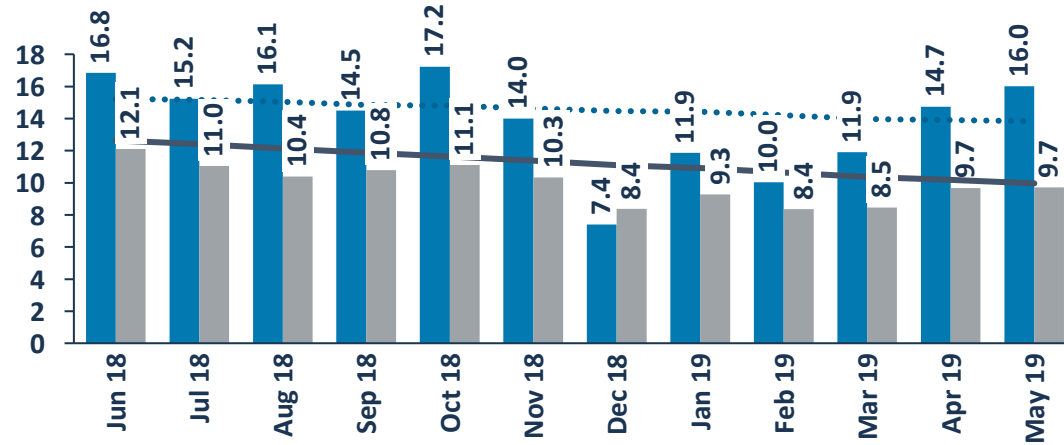
YTD Revenue

\$ millions



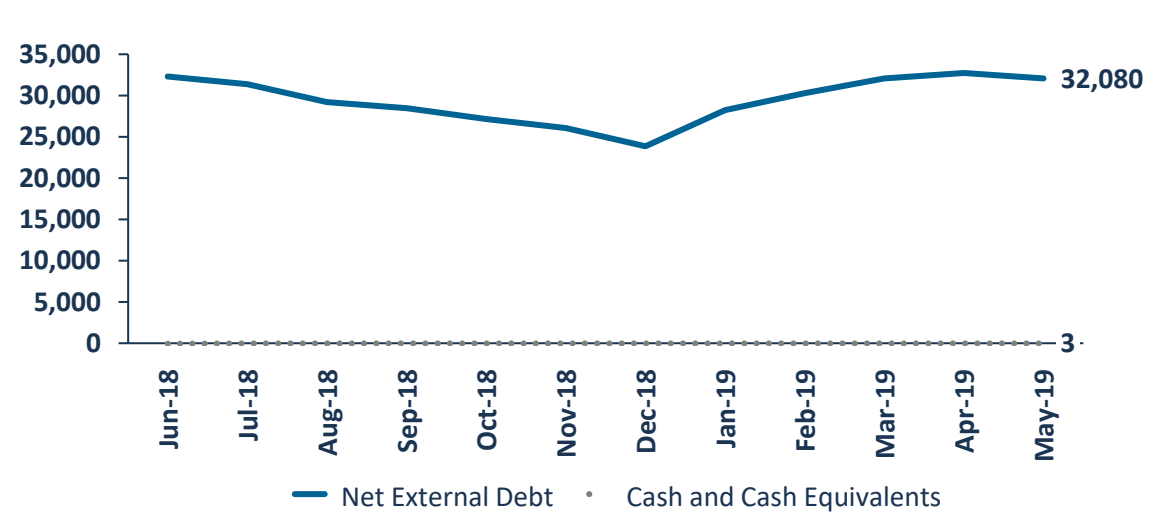
Order Intake

\$ millions



Liquidity

\$ millions



\$'000	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	FY	FY	Var		PY	Var	
	Act	Act	Act	Act	Act	Fcst	Fcst	Fcst	Fcst	Fcst	Fcst	Fcst	Fcst	Bud	\$	%	Act	\$	%
Units Produced ('000)	7,786	7,371	8,389	7,725	8,493	10,019	10,057	10,212	9,308	9,637	9,028	5,886	103,912	108,274	(4,362)	(4.0%)	96,146	7,766	8.1%
Units Shipped ('000)	6,941	6,590	7,230	8,092	9,414	10,359	10,062	10,681	9,633	10,255	9,358	6,133	104,747	109,580	(4,832)	(4.4%)	104,464	283	0.3%
Bookings (\$'000)	\$ 11,857	\$ 10,031	\$ 11,903	\$ 14,734	\$ 16,015	\$ 17,860	\$ 16,506	\$ 17,313	\$ 16,578	\$ 17,403	\$ 16,182	\$ 9,356	\$ 175,738	\$ 180,948	\$ (5,210)	(2.9%)	\$ 173,588	\$ 2,149	1.2%
Backlog (\$'000)	\$ 9,269	\$ 8,356	\$ 8,460	\$ 9,671	\$ 9,716	\$ 12,824	\$ 11,864	\$ 12,654	\$ 12,898	\$ 13,594	\$ 13,391	\$ 11,911	\$ 11,911	\$ 11,911	\$ —	0.0%	\$ 8,368	\$ 3,543	42.3%
Gross Revenue	\$ 11,539	\$ 11,249	\$ 11,985	\$ 13,794	\$ 16,301	\$ 17,993	\$ 17,052	\$ 18,655	\$ 16,814	\$ 17,766	\$ 16,477	\$ 10,759	\$ 180,383	\$ 188,036	\$ (7,653)	(4.1%)	\$ 180,283	\$ 100	0.1%
Adj. to Gross Revenue	(597)	(464)	(581)	(699)	(787)	(963)	(887)	(990)	(919)	(983)	(916)	(541)	(9,328)	(9,876)	548	(5.5%)	(9,708)	380	(3.9%)
Net Revenue	10,942	10,785	11,404	13,094	15,515	17,030	16,165	17,664	15,895	16,782	15,561	10,218	171,055	178,160	(7,105)	(4.0%)	170,574	480	0.3%
Material	5,204	5,301	5,464	6,521	7,703	8,608	8,053	8,864	7,768	8,457	7,836	4,565	84,343	88,355	(4,012)	(4.5%)	83,420	924	1.1%
Labor	2,927	2,714	2,913	2,840	3,198	3,241	3,433	3,370	3,208	3,337	3,197	2,915	37,294	38,371	(1,076)	(2.8%)	38,503	(1,208)	(3.1%)
Other COGS	1,309	1,015	1,117	1,533	1,968	1,893	1,670	2,029	1,846	2,013	1,780	1,527	19,700	20,261	(561)	(2.8%)	20,885	(1,185)	(5.7%)
Total COGS	9,440	9,030	9,494	10,894	12,869	13,742	13,157	14,263	12,821	13,807	12,814	9,007	141,337	146,986	(5,649)	(3.8%)	142,807	(1,470)	(1.0%)
Gross Margin	1,502	1,755	1,910	2,201	2,645	3,288	3,008	3,402	3,074	2,975	2,747	1,210	29,717	31,173	(1,456)	(4.7%)	27,767	1,950	7.0%
Gross Margin %	13.7%	16.3%	16.7%	16.8%	17.0%	19.3%	18.6%	19.3%	19.3%	17.7%	17.7%	11.8%	17.4%	17.5%			16.3%		
R&D	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A	—	—	N/A
Sales & Marketing	554	603	474	610	586	557	607	595	648	583	633	579	7,028	7,247	(219)	(3.0%)	7,045	(16)	(0.2%)
Administrative	1,037	968	879	962	997	1,057	1,096	1,092	1,049	1,094	1,047	1,068	12,346	12,772	(425)	(3.3%)	10,240	2,106	20.6%
Other Opex	(127)	(75)	85	(51)	(3)	(21)	(21)	(20)	(17)	(20)	(20)	(16)	(305)	(228)	(77)	33.9%	302	(607)	(201.2%)
Total Opex	1,465	1,496	1,438	1,520	1,579	1,593	1,682	1,668	1,680	1,657	1,660	1,631	19,069	19,791	(722)	(3.6%)	17,587	1,482	8.4%
EBITDA	37	259	472	680	1,066	1,695	1,326	1,734	1,393	1,318	1,087	(420)	10,648	11,382	(734)	(6.5%)	10,180	468	4.6%
EBITDA %	0.3%	2.4%	4.1%	5.2%	6.9%	10.0%	8.2%	9.8%	8.8%	7.9%	7.0%	(4.1%)	6.2%	6.4%			6.0%		
Net Income (Loss)	\$ (886)	\$ (271)	\$ (1,280)	\$ (242)	\$ (169)	\$ 356	\$ 30	\$ 458	\$ 121	\$ 59	\$ (82)	\$ (1,356)	\$ (3,262)	\$ (3,300)	\$ 38	(1.1%)	\$ (3,490)	\$ 228	(6.5%)
Capex	\$ (489)	\$ (531)	\$ (560)	\$ (448)	\$ (519)	\$ (943)	\$ (492)	\$ (492)	\$ (492)	\$ (398)	\$ (398)	\$ (398)	\$ (6,158)	\$ (8,000)	\$ 1,842	(23.0%)	\$ (10,215)	\$ 4,057	(39.7%)
Opex Overview:																			
Payroll	\$ 881	\$ 806	\$ 788	\$ 889	\$ 909	\$ 855	\$ 952	\$ 926	\$ 873	\$ 943	\$ 880	\$ 913	\$ 10,616	\$ 10,783	\$ (167)	(1.6%)	\$ 10,318	\$ 298	2.9%
Bonus	112	113	112	112	111	113	113	113	113	113	113	113	1,353	1,361	(7)	(0.5%)	159	1,194	751.5%
Commissions	19	19	16	19	18	30	30	30	30	30	30	30	299	358	(59)	(16.5%)	187	112	60.2%
Marketing	95	180	71	116	110	122	122	127	198	109	186	118	1,554	1,780	(226)	(12.7%)	1,679	(125)	(7.4%)
Benefits	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A	—	—	N/A
Travel and entertainment	107	128	35	105	66	130	142	137	132	132	128	130	1,372	1,587	(216)	(13.6%)	1,231	141	11.4%
Rent and facilities	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A	—	—	N/A
Insurance	29	21	31	20	28	30	32	30	27	27	28	24	328	336	(9)	(2.6%)	328	(0)	(0.0%)
Professional fees	45	46	62	45	49	52	44	45	52	45	45	51	581	584	(3)	(0.6%)	585	(4)	(0.7%)
Office Expenses	23	26	18	22	33	29	20	26	20	26	22	25	290	287	2	0.8%	287	3	0.9%
IT	166	165	132	159	145	179	177	181	178	182	181	178	2,023	2,092	(69)	(3.3%)	1,634	390	23.9%
Bad Debts	16	(0)	16	23	42	(0)	(0)	(0)	(0)	(0)	(0)	(0)	95	(5)	99	(2151.4%)	(80)	174	(218.8%)
FX	(122)	(76)	115	(28)	24	—	—	—	—	—	—	—	(87)	—	(87)	N/A	384	(472)	(122.7%)
JV Loss (Income)	(5)	1	(29)	(23)	(28)	(21)	(21)	(20)	(17)	(20)	(20)	(16)	(218)	(228)	10	(4.3%)	(83)	(136)	163.9%
Other Expenses	98	67	73	61	70	73	71	72	74	70	67	66	863	853	10	1.1%	956	(93)	(9.7%)
Total Opex	\$ 1,465	\$ 1,496	\$ 1,438	\$ 1,520	\$ 1,579	\$ 1,593	\$ 1,682	\$ 1,668	\$ 1,680	\$ 1,657	\$ 1,660	\$ 1,631	\$ 19,069	\$ 19,791	\$ (722)	(3.6%)	\$ 17,586	\$ 1,483	8.4%

Balance Sheet

\$'000	Dec-18	Feb-19	Mar-19	Apr-19	May-19		Variance	
	Act	Act	Act	Act	Act	Bud	\$	%
Current Assets								
Cash and cash equivalents	\$ 0	\$ 3	\$ 3	\$ 3	\$ 3	\$ 3	\$ 0	10.3%
Short term investments	—	—	—	—	—	—	—	N/A
<i>Accounts receivable, gross</i>	8,958	9,929	11,613	13,369	14,654	15,980	(1,326)	(8.3%)
<i>Accounts receivable, reserves</i>	(363)	(393)	(399)	(425)	(465)	(679)	214	(31.6%)
Accounts receivable, net	8,594	9,536	11,214	12,944	14,190	15,301	(1,111)	(7.3%)
<i>Inventory, gross</i>	31,776	36,157	35,647	34,119	32,304	34,833	(2,529)	(7.3%)
<i>Inventory, reserves</i>	(1,467)	(1,514)	(1,497)	(1,562)	(1,608)	(1,698)	90	(5.3%)
Inventory, net	30,309	34,642	34,150	32,557	30,697	33,136	(2,439)	(7.4%)
Prepaid expenses and other current assets	2,942	3,030	3,051	3,909	4,233	3,814	419	11.0%
Other current assets	901	864	804	790	865	796	69	8.7%
Total Current Assets	42,746	48,076	49,223	50,203	49,987	53,050	(3,062)	(5.8%)
Non-Current Assets								
<i>Property, plant & equipment, gross</i>	64,977	67,249	66,818	67,503	67,826	70,963	(3,137)	(4.4%)
<i>Accumulated depreciation</i>	(17,639)	(19,488)	(19,863)	(20,649)	(21,300)	(20,042)	(1,259)	6.3%
Property, plant & equipment, net	47,338	47,761	46,955	46,853	46,525	50,921	(4,395)	(8.6%)
Deferred financing cost	548	533	510	499	484	491	(7)	(1.4%)
Deferred tax asset	2,879	2,963	2,898	2,913	2,901	1,367	1,534	112.3%
Other non-current assets	2,616	2,690	2,644	2,685	2,698	3,113	(415)	(13.3%)
Total Non-Current Assets	53,382	53,947	53,007	52,950	52,607	55,891	(3,283)	(5.9%)
Total Assets	\$ 96,127	\$ 102,023	\$ 102,229	\$ 103,153	\$ 102,595	\$ 108,940	\$ (6,345)	(5.8%)
Current Liabilities								
Bank Debt	\$ 10,222	\$ 16,533	\$ 18,750	\$ 19,505	\$ 19,025	\$ 21,733	\$ (2,708)	(12.5%)
Current Portion - Long Term Debt	1,628	1,665	1,639	1,648	1,640	1,800	(160)	(8.9%)
Accounts payable	12,709	12,319	12,200	12,267	12,359	14,749	(2,390)	(16.2%)
Accrued liabilities	3,343	3,378	3,727	3,515	3,556	3,798	(242)	(6.4%)
Accrued compensation	2,521	2,800	2,877	3,338	3,488	3,617	(128)	(3.5%)
Income taxes payable	(246)	(102)	(344)	(275)	(215)	690	(905)	(131.1%)
Contingent consideration	1,301	1,301	1,301	1,301	1,301	—	1,301	N/A
Other current liabilities	97	97	124	125	132	141	(9)	(6.4%)
Total Current Liabilities	31,576	37,990	40,273	41,423	41,287	46,529	(5,242)	(11.3%)
Long-term liabilities								
Long-term debt less current maturities	12,006	12,114	11,679	11,609	11,418	11,430	(12)	(0.1%)
Deferred income taxes	9,610	9,757	9,642	9,669	9,647	7,785	1,862	23.9%
Other non-current liabilities	1,468	1,530	1,491	1,503	1,497	1,440	57	4.0%
Total Long-Term Liabilities	23,084	23,400	22,812	22,781	22,562	20,655	1,907	9.2%
Total Liabilities	54,660	61,391	63,085	64,205	63,849	67,184	(3,335)	(5.0%)
Commitments and contingencies	—	—	—	—	—	—	—	N/A
Shareholders' Equity								
Common stock	12,610	12,610	12,610	12,610	12,610	12,610	0	0.0%
Retained earnings	30,039	28,871	27,592	27,350	27,180	29,676	(2,496)	(8.4%)
Accumulated other comprehensive income	(1,181)	(850)	(1,058)	(1,011)	(1,045)	(530)	(515)	97.2%
Total Shareholders' Equity	41,467	40,632	39,144	38,948	38,746	41,756	(3,011)	(7.2%)
Total Liabilities and Shareholders' Equity	\$ 96,127	\$ 102,023	\$ 102,229	\$ 103,153	\$ 102,595	\$ 108,940	\$ (6,345)	(5.8%)

\$'000	MTD		Variance		PY-MTD		Variance		YTD		Variance		PY YTD		Variance									
	Act	Bud	\$	%	Act	\$	%	Act	Bud	\$	%	ACT	\$	%										
Cash flow from operations																								
Net Income (Loss)	\$	(169)	\$	74	\$	(243)	(328.4%)	\$	(130)	\$	(39)	29.8%	\$	(2,849)	\$	(2,886)	\$	38	(1.3%)	\$	(2,406)	\$	(443)	18.4%
Depreciation, amortization and other		725		745		(19)	(2.6%)		623		102	16.4%		3,586		3,626		(40)	(1.1%)		3,158		428	13.5%
Non-cash loss/expense (gain)		36		(262)		298	(113.5%)		4		32	808.9%		6		472		(467)	(98.8%)		84		(78)	(93.0%)
Deferred income tax		(22)		—		(22)	N/A		(19)		(3)	18.3%		37		148		(111)	(74.8%)		(1,134)		1,171	(103.3%)
Change in operating assets and liabilities:																								
Accounts receivable		(1,246)		(724)		(522)	72.0%		(686)		(559)	81.4%		(5,595)		(6,794)		1,199	(17.6%)		(3,747)		(1,848)	49.3%
Inventory		1,861		(28)		1,889	(6792.7%)		58		1,803	3126.0%		(388)		(2,827)		2,439	(86.3%)		(6,059)		5,671	(93.6%)
Prepaid expenses and other current assets		(400)		270		(670)	(247.8%)		623		(1,022)	(164.2%)		(1,256)		(768)		(488)	63.6%		(538)		(718)	133.5%
Accounts payable		92		1,135		(1,043)	(91.9%)		(197)		289	(146.6%)		(350)		2,040		(2,390)	(117.2%)		1,529		(1,880)	(122.9%)
Accrued expenses		192		(51)		243	(475.0%)		190		2	0.9%		1,180		1,802		(622)	(34.5%)		(845)		2,025	(239.6%)
Accrued income taxes		60		195		(135)	(69.3%)		69		(9)	(13.5%)		32		41		(9)	(22.5%)		197		(166)	(83.9%)
Other changes in operating assets and liabilities		7		(2)		9	(464.9%)		6		1	20.7%		35		(1,257)		1,292	(102.8%)		30		5	16.7%
Other cash flow from operations		—		—		—	N/A		—		—	N/A		—		—		—	N/A		—		—	N/A
Total Cash Flow from Operations	\$	1,136	\$	1,352	\$	(216)	(16.0%)	\$	540	\$	596	110.4%	\$	(5,562)	\$	(6,403)	\$	841	(13.1%)	\$	(9,730)	\$	4,168	(42.8%)
Cash flow from investing																								
Additions to property, plant and equipment	\$	(519)	\$	(943)	\$	424	(45.0%)	\$	(887)	\$	368	(41.5%)	\$	(2,547)	\$	(4,389)	\$	1,842	(42.0%)	\$	(4,004)	\$	1,457	(36.4%)
Earnout payments		—		—		—	N/A		—		—	N/A		—		—		—	N/A		—		—	N/A
Other cash flow from investing		—		—		—	N/A		—		—	N/A		—		—		—	N/A		—		—	N/A
Total Cash Flow from Investing	\$	(519)	\$	(943)	\$	424	(45.0%)	\$	(887)	\$	368	(41.5%)	\$	(2,547)	\$	(4,389)	\$	1,842	(42.0%)	\$	(4,004)	\$	1,457	(36.4%)
Cash flow from financing																								
Proceeds from the issuance (repayment) of short-term debt	\$	(479)	\$	(265)	\$	(214)	80.6%	\$	462	\$	(941)	(203.8%)	\$	8,803	\$	11,511	\$	(2,708)	(23.5%)	\$	13,676	\$	(4,873)	(35.6%)
Proceeds from the issuance of debt		(0)		—		(0)	N/A		—		(0)	N/A		0		—		0	N/A		630		(630)	(100.0%)
Repayment of debt		(137)		(143)		6	(4.3%)		(114)		(23)	19.9%		(691)		(716)		26	(3.6%)		(572)		(119)	20.7%
Common stock cash dividends paid		—		—		—	N/A		—		—	N/A		—		—		—	N/A		—		—	N/A
Other cash flow from financing		—		—		—	N/A		—		—	N/A		—		—		—	N/A		—		—	N/A
Total Cash Flow from Financing	\$	(617)	\$	(409)	\$	(208)	50.9%	\$	347	\$	(964)	(277.5%)	\$	8,112	\$	10,794	\$	(2,682)	(24.8%)	\$	13,734	\$	(5,622)	(40.9%)
Effect of FX rates on cash and cash equivalents	\$	—	\$	—	\$	—	N/A	\$	—	\$	—	N/A	\$	—	\$	—	\$	—	N/A	\$	—	\$	—	N/A
Net change in cash	\$	(0)	\$	(0)	\$	(0)	9535%	\$	0	\$	(0)	(2689.9%)	\$	3	\$	3	\$	0	10.3%	\$	(0)	\$	3	(1204.7%)
Beginning cash		3		3		0	11.0%		(0)		3	(653927.2%)		0		0		—	0.0%		(0)		0	(100.1%)
Change in cash		(0)		(0)		(0)	9535%		0		(0)	(2689.9%)		3		3		0	10.3%		(0)		3	(1204.7%)
Ending cash	\$	3	\$	3	\$	0	10.3%	\$	0	\$	3	1094086.3%	\$	3	\$	3	\$	0	10.3%	\$	0	\$	3	1094086.3%

1.b

Hufcor





Executive Summary: Week of 06-24

- May Sales: \$13.1M (+\$158K to AOP, +\$1.9M vs. PY); May EBITDA: \$521K (-\$1.1M to AOP)
 - Gross margin impact (21.6%, 8% lower than AOP) driven by: (1) cycle count adjustment of \$300K, (2) int'l freight forwarder invoicing delay of \$300K, and (3) variance in material net vs. cost of \$150K (international project mix)
 - YTD EBITDA: \$3.2M (-\$1.0M vs. AOP, +\$4.4M vs. PY)
 - International Mix (% of total sales) is increasing and also comes with a higher NA% (price discount off MSRP); 30% of JVL material sales in Q2 vs. 10% average
- 12 month rolling backlog reached new record high of \$97.1M/Total backlog \$101.5M
- International still struggling. Germany pricing project is nearing completion. Significant issues with cost forecasting and over discounting has been identified
- Better month end close however financial tools, month end close, FP&A in full rebuilding mode, have found multiple issues with the legacy team work/templates/etc. Looking to engage 3rd party to strengthen financial platforms

Status Update: Project Details

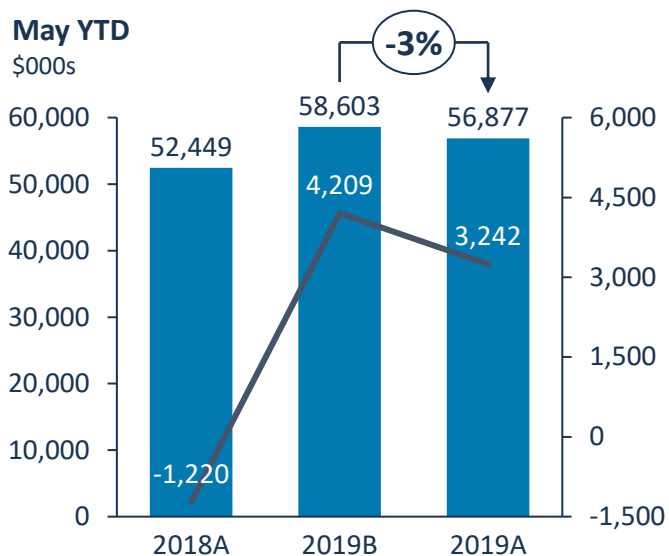
Project		Current Status & Next Steps	Timing	Annualized EBITDA Impact (\$MM)	
				Projected	Actual
A. TCAR (Patterson, TBD @ Hufcor)	●	<ul style="list-style-type: none"> • Tracking dashboards developed • Still lacking internal champion to own tool and drive improvements • Roughly same warranty/rework run-rate vs. prior period (~\$850K) 	Transitioned to business – 5/6	\$500K	(\$38K)
B: Germany pricing (Long)	●	<ul style="list-style-type: none"> • Steve Long continuing work • Discovered flawed costing system in Germany affecting pricing efficacy • Opportunity (\$) still TBD 	Kick-off – 5/24 Realization – Aug 1?	\$250k	TBD
C: Finance build (Miceli/Swain)	●	<ul style="list-style-type: none"> • Beckway done • Currently interviewing for Accountant (3 candidates) and Controller (2) positions 	TBD	Enabler	Enabler
D: Logistics (Smith, Blazy)	●	<ul style="list-style-type: none"> • International locations use 3rd party logistics providers with cost paid for by customers • Initial assessment of RVT indicates opportunity for savings, or exiting this business line 	TBD	TBD	TBD

Status: Key Activities

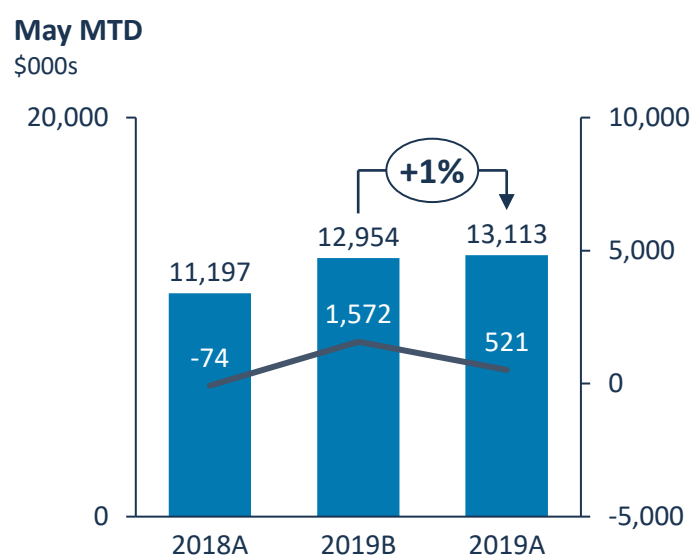
Key Activities		Current Status & Next Steps	Timing	Annualized EBITDA Impact (\$MM)	
				Projected	Actual
E. HX/700 <i>(Smith)</i>		<ul style="list-style-type: none"> • Deeper review of cost of production of Athens and impact of Ohio cabinet manufacturer needed to identify impact to gross margins • Only one customer contacted to convert backlog from 600 to 700 line 	Outsourcing – Jul 1	TBD	TBD
F. APAC consolidation <i>(Miceli)</i>		<ul style="list-style-type: none"> • Not yet started, currently scheduled for 2020 	2020	TBD	TBD
G. Partition Studio 5 <i>(Kontranowski)</i>		<ul style="list-style-type: none"> • Delayed end of May / June launch 	Jul 1	<i>Enabler</i>	<i>Enabler</i>
H. International Business <i>(Miceli)</i>		<ul style="list-style-type: none"> • Downturn in performance in recent periods, need to challenge leadership for solution 	TBD	TBD	TBD

HUFCOR Monthly financial metrics

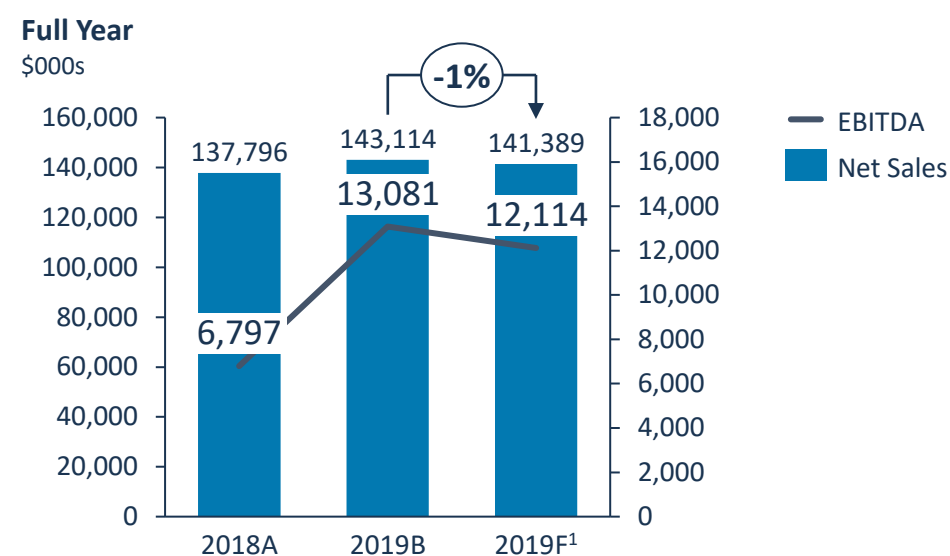
May YTD
\$000s



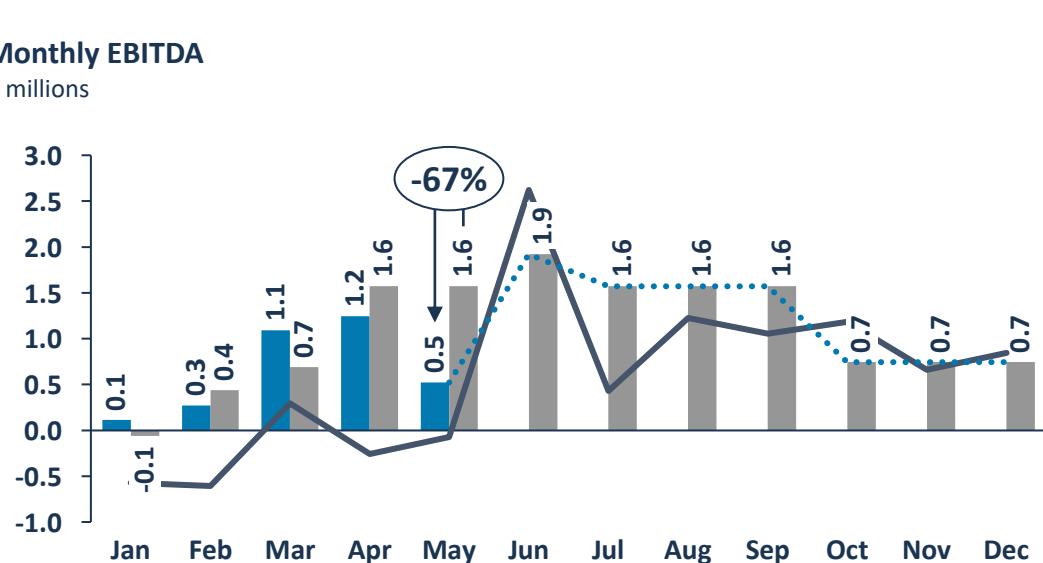
May MTD
\$000s



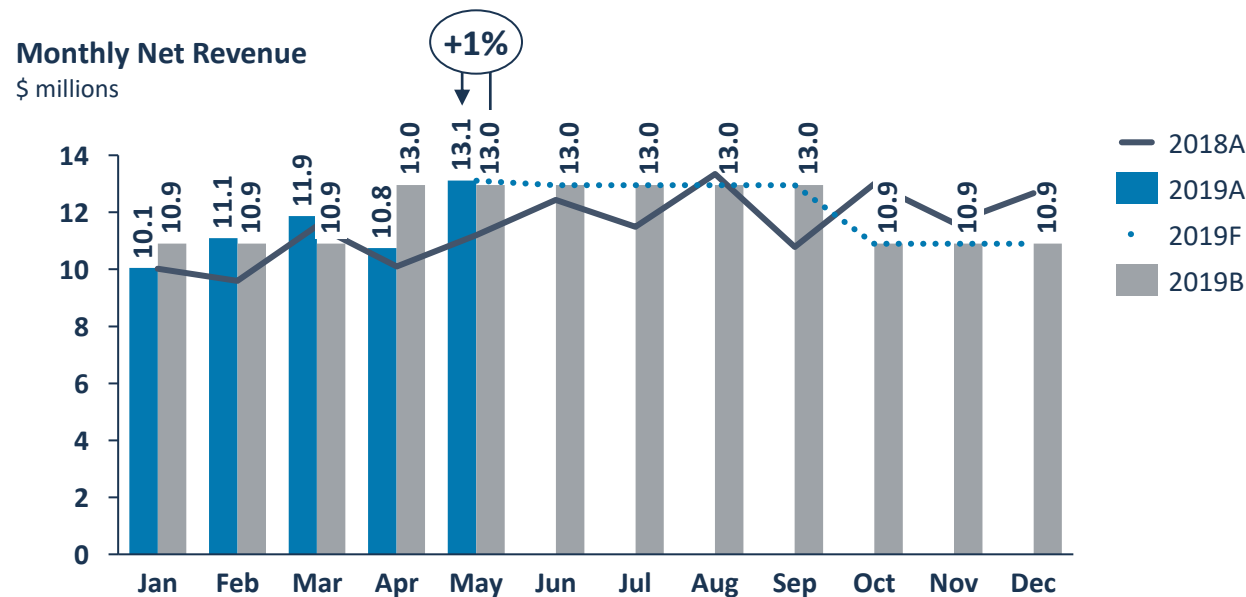
Full Year
\$000s



Monthly EBITDA
\$ millions



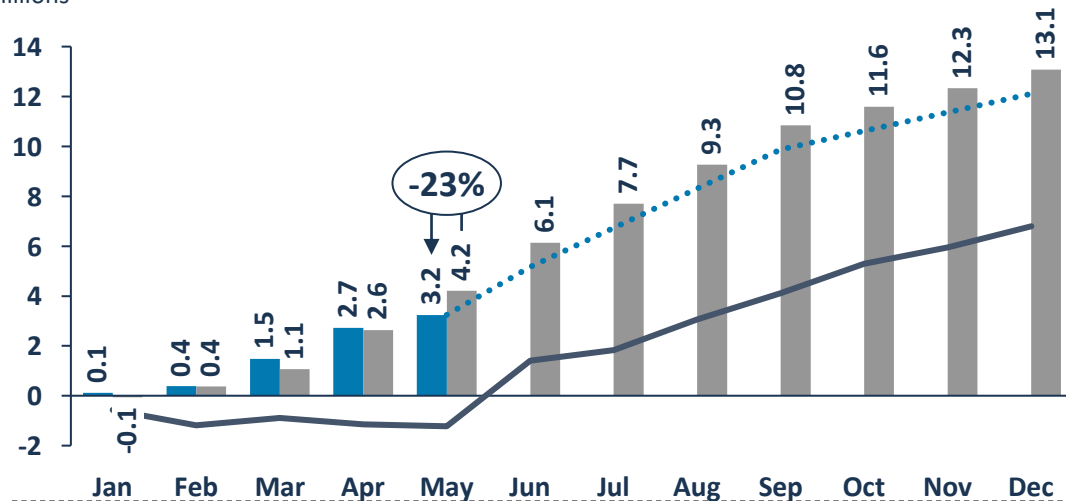
Monthly Net Revenue
\$ millions



HUFCOR Monthly financial metrics

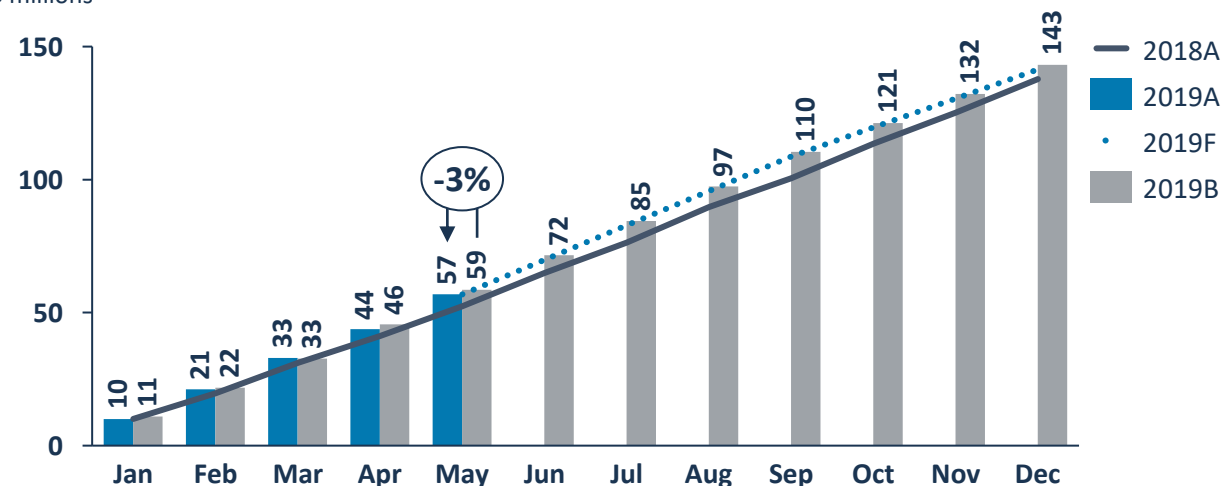
YTD EBITDA

\$ millions



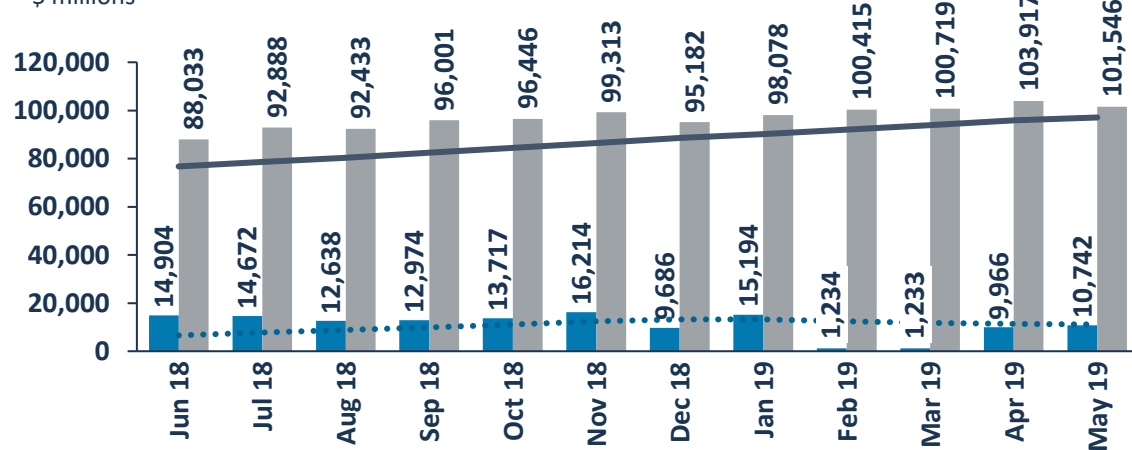
YTD Revenue

\$ millions



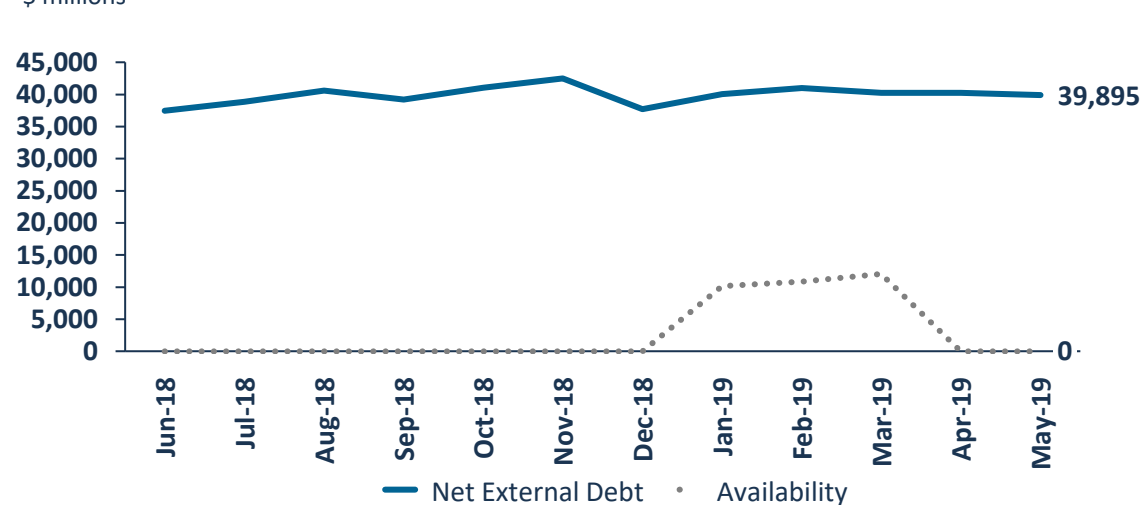
Order Intake

\$ millions



Liquidity

\$ millions



• TTM Avg Bookings • MTD Bookings — TTM Avg Backlog ■ MTD Backlog



OPENGATE CAPITAL

1. YTD actuals + remaining year forecast

CONFIDENTIAL

16

\$'000

	MTD		Variance		PY MTD		Variance		YTD			PY YTD	
	Act	Bud	\$	%	Act	\$	%		Act	Bud	%	Act	%
Gross Revenue	\$ 13,113	\$ 12,954	\$ 158	1.2%	\$ 11,197	\$ 1,916	17.1%		\$ 56,877	\$ 58,603	(2.9%)	\$ 52,449	8.4%
Net Revenue	13,113	12,954	158	1.2%	11,197	1,916	17.1%		56,877	58,603	(2.9%)	52,449	8.4%
Material	5,461	4,535	926	20.4%	4,316	1,144	26.5%		19,591	21,092	(7.1%)	19,015	3.0%
Labor	3,746	3,586	160	4.5%	3,427	319	9.3%		17,530	17,138	2.3%	16,705	4.9%
Other COGS	1,075	1,003	72	7.1%	1,005	70	7.0%		5,410	4,873	11.0%	5,083	6.4%
Total COGS	10,282	9,124	1,157	12.7%	8,748	1,534	17.5%		42,531	43,103	(1.3%)	40,803	4.2%
Gross Margin	2,831	3,830	(999)	(26.1%)	2,449	382	15.6%		14,346	15,500	(7.4%)	11,646	23.2%
Gross Margin %	21.6%	29.6%			21.9%				25.2%	26.4%		22.2%	
R&D	—	—	—	N/A	—	—	N/A		—	—	N/A	—	N/A
Sales & Marketing	1,162	1,267	(105)	(8.3%)	1,293	(131)	(10.1%)		5,639	6,334	(11.0%)	6,430	(12.3%)
Administrative	1,197	995	202	20.3%	1,194	4	0.3%		5,648	4,975	13.5%	6,471	(12.7%)
Other Opex	(49)	(3)	(46)	1335.2%	37	(86)	(233.8%)		(183)	(17)	960.5%	(35)	421.2%
Total Opex	2,310	2,258	52	2.3%	2,524	(214)	(8.5%)		11,104	11,291	(1.7%)	12,866	(13.7%)
EBITDA	521	1,572	(1,051)	66.8%	(74)	595	802.1%		3,242	4,209	23.0%	(1,220)	(365.8%)
EBITDA %	4.0%	12.1%			(0.7%)				5.7%	7.2%		(2.3%)	
Net Income (Loss)	\$ (231)	\$ 469	\$ (700)	149.3%	\$ (1,844)	\$ 1,613	87.5%		\$ (1,746)	\$ (398)	(338.4%)	\$ (6,435)	72.9%
Capex	\$ —	\$ —	\$ —		\$ 76	\$ (76)			\$ 1,787	\$ —		\$ 571	213.0%

\$'000

	MTD		Variance		PY MTD		Variance		YTD			PY YTD	
	Act	Bud	\$	%	Act	\$	%		Act	Bud	%	Act	%
Opex Overview:													
Payroll	\$ 971	\$ 1,194	\$ (223)	(18.7%)	\$ 1,259	\$ (288)	(22.9%)		\$ 4,918	\$ 5,970	(17.6%)	\$ 6,209	(20.8%)
Benefits	216	250	(35)	(13.9%)	223	(7)	(3.2%)		1,143	1,252	(8.7%)	1,385	(17.4%)
Bonus	98	112	(13)	(12.0%)	(26)	125	(477.0%)		523	559	(6.6%)	518	0.8%
Marketing	72	28	44	158.0%	56	16	29.0%		184	139	32.1%	288	(36.1%)
Commissions	189	191	(2)	(1.1%)	141	47	33.6%		843	955	(11.7%)	714	18.1%
Travel and Entertainment	99	87	12	14.2%	91	8	8.7%		467	433	7.8%	538	(13.3%)
Rent and Facilities	72	65	7	10.3%	64	8	12.3%		351	324	8.4%	325	8.0%
Insurance	34	32	3	8.5%	30	5	15.9%		183	158	15.7%	159	15.5%
Professional Fees	80	69	11	15.2%	79	1	1.1%		444	346	28.4%	499	(11.0%)
Utl., Repair, Maint., & Sec.	35	34	0	1.1%	36	(2)	(4.4%)		177	172	2.8%	186	(5.1%)
Office Expenses	6	6	(0)	(1.8%)	7	(1)	(17.8%)		28	29	(4.5%)	34	(17.5%)
IT	72	48	24	51.3%	49	23	46.1%		334	238	40.7%	268	24.4%
Bad Debts	81	12	69	581.9%	39	42	107.0%		449	60	653.2%	192	133.4%
Supplies	22	18	4	25.2%	19	3	18.4%		91	88	4.3%	119	(23.5%)
FX	—	—	—	N/A	71	(71)	(100.0%)		—	—	N/A	120	(100.0%)
Other Expenses	264	114	151	132.6%	386	(122)	(31.5%)		969	568	70.6%	1,310	(26.1%)
Total Opex	\$ 2,310	\$ 2,258	\$ 52	2.3%	\$ 2,524	\$ (214)	(8.5%)		\$ 11,104	\$ 11,291	(1.7%)	\$ 12,866	(13.7%)

HUFCOR Balance Sheet

	Jan-19	Feb-19	Mar-19	Apr-19	May-19	FY	PY
\$'000	Act	Act	Act	Act	Act	Bud	Act
Current Assets							
Cash and cash equivalents	\$ 2,930	\$ 2,754	\$ 1,577	\$ 1,521	\$ 1,561	\$ 3,500	\$ 2,668
Short term investments	—	—	—	—	—	—	—
Accounts receivable, gross	35,130	36,910	34,436	33,243	34,172	34,452	36,879
Accounts receivable, reserves	(1,455)	(1,545)	(1,629)	(1,679)	(1,746)	—	(1,407)
Accounts receivable, net	33,675	35,365	32,807	31,564	32,426	34,452	35,472
Inventory, gross	14,553	15,308	15,388	16,303	16,774	11,969	13,393
Inventory, reserves	(243)	(253)	(264)	(274)	(282)	—	(298)
Inventory, net	14,310	15,055	15,124	16,028	16,493	11,969	13,095
Prepaid expenses and other current assets	1,832	1,728	1,591	1,529	1,476	1,595	1,666
Current portion of deferred taxes	5,612	5,579	5,583	5,568	5,263	5,797	5,559
Revenue in excess of billings	—	—	—	—	—	—	—
Other current assets	285	331	222	318	323	—	261
Total Current Assets	58,644	60,813	56,904	56,528	57,542	57,313	58,721
Non-Current Assets							
Property, plant & equipment, gross	36,688	37,895	38,006	38,147	38,088	37,697	36,262
Accumulated depreciation	(23,108)	(23,208)	(23,334)	(23,515)	(23,601)	(22,835)	(22,835)
Property, plant & equipment, net	13,580	14,687	14,673	14,632	14,487	14,862	13,427
Identifiable intangible assets, gross	15,247	15,236	15,238	15,233	15,227	5,583	15,231
Accumulated amortization	(5,870)	(6,215)	(6,561)	(6,906)	(7,251)	—	(5,523)
Identifiable intangible assets, net	9,377	9,022	8,677	8,327	7,976	5,583	9,707
Deferred financing cost	1,906	1,955	1,908	1,862	1,950	1,903	1,950
Other non-current assets	3,723	2,705	2,703	2,697	2,693	2,696	3,719
Total Non-Current Assets	28,585	28,368	27,961	27,518	27,106	25,044	28,804
Total Assets	\$ 87,230	\$ 89,181	\$ 84,864	\$ 84,046	\$ 84,648	\$ 82,357	\$ 87,524
Current Liabilities							
Current portion of long-term debt	\$ 1,250	\$ 835	\$ 835	\$ 835	\$ 835	\$ 835	\$ 835
Line of Credit	10,203	11,382	9,458	9,623	9,308	5,544	7,832
Accounts payable	12,385	12,453	10,618	15,884	15,798	8,913	13,527
Accrued liabilities	6,054	6,682	6,363	962	2,508	5,748	6,224
Accrued compensation	1,508	1,551	1,662	1,461	1,364	—	2,121
Income taxes payable	83	113	129	146	188	260	129
Other current liabilities	2,630	2,911	2,895	2,905	2,957	2,011	2,721
Total Current Liabilities	34,112	36,789	32,416	31,895	33,037	23,311	33,389
Long-term liabilities							
Long-term debt less current maturities	31,521	31,521	31,521	31,313	31,313	30,895	31,730
Deferred income taxes	47	68	96	95	94	45	46
Other non-current liabilities	48	47	(111)	46	46	49	46
Total Long-Term Liabilities	31,616	31,636	31,507	31,454	31,452	30,989	31,822
Total Liabilities	65,728	68,425	63,923	63,349	64,489	54,300	65,211
Shareholders' Equity							
Common stock	—	—	—	—	—	—	—
Capital in excess of stated value	36,350	36,350	36,350	36,350	36,350	36,350	36,350
Retained earnings	(14,999)	(15,646)	(15,377)	(15,544)	(16,069)	(9,109)	(14,038)
Accumulated other comprehensive income	512	512	521	518	519	47	47
Other equity transactions	(361)	(460)	(553)	(627)	(641)	769	(46)
Total Shareholders' Equity	21,501	20,756	20,942	20,697	20,158	28,056	22,313
Total Liabilities and Shareholders' Equity	\$ 87,230	\$ 89,181	\$ 84,864	\$ 84,046	\$ 84,648	\$ 82,357	\$ 87,524



HUFCOR Cash Flow

	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	FY	FY	Variance		PY	Variance	
\$'000	Act	Act	Act	Act	Act	Bud	Bud	Bud	Bud	Bud	Bud	Bud	Bud	Bud	\$	%	Act	\$	%
Cash flow from operations																			
Net Income (Loss)	\$ (961)	\$ (647)	\$ 119	\$ (26)	\$ (231)	\$ 731	\$ 467	\$ 474	\$ 484	\$ (137)	\$ (143)	\$ (140)	\$ (9)	\$ 1,339	\$ (1,348)	(100.7%)	\$ (7,771)	\$ 7,762	(99.9%)
Depreciation, amortization and other	494	495	495	569	507	577	577	577	577	577	577	577	6,600	6,924	(324)	(4.7%)	6,032	568	9.4%
Capitalized fees & expenses	44	(49)	47	47	88	32	32	32	32	32	32	32	(1,640)	379	(2,020)	(532.4%)	457	(2,097)	(459.1%)
Gain (loss) on sale of fixed assets	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	N/A	14	(14)	(100.0%)
Non-cash interest expense	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	N/A	-	-	N/A
Non-cash dividends	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	N/A	-	-	N/A
Deferred income tax	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	N/A	-	-	N/A
Change in operating assets and liabilities:																	\$		
Accounts receivable	1,774	(1,737)	2,667	1,147	(867)	(1,518)	(153)	(418)	(293)	525	(785)	785	1,127	(2,171)	3,298	(151.9%)	(1,266)	2,393	(189.0%)
Inventory	(1,216)	(745)	(69)	(905)	(464)	84	(84)	294	(128)	1,109	(136)	136	(2,123)	(337)	(1,786)	530.5%	(1,112)	(1,010)	90.8%
Prepaid expenses and other current assets	(123)	119	140	27	233	588	(126)	(239)	(365)	859	(137)	(54)	922	250	671	268.2%	246	676	275.2%
Accounts payable	(1,213)	322	(1,920)	5,242	(134)	(56)	350	294	(294)	(211)	297	(297)	2,381	534	1,847	346.1%	3,670	(1,289)	(35.1%)
Accrued expenses	(806)	1,596	(550)	(5,936)	1,594	(1,655)	295	733	2,463	(4,901)	734	133	(6,300)	(152)	(6,148)	4035.2%	(832)	(5,468)	657.7%
Accrued income taxes	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	N/A	-	-	N/A
Other changes in operating assets and liabilities	(142)	9	14	55	(423)	-	-	-	-	-	-	-	56	-	56	N/A	139	(83)	(59.5%)
Other cash flow from operations	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	N/A	-	-	N/A
Total Cash Flow from Operations	\$ (2,149)	\$ (637)	\$ 943	\$ 220	\$ 303	\$ (1,218)	\$ 1,358	\$ 1,748	\$ 2,477	\$ (2,148)	\$ 439	\$ 1,172	\$ 1,014	\$ 6,766	\$ (5,752)	(85.0%)	\$ (424)	\$ 1,438	(339.1%)
Cash flow from investing																			
Additions to property, plant and equipment	\$ (245)	\$ (186)	\$ (111)	\$ (141)	\$ 59	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (624)	\$ -	\$ (624)	N/A	\$ (2,279)	\$ 1,654	(72.6%)
Acquisitions of companies, net of cash acquired	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	N/A	-	-	N/A
Investment in intangibles	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	N/A	-	-	N/A
Earnout payments	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	N/A	-	-	N/A
Other cash flow from investing (goodwill)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	N/A	-	-	N/A
Total Cash Flow from Investing	\$ (245)	\$ (186)	\$ (111)	\$ (141)	\$ 59	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (624)	\$ -	\$ (624)	N/A	\$ (2,279)	\$ 1,654	(72.6%)
Cash flow from financing																			
Proceeds from the issuance (repayment) of ST	\$ 2,786	\$ 764	\$ (1,925)	\$ 166	\$ (315)	\$ 1,458	\$ (910)	\$ (1,508)	\$ (2,237)	\$ 2,596	\$ (200)	\$ (932)	\$ (257)	\$ (2,758)	\$ 2,501	(90.7%)	\$ 1,758	\$ (2,015)	(114.6%)
Proceeds from the issuance of debt	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	N/A	-	-	N/A
Repayment of debt	(209)	-	-	(209)	-	-	(209)	-	-	(209)	-	-	(836)	(836)	1	(0.1%)	(753)	(83)	11.0%
Capital lease	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	N/A	-	-	N/A
Common stock issued (repurchased)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	N/A	-	-	N/A
Common stock cash dividends paid	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	N/A	-	-	N/A
Preferred stock issued (repurchased)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	N/A	-	-	N/A
Other cash flow from financing costs	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	N/A	(0)	0	(100.0%)
Total Cash Flow from Financing	\$ 2,577	\$ 764	\$ (1,925)	\$ (43)	\$ (315)	\$ 1,458	\$ (1,119)	\$ (1,508)	\$ (2,237)	\$ 2,387	\$ (200)	\$ (932)	\$ (1,092)	\$ (3,594)	\$ 2,501	(69.6%)	\$ 1,005	\$ (2,098)	(208.6%)
Effect of FX rates on cash and cash equivalents	\$ 80	\$ (117)	\$ (85)	\$ (93)	\$ (8)	\$ (240)	\$ (240)	\$ (240)	\$ (240)	\$ (240)	\$ (240)	\$ (240)	\$ (1,903)	\$ (1,773)	\$ (130)	7.3%	\$ 30	\$ (1,932)	(6477.8%)
Net change in cash	\$ 262	\$ (176)	\$ (1,177)	\$ (56)	\$ 47	\$ (0)	\$ (1)	\$ (0)	\$ 0	\$ (1)	\$ (1)	\$ (1)	\$ (2,605)	\$ 1,399	\$ (4,004)	(286.1%)	\$ (1,667)	\$ (937)	56.2%
Beginning cash	2,668	2,930	2,754	1,577	1,521	3,500	3,500	3,500	3,500	3,500	3,500	3,500	2,668	2,668	-	-	4,335	(1,667)	(38.5%)
Change in cash	262	(176)	(1,177)	(56)	39	(0)	(1)	(0)	0	(1)	(1)	(1)	(2,605)	1,399	(4,004)	(286.1%)	(1,667)	(937)	56.2%
Ending cash	\$ 2,930	\$ 2,754	\$ 1,577	\$ 1,520	\$ 1,560	\$ 3,500	\$ 3,499	\$ 3,500	\$ 3,500	\$ 3,499	\$ 3,499	\$ 3,499	\$ 3,499	\$ 3,499	\$ -	-	\$ 2,667	\$ 832	31.2%



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Mersive

Executive Summary: Week of 06-24

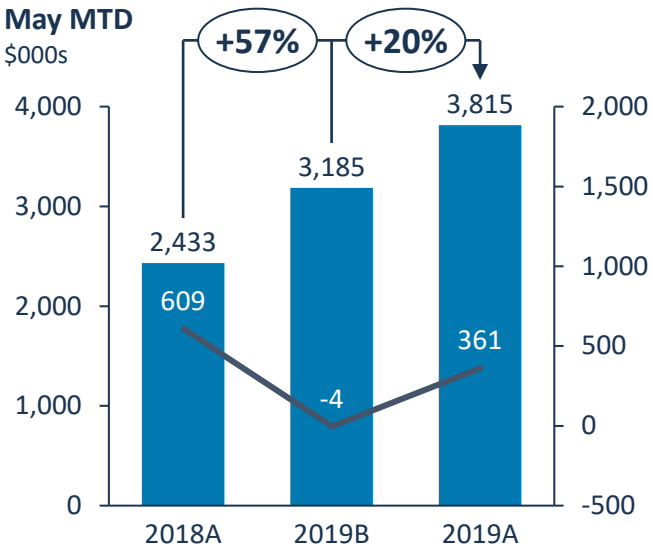
- May ended with revenue of \$3.8M (120% of plan) and EBITDA of \$361K (vs. plan of -\$4K)
- At 6/18 (60% through the month), Jun MTD invoiced sales were at \$2.6M (66% of Plan) and bookings were at \$2.5M (63% of Plan)
 - Jun 2019 invoiced sales and bookings target of \$3.9M, up from \$3.5M in May, \$3.2M in Apr, and \$2.9M in Mar
- Management continuing to work through historical maintenance revenue recognition issues related to the audit; management has implemented an approach that doesn't require manually analyzing each individual transaction, and expects to complete the audit by late July
- Based on Wed 5/29 call with Deloitte, management and OGC believe subscription model may not create the opportunity for recurring GAAP revenue, despite recurring cashflow; we have decided to pause exploring this effort until completion of the 2018 audit
- Martin Payne (VP Marketing) has deferred decision on analytics project with Northwestern School of Data Science until late June, pending greater visibility into size and robustness of Kepler dataset

Status Update: Project Details

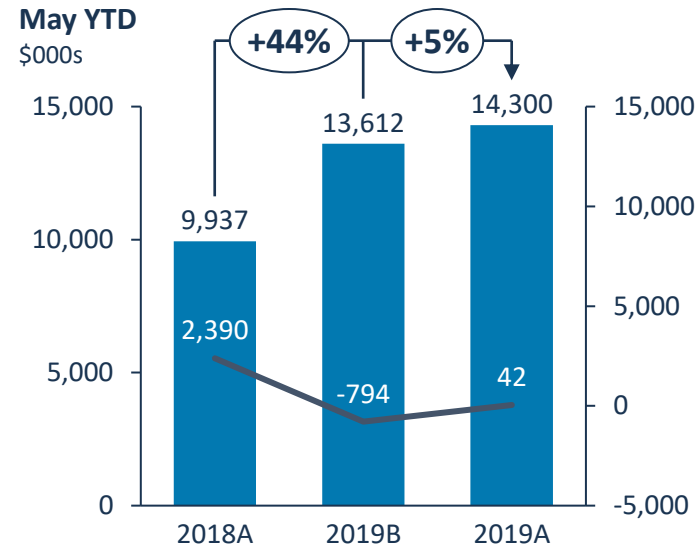
Project	Current Status & Next Steps	Annualized EBITDA Impact (\$MM)	
		Projected	Actual
A: Expand Product Offering	● Gen 3 hardware and Solstice 4.0 has launched; G3 pods were ~30% of Apr sales, and >55% of May sales; management re-examining a low cost Enterprise version of Solstice based on the G2i HW platform	TBD	TBD
B: Develop VTC Strategy	● Solstice Room Link (aka VTC integration) underway; prototype demo'd June 12-14 at Infocom, with very positive feedback	TBD	TBD
C: Expand Sales Coverage	● Recent hires in US and EMEA; US WC RSD resigned to join ActionTec (a Taiwanese competitor); interviews ongoing in US and EMEA	TBD	TBD
D: Drive Recurring Revenue	● Kepler engagement up >25% YTD from <2.0 sessions/user/wk in Jan to >2.5 sessions/user/wk in Apr; Mgmt has paused exploring full subscription offering	TBD	TBD
E: Enable Recurring Revenue Reporting	● NetSuite contract management module rollout delayed beyond Q1 2019 target; expected to be deployed in June; need to update Flexera version	<i>Enabler</i>	<i>Enabler</i>

Monthly financial metrics

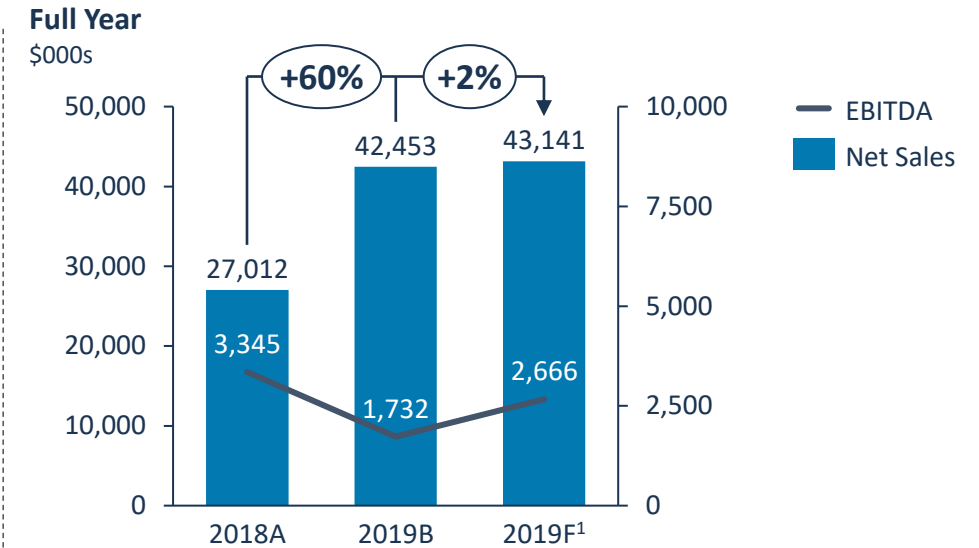
May MTD
\$000s



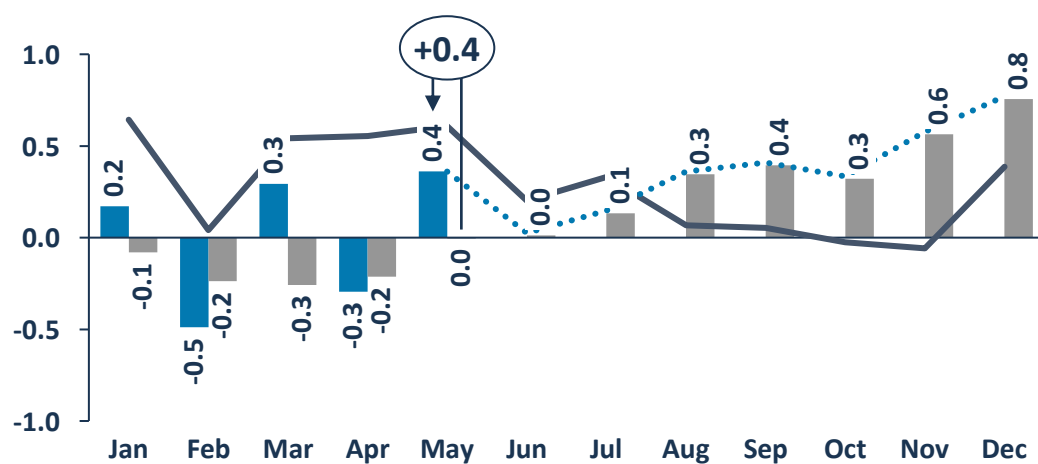
May YTD
\$000s



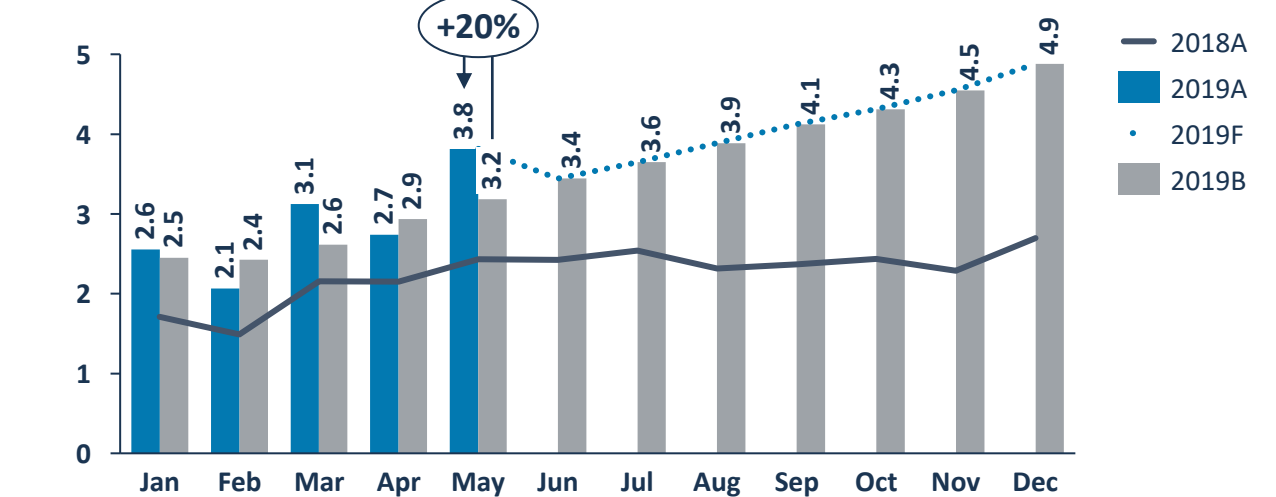
Full Year
\$000s



Monthly EBITDA
\$ millions



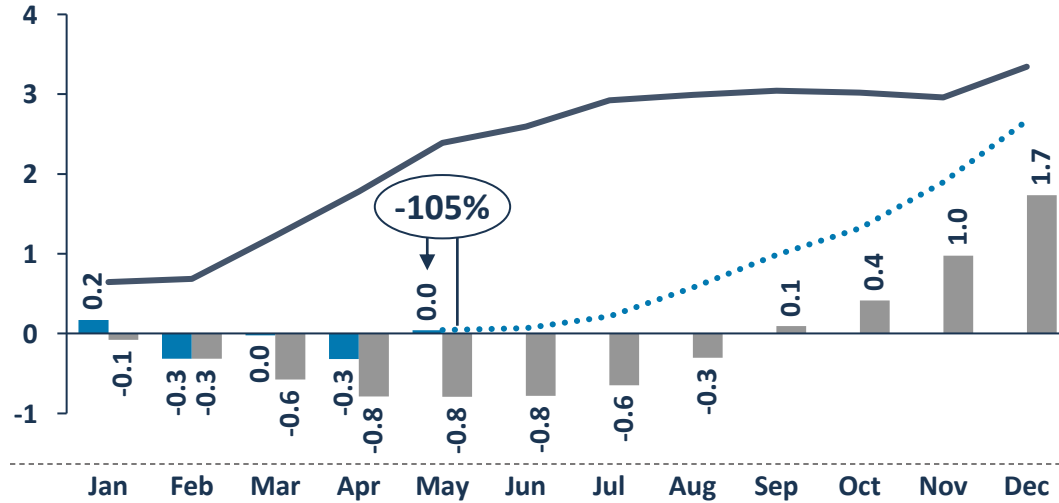
Monthly Net Revenue
\$ millions



Monthly financial metrics

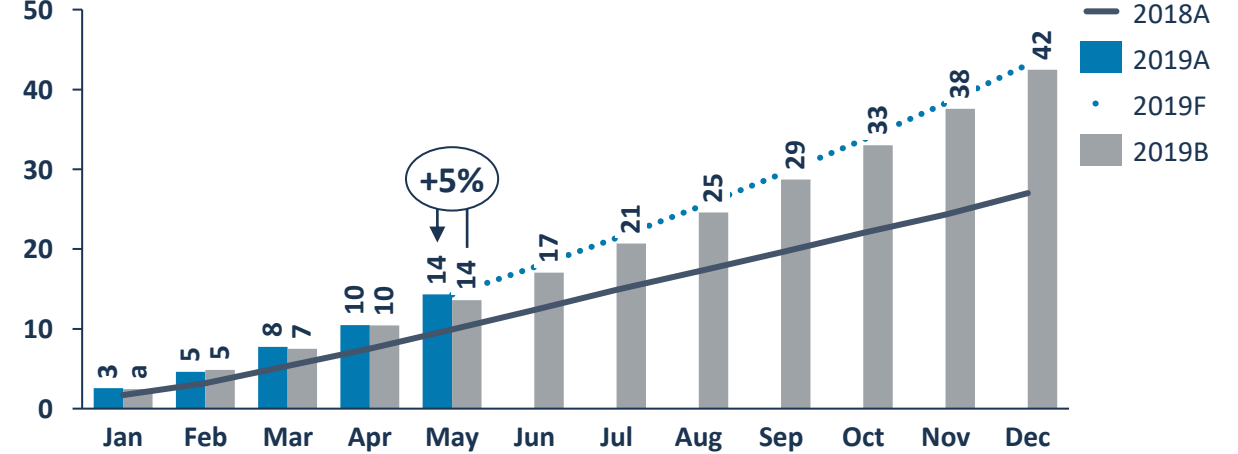
YTD EBITDA

\$ millions



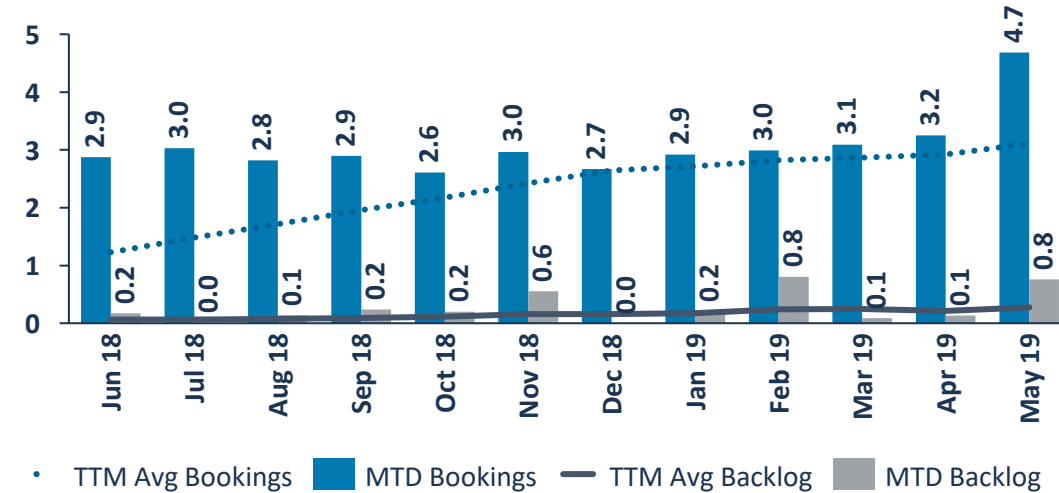
YTD Revenue

\$ millions



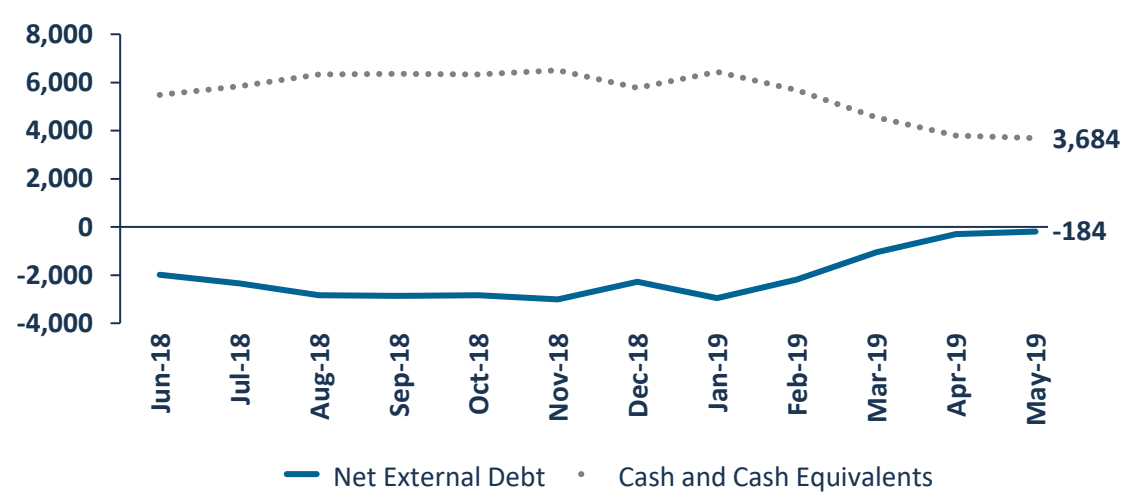
Order Intake

\$ millions



Liquidity

\$ millions



	MTD							YTD							FY						
\$'000s	MTD		Var		MTD	Var		YTD		Var		YTD	Var		FY		Var		FY	Var	
Mersive Holdings, Inc.	Act	Bud	\$	%	PY	\$	%	Act	Bud	\$	%	PY	\$	%	Actual	Bud	\$	%	PY	\$	%
Gross Revenue	\$ 3,822	\$ 3,185	\$ 636	20.0%	\$ 2,443	\$ 1,379	56.4%	\$ 14,350	\$ 13,612	\$ 738	5.4%	\$ 9,975	\$ 4,375	43.9%	\$ 43,191	\$ 42,453	\$ 738	1.7%	\$ 27,125	\$ 16,066	59.2%
Adj. to Gross Revenue	(6)	—	(6)	n/a	(10)	4	(36.8%)	(50)	—	(50)	n/a	(38)	(12)	30.8%	(50)	—	(50)	n/a	(113)	62	(55.4%)
Net Revenue	3,815	3,185	630	19.8%	2,433	1,382	56.8%	14,300	13,612	688	5.1%	9,937	4,363	43.9%	43,141	42,453	688	1.6%	27,012	16,129	59.7%
Material	966	793	174	21.9%	609	357	58.6%	3,323	2,856	466	16.3%	1,970	1,352	68.6%	10,647	10,180	466	4.6%	5,535	5,112	92.4%
Labor	79	64	14	22.2%	35	44	127.5%	306	282	24	8.5%	183	123	67.6%	763	739	24	3.3%	498	265	53.3%
Other COGS	—	—	—	n/a	—	—	n/a	—	—	—	n/a	—	—	n/a	—	—	—	n/a	—	—	n/a
Total COGS	1,045	857	188	21.9%	644	401	62.3%	3,629	3,138	490	15.6%	2,153	1,476	68.5%	11,410	10,920	490	4.5%	6,033	5,377	89.1%
Gross Margin	2,770	2,328	442	19.0%	1,789	981	54.8%	10,671	10,474	197	1.9%	7,784	2,887	37.1%	31,731	31,533	197	0.6%	20,979	10,751	51.2%
Gross Margin %	72.6%	73.1%			73.5%			74.6%	76.9%			78.3%			73.6%	74.3%			77.7%		
R&D	600	572	28	4.9%	290	309	106.5%	2,579	2,618	(39)	(1.5%)	1,445	1,134	78.5%	7,020	7,058	(39)	(0.6%)	4,495	2,524	56.2%
Sales & Marketing	1,162	1,156	6	0.5%	561	601	107.2%	5,142	5,515	(374)	(6.8%)	2,655	2,487	93.7%	14,843	15,217	(374)	(2.5%)	7,826	7,017	89.7%
Administrative	648	591	57	9.6%	329	319	96.9%	2,908	3,093	(185)	(6.0%)	1,294	1,614	124.7%	7,202	7,386	(185)	(2.5%)	5,312	1,890	35.6%
Other Opex	—	14	(14)	(100.0%)	—	—	n/a	—	42	(42)	(100.0%)	—	—	n/a	—	140	(140)	(100.0%)	—	—	n/a
Total Opex	2,410	2,333	77	3.3%	1,180	1,229	104.2%	10,629	11,268	(639)	(5.7%)	5,394	5,235	97.1%	29,064	29,802	(737)	(2.5%)	17,634	11,431	64.8%
EBITDA	361	(4)	365	(8294.2%)	609	(248)	(40.8%)	42	(794)	837	(105.3%)	2,390	(2,348)	(98.2%)	2,666	1,732	934	54.0%	3,345	(679)	(20.3%)
EBITDA %	9.5%	(0.1%)			25.0%			0.3%	(5.8%)			24.1%			6.2%	4.1%			12.4%		
Net Income (Loss)	\$ (5)	\$ (430)	\$ 425	(98.9%)	\$ 181	\$ (186)	(102.6%)	\$ (1,913)	\$ (2,867)	\$ 954	(33.3%)	\$ 657	\$ (2,570)	(391.3%)	\$ (2,460)	\$ (3,572)	\$ 1,113	(31.1%)	\$ (1,232)	\$ (1,228)	99.7%
Capex	\$ (32)	\$ (5)	\$ (27)	545.1%	\$ (36)	\$ 4	(11.4%)	\$ (258)	\$ (272)	\$ 14	(5.1%)	\$ (83)	\$ (176)	213.0%	\$ (487)	\$ (484)	\$ (3)	0.6%	\$ (561)	\$ 74	(13.1%)

Balance Sheet

\$'000s

Current Assets

	Dec-17	Feb-19	Mar-19	Apr-19	May-19	Variance	
Cash and cash equivalents	\$ 2,550	\$ 5,686	\$ 4,558	\$ 3,800	\$ 3,684	\$ 2,646	\$ 1,038 39.2%
Accounts receivable, net	3,114	3,874	5,370	5,865	6,742	4,785	1,957 40.9%
Inventory, net	906	2,298	2,746	3,448	2,596	2,801	(205) (7.3%)
Prepaid expenses and other current assets	439	1,914	1,868	2,100	1,850	1,441	409 28.4%
Current portion of deferred taxes	—	—	—	—	—	—	— 0.0%
Revenue in excess of billings	—	—	—	—	—	—	— 0.0%
Other current assets	—	—	—	—	—	—	— 0.0%
Total Current Assets	7,009	13,773	14,541	15,213	14,872	11,673	3,199 27.4%

Non-Current Assets

Property, plant & equipment, net	240	832	830	813	832	1,100	(268) (24.3%)
Goodwill	20,836	20,675	20,675	20,675	20,675	20,675	(0) (0.0%)
Identifiable intangible assets, net	9,767	6,176	5,911	5,643	5,371	5,206	165 3.2%
Deferred financing cost	—	—	—	—	—	—	— 0.0%
Deferred tax asset	5,100	6,488	6,488	6,488	6,488	6,647	(159) (2.4%)
Other non-current assets	14	292	327	334	407	75	332 442.3%
Total Non-Current Assets	35,958	34,463	34,231	33,952	33,772	33,703	69 0.2%

Total Assets

	\$ 42,967	\$ 48,235	\$ 48,772	\$ 49,165	\$ 48,644	\$ 45,376	\$ 3,268 7.2%
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Current Liabilities

Current portion of long-term debt	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ — 0.0%
Notes payable	3,500	3,500	3,500	3,500	3,500	3,500	— 0.0%
Accounts payable	335	1,732	1,665	2,370	649	561	88 15.7%
Accrued liabilities	—	337	259	251	381	164	217 132.7%
Accrued compensation	—	1,075	1,284	1,321	1,534	1,331	203 15.3%
Income taxes payable	—	694	694	694	694	—	694 0.0%
Short-term unearned revenue	—	—	—	—	—	—	— 0.0%
Other current liabilities	704	333	324	338	374	242	132 54.3%
Total Current Liabilities	4,540	7,670	7,726	8,473	7,132	5,798	1,334 23.0%

Long-term liabilities

Long-term debt less current maturities	—	—	—	—	—	—	— 0.0%
Capital lease	—	—	—	—	—	—	— 0.0%
Debt owing to OpenGate	—	—	—	—	—	—	— 0.0%
Deferred income taxes	—	—	—	—	—	—	— 0.0%
Long-term unearned revenue	1,694	6,312	6,902	7,244	8,055	8,181	(126) (1.5%)
Deferred liabilities	24	154	154	151	163	165	(1) (0.9%)
Other non-current liabilities	—	—	—	—	—	—	— 0.0%
Total Long-Term Liabilities	1,717	6,466	7,056	7,394	8,218	8,346	(128) (1.5%)

Total Liabilities

	6,257	14,136	14,781	15,868	15,351	14,144	1,207 8.5%
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Commitments and contingencies

	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ — 0.0%
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Total Shareholders' Equity

	36,710	34,099	33,990	33,298	33,293	31,232	2,061 6.6%
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Total Liabilities and Shareholders' Equity

	\$ 42,967	\$ 48,235	\$ 48,772	\$ 49,165	\$ 48,644	\$ 45,376	\$ 3,268 7.2%
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Memo:

Net Working Capital	\$ 3,419	\$ 3,917	\$ 5,758	\$ 6,440	\$ 7,555	\$ 6,729	\$ 826 12.3%
Total Net External Debt	\$ 950	\$ (2,186)	\$ (1,058)	\$ (300)	\$ (184)	\$ 854	\$ (1,038) (121.6%)

Cash Flow

\$'000s	Month				YTD			
	MTD		Var		YTD		Var	
	Act	Bud	\$	%	Act	Bud	\$	%
Mersive Holdings, Inc.								
Cash flow from operations								
Net Income (Loss)	\$ (5)	\$ (430)	\$ 425	(98.9%)	\$ (1,913)	\$ (2,867)	\$ 954	(33.3%)
Depreciation, amortization and other	289	288	1	0.3%	1,501	1,426	75	5.2%
Capitalized fees & expenses	—	—	—	n/a	—	—	—	n/a
Gain (loss) on sale of fixed assets	—	—	—	n/a	—	—	—	n/a
Non-cash interest expense	—	—	—	n/a	—	—	—	n/a
Non-cash dividends	—	—	—	n/a	—	—	—	n/a
Deferred income tax	—	—	—	n/a	—	(159)	159	(100.0%)
Change in operating assets and liabilities:								
Accounts receivable	(876)	(275)	(601)	218.7%	(1,710)	194	(1,904)	(981.9%)
Inventory	852	114	738	647.2%	(1,206)	(1,411)	205	(14.5%)
Prepaid expenses & other current assets	251	(15)	266	(1770.8%)	(745)	399	(1,144)	(286.5%)
Accounts payable	(1,721)	117	(1,838)	(1571.1%)	(251)	(94)	(157)	167.9%
Accrued expenses	343	(1,035)	1,377	(133.1%)	218	(494)	712	(144.1%)
Accrued income taxes	0	—	0	n/a	(0)	(694)	694	(100.0%)
Other changes in op. assets & liabilities	824	329	495	150.6%	2,202	1,299	903	69.5%
Other cash flow from operations	(36)	(4)	(32)	868.6%	112	(418)	530	(126.8%)
Total Cash Flow from Operations	\$ (79)	\$ (910)	\$ 831	(91.3%)	\$ (1,792)	\$ (2,819)	\$ 1,027	(36.4%)
Cash flow from investing								
Additions to PP&E	\$ (32)	\$ (5)	(27)	545.1%	\$ (258)	\$ (272)	14	(5.1%)
Acq. of companies, net of cash acquired	—	—	—	n/a	—	—	—	n/a
Investment in intangibles	(4)	—	(4)	n/a	(43)	(40)	(3)	6.4%
Earnout payments	—	—	—	n/a	—	—	—	n/a
Other cash flow from investing (goodwill)	—	—	—	n/a	—	—	—	n/a
Total Cash Flow from Investing	\$ (36)	\$ (5)	\$ (31)	624.3%	\$ (301)	\$ (312)	\$ 11	(3.6%)
Cash flow from financing								
Proceeds from issuance (repmt) of ST debt	\$ —	\$ —	\$ —	n/a	\$ —	\$ —	\$ —	n/a
Proceeds from the issuance of debt	—	—	—	n/a	—	—	—	n/a
Repayment of debt	—	—	—	n/a	—	—	—	n/a
Capital lease	—	—	—	n/a	—	—	—	n/a
Common stock issued (repurchased)	—	—	—	n/a	—	—	—	n/a
Common stock cash dividends paid	—	—	—	n/a	—	—	—	n/a
Preferred stock issued (repurchased)	—	—	—	n/a	—	—	—	n/a
Other cash flow from financing costs	—	—	—	n/a	—	—	—	n/a
Total Cash Flow from Financing	\$ —	\$ —	\$ —	n/a	\$ —	\$ —	\$ —	n/a
Effect of FX rates on cash & cash equivalents	\$ —	\$ —	\$ —	n/a	\$ —	\$ —	\$ —	n/a
Net change in cash	\$ (116)	\$ (915)	\$ 800	n/a	\$ (2,093)	\$ (3,131)	\$ 1,038	(33.2%)
Beginning cash	3,800	3,561	239	6.7%	2,550	2,550	—	0.0%
Change in cash	(116)	(915)	800	n/a	(2,093)	(3,131)	1,038	(33.2%)
Ending cash	\$ 3,684	\$ 2,646	\$ 1,038	39.2%	\$ 457	\$ (581)	\$ 1,038	(178.6%)

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PPI

OGC Ops Weekly Summary

Executive Summary: Week of 06-24

- May Net Revenue: \$12,120 vs. AOP \$9,413, +\$3,207 better vs. May 2018
- May EBITDA: \$1,269 (10.5% of Rev) vs. AOP \$662K (6.4% of Rev), +\$748K better vs. May 2018
 - YTD 2019 EBITDA: \$4,555 (8.3% of Rev) vs. YTD 2018 EBITDA: \$2,289 (4.8% of Rev)
- (Early View) June Sales: \$7.1M as of 6/20 (70% through month, 64% of Sales realized for month)
- Backlog remains at \$19M+... Oil and Gas, PG&E Line Hardening Continues & Summer Orders Starting
- Single Phase Padmount: RUS Certification Received, 1st order progressing (Anixter) with July delivery, Additional Orders received from Anixter & Wesco - Total Orders: \$49K Revenue / ASP: \$1,358
- ASP starting to "drop" based on mix of orders coming in for summer, Last 20 day Avg \$1,079 vs. YTD \$1,206
- Monitoring Cash/Debt Closely, Capital Leases paid off (~\$2M), Focus on Working Capital and Target to minimize debt
- Continue to focus on Summer Ramp Up Plan, OTD Recovery/Past Dues as we enter the Summer Months
- Southern Company last and final bid submitted May 7, feedback expected end of July
- ABB Inside Sales Separation, EDI Set up behind schedule due to customer interaction delays; ABB coverage through Sep if needed

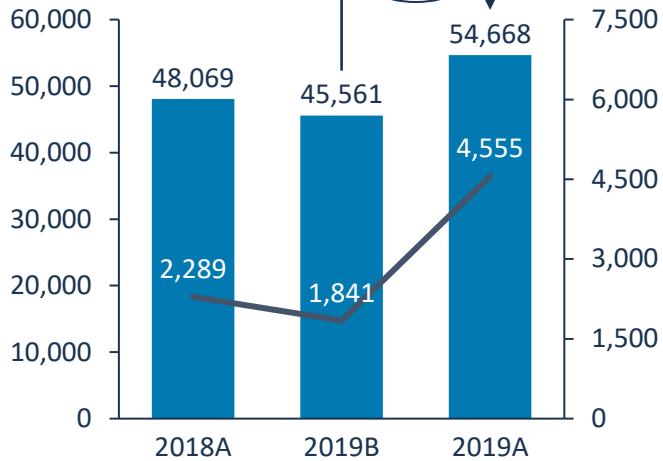
Status Update: Project Details

Project		Current Status & Next Steps	Timing	Annualized EBITDA Impact (\$MM)	
				Projected	Actual
A. Product development (Smith)		<ul style="list-style-type: none"> • RUS Certification Received • 1st order progressing (Anixter) with July delivery, Additional Orders received from Anixter & Wesco • Total Orders: \$49K Revenue / ASP: \$1,358 	1 st Delivery – Mid-July	TBD	TBD
B. ABB separation (Smith)		[see above]	Full separation – End of Aug	TBD	TBD
C. Project Bulldog (OGC/Lincoln)		<ul style="list-style-type: none"> • Launched and in process • Close in Sep/Oct? 	Launch May 20	TBD	TBD

Monthly financial metrics

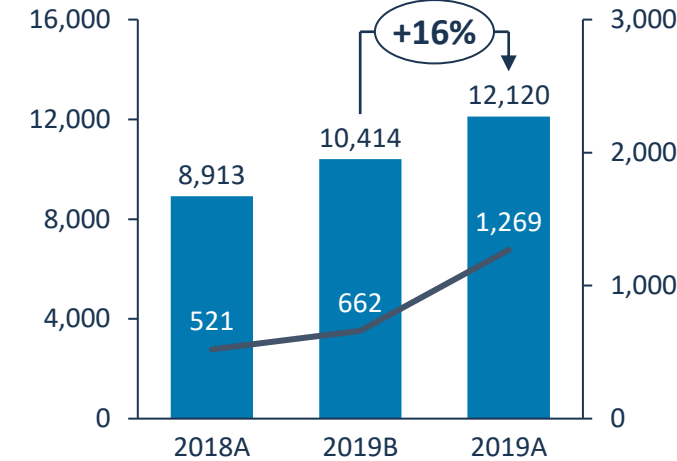
May YTD

\$000s



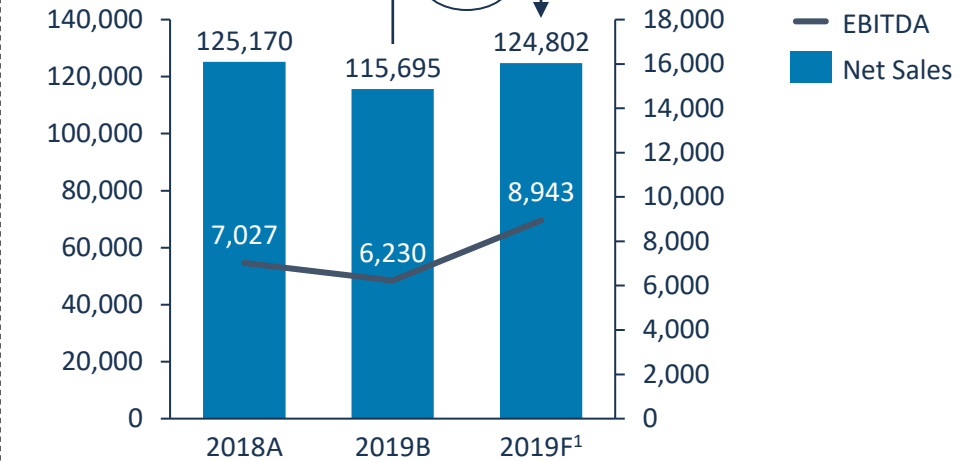
May MTD

\$000s



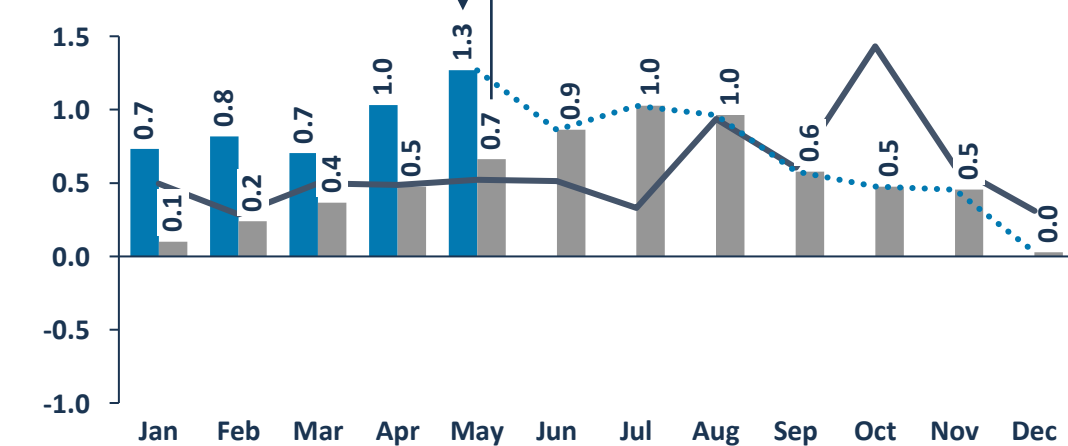
Full Year

\$000s



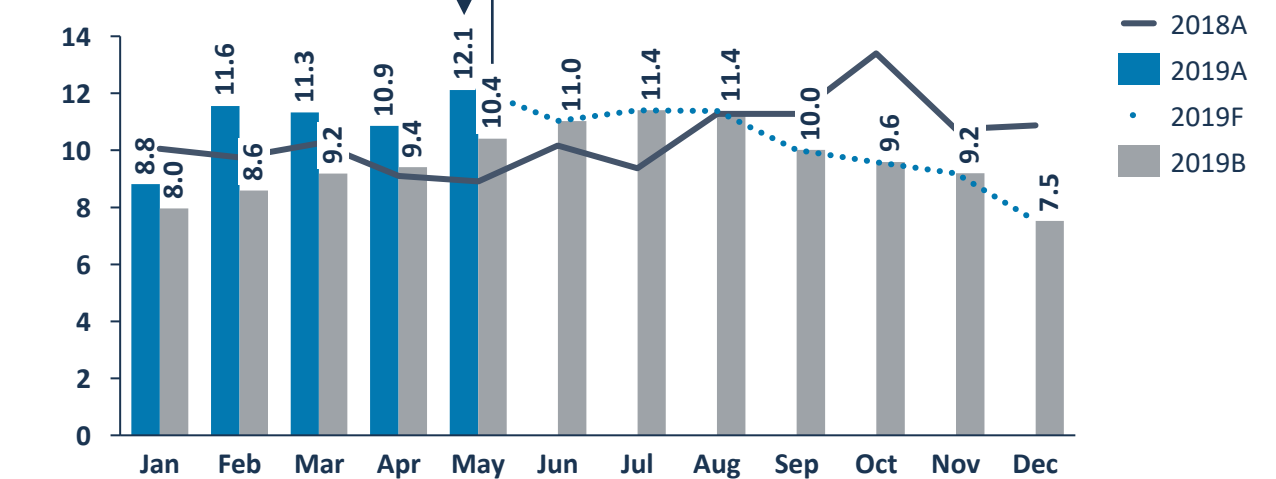
Monthly EBITDA

\$ millions



Monthly Net Revenue

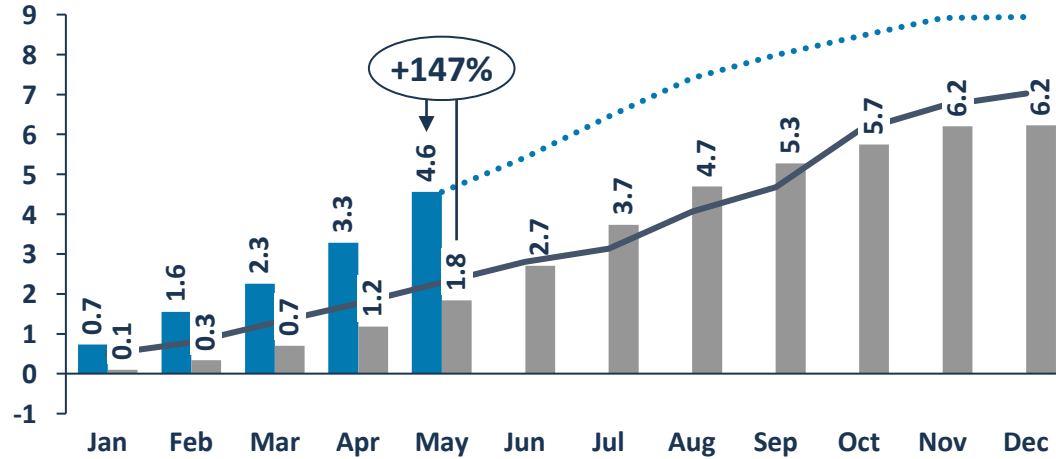
\$ millions



Monthly financial metrics

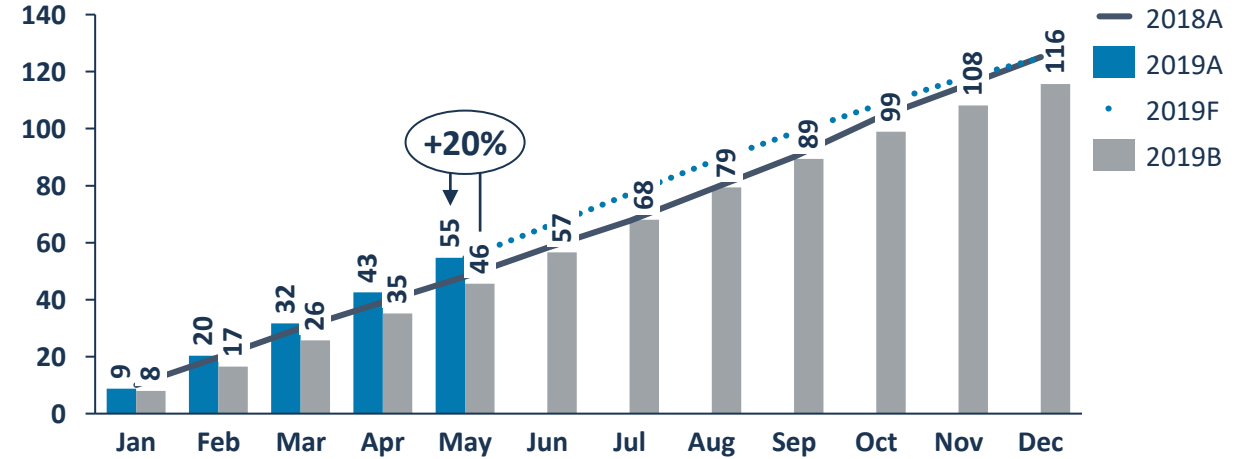
YTD EBITDA

\$ millions



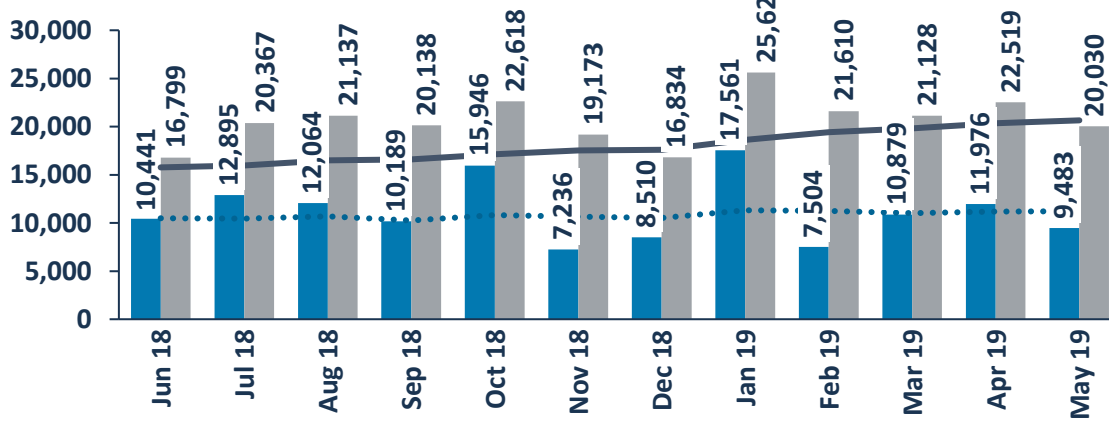
YTD Revenue

\$ millions



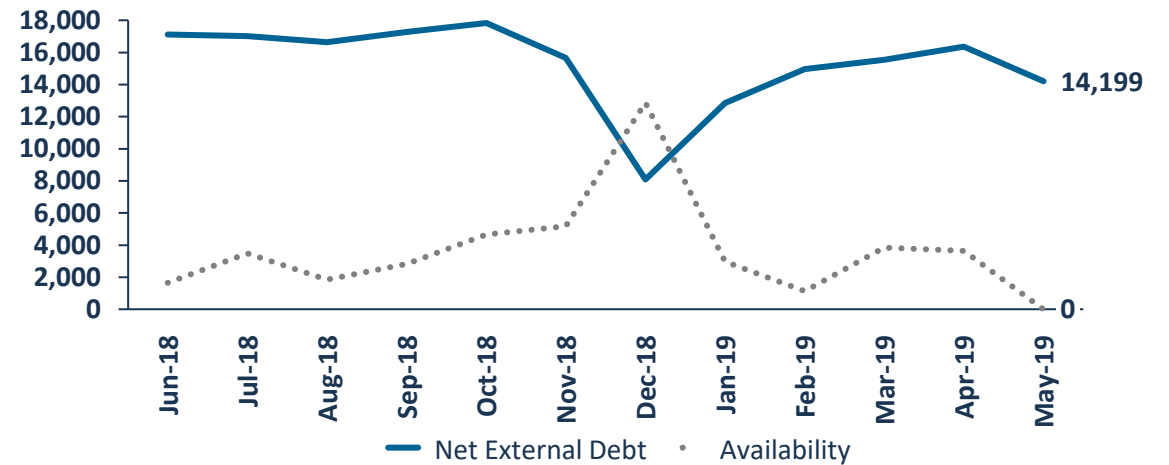
Order Intake

\$ millions



Liquidity

\$ millions



• TTM Avg Bookings • MTD Bookings — TTM Avg Backlog ■ MTD Backlog



OPENGATE CAPITAL

1. YTD actuals + remaining year forecast

CONFIDENTIAL

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P&L

\$'000	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	FY	FY	Var		PY	Var	
	Act	Act	Act	Act	Act	Fcst	Fcst	Fcst	Fcst	Fcst	Fcst	Fcst	Fcst	Bud	\$	%	Act	\$	%
Units Produced	10,415	9,339	9,037	9,819	9,651	10,100	11,001	10,878	9,706	8,909	7,483	6,647	112,985	102,425	10,560	10.3%	103,919	9,066	8.7%
Units Shipped	7,170	9,684	9,978	8,388	10,078	10,100	11,001	10,878	9,706	8,909	7,483	6,647	110,022	102,425	7,597	7.4%	104,559	5,463	5.2%
Bookings (\$'000)	\$ 17,561	\$ 7,504	\$ 10,879	\$ 11,976	\$ 9,483	\$ 11,035	\$ 11,411	\$ 11,379	\$ 10,016	\$ 9,588	\$ 9,196	\$ 7,528	\$ 127,558	\$ 115,728	\$ 11,830	10.2%	\$ 126,221	\$ 1,337	1.1%
Backlog (\$'000)	\$ 25,622	\$ 21,610	\$ 21,128	\$ 22,519	\$ 20,030	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	N/A	\$ 16,834	\$ (16,834)	(100.0%)
Gross Revenue	\$ 8,786	\$ 11,523	\$ 11,365	\$ 10,876	\$ 12,106	\$ 11,035	\$ 11,411	\$ 11,379	\$ 10,016	\$ 9,588	\$ 9,196	\$ 7,528	\$ 124,809	\$ 115,728	\$ 9,081	7.8%	\$ 125,224	\$ (415)	(0.3%)
Discounts	(31)	(27)	(87)	(39)	(24)	(43)	(44)	(44)	(39)	(37)	(35)	(29)	(478)	(446)	(31)	7.1%	(317)	(161)	50.7%
Returns	-	-	-	-	-	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	0	(39.4%)	(15)	15	(99.9%)
Rebates	-	-	(3)	(18)	(13)	(11)	(11)	(11)	(10)	(10)	(9)	(8)	(105)	(117)	12	(10.1%)	(135)	30	(22.2%)
Other	56	59	53	35	52	51	52	52	46	44	42	34	575	530	45	8.6%	412	163	39.6%
Adj. to Gross Revenue	25	32	(37)	(22)	15	(3)	(3)	(3)	(3)	(3)	(3)	(2)	(7)	(33)	26	(78.1%)	(55)	47	(86.8%)
Net Revenue	8,811	11,555	11,327	10,855	12,120	11,032	11,408	11,376	10,013	9,585	9,193	7,526	124,802	115,695	9,107	7.9%	125,170	(368)	(0.3%)
Material	5,580	6,904	7,025	6,420	7,381	6,538	6,597	6,717	6,126	5,895	5,551	4,404	75,138	69,565	5,572	8.0%	75,787	(649)	(0.9%)
Labor	2,203	2,106	2,017	2,098	1,941	2,076	2,139	2,114	1,858	1,756	1,672	1,373	23,352	21,645	1,707	7.9%	23,347	6	0.0%
Other COGS	(101)	867	923	697	1,032	1,013	1,101	1,038	907	912	969	1,175	10,533	11,737	(1,204)	(10.3%)	11,074	(542)	(4.9%)
Total COGS	7,682	9,877	9,965	9,215	10,354	9,627	9,837	9,868	8,891	8,563	8,192	6,951	109,023	102,947	6,076	5.9%	110,209	(1,186)	(1.1%)
Gross Margin	1,129	1,678	1,362	1,639	1,767	1,405	1,571	1,508	1,122	1,022	1,002	575	15,779	12,748	3,031	23.8%	14,961	818	5.5%
Gross Margin %	12.8%	14.5%	12.0%	15.1%	14.6%	12.7%	13.8%	13.3%	11.2%	10.7%	10.9%	7.6%	12.6%	11.0%			12.0%		
R&D	15	26	16	16	-	-	-	-	-	-	-	-	73	-	73	N/A	16	58	371.0%
Sales & Marketing	80	82	88	107	97	163	164	164	164	166	166	166	1,606	1,964	(358)	(18.2%)	828	778	94.0%
Administrative	302	751	404	481	361	379	381	381	381	381	381	381	4,962	4,554	408	9.0%	4,815	147	3.1%
Other Opex	-	-	150	4	41	-	-	-	-	-	-	-	195	-	195	N/A	2,276	(2,081)	(91.4%)
Total Opex	397	859	657	609	498	542	544	544	544	547	547	547	6,836	6,518	318	4.9%	7,934	(1,098)	(13.8%)
EBITDA	732	818	705	1,030	1,269	863	1,026	963	577	475	455	28	8,943	6,230	2,713	43.6%	7,027	1,916	27.3%
EBITDA %	8.3%	7.1%	6.2%	9.5%	10.5%	7.8%	9.0%	8.5%	5.8%	5.0%	4.9%	0.4%	7.2%	5.4%			5.6%		
Adj. EBITDA	732	818	705	1,030	1,269	863	1,026	963	577	475	455	28	8,943	6,230			7,027		
Adj. EBITDA %	8.3%	7.1%	6.2%	9.5%	10.5%	7.8%	9.0%	8.5%	5.8%	5.0%	4.9%	0.4%	7.2%	5.4%			5.6%		
Net Income (Loss)	\$ 275	\$ 505	\$ 190	\$ 522	\$ 940	\$ 318	\$ 492	\$ 445	\$ 155	\$ 78	\$ 62	\$ (258)	\$ 3,725	\$ 1,033	\$ 2,692	260.6%	\$ 3,954	\$ (230)	(5.8%)
Capex	\$ (36)	\$ (56)	\$ (408)	\$ (372)	\$ (33)	\$ (148)	\$ (148)	\$ (148)	\$ (148)	\$ (148)	\$ (148)	\$ (148)	\$ (1,941)	\$ (1,776)	\$ (165)	9.3%	\$ (923)	\$ (1,018)	110.3%
\$'000	Jan-18	Feb-18	Mar-18	Apr-18	May-18	Jun-18	Jul-18	Aug-18	Sep-18	Oct-18	Nov-18	Dec-18	FY	FY	Var		PY	Var	
	Act	Fcst	Fcst	Fcst	Fcst	Fcst	Fcst	Fcst	Fcst	Fcst	Fcst	Fcst	Fcst	Bud	\$	%	Act	\$	%
Opex Overview:																			
Payroll	\$ 150	\$ 160	\$ 164	\$ 167	\$ 174	\$ 215	\$ 217	\$ 217	\$ 217	\$ 218	\$ 218	\$ 218	\$ 2,334	\$ 2,588	\$ (253)	(9.8%)	\$ 1,877	\$ 458	24.4%
Overtime	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	N/A	1	(1)	(100.0%)
Bonus	80	280	130	100	107	75	75	75	75	75	75	75	1,222	900	322	35.8%	1,195	27	2.3%
Commissions	-	-	150	4	41	5	5	5	5	5	5	5	230	60	170	282.7%	2,276	(2,046)	(89.9%)
Severance	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	N/A	-	-	N/A
Benefits	45	24	42	39	22	39	39	39	39	40	40	40	448	469	(22)	(4.6%)	333	115	34.4%
Travel and Entertainment	(40)	22	12	0	8	19	19	19	19	19	19	19	132	222	(90)	(40.5%)	122	10	8.1%
Rent and Facilities	-	0	-	-	-	2	2	2	2	2	2	2	11	19	(8)	(40.8%)	19	(8)	(40.6%)
Insurance	32	33	23	29	18	48	48	48	48	48	48	48	471	574	(103)	(17.9%)	410	61	14.8%
Professional Fees	60	233	27	118	73	82	82	82	82	82	82	82	1,085	985	100	10.2%	832	253	30.4%
Utl., Repair, Maint., & Sec.	13	13	13	13	13	10	10	10	10	10	10	10	136	122	14	11.6%	135	1	0.7%
Safety and Training	2	5	44	41	16	3	3	3	3	3	3	3	128	35	93	263.8%	33	95	284.1%
IT	26	53	26	16	(2)	31	31	31	31	31	31	31	334	366	(32)	(8.8%)	448	(114)	(25.4%)
Supplies	3	7	5	0	5	3	3	3	3	3	3	3	43	41	2	4.7%	37	6	17.5%
Other Expenses	25	30	20	82	24	11	11	11	11	11	11	11	262	138	124	89.9%	217	45	20.7%
Total Opex	\$ 397	\$ 859	\$ 657	\$ 609	\$ 498	\$ 542	\$ 544	\$ 544	\$ 544	\$ 547	\$ 547	\$ 547	\$ 6,836	\$ 6,518	\$ 318	4.9%	\$ 7,934	\$ (1,098)	(13.8%)

Balance Sheet

	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	FY	FY	Var	
\$'000	Act	Act	Act	Act	Act	Fcst	Fcst	Fcst	Fcst	Fcst	Fcst	Fcst	Fcst	Bud	\$	%
Current Assets																
Cash and cash equivalents	\$ 149	\$ 156	\$ 154	\$ 148	\$ 142	\$ 121	\$ 121	\$ 121	\$ 121	\$ 121	\$ 121	\$ 121	\$ 121	\$ 103	\$ 18	17.9%
Short term investments	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A
Accounts receivable, gross	11,002	14,581	14,424	13,133	14,012	11,000	11,000	11,000	10,250	9,500	8,750	8,000	8,000	11,751	(3,751)	(31.9%)
Accounts receivable, reserves	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A
Accounts receivable, net	11,002	14,581	14,424	13,133	14,012	11,000	11,000	11,000	10,250	9,500	8,750	8,000	8,000	11,751	(3,751)	(31.9%)
Inventory, gross	17,724	17,499	18,065	19,346	19,814	16,000	16,500	17,000	16,500	16,000	15,000	12,000	12,000	13,634	(1,634)	(12.0%)
Inventory, reserves	(454)	(474)	(494)	(514)	(534)	—	—	—	—	—	—	—	—	(434)	434	(100.0%)
Inventory, net	17,270	17,025	17,571	18,833	19,280	16,000	16,500	17,000	16,500	16,000	15,000	12,000	12,000	13,200	(1,200)	(9.1%)
Prepaid expenses and other current assets	1,016	994	915	1,109	1,098	1,269	1,323	1,011	789	855	1,002	1,024	1,024	561	464	82.7%
Current portion of deferred taxes	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A
Revenue in excess of billings	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A
Other current assets	13	11	11	10	10	8	8	8	8	8	8	8	8	12	(4)	(33.6%)
Total Current Assets	29,451	32,768	33,074	33,232	34,542	28,398	28,953	29,140	27,668	26,484	24,881	21,154	21,154	25,627	(4,473)	(17.5%)
Non-Current Assets																
Property, plant & equipment, gross	11,298	11,354	11,762	12,134	12,167	8,427	8,421	8,414	8,407	8,399	8,390	8,381	8,381	11,262	(2,881)	(25.6%)
Accumulated depreciation	(2,694)	(2,806)	(2,918)	(3,030)	(3,142)	—	—	—	—	—	—	—	—	(2,548)	2,548	(100.0%)
Property, plant & equipment, net	8,604	8,548	8,844	9,104	9,025	8,427	8,421	8,414	8,407	8,399	8,390	8,381	8,381	8,714	(333)	(3.8%)
Goodwill	6,314	6,239	6,163	6,088	6,012	5,962	5,880	5,798	5,716	5,634	5,552	5,470	5,470	6,390	(920)	(14.4%)
Identifiable intangible assets, gross	9,075	9,075	9,075	9,075	9,075	9,075	9,075	9,075	9,075	9,075	9,075	9,075	9,075	9,075	—	0.0%
Accumulated amortization	(2,760)	(2,836)	(2,911)	(2,987)	(3,063)	(3,113)	(3,195)	(3,277)	(3,359)	(3,441)	(3,523)	(3,605)	(3,605)	(2,685)	(920)	34.3%
Identifiable intangible assets, net	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A
Deferred financing cost	148	142	135	129	123	116	110	104	98	91	85	79	79	—	79	N/A
Deferred tax asset	449	436	423	410	397	646	646	646	646	646	646	646	646	462	184	39.8%
Other non-current assets	14	—	—	(1)	(6)	13	13	13	13	13	13	24	24	144	(120)	(83.3%)
Total Non-Current Assets	15,529	15,364	15,566	15,730	15,551	15,164	15,070	14,975	14,879	14,783	14,686	14,599	14,599	15,709	(1,110)	(7.1%)
Total Assets	\$ 44,980	\$ 48,132	\$ 48,640	\$ 48,962	\$ 50,093	\$ 43,562	\$ 44,022	\$ 44,115	\$ 42,548	\$ 41,267	\$ 39,568	\$ 35,753	\$ 35,753	\$ 41,336	\$ (5,583)	(13.5%)
Current Liabilities																
Current portion of long-term debt	\$ 11,249	\$ 13,434	\$ 14,053	\$ 15,777	\$ 14,261	\$ 17,010	\$ 16,681	\$ 16,214	\$ 14,771	\$ 13,634	\$ 12,393	\$ 8,746	\$ 8,746	\$ 6,406	\$ 2,339	36.5%
Notes payable	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A
Accounts payable	12,829	12,049	11,832	11,551	13,399	8,000	8,300	8,600	8,200	7,900	7,500	7,000	7,000	13,205	(6,205)	(47.0%)
Accrued liabilities	3,583	4,760	4,461	3,908	4,025	1,950	2,025	2,100	2,175	2,250	2,325	2,400	2,400	4,903	(2,503)	(51.1%)
Accrued compensation	235	237	320	117	280	292	437	227	306	340	185	276	276	53	223	422.7%
Income taxes payable	97	198	357	375	685	278	278	278	278	278	278	278	278	17	261	1562.8%
Short-term unearned revenue	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A
Other current liabilities	282	284	300	305	402	259	80	74	86	100	104	576	576	279	297	106.3%
Total Current Liabilities	28,274	30,964	31,324	32,033	33,051	27,789	27,801	27,493	25,816	24,502	22,785	19,275	19,275	24,863	(5,588)	(22.5%)
Long-term Liabilities																
Long-term debt less current maturities	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A
Capital lease	1,742	1,696	1,650	737	80	1,481	1,436	1,391	1,347	1,302	1,257	1,212	1,212	1,788	(576)	(32.2%)
Debt owing to OpenGate	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A
Deferred income taxes	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A
Long-term unearned revenue	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A
Deferred liabilities	—	—	—	—	—	625	625	625	625	625	625	623	623	—	623	N/A
Other non-current liabilities	1,943	1,947	1,952	1,956	1,785	4,550	4,550	4,550	4,550	4,550	4,550	4,550	4,550	1,940	2,610	134.5%
Total Long-Term Liabilities	3,686	3,643	3,601	2,693	1,865	6,656	6,611	6,566	6,522	6,477	6,432	6,385	6,385	3,728	2,657	71.3%
Total Liabilities	31,960	34,607	34,925	34,725	34,916	34,445	34,412	34,060	32,337	30,979	29,217	25,660	25,660	28,591	(2,931)	(10.3%)
Commitments and contingencies																
Shareholders' Equity																
Common stock	18,365	18,365	18,365	18,365	14,411	14,411	14,411	14,411	14,411	14,411	14,411	14,411	14,411	14,411	—	0.0%
Preferred stock	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A
Capital in excess of stated value	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A
Retained earnings	(5,344)	(4,839)	(4,649)	(4,128)	766	(5,019)	(4,527)	(4,082)	(3,927)	(3,848)	(3,786)	(4,044)	(4,044)	(1,665)	(2,379)	142.8%
Accumulated other comprehensive income	(1)	(1)	(1)	(1)	(1)	(274)	(274)	(274)	(274)	(274)	(274)	(274)	(274)	(1)	(273)	36983.2%
Other equity transactions	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A
Total Shareholders' Equity	13,020	13,525	13,715	14,237	15,176	9,118	9,610	10,055	10,210	10,288	10,351	10,093	10,093	12,745	(2,652)	(20.8%)
Total Liabilities and Shareholders' Equity	\$ 44,980	\$ 48,132	\$ 48,640	\$ 48,962	\$ 50,093	\$ 43,562	\$ 44,022	\$ 44,115	\$ 42,548	\$ 41,267	\$ 39,568	\$ 35,753	\$ 35,753	\$ 41,336	\$ (5,583)	(13.5%)

Cash Flow

	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	FY	FY	Var		PY	Var	
\$'000	Act	Act	Act	Act	Act	Fcst	Fcst	Fcst	Fcst	Fcst	Fcst	Fcst	Fcst	Bud	\$	%	Act	\$	%
Cash flow from operations																			
Net Income (Loss)	\$ 275	\$ 505	\$ 190	\$ 522	\$ 940	\$ 318	\$ 492	\$ 445	\$ 155	\$ 78	\$ 62	\$ (258)	\$ 3,725	\$ 1,033	\$ 2,692	260.6%	\$ 3,954	\$ (230)	(5.8%)
Depreciation, amortization and other	228	194	194	194	194	235	236	237	237	238	238	239	2,664	2,828	(165)	(5.8%)	2,678	(14)	(0.5%)
Capitalized fees & expenses	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A	—	—	N/A
Gain (loss) on sale of fixed assets	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A	210	(210)	(100.0%)
Non-cash interest expense	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A	—	—	N/A
Non-cash dividends	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A	—	—	N/A
Deferred income tax	13	13	13	13	13	—	—	—	—	—	—	—	65	(26)	91	(350.0%)	314	(249)	(79.3%)
Change in operating assets and liabilities:																			
Accounts receivable	749	(3,579)	156	1,292	(879)	—	—	—	750	750	750	750	740	(249)	988	(397.4%)	1,661	(921)	(55.5%)
Inventory	(4,070)	245	(546)	(1,262)	(448)	(500)	(500)	(500)	500	500	1,000	3,000	(2,580)	(2,269)	(311)	13.7%	98	(2,678)	(2734.5%)
Prepaid expenses and other current assets	(456)	24	80	(193)	11	86	(54)	313	221	(66)	(147)	(33)	(214)	(250)	36	(14.4%)	(158)	(56)	35.6%
Accounts payable	(376)	(780)	(218)	(281)	1,848	500	300	300	(400)	(300)	(400)	(500)	(306)	(6,205)	5,899	(95.1%)	404	(710)	(175.7%)
Accrued expenses	(1,320)	1,177	(299)	(554)	117	75	75	75	75	75	75	75	(354)	(2,866)	2,513	(87.7%)	2,812	(3,165)	(112.6%)
Accrued income taxes	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A	—	—	N/A
Other changes in operating assets and liabilities	398	125	262	(176)	404	139	(34)	(216)	91	48	(151)	563	1,452	514	938	182.7%	(2,792)	4,244	(152.0%)
Other cash flow from operations	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A	—	—	N/A
Total Cash Flow from Operations	\$ (4,559)	\$ (2,076)	\$ (167)	\$ (445)	\$ 2,199	\$ 854	\$ 515	\$ 653	\$ 1,630	\$ 1,323	\$ 1,427	\$ 3,836	\$ 5,191	\$ (7,490)	\$ 12,681	(169.3%)	\$ 9,181	\$ (3,990)	(43.5%)
Cash flow from investing																			
Additions to property, plant and equipment	\$ (36)	\$ (56)	\$ (408)	\$ (372)	\$ (33)	\$ (148)	\$ (148)	\$ (148)	\$ (148)	\$ (148)	\$ (148)	\$ (148)	\$ (1,941)	\$ (1,776)	\$ (165)	9.3%	\$ (923)	\$ (1,018)	110.3%
Acquisitions of companies, net of cash acquired	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A	—	—	N/A
Investment in intangibles	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A	—	—	N/A
Earnout payments	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A	(752)	752	(100.0%)
Other cash flow from investing (goodwill)	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A	—	—	N/A
Total Cash Flow from Investing	\$ (36)	\$ (56)	\$ (408)	\$ (372)	\$ (33)	\$ (148)	\$ (148)	\$ (148)	\$ (148)	\$ (148)	\$ (148)	\$ (148)	\$ (1,941)	\$ (1,776)	\$ (165)	9.3%	\$ (1,675)	\$ (265)	15.8%
Cash flow from financing																			
Proceeds from the issuance (repayment) of short-term debt	\$ 4,689	\$ 2,185	\$ 619	\$ 1,724	\$ (1,516)	\$ (682)	\$ (323)	\$ (461)	\$ (1,437)	\$ (1,131)	\$ (1,235)	\$ (3,643)	\$ (1,211)	\$ 9,861	\$ (11,071)	(112.3%)	\$ (7,755)	\$ 6,545	(84.4%)
Proceeds from the issuance of debt	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A	—	—	N/A
Repayment of debt	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A	—	—	N/A
Capital lease	(46)	(46)	(46)	(913)	(657)	(45)	(45)	(45)	(45)	(45)	(45)	(45)	(2,021)	(576)	(1,445)	250.9%	—	(2,021)	N/A
Common stock issued (repurchased)	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A	—	—	N/A
Common stock cash dividends paid	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A	—	—	N/A
Preferred stock issued (repurchased)	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A	—	—	N/A
Other cash flow from financing costs	—	—	—	—	—	—	—	—	—	—	—	—	—	—	—	N/A	273	(273)	(100.0%)
Total Cash Flow from Financing	\$ 4,642	\$ 2,139	\$ 573	\$ 811	\$ (2,173)	\$ (727)	\$ (367)	\$ (505)	\$ (1,482)	\$ (1,175)	\$ (1,279)	\$ (3,688)	\$ (3,231)	\$ 9,285	\$ (12,516)	(134.8%)	\$ (7,482)	\$ 4,250	(56.8%)
Effect of FX rates on cash and cash equivalents	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	N/A	\$ —	\$ —	N/A
Net change in cash	\$ 47	\$ 7	\$ (3)	\$ (6)	\$ (6)	\$ (21)	\$ 0	\$ (0)	\$ (0)	\$ 0	\$ (0)	\$ 0	\$ 18	\$ 18	\$ (0)	(0.0%)	\$ 23	\$ (5)	(21.4%)
Beginning cash	103	149	156	154	148	142	121	121	121	121	121	121	103	103	—	—	79	\$ 23	29.5%
Change in cash	47	7	(3)	(6)	(6)	(21)	0	(0)	(0)	0	(0)	0	18	18	(0)	(0.0%)	23	\$ (5)	(21.4%)
Ending cash	\$ 149	\$ 156	\$ 154	\$ 148	\$ 142	\$ 121	\$ 121	\$ 121	\$ 121	\$ 121	\$ 121	\$ 121	\$ 121	\$ 121	\$ (0)	(0.0%)	\$ 103	\$ 18	17.9%

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Executive Summary: Week of 06-24

- May ended with MTD revenue of \$3.2M (91% of Revised AOP, 106% of underwriting model, 96% of PY Actual), YTD revenue of \$18.4M (90% of Revised AOP, 98% of underwriting model, 101% of PY Actual), and MTD Adj EBITDA of \$669K (61% of \$1,105K Revised AOP)
- At 6/21 (70% through month), Jun MTD revenue was at \$1.6M (40% of Plan) and bookings were at \$1.6M (37% of Plan)
 - Weak performance in the North American gun safe market due in part to lack of competitive product in key product segments; management beginning process of developing business case for low-cost electronic gun safe lock, high-end and low-cost biometric locks, and high-end smart lock; management believes these products may enable them to win back lost Liberty electronic business (~\$2.5-4M annual revenue) and significantly improve overall competitive position within the domestic gun safe market
- Keith Deaton (incumbent CEO) on Fri 6/14 announced his resignation, with an end date of Fri 7/12; Mark LeMire (new CEO) accepted offer on Wed 6/19, with a start date of Wed 7/10; announcement made to full company and customers on Fri 6/21, with generally positive reaction
- Steve Tonkel (CFO) start date delayed to Mon 6/24 due to delay in pre-employment screening; Sean Barnes (IT Mgr) to start Mon 7/1
- KP met onsite with Craig (Plant Mgr) on Tu 6/4 to review quality issues; key issue is variability created by “off-line” manufacturing process; Craig in process of interviewing Quality Mgr candidate
- OGx kickoff and Strategic Planning sessions completed Tue 6/11 through Thu 6/13; management in process of developing charters and workplans for strategic initiatives
- OGC has secured 1 strategic advisor (Andy Mattes) and 3 outside directors (Phil Cullom, Nat Wienecke, and Mike Greaney); Andy and Phil attended OGx kickoff and management dinner on Tue 6/11

Status Update: Project Details

Project	Current Status & Next Steps	Annualized EBITDA Impact (\$MM)	
		Projected	Actual
A. Develop low-cost electronic gun safe lock, high-end and low-end biometric locks, and high-end smart lock	<ul style="list-style-type: none"> • Preliminary low-cost electronic gun safe lock business case developed by Patrick (Product Mgr) shows ~\$300K development cost and ~\$700K steady-state EBITDA benefit achieved by Year 3; Devon (Dir Engineering) working to validate assumptions • Patrick and Devon developing business cases for biometric and high-end smart locks 	TBD	TBD
B. Identify other product gaps	<ul style="list-style-type: none"> • Tue 6/4 product gap discussion held to map out gun safe product gaps • Further discussions on other end markets to be held the week of Mo 6/17 • Will be developing process for incorporating input from international Regional Sales Directors into product development business cases 	TBD	TBD
TBD	<ul style="list-style-type: none"> • TBD 	TBD	TBD

Monthly Financial Metrics (Will be shown beginning in June)

\$ '000	MTD		Variance		PY MTD		Variance		YTD		Var		PY YTD		Variance	
	Act	Bud	\$	%	Act	\$	%	Act	Bud	\$	%	Act	\$	%		
Gross Revenue	\$ 3,933	\$ 4,007	\$ (74)	(1.8%)	\$ 3,843	\$ 91	2.4%	\$ 21,014	\$ 23,041	\$ (2,027)	(8.8%)	\$ 20,796	\$ 218	1.0%		
Adj. to Gross Revenue	(698)	(448)	(251)	55.9%	(402)	(296)	73.7%	(2,664)	(2,711)	47	(1.7%)	(2,433)	(231)	9.5%		
Net Revenue	3,235	3,559	(324)	(9.1%)	3,440	(206)	(6.0%)	18,349	20,329	(1,980)	(9.7%)	18,363	(14)	(0.1%)		
Material	1,143	1,097	46	4.2%	1,278	(135)	(10.5%)	6,409	6,523	(114)	(1.8%)	6,712	(303)	(4.5%)		
Labor	543	569	(26)	(4.5%)	502	41	8.2%	2,885	3,082	(197)	(6.4%)	2,660	226	8.5%		
Other COGS	168	182	(14)	(7.5%)	136	33	24.1%	1,089	1,362	(273)	(20.0%)	1,007	82	8.2%		
Total COGS	1,854	1,848	7	0.4%	1,915	(61)	(3.2%)	10,384	10,968	(584)	(5.3%)	10,379	5	0.0%		
Gross Margin	1,380	1,711	(331)	(19.3%)	1,525	(145)	(9.5%)	7,966	9,362	(1,396)	(14.9%)	7,984	(19)	(0.2%)		
Gross Margin %	42.7%	48.1%			44.3%			43.4%	46.0%			43.5%				
R&D	109	162	(53)	(32.9%)	136	(27)	(19.9%)	566	740	(174)	(23.5%)	742	(177)	(23.8%)		
Sales & Marketing	305	353	(48)	(13.6%)	303	2	0.7%	1,638	1,854	(216)	(11.6%)	1,592	46	2.9%		
Administrative	298	91	206	225.2%	396	(99)	(24.9%)	1,696	482	1,213	251.5%	1,703	(7)	(0.4%)		
Other Opex	—	—	—	N/A	—	—	N/A	—	—	—	N/A	—	—	N/A		
Total Opex	711	607	105	17.2%	835	(124)	(14.8%)	3,900	3,076	823	26.8%	4,038	(138)	(3.4%)		
EBITDA	669	1,105	(436)	(39.4%)	690	(21)	(3.1%)	4,066	6,285	(2,219)	(35.3%)	3,947	119	3.0%		
EBITDA %	20.7%	31.0%			20.1%			22.2%	30.9%			21.5%				
Adj. EBITDA	669	1,105			690			4,066	6,285			3,947				
Adj. EBITDA %	20.7%	31.0%			20.1%			22.2%	30.9%			21.5%				
Net Income (Loss)	\$ 570	\$ 709	\$ (138)	(19.5%)	\$ 587	\$ (17)	(2.8%)	\$ 3,556	\$ 4,064	\$ (507)	(12.5%)	\$ 3,425	\$ 131	3.8%		
Capex	\$ (47)	\$ —	\$ (47)	N/A	\$ (381)	\$ 334	(87.7%)	\$ (133)	\$ —	\$ (133)	N/A	\$ (606)	\$ 473	(78.0%)		

Balance Sheet (Full Balance Sheet will be shown once Opening Balance Sheet is complete)

\$'000	May-19		Variance	
	Act	Bud	\$	%
<u>Current Assets</u>				
Cash and cash equivalents	\$ 1,607	\$ 1,507	\$ 100	6.6%
Short term investments	–	–	–	N/A
<i>Accounts receivable, gross</i>	7,203	9,337	(2,134)	(22.9%)
<i>Accounts receivable, reserves</i>	(156)	(168)	12	(7.3%)
Accounts receivable, net	7,047	9,169	(2,122)	(23.1%)
<i>Inventory, gross</i>	7,385	6,811	573	8.4%
<i>Inventory, reserves</i>	(466)	(477)	11	(2.3%)
Inventory, net	6,919	6,334	584	9.2%
Prepaid expenses and other current assets	81	59	22	37.4%
Total Current Assets	15,655	17,070	(1,415)	(8.3%)
<u>Current Liabilities</u>				
Current portion of long-term debt	\$ 892	\$ 892	\$ 0	0.0%
Notes payable	800	800	–	0.0%
Accounts payable	2,966	3,691	(726)	(19.7%)
Accrued liabilities	557	711	(153)	(21.6%)
Accrued compensation	149	111	37	33.7%
Income taxes payable	(0)	904	(904)	(100.0%)
Short-term unearned revenue	43	–	43	N/A
Other current liabilities	–	–	–	N/A
Total Current Liabilities	5,406	7,109	(1,703)	(24.0%)
<u>Long-term liabilities</u>				
Long-term debt less current maturities	43,694	43,694	(0)	(0.0%)
Deferred income taxes	2,989	–	2,989	N/A
Other non-current liabilities	46	–	46	N/A
Total Long-Term Liabilities	46,729	43,694	3,035	6.9%

Cash Flow (Will be shown beginning in June)

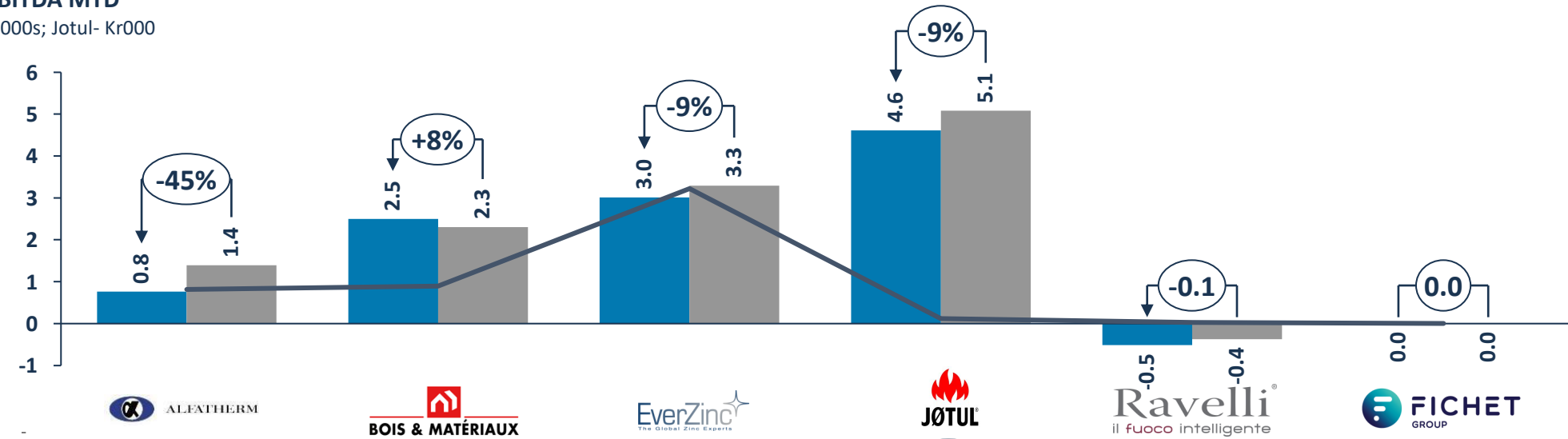
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European portfolio update

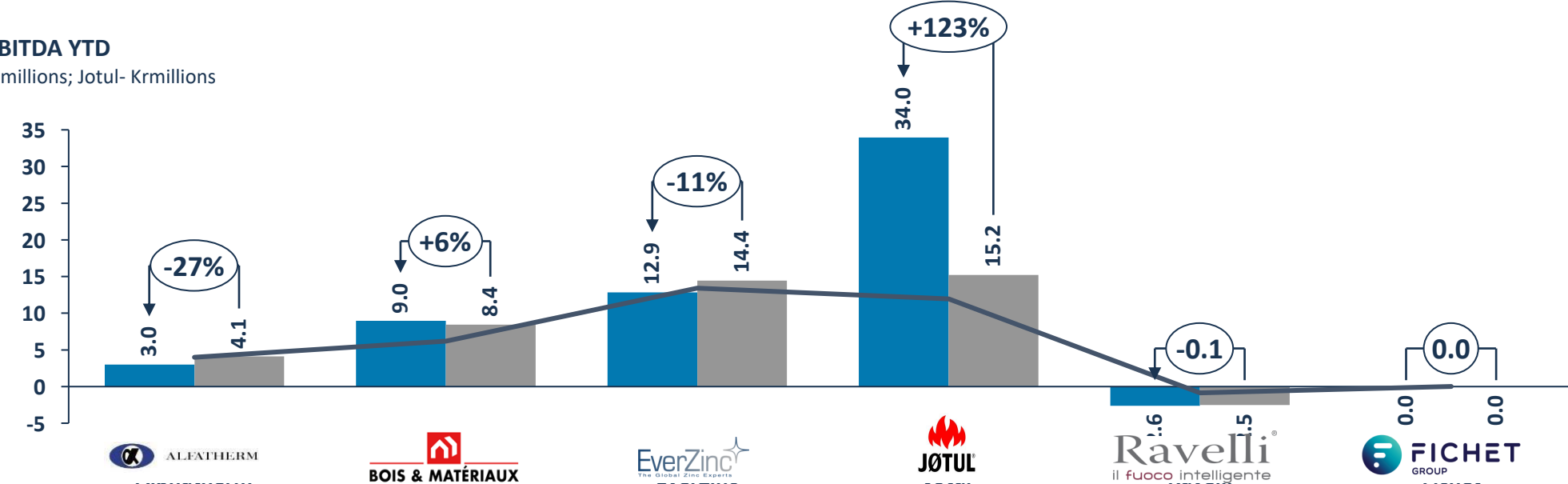
Consolidated Europe portfolio EBITDA performance

— 2018A 2019A 2019B

EBITDA MTD
€ 000s; Jotul- Kr000



EBITDA YTD
€ millions; Jotul- Krmillions



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**Executive Summary: Week of 06-24**

- May Gross Sales reached €7.1M which is below both Budget (-19%) and PY (-8%), with furniture segment (-25% vs. Budget) driven by a manufacturers' shift to polypropylene and a downsizing of the kitchen market. Sleeves business is also down (-19% vs. Budget). Lower activity is impacted as well by high absenteeism and lack of multiskilling.
- May EBITDA reached €761k which is €-629k or -45% below budget due to the reduced sales but is improving compared to previous months topping at 11.8% of sales. It is a -51k€ or -6% vs. PY but improved in % of sales compared to 11.5% in May 2018
- YTD EBITDA with +€2.3M is -€1M below both Budget and PY
- FY EBITDA is forecasted at €8.3M vs. PY at €6.4M and budget at €10M
- The cash situation is extremely stretched. €4M supplier payment were managed to be postponed by 5 months. Daily monitoring of the treasury,
- Bank negotiations: Final agreement signed on 19th June and €2M additional credit lines are being open from Intesa and BPM
- DNP informed OGC that they are no longer considering Alfatherm for acquisition

Status Update: Project Details

Project		Current Status & Next Steps	Annualized EBITDA Impact (€MM)	
			Projected	Actual
A. Sales Director recruitment		• Mandate with Korn Ferry – 1 candidate turn down an offer. 2 nd candidate to be reviewed Monday 24 th June	0,5	
B. Inventory		• Focus on inventory reduction, workshop started to control WIP and improve production scheduling	N/A	N/A
C. Factoring		• Working with Duval to replace the current factoring facility. Advanced negotiation with MB Factor	N/A	N/A
D. Production efficiency		• Kaizen institute to look at the whole material flow • Scrap improvement are being recorded but not fully stabilized	0,5	
E. Bank debt refinancing		• Bank agreement signed 19/06. And new Credit line open with Intesa for €1,05M. Next week additional credit line with BPM should also be available (€0,95M)	N/A	N/A
F. Tradate building sale		• Buyer made and offer and is currently looking for financing • Alternative buyer is being seek as a back up	0,2	

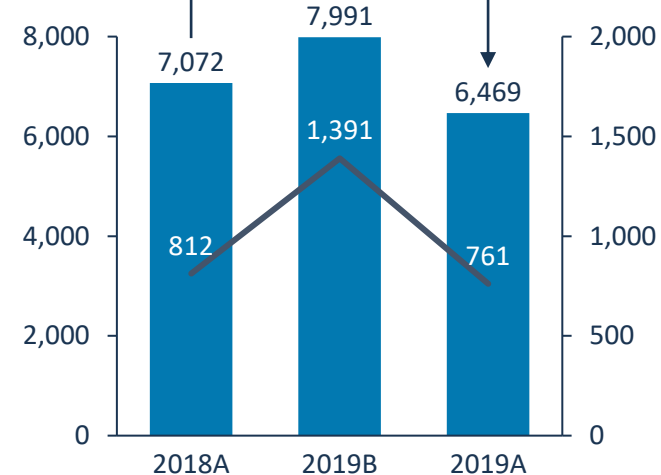




Monthly financial metrics

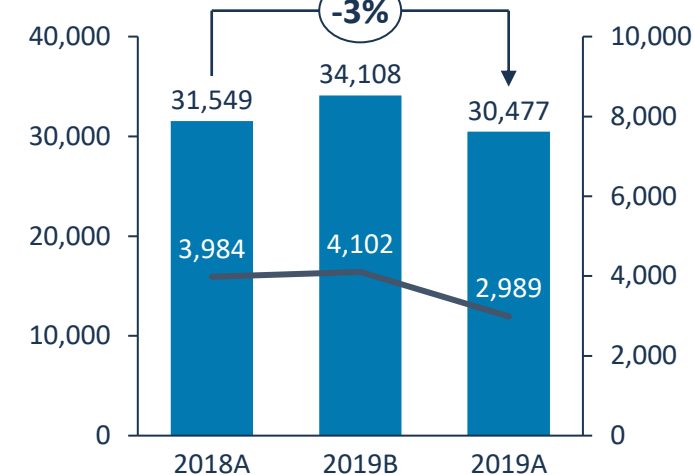
May MTD

€000s



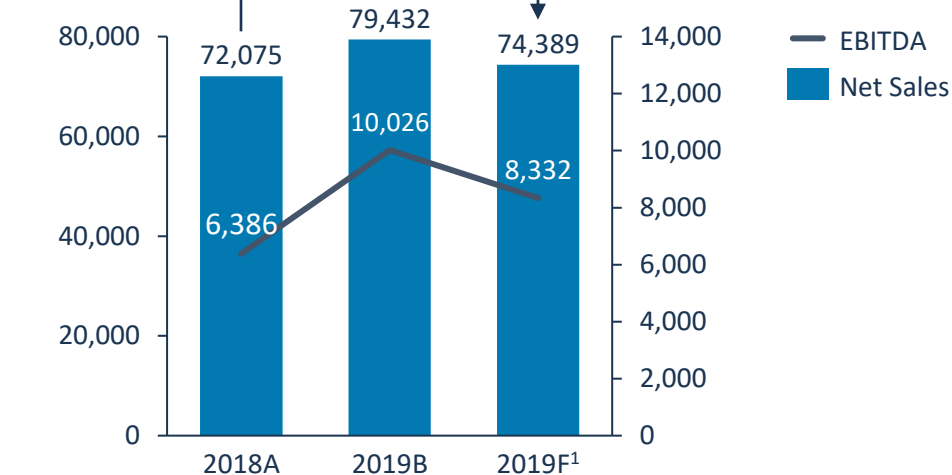
May YTD

€000s



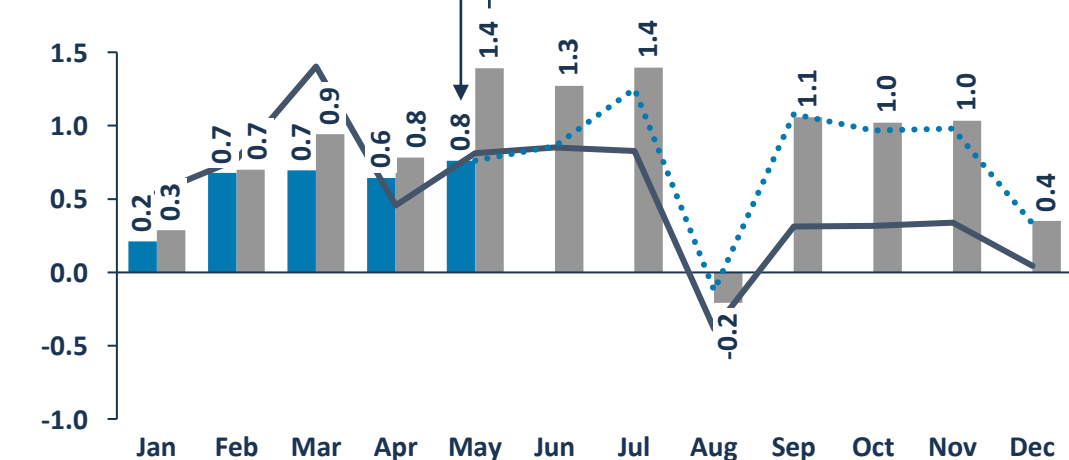
Full Year

€000s



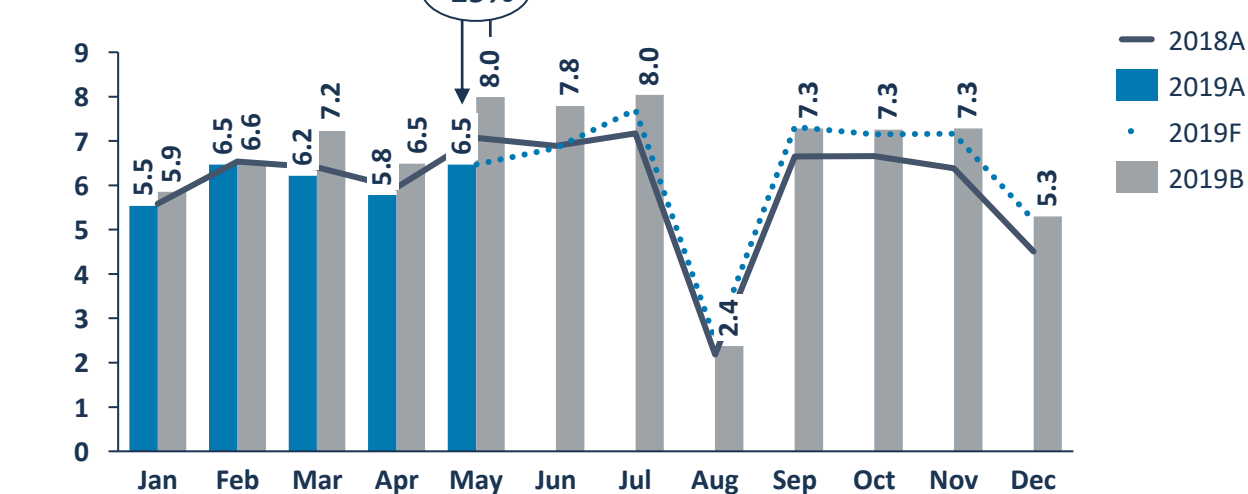
Monthly EBITDA

€ millions



Monthly Net Revenue

€ millions

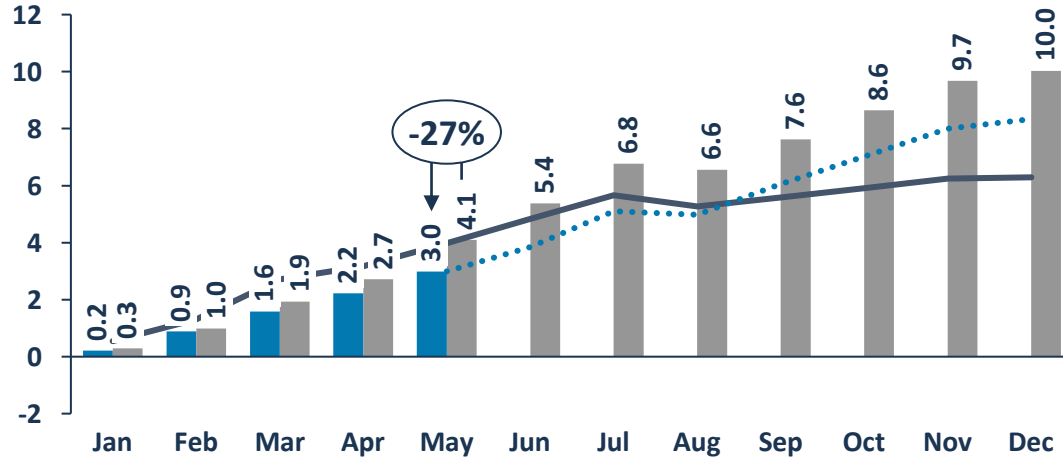




Monthly financial metrics

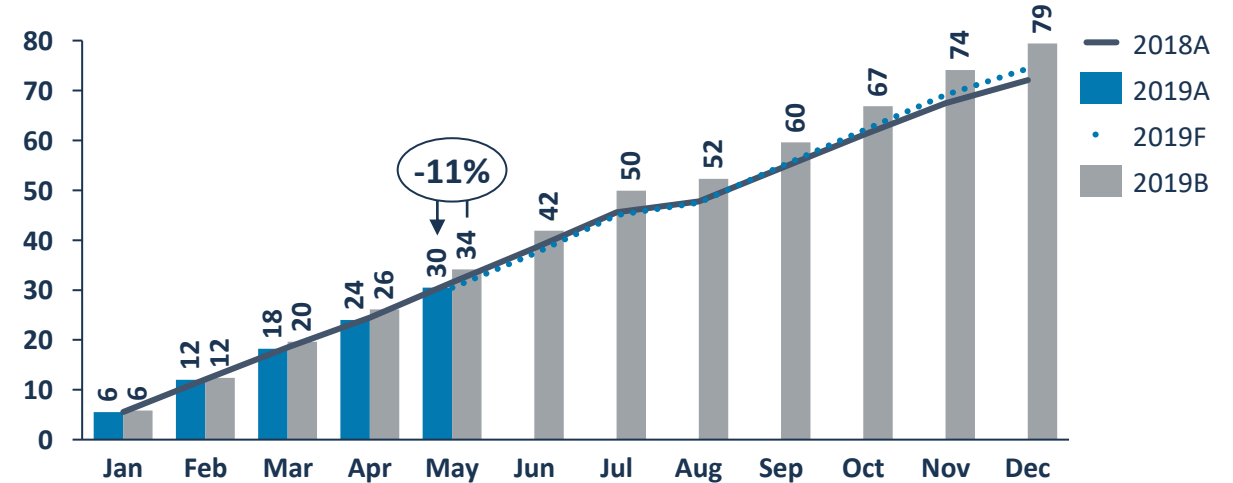
YTD EBITDA

€ millions



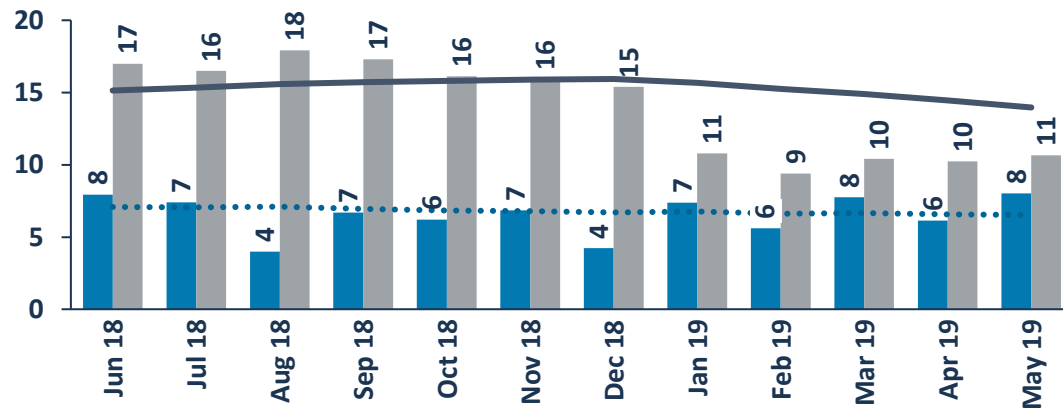
YTD Revenue

€ millions



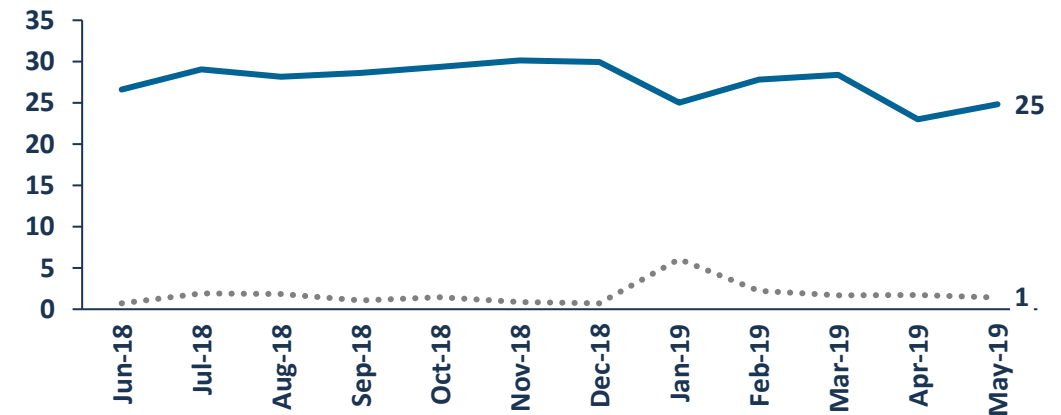
Order Intake

€ millions



Liquidity

€ millions



• TTM Avg Bookings • MTD Bookings — TTM Avg Backlog ■ MTD Backlog





		Month							YTD							FY						
€'000s	Currency	MTD	MTD	Var		MTD	Var		YTD	YTD	Var		YTD	Var		FY	FY	Var		FY	Var	
Alfatherm S.p.A.	EUR	Act	Bud	\$	%	PY	€	%	Act	Bud	\$	%	PY	€	%	Fsct	Bud	\$	%	PY	€	%
Gross Revenue		€ 7 064	€ 8 742	€ (1 678)	(19,2%)	€ 7 684	€ (620)	(8,1%)	€ 33 289	€ 37 304	€ (4 016)	(10,8%)	€ 34 411	€ (1 123)	(3,3%)	€ 81 173	€ 86 893	€ (5 720)	(6,6%)	€ 78 983	€ 2 189	2,8%
Adj. to Gross Revenue		✓ (595)	✓ (751)	155	(20,7%)	✓ (612)	17	(2,7%)	✓ (2 811)	✓ (3 197)	385	(12,0%)	✓ (2 862)	51	(1,8%)	✓ (6 784)	✓ (7 461)	677	(9,1%)	✓ (6 909)	124	(1,8%)
Net Revenue		6 469	7 991	(1 522)	(19,1%)	7 072	(603)	(8,5%)	30 477	34 108	(3 630)	(10,6%)	31 549	(1 072)	(3,4%)	74 389	79 432	(5 043)	(6,3%)	72 075	2 314	3,2%
Other COGS		782	1 260	(477)	(37,9%)	629	153	24,3%	12 441	6 212	6 229	100,3%	3 221	9 220	286,2%	17 416	14 200	3 216	22,6%	7 872	9 544	121,2%
Total COGS		5 242	6 131	(890)	(14,5%)	5 761	(519)	(9,0%)	25 188	27 688	(2 500)	(9,0%)	25 102	86	0,3%	60 667	63 950	(3 283)	(5,1%)	60 270	397	0,7%
Gross Margin		1 227	1 860	(633)	(34,0%)	1 311	(84)	(6,4%)	5 290	6 420	(1 130)	(17,6%)	6 448	(1 158)	(18,0%)	13 722	15 482	(1 760)	(11,4%)	11 805	1 916	16,2%
Gross Margin %		19,0%	23,3%			18,5%			17,4%	18,8%			20,4%			18,4%	19,5%			16,4%		
Sales & Marketing		154	188	(34)	(18,0%)	203	(49)	(24,1%)	856	908	(52)	(5,8%)	979	(123)	(12,6%)	2 038	2 111	(74)	(3,5%)	2 200	(163)	(7,4%)
Administrative		312	255	57	22,4%	266	46	17,3%	1 412	1 280	132	10,3%	1 325	88	6,6%	3 319	3 045	275	9,0%	2 866	454	15,8%
Total Opex		466	469	(3)	(0,7%)	498	(32)	(6,5%)	2 302	2 318	(16)	(0,7%)	2 464	(162)	(6,6%)	5 390	5 455	(65)	(1,2%)	5 419	(29)	(0,5%)
EBITDA		761	1 391	(629)	(45,3%)	812	(51)	(6,3%)	2 988	4 102	(1 114)	(27,2%)	3 984	(996)	(25,0%)	8 331	10 026	(1 695)	(16,9%)	6 386	1 945	30,5%
EBITDA %		11,8%	17,4%			11,5%			9,8%	12,0%			12,6%			11,2%	12,6%			8,9%		
Net Income (Loss)		€ (343)	€ 622	€ (965)	(155,2%)	€ (319)	€ (24)	7,5%	€ (2 582)	€ (378)	€ (2 204)	582,8%	€ (1 280)	€ (1 301)	101,7%	€ (2 855)	€ 84	€ (2 939)	(3496,5%)	€ (11 351)	€ 8 496	(74,8%)
Capex		€ (91)	€ (172)	€ 81	(47,1%)	€ (99)	€ 8	(8,5%)	€ (419)	€ (1 078)	€ 660	(61,2%)	€ (1 655)	€ 1 236	(74,7%)	€ (2 920)	€ (2 920)	€ 0	(0,0%)	€ (2 446)	€ (473)	19,4%



Balance Sheet

€'000s	Currency	Feb-19	Mar-19	Apr-19	May-19	Variance LM	
Alfatherm S.p.A.	EUR	Act	Act	Act	Act	€	%
Current Assets							
Cash and cash equivalents	€	640	€ 1 063	€ 848	€ 646	€ 202	31,2%
Accounts receivable, net		10 385	11 327	11 078	12 634	(1 556)	(12,3%)
Inventory, net		12 555	12 669	12 670	12 894	(224)	(1,7%)
Other current assets		1 963	2 250	2 441	2 650	(209)	(7,9%)
Total Current Assets		25 544	27 309	27 037	28 824	(1 786)	(6,2%)
Non-Current Assets							
Property, plant & equipment, net		33 525	33 278	33 091	32 847	244	0,7%
Goodwill		21 636	21 636	21 636	21 636	–	0,0%
Other non-current assets		192	192	192	187	5	2,5%
Total Non-Current Assets		57 940	57 693	57 506	57 257	249	0,4%
Total Assets	€	83 484	€ 85 002	€ 84 543	€ 86 081	€ (1 538)	(1,8%)
Current Liabilities							
Accounts payable		22 305	22 999	23 269	23 353	(84)	(0,4%)
Accrued liabilities		2 523	2 601	2 719	2 822	(103)	(3,6%)
Other current liabilities		747	912	776	654	122	18,6%
Total Current Liabilities		36 878	38 889	38 753	40 609	(1 856)	(4,6%)
Long-term liabilities							
Deferred income taxes		972	994	994	994	–	0,0%
Deferred liabilities		2 547	2 552	2 551	2 556	(5)	(0,2%)
Other non-current liabilities		4 019	4 054	4 044	4 024	20	0,5%
Total Long-Term Liabilities		27 879	27 982	23 012	23 036	(25)	(0,1%)
Total Liabilities		64 757	66 871	61 765	63 645	(1 881)	(3,0%)
Total Shareholders' Equity		18 727	18 131	22 779	22 436	343	1,5%
Total Liabilities and Shareholders' Equity	€	83 484	€ 85 002	€ 84 543	€ 86 081	€ (1 538)	(1,8%)
<i>Memo:</i>							
Net Working Capital	€	24 904	€ 26 246	€ 26 189	€ 28 178	€ (1 988)	(7,1%)
Total Net External Debt	€	22 802	€ 23 383	€ 23 014	€ 24 817	€ (1 803)	(7,3%)



Cash Flow

All numbers shown are in K€

Forecast 2019

	2018	JAN	FEB	MAR	APR	MAY	JUN	JUL	AUG	SEP	OCT	NOV	DEC	2019
	Actual	Actual	Actual	Actual	Actual	Actual	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast
Inventories (gross value)	15 981	16 794	17 293	17 300	17 286	17 269	17 269	17 269	17 269	17 269	17 269	17 269	17 269	17 269
Trade account receivables	9 369	11 135	10 385	11 327	11 078	12 634	13 228	14 333	10 539	10 856	11 517	12 101	10 864	10 864
Trade account payables	-22 880	-24 565	-22 305	-22 999	-23 269	-23 353	-23 036	-24 404	-21 723	-21 369	-21 106	-22 741	-22 069	-22 069
Total Trade Working Capital	2 470	3 364	5 373	5 628	5 095	6 549	7 461	7 197	6 085	6 756	7 679	6 629	6 064	6 064
EBITDA	6 418	207	675	692	639	758	857	1 246	-127	1 075	963	975	329	8 290
Change in gross inventories	-267	-812	-499	-7	14	17	0	0	0	0	0	0	0	-1 287
Change in Receivables	3 002	-1 767	750	-942	249	-1 556	-594	-1 105	3 793	-317	-661	-584	1 237	-1 496
Change in Payables	-2 811	1 501	-2 443	511	270	84	189	1 368	-2 681	-354	-263	1 635	-672	-854
Total TWC Changes	-75	-1 078	-2 192	-438	533	-1 454	-406	264	1 112	-671	-923	1 051	565	-3 637
Change in Other current assets	154	14	-218	-284	-203	-206	97	0	0	100	100	100	100	-399
Change in Other Current Liabilities	485	649	-340	15	180	300	-657	-223	-381	68	226	148	-127	-143
Total Other Working Capital	639	663	-558	-269	-24	94	-560	-223	-381	168	326	248	-27	-542
Capex	-2 910	-41	-51	-88	-148	-91	-200	-500	-500	-350	-200	-500	-251	-2 920
R&D Costs	-1 905	-83	-83	-183	-183	-183	-83	-83	-83	-83	-83	-83	-83	-1 300
Payment of TFR	-966	-7	-31	35	-9	-20	-13	-13	-15	-13	-13	-13	-13	-124
Payment of other provisions	-284	-47	-23	23	0	0	0	0	0	0	0	0	0	-47
Other Operating Cash Flow	-2 110	-336	-251	-228	-318	-666	-213	-287	-149	-212	-196	-195	-182	-3 233
Total Operating Cash Flow	-1 194	-722	-2 515	-455	490	-1 563	-617	403	-144	-85	-127	1 483	338	-3 514
Restructuring cash out	-3 633	-72	-196	-17	-24	-154	-115	0	-37	0	-37	0	77	-573
Tax	-187	0	23	-23	0	0	-120	-1	6	0	0	0	-118	-234
Fiscal moratorium debt repayment	-854	-1	5	5	-1	5	-241	-6	0	0	-6	0	-244	-485
Financial Interests	-763	-38	-45	-94	-56	-41	-490	0	0	-130	0	0	-398	-1 292
Total non-recurring items	6 000	6 000	0	0	0	0	-506	0	0	0	0	0	0	5 494
Total Non-Operating Cash Flow	563	5 889	-212	-129	-81	-190	-1 473	-7	-31	-130	-42	0	-684	2 910
Total Cash flow before financing	-631	5 166	-2 727	-584	409	-1 753	-2 090	397	-175	-215	-169	1 483	-345	-604
Paydown of leasing	-208	-12	0	0	0	0	-5	0	0	0	0	0	0	-18
Paydown of long term debt	-1 700													0
Cash flow from Short Term NFP	2 539	-5 154	2 727	584	-409	1 753	2 095	-397	175	215	169	-1 483	345	621
Cash Flow from Total NFP	631	-5 166	2 727	584	-409	1 753	2 090	-397	175	215	169	-1 483	345	604
Start Total NFP	-23 813	-24 938	-20 029	-22 802	-23 383	-23 014	-24 817	-26 503	-26 198	-26 464	-26 640	-26 901	-25 509	-24 938
Change in Total NFP	-631	5 166	-2 727	-584	409	-1 753	-2 090	397	-175	-215	-169	1 483	-345	-604
Short term debt	-9 794	-8 767	-7 996	-9 002	-8 378	-9 929	-11 814	-11 516	-11 710	-11 907	-12 076	-10 595	-10 931	-10 931
Positive balance on banks accounts	217	4 139	640	1 063	848	646	441	540	559	541	541	542	533	533
Short term debt net	-9 578	-4 628	-7 355	-7 939	-7 530	-9 283	-11 373	-10 976	-11 151	-11 366	-11 536	-10 053	-10 398	-10 398
Leasing per IAS 17	-18	-5	-5	-5	-5	-5	0	0	0	0	0	0	0	0
Long Term Debt	-15 061	-15 061	-15 061	-15 061	-15 061	-15 061	-15 061	-15 061	-15 061	-15 061	-15 061	-15 061	-15 061	-15 061
Long term debt net	-15 079	-15 067	-15 067	-15 067	-15 067	-15 067	-15 061	-15 061	-15 061	-15 061	-15 061	-15 061	-15 061	-15 061
Accrued interests on short term debt	-85	-99	-105	-62	-62	-72	-67	-118	-169	-91	-142	-193	-87	-87
Accrued interests on long term debt	-195	-235	-275	-315	-355	-395	-2	-42	-82	-122	-162	-202	-1	-1
End Total NFP	-24 938	-20 029	-22 802	-23 383	-23 014	-24 817	-26 503	-26 198	-26 464	-26 640	-26 901	-25 509	-25 548	-25 548
Factoring without recourse	-8 558	-8 632	-9 149	-8 792	-8 178	-7 888	-7 784	-8 500	-8 396	-8 292	-8 187	-8 083	-7 979	-7 979
NFP+ Factoring without recourse	-33 496	-28 662	-31 951	-32 175	-31 192	-32 705	-34 287	-34 698	-34 859	-34 932	-35 088	-33 592	-33 526	-33 526
Working capital lines	11 343	11 343	11 343	11 343	11 343	11 343	13 343	13 343	13 343	13 343	13 343	13 343	13 343	13 343
Closing short term net financial position	-9 794	-8 767	-7 996	-9 002	-8 378	-9 929	-11 814	-11 516	-11 710	-11 907	-12 076	-10 595	-10 931	-10 931
Guarantees	-650	-650	-650	-650	-650	-650	-650	-650	-650	-650	-650	-650	-650	-650
Unused working capital lines	2 827	1 926	2 697	1 691	2 315	764	879	1 177	983	786	617	2 098	1 762	1 762
Estimated usable receivables	480	1 919	1 583	623	895	907	592	321	475	208	919	702	696	696
Positive balance on banks accounts	217	4 139	640	1 063	848	646	441	540	559	541	541	542	533	533
Liquidity	697	6 058	2 223	1 686	1 743	1 410	1 033	861	1 034	749	1 157	1 244	1 229	1 229



2.b



B&M

Strong May performance due to top line growth

Executive Summary: Week of 06-24

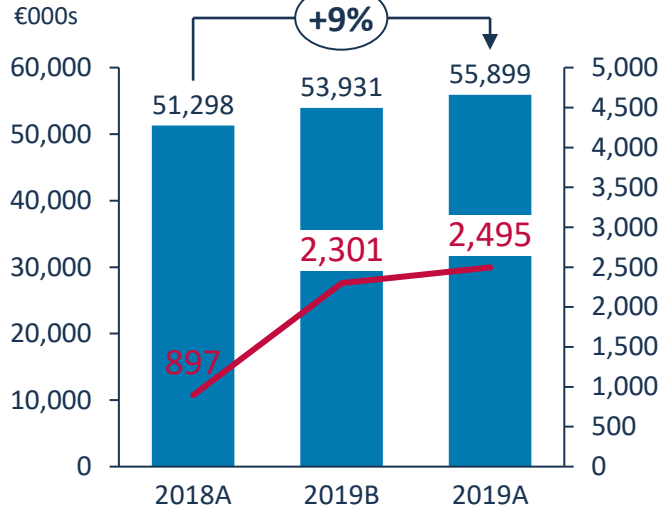
- Strong level of sales continues in May with €55.9M, +9.0% vs PY and +3.7% versus budget. Similar to previous months, the strong top line performance was obtained on the back of a lower gross margin rate of 29.1 vs 29.4% PY and 29.5% in the budget.
- Overall market of residential construction in France continues to decline although at a lower pace than in previous months (12 months rolling: order book of builders -7.0%, new housing permits -8.7%, new housing starts -4.4%).
- Operating expenses somewhat higher than PY due to higher activity levels
- May EBITDA with +€2.5M was +€1.6M above PY and +€194k above budget pushed by higher sales levels
- YTD EBITDA with +€9.0M was +€2.8M above PY and +€527k above budget
- FY EBITDA outlook increased to €19.0M versus PY at €15.7M and budget at €18.1 due to higher sales
- Operating Cash flow was positive in April with +€7.0M, due to strong EBITDA and lower WC
- Current trading: Sales in May after 11 days out of 19 stands at €32.2M, +5.3% above PY and +1.8% above budget; margin rate is at 19.0% versus 18.9% in PY and 19.2% in budget
- Exit process: Only one non binding offer received with an EV of €52m from A&M
- Carve out of PanoFrance network:
 - First brainstorming on network split (PanoFrance) held on June 17
 - Next step is to prepare 2 main scenarios with its respective tax implications by law firm BDGS and split of financials (P&L and Balance Sheet) by end July
 - Prepare step plan until September to be executed until Q1-2020

Status Update: Project Details

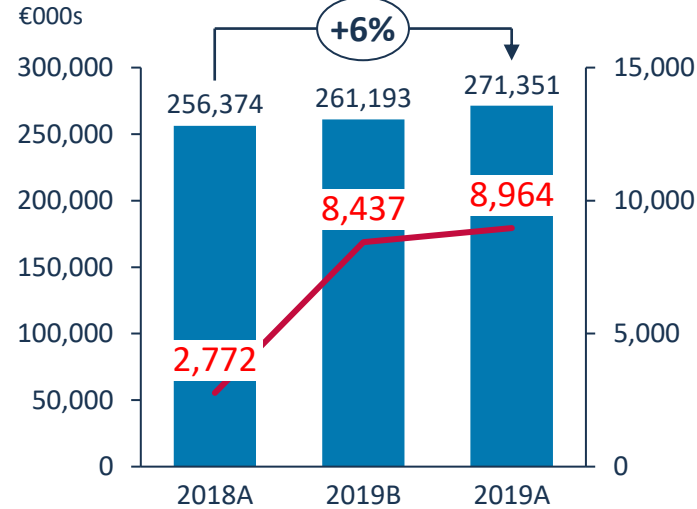
Project		Current Status & Next Steps	Annualized EBITDA Impact (\$MM)	
			Projected	Actual
A. Exit process		<ul style="list-style-type: none"> • Only one non binding offer received with an EV of €52m from A&M • Process on hold for the time being until the buyer of CRH distribution Europe has been selected 	TBD	TBD
B. Split of PanoFrance network to increase exit options		<ul style="list-style-type: none"> • First brainstorming on network split (PanoFrance) held on June 17 • Next step is to prepare 2 main scenarios with its respective tax implications by law firm BDGS and split of financials (P&L and Balance Sheet) by end July • Prepare step plan until September to be executed until Q1-2020 	TBD	TBD

Monthly financial metrics

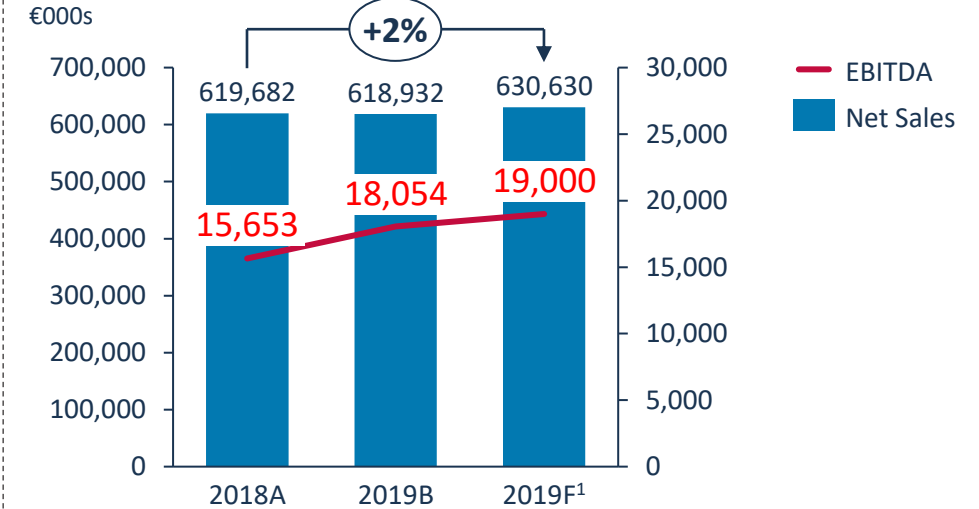
May MTD



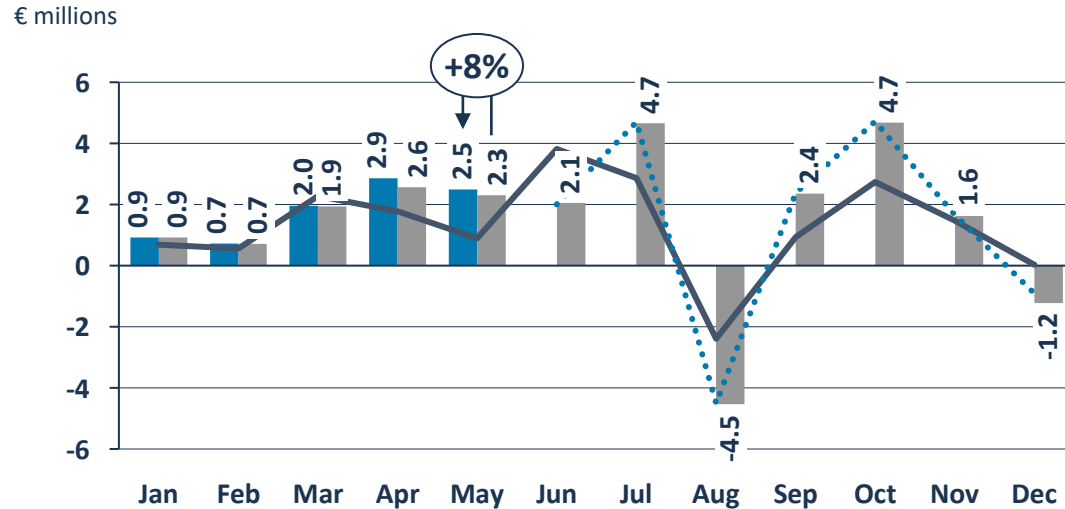
May YTD



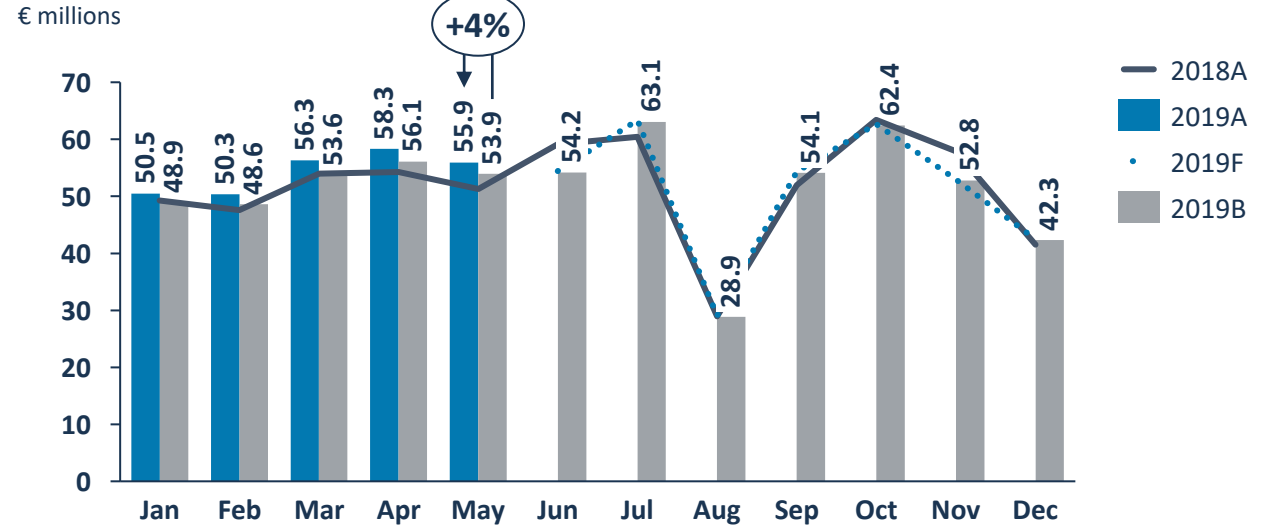
Full Year



Monthly EBITDA



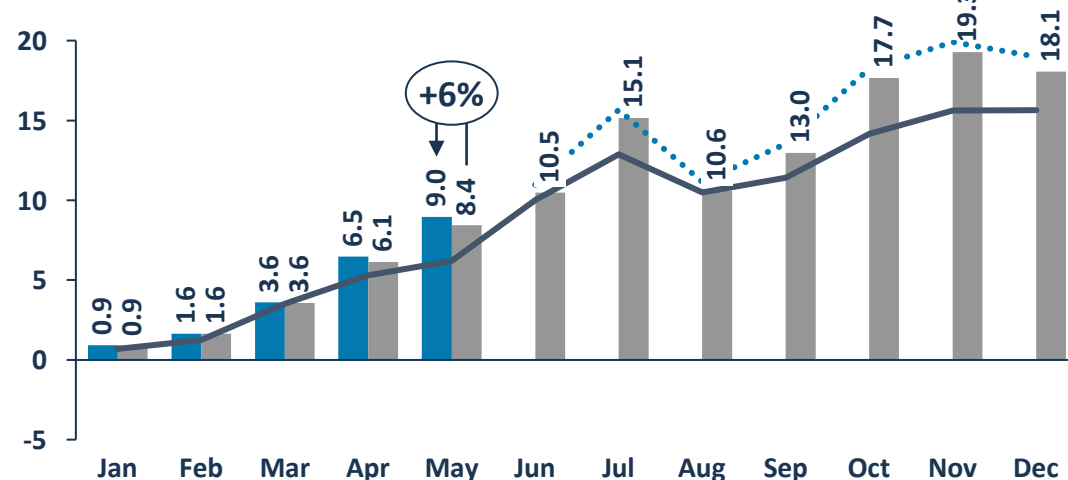
Monthly Net Revenue



Monthly financial metrics

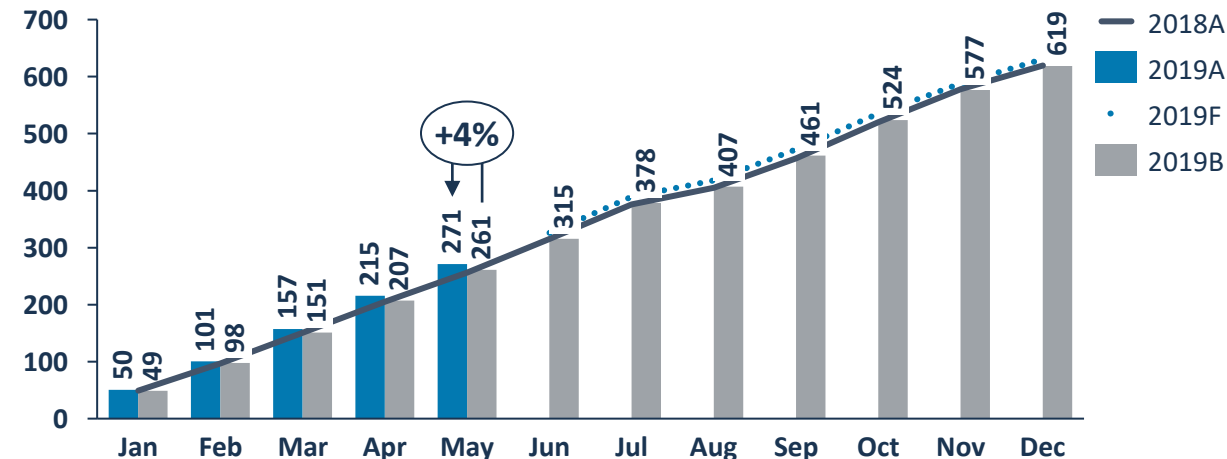
YTD EBITDA

€ millions



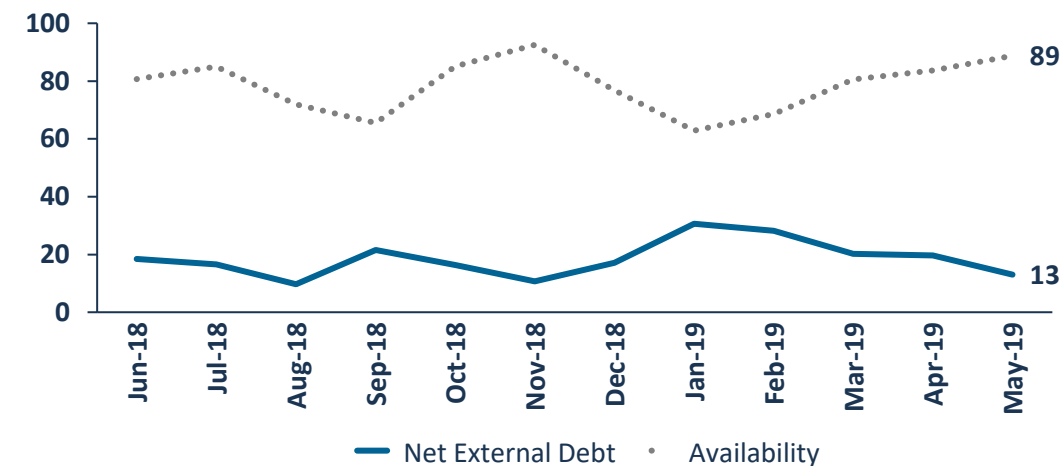
YTD Revenue

€ millions



Liquidity

€ millions



€'000s	MTD		MTD		Var		MTD		Var		YTD		YTD		Var		YTD		Var		FY	FY	Var		FY	Var	
Bois & Matériaux	Act	Bud	\$	%			PY	€	%		Act	Bud	\$	%			PY	€	%		Fsct	Bud	\$	%	PY	€	%
Gross Revenue	€ 56,404	\$ 54,263	\$ 2,141	3.9%			€ 51,578	€ 4,826	9.4%		€ 274,144	€ 263,801	€ 10,344	3.9%			€ 258,294	€ 15,850	6.1%		€ 635,842	€ 623,964	€ 11,878	1.9%	€ 624,831	€ 11,010	1.8%
Adj. to Gross Revenue	505	(332)	(172)	51.9%			(279)	(225)	80.6%		(2,793)	(2,607)	(186)	7.1%			(1,920)	(873)	45.4%		(5,212)	(5,032)	(180)	3.6%	(5,149)	(63)	1.2%
Net Revenue	55,899	53,931	1,969	3.7%			51,298	4,601	9.0%		271,351	261,193	10,158	3.9%			256,374	14,977	5.8%		630,630	618,932	11,698	1.9%	619,682	10,947	1.8%
Other COGS	39,632	38,043	1,589	4.2%			36,232	3,399	9.4%		193,020	184,171	8,849	4.8%			180,645	12,375	6.9%		447,086	437,030	10,056	2.3%	439,836	7,251	1.6%
Total COGS	39,632	38,043	1,589	4.2%			36,232	3,399	9.4%		193,020	184,171	8,849	4.8%			180,645	12,375	6.9%		447,086	437,030	10,056	2.3%	439,836	7,251	1.6%
Gross Margin	16,268	15,888	380	2.4%			15,066	1,202	8.0%		78,332	77,022	1,309	1.7%			75,729	2,603	3.4%		183,543	181,901	1,642	0.9%	179,847	3,697	2.1%
Gross Margin %	29.1%	29.5%					29.4%				28.9%	29.5%					29.5%				29.1%	29.4%			29.0%		
Sales & Marketing	11,581	11,289	292	2.6%			11,665	(83)	(0.7%)		57,982	57,013	969	1.7%			58,428	(446)	(0.8%)		137,465	136,129	1,336	1.0%	138,794	(1,329)	(1.0%)
Administrative	2,191	2,298	(107)	(4.7%)			2,505	(314)	(12.5%)		11,385	11,573	(187)	(1.6%)			11,109	277	2.5%		27,078	27,718	(640)	(2.3%)	25,400	1,679	6.6%
Total Opex	13,773	13,587	185	1.4%			14,170	(397)	(2.8%)		69,368	68,586	782	1.1%			69,537	(169)	(0.2%)		164,543	163,847	696	0.4%	164,193	350	0.2%
EBITDA	2,495	2,301	194	8.4%			897	1,598	178.3%		8,964	8,437	527	6.3%			6,192	2,772	44.8%		19,000	18,054	946	5.2%	15,653	3,347	21.4%
EBITDA %	4.5%	4.3%					1.7%				3.3%	3.2%					2.4%				3.0%	2.9%			2.5%		
Net Income (Loss)	€ 1,354	\$ 1,002	\$ 352	35.1%			€ (145)	€ 1,498	(1036.7%)		€ 3,177	€ 2,464	€ 713	29.0%			€ 1,085	€ 2,092	192.8%		€ 3,532	€ 2,741	€ 791	28.9%	€ 1,744	€ 1,788	102.5%
Capex	€ (805)	\$ (3,039)	\$ 2,234	(73.5%)			€ (383)	€ (422)	110.3%		€ (3,025)	€ (8,576)	€ 5,551	(64.7%)			€ (1,226)	€ (1,800)	146.9%		€ (17,091)	€ (16,641)	€ (450)	2.7%	€ (14,329)	€ (2,762)	19.3%

Balance Sheet

€'000s	May-18	Feb-19	Mar-19	Apr-19	May-19	Variance LM	
Bois & Matériaux	Act	Act	Act	Act	Act	€	%
Current Assets							
Cash and cash equivalents	€ 22,384	€ 20,782	€ 17,913	€ 21,082	€ 23,244	€ (2,162)	(9.3%)
Accounts receivable, net	99,398	109,089	104,585	111,479	104,513	6,966	6.7%
Inventory, net	91,717	91,689	92,217	92,282	91,454	828	0.9%
Prepaid expenses and other current assets	4,000	3,137	3,590	3,248	2,125	1,122	52.8%
Other current assets	4,660	2,994	2,994	2,951	2,943	8	0.3%
Total Current Assets	222,158	227,690	221,299	231,042	224,279	6,762	3.0%
Non-Current Assets							
Property, plant & equipment, net	30,193	35,152	35,050	34,679	34,532	147	0.4%
Identifiable intangible assets, net	4,325	6,734	6,934	7,077	7,292	(215)	(3.0%)
Deferred tax asset	8,339	8,454	8,454	8,454	8,454	—	0.0%
Other non-current assets	—	—	—	—	—	—	0.0%
Total Non-Current Assets	42,857	50,341	50,439	50,210	50,279	(69)	(0.1%)
Total Assets	€ 265,015	€ 278,031	€ 271,737	€ 281,252	€ 274,558	€ 6,694	2.4%
Current Liabilities							
Current portion of long-term debt	€ 7,277	€ 12,937	€ 2,401	€ 5,181	€ 762	€ 4,419	580.0%
Accounts payable	93,964	97,001	101,052	107,818	104,706	3,112	3.0%
Accrued liabilities	—	—	—	—	—	—	0.0%
Income taxes payable	—	—	—	—	—	—	0.0%
Other current liabilities	26,396	27,618	27,521	26,187	25,647	539	2.1%
Total Current Liabilities	127,637	137,556	130,974	139,185	131,115	8,070	6.2%
Long-term liabilities							
Vendor loan & Capital lease	14,045	17,538	17,216	16,955	16,906	49	0.3%
Debt owing to OpenGate	12,273	12,540	12,571	12,600	12,630	(30)	(0.2%)
Total Long-Term Liabilities	62,523	64,894	64,497	64,162	64,185	(23)	(0.0%)
Total Liabilities	190,161	202,450	195,470	203,347	195,299	8,048	4.1%
Total Shareholders' Equity	74,855	75,581	76,267	77,905	79,259	(1,354)	(1.7%)
Total Liabilities and Shareholders' Equity	€ 265,015	€ 278,031	€ 271,737	€ 281,252	€ 274,558	€ 6,694	2.4%
<i>Memo:</i>							
Net Working Capital	€ 199,774	€ 206,908	€ 203,386	€ 209,960	€ 201,035	€ 8,925	4.4%
Total Net Debt	€ 29,324	€ 40,727	€ 32,810	€ 32,232	€ 25,675	€ 6,557	25.5%

Cash Flow

	December N-1	January	February	March	April	May	June	July	August	September	October	November	December	YTD	FY	Budget
Inventories	89 777	90 389	91 689	92 217	92 282	91 454	92 972	92 303	90 837	91 869	91 271	90 391	88 908	91 454	88 908	88 984
AR	98 492	101 775	109 089	104 585	111 479	104 513	107 227	121 290	78 770	93 660	119 840	109 555	100 520	104 513	100 520	93 986
Other current assets & CICE	7 878	6 288	6 130	6 584	6 199	5 068	5 067	5 067	5 067	3 069	2 719	2 719	2 719	5 068	2 719	3 930
AP	(96 563)	(85 405)	(97 001)	(101 052)	(107 818)	(104 706)	(105 050)	(108 603)	(84 087)	(82 605)	(104 775)	(103 282)	(95 233)	(104 706)	(95 233)	(86 432)
Other Current Liabilities & Provision	(28 176)	(28 026)	(27 618)	(27 521)	(26 187)	(25 647)	(24 742)	(25 907)	(23 746)	(24 415)	(25 986)	(25 551)	(26 567)	(25 647)	(26 567)	(29 896)
Total Working Capital	71 408	85 020	82 290	74 813	75 956	70 682	75 475	84 151	66 842	81 578	83 069	73 831	70 345	70 682	70 345	70 572
EBITDA	15 653	925	721	1 959	2 864	2 495	2 005	4 694	(4 512)	2 388	4 719	1 662	(920)	8 964	19 000	18 054
Change in WC	7 944	(13 612)	2 731	7 476	(1 142)	5 273	(4 792)	(8 676)	17 309	(14 736)	(1 491)	9 238	3 486	726	1 063	5 389
Other Operating Cash Flow	(1 562)	(51)	(166)	(148)	(145)	(1)	18	18	15	18	18	18	18	(512)	(389)	(2 760)
Capex	(14 329)	(396)	(478)	(848)	(499)	(805)	(1 752)	(1 744)	(2 036)	(2 982)	(2 223)	(1 424)	(1 904)	(3 025)	(17 091)	(16 641)
OPERATING CASH FLOW	7 706	(13 133)	2 808	8 439	1 078	6 962	(4 523)	(5 708)	10 775	(15 312)	1 023	9 494	680	6 153	2 583	4 041
Restructuring and exceptionnal	(1 956)	(96)	(16)	(207)	(159)	(72)	(90)	(40)	-	(87)	(351)	(91)	(160)	(549)	(1 369)	(581)
Management Fees	(1 286)	(100)	(100)	(102)	(100)	(100)	(105)	(105)	(105)	(105)	(105)	(105)	(105)	(502)	(1 237)	(1 260)
Financial Incomes & Charges	(2 236)	(216)	(210)	(214)	(203)	(233)	(201)	(201)	(201)	(201)	(201)	(201)	(201)	(1 077)	(2 483)	(2 412)
Corporate Income Tax	-	(29)	-	-	29	-	-	-	-	-	-	-	-	-	-	-
Other Cash Flow	980		1	1	(66)					1 800				(64)	1 736	-
NON OPERATING CASH FLOW	(4 498)	(440)	(325)	(522)	(499)	(405)	(396)	(346)	(306)	1 407	(657)	(397)	(466)	(2 192)	(3 353)	(4 252)
Variation Leasing Debt	2 171	(215)	(347)	(322)	(261)	(49)	1 031	1 135	1 251	1 740	15	251	(302)	(1 194)	3 927	3 383
Vendor Loan	508	42	42	42	42	42	42	42	42	42	42	42	42	212	506	504
Coumpound interests on I/C loan	322	30	27	30	29	30	27	27	27	27	27	27	27	148	337	324
FINANCING CASH FLOW	3 002	(142)	(277)	(249)	(189)	24	1 100	1 204	1 320	1 809	84	320	(233)	(834)	4 770	4 211
NET CASH FLOW	6 210	(13 716)	2 206	7 667	389	6 581	(3 818)	(4 850)	11 789	(12 096)	450	9 417	(18)	3 127	4 000	4 000
Opening cash balance	17 498	19 355	20 893	20 782	17 913	21 081	23 244	19 610	19 610	25 602	19 610	19 610	23 373	19 355	19 355	19 610
Variation in Net Cash Flow	6 210	(13 716)	2 206	7 667	389	6 581	(3 818)	(4 850)	11 789	(12 096)	450	9 417	(18)	3 127	4 000	4 000
Var. in Factor Debt	(4 354)	15 254	(2 317)	(10 536)	2 780	(4 419)	184	4 850	(5 797)	6 103	(450)	(5 653)	-	762	(0)	(1 406)
Closing cash balance	19 355	20 893	20 782	17 913	21 081	23 244	19 610	19 610	25 602	19 610	19 610	23 373	23 354	23 244	23 354	22 204
Line of credit (available for drawdown)	57 493	57 268	60 769	65 063	67 799	66 257	65 542	71 800	47 398	55 118	69 800	66 970	58 742	66 257	58 742	55 327
Less factor debt	-	(15 254)	(12 937)	(2 401)	(5 181)	(762)	(946)	(5 797)	-	(6 103)	(5 653)	-	-	(762)	-	-
Total liquidity	76 848	62 907	68 614	80 575	83 700	88 738	84 205	85 613	73 001	68 625	83 756	90 343	82 096	88 738	82 096	77 531
Opening Financial Debt	(32 841)	(29 632)	(43 205)	(40 722)	(32 806)	(32 227)	(25 671)	(30 589)	(36 643)	(26 174)	(40 079)	(39 713)	(30 617)	(29 632)	(29 632)	(30 512)
Variation Leasing Debt	(2 171)	215	347	322	261	49	(1 031)	(1 135)	(1 251)	(1 740)	(15)	(251)	302	1 194	(3 927)	(2 215)
Vendor Loan	(508)	(42)	(42)	(42)	(42)	(42)	(42)	(42)	(42)	(42)	(42)	(42)	(42)	(212)	(506)	
I/C loan with B&M Holdings	-		-	-	-	-	-	-	-	-	-	-	-	-	-	-
Coumpound interests on I/C loan	(322)	(30)	(27)	(30)	(29)	(30)	(27)	(27)	(27)	(27)	(27)	(27)	(27)	(148)	(337)	(324)
Net Cash Flow	6 210	(13 716)	2 206	7 667	389	6 581	(3 818)	(4 850)	11 789	(12 096)	450	9 417	(18)	3 127	4 000	4 000
Closing Financial Debt	(29 632)	(43 205)	(40 722)	(32 806)	(32 227)	(25 671)	(30 589)	(36 643)	(26 174)	(40 079)	(39 713)	(30 617)	(30 402)	(25 671)	(30 402)	(29 051)

2.c

Ever Zinc

Lower volumes continue to affect EBITDA, but cash position is secured through better working capital management

Executive Summary: Week of 06-21

- May sales were 5% below budget (€48.8m vs. €51.3m) and mostly affected by the lower volumes (-11%), while the performance versus last year (€48.8m vs. €53.3m) was impaired by the lower level of the Zinc LME (USD\$ 2,685/ton vs. USD\$ 3,171/ton last year, with volumes that are 8.5% higher). The same trend was verified on a YTD basis, with volumes at -10% vs. budget and +3% vs. LY, leading to sales that were 4.7% below budget and 14.7% below LY (€224.6m vs. €235.7m in budget and €263.3m LY)
- Those effects led the May EBITDA to €3m, which was 8.5% below budget (€3.3m) and 6.4% below LY (€3.2m), while the YTD EBITDA was at €12.9m vs. €14.4m in budget and €13.4m LY
- The FY EBITDA outlook was maintained at €37.4m (vs. €38.4m in budget and €29.3m LY) and will be updated in June, based on the bottom-up exercise being prepared by management. In addition the detailed commercial and operational action plan being deployed, management was also asked to prepare a restructuring scenario to cope with the lower volumes
- Cash-flow wise, the tighter management of working capital supported the YTD performance and the significant improvement vs. LY, leading to a liquidity position of €42.2m vs. €43.2m in budget and €25.7m LY

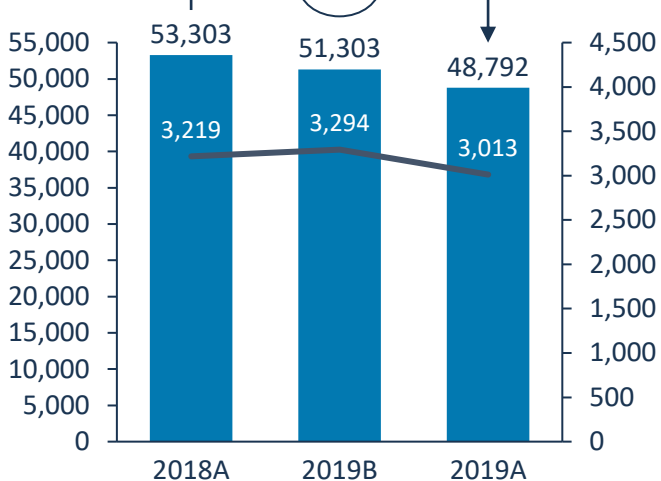
Status Update: Project Details

Project		Current Status & Next Steps	Annualized EBITDA Impact (\$MM)	
			Projected	Actual
A. GHC Integration	●	• Financial reporting: completed / Back office consolidation: completed / Price increase: in progress	...	...
B. Finance Function Strengthening	●	• Group CFO recruitment in progress: new recruiter / candidates being interviewed	...	...
C. Inventory Reduction	●	• First review of action plans per plant to take place on July 2 nd	...	...
D. DB Debt Refinancing	●	• Meeting with ING and DB took place on June 12 th and 18 th . Follow-up with DB towards end of July	...	...
E. Zano Carve-Out	●	• Legal carve-out completion expected for Q3 with retroactive effect to July 1 st 2019	...	...
F. Nyrstar Replacement / Glencore Negotiation	●	• 90 days payment term obtained with Glencore (vs. 10 days with Nyrstar) also are better prices	...	...
G. Discontinuation of Reverse Factoring	●	• Based on the completed negotiation with Glencore, reverse factoring will be discontinued by Q4	...	...
H. Capacity Increase	●	• ZnO in Larvik: new line installed with tests to be completed during July and SOP in August • ZANO: production trials in Canada in progress. Phases 1 to 3, out of 4, completed	...	...
I. GHC Closing Accounts Adjustment	●	• Negotiation completed with sellers, resulting in a CAD\$ 652k adjustment in favour of OGC	...	...

Monthly financial metrics

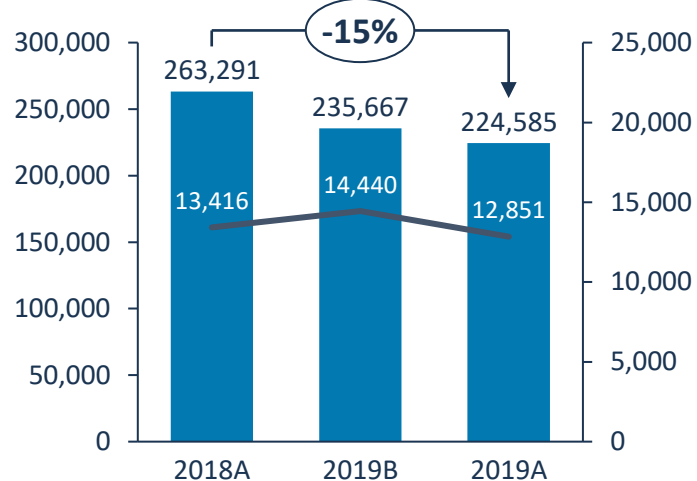
May MTD

€000s



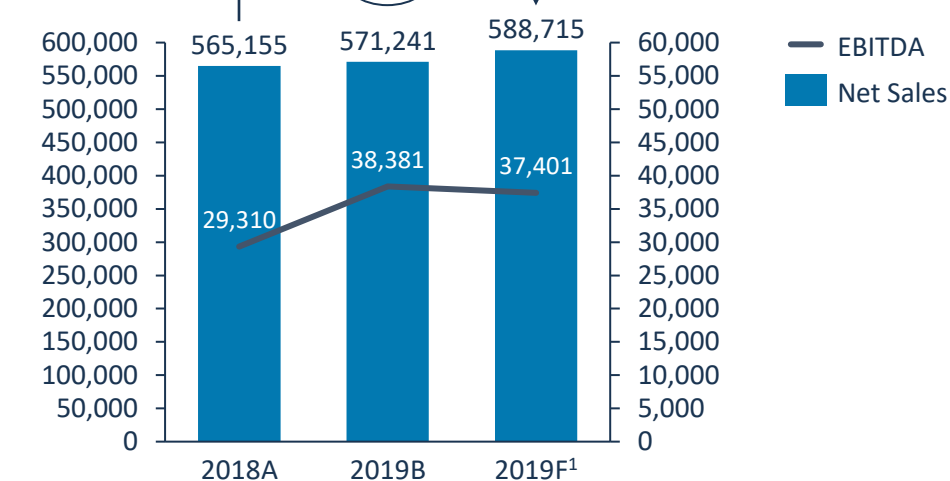
May YTD

€000s



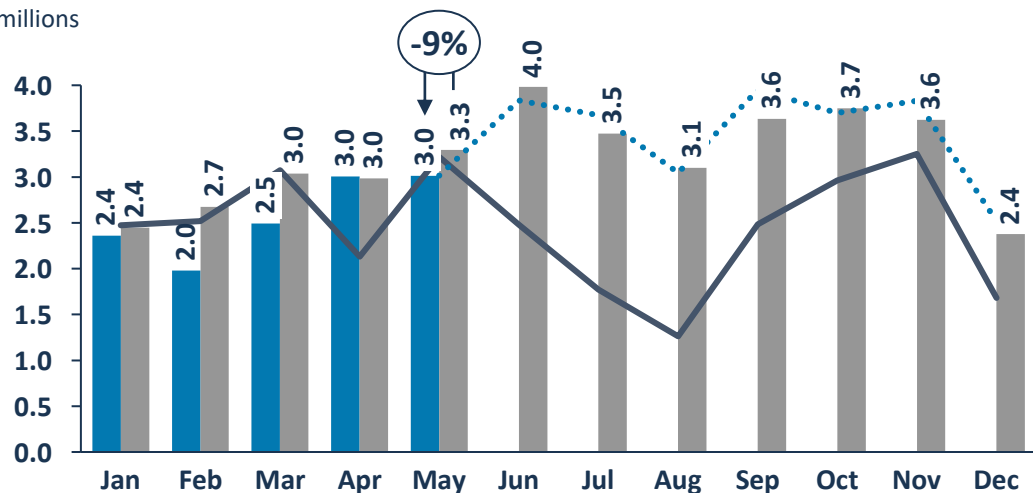
Full Year

€000s



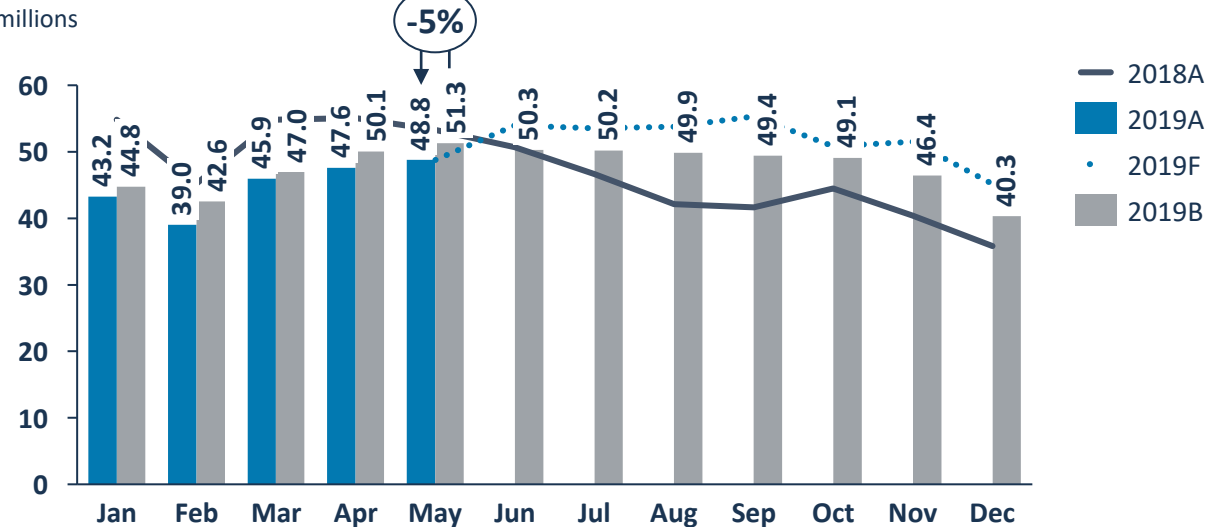
Monthly EBITDA

€ millions



Monthly Net Revenue

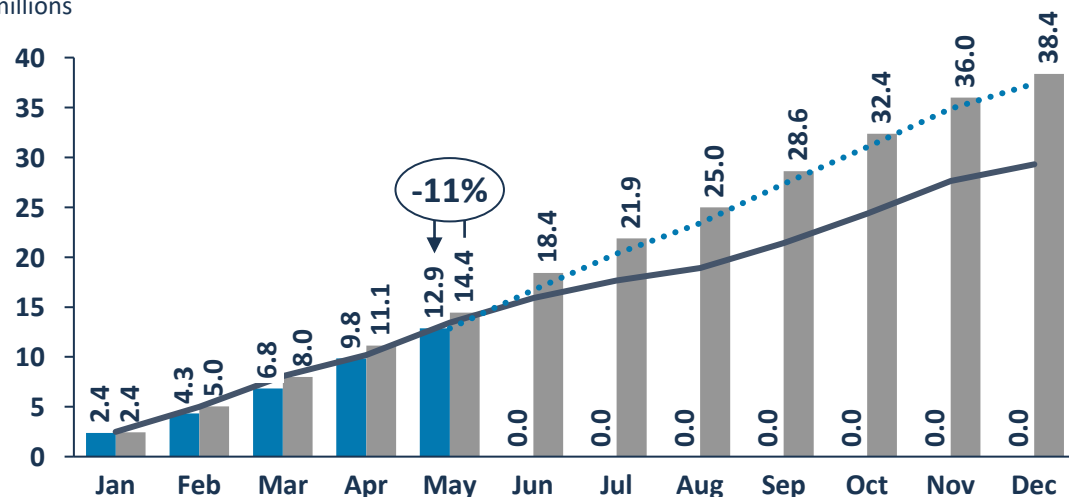
€ millions



Monthly financial metrics

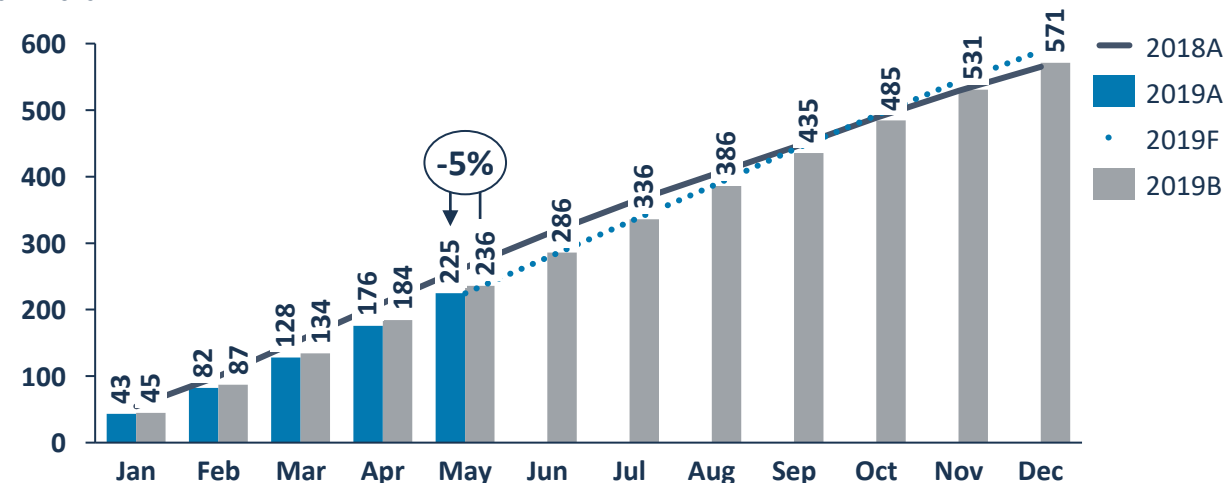
YTD EBITDA

€ millions



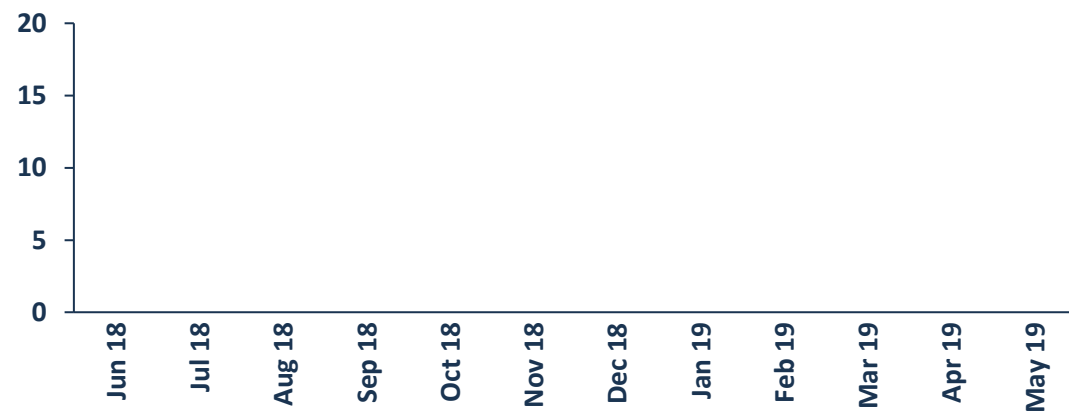
YTD Revenue

€ millions



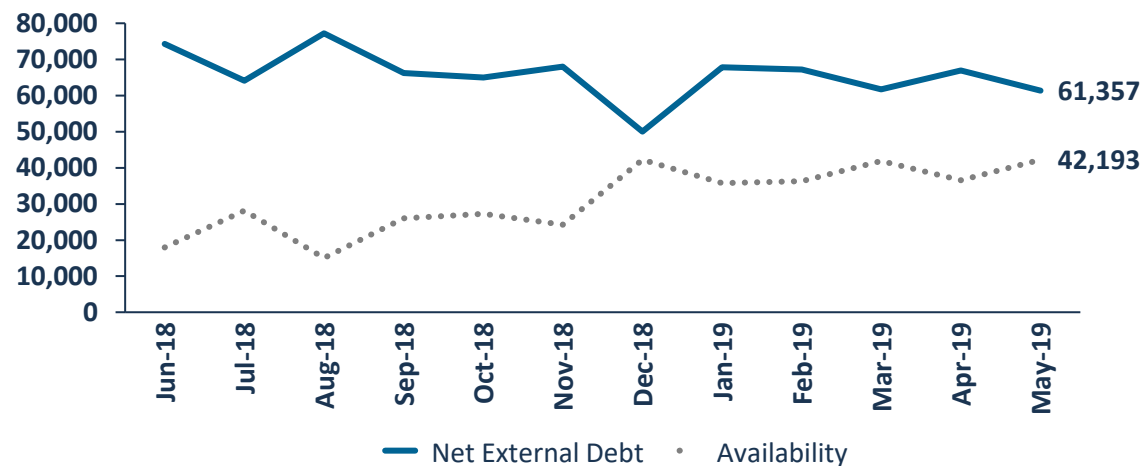
Order Intake

€ millions



Liquidity

€ millions



P&L

€'000s	MTD		MTD		Var		MTD		Var		YTD		YTD		Var		YTD		Var		FY	FY	Var		FY	Var	
EverZinc BV	Act	Bud	\$	%		PY	€	%		Act	Bud	\$	%		PY	€	%		Fcst	Bud	\$	%		PY	€	%	
Units Produced	16,818	17,630	(812)	(4.6%)		14,234	2,584	18.2%		79,247	86,047	(6,800)	(7.9%)		73,244	6,003	8.2%		203,857	209,866	(6,009)	(2.9%)		171,158	32,699	19.1%	
Units Shipped	17,244	19,357	(2,114)	(10.9%)		15,897	1,346	8.5%		80,602	89,648	(9,046)	(10.1%)		78,374	2,227	2.8%		206,538	215,986	(9,448)	(4.4%)		177,930	28,608	16.1%	
Gross Revenue	€ 49,390	€ 51,102	€ (1,712)	(3.4%)	€	53,388	€ (3,998)	(7.5%)	€	224,719	€ 235,235	€ (10,516)	(4.5%)	€	263,630	€ (38,911)	(14.8%)	€	585,616	€ 568,897	€ 16,719	2.9%	€	566,043	€ 19,573	3.5%	
Adj. to Gross Revenue	(598)	201	(799)	(397.4%)		(85)	(513)	604.5%		(134)	431	(565)	(131.1%)		(339)	205	(60.4%)		3,099	2,344	755	32.2%		(888)	3,987	(449.1%)	
Net Revenue	48,792	51,303	(2,511)	(4.9%)		53,303	(4,511)	(8.5%)		224,585	235,667	(11,082)	(4.7%)		263,291	(38,706)	(14.7%)		588,715	571,241	17,474	3.1%		565,155	23,561	4.2%	
Material	38,237	40,320	(2,084)	(5.2%)		42,633	(4,397)	(10.3%)		175,417	183,745	(8,328)	(4.5%)		212,851	(37,434)	(17.6%)		461,416	442,761	18,655	4.2%		445,439	15,978	3.6%	
Labor	2,265	2,113	152	7.2%		2,112	153	7.2%		10,120	10,053	67	0.7%		9,396	724	7.7%		24,602	24,352	250	1.0%		22,307	2,295	10.3%	
Other COGS	3,555	3,216	339	10.5%		3,704	(149)	(4.0%)		15,487	16,286	(800)	(4.9%)		18,055	(2,568)	(14.2%)		39,032	39,165	(132)	(0.3%)		43,554	(4,522)	(10.4%)	
Total COGS	44,057	45,650	(1,593)	(3.5%)		48,449	(4,393)	(9.1%)		201,024	210,085	(9,060)	(4.3%)		240,303	(39,278)	(16.3%)		525,050	506,278	18,772	3.7%		511,300	13,751	2.7%	
Gross Margin	4,736	5,653	(918)	(16.2%)		4,854	(118)	(2.4%)		23,560	25,582	(2,022)	(7.9%)		22,988	573	2.5%		63,665	64,963	(1,298)	(2.0%)		53,855	9,810	18.2%	
Gross Margin %	9.7%	11.0%				9.1%				10.5%	10.9%				8.7%				10.8%	11.4%				9.5%			
Sales & Marketing	368	329	39	12.0%		337	31	9.2%		1,782	1,545	236	15.3%		1,369	413	30.1%		4,159	3,925	233	5.9%		3,786	372	9.8%	
Administrative	929	1,099	(170)	(15.4%)		1,335	(406)	(30.4%)		4,472	6,026	(1,554)	(25.8%)		5,627	(1,155)	(20.5%)		10,790	13,712	(2,922)	(21.3%)		16,293	(5,503)	(33.8%)	
Other Opex	425	931	(507)	(54.4%)		(38)	463	(1222.1%)		4,456	3,570	885	24.8%		2,576	1,880	73.0%		11,316	8,945	2,370	26.5%		4,466	6,850	153.4%	
Total Opex	1,722	2,359	(637)	(27.0%)		1,635	88	5.4%		10,709	11,142	(432)	(3.9%)		9,572	1,137	11.9%		26,264	26,582	(318)	(1.2%)		24,545	1,719	7.0%	
EBITDA	3,013	3,294	(281)	(8.5%)		3,219	(206)	(6.4%)		12,851	14,440	(1,589)	(11.0%)		13,416	(565)	(4.2%)		37,401	38,381	(980)	(2.6%)		29,310	8,091	27.6%	
EBITDA %	6.2%	6.4%				6.0%				5.7%	6.1%				5.1%				6.4%	6.7%				5.2%			
Net Income (Loss)	€ 2,307	€ 1,382	€ 925	66.9%	€	2,125	€ 182	8.6%	€	7,375	€ 6,104	€ 1,271	20.8%	€	3,708	€ 3,667	98.9%	€	16,147	€ 16,089	€ 59	0.4%	€	3,454	€ 12,693	367.5%	
Capex	€ (583)	€ (709)	€ 126	(17.7%)	€	(347)	€ (236)	67.9%	€	(4,094)	€ (4,345)	€ 251	(5.8%)	€	(2,305)	€ (1,790)	77.7%	€	(7,540)	€ (7,783)	€ 243	(3.1%)	€	(8,232)	€ 692	(8.4%)	

Balance Sheet

€'000s	Dec-18	Mar-19	Apr-19	May-19	Variance LM		Variance LY	
EverZinc BV	Act	Act	Act	Act	€	%	€	%
Current Assets								
Cash and cash equivalents	€ 42,245	€ 41,864	€ 36,609	€ 42,193	€ 5,584	13.2%	€ (52)	(0.1%)
Accounts receivable, net	62,884	65,447	66,994	67,680	686	1.0%	4,796	7.6%
Inventory, net	57,405	82,604	87,988	90,741	2,753	3.0%	33,336	58.1%
Other current assets	9,363	11,847	11,723	11,237	(487)	(4.3%)	1,874	20.0%
Total Current Assets	171,896	201,762	203,315	211,851	8,536	4.0%	39,955	23.2%
Non-Current Assets								
Property, plant & equipment, net	48,613	48,316	48,435	48,088	(346)	(0.7%)	(524)	(1.1%)
Goodwill	12,455	22,057	21,957	22,342	385	1.7%	9,887	79.4%
Deferred financing cost	11,152	14,408	14,417	4,717	(9,700)	(205.6%)	(6,435)	(57.7%)
Other non-current assets	2,749	2,864	2,783	2,699	(84)	(3.1%)	(51)	(1.8%)
Total Non-Current Assets	74,969	87,646	87,592	77,846	(9,745)	(12.5%)	2,877	3.8%
Total Assets	€ 246,865	€ 289,408	€ 290,907	€ 289,697	€ (1,209)	(0.4%)	€ 42,832	17.4%
Current Liabilities								
Accounts payable	73,940	86,161	90,371	101,578	11,207	11.0%	27,638	37.4%
Accrued liabilities	2,201	8,855	6,925	4,106	(2,819)	(68.7%)	1,905	86.5%
Other current liabilities	10,858	11,073	9,937	10,082	145	1.4%	(776)	(7.1%)
Total Current Liabilities	86,998	106,089	107,901	117,101	9,200	7.9%	30,103	34.6%
Long-term liabilities								
Long-term debt less current maturities	92,250	103,550	103,550	103,550	–	0.0%	11,300	12.2%
Long-term unearned revenue	2,334	2,365	2,404	2,399	(5)	(0.2%)	64	2.8%
Other non-current liabilities	26,303	22,270	22,229	22,209	(20)	(0.1%)	(4,094)	(15.6%)
Total Long-Term Liabilities	120,888	128,184	128,183	128,158	(26)	(0.0%)	7,270	6.0%
Total Liabilities	207,886	234,274	236,084	245,259	9,175	3.7%	37,373	18.0%
Shareholders' Equity								
Capital in excess of stated value	43,851	53,551	53,551	53,551	–	0.0%	9,700	22.1%
Retained earnings	(4,872)	1,583	1,271	(9,113)	(10,384)	0.0%	(4,241)	87.1%
Total Shareholders' Equity	38,979	55,134	54,822	44,438	(10,384)	(23.4%)	5,459	14.0%
Total Liabilities and Shareholders' Equity	€ 246,865	€ 289,408	€ 290,907	€ 289,697	€ (1,209)	(0.4%)	€ 42,832	17.4%
<i>Memo:</i>								
Net Working Capital	€ 44,854	€ 62,663	€ 66,398	€ 57,998	€ (8,399)	(14.5%)	€ 13,144	29.3%
Total Net External Debt	€ 50,005	€ 61,686	€ 66,941	€ 61,357	€ (5,584)	(9.1%)	€ 11,352	22.7%

Cash Flow

In kEur	YTD 05/2019	YTD Budget 05/2019
CASH FLOW		
EBITDA	12.851	14.440
Delta WC (trades)	-5.997	-7.721
Capex	-4.094	-4.735
Operating Cash Flow	2.759	1.984
Financial results	-1.906	-1.800
Restructuring	-687	
Non recurring (reclass DB adjustments)	-650	-500
OGC Fees	-830	-300
Other	417	1.131
CIT	-1.441	-1.800
Other cash flow	-5.097	-3.269
Investment	-21.000	-21.000
Equity	9.700	9.700
Net debt	11.300	11.300
Investment Cash Flow	0	0
Total Cash Flow	-2.338	-1.285

Forecast 2019	Budget 2019
37.401	38.381
6.539	5.264
-7.540	-8.485
36.400	35.160
-8.479	-8.014
-897	
-800	-500
-2.170	-1.200
-283	-1.675
-4.354	-4.354
-16.983	-15.742
-21.000	-21000
9.700	9700
11.300	11300
0	0
19.417	19.417

FINANCIAL POSITION DEVELOPMENT		
Opening fin. position		
Cash and cash equivalent	44.530	44.530
Fin. debt	-92.250	-92.250
Total	-47.720	-47.720
Closing fin. position		
Cash and cash equivalent	42.193	43.245
Fin. debt	-103.550	-103.550
Total	-61.357	-60.305
Variance cash & cash equivalents	-2.338	-1.285

44.530	44.530
-92.250	-92.250
-47.720	-47.720
63.947	63.947
-103.550	-103.550
-39.603	-39.603
19.417	19.417

2.d


JOTUL

Pre-summer activities slow versus PY; relocation project on track

Executive Summary: Week of 06-24

- May net sales with NOK 59.5M were -2.4% below PY but -10.6% below budget; months of April to June are the slowest in sales, hence numbers are less material; May showed a slowdown of activities in all countries vs PY
- YTD Net sales at NOK 329.6M were +1.9% above PY and +4.3% above budget
- Gross margin at 28.0% above PY at 25.6% and below budget at 31.5%; production efficiencies improved versus April but are still below PY as a result of the relocation project
- Like-for-like EBITDA in May with NOK 1.5M was +1.4M above due to lower operating expenses and below budget by -NOK3.6M due to lower sales; Accounting adjustment (IFRS 16) of +NOK 3.1M inflated EBITDA to a reported EBITDA of NOK4.6M
- Like-for-like YTD EBITDA at NOK17.8M better than PY at NOK 12.0M and budget at NOK 15.2M; accounting impact boosted reported EBITDA to 34.0M
- Like for like FY 2019 EBITDA outlook remained at NOK 104.8M vs PY at NOK 92.1M and a budget at NOK 107.1 and an LTM performance of NOK 97.9M
- Current trading: June shows slow activity levels with sales after 9 days out of 19 at NOK 12.8M, -26% versus PY and -24% below budget
- Relocation project:
 - HR manager and site manager have started to work
 - 60 employees received resignation letters on Wednesday June 19th in Norway
 - Construction of greenfield factory in Poland on track
 - Comprehensive project review to be held on June 26
- Meeting with Morse (Danish wood stove manufacturer) to discuss potential collaboration/consolidation to be held on June 27 in Paris

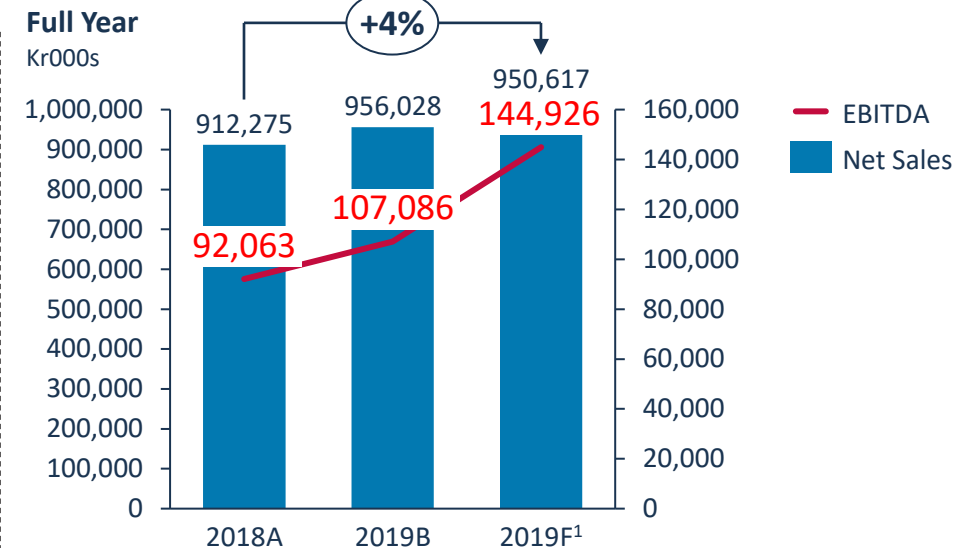
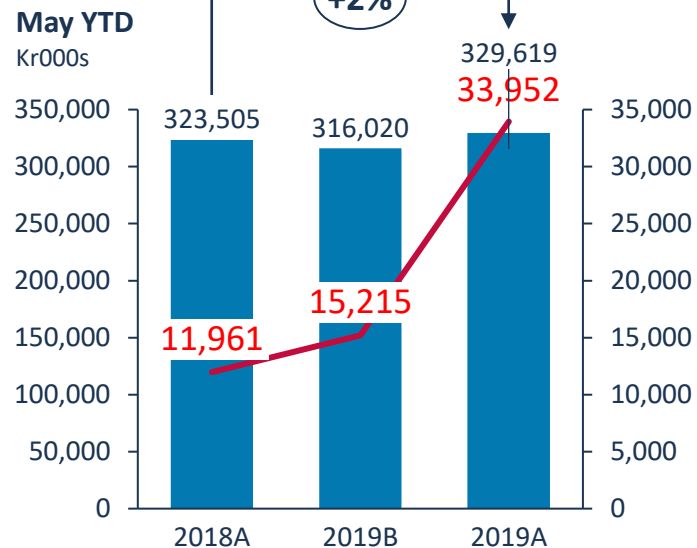
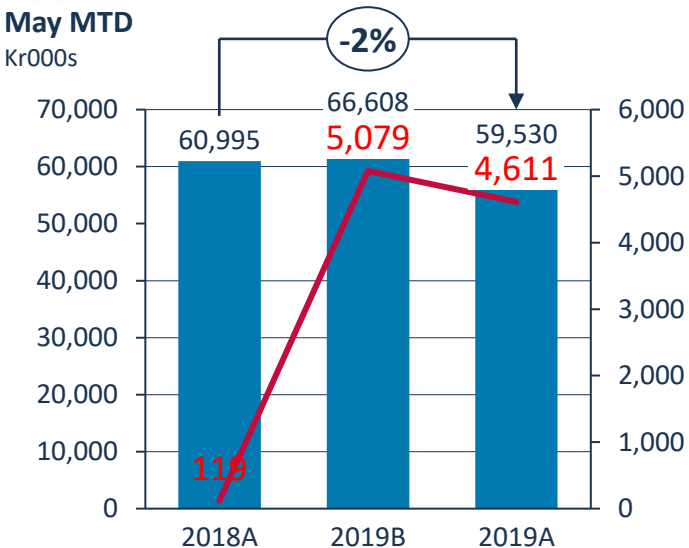
Status Update: Project Details

Project	Current Status & Next Steps	Annualized EBITDA Impact (\$MM)	
		Projected	Actual
A. Relocation of production from Norway & Denmark to Poland 	<ul style="list-style-type: none"> • HR manager and site manager have started to work • 60 employees received resignation letters on Wednesday June 19th in Norway • Construction of greenfield factory in Poland on track • Comprehensive project review to be held on June 26 	0 in 2019 NOK 50M in 2020	0



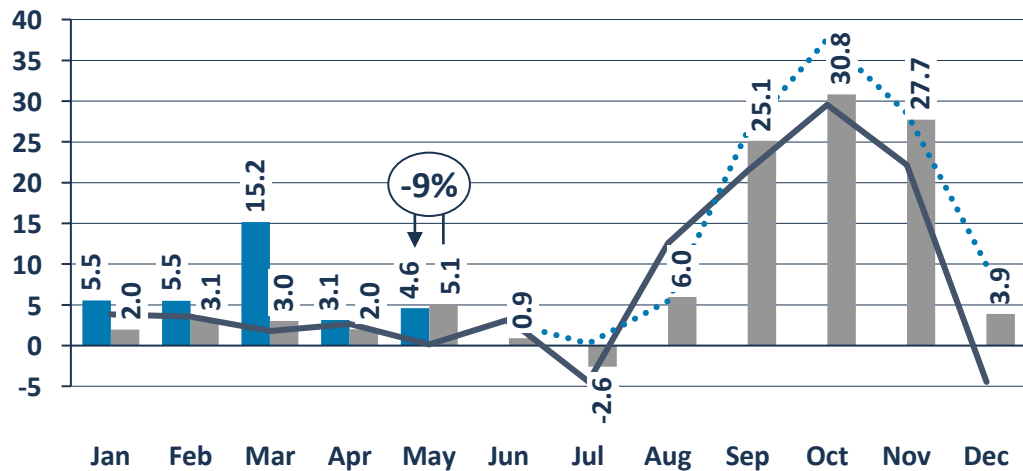
May MTD
Kr000s

Monthly financial metrics



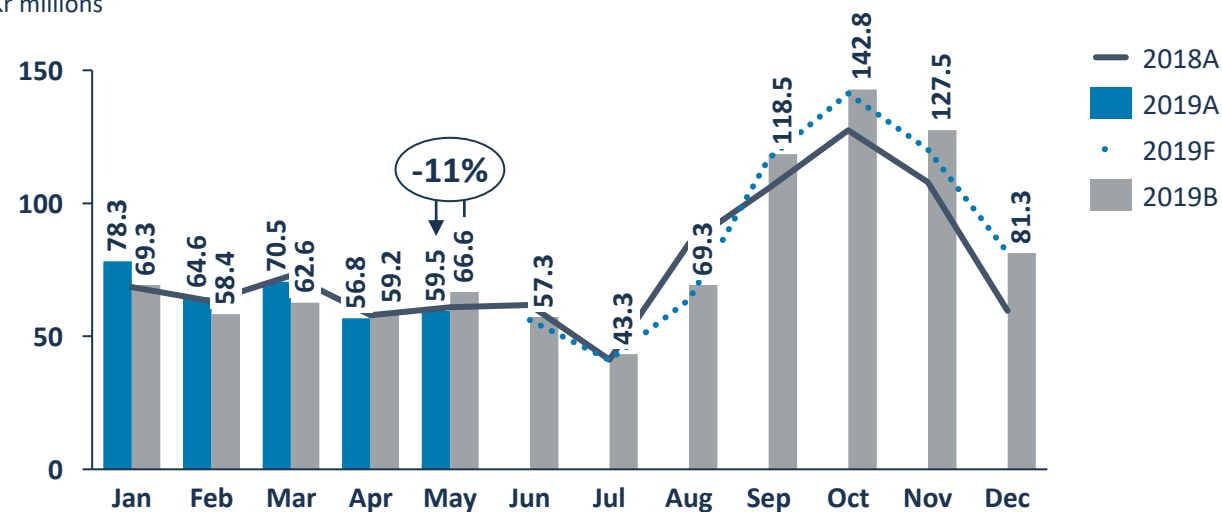
Monthly EBITDA

Kr millions



Monthly Net Revenue

Kr millions



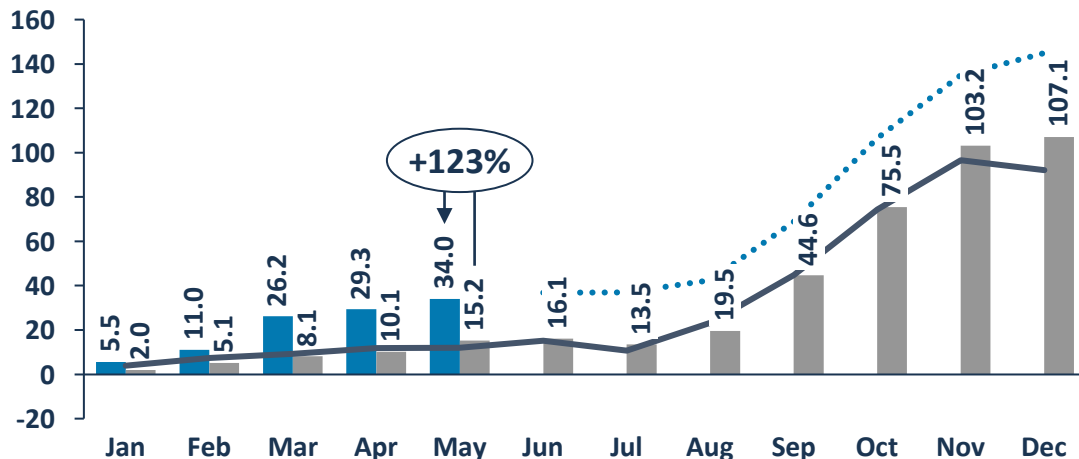
OPENGATE CAPITAL

1. YTD actuals + remaining year forecast

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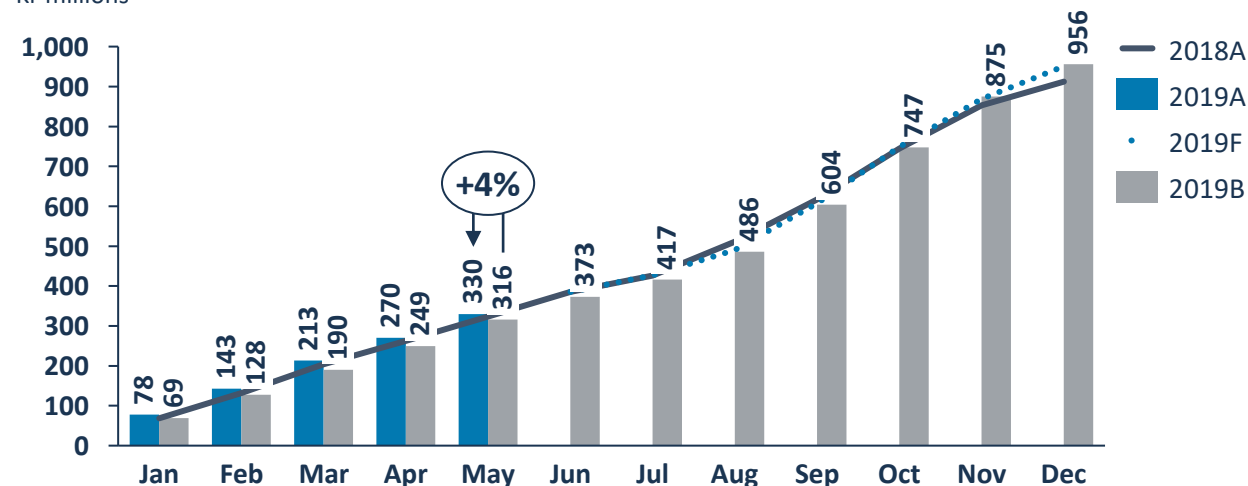
65

Monthly financial metrics



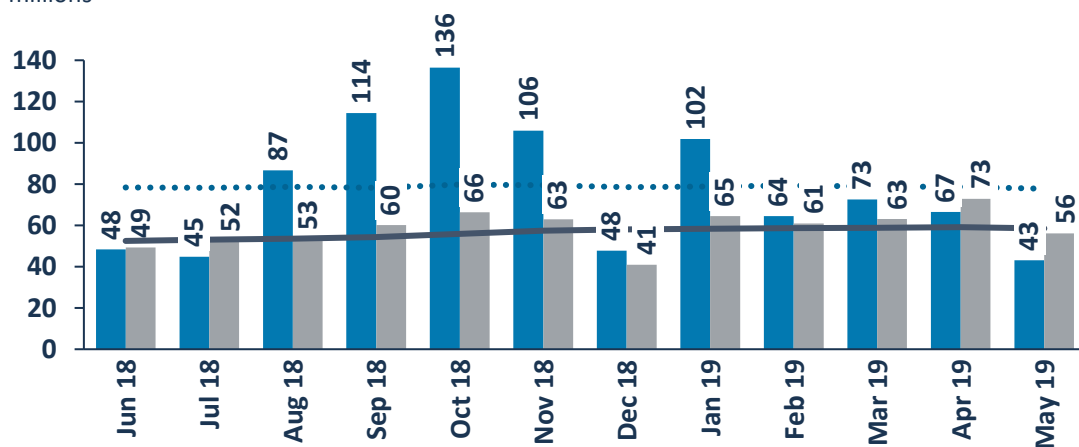
YTD Revenue

Kr millions



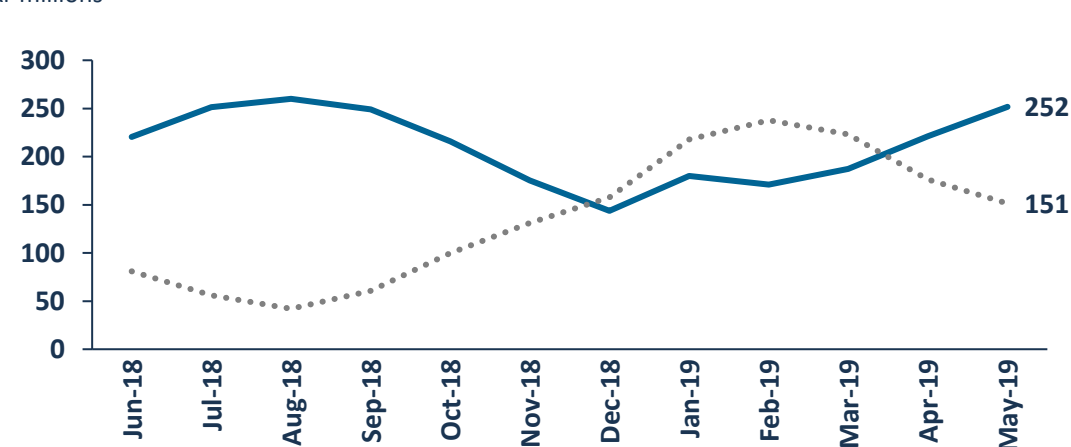
Order Intake

Kr millions



Liquidity

Kr millions



• TTM Avg Bookings • MTD Bookings — TTM Avg Backlog ■ MTD Backlog



OPENGATE CAPITAL

1. YTD actuals + remaining year forecast

<i>kr'000s</i>	MTD	MTD	Var		MTD	Var		YTD	YTD	Var		YTD	Var		FY	FY	Var		FY	Var	
Jotul AS	Act	Bud	kr	%	PY	kr	%	Act	Bud	kr	%	PY	kr	%	Fsct	Bud	kr	%	PY	kr	%
Gross Revenue	112,818	118,664	(5,846)	(4.9%)	111,217	1,601	1.4%	598,671	573,527	25,144	4.4%	583,734	14,937	2.6%	1,717,459	1,723,078	€ (5,619)	(0.3%)	1,651,786	65,673	4.0%
Adj. to Gross Reven	(53,288)	(52,056)	(1,232)	2.4%	(50,222)	(3,066)	6.1%	(269,052)	(257,507)	(11,544)	4.5%	(260,230)	(8,822)	3.4%	(766,842)	(767,050)	208	(0.0%)	(739,511)	(27,331)	3.7%
Net Revenue	59,530	66,608	(7,078)	(10.6%)	60,995	(1,465)	(2.4%)	329,619	316,020	13,599	4.3%	323,505	6,115	1.9%	950,617	956,028	(5,411)	(0.6%)	912,275	38,342	4.2%
Other COGS	13,694	15,233	(1,539)	(10.1%)	14,855	(1,161)	(7.8%)	69,391	70,886	(1,495)	(2.1%)	83,782	(14,391)	(17.2%)	210,465	220,631	(10,166)	(4.6%)	216,205	(5,740)	(2.7%)
Total COGS	42,832	45,647	(2,815)	(6.2%)	45,358	(2,526)	(5.6%)	230,041	218,849	11,192	5.1%	234,431	(4,390)	(1.9%)	650,642	654,225	(3,583)	(0.5%)	634,762	15,880	2.5%
Gross Margin	16,698	20,961	(4,263)	(20.3%)	15,637	1,061	6.8%	99,578	97,172	2,407	2.5%	89,074	10,505	11.8%	299,975	301,802	(1,827)	(0.6%)	277,513	22,462	8.1%
Gross Margin %	28.0%	31.5%			25.6%			30.2%	30.7%			27.5%			31.6%	31.6%			30.4%		
Sales & Marketing	7,491	7,939	(448)	(5.6%)	7,476	15	0.2%	38,804	41,758	(2,954)	(7.1%)	36,824	1,980	5.4%	100,152	100,447	(295)	(0.3%)	88,728	11,424	12.9%
Administrative	2,729	6,113	(3,384)	(55.4%)	5,933	(3,204)	(54.0%)	17,354	31,087	(13,733)	(44.2%)	30,821	(13,467)	(43.7%)	33,412	73,551	(40,139)	(54.6%)	76,971	(43,559)	(56.6%)
Total Opex	12,087	15,882	(3,795)	(23.9%)	15,518	(3,431)	(22.1%)	65,626	81,957	(16,331)	(19.9%)	77,113	(11,487)	(14.9%)	155,049	194,716	(39,668)	(20.4%)	185,450	(30,401)	(16.4%)
EBITDA	4,611	5,079	(468)	(9.2%)	119	4,492	3774.8%	33,952	15,215	18,738	123.2%	11,961	21,992	183.9%	144,926	107,086	37,841	35.3%	92,063	52,863	57.4%
EBITDA %	7.7%	7.6%			0.2%			10.3%	4.8%			3.7%			15.2%	11.2%			10.1%		
Net Income (Loss)	(8,419)	(753)	(7,666)	1018.4%	(6,631)	(1,788)	27.0%	(37,076)	(25,445)	(11,631)	45.7%	(44,278)	7,203	(16.3%)	(25,507)	(7,641)	(17,866)	233.8%	(48,852)	23,345	(47.8%)
Capex	(2,471)	(2,877)	406	(14.1%)	(6,136)	3,665	(59.7%)	(14,126)	(18,045)	3,919	(21.7%)	(12,762)	(1,364)	10.7%	(32,075)	(31,153)	(922)	3.0%	(33,392)	1,317	(3.9%)



Balance Sheet

kr'000s	May-18	Feb-19	Mar-19	Apr-19	May-19	Variance LM	
Jotul AS	Act	Act	Act	Act	Act	€	%
Current Assets							
Cash and cash equivalents	63,138	199,921	181,181	138,071	109,387	28,684	26.2%
Accounts receivable, net	85,113	77,902	82,379	67,854	73,513	(5,659)	(7.7%)
Inventory, net	169,037	200,133	210,182	217,744	229,310	(11,566)	(5.0%)
Prepaid expenses and other current assets	—	—	—	—	—	—	0.0%
Other current assets	13,048	23,771	15,135	27,766	27,957	(191)	(0.7%)
Total Current Assets	330,336	501,727	488,877	451,435	440,167	11,268	2.6%
Non-Current Assets							
Property, plant & equipment, net	144,997	137,935	138,384	140,463	140,463	—	0.0%
Goodwill	448	—	—	—	—	—	0.0%
Identifiable intangible assets, net	126,562	14,057	13,080	12,595	13,222	(627)	(4.7%)
Deferred tax asset	1,233	1,253	1,248	1,250	1,256	(6)	(0.5%)
Other non-current assets	15,619	15,060	15,050	14,826	14,859	(33)	(0.2%)
Total Non-Current Assets	288,859	168,305	607,946	605,744	603,243	2,501	0.4%
Total Assets	619,195	670,032	1,096,823	1,057,179	1,043,410	13,769	1.3%
Current Liabilities							
Current portion of long-term debt	4,689	26,458	24,308	18,141	17,574	567	3.2%
Accounts payable	57,431	96,348	87,356	81,034	75,615	5,419	7.2%
Accrued liabilities	—	—	—	—	(567)	567	(100.0%)
Accrued compensation	—	—	—	—	—	—	0.0%
Income taxes payable	—	—	—	—	—	—	0.0%
Short-term unearned revenue	—	—	—	—	—	—	0.0%
Other current liabilities	63,156	76,890	74,902	71,198	69,195	2,003	2.9%
Total Current Liabilities	125,276	199,696	186,566	170,373	161,817	8,556	5.3%
Long-term liabilities							
Long-term debt less current maturities	258,048	337,053	336,886	332,350	334,806	(2,456)	(0.7%)
Capital lease	—	7,495	7,388	8,773	8,724	49	0.6%
Debt owing to OpenGate	177,645	140,816	141,344	142,067	178,461	(36,394)	(20.4%)
Deferred income taxes	707	12,259	12,769	12,648	2,821	9,827	348.4%
Deferred liabilities	—	—	—	—	—	—	0.0%
Other non-current liabilities	39,328	227	4,420	4,330	4,370	(40)	(0.9%)
Total Long-Term Liabilities	475,728	497,850	944,900	934,836	965,069	(30,233)	(3.1%)
Total Liabilities	601,004	697,546	1,131,466	1,105,209	1,126,886	(21,677)	(1.9%)
Shareholders' Equity							
Common stock	121	600	600	600	600	600	0.0%
Retained earnings	18,070	(28,114)	(35,242)	(48,630)	(84,643)	(84,643)	0.0%
Other equity transactions	—	—	—	—	—	—	0.0%
Total Shareholders' Equity	18,191	(27,514)	(34,642)	(48,030)	(84,043)	36,013	(42.9%)
Total Liabilities and Shareholders' Equity	619,195	670,032	1,096,824	1,057,179	1,042,843	14,336	1.4%
<i>Memo:</i>							
Net Working Capital	146,611	128,568	145,438	161,132	186,537	(25,405)	(13.6%)
Total Net External Debt	199,599	171,085	187,401	221,193	251,717	(30,524)	(12.1%)



Cash Flow

	MTD	MTD	MTD	MTD	MTD	MTD	MTD	MTD	MTD	MTD	MTD	MTD	MTD	YTD
	December	January	February	March	April	May	June	July	August	September	October	November	December	December
Actual 2019	2018	AC	AC	AC	AC	AC	FC	FC	FC	FC	FC	FC	FC	AC/FC
Inventories (gross value)	179 012	184 274	200 133	210 182	217 744	229 310	222 227	217 090	226 783	231 125	221 826	213 625	190 714	190 714
Trade account receivables	75 698	78 898	77 902	82 379	67 854	73 513	95 560	88 527	113 597	150 151	150 344	138 508	95 749	95 749
Other current assets	15 213	22 059	23 470	14 809	27 457	27 648	10 002	15 489	12 623	11 048	14 709	11 307	8 944	8 944
Trade account payables	-83 282	-72 165	-96 348	-87 356	-81 034	-75 615	-61 206	-46 309	-57 883	-70 073	-75 187	-70 274	-78 138	-78 138
Other current liabilities	-77 725	-66 365	-71 679	-67 865	-64 471	-62 366	-60 778	-45 568	-53 125	-56 349	-64 026	-65 051	-70 533	-70 533
Operating Working Capital (OWC)	108 916	146 700	133 478	152 149	167 551	192 490	205 805	229 229	241 995	265 902	247 666	228 116	146 736	146 736
EBITDA (before NRI)	-4 467	5 532	5 501	5 508	-233	1 476	-564	-3 126	2 102	23 008	34 239	25 144	6 259	104 844
Change in WC	54 521	-37 784	13 222	-22 532	-15 402	-24 939	-13 315	-23 424	-12 766	-23 907	18 236	19 550	81 380	-41 681
Other operating cash flow	-277	-199	-389	798	240	7	-393	-148	-383	-383	-158	-383	-480	-1 872
Capex- Re-location					-9 989	-507	-4 385	-1 850	-1 880	-20 054	-8 620	-1 772	-3 274	-52 330
Capex- other	-2 966	-1 645	-1 345	-3 507	-5 158	-2 471	-3 464	-3 005	-2 043	-1 705	-1 672	-1 369	-3 770	-31 153
OPERATING CASH FLOW	46 810	-34 097	16 989	-19 733	-30 542	-26 434	-22 121	-31 554	-14 971	-23 040	42 025	41 170	80 116	-22 193
Non-recurring items and management fee	-9 917	-2 280	-3 177	-1 988	-2 071	-3 435	-2 347	-3 616	-2 354	-3 517	-2 958	-2 325	-7 619	-37 687
Agio	-1 841	5 494	1 452	7 774	-2 578	3 033	3 086	1 773	5 844	4 327	357	4 160	-9 696	25 026
Net payable interest and financial expenses	-1 826	-5 416	-3 830	-1 889	-3 287	-830	-352	-5 356	-388	-400	-5 395	-482	-652	-28 278
Corporate income tax	-1 462	-660	286	-647	149	-402	125	659	-1 171	-2 409	-3 444	-2 838	4 751	-5 601
NON-OPERATING CASH FLOW	-15 046	-2 862	-5 269	3 250	-7 787	-1 633	512	-6 539	1 932	-1 999	-11 441	-1 486	-13 216	-46 539
Variation leasing debt	-45	-398	-36	-107	1 385	-50	-93	-93	-93	-93	-93	-94	1 504	1 739
Aico France Purchase						-	-10 000							-10 000
Change RCF	5 355	-	-	-	-		31 761	27 116	10 454	-5 547	-40 898	-24 122	2 000	764
Change in factoring debt	-8 823	8 473	11 561	-2 150	-6 167	-567	4 746	-741	6 386	11 133	421	-3 023	-17 756	12 315
Net proceeds from transaction (funding)	-	87 750	-	-	-			-	-	-	-	-	-	87 750
FINANCING CASH FLOW	-3 513	95 825	11 525	-2 257	-4 782	-616	26 415	26 282	16 747	5 493	-40 570	-27 239	-14 252	92 568
NET CASH FLOW	28 252	58 866	23 245	-18 740	-43 111	-28 684	4 806	-11 811	3 708	-19 546	-9 986	12 445	52 647	23 837
														0
Opening cash balance	89 559	117 810	176 676	199 921	181 181	138 070	109 387	114 193	102 382	106 090	86 544	76 558	89 003	117 810
NET CASH FLOW	28 252	58 866	23 245	-18 740	-43 111	-28 684	4 806	-11 811	3 708	-19 546	-9 986	12 445	52 647	23 837
Closing cash balance	117 810	176 676	199 921	181 181	138 070	109 387	114 193	102 382	106 090	86 544	76 558	89 003	141 650	141 647
Jotul Holdings SA	91 090	69 578	66 041	65 937	58 476	52 210								
Jotul AS	26 721	107 098	133 880	115 244	79 595	57 177								-
Line of credit (available for drawdown)	60 000	60 000	60 000	60 000	60 000	60 000	60 000	60 000	60 000	68 000	68 000	68 000	68 000	60 000
Local cash requirements (subsidiaries)	-15 000	-15 000	-15 000	-15 000	-15 000	-15 000	-15 000	-15 000	-15 000	-15 000	-15 000	-15 000	-15 000	-15 000
Used credit line		-	-	-	-	-	-32 997	-60 113	-70 567	-65 020	-24 122		-	-
Available credit line	45 000	45 000	45 000	45 000	45 000	45 000	12 003	-15 113	-25 567	-12 020	28 878	53 000	53 000	45 000
Bank deposits	117 810	176 676	199 921	181 181	138 070	109 387	114 193	102 382	106 090	86 544	76 558	89 003	141 650	
Restricted cash (tax withhold)	-5 107	-3 966	-7 007	-2 896	-6 829	-2 971	-5 969	-160	-4 850	-3 111	-6 444	-3 710	-5 292	
Total liquidity	157 703	217 710	237 914	223 285	176 241	151 416	120 227	87 109	75 673	71 413	98 992	138 293	189 358	
Opening External Net Debt	-175 474	-143 709	-179 802	-171 086	-187 401	-221 194	-251 717	-	-	-	-	-	-	
Variation leasing debt	45	398	36	107	-1 385	50								
I/C loan														
Transfer of debt	-5 355													
Compound interests on bond debt		867	-3 004	167	4 536	-2 456								
Change in RCF	-	-87 750												
Change in factoring	8 823	-8 473	-11 561	2 150	6 167	567								
Net Cash Flow	28 252	58 866	23 245	-18 740	-43 111	-28 684								
Closing external Net Debt	-143 709	-179 802	-171 086	-187 401	-221 194	-251 717								
Intercompany loan	-139 211	-140019	-140816	-141 343	-142067	-178461								-
Total net debt	-282 920	-319 821	-311 902	-328 744	-363 261	-430 178								

2.3

Ravelli

Turnaround plan of new CEO under preparation

Executive Summary: Week of 06-24

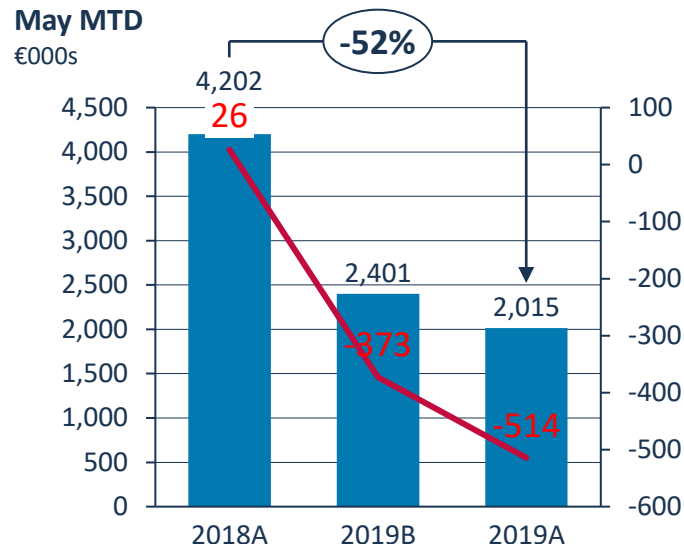
- New CEO started beginning of June after the previous CEO resigned due to his ineffective turnaround execution
- May numbers show significant underperformance versus PY and the new CEO is preparing a comprehensive turnaround plan by mid July to tackle the deteriorating situation on a short, mid and long term perspective
- HR:
 - production manager was fired effective end June; current COO to replace production manager
 - Manufacturing controller will start end of June to improve cost and margin analysis and control
 - Production planner to be hired in July
- May net sales with € 2.0M were -52.1% below PY but -16.1% below budget; main concern is sales in Italy with the market reducing at double digit rates due to a reduction in tax incentives for pellet stoves; the French market shows the opposite trend which however is not sufficient to recover sales losses in Italy
- YTD Net sales at € 9.7M were -27.7% below PY and in line with budget
- Gross margin at 18.4% above PY at 12.2% and below budget at 20.6%; production inefficiencies still very high in May, resulting in the resignation of the previous CEO end of May
- EBITDA in May with € -514k was -541M below PY due to sales and higher Operating expenses
- YTD EBITDA at € -2.6M was -€1.8M worse than PY; main issues are linked to sales volumes and low margin levels
- FY 2019 EBITDA outlook remains at € -1.4M vs PY at €-6.4M with some downward risks; reliable 2019 forecast requires validation of the new CEO by end June
- Liquidity remains at low levels but OGC still has €2M at holding level not considered by the business; bank meetings to be held in July to improve credit lines

Status Update: Project Details

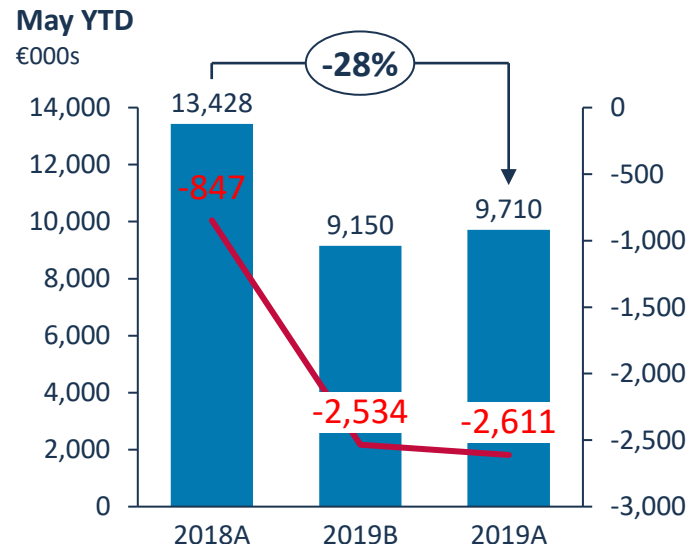
Project		Current Status & Next Steps	Annualized EBITDA Impact (\$MM)	
			Projected	Actual
A. Prepare revised turnaround plan with new CEO		<ul style="list-style-type: none"> • Review all current initiatives to turnaround the business and revise priorities • New CEO will present his revised turnaround plan versus previous management by mid July 	TBD	TBD
B. Prepare refinancing discussion with Italian banks		<ul style="list-style-type: none"> • Upon validation of 2019 and 2020 forecast by beginning of July, prepare bank roadshow to improve credit lines and facilities 	TBD	TBD

Monthly financial metrics

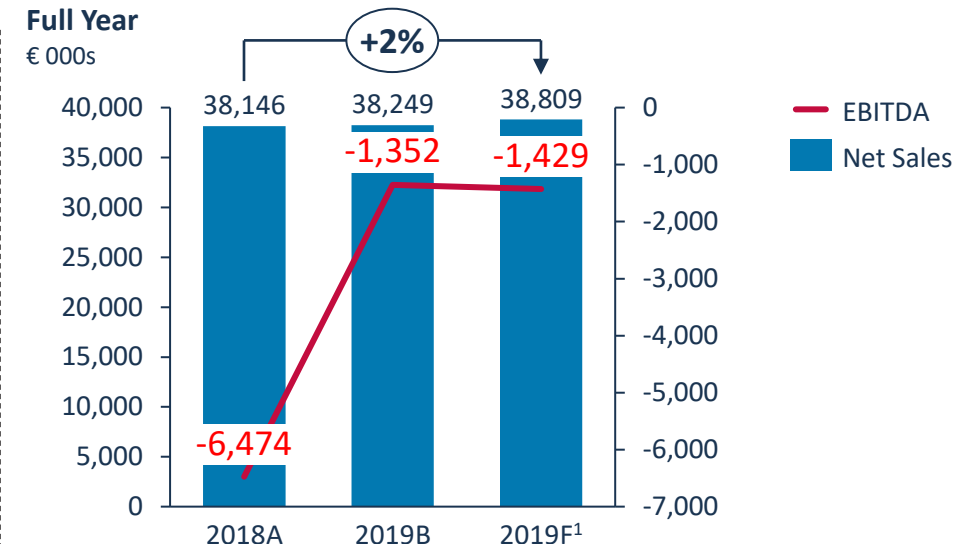
May MTD
€000s



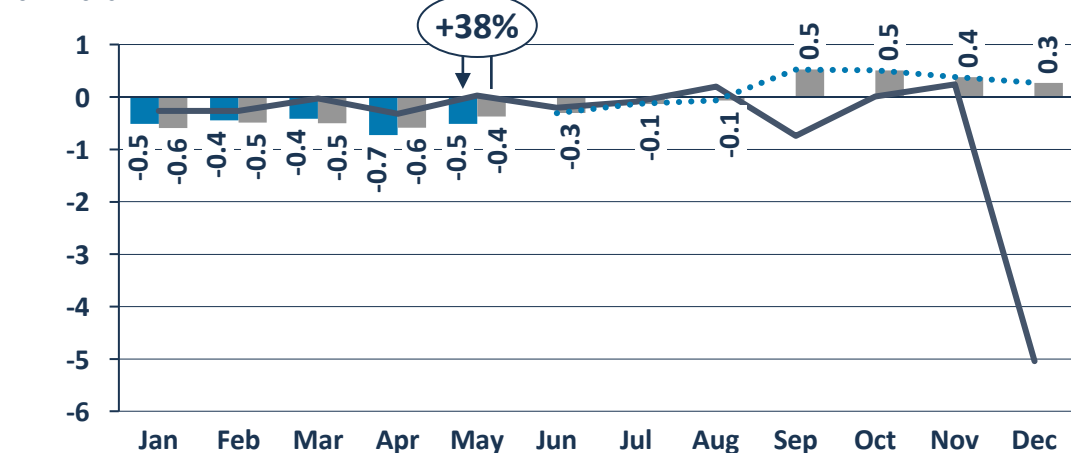
May YTD
€000s



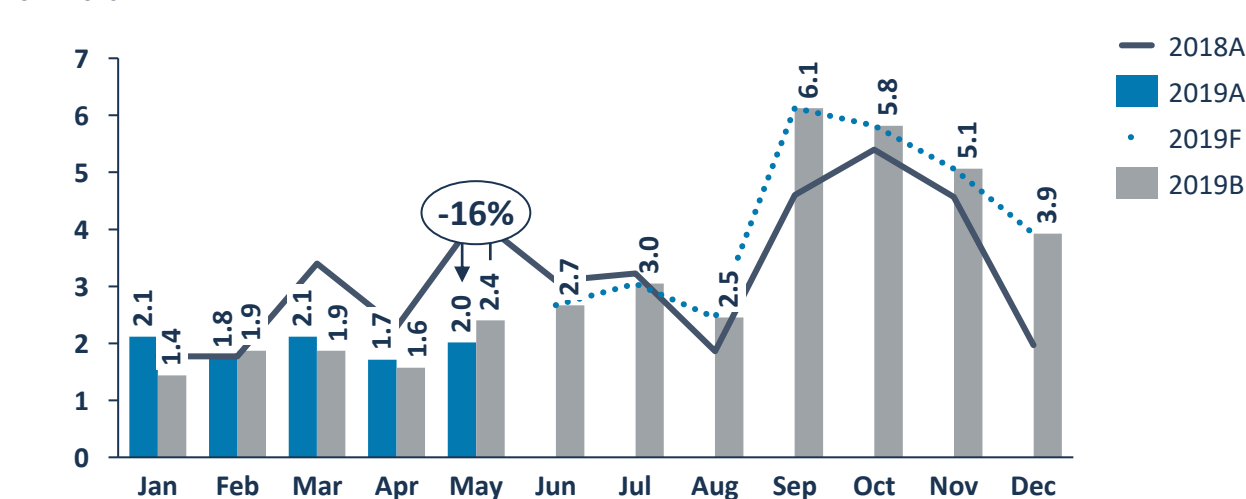
Full Year
€ 000s



Monthly EBITDA
€ millions



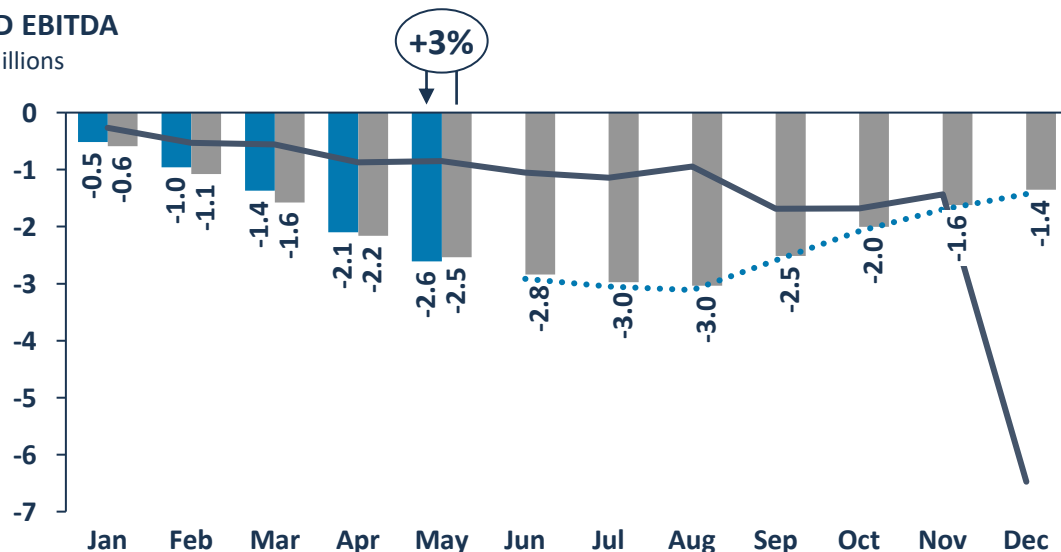
Monthly Net Revenue
€ millions



Monthly financial metrics

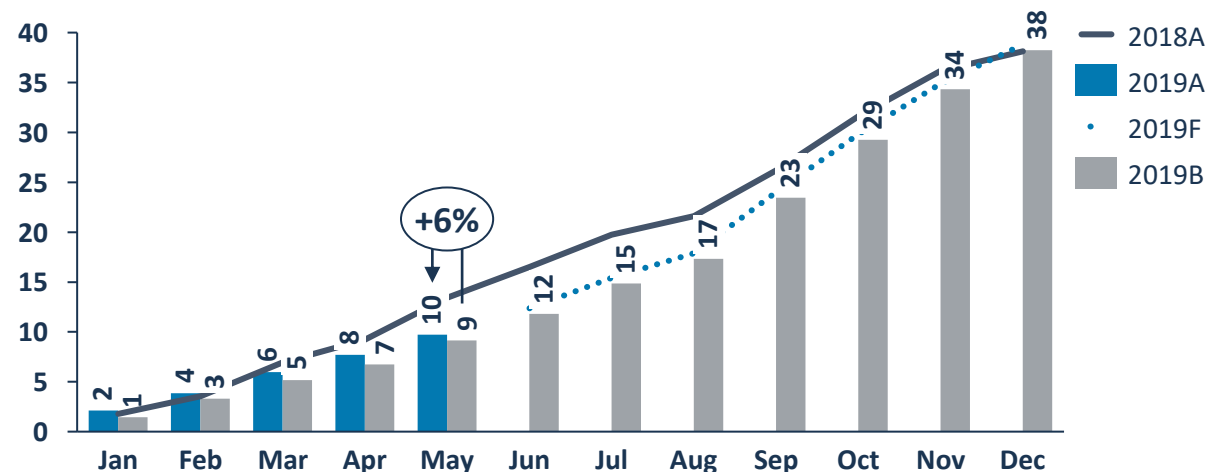
YTD EBITDA

€ millions



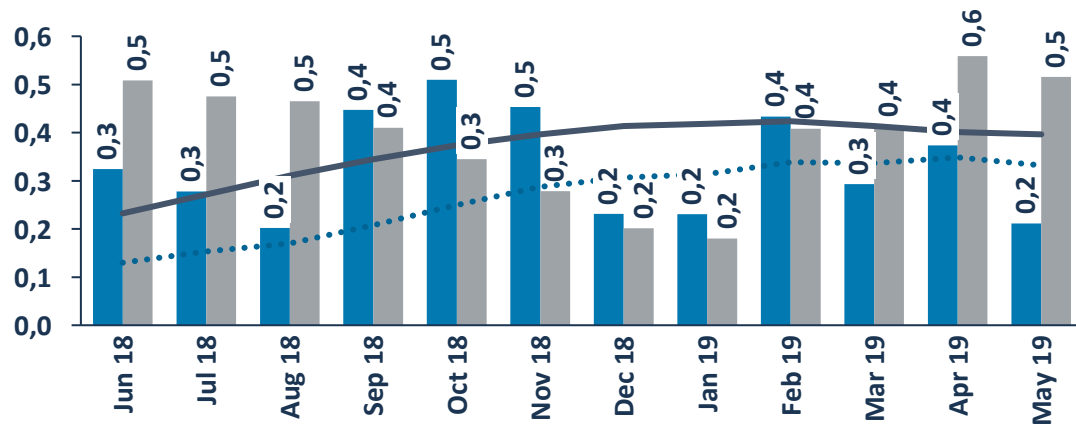
YTD Revenue

€ millions



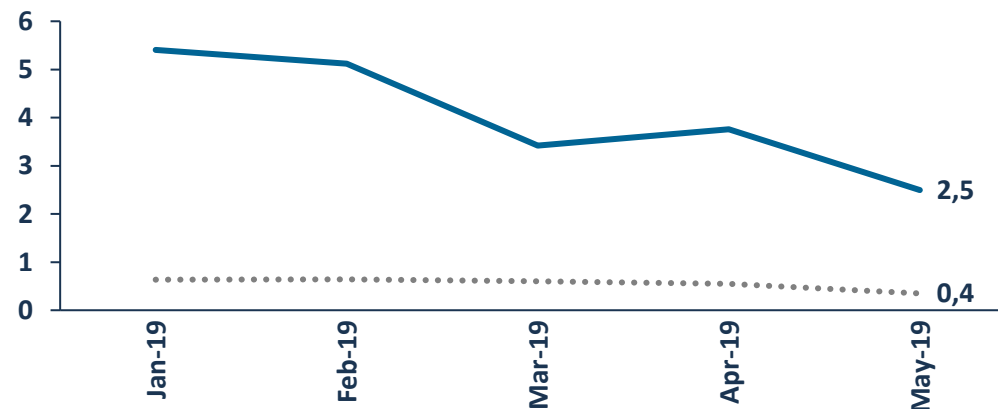
Order Intake

€ millions



Liquidity

€ millions



• TTM Avg Bookings • MTD Bookings — TTM Avg Backlog ■ MTD Backlog



OPENGATE CAPITAL

1. YTD actuals + remaining year forecast

CONFIDENTIAL

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€'000s	MTD		MTD		Var		MTD		Var		YTD		YTD		Var		YTD		Var		FY	FY	Var		FY	Var	
AICO	Act	Bud	€	%	€	%	PY	€	%	€	%	PY	€	%	€	%	€	%	€	%	Fsc	Bud	€	%	PY	€	%
Gross Revenue	€ 2,107	\$ 2,451	\$ (344)	(14.0%)	€ 4,148	€ (2,042)	(49.2%)	€ 9,971	€ 9,307	€ 664	7.1%	€ 13,338	€ (3,366)	(25.2%)	€ 39,756	€ 39,092	€ 664	1.7%	€ 38,705	€ 1,051	2.7%						
Adj. to Gross Reven	(92)	(50)	(42)	84.3%	54	(146)	(269.6%)	(261)	(157)	(104)	66.3%	90	(351)	(390.1%)	(947)	(843)	(104)	12.3%	(559)	(388)	69.4%						
Net Revenue	2,015	2,401	(386)	(16.1%)	4,202	(2,188)	(52.1%)	9,710	9,150	560	6.1%	13,428	(3,717)	(27.7%)	38,809	38,249	560	1.5%	38,146	663	1.7%						
Other COGS	164	215	(51)	(23.9%)	227	(64)	(28.0%)	836	787	49	6.3%	1,088	(251)	(23.1%)	3,437	3,388	49	1.5%	3,037	400	13.2%						
Total COGS	1,644	1,906	(262)	(13.8%)	3,689	(2,045)	(55.4%)	8,302	7,589	713	9.4%	12,152	(3,850)	(31.7%)	30,579	29,866	713	2.4%	35,200	(4,620)	(13.1%)						
Gross Margin	371	495	(124)	(25.1%)	513	(143)	(27.8%)	1,408	1,561	(153)	(9.8%)	1,275	133	10.4%	8,230	8,383	(153)	(1.8%)	2,946	5,284	179.3%						
Gross Margin %	18.4%	20.6%			12.2%			14.5%	17.1%			9.5%			21.2%	21.9%			7.7%								
Sales & Marketing	—	—	—	n/a	—	—	n/a	—	—	—	n/a	—	—	n/a	—	—	—	n/a	—	—	n/a						
Administrative	835	814	21	2.6%	475	360	75.7%	3,752	3,829	(77)	(2.0%)	2,063	1,690	81.9%	9,014	9,091	(77)	(0.8%)	7,043	1,971	28.0%						
Total Opex	885	868	17	2.0%	487	398	81.6%	4,018	4,095	(77)	(1.9%)	2,122	1,896	89.4%	9,658	9,735	(77)	(0.8%)	9,420	238	2.5%						
EBITDA	(514)	(373)	(141)	37.9%	26	(541)	(2060.8%)	(2,611)	(2,534)	(77)	3.0%	(847)	(1,764)	208.3%	(1,429)	(1,352)	(77)	5.7%	(6,474)	5,045	(77.9%)						
EBITDA %	(25.5%)	(15.5%)			0.6%			(26.9%)	(27.7%)			(6.3%)			(3.7%)	(3.5%)			(17.0%)								
Net Income (Loss)	€ (779)	\$ (294)	\$ (485)	164.9%	€ (157)	€ (622)	397.4%	€ (3,457)	€ (2,982)	€ (475)	15.9%	€ (2,391)	€ (1,066)	44.6%	€ (2,929)	€ (2,454)	€ (475)	19.3%	€ (17,050)	€ 14,121	(82.8%)						
Capex	€ (47)	\$ —	\$ (47)	n/a	€ -	€ (47)	n/a	€ (156)	€ (105)	€ (51)	49.0%	€ -	€ (156)	n/a	€ (427)	€ (386)	€ (41)	10.7%	€ -	€ (427)	n/a						

Balance Sheet

€'000s	Mar-19	Apr-19	May-19	Variance LM	
AICO	Act	Act	Act	€	%
<u>Current Assets</u>					
Cash and cash equivalents	€ (521)	€ (1,655)	€ (1,274)	€ (381)	29.9%
Accounts receivable, net	12,116	9,622	10,713	(1,091)	(10.2%)
Inventory, net	13,129	12,944	12,893	51	0.4%
Current portion of deferred taxes	795	795	795	–	0.0%
Other current assets	(64)	46	(745)	791	(106.2%)
Total Current Assets	25,459	21,755	22,385	(630)	(2.8%)
<u>Non-Current Assets</u>					
Property, plant & equipment, net	816	798	790	8	1.1%
Identifiable intangible assets, net	993	989	995	(6)	(0.6%)
Other non-current assets	84	84	84	–	0.0%
Total Non-Current Assets	1,893	1,872	1,869	3	0.1%
Total Assets	€ 27,352	€ 23,627	€ 24,254	€ (627)	(2.6%)
<u>Current Liabilities</u>					
Accounts payable	9,650	7,536	6,692	844	12.6%
Accrued liabilities	184	288	390	(101)	(26.0%)
Total Current Liabilities	12,731	9,925	8,306	1,620	19.5%
<u>Long-term liabilities</u>					
Debt owing to OpenGate	5,728	–	3,000	(3,000)	(100.0%)
Total Long-Term Liabilities	7,077	1,392	4,417	(3,026)	(68.5%)
Total Liabilities	19,808	11,317	12,723	(1,406)	(11.0%)
Total Shareholders' Equity	7,544	12,310	11,531	779	6.8%
Total Liabilities and Shareholders' Equity	€ 27,352	€ 23,627	€ 24,254	€ (627)	(2.6%)
<i>Memo:</i>					
Net Working Capital	€ 16,146	€ 15,586	€ 16,578	€ (992)	(6.0%)
Total Net Debt	€ 3,418	€ 3,756	€ 2,499	€ 1,258	50.3%

	January	February	March	April	May	TOTAL
	AC	AC	AC	AC	AC	AC/FCST
Inventories (gross value)	12.206	12.993	13.129	12.944	12.893	10.886
Trade account receivables	15.098	13.052	12.158	9.811	9.992	11.068
Other current assets	731	892	693	656	775	800
Trade account payables	-11.816	-11.378	-9.650	-7.536	-6.692	-8.659
Other current liabilities	63	-93	-184	-288	-390	-1.013
Operating Working Capital (OWC)	16.283	15.465	16.146	15.586	16.578	13.082
EBITDA	-513	-443	-412	-728	-514	-1.429
Change in WC	577	818	-681	560	-992	3.778
Change in Provisions	34	-13	-24	43	26	170
Capex	11	-57	-36	-28	-47	-775
OPERATING CASH FLOW	110	304	-1.152	-154	-1.528	1.746
Non-recurring items and management fee	-4	-17	-118	-169	-218	-551
Net payable interest and financial expenses	-2	-4	-54	-15	3	-81
NON-OPERATING CASH FLOW	-5	-22	-172	-185	-215	-632
Change RCF	104	-6	-890	-667	-852	-4.237
Change in factoring debt	-80	-147	-199	-129	-25	-555
OpenGate Loan	-	-	3.028	-5.728	3.000	300
Paid in Capital	-	-	-	5.728	-	5.728
FINANCING CASH FLOW	24	-153	1.939	-796	2.123	1.236
NET CASH FLOW	128	130	615	-1.135	381	2.350
Opening cash balance	-1.393	-1.265	-1.135	-521	-1.655	-1.393
NET CASH FLOW	128	130	615	-1.135	381	2.350
Closing cash balance	-1.265	-1.135	-521	-1.655	-1.274	956
Line of credit (available for drawdown)	8.550	8.550	8.550	6.350	6.350	6.350
Used credit line	4.140	3.987	2.897	2.101	1.224	1.300
Available credit line	4.410	4.563	5.653	4.249	5.126	5.050
Bank deposits	-1.265	-1.135	-521	-1.655	-1.274	956
Total liquidity	5.675	5.698	6.173	5.904	6.400	4.094
Opening External Net Debt	5.509	5.404	5.122	3.418	3.756	-1.632
Change in RCF	104	-6	-890	-667	-852	-4.237
Change in factoring	-80	-147	-199	-129	-25	-555
Net Cash Flow	-128	-130	-615	1.135	-381	-2.350
Closing external Net Debt	5.404	5.122	3.418	3.756	2.499	-8.774
Total net debt	5.404	5.122	3.418	3.756	2.499	-8.774

2.f

Fichet

Executive Summary: Week of 06-24

- Sales reached 10.3M€ in May, in line with YTD average. It is +2% vs PY but -3% vs Budget because of low performance on Entrance Control and Electronic Security
- May EBITDA is €-116k , +90k better than Budget (+44%) and +76% vs PY. Cost saving plan and project margin follow up is being implemented
- YTD EBITDA with -€1.4M is +€0,4M better than budget and +€1.8M better than PY
- FY EBITDA is forecasted at €2,4M vs. PY at -€6.4M and budget at €2.5M
- Closing accounts: €1,8M received from Gunnebo on 20th May.
- 2018 Statutory accounts finally received from Deloitte
- Group reorganisation/redundancy plan:
 - Final round of negotiation with employee representative week starting 24/06. Heading to an unilateral agreement
 - Stronger reaction from Unions. Already 3 days strike but with limited impact on the activity (-€0.2M of sales postponed to June)
 - Overall 92 roles at stake representing a net saving of 5.6M€ and for a redundancy plan costs of maximum 8.2M€

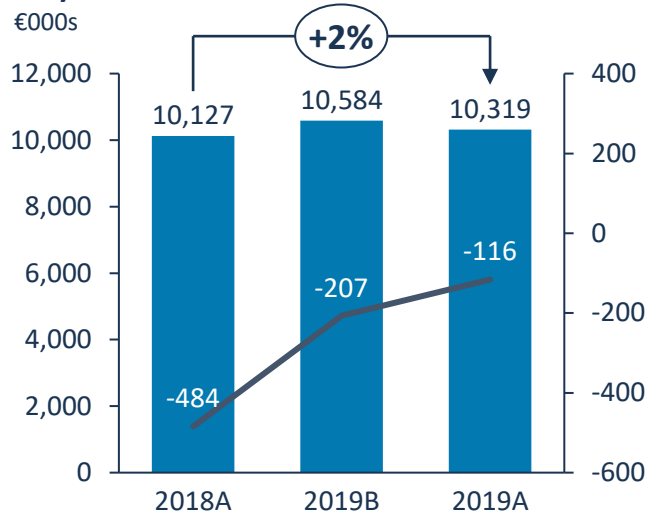
Status Update: Project Details

Project		Current Status & Next Steps	Annualized EBITDA Impact (\$MM)	
			Projected	Actual
A. Closing Accounts		• Agreement reached with Gunnebo, €1,8M paid to Safe and Secured Holding on 20/05		
B. COO Recruitment		• new COO joined on 13 May	0.2	
D. Cost reduction and cash program		• Mainly cash impact with overdue reduction target	0.3	
E. New commercial strategy implementation		• Roland Berger to conclude its work 1 st week of July to support Fichet in developing new market segment (Safe building and Channel partners)		
F. Restructuring Plan		• Negotiation formally started. Target end date: 1 st week of September	1.4	

Monthly financial metrics

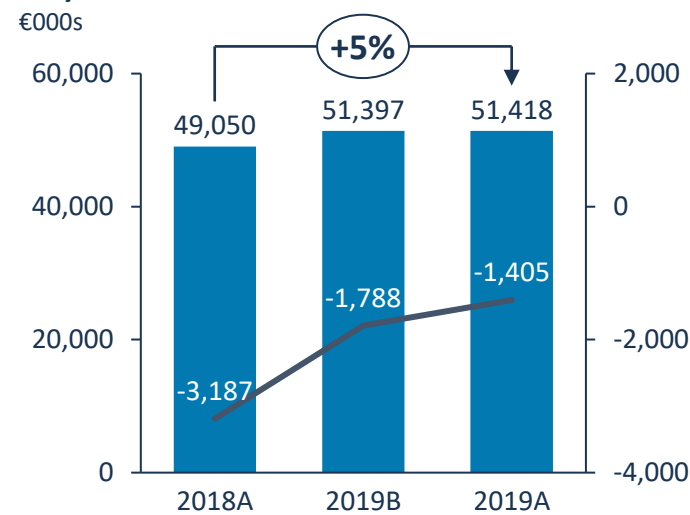
May MTD

€000s



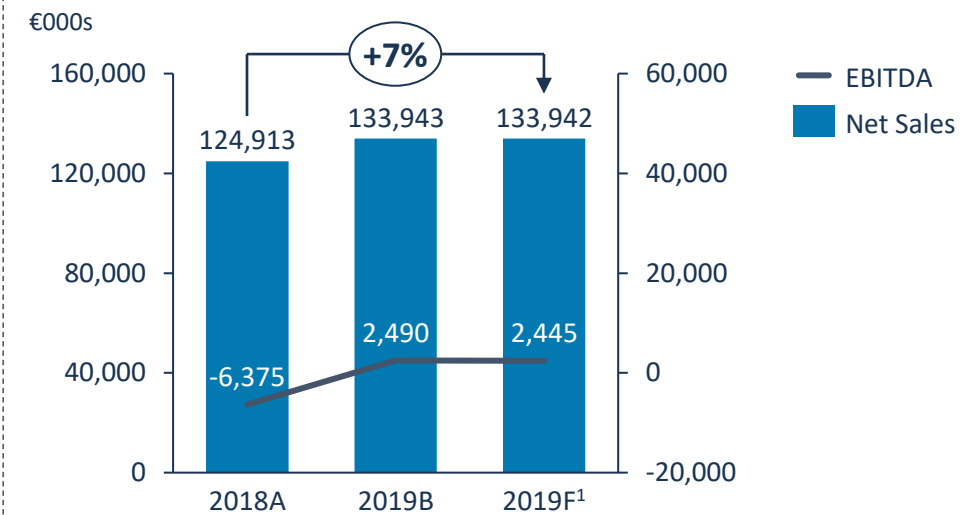
May YTD

€000s



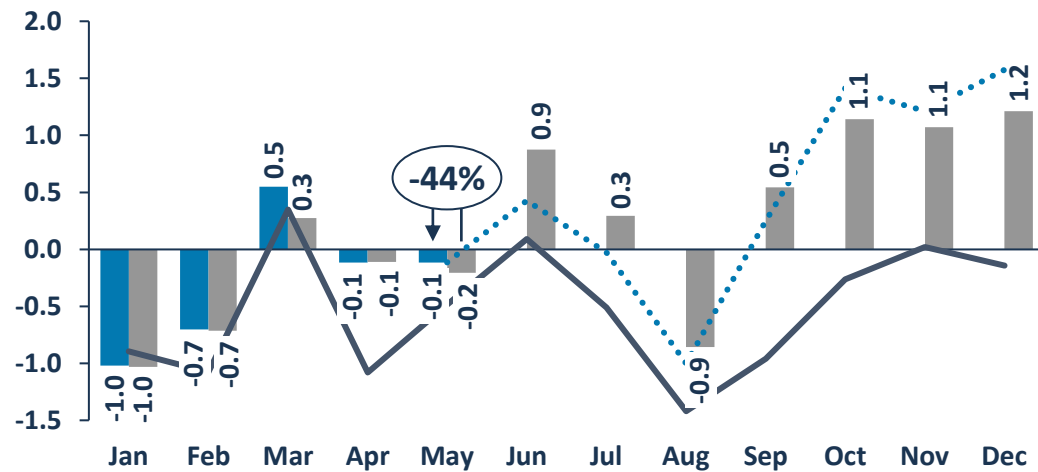
Full Year

€000s



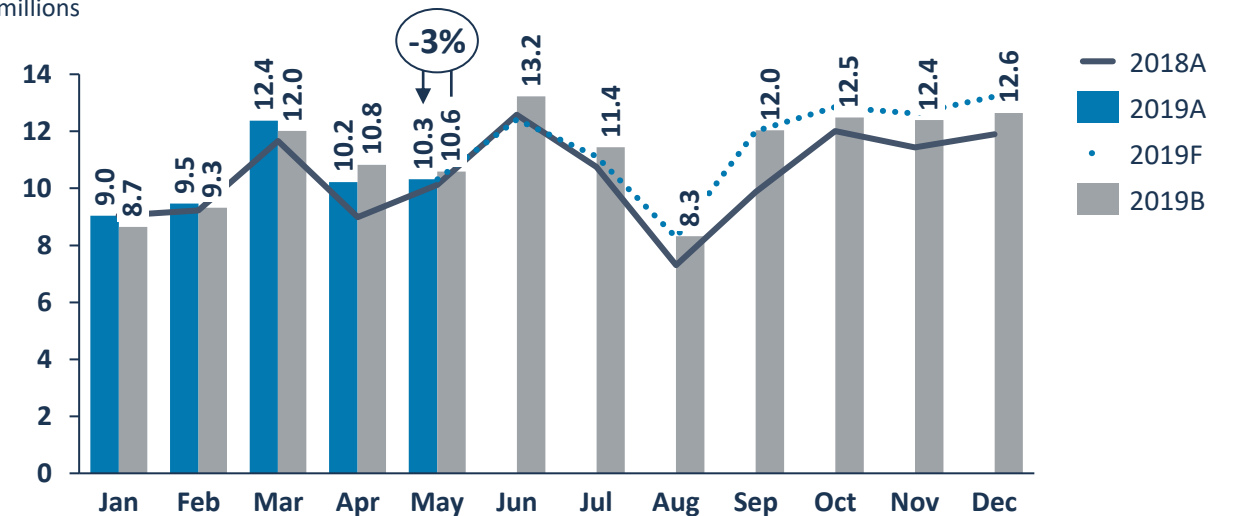
Monthly EBITDA

€ millions



Monthly Net Revenue

€ millions

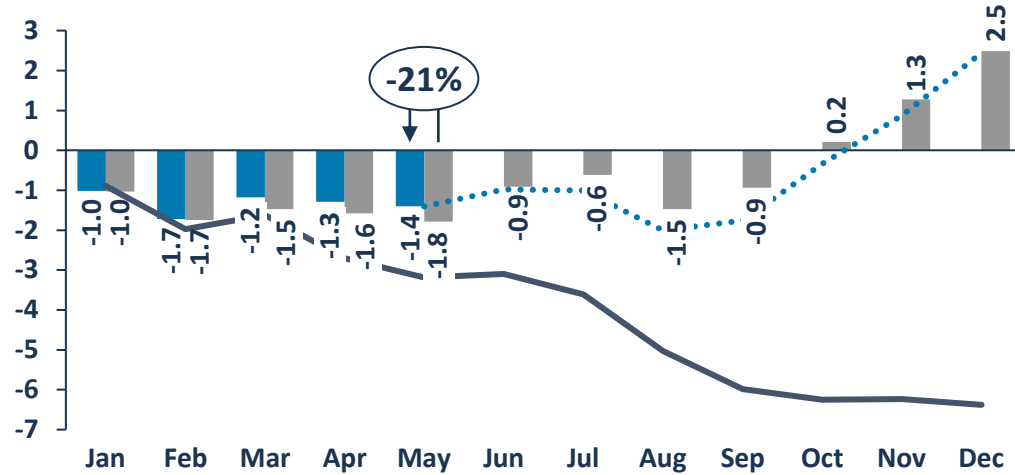




Monthly financial metrics

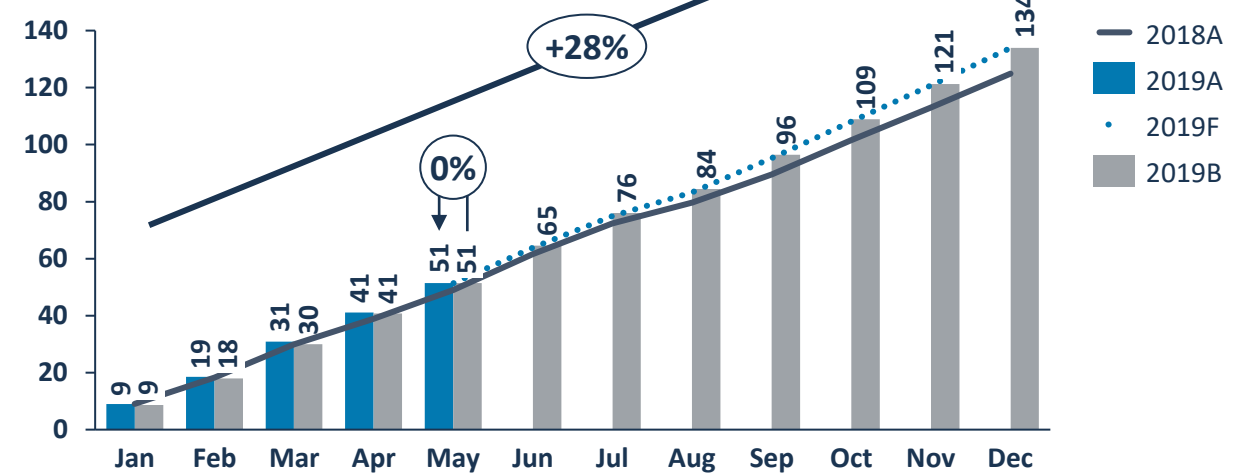
YTD EBITDA

€ millions



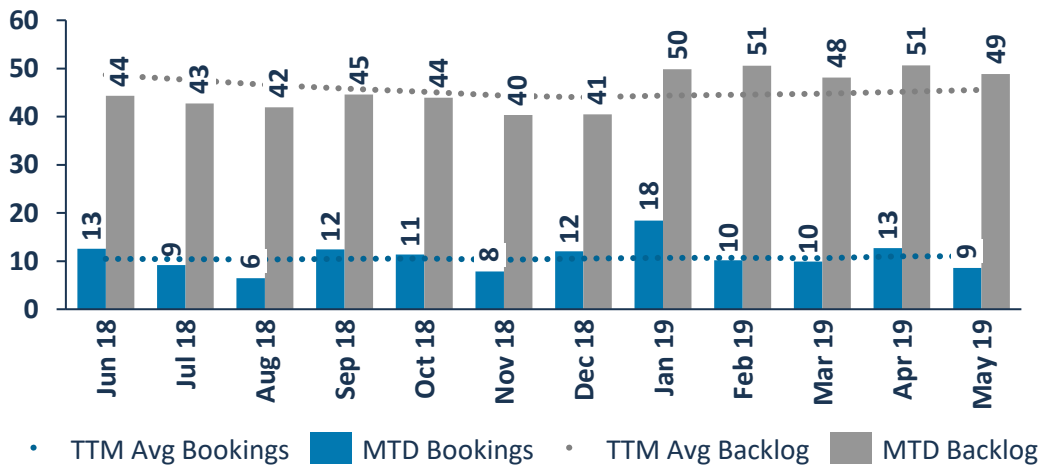
YTD Revenue

€ millions



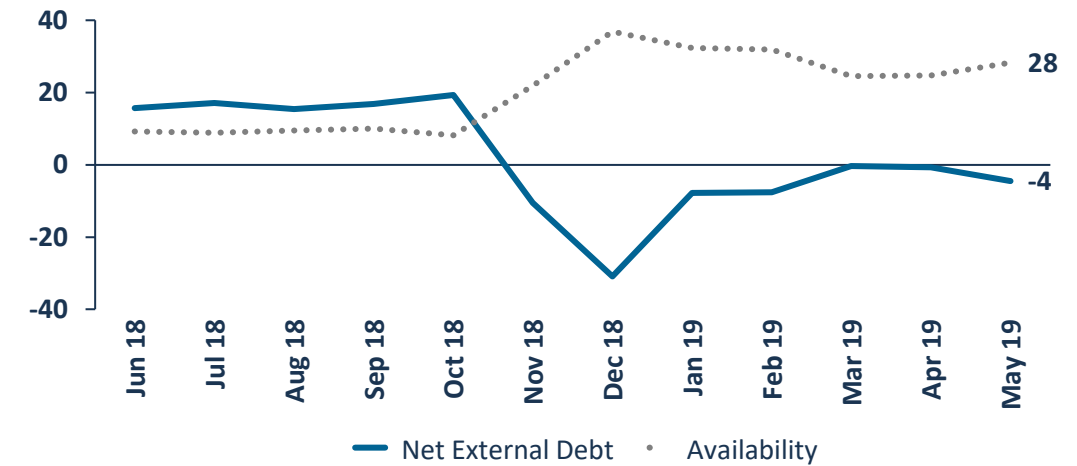
Order Intake

€ millions



Liquidity

€ millions



		Month							YTD							FY															
€'000s	Currency	MTD		MTD		Var		MTD		Var		YTD		YTD		Var		YTD		Var		FY		FY		Var		FY		Var	
Fichet Security Solutio	EUR	Act	Bud	\$	%	PY	€	%	Act	Bud	\$	%	PY	€	%	Act	Bud	\$	%	PY	€	%	Fsct	Bud	\$	%	PY	€	%		
Gross Revenue	€	10 319	€ 10 584	€ (265)	(2,5%)	€ 10 127	€ 192	1,9%	€ 51 418	€ 51 397	€ 21	0,0%	€ 49 050	€ 2 368	4,8%	€ 133 942	€ 133 943	€ (1)	(0,0%)	€ 124 913	€ 9 029	7,2%									
Adj. to Gross Revenue		—	—	—	n/a	—	—	n/a	—	—	—	n/a	—	—	n/a	—	—	—	n/a	—	—	n/a									
Net Revenue		10 319	10 584	(265)	(2,5%)	10 127	192	1,9%	51 418	51 397	21	0,0%	49 050	2 368	4,8%	133 942	133 943	(1)	(0,0%)	124 913	9 029	7,2%									
Other COGS		2 347	2 336	11	0,5%	2 463	(116)	(4,7%)	11 545	11 426	119	1,0%	11 727	(182)	(1,5%)	29 302	29 350	(49)	(0,2%)	30 118	(817)	(2,7%)									
Total COGS		7 938	8 100	(162)	(2,0%)	8 048	(111)	(1,4%)	39 723	39 698	24	0,1%	39 418	305	0,8%	101 104	100 675	429	0,4%	99 659	1 444	1,4%									
Gross Margin		2 381	2 484	(103)	(4,1%)	2 078	303	14,6%	11 695	11 699	(3)	(0,0%)	9 631	2 064	21,4%	32 839	33 268	(430)	(1,3%)	25 253	7 585	30,0%									
Gross Margin %		23,1%	23,5%			20,5%			22,7%	22,8%			19,6%			24,5%	24,8%			20,2%											
R&D		147	313	(166)	(53,0%)	224	(77)	(34,3%)	1 079	1 569	(491)	(31,3%)	1 215	(137)	(11,2%)	3 138	3 661	(523)	(14,3%)	2 488	650	26,1%									
Sales & Marketing		1 364	1 418	(53)	(3,8%)	1 275	89	7,0%	7 036	7 110	(74)	(1,0%)	6 384	652	10,2%	16 166	16 168	(2)	(0,0%)	16 024	142	0,9%									
Administrative		1 227	1 202	25	2,1%	1 064	164	15,4%	6 193	6 015	178	3,0%	5 219	974	18,7%	13 989	13 849	140	1,0%	13 116	873	6,7%									
Total Opex		2 497	2 691	(194)	(7,2%)	2 562	(65)	(2,5%)	13 100	13 486	(387)	(2,9%)	12 818	281	2,2%	30 393	30 778	(385)	(1,3%)	31 628	(1 235)	(3,9%)									
EBITDA		(116)	(207)	91	(44,0%)	(484)	368	(76,1%)	(1 405)	(1 788)	383	(21,4%)	(3 187)	1 782	(55,9%)	2 445	2 490	(45)	(1,8%)	(6 375)	8 820	(138,4%)									
EBITDA %		(1,1%)	(2,0%)			(4,8%)			(2,7%)	(3,5%)			(6,5%)			1,8%	1,9%			(5,1%)											
Net Income (Loss)	€	(1 223)	€ (670)	€ (553)	82,5%	€ (1 158)	€ (65)	5,6%	€ (14 185)	€ (4 744)	€ (9 441)	199,0%	€ (6 059)	€ (8 126)	134,1%	€ (14 856)	€ (13 863)	€ (993)	7,2%	€ 4 525	€ (19 381)	(428,3%)									
Capex	€	(286)	€ (248)	€ (38)	15,3%	€ (86)	€ (200)	234,2%	€ (762)	€ (926)	€ 164	(17,7%)	€ (512)	€ (251)	49,0%	€ (2 190)	€ (2 838)	€ 648	(22,8%)	€ (1 903)	€ (287)	15,1%									

Balance Sheet

€'000s	Currency	Feb-19	Mar-19	Apr-19	May-19	Variance LM	
Fichet Security Solutions	EUR	Act	Act	Act	Act	€	%
Current Assets							
Cash and cash equivalents	€	31 916	€ 24 586	€ 24 736	€ 28 248	€ (3 513)	(12,4%)
Accounts receivable, net		28 446	30 900	30 635	28 470	2 164	7,6%
Inventory, net		17 942	17 826	17 793	18 559	(766)	(4,1%)
Other current assets		6 237	6 457	6 344	7 649	(1 306)	(17,1%)
Total Current Assets		85 608	80 666	80 646	83 869	(3 222)	(3,8%)
Non-Current Assets							
Property, plant & equipment, net		22 312	22 034	21 769	21 481	288	1,3%
Goodwill		—	—	—	—	—	0.0%
Other non-current assets		(1 346)	(1 343)	(927)	(1 343)	416	(30,9%)
Total Non-Current Assets		23 183	22 886	23 001	22 452	549	2,4%
Total Assets	€	108 790	€ 103 552	€ 103 647	€ 106 320	€ (2 673)	(2,5%)
Current Liabilities							
Accounts payable		15 855	15 958	15 816	17 373	(1 557)	(9,0%)
Accrued liabilities		—	—	—	—	—	0.0%
Other current liabilities		31 799	27 393	36 397	39 293	(2 897)	(7,4%)
Total Current Liabilities		53 843	49 604	58 806	62 952	(4 147)	(6,6%)
Long-term liabilities							
Deferred income taxes		—	—	—	—	—	0.0%
Deferred liabilities		—	—	—	—	—	0.0%
Other non-current liabilities		—	—	—	—	—	0.0%
Total Long-Term Liabilities		22 764	22 683	22 410	22 168	242	1,1%
Total Liabilities		76 608	72 287	81 216	85 120	(3 904)	(4,6%)
Total Shareholders' Equity		32 182	31 265	22 432	21 200	1 231	5,8%
Total Liabilities and Shareholders' Equity	€	115 483	€ 109 503	€ 109 909	€ 112 574	€ (2 665)	(2,4%)
<i>Memo:</i>							
Net Working Capital	€	53 692	€ 56 080	€ 55 910	€ 55 620	€ 290	0,5%
Total Net External Debt	€	(7 571)	€ (301)	€ (724)	€ (4 476)	€ 3 752	(83,8%)



Consolidated Cash Flow	Actual	Actual	Actual	Actual	Actual	Actual	FCT	FCT	FCT	FCT	FCT	FCT	FCT	YTD	FCT
	Dec N-1	Jan	Feb	Mar	Apr	May	June	Jul	Aug	Sep	Oct	Nov	Dec	Variation	Variation
Inventories	17 821	17 257	17 942	17 826	17 793	18 559	16 552	16 875	16 625	16 675	16 625	16 375	15 325	738	-2 496
Account Receivables	32 018	29 278	29 767	32 214	32 095	29 939	33 159	31 531	30 036	31 461	30 567	32 735	33 582	-2 079	1 564
Other Receivables	5 248	5 052	5 383	5 440	5 422	6 522	7 052	7 157	6 800	6 750	6 887	6 692	6 891	1 273	1 643
Customers advances	-1 967	-2 305	-2 421	-2 365	-2 310	-2 371	-1 710	-1 710	-1 400	-1 720	-1 824	-1 798	-1 918	-403	49
Accounts Payables	-16 228	-14 524	-15 855	-15 958	-15 816	-17 373	-19 114	-17 802	-17 035	-19 220	-19 798	-20 411	-20 010	-1 146	-3 782
Factor	-10 167	-8 021	-8 782	-3 249	-4 506	-6 585	-7 000	-7 000	-7 000	-7 000	-7 000	-7 000	-7 000	3 582	3 167
Other current Liabilities	-26 828	-24 776	-25 204	-26 431	-34 572	-35 018	-38 312	-38 448	-38 841	-39 020	-34 616	-33 506	-30 945	-8 190	-4 116
Total Working Capital	-102	1 960	829	7 478	-1 893	-6 327	-9 373	-9 396	-10 815	-12 074	-9 158	-6 912	-4 075	-6 225	-3 972
EBITDA	1 465	-1 261	-945	308	-358	-357	187	-269	-1 243	9	1 171	971	1 333	-2 613	-455
Change in Working Capital	-1 562	-2 062	1 131	-6 649	9 371	4 434	3 046	23	1 419	1 258	-2 915	-2 246	-2 838	6 225	3 972
Capex		-127	-81	-157	-111	-286	-290	-227	-96	-320	-262	-110	-123	-762	-2 190
Other Operating Cash Flow		-1 377	20	-581	-136	407	-464	-564	103	-555	43	-125	-303	-1 667	-3 532
OPERATING CASH FLOW		-4 827	124	-7 078	8 766	4 197	2 479	-1 037	182	392	-1 963	-1 510	-1 931	1 183	-2 205
Management Fees		-63	-63	-63	-63	-63	-63	-63	-63	-63	-63	-63	-63	-313	-750
Non recurring costs		-499	-390	-109	-345	-256	-264	-60	-61	-60	-11	-10	-11	-1 600	-2 077
Restructuring costs			-58	-59	-8 151	-332	-154	-23	-12	-3	-2	-3	-2	-8 600	-8 799
Financial result	3 695	-43	-37	-42	-44	-37	-43	-40	-40	-40	-40	-40	-40	-203	-486
Corporate Income Tax		-3	1	-1	-13	0	-70	-74	30	127	-68	-24	-77	-16	-172
Other Cash Flow	-3 794	950	-23	21		3			-83	467	-3	-155	379	1	1 556
OTHER CASH FLOW		342	-570	-252	-8 616	-685	-594	-260	-229	429	-187	-295	187	-10 731	-10 728
TOTAL CASH FLOW		-4 485	-446	-7 330	150	3 512	1 886	-1 297	-46	821	-2 149	-1 804	-1 744	-9 548	-12 933
Opening cash balance		36 847	32 361	31 916	24 586	24 736	28 248	30 134	28 837	28 791	29 612	27 462	25 658	36 847	36 847
Closing cash balance	36 847	32 361	31 916	24 586	24 736	28 248	30 134	28 837	28 791	29 612	27 462	25 658	23 914	28 248	23 914