



**OPENGATE CAPITAL**

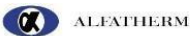















A GLOBAL PRIVATE EQUITY FIRM

# OPENGATE OPERATIONS MONTHLY PORTFOLIO REVIEW















MARCH 18<sup>TH</sup> 2020



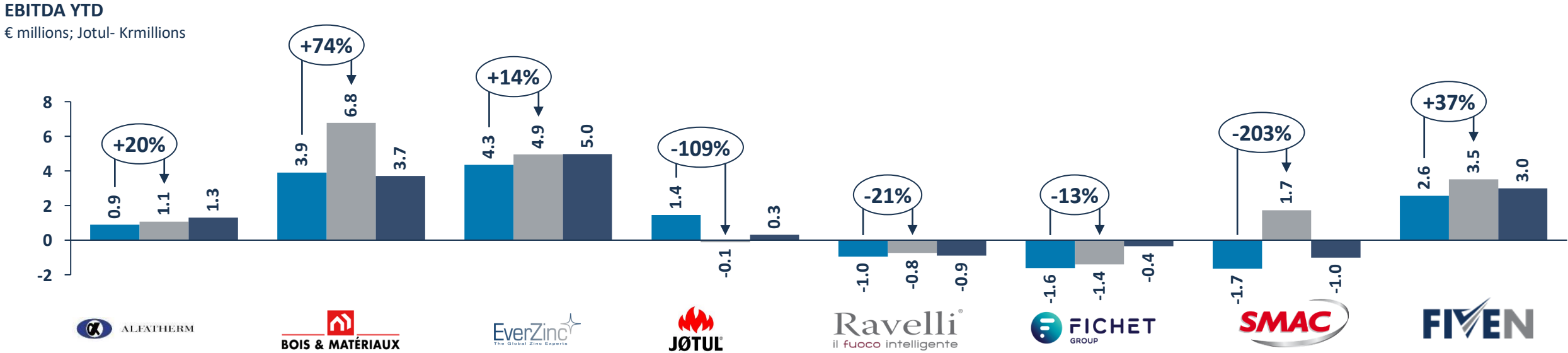
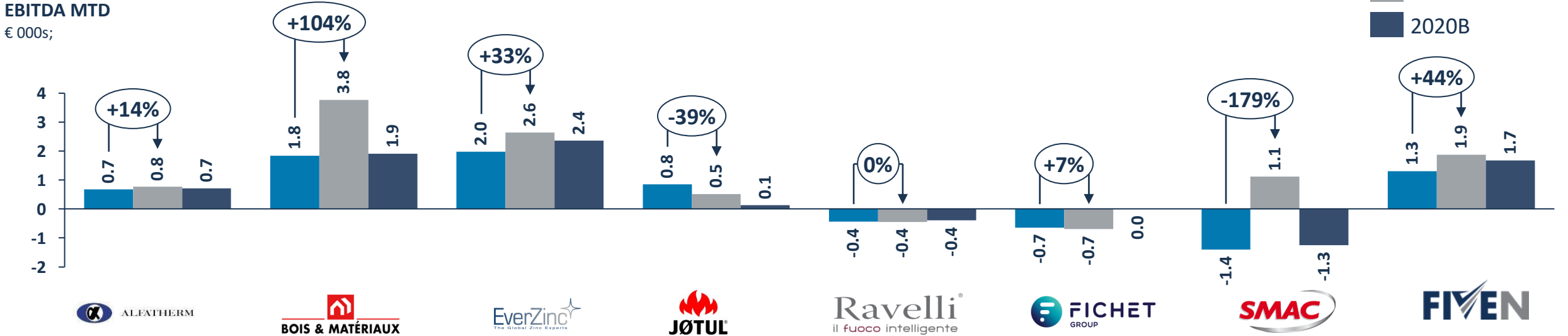
# COVID-19 Situation Update - Europe

								
<b>Operations</b>								
<b>Infections, Quarantines</b>	0 15	0 2100	0 9	1 100	0 113	1 8	0 NA	0 14
<b>Communications</b>	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
<b>Emergency Response Plan Developed</b>	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
<b>Emergency cash management plan implemented</b>	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
<b>Remote work for non-factory workers</b>	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
<b>Social distance in operations</b>	<ul style="list-style-type: none"> <li>Working in cells</li> <li>Deep cleaning daily</li> <li>Team schedule to access cafeteria</li> </ul>	<ul style="list-style-type: none"> <li>Operations stopped</li> </ul>	<ul style="list-style-type: none"> <li>Working in cells</li> <li>Deep cleaning daily</li> <li>Etc</li> </ul>	<ul style="list-style-type: none"> <li>Operations stopped in Europe except for Poland</li> <li>2 meters of physical distance</li> </ul>	<ul style="list-style-type: none"> <li>Working in cells</li> <li>Deep cleaning daily</li> <li>etc</li> </ul>	<ul style="list-style-type: none"> <li>Working in cells</li> <li>Deep cleaning daily</li> <li>Safety individual distance (3m)</li> </ul>	<ul style="list-style-type: none"> <li>Working in cells</li> <li>Deep cleaning daily</li> <li>etc</li> </ul>	<ul style="list-style-type: none"> <li>Working in cells</li> <li>Deep cleaning daily</li> <li>etc</li> </ul>
<b>Key developments</b>	<ul style="list-style-type: none"> <li>No order intake impact</li> </ul>	<ul style="list-style-type: none"> <li>Exit process with BME continues</li> <li>Current cash of €55mm</li> </ul>	<ul style="list-style-type: none"> <li>Zinc LME drop puts additional risk on liquidity (margin calls)</li> </ul>	<ul style="list-style-type: none"> <li>Request waiver on bond interest via Pareto</li> <li>Current cash of €5mm</li> </ul>	<ul style="list-style-type: none"> <li>Casa integrazione as of April for 9 weeks</li> </ul>	<ul style="list-style-type: none"> <li>Looking at BPI financing</li> <li>Orders intake significantly cut down</li> </ul>	<ul style="list-style-type: none"> <li>Industry still active (for how long ?)</li> <li>Sale process of industry continues</li> <li>Works under full stop of activities</li> </ul>	<ul style="list-style-type: none"> <li>DD continues so far on Aluchem add-on.</li> </ul>

# COVID-19 Situation Update - North America

							
<b>Operations</b>							
<b>Infections, Quarantines</b>	7 8	0 2	0 0	0 0	0 5	0 0	0 15
<b>Communications</b>	No	Yes	Yes	Yes	Yes	Yes	Yes
<b>Emergency Response Plan Developed</b>	Yes	Yes	Yes	Yes	Yes	Yes	Yes
<b>Emergency cash management plan implemented</b>	Yes	Yes	Yes	Yes	Yes	Yes	Yes
<b>Remote work for non-factory workers</b>	Yes	Yes	S&G/Delaney: Yes Premier: No	Yes	Yes	NA	NA
<b>Social distance in operations</b>	<ul style="list-style-type: none"> <li>Developing ops plan to minimize cross-cell contact</li> </ul>	<ul style="list-style-type: none"> <li>All US office staff working remotely</li> <li>Temperatures being taken in China and USA</li> <li>Working in cells</li> </ul>	<ul style="list-style-type: none"> <li>Mgmt. reviewing potential operations adjustments to improve social distancing</li> </ul>	<ul style="list-style-type: none"> <li>More frequent cleaning</li> <li>Lunch breaks optimized to avoid contact</li> <li>Working in cells</li> </ul>	<ul style="list-style-type: none"> <li>All employees working remotely, except Logistics team (although all 5 HC on that team quarantined due to potential exposure)</li> </ul>	<ul style="list-style-type: none"> <li>All employees working from home</li> </ul>	<ul style="list-style-type: none"> <li>All employees working from home</li> </ul>
<b>Key developments</b>	<ul style="list-style-type: none"> <li>Everett closed until Wednesday for deep cleaning</li> <li>Drew \$2mm</li> </ul>	<ul style="list-style-type: none"> <li>Malaysia shut down</li> <li>Germany expected to shut down within two weeks</li> <li>50 test ordered</li> <li>Drawing \$4.5mm</li> </ul>	<ul style="list-style-type: none"> <li>Employee town-halls to be held Wed 3/18 to announce Site Pandemic Contingency Plan</li> <li>Drew \$9.8mm</li> </ul>	<ul style="list-style-type: none"> <li>Duraco &amp; Infinity Tapes working in-lock step on prep activities; focus on BCM given single site risk</li> <li>Drew \$4.2mm</li> </ul>	<ul style="list-style-type: none"> <li>EMEA headquarters outside Milan closed indefinitely; employees working remotely</li> <li>Pushed off buy back \$2.8mm</li> </ul>	<ul style="list-style-type: none"> <li>Indications of customers slowing purchasing</li> <li>Drew €1mm</li> </ul>	<ul style="list-style-type: none"> <li>One employee to be tested tomorrow</li> <li>30 test ordered</li> <li>Drew \$500k</li> </ul>

Consolidated Europe portfolio EBITDA performance (2019 restated with IFRS16)

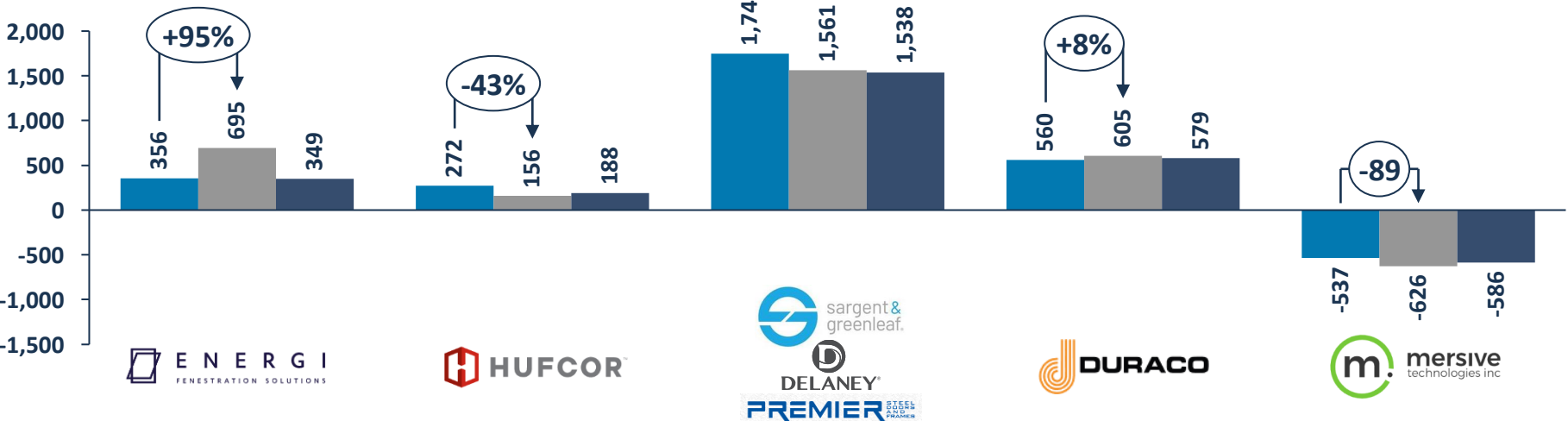


# Consolidated North America Portfolio EBITDA/ARR Performance

2019A 2020A 2020B

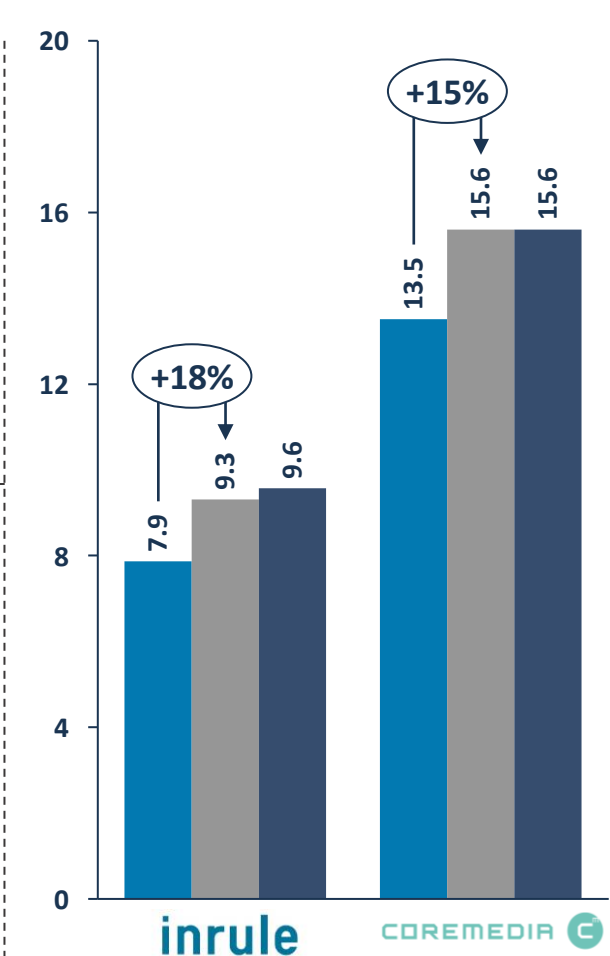
February MTD EBITDA

\$000s



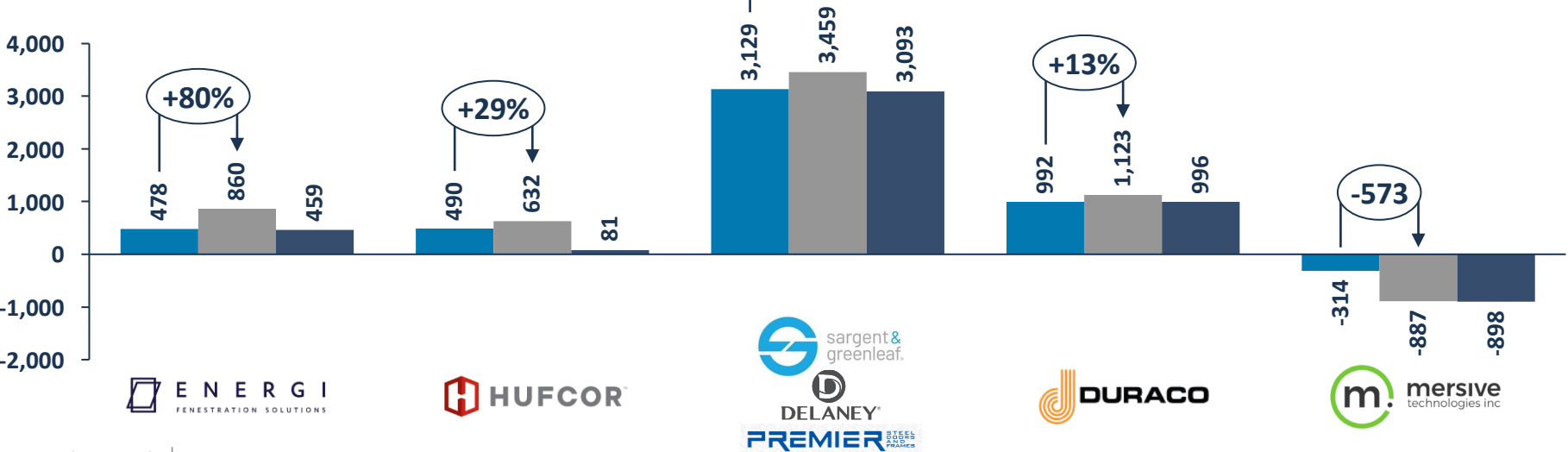
February ARR

\$000s





































February YTD EBITDA

\$000s



# 1 | Operations Enablement OG<sup>x</sup> and Portfolio Wide Initiatives

# OG<sup>x</sup> deployments

																		
1. Additive manufacturing																	Metal and Mineral 3D printing	
2. Robotics																		
3. AI/machine learning																		
4. New product development																		
5. Workbench				 									 					

Greyed out icons are projects that are now suspended due to COVID-19













# Ops enablement deployments

																	
1. Process design																	
2. Quality improvement				Olmstead Results													
3. Pricing		OPENGATE CAPITAL															
4. Purchasing	<div> CORETRUST</div> <div></div>																
5. Performance Management	<div>OPENGATE CAPITAL</div> <div> BECKWAYGROUP</div>																
6. Cyber security assessment																	

Greyed out icons are projects that are now suspended due to COVID-19

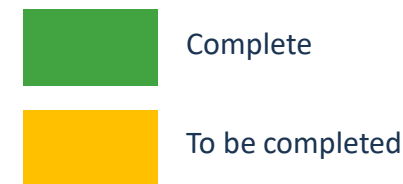












# Workbench deployment

												
iLevel & financial reporting: Exchange Lodge	<ul style="list-style-type: none"><li>Exchange lodge is 2 weeks into a 6-week engagement, currently on track and have not reached any platform roadblocks</li></ul>											
1. Mapping of data	<ul style="list-style-type: none"><li>Sirius timeline and roadmap has been accepted, CoreMedia and InRule will develop their platform inhouse</li></ul>											
2. Identification of needs	Complete		Complete	In Process			Complete	Not started			Preliminary	Not Started
3. Construction of on prem solution	Complete for EU/NA	Sirius Contract received	InRule to assess if they can do it	Sirius Contract received			Mapping ETL next week	Not started			NA	Not Started
4. Mirroring to the cloud	Complete for EU/NA	Complete for BPICS, will require solution for new ERP	Contracts from Sirius received, on pause due to COVID will reevaluate in 2 weeks									
5. Dashboard development	COVID dashboard Executive dashboard Europe/US commercial/operational	Beckway just finished a 4-week engagement to develop sales force effectiveness slides	Being identified	Sales force compliance dashboard			Not Started					

- Sirius to propose website interface
- Additional work needed on provisioning, priority for March
- Additional solution needed to allow users private workspaces and ability to lock down publishing of new reports

# OGC Operations value creation playbook: Status Update



1	Carve Out and Transition		Transition planning	Carve-out management	Strategic Planning			
2	Transformation and Restructuring		Post merger integration	Restructuring execution expertise	Industrial footprint optimization			
3	OGx and Innovation		Technology roadmap & disruption	New product development	R&D efficiency and effectiveness			
4	Portfolio Optimization and M&A		Divestment of non-core activities	Real Estate Sale & Leaseback	Add-on acquisitions and integration	Strategic CAPEX plans		
5	Synergies		Market synergies	Supply synergies	Cost synergies	Technology synergies		
6	Revenue Enhancement		Revenue Management	Pricing & Revenue		Sales & Marketing Effectiveness		
7	Operational Improvements		Purchasing & Procurement	Manufacturing Productivity & Safety	Quality	Scheduling	CI / Lean	Inventory
8	Financing		Post closing implement of financing	Ensure Covenant compliance	Optimization of financing according to business needs		Dividend recap and refinancing	
9	Management change		HR Performance Management		Executive leadership coaching		Employee Engagement	
10	Strategic enablers		Data, Analytics, & FP&A			Governance & KPIs		

## 2 | North America Portfolio Update

## 2.a | Energi




# February financial results (revenue / EBITDA) higher than plan and PY due to strong volume from Laval and Everett

## Executive Summary: February 2020



### February results

- **Revenue/EBITDA:** Positive to plan largely due to increased demand; Net Revenue +3.3% / 368k vs Plan; +6.3% / 678k vs. PY; EBITDA +185%; \$404k vs. Plan; +140% / \$364K vs. PY. Strong volume in Laval and Everett offset by lower volume in Woodbridge and Delmont. Favorable material prices (resin, additive, TiO2) offset by unfavorable yields / higher scrap at Everett / Woodbridge
- **Projects:** Key operational initiatives continue to show momentum, but COVID-19 may blunt impact
  - Woodbridge performance improvement: DBA project in week 9 of 24. Focus continues to be on driving increased measurability, accountability and expectations through line level with key areas including tooling productivity and improved scheduling. Good recent progress last two weeks with lower scrap, higher yields and higher regrind. Savings tracking now in-progress. DB&A working remotely (trial run) week of 3/16 due to Ontario travel restrictions.
  - Freight & logistics savings: ECS rail supply savings in contracting phase with TriMac (\$90k/annually), FTL market test identified \$367k savings/annually with implementation in progress and ECS rail supply savings currently flowing through P&L.
- **OGx:** No updates on Matt Pearson / additive manufacturing. Deprioritized due to COVID-19.
- **Risks / Challenges to the Business and Plan:**
- **COVID-19:** Everett exposure / plant shutdown during part of week of 3/16. Exploring all mitigation options in Everett and across production. \$2MM revolver draw to increase liquidity. Merit increases delayed.

## Status Update: Project Details

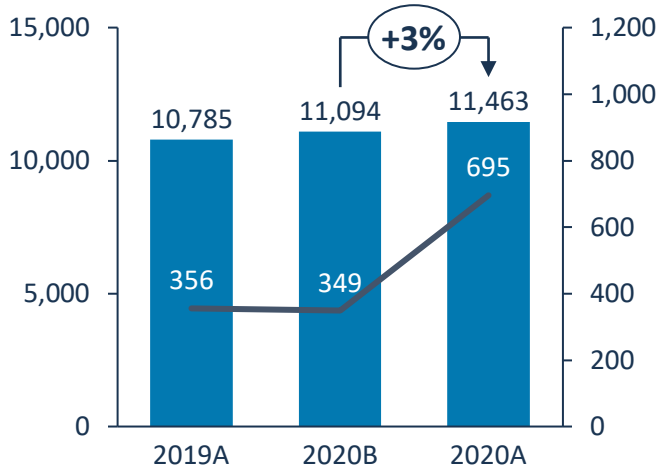
Project		Current Status & Next Steps	Timing	Annualized EBITDA Impact (\$MM)	
				Projected	Actual
A: Project Panther / 2020 Sales Process		<ul style="list-style-type: none"> <li>• CIM being finalized this week</li> <li>• Timeline / next steps dependent on COVID.</li> </ul>	Jan – May 2020	N/A	N/A
B: Commercial/GTM turnaround		<ul style="list-style-type: none"> <li>• Hired (3) US-based sales personnel</li> <li>• All travel paused due to COVID-19</li> </ul>	March 2020	TBD	TBD
C: Woodbridge Ops Improvement		<ul style="list-style-type: none"> <li>• DB&amp;A working remotely this week due to travel restrictions. Will evaluate at week end to either pause or resume if effective.</li> <li>• Cost savings tracker initiated, but due to COVID may need to re-evaluate timing / schedule of guarantees</li> </ul>	1/6 – 7/31	\$1MM	TBD

## Status Update: Project Details

Project		Current Status & Next Steps	Timing	Annualized EBITDA Impact (\$MM)	
				Projected	Actual
D: Freight & Logistics Cost Reduction		<ul style="list-style-type: none"> <li>Team secured ~\$300k in savings due to rail lane optimization (&gt;\$4k reduction per car). Routing through Westminster BC (vs. Chicago); resulting in "turnkey" \$300k in savings with first rail car on new provider as of 1/7. CN countered with additional rate savings which will result in additional ~\$100k in savings starting March. Currently flowing through the P&amp;L.</li> <li>Additional significant savings expected from FTL RFP for top 30 lanes with market test identify \$367k/savings annually. Implementation currently in-progress.</li> <li>Updated proposal for ECS railcar load spots received from Trimac for \$13/car/day for 25 stats (~\$85k/annually). Parallel tracking additional market test to see if there is upside to Trimac's proposal</li> </ul>	February 2020	<ul style="list-style-type: none"> <li>FTL: \$367K</li> <li>Railcar storage: \$90k</li> <li>ECS supply: \$300k</li> </ul>	TBD
E: Patio Door Pricing		<ul style="list-style-type: none"> <li>Tracking being finalized in March with Beckway resource</li> </ul>	Analysis complete Implementation: 12/15	\$0.7MM	TBD

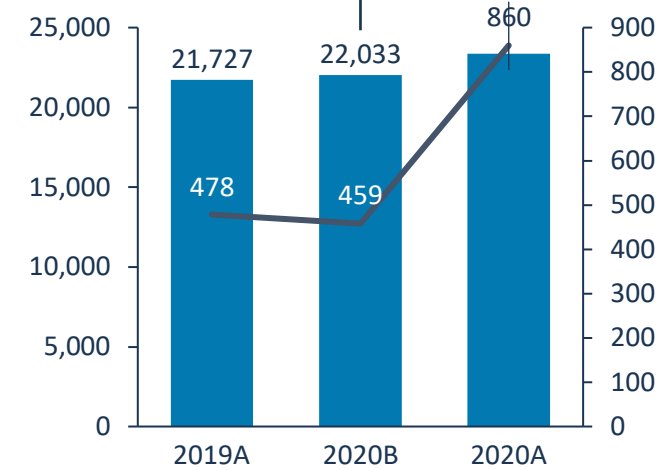
### February MTD

\$000s



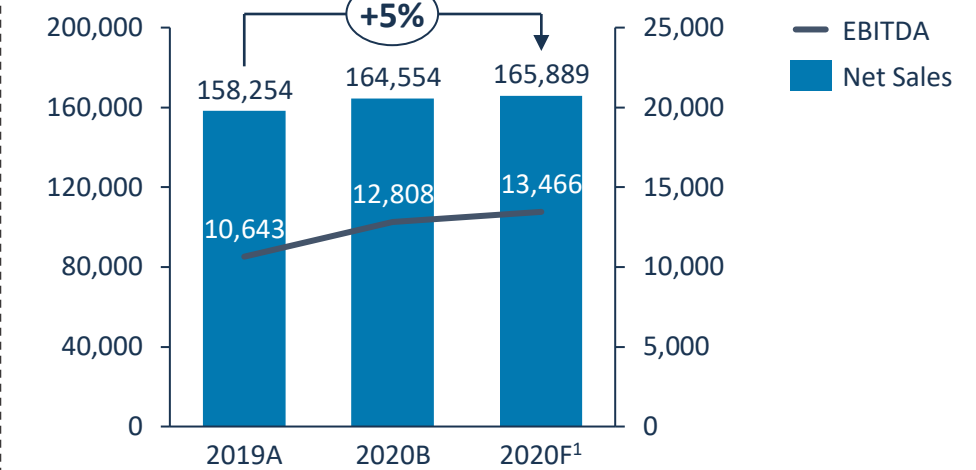
### February YTD

\$000s



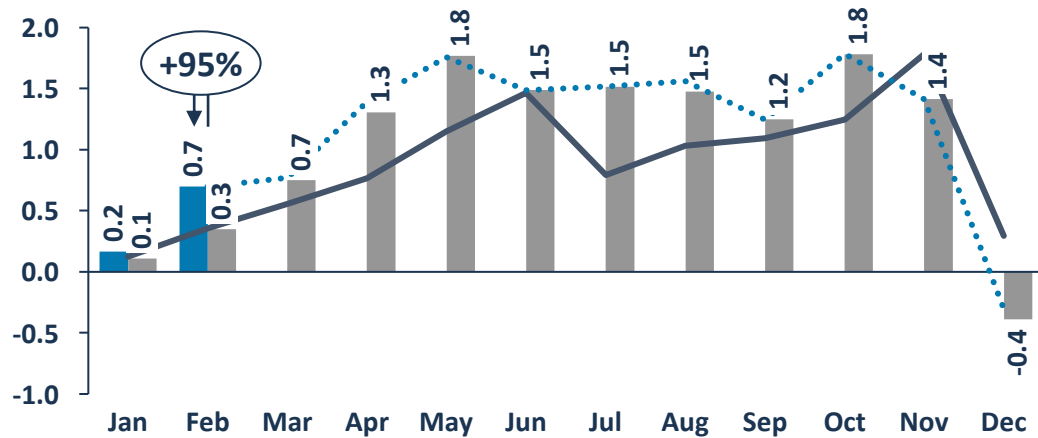
### Full Year

\$000s



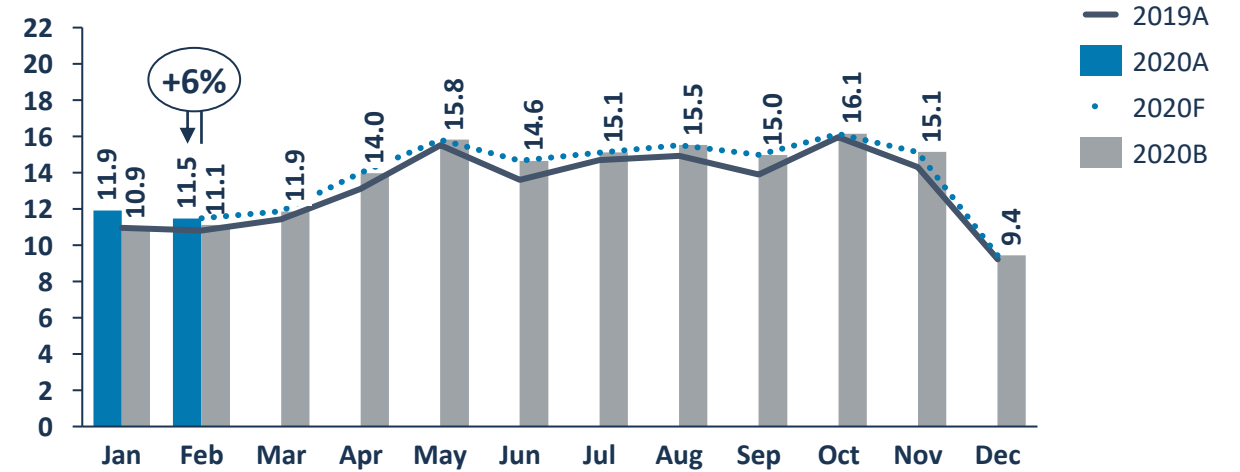
### Monthly EBITDA

\$ millions



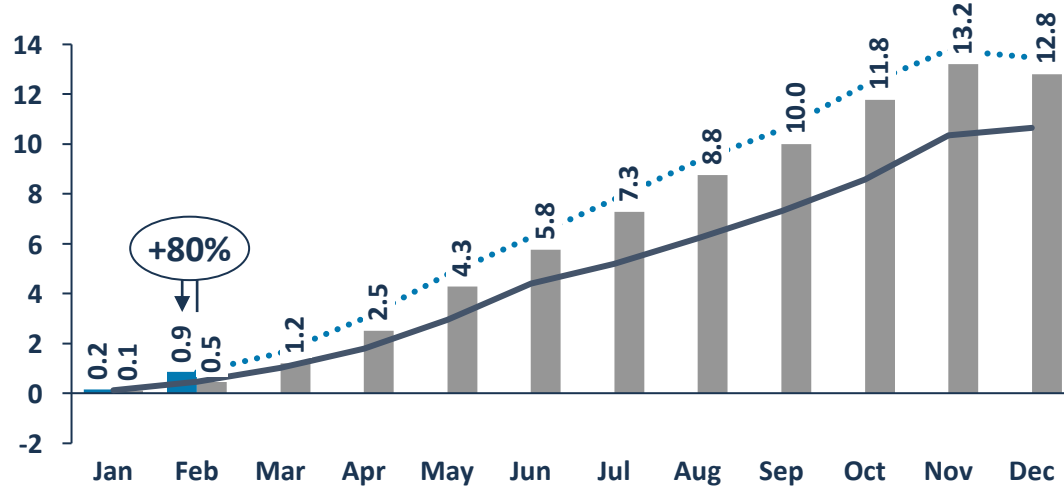
### Monthly Net Revenue

\$ millions



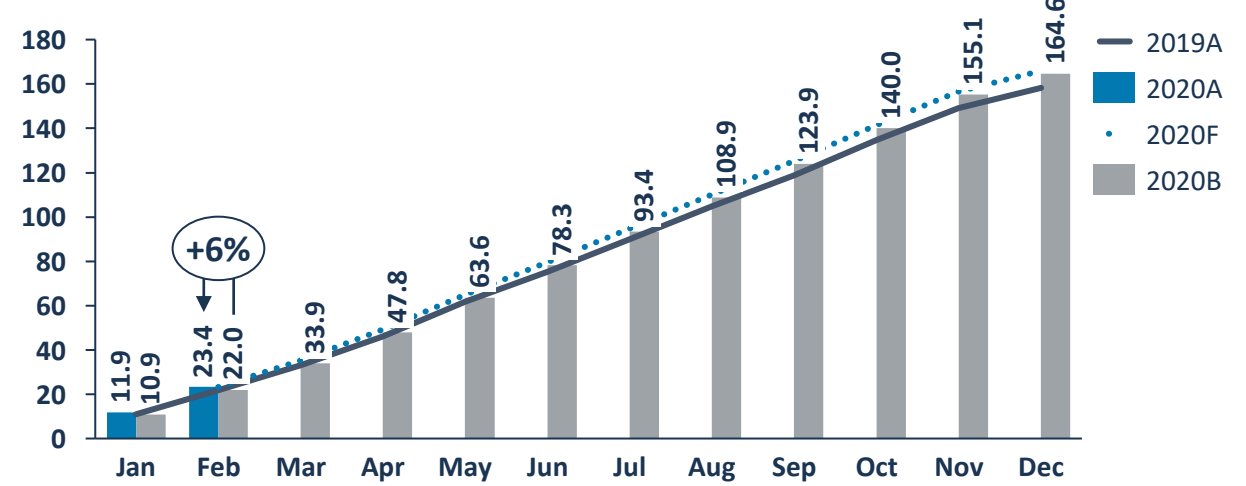
## YTD EBITDA

\$ millions



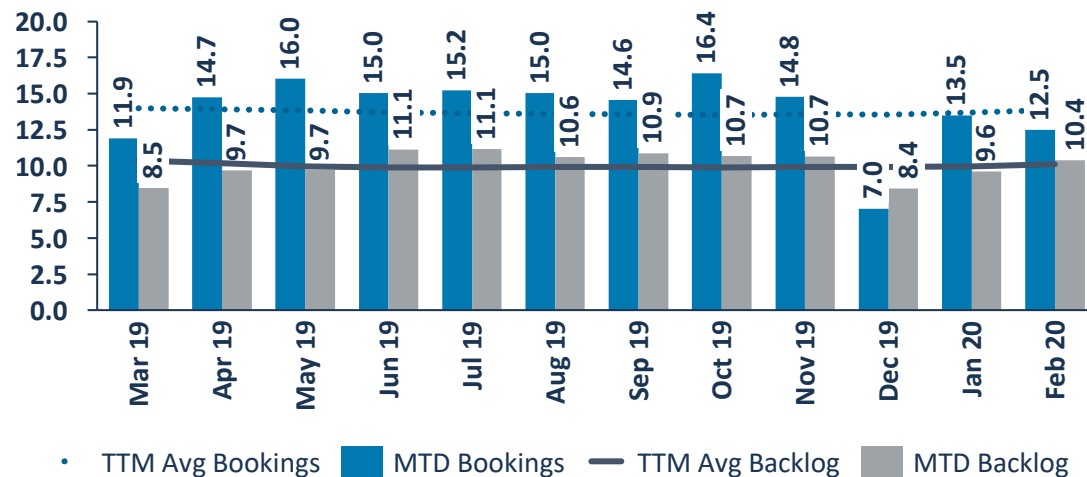
## YTD Revenue

\$ millions



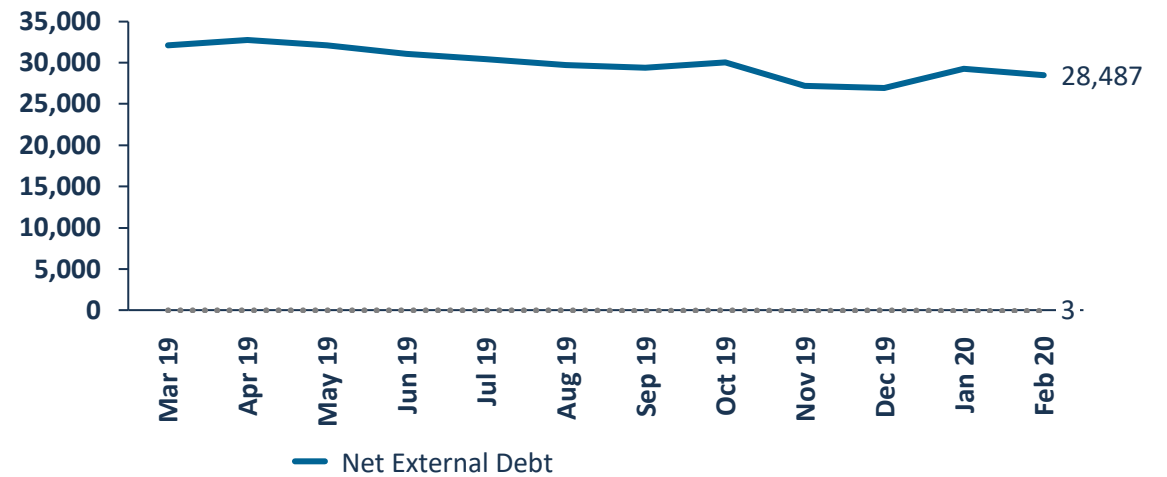
## Order Intake

\$ millions



## Liquidity

\$ millions



• TTM Avg Bookings MTD Bookings TTM Avg Backlog MTD Backlog



**OPENGATE CAPITAL** 1. YTD actuals + remaining year forecast



2.b | Hufcor

# February missed plan on revenue, but aggressive efficiency programs and cost control are ahead of schedule and the business remains ahead on EBITDA

## Executive Summary: February 2020




### February results

- **Revenue/Adjusted EBITDA:** \$10.6mm vs budget of \$12.5mm (85% of plan) vs \$11.1mm 2019A. International below plan on revenue by \$460k, driven by NZICC project delay (\$285k) to 2021, China/HK (\$135k) due to COVID. Domestic below plan on revenue by \$1.3mm, driven by Southwest field office projects pushing out to March/April (\$1.3 mm) Other domestic field offices ahead of plan. Proforma Adjusted EBITDA of \$0.156mm vs budget of \$0.188mm (83% of plan) vs \$0.272mm 2019A. Performance positively impacted by \$313k ahead on OPEX vs AOP.
- **Gross Margin:** GM 23.1% vs budget of 22.5% and prior year Feb of 22.4% primarily driven by savings in material costs (280 bps) compared to plan, net of negative labor variance (130 bps) and other COGS (80 bps).
- **Projects:** Key operational projects in JVL are continuing to make progress and restructuring of Germany has received very strong feedback from customers and employees. Collections have been strong, with five straight weeks of \$1.5mm in collections
- **OGx:** On pause due to COVID, will reassess in two weeks






### Risks / Challenges to the Business and Plan:

- **COVID-19:** Is a significant impact to each global location except for Australia/NZ. Cash management and cost savings in effect, all external projects with the exception of the workbench are suspended. Malaysia is shut down for two weeks upon government mandate. China/HK is improving but still underperforming commercially. Germany is at significant risk and we expect to shut down in the next two weeks. USA is implementing strong mitigation plans to segment workforce into cells. However initial indication from distributors and customers is they will likely hold delivery in the next 2-4 weeks depending on how strong USA response is to quarantine. US business is scheduled to pick up quickly in spring leading into peak season. Self insured health plan \$1.2mm in aggregate stop loss, \$150k per incident.

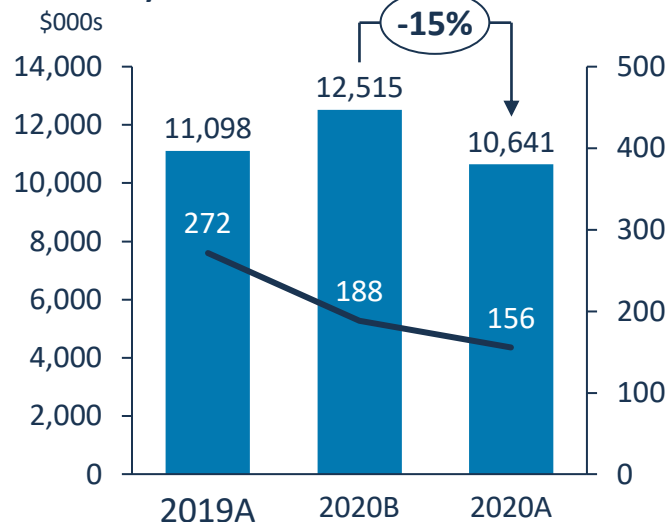
## Status Update: Project Details

Project		Current Status & Next Steps	Timing	Annualized EBITDA Impact (\$MM)	
				Projected	Actual
A: Production Efficiency		<ul style="list-style-type: none"> <li>• COVID-19 Plan to be executed as of Weds, 3/18 (to be shared with OGC NAM portfolio on 3/17)</li> <li>• ME Blitz still in process; next Kaizen will focus on Material Replenishment starting 3/23</li> <li>• Special attention being paid to manpower planning due to production lull as well as COVID-19 complications</li> </ul>	Full year 2020	\$1.0mm (2020 impact)	In Process
B: Quality		<ul style="list-style-type: none"> <li>• Quality database to track and manage the program is being stood up in Power BI; will incorporate internal, external, and scrap defects</li> <li>• Andon Lights installed on 600 line; 601, 602, and 603 pending</li> <li>• Service &amp; Warranty team rehaul has been highly successful</li> <li>• NCF/Red Tag and Panel Travelers processes launched</li> <li>• Recruiting for full-time QE and QT to support N Ackley</li> </ul>	Full year 2020	\$400k (2020 impact)	In Process
C: Inventory		<ul style="list-style-type: none"> <li>• Offer pending to Supply Chain Director candidate; will manage SIOP &amp; Sourcing (includes inventory, scheduling, and procurement)</li> <li>• Inventory Specialist started last Monday</li> <li>• Cycle Counts still ~50% accuracy</li> </ul>	Full year 2020	n/a	n/a

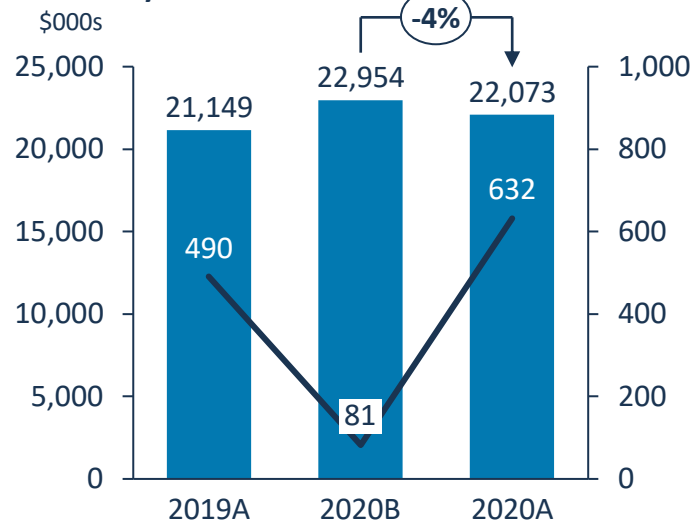
## Status Update: Project Details

Project		Current Status & Next Steps	Timing	Annualized EBITDA Impact (\$MM)	
				Projected	Actual
D: Safety		<ul style="list-style-type: none"> <li>2019 TRIR estimated to be ~6.3 (27 recordable injuries, 12 of 27 were lost time incidents)</li> <li>2020 TRIR goal: 4.5</li> <li>2020 TRIR: 5.8</li> <li>Safety program focusing on COVID mitigation</li> </ul>	Full year 2020	\$200k	In Process
E: Logistics		<ul style="list-style-type: none"> <li>Terminated SCS agreement; new support for International forwarding and 3<sup>rd</sup> party domestic hauls</li> </ul>	Full year 2020	In Process	In Process
F: Germany Pricing		<ul style="list-style-type: none"> <li>Europe backlog GM has improved from an average of 9.5% to ~15%. Backlog value up to €3.5mm from €3.1mm, but down from April 2019 which was €4.7mm</li> <li>Backlog margin at 3/16/2020 up to 16.1% Germany, 14.9% RoEU up from 13.9% Germany, 12.3% RoEU on 9/30/2019</li> <li>German Margin target 15.5%: Mar (MTD) 18.3% Feb 14.4%, Jan 16.7%, Dec 15.6%; Nov 15.3%; Oct 16%</li> <li>Europe margin target 16%: Mar (MTD) 16.8%, Feb 15.8%, Jan 12.9%, Dec 14.5%; Nov 13.2%; Oct 21.1%</li> </ul>	Monitoring Summer 2019 results, kicking off second phase post COVID	\$500k	\$0
G: IT		<ul style="list-style-type: none"> <li>Some smart sensors live in sub assembly areas; still working through how to make data useful</li> <li>PSA platform implementation is being scoped, expecting completion mid year</li> <li>Facility cameras in process; Dobak, Patterson, and Schramm to meet and socialize rollout with negotiating committee on 3/18</li> <li>IT team focused on implementing remote work and correct security protocells</li> </ul>	Full year 2020	In Process	In Process
J: Hiring		<ul style="list-style-type: none"> <li>All hiring frozen</li> </ul>	Full year 2020	NA	NA

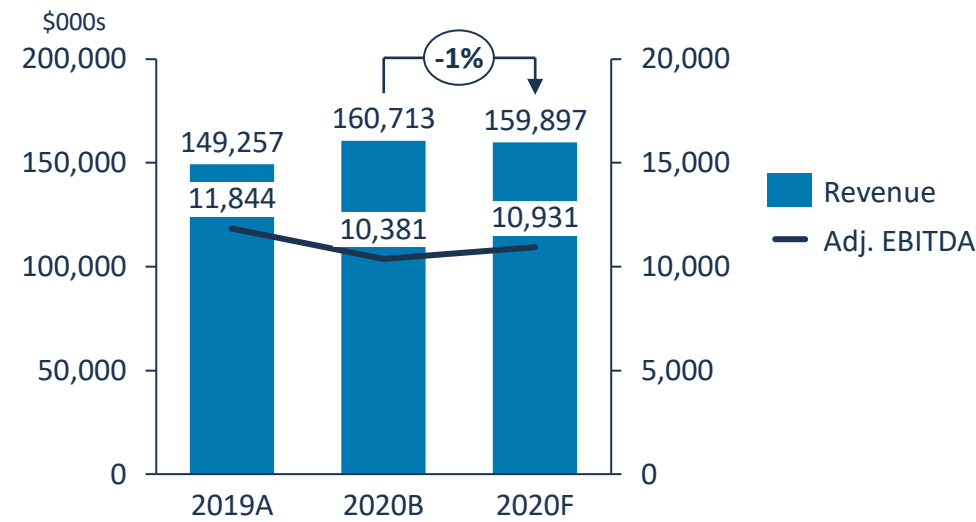
### February MTD



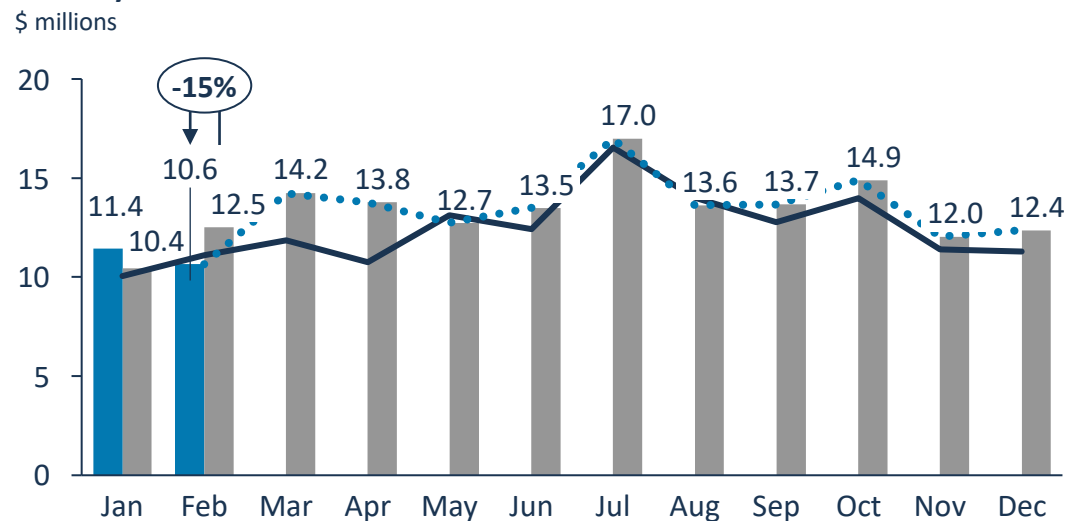
### February YTD



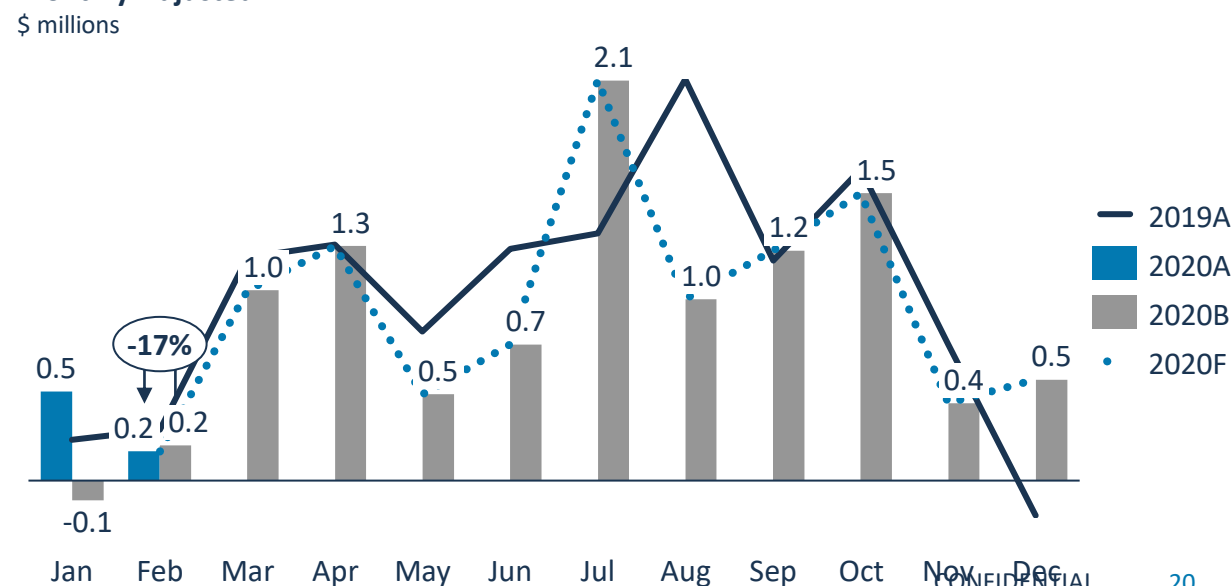
### Full Year



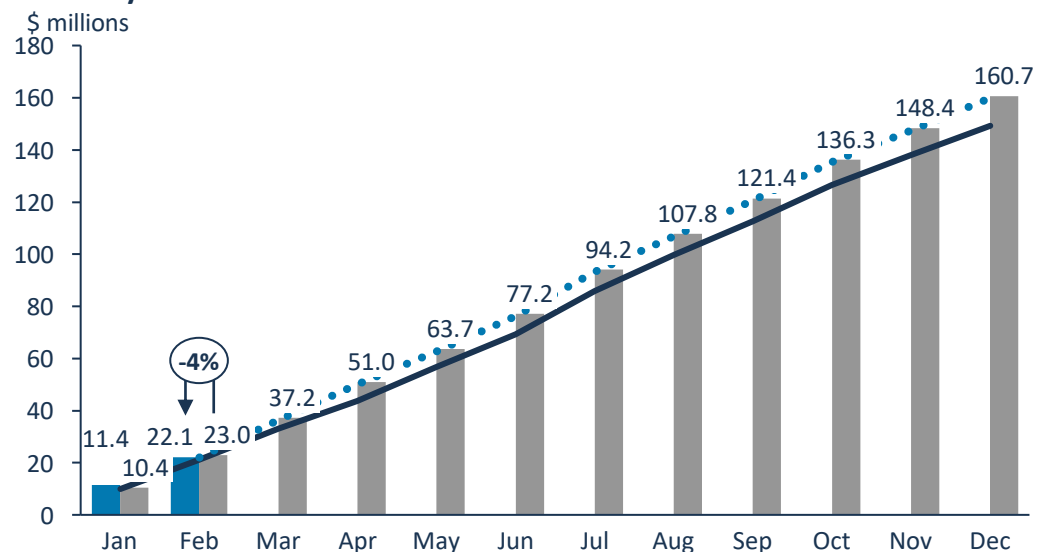
### Monthly Net Revenue



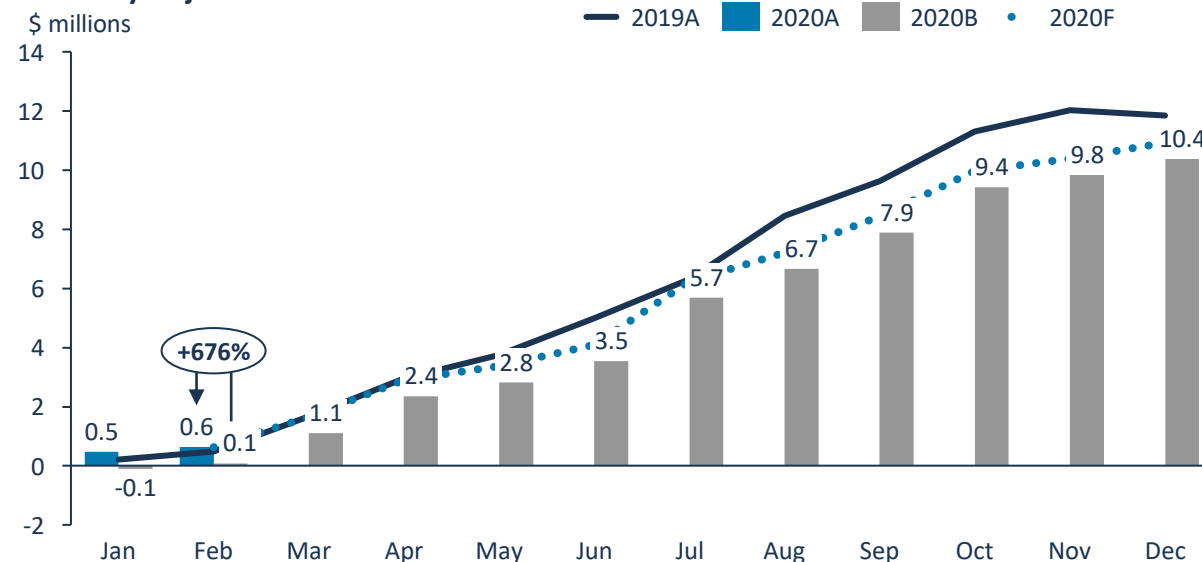
### Monthly Adjusted EBITDA



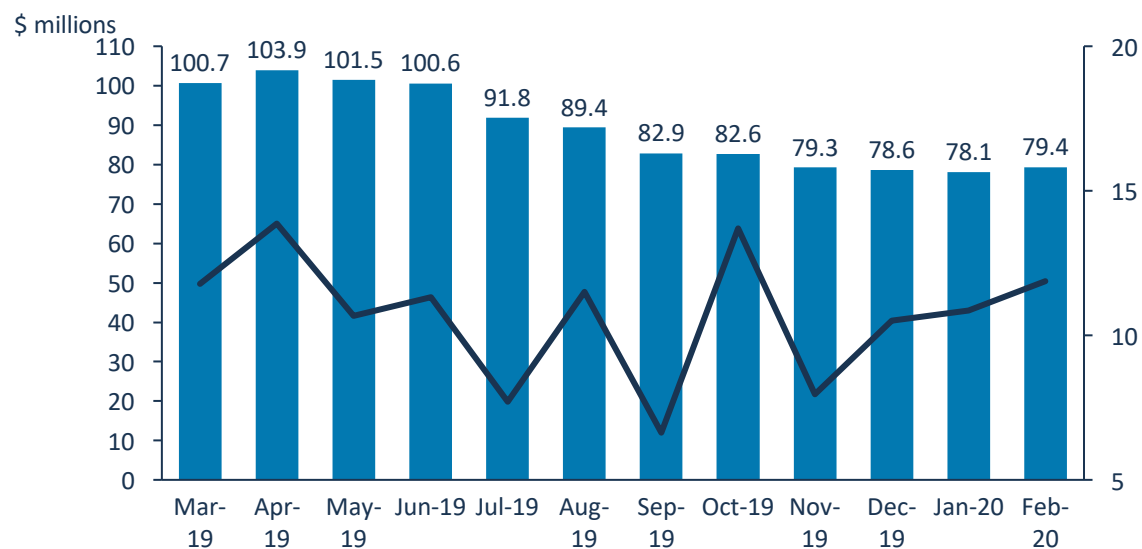
## Monthly Net Revenue



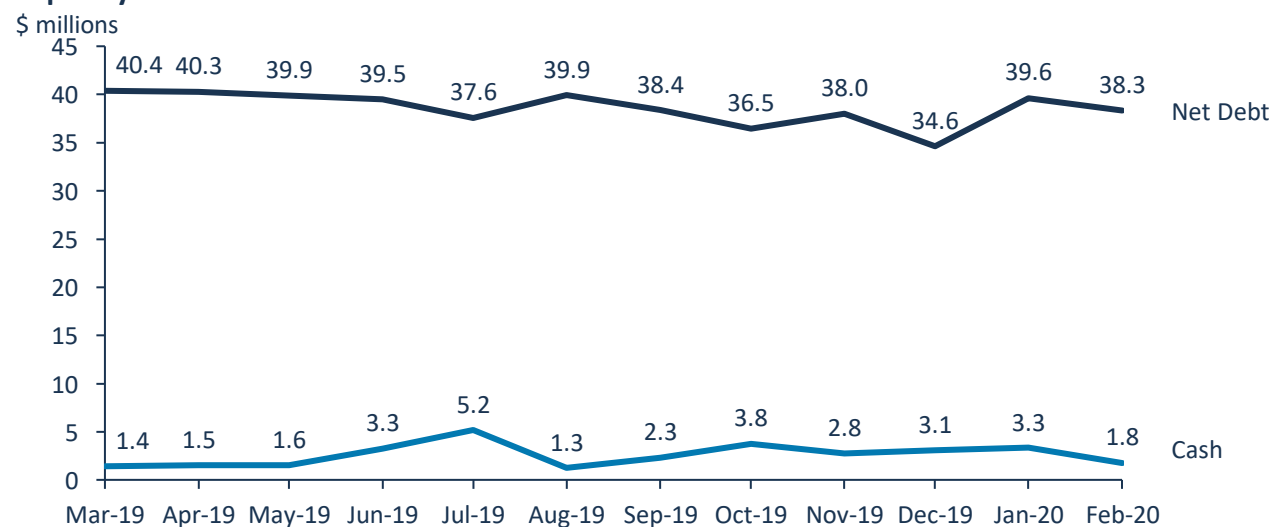
## Monthly Adjusted EBITDA



## Order Intake



## Liquidity



## 2.c | Mersive

# Mersive's slow start to 2020 continued in February; management has developed multiple cost reduction scenarios based on various levels of future cash receipts

## Executive Summary: February 2020






### February Results

- Mersive ended Feb 2020 with ARR at \$12.0M (94% of Plan), revenue at \$3.1M (76% of Plan) and Adj EBITDA at (\$626K) vs. Plan of (\$586K)
- OGx:** No involvement

### Risks / Challenges to the Business and Plan:

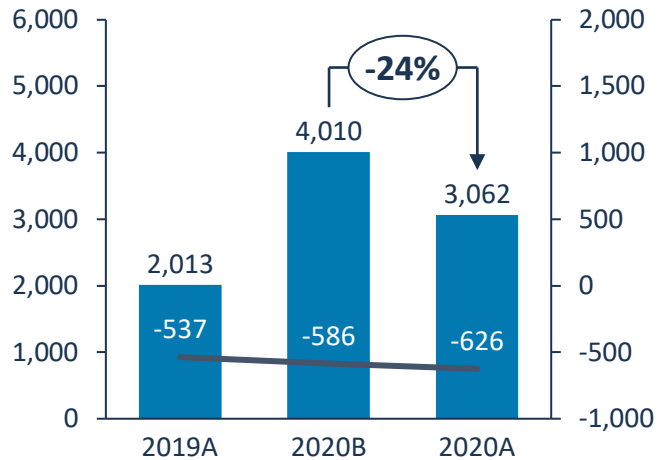
- At 3/16 (50% through the month), Mar MTD invoiced sales were at \$1.3M (25% of Plan) and bookings were at \$1.8M (35% of Plan)
  - Mgmt pursuing multiple avenues to improve revenue in Mar/Apr, primarily attempting to avoid further project delays (\$2.25M total oppty) and accelerate large projects (\$2M total oppty)
- COVID-19 impact:**
  - Mgmt. has identified cost reduction levers that can keep the business cash flow neutral with as low as \$2.15M of monthly cash receipts
  - Selling efforts in APAC have become significantly impaired according to on-the-ground resources in China, Japan, and Singapore
  - Mersive EMEA office located outside of Milan had to shut down due to severity of outbreak in the area
  - Attendance at ISE was down 38% (likely due to COVID-19 concerns), although Mersive's ISE leads grew 32% YOY, likely due to the launch of Active Learning and Solstice Conference

## Status Update: Project Details

Project	Current Status & Next Steps	Timing	Annualized EBITDA Impact (\$MM)	
			Projected	Actual
<b>A: Expand Product Offering</b> 	Solstice Active Learning and Solstice Management launched in Feb at ISE and released to the market the week of 3/16. Solstice Active Learning was awarded Best in Show at ISE.	Late Feb 2020	TBD	TBD
<b>B: Develop VTC Strategy</b> 	Solstice Video Conference Integration (formerly referred to as RoomLink) launched last week at ISE and was awarded Best of Show	Late Mar 2020	TBD	TBD
<b>C: Expand Sales Coverage</b> 	Recent hires in US; other hiring has been frozen	Ongoing	TBD	TBD
<b>D: Drive Recurring Revenue</b> 	Feb 2020 subscription revenue of \$1.0M vs. \$1.1M Plan; Solstice Active Learning to be sold as a separate recurring revenue stream; mgmt. working to develop Data as a Service business plan by this summer	Ongoing	TBD	TBD
<b>E: Enable Recurring Revenue Reporting</b> 	Initial recurring revenue reporting presented to OGC on Fri 3/6	Mar 2020	Enabler	Enabler

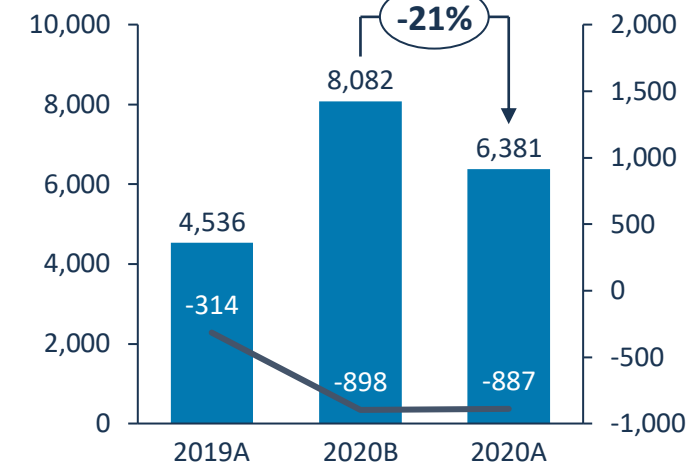
### February MTD

\$000s



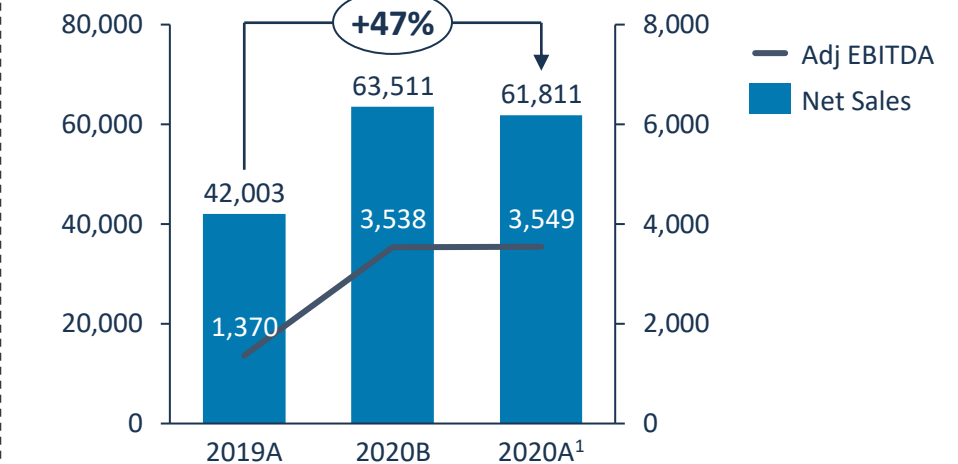
### February YTD

\$000s



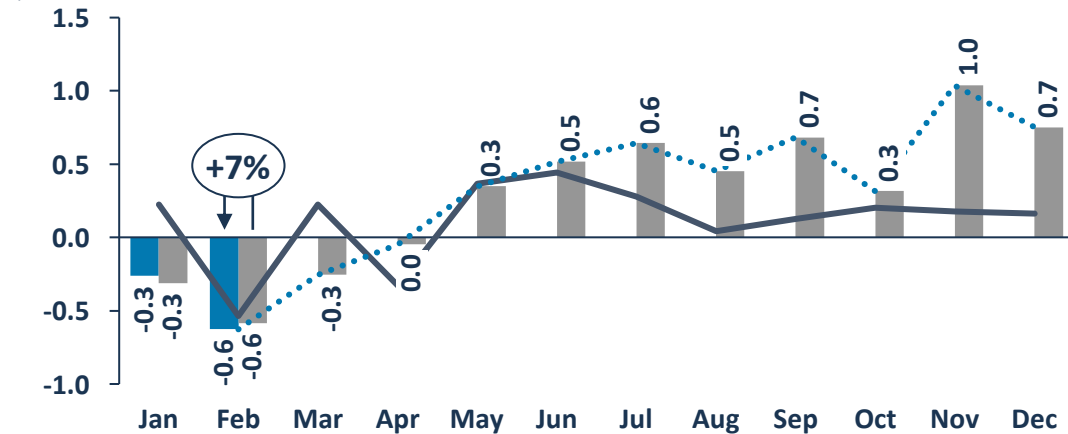
### Full Year

\$000s



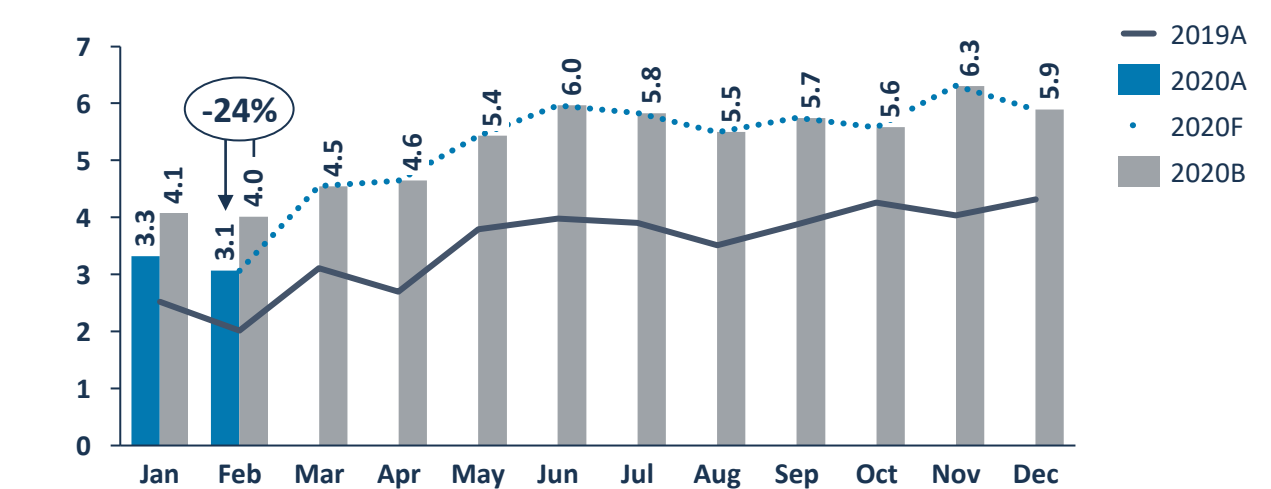
### Monthly Adj EBITDA

\$ millions



### Monthly Net Revenue

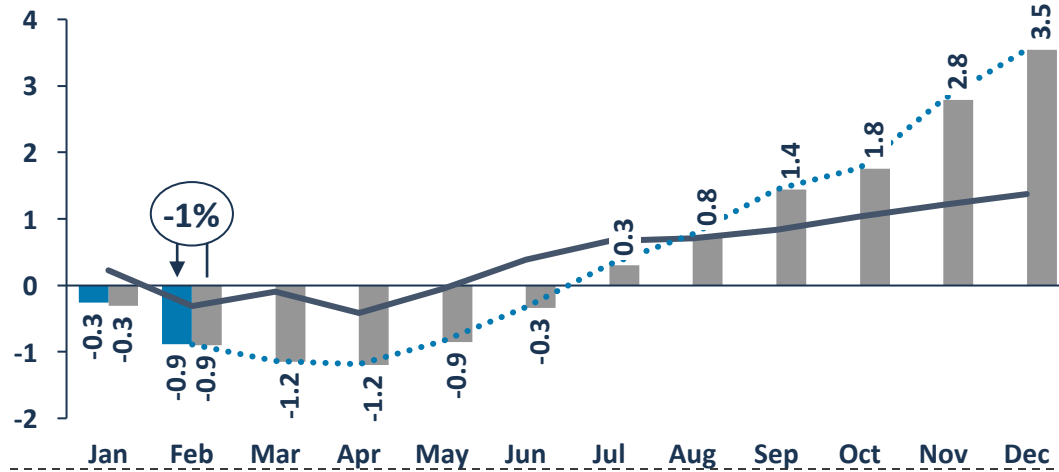
\$ millions





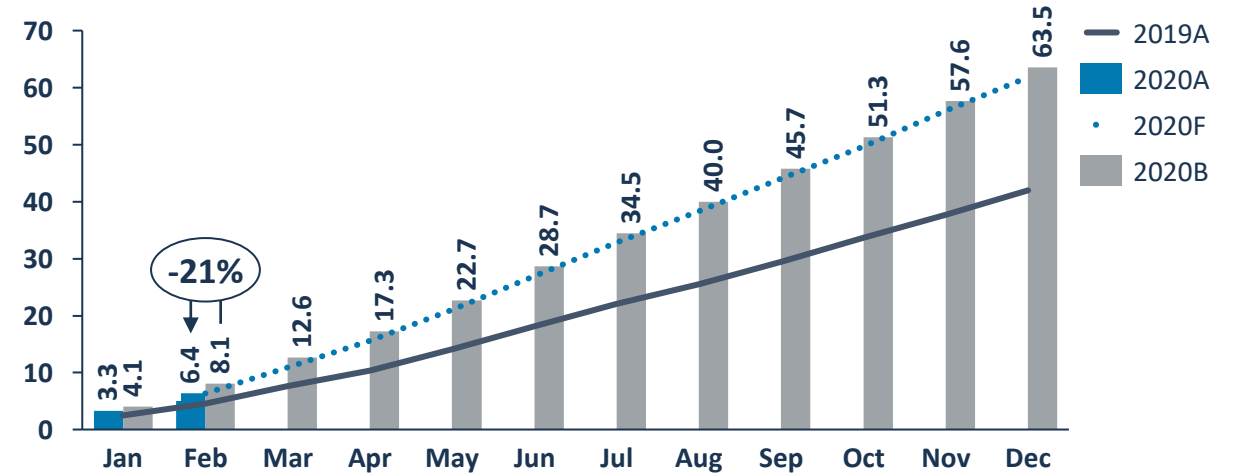
## YTD Adj EBITDA

\$ millions



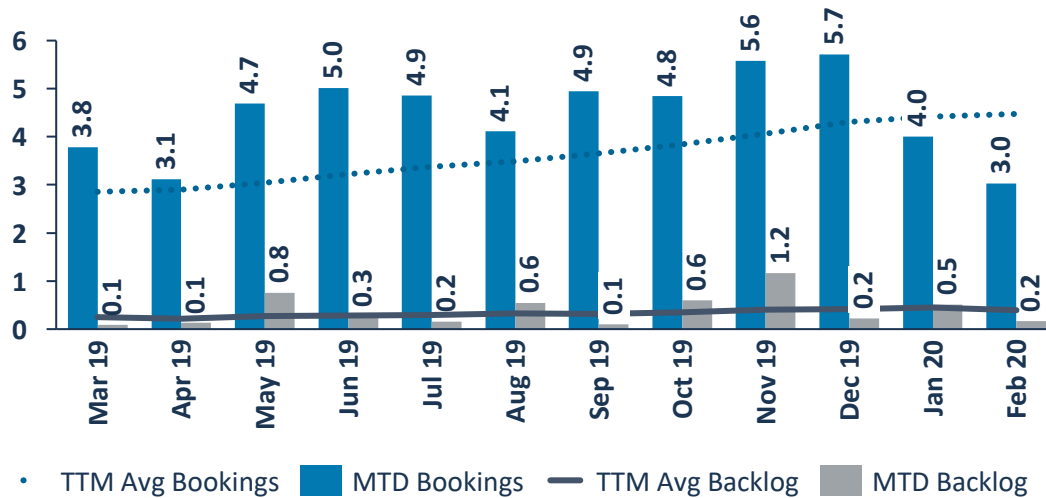
## YTD Revenue

\$ millions



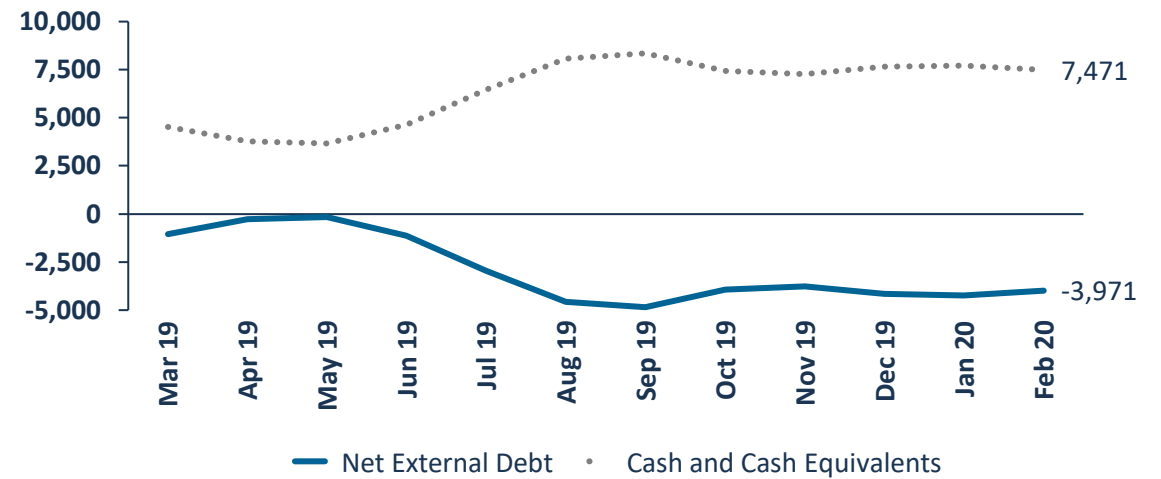
## Order Intake

\$ millions



## Liquidity

\$ millions



## 2.d | Duraco

February results were slightly off plan for revenue but above plan for EBITDA due to higher gross margin as a result of a positive mix effect. Rev/EBITDA still ahead YTD.

## Executive Summary: February 2020

### February Results

- Revenue - \$83k below plan of \$3,222k and \$33k below last year. Gross Margin - \$24k higher than plan due largely to a strong mix in the month (\$200k Mix Tiles order which carries a high margin) partially offset by lower volume. GM improved over the PY by \$27k
- PF ADJ EBITDA - \$26k higher than plan due to higher gross margin \$
- Infinity tapes:** Strong start in March with sales 57% through plan through 45% of the month. Craig fully engaged and working to maintain morale within plant. Developing approach for rooftop consolidation planning and to examine upside sales initiatives.
- Growth / Sales effectiveness:** VP of Sales rescinded acceptance due to COVID, restarting search. Field-level KPIs / BI tools rolled out to regional sales managers and inside sales leadership. Next phase of sales transformation about to kick-off with highly granular / detailed regional territory planning @ account-level; project temporarily on hold due to COVID-19.
- OGx:** Continues to serve as commercial advisor on co-product development agreement with high growth customer (MixTiles) with discussion ongoing.

### Risks / Challenges to the Business and Plan:

- COVID-19:** Mitigation actions in place for 1) employee health, 2) production practices to mitigate 'touches' and 3) liquidity / cash maximization (cutting non-critical capex, consulting spend, delaying merit increases indefinitely). Expecting PoP order rate to significantly reduce although no current indication in order book

## Status Update: Project Details

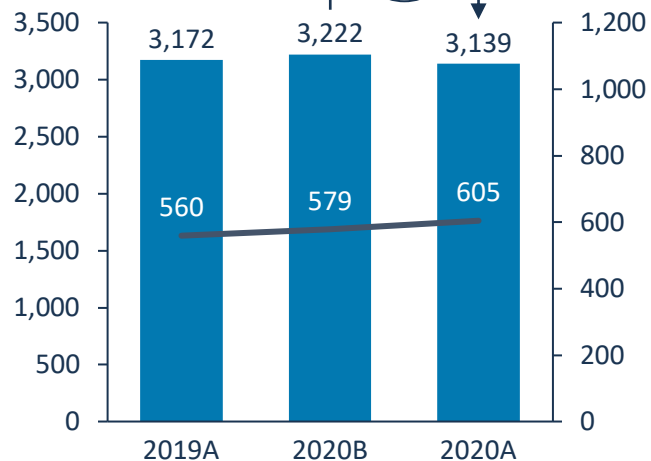
Project		Current Status & Next Steps	Timing	Annualized EBITDA Impact (\$MM)	
				Projected	Actual
A: Commercial growth -- inside sales		<ul style="list-style-type: none"> <li>Inside sales operational dashboards for front-line inside sales leadership launched</li> <li>Next phase focuses on account planning and inside-outside collaboration; to be augmented by BWG project but temporarily on-hold due to COVID</li> </ul>	June 2020	10 cust engagements / day	TBD
B: Commercial growth -- outside sales		<ul style="list-style-type: none"> <li>Operational dashboards for RSMs to drive increased visibility into business launched</li> <li>Project shifting to highly granular / account specific regional territory plans (w/external support) with daily / weekly / monthly governance cadence; project temporarily on-hold</li> </ul>	June 2020	Enabler	Enabler
C: Sales compensation model		<ul style="list-style-type: none"> <li>New compensation model deployed</li> </ul>	February 2020	Enabler	Enabler
D: New Market Entry		<ul style="list-style-type: none"> <li>Completed Phase I of new market entry strategy which prioritized transit packaging and industrials as key growth verticals outside PoP / appliance.</li> <li>Phase II in-progress 'market development', building out bottoms-up customer databases in each key growth vertical</li> </ul>	Q1 2020	TBD	TBD

## Status Update: Project Details

Project		Current Status & Next Steps	Timing	Annualized EBITDA Impact (\$MM)	
				Projected	Actual
<b>E: Continuous Improvement</b>		<ul style="list-style-type: none"> <li>6 Duraco attendees attended inaugural University of Wisconsin led yellow belt training with additional candidates having attended second March session</li> <li>Continue to work through monthly Kaizen events</li> </ul>	February – October 2020	Enabler	TBD
<b>F: Sourcing / Spend Reduction</b>		<ul style="list-style-type: none"> <li>Cost savings calculation for February in-process of being finalized, expected to be on or slightly behind plan</li> </ul>	Timing dependent by project	\$509k	\$59k
<b>G: Marketing effectiveness</b>		<ul style="list-style-type: none"> <li>Engaged digital marketing expert to improve digital marketing effectiveness. Currently 37% ROAS vs. industry standard of 3-4x return on ad spend. Improvements expected monthly in concert with new website (expected end of April 2020)</li> <li>Engaged with DTC (Digital Third Coast) to help improve ROAS</li> </ul>	May 2020	\$200k	TBD

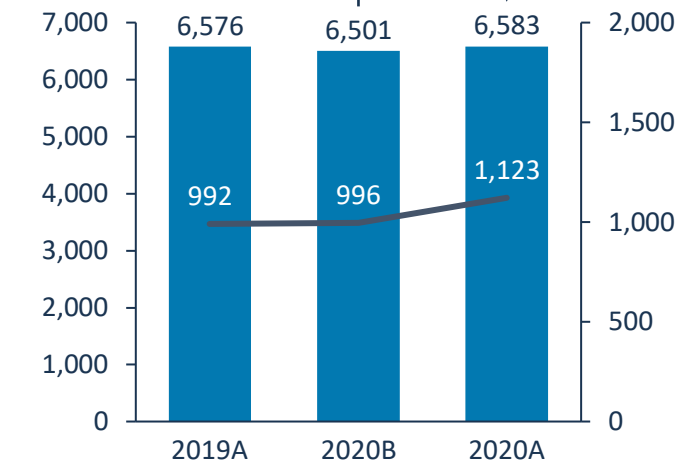
### February MTD

\$000s



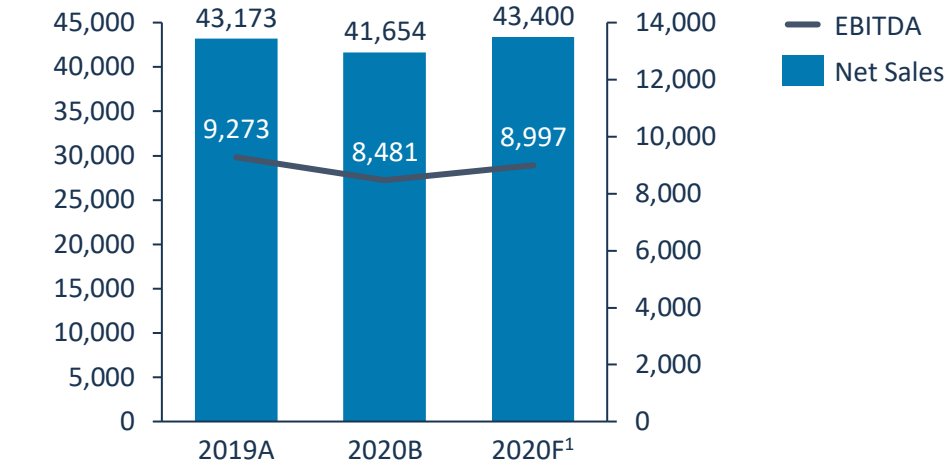
### February YTD

\$000s



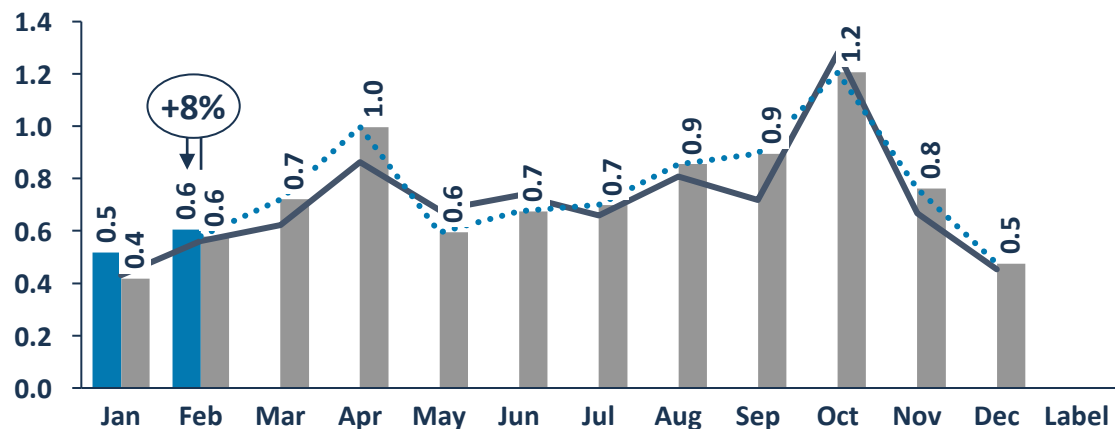
### Full Year

\$000s



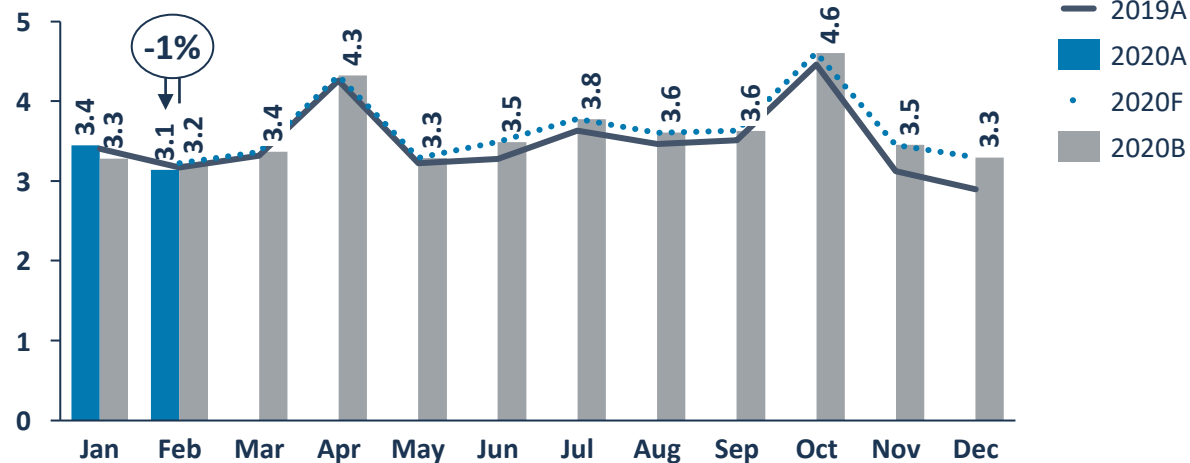
### Monthly EBITDA

\$ millions



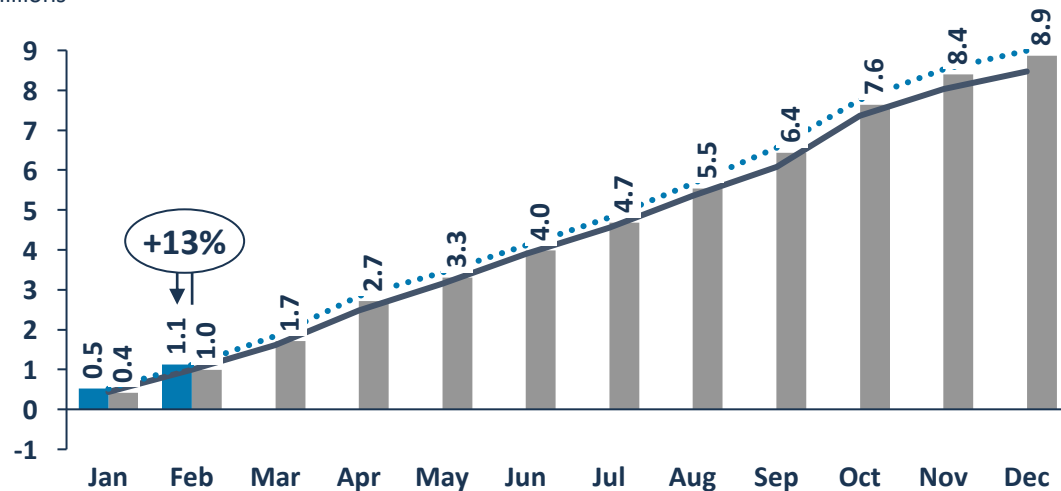
### Monthly Net Revenue

\$ millions



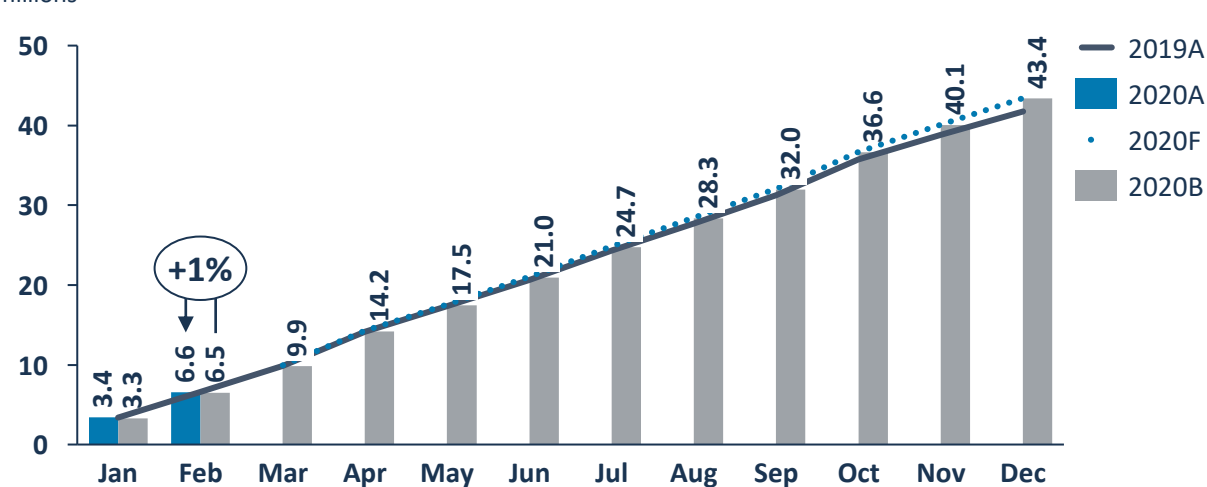
## YTD EBITDA

\$ millions



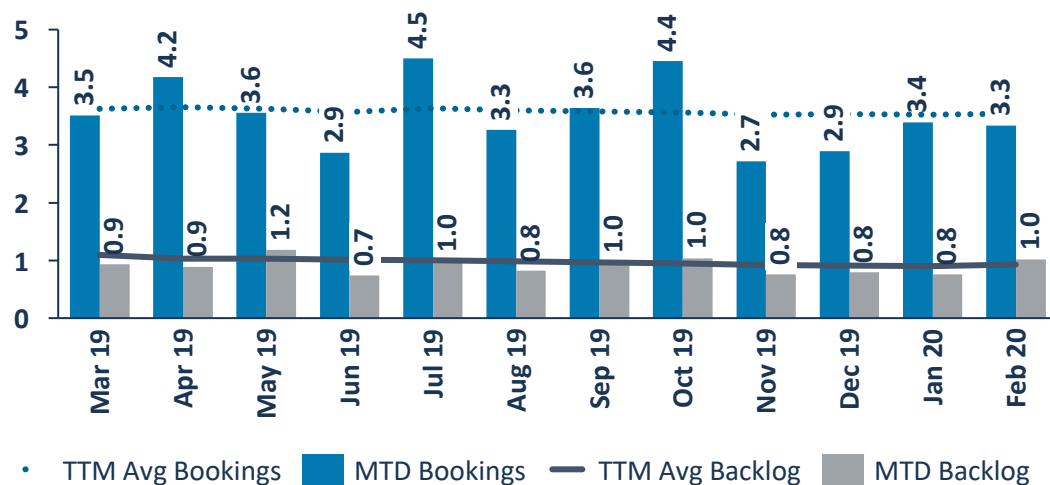
## YTD Revenue

\$ millions



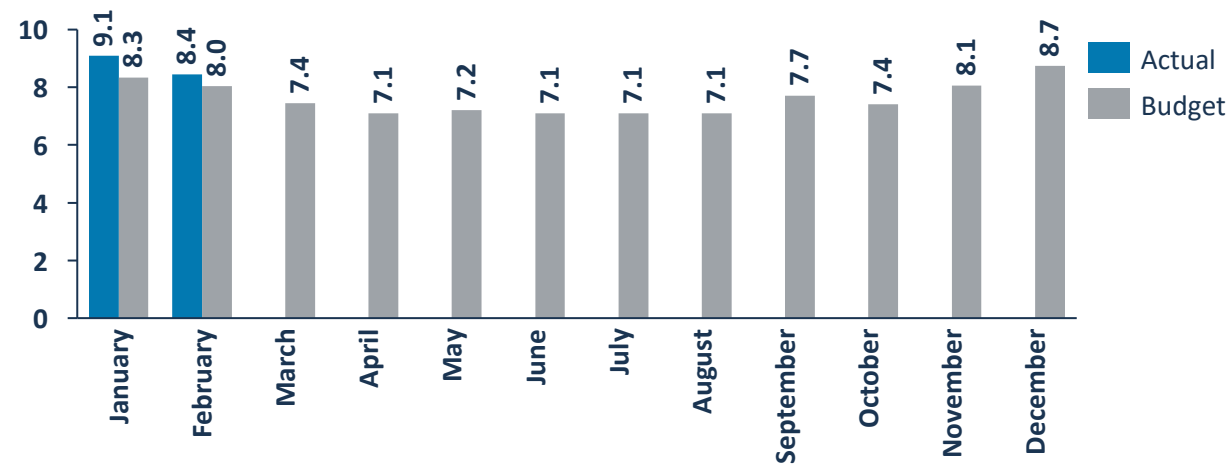
## Order Intake

\$ millions



## Liquidity

\$ millions



• TTM Avg Bookings MTD Bookings TTM Avg Backlog MTD Backlog



2.e | S&G, Delaney, and Premier

# S&G's strong start to 2020 continued in February, but behind PY due to large 2019 Arya deal; mgmt. has identified multiple discretionary spending reduction levers

## Executive Summary: February 2020




### February Results

- S&G ended Feb 2020 with sales at \$3.3M (101% of Plan, 80% of PY) and PF Adj EBITDA at \$0.4M (66% of Plan, 42% of PY)
- OGx:** supporting firmware development on new keypad

### Risks / Challenges to the Business and Plan

- At 3/13 (50% through the fiscal month), S&G Mar MTD sales were at \$0.7M (20% of Plan, 62% of PY MTD), bookings were at \$1.3M (32% of Plan, 60% of PY MTD), and backlog was at \$9.3M (129% of Feb 2019 ending backlog of \$7.2M, 105% of Mar 2019 ending backlog of \$8.8M)
  - Weaker bookings in Dec 2019 and Jan 2020 are impacting Mar 2020
  - Delay in realizing orders from newly signed Arya agreement (\$2.5M blanket order secured, but working to translate that into monthly release orders)
- COVID-19 impact:**
  - Mgmt has identified cost reduction levers across S&G, Delaney, and Premier that can keep total cash positive with >50% revenue reduction relative to Plan for remainder of year
  - NetSuite Mon 3/30 go-live will be challenged due to remote working requirements of RSM implementation consultants; could be further challenged if key S&G staff must work remotely; however, Gray and mgmt. believe the risk of further delays outweighs the risk of proceeding as planned, so they will be working to develop risk mitigation plans

## Status Update: Project Details

Project		Current Status & Next Steps	Timing	Annualized EBITDA Impact (\$MM)	
				Projected	Actual
<b>A. Address quality issues</b>		<ul style="list-style-type: none"> <li>Re-engaged Beckway to source new Quality Mgr; not moving forward with 1st onsite interview candidate; 2nd candidate coming in for onsite interview, plus 1 candidate scheduled for phone screen</li> <li>Aaron Olmsted and Rick Melito will be working remotely when possible</li> </ul>	5/28 project completion	\$300K	TBD
<b>B. Establish globally consistent pricing strategy</b>		<ul style="list-style-type: none"> <li>Engaged support of Steve Long and Clemi Hicks on Fri 1/31 for initial pricing analysis; initial price increases will be announced this week, effective 4/1; Steve and Clemi working on reporting that will highlight any deviations from target prices</li> <li>In Q2, goal is to develop globally consistent pricing model, to be used as the basis for quarterly price adjustments going forward</li> </ul>	Announcement to market by 3/1/2020 New pricing implemented as of 4/1/2020	\$275K	TBD
<b>C. Launch refreshed brand and digital market presence (i.e., website)</b>		<ul style="list-style-type: none"> <li>Feedback on trademark application for new logo expected by end of Mar</li> <li>Targeting May launch, with announcement of new keypad available to order with ~4-6-week lead time for delivery</li> <li>Kelly (S&amp;G Mktg Mgr) working with Kathryn (Delaney VP Marketing) to incorporate Delaney and Premier into S&amp;G brand refresh</li> </ul>	New website and rebranding launch 5/4/2020 (delayed to accommodate May 2020 keypad launch timing)	Enabler	Enabler



## Status Update: Project Details

Project	Current Status & Next Steps	Timing	Annualized EBITDA Impact (\$MM)	
			Projected	Actual
<b>D. Develop new multi-function platform keypad/display with new industrial design aesthetic</b> 	<ul style="list-style-type: none"> <li>Continue to be on-track for May 2020 launch date, with production-level volumes in July 2020</li> <li>PQD has provided multiple product concepts building off the industrial engineering work completed by OGx to-date</li> <li>PQD has quoted \$70/unit for the initial production run using known components; potential ~\$15/unit cost reduction using chip and screen components that need to be further validated</li> <li>Kicking off tooling Fri 2/28, with working prototype samples for dev testing by Fri 3/20 <ul style="list-style-type: none"> <li>Will be gathering VOC feedback on samples from trusted partners</li> </ul> </li> <li>In-person PQD supplier validation trip cancelled; will be working to conduct remote supplier validation</li> </ul>	July 2020	2020: \$80K 2022: \$430K	TBD
<b>E. Develop new core products</b> 	<ul style="list-style-type: none"> <li>New product development efforts on track for planned commercialization dates</li> <li>Prioritized product development pipeline through Q2 2020, focused on opportunities that are highly strategic, large and highly certain, and high ROI</li> <li>Business Case (ROC) models for potential 3Q/4Q 2020 products complete.</li> <li>In late Q1 / early Q2, mgmt will begin identifying and preparing ROC models for potential 2021 development products</li> </ul>	Commercialization dates through Dec 2020	2020: \$530K 2022: \$1.9M	TBD
<b>F. Freight and logistics project</b> 	<ul style="list-style-type: none"> <li>Focused on determining optimal freight setup once S&amp;G moves off the Stanley TSA freight service in Nov 2020</li> <li>SmartVentures kicked off onsite work at Nicholasville on Mon 2/24</li> </ul>	Jun 2020	TBD	TBD
<b>G. CRM project</b> 	<ul style="list-style-type: none"> <li>Focused on defining optimal use of CRM in advance of Apr 1 go-live</li> <li>SmartVentures kicked off onsite work at Nicholasville on Mon 2/24</li> <li>SmartVentures identified adjustments to the CRM workflows prior to the Fri 3/6 implementation cutoff date</li> </ul>	Apr 2020	Enabler	Enabler
<b>H. Manufacturing outsourcing project</b>	<ul style="list-style-type: none"> <li>Decided to hold off on pursuing full outsourcing project until we establish more momentum in the business</li> </ul>	Q1 2021	TBD	TBD



Complete



Just started



On Track



At Risk



Behind Schedule

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# Delaney and Premier's strong start to 2020 continued in February, with both divisions well ahead of Plan and PY; discretionary spending levers identified








## Executive Summary: February 2020

- Delaney ended Feb 2020 with sales at \$3.4M (105% of Plan, 126% of PY) and Adj EBITDA at \$0.7M (126% of Plan, 161% of PY)
- Premier ended Feb 2020 with sales at \$1.6M (102% of Plan, 108% of PY) and Adj EBITDA at \$0.5M (123% of Plan, 137% of PY)
- At 3/13 (45% through the month), Delaney Mar MTD sales were at \$1.5M (43% of Plan, 109% of PY MTD) and Premier Feb MTD sales were at \$0.8M (50% of Plan, 100% of PY MTD)
- 7 Delaney and 2 Premier executives completed yellow belt training Mon 2/3 – Wed 2/5 and 4 additional Delaney executives to complete yellow belt training Mon 3/9 – Wed 3/11; white belt training completed Thu 2/27 – Fri 2/28 at Delaney Cumming and Premier Austell; white belt training at Premier Monroe and Houston has been postponed indefinitely
- On Tue 2/18, AF met with Michael OBryan (former Delaney Board Director) to build relationship in advance of potential future advisory role; in process of finalizing engagement (\$30K total annual strategic advisory fee, paid monthly), and then will engage him to support Delaney's commercial growth initiatives -- this is on-hold pending greater economic clarity around COVID-19
- Key piece of Premier manufacturing equipment (frame roll former) broke down on Mon 3/2 due to operator error; short-term solution in place to keep machine running, and replacement parts are on order from Canada (~\$25K total expected cost); will be installing a gate to prevent future operator error (poka yoke solution); no negative impact to production expected
- **OGx:** supporting remaining Delaney multifamily smart lock product development
- **Delaney COVID-19 impact:** Supply chain has resumed normal operations; no impact on sales performance experienced yet, but because Delaney's product is purchased at the tail end of new housing development, any underperformance may lag the broader construction market
- **Premier COVID-19 impact:** No immediate / quantifiable issues, but potential risk if OEM accounts experience delays in receiving components from China or otherwise delay building timing; mgmt. has decided to delay ~\$1.1M Phase 1 growth capex (~50% pushed to late 2020 and ~50% pushed to early 2021)

## Status Update: Project Details

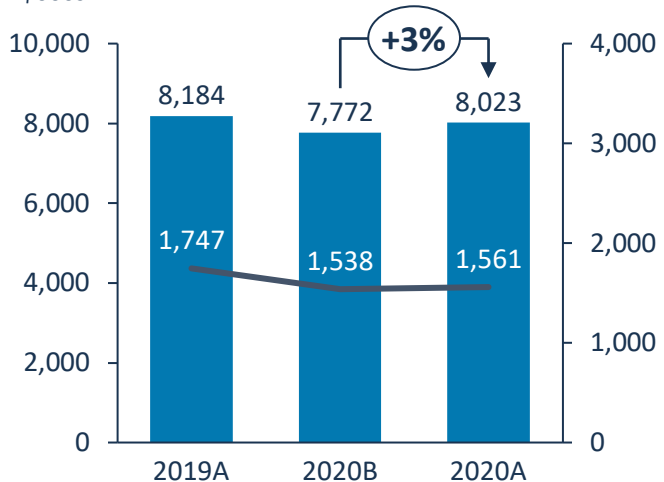
Project		Current Status & Next Steps	Timing	Annualized EBITDA Impact (\$MM)	
				Projected	Actual
A. Launch Delaney multifamily smart lock	●	• Launch schedule finalized; delayed from July to Oct 2020, which is only expected to allow ~1 month of sales in 2020 (Dec)	Oct 2020 launch Dec 2020 initial sales	\$100K (Dec 2020)	TBD
B. Define NPD process and develop new product roadmap	●	• Delaney has finalized updated Delaney NPD process for new products and product updates • New product development opportunities identified; have begun VOC interviews and business cases to validate approach	Mar 2020 process Jun 2020 roadmap	TBD	TBD
C. Develop eCommerce growth strategy	●	• Donald Smith (new eCommerce & Digital Marketing Mgr) started on Mon 3/2; working to develop growth initiative strategy for eCommerce	Apr 2020	TBD	TBD

## Status Update: Project Details

Project	Current Status & Next Steps	Timing	Annualized EBITDA Impact (\$MM)	
			Projected	Actual
<b>D. Develop strategies to grow</b> <b>(i) current regional customers,</b> <b>(ii) current multifamily dealers,</b> <b>(iii) current nat'l accounts / buying groups, (iv) new homebuilders</b> 	<ul style="list-style-type: none"> <li>Mgmt has prioritized current regional customers and multifamily dealers and is working with OSRs to develop penetration strategies</li> <li>Initial list of 8 national accounts / buying groups identified; in process of completing SWOT analysis and developing penetration strategy for each</li> <li>Mgmt developing database of homebuilders to identify and prioritize account opportunities to pursue, and developing process for onboarding new homebuilder accounts</li> </ul>	Jun 2020	TBD	TBD
<b>E. Develop strategy to drive growth in Delaney Bravura product</b> 	<ul style="list-style-type: none"> <li>Mgmt gathered initial input on potential avenues to drive Bravura growth at Forte conference Tue 2/25 – Thu 2/27; in process of synthesizing findings into hypotheses that will be tested through further VOC interviews</li> </ul>	May 2020	TBD	TBD
<b>F. Update Delaney Sales Incentive Program (SIP)</b> 	<ul style="list-style-type: none"> <li>Mark working with Delaney mgmt. to adapt S&amp;G SIP for use at Delaney</li> </ul>	May 2020	TBD	TBD
<b>J. Pursue Delaney sourcing savings</b> 	<ul style="list-style-type: none"> <li>Mgmt working to identify potential alternative supplier(s) for each of top 100 SKUs by spend</li> </ul>	May 2020	TBD	TBD
<b>K. Pursue Delaney freight and logistics savings</b> 	<ul style="list-style-type: none"> <li>Kick off call completed Mon 2/24</li> <li>Focused on identifying and executing on logistics savings identified during diligence</li> </ul>	Jun 2020	\$250K	TBD
<b>L. Conduct Delaney SKU rationalization</b> 	<ul style="list-style-type: none"> <li>Mgmt pulling list of slow-moving items, low profit items, and high MOQ items to prioritize for SKU rationalization consideration</li> </ul>	Jun 2020	TBD	TBD
<b>M. Premier capacity and sales growth plan</b> 	<ul style="list-style-type: none"> <li>AM has worked with Joey (President) and Dale (VP Manufacturing) to further refine and validate 4-year investment and growth plan, which shows opportunity to grow EBITDA from ~\$4.5M in 2019 to ~\$8.8M in 2023, with ~\$3.7M in growth capex in 2020-2022 (incl. ~\$1.1M Phase 1 originally planned for 2020)</li> <li>Mgmt. has decided to push ~50% of Phase 1 growth capex to late 2020 and the balance to early 2021</li> </ul>	2020-2023	\$4.5M	TBD

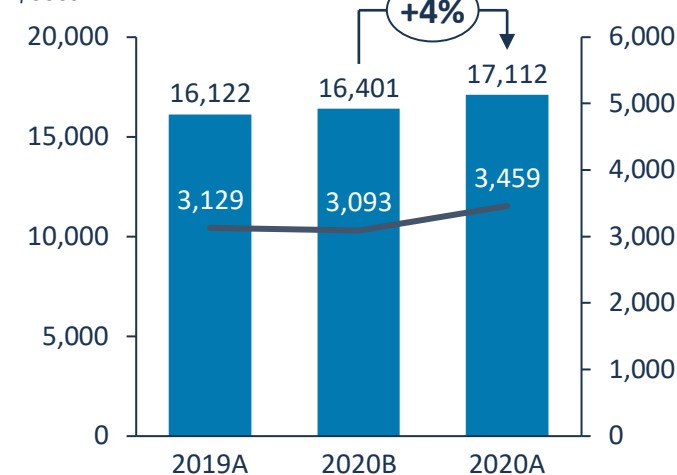
### February MTD

\$000s



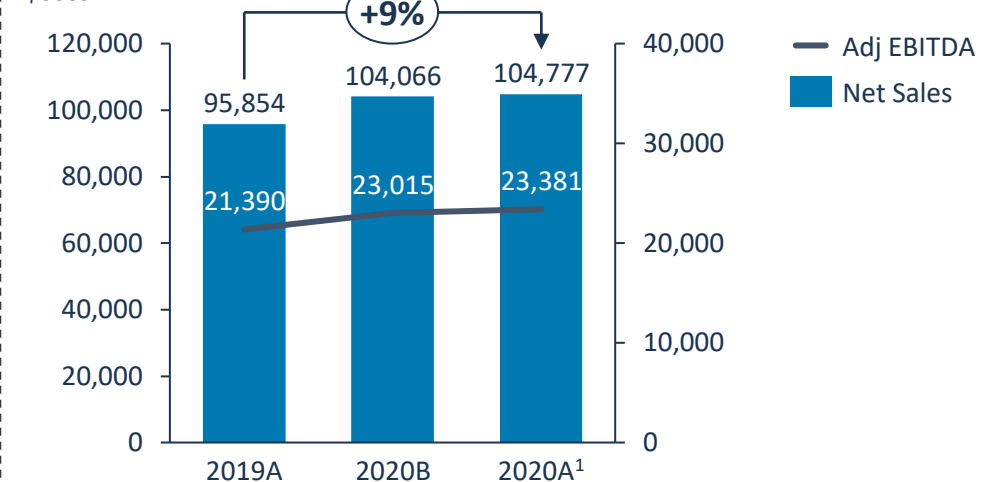
### February YTD

\$000s



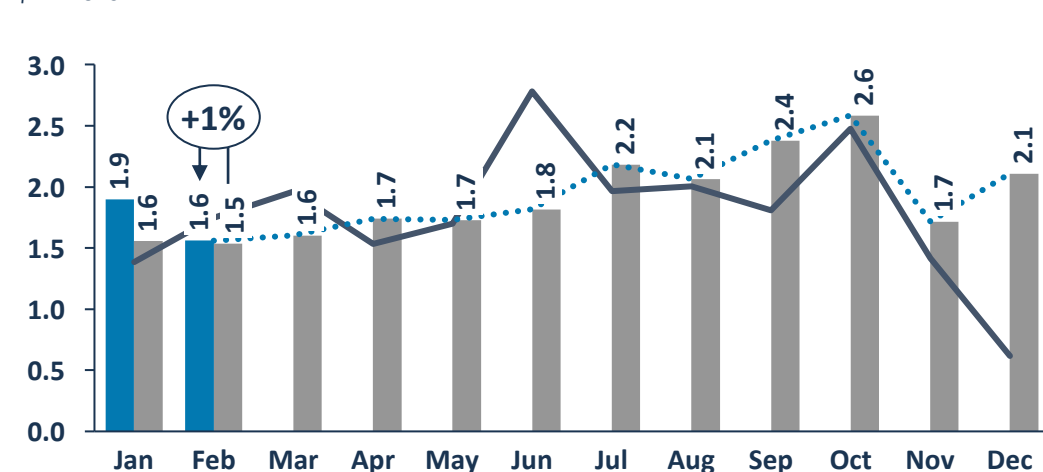
### Full Year

\$000s



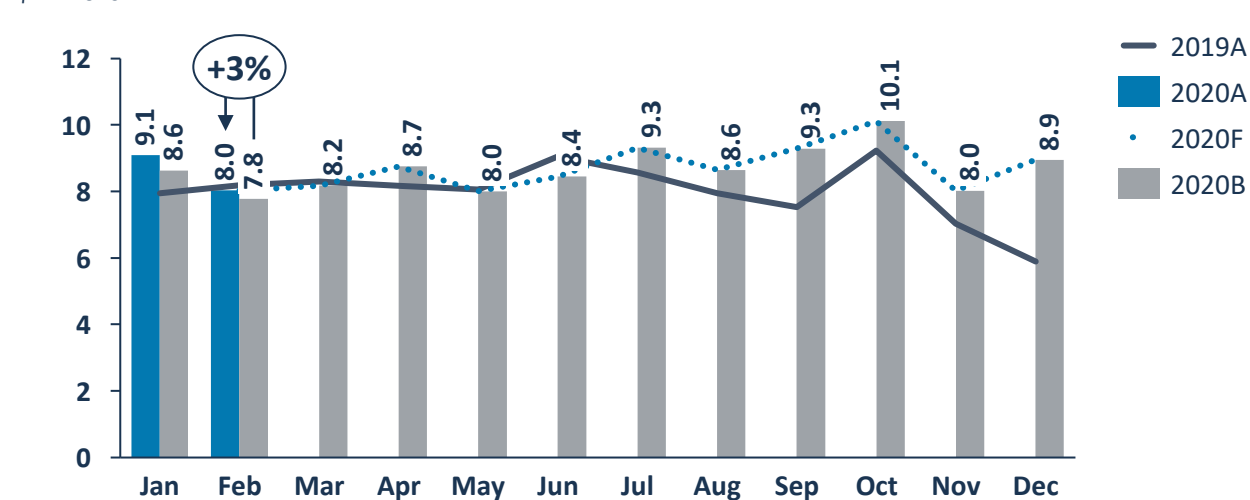
### Monthly Adj EBITDA

\$ millions



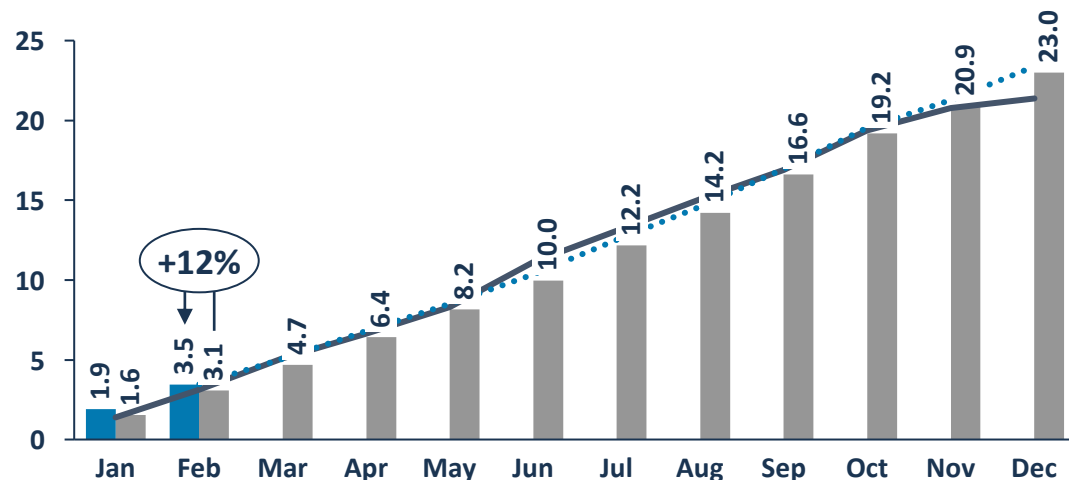
### Monthly Net Revenue

\$ millions



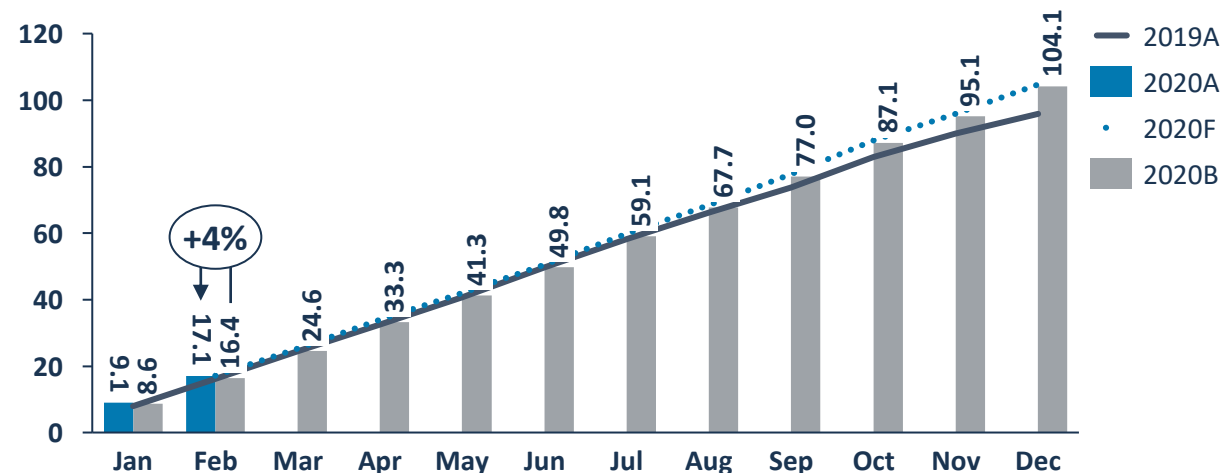
## YTD Adj EBITDA

\$ millions



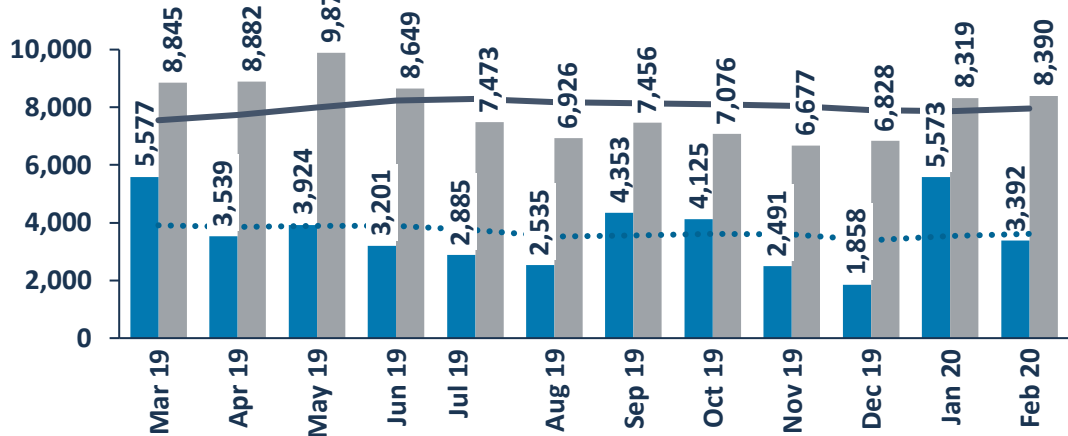
## YTD Revenue

\$ millions



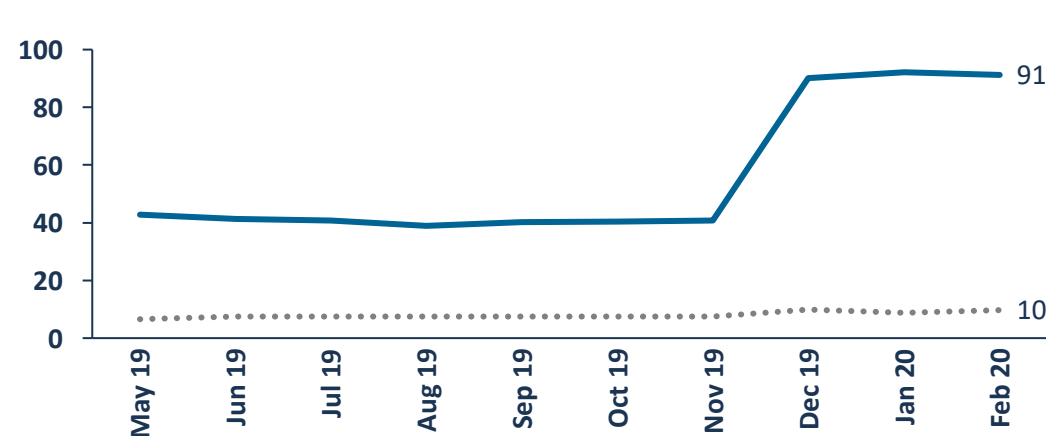
## Order Intake<sup>1</sup>

\$ thousands



## Liquidity

\$ millions



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



**OPENGATE CAPITAL**

1. S&G only (Delaney/Premier don't maintain backlog)

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## 2.f | InRule

# Continued strong performance in February with ARR 118% year over year. Team continues to advance strategy initiatives while managing response to COVID-19

## Executive Summary: February 2020

### InRule Feb results

- **ARR:** \$9.3M in ARR which represents a 18% increase over February 2019 (down vs January 2020 because of shorter month)
- **Revenue/Adjusted EBITDA:** Net revenue \$990k vs budget of \$878k (113% of plan) vs \$796k 2019A (124%); Adjusted EBITDA of \$111k vs budget of (\$38k) vs \$72k 2019A (154% of PY)
- **New business acquisition:** New logos: DXC Wisconsin (ARR \$122k), Upsells: Shell (Perpetual: \$116k)
- Progressing key initiatives toward refreshed strategic direction based on 4 pillars: decision platform expediency, market expansion, customer experience, and operational excellence
- New ARR pipeline of \$1.2M supports Q1 goal of \$560K
- Growing services backlog (~\$150K in new SOWs for Aetna, Sonova (POC), CTCA)



### Risks / Challenges to the Business and Plan:

- **COVID-19:** Cancellation of trade shows and onsite customer visits due to coronavirus. Aggressively seeking other approaches to fill upper funnel metrics. All employees working from home, no current infected or quarantined staff.

## Status Update: Project Details

Project		Current Status & Next Steps	Timing	Annualized EBITDA Impact (\$MM)	
				Projected	Actual
A. Build SaaS Platform		<ul style="list-style-type: none"> <li>• Agile development and quality automation toward integrated cloud ops/SaaS</li> <li>• Continue iterative delivery of web and cloud enabled capabilities</li> <li>• Assess tactical distribution of resource investment</li> </ul>	TBD	TBD	TBD
B. Commercial strategy		<ul style="list-style-type: none"> <li>• Salesforce effectiveness: grow funnel, optimize conversion, and maximize value</li> <li>• Address buyer journey &amp; content by providing appropriate content at the right time</li> <li>• Develop brand positioning and identity for analysts, prospects, and customers</li> </ul>	TBD	TBD	TBD

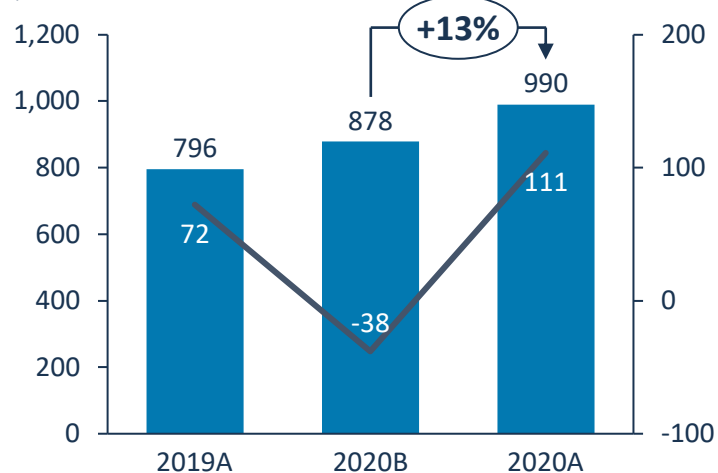
## Status Update: Project Details

Project	Current Status & Next Steps	Timing	Annualized EBITDA Impact (\$MM)	
			Projected	Actual
<b>C. Customer experience, customer success program</b> 	<ul style="list-style-type: none"> <li>Develop services strategy to achieve continuous and actionable project engagement, onsite delivery of services, broader offerings/activities, and an incentive plan for consultants</li> <li>Improve renewal and upsell to other projects through high-touch interaction: executive engagement, road shows, and trusted advisor relationships</li> <li>Expand on-boarding, support, and go-live process</li> </ul>	TBD	TBD	TBD
<b>D. Operational excellence</b> 	<ul style="list-style-type: none"> <li>Implement NetSuite ERP with CRM integration and migration from QuickBooks</li> <li>Company culture: Develop culture guide, program regular company activities/hackathons, and provide guidance for self-learning</li> <li>Develop processes and procedures for standardized recruiting, including training before posting a req; approved marketing messages; normalized position advertising, approval, job descriptions, and comp ranges</li> </ul>	TBD	TBD	TBD



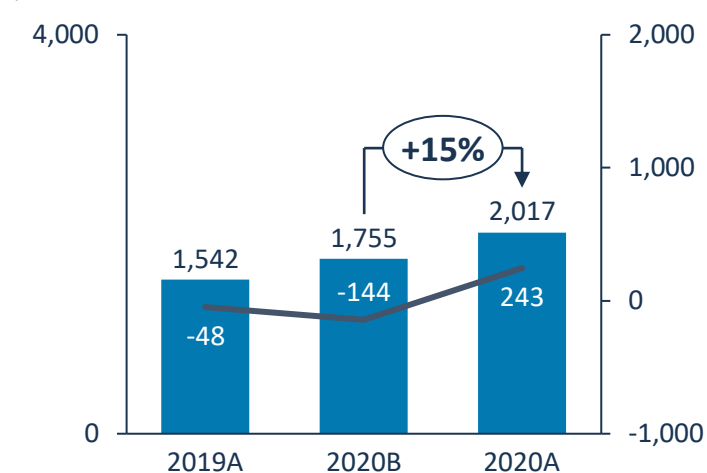
## Feb MTD

\$000s



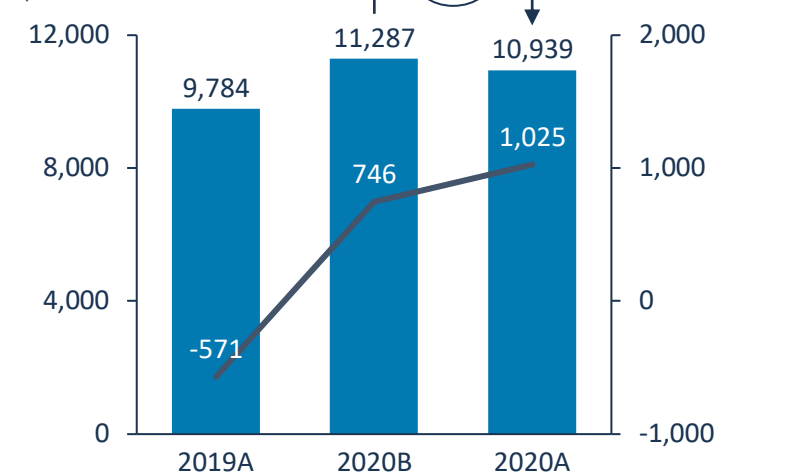
## Feb YTD

\$000s



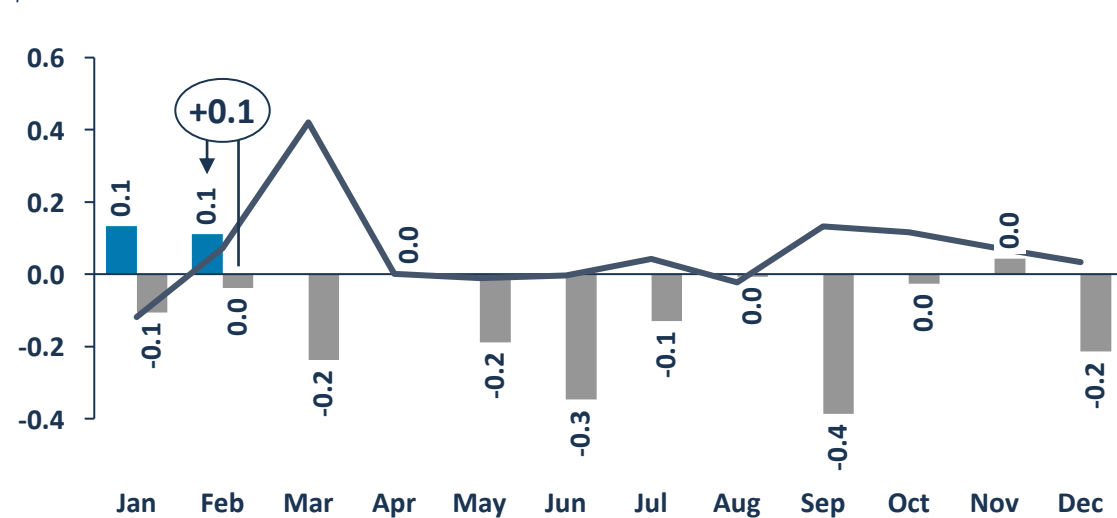
## TTM

\$000s



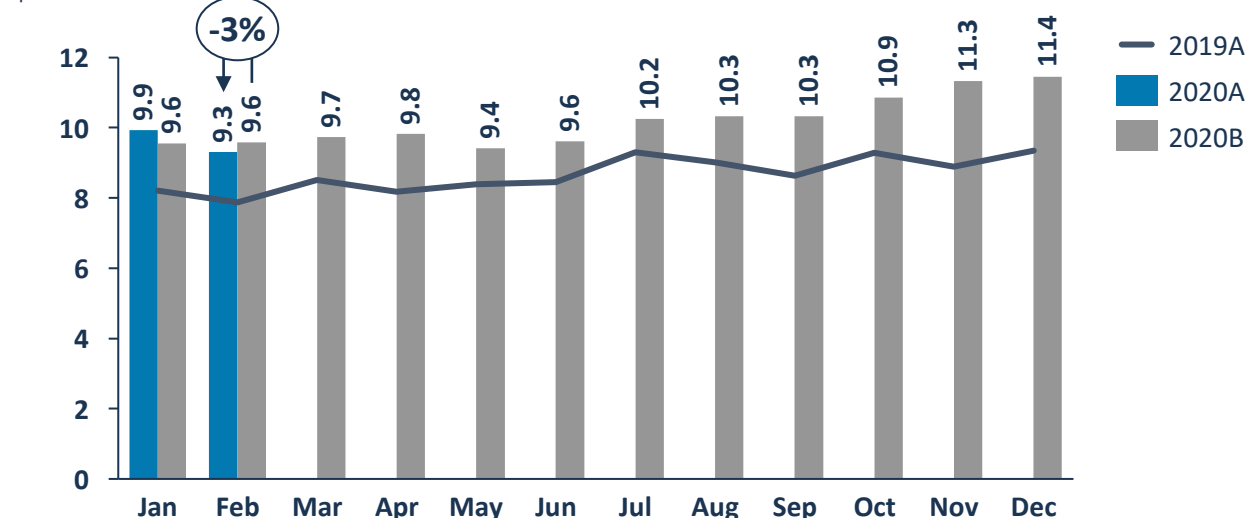
## Monthly EBITDA

\$ millions



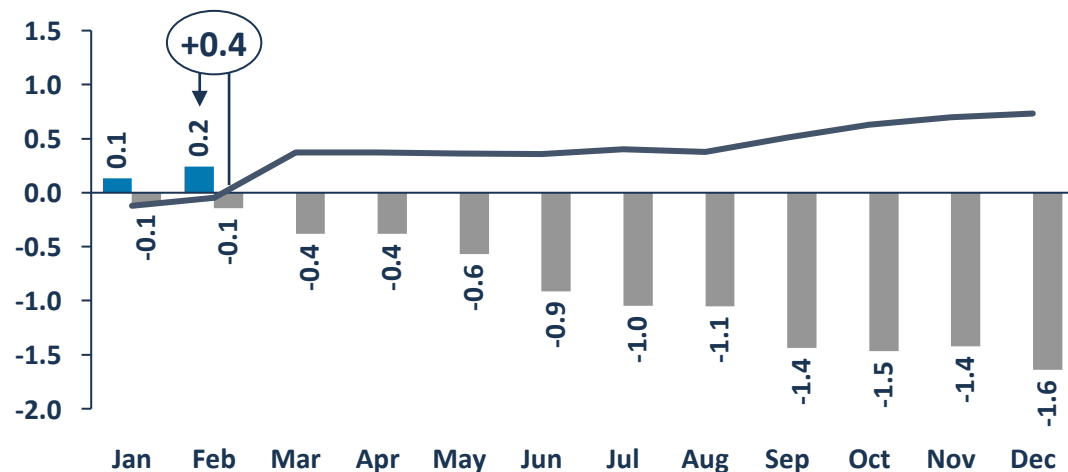
## Monthly ARR

\$ millions



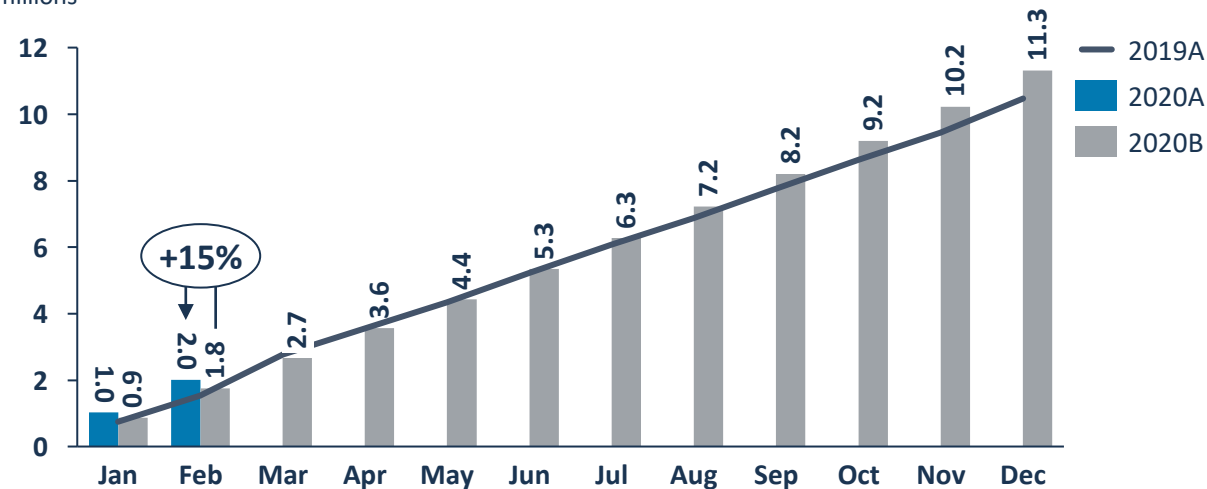
## YTD EBITDA

\$ millions



## YTD Revenue

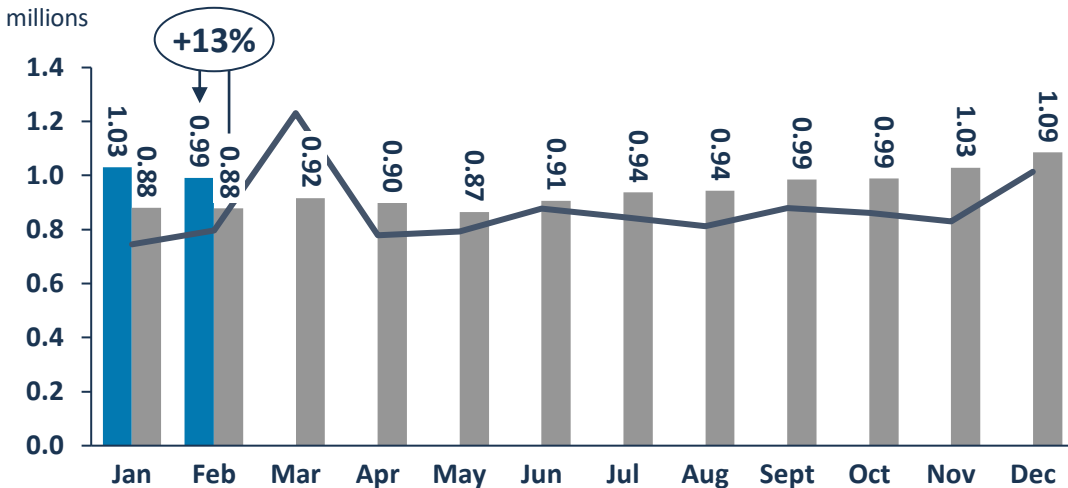
\$ millions



## Monthly Net Revenue

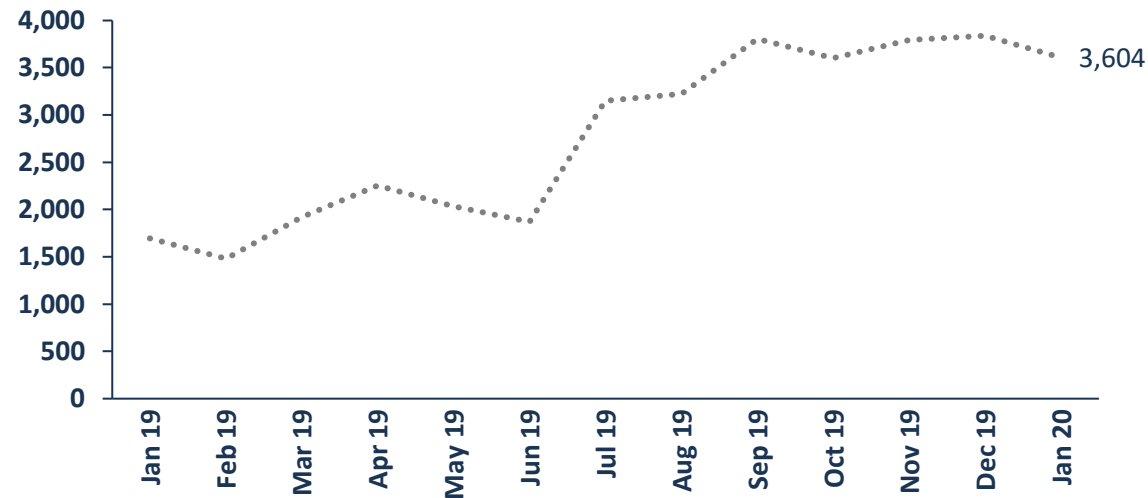
\$ millions

— 2019A ■ 2020A ■ 2020B



## Ending Cash

\$ millions



2.g | CoreMedia

# February on plan with strong ARR growth of 115% year over year. Focusing on COVID mitigation and employee management

## Executive Summary: February 2020


### CoreMedia February results

- **ARR:** €15.6mm vs €15.6mm 2020 AOP and €13.5mm Feb 2019 (115%); VF Corp remains in pipeline and they have not pulled the RFP due to COVID (potential to be \$1mm in ARR)
- **Revenue/Reported EBITDA:** Net Revenue: €1.77mm vs €1.77mm 2020B vs €1.74 2019A; Reported EBITDA of (€94k) vs (€9.6k) AOP vs €100k Feb 2019A.
- 2019 adjustments are not completed as 13<sup>th</sup> period has not been closed. Adjusted EBITDA will be reported after PWC completes their IFRS transition which is scheduled to be completed end of April. May report out will be on IFRS and will restate 2019

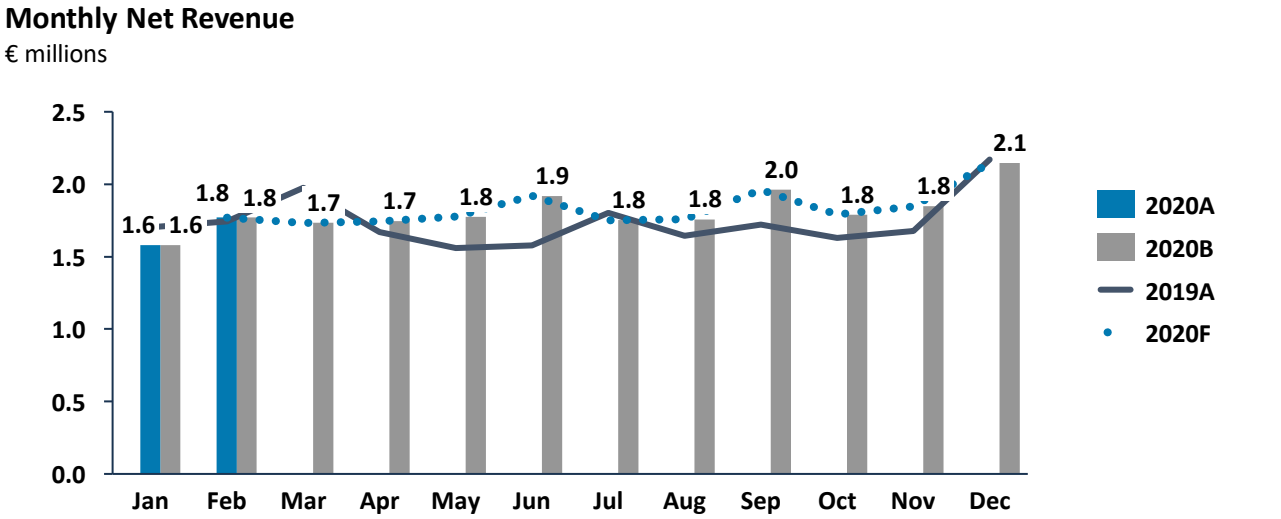
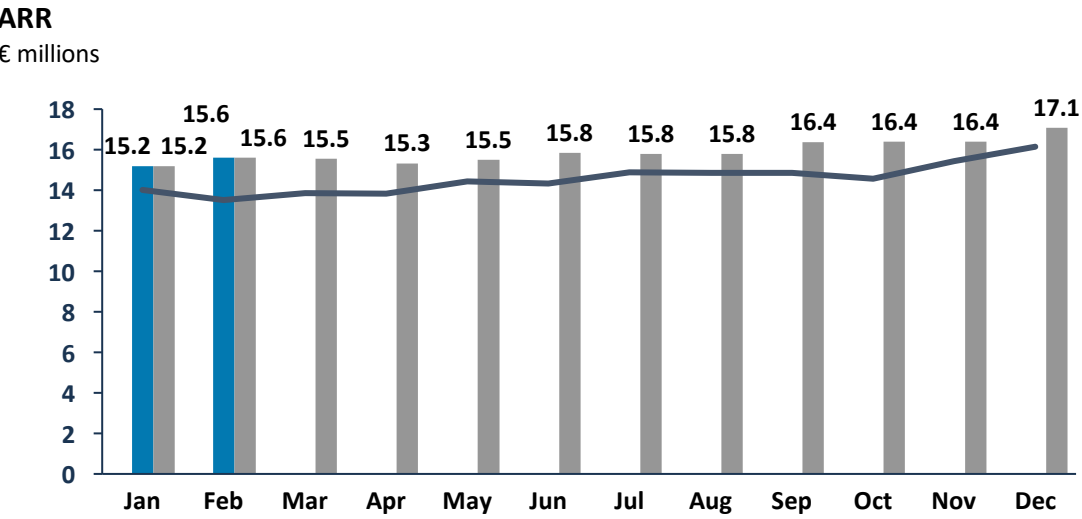
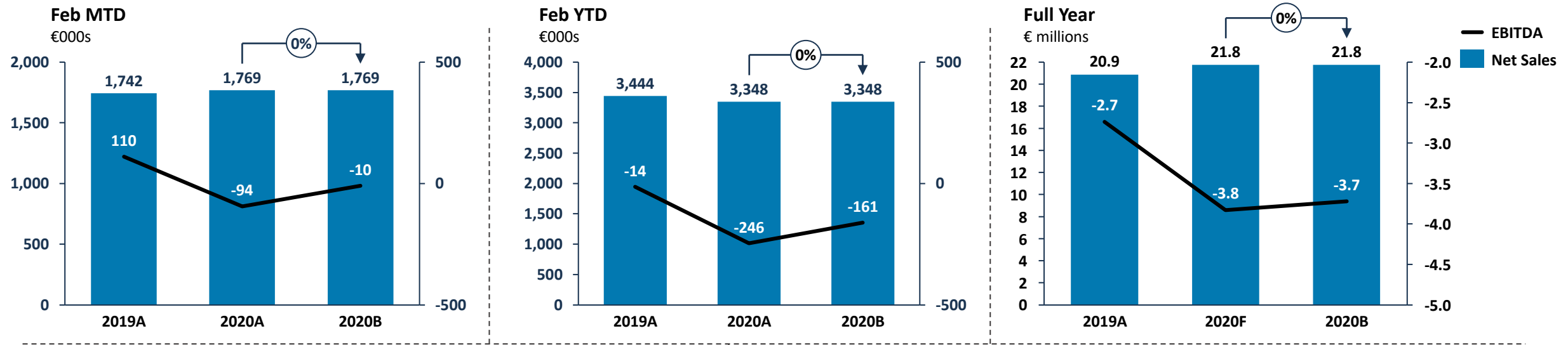
### Risks / Challenges to the Business and Plan:

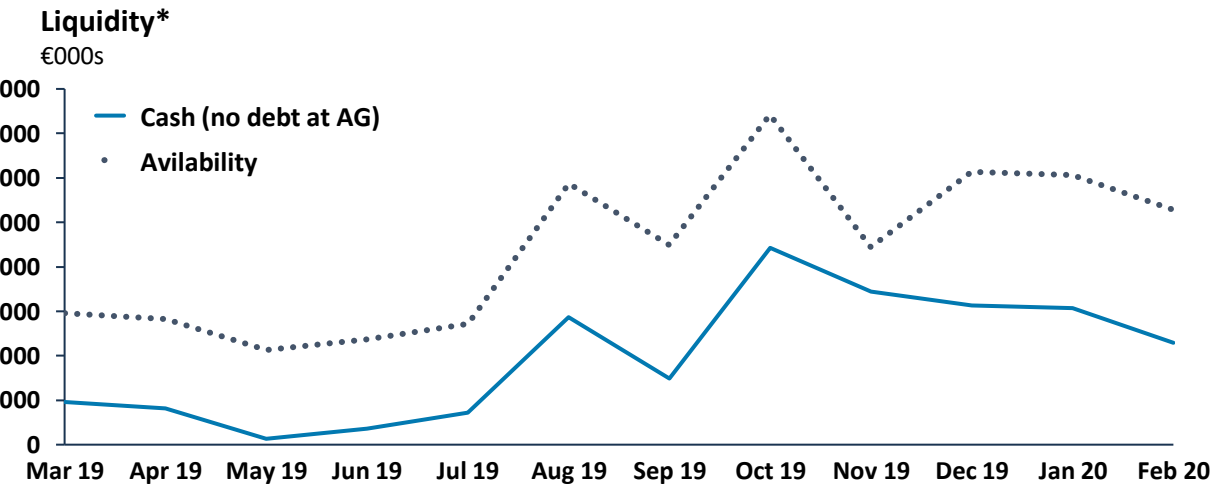
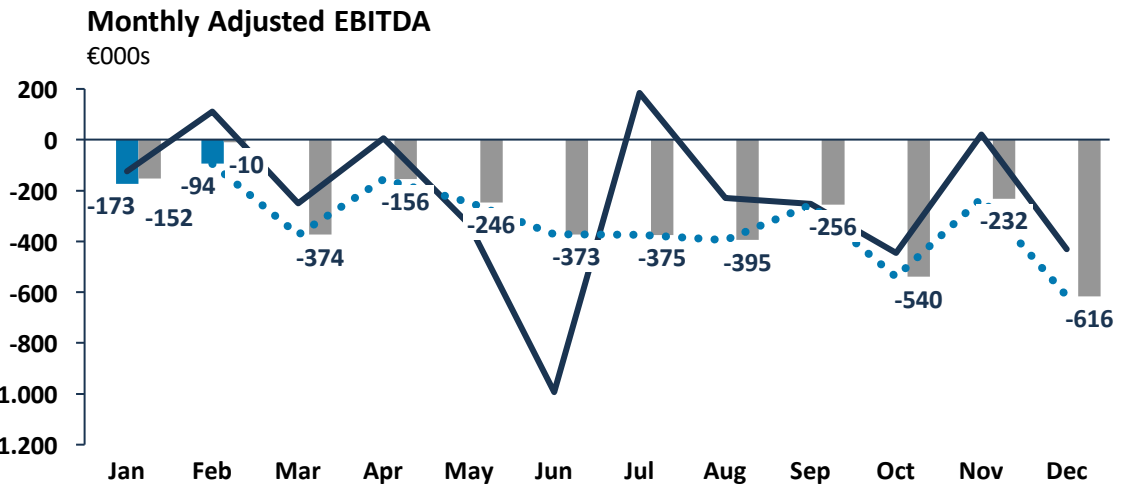
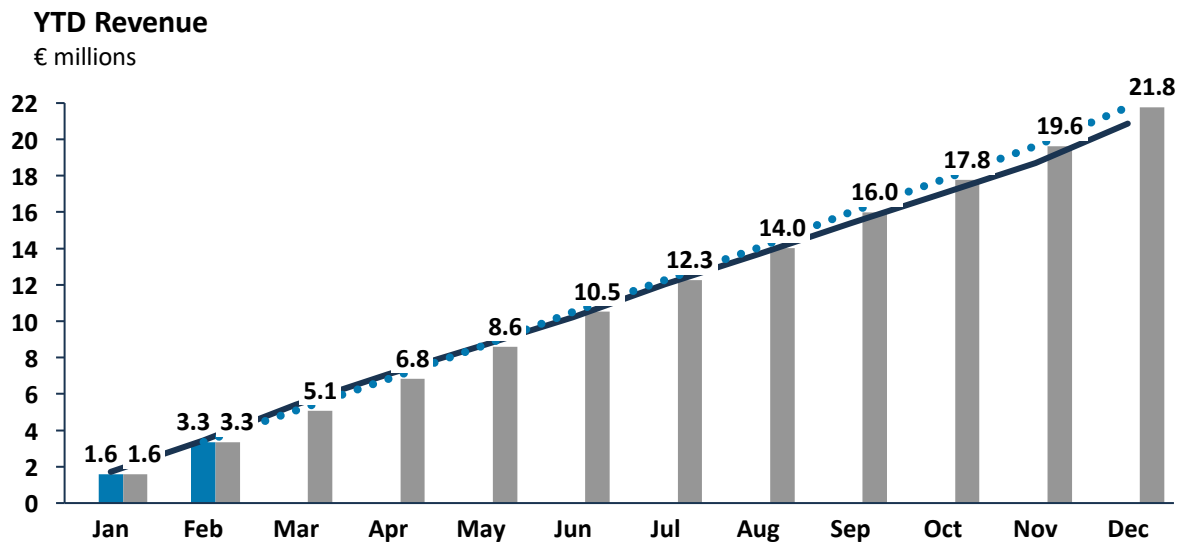
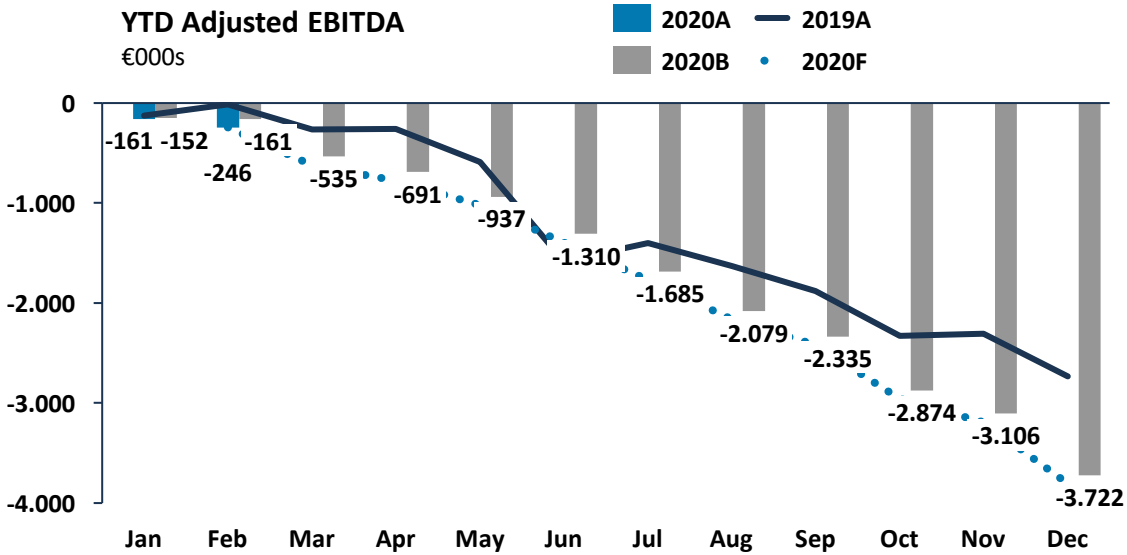
- **Hiring/Talent:** Florian former head of Sales is still an unknown. Upon returning from medical leave he went on vacation to Austria (High risk area) and is now in quarantine. Sören is working with him directly and we believe he will be retained
- **Finance team:** Finance team is not staffed to meet reporting needs and lacks key expertise. A restructuring will be planned for 2H 2020 depending on impact of COVID
- **COVID-19:** All employees are have been asked to work remotely. For those returning from vacation or have been exposed to an infected individual remote work is mandatory. Currently 15 employees are in isolation with one to be tested tomorrow. Interactions with prospects and customers is being restricted and many customers have indicated delays in spending. Management team believes if restrictions extend beyond four weeks there will be an uptick in remote/digital sales. Management team has pivoted and provided a cash preservation plan for the remainder of 2019 which on a month to month basis would save €500k under a 30-60-day delay.

## Status Update: Project Details

Project		Current Status & Next Steps	Timing	Annualized EBITDA Impact (\$MM)	
				Projected	Actual
A. 2020 Budget and strategy		<ul style="list-style-type: none"> <li>• Strategy workshop complete, preliminary 2020 focus on product features/cost, sales capability/cost</li> <li>• AOP finalized on Thursday, pivoted to cost control and cash management</li> </ul>	Jan-Feb 20	NA	NA
B. Implementation of reporting		<ul style="list-style-type: none"> <li>• Finance team is understaffed to meet reporting requirements and are having difficulty due lack of expertise. Beckway is supporting however it will take a 1-2 months of dedicated work to finalize standard reporting</li> </ul>	Q1 2020	NA	NA
C. Sales restructuring		<ul style="list-style-type: none"> <li>• Sales team kick off was completed, CRO has presented his roadmap and restructuring plan which he is currently executing. Next targets are setting regular pipeline reporting and refinement of the commissions</li> </ul>	Ongoing Q1	TBD	TBD
D. Workbench deployment		<ul style="list-style-type: none"> <li>• Hardware ordered for on prem solution expecting it to arrive in 1-2 weeks</li> <li>• CM to develop internally, kicking off data migration next week</li> </ul>	Mar-Apr	TBD	TBD

Note 1: 13<sup>th</sup> period include: Calculation and booking of development costs to be capitalized as well as amortization, adjustments of depreciations, corporate and sales tax, deferred taxes (assets & liabilities), appropriation of net income, accruals for; outstanding invoices, accumulated vacation





\*Liquidity = cash + unused credit line

## 3 | Europe Portfolio Update






### 3.a | Alfatherm



## Executive Summary: February 2020

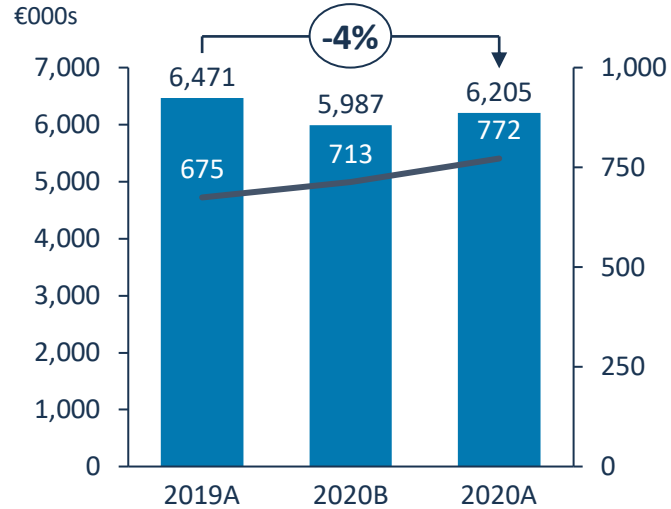
- February Sales reached €6.2M which is better than Budget (+4%) but below PY (-4%), vs budget strong performance of Furniture (+10%) and Metal Lamination (+10%)
- EBITDA in February is €0.8M, +8% vs Budget and + 14% vs PY. EBIDA strongly supported by higher activity vs Budget and quality cost improvements vs PY and Budget
- FY 2020 EBITDA is forecasted in line with budget at €8.2M or 12% of sales vs PY at €7.1M (10% of sales). Covid-19 impact hard to assess at this point.
- Cashflow start to drop slightly vs AlixPartners plan but Alfatherm manages to keep up with a tight allocation of funds
- Operational turnaround activity has been put on hold due to the Covid-19 situation and PMO being on home office
- Management team and external advisors (Fante, Willkie Farr) ready for Pre Concordato but also seeking third party financing
- Covid-19: Situation is monitored every day. Slight absenteeism but manageable and not impacting production yet
- HR: dismissal of the Gallarate plant manager (not to be replaced) and resignation of the IT/SAP manager

## Status Update: Project Details

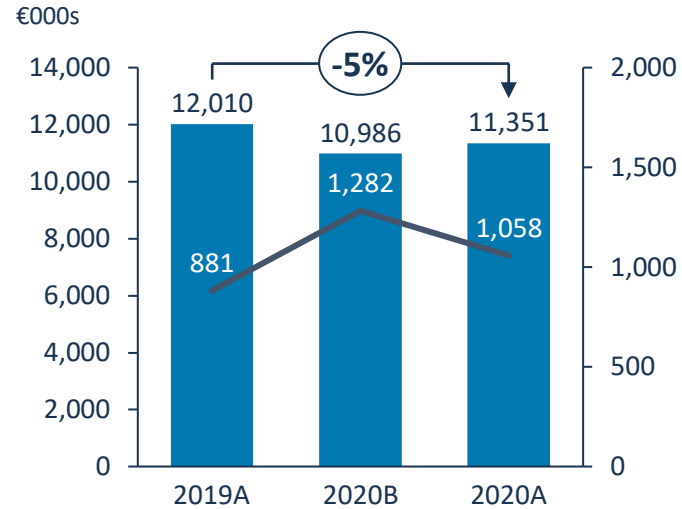
Project		Current Status & Next Steps	Annualized EBITDA Impact (€MM)	
			Projected	Actual
A. Operational Turnaround		<ul style="list-style-type: none"> <li>Activities on hold</li> </ul>		
B. Financial Turnaround		<ul style="list-style-type: none"> <li>Pre Concordato ready to be filed but on-going assessment of external financing options</li> <li>Weekly meeting organized with Management and advisors</li> </ul>		
C. Factoring + ST Credit lines		<ul style="list-style-type: none"> <li>General Finance currently analyzing Alfatherm customers ledger</li> </ul>		
D. Production efficiency		<ul style="list-style-type: none"> <li>Dismissal of the Gallarate plant manager (not to be replaced) and resignation of the IT/SAP manager</li> </ul>		
E. OGx initiatives		<ul style="list-style-type: none"> <li>Activities on hold</li> </ul>		

**Feb MTD**

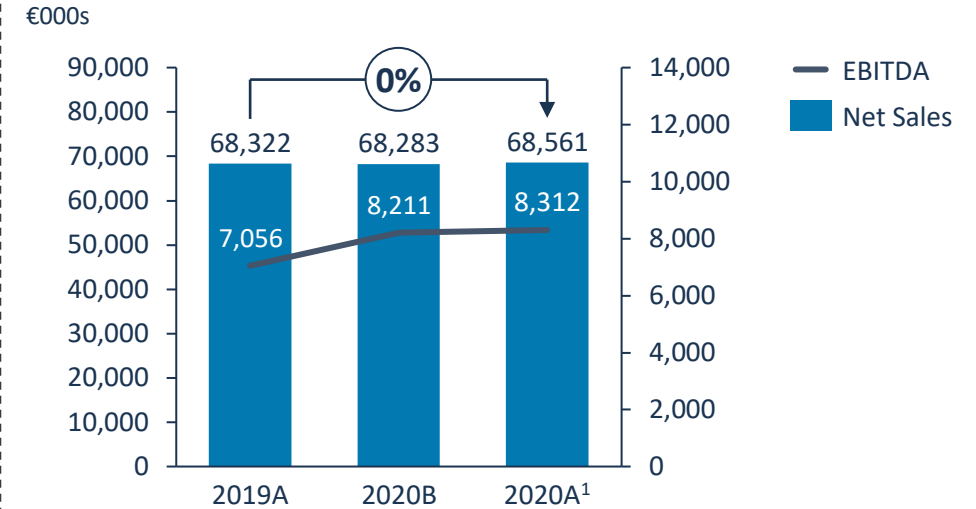
€000s


**Feb YTD**

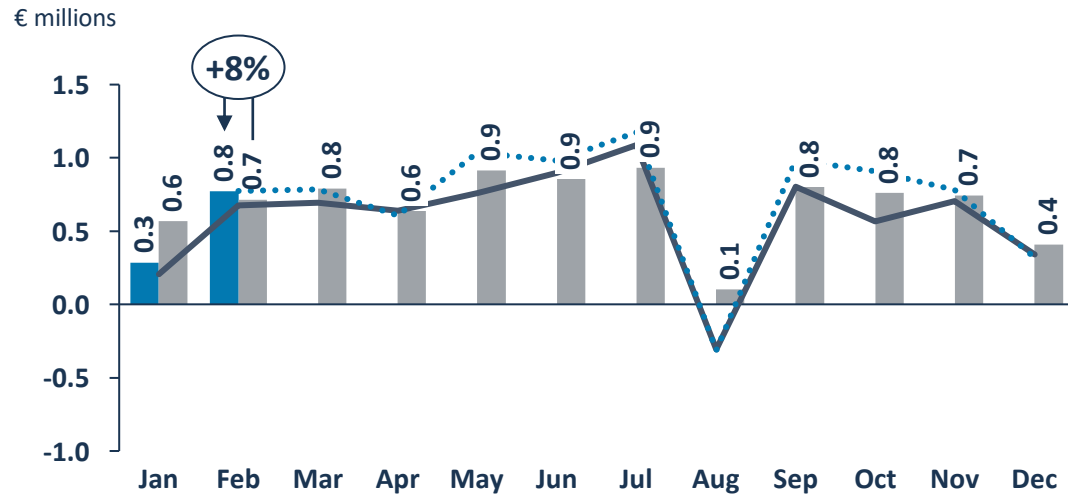
€000s


**Full Year**

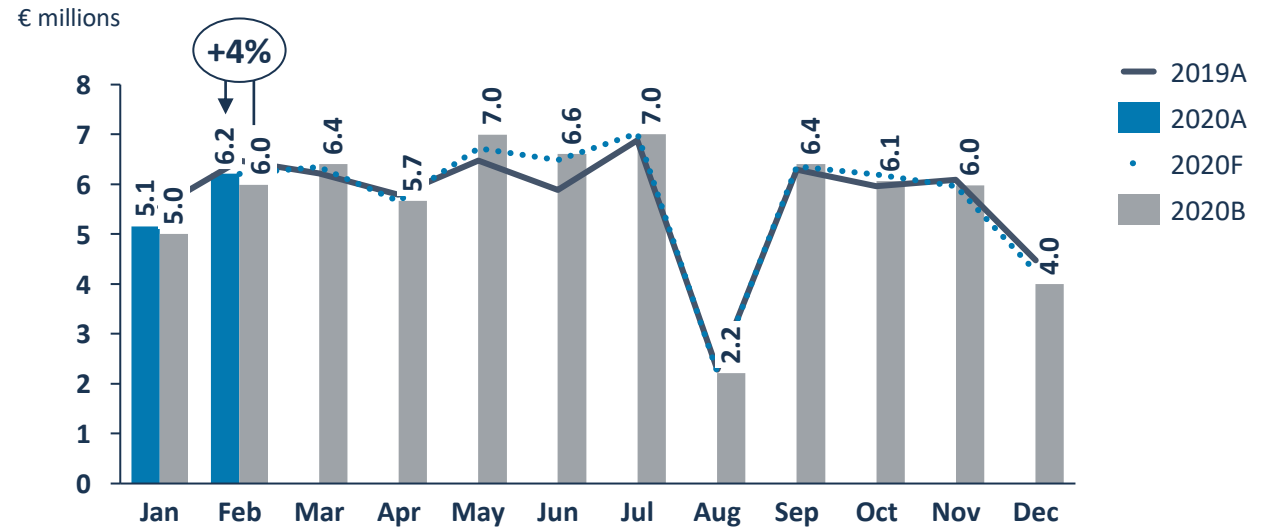
€000s


**Monthly EBITDA**

€ millions

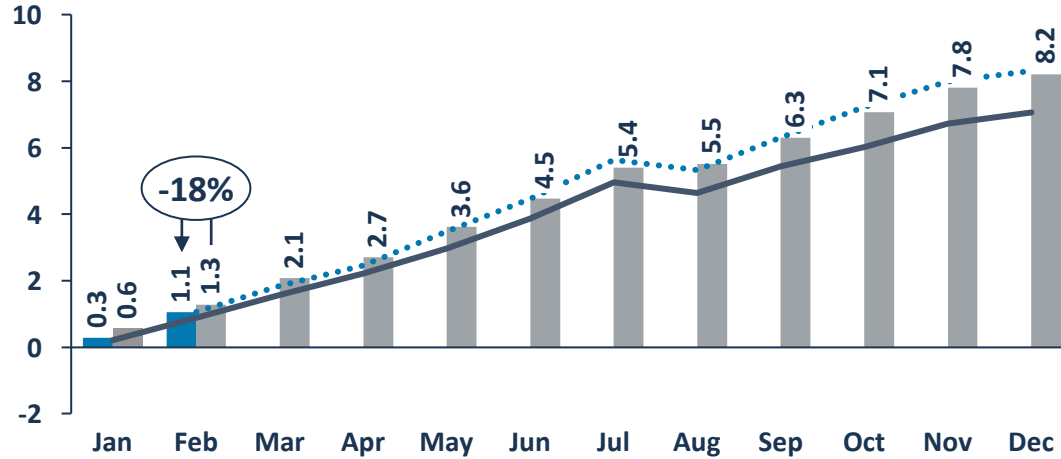

**Monthly Net Revenue**

€ millions



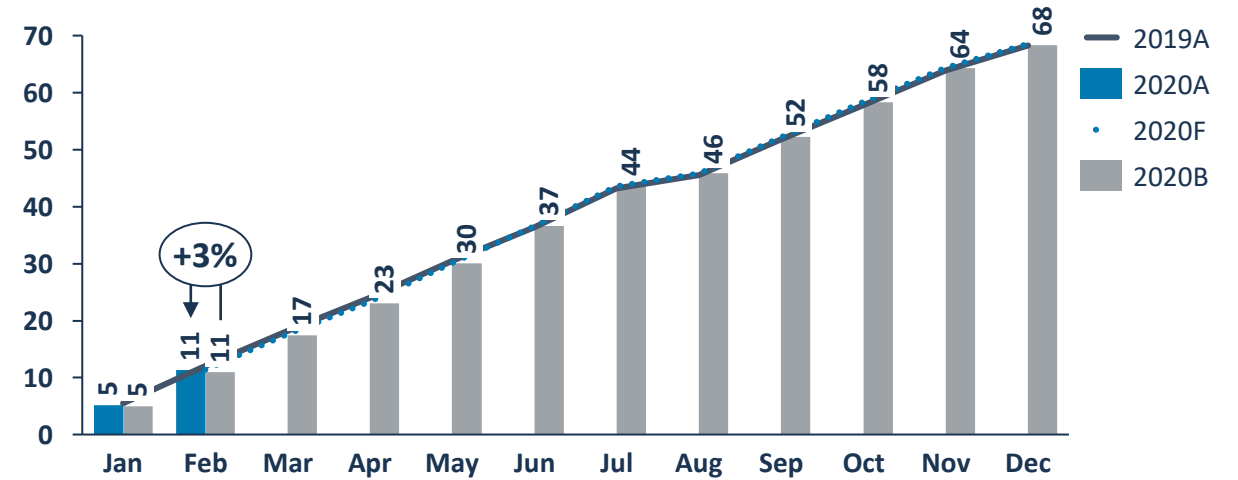
### YTD EBITDA

€ millions



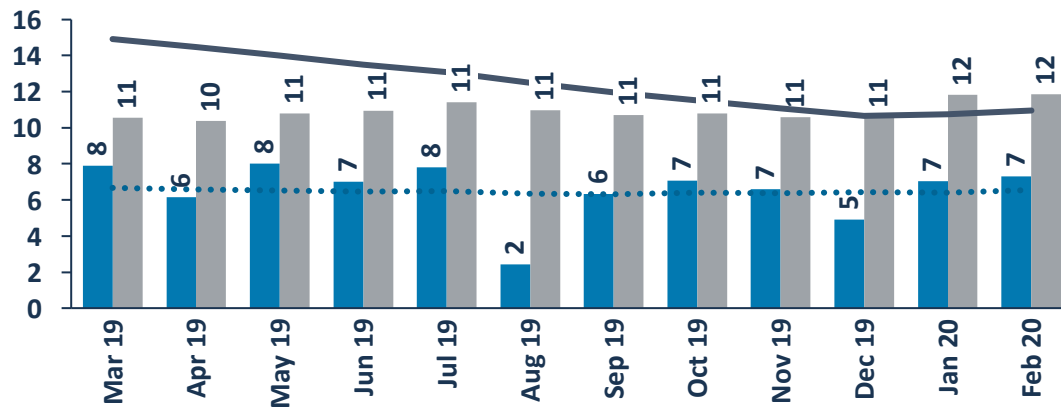
### YTD Revenue

€ millions



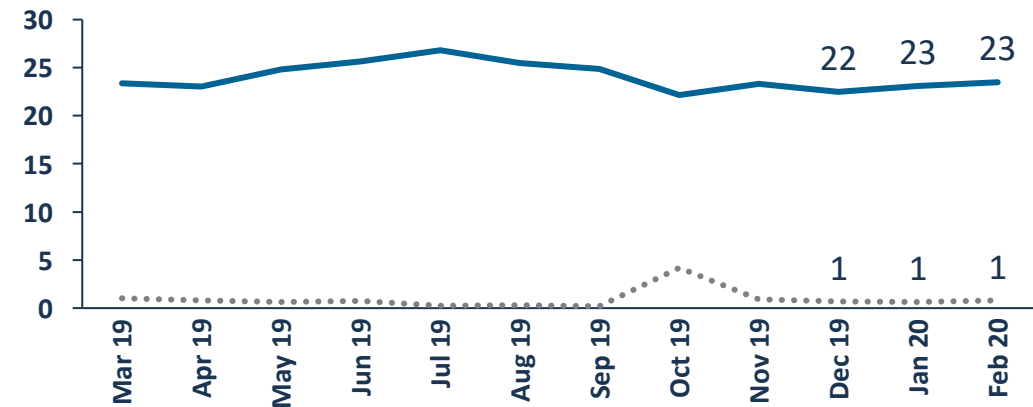
### Order Intake

€ millions



### Liquidity

€ millions



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



**OPENGATE CAPITAL** 1. YTD actuals + remaining year forecast




3.b | B&M

# Positive momentum from January continues in February, outperformance on top and bottom line, no Covid-19 impact before March

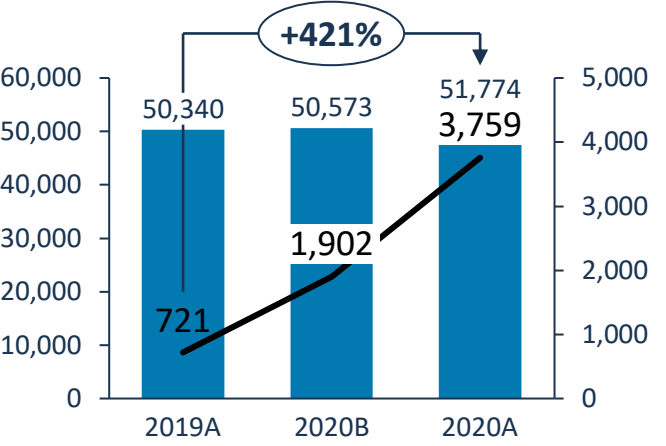
## Executive Summary: February 2020

- Feb Sales with €51.8 was +3.0% above PY and +2.4% above budget; Improvements versus last year due to sales initiatives implemented on pricing (bid data) and sales force efficiency
- February EBITDA with +€3.8M was +€1.9M above PY (including IFRS16) and +1.9M better than budget; outperformance driven by strong sales volumes coupled with a better margin rate mainly due to pricing and sales force efficiency; cost of organization lower than budget due to less headcount
- Current trading: Sales in February after 9 days out of 22 is at € 23.7M which is -2.8% below PY and -2.5% below budget seeing the first signs of the slow down due to Covid-19; Commercial margin level at 19.9% versus 19.0% in PY and 19.2% in budget
- Exit: Blackstone/BME is conducting due diligence with various expert sessions, binding offer expected for mid April; SGB will have management presentation on March 23
- Covid-19 implications on exit process unclear yet but might negatively affect timing
  - All branches are open, all employees who are supposed to work are working and nobody was reported to be infected by Covid-19.
  - Clients are not allowed to go into the show room and there is a protocol for physical distance between employees and clients.
  - Activity levels last week were good, the order book of deliveries for this week is good too but with the government measures of reducing public mobility can deteriorate the business and activity situation quickly so management is highly alerted.

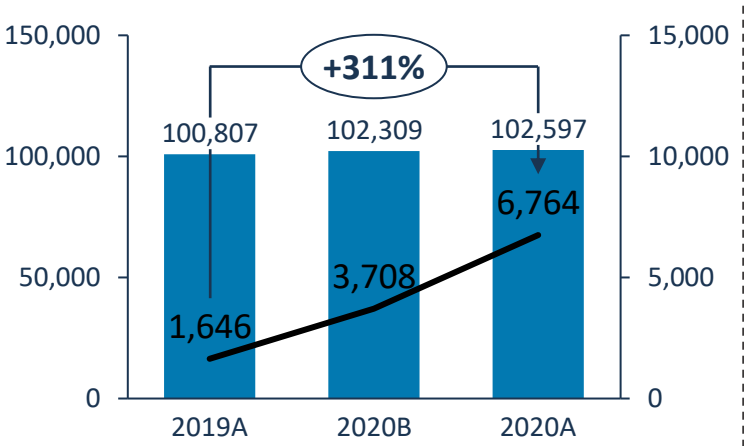
## Status Update: Project Details

Project		Current Status & Next Steps	Annualized EBITDA Impact (\$MM)	
			Projected	Actual
A. Exit process		<ul style="list-style-type: none"> <li>• 4 non binding offers received: Blackstone for B&amp;M, St Gobain for PNF, Barillet and Lababois for PNF</li> <li>• Due diligence ongoing; binding offers expected for mid April,</li> </ul>	TBD	TBD
B. Split of PanoFrance network to increase exit options		<ul style="list-style-type: none"> <li>• Announcement done on October 31 without major issues; workers council requested an external specialist to analyze the carve out implications</li> <li>• workers council provided a positive response on the carve out project; project progressing as per plan</li> <li>• Legal carve out expected for May 31<sup>st</sup>, 2020</li> </ul>	TBD	TBD
C. OGx initiatives		<ul style="list-style-type: none"> <li>• Pricing: Implementation of proprietary Big Data solution to optimize pricing of 20/80 products at branch level; Optimal pricing proposal based on the combination of past transactions &amp; price sensitivity levels; Solution implemented in 80 branches by year end 2020</li> <li>• Digitalization: Search engine &amp; web traffic optimized (+40% natural referencing); Online catalog with real-time product availability; cross-selling &amp; alternative product functionalities</li> </ul>	TBD	TBD

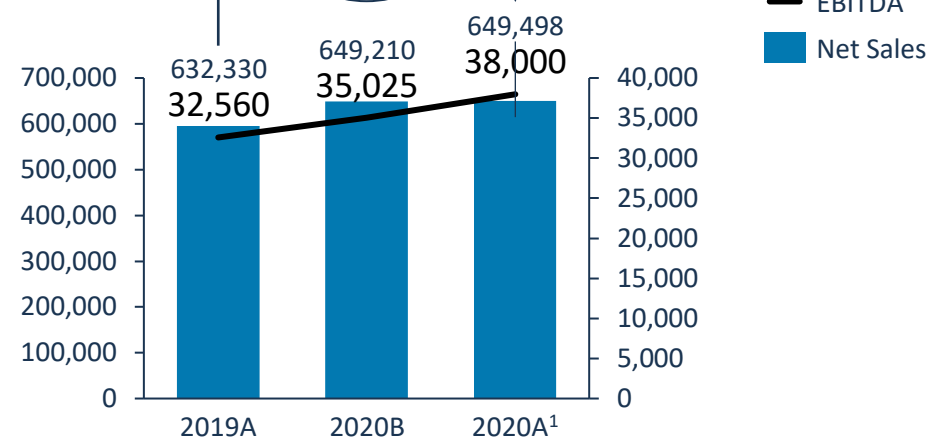
### MTD €000s



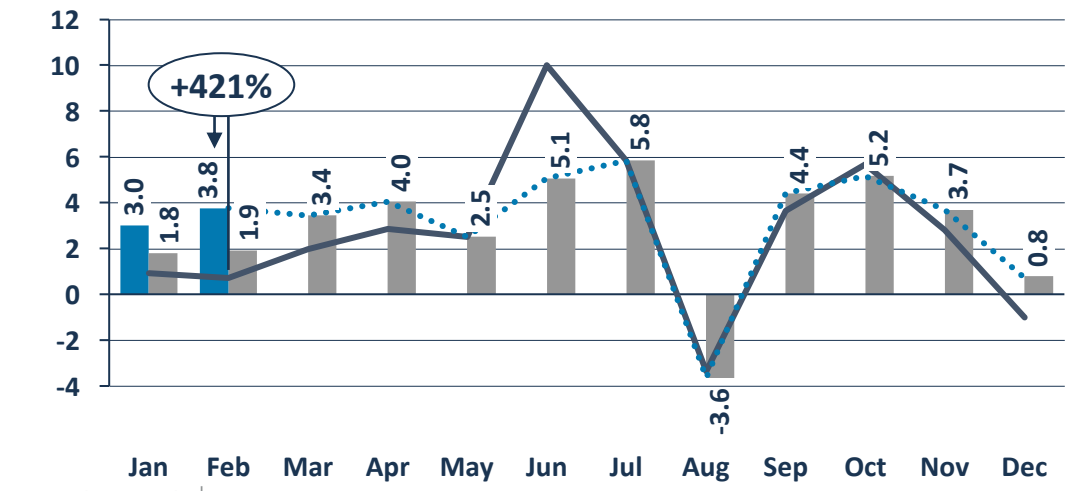
### YTD €000s



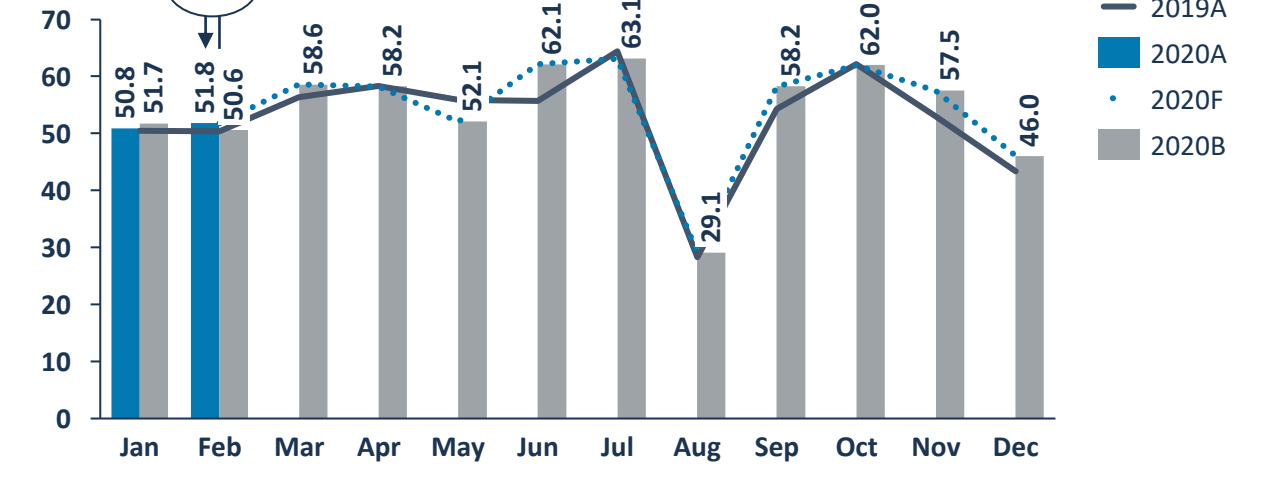
### Full Year €000s



### Monthly EBITDA € millions

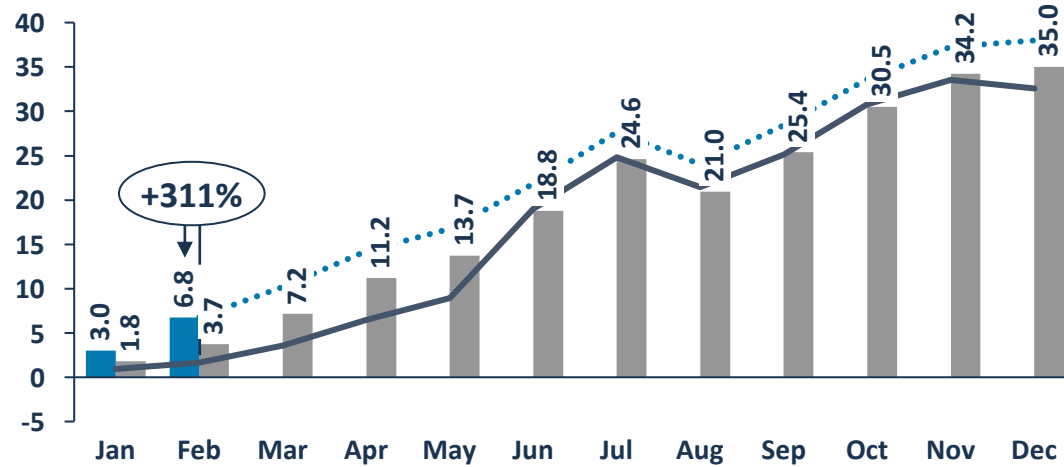


### Monthly Net Revenue € millions



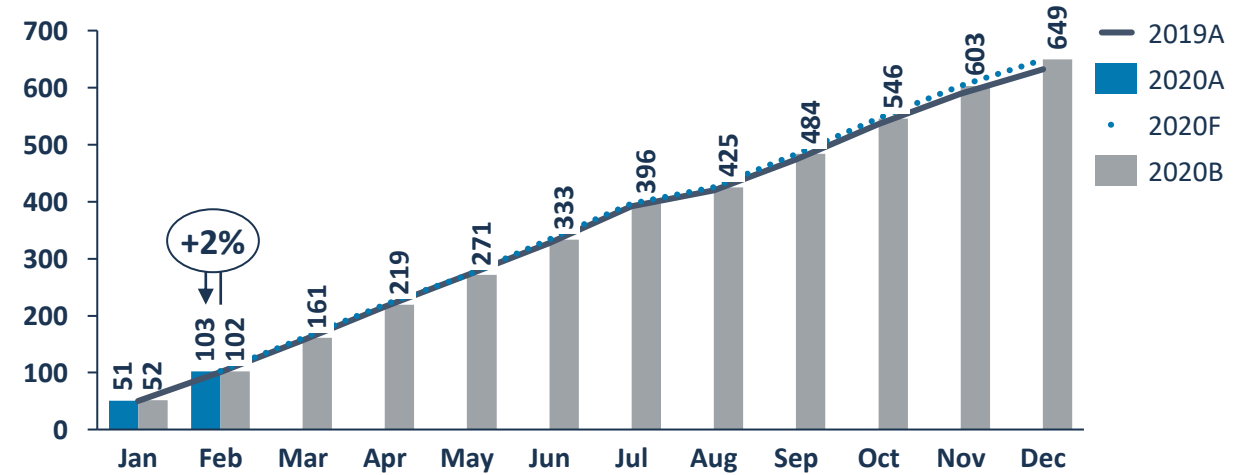
## YTD EBITDA

€ millions



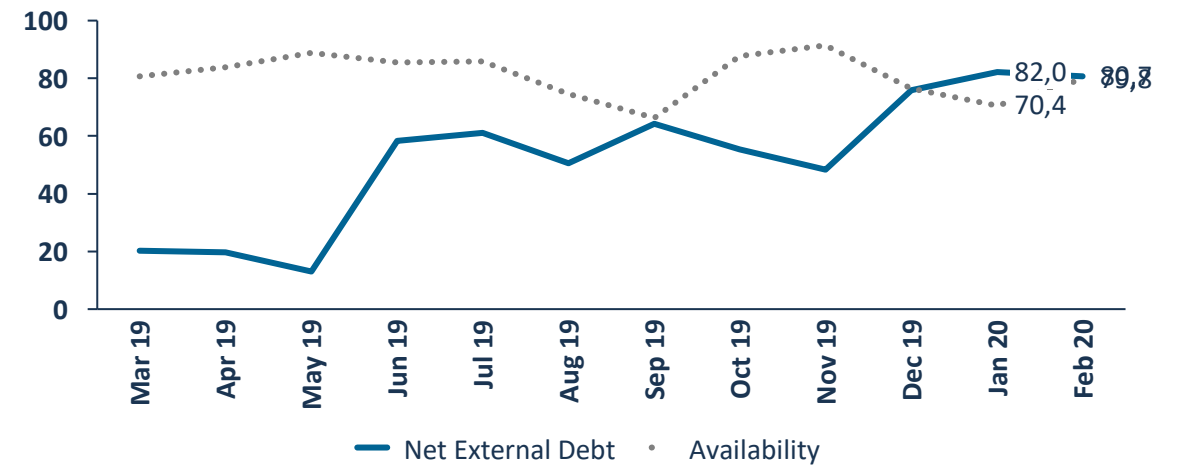
## YTD Revenue

€ millions



## Liquidity

€ millions



### 3.c | Everzinc



Despite the lower volumes/LME, EBITDA was above budget level and LY, mostly due to cost containment and better premium. YTD EBITDA is back on track and refinancing was completed

## Executive Summary: February 2020

- Covid-19 situation has been monitored closely at all locations and a monitoring committee meeting is held at the HQ every morning at 8h30am. To-date, all sites are fully operational and no cases were identified among the employees population. Logistics situation in China was re-established, while the European situation is assessed daily to secure supply
- February sales reached €37.7M vs. BP of €41.4M and LY of €439M. This was driven by lower volumes (14.9kt vs. 15.1kt in budget and 14.6kt LY) as well as by the lower LME (\$2.0k/ton vs. \$2.6k in budget and LY). Order intake continues to improve for the 6<sup>th</sup> consecutive month and the covid-19 situation has been closely monitored, with no major impacts identified at this stage (Q1 impacts expected to be recovered during the year)
- EBITDA reached €2.6M vs. BP of €2.4M and LY of €1.9M, being mostly affected by the lower LME (-€368k), while the lower volumes (-€61k) were offset by better premium (+€347k) and lower costs (+€367k). Consequently, YTD EBITDA is back on track (€4.9M vs. €4.9M in BP and €4.3M LY)
- Full year EBITDA forecast maintained at €37.9M, in line with expectations and €7.9M higher than FY2019
- Cash position reached €28.7M and the refinancing was completed (€108M Senior/RCF at 3.32% margin vs. €103.5M senior at 7.75% margin in the previous facility)
- CFO service agreement ended on March 5<sup>th</sup> and a new search has been launched with Korn Ferry
- LOI received from Aterian significantly below expectations (5.5-6.5x FY20 EBITDA). To be pushed back and discussed with Stifel

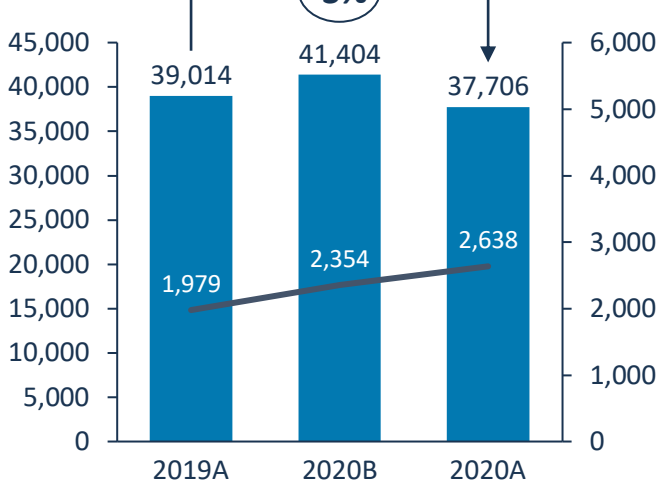
## Status Update: Project Details

Project		Current Status & Next Steps	Annualized EBITDA Impact (\$MM)	
			Projected	Actual
Refinancing	●	• Completed on February 29 <sup>th</sup> for €108M with the Belgian Banks	...	...
Zano Carve-Out	●	• To be completed within Q1	...	...
OGx Initiatives	●	• Operational Excellence: ZANO industrialization tests progressing, but results thus far are not meeting targets	...	...
	●	• Workbench/Data Analytics: data request received, completed and provided to Sirius. Waiting for the revised scope and next steps in order to progress with the initiative		
	●	• MIT collaboration kicked-off with a meeting with Matt Pearlson to discuss opportunities to accelerate EverCare's development in North America. Next step consists in organizing a meeting with the EverZinc and EverCare teams		



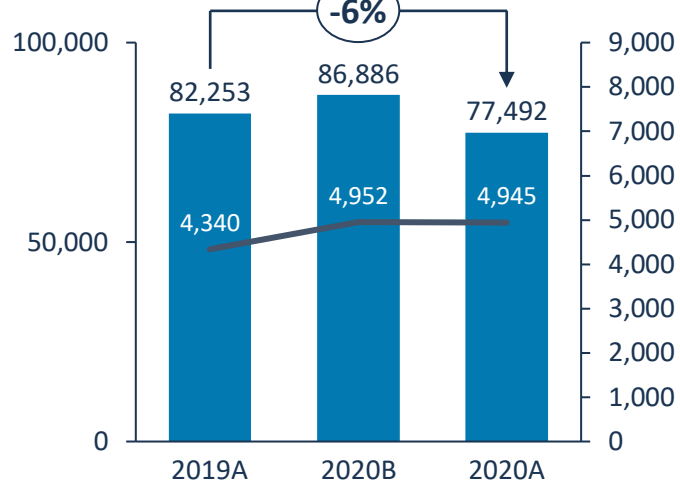
### Feb MTD

€000s



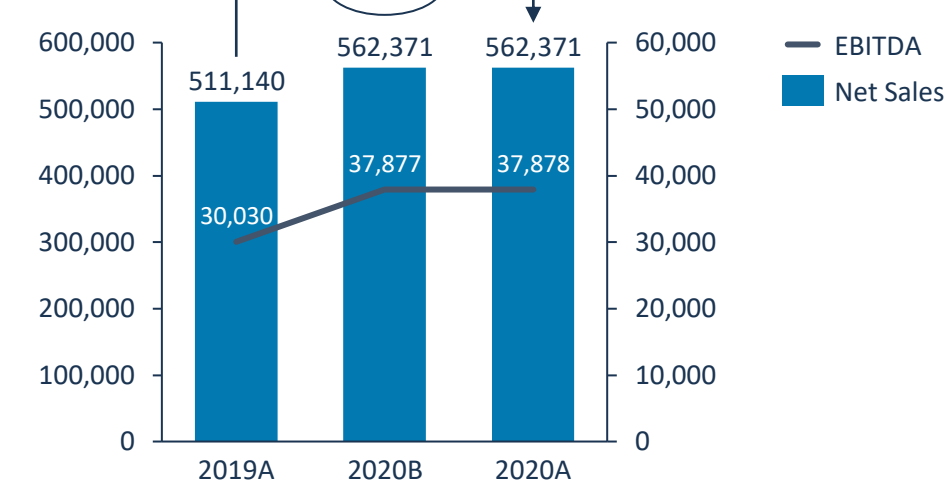
### Feb YTD

€000s



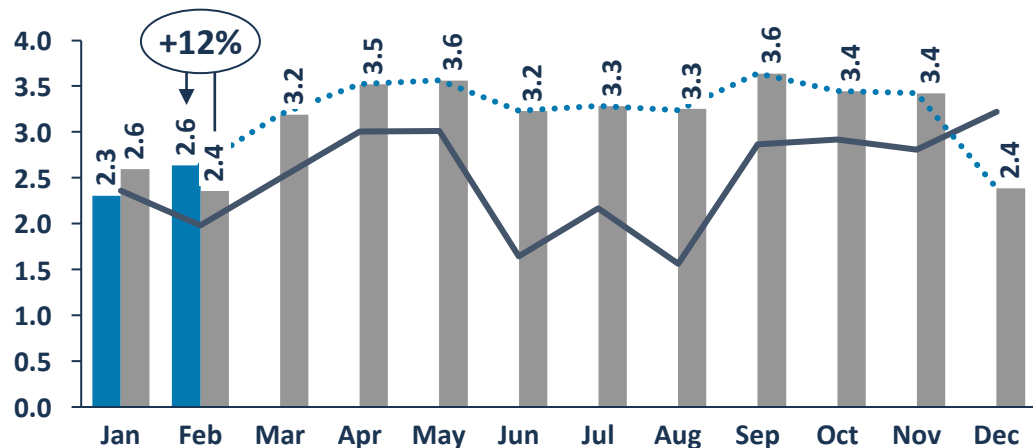
### Full Year

€000s



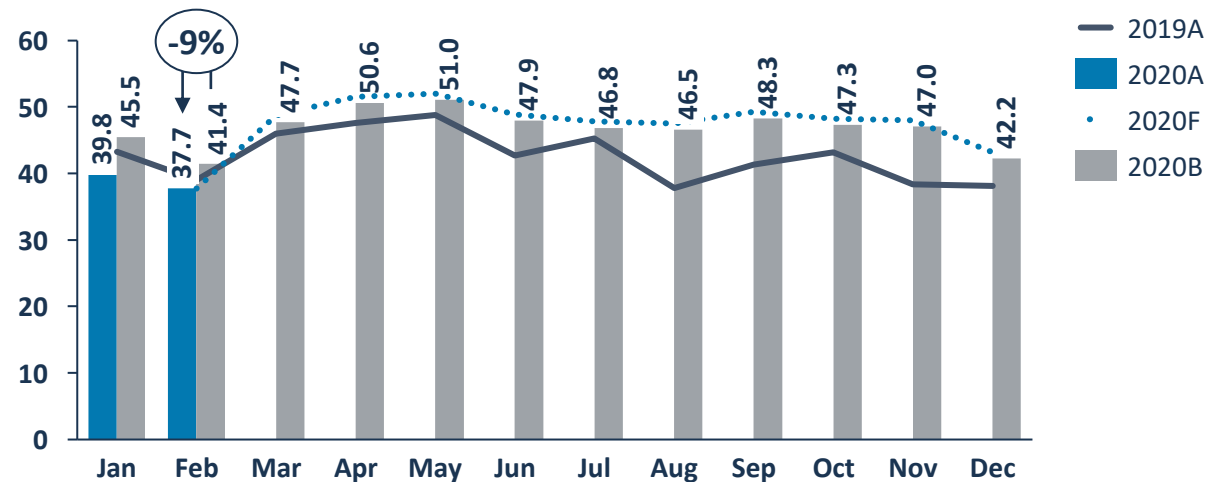
### Monthly EBITDA

€ millions



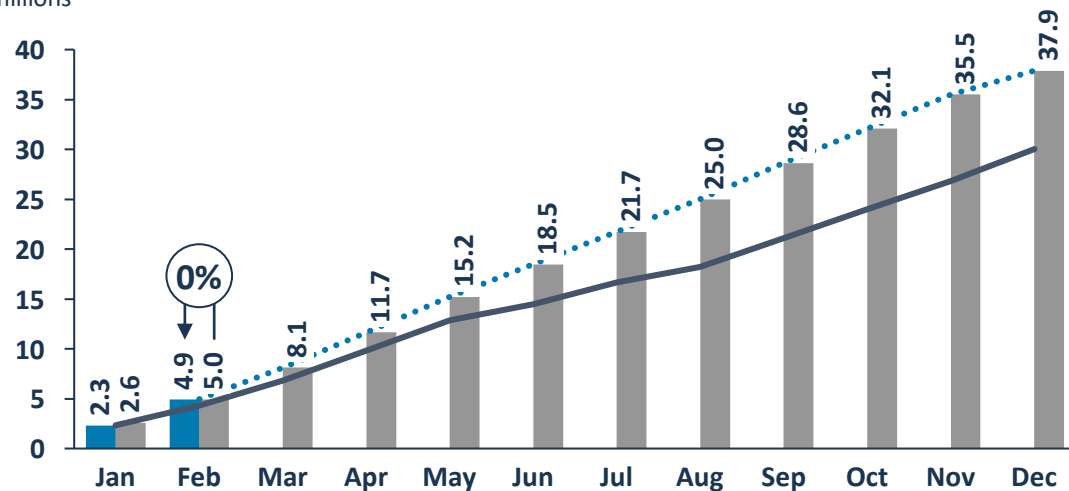
### Monthly Net Revenue

€ millions



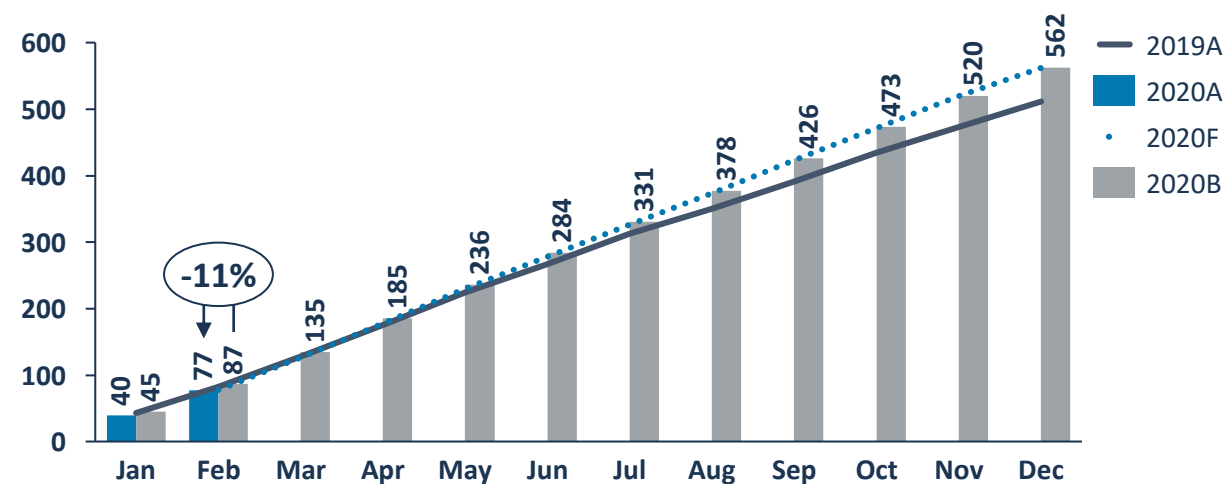
## YTD EBITDA

€ millions



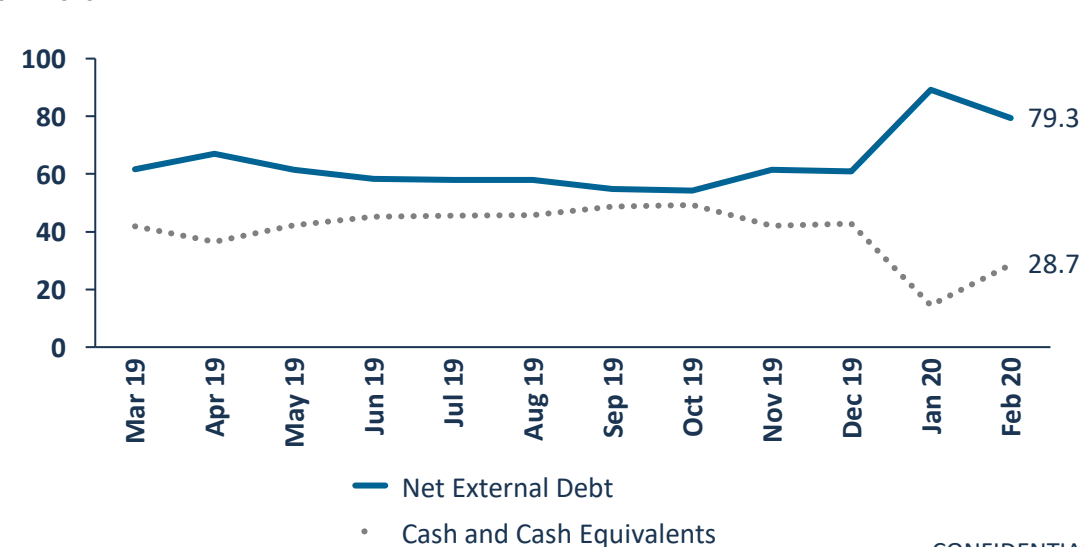
## YTD Revenue

€ millions



## Liquidity

€ millions



3.d | Jotul



## Depressed market conditions lead to underperformance; as a result of the Coronavirus production shuts down in the second half of March

### Executive Summary: February 2020

- Feb Sales with NOK 70.9M were +10% above PY and -8% below budget; outperformance versus prior year solely due to AICO France contribution; market conditions worsened in February with the uprising of the Coronavirus
- Order Intake in YTD amounted to NOK 91M, -17% below PY
- Gross margin at 21% below PY at 34% and in line with budget; lower margin due to inventory build-down effects and higher warranty cost as a result of products produced in the shutdown preparation of manufacturing in Scandinavia end of last year
- Feb EBITDA with NOK +5.2M below PY by -8.6M (like for like without IFRS16 effects) due to margin effects explained above; EBITDA better than budget
- Covid-19:
  - No reported Covid-19 infection
  - All dealers across Europe are closing down activities, hence no order intake in Europe
  - US still operates close to normal (with some activity slowdown)
  - Norway is shutting down production this week
  - Poland is ramping down but will continue production until components are converted into finished goods
  - Banks (Nordea) is being approached to request government enabled financing support
  - Management will ask for a waiver to not pay bond interest for 12 months via Pareto

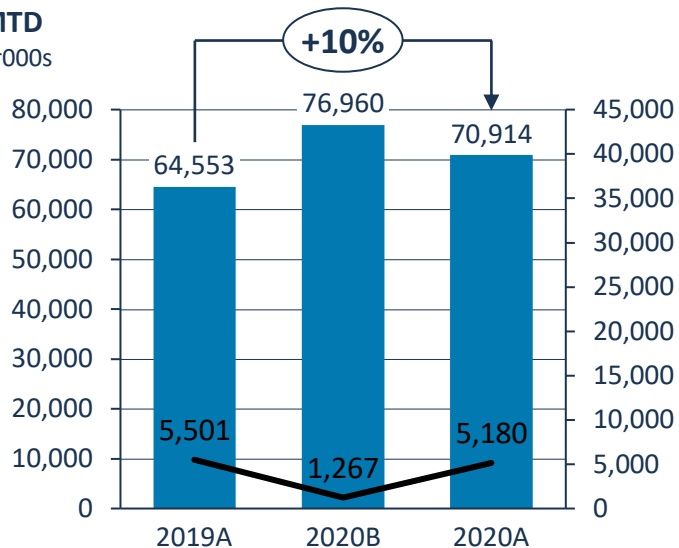
### Status Update: Project Details

Project		Current Status & Next Steps	Annualized EBITDA Impact (\$MM)	
			Projected	Actual
A. Polish plant ramp up		<ul style="list-style-type: none"><li>• Production levels in January have been 20% below plan</li><li>• February production is improving but still lagging behind plan</li></ul>	NA	NA
B. AICO integration		<ul style="list-style-type: none"><li>• IT working session held in February to get AICO product tree into Jotul system</li><li>• First production (one model) pellet stoves in Polish factory planned for June 2020</li></ul>	NA	NA



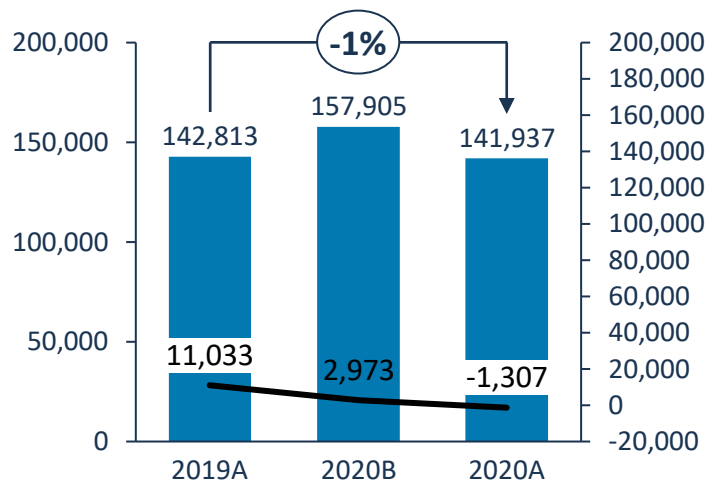
### MTD

Kr000s



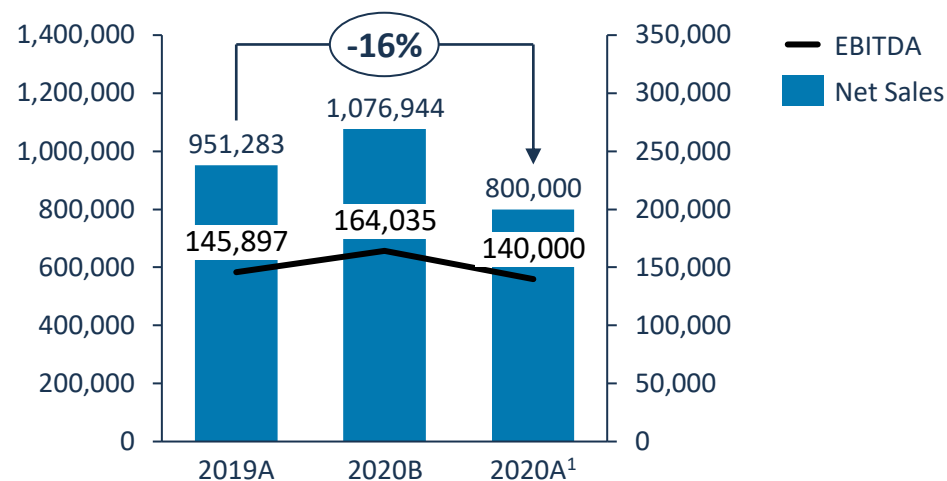
### YTD

Kr000s



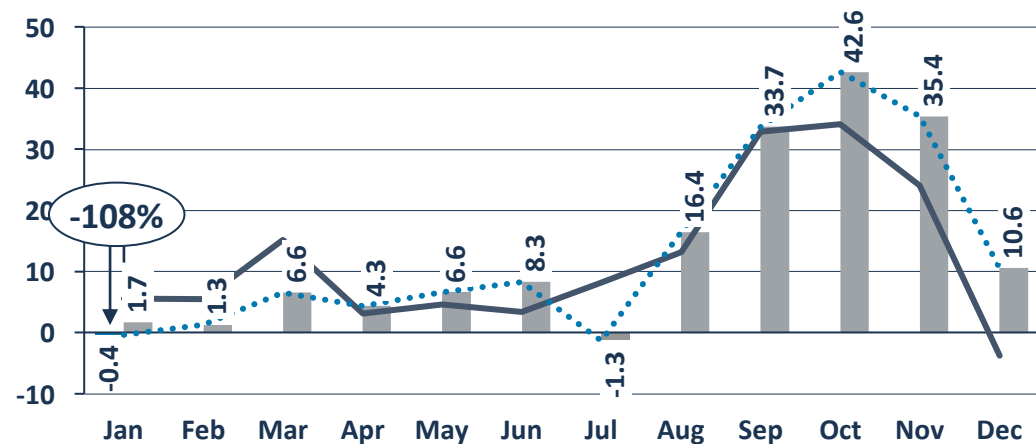
### Full Year

Kr000s



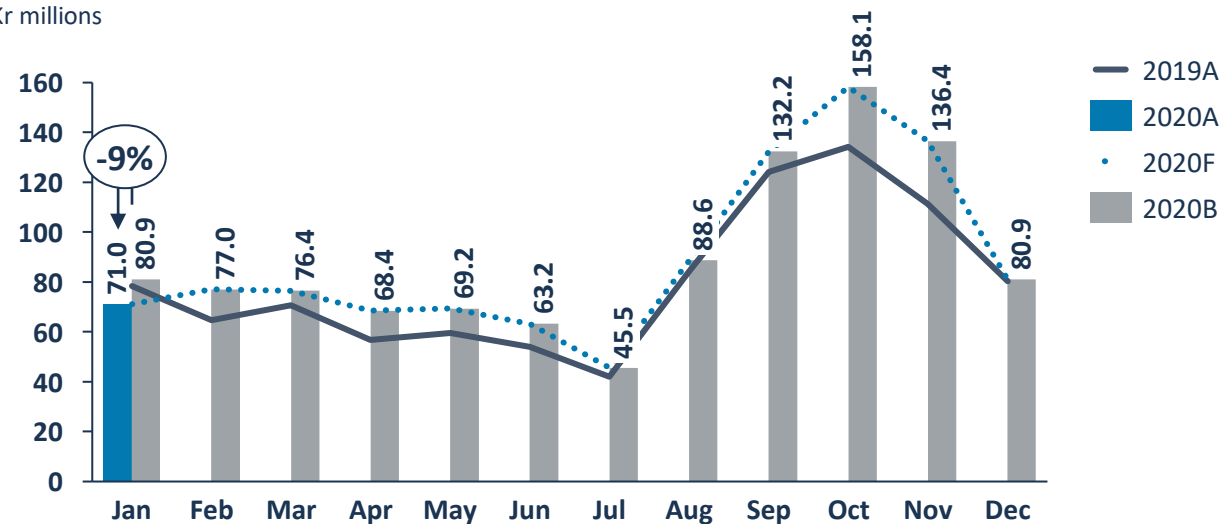
### Monthly EBITDA

Kr millions



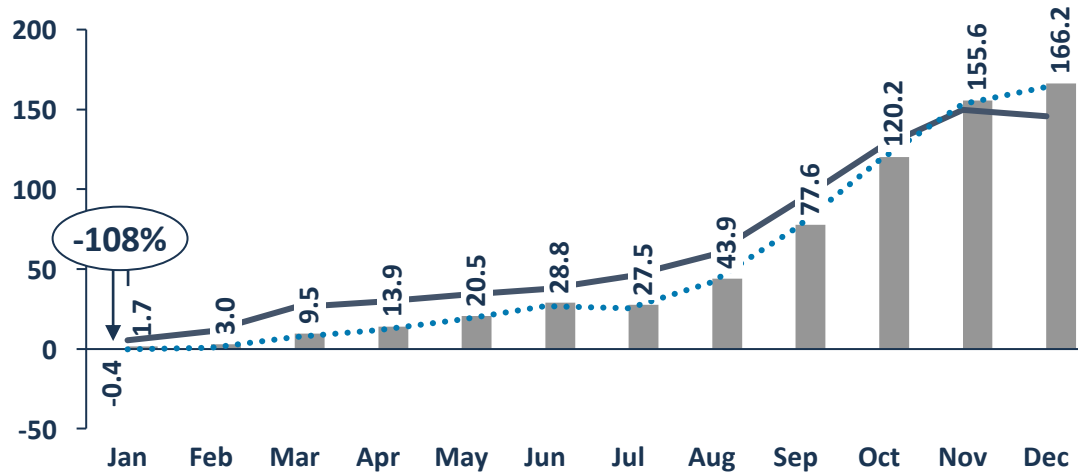
### Monthly Net Revenue

Kr millions



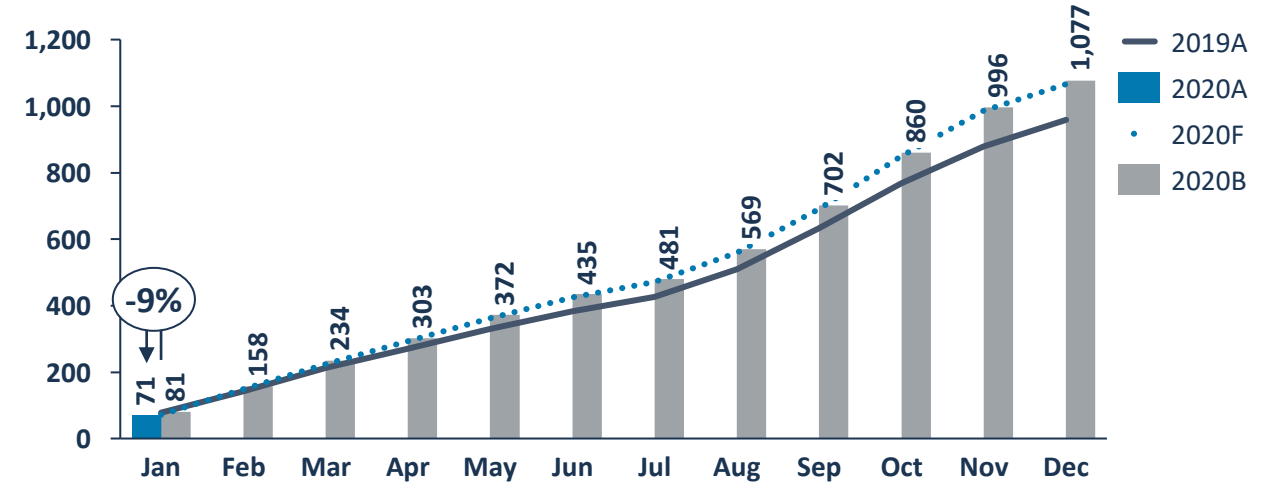
## YTD EBITDA

Kr millions



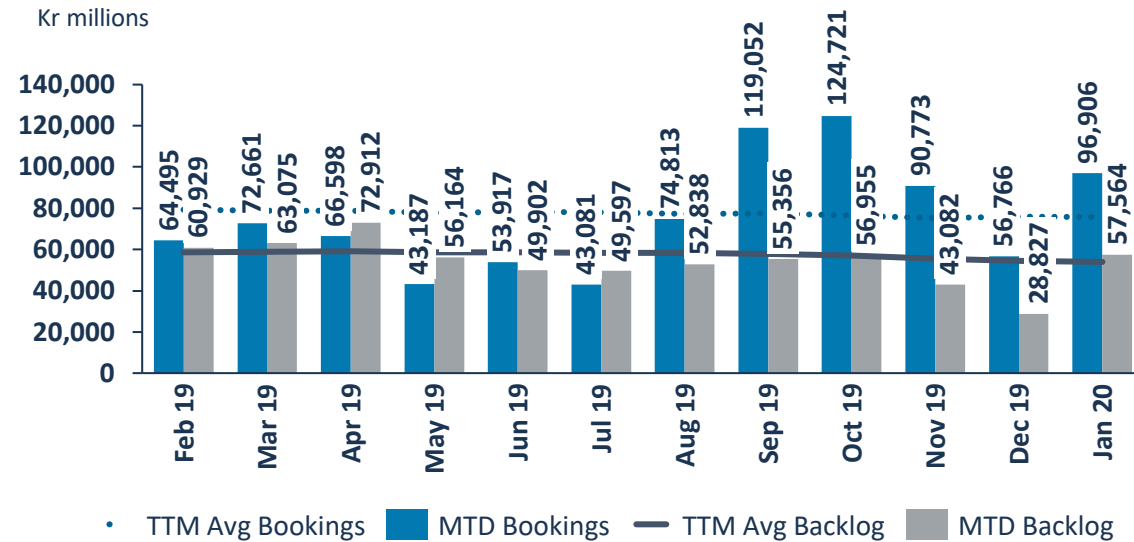
## YTD Revenue

Kr millions



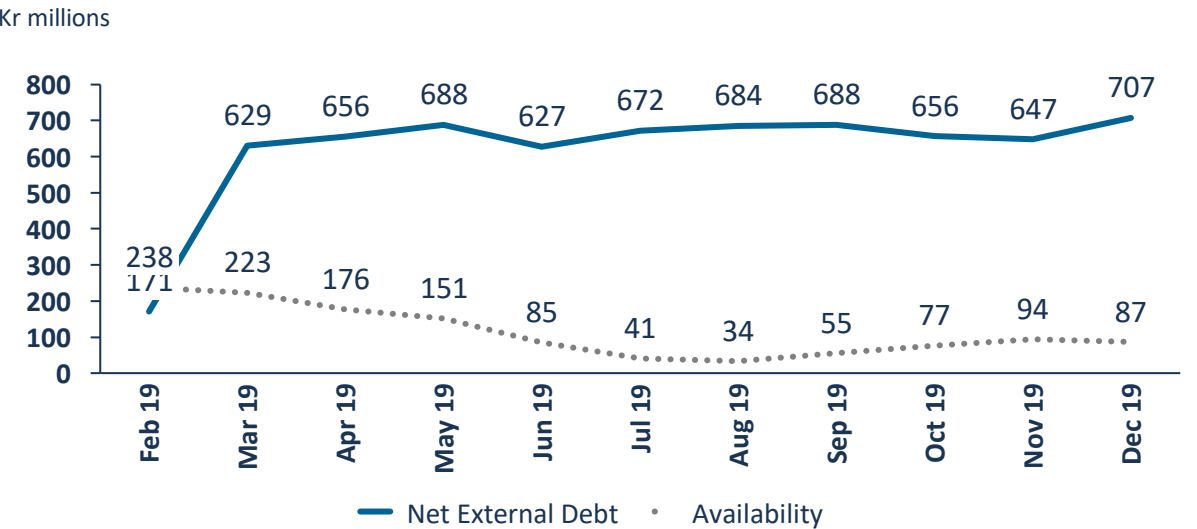
## Order Intake

Kr millions



## Liquidity

Kr millions



3.e | Ravelli




# Covid-19 impact hit AICO already in February, leading to a steep sales and order intake decline; Production stopped on March 13

## Executive Summary: February 2020

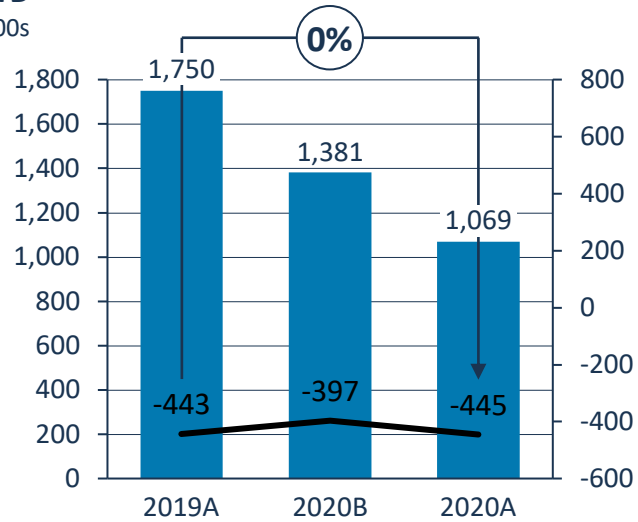
- February activities were impacted by the Covid-19 measures in Italy starting in the last week of February, consequently sales and EBITDA ended below expectation
- Feb net sales at €1.1M were -39% below PY and -23% below budget; lower sales vs PY due to Covid-19 implications in Italy coupled with depressed market conditions (warm weather and low energy cost)
- EBITDA at -0.4M same level as PY and budget despite lower sales levels; higher losses could get prevented due to quick management reaction on taking cost down by slowing down activities
- Covid-19:
  - No infected employee
  - Production and shipments stopped as of March 13
  - White color working remotely from home
  - No payments except for payroll
  - As of April special government support will be utilized to elevate payroll
  - Management is preparing financials scenarios to evaluate a revised business and liquidity forecast for the remainder of the year
- Due management measures, liquidity should last until May if the situation continues paralyzed
- Jotul integration put on hold until further notice due to immobility of key personnel

## Status Update: Project Details

Project		Current Status & Next Steps	Annualized EBITDA Impact (\$MM)	
			Projected	Actual
A. Integration into Jotul		<ul style="list-style-type: none"> <li>Presentation of full integration plan by early March with detailed actions and timelines</li> <li>Project budget to be derived from the integration plan by mid March</li> <li>IT working session held in February to get AICO product tree into Jotul system</li> <li>First production (one model) pellet stoves in Polish factory planned for June 2020</li> </ul>	€2.3M	TBD

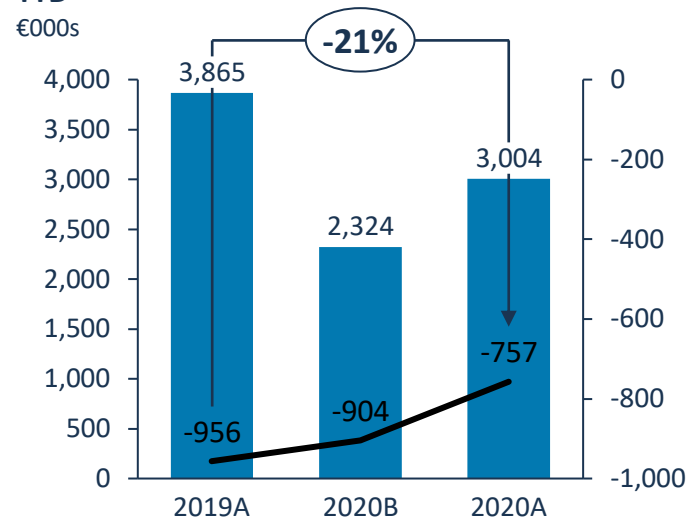
**MTD**

€000s



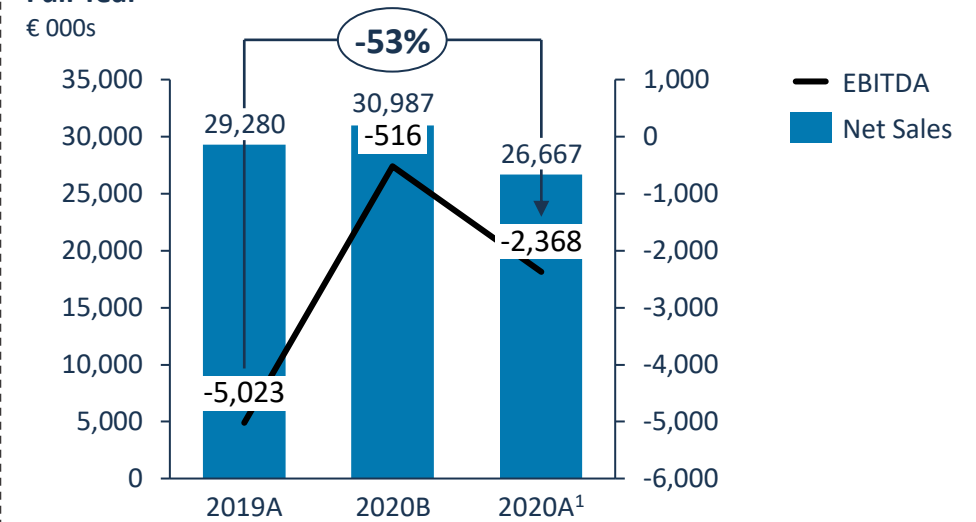
**YTD**

€000s



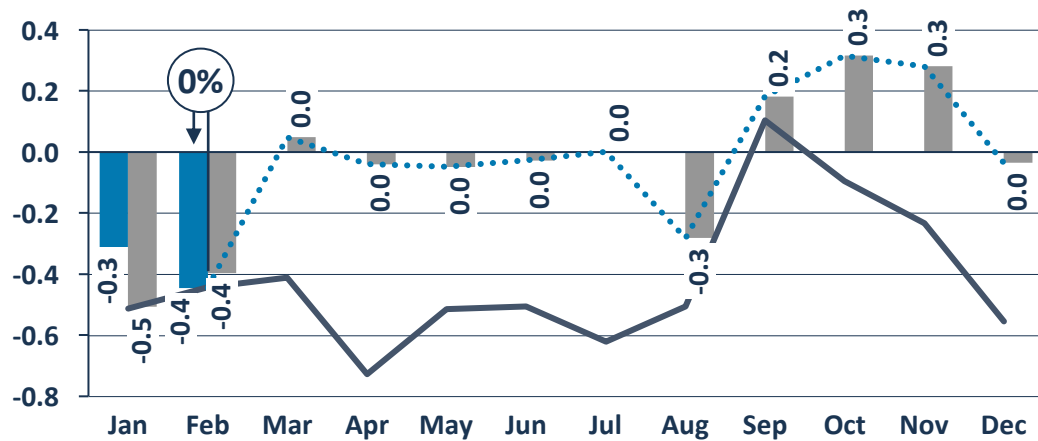
**Full Year**

€ 000s



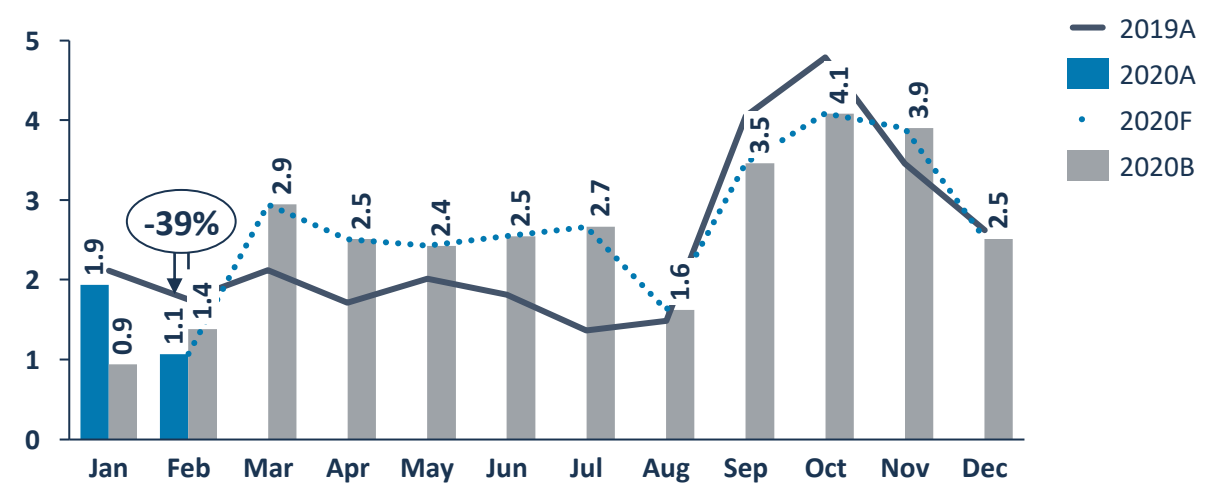
**Monthly EBITDA**

€ millions



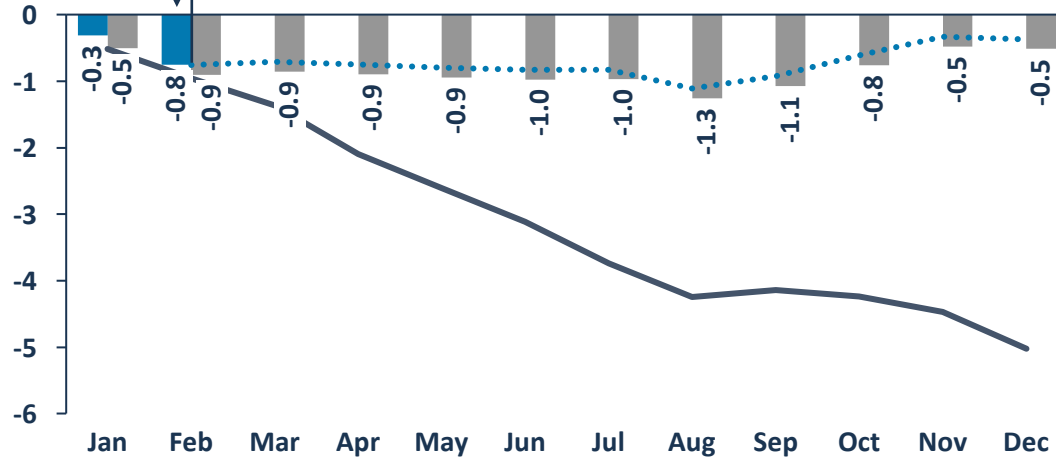
**Monthly Net Revenue**

€ millions



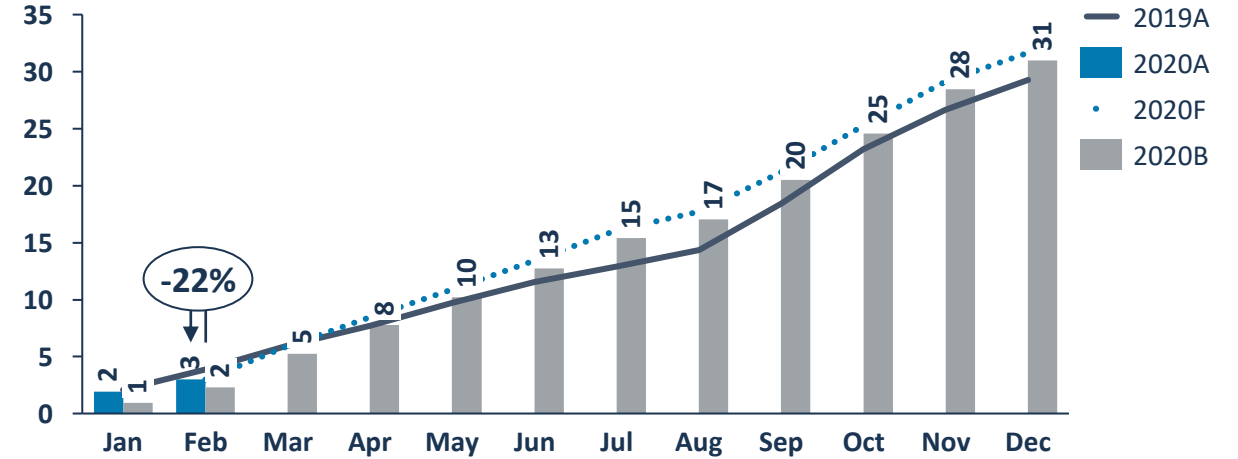
## YTD EBITDA

€ millions



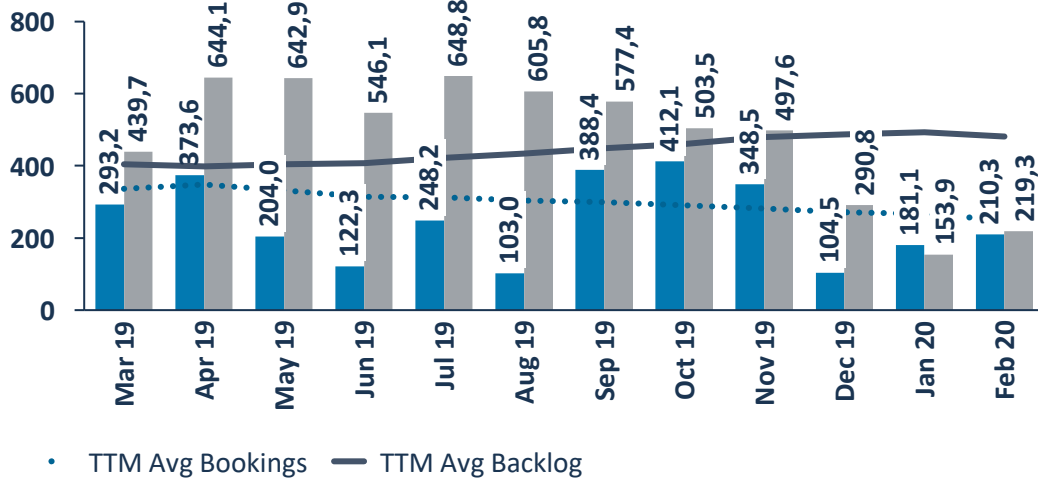
## YTD Revenue

€ millions



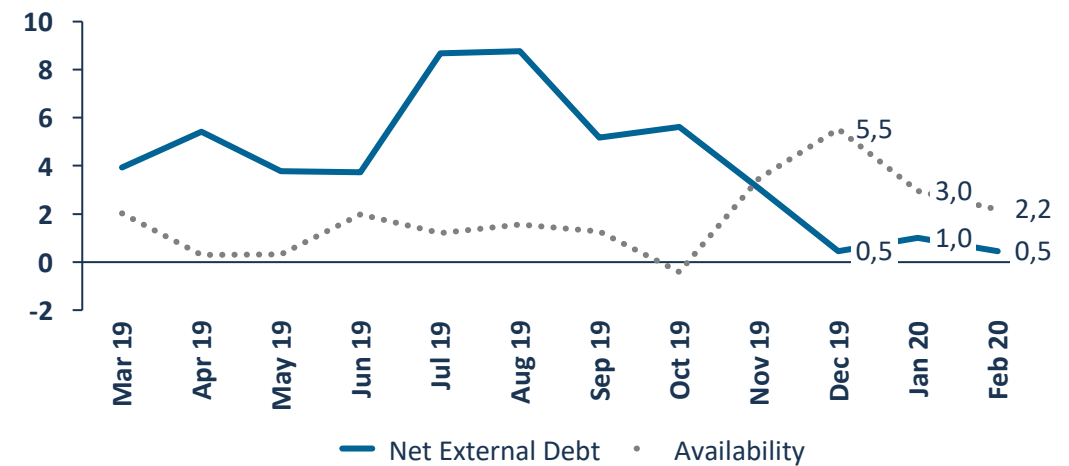
## Order Intake

€ millions



## Liquidity

€ millions



## 3.f | Fichet

## Executive Summary: February 2020

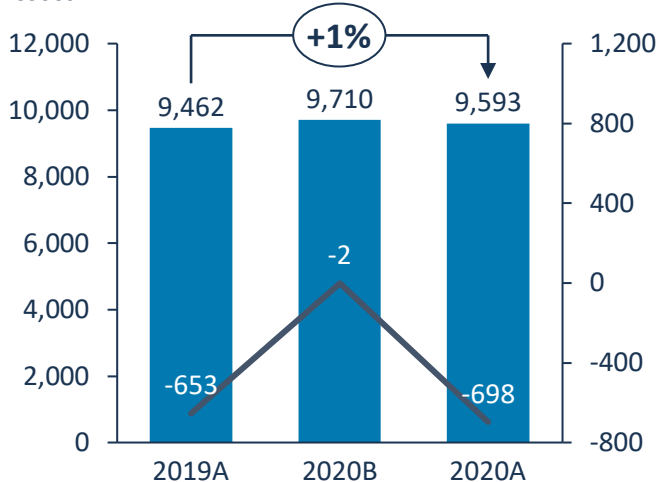
- February sales reached €9.6M almost in line with Budget (-1%) and PY (1%). Lower performance on Safe&Vaults (-39% vs Budget) and Service (-15% vs Budget) slightly offset by higher sales on Security Doors & Partition (+18% vs Budget) and Electronic security (+15% vs Budget)
- EBITDA in February is €-0.7M which is lower than both Budget (at breakeven in February) and PY (-7%) and driven by a poor projects performance and a drop in service activity volume. Investigation of temporary lay off options in Bazancourt to reduce fixed costs
- FY 2020 EBITDA is forecasted in line with Budget at €6.0M compared to €1.5M in 2019 and supported by a 5% sales increase and favorable impact from 2019 redundancy plan
- Covid-19: emergency meeting every day 9am. Preparation of temporary lay offs, Liquidity planning in preparation. So far 1 case declared and 7 persons quarantined
- On going recruitment of a Service Business Unit Director
- 2 CEO candidates shortlisted. On going references check
- Project planning to merge FSSF and Fichet Technologies (Baldenheim) : workshop defined: HR, IT, Operations, etc
- Exploration of 3D printing solutions (Metal and mineral)

## Status Update: Project Details

Project		Current Status & Next Steps	Annualized EBITDA Impact (\$MM)	
			Projected	Actual
A. Backlog cleansing	●	• 0.8M€ identified to be reviewed (2% of the backlog) including 0.3M€ prior to 2018		
B. Recruitment	●	• On going recruitment of a Service Business Unit Director • CEO: on-going references check for the 2 short listed candidates		
C. Cost reduction and cash program	●	• Liquidity planning in preparation		
D. New commercial strategy implementation / Transformation	●	• Main focus on Market strategy, R&D roadmaps and Export action plan		
E. Merger of FSSF and FT	●	• Workshop defined to successfully organise merger for June 2020		
F. OGx initiatives	●	• Implementing digital processes (geolocalisation, Asset QR, E-procurement, ProFi), • Investigation on 3D printing (metal and mineral)		

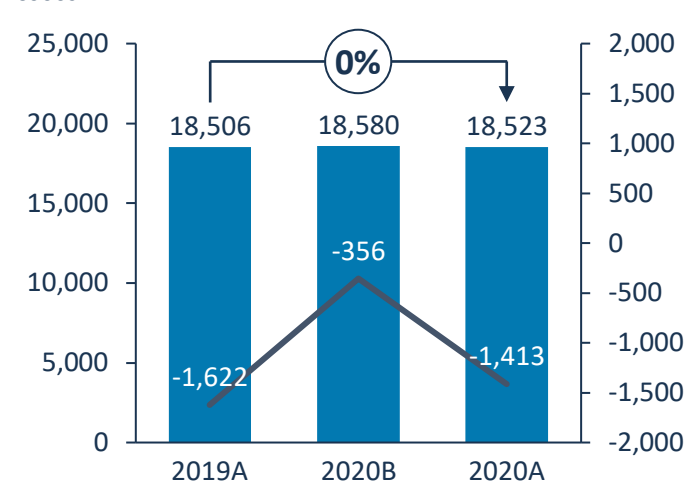
### Feb MTD

€000s



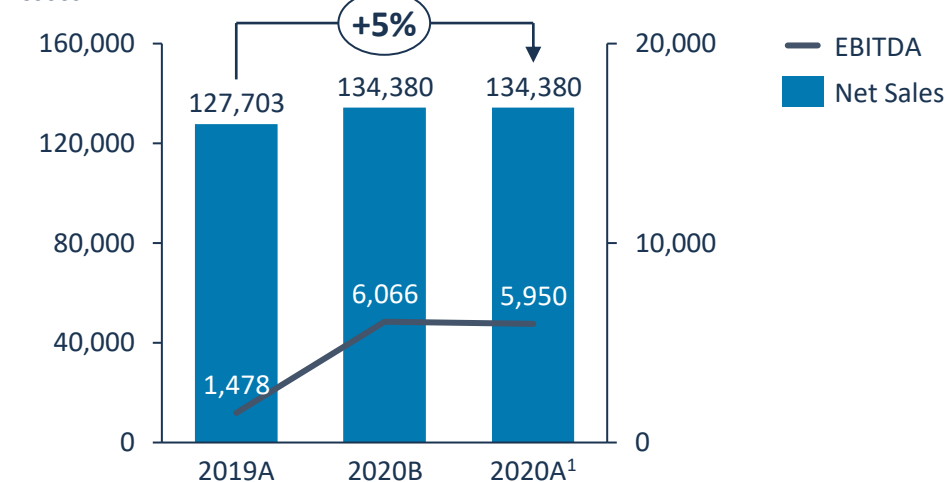
### Feb YTD

€000s



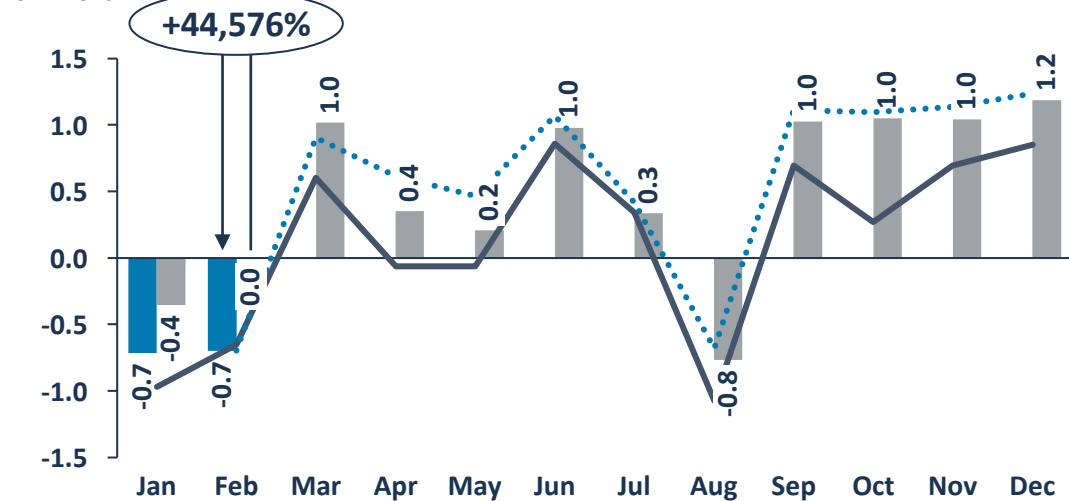
### Full Year

€000s



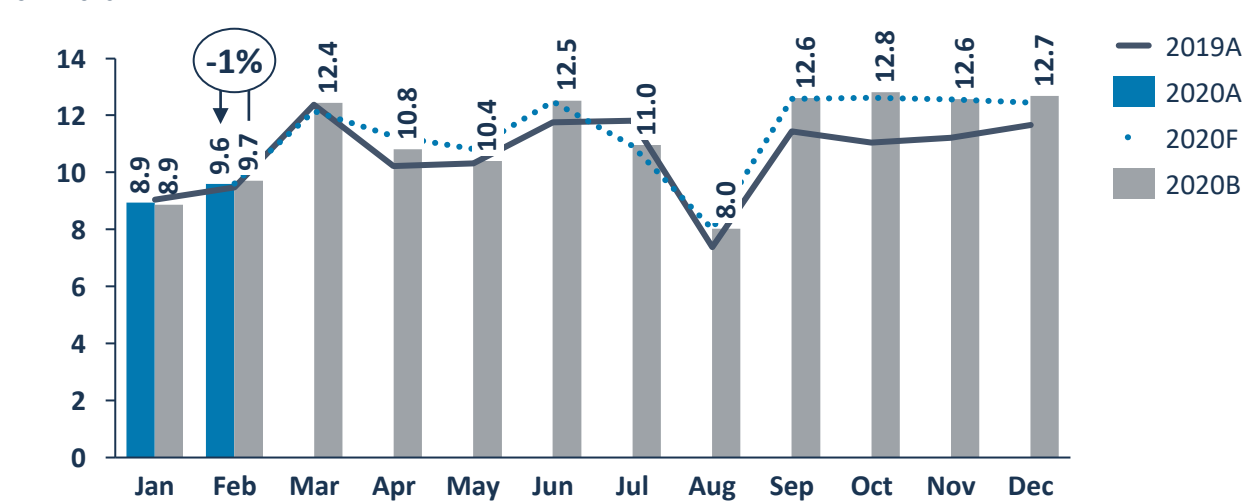
### Monthly EBITDA

€ millions



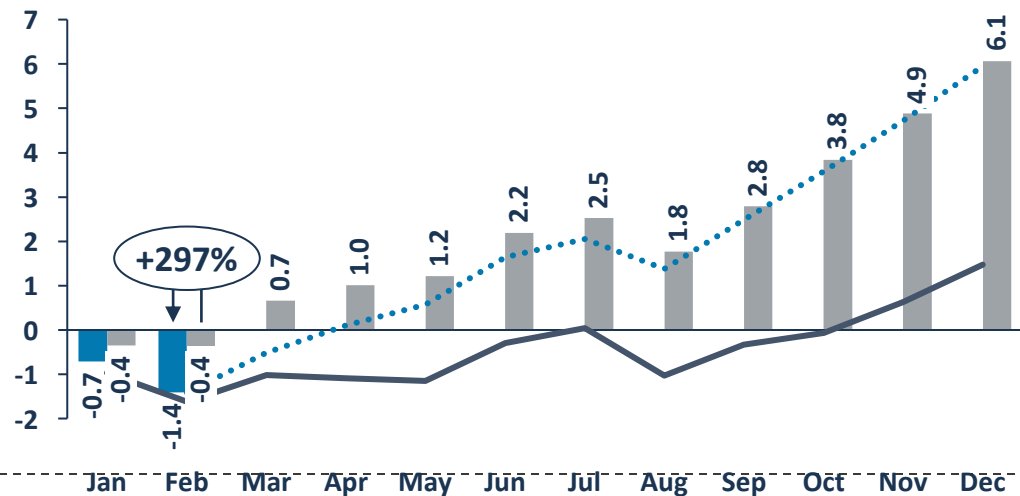
### Monthly Net Revenue

€ millions



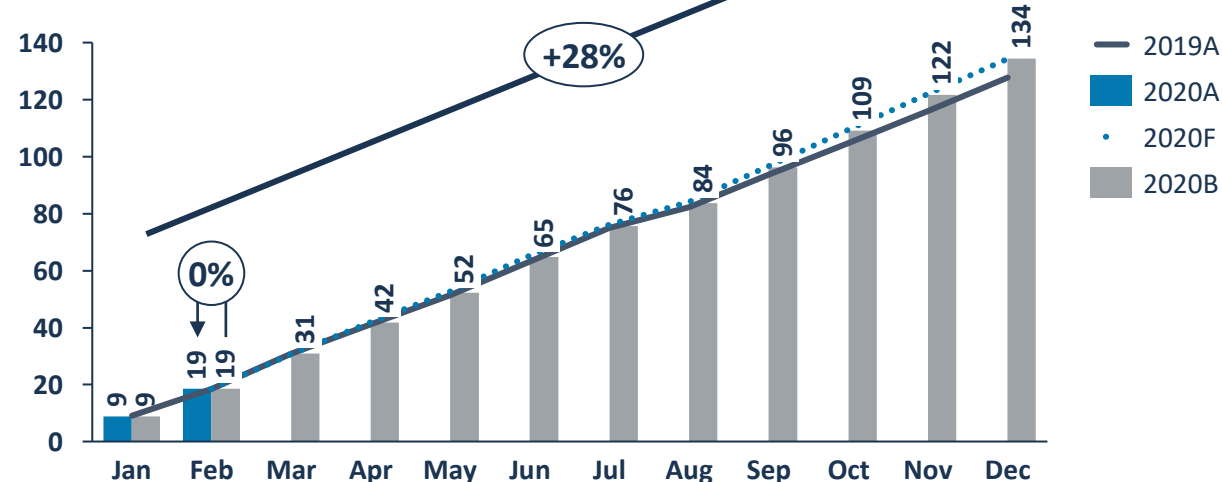
## YTD EBITDA

€ millions



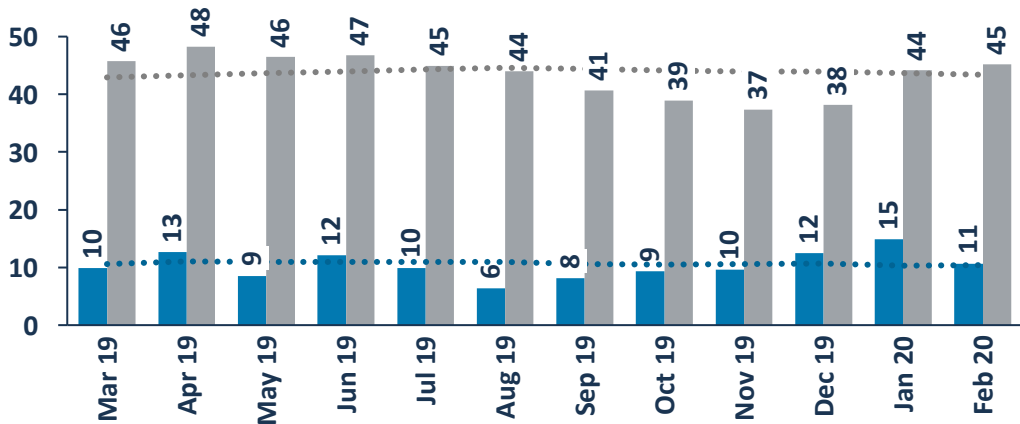
## YTD Revenue

€ millions



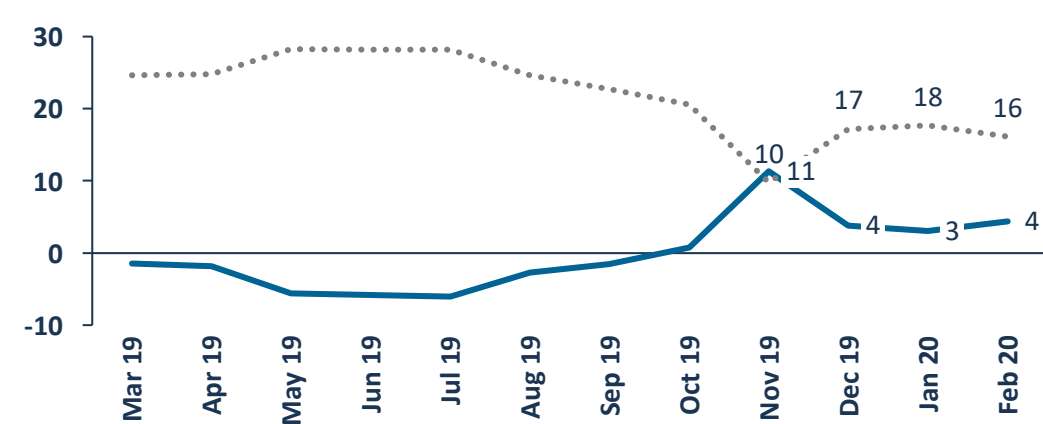
## Order Intake

€ millions



## Liquidity

€ millions



• TTM Avg Bookings • MTD Bookings • TTM Avg Backlog • MTD Backlog



OPENGATE CAPITAL 1. YTD actuals + remaining year forecast

3.g | SMAC



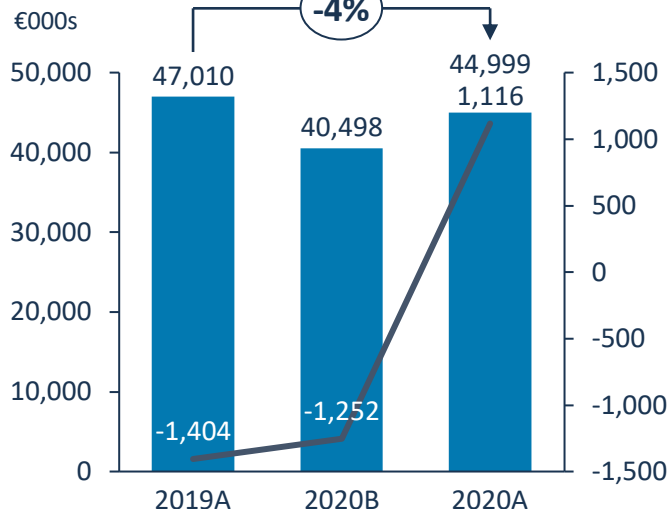
## Executive Summary: February 2020

- Order intake at a very good level in February at € 53.7 m. 20 business days in February 2020 vs. 20 in 2019. (Idem)
- Like for like sales at € 45 m are – 4.3% vs. 2019 and + 11.1% vs. budget. Vs 2019, like for like performance amounts to – 8.9% on Works Division (equivalent of -2 working days). Weather conditions were more favourable in 2019 + impact of significant projects happening in 2019 in South America (Chile). Industry division grew by +13.8% compared to 2019 with +9% growth in volumes on membranes. Better ASP on skylights despite lower volumes -2% and resins are up in volumes by 24%.
- Like for like YTD sales at € 86.2 m are -3% vs. 2019 and +5.9% vs. budget. Vs 2019, like for like performance amounts to – 7% on Works Division Weather conditions were more favourable in 2019. Industry division grew by 9% compared to 2019
- EBITDA at € 1.1 m vs. € - 1.4 m in 2019 and € -1.25 m in budget. Vs. 2019, € +2.5 m of which € + 2 m on Works and € + 0.4 m on Industry.
- YTD EBITDA at € 1.7 m vs. € - 1.7 m in 2019 and € -1 m in budget. Vs. 2019, € +3.4 m of which € + 2.6 m on Works and € + 0.7 m on Industry. .
- 3 tax or social security audits / controls (2 for SMAC, 1 for Axter) have started or will start in February 2020. No conclusion at this stage.
- **COVID 19** : Industry division all plants are running, no impact on orders yet. On Works, hundreds of projects ongoing in France not interrupted so far. Very flexible work organization put in place (case by case basis).

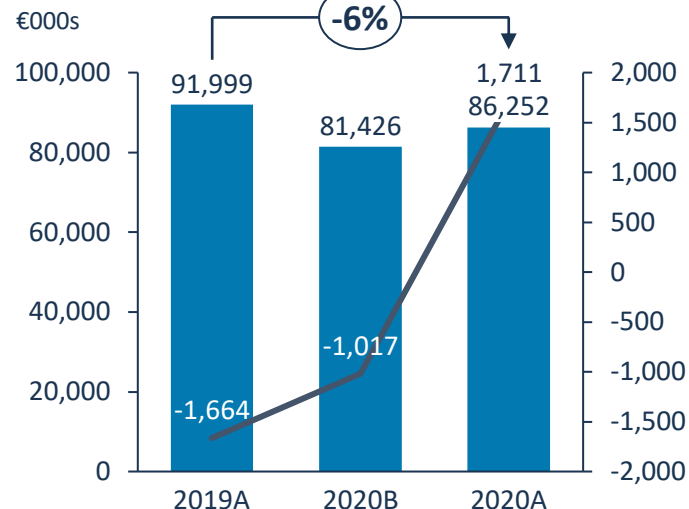
## Status Update: Project Details

Project		Current Status & Next Steps	Annualized EBITDA Impact (\$MM)	
			Projected	Actual
A. Social Roadmap		• New framework agreements in place for internal mutual fund and social benefits including profit sharing agreement	€ + 2m	NA
B. Operational excellence implementation		• Step by step deployment ongoing in all SMAC local branches following standards defined in 2019 and testing done in different proofs of concept led. COVID may slowdown ramp-up.	+ [2] m€ min	NA
C. IT Carve-Out and definition of new ERP		• IT carve out on time as of today. No red flag. SAP ERP project : Work in Progres but COVID 19 may impact work organization (presence of consultants on site etc). Decision taken not to carve out totally the industry business line (part will be left to the potential buyer)	+ [x] m€-TBD	NA
D. M&A Sale of Industry Division		• LOI received are very attractive but latest developments on COVID 19 may impact planning. All MP and site visits postponed until further notice. • At the same time, willingness to explore tuck-in opportunities in Paris region for Works activity. Idem COVID 19 may impact planning.	TBD	NA
E. OGx initiatives		• Actions ongoing to capture the growth potential of major development of Paris area (new subways line / Olympics 2024) • Reinforcement of sales team to boost export sales of industry division.	NA	NA

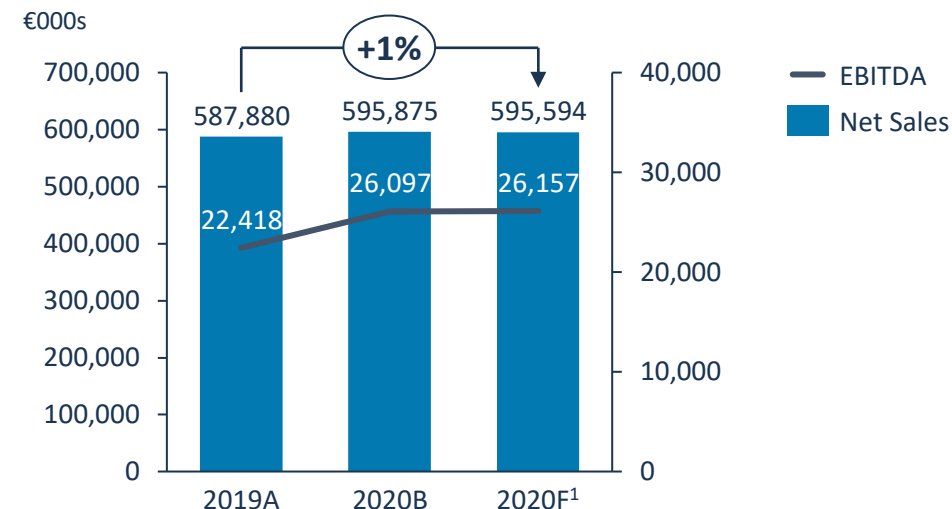
## FEB MTD



## FEB YTD

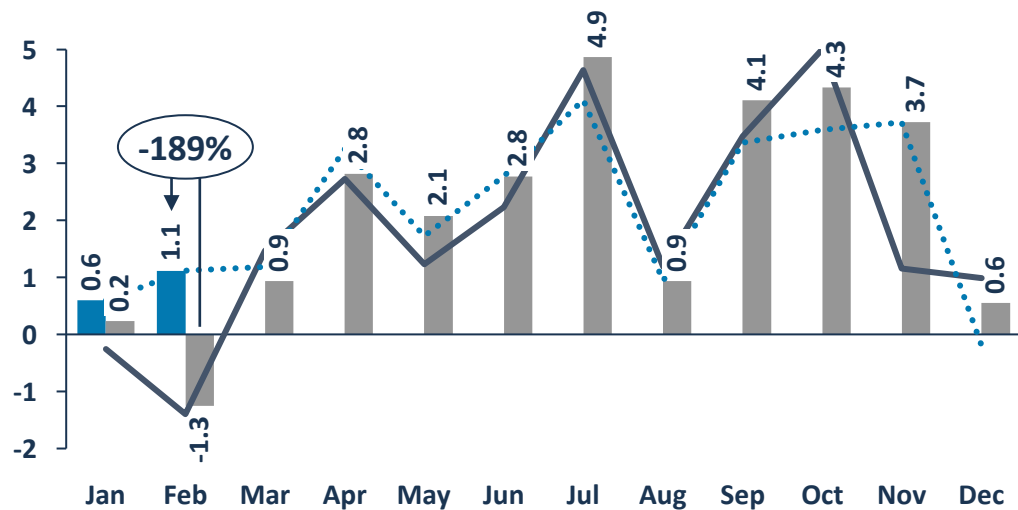


## Full Year



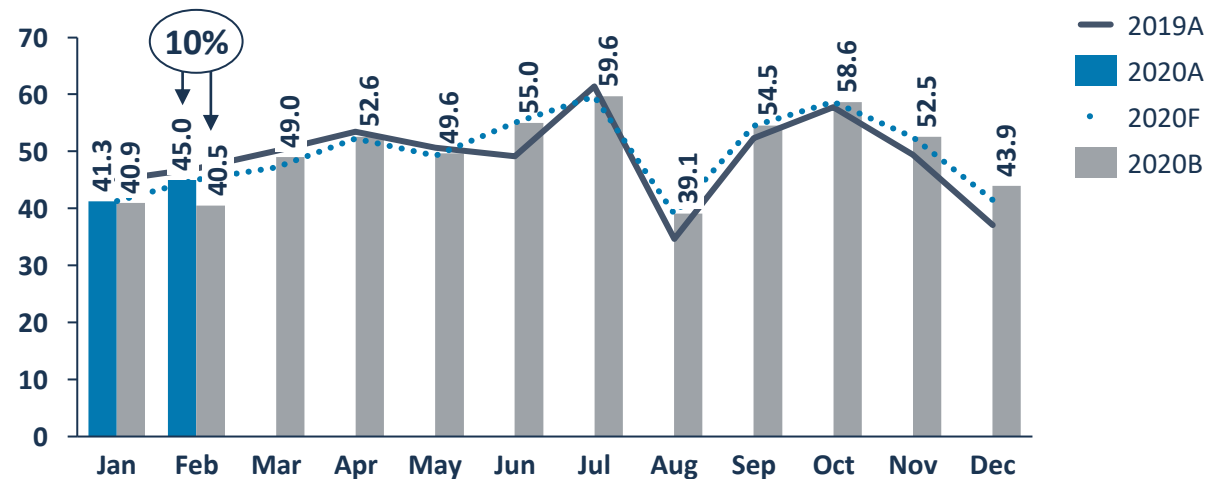
## Monthly EBITDA

€ millions



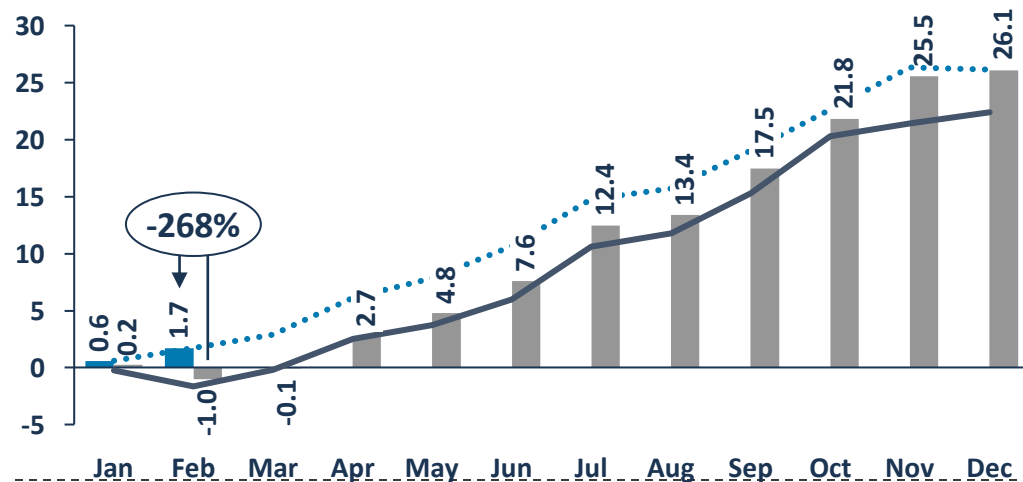
## Monthly Net Revenue

€ millions



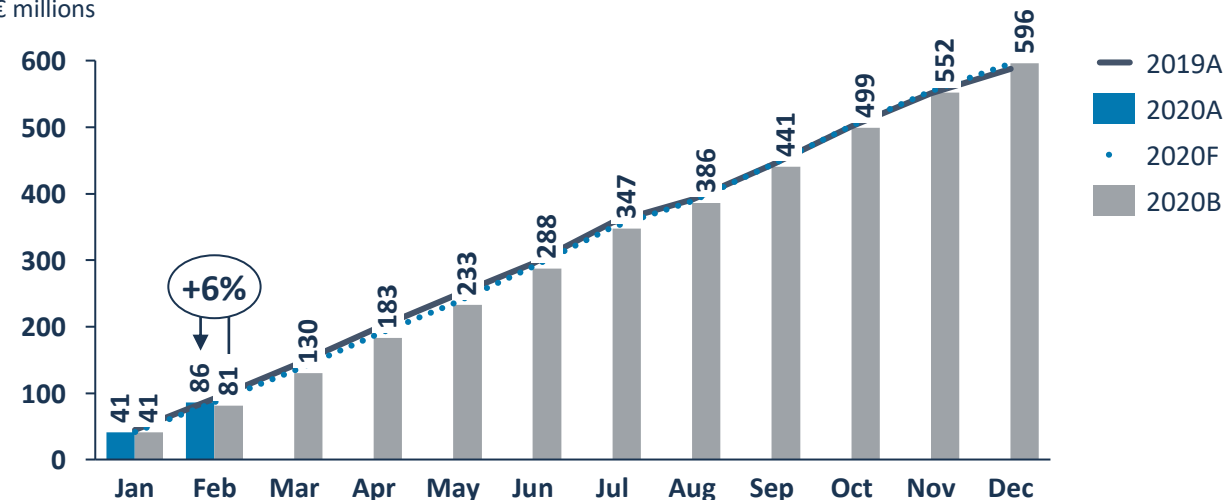
## YTD EBITDA

€ millions



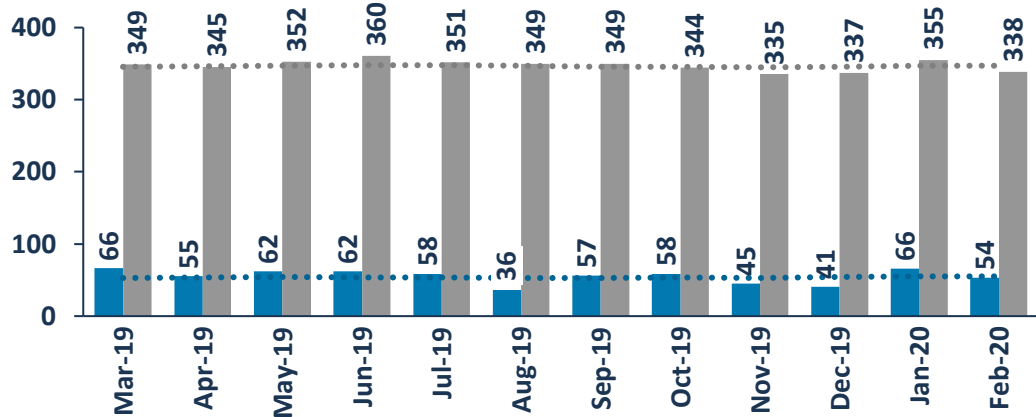
## YTD Revenue

€ millions



## Order Intake

€ millions



## Liquidity

€ millions



• TTM Avg Bookings • MTD Bookings • TTM Avg Backlog • MTD Backlog



OPENGATE CAPITAL 1. YTD actuals + remaining year forecast

Availability = cash + undrawn lines from factoring (impact since closing May June 2019) CONFIDENTIAL

Net External Debt = Debt to bank (including factor debt) + IFRS 16 debt (14,3 m€) + Seller Note (8m€) - CASH

3.h | Fiven

## Executive Summary: February 2020

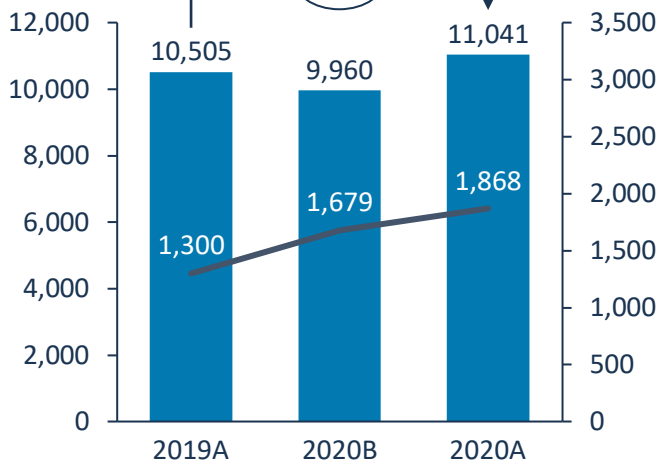
- February 2020 sales at € 11 m were +11% vs Budget , +5% vs. 2019. Vs 2019, increase is mainly driven by specialties products (+15%) of which +30% on volumes and – 11% in prices (including forex effect). whereas sales on standard products decreased by 2% (of which -6% on prices (including forex effect) and +4% on volumes).
- Feb 2020 YTD sales at € 21.9 m, +12% above Budget , +2% vs. 2019. Vs. 2019, growth on DPF with Ibiden and NGK. TOP 10 clients increased by 27.4% whereas rest of clients decreased by 24% (mainly limited to 3 clients nevertheless).
- Like-for-like EBITDA in February at € 1.9 m is higher than budget (+11%) and higher than LY (+44%). Vs. 2019, increase in top line (+5%) including decrease in ASP on both standard and specialty products is compensated by major decrease in raw materials costs (petcoke) and decrease in SG&A by € 0.2 m (of which lack of SG management fees). Impact of stock reevaluation impacting negatively P&L under check
- Like-for-like YTD EBITDA in February at € 3.5 m is higher than budget (+17%) and higher than LY (+37%). Vs. 2019, increase in top line (+2%) including decrease in ASP on both standard and specialty products is compensated by major decrease in raw materials costs (petcoke) by € 1.1 m and decrease in SG&A by € 0.6 m (of which lack of SG management fees). Impact of stock reevaluation impacting negatively P&L under check
- Preparation for Bond listing in Nasdaq Stockholm in April 2020 ongoing.
- M&A opportunities under review : Visit in the US of Aluchem planned on March 2-3-4. Binding offers expected March 27. Questions about impact of COVID 19 on the process itself and final go/ no go.
- COVID 19** : Plants running in Belgium, Norway, Brazil as of March 16, 10AM CET. Venezuela to stop temporarily operations due to 1. lack of permit and 2. COVID 19 potential impacts with poor local healthcare system. Home office for non productive workers. No impact on orders taken in week 11. Teams are monitoring situation on a daily basis

## Status Update: Project Details

Project		Current Status & Next Steps	Annualized EBITDA Impact (\$MM)	
			Projected	Actual
A. Closing Accounts	●	<ul style="list-style-type: none"> <li>Final answers submitted to the Expert on March 13.</li> <li>Final Report to be issued on March 25. As of today, FIVEN only liable of € 0.4 m vs. Saint Gobain based on preliminary report.</li> </ul>	TBD	NA
B. Management and HQ	●	<ul style="list-style-type: none"> <li>COO : Fernando Miquel, ex senior manager at INEOS Group will join Fiven early April as new Group COO. He will relocate with his family in Oslo, Norway =&gt; Management team will be then complete.</li> </ul>	NA	NA
D. IT Carve-Out	●	<ul style="list-style-type: none"> <li>TSA to be completed end in March 2020. All migrations on going and no red flag so far</li> <li>New IT Manager appointed (current IT manager of Brazil)</li> </ul>	NA	NA
E. Strategic Roadmap	●	<ul style="list-style-type: none"> <li>Final Report issued by Nexant end of December. CEO presentation done on Feb 24</li> <li>Analysis on going of different M&amp;A opportunities (Aluchem)</li> </ul>	TBD	NA
F. Venezuela	●	<ul style="list-style-type: none"> <li>Difficulties once again locally with the issuance of permit by local authorities to use petcoke. No permit issued yet as of March 13. Production considerably slowed down. COVID 19 as additional negative factor.</li> </ul>	+ [x] M€	NA
G. OGx initiatives	●	<ul style="list-style-type: none"> <li>Start of mission with Simon Kucher to take place during Q2 2020 (no cancellation so far with COVID 19)</li> <li>Development of new product (e-SIC with purity at 99.999%). Investment of €1 m in 2020.</li> <li>Interruption of cooperation with Xponential. Opportunity with MIT explored.</li> </ul>	+ [x] M€	-1.m€

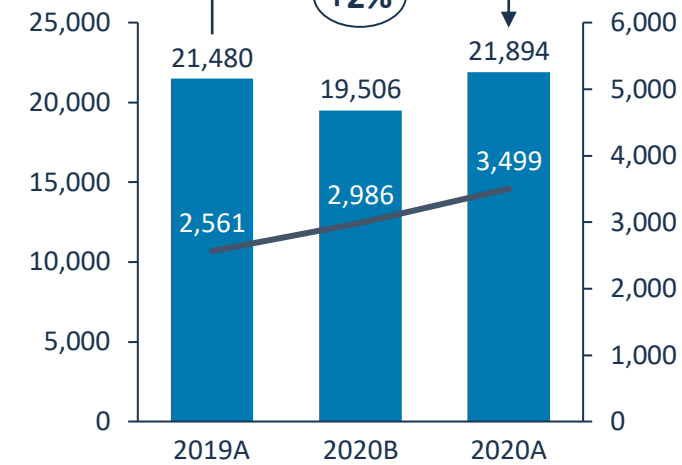
### FEB MTD

€000s



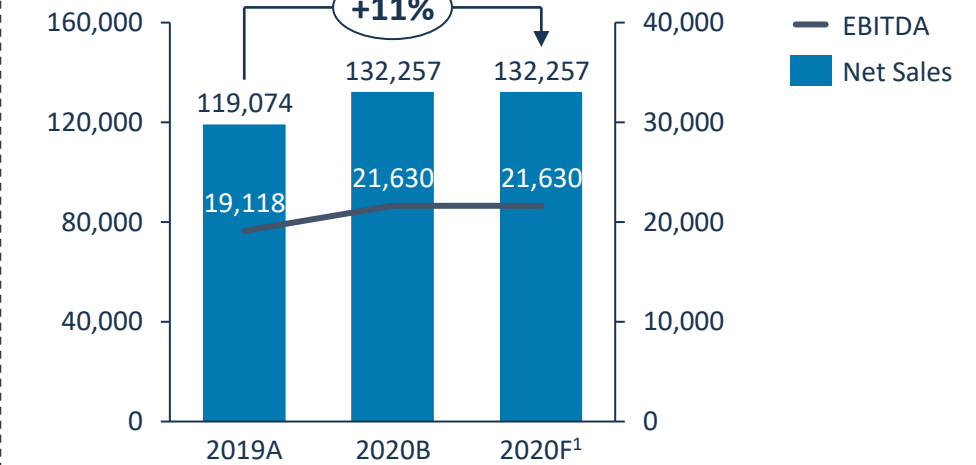
### FEB YTD

€000s



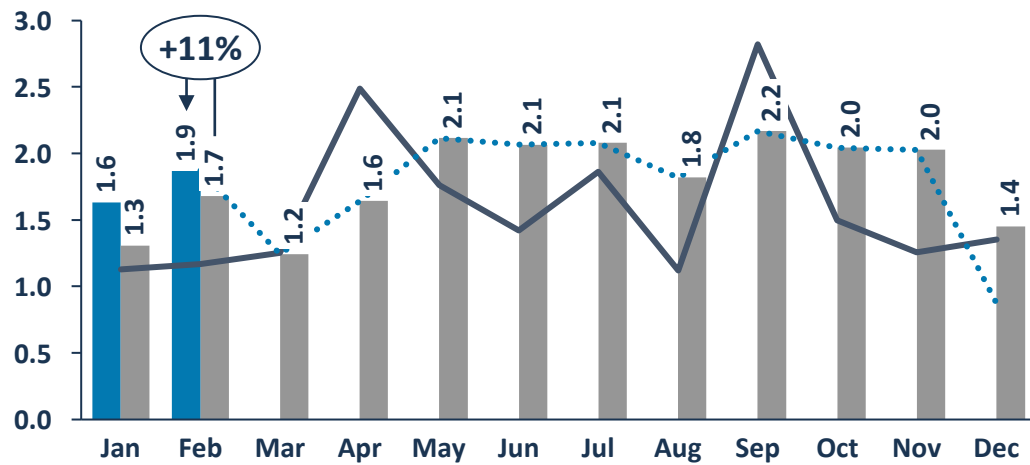
### Full Year

€000s



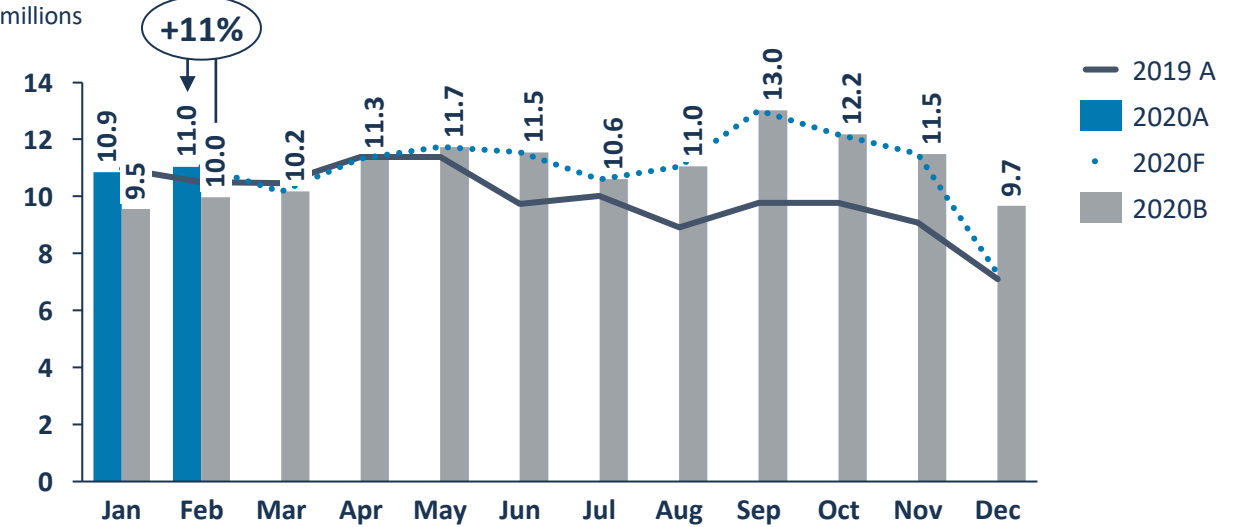
### Monthly EBITDA

€ millions



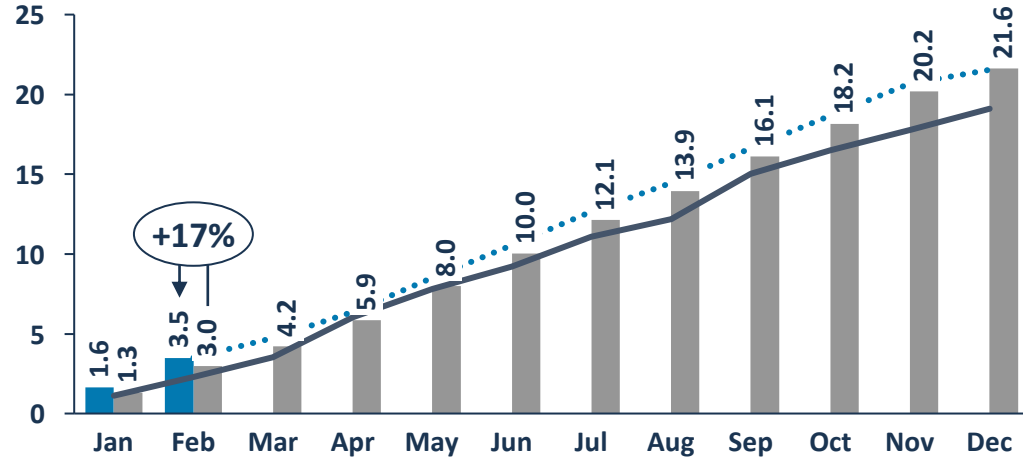
### Monthly Net Revenue

€ millions



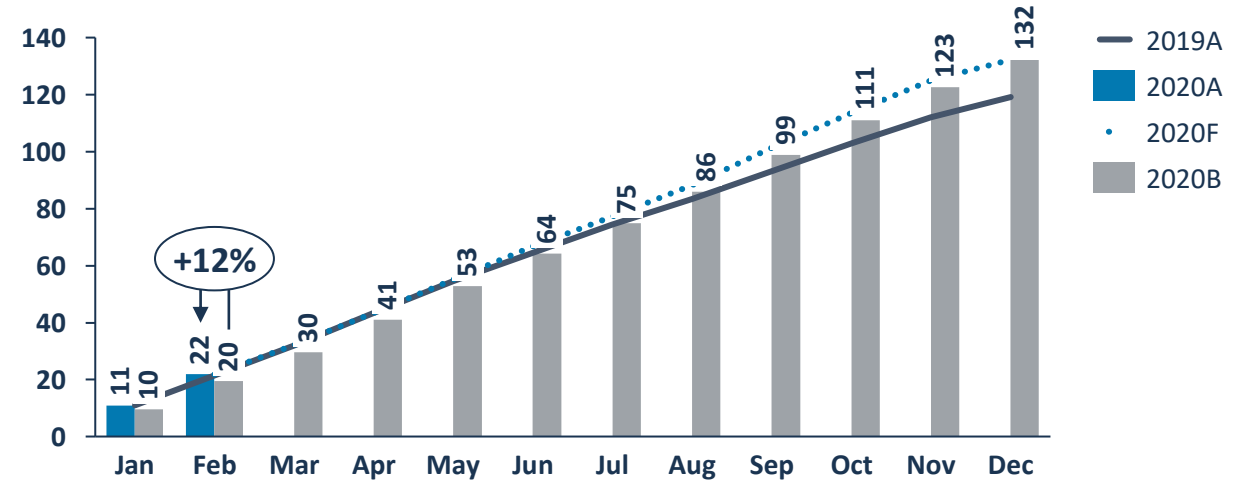
## YTD EBITDA

€ millions



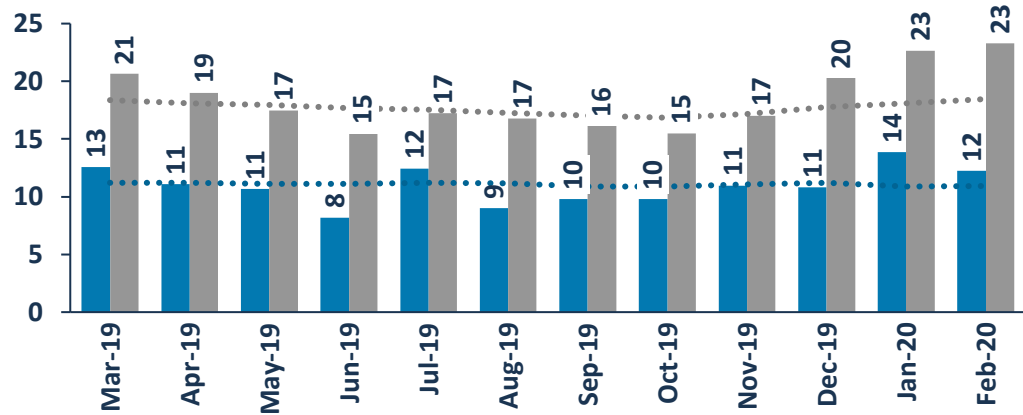
## YTD Revenue

€ millions



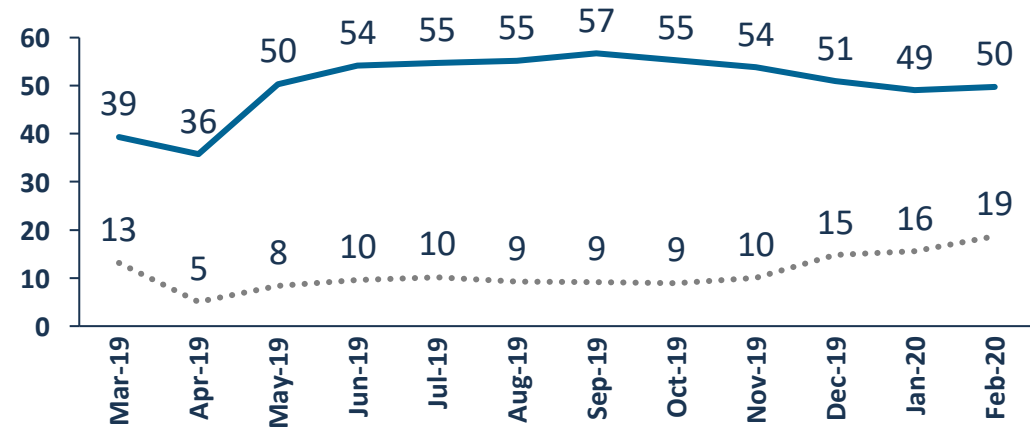
## Order Intake

€ millions



## Liquidity

€ millions



• TTM Avg Bookings • MTD Bookings • TTM Avg Backlog • MTD Backlog

— Net External Debt • Availability



OPENGATE CAPITAL 1. YTD actuals + remaining year forecast

Liquidity = cash at bank at this stage. (undrawn lines of factoring not taken into account yet)  
Next external debt includes now the impact of the Bond issued by FIVEN AS and IFRS 16 debt for 4 m€

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