



WITTUR

## Sematic transaction Investors call presentation

August 11, 2015

PUBLIC INFORMATION ONLY



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# Introduction

## Today's speakers



**Dr. Walter Rohregger**

- Wittur CEO and Chairman of the Executive Management Board (since Q1'12)
- Previously, 25 years of experience with the UK based global engineering group GKN in various positions (manufacturing, technical development, and sales) implementing growth strategies and operational improvements
- Led GKN's Asia-Pacific expansion, organic and non-organic for more than a decade
- Part of GKN's executive management board
- Mechanical engineer / PhD from University "Politecnico" / Italy, AMP from Harvard University / USA



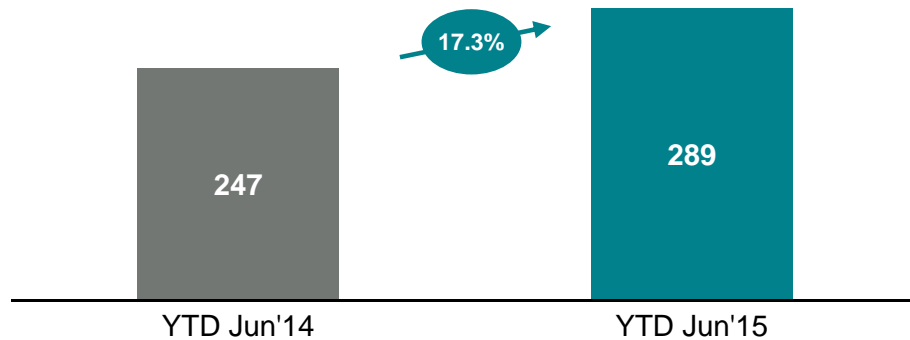
**Dr. Daniel Wiest**

- Wittur CFO and Member of the Executive Management Board (since Q1'12)
- Previously, more than 12 years of experience as CFO implementing growth and value creation strategies
- Diverse sector and country experience as CFO, among others at KCA DEUTAG (drilling services business) and APCOA (European market leader for parking management)
- Master of business administration Stuttgart & Munich / Germany, PhD political sciences Berlin / Germany

# Wittur performance – YTD 2015 current trading



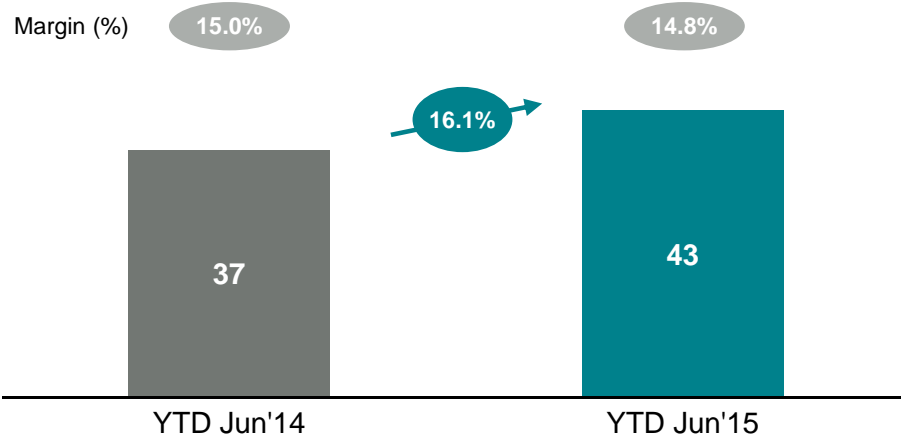
Revenue (in €m)



Description

- H1'15 revenue increased by 17% (y-o-y) supported by:
  - Strong performance in Asia driven by resilient end-market, good performance of key customers and FX tailwind
  - Mature installed base driving modernisation and maintenance projects in Europe
- These developments have more than offset challenging market conditions in Russia and the decision to stop trading with Iran
- Order intake is increasing consistent with positive sales trend
  - Order intake YTD Jun'15 was 8% higher (y-o-y)

Adjusted EBITDA (in €m)



- H1'15 adj. EBITDA grew by 16% y-o-y
- Positive development driven by:
  - Top-line growth
  - Purchasing savings and effects from operational improvement measures
- Adjusted EBITDA margin broadly in line with prior year
  - Improved margins in Asia owing to the strong revenue growth offset by the loss of higher margin Iranian and Russian sales, unstable economic climate in Latin America and increased indirect labour cost

Wittur has continued on its strong growth trajectory trend under Bain Capital's ownership with YTD EBITDA up 16% y-o-y

# Evolution of Wittur's capitalisation since closing



(€m)	At LBO			Current capitalisation	
	Amount	xLTM Sep'14 EBITDA	Adj.	Amount	xLTM Jun'15 EBITDA
<b>FX Spot-rate Adj. EBITDA<sup>(1)</sup></b>		<b>75</b>			<b>82</b>
Cash	–	–	(34)	(34)	(0.42x)
Finance Leases	4	0.05x	(0)	4	0.04x
Other debt	6	0.07x	7	12	0.15x
Revolver (€65m)	–	–	2	2	0.02x
Term Loan B	195	2.61x	–	195	2.37x
<b>Net secured debt</b>	<b>204</b>	<b>2.73x</b>	<b>(26)</b>	<b>178</b>	<b>2.16x</b>
Senior Notes	225	3.01x	–	225	2.73x
<b>Net debt</b>	<b>429</b>	<b>5.74x</b>	<b>(26)</b>	<b>403</b>	<b>4.90x</b>

Reflecting strong current trading, Wittur has significantly delevered since the original buyout being below 5.0x as of June 2015

1. LTM Sep-14 FX spot rate adj. EBITDA based on December 2014 FX spot rate and excluding impact of sales via Turkish subsidiary into Iran (€1.8m). LTM Jun-15 FX spot-rate adj. EBITDA based on adjusted EBITDA of €81.6m plus additional adjustments for: excluding sales via Turkish subsidiary into Iran (€2.3m), including FX adjustment based on constant FX for China and Turkey based on May 2015 rates (€2.7m) and other adjustments (€0.2m).

- On 10 August 2015, Wittur Group (the “Company”) agreed to merge with Sematic S.p.A (“Sematic”), currently owned by funds advised and managed by Carlyle (70%) and the Zappa Family (30%) for an undisclosed amount
  - Carlyle and the Zappa family will retain a minority stake in the combined business
- Sematic is one of the largest independent suppliers of elevator components as well as complete elevators
  - Strong geographic focus in Europe (c.70%) and high share of sales in recurring aftermarket / modernization
  - APAC (excl. China) increasingly important and diversified footprint covering 17 countries
  - Particular strength in complete elevator solutions and highly customized doors
- The Sematic transaction will reinforce Wittur's position as a diversified global leader in the outsourced elevator parts market
  - Significant cost synergy potential will increase profitability and cash flows further irrespective of market developments
  - Contributes to customer diversification given more diversified MNC customer base and higher share of independents
  - Increases exposure to European modernization business, absolute sales to APAC (excl. China) and gives Wittur access to US market
  - Significant cross-selling opportunities from complementary offering and also complementing geographies
  - Greater scale with combined revenues of c.€680m for FY14 and projected combined revenue of c. €750 for FY15
- The combined entity will operate under the Wittur name with Sematic remaining as a brand

# Sematic overview

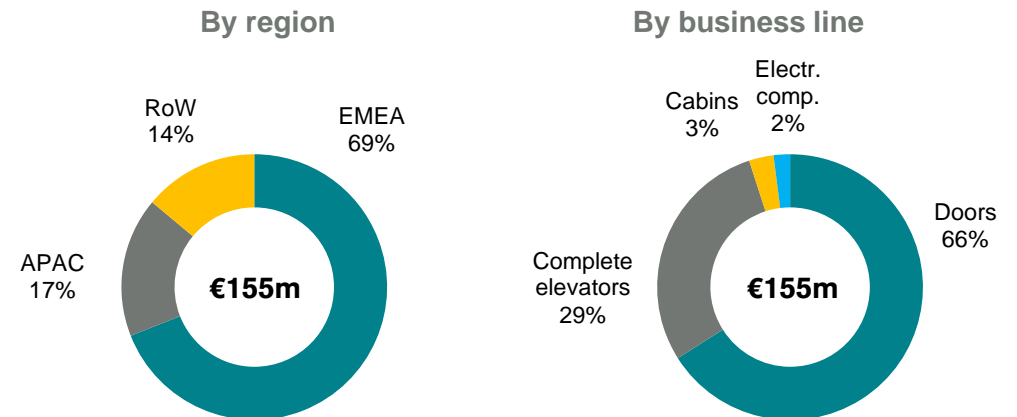


## Business overview

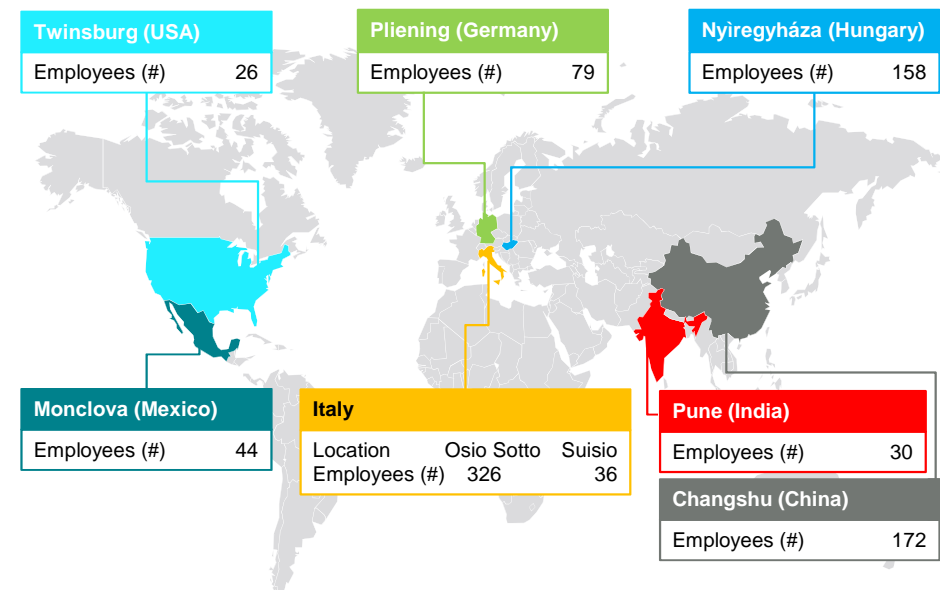
### One of the top 5 suppliers of elevator components globally

- **Focused on both elevator components and elevator systems**
  - ~70% of sales from components (doors, cabins, electronics)
  - ~30% of sales from complete elevator systems
- **Elevator door offering targeting the customized segment**
  - Strength in customized engineering approach
  - Leads to higher share of aftermarket/modernization projects
- **Geographic focus is Europe, with APAC and North America growing increasingly important**
  - European footprint complements Wittur; Sematic adds strength in Germany and Hungary
  - 30%+ of APAC sales are outside China
  - Within the Americas, Sematic's production facilities in Mexico and USA complement Wittur's sites in South America
- **Global manufacturing footprint**
  - 3 plants in Europe, one in North America, one in Mexico, one in India and one in China
- **Key customers include big 4 Multinationals ('MNCs') as well as independent elevator installers**
  - ~60% of sales to MNCs, remaining to independent installers
  - Very few sales to Wittur's largest MNC customer

## FY'14 revenue split



## Global manufacturing footprint<sup>(1)</sup>



Sematic is one of the top 5 independent suppliers of elevator components globally

Source: Company information.

(1) Does not include minority shareholding Computec (36%) and New Lift (40%).

## 1. Broaden product range

- Cross-selling opportunities from complementary offering
  - Sematic provides complete elevator solutions and also produces electronics for elevators
  - Sematic's highly customized offering provides greater exposure to recurring aftermarket / modernisation demand

## 2. Improved geographic mix and customer diversification

- Enhanced regional diversification
  - Strong geographic focus in Europe (c.70%) with high share of sales in recurring aftermarket / modernization
  - Provides foothold in North America, a market in which Wittur is currently not present
  - Decreasing reliance on fast growing Chinese market
  - 30%+ of Sematic's sales in Asia are generated outside China including countries such as Indonesia, Malaysia, Korea or India
- Despite having one leading MNC customer as well, Sematic's largest customer is different from Wittur's, reducing overall customer concentration by enlarging MNC customer base

## 3. Enhanced scale and brand reputation

- Combined entity has broader sales reach and global production capabilities making it the supplier of choice to the largest MNCs
- Creates one of the leading suppliers in the outsourced elevator parts market in Europe
- Significantly enhances Wittur's profile in the customized door segment

## 4. Significant and readily available synergies

- Cross-selling opportunities through complementary presence in North America, stronger focus on complete elevator sales and upside potential for Sematic with independents in EMEA leveraging Wittur's sales force
- Cost synergies resulting primarily from procurement savings driven by combined purchasing volumes and efficiency gains, optimized production footprint, streamlined SG&A functions and rationalized product range

**Strong strategic rationale underlying the Sematic transaction**



# Q&A and contact



**Dr. Walter Rohregger**  
CEO Wittur Group



**Dr. Daniel Wiest**  
CFO Wittur Group



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# Investor relations calendar 2015



Date	Event
August 28	Publication of H1 report 2015 with conference call
Sept 30/Oct 1	Credit Suisse Global Credit Products Conference 2015
November 17	Press release on key financial figures 9M 2015
November 27	Publication of 9M report 2015 with conference call