

Guala Closures Group

Corporate Presentation and Annual Results

Roadshow meeting | April 2019





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Historical financial information. The financial information presented in this Presentation is derived or extracted from the historical consolidated financial statement and related accounting information of the Group. Prior to the business combination between the former "Guala Closures S.p.A." and Space4 S.p.A., financial consolidation of the Group was performed at the GCL Holdings S.C.A. level which was parent company and operator of an R&D business unit. There are, therefore, certain differences in the financial information set out below and the historical consolidated financial statements and related accounting information of GCL Holdings S.C.A. Investors should note that there are limitations to the comparability of the financial data shown herein to future periods given the change in the scope of consolidation resulting from the business combination.

Pro-forma. The consolidated figures of Guala Closures Group in 2018 have been affected by the transaction completed on July 31, 2018 with the acquisition by Space4 S.p.A. of 67% of Guala Closures pre-merger and its subsequent merger into Space4 S.p.A. which became effective on August 6, 2018. The above transaction, which resulted in Space4 S.p.A. adopting the corporate name of Guala Closures S.p.A., had an impact on the financial statements as at and for the period ended December 31, 2018 and their comparability with Guala Closures Group prior to the transaction.

Consequently, pro forma figures have been prepared in order to compare the performance of the operations based on the perimeter of Guala Closures Group pre-merger (inclusive of the business transferred from GCL Holdings S.C.A. to GCL International S.à r.l. on July 31, 2018 which includes R&D activities and other assets/liabilities and legal relationships), including Space4's operations.

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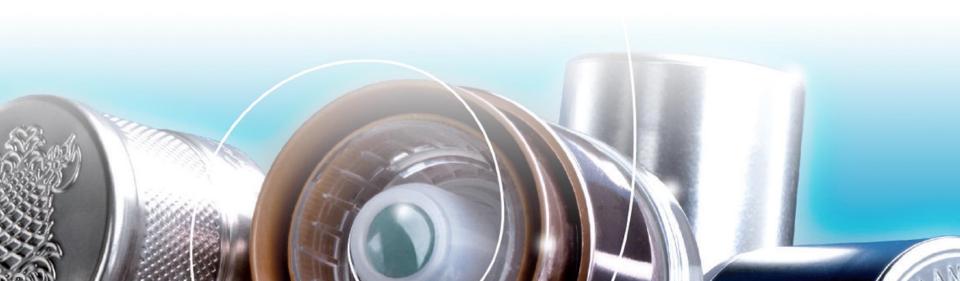
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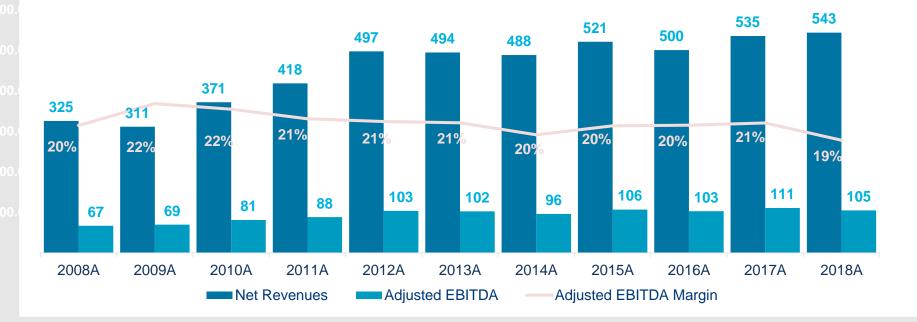
Guala Closures Group Corporate presentation



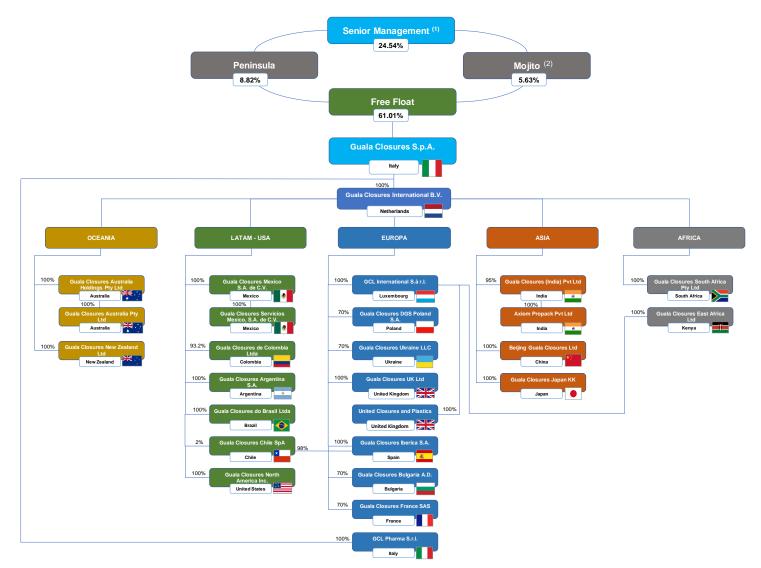
Executive summary

Guala Closures at a glance

- The Global leading producer of specialty closures for the spirits and wine industry with almost €600m turnover
- A business model driven by unique technology & innovation capabilities, supported by an R&D DNA and by a state-of-the-art manufacturing footprint with 29 production sites across 5 continents
- A trusted partner to most global and local spirits and wine producers for the last 40 years
- A resilient story of growth over the past years with margins consistently at 20%+ over the years:
 - # 5.3% Net revenue CAGR 2008 -2018 (at current FX)
 - # 4.5% Adjusted EBITDA CAGR 2008-2018 (at current FX)
- A natural consolidator in a fragmented market space, ready for additional expansion opportunities
- An entrepreneurial management with a long-lasting experience in the sector and deeply invested in the business



Corporate structure chart



- (1) Holds 14.54% of shares and 24.54% of voting rights through personal shares and GCL Holdings (which is majority-owned and controlled by Marco Giovannini, through which he, Francesco Bove, Anibal Diaz and Paolo Ferrari and their related parties hold their investments).
- (2) Mojito represents the previous private equity seller

Our Mission

(#) Guala Closures Group

Protect your brand Create your value



1. Company overview

Why Guala Closures



Unique global platform for growth across regions and products

Long-standing trusted partnerships with world's leading spirits and wine companies

Proprietary engineered product portfolio underpinned by leading technology and innovation capabilities

Proven M&A track record focused on creating long-term value

6)

3

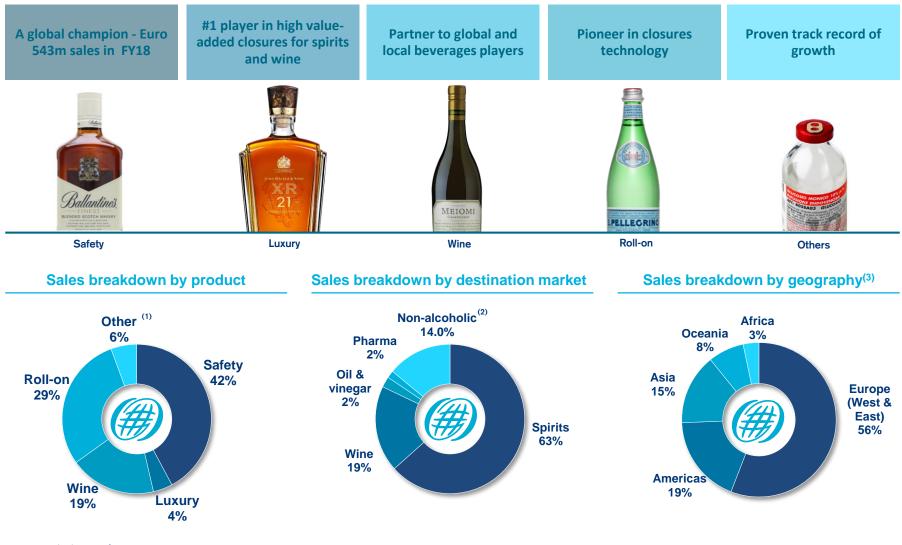
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5

Best-in-class financial profile with proven resilience over the years despite FX and raw materials fluctuations

Experienced and committed Management team

The world's leading specialty closures producer



Source: Guala Closures information

Other includes Pharma, PET and other revenues

Non-alcoholic includes mineral water, beverage, other markets, PET and other revenues

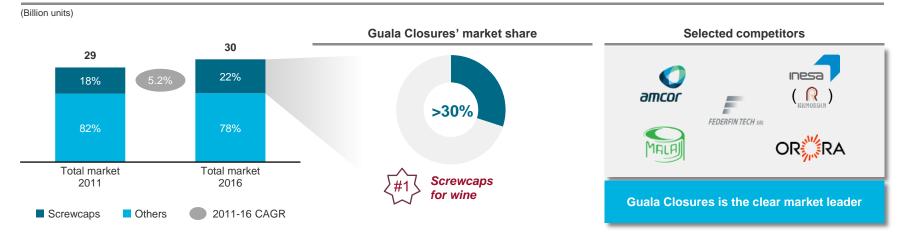
Revenues breakdown refer to countries from which the product is sold

Leading market positions in fast growing end markets...

#1 globally in sophisticated / safety closures market⁽¹⁾



#1 globally in wine screwcap closures market⁽²⁾



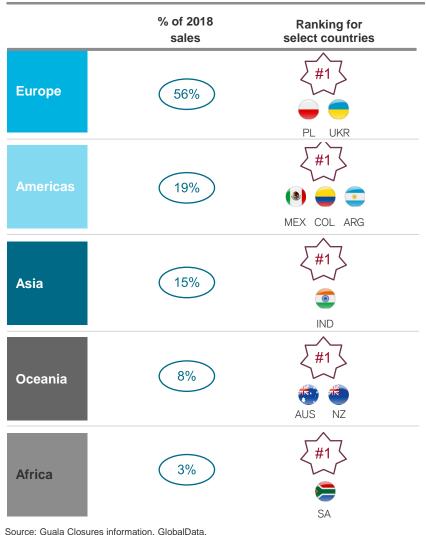
(1) Guala Closures reference market, i.e. the market that Guala Closures was historically competing in. It includes metal screw and cork closures on metal or glass bottles while excluding Russia "grey market" and plastic and ceramic closures. The 34 billion units in 2016 includes metal screw and cork closures on all pack types.

(2) Still / sparkling wine.

(3) Represents market share by volume.

...supported by leadership positions in high growth markets

Guala Closures is strategically positioned in growth markets...



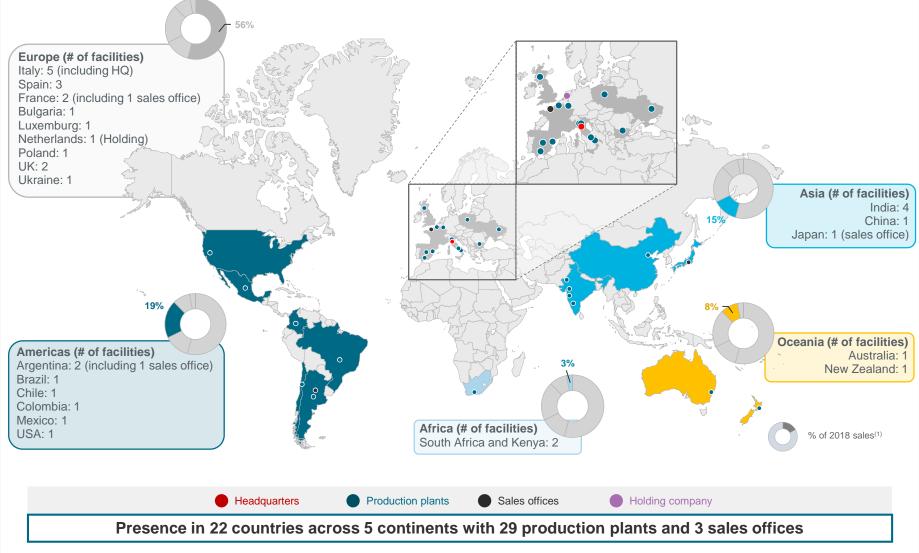
... and is well placed to continue to grow at an attractive pace





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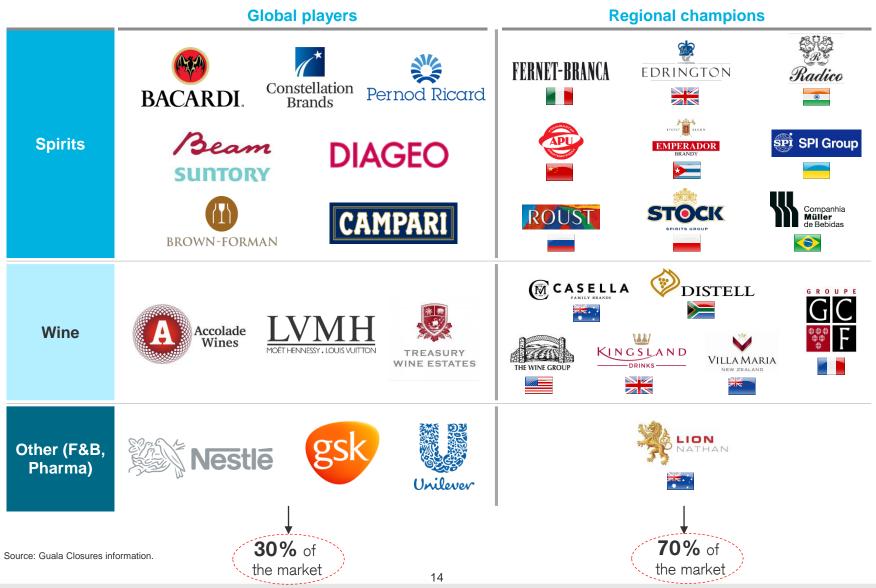
Global footprint with state-of-the-art facilities to tap growth potential across products and geographies



(1) Based on country from which the product is sold.

2

Long-standing trusted partnerships with world's leading spirits and wine companies



3

Proprietary engineered product portfolio and over 140 active patents⁽¹⁾ across all categories...

Technological Barrier to avoid counterfeiting

DECORATION

TECHNOLOGIES: new

communication and security

printing features

MATERIAL COMBINATION:

plastic and / or aluminium for

aesthetical enhancement

Highly engineered spirits' closures for safety / sophisticated concepts...

Tamper-Evident Technology MECHANICAL TAMPER-EVIDENT system

consisting of an irreversible event after first opening

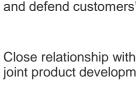
...protected by strong R&D and patents

- The largest R&D centre for safety closures
- R&D units in Italy, Luxembourg, Mexico, UK and Ukraine
- Dedicated service to protect closures \bigcirc and defend customers' interests

%

•

- Close relationship with customers for joint product development
- last 3 years
- Multi-component assembly at high speed



More than 20 new products in the

Active patents include patents, industrial designs and utility models.

E-Brand Protection System

IDENTIFICATION and TRACEABILITY: data matrix, laser printing, Radio Frequency Identification (RFID), taggants, smart

labels, Near Field Communication (NFC) E-System performs better if integrated into a closure, as the opening of the closure can change the message of the NFC tag or equivalents

Anti-Refilling Systems

NON-REFILLABLE: valve

system to protect the

bottle content

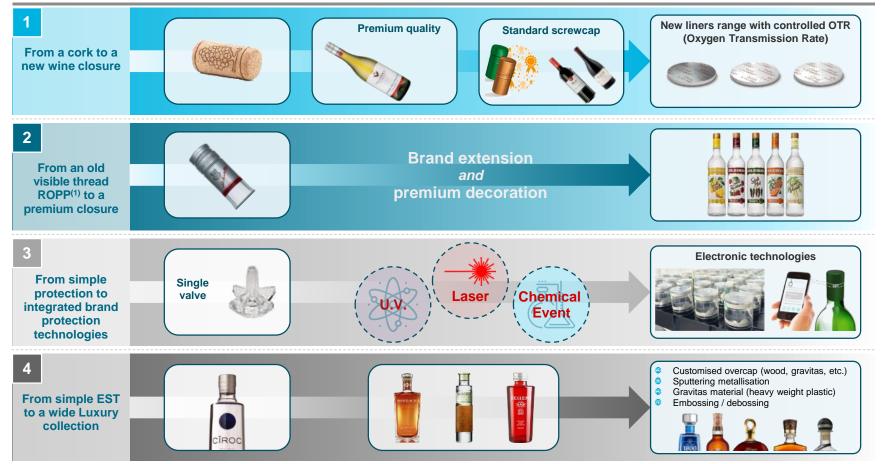
POSITIVE-LOCK to the

bottle to avoid pull off

the closure

...underpinned by leading technology and innovation capabilities

Examples of creating added value in closures



(1) Roll-On Pilfer Proof.

4

Proven M&A track record focused on creating longterm value

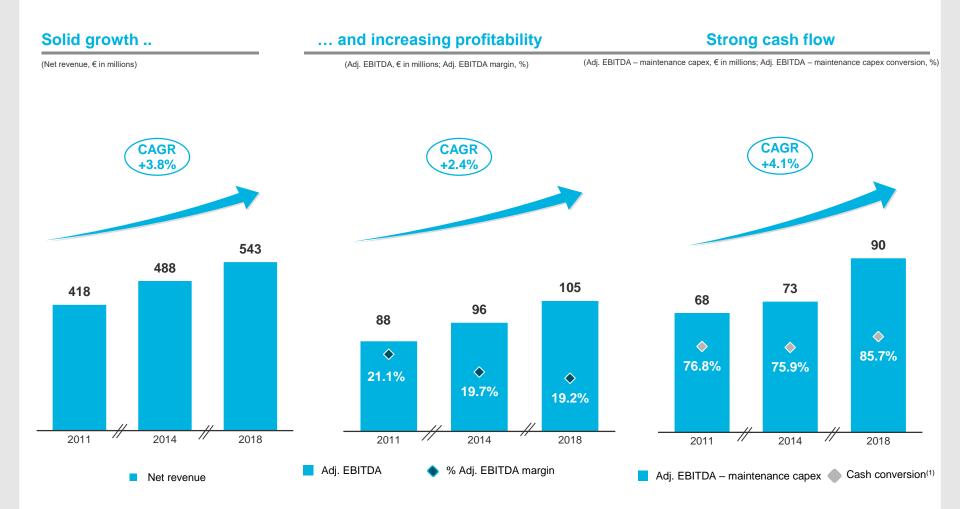
Timeline

5





Source: Guala Closures information.



Source: Company information.

(1) Calculated as (Adj. EBITDA – maintenance capex) / Adj. EBITDA.

6

...with superior margins and proven resilience over the years despite FX and raw materials fluctuations

EBITDA margin benchmarking

20%

18%

16%

16%

15%

15%

14%

13%

SILGAN

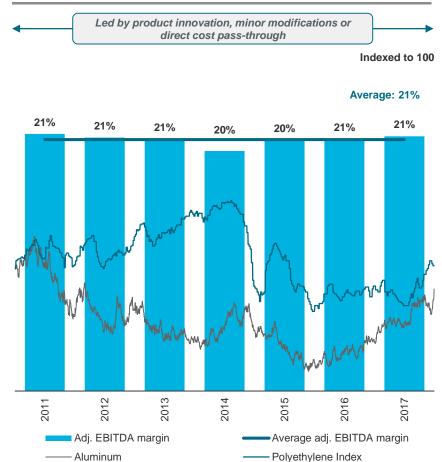
(Adj. EBITDA margin, 2015-17 average)

21%

21%

6







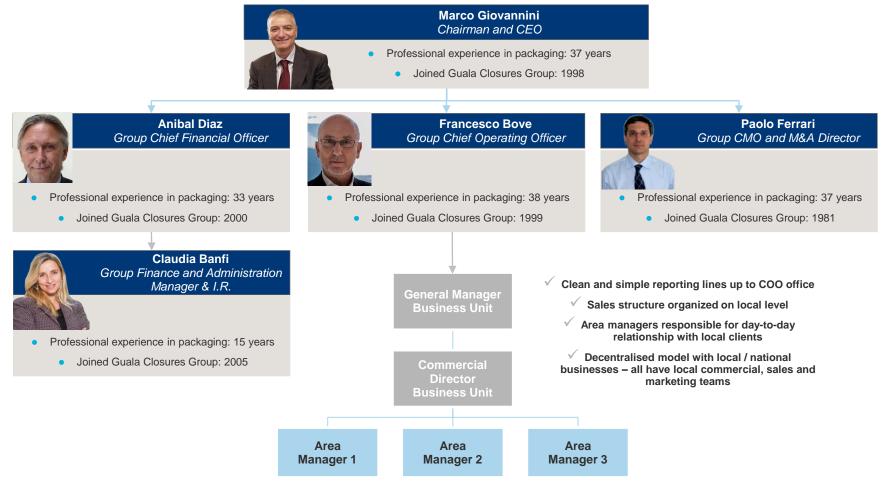
Source: Company information, Factset, Bloomberg.

(1) Magenta purchases coil and supplies 70% of the Group's needs for aluminium sheets.

(2)

Experienced and committed Management Team

A close-knit team working together more than 20 years Structured organization chart ready to sustain the future growth



...with sound business and financial strategy

Business strategy

- Drive top-line growth
 - Continued volume growth in emerging markets and switch to safety closures
 - Ongoing new product innovation and customer upselling
 - Benefit from sustained growth in winecap market
- Targeted strategy of market consolidation through small tuck-in acquisitions in core or adjacent markets
- Continued optimisation of manufacturing and supply chain network
- Retain flexible cost base, reacting to changes in market conditions (e.g. raw materials)

Financial strategy

- Maintain strong financial liquidity and de-leveraging due to strong cash flow generation
- Ongoing working capital management
- Ability to manage capex needs depending on market conditions
- Prudent aluminium hedging strategy
- Limited transactional FX exposure

2. Business overview by product

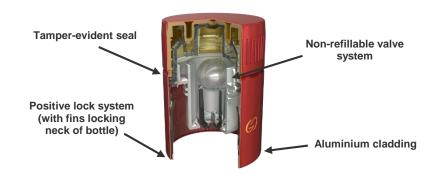
Reinventing closures: from commodity to high value-added



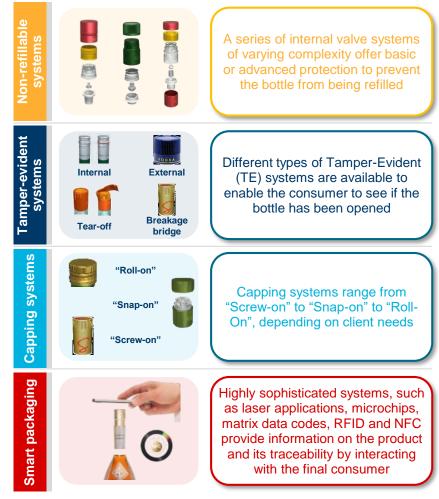
JOHNNIE WALKER

Safety closures (42% of 2018 revenue)

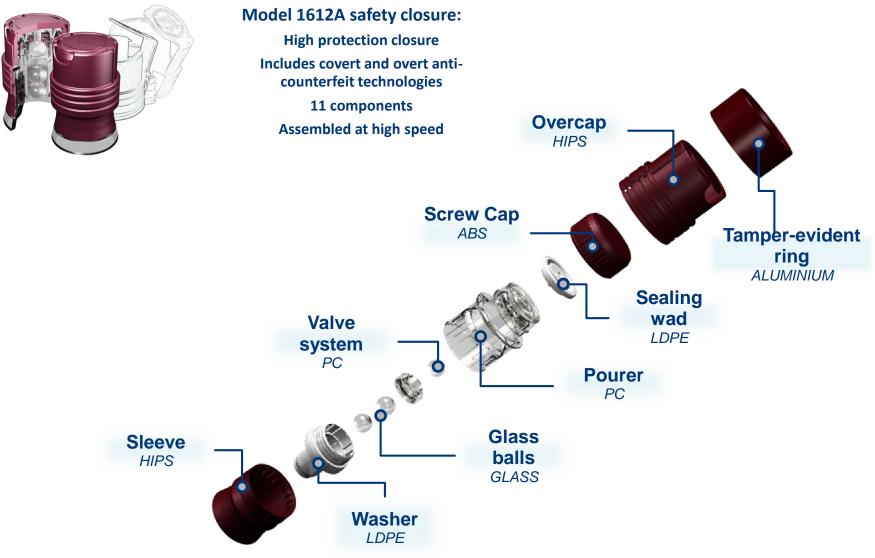
- Production of safety closures which are fitted with a special device to limit counterfeiting of the end-product, such as nonrefillable devices
 - Almost exclusively for spirits
 - Primarily sold to premium and local brands in emerging markets, where risk of counterfeiting is highest
- Product complexity prevents imitation by competitors
 - Safety closures have a complex structure that generally comprises from 2 to 12 components, made of plastic (with some aluminium mix)
- Current product portfolio comprises over 30 models, all of which can be customised to meet the customer's requirements



Key technologies



A pioneer in multicomponent non-refillable systems



Source: Guala Closures information

Roll-on closures (29% of 2018 revenue)

- Guala Closures is the global leader in roll-on closures selling 6.9 billion roll-on closures in 2017
- Portfolio ranges from the simplest screwcap to the more complex versions equipped with components in different materials with particular aesthetic or safety features
- Guala Closures also uses the most advanced decoration techniques, such as lithography, hot-foil, relief or bas-relief punching, to provide customised closures to its customers
- The product line includes:
 - Long and short aluminium closures with a thread enabling them to be screwed directly onto the bottle neck
 - Aluminium closures with plastic components enabling special functions, such as anti-drop spouts (mainly designed for olive oil bottles) or flow controllers (mostly designed for vinegar bottles)
- Upsell customers from standard roll-on closures to higher value-added safety closures through continuous customer promotion towards brand protection through product innovation

Key technologies

Model	Component Material	Number of Components	Key End-products
Spring	Aluminium and Plastic	3	Mineral water: San Pellegrino, San Benedetto, Norda, Borjomi
30x35	Aluminium	2	Spirits: New Amsterdam, Smirnoff, Gilbey's, Kenya Cane
31, 5x24	Aluminium	2	Spirits & Oil: Vermouth Martini for spirits, Carli and Salvadori for oil
31, 5x50	Aluminium	2	Spirits: Amaro Ramazzotti
30x60	Aluminium and Plastic	2	Wine and Spirits: Bacardi Rhum range, Campari, Bailey's, Jacob's Creek
35x24	Aluminium and Plastic	3	Olive oil: Deoleo, Bertolli, Monini, Farchioni
31, 5x44	Aluminium and Plastic	2/3	Spirits and Oil/ Vinegar: Eristoff & Aperol, Ponti and Unilever





Wine closures (19% of 2018 revenue)

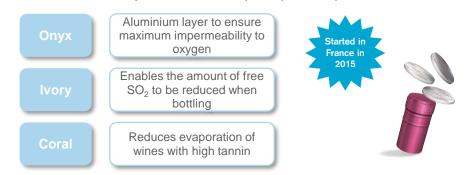
- Guala Closures has developed the widest range of screwcaps for the wine market
- Screwcaps do not suffer from natural cork taint issues and therefore do not spoil the wine contained in the bottle, avoiding the recall of the bottles for retailers
- Screwcaps represent approximately 22% of the total bottled wines worldwide
- Guala Closures is a clear market leader in the wine screwcap closures market, with a market share of over 30%
- Products incorporate a number of technical features such as controlled Oxygen Transmission Rate (OTR) liners
- In addition, Guala Closures is equipped with the most advanced decoration techniques of silk screening, hotfoiling, off-setting, lithography and embossing

Key technologies

Screwcaps



Liners by Oenoseal® developed in partnership with MGJ⁽¹⁾



(1) Manufacture Générale de Joints

Other product segments (10% of 2018 revenue)⁽¹⁾

Luxury Closures (4% of revenue)



made of Butyl

compound in

Standard or Lio

configuration

aluminium

caps combined

with a plastic

overcaps

aluminium

caps, Flip Off

central tear-off

and ring caps

Flip Off central

tear-off and

ring caps

aluminium or

plastic caps,

filler caps and

droppers

aluminium or

plastic caps,

droppers and

Biphasic Kit

- Guala Closures' products, mainly for injectables, include plastic and aluminium closures, rubber caps, single-dose vials and containers in PET in a broad range of colours, shapes, sizes and materials
- Guala Closures adheres to the highest quality standards which is consistent with the requirements of the pharmaceutical industry

(1)

Includes other revenue (3% of 2018 revenue).

3. Main trends in destination markets

Spirits: global counterfeiting never ends

protect

the quality

SPIRITS ARE THE 4TH LARGEST COUNTERFEITED PRODUCT CATEGORY

30% OF THE ALCOHOL CONSUMED IN THE WORLD IS UNREGISTERED

* source Olajide Oyewole

Percentage of counterfeit products in total manufactured goods: 25%Audiovideo 21%Fashion 20% Pharmaceutical 12%Spirits 12%Toys 10%Perfumery 5% Watches

* source INDICAN

"Illicit spirits are a huge social problem in India, both in terms of yearly deaths and support to the illegal economy"

- Former manager, United Spirits

30



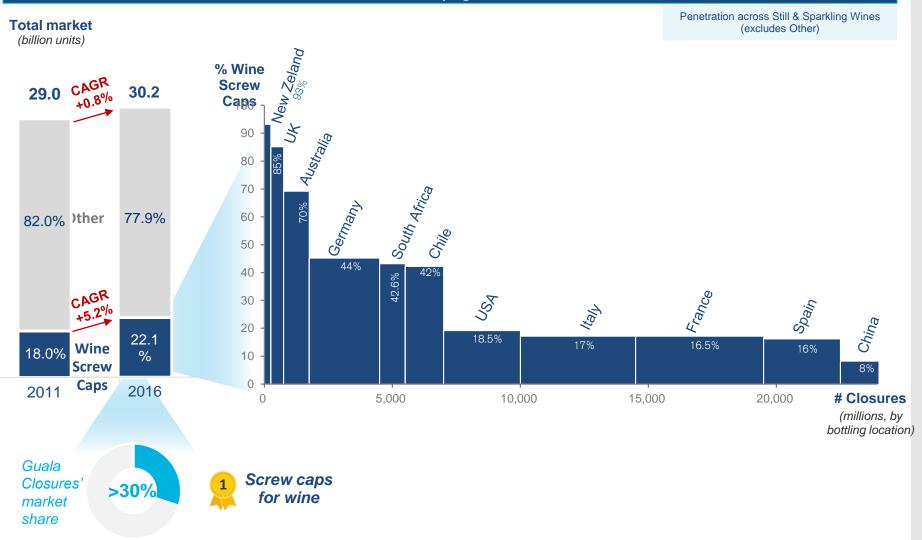


Spirits: premiumisation race boosts luxury closures offer



Wine: increasing screw caps penetration

Wine screw caps global market



Wine: shift from cork to screw caps





€90 Penfolds. **BIN 128** SHIRAZ

Is it the closure or the wine?



More than 5 years ageing

Screw caps: from easy-to-use to value added



Wine screw caps growth drivers



Water: growing luxury trend in the bottled mineral water segment

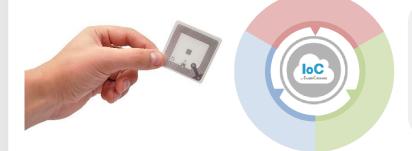






Bringing smart-security solutions to the Spirits and Wine market

Guala Closures partnered with <u>NXP Semiconductors</u> to develop the first "Internet-of-Closures system"



Internet-of-Closure system (IoC)

is the first NFC (i.e. Near Field Communication) chip integrated closure ever developed, that will allow the brands, the consumers and the Guala itself to receive/share information about the products.

A smart-closure systems that offers plenty of advantages



For Brands Improve brand experience Supply chain control Story telling Store locator



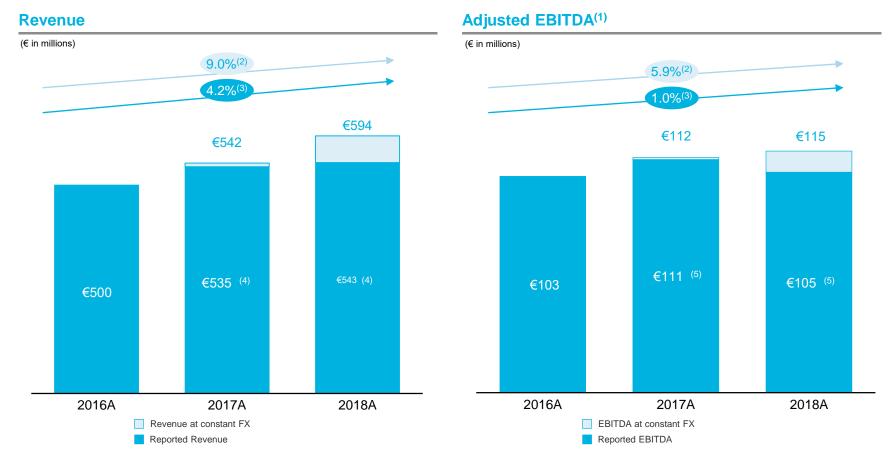
For Consumers Product authentication Tamper evident Channel authentication Tasting and recipes



For Guala Closures Disruptive technology First-mover advantage Keep track of the market Potential for higher margin

4. Historical financial performance

Stable revenue and profitability notwithstanding FX headwinds



Note: FY figures are calculated at constant 2016 FX rates.

(1) The figures presented are on pro-forma basis including the Bu Lux business transferred to Guala Closures Group in 2018 following the business combination

(2) CAGR has been calculated for the period 2016A - 2018A at constant 2016 FX rates.

(3) CAGR has been calculated for the period 2016A - 2018A on reported basis.

(4) Including €10m acquisition impact in 2017 vs 2016 and € 8.2m in 2018 vs 2017

(5) Including €0.5m acquisition impact. in 2017 vs 2016 and € 1.1m in 2018 vs 2017

Prudent capital expenditures

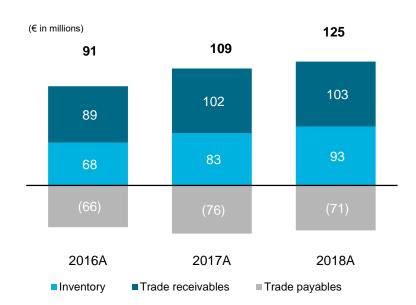


Commentary

- Capex requirements mainly relate to maintenance and expansionary investments
- Total capex is stable at 5–7% of net revenues, with maintenance capex representing 38-41%
- Maintenance capex includes ongoing maintenance of existing plants and machinery as well as quality and EHS investments
- Expansionary capex mainly refers to investment in new facilities and technological expansion

Ongoing working capital management

Net working capital



Days	2016A	2017A	2018A
Inventory	46	51	57
Trade receivables	61	63	63
Trade payables	(45)	(47)	(44)
Net working capital	63	67	77

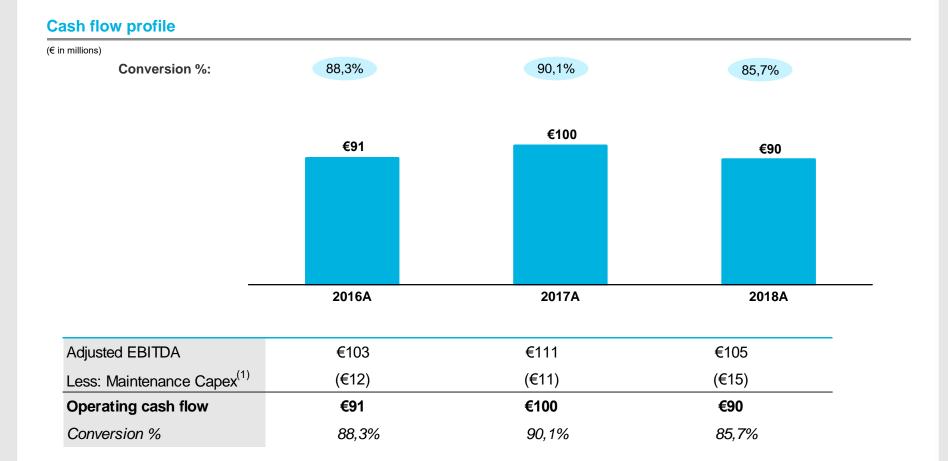
Commentary

NWC recorded an increase in 2018 mainly attributed to:

- at December 31, 2017 positively impacted by Space4 S.p.A. non recurring suppliers (€4.5 million and 3 NWC days)
- 2 at December 31, 2018 negatively impacted by UCP acquisition (€5.2 million and 3 NWC days)

(1) As of 31 December 2017.

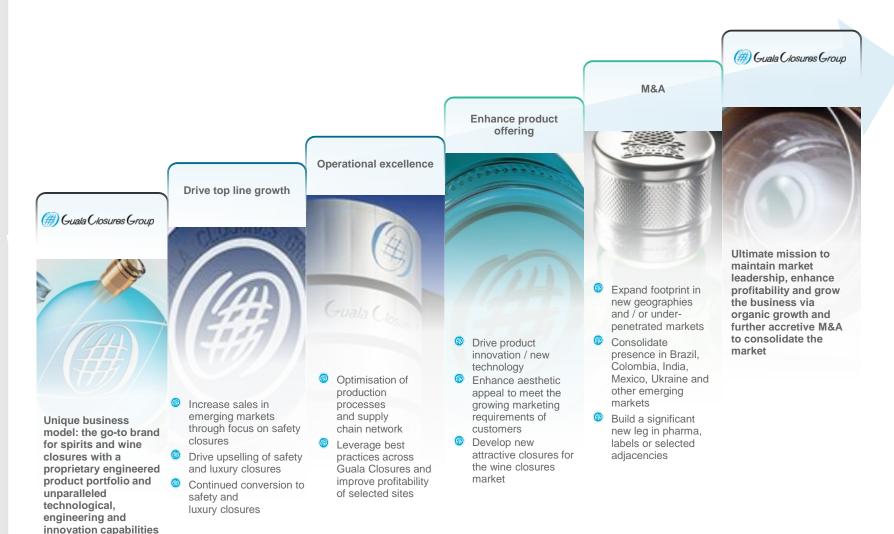
Consistent cash generation



(1) The capital expenditures presented above do not include expansionary capital expenditures

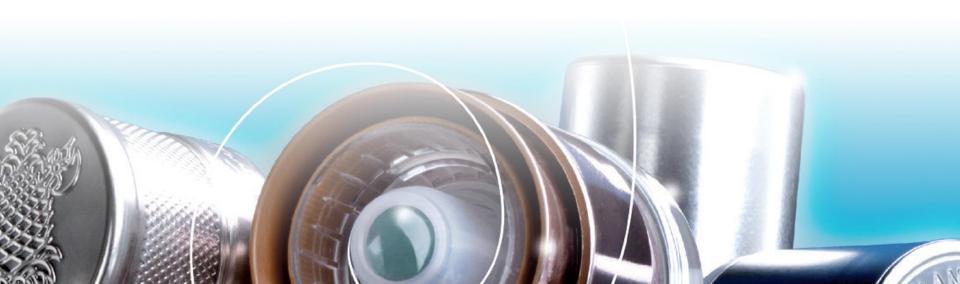
5. Strategy

A clear growth strategy as a listed entity





Guala Closures Group 2018 Annual results



Guala Closures Group

2018 Financial Results – Highlights

2018: a transformational year for Guala Closures Group

2018 was a transformational year which drove to a significant Group enhancement – both at business and at corporate level - despite a challenging environment

Business enhancement

- Consolidation of market leadership
- Product portfolio and production capacity enlargement leveraging on superior innovation capability
- Entrance in single malt whisky market with Macallan
- Launch of new luxury closures in Mexico
- UCP acquisition:
 - Consolidate partnership with Scottish whisky producers
 - Speed up of Group industrial infrastructure reorganisation plan in U.K.
 - Over £ 700k synergies coming from the integration plan

Corporate enhancement

- Listing through Business Combination at Milan Stock Exchange, STAR segment
- Mew corporate structure
- Credit rating improvement



Macallan closure

2018: a transformational year for Guala Closures Group

Financial results

- Strong sales growth and costs management allowed to limit challenging environment impacts
- Strong deleverage thanks to Business Combination
- Interests saving and increase of debt average duration thanks to Refinancing

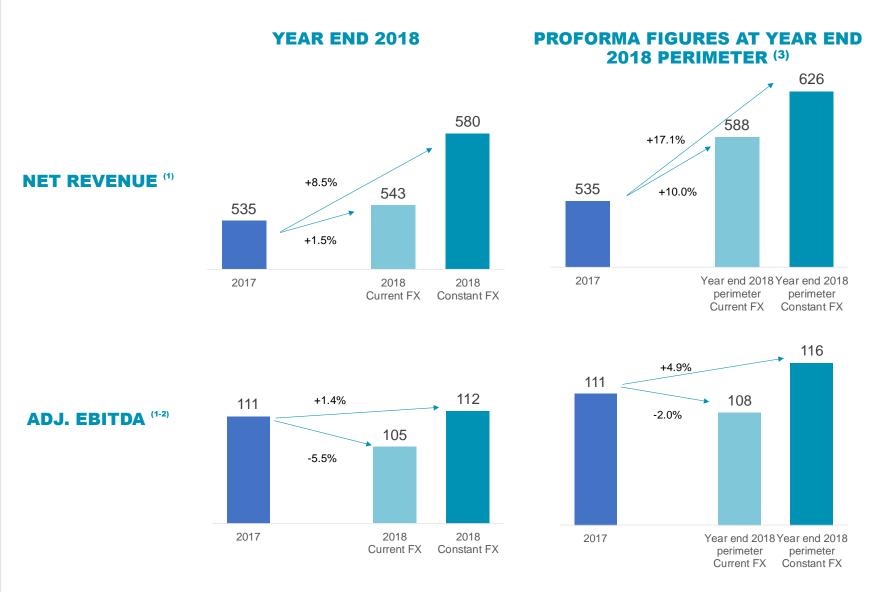
Future steps

- Continuous innovation and launch of new products (e-wak & Smart cap: first orders received in 2019 by customers)
- Profitability consolidation
- Ø Operating Cash flow generation improvement



Guala Closures Group 2018 Financial Results

2018 – Key highlights – Significant business growth



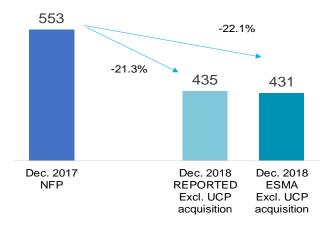
⁽¹⁾ Million Euro - ⁽²⁾ See please "Definition" slide for details - ⁽³⁾ The figures at year end 2018 perimeter include an estimate of UCP's full year 2018 results, without considering post-acquisition synergies

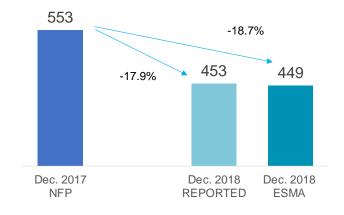
2018 – Key highlights – Indebtedness reduction

NET FINANCIAL POSITION (1-2-3-4)

Excluding cash out due to UCP acquisition

NET FINANCIAL POSITION (1-2-3-4)





⁽¹⁾ Million Euro - ⁽²⁾ See please "Definition" slide for details - ⁽³⁾ ESMA NFP - ⁽⁴⁾ As of 31 December 2018

2018 – Key highlights – Strong sales performance

Met revenue

- Ø Net revenue at €543 million, up €8.3 million (+1.5%) vs 12M 2017
- Ø At constant FX rates, net revenue up €45.5 million (+8.5%) vs 12M 2017
- #6.5% organic growth, +0.5% from hyperinflation impact and +1.5% from change in perimeter (1)
- Asia and Americas best performers in terms of geographies
- Specialty closures (Safety and Luxury) best performers in terms of products
- At year end 2018 perimeter⁽²⁾, including UCP, proforma net revenue at current FX at €588 million (+10%) while at constant FX at €626 million (+17.1%)

Adjusted EBITDA

- Ø Adjusted EBITDA at €105 million, down €6.1 million (-5.5%) vs 12M 2017
- Ø At constant FX rates, Adjusted Ebitda at €112 million, up €1.6 million (+1.4%) vs 12M 2017
- At year end 2018 perimeter⁽²⁾, including UCP, proforma adjusted Ebitda at current FX at €108 million (-2%) while at constant FX at €116 million (+4.9%)

Net Financial Position

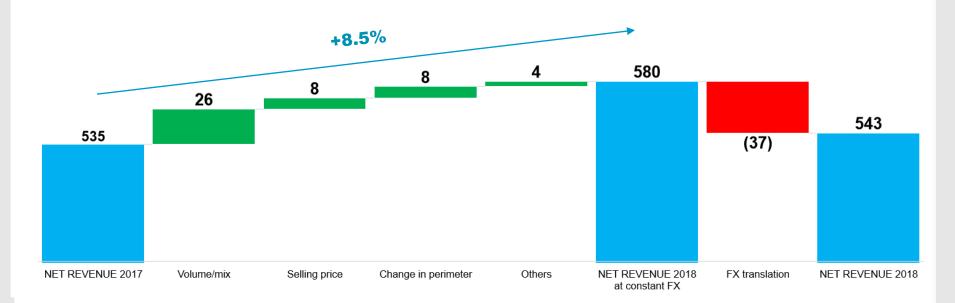
- Ø NFP ESMA at €449.3 million (including €18.6 million paid for UCP acquisition).
- Solution NFP Reported at €453.4 at December 31, 2018 with a decrease of €99.1 million from €552.5 ml at December 31, 2017 as a result of €139.3 million Business Combination impact, partially offset by M&A activity (€16.6 million) and the cash flow of the period (€-23.6 million) which was negatively impacted by €23.7 million non-recurring items partially compensated by €8.2 million positive impact from Market Warrants

(2) The figures at year 2018 perimeter include an estimate of UCP's full year 2018 net revenue and adjusted Ebitda, without considering post acquisition synergies

⁽¹⁾ Axion Propack Ltd. and ICSA consolidated since October 2017, UCP consolidated since December 2018

2018 – Net revenue – Growth of 8.5%

NET REVENUES EVOLUTION by COMPONENTS ⁽¹⁾

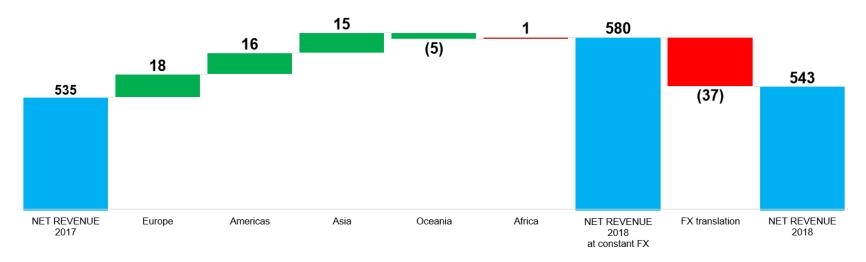


Excellent organic performance (+6.5%) drove sales increase

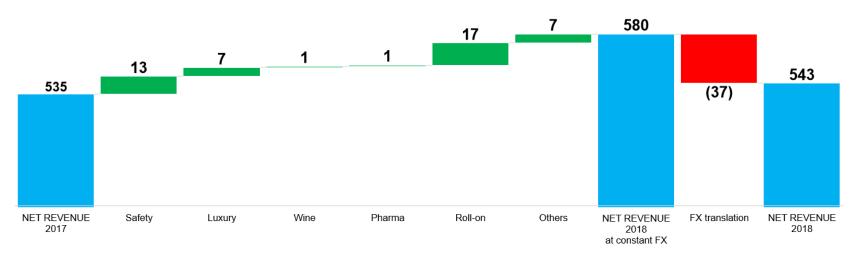
- Asia (+21.1%) and Americas (+15.1%) best geographic performers
- Specialty closures (safety and luxury) (+€20 million) best product performers
- Change in perimeter thanks to the acquisitions of Axiom Propack Ltd (€5.6 milliom), ICSA's activities (€1.3 million) and UCP (€1.3 million)

2018 - Net revenue growth - Key drivers

NET REVENUES EVOLUTION by GEOGRAPHIC AREA ⁽¹⁾



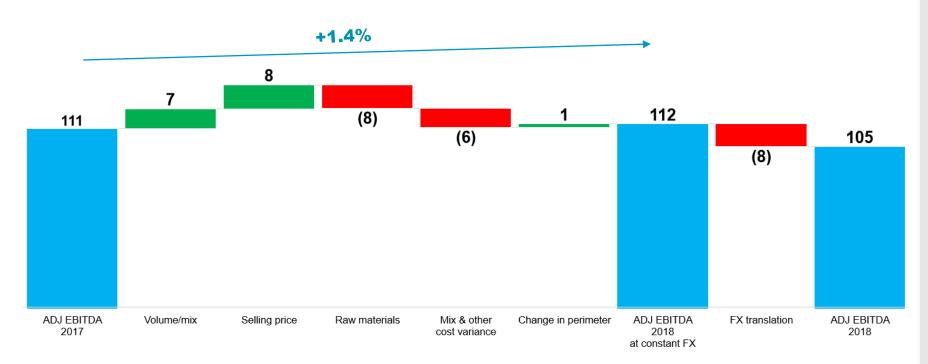
NET REVENUES EVOLUTION by PRODUCT ⁽¹⁾



⁽¹⁾ Million EURO

2018 – Adj. EBITDA – Growth of 1.4%

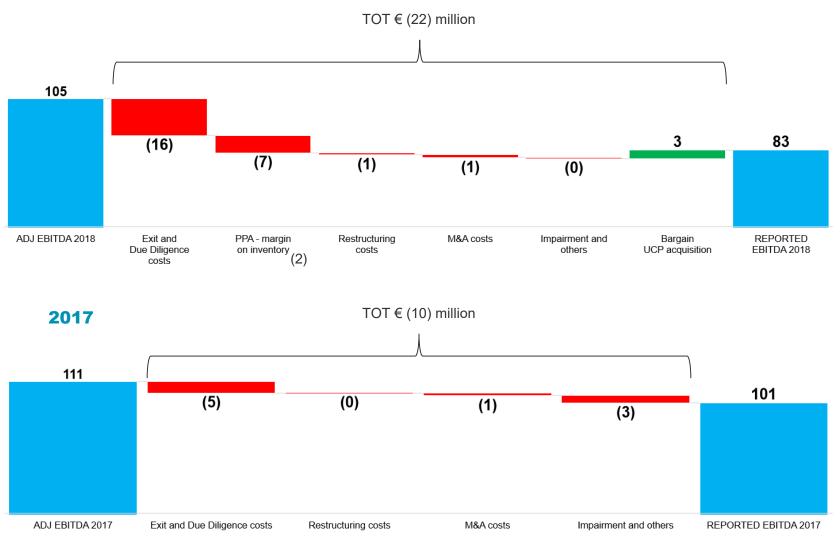
Adj. EBITDA EVOLUTION by COMPONENTS (1)



- Adjusted EBITDA at constant FX 2017 growth of 1.4% due to:
 - Selling price increase which compensated raw material increase;
 - Sales volume/mix which more than offset negative costs variance
 - Positive effect from acquisitions made in 2017

2018 – Adj. EBITDA – One-off details⁽¹⁾

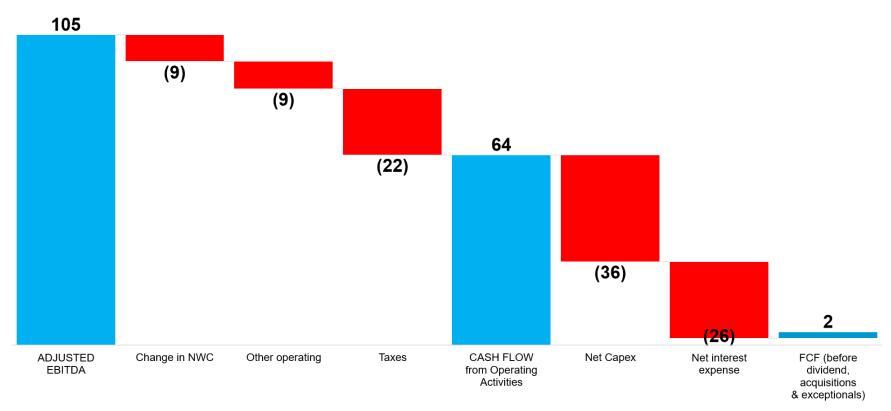
2018



 $^{(1)}$ Million EURO - $^{(2)}$ Impact from Purchase Price Allocation accounting process

2018 – Cash flow generation

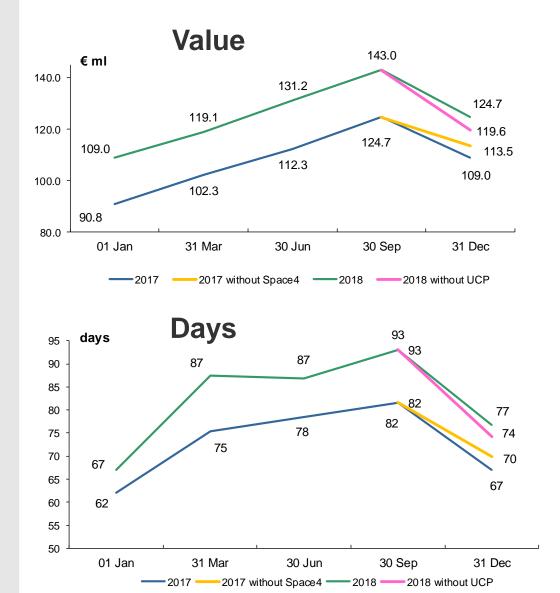
FREE CASH FLOW EVOLUTION (1)



- €64 million CF from operating activities, partially absorbed by €36 million capex to support future growth and €26 million net interest expense
- Change in NWC: including €-1.3 million due to UCP acquisition
- Ø Other operating mainly relates to FX impact on commercial items

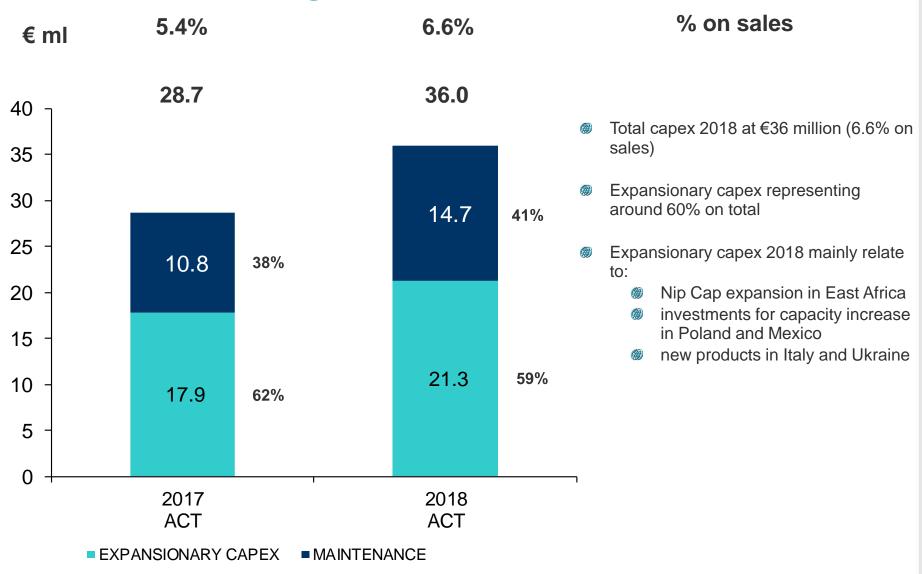
⁽¹⁾ Million EURO

2018 – Cash flow generation – NWC



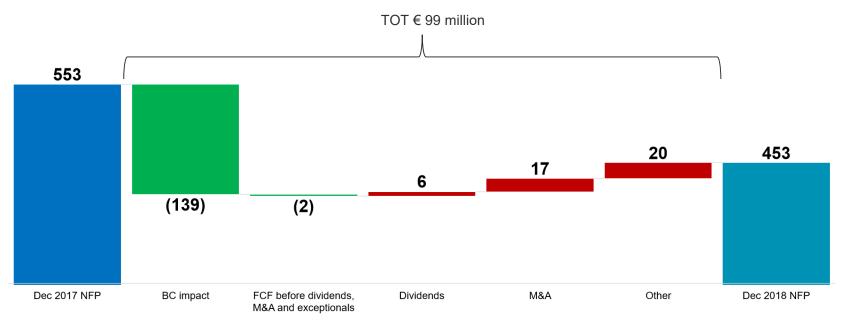
- NWC at December 31, 2017 positively impacted by Space4 S.p.A. non recurring suppliers (€4.5 million and 3 NWC days)
- NWC at December 31, 2018 negatively impacted by UCP acquisition (€5.2 million and 3 NWC days)
- NWC at year end 2018 was also affected by delayed payments from an important Mexican client

2018 – Cash flow generation – CAPEX Paid



2018 – Net financial position – Deleverage

NET FINANCIAL POSITION EVOLUTION ⁽¹⁾



- Total NFP decrease of €99.1 million as a result of the Business Combination impact, M&A activities and the cash flow of the period which was negatively impacted by €23.7 million non-recurring items partially compensated by €8.2 million positive impact from Market Warrants
- Business Combination impact: includes € 145.7m of initial cash of Space4 S.p.A. and € 25.0m from Management Capital increase, less € 31.3m for withdrawal of previous shareholders of Space4 S.p.A.
- M&A: includes UCP acquisition for €18.6 million (£16.8 million) and the acquisition of Argentinian NCI for €0.1 million, net of the €2.1 million disposal of Torre d'Isola building
- OTHER: includes €23.7 million negative non-recurring items (mainly related to the exit and refinancing processes), €4.7 million negative impact from other financial items and €8.2 million positive impact from Market Warrants.

Financial enhancement – Deleveraging

In the context of business combination and listing, the Group in 2018 improved significantly its financial profile, deleveraging and refinancing debt



LONG TERM CREDIT RATING

	OLD R	RATING	NEW RATING		
	Rating	Outlook	Rating	Outlook	
MOODY'S	B2	Stable	B1	Stable	
STANDARD & POORS	В	Stable	B+	Positive	

 $^{(1)} \in ml$ - $^{(2)}$ Leverage Ratio as per RCF contract: Net Debt (financial liabilities less cash, less liability for MW, less liabilities vs NCI) on Adjusted Ebitda $^{(3)}$ Refer to definitions at slide 25 - $^{(4)}$ Difference between NFP reported and NFP ESMA

Financial enhancement – Favorable refinancing

Refinancing: total size € 535m to 2024

- Debt average length increased by 2.5 years to 5.5 years
- Leverage reduce from 4.8 at December 31, 2017 to 4.0 at December 31, 2018
- Around €10 ml of lower interest charges (including also savings on RCF) with direct impact on Net Results and CF generation (1)

Mew FRSSN € 455ml issued on October 3, 2018



Sew RCF € 80ml signed on July 20, 2018



⁽¹⁾ On annual basis

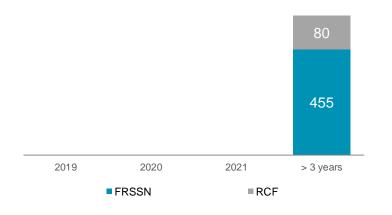
Financial enhancement – Favorable refinancing

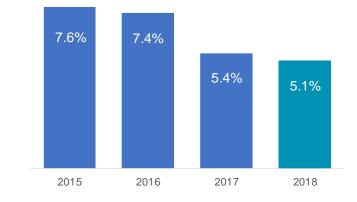
- Positive impacts both in term of debt average length and maturity and interests charges
 - No maturity in the near future and debt average length almost doubled to 5.5 years

Average cost of debt: 2018 only partially benefitted from new coupon, fully effect starting from 2019 with around €10m of lower interests charges on annual basis, compared to a year without refinancing

GROSS DEBT MATURITY PROFILE ⁽¹⁻²⁾







⁽¹⁾ As of 31 December 2018 - ⁽²⁾ Million Euro - ⁽³⁾ Average cost of debt calculated as interest expense on total financial Debt

Guala Closures Group

Outlook

Outlook – Group enhancement

Further steps in Group enhancement process to consolidate profitability and improve cash flow generation

Business

- Industrial launch of new products
- Focus on preventing market and raw material volatility impact
- Implementation of UCP integration
- Further production capacity rationalization in Europe and reinforcement: e.g. starting Kenyan production
- Future cash flow generation improvement expected as a target 2019 as a result of interest saving and other actions

Corporate

- Mew skills and new instruments to adapt to Group new status: e.g. buy back program
- Expand S.A.P. perimeter to few selected geographical markets
- Scouting for selected market consolidation opportunities

Guala Closures Group 2018 Financial Results

Annex

Definitions and 2018 Financial Results details

Definitions

BITDA	Earnings before Depreciation and Amortization, Net Financial Income (Charges) and Income Taxes
BIT EBIT	Earnings before Net Financial Income (Charges) and Income Taxes
MOJUSTED EBITDA	Performance indicator calculated by adjusting the EBITDA of some non-operational components, such as: i) restructuring expenses, ii) operating expenses related to discontinued plant, iii) costs related to significant production accidents, iv) due diligence charges, v) merger and acquisition ("M&A") expenses, vi) contingent tax penalties and related consultancy fees
CAPEX	Capital Expenditure, net of asset disposals, excluding Investments in Financial Fixed Assets and Equity Investments
MET INVESTED CAPITAL	Non-Current Assets plus Current Assets less Current Liabilities less Other Non-Current non Financial Assets and Liabilities
CONSTANT EXCHANGE RATES CHANGE	Constant currency basis restates the current year results to the prior year's average exchange rates
ESMA NET FINANCIAL POSITION	Net Financial Position amount determined in accordance with the CONSOB Communication of July 28, 2006 and in accordance with the ESMA / 2013/319 Reports
NCI	Non-controlling interests

Financial snapshot

€ / ml	9M 17 Pro Forma	4Q 17 Pro Forma	12M 17 Pro Forma	9M 18 Pro Forma	4Q 18 Pro Forma	12M 18 Pro Forma	Var % 12M 18 vs 12M 17
Net revenue	388.5	146.3	534.8	397.0	146.1	543.1	1.5%
EBITDA	75.8	25.0	100.8	58.3	24.2	82.5	(18.1%)
% margin	19.5%	17.1%	18.8%	14.7%	16.5%	15.2%	
Adjusted EBITDA	78.3	32.3	110.6	73.5	31.0	104.5	(5.5%)
% margin	20.2%	22.1%	20.7%	18.5%	21.3%	19.2%	
EBIT	52.8	16.8	69.6	33.9	14.5	48.4	(30.5%)
% margin	13.6%	11.5%	13.0%	8.5%	9.9 %	8.9 %	
Net result	5.5	(7.3)	(1.8)	(3.1)	7.2	4.1	327.9%
% margin	1.4%	(5.0%)	(0.3%)	(0.8%)	4.9 %	0.8%	
€ / ml	As at Sep 30, 2017		As at Dec 31, 2017	As at Sep 30, 2018		As at Dec 31, 2018	
NWC	124.7		109.0	143.0		124.7	
NWC days	82		67	93		77	
Net financial position	555.7		406.8	461.6		453.4	
ESMA Net financial position	555.7		395.3	451.8		449.3	

2018 – Proforma with and without UCP acquisition

	PROFORMA FIGURES								
€/ml	2017	2018		2018	20	18			
		Constant exchange rate	Current exchange rate	Constant exchange rates excluding UCP	Constant exchange rates end of year 2018 perimeter	Current exchange rates end of year 2018 perimeter			
					PRE-sy	nergies			
Net revenue Growth %	535	580 <i>8.5%</i>	543 1.5%	579 8.3%	626 17.1%	588 10.0%			
Adjusted EBITDA Growth %	111	112 1.4%	105 (5.5%)	112 1.4%	116 <i>4.9%</i>	108 <i>(2.0%)</i>			
ESMA Net financial indebtedness	553	44	49	431	44	19			
Reported Net financial indebtedness	553	4	53	435	45	53			

The figures at year end 2018 perimeter include an estimate of UCP's full year 2018 results, without considering post-acquisition synergies.

2018 Financial results – P&L

Thousands of €	12M 2017	12M 2018
	Pro Forma	Pro Forma
Net revenue	534,832	543,100
Change in invent. of finish. and semi-fin. products	6,850	(2,675)
Other operating income	4,359	7,861
Work performed by the Group and capitalised	4,908	6,293
Costs for raw materials	(235,966)	(248,212)
Costs for services	(100,323)	(111,769)
Personnel expense	(100,591)	(100,244)
Other operating expense	(13,310)	(11,837)
Gross operating profit (EBITDA)	100,759	82,515
Amortization and depreciation	(31,151)	(34,145)
Operating profit	69,607	48,370
Interests income	3,610	24,663
Interests expense	(51,482)	(54,085)
Net interests expense	(47,872)	(29,422)
Profit before taxation	21,735	18,948
Income taxes	(23,529)	(14,858)
Profit (loss) for the period	(1,795)	4,090
	440 500	404 500
Gross operating profit (EBITDA) - ADJUSTED	110,590	104,520
EBITDA ADJUSTED % on Net revenue	20.7%	19.2%

2018 Financial results – Balance sheet

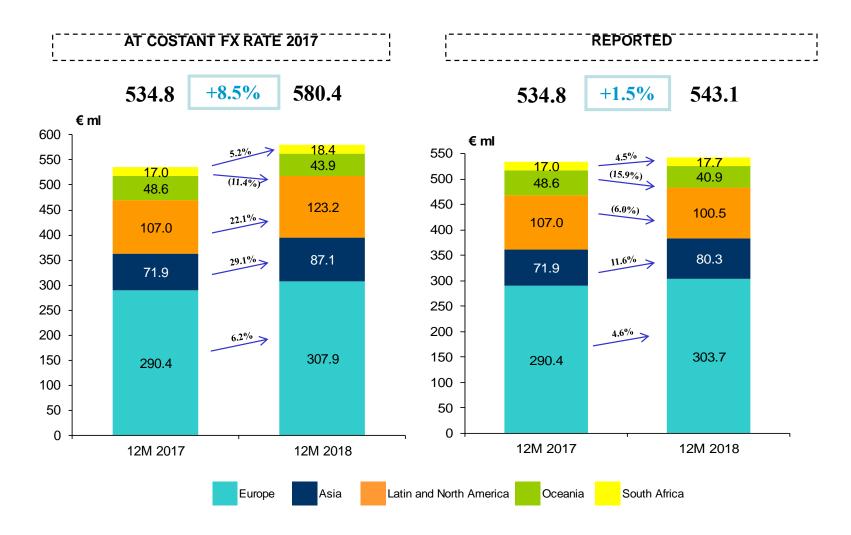
Thousands of €	As at December 31, 2016	As at December 31, 2017 Pro Forma	As at December 31, 2018
Intangible assets	373,990	832,777	806,104
Property, plant and equipment	189,932	190,688	205,984
Non-current assets classified as held for sale	-	2,130	4
Net working capital	90,768	109,044	124,732
Net financial derivative liabilities	100	(220)	88
Employee benefits	(6,246)	(6,376)	(6,461)
Other assets/liabilities	(30,242)	(33,060)	(34,081)
Net invested capital	618,303	1,094,983	1,096,370
Financed by:			
Net financial liabilities	569,502	605,631	501,157
Cash and cash equivalents	(54,703)	(198,783)	(47,795)
Net financial indebtedness	514,799	406,848	453,362
Consolidated equity	103,504	688,135	643,008
Sources of financing	618,303	1,094,983	1,096,370
less: Market Warrants		12,500	4,338
less: Long term financial assets		(979)	(273)
ESMA Net financial indebtedness	514,799	395,327	449,297

2018 Financial results – Cash flow statement ⁽¹⁾

Opening net financial indebtedness(552,51Opening net cash from Space4 (net of the acquisition)145,66A) Opening net financial indebtedness Pro Forma(514,799)B) Cash flows from operating activities(1406,84Profit before taxation21,735Amortization and depreciation31,151Net finance costs47,872Profit on acquisition of UCP business(3,46Purchase Price Allocation - margin on inventories7,42Change in:(23,139)Receivables, payables and inventory(23,139)Other(1,618)VAT and indirect tax assets/labilities1,302Acquisitions of property, plant and equipment and intangible assets(30,189)Proceeds from sale of property, plant and equipment and intangibles1,538Change in non-current assets classified as held for sale2,113Acquisition of U.C.P. (UK)-Acquisition of U.C.P. (UK)-Acquisition of ICSA activities (Chile)(4,509)Acquisition of Limat activities (Mexico)(1,226)TOTAL C)(393,790)(52,47	Thousands of €	12M 2017 Pro Forma	12 201 Pro Form
A) Opening net financial indebtedness Pro Forma(514,799)B) Cash flows from operating activities21,735Profit before taxation31,151Amortization and depreciation31,151Net finance costs47,872Profit on acquisition of UCP business47,872Purchase Price Allocation - margin on inventories(3,46Change in:(1,618)Receivables, payables and inventory(23,139)Other(1,618)Norma Exes paid(26,5654)TOTAL B)51,650C) Cash flows used in investing activitiesAcquisition of Guala Closures Group(354,040)Acquisition of U.C.P. (UK)(1,266)Acquisition of Lica Activities (Mexico)(1,266)Acquisition of Lica Activities (Mexico)(1,266)TOTAL C)(393,790)D) Cash flows used in financing activities(3,361)Acquisition of non-controlling interest in Guala Closures Argentina Acquisition of non-controlling interest in Guala Closures Tools Acquisition of non-controlling interest in Guala Closures Tools Acquisition of non-controlling interest in Guala Closures Tools Acquisition of initial Axiom Propack Pvt Ltd indebtedness(3,361)Payment of transaction cost on Bond and RCF Dividends paid(3,768)Dividends paid(5660)(5,422)Protoceed from capital increases(51,324)Exceptional financial costs for debt restructuring Change in financial costs for debt restructuring Change in fair value of Market Warrants Change in fair value of Market Warrants Change in fair value of Market Warrants Change in fair value o	Opening net financial indebtedness	1 TO T OTHIL	(552,51
B) Cash flows from operating activities 21,735 Profit before taxation 31,151 Amortization and depreciation 31,151 Net finance costs 47,872 Profit on acquisition of UCP business 47,872 Purchase Price Allocation - margin on inventories 47,872 Change in: (23,139) Receivables, payables and inventory (23,139) Other (1,618) VAT and indirect tax assets/liabilities 1,302 Income taxes paid (25,654) TOTAL B) 51,650 C) Cash flows used in investing activities (30,189) Acquisition of Guala Closures Group (354,040) Acquisition of U.C.P. (UK) (4,509) Acquisition of LCSA activities (Mexico) (1,266) TOTAL C) (393,790) D) Cash flows used in financing activities (31,351) Acquisition of Inimal Axiom Propack Ltd (India) (3,686) Acquisition of Inima cativities (Mexico) (1,050) TOTAL C) (31,351) (25,88 D) Cash flows used in financing activities (3,768) (31,321) Acquisition of Inimal Axiom Propack Pvt Ltd indebtedness	Opening net cash from Space4 (net of the acquisition)		145,66
Profit before taxation21,73518,94Amortization and depreciation31,15134,14Net finance costs47,87229,42Profit on acquisition of UCP business47,87229,42Purchase Price Allocation - margin on inventories7,42Change in:(1,618)(6,650VAT and indirect tax assets/liabilities1,30244Income taxes paid(25,654)(22,900TOTAL B)51,65048,44C) Cash flows used in investing activities(30,189)(35,98)Acquisition of or poperty, plant and equipment and intangible assets(30,189)(35,98)Proceeds from sale of property, plant and equipment and intangibles1,538(1Change in non-current assets classified as held for saleAcquisition of U.C.P. (UK)(354,040)(18,61)Acquisition of LCSA activities (Chile)(4,509)(12,26)Acquisition of LCSA activities (Mexico)(1,226)(11,226)TOTAL C)(393,790)(52,47)D) Cash flows used in financing activities(31,32)(31,32)Acquisition of non-controlling interest in Guala Closures Argentina Acquisition of non-controlling interest in Guala Closures Tools(1,050)Acquisition of non-controlling interest in Guala Closures Tools(1,050)Acquisition of non-controlling interest in Guala Closures Tools(5,461)Payment of transaction cost on Bond and RCF Initial issuance of Market Warrants(6,000)Change in fair value of Market Warrants(6,619)Change in fair v	A) Opening net financial indebtedness Pro Forma	(514,799)	(406,84
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Profit on acquisition of UCP business(3,46Purchase Price Allocation - margin on inventories7,42Change in:(1,618)Receivables, payables and inventory(23,139)Other(1,618)VAT and indirect tax assets/liabilities1,302VAT and indirect tax assets/liabilities1,302CO Cash flows used in investing activities(25,654)Acquisitions of property, plant and equipment and intangible assets(30,189)Proceeds from sale of property, plant and equipment and intangibles1,538Proceeds from sale of property, plant and equipment and intangibles1,538Acquisition of UC.P. (UK)-Acquisition of UC.P. (UK)-Acquisition of LCA activities (Mexico)(1,226)TOTAL C)(333,790)D) Cash flows used in financing activities(1,460)Acquisition of non-controlling interest in Guala Closures Argentina-Acquisition of on on-controlling interest in Guala Closures Tools(1,050)Acquisition of intial Axiom Propack Ltd (Indebtedness(3,1351)Withdrawal of previous shareholders(3,1351)Financial income and expense(3,768)Payment of transaction cost on Bond and RCF(3,768)Initial issuance of Market Warrants(6,600)Change in fair value of Market Warrants(6,600)Change in fair value of Market Warrants(6,660)Dividends paid(6,819)Proceeds from capital increases513,324Effect of exchange rate fluctuation(1,738)Payment of transaction	Amortization and depreciation	31,151	34,14
Purchase Price Allocation - margin on inventories7,42Change in: Receivables, payables and inventory(23,139)(9,10)Other(1,618)(3,02)44Income taxes paid(25,654)(22,90)TOTAL B)51,65048,40C) Cash flows used in investing activities Acquisition of property, plant and equipment and intangible assets(30,189)(35,98)Proceeds from sale of property, plant and equipment and intangibles1,538(1Change in non-current assets classified as held for sale Acquisition of U.C.P. (UK)(4,509)(35,98)Acquisition of U.C.P. (UK)(4,509)(18,61)Acquisition of LCSA activities (Mexico)(1,226)(11,61)TOTAL C)(393,790)(52,47)(11,61)D) Cash flows used in financing activities Acquisition of non-controlling interest in Guala Closures Argentina Acquisition of non-controlling interest in Guala Closures Tools Acquisition of intial Axiom Propack Ltd (India) Acquisition of Intial Axiom Propack Pvt Ltd indebtedness Exceptional financial costs for debt restructuring Payment of transaction cost on Bond and RCF Payment of transaction cost on Bond and RCF Dividends paid(31,321)(25,88)Dividends paid(6,819)(5,66)(5,42)Dividends paid(6,819)(5,66)(5,42) <t< td=""><td>Net finance costs</td><td>47,872</td><td>29,42</td></t<>	Net finance costs	47,872	29,42
Change in: Receivables, payables and inventory(23,139) (16,1618)(9,10) (16,1618)Other(11,618)(16,500)VAT and indirect tax assets/liabilities1,302(42,2,90)Income taxes paid(25,654)(22,90)TOTAL B)51,65048,40C) Cash flows used in investing activities(30,189)(35,98)Acquisitions of property, plant and equipment and intangible assets(30,189)(35,98)Proceeds from sale of property, plant and equipment and intangibles1,538(1Change in non-current assets classified as held for sale-2,13Acquisition of Guala Closures Group(354,040)-(18,61)Acquisition of LC.P. (UK)(4,509)Acquisition of LCSA activities (Chile)(4,509)Acquisition of non-controlling interest in Guala Closures Argentina Acquisition of non-controlling interest in Guala Closures Tools Acquisition of non-controlling interest in Guala Closures Tools Acquisition of non-controlling interest in Guala Closures Tools Acquisition of intial Axiom Propack Pvt Ltd indebtednessWithdrawal of previous shareholders-(31,321)(25,88)Financial income and expense Exceptional financial costs for debt restructuring Payment of transaction cost on Bond and RCF Dirivatives and other financial items(66,600)(9,36)Change in fair value of Market Warrants(66,600)(7,99)-Derivatives and other financial items(566)(5,42)-Dividends paid(6,819)(5,600)-	Profit on acquisition of UCP business		(3,46
Receivables, payables and inventory(23,139)(9,10Other(1,618)(6,50)VAT and indirect tax assets/liabilities1,30244Income taxes paid(25,654)(22,90)TOTAL B)51,65048,40C) Cash flows used in investing activities(30,189)(35,98)Acquisitions of property, plant and equipment and intangible assets(30,189)(35,98)Proceeds from sale of property, plant and equipment and intangibles1,538(1Change in non-current assets classified as held for sale-2,13Acquisition of Guala Closures Group(354,040)-(18,61)Acquisition of LC.P. (UK)-(18,61)-Acquisition of Limat activities (Chile)(4,509)-(11,620)Acquisition of non-controlling interest in Guala Closures ArgentinaAcquisition of non-controlling interest in Guala Closures Tools(1,050)-Acquisition of initial Axiom Propack Pvt Ltd indebtedness(5,441)-Withdrawal of previous shareholders-(31,321)(25,88)Exceptional financial costs for debt restructuringPayment of transaction cost on Bond and RCF(3,768)(17,52)Drivatives and other financial items(5660)(17,52)Derivatives and other financial items(5660)(5,422)Dividends paid(6,819)(5,600)-Proceeds from capital increases513,32425,000Effect of exchange rate fluctuation(1,778)- </td <td>Purchase Price Allocation - margin on inventories</td> <td></td> <td>7,42</td>	Purchase Price Allocation - margin on inventories		7,42
Other(1,618)(6,50)VAT and indirect tax assets/liabilities1,30244Income taxes paid(25,654)(22,90)TOTAL B)51,65048,40C) Cash flows used in investing activities(30,189)(35,98)Acquisitions of property, plant and equipment and intangible assets(30,189)(35,98)Proceeds from sale of property, plant and equipment and intangibles1,538(1Change in non-current assets classified as held for sale-2,13Acquisition of Guala Closures Group(354,040)-(18,61)Acquisition of LCSA activities (Chile)(4,509)-(18,61)Acquisition of Limat activities (Mexico)(1,226)-(11,650)DCash flows used in financing activities(1,050)-(11,322)Acquisition of onn-controlling interest in Guala Closures Tools(1,150)-(11,321)Acquisition of initial Axiom Propack Pvt Ltd indebtedness(5,441)-(11,325)Withdrawal of previous shareholders-(31,321)(25,88)-Exceptional financial costs for debt restructuring(31,321)(25,88)Exceptional financial costs for debt restructuring(5,660)17,52Derivatives and other financial items(5,660)(5,422)(5,600)17,52Derivatives and other financial items(5,660)(5,422)74-Dividends paid(6,819)(5,600)(5,600)74Proceeds from capital increases513,324<	Change in:		
VAT and indirect tax assets/liabilities1,30244Income taxes paid(25,654)(22,90)TOTAL B)51,65048,40C) Cash flows used in investing activities(30,189)(35,98)Acquisitions of property, plant and equipment and intangible assets(30,189)(35,98)Proceeds from sale of property, plant and equipment and intangibles1,538(1Change in non-current assets classified as held for sale-2,13Acquisition of Guala Closures Group(354,040)(45,09)Acquisition of LCSA activities (Chile)(4,509)(18,61)Acquisition of LCSA activities (Mexico)(1,226)(12,26)TOTAL C)(393,790)(52,47)D) Cash flows used in financing activities(31,351)(25,88)Acquisition of non-controlling interest in Guala Closures Argentina-(31,32)Acquisition of non-controlling interest in Guala Closures Tools(1,050)(1,126)Withdrawal of previous shareholders-(31,351)(25,88)Exceptional financial costs for debt restructuring-(31,351)(25,88)Exceptional financial costs for debt restructuring-(7,99)Payment of transaction cost on Bond and RCF(6,500)(7,52)Dividends paid(6,819)(5,60)(7,52)Dividends paid(6,819)(5,60)(7,52)Dividends paid(6,819)(5,60)(7,52)Dividends paid(6,819)(5,60)(7,52)Dividends paid(6,819)(5,60)(7,52) </td <td>Receivables, payables and inventory</td> <td>(23,139)</td> <td>(9,10</td>	Receivables, payables and inventory	(23,139)	(9,10
Income taxes paid(25,654)(22,90TOTAL B)51,65048,40C) Cash flows used in investing activities(30,189)(35,98)Acquisitions of property, plant and equipment and intangible assets(30,189)(35,98)Proceeds from sale of property, plant and equipment and intangibles1,538(1Change in non-current assets classified as held for sale-2,13Acquisition of Guala Closures Group(354,040)(18,61)Acquisition of LCS A activities (Chile)(4,509)(12,26)Acquisition of Limat activities (Mexico)(1,226)(12,26)TOTAL C)(393,790)(52,47)D) Cash flows used in financing activities(1,050)(1,050)Acquisition of non-controlling interest in Guala Closures Argentina-(11,020)Acquisition of non-controlling interest in Guala Closures Tools(1,050)(1,122)P) Cash flows used in financing activities-(31,351)(25,88)Exceptional financial costs for debt restructuring-(31,351)(25,88)Exceptional financial costs for debt restructuring-(37,98)(7,99)Payment of transaction cost on Bond and RCF(6,000)(9,36)(5,60)Change in fair value of Market Warrants(6,600)(1,752)(7,99)Dividends paid(6,819)(5,60)(1,752)(42,43)Dividends paid(6,819)(5,60)(1,738)(7,99)Proceeds from capital increases513,32425,00(42,43)E) Net cash flow used in the	Other	(1,618)	(6,50
TOTAL B)51,650C) Cash flows used in investing activities(30,189)Acquisitions of property, plant and equipment and intangible assets(30,189)Proceeds from sale of property, plant and equipment and intangibles1,538Change in non-current assets classified as held for sale.Acquisition of Guala Closures Group(354,040)Acquisition of U.C.P. (UK).Acquisition of LCSA activities (Chile)(4,509)Acquisition of Axiom Propack Ltd (India)(5,365)Acquisition of non-controlling interest in Guala Closures Argentina.Acquisition of non-controlling interest in Guala Closures Tools(1,050)Acquisition of non-controlling interest in Guala Closures Tools.Acquisition of previous shareholders.Financial income and expense.Exceptional financial costs for debt restructuring.Payment of transaction cost on Bond and RCF.Payment of transaction cost on Bond and RCF.Diridends paid.Change in fair value of Market Warrants.Dividends paid.Proceeds from capital increases.Effect of exchange rate fluctuation.TOTAL D).E) Net cash flow used in the year (B+C+D).U.Cotal.C) Acquisition of the year (B+C+D).C) Acquisition of cotal and the year (B+C+D).C) Acquisition of cotal and the year (B+C+D).C) Acquisition of transaction cost on thom acquisition of cotal and the year (B+C+D) <td>VAT and indirect tax assets/liabilities</td> <td>1,302</td> <td>44</td>	VAT and indirect tax assets/liabilities	1,302	44
C) Cash flows used in investing activities(30,189)Acquisitions of property, plant and equipment and intangible assets(30,189)Proceeds from sale of property, plant and equipment and intangibles1,538Change in non-current assets classified as held for sale2,13Acquisition of Guala Closures Group(354,040)Acquisition of U.C.P. (UK)(4,509)Acquisition of ICSA activities (Chile)(4,509)Acquisition of Limat activities (Mexico)(1,226)TOTAL C)(393,790)D) Cash flows used in financing activities(1,050)Acquisition of non-controlling interest in Guala Closures Argentina Acquisition of non-controlling interest in Guala Closures Tools(1,050)Acquisition of initial Axiom Propack Pvt Ltd indebtedness(31,351)Withdrawal of previous shareholders(31,351)Exceptional financial costs for debt restructuring Payment of transaction cost on Bond and RCF Initial issuance of Market Warrants(6,000)Change in fair value of Market Warrants(566)Dividends paid Proceeds from capital increases513,324Dividends paid Proceeds from capital increases513,324Effect of exchange rate fluctuation TOTAL D)(17,38)TOTAL D)(450,091E) Net cash flow used in the year (B+C+D)107,951	Income taxes paid	(25,654)	(22,90
Acquisitions of property, plant and equipment and intangible assets (30,189) (35,98) Proceeds from sale of property, plant and equipment and intangibles 1,538 (1) Change in non-current assets classified as held for sale	TOTAL B)	51,650	48,40
Proceeds from sale of property, plant and equipment and intangibles1,538(1Change in non-current assets classified as held for sale2,13Acquisition of Guala Closures Group(354,040)Acquisition of U.C.P. (UK)(18,61Acquisition of ICSA activities (Chile)(4,509)Acquisition of Limat activities (Mexico)(1,226)TOTAL C)(393,790)(52,47D) Cash flows used in financing activitiesAcquisition of non-controlling interest in Guala Closures Argentina Acquisition of non-controlling interest in Guala Closures ToolsAcquisition of non-controlling interest in Guala Closures Tools(1,050)Acquisition of non-controlling interest in Guala Closures ToolsAcquisition of initial Axiom Propack Pvt Ltd indebtednessWithdrawal of previous shareholdersFinancial income and expense(31,351)Exceptional financial costs for debt restructuringPayment of transaction cost on Bond and RCF(3,768)Initial issuance of Market Warrants(6,600)17,52Derivatives and other financial items(566)(5,42Dividends paidProceeds from capital increasesE) Net cash fl	C) Cash flows used in investing activities		
Change in non-current assets classified as held for sale-Acquisition of Guala Closures Group(354,040)Acquisition of U.C.P. (UK)-Acquisition of ICSA activities (Chile)(4,509)Acquisition of Limat activities (Mexico)(1,226)TOTAL C)(393,790)D) Cash flows used in financing activities(11Acquisition of non-controlling interest in Guala Closures Argentina-Acquisition of non-controlling interest in Guala Closures Tools(1,050)Acquisition of initial Axiom Propack Pvt Ltd indebtedness(5,441)Withdrawal of previous shareholders-Financial income and expense(31,351)Exceptional financial costs for debt restructuring-Payment of transaction cost on Bond and RCF(3,768)Initial issuance of Market Warrants(6,600)Change in fair value of Market Warrants(566)Derivatives and other financial items(566)Dividends paid(6,819)Proceeds from capital increases513,324EJNet cash flow used in the year (B+C+D)107,951	Acquisitions of property, plant and equipment and intangible assets	(30,189)	(35,98
Acquisition of Guala Closures Group(354,040)Acquisition of U.C.P. (UK)(4,509)Acquisition of ICSA activities (Chile)(4,509)Acquisition of Axiom Propack Ltd (India)(5,365)Acquisition of Limat activities (Mexico)(1,226)TOTAL C)(393,790)D) Cash flows used in financing activities(1,050)Acquisition of non-controlling interest in Guala Closures Argentina-Acquisition of non-controlling interest in Guala Closures Tools(1,050)Acquisition of initial Axiom Propack Pvt Ltd indebtedness(5,441)Withdrawal of previous shareholders-Financial income and expense(31,351)Exceptional financial costs for debt restructuring-Payment of transaction cost on Bond and RCF(3,768)Initial issuance of Market Warrants(6,600)Derivatives and other financial items(566)Dividends paid(6,819)Proceeds from capital increases513,324E) Net cash flow used in the year (B+C+D)107,951	Proceeds from sale of property, plant and equipment and intangibles	1,538	(1
Acquisition of U.C.P. (UK)(18,61Acquisition of ICSA activities (Chile)(4,509)Acquisition of Axiom Propack Ltd (India)(5,365)Acquisition of Limat activities (Mexico)(1,226)TOTAL C)(393,790)D) Cash flows used in financing activities(11,050)Acquisition of non-controlling interest in Guala Closures Argentina(11,050)Acquisition of non-controlling interest in Guala Closures Tools(1,050)Acquisition of initial Axiom Propack Pvt Ltd indebtedness(5,441)Withdrawal of previous shareholders(31,351)Financial income and expense(31,351)Exceptional financial costs for debt restructuring(7,99)Payment of transaction cost on Bond and RCF(3,768)Initial issuance of Market Warrants(6,500)Change in fair value of Market Warrants(566)Dividends paid(6,819)Proceeds from capital increases513,324Effect of exchange rate fluctuation(1,738)TOTAL D)450,091(42,43)E) Net cash flow used in the year (B+C+D)107,951	Change in non-current assets classified as held for sale	-	2,13
Acquisition of ICSA activities (Chile)(4,509)Acquisition of Axiom Propack Ltd (India)(5,365)Acquisition of Limat activities (Mexico)(1,226)TOTAL C)(393,790)D) Cash flows used in financing activities(11Acquisition of non-controlling interest in Guala Closures Argentina(11Acquisition of non-controlling interest in Guala Closures Tools(1,050)Acquisition of initial Axiom Propack Pvt Ltd indebtedness(5,441)Withdrawal of previous shareholders(31,351)Financial income and expense(31,351)Exceptional financial costs for debt restructuring(7,99)Payment of transaction cost on Bond and RCF(3,768)Initial issuance of Market Warrants(6,500)Change in fair value of Market Warrants(566)Change in fair value of Market Warrants(566)Dividends paid(6,819)Proceeds from capital increases513,324Effect of exchange rate fluctuation(1,738)TOTAL D)450,091Einer Cost of the year (B+C+D)107,951	Acquisition of Guala Closures Group	(354,040)	
Acquisition of Axiom Propack Ltd (India)(5,365)Acquisition of Limat activities (Mexico)(1,226)TOTAL C)(393,790)D) Cash flows used in financing activities(11Acquisition of non-controlling interest in Guala Closures Argentina(11Acquisition of non-controlling interest in Guala Closures Tools(1,050)Acquisition of initial Axiom Propack Pvt Ltd indebtedness(1,050)Withdrawal of previous shareholders(31,351)Financial income and expense(31,351)Exceptional financial costs for debt restructuring(7,99)Payment of transaction cost on Bond and RCF(3,768)Initial issuance of Market Warrants(6,500)Change in fair value of Market Warrants(5666)Change in fair value of Market Warrants(5666)Dividends paid(6,819)Proceeds from capital increases5113,324Ej Net cash flow used in the year (B+C+D)107,951Utable(46,51)	Acquisition of U.C.P. (UK)	-	(18,61
Acquisition of Limat activities (Mexico)(1,226)TOTAL C)(393,790)D) Cash flows used in financing activities Acquisition of non-controlling interest in Guala Closures Argentina Acquisition of non-controlling interest in Guala Closures Tools(1,050)Acquisition of non-controlling interest in Guala Closures Tools(1,050)Acquisition of non-controlling interest in Guala Closures Tools(1,050)Acquisition of initial Axiom Propack Pvt Ltd indebtedness(31,351)Withdrawal of previous shareholders(31,351)Financial income and expense(31,351)Exceptional financial costs for debt restructuring(7,99)Payment of transaction cost on Bond and RCF(3,768)Initial issuance of Market Warrants(6,000)Change in fair value of Market Warrants(5666)Change in fair value of Market Warrants(5666)Dividends paid(6,819)Proceeds from capital increases513,324Effect of exchange rate fluctuation(1,738)TOTAL D)450,091Einer Cash flow used in the year (B+C+D)107,951	Acquisition of ICSA activities (Chile)	(4,509)	
TOTAL C)(393,790)D) Cash flows used in financing activitiesAcquisition of non-controlling interest in Guala Closures ArgentinaAcquisition of non-controlling interest in Guala Closures ToolsAcquisition of non-controlling interest in Guala Closures ToolsAcquisition of initial Axiom Propack Pvt Ltd indebtednessWithdrawal of previous shareholdersFinancial income and expenseExceptional financial costs for debt restructuringPayment of transaction cost on Bond and RCFInitial issuance of Market WarrantsChange in fair value of Market WarrantsDividends paidProceeds from capital increasesEffect of exchange rate fluctuationTOTAL D)450,091E) Net cash flow used in the year (B+C+D)107,951	Acquisition of Axiom Propack Ltd (India)	(5,365)	
D) Cash flows used in financing activitiesAcquisition of non-controlling interest in Guala Closures ArgentinaAcquisition of non-controlling interest in Guala Closures ToolsAcquisition of non-controlling interest in Guala Closures ToolsAcquisition of initial Axiom Propack Pvt Ltd indebtednessWithdrawal of previous shareholdersFinancial income and expenseExceptional financial costs for debt restructuringPayment of transaction cost on Bond and RCFInitial issuance of Market WarrantsChange in fair value of Market WarrantsDividends paidProceeds from capital increasesEffect of exchange rate fluctuationTOTAL D)Ut cash flow used in the year (B+C+D)Ut cash flow used in the year (B+C+D)	Acquisition of Limat activities (Mexico)	(1,226)	
Acquisition of non-controlling interest in Guala Closures Argentina Acquisition of non-controlling interest in Guala Closures Tools(1,050)Acquisition of non-controlling interest in Guala Closures Tools(1,050)Acquisition of initial Axiom Propack Pvt Ltd indebtedness(5,441)Withdrawal of previous shareholders(31,351)Financial income and expense(31,351)Exceptional financial costs for debt restructuring(7,99)Payment of transaction cost on Bond and RCF(3,768)Initial issuance of Market Warrants(6,600)Change in fair value of Market Warrants(566)Derivatives and other financial items(566)Dividends paid(6,819)Proceeds from capital increases513,324Effect of exchange rate fluctuation(1,738)TOTAL D)450,091Utext cash flow used in the year (B+C+D)107,951	TOTAL C)	(393,790)	(52,47
Acquisition of non-controlling interest in Guala Closures Tools(1,050)Acquisition of initial Axiom Propack Pvt Ltd indebtedness(5,441)Withdrawal of previous shareholders(31,351)Financial income and expense(31,351)Exceptional financial costs for debt restructuring(7,99)Payment of transaction cost on Bond and RCF(3,768)Initial issuance of Market Warrants(6,000)Change in fair value of Market Warrants(6,500)Derivatives and other financial items(566)Dividends paid(6,819)Proceeds from capital increases513,324Effect of exchange rate fluctuation(1,738)TOTAL D)450,091E) Net cash flow used in the year (B+C+D)107,951	D) Cash flows used in financing activities		
Acquisition of initial Axiom Propack Pvt Ltd indebtedness(5,441)Withdrawal of previous shareholders(31,351)Financial income and expense(31,351)Exceptional financial costs for debt restructuring(7,99)Payment of transaction cost on Bond and RCF(3,768)Initial issuance of Market Warrants(6,000)Change in fair value of Market Warrants(6,500)Derivatives and other financial items(566)Dividends paid(6,819)Proceeds from capital increases513,324Effect of exchange rate fluctuation(1,738)TOTAL D)450,091E) Net cash flow used in the year (B+C+D)107,951		-	(11
Withdrawal of previous shareholders(31,32)Financial income and expense(31,351)Exceptional financial costs for debt restructuring(7,99)Payment of transaction cost on Bond and RCF(3,768)Initial issuance of Market Warrants(6,000)Change in fair value of Market Warrants(6,500)Derivatives and other financial items(566)Dividends paid(6,819)Proceeds from capital increases513,324Effect of exchange rate fluctuation(1,738)TOTAL D)450,091E) Net cash flow used in the year (B+C+D)107,951			
Financial income and expense(31,351)(25,88)Exceptional financial costs for debt restructuring(7,99)Payment of transaction cost on Bond and RCF(3,768)Initial issuance of Market Warrants(6,000)Change in fair value of Market Warrants(6,500)Derivatives and other financial items(566)Dividends paid(6,819)Proceeds from capital increases513,324Effect of exchange rate fluctuation(1,738)TOTAL D)450,091E) Net cash flow used in the year (B+C+D)107,951		(5,441)	
Exceptional financial costs for debt restructuring(7,99Payment of transaction cost on Bond and RCF(3,768)Initial issuance of Market Warrants(6,000)Change in fair value of Market Warrants(6,500)Derivatives and other financial items(566)Dividends paid(6,819)Proceeds from capital increases513,324Effect of exchange rate fluctuation(1,738)TOTAL D)450,091E) Net cash flow used in the year (B+C+D)107,951		-	
Payment of transaction cost on Bond and RCF(3,768)Initial issuance of Market Warrants(6,000)(9,36)Change in fair value of Market Warrants(6,500)17,52Derivatives and other financial items(566)(5,42)Dividends paid(6,819)(5,60)Proceeds from capital increases513,32425,00Effect of exchange rate fluctuation(1,738)74TOTAL D)450,091(42,43)E) Net cash flow used in the year (B+C+D)107,951(46,51)		(31,351)	
Initial issuance of Market Warrants(6,000)(9,36Change in fair value of Market Warrants(6,500)17,52Derivatives and other financial items(566)(5,42Dividends paid(6,819)(5,60)Proceeds from capital increases513,32425,00Effect of exchange rate fluctuation(1,738)74TOTAL D)450,091(42,43)E) Net cash flow used in the year (B+C+D)107,951(46,51)		-	(7,99
Change in fair value of Market Warrants (6,500) 117,52 Derivatives and other financial items (566) (5,42 Dividends paid (6,819) (5,60) Proceeds from capital increases 513,324 25,00 Effect of exchange rate fluctuation (1,738) 74 TOTAL D) 450,091 (42,43) E) Net cash flow used in the year (B+C+D) 107,951 (46,51)	,		(0.00
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Dividends paid (6,819) (5,60) Proceeds from capital increases 513,324 25,00 Effect of exchange rate fluctuation (1,738) 74 TOTAL D) 450,091 (42,43) E) Net cash flow used in the year (B+C+D) 107,951 (46,51)	6		
Proceeds from capital increases513,32425,00Effect of exchange rate fluctuation(1,738)74TOTAL D)450,091(42,43)E) Net cash flow used in the year (B+C+D)107,951		· · · ·	
Effect of exchange rate fluctuation (1,738) 74 TOTAL D) 450,091 (42,43) E) Net cash flow used in the year (B+C+D) 107,951 (46,51)	•		
TOTAL D) 450,091 (42,43 E) Net cash flow used in the year (B+C+D) 107,951 (46,51	•		
E) Net cash flow used in the year (B+C+D) 107,951 (46,51			
		· · · ·	
	E) Net cash how used in the year (B+C+D)		

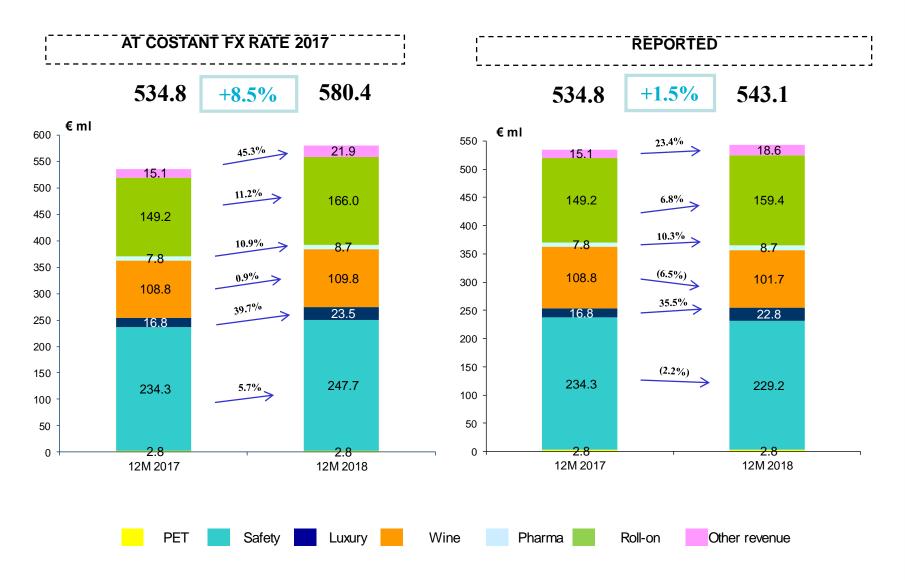
2018 Financial results – P&L – Net revenues

BREAKDOWN by **GEOGRAPHIC AREA**



2018 Financial results – P&L – Net revenues

BREAKDOWN by **PRODUCT**



2018 Financial results – P&L – Net financial charges

Million €	2017	2018
Bonds	24.6	20.5
Bank Debt	6.2	6.5
Interest Expense On Debt	30.7	27.0
Interest Income	(0.7)	(1.1)
Interest Expense, net	30.1	25.9
Net Exchange rate losses (gains)	9.1	10.7
Change in FV of Market Warrants	6.5	(17.5)
Change in FV on NCI	0.9	2.4
TS costs write off due to refinancing	-	8.0
Net Other financial expense	1.3	0.0
NET FINANCIAL CHARGES	47.9	29.4

So cash impact from change in FV of Market Warrants, from change in FV on NCI and from TS costs write off due to refinancing

Mew debt structure positive impact starting from August 2018

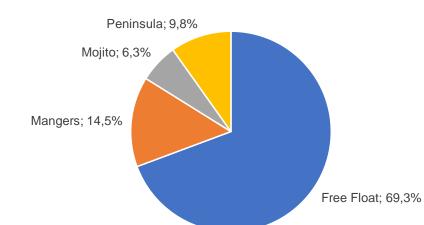
2018 – Cash flow statement – NWC details

		VALUE							
€ / ml	As at 31/03/17	As at 30/06/17	As at 30/09/17	As at 31/12/17	As at 31/03/18	As at 30/06/18	As at 30/09/18	As at 31/12/18 Reported	As at 31/12/18 without UCP
Trade receivables	92.5	97.9	107.7	102.4	98.9	112.1	115.0	102.8	100.5
Inventories	83.2	90.1	90.7	82.7	95.1	97.6	94.8	93.3	83.7
Trade payables Guala Closures	(73.3)	(75.7)	(73.6)	(71.7)	(71.2)	(75.6)	(66.7)	(71.3)	(64.6)
NWC value Guala Closures	102.3	112.3	124.7	113.5	122.9	134.1	143.0	124.7	119.6
Trade payables Space4	-	-	-	(4.5)	(3.8)	(2.9)	-	-	-
NWC value Total	102.3	112.3	124.7	109.0	119.1	131.2	143.0	124.7	119.6

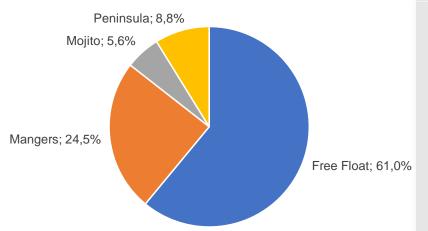
		DAYS							
	As at 31/03/17	As at 30/06/17	As at 30/09/17	As at 31/12/17	As at 31/03/18	As at 30/06/18	As at 30/09/18	As at 31/12/18 Reported	As at 31/12/18 without UCP
Trade receivables	68	68	70	63	73	74	75	63	62
Inventories	61	63	59	51	70	65	62	57	52
Trade payables Guala Closures	(54)	(53)	(48)	(44)	(52)	(50)	(43)	(44)	(40)
NWC days Guala Closures	75	78	82	70	90	89	93	77	74
Trade payables Space4	-	-	-	(3)	(3)	(2)	-	-	-
NWC days Total	75	78	82	67	87	87	93	77	74

Capital Structure - 31/12/2018

% Voting Rights



% Share Capital



	Capital structure as at 31/12/2018										
	Total number of shares	Ordinary Shares	Shares B	Shares C	N. Voting Rights	% Share Capital	% Voting Rights	% Voting Rights Free Float	% Voting Rights Managers	% Voting Rights Peninsula	% Voting Rights Mojito
Free Float	40.339.860	40.333.035	-	6.825	40.333.035	60,04%	53,76%	53,76%			
GCL Holdings SCA & Managers	9.766.646	5.444.208	4.322.438	-	18.411.522	14,54%	24,54%		24,54%		
Peninsula	6.613.614	6.613.614	-	-	6.613.614	9,84%	8,82%			8,82%	
GCL Holdings LP Sarl	4.226.805	4.226.805	-	-	4.226.805	6,29%	5 <i>,</i> 63%				5,63%
Space Holding	3.159.887	2.354.212	-	805.675	2.354.212	4,70%	3,14%	3,14%			
Quaestio	2.504.897	2.504.897		-	2.504.897	3,73%	3,34%	3,34%			
Private Equity Opportunities Fund II	573.195	573.195	-	-	573.195	0,85%	0,76%	0,76%			
Totale	67.184.904	62.049.966	4.322.438	812.500	75.017.280	100,0%	100,0%	61,01%	24,54%	8,82%	5,63%
Share Capital (nominal value in €)	68.906.646,00	63.640.115,37	4.433.208,76	833.321,87							

N. of market warrants outstanding equal to 19.367.393

Lock-up obligations for key shareholders: Managers (18 months), Space Holding (12 months¹), Peninsula (9 months), Quaestio (9 months), Private Equity Sellers (6 months²)

1 Lock-up obligation valid over only 2,781,250 shares owned by Space Holding.

2 Lock-up obligation valid over only 2,000,000 shares owned by Private Equity Sellers.

Guala Closures Group 2018 Financial Results

> Annex Market Data

Currencies evolution

- In 12M 2018 the Euro revaluated against all the main FX currencies in which the group sales are denominated
- Argentinian Peso (130.5%); US Dollar (4.6%); Ukraine Hryvnia (7.0%); Indian Rupia (9.8%); Australian Dollar (7.3%); New Zealand Dollar (7.3%) respectively

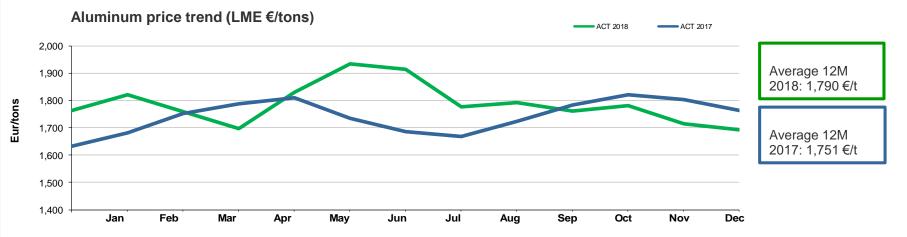
Average exchange rate							
Exchange rate (1 € = x FC)	Average 2017	Average 2018	Var % vs 2017				
US Dollar	1.1293	1.1815	4.6%				
GB Pounds	0.8761	0.8847	1.0%				
Lev Bulgaria	1.9558	1.9558	-				
Ukraine Hryvnia	30.0276	32.1157	7.0%				
Poland Zloty	4.2563	4.2606	0.1%				
China Renmimbi	7.6264	7.8074	2.4%				
Indian Rupia	73.4980	80.7277	9.8%				
Japan Yen	126.6545	130.4096	3.0%				
Argentinian Peso	18.7260	43.1593	130.5%				
Brazilian Real	3.6041	4.3087	19.6%				
Colombian Peso	3333.84	3488.42	4.6%				
Mexican Peso	21.3278	22.716	6.5%				
Chilean Peso	732.1878	756.9625	3.4%				
Australian Dollar	1.4729	1.5799	7.3%				
New Zealand Dollar	1.5895	1.7059	7.3%				
South Africa Rand	15.0434	15.6134	3.8%				
Kenian Shilling	0.0000	116.4073	n.a.				

Period end exchange rate								
Exchange rate (1 € = x FC)	Dec 31, 2017	Dec 31, 2018	Var % vs Dec 17					
US Dollar	1.1993	1.1450	(4.5%)					
GB Pounds	0.8872	0.8945	0.8%					
Lev Bulgaria	1.9558	1.9558	-					
Ukraine Hryvnia	33.7318	31.7362	(5.9%)					
Poland Zloty	4.1770	4.3014	3.0%					
China Renmimbi	7.8044	7.8751	0.9 %					
Indian Rupia	76.6055	79.7298	4.1%					
Japan Yen	135.0100	125.8500	(6.8%)					
Argentinian Peso	22.9310	43.1593	88.2%					
Brazilian Real	3.9729	4.4440	11. 9 %					
Colombian Peso	3580.19	3721.81	4.0%					
Mexican Peso	23.6612	22.4921	(4.9%)					
Chilean Peso	737.2900	794.3700	7.7%					
Australian Dollar	1.5346	1.6220	5.7%					
New Zealand Dollar	1.6850	1.7056	1.2%					
South Africa Rand	14.8054	16.4594	11.2%					
Kenian Shilling	0.0000	116.6284	n.a.					

LEGEND: Var % + EUR revaluation vs other group currencies; Var % - EUR devaluation vs other group currencies

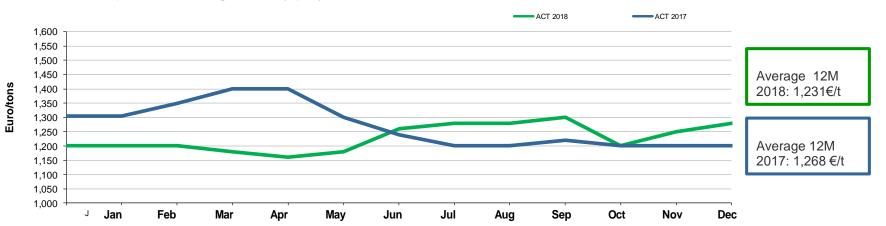
Raw material evolution – Aluminium

- In 12M 2018 Aluminum prices (LME Euro/tons) were higher on average by 2.2% vs 12M 2017 and equal to Euro/ton 1,790 (vs Euro/ton 1,751 in 12M 2017)
- In 12M 2018, in Europe, high density polyethylene price was lower on average vs 12M 2017 by 2.9%, while polypropylene and homopolymer price was higher on average vs 12M 2017 by 2.0%
- In 12M 2018 in India high density polyethylene and polystyrene prices were higher on average vs 12M 2017 by 5.0% and 8.5% respectively



LME Var % vs 12M 2017: 2.2%

Raw material evolution – Plastic – Europe

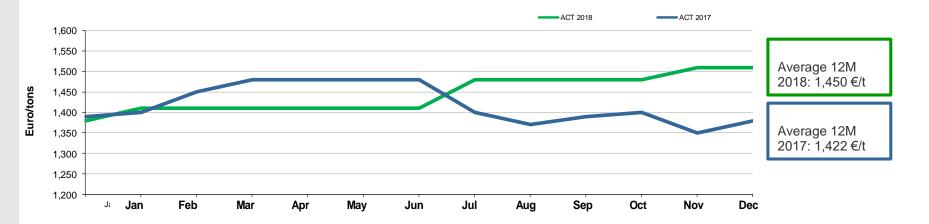


Plastic price trend - High density polyethilene

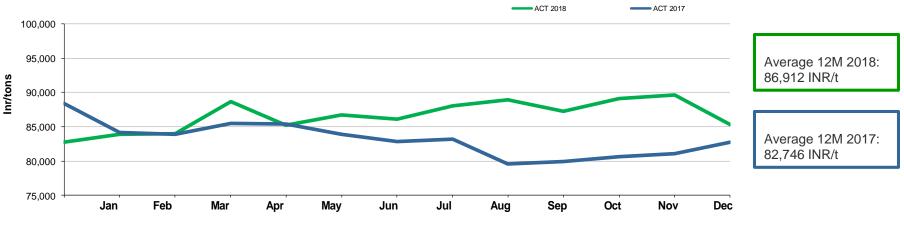
Plastic price trend – Polypropylene, homopolymer

PP Var % vs 12M 2017: 2.0%

HDPE Var % vs 12M 2017: (2.9%)



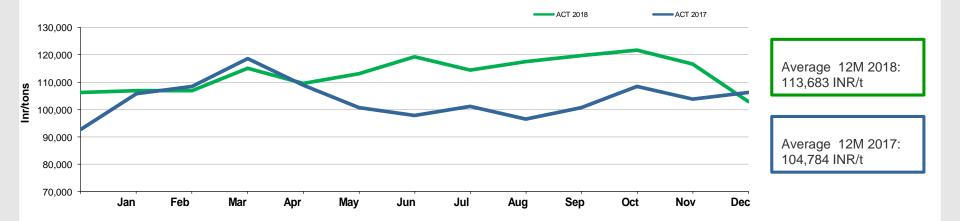
Raw material evolution – Plastic – India



Plastic price trend – Polystyrene

Plastic price trend - High density polyethilene

PS Var % vs 12M 2017; 8.5%



HDPE Var % vs 12M 2017: 5.0%

