BELGRAVIA&CO.

Cologne – London – New York

Passion for Middle-Market M&A℠

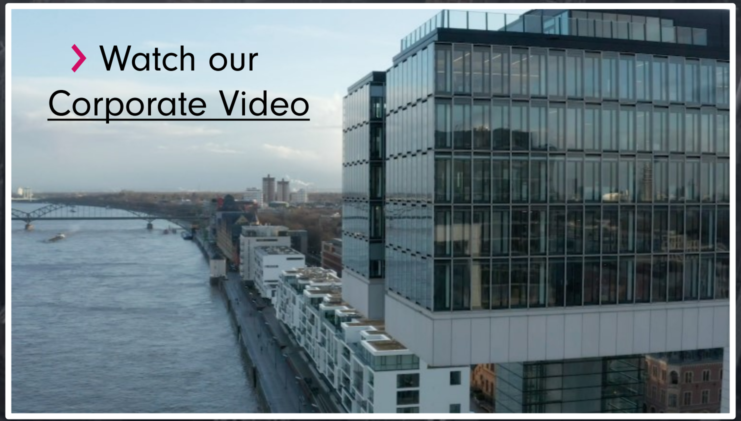
belgravia-co.com

Agenda

Introduction to BELGRAVIA & CO.

BELGRAVIA & CO. is …

- an independent and internationally active
- middle-market-focused M&A advisory firm
- based in Cologne/Germany
- with rep offices in London + New York
- executing a growth strategy



Our core DNA is

"Passion for Middle-Market M&A℠"

Recap BELGRAVIA & CO. – Passion for Middle Market M&A

KEY FACTS

14 Professionals 7 Senior Advisors	**~100** Transactions	**> 90%** **Success Rate**
> 40 % Cross-border, 18 Countries	**€ 20-200m** Typ. Enterprise Value	**> € 2,5 bn** Transaction Value

COVERED SECTORS

COMPETENCIES & SERVICES

M&A Advisory (Sell-/Buy-Side)

- Expert advice on acquisitions, merger and strategic portfolio alignments
- Holistic structuring and execution of M&A processes
- Due diligence support

Exit Readiness Assessments

- Optimized decision making on the most appropriate timing of an M&A process
- Current assessment of enterprise value and likely purchase price
- Clearly defined measures to optimize the equity story / commercial package of a transaction

Financial Modeling & Fairness Opinions

- Company valuation (DCF, Multiple)
- Business plan validation & financial modeling
- Valuation of synergies

Strategic & Financial Advisory

- Market analyses & assessment of growth strategies
- Commercial due diligence
- Post merger integration

Top 2022 Company kununu

Senior, experienced, deal-driven team and high-profile advisors

M&A PROFESSIONALS

PARTNER

Dr. Björn Röper
Founder,
Managing Partner

Dietmar Rath
Partner

Arndt von Raussendorff
Partner

Norbert Adam Froitzheim
Partner

EXECUTIVES

Sebastian Hille
Senior Director

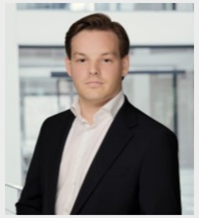
Christian Olsen
Vice President

Stefan Barufke
Vice President

Matthias Blume
Senior Associate

Alessandro A. Zellner
Associate

André Lauschke
Analyst



Paul Haas
Analyst

Julia Stephani
Exec. Assistant,
HR & Office Mgr.

Andreas Pabsch
Associate Partner

Viktor Edelmann
Associate Partner

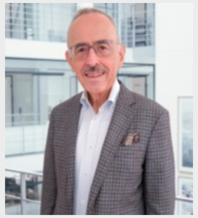
SENIOR ADVISORS

Prof. Dr. Gerhard Picot
Senior Advisor

Dr. Sieghart Scheiter
Senior Advisor

Dr. Markus Adams
Senior Advisor

Dott./MBA Patrick Wegmann
Senior Advisor



Rainer Isringhaus
Senior Advisor

Dr. Rainer W. Schmidt
Senior Advisor

Daniel Moldenhauer
Senior Advisor

Successful track-record: Close to 100 M&A transactions closed since 2012

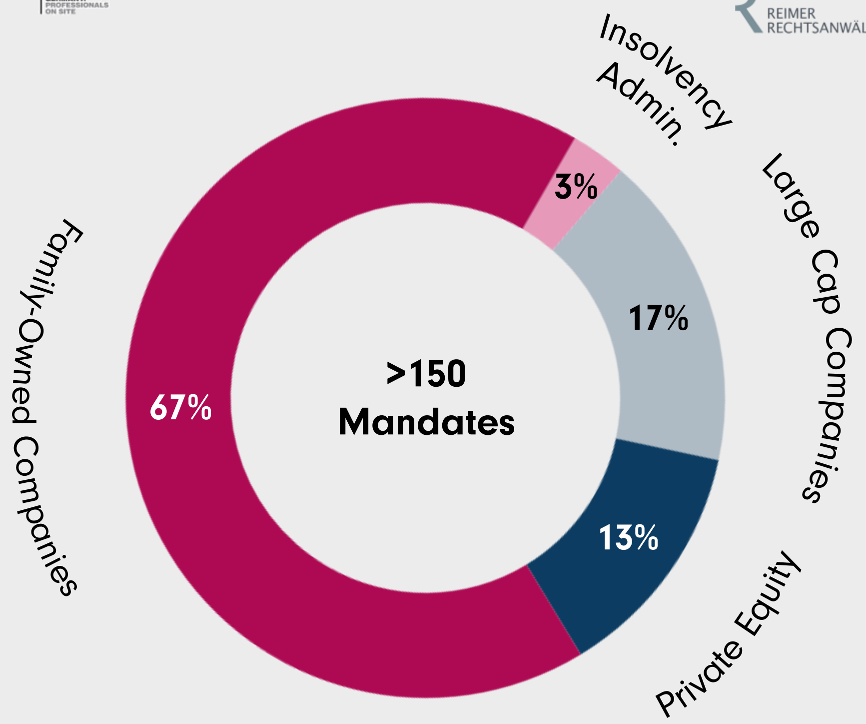
PROVEN TRACK-RECORD ACROSS MULTIPLE INDUSTRIES AND TRANSACTION SETTINGS (SELECTION)

- bayernets energie transport systeme has received a corporate financing for the AUGUSTA project with a total financing volume of € 210.000.000. Mandated Lead Arrangers: COMMERZBANK, DZ BANK, KFW. — We acted as the exclusive debt advisor
- The core assets of CONE Connect-Energie GmbH have been sold to a subsidiary of DATABAU, a portfolio company of HIS, as part of an insolvency proceeding. — We acted as exclusive M&A advisor to the Seller
- eurorad, a subsidiary of ZEG, has been sold to Bencis — We acted as exclusive M&A advisor to the Seller
- steps GetSteps GmbH has been sold to HSI Investment, the investment holding of the owner and CEO of atlas Safety Shoes — We acted as exclusive M&A advisor to the Sellers
- terval Terval S.A. — BELGRAVIA & CO. advised the company on the restructuring of the group of shareholders as part of the succession solution of the founding shareholder — We acted as exclusive M&A advisor to the company
- PROGAS GmbH & Co KG has been sold to DCC Energy UK Limited, a subsidiary of stock-listed DCC plc — We acted as exclusive M&A advisor to the Seller
- SINOCERA (SINGAPORE) PTE. LTD., a subsidiary of Chinese stock-listed company Shandong Sinocera Functional Materials Co., Ltd., has acquired a majority shareholding in DEKEMA Dental-Keramiköfen GmbH — We acted as exclusive M&A advisor to the Buyer
- CLARITY & SUCCESS Software GmbH / Terra Software GmbH — Valuation Opinion for two portfolio companies of REMIRA Group GmbH backed by Elvaston — We acted as financial advisor
- REMIRA Business Unit Dilos — Valuation Opinion of the Business Unit Dilos of REMIRA Group GmbH backed by Elvaston — We acted as financial advisor
- mbs GmbH — Valuation Opinion for various mbs Group companies — We acted as financial advisor
- The ophthalmology practice Dr. med. Beate Kissinger und Dr. med. Aimé Kissinger GbR Praxis für Augenheilkunde & Tagesklinik für Augenchirurgie has been sold to Sanoptis AG, a portfolio company of GBL — We acted as exclusive M&A advisor to the Sellers
- Pollmeier Baugruppentechnik Pollmeier GmbH has acquired a majority stake in Torda International, LLC — We acted as exclusive M&A advisor to the Buyer
- KVB Kölner Verkehrs-Betriebe AG — Financial and M&A strategic analysis in connection with a portfolio company — We acted as financial advisor to KVB
- Private Orthopädie Köln & Siegburg has been sold to ATOS Kliniken, a portfolio company of ICG — We acted as exclusive M&A advisor to the Sellers
- SCHUMAG AG — Capital increase against cash contributions with share allocation to existing shareholders and TPPI GmbH as further core shareholder — We acted as financial advisor to the Main Shareholders
- Blaue Helden GmbH has issued a convertible loan agreement subscribed by N.H.C. Nölle Holding & Consulting GmbH — We acted as financial advisor to the Investor
- Avus Real Estate AG — Valuation Opinion of a Real Estate Holding Company — We acted as financial advisor
- VITECTOR Sensor Business formerly owned by FRABA has been sold to CEDES AG backed by capiton — We acted as financial advisor to the Seller
- SOPRONEM Sopronem SASU, a subsidiary of Sopronem Holding GmbH, has been sold to AJPK GmbH — We acted as exclusive M&A advisor to the Seller
- UNITED THERAPY has been established by NOVO-TAG and Deutsche Arzt AG with backing of Quadriga Capital Funds as a new shareholder, with LUXEMPART exiting Novotergum — We acted as financial advisor to the Sellers
- HORUSNET Horus-Net GmbH & Co. KG has been sold to Ostertag DeTeWe GmbH with backing of VR Equitypartner — We acted as financial advisor to the Seller
- Elvaston Capital Management GmbH has acquired a majority stake in Dietrich's Technology AG — We acted as financial advisor to the Buyer
- A majority shareholding in MVZ Sporthomedic GmbH has been sold to Ortheum backed by Deutsche Private Equity — We acted as financial advisor to the Seller
- Henkel AG & Co. KGaA has sold its Spanish multi-surface cleaning brand and business of tenn to Quimicas Oro S.A.U., a portfolio company of Altair, a subsidiary of eurazeo — We acted as financial advisor to the Seller
- Wystrach GmbH has been sold to Hexagon Purus ASA — We acted as financial advisor to the Seller
- A majority shareholding in Korte Einrichtungen GmbH has been sold to ADCURAM Group — We acted as financial advisor to the Sellers
- InterEurope AG, a portfolio company of Elvaston, has been sold to VHV Group — We acted as financial advisor to the Seller
- Systea Pohl GmbH, a subsidiary of Christian Pohl GmbH, has been sold to ETANCO Group — We acted as financial advisor to the Seller
- Henkel AG & Co. KGaA has sold an international brand portfolio and associated businesses (Terra, Sofix, Opti) to Swiss TRIGLAN AG — We acted as financial advisor to the Seller
- A 50% stake in PACO Paul GmbH & Co. KG has been sold to sole co-shareholder Ruppel GmbH & Co. KG — We acted as financial advisor to the Seller

Broad sector experience both among corporate clients and family-owned businesses

CLIENT BREAKDOWN BY TYPE

ClasenUNO, Artega, AMTEC, SPORTHOMEDIC, TKS Germany, REUTTER, KÖRTE, Ford, WEIL, SOPRONEM, KVB, meta Beratung, Nölle Holding und Consulting, bonVita, NOVO-T AG, Physiotherapie Logopädie Ergotherapie, Samt & Sonders, Kienzle Automotive, GetSteps, VITECTOR, INNOGY CONSULTING, HORUSNET, MCX automation, DR. KISSINGER, DATABAU, theis, VON FLOERKE, FRABA, coepto, InterEurope, Deutsche Arzt AG, Dietrich's, KODi, iic group, VGT-DYKO, questback, united therapy, sprechstunde.online, Wystrach, magellan netzwerke, LUEG., ODOSCOPE, ZWICK, M.A.X. AUTOMATION AG, ITIB Machinery, eurorad, MVZ Leverkusen, augenklinik am neumarkt, Air Alliance, URBANA.



REIMER RECHTSANWÄLTE, KREPLIN KUHLMANN NASSER

GETEC GRUPPE, PROGAS, VOLTABOX, paragon, BURG WÄCHTER, ALDI, SCHUMAG, SCHMOLZ + BICKENBACH, Henkel, TANK & RAST, HEIDELBERG, innogy, DORMA, bayernets, ZEG, TÜVRheinland, Imtech, SCHÖCK, SINOCERA, HOESCH, HEXAGON PURUS, steag, MEDIA BROADCAST

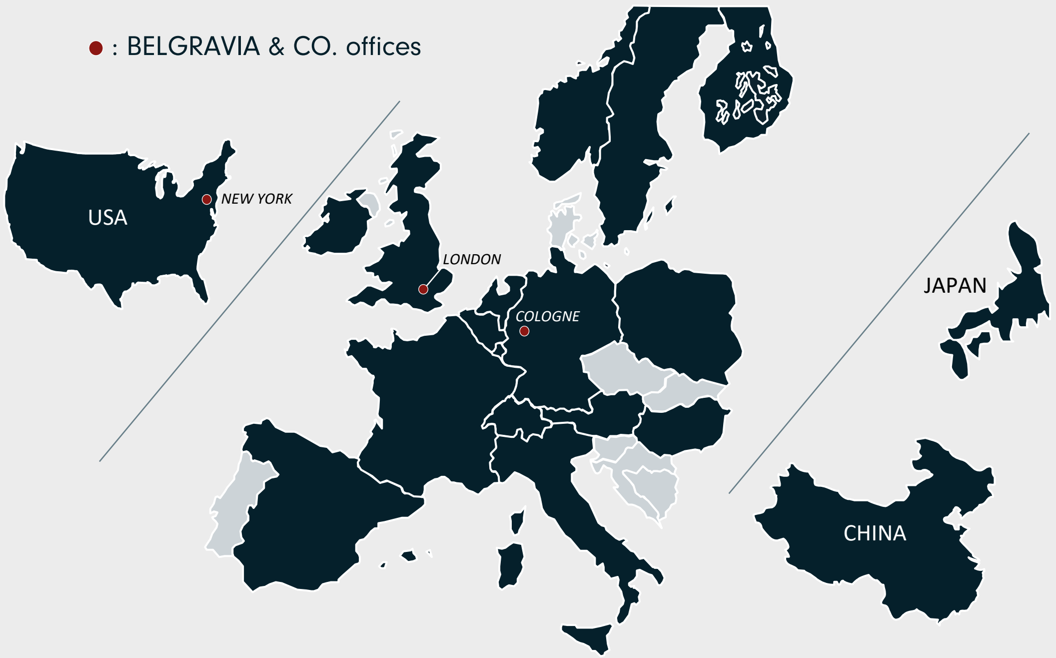
Elvaston, FORTAS, LEO, FAMILIE GRÄF HOLDING, ALLEGRA CAPITAL, DUBAG GROUP, ARDIAN, Afinum, Lamont Capital, ENGELHARDT KAUPP KIEFER & CO., Quantum Capital Partners, LUXEMPART, Thyssen´sche Handelsgesellschaft, LIEBER ASSET MGMT., CONVALOR

Extensive international experience in cross-border middle-market deals

INTERNATIONAL DEAL FOOTPRINT

■ : Countries with BELGRAVIA & CO. deal exposure / references

● : BELGRAVIA & CO. offices



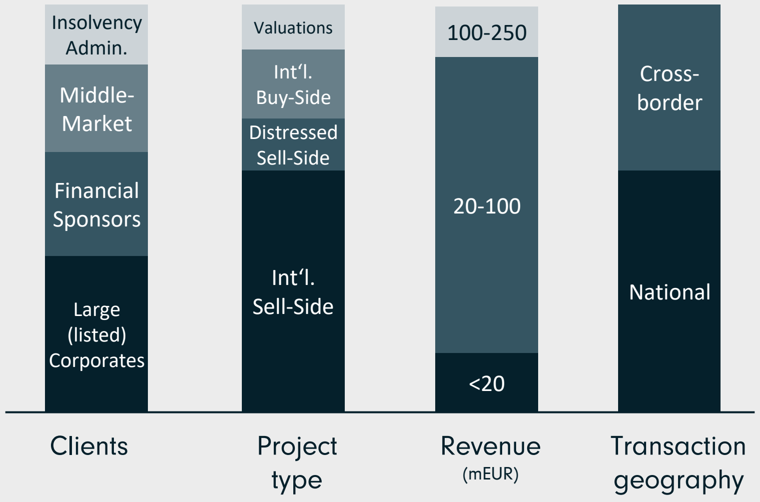
Cross-border deals covering the following countries:

USA	Spain	The Netherlands	San Marino	Belgium
U.K.	Italy	Luxemburg	Sweden	Japan
France	Poland	Switzerland	Norway	
China	Hungary	Austria	Finland	

SECTOR BREAKDOWN

- ■ 1 Industrials
- ■ 2 Mobility
- ■ 3 High-Tech / Software / IT
- ■ 4 Energy (incl. Renewable Energy)
- ■ 5 Services
- ■ 6 Health Care / Med Tech
- ■ 7 Consumer Goods & Retail

PROJECT TYPES



Differentiating factors

WHY OUR CLIENTS CHOOSE US ...

- **Long-term experience** in the execution of mid-cap transactions
- **Fully familiar** with both **middle-market mandates** and **corporate requirements**
- **Well-established, effective, senior team**
- **Independent and free** from conflicts of interest
- **Pragmatic, creative and flexible** approach
- **Attractive fee structure**
- **100% representatives** of the interests **of our clients**

WHAT MAKES US STAND OUT ...

- **Professional** and **structured approach**
- **Results-oriented process management**
- **Value-added negotiating skills**
- **High entrepreneurial commitment**
- **Holistic transaction support at partner level**
- **High linguistic** and **cultural competence**
- Extensive **personal network** to **national and international investors** as well as **corporates**

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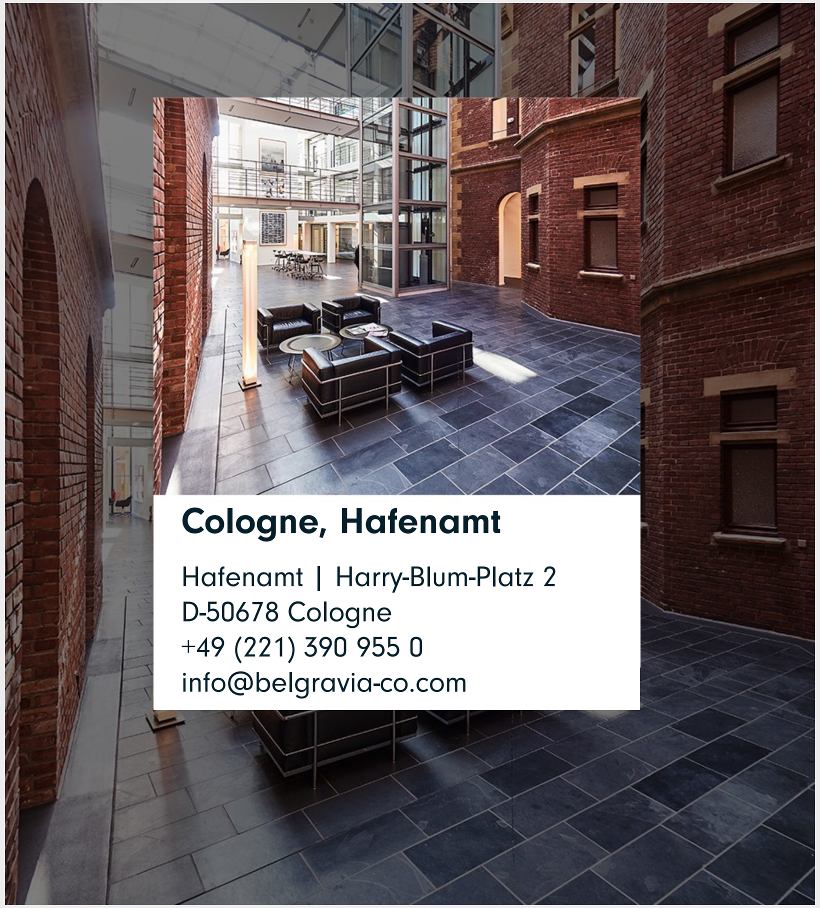

Cologne, Hafenamt

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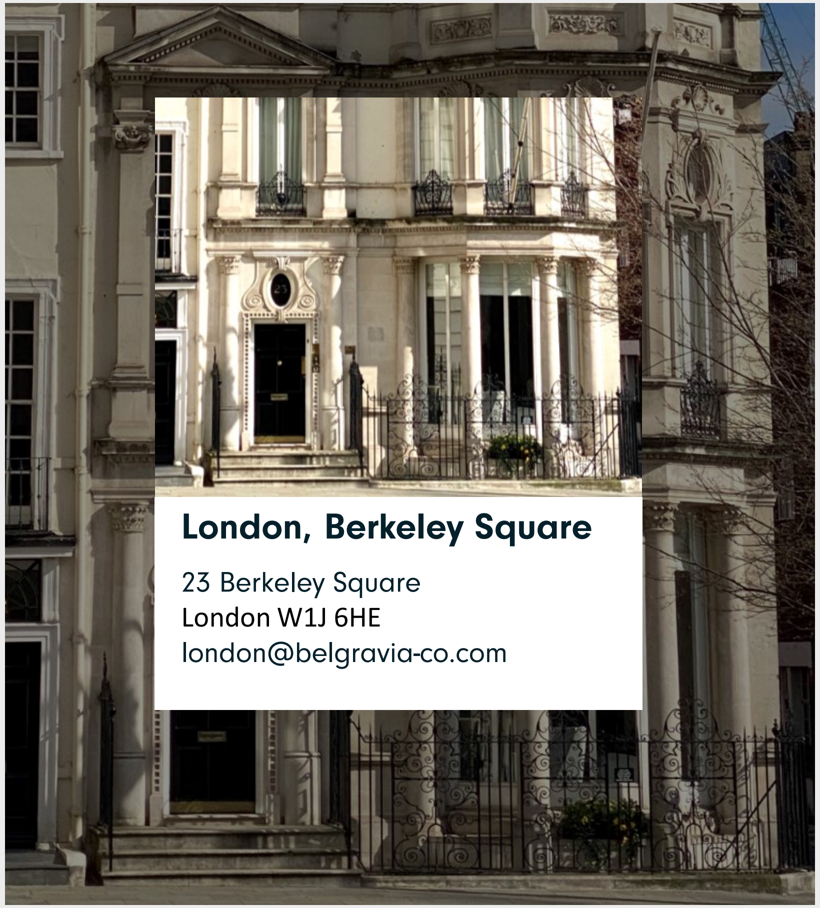

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