Garfunkelux Holdco 2 S.A.

2015 Annual Results

Year Ending December 31<sup>st</sup>, 2015

April 28th, 2016



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#### By reading or reviewing the presentation that follows, you agree to be bound by the following limitations.

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Forward-looking statements are not guarantees of future performance and involve certain risks, uncertainties and assumptions which are difficult to predict and outside of the control of the management of the Company. Therefore, actual outcomes and results may differ materially from what is expressed or forecasted in such forward-looking statements. We have based these assumptions on information currently available to us, if any one or more of these assumptions turn out to be incorrect, actual market results may differ from those predicted. While we do not know what impact any such differences may have on our business, if there are such differences, our future results of operations and financial condition, and the market price of the notes, could be materially adversely affected. You should not place undue reliance on these forward-looking statements. All subsequent written and oral forward-looking statements concerning the proposed transaction or other matters and attributable to the Company or any person acting on its behalf are expressly qualified in their entirety by the cautionary statements referenced above. Forward-looking statement speak only as of the date on which such statements are made. The Company expressly disclaims any obligation or undertaking to disseminate any updates or revisions to any forward-looking statement to reflect events or circumstances after the date on which such statement is made, or to reflect the occurrence of unanticipated events.

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### Presenters





#### **James Cornell**

#### **Group CEO**

• Co-founder and CEO of Lowell since 2004

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- Longest serving CEO in the industry
- Previous roles: Head of Risk at Caudwell Group; Commercial Director of the B2B Division at Equifax Plc



#### **Colin Storrar**

#### Group CFO

- Joined Lowell in February 2013
- 15 years of Financial Services senior management
- Previous roles: CFO at HSBC First Direct; Head of HSBC Contact Centres; Financial Controller at GE Capital Bank

## Housekeeping



- This presentation captures the trading results of Metis Bidco Limited ("Lowell") and GFKL Financial Services GmbH ("GFKL") – the results are based on our management accounts and where appropriate, prepared in accordance with IFRS.
- The results presented herein are not intended to be a comprehensive statement of the financial or operational results for the full year 2015 of Garfunkelux Holdco 2 S.A., in part because Lowell and GFKL were acquired indirectly by Garfunkelux Holdco 2 S.A. (the ultimate parent company in the Group) at different times of the year.
- The trading results included in this presentation will not be directly comparable to the audited consolidated results of Garfunkelux Holdco 2 S.A. for the financial year ending 31<sup>st</sup> December 2015 for two principal reasons:

1) The results of Garfunkelux Holdco 2 S.A. include the results of Metis Bidco Limited only from 13<sup>th</sup> October 2015 (the date that Simon Bidco (an entity within the Garfunkelux Holdco 2 S.A. group) acquired Metis Bidco Limited). Similarly, the results of GFKL Financial Services GmbH are included only from 1<sup>st</sup> July 2015 (the date that Garfunkelux Holdco 3 S.A. (the direct subsidiary of Garfunkelux Holdco 2 S.A. group) acquired GFKL Financial Services GmbH.\*

- 2) Group funding and some operational costs are held in entities above Metis Bidco Limited and GFKL Financial Services GmbH.
- (Please see Appendix for an explanation of full Group structure; reconciliation of full year results to abridged acquisition accounting periods and reconciliation of Metis / Garfunkel results to the consolidated results of Garfunkelux Holdco 2 S.A.).
- To further aid comparison with prior period, we have used a constant currency of 1.38 for P&L metrics (based upon the 2015 monthly weighted average of the GBP:EUR FX rate) and 1.36 for balance sheet metrics (based upon the year-end December 2015 spot rate).

<sup>\*</sup> On 30th June 2015, the Group acquired GFKL Financial Services AG through Garfunkelux Holdco 3 S.A. acquiring 100% of the shares in Garfunkel Holding GmbH



# I. Highlights

**II. Financial Update** 

**III. Regulatory Update** 

**IV. Strategic Outlook & Post Reporting Events** 





Impressive, Sustainable Growth In Both Lowell & GFKL



Successful year of trading for both Lowell and GFKL with strong growth reported across key income and balance sheet metrics



Portfolio acquisitions generating both attractive money multiples and returns continue to be made. **£250m** invested in Non-Performing Loans ("NPL") in total across the financial year; up 43% YoY



295 NPL Portfolios acquired across the Group, with a face value of **£2.8bn**. 62% of acquisitions in FS, 19% from Communications clients and 17% from Retail clients. FY16 acquisition profile supported by 37 Forward Flow agreements in place across the Group – a 28% increase YoY



120m gross ERC of **£1.4bn**, an increase of 24% YoY, with 40% of our ERC to be received as cash collections in the first two years

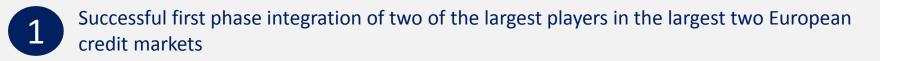


\* Cash EBITDA is defined as both Lowell's and GFKL's Adjusted EBITDA, each as defined in the Offering Memorandum dated 14 October 2015.

# **Full Year Highlights**

Foundations For Future Success







James Cornell appointed singular Group CEO. Kamy Niroumand appointed Chairman of the German Supervisory Board and to become a special advisor to the Group Board





GFKL minority shareholder squeeze-out successfully completed



Lowell Solicitors Limited went live in H2-15 and is already out performing initial expectations

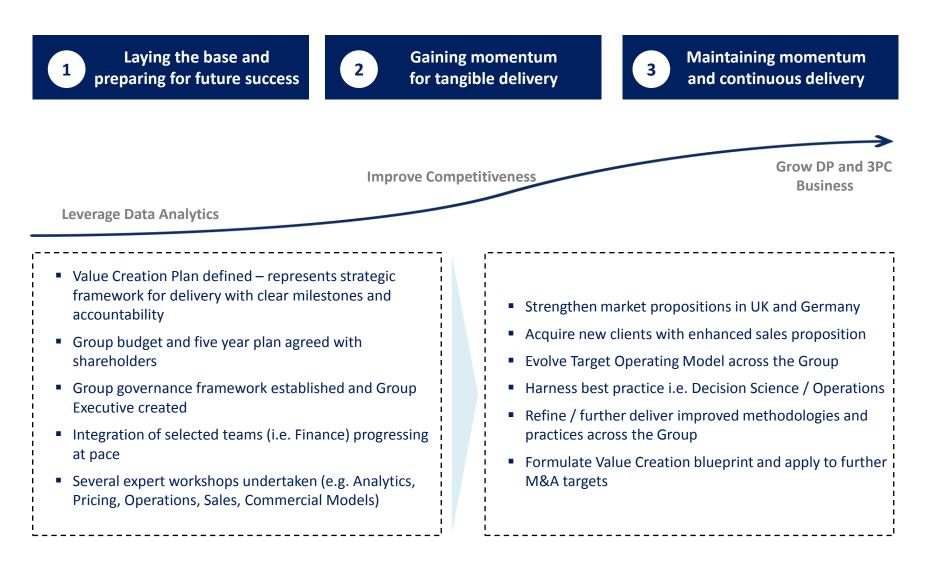
Our vision ... 'to be the most successful Pan-European credit receivables management company'



### **Beyond Integration...**

... Emphasis Upon Long Term Sustainable Value Creation

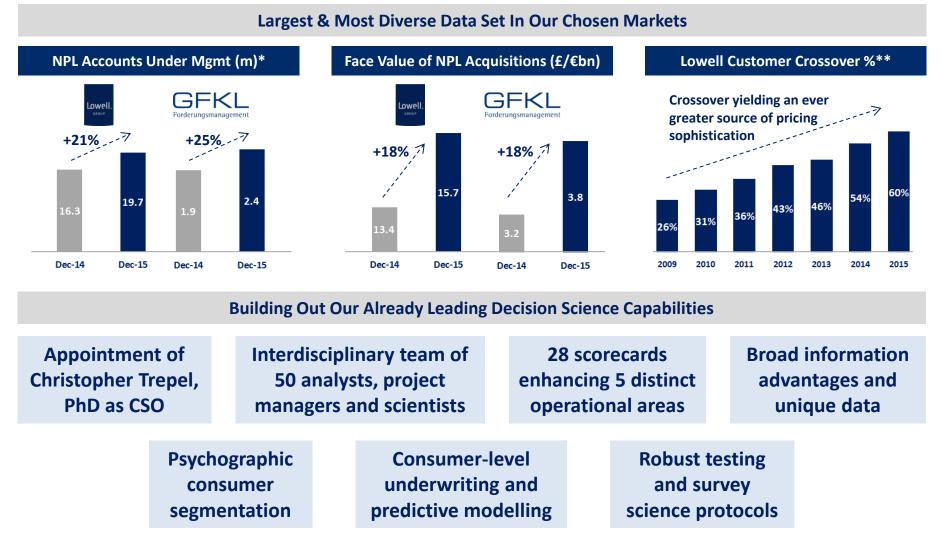




# Decision Science – A Competitive Differentiator



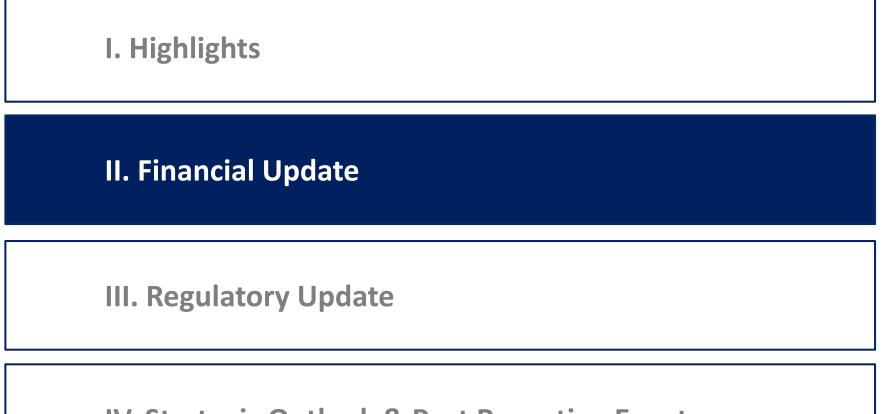
Data Insight Evolution



\* Referred to as 'Owned accounts,' being the total of Lowell and GFKL (22.1m) within the Garfunkelux Holdco 2 S.A. statutory accounts

\*\* Lowell only. Defined as the percentage of customers acquired through NPL purchases in each calendar year where Lowell holds an existing relationship with the customer within its back-book



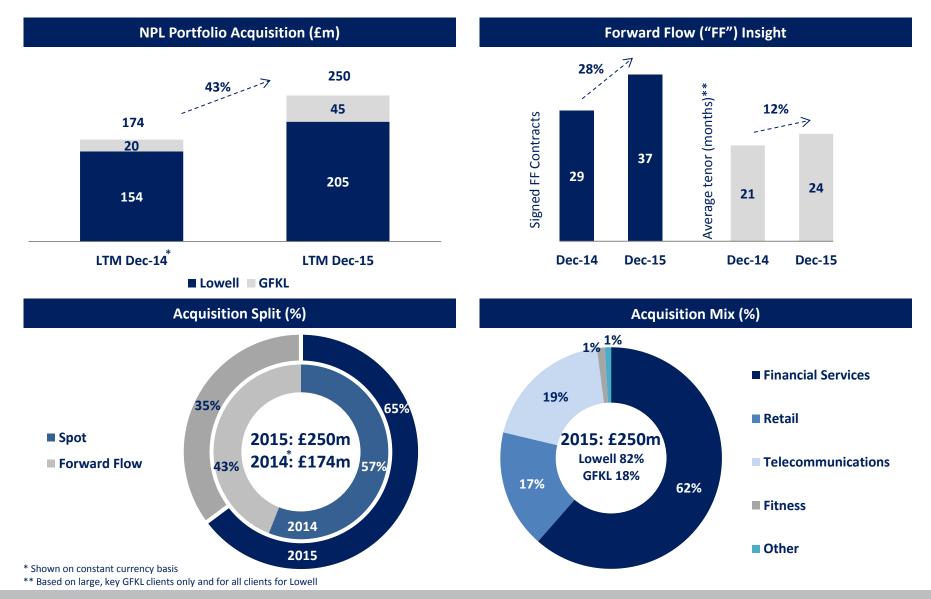


**IV. Strategic Outlook & Post Reporting Events** 

### **NPL Portfolio Acquisition**



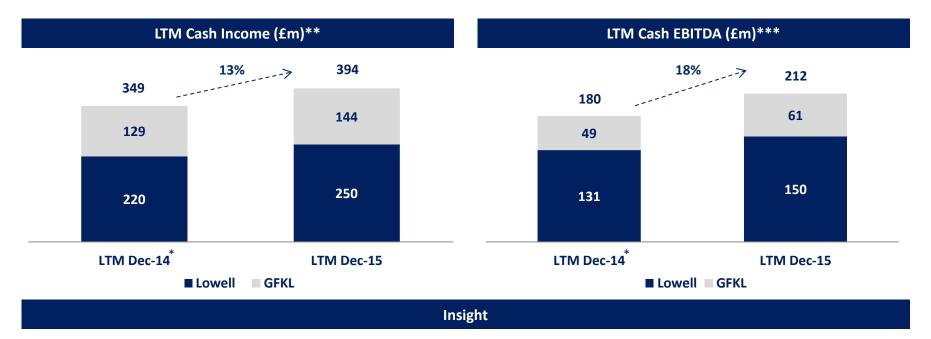
Strong Growth, Continued Diversification & Embedded Purchases



### **Income Statement Highlights**

### Strong Topline Growth Driving EBITDA Ahead





- £45m (13%) YoY increase in Cash Income across the Group driven by a 14% increase in Lowell and 11% in GFKL
- Largely driven by higher NPL gross cash collections, reflecting the YoY increase in NPL acquisitions across the Group
- Proportion of Non-DP cash income remains steady YoY at c.20%

Disclosure Note: LTM Dec-15 DP gross cash collections; £324m (Lowell £240m, GFKL £84m). LTM Dec-15 3PC gross cash collections; £255m (Lowell £80m, GFKL £175m)

\* Shown on constant currency basis.

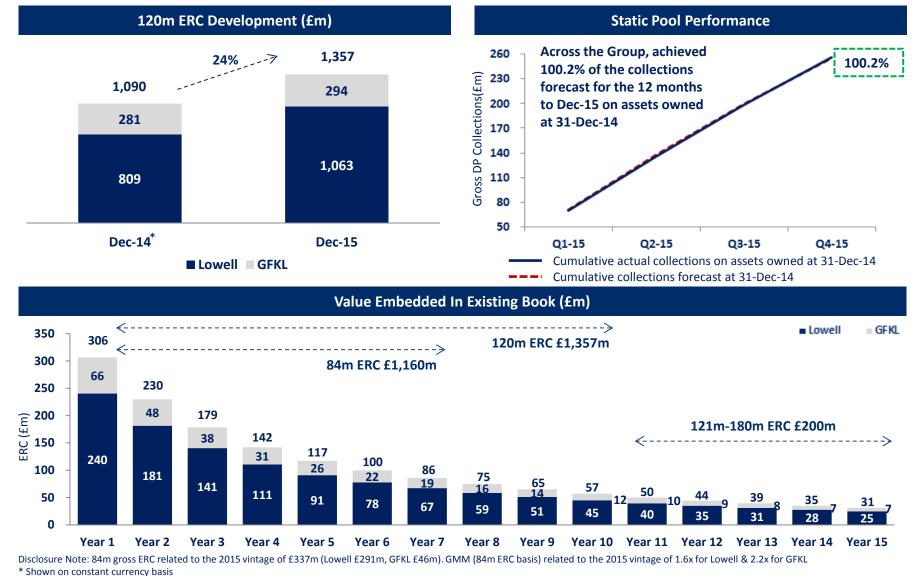
\*\* Cash Income is defined as cash collections from owned assets plus cash commissions received from assets serviced.

\*\*\* Cash EBITDA is defined as both Lowell's and GFKL's Adjusted EBITDA, each as defined in the Offering Memorandum dated 14 October 2015.

# Balance Sheet Highlights

Continued Growth In ERC



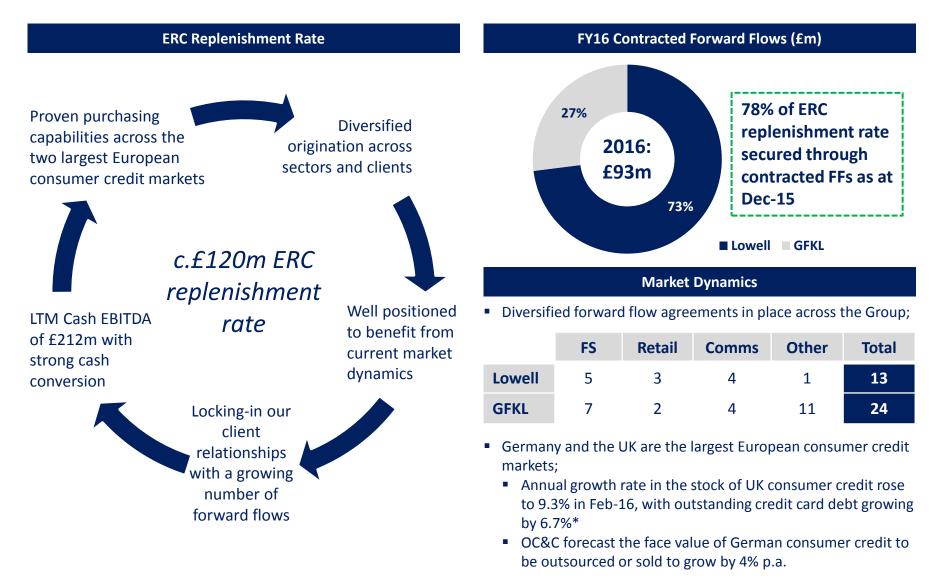


Shown on constant currency basis

# **Balance Sheet Highlights**

ERC Replenishment Rate In Context





\* Bank Of England statistics as quoted in 'The Sunday Times' article dated 17th April 2016

### Net Debt & Leverage

### Strong Liquidity & Cash Generation



Group Key Leverage Metrics (£m)				
Bond Principal				
€365m Senior Secured Notes 7.5%	269			
£565m Senior Secured Notes 8.5%	565			
£230m Senior Notes 11%	230			
RCF Drawings*				
GBP Drawn RCF	10			
Cash				
Cash in Garfunkelux Holdco 2 S.A.	(107)			
Net Debt as at 31-Dec-2015	967			
Lowell 120m Gross ERC	1,063			
GFKL 180m Gross ERC	336			
Group Gross ERC as at 31-Dec-2015	1,399			
Net Debt / Gross ERC	69.1%			
LTM Cash EBITDA***	212			
Net Debt / LTM Cash EBITDA***	4.6x			

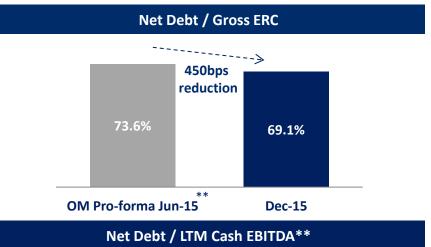
\* A Letter of Credit of c.£8m is in place as part of the minority shareholders squeeze out, reducing the RCF available to draw by an equivalent figure

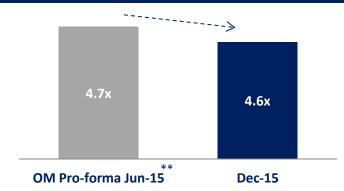
\*\* Based upon the combined figures of Lowell & GFKL, combined prior to the initial acquisition of Lowell and the related financing

\*\*\* Cash EBITDA is defined as both Lowell's and GFKL's Adjusted EBITDA, each as defined in the Offering Memorandum dated 14 October 2015.

#### Liquidity Available

- As at Dec-15, £225m of available funding to support future growth activities
- Comprising £107m of cash and RCF available to draw of £118m









**II. Financial Update** 

### **III. Regulatory Update**

**IV. Strategic Outlook & Post Reporting Events** 

# **Regulatory Highlights**



Mature Oversight In Our Respective Markets

- Anticipating minimal to no changes within Germany; within the UK, submitted our FCA application in December as agreed with the regulator
- FCA decision is likely to take some time given overall submission volumes
- Note the industry wide positive sentiment that the FCAs recent approval of Cabot's application provides
- We view the regulatory censures in the US as a move towards a more principles-based regulatory framework with fair customer outcomes at the heart of this, aligning towards the FCAs approach in the UK
- On 5 April, the FCA published their 2016/2017 Business Plan setting out their plan and areas of focus for the next 12 months. Their approach continues to be risk based and work prioritised on the areas which they believe pose the highest risk to their objectives. As a result they have set out seven priority themes; Pensions, Financial Crime and Anti- Money Laundering, Wholesale Financial Markets, Advice, Innovation & Technology, Firms' Governance & Culture and Treatment of Existing Customers
- Final version of the EU General Data Protection Regulation has been agreed and published by the European Council with implementation in 2018
- Representation on key trading bodies across Germany and the UK: Anke Blietz, Board Member of BDIU in Germany and Sara De Tute, Board Member of the CSA in the UK

### **Customer Centric Collections**

Balancing The How & The What



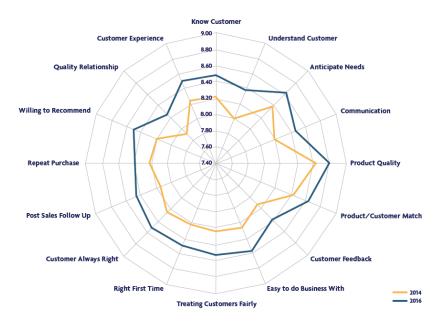
#### 'Exceptional' Rating From Investor in Customers\*

- Lowell has improved on its 'Exceptional' rating from Investor in Customers
- Customer Net Promoter Score (NPS) increasing from +38 to +39



Exceptional

- In practice, our customers rated us more highly for;
  - how easy it is to do business with us
  - how straight forward and clear our communications are
  - overall customer experience and satisfaction



\* Investor in Customers - the UK's leading customer experience consultancy



#### Keep our customers at the heart of

everything we do helpful and clear

Make it easy for our Understand each customer's customers; be approachable, circumstances; agree solutions and keep them up to date

ACCESSIB E



Deliver on our commitments; deliver fair outcomes for our customers



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**II. Financial Update** 

**III. Regulatory Update** 

**IV. Strategic Outlook & Post Reporting Events** 



- Continue the strong progress made to date on the integration and cross-sharing of best practices
- Focus on value creation remains paramount;
  - Sharing best practice to increase our competitiveness
  - Building a strong platform for future Pan-European expansion
  - Maintaining a disciplined approach to pricing and investment
- Clear structural drivers for market growth exist in both Germany and the UK;
  - Consumer credit continues to grow in both markets
  - Increasing regulation likely to increase banks' propensity to sell
- Continuing to extend our value proposition to our clients by developing our one stop shop offering in all countries we operate within
- Integration of Inkasso Service and delivery of significant market synergies across the German speaking region
- Overall outlook remains positive

### Acquisition Of Inkasso Service



Strategically Sensible M&A

- Acquisition of 100% of IS Group Management GmbH signed on 26th April 2016 for an enterprise value consideration of €23m; closing expected end of May subject to anti-trust approvals
- IS Group Management GmbH trades as IS Inkasso Service and provides;
  - Risk management
  - Receivables management services
  - Debt collection services
- Market leader in Austria with a smaller but growing business in Switzerland and the fast growing markets of Eastern Europe
- Acquisition follows Group strategy and has a strong industrial logic;
  - IS adds the Group's third leadership position in its third market
  - Austria represents a market with a different maturity to those in which the Group currently
    operates and can subsequently offer significant growth prospects
  - IS is a 100% 3PC business with strong cash conversion
  - Offers revenue led growth synergies as we respond to GFKL client requests to be served across the entire German speaking region
- Acquisition presents minimal integration distraction
- Acquisition expected to be earnings accretive in FY16



# Appendix

### **Business Model**

### Illustrative Economics

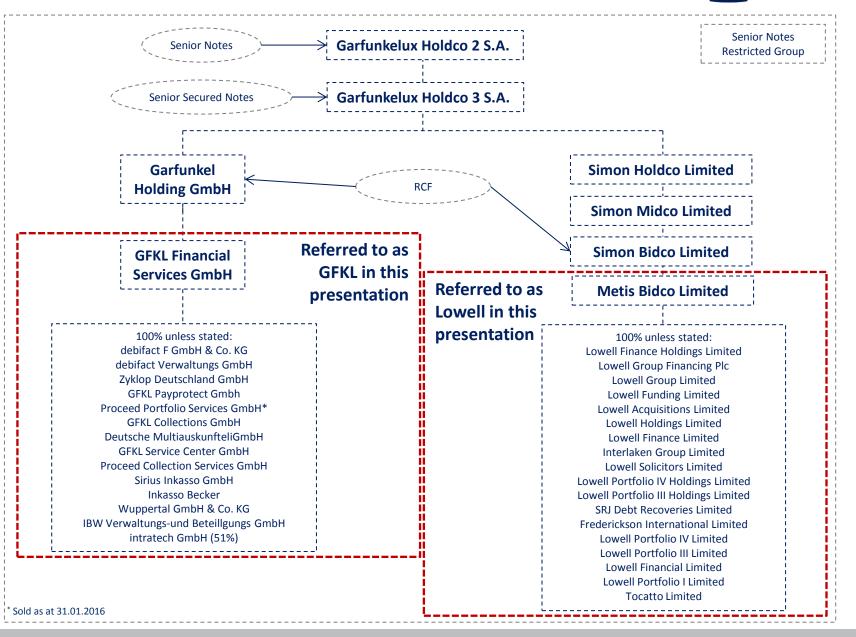


NPL Portfolios (Since inception to 31-Dec-2015)	Lowell £m	GFKL €m
Principal Value of Purchased Debt	15,730	3,779
Total Price Paid (as % of principal value)	6%	10%
Portfolio Purchase Price	987	359
Gross Collections	1,273	721
Gross ERC (120m)	1,063	398
Gross Money Multiple (120m basis)	2.4x	3.1x

<b>3PC</b> (LTM to 31-Dec-2015)	Lowell £m	GFKL €m
Third-party Debt Under Management*	349	10,119
Collections	80	241
Revenue	10	83**
Revenue (as a % of collections)	12%	34%

### **Group Structure**









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#### **Revolving Credit facility (RCF)**

Currency	Committed Amount	Security	Maturity	Interest	Margin	Participants
EUR m	200	Super Senior Secured	31-Dec-21	LIBOR / EURIBOR	3.50%	Citibank, Credit Suisse, Goldman Sachs, ING Bank, JPMorgan, NIBC, HSBC

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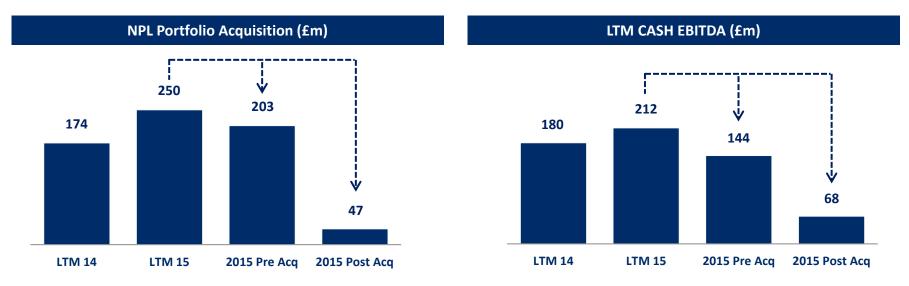
#### Bonds

Currency	Issue	Security	Maturity	Coupon	lssuer
EUR M	365	Senior Secured Notes	01-Aug-22	7.50%	GH3
GBP M	565	Senior Secured Notes	01-Nov-22	8.50%	GH3
GBP M	230	Senior Notes	01-Nov-23	11.00%	GH2

### Garfunkelux Holdco 2 S.A.



Reconciling The Statutory Accounts To This Presentation



The results for 2014 & 2015 in the body of this presentation will not be directly comparable to the figures reported in the statutory accounts of Garfunkelux Holdco 2 S.A.

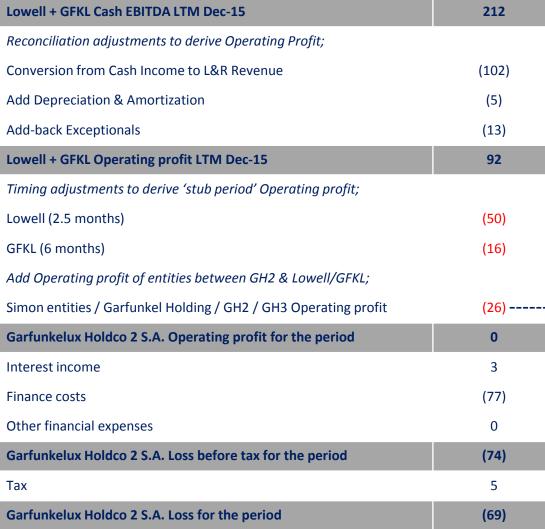
The Garfunkelux Holdco 2 S.A. consolidated financial statements incorporate the results for Lowell & GFKL only from the point of acquisition, i.e. from the following dates:

- Lowell – 13<sup>th</sup> October 2015

- GFKL – 1<sup>st</sup> July 2015

### Garfunkelux Holdco 2 S.A.

### Reconciling The Statutory Accounts To This Presentation





(26) -----→ Comprises;

£m

- £12m of Lowell acquisition costs
- £8m of GFKL acquisition costs
- £2m of Purchase Price Allocation amortization
- £3m one-off exceptional costs

Disclosure Note: There exists no material differences if we were to consolidate the accounts at the Garfunkelux Holdco 3 S.A. level versus the consolidated accounts of Garfunkelux Holdco 2 S.A.

### **Definitions & Abbreviations**



#### **Definitions:**

Acquisitions - Purchases of Non-Performing Loans ("NPLs")

**Cash EBITDA** – Defined as both Lowell's & GFKL's Adjusted EBITDA, each as defined in the Offering Memorandum dated 14 October 2015. Lowell's Cash EBITDA defined as operating profit, plus depreciation & amortization, FV movement in NPLs, exceptional items/income and portfolio amortization, each as defined in the Offering Memorandum dated 14 October 2015. GFKL's Cash EBITDA defined as normalised EBITDA plus portfolio amortization plus NPL revaluations, each as defined in the Offering Memorandum dated 14 October 2015

Cash Income - Cash collections from owned assets plus cash commissions received from assets serviced

ERC – Estimated Remaining Collections over 84, 120 or 180 months

**Gross Money Multiple (GMM)** – Total estimated collections, being actual collections to date plus gross 120m ERC (Lowell) or gross 180m ERC (GFKL), divided by the portfolio purchase price. Shown by vintage.

Net Debt - Bond principal plus RCF drawn amounts less Cash

**Static Pool Performance** – Comparison of actual collections versus forecast collections as at 31 December 2014 on assets owned at that point

#### Abbreviations:

3PC – Third Party Collections
CAGR – Compounded Annual Growth Rate
EBITDA – Earnings before Interest, Tax, Depreciation and Amortisation
FCA – Financial Conduct Authority
FTE – Full-time equivalent employees
LSL – Lowell Solicitors Limited
LTM – Last Twelve Months
VCP – Value Creation Programme

