

GENERAL

# GENERALFINANCE

Mid & Small Conference Milan

November 23, 2023

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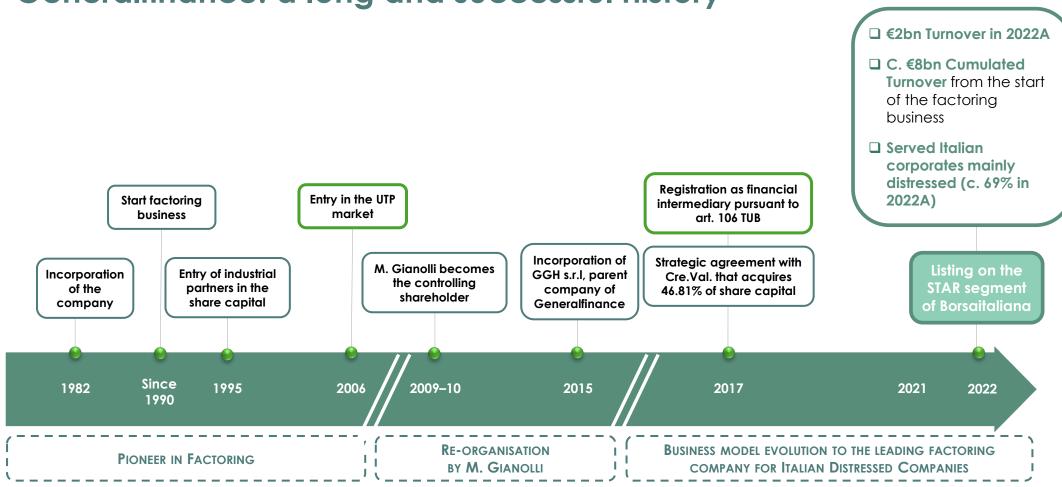
#### Agenda

- Generalfinance: Overview
- Factoring Market and Distressed Financing
- Digital, Low Risk Player
- Main 9M 2023 Results
- Focus on Asset Quality and Digital Factoring
- 9M 23 Results: Balance Sheet, P&L, Funding and Capital
- Annex



**Generalfinance:** Overview





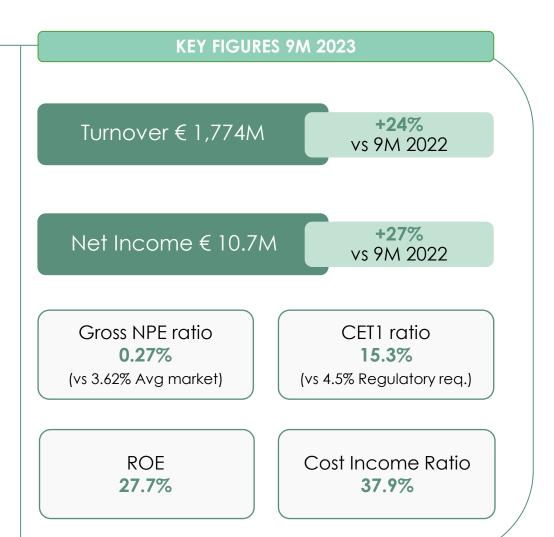
#### Generalfinance: a long and successful history

Long Standing Experience, Specialisation and Unique Positioning



### **Generalfinance: Overview**

- Leading independent player in the white space of factoring for Distressed Italian SMEs, unserved by traditional banks, with no comparable companies
- Digital platform enables unique efficiency, knowledge of clients (competitive advantage) and better risk management
- Competitive advantage with tailor-made services to customers by using a unique in-house Scoring and Rating system and high sector diversification
- Excellent risk management due to digital platform data management and managerial proven experience
- Strong growth opportunities supported by sound capital and excellent funding structure
- Management with a solid experience in financial services to distressed companies, as well as significant skills in business development



In 4Q 2023 expected increase in past due exposure, due to a new interpretation regarding the "Definition to Default, DoD" provided by Bank of Italy to the Company for prosolvedo transaction, after the inspection conducted in 4Q 2022.

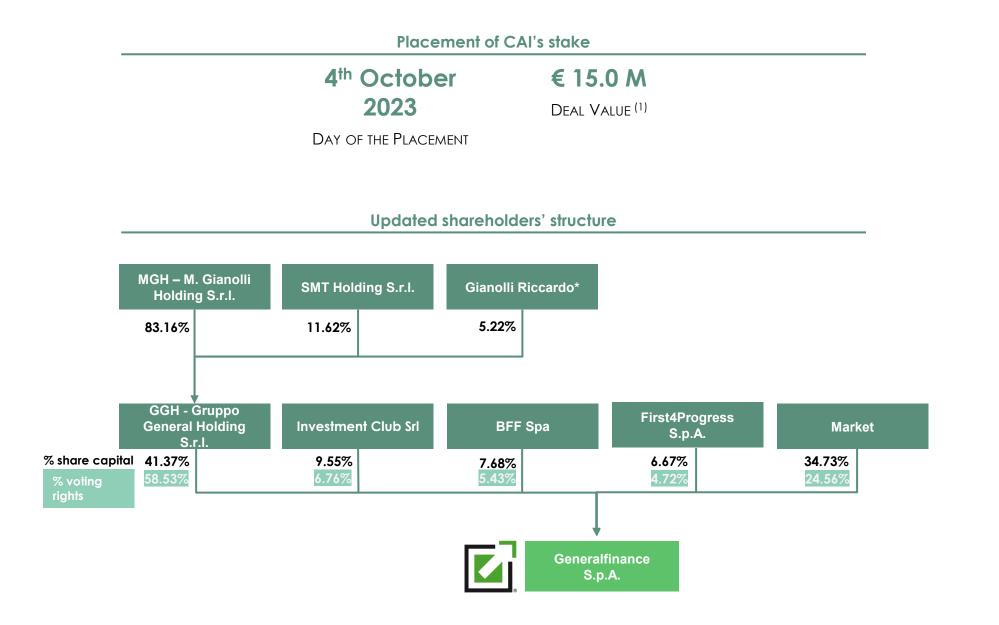
Specifically, the Autorithy clarified that the trigger for the count of the past due day starts when the past due is above 1% of the exposure (and above the absolute value of 100 or 500 euro depending on the counterparty), notwithstanding the nominal value of the portfolio of receivables and the cushion between the nominal value and the exposure of the company.

In relation to the new interpretation of the DoD, we expect the Gross NPE Ratio to go up in the range of 1-3%, vis-a-vis the market average (Assifact) of 3.6% at the end of Q2 2023.



Note: Turnover includes Future receivables ROE: annualized net income / (equity - net income) Cost Income Ratio: Operating costs / Net Interest and Other Banking Income Assifact NPE Ratio (%) as at June, 30 2023

#### Shareholder base

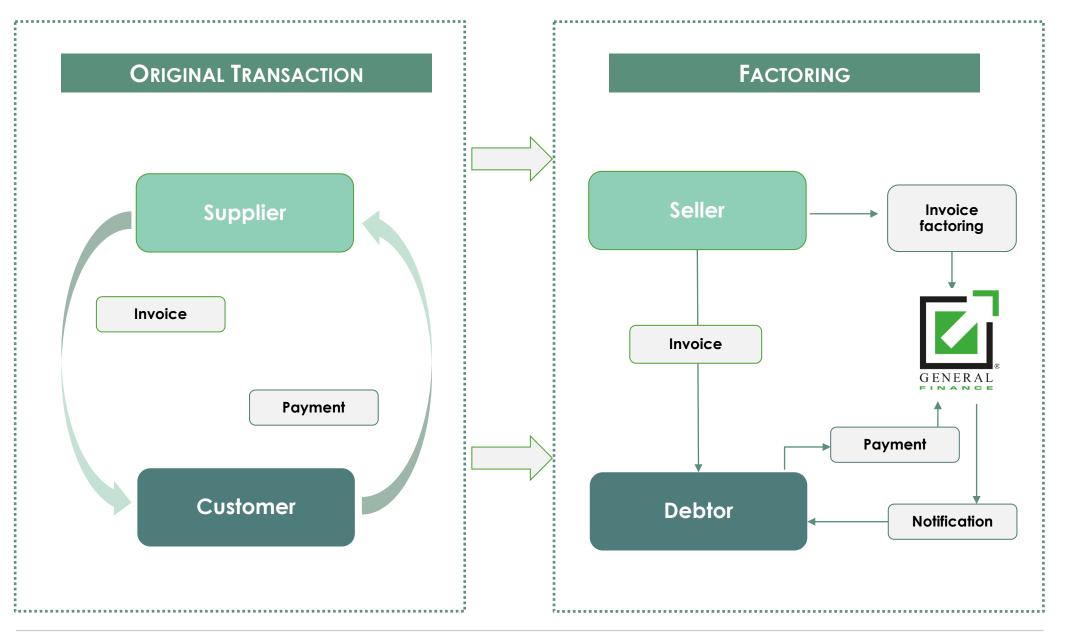




#### **Factoring Market and Distressed Financing**

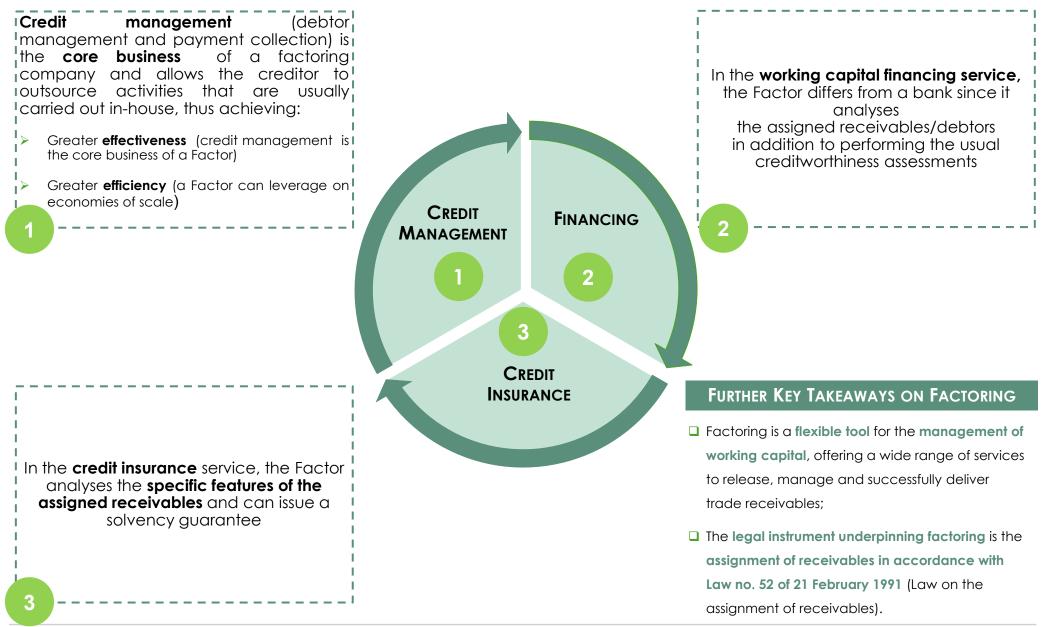


## What is Factoring? (1/2)





## What is Factoring? (2/2)

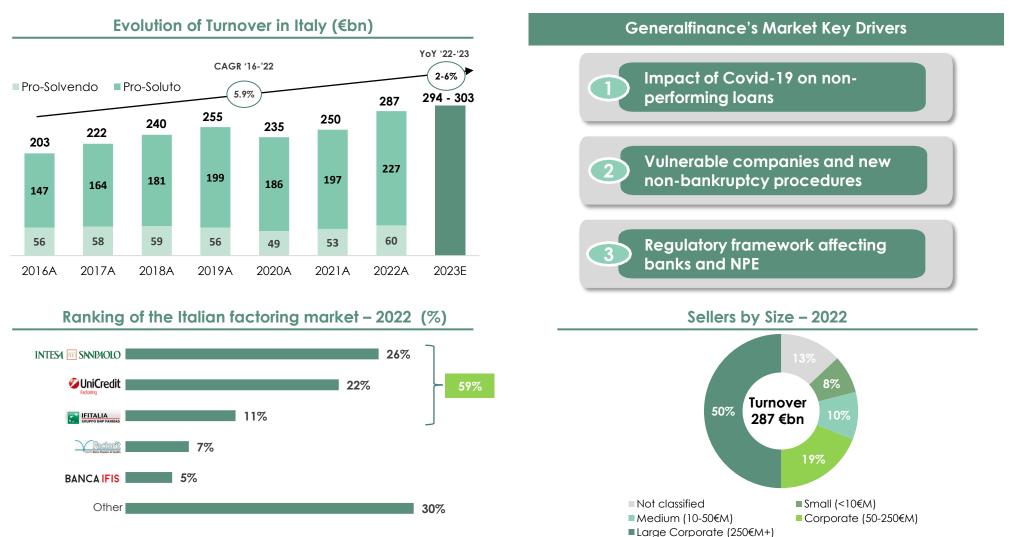




Source: Management

### Leader in the high-growth distressed market segment

In the overall fast growing factoring market (turnover in Italy is expected to grow from € 287bn in 2022 up to €294-€303bn in 2023) Generalfinance focuses on distressed sellers (UTP, forborne and past due) with a portfolio of performing debtors (in bonis)

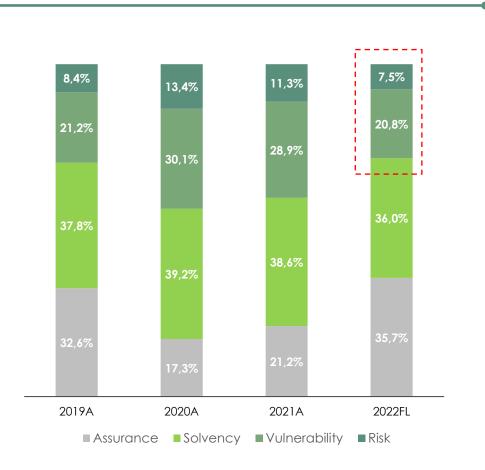




Notes: (1) range of values estimated in the last Assifact report «ForeFact» 23 n.1

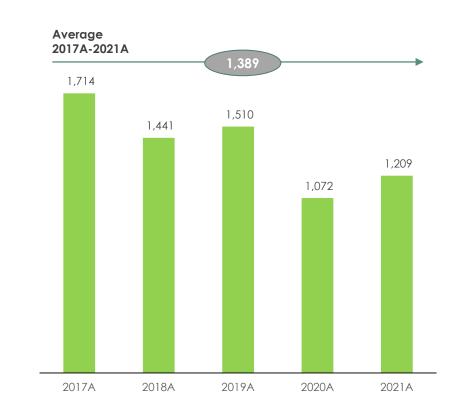
Source: Assifact, Banca d'Italia, Banca IFIS Market Watch, report PWC, company balance sheets and website

#### Vulnerable companies and new non-bankruptcy procedures



CERVED GROUP SCORE (CGS)

#### **NON-BANKRUPTCY PROCEDURES**

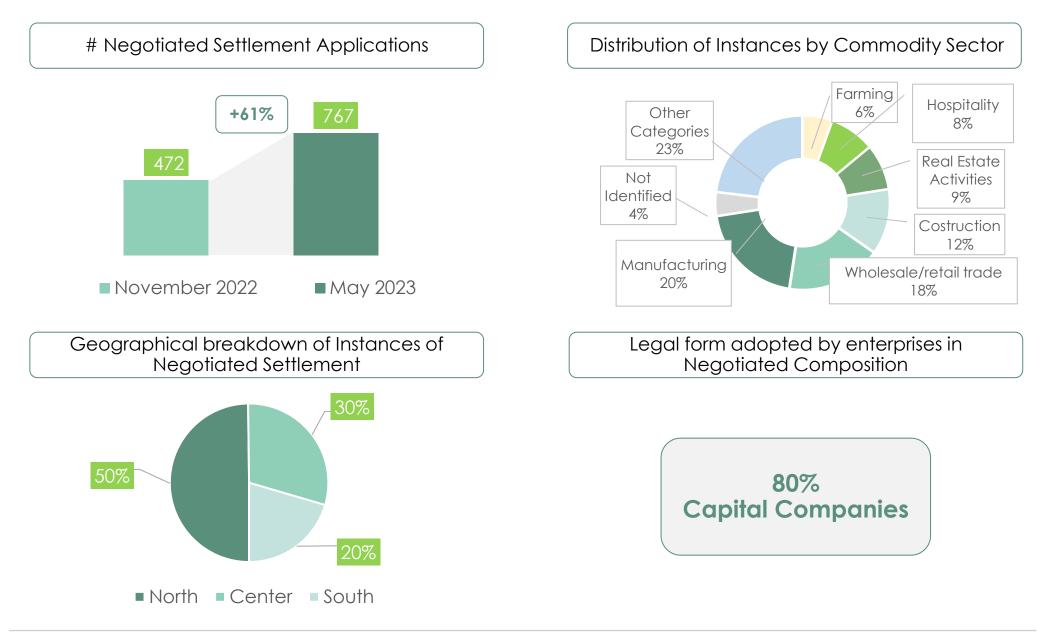


More than 28% of SMEs are in vulnerability or risk condition

An annual average (2017-2021) of 1,389 companies entered nonbankruptcy procedures



### **Negotiated Business Crisis Settlement**





#### **Potential market**

The trend of total UTP/Past Due/Forborne, which is the best indicator for estimating Generalfinance's market niche, is estimated with an expected growth-from 101 billion in 2023 to 105 billion in 2025 of the stock

#### CAGR +2% 101 100 103 105 4 31 30 30 30 Past Due Forborne 70 66 67 69 ■ UTP 2022A 2023E 2024E 2025E **ASSUMPTIONS FOR ESTIMATING POTENTIAL** POTENTIAL DISTRESSED FACTORING **OUTSTANDING OF DISTRESSED FACTORING** MARKET ESTIMATES (€bn) Potential outstanding Potential turnover 2023E 2024E 2025E Short-term loans vs 6.4% of the total amount of companies on total loans<sup>1</sup> loans 32 33 34

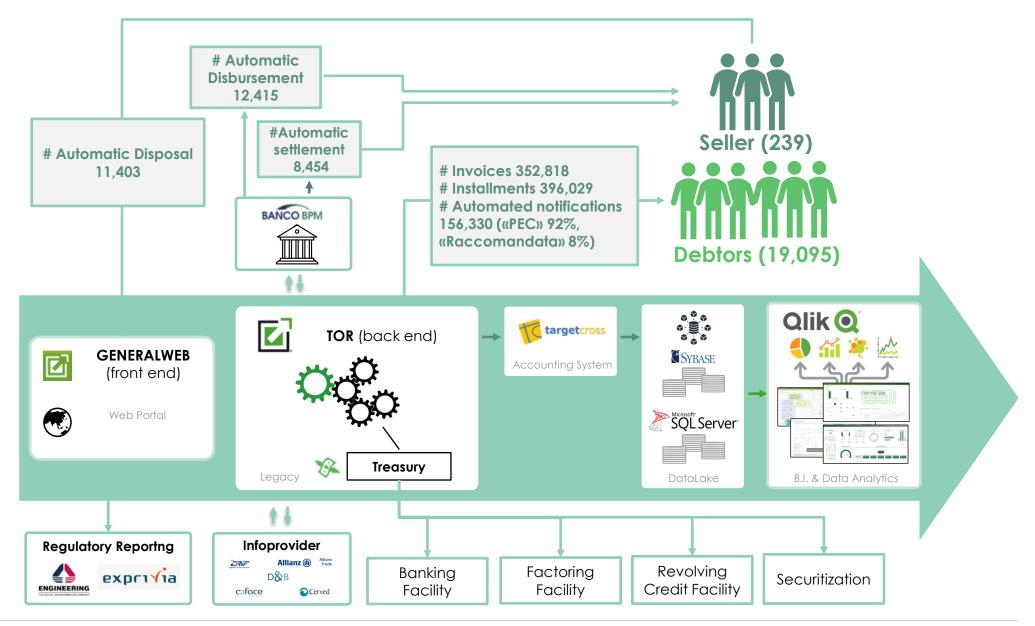
EVOLUTION OF NON-PERFORMING EXPOSURES IN ITALY (€bn)



Notes: 1) Excluding Repo and Current Accounts Source: Assifact, Prometeia, Banca d'Italia, Banca IFIS Market Watch, report PWC, company balance sheets and website Digital, Low Risk Player

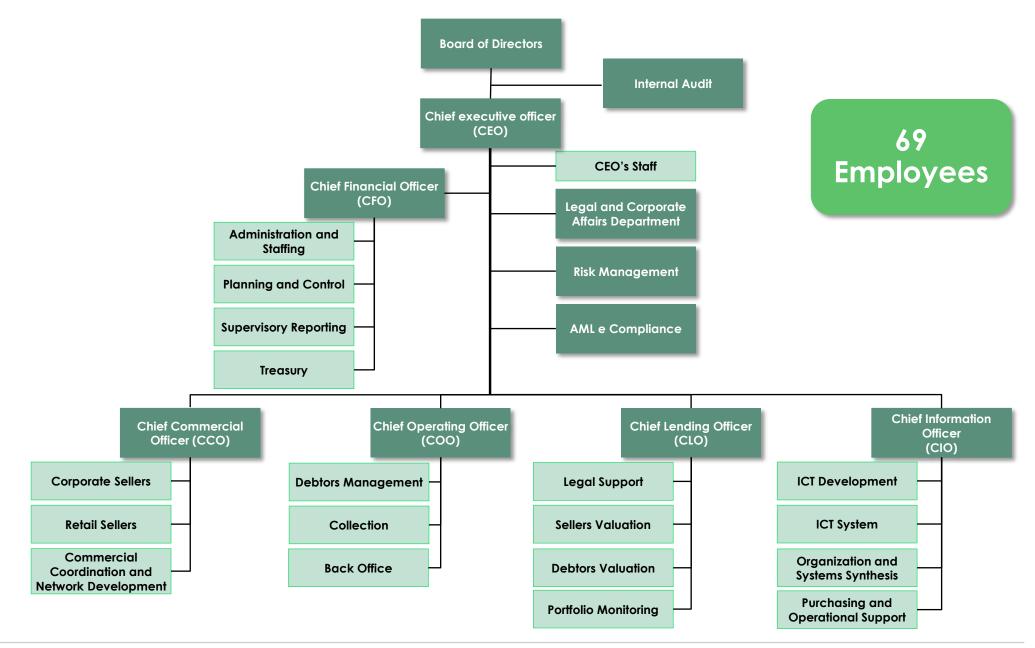


#### A strategic asset: the proprietary digital platform





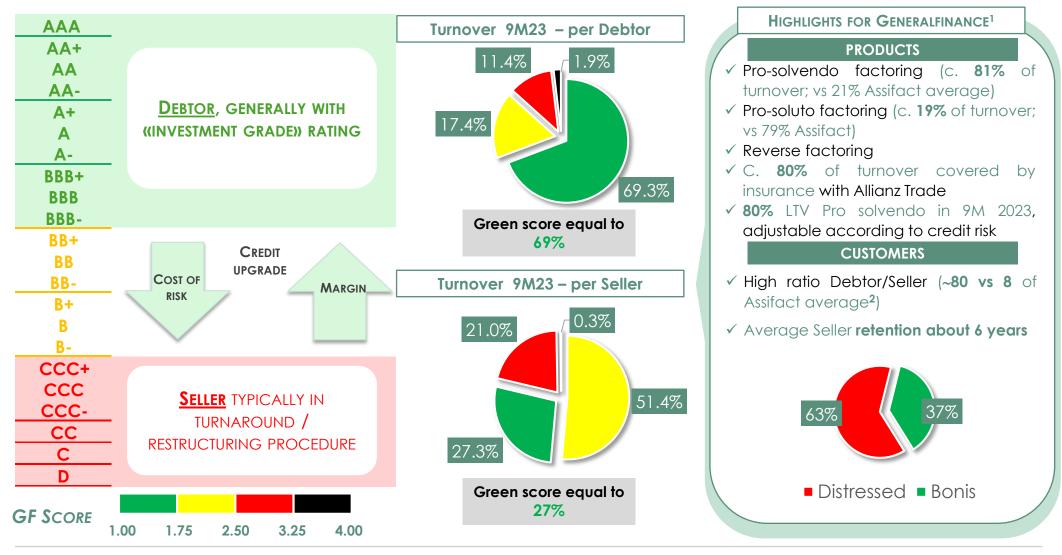
#### An organization oriented to risk control and business





### A unique business model, leveraging the factoring features

The peculiarity of Generalfinance's business model is the choice of Seller–Debtor, where clients (Sellers) typically have a low credit rating (turnaround situation) while the **Debtors** underlying customer loans refer to a high credit rating (normally investment grade)





Notes: 1) Generalfinance data refers to September 30, 2023 (LTM); Assifact data refers to June 30, 2023; 2) Assifact data net of household debtors.

#### Value proposition, distinctive features and value chain

#### Value proposition

Generalfinance offers its customers (mostly companies under financial stress) rapid and customized interventions for the financing of the working capital and trade receivables, covering the entire supply chain finance



"Revolving" relationship (LIR<sup>1</sup> at 24 months) in a predominantly "notification" mode and, where applicable, "acceptance" of the debt

#### Distinctive skills

- o Consolidated expertise throughout the entire process
- End-to-end in-house valuation process, tailored to customer specifications
- $\circ$  Strong risk reduction and diversification mechanisms
- In-house-developed proprietary factoring platform to support business specifications
- Fast operational processes and capability to provide bridge financing within turnaround processes

3

#### Generalfinance masters all the crossroads of the value chain

- o All operational steps and core activities are carried out internally by Generalfinance's dedicated structures
- Generalfinance does not relies on external consultants to assess the creditworthiness of sellers and debtors but owns all the skills
- The process is reinforced by credit insurance policies provided by Allianz Trade insurance company which, during the risk acquisition phase, performs an independent assessment of the assigned debtors, providing Generalfinance a feedback on the results of their assessment



#### Valuation Framework

			Distressed Client				
Scoring Components	DISTRESSED SELLER SCORING	+	DEBTOR SCORING/ SELLER'S PORTFOLIO	>	OPERATIONS'S FINAL SCORING		
Key Factors for Valuation	<ul><li>Standing and profile of th</li><li>Feasibility of the financial</li></ul>	and sustair e Seller's le measures (	nability of the repayment plan	ions	vious debt position		
Output	<ul> <li>Distressed Seller's quantitative score (green yellow, red)</li> </ul>	,	<ul> <li>Debtor's score</li> <li>Seller's portfolio score</li> </ul>		<ul> <li>Overall valuation (Seller + Debtor)</li> <li>Grant</li> <li>To be evaluated</li> <li>Reject</li> </ul>		
			Performing Client				
Scoring Components	PERFORMING SELLER SCORING	+	DEBTOR SCORING/ SELLER'S PORTFOLIO	>	OPERATIONS'S FINAL SCORING		
Key Factors for Valuation	<ul> <li>Positioning in the sector</li> </ul>	position (D	he Balance Sheet/P&L/Cash F ebt-Service Coverage Ratio)	low Stater	nent		
Output	<ul> <li>Performing Seller's quantitative score</li> </ul>		<ul> <li>Debtor's score</li> <li>Seller's portfolio score</li> </ul>		<ul> <li>Overall valuation (Seller + Debtor)</li> <li>Grant</li> <li>To be evaluated</li> <li>Reject</li> </ul>		

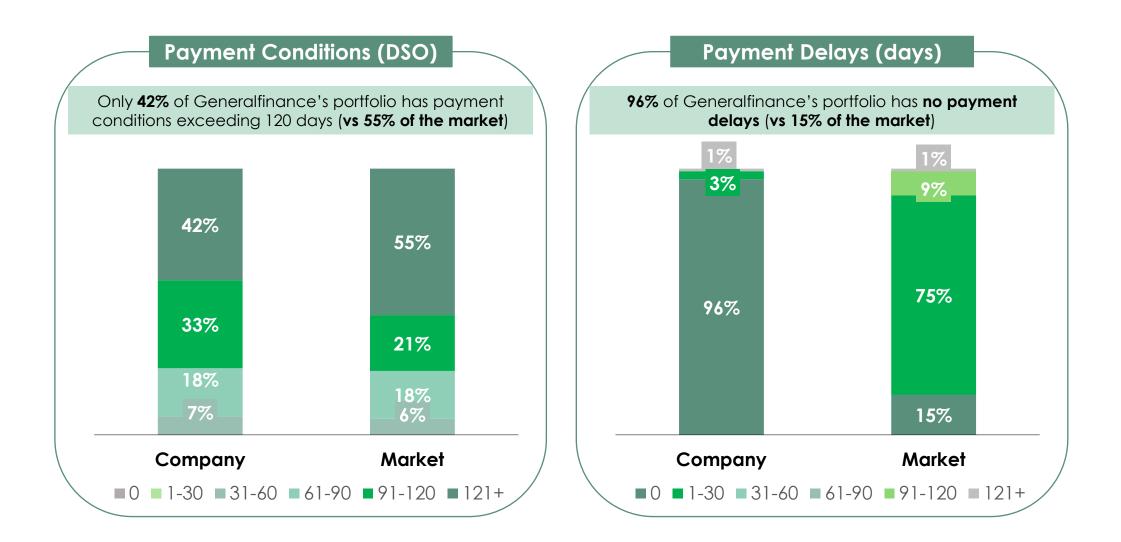


# **Debtor Scoring**

Macro score	Indicator	Assessment details					
1	BRI Experies to the net set	<ul> <li>Counterparty summary assessment considering the economic and financial aspects, the history of the company, the shareholders structure, etc.</li> </ul>					
	CGS © Cerved	<ul> <li>Counterparty summary assessment considering the economic and financial aspects, the history of the company, the shareholders structure, etc.</li> </ul>					
Commercial score	Rating Score <sub>D&amp;B</sub>	<ul> <li>Counterparty summary assessment considering the economic and financial aspects, the history of the company, the shareholders structure, etc.</li> </ul>					
	Delinquency Score D&B	<ul> <li>Probability of late payments over the next 12 months</li> </ul>					
	Failure Score <sub>D&amp;B</sub>	<ul> <li>Company probability of default over the next 12 months</li> </ul>					
2 Payments	Paydex	<ul> <li>Score on the counterparty's payment performance</li> </ul>					
score	Payline Cerved	<ul> <li>Score on the counterparty's payment performance</li> </ul>					
3 Credit	Grade Allianz Trade Allianz (1) Alliant	<ul> <li>Degree of credit insurability</li> </ul>					
insurability score	DRA cofoce	<ul> <li>Degree of credit insurability</li> <li>Coface – in progress</li> </ul>					
<sup>4</sup> Credit insurance	Insurance Allianz (1)   Alliant	<ul> <li>Insurance partnership with Allianz Trade to insure up to 100% of the credit cross, starting from amounts above 30k</li> </ul>					



### Collection performance: a strategic delivery to our Customers



Generalfinance boasts a portfolio quality, both in terms of Payment Conditions and Payment Delays, better than the rest of the market



### **Risk reduction in Distressed Factoring**

Given that the majority of Generalfinance's turnover is realized towards distressed Sellers, the Company can benefit from a reduction in risk, because of 3 main factors



#### Lower Credit Risk

- Effects of insolvency proceedings on financial position (ex. credit write-offs)
- o Recovery and relaunch plan
- Possible change in the Governance
- Possible capital injection or new financing
- Predeductibility (i.e., superpriority) of receivables arising from loans disbursed in execution of the plan and loans disbursed prior to the submission of the composition with creditors plan, respectively, if the conditions provided by the regulations are met



#### Lower Operating Risk

- Court approval (arrangement with creditors, restructuring agreement)
- Supervision by the court commissioner (arrangement with creditors)
- Presence of high standing Financial Advisors and Legal Counsels
- Management change



#### Lower Risk of Clawback Action

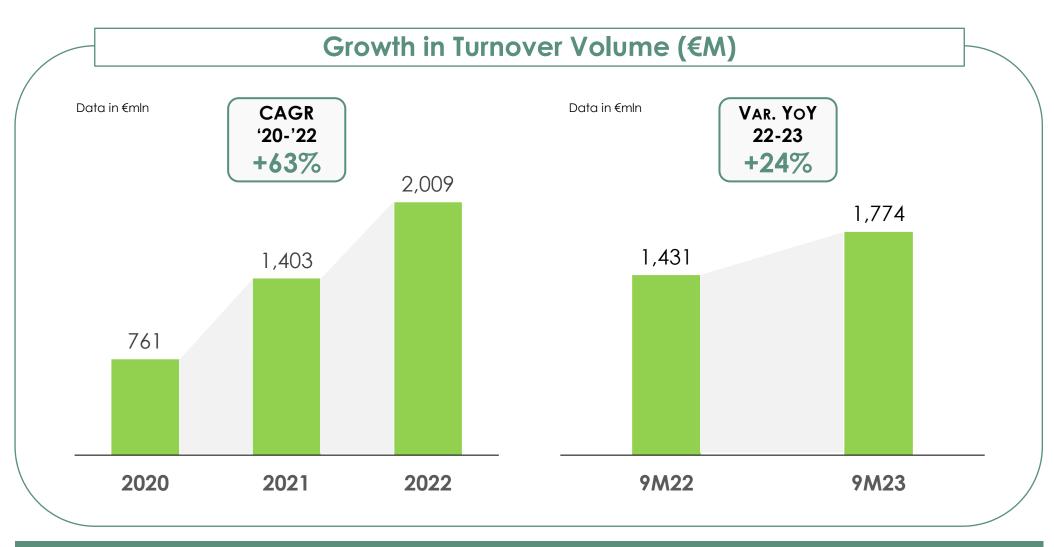
- Financial assistance for the implementation of the agreement / plan / arrangement with creditors with exemptions from clawback actions
- Authorization for bridge financing (in these cases, the risk of clawback actions is excluded on a de facto basis)
- Factoring law and related protections (clawback actions regarding collections from assigned debtors)



Main 9M 2023 Results



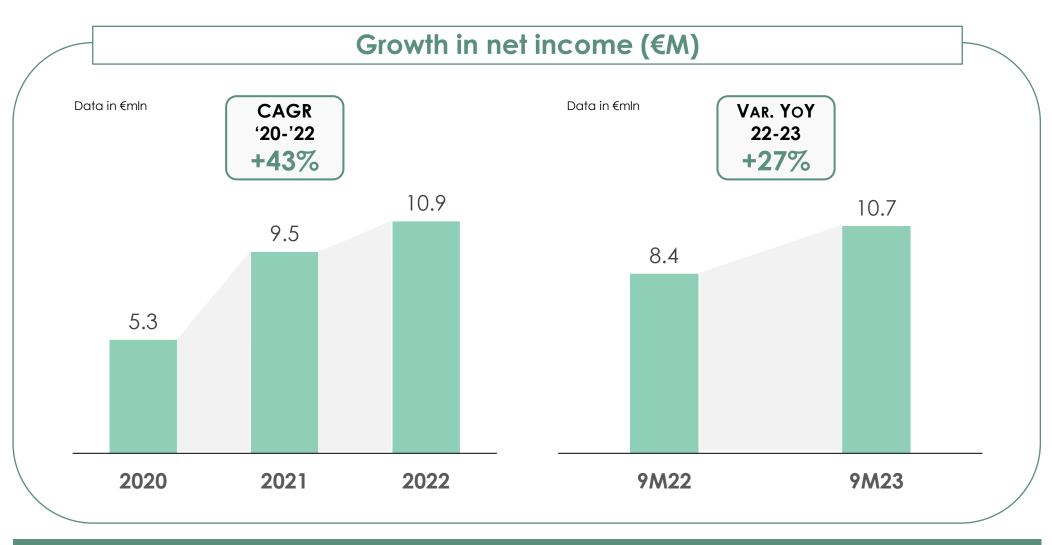
### Turnover witnessing a strong growth story



#### 2023 annual growth rate (24%) above the market average (-1%)



### Net Income: high profitability from the operations



#### Profitability level in line with 2023 Budget

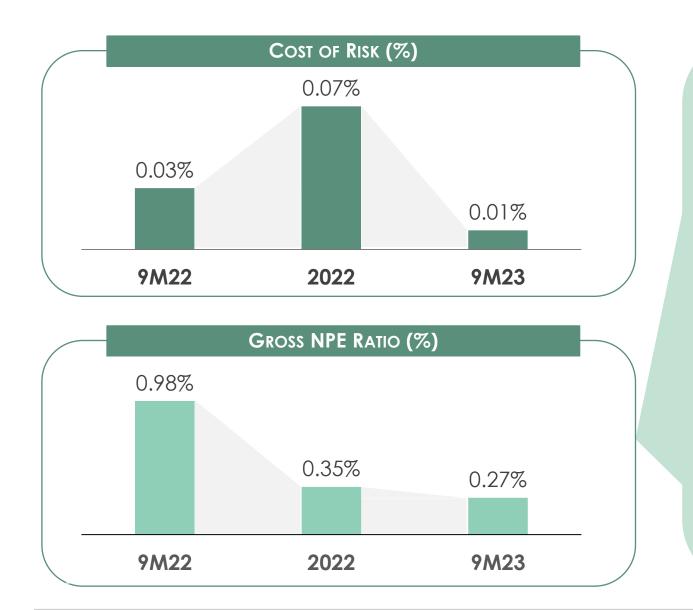


Note: Adjusted Net Profit of 9M 2022: 9.2 €mln, excluding IPO related costs; var.% YoY 9M 2023 – 9M 2022 Adj : +16%

#### Focus on Asset Quality and Digital Factoring



#### A low risk model with a best in class asset quality



#### DEFINITION OF DEFAULT (DOD)

In 4Q 2023 expected increase in past due exposure, due to a new interpretation regarding the «Definition to Default, DoD» provided by Bank of Italy to the Company for pro-solvedo transaction, after the inspection conducted in 4Q 2022.

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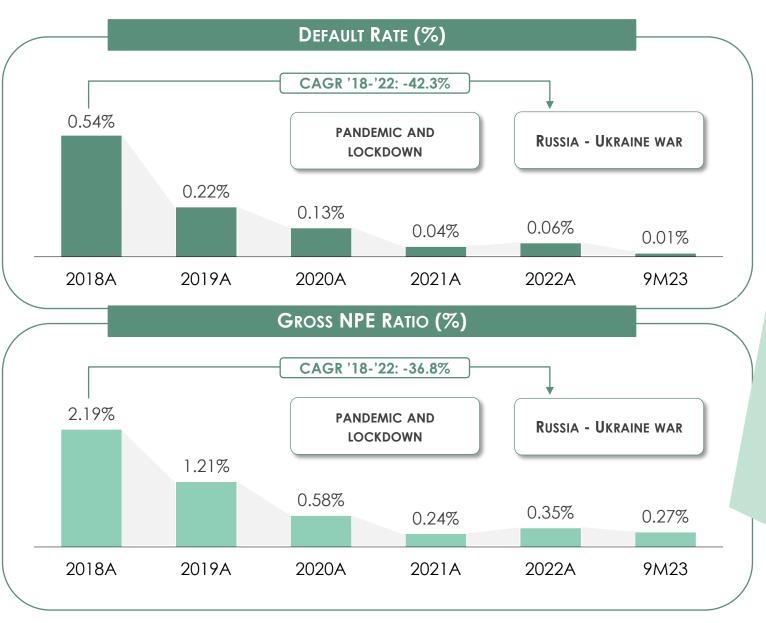
In relation to the new interpretation of the DoD, we expect the <u>Gross NPE</u> <u>Ratio to go up in the range of 1-3%</u>, vis-a-vis the market average (Assifact) of 3.6% at the end of Q2 2023.



Cost of Risk has been computed as Credit Risk Adjustments / Annual Disbursed Loans;

Gross NPE («Non-Performing Exposure») Ratio has been computed as Gross NPE / Gross Loans to Customers

### Default Rate and NPE Ratio constantly improving



#### DEFINITION OF DEFAULT (DOD)

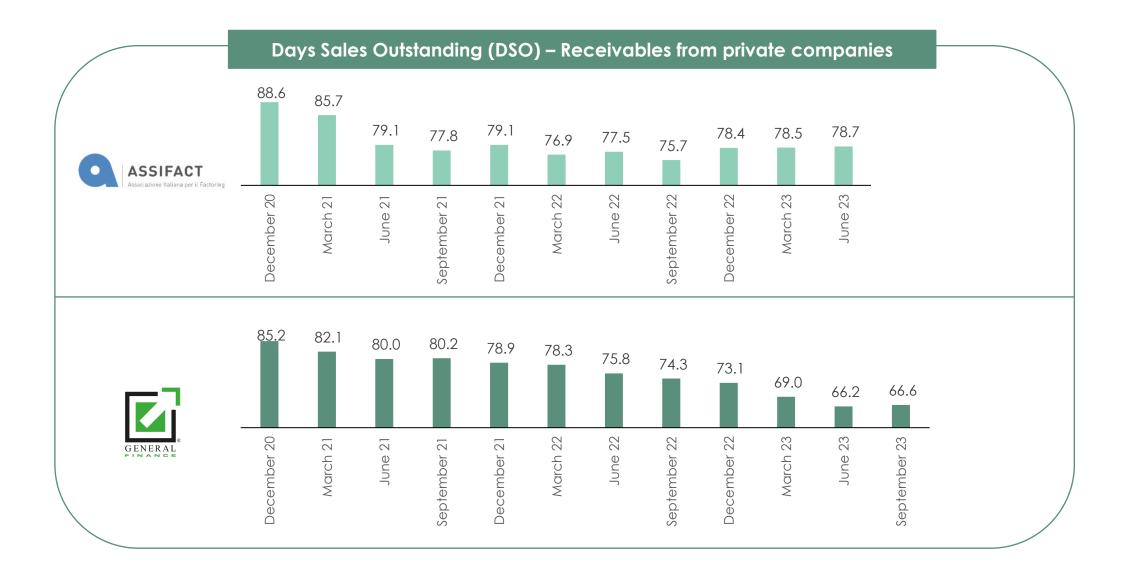
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### Company's DSO expressing a very low duration of the portfolio





#### 3Q 23 Results: Balance Sheet, P&L, Funding and Capital

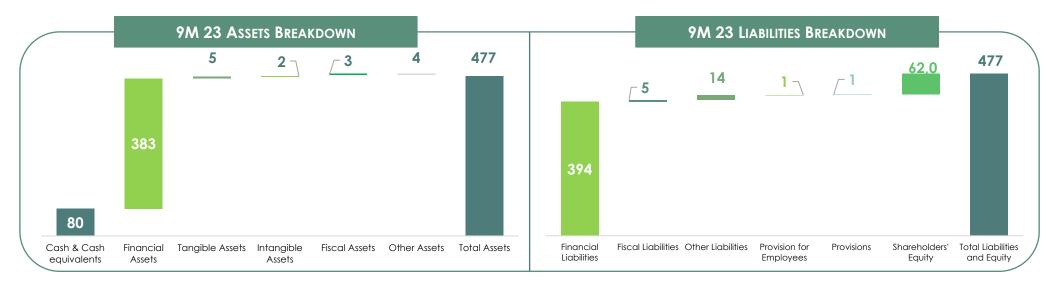


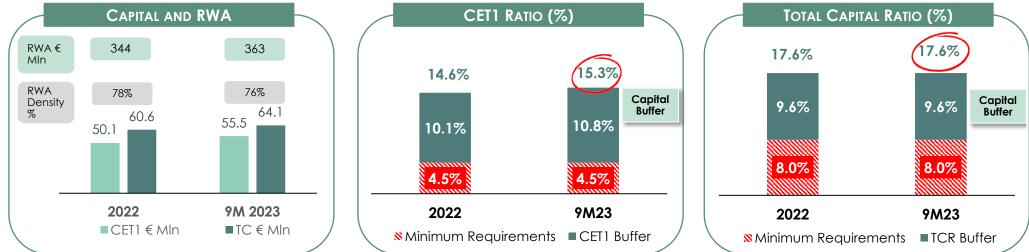
#### Main KPIs behind our business

Income Statement (€m)	2020A	2021A	2022A	CAGR '20-'22	9M22	9M23	YoY%
Interest Margin	4.1	6.2	7.3	33.2%	5.7	5.9	3.4%
Net Commission	13.1	17.7	23.6	34.1%	17.1	19.6	14.6%
Net Banking Income	<b>17.2</b>	23.9	<b>30.9</b>	<b>33.9%</b>	<b>22.8</b>	<b>25.5</b>	<b>11.8%</b>
Net value adjustments / write-backs for credit risk	(0.7)	(0.2)	(1.2)	30.0%	(0.3)	(0.1)	(54.1%)
Operating Costs	(8.4)	(9.8)	(13.2)	25.4%	(9.8)	(9.7)	(1.7%)
Net Profit	5.3	<b>9.5</b>	<b>10.9</b>	<b>42.9%</b>	<b>8.4</b>	10.7	<b>26.5%</b>
	5.5	7.5	10.7	42.7/0	0.4	10.7	20.3/0
(€m)	2020A	2021A	2022A	CAGR '20-'22	9M22	9M23	YoY%
Turnover	760.7	1,402.9	2,009.4	62.5%	1,430.6	1,773.8	24.0%
Allocated Amount	562.0	1,118.5	1,674.0	72.6%	1,183.0	1,482.1	25.3%
LTV	<b>73.9</b> %	79.7%	83.3%	6.2%	82.7%	83.6%	1.0%
LTV Pro-solvendo	<b>73.9</b> %	<b>78.6</b> %	81.6%	5.1%	81.4%	<b>79.6</b> %	-2.3%
Net Banking Income / Average Loan (%)	11.2%	9.6%	8.7%	(11.5%)	9.2%	8.8%	(4.4%)
Interest Margin / Net Banking Income (%)	23.8%	26.0%	23.5%	(0.5%)	24.9%	23.1%	(7.5%)
Cost Income Ratio	48.7%	40.9%	42.7%	(6.4%)	43.1%	37.9%	(12.1%)
ROE (%)	30.9%	42.0%	23.7%	(12.4%)	24.5%	27.7%	13.1%
Balance Sheet (€m)	2020A	2021A	2022A	CAGR '20-'22	9M22	9M23	ΥοΥ%
Cash & Cash Equivalents	24.2	33.5	43.7	34.3%	56.1	80.3	43.3%
Financial Assets	176.5	321.0	385.4	47.8%	336.1	383.2	14.0%
Other Assets	9.5	10.8	14.7	24.8%	11.4	13.2	15.8%
Total Assets	210.2	365.3	443.8	45.3%	403.6	476.7	18.1%
Financial Liabilities	175.4	314.6	368.4	44.9%	327.1	394.3	20.5%
Other Liabilities	12.2	18.7	18.6	23.1%	22.2	20.4	(7.9%)
Total Liabilities	187.6	333.3	387.0	43.6%	349.3	414.7	18.7%
Shareholder's Equity	22.6	32.0	56.8	58.6%	54.3	62.0	1 <b>4.2</b> %



### A very simple balance sheet with a strong capital position...



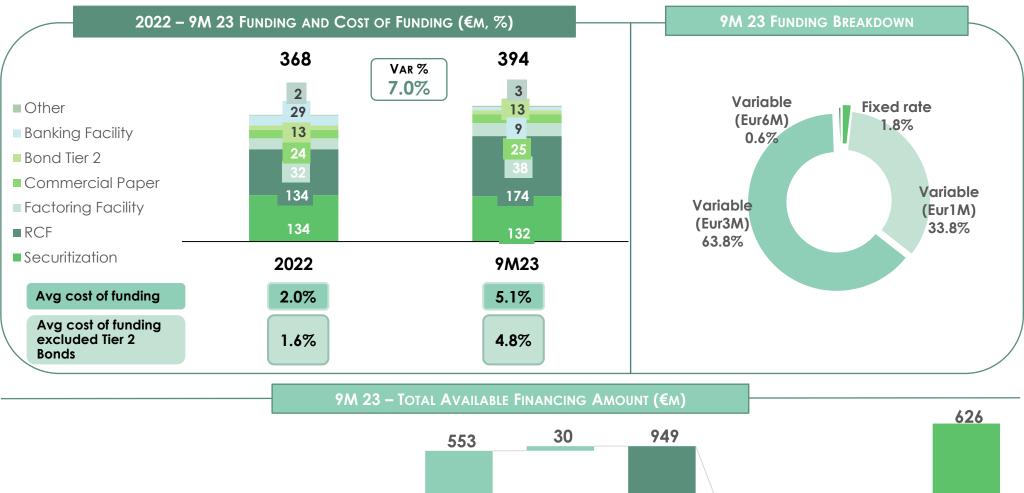


Expected limited impact from the new interpretation regarding the «Definition to Default, DoD» provided by Bank of Italy to the Company for pro-solvedo transaction, see slide 9-10



Note: CET1 Ratio and Total Capital Ratio calculated taking into account total dividends to be distributed (payout 50% of net profit)

### ...coupled with a robust funding and liquidity position





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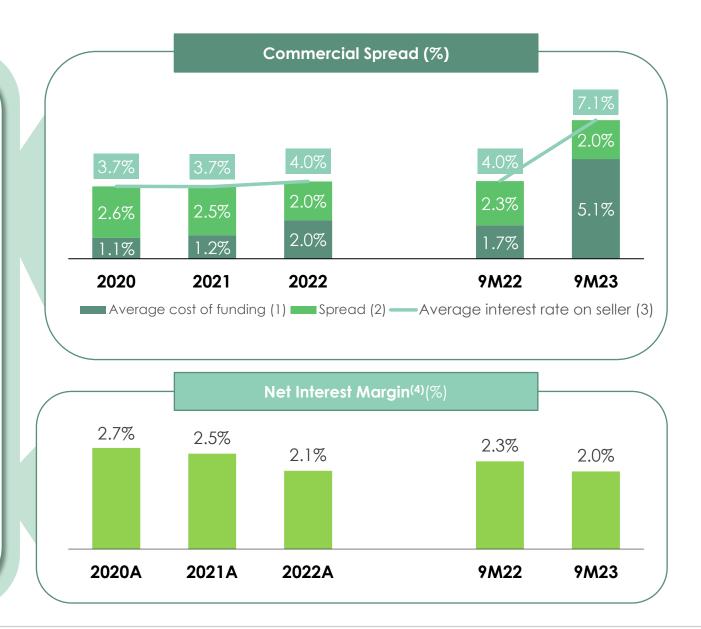
Note: Commercial Papers included in «Fixed Rate»

Liquidity Position: excluding pledge accounts amounting to 9.3 €mIn

### Net interest Income, «hedged» against further interest rate rises

 Net Interest Income
 ~23% of the Net Banking Income

- Almost all funding available at variable rates (Eurbor 1M, 3M and 6M)
- All the factoring contracts have been renegotiated, changing the calculated interest rate from fixed to variable (based on Euribor 3M)



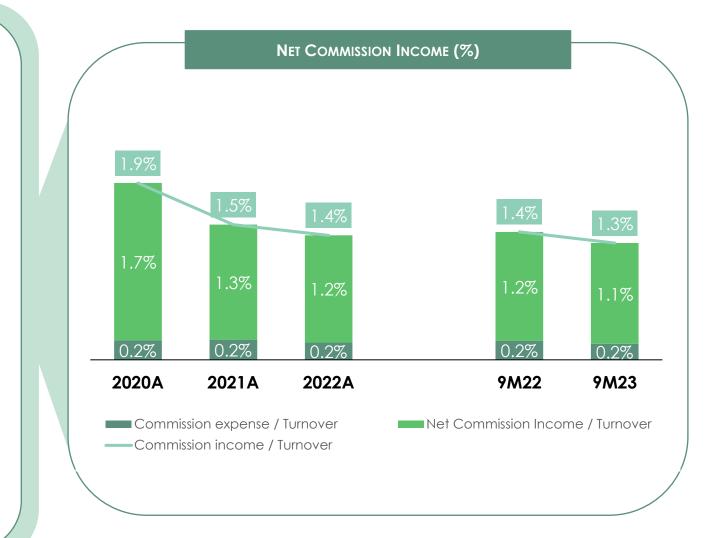


Notes: (1) Calculated as interest expense / average financial liabilities (current and previous year); (2) Spread: average interest rate on seller – average cost of funding (3) Interest income + Delayed payment Interest / average loans (current and previous year); (4) Calculated as Net Interest income / average loans (current and previous year); (4) Calculated as Net Interest income / average loans (current and previous year); (5) Spread: average loans (current and previous year); (4) Calculated as Net Interest income / average loans (current and previous year); (5) Spread: average loans (current and previous year); (6) Calculated as Net Interest income / average loans (current and previous year); (7) Spread: average loans (current and previous year); (7) Calculated as Net Interest income / average loans (current and previous year); (7) Calculated as Net Interest income / average loans (current and previous year); (7) Spread: average loans (current and previous year); (8) Calculated as Net Interest / average loans (current and previous year); (8) Calculated as Net Interest / average loans (current and previous year); (8) Calculated as Net Interest / average loans (current and previous year); (8) Calculated as Net Interest / average loans (current and previous year); (8) Calculated as Net Interest / average loans (current and previous year); (8) Calculated as Net Interest / average loans (current and previous year); (8) Calculated as Net Interest / average loans (current and previous year); (8) Calculated as Net Interest / average loans (current and previous year); (8) Calculated as Net Interest / average loans (current and previous year); (8) Calculated as Net Interest / average loans (current and previous year); (8) Calculated as Net Interest / average loans (current and previous year); (8) Calculated as Net Interest / average loans (current and previous year); (8) Calculated as Net Interest / average loans (current and previous year); (8) Calculated as Net Interest / average loans (current and previous year);

### Net commission income, the primary source of profitability

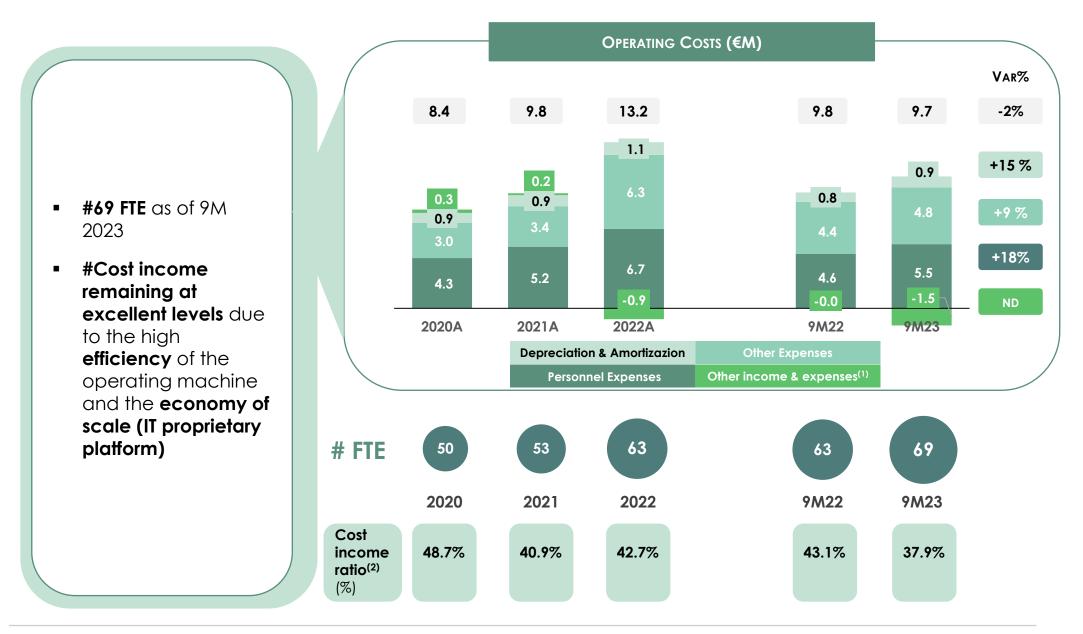
 Net Commission Income
 ~77% of the Net Banking Income

- Commission Income/Turnover substantially stable YoY, even with the different mix of the portfolio (Corporate Sellers vs Retail Sellers)
- Stable commission expense rate thank to optimization of insurance costs and banking fees





# Cost / Income reflecting the efficiency of the operating machine



Note: (1) other net revenues and risk charges; (2) Operating Costs / Net Banking Income.

Operating costs 9M 2022 Adjusted (net of costs related to IPO): 8.6 €mIn

Cost income ratio 9M 2022 Adjusted (net of costs related to IPO): 37.9%

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#### Annex



## **Income Statement**

Income Statement (€m)	9M22	9M23	YoY%
Interest income and similar income	9.8	20.5	108.8%
Interest expense and similar charges	(4.1)	(14.6)	253.6%
INTEREST MARGIN	5.7	5.9	3.4%
Fee and commission income	20.0	22.7	13.2%
Fee and commission expense	(3.0)	(3.1)	5.0%
NET FEE AND COMMISSION INCOME	17.1	19.6	14.6%
Dividends and similar income	0.0	0.0	(100.0%)
Net profi (loss) from trading	(0.0)	0.0	(293.2%)
Net results of other financial a/l measured at fv	0.0	0.0	(100.0%)
NET INTEREST AND OTHER BANKING INCOME	22.8	25.5	11.8%
Net value adjustments / write-backs for credit risk	(0.3)	(0.1)	(54.1%)
a) Financial assets measured at amortised cost	(0.3)	(0.1)	(54.1%)
NET PROFIT (LOSS) FROM FINANCIAL MANAGEMENT	22.5	25.3	12.7%
Administrative expenses	(9.1)	(10.3)	13.6%
a) Personnel expenses	(4.6)	(5.5)	17.7%
b) Other administrative expenses	(4.4)	(4.9)	9.4%
Net provision for risks and charges	(0.0)	(0.0)	0.0%
b) Other net provisions	(0.0)	(0.0)	0.0%
Net value adjustments / write-backs on pppe	(0.6)	(0.6)	8.3%
Net value adjustments / write-backs on int. Ass.	(0.2)	(0.3)	31.1%
Other operating income and expenses	0.0	1.6	3530.4%
OPERATING COSTS	(9.8)	(9.7)	(1.7%)
PRE-TAX PROFIT (LOSS) FROM CURRENT OPERATIONS	12.7	15.7	23.9%
Income tax for the year on current operations	(4.2)	(5.0)	18.6%
PROFIT (LOSS) FOR THE YEAR	8.4	10.7	26.5%



## **Balance Sheet**

Balance Sheet (€m)	2022A	9M23	Var% YTD
Cash and cash equivalents	43.7	80.3	83.6%
Financial assets measured at fair value through p/l	0.0	0.0	14.7%
Financial assets measured at amortised cost	385.4	383.2	(0.6%)
Equity investments	0.0	0.0	-
Property, Plan and Equipment (PPE)	4.9	5.1	4.7%
Intangible assets	2.0	2.3	14.4%
Tax assets	4.6	2.7	(40.7%)
a) current	4.1	2.2	(46.3%)
b) deferred	0.5	0.5	15.1%
Other assets	3.2	3.1	(2.5%)
TOTAL ASSETS	443.8	476.7	7.4%
Financial liabilities measured at amortised cost	368.4	394.3	7.0%
a) payables	331.2	356.8	7.8%
b) outstanding securities	37.2	37.4	0.6%
Tax liabilities	4.9	5.1	4.2%
Other liabilities	11.6	12.6	8.1%
Severance pay	1.3	1.4	7.5%
Provision for risk and charges	0.8	1.3	64.0%
Share capital	4.2	4.2	0.0%
Share premium reserve	25.4	25.4	0.0%
Reserves	16.2	21.6	33.7%
Valuation reserves	0.1	0.1	33.3%
Profit (loss) for the year	10.9	10.7	(2.0%)
TOTAL LIABILITIES AND SHAREHOLDERS'S EQUITY	443.8	476.7	7.4%



## Business Plan 2022-2024 KPIs

Top Line (€ bn)	2021A	2022A ADJ	2024E	CAGR '21-'24
Turnover	1,4	2,0	3,4	34%
Allocated Amount	1,1	1,7	2,8	36%
LTV <sup>(2)</sup>	80%	83%	83%	n.a.

P&L (€ mn)	2021A	2022A ADJ	2024E	CAGR '21-'24
Interest Margin	6,2	7,3	13,7	30%
Net Commision	17,7	23,6	35,7	26%
Net Banking Income	23,9	30,9	49,3	27%
Operating costs	(9,8)	(11,6)	(14,7)	14%
Net Profit	9,5	12,1	21,5	31%

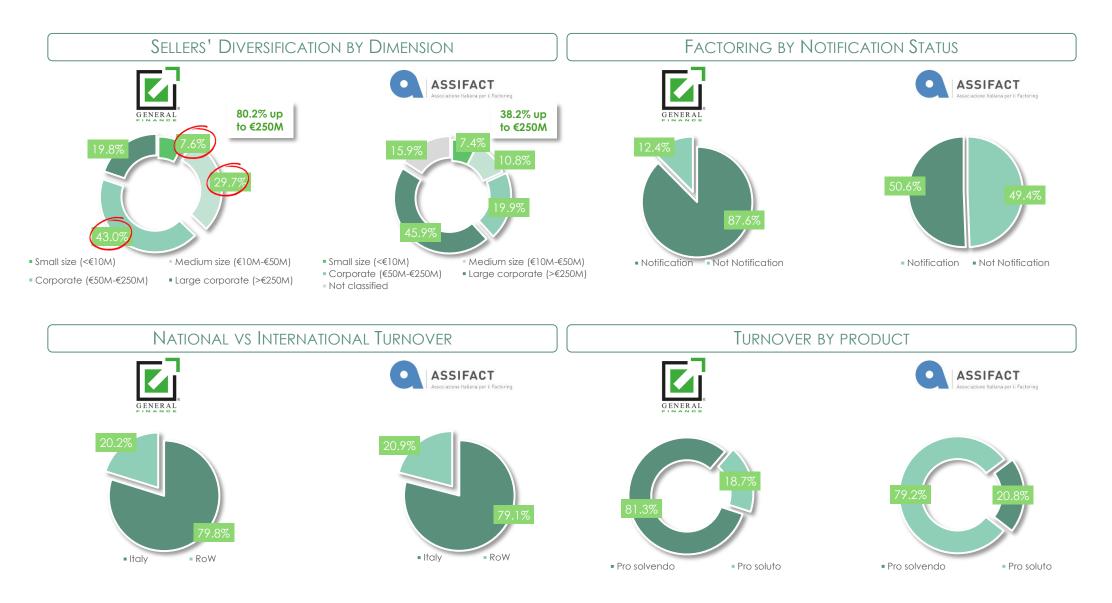
BS (€ mn)	2021A	2022A ADJ 2024E		CAGR '21-'24	
Cash & Cash Equivalents	33,5	43,7	54,7	18%	
Financial Assets	321,0	385,4	697,9	30%	
Other Assets	10,8	14,6	13,8	9%	
Total Assets	365,3	443,8	766,5	28%	
Financial Liabilities	314,6	368,4	648,5	27%	
Other Liabilities	18,7	17,4	36,7	25%	
Shareholder's Equity	32,0	58,0	81,3	36%	
Total Liabilities	365,3	443,8	766,5	28%	

KPI (%)	2021A	2022A ADJ	2024E	CAGR '21-'24
Net Banking Income / Average Loans	9,6%	8,7%	8,0%	n.a.
Interest Margin / Net Banking Income	26,0%	23,5%	27,8%	n.a.
Cost Income Ratio	40,9%	37,7%	29,7%	n.a.
ROE	42,0%	26,3%	36,0%	n.a.
CET1 Ratio	9,4%	1 <b>4</b> ,6%	11,2%	n.a.
Total Capital Ratio	13,7%	17,6%	13,3%	n.a.



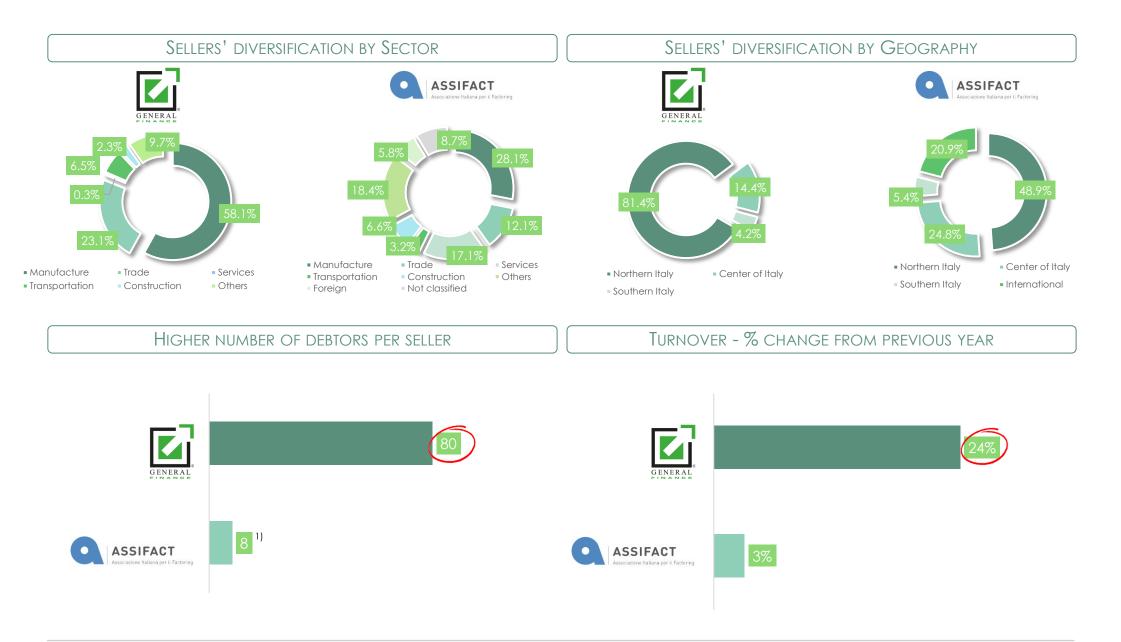
Note: 2022A ADJ means that the values are neutralized from IPO costs € 1,6 mn (2) LTV: Loan to Value

## Turnover breakdown vs system average 1/2





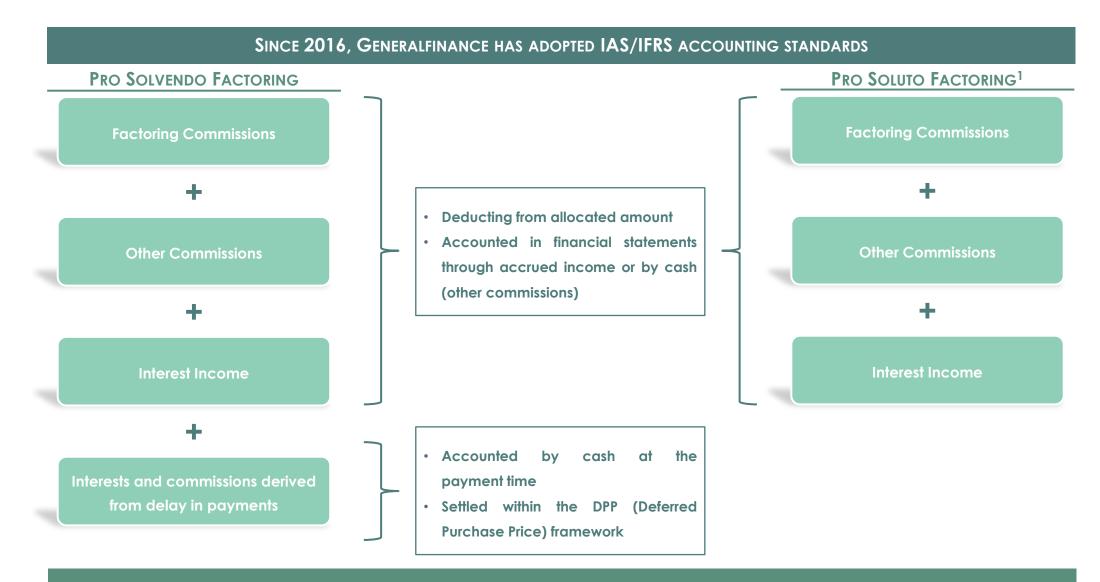
## Turnover breakdown vs system average 2/2





Generalfinance's Turnover data refers to September 30, 2023 Assifact's Turnover data refers to June 30, 2023 1) Household debtors have not been included

## Top line components



SIMPLE AND TRANSPARENT P&L PAIRED WITH ALMOST NO VOLATILITY OF FAIR VALUE / CREDIT ADJUSTMENT



## **Revenues' generation – example**

PRO SOLVENDO TRANSACTION		Formula	P&L Accounting
Invoice's nominal value	100,000	a	
Advance rate	80.00%	b	
Gross disbursed amount	80,000	c = a x b	
Maturity of disbursed amount (days)	88	e	
Contractual interest rate	4.00%	f	
Interest revenues	789.04	g = ( c x f x (e+2) ) / 365	Prepayment
500	22		
DSO	90	h	
Monthly commission rate	0.50%		
Commission revenues	1500.00	l = a x i x (h/30)	Prepayment
Total revenues	2289.04	m = a + l	Propoviment
Totallevenues	2207.04	m = g + l	Prepayment
Net disbursed amount	77,710.96	n = c - m	
	_		
Delay in payment (days)	5	0	
Delay in payment interest rate	5.00%	p	
Delay in payment commission rate	0.50%	9	
Delay in payment interest revenues	54.79	r = ( c x p x o) / 365	Cash basis
Delay in payment commission revenues	83.33	s = a x q x (o/30)	Cash basis
	100.10	4	
Delay in payment total revenues	138.13	t = r + s	Cash basis
Non-advance amount	20,000	u = a - c	
Net settlement	19,861.87	v = u - t	



## Benefits of pro-solvendo lending contract

The offsetting mechanism is a specific technicality of the Factoring Agreement, which is elaborated consistently with the Assifact standard

#### ARTICLE 28 OF GENERALFINANCE FACTORING AGREEMENT

"The Factor will be entitled to retain sums and set off the debts (of every kind) due by the Factor to the Seller against the Receivables (of every kind) due from the Seller to the Factor, including the Receivables due from the Seller to third parties and assigned to/guaranteed by the Factor.

Should the Seller default on any of its payment obligations, the Factor will be able to treat its Receivables as liquid and payable, even if not already fallen due. Offsets by the Seller require the prior written consent of the Factor".

A PRACTICAL EXAMPLE:

Seller A

D Borrower	Nominal Value (A)	LTV (B)	Disbursement (C) = (A x B)	Unpaid	Amount Collected (D)	Amounts not advanced to be settled (D - C)
1	100.000,00	80%	80.000,00	Yes	-	_
2	100.000,00	80%	80.000,00	No	100.000,00	20.000,00
3	100.000,00	80%	80.000,00	No	100.000,00	20.000,00
4	100.000,00	80%	80.000,00	No	100.000,00	20.000,00
5	100.000,00	80%	80.000,00	No	100.000,00	20.000,00
6	100.000,00	80%	80.000,00	No	100.000,00	20.000,00
7	100.000,00	80%	80.000,00	No	100.000,00	20.000,00
8	100.000,00	80%	80.000,00	No	100.000,00	20.000,00
9	100.000,00	80%	80.000,00	No	100.000,00	20.000,00
10	100.000,00	80%	80.000,00	No	100.000,00	20.000,00
	1.000.000,00		800.000,00		900.000,00	180.000,00
			Debts of the Factor Unpaid debts			180.000,00
			compensated			80.000,00
			Netting to be liquidated			100.000,00

GENERAL

is entitled to set off amounts owed by the Sellers to it against amounts owed by Generalfinance to the Sellers based on specific clauses included in the factoring agreement. The Company has a hiah Debtor/Seller ratio equal to 58, growing steadily over the last 3 financial years, against an average of the Italian factoring market calculated excludina private assigned Debtors - equal to 10<sup>1</sup>, which expands the possibilities of offsetting between receivables and

debit items against the Sellers as part of pro-solvendo transactions.

In FY 2021, Generalfinance paid an

average advance equal to 80% of

Turnover. With regard to the prosolvendo factoring, Generalfinance

# Capital Stack – A capital light lending business

