Sector: Cloud Computing



Analysts

Marco Greco

+39 02 80886654

marco.greco@value-track.com

Fair Value (€)	21.1
Market Price (€)	15.0
Market Cap. (€m)	73.4

KEY FINANCIALS (€mn)	2021A	2022E	2023E
REVENUES	19.8	28.3	34.6
EBITDA	6.9	8.3	10.5
EBIT	3.6	4.2	5.9
NET PROFIT	3.2	2.8	3.9
EQUITY	20.0	22.7	26.6
NET FIN. POS.	-0.9	-4.6	0.0
EPS (€)	0.65	0.57	0.79
DPS (€)	0.0	0.0	0.0

Source: DHH Group (2021A), Value Track (2022-23E)

RATIOS & MULTIPLES	2021A	2022E	2023E
EBITDA MARGIN (%)	35.1	29.3	30.4
EBIT MARGIN (%)	18.2	14.8	17.1
NET DEBT / EBITDA (x)	-0.1	-0.6	nm
NET DEBT / EQUITY (x)	nm	nm	nm
EV/SALES (x) (**)	3.7	2.8	2.2
EV/EBITDA (x) (**)	10.7	9.7	7.2
EV/EBIT (x) (**)	20.6	19.1	12.8

Source: DHH (2021A), Value Track (2022-23E) (*) EV adjusted for peripherals and treasury shares

STOCK DATA	
FAIR VALUE (€)	21.1
MARKET PRICE (€)	15.0
SHS. OUT. (m)	4.9
MARKET CAP. (€m)	73.4
FREE FLOAT (%)	24.2
AVG20D VOL. (#)	7,660
RIC / BBG	DHH.MI / DHH IM
52 WK RANGE	12.30-17.71

Source: Stock Market Data

3Q22/9M22 Top Line strongly up y/y

DHH is a tech group that provides cloud computing solutions in IaaS, PaaS and SaaS mode to 120.000+ clients across southeast Europe (the so-called "Adriatic Sea area"), where expected growth is higher thanks to current lower digital penetration

High double-digit turnover growth in 3Q/9M22

DHH announced 3Q22 and 9M22 Consolidated Net Revenue from Sales at €7.9mn and €20.0mn respectively, growing at fast pace (+69.4% and +40.4% y/y respectively), and in line with our full year forecasts, driven by:

- Healthy organic growth across the Group with Seeweb, accounting approx. 1/2 of Group Revenues, organically growing at 14% y/y;
- Line by line consolidation (starting as of January 2022) of the Bulgarian cloud computing and ISP Evolink acquired back in 2H21;
- Line by line consolidation (starting as of July 2022) of the newly acquired Italian B2B Internet Service Provider, Connesi.

In terms of 3Q22 Revenues by country, we also underline the brilliant performance of Croatian subsidiary (+14% y/y), while Switzerland was the worst performing one, being flat y/y.

As far as the various business segments are concerned, non-recurring ones such as Managed Services were down -15% y/y, while recurring "as-a-service" ones were up double-digit and now account for ca. 95% of total.

We note that DHH has added a new business segment, "Internet Access", related to the provisioning of internet connectivity and other Value Added services to B2B customers by Connesi and Evolink.

2022E-24E estimates unchanged

We are maintaining unchanged our 2022E-23E Top line, Net profitability, and Net financial position forecasts.

However, given the brilliant 3Q22 Top line performance, we see some likelihood that 2022E actual Top line might outperform our forecasts by a few hundred euros. Overall, in 2022E we forecast €28.3mn Total Revenues and €8.3mn EBITDA (29.3% EBITDA margin). 2022 Year-End Net Debt should stand at €4.6mn (ca. 0.6x Net Debt /EBITDA) leaving wide room for additional M&A deals.

Fair value per share at €21.1 (from €20.2)

DHH stock market price has remained pretty flat YTD (ca -5%) and is now trading at ca. 7.0x EV/EBITDA 2023E. Despite the unchanged forecasts, we are fine tuning upside our fair valuation at €21.1 p/s (from €20.2 p/s), coming from the simple average of DCF model (€22.6, unchanged) and Peers' analysis (€19.6, up from previous €17.9). At fair value, the stock would trade at 2022E multiples of 2.9x-9.7x EV/Sales and EV/EBITDA respectively.



Business Description

DHH is a tech group that provides cloud computing solutions in IaaS, PaaS and SaaS mode to 100.000+ clients across southeast Europe (the so-called "Adriatic Sea area"), where expected growth is higher thanks to current lower digital penetration. Nowadays, there are eight autonomous and independent business units under management across seven countries (Bosnia-Herzegovina, Bulgaria, Croatia, Italy, Serbia, Slovenia, and Switzerland).

DHH aims to consolidate leadership position in such countries thus benefitting from the natural growth trend already in place.

Key Financials

€mn	2020A PF	2021A	2022E	2023E
Total Revenues	19.8	28.3	34.6	37.5
Chg. % YoY	nm	42.9%	22.4%	8.3%
EBITDA	6.9	8.3	10.5	11.5
EBITDA Margin (%)	35.1%	29.3%	30.4%	30.7%
EBIT	3.6	4.2	5.9	7.0
EBIT Margin (%)	18.2%	14.8%	17.1%	18.6%
Net Profit	3.2	2.8	3.9	4.6
Chg. % YoY	nm	-12.9%	38.7%	19.5%
Adjusted Net Profit	2.6	2.8	3.9	4.6
Chg. % YoY	nm	8.9%	38.7%	19.5%
Net Fin. Position	-0.9	-4.6	0.0	5.1
Net Fin. Pos. / EBITDA (x)	0.1	0.6	nm	nm
Capex	-3.5	-2.5	-3.5	-3.8
OpFCF b.t.	2.7	5.5	6.7	7.4
OpFCF b.t. as % of EBITDA	38.5%	65.7%	63.2%	64.6%

Source: DHH Group (historical figures), Value Track (estimates)

Investment case

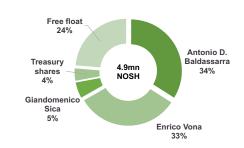
Strengths / Opportunities

- Excellent geographic footprint, market leader in Croatia and Slovenia
- Ever increasing reference market, expected to grow at double-digit rate
- Outstanding track record in digital business and M&A activities
- High profitability ratios, sound Free Cash Flow generation deriving from subscription-based recurring revenues business model

Weaknesses / Risks

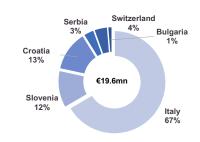
- Much lower size if compared to US tech giants
- Highly competitive market with several players

Shareholders Structure



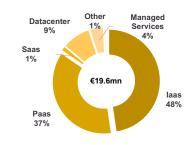
Source: DHH Group

FY21 Revenues by Country



Source: DHH Group

FY21 Revenues by Segment



Source: DHH Group

Stock multiples @ €21.1 Fair Value

	2022E	2023E
EV / SALES (x)	3.8	2.9
EV / EBITDA (x)	12.8	9.7
EV / EBIT (x)	25.4	17.3
EV / Cap. Empl. (x)	3.9	3.8
OpFCF Yield (%)	5.1	6.5
P / E (x)	37.1	26.8
P / BV (x)	4.7	4.0
Cash Div. Yield. (%)	0.0	0.0

Source: Value Track



3Q22-9M22 Net Revenue from Sales y/y evolution by Country

DHH Group Revenues by Country 3Q22 (consolidated figures)

(€)	3Q21	3Q22	Δ ΥοΥ
Italy	3,140,788	5,406,518	72.1%
Slovenia	561,866	601,367	7.0%
Croatia	617,426	705,473	14.3%
Serbia	165,077	174,857	5.9%
Switzerland	205,967	208,557	1.3%
Bulgaria	-	851,201	nm
Total	4,691,124	7,947,972	69.4%

Source: DHH, Value Track Analysis

DHH Group Revenues by Country 9M22 (consolidated figures)

(€)	9M21	9M22	Δ ΥοΥ
Italy	9,609,952	12,564,554	30.7%
Slovenia	1,701,660	1,855,265	9.0%
Croatia	1,830,308	2,092,335	14.3%
Serbia	480,907	515,564	7.2%
Switzerland	643,217	617,005	-4.1%
Bulgaria	-	2,364,588	nm
Total	14,255,044	20,009,311	40.4%

Source: DHH, Value Track Analysis

3Q22-9M22 Net Revenue from Sales y/y evolution by Segment

DHH Group Revenues by Segment 3Q22 (consolidated figures)

(€)	3Q21	3Q22	Δ ΥοΥ
laaS	2,227,562	2,939,285	32.0%
PaaS	1,463,225	1,888,868	29.1%
SaaS	66,022	69,849	5.8%
Internet Access	-	1,667,883	nm
Datacenter & Networking	700,613	779,910	11.3%
Managed Services	94,547	97,790	3.4%
Other	139,156	504,387	262.5%
Total	4,691,124	7,947,972	69.4%

Source: DHH, Value Track Analysis



DHH Group Revenues by Segment 9M22 (consolidate figures)

(€)	9M21	9M22	Δ ΥοΥ
laaS	6,794,730	8,115,115	19.4%
PaaS	4,993,623	5,928,292	18.7%
SaaS	207,097	281,606	36.0%
Internet Access	-	1,667,883	nm
Datacenter & Networking	1,554,950	2,988,362	92.2%
Managed Services	510,978	434,503	-15.0%
Other	204,665	593,549	190.0%
Total	20,009,311	14,255,044	40.4%

Source: DHH, Value Track Analysis

2022YTD Net Revenue from Sales y/y evolution by Country and by Segment

DHH: Revenues evolution from FY21 to 9M22 by Country

		•	•		
(€)	FY21	1Q22	2Q22	3Q22	9M22
Italy	13,021,457	3,495,698	3,662,338	5,406,518	12,564,554
Slovenia	2,303,120	643,909	609,989	601,367	1,855,265
Croatia	2,497,679	690,224	696,638	705,473	2,092,335
Serbia	656,078	167,160	173,547	174,857	515,564
Switzerland	823,499	203,583	204,865	208,557	617,005
Bulgaria	253,597	671,244	842,143	851,201	2,364,588
Total	19,555,430	5,871,818	6,189,520	7,947,973	20,009,311

Source: DHH, Value Track Analysis

DHH: Revenues evolution from FY21 to 9M22 by Segment

(€)	FY21	1Q22	2Q22	3Q22	9M22
laaS	9,327,799	2,426,058	2,749,772	2,939,285	8,115,115
PaaS	7,210,342	2,114,074	1,925,350	1,888,868	5,928,292
SaaS	288,127	107,440	104,317	69,849	281,606
Internet Access	-	-	-	1,667,883	1,667,883
Datacenter & Networking	1,744,864	1,029,010	1,179,442	779,910	988,362
Managed Services	850,503	149,535	187,178	97,790	434,503
Other	133,794	45,701	43,461	504,387	593,549
Total	19,555,430	5,871,818	6,189,520	7,947,973	20,009,311

Source: DHH, Value Track Analysis



Valuation

Year-to-date DHH share price is down ca. 5%, outperforming both FTSE Italia Growth Index, and many of its domestic and foreign comparables.

Despite the unchanged estimates, we hereby update our fair value per share at €21.1 (up from €20.2), as simple average of:

- Peers' analysis at €19.6, up from €17.9 and positively affected by higher Peers' multiples;
- DCF model at €22.6, unchanged.

At fair value, the stock would trade at 2023E multiples of 9.7x EV/EBITDA, 17.3x EV/EBIT and 26.8x P/E, at discount vs. peers on EV/EBIT and at premium on EV/EBITDA and P/E.

This compares with the following 2023E multiples based on current stock market price: 7.0x-12.4x-19.0x EV/EBITDA, EV/EBIT and P/E 2023E.

Peers' analysis

Compared to October 3rd 2022, when we published our latest update on DHH, the share price of DHH peers (companies operating in the tech space, and somehow exposed to same capital markets) has remained pretty unchanged, but for OVH that is up some 20% after the release of its FY22 results. At the same time, the update of consensus figures has unveiled some downward revisions and this has led Peers multiples higher.

As a matter of facts, DHH Peers' 2023E EV/EBITDA, EV/EBIT and P/E multiples are now calculated to stand at ca. 8.6x, 21.8x and 17.8x, respectively and this leads to a Peers' based fair equity valuation of DHH shares at €19.6 p/s (up from previous €17.9).

DHH: Peers' stock trading multiples

Zimir odio otook utumig manipioo							
Company	EV/EBITDA (x)		EV/EBIT (x)		P/E (x)		
	2022E	2023E	2022E	2023E	2022E	2023E	
Growens	14.4	8.8	nm	nm	nm	nm	
Relatech	6.7	4.8	9.8	7.2	14.7	10.7	
Unidata	7.6	6.3	14.2	9.5	19.9	13.5	
Digital 360	11.3	6.9	21.5	11.2	17.5	12.4	
Intred	10.2	9.1	16.8	15.8	22.5	20.4	
Reevo	13.4	9.7	19.6	14.1	34.0	24.0	
WIIT	16.0	13.3	nm	27.1	34.5	24.9	
Gigas Hosting	8.5	7.9	nm	nm	nm	nm	
OVH	11.5	10.6	nm	nm	nm	nm	
Avg. Peers	11.1	8.6	28.8	21.8	23.9	17.6	
DHH @ market price	9.4	7.0	18.6	12.4	26.4	19.0	
DHH discount vs Average	-16%	-19%	-36%	-44%	10%	8%	

Source: Market Consensus. Value Track Analysis



DCF Valuation

As far as the DCF Model is concerned, there are no changes in the parameters that we updated after 1H22 release.

As there are also no changes in our forecast, we confirm the DCF driven €22.6 fair equity value per share, based on a "target" capital structure with, Net Debt at 30% of the Capital Invested and 9.2% WACC (expanded CAPM approach) relying on the following assumptions:

- 2.0% Risk-free rate, 0.9x unlevered beta (average of internet and system application sectors), 7.82% Italian ERP (see Damodaran online web site), and additional 1.0% small size/liquidity risk premium;
- Explicit financial statements projections from 2023E up to 2030E and Terminal Value at 2031E, obtained applying a 2% Perpetuity Growth Rate (PGR).

DHH Group: Discounted Cash Flow based on "target" capital structure

(€mn)	
PV of future cash flows FY23E-FY30E	44.3
PV of Terminal value with PGR at 2%	66.0
Fair Enterprise value	110.3
Net Fin. Position 2022E Year-End	-4.6
Minorities and Peripheral assets	-0.1
Fair Equity value (€mn)	105.7
Fair Equity value per share (€)	22.6

Source: Value Track Analysis



DISCLAIMER

THIS DOCUMENT IS PREPARED BY VALUE TRACK S.R.L. THIS DOCUMENT IS BEING FURNISHED TO YOU SOLELY FOR YOUR INFORMATION ON A CONFIDENTIAL BASIS AND MAY NOT BE REPRODUCED, REDISTRIBUTED OR PASSED ON, IN WHOLE OR IN PART, TO ANY OTHER PERSON. IN PARTICULAR, NEITHER THIS DOCUMENT NOR ANY COPY THEREOF MAY BE TAKEN OR TRANSMITTED OR DISTRIBUTED, DIRECTLY OR INDIRECTLY, INTO CANADA OR JAPAN OR AUSTRALIA TO ANY RESIDENT THEREOF OR INTO THE UNITED STATES, ITS TERRITORIES OR POSSESSIONS. THE DISTRIBUTION OF THIS DOCUMENT IN OTHER JURISDICTIONS MAY BE RESTRICTED BY LAW AND PERSONS INTO WHOSE POSSESSION THIS DOCUMENT COMES SHOULD INFORM THEMSELVES ABOUT, AND OBSERVE, ANY SUCH RESTRICTION. ANY FAILURE TO COMPLY WITH THESE RESTRICTIONS MAY CONSTITUTE A VIOLATION OF THE LAWS OF ANY SUCH OTHER JURISDICTION. THIS DOCUMENT DOES NOT CONSTITUTE OR FORM PART OF, AND SHOULD NOT BE CONSTRUED AS, AN OFFER, INVITATION OR INDUCEMENT TO SUBSCRIBE FOR OR PURCHASE ANY SECURITIES, AND NEITHER THIS DOCUMENT NOR ANYTHING CONTAINED HEREIN SHALL FORM THE BASIS OF OR BE RELIED ON IN CONNECTION WITH OR ACT AS AN INVITATION OR INDUCEMENT TO ENTER INTO ANY CONTRACT OR COMMITMENT WHATSOEVER. THIS DOCUMENT HAS NOT BEEN PUBLISHED GENERALLY AND HAS ONLY BEEN MADE AVAILABLE TO INSTITUTIONAL INVESTORS. IN MAKING AN INVESTMENT DECISION, POTENTIAL INVESTORS MUST RELY ON THEIR OWN EXAMINATION OF THE COMPANY AND ITS GROUP INCLUDING THE MERITS AND RISKS INVOLVED. THIS DOCUMENT IS FOR DISTRIBUTION IN OR FROM THE UNITED KINGDOM ONLY TO PERSONS WHO: (I) HAVE PROFESSIONAL EXPERIENCE IN MATTERS RELATING TO INVESTMENTS FALLING WITHIN ARTICLE 19(5) OF THE FINANCIAL SERVICES AND MARKETS ACT 2000 (FINANCIAL PROMOTION) ORDER 2005 (AS AMENDED, THE "FINANCIAL PROMOTION ORDER"), (II) ARE PERSONS FALLING WITHIN ARTICLE 49(2)(A) TO (D) ("HIGH NET WORTH COMPANIES, UNINCORPORATED ASSOCIATIONS ETC.") OF THE FINANCIAL PROMOTION ORDER, (III) ARE OUTSIDE THE UNITED KINGDOM, OR (IV) ARE PERSONS TO WHOM AN INVITATION OR INDUCEMENT TO ENGAGE IN INVESTMENT ACTIVITY (WITHIN THE MEANING OF SECTION 21 OF THE FINANCIAL SERVICES AND MARKETS ACT 2000) IN CONNECTION WITH THE ISSUE OR SALE OF ANY SECURITIES MAY OTHERWISE LAWFULLY BE COMMUNICATED OR CAUSED TO BE COMMUNICATED (ALL SUCH PERSONS TOGETHER BEING REFERRED TO AS "RELEVANT PERSONS"). THIS DOCUMENT IS DIRECTED ONLY AT RELEVANT PERSONS AND MUST NOT BE ACTED ON OR RELIED ON BY PERSONS WHO ARE NOT RELEVANT PERSONS. ANY INVESTMENT OR INVESTMENT ACTIVITY TO WHICH THIS DOCUMENT RELATES IS AVAILABLE ONLY TO RELEVANT PERSONS AND WILL BE ENGAGED IN ONLY WITH RELEVANT PERSONS. IN ITALY THIS DOCUMENT IS BEING DISTRIBUTED ONLY TO, AND IS DIRECTED AT QUALIFIED INVESTORS WITHIN THE MEANING OF ARTICLE 100 OF LEGISLATIVE DECREE NO. 58 OF 24 FEBRUARY 1998, AS AMENDED, AND ARTICLE 34-TER, PARAGRAPH 1, LETTER B), OF CONSOB REGULATION ON ISSUERS NO. 11971 OF MAY 14, 1999, AS SUBSEQUENTLY AMENDED (THE "ISSUERS' REGULATION") PROVIDED THAT SUCH QUALIFIED INVESTORS WILL ACT IN THEIR CAPACITY AND NOT AS DEPOSITARIES OR NOMINEES FOR OTHER SHAREHOLDERS, SUCH AS PERSONS AUTHORISED AND REGULATED TO OPERATE IN FINANCIAL MARKETS, BOTH ITALIAN AND FOREIGN, I.E.: A) BANKS; B) INVESTMENT FIRMS; C) OTHER AUTHORISED AND REGULATED FINANCIAL INSTITUTIONS; D) INSURANCE COMPANIES; E) COLLECTIVE INVESTMENT UNDERTAKINGS AND MANAGEMENT COMPANIES FOR SUCH UNDERTAKINGS; F) PENSION FUNDS AND MANAGEMENT COMPANIES FOR SUCH FUNDS; G) DEALERS ACTING ON THEIR OWN ACCOUNT ON COMMODITIES AND COMMODITY-BASED DERIVATIVES; H) PERSONS DEALING EXCLUSIVELY ON THEIR OWN ACCOUNT ON FINANCIAL INSTRUMENTS MARKETS WITH INDIRECT MEMBERSHIP OF CLEARING AND SETTLEMENT SERVICES AND THE LOCAL COMPENSATORY AND GUARANTEE SYSTEM; I) OTHER INSTITUTIONAL INVESTORS; L) STOCKBROKERS; (2) LARGE COMPANIES WHICH AT INDIVIDUAL COMPANY LEVEL MEET AT LEAST TWO OF THE FOLLOWING REQUIREMENTS: — BALANCE SHEET TOTAL: 20,000,000 EURO, — NET REVENUES: 40,000,000 EURO, — OWN FUNDS: 2,000,000 EURO; (3) INSTITUTIONAL INVESTORS WHOSE MAIN ACTIVITY IS INVESTMENT IN FINANCIAL INSTRUMENTS, INCLUDING COMPANIES DEDICATED TO THE SECURITISATION OF ASSETS AND OTHER FINANCIAL TRANSACTIONS (ALL SUCH PERSONS TOGETHER BEING REFERRED TO AS "RELEVANT PERSONS"). ANY PERSON WHO IS NOT A RELEVANT PERSON SHOULD NOT ACT OR RELY ON THIS DOCUMENT OR ANY OF ITS CONTENTS. THIS DOCUMENT IS NOT ADDRESSED TO ANY MEMBER OF THE GENERAL PUBLIC IN ITALY. UNDER NO CIRCUMSTANCES SHOULD THIS DOCUMENT CIRCULATE AMONG, OR BE DISTRIBUTED IN ITALY TO (I) A MEMBER OF THE GENERAL PUBLIC, (II) INDIVIDUALS OR ENTITIES FALLING OUTSIDE THE DEFINITION OF "QUALIFIED INVESTORS" AS SPECIFIED ABOVE OR (III) DISTRIBUTION CHANNELS THROUGH WHICH INFORMATION IS OR IS LIKELY TO BECOME AVAILABLE TO A LARGE NUMBER OF PERSONS. THIS DOCUMENT IS BEING DISTRIBUTED TO AND IS DIRECTED ONLY AT PERSONS IN MEMBER STATES OF THE EUROPEAN ECONOMIC AREA ("EEA") WHO ARE "QUALIFIED INVESTORS" WITHIN THE MEANING OF ARTICLE 2(1)(E) OF THE PROSPECTUS DIRECTIVE (DIRECTIVE 2003/71/EC), ("QUALIFIED INVESTORS"). ANY PERSON IN THE EEA WHO RECEIVES THIS DOCUMENT WILL BE DEEMED TO HAVE REPRESENTED AND AGREED THAT IT IS A QUALIFIED INVESTOR. ANY SUCH RECIPIENT WILL ALSO BE DEEMED TO HAVE REPRESENTED AND AGREED THAT IT HAS NOT RECEIVED THIS DOCUMENT ON BEHALF OF PERSONS IN THE EEA OTHER THAN QUALIFIED INVESTORS OR PERSONS IN THE UK, ITALY AND OTHER MEMBER STATES (WHERE EQUIVALENT LEGISLATION EXISTS) FOR WHOM THE INVESTOR HAS AUTHORITY TO MAKE DECISIONS ON A WHOLLY DISCRETIONARY BASIS. THE COMPANY, VALUE TRACK S.R.L. AND THEIR AFFILIATES, AND OTHERS WILL RELY UPON THE TRUTH AND ACCURACY OF THE FOREGOING REPRESENTATIONS AND AGREEMENTS. ANY PERSON IN THE EEA WHO IS NOT A QUALIFIED INVESTOR SHOULD NOT ACT OR RELY ON THIS DOCUMENT OR ANY OF ITS CONTENTS. THE EXPRESSION "PROSPECTUS DIRECTIVE" MEANS DIRECTIVE 2003/71/EC (AND AMENDMENTS THERETO, INCLUDING THE 2010 PD AMENDING DIRECTIVE, TO THE EXTENT IMPLEMENTED IN THE RELEVANT MEMBER STATE), AND INCLUDES ANY RELEVANT IMPLEMENTING MEASURE IN THE RELEVANT MEMBER STATE AND THE EXPRESSION "2010 PD AMENDING DIRECTIVE" MEANS DIRECTIVE 2010/73/EU. DHH SPA (THE "COMPANY") IS A RESEARCH CLIENT OF VALUE TRACK S.R.L. HOWEVER ANY FORECASTS, OPINIONS AND EXPECTATIONS CONTAINED HEREIN ARE ENTIRELY THOSE OF VALUE TRACK S.R.L. AND ARE GIVEN AS PART OF ITS NORMAL RESEARCH ACTIVITY AND SHOULD NOT BE RELIED UPON AS HAVING BEEN AUTHORISED OR APPROVED BY ANY OTHER PERSON, VALUE TRACK S.R.L. HAS NO AUTHORITY WHATSOEVER TO MAKE ANY REPRESENTATION OR WARRANTY ON BEHALF OF THE COMPANY, ITS SHAREHOLDERS, ANY OF ITS ADVISORS, OR ANY OTHER PERSON IN CONNECTION THEREWITH. WHILE ALL REASONABLE CARE HAS BEEN TAKEN TO ENSURE THAT THE FACTS STATED HEREIN ARE ACCURATE AND THAT THE FORECASTS, OPINIONS AND EXPECTATIONS CONTAINED HEREIN ARE FAIR AND REASONABLE, VALUE TRACK S.R.L. HAS NOT VERIFIED THE CONTENTS HEREOF AND ACCORDINGLY NONE OF VALUE TRACK S.R.L., THE COMPANY, ITS SHAREHOLDERS, ANY ADVISORS TO THE COMPANY OR ITS SHAREHOLDERS OR ANY OTHER PERSON IN CONNECTION THEREWITH NOR ANY OF THEIR RESPECTIVE DIRECTORS, OFFICERS OR EMPLOYEES, SHALL BE IN ANY WAY RESPONSIBLE FOR THE CONTENTS HEREOF AND NO RELIANCE SHOULD BE PLACED ON THE ACCURACY, FAIRNESS, OR COMPLETENESS OF THE INFORMATION CONTAINED IN THIS DOCUMENT. NO PERSON ACCEPTS ANY LIABILITY WHATSOEVER FOR ANY LOSS HOWSOEVER ARISING FROM THE USE OF THIS DOCUMENT OR OF ITS CONTENTS OR OTHERWISE ARISING IN CONNECTION THEREWITH. TO THE EXTENT PERMITTED BY LAW AND BY REGULATIONS, VALUE TRACK S.R.L. (OR ITS OFFICERS, DIRECTORS OR EMPLOYEES) MAY HAVE A POSITION IN THE SECURITIES OF (OR OPTIONS, WARRANTS OR RIGHTS WITH RESPECT TO, OR INTEREST IN THE SHARES OR OTHER SECURITIES OF) THE COMPANY AND MAY MAKE A MARKET OR ACT AS A PRINCIPAL IN ANY TRANSACTIONS IN SUCH SECURITIES.