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**PRESS RELEASE**

**THE BOARD OF DIRECTORS APPROVED THE FINANCIAL STATEMENTS AS OF DECEMBER 31, 2018**

- Net result as of December 31, 2018 was 52.7 million.
- Compared to the proceeds of the IPO (May 4, 2018), NAV grew by about 30.7% to approximately 198.0 million (after absorbing the listing costs), of which about €100.1 million represented by FII units and the stake in Club del Sole and about €97.9 million net cash.
- The Adjusted Cost Value (available cash + equity investments recorded at their purchase value) grows to 170.4 million.
- The 11 companies currently held in portfolio (direct shareholdings or through Fondo Italiano di Investimento) reported a total turnover of about €1.1 billion, EBITDA of about €135 million and net debt of approximately 1.7x Ebitda (as of December 31, 2017, last public available data).
- During the second half of the year, the investments in Megadyne, Mesgo and GMM were sold with a capital gain for NB Aurora.
- First investment with the acquisition of a minority stake in Club del Sole.
- The Board of Directors proposed to the Shareholders' Meeting the distribution of a total ordinary dividend equal to €18.9 million (this results in a distribution of Euro 1.06 per listed share)

*Luxembourg, March 21, 2019*

The Board of Directors of NB Aurora S.A. SICAF-RAIF (“**NB Aurora**”), a company under Luxembourg law, met today, examined and approved the Financial Statements as of December 31, 2018.

NB Aurora, the first permanent capital vehicle listed in Italy on the MIV professional segment of the Italian Stock Exchange, organized and managed by Borsa Italiana S.p.A., was incorporated by Neuberger Berman on September 14, 2017 with the aim of acquiring minority stakes in Italian top-class, unlisted SMEs in order to support their growth and internationalization process through investments with a long-term horizon and support entrepreneurs, as partners, in strategic and management decisions. In detail, NB Aurora is committed to operate as an active investor able to foster the development of companies that are leaders in their respective markets of reference, also by leveraging on Neuberger Berman’s international network consisting of over 30 offices worldwide and more than \$300 billion AUM. NB Aurora aims to create value by supporting the companies in its portfolio along the following development lines:

- internationalization;
- consolidation of niches and fragmented markets;
- recruitment, in concert with the majority stakeholder, of new managers, who can facilitate the generational transfer;
- streamlining of complex ownership structures.

Usually, NB Aurora does not use any financial leverage but searches for visionary entrepreneurs to partner with in developing their projects.

The management of its investment portfolio is entrusted to a team made up of 10 Neuberger Berman professionals, mostly coming from the Fondo Italiano di Investimento, who have been working together for more than seven years, selecting target companies and subsequently managing the portfolio.

### **Acquisition of a portfolio of 17 minority stakes**

Following the publication of the Prospectus available from NB Aurora’s website and the subsequent commencement of trading of NB Aurora Class A ordinary shares (May 4, 2018) on the MIV, the investment vehicle completed the acquisition of 44.55% of the units of Fondo Italiano di Investimento, managed by Neuberger Berman AIFM Limited, having satisfied the conditions set forth in the co-investment agreement signed with NB SOF IV Holdings LP in November 2017, as further amended. Through the acquisition of units in FII, NB Aurora gained access to a portfolio of 17 minority stakes in Italian SMEs with strong growth potential, including at an international level. The consideration paid by

NB Aurora for the transaction was reduced to €75.4 million, following the distributions made by FII before NB Aurora's acquisition, as a result of total divestments of Surgital, Brugola, Labomar, Bat, Turbocoating, Geico Lender and the partial divestments of DbA and Ien.

Compared to the proceeds of the IPO (May 4, 2018) amounting to €151.6 million – of which €150 million of Class A shares and €1.6 million of Class B and special shares –, NAV grew by about 30.7% to approximately €198.0 million (after absorbing the listing costs), of which about €67.0 million represented by FII units, about €33.2m represented by the stake held in Club del Sole and about €97.9 million net cash.

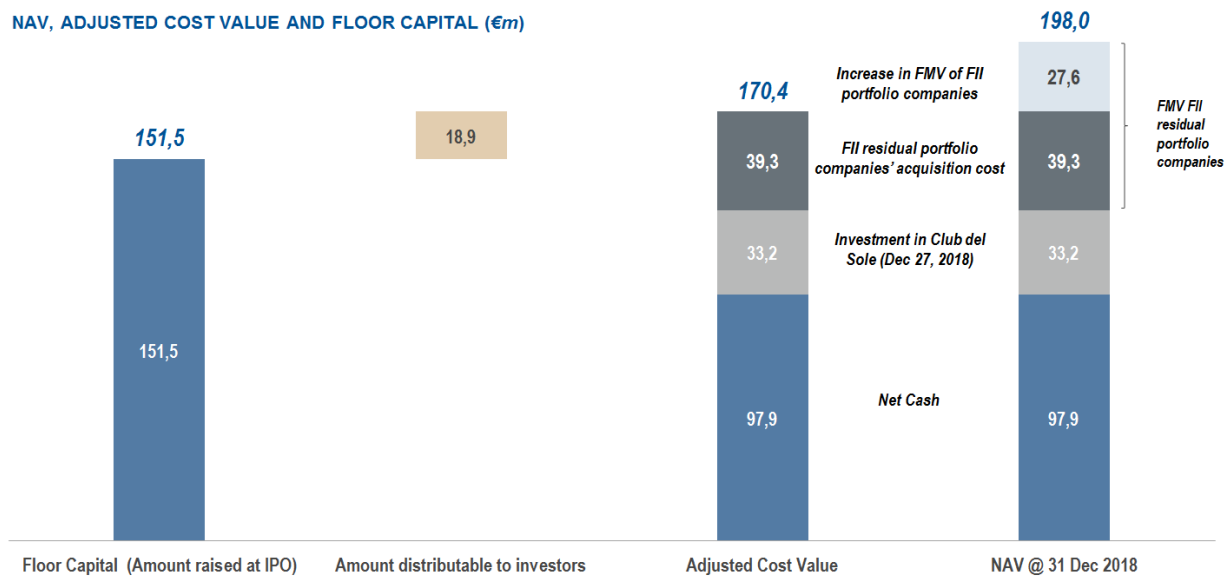
The permanent capital vehicle closed the 2018 financial year with a net result of €52.7 million.

### **Relevant events**

- On September 11, 2018 FII sold its entire stake in **Megadyne** (NB Aurora's stake: 2.1%) for a total of €32.9 million. NB Aurora reported a capital gain of approximately €9.0 million;
- On October 1, 2018 FII sold its entire stake in **Mesgo** (NB Aurora's stake: 14.3%) for about €38.5 million. NB Aurora reported a capital gain of approximately €9.6 million;
- On November 15, 2018, FII sold its investment in **General Medical Merate (GMM)** for a total of €18.2 million. NB Aurora reported a capital gain of approximately €1.8 million.
- On December 27, 2018, NB Aurora acquired a minority stake (about 26%) of **Club del Sole** with an investment of about €33.2 million.

The FMV of its residual investments amounted to €67.0 million, compared to a residual purchase cost of €39.3 million.

#### NAV, ADJUSTED COST VALUE AND FLOOR CAPITAL (€m)



#### Analysis of the NB Aurora portfolio

The aggregated turnover of the 11 companies currently held in portfolio, on the basis of the financial statements as of December 31, 2017 (last public available data), amounted to about €1.1 billion and grew at a rate exceeding 17% compared to 2016; aggregated EBITDA amounted to approximately €135 million, up 27% compared to the same period of the previous year. Net debt at the same date was about 1.7x Ebitda.

To date, the portfolio includes:

- **Forgital:** specialized in the production of hot-rolling rings made of steel and other alloys for the Industrial (Oil & Gas, Transmission, Power Generation and General Mechanics) and Aerospace sectors. The Group operates directly in Italy, France and the United States and is one of the few companies qualified for supplying airplane engine components. In 2017, the Group's value of production was €419.4 million (+23.1% YoY), EBITDA was €82.7 million (+37.7% YoY) and EBITDA margin was about 20%. NB Aurora indirectly holds a shareholding of 7.6%.
- **Ligabue:** it is a world leading operator in the catering service sector that operates in remote sites such as oil platforms and fields, mining camps and construction sites. The Group has a workforce of over 6,000 and operates in 14 countries worldwide. In 2017, the Group's revenues totaled €277.2 million (+7.7% YoY) and EBITDA was €16.5 million (+16.2% YoY). NB Aurora indirectly holds a shareholding of 13.6%.

- **La Patria:** it renders security services in the Emilia Romagna and Lombardy Regions. Thanks to its business model based on high value-added services and its solid technology-oriented approach, it can boast the highest margin results in this industry in Italy. Since the investment date, the management structure has been strengthened (appointment of a CEO and a CFO) and three acquisitions were completed. In 2017, it reported a turnover of €30.0 million (+5.8% compared to the previous year) and EBITDA of €7.4 million (24.8% of turnover). NB Aurora indirectly holds a shareholding of 14.4%.
- **Sira:** it operates in two specific market segments: (i) manufacturing of heating radiators, and (ii) supplying of full-cycle castings and die casting molds for aluminum to the mechanical and automotive industries. In 2017, turnover amounted to €97.5 million (+12.1%), with EBITDA of €6.6 million (+18.5%). NB Aurora indirectly holds a shareholding of 18.0%.
- **Amut:** since 1958 it has been involved in the construction of lines to process plastic materials. AMUT first entered the market as manufacturer of extruders and then gradually carried on its technological development to cover the entire life cycle of plastic materials (raw materials processing, extrusion and thermoforming of the finished product, finishing processes, recovery of the product through recycling technologies). In 2017, turnover and EBITDA grew by 41.4% and 58.3%, respectively, reaching €87.5 million (from €61.9 million) and €4.9 million (from €3.1 million). NB Aurora indirectly holds a shareholding of 17.7%.
- **DBA Group:** listed on the Milan stock exchange, it is an independent group specialized in developing professional, technical and management services for the Architecture, Engineering, Project & Lifecycle Management and ICT fields. In 2017, turnover totaled €42.3 million, up 3.2% on the previous year. EBITDA was €4.5 million. NB Aurora indirectly holds a shareholding of 4.4%.
- **Elco:** it is specialized in producing high-tech printed circuits for electronic systems. In 2017, turnover totaled €58.6 million, up 57.7% on the previous year. EBITDA was about €4.0 million. NB Aurora indirectly holds a shareholding of 13.3%.
- **Zeis:** it produces shoes under several own brands, such as Cult and Dockstep. The company has applied for a bankruptcy procedure. NB Aurora indirectly holds a shareholding of 8.9%.
- **Club del Sole:** the company now directly manages 11 campsites in 6 regions of Central-Northern Italy. Club del Sole has recorded significant growth in recent years, going from a turnover of about 8 million euros in 2008 to over 42 million euros in 2018 with a pro-forma EBITDA margin of more than 12 million euros.

### **Dividend**

The Board of Directors proposes to the Shareholders' Meeting, subject to the approval of the financial statements for the year ended at 31 December 2018, to distribute, according to the listing prospectus,

an ordinary dividend of Euro 18.9 million of which Euro 15.9 million to class A shareholders, Euro 3.0 million to class B shareholders and Euro 0.05 million to special shares owners. This results in a distribution of Euro 1.06 per listed share. The coupon detachment date is May 20, 2019, the record date is May 21, 2019 and the payment date is set for May 22, 2019.

The disclosure to the public of the Financial Statements as of December 31, 2018, together with the Independent Auditors' Report, will be announced by issuing a dedicated press release.

# 1. Statement of Comprehensive Income

	For the year ended 31 December 2018 €	From 14 September 2017 (date of incorporation) to 31 December 2017 €
<b>Income</b>		
Realised and change in unrealised gains on financial assets and liabilities at fair value through profit or loss	60.253.225	-
Interest income	17.373	-
<b>Total investment income</b>	<b>60.270.598</b>	-
<b>Expenses</b>		
Professional fees	4.713.911	-
Management fees	1.500.473	-
Arrangement fee	315.000	-
Directors' fees	189.164	-
Administration, custody and transfer agent fees	109.477	34.000
Audit fees	65.111	35.100
Interest on term loan	54.372	-
Market authority fees	25.097	15.000
Other interest	17.895	-
Other expenses	624.405	-
<b>Total expenses</b>	<b>7.614.905</b>	84.100
<b>Total profit/(loss) for the year/period</b>	<b>52.655.693</b>	(84.100)
<b>Other comprehensive income</b>		
Items that will not be reclassified in P&L	-	-
Items that are or may be reclassified subsequently to P&L	-	-
<b>Total comprehensive income/(loss) for the year/period</b>	<b>52.655.693</b>	(84.100)

## 2. Statement of Financial Position

	As of 31 December 2018 €	As of 31 December 2017 €
<b>Non-current assets</b>		
Non Pledged Financial assets at fair value through profit or loss	100.123.821	-
<b>Total non-current assets</b>	<b>100.123.821</b>	-
<b>Current assets</b>		
Cash and cash equivalents	100.302.075	50.000
<b>Total current assets</b>	<b>100.302.075</b>	50.000
<b>Total assets</b>	<b>200.425.896</b>	50.000
<b>Equity</b>		
Share capital	145.465.956	50.000
Retained earnings/(loss)	52.571.593	(84.100)
<b>Total equity</b>	<b>198.037.549</b>	(34.100)
<b>Current liabilities</b>		
Accrued expenses and other payables	2.388.347	84.100
<b>Total current liabilities</b>	<b>2.388.347</b>	84.100
<b>Total equity and liabilities</b>	<b>200.425.896</b>	50.000



### 3. Statement of Cash Flow

	For the year ended 31 December 2018 €	From 14 September 2017 (date of incorporation) to 31 December 2017 €
<b>Cash flows from operating activities</b>		
Profit/(loss) for the year/period	52.655.693	(84.100)
<b>Adjustments for:</b>		
Fair value of financial assets	(27.622.175)	-
Interest income	(17.373)	-
Interest charges	72.267	-
Realised gain on financial assets	(32.631.050)	-
Listing costs paid	430.186	-
	<b>(59.768.145)</b>	-
<b>Changes in:</b>		
Professional fees payable	975.778	-
IPO costs payable	668.587	-
Administration, custody and transfer agent fees payable	109.477	34.000
Audit fees payable	30.011	35.100
Directors' fees payable	169.161	-
Market authority fees payable	4.972	15.000
Accrued expenses and other payables	346.261	-
	<b>2.304.247</b>	84.100
Interest received	17.373	-
Interest paid	(72.267)	-
<b>Net cash used in operating activities</b>	<b>(4.863.099)</b>	-
<b>Cash flows from investing activities</b>		
Acquisition of investments	(108.566.696)	-
Deposit pledged	(31.500.000)	-
Reimbursement of deposit	31.500.000	-
Disposals of investments	68.696.100	-
<b>Net cash used in investing activities</b>	<b>(39.870.596)</b>	-
<b>Cash flows from financing activities</b>		
Proceeds from borrowings (net of commission fees)	31.500.000	-
Repayment of borrowings (net of commission fees)	(31.500.000)	-
Proceeds from issuance of shares (net of listing costs)	144.985.770	50.000
<b>Net cash provided by financing activities</b>	<b>144.985.770</b>	50.000
<b>Net increase in cash and cash equivalents for the year/period</b>	100.252.075	50.000
Cash and cash equivalents at the beginning of the year/period	50.000	-
<b>Cash and cash equivalents at the end of the year/period</b>	<b>100.302.075</b>	50.000

#### 4. Statement of Change in Equity

	Share Capital	Accumulated (Losses)/Gains and other movements	Total Equity
	€	€	€
As of 14 September 2017	-	-	-
Issuance of shares	50.000	-	50.000
Loss for the period	-	(84.100)	(84.100)
As of 31 December 2017	<u>50.000</u>	<u>(84.100)</u>	<u>(34.100)</u>
Issuance of shares	151.500.000	-	151.500.000
Listing costs	(6.084.044)	-	(6.084.044)
Profit for the year	-	52.655.693	52.655.693
<b>As of 31 December 2018</b>	<b><u>145.465.956</u></b>	<b><u>52.571.593</u></b>	<b><u>198.037.549</u></b>

## NB Aurora

NB Aurora, the first permanent capital vehicle listed in Italy on the MIV professional segment of the Italian Stock Exchange, has been created with the purpose to invest in unlisted SMEs, conveying financial resources to support their growth and international expansion, thus helping to support the real economy. NB Aurora is promoted by Neuberger Berman, private, independent, employee-owned investment manager, with \$304 billion AUM (as of June 30, 2018).

The investment target includes those top-class SMEs with a leading position in specialized niches and a strong export attitude with a turnover between €30 and €300 million. NB Aurora team will operate with an active minority approach, to partner with entrepreneurs with a medium-long term horizon.

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NB Aurora S.A. SICAF-RAIF is reserved alternative investment fund (RAIF) in the form of an investment company with fixed capital (société d'investissement à capital fixe capital SICAF) as per the Luxembourg law of 26 July 2016 on reserved alternative investment funds.

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