

Equity Company Note

BE

4Q/FY14 Results

| BE - Key estimates and o | lata | | | | |
|--------------------------|-------|-------|-------|-------|-------|
| Y/E December | | 2014A | 2015E | 2016E | 2017E |
| Revenues | EUR M | 98.47 | 107.5 | 113.8 | 120.9 |
| EBITDA | EUR M | 12.93 | 15.77 | 17.98 | 20.22 |
| EBIT | EUR M | 6.11 | 9.57 | 11.57 | 13.03 |
| Net Income | EUR M | 1.04 | 4.15 | 5.70 | 6.75 |
| Dividend ord. | EUR | 0.01 | 0.01 | 0.02 | 0.02 |
| Adj. EPS | EUR | 0.01 | 0.03 | 0.04 | 0.05 |
| EV/EBITDA | X | 6.1 | 5.9 | 5.3 | 4.5 |
| Adj. P/E | X | 59.1 | 18.9 | 13.7 | 11.6 |

A: actual; E:estimates; Source: Company data and Intesa Sanpaolo Research

- 4Q/FY14A results. BE reported another good set of results, slightly above our estimates in terms of top line and EBITDA, while slightly below in terms of net result, mainly due to a higher than expected impact of company's taxes. In particular, total operating revenues were EUR 98.5M, up 19.3% vs. FY13A and +4% compared to our estimates. This significant improvement yoy was due to the Business Consulting area, which recorded revenues of EUR 60.8M (+69.8% yoy). The group registered also a significant increase in the weighting of foreign activities (+64.7% yoy). EBITDA came in at EUR 12.9M, +15.4% yoy and up by about 7.3% vs. our forecast. The EBITDA margin stood at 13.1% (13.6% in 2013). EBIT was up by 42.3% to EUR 6.1M (EUR 4.3M in FY13A). The net profit was EUR 1.0M vs. EUR 0.4M posted in FY13A and EUR 1.4M in our estimates. The net financial position stood at EUR 17.0M, improving vs. the EUR 19.5M recorded as at YE13A (EUR 22.4M in our estimates).
- Recent events and outlook. Overall, BE reported a strong financial performance in 2014. In particular, we positively view the reduction of net indebtedness achieved despite the acquisition of the German company, Targit. Moreover, we believe that another positive surprise is represented by the dividend proposed (EUR 0.75M), which, although small in absolute terms, in our view, confirmed the group's increasing focus on the market. The group disclosed a positive outlook and expects further growth in 2015, also thanks to the recent initiatives undertaken to diversify its solution offerings and to increase the group's internationalisation. We highlight that in January BE signed a memorandum of understanding with a primary European banking group for a total value of EUR 73M for 2015-17. The agreement relates to the provision of ICT Consulting services to all European countries in which the bank operates. According to the company, the memorandum of understanding should be translated into a service agreement by 2 April 2015.
- Estimates revision. Following the FY14A results we maintained our 2015E-17E revenues, EBITDA and EBIT forecasts. As for the bottom line we increased our forecast as a result of both the lower financial charges expected, having included in our financial model the stronger than expected debt reduction registered in 2014, and a slightly lower tax rate arising from the IRAP reform approved with the stability law.
- Valuation. We based our valuation for BE on a DCF model to reflect the group's specific long-term prospects. We updated our DCF valuation after our estimates revision and the periodical revision of our risk-free rate to 2.0% (vs. 3.0% used in the previous research). We derive a new target price at EUR 0.91/share (vs. 0.67/share previously), and based on the 57% upside we change our recommendation to BUY (from Add).
- **Key risks**. We view the main risks as: 1) an environment characterised by a challenging competition from big international operators; and 2) a high client concentration, with around 75% of revenues deriving from financial institutions.

18 March 2015

BUY (from Add)

Target Price: EUR 0.91 (from EUR 0.67)

Italy/IT System Integrators Company Update

Intesa Sanpaolo Research Department

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Gabriele Berti Marta Caprini



Source: FactSet

| Data priced on 16.03.2 | 2015 |
|------------------------|---------|
| Target price (€) | 0.91 |
| Target upside (%) | 57.09 |
| Market price (€) | 0.58 |
| 52Wk range (€) 0. | 64/0.37 |
| Market cap (€M) | 78.24 |
| No. of shares | 134.9 |
| Free float (%) | 35.3 |
| Major shr Data Holdir | ng 2007 |
| (%) | 33.4 |
| Reuters | BET.MI |
| Bloomberg | BET IM |
| FTSE IT All Sh | 24473 |
| Performance % | |

| Absolu | te | Rel. 1 | to FTSE IT Al |
|--------|------|--------|---------------|
| -1M | 7.9 | -1M | -0.7 |
| -3M | 20.9 | -3M | -2.5 |
| -12M | 56.8 | -12N | 1 39.1 |

Source: FactSet and Intesa Sanpaolo Research estimates

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4Q/FY14A Results

BE reported another good set of results, slightly above our estimates in terms of top line and EBITDA, while slightly below in terms of net result, mainly due to a higher than expected impact of company taxes.

In particular, total operating revenues were EUR 98.5M, up 19.3% vs. FY13A and +4% compared to our estimates. This significant improvement yoy was due to the Business Consulting area, which recorded revenues of EUR 60.8M (+69.8% yoy). The group also registered a significant increase in the weighting of foreign activities (+64.7% yoy).

EBITDA came in at EUR 12.9M, +15.4% yoy and up by about 7.3% vs. our forecast. The EBITDA margin stood at 13.1% (13.6% in 2013A). EBIT was up by 42.3% to EUR 6.1M (EUR 4.3M in FY13A).

Net profit was EUR 1.0M vs. EUR 0.4M posted in FY13A and EUR 1.4M in our estimates.

Net financial position stood at EUR 17.0M, improving vs. the EUR 19.5M recorded as at YE13A (EUR 22.4M in our estimates).

| BE - 4Q/FY14A results | | | | | | | | | | |
|-----------------------|-------|-------|--------|-------|-------|-------|-------|--------|-------|-------|
| EUR M | 4Q13A | 4Q14A | % chg. | 4Q14E | A/E % | FY13A | FY14A | % chg. | FY14E | A/E % |
| Total revenues | 20.5 | 28.7 | 40.1 | 25.0 | 14.8 | 82.5 | 98.5 | 19.3 | 94.8 | 3.9 |
| EBITDA | 3.1 | 4.5 | 44.2 | 3.6 | 24.5 | 11.2 | 12.9 | 15.4 | 12.0 | 7.3 |
| EBIT | 1.2 | 2.0 | 67.9 | 2.3 | -11.8 | 4.3 | 6.1 | 42.3 | 6.4 | -4.3 |
| Pre-tax profit | 0.6 | 1.3 | NM | 1.8 | -26.2 | 1.9 | 3.8 | NM | 4.3 | -11.2 |
| Group's net profit | NA | NA | | NA | | 0.4 | 1.0 | NM | 1.4 | -25.6 |
| EBITDA margin % | 15.2 | 15.6 | | 14.4 | | 13.6 | 13.1 | | 12.7 | |
| EBIT margin % | 5.9 | 7.1 | | 9.3 | | 5.2 | 6.2 | | 6.7 | |
| Net profit margin% | NA | NA | | NA | | 0.4 | 1.1 | | 1.5 | |

NA: not avaliable; NM: not meaningful; Source: Company data and Intesa Sanpaolo Research estimates

Earnings Outlook

Overall, BE reported a strong financial performance in 2014. In particular, we positively view the reduction of net indebtedness achieved despite the acquisition of the German company, Targit. Moreover, we believe that another positive surprise is represented by the dividend proposed (EUR 0.75M), which, although small in absolute terms, in our view, confirmed the group's increasing focus on the market.

The group disclosed a positive outlook and expects further growth in 2015, also thanks to the recent initiatives undertaken to diversify its solutions offering and to increase the group's internationalisation.

We highlight that in January, BE signed a memorandum of understanding with a primary European banking group for a total value of EUR 73M for 2015-17. The agreement relates to the provision of ICT Consulting services to all European countries in which the bank operates. According to the company, the memorandum of understanding should be translated into a service agreement by 2 April 2015.

Estimates Revision

Following FY14A results we maintained our 2015E-17E revenues, EBITDA and EBIT forecasts. As regards the bottom line we increased our forecast as a result of both the lower financial charges expected, having included in our financial model the stronger than expected debt reduction registered in 2014, and a slightly lower tax rate arising from the IRAP reform approved with the stability law.

| BE – 2015E-17E esti | mates revision | | | | | | | | |
|---------------------|----------------|-----------|--------|-----------|-----------|--------|----------|-----------|--------|
| EUR M | 2015E Old | 2015E New | Chg. % | 2016E Old | 2016E New | Chg. % | 2017 Old | 2017E New | Chg. % |
| Total revenues | 107.5 | 107.5 | 0.0 | 113.8 | 113.8 | 0.0 | 120.9 | 120.9 | 0.0 |
| EBITDA | 15.8 | 15.8 | 0.0 | 18.0 | 18.0 | 0.0 | 20.2 | 20.2 | 0.0 |
| EBITDA margin % | 14.7 | 14.7 | | 15.8 | 15.8 | | 16.7 | 16.7 | |
| EBIT | 9.6 | 9.6 | 0.0 | 11.6 | 11.6 | 0.0 | 13.0 | 13.0 | 0.0 |
| EBIT margin % | 8.9 | 8.9 | | 10.2 | 10.2 | | 10.8 | 10.8 | |
| Net profit | 3.7 | 4.1 | 11.0 | 5.2 | 5.7 | 9.0 | 6.3 | 6.8 | 7.3 |
| Net debt | 19.9 | 13.7 | -31.1 | 16.1 | 15.4 | -4.7 | 11.3 | 10.3 | -9.2 |

Source: Intesa Sanpaolo Research estimates

Valuation

We based our valuation for BE on a DCF model to reflect the group's specific long-term prospects. We updated our DCF valuation after our estimates revision and the periodical revision of our risk-free rate to 2.0% (vs. 3.0% used in the previous research). We derive a new **target price of EUR 0.91/share** (vs. 0.67/share previously), and based on the 57% **upside we change our recommendation to BUY** (from Add).

The main assumptions in our three-stage DCF model are as follows:

Key assumptions

- Explicit period until 2017E, assuming a 2014A-17E sales CAGR of 7.1% and 2017 EBIT margin at 10.8%;
- In the 2018-23 period, which assumes a sales CAGR of 3.8%, an average EBIT margin of 10.5%, a 3.7% capex/sales equal to D&A/sales and a stable net working capital to sales ratio at 7.1%;
- The terminal value at 2024, in which we assumed flat revenues compared with our 2023 assumption and an EBIT margin at 9.0% (equal to 2014-17 average). We cautiously set a 0% perpetuity growth rate;
- For the WACC calculations, we used our updated risk-free rate at 2.0%, a risk premium at 5.50%, a Beta of 1.0 (Source: Bloomberg) and a gearing ratio of 30%. As a result we derived a WACC of 5.98% (vs. 6.85% previously).

The table below summarises our DCF model.

| BE - WACC calculation (%) | |
|---------------------------|------|
| Gearing ratio | 30 |
| Risk-free rate | 2.0 |
| Risk premium | 5.5 |
| Beta (x)* | 1.0 |
| Required return | 7.5 |
| WACC | 5.98 |

Source: Intesa Sanpaolo Research estimates, *Bloomberg

| BE – 2014A-24E Key assumptions (%) | |
|------------------------------------|------|
| Sales 2014A-24E CAGR | 4.5 |
| Perpetual growth rate | 0.0 |
| EBIT margin 2014A-24E avg. | 9.8 |
| EBIT 2014A-24E CAGR | 8.5 |
| Tax rate 2014A-24E avg. | 38.6 |
| Capex to sales 2014-24E avg. | 3.6 |
| Marking capital to sales 2014A-24E | 5.1 |

Source: Intesa Sanpaolo Research estimates

| BE - DCF valuation (EUR M) | |
|------------------------------|-------|
| Forecast cashflow | 56 |
| Terminal value | 83 |
| Enterprise value | 140 |
| Net cash (debt)@ 2014A | -17.0 |
| Equity value | 123 |
| Number of shares (M) | 134.9 |
| Equity value per share (EUR) | 0.91 |

Source: Intesa Sanpaolo Research estimates

| BE - Sensitivity (EUR/share) | | | | | |
|------------------------------|------|------|------|------|------|
| Perpetual growth rate % | -1 | -0.5 | 0 | 0.5 | 1 |
| Discount rate % | | | | | |
| 4.98% | 0.98 | 1.04 | 1.12 | 1.21 | 1.32 |
| 5.48% | 0.90 | 0.95 | 1.00 | 1.08 | 1.16 |
| 5.98% | 0.82 | 0.86 | 0.91 | 0.97 | 1.04 |
| 6.48% | 0.76 | 0.79 | 0.83 | 0.88 | 0.93 |
| 6.98% | 0.70 | 0.73 | 0.76 | 0.80 | 0.85 |

Source: Intesa Sanpaolo Research estimates

| BE - Key data | | | | | | |
|---|------------------------------|----------------|----------------|----------------|----------------|----------------|
| | rice (EUR/sh) Mkt price (EUI | R/sh) Sector | | F | ree float (%) | Reuters Code |
| BUY Ord 0.91 | Ord 0.58 | IT System Ir | • | | 35.3 | BET.MI |
| Values per share (EUR) | | 2013A | 2014A | 2015E | 2016E | 2017E |
| No. ordinary shares (M) No. NC saving/preferred | shares (M) | 134.9 0.00 | 134.9 0.00 | 134.9 0.00 | 134.9 0.00 | 134.9 0.00 |
| Total no. of shares (M) | Shares (IVI) | 134.9 | 134.9 | 134.9 | 134.9 | 134.9 |
| Market cap | | 29.94 | 61.57 | 78.24 | 78.24 | 78.24 |
| Adj. EPS | | 0.00 | 0.01 | 0.03 | 0.04 | 0.05 |
| CFPS | | 0.05 | 0.05 | 0.07 | 0.09 | 0.10 |
| BVPS | | 0.34 | 0.34 | 0.38 | 0.41 | 0.45 |
| Dividend ord | | 0 | 0.01 | 0.01 | 0.02 | 0.02 |
| Income statement (EUF | R M) | 2013A | 2014A | 2015E | 2016E | 2017E |
| Sales EBITDA | | 84.42 11.21 | 98.47 12.93 | 107.5 15.77 | 113.8 17.98 | 120.9 20.22 |
| EBIT | | 4.29 | 6.11 | 9.57 | 11.57 | 13.03 |
| Pre-tax income | | 1.91 | 3.81 | 7.94 | 10.26 | 11.73 |
| Net income | | 0.37 | 1.04 | 4.15 | 5.70 | 6.75 |
| Adj. net income | | 0.37 | 1.04 | 4.15 | 5.70 | 6.75 |
| Cash flow (EUR M) | | 2013A | 2014A | 2015E | 2016E | 2017E |
| Net income before mino | | 0.4 | 1.2 | 4.4 | 6.0 | 7.1 |
| Depreciation and provisi | ons | 6.9 | 6.8 | 6.2 | 6.4 | 7.2 |
| Others/Uses of funds Change in working capit | al | 0.3 6.2 | -0.7 0.3 | 2.8 -5.5 | 0.2 -7.5 | 0.1 -1.9 |
| Operating cash flow | al | 13.8 | 0.3 7.7 | -5.5 7.9 | -7.5 5.1 | 12.5 |
| Capital expenditure | | -12.7 | -2.3 | -4.0 | -5.0 | -5.0 |
| Financial investments | | 0 | 0 | 0 | 0 | 0 |
| Acquisitions and disposa | als | 0 | 0 | 0 | 0 | 0 |
| Free cash flow | | 1.1 | 5.4 | 3.9 | 0.1 | 7.5 |
| Dividends | | 0 | 0 | -0.8 | -1.7 | -2.4 |
| Equity changes & Other | non-operating items | 11.0 | -2.9 | 0 | 0 | 0 |
| Net cash flow Balance sheet (EUR M) | | 12.1 2013A | 2.5 2014A | 3.1 2015E | -1.6 2016E | 5.1 2017E |
| Net capital employed | | 65.4 | 63.2 | 64.9 | 70.7 | 70.3 |
| of which associates | | 0 | 0 | 04.9 | 0 | 7 0.9 |
| Net debt/-cash | | 19.5 | 17.0 | 13.7 | 15.4 | 10.3 |
| Minorities | | 0.3 | 0.5 | 0.6 | 0.9 | 1.2 |
| Net equity | | 45.6 | 45.7 | 50.5 | 54.5 | 58.9 |
| Minorities value | | 0 | 0 | 0 | 0 | 0 |
| Enterprise value | | 49.6 | 79.2 2014A | 92.8 | 94.8 2016E | 90.1 |
| Stock market ratios (x) Adj. P/E | | 2013A 80.7 | 2014A 59.1 | 2015E 18.9 | 13.7 | 2017E 11.6 |
| P/CFPS | | 4.7 | 8.7 | 7.8 | 6.6 | 5.8 |
| P/BVPS | | 0.65 | 1.3 | 1.5 | 1.4 | 1.3 |
| Payout (%) | | 0 | 40 | 40 | 40 | 40 |
| Dividend yield (% ord) | | 0 | 1.2 | 2.2 | 3.1 | 3.6 |
| FCF yield (%) | | 3.6 | 8.8 | 4.9 | 0.1 | 9.6 |
| EV/sales | | 0.59 | 0.80 | 0.86 | 0.83 | 0.75 |
| EV/EBITDA EV/EBIT | | 4.4 11.6 | 6.1 13.0 | 5.9 9.7 | 5.3 8.2 | 4.5 6.9 |
| EV/CE | | 0.76 | 1.3 | 1.4 | 1.3 | 1.3 |
| D/EBITDA | | 1.7 | 1.3 | 0.87 | 0.85 | 0.51 |
| D/EBIT | | 4.5 | 2.8 | 1.4 | 1.3 | 0.79 |
| Profitability & financia | ratios (%) | 2013A | 2014A | 2015E | 2016E | 2017E |
| EBITDA margin | | 13.3 | 13.1 | 14.7 | 15.8 | 16.7 |
| EBIT margin | | 5.1 | 6.2 | 8.9 | 10.2 | 10.8 |
| Tax rate | | 79.8 | 67.2 | 45.0 | 41.6 | 39.4 |
| Net income margin ROCE | | 0.4 6.6 | 1.1 9.7 | 3.9 14.8 | 5.0 16.4 | 5.6 18.5 |
| ROE | | 0.9 | 2.3 | 8.6 | 10.4 | 11.9 |
| Interest cover | | 1.8 | 2.7 | 5.9 | 8.8 | 10.0 |
| Debt/equity ratio | | 42.5 | 36.7 | 26.9 | 27.7 | 17.1 |
| Growth (%) | | | 2014A | 2015E | 2016E | 2017E |
| Sales | | | 16.6 | 9.2 | 5.9 | 6.2 |
| EBITDA | | | 15.4 | 22.0 | 14.0 | 12.4 |
| EBIT | | | 42.3 | 56.6 | 21.0 | 12.6 |
| Pre-tax income Net income | | | 98.8 NM | NM NM | 29.3 37.3 | 14.3 |
| Adj. net income | | | NM | NM | 37.3 37.3 | 18.5 18.5 |
| Auj. Hot income | | | INIVI | INIVI | 31.3 | 10.5 |

NM: not meaningful; A: actual; E: estimates; Source: Company data and Intesa Sanpaolo Research

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Valuation methodology (long-term horizon: 12M)

The Intesa Sanpaolo SpA Equity Research Department values the companies for which it assigns recommendations as follows:

We obtain a fair value using a number of valuation methodologies including: discounted cash flow method (DCF), dividend discount model (DDM), embedded value methodology, return on allocated capital, break-up value, asset-based valuation method, sum-of-the-parts, and multiples-based models (for example PE, P/BV, PCF, EV/Sales, EV/EBITDA, EV/EBIT, etc.). The financial analysts use the above valuation methods alternatively and/or jointly at their discretion. The assigned target price may differ from the fair value, as it also takes into account overall market/sector conditions, corporate/market events, and corporate specifics (ie, holding discounts) reasonably considered to be possible drivers of the company's share price performance. These factors may also be assessed using the methodologies indicated above.

Equity rating key: (long-term horizon: 12M)

In its recommendations, Intesa Sanpaolo SpA uses an "absolute" rating system, which is not related to market performance and whose key is reported below:

| Equity rating key (lor | ng-term horizon: 12M) |
|------------------------|---|
| Long-term rating | Definition |
| BUY | If the target price is 20% higher than the market price |
| ADD | If the target price is 10%-20% higher than the market price |
| HOLD | If the target price is 10% below or 10% above the market price |
| REDUCE | If the target price is 10%-20% lower than the market price |
| SELL | If the target price is 20% lower than the market price |
| RATING SUSPENDED | The investment rating and target price for this stock have been suspended as there is not a sufficient fundamental |
| | basis for determining an investment rating or target. The previous investment rating and target price, if any, are no longer in effect for this stock. |
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| TARGET PRICE | The market price that the analyst believes the share may reach within a one-year time horizon |
| MARKET PRICE | Closing price on the day before the issue date of the report, as indicated on the first page, except |
| | where otherwise indicated |

Historical recommendations and target price trends (long-term horizon: 12M)



| Historical recommendations and target price trend (-1Y) | | | | | | | |
|---|--------|------|-----------|--|--|--|--|
| Date | Rating | TP | Mkt Price | | | | |
| 04-Aug-14 | ADD | 0.58 | 0.47 | | | | |
| 04-Aug-14 | ADD | 0.58 | 0.47 | | | | |
| 13-Oct-14 | BUY | 0.67 | 0.48 | | | | |

Equity rating allocations (long-term horizon: 12M)

| Intesa Sanpaolo Research Rating Distribution (at February 2015) | | | | | |
|---|-----|-----|------|--------|------|
| Number of companies considered: 93 | BUY | ADD | HOLD | REDUCE | SELL |
| Total Equity Research Coverage % | 52 | 24 | 25 | 0 | 0 |
| of which Intesa Sanpaolo's Clients % (*) | 77 | 68 | 43 | 0 | 0 |

^(*) Companies on behalf of whom Intesa Sanpaolo and the other companies of the Intesa Sanpaolo Group have provided corporate and Investment banking services in the last 12 months; percentage of clients in each rating category

Valuation methodology (short-term horizon: 3M)

Our short-term investment ideas are based on ongoing special market situations, including among others: spreads between share categories; holding companies vs. subsidiaries; stub; control chain reshuffling; stressed capital situations; potential extraordinary deals (including capital increase/delisting/extraordinary dividends); and preys and predators. Investment ideas are presented either in relative terms (e.g. spread ordinary vs. savings; holding vs. subsidiaries) or in absolute terms (e.g. preys).

The companies to which we assign short-term ratings are under regular coverage by our research analysts and, as such, are subject to fundamental analysis and long-term recommendations. The main differences attain to the time horizon considered (monthly vs. yearly) and definitions (short-term 'long/short' vs. long-term 'buy/sell'). Note that the short-term relative recommendations of these investment ideas may differ from our long-term recommendations. We monitor the monthly performance of our short-term investment ideas and follow them until their closure.

Equity rating key (short-term horizon: 3M)

| Equity rating key (short-term horizon: 3M) | |
|--|--|
| Short-term rating | Definition |
| LONG | Stock price expected to rise or outperform within three months from the time the rating was assigned due to a specific catalyst or event |
| SHORT | Stock price expected to fall or underperform within three months from the time the rating was assigned due to a specific catalyst or event |

Company specific disclosures

Banca IMI discloses interests and conflicts of interest, as defined by: Articles 69-quater and 69-quinquies, of Consob Resolution No.11971 of 14.05.1999, as subsequently amended and supplemented; the NYSE's Rule 472 and the NASD's Rule 2711; the FSA Policy Statement 04/06 "Conflicts of Interest in Investment Research – March 2004 and the Policy Statement 05/03 "Implementation of Market Abuse Directive", March 2005. The Intesa Sanpaolo Group maintains procedures and organisational mechanisms (Information barriers) to professionally manage conflicts of interest in relation to investment research. We provide the following information on Intesa Sanpaolo Group's conflicts of interest:

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- 4 Banca IMI acts as Corporate Broker relative to securities issued by BE

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