

Building a Global REG Tech

Three-month statement 2019



» Corporate Profile «

EQS Group is a leading international provider of regulatory technology (**RegTech**) in the fields of **corporate compliance** and **investor relations**. In working with EQS Group, thousands of companies worldwide inspire trust by fulfilling complex national and international disclosure obligations, minimizing risks and communicating transparently with stakeholders.

EQS Group's products are pooled in the **cloud-based** software **EQS COCKPIT**. They ensure the professional control of compliance workflows in the fields of whistleblower protection and case management, policy management, insider list management and disclosure obligations. In addition, listed companies benefit from

a global newswire, investor targeting and contact management, IR websites, digital reports and webcasts for efficient and secure investor communications.

EQS Group was founded in 2000 in Munich, Germany. Today the group **employs around 500 professionals** and has offices in the **world's key financial markets**.

» Key Figures (IFRS) as of Mar. 31, 2019 «

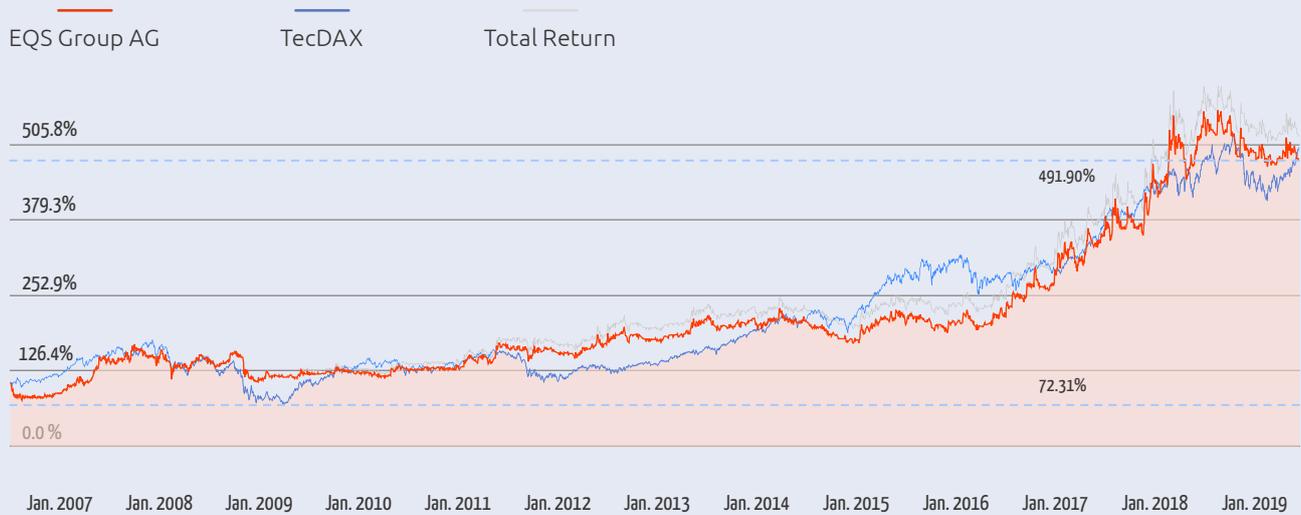
Profit figures	3M 2019	3M 2018	+/-
Revenues	8,537	7,817	9%
EBITDA*	-443	-304	-46%
EBIT	-1,518	-797	-90%
Group earnings	-1,889	-413	>-100%
Operating cash flow*	1,586	-71	>100%
Asset figures	31/03/2019	31/03/2018	+/-
Total assets*	58,173	48,170	21%
Equity	26,302	28,312	-7%
Equity ratio (%)*	45%	59%	-
Liquid funds	949	1,308	-27%
Group employees	3M 2019	3M 2018	+/-
Average of the reporting period	474	415	14%
Personnel expenses	6,422	5,247	22%
	31/03/2019	31/12/2018	+/-
Earnings per share (EUR)	-1.25	-0.24	>-100%
Market capitalisation (million EUR)	102	98	4%

Unless expressly otherwise stated, all data are in thousand Euros (except for the number of employees)

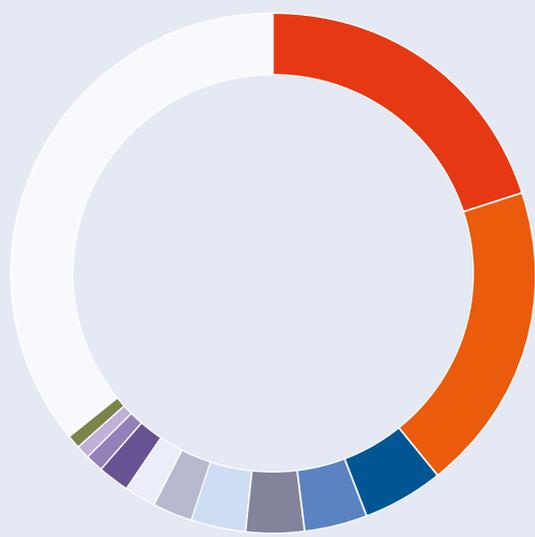
*Limited comparability due to new IFRS Accounting for Leases (IFRS 16) as of Jan 1, 2019

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Shareholders' structure EQS Group AG:

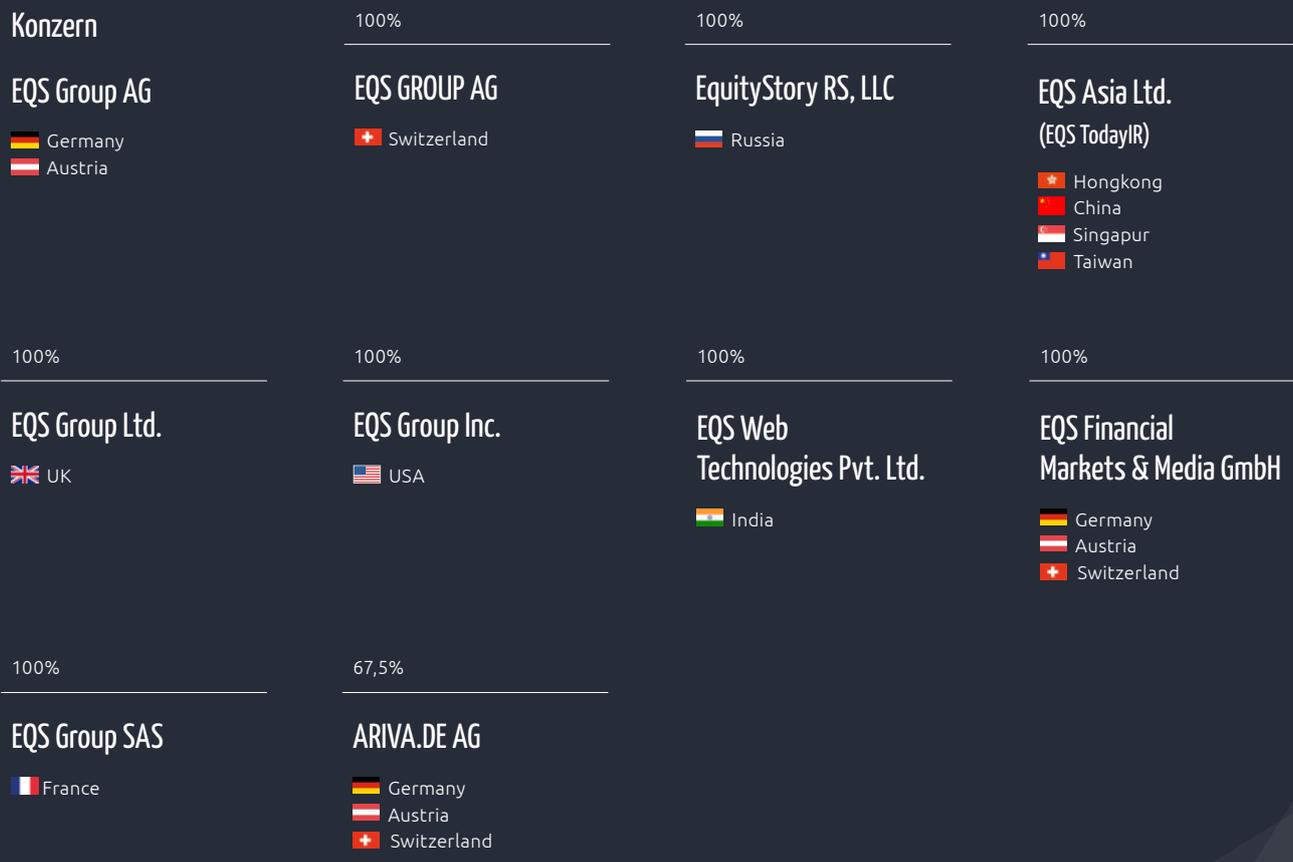


- Achim Weick: 21%
- Investmentaktiengesellschaft für langfristige Investoren TGV: 20%
- Altoinvest: 5%
- Allianz Global Investors: 4%
- Berenberg Europ. Micro: 4%
- Shareholder Value: 4%
- Rony Vogel: 3%
- Peter Conzatti: 2%
- Robert Wirth: 2%
- André Marques: 1%
- Christian Pflieger: 1%
- Marcus Sultzer: 1%
- Free Float: 32%

Institutional Investors > 3% & Management and Board of directors



» Corporate structure «



» Highlights Q1 2019 «

New **COCKPIT**

49 Clients migrated

4 new SaaS-contracts

Revenue in the
Compliance
segment grew by

+7%

Revenue in the
Investor Relations
segment grew by

+11%

In Q1 2019

newly acquired ARR of
723 THOUSAND

Revenue **+9%**
increases by

to **€8.54** mln
with EBITDA of -443 thousand

Operating expenses
with only little increase
since Q2 2018

(<10% for 2019e)

97

NEW LARGE CAP CUSTOMERS

in Q1 2019

» Revenue Development Q1 2019 «

Our strategic expansion and development into a technology company with revenues generated from **Software-as-a-Service** (SaaS) products has helped to introduce new key performance indicators for business development and reporting. The share of **recurring revenues (RR-Ratio)** reflects sales quality and scaling potential.

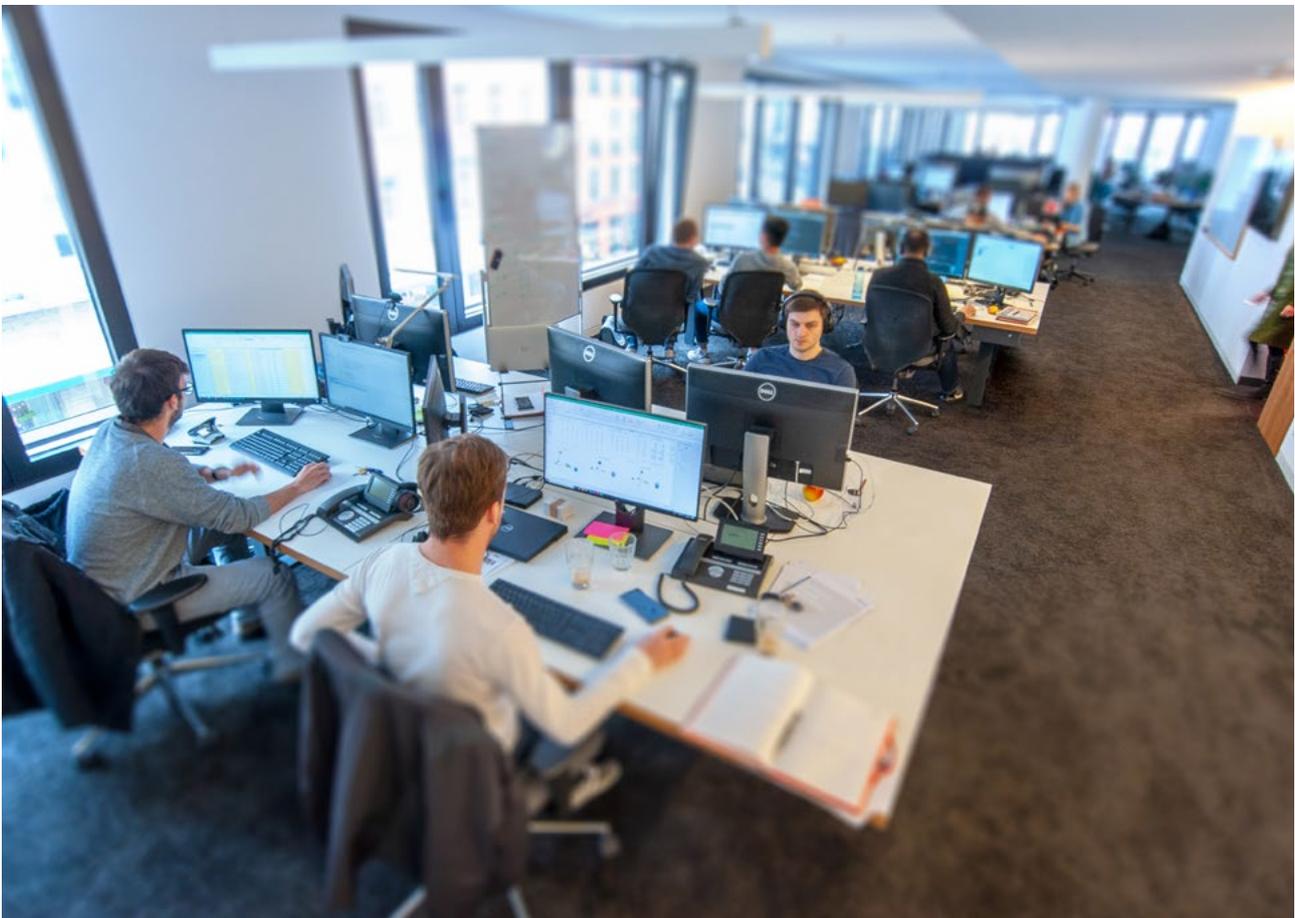
The newly acquired annual recurring sales (**New-ARR**), as well as the number of **new and total clients** in the reporting period.

Group revenues increased by **+9%** in Q1 2019 to **€ 8.54 million** (€ 7.82 million), below our expectations. However, we expect growth to accelerate as the year progresses, as it did in 2018.

Newly won annual recurring revenues (ARR), were at € 723 thousand. The percentage of recurring revenues is already quite high at 76% due to existing cloud solutions (Q1 2018: 78%).

Our **97 newly won large cap customers** put us well within our full-year target of 400 new customers. The total number of customers rose to 2,329, taking into account a churn rate of 1.4%.

Product development advanced significantly in Q1 2019. **Development services** totaling € 915 thousand (€ 877 thousand) were **capitalized** in Q1 2019 for the **COCKPIT**'s new CRM module and **Policy Manager**. These new cloud products will boost subscription revenues and further increase the share of recurring revenues.



» Segment Revenues «

We achieved a **+7% revenue increase** in the **Compliance segment**, up to **€ 4.10 million** (€ 3.82 million) which was below our expectation. The area of regulatory news stagnated amongst others due to a lack of IPOs. Likewise, the XML area was down due to postponements of submissions into Q2. However, the number of XML-customers increased by 193 for a total 4,363 (annualized). Therefore, we expect to achieve planned double-digit growth in this product area in 2019. The number of active LEIs increased in Q1 2019 by 3,814 for a total of 33,580. Similarly, our whistleblowing software Integrity Line posted double-digit growth.

The number of **large cap customers** increased by **28%** in Q1 2019 and by 25% over the previous year for a total of **1,170** customers. Although new customers for compliance solutions are not yet fully reflected in revenue growth, they will increase revenue carried forward to coming quarters. We believe this increase, coupled with the Policy Manager's Go Live, will accelerate growth over the course of the year.

In the **Investor Relations** segment, the number of large cap customers in Q1 2019 increased by **45** over year's end, up to **2,083** globally. **Segment revenues** increased by **+ 11%** to **€ 4.44 million** (€ 4.00 million) due to an increase in project revenues.

We also expect larger growth in the area of Investor Relations over the course of the year due to the gradual **migration of customers** in Germany to the **new COCKPIT**. At the end of **Q1 2019, 49 customers** in Germany had begun using the new COCKPIT. Four customers have already signed a new SaaS contract. Our goal is to transition all customers in Germany to the new platform in 2019. From that point forward, the first revenue contributions from the new **CRM and Investors modules** will be booked.

<i>Segments Q1 2019</i>	<i>Compliance</i>	<i>%</i>	<i>Investor Relations</i>	<i>%</i>
Revenue Large Caps	€ 2.28 mln.	+6%	€ 3.44 mln.	+13%
Large Caps Customers	1,170	+25%	2,083	+8%
Revenue XML	€ 0.71 mln.	-7%		
XML Customers (Annual Basis)	4,363	+5%		
Revenue LEI	€ 0.46 mln.	+50%		
LEI Customers	33,580	>100%		
Revenue ARIVA	€ 0.65 mln.	+10%	€ 1.00 mln.	+5%
ARIVA Customers	19	-5%	69	+15%
Total Revenues	€ 4.10 mln.	+7%	€ 4.44 mln.	11%

» Geographic Expansion «

Domestic

Domestic business recorded a **+6% increase in revenues** in Q1 2019, up to **€ 6.34 million** (€ 5.98 million). In addition to stagnating reporting revenues and a lack of IPOs compared to the previous year, low revenue growth was due to postponements of submissions within our XML filing service. **Large Cap customers** (excluding ARIVA customers and individual customers for the LEI and XML services) **increased** over Q4 2018 by **21**, for a total of **1,187**. In Q1 2019, we shed 8 customers in Germany, resulting in a 0.7% churn rate.

EQS Group AG (excluding ARIVA and EQS Financial Markets & Media) increased revenues by **+7%** up to **€ 4.67 million** (€ 4.36 million). **ARIVA** also achieved revenue growth of **+7%**, up to € 1.65 million (€ 1.54 million), in line with our expectations.

Our Mission

We deliver the

**BEST
DIGITAL
SOLUTIONS**

- to minimize risks by complying with **local regulations**,
- to reach stakeholders **globally** and
- to **save time** and **money** by managing workflows digitally

International

International business posted a **+19% increase** in Q1 2019, with **€ 2.19 million** (€ 1.84 million) in revenues, a result at the lower end of our expectations. Our addition of **48 new customers**, which is more than twice as high as the number added in Germany, will accelerate future revenue growth and gives us reason for optimism. The churn rate abroad was 1,8% and thus higher than in Germany.

<i>Geographic Markets</i>	<i>Domestic</i>	<i>%</i>	<i>International</i>	<i>%</i>
Revenues Q1 2019	€ 6.34 mln.	+6%	€ 2.19 mln.	+19%
Large Cap Customers	1,187	+10%	1,142	+19%



» Our Principles «



Put the client first
(company, result)



Be ambitious and
humble



Challenge decisions,
but once they're
made, commit wholly
to them



Have integrity and
demand it from others



Confront brutal facts,
yet never lose faith



Take responsibility for
poor results
("look in the mirror")



Give praise for good
results ("look out of the
window")



Make mistakes, but learn
from them ("fail well")



Support and develop your
team members



Lead by example

In dedicating ourselves to the EQS values, we practice 10 work principles for successful collaboration

» Expenditure Development «

As a result of a **change in IFRS accounting guidelines for leases (IFRS 16)** as of **01.01.2019** and the related capitalization of our long-term leases, there is a change in the determination and presentation of expenses in the reporting period. As a result, other operating expenses (Q1 2019: € -446 thousand) are lower, whereas depreciation (Q1 2019: € +456 thousand) and financial expenses (Q1 2019: +22 thousand) increased. All in all, however, operating expenses are only slightly higher, but the change has a **significant impact** on our **EBITDA** indicator.

Operating expenses, including services purchased, personnel expenses, depreciation and other operating expenses, increased disproportionately to revenue growth in the first quarter, up **+17%** to **€ 11.16 million** (€ 9.53 million). This was mainly due to the large increase in staff during the year, the purchase of programming services from freelancers for product development, and associated infrastructure expenditures (including personnel placement, IT). At the same time, operating expenses have increased only slightly since Q2 2018. Accordingly, we expect only a low single-digit increase in expenses in the coming quarters.

The largest expense item, **personnel expenses**, rose by **+ 22%** to **€ 6.42 million** (€ 5.25 million) and, as expected, disproportionately to overall performance. On a three-month average, the Group employed **474** people worldwide (415). Personnel expense increases are primarily attributable to the strong expansion of the Munich development center. Over the course of the year, we expect a significant slowdown in growth of the number of employees, as development teams are now staffed adequately.

Cost of services increased by **+39%** to **€ 1.85 million** (€ 1.33 million) as a result of an expansion in product development support provided by freelancers. These costs rose from the second quarter of 2018, resulting in a significant increase in Q1 2019 due to the base effect. Compared to Q4 2018, however, related service expenditures have fallen. As a result, we expect a year-on-year decline for the year as a whole.

Other operating expenses decreased by **-26%** to **€ 1.82 million** (€ 2.45 million). This is due, on the one hand, to the effects of IFRS 16 (€ -446 thousand). On the other hand, the elimination of one-off benefits for consulting and recruiting led to a decline.

Despite the disproportionate increase of the overall expenses, **EBITDA** was **€ -443 thousand** (€ -304 thousand) due to the effects of IFRS 16. **Adjusted** for these effects, **EBITDA** amounts to **€ -889 thousand**.

Depreciation and amortization increased by **+118%** to **€ 1.07 million** (€ 494 thousand) due to the inclusion of first-time capitalized leases (IFRS 16). Adjusted for the effect of IFRS 16, the increase was + 25% and is attributable, in particular, to higher depreciation on capitalized assets. All acquired customer bases are amortized on schedule. As a result, **EBIT** amounted to **€ -1.52 million** (€ -797 thousand).

Due to exchange rate effects, **financial results** were positive at € 151 thousand (€ 759 thousand). **Earnings before taxes** amounted accordingly to **€ -1.37 million** (€ -38 thousand). Deferred tax liabilities also resulted in a tax expense of **€ -522 thousand** (€ -375 thousand). Consolidated net income of **€ -1.89 million** were thus significantly lower than in the previous year (€ -413 thousand).

» Development of assets and financial position «

The **balance sheet total** increased significantly to **€ 58.17 million** (Dec 31, 2018: € 48.17 million) as a result both of changes in IFRS accounting guidelines for leases (IFRS 16) which took effect Jan 1, 2019 as well as the related capitalization of our long-term leases at the end of the first quarter. Capitalization of leases resulted in a significant increase in **fixed assets** as of March 31, 2019, up to **€ 11.51 million** (Dec 31, 2018: € 2.24 million).

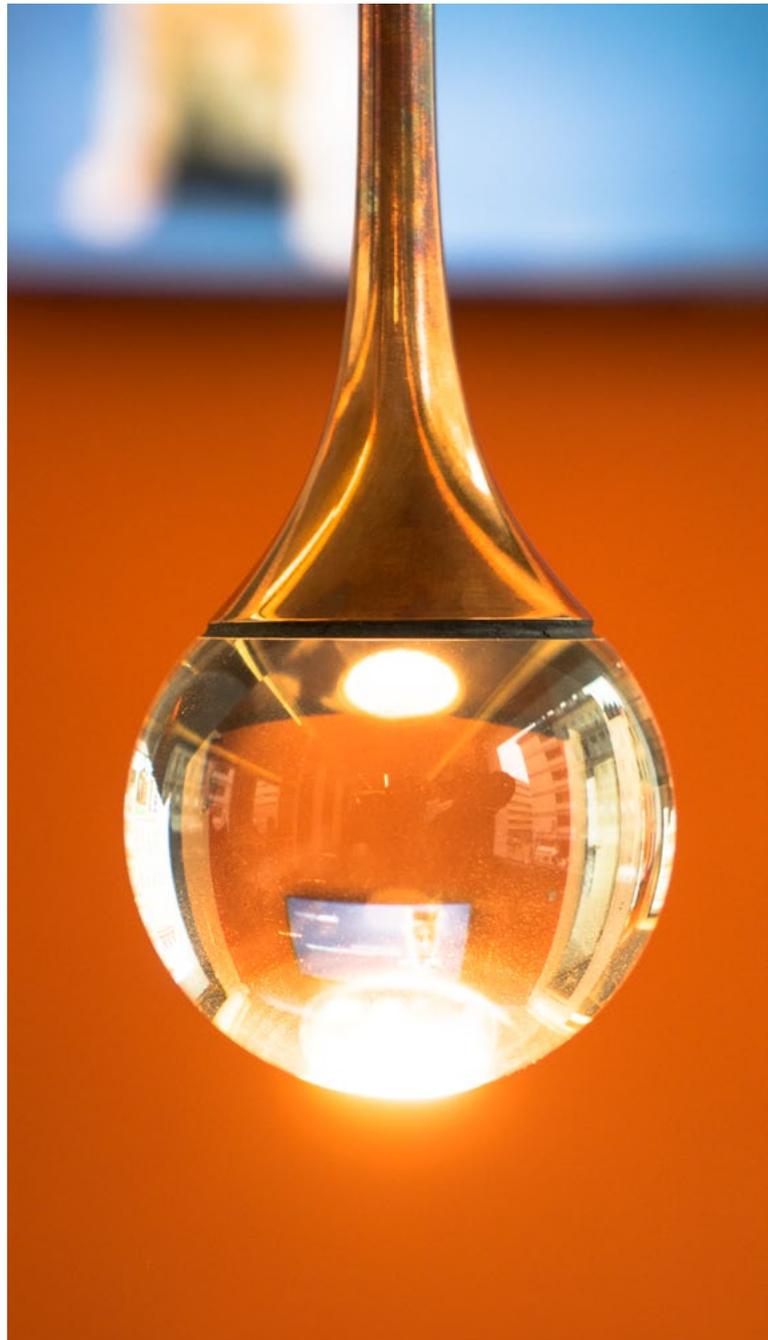
Intangible assets only increased slightly, from € 37.29 million to **€ 37.99 million**, compared to year's end, due mostly to currency effects. Intangible assets include acquired customer bases (with a € 9.44 million book value as of March 31, 2019, amortized on a straight-line basis over a total period of 15 years) as well as purchased software (Integrity Line) and self-created software in the amount of € 7.80 million. All goodwill of acquired companies resulting from the capital consolidation was fully capitalized.

Accounts receivable were **€ 4.44 million** (€ 4.92 million), or **-5%** lower than in the previous year quarter. This decline is primarily attributable to active receivables management and a further increase in the proportion of advance payments. **Cash and cash equivalents** decreased from € 1.31 million to **€ 949 thousand** as of March 31, 2019.

As a result of the net loss for the year, **quarter year retained earnings** as of March 31, 2019 fell to **€ 6.31 million** (€ 8.10 million). **Equity** decreased accordingly to **€ 26.30 million** (Dec 31, 2018: € 28.31 million).

Net financial liabilities (financial debt, less cash and cash equivalents and securities held for sale) also rose significantly to **€ 18.76 million** as of March 31, 2019 (Dec 31, 2018: € 9.13 million) due to changes in IFRS accounting guidelines for leases (IFRS 16). **Adjusted** for the effects of IFRS 16, **net financial liabilities** were **€ 9.12 million**, unchanged from the end of 2018. As a result of the balance sheet extension, the **equity ratio** fell to **45%** (adjusted: 54%). As of the balance sheet date, the Group had contractually guaranteed operating lines of € 3.30 million, of which € 2.51 million was used for leases and bank accounts with negative balances.

Due to the still low level of foreign currency turnover (20-25%), which is predominantly in hard currencies (CHF, GBP, HKD, USD) often affected by opposing developments, **exchange hedges** are currently waived.



400
NEW LARGE CAP
CLIENTS

15%-20%
REVENUE GROWTH

€4 mln
newARR

Constantly **high**
Net
Promoter
Score

Constant
LEVEL
of
employee
satisfaction

€1.0 to **€2.0**
mln to mln
EBITDA*

**adjusted for effects from IFRS 16*

» Forecast report «

The Management Board expects an **increase in revenues by +15% to +20%**, to **between € 41.5 million and € 43.5 million**.

We expect a newly acquired volume of annually recurring revenues (**ARR**) of at least **€ 4 million** and up to **400 new large cap customers** for the 2019 financial year.

As a result of a **change in the IFRS accounting guidelines for leases (IFRS 16)** as of **Jan. 01, 2019** and the related capitalization of our long-term leases, there will be a change in the determination and presentation of expenses in the reporting period. This reduces other operating expenses, although depreciation and marginally higher financial expenses increase. The change has a **significant impact** on our **EBITDA** indicator.

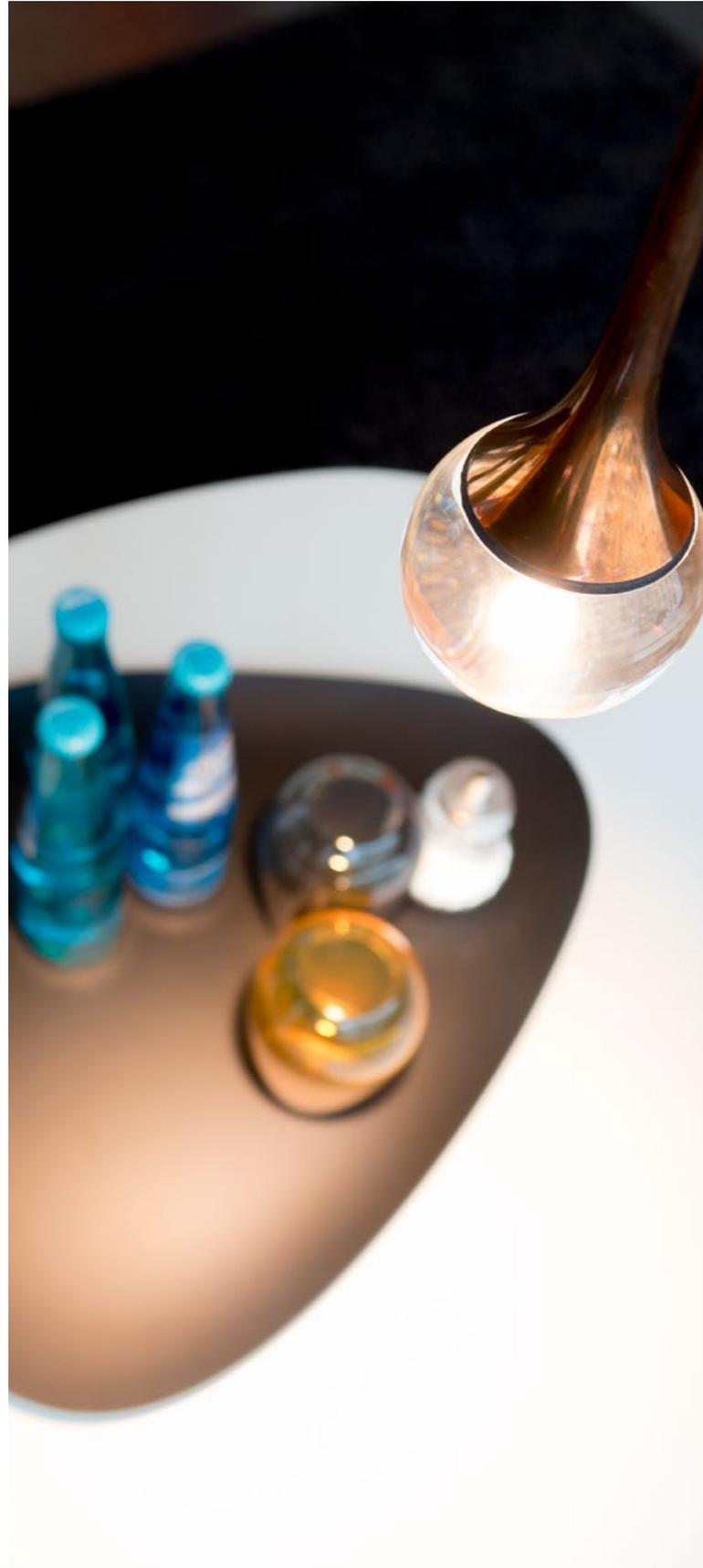
The investment offensive to expand the Group into a technology company will continue to weigh on earnings in 2019.

Due to lower other operating expenses of approximately **€ 1.8 million** as a **result of IFRS 16**, we now expect an **EBITDA** of **€ 2.8 million and € 3.8 million** respectively.

Adjusted for the effects of IFRS 16, we continue to expect **EBITDA** of between **€ 1.0 million and € 2.0 million** for **2019**.

As a result of these investments, we expect compound annual revenue growth (**CAGR**) of **+15% to +20%** for the **period of 2019-2025**. This scalable business will result in an above-average annual increase in EBITDA and **EBITDA margins** of **at least +25%** in **2025**. The EQS Group will continue to pursue the principle of a conservative and risk-conscious treasury policy. Capital increases or borrowing are considered only in the case of acquisitions or strategic investments.

In addition to measuring financial performance indicators, we also gauge **non-financial performance indicators** such as **customer and employee satisfaction**. We expect a consistently high level of employee satisfaction in 2019 (2018: **4.20 out of 5** achievable levels). We expect a **stable, high** customer satisfaction level for 2019 as measured by the **Net Promoter Score** (2018: **38** on a scale of +100 to -100).



» Our Vision «

EQS Group is the
LEADING
EUROPEAN
CLOUD PROVIDER
FOR CORPORATE COMPLIANCE
& GLOBAL INVESTOR RELATIONS
SOLUTIONS



**EQS Group 2025*

» Consolidated income statement from Jan. 1, 2019 to Mar. 31, 2019«

	3M 2019 EUR	3M 2018 EUR
Revenues	8,537,158	7,817,498
Other income	192,499	35,504
Own cost capitalised	914,918	877,247
Cost of services	-1,850,787	-1,334,049
Personnel expenses	-6,421,627	-5,246,943
Other expenses	-1,815,608	-2,453,051
EBITDA	-443,448	-303,795
Depreciation & amortisation	-1,074,324	-493,685
Operating result (EBIT)	-1,517,772	-797,480
Interest income	17,128	4,663
Interest expenses	-68,595	-25,308
Income from shareholdings	0	11,907
Other financial income	202,224	768,168
Profit before tax (EBT)	-1,367,015	-38,051
Income taxes	-521,678	-375,176
Group net income	-1,888,692	-413,227
- thereof attributable to discontinued operation	-1,795,031	-345,390
- thereof attributable to the owner of the company	-93,662	-67,836
Items that may be reclassified subsequently to comprehensive income:		
Currency translations	-4,946	-73,184
Valuation on available-for-sale-assets	0	-1,296,910
Other comprehensive income	-4,946	-1,370,094
Comprehensive income	-1,893,639	-1,783,321
- thereof attributable to the owner of the company	-1,800,067	-1,715,495
- thereof attributable to non-controlling interests	-93,571	-67,826
Earnings per share - basis and diluted	-1.25	-0.24

» Consolidated balance sheet as of Mar. 31, 2019 «

Assets

	Mar. 31, 2019 EUR	Dec. 31, 2018 EUR
Non-current assets		
Intangible assets	17,238,267	16,673,777
Goodwill	20,754,627	20,619,383
Tangible assets	11,512,531	2,241,024
Long-term financial assets	1,347,737	1,350,005
Other long-term assets	25,535	35,361
	50,878,697	40,919,550
Current assets		
Trade accounts receivables	4,442,706	4,921,752
Construction contracts	154,778	108,722
Tax assets	61,935	62,031
Current financial assets	314,880	245,110
Other current assets	1,371,327	604,738
Cash and cash equivalents	948,572	1,307,718
	7,294,197	7,250,070
Total assets	58,172,894	48,169,620

Equity and Liabilities

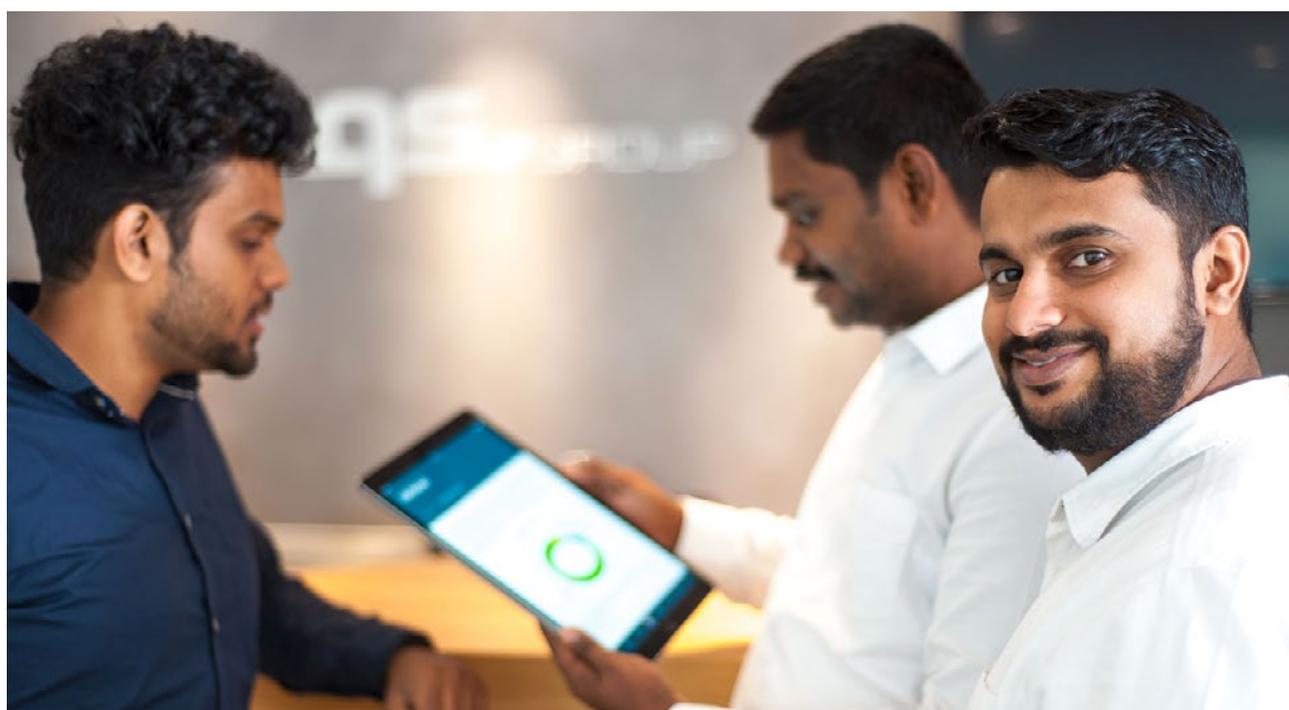
	Mar. 31, 2019 EUR	Dec. 31, 2018 EUR
Equity		
Issued capital	1,434,978	1,434,978
Treasury shares	17,941,335	18,062,276
Capital surplus	6,305,641	8,100,672
Retained earnings	289,164	294,111
Currency translation	330,402	419,688
	26,301,520	28,311,725
Non-current liabilities		
Non-current provisions	162,918	162,818
Non-current financial liabilities	10,944,179	3,475,101
Other non-current liabilities	0	212,077
Deferred tax liabilities	2,212,489	1,677,959
	13,319,587	5,527,956
Current liabilities		
Current provisions	1,677,539	1,888,271
Trade account payable	3,045,841	1,471,988
Liabilities from percentage-of-completion	8,764,091	6,960,746
Current financial liabilities	15,608	129,491
Income tax liabilities	5,048,707	3,879,443
	18,551,787	14,329,939
Total equity and liabilities	58,172,894	48,169,620

» Consolidated cash flow statement from Jan. 1, 2019 to Mar. 31, 2019 «

	<i>3M 2019</i> <i>EUR'000</i>	<i>3M 2018</i> <i>EUR'000</i>
Group earnings	-1,889	-413
+ Income taxes	522	375
+ Interest expenses	69	25
- Interest income	-17	-5
- Profit/loss on disposals of property, plant and equipment	-1	0
- Other non-cash income/expenses (e.g. unrealised profit and loss from currency differences and partial profits realised using the percentage of completion method)	-26	-941
+ Depreciation on fixed assets	1,074	494
- Change in provisions	-211	-46
- Increase/decrease of inventories, trade accounts receivables and other assets not attributable to investment or financing activities	-305	-554
+ Increase/decrease of trade payables and other liabilities not attributable to investment or financing activities	2,546	1,031
- Interest expenses paid	-68	-24
+ Interest income paid	15	4
- Income tax paid	-123	-17
= Operating Cash Flow	1,586	-71
- Purchase of property, plant and equipment	-131	-210
+ Proceeds from disposals of property, plant and equipment	13	1
- Purchase of intangible assets	-929	-915
- Acquisition of non-current financial assets	0	-38
+ Proceeds from disposals of non-current financial assets	16	0
- Acquisition of subsidiaries and business units	0	-5,035
- Increase/decrease of trade payables and other liabilities attributable to investment activities	0	-346
+ Dividends received	0	12
= Cash Flow from investment activities	-1,031	-6,531
+ Cash receipts from the issue of capital (capital increases, sale on entity's shares, et seq.)	0	0
- Cash payments to owners and minority shareholders (dividends, acquisition of entity's shares, redemption of shares, other distributions)	-122	-151
+ Cash proceeds from issuing bonds/loans and short or long-term borrowings	2,442	2,602
- Cash repayments of bonds/loans or short or long-term borrowings	-2,722	-696
- Increase/decrease of liabilities from finance-lease	-539	-38
= Cash Flow from financing activities	-941	1,717
= Change in cash funds from cash relevant transactions	-386	-4,885
+ Cash funds at the beginning of period	27	6,374
+/- Change in cash funds from exchange rate movements	1,308	-4
= Cash funds at the end of period	949	1,485

» Consolidated statement of changes in equity from Jan. 1, 2019 to Mar. 31, 2019 «

	<i>Issued capital</i> EUR'000	<i>Treasury shares</i> EUR'000	<i>Capital surplus</i> EUR'000	<i>Retained earnings</i> EUR'000	<i>Currency translations</i> EUR'000	<i>Valuation on available-for-sale assets</i> EUR'000	<i>Attributable to owners of the parent</i> EUR'000	<i>Non-controlling interests</i> EUR'000	<i>Total equity</i> EUR'000
As of Dec. 31, 2017	1,435	-1	18,096	6,301	313	1,297	27,441	1,922	29,363
Change of treasury shares	0	1	-152	0	0	0	-151	0	-151
Share-based compensation	0	0	118	0	0	0	118	0	118
Right to tender with non-controlling shareholders	0	0	0	726	0	0	726	-1,483	-757
Deconsolidation subsidiary in Dubai	0	0	0	-8	0	0	-8	0	-8
Comprehensive income 2018	0	0	0	1,082	-19	-1,297	-234	-20	-254
As of Dec. 31, 2018	1,435	0	18,062	8,101	294	0	27,892	419	28,311
Change of treasury shares	0	0	124	0	0	0	124	0	124
Share-based compensation	0	0	-245	0	0	0	-245	0	-245
Right to tender with non-controlling shareholders	0	0	0	0	0	0	0	4	4
Comprehensive income 3M 2019	0	0	0	-1,795	-5	0	-1,800	-93	-1,893
As of Mar. 31, 2019	1,435	0	17,941	6,306	289	0	25,971	330	26,301



» Financial calendar of EQS Group AG «

17/5/2019	Publication quarterly statement (call-date Q1)
17/5/2019	Annual General Meeting
16/8/2019	Publication half-yearly financial statements
15/11/2019	Publication quarterly statement (call-date Q3)

» Stock exchange data of EQS Group AG «

Share	EQS Group AG
WKN	549416
ISIN	DE0005494165
Ticker Symbol	EQS
Type of Shares	Ordinary shares
Sector	RegTech
Initial listing	8/6/2006
Stock Exchange Listing	Open Market, Frankfurter Wertpapierbörse m:access, Börse München
Market segment	Scale
Company headquarter	Munich
Number of Shares	1,434,978 Units
Amount of Nominal Capital	1,434,978 Euro
Designated Sponsor	Baader Bank AG, Unterschleißheim

The official version of the EQS Group statement is in German. The English translation is provided as a convenience to our shareholders. While we strive to provide an accurate and readable version of our statement in English, the technical nature of a report often yields awkward phrases and sentences. We understand this can cause confusion. So, please always refer to the German statement for the authoritative version.

Register court:
Amtsgericht Munich

Register number:
HRB 131048

Tax Identification Number in accordance with § 27a
Umsatzsteuergesetz
[German Turnover Tax Law]:
DE208208257

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EQS Group AG

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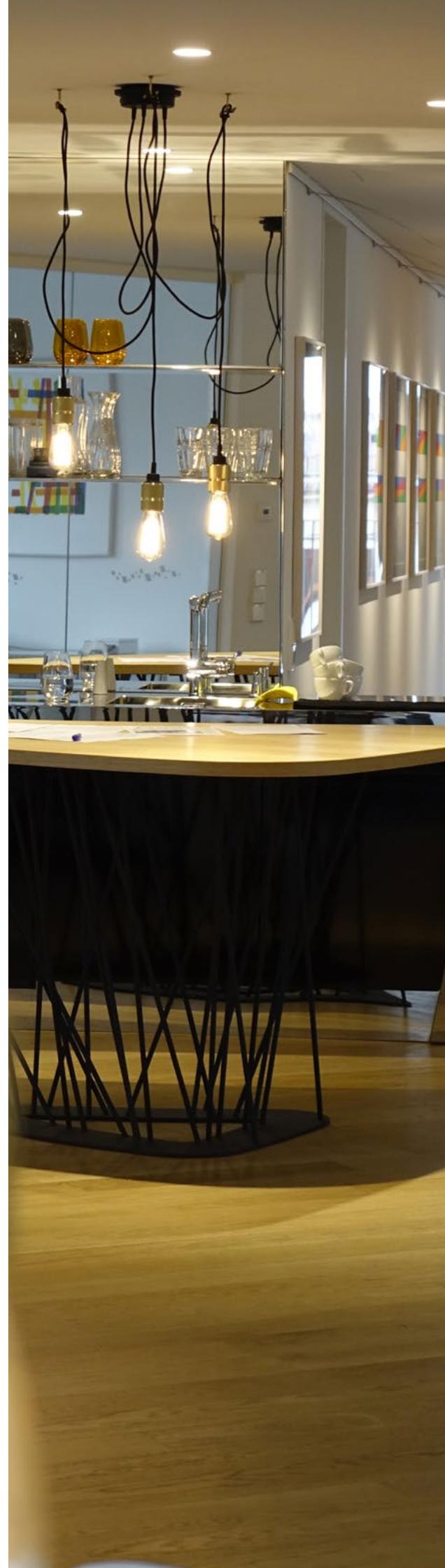
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