THE PLATFORM GROUP

FY 2023 Presentation

5th of April 2024







THE PLATFORM GROUP Key Facts



OUR MANAGEMENT STRUCTURE



Stefan Schütze (Chairman)

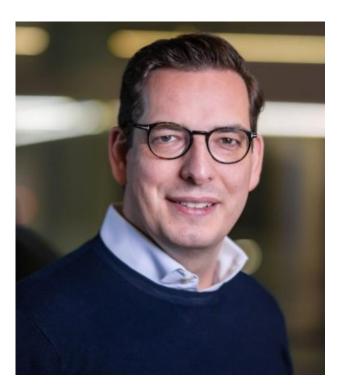
Supervisory Board

Jens Wasel

Florian Müller

Dominik Barton

Management Board



Dr. Dominik Benner CEO

- TPG since 2012
- 5th generation family business
- >15 years eCommerce



Segments

Consumer Goods

Freight Goods



Laura Vogelsang Mgmt. Board

- TPG since 2018
- >10 years eCommerce & payment
- Responsibilities: Risk, Payment, HR



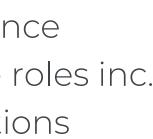
CFO

Reinhard Hetkamp CFO TPG AG

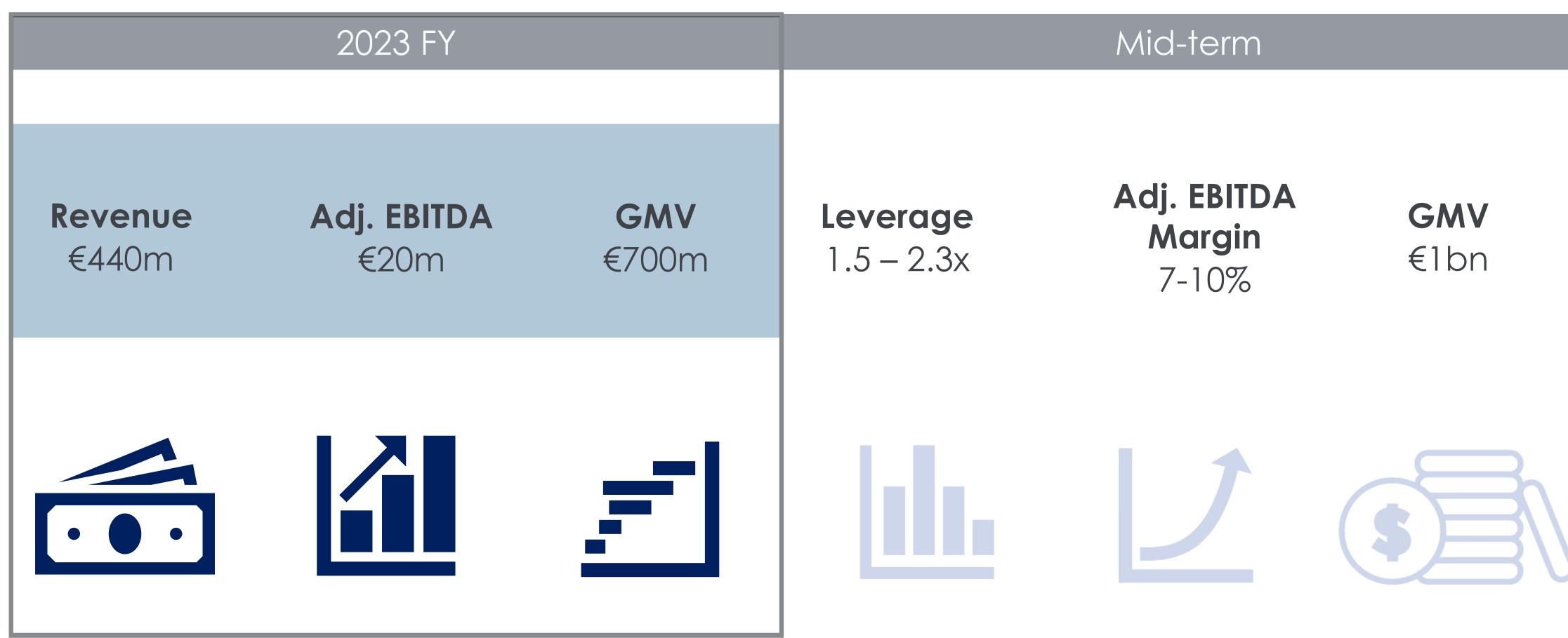
 >20 years experience in various finance roles inc. various CFO positions

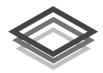
Industrial Goods

Service and Retail Goods



TPG PRO-FORMA CONSOLIDATED GUIDANCE 2023





Source: Company. All Pro-Forma consolidated, all guidance figures of TPG for FY 2023 are published pro-forma-based, continuing operations in FY 2023.











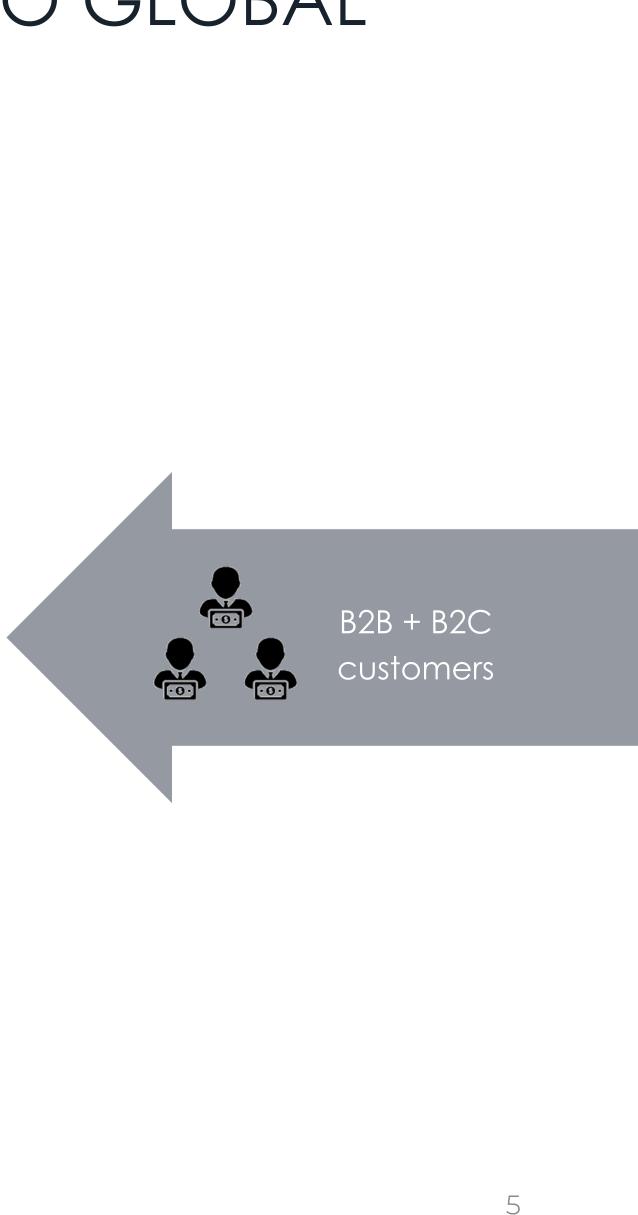
WITH TPG SOFTWARE OUR PARTNERS GET ACCESS TO GLOBAL ECOMMERCE – 20 INDUSTRIES COVERED

Software-solutions for small- & medium-sized business partners





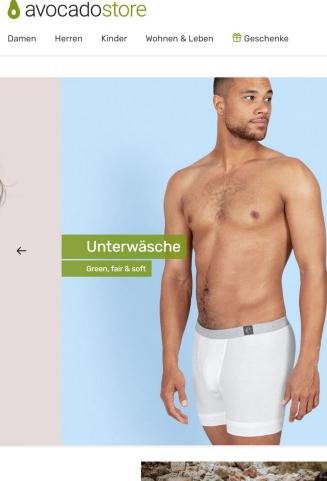
Source: Company. Overview of subsidiaries/brands. 2024 acquired: Hood.de and Avocadostore



LATEST DEVELOPMENTS (4 MONTH)

Acquisition of Simon-Profi-Technik GmbH and Launch of MotorProfi (forest equipment)





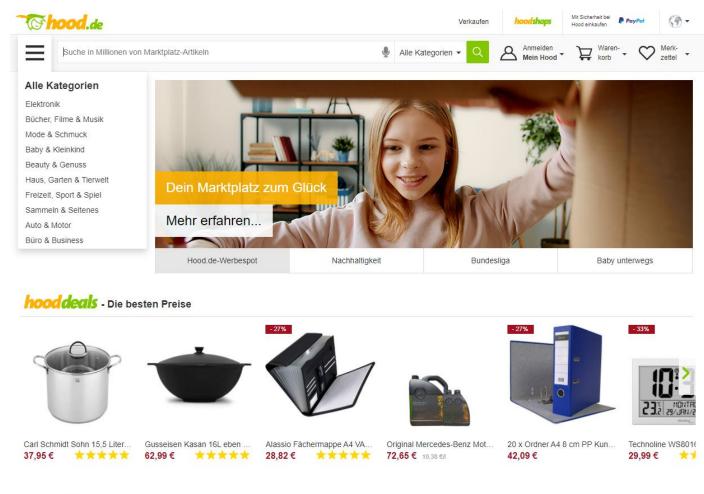




Acquisition of **Avocadostore GmbH** (platform for sustainable products)

Marktplatz für Eco Fashion & Green Lifestyle

Acquisition of **HOOD Media GmbH** (platform for consumer products)

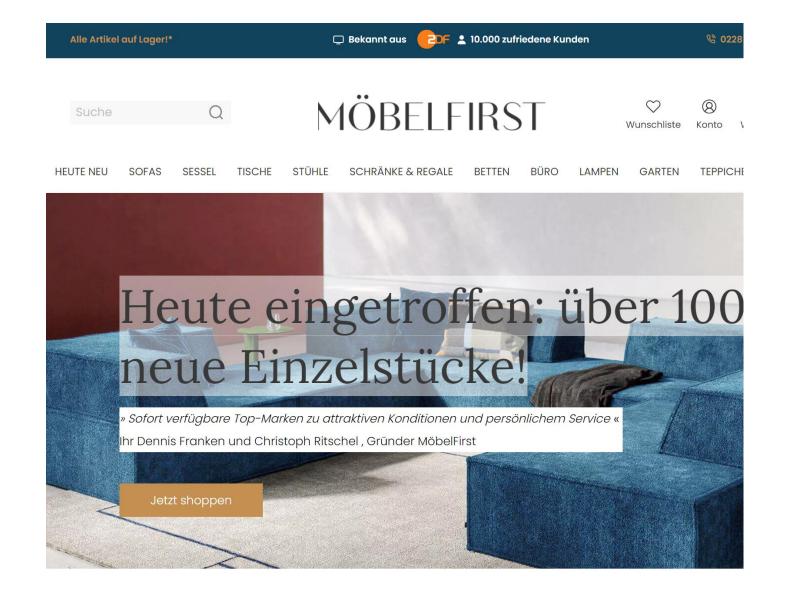


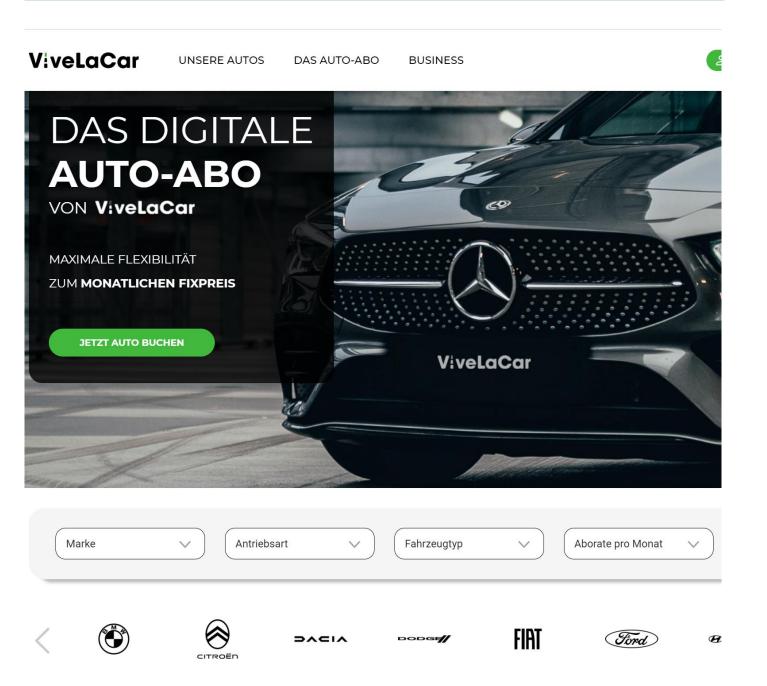
Pallahéa Markan



LATEST DEVELOPMENTS (4 MONTH)

Reduction of minority shareholders: **Möbelfirst GmbH** (new: 100%)

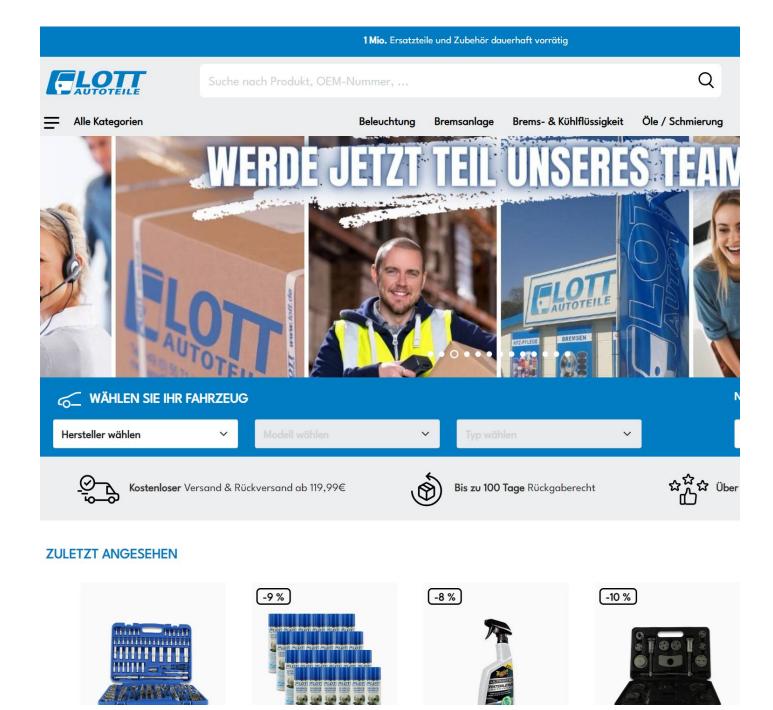






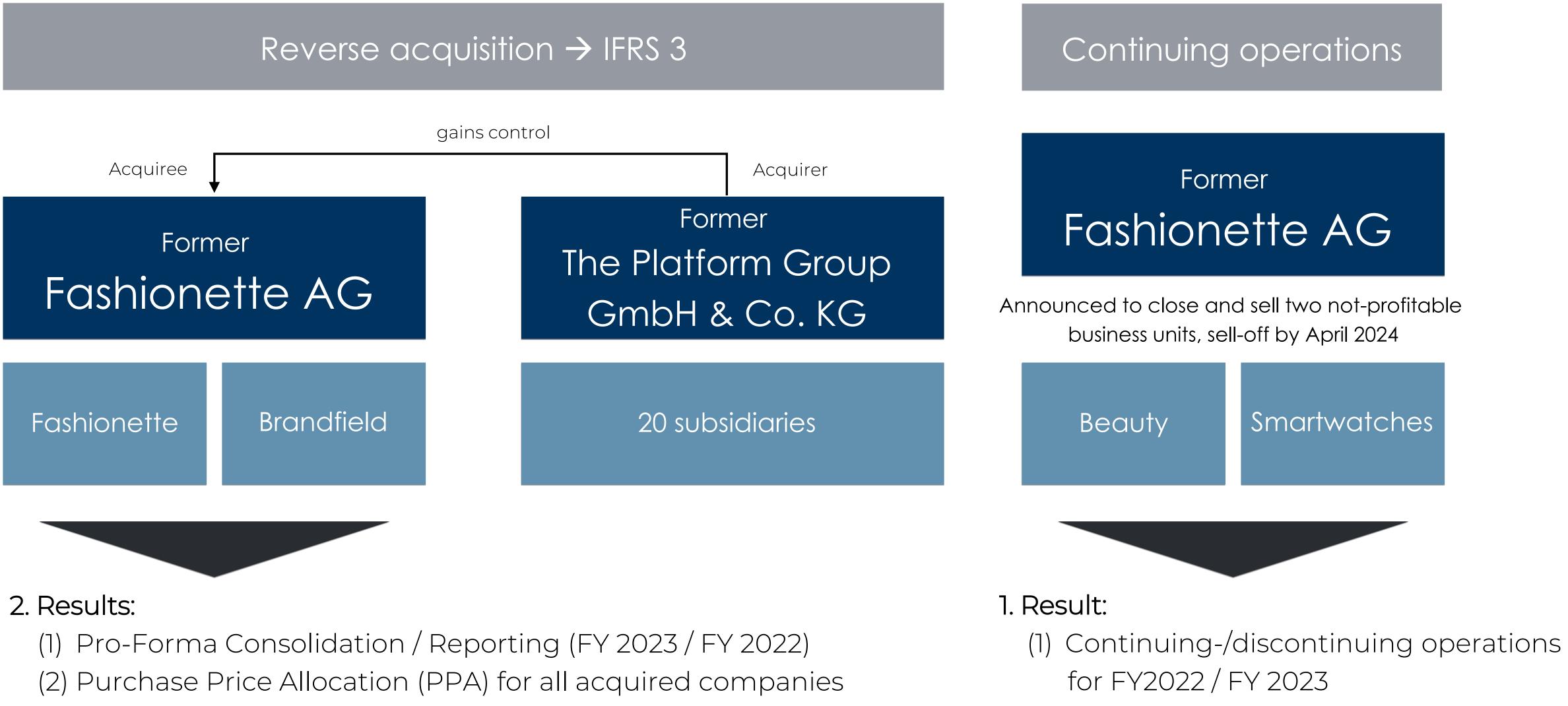
Reduction of minority shareholders: ViveLaCar Group (new: 100%)

Reduction of minority shareholders: Lott Carparts (new: 100%)





INTRODUCTION TO FY2023 / FY2022



- - - 2022-2023



Announced to close and sell two not-profitable business units, sell-off by April 2024

Smartwatches



Financials

(unaudited, preliminary) (live-presentation after today's ad-hoc announcement)





OVERVIEW PRO-FORMA FY 2023/FY 2022 CONTINUING OPERATIONS

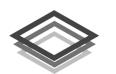
	2022	2023	Guidance / market expectation
GMV	€591m	€ 705m	
Net revenue (EUR m)	€ 387.4m	€ 440.8m	GMV-Guidance: \in 700m \rightarrow Achieved / outpersonance
Other revenues (EUR m)	€ 29.0m	€32.8m	
Gross Margin	34.8%	31.1%	Revenue-Guidance: \in 440m \rightarrow Achieved / c
Marketing Cost Ratio	7.4%	5.9%	
Distribution Cost Ratio	6.3%	7.5%	EBITDA adjGuidance: 20 \rightarrow Achieved / outperf
HR Cost Ration	6.5%	4.7%	
Adj. EBITDA (EUR m) (% margin)	€ 11.9m (2.9%)	€ 22.6m (4.8%)	EBITDA reported: € 47.7m (FY 2023) above exp
Reported EBITDA (EUR m) (% margin)	€ 37.0m (8.9%)	€ 47.4m (10.0%)	Net profit: € 33.3m (FY 2023) above expectatio
Net profit (EUR m) (% margin)	€ 24.8m (7.0%)	€ 33.3m (4.6%)	



All Pro-Forma figures for FY 2023 and FY 2022 are based on continued operations. Fashionette AG announced in Q1 2023 and Q2 2023 the closure of the business units of (a) beauty and (b) smartwatches, in Q3 2023 the planned sale of both 10 units was published., sell-off by April 2024 effective. All ratios related to total revenue FY 2023/FY 2022. Market expectations FY2023 are based on current research (Nuways, MMWarburg, Montega). All numbers are unaudited and preliminary.



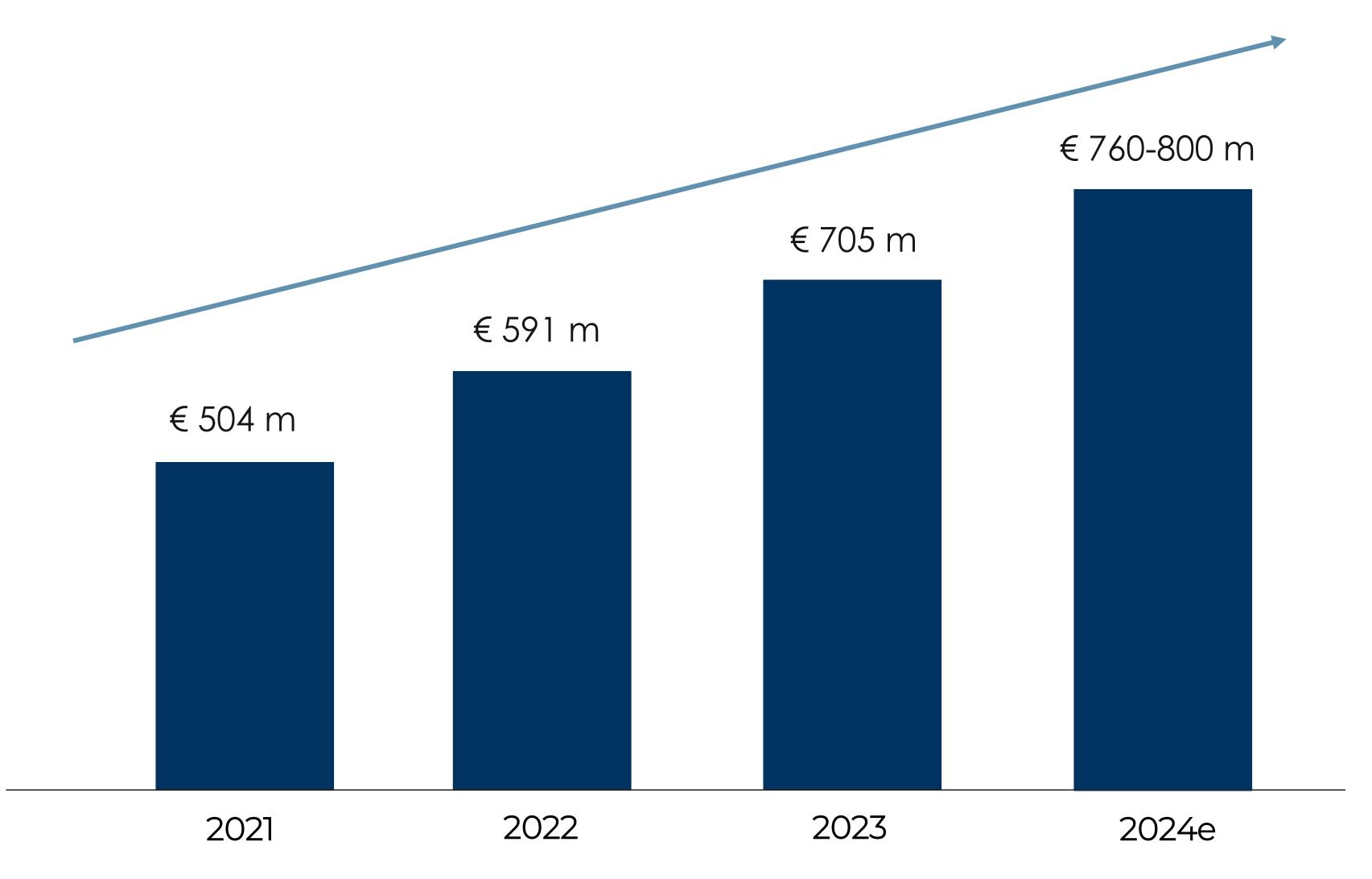
OVERVIEW PRO-FORMA FY 2023/FY 2022 CONTINUING OPERATIONS



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THE PLATFORM GROUP: PRO-FORMA GMV DEVELOPMENT

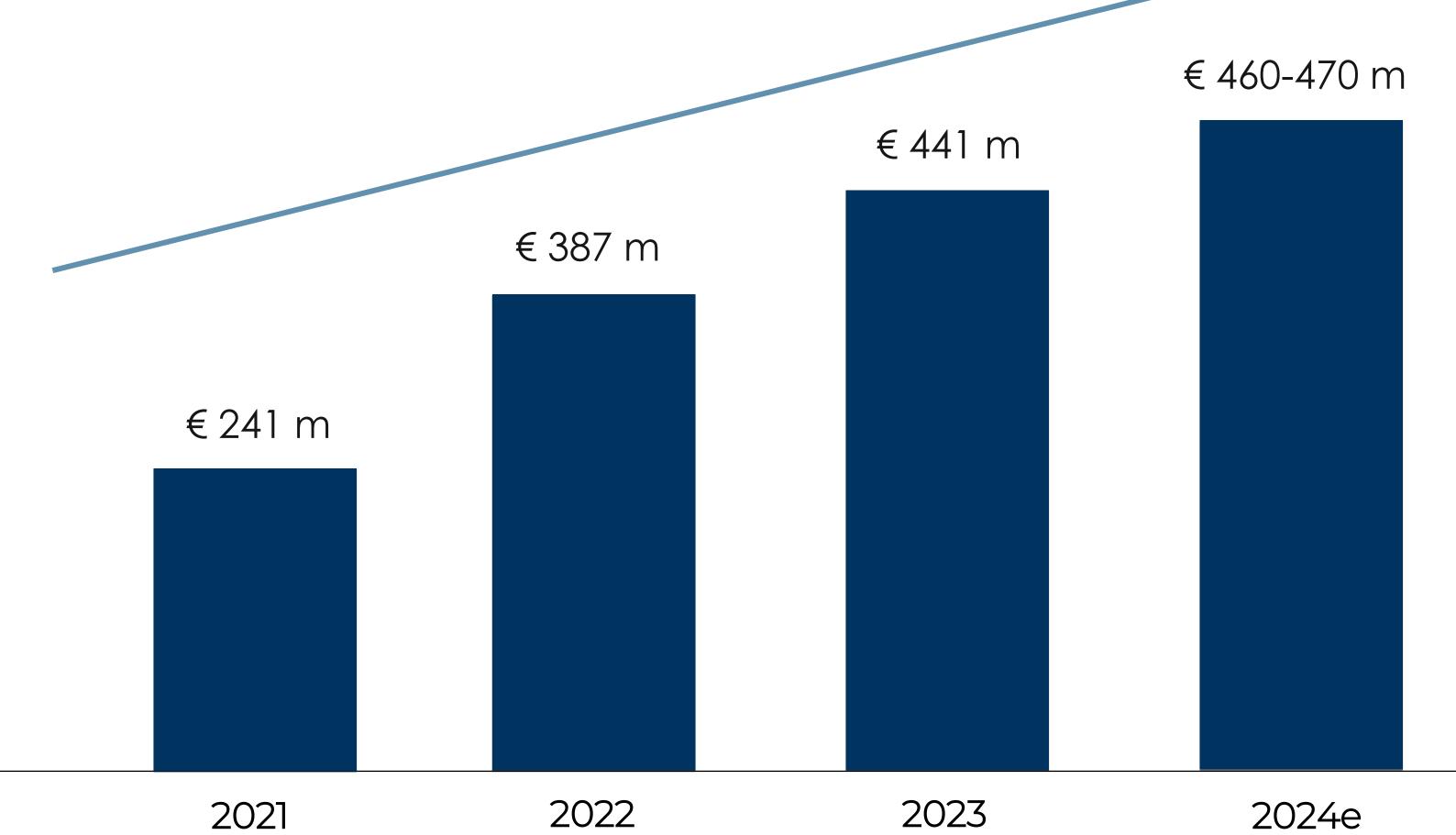




Pro-Forma figures for FY 2022, 2023. FY 2022 and FY 2023 continued operations. 2024e according to guidance. 2021 TPG/Fashionette combined.



THE PLATFORM GROUP: PRO-FORMA REVENUE DEVELOPMENT

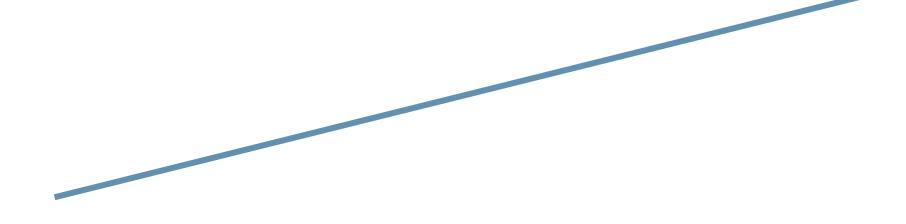


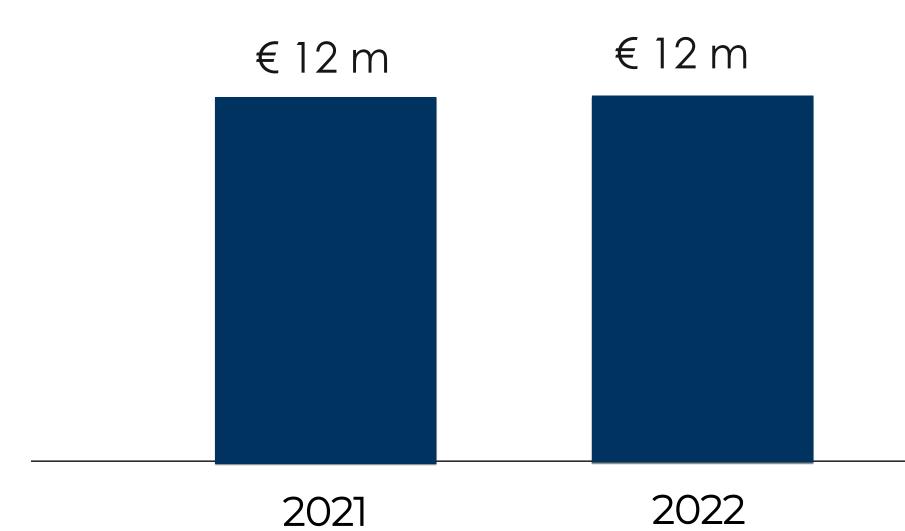


Pro-Forma figures for FY 2022, 2023. FY 2022 and FY 2023 continued operations. 2024e according to guidance. 2021 TPG/Fashionette combined.



THE PLATFORM GROUP: PRO-FORMA ADJUSTED EBITDA DEVELOPMENT







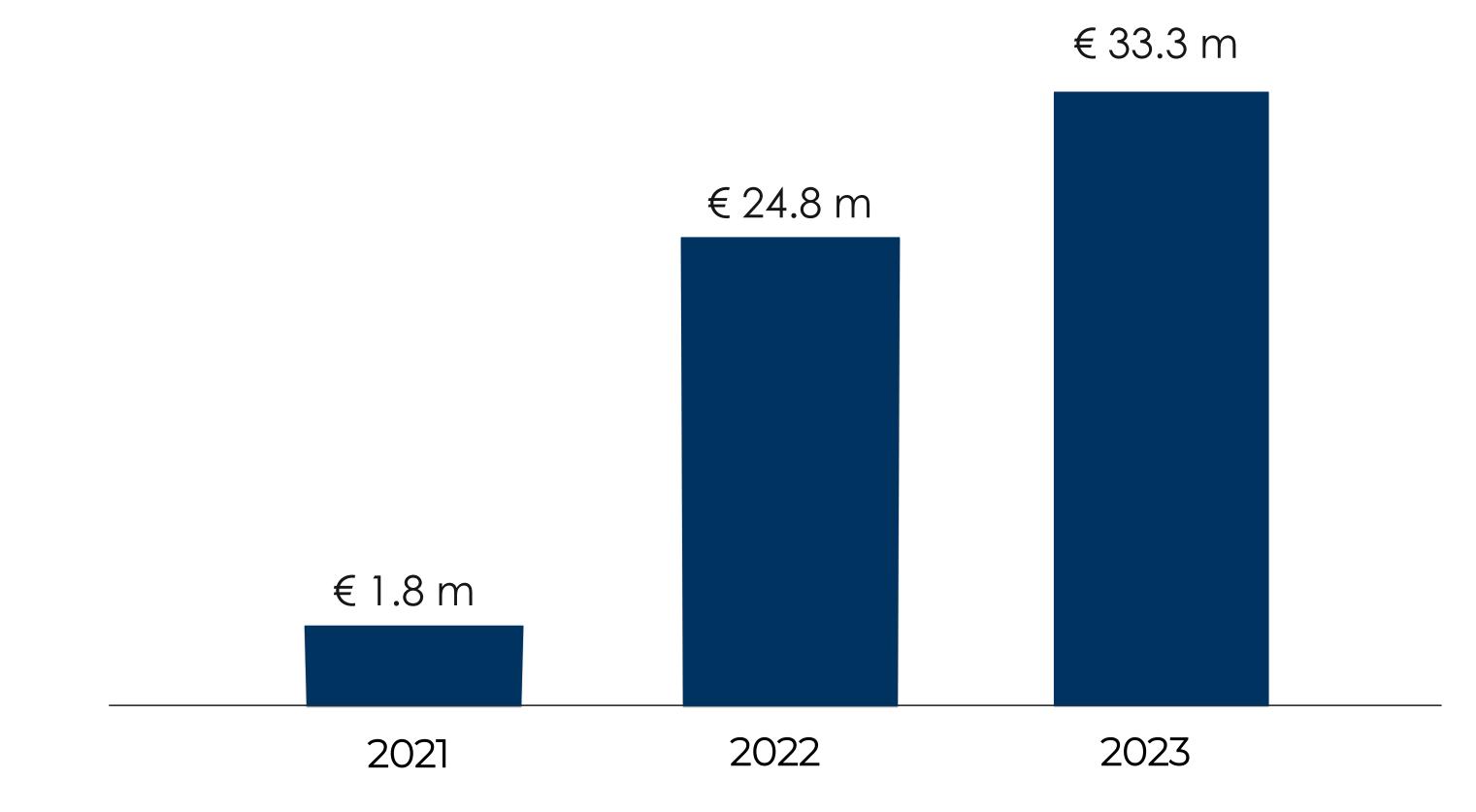
Pro-Forma figures for FY 2022, 2023. FY 2022 and FY 2023 continued operations. 2024e according to guidance. 2021 TPG/Fashionette combined.

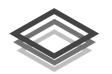
€ 24-28 m €23 m

2023



THE PLATFORM GROUP: PRO-FORMA NETPROFIT DEVELOPMENT





Pro-Forma figures for FY 2022, 2023. FY 2022 and FY 2023 continued operations. 2024e according to guidance. 2021 TPG/Fashionette combined.



THE PLATFORM GROUP: SEGMENT OVERVIEW

Consumer Goods

Products with simple logistics and focus on consumer goods

- Sustainable Products
- Fashion/Shoe/Luxury
- Accessories
- Jewelry and
- Watches

Freight Goods

Products with complex transport, logistics and delivery processes in the area of freight logistics

- Furniture
- Forest Equipment
- Bicycles
- E-Scooters
- Cars

Industrial Goods

B2B focus on industrial goods and industrial solutions

- Trading with used machines / B2B
- Dental equipment B2B
- Hairdressing B2B platform
- Car/truck parts trade
- Industrial supplies

Service & Retail

Products and services that are remunerated on the basis of performances

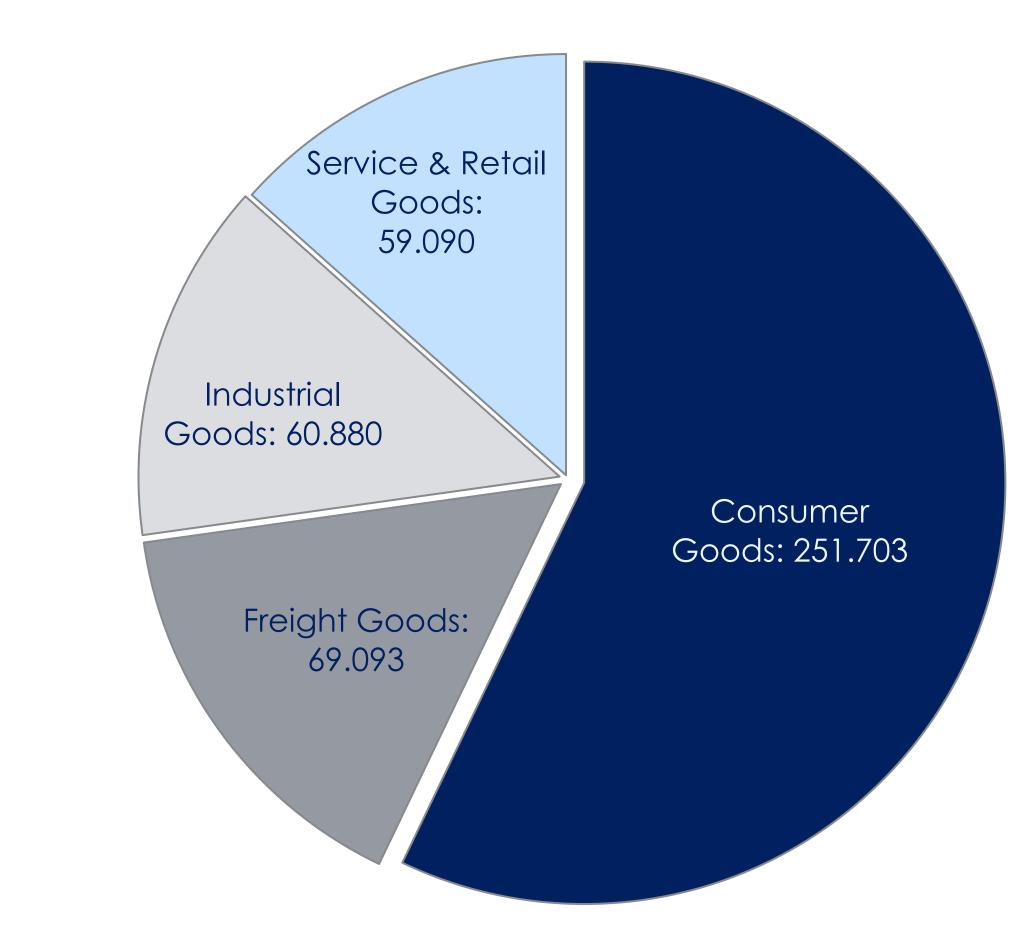
- Platform for local pharmacies Platform for pharmaceutical manufacturers
- Online learning platforms
- Factoring and real estate platform
- Local Stores



Pro-Forma figures for FY 2023, continuing operations.

Revenues by Segment (FY 2023)

(in $m \in$, pro-forma, continuing operations)





THE PLATFORM GROUP: NON-FINANCIAL KPI

	2022	1
Number of Orders	5.437.475	6.
Average order value (EUR)	109	
Active Customers	3.482.100	4.0
Orders New Customers	1.264.803	1.5
Number of Employees	751	
Number of Partners	4.872	

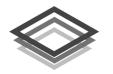


Pro-Forma figures for FY 2023/FY 2022, continuing operations.

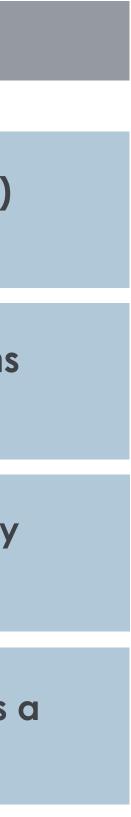
2023	Key takeaways
185.869	
114	Positive development: More partners (5.520) bring m products. More products bring more customers (4.05 more customers bring more orders (6.2m).
048.954	
505.718	Average order value increased to 114€ (2022: 109€) due to less discounts and less campaigns.
688	
	Reduced staff (688 employees) due to cost efficiency
5.520	program and reduction in two subsidiaries.



Consumer Goods	2022	2023	Key takeaways
GMV	€ 400.8m	€ 440.5m	
Net revenue (EUR m)	€234.1m	€251.7m	Positive development of higher revenues due to (1) more partners and (2) more products.
EBITDA adjusted (EUR m)	€ 9.8m	€14.6m	EBITDA adj. margin along with internal expectations
EBITDA adj. margin (%)	4.2%	5.8%	(Goal: >5.0%)
EBITDA reported (EUR m)	€ 22.0m	€27.1m	Reduced staff (321 employees) due to cost efficiency
EBITDA reported margin (%)	9.4%	10.8%	program in 2023 / lower HR cost-ratio.
Employees	338	321	Luxury verticals along with expectations, market has high number of overstock.



All Pro-Forma figures for FY 2023 and FY 2022 are based on continued operations. Fashionette AG announced in Q1 2023 and Q2 2023 the closure of the business units of (a) beauty and (b) smartwatches, in Q3 2023 the planned sale of both units was published, sell-off by April 2024 effective. Margin-calculation based on net revenue per segment.



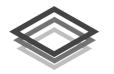
Freight Goods	2022	2023	Key takeaways
GMV	€76.0m	€106.1m	Positive development of higher revenues due to (1)
Net revenue (EUR m)	€ 66.6m	€69.1m	Positive development of higher revenues due to (1) more partners and (2) more products.
EBITDA adjusted (EUR m)	€ 4.3m	€ 4.9m	EBITDA adj. margin along with internal expectations
EBITDA adj. margin (%)	6.4%	7.1%	(Goal: >7.0%)
EBITDA reported (EUR m)	€12.3m	€17.3m	Reduced staff (61 employees) due to HR reduction at
EBITDA reported margin (%)	18.4%	25.0%	ViveLaCar (-17) and (b) Cluno Group (-52).
Employees	182	121	



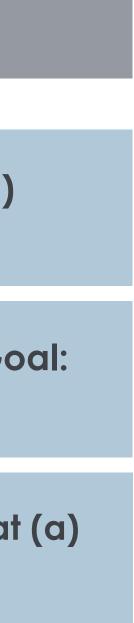
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Industrial Goods	2022	2023	Key takeaways
GMV	€73.7m	€84.0m	
Net revenue (EUR m)	€ 54.6m	€ 60.9m	Positive development of higher revenues due to (1) more partners and (2) more products.
EBITDA adjusted (EUR m)	€1.4m	€1.6m	EBITDA adj. margin below internal expectations (Go
EBITDA adj. margin (%)	2.6%	2.7%	>4.0%) \rightarrow actions ongoing since 03/2024
EBITDA reported (EUR m)	€1.4m	€1.6m	Increased staff (+18 employees) due to higher staff at
EBITDA reported margin (%)	2.5%	2.6%	Lott.de and (b) Dentatec.de
Employees	145	163	



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Service&Retail Goods	2022	2023	Key takeaways
GMV	€ 40.4m	€74.5m	
Net revenue (EUR m)	€32.1m	€59.1m	Positive development of higher revenues due to (1) more partners and (2) more products.
EBITDA adjusted (EUR m)	€1.3m	€1.4m	EBITDA adj. margin along with internal expectations
EBITDA adj. margin (%)	4.0%	2.4%	(Goal: >2.5%)
EBITDA reported (EUR m)	€1.3m	€1.4m	Reduced staff (3 employees) due to cost efficiency
EBITDA reported margin (%)	4.0%	2.4%	program in 2023 / Iower HR cost-ratio.
Employees	86	83	



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DEBT SITUATION

	31.1
Cash + Cash equivalents	€7
Long term Debt (bank loans)	€3
Short term Debt (bank loans)	€ 33
Net Debt	€6
LTM EBITDA	€ 22
Leverage	2.0





Pro-Forma figures for FY 2023, continuing operations.

12.2023

7.6m

32.3m

35.3m

60.0m

22.6m

.65 x



PRO FORMA CONSOLIDATED BALANCE SHEET

Pro-Forma - Consolidated balance sheet - Assets	31.12.2023	31.12.2022	Pro-Forma - Consolidated balance sheet - Liability	2023	2022
in TEUR			in TEUR		
Financial Assets			Equity		
Property, plant and equipment	9.715	7.805	Subscribed capital	17.855	17.855
Intangible assets	64.024	59.054	Capital reserves	34.516	51.027
Goodwill	37.737	32.023	Other reserves	10.768	12.203
Deferred tax assets	2.626	1.909	retained earnings	-15.136	-12.061
Long-term assets	114.102	100.790	Profit (loss)	26.932	21.480
Inventory	92.313	127.227	Equity of the non-controlling shareholders	1.097	1.407
right of return	3.011	2.410	Equity of the shareholders of the parent company	73.838	89.097
Tax refund claims	374	870	Total equity	74.935	90.504
Trade receivables and other receivables (current)	54.676	38.069			
thereof trade receivables	41.188	27.041	Liabilities		
of which other receivables and other assets	13.488	11.028	Loans and borrowings (long-term)	38.896	74.837
Advance payments	1.560	1.303	of which leasing liabilities	6.571	5.402
Cash and cash equivalents	7.616	12.060	of which bank liabilities	32.325	69.434
Total current assets	159.550	181.940	Deferred tax liabilities	12.551	8.071
			Total long-term liabilities	51.448	82.908
Assets held for sale	4.603	6.809	Tax liabilities	2.110	1.504
			Loans and borrowings (current)	37.229	36.339
Total assets	278.255	289.539	of which leasing liabilities	1.916	2.309
			of which bank liabilities	35.313	34.029
			Trade payables and other liabilities (current)	108.974	73.076
			of which trade payables	41.055	31.026
			of which other liabilities (current)	67.919	42.050
			Other provisions (current)	3.019	4.602
			Total short-term debts	151.332	115.520
			Liabilities associated with assets held for sale	540	607
Pro-Forma figures for FY 2023/FY 2022, continuing operations			Total liabilities	278.255	289.539



Consolidated cash flow statement

PRO-FORMA CONSOLIDATED CASH FLOW STATEMENT

Period result

Result from dis

Earnings before ta

Adjustments for

Profit from bus

Depreciation (

Gain (-) from t

Increase (+) / c

Increase (-) / d

attributable to

Increase (-) / d Increase (+) / d

attributable to

Interest expen

Income tax exp

liabilities (+/-)

Taxes paid on

Interest paid (-

Other non-cas

Cash inflow from

Payments (+) f

Payments (-) f

Cash outflow from

Payments (-) f

Incoming payr

Cash outflow from

Cash-effective cha

Available finar

Funds available at

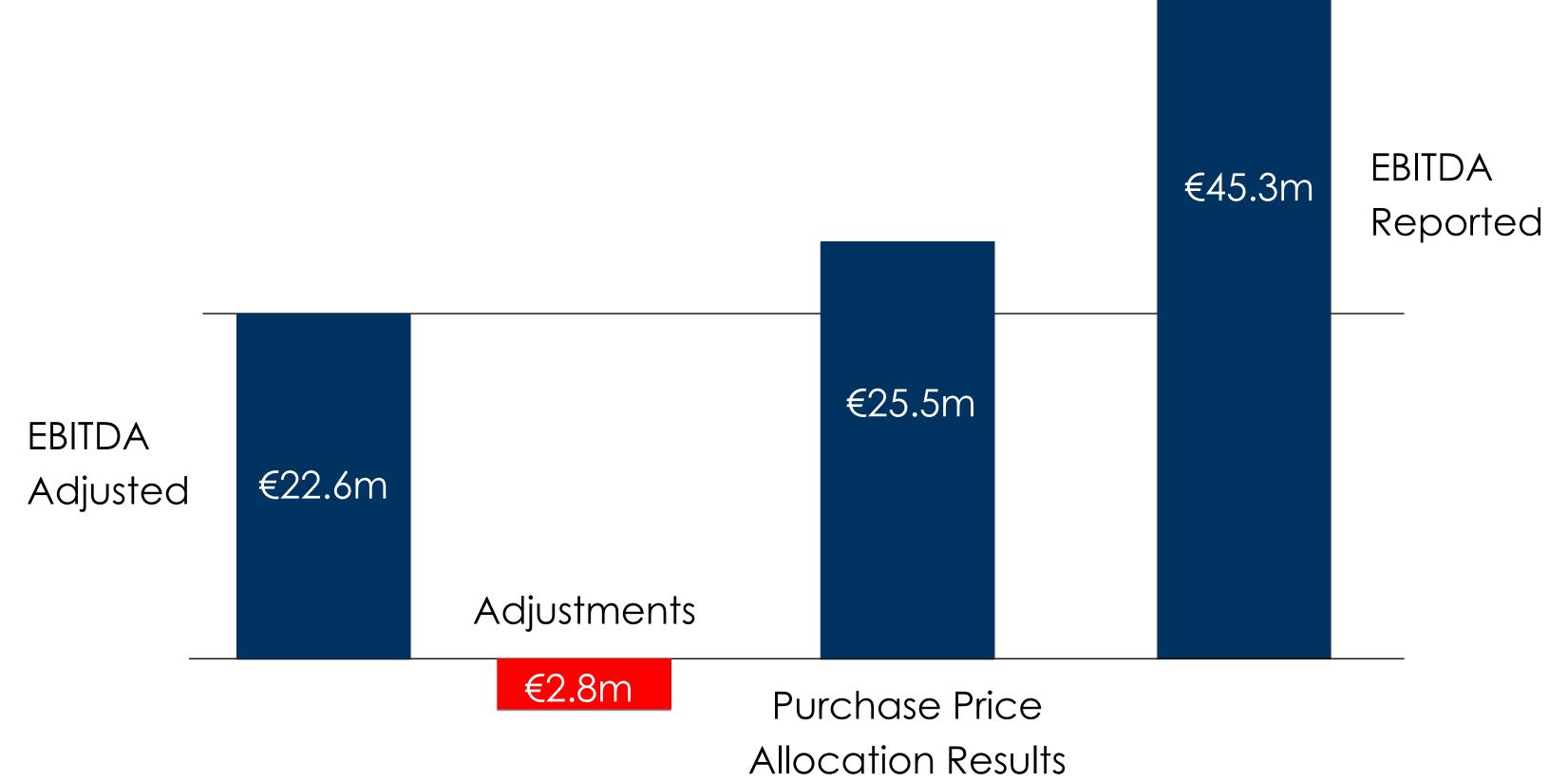


Pro-Forma figures for FY 2023, continuing operations.

	2023
	26.932.008
liscontinued operations	6.381.032
axes from continuing operations	33.313.040
usiness acquisitions	(25.274.443)
(+) / write-ups (-) of fixed assets	7.997.879
the disposal of property, plant and equipment	(2.146.005)
decrease (-) in provisions	(1.582.709)
decrease (+) in trade receivables and other assets that are not o investing or financing activities	(17.465.046)
decrease (+) in inventories	37.120.358
decrease (-) in trade payables and other liabilities that are not o investing or financing activities	35.830.638
nse (+) / income (-)	6.455.284
xpense (+)/income (-) and deferred tax assets (-/+) and)	5.194.987
n income and earnings, less refunds (-)	(329.047)
(-)	(6.455.284)
ish expenses (+)/income (-)	(1.434.585)
ongoing business activities	71.225.068
from disposals Payments (-) for investments in fixed assets	(18.446.580)
for the acquisition of subsidiaries, less acquired liquid assets	(58.948.710)
n investing activities	(77.395.290)
for interest and repayment of leasing liabilities	775.060
rments (+) from taking out loans and repayment (-) of loans	950.804
n financing activities	1.725.864
hanges in financial resources	(4.444.357)
incial resources at the beginning of the financial year	12.060.478
at the end of the period	7.616.121



FROM EBITDA ADJUSTED TO EBITDA REPORTED









How we achieve value for our shareholders



OUR STATEMENT ON VALUE CREATION

"We do not accept cash burning. Our company never did."

"We have to acquire companies for **fair values**, meaning **badwill** is not an exception. And we develop their **value over time**."

"Our TPG-approach gives us the opportunity to buy highly attractive online-players in niche markets, make a great PMI and achieve **long-term cashflow-streams**."

"Each year, we see more than 1.500 offered onlinecompanies, most of them does not fit to us (industry, losses etc). But when we make the process of M&A, the seller understands **our additional value** compared to other bidders – and we are **not looking for exits.** That convinces the seller in many times and management stays on board."







OUR CORE COMPETENCIES



Software

Interfaces



Marketing



SAAS-MODELS

Why do we NOT make SaaS-Revenues?

Control	Value
We want to have full control on the eCommerce Value Chain. Means: Not just offering software, we make A-Z as a full service for our 11.800 partners. Starting from coding ERP-interfaces, offering excellent software solution, manage the full payment process and take care about tax- declarations and customs for our partners, we have full control on the Value Chain.	We can achieve I fully control the e cover all proces



e creation

higher €-margins when we eCommerce Value Chain, esses and services for our partners.

Replaceability

When we would offer only SAAS-solutions to external parties, we would have nice %margins, but after 2-3 years (contract time) we always would have a higher risk of being replaced by another software. Because we develop and run our own software solutions for our partners and cover the full Value Chain of eCommerce, our risk of replaceability is low.







OUR DECISION FUNNEL FOR NEW INDUSTRIES

TPG decision funnel for entering new industries

Selection of Industry:

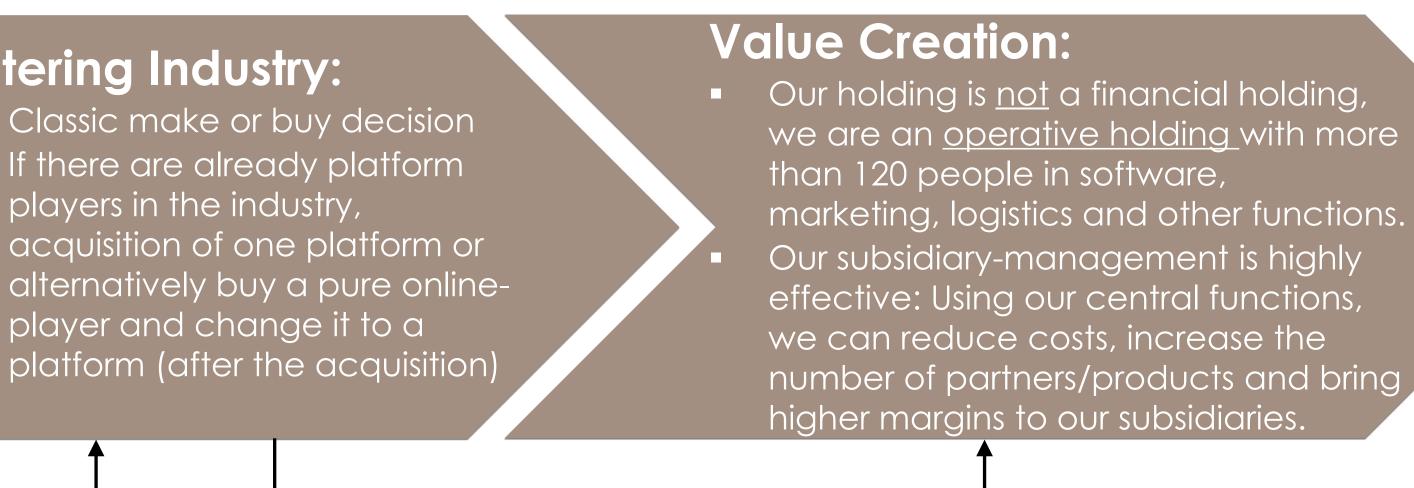
- Are more than 150 potential platform partners in the industry?
- Is the product attractive in terms of margin, average order value and logistics?
- Have the industry partners local ERP-systems?

Entering Industry:

- players in the industry,

If 3x YES





Starting TPG-Strategy





HOW WE ACQUIRE COMPANIES

Our Requirements for new M&A Targets

Revenue & Customers		Status of the Company		Profitability & Debt		Strategy & IT	
Diversified Customer base (>1.000 customers)	Revenue range €3-100m Positive revenue development (>10-15% YoY),	No early phase investments, only proven track record	Sufficient management levels, no risk of single management issues	EBITDA adj. >3% (1 st year of PMI)		Platform strategy (or eCommerce with change to platform strategy)	High IT/ERP knowledge and TPG-software-fit





After 22 acquisitions, we have a strong track record and knowledge in post merger integration + value creation

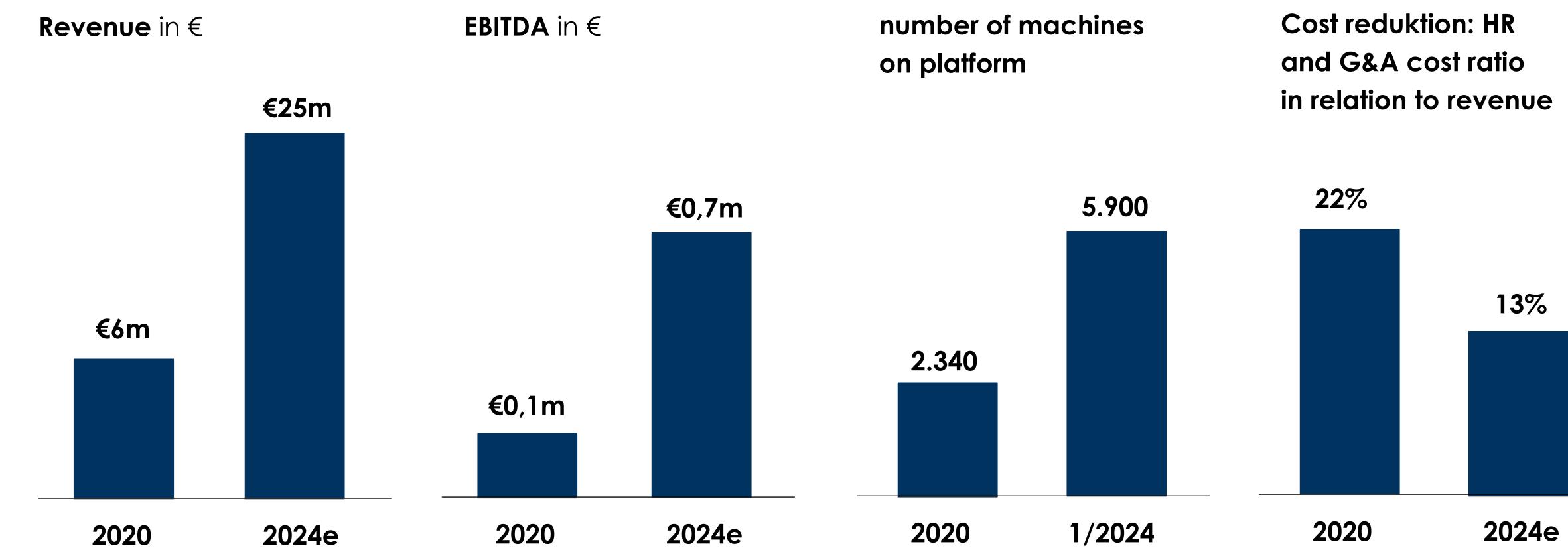






HOW WE ACHIEVE VALUE

How we achieve VALUE: The case of GINDUMAC







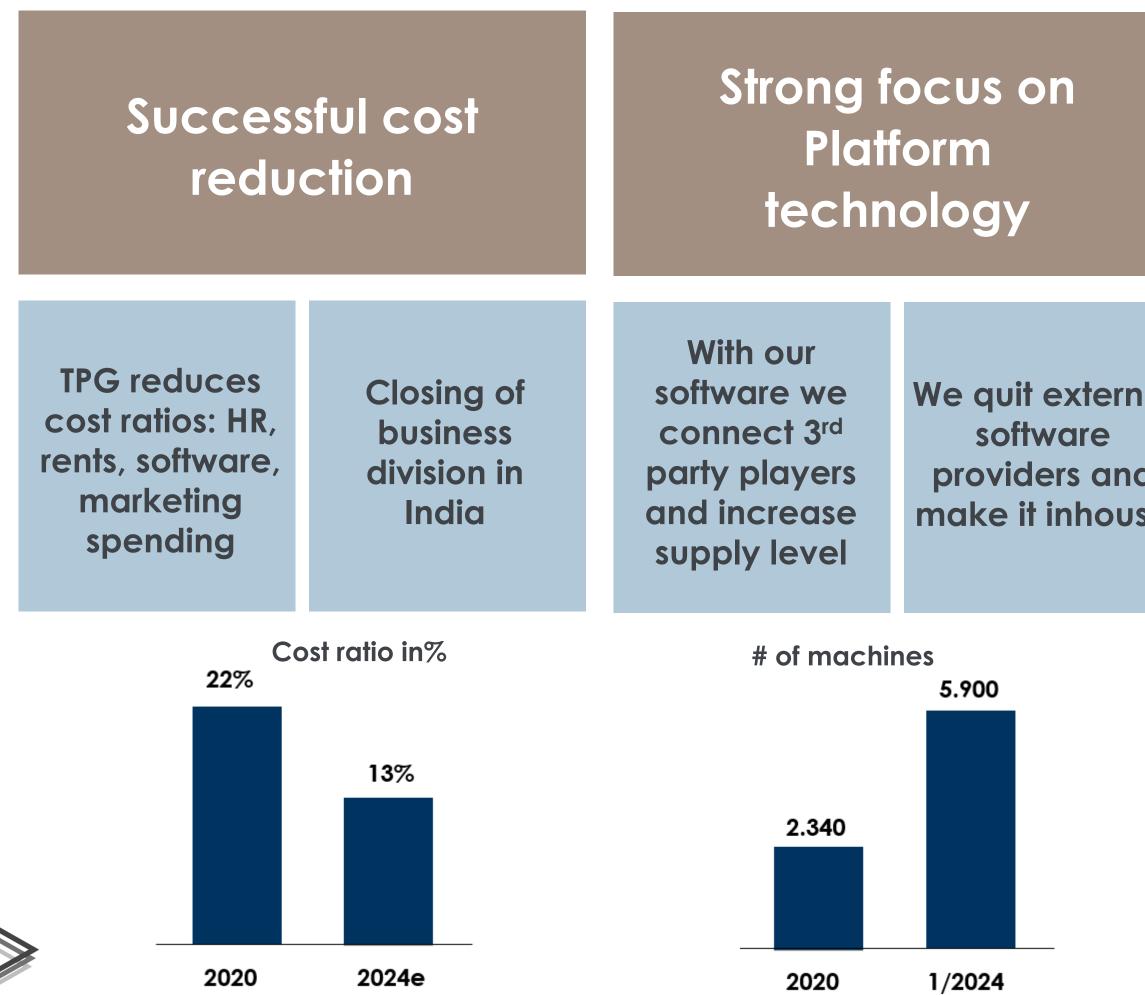






HOW WE ACHIEVE VALUE

How we achieve VALUE: The case of GINDUMAC



	Centralize serv		Entry in new markets			
nal Id Jse	Marketing, accounting, software and ERP inhouse	Full integration of TPG platform software	Entry to Asian and Middle east market in (2021-2023)	US market start in 2025		



HOW WE ACQUIRE COMPANIES

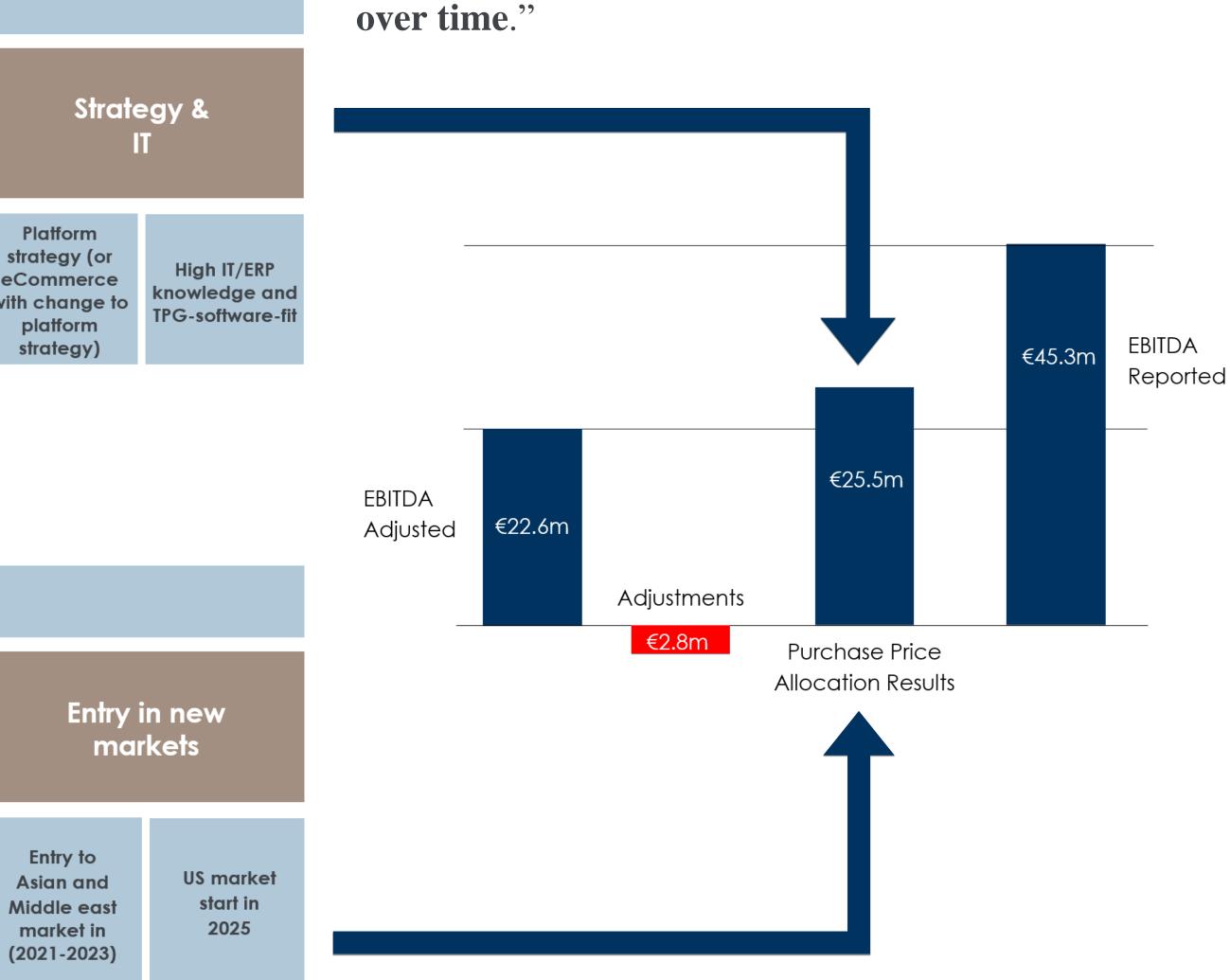
Our Requirements for new M&A Targets

Revenue &		Status of the		Profitability &			
Customers		Company		Debt			
	Diversified Customer base (>1.000 customers)	Revenue range €3-100m Positive revenue development (>10-15% YoY),	No early phase investments, only proven track record	Sufficient management levels, no risk of single management issues	EBITDA adj. >3% (1 st year of PMI)	Debt level <2x EBITDA	e

How we achieve VALUE: The case of GINDUMAC

Successful cost reduction		Plat	ocus on form iology	Centralized share services		
TPG reduces cost ratios: HR, rents, software, marketing spending	Closing of business division in India	With our software we connect 3 rd party players and increase supply level	We quit external software providers and make it inhouse	Marketing, accounting, software and ERP inhouse	Full integration of TPG platform software	

"We have to acquire companies for **fair values**, meaning badwill is not an exception. And we develop their value





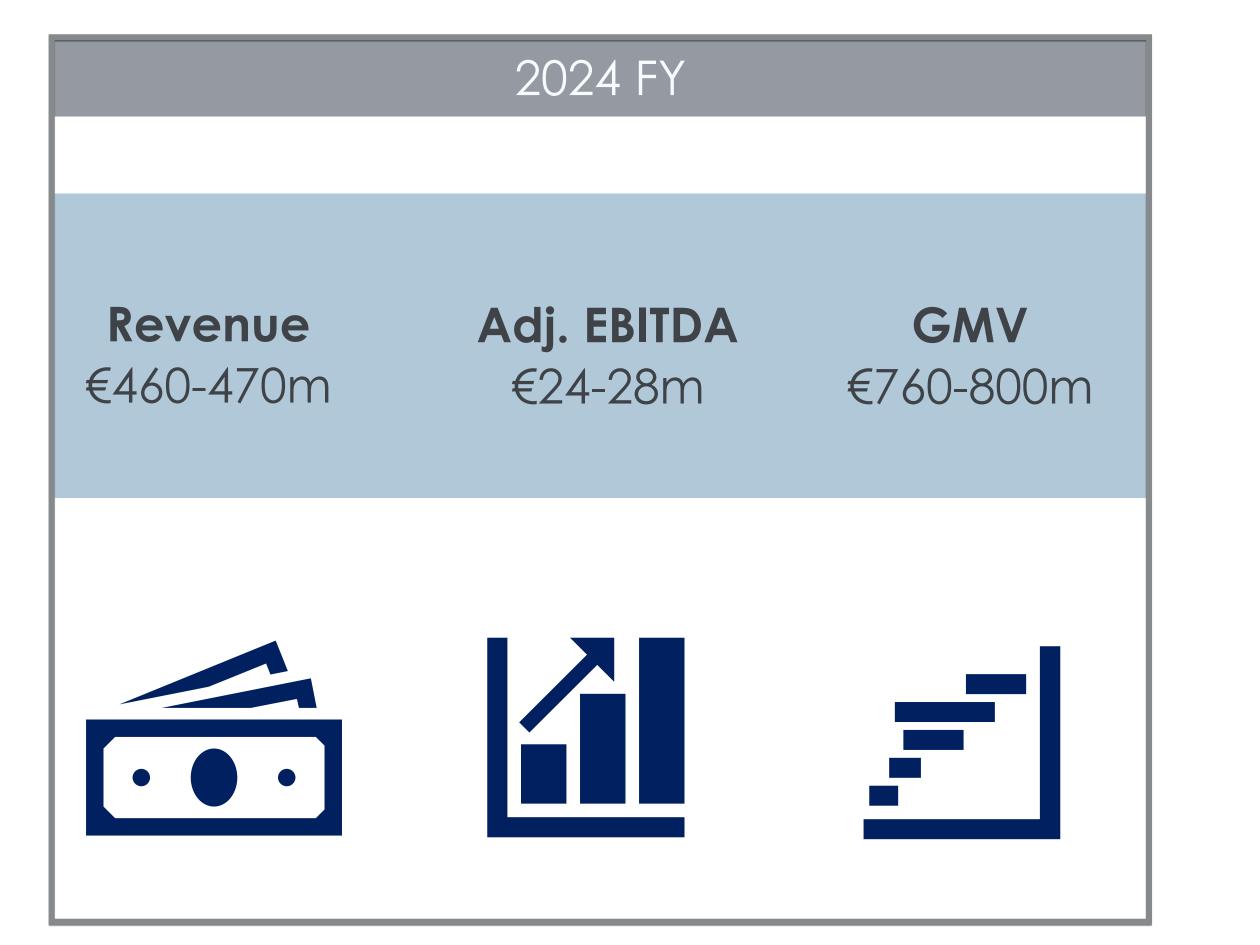


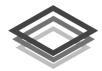


Outlook



TPG GUIDANCE 2024: RECORD YEAR TO BE EXPECTED CONTINUING OPERATIONS







SCALABILITY: INTERACTION OF GROWTH DRIVERS 2024E

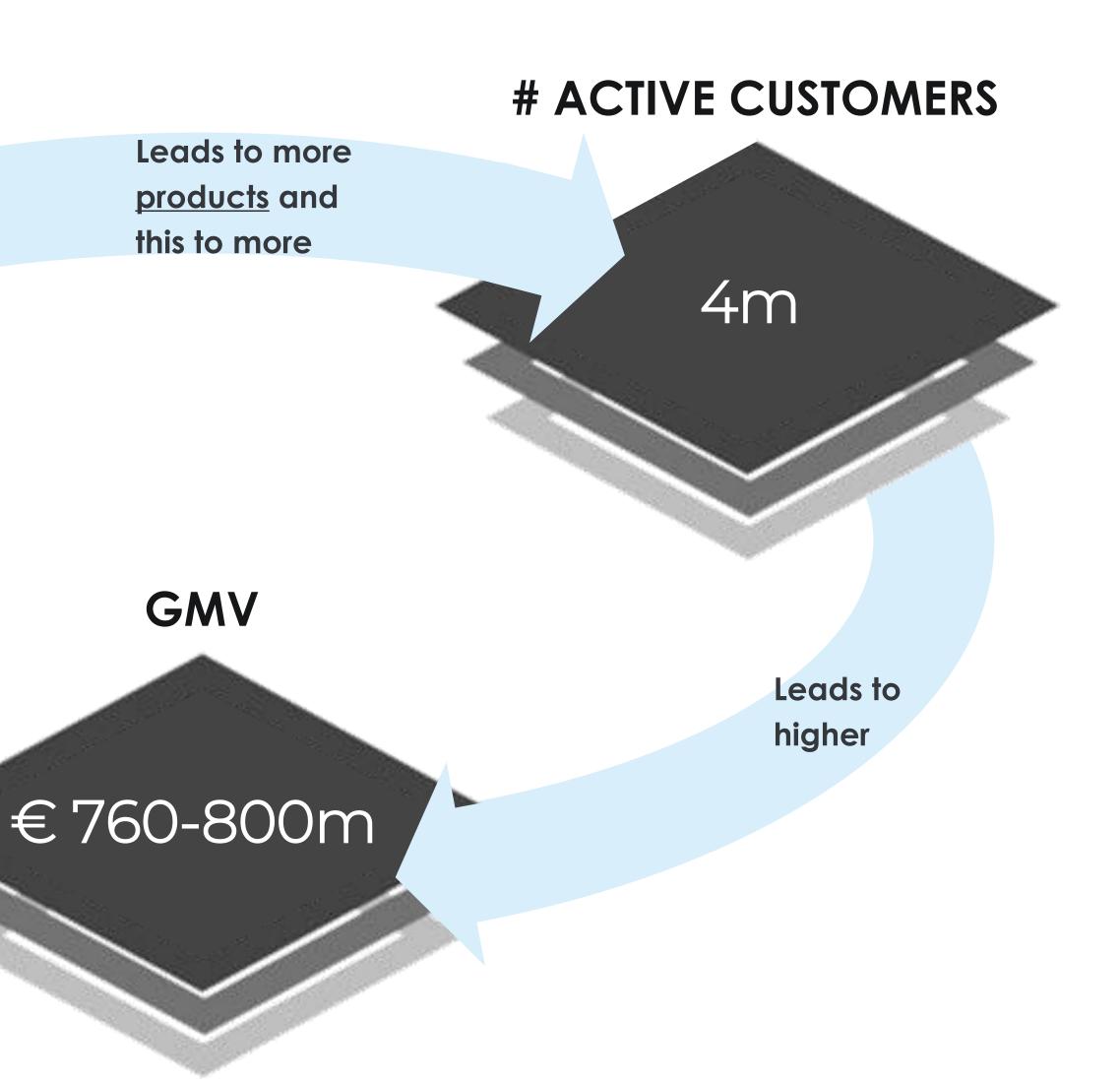
PARTNERS

11.800

Leads to more



Source: Company / Guidance 2024.





OUR PARTNER GROWTH IN 2024

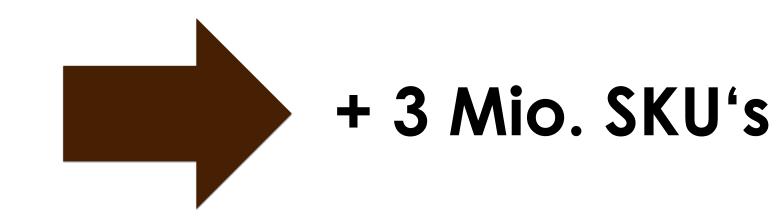
How we achieve more value: partners and their value for TPG

of Partners 2023-2024

11.800 Acquisition of hood.de +4.900 partners Acquisition of Avocadostore 5.500 +1.400 partners

2023 2024e





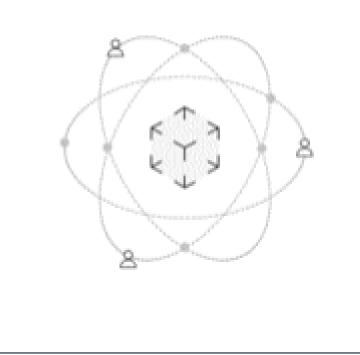


OUR FUTURE STRATEGY

LEADING POSITION

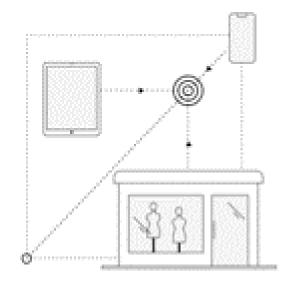
Becoming the No.1 Platform in Europe

Organic growth higher than market



POWER OF SCALE NEW MARKETS

Expanding into 30 industries by 2025

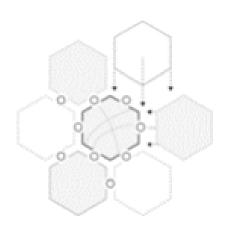




CONTINUED M&A EXPANSION

3-8 Acquisitions per year

Long-term goal of 50% organic / 50% inorganic growth



GEOGRAPHICAL EXPANSION

Increasing geographical footprint outside of Germany

Near-term France and Italy, long-term U.S. and India



KEY TAKEAWAYS





Positive operating cash flow & stable liquidity in FY 2024



3-8 acquisitions in 2024, perfect buying conditions in M&A market



Strong cost-efficiency program continues in 2024, adjusting costs and risk, especially in marketing, personnel and inventory







Record year expected for 2024





THANK NORTH

