



THE PLATFORM GROUP

CAPITAL MARKET DAY
JUNE 11, 2024

CAPITAL MARKETS DAY

INVITATION

to **Capital Markets Day**
of **The Platform Group AG**

Date

11 June 2024

Location:

NH Collection Hotel Frankfurt Spin Tower
Güterplatz 1
60327 Frankfurt/Main

The Platform Group is pleased to invite investors, analysts and financial media to its 2024 Capital Markets Day. The Board of Directors will present a financial update and a deep dive into its M&A strategy. The conference will be held in English/German.

Agenda:

10:30 - 11:00 AM	Registration
11:00 - 11:30 AM	TPG Introduction: Platforms for success Dr. Dominik Benner (CEO)
11:30 - 12:00 PM	Financial Outlook and midterm guidance Reinhard Hetkamp (CFO)
12:00 - 12:45 PM	M&A as a key discipline for value generation Dr. Dominik Benner (CEO), Laura Vogelsang (Executive Board), and Heinrich Traude (M&A)
12:45 - 13:15 PM	Software development for strategic competitive advantage Christoph Wilhelmy, (COO)
13:15 - 14:00 PM	Get Together Coffee & Snacks

For **conference registration** please contact: ir@the-platform-group.com



Dr. Dominik Benner

Laura Vogelsang



Heinrich Traude
M&A



Christoph Wilhelmy
COO



Reinhard Hetkamp
CFO

AGENDA



At a Glance



Platforms for success



Financial Perspective



TPG's M&A Approach



TPG's Software Strategy



THE PLATFORM GROUP

At a glance



OUR MANAGEMENT STRUCTURE

Supervisory Board



Stefan Schütze
(Chairman)

- Jens Wasel
- Florian Müller
- Dominik Barton

Management Board



Dr. Dominik Benner
CEO

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



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

Segments

Consumer Goods

Freight Goods

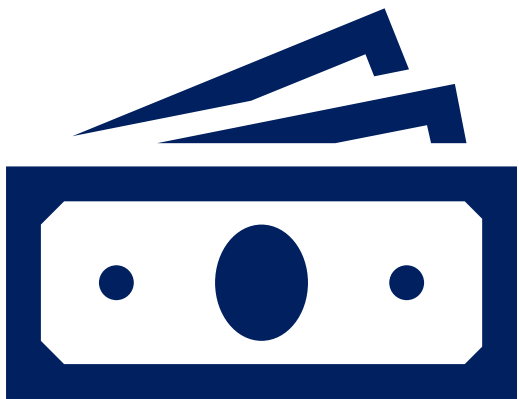





Industrial Goods

Service and Retail Goods



TPG GUIDANCE 05/2024

CONTINUING OPERATIONS

2024 FY			Mid-term (2025)		
Revenue €480-500m	Adj. EBITDA €26-30m	GMV €840-870m	Leverage 1.5 – 2.3x	Adj. EBITDA Margin 7-10%	GMV €1bn
					



TPG STOCK

The Platform Group AG

ISIN: DE000A2QEFA1 | WKN: A2QEFA | Kürzel: TPG | Typ: Aktie

Übersicht

Charts

News

Unternehmensangaben

Kennza

Frankfurt

Xetra

Xetra

Tag

Woche

1 Monat

6 Mon.

1 Jahr

3 Jahre

Max.



► Chartanalyse

200m€ Market Cap

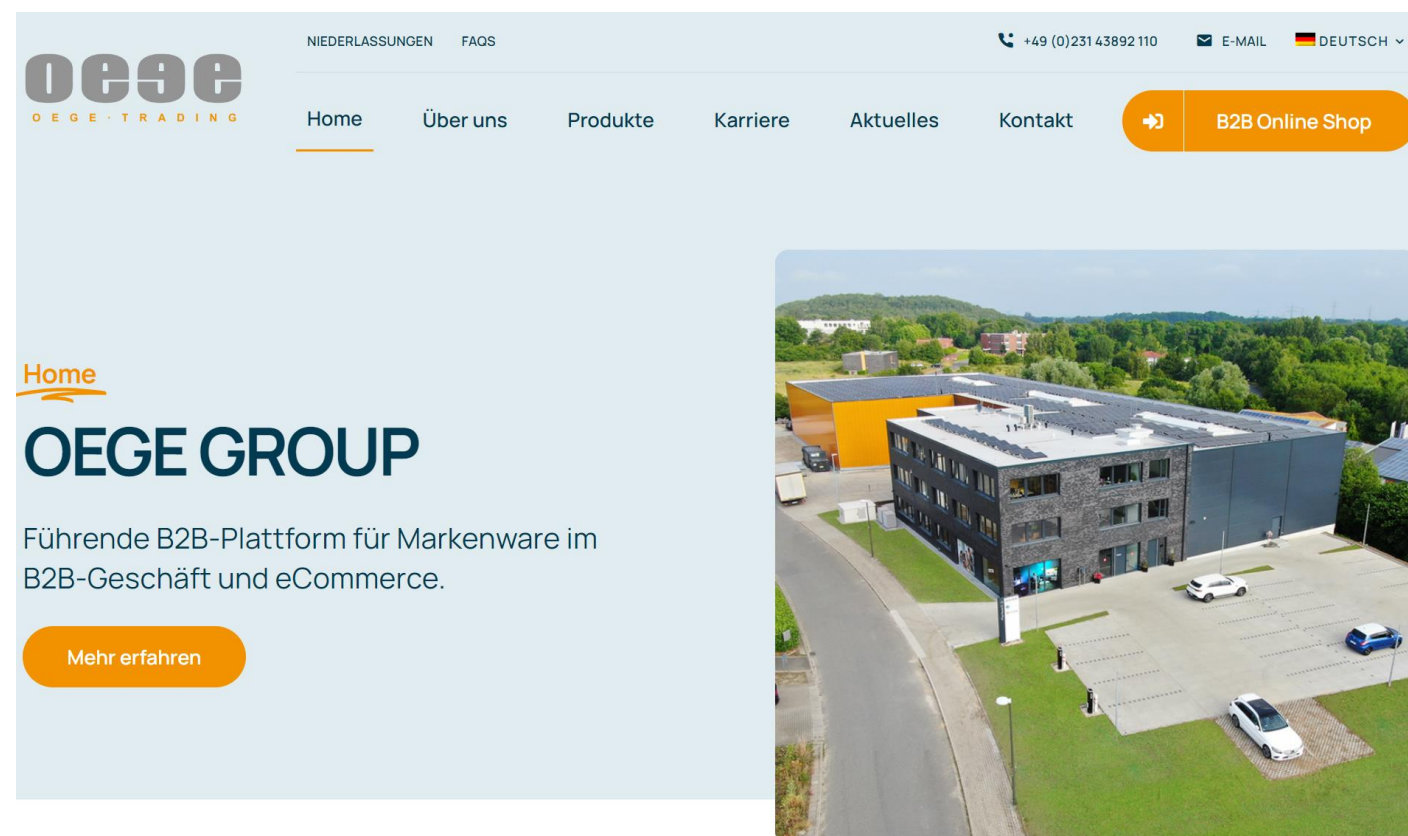
70%
Benner Holding

Guidance Update
05/2024

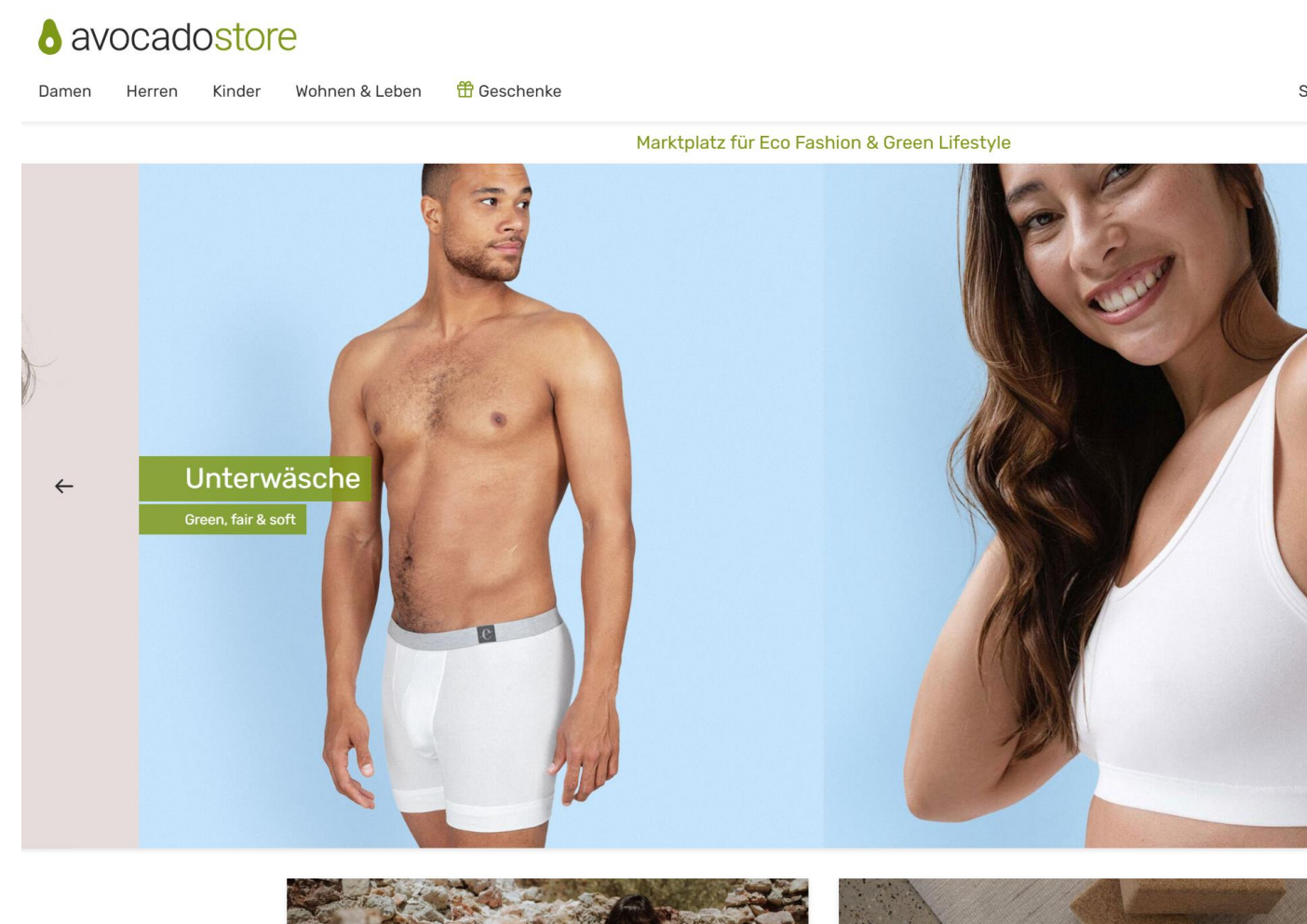


LATEST DEVELOPMENTS (3 MONTH)

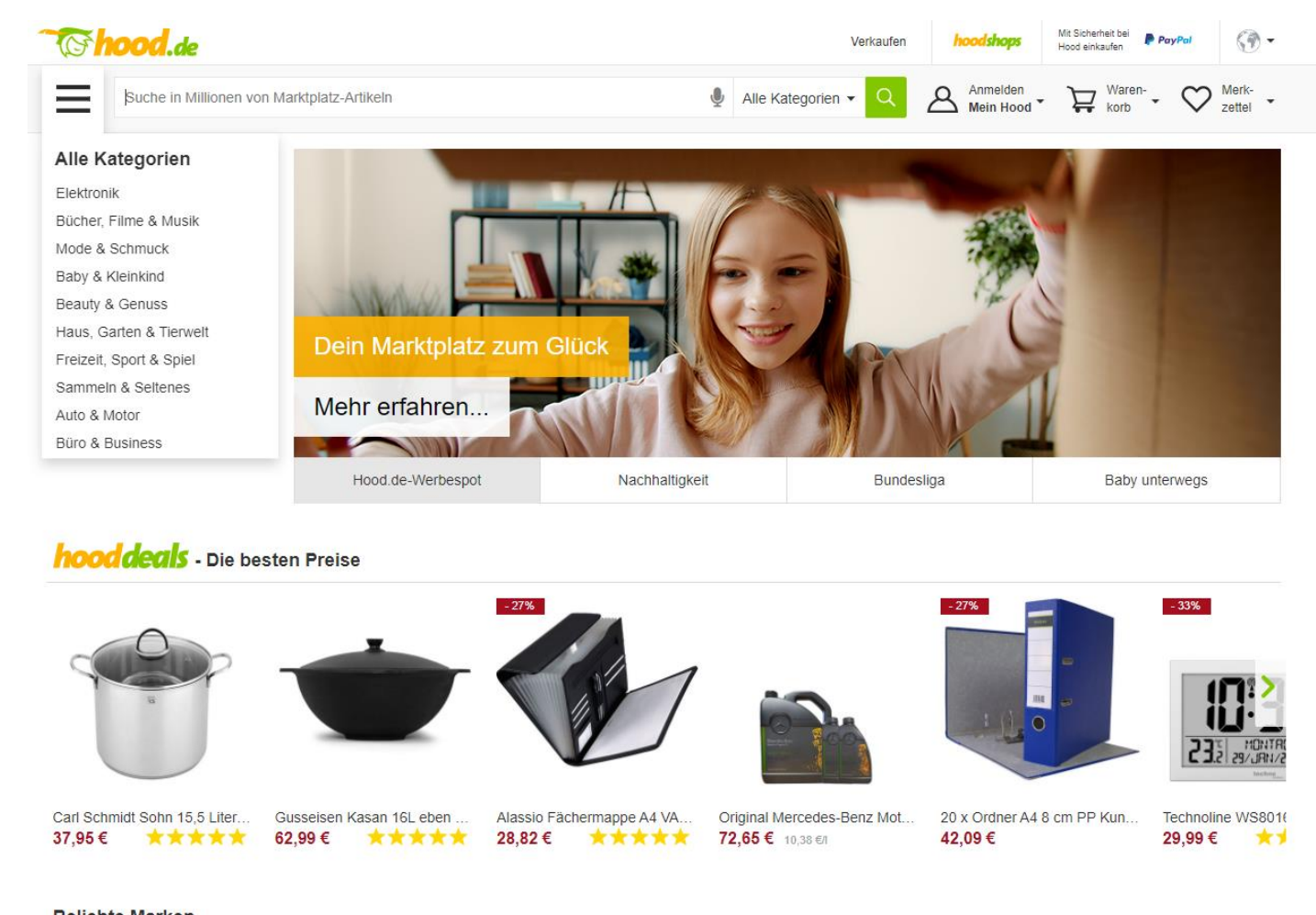
Acquisition of OEGE GROUP (B2B platform company)



Acquisition of Avocadostore GmbH (platform for sustainable products)

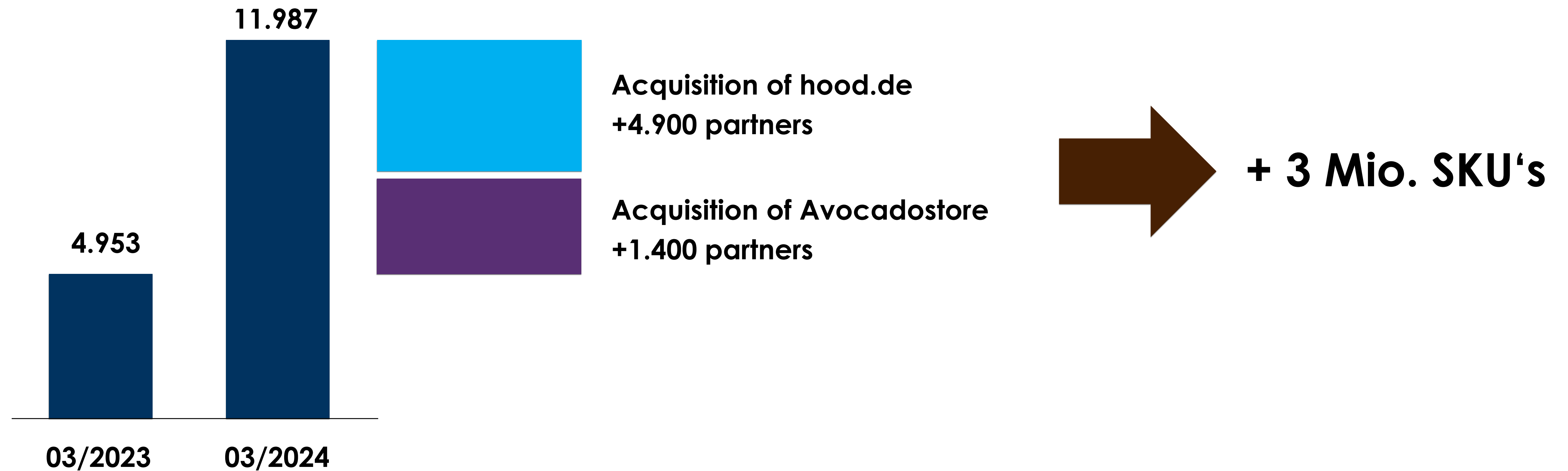


Acquisition of HOOD Media GmbH (platform for consumer products)



LATEST DEVELOPMENTS (3 MONTH)

Number of Partners 2024 vs. 2023

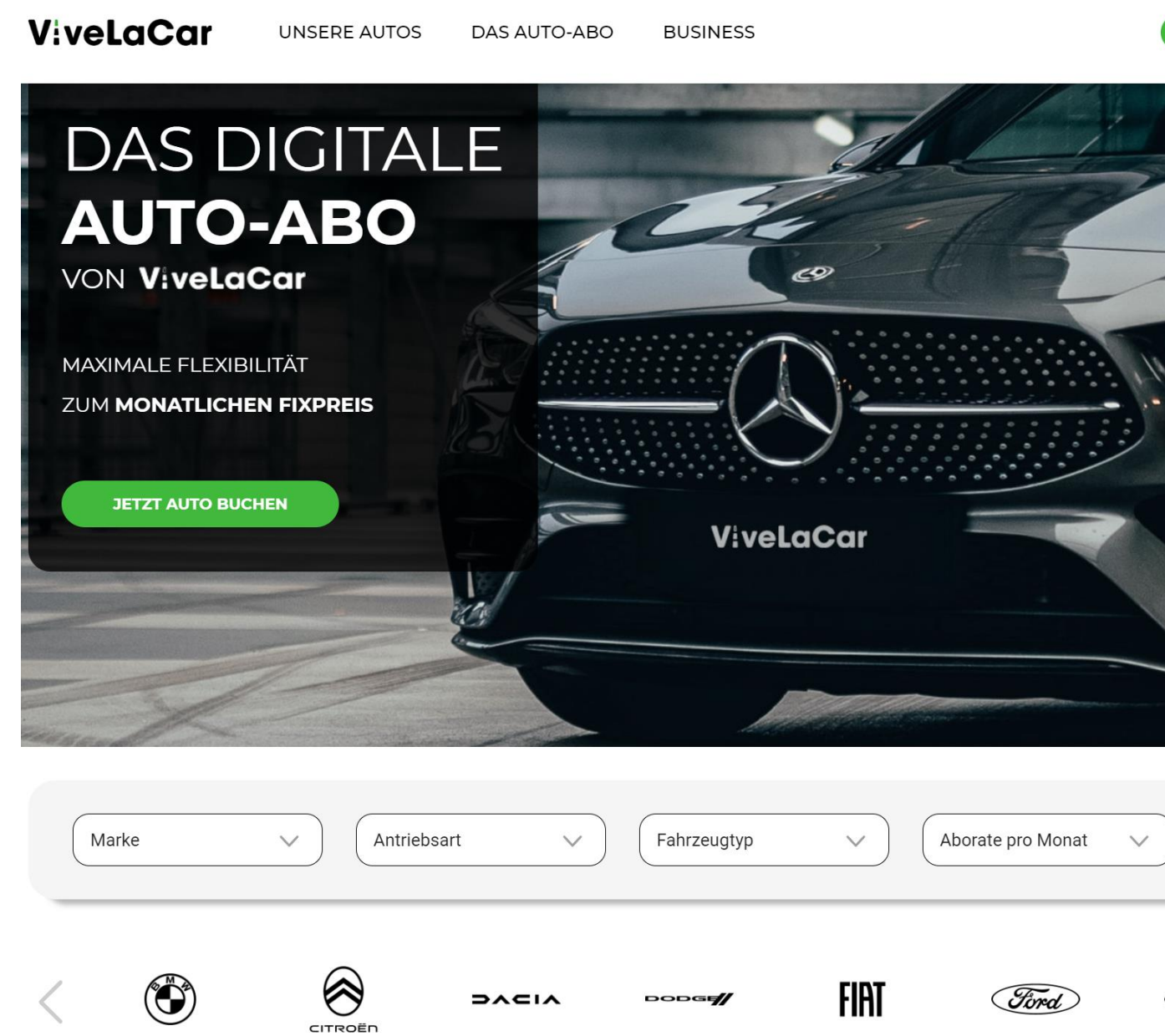


LATEST DEVELOPMENTS (3 MONTH)

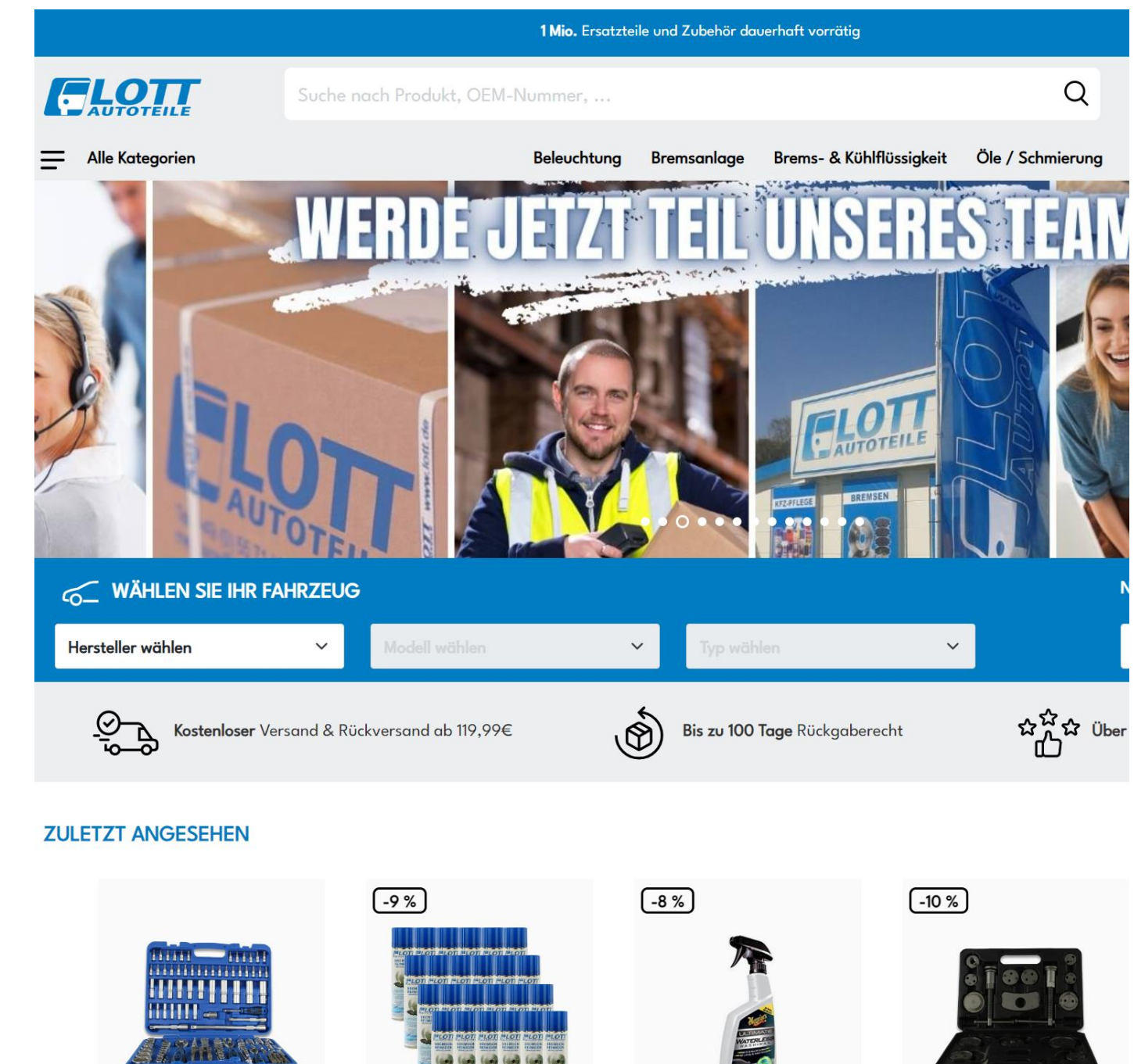
Reduction of minority shareholders:
Möbelfirst
(new: 100%)



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

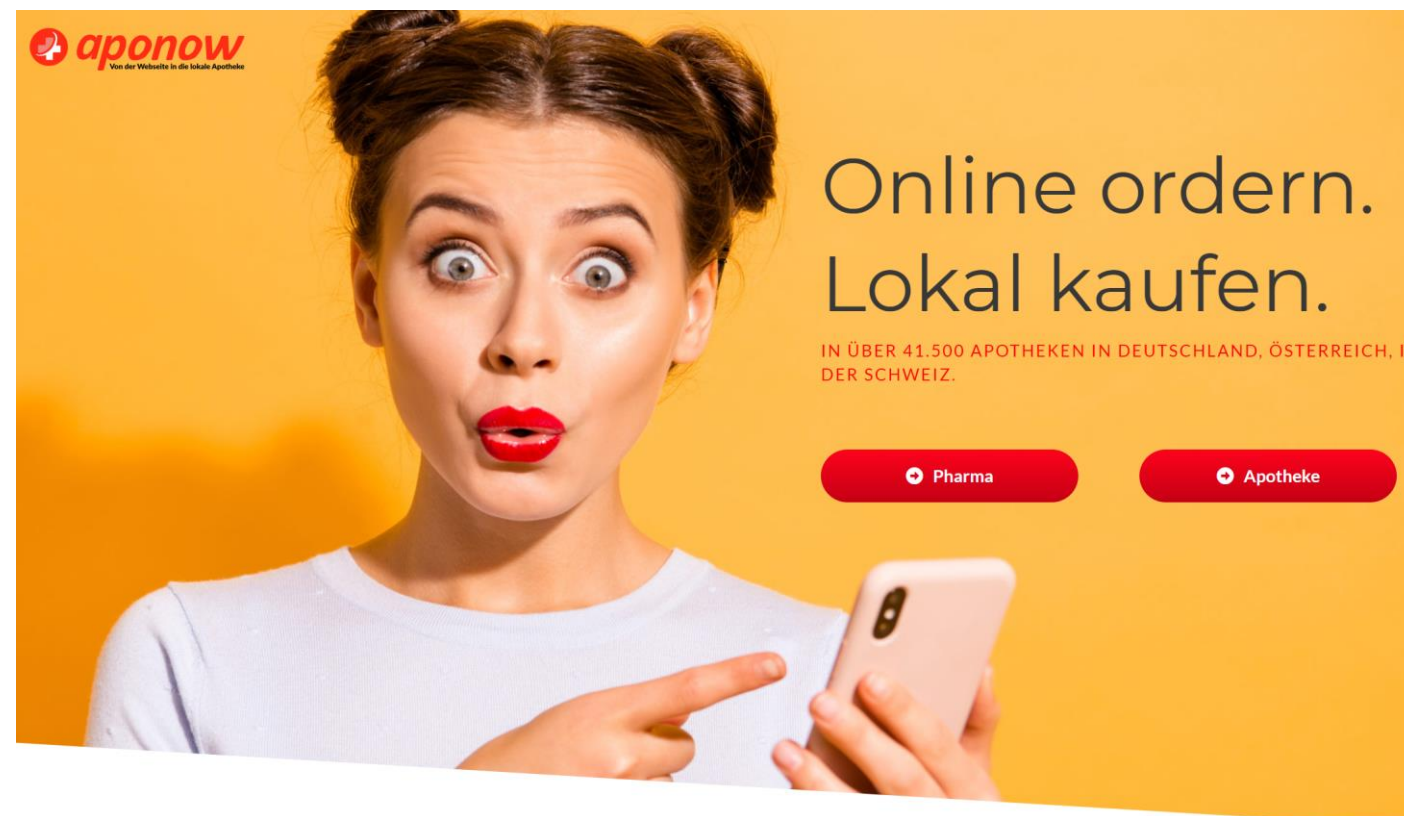


Reduction of minority shareholders:
Lott Carparts
(new: 100%)

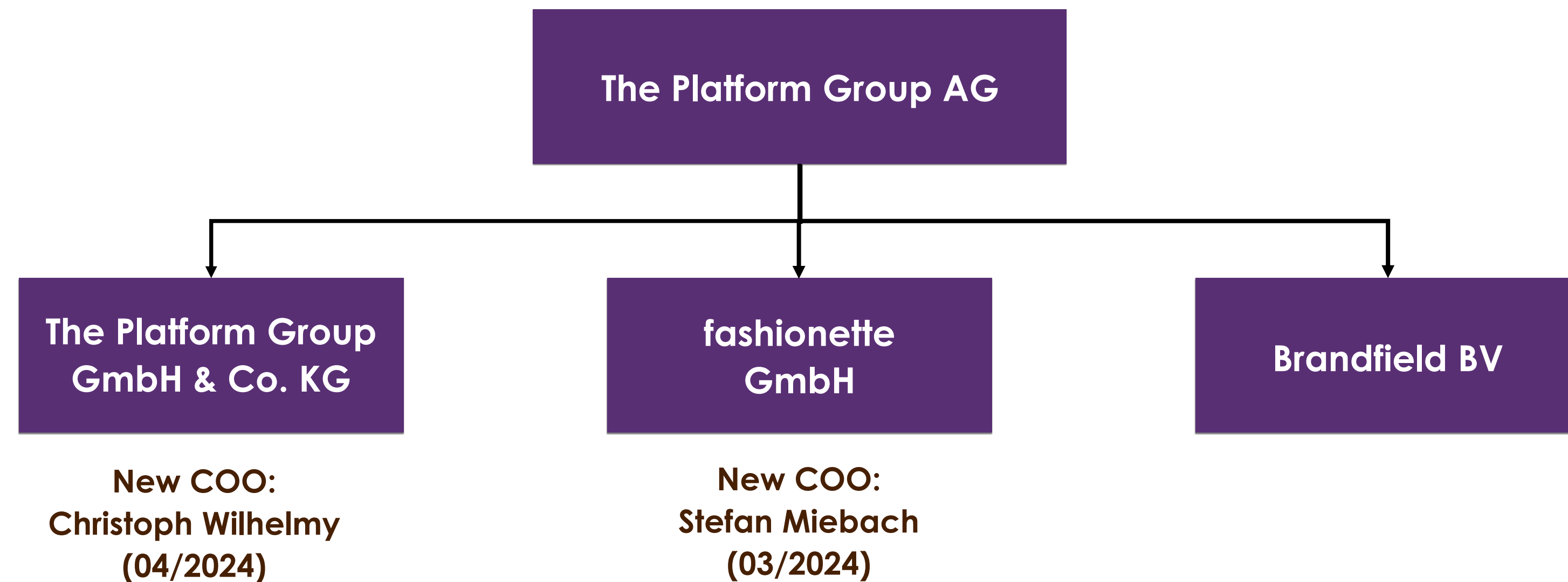


LATEST DEVELOPMENTS (3 MONTH)

Reduction of minority shareholders:
ApoNow / Doc.Green
(new: 80%)



Group Structure since
03/2024

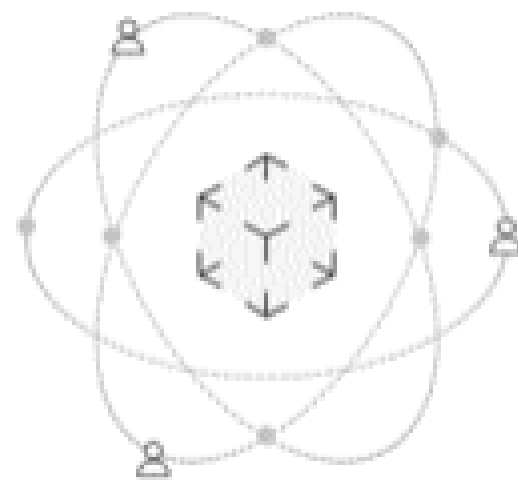


OUR FUTURE STRATEGY

LEADING POSITION

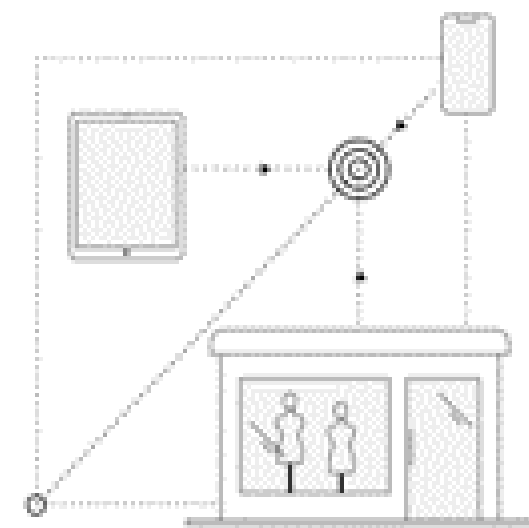
Becoming the No.1 Platform in Europe

Organic growth higher than market



POWER OF SCALE NEW MARKETS

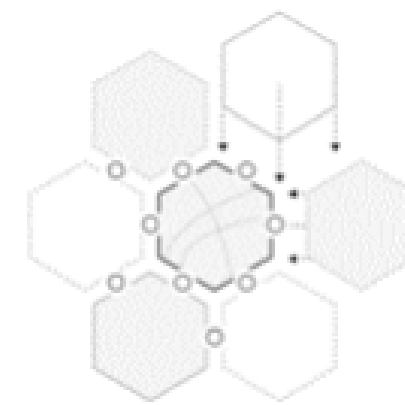
Expanding into 30 industries by 2025



CONTINUED M&A EXPANSION

3-8 Acquisitions per year

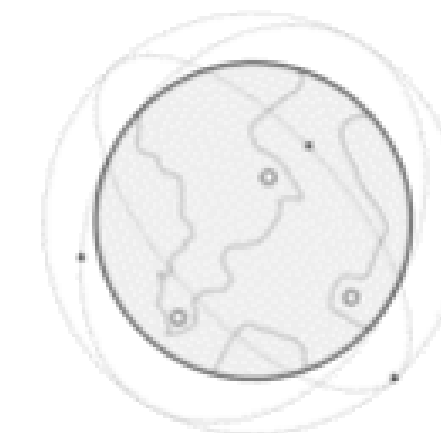
Long-term goal of 50% organic / 50% inorganic growth



GEOGRAPHICAL EXPANSION

Increasing geographical footprint outside of Germany

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





THE PLATFORM GROUP

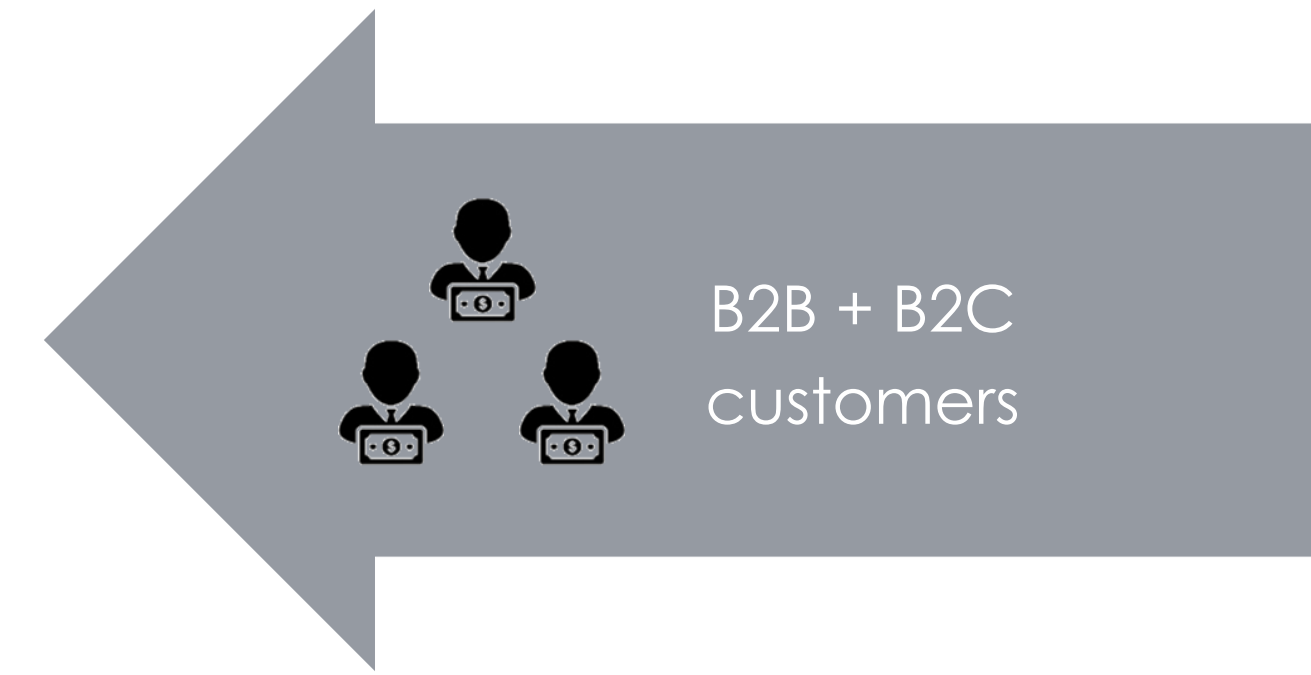
Platforms for success



WITH TPG SOFTWARE OUR PARTNERS GET ACCESS TO GLOBAL ECOMMERCE – 22 INDUSTRIES COVERED



<p>CONSUMER GOODS</p>	
<p>FREIGHT GOODS</p>	
<p>INDUSTRIAL GOODS</p>	
<p>SERVICE & RETAIL GOODS</p>	



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

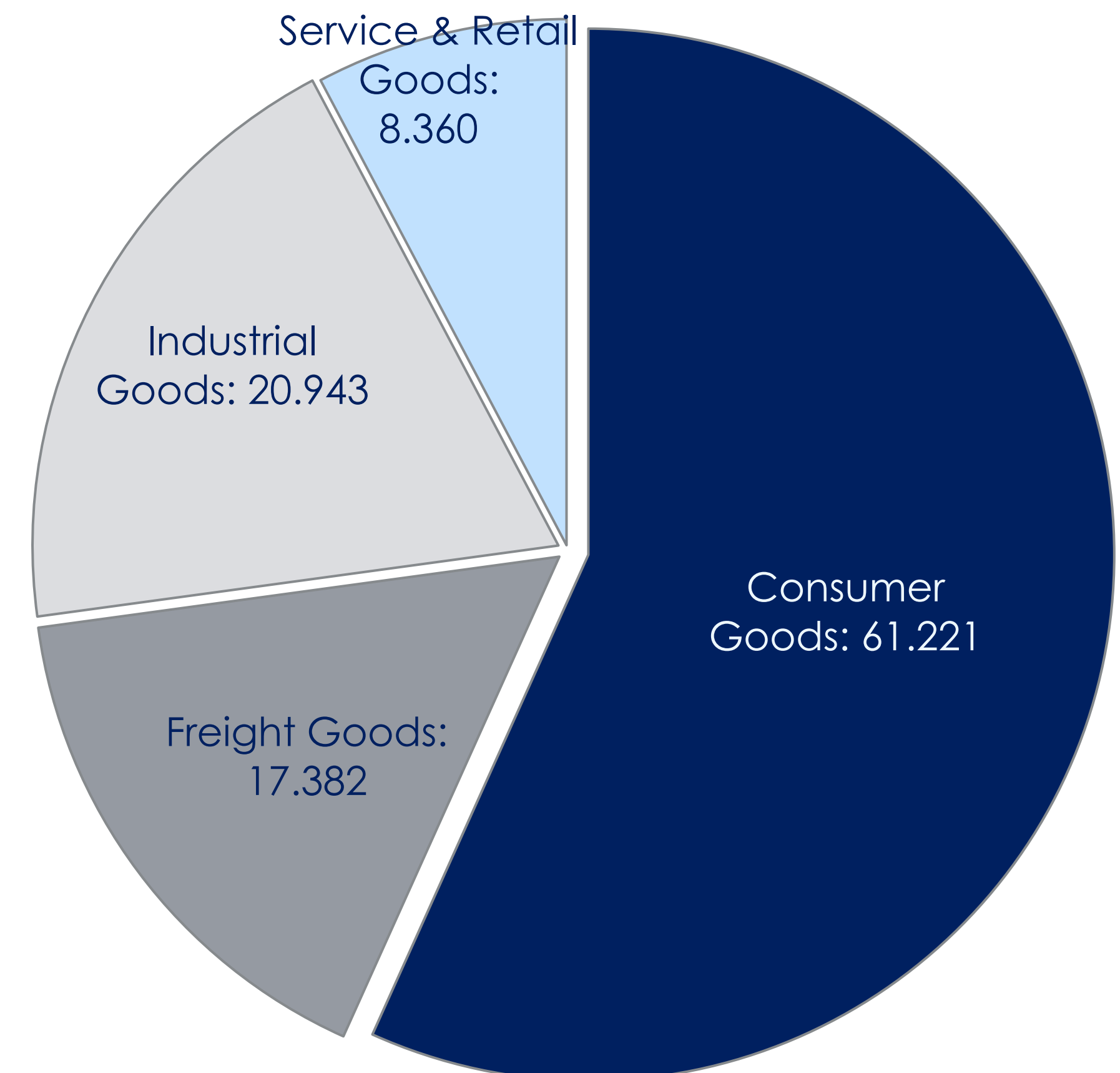
Service & Retail

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

Revenues by Segment (Q1 2024)

(in m€, continuing operations)



OUR CORE COMPETENCIES

Our CORE Competencies

Software

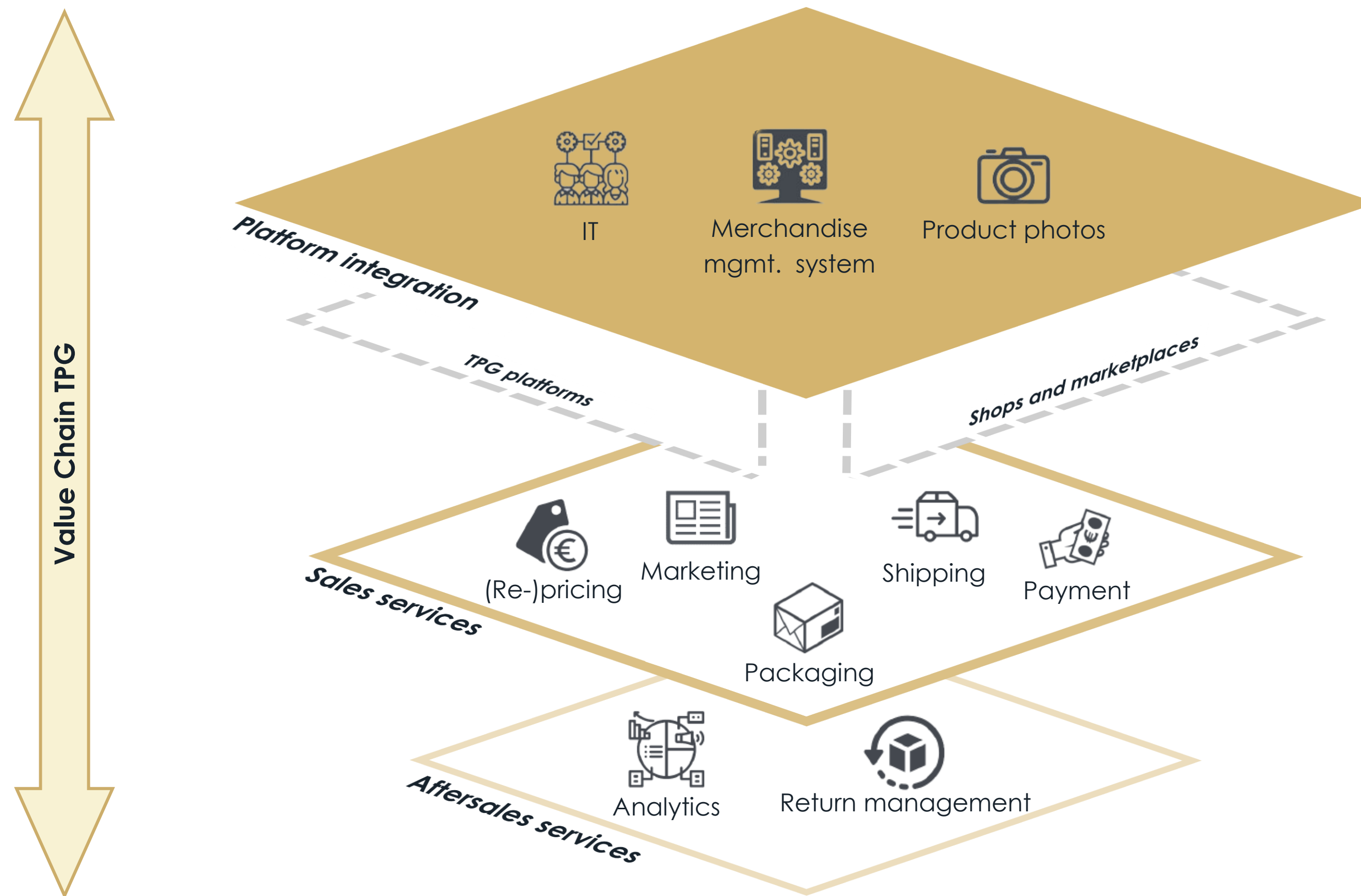
Interfaces

Marketing



HOW WE CREATE VALUE FOR OUR PARTNERS

UNIQUE BASIS FOR SCALING PLATFORMS AND PARTNERS ALIKE



COMPETITIVE ADVANTAGE

TECHNOLOGICAL EDGE

TPG's unique software allows it to integrate platforms and thus scale resources and know-how. In addition, partners are effortlessly integrated via standardized interfaces, which grants instant access to over 50 sales channels, via direct platform sales channels and external shops or marketplaces.

This approach separates TPG from typical single platform operators and allows it to offer partner extreme visibility at favorable costs.

ONE-STOP SHOP GUARANTEE

TPG covers all data management processes and customer communication for its partners.

Partners can trust in years of sales services experience, offering continually refined dynamic re-pricing algorithms, and boosting partners' organic reach and customer traffic with comprehensive digital marketing strategies.

TPG handles the organization of packaging and shipping to the customer and covers return management as well as aftersales service.

Personalized analytics delivers tailored statistics and insights on customers for informed decision-making and further growth strategies.

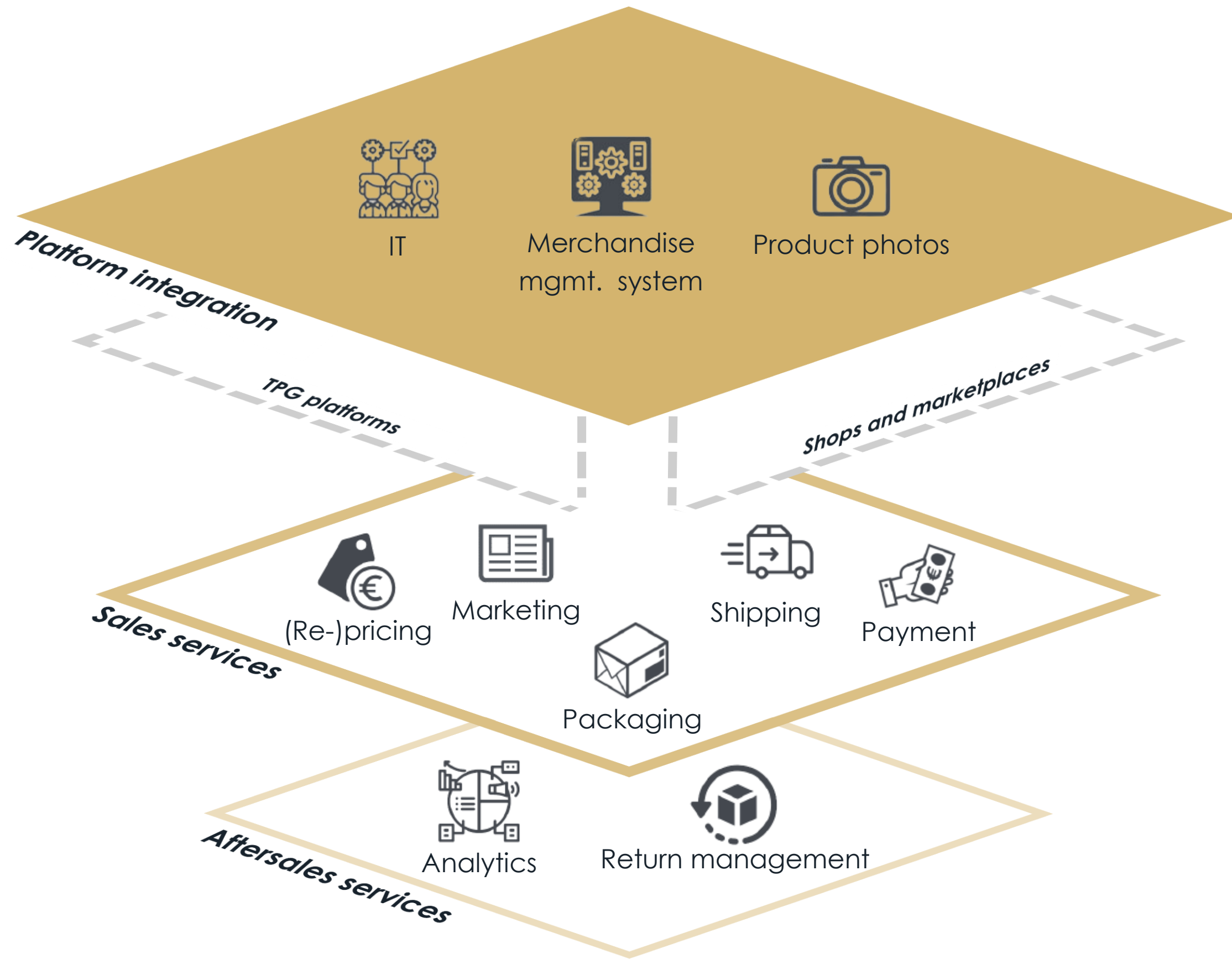
Proof of concept is reflected in over 12,000 trusting and satisfied partners



HOW WE CREATE VALUE FOR OUR PARTNERS

HOW WE CREATE VALUE FOR THE PARTNER

Value Chain TPG



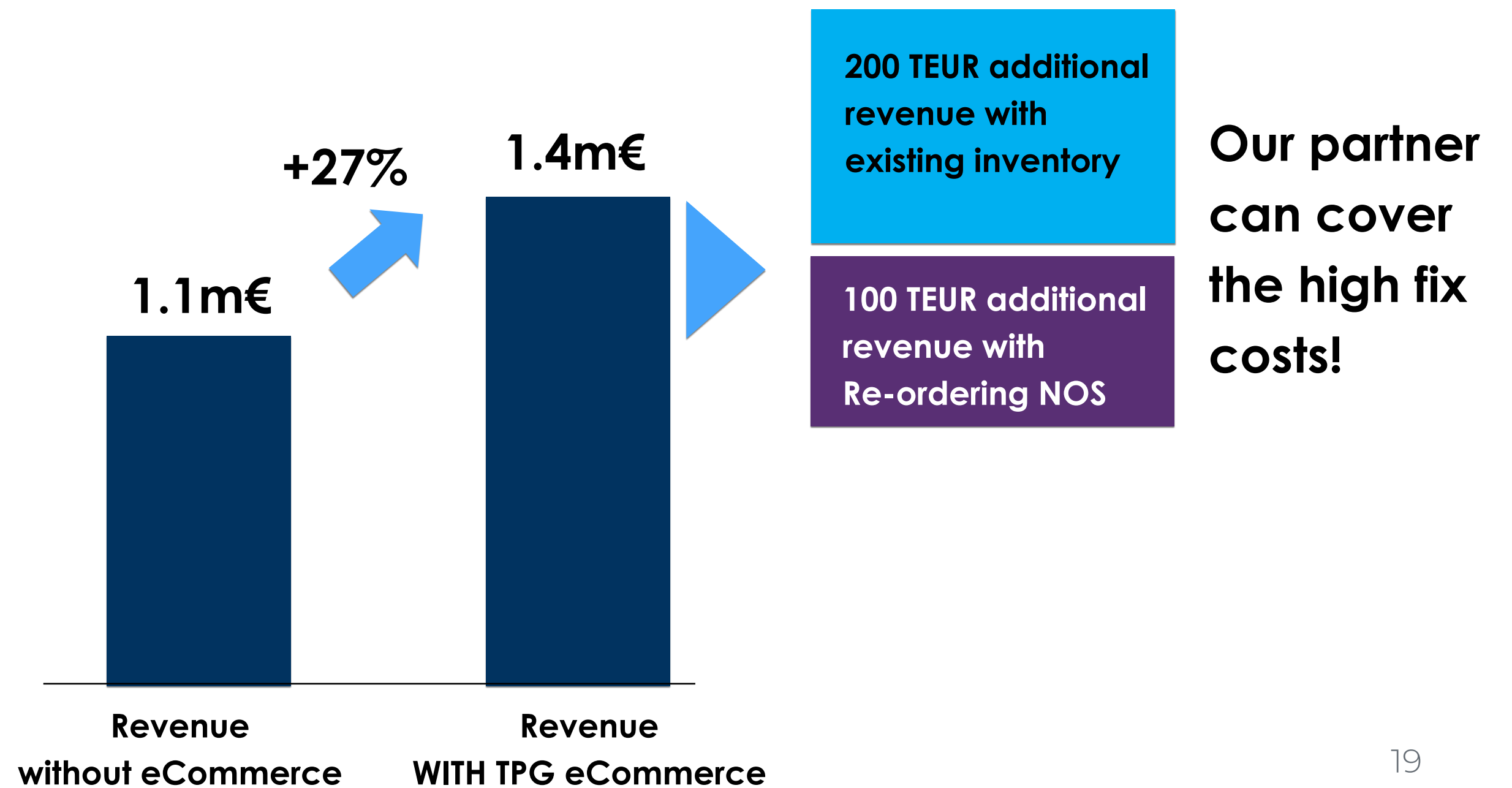
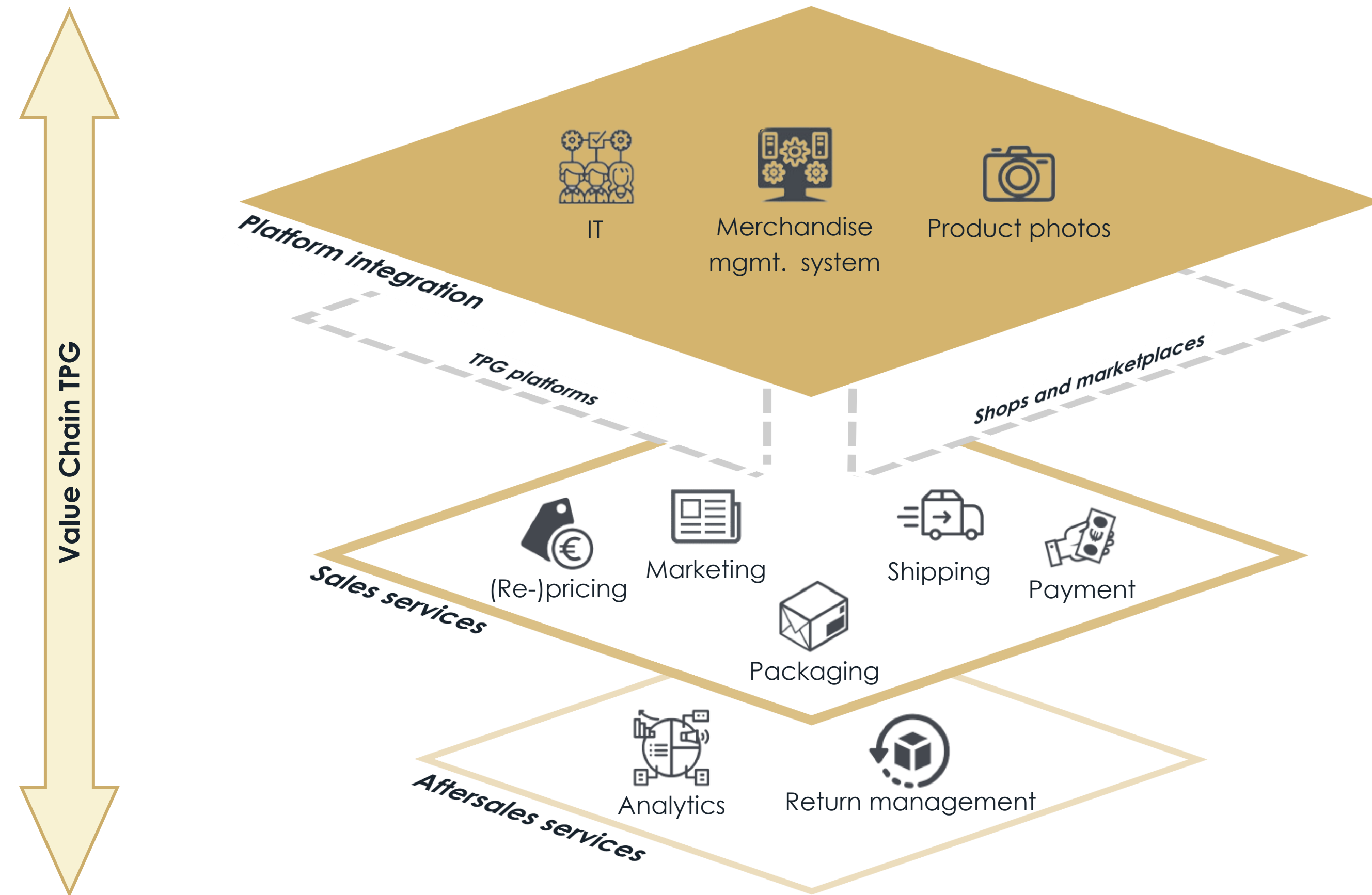
The screenshot shows the DentaTec website interface. At the top, there is a search bar and navigation links for 'Dentalgeräte', 'Einrichtung', 'Verbrauchsmaterial', 'Laborbedarf', and 'Aktion'. The main content area features a promotional banner for 'Spitze... diese Spitzen!' with a price of 1,599.00 € (16% discount). Below the banner, there are product images and a 'Jetzt Beratungstermin vereinbaren' button.



HOW WE CREATE VALUE FOR OUR PARTNERS

HOW WE RAMP UP REVENUES FOR OUR PARTNERS

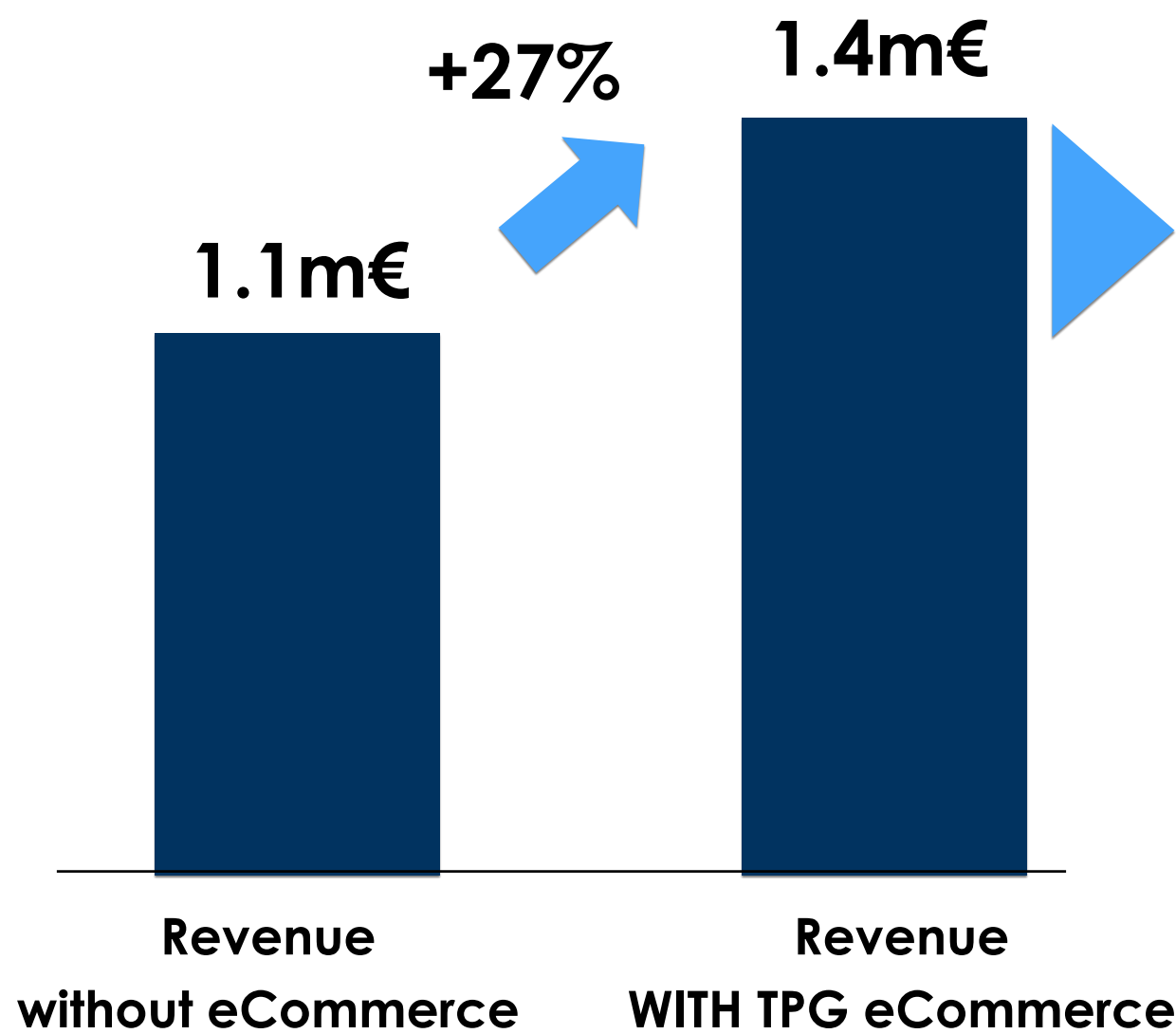
Typical Point of Sale (POS), fashion



HOW WE CREATE VALUE FOR OUR PARTNERS

HOW WE RAMP UP REVENUES FOR OUR PARTNERS

Typical Point of Sale (POS), fashion



200 TEUR additional revenue with existing inventory

100 TEUR additional revenue with Re-ordering NOS

1.1m€
Local revenue

0.3m€
Online revenue

- 49% material
- 17% HR
- 12% rents
- 15% others

- 47% material
- 6% HR
- 21% platform
- 15% others

7% Margin
Local revenue

11% Margin
Online revenue



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 online-companies, 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.”



SAAS-MODELS

Why do we *NOT* make SaaS-Revenues?

Control

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.

Value creation

We can achieve higher €-margins when we fully control the eCommerce Value Chain, cover all processes 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:

- Classic make or buy decision
- If there are already platform players in the industry, acquisition of one platform or alternatively buy a pure online-player and change it to a platform (after the acquisition)

Value Creation:

- Our holding is not a financial holding, we are an operative holding with more than 120 people in software, marketing, logistics and other functions.
- Our subsidiary-management is highly effective: Using our central functions, we can reduce costs, increase the number of partners/products and bring higher margins to our subsidiaries.

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% (1st year of PMI)

Debt level <2x EBITDA

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

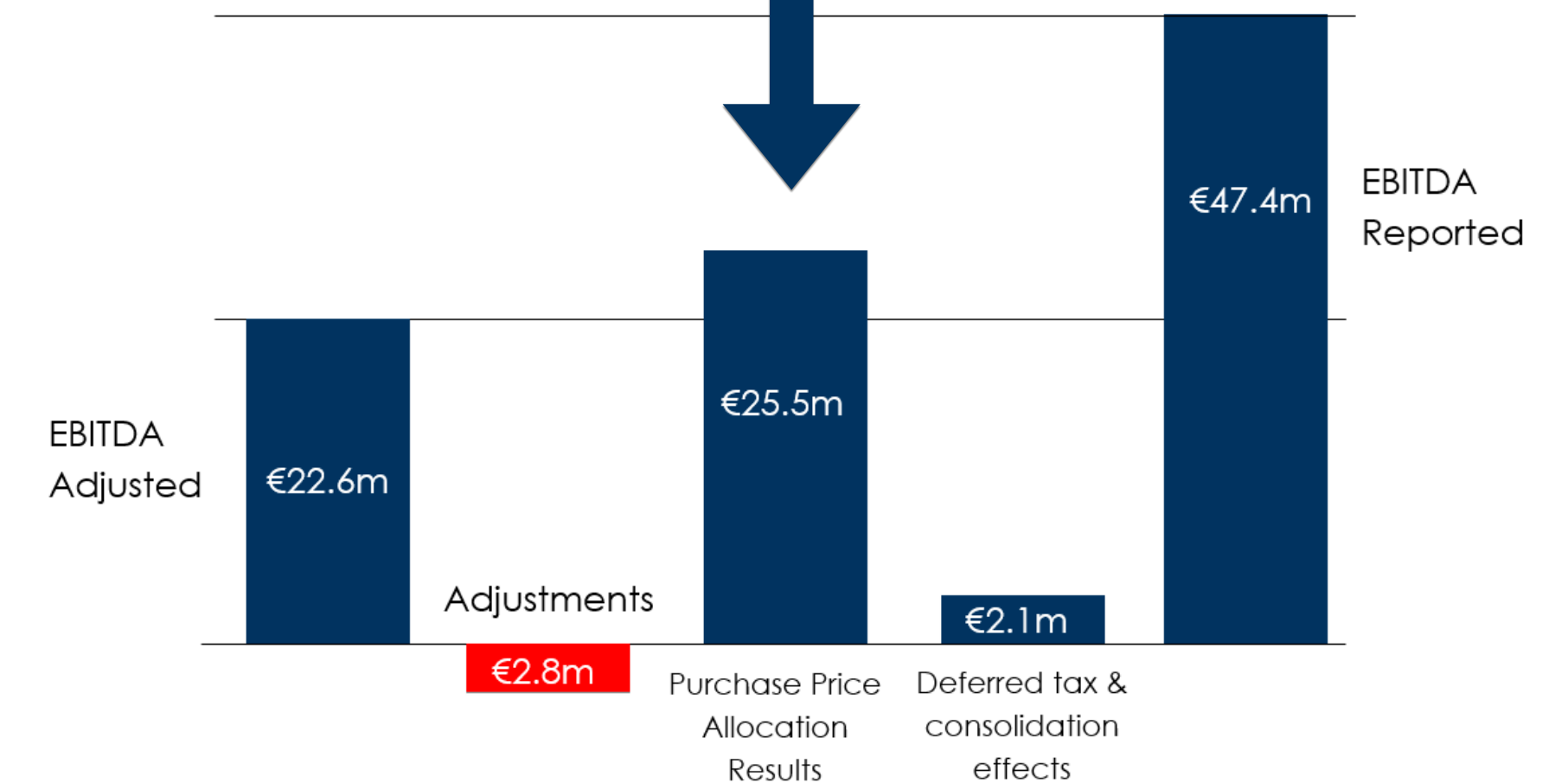


HOW WE ACQUIRE COMPANIES

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)	Debt level <2x EBITDA	Platform strategy (or eCommerce with change to platform strategy)	High IT/ERP knowledge and TPG-software-fit

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

How we achieve VALUE: The case of GINDUMAC							
Successful cost reduction		Strong focus on Platform technology		Centralized share services		Entry in new markets	
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	Entry to Asian and Middle east market in (2021-2023)	US market start in 2025



M&A PIPELINE Q2 2024



B2B eCommerce

- >80m€ Revenue
- 70 employees
- Located in Germany

Acquisition:

- 50,1% Acquisition
- Management remains
- Call-/put options 2027

Status:

DD: done
SPA/Signing: May 2024
Closing: August 2024

B2C Luxury Platform

- 7-8m€ Revenue
- 30 employees
- Located in Netherlands

Acquisition:

- 50,1% Acquisition
- Management remains
- Call-/put options 2026

Status:

DD: May 2024
SPA/Signing: June 2024
Closing: July 2024

B2C Sports

- 21m€ Revenue
- 40 employees
- Located in Germany

Acquisition:

- 50,1% Acquisition
- Management remains
- Call-/put options 2027

Status:

DD: May
SPA/Signing: June 2024
Closing: July 2024





THE PLATFORM GROUP

Financials



OVERVIEW PRO-FORMA FY 2023/FY 2022

CONTINUING OPERATIONS

	2022	2023
GMV	€ 591m	€ 705m
Net revenue (EUR m)	€ 387.4m	€ 440.8m
Other revenues (EUR m)	€ 29.0m	€32.8m
Gross Margin	34.8%	31.1%
Marketing Cost Ratio	7.4%	5.9%
Distribution Cost Ratio	6.3%	7.5%
HR Cost Ratio	6.5%	4.7%
Adj. EBITDA (EUR m) (% margin)	€ 11.9m (3.0%)	€ 22.6m (5.1%)
Reported EBITDA (EUR m) (% margin)	€ 37.0m (9.6%)	€ 47.4m (10.7%)
Net profit (EUR m) (% margin)	€ 24.8m (6.4%)	€ 33.3m (7.6%)

Guidance / market expectation

GMV-Guidance: € 700m → Achieved / outperformed.

Revenue-Guidance: € 440m → Achieved / outperformed.

EBITDA adj.-Guidance: € 20m → Achieved / outperformed.

EBITDA reported: € 47.7m (FY 2023) above expectations.

Net profit: € 33.3m (FY 2023) above expectations.

OVERVIEW PRO-FORMA FY 2023/FY 2022

CONTINUING OPERATIONS

	2022	2023
Net profit (EUR m), continuing operations	€ 24.8m	€ 33.3m
Net profit (EUR m), not-continuing operations	€ -3.3m	€ -6.4m
Net profit (EUR m), total	€ 21.5m	€ 26.9m
thereof minorities	€ 2.1m	€ 1.1m
Earnings per share (EUR), total	€ 1.12	€ 1.50
Earnings per share (EUR), continuing operations	€ 1.31	€ 1.93

Guidance / market expectation

Earnings per share (FY 2023) above expectations.

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. All ratios related to total revenue FY 2023/FY 2022. Earnings per share based on number of stocks according to year end (31.12.2023). Market expectations FY2023 are based on current research (Nuways, MMWarburg, Montega). All numbers are unaudited and preliminary.

PRO-FORMA CONSOLIDATED CASH FLOW STATEMENT

Consolidated cash flow statement

	2023
Period result	26.932.008
Result from discontinued operations	6.381.032
Earnings before taxes from continuing operations	33.313.040
Adjustments for	
Profit from business acquisitions	(25.274.443)
Depreciation (+) / write-ups (-) of fixed assets	7.997.879
Gain (-) from the disposal of property, plant and equipment	(2.146.005)
Increase (+) / decrease (-) in provisions	(1.582.709)
Increase (-) / decrease (+) in trade receivables and other assets that are not attributable to investing or financing activities	(17.465.046)
Increase (-) / decrease (+) in inventories	37.120.358
Increase (+) / decrease (-) in trade payables and other liabilities that are not attributable to investing or financing activities	35.830.638
Interest expense (+) / income (-)	6.455.284
Income tax expense (+)/income (-) and deferred tax assets (-/+) and liabilities (+/-)	5.194.987
Taxes paid on income and earnings, less refunds (-)	(329.047)
Interest paid (-)	(6.455.284)
Other non-cash expenses (+)/income (-)	(1.434.585)
Cash inflow from ongoing business activities	71.225.068
Payments (+) from disposals Payments (-) for investments in fixed assets	(18.446.580)
Payments (-) for the acquisition of subsidiaries, less acquired liquid assets	(58.948.710)
Cash outflow from investing activities	(77.395.290)
Payments (-) for interest and repayment of leasing liabilities	775.060
Incoming payments (+) from taking out loans and repayment (-) of loans	950.804
Cash outflow from financing activities	1.725.864
Cash-effective changes in financial resources	(4.444.357)
Available financial resources at the beginning of the financial year	12.060.478
Funds available at the end of the period	7.616.121

Pro-Forma figures for FY 2023, continuing operations.

OVERVIEW Q1 REPORT 2024 (VS. Q1 2023 PRO-FORMA)

CONTINUING OPERATIONS

	Q1 2024	Q1 2023
GMV	€ 190.6m	€ 161.0m
Net revenue (EUR m)	€ 107.9m	€ 84.2m
Other revenues (EUR m)	€ 9.8m	€ 7.5m
Gross Margin	37.7%	37.7%
Marketing Cost Ratio	6.3%	6.5%
Distribution Cost Ratio	7.9%	7.3%
HR Cost Ratio	4.7%	4.8%
Adj. EBITDA (EUR m) (% margin)	€ 8.5m (7.9%)	€ 6.8m (8.1%)
Reported EBITDA (EUR m) (% margin)	€ 16.7m (15.5%)	€ 13.3m (15.8%)
Net profit (EUR m) continuing operations (% margin)	€ 12.9m (12.0%)	€ 9.7m (11.5%)

Takeaways

Q1 traditionally lowest quarter in FY-perspective

GMV Growth +18% / Revenue Growth +28%: both higher increase compared to internal forecast.

Distribution cost ratio with 7.9% above internal cost target-line (carrier cost increase in 1/2024)

EBITDA adj. +25% / EBITDA reported +26% shows high effectiveness of 2023 cost reduction program.

Net profit +34%: above internal forecast.

OVERVIEW Q1 REPORT 2024 (VS. Q1 2023 PRO-FORMA)

CONTINUING OPERATIONS

	Q1 2024	Q1 2023
Net profit (EUR m), continuing operations	€ 12.9m	€ 9.7m
Net profit (EUR m), not-continuing operations	€ -1.5m	€ -1.5m
Net profit (EUR m), total	€ 11.4m	€ 8.2m
thereof minorities	€ 0.4m	€ 0.5m
Earnings per share (EUR), total	€ 0.55	€ 0.38
Earnings per share (EUR), continuing operations	€ 0.65	€ 0.49

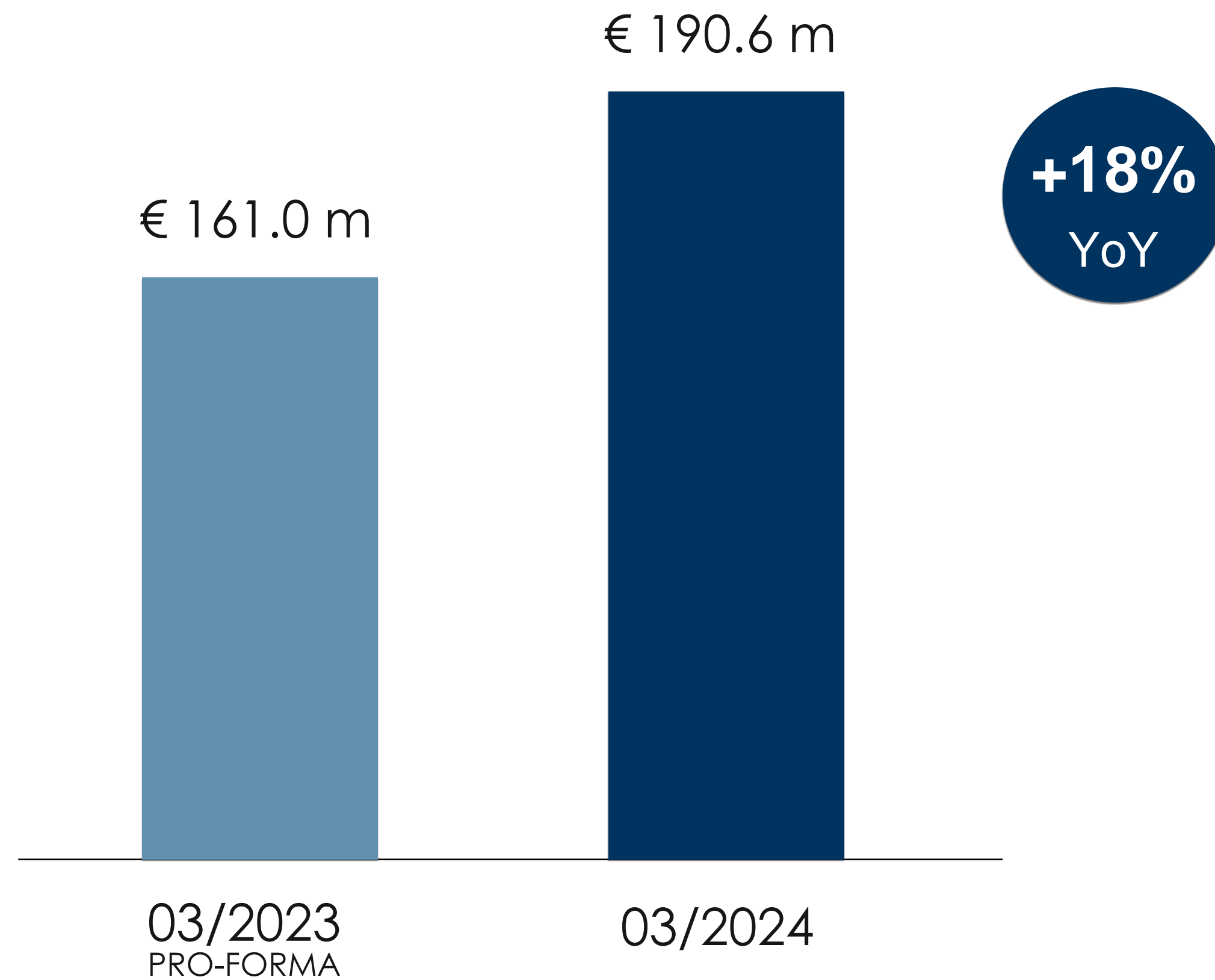
Takeaways

Earnings per share with € 0.65 and growth of +33% (continuing operations): above internal forecast.

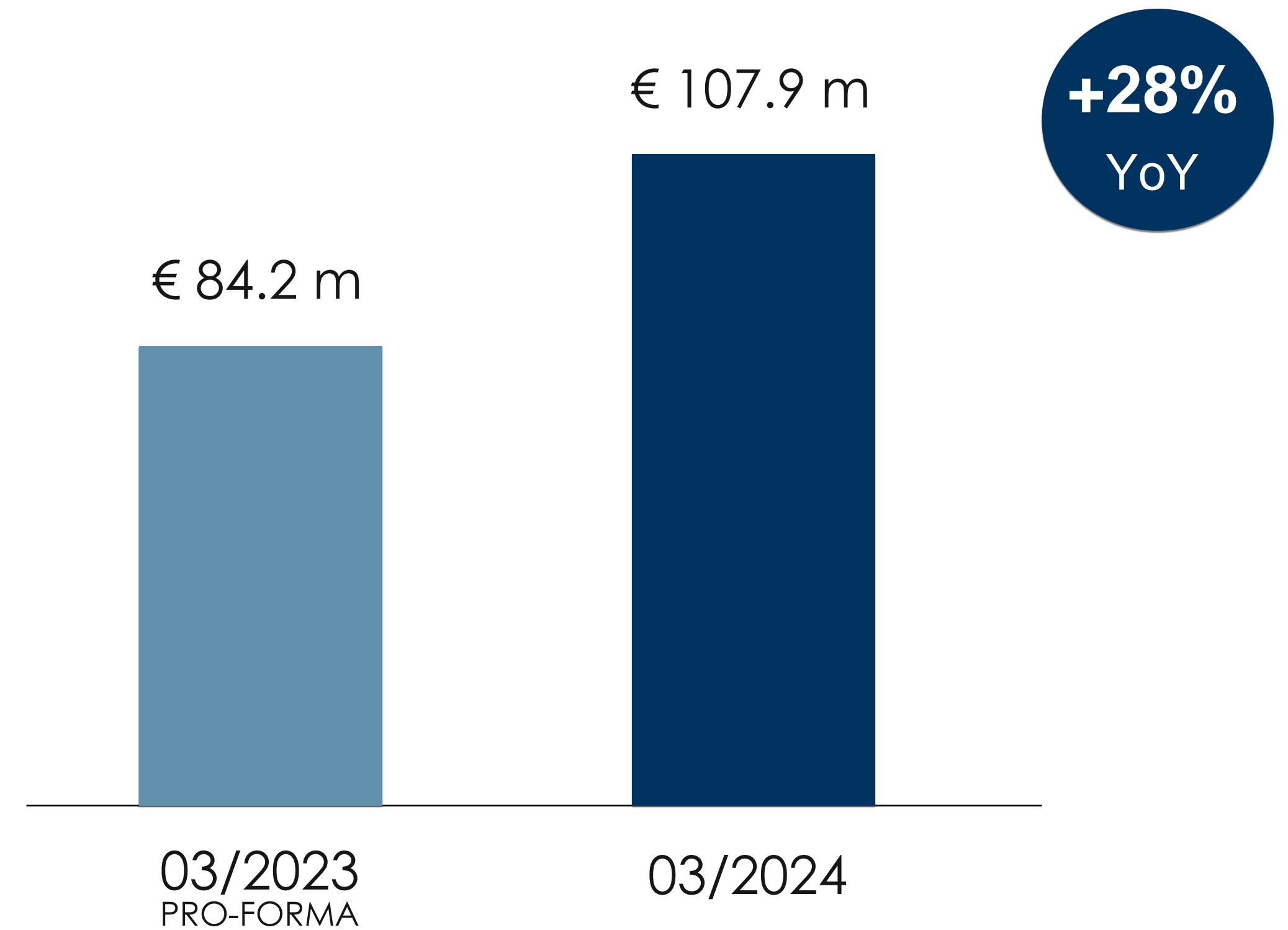
STRONG GMV AND REVENUE GROWTH

CONTINUING OPERATIONS

GMV Growth 3M



Revenue Growth 3M

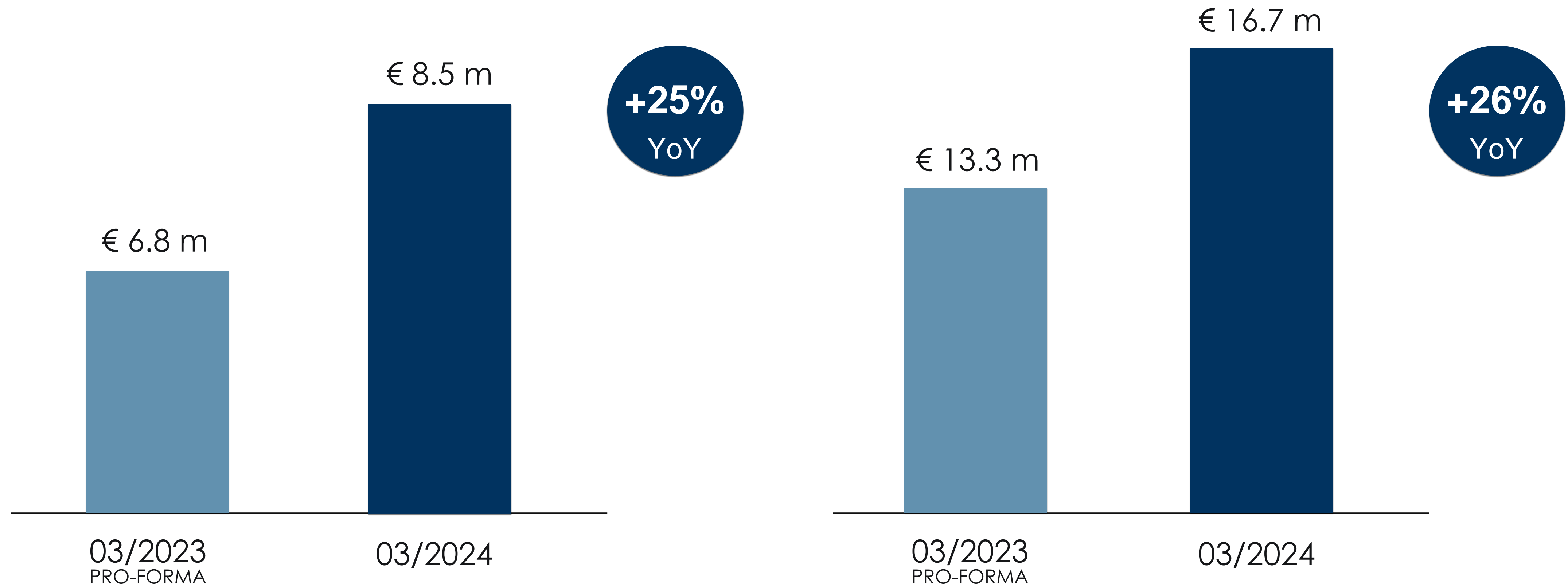


PROFITABILITY AS A KEY FOR SUSTAINABLE GROWTH

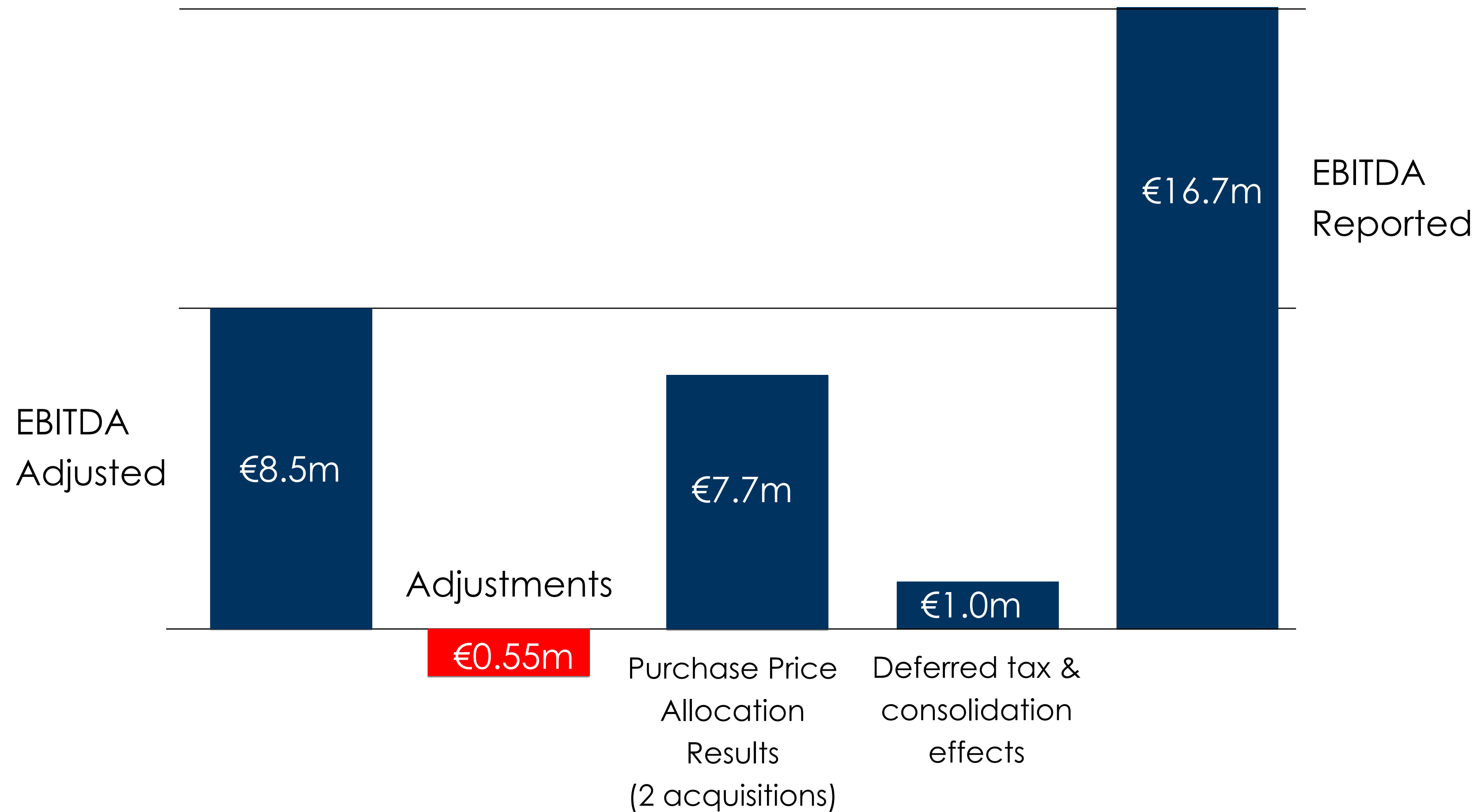
CONTINUING OPERATIONS

EBITDA adj. 3M

EBITDA reported 3M



FROM EBITDA ADJUSTED TO EBITDA REPORTED



THE PLATFORM GROUP: NON-FINANCIAL KPI

	Q1 2024	Q1 2023
Number of Orders	938.312	751.487
Average order value (EUR)	115	112
Active Customers (12 month)	4.4m	3.6m
Number of Employees	758	768
Number of Partners (31.03)	11.987	4.953

Takeaways

Positive development: More partners (11.987) bring more products. More products bring more customers (4.4m), more customers bring more orders (Q1: 0.9m).

Average order value increased to 115€ (2023: 112€), due to less discounts and less campaigns.

Reduced staff (758 employees) due to cost efficiency program and reduction in two subsidiaries.

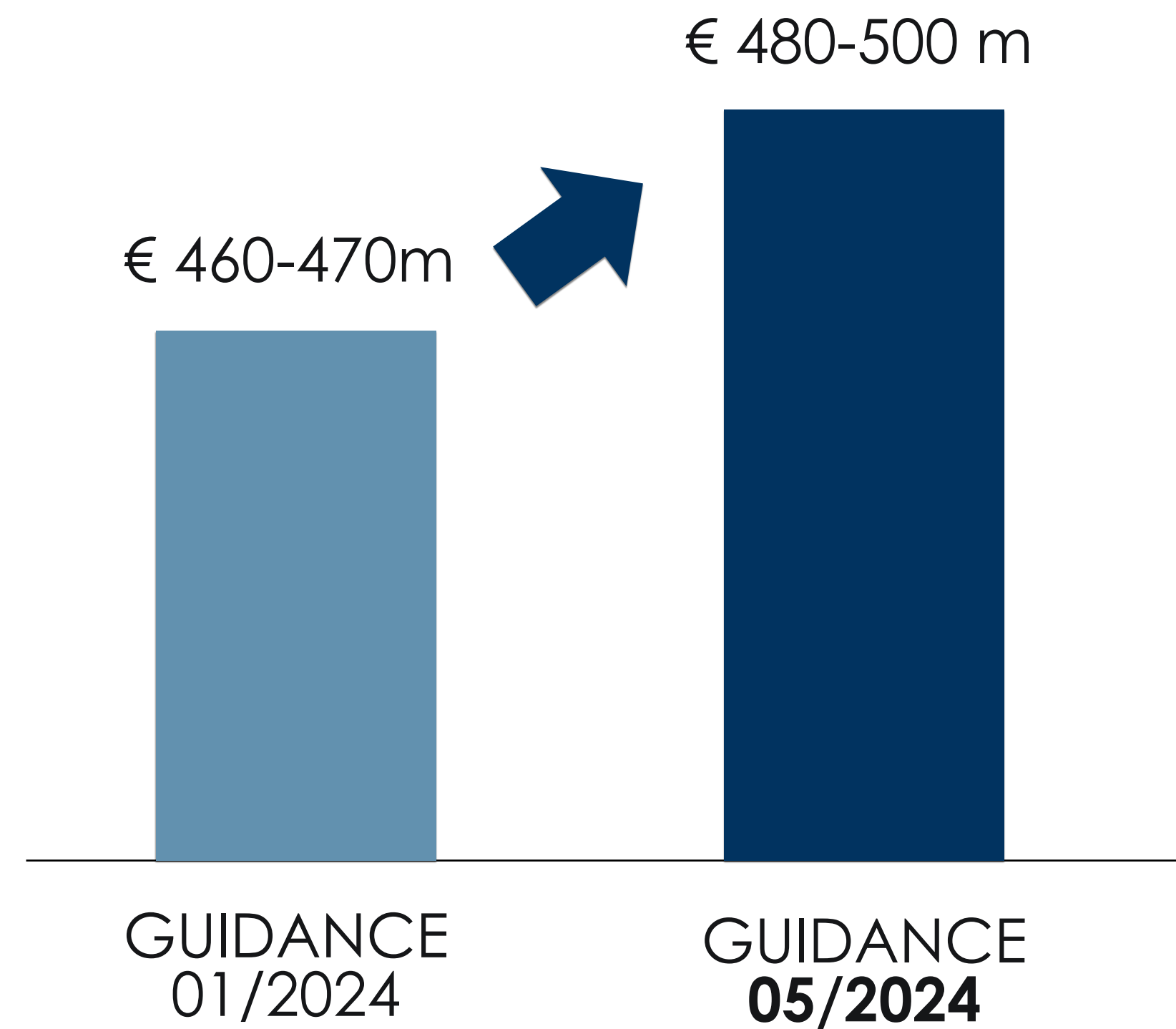
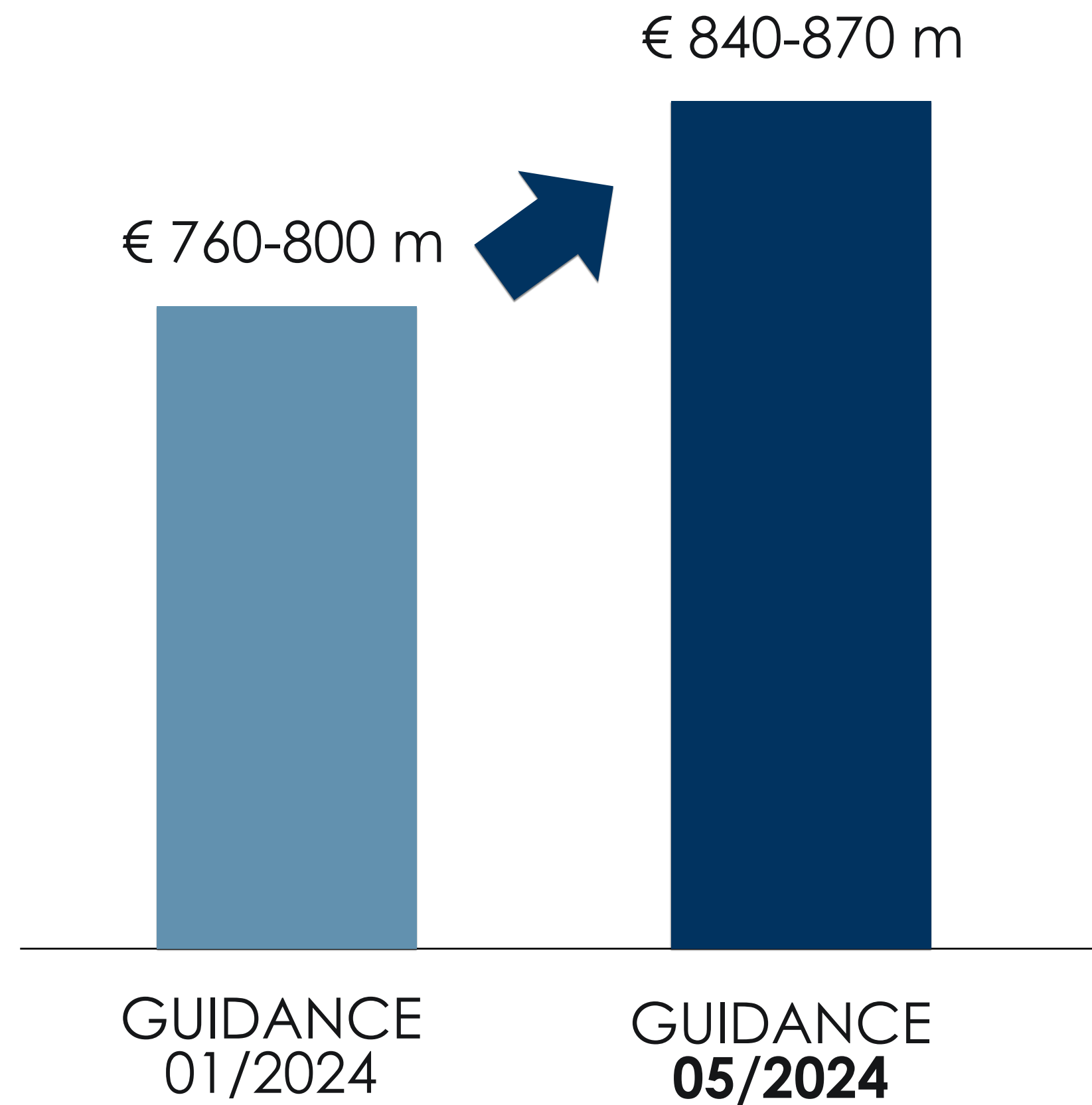


NEW GUIDANCE 2024 (GUIDANCE 05/2024)

CONTINUING OPERATIONS

GMV Guidance FY 2024

Revenue Guidance FY 2024

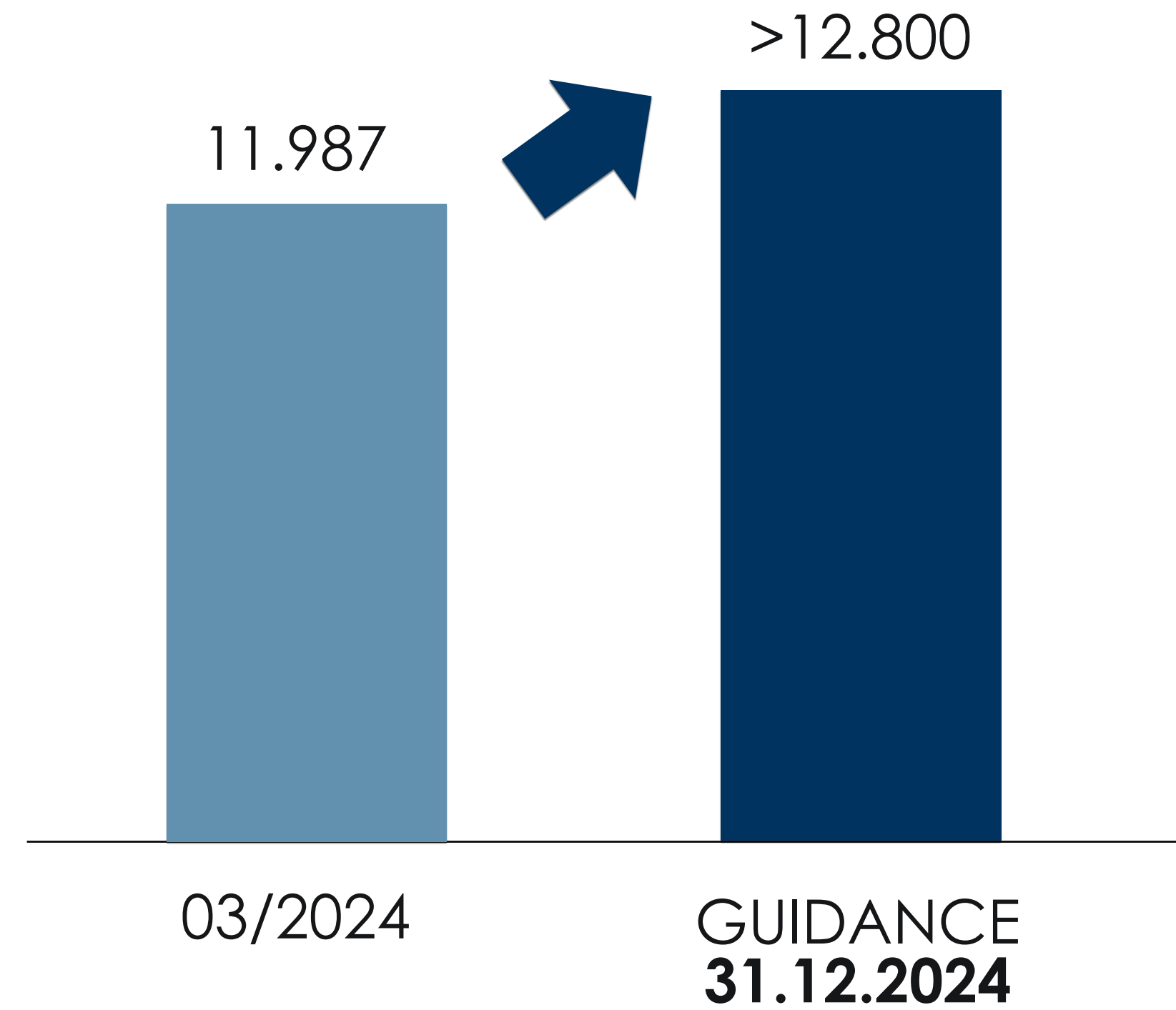
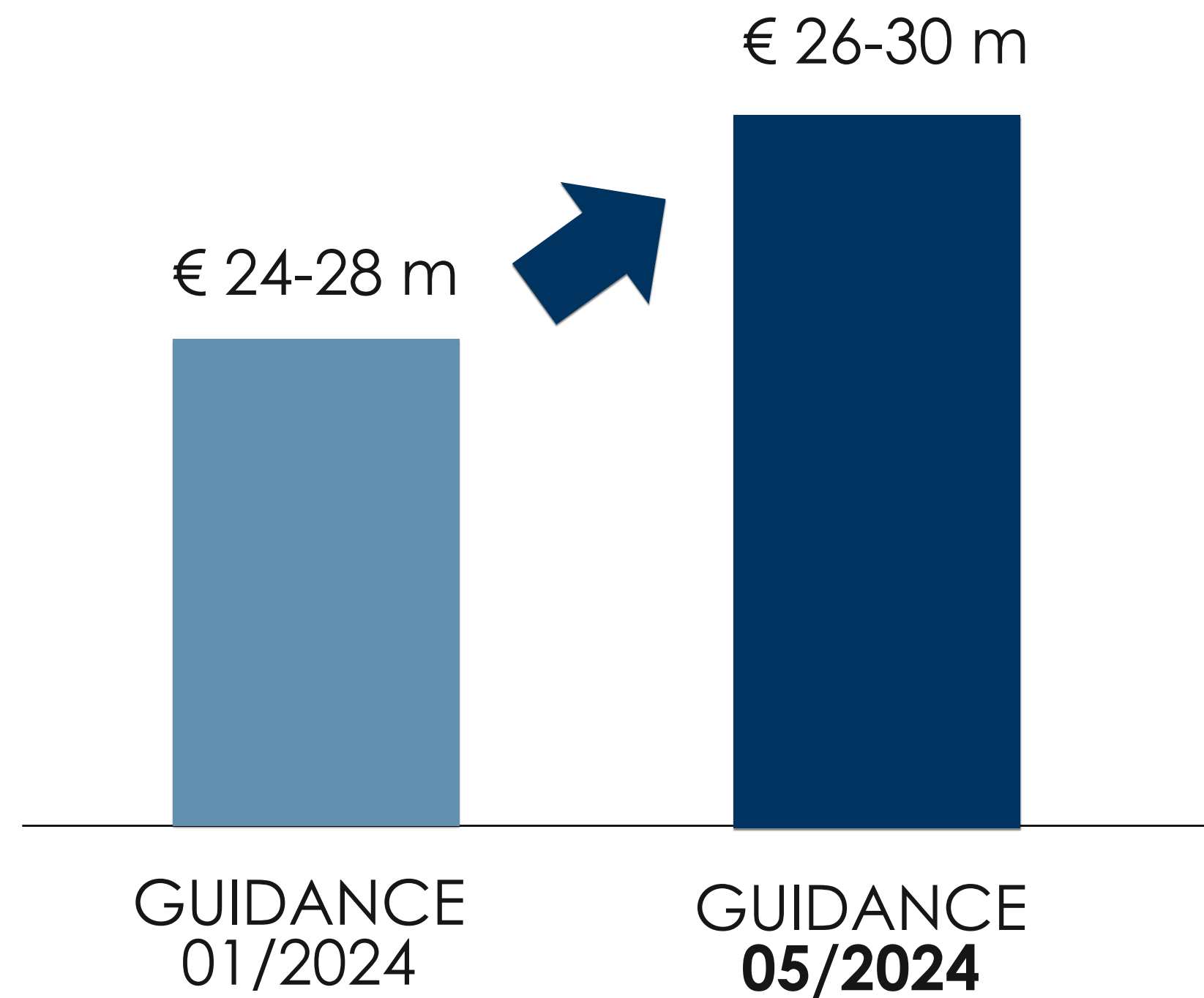


NEW GUIDANCE 2024 (GUIDANCE 05/2024)

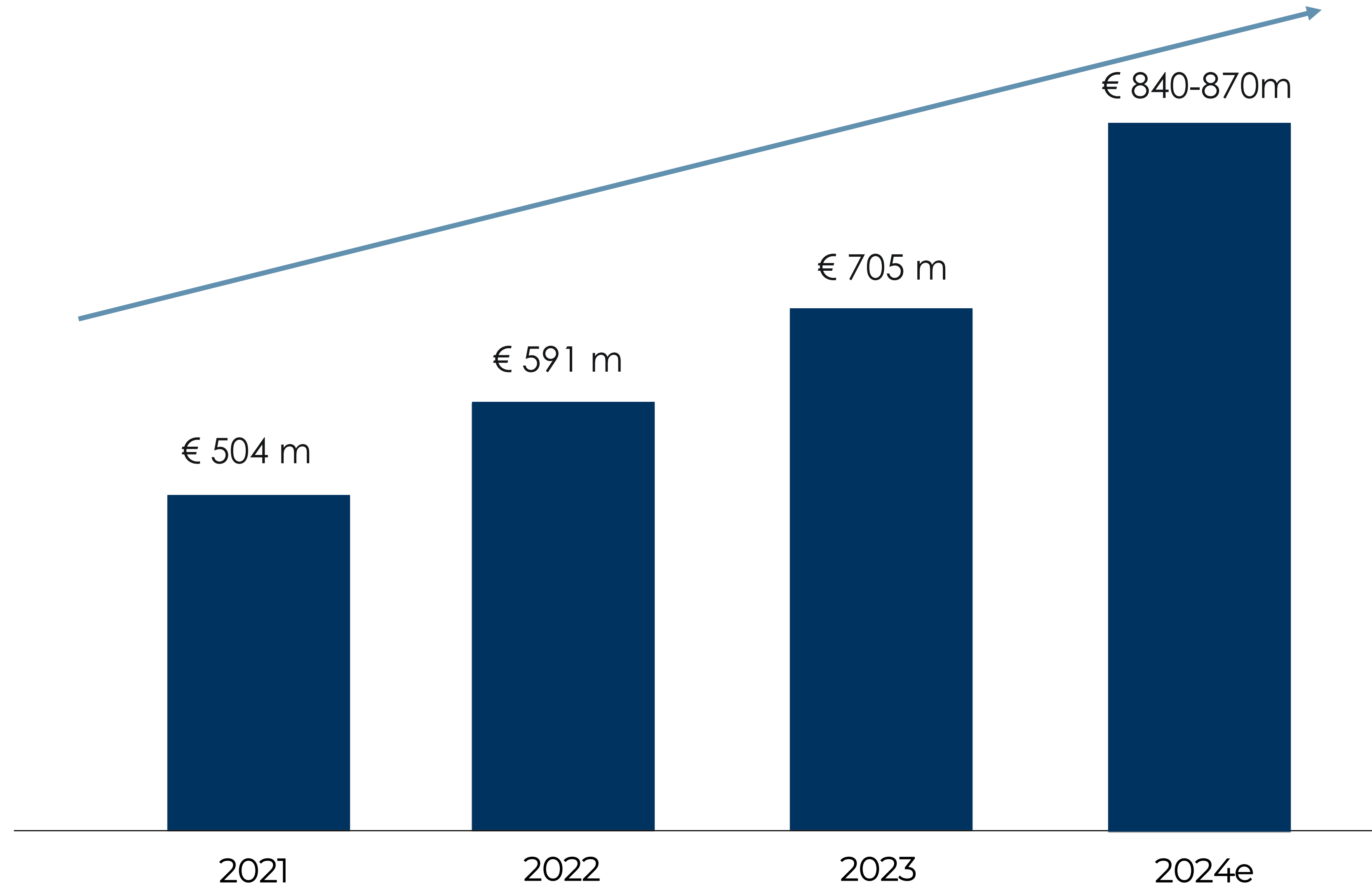
CONTINUING OPERATIONS

EBITDA adj. Guidance FY 2024

Partners



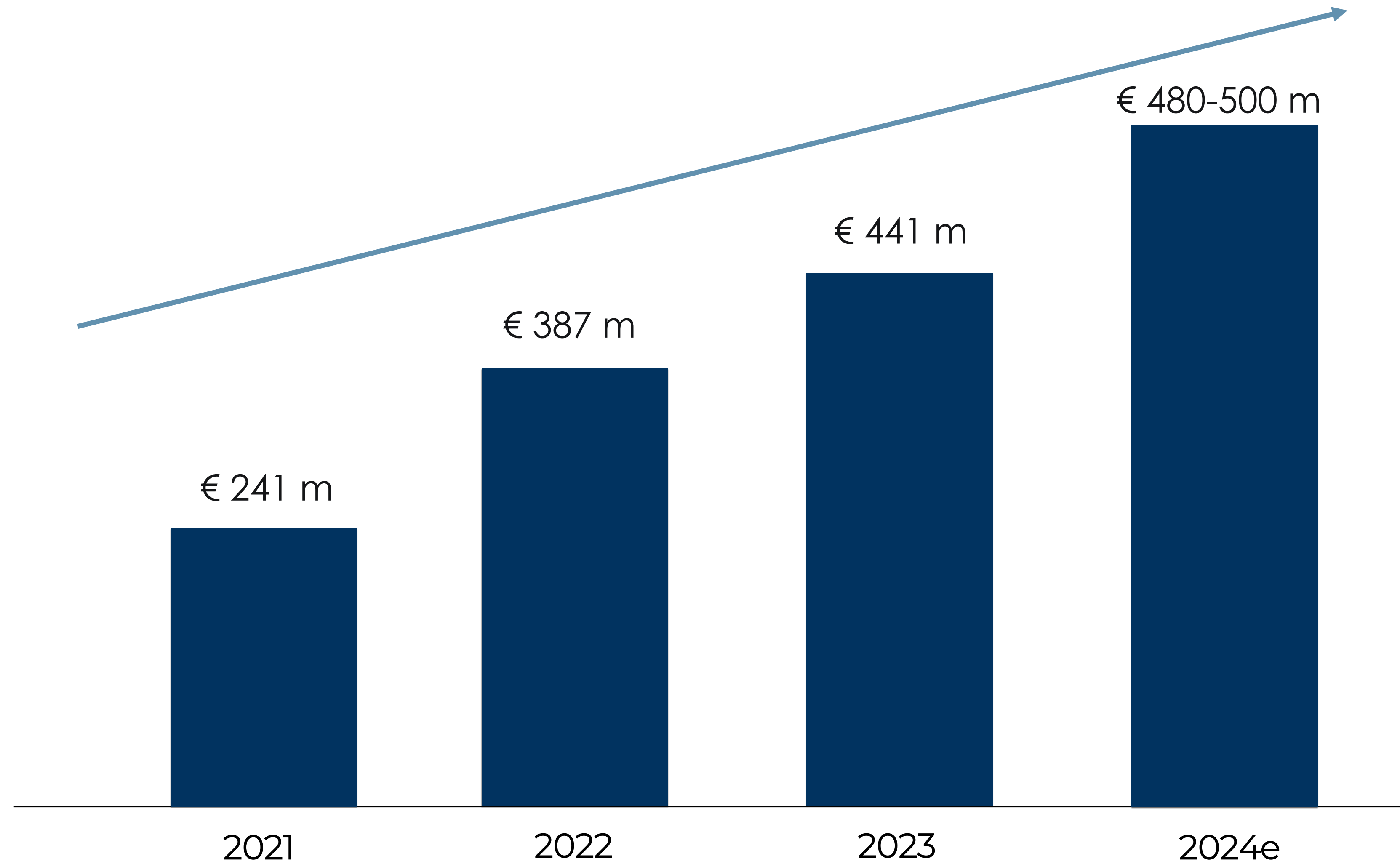
THE PLATFORM GROUP: GMV DEVELOPMENT



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

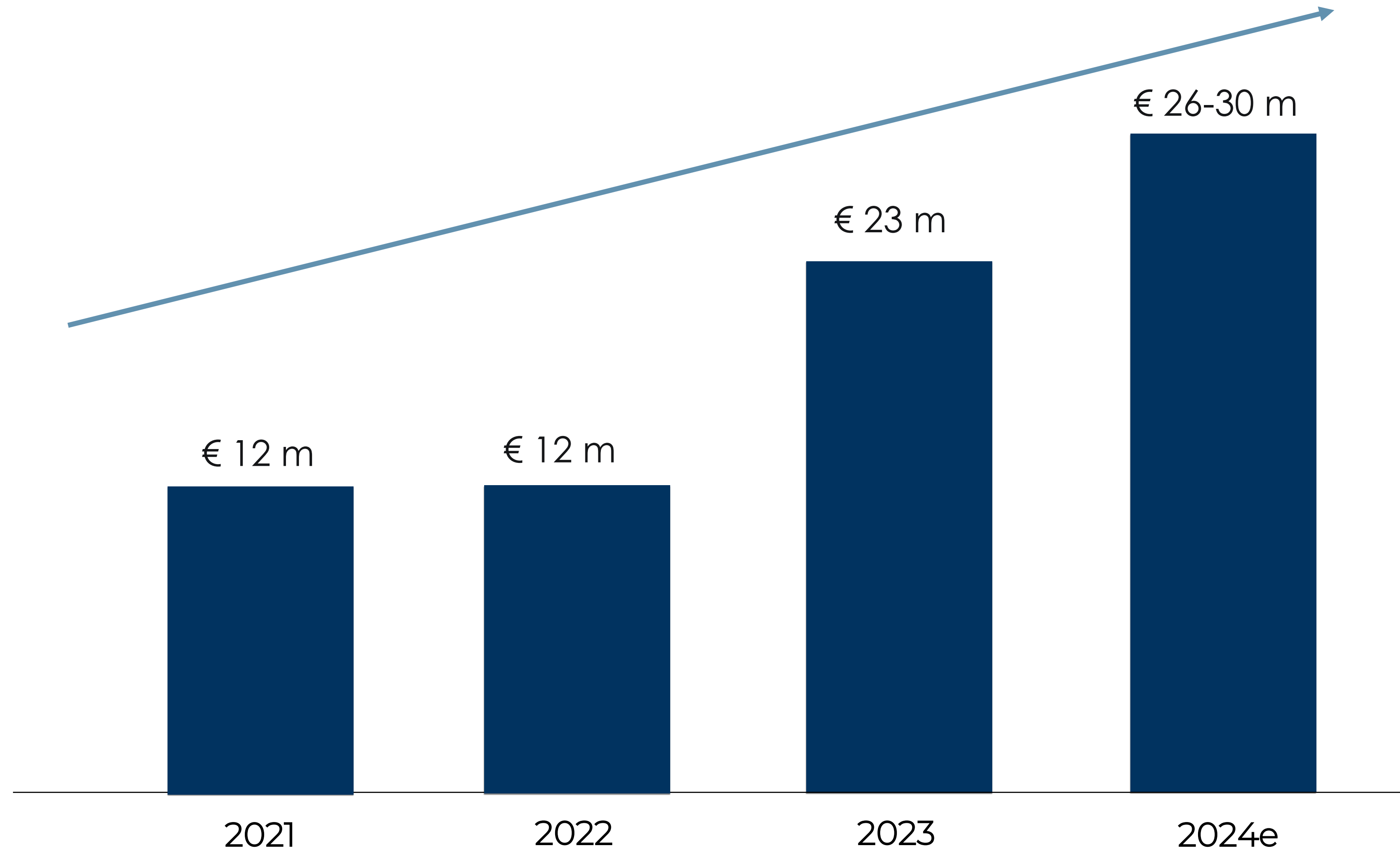


THE PLATFORM GROUP: REVENUE DEVELOPMENT



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: ADJUSTED EBITDA DEVELOPMENT

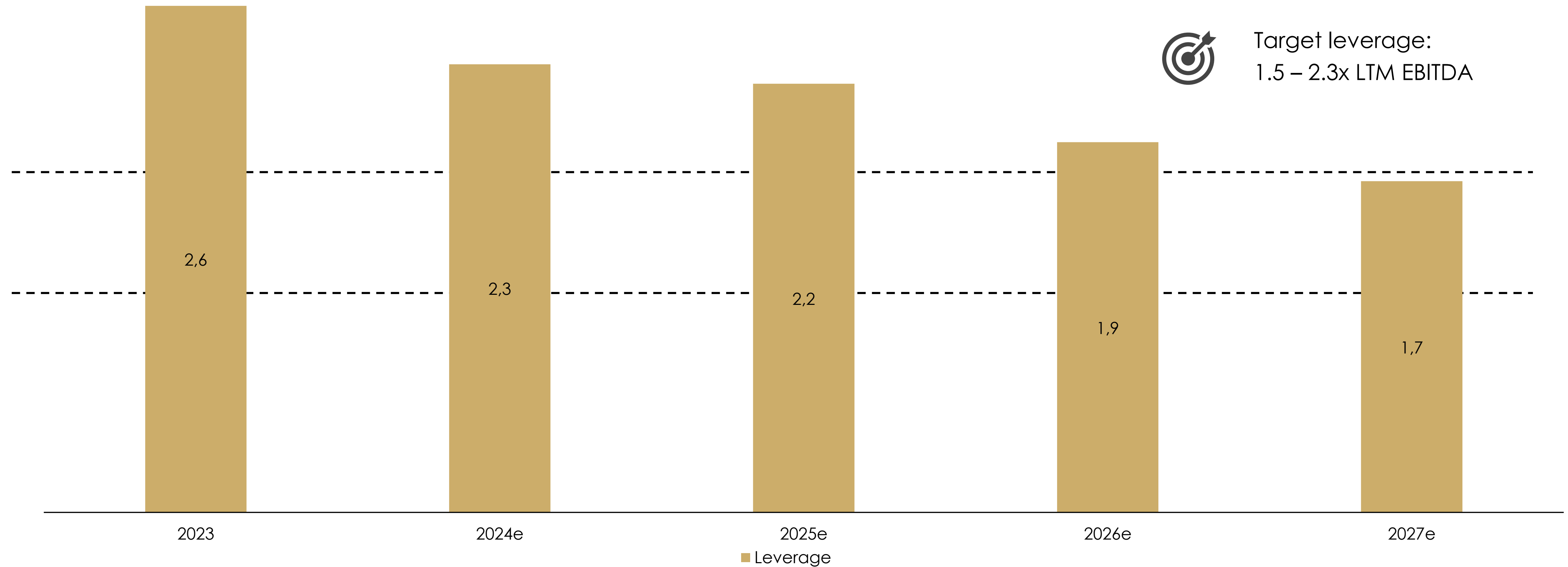


Pro-Forma figures for FY 2022, 2023. FY 2022 and FY 2023 continued operations. 2024e according to guidance. 2021 TPG/Fashionette combined.

GROUP FINANCING

SOUND USE OF DEBT FUNDING RETAINS FLEXIBILITY AND REDUCES RISK

NET DEBT / EBITDA



TPG GUIDANCE MIDTERM GUIDANCE

CONTINUING OPERATIONS

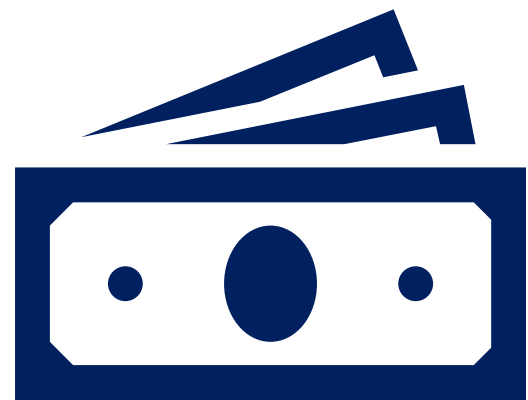
2025 FY

Revenue
€550m

Adj. EBITDA
7-10%

GMV
€1.1bn

INCREASE of
MIDTERM
GUIDANCE





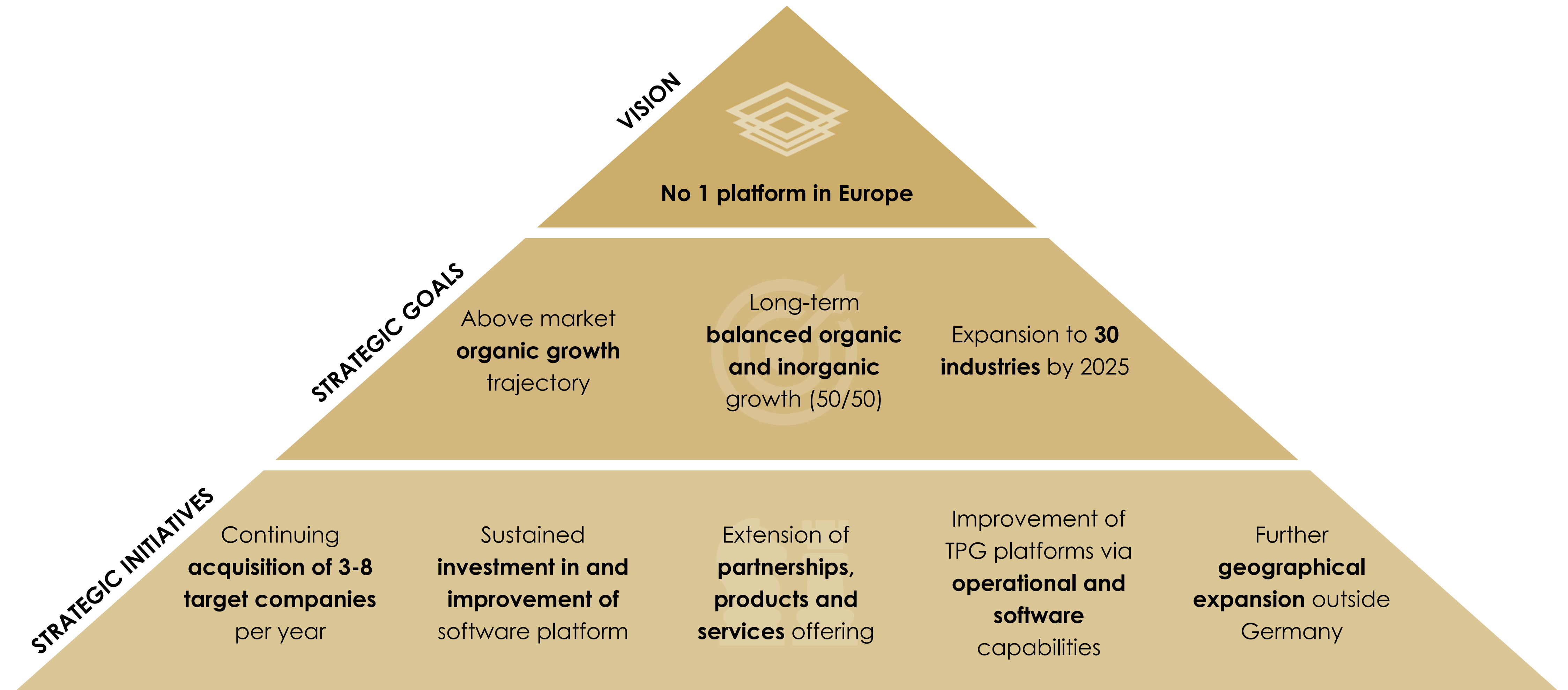
4 THE PLATFORM GROUP
M&A as a key discipline
for value generation



Our M&A Strategy

TPG'S STRATEGY

CLEAR VISION AND ROADMAP TO BECOME EUROPE'S LEADING PROFITABLE PLATFORM GROUP



TPG has defined a clear strategy to achieve its long-term goal in becoming Europe's leading technology enabled platform



VALUE CREATION

UNIQUE ECOSYSTEM TO DIGITIZE PARTNERS AND PAVE THE WAY FOR ONLINE COMMERCE



TPG is a software enabled group of e-commerce platforms that connects countless partners and customers in niche segments

MISSION/ VISION

BECOMING EUROPE'S BIGGEST PLATFORM GROUP BY 2025

Mission

TPG will sustainably secure its international business success through its sense of responsibility for the community. This commitment is reflected in its code of ethics, which is based on socially responsible business practices and respectful interaction to link stationary and online retail.

Vision

TPG will create a future where stationary and online retail are linked in all industries, giving local retailers the opportunity to overcome challenges and continue their business by selling their products online.

Values

The passion of each specialist, motivation, empathy for all stakeholders, transparency, high degree of responsibility and the expertise to recognize trends and develop solutions are the core values of each TPG employee and essential to the mission of digitizing stationary retail.

Goals

TPG aims to digitize and aid small and local retailers in various industries facing major challenges by linking their physical stores with online retail, thus increasing its market share by leveraging its growth momentum resulting from the unique combination of customer reach and interconnected inventories.



STRATEGY AND BUSINESS MODEL

SOFTWARE-ENABLED GROUP ACQUIRING, OPERATING AND IMPROVING PLATFORMS



No 1 platform
in Europe

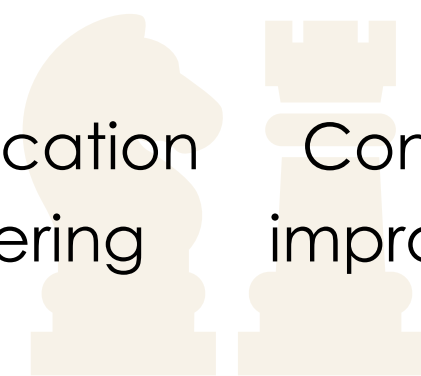
50/50
organic &
inorganic
growth



30
industries
by 2025

Software
centered

Diversification
of offering



Continuous
improvement

Geo-
graphical
expansion

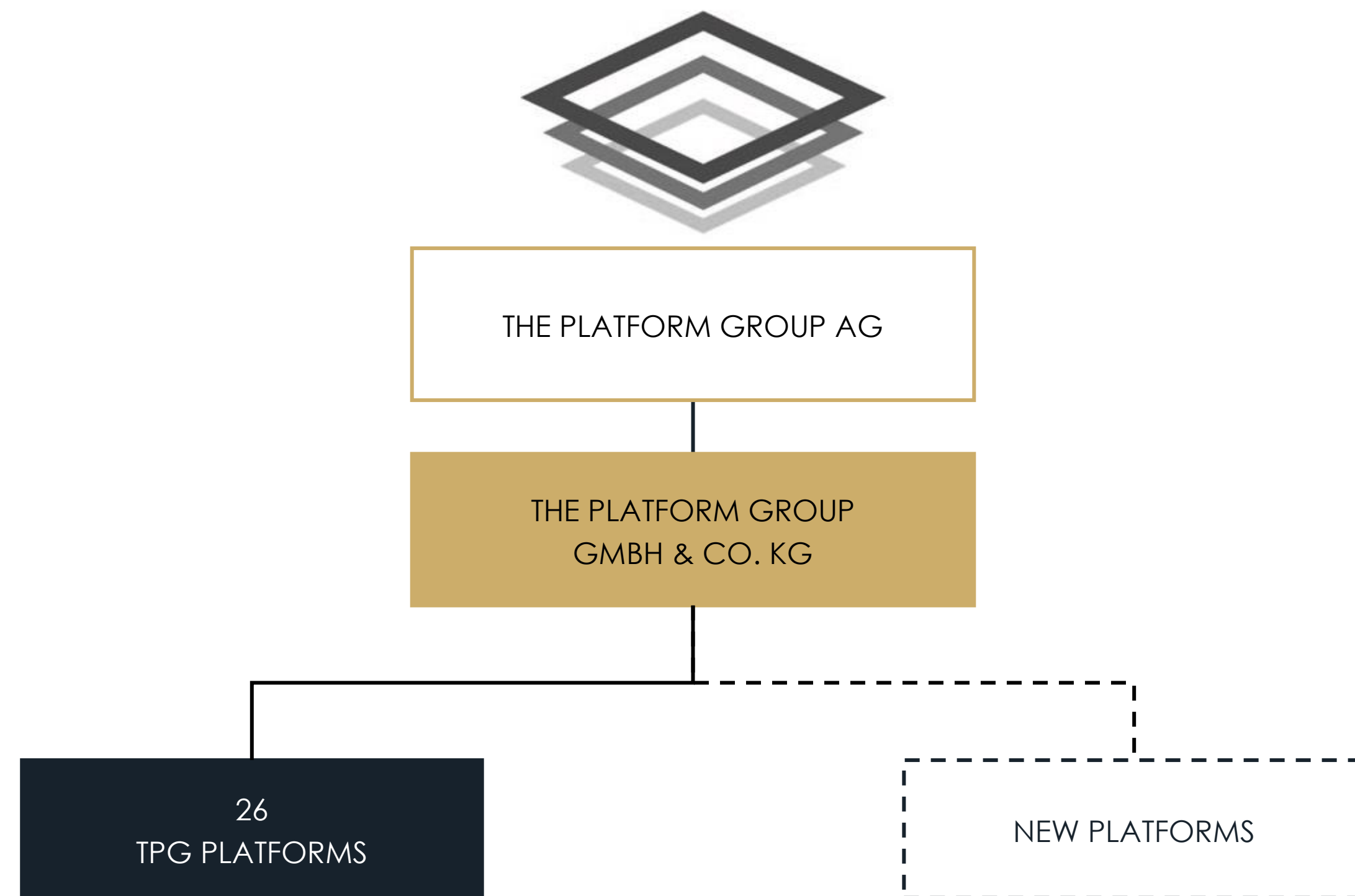
STRATEGY IN BRIEF

- ◆ Taking the leading position in Europe's e-commerce platform landscape via usage of different growth levers and organic above market growth
- ◆ Exploitation of the power of scalability via expansion to new markets which enlarges connected partners, offered products, connected customers and thus attracts new partners that benefit from the superior TPG platform
- ◆ Continuous execution of multiple acquisitions per year to expand market share, sustain a high growth trajectory, diversify market risks and complement organic growth measures
- ◆ Increase of the geographical footprint in Europe short- to mid-term and U.S. and India in the long-term to strengthen the dominant position in the respective industry niches and increase scale



BUSINESS MODEL

SOFTWARE-ENABLED GROUP ACQUIRING, OPERATING AND IMPROVING PLATFORMS



BUSINESS MODEL IN BRIEF

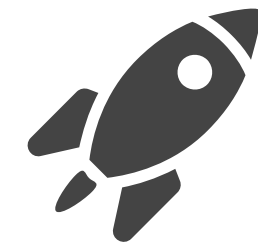
- ◆ TPG is a software enabled group that acquires, operates and improves e-commerce platforms via its operational holding
- ◆ E-commerce platforms as underlying business model that serve as marketplaces which enable transactions to offline and online partners seeking an additional sales channel and end customers seeking broad product offerings.
- ◆ The proprietary software platform serves as the foundation for seamless integration of e-commerce platforms and partners, allowing for continuous scalability
- ◆ M&A is the core strategy to further boost the group's growth and reach the goal of becoming the No 1 multi-niche segment platform group in Europe



INVESTMENT EXPERIENCE

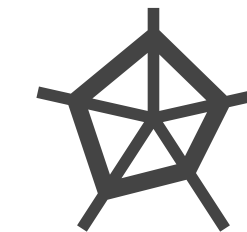
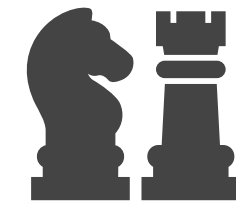
LESSONS LEARNED

Finding hidden
champions



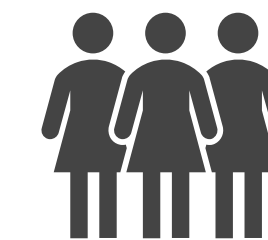
Avoiding meltdowns

Structured idea
generation



Qualitative idea
generation

Financials

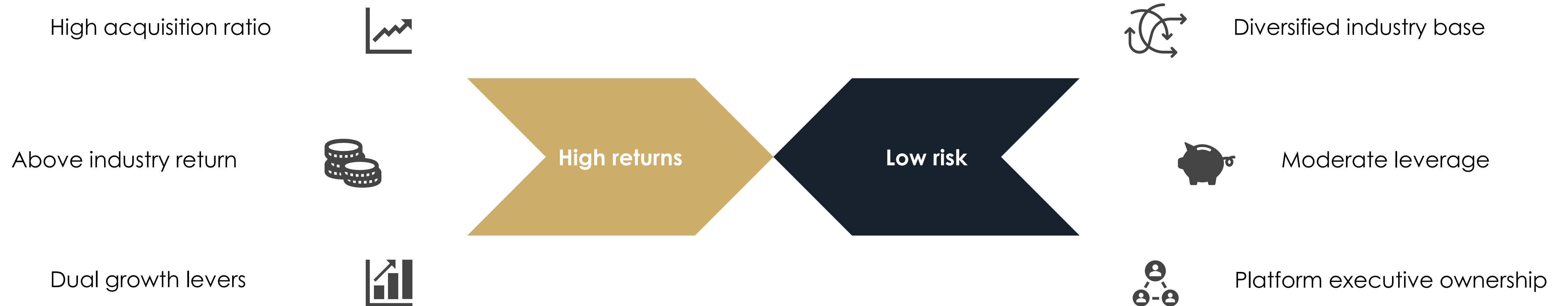


People



THE BEST OF TWO WORLDS

TPG'S UNIQUE APPROACH COMBINES HIGH RETURNS AND LOW RISK



HISTORICAL MILESTONES

FROM A FAMILY-RUN SMALL BUSINESS TO AN INNOVATIVE PUBLICLY TRADED PLATFORM GROUP

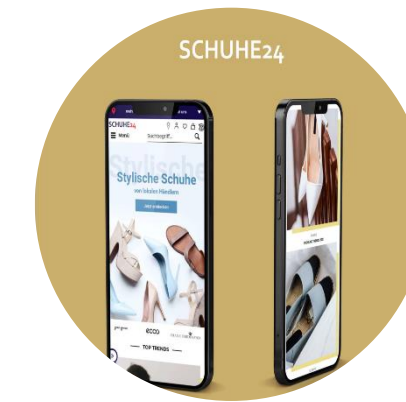


Foundation as a local retailer for shoes and consumer goods

1886

Dr. Benner joins and revamps the brick-and-mortar company

2012

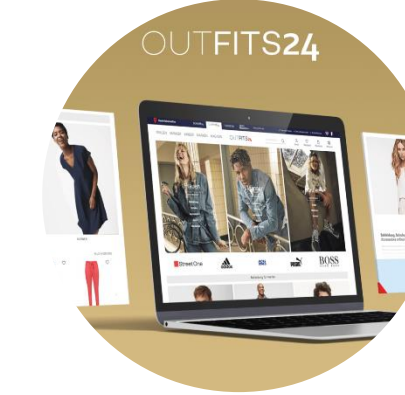


2013

Launch of **SCHUHE24**, marking the entry into e-commerce business

Launch of **OUTFITS24** and entry into a new market segment

2018



2019

Launch of **TASCHEN24** and entry into a new market segment

2021

TPG begins its internationalization with the purchase of **ENVOGUE**



2020

Establishment of **TPG**, which by then operates 13 industry platforms



2020

The **MYSTATIONARY** acquisition initiates the M&A strategy

2023

TPG and **fashionette** merge and go public in a reverse IPO

2021

Market expansion into 4 additional industry segments

2022

TPG acquires a 38.5% stake in **fashionette** from **GENUI**



SEGMENT OVERVIEW

TPG HAS ORGANIZED ITS PORTFOLIO INTO FOUR CENTRAL BUSINESS SEGMENTS

CONSUMER GOODS




Accessories Fashion/ Luxury Jewelry and watches Shoes

fashionette[®]

TASCHEN24 **OUTFITS24** *Dein* **SCHUHE24**
 ENVOGUE **JUWELIER** MYSTATIONARY
your favourite stores

FREIGHT GOODS



Bicycles Cars E-Scooters Forest Equipment Furniture

bike-angebot **ViveLaCar** **emco** MotorProfi.com **MÖBELFIRST**
Stylefy



INDUSTRIAL GOODS



Car/ truck parts trade Dental equipment (B2B) Hair-dressing platform (B2B) Industrial supplies Trading with used machines (B2B)

FLOTT AUTOTEILE **DentaTec** **THE CUBE CLUB** **GINDUMAC**
Dental-Handel GmbH Global Industrial Machinery Cluster
BEVMAQ
Used Beverage Machines

SERVICE & RETAIL



Factoring and real estate platform Online learning platforms Platforms for local pharmacies and pharmaceuticals Local stores

teech **aponow** **Doc.Green**

**TPG's systematic M&A
Approach & empirical
Evidence**

TPG IS THE SYSTEMATIC ACQUIRER IN E-COMMERCE

CONTINUOUSLY PURCHASING, OPERATING AND OPTIMIZING E-COMMERCE PLATFORMS

Systematic approach of TPG

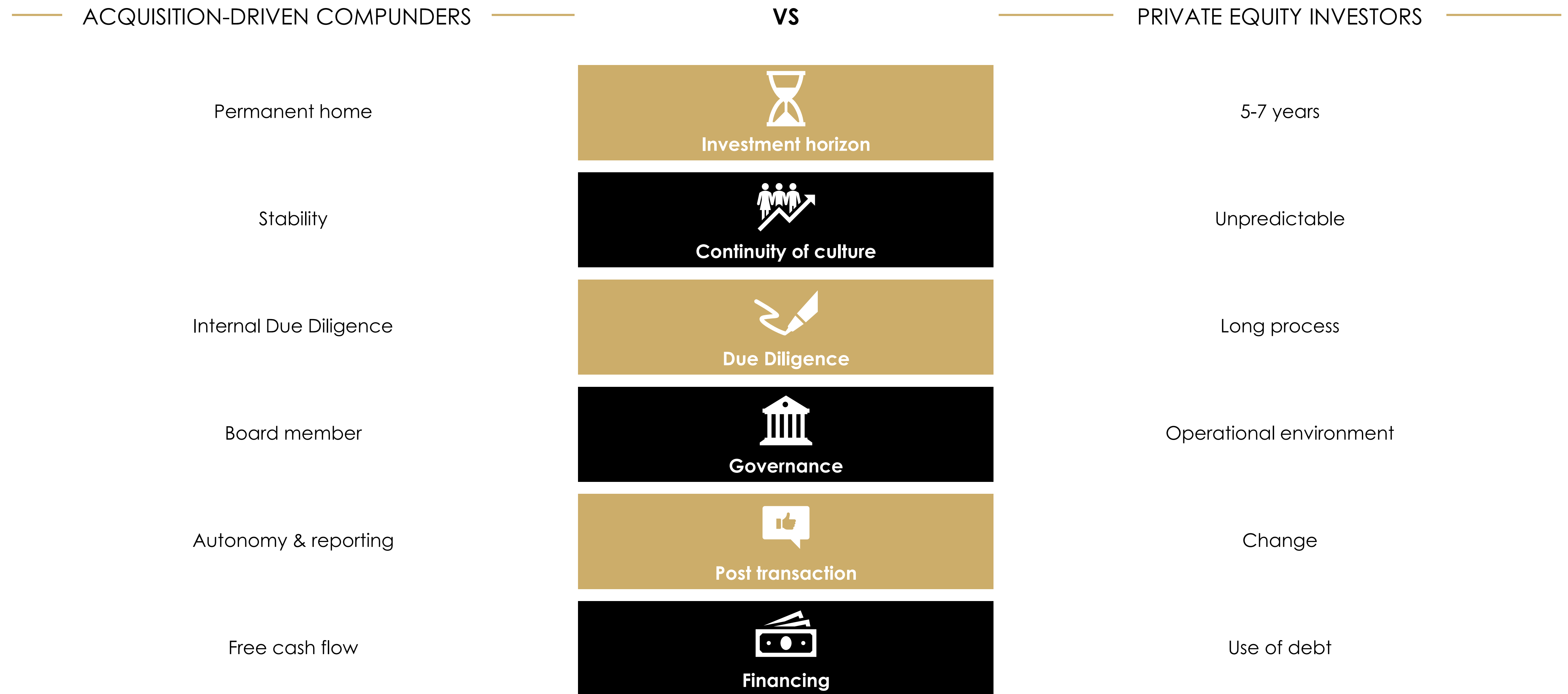
We drive sustainable growth and enhance shareholder value by strategically acquiring profitable, niche platforms with strong financials and value add potential through TPG.

Through integrating these acquisitions into our decentralized structure in combination with our state-of-the-art software solution, we aim to generate higher returns over an extended period, capitalizing on the robust cash flow from these entities.

Dr. Dominik Benner
CHAIRMAN OF THE BOARD, CEO

A PRIVATE STRATEGY FOR PUBLIC MARKETS

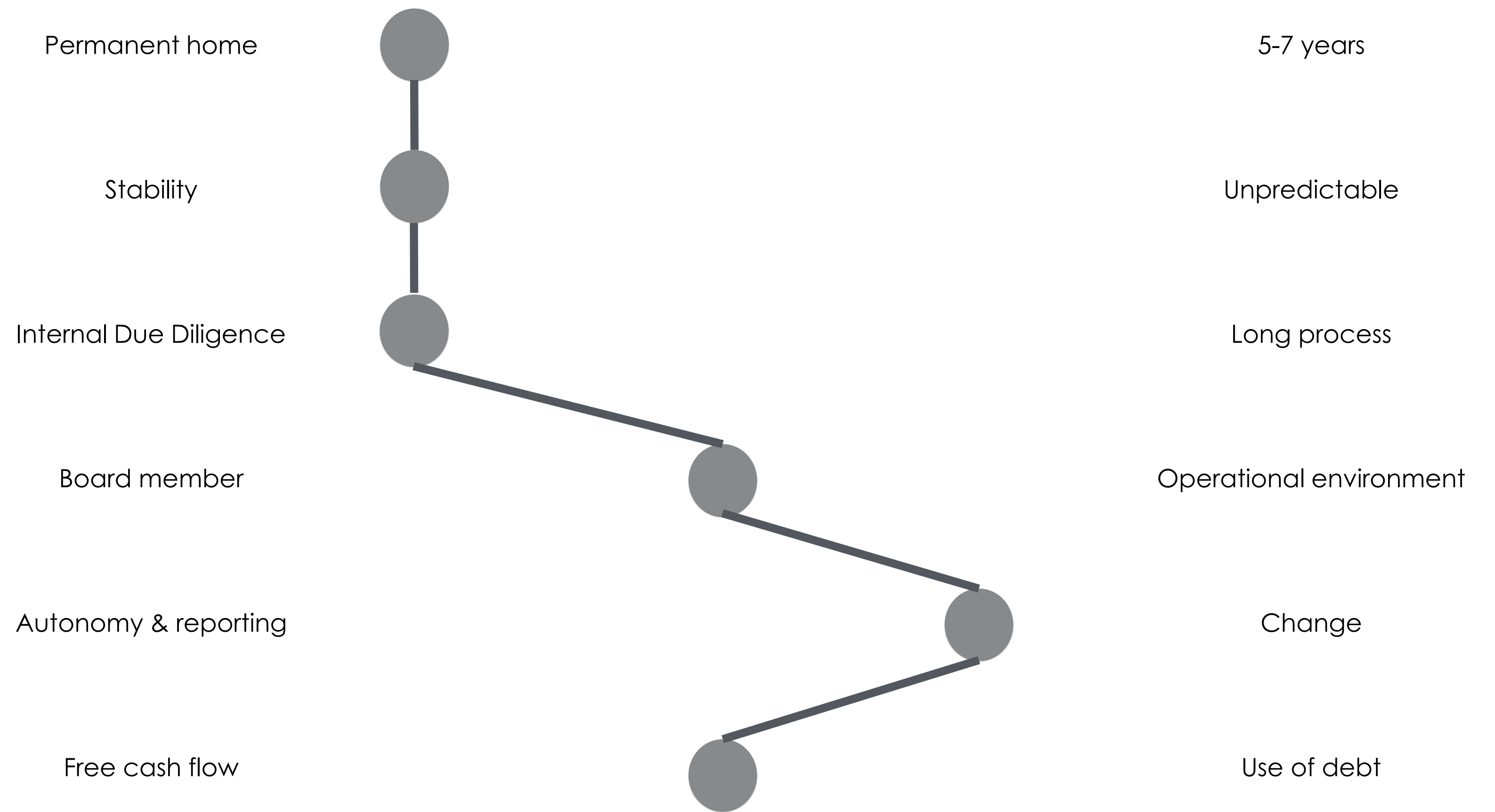
STRATEGIZING GROWTH THROUGH PROGRAMMATIC ACQUISITIONS



A PRIVATE STRATEGY FOR PUBLIC MARKETS

STRATEGIZING GROWTH THROUGH PROGRAMMATIC ACQUISITIONS

— ACQUISITION-DRIVEN COMPUNDERS — **TPG APPROACH** — PRIVATE EQUITY INVESTORS



ANALYSIS OF BUSINESS MODELS

SERIAL ACQUIRERS FUNDAMENTALLY DIFFER IN THEIR APPROACH TO TRADITIONAL INVESTORS

TPG AS AGILE SERIAL ACQUIRER

VS

TRADITIONAL M&A BUYER

Sound combination of cash, debt and TPG shares



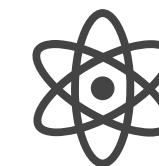
Traditional financing structure

Strong incremental return on capital



Average incremental return on capital

Leverages synergies via operational holding + software



Expects synergies

Lower market correlation



Higher market correlation

Lower risk: Small, frequent tactical acquisitions



Higher risk: Often larger deals

High entrepreneurial approach: family/ owner driven



Often institutionally owned



OUR EMPIRICAL BACKGROUND

MCKINSEY ANALYSIS 2019

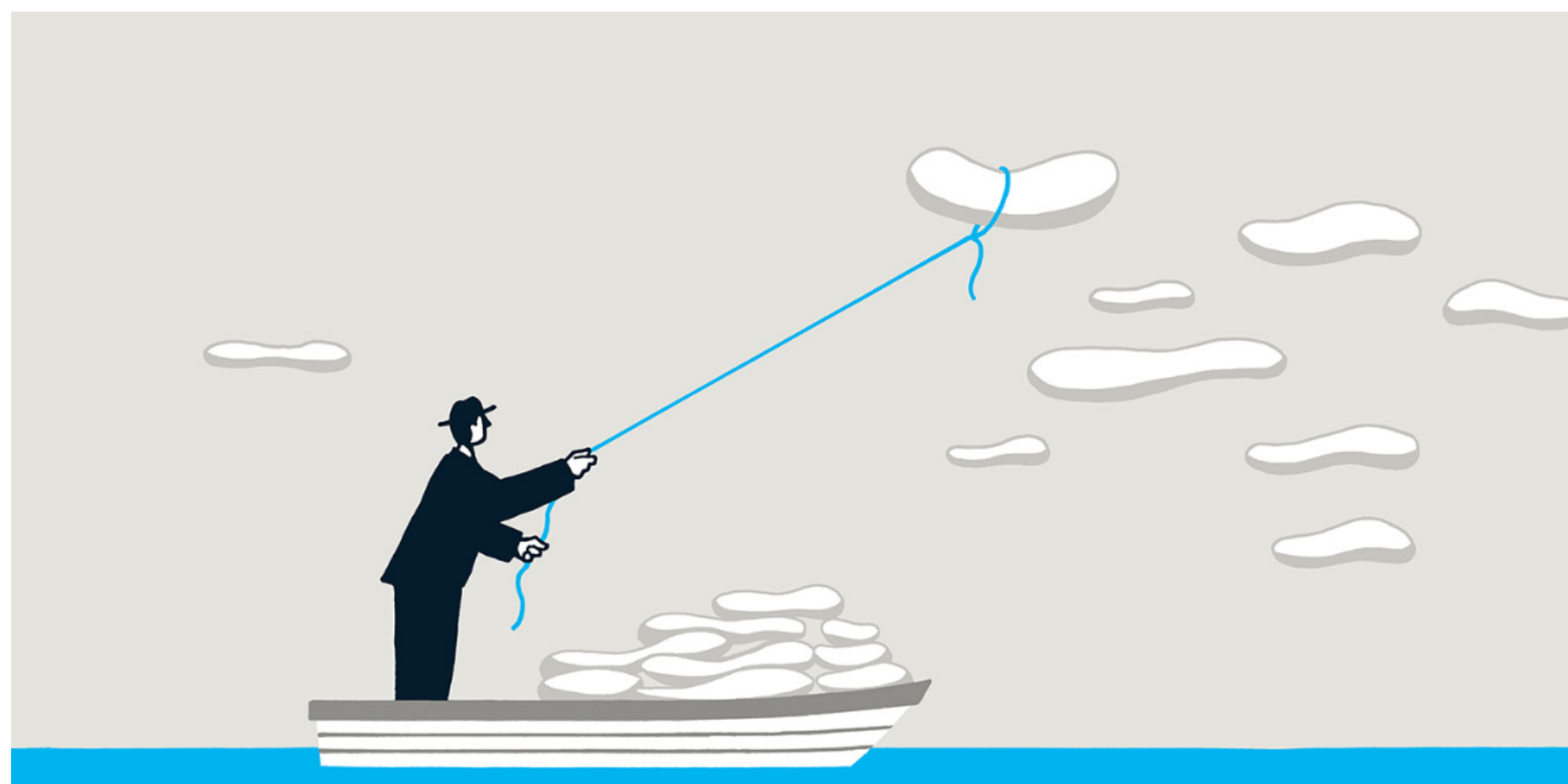
McKinsey
& Company

Strategy & Corporate Finance Practice

How lots of small M&A deals add up to big value

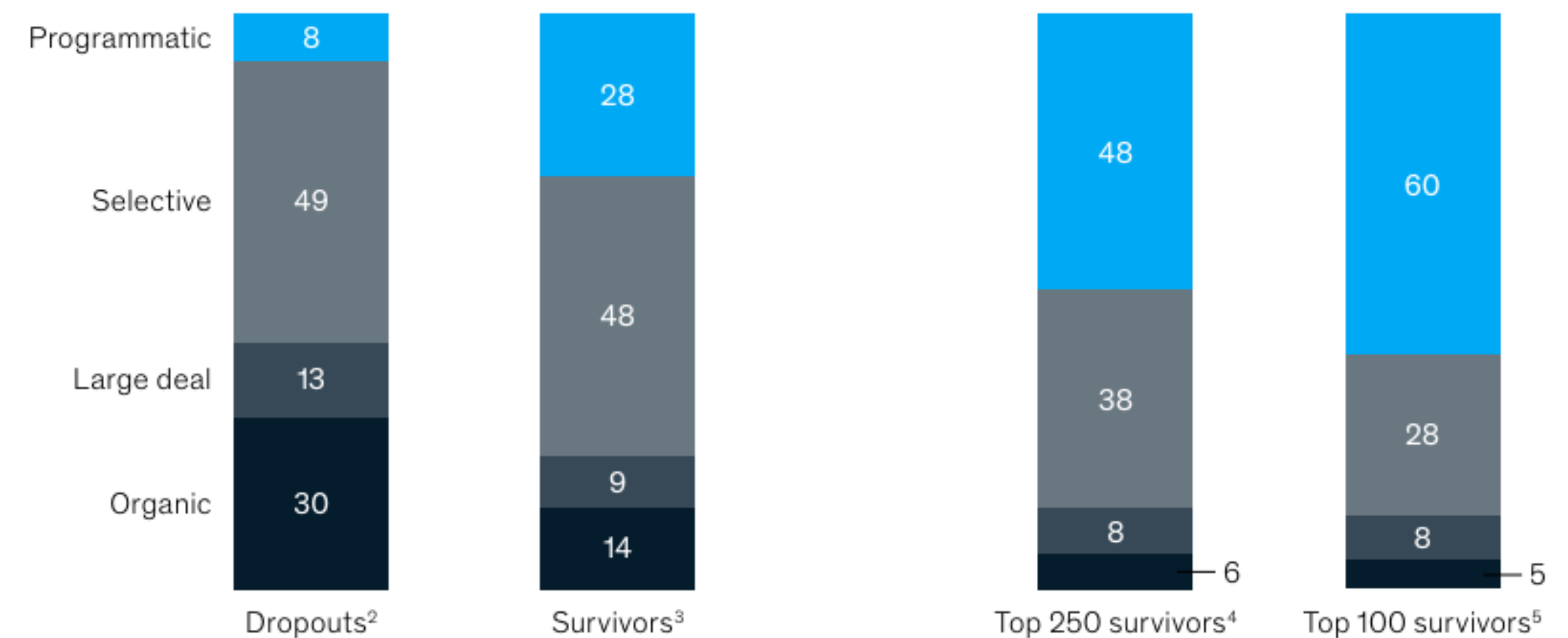
New research confirms that companies that regularly and systematically pursue moderately sized M&A deliver better shareholder returns than companies that don't.

by Jeff Rudnicki, Kate Siegel, and Andy West



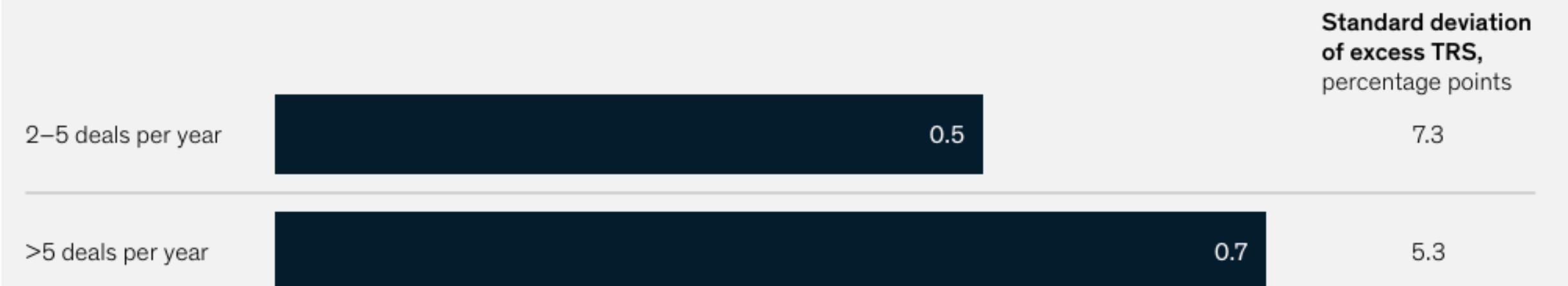
Programmatic acquirers composed nearly one-third of the companies that remained in the Global 1,000 over ten years.

Distribution of 2007 Global 1,000 in 2017,¹ %



Among programmatic acquirers, making more than five deals a year raised the probability of earning excess returns.

Median excess TRS for programmatic acquirers that remained in Global 1,000 from Dec 2007 to Dec 2017,¹ %



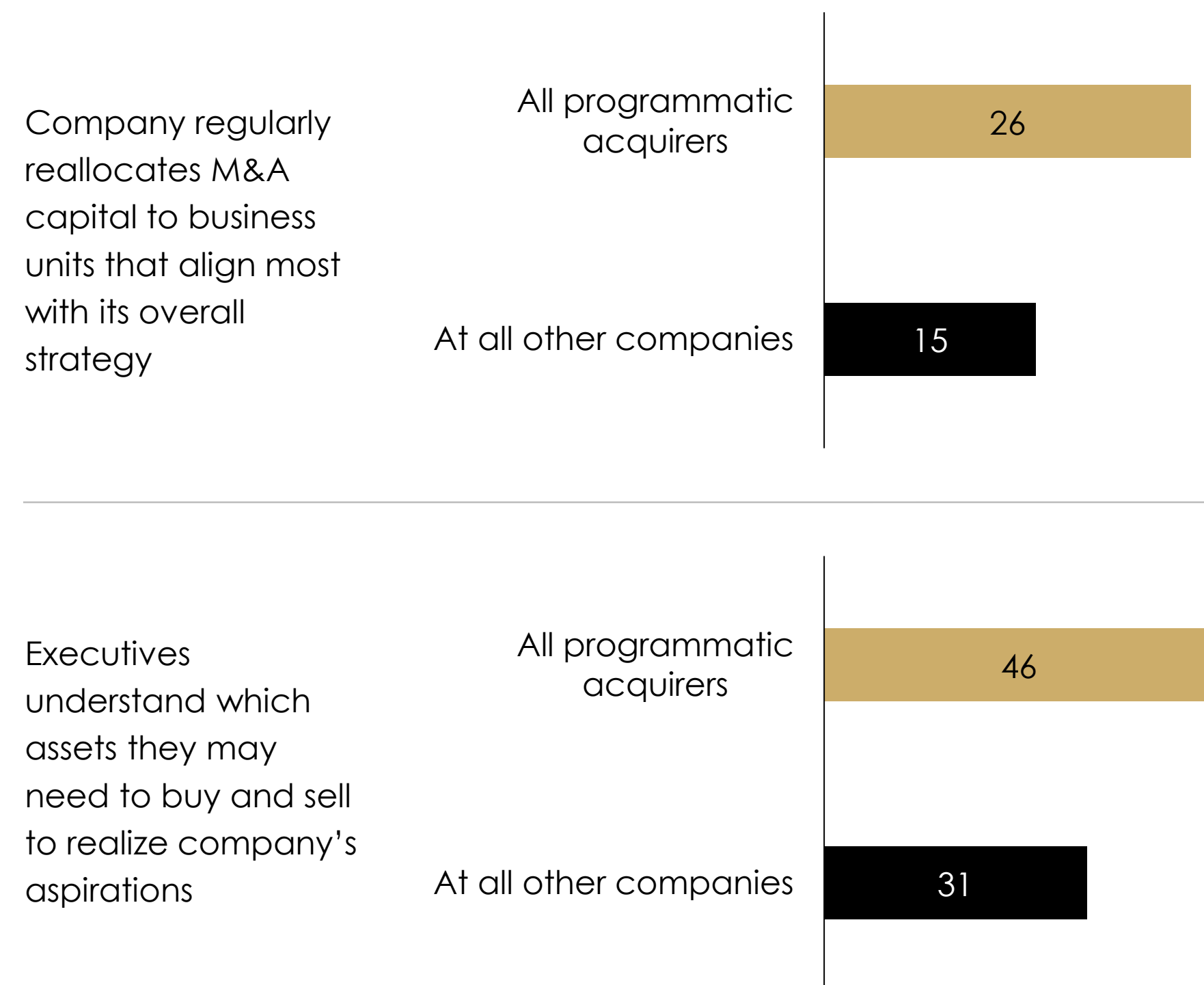
¹TRS = total returns to shareholders. Global 1,000 comprises companies that are among top 1,000 by market capitalization; excludes companies headquartered in Africa and Latin America.

WHAT PROGRAMMATIC ACQUIRERS DO DIFFERENTLY

ENHANCING M&A STRATEGY WITH PROGRAMMATIC PRECISION AND ALIGNMENT

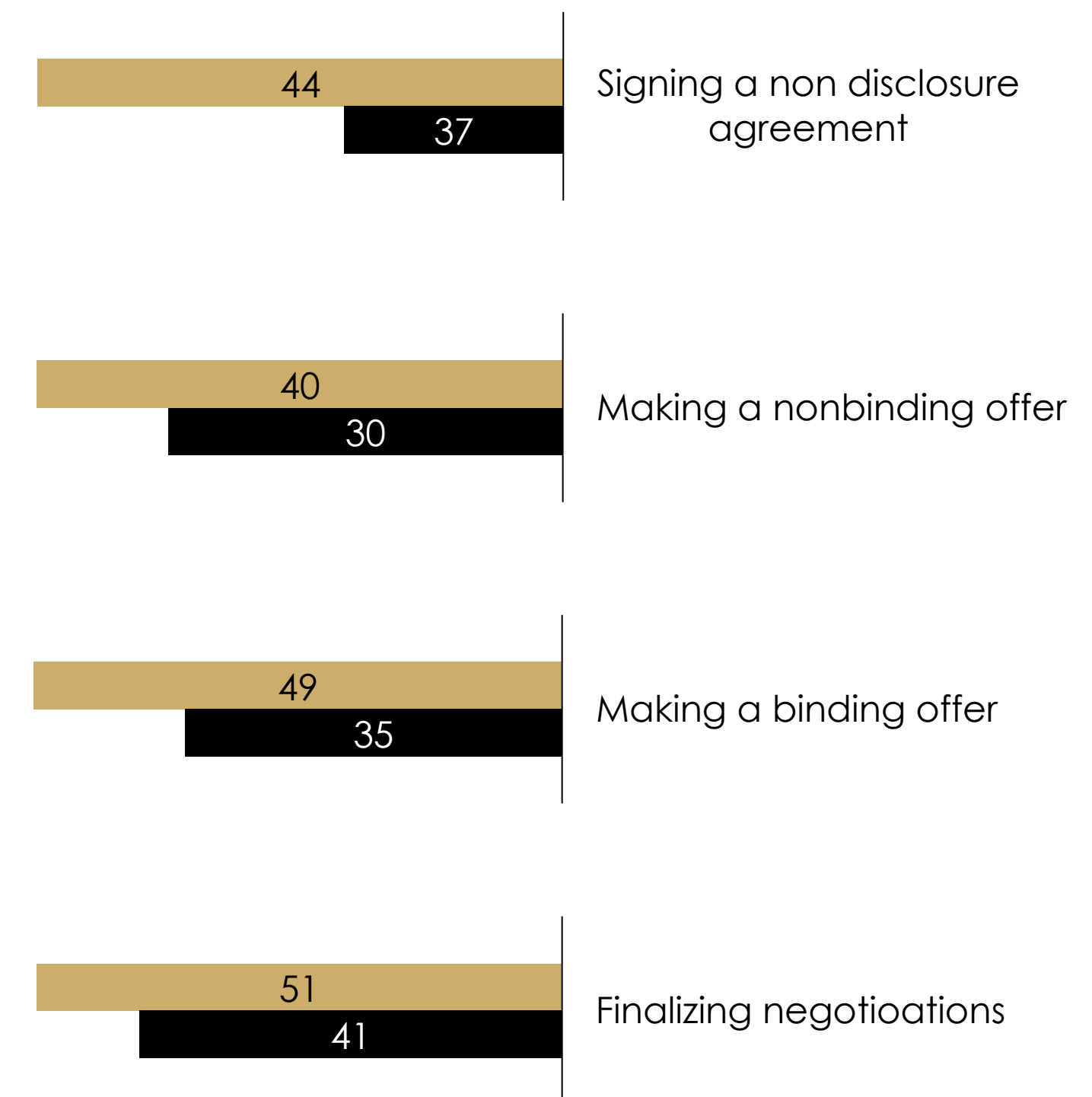
In M&A strategy and sourcing, respondents at programmatic acquirers are more likely than others to strongly agree that their companies take measures to align M&A strategy with corporate strategy.

Share of respondents who strongly agree with a given statement (%)



Companies with a programmatic approach to M&A set go/no-go criteria for each stage of a deal.

Share of respondents who strongly agree that their companies have go/no-go criteria for a given M&A-stage (%)



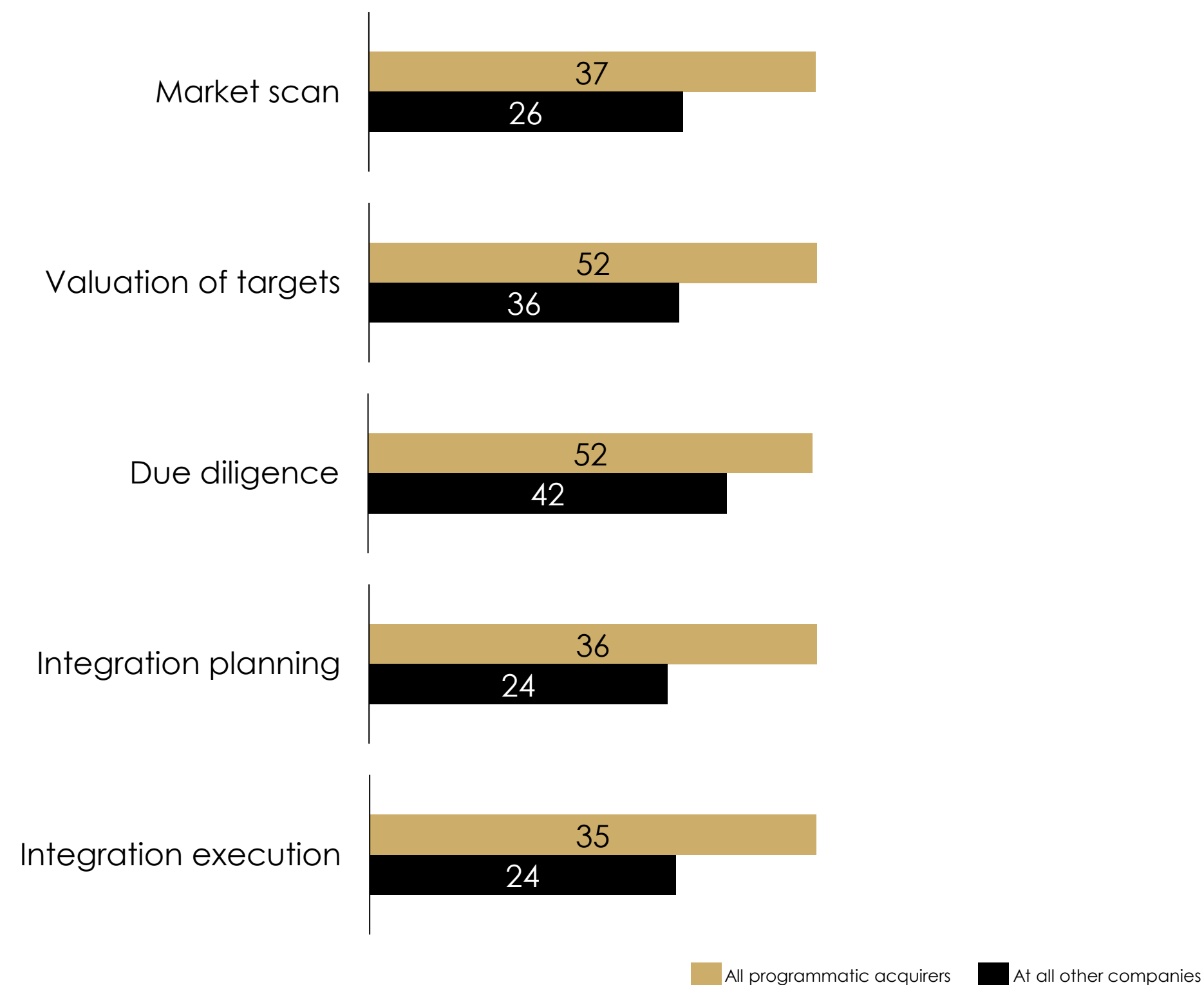
■ All programmatic acquirers ■ At all other companies

WHAT PROGRAMMATIC ACQUIRERS DO DIFFERENTLY

STREAMLINING M&A WITH DEFINED OWNERSHIP AND SYSTEMATIC PLAYBOOKS

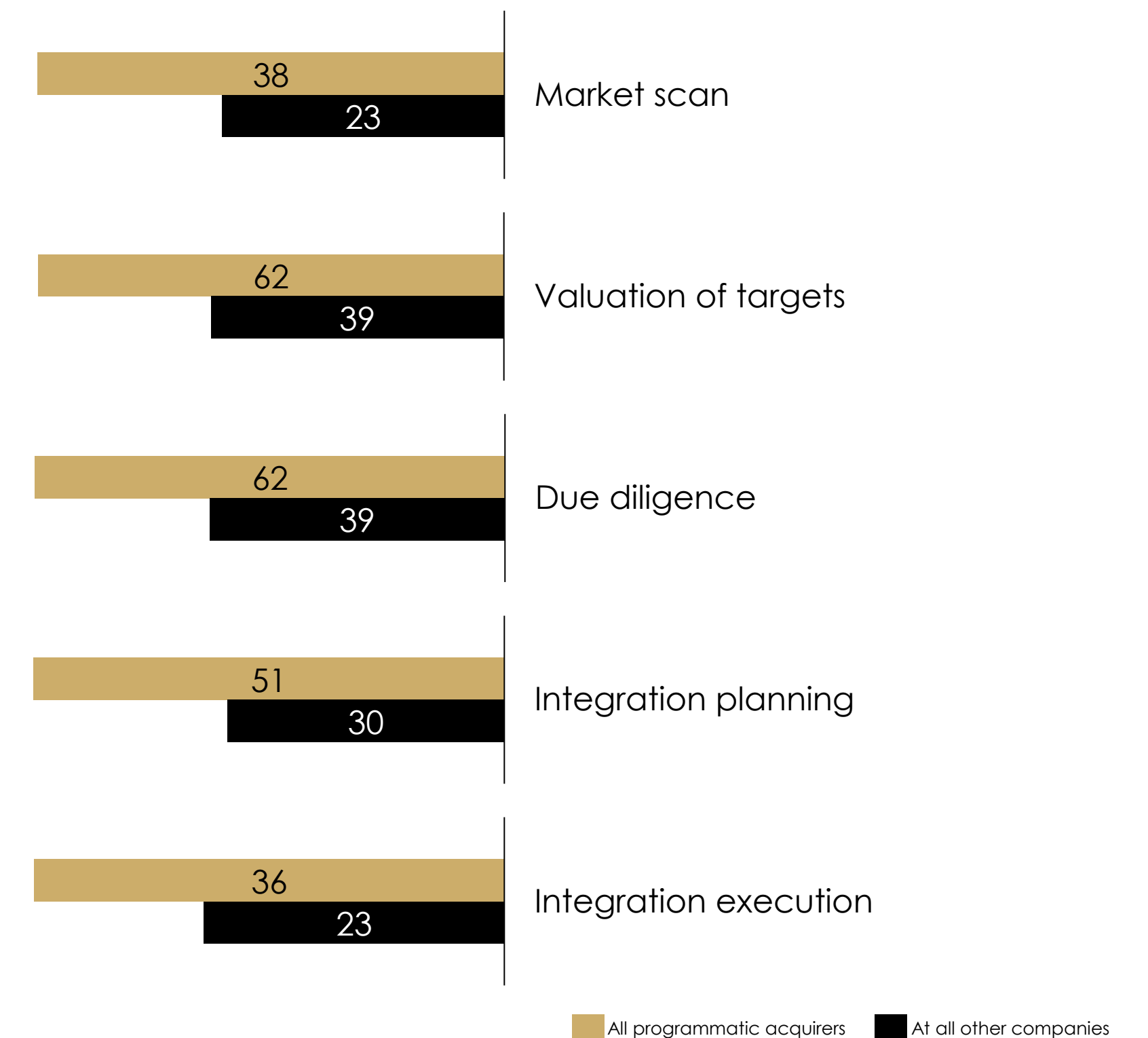
Programmatic acquirers are more likely than other companies to have clear owners for each phase of the M&A process.

Share of respondents who strongly agree that there is a clear owner for a given M&A phase (%)



In each phase of the M&A process, programmatic acquirers are likelier than other companies to use playbooks.

Share of respondents who say their companies have a playbook or how-to-guide for a given M&A-phase (%)



SUCCESS STORY CONSTELLATION SOFTWARE INC.

DEMONSTRATION OF ACQUISITION-DRIVEN VALUE CREATION

CONSTELLATION SOFTWARE Inc.

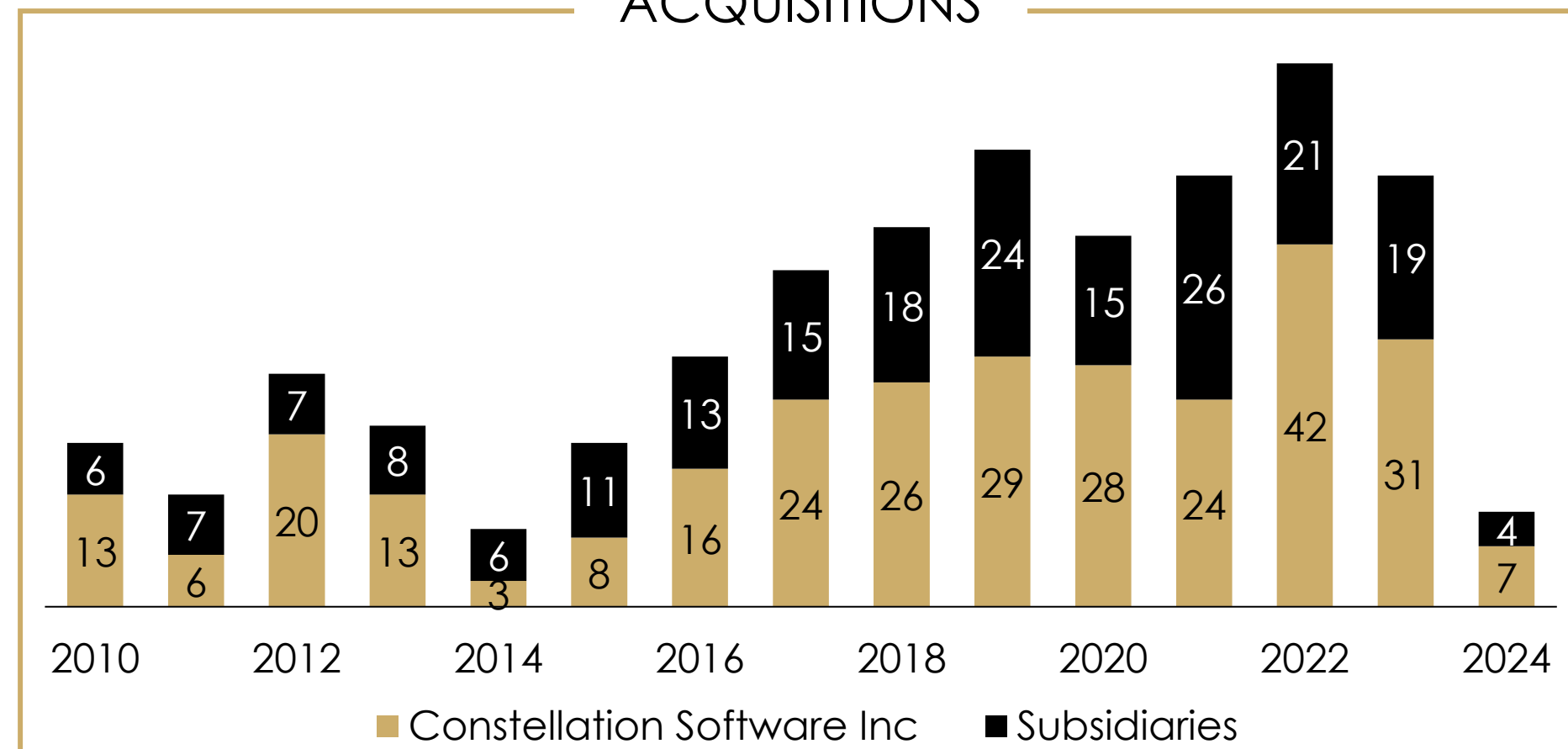


- ◆ Acquisition and holding of companies that offer software solutions for specific industry verticals
- ◆ CEO: Mark Leonard
- ◆ Revenue (2023): \$ 8.4b
- ◆ HQ: Toronto, Kanada
- ◆ Over 500 acquisitions

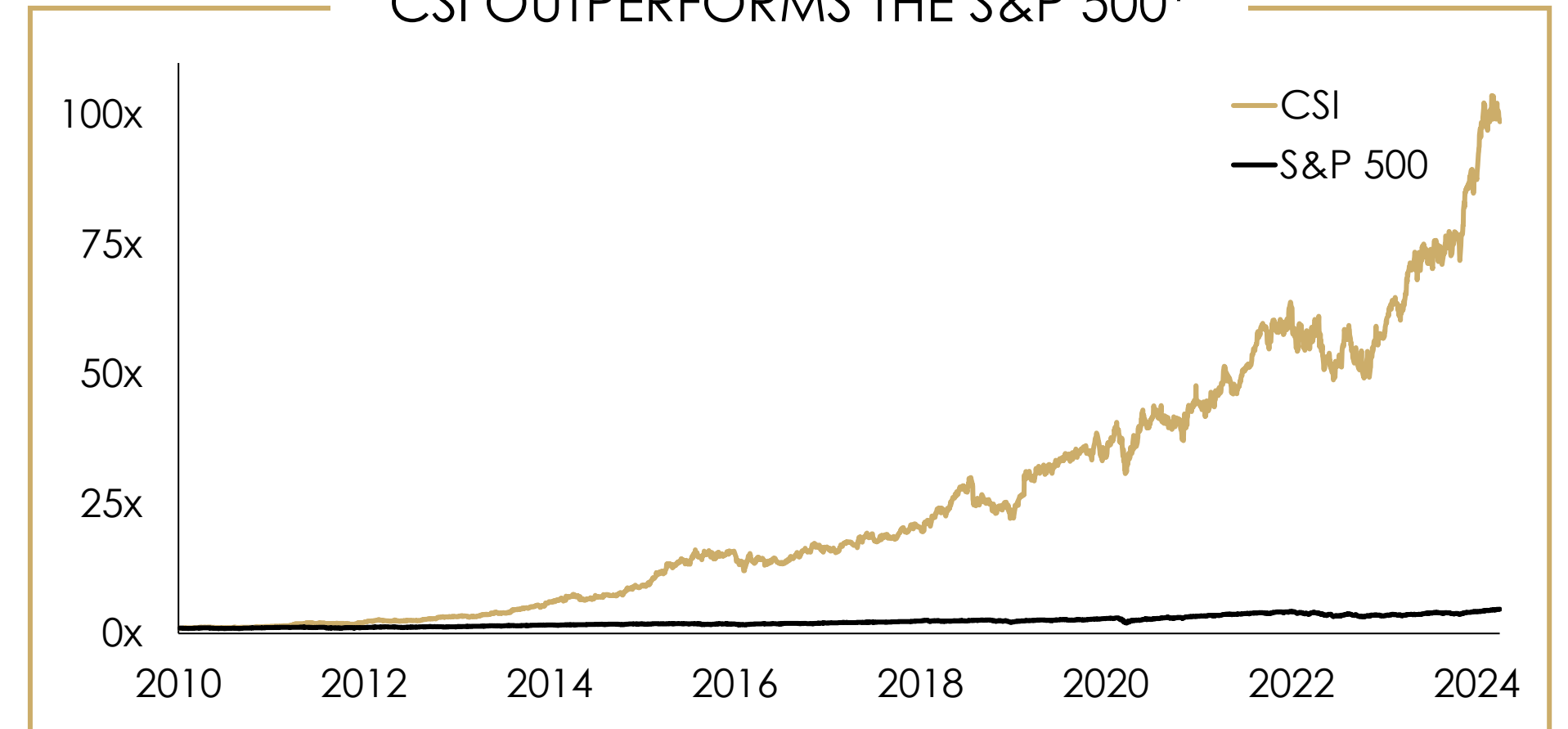
MARK LEONARD, CEO

„One of our directors has been calling me irresponsible for years. His thesis goes like this: CSI [Constellation Software Inc.] can invest capital more effectively than the vast majority of CSI's shareholders, hence we should stop paying dividends and invest all of the cash that we produce, even if that means lowering our hurdle rates. I used to argue that we needed to maintain our hurdle rates because dropping them for a few marginal capital deployments would cause the returns on our entire portfolio to drop. The evidence supported my contention, so we kept the rates high for small and mid-sized [...] acquisitions and made very few exceptions for large [...] acquisitions. The by-product of this discipline has been a perennial inability to invest all the cash that we generate.“

ACQUISITIONS

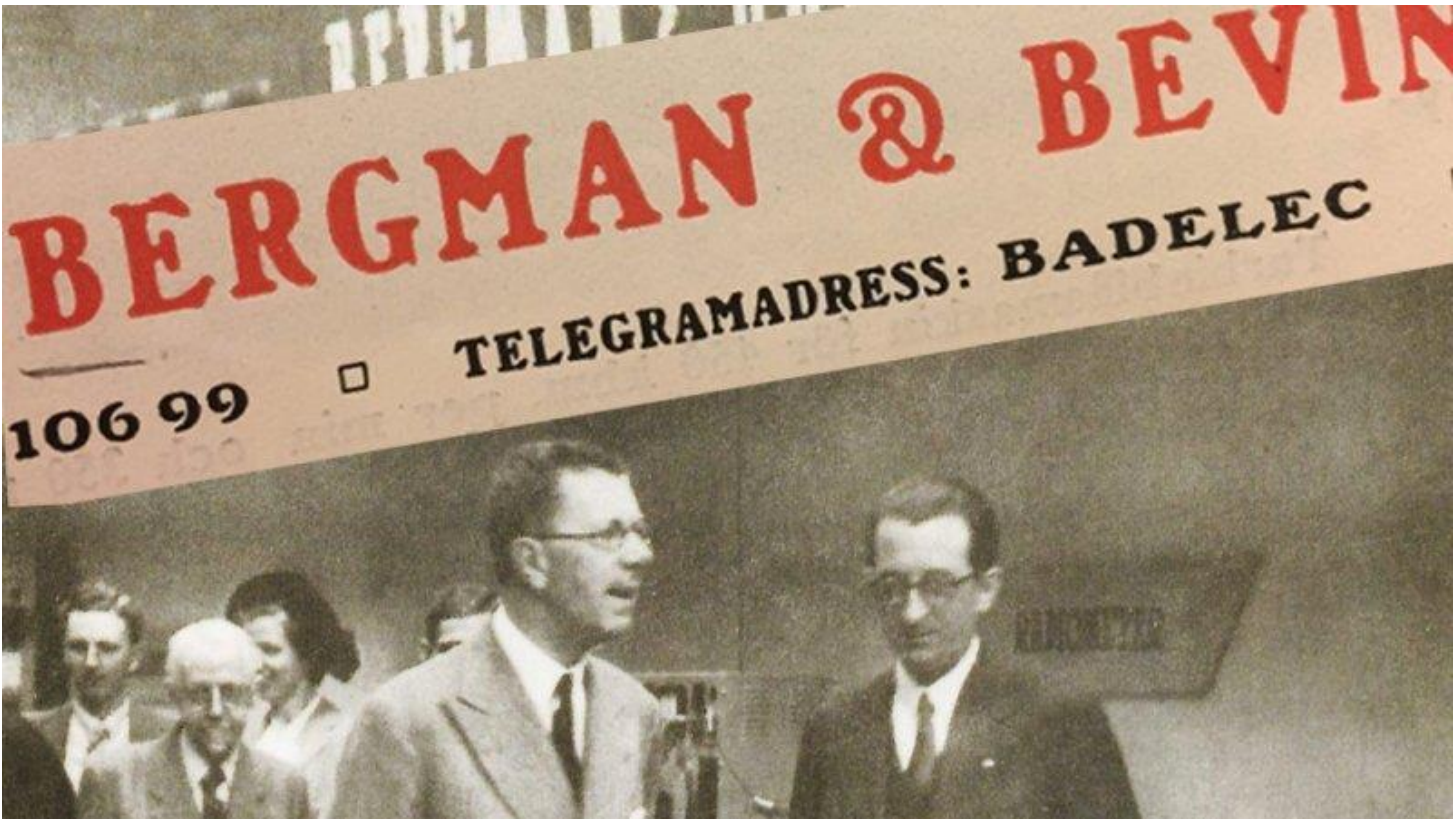


CSI OUTPERFORMS THE S&P 500*



BERGMAN & BEVING – NICHE SPECIALISTS FOR >100 YEARS

WHY M&A AS A LONGTERM PERSPECTIVE WORKS



4 723 Revenue MSEK	438 Ebita MSEK	1 340 Employees	25 Markets
------------------------------	--------------------------	---------------------------	----------------------

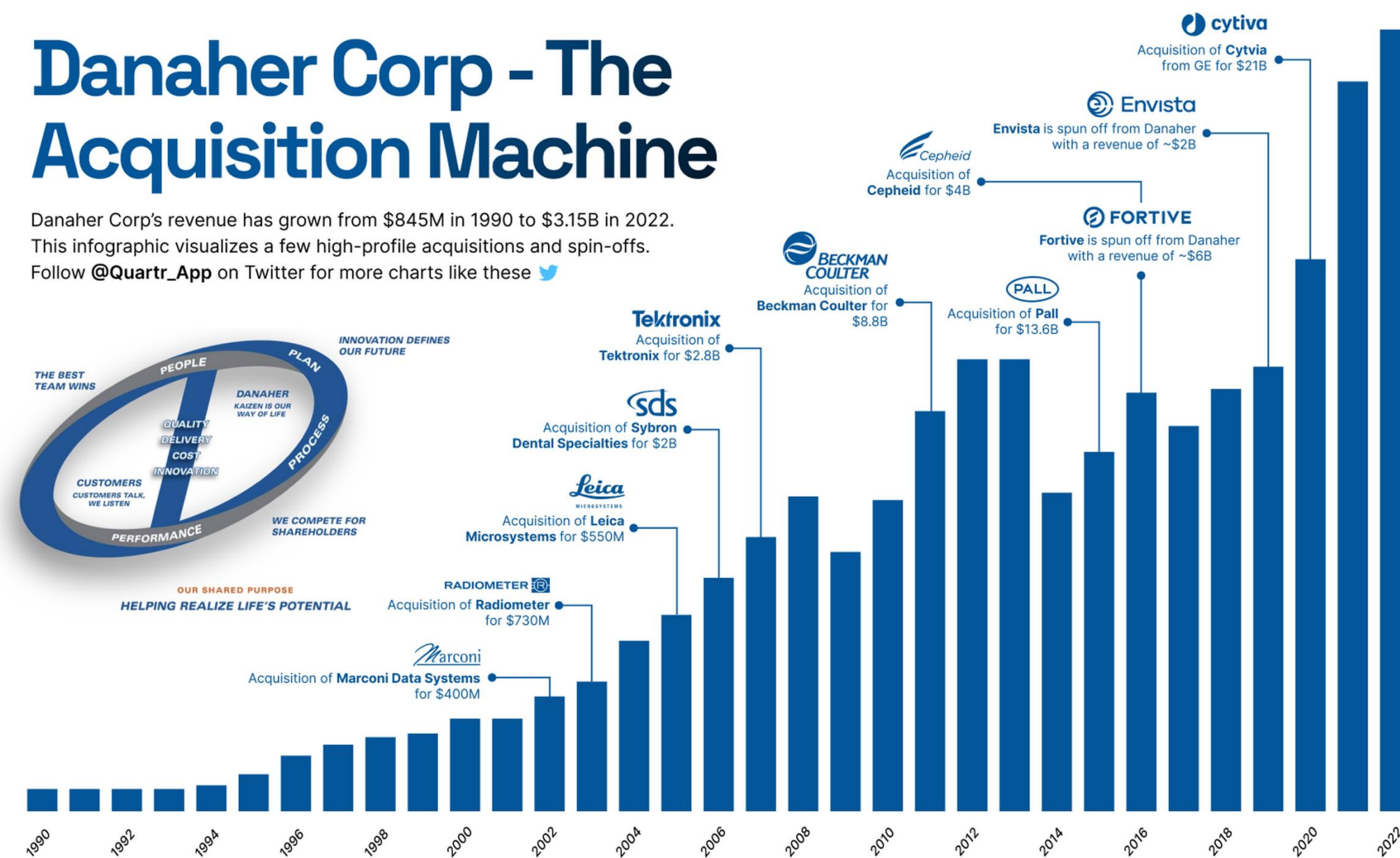


DANAHER CORP – THE ACQUISITION MACHINE

WHY M&A AS A LONGTERM PERSPECTIVE WORKS

Danaher Corp - The Acquisition Machine

Danaher Corp's revenue has grown from \$845M in 1990 to \$3.15B in 2022. This infographic visualizes a few high-profile acquisitions and spin-offs. Follow @Quatr_App on Twitter for more charts like these



Danaher Corporation (DHR)

☆ Follow

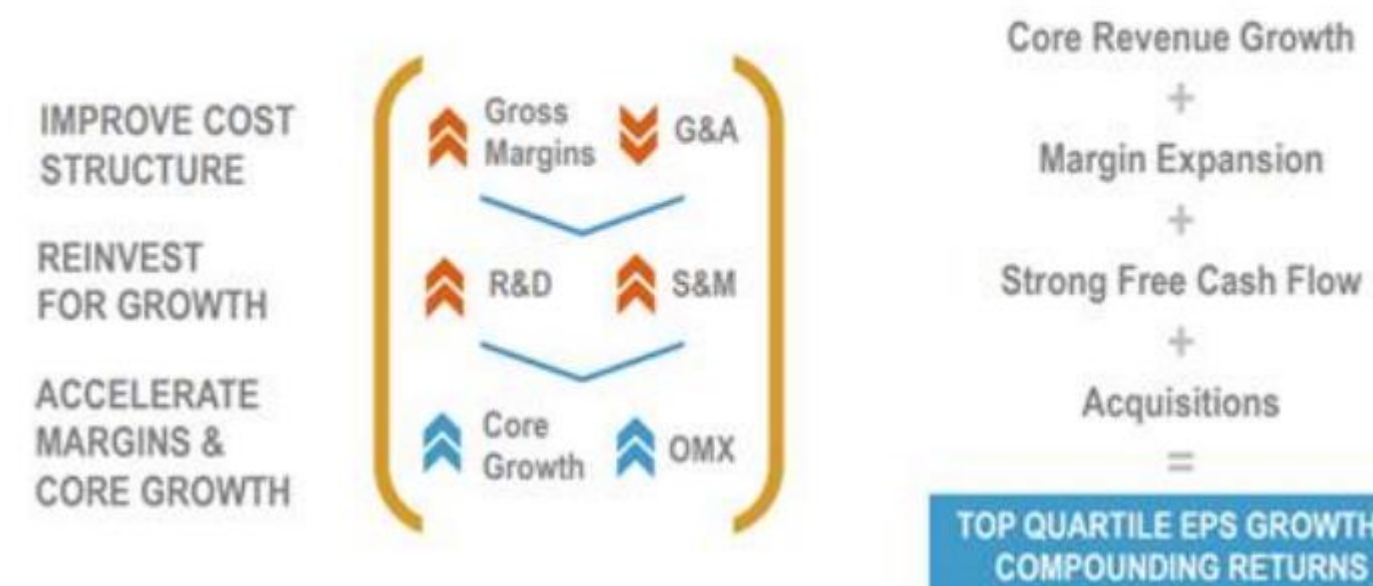
264.67 +1.59 (+0.60%) **263.84** -0.83 (-0.31%)

At close: June 10 at 4:00 PM EDT

After hours: 6:14 PM EDT



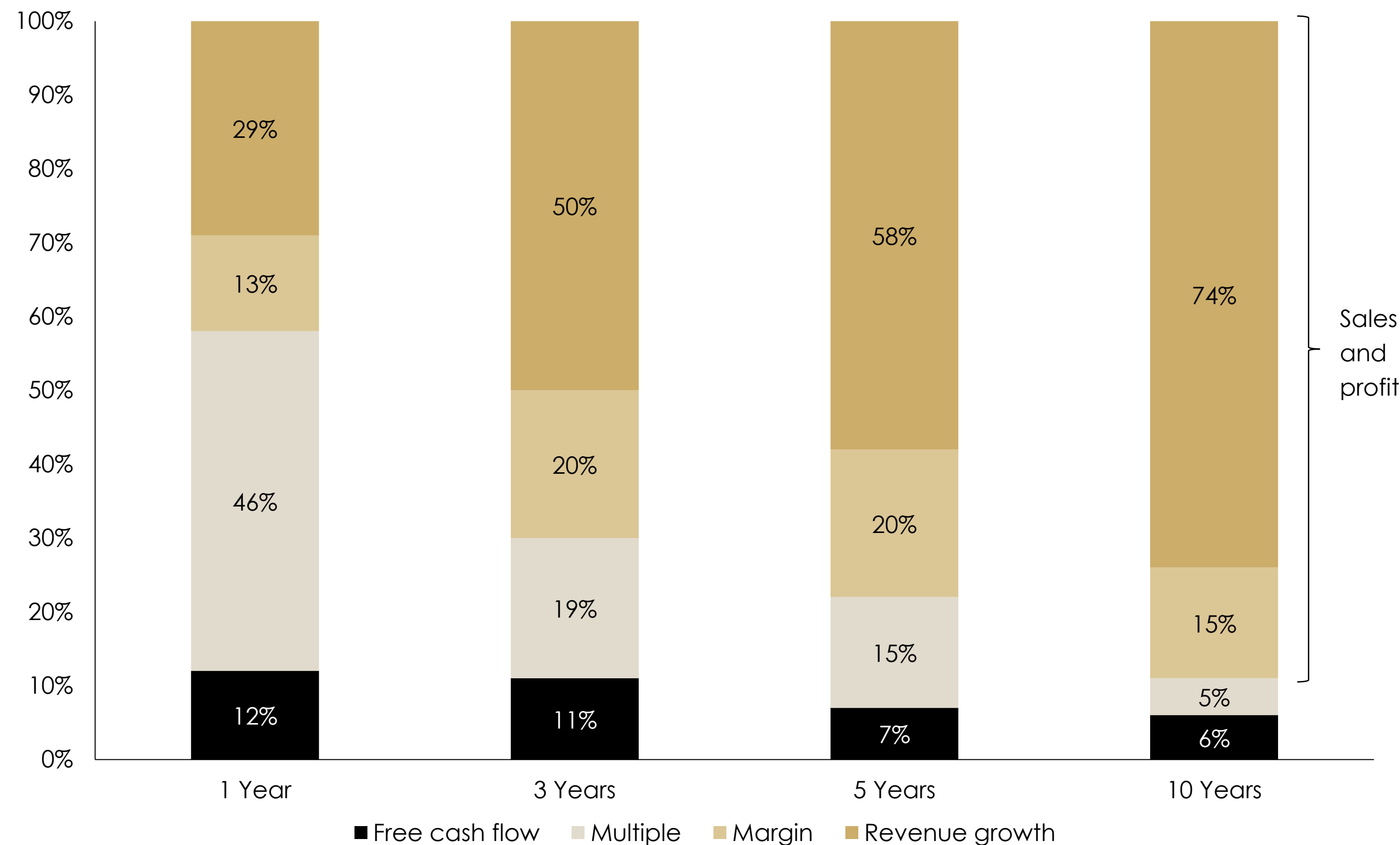
How We Create Value: Running the Danaher Playbook



IT'S ALL ABOUT PROFITABLE GROWTH

SUSTAINABLE VALUE CREATION IS THE KEY DRIVER FOR LONG-TERM TOTAL SHAREHOLDER RETURN

Sources of total shareholder return for top-quartile performers
S&P 500 (1990-2009)

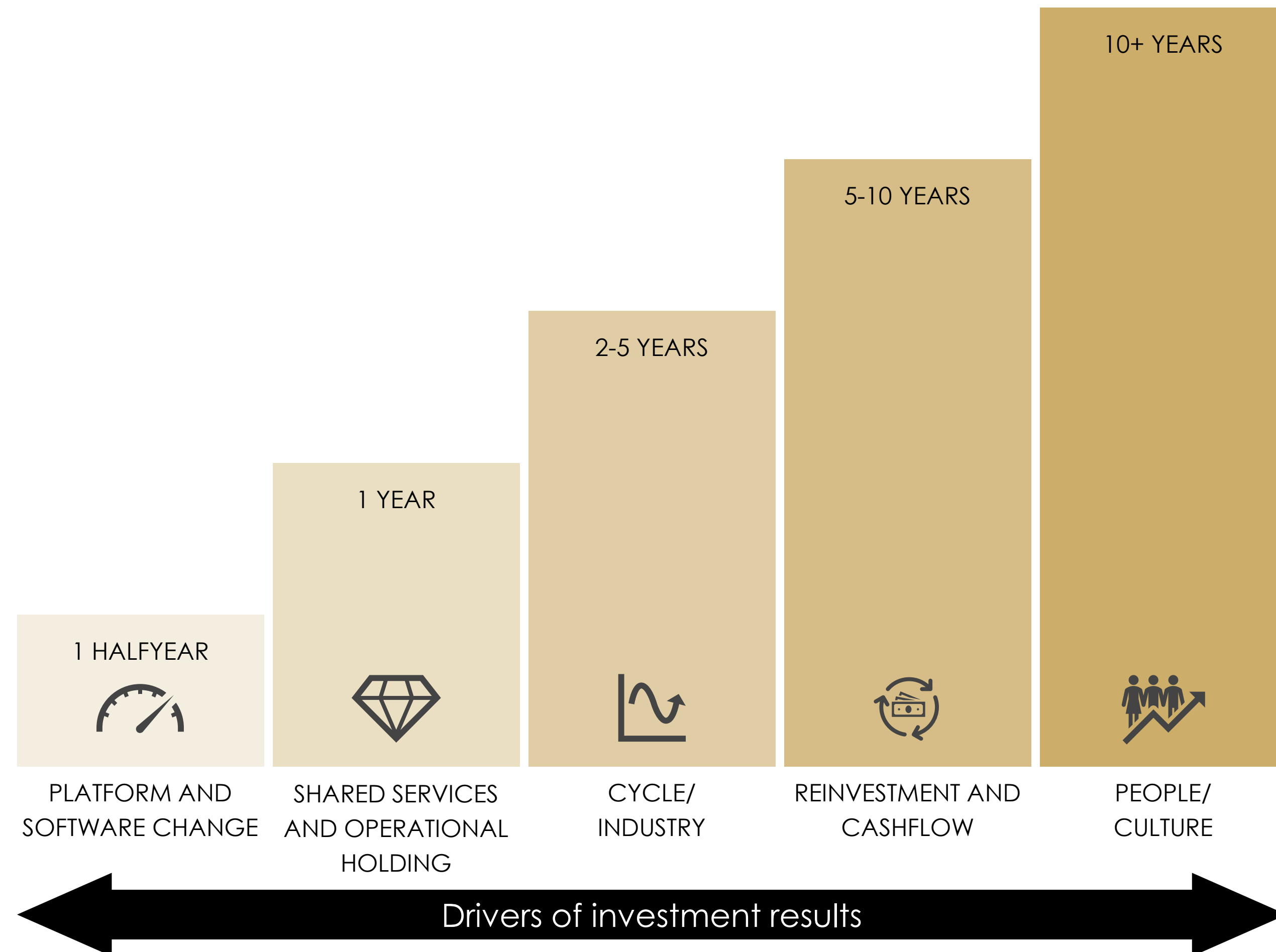


THE GROWTH PARADOX

- ◆ Revenue growth is crucial for long-term value creation, driving most of the Total Shareholder Return (TSR) for top companies.
- ◆ However, higher revenue doesn't always mean higher value, as growth's effect on TSR can vary significantly. Not all high-growth companies generate value, due to differing growth executions and capital use efficiency.
- ◆ To address this growth paradox, firms should carefully assess growth for its value enhancement potential, considering capital costs and scalability, and align strategies with sustainable value creation.
- ◆ This entails a careful balance between short-term gains and long-term value to ensure consistent growth in shareholder value.

LONG-TERM INVESTMENT RESULTS

VARIOUS FACTORS DRIVE LONG-TERM INVESTMENT RESULTS FOR TPG'S INVESTMENTS



PROFITABLE GROWTH

- ◆ TPG's M&A-approach is always focusing on long-term profitable growth. Means: A subsidiary has to grow organically, reduces working capital with our platform model and reduces costs with our holding activities.
- ◆ We make no exits (usually not), because we do not see our companies as a trading good.
- ◆ We want to achieve profitable growth together with the management and people in the company. Therefore, we reinvest the profits in the company.
- ◆ TPG's software is the backbone of our growth – without it, we would not be able to reduce costs and run successful platform strategies in different industries.
- ◆ Instead of other companies, we do not rely so much on the industry cycle, we do much more rely on number of partners and their products.
- ◆ With a perspective of +10 years, we

TPG's M&A Execution and Post-Merger Integration

INVESTMENT CRITERIA FOR TARGETS

TPG SELECTS TARGETS BASED ON A SPECIFIC PROFILE AND HAS A CLEAR ACQUISITION PLAN

COMMERCIAL CRITERIA

INDUSTRY

with proven platform potential

NICHE

focused players



> 1,000

existing customers

MATURE

businesses (no early stage/ no seed)

FINANCIAL CRITERIA

€ 3-100m

revenue p.a.

>10-15%

yoy top-line growth



> 5%

EBITDA in 1st year of PMI

< 2x EBITDA

to debt ratio

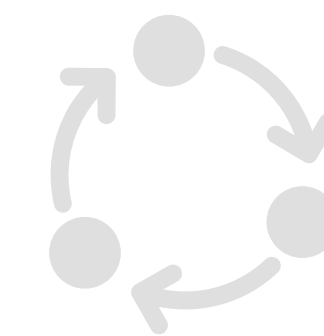
OPERATIONAL CRITERIA

MANAGEMENT

that is capable and broad-based

IT & ERP

expertise and fit



INNOVATIVE

culture

COMMITMENT

of executives for min. 3 years

TPG's seeks to acquire 3-8 platforms annually based on a refined target profile and a follow-through mentality.

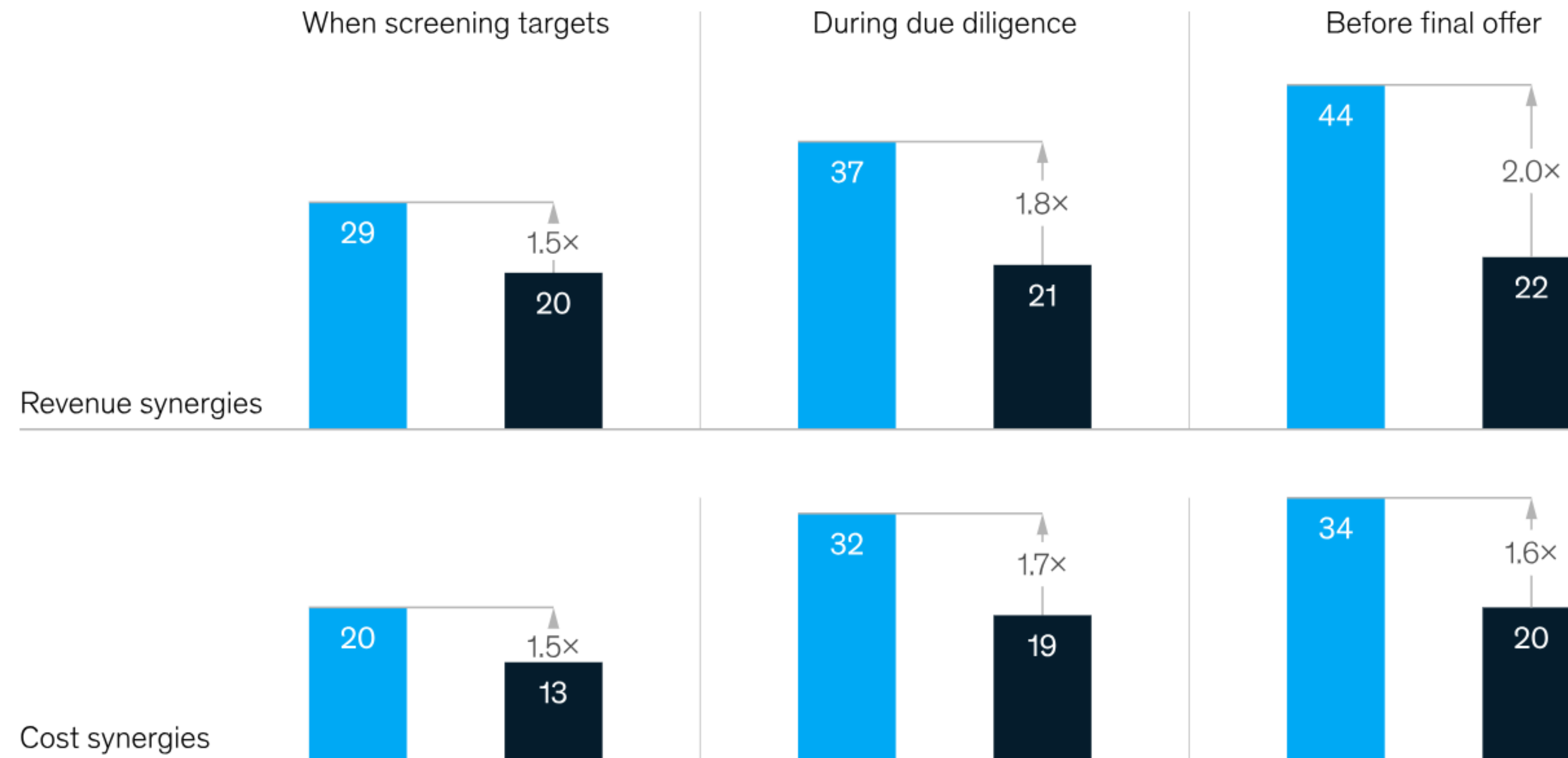
M&A EXECUTION

WHY OUR M&A PROCESS IS DIFFERENT

McKinsey
& Company

Share of respondents who strongly agree that their companies gather information on revenue or cost synergies during a given point in the M&A process, %¹

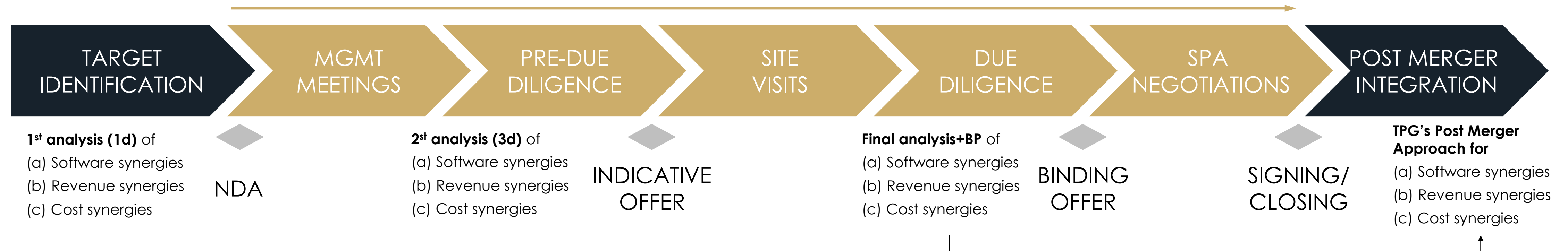
■ At programmatic acquirers ■ At all other companies



M&A EXECUTION

QUICK AND EFFECTIVE EXECUTION OF M&A TRANSACTIONS

Core M&A process from first contact to signing is executed in **4-8 weeks**



TPG'S RESOURCES

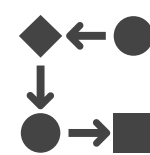


TARGET IDENTIFICATION

Cooperation with more than 10 external M&A partners that are mandated to actively search for targets or are generally aware of **TPG's search profile**.

Usage of several online deal databases for inhouse market screening.

Natural dealflow and active approach from management/ shareholders of platforms due to TPG's reputation.



M&A-PROCESS

Experienced inhouse deal team that covers the entire process from target approach, to due diligence and SPA negotiations to signing/ closing.

DD-team that covers commercial, legal, financial, legal, tax, HR, technical, IT.

We directly start with our **3 step-analysis** for **software, revenue and cost synergies** from day one.



ACQUISITION FUNDING

Combination of equity, debt (max. 50%), software-/marketing-invest and TPG shares are used to fund the acquisitions. The types of funds are used with sound judgement depending on the individual situation of each case.



POST MERGER INTEGRATION

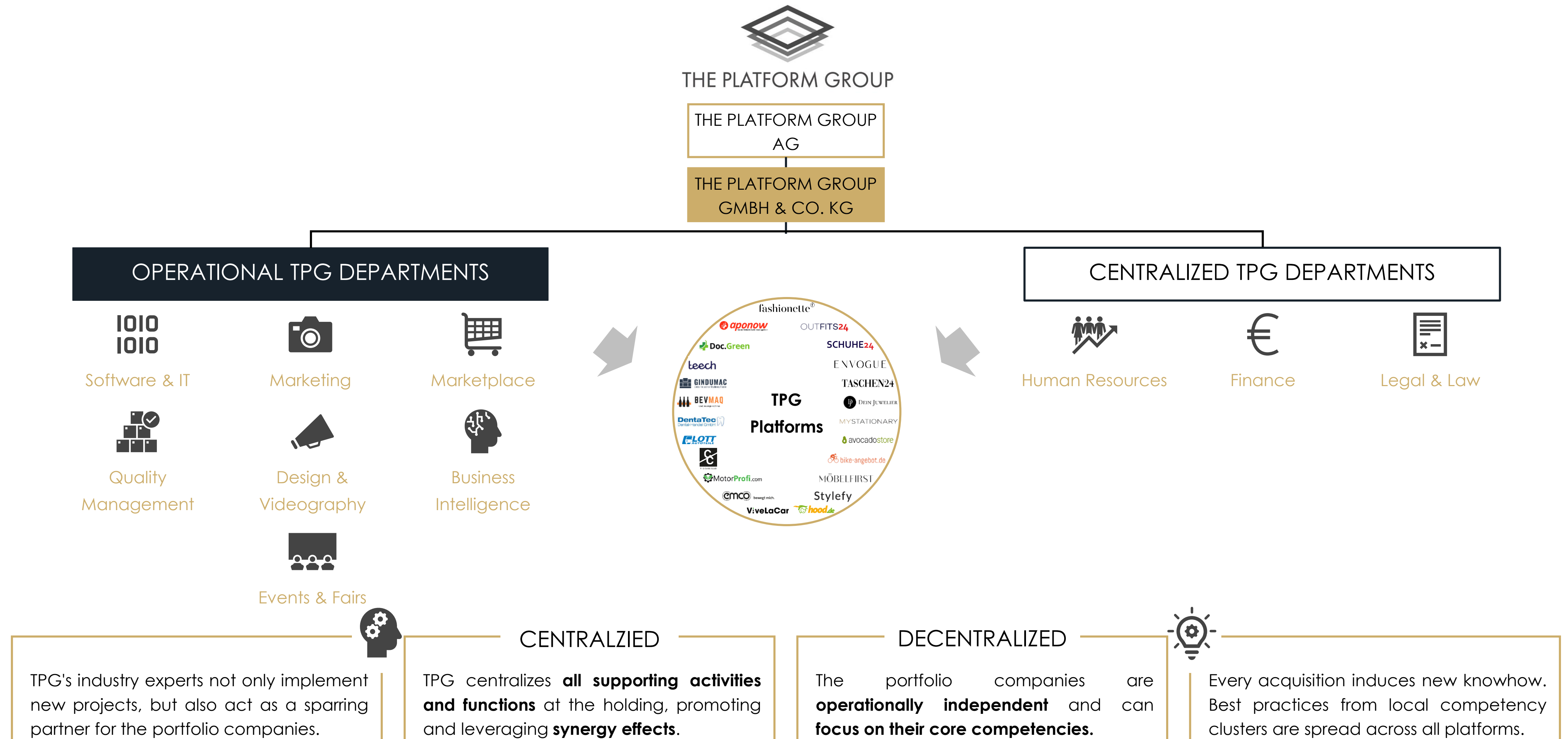
Inhouse specialist team from the areas of Technical/ IT, marketing and centralized services that is lead by case project lead.

Team members have gathered their substantial **post merger integration**, consolidation or transformation experience in projects at TPG or at other previous job positions.

TPG's extensive inhouse and external resources, clear process design, experience and pragmatism allow it to execute M&A processes quickly

OPERATIONAL HOLDING CONCEPT - INTRO

TPG LEVERAGES SYNERGIES BY ITS DUAL CENTRALIZATION AND DECENTRALIZATION APPROACH



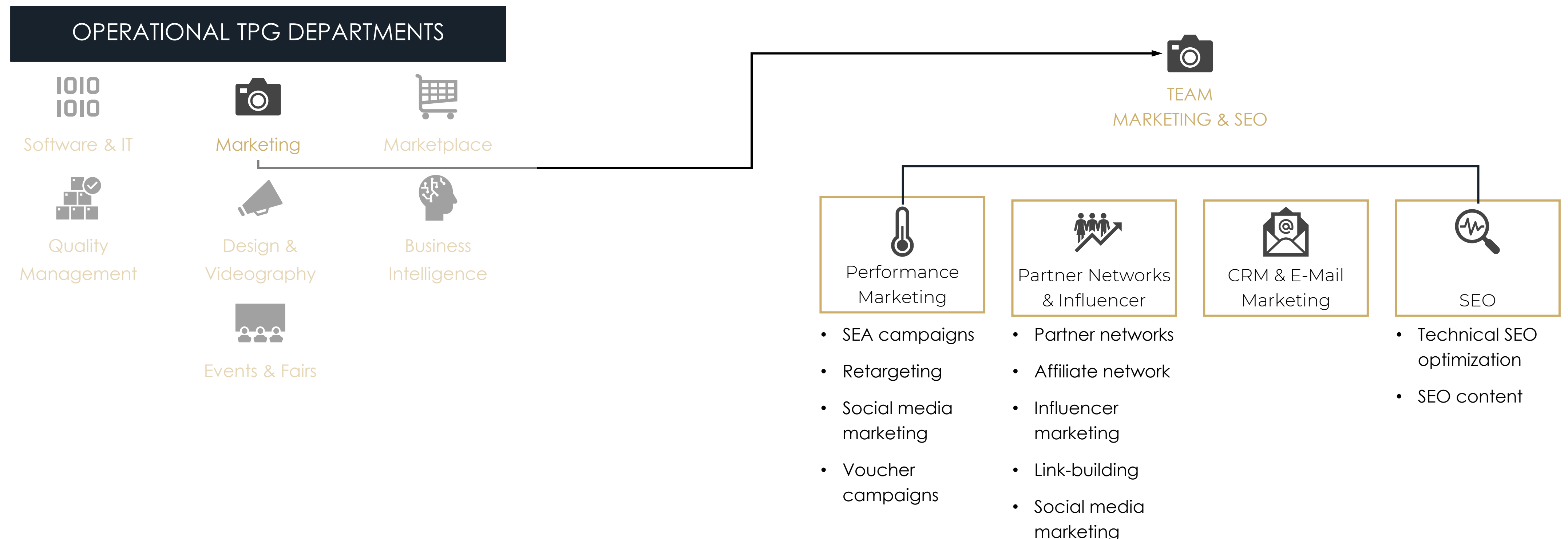
OPERATIONAL HOLDING CONCEPT - EXAMPLE

TPG PROVIDES BEST-IN-CLASS INHOUSE SOFTWARE AND SERVICES TO ITS PORTFOLIO COMPANIES

DEEP INDUSTRY EXPERTISE

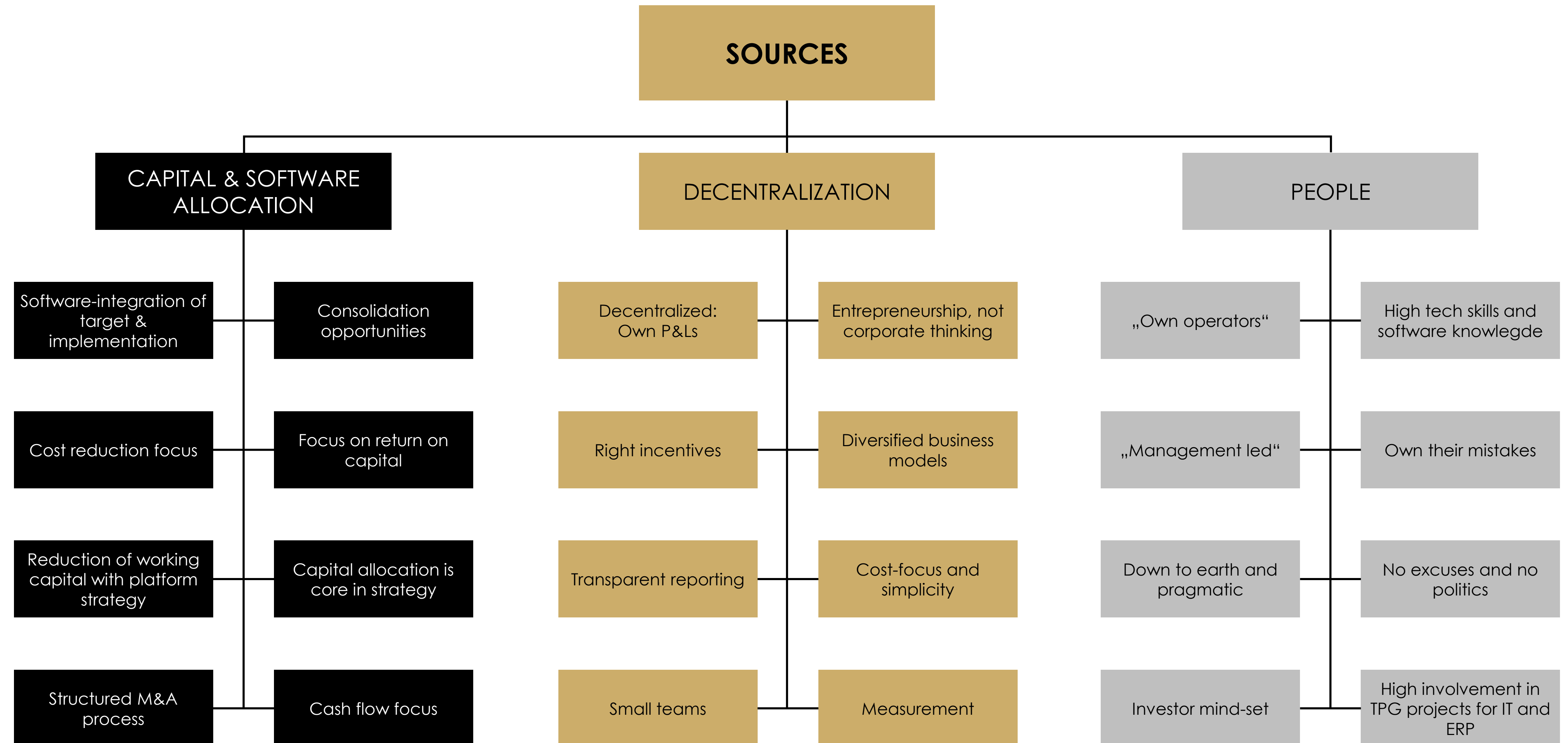
TPG employs a designated, highly competent marketing team that supports the portfolio companies in all aspects of online marketing.

Marketing is a demonstration of TPG's deep expertise and its operational holding approach. All portfolio companies of TPG manage their marketing with TPG's holding marketing operations



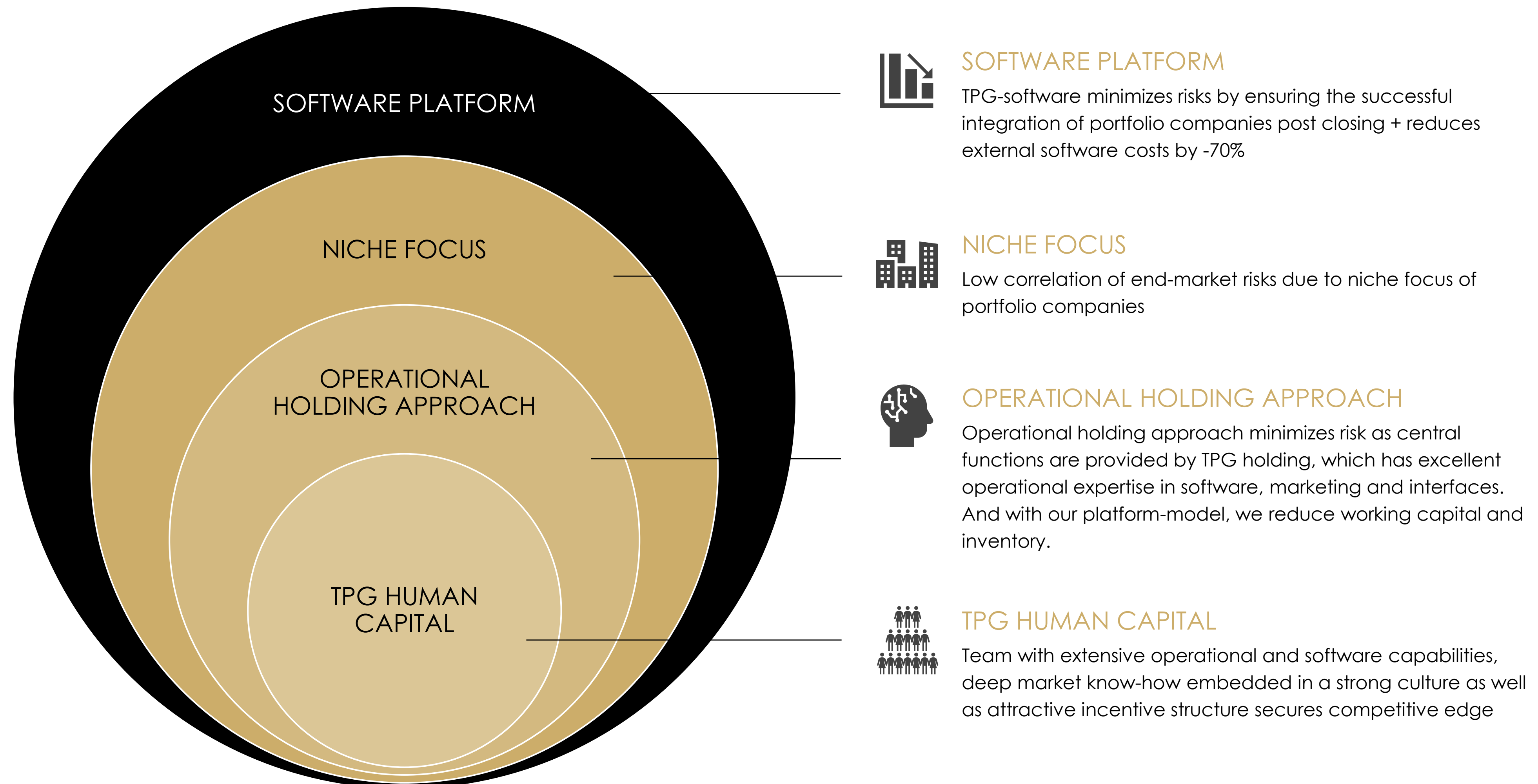
SOURCES OF EXTRAORDINARY PERFORMANCE

TPG RELIES ON THREE PILLARS THAT ENABLE SUPERIOR PERFORMANCE COMPARED TO PEERS



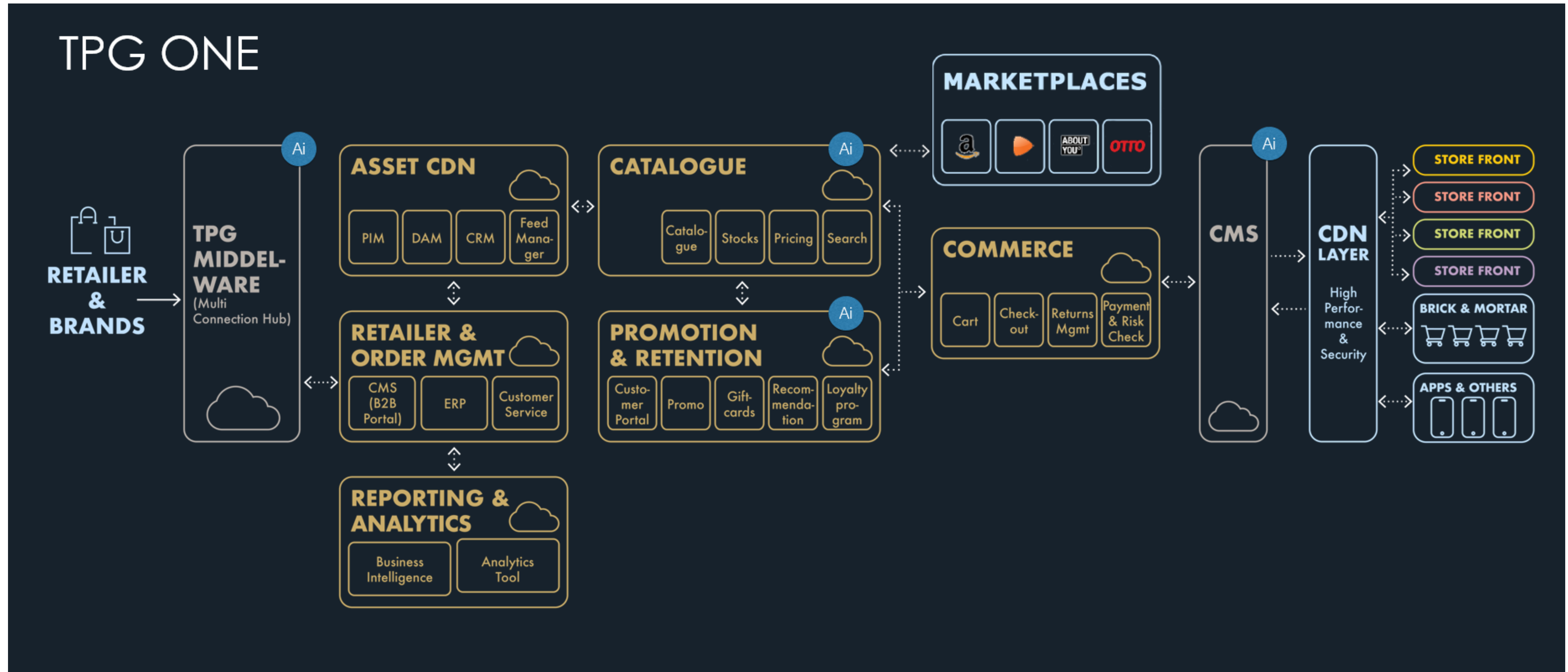
RISK REDUCTION THROUGH TPG APPROACH

TPG SECURES SUSTAINABLE SUCCESS THROUGH MULTIPLE LAYERS OF RISK MANAGEMENT



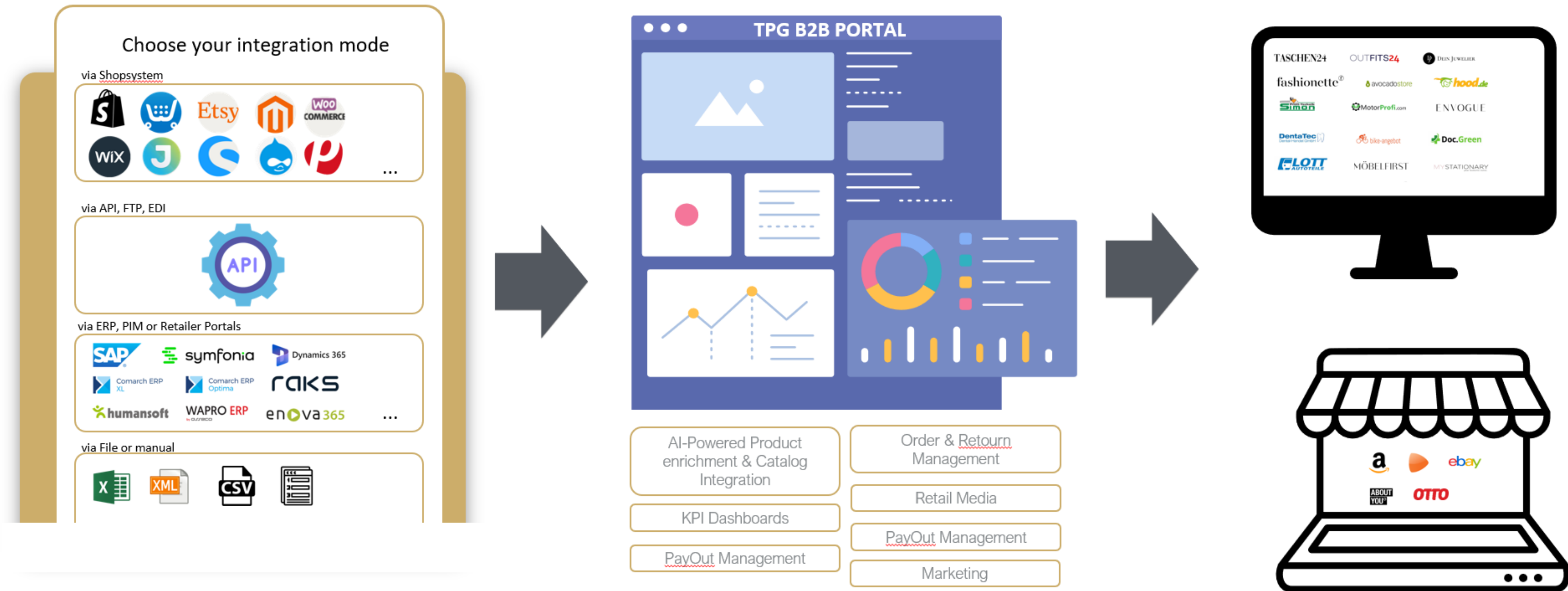
TECHNICAL FOUNDATION OF GROWTH

TPG ONE IS OUR CORE SYSTEM – BASED ON 13 YEARS EXPERIENCE IN RETAIL AND ECOMMERCE



TECHNICAL FOUNDATION OF GROWTH

HOW PARTNERS INTERACT WITH OUR SOFTWARE AND USE IT IN THEIR DAILY ECOMMERCE ACTIVITIES



BASIC E-COMMERCE PLATFORM EXPLAINED

INTERMEDIARIES BETWEEN PARTNERS THAT SELL AND CUSTOMERS THAT BUY PRODUCTS



PARTNERS

Can differ based on the segment that the TPG platform addresses and range from stationary over online retailers to direct manufacturers of goods as well as other sales businesses.

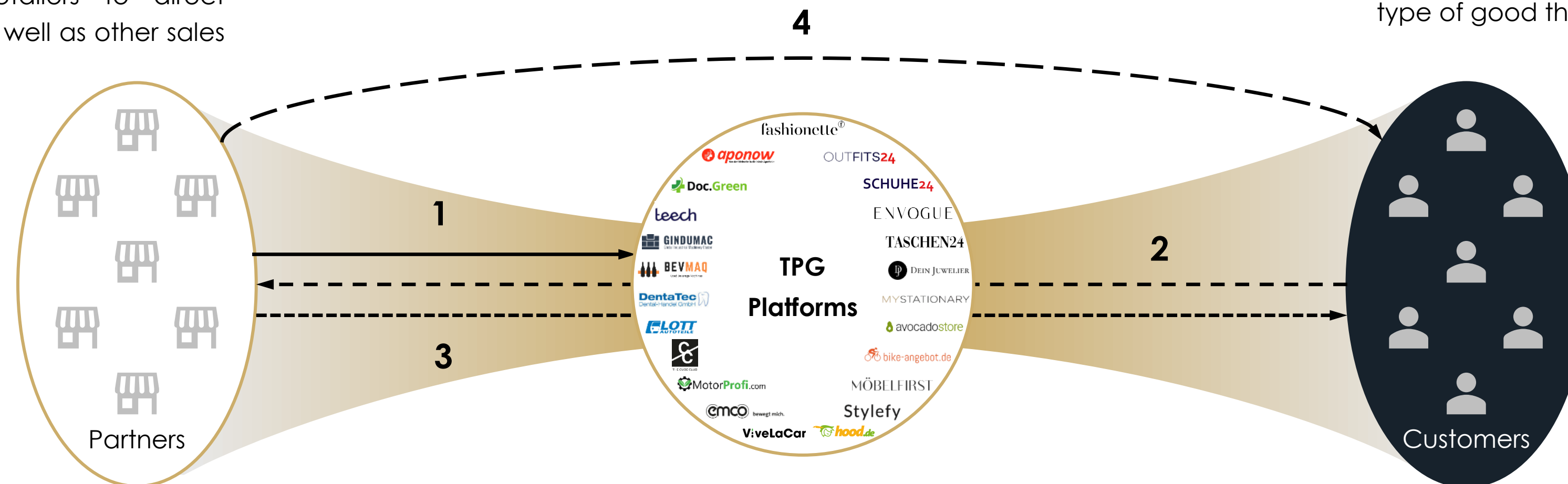


THE PLATFORM GROUP



CUSTOMERS

Can be private individuals (B2C) or other businesses (B2B) based on the segment and type of good that is sold.

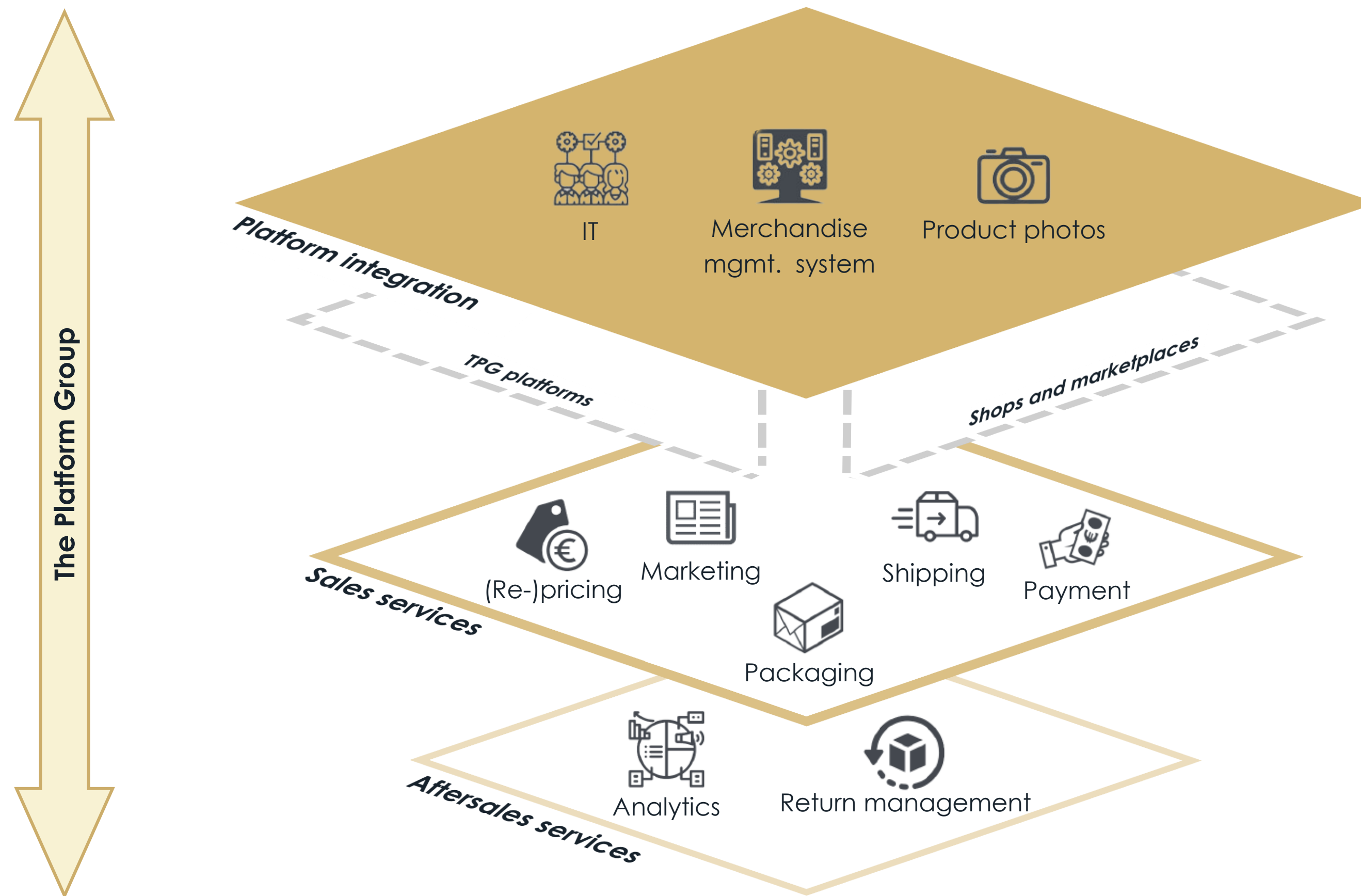


SIMPLIFIED BUSINESS RELATION

- 1** Partners cooperate with a TPG platform and list their products. The products are then visible for customers on proprietary (platform online store) or external (e.g. amazon marketplace) sales channels.
- 2** Customers place an order at the TPG platform which in turn purchases the product from the partner. The TPG platform handles the data transmission and initiates the fulfillment process (typically no own permanent stock is kept).
- 3** Partner sells the product to the TPG platform, which resales it to the customer at the same moment.
- 4** Product is picked up and shipped via a third-party logistic partner to the customer.

HOW WE CREATE VALUE FOR OUR PARTNERS

UNIQUE BASIS FOR SCALING PLATFORMS AND PARTNERS ALIKE



COMPETITIVE ADVANTAGE

TECHNOLOGICAL EDGE

TPG's unique software allows it to integrate platforms and thus scale resources and know-how. In addition, partners are effortlessly integrated via standardized interfaces, which grants instant access to over 50 sales channels, via direct platform sales channels and external shops or marketplaces.

This approach separates TPG from typical single platform operators and allows it to offer partner extreme visibility at favorable costs.

ONE-STOP SHOP GUARANTEE

TPG covers all data management processes and customer communication for its partners.

Partners can trust in years of sales services experience, offering continually refined dynamic re-pricing algorithms, and boosting partners' organic reach and customer traffic with comprehensive digital marketing strategies.

TPG handles the organization of packaging and shipping to the customer and covers return management as well as aftersales service.

Personalized analytics delivers tailored statistics and insights on customers for informed decision-making and further growth strategies.

Proof of concept is reflected in over 11,800 trusting and satisfied partners



BECOMING THE PREFERRED BUYER IN M&A CASES

COUNTLESS REASONS FOR ENTREPRENEURS TO SELL TO AND BECOME A PARTNER OF TPG



BENEFITS OF BEING PART OF TPG

IDEAL PARTNER FOR SUSTAINABLE GROWTH



OPERATIONAL EXCELLENCE

Expertise in core online business functions and the integration of new platforms and partners



POWERFUL SOFTWARE

Unique software system that guarantees seamless integration and scalability for all stakeholders



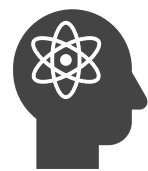
PRAGMATIC MINDSET

Goal oriented approach that enables successful acquisitions of and value creation at platforms



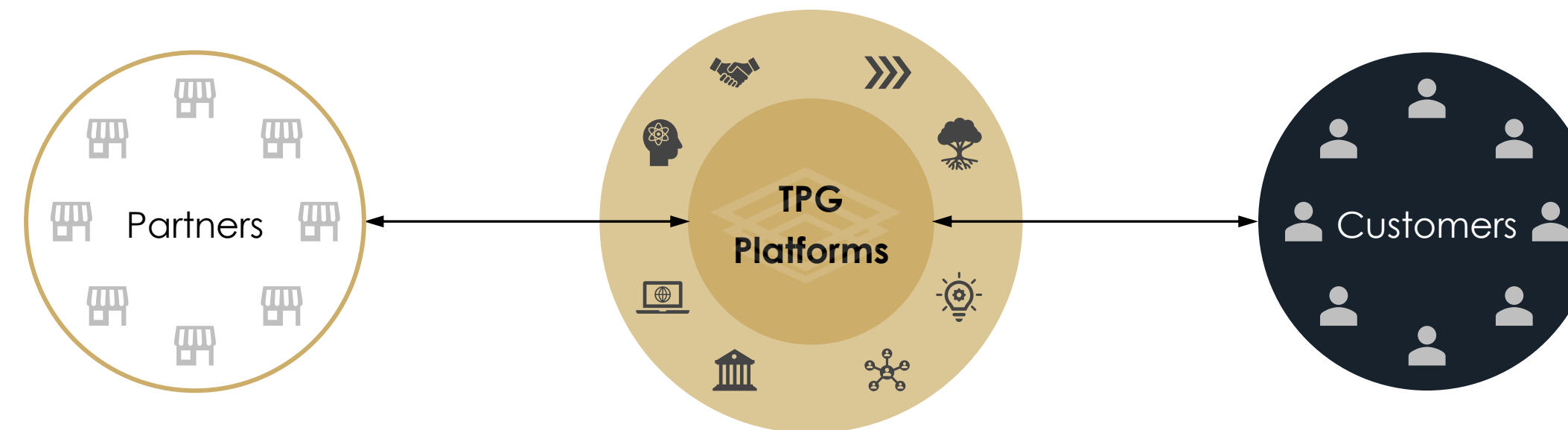
FINANCIAL STRENGTH

Access to vast financial resources that provide stability and allow the execution growth initiatives



BUSINESS ACUMEN

Extensive know-how in operating and scaling platforms combined with a refined growth strategy



RETAIL ORIGINS

Roots in traditional retail business allows the understanding of partner and customer needs



M&A COMPETENCE

Resources and experience in the execution of M&A projects to further group- or platform growth



GREAT NETWORK

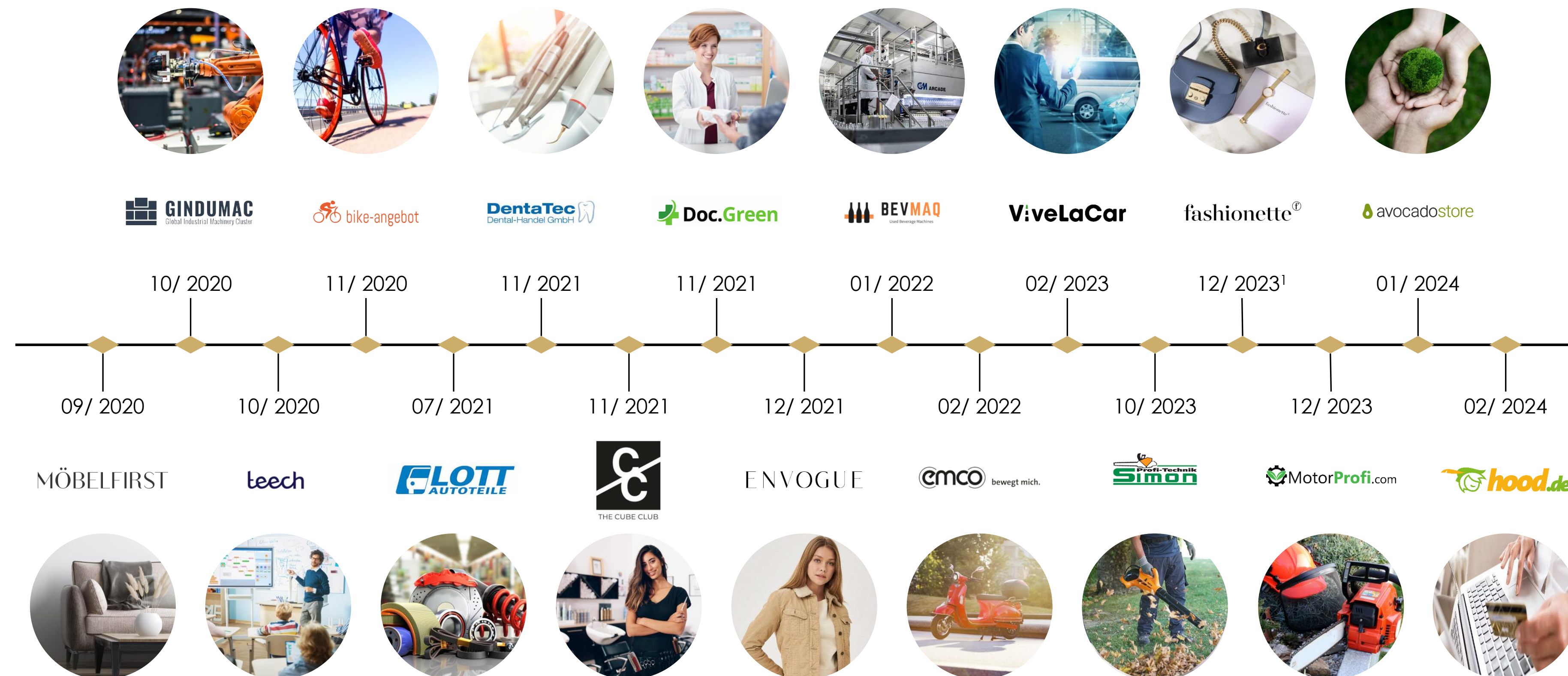
Strong internal and external network that grants access to valuable collective intelligence

WHAT TPG OFFERS AND HOW PLATFORMS BENEFIT

TPG possesses an abundance of resources and know-how which it uses to unlock the full potential of platforms and help them to get to the next level while management teams can focus on the core business

TPG'S M&A TRACK RECORD

OVER 20 SUCCESSFUL ACQUISITIONS AND INTEGRATIONS SINCE 2018 (EXCERPT BELOW)



Case Study 1: Gindumac



AT A GLANCE

LEADING MACHINE TRANSACTION PLATFORM IN EUROPE

KEY PERFORMANCE INDICATORS

2016 Foundation	25 Employees	€ 30m Revenue 2024e	Barcelona Headquarter	>500 Logistic partners	>7.000 Listed machines	17 Markets
--------------------	-----------------	------------------------	--------------------------	---------------------------	---------------------------	---------------

MACHINE CATEGORIES



Plastic processing



Sheet metal



Machine tools



Woodworking machinery



Automation equipment

PARTNERS' VOICES

With GINDUMAC I sold my machine quickly and easily. From free quality check to pick-up GINDUMAC was taking care of everything, finally buying my machine for a very good and fair price in a short time. Absolutely to be recommended.

GOOGLE REVIEWS

Serious comany, complied with the agreed. I strongly advise GINDUMAC. I hope I can work with them more often.

5.0/5

★★★★★

221 Reviews

HISTORICAL DEVELOPMENT & MANAGEMENT

CONSTANT EVOLUTION TOWARDS THE LEADING PLATFORM FOR USED MACHINERY



Benedikt Ruf

Founder / Co-CEO / Managing Partner

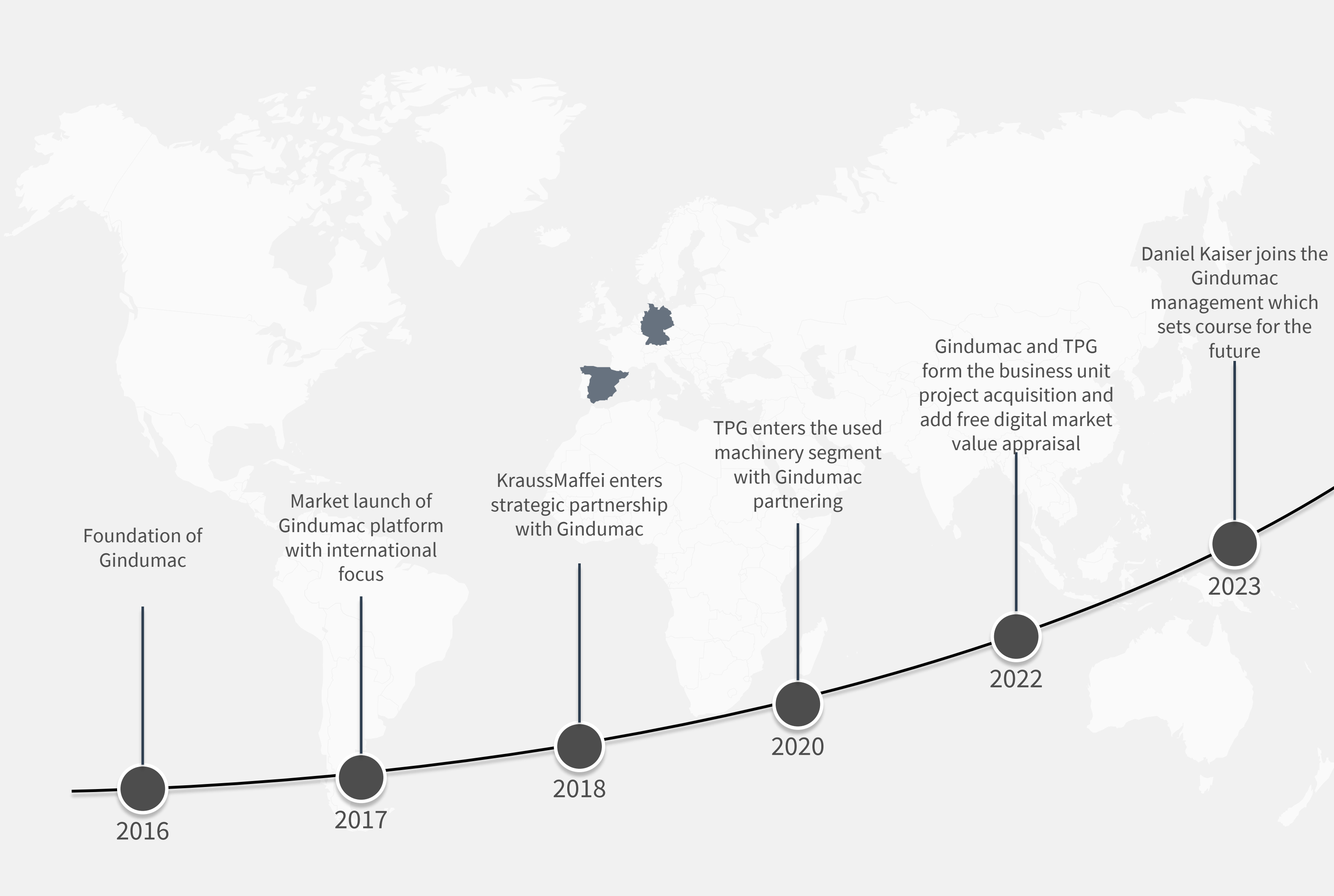
With GINDUMAC since 2016



Daniel Kaiser

Co-CEO / Managing Partner

With GINDUMAC since 2023



BUSINESS MODEL

GINDUMAC GUARANTEES FRICTIONLESS USED MACHINERY TRADING FOR MANUFACTURERS



Problem statement

Manufacturing companies operate old machinery and have operational, spatial and financing demands. Selling used machinery is often not part of their core business and the establishment of extra resources and network.

Solution

Gindumac provides an online platform that digitalizes the trading of used machinery and connects manufacturing companies, that seek to sell or to buy internationally. Among many other things, Gindumac also organizes the full-service logistics for these complex large-scale back-to-back transactions.



USP

Gindumac has a global network to selling and buying manufacturing companies as well as external logistic services providers which guarantees the successful solving of supply and demand issues. The strong technical inhouse capabilities allow the provision of additional critical services such as machinery valuation.

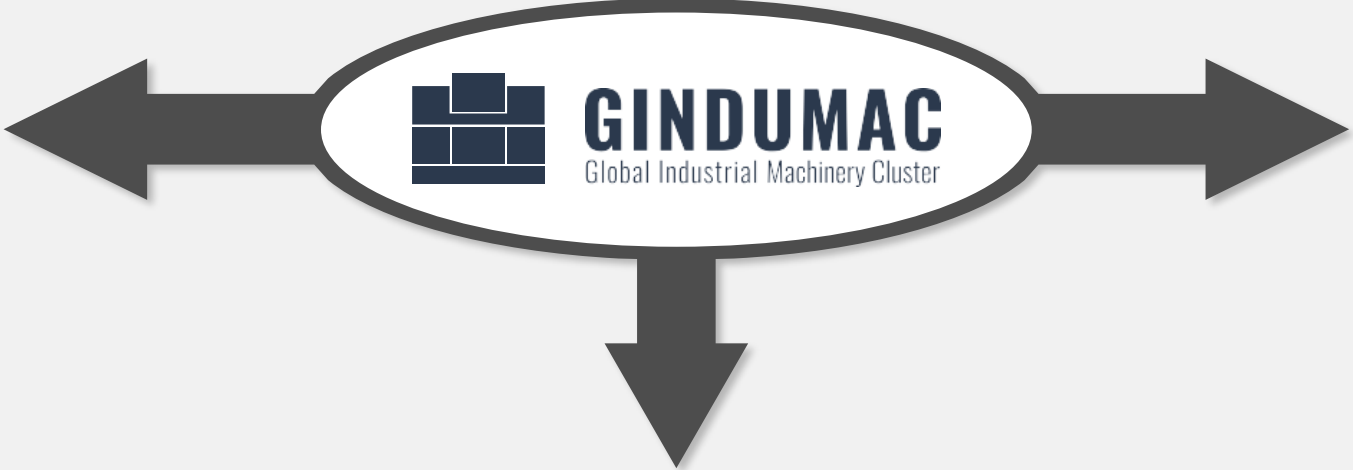


Partners



Manufacturing companies

Platform



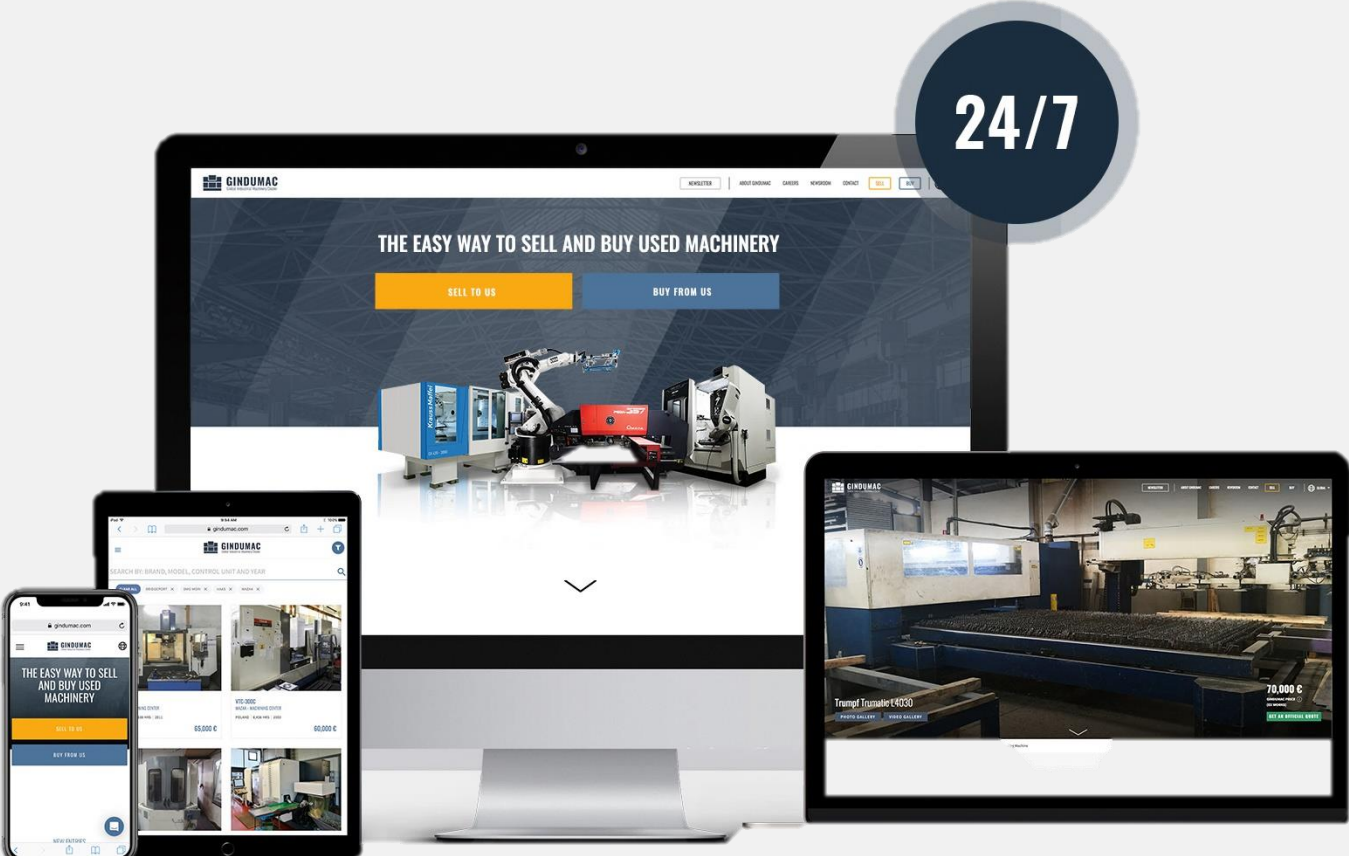
Logistic providers



Customers



Manufacturing companies



DEAL RATIONALE

TPG PROVIDES FINANCIAL STABILITY AND KNOW-HOW TO HELP GINDUMAC REACH ITS POTENTIAL






Transaction facts

Type	Majority (50.1%)
Seller	Founders and KRAUSS MAFFEI
Transaction	Capital increase in challenging times
Year	2020
Revenue (at entry)	€ 6m → 2024e: 30m€






Shareholder's selling rationale

-  Joining forces with a partner that believes in the business case and helps the initial founders to restructure the business in times of temporary financial difficulties during the COVID-19 pandemic
-  Ability to join forces with a pragmatic partner that understands platform business and can actively support the operational development of Gindumac
-  Winning of a partner that provides financial security and sufficient funds to execute growth initiatives



TPG's investment thesis




-  Entry into the used machinery segment with an internationally oriented e-commerce platform
-  Recognition of the validity of the business case, Gindumac's potential
-  Clear vision where to leverage additional market and cost potential

TPG'S VALUE CREATION

ORGANIZATIONAL OPTIMIZATION AND LEVERAGE OF SYNERGIES FORM AN ENDURING PLAYER






Improvement measures

-  Full integration of TPG platform software and centralization of supporting functions such as marketing, accounting and ERP
-  Closing of the India business division / location and reduction of external software services
-  Enhancement of inhouse online marketing and public relations activities with TPG's team



Added value

-  Reduction of overall cost levels due to centralization of functions, leverage of TPG capabilities and transformation into a leaner organization
-  Access to know-how of TPG's inhouse operational experts and leverage of technological synergies with other TPG platforms
-  Significant improvement of (online) public appearance and stronger visibility for selling partners and customers also leading to entry into Asian/ Middle East market



Next steps

-  Entry into new markets (US in 2025)
-  Execution of own M&A activities at Gindumac to accelerate growth
-  Acquisition of Wehrmann Machines to entry wood machine market segment

TPG'S VALUE CREATION

ENTRY IN THE SEGMENT OF WOOD MACHINES: ACQUISITION OF WEHRMANN 11.06.2024



info@wehrmann-maschinen.de +49 5263 41-0 DE EN RU

Verkauf Ankauf Sondermaschinen News Karriere Service Kontakt



CNC - Bearbeitungszentrum COM...
COMEC MD TOP XLS CA2



CNC-Bearbeitungszentrum HOMA...
HOMAG OPTIMAT BAZ222/60/K



gebrauchte Bürkle Pressenlinie
BÜRKLE HSO 192



CNC Bohr- und Fräsmaschine VIT...
VITAP K3



Furnierschere Fischer & Rückle
FISCHER & RÜCKLE



gebr. CNC Platten-Bearbeitungsz...
BIESSE Skipper 130



gebr. einseitige Kantenanleimma...
SCM STEFANI EBM System S 01



5-Achen CNC Bearbeitungszentru...
BIESSE Rover B Edge 1667



Mehrzweck-Flächenschleifautomat
HEESEMANN MFA Impression



Mobile Staubabsaugung SCHUKO ...
SCHUKO VACOMAT 350 XP Twin



Direktpostformingmaschine für M...
WEHRMANN Combima /K/I/R80/1260/V



Doppelendprofiler für Massivholz...
Wehrmann Combima

Key facts

80 year company history

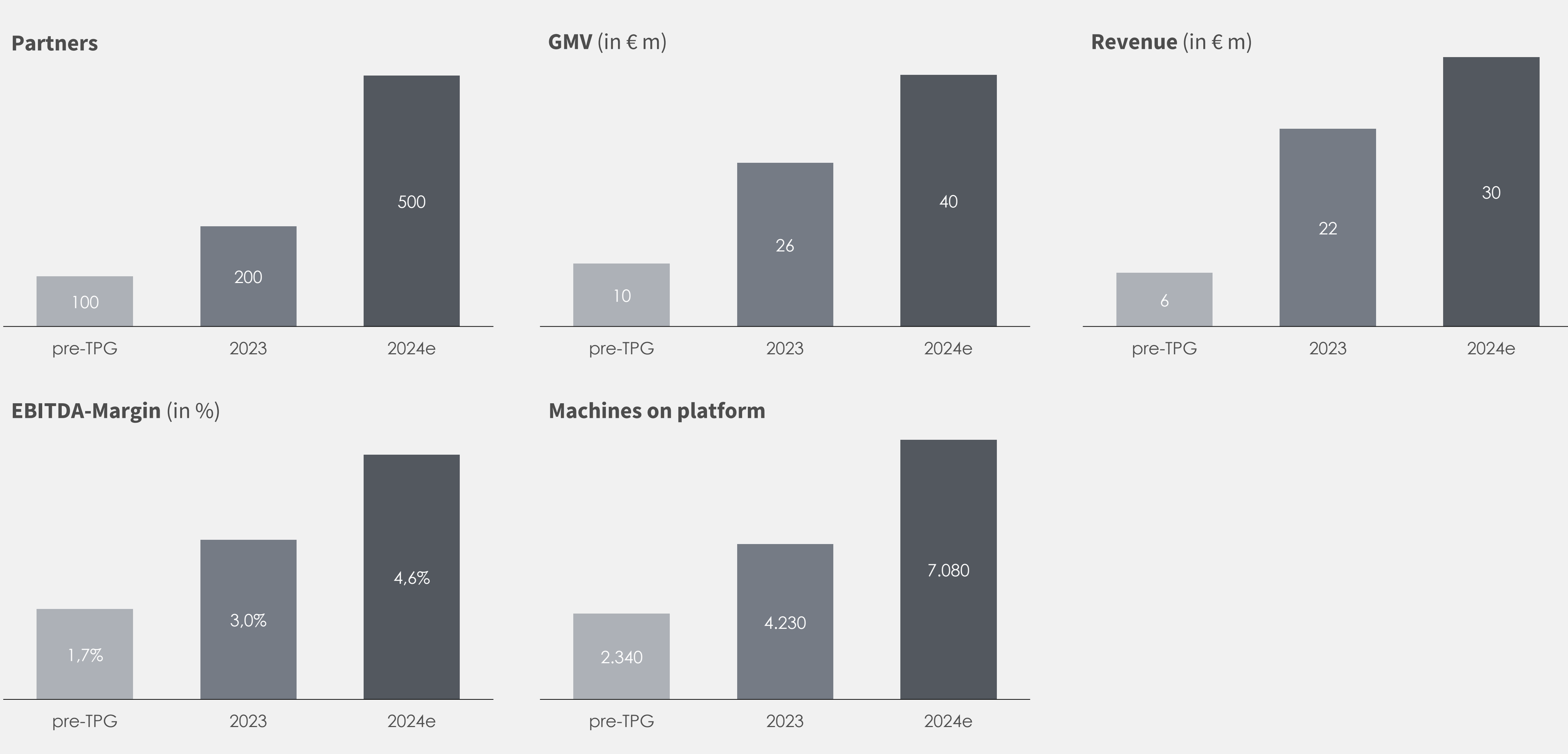
Strong track record in wood machine trading and online-channels

Solid financials for long period

High technical skills in niche segment of machine business

HIGHLIGHTS

SUCCESSFUL DEVELOPMENT WITH TPG'S POST-MERGER APPROACH



Source(s): Company information

Case Study 2: Möbelfirst



IN A NUTSHELL

THE PREFERRED PARTNER FOR ONLINE SALE OF LUXURY SECONDHAND FURNITURE

Notable facts

2016 Foundation	Bonn Headquarter	15 Employees in 2024
10% EBITDA Margin (2024e)	B2B/ B2C Customers	1500 Brands in 2023
€5 m Revenue in 2024e	<2% Returns in 2023	€ 4.200 Average order value

WHAT OUR PARTNERS SAY

"My salespeople invest time in new customers and not in bargain hunters, that's what MöbelFirst does!"

WHAT OUR CUSTOMERS SAY

"The customer service that contacts you immediately after your purchase. You buy high-quality furniture at a great price and are treated like in a good furniture store.."



★★★★★

MÖBELFIRST

Luxury in furniture and service

Selected product groups



Couches



Armchairs



Tables



Couches



Dining chairs



Beds

Selected brands

TEAM 7 WALTER KNOLL COR ROLF BENZ THONET

HISTORICAL DEVELOPMENT AND MANAGEMENT TEAM

TOGETHER WITH TPG, THE FOUNDERS BUILT A PROFITABLE NICHE LUXURY FURNITURE PLATFORM

Company milestones



2016
Foundation of MöbelFirst, which transfers the idea of a luxury furniture platform to the digital age

2018
Möbelfirst successfully expands to new European markets and expands its customer base



2020
TPG enters the furniture segment via its acquisition of a majority stake (50,1%) in MöbelFirst

2023/24
After a prosperous partnership, TPG acquires the remaining shares and now owns 100% of MöbelFirst, to accompany the growth path



Dennis Franken
MANAGING PARTNER/
FOUNDER/ CFO

With MöbelFirst since 2016
Responsible for finance and IT

Christoph Ritschel
MANAGING PARTNER/
FOUNDER

With MöbelFirst since 2016
Responsible for partners, product and industry relations

BUSINESS MODEL

MÖBELFIRST ADDRESSES ITS PRODUCTS TO ONLY 5% OF CUSTOMERS (INCOME >150K/YEAR)

Business model



Why MöbelFirst is important

Brick and mortar retailers, luxury furniture manufacturers and online retailers have trouble to sell their secondhand furniture (exhibits and returned goods) on their primary sales channels. Secondary online sales channels could help but are challenging to operate alongside the core businesses .

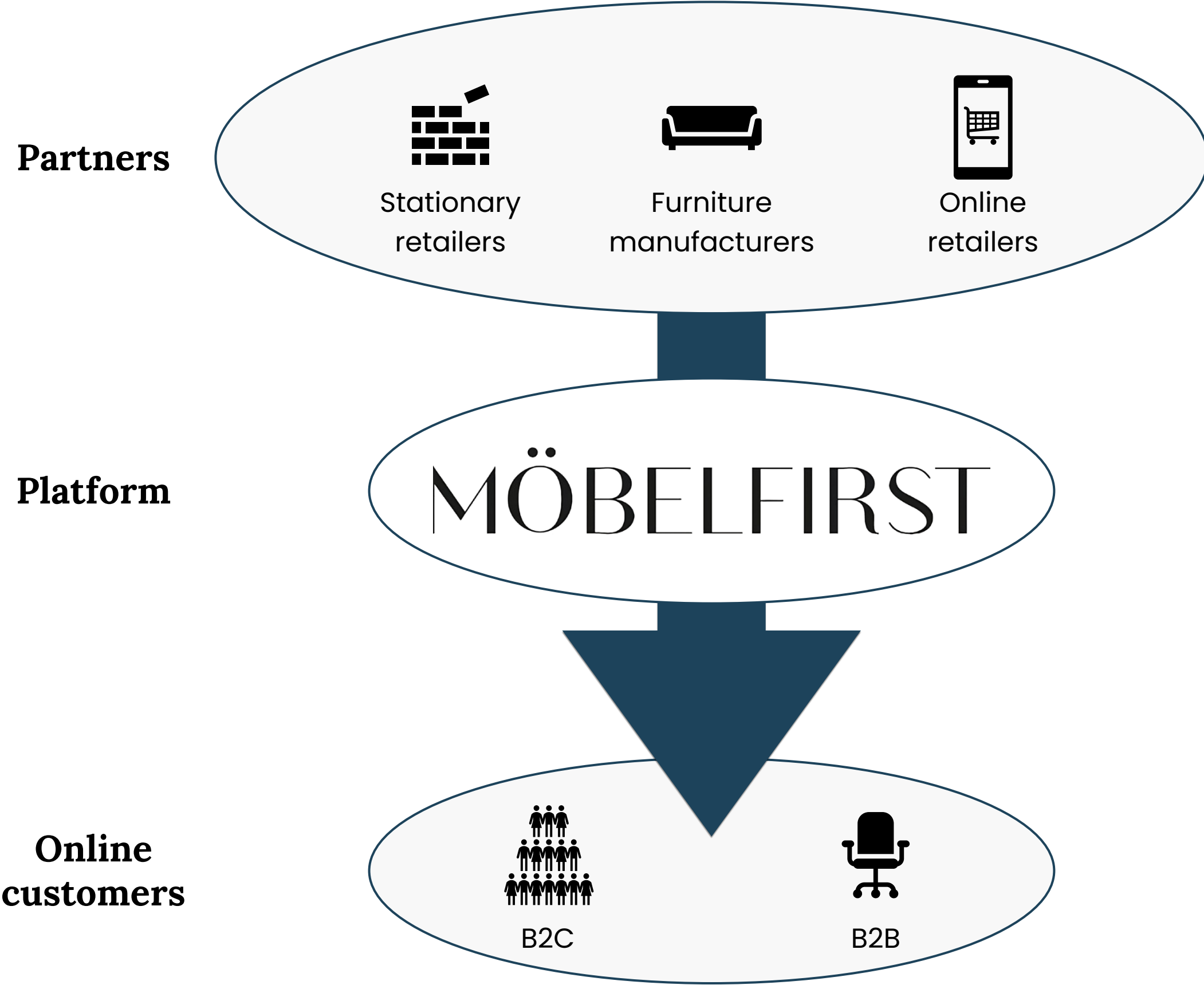
How MöbelFirst creates value

Via its e-commerce platform, MöbelFirst connects partners with end customers that seek diverse product offering and bargains in luxury furniture shopping. MöbelFirst covers the entire value chain including product marketing, sale, logistics and aftersales granting its partners easy access to a large market.

Why MöbelFirst is unique

Due to its origins in traditional luxury furniture retail MöbelFirst understands the needs of its stakeholders and provides best-in-class services to partners and end customers. Partners benefit from deep know-how in software, business intelligence, marketing and logistics. Excellent customer services result in high satisfaction and retention.

Stakeholder relationship



DEAL RATIONALE

TPG HAS ALL RESOURCES AND SKILLS THAT ALLOW MÖBELFIRST TO FOCUS ON ITS CUSTOMERS



Transaction facts

Type	Full ownership (100.0%)
Seller	Founders and other shareholders
Transaction	Buyout and capital raise
Year	2020 majority (50,1%) / 2024 full ownership (100%)
Revenue (at entry)	€ 2.1 m



Consolidation of shareholder group at attractive valuation for sellers



Acquisition of a like-minded partner that supports growth strategy



Ability to leverage cost synergies and benefit from technological and market know-how

Shareholder's selling rationale



TPG's investment thesis



Entry into the luxury furniture segment with the leading furniture German e-commerce platform



Successful execution of the M&A strategy and further diversification of the platform portfolio



Opportunity to leverage customer synergies between MöbelFirst and other platforms via cross-marketing



VALUE CREATION

PROCESS OPTIMIZATION AND NETWORK EFFECTS SECURE MÖBELFIRST'S SUSTAINABLE GROWTH



Internalization of supporting departments and processes at the TPG holding



Reduction of external services and pooling of framework contracts at the TPG holding



Granting of access to TPG equity and debt financing resources

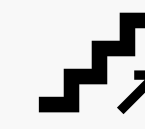


Expansion of customer base due to cross marketing initiatives with other TPG platforms

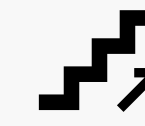
Improvement measures



Added value



Scaling of existing business and product offering based on TPG's strong software platform

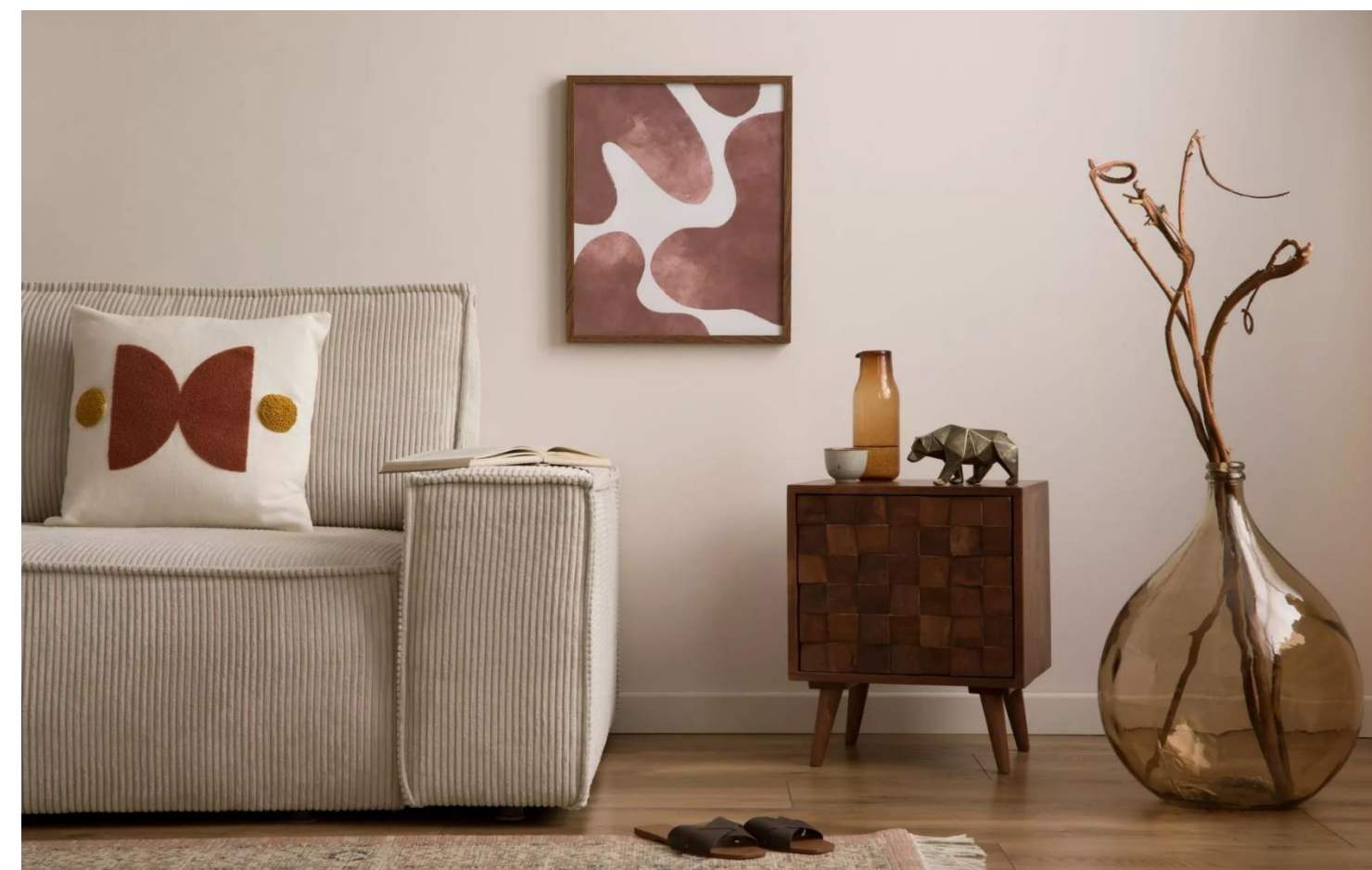


Extension of services offering and end customer experience thanks to TPG's process know-how



Start of inorganic growth initiatives supported by TPG's extensive M&A resources and experience

Next steps



Management was enabled to focus on the operational and strategic development as TPG covers the rest



TPG's entrepreneurial approach, network and resources allowed MöbelFirst to execute strategic initiatives



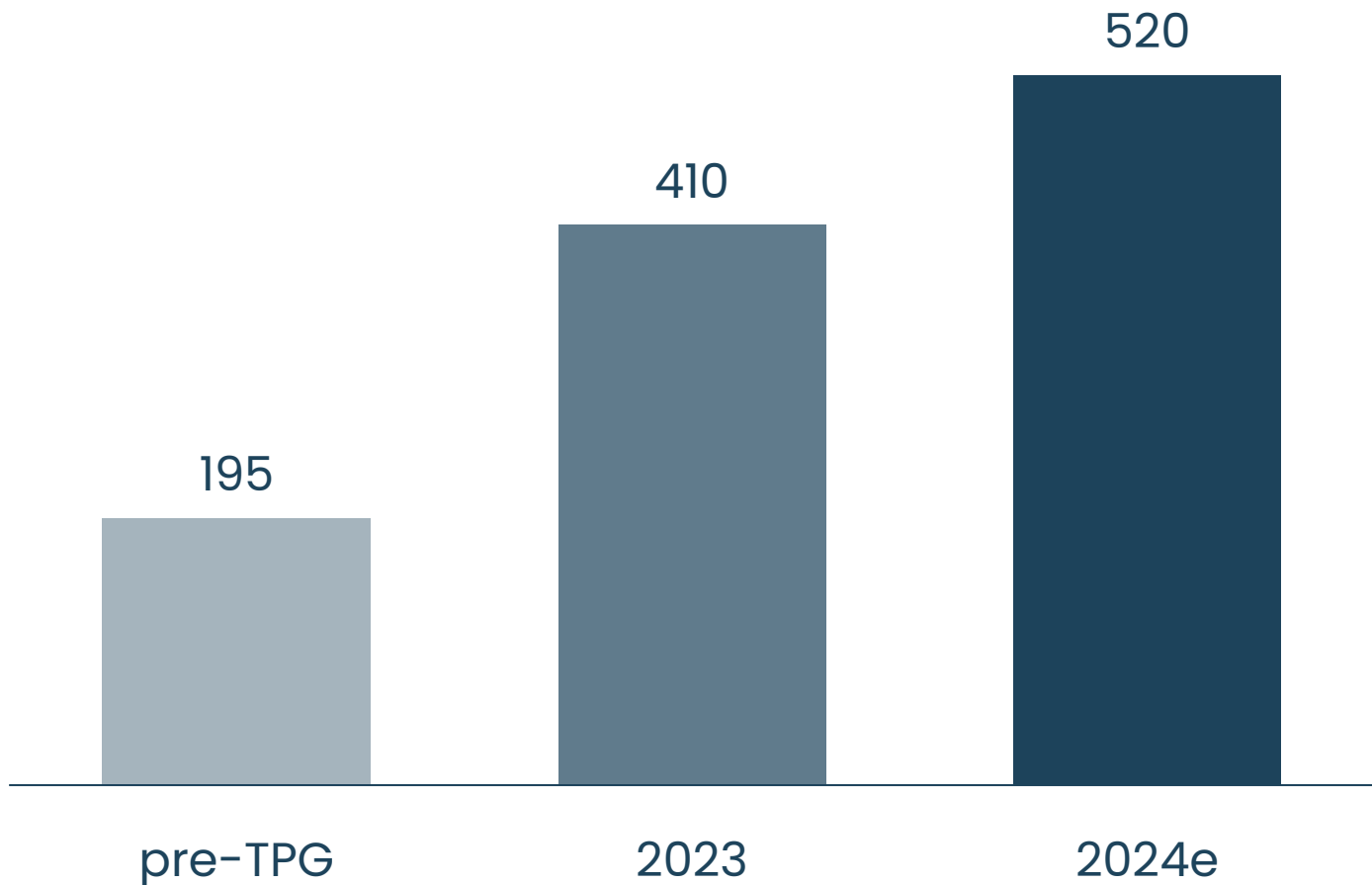
TPG's systems and processes, set the foundation of MöbelFirst's sustainable and profitable growth



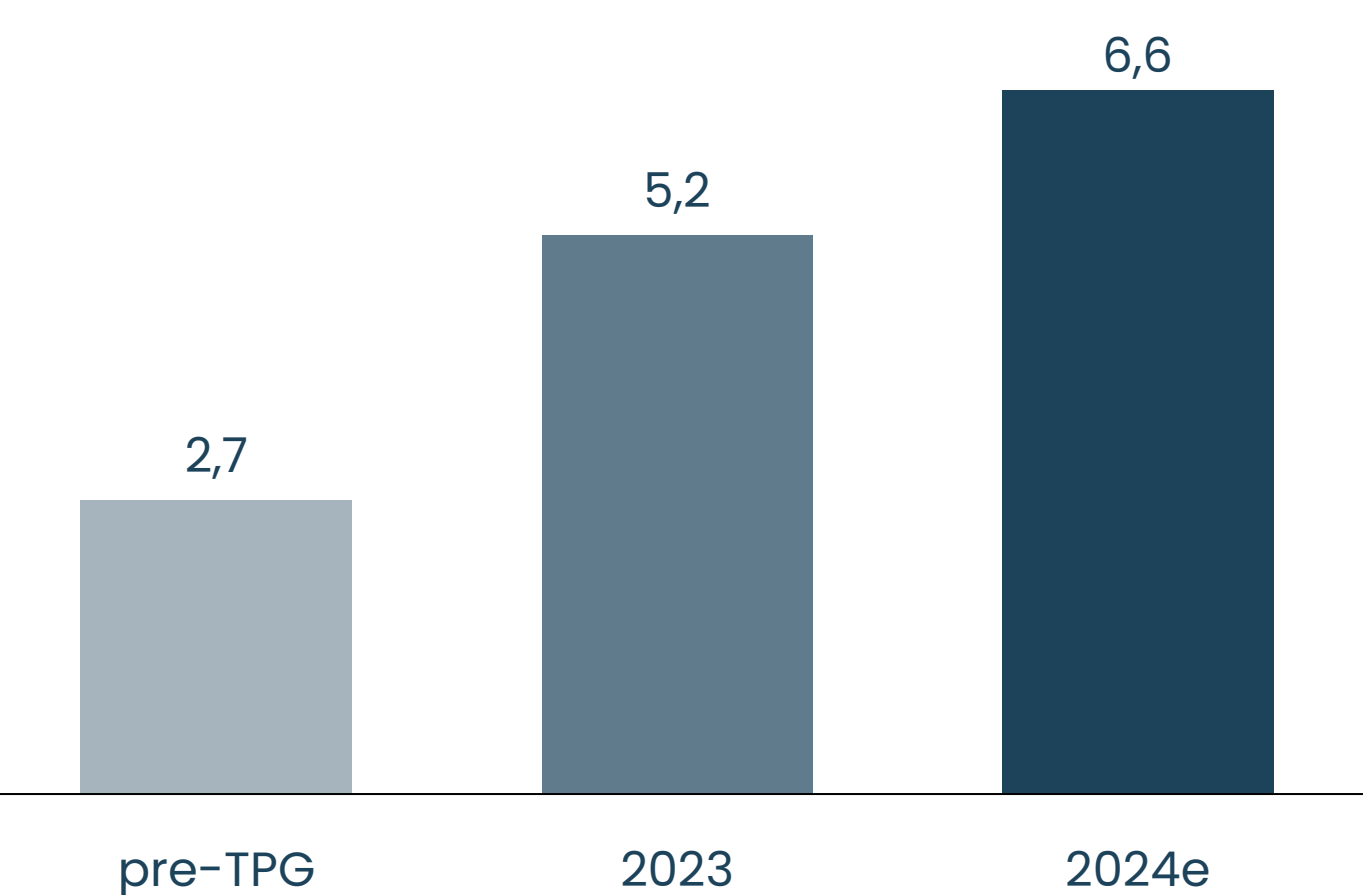
HIGHLIGHTS

TPG POST-MERGER APPROACH AS A VALUE DRIVER FOR MÖBELFIRST

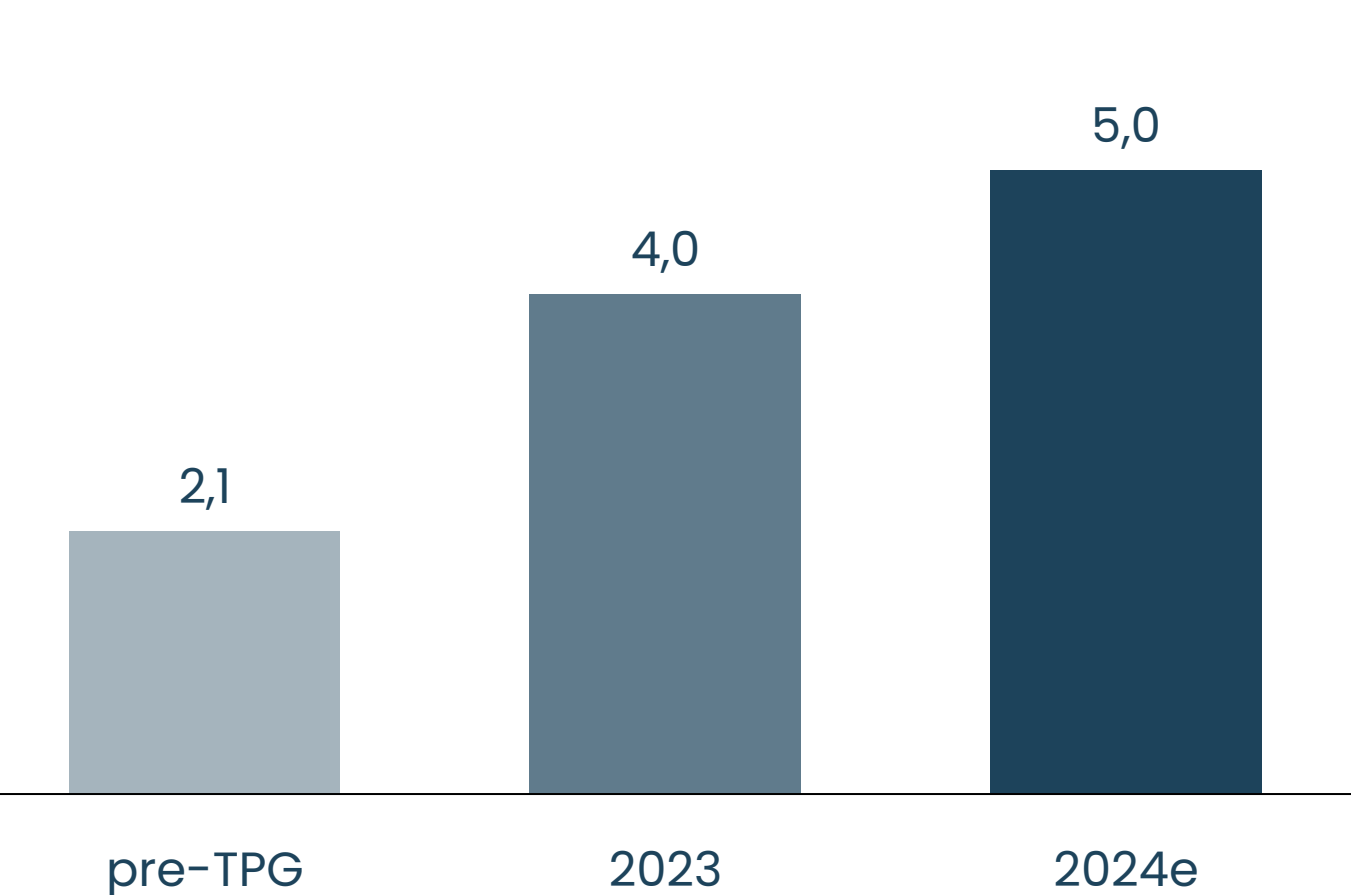
PARTNERS



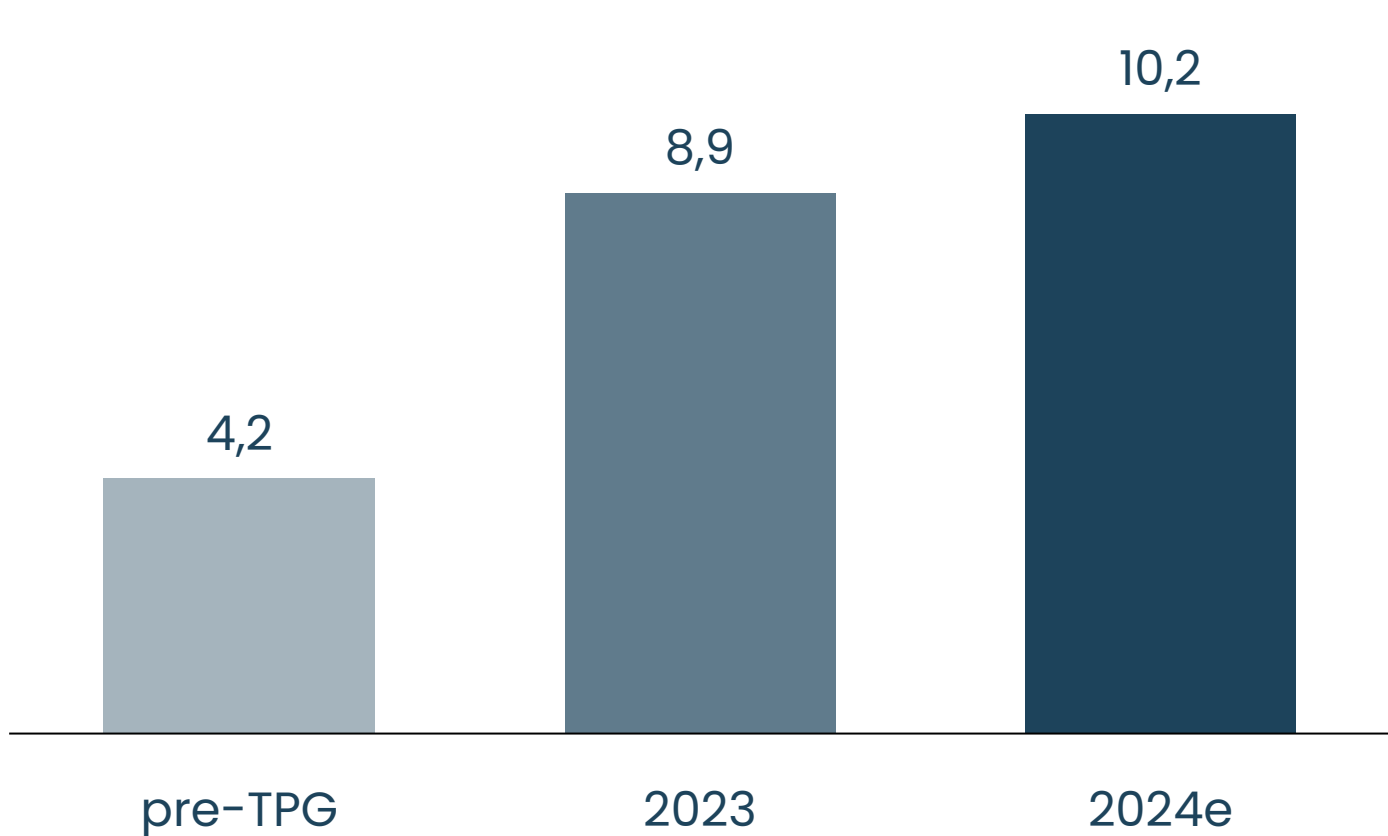
GMV (in € m)



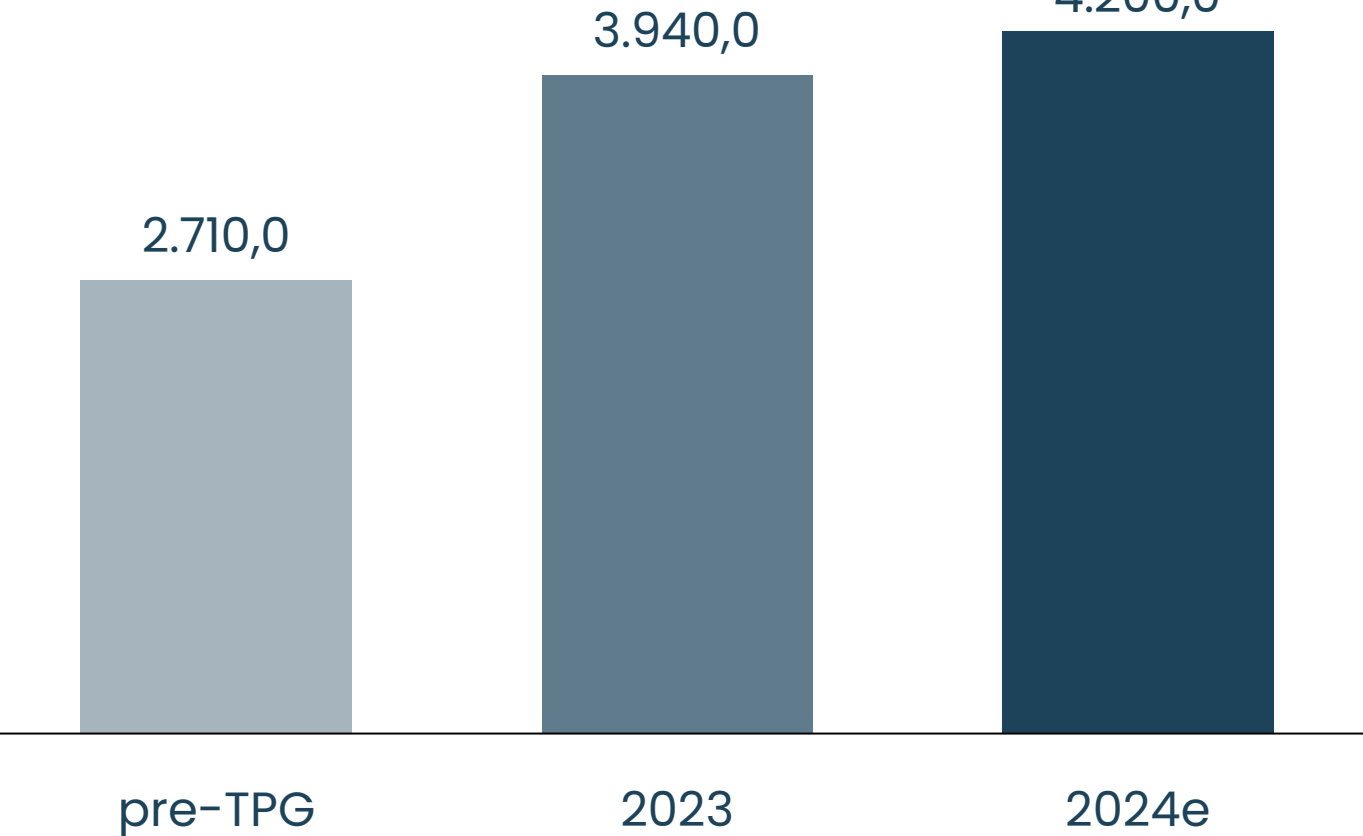
REVENUE (in € m)



EBITDA-MARGIN (in %)



AVERAGE ORDER VALUE (in €)



Source(s): Company information

Case Study 3: Fashionette



AT FIRST SIGHT

THE PLACE TO GO WHEN IT COMES TO LUXURY AND PREMIUM FASHION AND ACCESSORIES

NOTABLE FACTS

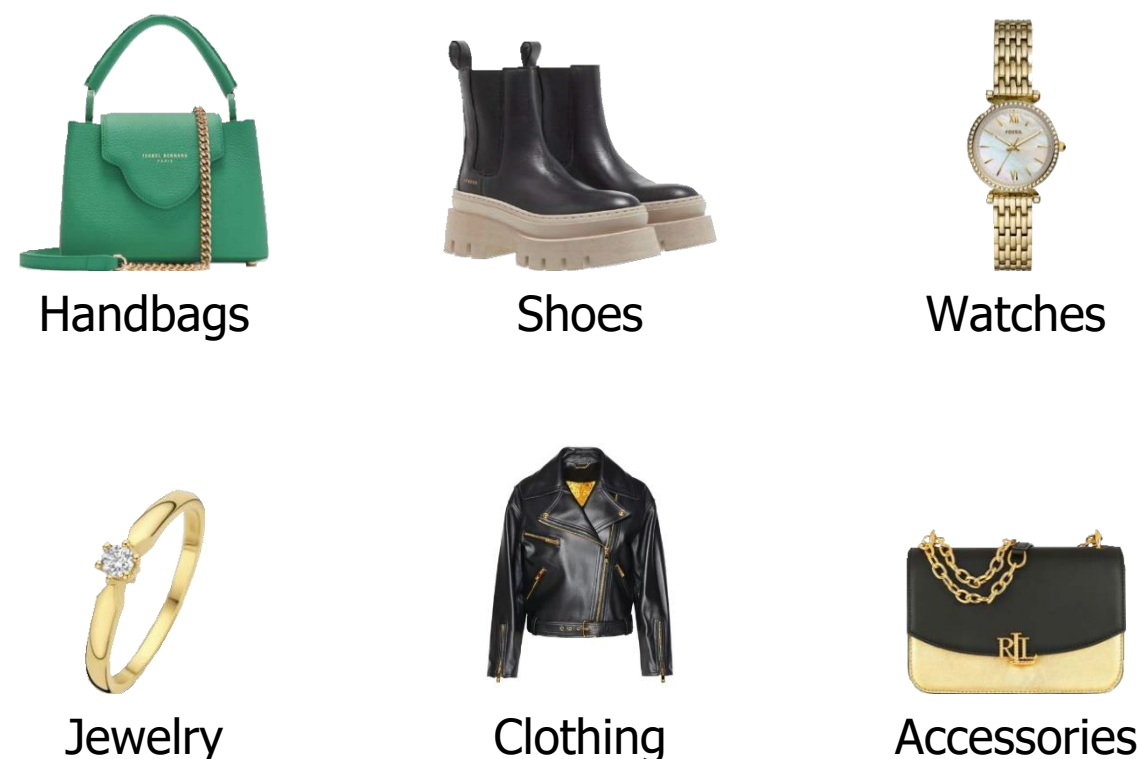
2008 Foundation	Düsseldorf Headquarter
€ 175m Revenue 2024e	221 Employees 2024
>350 Brands	14 Countries
5% EBITDA 2024e	€ 29m Inventory

fashionette®

SELECTED BRANDS

MICHAEL KORS	GUCCI
COACH	LAUREN RALPH LAUREN
PRADA	VERSACE

SELECTED PRODUCTS



WHAT OUR CUSTOMERS SAY

"I always have the best experiences with "fashionette": easy ordering as a guest, purchase on account, lightning-fast delivery. In addition, the return slip and return label are always enclosed in the package. Thank you very much!"



Ø 4.8
~20k reviews

HISTORICAL DEVELOPMENT AND MANAGEMENT TEAM

EXPERTS IN E-COMMERCE BUILD THE LEADING EUROPEAN LUXURY RETAIL PLATFORM



Stefan Miebach
COO Fashionette

With fashionette since 2024
Responsible for IT, software, marketing, logistics and BI



Laura Vogelsang
MANAGEMENT BOARD MEMBER

With fashionette since 2018
Responsible for sourcing, risk-/ payment-management and HR



2008

2015

2020

2021

2022

2023

Fabrio Labriola and Sebastian Siebert found fashionette as Luxury Fashion Trade GmbH

GENUI invests in Luxury Fashion Trade, consolidates shareholder structure and drives growth

fashionette (rebranded in 2016) goes public and prepares for the next growth phase

fashionette drives international growth strategy via acquisition of Dutch online premium retailer Brandfield

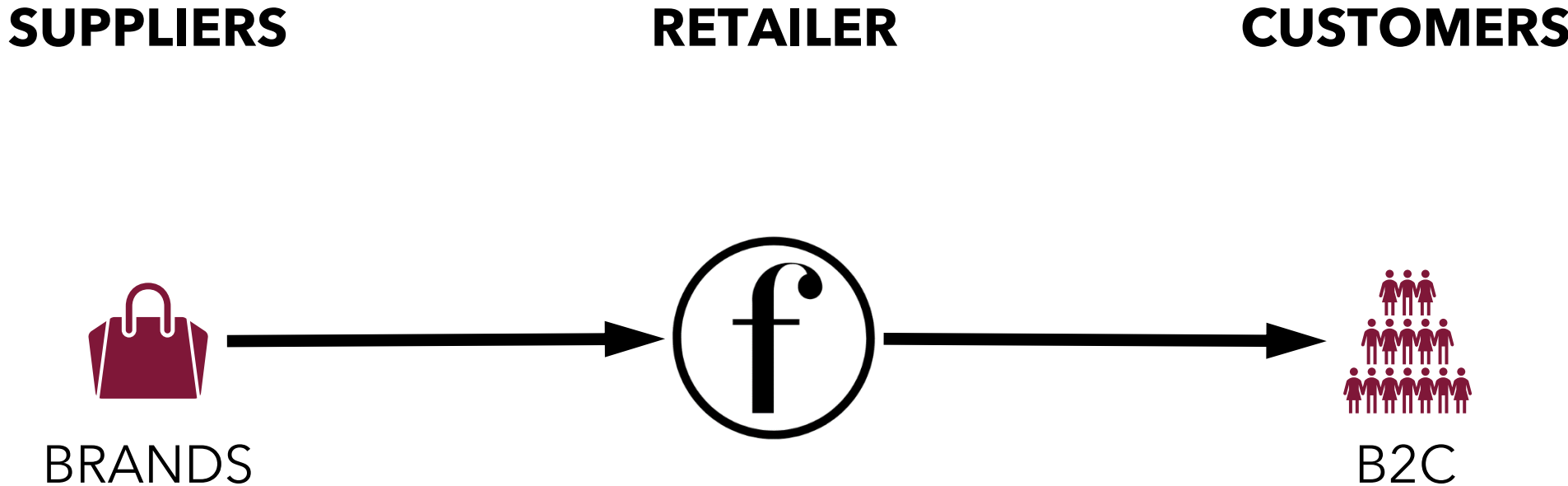
TPG acquires all fashionette minority shares from GENUI and starts platform strategy by 2023 and starts luxury clothing by 09/2023

TPG acquires the majority in and merges with fashionette resulting in a reverse IPO of the group by 11/2023

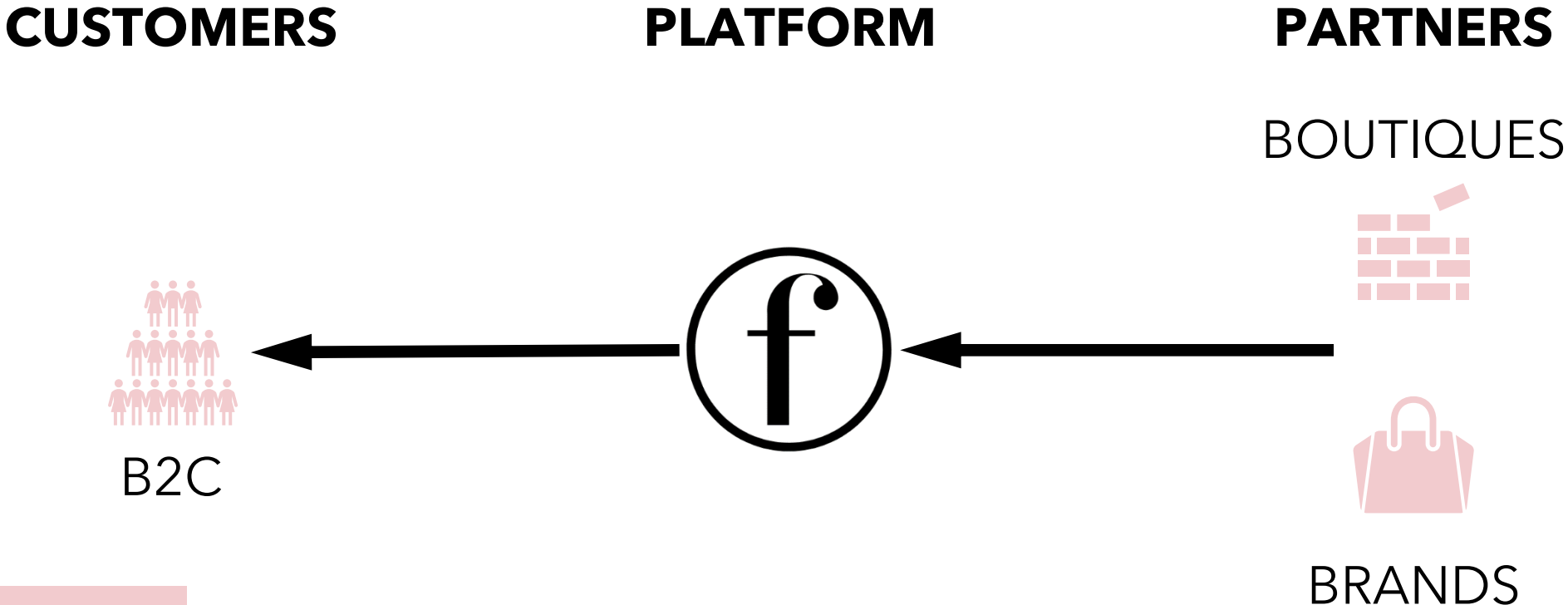
HYBRID BUSINESS MODEL

SIMULTANEOUS OPERATION OF ONLINE RETAIL AND E-COMMERCE PLATFORM BUSINESS

ONLINE RETAIL BUSINESS



E-COMMERCE PLATFORM BUSINESS



ORIGIN

fashionette started as a pureplay online B2C retailer (wholesale) selling luxury goods via its proprietary website to customers. The listed goods are directly purchased from luxury brands and held in stock until sale.

In addition to third party brands fashionette also offers its customers ISABEL BERNARD products, which is a brand of BRANDFIELD, its former subsidiary and now sister company within the TPG group.

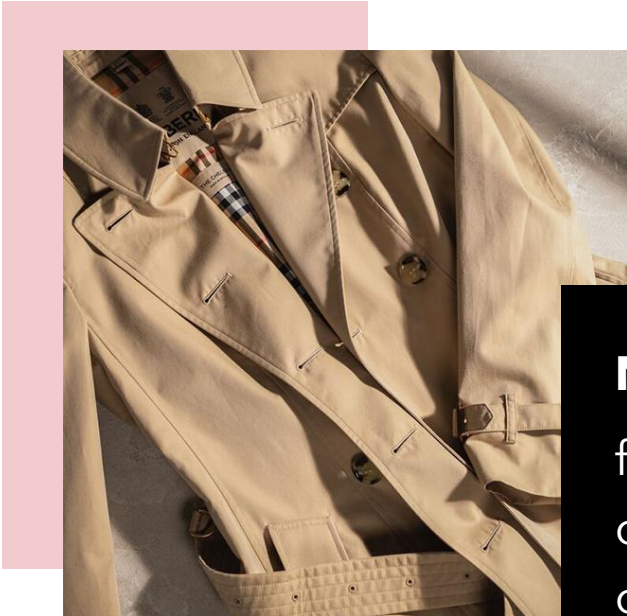


NEXT LEVEL

fashionette established a parallel e-commerce platform that connects stationary retailers (boutiques) and luxury brands to customers via its website as an additional online sales channel.

Partners are enabled to effortlessly increase their sales as they get access to numerous new customers while fashionette covers all tasks from product listings over personalized marketing, logistics, payment, risk management, logistics, aftersales to data analytics.

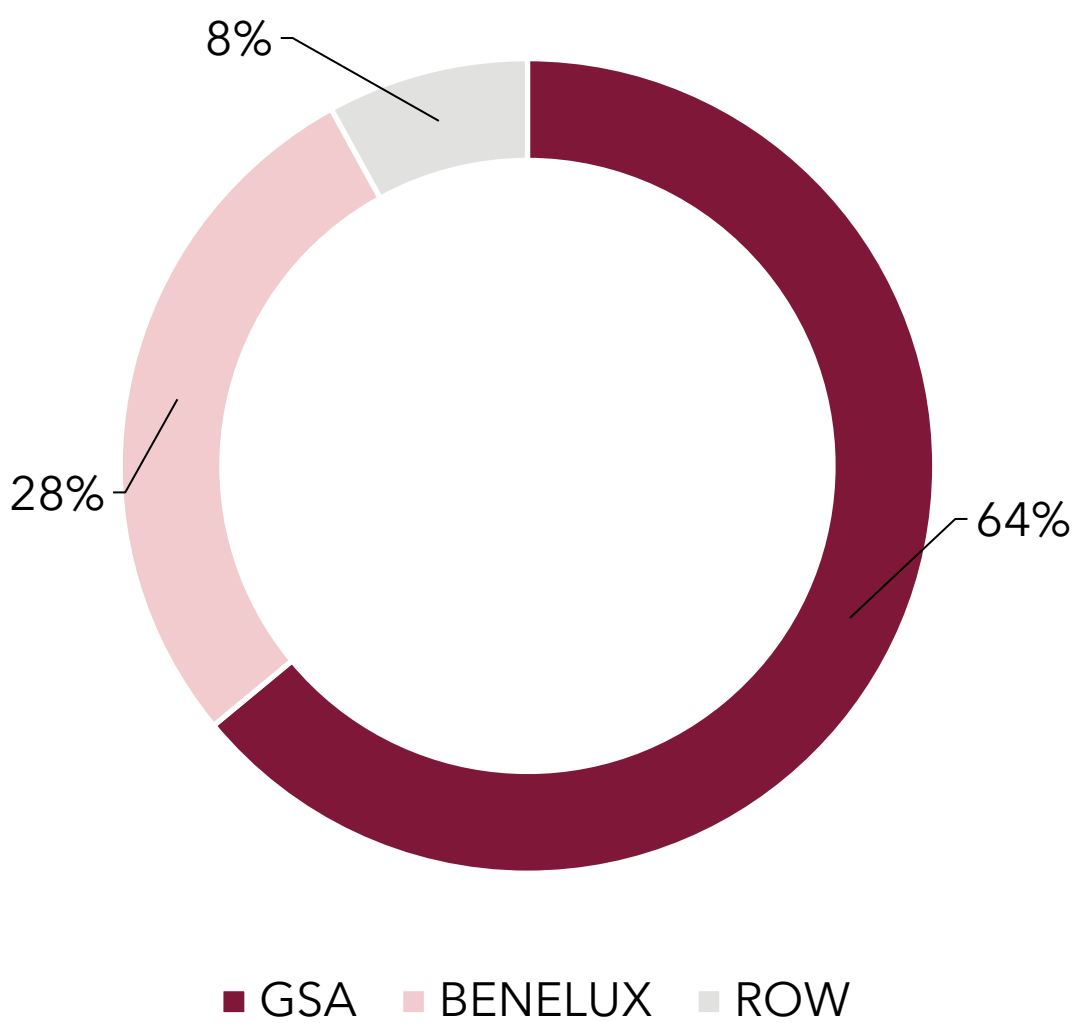
Customers get access to a broad high class product portfolio at a single point of sale.



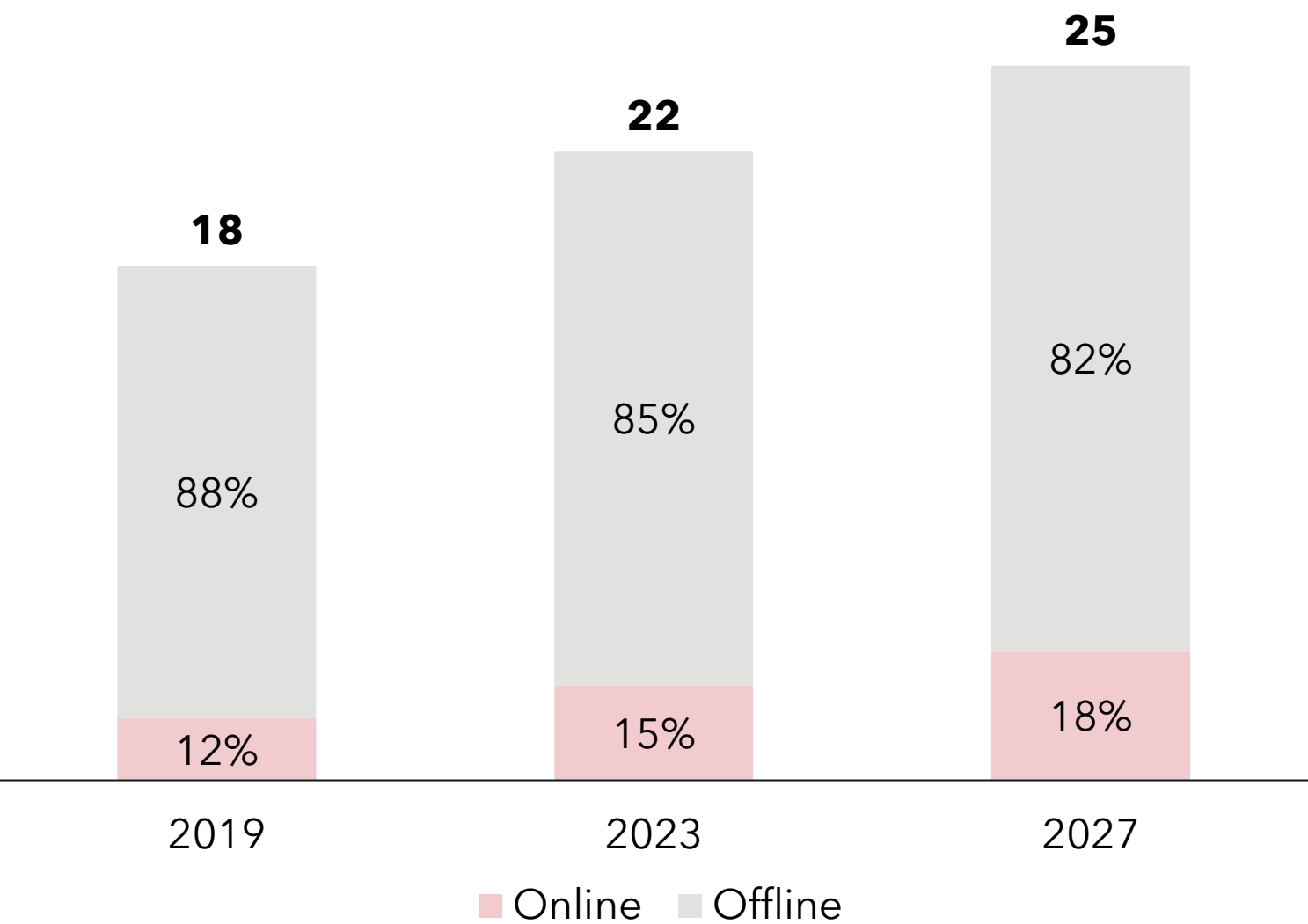
LUXURY GOODS MARKET

THE REGIONAL AND GLOBAL LUXURY GOODS MARKET MAINTAINS A POSITIVE TRAJECTORY

fashionette SALES SPLIT 2024e
per region in %



GSA LUXURY GOODS MARKET DEVELOPMENT in € bn



MARKET DYNAMICS

GLOBALLY INCREASING ADRESSABLE MARKET

Growth in the total number of global top 1% of earners, interest in luxury items from Middle Eastern and Asian countries and preference of 'Western' Millennials in buying luxury goods offers additional untapped market potential.

OFFLINE VS ONLINE

Luxury goods consumers remain dissatisfied with single brand online stores, highlighting a gap between virtual and in-store experiences. This underscores the urgent need to enhance the digital presence, driving innovation in the e-commerce space for luxury goods.

TECHNOLOGY ADVANCEMENTS

Sophisticated data analysis personalizes customer experience and improves loyalty, while talks about the integration of Web3 or metaverse applications will dominate market trends in the coming years.


DEAL RATIONALE

TPG SEIZED THE OPPORTUNITY TO INVEST WITH A CLEAR VISION FOR PLATFORM GROWTH

TRANSACTION FACTS

TYPE	Minority (38.5%) 12/2022 / majority (80%) in 2023
SELLER	GENUI I GmbH & Co. geschl. InvKG/ Shareholders
YEAR	2022 / 2023
TRANSACTION	Share deal / capital increase / merger
REVENUE AT ENTRY	€ 151 m in 2022*

SHAREHOLDER'S SELLING RATIONALE

 GENUI, a private equity investor and fashionette's largest shareholder at that time holds participations in portfolio companies for a limited period. In 2022, the holding period in fashionette came to maturity and GENUI sought to exit the investment. Additionally, fashionette's stock price sunk significantly at that time - below its initial public offering price. The divestment gave GENUI the opportunity to secure its returns.

TPG's INVESTMENT THESIS

-  Acquisition opportunity of an undervalued company with enormous potential to leverage with proprietary resources and skills
-  Expansion into the luxury accessories and fashion segment
-  Utilization of expertise across and capitalization on network effects with existing platforms
-  Opportunity to gain access to a stock market listing



* Revenue 2022 based on continuing operations for Fashionette and Brandfield.




VALUE CREATION

TWO-WAY VALUE CREATION APPROACH THAT IMPROVES THE ENTIRE PLATFORM GROUP

IMPROVEMENT MEASURES

-  Establishment of a platform business model alongside the traditional online retail business
-  Discontinuation of unprofitable business divisions (beauty+smartwatch) and portfolio optimization via removal of low-margin products
-  Streamlining of personnel, renegotiation and pooling of contracts and internalization of resources to TPG holding
-  Leverage of fashionette excellence in business intelligence, social media marketing, risk and payment at the entire TPG group

ADDED VALUE

-  Quick implementation of TPG's software to establish a parallel platform business which increased product offering, GMV and revenue
-  Access to financial and operational resources and expertise within the group and opportunity to benefit from pooled recruiting
-  Increase of profitability due to cost reduction, delisting of cheap products and process improvement program

NEXT LEVEL

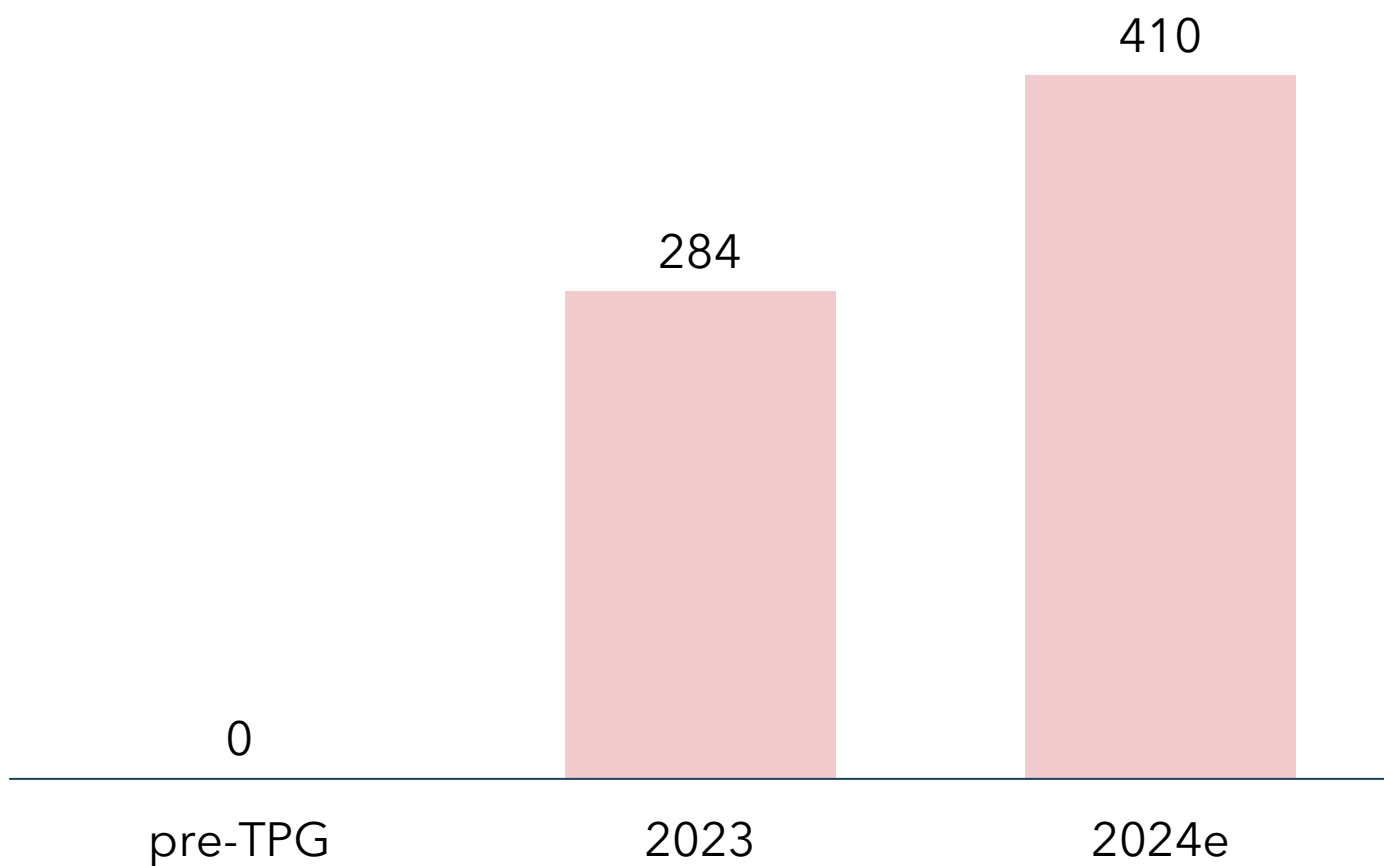
-  Further expansion of TPG's platform approach and onboarding of retailers and brands
-  Start of cross-marketing/ -selling initiatives with other premium segment platforms such as MöbelFirst
-  One additional acquisition in luxury segment upcoming in 2024 (focus: luxury platform)
-  Market entry in U.S. and India (2024-2025)



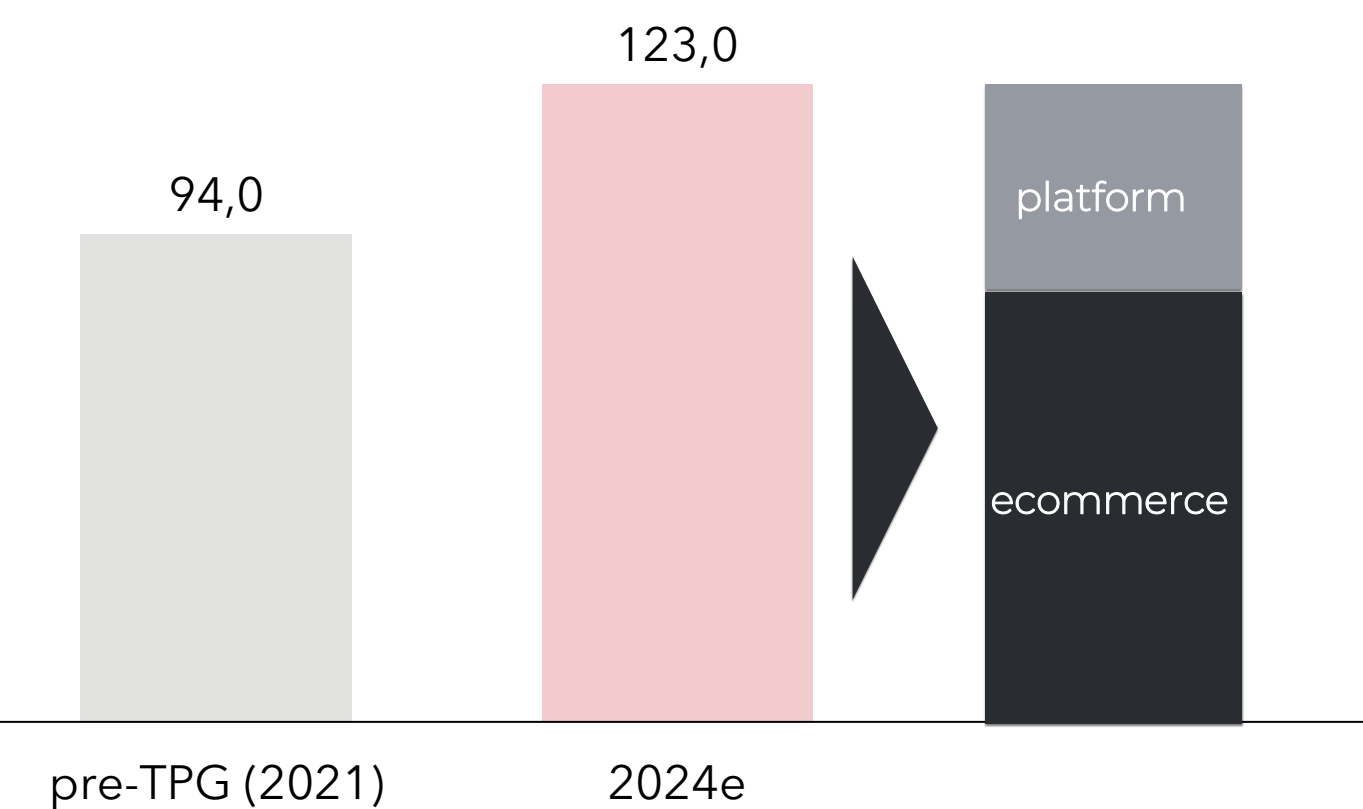
HIGHLIGHTS

FROM PURE ECOMMERCE WITH LOSSES TO PLATFORM WITH PROFITS

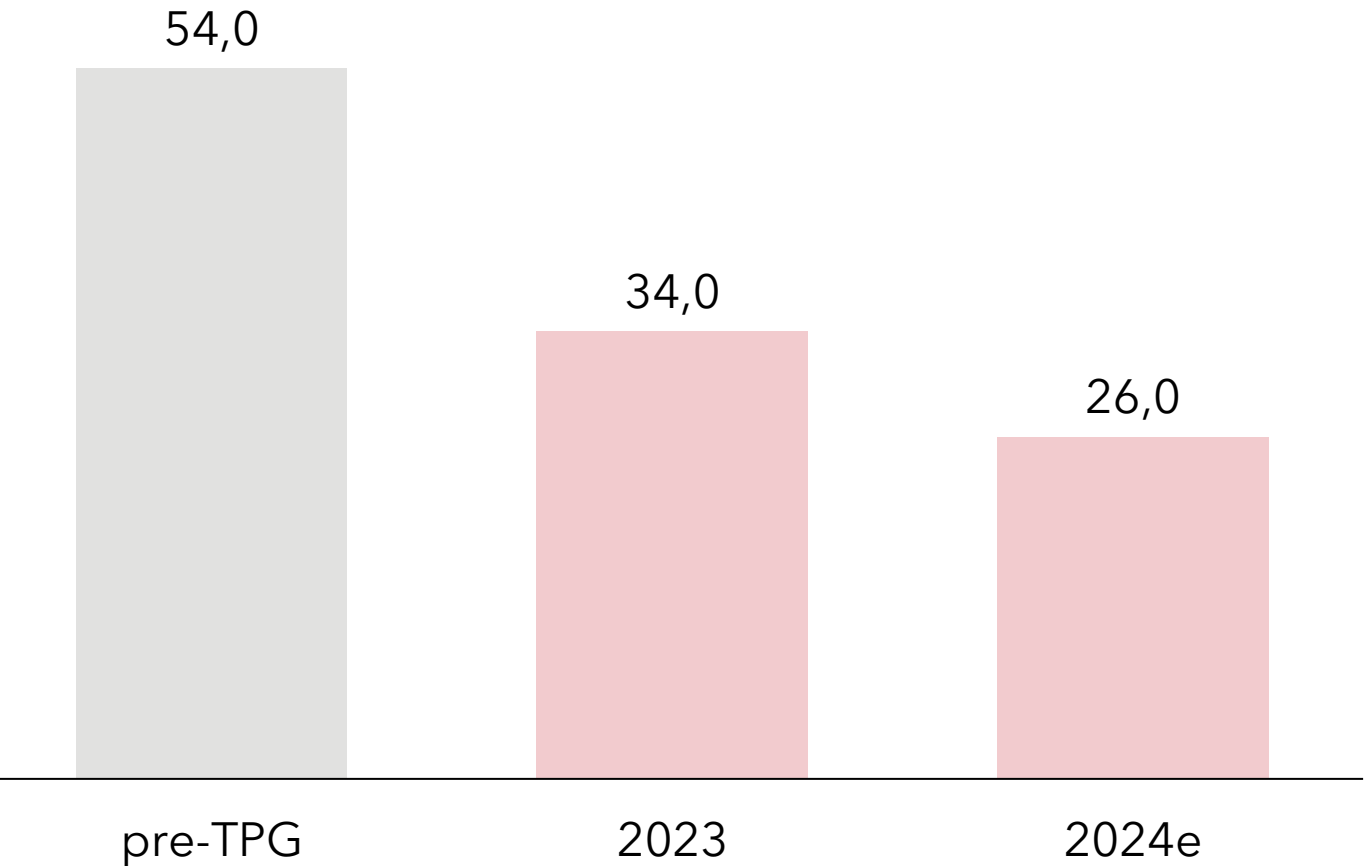
PARTNERS



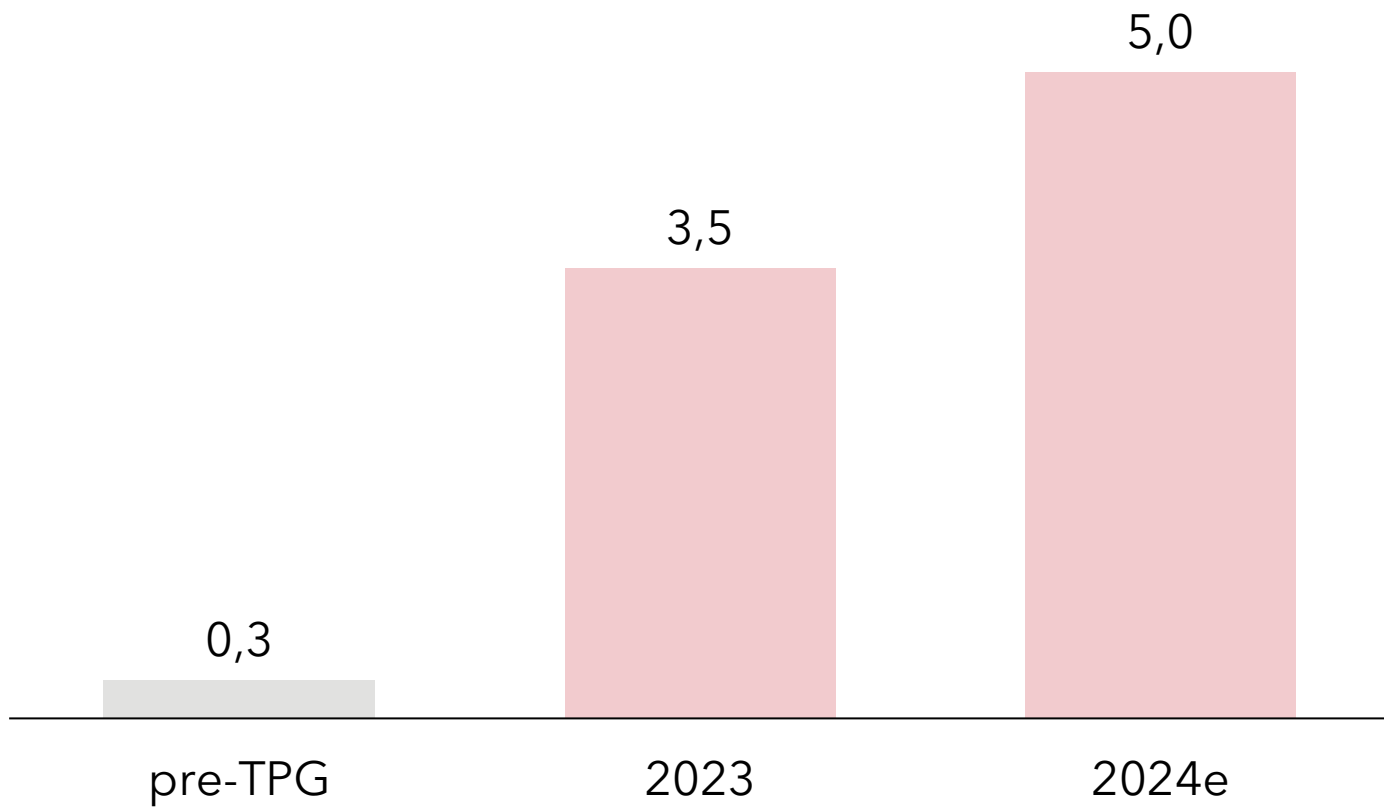
REVENUE (in € m)
Excl. Brandfield, Continuing operations



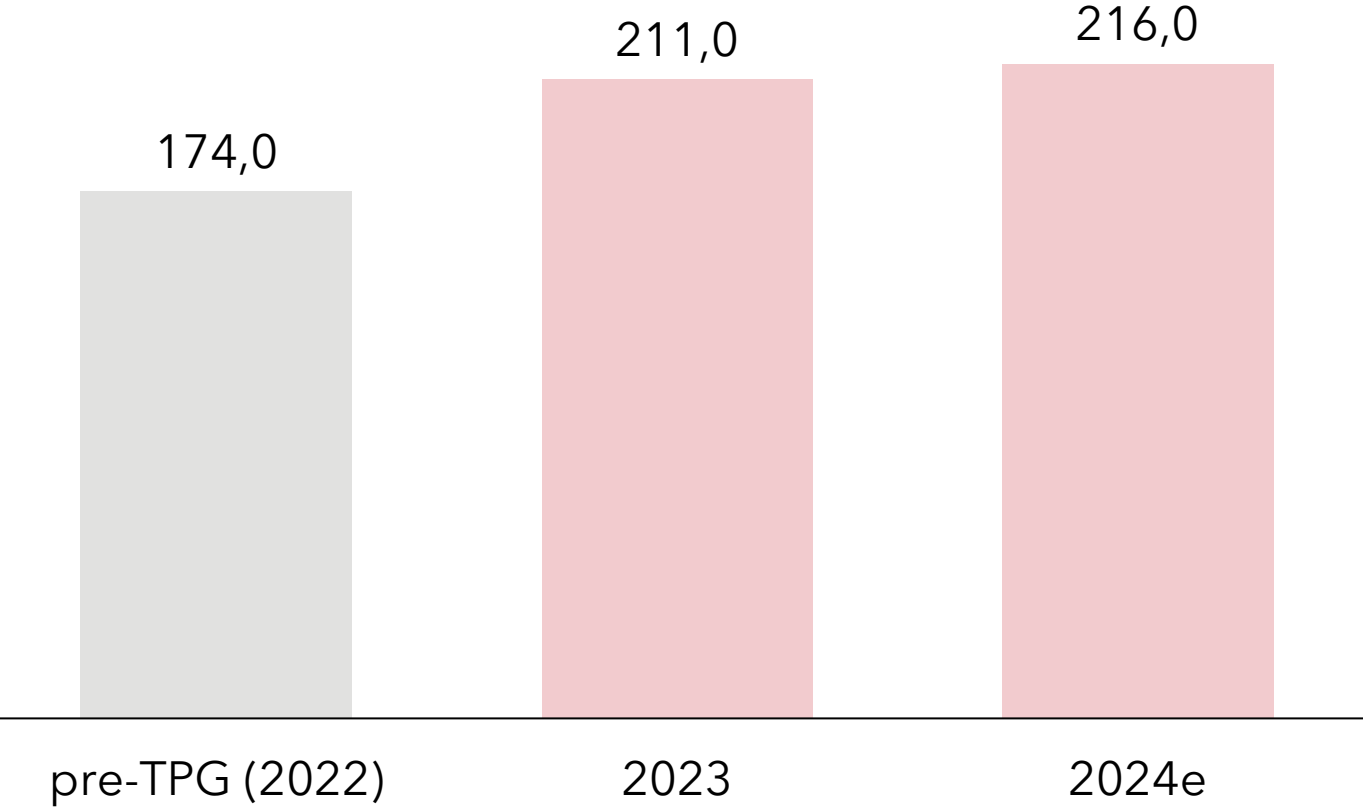
INVENTORY (in € m)



Adj. EBITDA-MARGIN (in %)



AVERAGE ORDER VALUE (in €)





5 THE PLATFORM GROUP

Our software as a competitive advantage



OUR DEVELOPMENT HISTORY

HIS ERP System Shoe Retailer ERP

Connection to shoe retailers.

2013

Development own ERP ERP & Retail Portal

Start development of TPG individual ERP and Retailer Portal to fulfill exactly our needs

2015

Second Generation TPG ERP Project „Phoenix“

Launch 2021 and Rollout 2022

2021

TPG ONE

Start of TPG ONE – one ERP for all subsidiaries with full integration of

- Headless M-A-C-H Architecture
- B2B data
- PIM
- Ai Search / Recommendations
- Marketing integration
- Order management
- Payment
- AI-Tool for sourcing
- Carrier-Tool
- Headless Storefronts

2023

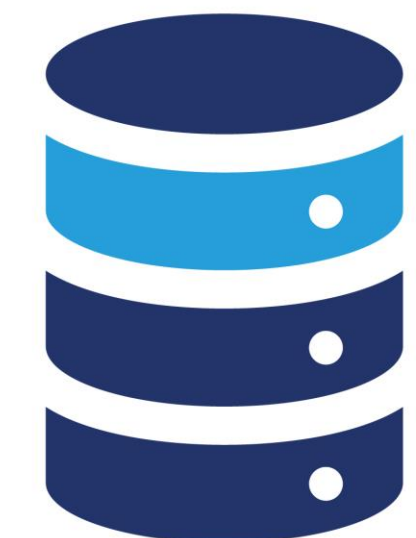


COMPETITIVE DEVELOPMENT

UTILIZING RESOURCES AND EXPERTISE FROM IN- AND OUTSIDE

Competitive Software Development refers to strategies and approaches aimed at designing and managing software development processes to be highly competitive and successful in the marketplace. The focus is on efficiency, innovation, quality, and leveraging the best available resources and technologies

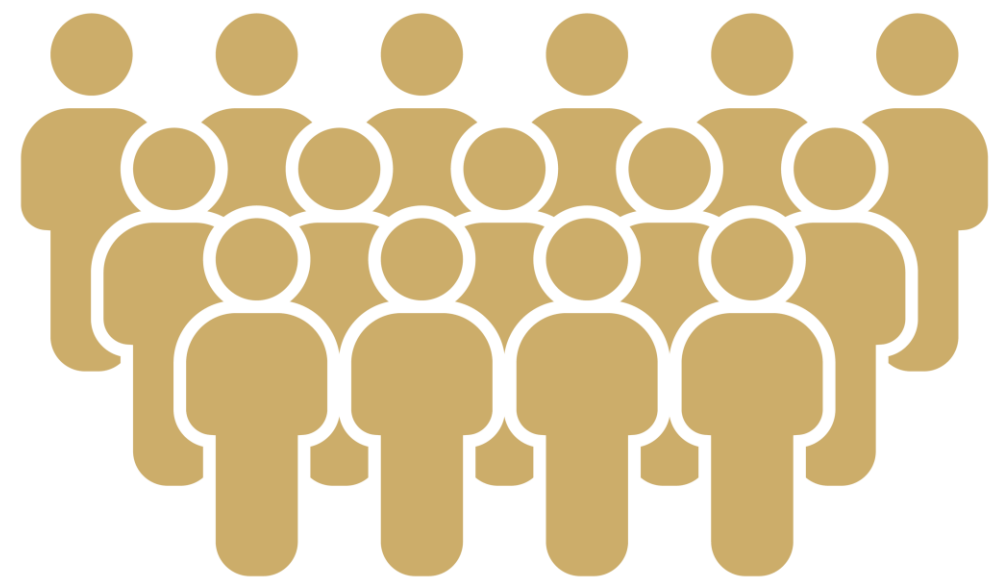
- Efficiency and Productivity
- Quality and Reliability
- Innovation and Technological Leadership
- Customer Focus and User Experience
- Collaboration and Communication
- Security and Privacy



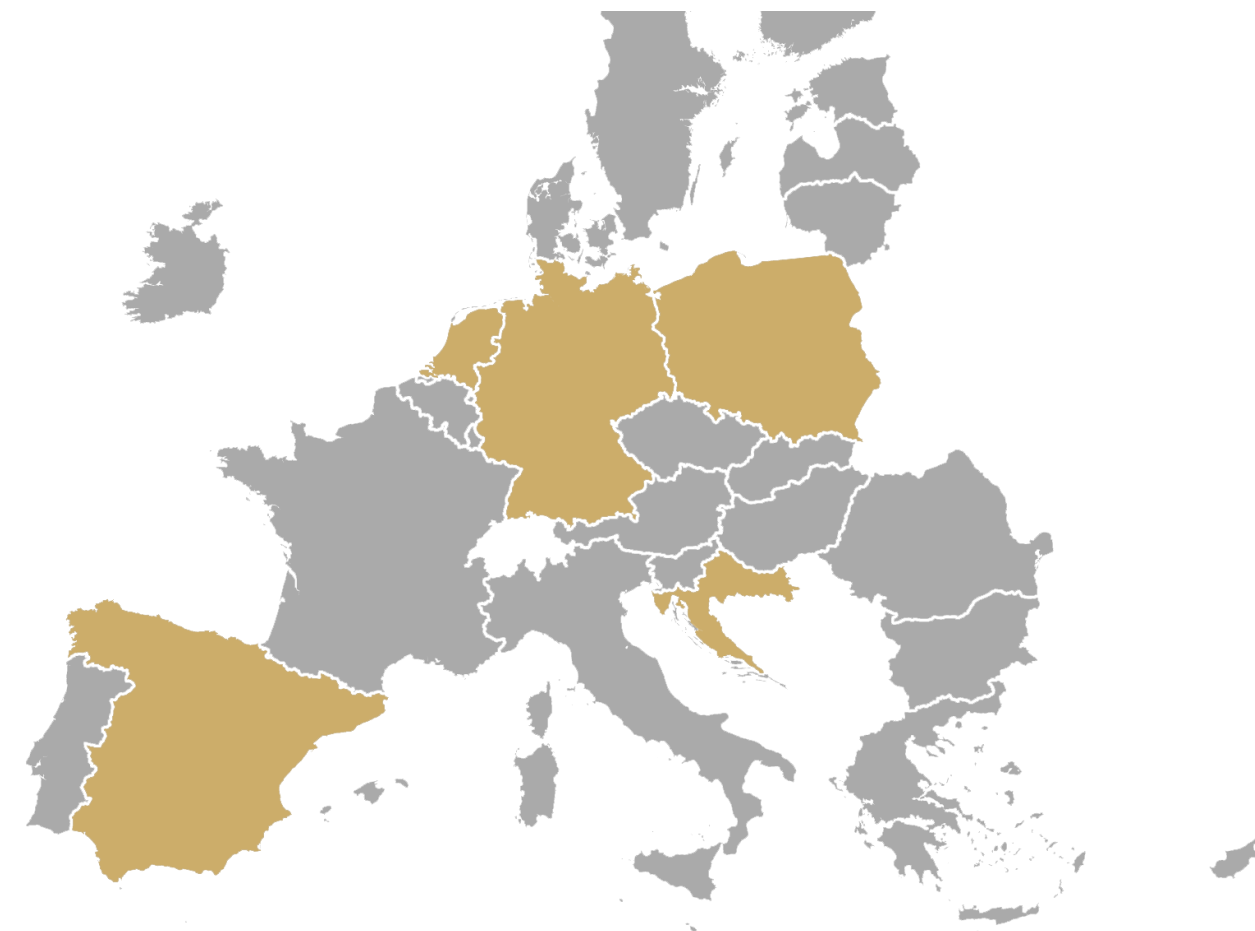
RESOURCES AND SKILL OVERVIEW

STRONG DEVELOPMENT RESOURCES MULTIPLE LANGUAGES AND LOCATIONS

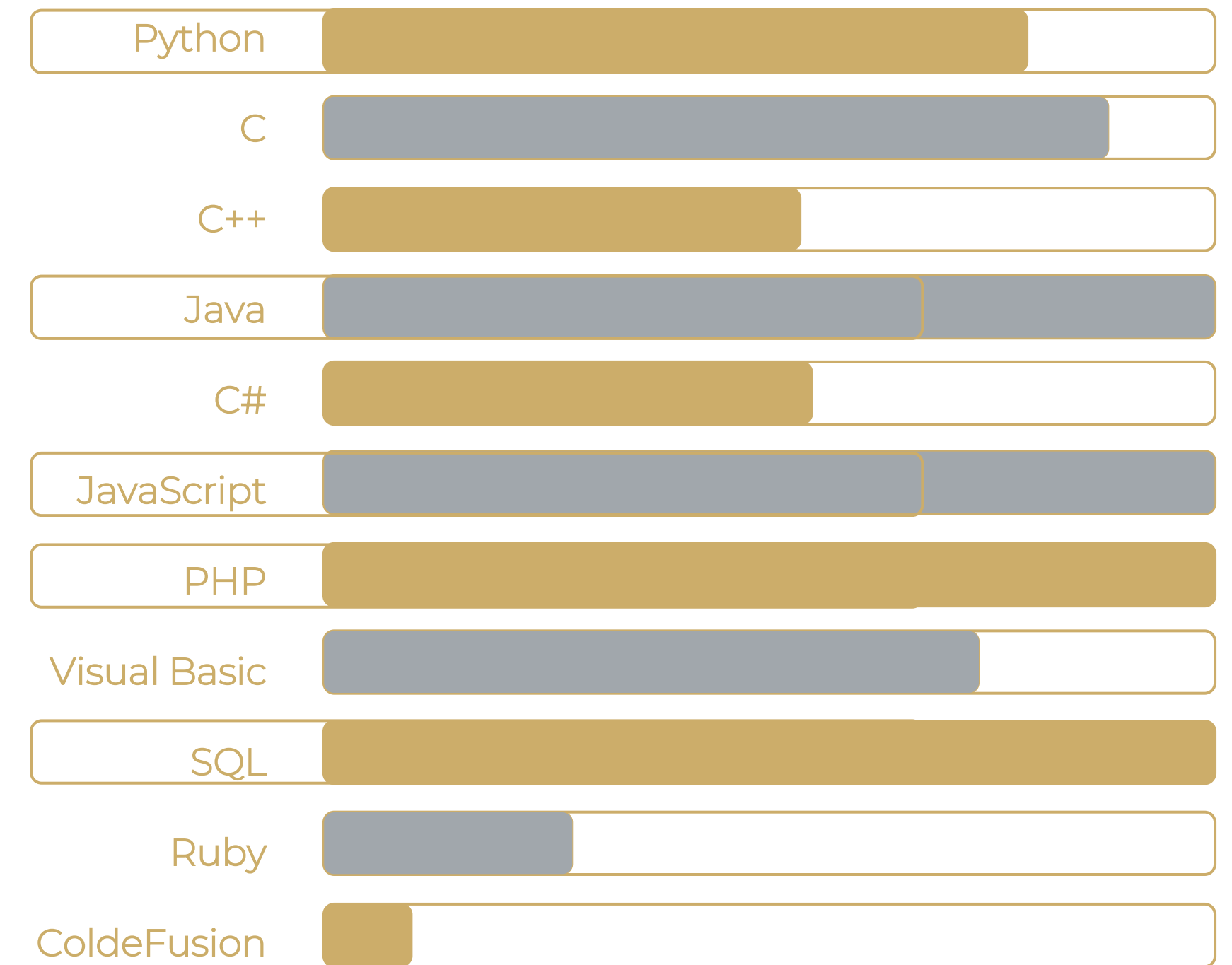
Over 110 Experienced IT Employees



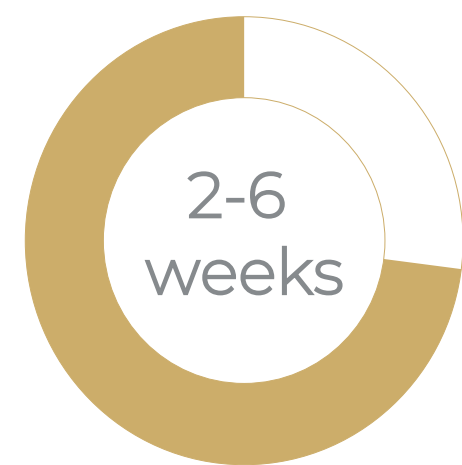
Development in 5 Countries



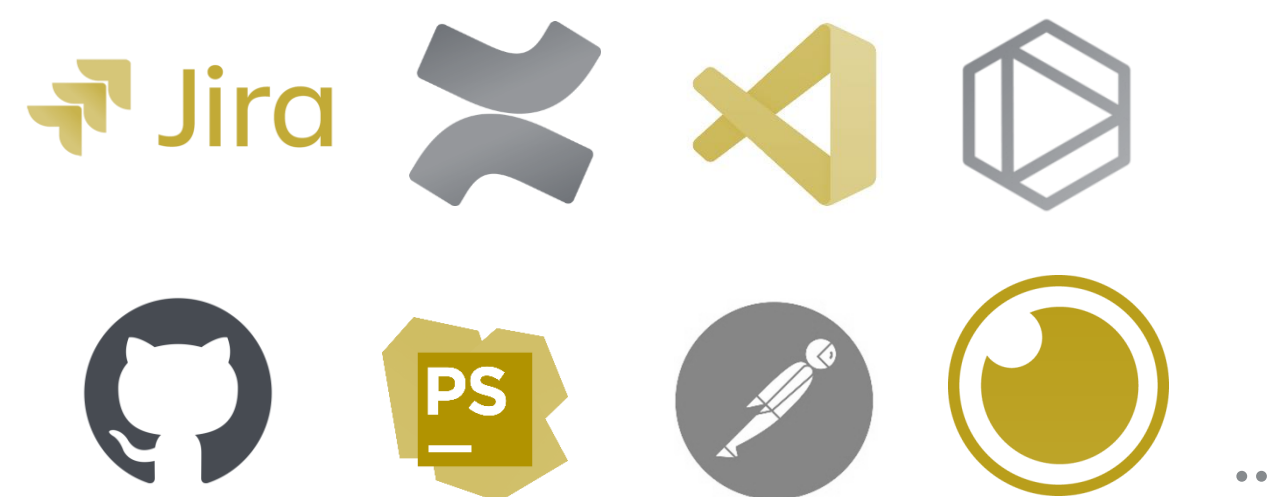
Skills



Time to Connect a New Company



Tools



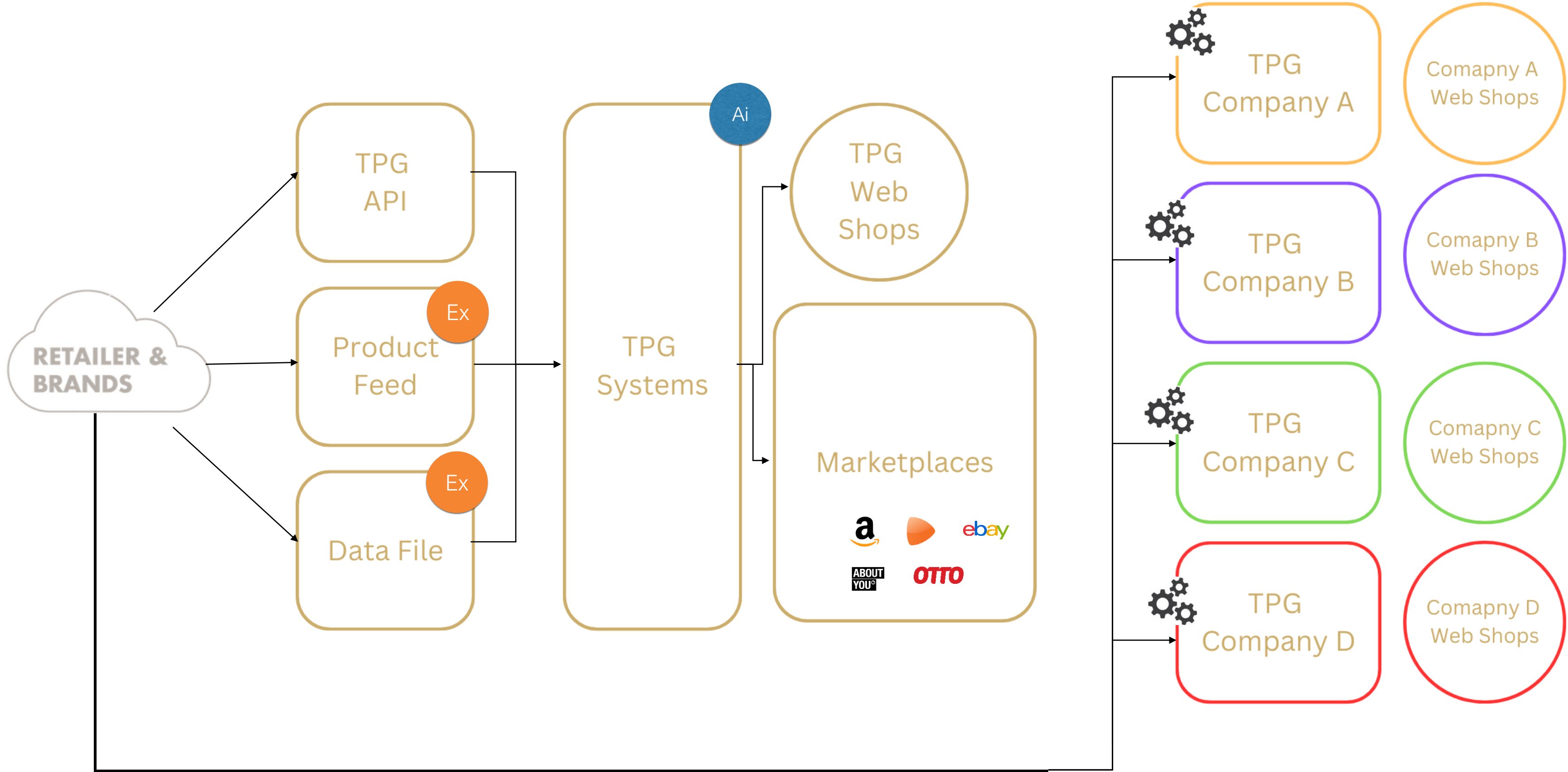
CURRENT TPG ARCHITECTUR

UTILIZING RESOURCES AND EXPERTISE FROM IN- AND OUTSIDE

We provide online retailers and brick and mortar retailers the opportunity to sell their products on multiple platforms and the biggest marketplaces.

Currently retailers are connected with TPG and or our companies which leads to complexity and lower speed.

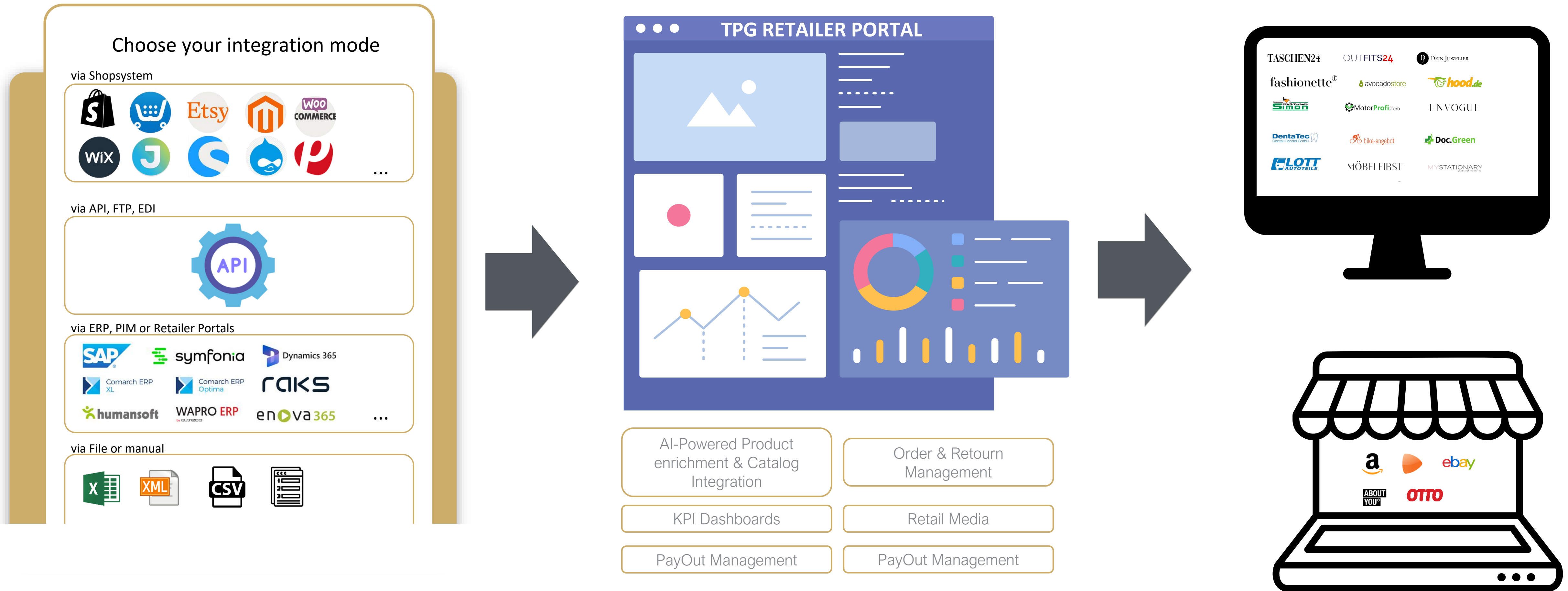
We are working on an innovative and future proof solution.



Ex with external partner Ai with artificial inteligenc

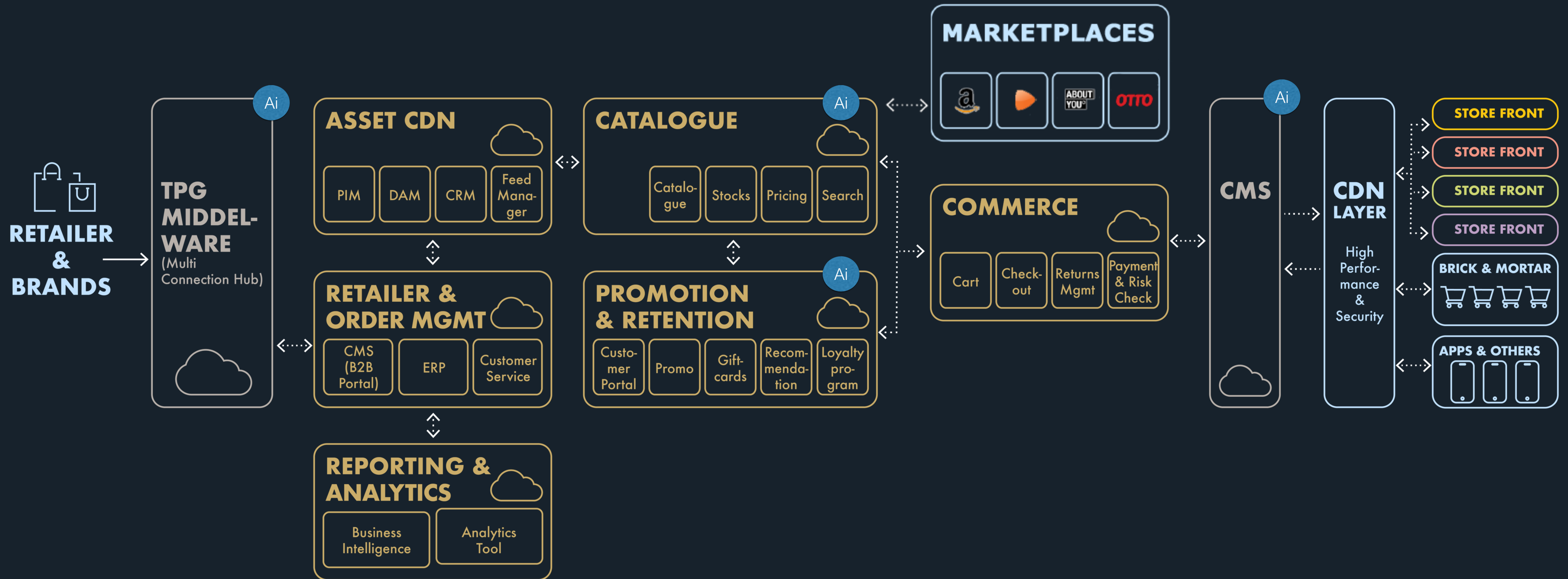
RETAILER BENEFITS

ONE CONNECTION TO ACCESS ALL TPG FRONTENDS + MARKETPLACES



TPG ONE

OUR NEW TPG ARCHITECTUR SETUP





THE PLATFORM GROUP