

ARISTON GROUP INVESTOR PRESENTATION

November 28th, 2023





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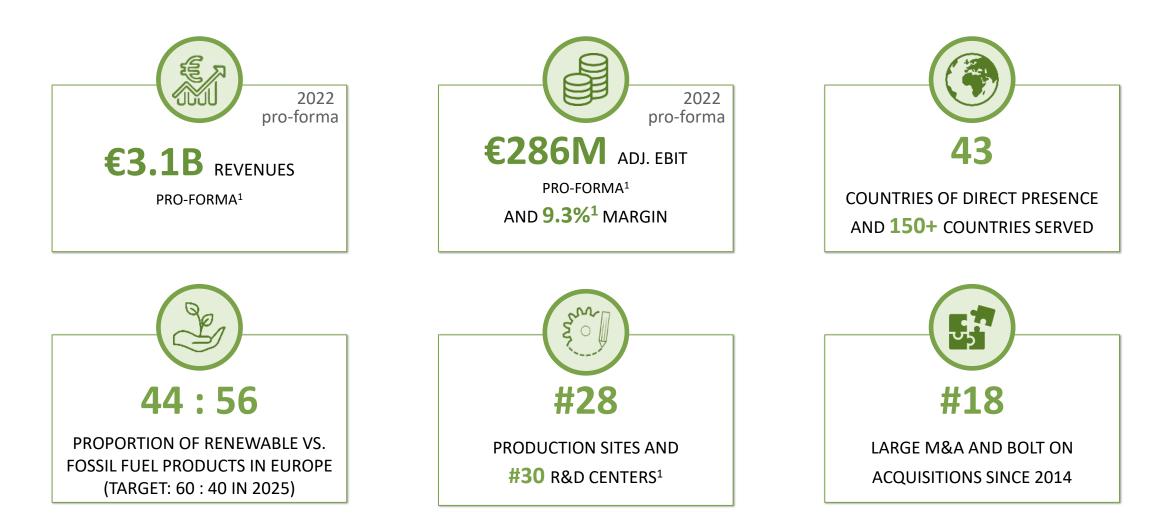
1. ARISTON GROUP OVERVIEW





A €3.1B REVENUES GROUP, WITH A GLOBAL PRESENCE







Note: figures adjusted for non recurring events or transactions, restructuring or employment termination agreements, other events not representative of normal business operations. ¹Pro-forma figures including Wolf-Brink, consolidated from January 2, 2023.

A GLOBAL COMPANY WITH STRONG LOCAL ROOTS





HTP

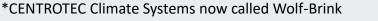
ATAG

eatin

Calo Rex.

Un buen baño te cambia el día:



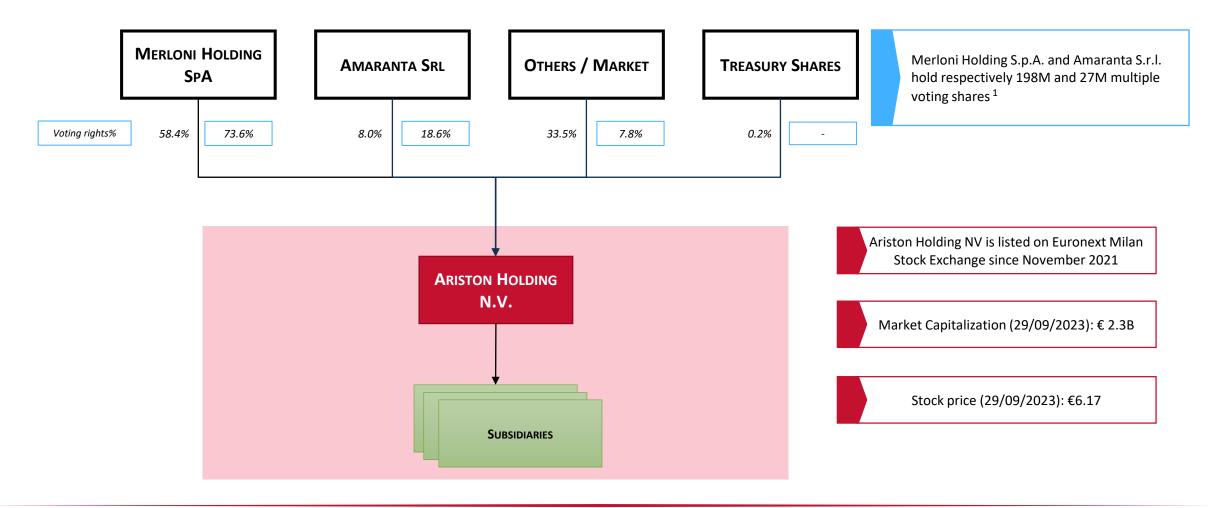


Ecoflam

5

SHAREHOLDING AND SIMPLIFIED ORGANIZATION CHART





HIGHLY COMMITTED ANCHOR FAMILY SHAREHOLDER



Sums may not add up exactly to 100% due to rounding. Data as of September 29, 2023. ¹ Multiple voting shares are entitled to 20 votes each

EXPERIENCED TEAM WITH TRACK RECORD IN DELIVERING GROWTH AND PROFITABILITY



PAOLO MERLONI EXECUTIVE CHAIRMAN



GIULIANO CONTICINI

MARCO CONTI EXECUTIVE VP COMPONENTS DIVISION



LUCA MEZZOPERA CHIEF QUALITY AND PARTS & SERVICES OFFICER



MAURIZIO BRUSADELLI CHIEF EXECUTIVE OFFICER

EXECUTIVE VP BURNERS DIVISION

GABRIELE MONTESI

EXECUTIVE VP ELCO AND ATAG



UMBERTO G. CROVELLA SENIOR EXECUTIVE VP THERMAL COMFORT



COSIMO CORSINI CSO AND EXECUTIVE VP ASIA & MEAR



VITO SARACINO CHIEF BUSINESS DEVELOPMENT OFFICER



CARLO ANDREATINI EXECUTIVE VP AMERICAS AND EUROPE

STEFANO DEMATTÈ

EXECUTIVE VP HEATING BU

GIORGIO SCALONI

EXECUTIVE VP WATER HEATING BU



PIERLUIGI ASTORINO CHIEF OPERATING OFFICER



RICCARDO GINI CHIEF FINANCIAL OFFICER



PATRIZIA VALSESIA CHIEF PEOPLE OFFICER



SABRINA BAGGIONI CHIEF DIGITAL AND MARKETING OFFICER



18 EXPERIENCED TEAM MEMBERS

THOMAS KNEIP EXECUTIVE VP OF WOLF-BRINK



EXECUTIVE VP HEATING BU





STRATEGIC GLOBAL BRANDS



Global expert in heating and water heating, offering a wide range of renewable and energy efficient solutions to provide sustainable comfort to every home. European heating solutions provider, offering excellent products, tailored systems and firstclass service through the entire customers' journey and solution lifecycle.

elco heating solutions



German heating specialist, providing the indoor climate solution customers need out of a comprehensive portfolio from heating to air handling, pioneer in heat pumps with natural refrigerants.





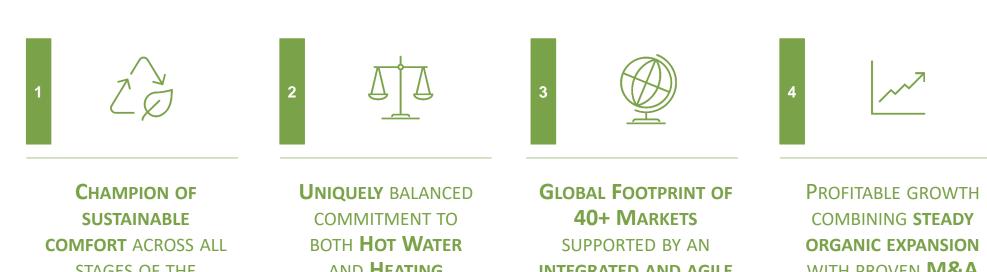
2. DESCRIPTION OF THE GROUP





KEY PILLARS OF ARISTON STRATEGY





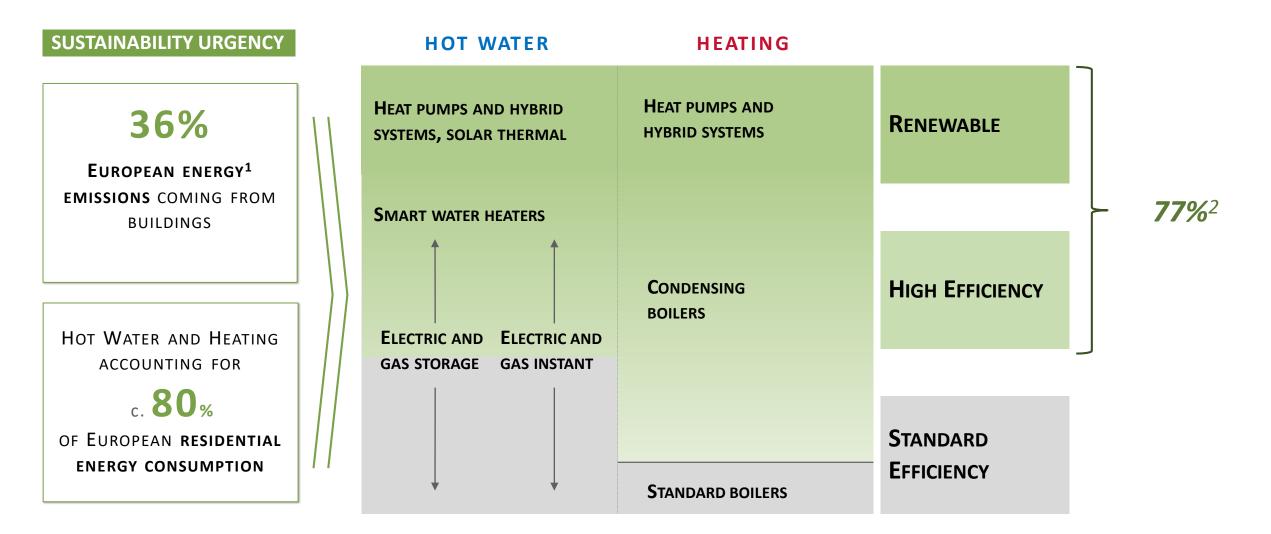
STAGES OF THE **ENERGY TRANSITION** AND **HEATING**

INTEGRATED AND AGILE INDUSTRIAL BACK-END

WITH PROVEN M&A **TRACK RECORD**

CHAMPION OF SUSTAINABLE COMFORT ACROSS ALL STAGES OF THE ENERGY TRANSITION



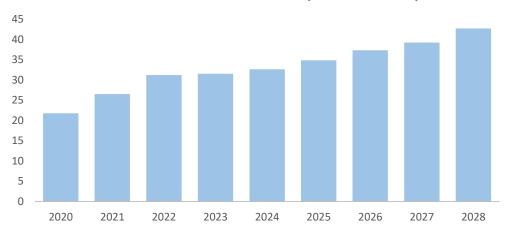




Sources: IEA Energy Technology Perspectives; Climate Watch; EU Renovation Wave Strategy; BRG Building Solutions. ¹17.5% of global energy related greenhouse gases emissions coming from buildings; ²Based on 2022 products revenues, excluding services, burners and components.

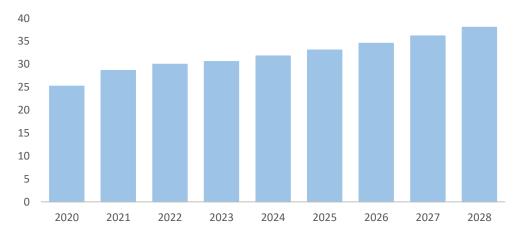






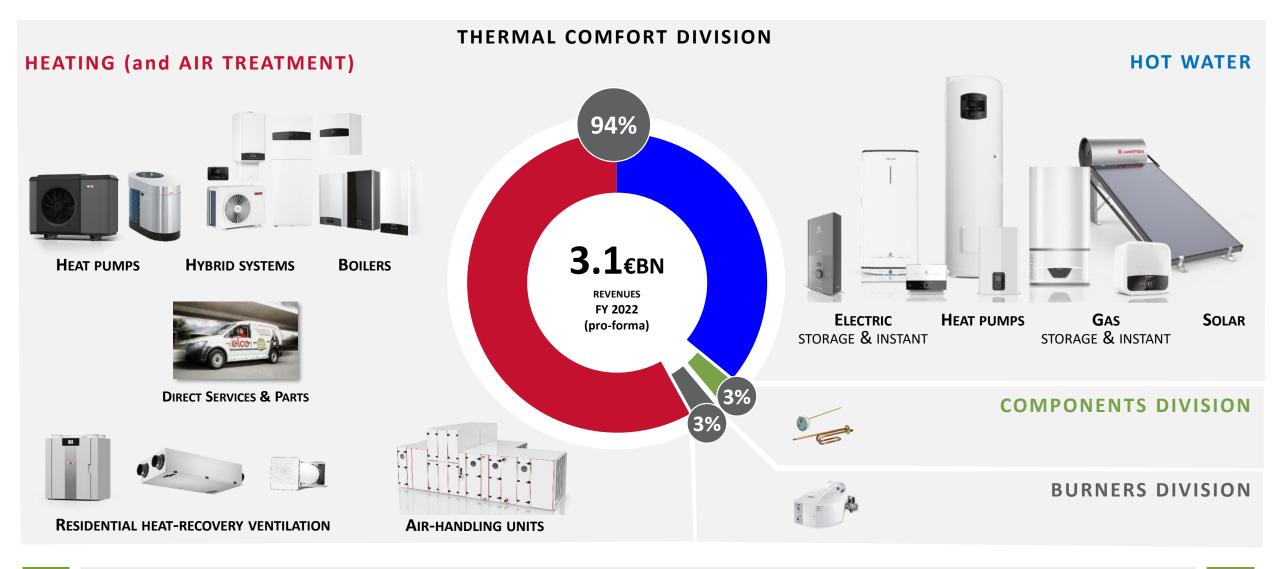
TOTAL HEATING MARKET (VALUE IN €B)

TOTAL HOT WATER MARKET (VALUE IN €B)



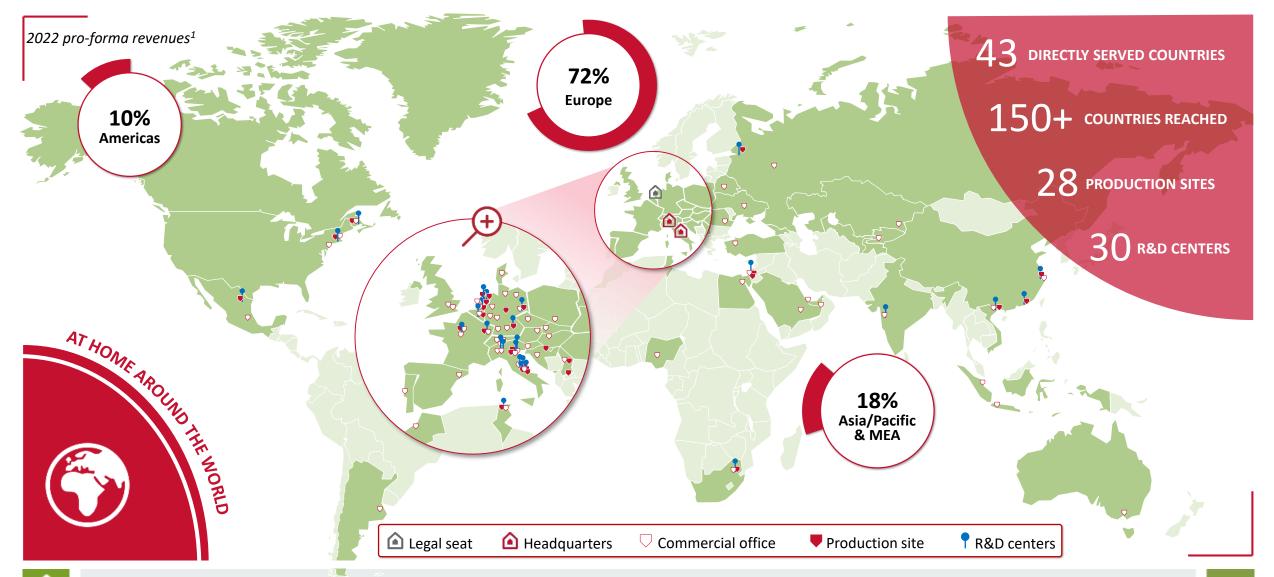
A COMPREHENSIVE PORTFOLIO OF THERMAL COMFORT SOLUTIONS





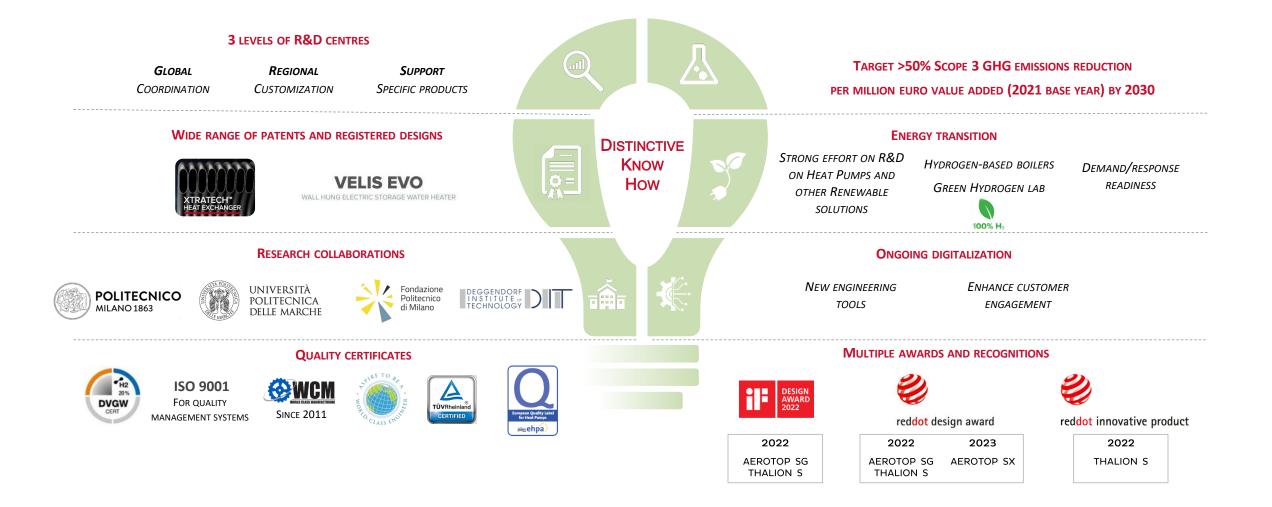
An integrated & agile industrial back-end serving 40+ markets



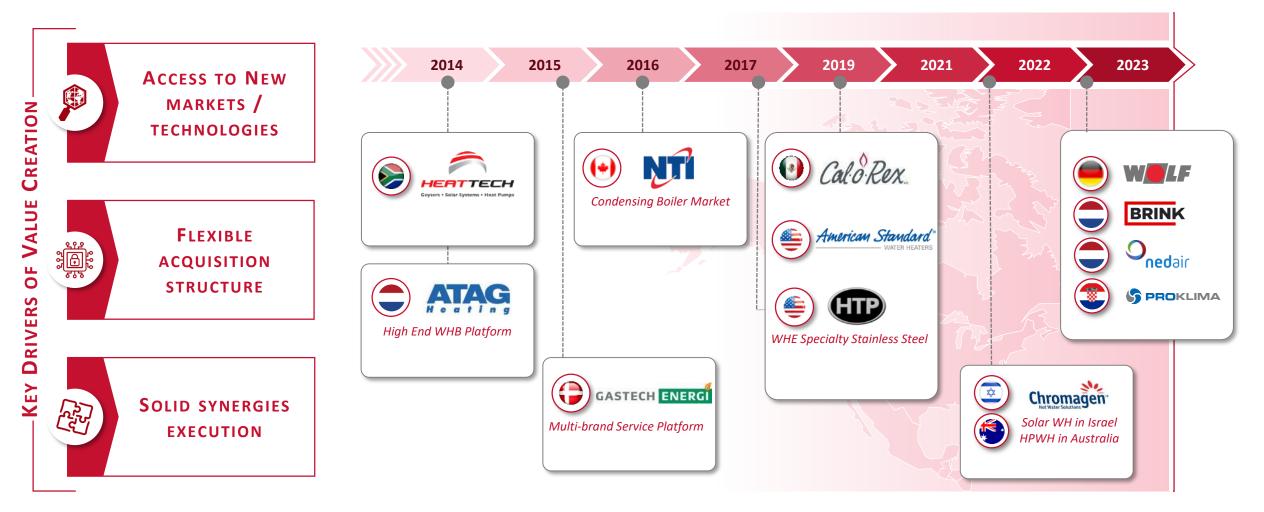


R&D as a lever to successfully develop highly-efficient technologies and energy transition solutions across the world





EFFECTIVE LEVERAGE ON M&A TO FUEL GROWTH



IMPROVED PROFITABILITY OF ACQUIRED COMPANIES AFTER INTEGRATION





WOLF-BRINK INTEGRATION WELL ON TRACK



Building a stronger Group	ROBUST SYNERGIES EXECUTION	
 People & end of the second s	 2023 above expectations 2024-25 on track	
 Brands and markets Strengthening access DACH markets Ventilation potential 	EBITDA synergies estimated at signing September 2022, €M 20-25	
 Product and technology R290, new generation heat pumps Electronics 	12-15 5-6	
OperationsSourcing & supply-chainManufacturing & logistics	2023 2024 2025	

ARISTON WOLF-BRINK ACQUISITION BRINGS TOP LINE ABOVE €3 BILLION GROUP KEY FIGURES FY2022 PRO-FORMA BRINK ARISTON (€M) ARISTON + GROUP GROUP nedair at 2023 perimeter Legacy 682 Revenues 2,379 3,061 EBITDA Adj. [margin] 305 [12.8%] 84 [12.3%] 389 [12.7%] EBIT Adj. [margin] 223 [9.4%] 64 [9.3%] 286 [9.3%] 39 Net Income 140 180 Free cash flow 93 63 30 # countries 43 11 44 (direct presence) # plants 25 6 31 # people 7,975 2,735 10,710 Global player; Strong position in Germany & Wide portfolio of waterselected EU markets; Key value proposition heating and heating R290 heat pumps, sustainable solutions ventilation, air handling

Adjustments on EBITDA/EBIT consist in costs & revenues not related to normal business operations 2022. Acquired entities data preliminary and unaudited. Acquired entities consolidation started from January 2023.



3. SUSTAINABILITY

2030 CROAD to ESG Plan









Environmental



Solutions

Smart sustainable comfort for a better future

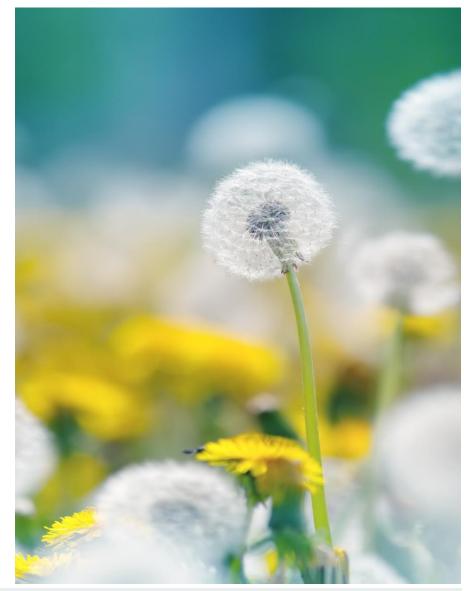


Operations

A decarbonised business with a circular approach







DECARBONIZATION STRATEGY



Sustainable energy solutions

tons of CO2e emissions avoided thanks to the renewable and high efficiency products we sell in the regions we operate

Resource productivity and circularity

42% Scope 1 and Scope 2 absolute GHG emissions reduction

>50% Scope 3 GHG emissions reduction per million euro value added



mln

100% Heating gas condensing technologies' revenues from hydrogen-ready solutions in Europe



>60% Revenues in Europe generated by renewable technologies vs <40% from fossil fuel products



2030

Ŵ

Launch of Demand Response ready products in Europe and USA by 2023



Launch of Home Energy Management ready products and accessories in Europe and USA by 2023



Set ESG vendor rating criteria and policy for strategic suppliers by 2023



>80% of products and services purchased from local suppliers



50% of strategic suppliers assessed on ESG performance

DECARBONIZATION STRATEGY: PRIORITY ACTIONS ON PRODUCTS AND OPERATIONS EMISSIONS REDUCTION



✓ Investing on highly efficient and renewable solutions

- 98.25% of total emissions from the use of sold products
- Quadrupled the production capacity of heat pumps, a pillar of the EU decarbonization strategy, in the last 4 years.

✓ Sustainable capacity increase

- Plants interventions to improve efficiency and reduce impact, starting from historical sites
- Green energy procurement increase
- Water and waste management optimization, towards a circular approach
- Production sites closer to final market and supplier base
- Operations digitalization
- World Class Methodology expansion

AG has committed to set near-term company-wide emission reductions in line with climate science with the SBTi.



RIVING AMBITIOUS CORPORATE CLIMATE ACTIO

Creation of dedicated cross-functional teams, involving more than 100 people around the world

Expert consultants supporting the project development

Life Is On Schneider



Social



People & Communities

Empowering people to achieve more







People strategy & communities



Excellent employee experience and engagement

To be a certified world class employer that builds a sustainable working environment

100%

Education for the future

Countries engaged in projects that foster awareness on sustainable thermal comfort as an enabler for social development



203

>6 Int

>60% of managerial positions filled through internal career paths



At least 30% female in Ariston Group Management by 2030



Towards a global coordinated effort, taking into account each country specific needs



PEOPLE STRATEGY & COMMUNITIES: PRIORITY ACTIONS ON OUR HR ROADMAP



✓ Branding and Engagement

- Attract new and diverse talents
- Share a corporate culture, fostering a strong sense of community through inclusive, engaging and coherent messages

✓ Resources development

- Reinforce learning activities, leveraging on digital platforms
- Career development, increasing career mapping activities and internal mobility opportunities

✓ Diversity and Inclusion

- Involve and educate employees on their cognitive biases
- Disseminate awareness at all levels
- ✓ Digitalisation of HR processes
 - Increase data quality and control
 - Analyse trends and generational shifts to anticipate employees needs

✓ CSR around the world

- Educational activities
- Non-profit organization support to bring comfort to people in need

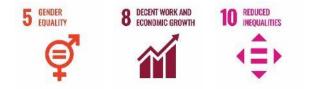
Launch of *weARe*, the first global Intranet, with the aim of becoming *one team* 11 specific upskilling programs 280 hours carried out 130 workshop hosted virtually

CSR projects implemented in 4 continents according to local needs

Governance



Creating value responsibly







STRUCTURE AND PROCESSES CONTINUOUS IMPROVEMENT



Long-sighted sustainable governance

Ongoing yearly commitments developed to meet high governance standards on sustainability



2030

At least 33% female among the Group Board of Directors members



Risk and Crisis Management enhancement

Codes of Business Conduct continuous improvement: Code of Ethics, corruption and bribery, human rights



Tax Strategy strengthening



STRUCTURE AND PROCESSES CONTINUOUS IMPROVEMENT: PRIORITY ACTIONS FOR A SUSTAINABLE GOVERNANCE MODEL



✓ Sustainability Governance Model

- ESG Committee at Board of Directors Level
- ESG Council at Group Management level
- ESG Director & dedicated team

✓ Risk management

• Enterprise Risk Management (ERM) process in place, including ESG risks

✓ Business Continuity Plan

• Definition of resources, services and activities required to ensure continuity of critical organizational functions

✓ Digital transformation and cyber-security model

- Digitalization across processes, activities and services to guarantee data management transparency, accountability and traceability
- Upgrade current cyber-security approach to a comprehensive risk management model

✓ Group Tax Strategy

• Foster transparency on taxation, including purposes, principles and relative governance structure



Human Rights assessment across the Group and Policy release

Training on Anti-Trust to all employees



ICT Security Model empowering and training employees to minimise risks



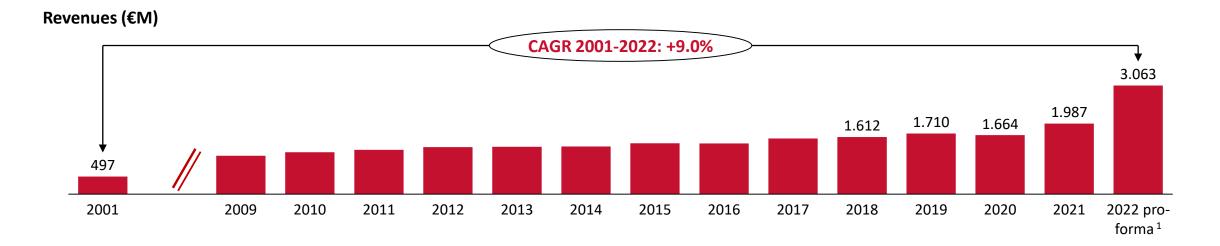


4. FINANCIAL PERFORMANCE

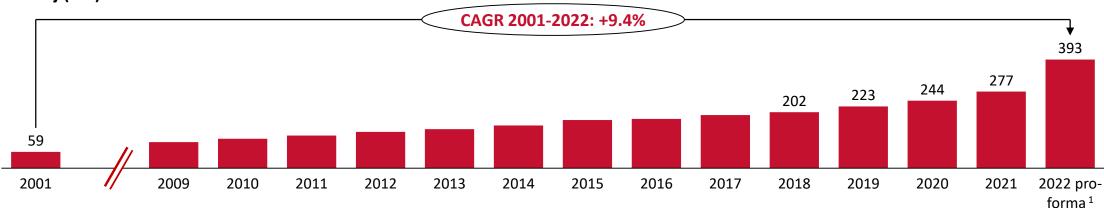








Ebitda Adj.(€M)



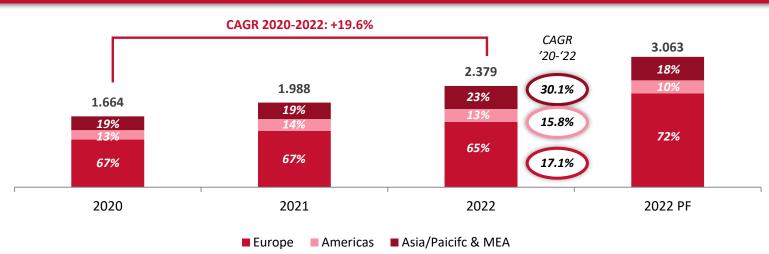


Note: figures adjusted for non recurring events or transactions, restructuring or employment termination agreements, other events not representative of normal business operations. Financial figures from 2001 to 2017 are reported according to italian gaap and therefore not fully comparable with figures since 2018. Figures are accounted under the ifrs9, ifrs15 and ifrs16. 2020 adj. Ebitda net of €5m covid-19 cost, that are recasted to recurring operations. Ebitda 2001 not adjusted. 1) Pro-forma with Centrotec Climate Systems GMBH acquired on jan 2nd, 2023

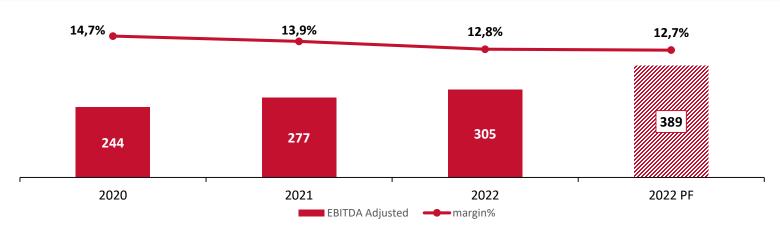
NET REVENUE PERFORMANCE & EBITDA ADJUSTED $(\in M)$



NET REVENUE¹



EBITDA Adjusted & Margins



KEY COMMENTS

NET REVENUE

 Revenues CAGR growth of 19.6% over the period 2020-2022 thanks to organic and inorganic growth

• Pro-forma including Wolf-Brink acquisition, Europe share increases with Germany becoming the main Country

EBITDA ADJUSTED

 Marginality slightly decreasing due to post Covid inflation impact on raw material and logistics mitigated by cost efficiency initiatives and price increase

• Wolf-Brink EBITDA Adj. % aligned with legacy Ariston performance, prior to synergies execution



NET WORKING CAPITAL EVOLUTION $_{(\in M)}$



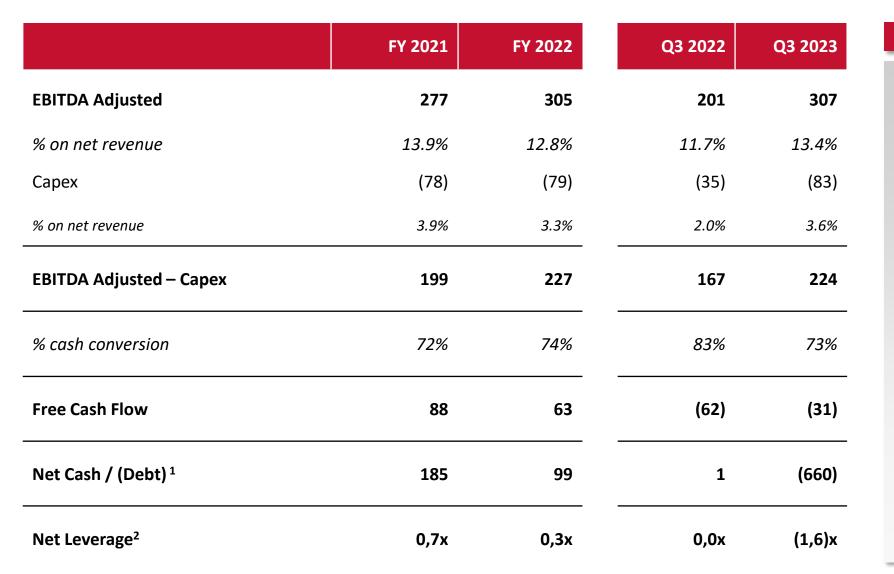
KEY COMMENTS

 Business seasonality usually drives NWC decrease towards year-end

- 2022 increase influenced by missing revenue (Americas & floods) and high inventories due to inflation and stockpiling. Significantly improved in Q4
- Q1 2023 influenced by seasonality and Wolf-Brink acquisition
- 2023 NWC/net revenue ratio improvement expected in Q4



■ NWC ■ NWC (M&A)





KEY COMMENTS

• Robust cash conversion ratio

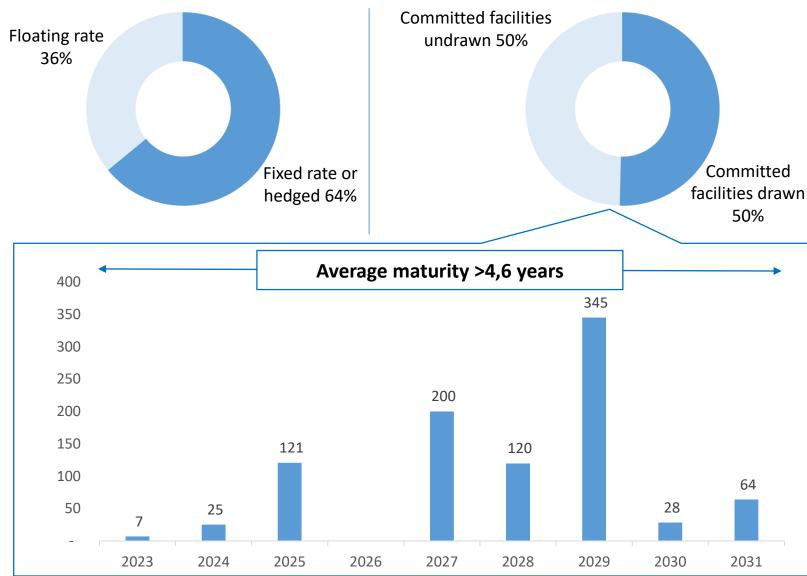
- Investing for the future, Capex spending consistent with 2023 outlook (CapEx 4+% on net revenue)
- Consistent and recurring cash-flow generation

• Net cash position since IPO, turned to Net debt as a result of Wolf-Brink acquisition in January 2023



¹includes the positive MTM on derivatives and Escrow accounts, does not include Put&Call liabilities ²defined as Net Debt / EBITDA Adjusted (pro-forma LTM EBITDA Adjusted for Q3)

$\underset{(\in M)}{\mathsf{MEDIUM}/\mathsf{LONG}}$



KEY COMMENTS

FINANCIAL DEBT AT ARISTON GROUP LEVEL

• 76% of Debt held at Ariston Holding NV

• Committed Bank credit lines, totalling €1.8B, of which approximately 50% is drawn

INTEREST/HEDGING

 64% of bank financing is fixed rate / hedged and 36% at variable rate

AVAILABLE LIQUIDITY

• Cash and cash equivalents €360M

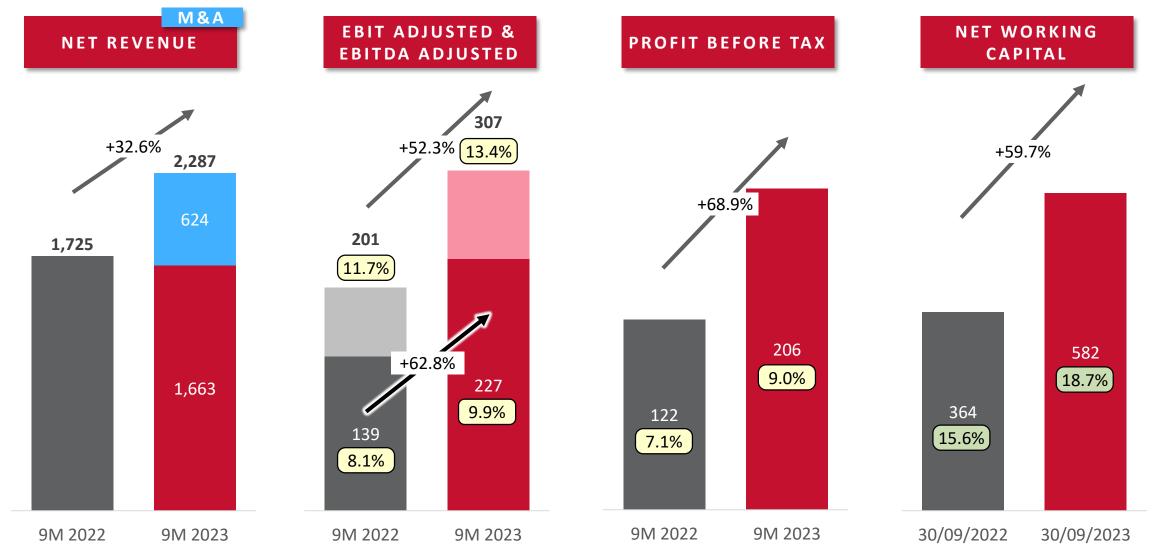
 Unused portion of committed credit lines €895M



9M 2023 FINANCIALS

€M







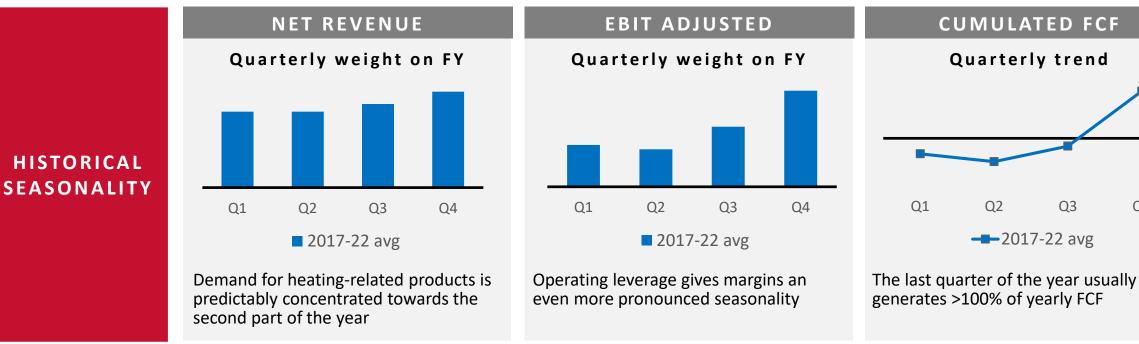
Note: Adjustments for non-recurring events or transactions, restructuring or employment termination agreements, other events not representative of normal business operations.

% of 9M net revenue % of pro-forma L12M net revenue

BUSINESS SEASONALITY



Q4





- Flattened seasonality in 2023 compared to historical performance, still expecting slightly higher revenue in Q4
- Strong EBIT Adjusted % YTD & expected to further increase in Q4
- Positive FCF in Q3 with generation concentrated in Q4





5. OUTLOOK FOR 2023 AND MIDTERM GUIDANCE





UPDATED OUTLOOK FOR 2023

TOP LINE

- Overall growth around +30%
- Stronger contribution from Wolf-Brink
- Organic ca. -3% driven by continued weaknesses (mainly Italy), additional ca. -2% FX

PROFITABILITY

• Expected range of EBIT Adjusted margin: 10% to 10.8%

CASH FLOW

- Generation will be concentrated in Q4
- End of year normalization of NWC
- Investing for the future (CapEx 4+% on net revenue)

M&A

- Wolf-Brink integration well on track, synergies above initial expectations
- Continued scouting and pursuit of M&A options in our space, in different sizes and geographies



MID-TERM GUIDANCE

Over the cycle:

- Mid-single-digit organic growth (assuming neutral FX)
- EBIT-Adjusted margin > 10%

PLUS M&A





APPENDIX







KEY COMMENTS

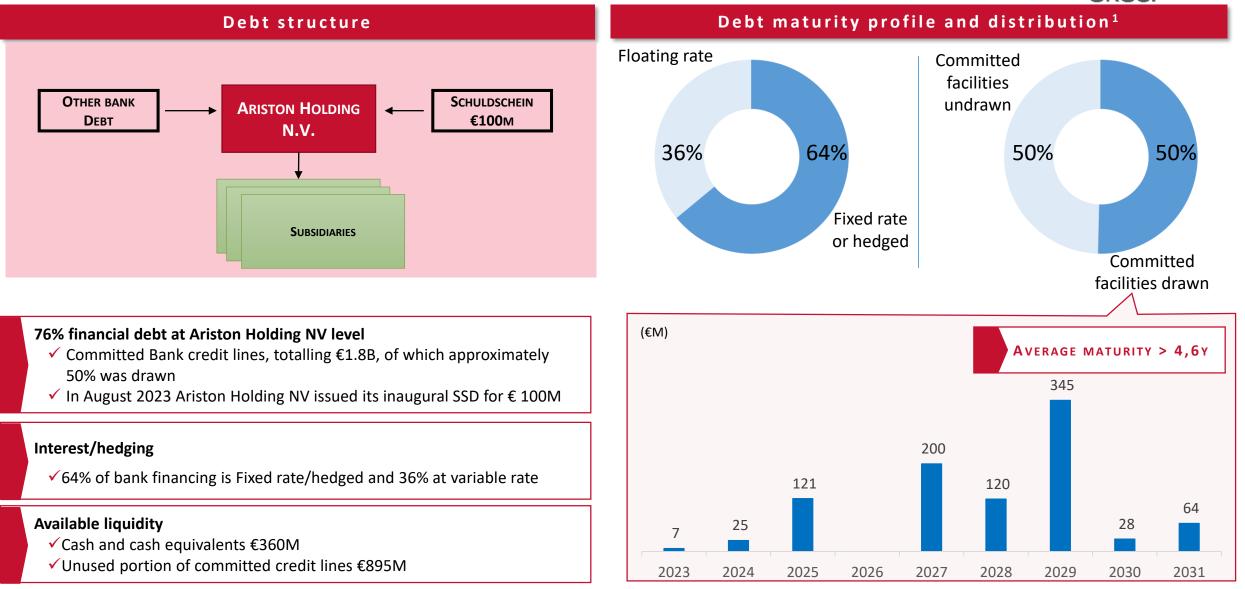
 Financial investment activities included the cash outflow for the business acquisition and the Call options. The delta between 2022 and 2021 on Financial investment activities was due to the acquisition of the Chromagen group and the Put & Call execution to acquire the minority of HTP (now named Ariston Thermo USA LLC).

 Cash absorption in Other activities in 2022 mainly includes: €-46.4M in dividends, €-12.5M for the buy-back of treasury shares and €-11.3M in financial and FX charges

Cash Flows (€ million)	2022	2021
Net Financial Indebtedness adjusted at the beginning of the period	184.8	-143.6
EBITDA	283.5	246.9
Taxes paid	-35.4	-39.5
Provisions and other changes from operating activities	-1.4	-3.5
Changes in net operating working capital	-115.8	-13.2
Cash flows from Operating activities	130.9	190.7
Capital expenditure	-78.6	-78.1
IFRS 16 leasing payment	-23.1	-22.2
Other changes	34.1	-2.0
Free Cash flow	63.4	88.3
Cash flows from Financial investments activities	-77.2	-8.1
Cash flows from Other activities	-72.1	248.2
Total Net Cash flow	-86.0	328.5
Net Financial Indebtedness adjusted at the end of the period (*)	98.9	184.8

DEBT PROFILE AND MATURITY DISTRIBUTION (AS OF 30 SEPTEMBER 2023)







Disclaimer

This document contains forward-looking statements that relate to future events and future operating, economic and financial results of Ariston Group. By their nature, forward-looking statements involve risk and uncertainty because they depend on the occurrence of future events and circumstances. Actual results may differ materially from those reflected in forward-looking statements due to a variety of factors, most of which are outside of the Group's control, including the direct and indirect consequences resulting from the ongoing developments in Ukraine and Russia.

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