

**PRESENTATION VOSSLOH  
MONTEGA HIT**

**AUGUST 22, 2024, HAMBURG**



# GLOBAL MEGATRENDS BOOST THE RAILROADS



## Urbanization

Today, about 55 percent of people live in cities. By 2050, this share is expected to rise to 68 percent, which will lead to an increase in local transport volumes.



## Globalization

International trade flows will continue to increase despite current developments. This requires efficient transport systems.



## Population growth

The global population will grow to more than 11 billion by the end of the century. This will lead to a higher demand for transportation of people and goods.



## Sustainability

Rail is the mass transport mode with the best CO<sub>2</sub> footprint and thus a key driver of green mobility.



## Digitalization

Digitalization including IoT, AI, Big Data & Data Analytics is a process of change for society, but will also lead to significant changes in the rail industry.

**Sustained higher traffic volumes can best be served sustainably by the environmentally friendly mode of rail transport!**

# RAIL INVESTMENT PROGRAMS WORLDWIDE

MANY COUNTRIES HAVE RECOGNIZED THIS AND ARE COUNTERACTING



**USA**

**€1 trillion**

"Biden Infrastructure Plan"

/ **€60 billion** for the Modernization of long-distance passenger transport

/ **€82 billion** for public transit traffic



**Germany**

**~€86 billion**

"Starke Schiene" & „Leistungs- und Finanzierungsvereinbarung" III

**~€4 billion**

"Digital rail" including interlocking technology/ETCS

**~€30 billion**

additional for maintenance and expansion of the rail network in the coming years



**Italy**

**€25 billion**

EU Recovery and Resilience Facility

**€1.5 billion**

"Complementary Fund"



**China**

**+50.000 km**

Expansion of the entire rail network

**+30,400 km**

Expansion of high-speed lines



**Egypt**

**~€46 billion**

"Egypt Vision 2030"



**Turkey**

**+6,000 km**

Expansion of the entire rail network

**+4,300 km**

Expansion of high-speed lines



**Australia**

**€66 billion**

Infrastructure Investment Plan

**€8 billion**

Inland Rail Project

# UNIQUE FOCUS ON THE RAIL TRACK WORLDWIDE

VOSSLOH CONNECTING THE REAL AND THE DIGITAL WORLD IN RAIL INFRASTRUCTURE



## We are **manufacturer**

- ✓ Comprehensive hardware portfolio covering all applications
- ✓ Technology leadership, engineering expertise and global customer presence
- ✓ Systemic understanding of the rail track



## We are **maintainers**

- ✓ Broad portfolio of track supply (welding and logistics) and maintenance services
- ✓ Both corrective and preventive services including unique HSG technology.



## We are **digital**

- ✓ Smart offerings for condition-based and perspective predictive maintenance
- ✓ Tailored maintenance solutions combined with digital expertise in all aspects of the rail track system

# THE VOSSLOH GROUP 2023



**€1.214 billion**  
Sales revenues



**100+**  
Countries with Vossloh  
products and services



**€98.5 million**  
EBIT



around **€863 million**  
Market capitalization\*



**40+** production  
sites in roughly 30  
countries



around **4,000**  
Employees around the  
globe

## Identity

Technologically leading group in the rail infrastructure sector with headquarters in Werdohl. We offer our customers around the globe integrated solutions for the rail track.

## Market position

Vossloh is a world leader in rail fastener and switch systems, a leading manufacturer of concrete ties in North America and Australia, and the world's sole supplier of the innovative High Speed Grinding process.

## Shareholder structure



- Nadia Thiele; Robin Brühmüller
- Free float



\*as of end of July 2024

# THE CORPORATE STRUCTURE

## FOCUS ON THE RAIL TRACK

546.7



### Core Components

Industrially manufactured series products, in high quantities for railroad infrastructure projects

#### Business units:

Vossloh Fastening Systems  
(rail fastening systems)

Vossloh Tie Technologies  
(concrete ties)

537.4



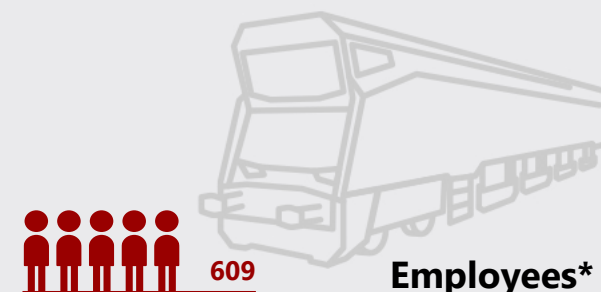
### Customized Modules

Project-specific adapted modular solutions

#### Business units:

Vossloh Switch Systems (switch systems, signaling products and systems)

163.5



### Lifecycle Solutions

Specialized services for the life cycle of rails and switches

#### Business units:

Vossloh Rail Services  
(maintenance, machining, preventive and corrective care, and welding services/rail logistics).

Sales in € million, 2023

\*Average number of employees in 2023

# CORE COMPONENTS DIVISION

## VOSSLOH FASTENING SYSTEMS



**Leading global supplier**  
of rail fastening systems



**€349.4 million**  
Sales revenues in 2023,  
of which over 90 percent  
outside Germany



**€69.8 million**  
EBIT 2023 of the  
Core Components  
division



**260,000+ km track**  
equipped with  
fastening systems of  
Vossloh

- / State-of-the-art production for rail fastening systems at Werdohl location
- / Over 50 million tension clamps per year at the main production sites in Germany, China, Poland and the USA
- / Significant increase in vertical integration (plastics, screws)

- / 85+ countries with Vossloh system, 70 percent of lines in Europe equipped with Vossloh system
- / Highly elastic, maintenance-free, for ballasted and slab tracks
- / Products protected with more than 70 patents



# CORE COMPONENTS DIVISION

VOSSLOH TIE TECHNOLOGIES

1

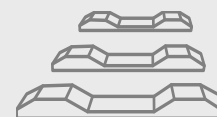
**Market leader in Australia and North America**



**€224.1 million**  
Sales revenues in 2023



**€69.8 million**  
EBIT 2023 of the Core Components division



**40+ million**  
Produced concrete ties

## Market share



70%

North America



75%

Australia

/ 10 plants in North America and Australia for concrete ties (track and switches) and level crossing systems

/ Rocla Concrete Tie, Inc. has formed the Tie Technologies business unit since 2017; 2018 acquisition of Austrak Pty Ltd.

/ High synergy with rail fastening systems in sales & development





# CUSTOMIZED MODULES DIVISION

## VOSSLÖH SWITCH SYSTEMS



**World leading manufacturer**  
around the system switches



**€537.4 million**  
Sales revenues in 2023



**€42.7 million**  
EBIT 2023



**+4.000 switches & +9.500 crossings**  
manufactured per year

- / Vossloh has been producing switches for >100 years and is among the market & technology leaders
- / Single product for the site of use for maximum safety, durability and comfort
- / Product portfolio includes, among others, signaling technology, point machines, closure devices, and track monitoring systems

- / Production of complete turnouts and components at +20 locations in +15 countries
- / Supply of switches for all applications (incl. high-speed and heavy-haul) in 80+ countries
- / Vossloh holds the speed record of 560 km/h on a switch



# LIFECYCLE SOLUTIONS DIVISION

## VOSSLÖH RAIL SERVICES



**Leading service provider for rail tracks in Europe**



**€163.5 million**  
Sales revenues in 2023



**€11.6 million**  
EBIT 2023



**The world's only supplier** of the innovative High Speed Grinding process

- Stationary welding plants for long rail preparation & logistics (complete lifecycle)
- Broad portfolio of products and services for preventive and corrective rail and switch maintenance (including high-speed grinding)
- Own machine park (largest milling fleet), own machine production

- Services currently offered in 20 countries on 3 continents
- VRS operates largest rail transport fleet in Europe with 500+ special wagons
- Provider of intelligent, condition-based maintenance
- Greatest growth potential within the Vossloh Group



# VOSSLOH IS TRUSTED BY CUSTOMERS WORLDWIDE

WE ARE PARTNERS OF ALL MAJOR NETWORK OPERATORS ON FIVE CONTINENTS

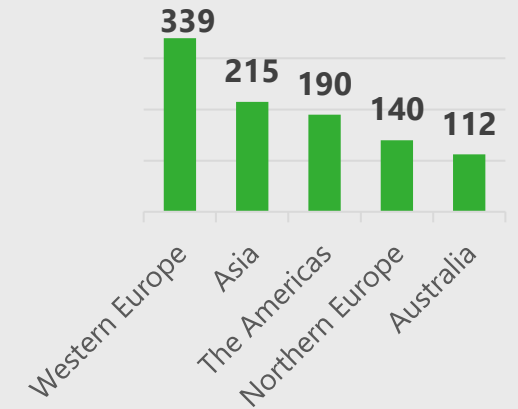
## A selection of customers we support



■ Countries in which Vossloh products are used

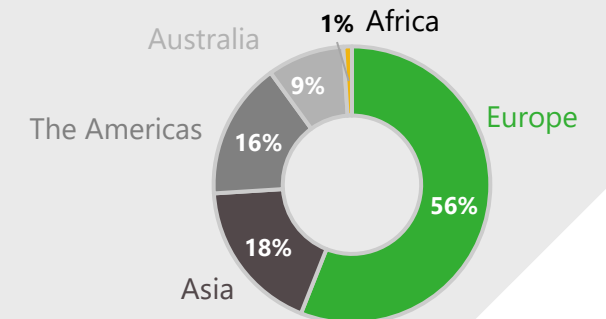
## TOP Regions Countries

(2023, Sales revenues in €million)



## Sales revenues by region

(2023)



# OUR STRATEGIC DIRECTIONS



## Strengthen product business



- / Expand or regain **cost leadership**
- / **Increase in volume** through targeted sales **activities**
- / **Expansion of the product portfolio**
- / Differentiation through **targeted innovations**



## Leading service into the digital era



- / Strengthening the **conventional service business**
- / Development and expansion of the **smart maintenance business**



## Optimize processes and structures, institutionalize sustainability



- / **Commercial excellence & increase sales efficiency**
- / Building and expanding **digital capabilities**
- / Group-wide **efficiency program**
- / **Sustainability Strategy**
- / Expand **leadership competence**

# SATEBA ACQUISITION: ENTERING THE EUROPEAN CONCRETE TIE BUSINESS IS A LOGICAL NEXT STEP IN VOSSLOH'S DEVELOPMENT

## STRUCTURAL RISK LOW

- / Vossloh has **successfully invested** into concrete tie business in North America (2017) and Australia (2018)
  - / Vossloh possesses relevant **technical and process knowhow**
  - / Vossloh knows the **European rail infrastructure markets** well (customers, projects, technology, tender mechanics etc.)
  - / Vossloh has excellent **reputation** and **customer access** in Europe
- **We know exactly what we get!**

## WHY SATEBA?

- / Sateba is one of the **leading concrete tie providers in Europe**
  - / Previously part of French Consolis Group, Sateba was carved out and **acquired by TowerBrook Capital (TCP) in 2021**
  - / Sateba has **excellent reputation** and brings more than **100 years** of relevant experience to the table
  - / Sateba has been a trustworthy and important **business partner** for Vossloh since many years
  - / Well **established relationship** on all levels in place
  - / **High cultural fit** when it comes to focus on value creation, customer focus and leadership
  - / Sateba is **regionally well diversified** and **technologically well positioned**
  - / Sateba has been **growing significantly** under TCP ownership and operates in an **efficient** and **profitable** way
- Sateba is the **ideal target** to enter the concrete tie business in Europe

# SATEBA AT A GLANCE: A GROUP WELL POSITIONED TO GROW AND SUPPORT SHIFT TO RAIL IN EUROPE

## Product Portfolio

### RAIL TIES & BEARERS

- / Monoblock ties
- / Twinblock ties
- / Bearers
- / Specific products (e.g., high attenuation ties)

### RAIL ADJACENT PRODUCTS

- / Catenary poles foundations
- / Level crossings
- / Fastening systems (France)
- / Platforms Connected objects
- / **Infra Projects:**  
Arches & tunnel segments

## Key Statistics

~€340m

FY24E Revenue

10

Countries

1,120

FTEs  
(end of FY2023)

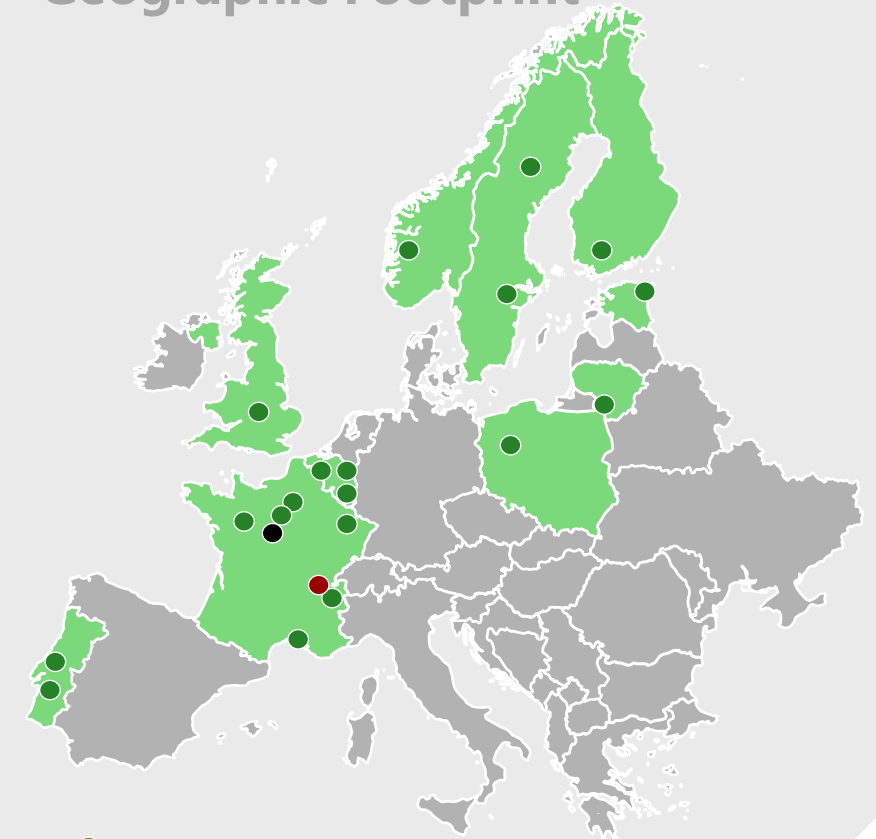
19

Manufacturing  
Plants

4m

Tie  
Capacity p.a.

## Geographic Footprint



● MANUFACTURING FACILITY

● R&D CENTER

● HEADQUARTER

# SATEBA ACQUISITION: TRANSACTION CORNERSTONES

## KEY FINANCIAL INFORMATION

- / Enterprise value at **€450 million**<sup>1</sup> to be paid in cash
- / Implied **EBITDA 2025 multiple** between **7 and 8** expected
- / Transaction **supports long-term target** to generate double-digit EBIT-margin in the Vossloh Group
- / Noticeably **positive impact on EPS**

## FINANCING ARRANGEMENTS

- / Transaction financed with a **bridge loan along with a long-term loan** from a consortium of Vossloh's existing lenders
- / Vossloh intends to refinance the bridge loan predominantly **with long-term debt**; subject to suitable market conditions, Vossloh also considers **an equity increase** without subscription rights (ABB). The **majority shareholder supports the transaction** and intends to participate in the potential capital increase at least in proportion to its current shareholding
- / Vossloh targets net leverage **significantly below 2.75x**

## TIMING/ NEXT STEPS

- / Closing is subject to **merger control approvals** in several countries
- / **FDI approval** to be obtained in France
- / **Closing expected in spring 2025**

<sup>1</sup> The purchase price includes the completion of an ongoing acquisition by Sateba in the order of €25 million.

# WE TAKE RESPONSIBILITY

LONG-TERM SUCCESS REQUIRES BALANCING ECONOMIC, SOCIAL AND ENVIRONMENTAL INTERESTS



## Sustainability as a corporate value

- / **enabling green mobility** as a leitmotif
- / Central component of the Group strategy
- / Positive contribution and **sustainable business model** as a goal



## Positive view of stakeholders

- / Increasing importance of ESG criteria in **customer tenders**
- / **Employees** demand purpose & positive contribution
- / **Top ratings from renowned ESG agencies**  
ISS ESG (Prime, Top 10 %), MSCI ESG (AA) (Top 30 %),  
Ecovadis (Silver, Top 7 %)



## Group-wide sustainability strategy

- / **Sustainability Commitment of the Executive Board**
- / Focus topics defined and **group-wide sustainability targets** adopted
- / Global sustainability organization



## Sustainability in facts & figures

- / **CO<sub>2</sub> intensity reduced by 18.7 percent** (compared to 2022), and around **46 percent lower** than in 2017
- / **100 percent of sales revenues taxonomy-eligible** and **63 percent of sales revenues taxonomy-aligned, leading in Germany**
- / Member of the UN Global Compact

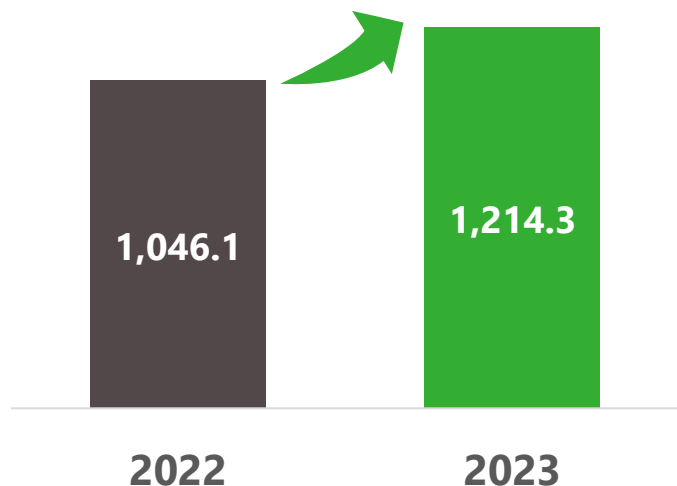


▶ **HIGHLIGHTS 2023**

# VOSSLOH GROUP: HIGHLIGHTS 2023

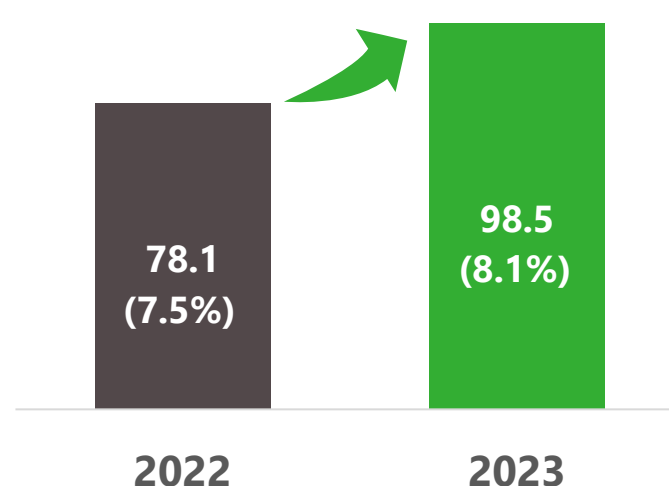
VOSSLOH AGAIN ACHIEVES STRONG SALES REVENUES AND EARNINGS GROWTH, FREE CASH FLOW SIGNIFICANTLY IMPROVED

## Sales revenues (in € million)



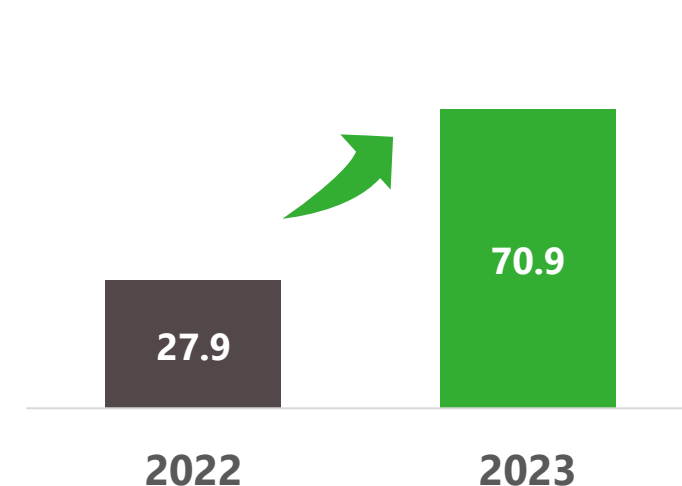
- / Sales revenues rise by 16.1% to new all-time high in rail infrastructure
- / All divisions with significant sales growth
- / Well above the original guidance range (€1.05 billion to €1.15 billion) and at the upper end of the most recently raised corridor (€1.175 billion to €1.225 billion)

## EBIT (in € million) / EBIT margin



- / EBIT increases significantly by 26.2%
- / Well above the original guidance range (€79 million to €88 million) and at the upper end of the most recently raised corridor (€94 million to €100 million)
- / Return on capital employed (ROCE) in the double-digit range at 10.5%

## Free cash flow (in € million)

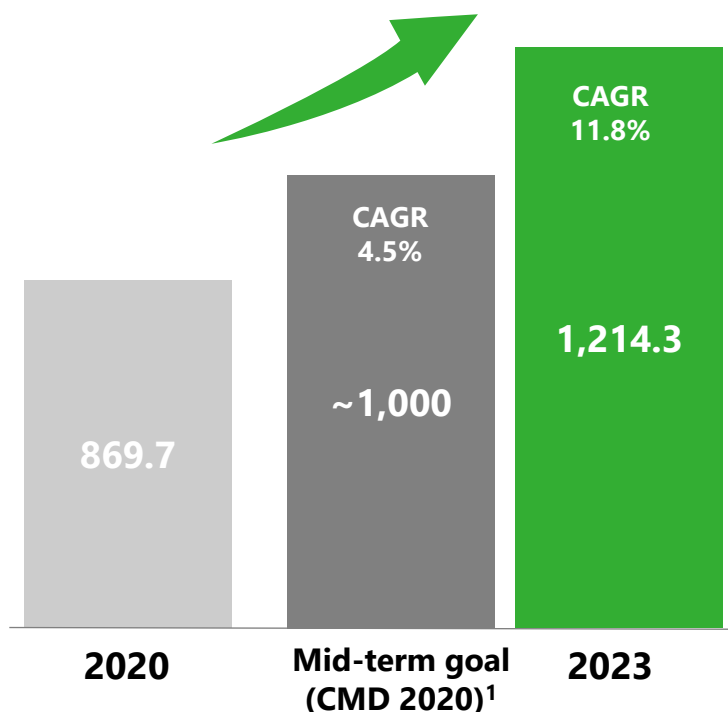


- / Free cash flow increases significantly by €43.0 million
- / Higher earnings key driver for sustainably higher free cash flows
- / In addition, first successes of the **group-wide Cash4Growth initiative**, which aims to achieve a sustainable reduction in working capital
- / Dividend proposal increased to €1.05 per share (prior year: €1.00) due to positive business performance

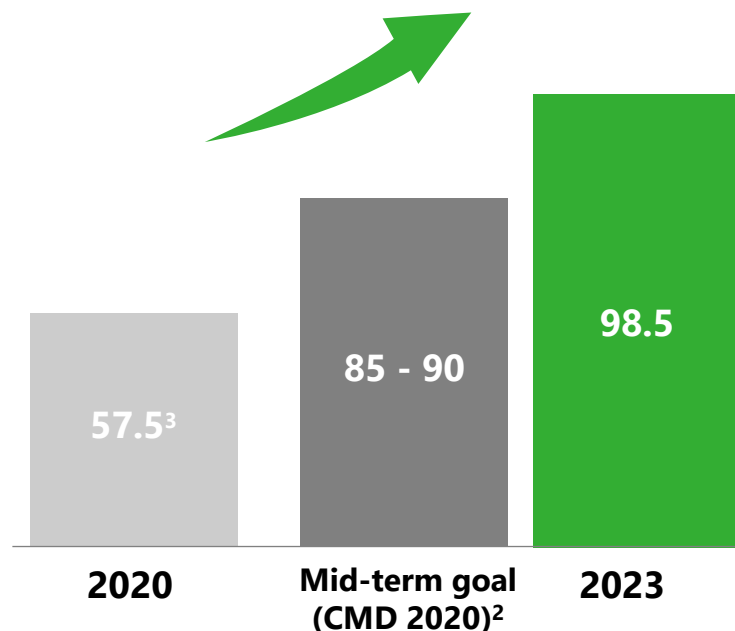
# VOSSLOH GROUP

STRATEGY REVIEW: MID-TERM TARGETS FOR SALES REVENUES AND ABSOLUTE EBIT CLEARLY EXCEEDED DESPITE DIFFICULT CONDITIONS

## SALES REVENUES (in € million)



## EBIT (in € million)



## NOTES

- ✓ Targeted annual sales growth (2020 to 2023) of 4%-5% significantly exceeded at over 10%
- ✓ Absolute EBIT 2023 significantly higher than estimated at the time; implementation of strategy extremely successful; operating EBIT increased by more than €40 million, operating EBITDA by more than €50 million compared to 2020
- ✓ Performance all the more remarkable in view of the numerous global crises in recent years

<sup>1</sup> The CAGR of 4.5% corresponds to the mean value of the communicated mid-term sales growth target of 4% to 5% p.a. by the end of 2020.

<sup>2</sup> Absolute EBIT is based on the mid-term margin target communicated at the end of 2020.

<sup>3</sup> Reported EBIT 2020 adjusted for the effect of the transitional consolidation of a company in the Fastening Systems business unit.

▶ **FINANCIAL OVERVIEW Q2/2024**

# VOSSLOH GROUP

PROFITABILITY IMPROVED, EARNINGS PER SHARE INCREASED SIGNIFICANTLY IN THE FIRST HALF OF THE YEAR

## KEY GROUP INDICATORS

1-6/2023 1-6/2024

		1-6/2023	1-6/2024
Sales revenues	€ mill.	600.6	560.9
EBITDA / EBITDA margin	€ mill. / %	78.5 / 13.1	75.4 / 13.4
EBIT / EBIT margin	€ mill. / %	49.3 / 8.2	49.5 / 8.8
Net income	€ mill.	29.4	40.1
Earnings per share	€	1.15	1.96
Free cash flow	€ mill.	37.5	(4.7)
Capital expenditure	€ mill.	21.6	25.5
Value added	€ mill.	9.3	3.6

## NOTES

**Sales revenues** below the previous year's record level as expected; decline in Core Components and Customized Modules, Lifecycle Solutions again with significant sales growth

**EBIT** slightly above previous year despite lower sales revenues and higher consulting costs; **EBIT margin** accordingly above previous year and again in the double-digit range in the second quarter

**Net income** up €10.7 million on the previous year; considerable increase due to significantly lower tax and interest expenses, tax rate favored by capitalization of tax loss carryforwards in the domestic tax group; **Earnings per share** also increased significantly and were 81 cents higher than in the previous year

**Free cash flow** positive in the second quarter of 2024, but still significantly below the previous year's figure after six months; significantly positive free cash flow expected in the second half of 2024

**Capital expenditure** noticeably above previous year's level, increase in Lifecycle Solutions and Customized Modules

**Value added** positive thanks to strong EBIT development; below previous year due to higher weighted average cost of capital (9.5 percent vs. 8.5 percent in previous year) and higher average capital employed

# VOSSLOH GROUP

EQUITY AND EQUITY RATIO INCREASED NOTICEABLY

KEY GROUP INDICATORS		1-6/2023	2023	1-6/2024
		6/30/23	12/31/23	6/30/24
Equity	€ mill.	625.6	638.5	660.3
Equity ratio	%	43.9	45.8	47.3
Average working capital	€ mill.	215.3	209.4	220.3
Average working capital intensity	%	17.9	17.2	19.6
Closing working capital	€ mill.	194.2	193.1	219.6
Average capital employed	€ mill.	940.8	937.2	966.3
Closing capital employed	€ mill.	914.3	939.2	969.1
Net financial debt (excl. leasing)	€ mill.	197.4	182.9	210.8
Net financial debt	€ mill.	234.7	219.5	247.0

## NOTES

**Equity** increased noticeably compared to the end of H1/2023 as a result of the positive Net income; already high **Equity ratio** increased again by 3.4 percentage points

**Closing working capital** is noticeably higher than the previous year's figure as of June 30; **Average working capital intensity** increased by 1.7 percentage points compared to the first half of 2023, also due to lower sales revenues

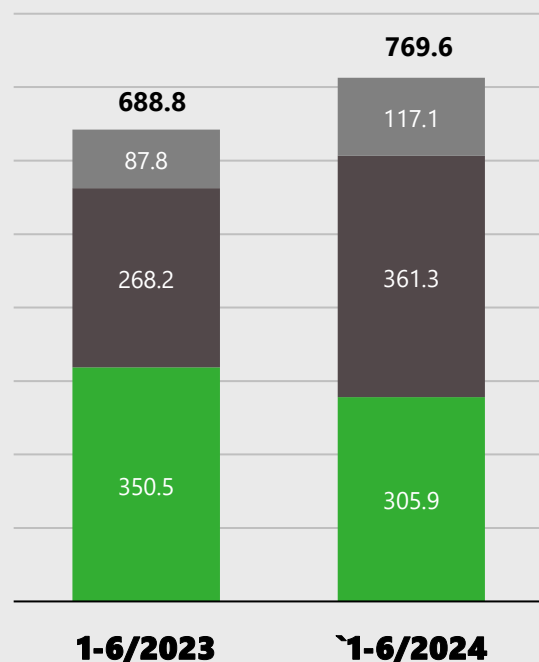
**Closing capital employed** increased noticeably compared to the reporting date in the same period of the previous year; attributable to both an increase in fixed assets and working capital

**Net financial debt** including lease liabilities increased by €12.3 million compared to the end of H1/2023, noticeable decrease in net financial debt from operating activities expected by the end of 2024

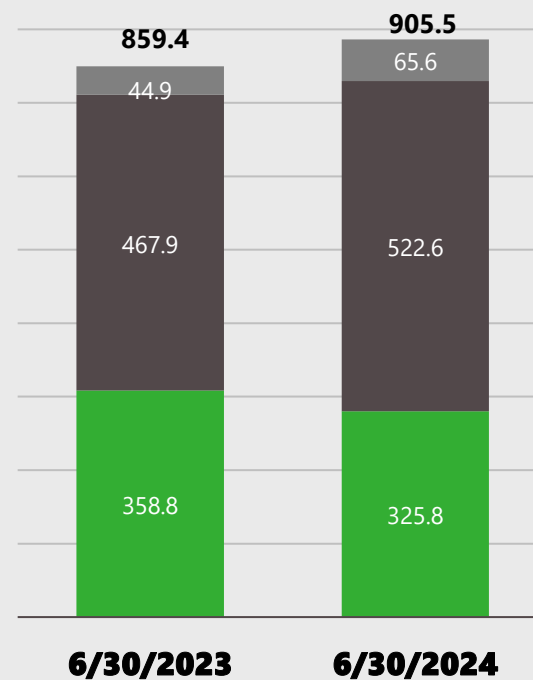
# VOSSLOH GROUP

HIGH MARKET DEMAND LEADS TO NEW RECORD FIGURES - BOOK-TO-BILL AT 1.37

## ORDERS RECEIVED (in € mill.)



## ORDER BACKLOG (in € mill.)



## NOTES

**Orders received** in the first half of 2024 reach new high and are 11.7 percent higher than the already high prior-year figure; in H1/2024, Vossloh achieved higher orders intake in Algeria (CM), Sweden (LS, CM), the Middle East, Canada and Italy (CM in each case) and Turkey (CM, VFS) in particular

**Order backlog** up 5.4 percent on the previous year; Customized Modules with significant increase year-on-year, mainly in Sweden, Luxembourg and the UK higher than in the previous year; the previous year's figure also includes around €34 million in order backlog from the Signaling Systems activities sold at the beginning of March; Lifecycle Solutions also noticeably up on the previous year, mainly in Germany; Core Components down on the previous year, higher order backlog at Vossloh Fastening Systems more than offset by significantly lower order backlog at Vossloh Tie Technologies, especially in Mexico and Australia

■ Core Components   ■ Customized Modules   ■ Lifecycle Solutions

# VOSSLOH GROUP: OUTLOOK

VOSSLOH EXPECTS NOTICEABLE INCREASE IN EARNINGS IN 2024

## Sales revenues

**2023: €1.21 billion**

**Outlook 2024: €1.16 billion to €1.26 billion**

/ Despite the expiry of some major projects for new lines, mainly in Mexico and Serbia, which contributed to exceptionally strong sales growth in 2023, Vossloh expects sales in 2024 - based on the mean value of the sales guidance - to be roughly on a par with the previous year based on overall positive market demand.

## Value added

**2023: €18.9 million**

**Outlook 2024: €7.5 million to €22.5 million**

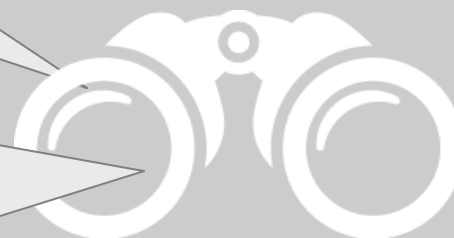
/ The weighted average cost of capital before taxes (WACC) relevant for internal management will be raised to 9.5% in the 2024 financial year (2023: 8.5%) as a result of the general interest rate trend.

## EBIT

**2023: €98.5 million**

**Outlook 2024: €100 million to €115 million**

/ A further increase in EBIT is forecast for the 2024 financial year. The expected growth is attributable to the Customized Modules and Lifecycle Solutions divisions. Based on the mean value of the sales guidance, the forecast corridor for the EBIT margin is between 8.3% and 9.5% (2023: 8.1%).







**Q&A**

**THANK YOU FOR YOUR  
ATTENTION!**