



### Disclaimer

This document is for information only and does not constitute an offer to sell, exchange or buy, or an invitation to make offers to buy, securities issued by any of the companies mentioned. This financial information has been prepared in accordance with International Financial Reporting Standards (IFRS), however, not being audited information is not definitive information and may be modified in the future.

No representation or warranty is given by Fluidra S.A. as to the accuracy, completeness or fairness or any information contained in this document and nothing in this report should be relied upon as a promise or representation as to the past, current situation or future of the company and its group

The information contained in this document may contain statements regarding intentions, expectations or future prospects. All statements, other than those based on historical fact are forward-looking statements, including, without limitation, those regarding our financial position, business strategy, management plans and objectives for future operations. Such forward-looking statements are affected, as such, by risks and uncertainties that could cause what happens in reality does not correspond with them.

These risks include, among others, seasonal fluctuations that may change demand, industry competition, economic conditions and legal restrictions on free trade and / or political instability in the markets where the Group Fluidra is present or in those countries where the Group's products are manufactured or distributed. Fluidra Group makes no commitment to issue updates or revisions concerning the forward-looking statements included in this financial information, expectations or in events, conditions or circumstances on which underlying these forward-looking statements.

In any case, Fluidra Group provides information on these and other factors that may affect forward-looking statements, business and financial results of the Company, in documents filed with the Comisión Nacional del Mercado de Valores of Spain. We invite all interested persons or entities to consult those documents.



## **Table of Contents**

- Fluidra at a glance
- 2. Shareholder Structure
- **Business Model**
- Financial Performance
- 5. Strategy and 2012 Investment Highlights

1 Fluidra at a glance



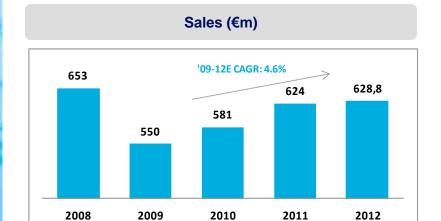
# Fluidra at a Glance

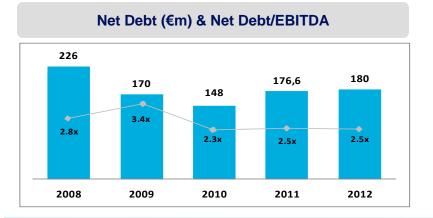
9		FY2011	FY2012	Guidance 2013E				
	Strong Financial Performance	€624.0m Rev. (+7.4%) €70.2m EBITDA (+8.1%) €174.2m Net Debt (+18.0%)	,	€74 - 76m EBITDA				
	Business	<ul> <li>International leader in distribution of solutions for Pool, Water Treatment, Irrigation and Fluid Handling</li> <li>Vertically integrated for Pool, Water Treatment and Fluid Handling</li> </ul>						
3	International footprint	<ul> <li>Products sold in 170 countries</li> <li>Direct presence in 41 countries through 125 branches</li> <li>80% of revenues generated outside of Spain and 31% outside Europe</li> </ul>						
	Customers & products	<ul> <li>Over 39,000 clients worldwide</li> <li>Over 20,000 product references</li> </ul>						
	Stock information	<ul> <li>Listed in the Spanish Stock Exchange</li> <li>BOD: 4 founding families 49.9%, Banc Sabadell 9.7%, Criteria CaixaBank 8.0%</li> <li>Free float: 32.4%</li> </ul>						

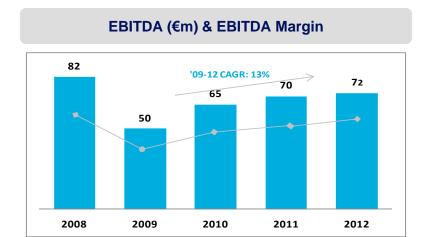


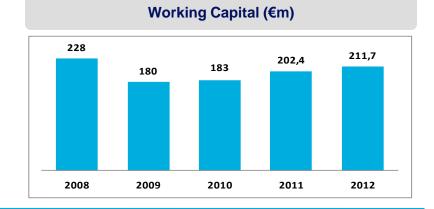
### **Summary Financials**

- Improving efficiency
  - Centralization of distribution and commercial platforms, as well as manufacturing facilities
  - Consolidation of manufacturing plants
- Improvement in top line performance and significant EBITDA uplift









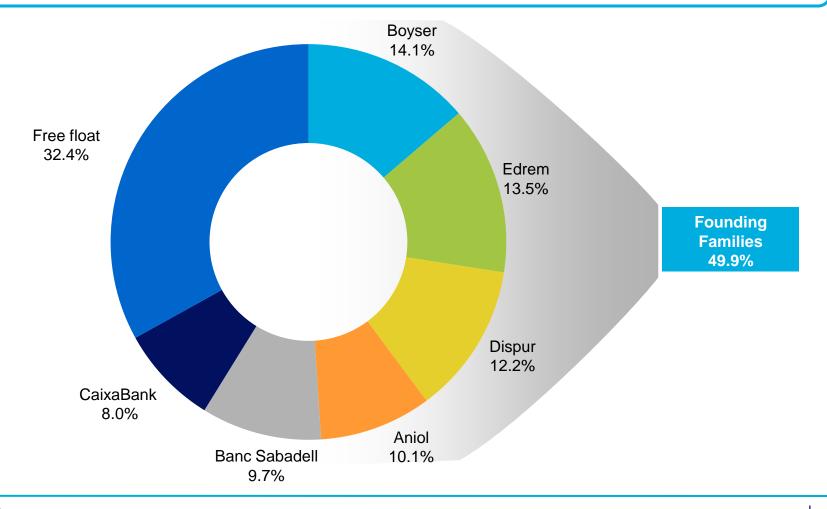


Shareholder Structure



### **Shareholder Structure**

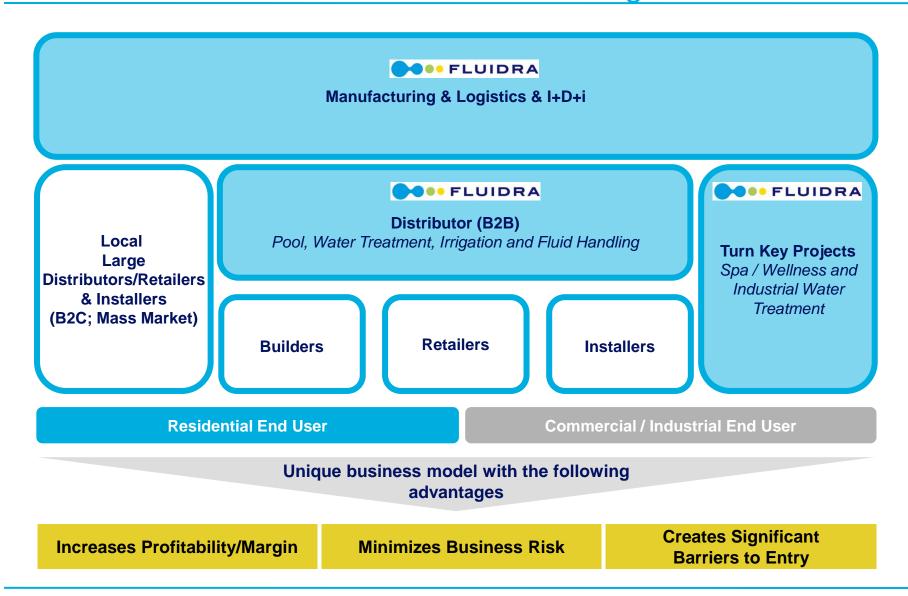
The renewal of the shareholders' agreement by the founding families and Banc Sabadell reflects their confidence in Fluidra's growth strategy and in its future projects







### Fluidra in the Business Value Chain: an integrated model





### Overview of Divisions and Business Units

**Divisions** (aggregated figures)

SWE South West Europe

€308M

(36%)

NEEMEA North/East Europe Middle East Africa

AAP
America
Asia Pacific

Industrial
Fluidra Production
Facilities

€1 (1

€110M (13%) €138M *(16%)*  €298M (35%)

Revenues €628.8M

FY 2012

€427M (68%)



 Design, production and distribution of all components for residential or commercial pools and wellness centers

**Water Treatment** 

**Pool - Wellness** 

€105M (17%)



Solutions for water treatment in domestic and industrial applications

Irrigation

€35M (6%)



 Complete and efficient irrigation systems, for agricultural and landscaping applications

Fluid Handling

€62M (10%)



 Design, manufacturing and distribution of parts to carry water or other liquids in industrial, irrigation and pool applications

**Business Units** (consolidated figures)

## **Distribution Network**





## **Manufacturing Facilities**

### Facilities located mainly in Europe and some in US, China and Australia



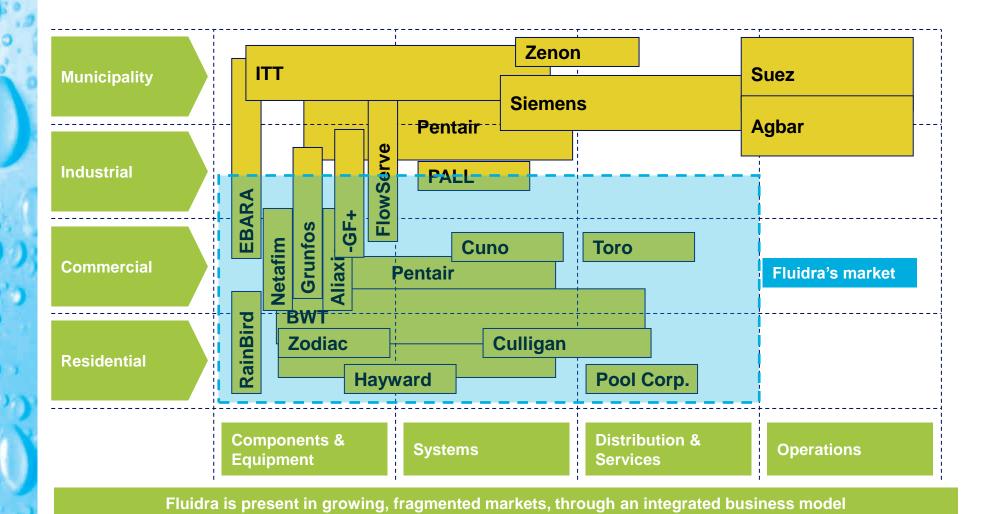


## Internationally recognized leadership

**Country Market Share (%)** Other Fluidra 65% 57% 55% 38% 35% 31% 27% Spain Portugal France UK Italy Middle East Australia Market **Position** #1 #1 #1



### Fluidra's Positioning in the Water Business







4 Financial Performance



### 2012 Results – Consolidated Profit and Loss Account

	December FY2011		December FY2012					
	€M	% sales	€M	% sales	Evol.12/11			
Sales	624,0	100,0%	628,8	100,0%	0,8%			
Gross Margin	312,4	50,1%	313,6	49,9%	0,4%			
Opex before Dep.& Amort.	237,2	38,0%	235,8	37,5%	-0,6%			
Provisions for bad debt	5,1	0,8%	5,7	0,9%	11,8%			
EBITDA	70,2	11,2%	72,2	11,5%	2,9%			
EBIT Normalized	36,8	5,9%	37,9	6,0%	2,8%	**	26,0	•EBIT reported
Net Financial Expense Normalized	-13,2	-2,1%	-12,2	-1,9%	-7,8%	**	-0,7	•Net Financ. Exp reported
Severance Expenses	2,0	0,3%	4,4	0,7%	120,4%			
PBT	21,6	3,5%	20,8	3,3%	-3,8%			
Net Income	15,1	2,4%	14,5	2,3%	-3,8%			

- Sales at the Fluidra Group advanced nearly 1% in the year thanks to the incorporation of Fluidra Youli in the fourth guarter and international growth offsetting declines in Southern Europe. Organic sales declined 0.7%.
- In order to present a comparable evolution some lines of the P&L have been normalized:
  - EBIT: Euro 11.9 M impairment of goodwill.
  - Net Financial Income: Euro 11.5 M of financial income due to Aqua contract modification and write-off of fees associated with the signing of the syndicated loan.
- EBITDA growth does not translate into a Net Income increase due to restructuring charges to reorganize South of Europe.



## 2012 Results - Sales by Geographical Area

		as			
€M	2011	% sales	2012	% sales	Chg. 12/11
Spain	141,2	22,6%	130,7	20,8%	-7,5%
Southern Europe -	211,6	33,9%	200,4	31,9%	-5,3%
Rest Northeastern Europe	87,2	14,0%	85,0	13,5%	-2,5%
Eastern Europe	29,4	4,7%	30,5	4,8%	3,7%
Asia & Australia	92,9	14,9%	117,7	18,7%	26,6%
ROW	61,8	9,9%	64,5	10,3%	4,4%
TOTAL	624,0	100,0%	628,8	100,0%	0,8%



<sup>•</sup> Duality of the markets where Fluidra operates: on the one hand Southern and Central Europe, markets where the overall macroeconomic situation has brought a decline in sales. On the other hand are markets such as **Eastern Europe**, Asia, Australia and America, where sales have increased and where the Group is investing. In Asia & Australia, the contribution of Youli since October is Euro 5.6M, therefore, organic growth in the region would be 20.6%.

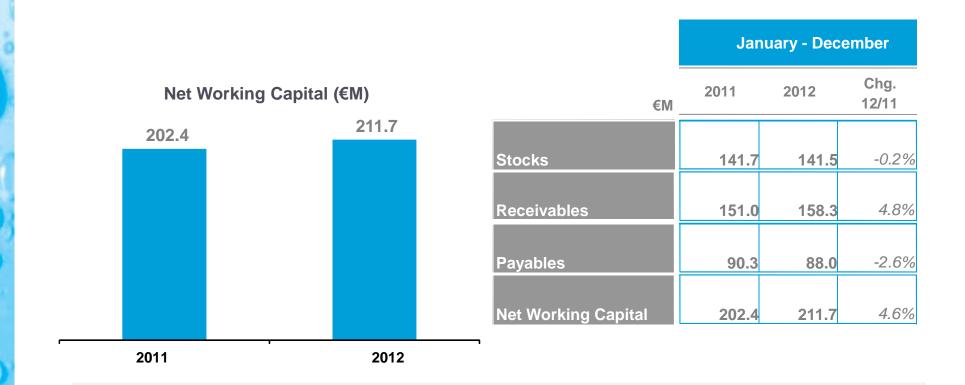
## 2012 Results – Sales by Business Unit

		Sales by Business Unit					
€M	2011	% sales	2012	% sales	Evolution 12/11		
Pool	430,1	68,9%	426,9	67,9%	-0,8%		
- Private	363,7	58,3%	365,6	58,1%	0,5%		
- Commercial	66,4	10,6%	61,3	9,8%	-7,7%		
Water Treatment	105,2	16,9%	104,5	16,6%	-0,7%		
Irrigation	36,5	5,9%	35,0	5,6%	-4,2%		
Fluid Handling	52,2	8,4%	62,4	9,9%	19,6%		
TOTAL	624,0	100,0%	628,8	100,0%	0,8%		

- Pool unit, even the declining in Commercial Pool in Southern Europe, remain practically unchanged from 2011 thanks to the sound results from the Private Pool business in international markets.
- The Water Treatment and Irrigation units have been affected by the macroeconomic situation as the majority of its sales are in Southern Europe.
- The incorporation of Youli helped increase sales 19.6% at the **Fluid Handling** business. Stripping out this contribution, this business unit increased 8.9%, due to efforts in diversification at international level.



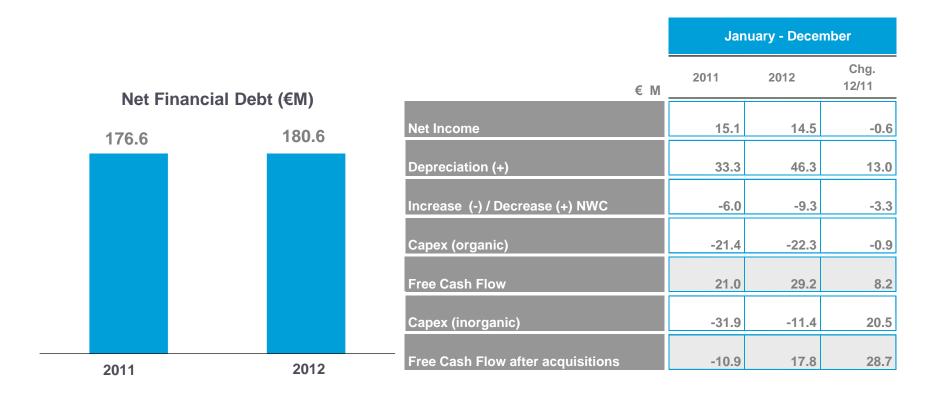
## 2012 Results - Net Working Capital



<sup>•</sup> The evolution in **Net Working Capital** is due to the increase in Group receivables owing to the 8.9% increase in sales in 4Q2012.



### 2012 Results – Net Financial Debt and Free Cash Flow

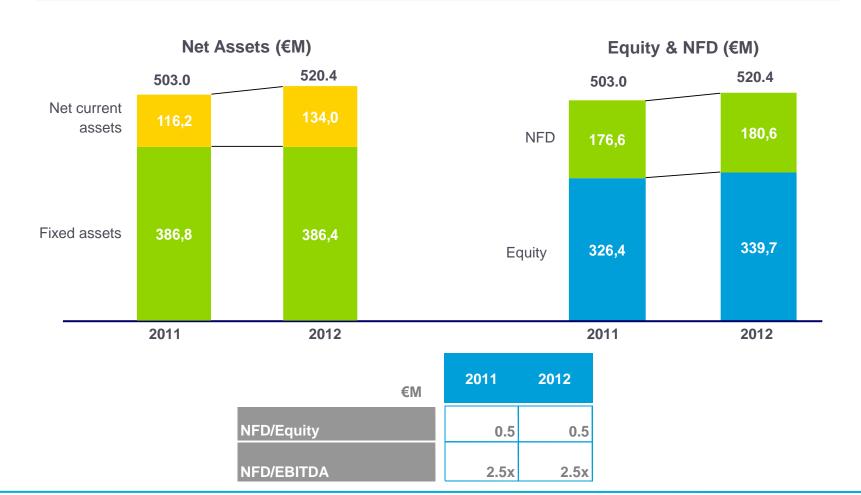


• Free Cash Flow improves 28.7 M due to lower capex for acquisitions. 2012 inorganic Capex includes, mainly, the payment of the first earn-out of Aqua.



### 2012 Results-Balance Sheet Evolution

• The Group's Balance Sheet is sound, allowing us to continue to develop our diversification and internationalization expansion plans.

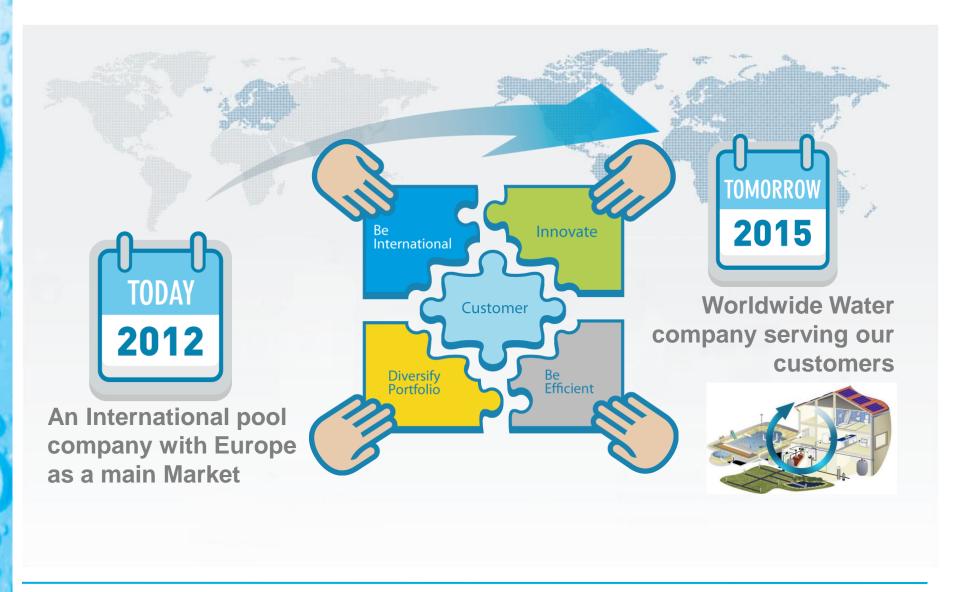




Strategy and 2012 Investment Highlights



## Strategy





# Strategy guidelines

	1 Int	ternational leadership	• Focus on emerging markets, both organic and through acquisitions
	2 Tu	rn Key Projects	Build global capabilities
Pool	3 Pro	oduct Innovation	• Expand product range for the park driven by sustainability criteria
A	4 Le	verage pool distribution network	<ul> <li>Increase penetration of irrigation, domestic WT and fluid handling</li> <li>Develop channels based on current structure</li> </ul>
	Be Flu	come a player in Industrial uid Handling in Asia	Acquisition strategy focused on China, building on solid position in Europe
Other Business Units	6 De bus	velop Industrial Water Treatment siness model	<ul> <li>Specialization in middle size plants</li> <li>Organic and inorganic growth</li> </ul>
	1 Im	prove margins d cash flow generation	• Implementation of Lean Program
Operations	8 Op	erational Excellence	<ul><li>Implementation of IT strategy</li><li>Develop global organization</li></ul>



### International Leadership

# 5 New

**Branches** 

- Indonesia: Fluidra has opened a new branch in Jakarta through the acquisitions of Dunian Renang, local trade mark and the second company in this market with a total market share of 20% and € 3M of annual revenues.
- Jordan: Fluidra has opened a new branch in Amman. With this branch, the Group expands in Middle East, where it is already present in countries as Egypt, United Arab Emirates, Israel and Turkey, where the efficiency managing water resources is crucial. Fluidra Jordan will operate the four business units: water treatment, fluid handling, irrigation and pool / Spa Wellness.
- Romania and Montenegro: Fluidra has opened two new branches more in the area of Poland, Czech Republic, Serbia and Bulgaria, strategic area to Fluidra, that represents the 4,7% of the total Group sales. With this new branches, Fluidra is present in 41 countries and distributes products in more than 170 countries.
- Colombia: Fluidra has opened a branch office in Colombia, where growth is expected initially in the Swimming Pools segment, thanks to the growing middle class, and thereafter in the Fluids Handling business given its industrial development. Moreover, the country's climate and longstanding popularity as a tourist destination underpins our growth potential in this region.







### **International Leadership**

### Veico -**Brasil**

- Fluidra acquired VEICO, company that makes accessories for pools in the Brazilian state of Santa Caterina.
- Veico has a turnover of more than Euro 3M and industrial facilities of 1,500 square meters.
- Veico gives us manufacturing capabilities in a country where the construction of new pools has increased over 10% in recent years, with a park estimated of 1.4 million units
- The estimated market size is about Euro 200M.
- The total investment represents a multiple of 4.0x EBITDA 2012.









### Turn Key Projects

### Cartoon **Network Amazone**

- Cartoon Network Amazone project, the first international thematic park of Thailand. Based on Bang Saray, near Pataya.
- Project of 2.5 million Euros to provide and execute hydraulic works and fluid handling in the hole area of 55.000 m2. The park will open in 2013 and will be visited by more than 800.000 visitors the first year.
- Aquatic high speed water rides, family rides raft, a play area for children with more than 150 attractions and 2 large water playground, a river for the more adventurous and a wave pool for the family.
- First phase of a resort that will host various facilities and luxury hotels and spas, in a very attractive area for local and international tourists.



### **Product Innovation**

### Viron

- Launch of high range products "Viron" for U.S. and Australian residential markets, consisting of pumps, cartridge filters, control system with touchpad's, air conditioning, etc.. And characterized by a commitment to sustainability, energy efficiency and cutting edge technology, according to the commitment and strategic approach of Fluidra.
- Maximum energy efficiency recognition. The Australian authorities have qualified Viron P600 Pump as a pump eVo more energy efficient, according to the criteria of the MEPS (Minimum **Energy Performance Standards**) (http://www.energyrating.gov.au/products-themes/other/swimmingpool- pumps / Voluntary-labeling).



## Leverage Pool Distribution Network

#### **Distribution: New branch format**

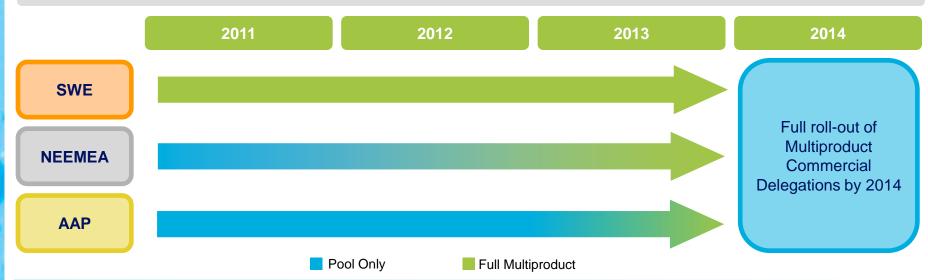
- Old Model: branch with relatively large storage surface and just want point for customer attention
- New Model: Self service format, with different areas for training, show room and exhibits
  - Promotes cross-selling, becoming a one-stop shop for irrigation, water treatment, fluid handling and pool products
  - Improved brand awareness
  - Operational efficiency in opex and working capital, simplifying stock management







### **Roll-out of Multiproduct Commercial Delegations**







### Become a player in Industrial FH in Asia

### Fluidra Youli

Fluidra closed the signature of a joint venture in China, Fluidra Youli
Fluid Systems (Wenzhou), dedicated to fluid handling in the Asian
market and an initial focus in the Chinese market

### FH Chinese Market

- •Industrial Fluid Handling China: fragmented market of Euro 300 350M of local competitors with limited technology.
- Constitution of Fluidra Youli Fluid Systems (Wenzhou): Fluidra will participate with 70% in the Joint Venture and the remaining 30% belongs to a local partner, Youli, who contributes a manufacturing facility and the distribution network. Youli is dedicated to extrusion and injection of C-PVC and U-PVC.
- •Fluidra Youli will manufacture valves, fittings and pipes both American and metric measures. Fluidra Youli will be the platform to develop the distribution of our Industrial Fluid Handling activity in Asia and in markets as Mexico and USA.



## Become a player in Industrial FH in Asia

### Fluidra Youli **Operation**

 Constitution of the Joint Venture: Fluidra contributes Euro 4,8M and Youli contributes the manufacturing facility.

•There are several earn out payments conditional on results up to a maximum limit of Euro 14,9M

> •2012: Euro 2,1M •2013: Euro 5,5M •2014: Euro 7,3M

•The total amount represent a multiple of 4,2x Ebitda-2012.



### **Strategic** Fit

- •The Joint Venture is one additional step in Fluidra's strategic plan.
- •This operation reinforces the Group Internationalization process, strengthening its market share in Asia where it is already leader in Pool. In addition, this is an important step in the business Diversification, increasing the Fluid Handling contribution, which today represents slightly more than 8%.
- Materialization of the joint venture in China: The creation of the Fluidra Youli joint venture underpins the company's growth potential in China and Asia, strengthening our international expansion strategy and consolidating our fluid handling business.



### Develop Industrial Water Treatment business model

#### **Business Model**

- Mid-size solutions across different fields
- Mainly turn-key projects to install water treatment plants co-located at the customer's facilities
- Focus on growth through international expansion
- Commercial network provides valuable insight in local markets and helps identify market trends
- Astramatic as the Fluidra company with specialized focus on project execution for water treatment

### Advantages

- Improves visibility of revenues and recurrence of business profile
- Reduces seasonality of revenues and EBITDA
- Expands business with higher relative margins



Al Raha Garden (Abu Dabi)



Fibracolor Factory (Spain)



Michelin Factory (China)



### Improve Margins and Cash Flow Generation

#### **Lean Management Program: Key Principles**

#### Commitment

- Commitment from senior and middle management, as well as employees
- Pragmatic approach: focus on "real-life" issues

#### **Potential to Improve**

- Aggressive optimization objectives
- "Sky is the limit" in terms of potential to improve efficiency

### **Maximise Efficiency**

- Optimize production and supply chain processes
- Restructure and minimize all functions without value-added

#### Fluidra Direct

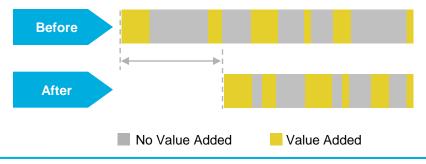
- Old Model: shipments to delegations and from delegation to customers
- New Model: direct shipment to customers from central warehouse
  - Better service
  - Lower inventory requirements
  - Enables for new delegation concept



Focus on reducing share of non-value added processes in lead time (time from order reception to delivery)

#### **Lead Time**

**Supply Chain** 





## **Operational Excellence**

Asia **Division** 

• Asia Division, Fluidra has created this new division to promote activities in the Asian market. This new structure will bring together the operations on the continent.

#### Presence of Fluidra in Asia





### **Investment Highlights**

**International leadership** High Quality **Recurrent revenues Business** Financial strength and proven flexibility Clear road map to increase shareholder's value **Consolidator in a fragmented market Attractive Industry Growth markets Attractive** Lower multiples versus peers **Valuation** 



Contact: Avda. Francesc Macià, 60, planta 20

08208 Sabadell (Barcelona)

Tel: +34 902 026 039 / +34 937 243 900

e-mail: <u>investor relations@fluidra.com</u>

