Results Presentation Fiscal Year 2022

28 February 2023

Jalgo

1. Executive summary

- 2. Other materials
 - I. Business performance
 - II. Financial results

ANNEX



Talgo

I. ESG







- **High social commitment** with highest Health & Safety standards and employee engagement.
- Environmental policies across all operations and developments.
- Corporate Government best practices implemented.
- **Challenging 2022** with increases in raw materials costs, inflation and supply chain disruptions impacting manufacturing margins.
- Maintenance remained strong with leading technologies underway.
- **Cost-control action plan contributing to stabilize margins** although still reflects inflation impact on existing backlog.
- New debt issued in 2022 anticipating increasing interest rates with c. 90 €m of new debt issued. Resulting sound financial profile with strong capacity to finance current and future projects
- Net income impacted by extraordinaries (Russia and NOLs reversals)
- Strong revenues increase expected for FY-2023f
- Outlook reflects current backlog margins.
- **Outstanding commercial momentum** with significant opportunities ahead to enhance order intake in 2023.



- Industrial accidents per million man-hours worked. Includes Talgo Group FTEs
 tCO2eq
 - 3) Adjusted EBITDA margin
 - 4) Calculated as total revenues in the period 2023-2024 over FY2022 backlog (€2,748 m)
- 5) Times LTM Adjusted EBITDA
 6) Book to bill ratio.

FY-2022 Freq. Index. 9.96¹ CO2 emmisions 4.815² Board members 10 (-33%)



FY-2022 Revenues €469.1 m aEBITDA mg. 11.2%³ NFD €97.4 m

	FY-2023f
Revenues	40% ⁴
aEBITDA mg.	12.0% ³
NFD	2.0x ⁵
Order intake	2.0x Btb ⁶

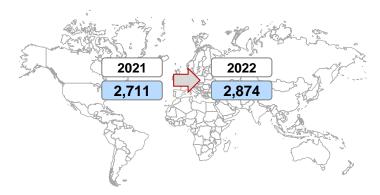
I. ESG

- Employee Management Business Model :
 - **Health & Safety highest standards** in the industry as main priority, with the objective to target zero accidents in the business activity.
 - Launch of new talent and professional careers management model to encourage employee-company engagement.
- Corporate governance and business:
 - o Creation of **Sustainability and Strategy Commission** with comprehensive assumption of all key ESG levers.
 - o Approval of the 2022-2024 ESG plan with 29 strategic projects and 94 goals.
 - **Talgo's economic activities considered "eligible"** in >90% (Regulation of sustainable finance).
- Environmental management:
 - Publication of the 1st Talgo environmental product declaration (Avril model) resulting on a product recyclability rate of 94% while rated as the **train with lowest CO2 emissions in the world.**
 - Smart factories maximizing safety while reducing waste generation and energy consumption (ie solar panels).
 - **R&D focused on operational efficiency** (ie Industry 4.0) and products (ie Hydrogen).

Operational Risk Prevention main figures

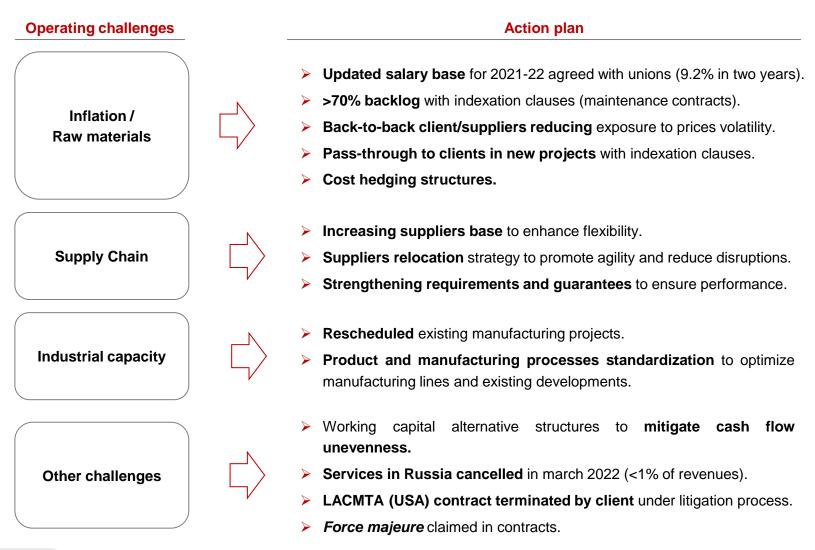
	2022	2021
Frequency Index ¹	9.96	8.51
Severity Index ²	0.22	0.25
Board members (#)	10	15
CO2 emissions (tCO2eq)	4,815	5,171
Indefinite employment rate	90.9%	93.3%

Talgo's workforce (# employees)





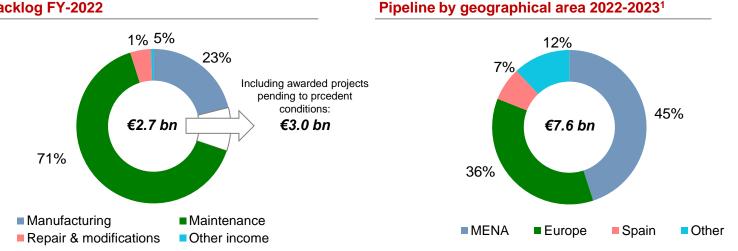
II. Business performance (I/II)





II. Business performance (II/II)

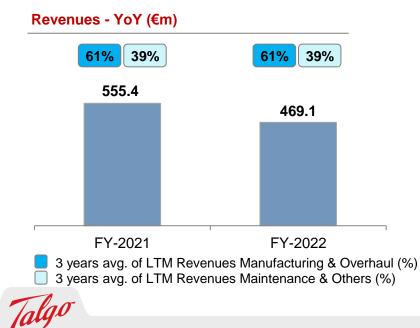
- Company backlog stood at €2.7 bn in FY-2022, which reaches €3.0 bn when considering the contracts already awarded pending to precedent conditions
 - Manufacturing backlog most significant projects comprises DB Talgo 230 trains (Germany), Renfe VHS 0 powerheads (Spain) and DSB Talgo 230 coach compositions (Denmark).
 - Maintenance represents 71% of the backlog and comprise services provided to clients in seven countries. 0
- No new significant contracts registered in 2022. However, industry outlook has gained momentum supported by decarbonisation of transport in the coming years and reflected in latest industry research expectations.
- Europe and MENA countries as main growing markets for Talgo
 - Over €2.0 bn in contract extensions for the short and medium term... 0
 - ... while approaching new tenders with value amounting over €5.0 bn mainly in VHS and long-distance. 0



Backlog FY-2022



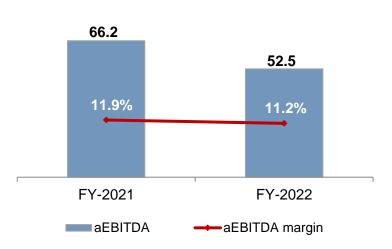
- Revenues reached €469.1 m in the period, 15% below previous year as a result of:
 - Impact of delays caused by supply chain disruptions in manufacturing, to be recovered in 2023.
 - **Change in mix of projects**, from Spain VHS and Egypt to DB and DSB.
 - Maintenance services fully restated after Covid-19.
- aEBITDA reached €52.5 m with margins at 11.2%, reflecting on one hand, the supply chain and inflation impact, and on the other hand, margins stabilization and progressive recovery since 2Q2022.



Revenues €469.1 m aEBITDA €52.5 m (11.2%) Net income

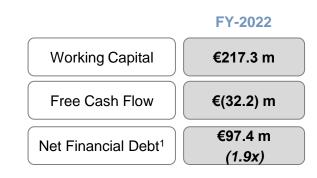
FY-2022

aEBITDA (€m) and margin (%)

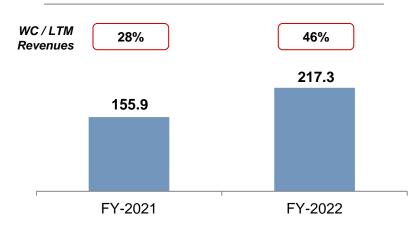


III. Financial results – Balance Sheet

- Working Capital and Net Financial Debt increased in the period reflecting current manufacturing phases:
 - Renfe VHS project cash-ins are expected for 2023 as trains deliveries start.
 - AAD² structure (DB project) used in line with project degree of completion.
- Strong financial capacity with over €400 m of liquidity, considering project based and banking financing.
- 64% of current long-term debt is at fixed cost (1.7% avg. debt cost) and 2.5 years average maturity. However recent hikes in interest rates will impact financial result on future new debt issuances and projects financing structure.



Working Capital (€m)



Net Financial Debt¹ (€m)



 Net Financial Debt excludes repayable advances with entities belonging to the Spanish Public Administration relating to R&D, which are not considered financial debt due to their recurrence and subsidized interest rates.

III – Outlook FY2022 review and FY2023 targets

	Targets FY2022	_		Performance FY2022		Targets FY2023
Profitability	✓ Adjusted EBITDA: c. 11%		✓	c. 11%		c. 12%
Capital structure	 ✓ Working Capital: Cash consumption ✓ Net Debt: c. 2.5x aEBITDA ✓ Capex: c. €25 m 			+ €51 m 1.9x €21 m	$\stackrel{\uparrow}{\rightarrow}\stackrel{\uparrow}{\rightarrow}$	Stable WC c. 2.0x c. €30 m ¹
Business performance	 Backlog execution: c. 32% Book-to-Bill: c. 1.0x 	\rightarrow		32% in 2021-22 0.1x	→ →	40%² in 2023-24 > 2.0x
Shareholder remuneration	 ✓ Shareholder Remuneration Program of €10 m 		✓	€10 m		€12 m³
Talao	es not include project R&D investments.	le foreca	asts :	2023 shows revenues	and m	argins recovery

2) Over backlog FY2022.

3) Subject to GSM approval. To be preliminary implemented through a Scrip Dividend and share buy back program

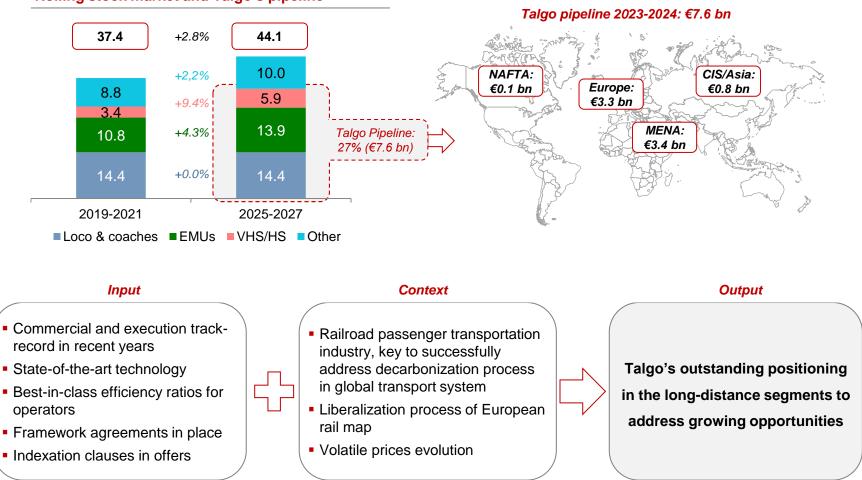
Table of contents

- 1. Executive summary
- 2. Other materials
 - I. Business performance
 - II. Financial results

ANNEX



Talgo

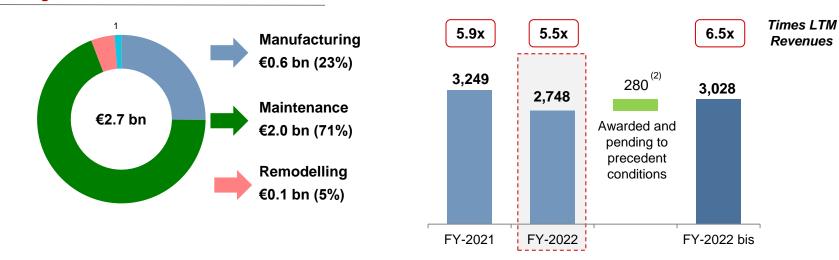






Source: Company

Backlog breakdown



Backlog FY-2022

- Backlog as of December 2022 amounted €2.7 bn, of which 71% corresponds to maintenance services which
 provides long-term revenues visibility supported by a consolidated and steady growing maintenance backlog.
- Manufacturing backlog mainly comprising by international projects (Germany and Denmark) expected to be executed in the following 24/36 months years activity expected for the following years driven.
- The current backlog provides an **upside in both business lines**:
 - Manufacturing with over €2.0 bn through extensions in projects in Germany, Denmark and Saudi.
 - Maintenance services with the addition of new fleets currently under manufacturing, into the installed base.



Manufacturing projects – High Speed







Renfe Avril VHS (Spain)

- Project scope €900 m:
 - Manufacture of 30 VHS "Avril" trains.
 - Maintenance for a period of 30 years¹.
- Project status:
 - Under dynamic testing activity.
 - Significant testing milestones recently achieved ensures the start of deliveries in the coming months.
 - Strong cash collections expected as trains are delivered.
 - Delays caused by COVID-19 and supply chain disruptions communicated to client.

Renfe VHS powerheads (Spain)

- Project scope €161 m:
 - Manufacture of 23 powerheads and the maintenance¹ of 13 trains.
 - Option for additional 12 Powerheads.
- Project status:
 - Under execution.

Manufacturing projects – Long distance / Passenger coaches



Backlog FY-2022

DB Talgo 230 km/h (Germany)

- Project scope €550 m (€2.3 bn)¹:
 - Framework contract for the manufacture of up to 100 Talgo 230 trains.
 - Initial order for the manufacture of 23 trains.
 - Second order under negotiation.
 - Maintenance scope under negotiation.
- Project status:
 - Under manufacturing phase.
 - AAD⁽²⁾ structure implemented throughout the life of the project.

DSB Talgo 230 (Denmark)

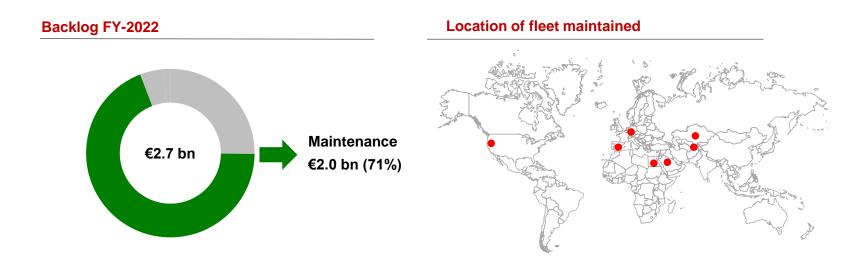
- Project scope €152 m (€500 m)¹:
 - Framework contract worth up to €500 m.
 - Initial order for the manufacture of 8 trains, along with technical assistance and materials.
 - Second order under negotiation.
- Project status:
 - Under manufacturing phase.

ENR Talgo 160 km/h (Egypt)

- Project scope €157 m:
 - Manufacture of 6 trains and their maintenance for a period of 8 years.
- Project status:
 - In local testing activities and delivery.

Abstract Acknowledge of Debt, with access for up to 60% of the total value of the contract, which allows the project cash collection in advance.

Light maintenance projects



- Commercial services resumed during 2022 reaching pre-Covid levels in all markets.
- Launching maintenance services new markets (Egypt), where Talgo new trains are being delivered.
- Strong maintenance backlog:
 - All **contracts are inflation indexed**, thus protected to prices volatility.
 - Recurrent cash flow contributor and low capital intensive.
 - Growing installed base to increase revenues in the coming years.
- Maintenance activity provided in Russia was cancelled in March 2022 and related scope removed from the backlog (c. €160 m). Revenues however, accounted for c. 1% of total group annual revenues (2021 figures).

Overhaul / heavy maintenance projects



Backlog FY-2022

Metrolink remodelling (USA)

- Project scope \$35 m:
 - Remodelling of up to 121 vehicles with an initial order for 50 vehicles
- Project status:
 - In the execution phase.

Conversion of night trains into VHS (Spain)

- Project scope €107 m:
 - Conversion of Talgo S7 compositions⁽¹⁾.
 - The initial project includes 156 coaches (13 compositions) with an option for additional 72 coaches (6 compositions).
- Project status:
 - In the execution phase.

Remodelling of HS compositions (Spain)

- Project scope €35 m:
 - Activities to remodel and update 44 compositions of HS trains.
 - New scopes under negotiation.
- Project status:
 - In the execution phase.

LACMTA remodelling (USA)

- Project scope \$73 m:
 - Activities to repair and overhaul 74 coaches of the Red Line.
- Project status:
 - Project terminated as per communication received from client in H-1 2022, thus works have been stopped pending to further resolution.
 - Currently under litigation process with the client.

Table of contents

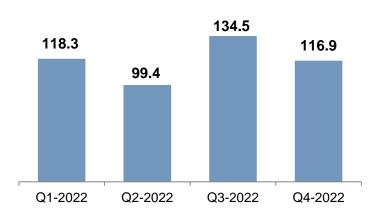
- 1. Executive summary
- 2. Other materials
 - I. Business performance
 - **II.** Financial results

ANNEX

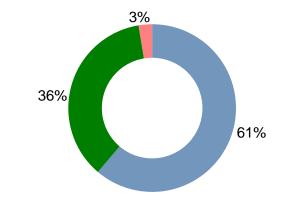


Talgo

Quarterly revenues (€m)



Revenues by business line¹ (€m)

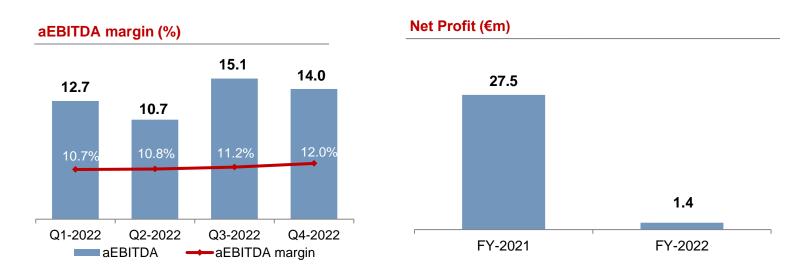


■ Manufacturing ■ Maintenance ■ Maint. Equip. and other

- Revenues reached €469.1 m in FY-2022, below previous year due to lower pace of manufacturing projects mainly caused by supply chain disruptions.
- Manufacturing revenues weighting over total revenues remain high despite the lower manufacturing activity in last quarters, as a result of the Covid-19 impact on maintenance services in the period 2020-2022.
- The main **manufacturing revenues contributors** in the period were DB (Germany), ENR (Egypt), DSB (Denmark) projects, as well as overhaul and refurbishment projects, mainly the projects for Renfe in Spain.



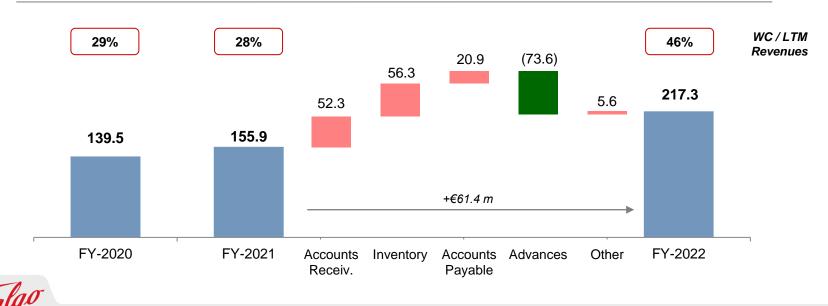
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- **aEBITDA amounted to € 52.5 m** in FY-2022 (margin of 11.2%):
 - Margins reviewed downward due to inflation (higher than budgeted costs) and delays caused by supply chain disruptions (higher number of working hours) impacting mainly manufacturing projects.
 - o Implemented mitigation action plan already visible with stabilized and under recovery margins.
 - Maintenance services contracts comprise indexation clauses to adjust prices on annual basis.
- Net Profit decreased to €1.4 m in the period mainly due to:
 - Significant **interest rates hikes undertaken by central banks** impacted long-term debt and project financing costs and subsequently increased group's financial expenses.
 - Higher depreciation expenses recognised in the period mainly due to Russia provisions.
 - **Tax loss carryforwards reversed** in the period from the USA subsidiary.
 - High effective corporate tax reflecting **different results in the markets with presence**.



- The Working Capital decreased in H2-2022 reflecting underlying cash flow volatility usually registered the execution period of projects. However, WC increased in the one-year period to reach €217.3 m in FY-2022.
- Reschedule of manufacturing projects reducing degree of advance in 2022 results on 1) delays in collection milestones 2) higher inventories and suppliers payments.
- Spain VHS project as main working capital upward driver, with the whole fleet already finished (30 trains) and pending to testing approvals that will activate deliveries and subsequent strong cash-ins.
- On the other hand, DB project (Germany) registered advance payments from AAD¹ in the period, taking into consideration the project degree of progress.

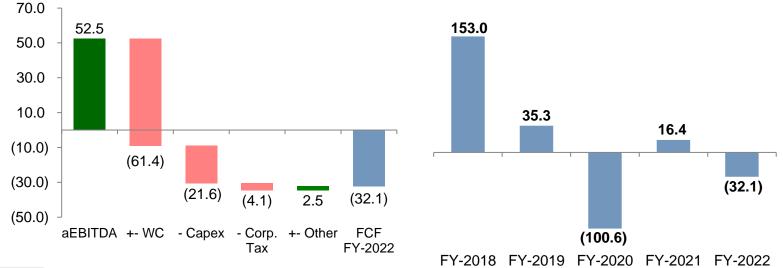


Working Capital (€m)

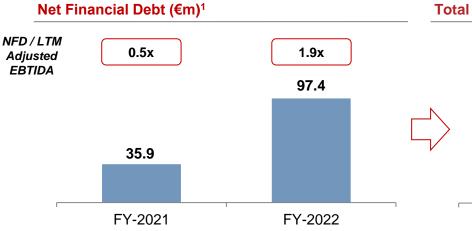
- Current manufacturing cycle, together with delays caused by supply chain disruptions registered in the period resulted on higher cash investments in Working Capital, offsetting the aEbitda generated in the period.
- Working Capital mainly reflects degree of progress of projects, rather than pending collections. In this regard, WC profile risk is low (low technical and cash collection risks). On top of this, cash-ins are expected to increase as manufacturing projects recover normal pace and delivers accelerate.
- Capex amounted to €21 m in the period, in line with forecast at the beginning of the year, of which 74% corresponds to R&D activities and 12% to increasing of capacity.

Conversion of aEBITDA into FCF in FY-2022 (€m)

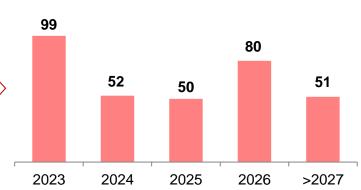
Free Cash Flow (€m)







Total financial debt² – Repayment schedule (€m)



- Average long-term debt maturity at 2.5 years with an average cost of 1.7%.
- Year 2022 has been a turning point regarding the financing market driven by a hawkish monetary policy from central banks increasing interest rates with the aim to mitigate inflation. Talgo however issued debt in excess during 2021 and beginning of 2022 anticipating this context.
- High financing capacity with over €400 m of liquidity considering current gross cash, available credit lines and project-based financing structures (i.e. AAD).

Financial debt breakdown (€m)

	Gross LT Debt (€m)	Avg. Maturity (y)	Average Cost (%)		
FY-2019	256.5	3.03	1.72%		
FY-2020	279.1	3.12	1.61%		
FY-2021	268.4	3.40	1.03%		
FY-2022	320.1	2.45	1.68%		
` ↓ ▼					
64% of long-term debt is at fixed cost					

34% of 2023 maturities are fixed cost loans

1) Net Financial Debt excludes repayable advances with entities belonging to the Spanish Public Administration relating to R&D, which are not considered financial debt due to their recurrence and subsidized interest rates Source: Company

⁽²⁾ Includes long-term loans maturities for 2023 and short-term debt comprising credit lines and financial leasings.

Table of contents

- 1. Executive summary
- 2. Other materials
 - I. Business performance
 - II. Financial results

ANNEX



Talgo

Annex 1. P&L

Profit & Loss Account (€m)	2022	2021	% Change
Total net turnover	469.1	555.4	(15.5%)
Other income	15.3	12.4	23.1%
Procurement costs	(211.0)	(317.2)	(33.5%)
Employee welfare expenses	(150.7)	(142.5)	5.8%
Other operating expenses	(73.4)	(47.5)	54.4%
EBITDA	49.3	60.6	(18.6%)
% Ebitda margin	10.5%	10.9%	
Other adjustments	3.2	5.6	(43.5%)
Adjusted EBITDA	52.5	66.2	(20.7%)
% Adj. Ebitda margin	11.2%	11.9%	
D&A (inc. depreciation provisions)	(22.8)	(19.2)	19.2%
EBIT	26.5	41.4	(36.1%)
% Ebit margin	5.6%	7.5%	
Other adjustments	3.2	5.6	(43.5%)
ViTtal Amortization	2.2	2.2	-
Adjusted EBIT	31.9	49.3	(35.3%)
% Adj. Ebit margin	6.8%	8.9%	
Net financial expenses	(11.5)	(5.7)	100.8%
Profit before tax	15.0	35.7	(58.1%)
Tax	(13.5)	(8.2)	65.8%
Profit for the period	1.4	27.5	(94.8%)

Talgo Source: Company information

Annex 2. Balance sheet

Balance Sheet (€m)	Dec 2022	Dec 2021	Dec 2020
FIXED ASSETS	265.9	262.9	257.0
Tangible + intangible assets	129.4	122.0	115.2
Goodwill	112.4	112.4	112.4
Other long term assets	24.0	28.5	29.3
CURRENT ASSETS	868.9	768.6	645.9
Inventories	189.5	133.2	145.3
Non- current assets held for sale	0.0	0.0	0.0
Accounts receivable	416.1	363.9	260.2
Other current assets	23.8	18.6	12.0
Cash & cash equivalents	239.4	253.0	228.3
TOTAL ASSETS	1,134.8	1,031.5	902.9
Balance Sheet (€m)	Dec 2022	Dec 2021	Dec 2020
SHAREHOLDERS EQUITY	285.1	290.9	257.7
Capital Stock	37.2	37.2	38.2
Share premium	0.9	0.9	0.9
Consolidated reserves	4.4	2.8	1.5
Retained earnings	243.6	249.5	240.1
Other equity instruments	-0.9	0.6	(23.1)
NON-CURRENT LIABILITIES:	326.4	339.5	329.2
Debt with credit institutions	232.3	248.1	238.4
Provisions	50.2	51.0	53.5
Other financial liabilities	32.1	28.6	26.7
Other long-term debts	11.8	11.9	10.7
CURRENT LIABILITIES:	523.2	401.1	316.0
Accounts payable	410.2	357.5	265.4
Debt with credit institutions	99.1	36.0	41.1
Other financial liabilities	12.0	5.3	6.9
Provisions for other liabilities and other	1.9	2.2	2.6
TOTAL S. EQUITY + LIABILITIES	1,134.8	1,031.5	902.9

Annex 2. Balance sheet (2)

Financial debt (€m)	Dec 2022	Dec 2021	Dec 2020
Long term financial liabilities	232.3	248.1	238.4
Short term financial liabilities	99.1	36.0	41.1
Financial leasings	5.4	4.7	6.9
Cash & cash equivalents	(239.4)	(253.0)	(238.3)
Net financial debt	97.4	35.9	48.1
Adjusted EBITDA LTM	52.5	66.2	34.2
Net financial debt / Adj EBITDA (LTM)	1.9x	0.5x	1.4x

Balance Sheet - Working Capital (€m)	Dec 2022	Dec 2021	Dec 2020
Inventories	189.5	133.2	145.3
Non current assets hed for sale	0.0	0.0	0.0
Account trade receivables	416.1	363.9	260.2
Other current assets	23.8	18.6	2.0
Trade and other payables	(273.3)	(294.3)	(214.1)
Advances received	(136.9)	(63.3)	(51.3)
Provisions for other liabilities and other	(1.9)	(2.2)	(2.6)
Working Capital	217.3	155.9	139.5

Talgo Source: Company information

Annex 3. Cash flow statement

Cash flow statement (€m)	2022	2021	% Change
Net income	1.4	27.5	(94.8%)
Corporate income tax	13.5	8.2	65.8%
Depreciation & Amortization	17.8	18.6	(4.6%)
Financial income/Financial expenses	11.6	8.1	43.2%
Other result adjustments	14.1	(5.0)	n.a.
Changes in working capital	(70.8)	(13.8)	411.5%
Operating cashflows after changes in WC	(12.3)	43.6	n.a.
Net interest expenses	(9.3)	(7.5)	22.8%
Provision and pension payments	0.0	0.0	n.a.
Income tax paid	(3.7)	(6.4)	(43.0%)
Other collection and payments	0.0	0.0	n.a.
Net cash flows from operating activities	(25.2)	29.6	n.a.
Capex	(22.4)	(11.2)	100.2%
Changes in financial assets and liablities	42.9	6.3	577.3%
Dividends payments	(9.6)	(0.1)	n.a.
Net cash flows from financing activities	33.2	6.2	435.0%
FX effect	0.8	-	
Net variation in cash & cash eq.	(13.6)	24.7	n.a.



Alternative Performance Measures - definitions

- Book-to-bill: Ratio of orders awarded in a period to the sum of revenues for that same period
- Order intake: represents the new orders recognized in a certain period. A new order is recognised as an order received only when the contract is awarded and signed between the parties, thus creating legal obligations between both parties. The value of new orders does not consider inflation adjustments included by contract nor any other impact from derivatives. Orders awarded in a currency other than de Euro is recognized at the spot exchange rate in moment of award.
- **EBITDA:** Earnings Before Interest Taxes Amortization and Depreciation ("EBITDA"). It corresponds to Net Operating Income plus amortization and depreciation. This indicator are aligned with market practice.
- EBIT: Earning Before Interest and Taxes ("EBIT"). It corresponds to Net Operating Income. This indicator are aligned with market practice.
- Adjusted EBITDA and EBIT: Adjusted EBITDA ("aEBITDA") and EBIT ("aEBIT") are Key Performance Indicator to present the level of recurring operational performance. Adjustments to EBITDA include non-recurring costs, primarily guarantees, redundancies and obsolescence. These indicators are aligned with market practice and comparable to direct competitors.
- Free Cash Flow: Free Cash Flow ("FCF") represents the cash generated from operating activities and is a Key Performance Indicator to measure the generation of net cash from operations, excluding cash variations from financing activities or related to shareholders. It is defined as:

FCF = EBITDA - Capex +- Variations in WC +- Taxes paid +- Extraordinary items from operating activities

- Capex: Capital Expenditures or investments in fixed assets dedicated for the business operations. Includes capitalised R+D+i costs. Does not include proceeds from disposals of fixed assets.
- Working Capital: Working capital ("WC") represents the operations cash balances at certain closing date. It includes current assets and obligations and is defined as:

WC = Current assets - Current liabilities - Cash & equivalents + Short term financial Debt

- Net Financial Debt: The net cash/(debt) is defined as cash and cash equivalents less short and long-term financial liabilities, including financial leasing. Net Financial Debt excludes repayable advances with entities belonging to the Spanish Public Administration relating to R&D, which are not considered financial debt due to their recurrence and zero interest rates.
- Backlog: The backlog represents the total amount revenues expected to be accounted in the future business based on already awarded and signed contracts. It is measured based on the value signed by contract in case of manufacturing and overhaul contracts, while maintenance contracts are based on estimates considering time and unit price. It does not consider inflation adjustments.
- **Pipeline:** the Pipeline represent the theoretical value of opportunities in which the company is working on from a commercial perspective. The represented value is an estimate, and it might vary throughout the time. It does not represent any probability nor the exact value or guidance of offers submitted by the company.
- Last Twelve Months: Last Twelve Months ("LTM") is a measurement used to calculate certain ratios based on Key Performance Indicators.



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