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Nothing in this presentation should be construed as a profit forecast.



#### **HIGHLIGHTS**

FINANCIAL REVIEW BUSINESS REVIEW OUTLOOK 2016

Fernando Basabe Chief Executive Officer



#### **Highlights**

- O2 revenue decline slower than O1
- Restructuring of the Energy & Industry division is on track
- Automotive division won three tenders this year to date
- H1 financial performance:
  - Revenue of €783.7 million down organic<sup>1</sup> 6.6% (reported -8.9%)
  - Operating profit<sup>2</sup> of €70.6 million down organic<sup>1</sup> 13.1% (reported -15.1%)
  - Operating profit<sup>2</sup> margin of 9.0%, down 70 bps
  - Operating cash flow<sup>2</sup> of €46.7 million, up 24.4%
  - EPS<sup>2</sup> 0.32 Euros per share, down -17.3%
  - Net debt/Ebitda ratio maintained (3.3x)

<sup>(1)</sup> Organic is at constant exchange rates

<sup>(2)</sup> Operating profit, Operating profit margin, Operating cash flow and EPS are all adjusted for other results

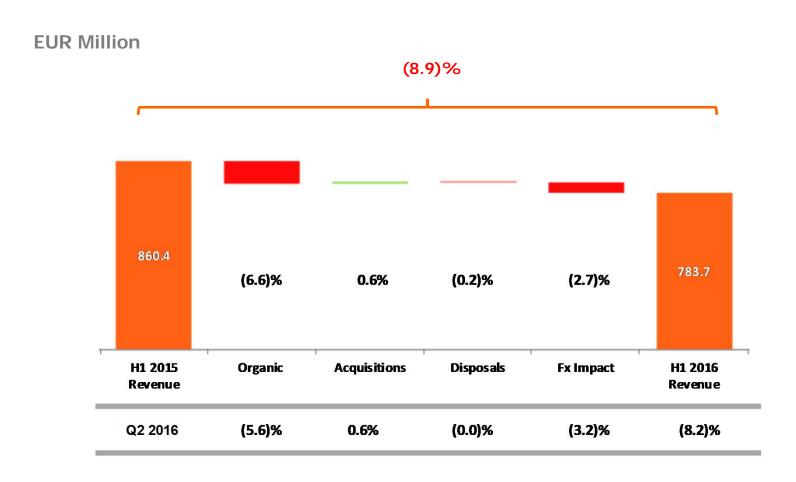




FINANCIAL REVIEW
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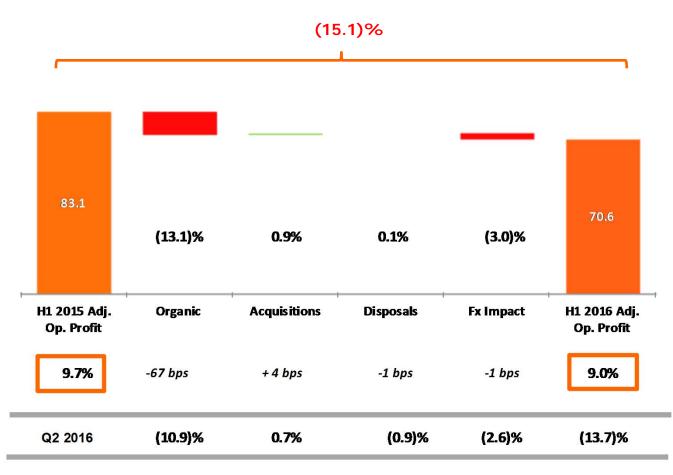
Joan Amigó Chief Financial Officer

### H1 2016. Revenue Growth Bridge



### H1 2016. Adjusted Operating Profit Growth Bridge

#### **EUR Million**



Adj.OP.Profit Margin

### H1 2016. Summary Income Statement

		H1	
	2016	<b>2015</b> (*)	Change
Revenue	783.7	860.4	(8.9)%
Adj. Operating Profit (1)	70.6	83.1	(15.1)%
Adj.Op.Profit margin	9.0%	9.7%	-66 bps
PPA Amortisation	(23.8)	(23.5)	
Other results	(5.5)	(8.7)	
Operating profit	41.2	50.9	(19.1)%
Finance result	(11.4)	(11.0)	
Associates	0.9	1.0	
Profit before tax	30.7	40.9	(24.9)%
Income taxes	(8.8)	(10.8)	
Net Profit	22.0	30.1	(27.2)%
Minorities	(4.4)	(4.9)	
Net Profit Group	17.6	25.2	(30.4)%
Adjusted Net Profit Group	41.4	50.0	(17.3)%
EPS in €	0.14	0.19	(30.4)%
Adjusted EPS in €	0.32	0.38	(17.3)%

<sup>(1)</sup> Adj. Op. Profit stated as Operating Profit before amortisation of acquisition intangibles, Historical Management Incentive Plan, restructuring, impairment and transaction & integration costs

<sup>(\*)</sup> The comparative figures for H1 2015 shown in the table above have been restated from those previously reported due to an increase in amortisation in acquisition intangibles by  $\leq 0.8$  million as permitted by International Financial Reporting Standards (IFRS) within a 12 month period of an acquisition. This is further explained in note 2.c of the Financial Statements presented as at 30 June 2016

#### H1 2016. Cash Flow

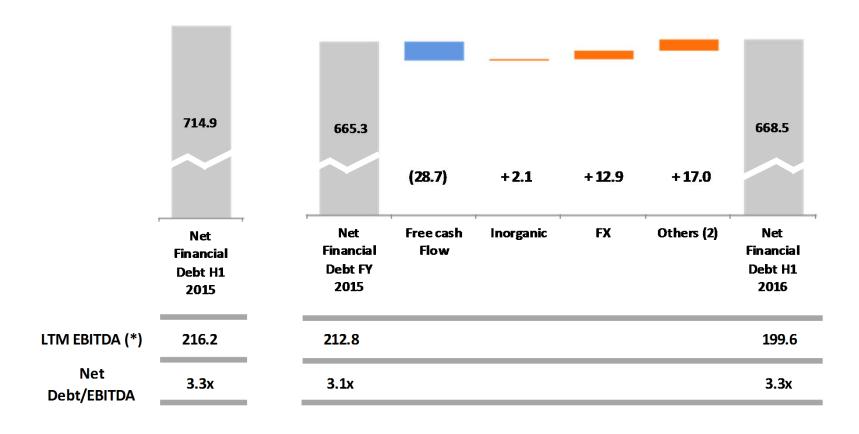
EUR Million			H1	
		2016	2015	Change
	Adjusted EBITDA <sup>(1)</sup>	95.0	108.0	(12.0)%
	(Increase) / decrease in working capital	(23.4)	(47.5)	
	Capex	(25.0)	(22.9)	
	Adjusted Operating Cash Flow	46.7	37.5	24.4%
	Cash Conversion rate	49.1%	34.7%	
	Taxes Paid	(12.4)	(13.3)	
	Interest Paid	(5.6)	(10.6)	
	Adjusted Free Cash Flow	28.7	13.5	111.8%
	Extraordinaries (2)	(9.4)	(3.2)	
	Historical Management Incentive Plan	(9.5)	(11.0)	
	Minorities	(2.6)	(3.3)	
	Acquisitions / Disposals	(2.1)	(47.4)	
	Others	(0.3)	2.4	
	Cash Generated (3)	4.9	(49.0)	

<sup>(1)</sup> Adjusted EBITDA is stated as Operating Profit before depreciation, amortisation and Other results

<sup>(2)</sup> Includes €6 million for restructuring and €3.4 million for an adverse tax ruling

<sup>(3)</sup> Cash generated pre-currency impact and change in financing. See Statutory Cash Flow reconciliation in Appendix

# H1 2016. Net Debt — as defined by bank covenant (1) EUR Million

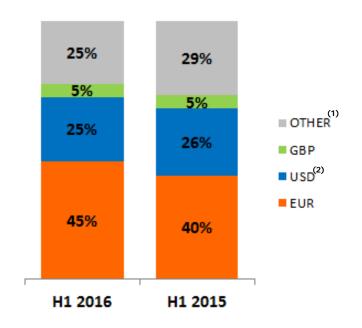


#### Bank covenant for Net Debt to EBITDA at <4.5x until June 2017. Thereafter <4.0x

- (\*) LTM EBITDA  $\,$  includes proforma annual results from acquisitions  $\,$
- (1) Stated at annual average rate
- (2) Others includes dividends to minorities, purchase of Restricted Stock Units and restructuring costs

### H1 2016. Currency Exposure

#### % Revenue by Actual Currency

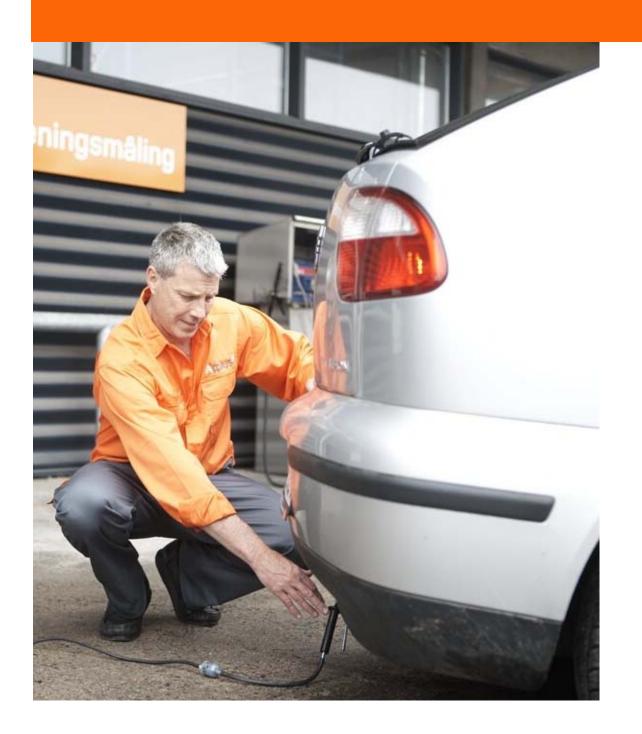


 Significant change in currency mix due to the growth in Spain, drop in North America and depreciation in emerging markets

	Average FX Exchange rates vs Euro					
	Jan - Jun 2016	Jan - Jun 2015	Change			
USD	1.12	1.12	0.1%			
GBP	0.78	0.73	(5.6)%			
CAD	1.49	1.38	(7.3)%			
ARS	15.97	9.84	(38.4)%			
COP	3493.30	2768.55	(20.7)%			

<sup>(1)</sup> None above 5%

<sup>(2)</sup> Includes currencies pegged to USD

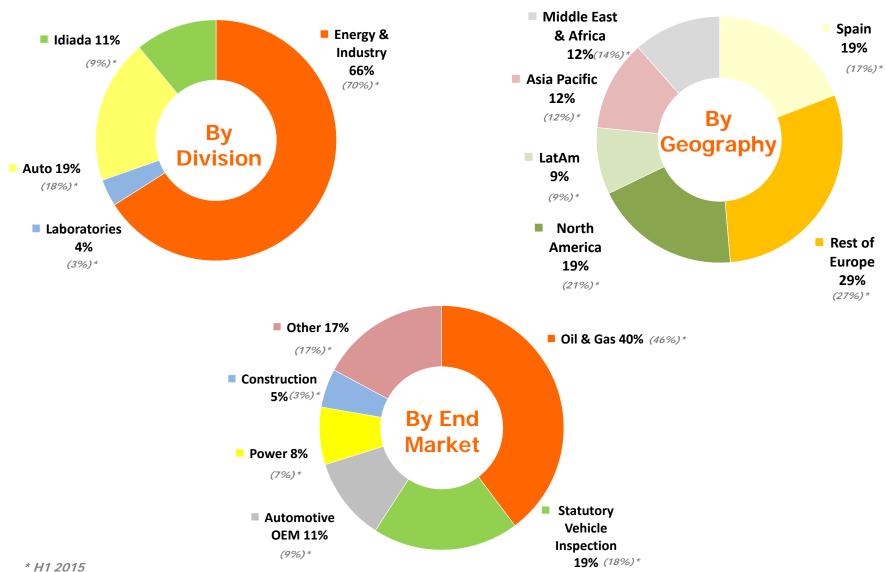




HIGHLIGHTS FINANCIAL REVIEW BUSINESS REVIEW OUTLOOK 2016

Fernando Basabe Chief Executive Officer

#### H1 2016. Revenue Distribution

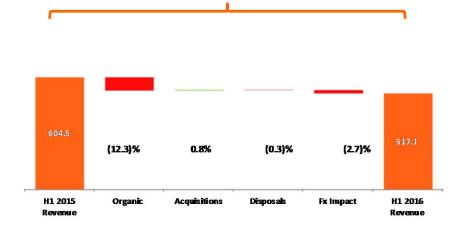


### Applus + Energy & Industry (I)

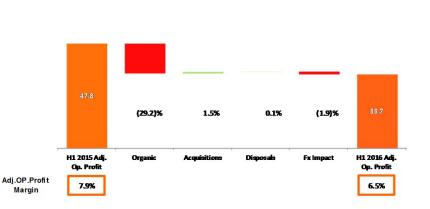








(14.5)%



(29.5%)

- Oil & Gas revenue down double digit with market conditions remaining challenging
- Power, Construction, Telecom, Aerospace and other end markets continue performing well growing at mid single digits
- Restructuring and tight cost control remains a priority mitigating the margin impact

### Applus + Energy & Industry (II)

- North America (25% of division revenue): continues to be hardest hit although Q2 revenue decline was less than Q1. The fire in Fort McMurray negatively impacted Q2
- LatAm (10%): good end market diversification (power, telecom, civil infrastructure, oil & gas) and ramp up in new countries has supported high single digit growth
- Northern Europe (18%): negatively impacted by reduced activity in the North Sea and fewer refinery shut downs. The recurrent opex business is stable
- Southern Europe, Africa, Middle East, Asia & Pacific (47%):
  - Double digit growth in Spain. Italy performing well winning new global vendor surveillance and technical staffing projects
  - Africa and Middle East continues to suffer from reduction in scope on a major African oil project. Excluding this, revenue was stable with two key contracts in Oman and Saudi Arabia extended to end of year
  - Asia Pacific lower revenue due to offshore projects ending

### **Applus + Laboratories**





Eur Million	H1 2016	H1 2015 Proforma (*)	H1 2015
Revenue	28.5	26.6	26.9
% Change		7.0%	5.9%
Adj. Op. Profit	2.7	1.9	2.0
% Change		39.5%	34.7%
Margin	9.5%	7.3%	7.4%

- Strong performance continues across all business lines
- Industrial labs, (40% of division revenue), performing well with Aerospace and Auto (electrical and emc<sup>1</sup>) testing leading the growth
- Strong growth in Construction (15% of division revenue), especially fire testing of Spanish manufactured building products destined for export
- Margin improved by 210 bps

<sup>(\*)</sup> LY restated on a constant currency basis

<sup>(1)</sup> Electromagnetic compatibility

### Applus + Automotive (I)





Eur Million	H1 2016	H1 2015 Proforma (*)	H1 2015
Revenue	151.7	146.3	151.7
% Change		3.7%	(0.0)%
Adj. Op. Profit	35.3	34.9	36.5
% Change		1.2%	(3.4)%
Margin	23.3%	23.8%	24.1%

- Good revenue growth offset by material negative Fx impact in Argentina
- Lower margin due to higher than usual tender activity, start up costs on the new contracts and revenue mix
- Ireland had significant growth due to market size increase and investment in increased capacity
- Spain overall was steady with varied regional performances
- LatAm performing well. Chile concession renewal process on going

### Applus + Automotive (II)

- US below last year mainly due to temporary delay on the Illinois state budget approval
- Denmark grew well with increased market share whilst Finland continues to decline
- New 10 year programme in Argentina expected to start in Q4 (annual revenue of €8m after ramp up)
- New tenders won year to date, due to commence in 2017/18:
  - Uruguay: €5m annual revenue 5 years
  - Chile: €2m annual revenue 8 years
  - Massachusetts: €6m annual revenue 6+3+3+3 years
- Supreme Court judgement on the Catalonia programme in line with European Court of Justice. No further developments

### Applus + IDIADA





Eur Million	H1 2016	H1 2015 Proforma (*)	H1 2015
Revenue	86.3	76.4	77.1
% Change		12.9%	11.9%
Adj. Op. Profit	11.5	10.6	10.4
% Change		9.0%	10.5%
Margin	13.4%	13.8%	13.5%

- Strong growth in revenue and profit due to increased customer investments in new vehicle models, technology, safety, regulations and outsourcing
- Passive safety, chassis powertrain and the German and Chinese market are the key drivers of the growth
- The proving ground in Spain is close to full capacity; the new proving ground in China expected to start in October



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Fernando Basabe Chief Executive Officer



#### **Outlook**

- We are on track to meet the guidance for 2016:
  - Organic revenue down mid single digit at constant rates
  - Margin to continue under pressure
  - Continued strong cash flow generation



### H1 2016. Adjustments to Statutory results

	H1 2016			H1 2015 (*)			
EUR Million	Adj. Results	Other results	Statutory results	Adj. Results	Other results	Statutory results	+/- % Adj. Results
Revenue	783.7	-	783.7	860.4	-	860.4	(8.9)%
Ebitda	95.0	(5.5)	89.5	108.0	(6.2)	101.8	(12.0)%
Operating Profit	70.6	(29.3)	41.2	83.1	(32.2)	50.9	(15.1)%
Net financial expenses	(11.4)	0.0	(11.4)	(11.0)	0.0	(11.0)	
Share of profit of associates	0.9	0.0	0.9	1.0	0.0	1.0	
Profit Before Taxes	60.1	(29.3)	30.7	73.2	(32.2)	40.9	(17.8)%
Income tax	(14.3)	5.5	(8.8)	(18.2)	7.4	(10.8)	
Non controlling interests	(4.4)	0.0	(4.4)	(4.9)	0.0	(4.9)	
Net Profit	41.4	(23.8)	17.6	50.0	(24.8)	25.3	(17.3)%
Number of Shares	130,016,755		130,016,755	130,016,755		130,016,755	
EPS, in Euros	0.32		0.14	0.38		0.19	(17.3)%

<sup>(\*)</sup> The comparative figures for Statutory H1 2015 shown in the table above have been restated from those previously reported due to an increase in amortisation in acquisition intangibles by €0.8 million as permitted by International Financial Reporting Standards (IFRS) within a 12 month period of an acquisition. This is further explained in note 2.c of the Financial Statements presented as at 30 June 2016

# H1 2016. Revenue and Adj. Op. Profit by Division

Revenue	Actual 2016	Organic	Inorganic	FX	Total	Actual 2015
Energy&Industry Division	517.1	(12.3)%	0.5%	(2.7)%	(14.5)%	604.5
Laboratories	28.5	7.0%		(1.2)%	5.9%	26.9
Auto	151.7	3.7%		(3.7)%	(0.0)%	151.7
Idiada	86.3	12.9%		(0.9)%	11.9%	77.1
Holding&others	0.1	(10.0)%		(4.3)%	(14.4)%	0.1
Total Revenue	783.7	(6.6)%	0.4%	(2.7)%	(8.9)%	860.4

Adj. Op. Profit	Actual 2016		Actual 2015			
Auj. Op. Profit	Actual 2010	Organic	Inorganic	FX	Total	Actual 2013
Energy&Industry Division	33.7	(29.2)%	1.7%	(1.9)%	(29.5)%	47.8
Laboratories	2.7	39.5%		(4.8)%	34.7%	2.0
Auto	35.3	1.2%		(4.6)%	(3.4)%	36.5
Idiada	11.5	9.0%		1.4%	10.5%	10.4
Holding&others	(12.6)	(7.2)%		(0.0)%	(7.3)%	(13.6)
Total Adj. OP. Profit	70.6	(13.1)%	1.0%	(3.0)%	(15.1)%	83.1

# Q1 & Q2 2016. Revenue by Division and Adj. Op. Profit

**EUR Million** 

**Q1** 

			A - 1 1 004 5			
Revenue	Actual 2016	Organic	Inorganic	FX	Total	Actual 2015
Energy&Industry Division	243.7	(14.0)%	0.3%	(1.9)%	(15.6)%	288.8
Laboratories	13.5	5.0%		(0.6)%	4.4%	12.9
Auto	75.3	2.7%		(4.5)%	(1.8)%	76.7
Idiada	43.8	15.5%		(0.9)%	14.6%	38.2
Holding&others	0.0	n/a		n/a	n/a	0.1
Total Revenue	376.3	(7.6)%	0.2%	(2.3)%	(9.7)%	416.7
Adj. Op. Profit	25.8	(16.7)%	2.9%	(3.5)%	(17.4)%	31.2

**Q2** 

Revenue	Actual 2016	Organic	Inorganic	FX	Total	Actual 2015
Energy&Industry Division	273.4	(10.7)%	0.8%	(3.5)%	(13.4)%	315.8
Laboratories	15.0	8.9%		(1.7)%	7.2%	14.0
Auto	76.4	4.7%		(2.9)%	1.8%	75.0
Idiada	42.5	10.3%		(0.9)%	9.3%	38.8
Holding&others	0.1	n/a		n/a	n/a	0.0
Total Revenue	407.3	(5.6)%	0.5%	(3.2)%	(8.2)%	443.6
Adj. Op. Profit	44.8	(10.9)%	(0.2)%	(2.5)%	(13.7)%	51.9
Idiada Holding&others Total Revenue	42.5 0.1 <b>407.3</b>	10.3% n/a (5.6)%		(0.9)% n/a (3.2)%	9.3% n/a ( <b>8.2)%</b>	38.8 0.0 <b>443.6</b>

# Q1 & Q2 2016. Summary Income Statement

	Q1			Q2		
	2016	2015	Change	2016	2015	Change
Revenue	376.3	416.7	(9.7)%	407.3	443.6	(8.2)%
Adj. Operating Profit	25.8	31.2	(17.4)%	44.8	51.9	(13.7)%
Adj.Op.Profit margin	6.9%	7.5%	-64 bps	11.0%	11.7%	-71 bps
PPA Amortisation	(11.9)	(11.6)		(11.9)	(11.9)	
Other results	(2.8)	(3.5)		(2.8)	(5.1)	
Operating profit	11.1	16.0	(30.6)%	30.1	34.9	(13.8)%
Finance result	(5.9)	(4.5)		(5.5)	(6.5)	
Associates	0.4	0.5		0.5	0.5	
Profit before tax	5.6	12.1	(53.4)%	25.1	28.9	(13.0)%

#### H1 2016. Other results

	H1		
	2016	2015	Change
Other results	(5.5)	(8.7)	(36.0)%
Transaction costs	(0.1)	(1.2)	
Other gains & losses	0.0	(1.2)	
Historical Management Incentive Plan	(5.5)	(6.2)	

# H1 2016. Net Financial Expenses

	H1 2016	H1 2015
Interest on Post-IPO Debt Facility	(7.2)	(9.5)
Arrangement Fees	(1.0)	(0.9)
Foreign exchange	(2.0)	1.0
Financial derivatives for hedging	0.0	0.0
Other	(1.1)	(1.6)
Financial Expenses	(11.4)	(11.0)

#### H1 2016. Net Financial Debt

	H1 2015	FY 2015	H1 2016
Term Loan	727.9	747.8	747.1
RCF	35.0	20.0	-
Other Financial Debt	78.3	66.7	43.0
<b>Total Gross Debt</b>	841.1	834.5	790.1
Net cash	(126.2)	(169.2)	(121.6)
Total Net debt	714.9	665.3	668.5
LTM EBITDA	216.2	212.8	199.6
Net Debt to EBITDA	3.3 x	3.1 x	3.3 x

# H1 2016. Statutory Cash Flow reconciliation

	CF Statement	Restructuring Impacts	Historical Mgmnt Incentive Plan	Others	Add Back capex & interests	Non cash items	Statutory CF	Staturory CF equivalent epigraph
Adjusted EBITDA	95.0	(0.2)	(5.5)	(0.3)		(58.3)	30.7	Profit Before taxes
Non cash items						58.3	58.3	Non cash items
Working Capital variation	(23.4)	(5.8)	2.6				(26.5)	(Increase)/Decrease in working capital
Capex	(25.0)				25.0		-	
Adjusted Operating Cash Flow	46.7	(6.0)	(2.9)	(0.3)	25.0	-	62.5	
Cash Conversion rate	49.1%							
Taxes Paid	(12.4)			(3.4) <sup>(*)</sup>			(15.8)	Taxes Paid
Interest Paid	(5.6)				5.6		-	
Adjusted Free Cash Flow	28.7	(6.0)	(2.9)	(3.7)	30.6	-	46.7	Operating Cash Flow
Capex & Interests		-			(30.6)		(30.6)	Capex & Interest paid
Extraordinaries	(9.4)	6.0		3.4			-	
Historical Mgmnt. Incentive Plan	(9.5)		9.5				-	
Minorities	(2.6)						(2.6)	Minorities
Acquisitions / Disposals	(2.1)						(2.1)	Acquisitions/Disposals of subsidiaries
Others	(0.3)			0.3			0.0	
Cash Generated	4.9	-	6.6	-	-	-	11.5	
Curency translations	(10.0)						(10.0)	Currency translations
Changes in financing	(37.9)		(6.6)				(44.5)	Changes in financing
Cash increase (decrease)	(42.9)	-	-	-	-	-	(42.9)	Cash Increase / (Decrease)

<sup>(\*)</sup> Adverse tax ruling

### H1 2016. Balance Sheet

	H1 2016	FY 2015
Goodwill	528.2	528.0
Other intangible assets	555.2	581.5
PPA	504.5	528.5
Other intangible assets	50.7	53.0
Tangible assets	206.7	209.2
Non current Financial Assets	14.6	14.0
Deferred Tax Assets	85.7	85.4
Total Non-Current Assets	1,390.4	1,418.1
Inventories	9.5	10.1
Trade & Other receivables	423.3	420.5
Corporate Income Tax assets	11.5	12.3
Current financial assets	4.1	4.3
Cash & Cash equivalents	119.5	162.4
Total Current Assets	567.9	609.6
Total Assets	1,958.3	2,027.7

	U1 2016	EV 2015	
	H1 2016	FY 2015	
Equity	650.1	651.3	
Long Term Provisions	23.9	28.9	
Bank borrowings	739.3	767.4	
Other financial liabilities	24.4	24.0	
Deferred Tax Liabilities PPA	120.6	126.2	
Deferred Tax Liabilities Others	35.3	35.1	
Deferred Tax Liabilities	155.9	161.3	
Other non current liabilities	10.0	13.2	
Total Non-Current Liabilities	953.5	994.8	
Short term provisions	1.9	1.9	
Bank borrowings	28.1	52.5	
Trade & Other payables	294.5	303.1	
Income Tax Liabilities	16.7	15.7	
Other current liabilities	13.5	8.4	
Total Current Liabilities	354.7	381.6	
Total Equity & Liabilities	1,958.3	2,027.7	