KTSPARTNERS

9M22 Results Confirm Growth Momentum

HOLD | Fair Value: €9.56 (€9.56) | Current Price: €9.40

€ Million	FY19A	FY20A	FY21A	FY22E	FY23E	FY24E	FY25E
Gross Written Premiums	84.4	117.7	149.3	172.4	194.2	220.8	250.2
Underwriting Result	16.6	21.2	26.6	33.2	39.2	46.7	57.3
Combined Ratio	85%	90%	89%	88%	85%	84%	81%
Net Profit	12.5	6.5	11.3	15.7	21.8	21.8	28.2
Net Profit Adjusted	7.0	7.6	11.5	14.3	17.0	20.7	27.1
EPS	0.8	0.4	0.7	0.9	1.3	1.3	1.6
EPS Adjusted	0.5	0.5	0.7	0.8	1.0	1.2	1.6

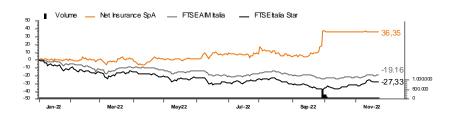
Source: Company data, KT&Partners' elaboration

9M22 financial results. On November 9th, 2022, NET-IT disclosed its 9M22 results, showing double-digit growth both at the top and the bottom line. In line with our expectations, gross written premiums (GWP) rose by 20.2% YoY to €136.9mn (in line with our estimates). The bancassurance and broker (excluding agro) businesses have driven the growth, increasing by 53.5% YoY to €32.8mn, scaling its offer on ca. 1,000 branches in Italy following the 18 partnerships signed since the end of 2018. The salary-backed loan business stood at €74.5mn (+6.3% YoY) still accounting for 54% of the total GWP, confirming NET-IT's market share in terms of volume above 25%. The agro line increased by +32% YoY, reaching €29.6mn. At the bottom line, net income was up by 22.1% YoY at €10.5mn, almost in line with our estimates. By adjusting for extraordinary items (mainly related to the translisting to the STAR segment of Borsa Italiana), the net result stood at €11.1mn. On the capital structure side, the Group's shareholders' equity decreased by 11% YoY to €79mn (vs €88.8mn in FY21), due to the depreciation of the financial instruments in the portfolio that have led to the solvency ratio decreasing to 166.4% from 171.9% in 1H22 and -11pp compared to 9M21 data.

Estimates confirmed. On the back of the 9M22 results, we left unchanged our estimates that we revised in August following the 1H22 results and the new strategic guidelines for the 2022–25 period. We expect GWP to grow at a CAGR21–25 of 13.8%, reaching €250.2mn by 2025. On the profitability side, we estimate the Group's CoR to go from 88.1% in FY22 to 81.1% in FY25 (ca. -1pp compared with NET's target). Looking at the bottom line, we expect net income adjusted to grow at a CAGR21–25 of 23.9%, reaching €27.1mn in FY25 and implying a 18.7% ROE. Finally, we expect NET's SR to stabilize above 170% by the end of 2025, thus helping the Group win new business.

Valuation confirmed. We confirm our valuation – based on both DDM and the warranted equity method – returning a fair value of €9.56ps. We note that, following the takeover bid announcement, the stock appreciated by ca. 15%, reaching a price of €9.40ps. Since the business combination (at the end of December 2018), the stock price has registered a +122% performance.

YTD Relative Performance Chart



Research Update

November 24th, 2022 - h 7.00

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Market Data						
Main Shareholders						
IBL Banca S.p.A.			26.63%			
First Capital S.p.A.			5.53%			
Algebris UK Limited			5.00%			
Mkt Cap (€ mn)			162.2			
Shares issued			18,514,269			
Treasury shares			1,223,264			
Shares out.			17,291,005			
Free Float	t 52					
Market multiples	2021	2022	2023			
P/E	14.3x	10.3x	7.5x			
P/BV	1.8x	1.6x	1.4x			
P/Premiums	1.1x	0.9x	0.8x			
	Stock Data					
52 Wk High (€)			9.44			
52 Wk Low (€)			6.20			
Avg. Daily Trading 90d			24,569			
Price Change 1w (%)			25.07			
Price Change 1m (%)	Price Change 1m (%)					
Price Change YTD (%)			36.93			

*P/E is based on net income including the recovery of funds related to the "Mister X" fraud.
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KT&PARTNERS PREPARED THIS DOCUMENT PURSUANT TO AN ENGAGEMENT LETTER ENTERED INTO WITH BANCA FINNAT S.P.A., ACTING AS A SPECIALIST IN ACCORDANCE WITH ART. 2.3.5 OF THE RULES OF THE MARKET ORGANIZED AND MANAGED BY BORSA ITALIANA.

Price: €9.40 | Fair Value: €9.56



Key Figures – Net	Insurance S.p.A.
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Current price (€)	Fair Value (€)			Sector			F	ree Float (%
9.40	9.56		I	nsurance				52.19
Per Share Data	2018A	2019A	2020A	2021A	2022E	2023E	2024E	2025
Total shares issued (mn)	17.3	17.3	17.3	18.5	18.5	18.5	18.5	18.
Total shares outstanding (mn)	15.3	15.3	15.3	17.3	17.3	17.3	17.3	17.
EPS	0.3	0.8	0.4	0.7	0.9	1.3	1.3	1.0
EPS adjusted	0.4	0.5	0.5	0.7	0.8	1.0	1.2	1.0
BV Per Share	3.5	4.7	5.2	5.1	5.9	6.9	7.7	9.0
Dividend per share (ord)	-	-	0.1	0.2	0.3	0.4	0.4	0.
Dividend pay out ratio (%)	-	-	19%	26%	30%	30%	30%	309
Income Statement (EUR million)								
Gross Written Premium (GWP)	62.3	84.4	117.7	149.3	172.4	194.2	220.8	250.
Underwriting Result	11.4	16.6	21.2	26.6	33.2	39.2	46.7	57.3
Financial Result	0.1	2.0	2.2	3.1	2.6	3.6	4.6	5.5
Operating Income	10.3	8.5	12.2	13.0	20.0	24.0	29.4	38.
Net Income	4.1	12.5	6.5	11.3	15.7	21.8	21.8	28.2
Net Income Adj.	6.7	7.0	7.6	11.5	14.3	17.0	20.7	27.3
Balance Sheet (EUR million)								
Investments	178.0	164.0	176.8	201.5	220.3	256.5	288.2	326.
Intangible assets	0.9	2.6	5.0	6.1	11.2	11.8	11.6	10.
Deferred acquisition costs	-	-	-	-	-	-	-	
Insurance technical reserves	299.5	300.4	326.2	362.1	413.0	467.1	523.2	582.0
Senior or subordinated debt	14.7	15.5	20.1	17.0	17.0	17.0	17.0	17.0
Shareholder's Equity	53.8	71.8	79.8	88.8	101.5	118.6	133.8	155.5
Ratios (%)								
Loss ratio	64.8%	55.6%	55.7%	55.0%	53.0%	49.6%	47.8%	45.7%
Commission ratio	2.6%	8.3%	13.6%	16.5%	18.0%	19.0%	20.0%	20.4%
General expenses ratio	13.0%	20.7%	20.5%	17.8%	17.1%	16.6%	15.9%	15.0%
Combined ratio	80.4%	84.7%	89.8%	89.4%	88.1%	85.2%	83.7%	81.1%
Solvency ratio	162.9%	165.7%	177.2%	180.7%	178.7%	177.8%	173.9%	173.4%
ROE	11.3%	19.8%	8.6%	13.4%	16.5%	19.8%	17.3%	19.5%
ROE Adj.	18.4%	11.1%	10.0%	13.7%	15.0%	15.5%	16.4%	18.7%
Valuation								
P/E	39.6x	13.1x	25.0x	14.4x	10.4x	7.5x	7.4x	5.8
P/BV	2.7x	2.0x	1.8x	1.8x	1.6x	1.4x	1.2x	1.0
P/Premiums	2.6x	1.9x	1.4x	1.1x	0.9x	0.8x	0.7x	0.6
Dividend yield (%)	0.0%	0.0%	0.9%	1.8%	2.9%	4.0%	4.0%	5.2%
Growth rates (%)								
GWP	6.7%	35.6%	39.4%	26.8%	15.5%	12.6%	13.7%	13.3%
Underwriting Result	29.0%	45.5%	27.5%	25.5%	24.7%	17.9%	19.2%	22.6%
Operating Income	-6.7%	-17.1%	43.5%	5.9%	54.6%	19.7%	22.6%	31.39
NetIncome	-23.4%	303.7%	52.3%	173.7%	138.7%	138.8%	100.3%	129.3%
Net Income Adj.	91.4%	4.5%	8.6%	51.4%	24.4%	19.1%	21.3%	30.9%

Source: Company data, KT&Partners' elaboration

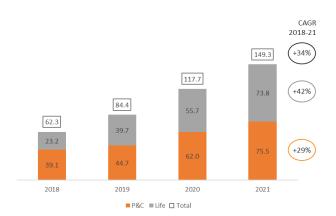
Note: The number of treasury shares is netted for shares that will be used to service the eventual bond conversion.



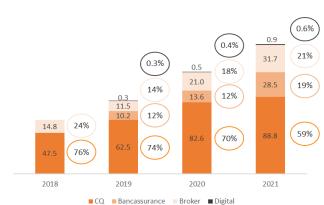
Key Charts

P&C and Life Gross Written Premiums (€mn)

Gross Written Premiums by Business Line (€mn, %)



Source: Company data, KT&Partners' elaborations



Source: Company data, KT&Partners' elaborations

Key Ratios (%)

89.4% 84 7% 80.4% 64.8% 55.6% 55.7% 55.0% 20.7% 20.5% 17.8% 13.0% 16.5% 13.6% 8.3% 2.6% 2018 2019 2020 2021 ---- Commission Ratio --- -- Expenses Ratio ---- Combined Ratio

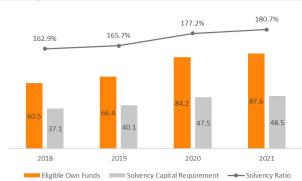
Source: Company data, KT&Partners' elaborations Note: key ratios are calculated gross of reinsurance

EPS, EPS adjusted and DPS (€)



Source: Company data, KT&Partners' elaborations

Solvency Ratio



Source: Company data, KT&Partners' elaborations

BV per share (€), ROE and ROE Adjusted (%)



Source: Company data, KT&Partners' elaborations



Overview

Company description

Net Insurance (NET-IT) is an **innovative multi-line insurance player** specialized in: i) insurance of **salary and pension-backed loans (CQ)**; and ii) non-life and protection products aimed at individuals and small business, distributed through **bancassurance**, **retail brokers** and **digital** channels.

In 2018, NET merged with Archimede, the SPAC promoted by Andrea Battista, Giampiero Stefano Rosmarini and Matteo Carbone that raised €47mn. Archimede was the first Italian SPAC dedicated to the insurance sector and the first with a disclosed target. The merger with Archimede represented a turning point for NET, allowing the Group to leverage on fresh capital (restoring capital above regulatory requirements), an outstanding management and a new strategic plan.

Following the business combination, the main levers of NET-IT – along with strong governance and a world-class management team - are: i) consolidation of NET-IT's positioning in the CQ market; ii) the development of high-growth distribution channels (i.e. bancassurance, retail broker and digital channels); and iii) a "pervasive insurtech" approach through the whole value chain, to enhance group profitability, particularly risk selection, pricing and distribution.

Investment case

- Strong positioning in the CQ market (CQ). According to Business Intelligence's data, in 2021, NET-IT was among the largest players within the Italian CQ market with a market share in terms of volume exceeding 25% from ca. 20% in 2019.
- Bancassurance has taken off and 18 partnerships have been signed since the end of 2018. Bancassurance is one of the fastest-growing distribution channels with highly attractive levels of Combined Ratio (CoR). To take advantage of this trend, NET-IT's management has leveraged on its business connections and experience to start new relationships with the banking sector and seize cross-selling opportunities on CQ's clients. Thanks to the 18 agreements signed in the last 3 years, NET-IT can rely on ca. 1,000 branches in Italy to distribute its non-life and protection policies. Further agreements are in the pipeline.



- "A pervasive insurtech" approach. Insurtech and digital transformation are a core element in NET-IT's strategic plan, being a key profitability enhancer, particularly in risk selection, pricing and distribution. The adoption of the insurtech strategy through the whole value chain is supported by Matteo Carbone one of Archimede's promoters and chairman of NET-IT's Innovation Advisory Board who is a worldwide expert in insurtech and insurance innovation.
- A highly experienced top management achieving outstanding results. NET-IT boasts a
 strong and experienced management team led by Andrea Battista, which is successfully
 executing its strategy, and has beaten the Group's business plan targets for three years
 in a row.
- Stable and diversified shareholder base also supporting the business. Among NET-IT's shareholders, there are top-tier institutional investors which in most cases haves also signed a strategic partnership with NET (i.e. Unicredit, Swisse Re, IBL Banca, Cassa di Risparmio di Bolzano, Banca Popolare di Puglia e Basilicata etc.). We note that IBL leader in the Italian CQ market now owns a 26.64% stake in NET (from 9.7% in December 2018).



Recent developments

• Poste Vita launches a voluntary tender offer for Net Insurance. On September 28th, 2022, Poste Vita launched a delisting takeover bid for 100% of Net Insurance S.p.A. shares and warrants. The bid will be promoted through a special purpose vehicle (BidCo) that will be controlled by Poste Vita itself within a joint venture with IBL Banca S.p.A. Indeed, IBL Banca S.p.A. – NET-IT's currently first shareholder with a stake of 26.64% – has committed to sell its full shareholdings (including warrants) and to reinvest part of its proceeds into the BidCo for a 40% stake. Andrea Battista, the current CEO of NET-IT, will remain in charge for the future development of the company and he agreed to sell its shares and warrants except for 400,000 shares. Upon the completion of the transaction, Andrea Battista will retain a stake of ca. 2% of the share capital of Net Insurance.

Poste Vita's bid was set at the price of:

- €4.81 for each warrant, implying a premium of 52.7%, 60%, and 78.4% compared
 with the official closing price of the last day before the announcement, the last
 month, and six-month average price, respectively (Offer on Warrants).

The total cash-out of the bid will range between a minimum of €180.8mn, in case the outstanding warrants will be not converted by the end of the Acceptance Period, to a maximum of €187.8mn assuming that all the outstanding warrants will be converted, except those owned by IBL and Andrea Battista that will be tendered to the Offer on Warrants.

HP 1 - No conversion of Warrants	
Bid on pre-dilution share capital	172,059,250
Bid on total warrant outstanding	8,783,079
Total cash-out	180,842,329
HP 2 - Conversion of Warrants (except those owned by IBL and Andrea Battista)	
Bid on fully-diluted share capital	186,106,454
Bid on warrant owned by IBL and Net Insurance	1,670,758
Total cash-out	187,777,212

The transaction is subject to a threshold of 90% of shares and warrants that should be tendered to the Offers and it is expected to be completed by 1H23.

By delisting NET-IT's shares and warrants from Euronext STAR Milan, Poste Vita — an Italian life insurance company entirely held by Poste Italiane S.p.A. — aims at i) reinforcing Poste Italiane Group's business positioning within the salary and pension-backed loans leveraging on and further developing the leadership positioning of NET-IT. Poste Vita will boost NET-IT growth also thanks to the partnership with IBL Banca that has agreed to increase the insurance coverages relating to its salary-backed loan business; and ii) leveraging on NET-IT know-how and already established agreement with the banking sector to accelerate the distribution of non-life/protection insurance products through the bancassurance channel.

- A STAR Insurance Companies listed on Euronext STAR Milan. On August 1st, 2022, NET-IT moved to the Euronext STAR Milan.
- 2022-25 business plan. On June 23rd, NET-IT presented an updated and detailed business plan setting new ambitious targets and bringing forward the strong commitment showed over the last three years aimed at ensuring sustainable growth, capital strength and shareholders' remuneration.



Recap Tender Offer

Tender Offer on Shares	
Shares Issued	18,511,500
of which Treasury Shares	1,989,933
of which owned by IBL	4,930,542
Managment Non Tender Commitment	400,000
HP 1 - No conversion of Warrants	
Pre-dilution shares subject to takeover bid	18,111,500
Bid Price Per Share	9.5
Min bid on shares (pre-dilution share capital)	172,059,250
HP 2 - Full Conversion of Warrants (except those owned by IBL and Andrea Battista)	
Shares following warrants conversion (except for warrants committed to Offer on Warrants)	1,478,653
Fully-diluted shares subject to takeover bid	19,590,153.0
Bid Price Per Share	9.5
Max bid on shares (fully-diluted share capital)	186,106,454
Tender Offer on Warrants	
HP 1 - No conversion of Warrants	
Warrants outstanding	1,826,004
of which owned by IBL committed to Offer on Warrants	340,959
of which owned by Andrea Battista committed to Offer on Warrants	6,392
Bid Price Per Warrant	4.81
Max bid on warrants	8,783,079
HP 2 - Conversion of Warrants (except those owned by IBL and Andrea Battista)	
Warrants owned by IBL and Andrea Battista	347,351
Bid Price Per Warrant	4.81
Min bid on warrants	1,670,758
Overall Bid Range	
HP 1 - No conversion of Warrants	
Bid on pre-dilution share capital	172,059,250
Bid on total warrant outstanding	8,783,079
Total cash-out	180,842,329
HP 2 - Conversion of Warrants (except those owned by IBL and Andrea Battista)	
Bid on fully-diluted share capital	186,106,454
Bid on warrant owned by IBL and Net Insurance	1,670,758
Total cash-out	187,777,212



9M22 Financial Results

The results of the first nine months confirm business growth and solidity despite macroeconomic uncertainties. In line with our expectations, gross written premiums (GWP) were up by 20.2% YoY, reaching €136.9mn, with both the P&C and Life segments increasing by ca. 20% YoY.

The salary-backed loan business generated €74.5mn or 54% of the total GWP, increasing by 6% YoY. The bancassurance and broker business recorded the highest growth of 53.5% YoY, achieving €32.8mn and accounting for 24% of the total, +5pp YoY thanks to partnerships established over the last three years and a widened and an enriched product portfolio. A strong performance was also recorded by the agro line (+32% YoY), totaling €29.6mn (22% of the total).

The underwriting result increased by 43.3% to €25.2mn, exceeding our estimates by +1.9%, mainly following a higher incidence of reinsurance activities.

Looking at key profitability figures, Group gross CoR was stable at 93% compared to the 1H22 results, but was slightly worse than 9M21 figures, by ca. 1.5pp. Gross CoR came 0.7pp above our estimates, mainly due to a higher-than-expected gross loss ratio. Net of reinsurance, Group CoR improved, going from 73% in 9M21 to 68% in 9M22.

The net investment result came in at €1.4mn, down by 32% YoY mainly due to: i) a ca. €220k impairment on the Gazprom bond, representing the only portfolio exposure to Russian, Belarusian and Ukrainian issuers; and ii) a €131k loss due to an impairment on shares issued by ANIMA Holding. The result was almost in line with our estimates (+3%) and with NET-IT's 2022 targets.

At the bottom line, net income stood at €10.5mn, recording a double-digit growth of 22% YoY. Net income was in line with our estimates, despite a higher incidence of other expenses – as in the 3Q22 part of the sums related to the black swan were still not cashed in – which was offset by lower-than-expected taxes. By normalizing for extraordinary expenses (mainly related to the translisting) and revenues, net income came in at €11.1mn.

On the balance sheet side, intangible assets increased to €7.9mn (from €6.1mn in FY21) mainly following investments in management software, whereas the value of tangible assets was almost stable.

Financial investments increased by 7.3% compared to FY21 to €216mn, mainly following business growth. In 9M22, on the back of the macroeconomic uncertainties, the Group has followed a prudent investment strategy, keeping the duration of assets slightly below that of liabilities by investing in government bonds with interesting returns. As of September 2022, 66% of the portfolio was composed of bonds, of which ca. 36.7% were Italian government bonds, 34.8% were corporate bonds and the remaining 28.6% were foreign government bonds. In the period analyzed, the Group also carried out equity investments in private companies, mainly in business partners and in those active in insurtech.

The Group's shareholders' equity decreased by 11% YoY to €79mn (vs €88.8mn in FY21), due to the depreciation of the financial instruments in the portfolio that have led to the solvency ratio decreasing to 66.4% from 71.9% in 1H22 and -11pp compared to FY21 data.



9M22 Income Statement					
€ thousand	9M21	9M22	YoY growth	9M22E Old	A vs E Old
Gross Written Premiums	113,912	136,940	20.2%	136,075	0.6%
	90%	91%			
Gross Earned Premiums	102,212	124,323	21.6%	121,290	2.5%
Reinsurers' share	(56,487)	(71,252)	26.1%	(68,035)	4.7%
Net Earned Premiums	45,725	53,071	16.1%	53,255	-0.3%
Claims paid and change in insurance provisions	(67,992)	(81,815)	20.3%	(79,190)	3.3%
Reinsurers' share	39,867	53,959	35.3%	50,681	6.5%
Net insurance benefits and claims	(28,125)	(27,855)	-1.0%	(28,509)	-2.3%
Underwriting Result	17,600	25,216	43.3%	24,746	1.9%
Loss ratio	57%	53%	-3.9%	53%	0.7%
Net acquisition and administration costs	(8,018)	(11,516)	43.6%	(10,785)	6.8%
of which commissions	(12,660)	(19,441)	53.6%	(18,418)	5.6%
Commission ratio	15.9%	21.1%	5.2%	20.8%	0.3%
of which general expenses	(15,209)	(17,431)	14.6%	(17,383)	0.3%
General expenses ratio	19.0%	19.2%	0.1%	19.6%	-0.4%
of which ceding commissions	19,851	25,357	27.7%	25,015	1.4%
of which investment managment costs					
Combined ratio	92%	93%	1.5%	93%	0.6%
Financial Result	2,085	1,426	-31.6%	1,381	3.3%
Operating Result	11,667	15,126	29.6%	15,342	-1.4%
Other income (expenses)	(2,188)	(873)	-60.1%	70	n.m.
EBT	9,479	14,253	50.4%	15,412	-7.5%
Income taxes	(874)	(3,749)	328.8%	(4,774)	n.m.
Net Income	8,605	10,504	22.1%	10,638	-1.3%
Net Income Adjusted	9,649	11,137	15.4%	11,038	0.9%

Source: Company data



DISCLAIMER

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- REDUCE FOR A FAIR VALUE <-15% ON CURRENT PRICE

