

AUGMENTED REALITY FOR REMOTE ASSISTANCE

+2.300

clients

+30

countries

+6.500

monthly licenses



AGENDA

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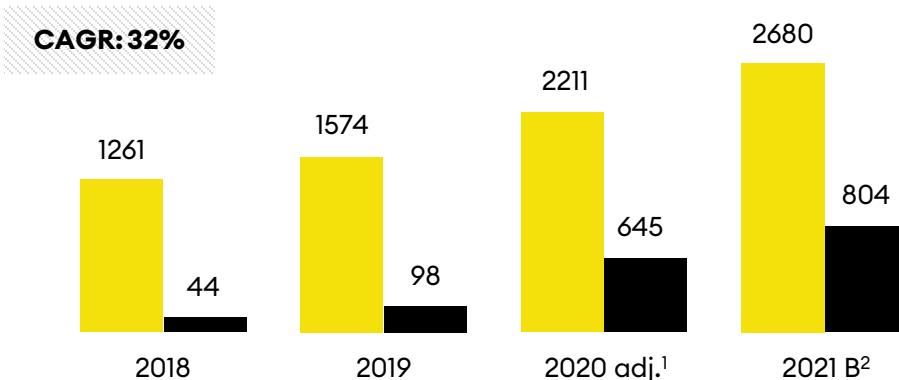
EXECUTIVE SUMMARY

Business overview

Founded in 1996 Icona is an Italian vertical-focused ISV* specialized in remote assistance and customer support. The Company has developed 3 products:

 Acty Remote video support tool backed by Augmented Reality	 Support Remote desktop access software	 Deskoala Cloud CRM for support teams
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Revenue & EBITDA (€ th.)



*Independent Software Vendor.

¹Adjusted 2020 result with capitalized R&D costs.

²Business plan.

Company highlights

- 1 Vertical player, but with a diversified business offer
Icona developed 3 products to address different needs in the field of remote assistance and customer support
- 2 Untapped market potential
Acty, Icona's most recent product, is operating in the early-stage market and is growing at CAGR of 112%, with a customer base of 300 in 33 countries
- 3 Proprietary products
Icona's offer solely consists of internally developed software products which provide substantial economy-of-scale potential as the Company grows
- 4 Subscription-based business model
Products are being delivered as a monthly-paid license which assures stable cash flows and high customer retention (~90%). Icona's clients come from >30 countries around the globe
- 5 Experienced Management team
With tens of years of experience in IT and software and high motivation to make Icona a champion of tomorrow
- 6 Proven growth track
Icona has been growing its top-line 32% annually and expects to grow at 20% p.a. in the next 5 years

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COMPANY OVERVIEW

Icona started as an independent software vendor developing vertical products in the field of remote assistance and customer support

1996

Icona was founded as a software development company

2001

Launch of Livecare Contact, which facilitates relationships and management of call flows with customers using a telephone board system

2003

Introduction of Livecare Support, enabling remote access to Clients' servers

2004

Introduction of Contact Manager, a multi-channel ticketing application to assist e-mail requests

2006

Integration of existing offer into Livecare All-In-One packaged solution

2008

Start of development of native iOS and Android app projects

2013

Pivot from web and app development services to focus solely on proprietary products

2016

Launch of Acty, the remote assistance solution backed by AR

2017

Introduction of Deskoala, an evolution of Contact Manager to go-to reference ticketing platform for Italian market

2020

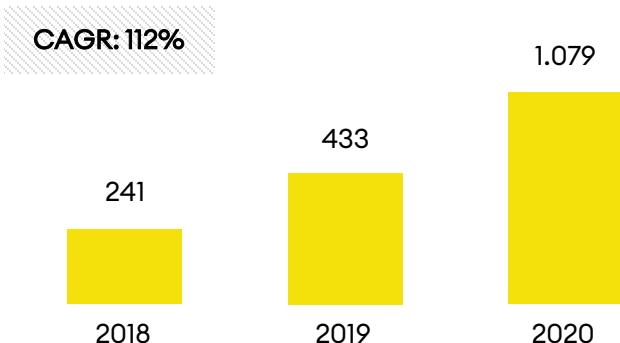
Rebranding of Icona and its portfolio products

COMPANY OVERVIEW



- Acty is a remote support tool backed by augmented reality which provides real-time video communication between parties.
- Introduced in 2016, Acty grew rapidly and recorded over €1m of sales in 2020 also thanks to COVID-driven accelerated adoption of digital.
- The flexible license offer makes it accessible for both large companies and SMEs. The product has become well-known among leading companies on the Italian market and is gaining traction abroad.

Annual billings (€ th.)



+30 Countries
+300 Clients
+400 Licenses

Competitors



Key differentiators

Multi-platform access

On-screen AR support

Chat translating to
>60 languages

High-level of possible
customization

COMPANY OVERVIEW

S Support

Livecare Support is a desktop and remote access software providing remote assistance to PCs, servers and mobile devices.

+€745k Annual billings

+9% '18-'20 CAGR

+2.000 Clients

+5.000 Licenses

Competitors



splashtop



AnyDesk

Key differentiators

Multi-platform
remote access

Machine monitoring

Activity tracking

Italian technical
support

d Deskoala

Deskoala is a cloud CRM for support teams which handles customer support requests in one place.

+€487k Annual billings

+31% '18-'20 CAGR

+50 Clients

+80 Licenses

Competitors



ThriveDesk



Key differentiators

Multichannel helpdesk

Self-service mode

Ticketing system

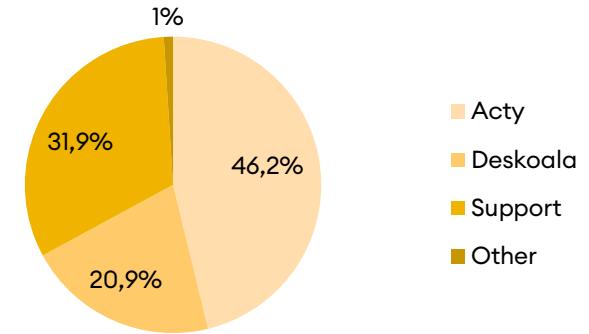
Analysis and
reporting tools

COMPANY OVERVIEW

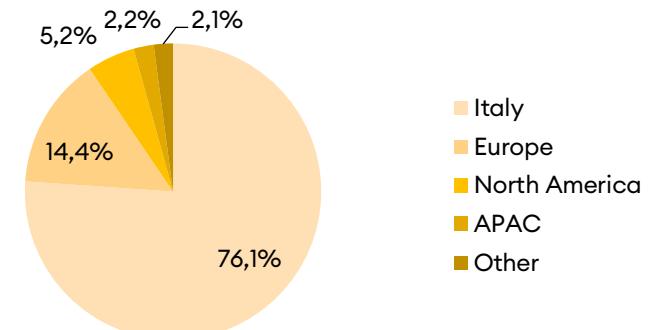
Dynamic growth quickly made Acty Icona's major revenue generator opening access to foreign clients

- Icona's sales split by product reflects the balanced revenue distribution across the three business units.
- Acty, introduced in 2016, quickly became a core revenue contributor – its revenues grew from €0,4m in 2019 (25% share in total) to €1,1m last year (46% share). Deskoala and Support being at a matured stage are generating stable revenue flow of €1,2m.
- Icona has been historically focused on a local market – back in 2018 almost 100% of revenues were generated in Italy. The dynamic growth of Acty – the only product delivered to foreign customers – introduced a distribution between local and foreign businesses most of which come from Europe (14%) and US (3%).
- In 2021, Acty continues its expansion further dominating the product mix and diversifying the regional split of revenues.

Icona revenue split by product, 2020



Acty revenue split by region, 2020



COMPANY OVERVIEW

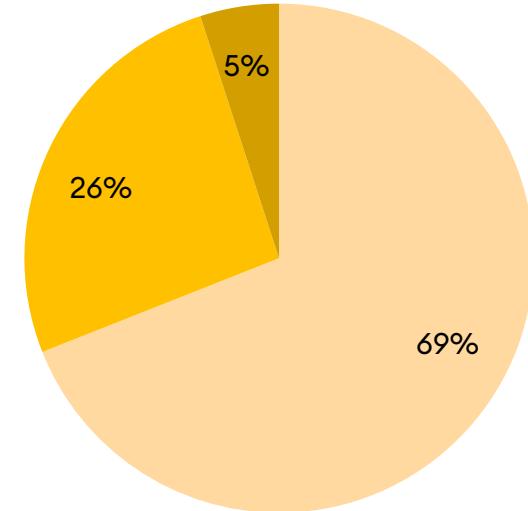
Recurrent licenses are a cornerstone of Icona's business model ensuring long-term client retention and stable revenues

Selected clients

~90% customer retention rate

ABB	Schneider Electric	Dentalpro
Prima Industrie	Olympus	Salvagnini
Pensplan	Siegwerk	Iveco
Novomatic	Amada	Saudi Aramco Korea
Insiel	Kyocera	United Nations
CGT/CAT		

Icona revenue split by type, 2020



- Recurring revenue: license & maintenance
- Professional services
- Smart glasses

COMPANY OVERVIEW

The Company is led by a team with a strong industry experience

Board of Directors



Francesco Riglietti

CTO

Over 25 years of experience in the software development industry. After graduating in Computer Science at the University of Milan, he developed his technical skills as a Software Engineer at Atel. Francesco founded Icona Srl in 1996, contributing to the creation of C6, the first Italian Instant Messaging system that counted more than 5m registered users and more than 28 thousand concurrent users. He then became the Product Manager of the remote assistance solution Livecare Support and the Augmented Reality solution Acty, and later the CTO of the company.



Giorgio Nepa

CEO

Italian entrepreneur and CEO of Icona Srl. Following over 10 years in commercial and managerial roles in IT companies, Giorgio joined Icona in 1998 as a Managing Director, overseeing sales and marketing. He contributed to the company's development by repositioning the business model, significantly expanding the proposal and the customer base, developing the culture of improvement and welfare of employees as necessary fulcrums for the company's sustainable growth.



Paolo Rossi

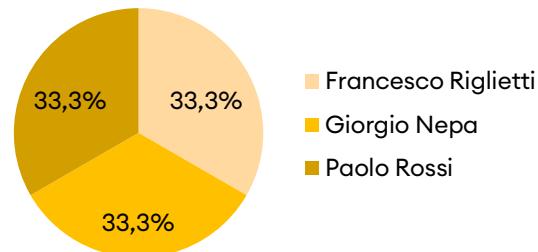
Product Manager

After graduating in Electronic Engineering at the Politecnico di Milano and completing several Unix/Linux projects, Paolo joined Icona contributing to the creation of Livecare Contact, a software based on VoIP technology to create Contact Center services, and Contact Manager, a CRM software for ticketing. In 2017 he released Deskoala, the evolution of Contact Manager, bringing in the solution a new concept of usability and multichannel. Within the company's organization, he also plays the role of CFO, coordinating the administration and finance area.



15 Employees

Shareholders' structure



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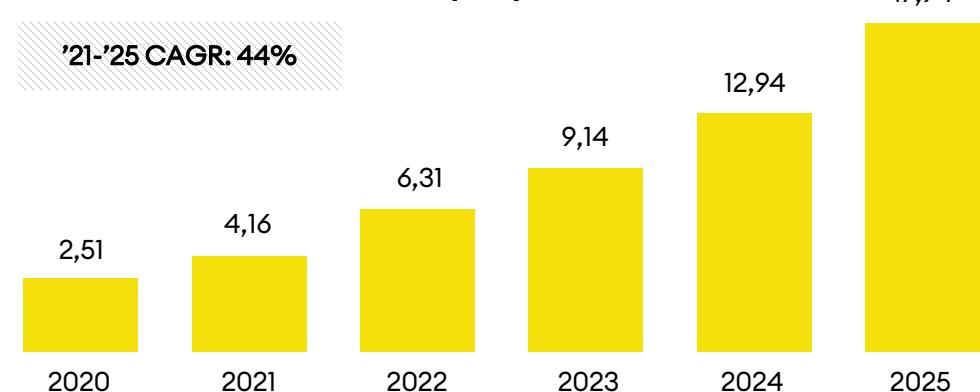
MARKET ENVIRONMENT

Enterprise AR is an early-stage market with untapped growth potential

Enterprise Augmented Reality

- COVID-19 pandemic forced businesses to adapt new ways of work creating a new definition of the normal operational model. Companies that switched to new behaviors witnessed massive gains in speed and efficiency. These results signal that part of changes brought by the pandemic are here to stay. The remote support tools were among solutions employed by the businesses to connect with customers and coworkers.
- Technological development and maturity of hardware and software offering accelerated the industrial use Augmented Reality since 2016. During the 2020 the AR and VR market received more than \$2b in investment and M&A activity.
- The COVID has significantly added to the market growth with the global value doubling in size in 2020 to reach \$2,5b. The market is expected to continue growing at a CAGR of 44% reaching nearly \$18b by 2025.
- The market leaders include Ubimax, Atheer, Scope AR, Re'Flekt, Upskill, Xmreality, Thirdeye, Librestream and Fieldbit.

Enterprise Augmented Reality Software Revenue (\$b)



Leading global market players



ThirdEye
UPSKILL
A TEAMVIEWER COMPANY



UBIMAX
WEAR IT at work



SCOPE



LIBRESTREAM



RE'FLEKT



FIELDBIT

Source: Mordor Intelligence.

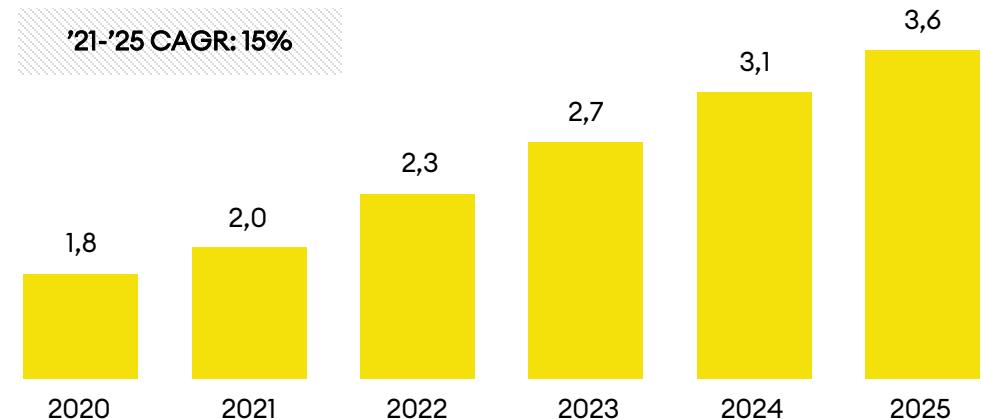
MARKET ENVIRONMENT

Work-from-home trend is a major driver of increasing remote desktop software market

- The remote desktop software market has been growing by c.10% annually in the past 5 years. The outbreak of COVID, however, increased the demand hugely as organizations required advanced remote desktop solutions to ensure the business continuity while safeguarding their employees. According to TrustRadius over 50% of businesses increased their spending on remote desktop software because of COVID. Additionally, the emerge of work-from-home model is becoming a new normal meaning the demand for remote solutions will persist for years to come.
- The adoption of remote desktop is concentrated greatly across SMEs which account for nearly 60% of the market and cloud solutions are gradually increasing the market share (>40%). IT and Telco sectors hold over 30% of end-user market value mainly due to high reliance on computers and overall higher digitalization.
- The market leading solutions include Teamviewer, Chrome Remote Desktop, VNC Connect, ConnectWise, BeyondTrust, Anydesk and Slashtop.

Remote Desktop Software

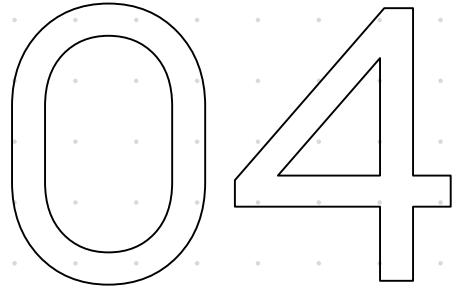
Remote Desktop Software Market Size (\$b)



Leading global market players



Source: Fortune Business Insights, own analysis.



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FINANCIALS

Icona has nearly doubled its revenues since 2018 benefitting from dynamic Acty growth

P&L (€ th.)

	2018	2019	2020	2020 Adj.*
Billings	1.192,7	1.705,1	2.336,4	2.336,4
Revenue	1.260,6	1.573,6	2.210,8	2.210,8
COGS	(706,9)	(955,1)	(1.305,3)	(1.305,3)
Gross profit	553,7	618,4	905,5	905,5
as % of sales	44%	39%	41%	41%
Employee costs	(500,3)	(512,1)	(505,9)	(505,9)
Other operating costs	(9,6)	(8,0)	(16,0)	(16,0)
Dev costs capitalization	0,0	0,0	0,0	261,2
EBITDA	43,7	98,4	383,6	644,7
as % of sales	3%	6%	17%	29%
D&A	(7,5)	(18,9)	(24,0)	(111,1)
EBIT	36,2	79,4	359,5	533,6
as % of sales	3%	5%	16%	24%
Financial result	(20,6)	(21,6)	(15,0)	(15,0)
Other	42,1	(25,1)	(95,7)	(95,7)
PBT	57,7	32,8	248,8	422,9
Tax	(17,3)	(32,4)	(106,6)	(181,9)
Net income	40,4	0,4	142,2	241,1

*Adjusted version with development costs capitalized.

- Icona's revenues have been growing at 32% CAGR since 2018 mainly due to a dynamic growth brought by Acty. 2020 witnessed a particular spike in demand for Acty's augmented reality software as companies were looking to minimise employee travel and personal contacts. Icona expects the continuation of the growth trend as more clients are implementing remote work.
- The majority of clients are automatically billed on a recurring basis ensuring the stable and recurring cash conversion.
- COGS which mostly consist of cost of services required to deliver software grew in line with revenues resulting in a gross profit of ~40%. EBITDA margin improvement from 3% to 29% (2018-'20) was mainly caused by flat employee costs despite growing scale. As a result EBITDA improved by nearly 15x from 2018 to 2020 adj.
- The 2020 adjusted results represent the capitalization of R&D costs incurred during the year.

FINANCIALS

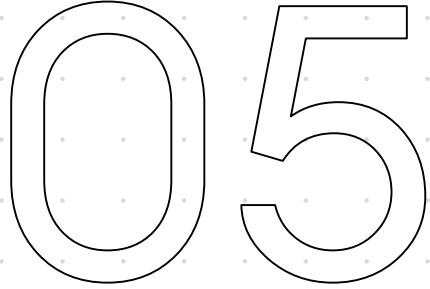
Icona has nearly doubled its revenues since 2018 benefitting from dynamic Acty growth

Balance Sheet (€ th.)

	2018	2019	2020	2020 Adj.*
Short-term assets	881,3	730,9	1.133,1	1.133,1
Cash at bank	28,5	24,5	592,0	592,0
Trade receivables	758,3	613,3	464,7	464,7
Tax receivables	50,7	10,2	2,6	2,6
Other	43,8	83,0	73,8	73,8
Long-term assets	24,4	57,1	52,3	226,4
Fixed assets	24,4	37,3	42,4	42,4
Dev costs capitalization	0,0	12,6	9,9	184,0
Other	0,0	7,2	0,0	0,0
Total assets	905,7	788,0	1.185,4	1.359,5
Current liabilities	535,3	417,6	497,2	572,5
Trade payables	47,2	128,9	134,5	134,5
Tax payables	131,1	33,4	153,2	228,5
Financial liabilities	248,2	155,9	0,0	0,0
Other	108,8	99,4	209,5	209,5
Long-term liabilities	216,2	245,8	421,3	421,3
Financial liabilities	42,1	42,1	255,1	255,1
Other	174,1	203,7	166,2	166,2
Equity	154,2	124,6	266,8	365,7
Equity & liabilities	905,7	788,0	1.185,4	1.359,5

*Adjusted version with development costs capitalized.

- Despite dynamic growth Icona is keeping a healthy balance sheet maintaining a low level of working capital (trade receivables decreased by 40% 2018-2020), and debt (€255k of bank loans as of 2020).
- The capitalization of 2020 R&D expenses in the adjusted results has €170k impact on the balance sheet.



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GROWTH STRATEGY

Acty is expected to be the main driver of the Company's growth

Business-as-usual condensed forecast financials (€ th.)

	2021	2022	2023	2024	2025
Net working capital	-112,0	-153,2	-202,7	-262,0	-333,3
Fixed assets	330,8	412,3	482,4	564,7	665,5
Total loans	218,9	259,1	279,7	302,7	332,2
Net financial debt	-395,0	-484,8	-626,6	-806,6	-1.030,9
TFR	94,2	94,2	94,2	94,2	94,2
Net assets	519,7	649,7	812,1	1.015,1	1.268,9
Revenue	2.679,8	3.215,8	3.858,9	4.630,7	5.556,8
Operating costs	-1.875,9	-2.251,0	-2.701,2	-3.241,5	-3.889,8
EBITDA	803,9	964,7	1.157,7	1.389,2	1.667,0
D&A	-165,4	-206,1	-241,2	-276,7	-319,4
EBIT	638,5	758,6	916,5	1.112,5	1.347,6
Financial result	-7,0	-2,2	2,8	3,6	4,6
PBT	631,5	756,4	919,3	1.116,1	1.352,2
Taxes	-189,5	-226,9	-275,8	-334,8	-405,7
Net income	442,1	529,5	643,5	781,3	946,5
D&A	165,4	206,1	241,2	276,7	319,4
Management cash flow	607,5	735,6	884,7	1.058,0	1.266,0
Investments in NWC	-9,3	41,2	49,5	59,4	71,2
CAPEX	-269,9	-287,6	-311,3	-359,1	-420,2
Dividends	-338,1	-399,5	-481,1	-578,2	-692,8
Net cash flow	-9,8	89,7	141,8	180,0	224,3

- The following is a stand-alone business plan of the company assuming the continuation of the historical growth trend and no M&A activities.
- During a 5-year period Icona plans to continue leveraging the Augmented Reality market opportunity and grow Acty business thus further increasing its contribution to overall revenues (2021-'25 CAGR of 20%).
- In the forecast period Management plans to continue actively supporting growth with additional CAPEX expenditures (~1,3x of depreciation), as well as pay out dividends (>70% of net income).
- During the forecast period Icona plans to maintain the negative level of Working capital and keep the low level debt with negative net debt levels.
- In 2022 Icona plans to get the ISO 27.001 certificate to be better positioned towards global enterprise customers.

GROWTH STRATEGY

€2m capital raise and further merger with a peer would double Icona in size and better position it for further growth

Capital raising

Raising €2m through combination with Errera Technology (SPV)*

Listing on VSE

1 Listing of the combined entity on the direct market of Vienna Stock Exchange

M&A

2 Using the raising proceeds to merge with a peer company of a similar size and become a local champion

Listing on Euronext

Listing of the consolidated entity on the Euronext Growth stock exchange to gain access to a liquid public market

Potential exit

Listing on Euronext may be a good exit opportunity for entrepreneurs or a platform for a new capital raise to continue growth through M&A

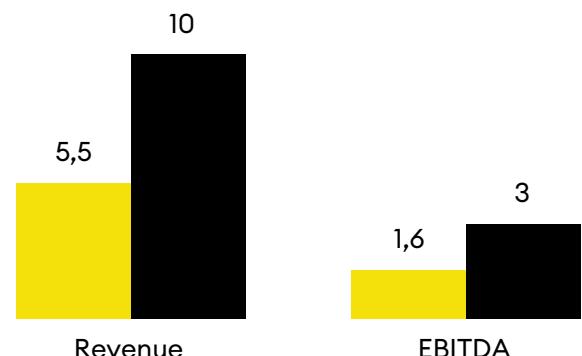
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Listing on Vienna Stock Exchange will provide several immediate benefits for the new company: (1) easier and quicker access to additional capital to fund further expansion, (2) improved credibility and perception of the company among counterparties, (3) possibility to use company stock as a currency for M&A.

2

The potential merger with a peer company is expected to double the size of Icona bringing it to a €10m revenue and €3m EBITDA level. There are already c. 50 potential merger targets pre-identified in Europe. The transaction would be financed with €2m capital raise, Icona's listed shares as well as some moderate level of debt.

Icona 2025 forecast (BAU** vs. potential merger) (€ m)



Stand-alone
M&A driven

GROWTH STRATEGY

Grafoventures has a proven track record of value creation through listing and growing tech companies

Grafoventures Approach



Finding the business that match the criteria
and combining it into the search company



Capitalizing the new entity
with convertible bond instruments for a minority stake in
the company



Listing on a stock exchange
to realize valuation premium for a listed company



Support in further growth
to develop stock attractiveness and drive its liquidity
and valuation as a result



4 investments, 4 successful IPOs

Creactives Group (Artificial intelligence): at a time of investment the company had a turnover of EUR 3,5m. Despite Covid-19, the company listed successfully on the Vienna Stock Exchange, hiring new key managers and accelerating its organic expansion process. After 1 year from the IPO the turnover grew by 30% to EUR 4,5m.



DHH (Cloud Computing): at a time of investment in Klaro the company had a turnover of EUR 1m. Starting from Klaro Grafoventures created DHH. DHH was listed on the Italian Stock Exchange, raised EUR 4,2m, executed more than 10 M&A deals. Today DHH has a turnover of EUR 17m, of which more than EUR 15m is M&A driven.



MailUp Group (MarTech): at a time of investment in MailUp the company had a turnover of EUR 6,5m. MailUp was listed on the Italian Stock Exchange, raised EUR 3m, executed 4 cross border M&A deals thus creating MailUp Group, raised another EUR 7m. Today MailUp Group has a turnover of more than EUR 60m, of which more than EUR 40m is M&A driven.



Digital Magics (Digital media): at a time of investment in Digital Magics the company was a small holding pivoting its business. The company was supported with this activity and then was listed on the Italian Stock Exchange raising EUR 10m. Grafoventures originated the deal in Talent Garden (80% IRR). Today Digital Magics is one of the main Italian venture incubators, with an EV in excess of EUR 30m.

GROWTH STRATEGY

Listed remote support companies are traded at decent multiples as investors see potential in the early-stage quick-growing market

Key KPIs. Icona vs. XMReality (€ th.)

	xmreality	icona
Revenue	2.056	2.211
'18-'20 CAGR	43%	32%
EBITDA	-1.949	645
EBITDA margin	n/a	29%
Total raised	17.186*	0

*The sum of fund raisings on a public market. Gross proceeds before transaction costs.

- XMReality is a Swedish remote support ISV founded in 2007. The company was listed on Nasdaq First North Sweden in 2017 and since then has completed several fund raisings totaling €17m.
- XMReality nearly doubled its revenues in 2020 and expects continuing the dynamic growth. The company, however, still operates at a loss.

- XMReality is currently traded on a growth market of Swedish Nasdaq at 8,4x EV/Sales, down from recent peak of 13,4x at the day of its latest fundraising.
- Teamviewer and Zendesk being in the same business as Icona yet on a much larger scale are traded at decent double-digit EV/Sales multiples.

Valuation comps of remote support companies (€ m)

	XM Reality	Teamviewer	Zendesk
Stock exchange	Nasdaq First North GM	Börse Frankfurt	Nasdaq
Market cap	19,0	6.273,0	12.918,9
EV	17,2	6.711,7	14.095,6
Sales	2,1	455,6	843,9
EBITDA	-1,9	261,4	-113,7
EV/Sales	8,4	14,7	16,7
EV/EBITDA	n/a	25,7	n/a



Thank you.

For further information, please visit

www.icona.it

