(Scale All Share, Industrial Goods & Services, MUX GR)



Buy eur 36.00		Value Indicators: SotP:		Warburg ESG Risk Score: ESG Score (MSCI based): Balance Sheet Score: Market Liquidity Score:	2.8 3.0 3.3 2.0	Description: Mutares is a PE group which specializes on turnaround and restructuring cases	
		Market Snapshot:	EUR m	Shareholders:		Key Figures (WRe):	2021e
		Market cap:	412	Freefloat	61.1 %	Beta:	1.3
Price	EUR 26.75	No. of shares (m):	15	Robin Laik (CEO)	28.8 %	Price / Book:	0.8 x
Upside	34.6 %	EV:	430	Elber GmbH	10.1 %	Equity Ratio:	21 %
		Freefloat MC: Ø Trad. Vol. (30d):	252 789.71 th			Net Debt / EBITDA:	0.0 x

First Glance: Capital increase to raise close to EUR 100m

Mutares has announced the expected capital increase. It will issue 5.1m new shares, which is an increase of 33% of the outstanding capital, via subscription rights. In other words, for three existing shares, there will be one new share. Issue price is set at EUR 19.50, which means that gross proceeds will amount to almost EUR 100m. The proceeds will be used to gain further flexibility and avail of opportunities in the current deal pipeline of the company, which was around 70 targets with a combined sales volume of EUR 9bn. The management and supervisory boards intend to subscribe around 20% of the new shares, which would be a dilution versus the current ~39% holding but shows the confidence of the management in the company's future path.

TERP (theoretical ex rights price) should stand at EUR 24.94 according to our calculations with subscription rights to value EUR 1.81. TERP is a discount of 7% versus yesterday's closing price. There will be no compensation for subscriptions rights not exercised and trading ends on 11 October after starting 4 October.

Following the capital increase, existing and new shares will be trading in the regulated market (prime standard) and new shares will have full dividend rights from Jan 2021 on.

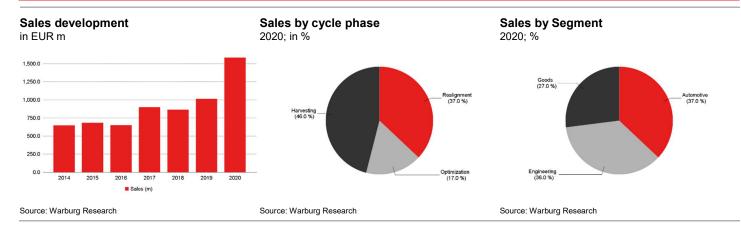
There is the possibility that a subscription rights overhang will put temporary pressure on the share price. We would view this as a buying opportunity.

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Rel. Performance vs Sc	ale All
1 month:	1.3 %
6 months:	24.5 %
Year to date:	41.2 %
Trailing 12 months:	108.5 %
Company events: 09.11.21	Q3

FY End: 31.12. in EUR m	CAGR (20-23e)	2017	2018	2019	2020	2021e	2022e	2023e
Sales Change Sales yoy	27.0 %	900 38.4 %	865 -3.8 %	1,016 17.4 %	1,584 55.9 %	2,499 57.8 %	3,166 26.7 %	3,247 2.5 %
Sales Holding	46.7 %	n.a.	11	19	32	50	73	101
Chg yoy		n.a.	n.a.	83.0 %	65.0 %	57.9 %	44.4 %	38.5 %
Portfolio equity distributions		n.a.	0	3	12	15	26	32
Consulting income		n.a.	-8	-1	4	9	14	22
Exit gains	-	n.a.	68	0	23	29	0	(
Net income holding		n.a.	20	23	33	51	39	52
Net income margin holding		n.a.	189.9 %	116.6 %	104.7 %	102.1 %	53.9 %	51.5 %
EBITDA adj.		-28	5	7	-29	24	96	157
Net income	-28.9 %	44	15	21	27	333	-64	1(
Net inc. adj.		n.a.	20	23	33	51	39	52
EPS adj.		n.a.	1.32	1.48	2.20	3.33	2.53	3.35
P / E adj.		n.a.	10.1 x	6.8 x	5.1 x	8.0 x	10.6 x	8.0 x
DPS	10.1 %	1.00	1.00	1.00	1.50	2.00	2.00	2.00
Dividend Yield		7.3 %	7.5 %	10.0 %	13.3 %	7.5 %	7.5 %	7.5 %
EPS		2.85	0.96	1.37	1.79	21.59	-4.12	0.63
P/E		4.8 x	13.9 x	7.3 x	6.3 x	1.2 x	n.a.	42.5





Company Background

- Mutares was co-founded in 2008 by CEO Robin Laik.
- Mutares invests in small/midcap (sales 50-500m) companies in special situations and manages the turnaround with its own consultants
- Consolidated sales increased from EUR 60m in 2010 to above EUR 1.6bn in 2020 as the company made more than 70 transactions
- Mutares has consistently paid a dividend and targets a base dividend of EUR 1.0. The dividend yield has exceeded 5% over the past five years.
- The company issued a bond in 2020 with a nominal value of EUR 80m to accelerate growth as the Covid pandemic gave rise to unique investment opportunities

Competitive Quality

- With around 70 consultants, who are turnaround specialists, at the end of 2020, Mutares has established a European network of offices enabling the generation of synergies across its portfolio holdings.
- European small-midcap special situations management is a niche market with limited competition
- Management and board members hold significant stakes of outstanding shares
- For FY 23 Mutares targets annual consolidated sales of EUR 5bn, which translates into a holding profit of EUR 200m including exit gains.



Sum of the parts												
Net Asset Value			all Warburg F	Research estima	ates							
Company	exit date	sales Wre	EBITDA margin	Ebitda / Ebit	Exit mutiple	EV	probability	NPV				
Balcke-Dürr Group	2024	70	6%	4,2	6,0	25	25%	5,0				
BEXity	2025	200	3%	6,2	9,0	56	35%	14,3				
Repartim (Carglas Maison)	2026	42	7%	2,9	7,0	21	10%	1,1				
Donges Group	2023	200	8%	16,0	7,0	112	60%	57,4				
Donges Group (Nordic)	2021	200	6%	11,0	6,0	66	75%	49,5				
Elastomer Solutions Group	2023	36	7%	2,5	6,0	15	25%	3,2				
Exi (Ericcson Services Italia)	2026	45	6%	2,7	8,0	22	10%	1,5				
Ganter	2026	100	7%	7,0	7,0	49	10%	3,3				
Gemini Rail Group	2024	110	8%	8,8	8,0	70	25%	13,9				
iinovis group (Valmet Automotive)	2026	55	5%	2,8	5,0	14	10%	0,9				
keeeper	2024	140	12%	16,8	9,0	151	35%	41,8				
Kico Group	2026	220	10%	22,0	6,0	132	25%	22,3				
La Rochette	2026	120	10%	12,0	7,0	84	25%	14,2				
Lacroix & Kress / Plati	2026	160	8%	13,0	7,0	91	25%	15,3				
Lapyere	2026	750	8%	60,0	7,0	570	10%	38,5				
LMS (Magna)	2026	450	6%	27,0	6,0	162	10%	10,9				
Clecim (Primetals)	2026	55	9%	5,0	7,0	35	10%	2,3				
Primo TECS (Tekfor)	2026	160	7%	11,2	6,0	67	25%	11,3				
Royal de Boer / Japy Tech	2026	50	10%	5,0	7,0	35	10%	2,4				
Sabo	2026	25	10%	2,5	8,0	20	25%	3,4				
SFC Solutions	2026	180	8%	14,4	6,0	86	25%	14,6				
Terranor (Nordic Road Services)	2026	170	9%	15,3	7,0	107	25%	18,1				

345,1

	2020	2021e	2022e	2023e
Sum of the Parts (EURm)				
Consulting revenues	31,9	50,4	72,8	100,7
Consulting profit (EBITDA)	3,7	9,0	14,5	21,6
WACC				8,2%
			TV	264
Equity distributions	12	15,0	26,0	32,0
WACC				8,2%
				391
(+) NPV portfolio		345		
(-) Discounted TV equity distributions		334		
NPV portfolio surplus		11,1		
Exits				
Cenpa	2			
Enterprise Value / CF	2,0	35,1	40,5	654,8
Discounted values	2,0	35,1	37,4	559,4
Discounted sum EV/CF		631,9		
Debt		80		
Cash		41,9		
Other debt like items		39,8		
Equity Value		554		
Number of shares outstanding		15,5		
Fair value per share (EUR)		35,8	•	

As debt we deduct the outstanding bond and given guarantees







Valuation							
	2017	2018	2019	2020	2021e	2022e	2023e
Price / Book	1.3 x	1.1 x	0.8 x	0.9 x	0.8 x	1.0 x	1.1 x
Book value per share ex intangibles	8.43	8.99	8.17	7.38	27.36	21.24	19.87
EV / Sales	0.4 x	0.3 x	0.4 x	0.3 x	0.2 x	0.2 x	0.2 x
EV / EBITDA	5.6 x	5.5 x	4.6 x	3.6 x	0.9 x	5.8 x	3.6 x
EV / EBIT	9.4 x	14.0 x	14.0 x	12.5 x	1.4 x	n.a.	21.0 x
EV / EBIT adj.*	9.4 x	14.0 x	14.0 x	n.a.	n.a.	n.a.	21.0 x
P / FCF	n.a.	n.a.	n.a.	n.a.	4.9 x	n.a.	14.5 x
P/E	4.8 x	13.9 x	7.3 x	6.3 x	1.2 x	n.a.	42.5 x
P / E adj.*	n.a.	10.1 x	6.8 x	5.1 x	8.0 x	10.6 x	8.0 x
Dividend Yield	7.3 %	7.5 %	10.0 %	13.3 %	7.5 %	7.5 %	7.5 %
FCF Potential Yield (on market EV)	20.1 %	17.1 %	21.5 %	28.2 %	109.9 %	17.1 %	27.9 %
*Adjustments made for: -							

Company Specific Items

	2017	2018	2019	2020	2021e	2022e	2023e
Sales Holding	n.a.	11	19	32	50	73	101
Portfolio equity distributions	n.a.	0	3	12	15	26	32
Exit gains	n.a.	68	0	23	29	0	0
Net income holding	n.a.	20	23	33	51	39	52
adj. EBITDA holding	n.a.	-18	1	5	12	18	25
Income investments holding	n.a.	44	22	35	44	26	32
Chg yoy	n.a.	n.a.	83.0 %	65.0 %	57.9 %	44.4 %	38.5 %
Net income margin holding	n.a.	189.9 %	116.6 %	104.7 %	102.1 %	53.9 %	51.5 %
Consulting income	n.a.	-8	-1	4	9	14	22

Consolidated profit & loss

In EUR m	2017	2018	2019	2020	2021e	2022e	2023e
Sales	900	865	1,016	1,584	2,499	3,166	3,247
Change Sales yoy	38.4 %	-3.8 %	17.4 %	55.9 %	57.8 %	26.7 %	2.5 %
Increase / decrease in inventory	-4	0	-4	-23	0	0	0
Own work capitalised	0	0	0	0	0	0	0
Total Sales	896	865	1,012	1,561	2,499	3,166	3,247
Material expenses	570	532	623	975	1,574	2,058	2,078
Gross profit	326	333	389	586	925	1,108	1,169
Gross profit margin	36.2 %	38.5 %	38.3 %	37.0 %	37.0 %	35.0 %	36.0 %
Personnel expenses	252	245	292	424	725	950	942
Other operating income	156	107	119	241	293	371	381
Other operating expenses	164	146	138	261	19	434	451
Unfrequent items	0	0	0	0	0	0	0
EBITDA	67	49	79	143	474	96	157
Margin	7.5 %	5.7 %	7.8 %	9.0 %	19.0 %	3.0 %	4.8 %
Depreciation of fixed assets	27	30	53	102	162	142	130
EBITA	40	19	26	41	312	-47	27
Amortisation of intangible assets	0	0	0	0	0	0	0
Goodwill amortisation	0	0	0	0	0	0	0
EBIT	40	19	26	41	312	-47	27
Margin	4.4 %	2.2 %	2.6 %	2.6 %	12.5 %	-1.5 %	0.8 %
EBIT adj.	40	19	26	-130	-88	-47	27
Interest income	3	1	2	4	1	1	1
Interest expenses	8	5	11	28	18	18	18
Other financial income (loss)	0	0	0	0	38	0	0
EBT	35	15	17	17	333	-64	10
Margin	3.9 %	1.7 %	1.6 %	1.1 %	13.3 %	-2.0 %	0.3 %
Total taxes	-8	3	0	-3	0	0	0
Net income from continuing operations	44	12	17	20	333	-64	10
Income from discontinued operations (net of tax)	0	0	0	0	0	0	0
Net income before minorities	44	12	17	20	333	-64	10
Minority interest	0	-3	-4	-7	0	0	0
Net income	44	15	21	27	333	-64	10
Margin	4.9 %	1.7 %	2.0 %	1.7 %	13.3 %	-2.0 %	0.3 %
Number of shares, average	15	15	15	15	15	15	15
EPS	2.85	0.96	1.37	1.79	21.59	-4.12	0.63
EPS adj.	n.a.	1.32	1.48	2.20	3.33	2.53	3.35
*Adjustments made for:							

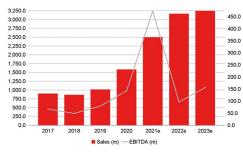
Guidance: Annualized group sales above EUR 2.4bn, net income holding EUR 43-53m

Financial Ratios

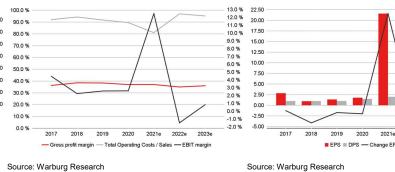
	2017	2018	2019	2020	2021e	2022e	2023e
Total Operating Costs / Sales	92.1 %	94.3 %	91.8 %	89.5 %	81.0 %	97.0 %	95.2 %
Operating Leverage	0.4 x	13.4 x	2.0 x	1.0 x	11.4 x	n.a.	n.a.
EBITDA / Interest expenses	8.5 x	9.6 x	7.2 x	5.1 x	26.3 x	5.3 x	8.7 x
Tax rate (EBT)	-23.7 %	18.9 %	0.0 %	-16.6 %	0.0 %	0.0 %	0.0 %
Dividend Payout Ratio	35.3 %	127.0 %	91.2 %	115.6 %	9.3 %	n.m.	318.1 %
Sales per Employee	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.

Sales, EBITDA in EUR m

Source: Warburg Research



Operating Performance in %



Performance per Share



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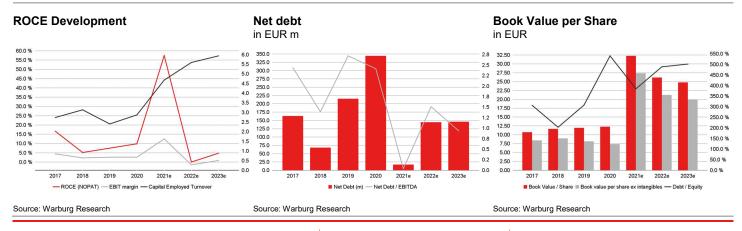
Consolidated balance sheet



In EUR m	2017	2018	2019	2020	2021e	2022e	2023e
Assets							
Goodwill and other intangible assets	36	41	59	76	76	76	76
thereof other intangible assets	36	41	59	76	76	76	76
thereof Goodwill	0	0	0	0	0	0	0
Property, plant and equipment	171	133	176	243	510	398	298
Financial assets	6	17	17	9	9	9	9
Other long-term assets	4	5	123	150	350	350	350
Fixed assets	216	196	375	478	945	833	733
Inventories	131	101	134	204	357	452	464
Accounts receivable	183	163	172	295	466	590	605
Liquid assets	99	108	80	145	533	405	404
Other short-term assets	44	62	88	206	206	206	206
Current assets	457	435	474	850	1,561	1,653	1,678
Total Assets	673	631	849	1,327	2,506	2,486	2,411
Liabilities and shareholders' equity							
Subscribed capital	16	15	15	15	15	15	15
Capital reserve	37	37	37	38	38	38	38
Retained earnings	111	129	135	144	454	359	338
Other equity components	3	-1	-2	-7	-7	-7	-7
Shareholders' equity	166	181	185	190	500	405	384
Minority interest	-1	27	23	17	17	17	17
Total equity	166	208	208	207	517	422	401
Provisions	147	97	138	210	460	400	330
thereof provisions for pensions and similar obligations	103	47	87	116	166	166	166
Financial liabilities (total)	160	129	208	374	384	384	384
Short-term financial liabilities	36	26	41	57	57	57	57
Accounts payable	122	144	195	319	503	638	654
Other liabilities	79	53	100	217	642	642	642
Liabilities	507	423	640	1,120	1,989	2,064	2,010
Total liabilities and shareholders' equity	673	631	849	1,327	2,506	2,486	2,411

Financial Ratios

	2017	2018	2019	2020	2021e	2022e	2023e
			2010				
Efficiency of Capital Employment							
Operating Assets Turnover	2.5 x	3.4 x	3.5 x	3.8 x	3.0 x	3.9 x	4.6 x
Capital Employed Turnover	2.7 x	3.1 x	2.4 x	2.9 x	4.7 x	5.6 x	5.9 x
ROA	20.4 %	7.5 %	5.5 %	5.7 %	35.2 %	-7.7 %	1.3 %
Return on Capital							
ROCE (NOPAT)	16.6 %	5.2 %	7.5 %	9.8 %	57.4 %	n.a.	4.8 %
ROE	30.9 %	8.5 %	11.4 %	14.4 %	96.4 %	-14.1 %	2.5 %
Adj. ROE	n.a.	11.6 %	12.3 %	17.8 %	14.9 %	8.7 %	13.2 %
Balance sheet quality							
Net Debt	164	68	215	345	17	145	146
Net Financial Debt	61	21	128	228	-149	-21	-20
Net Gearing	98.8 %	32.8 %	103.5 %	166.3 %	3.3 %	34.3 %	36.5 %
Net Fin. Debt / EBITDA	90.6 %	43.2 %	161.7 %	160.1 %	n.a.	n.a.	n.a.
Book Value / Share	10.7	11.7	12.0	12.3	32.3	26.1	24.8
Book value per share ex intangibles	8.4	9.0	8.2	7.4	27.4	21.2	19.9



Published 29.09.2021

Consolidated cash flow statement

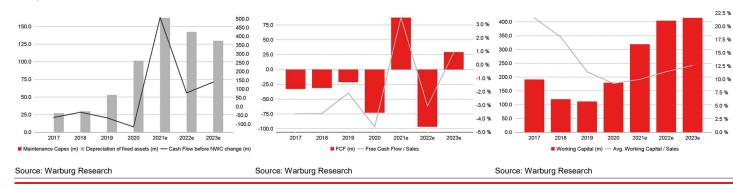


In EUR m	2017	2018	2019	2020	2021e	2022e	2023e
Net income	44	12	17	20	333	-64	10
Depreciation of fixed assets	27	30	53	102	162	142	130
Amortisation of goodwill	0	0	0	0	0	0	C
Amortisation of intangible assets	0	0	0	0	0	0	C
Increase/decrease in long-term provisions	19	-9	-15	29	50	0	C
Other non-cash income and expenses	-152	-65	-118	-265	-38	0	C
Cash Flow before NWC change	-62	-32	-63	-115	507	79	140
Increase / decrease in inventory	34	13	20	17	-154	-95	-11
Increase / decrease in accounts receivable	-2	39	34	7	-171	-124	-15
Increase / decrease in accounts payable	0	-31	-2	48	184	135	16
Increase / decrease in other working capital positions	0	0	0	0	-250	-60	-70
Increase / decrease in working capital (total)	33	21	53	72	-390	-145	-80
Net cash provided by operating activities [1]	-29	-11	-11	-43	118	-67	59
Investments in intangible assets	0	0	0	0	0	0	C
Investments in property, plant and equipment	0	0	0	-29	-30	-30	-30
Payments for acquisitions	2	19	33	79	275	0	(
Financial investments	0	0	0	1	0	0	0
Income from asset disposals	25	-3	23	1	38	0	C
Net cash provided by investing activities [2]	24	-3	44	51	283	-30	-30
Change in financial liabilities	12	0	0	104	10	0	C
Dividends paid	-5	-15	-15	-15	-23	-31	-31
Purchase of own shares	0	-3	0	-3	0	0	0
Capital measures	0	0	0	0	0	0	(
Other	28	42	-47	-29	0	0	(
Net cash provided by financing activities [3]	35	23	-62	58	-13	-31	-31
Change in liquid funds [1]+[2]+[3]	29	9	-29	66	387	-128	-2
Effects of exchange-rate changes on cash	0	0	0	-1	0	0	(
Cash and cash equivalent at end of period	99	108	80	145	533	405	404

Financial Ratios

	2017	2018	2019	2020	2021e	2022e	2023e
Cash Flow							
FCF	-33	-31	-21	-73	88	-97	29
Free Cash Flow / Sales	-3.6 %	-3.6 %	-2.1 %	-4.6 %	3.5 %	-3.1 %	0.9 %
Free Cash Flow Potential	75	46	79	146	474	96	157
Free Cash Flow / Net Profit	-74.2 %	-212.2 %	-102.9 %	-269.0 %	26.3 %	151.4 %	302.0 %
Interest Received / Avg. Cash	4.0 %	0.5 %	1.6 %	3.5 %	0.3 %	0.2 %	0.2 %
Interest Paid / Avg. Debt	5.9 %	3.5 %	6.5 %	9.7 %	4.8 %	4.7 %	4.7 %
Management of Funds							
Investment ratio	0.0 %	0.0 %	0.0 %	1.8 %	1.2 %	0.9 %	0.9 %
Maint. Capex / Sales	0.0 %	0.0 %	0.0 %	0.0 %	0.0 %	0.0 %	0.0 %
Capex / Dep	0.0 %	0.0 %	0.0 %	28.3 %	18.5 %	21.1 %	23.1 %
Avg. Working Capital / Sales	21.6 %	18.0 %	11.4 %	9.2 %	10.0 %	11.4 %	12.6 %
Trade Debtors / Trade Creditors	149.4 %	113.3 %	88.5 %	92.5 %	92.5 %	92.5 %	92.5 %
Inventory Turnover	4.3 x	5.3 x	4.6 x	4.8 x	4.4 x	4.5 x	4.5 x
Receivables collection period (days)	74	69	62	68	68	68	68
Payables payment period (days)	78	99	114	119	117	113	115
Cash conversion cycle (Days)	80	39	26	25	34	35	35





Free Cash Flow Generation

7

Working Capital



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Company	Disclosure	Link to the historical price targets and rating changes (last 12 months)
Mutares	5	http://www.mmwarburg.com/disclaimer/disclaimer en/DE000A2NB650.htm



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Investment recommendation: expected direction of the share price development of the financial instrument up to the given <u>price target</u> in the opinion of the analyst who covers this financial instrument.

-B-	Buy:	The price of the analysed financial instrument is expected to rise over the next 12 months.		
-H-	Hold:	The price of the analysed financial instrument is expected to remain mostly flat over the next 12 months.		
-S-	Sell:	The price of the analysed financial instrument is expected to fall over the next 12 months.		
"_"	Rating suspended:	The available information currently does not permit an evaluation of the company.		

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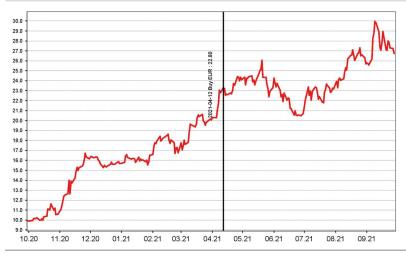
Rating	Number of stocks	% of Universe
Buy	146	68
Hold	59	27
Sell	7	3
Rating suspended	3	1
Total	215	100

WARBURG RESEARCH GMBH – ANALYSED RESEARCH UNIVERSE BY RATING ...

... taking into account only those companies which were provided with major investment services in the last twelve months.

Rating	Number of stocks	% of Universe
Buy	45	78
Hold	11	19
Sell	0	0
Rating suspended	2	3
Total	58	100

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Markings in the chart show rating changes by Warburg Research GmbH in the last 12 months. Every marking details the date and closing price on the day of the rating change.

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