

Mutares SE & Co KGaA

SPONSORED RESEARCH

11 March 2021

FLASH NOTE

Industrials

Buy

PT: €22.00

Key data	
Ticker	MUX GY
Price (11 March 2021)	€19.58
Upside to Price Target (%)	12.4
Market Cap (m)	250
Free Float (%)	50.0
Daily Value Traded (m)	0.4
Next Reporting Date	Apr 8 2021 1
No. of Shares (m)	15.20
1mth perf (%)	8.5
3mth perf (%)	23.4
12mth perf (%)	98.8
12mth high-low (€)	20 - 6

Key financials

(In EUR M)

Year to Dec	2019A	2020E	2021E
Group revenue	1,016	1,772	2,815
EBITDA (rep.)	79.1	84.6	(30.2)
EBIT (rep.)	26.1	(78.16)	(280.77)
DPS (c)	1.00	1.50	1.50
Net debt/(cash)	262.9	77.5	(170)
ROCE (NOPAT) (%)	13.3	15.9	20.0
EPS (adj.) y/y (%)			
Net debt/EBITDA	35.1	(2.1)	6.76
EV/Sales	0.6	0.2	0.0
EV/EBITDA (adj.)	74.8	(10.2)	(5.1)
EV/EBIT (adj.)	9.3	3.0	0.6
P/E (adj.)			
Dividend yield (%)	5.1	7.7	7.7
Free CF yield (%)	(3.6)	236.3	278.4
EV/CE	1.2	0.5	0.1

Price is as of 11 March 2021 close.

Completed: 11 March 2021 12:04EST Disseminated: 11 March 2021 12:04EST

All sources unless otherwise stated: Company data, FactSet, Stifel estimates

Share price performance (indexed)



Walking the talk - M&A activity remains on high levels

Key Points

In our view, Mutares management continues to execute on its growth strategy as M&A activity remains on elevated levels since the beginning of the year. The company announced two acquisitions and the sale of its majority stake in STS Group, which significantly increases the chances for the pay-out of a performance dividend for FY21E and, in our view, may render our current DPS estimate of €1.50 conservative. We expect more frequent exits to drive a re-rating of the stock and STS was a big step in this direction. We see the company fully on track to drive holding revenues and earnings, which form the basis for an attractive dividend pay-out policy.

- Today, Mutares announced the sale of its 73.25% stake in STS Group for a price of €7.0 per share (STS Group closed at €7.86 last night). Adding the re-payment of loans that Mutares granted to STS, this should translate into a total cash inflow of ~ €35-40m. According to Mutares's CIO, the transaction generated a ROIC of ~9x over the lifetime of the investment, arguably leaving a bad taste for some investors in STS Group at the time of the IPO as Muatres floated the company at an IPO price of €24 per share in May 2018.
- The buyer is Adler Pelzer Group, a supplier of acoustic and thermal components for the automotive sector, based in Germany. The company had already acquired STS's acoustic segment in Nov 2020. The transaction is subject to the approval of cartel authorities and Adler Pelzer's banks / debt investors.
- The exit should be seen as a clear positive for two reasons: Firstly, MUX management
 is executing on its promise to show more frequent exits and, with that, provide more
 comfort on the quality and value of its investment portfolio. Secondly, the company
 made clear that any cash income from disposals will largely be paid out as extradividend to MUX shareholders, which significantly increases the chances for an
 attractive performance dividend for FY21E.
- We currently forecast a DPS of €1.50 for FY21E, consisting of €1.00 of base dividend, which is covered by consulting fees and regular dividend payments from portfolio companies, and €0.50 extra dividend, which would result from successful exits.
- Assuming a full post-tax pay-out of the cash inflow would result in a performance dividend of ~€1.50, which we concede may be too aggressive, given that Mutares incurred management, investment and transaction costs related to the STS Group investment. Even assuming a significant haircut, our current FY21E DPS forecast of €1.50 may prove conservative. On a DPS of €2.0, Mutares shares would offer a dividend yield of ~10%, which we believe is highly attractive, especially against the backdrop of a well-filled M&A pipeline, including potential further exits, most notably Donges Group.
- In mid-Feb, MUX announced the acquisition of La Rochette (FY20 revenues of ~ €120m), further cementing its strong position as a special situations-focused private equity investor in France but also creating another platform investment in the less cyclical 'Goods & Services' space.

Benjamin Kohnke | +49 (69) 78808 226 | benjamin.kohnke@stifel.com



Company Snapshot

Investment case summary

The Mutares equity story is based on the company's transformation from an investment holding to a private equity firm in the niche area of special situations. As a result, earnings streams should become much more transparent and, as such, easier to value for analysts and investors alike. Consequently, we expect a continued rerating of the shares over the next 12 months. Recurring revenues from consulting services to and dividends from its portfolio companies should cover management's ambitions for attractive dividend payouts to shareholders. Mutares also plans to reduce significantly the holding period of portfolio companies. Hence, a higher exit frequency over the next few years should not only strengthen investor trust in the quality of the portfolio companies, but also result in potential performance dividends.

Target price methodology

Mutares has decided to provide more transparency on the revenue and profit streams at the holding level, which form the basis for our valuation framework. We also take into account that management is highly committed to dividend payments. Our financial forecasts therefore flow into a private equity peer group analysis (FY21E P/E target multiple of 16x) as well as a dividend discount model (DDM). The average of the two implied equity values, result in our price target of €22.00.

Risk to our valuation and rating

While a larger portfolio is the prerequisite for growth, it will naturally be more complex to manage. This requires more investment professionals, consultants and, as a consequence, higher fixed costs. We could argue that Mutares's holdings are in a restructuring mode for a reason and a longer-than-expected optimisation phase would postpone dividend income. In some cases, the turnaround does not materialise and potentially results in insolvency procedures. This would naturally lead to either a low or even negative selling price, or trigger a costly liquidation process. That said, we note that Mutares has a strong track record since inception and, in addition, has baked in such, probability-weighted, scenarios in its financial guidance.

Key dates

FY20 results: 8 April

Q1 2021 results: 11 May

Company description

Mutares is an investment holding company, headquartered in Munich, Germany. It was founded in 2008 and went public in the same year. It is currently listed in the SCALE segment of the Frankfurt stock exchange.

Key products, clients and end markets

Mutares's investments are focused on medium-sized companies located throughout continental Europe. Management claims to have a particular expertise in investing in and managing special situations or turnaround cases, facilitated by its ~70 consultants FTEs. With offices in Munich, Frankfurt am Main, Vienna, Paris, Madrid, Milan, Stockholm, Helsinki, as well as London, and investment activities in Europe, North Africa, North and South America and Asia, Mutares has a global footprint. The current portfolio comprises 19 equity investments. The firm takes a sector-agnostic approach to investment, albeit with a focus on targets which operate in the industrial sector.

Key shareholders

- Robin Laik (founder and CEO): 29%
- Mutares management: 11%
- Treasury shares: 3%

Senior management

- Robin Laik: CEO
- Johannes Laumann: CIO
- Mark Friedrich: CFO
- Dr. Kristian Schleede is CRO

11 March 2021 2 / 6



Important Disclosures and Certifications

I, Benjamin Kohnke, certify that the views expressed in this research report accurately reflect my personal views about the subject securities or issuers; and I, Benjamin Kohnke, certify that no part of my compensation was, is, or will be directly or indirectly related to the specific recommendations or views contained in this research report.

Our European Policy for Managing Research Conflicts of Interest is available at www.stifel.com/institutional/ImportandDisclosures.

Completed: 11 March 2021 12:04EST Disseminated: 11 March 2021 12:04EST

Mutares SE & Co KGaA (MUX GY) as of March 10, 2021 (in EUR)



*Represents the value(s) that changed.

Buy=B; Hold=H; Sell=S; Discontinued=D; Suspended=SU; Discontinued=D; Initiation=I

For a price chart with our ratings and any applicable target price changes for MUX GY go to http://stifel2.bluematrix.com/sellside/Disclosures.action?ticker=MUX GY

Stifel is party to an agreement with Mutares SE & Co KGaA relating to the production of the research (this includes agreements concerning the production of company sponsored research).

Mutares SE & Co KGaA is a client of Stifel or an affiliate or was a client of Stifel or an affiliate within the past 12 months.

Stifel or an affiliate expects to receive or intends to seek compensation for investment banking services from Mutares SE & Co KGaA in the next 3 months.

Stifel or an affiliate is a market maker or liquidity provider in the securities of Mutares SE & Co KGaA.

Mutares SE & Co KGaA is provided with non-investment banking, securities related services by Stifel or an affiliate or was provided with non-investment banking, securities related services by Stifel or an affiliate within the past 12 months.

The research analyst(s) responsible for the preparation of this report viewed the material operations of Mutares SE & Co KGaA.

Stifel or an affiliate has received compensation for non-investment banking, securities related services from Mutares SE & Co KGaA in the past 12 months.

The equity research analyst(s) responsible for the preparation of this report receive(s) compensation based on various factors, including Stifel's overall revenue, which includes investment banking revenue.

Investment Rating System

Our investment rating system is defined as follows:

Buy - We expect a total return of greater than 10% over the next 12 months with total return equal to the percentage price change plus dividend yield.

Speculative Buy - We expect a total return of greater than 30% over the next 12 months, with total return equal to the percentage price change plus dividend yield, accompanied by substantially higher than normal risk including the possibility of a binary outcome.

Hold - We expect a total return between -5% and 10% over the next 12 months with total return equal to the percentage price change plus dividend yield.

11 March 2021 3 / 6



Sell - We expect a total return below -5% over the next 12 months with total return equal to the percentage price change plus dividend yield.

Occasionally, we use the ancillary rating of **Suspended (SU)** to indicate a long-term suspension in rating and/or target price, and/or coverage due to applicable regulations or Stifel policies. Alternatively, **Suspended** may indicate the analyst is unable to determine a "reasonable basis" for rating/target price or estimates due to lack of publicly available information or the inability to quantify the publicly available information provided by the company and it is unknown when the outlook will be clarified. **Suspended** may also be used when an analyst has left the firm.

Of the securities we rate, 55% are rated Buy, 1% are rated Speculative Buy, 29% are rated Hold, 2% are rated Sell and 13% are rated Suspended.

Within the last 12 months, Stifel or an affiliate has provided investment banking services for 16%, 15%, 26% and 12% of the companies whose shares are rated Buy, Hold, Sell, and Suspended respectively.

Within the last 12 months, Stifel or an affiliate has provided material services for 36%, 40%, 17%, 20% and 14% of the companies whose shares are rated Buy, Speculative Buy, Hold, Sell, and Suspended respectively.

Additional Disclosures

Please visit the Research Page at www.stifel.com for the current research disclosures and respective target price methodology applicable to the companies mentioned in this publication that are within the Stifel coverage universe. For a discussion of risks and changes to target price including basis of valuation or methodology please see our stand-alone company reports and notes for all stocks.

The information contained herein has been prepared from sources believed to be reliable but is not guaranteed by us and is not a complete summary or statement of all available data, nor is it considered an offer to buy or sell any securities referred to herein. Opinions expressed are as of the date of this publication and are subject to change without notice. These opinions do not constitute a personal recommendation and do not take into account the particular investment objectives, financial situation or needs of individual investors. Employees of Stifel, or its affiliates may, at times, release written or oral commentary, technical analysis or trading strategies that differ from the opinions expressed within. Stifel or any of its affiliates may have positions in the securities mentioned and may make purchases or sales of such securities from time to time in the open market or otherwise and may sell to or buy from customers such securities on a principal basis; such transactions may be contrary to recommendations in this report. Past performance should not and cannot be viewed as an indicator of future performance. Unless otherwise noted, the financial instruments mentioned in this report are priced as of market close on the previous trading day and presumed performance is calculated always over the next 12 months.

As a multi-disciplined financial services firm, Stifel regularly seeks investment banking assignments and compensation from issuers for services including, but not limited to, acting as an underwriter in an offering or financial advisor in a merger or acquisition, or serving as a placement agent in private transactions.

Affiliate Disclosures

References to "Stifel" (collectively "Stifel") refer to SFC and other associated affiliated subsidiaries including (i) Stifel, Nicolaus & Company, Incorporated ("SNC"); (ii) Keefe, Bruyette & Woods, Incorporated ("KBWI"), which are both U.S. broker-dealers registered with the United States Securities and Exchange Commission ("SEC") and members of the Financial Industry National Regulatory Authority ("FINRA"), respectively; (iii) Stifel Nicolaus Canada, Incorporated. ("Stifel Canada"), which is authorised and regulated by Investment Industry Regulatory Organization of Canada ("IIROC"), and also trades under the names "Stifel GMP" and/or "Stifel FirstEnergy"; (iv) Stifel Nicolaus Europe Limited ("SNEL"), which is authorised and regulated by the Financial Conduct Authority ("FCA") (FRN 190412) and is a member of the London Stock Exchange and also trades under the name Keefe, Bruyette & Woods Europe ("KBW Europe"); and (v) Stifel Europe Bank AG ("SEBA"), which is regulated by the German Federal Financial Supervisory Authority (Bundesanstalt für Finanzdienstleistungsaufsicht; "BaFin") and is a member of Deutsche Boerse and SIX Swiss Exchange and (vi) Stifel Schweiz AG ("STSA"), which is representative of SEBA in Switzerland and regulated by the Eidgenössische Finanzmarktaufsicht ("FINMA"). SNEL, SEBA and STSA are collectively referred to as Stifel Europe.

Registration of non-US Analysts: Any non-US research analyst employed by Stifel contributing to this report is not registered/qualified as a research analyst with FINRA and is not an associated person of the US broker-dealer and therefore may not be subject to FINRA Rule 2241 restrictions on communications with a subject company, public appearances, and trading securities held by a research analyst account.

11 March 2021 4 / 6

¹ This rating is only utilised by Stifel Canada.



Global Research Notes: Stifel Global Research (Cross-Border Research) notes are intended for use only by Institutional or Professional Clients. Research analysts contributing content to these reports are subject to different regulatory requirements based on the jurisdiction in which they operate. Clients seeking additional information should contact the Stifel entity through which they conduct business.

SEBA & STSA Sponsored research: At SEBA & STSA, analysts may produce issuer paid research ('sponsored research'). This research is produced by analysts in accordance with local regulatory requirements relating to such research. In certain jurisdictions, this issuer paid research may be deemed to be independent research albeit not produced to the same conflicts of interest standards required by all jurisdictions for independent research. Where research has been paid for by an issuer, this will be clearly labelled. Please see our European Policy for Managing Research Conflicts of Interest for additional information.

Country Specific and Jurisdictional Disclosures

United States: Research produced and distributed by Stifel Europe is distributed by Stifel Europe to "Major US Institutional Investors" as defined in Rule 15a-6 under the US Securities Exchange Act of 1934, as amended. SNC may also distribute research prepared by Stifel Europe directly to US clients, including US clients that are not Major US Institutional Investors. In these instances, SNC accepts responsibility for the content. Stifel Europe is a non-US broker-dealer and accordingly, any transaction by a US client in the securities discussed in the document must be effected by SNC. US clients wishing to place an order should contact their SNC representative.

UK: This report is distributed in the UK by SNEL, which is authorised and regulated by the Financial Conduct Authority (FCA). In these instances, SNEL accepts responsibility for the content. Research produced by Stifel Europe is not intended for use by and should not be made available to retail clients as defined by the FCA.

European Economic Area (EEA): This report is distributed in the EEA by SEBA, which is authorized and regulated by the German Federal Financial Supervisory Authority (Bundesanstalt für Finanzdienstleistungsaufsicht; "BaFin"), In these instances, SEBA accepts responsibility for the content. Research produced by Stifel Europe is not intended for use by and should not be made available to retail clients as defined under MiFID II.

The complete preceding 12-month recommendations history related to recommendation(s) in this research report is available at https://stifel2.bluematrix.com/sellside/MAR.action

Australia: Research produced by Stifel is distributed by SNEL under the Australian Securities and Investments Commission ("ASIC") Class Order [CO 03/1099] exemption from the requirement to hold an Australian Financial Services Licence ("AFSL"). This research may only be distributed to a "Wholesale Client" within the meaning of section 761G of the Corporations Act 2001 (Cth).

Brunei: This document has not been delivered to, registered with or approved by the Brunei Darussalam Registrar of Companies, Registrar of International Business Companies, the Brunei Darussalam Ministry of Finance or the Autoriti Monetari Brunei Darussalam. This document and the information contained within will not be registered with any relevant Brunei Authorities under the relevant securities laws of Brunei Darussalam. The interests in the document have not been and will not be offered, transferred, delivered or sold in or from any part of Brunei Darussalam. This document and the information contained within is strictly private and confidential and is being distributed to a limited number of accredited investors, expert investors and institutional investors under the Securities Markets Order, 2013 ("Relevant Persons") upon their request and confirmation that they fully understand that neither the document nor the information contained within have been approved or licensed by or registered with the Brunei Darussalam Registrar of Companies, Registrar of International Business Companies, the Brunei Darussalam Ministry of Finance, the Autoriti Monetari Brunei Darussalam or any other relevant governmental agencies within Brunei Darussalam. This document and the information contained within must not be acted on or relied on by persons who are not Relevant Persons. Any investment or investment activity to which the document or information contained within is only available to, and will be engaged in only with Relevant Persons.

Canadian Distribution: Research produced by Stifel Europe is distributed in Canada by SNC in reliance on the international dealer exemption. This material is intended for use only by professional or institutional investors. None of the investments or investment services mentioned or described herein is available to other persons or to anyone in Canada who is not a "permitted client" as defined under applicable Canadian securities laws.

Republic of South Africa: Research produced by Stifel is distributed by SNEL to "Clients" as defined in FSCA FAIS Notice 20 of 2018 (the "FAIS Notice") issued by the Financial Services Conduct Authority. Research distributed by SNEL is pursuant to an exemption from the licensing requirements under Section 7(1) of the Financial Advisory and Intermediary Services Act, 2002.

11 March 2021 5 / 6



In jurisdictions where Stifel is not already licensed or registered to trade securities, transactions will only be affected in accordance with local securities legislation which will vary from jurisdiction to jurisdiction and may require that a transaction is carried out in accordance with applicable exemptions from registration and licensing requirements. Non-US customers wishing to effect transactions should contact a representative of the Stifel entity in their regional jurisdiction except where governing law permits otherwise. US customers wishing to effect transactions should contact their US salesperson.

The securities discussed in this report may not be available for sale in all jurisdictions and may have adverse tax implications for investors. Clients are advised to speak with their legal or tax advisor prior to making an investment decision.

Additional Information Is Available Upon Request

© 2021 Stifel. This report is produced for the use of Stifel customers and may not be reproduced, re-distributed or passed to any other person or published in whole or in part for any purpose without the prior consent of Stifel.

11 March 2021 6 / 6