

# RenoDeMedici

**Star Conference 2008**

*Milan, 5<sup>th</sup> March 2008*

**RdM**

**GROUP**





# Statement Disclaimer

*Certain statements in this presentation, including statements regarding target results and performance, are forward-looking statements based on current analyses and/or assumptions. The accuracy of such statements is subject to a number of risks, uncertainties and assumptions that may cause actual results to differ materially from those projected, including, but not limited to, the effect of general economic conditions, decreases in demand for the Company's products, increases in raw material and energy costs, changes in the relative values of certain currencies, fluctuations in selling prices, adverse changes in general market and industry conditions and other factors.*



## 2007 Full Year Results

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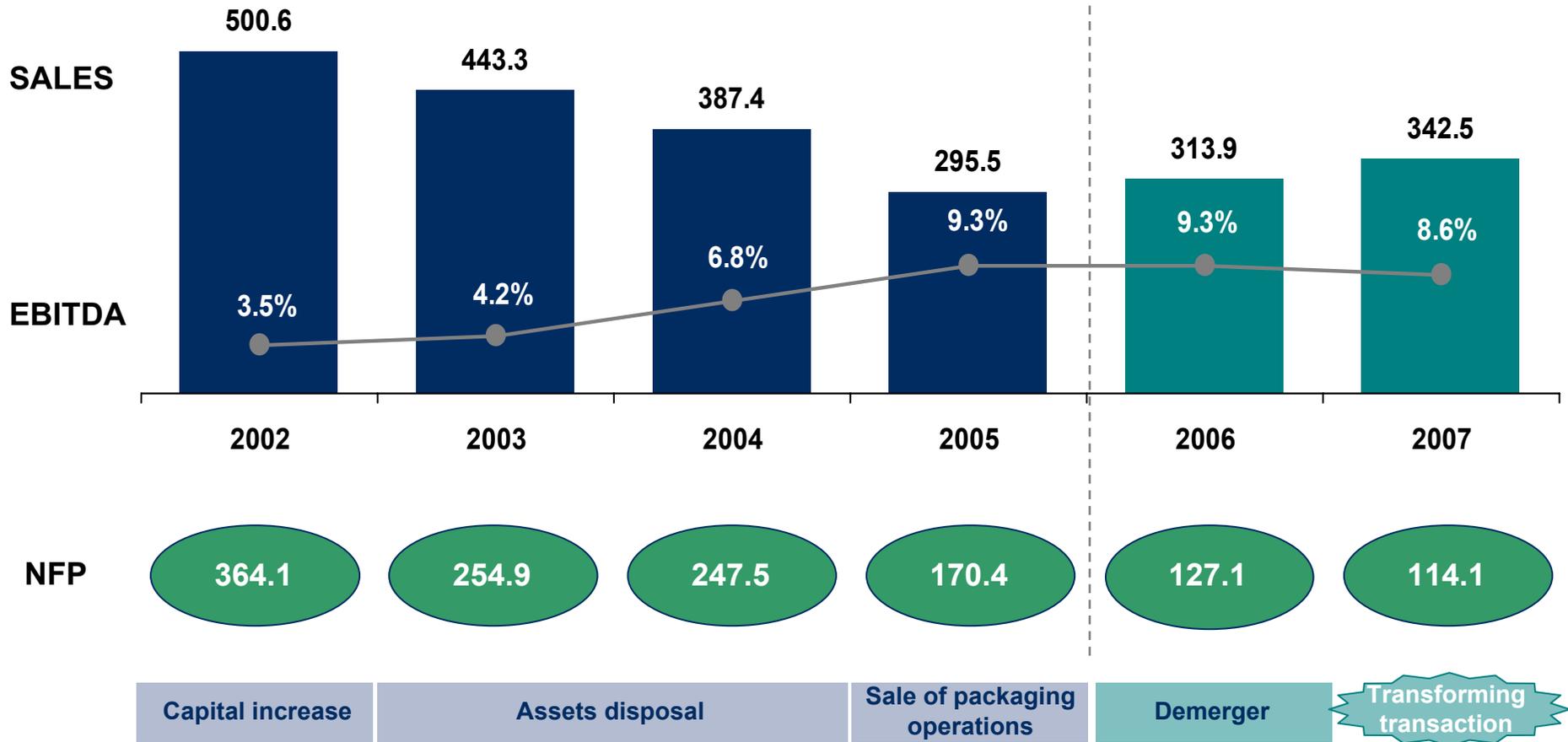


# A Successful Turnaround Towards a New Era

## 2002 – 2005 Restructuring

## 2006 – 2007 New Growth

(€m)

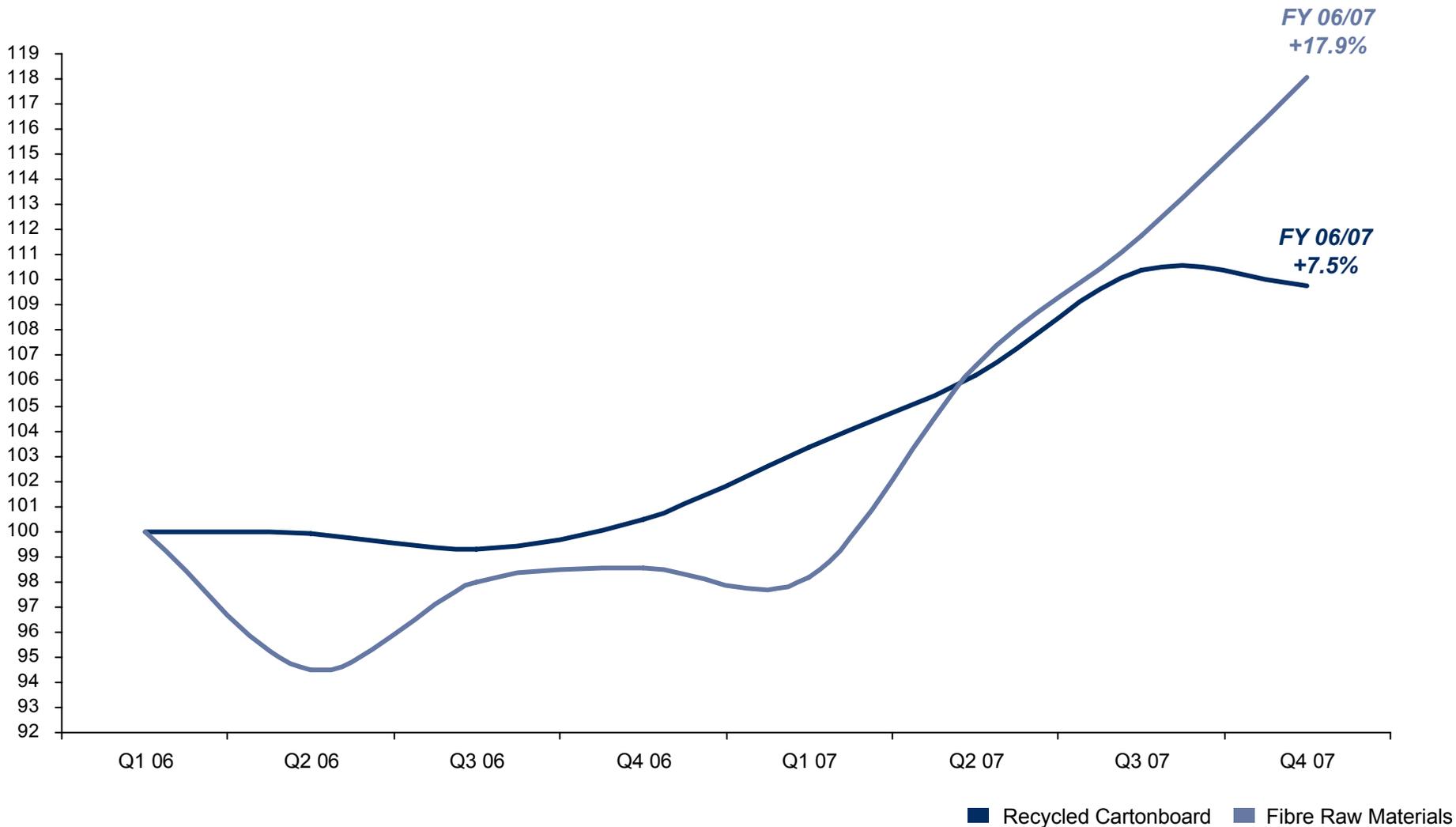


Note: 2002-2005 Sales and Ebitda are related only to the cartonboard division



# Prices Evolution

## Average Prices Comparison

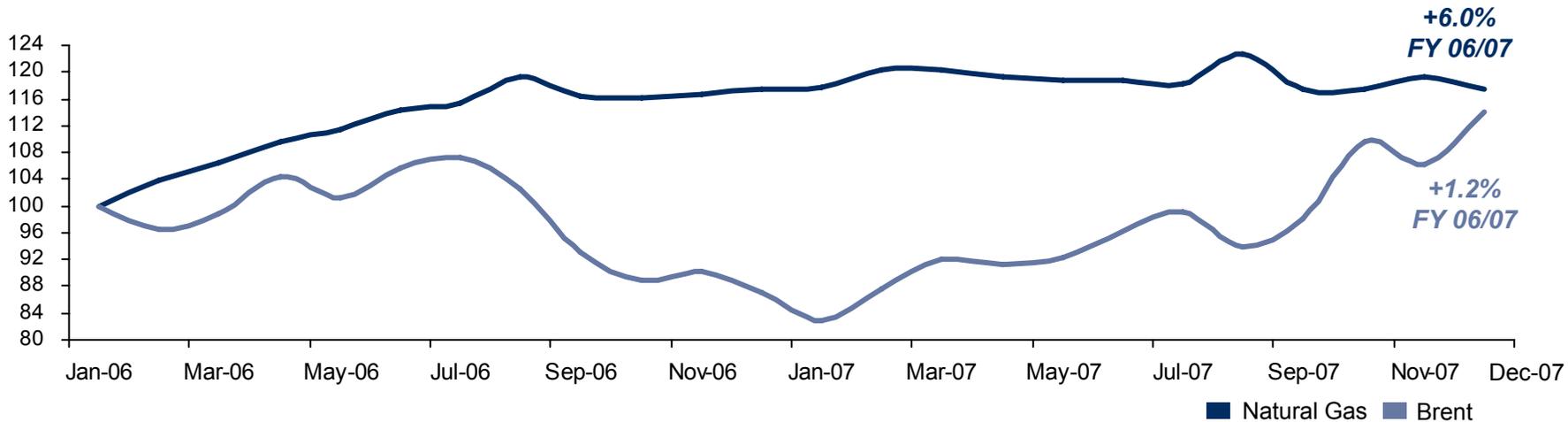


Source: Unaudited management accounts

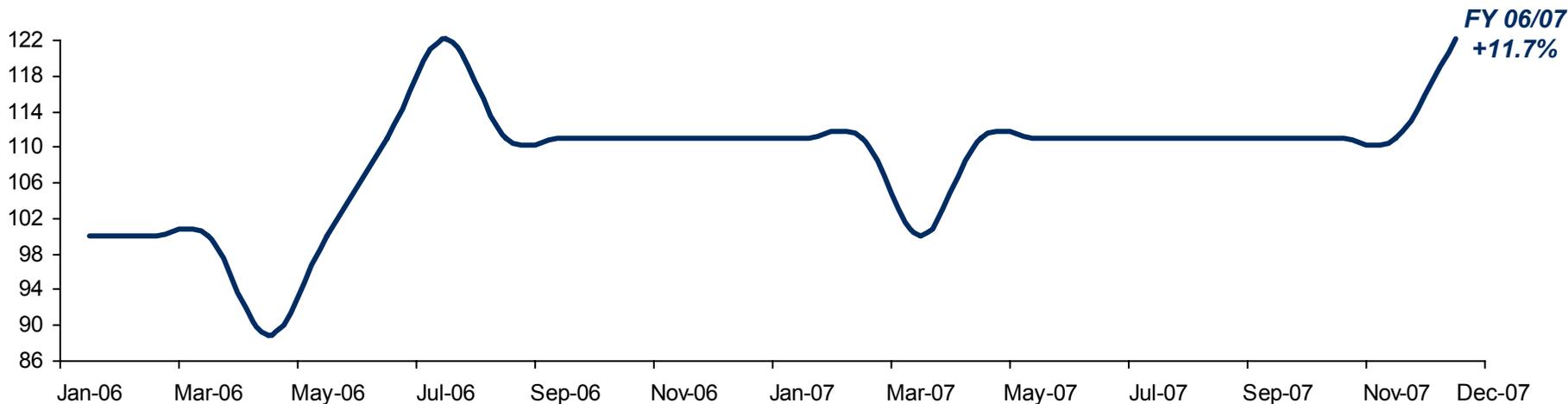


# Energy Costs

## Natural Gas and Brent Average Prices



## Electric Energy Average Prices

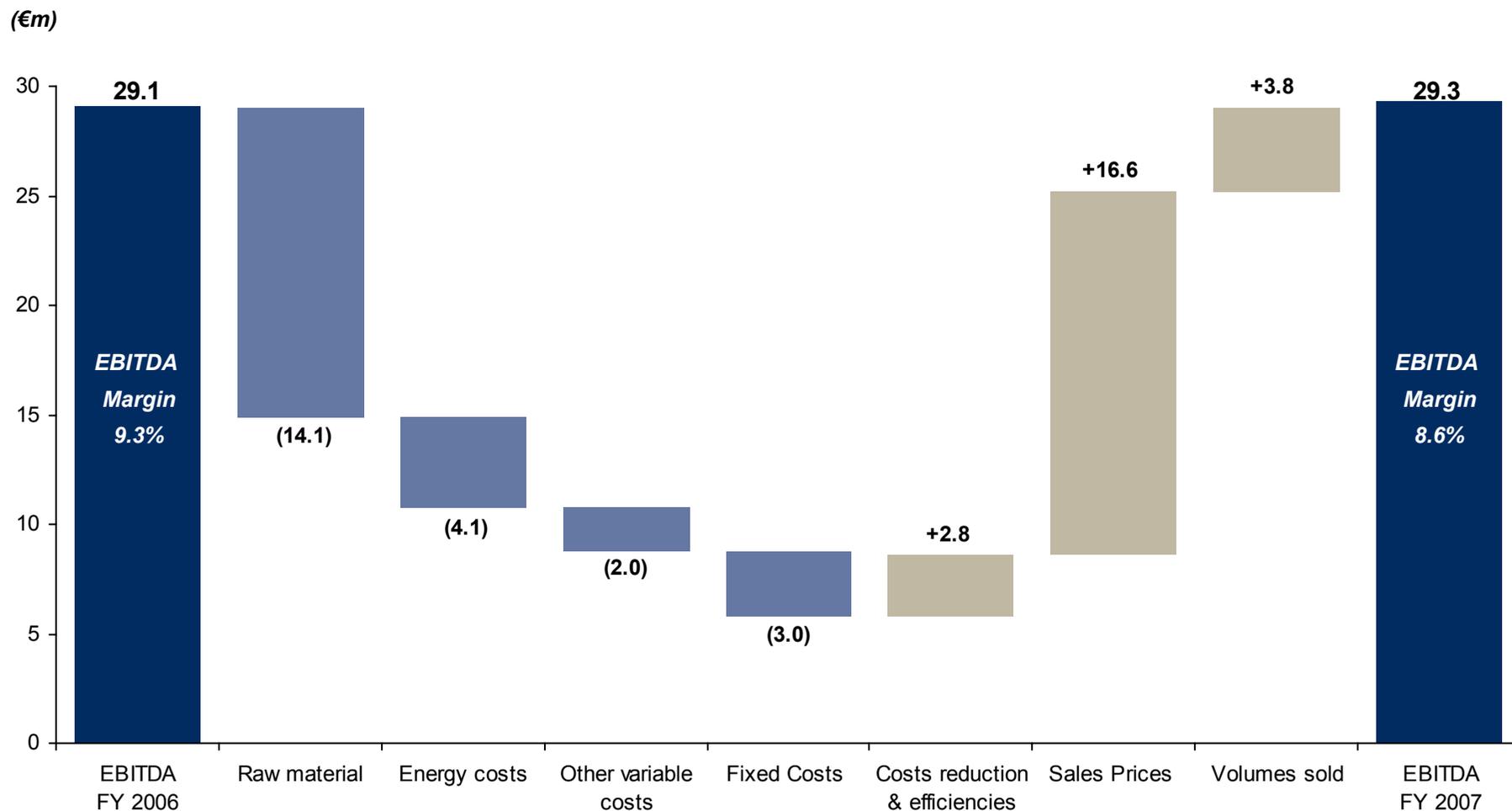


Source: Unaudited management accounts



# Consolidated EBITDA

## YoY Build-up





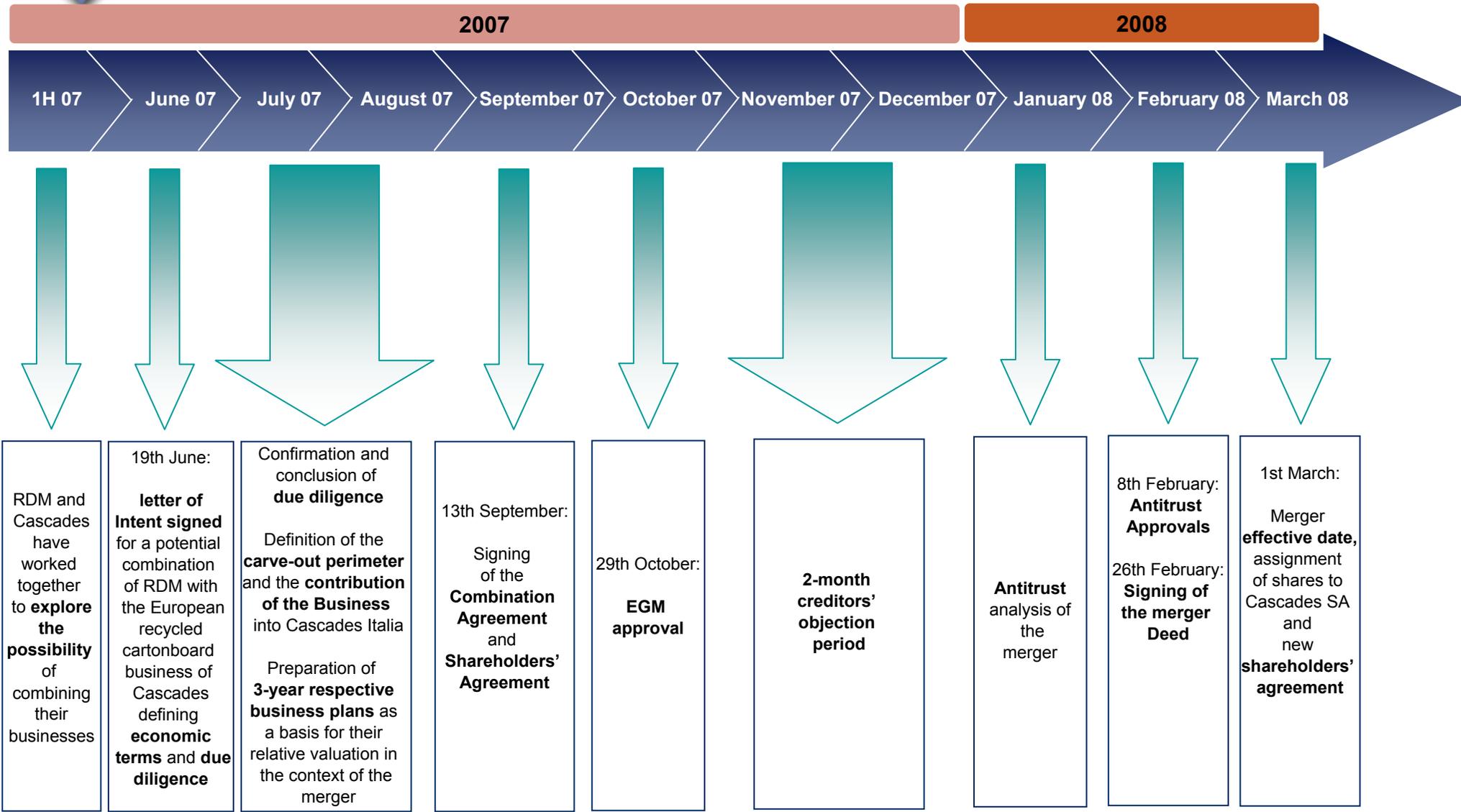
## The Combination with Cascades

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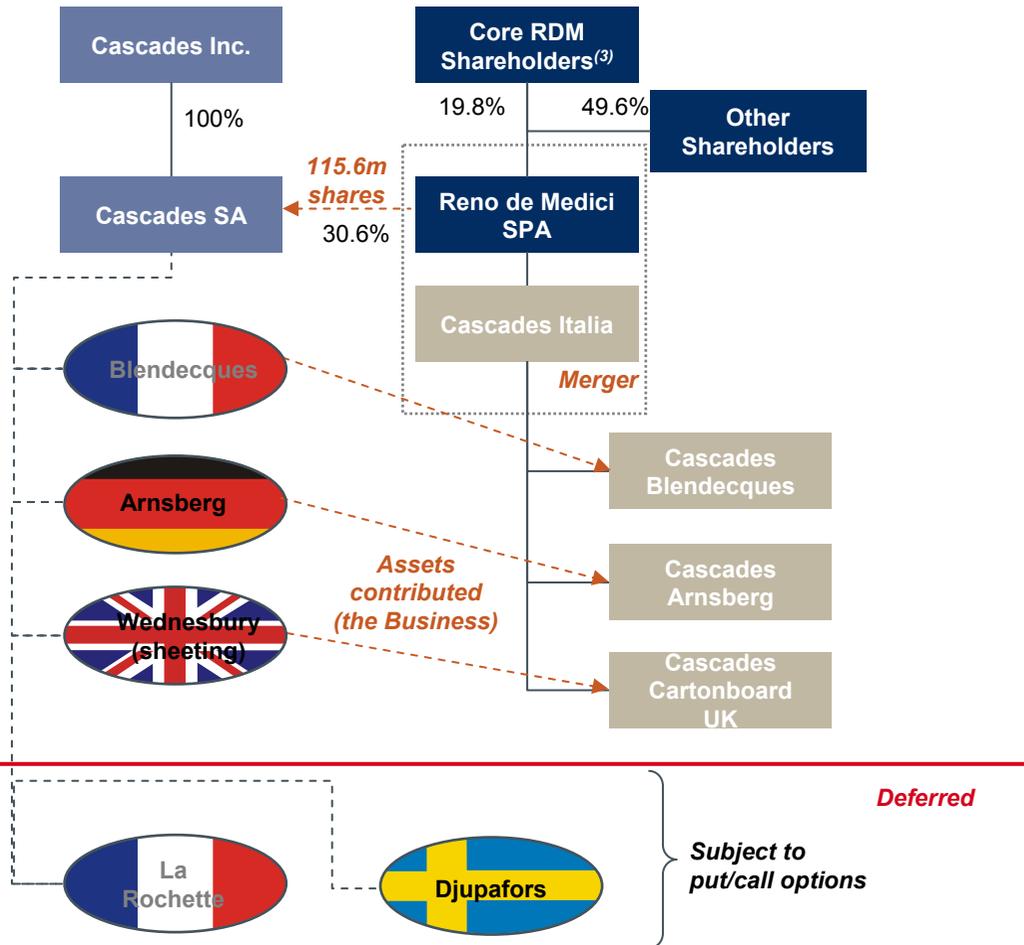
# Key Steps of the Deal





# Combination with Cascades

## Illustrative Transaction Structure



- Combination of RDM with the recycled cartonboard business of Cascades SA (the “Business”)
- The Business transferred cash and debt free to a NewCo (Cascades Italia), then merged into RDM
- 115.6 million shares assigned to Cascades SA<sup>(1)</sup> as part of the merger, resulting in 30.60% of the share capital<sup>(2)</sup> and 30.64% of voting rights
- The Parties have also agreed on:
  - Assignment of their respective sales networks to a new corporate entity (“RCS”) owned 70% by RdM and 30% by Cascades
  - Transfer of all RdM’s customer accounts for virgin paperboard to Cascades
  - Put/call agreement on the remaining two virgin assets of Cascades SA, (La Rochette and Djupafors facilities) at established EBITDA multiples

(1) Cascades SA assigned with c. 7 million treasury shares and c. 109 million newly issued shares  
 (2) Including convertible saving shares  
 (3) Defined as Alerion Industries, Eurinvest Finanza Stabile and Industria della costruzione



# Strategic Value of the Transaction

A 3D-rendered light blue cylinder with a white mesh-like texture on its circular end face. It is tilted and has a dark grey shaft protruding from the left side.

**1. Pan-European  
Market Presence**

A 3D-rendered light blue cylinder with a white mesh-like texture on its circular end face. It is tilted and has a dark grey shaft protruding from the left side.

**2. Unique Geographic  
Assets Portfolio**

A 3D-rendered light blue cylinder with a white mesh-like texture on its circular end face. It is tilted and has a dark grey shaft protruding from the left side.

**3. Improved Level of  
Service to Clients**

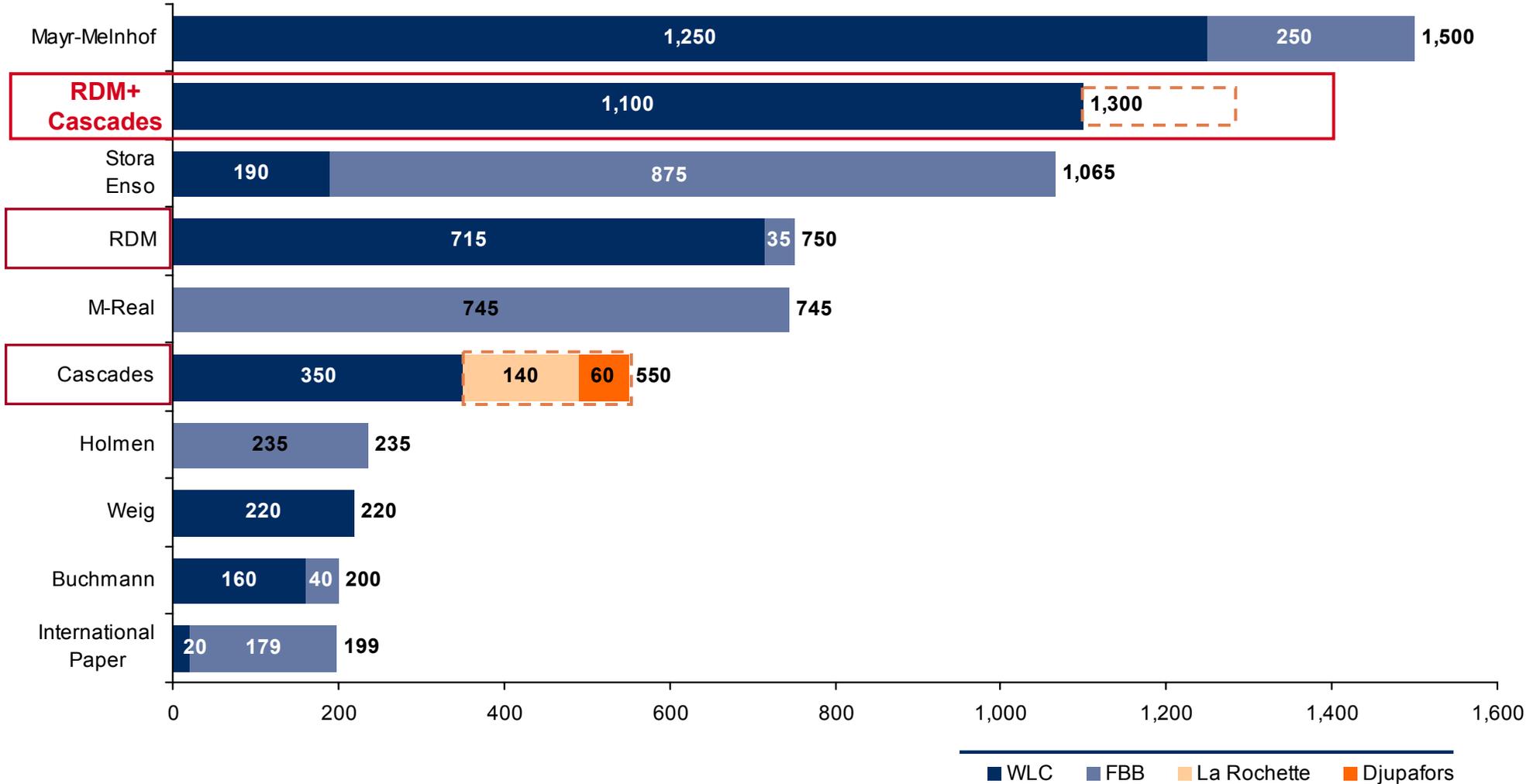
A 3D-rendered light blue cylinder with a white mesh-like texture on its circular end face. It is tilted and has a dark grey shaft protruding from the left side.

**4. Value Creation  
through Synergies**



# 1. Pan-European Market Presence

## Ranking by Capacity ('000 tons)

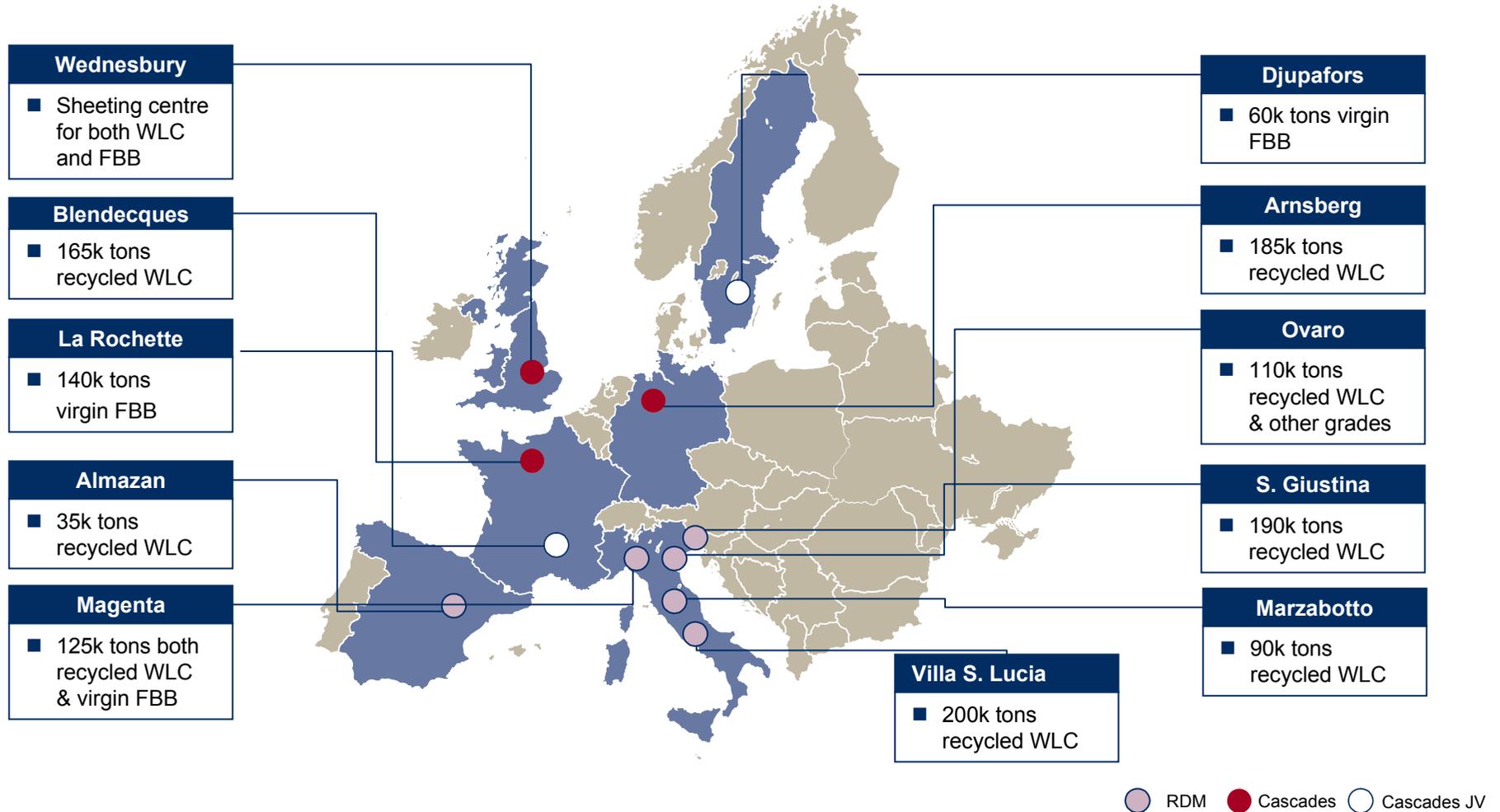


Source: Companies' reports, RISI. Only cartonboard grades manufactured by RDM



# 2. Unique Geographic Assets Portfolio

## Geographical Risk Diversification



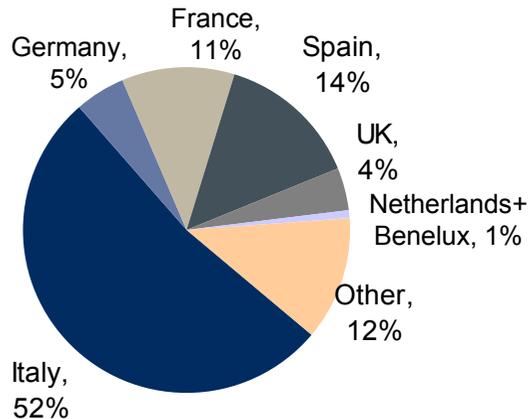
Wider Control Position in Europe



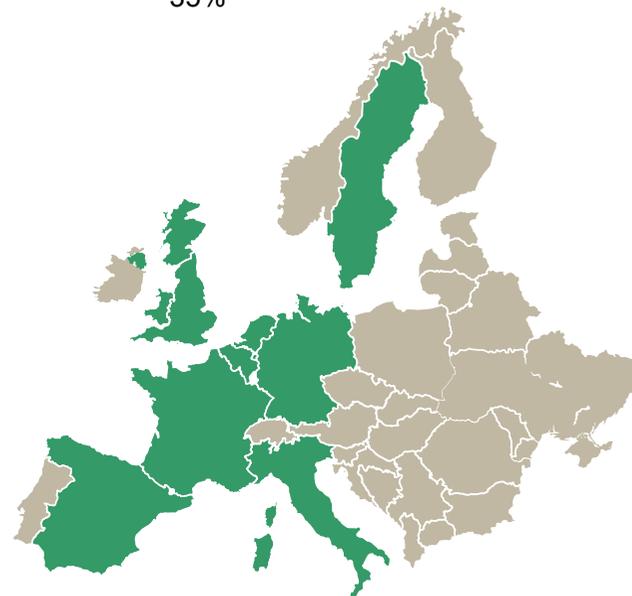
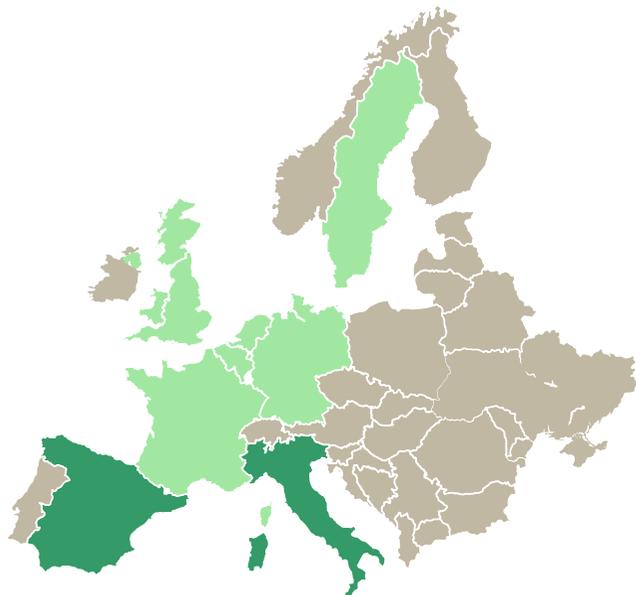
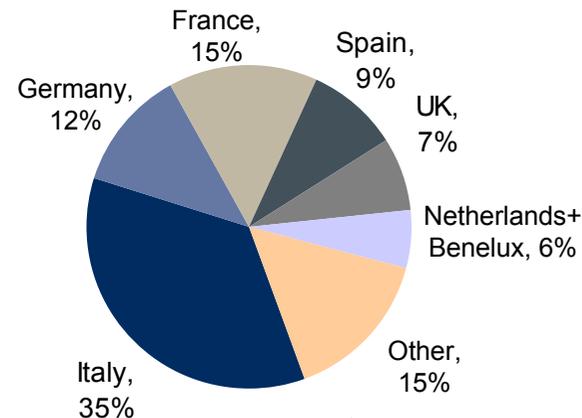
# 2. Unique Geographic Assets Portfolio (Cont'd)

## Balanced Sales Mix

### Pre-Transaction



### Post-Transaction





# 3. Improved Level of Service to Clients

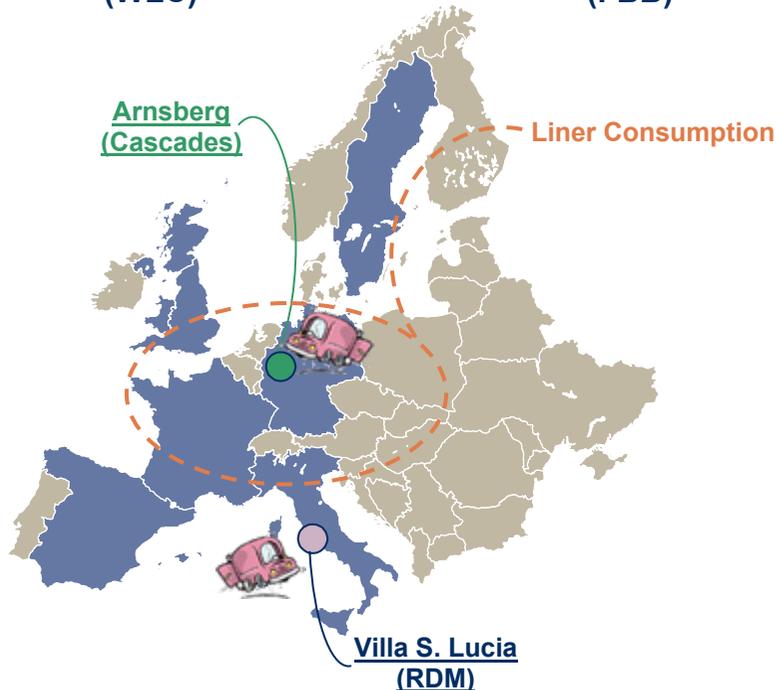
## Post-Transaction



**Recycled  
Cartonboard  
(WLC)**



**Virgin Fiber  
Cartonboard  
(FBB)**



## Key Facts

- Packaging substitutability between FBB and WLC
  - ↓
  - Larger clients base**
- Lead time reduction (approximately 2 days less due to mills position closer to clients)
  - ↓
  - Clients better served**
- Transportation cost reduction (estimated savings of around 50 euro per ton)
  - ↓
  - Cost efficiencies**



# 4. Value Creation Through Synergies

## Cost Synergies Estimates (€m)

2008

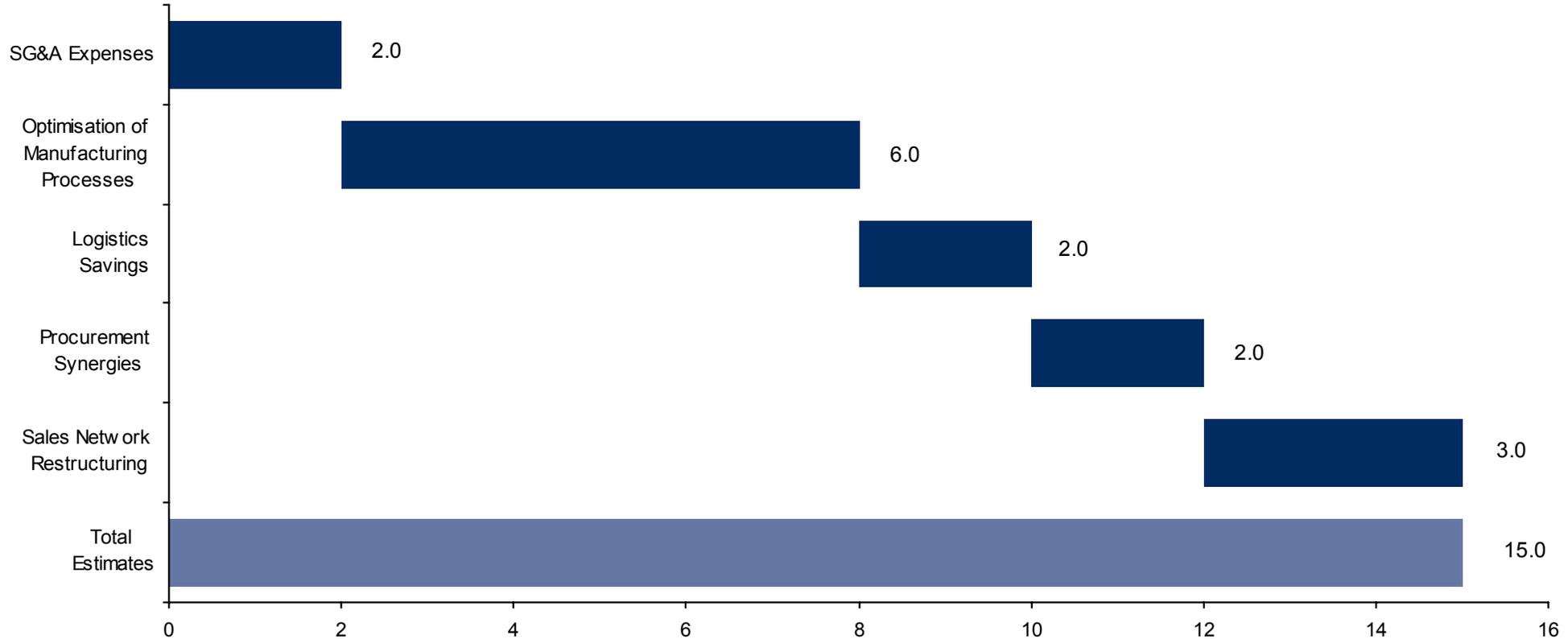
2009

2010

5

10

15

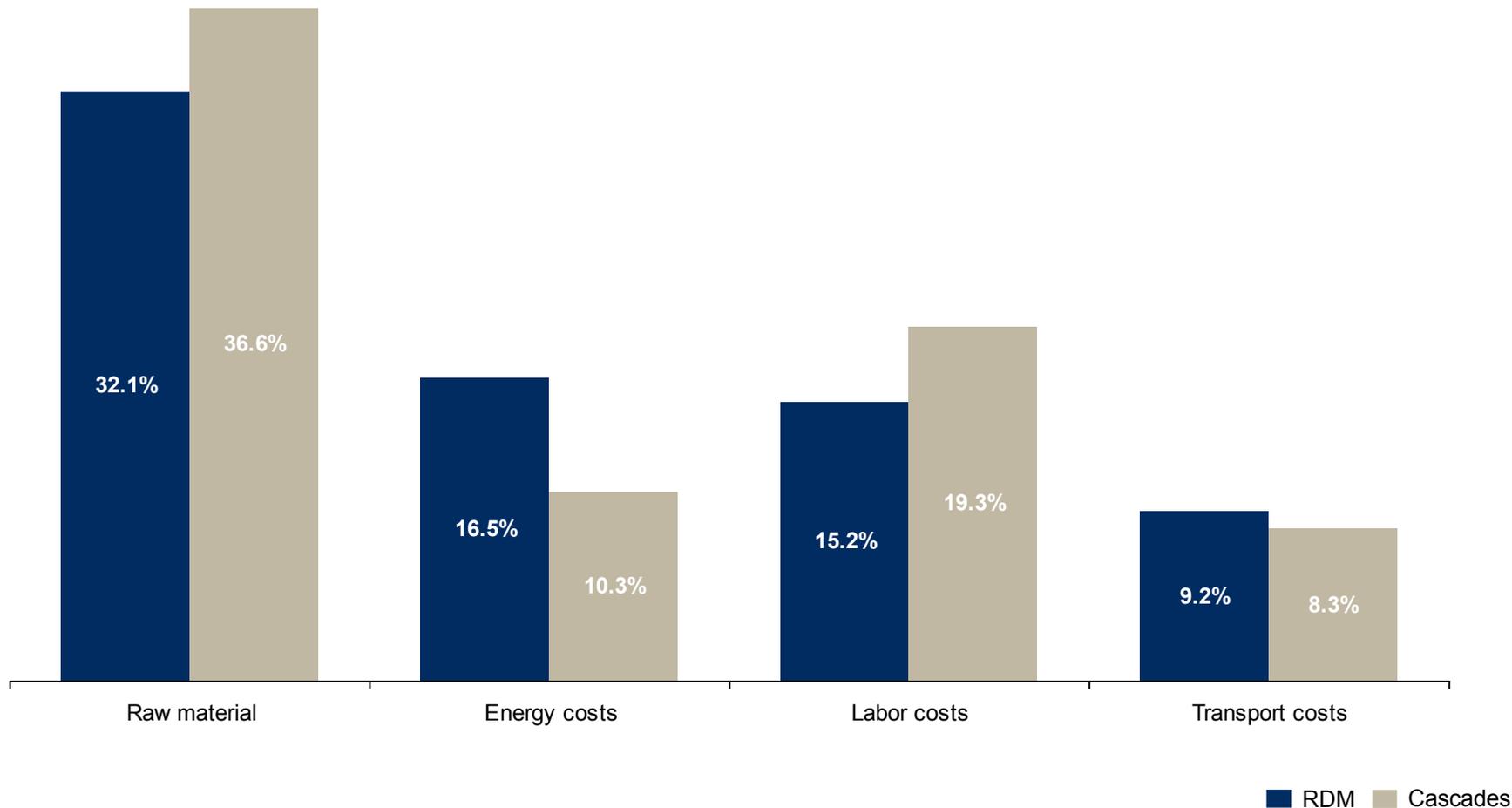


Source: Management estimates



# 4. Value Creation Through Synergies (Cont'd)

Percentage On 2007 Sales



Source: Unaudited management accounts



## Outlook for the Next Years

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# Targets of the New Group

(€m)

2007 Pro-Forma

2010 E

Sales

530

~550

EBITDA

40

~70

Cost Synergies

~15

Efficiency Improvements  
and Assets Cleaning

~15

Net Financial Position

115

~75

CAPEX



~60



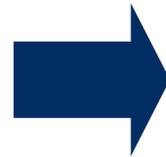
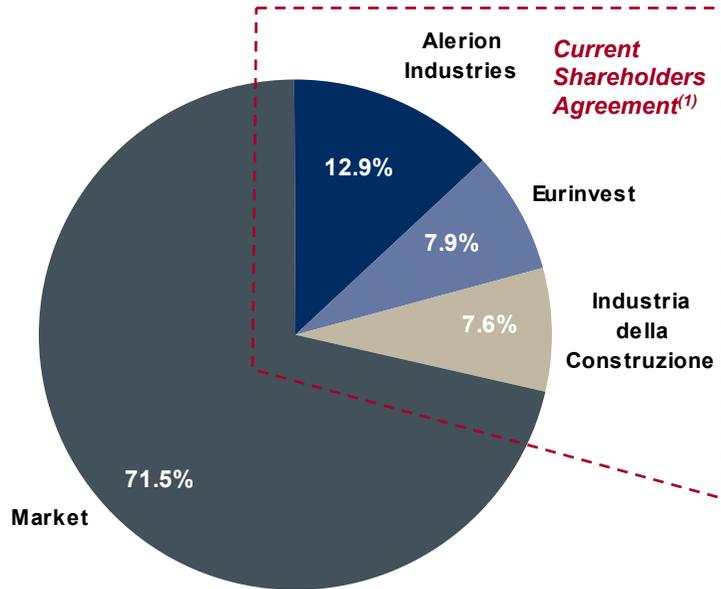
## Appendix

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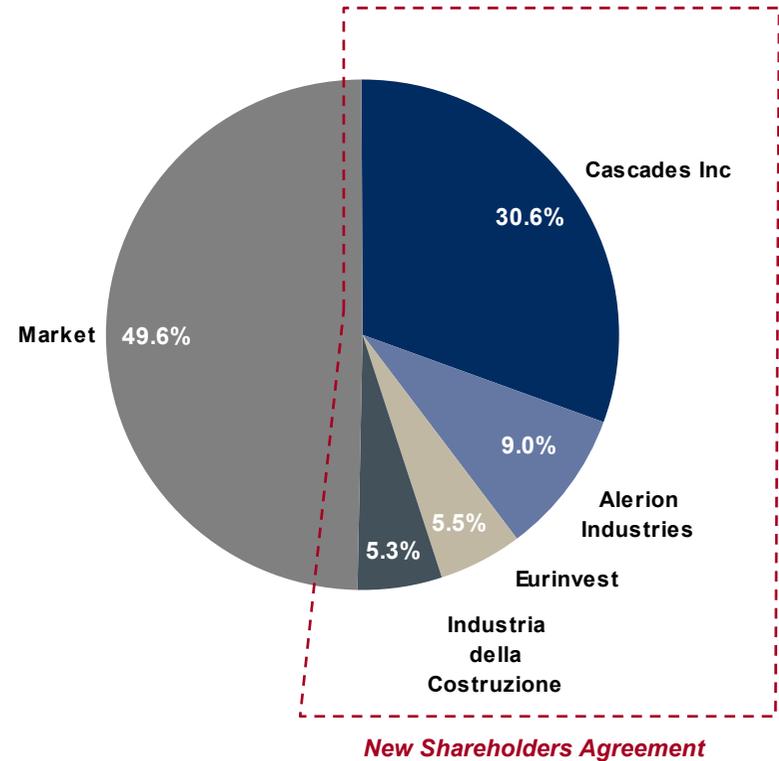
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# Pro Forma Shareholding Base

## Pre-Transaction



## Post-Transaction



(1) Eurinvest has contributed into the shareholders agreement 7.6% of the share capital; 0.3% is held out of the shareholder agreement



# RDM Profit & Loss Statement

| (€ '000)  | FY 2007        | FY 2006         |
|---|----------------|-----------------|
| <b>Revenues from sales</b>                          | <b>342,474</b> | <b>317,275</b>  |
| <i>% of Growth</i>                                  | 7.9%           | 7.4%            |
| Operating costs                                     | (317,487)      | (288,376)       |
| Other income (expense)                              | 4,094          | (93)            |
| <b>EBITDA</b>                                       | <b>29,081</b>  | <b>29,256</b>   |
| <i>% of Growth</i>                                  | (0.6%)         | 6.7%            |
| Depreciation, amortisation and write downs          | 19,049         | 23,332          |
| <b>EBIT</b>   | <b>10,032</b>  | <b>5,924</b>    |
| <i>% of Growth</i>                                  | 69.3%          | nm              |
| Financial income (expense)                          | (7,605)        | (9,480)         |
| Other income (expense)                              | 0              | 281             |
| Taxation  | 807            | (3,270)         |
| <b>Profit (loss) before discontinued operations</b> | <b>3,234</b>   | <b>(6,545)</b>  |
| <i>% of Growth</i>                                  | nm             | nm              |
| Discontinued operations                             | (2,149)        | (8,346)         |
| <b>Profit (loss) for the year</b>                   | <b>1,085</b>   | <b>(14,891)</b> |
| <i>% of Growth</i>                                  | nm             | nm              |



# RDM Balance Sheet Statement

| (€ '000)  | FY 2007        | FY 2006        |
|---|----------------|----------------|
| Trade receivables                                   | 102,455        | 102,026        |
| Stocks  | 64,624         | 89,775         |
| Trade payables                                      | (97,719)       | (86,900)       |
| <b>Total working capital</b>                        | <b>69,360</b>  | <b>104,901</b> |
| <i>% Growth</i>                                     | (33.9%)        | (17.9%)        |
| Other assets  | 4,484          | 5,468          |
| Other liabilities                                   | (18,655)       | (13,631)       |
| Non-current assets                                  | 197,862        | 200,956        |
| Non-current liabilities                             | (6,451)        | (40,127)       |
| Other non-current assets held for sale              | 5,583          | 11,392         |
| Other   | 182,823        | 164,058        |
| <b>Invested Capital</b>                             | <b>252,183</b> | <b>268,959</b> |
| <i>% Growth</i>                                     | (6.2%)         | (20.3%)        |
| Employees' leaving entitlement and other provisions | (20,870)       | (22,342)       |
| <b>Net capital invested</b>                         | <b>231,313</b> | <b>246,617</b> |
| <i>% Growth</i>                                     | (6.2%)         | (21.2%)        |
| Net financial position                              | 114,298        | 127,111        |
| Shareholders' funds                                 | 117,015        | 119,506        |
| <b>Total sources</b>                                | <b>231,313</b> | <b>246,617</b> |
| <i>% Growth</i>                                     | (6.2%)         | (21.2%)        |



# RDM Cash Flow Statement

(€ '000)

|  | FY 2007          | FY 2006          |
|--|------------------|------------------|
| Cash and cash equivalents and short-term financial receivables | 8,401            | 11,389           |
| Short-term financial payables                                  | (53,242)         | (57,481)         |
| Valuation of current portion of derivatives                    | 331              | (273)            |
| <b>Short-term financial position</b>                           | <b>(44,511)</b>  | <b>(46,365)</b>  |
| Medium-term financial payables                                 | (70,002)         | (80,789)         |
| Valuation of non-current portion of derivatives                | 418              | 69               |
| <b>Net financial position</b>                                  | <b>(114,095)</b> | <b>(127,085)</b> |