



OVERVIEW OF SIENNA CAPITAL

SIENNA | CAPITAL

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Groupe Bruxelles Lambert (“GBL”) is a publicly-traded investment vehicle with a NAV of c.€19bn

>60 years

Stock exchange listing in 1956

€19bn

Net Asset Value (« NAV »)

10

Disclosed investments in listed assets, leaders in their sector

€15bn

Market capitalization

2nd

Largest listed investment company in Europe (*after Investor AB*)

50%

Stable and supportive ownership by the Frère and Desmarais families

€484m

Dividends distributed in 2018

€2.7bn

Solid liquidity profile from cash and undrawn credit lines

€16bn

Asset rotation carried out since the initiation of our new strategy in 2012

2018

ESG commitment to

 Principles for Responsible Investment

13.1%

2012-18 YTD annualised Total Shareholder Return (« TSR »)

3.4%

Next-12-month dividend yield

GBL benefits from solid core values



A broad and flexible investment mandate in Europe

Investment universe

- Target companies are headquartered in Europe and may be listed or private;
- Equity investments range primarily between €250m and €2bn, potentially in co-investment alongside other leading investment institutions;
- GBL aspires to be a reference shareholder in the capital of its portfolio companies and play an active role in the governance, through majority stakes or minority positions with influence;
- GBL intends to reinforce the diversification of its portfolio by pursuing the development of its alternative investments through its subsidiary Sienna Capital.

Key sector focus

- Consumer
 - Luxury
 - Entertainment
 - E-commerce/digital
- Industry/manufacturing
 - Green economy
 - Natural resources
 - Sustainability
- Services
- Healthcare

Out-of-scope sectors

- Utilities
- Oil & Gas
- Financials
- Real Estate
- Telecom
- Regulated industries
- Biotech

Investment themes

Anticipating megatrends and upcoming disruptions



Shift in global economic power towards emerging countries



Demographic shift (e.g. ageing population)



Health & lifestyle



Accelerating urbanization



Technology & digital



Sustainability & resource scarcity

A well-diversified portfolio of solid companies, leaders in their sector

	Listed investments										Sienna Capital
											
Sector	Sports equipment	TIC	Wines & Spirits	Specialty minerals	Cement & aggregates	Materials technology	Oil & Gas	Process technology food sector	Hygienic consum.	Leisure parks	Alternative assets
Sector ranking	#2	#1	#2	#1	#1	Top 3	Top 5	#1	Top 3	Top 3	n.a.
Ratings ⁽¹⁾ (S&P / Moody's)	-(1)	n.r. / A3	BBB / Baa2	BBB / Baa2	BBB / Baa2	0.9x ⁽¹⁾	A+ / Aa3	n.r. / Baa2	BB / Ba2	3.2x ⁽¹⁾	n.a.
GBL's ranking in the shareholding	#1	#1	#3	#1	#2	#1	#16	#3	#1	#1	n.a.
Date of first investment	2015	2013	2006	1987	2005	2013	1998	2017	2015	2017	2013
Board representation	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	n.a.
GBL ownership (% in capital)	7.8%	16.6%	7.5%	53.8%	9.4%	16.9%	0.6%	7.3%	19.98%	21.2%	100%
Value of GBL's stake (€bn)	3.3	2.9	2.8	2.7	2.4	2.0	0.9	0.4	0.3	0.2	1.3
(% of total)	17%	15%	14%	14%	12%	10%	5%	2%	2%	1%	7%

(1) For unrated companies, we present the leverage ratio (i.e. net debt to EBITDA) as of June 30, 2018

(2) Note: information as of September 30, 2018, except where superseded by more recent public disclosures

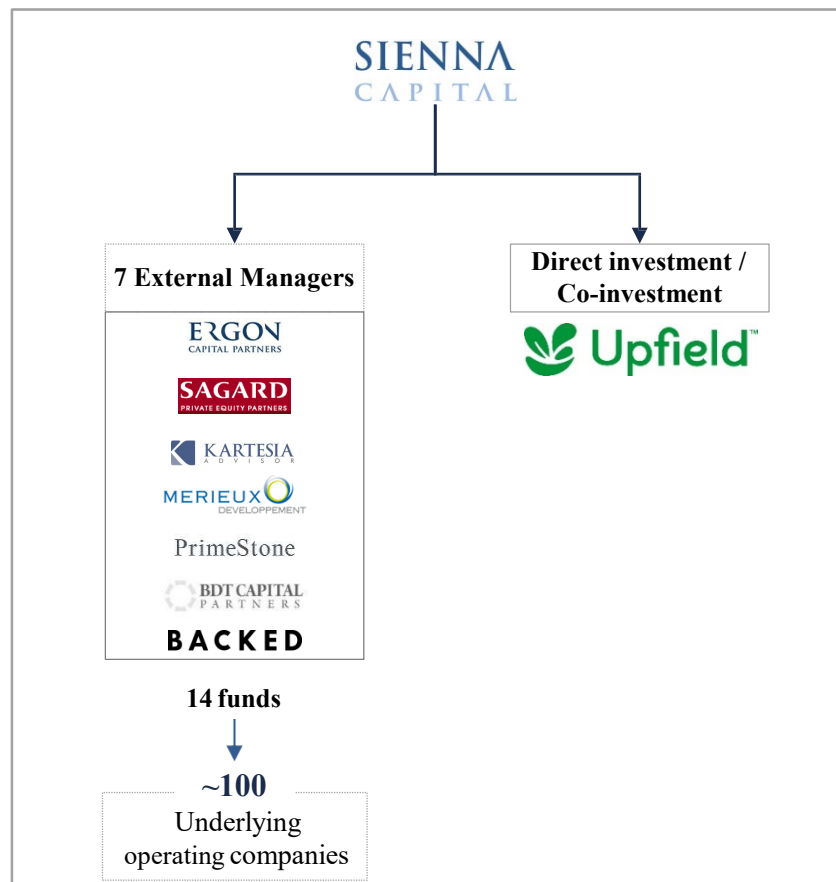
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Sienna Capital is a platform for GBL to invest in alternative assets in partnership with external managers and also via direct investments and co-investments



Several benefits to GBL

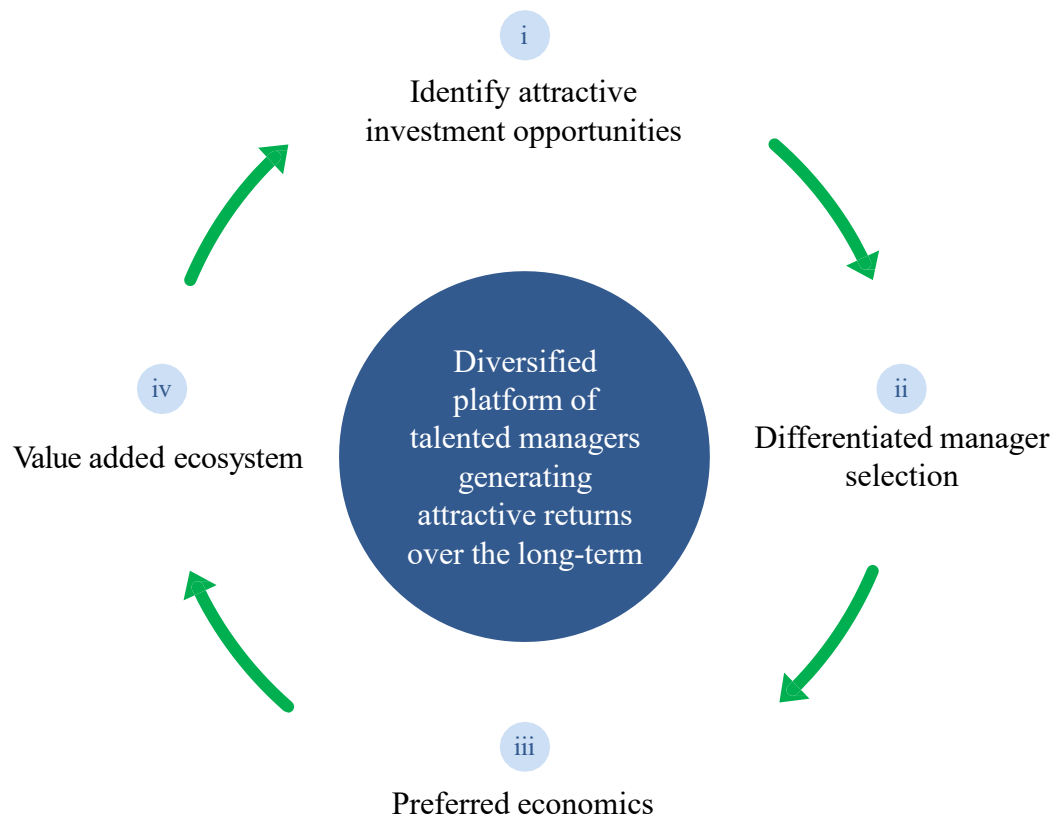
- Earn attractive risk-adjusted returns
- Contribute to growing GBL's NAV and dividend
- Part of an ongoing diversification of GBL's portfolio and revenue stream
- Attract talent around the activities of GBL and serve as a best ideas factory
- Provide co-investment opportunities

~7%

Contribution to GBL's Net Asset Value

Sienna Capital aims to generate attractive risk-adjusted returns by investing in unlisted assets with a unique approach

VIRTUOUS CIRCLE



COMMENTS

- i**
 - Identify attractive investment opportunities
 - Comprehensible asset class
 - Large and growing addressable market
 - Manageable competitive landscape for the fund manager
- ii**
 - Identify and partner with talented managers applying a disciplined selection criteria and a thorough due diligence process
 - Provide long-term patient capital, larger than average ticket size, reputation and network
- iii**
 - Negotiate favourable terms with managers
 - Boost returns by obtaining reduced fees, preferred economics and other benefits for investors
- iv**
 - Provide a value added ecosystem
 - Help managers raise money and attract talent
 - Provide advice on best-practices, good governance and industry insights
 - Best ideas factory to source direct investment/ co-investment opportunities

Highlights of the current portfolio



PrimeStone



BACKED

As of September 30, 2018

€1.6bn

Cumulative capital invested in 7 fund managers since inception

€1.3bn

Stake value

€2.3bn

+

€1.0bn

Distributions received

1.4 x

Implied multiple of invested capital

€0.5bn

Remaining callable capital

€40m

Dividend paid to GBL in 2017 (up from €18m in 2016)

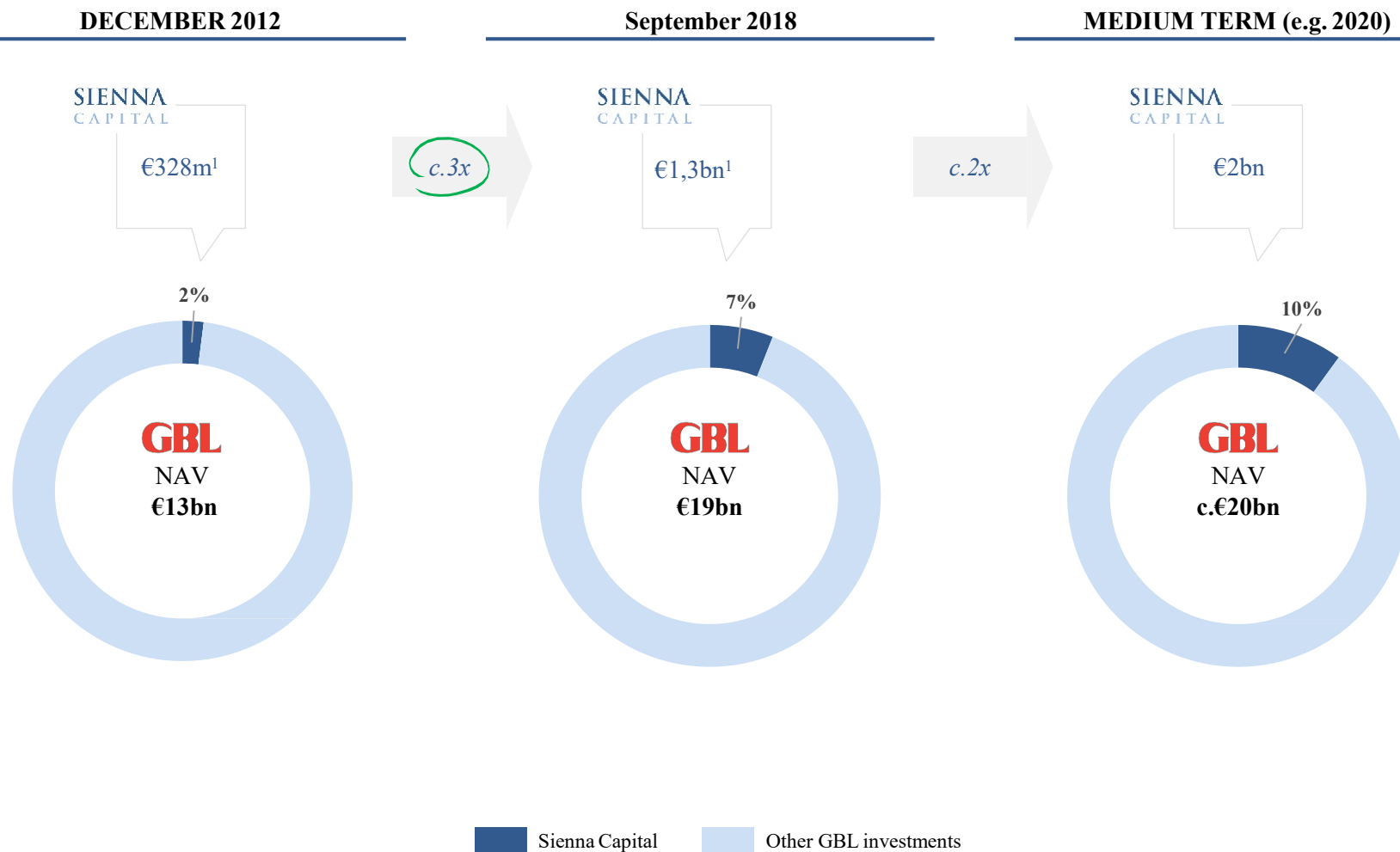
**First
co-investment**



- Commitment of **€250m** by Sienna Capital
- Co-investment alongside **KKR**
- Board representation for Sienna Capital consistent with GBL's DNA
- Carve-out of Unilever's global spreads division
- €3bn of pro-forma sales in 2017
- Closing completed in July 2018



Sienna Capital's portfolio currently represents 7% of the NAV of GBL with the ambition of representing up to 10% in the medium term



¹ Sienna Capital NAV – September 30 2018

Sienna Capital is currently invested in seven investment managers and one co-investment

Funds/year of initial investment	Strategy	Funds	Commitment	Capital invested	Remaining callable capital	Distribution received to date	Stake value	Implied money multiple
 ERGO CAPITAL PARTNERS 2005	Private Equity	ECP I, II, III, IV	€863m	€621m	€242m	€593m	€320m	1.5x
 SAGARD PRIVATE EQUITY PARTNERS 2002	Private Equity	Sagard I, II, 3	€398m	€269m	€121m	€260m	€193m	1.7x
 KARTESIA ADVISORS 2013	LBO Debt	KCO III & IV	€300m	€211m	€90m	€61m	€210m	1.3x
 MERIEUX DEVELOPPEMENT 2014	Healthcare Growth Capital	Mérieux Participations I & II	€75m	€53m	€22m	-	€60m	1.1x
PrimeStone 2015	European mid-cap public equities	PrimeStone	€150m	€150m	-	-	€182m	1.2x
 BDT CAPITAL PARTNERS 2015	Long-term capital to closely held businesses	BDTCP II	€113m	€56m	€57m	-	€69m	1.2x
BACKED 2017	Digital technologies	Backed 1	€25m	€17m	€8m	-	€22m	1.3x
 Upfield 2018	Co-investment	N.A	€250m	€250m	-	-	€250m	1.0x
Cumulative			€2,174m	€1,627m	€539m	€915m	€1,306m	1.4x

Note: figures are as of 30/09/2018

Sienna Capital recently committed to invest €250m in Upfield alongside KKR

Context

- Upfield, formerly known as Flora Food Group, Unilever Food division's spreads business, is the global leader in plant-based margarine spreads and cooking solutions, generating revenues of €3bn and EBITDA of €755m (25% margin)
- In December 2017, KKR won the auction with a bid at an Enterprise Value of €6.8bn
- In March 2018, Sienna Capital committed to invest €250m alongside KKR (i.e. a ~12% stake)
 - Sienna Capital will have one seat on the Board of Directors
 - Closing is expected in mid-2018
- This investment is in line with Sienna's strategy of generating opportunities for direct investment and co-investment

Investment thesis



Global leader: Flora Food is #1 in 44 out of 69 markets with market share >50% in margarine within many individual markets

Turnaround the core: recovery in Developed Markets supported by key initiatives (e.g. naturalness, taste, packaging, brand architecture, dedicated salesforce)

Other growth avenues: growth opportunities in Emerging Markets (driven by positive macro fundamentals) and adjacent categories (other plant-based products)

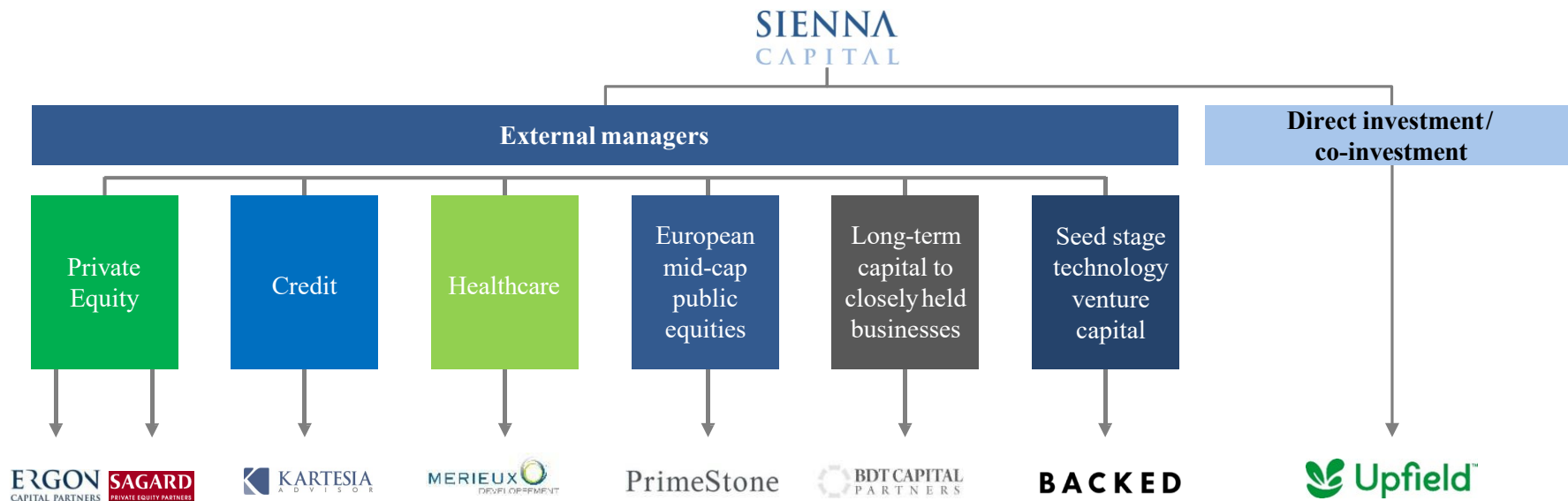
Significant potential cost savings: opportunity to increase margins in conjunction with the carve-out

Strong cash conversion: >90% cash flow conversion driven by low capex and low working capital requirements

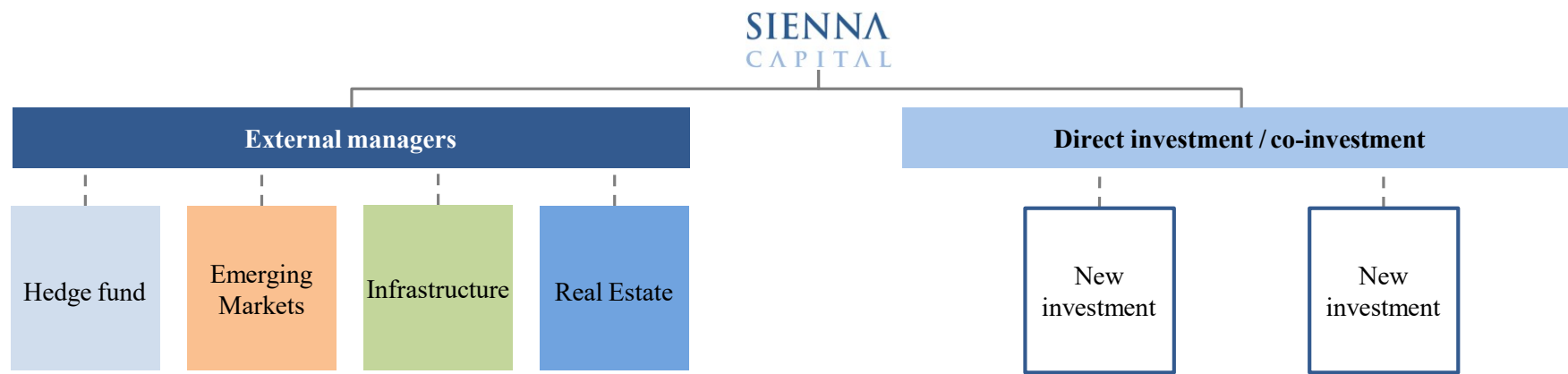
Downside protection: Margarine is an everyday staple with high penetration rate. Multiple levers to create value have been identified

Sienna Capital will continue over time to build a portfolio exposed to a broad spectrum of asset classes, strategies, sectors and geographies

CURRENT PERIMETER



POTENTIAL AREAS OF FUTURE INVESTMENT (ILLUSTRATIVE)



Sienna Capital is currently managed by a dedicated team of professionals

Chairman



Ian Gallienne

- Ian Gallienne founded Sienna Capital in 2013 and joined as Chairman
- He is co-CEO at GBL
- He serves as a Director of Imerys, adidas, Pernod Ricard and SGS
- He is the founder of Ergon Capital Partners, a pan-European private equity fund
- He previously worked for the private equity firm Rhône Group
- Mr. Gallienne holds an MBA from INSEAD Institute of Management

CEO



Colin Hall

- Colin Hall joined Sienna Capital in 2013 as CEO
- He is also the Head of Investments at GBL
- He serves as a Director of Imerys, Umicore, GEA and Parques Reunidos
- He previously worked for the private equity firm Rhône Group, in a hedge fund sponsored by Tiger Management and Morgan Stanley
- Mr. Hall holds an MBA from the Stanford University Graduate School of Business

CIO



Denis Blank

- Denis Blank joined Sienna Capital's London office in December 2018 as CIO
- He previously served as CIO at a family office that he joined in 2011. Before, he was a partner at a hedge fund focused on Global Emerging Markets, worked at NGP and was an analyst at Banc of America Securities
- Mr. Blank holds an MBA from the Stanford University Graduate School of Business

CFO



Johann Dumas

- Johann Dumas joined Sienna Capital's Luxembourg office in October 2018 as CFO
- He previously served as the CFO of Quilvest Private Equity and worked in the audit department of KPMG
- Mr. Dumas is a chartered accountant and holds a MA in Accounting and Finance from the University of Nancy

Financial Analyst



Ruairi Keeley

- Ruairi joined Sienna Capital in October 2018 as a Financial Analyst
- He formerly worked as a Credit and Portfolio Analyst at 23 Capital and has previous experience with roles at EQT Partners 3i Group and GFC Economics
- Mr. Keeley holds an MA from the University of St Andrews