



Availability of the FY 2022-2023 Universal Registration Document

Certification of the FY 2022-2023 financial statements with uncertainty with respect to the restructuring of the OCEANE bond debt

Paris, France - October 31, 2023, 9:00 p.m. (CET). Claranova announces the availability of its FY 2022-2023 Universal Registration Document (in French*), including the annual financial report for the period ended June 30, 2023, which was filed with the French Financial Market Authority (*Autorité des Marchés Financiers* (or AMF) on October 31, 2023.

Claranova also confirms that the Group's consolidated financial statements for FY 2022-2023 have been approved by the Board of Directors on October 20, 2023 and certified by the Statutory Auditors on October 31, 2023.

The FY 2022-2023 Universal Registration Document includes, in particular:

- the Annual Financial Report,
- the Board of Directors' report on corporate governance,
- the consolidated financial statements for the period ended June 30, 2023 and the statutory auditors' report thereon,
- and the management report including the non-financial statement.

This document is being made available to the public in accordance with applicable regulations and may be consulted on the Claranova website: www.claranova.com (under Investors / Financial publications / Financial reports).

Uncertainty with respect to the restructuring of the OCEANE bond debt

As announced, the Group is currently in discussions to restructure its OCEANE bond debt, subscribed in August 2021, which includes a prepayment option at the initiative of the investor on the 3rd anniversary date of the issue, i.e. August 16, 2024. These discussions remain ongoing at the time of publication of the URD. This situation constitutes a material uncertainty with respect to the Group's continuity as a going concern, which will require its OCEANE debt to be restructured before the August 16, 2024 maturity date. However, Claranova remains confident in its ability to successfully conclude these negotiations and thus ensure the continuity of its operations.

Financial calendar:

November 08, 2023: Q1 2023-2024 revenue:

November 29, 2023: Combined Ordinary and Extraordinary Annual General Meeting

* The English translation of the original French language version of Universal Registration Document will be made available shortly

About Claranova:

As a diversified global technology company, Claranova manages and coordinates a portfolio of majority interests in digital companies with strong growth potential. Supported by a team combining several decades of experience in the world of technology, Claranova has acquired a unique know-how in successfully turning around, creating and developing innovative companies.

Claranova has proven its capacity to turn a simple idea into a worldwide success in just a few short years. Present in 15 countries and leveraging the technology expertise of its 800+ employees across North America and Europe, Claranova is a truly international group, with 95% of its revenue derived from international markets.

Claranova's portfolio of companies is organized into three unique technology platforms operating in all major digital sectors. As an e-commerce leader in personalized objects, Claranova also stands out for its technological expertise in software publishing and the Internet of Things, through its businesses PlanetArt, Avanquest and myDevices. These three technology platforms share a common vision: empowering people through innovation by providing simple and intuitive digital solutions that facilitate everyday access to the very best of technology.

For more information on Claranova Group:

<https://www.claranova.com>

Disclaimer:

All statements other than statements of historical fact included in this press release about future events are subject to (i) change without notice and (ii) factors beyond the Company's control. Forward-looking statements are subject to inherent risks and uncertainties beyond the Company's control that could cause the Company's actual results or performance to be materially different from the expected results or performance expressed or implied by such forward-looking statements.

Appendix:

Selected financial highlights

<i>(in € million)</i>	FY 2022-2023	FY 2021-2022	FY 2020-2021
Revenue	507.0	473.6	470.7
Growth (%)	7%	1%	15%
EBITDA ^{(1) (2) (3)}	32.5	25.5	32.9
EBITDA margin (% of Revenue)	6.4%	5.4%	7.0%
Recurring operating income	24.6	18.7	28.0
Net income (loss)	(10.8)	(10.0)	13.2
Net income (loss) attributable to owners of the Company	(10.6)	(10.6)	9.5
Net income (loss) attributable to owners of the Company per share	(0.23)	(0.25)	(0.24)
Equity	(16.4)	1.9	82.2
Borrowings and other financial liabilities	178.8	171.5	65.2
Cash and cash equivalents	66.8	100.3	90.4
Net debt	112.0	71.2	(25.2)
Net debt/Equity ratio (gearing)	(6.8)	37.5	(0.3)
Cash flow from operations before changes in working capital ⁽⁴⁾	28.2	23.9	27.7
Net cash flow from (used in) operating activities	9.3	16.0	18.7
Net cash flow from (used in) investing activities	(31.8)	(73.7)	(10.1)
Net cash flow from (used in) financing activities	(10.0)	62.5	(2.8)

(1) EBITDA is equal to recurring operating income before the impairment of share-based payments, including related social security contributions, and the IFRS 16 impact on the recognition of leases. A reconciliation of recurring operating income and EBITDA is presented in Section 1.3 of the URD. The IFRS 16 impact is presented in Section 2.5 of the URD.

(2) EBITDA and Adjusted net income are non-GAAP measures and should be viewed as additional information. They do not replace Group IFRS aggregates. Claranova's management considers this to be a relevant indicator of the Group's operating and financial performance which is presented for information purposes because it excludes most non-operating and non-recurring items from the measurement of business performance.

(3) Since the press release of October 11, 2023, the reclassification between "Employee expenses" and "Other recurring operating income and expenses" in the amounts of respectively €73m and €18m to date, compared with €77m and €14m at the time of publication.

(4) Since the press release of October 11, 2023, changes in "Unrealized foreign exchange losses" resulted in an adjustment to "Cash flow" and the "Change in WCR" in the amounts of €28m and -€13m respectively, compared with €30m and -€15m at the time of publication.