Verve

(Scale All Share (Ref.), Software/IT, VRV GR)

WARBURG RESEARCH / A Münchmeyer Petersen Capital Markets Company

Buy	
EUR 3.00	(EUR 4.00)
Price	EUR 1.08
Upside	**177.0 %**

Value Indicators:	EUR
DCF:	2.96

Warburg Risk Score:	**3.4**
Balance Sheet Score:	2.8
Market Liquidity Score:	4.0

Description:

Verve is an advertising software platform with strong first-party games content.

Market Snapshot:	EUR m
Market cap:	238.3
No. of shares (m):	220.0
EV:	713.1
Freefloat MC:	183.2
Ø Trad. Vol. (30d):	108.66 th

Shareholders:	
Freefloat	76.90 %
Bodhivas (Remco Westerm.)	23.16 %
Oaktree Capital Management	19.88 %
Lombard international	*5.00 %*
Nordnet Pensionsförsäkring	*3.68 %*

Key Figures (WRe):	2026e
Beta:	1.9
Price / Book:	0.5 x
Equity Ratio:	34 %
Net Fin. Debt / EBITDA:	3.9 x
Net Debt / EBITDA:	3.9 x

Delivery rests on a very back-end loaded H2

Stated Figures Q2/2026:

in EUR m	Q2/26	Q2/26e	Q2/25	yoy
Sales	**152.3**	149.0	106.1	*43.5%*
EBITDA	**20.9**	25.0	27.0	*-22.7%*
margin	*13.7%*	*23.9%*	*25.4%*	
EBITDA adjusted	**30.1**	33.0	29.5	*2.0%*
margin	*19.8%*	*25.4%*	*27.8%*	
EBIT	**4.2**	9.0	37.7	*-88.9%*
margin	*2.7%*	*6.0%*	*35.6%*	

Comment on Figures:

- Sales of EUR 152.3m came in slightly ahead of our EUR 149.0m estimate, with like-for-like growth of 6.5% yoy: 3.5% organic, 4.6% from M&A and -1.7% from FX.
- EBITDA missed, as EUR 9.3m of one-off items and front-loaded investments in sales, Retail Media and platform weighed on margins.
- FY 2026 guidance of EUR 680–730m sales and EUR 145–175m adjusted EBITDA was confirmed, although H1 delivered only EUR 289.5m and EUR 58.4m respectively.

The quarter was shaped by a more selective advertising market, with one-off items and front-loaded investments in sales, Retail Media and platform weighing on margins. EBITDA remained flat. While the associated costs are immediately visible, the full revenue contribution is expected with a lag, particularly as newly added sales capacity ramps up over several quarters. The steps taken in H1 2026 to prepare for a potential US listing — notably the relocation of the corporate seat from Sweden to Ireland, PCAOB-compliant financial documentation and groundwork for USD reporting — will not recur, nor will the streamlining of the office footprint, for which management expects annualized savings of at least EUR 8m to become visible from Q3 onwards.

Against this backdrop, no progress was made on net debt (company definition), which stood at EUR 462.0m (31 Dec 2025: EUR 445.9m). Given the weak H1, however, we regard the guidance as highly demanding, in our view even at the lower end of the range. We therefore cut adjusted EBITDA below the guidance corridor for the current year. Feeding the lower earnings base and the delayed margin recovery into our model, **we lower our price target to EUR 3.00 (old: EUR 4.00) and confirm our Buy rating.**

Changes in Estimates:

FY End: 31.12. in EUR m	2026e (old)	+ / -	2027e (old)	+ / -	2028e (old)	+ / -
Sales	685.0	-0.7 %	780.0	-1.3 %	850.0	-2.4 %
EBITDA adj.	160.3	-11.6 %	175.5	-9.6 %	187.0	-6.2 %
EBIT	90.3	-29.5 %	105.5	-18.9 %	117.0	-12.4 %
EPS	0.08	-62.5 %	0.20	-45.0 %	0.24	-29.2 %

Comment on Changes:

- Sales estimates trimmed only slightly (2026e: EUR 680m, -0.7%), reflecting weaker organic growth and persistent FX headwinds, partly cushioned by M&A contributions.
- Adjusted EBITDA cut markedly (2026e: EUR 141.7m, -11.6%; 2027e: EUR 158.7m, -9.6%), as the sales-force ramp-up, the Retail Media roll-out and one-off costs push the margin recovery into 2027.
- EPS drops amplified by unchanged PPA amortization and interest charges on a lower earnings base.

Rel. Performance vs Scale All Share	
1 month:	-25.0 %
6 months:	-28.0 %
Year to date:	-46.3 %
Trailing 12 months:	-57.7 %

Company events:	
23.11.26	Q3

FY End: 31.12. in EUR m	CAGR (25-28e)	2022	2023	2024	2025	2026e	2027e	2028e
Sales	14.6 %	324.4	322.0	437.0	550.9	680.0	770.0	830.0
Change Sales yoy		28.7 %	-0.8 %	35.7 %	26.1 %	23.4 %	13.2 %	7.8 %
EBITDA adj.		93.2	95.2	133.2	134.0	141.6	158.6	175.5
Margin	*-4.6 %*	*28.7 %*	*29.6 %*	*30.5 %*	*24.3 %*	*20.8 %*	*20.6 %*	*21.1 %*
EBITDA		84.8	128.5	128.5	122.1	121.6	143.6	160.5
EBIT adj.	12.5 %	76.6	76.9	107.1	98.7	101.6	123.6	140.5
Margin		*23.6 %*	*23.9 %*	*24.5 %*	*17.9 %*	*14.9 %*	*16.0 %*	*16.9 %*
Net income	278.5 %	-20.3	47.3	28.8	0.7	5.6	25.1	36.9
EPS	-	-0.13	0.30	0.17	0.00	0.03	0.11	0.17
EPS adj.	23.1 %	0.14	0.37	0.25	0.15	0.16	0.23	0.28
DPS	-	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Dividend Yield		n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.
FCFPS		0.73	0.05	0.54	0.05	0.12	0.14	0.19
FCF / Market cap		27.8 %	4.5 %	23.8 %	2.0 %	10.9 %	13.3 %	17.7 %
EV / Sales		2.1 x	1.5 x	1.8 x	1.7 x	1.0 x	0.9 x	0.8 x
EV / EBITDA		8.0 x	3.8 x	6.0 x	7.6 x	5.9 x	4.8 x	4.1 x
EV / EBIT		25.6 x	4.9 x	8.6 x	13.5 x	11.2 x	8.0 x	6.4 x
P / E		n.a.	4.1 x	13.5 x	n.a.	36.1 x	9.8 x	6.4 x
P / E adj.		18.7 x	3.3 x	9.2 x	18.1 x	6.8 x	4.7 x	3.9 x
FCF Potential Yield		10.5 %	24.9 %	15.6 %	12.0 %	15.2 %	18.7 %	21.4 %
Net Debt		271.3	294.9	380.2	463.4	469.8	447.5	417.3
ROCE (NOPAT)		8.7 %	15.1 %	11.1 %	0.8 %	2.8 %	6.5 %	7.8 %
Guidance:	2026: EUR 680m to EUR 730m sales and adj. EBITDA of EUR 145m to EUR 175m							

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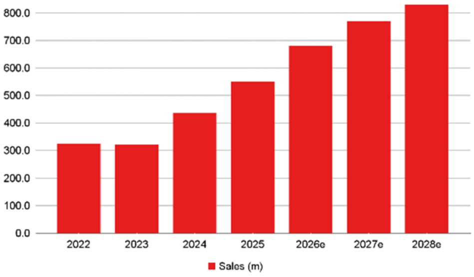
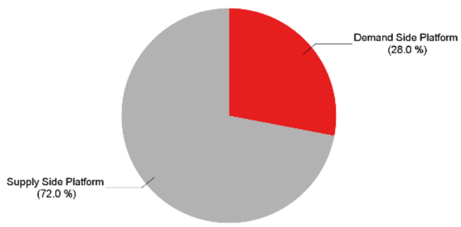
Sales development
in EUR m



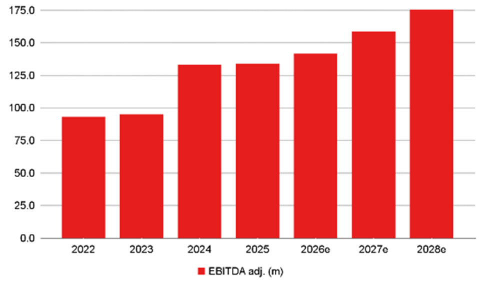
Source: Warburg Research

Revenues by Segment
2026e; in %



Source: Warburg Research

Adj. EBITDA development
in EUR m



Source: Warburg Research

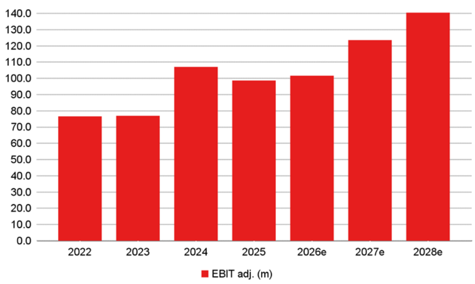
Company Background

- Verve is an advertising software platform that automates and optimizes the buying and selling of advertising for clients across fast-growing emerging media channels such as mobile, connected TV, DOOH and digital audio.
- Verve has its own games portfolio with >5,000 casual & mobile games and >5 premium games with a total of >1bn registered players. In addition, Verve's SDK's are integrated into >20,000 apps.
- Verve is one of the largest proprietary first-party data platforms. First-party data enables better targeting as well as greater transparency in reporting and monitoring advertising campaigns.
- Verve is one of a few providers in the Open Internet covering the entire value chain. The advantage of a full-stack approach is that all processes between the advertiser and the publisher are integrated in one platform.
- Verve's business model is based on a flywheel that is driven by the synergies of supply, data and demand. The greater the supply reach, the more data; the more first-party data Verve accesses, the better the targeting.

Competitive Quality

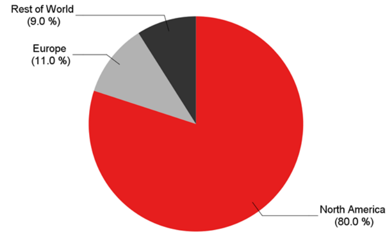
- Following the acquisition of the Jun group, Verve has now substantially strengthened its DSP position and can now leverage its SSP strength.
- The high share of first-party data reduces vulnerability from fraud. It also makes Verve's Advertising Software Platform less reliant on third-party data, which is increasingly regulated.
- Verve's stack approach leads to improved measurability of campaign success and more targeted identification of appropriate user profiles, i.e. higher ROI for advertisers & better monetization for publishers.
- With its strong proprietary games-portfolio (more first-party data) more advertisers will turn to Verve for user-acquisition to take a more targeted approach to reaching a broader audience (higher ROI).
- This in turn attracts more publishers aiming to monetize ad inventory via Verve's Ad Software Platform, where demand is higher and ad inventory at a higher price.

adj. EBIT development
in EUR m



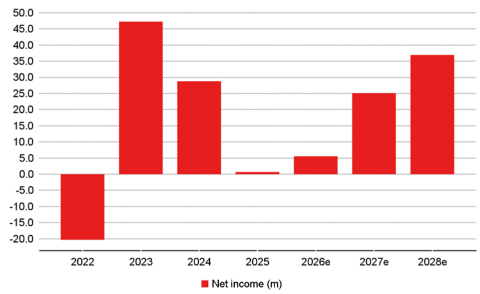
Source: Warburg Research

Sales by regions
2026e; in %



Source: Warburg Research

Net income development
in EUR m



Source: Warburg Research

DCF model

	Detailed forecast period			Transitional period										Term. Value
Figures in EUR m	**2026e**	**2027e**	**2028e**	**2029e**	**2030e**	**2031e**	**2032e**	**2033e**	**2034e**	**2035e**	**2036e**	**2037e**	**2038e**	
Sales	680.0	770.0	830.0	904.7	986.1	1,065.0	1,139.6	1,196.5	1,256.4	1,319.2	1,358.8	1,399.5	1,434.5	
Sales change	*23.4 %*	*13.2 %*	*7.8 %*	*9.0 %*	*9.0 %*	*8.0 %*	*7.0 %*	*5.0 %*	*5.0 %*	*5.0 %*	*3.0 %*	*3.0 %*	*2.5 %*	*1.5 %*
EBIT	63.6	85.6	102.5	113.1	128.2	143.8	159.5	173.5	188.5	204.5	217.4	230.9	243.9	
EBIT-margin	*9.4 %*	*11.1 %*	*12.3 %*	*12.5 %*	*13.0 %*	*13.5 %*	*14.0 %*	*14.5 %*	*15.0 %*	*15.5 %*	*16.0 %*	*16.5 %*	*17.0 %*	
Tax rate (EBT)	*60.0 %*	*30.0 %*	*30.0 %*	*28.0 %*	*28.0 %*	*28.0 %*	*28.0 %*	*28.0 %*	*28.0 %*	*28.0 %*	*28.0 %*	*28.0 %*	*28.0 %*	
NOPAT	25.5	59.9	71.7	81.4	92.3	103.5	114.9	124.9	135.7	147.2	156.5	166.3	175.6	
Depreciation	58.0	58.0	58.0	58.8	64.1	69.2	74.1	77.8	81.7	85.7	88.3	91.0	93.2	
in % of Sales	*8.5 %*	*7.5 %*	*7.0 %*	*6.5 %*	*6.5 %*	*6.5 %*	*6.5 %*	*6.5 %*	*6.5 %*	*6.5 %*	*6.5 %*	*6.5 %*	*6.5 %*	
Changes in provisions	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	
Change in Liquidity from														
- Working Capital	-6.8	4.9	3.3	-72.6	2.5	3.4	4.2	5.1	5.7	6.3	6.8	7.2	7.5	
- Capex	45.0	47.0	50.0	58.8	64.1	69.2	74.1	77.8	81.7	85.7	88.3	91.0	93.2	
Capex in % of Sales	*6.6 %*	*6.1 %*	*6.0 %*	*6.5 %*	*6.5 %*	*6.5 %*	*6.5 %*	*6.5 %*	*6.5 %*	*6.5 %*	*6.5 %*	*6.5 %*	*6.5 %*	
- Other	43.5	32.3	9.4	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	
Free Cash Flow (WACC Model)	1.8	33.7	67.0	154.1	89.8	100.2	110.7	119.8	130.0	140.9	149.7	159.1	168.1	178
PV of FCF	1.8	29.0	51.7	106.2	55.3	55.2	54.5	52.8	51.2	49.7	47.2	44.8	42.4	435
share of PVs	**7.66 %**			**51.97 %**										**40.37 %**

Model parameter

Derivation of WACC:		Derivation of Beta:	
Debt ratio	20.00 %	Financial Strength	3.00
Cost of debt (after tax)	6.3 %	Liquidity (share)	1.00
Market return	8.25 %	Cyclicality	2.00
Risk free rate	2.75 %	Transparency	2.00
		Others	1.50
WACC	**11.82 %**	**Beta**	**1.90**

Valuation (m)

Present values 2038e	642		
Terminal Value	435		
Financial liabilities	552		
Pension liabilities	0		
Hybrid capital	0		
Minority interest	5		
Market val. of investments	0		
Liquidity	133	No. of shares (m)	220.0
Equity Value	**652**	**Value per share (EUR)**	**2.96**

Sensitivity Value per Share (EUR)

		Terminal Growth						
Beta	WACC	0.75 %	1.00 %	1.25 %	**1.50 %**	1.75 %	2.00 %	2.25 %
2.13	12.8 %	2.34	2.37	2.40	2.44	2.47	2.51	2.55
2.01	12.3 %	2.57	2.61	2.65	2.69	2.73	2.77	2.82
1.96	12.1 %	2.70	2.74	2.78	2.82	2.87	2.92	2.97
1.90	11.8 %	2.83	2.87	2.92	**2.96**	3.01	3.06	3.12
1.84	11.6 %	2.97	3.01	3.06	3.11	3.17	3.22	3.28
1.79	11.3 %	3.11	3.16	3.21	3.27	3.33	3.39	3.45
1.67	10.8 %	3.43	3.49	3.55	3.61	3.68	3.75	3.82

		Delta EBIT-margin						
Beta	WACC	-1.5 pp	-1.0 pp	-0.5 pp	**+0.0 pp**	+0.5 pp	+1.0 pp	+1.5 pp
2.13	12.8 %	1.98	2.14	2.29	2.44	2.59	2.74	2.89
2.01	12.3 %	2.21	2.37	2.53	2.69	2.85	3.01	3.17
1.96	12.1 %	2.33	2.50	2.66	2.82	2.99	3.15	3.31
1.90	11.8 %	2.46	2.63	2.80	**2.96**	3.13	3.30	3.47
1.84	11.6 %	2.60	2.77	2.94	3.11	3.28	3.46	3.63
1.79	11.3 %	2.74	2.92	3.09	3.27	3.45	3.62	3.80
1.67	10.8 %	3.05	3.23	3.42	3.61	3.80	3.98	4.17

- Our DCF approach is based on a detailed planning phase, a transitional phase, and a perpetuity term
- Long-term tax rate is assumed to be at 28%

Valuation

	2022	2023	2024	2025	2026e	2027e	2028e
Price / Book	1.3 x	0.6 x	0.9 x	1.1 x	0.5 x	0.5 x	0.5 x
Book value per share ex intangibles	-2.94	-2.79	-2.86	-2.94	-2.40	-2.23	-2.01
EV / Sales	2.1 x	1.5 x	1.8 x	1.7 x	1.0 x	0.9 x	0.8 x
EV / EBITDA	8.0 x	3.8 x	6.0 x	7.6 x	5.9 x	4.8 x	4.1 x
EV / EBIT	25.6 x	4.9 x	8.6 x	13.5 x	11.2 x	8.0 x	6.4 x
EV / EBIT adj.*	8.9 x	6.4 x	7.3 x	9.5 x	7.0 x	5.6 x	4.7 x
P / FCF	3.6 x	22.4 x	4.2 x	50.9 x	9.2 x	7.5 x	5.7 x
P / E	n.a.	4.1 x	13.5 x	n.a.	36.1 x	9.8 x	6.4 x
P / E adj.*	18.7 x	3.3 x	9.2 x	18.1 x	6.8 x	4.7 x	3.9 x
Dividend Yield	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.
FCF Potential Yield (on market EV)	10.5 %	24.9 %	15.6 %	12.0 %	15.2 %	18.7 %	21.4 %

*Adjustments made for: mostly relate to PPA amortisation

Consolidated profit & loss

In EUR m	2022	2023	2024	2025	2026e	2027e	2028e
Sales	**324.4**	**322.0**	**437.0**	**550.9**	**680.0**	**770.0**	**830.0**
Change Sales yoy	28.7 %	-0.8 %	35.7 %	26.1 %	23.4 %	13.2 %	7.8 %
Increase / decrease in inventory	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Own work capitalised	28.9	26.0	24.9	28.0	30.0	30.0	30.0
Total Sales	**353.4**	**347.9**	**461.9**	**578.9**	**710.0**	**800.0**	**860.0**
Material expenses	188.6	180.5	236.7	314.6	424.4	468.9	494.8
Gross profit	**164.8**	**167.4**	**225.2**	**264.4**	**285.6**	**331.1**	**365.2**
Gross profit margin	*50.8 %*	*52.0 %*	*51.5 %*	*48.0 %*	*42.0 %*	*43.0 %*	*44.0 %*
Personnel expenses	76.2	78.0	79.5	103.5	127.2	143.2	161.0
Other operating income	23.2	71.4	17.8	2.7	10.2	7.7	8.3
Other operating expenses	27.0	32.4	35.0	41.4	47.0	52.0	52.0
EBITDA adj.	**93.2**	**95.2**	**133.2**	**134.0**	**141.6**	**158.6**	**175.5**
Margin	28.7 %	29.6 %	30.5 %	24.3 %	20.8 %	20.6 %	21.1 %
EBITDA	**84.8**	**128.5**	**128.5**	**122.1**	**121.6**	**143.6**	**160.5**
Margin	*26.1 %*	*39.9 %*	*29.4 %*	*22.2 %*	*17.9 %*	*18.6 %*	*19.3 %*
Depreciation of fixed assets	5.0	3.0	3.0	3.9	3.0	3.0	3.0
EBITA	**79.8**	**125.5**	**125.5**	**118.2**	**118.6**	**140.6**	**157.5**
Amortisation of intangible assets	53.1	26.5	35.2	49.1	55.0	55.0	55.0
Goodwill amortisation	0.0	0.0	0.0	0.0	0.0	0.0	0.0
EBIT	**26.6**	**99.0**	**90.3**	**69.1**	**63.6**	**85.6**	**102.5**
Margin	*8.2 %*	*30.7 %*	*20.7 %*	*12.5 %*	*9.4 %*	*11.1 %*	*12.3 %*
EBIT adj.	**76.6**	**76.9**	**107.1**	**98.7**	**101.6**	**123.6**	**140.5**
Interest income	0.3	0.0	6.4	6.4	1.5	1.0	1.0
Interest expenses	38.3	50.1	64.9	68.2	50.0	50.0	50.0
Other financial income (loss)	0.0	0.0	0.0	0.0	0.0	0.0	0.0
EBT	**-11.3**	**48.9**	**31.8**	**7.2**	**15.1**	**36.6**	**53.5**
Margin	*-3.5 %*	*15.2 %*	*7.3 %*	*1.3 %*	*2.2 %*	*4.8 %*	*6.4 %*
Total taxes	9.1	2.7	3.0	6.5	9.1	11.0	16.0
Net income from continuing operations	**-20.4**	**46.2**	**28.8**	**0.7**	**6.1**	**25.6**	**37.4**
Income from discontinued operations (net of tax)	0.0	0.5	0.0	0.0	0.0	0.0	0.0
Net income before minorities	**-20.4**	**46.7**	**28.8**	**0.7**	**6.1**	**25.6**	**37.4**
Minority interest	-0.1	-0.5	0.0	0.0	0.5	0.5	0.5
Net income	**-20.3**	**47.3**	**28.8**	**0.7**	**5.6**	**25.1**	**36.9**
Margin	*-6.3 %*	*14.7 %*	*6.6 %*	*0.1 %*	*0.8 %*	*3.3 %*	*4.5 %*
Number of shares, average	156.2	159.2	173.4	173.4	220.0	220.0	220.0
EPS	**-0.13**	**0.30**	**0.17**	**0.00**	**0.03**	**0.11**	**0.17**
EPS adj.	0.14	0.37	0.25	0.15	0.16	0.23	0.28

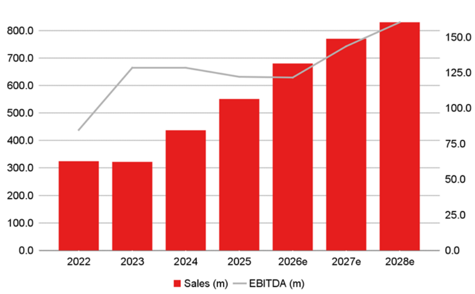
*Adjustments made for: mostly relate to PPA amortisation

Guidance: 2026: EUR 680m to EUR 730m sales and adj. EBITDA of EUR 145m to EUR 175m

Financial Ratios

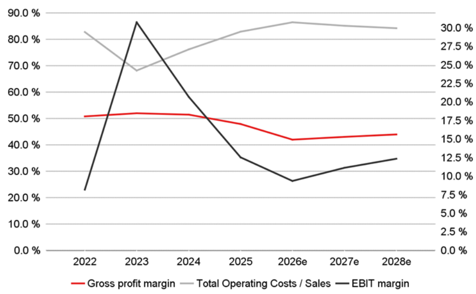
	2022	2023	2024	2025	2026e	2027e	2028e
Total Operating Costs / Sales	82.8 %	68.2 %	76.3 %	82.9 %	86.5 %	85.2 %	84.3 %
Operating Leverage	-1.0 x	-358.2 x	-0.2 x	-0.9 x	-0.3 x	2.6 x	2.5 x
EBITDA / Interest expenses	2.2 x	2.6 x	2.0 x	1.8 x	2.4 x	2.9 x	3.2 x
Tax rate (EBT)	-79.9 %	5.6 %	9.4 %	90.5 %	60.0 %	30.0 %	30.0 %
Dividend Payout Ratio	0.0 %	0.0 %	0.0 %	0.0 %	0.0 %	0.0 %	0.0 %

Sales, EBITDA
in EUR m



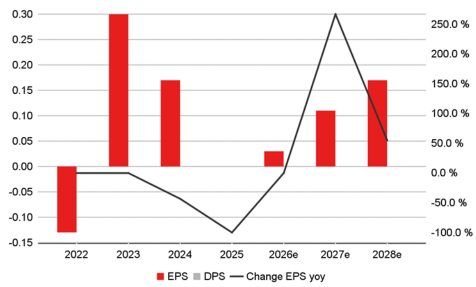
Source: Warburg Research

Operating Performance
in %



Source: Warburg Research

Performance per Share



Source: Warburg Research

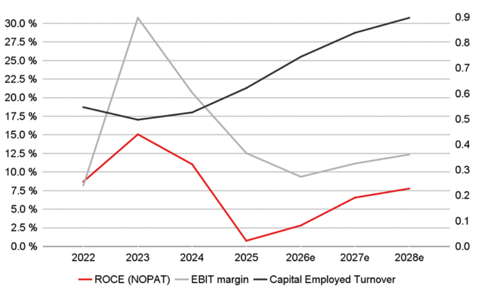
Consolidated balance sheet

In EUR m	2022	2023	2024	2025	2026e	2027e	2028e
Assets							
Goodwill and other intangible assets	791.3	796.6	986.9	972.9	972.9	959.9	949.9
thereof other intangible assets	130.6	139.2	142.7	258.2	188.5	175.5	165.5
thereof Goodwill	587.7	587.7	774.4	714.7	714.7	714.7	714.7
Property, plant and equipment	5.5	3.9	4.3	13.0	15.0	17.0	19.0
Financial assets	20.2	12.9	4.9	7.1	7.1	7.1	7.1
Other long-term assets	6.7	0.1	0.0	0.0	0.0	0.0	0.0
Fixed assets	**823.6**	**813.5**	**996.1**	**992.9**	**994.9**	**983.9**	**975.9**
Inventories	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Accounts receivable	52.2	57.3	92.6	142.6	167.7	189.9	204.7
Liquid assets	150.0	121.7	146.7	89.0	132.6	154.9	185.1
Other short-term assets	18.8	14.5	17.0	27.9	27.9	27.9	27.9
Current assets	**221.0**	**193.5**	**256.4**	**259.6**	**328.3**	**372.8**	**417.7**
Total Assets	**1,044.7**	**1,007.0**	**1,252.4**	**1,252.5**	**1,323.2**	**1,356.7**	**1,393.6**
Liabilities and shareholders' equity							
Subscribed capital	159.2	159.2	1.9	2.0	2.0	2.0	2.0
Capital reserve	158.6	158.6	356.1	388.1	388.1	388.1	388.1
Retained earnings	1.4	34.4	76.9	0.0	5.6	30.7	67.6
Other equity components	3.7	0.0	15.8	32.9	48.5	49.0	49.4
Shareholders' equity	323.0	352.3	450.7	423.0	444.1	469.7	507.1
Minority interest	-1.2	0.2	0.2	0.2	0.2	0.2	0.2
Total equity	**321.7**	**352.5**	**450.9**	**423.1**	**444.3**	**469.9**	**507.2**
Provisions	65.2	65.2	63.3	49.7	49.7	49.7	49.7
thereof provisions for pensions and similar obligations	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Financial liabilities (total)	421.3	416.6	526.9	552.4	602.4	602.4	602.4
Short-term financial liabilities	31.9	34.5	50.1	52.3	52.3	52.3	52.3
Accounts payable	68.7	66.2	104.1	98.5	130.4	147.7	159.2
Other liabilities	167.7	106.5	107.4	128.7	96.4	87.0	75.0
Liabilities	**722.9**	**654.6**	**801.6**	**829.3**	**878.9**	**886.8**	**886.3**
Total liabilities and shareholders' equity	**1,044.7**	**1,007.0**	**1,252.4**	**1,252.5**	**1,323.2**	**1,356.7**	**1,393.6**

Financial Ratios

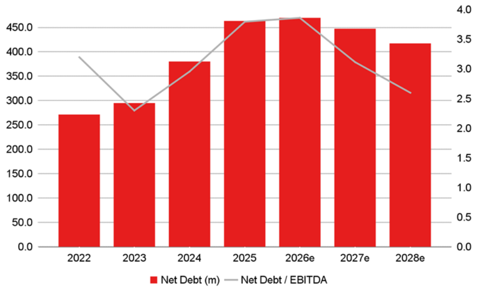
	2022	2023	2024	2025	2026e	2027e	2028e
Efficiency of Capital Employment							
Operating Assets Turnover	-29.6 x	-64.7 x	-61.1 x	9.6 x	13.0 x	13.0 x	12.9 x
Capital Employed Turnover	0.5 x	0.5 x	0.5 x	0.6 x	0.7 x	0.8 x	0.9 x
ROA	-2.5 %	5.8 %	2.9 %	0.1 %	0.6 %	2.6 %	3.8 %
Return on Capital							
ROCE (NOPAT)	8.7 %	15.1 %	11.1 %	0.8 %	2.8 %	6.5 %	7.8 %
ROE	-6.4 %	14.0 %	7.2 %	0.2 %	1.3 %	5.5 %	7.6 %
Adj. ROE	6.7 %	17.3 %	11.0 %	6.1 %	8.0 %	11.1 %	12.8 %
Balance sheet quality							
Net Debt	271.3	294.9	380.2	463.4	469.8	447.5	417.3
Net Financial Debt	271.3	294.9	380.2	463.4	469.8	447.5	417.3
Net Gearing	84.3 %	83.7 %	84.3 %	109.5 %	105.7 %	95.2 %	82.3 %
Net Fin. Debt / EBITDA	319.9 %	229.5 %	295.8 %	379.5 %	386.2 %	311.7 %	260.1 %
Book Value / Share	2.0	2.2	2.4	2.3	2.0	2.1	2.3
Book value per share ex intangibles	-2.9	-2.8	-2.9	-2.9	-2.4	-2.2	-2.0

ROCE Development



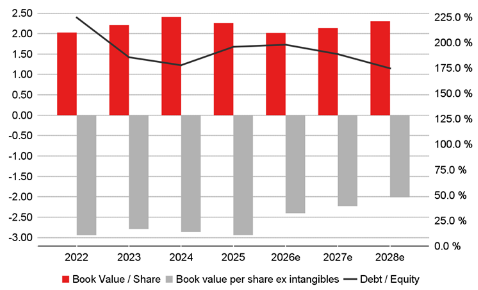
Source: Warburg Research

Net debt
in EUR m



Source: Warburg Research

Book Value per Share
in EUR



Source: Warburg Research

Consolidated cash flow statement

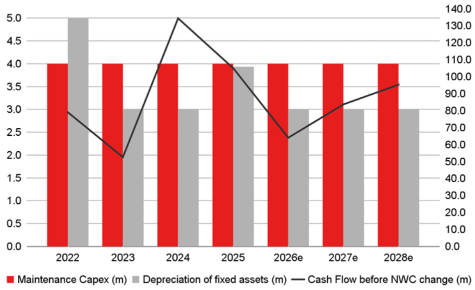
In EUR m	2022	2023	2024	2025	2026e	2027e	2028e
Net income	-20.4	46.2	28.8	0.7	6.1	25.6	37.4
Depreciation of fixed assets	5.0	3.0	3.0	3.9	3.0	3.0	3.0
Amortisation of goodwill	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Amortisation of intangible assets	53.1	26.5	35.2	49.1	55.0	55.0	55.0
Increase/decrease in long-term provisions	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Other non-cash income and expenses	41.2	-23.0	67.4	51.2	0.0	0.0	0.0
Cash Flow before NWC change	**79.0**	**52.7**	**134.4**	**104.9**	**64.1**	**83.6**	**95.4**
Increase / decrease in inventory	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Increase / decrease in accounts receivable	45.3	-5.1	-35.3	-50.0	-25.1	-22.2	-14.8
Increase / decrease in accounts payable	15.0	-2.5	37.9	-5.6	31.9	17.3	11.5
Increase / decrease in other working capital positions	13.9	0.0	0.0	0.0	0.0	0.0	0.0
Increase / decrease in working capital (total)	74.1	-7.6	2.6	-55.6	6.8	-4.9	-3.3
Net cash provided by operating activities [1]	**153.1**	**45.1**	**137.0**	**49.3**	**70.9**	**78.7**	**92.1**
Investments in intangible assets	-23.0	-35.0	-38.8	-36.3	-40.0	-42.0	-45.0
Investments in property, plant and equipment	-4.0	-1.4	-3.7	-3.8	-5.0	-5.0	-5.0
Payments for acquisitions	-137.5	-13.0	-119.0	-43.5	-32.3	-9.4	-12.0
Financial investments	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Income from asset disposals	0.0	17.0	0.0	0.0	0.0	0.0	0.0
Net cash provided by investing activities [2]	**-176.7**	**-32.4**	**-161.6**	**-83.6**	**-77.3**	**-56.4**	**-62.0**
Change in financial liabilities	-16.2	-4.7	110.3	25.6	50.0	0.0	0.0
Dividends paid	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Purchase of own shares	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Capital measures	28.5	0.0	-35.9	-36.7	0.0	0.0	0.0
Other	0.0	0.0	-26.5	-10.5	0.0	0.0	0.0
Net cash provided by financing activities [3]	**12.3**	**-4.7**	**47.8**	**-21.6**	**50.0**	**0.0**	**0.0**
Change in liquid funds [1]+[2]+[3]	**-11.3**	**8.0**	**23.2**	**-55.9**	**43.6**	**22.3**	**30.1**
Effects of exchange-rate changes on cash	0.0	0.0	1.7	-1.8	0.0	0.0	0.0
Cash and cash equivalent at end of period	168.9	158.0	146.7	89.0	132.6	154.9	185.1

Financial Ratios

	2022	2023	2024	2025	2026e	2027e	2028e
Cash Flow							
FCF	113.9	8.7	94.5	9.2	25.9	31.7	42.1
Free Cash Flow / Sales	35.1 %	2.7 %	21.6 %	1.7 %	3.8 %	4.1 %	5.1 %
Free Cash Flow Potential	71.7	121.7	121.5	111.6	108.6	128.6	140.4
Free Cash Flow / Net Profit	-560.4 %	18.4 %	328.0 %	1355.4 %	466.2 %	126.3 %	114.1 %
Interest Received / Avg. Cash	0.2 %	0.0 %	4.8 %	5.4 %	1.4 %	0.7 %	0.6 %
Interest Paid / Avg. Debt	9.6 %	12.0 %	13.8 %	12.6 %	8.7 %	8.3 %	8.3 %
Management of Funds							
Investment ratio	8.3 %	11.3 %	9.7 %	7.3 %	6.6 %	6.1 %	6.0 %
Maint. Capex / Sales	1.2 %	1.2 %	0.9 %	0.7 %	0.6 %	0.5 %	0.5 %
Capex / Dep	46.4 %	123.6 %	111.3 %	75.6 %	77.6 %	81.0 %	86.2 %
Avg. Working Capital / Sales	4.2 %	-3.9 %	-2.3 %	3.0 %	6.0 %	5.2 %	5.3 %
Trade Debtors / Trade Creditors	76.0 %	86.6 %	89.0 %	144.8 %	128.6 %	128.6 %	128.6 %
Inventory Turnover	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.
Receivables collection period (days)	59	65	77	95	90	90	90
Payables payment period (days)	133	134	160	114	112	115	117
Cash conversion cycle (Days)	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.

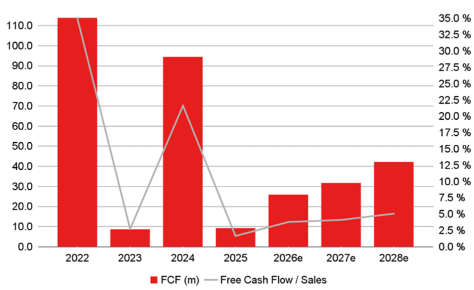
CAPEX and Cash Flow

in EUR m



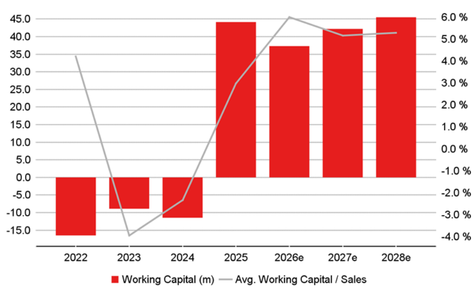
Source: Warburg Research

Free Cash Flow Generation



Source: Warburg Research

Working Capital



Source: Warburg Research

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Company	Disclosure	Link to the historical price targets and rating changes (last 12 months)
Verve	5	https://disclaimer.mp-capitalmarkets.com/disclaimer_en/SE0018538068.htm

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-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.

WARBURG RESEARCH GMBH – ANALYSED RESEARCH UNIVERSE BY RATING

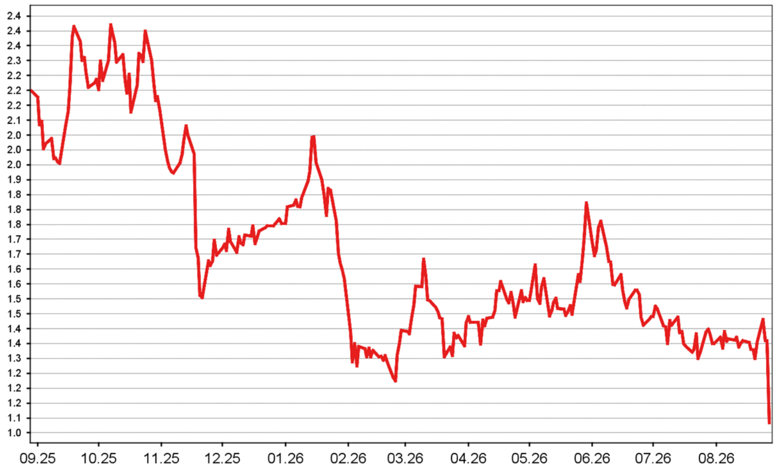
Rating	Number of stocks	% of Universe
Buy	133	73
Hold	38	21
Sell	4	2
Rating suspended	6	3
Total	**181**	**100**

WARBURG RESEARCH GMBH – ANALYSED RESEARCH UNIVERSE BY RATING …

… taking into account only those companies for which affiliated companies provided major investment services in the last twelve months.

Rating	Number of stocks	% of Universe
Buy	4	100
Hold	0	0
Sell	0	0
Rating suspended	0	0
Total	**4**	**100**

PRICE AND RATING HISTORY VERVE AS OF 28.08.2026



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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