

# CONSTI'S HALF-YEAR FINANCIAL REPORT JANUARY – JUNE 2019 26 July 2019 at 8:30 am NET SALES GREW, EBIT TURNED POSITIVE

# 4-6/2019 highlights (comparison figures in parenthesis 4-6/2018):

- Net sales EUR 81.2 (77.8) million; growth 4.4 %
- EBITDA EUR 1.0 (2.1) million and EBITDA margin 1.3 % (2.7 %)
- Operating profit (EBIT) EUR 0.1 (1.7) million and operating profit margin 0.1 % (2.1 %)
- Order backlog EUR 226.8 (286.2) million; change -20.8 %
- Free cash flow EUR 2.7 (2.2) million
- Earnings per share EUR -0.04 (0.16)

# 1-6/2019 highlights (comparison figures in parenthesis 1-6/2018):

- Net sales EUR 154.7 (140.0) million; growth 10.5 %
- EBITDA EUR 1.5 (2.3) million and EBITDA margin 1.0 % (1.7 %)
- Operating profit/loss (EBIT) EUR -0.3 (1.5) million and operating profit/loss margin -0.2 % (1.0 %)
- Free cash flow EUR -0.7 (-5.6) million
- Earnings per share EUR -0.11 (0.12)

## **Guidance on the Group outlook for 2019:**

The Company estimates that its operating result for 2019 will improve compared to 2018.

KEY FIGURES (EUR 1,000)	4-6/ 2019	4-6/ 2018	Change %	1-6/ 2019	1-6/ 2018	Change %	1-12/ 2018
Net sales	81,225	77,773	4.4 %	154,705	140,041	10.5 %	315,762
EBITDA	1,030	2,084	-50.6 %	1,515	2,315	-34.5 %	-464
EBITDA margin, %	1.3 %	2.7 %		1.0 %	1.7 %		-0.1 %
Operating profit/loss (EBIT)	120	1,664	-92.8 %	-278	1,464		-2,126
Operating profit/loss (EBIT) margin, %	0.1 %	2.1 %		-0.2 %	1.0 %		-0.7 %
Profit/loss for the period	-205	1,194		-691	907		-2,330
Order backlog				226,765	286,201	-20.8 %	225,082
Free cash flow	2,748	2,229	23.3 %	-728	-5,572	86.9 %	-7,140
Cash conversion, %	266.9 %	107.0 %		n/a	n/a		n/a
Net interest-bearing debt				22,007	18,455	19.2 %	19,582
Gearing, %				85.2 %	69.7 %		83.6 %
Return on investment, ROI %				-7.5 %	-3.8 %		-4.5 %
Number of personnel at period end				1,097	1,153	-4.9 %	1,046
Earnings per share, undiluted (EUR)	-0.04	0.16		-0.11	0.12		-0.30

The impacts of IFRS 16 –standard on the reported figures are described in the accounting principles included in the financial tables of the half-year financial report.



#### CEO's review

"Our net sales for the second quarter of 2019 grew 4.4 percent from the comparison year and amounted to 81.2 million euro. Net sales grew especially due to the increase in volume of large comprehensive renovation projects during the fiscal period. For example, we handed over the entirely renovated hotel Scandic Marski to the building project owner in June.

Our operating result for April-June improved compared to the previous quarter and turned positive. Our profitability development was mainly positive during the second quarter but executing the remaining performance obligations in an individual building purpose modification project continued to have a material negative impact on our result. Without this project's negative impact on our result, our operating result for April-June would have improved considerably from the previous year. The project in question commenced in 2017 and at the end of the fiscal period the project was essentially completed.

Our order backlog at the end of June was 226.8 million euro. Our order backlog grew 0.7 percent in comparison to the order backlog at the end of the previous fiscal year, but it was 20.8 percent smaller than that of the comparison period. During April-June we received new orders amounting to 57.4 million euro, which is a 35.2 percent decrease to the strong comparison period. Our order intake development reflects the new, more disciplined bidding procedures that we took into use in our entire Group last year, and ongoing large comprehensive renovation projects, which tie up resources. In general, the quality of our order backlog has continuously improved during the first half of the year, as the share of loss-making projects has decreased significantly from the beginning of the year.

During the fiscal period, we continued implementing our turnaround programme to improve Consti's profitability and competitiveness. Our new organisational structure's four business areas have developed their operations as expected. Business leadership has moved closer to production at our worksites, in addition to which we have improved our organisation's risk management and agility. We are determinedly advancing toward achieving our cost saving goals. Due to the actions aimed at improving profitability and performance, our fixed costs for the fiscal period are lower than that of the comparison period. We will continue our turnaround programme in the second half of the year as well, for instance by enhancing the efficiency of internal services supporting our business.

The market environment remained good for renovations and technical building services during the second quarter. The predicted deceleration of new construction has not yet reflected on renovation markets. Based on our current market and business outlook, we believe that demand for renovations and technical building services will remain at a good level for the rest of the year as well. I expect our performance to continue improving during the second half of 2019."

## **Operating environment**

Professional renovation construction has grown in Finland steadily for nearly 20 years, and at its best its value has surpassed that of new construction. Due to the age of our building stock, growth in renovation construction has been rapid in comparison to the rest of Europe. The value of renovation construction was approximately 13.0 billion euro in building construction during 2018.

In its June report, European construction market forecasting company Euroconstruct estimates that in 2019, building construction will decrease approximately 0.9 percent from the previous year. This change is due to developments in new construction. Euroconstruct estimates that new construction will decline 3.2 percent and predicts that renovations will grow 1.7 percent from the previous year.

The Confederation of Finnish Construction Industries RT also predicts in its April 2019 report that renovations will continue growing at a pace of approximately 1.8 percent during 2019. According to RT, renovation growth will focus on residential buildings and concentrate to growth areas. RT also estimates that office space renovations will increase despite the slowing economy, because aging business premises will be renovated for new use when it is economically justifiable. RT also expects growth in school renovations but notes that due to the delay in the Finnish healthcare and social welfare reform there may be uncertainty concerning hospital renovation projects.

The latest statistics on new construction permissions and commenced projects indicate that construction will slow down after a long period of growth, as economic growth calms down. Despite the development in the number of permissions and commenced projects, the volume of construction still remains high, which in turn has led to challenges in acquiring a certain type of professional subcontracting. If new construction volumes do decline, it is expected to have a two-fold impact on renovation construction markets. As pressure eases in



the construction value chain, the availability of resources will improve and quality is projected to increase, but on the other hand competition for large-scale renovation projects in particular is estimated to increase.

Over half of renovations are conducted on residential buildings. Renovations concentrate on residential buildings mainly due to the age of the building stock. At present, renovations are being conducted mainly on buildings from the 1960s and 1970s. Next, renovations will start on the considerably larger building stock of buildings from the late 1970s and the 1980s. Nearly half of the residential buildings built in the 1970s and 1980s were apartment buildings. According to statistics published in June 2019 by Statistics Finland, in 2018 more than one third of all apartment building renovations were building technology renovations, while slightly less than one third were facade renovations, and the rest were renovations of other structures.

In addition to the aging building stock, renovation construction, building technology and maintenance needs are maintained by heightened energy efficiency requirement, urbanisation, the need to modify the use of buildings for new purposes, the development of building technology and the aging population's need for accessible buildings. Climate change also adds to the need of facade renovations and servicing, in particular.

# **Group structure**

Consti is one of Finland's leading companies focused on renovation contracting and technical building services. Consti offers comprehensive renovation and building technology services to housing companies, corporations, investors and the public sector in Finland's growth centres.

On 6 February 2019, Consti Group Plc's Board of Directors decided to launch a program to improve the company's profitability and competitiveness. The essence of the program is to create a customer-oriented organisation structure, which moves leadership closer to production at the work sites and fosters the efficient organising of internal support services. The new organisation has been effective since 18 February 2019.

New organisational structure has four business areas: Housing Companies, Corporations, Public Sector and Building Technology. All these also contain Servicing and maintenance services which is not reported as its own business area. Consti however reports its Service operations' sales per financial year. Consti's Service business includes service contracting as well as technical repair and maintenance services to contract customers.

Business areas are reported in one segment. In addition, Consti reports net sales for each business area.

The Group's parent company is Consti Group Plc. The business areas operate in three subsidiaries completely owned by the parent company: Consti Talotekniikka Oy (Technical Building Services), Consti Julkisivut Oy (Building Facades) and Consti Korjausurakointi Oy (Renovation Contracting).

# Long term goals

Consti's goal is to grow in the company's current market areas and to broaden the offering of Consti's full services to Finland's growth centres. The company is seeking to accomplish both organic growth and growth through acquisitions.

The company's long term financial goals are to achieve:

- Annual average net sales growth of at least 10 percent
- Adjusted EBIT margin of over 5 percent
- Cash flow ratio of over 90 percent
- Net debt and adjusted EBITDA rate of under 2.5 whilst maintaining an efficient capital structure
- The Company's aim is to distribute as dividends at least 50 percent of the Company's annual net profit

## Sales, income and order backlog

## 4-6/2019

Consti Group's April-June net sales increased 4.4 percent and were 81.2 (77.8) million euro. Housing Companies net sales were 27.7 (25.1), Corporations net sales were 31.7 (33.1) Public Sector net sales were 8.3 (3.8) and Building Technology net sales were 18.8 (20.1) million euro.



Net sales grew in Housing Companies and in Public Sector but decreased in Corporations and in Building Technology. Net sales grew in Housing Companies business area especially in facade renovations in the Greater Helsinki area. Public Sector business area's net sales grew as planned in relation to the low levels of the comparison period. Net sales in Consti's Corporations business area decreased somewhat from the comparison period. Net sales from non-residential renovations grew significantly, but net sales from residential renovations decreased due to the housing repair unit's reorganization, which commenced at the end of 2018. The net sales of Building Technology business area decreased as expected due to previously introduced new operating models and more disciplined bidding processes.

Operating profit (EBIT) for April-June was 0.1 (1.7) million euro. Operating profit from net sales was 0.1 (2.1) percent. The operating result improved from the previous quarter and turned positive. Profitability development was mainly positive during April-June but executing the remaining performance obligations in an individual building purpose modification project continued to have a material negative impact on the result. Without this project's negative impact on the result, operating result for April-June would have improved considerably from the previous year. The project in question commenced in 2017 and at the end of the fiscal period the project was essentially completed.

The order backlog at the end of the reporting period decreased 20.8 percent and was 226.8 (286.2) million euro. Order intake value during April-June decreased 35.2 percent and was 57.4 (88.7) million euro. Order intake development reflects the new, more disciplined bidding procedures that were taken into use in the entire Group last year, and ongoing large comprehensive renovation projects, which tie up resources.

#### 1-6/2019

Consti Group's January-June net sales grew 10.5 percent and were 154.7 (140.0) million euro. Housing Companies net sales were 56.0 (43.0), Corporations net sales were 59.4 (59.1) Public Sector net sales were 13.6 (6.8) and Building Technology net sales were 35.1 (38.0) million euro.

Net sales grew in Housing Companies, Corporations and Public Sector but decreased in Building Technology. Net sales grew in Housing Companies business area especially in facade renovations in the Greater Helsinki area. Public Sector business area's net sales grew as planned in relation to the low levels of the comparison period and Corporations business area's net sales were slightly above comparison period level with a growth of 0.4 percent. The net sales of Building Technology business area decreased as expected due to previously introduced new operating models and more disciplined bidding processes.

Operating profit/loss (EBIT) for January-June was -0.3 (1.5) million euro. Operating profit/loss from net sales was -0.2 (1.0) percent. Profitability development was mainly positive during the first half of the year but executing the remaining performance obligations in an individual building purpose modification project had a material negative impact on the result. Without this project's negative impact on the result, operating result for January-June would have improved considerably from the previous year. The project in question commenced in 2017 and at the end of the fiscal period the project was essentially completed.

The order backlog at the end of the reporting period grew 0.7 percent compared to the end of the previous financial year and was 226.8 million euro. The order intake value during January-June decreased 18.8 percent and was 131.0 (161.4) million euro. Order intake development reflects the new, more disciplined bidding procedures that were taken into use in the entire Group last year, and ongoing large comprehensive renovation projects, which tie up resources.

## **Investments and business combinations**

Investments into intangible and tangible goods in April-June were 0.2 (0.2) million euro, which is 0.2 (0.3) percent of the company's net sales. Investments into tangible and intangible assets in January-June were 0.4 (0.6) million euro, which is 0.3 (0.4) percent of net sales. The largest investments were made into property, plant and equipment which primarily include machinery and equipment purchases. Investments into right-of-use assets (IFRS 16) during January-June were EUR 0.5 million. The majority of investments into right-of-use assets during the reporting period were related to renewed leasing contracts of vans used in project and service business.



## Cash flow and financial position

The operating cash flow in April-June before financing items and taxes was 2.9 (2.5) million euro. Free cash flow, i.e. operating cash flow before financing items and taxes less investments in intangible and tangible assets was 2.7 (2.2) million euro. The cash flow ratio in April-June was 266.9 (107.0) percent. The cash flow in April-June was affected by the improvement of operating result and released working capital during the reporting period. Working capital was released as the financial position of project portfolio improved during the fiscal period.

The January-June operating cash flow before financing items and taxes was -0.3 (-5.0) million euro. Free cash flow, i.e. operating cash flow before financing items and taxes less investments in intangible and tangible assets was -0.7 (-5.6) million euro. The cash flow in January-June was affected by the negative operating result and tied up working capital during the period. During the first half of the year tied up working capital was affected by the volume increase of projects based on other than payment programmes, and a few large comprehensive renovation projects' progressing toward handover phase.

Consti Group's cash and cash equivalents on 30 June 2019 were 5.4 (4.7) million euro. In addition, the company has undrawn revolving credit facilities and unused credit limits amounting to 4.0 million euro in total. The Group's interest bearing debts were 27.4 (23.2) million euro. External loans are subject to two financial covenants based on the ratio of the Group's net debt to adjusted EBITDA and gearing. On the balance sheet date, the interest bearing net debt was 22.0 (18.5) million euro and the gearing ratio 85.2 (69.7) percent. Consti Group made an agreement with its financing bank in December 2018 regarding contract changes to the EBITDA calculation principles related to the Group's financial covenant. At the balance sheet date 30 June 2019, the Group's interest-bearing net debt to adjusted EBITDA ratio was under the covenant's maximum level according to the confirmed calculation principles. The adoption of IFRS 16 standard increased the amount of interest-bearing net debt by EUR 3.5 million and raised gearing by approximately 13.5 percentage points at the balance sheet date 30 June 2019, but it will not affect the covenant calculations of the Group's external financing arrangement. The calculation of covenants will continue with the financing bank in accordance with the accounting principles confirmed in the original financing arrangement and in the contract changes made in December 2018.

Consti Group issued on 29 March 2019 a EUR 3.2 million hybrid bond. A hybrid bond is an instrument that is subordinated to certain other debt obligations and is treated as equity on Consti's consolidated financial statements prepared in accordance with IFRS. The amount recognised in equity is EUR 3.1 million after issuing expenses. The bond bears interest at a fixed interest rate of 12.0 per cent until the reset date and thereafter, the interest rate will be determined on each second (2) anniversary of the issue date. The hybrid bond does not have a specified maturity date but Consti is entitled to redeem the hybrid bond for the first time on the second (2) anniversary of the issue date, and subsequently, on each annual coupon interest payment date. A hybrid bond does not confer its holder the rights of a shareholder nor does it dilute the holdings of the current shareholders.

The balance sheet total on 30 June 2019 was 116.0 (112.6) million euro. At the end of the reporting period tangible assets in the balance sheet were 6.7 (4.1) million euro. The increase in tangible assets is affected by the adoption of IFRS 16 standard on 1 Jan 2019, the impact of which is described in more detail in the accounting principles included in the financial tables of the half-year financial report. Equity ratio was 27.2 (29.3) percent. Rental liabilities associated with off-balance sheet operational leasing agreements totalled 0.04 (4.3) million euro on 30 June 2019. The decrease in rental liabilities associated with off-balance sheet operational leasing agreements is affected by the adoption of IFRS 16 standard on 1 Jan 2019, the impact of which is described in more detail in the accounting principles included in the financial tables of the half-year financial report.



MATURITY DISTRIBUTION OF INTEREST-BEARING DEBT (EUR 1,000)	2019	2020	2021	2022	2023	2024-	Total
Bank loans	4,795	1,520	1,492	16,749	0	0	24,556
Lease liabilities	1,021	1,218	984	329	61	2	3,615
Other interest-bearing liabilities	288	393	293	142	13	0	1,128
Total	6,104	3,131	2,769	17,220	74	2	29,299

## **Personnel**

Consti Group's personnel count was 1,097 (1,153) at the end of the reporting period. The average personnel count during the reporting period January-June was 1,050 (1,085).

At the end of the reporting period 421 employees worked in Housing Companies, 261 in Corporations, 43 in Public Sector and 362 in the Building Technology business area. The parent company employed 10 people.

PERSONNEL AT PERIOD END	Housing Companies	Corporations	Public Sector	Building Technology	Parent company	Group
31 March 2019	366	246	42	353	9	1,016
30 June 2019	421	261	43	362	10	1,097

## **Management Team**

Consti announced on 26 April 2019, that Heikki Untamala (born.1969, Master of Laws with court training) has been appointed as Consti Group Plc's Chief Legal Officer and Management Team member. Heikki Untamala joined Consti 5 May 2019 and reports to Esa Korkeela, CEO of Consti Group Plc.

Consti announced on 26 April 2019, that Consti Group Plc's Chief Development Officer and Management Team member Juha Salminen has stated that he will move on to another position outside the company. Salminen has worked at Consti as Chief Development Officer and Management Team member since 2012 and he will continue in his current position until 31 August 2019. Consti Group Plc and Salminen have jointly agreed that he will leave his position as Management Team member.

Consti Group Plc's Management Team at the end of the reporting period consisted of CEO Esa Korkeela and the following persons: Joni Sorsanen, CFO; Risto Kivi, Business Area Director Housing Companies and Public Sector; Jukka Mäkinen, Business Area Director Corporations; Pekka Pöykkö, Business Area Director Building Technology, Markku Kalevo, Bid and Sales Director Housing Companies; Pirkka Lähteinen, Regional Director Corporations, Heikki Untamala, Chief Legal Officer and Turo Turia, HR Director.

## The Annual General Meeting 2019 and Board authorisations

The Annual General Meeting of Shareholders of Consti Group Plc held on 2 April 2019 adopted the Financial Statements and discharged the Members of the Board of Directors and the CEO from liability for the financial year 1 January - 31 December 2018. The Annual General Meeting resolved that no dividend will be paid for the financial year 2018.

The Annual General Meeting resolved that the Board of Directors consists of six members. The current members of the Board of Directors, Tapio Hakakari, Antti Korkeela, Erkki Norvio, Petri Rignell and Pekka Salokangas were re-elected and Anne Westersund was elected as a new member to the Board of Directors for the following term of office.

Authorised Public Accounting firm Ernst & Young Ltd was elected as the Auditor of the Company and Mikko Rytilahti, Authorised Public Accountant, will act as the Responsible Auditor.

It was resolved that the annual remuneration of the members of the Board of Directors is paid as follows:



The Chairman of the Board of Directors is paid EUR 36,000 and members of the Board of Directors are each paid EUR 24,000. It was resolved that the remuneration for the Auditor shall be paid according to the Auditor's reasonable invoice.

The Board of Directors was authorised to resolve on the repurchase of a maximum of 580 000 shares in the Company in one or several tranches by using funds in the unrestricted shareholders' equity. The shares may be repurchased for the price formed at the moment of purchase on public trading or for the price otherwise formed on the markets. The own shares may be purchased by deviating from the shareholders' pre-emptive rights (directed repurchase). The shares may be repurchased in order to, for example, carry out the Company's share-based incentive plan. The Board of Directors is authorized to decide on how repurchase is carried out and on all other matters related to the repurchase of shares.

The Board of Directors was authorised to resolve on the share issue and the issuance of special rights entitling to shares as referred to in Chapter 10 Section 1 of the Companies Act in one or several tranches, either against payment or without payment. The aggregate amount of shares to be issued, including the shares to be received based on special rights, shall not exceed 780,000 shares. The Board of the Directors may resolve to issue either new shares or to transfer treasury shares potentially held by the Company. The Board of Directors is authorized to decide on all other matters related to the issuance of shares and special rights, including on a deviation from the shareholders' pre-emptive rights. The authorization is used, for example, to carry out the Company's share-based incentive plan or for other purposes resolved by the Board of Directors.

These authorizations replace previous authorizations of the Board of Directors and they shall be valid until the closing of the next Annual General Meeting, however, no longer than until 30 June 2020.

## **Organising Meeting of the Board of Directors**

The Board of Directors elected by the Annual General Meeting of Shareholders of Consti Group Plc on 2 April 2019 held its organising meeting and elected Tapio Hakakari as the Chairman of the Board and Erkki Norvio as the Deputy Chairman of the Board. The Board of Directors appointed Petri Rignell, Erkki Norvio, Tapio Hakakari and Pekka Salokangas as members of the Nomination and Compensation Committee. The Board of Directors has not established other committees.

# **Shares and share capital**

Consti Group Plc's share capital on 30 June 2019 was 80 000 euro and the number of shares 7 858 267. Consti Group Plc held 173 031 of these shares. The Company has a single series of shares, and each share entitles its holder to one vote at the General Meeting of the company and to an equal dividend. The Company's shares have no par value. Consti Group Plc's shares are added into the Book-Entry Securities System.

## **Share based bonus schemes**

Consti Group Plc's Board decided on 1 March 2019 to continue the key employee share-based incentive plan launched in 2016. The plan offers the key employees that belong to the target group of the plan an opportunity to earn the Company's shares as reward by converting half or all of their performance-based bonuses to be earned on the basis of the Company's bonus scheme in 2019 into shares. Before the reward payment, the performance-based bonuses that have been converted into shares will be multiplied by a reward multiplier determined by the Board. The potential reward from the performance period 2019 will be paid to participants partly in shares and partly in cash after a two-year vesting period in 2022. During the performance period 2019, a maximum of 70 key employees will belong to the target group of the plan, including the members of the Management Team. The rewards to be paid for the performance period 2019 will amount up to a maximum total of approximately 450,000 Consti Group Plc shares at the prevailing share price level, including also the cash portion, providing that all of the key employees that belong to the target group of the plan decide to participate and convert their performance-based bonuses entirely into shares.

# **Trade at Nasdaq Helsinki**

Consti Group Plc has been listed in the Helsinki Stock Exchange main list since 15 December 2015. The trade symbol is CONSTI. On the Nordic list Consti Group Plc is classified a small cap company within the Industrials sector. During 1 January – 30 June 2019 Consti Group Plc's lowest share price was 4.76 (7.74)



euro and the highest 6.02 (9.52) euro. The share's trade volume weighted average price was 5.30 (8.59 euro). At the close of the stock day 28 June 2019 the share value was 5.34 (8.78) euro and the Company's market value was 42.0 (69.0) million euro.

## **Related-party transactions**

There were no significant related-party transactions during the reporting period.

## **Outlook for 2019**

The European construction business research group Euroconstruct estimated in its June 2019 forecast that total building construction in Finland in 2019 will decrease approximately 0.9 percent from the previous year. This change is due to developments in new construction. Euroconstruct estimates that new construction will decline 3.2 percent and predicts that renovations will grow 1.7 percent from the previous year.

The latest statistics on new construction permissions and commenced projects indicate that construction will slow down after a long period of growth, as economic growth calms down. Despite the development in the number of permissions and commenced projects, the volume of construction still remains high, which in turn has led to challenges in acquiring a certain type of professional subcontracting. If new construction volumes do decline, it is expected to have a two-fold impact on renovation construction markets. As pressure eases in the construction value chain, the availability of resources will improve and quality is projected to increase, but on the other hand competition for large-scale renovation projects in particular is estimated to increase.

The Company estimates that its operating result for 2019 will improve compared to 2018.

# Significant risks and risk management

Consti divides risks into strategic and operative risks, financing risks and risks of injury or damage.

Risks pertain to defining and carrying out strategy. Consti's goal is to grow in its central businesses in its current market areas and also expand its full offering to Finland's other growth centres. In addition, we aim to increase maintenance and service contracting work, i.e. our Service business, so it amounts to a larger share of our net sales. Our strategy includes both organic growth and acquisitions. Risks related to acquisitions are managed with careful deal preparation and integration monitoring. Market risks are controlled by actively following the market and adjusting operations as necessary.

Operative risks relate to clients and project operations, personnel, subcontractors, suppliers, legislation and legal claims. Consti has a wide customer base that consists of housing companies, municipalities and other public-sector operators, real estate investors as well as corporations and industrial players. Our broad customer base decreases risks related to both individual projects and the market environment. A substantial part of Consti Group's business comes from tendered projects and services. The Company and its business areas have procedures that determine which tenders Consti participates in and what the decision making processes regarding these projects are. Consti's jointly agreed upon procedures for internal tender calculation and authorisation for decision making are also central to tender processes.

Our success depends to a large extent on how well we are able to acquire, motivate and retain professional personnel and upkeep our employees' competence. Personnel turnover risk will be kept at minimum with for example continuous training and by supporting voluntary training. Personnel risks also include possible human errors and misconducts. These risks are managed with careful recruiting, orientation, work supervision and with ethical guidelines created for supervisors. Subcontractor and supplier risks are managed with meticulously made contracts, long term partnerships and regular assessments of the subcontractor and suppliers' financial position. Changes in building, environmental protection, workforce and work safety legislation as well as taxation and financial re-porting all have an impact on Consti's operating possibilities.

Risks relating to legal proceedings are managed with meticulous contract preparation and monitoring, the highest possible work quality, and liability insurance. The Group has ongoing and pending legal cases relating to normal business. It is difficult to predict the outcome of these proceedings, but provisions based on the best possible estimate have been recorded in those cases where such provisions are estimated necessary.

Risks pertaining to injuries or damage include injuries, environmental risks, and ICT risks. Consti strives to follow all applicable regulation aimed at protecting employees, and occupational safety is emphasized in all



our actions. The most significant environmental risks are related to environmentally harmful substances which may be produced for example in deconstruction waste processing, or caused by neglects in end-storage. In addition, operations can cause noise, construction dust and tremor to nearby surroundings. Constituation, regulation, regulation, permit procedures and authority regulations regarding construction, the materials used in building, storage, recycling, waste disposal and other environmental issues. ICT risk are assessed and managed in cooperation between the Group's ICT function and business areas and together with partners.

Consti Group's business has financial risks. Financial risks include interest rate, credit and liquidity risks as well as risk relating to the realisation of payments from long-term contract and service agreements.

The Group's risks related to market rate fluctuations are due largely to the Group's long-term variable interest rate loans. Consti monitors the sensitivity of its loans to changes in interest rates and the effect such changes would have on the Group's results prior to taxes. Consti's credit risk is related to customers who have unpaid invoices or with whom Consti has long-term contracts as well as counterparties to cash and cash equivalents and derivative agreements. The businesses credit risk is managed for instance with advance payments, front-loaded payment schedules for projects and by examining client backgrounds.

The Group strives to ensure the availability and flexibility of financing with sufficient credit limit reserves and sufficiently long loan periods. The Group's working capital management makes every effort to ensure that it abides to covenants included in interest bearing loans, which in turn determine the capital structure provisions. Consti Group made an agreement with its financing bank in December 2018 regarding contract changes to the EBITDA calculation principles related to the Group's financial covenant. At the balance sheet date 30 June 2019, the Group's interest-bearing net debt to adjusted EBITDA ratio was under the covenant's maximum level according to the confirmed calculation principles. The financial covenant's degree is continuously monitored and assessed in relation to net debt and EBIT realisations and predictions.

There is a risk that revenue and results of operations from long-term contracts recognised using the percentage-of-completion method and presented by financial year do not necessarily correspond to an even distribution of the final overall result over the contract period. Calculating the total result of a contract involves estimates of the total cost of completing the contract and the progress of the work to be invoiced. If the estimates of the final result of the contract change, the effect of this is reported in the period when the change first became known and could be estimated.

Goodwill is based on management estimates. Goodwill recognised on Consti's balance sheet is not amortised, but it is tested for impairment annually or if necessary more often by the Group.

A detailed description of risks related to Consti and its operating environment and business, as well as the Group's risk management are presented in the Board of Directors' Report published in Consti's annual report 2018. Financial risks and their management is described in detail in note 17 to the financial statements "Financial risk management".

# Hotel St. George construction project

Consti Group Plc's subsidiary Consti Korjausurakointi Oy has initiated on 17 August 2018 arbitration proceedings in accordance with the Arbitration Rules of the Finland Chamber of Commerce against Kiinteistö Oy Yrjönkatu 13, which relates to the construction project for Hotel St. George. This disagreement has arisen between Consti Korjausurakointi Oy and Kiinteistö Oy Yrjönkatu 13 relating to the project management agreement signed on 21 December 2015, which concerns the construction project for Hotel St. George. In addition, the disagreement relates to a so-called rush contract signed on 1 December 2017. The construction project for Hotel St. George has been completed and handed over to the client.

Consti Korjausurakointi Oy demands payments from Kiinteistö Oy Yrjönkatu 13 based on the above-mentioned contracts. The amount of capital of Consti's settlement requirement has been stipulated as approximately 13 million euro in the statement of claim sent to the arbitral tribunal on 28 February 2019. Consti Korjausurakointi Oy has received a response from Kiinteistö Oy Yrjönkatu 13 with respect to Consti Korjausurakointi Oy's request for the initiation of arbitration proceedings dated 17 August 2018. In its response to the Arbitration Institute of the Finland Chamber of Commerce, Kiinteistö Oy Yrjönkatu 13 has denied claims stated by Consti Korjausurakointi Oy in its request for the initiation of arbitration proceedings, and announced to file a counterclaim against Consti Korjausurakointi Oy in the upcoming arbitration proceedings. Kiinteistö Oy Yrjönkatu 13 has tentatively notified to present claims against Consti Korjausurakointi Oy for the amount of capital approximately up to EUR 20 million. The amount does not include VAT. In addition, Kiinteistö Oy Yrjönkatu 13 claims interest payments and compensation for legal



expenses from Consti Korjausurakointi Oy. Consti Korjausurakointi Oy considers the claims of Kiinteistö Oy Yrjönkatu 13 to be unfounded.

To the best of its ability, Consti has taken the disagreement into consideration in its financial reporting. In the future, Consti will disclose information on this matter, on the final claims presented and on the relevance of this matter to the company's financial position as necessary in connection with interim reports and by separate releases, as necessary.

## Dividend and dividend policy

The Annual General Meeting of Shareholders held on 2 April 2019 resolved that no dividend will be paid for the financial year 2018.

According to the Company dividend policy its goal is to distribute a minimum of 50 percent of the fiscal year's profit as dividend, however taking into consideration the Company's financial position, cash flow and growth opportunities.

## **Events after the reporting period**

No material events have been disclosed after the reporting period.



# HALF-YEAR FINANCIAL REPORT 1.1. - 30.6.2019: FINANCIAL TABLES

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (EUR 1,000)	4-6 / 2019	4-6 / 2018	Change %	1-6 / 2019	1-6 / 2018	Change %	1-12 / 2018
Net sales	81 225	77 773	4,4 %	154 705	140 041	10,5 %	315 762
Other operating income	63	100	-36,8 %	367	248	47,8 %	731
Materials and services	-60 178	-54 162	-11,1 %	-116 281	-97 919	-18,8 %	-233 181
Employee benefit expenses	-16 023	-15 843	-1,1 %	-30 257	-30 333	0,3 %	-62 170
Depreciation	-910	-420	-116,8 %	-1 794	-851	-110,7 %	-1 662
Other operating expenses	-4 057	-5 784	29,9 %	-7 018	-9 722	27,8 %	-21 606
Operating profit/loss (EBIT)	120	1 664	-92,8 %	-278	1 464		-2 126
Financial income	3	23	-87,4 %	8	32	-74,0 %	23
Financial expenses	-379	-192	-96,8 %	-594	-361	-64,3 %	-734
Total financial income and expenses	-376	-169	-122,0 %	-585	-329	-77,8 %	-711
Profit/loss before taxes (EBT)	-256	1 495		-864	1 134		-2 837
Total taxes	51	-301		172	-227		507
Profit/loss for the period	-205	1 194		-691	907		-2 330
Comprehensive income for the period 1)	-205	1 194		-691	907		-2 330
Earnings per share attributable to equity holders of parent company							
Earnings per share, undiluted (EUR)	-0,04	0,16		-0,11	0,12		-0,30
Earnings per share, diluted (EUR)	-0,04	0,16		-0,11	0,12		-0,30

<sup>1)</sup> The group has no other comprehensive income items.



CONSOLIDATED BALANCE SHEET (EUR 1,000)	30 Jun	30 Jun	Change	31 Dec
	2019	2018	%	2018
ASSETS				
No. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1.				
Non-current assets	0.707			
Property, plant and equipment	6 705	4 089	64,0 %	3 908
Goodwill	48 604	48 604	0,0 %	48 604
Other intangible assets	309	252	22,8 %	254
Shares and other non-current financial assets	17	17	0,0 %	17
Deferred tax receivables	1 075	702	53,1 %	1 356
Total non-current assets	56 711	53 664	5,7 %	54 139
Current assets				
Inventories	607	637	-4,7 %	650
Trade and other receivables	53 264	53 564	-0,6 %	53 049
Cash and cash equivalents	5 427	4 718	15,0 %	3 203
Total current assets	59 298	58 918	0,6 %	56 902
TOTAL ASSETS	116 009	112 582	3,0 %	111 041
EQUITY AND LIABILITIES				
Equity attributable to owners of the parent company	22 630	26 483	-14,5 %	23 418
Hybrid bond	3 200	0		0
Total Equity	25 830	26 483	-2,5 %	23 418
Non-current liabilities				
Interest-bearing liabilities	20 465	19 582	4,5 %	19 186
Total non-current liabilities	20 465	19 582	4,5 %	19 186
Current liabilities				
Trade and other payables	39 854	39 330	1,3 %	42 622
Advances received	20 959	22 286	-6,0 %	19 020
Interest-bearing liabilities	6 969	3 591	94,1 %	3 600
Provisions	1 932	1 310	47,4 %	3 195
Total current liabilities	69 714	66 518	4,8 %	68 437
TOTAL EQUITY AND LIABILITIES	116 009	112 582	3,0 %	111 041



	Equity	attributable to	a aurore of	the parent of	ompony		
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (EUR 1,000)	Share capital	Reserve for invested non-restricted equity	Treasury shares	Retained earnings	Total	Hybrid bond	Total equity
Equity on 31 December 2018	80	28 252	-601	-4 313	23 338		23 418
Total comprehensive income				-691	-691		-691
Hybrid bond				-105	-105	3 200	3 096
Purchase of own shares			-18		-18		-18
Conveyance of own shares			274		274		274
Share-based incentive				-249	-249		-249
Transactions with shareholders, total			257	-249	7		7
Equity on 30 June 2019	80	28 252	-344	-5 358	22 550	3 200	25 830
		20 202	• • • • • • • • • • • • • • • • • • • •	0 000		0 200	
Equity on 31 December 2017	80	28 252	-601	-2 450	25 201		25 281
Changes in accounting principles (IFRS 2)				116	116		116
Equity on 1 January 2018	80	28 252	-601	-2 334	25 317		25 397
Total comprehensive income				907	907		907
Share-based incentive				179	179		179
Transactions with shareholders, total				179	179		179
Equity on 30 June 2018	80	28 252	-601	-1 248	26 403		26 483
. ,						<u>.                                    </u>	
Equity on 31 December 2017	80	28 252	-601	-2 450	25 201		25 281
Changes in accounting principles (IFRS 2)				116	116		116
Equity on 1 January 2018	80	28 252	-601	-2 334	25 317		25 397
Total comprehensive income				-2 330	-2 330		-2 330
Share-based incentive				351	351		351
Transactions with shareholders, total			,	351	351		351
Equity on 31 December 2018	80	28 252	-601	-4 313	23 338		23 418



CONSOLIDATED STATEMENT OF CASH FLOWS (EUR 1,000)	4-6/2019	4-6/2018	1-6/2019	1-6/2018	1-12/2018
Cash flows from operating activities					
Operating profit/loss	120	1 664	-278	1 464	-2 126
Adjustments:					
Depreciation	910	420	1 794	851	1 662
Other adjustments	-85	-70	-27	72	118
Change in working capital	1 971	436	-1 812	-7 384	-5 469
Operating cash flow before financial and tax items	2 916	2 450	-324	-4 998	-5 815
Financial items, net	-376	-169	-585	-329	-711
Taxes paid	38	-380	0	-762	-184
Net cash flow from operating activities	2 578	1 901	-909	-6 089	-6 711
Cash flows from investing activities					
Investments in tangible and intangible assets	-167	-222	-404	-575	-1 325
Investments in right-of-use assets (IFRS 16)	-492	0	-492	0	0
Proceeds from sale of property, plant and equipment	75	161	144	280	524
Net cash flow from investing activities	-584	-60	-752	-295	-801
Cash flows from financing activities					
Purchase of own shares	0	0	-18	0	0
Hybrid bond	0	0		0	0
Payments of long-term liabilities	-500	-500	-500	-500	-1 000
Change in lease liabilities	-48	0	-546	0	0
Change in other interest-bearing liabilities	-104	-124	1 853	1 951	2 063
Net cash flow from financing activities	-652	-624	3 885	1 451	1 063
Change in cash and cash equivalents	1 342	1 216	2 224	-4 934	-6 449
Cash and cash equivalents at period start	4 085	3 502	3 203	9 652	9 652
Cash and cash equivalents at period end	5 427	4 718	5 427	4 718	3 203



## **Accounting principles**

Consti Group Plc's half-year financial report has been prepared for the accounting period of 1 January – 30 June 2019 according to the IAS 34 Interim Financial reporting principles. Consti has abided by the same accounting principles in its half-year financial reporting as in its IFRS financial statement 2018 with the exception of the changes in accounting principles described below. The information presented in the half-year financial report are not audited. All figures in these accounts have been rounded. Consequently, the sum of individual figures can deviate from the presented sum figure. The preparation of the financial statements in accordance with IFRS requires management to make estimates and assumptions that affect the valuation of the reported assets and liabilities, and the recognition of income and expenses in the statement of income. Although the estimates are based on the management's best knowledge of current events and actions, actual results may differ from the values given in the half-year financial report.

## **Changes in accounting principles**

#### **IFRS 16 Leases**

Consti Group Plc took the IFRS 16 'Leases' standard into use on 1 Jan 2019 using the modified retrospective approach by recognising the cumulative effect of initially applying the standard in the opening balance sheet as at 1 January 2019, thus comparative information were not restated. The reporting period 1 January –31 March 2019 was the first quarter during which the Group abided to regulation in the IFRS 16 standard.

According to IFRS 16, the lessee is required to recognise assets and liabilities for nearly all leases. There are optional exemptions for short-term leases and leases of low-value items which Constitutilised in the adoption of the standard.

The most significant impact identified is that Consti recognised new assets and liabilities, mainly for its operating leases of facilities and vehicles. In addition, the nature of expenses related to those leases changed as IFRS 16 replaced the operating lease expense with a depreciation charge for right-of-use assets and interest expense on lease liabilities reported under financing expenses. The adoption of new standard also had an impact on the presentation of the consolidated statement of cash flows as realised rent payments were allocated to cash flow from financing activities for the portion corresponding to part payment of debt and to cash flow from operating activities for the portion corresponding to finance costs.

As a result of adopting the standard, Consti recognised right-of-use assets and respective lease liabilities of EUR 4.0 million as of 1 January 2019. EUR 0.2 million of the recognised right-of-use assets and lease liabilities are related to the earlier finance leases recognised according to IAS 17 resulting an increase of EUR 3.8 million in right-of-use assets and lease liabilities compared to 31 Dec 2018 reported figures.

#### Impact of IFRS 16 adoption on balance sheet 31 Dec 2018

CONSOLIDATED BALANCE SHEET (EUR 1,000)	31 Dec 2018 reported	IFRS 16 impact	1 Jan 2019
Non-current assets			
Property, plant and equipment	3 908	3 730	7 639
Goodwill	48 604		48 604
Other intangible assets	254	112	365
Shares and other non-current financial assets	17		17
Deferred tax receivables	1 356		1 356
Total non-current assets	54 139	3 842	57 981
Current assets			
Inventories	650		650
Trade and other receivables	53 049		53 049
Cash and cash equivalents	3 203		3 203
Total current assets	56 902		56 902
TOTAL ASSETS	111 041	3 842	114 883
EQUITY AND LIABILITIES			
Equity	23 418		23 418
Non-current liabilities			
Interest-bearing liabilities	19 186	2 072	21 257
Total non-current liabilities	19 186	2 072	21 257
Current liabilities			
Trade and other payables	42 622		42 622
Advances received	19 020		19 020
Interest-bearing liabilities	3 600	1 770	5 370
Provisions	3 195		3 195
Total current liabilities	68 437	1 770	70 208
TOTAL EQUITY AND LIABILITIES	111 041	3 842	114 883



The impact of the leases recognised in balance sheet on Consti's 1 Jan - 30 June 2019 rental expenses was EUR +1,094 thousand, on depreciations EUR -1,062 thousand and on financial expenses EUR -57 thousand. The effect on Consti's 1 Jan - 30 June 2019 EBITDA was EUR +1,094 thousand, on EBIT EUR +32 thousand and on profit/loss before taxes EUR -24 thousand. The impact on Consti's 1 Jan - 30 June 2019 cash flow from operating activities was EUR +1 038 thousand, on cash flow from investing activities EUR -492 thousand and on cash flow from financing activities EUR -546 thousand.

The impact of the leases recognised in balance sheet on Consti's 1 Jan - 30 June 2019 profit or loss, balance sheet and cash flow is presented in tables below in more detail:

		Right-of-u	se assets		
CLASSIFICATION OF AMOUNTS RECOGNISED IN BALANCE SHEET AND PROFIT OR LOSS ACCORDING TO IFRS 16 (EUR 1,000)	Buildings and structures	Machinery and equipment	Other intangible assets		Lease liabilities
31 Dec 2018	-	170	-	170	170
The effect of IFRS 16 adoption	2 610	1 120	112	3 842	3 842
1 Jan 2019	2 610	1 290	112	4 012	4 012
Additions	-	492	-	-	492
Depreciations	-703	-347	-12	-1 062	-
Interest expense	-	-	•	-	57
Payments	-	-	-	-	-1 094
30 June 2019	1 906	1 436	99	3 442	3 466

CONSOLIDATED STATEMENT OF CASH FLOWS 1-6/2019 (EUR 1,000)	w/o IFRS 16 impact	IFRS 16 impact	IFRS
Cash flows from operating activities			
Operating profit/loss	-311	32	-278
Adjustments:			
Depreciation	732	1 062	1 794
Other adjustments	-27		-27
Change in working capital	-1 812		-1 812
Operating cash flow before financial and tax items	-1 418	1 094	-324
Financial items, net	-529	-57	-585
Taxes paid	0		0
Net cash flow from operating activities	-1 947	1 038	-909
Cash flows from investing activities			
Investments in tangible and intangible assets	-404		-404
Investments in right-of-use assets (IFRS 16)	0	-492	-492
Proceeds from sale of property, plant and equipment	144		144
Net cash flow from investing activities	-260	-492	-752
Cash flows from financing activities			
Purchase of own shares	-18		-18
Hybrid bond	3 096		3 096
Payments of long-term liabilities	-500		-500
Change in lease liabilities	0	-546	-546
Change in other interest-bearing liabilities	1 853		1 853
Net cash flow from financing activities	4 431	-546	3 885
Change in cash and cash equivalents	2 224	0	2 224
Cash and cash equivalents at period start	3 203		3 203
Cash and cash equivalents at period end	5 427		5 427
Free cash flow	-1 822	1 094	-728
EBITDA	421	1 094	1 515
Cash conversion, %	n/a		n/a



## **Business areas**

NET SALES BY BUSINESS AREA (EUR 1,000)	4-6 / 2019	4-6 / 2018	Change %	1-6 / 2019	1-6 / 2018	Change %	1-12 / 2018
Housing Companies	27 659	25 110	10,2 %	55 973	42 964	30,3 %	104 331
Corporations	31 723	33 149	-4,3 %	59 371	59 137	0,4 %	134 292
Public Sector	8 287	3 822	116,8 %	13 553	6 830	98,4 %	18 016
Building Technology	18 758	20 147	-6,9 %	35 135	38 024	-7,6 %	75 174
Parent company and eliminations	-5 201	-4 454	-16,8 %	-9 327	-6 914	-34,9 %	-16 050
Total net sales	81 225	77 773	4,4 %	154 705	140 041	10,5 %	315 762

NET SALES CLASSIFICATION ACCORDING TO	4-6 /	4-6 /	Change	1-6 /	1-6 /	Change	1-12/
IFRS 15 (EUR 1,000)	2019	2018	%	2019	2018	%	2018
Project deliveries							
Housing Companies	27 217	24 323	11,9 %	55 233	41 752	32,3 %	101 511
Corporations	28 315	31 061	-8,8 %	54 017	55 547	-2,8 %	126 653
Public Sector	8 269	3 822	116,4 %	13 535	6 830	98,2 %	18 016
Building Technology	16 968	17 760	-4,5 %	31 091	33 058	-6,0 %	65 120
Parent company and eliminations	-5 202	-4 454	-16,8 %	-9 327	-6 914	-34,9 %	-16 050
Total project deliveries	75 568	72 511	4,2 %	144 549	130 273	11,0 %	295 248
Other cost + fee projects and service contracts							
Housing Companies	443	787	-43,7 %	740	1 212	-38,9 %	2 820
Corporations	3 406	2 088	63,1 %	5 354	3 590	49,1 %	7 639
Public Sector	18	0		18	0		0
Building Technology	1 790	2 387	-25,0 %	4 044	4 966	-18,6 %	10 054
Parent company and eliminations	0	0		0	0		0
Total other cost + fee projects and service contracts	5 657	5 262	7,5 %	10 156	9 768	4,0 %	20 514
Total net sales	81 225	77 773	4,4 %	154 705	140 041	10,5 %	315 762

# **Group liabilities**

GROUP LIABILITIES (EUR 1,000)	30 Jun 2019	30 Jun 2018	31 Dec 2018
Other liabilities			
Leasing and rental liabilities	44	4 324	3 935

The decrease in rental liabilities associated with off-balance sheet operational leasing agreements is affected by the adoption of IFRS 16 standard on 1 Jan 2019, the impact of which is described in more detail in the accounting principles above. After the adoption of IFRS 16 on 1 Jan 2019, off-balance sheet leasing and rental liabilities include lease liabilities from short-term leases and lease liabilities from low value items.



# **Key figures**

KEY FIGURES	1-6 / 2019	1-6 / 2018	1-12 / 2018
INCOME STATEMENT (EUR 1,000)			
Net sales	154 705	140 041	315 762
EBITDA	1 515	2 315	-464
EBITDA margin, %	1,0 %	1,7 %	-0,1 %
Operating profit/loss (EBIT)	-278	1 464	-2 126
Operating profit/loss margin, %	-0,2 %	1,0 %	-0,7 %
Profit/loss before taxes (EBT)	-864	1 134	-2 837
as % of sales	-0,6 %	0,8 %	-0,9 %
Profit/loss for the period	-691	907	-2 330
as % of sales	-0,4 %	0,6 %	-0,7 %
OTHER KEY FIGURES (EUR 1,000)			
Balance sheet total	116 009	112 582	111 041
Net interest-bearing debt	22 007	18 455	19 582
Equity ratio, %	27,2 %	29,3 %	25,4 %
Gearing, %	85,2 %	69,7 %	83,6 %
Return on investment, ROI %	-7,5 %	-3,8 %	-4,5 %
Free cash flow	-728	-5 572	-7 140
Cash conversion, %	n/a	n/a	n/a
Order backlog	226 765	286 201	225 082
Order intake	130 951	161 365	228 525
Average number of personnel	1 050	1 085	1 093
Number of personnel at period end	1 097	1 153	1 046
SHARE RELATED KEY FIGURES			
Earnings per share, undiluted (EUR)	-0,11	0,12	-0,30
Earnings per share, diluted (EUR)	-0,11	0,12	-0,30
Shareholders' equity per share (EUR)	2,94	3,46	3,06
Number of shares, end of period	7 858 267	7 858 267	7 858 267
Number of outstanding shares, end of period	7 685 042	7 662 216	7 662 216
Average number of outstanding shares	7 675 757	7 662 216	7 662 216



# **Calculation of key figures**

EBITDA =	Operating profit/loss (EBIT) + depreciation, amortisation and impairment			
Net interest-bearing debt =	Interest-bearing liabilities - cash and cash equivalents			
Equity ratio (%) =	Equity Total assets - advances received	X 100		
Gearing (%) =	Interest-bearing liabilities - cash and cash equivalents Equity	X 100		
Return on investment, ROI (%) =	Profit/loss before taxes + interest and other financial expenses (r12m) Total equity + interest-bearing liabilities (average)	X 100		
Average number of personnel =	The average number of personnel at the end of each calendar month during the period			
Number of personnel at period end =	Number of personnel at the end of period			
Free cash flow =	Net cash flow from operating activities before financial and tax items - investments in intangible and tangible assets			
Cash conversion (%) =	Free cash flow EBITDA	X 100		
Earnings per share =	Profit/loss attributable to equity holders of the parent company - hybrid bond's transaction costs and accrued unrecognised interests after tax Weighted average number of shares outstanding during the period	X 100		
Shareholders' equity per share (EUR) =	Equity attributable to owners of the parent company Number of outstanding shares, end of period			
Adjusted EBITDA =	EBITDA before items affecting comparability (IAC)			
Adjusted operating profit/loss (EBIT) =	Operating profit/loss (EBIT) before items affecting comparability (IAC)			
Order backlog =	At the end of the period the unrecognised amount of construction contracts recognised in accordance with the percentage of completion method, including not started ordered project deliveries, long-term service agreements and the part which has not been invoiced in ordered invoice based projects			
Order intake =	Orders of project deliveries, long-term service agreements and invoice based projects during the period			



# **Quarterly information**

QUARTERLY INFORMATION (EUR 1,000)	Q2/19	Q1/19	Q4/18	Q3/18	Q2/18	Q1/18	Q4/17	Q3/17	Q2/17
Net sales	81 225	73 480	96 779	78 942	77 773	62 267	86 300	77 824	78 811
Other operating income	63	303	372	111	100	148	307	232	168
Materials and services	-60 178	-56 103	-75 290	-59 971	-54 162	-43 757	-64 540	-58 567	-55 468
Employee benefit expenses	-16 023	-14 234	-16 880	-14 957	-15 843	-14 490	-17 275	-15 031	-15 397
Other operating expenses	-4 057	-2 961	-6 729	-5 155	-5 784	-3 937	-6 843	-4 672	-4 908
EBITDA	1 030	486	-1 749	-1 030	2 084	231	-2 050	-214	3 206
EBITDA margin, %	1,3 %	0,7 %	-1,8 %	-1,3 %	2,7 %	0,4 %	-2,4 %	-0,3 %	4,1 %
Depreciation	-910	-883	-404	-406	-420	-432	-540	-546	-509
Operating profit/loss (EBIT)	120	-398	-2 153	-1 437	1 664	-201	-2 590	-760	2 697
Operating profit/loss margin, %	0,1 %	-0,5 %	-2,2 %	-1,8 %	2,1 %	-0,3 %	-3,0 %	-1,0 %	3,4 %
Financial income	3	5	-20	11	23	9	-55	45	21
Financial expenses	-379	-215	-160	-213	-192	-169	-164	-243	-223
Total financial income and expenses	-376	-210	-180	-202	-169	-160	-220	-198	-202
Profit/loss before taxes (EBT)	-256	-608	-2 333	-1 639	1 495	-360	-2 810	-958	2 495
Total taxes	51	122	406	327	-301	74	516	165	-499
Profit/loss for the period	-205	-486	-1 926	-1 311	1 194	-286	-2 294	-793	1 996
Balance sheet total	116 009	115 048	111 041	110 181	112 582	98 738	100 810	103 226	101 130
Net interest-bearing debt	22 007	24 001	19 582	22 460	18 455	20 295	12 070	13 402	15 514
Equity ratio, %	27,2 %	27,7 %	25,4 %	28,3 %	29,3 %	30,9 %	28,6 %	31,9 %	32,9 %
Gearing, %	85,2 %	92,0 %	83,6 %	88,9 %	69,7 %	80,5 %	47,7 %	48,6 %	55,0 %
Return on investment, ROI %	-7,5 %	-4,5 %	-4,5 %	-5,3 %	-3,8 %	-1,7 %	-0,7 %	14,0 %	23,7 %
Order backlog	226 765	237 763	225 082	270 072	286 201	250 177	225 721	198 759	227 907
Order intake	57 437	73 514	27 897	39 263	88 678	72 687	104 920	30 682	82 976
Average number of personnel	1 072	1 028	1 075	1 125	1 110	1 061	1 099	1 153	1 108
Number of personnel at period end	1 097	1 016	1 046	1 104	1 153	1 053	1 079	1 117	1 165
Earnings per share, undiluted (EUR)	-0,04	-0,08	-0,25	-0,17	0,16	-0,04	-0,30	-0,10	0,26
Number of outstanding shares, end of period	7 685 042	7 684 849	7 662 216	7 662 216	7 662 216	7 662 216	7 662 216	7 670 154	7 657 048
Average number of outstanding shares	7 685 023	7 666 737	7 662 216	7 662 216	7 662 216	7 662 216	7 672 147	7 669 727	7 657 048



## Largest shareholders

10 LARGEST SHAREHOLDERS 30 June 2019	Number of shares	% of shares and voting rights
1 Ilmarinen Mutual Pension Insurance Company	482 301	6,14 %
2 Evli Suomi Pienyhtiöt Fund	479 200	6,10 %
3 Danske Invest Suomi Yhteisöosake Fund	425 818	5,42 %
4 Korkeela Esa	414 133	5,27 %
5 Kivi Risto	377 937	4,81 %
6 Op-Suomi Pienyhtiöt Fund	307 977	3,92 %
7 Kalevo Markku	298 692	3,80 %
8 Korkeela Antti	276 894	3,52 %
9 Riikantorppa Oy	218 688	2,78 %
10 Wipunen Varainhallinta Oy	200 000	2,55 %
Ten largest owners, total	3 481 640	44,31 %
Nominee registered	1 250 020	15,91 %
Others	3 126 607	39,79 %
Total	7 858 267	100,00 %

In Helsinki, 25 July 2019

Consti Group Plc's Board of Directors

#### **Press conference**

A press conference for analysts, portfolio managers, and media will be arranged 26 July 2019 at 10:00 at Hotel Haven at Unioninkatu 17, Helsinki. The conference is hosted by CEO Esa Korkeela and CFO Joni Sorsanen.

## **Financial communication in 2019**

- Interim report 1-9/2019 will be published 25 October 2019

## **Further information:**

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# **Distribution**

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This communication includes future-oriented statements that are based on Consti's managements current assumptions and issues it is aware of as well as its existing decisions and plans. Although the management believes that the future expectations are well-founded, there is no certainty that these expectations will prove to be correct. Thus the results may significantly deviate from the assumptions included in the future-oriented statements as a result of issues such as changes in the economy, markets competitive conditions, legislation and regulations.