

TXT e-solutions:

Revenues of € 52.6 million grew by +13.0% in 2013 EBITDA +17.7% - Net Income € 4.6 million Dividend € 0.25 per share (€ 0.20 in previous year)

- Consolidated Revenues: € 52.6 million (+13.0%), 54% from outside Italy.
- *EBITDA*: € 6.3 million, from € 5.3 in 2012 (+17.7%).
- Net income from operations: € 4.6 million (€ 4.1 million in 2012, net of non-recurring capital gain).
- Net Financial Position: € 8.6 million (€ 6.0 million in 2012).

Milan - March 4, 2014

The Board of Directors of TXT e-solutions, chaired by Alvise Braga Illa, today approved the consolidated results as at December 31, 2013.

In 2013, the key business objectives for TXT have been the development of the Luxury and Fashion markets in Europe and in North America, where TXT offers its proprietary software for "end to end" planning of large, international Luxury and Retail customers.

Revenues grew by 13.0%, from € 46.5 million to € 52.6 million. Sales of licences and maintenance totalled € 12.8 million (25.7% as a percentage of revenues), up +40.3% compared to 2012.

Both business areas made a positive contribution to growth in revenues, with TXT Perform and TXT Next increasing +20.1% (60.2% of group revenues) and +3.8% (39.8% of group revenues), respectively.

International revenues rose from € 24.4 to € 28.2 million, up +15.7% (54% of total sales).

<u>EBITDA</u> grew by 17.7%, from € 5.3 million to € 6.3 million (11.9% of revenues). All research and development costs were expensed both in 2013 and in 2012.

Net Income from Operations amounted to €4.6 million (8.8% of revenues), compared to €4.1 million in 2012, up +14.4%.

Net Financial Position has risen from € 6.0 million positive as of 31 December 2012 to € 8.6 million as of December 31, 2013, due to good cash generation and net of payment of dividends of € 2.1 million. At both dates, Net Financial Position does not include € 2.8 million provision for Earn-out payable to Maple Lake sellers. No additional payment is expected as the contractual target for exceptional synergies are not verified to date, nor expected. Balance Sheet and Net Financial Position as of December 31, 2012 have been restated to reflect the final acquisition price.



<u>Shareholders' Equity</u> as of December 31, 2013 amounted to € 27.9 million, compared to € 26.0 million as of December 31, 2012 mainly due to net income (€ 4.6 million), net of payment of dividends (€ 2.1 million), purchase of treasury shares (€ 1.1 million) and issue of shares for stock option and stock grant plans.

In 2013, TXT Perform launched on the market new "TXT Mobile" and "TXT on Cloud" applications and new releases of TXT Perform.

Alvise Braga Illa, Chairman of TXT Group, stated: "2013 results underline progress for both revenues and margins, despite the difficult economic situation in Western Europe and North America and the recent slowdown in the emerging countries. The free capital increase was well perceived by the market, with significant trading volumes and prices stabilizing above $\\\in$ 11 per share. We are confident that our efforts to improve revenues and profitability, our focus on promising markets, the dividend increase to $\\ensuremath{\in}$ 0.25 per share ($\\ensuremath{\in}$ 0.20 in previous year) and the solid financial position will contribute to create value in medium and short term for all shareholders."

Q4 2013 Results

The performance for the fourth quarter of 2013 was as follows:

- Net revenues totalled € 12.9 million, up +4.5% compared to Q4 2012, thanks to the performance of both TXT Perform (+6.2%) and TXT Next (+1.9%) divisions.
- Gross Margin in the fourth quarter was up +11.7% compared to prior-year period. Profit ratio amounted to 53.0%, compared to 49.5% in Q4 2012, thanks to the profitability of TXT Perform division.
- Gross Operating Margin (EBITDA) was € 1.5 million, compared to € 1.0 million in Q4 2012 or +56.1%. Incidence on revenues improved from 7.7% to 11.6%.
- Operating profit (EBIT) amounted to € 1.1 million, up from € 0.7 million in the prioryear period, despite the increase in depreciation of Intellectual Propriety and Customer Relationship from Maple Lake acquisition.
- Net profit from operations amounted to € 1.8 million, compared with € 1.0 million in 2012, after income taxes of € 0.7 million (13.6% of revenues, compared to 7.9% of the fourth quarter 2012). Net result in 2012 included a non-operating profit of € 0.4 million from the sale of Kit-Digital's shares.

Dividend and Shareholders' Meeting

The Board of Directors proposes to the Shareholders' Meeting to distribute a dividend of € 0.25 for each share outstanding on the ex-dividend date, i.e. on May 19, 2014 (record date on May 21, payment on May 22, 2014). The total amount of dividends will be about € 2.6 million, distributed to an estimated number of 10.5 million shares outstanding on exdividend date.

The Board of Directors resolved to call for Shareholders' Meeting at Borsa Italiana, in Milano, Piazza Affari 6, on April 16, 2014 at 3.00 pm. At the end, at 4.30 pm, TXT management will hold a presentation to Investors and Analysts.





Treasury shares

In 2013, 237,120 shares were purchased at an average price of € 4,745, with an outlay of € 1.1 million. As of December 31, 2013 TXT holds 1,368,120 shares, or 11.57% of the issued shares.

Significant events and Outlook after the reporting period

On February 7, 2014 a new company, TXT USA Inc, was established with the aim of supporting the commercial expansion of TXT Group in North America.

The international economic environment remains difficult and in some countries recessive, with signals of further slowdown in certain markets, especially the emerging markets. Nevertheless, the company believes it can continue to outperform the market, thanks to its overall competitive position in terms of strategy as well as its customer base, innovative products, and international teams of specialists.

The portfolio of on-going negotiations for the sale of new TXT Perform solutions is good and shows a positive trend; however, revenues from licenses are always highly unpredictable and subject to the uncertainty over the outcome of negotiations with new customers. The outlook for orders for services and projects is favourable and allows to expect a positive performance by both divisions in the current quarter.



Declaration of the designated officer in charge of drafting the company's accounting documents

The Designated Officer in charge of drafting the company's accounting documents, Paolo Matarazzo, herein declares, pursuant to Article 154-bis, Paragraph 2 of Legislative Decree no. 58 of 24 February 1998 that the accounting information contained in this press release corresponds to the documentary records, books and accounting entries.

As from today, this press release is available also on the company's website www.txtgroup.com

TXT e-solutions is an international specialist in high-value, strategic software and solutions for large enterprises. The main business areas are: **Integrated & Collaborative Planning Solutions**, with the TXT Perform Division, especially for Luxury, Fashion, Retail and Consumer Goods; **Software for Complex Operations & Manufacturing**, with the TXT Next Division, for Aerospace, Defence, High-Tech and Finance. Listed in the Star Segment of Borsa Italiana (TXT.MI), TXT is based in Milan and has offices in Italy, France, UK, Germany, Spain, Canada and Australia.

For information:

TXT e-solutions SpA

Paolo Matarazzo CFO Tel. +39 02 25771.355 paolo.matarazzo@txtgroup.com



Management Income Statement as at 31.12.2013

Amounts in thousands of Euro	2013	%	2012 (*)	%	Var %
REVENUES	52.560	100,0	46.499	100,0	13,0
Direct costs	24.854	47,3	22.351	48,1	11,2
GROSS MARGIN	27.706	52,7	24.148	51,9	14,7
R&D Costs	4.761	9,1	4.091	8,8	16,4
Commercial Costs	10.174	19,4	8.976	19,3	13,3
G&A Costs	6.508	12,4	5.759	12,4	13,0
GROSS OPERATING MARGIN (EBITDA)	6.263	11,9	5.322	11,4	17,7
Amortization, Depreciation	1.307	2,5	1.039	2,2	25,8
OPERATING PROFIT (EBIT)	4.956	9,4	4.283	9,2	15,7
Financial Income (Expenditure)	(435)	(0,8)	(37)	(0,1)	n.m.
PRE-TAX INCOME (EBT)	4.521	8,6	4.246	9,1	6,5
Income Taxes	121	0,2	(188)	(0,4)	(164,4)
NET INCOME FROM OPERATIONS	4.642	8,8	4.058	8,7	14,4
Non recurring profit		-	939	2,0	n.m.
NET INCOME	4.642	8,8	4.997	10,7	(7,1)

^(*) The Consolidated Income Statement as at December 31, 2012 has been restated to reflect the retrospective effect of the final acquisition price of Maple Lake.



Income Statement as at 31.12.2013

Amounts in Euro	2013	2012 (*)
Revenues	51.373.859	45.217.346
Other income	1.186.187	1.281.279
TOTAL REVENUES AND INCOME	52.560.046	46.498.625
Purchases of materials and services	(13.114.779)	(12.159.886)
Personnel costs	(31.346.993)	(27.126.310)
Other operating costs	(1.835.313)	(1.890.642)
Amortizations, depreciation and write downs	(1.307.076)	(1.051.170)
OPERATING RESULT	4.955.885	4.270.617
Financial income	1.227.977	1.627.629
Financial charges	(1.662.425)	(1.279.976)
PRE-TAX RESULT	4.521.437	4.618.270
Income Taxes	120.606	(175.698)
NET RESULT CURRENT ACTIVITIES	4.642.043	4.442.572
Net profit from divested operations		554.316
river profit from divested operations	<u> </u>	334.316
NET RESULT	4.642.043	4.996.888
PROFIT PER SHARE (Euro)	0,44	0,50
PROFIT PER SHARE DILUTED (Euro)	0,43	0,46

^(*) The Consolidated Income Statement as at December 31, 2012 has been restated to reflect the retrospective effect of the final acquisition price of Maple Lake.

Net Financial Position as at 31.12.2013

Amounts in thousands of Euro	31.12.2013	31.12.2012 (*)	Var	31.12.12	Effect of PPA revision
Cash	14.821	15.819	(998)	15.819	-
Short Term Debt	(3.352)	(5.496)	2.144	(5.496)	-
Short Term Financial Resources	11.469	10.323	1.146	10.323	-
Long Term Debt	(2.896)	(4.302)	1.406	(4.302)	-
Net Available Financial Resources	8.573	6.021	2.552	6.021	-
Financial Debt - Earn-Out (IFRS 3)				(2.784)	2.784
Total Net Financial Position	8.573	6.021	2.552	3.237	2.784

^(*) The Consolidated Balance Sheet as at December 31, 2012 has been restated to reflect the retrospective effect of the final acquisition price of Maple Lake.





Consolidated Balance Sheet as at 31.12.2013

ASSETS (Amounts in Euro)	31.12.2013	31.12.2012 (*)
NON-CURRENT ASSETS		
Goodwill	12.481.045	12.912.416
Definite life intangible assets	2.888.814	3.708.812
Intangible Assets	15.369.859	16.621.228
Buildings, plants and machinery owned	1.107.372	1.121.001
Lease assets	11.093	33.281
Tangible Assets	1.118.465	1.154.282
Other non-current assets	128.741	301.053
Deferred tax assets	1.233.314	493.907
Other non-current assets	1.362.055	794.960
TOTAL NON-CURRENT ASSETS	17.850.379	18.570.470
CURRENT ASSETS		
Inventories	1.451.390	1.388.486
Trade receivables	16.840.120	17.274.489
Other current assets	1.802.252	2.287.953
Cash and other liquid equivalents	14.821.027	15.818.812
TOTAL CURRENT ASSETS	34.914.789	36.769.740
TOTAL ASSETS	52.765.168	55.340.210
EQUITY AND LIABILITIES (Amounts in Euro)	31.12.2013	31.12.2012 (*)
SHAREHOLDERS' EQUITY		
Share capital	5.911.932	2.883.466
Reserves	13.875.881	17.422.627
Retained earnings	3.506.898	719.788
Profit (Loss) for the year	4.642.043	4.996.888
TOTAL SHAREHOLDERS' EQUITY	27.936.754	26.022.769
NON-CURRENT LIABILITIES		
Non-current financial liabilities		
Long term Earn-out	2895924	4301300
Severance and other personnel liabilities	3.299.049	3.326.244
Deferred tax liabilities	769.518	950.204
Provision for future risks and charges	-	88.706
TOTAL NON-CURRENT LIABILITIES		
CURRENT LIABILITIES	6.964.491	8.666.454
CORREIT LIABILITIES	6.964.491	8.666.454
Current financial liabilities	6.964.491	8.666.454
Current financial liabilities Short term Earn-out	6.964.491 3352069	
Current financial liabilities		5496498
Current financial liabilities Short term Earn-out Trade payables Tax payables	3352069	5496498 1.799.747
Current financial liabilities Short term Earn-out Trade payables	3352069 1.504.522	5496498 1.799.747 889.563
Current financial liabilities Short term Earn-out Trade payables Tax payables	3352069 1.504.522 73.182	5496498 1.799.747 889.563 12.465.179
Current financial liabilities Short term Earn-out Trade payables Tax payables Other current liabilities	3352069 1.504.522 73.182 12.934.150	5496498 1.799.747 889.563 12.465.179 20.650.987
Current financial liabilities Short term Earn-out Trade payables Tax payables Other current liabilities TOTAL CURRENT LIABILITIES	3352069 1.504.522 73.182 12.934.150 17.863.923	1.799.747 889.563

^(*) The Consolidated Balance Sheet as at December 31, 2012 has been restated to reflect the retrospective effect of the final acquisition price of Maple Lake.





Consolidated Statement of Cash Flows as at 31.12.2013

Amounts in Euro	2013	2012 (*)
Net Income	4.642.043	4.996.889
Non cash costs	152.653	125.333
Paid taxes	(816.381)	512.707
Variance in deferred taxes	(920.093)	(260.970)
Amortization, depreciation and write-downs	1.208.271	1.067.434
Cash flows generated by operations before working capital	4.266.493	6.441.393
(Increase) / Decreese in trade receivables	4.440.050	(2.442.905)
(Increase) / Decrease in trade receivables	1.112.252	(2.443.895)
(Increase) / Decrease in inventories	(62.904)	68.995
(Increase) / Decrease in trade payables	(295.225) 11.133	(3.112.347)
(Increase) / Decrease in severance and other personnel liabilities (Increase) / Decrease in other current assets/liabilities	449.103	(41.245) 2.840.987
Changes in working capital	1.214.359	(2.687.505)
Onanges in working capital	1.214.000	(2.007.303)
CASH FLOW GENERATED BY OPERATIONS	5.480.852	3.753.888
Increase in tangible assets	(482.656)	(674.895)
Increase in intangible assets	19.182	26.929
Increase in financial assets	-	2.219.614
Maple Lake acquisition	-	(10.529.849)
CASH FLOW GENERATED BY INVESTING ACTIVITIES	(463.474)	(8.958.201)
Repayment of borrowings	(3.549.806)	5.886.357
Increase / (Decrease) in financial debts	-	820.747
Distribution of dividends	(2.106.906)	-
Purchase of treasury shares	(1.125.282)	-
Exercise of stock options	468.928	-
CASH FLOW GENERETED BY FINANCIAL ACTIVITIES	(6.313.066)	6.707.104
INCREASE / (DECREASE) IN CASH	(1.295.688)	1.502.791
Difference in Currency Translation	297.903	135.085
Cash at beginning of the period	15.818.812	14.180.936
Cash at the end of the period	14.821.027	15.818.812

^(*) The Consolidated Balance Sheet as at December 31, 2012 has been restated to reflect the retrospective effect of the final acquisition price of Maple Lake.





Income Statement - Management Reporting Q4 2013

Amounts in thousands of Euro	Q4 2013	%	Q4 2012 (*)	%	Var 13/12%
REVENUS	12.949	100	12.396	100	4,5
Direct Costs	6.092	47	6.256	50,5	-2,6
GROSS MARGIN	6.857	53	6.140	49,5	11,7
R&D Costs	1.143	8,8	1.160	9,4	-1,5
Commercial Costs	2.558	19,8	2.404	19,4	6,4
G&A Costs	1.657	12,8	1.616	13	2,5
GROSS OPERATING COST (EBITDA	1.499	11,6	960	7,7	56,1
Amortization, Depreciation	362	2,8	298	2,4	21,5
OPERATING PROFIT (EBIT)	1.137	8,8	662	5,3	71,8
Financial Income (Expenditure)	(119)	-0,9	(278)	-2,2	n.m.
PRE-TAX INCOME (EBT)	1.018	7,9	384	3,1	n.m.
Income Taxes	737	5,7	597	4,8	23,5
NET INCOME FROM OPERATIONS	1.755	13,6	981	7,9	78,9
Non-recurring result		-	387	3,1	n.m.
NET INCOME	1.755	13,6	1.368	11	28,3

^(*) The Consolidated Income Statement as at December 31, 2012 has been restated to reflect the retrospective effect of the final acquisition price of Maple Lake.