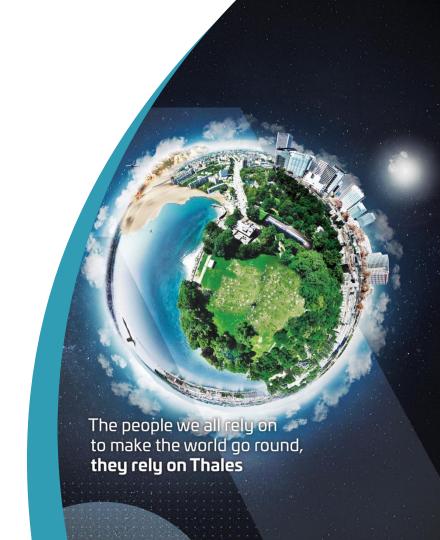
# THALES

# **Investor meeting**

February 2019

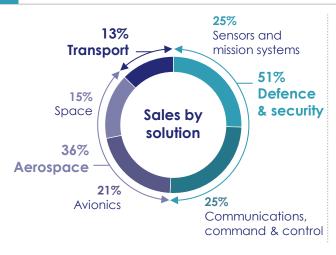


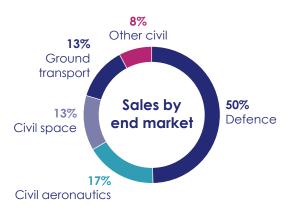
# THALES

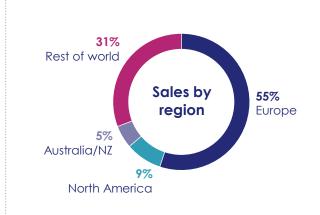
- Introduction to Thales
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- Outlook



# Thales today: a set of focused, technology-driven businesses



















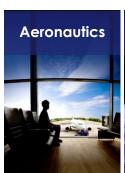


# Thales: a pure player focused on intelligent systems

Addressing some of the most demanding end markets...

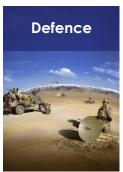


...leveraging a unique portfolio of key common technologies











#### Critical decision chain

Sensing and data gathering

Hardware + software

Data transmission and storage

Hardware + software

Data processing and decision making

Software + systems

Sensors, mission systems, communication, command and control systems



# Thales builds on 4 key strengths











# Cutting edge R&D

- > €3bn, ~20% of sales
- ~75% customerfunded
- > 25,000+ engineers
- Ranked by Nature as first non-pharma company in Europe for quality of research

# Deep domain knowledge

- Top 3 globally or #1 in Europe across businesses
- Leverage across
   5 end markets with many technological similarities

# Growing digital asset base

- Thales portfolio: digital "by nature"
- Significant organic and inorganic initiatives, targeting 4 key digital technologies
- Large integrated network of digital native talents

# Global presence

- Presence in 50+ countries and sales in 100+ countries
- Proven ability to address complex markets and partnerships
- Capitalizing on 40+ year presence



### Resilience embedded in business model

### High geographical diversification

> Sales >€100m in 28 markets

### Platform-agnostic positioning

- On-board all major aircraft, train and metro platforms
- Serving 55+ armed forces

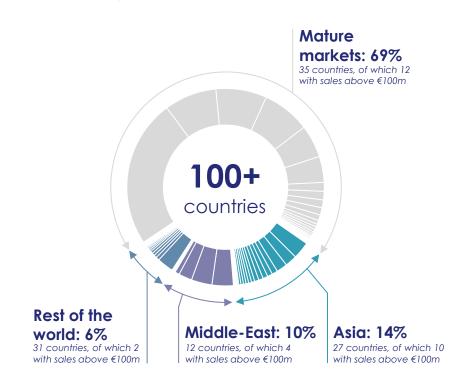
### Strong program diversification

 Largest program represents less than 5% of sales

# Balancing defence and civil business models

Ability to cross-sell technologies across end markets

#### Geographical sales breakdown





### Thales delivers a best-in-class ROCE

### ROCE in line with best-in-class peers

### Asset turn higher than peers

### Thales light asset base underpinned by

- No capitalization of R&D
- Relatively low goodwill and PPA
- Significant negative working capital driven by export projects





(a) Capital employed adjusted up by €950m accumulated one-off positive WCR effects recorded at end 2017

Peer group: BAE Systems, Honeywell, Leonardo, Lockheed-Martin, Raytheon, Safran



# THALES

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# Ambition 10: a 10-year journey to industry leadership in all segments





### All Thales markets benefit from solid underlying trends...







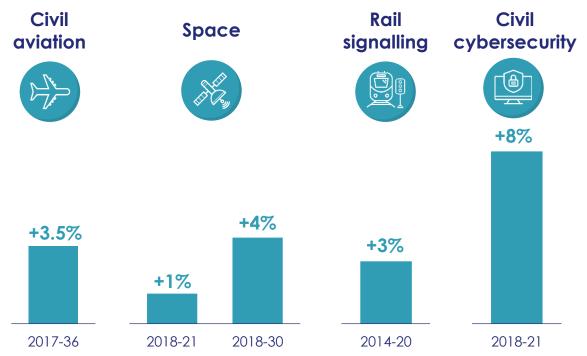


- Stable to improving trends in government budgets and GDP growth
- Operational efficiency: a growing priority, increasingly enabled by intelligent systems
- Growing demand for security and safety

- Long-term growth in global air traffic
- Focus on operational and environmental efficiency
- Unique position of space systems to address new needs
- Urbanization and increasing need for mobility supporting rail development
- Renovation of signalling: a key lever to increase efficiency of existing infrastructures
- Confirmed trend-up of defence budgets in mature countries, facing increased geopolitical tensions and the return of symmetric threats
- Need to address growing security concerns related to asymmetric threats and terrorism
- High demand for cybersecurity, in particular corporate data protection



# ...supporting ~3% sustained market growth...



#### Annual growth forecasts - sources:

- Civil aviation: IATA (air passenger numbers)
- Space: 2018-21: NSR, ESA budget request, 2018-30: Morgan Stanley
- Rail signalling: UNIFE, 3-year average forecasts 2019-21 vs 2013-15
- Civil cybersecurity: Gartner
- Defence budgets: Jane's defence, current terms, country budget planning, excludes China and Russia

Global defence **budgets** +6% +3.5% Asia-Pacific and Europe Middle-East 2018-22 2018-22



### ...combined with Digital as a long-term disrupter

# Digital technologies will revolutionize the future of Thales markets



# Adoption of digital technologies will take time

- Leapfrog in performance: enhanced features and/or new capabilities
- Potential breakthrough in cost competitiveness
- Opportunities for new business models

- Highly regulated markets requiring long certification processes
- Long acquisition cycles combined with long service life (10-20 years)

Acceleration of digital innovation increases opportunities for bold technology leaders



# THALES

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# 2018-21: five key priorities



1

Reinforce customercentric organization and culture



2

Relentlessly optimize operational performance



3

Accelerate R&D investments to drive technological excellence



4

Lead in digital transformation of markets



5

Execute on transformative acquisition of Gemalto





### Reinforce customer-centric organization and culture

### Three 2018-21 priorities...

Deepen customer intimacy

Consistently optimize sales pipeline

Develop exports from large countries

# ...capitalizing on marketing and sales excellence

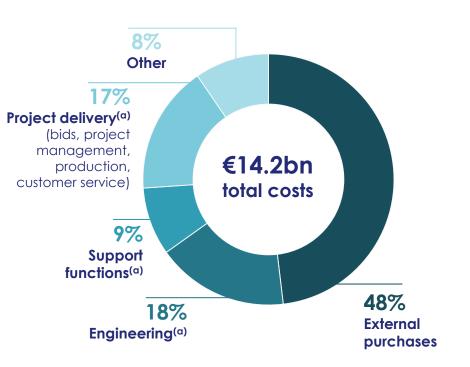
- New marketing initiatives focused on digital value propositions and Group positioning as partner in digital transformation
- Central "sales transformation" function up and running since Summer 2018
- Comprehensive program launched to enhance commercial performance and sales effectiveness





# Relentlessly optimize operational performance

### Group cost structure



### Focus on 4 high impact initiatives

**Procurement performance** 

**Engineering competitiveness** 

Support function efficiency

**Excellence in delivery** 

(a) Excluding external purchases

Investor meeting - 16





# 4 key initiatives to sustainably optimize operational performance

#### **Procurement performance**

- New worldwide integrated organization, fully accountable for performance
- Full leverage of Thales global scale through massification and consolidation
- Deployment of powerful new procurement methods
- Enhancement of tools and capabilities

### Support function efficiency

- Demand management to focus on most added-value activities
- Standard worldwide operating models across every support function, fostering process standardization and digitalization
- Increase platforming and near/off-shoring of shared services
- > People and skills development

### **Engineering competitiveness**

- Deployment of state-of-the-art engineering tools and agile methods
- Constant skills and capability reinforcement
- Digital Factory
- Optimal footprint and make-or-buy strategy

### **Excellence in delivery**

- Continuous improvement in operational excellence, from bids to project execution, while delivering growth
- Maintaining specific focus on project execution in Transport
- Industry 4.0 and lean supply chain processes





### Good progress on Ambition 10 competitiveness initiatives

# Procurement: transformed organization starts to deliver

- Global procurement organization fully operational
- 90% of external purchases reviewed as part of "category waves" in 2018, with significant savings identified
- 25 "product conventions" organized in 2018, supporting further product cost optimization
- > 18% reduction in active supplier base

# Continued roll-out of support function transformation

Support function cost<sup>(a)</sup> as a percentage of sales



(a) Includes both support function costs reported in the P&L "G&A expenses" line and the ones included in "cost of sales"

### Leveraging powerful margin enhancement levers



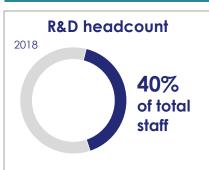


### Accelerate R&D investments to drive technological excellence

# Thales's core competitive advantage: world leading R&D capability



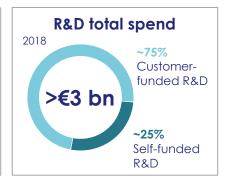
6 times winner 2012, 2013, 2015, 2016, 2017, 2018

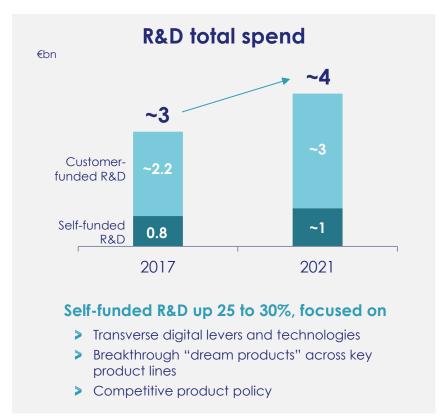






Prestigious recognitions for researchers







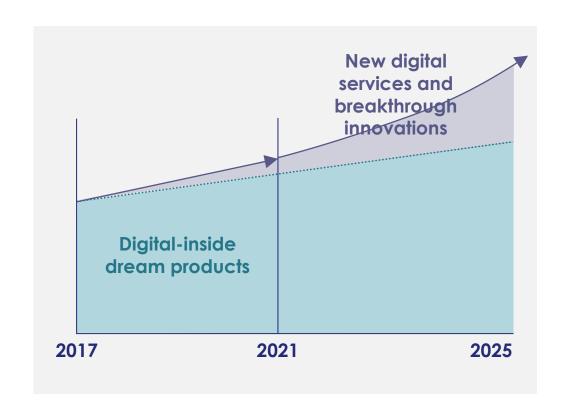


# Digital: facilitating growth acceleration now and beyond 2021

Quick adoption of digital technologies inside core products to support top-line growth

# Emerging digital services boosting longer-term growth post 2022

 "As a service" business models delivering steady growth and recurring revenues







### Lead digital transformation of markets: recent examples



Big data-enabled observation constellation



Demonstrations of autonomous rail technologies



Autonomous mine warfare



First Digital Factory solutions launched commercially

Capitalizing on critical mass of expertise in digital technologies





# Gemalto: a global player in digital security

Global specialist in authentication systems and data protection

Leading technologies with applications in broad range of industries

Moving from hardware to embedded software, then to software platforms

2018 revenues of €3.0bn

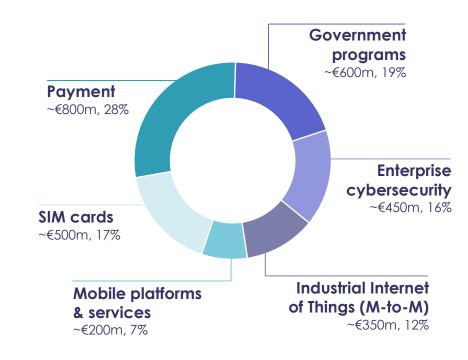








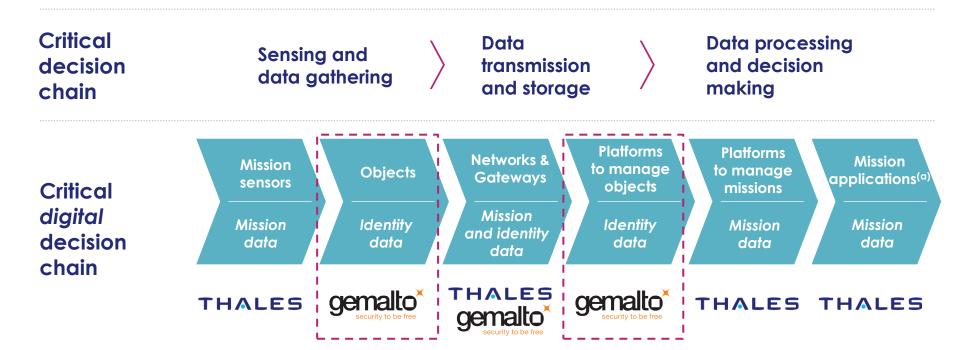
### 2017 revenue breakdown by division







# Thales + Gemalto: powering and securing the complete critical digital decision chain



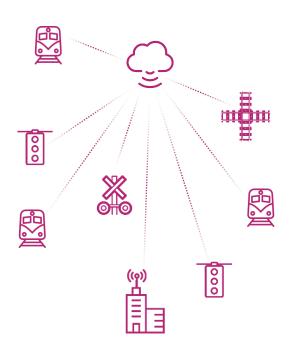
(a) Including big data analytics, artificial intelligence algorithms



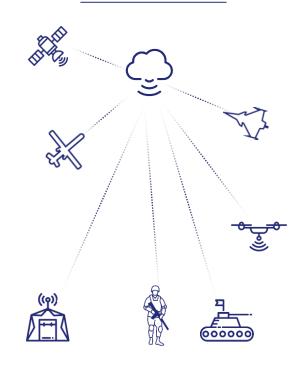


# Thales and Gemalto: selected use cases

#### **Smart rail infrastructures**



#### **Battlefield cloud**



#### Silent authentication























### Creation of a digital security Global Business Unit

Gemalto well advanced in its transition from its historical businesses to fastergrowing markets

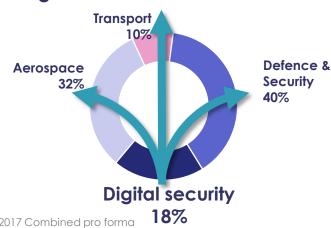
### Thales to combine key digital assets with Gemalto in order to:

- Strengthen common digital capabilities
- Accelerate growth of combined entity

New Global Business Unit to accelerate digital transformation across all Thales vertical markets



#### Segment revenue breakdown<sup>(a)</sup>



(a) 2017 Combined pro forma



# Gemalto acquisition progressing well

### **Execution of transaction**

- Offer formally launched in March 2018
- ≥ €4.8bn offer price fully financed at very attractive rate (<1%)</p>
- Only 3 regulatory authorizations still to obtain
  - US DoJ (antitrust)
  - Russia (antitrust and foreign investment)
- Definitive agreement signed to sell GP HSM business
- Expected closing: March 2019

### Integration planning

- Common 'DNA' and culture: a strong foundation for successful integration
- Extensive preparation over past 12 months
  - Integration Project Management Office managing 18 workstreams in parallel
  - Hundreds of people mobilized
- Planned leadership and organizational structure announced internally
  - Gemalto to become Thales "Digital security" Global Business Unit
  - Complemented with key Thales digital assets

Ready to deliver synergies from day one



### **Summary**

#### Unique portfolio positioning

- Markets benefiting from solid underlying growth
- Increased opportunities for technology leaders

# Continued focus on operational performance

- Reinforcement of customer-centric organization and culture
- New competitiveness initiatives gaining momentum in coming years

### Strong development levers

- Further acceleration of R&D investments, especially in digital technologies
- Transformative acquisition of Gemalto

# Executing on long-term vision: leadership in all segments





# THALES

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### Full-Year 2018 highlights

Order intake above expectations

Strong sales growth, driven by Transport and Defence & Security segments

Significant increase in profitability, while accelerating R&D investments

New medium-term ambition, priorities and financial targets announced in June

Extensive preparation for integration of Gemalto





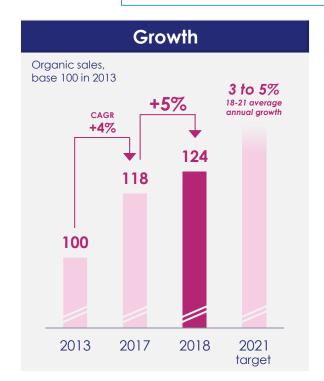


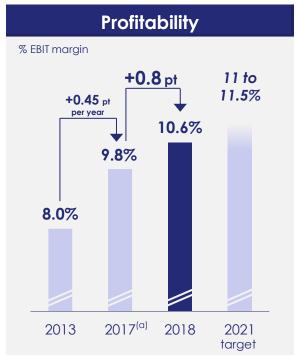


### 2018: a solid first step towards our 2021 leadership ambition



### Leadership in all segments







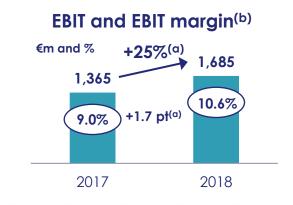


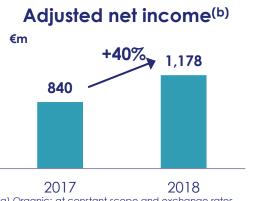


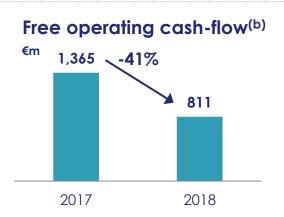
### 2018 key figures (all prior year figures restated for IFRS 15)













THALES

<sup>(</sup>a) Organic: at constant scope and exchange rates

<sup>(</sup>b) The definition of all non-GAAP measures can be found in appendix

<sup>(</sup>c) Proposed to the 15 May 2019 Annual General Meeting

### 2018 order intake

# Solid order intake momentum, up 7% (+9% organically)

9 large<sup>(a)</sup> orders booked in Q4 2018, for a total of 19 in 2018

# Record high order intake in mature markets

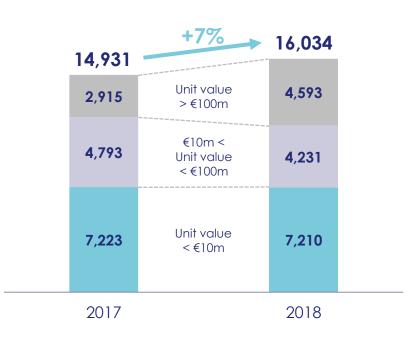
> Fully offsetting phasing effects affecting emerging markets

### Smaller orders(b) stable

➤ Full recovery in H2 (up 8%) following -10% in H1

### Order intake by contract unit value

€m





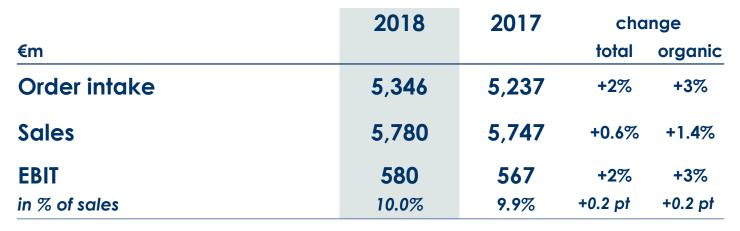
<sup>(</sup>b) With a unit value of less than €10m

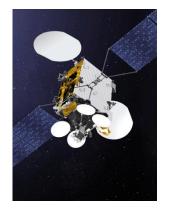




# Aerospace: 2018 key figures







#### Limited growth in order intake in spite of recovery in Space

- > Space orders strongly up on low 2017 level
- ➤ High comps in avionics and In-Flight Entertainment (IFE)

Solid sales growth in aeronautics offset by slowdown of commercial telecom satellite market and high comps in IFE

Increased profitability driven by competitiveness initiatives and lower restructuring, offsetting significant increase in R&D



# Transport: 2018 key figures



	2018	2017	change	
€m			total	organic
Order intake	1,858	1,781	+4%	+6%
Sales	2,001	1,723	+16.1%	+17.9%
EBIT	88	57	+56%	+57%
in % of sales	4.4%	3.3%	+1.1 pt	+1.1 pt



Solid order intake, especially in main line signalling

Record sales growth, driven by both urban rail and main line signalling

Further recovery of profitability, thanks to progressive delivery of loss-making contracts

2019 EBIT to be affected by restructuring cost

THALES



# Defence & Security: 2018 key figures





	2018	2017	change	
€m			total	organic
Order intake	8,775	7,857	+12%	+13%
Sales	8,020	7,690	+4.3%	+5.6%
EBIT	1,007	757	+33%	+35%
in % of sales	12.6%	9.8%	+2.7 pts	+2.8 pts

#### Broad-based order intake momentum

Order book above €20bn for the first time ever

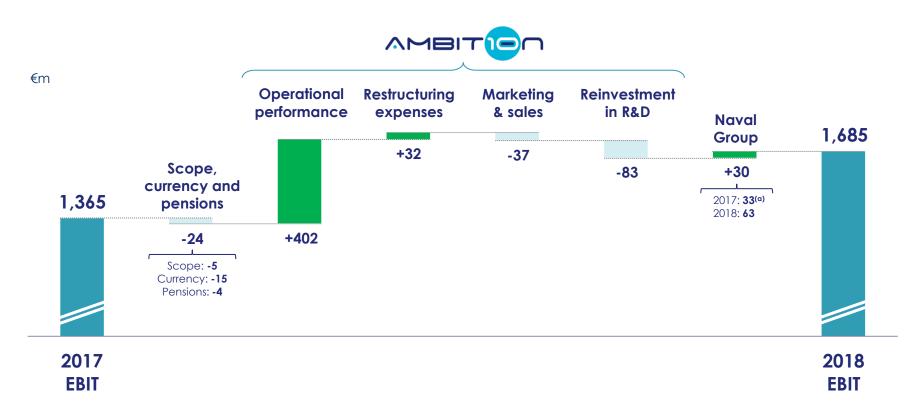
### Diversified sales growth

### Significant increase in profitability

- Top line growth, competitiveness initiatives and good project execution
- ➤ Positive €20m one-off impact related to 2 commercial disputes
- > Non-recurrence of negative IFRS 15 impact



# EBIT improvement driven by solid operational performance

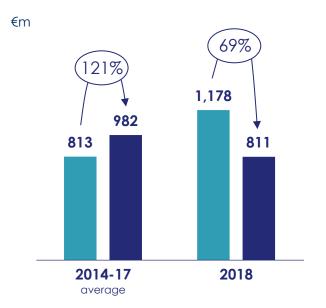




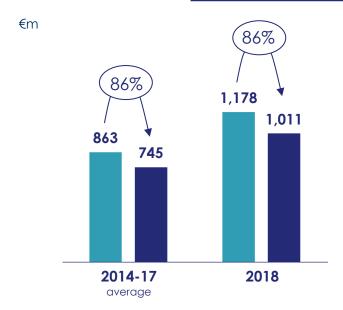


#### Cash conversion in line with expectations

#### Reported cash conversion



#### Cash conversion before one-offs<sup>(a)</sup>



Adjusted net income

Free operating cash flow



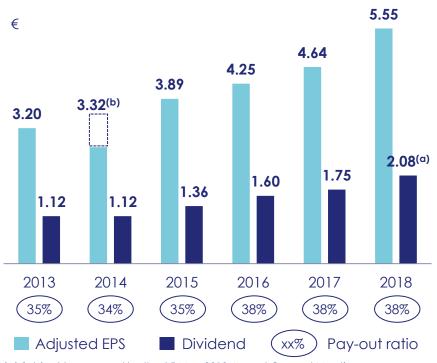
Cash conversion ratio: Free operating cash flow / adjusted net income

(a) One-off items on adjusted net income: €117m non cash losses at Naval group in 2014, €85m non cash tax items in 2016 and 2017 One-off items on Free operating cash flow: 2014-17: €950m of positive WCR effects, 2018: ~€200m estimated unwinding of 2017 one-off positive WCR effect



#### Adjusted EPS and dividend

#### Adjusted EPS and dividend per share



Adjusted EPS up 12% per year since 2013

Proposed 2018 dividend: €2.08 per share(a)

> Pay-out ratio: 38%

Dividend up 13% per year since 2013

Quasi doubling in 5 years

(a) Subject to approval by the 15 May 2019 Annual General Meeting

(b) Corrected for negative Naval Group contribution (€0.57)



## THALES

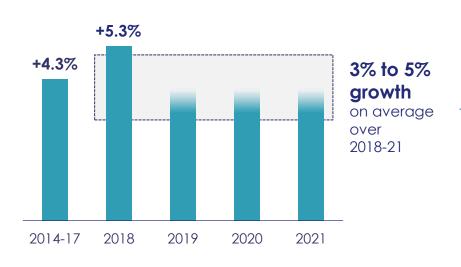
- Introduction to Thales
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## Organic sales growth sustainably above market

NB: targets excluding Gemalto





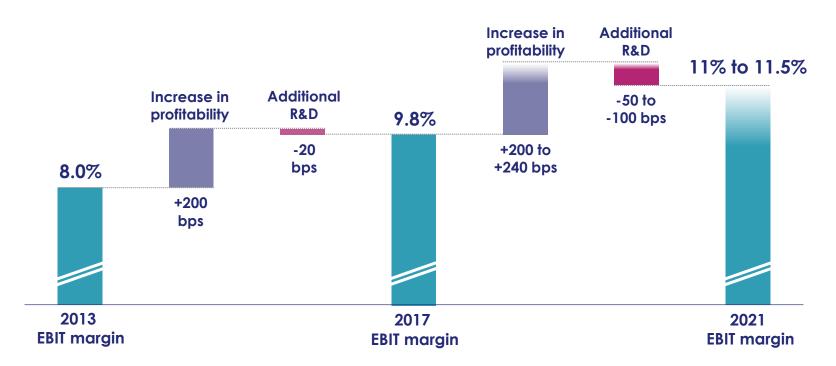




### Sustainable new round of margin increase

NB: targets excluding Gemalto

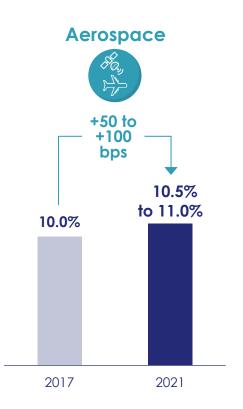
- > Investing for the future, notably digital
- Targeting high returns on R&D investments



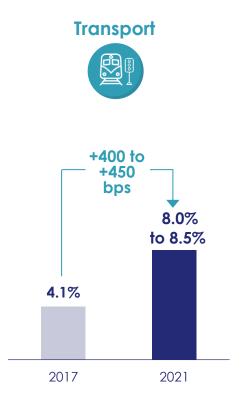


### All operating segments to contribute to EBIT margin improvement

NB: targets excluding Gemalto



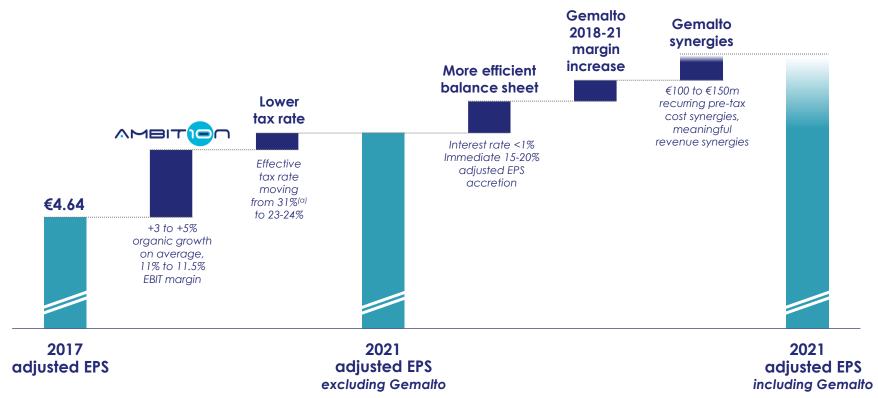
#### **EBIT** margin targets







# Strategic initiatives deliver significant EPS accretion, with further upside from Gemalto integration



(a) 2017 effective tax rate. 25.9% excluding one-off non-cash tax items



### Maintaining strong focus on cash flow generation

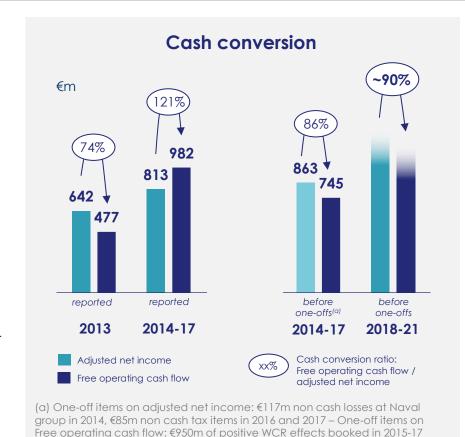
NB: targets excluding Gemalto

## 2014-17: turning Thales into a cash-flow minded company

- Incentives at all levels
- No compromise on payment terms
- Higher hurdle rate on capex
- Limited tax cash out vs. tax P&L expense

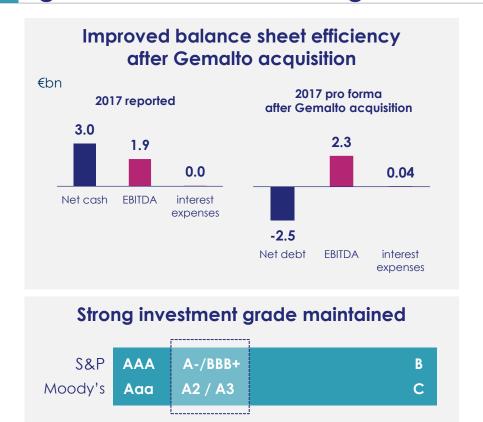
## 2018-21: further increase in cash conversion before one-offs

- > Targeting ~90%
- In spite of less favorable gap between tax P&L expense and cash out following consumption of net operating losses





# A more efficient capital structure to support significant dividend growth whilst maintaining financial flexibility





Dividend growth in line with adjusted EPS

Financial flexibility to allow bolt-on acquisitions while deleveraging the company



#### **Business environment**

#### **Unchanged solid underlying trends**

- Civil markets benefiting from long-term growth trends: global air traffic, urbanization, mobility, data protection...
- Confirmed uptrend of defence budgets in both mature and emerging countries

## Growing role of intelligent systems to deliver operational efficiency

## Digitalization gathering pace across markets

## Markets underpinned by major societal aspirations

Security, safety, environmental efficiency...

#### Highly diversified customer base

- ➤ 5 markets in 100+ countries
- Broad program diversification

Balancing defence and civil business models

Thales: combining solid growth opportunities and business model resilience



### 2019 financial objectives

Reminder: targets excluding Gemalto and impact of disposal of GP HSM business

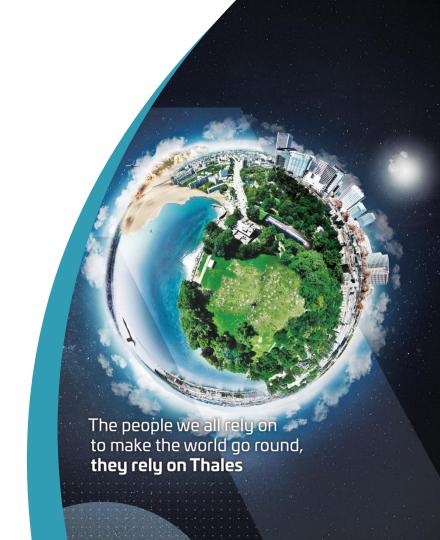
Order intake	Around €16bn
Sales	Organic growth between 3% and 4%
EBIT <sup>(a)</sup>	€1,780-1,800m <sup>(b)</sup>



<sup>(</sup>a) Non-GAAP measure: see definition in appendix(b) Based on February 2019 scope and foreign exchange rates, post IFRS 16

## THALES

**Appendix** 



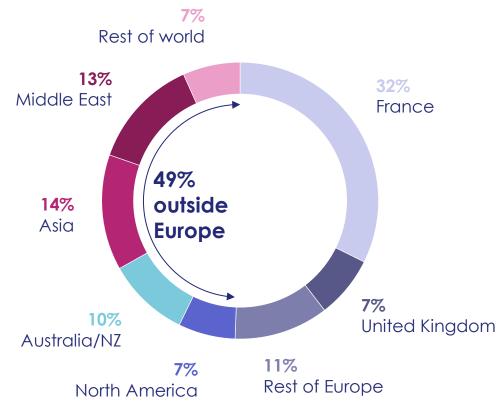
## A strong set of focused businesses

Segment	Sub-segment	Civil	Military	2018 sales (€m)	Market position
Aerospace 36% of 2018 sales	Flight avionics including cockpit avionics, communications, electrical systems, training and simulation			~2,100	#3 worldwide (flight avionics)
	Connected in-flight entertainment (IFE)		$\bigcirc$	~750	#2 worldwide
	Microwave tubes for satellite, medical, scientific and military applications	•		~450	#1 worldwide
	Space solutions for telecom, observation, navigation and exploration			~2,500	#2 worldwide (civil satellites)
Transport 13% of 2018 sales	Rail signalling and supervision including passenger payment collection systems		$\bigcirc$	~2,000	#2 worldwide
Defence & security	Sensors and mission systems including radars, sonars, optronics, mission systems for combat aircraft, ships and submarines, missiles and armored military vehicles	•	•	~4,000	#1 in Europe
51% of 2018 sales	Communications, command and control systems including military communications and networks, military command and control systems (C4I), civil and military cybersecurity, Air Traffic Management, and security solutions for countries, cities and critical infrastructures	•		~4,000	#2 worldwide (military tactical communications) #1 worldwide (air traffic management)



### Highly diversified Defence & security customer base

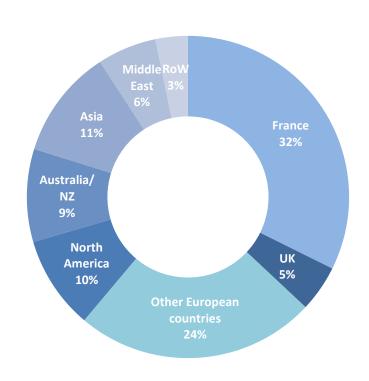
Defence & security sales by region, 2018





## 2018 order intake by destination

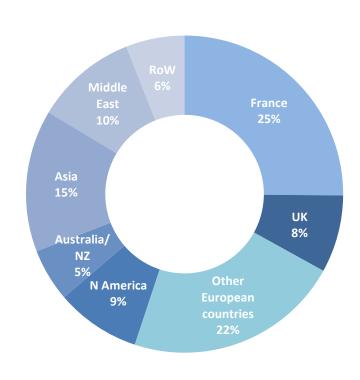
Cons	0010	0017	change		
€m	2018	2017	total	organic	
France	5,183	4,443	+17%	+17%	
United Kingdom	746	1,153	-35%	-35%	
Other European countries	3,872	2,919	+33%	+33%	
Europe	9,802	8,515	+15%	+16%	
North America	1,501	1,536	-2%	+1%	
Australia/NZ	1,494	671	+123%	+138%	
Mature markets	12,797	10,722	+19%	+21%	
Asia	1,764	2,168	-19%	-17%	
Middle East	952	1,218	-22%	-21%	
Rest of the world	521	824	-37%	-35%	
<b>Emerging markets</b>	3,237	4,210	-23%	-22%	
Total	16,034	14,931	+7%	+9%	





## 2018 sales by destination

		0017		change		
€m	2018	2017	total	organic		
France	3,985	3,700	+7.7%	+7.9%		
United Kingdom	1,253	1,327	-5.5%	-4.6%		
Other European countries	3,498	3,313	+5.6%	+5.9%		
Europe	8,736	8,340	+4.7%	+5.1%		
North America	1,367	1,392	-1.8%	-0.1%		
Australia/NZ	858	838	+2.3%	+9.2%		
Mature markets	10,960	10,570	+3.7%	+4.7%		
Asia	2,297	2,156	+6.5%	+7.7%		
Middle East	1,647	1,569	+4.9%	+6.2%		
Rest of the world	950	932	+2.0%	+4.2%		
<b>Emerging markets</b>	4,894	4,657	+5.1%	+6.5%		
Total	15,855	15,228	+4.1%	+5.3%		





### **EBIT** by operating segment

	20.	2018		2017		change	
€m / % of sales	20	10	201		total	organic	
Aerospace	580	10.0%	567	9.9%	+2%	+3%	
Transport	88	4.4%	57	3.3%	+56%	+57%	
Defence & Security	1,007	12.6%	757	9.8%	+33%	+35%	
EBIT - operating segments	1,675	10.6%	1,380	9.1%	+22%	+23%	
Other	(53)		(48)		-	-	
EBIT - excluding Naval Group	1,623	10.2%	1,333	8.8%	+22%	+23%	
Naval Group	63		33		+91%	+91%	
EBIT - total	1,685	10.6%	1,365	9.0%	+23%	+25%	

Contribution to EBIT improvement from all segments

Significant EBIT margin expansion in Defence & Security



## Summary adjusted P&L: from sales to EBIT

	20	2018 2017		017	Change	
	€m	% of sales	€m	% of sales	total	organic
Sales	15,855		15,228		+4.1%	+5.3%
Gross margin	4,088	25.8%	3,712	24.4%	+10%	+11%
Indirect costs	(2,526)	-15.9%	(2,404)	-15.8%	+5%	+6%
o/w R&D expenses	(879)	-5.5%	(797)	-5.2%	+10%	+11%
o/w Marketing & Sales expenses	(1,095)	-6.9%	(1,065)	-7.0%	+3%	+4%
o/w General & Administrative expenses	(552)	-3.5%	(542)	-3.6%	+2%	+3%
Restructuring costs	(48)		(81)		-40%	-40%
Share in net result of equity-accounted affiliates, excluding Naval Group	109		106		+3%	+4%
EBIT, excluding Naval Group	1,623	10.2%	1,332	8.7%	+22%	+23%
Share in net result of Naval Group	63		33		+91%	+91%
EBIT	1,685	10.6%	1,365	9.0%	+23%	+25%



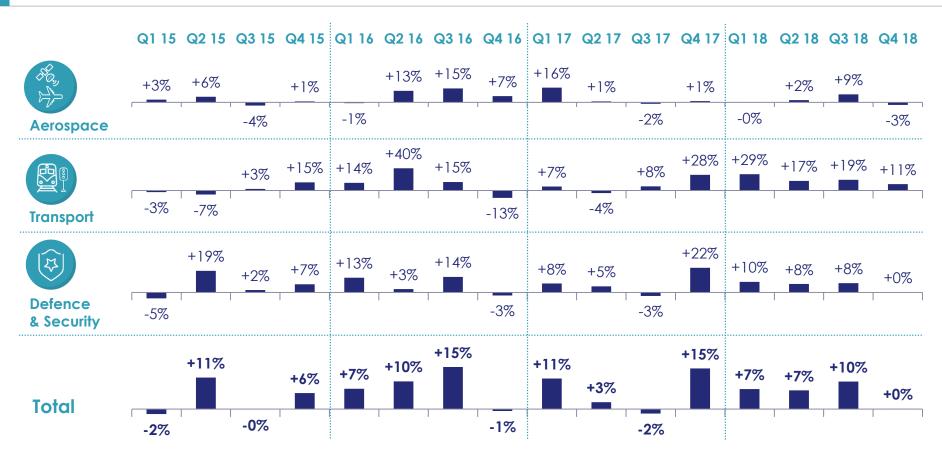
### Summary adjusted P&L: from EBIT to adjusted net income

€m	2018	2017
EBIT	1,685	1,365
Cost of net financial debt and other financial results	(15)	(24)
Finance costs on pensions and other employee benefits	(52)	(63)
Income tax	(387)	(375)
Effective tax rate	26.7%	33.0%*
Adjusted net income	1,232	903
Minorities	(53)	(63)
Adjusted net income, Group share	1,178	840
EPS: Adjusted net income. Group share, per share (in €)	5.55	3.97

<sup>\* 26.2%</sup> excluding one-off items



### Organic sales growth per quarter





### Historical sales and EBIT performance by segment

#### Aerospace

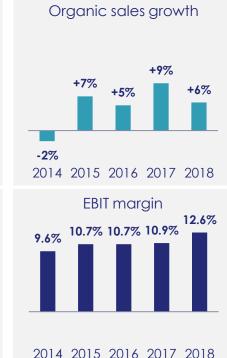
# Organic sales growth +9% +1% 2014 2015 2016 2017 2018 **EBIT** marain 10.1% 9.6% 9.8% 10.0% 10.0%

2014 2015 2016 2017 2018

#### **Transport**



#### **Defence & Security**



#### **Total Group**



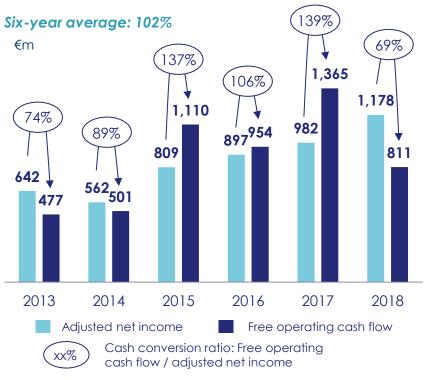


Note: Group EBIT includes equity associate Naval Group (losses in 2014)

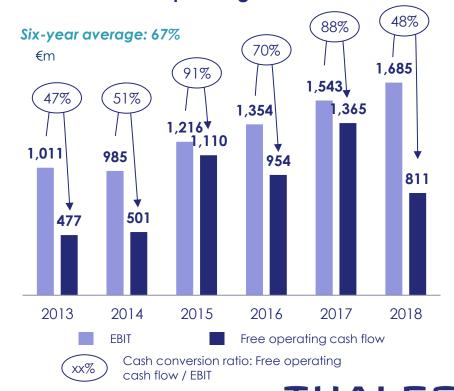


#### Historical trend in cash conversion

## Adjusted net income conversion into Free operating cash flow



## EBIT conversion into Free operating cash flow





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#### Definition of non-GAAP measures and other remarks

#### Rounding of amounts in euros

In the context of this presentation, the amounts expressed in millions of euros are rounded to the nearest million. As a result, the sums of the rounded amounts may differ very slightly from the reported totals. All ratios and variances are calculated based on underlying amounts, which feature in the consolidated financial statements.

#### **Definitions**

- > Organic: at constant scope and exchange rates;
- **Book-to-bill ratio**: ratio of orders received to sales;
- > Mature markets: All countries in Europe excluding Russia and Turkey, North America, Australia and New Zealand;
- > Emerging markets: All other countries, i.e. Middle East, Asia, Latin America and Africa.

#### Non-GAAP measures

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- > EBIT: income from operations; plus the share of net income or loss of equity affiliates less: amortization of acquired intangible assets (PPA), expenses recorded in the income from operations that are directly related to business combinations. See also notes 13-a and 2 of the consolidated financial statements at 31 December 2018.
- Adjusted net income: net income, less the following elements, net of the corresponding tax effects: (i) amortization of acquired intangible assets, (ii) expenses recorded in the income from operations or in "financial results" which are directly related to business combinations, which by their nature are unusual, (iii) disposal of assets, change in scope of consolidation and other, (iv) impairment of non-current assets, (v) changes in the fair value of derivative foreign exchange instruments (recognized under "other financial income and expenses" in the consolidated financial statements), (vi) actuarial gains or losses on long-term benefits (recognized under "finance costs on pensions and employee benefits" in the consolidated financial statements). See note 13-a of the consolidated financial statements at 31 December 2018. This definition implies the definition of several other adjusted financial measures, such as adjusted gross margin, adjusted tax, adjusted EPS .... See page 15 and 16 of the 2018 Full-Year press release for detailed calculation of these other indicators.
- > Free operating cash flow: net cash flow from operating activities, less: capital expenditures, less: deficit payments on pensions in the United Kingdom. See notes 13-a and 6.4 of the consolidated financial statements at 31 December 2018.
- > Net cash: difference between the sum of "cash and cash equivalents" and "current financial assets" items and short and long-term borrowings, after deduction of interest rate derivatives. See note 6.2 of the consolidated financial statements at 31 December 2018.

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