Transcom Q2

Second Quarter 2019 Results

Comments by the CEO

Continued trajectory of improved operational performance

Transcom continues the trajectory of improved operational performance. EBITA excluding non-recurring items increased to 7.8 MEUR (5.1), and the margin increased to 5.8% (3.9%) during the second quarter. Non-recurring items declined and totalled -3.1 MEUR (-20.6), during the quarter. Operating cash flow improved to 17.7 MEUR (2.7) for the first half year.

The improved operational performance is driven by our program for People, Passion and Performance (PPP), our repositioning towards attractive customer segments and last year's acquisition of Awesome OS.

The annual realized run rate savings of PPP increased from 21.5 MEUR end of Q1 to 23.5 MEUR end of Q2. We expect PPP to exceed the initial target of 33 MEUR cost reduction.

During the quarter, we signed new clients within profitable and high growth segments such as retail/e-commerce, financial services, logistics and the utilities sectors. At the same time, we discontinued and trimmed down several legacy contracts with unsatisfactory profitability. We made further restructuring to our Spanish operations and divested parts of the business.

The acquisition of Awesome is a key component in our strategy towards e-commerce and contributes both to profitability and underlying organic growth. During the quarter, the first steps were taken to expand Awesome outside the US, through the launch of a European client from our site in Belgrade.

Our investments in digital customer services continues. During the first half of 2019, we doubled the volume of automated processes and currently have more than 120 robots going for 20 different clients. Our internally developed T:Insights analytics platform was onboarded on the first client. T:Buddy, our platform for agent retention and engagement was rolled out in the Philippines operations. We were also awarded the Best Cloud Implementation by NICE Nexidia for a conversational analytics project.

As announced in the first quarter report, the acquisition of ASA Information dieste was finalized during the second quarter. We are evaluating further bolt-on acquisitions in attractive segments, as well as incorporating the acquisition of TMS Connected, currently owned by a sister company.

Transcom's journey towards profitable growth continues. Combined, we anticipate that that the actions taken will further improve profitability, but in the medium term at a lower revenue base.

Michael Weinreich

CEO

Group financial overview

	2019	2018	2019	2018	2018
(€m)	Q2	Q2	Jan-Jun	Jan-Jun	Jan-Dec*
Revenue	134.0	129.3	269.1	270.1	543.6
EBITDA**	9.1	-13.4	21.2	-10.3	4.8
EBITDA margin**	6.8%	-10.4%	7.9%	-3.8%	0.9%
EBIT	2.0	-17.6	5.1	-18.4	-12.6
EBIT margin	1.5%	-13.6%	1.9%	-6.8%	-2.3%
EBITA excl. non-recurring items	7.8	5.1	17.6	12.4	31.6
EBITA margin excl. non-recurring items	5.8%	3.9%	6.6%	4.6%	5.8%
Profit before tax	-2.4	-21.8	-3.3	-30.2	-32.2
Net income	-5.7	-22.1	-7.7	-31.6	-31.0
Net debt	202.9	170.8	202.9	170.8	207.8

^{* 2018} includes the consolidation of Awesome OS Group since July 28, 2018.

Q2 2019

Revenue

Revenue amounted to € 134 million (129.3).

EBITA excluding non-recurring items

EBITA excluding non-recurring items increased to ϵ 7.8 million (5.1). EBITA margin excluding non-recurring items improved to 5.8% (3.9%). The main drivers of increased profitability are the PPP program, the acquisition of Aweseome and a positive mix towards contracts with higher profitability.

Non-recurring items

Non-recurring items amounted to ϵ -3.1 million (-20.6) and consisted of operational non-recurring items of ϵ -4.7 million and transaction-related non-recurring items of ϵ +1.6 million. During the quarter Transcom divested parts of the business in Spain. The divestiture had a positive impact on transaction-related non-recurring items amounting to ϵ 2.8 million. ϵ -3.3 million of the non-recurring items refers to divested goodwill. Thus, the total cash impact of non recurring items is ϵ +0.2 million.

EBIT

EBIT amounted to € 2.0 million (-17.6). EBIT margin was 1.5% (-13.6%).

Net financial items

Net financial items amounted to € -4.4 million (-4.2). Net financial items mainly refers to interest costs. This year includes interest cost related to leasing agreements, according to the new standard IFRS 16 Leases, amounting to € 0.7 million.

Taxes

Tax expenses in the quarter amounted to € 3.2 million (0.3).

Net income

Net income was € -5.7 million (-22.1).

Cash flow

Operating cash flow amounted to \in 4.6 million (5.6) for the second quarter. Change in working capital was \in -7.2 million (8.4) which relates mainly to timing effect of collections from certain large clients. The working capital level is within normal variations. Cash flow from investing activities for the period was \in 3,7 million (-2.1) and is mainly due to \in 6.5 million in positive cash effect when divesting our business of legal services in Spain. Cash flow totalled \in 3.4 million (-1.4).

^{** 2019} includes adjustment of leasing as depreciation, according to IFRS 16 Leases (see also note 10)

January - June 2019

Revenue

Revenue amounted to € 269.1 million in the first six months 2019 (270.1).

EBITA excluding non-recurring items

EBITA excluding non-recurring items increased to € 17.6 million (12.4) with a margin of 6.6% (4.6%). The main drivers of increased profitability are driven by the PPP program, the acquisition of Awesome and a positive mix towards contracts with higher profitability.

Non-recurring items

Non-recurring items amounted to ϵ -7.1 million (-26.6) and consisted of operational non-recurring items of ϵ -7.7 million and transaction-related non-recurring items of positive ϵ 0.6 million. During Ω_2 , Transcom divested parts of the business in Spain. The divestiture had a positive impact on transaction-related non-recurring items amounting to ϵ 2.8 million.

EBIT

EBIT amounted to € 5.1 million in the first six months (-18.4). EBIT margin was 1.9% (-6.8%).

Net financial items

Net financial items amounted to ϵ -8.4 million (-11.8). Last year included costs referring to the refinancing of the group. 2019 includes interest cost related to leasing agreements, according to the new standard IFRS 16 Leases, amounting to ϵ 1.3 million.

Taxes

Tax expenses in the period amounted to \in 4.3 million (1.4). The tax expenses are affected by losses for which no deferred tax asset can be recognized.

Net income

Net income for the first half of the year was € -7.7 million (-31.6).

Cash flow

Operating cash flow amounted to ϵ 17.7 million (2.7). Improved operating cash flow is mainly a result of improved profit partly offset by negative effect in working capital, mainly due to timing of collection of certain large clients. Cash flow from investing activities for the period ϵ 0.7 million (-3.3) is mainly due to ϵ 6.5 million in positive cash effect when divesting our business of legal services in Spain. Cash flow from financing activities ϵ -7.1 million (3.0) is explained by both higher interest costs and payment of leases presented as part of financing activities as a result of implementation of the new leasing standard, IFRS 16. Cash flow totalled ϵ 11.2 million (2.4).

Financial position

Net debt increased from € 170.8 million to € 202.9 million compared to last year. The increase is mainly explained the acquisition of Awesome OS in July 2018. Financing in the Group includes a five-year € 180 million Senior Secured Fixed Rate Notes, a € 10 million Senior Secured Fixed Rate Notes, as well as a € 45 million Super Senior Revolving Credit Facility Agreement (SSRCF). As per Q2 2019, € 31,8 million of the SSRCF was utilized.

Other information

Results conference call

Transcom will host a conference call at 9.00 CET (8.00 BST) on August 27, 2019. The conference call will be held in English. The presentation will also be available on https://transcom.com/en/investor-relations.

To ensure that you are connected to the conference call, please register using the link below 5-10 minutes before the start in order to obtain the dial-in numbers and pin code for the call.

Online registration link: http://emea.directeventreg.com/registration/5699986

Other information

The interim report has not been reviewed by the company's auditor.

Transcom Holding AB
P.O. Box 45033, 104 30 Stockholm
Visiting address: Hälsingegatan 40, 15th floor
SE-113 43 Stockholm
Sweden
www.transcom.com
Company registration number: 556962-4108

For further information please contact:

Michael Weinreich, President and CEO +46 70 776 80 33

Jonas Dahlberg, CFO +46 70 347 23 83

Helene Ruda, Head of Group Communications +46 70 311 75 60

Transcom Group - Condensed consolidated income statement

		2019	2018	2019	2018	2018
(€ '000)	Notes	Q2	Q2	Jan-Jun	Jan-Jun	Jan-Dec
Revenue	4,5	133,983	129,330	269,124	270,064	543,633
Cost of sales	5	-109,685	-120,399	-216,918	-235,018	-452,488
Gross profit		24,298	8,931	52,206	35,046	91,145
Marketing expenses		-839	-857	-1,750	-1,536	-3,066
Administrative expenses		-23,018	-25,836	-45,987	-51,892	-99,032
Net gain/loss on disposal of business		5	95	-826	95	95
Other operating income/expenses	5,6	1,505	63	1,441	-96	-1,693
Operating profit/loss	4,5	1,951	-17,603	5,084	-18,384	-12,551
Net financial items		-4,388	-4,209	-8,429	-11,780	-19,674
Profit/loss before tax		-2,437	-21,813	-3,345	-30,164	-32,226
Income tax expense		-3,216	-314	-4,345	-1,410	1,268
Profit/loss for the period attributable to equity holders of					-	
the parent		-5,653	-22,127	-7,690	-31,574	-30,957

Transcom Group - Condensed consolidated statement of comprehensive income

(€ '000)	2019 Q2	2018 Q2	2019 Jan-Jun	2018 Jan-Jun	2018 Jan-Dec
Profit/loss for the period attributable to equity holders of the					
parent	-5,653	-22,127	-7,690	-31,574	-30,957
Other comprehensive income:					
Exchange differences on translation of foreign operations	-1,414	739	-2,120	-1.494	183
Net gain/loss on cash flow hedges	536	-416	523	-1,470	1
Other comprehensive income to be reclassified				•	
to profit or loss in subsequent periods	-878	323	-1,597	-2,964	184
Actuarial profit/loss on post-employment benefit obligations	-	-	-	-	-40
Other comprehensive income not to be					
reclassified to profit or loss in subsequent periods	-	-	-	-	-40
Other comprehensive income for the period, net of tax	-878	323	-1,597	-2,964	144
Total comprehensive income for the period, net of tax,				-	
attributable to equity holders of the parent	-6,531	-21,804	-9,287	-34,538	-30,813

$Transcom\ Group\ -\ Condensed\ consolidated\ statement\ of\ financial\ position$

ASSETS Non-current assets Goodwill G			2019	2018	2018
Non-current assets Goodwill 6 205,969 172,615 210,352 2112,115 210,362 2112,115 210,362 2112,115 210,362 2112,115 210,362 2112,115 210,362 2112,115 210,362 2112,115 210,362 2112,115 210,362 2112,115 210,362 2112,115 210,362 2112,115 210,362 2113,363 2146 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 2112,162 21	(€ '000)	Notes	Jun 30	Jun 30	Dec 31
Goodwill 6 205,969 172,615 210,352 Other intangible assets 6 106,299 91,422 112,115 Tangible assets 10 45,483 14,089 17,923 Deferred tax assets 3,318 333 2,416 Other receivables 2,408 2,673 2,163 Current assets 363,476 281,332 344,968 Current assets 59,536 56,076 71,123 Income tax receivables 5,917 6,087 4,450 Other receivables 5,917 6,087 4,450 Other receivables 15,913 14,834 10,839 Prepaid expenses and accrued income 45,008 42,356 37,845 Cash and cash equivalents 24,099 20,290 12,884 Cash and cash equivalents 513,949 20,290 12,884 Equity attributable to equity holders of the parent 96,440 93,466 105,726 Non-current liabilities 7,10 231,905 184,129 216,725 <					
Other intangible assets 6 106,299 91,422 112,115 Tangible assets 10 45,483 14,089 17,923 Deferred tax assets 3,318 3,33 2,416 Other receivables 2,408 2,873 2,163 Current assets Trade receivables 59,536 56,076 71,123 Income tax receivables 5,917 6,087 4,450 Other receivables 55,913 14,834 10,839 Prepaid expenses and accrued income 45,008 42,356 37,845 Cash and cash equivalents 24,099 20,290 12,884 TOTAL ASSETS 513,949 420,975 482,109 EQUITY AND LIABILITIES Equity attributable to equity holders of the parent 96,440 93,466 105,726 Non-current liabilities 7,10 231,905 184,129 216,725 Employee benefit obligations 2,421 2,485 2,632 Provisions 6 12,923 143 18,074<		_			
Tangible assets 10 45,483 14,089 17,923 Deferred tax assets 3,318 333 2,416 Other receivables 2,408 2,873 2,163 34968 Current assets 36,476 281,332 344,968 Current assets 59,536 56,076 71,123 Income tax receivables 59,536 56,076 71,123 Income tax receivables 59,517 6,087 4,450 Other receivables 15,913 14,834 10,839 Prepaid expenses and accrued income 45,008 42,356 37,845 Cash and cash equivalents 24,009 20,290 12,884 150,473 139,643 137,141 TOTAL ASSETS 513,949 420,975 482,109 EQUITY AND LIABILITIES Equity attributable to equity holders of the parent 96,440 93,466 105,726 Employee benefit obligations 7,10 231,905 184,129 216,725 Employee benefit obligations 6 12,923 143 18,074 Deferred tax liabilities 6 6 26,296 22,212 27,269 Other liabilities 7,10 22,259 4,507 1,285 Provisions 5,6 24,141 17,903 22,514 Interest-bearing liabilities 7,10 22,259 4,507 1,285 Provisions 5,6 24,141 17,903 22,514 Interest-bearing liabilities 7,10 22,259 4,507 1,285 Provisions 5,6 24,141 17,903 22,514 Interest-bearing liabilities 7,10 22,259 4,507 1,285 Provisions 5,6 24,141 17,903 22,514 Income tax payables 6,865 4,141 2,344 Other liabilities 315,95 29,991 21,100 Accrued expenses and prepaid income 43,437 45,366 40,678 Total liabilities 1143,963 118,095 111,683 Total liabilities 1413,963 118,095 111,683 Total liabilities 1413,963 118,095 111,683				·	•
Deferred tax assets	•	-		*	,
Other receivables 2,408 2,873 2,163 Current assets Trade receivables 59,536 56,076 71,123 Income tax receivables 5,917 6,087 4,450 Other receivables 15,913 14,634 10,839 Prepaid expenses and accrued income 45,008 42,356 37,845 Cash and cash equivalents 24,099 20,290 12,884 TOTAL ASSETS 513,949 420,975 482,109 EQUITY AND LIABILITIES 513,949 420,975 482,109 Equity attributable to equity holders of the parent 96,440 93,466 105,726 Non-current liabilities 7,10 231,905 184,129 216,725 Employee benefit obligations 2,421 2,485 2,632 Provisions 6 12,923 143 18,074 Deferred tax liabilities 6 26,296 22,212 27,269 Other liabilities 7,10 22,259 4,507 1,285 Interest-bearing liabilities 7,10	•	10	*	·	· · · · · · · · · · · · · · · · · · ·
Current assets 363,476 281,332 344,668 Current assets 59,536 56,076 71,123 Income tax receivables 5,917 6,087 4,450 Other receivables 15,913 14,834 10,839 Prepaid expenses and accrued income 45,008 42,356 37,845 Cash and cash equivalents 24,099 20,290 12,884 TOTAL ASSETS 150,473 139,643 137,141 TOTAL ASSETS 513,949 420,975 482,109 EQUITY AND LIABILITIES Equity attributable to equity holders of the parent 96,440 93,466 105,726 Non-current liabilities 7,10 231,905 184,129 216,725 Employee benefit obligations 2,421 2,485 2,632 Provisions 6 12,923 143 18,074 Deferred tax liabilities 6 26,296 22,212 27,269 Other liabilities 7,10 22,259 4,507 1,285 Provision			*		,
Current assets 59,536 56,076 71,123 Income tax receivables 5,917 6,087 4,450 Other receivables 15,913 14,834 10,839 Prepaid expenses and accrued income 45,008 42,356 37,845 Cash and cash equivalents 24,099 20,290 12,884 TOTAL ASSETS 150,473 139,643 137,141 TOTAL ASSETS 513,949 420,975 482,109 EQUITY AND LIABILITIES Equity attributable to equity holders of the parent 96,440 93,466 105,726 Non-current liabilities 7,10 231,905 184,129 216,725 Employee benefit obligations 2,421 2,485 2,632 Provisions 6 12,923 143 18,074 Deferred tax liabilities 6 26,296 22,212 27,269 Other liabilities 273,545 209,414 264,700 Current liabilities 7,10 22,259 4,507 1,285 Provisions 5,6 24,141	Other receivables				
Trade receivables 59,536 56,076 71,123 Income tax receivables 5,917 6,087 4,450 Other receivables 15,913 14,834 10,839 Prepaid expenses and accrued income 45,008 42,356 37,845 Cash and cash equivalents 24,099 20,290 12,884 TOTAL ASSETS 150,473 139,643 137,141 TOTAL ASSETS 513,949 420,975 482,109 EQUITY AND LIABILITIES Equity attributable to equity holders of the parent 96,440 93,466 105,726 Non-current liabilities			363,476	281,332	344,968
Income tax receivables					
Other receivables 15,913 14,834 10,839 Prepaid expenses and accrued income 45,008 42,356 37,845 Cash and cash equivalents 24,099 20,290 12,884 TOTAL ASSETS 150,473 139,643 137,141 TOTAL ASSETS 513,949 420,975 482,109 EQUITY AND LIABILITIES Equity attributable to equity holders of the parent 96,440 93,466 105,726 Non-current liabilities 7,10 231,905 184,129 216,725 Employee benefit obligations 2,421 2,485 2,632 Provisions 6 12,923 143 18,074 Deferred tax liabilities 6 26,296 22,212 27,269 Other liabilities - 445 - Interest-bearing liabilities 7,10 22,259 4,507 1,285 Provisions 5,6 24,141 17,903 22,514 Interest-bearing liabilities 5,6 24,141 17,903 22,514 Provisions	Trade receivables		59,536	56,076	,
Prepaid expenses and accrued income 45,008 42,356 37,845 Cash and cash equivalents 24,099 20,290 12,884 150,473 139,643 137,141 TOTAL ASSETS 513,949 420,975 482,109 EQUITY AND LIABILITIES Equity attributable to equity holders of the parent 96,440 93,466 105,726 Non-current liabilities Interest-bearing liabilities 7,10 231,905 184,129 216,725 Employee benefit obligations 2,421 2,485 2,632 Provisions 6 12,923 143 18,074 Deferred tax liabilities 6 26,296 22,212 27,269 Other liabilities Interest-bearing liabilities 7,10 22,259 4,507 1,285 Provisions 5,6 24,141 17,903 22,514 Trade payables 15,667 16,247 23,761 Income tax payables 6,865 4,141 2,344 Other liabilities 31,				,	•
Cash and cash equivalents 24,099 20,290 12,884 TOTAL ASSETS 150,473 139,643 137,141 TOTAL ASSETS 513,949 420,975 482,109 EQUITY AND LIABILITIES Equity attributable to equity holders of the parent 96,440 93,466 105,726 Non-current liabilities Interest-bearing liabilities 7,10 231,905 184,129 216,725 Employee benefit obligations 2,421 2,485 2,632 Provisions 6 12,923 143 18,074 Deferred tax liabilities 6 26,296 22,212 27,269 Other liabilities - 445	Other receivables		15,913	14,834	10,839
150,473	Prepaid expenses and accrued income		45,008	42,356	37,845
TOTAL ASSETS 513,949 420,975 482,109 EQUITY AND LIABILITIES Equity attributable to equity holders of the parent 96,440 93,466 105,726 Non-current liabilities Interest-bearing liabilities 7,10 231,905 184,129 216,725 Employee benefit obligations 2,421 2,485 2,632 Provisions 6 12,923 143 18,074 Deferred tax liabilities 6 26,296 22,212 27,269 Other liabilities - 445 - Current liabilities Interest-bearing liabilities 7,10 22,259 4,507 1,285 Provisions 5,6 24,141 17,903 22,514 Trade payables 15,667 16,247 23,761 Income tax payables 6,865 4,141 2,344 Other liabilities 31,595 29,991 21,100 Accrued expenses and prepaid income 43,437 45,306 40,678 Tota	Cash and cash equivalents		24,099	20,290	12,884
EQUITY AND LIABILITIES Equity attributable to equity holders of the parent 96,440 93,466 105,726 Non-current liabilities Interest-bearing liabilities 7,10 231,905 184,129 216,725 Employee benefit obligations 2,421 2,485 2,632 Provisions 6 12,923 143 18,074 Deferred tax liabilities 6 26,296 22,212 27,269 Other liabilities 7,10 273,545 209,414 264,700 Current liabilities Interest-bearing liabilities 7,10 22,259 4,507 1,285 Provisions 5,6 24,141 17,903 22,514 Trade payables 15,667 16,247 23,761 Income tax payables 6,865 4,141 2,344 Other liabilities 31,595 29,991 21,100 Accrued expenses and prepaid income 43,437 45,306 40,678 Total liabilities 1143,963 118,095 111,683 Total liabilities 327,509 376,382			150,473	139,643	137,141
Equity attributable to equity holders of the parent 96,440 93,466 105,726 Non-current liabilities 7,10 231,905 184,129 216,725 Interest-bearing liabilities 7,10 231,905 184,129 216,725 Employee benefit obligations 2,421 2,485 2,632 Provisions 6 12,923 143 18,074 Deferred tax liabilities 6 26,296 22,212 27,269 Other liabilities - 445 - Current liabilities 7,10 22,259 4,507 1,285 Provisions 5,6 24,141 17,903 22,514 Trade payables 15,667 16,247 23,761 Income tax payables 6,865 4,141 2,344 Other liabilities 31,595 29,991 21,100 Accrued expenses and prepaid income 43,437 45,306 40,678 Total liabilities 417,508 327,509 376,382	TOTAL ASSETS		513,949	420,975	482,109
Equity attributable to equity holders of the parent 96,440 93,466 105,726 Non-current liabilities 7,10 231,905 184,129 216,725 Interest-bearing liabilities 7,10 231,905 184,129 216,725 Employee benefit obligations 2,421 2,485 2,632 Provisions 6 12,923 143 18,074 Deferred tax liabilities 6 26,296 22,212 27,269 Other liabilities - 445 - Current liabilities 7,10 22,259 4,507 1,285 Provisions 5,6 24,141 17,903 22,514 Trade payables 15,667 16,247 23,761 Income tax payables 6,865 4,141 2,344 Other liabilities 31,595 29,991 21,100 Accrued expenses and prepaid income 43,437 45,306 40,678 Total liabilities 417,508 327,509 376,382	FOLITY AND LIABILITIES				
Non-current liabilities Interest-bearing liabilities 7,10 231,905 184,129 216,725 Employee benefit obligations 2,421 2,485 2,632 Provisions 6 12,923 143 18,074 Deferred tax liabilities 6 26,296 22,212 27,269 Other liabilities - 445 - Current liabilities Interest-bearing liabilities 7,10 22,259 4,507 1,285 Provisions 5,6 24,141 17,903 22,514 Trade payables 15,667 16,247 23,761 Income tax payables 6,865 4,141 2,344 Other liabilities 31,595 29,991 21,100 Accrued expenses and prepaid income 43,437 45,306 40,678 Total liabilities 417,508 327,509 376,382	-		96 440	93.466	105 726
Interest-bearing liabilities 7,10 231,905 184,129 216,725	Equity attributable to equity floiders of the parent		30,440	33,400	100,120
Employee benefit obligations 2,421 2,485 2,632 Provisions 6 12,923 143 18,074 Deferred tax liabilities 6 26,296 22,212 27,269 Other liabilities - 445 - Current liabilities - 273,545 209,414 264,700 Current liabilities 7,10 22,259 4,507 1,285 Provisions 5,6 24,141 17,903 22,514 Trade payables 15,667 16,247 23,761 Income tax payables 6,865 4,141 2,344 Other liabilities 31,595 29,991 21,100 Accrued expenses and prepaid income 43,437 45,306 40,678 Total liabilities 417,508 327,509 376,382	Non-current liabilities				
Provisions 6 12,923 143 18,074 Deferred tax liabilities 6 26,296 22,212 27,269 Other liabilities - 445 - Current liabilities Interest-bearing liabilities 7,10 22,259 4,507 1,285 Provisions 5,6 24,141 17,903 22,514 Trade payables 15,667 16,247 23,761 Income tax payables 6,865 4,141 2,344 Other liabilities 31,595 29,991 21,100 Accrued expenses and prepaid income 43,437 45,306 40,678 Total liabilities 417,508 327,509 376,382	Interest-bearing liabilities	7,10	231,905	184,129	216,725
Provisions 6 12,923 143 18,074 Deferred tax liabilities 6 26,296 22,212 27,269 Other liabilities - 445 - Current liabilities Interest-bearing liabilities 7,10 22,259 4,507 1,285 Provisions 5,6 24,141 17,903 22,514 Trade payables 15,667 16,247 23,761 Income tax payables 6,865 4,141 2,344 Other liabilities 31,595 29,991 21,100 Accrued expenses and prepaid income 43,437 45,306 40,678 Total liabilities 417,508 327,509 376,382	Employee benefit obligations		2,421	2,485	2,632
Other liabilities - 445 209,414 264,700 Current liabilities Interest-bearing liabilities 7,10 22,259 4,507 1,285 Provisions 5,6 24,141 17,903 22,514 Trade payables 15,667 16,247 23,761 Income tax payables 6,865 4,141 2,344 Other liabilities 31,595 29,991 21,100 Accrued expenses and prepaid income 43,437 45,306 40,678 Total liabilities 113,963 118,095 111,683 Total liabilities 417,508 327,509 376,382		6	12,923	143	18,074
273,545 209,414 264,700 Current liabilities Interest-bearing liabilities 7,10 22,259 4,507 1,285 Provisions 5,6 24,141 17,903 22,514 Trade payables 15,667 16,247 23,761 Income tax payables 6,865 4,141 2,344 Other liabilities 31,595 29,991 21,100 Accrued expenses and prepaid income 43,437 45,306 40,678 Total liabilities 113,963 118,095 111,683 Total liabilities 417,508 327,509 376,382	Deferred tax liabilities	6	26,296	22,212	27,269
Current liabilities Interest-bearing liabilities 7,10 22,259 4,507 1,285 Provisions 5,6 24,141 17,903 22,514 Trade payables 15,667 16,247 23,761 Income tax payables 6,865 4,141 2,344 Other liabilities 31,595 29,991 21,100 Accrued expenses and prepaid income 43,437 45,306 40,678 Total liabilities 417,508 327,509 376,382	Other liabilities		· -	445	-
Current liabilities Interest-bearing liabilities 7,10 22,259 4,507 1,285 Provisions 5,6 24,141 17,903 22,514 Trade payables 15,667 16,247 23,761 Income tax payables 6,865 4,141 2,344 Other liabilities 31,595 29,991 21,100 Accrued expenses and prepaid income 43,437 45,306 40,678 Total liabilities 417,508 327,509 376,382			273,545	209,414	264,700
Provisions 5,6 24,141 17,903 22,514 Trade payables 15,667 16,247 23,761 Income tax payables 6,865 4,141 2,344 Other liabilities 31,595 29,991 21,100 Accrued expenses and prepaid income 43,437 45,306 40,678 Total liabilities 113,963 118,095 111,683 Total liabilities 417,508 327,509 376,382	Current liabilities		,	·	·
Provisions 5,6 24,141 17,903 22,514 Trade payables 15,667 16,247 23,761 Income tax payables 6,865 4,141 2,344 Other liabilities 31,595 29,991 21,100 Accrued expenses and prepaid income 43,437 45,306 40,678 Total liabilities 113,963 118,095 111,683 Total liabilities 417,508 327,509 376,382	Interest-bearing liabilities	7.10	22.259	4.507	1.285
Trade payables 15,667 16,247 23,761 Income tax payables 6,865 4,141 2,344 Other liabilities 31,595 29,991 21,100 Accrued expenses and prepaid income 43,437 45,306 40,678 143,963 118,095 111,683 Total liabilities 417,508 327,509 376,382	<u> </u>	-		17,903	22,514
Income tax payables 6,865 4,141 2,344 Other liabilities 31,595 29,991 21,100 Accrued expenses and prepaid income 43,437 45,306 40,678 143,963 118,095 111,683 Total liabilities 417,508 327,509 376,382	Trade pavables	,		·	· · · · · · · · · · · · · · · · · · ·
Other liabilities 31,595 29,991 21,100 Accrued expenses and prepaid income 43,437 45,306 40,678 143,963 118,095 111,683 Total liabilities 417,508 327,509 376,382				,	,
Accrued expenses and prepaid income 43,437 45,306 40,678 143,963 118,095 111,683 Total liabilities 417,508 327,509 376,382				•	· · · · · · · · · · · · · · · · · · ·
143,963 118,095 111,683 Total liabilities 417,508 327,509 376,382	Accrued expenses and prepaid income			,	•
Total liabilities 417,508 327,509 376,382	The second of th				
	Total liabilities				
	TOTAL EQUITY AND LIABILITIES		513,949	*	<u> </u>

Transcom Group - Condensed consolidated statement of changes in equity

Equity attributable to equity holders of the parent Other Total number of Share reserves and Retained shares premium (€ '000) Notes ('000)Share capital reserve earnings **Total equity** Balance, Jan 1, 2018 11,939 20,501 107,497 128,004 Profit/loss for the period -31,574 -31,574 Other comprehensive income, net of tax -2,964 -2,964 Balance, Jun 30, 2018 11,939 8 20,501 72,959 93,466 Profit/loss for the period 617 617 Issue of bonus shares 47 -47 Other comprehensive income, net of tax 3,108 3,108 Shareholder contribution 8,535 8,535 11,939 55 20,501 105,726 Balance, Dec 31, 2018 85,172 -7,690 Profit/loss for the period -7,690 -1,597 Other comprehensive income, net of tax -1,597

11,939

55

20,501

75,886

96,440

Transcom Group - Condensed consolidated statement of cash flows

Balance, Jun 30, 2019

	2019		2019	2018	2018
(€ '000) Not	es Q2	Q2	Jan-Jun	Jan-Jun	Jan-Dec
Cash flows from operating activities					
Profit/loss before tax	-2,437	-21,813	-3,345	-30,164	-32,226
Adjustments to reconcile profit before					
tax to net cash:					
Adjustments for non cash items	12,009	15,853	19,220	18,696	30,050
Net financial items	4,388		8,429	11,780	19,674
Income taxes paid	-2,171	-1,026	-2,834	-1,301	-2,288
Cash flows from operating activities					
before changes in working capital	11,789	-2,774	21,470	-988	15,211
Changes in working capital	-7,216	8,371	-3,819	3,677	-12,716
Cash flow from operating activities	4,573	5,596	17,651	2,688	2,495
Investments and disposals of tangible					_
assets	-1,490	-1,645	-3,039	-2,802	-8,496
Investments and disposals of intangible					
assets	-1,347	-329	-2,143	-613	-307
Acquisition of subsidiaries, net of cash					
acquired	6 -	-	-	-	-34,033
Disposals of business, net of cash	6 6,540	-	5,936	-	-
Changes in other non-current assets	-144	-85	-237	99	922
Interest received	153	-	153	-	126
Cash flow from investing activities	3,712	-2,059	670	-3,316	-41,788
Proceeds from borrowings	7 10,917	-	10,917	245,029	219,146
Repayment of borrowings	7 -2,902	-3,781	-4,648	-239,007	-181,558
Payment of lease liabilities	-5,624	-1	-5,624	-2	-2
Shareholder contribution	-	-	-	-	8,535
Interest and other financial costs paid	-7,271	-1,189	-7,764	-3,002	-12,049
Cash flow from financing activities	-4,880	-4,970	-7,120	3,017	34,072
Cash flow for the period	3,405	-1,433	11,201	2,389	-5,221
Cash and cash equivalents at beginning					
of the period	21,053	20,240	12,884	17,249	17,249
Cash flow for the period	3,405	-1,433	11,201	2,389	-5,222
Exchange rate differences in cash and					
cash equivalents	-358	1,484	15	652	856
Cash and cash equivalents at end of					
the period	24,099	20,290	24,099	20,290	12,884

Transcom Holding AB (publ) - Condensed income statement

	2019	2018	2019	2018	2018
(€ '000) Note	es Q2	Q2	Jan-Jun	Jan-Jun	Jan-Dec
Revenue	508	-	763	-	978
Cost of sales	-	-0	-	-0	=
Gross profit	508	-0	763	-0	978
Administrative expenses	-477	-3	-742	-3,671	-4,179
Other operating income/expenses	-6	-65	-21	-61	=
Operating profit/loss	25	-68	-0	-3,732	-3,201
Result from participations in Group companies	-	-	-	56,474	56,474
Net financial items	-2,913	-2,883	-3,637	-7,393	-12,118
Profit/loss before tax	-2,889	-2,951	-3,638	45,348	41,155
Income tax expense/income	-	-	-	-	-
Profit/loss for the period*	-2,889	-2,951	-3,638	45,348	41,155

 $^{{}^*\!}Profit/loss$ for the period corresponds with total comprehensive income.

Transcom Holding AB (publ) - Condensed balance sheet

3 4 7			
	2019	2018	2018
(€ '000) Notes	Jun 30	Jun 30	Dec 31
ASSETS			
Non-current assets			
Investments in Group companies	278,919	270,358	278,919
Receivables from Group companies	88,725	81,924	90,959
	367,644	352,282	369,878
Current assets			
Receivables from Group companies	2,341	1,672	4,014
Other receivables	405	577	591
Cash and cash equivalents	136	312	10
·	2,882	2,560	4,614
TOTAL ASSETS	370,526	354,842	374,492
EQUITY AND LIABILITIES			
Restricted equity	55	8	55
Unrestricted equity	172,432	171,754	176,070
	172,487	171,762	176,125
Non-current liabilities			
Interest-bearing liabilities 7	195,339	178,905	195,222
-	195,339	178,905	195,222
Current liabilities			
Provisions	-	-	-
Liabilities to Group companies	-	201	9
Other liabilities	2,699	3,974	3,136
	2,699	4,175	3,145
Total liabilities	198,038	183,080	198,367
TOTAL EQUITY AND LIABILITIES	370,526	354,842	374,492

Notes to the condensed financial statements

The accompanying notes are an integral part of the interim condensed consolidated financial statements. Amounts are in thousands of Euro, unless otherwise stated.

General

The Group's Parent Company, Transcom Holding AB (publ), is a registered company domiciled in Stockholm, Sweden. The address of the Company's headquarter is Hälsingegatan 40, 15th floor, SE-113 43 Stockholm. The parent Company is responsible for corporate management and administration and holding functions.

2. Accounting principles

The interim report for the Group has been prepared in accordance with IAS 34 Interim Financial Reporting. Application of IFRS complies with the accounting principles set out in the Group's annual financial statements as at December 31, 2018.

IFRS 16 Leases came into effect as of January 1, 2019. The Group has adopted the new standard. For the IFRS 16 transition, Transcom decided to apply the simplified retrospective approach and has not restated comparative amounts for 2018, the year prior to first adoption. The leasing debt at the adoption was the discounted future leasing costs as per January 1, 2019. The Group is using the recognition exemption for short-term leases and low-value leases, e.g. office equipment are classified as low-value assets and hence not included them in the balance sheet. The leasing agreements recorded according to the new standard, mainly refers to rental agreement of sites and offices. Leasing cost that earlier, according to IAS 17, was reported as costs in the income statement are replaced by depreciations on the leasing tangible assets and an interest cost on the leasing debt. For further information, please see note 10.

3. Risk management

The Group's activities expose it to a variety of business and financial risks, market risk (including currency risk and interest rate risk), credit risk and liquidity risk. The Group's risk management and control framework is designed to support the identification, assessment, monitoring, management and control of risks that are significant to the achievement of the Group's business objectives. The condensed consolidated financial statements do not include all risk management information and should be read in conjunction with the Group's annual financial statements as at December 31, 2018. There have been no material changes in risks, the risk management policy and procedures during the period compared to what was presented in the annual financial statements as at December 31, 2018.

4. Segment information

(€ '000) Jan-Jun 2019	English speaking	Europe	Latin America	Group
Revenue from external customers	87,388	180,868	867	269,124
EBITA excl. non-recurring items	9,674	7,806	-75	17,639
Transaction-related amortization				-5,472
Non-recurring items				-7,083
EBIT incl. non-recurring items				5,084
Net financial items				-8,429
Profit/loss before tax				-3,345

(€ '000) Jan-Jun 2018	English speaking	Europe	Latin America	Group
Revenue from external customers	72,427	194,751	2,888	270,064
EBITA excl. non-recurring items	3,094	9,582	-289	12,387
Transaction-related amortization				-4,134
Non-recurring items				-26,637
EBIT incl. non-recurring items				-18,384
Net financial items				-11,780
Profit/loss before tax				-30,164

As of January 1, 2019 there was a minor organization change in the Group, a movement between English speaking and Europe segment, why 2018 have been restated accordingly.

In March 2019 the Chilean operation was divested, and de-consolidated from that date. The transaction concludes the divestment of Transcom's operations in the Latin America segment.

5. Items affecting comparability

	2019	2018	2019	2018	2018
_(€ '000)	Q2	Q2	Jan-Jun	Jan-Jun	Jan-Dec
Operational non-recurring items	-4,674	-20,526	-7,681	-23,351	-28,278
Transaction-related non-recurring items	1,608	-99	598	-3,286	-6,297
Total	-3,065	-20,625	-7,083	-26,637	-34,575

The table below shows where the items effecting comparability is presented in the Group's income statement.

	2019	2018	2019	2018	2018
_(€ '000)	Q2	Q2	Jan-Jun	Jan-Jun	Jan-Dec
Cost of sales	-3,003	-14,040	-4,792	-14,602	-15,958
Marketing expenses	-	-171	-	-171	-419
Administrative expenses	-1,454	-6,414	-2,737	-11,864	-16,711
Net gain/loss on disposal of business	5	-	-826	-	-
Other operating income/expenses	1,387	-	1,271	=	-1,487
Total	-3,065	-20,625	-7,083	-26,637	-34,575

Q2 2019 includes transaction-related non-recurring items of € 2.8 million, relating to Transcom's divestment of part of its legal services business in Spain.

In Q2 2018 a provision of € 8.0 million was recorded in the capture Cost of Sales relating to that the Group has an ongoing dispute in Spain with legal professionals hired as consultants where the social security inspection claims that they should be considered as employees. The relevant Group Company is currently in discussions with the social security inspection.

6. Acquisitions and disposals

During the quarter Transcom divested parts of the business in Spain, with a cash effect of ϵ 6.5 million and a net gain of ϵ 2.8 million have been recorded in the capture Other operating income. The divested business had a turnover of ϵ 8 million and 169 employees. Divested net assets amounted to ϵ 3.4m, including Goodwill and Customer relationship asset values.

In March 2019 the Chilean operation was divested with a cash effect € -0.6 million. The transaction concludes the divestment of Transcom's operations in Latin America. The divested unit had a turnover of EUR 5.6 million in 2018 and approximately 540 employees.

On July 27, 2018, the Group acquired Awesome OS, which was consolidated from July 28, 2018. The cash-flow effect and purchase price allocation for the acquisition of Awesome OS in 2018 was as follows:

	2018
(€ '000)	Jan-Dec*
Consideration paid in cash	35,602
Cash acquired	-1,569
Cash flow from acquisitions of subsidiaries, net of cash acquired	34,033
Value of the shares *	58,262
Purchase price allocation:	
Acquired net assets	4,564
Goodwill	25,864
Customer relationship	35,685
Deferred tax liability	-7,851
Total	58,262

*2018 includes consideration paid in cash (EUR 35.602 thousand) and a provision for maximum potential earnouts (with a fair value amounting to EUR 22.660 thousand). As per June 2019 the provisions are amounting to EUR 25.421 thousand (including both fair value revaluation and foreign exchange effect).

7. Interest-bearing liabilities

On March 15, 2018, Transcom replaced the previous financing agreement by a € 180,000 thousand Senior Secured Fixed Rate Notes (SSFRN), maturing in March 2023, as well as on the 19th of March 2018 a € 45,000 thousand Super Senior Revolving Credit Facility (SSRCF) Agreement with Nordea and Danske Bank both held by the Parent company, maturing in September 2022. Interest rates in the revolving facility are based on LIBOR, STIBOR and EURIBOR plus margins. For the SSRCF the Company is committed to meet certain test conditions. There are share pledges in material companies (€ 204 million) used as security for the financing. A part of the SSRCF is used to cover bank guarantees and cash pool limits. These new facilities replaced the previous facility agreement with Danske Bank of € 85,000 thousand and SEK 1,708,157,500.

In addition, in connection with the acquisition of Awesome OS, on July 24, 2018, a Senior Unsecured Fixed Rate Notes (SUFRN) of ϵ 10,000 thousand was issued.

As at June 30, 2019 the loan under the SSRCF amounted to € 20,919 thousand (all non-current) of which € 6,200 thousand is held by the Parent company, excluding usage of cash pool and other local lending.

8. Contingent liabilities

As at June 30, 2019, eight Group entities are subject to tax audits. Some of these have resulted in reassessments, while others are still at an early stage and no reassessments have yet been raised. As at June 30, 2019 the provision related to tax audits amounts to ϵ 4,026 thousand (December 31, 2018 ϵ 4,026 thousand).

The group has no material contingent liabilities as at June 30, 2019. In addition to the above tax risks, the Group may be subject to other tax claims for which the risk of future economic outflows is currently evaluated to be remote.

9. Financial instruments

Classification of the Group's financial assets and liabilities:

	Financial instruments at amortized cost	Financial instruments at fair value to the P&L*	Deriva- tives for cashflow hedges	2019 Carrying	Jun 30, 2019 Fair value	Financial instruments at amortized cost	Financial instruments at fair value to the P&L*	Deriva- tives for cashflow hedges	Dec 31, 2018 Carrying amount	Dec 31, 2018 Fair value
(€ '000)										
Total non-current										
assets	2,408	-	-	2,408	2,408	2,163	-	-	2,163	2,163
Total current										
assets	138,836	-	1,104	139,940	139,940	128,311	-	297	128,608	128,608
Total financial										
assets	141,244	-	1,104	142,347	142,347	130,474	-	297	130,771	130,771
Total non-current										
liabilities	225,998	10 020		244.828	294,496	216,871	17,929	_	224 700	202.055
Total current	225,996	18,830	-	244,020	294,490	210,071	17,929	-	234,799	293,055
	100 110	0.504		445 704	445 754	05 210	6 275		04 404	04 550
liabilities	109,110	6,591	-	115,701	115,754	85,219	6,275	-	91,494	91,559
Total financial										
Total financial	225 422	05.404		222 522	440.054		04.004		000 004	004044
liabilities**	335,109	25,421	-	360,530	410,251	302,090	24,204	-	326,294	384,614

^{*} The fair values of the Financial instruments at fair value to the P&L have been estimated using a DCF model. The nominal amount is USD 31,545 thousand. The provision was recorded to the value of € 22,660 thousand as per July 2018, and has been revalued to € 25,421 thousand as per June 2019 (including both fair value revaluation and foreign exchange effect).

^{** 2019} Financial liabilities includes the new Leasing liabilities according to IFRS 16.

10. Leasing

The Group has implemented the new standard, IFRS 16 Leases, and the following table shows the effect on Transcoms income statement and balance sheet.

	2019	
(€ '000)	Jan-Jun	
Reversed cost (EBITDA effect)	6,696	
Depreciations	-6,168	
Operating profit/loss	528	
Net financial items	-1,072	
Income tax expense	75	
Profit/loss for the period		
Leased assets, included in Tangible assets	29,636	
Leasing liabilities, included in Interest-bearing liabilities, non-current	19,580	
Leasing liabilities, included in Interest-bearing liabilities, current		

11. Events after the reporting period

No events have taken place after the end of the interim period which require disclosure or amendment of these interim condensed financial statements.

ALTERNATIVE PERFORMANCE MEASURES

The purpose of Transcom's alternative performance measurements is to disclose additional information to support a more comprehensive year-on-year comparison and provide an indication of the Group's performance and financial position. These alternative performance measurements defined below are considered to be widely accepted.

EBIT: corresponds to the Operating profit/loss presented in the Condensed Consolidated Income Statement.

EBITA: is defined as Operating profit/loss, adding back the recorded transaction-related amortization.

Non-recurring items: are defined as rare events or activities that are not part of normal business operations, mainly restructuring activities.

EBITA excluding non-recurring items: is calculated by excluding the non-recurring items and the recorded transaction-related amortization from Transcom's Operating profit/loss. The purpose of disclosing Transcom's EBITA excluding non-recurring items is to provide more transparent year-on-year comparison excluding events that are not considered part of Transcom's normal business, such as restructuring cost and net gain or loss from disposed business.

EBITDA: is defined as Operating profit/loss, adding back the recorded depreciation on fixed assets and amortization.

EBITDA excluding non-recurring items: is defined as EBITDA excluding the non-recurring items as defined above.

Net debt: is defined as interest-bearing liabilities and employee benefit obligations, excluding leasing debt according to IFRS 16, less cash and cash equivalents per balance sheet day.

Other definitions

English speaking segment: services delivered to multinational clients.

Europe segment: services delivered to clients based in Europe.

Latin America segment: services delivered to clients based in Latin America (Chile have been divested and deconsolidated after February 2019. The divestment in Chile concluded the divestment of Transcom's operations in Latin America segment).

ABOUT TRANSCOM

Transcom is a global customer experience specialist, providing customer care, sales, technical support and collections services through our extensive network of contact centers and work-at-home agents. We are 27,000 customer experience specialists at 50 contact centers across 20 countries, delivering services in 33 languages to international brands in various industry verticals.