"Building leading marketplaces for Online Presence and Online Marketing."

FY21 Results Roadshow

February 2022

CentralNic

Building a better global digital economy

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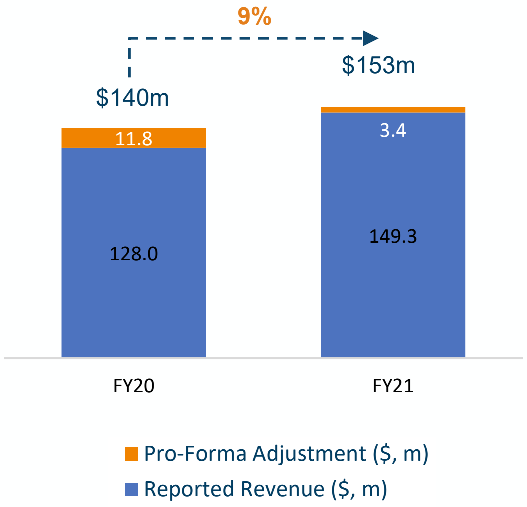
CENTRALNIC FY21 UPDATE

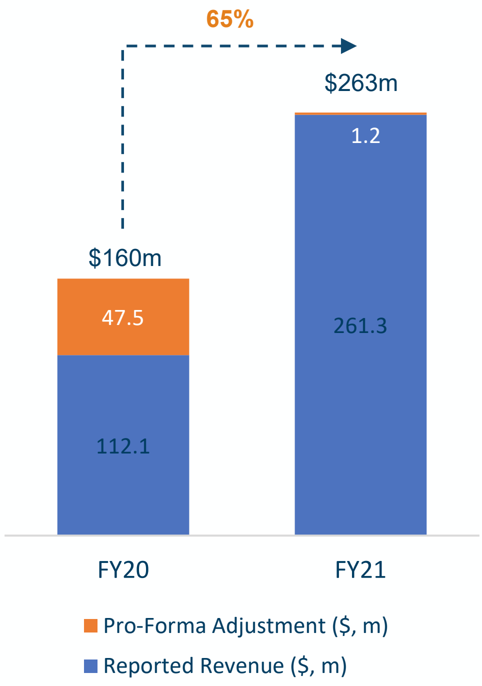
Record 39% organic growth

Providing the tools businesses need to succeed online



Online Presence

Notes: (1) Pro-forma adjustment for acquired revenue, constant currency FX impact and non-recurring revenues



Online Marketing

Online Presence Segment

Business: Selling the basic tools for a company to get online

Products: Web addresses, websites, hosting, email, etc.

Recurring Revenue model: Annual subscriptions

Online Marketing Segment

Business: Selling the tools for websites to acquire customers and generate revenues

Products: Tools for monetizing web traffic and media buying tools for acquiring customers

Recurring Revenue model: Rolling open-ended revenue share contracts

Notes: (1) Pro-forma adjustment for acquired revenue, constant currency FX impact and non-recurring revenues; Prior year (FY20) Revenue and EBITDA have been re-stated; CNIC results RNS, to be released on February 28 2022, will supersede any FY21 figures shown on this slide

CentralNic FY'21 Highlights

Strategy of investing to drive organic growth is delivering results

c.$10m investment made in staff and systems

Result: $116m YoY organic revenue growth in FY'21

Growth has accelerated as we exit COVID

New internet privacy measures support our growth

Additional Operational highlights

Appointment of new Chief Technology & Product Officer to lead the technology and product teams across, with a focus on technical integrations and new product launches

Data and AI group established

Experienced non-executive directors added to the board

New customer wins for the Registry business include JISC and Dot London

Successful bond tap issue of EUR 15m at 104.5% of nominal value

Acquisition of SafeBrands in January 2021, Wando Internet Solutions in February 2021, the White & Case website portfolio in October 2021 and NameAction in December 2021

Final deferred consideration payments made for Team Internet and SafeBrands

Currency exposure on the bond hedged at 3.3% below the level at 31 December 2020

FY 2021 Financial Highlights

Achieving record growth

Gross Revenue	Net Revenue	Adjusted[1] EBITDA
$410.5m	$118.5m	$46.3m
+71%	+58%	+57%
FY 2020[3]: $240.0m	FY 2020[3]: $75.1m	FY 2020[3]: $29.4m

Adjusted EPS	Operating Profit	Adjusted[2] Cashflow
¢ 11.80	$12.4m	$53.7m
+18%	n.m.	+52%
FY 2020[3]: ¢ 9.96	FY 2020[3]: ($2.1)m	FY 2020[3]: $35.2m

Notes: [1] Subsidiary and Associate Earnings before interest, tax, depreciation, amortisation, non-cash charges and non-core operating expenses [2] Cashflow from operations adjusted for exceptional costs incurred and paid during the year and settlement of one-off working capital items from the prior year [3] Prior year (FY20) Revenue and EBITDA have been re-stated; CNIC results RNS, to be released on February 28 2022, will supersede any FY21 figures shown on this slide

Income Statement

($, m)	FY 2021[1]	FY 2020[1]	% Change
Revenue	410.5	240.0	**71%**
Cost of Sales	-292.0	-164.9	
Net Revenue (Gross Profit)	118.5	75.1	**58%**
Gross Margin %	29%	31%	
Administrative Expenses	-101.1	-72.1	**40%**
Share Based Payment Expenses	-5.0	-5.1	
Operating Profit / (Loss)	12.4	-2.1	
Adjusted EBITDA[2]	**46.3**	**29.4**	**57%**
Depreciation	-3.5	-2.1	
Amortisation of intangible assets	-18.3	-13.7	
Non-core operating expenses**	-8.7	-8.2	
Foreign Exchange Loss	1.6	-2.1	
Share of associate EBITDA	-	-0.2	
Share Based Payment Expenses	-5.0	-5.1	
Operating Profit or (Loss)	**12.4**	**-2.1**	

Notes: [1] Prior year (FY20) Revenue and EBITDA have been re-stated; CNIC results RNS, to be released on February 28 2022, will supersede any FY21 figures shown on this slide [2] Subsidiary and Associate Earnings before interest, tax, depreciation, amortization, non-cash charges and non-core operating expenses

Revenue up by 71% and Gross Profit up by 58%

Gross Margin marginally lower YoY due to product mix shifting to Online Marketing

Balance Sheet

($, m)	FY 2021[1]	FY 2020[1]	% Change
Non-Current Assets	271.8	270.6	0%
Current Assets	128.4	77.6	65%
Total Assets	**400.2**	**348.2**	**15%**
Non-Current Liabilities	149.1	137.9	8%
Current Liabilities	137.1	96.4	42%
Total Liabilities	286.2	234.3	22%
Total Equity	114.0	113.9	0%
Total Equity and Liabilities	**400.2**	**348.2**	**15%**

($, m)	FY 2021	FY 2020	% Change
Gross interest bearing debt	131.1	113.7	15%
Cash	56.1	28.7	96%
Net debt[2]	**75.0**	**85.0**	**-12%**

Notes: [1] Prior year (FY20) Revenue and EBITDA have been re-stated; CNIC results RNS, to be released on February 28 2022, will supersede any FY21 figures shown on this slide [2] Includes gross cash, debt and prepaid finance costs

Cash position improved over 31 December 2020

Net Debt reduced despite four acquisitions for USD 18m plus settlement of earnout

CentralNic Group PLC

Cashflow Statement

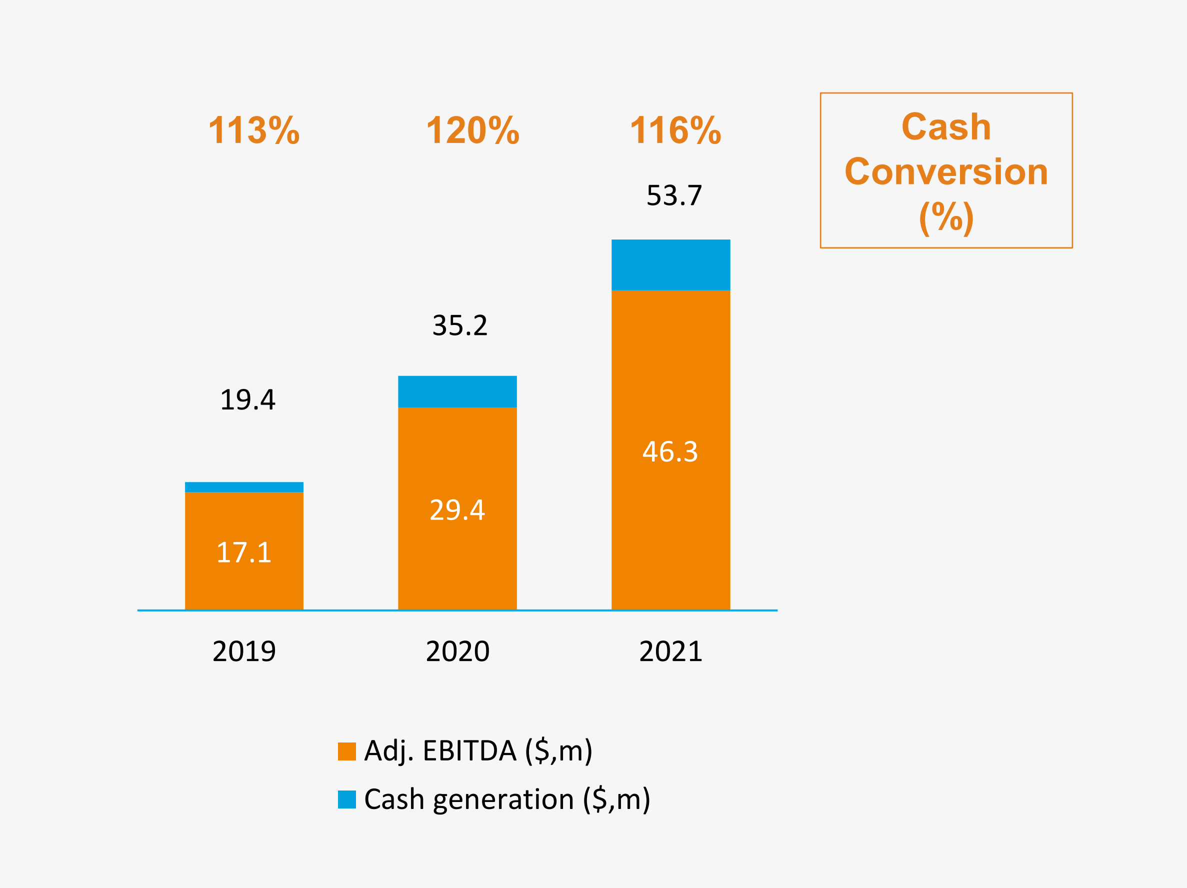
($, m)	FY 2021[1]	FY 2020[1]	% Change
Gain/(Loss) before taxation	**1.6**	**-11.8**	**-113%**
Adjustments for:			
Depreciation of PPE	3.5	2.1	69%
Amortisation of intangible assets	18.3	13.7	33%
Share of associate income	-	-0.2	-
Gain on sale of associate	-	-0.3	-
Finance cost (net)	10.8	9.8	10%
Share based payments	5.0	5.1	-2%
Decrease in trade and other receivables	-20.8	-8.1	158%
Increase in trade and other payables and accruals	22.0	12.2	81%
Decrease in inventories	0.3	-	-
Cash flow from operations	**40.7**	**22.7**	**80%**

Notes: [1] Prior year (FY20) Revenue and EBITDA have been re-stated; CNIC results RNS, to be released on February 28 2022, will supersede any FY21 figures shown on this slide

Unadjusted cashflow from operations nearly doubled in FY21

CentralNic Group PLC

High cash conversion



Notes: [1] Prior years figures have been re-stated; CNIC results RNS, to be released on February 28 2022, will supersede any FY21 figures shown on this slide [2] Adjusted Cash Conversion is defined as Adj. Cashflow from Operations divided by Adj. EBITDA x Cash Conversion

Cash generation from operations = 116% of Adjusted EBITDA (FY 2020: 120%)

Testament to high cash conversion

Adjusted Cashflow Bridge:

Cash Conversion Analysis ($, m)	**FY 2021**	**FY 2020**
Cashflow from operations	40.7	22.7
Exceptional costs	11.0	7.5
Settlement of working capital items	2.0	5.1
Adj. cashflow from operations	**53.7**	**35.2**
Adjusted EBITDA*	**46.3**	**29.4**
Adjusted Cash Conversion %	**116%**	**120%**

CentralNic Group PLC

Profits expected to improve with scale in future years

	($,m)	FY 2021[1]	FY 2020[1]	Δ FY '21 - FY '20
1	*Net revenue (gross profit)*	*118.5*	*75.1*	*43.4*
	OPEX	(72.2)	(45.7)	(26.5)
	Adj. EBITDA	*46.3*	*29.4*	*16.9*
2	*Amortisation of intangible assets*	(18.3)	(13.7)	(4.5)
	Depreciation of PPE	(3.5)	(2.1)	(1.4)
	Foreign exchange gain/(loss)	1.6	(2.1)	3.8
3	*Non-core operating expenses*	(8.7)	(8.2)	(0.5)
	Share of associate EBITDA		(0.2)	0.2
	Share-based payments expense	(5.0)	(5.1)	0.1
	Operating profit	*12.4*	*(2.1)*	*14.4*
4	*Finance costs*	(10.8)	(9.8)	(1.0)
	Profit before taxation	1.6	(11.8)	13.4

Notes: [1] Prior year (FY20) Revenue and EBITDA have been re-stated; CNIC results RNS, to be released on February 28 2022, will supersede any FY21 figures shown on this slide

1. **Overhead to plateau** – staff cost increased due to 5 acquisitions after 30 June 2020 and new hires to accelerate organic growth. Growth in staff has already slowed down as we approach the optimal team size

2. **Amortisation relates to M&A** – these are non-cash costs. When we make acquisitions, IFRS requires us to allocate part of the purchase price to intangibles that are then written down through the P&L each year

3. **Non-core expenses to reduce over time** – contingent costs related to acquisitions and integrations. Reduces over time and as outside advisers replaced with in-house staff

4. **Finance Costs (Interest on bond) will decrease** – tap issue in February 2021 indicates lower interest rate may be obtainable when refinancing the bond during window from H2 2022 to H1 2023

CentralNic Group PLC

Strategic Priorities

Organic Growth

- New customer wins
- Growng existing customers, and cross-selling our services
- Launching new products and contracting with new suppliers

Focused M&A

- Website and e-commerce targets matching our own recurring revenue, cash generation profile
- Strong pipeline of attractively priced deals

Operating Leverage

- Achieve cost savings in future periods by continuing our integrations
- We expect operational gearing to enhance margins as the group scales

Sustainable Debt

- Reduce interest rate on historic debt (latest effective interest rate <5%)
- Retain Net Debt / EBITDA ratio of < 2 and interest coverage of > 4x

Leader in ESG

Inclusivity

CentralNic's Mission is "Making the internet everybody's domain," and it supplies tools to people in almost every country in the world to succeed in their online projects

Grants for worthy projects

Through its SK-NIC Fund, CentralNic, has donated over €500,000 in grants to initiatives supporting education, cyber-security and accessibility

Carbon Reduction/Offset

CentralNic considers carbon emissions in its strategic plan and practices
Streamlined Energy and |Carbon Reporting (SECR).
The company has offset its identified 2020 GHG emissions by investing in Verified Carbon Standard certified clean energy projects

Diversity

CentralNic has a very diverse global workforce and operates a policy of considering diversity priorities in all hiring and promotions

VGL

ACQUISITION TARGET: VGL

Germany’s Leading Product Comparison Sites

100 + Product Comparison websites

Vergleich.org
WARENVERGLEICH.de
Haushaltstipps.net
Kuehlschrank.com Test, Vergleich & Ratgeber
Gasgrill.net Test, Vergleich & Ratgeber
Heimwerker.de

TRANSLATIONS:
Comparison.org
Fridge.com
ProductComparison.de
GasCooker.net
HouseholdTips.net
Handyman.net

2021: Revenue of $55m

- Leading source of new customers for leading e-commerce companies
- Revenues from e-commerce commissions

Massive Premium Content Production Capability

150k + Product Listings

10k + Comparison categories

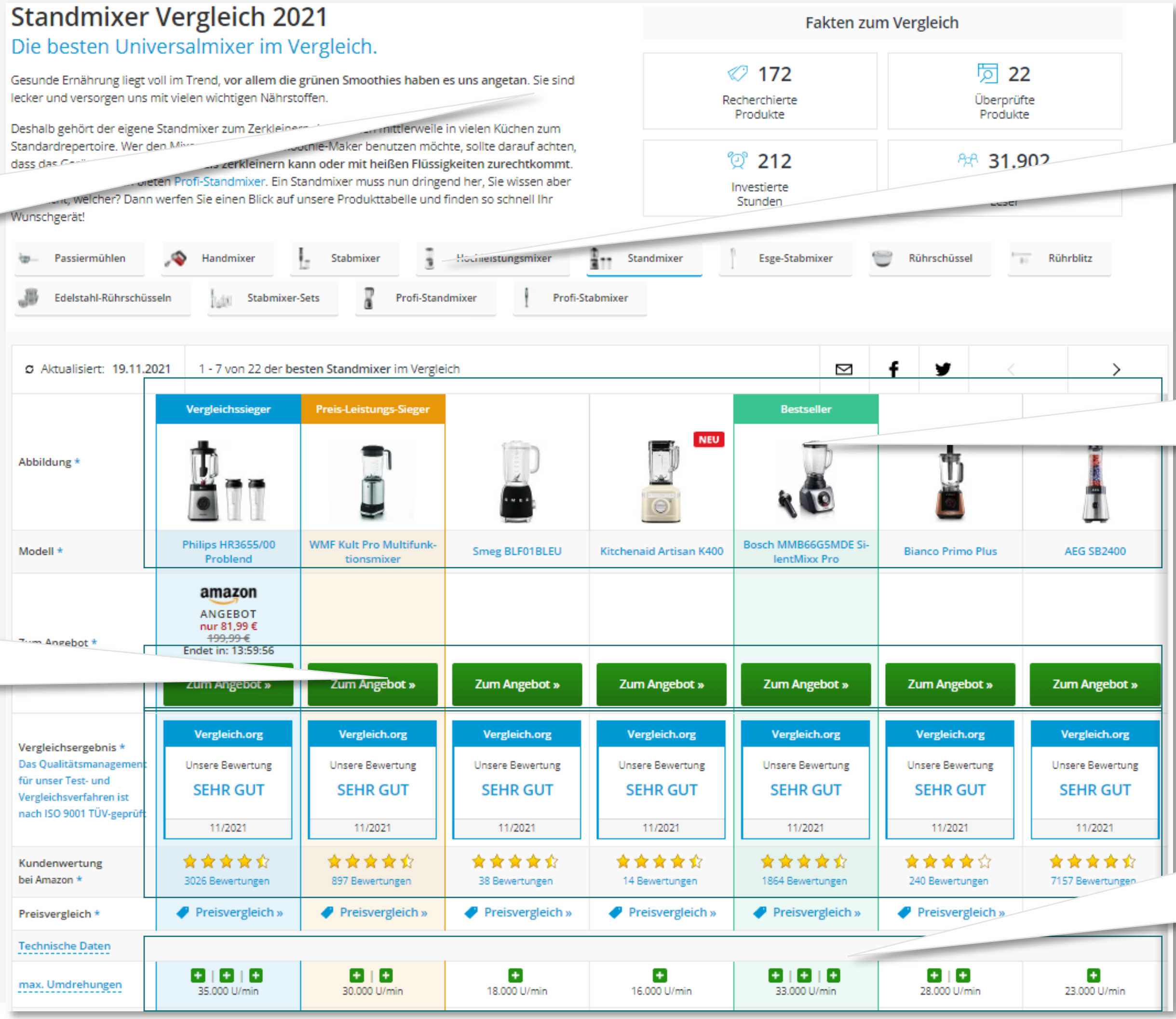
Vast range of verticals such as Home Improvement and Sport & Leisure

2021: c$11m in EBITDA

- Significant share of revenues derived from organic traffic = 100% gross margin
- Balance of traffic driven through large scale media buying

VGL publishes 100+ product comparison sites which drive customers to e-commerce merchants

Unbiased, up-to-date, premium quality content



Key information in a standardized and optimized table

Visuals make high intent users find the product they want immediately

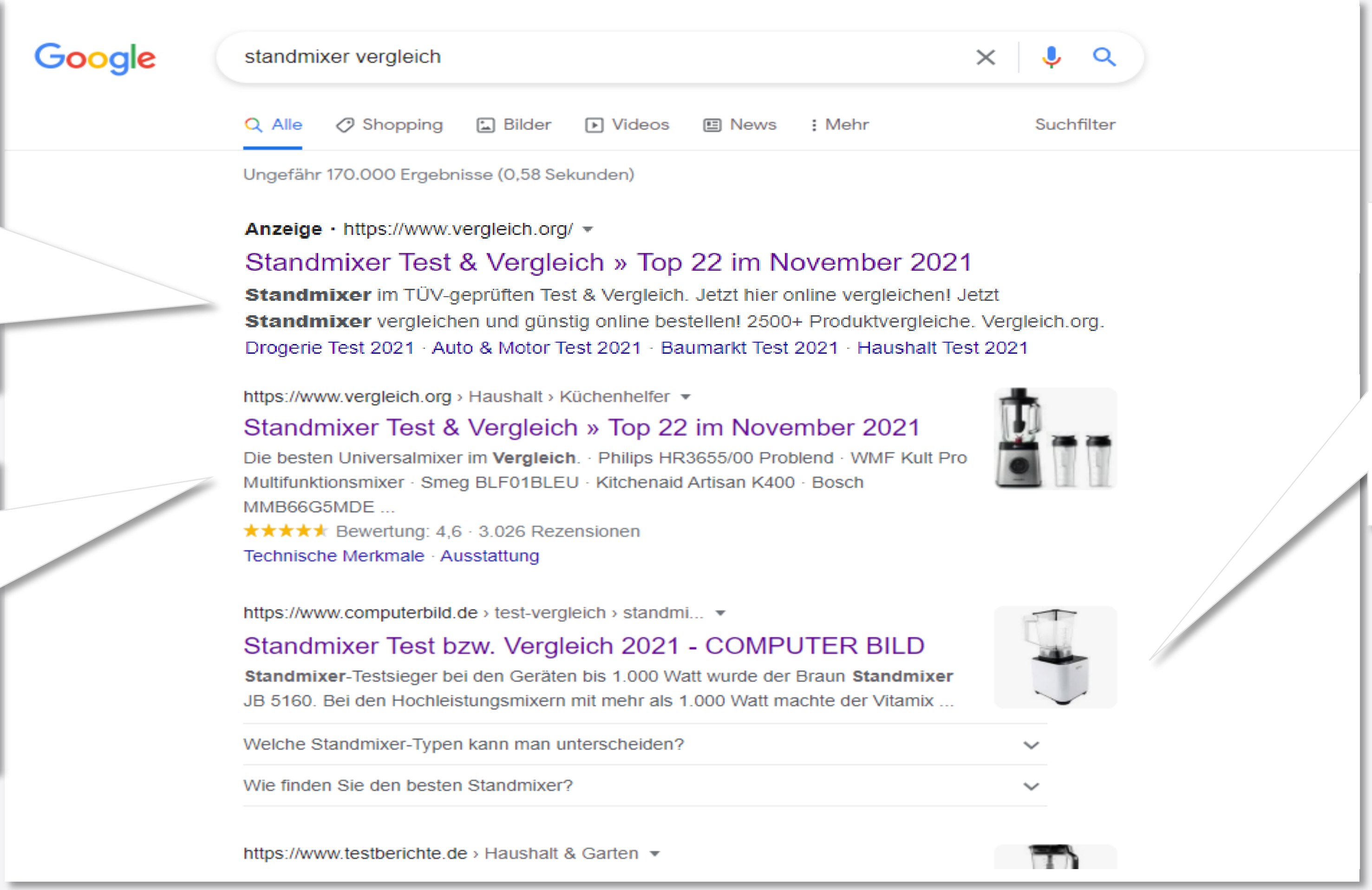
Direct links to web shops make it convenient for users to buy the product they want

Ratings and reviews for customers wanting to research further

VGL’s multiple websites plus paid listings for relevant keywords dominate search engine results

Due to its superior marketing technology, VGL can afford top paid search results

High quality content optimized for SEO = high rank in organic search results



VGL crowds out search results with multiple highly ranked websites for the same search term (including partner websites)

Source: Google, vergleich.org, OMMAX analysis

Strategic Rationale

Investment rationale

1 Traffic + Content

Adds 100 traffic-generating websites and enhanced capabilities to produce premium content

2 E-commerce partners

Diversifies revenue sources, we can sell our traffic to

3 Margin enhancing

Augment margins by adding higher margin business at scale plus lower cost traffic and higher paying customers

Growth opportunities

1 Geographic expansion

Immediate Opportunities in the EU and potentially globally

2 New products/verticals

VGL's platform offers further potential growth with new products

3 Domain Names

CentralNic has privileged access to highly suitable domain names to build more content sites (in more languages)

Cost synergies

1 Media buying

CentralNic may open up new traffic sources to VGL via Social and Native networks at attractive terms

2 Integrating Wando

Amalgamating our two Berlin-based companies

3 Joint Procurement

Costs may be reduced with the buying power of CentralNic

We expect double-digit earnings accretion before synergies

Company	12 Months Ended	PF[1] Revenue ($,m)	PF Adjusted[2] EBITDA ($,m)	EBITDA Margin
CentralNic	31 December 2021	415.2	47.0	11.3%
VGL[3]	31 December 2021	55.3	10.9	19.7%
Combined Group		470.5	57.9	12.3%

	On completion
VGL EV[4]	$68m
VGL EBITDA (trailing)	$10.9m
EV/EBITDA	6.2x

	Pre-Transaction (31/12/21)	Post –Transaction (31/12/21)[5]
CNIC Net Debt	$75m	$85m
CNIC EBITDA	$47.0m	$57.9m
Net Debt/EBITDA (x)	1.6x	1.5x

Notes: [1] Pro-forma, as if all constituents as of the 31/12/2021 would already have been part of the group as of 1/1/2021; CNIC results RNS, to be released on February 28 2022, will supersede any FY21 figures shown on this slide [2] Subsidiary and Associate Earnings before interest, tax, depreciation, amortisation, non-cash charges and non-core operating expenses [3] EUR denominated financials converted to USD using the average 2021 EUR/USD FX rate of 1.183 [4] Excluding Earnout [5] Assumed financing mix of GBP 42m equity and EUR 21m debt plus GBP 3m Open Offer; FX may lead to minor variances

Transaction Overview

Acquisition

Target	**Acquiring 100% of VGL Verlagsgesellschaft mbH**
Location	Berlin, Germany
Enterprise Value	€60 million
Initial consideration	€67 million including adjustments for cash & working capital
Earn out	Up to €38 million – expected c.€10m net present value to be recorded under IFRS (paid out over three years; stretching performance targets)
Implied acquisition multiple	~6.2x EV / EBITDA FY21 Effective multiple will decrease if any Earn Out becomes payable
Expected financial impact	Significantly earnings enhancing

Placing

Target Fundraise	**£42 million (gross proceeds)**
Structure	Cash box placing
Open offer	Up to £3m
Joint Bookrunners	Zeus and Berenberg
Transaction timings:	
Admission & Settlement	2 March 2022
Additional Debt Funding	Committed bond funding of €21m at 100.8% of nominal value – YTW c.4.6%

Thank You