



**PINEWOOD.AI**  
AUTOMOTIVE INTELLIGENCE

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**Pinewood Technologies Group PLC**  
**FY24 Results**  
1<sup>st</sup> April 2025

# Contents

<b>1. Introduction</b>	<b>Bill Berman</b>
<b>2. Financial Review</b>	<b>Ollie Mann</b>
<b>3. Operating Highlights &amp; Strategy</b>	<b>Bill Berman</b>
<b>4. Outlook</b>	<b>Bill Berman</b>



# Introduction

# Strong Start to Life as a Standalone Software Business

- **Delivered FY24 results ahead of analyst expectations<sup>1</sup>**
- **Strategic transformation successfully completed, laid the groundwork for significant future growth**
- **Delivered against the targets we set at our Capital Markets Day in October 2024 including:**
  - Signed 2 major UK customers – Marshalls (Oct-24) and Lookers (Feb-25)
  - Acquisition of Seez, funded by an oversubscribed equity raise and retail offer, will enhance Pinewood's AI capabilities and unlock significant opportunities
  - Progressing international opportunities
  - Making excellent strides in commercialising Pinewood's North American product, with a pilot launch on track for H2 2025

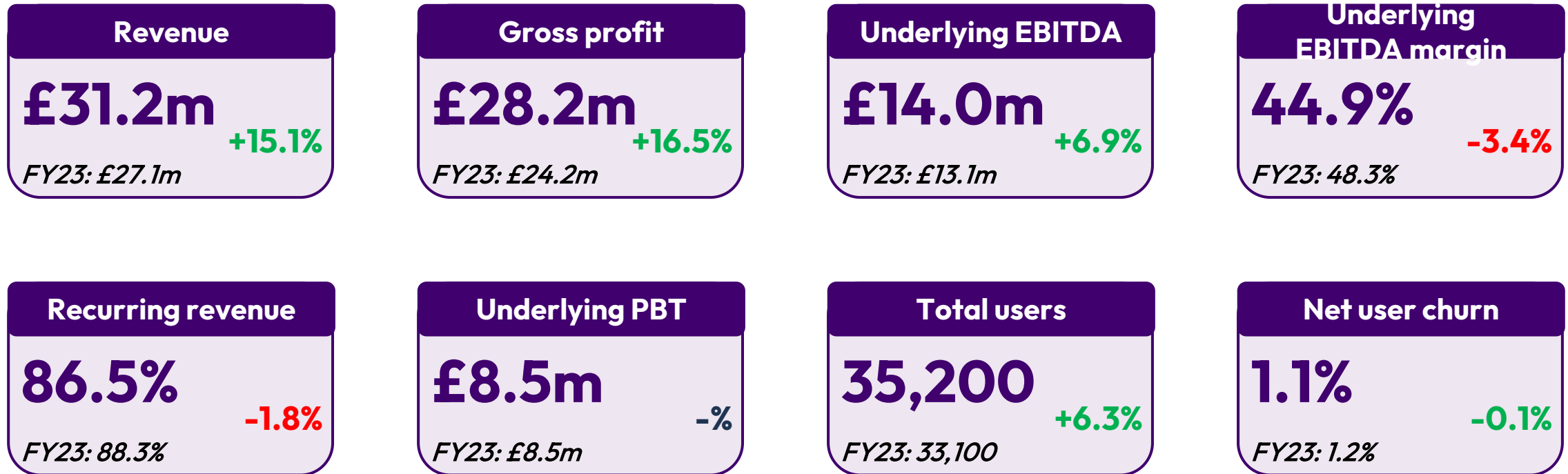
<sup>1</sup> Analyst consensus underlying profit before tax for FY24 prior to the 14<sup>th</sup> February trading update was £7.8m



# Financial Review



# Financial Highlights – FY24 (11m ended Dec-24)



*FY24 financial performance ahead of Analyst expectations*

# Cash Flow

£m	FY24	FY23
Profit for the period	5.7	81.7
Adjustment for tax	2.5	10.1
Share of associate result (US JV)	0.5	-
Adjustment for net financing expense	(4.4)	65.8
	4.3	157.6
Depreciation & amortisation	5.6	30.7
Share based payments	1.0	5.9
Profit on disposal of businesses, PPE & EBT shares	-	(41.3)
Pension scheme contributions	-	(14.2)
Working capital movements	(6.0)	(25.0)
Cash generated from operations	4.9	113.7
Tax paid	(0.1)	(6.6)
Bank and stocking interest paid	(0.1)	(45.4)
Bank interest received	4.5	1.9
Lease interest	(0.1)	(15.2)
<b>Net cash from operating activities</b>	<b>9.1</b>	<b>48.4</b>
Proceeds from sale of businesses	395.4	1.3
Business disposal fees and cash disposed	-	(21.9)
Capital Expenditure	(7.5)	(40.2)
Proceeds from sale of PPE & Intangibles	-	11.0
Lease receivables	-	2.4
Investment in associate	(10.0)	-
Other investments	(3.2)	-
<b>Net cash from investing activities</b>	<b>374.7</b>	<b>(47.4)</b>
Payment of lease liabilities	(0.5)	(19.0)
Repayment of loans	(93.0)	(4.0)
Proceeds from issue of share capital	30.0	-
Payment of dividend	(358.4)	-
<b>Net cash outflow from investing activities</b>	<b>(421.9)</b>	<b>(23.0)</b>
<b>Net decrease in cash</b>	<b>(38.1)</b>	<b>(22.0)</b>
<b>Cash b/f</b>	<b>47.4</b>	<b>69.4</b>
<b>Cash c/f</b>	<b>9.3</b>	<b>47.4</b>

- £4.3m of the £4.5m bank interest received relates to non-underlying interest received while special dividend being finalised
- £395.4m of proceeds from the Lithia transaction
- £10.0m investment in associate is investment in North American 'JV' with Lithia
- Other £3.2m investment is the initial Seez investment in Sep-24
- Special dividend of £358.4m related to the Lithia transaction, as did the £93.0m loan repayment and £30.0m of share capital issued
- £9.3m of cash at end of FY24
- £9.9m received post year-end in Mar-25 re Lithia tax debtor

Notes:

FY24 is the 11m period ended 31 December 2024 and FY23 is the 13 month period ended 31 January 2024

# Balance Sheet

£m		Dec-24	Jan-24
Property, plant & equipment		1.7	1.1
Goodwill		0.3	0.3
Investment in associate	②	9.6	-
Other Investments	③	3.2	-
Other Intangible Assets	④	16.3	13.8
Receivables	⑤	21.4	421.8
Payables		(12.7)	(24.2)
Deferred Income		(7.6)	(6.5)
Net Tax Balances		(2.5)	(0.3)
Cash / (Debt)	⑥	9.3	(45.6)
<b>Shareholders Funds</b>	<b>①</b>	<b>39.0</b>	<b>360.4</b>

- ① Movement in shareholders funds driven by special dividend of £358.4m paid following completion of Lithia transaction
- ② Investment in associate of £9.6m is US JV with Lithia
- ③ Other investment of £3.2m is initial investment in Seez (Automotive AI), announced in Sep-24
- ④ £16.3m of capitalised development costs reflects growth in software development team
- ⑤ £21.4m of receivables includes £9.9m Lithia tax debtor (received in Mar-25)
- ⑥ £9.3m of cash at end of FY24
  - The Group also has a £10m unutilised RCF



# Non-underlying Items

£m	FY24	FY23
<b>Within operating expenses:</b>		
Restructuring and transition costs re Lithia transaction <sup>1</sup>	(2.2)	-
Share based payments <sup>2</sup>	(1.0)	-
Transaction costs re Lithia transaction <sup>1</sup>	(0.9)	-
	<b>(4.1)</b>	-
<b>Within finance income:</b>		
Interest receivable on cash held at bank <sup>3</sup>	4.3	-
	<b>4.3</b>	-
<b>Other items:</b>		
Share of JV Result <sup>4</sup>	(0.5)	-
	<b>(0.5)</b>	-
<b>Total non-underlying items before tax</b>	<b>(0.3)</b>	-
Non-underlying items in tax	(0.4)	-
<b>Total non-underlying items before tax</b>	<b>(0.7)</b>	-

- <sup>1</sup> Restructuring costs following Lithia deal of £2.2m and transaction costs of £0.9m
- <sup>2</sup> Share-based payments of £1.0m
- <sup>3</sup> Interest of £4.3m received while special dividend was being finalised
- <sup>4</sup> £0.5m charge relating to share of JV costs



# Operating Highlights & Strategy

# Delivering User Growth and New Contracts

- **Strong revenue growth driven by efficient completion of the Lithia UK system rollout, focus on vertical sales into existing customers, as well as new customer wins**
- **Total users increased to 35,200, up 6.3% from 33,100 at the end of FY23:**
- **Net churn remained minimal at 1.1%**
- **5-year contract with Marshall Motor Group signed in October 2024 to implement Pinewood systems into their c.120 UK dealerships**

# Progress Towards North America Roll-out

- **North American roll-out preparation progressing well**
  - Engagement with majority of OEMs
  - Our product and development team are making good progress in enhancing the system to US customer specific needs
  - Remain on track to pilot in H2 FY25, with the wider roll-out starting in FY26
  - North American office to be opened during 2025
  - Discussions are in progress on simplifying the JV structure

# New User Experience Coming Soon

- **A new user experience (UX) for all Pinewood system customers to be launched during 2025**
  - Development work on the new UX has taken place over several years
  - Key next step in the evolution of the Pinewood system for both existing geographies and North America
  - Will be used during the North American pilot in H2 2025

# Post Year-end Events: A Significant New Contract with GAH

## 5-year contract with GAH to implement Pinewood's software into all of its owned dealerships across the UK, North America and Scandinavia – announced February 2025

- GAH is one of the largest consumer-facing global automotive companies in the world with locations in the UK, North America and Scandinavia
- Given the **scale** and **unique nature** of this contract, Pinewood issued warrants to GAH (representing up to 7% of the pre-equity share capital of Pinewood of 87.1m shares)
  - Up to 5% for the UK, 1% for North America, and 1% for Scandinavia
- The warrants shall be exercisable at a **strike price of 330p** and subject to the **satisfactory completion of the Pinewood system rollout in each relevant geography**
  - The intrinsic value of the warrants to GAH is the difference between the share price and the strike price
  - The warrant holders only benefit if the share price exceeds the 330p strike price at the point of exercise



# Post Year-end Events: Landmark Acquisition of Seez

- Oversubscribed equity fundraise & retail offer of £35.7 million, with strong support from new investors and existing shareholders
- Fundraise enabled Pinewood to acquire outstanding ownership in Seez, a leading automotive AI and ML SaaS platform
- This enhances Pinewood's in-house capabilities, particularly in the development and deployment of AI chatbots for customer service and sales support, proprietary modules for vehicle appraisal and inventory management, and AI-powered digital marketing tools
- £26.7m of Equity Fundraise used to fund the cash component of the Seez acquisition – remaining proceeds (net of transaction fees) will be used to fund the continued execution of Pinewood's growing pipeline of opportunities

# Progress on Strategy



## UK & Ireland

- **5 of the top 20** UK dealer groups as customers
- Signed up 2<sup>nd</sup> top 20 member as a customer (Global Auto Holdings)

**Lookers**

(Global Auto Holdings)  
Signed Feb-25



**Marshall**

Signed Oct-24



**LITHIAUK**

Pinewood Software  
Rollout complete - Dec-24



## International

- **Scandinavia:** addition of Scandinavian dealers with Global Auto Holdings contract
- **DACH:** shortlisted for a number of sizeable contracts



**K.W. BRUUN & CO**  
(Global Auto Holdings)  
Signed Feb-25



**α AutoGroup**

(Global Auto Holdings)  
Signed Feb-25



## Products / Vertical Sales

- **Seez:** Acquisition delivers opportunity to increase vertical sales through add-on products

 **seez**



## North American JV

- Completed comprehensive 3<sup>rd</sup> party market review in December
- Significant progress made on commercialising the North American product and developing the business plan
- Progressing negotiations with Lithia for Pinewood to potentially assume majority control of JV to increase its total addressable market

 **LITHIA**

Launch pilot exercise  
H2 2025



**α AutoGroup**

(Global Auto Holdings)  
Signed Feb-25





# Outlook

# Outlook

- **Our priority in the UK in FY25 is to begin system implementations with Marshalls and Global Auto Holdings. Having strengthened our sales team, we will look to add more Top 100 dealer groups to our customer base**
- **Outside the UK, the geographies identified at our Capital Markets Event in H2 2024 are our priority, namely, North America, Central Europe, Japan and south-east Asia and South Africa**
- **Roll-out of new user experience a key focus for 2025**
- **The Board remains confident in the prospects for the Group and expects underlying profit before tax for the full year to be in line with current market expectations<sup>1</sup>**
- **Previous guidance of £30m of underlying EBITDA in FY27 increased to ‘range of mid to high £30 millions’**

<sup>1</sup> Current analyst consensus underlying profit before tax for FY25 is £11.3m



# Appendix

# Overview of Pinewood

## Pinewood Technologies Group PLC today

- **Software-as-a-Service (SaaS) for 2 decades**
- **First SaaS Automotive System**

## Automotive Intelligence Platform



### A leading Automotive Retail Ecosystem

- Pure cloud-based software designed around customers and hyperscale
- Our system is active in 21 countries by over 35,000 users focused on UK, Europe and Asia



### High user loyalty

- < 2% avg net user churn over the last 3 years



### Recurring revenue streams

- Consistent growth in revenue and high, stable gross margins
- c.85% of revenue is recurring



### Experienced workforce

- 40 years experience in the automotive industry
- International workforce across multiple countries
- Headcount of c.300 employees of which c.50% are software developers



### Partnerships with 50+ OEM Brands

- Long-standing strategic partners
- Enables transformation of customer experience, improved efficiency and increased profitability

**Notable partnerships signed in 24/25: Lithia, Marshalls, Global Auto Holdings**



# A Market-Leading Proposition

Secure end-to-end ecosystem of apps, designed to help dealership groups unlock automotive business value and drive performance and profitability

- 1 One Version of the Truth**  
Single interface with comprehensive functionality, seamlessly integrating data points into a centralized user-friendly platform
- 2 100% Cloud Hosted**  
Highly scalable and flexible, allowing for real-time updates, agile development and quick adaptation to the changing needs of the automotive industry
- 3 End-to-End Connected Data**  
Real-time data provides full visibility of individual customer interactions and high-level business insights, enhancing operational efficiencies
- 4 Superior Cybersecurity**  
Well-invested platform architecture provides a secure data environment
- 5 Longstanding Customer Relationships**  
5 of the top 20 UK dealership groups as customers with <2% net user churn over the last 3 years
- 6 Highly Skilled Team**  
Unrivalled automotive industry expertise – Built by Car People for Car People

# Financial Review – Statutory Income Statement

£m unless stated	11m period ended 31-Dec-24 (FY24)	13m period ended 31-Jan-24 (FY23)	Change
Revenue	31.2	24.5	27.3%
Gross Profit	28.2	21.8	29.4%
Underlying Operating Profit	8.4	10.0	-16.0%
<b>Underlying Profit Before Tax</b>	<b>8.5</b>	<b>9.9</b>	-
<b>Underlying EBITDA</b>	<b>14.0</b>	<b>15.6</b>	<b>-10.3%</b>

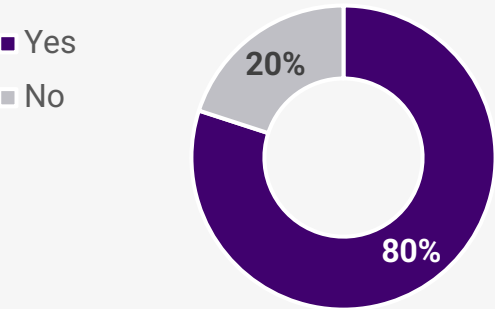
- FY24 was an 11m period and FY23 was a 13m period
- In FY23, there was intercompany revenue and gross profit from ex-Pendragon stores, none in FY24
- In FY24, operating costs increased as expected as resource levels were increased to maximise growth opportunities

# AI Capabilities are in High Demand

Seez will best position Pinewood to meet increasing dealer demands for AI & ML automotive software products (particularly in North America)

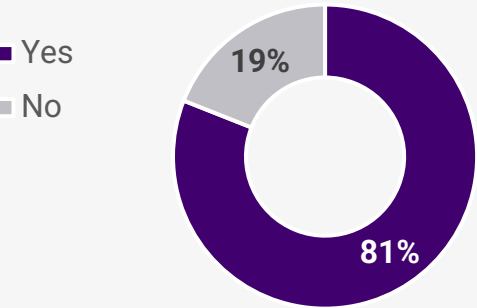
## Efficiency Gains and Increased Sales Driving Rapid AI Adoption in North America

### Do you already use AI or plan to deploy it in 2025?



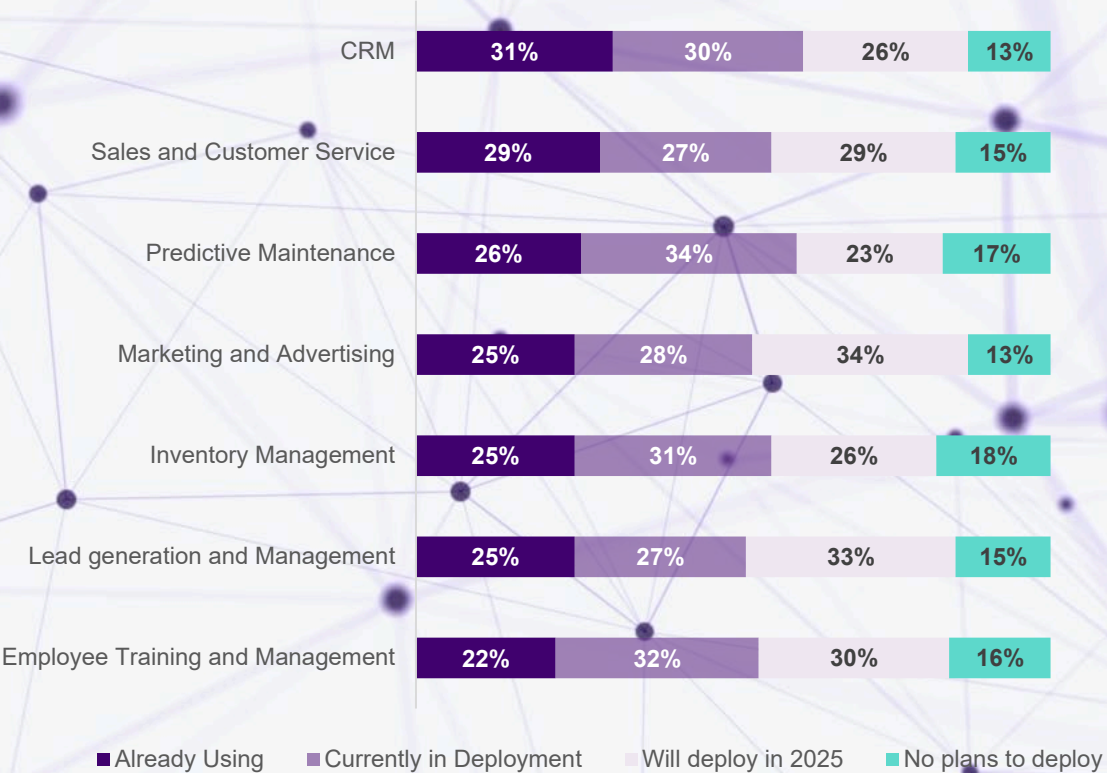
- 80% already use AI or plan to deploy it in 2025
- 100% of the dealerships using AI said their **revenues increased** in the past year

### Do you plan to increase your AI budget in 2025 (vs 2024)?








- 81% plan to **increase their AI budgets** in 2025 vs 2024
- 95% said AI is “very important” or “important” for **future success**

### Current Status of AI Implementation in Dealership Groups



# Seez – At a Glance

Founded in 2015, Seez provides software solutions for car dealerships and OEMs, aimed at **improving customer interactions** and **boosting sales**




Product Overview			
	Description	Key Functions	Key Benefits
 <span>A</span>	<b>AI-powered Chatbot</b>	Online sales, lead management, customer service	<i>Provides 24/7 customer service &amp; sales support</i>
 <span>B</span>	<b>Omnichannel solution</b> including mobile showrooms, ecommerce, F&I provider integrations etc	Convert static websites in transactional, electronic document signing	<i>Creates a seamless purchasing experience, connecting online and offline touchpoints</i>
 <span>C</span>	<b>Digital showroom management platform</b> that connects to existing dealer tools	Lead management, test drive bookings, trade-in management, analytics & reporting	<i>Enables staff to focus on high-revenue opportunities</i>
 <span>D</span>	<b>Proprietary AI and ML modules</b>	Car attractiveness score, dynamic pricing, customer score, recommendation engines	<i>Empowers dealers' sales teams with high efficiency inventory optimization and sales tools</i>
 <span>E</span>	<b>AI-powered digital marketing tools</b>	Referral traffic, targeted Meta ads, Google ads	<i>Drive sales via spending recommendations and audience personas</i>



# Seez's Highly Complementary Product Offering

Seez's AI & ML capabilities provide Pinewood with A Comprehensive End-to-End Product Offering for Car Dealer Groups

Highly-Demanded Capabilities from Dealers

	AI Chatbots	Machine Learning	AI Ad Generation	Cloud Native	API Platform	Enterprise CRM	Enterprise Accounting	Digital Retail	Inventory	Service	BI / Big Data	OEM	Single UI	Lead Management
 PINewood.AI AUTOMOTIVE INTELLIGENCE				✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
 seez	✓	✓	✓	✓	✓			✓						✓
 PINewood.AI AUTOMOTIVE INTELLIGENCE + seez	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓

The Seez acquisition fully aligns with Pinewood's technology and strategic roadmap, as outlined at its Capital Markets Day in October 2024



# Pinewood Strategy

Strong execution against strategy outlined at October CMD; significant opportunity ahead



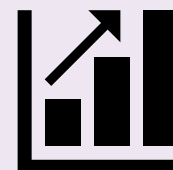
## UK & Ireland

- Target Large UK Auto Retail Groups
- Top 100 Sweep
- Maximise Product Sales in Existing Customer Base



## International

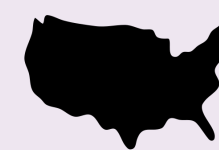
- Northern & Central Europe
- Asia Pacific
- South Africa



## Products / Vertical Sales

- Multiple Product Opportunities to Upsell
- AI
- Build vs Buy vs Partner

## NORTH AMERICAN JV



## North America

- Discovery Phase & Development Work
- US Store Pilot
- Rollout into US Market