

## **Analyst Presentation**

## Logista's presentation team

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## 1. Introduction

**Enrique Villalba, Director of Corporate Development, Altadis** 



## Structure of the offer

#### **Securities offered**

- Common stock of Logista
- 17,471,687 shares (with greenshoe)

## Offering size (with greenshoe)

Approximately 35.6% of Logista's outstanding shares

## Selling shareholders

- Altadis (25%)
- Grupo Planeta (10%)

## Purpose of offering

- Create more liquid stock through increased float and broader investor base
- Increase analyst coverage and highlight value
- Create acquisition currency

#### Listing

Spanish stock exchange

#### **Structure**

- Three tranches: International Institutional, Domestic Institutional and Domestic Retail
- Greenshoe of up to 15%

#### Lock up

180 days from Altadis, Grupo Planeta and the Company

## Global coordinators

- BBVA
- J.P. Morgan



## **Shareholder structure**

Shareholder	Pre-offering	Share offering <sup>1</sup>	Post-offering¹
Altadis	76%	25%	51%
Grupo Planeta	14%	10%	4%
Free float	10%	_	45%
	100%	_	100%
Total number of shares			49,097,482

Logista
4

## **Summary offering timetable**

Event	Date
Presentation to analysts	30 May
Logista AGM	5 June
Draft research reports due	6 June
Research published¹	9 June
Research black-out start	9 June

#### **Draft research reports to be sent to:**

Contact	Company	e-mail	Fax
Teresa Casla	Logista	tcasla@logista.es	34 91 4819844
Alberto Arroyo	BBVA	alberto.arroyo@grupobbva.com	34 91 3743160
Guillermo Baygual	J.P. Morgan	baygual_guillermo@jpmorgan.com	44 207 3258720



# 2. Overview of Logista

Juan Rizo, CEO



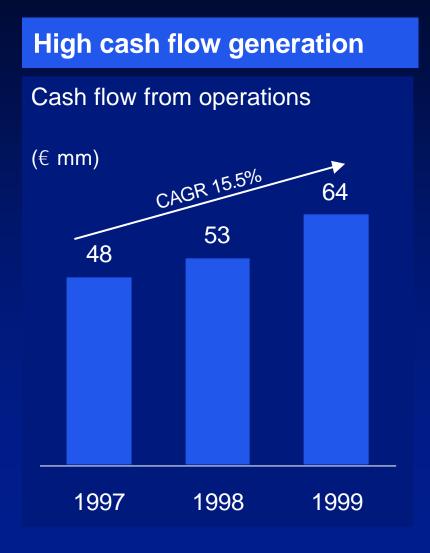
## Logista at a glance

## Summary financial facts

€ mm	1999
Net sales	2,774
Economic sales	247
EBITDA	76
NI	50
CF from operations	64
Shareholders' equity	273
Net cash (debt)	464
Total assets	1,451
Net working capital	(390)



## Financial strength

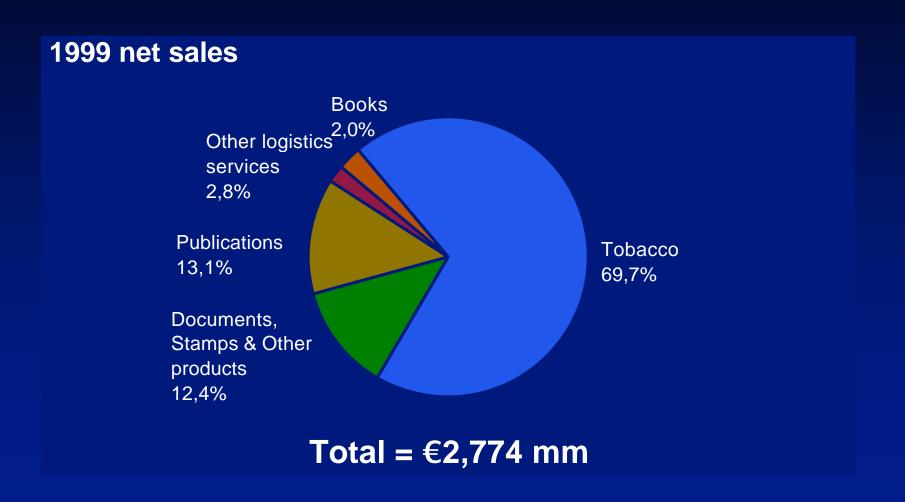


## **Balance sheet strength**

- Self financed
- Net cash position
- Favourable working capital position
- Low capital intensity
- Large debt capacity
  - Stable low-risk cash flows
  - Critical mass



## **Overview of Logista's business**





## Logista: value added logistics operator

Leadership position in strong cash generating logistics businesses with high barriers to entry:

- High quality integrated logistic services
- Full coverage of Spain and Portugal: 125 warehouse facilities and access to 65,000 points of sale
- Proprietary technology through own R&D





Best positioned to become a leader in the high growth efulfillment business:

- Profitable margins through high value added services
- Focus on geographical expansion
- Leading edge technology through own R&D developed upon standard applications
- Proven track record in establishing alliances with market leaders



# Leading logistics provider in sectors with high barriers to entry

#### **Tobacco**

- Market leader in Spain, with 95% market share
- Market leader in Portugal, with 20% market share

#### **Documents**

- Sole logistics provider for postage and fiscal stamps in Spain until May 2002
- Successful expansion into other documents (e.g. telephone cards), with over 100 new contracts in recent years

#### **Collectibles**

- Market leader in Spain with 93% market share
- Market leader in Portugal with 75% market share

#### **Magazines**

- Sole significant independent logistics provider in Spain and Portugal
- 15% market share in Spain and 12% in Portugal

#### **Publications**

#### **Newspapers**

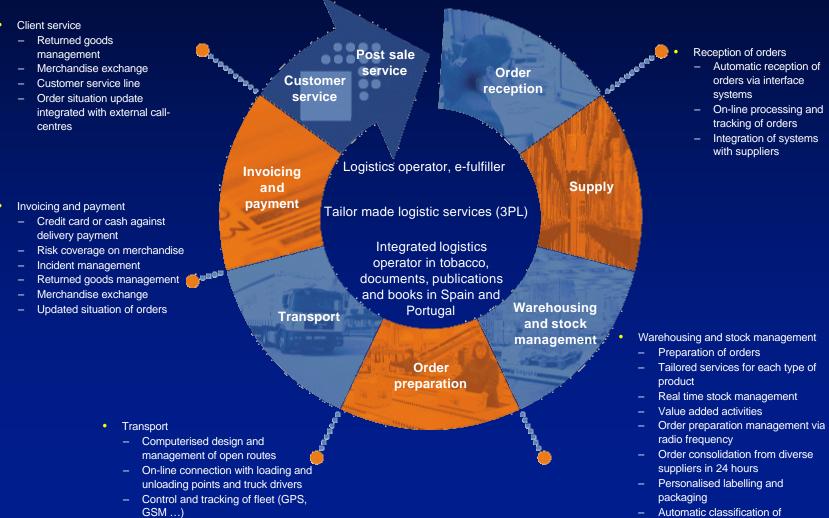
- Dominated by local distributors and publishers
- 4% market share in Spain; expanding in Portugal

#### **Books**

- Sole independent national logistics provider
- 11% market share

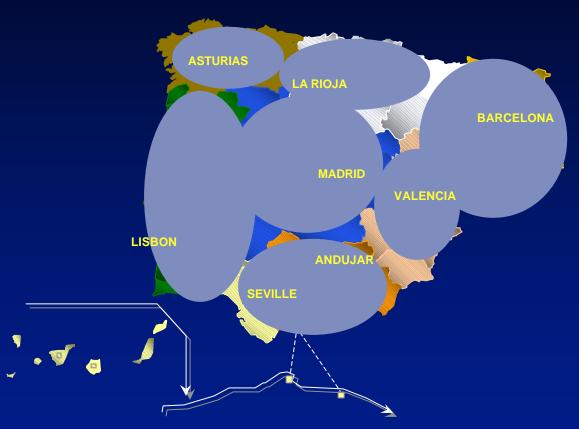
# Ability to offer fully integrated logistics services

## Logista as a one-stop-shop in the supply chain



shipments

# The widest distribution platform in Spain and Portugal



### **Spain**

- Storage facilities of 350,000m<sup>2</sup>
  - 8 regional warehouses
  - 80 storage facilities
  - Capacity of 2.5 million m<sup>3</sup>
- Subcontracted fleet
  - 282 trucks
  - 1,000 delivery vehicles
  - Exclusive and identified

### **Portugal**

- Storage facilities of 10,000m<sup>2</sup>
  - 4 warehouses
  - 36 storage facilities
- Subcontracted fleet
  - 170 delivery vehicles

## Access to over 65,000 points of sale

	Spain	Portugal	Total
Tobacconists	15,100	_	15,100
Petrol stations	2,000	_	2,000
News stands	28,600	6,000	34,600
Book stores	4,000	_	4,000
Other	2,100	7,400	9,500
Total	51,800	13,400	65,200

- Extensive and unique distribution network
- Strong platform to develop new businesses

Source: Company

Note: rounded to the nearest hundred



# **Experience in managing over 70,000 product references for our clients**

1999	References	Units (mm)
Tobacco	1,610	5,468
Documents	1,876	637
Publications	13,400	500
Books	10,000	12.3
Tailor made services	1,880	nm
e-commerce & loyalty programs	45,000	1.3
Total	73,766	6,619

## Proprietary development of state-of-theart technology

- Telematics
- GPS Route Control
- Automatic Warehouses
- Automatic Picking Systems
- Online connection with all links of business chain
- Bar code I.D.
- Extensive Databases
- Expert Systems (Artificial Intelligence)

- €50 mm IT budget (next 3 years)
- 40 person fully dedicated IT team

## Development of IT solutions for ecommerce

## Logista traditional applications

- SAP/R3
- Inventory and demand planning
- Route optimisation (GPS, artificial intelligence software)
- Other (automatic warehouses, and picking)

## **Logista Internet applications**

- Data warehouse
- Security
- Software for integration
- Orders management

Interface with e-clients

# Strong business relationships with leading corporations































# Best positioned to leverage from booming e-fulfillment market

Leveraging on its current platform and business relationships, Logista will focus on new and fast-growing opportunities fuelled by technology changes and Internet applications



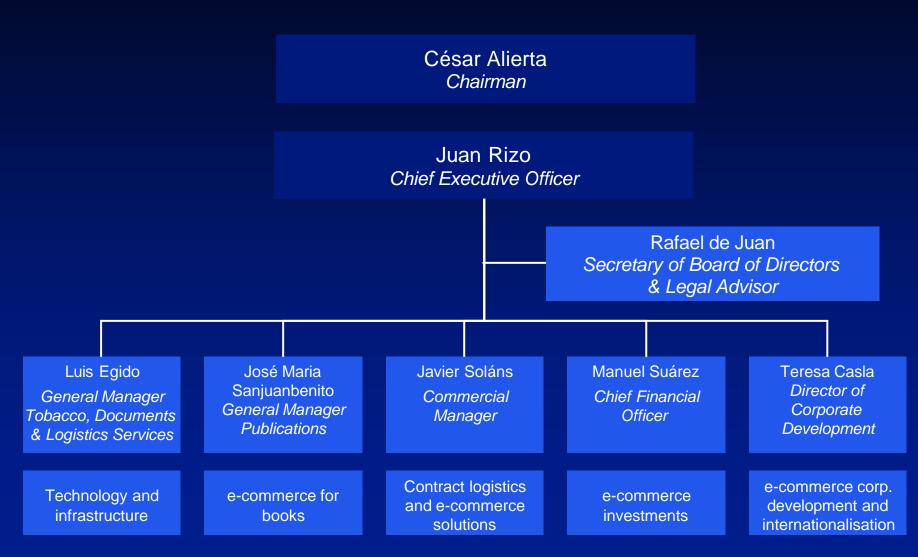


Source: IDC; January 2000

<sup>1</sup> Includes Spain, Portugal, France, Italy, Germany

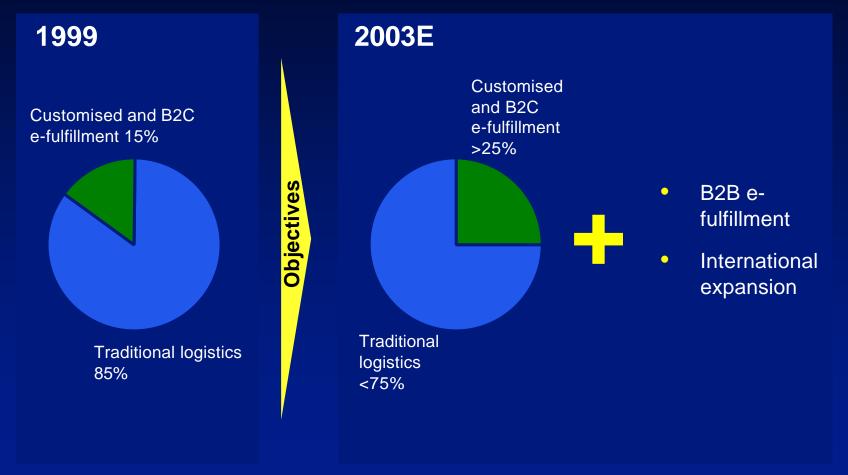
Source: IDC; January 2000

## Logista's Management Team



## In summary ...

## Economic sales by business line



Notes: traditional logistics includes distribution of tobacco, documents, publications and books

## 3. Traditional logistic operations

Luis Egido, General Manager for Tobacco, Documents and Logistic Services

José María Sanjuanbenito, General Manager for Publications

**Javier Solans, Commercial Manager** 



## **Tobacco**

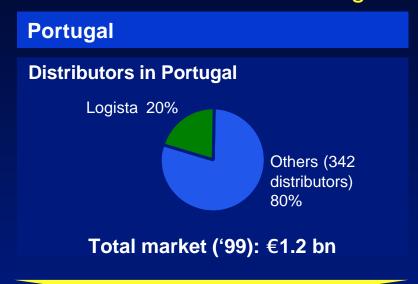
Luis Egido, General Manager for Tobacco, Documents and Logistic Services



# Leading distributor in Spain and Portugal

Barriers to entry in Spain and growth from consolidation in Portugal





#### Licensed retailers

- 15,100 existing tobacconists
- New licences expected in 2000

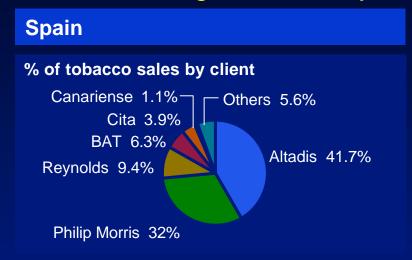
### Retail sales

- Fully liberalised
- 3,400 retailers serviced
- 900 vending machines

Source: Logista

# Longstanding relationships with core clients

## Breakdown of gross sales by client and product





### **Products sold (1999)**

	Packs mm	CAGR (96-99)	References
Cigarettes	4,345	6.5%	232
Cigars	960	10.6%	748
Others	21	14.9%	128

### **Products sold (1999)**

	Packs mm	CAGR (97-99)	References
Cigarettes	141.4	8.2%	82
Cigars	NM	NM	420

## Lowest tariffs in Europe

### **Tariffs in Spain**

- Cigarettes: fixed amount per pack
- Cigars: % of retail price
- Pipe and rolled tobacco: pts/kg

### Tariffs in Portugal

- 8.15% margin on Tabaqueira products
- 8.5% margin for rest of competitors products

- Spanish tariffs are around 40% lower than European comparables¹
- Convergence in retail prices could lead to a reduction in the gap

Logista receives on average a tariff of 1.5% to 2% of gross sales

# Logista offers integrated logistics services in the tobacco sector

## Services offered by Logista

#### To manufacturers

- Warehousing
- Picking, labeling and packaging
- Billing and collections
- Tax and customs warehouses
- After sale services
- Information on products
- Promotional activity



#### To tobacconists

- Information on:
  - Products
  - Prices
  - Minimum stock
  - Request calendar
- Tobacco deliveries every ten days
- Payment from retail on next delivery
- Special request service in 24 hours
- Cash and carry facilities in each province
  - 15 cash & carry and 35 shops
  - 16.4% of sales in 1999 (from 12% in 1996)
- After sale service

## **Building on our strengths**

## Competitive advantages and expected market trends

### **Competitive advantages**

- Positioned to benefit from consolidation in Portugal
- Dominant market share in Spain
  - Leverage strong relationship with suppliers
  - Benefit from barriers of entry
  - Strengthen relationship with points of sale
- Ability to provide high-value-added services to suppliers
- Cost efficient producer

#### Market trends

- Stable consumption of cigarettes in Portugal and Spain
- Potential for price increases
- Potential for growth in consumption of cigars
- Likely consolidation in Portuguese distribution sector
- Increasing demand for value-added services

Slight improvement in economic sales in Spain from change in product mix and growth from cigars

- Moderate growth in Portugal in volume and prices
- **Participation in Portuguese** consolidation
- **Increasing productivity** through continuous investment

Objectives

# Stamps, Documents and High-Value Products

Luis Egido, General Manager for Tobacco, Documents and Logistic Services



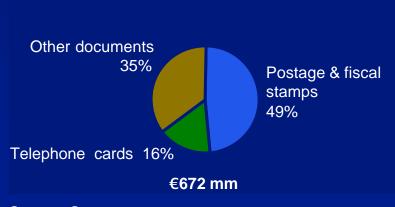
# Logista is increasing its exposure to higher value products

## % of company sales at retail price by product

#### 1998 breakdown



#### 1999 breakdown



Source: Company

### Postage and fiscal stamps

- Sole concession granted to Altadis until 2002
  - License operated by Logista
  - Distribution through tobacconists
  - Fixed distribution fee of 6% of retail price
    - $\rightarrow$  1/4 of fee to Logista
- New concession to be granted in 2002
- 582 million units and 528 references sold in 1999

#### **Documents and high value products**

- Includes phone cards, parking cards, travel passes, greeting cards, income tax forms, standard contracts and other
- Distribution under private contract or public tender offers
- Over 100 contracts signed during recent years
- 55 million units and 1,348 references sold in 1999
- 8-10% distribution fee depending on products
  - On average 1/3 of fee to Logista (2/3 to Tobacconists)



# Logista provides high-value services for an increasing list of clients

### Clients and services

#### Selected clients

- Public entities
  - Ministerio de Economía
  - Post office entity
  - Regional/local governments and municipalities
  - Universities
  - Other
- Private entities
  - Telefónica
  - Airtel
  - Uni2
  - Alo
  - Transport consortium and companies
  - Unicef
  - Other

#### **Main services**

- Specific expertise in handling high value documents
  - Numbering
  - Automatic picking
  - Control of returns
  - Security in storage and distribution
- Delivery every 10 days
- Payment from retail on next delivery
- Special request service in 24 hours
- 50 owned dedicated selling facilities(15 Cash & Carry and 35 shops)
- After sale service

# Leveraging our know-how and contracts to expand exposure to other documents

### **Competitive advantages**

- Contract with concessionaire Altadis for distribution of postage and fiscal stamps until 2002
- Efficient and wide distribution network
- Highly integrated security systems
- Efficient handling of returns
- Well positioned to be granted distribution concession of postage and fiscal stamps in 2002
  - Specialised know-how
  - Critical mass
- Distribution synergies with tobacco
- No domestic competition

- Renew contract on postage and fiscal stamps on attractive terms
- Change in mix to higher margin products
- Growth through leveraging our experience with other documents to increase clients and references

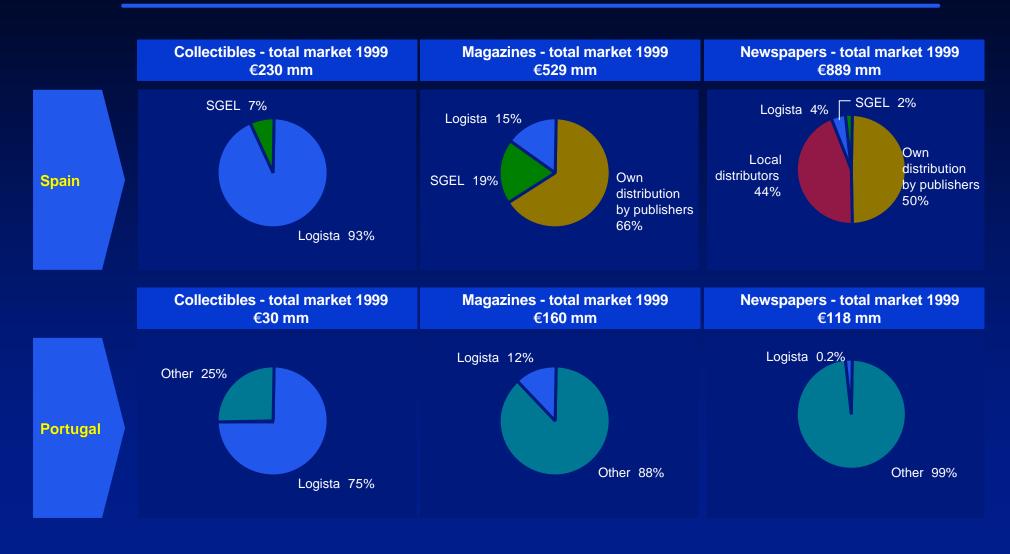


## **Publications**

José María Sanjuanbenito, General Manager for Publications



# Leading independent logistics provider in publications in Spain and Portugal



Source: Company

Note: SGEL is the distribution arm of Hachette

## Logista provides industry specific logistic services to an increasing number of clients

### Products and services

#### **Products**

	Spain and Portugal			
	1996	1997	1998	1999
Collectibles	352	338	371	364
Magazines	246	296	304	315
Newspapers	25	25	25	25
Total titles	623	659	700	704
References				13,400
Units (mm)				500
Publishers				120

#### Services

- National and local distribution through subsidiaries and affiliates
- Advisory on printing and distribution volume
- Final allocation of total volume to points of sale
- Ongoing sales information and market feedback
- Market survey through 1,200 "rotational" control points
- Billing and collection
- Control of returns
- Availability of reprints
- Guaranteed retrieval of past issues

# Leverage strength in collectibles to increase presence in other areas

#### **Competitive advantages**

- High barriers to entry due to required scale
- Specialised know-how for handling returns and retail volume allocation
- Best provider of market information to clients:
  - Historical databases since 1964
  - On-line information on sales and market conditions
- Proximity of warehouses to points of sale
- High degree of trust built over the years
  - Over 35 years in sector
  - Over 120 long term clients

# Objectives

- Retain sector leadership in growing collectibles market (1996-1999 CAGR of 8%)
- Gains in market share in magazines and newspapers through local acquisitions / partnerships

### **Books**

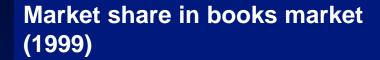
José María Sanjuanbenito, General Manager for Publications

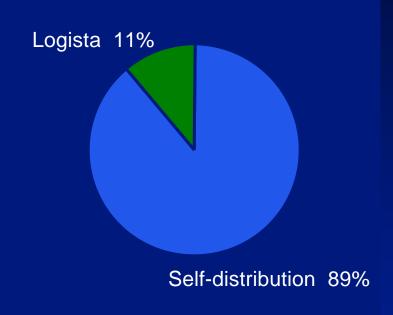


# Logista has a leading share in national market dominated by self-distribution

#### Only independent Spanish national distributor

- Large publishing houses dominate the market and engage in self distribution
  - Increasing outsourcing of distribution activities
- Marketing done by publishers
- Publishers assign circulation
- Guaranteed gross margin
- New distribution channels (Internet) creating logistics opportunities for Logista





Retail sales: €860 mm¹

Source: Company

<sup>&</sup>lt;sup>1</sup> Excluding direct sales and text books. Total size of market including direct sales and text books: €2,361 mm



# Logista can offer a full range of services to clients in the book segment

#### Services offered

#### **Contract**



#### **Product: books**

Seix Barral

**Editorial Ariel** 

**Ediciones Martínez** 

Roca

Ediciones de

Bolsillo

**Ediciones Temas** 

de Hoy

**Ediciones Destino** 

Espasa Calpe

**Ediciones Deusto** 

**Editorial Crítica** 

### Logista offers the following services:

- Warehousing
- Picking
- Billing and collection
- Information on sales and margins by product and region
- Handling of returns

Logista is well placed to leverage experience and infrastructure into contracts with other publishers



### Logista will seek to exploit its competitive advantages in the sector to increase market share

#### **Competitive advantages**

- Only independent distributor with nationwide platform
- Exclusive distribution rights of Grupo Planeta's publications
- Possibility to engage in new distribution contracts
- Synergies in the distribution of publications to 4,000 bookstores (50% overlap)
- Ability to offer lower cost integrated logistics to publishers through outsourcing
- Well positioned to service logistics needs for new channels (Internet)
- State-of-the-art dedicated facilities in Toledo

Objectives

- Take market share from selfdistributors
- Take advantage of ebusiness outsourcing opportunities
- Grow volumes and margins through promotion of integrated services to potential clients
- Reach a 18-20% market share in three years

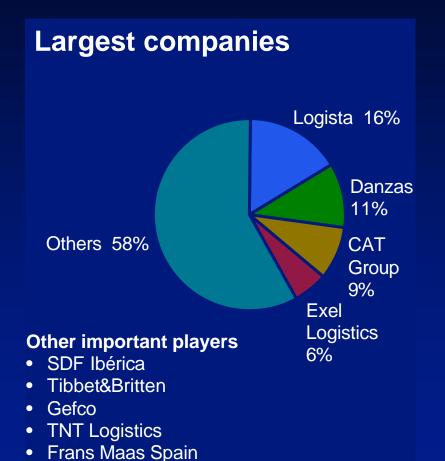
### **Contract Logistics**

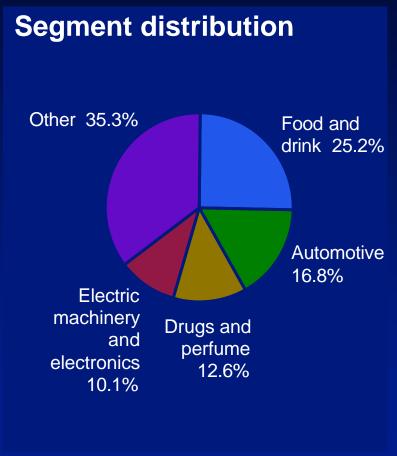
Luis Egido, General Manager for Tobacco, Documents and Logistic Services



# Spain offers attractive growth opportunities for logistics companies ...

Total market (1999¹): €1.7 bn – Spain







# ... especially related to the outsourcing of Customised Logistic Services

#### Potential for outsourcing

- 19% outsourced logistics, well below the European average in 1998.
- Operations related with the supply chain management have lower outsourcing rates than transport and delivery and greater growth potential





Source: DBK

Note: Numbers within bars refer to market size in billions of dollars

#### **Contract Logistics - Industry features**

#### **Highly Fragmented Market**

- Strong market growth has attracted numerous operators
- 45% of companies in the sector have less than 50 employees<sup>1</sup>
- Largest operators are generally subsidiaries/affiliates of multinationals
- Strong price competition, especially in warehousing and transport

#### **Vertical Integration and Consolidation**

- Trend to form strategic alliances (transportation, delivery, logistics)
- Driven by need to increase customer loyalty

#### **Strong Growth**

- Market growth of 22% in 1999, 19% in 1998 and 24% in 1997
- Market expected to grow at 17% to 20% in the short to medium term
- Increasing demand for high value added services



### Logista offers an integrated array of products and services throughout the supply chain



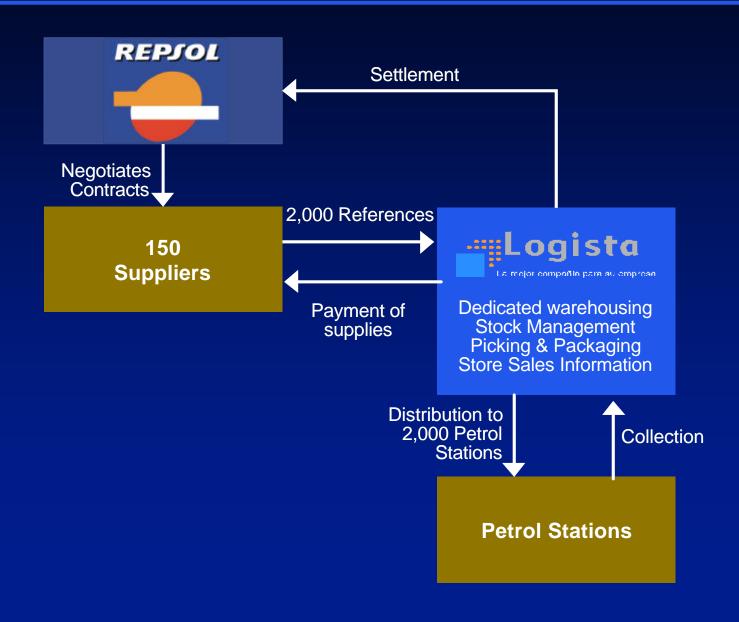
#### **Strategy:**

- Exploit niche markets
- Provide value-added integrated services
- Offer tailor-made services
- Target high unit value products and complex services
- Sign profitable long-term contracts
- Provide unbeatable value-service proposition for clients

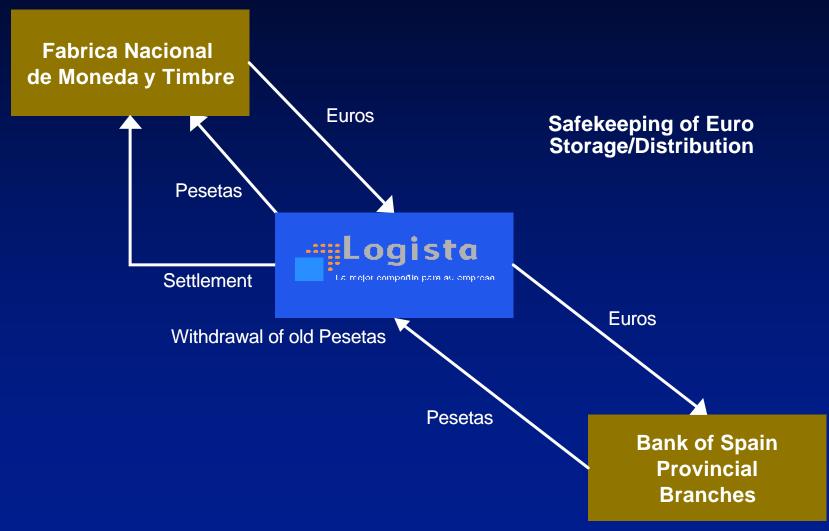
**Objectives** 

Well positioned to capture new high margin logistics contracts

# Case study: Repsol Petrol Stations Logistics Services



#### **Case study: € Contract**



# Developing Marketplace in current points of sale

Javier Solans, Commercial Manager



# Logista is developing a Marketplace to leverage • opportunities from existing points of sale

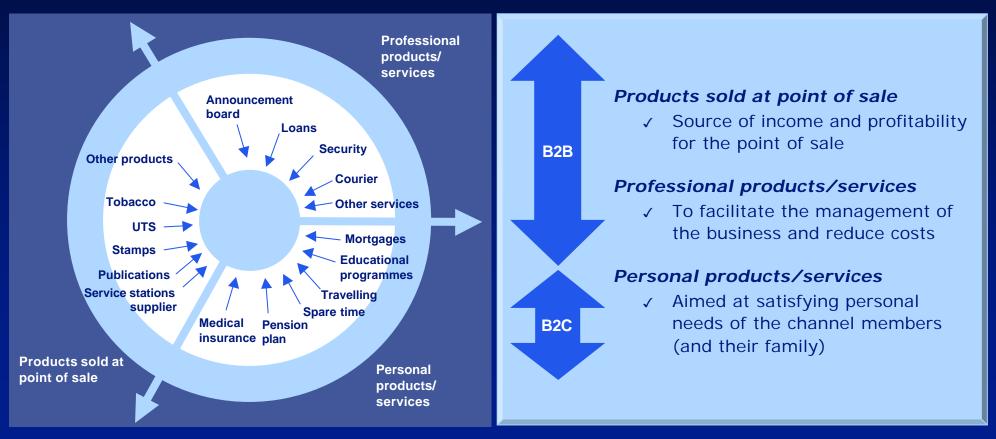
- The Marketplace will target over 45,000 points of sale
- The objectives are to:
  - Exploit cross-selling opportunities
  - Provide points of sale with new products
  - Reduce transaction costs
  - Increase loyalty
  - Improve communication
- The Marketplace will provide current distribution channels with access to a broad catalogue of services and products
- Additional initiatives
  - Assistance with merchandising and marketing
  - Use of points of sale as pick-up points



Marketplace to be functional by end of summer

# The Marketplace will offer products and services to its points of sale

Products available will include products and services for professional and private use



# Functional structure and customised output



**Access** 

Controlled access, identifying visitors individually

**Contents** 

Content management: classification, search, etc.

Content including advertising, industry information, etc

Personalisation of content

**Shop** 

Customised product catalogue

Order management

Client management

Customer service

Updated information on client and orders

Connectivity

Free e-mail address

Public communication channels

### Logista will leverage its existing points of sale to create a new Marketplace for small businesses

#### **Competitive strengths**

- Marketplace for over 45,000 captive small businesses
- Improved negotiation capacity for points of sale
- Deep knowledge of the profile of its clients to offer the most convenient products and services
- Strong trust through existing relationships

Objectives

- Increase revenue
- Increase loyalty and barriers of exit of points of sale

### 4. New growth areas

Javier Solans, Commercial Manager
Teresa Casla, Director of Corporate Development



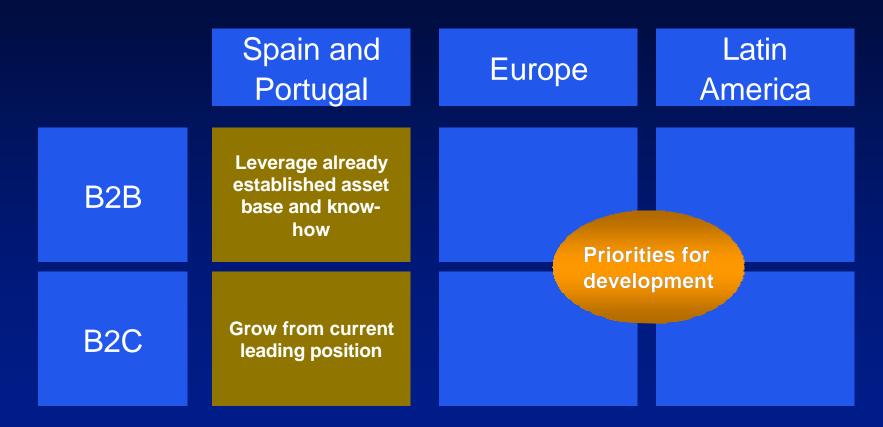
### e-fulfillment

**Javier Solans, Commercial Manager** 

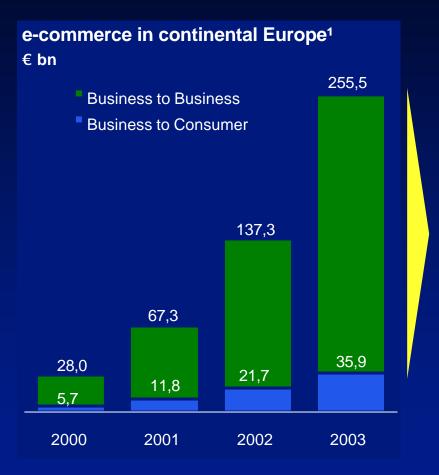


# Logista is in the pole position to benefit from the growth in e-fulfillment

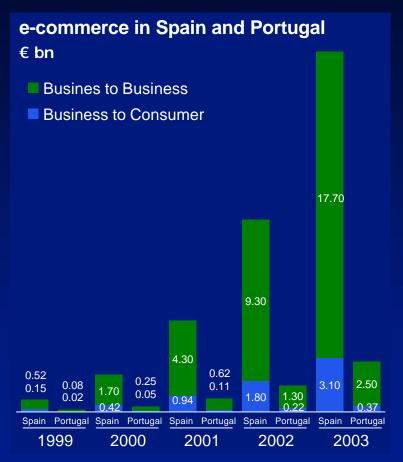
Logista's formula for success in e-commerce



### Significant growth in e-commerce in Europe



Source: IDC; January 2000



Source: IDC; January 2000

<sup>&</sup>lt;sup>1</sup> Includes Spain, Portugal, France, Italy, Germany

#### Logista is well positioned to lead the efulfillment market

Current e-fulfillment market in Europe

	Spain & Portugal	Europe
B2B	No significant players at present	Limited logistics operators focusing on certain categories and completing geographical coverage
B2C	Logista is the first mover Only alternative through parcel delivery Competitors have scalability constraints	Parcel delivery companies investing in technology
	No players providing integrated e-fulfillment solutions	Leading players just starting to position themselves as European e-fulfillers

### **B2C** opportunities

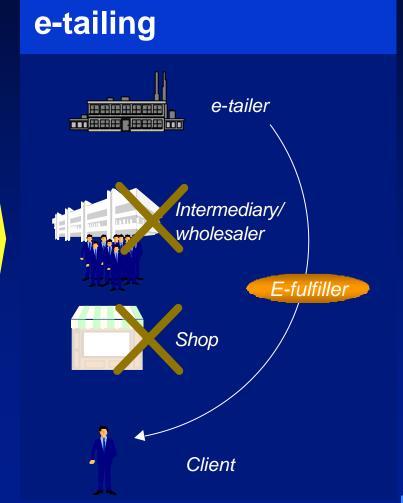
Javier Solans, Commercial Manager



# Internet changes the way companies operate in B2C commerce

B2C supply chain

### **Traditional retailing** Manufacturer Intermediary/ wholesaler Sales force Shop Client



#### Logista has unparalleled experience in home delivery to develop a leading position in B2C

Logista's experience in B2C

•

in catalogue sales



1.3 mm deliveries

in 1999

#### To May 2000

- Partnership with Terra
- 6 new contracts:
  - Subasta2 (Teknoland)
  - Natural Channel (Teknoland)
  - Netxum
  - Sport Area (NetJuice)
  - Canal 21 (Euskaltel)
  - The Trout

# Proven track record in developing relationships with B2C leaders

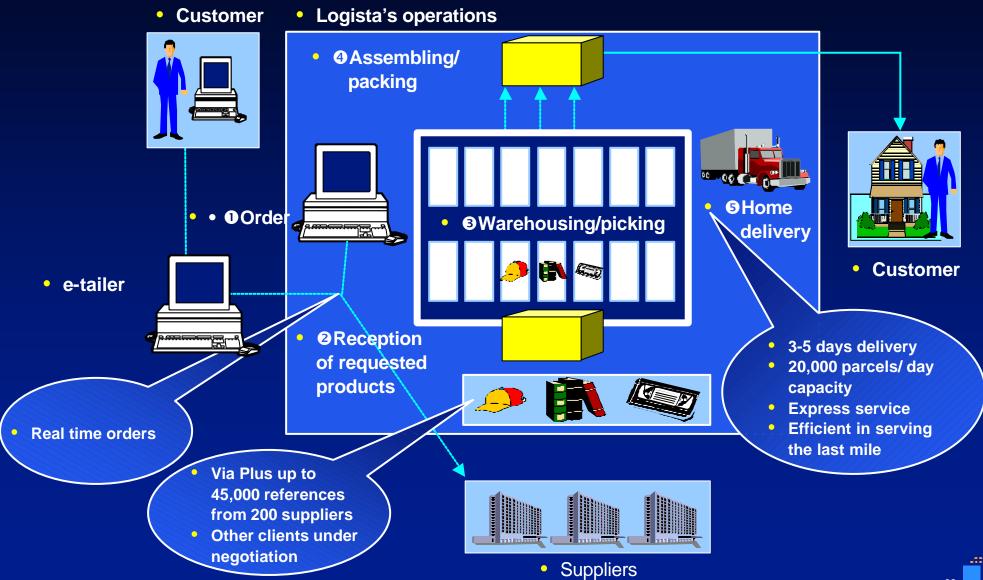
#### ViaPlus as a client

- Leading Spanish B2C company, offering more than 45,000 references from 200 suppliers
- Logista provides e-fulfillment services including virtual stock management, picking/packing, delivery and returns management
- Logista has developed ad-hoc IT interfaces to link suppliers, Vía Plus, and call centers

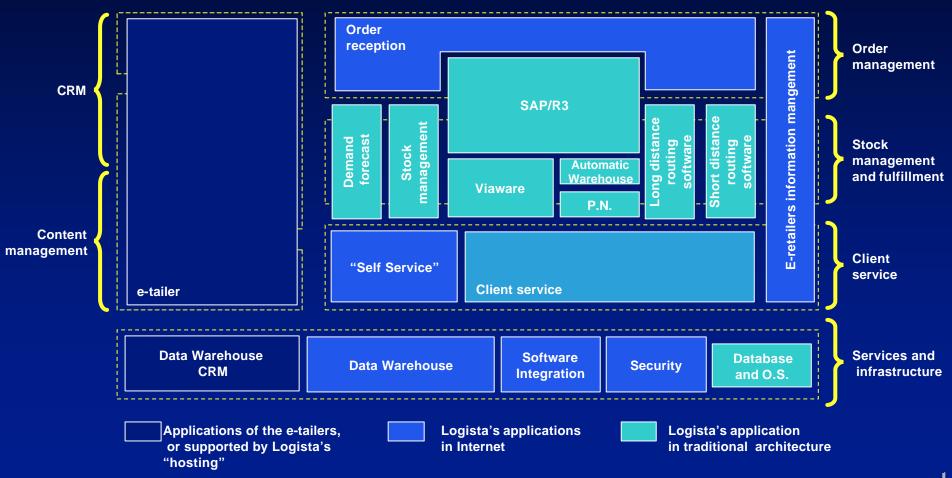
#### Partnership with Terra

- Initial agreement to provide logistics services to B2C companies in Europe and Latin America
- Other participants in the agreement are:
  - BBVA
  - Bertelsmann
- Agreed time frame to develop a business plan
- Terra is the leading portal in Spain, Brazil and Mexico and has an established presence throughout Latin America

# State-of-the-art operations able to handle high B2C volumes



### Development of IT solutions for e-commerce

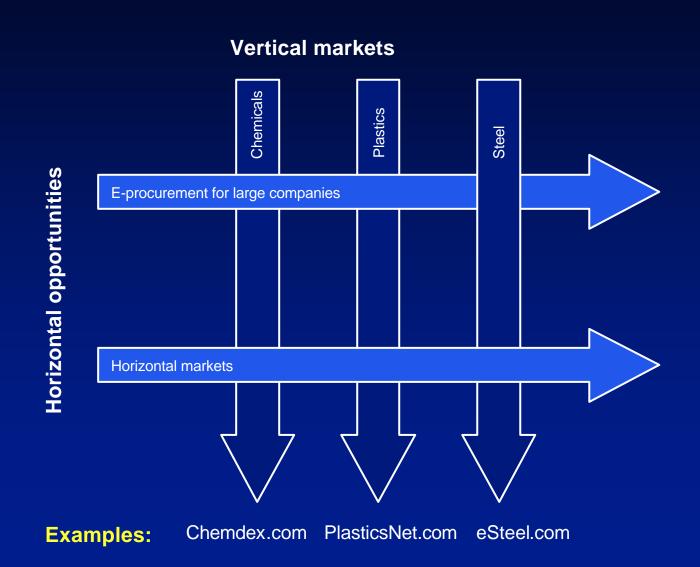


### **B2B** opportunities

**Teresa Casla, Director of Corporate Development** 

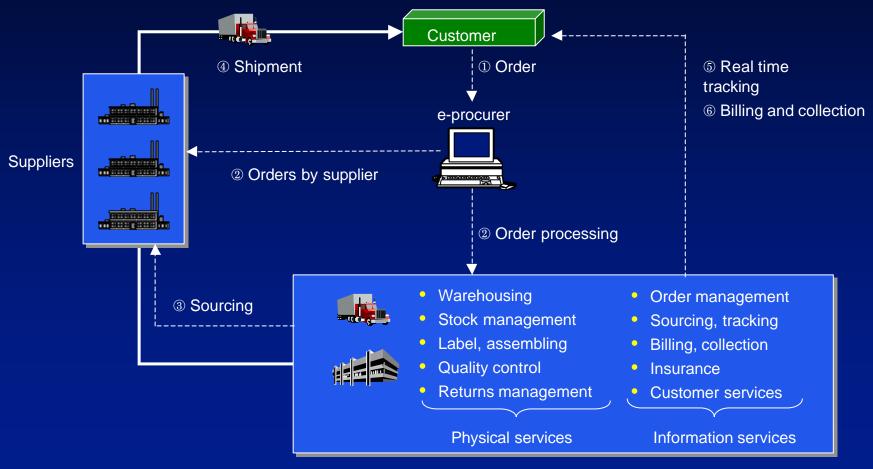


### Opportunities arise for vertical and horizontal intermediaries



## E-commerce creates horizontal opportunities for the logistics industry ...

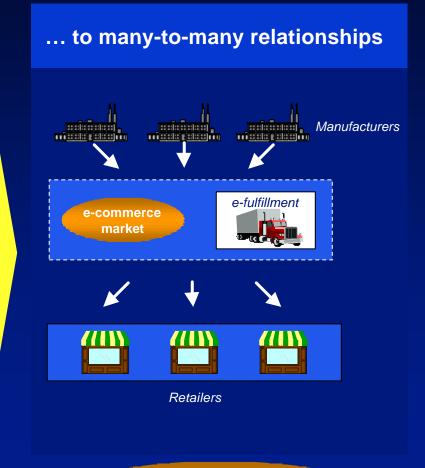
Case study: e-procurement for large companies



### ... and is changing the supply chain between businesses

Example: vertical markets



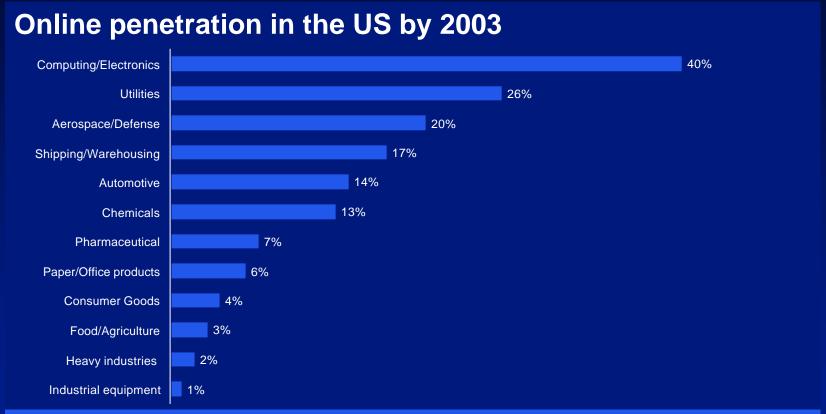


Contracts mainly based on historical relations

Savings due to supply chain optimization shall be shared with retailers

# B2B will offer attractive opportunities to Logista across sectors

B2B e-commerce by industry in the US offers a reference for European potential



Opportunities will be screened based on size, potential profitability and capabilities of Logista



#### Logista's value proposition for efulfillment of B2B e-commerce

- Vertical marketplaces
- e-procurement
- Horizontal marketplaces

- State-of the-art technology to provide a wide range of services associated to B2B e-commerce
- Expanding asset base that includes:
  - High automated warehousing facilities
  - Infrastructure to serve over 65,000 points of sale
- Experience, capacity and flexibility to deliver tailor-made solutions to ebusinesses

Logista will offer tailor-made value added services (similar to current tobacco or publishing business) to e-commerce markets/companies

Logista is in conversations with a number of corporates for B2B e-fulfillment contracts

### International expansion

**Teresa Casla, Director of Corporate Development** 

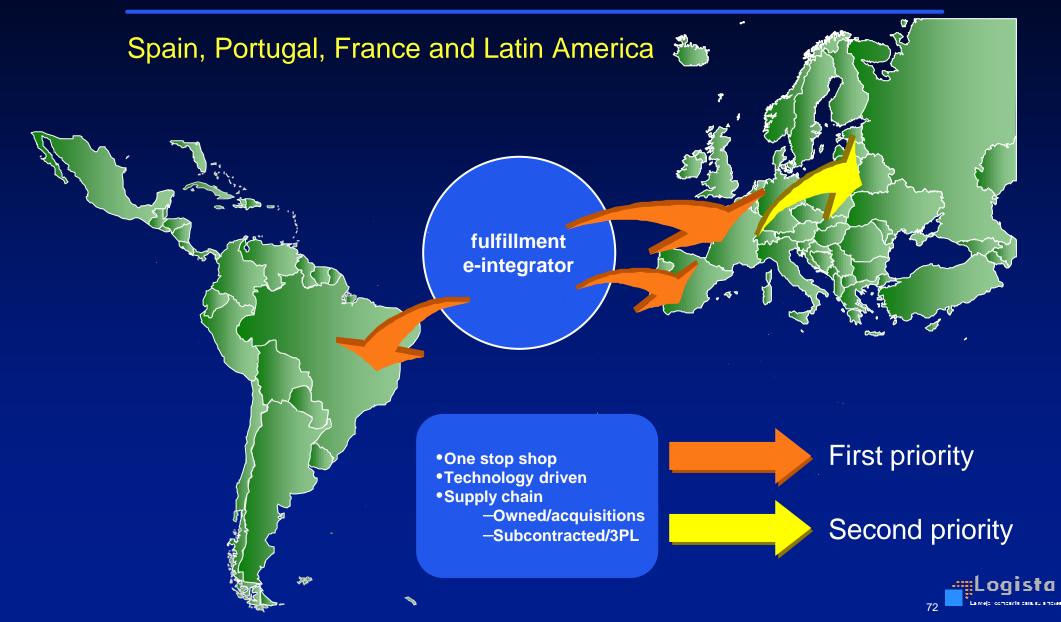


#### Logista's vision for internationalisation

"We intend to engage in joint ventures and / or acquisitions which either provide us with competencies which we currently do not have or extend the geographical reach of our existing businesses"

a mejor compañía para su empresa.

## Logista has established priorities for its international strategy



### Spain, Portugal and France

Seita Distribution offers a stable partnership in France and a platform for growth in Europe

#### **Spain, Portugal and France**



### Logista-Seita Distribution partnership

- Offer one-stop-shop for French and Spanish clients
- Joint e-fulfillment strategy
- Sharing know-how and technology

### **Seita Distribution-infrastructure** assets

- Storage facilities of 185,000 m²
  - 18 regional warehouses
  - 31 storage facilities
- Coverage of 73,800 points of sale (34,100 tobacconists)

### **Latin America**

#### Strategy

- The objective is to be a leading e-fulfiller in the region
- This objective will be targeted through profitable growth developments:
  - Acquisitions/partnerships will ongoing contract logistics businesses in Latin America
  - Expansion with clients (e.g. Terra)
- Capitalise on current partnership with Iberia

### Partnership with Iberia

#### **Highlights**

- In 1999 Iberia transported 220,000 Tm through its Cargo division, generating revenues of around Pts 39,000 mm
- In Spain Latin America freight traffic Iberia is the market leader with 55% market share
- Iberia, through its subsidiary CACESA, has two main activities
  - Freight forwarding
  - Express worldwide, through IBEXPRESS
- Ibexpress is one of the leading same-day express services in Spain, with 235,000 deliveries in 1999
- Ibexpress expansion into LATAM through local delivery companies already in place in Argentina, Dominican Republic, Puerto Rico, Mexico and Chile, with the objective of covering all the countries in the region in the medium term
- Logista Iberia partnership
  - Offer one-stop-shop for full supply chain service
    - Contract logistics (Logista)
    - Freight forwarding (Iberia Cacesa)
    - FTL transport (Logista/3PL)
    - Last Mile (Iberia Ibexpress)
  - Integrated information systems
  - Agreement currently under study

# 5. Financial review Manuel Suárez, CFO



### Strong financial track record

Strong revenue and earnings growth (1997-1999 CAGR)

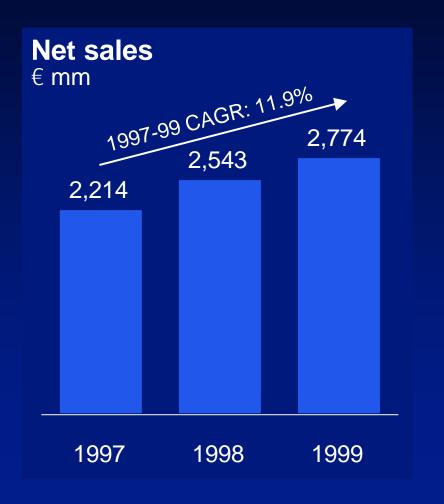
Net sales 11.9%
Economic revenues 7.9%
EBITDA 18.6%
Net income 16.4%

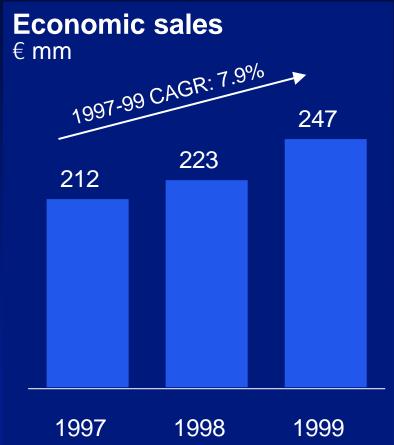
- Strong cash flow from operations: €64 mm (1999)
- Strong balance sheet to support strategy
  - Strong equity base: €273 mm
  - Net cash: €464.2
  - Negative working capital: €(390.1) mm
- Above market profitability

ROE: 19.5%ROCE: 36.2%

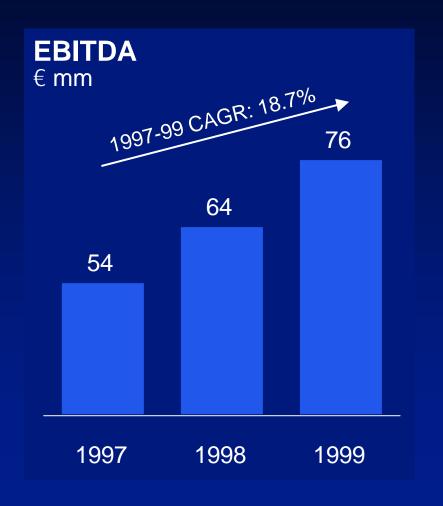
- Dividend pay-out
  - Currently at 40%
  - Future policy dependent on investment opportunities

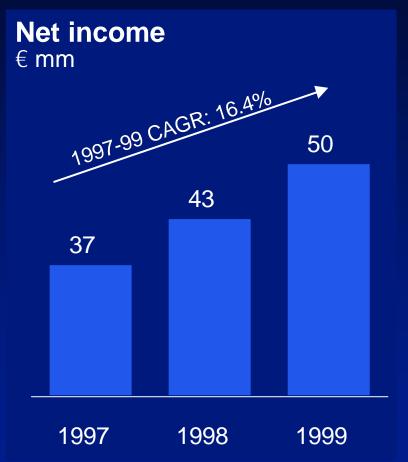
## Logista has generated strong revenue growth ...





### ... and bottom line results





### Revenue analysis

€ mm	Gross sales	Net sales	Economic	sales
Tobacco	6,861.9	1,929.7	135.6	55.0%
Stamps + Documents	370.9	344.9	13.6	5.5%
Publishing + Books	567.3	420.8	60.3	24.5%
Other	81.3	78.3	37.1	15.0%
Total	7,881.4	2,773.7	246.6	100%

### **Cost breakdown**

	Pro forma							
		Ful	l year en	ded Dec 3	1			
€ mm	1997	% total	1998	% total	1999	% total		
Cost of sales	2,001	92.7%	2,320	93.6%	2,527	93.7%		
Transportation	37.5	1.7%	41.5	1.7%	50.9	1.9%		
Personnel costs	44.8	2.1%	47.6	1.9%	51.6	1.9%		
Other operating costs	63.4	2.9%	56.8	2.3%	57.7	2.1%		
Tabacalera outsourcing contract	12.4	0.6%	13.7	0.5%	10.5	0.4%		
Total costs	2,160	100.0%	2,480	100.0%	2,698	100.0%		

# Logista is gradually replacing outsourcing contracts with Altadis with in-house capability

- All management responsibilities assumed by Logista
- Altadis provides supporting services on:
  - Human resources
  - Accounting
  - Legal and tax
  - IT maintenance
  - Internal audit
  - Treasury functions
  - Other

Objetive

Steady decrease to minimum levels over next 3 years as Logista scales in-house capability

### **Balance sheet strength**

	Pro forma					
	Full year ended Dec 31					
€ mm	1997	1998	1999	CAGR 97-99		
Cash & equivalents <sup>1,2</sup>	470.5	573.2	472.0	0.2%		
Accounts receivables	260.3	301.3	545.9	44.8%		
Inventories	88.2	121.0	113.6	13.5%		
Other current assets	5.8	6.0	0.0	-		
Fixed assets (incl. goodwill)	143.1	139.2	319.9	49.5%		
Total assets	967.9	1,140.7	1,451.4	22.5%		
Current liabilities	697.8	866.8	1,150.0	28.4%		
Long-term liabilities	26.0	26.3	23.8	-4.3%		
Other liabilities and minority interests	7.2	6.9	4.5	-20.9%		
Shareholders' equity	236.9	240.7	273.1	7.4%		
Total liabilities and equity	967.9	1,140.7	1,451.4	22.5%		

Source: audited accounts

<sup>&</sup>lt;sup>2</sup> Includes cash held by Altadis from Treasury Management Contract (classified as accounts receivable in annual report)



<sup>&</sup>lt;sup>1</sup> Average treasury position for 1999 is €493 mm

### Favourable working capital position

	Pro forma					
	Full year ended Dec 31					
€ mm	1997	1998	1999			
Current assets						
Accounts receivables <sup>1</sup>	260.3	301.3	545.9			
Inventories	88.2	121.0	113.6			
Other current assets	5.8	6.0	0.0			
Current liabilities						
Accounts payable	208.0	231.1	326.8			
Public entities	444.9	582.6	714.0			
Other current liabilities	11.3	11.7	8.8			
Net working capital	(309.9)	(397.1)	(390.1)			

Source: audited accounts

<sup>&</sup>lt;sup>1</sup> Excludes account with Altadis, reclassified as cash

### **Cash flow from operations**

	Pro forma	
	Full year ended [	Dec 31
€ mm	1998	1999
Net Income	43.2	50.1
Operating Cash Flow	52.7	63.6
Working Capital Chance	87.2	(7.0)
Investments	(19.7)	(8.6)
	120.2	48.0

### Logista's investment plan

€ mm	1998	1999	2000	2001E	2002	Total
						Total
Maintenance	5.9	2.4	7.2	7.6	7.9	31.0
Warehouses	-	-	20.1	25.6		45.7
New investments	8.4	3.5	4.8	5.3	5.6	27.6
IT	5.4	2.7	3.9	4.1	4.3	20.4
Spanish e-commerce	-	-	10.2	16.3	7.7	34.2
Total	19.7	8.6	46.2	58.9	25.5	158.9

- No further investment expected for B2B expansion
- Projections do not include investments in international expansion

### The investment in Iberia

#### Purchase of a 6.7% participation in Iberia

### **Accounting treatment**

- Until 1Q 2000:
  - Financial investment of Pts 29,582 mm (€ 178 mm)
- From 2Q 2000:
  - Equity method for Pts11,306 mm (€ 67.95 mm)
  - Goodwill of Pts18,276 mm (€ 109.84 mm)
  - Goodwill depreciated over 20 years
    - More than offset by expected profits from equity participation
- Cash payment:
  - 50% in December 1999
  - 50% in March 2000

#### Market data on Iberia

Iberia's IPO expected by year-end-2000

Pta bn	1998	1999
Revenue	632	646
NI	53	25.5
Net debt	4.5	74.9
Shareholders		169
funds		

Source: Iberia

- Current market value of Amadeus of Pts975 Bn (€ 5,860.6 mm)
  - Iberia's initial investment in Amadeus (25%) valued at Pta 106,000 mm (€ 637 mm) at time of acquisition
  - Iberia's current participation in Amadeus of 19.33% (after sale of 5.67% on May 24th, 2000)

### Summary overview of 1Q 2000 results

€ mm	1Q 1999¹	1Q 2000	% growth
Net sales	607.8	685.3	12.8%
Economic sales	52.7	61.6	16.9%
EBITDA	15.7	18.6	18.5%
EBIT	12.9	15.1	17.1%
Net income	10.9	11.8	8.3%
Operating cash flow	18.8	21.8	16.0%
Total assets	1,014	1,149	13.3%
Shareholders' funds	249.9	284.9	14.0%
Net cash	394.6	314.9	-20.2%
Net working capital	(256.5)	(334.8)	-30.5%

Source: Company and additions limited review of TQ 2000 accounts

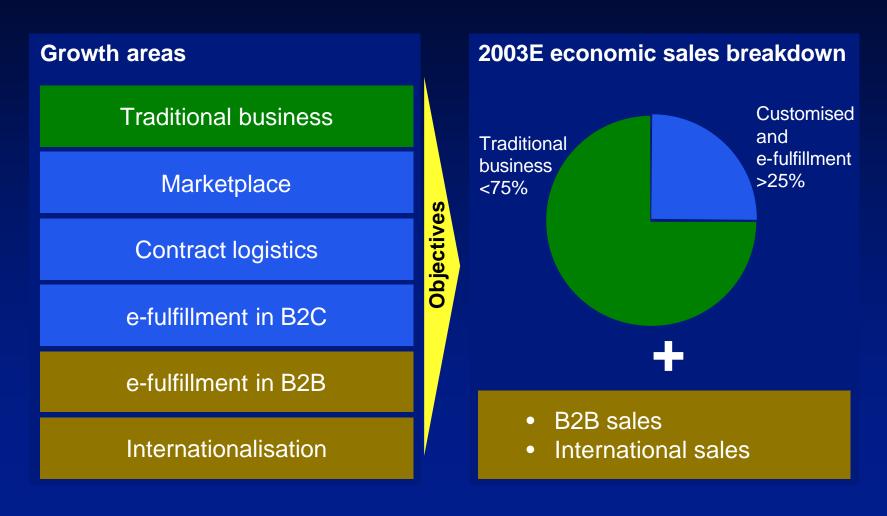
Logista

### 6. Conclusion

Juan Rizo, CEO



# Logista has developed a strategy for growth from its current business strengths



### **Appendices**



### A. corporate background



### Management team

#### **Profiles**

#### Cesar Alierta, Chairman

Lawyer, MBA. 30 years experience in management positions

#### **Juan Rizo, Chief Executive Officer**

Engineer, MBA. 25 years of experience in management positions

#### **Luis Egido, General Manager**

Industrial Engineer, PADE. 25 years of experience in the logistics sector

#### José María Sanjuanbenito, General Manager

Lawyer, Master in Human Resources. 19 years of experience in the publications sector

#### **Javier Solans, Commercial Manager**

Industrial Engineer, MBA. 19 years of experience in the sale of mass consumption products

#### Manuel Suárez, Chief Financial Officer

Economist. 18 years of experience in financial management position

#### **Teresa Casla, Director of Corporate Development**

Economist. 10 years of experience in the financial markets

#### Rafael de Juan, Secretary of the Board of Directors and Legal Advisor

State Attorney. 15 years of experience in the public sector and 15 years in the private sector

### Recent corporate developments

#### Logista spin-off

#### **September 2, 1998:**

Founded Logista with capital of 500,000 pesetas

#### January 25, 1999:

Tobacco Marketing Commission granted license for importing and wholesale distribution

#### **January 30, 1999:**

Began operations following the transfer of assets and liabilities from Altadis to Logista

#### Midesa/Contydis merger

#### June 9, 1999:

Midesa issued 3,742,542 new shares amounting to 374,254,200 pesetas to purchase all of the net assets of Contydis

#### June 18, 1999:

Merger was recorded with the Mercantile Registry Office and became effective

 Espasa Calpe S.A. received 3,742,442 shares plus 745,780 pesetas; Planeta Corporation S.R.L received 100 shares plus 20 pesetas

#### Midesa/Logista merger

#### March 11, 1999:

The Boards of Midesa / Contydis and Logista decided to merge

#### June 15, 1999:

Merger was approved by shareholders subject to the Midesa / Contydis merger being registered with the Mercantile Registry Office

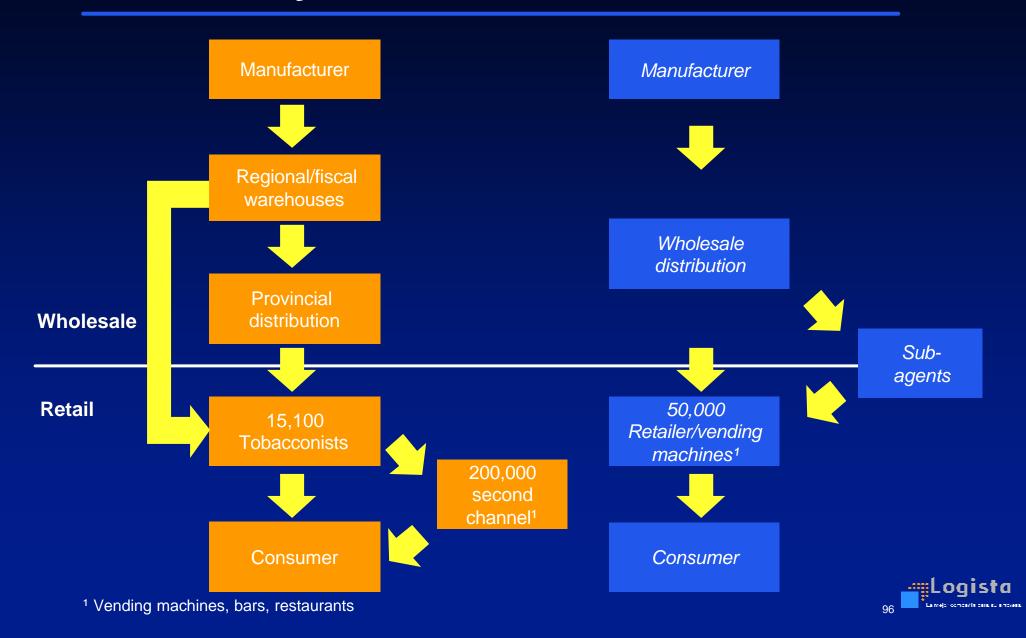
#### **January 21, 2000:**

Spanish Government approved the merger, setting some restrictions which mainly affected the local distribution to tobacconists

### Tobacco



### Tobacco cycle



### Wholesale – Spain

- Fully liberalised since 1986
- Administrative license granted by the Comisionado para el Mercado de Tabacos (Tobacco Market Commission)
  - Logista, McLane España,
     Ditralsa, Tamco, Comet
  - Obligation to distribute to all the tobacconists on equal terms: delivery time, service and financing (payment / replacement period)



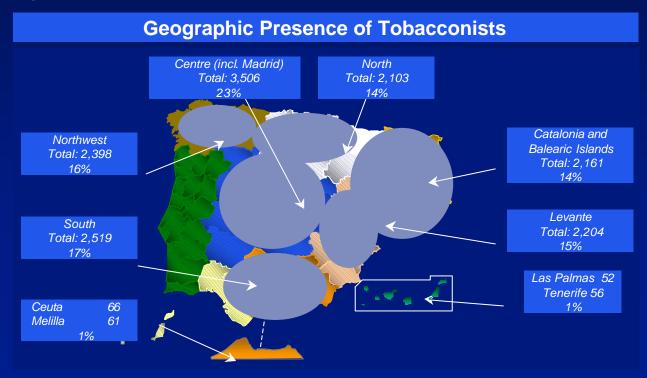


<sup>&</sup>lt;sup>1</sup> Including Canary Islands, at retail price

### Retail – Spain

- Tobacconist licenses granted by Ministerio de Economia y Hacienda (Ministry of Finance)
  - 15,100 tobacconists
  - Retail price set by manufacturer
  - Fixed retail fees: 8.5% on cigarettes and 9.0% on cigars

- Expected new tobacconists licenses in 2000
  - Criteria for granting of license:
    - Individuals
    - Available premises
    - Clean financial track record
    - Geographical restrictions



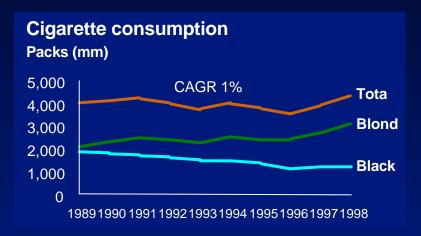
### Trends – Spain

#### **Cigarettes**

- Stable consumption
  - Health awareness
  - Legal restrictions on advertising
- Increasing number of references
- Smuggling reduced to European standards
- Potential for increasing distribution fees
  - Higher manufacturers' prices
  - Additional services
- Retail prices lower than Europe

#### Cigars

- Recent significant increase in consumption
- Strong consumption of small cigars
  - Substitution
  - Fashion
  - Natural product



Source: Altadis 1998 Annual Report

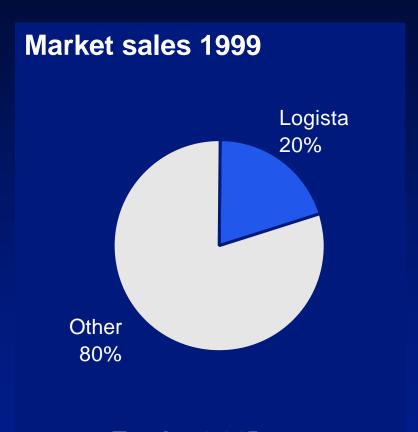
### Cigar consumption Units (mm)



Source: Altadis 1998 Annual Report

### Tobacco Portugal

- Fully liberalised market
- Wholesale distribution highly fragmented:
  - 343 wholesale distributors
  - No other distributors with a significant market share
  - Slow consolidation process
  - Manufacturers favour professional wholesalers
- Single retail channel with 50,000 points of sale
  - News-stands, restaurants, coffee shops, grocery shops, etc.



**Total: €1,145 mm** 



### Trends – Portugal

- Stable market
- Increasing preference for "light" cigarettes
- Potential for further consolidation of wholesale distribution
- Potential retail price increases by manufacturers as lowest price in Europe after Spain

#### **Cigarette market trends**

% market breakdown (3 mm)





### Logista – clients

	Contracts	% of tobacco sales PVP	Length	Fees
Spain	Tabacalera Philip Morris Reynolds BAT Cita Canariense Other	1999 41.7 32 9.4 6.3 3.9 1.1 5.6	Three-year initial contract • Renewable	Cigarettes • Ptas/pack Cigars: • % of retail pricing Pipe & rolling tobaccc • Ptas/kg
Portugal	Tabaqueira Philip Morris RJR BAT Other	<ul><li>90</li><li>1.7</li><li>5</li><li>5</li></ul>	<ul> <li>Open to any wholesaler with a minimum level of purchases</li> </ul>	<ul> <li>8.15% margin for Tabaqueira's products</li> <li>8.50% margin for rest of competitors products</li> </ul>



### Logista – products & services

#### **Products**

	Spain				Portugal		
Number of references	1996	1997	1998	1999	1997	1998	1999
Blond	128	153	168	184	78	79	80
Black	39	41	43	48	6	5	2
Cigars	552	605	694	748	_	_	420
Pipe tobacco	85	84	92	95	_	_	_
Rolling tobacco	23	25	29	29	_	_	_
Others	3	4	4	4	_	_	_
Volume of sales							
Cigarettes (mm packs)	3,605	3,908	4,344	4,345	120.6	121.3	141.4
Cigars (mm units)	709.3	832	855	960	_	_	_
Pipe & rolling tobacco (mm packs)	14.1	16.6	18	21.4			

#### **Services**

- Warehousing and stock management
- Picking, labelling and packaging
- Billing and collections
- Tax and customs warehouse
- Aftersales service

Logista
Lamela concerts concerts concerts

### Logista – points of sale

- Delivery to 15,100 tobacconists in Spain and 13,400 retail outlets and 900 vending machines in Portugal
- On line connection with more than 7,000 tobacconists in Spain (80% of the sales)
- High level of service provision to tobacconists:
  - Information on products, prices, minimum stock, request calendar
  - Tobacco deliveries every 10 days
  - Payment from retail due on next delivery
  - Special requests attended in 24 hours
- Increasing importance of Cash & Carry facilities
  - Dedicated facilities in all 50 provinces (15 Cash & Carry and 35 Tobacco Shops)
  - 16.4% of sales in 1999, (15% in 1998 and 12% in 1996)
  - Cash payment
  - No distribution costs

# Stamps, documents and high-value products



## Stamps, documents and high-value products

#### Postage and fiscal stamps

- Sole concession granted to Altadis until 2002
  - License operated by Logista
  - Distribution through tobacconists
  - Fixed distribution fee of 6% of retail price
- New concession to be granted in 2002

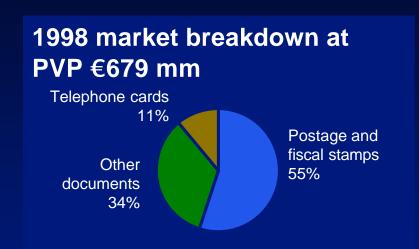
#### **Documents and high value products**

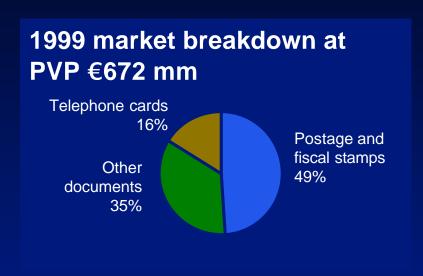
- Includes phone cards, parking cards, travel passes, greeting cards, income tax forms, standard contracts and others
- Distribution under private contract or public tender offers. Awarded with
   100 contracts during last years

### Logista – clients

Main Contracts	Product	Length	Terms
Altadis 2 Ministerio de Economia y Hacienda Post Office Entity	Fiscal Stamps Postage Stamps	Until 2002	Exclusive distribution rights granted by Ministry of Finance Breakdown of fees: 4% of retail price to tobacconist 2% to Altadis of which 1.5% is paid to Logista
Public entities Diputaciones Forales  - Alava  - Guipuzcoa  - Navarra  - Vizcaya  Canary Government Madrid Municipality 5 Universities Ministerio de Justicia	Income tax forms Fisc. Stamps & Income tax forms Fisc. Stamps & Income tax forms Fisc. Stamps & Income tax forms Income tax forms Parking cards Applications forms	Depends on contract	Different distribution rates depending on contract and product
Private Entities  - Telefónica  - Airtel  - Uni2  - Alo  - Transport consortium  Madrid  Valencia  - Public Transport Companies  - 38 Companies,  (15Provinces)  - Unicef  - Other	Phone cards&Telephones Phone cards&Telephones Travel passes  Travel passes Travel passes  Greeting cards Various products	Depends on contract	Different distribution rates depending on contract and product

### Logista – products





	1996	1997	1998	1999
Number of references				
Postage and fiscal stamps	555	545	624	528
Documents	645	640	1,276	1,348
Sales volume (mm units)				
Postage and fiscal stamps	911	887	737	582
Documents	60	62	61	55

Source: Company

### Logista – services

- Specific expertise in handling high value documents
  - Numbering
  - Automatic picking
  - Control of returns
  - Security in storage and distribution
  - Delivery every 10 days
  - 50 owned dedicated selling facilities (15 Cash & Carry and 35 shops)
  - Payment from retail due on next delivery
  - Special requests attended in 24 hours
- Creating loyalty of points of sales by providing additional high margin products

# B. Legislation in Tobacco and Stamps



### Legislation

#### **Distribution of Tobacco**

- Regulated market "Law 13/1998 (May 4) and Decree 1119/1999 (July 9)"
- Import and Wholesale Distribution Licenses
  - Logista has licenses PA 990053 and PB 990084,
     respectively, granted by the "Comisionado para el Mercado de Tabacos"

#### **Distribution of Stamps**

"Law 13/1998 (May 4) and Decree 1119/1999 (July 9)" grants
 Altadis the concession to operate the wholesale distribution until
 2002

### **Tobacco tax rates**

	1996	1997	1998	1999
Special tax				
Ad valorem (% of retail price)				
Blond cigarettes	54	54	54	54
Dark cigarettes	54	54	54	54
Cigars	12.5	12.5	12.5	12.5
Rolling tabacco	37.5	37.5	37.5	37.5
Pipe tabacco	22.5	22.5	22.5	22.5
Specific (cigarettes)				
(Ptas/20 units pack)	10	10	10	10
VAT (% of retail price)				
Cigarettes and leaf tobacco	15.25	13.79	13.79	13.79
Cigars	15.17	13.72	13.72	13.72

Source: Company <sup>1</sup> Since 31/07/96

<sup>&</sup>lt;sup>2</sup> Since 01/01/97 VAT has been reduced because of the decrease on equivalent tax to 1.75%

### **Effects of taxation**

 The effect of taxation on packs of light and dark cigarettes and a box of 20 cigars is shown below

	Light Fortuna		Dark Ducados		Cigars Farias Club	
Recommended Retail Price	100.00%	275.00	100.00%	200.00	100.00%	500.00
VAT	13.79%	37.92	13.79%	27.58	13.72%	68.60
Total sales Logista	86.21%	237.08	86.21%	172.42	86.28%	431.40
Ad Valorem Tax	54.00%	148.50	54.00%	108.00	12.50%	62.50
Specific tax	3.64%	10.00	5.00%	10.00	0.00%	_
Retail premiums	8.50%	23.38	8.50%	17.00	9.00%	45.00
Net sales Logista	20.00%	55.20	18.71%	37.42	64.78%	323.90

Source: company

- Retail Premiums represent commissions determined by law and received by tobacconists
- This commission is 8.5% for cigarettes, 9% for cigars and 4% on the retail price of tax stamps and postage

### **Publications**



### **Publications**



- Increasing number of references
- Daily delivery
- Exclusive distribution
- Firm purchase with an option to return
- Retail price set by publisher
- Distribution fee, as a percentage of the retail price defined

### Publications – Spain & Portugal

#### **Collectibles**

- Periodical publication which builds up to form book
- High unit value
- Highest margin of all publications
- Long tradition in Spain and growing in Portugal
- More complicated physical distribution
- Information permits planning of printing and distribution
- Sales strongly depend on publishers' new issues

#### Magazines

- Medium unit value
- Titles per inhabitant lower than European average
- Increasing number of specialised magazines
- Portugal: Drop in sales of weeklies
- Portugal: Stable sales of monthlies with increasing number of titles

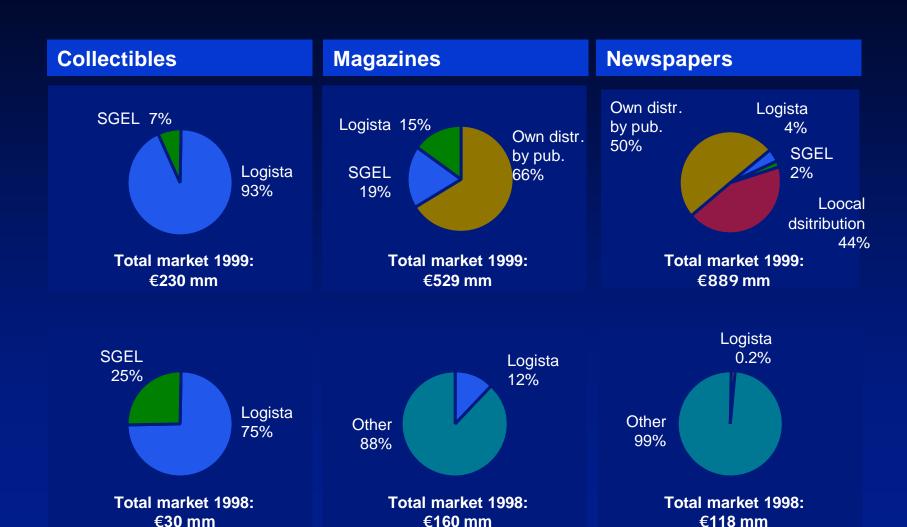
#### **Newspapers**

- Low unit value
- Publishers only outsource local distribution
- Complexity of delivery schedule

#### **Portugal**

- Decrease in cover price from 140 to 100 escudos
- Proportional increase in circulation

### Publications – Spain & Portugal



Source: Company

### Logista – clients

#### **Clients**

Main Contracts	Product	Length <sup>1</sup>	Terms
Editorial Planeta De Agostini, S.A.	Collectibles and Comics	7 years renewable Warning: 6 months Date of Contract: 01/05/99	Exclusive, under commission, margin over sales, 2 advanced payments and 90 days payment.
Grupo RBA Editores S.A.	Collectibles Magazines and other publications	1 year renewable Warning: 3 months Date of Contract: 01/06/99	Exclusive, under commission, margin over sales, 2 advanced payments and 90 days payment.
Ediciones Orbis S.A.	Collectibles	3 years, renewable annually Warning: 3 months Date of Contract: 01/09/92	Exclusive, under commission, margin over sales, 2 advanced payments and 90 days payment.
Edition Altaya S.A.	Collectibles	1 year renewable Warning: 3 months Date of Contract: 02/05/94	Exclusive, under commission, margin over sales, 2 advanced payments and 90 days payment.
International Book Club ("Club Internacional del libro, División Coleccionables, s.l."	Collectibles	Indefinite Warning: 3 months Date of Contract: 18/09/97	Exclusive, under commission, margin over sales, 2 advanced payments and 90 days payment.

<sup>&</sup>lt;sup>1</sup> Average length of relationships over 15 years

### Logista – clients

Main Contracts	Product	Length	Terms
Globus Comunicación, S.A.	Collectibles	1 year renewable Warning: 6 months Date of Contract: 15/05/93	Exclusive, under commission, margin over sales, 2 advanced payments and 90 days payment.
Globus Comunication, S.A.	Magazines	4 years renewable Warning: 6 months Date of Contract: 01/03/92	Exclusive, under commission, margin over sales, 2 advanced payments and 90 days payment.
Multimedia Ediciones S.A.	Collectibles	3 years renewable Warning: 3 months Date of Contract: 10/01/93	Exclusive, under commission, margin over sales, 2 advanced payments and 90 days payment.
Ediciones Pleyades S.A.	Leisure publications	Indefinite Warning: 3 months Date of Contract: 30/06/78	Exclusive, under commission, margin over sales, 2 advanced payments and 90 days payment.
Ediciones Del Prado	Collectibles	Indefinite	Exclusive, under commission, margin over sales, 2 advanced payments and 90 days payment.
Warner Home Video España S.A.	Collectibles	Indefinite	Exclusive, under commission, margin over sales, 2 advanced payments and 90 days payment.

### Logista – products and services

#### **Number of titles Spain and Portugal**

	1996	1997	1998	1999
Collectibles	352	338	371	364
Magazines	246	296	304	315
Newspapers	25	25	25	25

• In 1999 distribution of 13.400 references and 500 million units from 120 publishers

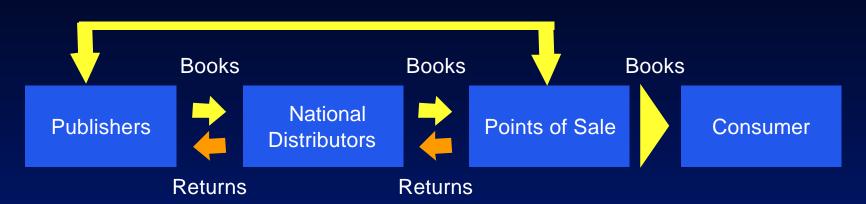
#### **Services**

- National and local distribution through subsidiaries and affiliates
- Advisory on printing and distribution volume
- Final allocation of total volume to points of sale
- Ongoing sales information and market feedback
- Market survey through 1,200 "rotational" control points
- Billing and collection
- Control of returns
- Availability of past issues

### Books



### **Books**



- Large publishing houses dominate the market and engage in self distribution
  - Increasing outsourcing
- Marketing done by publishers
- Publishers assign circulation
- Guaranteed gross margin
- New distribution channels (Internet)



Source: Company

<sup>&</sup>lt;sup>1</sup> Excluding direct sales and text books. Total size of market €2,361 million

## Logista – Clients, products and services

#### **Clients and products**

Main Contract	Product: Books	Length	Terms
Grupo 🚔 Planeta	Seix Barral Editorial Ariel Ediciones Martínez Roca Ediciones de Bolsillo Ediciones Temas de Hoy Ediciones Destino Espasa Calpe Ediciones Deusto Editorial Crítica	10 years, renewable for periods of 3 years Warning: 12 months Date of Contract: October 1998, except Editorial Critica (June 1999)	Exclusive, under commission, margin over sales

#### **Services**

- Warehousing
- Picking
- Billing and collection
- Information on sales and margins by product and region
- Handling of returns

