

COMPANY UPDATE: QIB

May 20, 2019

TECHNOLOGY/INFRASTRUCTURE SOFTWARE

Stock Rating:

OUTPERFORM

12-18 mo. Price Target	CHF5.50
WIHN - SWX	CHF2.83

3-5 Yr. EPS Gr. Rate	15%
52-Wk Range	CHF5.15-CHF2.56
Shares Outstanding	33.9M
Float	25.8M
Market Capitalization	CHF107.5M
Avg. Daily Trading Volume	26,586
Dividend/Div Yield	\$0.00/0.00%
Book Value	\$0.29
Fiscal Year Ends	Dec
2019E ROE	NA
LT Debt	\$30.7M
Preferred	\$0.0M
Common Equity	\$4M
Convertible Available	Yes

EPS Diluted	Q1	Q2	Q3	Q4	Year	Mult.
2017A					(0.82)	NM
2018A	(0.22)	(0.10)	NA	NA	(0.48)	NM
2019E	(0.11)	(0.10)	(0.09)	(80.0)	(0.38)	NM
Prior (E)	(0.12)	(0.09)				NM

WISeKey Int'l Hldg AG

Steady 1Q19 Start; Investment for Growth Plan Intact

SUMMARY

On 5/7/19, WISeKey (WIHN) released 1Q19 preliminary Cybersecurity/IoT revenue of \$8.1M that was slightly behind our estimate of \$10.1M—when excluding revenue from QuoVadis's discontinued operations, we estimate it should have fared better. IoT revenue pipeline remains healthy at +\$250M over the next three years. Recent (4/3/19) investments include a 22% interest in Tarmin to integrate its secure cloud offering into WISeID.com in order to develop the WISeBox solution focus on managed cloud service. WISeCoin, a subsidiary of WIHN raised \$7M on a pre-STO round. WIHN provided an update on the key areas of focus to capture the \$250M+ revenue opportunities. We remain optimistic on WIHN's focus on the 4th Industrial Revolution strategy which is currently seeing investments in these critical growth areas. Reiterate Outperform.

KEY POINTS

- 1Q19 Revenue Announcement: WIHN announced 1Q19 revenue of \$8.1M vs. our estimate of \$10.1M. The y/y revenue deceleration is mainly driven by the discontinued revenue from the sale of QuoVadis SSL and PKI businesses earlier this year. Cash as of 3/31/19 is at \$25.4M, an increase of 151% y/y, liquidity should remain sufficient in the near term.
- Tarmin & STO: On 4/3/19, WIHN acquired 22% of Tarmin in a move to jointly develop the WISeBox solution—a managed cloud service that integrates WIHN's technology (ROT & PKI) and Tarmin's Gridbank Data Management Platform. WISeCoin, a subsidiary of WIHN, raised \$7M via a pre-STO round to build secure infrastructure and microchip using blockchain authentication technology.
- Cybersecurity/IoT +\$250M Pipeline: WIHN provided an estimated greater than \$250M pipeline over the next three years driven by future IoT revenue opportunities. Key areas of focus include: 1) ISTANA (connected cars); 2) monetization of Blockchain platform; 3) Anti-Illicit Trade Tech (WISeAuthentic); 4) Digicert partnerships; 5) expanded sales force; and 6) Foresight platform using APIs and keys on VaultIC IoT Chip as a service.
- Estimates Update: No financial guidance was provided by the company. We are, however, adjusting our FY19E revenue/LPS from \$45M/\$0.38 to \$38.4M/\$0.38. We are assuming an elevated capital spend in 2019 to achieve the strategic growth initiatives as set forth in the investment plan announced earlier this year.
- **Bottom Line:** We continue to believe that WIHN's current discounted valuation of 3.1x is unwarranted given the large and rapidly growing IoT and cybersecurity markets the company address. WIHN's investment for 2019 growth plan could yield attractive upside if executed successfully. Our PT of CHF5.50 is based on 5.5x our FY19 revenue estimate which we view as a reasonable multiple.

Stock Price Performance 1 Year Price History for WIHN 5.5 4.5 4.5 3.5 3.5 2.5

Company Description

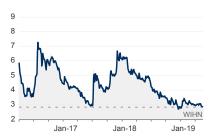
WISeKey International Holding AG provides digital identity and IoT security solutions to organizations and manufacturers worldwide. At its technology's core is a set of functions designed to be trusted by an operating system called the Root of Trust (RoT), exclusively licensed by WISeKey and embedded in nearly four billion devices

For analyst certification and important disclosures, see the Disclosure Appendix.

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5-YEAR PRICE PERFORMANCE



Source: Bloomberg

BASE CASE ASSUMPTION

- WIHN continues to successfully integrate its recent acquisitions
- WIHN ability to reallocate capital to areas of high growth as laid out in the FY19 Initiatives
- Revenue continues to grow >20% organically

UPSIDE SCENARIO

New products/initiatives drive increased adoption for WIHN solutions

INVESTMENT THESIS

Based in Switzerland, WIHN is leveraging its neutral domicile to provide certificate services utilizing its exclusively-licensed Root of Trust (RoT) technology embedded in nearly four billion devices worldwide. We believe WIHN is addressing a sizable market opportunity within the IoT Security and eSignature space, which IDC estimates to grow at a CAGR of 13.8% over the next four years to a \$22.5B market.

CATALYSTS

- Expansion of partnerships, particularly within the supply chain management and government sectors, as well as in the US, China and German regions
- loT or hardware-level breaches/vulnerabilities (e.g. Spectre, Meltdown)

DOWNSIDE SCENARIO

- Increased competition from incumbent vendors
- Growth from razor and blade business strategy stabilizes

PRICE TARGET CALCULATION

To reach our CHF5.50 price target, we apply a 5.5x EV/revenue multiple to our FY19 estimate of \$33.9 million (excluding discontinued operations), reflecting an enterprise value of \$212 million. Subtracting net debt of \$25.5 million, dividing by the number of diluted shares outstanding of 33.9 million, we arrive at our CHF5.50 price target. We believe WIHN is addressing a sizable market opportunity in both cybersecurity and IoT that is increasing at a healthy growth rate, though given WISeKey is still early into its redeveloped business plan, we are applying a discounted valuation multiple to reflect the company's elevated risk profile.

KEY RISKS TO PRICE TARGET

Risks to our price target include increased competition, a challenging overall macro environment, moderate IT spending, change in acceptance of the company's products, and the ability to demonstrate consistent financial performance. In addition, the stock's status as primarily overseas-listed may prevent some investors from owning it.

Note: We view WIHN, as a sock trading under \$5, as speculative and appropriate for risk-tolerant investors.

WIHN (OUTPERFORM) - CHF5.50
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WISeKey								In millions	except per s	share figure	s (In USD)
Income Statement	2017A	Mar-18A	Jun-18A	Sept-18A	Dec-18A	2018A	Mar-19E	Jun-19E	Sept-19E	Dec-19E	2019E
Revenue	43.078	11.900	14.000			53.692	8.100	8.500	10.250	11.500	38.350
Cost of Sales	22.386	5.867	7.100			24.515	4.374	4.526	5.458	6.095	20.453
Gross Profit	20.692	6.033	6.900			29.177	3.726	3.974	4.792	5.405	17.897
Operating Expenses Research and Development Sales and Marketing General and Administrative Other	7.386 6.254 22.088 (1.526)	2.200 1.700 6.200	1.800 2.400 6.200 (0.300)			8.106 8.598 24.741 (0.316)	1.620 1.620 3.807 0.500	1.403 1.615 4.250 0.500	1.563 1.742 4.612 0.500	1.725 1.725 4.830 0.500	6.311 6.703 17.500 2.000
Income/Loss from Operations	(13.510)	(4.067)	(3.200)			(11.952)	(3.321)	(3.794)	(3.626)	(3.375)	(14.116)
Total other income/(expense) Income before Taxes	(12.420) (25.930)	(2.900) (6.967)	0.600 (2.600)			(4.465) (16.417)	(3.321)	- (3.794)	- (3.626)	- (3.375)	- (14.116)
Income Tax Benefit (Expense) Non-GAAP Net Income Less: NI/(Loss) attributable to NCI Non-GAAP Net Income attributable to WIHN	1.037 (24.893) - (24.893)	(0.400) (7.367) (5.067)	(0.700) (3.300) (1.700)			0.152 (16.265) - (16.265)	(0.498) (3.819)	(0.569) (3.225)	(0.544) (3.082)	(0.506) (2.869)	(2.117) (12.995)
Weighted Average Shares - Basic Weighted Average Shares - Diluted	29.506 29.506	33.270 33.270	33.270 33.270			33.905 33.905	33.905 33.905	33.922 33.922	33.939 33.939	33.956 33.956	33.930 33.930
Non-GAAP EPS	(0.84)	(0.22)	(0.10)			(0.48)	(0.11)	(0.10)	(0.09)	(0.08)	(0.38)
Non-GAAP to GAAP Adjustments Total Operating Adjustment Total Non-Operating Adjustment	4.7 9.4	1.8 0.5	0.3		_	(2.9) (3.5)	0.0	0.0	0.0	0.0 0.0	0.0
GAAP Net Income	(10.8)	(7.4)	(3.3)			(9.9)	(3.8)	(3.2)	(3.1)	(2.9)	(13.0)



WISeKey											
Margin Analysis	2017A	Mar-18A	Jun-18A	Sept-18A Dec	:-18A	2018A	Mar-19E	Jun-19E	Sept-19E	Dec-19E	2019E
<u>Margins</u>											
Gross Margins	48.0%	50.7%	49.3%			54.3%	46.0%	46.8%	46.8%	47.0%	46.7%
As a % of Total Revenue											
Research and Development	17.1%	18.5%	12.9%			15.1%	20.0%	16.5%	15.3%	15.0%	16.5%
Sales and Marketing	14.5%	14.3%	17.1%			16.0%	20.0%	19.0%	17.0%	15.0%	17.5%
General and Administrative	51.3%	52.1%	44.3%			46.1%	47.0%	50.0%	45.0%	42.0%	45.6%
Operating Margins	(31.4%)	(34.2%)	(22.9%)			(22.3%)	(41.0%)	(44.6%)	(35.4%)	(29.3%)	(36.8%)
Profit Margin	(57.8%)	(61.9%)	(23.6%)			(30.3%)	(47.2%)	(37.9%)	(30.1%)	(24.9%)	(33.9%)
Tax Rate	(4.0%)	5.7%	26.9%			(0.9%)	15.0%	15.0%	15.0%	15.0%	15.0%
<u>QoQ</u>											
Revenue		12.4%	17.6%					4.9%	20.6%	12.2%	
Weighted Avg. Shares Outstanding			0.0%				0.1%	0.1%	0.1%	0.1%	
<u>YoY</u>											
Revenue	291.6%	65.3%	30.5%			24.6%	(15.0%)	(39.3%)	(23.6%)	(14.3%)	(28.6%)
Gross Profit	359.8%	83.0%	64.8%			41.0%	(38.2%)	(42.4%)			(38.7%)
R&D	413.6%	57.1%	8.4%			9.7%	(26.4%)	(22.1%)			(22.1%)
S&M	(62.0%)	70.0%	84.0%			37.5%	(4.7%)	(32.7%)			(22.0%)
G&A	(3.3%)	113.8%	100.4%			12.0%	(38.6%)	(31.5%)			(29.3%)
Operating Profit	(62.7%)	103.0%	71.0%			(11.5%)	(18.4%)	18.6%			18.1%
Weighted Avg. Shares Outstanding						14.9%	1.9%	2.0%			0.1%

WIHN (OUTPERFORM) - CHF5.50
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WISeKey In millions except per share figures (In USD) **Consolidated Balance Sheet** 2017A 2018A Mar-19E Jun-19E Sept-19E Dec-19E Mar-18A Jun-18A Sept-18A Dec-18A Assets Cash and cash equivalents 9.6 10.1 9.8 25.4 (2.2)Accounts receivable 4.0 7.6 4.4 0.9 0.0 0.0 Notes receivable 3.5 Inventories 4.2 2.7 0.8 0.5 0.4 Prepaid expenses Deferred charges, current 0.0 0.2 0.0 Other current assets 7.4 9.8 9.8 **Total current assets** 26.1 32.1 15.1 0.0 0.0 0.0 Notes receivable Equity securities 0.6 7.9 9.4 Deferred income tax assets 0.0 0.0 0.0 Deferred tax credits 2.9 2.5 1.9 PPE 3.0 2.4 2.8 Intangible assets 1.6 1.1 1.4 8.3 Goodwill 8.3 10.0 Deferred charges, noncurrent 0.0 0.2 Other noncurrent assets 24.7 23.9 28.7 **Total noncurrent assets** 41.1 46.3 54.2 Total assets 67.2 78.5 69.3 Liabilities 12.9 6.5 Accounts payable 12.2 Notes payable 0.1 6.8 6.8 Deferred revenue, current 0.3 0.1 0.1 0.0 Convertible note payable 0.0 0.0 Income Tax payable 0.1 0.0 0.0 Derivative liabilities 0.0 0.0 0.0 Other current liabilities 11.1 15.1 10.2 **Total current liabilities** 23.7 34.9 23.6 Convertible note payable 18.6 23.9 23.9 Deferred revenue, noncurrent 0.0 0.0 0.0 Indebtedness to related parties 1.0 0.0 0.0 Employee benefit plan obligation 4.6 4.5 3.0 Deferred income tax liability 0.0 0.0 0.0 Other noncurrent liabilities 5.7 11.2 11.2 Total noncurrent liabilities 29.8 39.6 38.2 **Total liabilities** 53.6 74.5 61.7 **Equity** Stockholders' Equity 13.6 4.0 7.6 **Total Liabilities and Equity** 67.2 78.5 69.3



WISeKey								In millions	except per	share figures	(In USD)
Consolidated Cash Flow Statement	2017A	Mar-18A	Jun-18A S	Sept-18A	Dec-18A	2018A	Mar-19E	Jun-19E	Sept-19E	Dec-19E	2019E
Net Loss	(24.8)					(16.3)	(3.8)	(3.2)	(3.1)	(2.9)	(13.0)
Interest and other non cash items	1.5					1.2					1.3
Depreciation of PPE	1.4					1.4					1.0
Amortization of intangible assets	3.6					2.0					2.5
Stock based comp	2.2					1.7					4.5
Other	2.6					1.9					1.9
Change in Working Capital					i	1				İ	
Accounts receivables	2.6					(2.9)					3.3
Inventories	(0.5)					(0.7)					1.5
Other assets	(0.0)					1.3					0.0
Accounts payable	1.5					(0.1)					(6.5)
Deferred revenue	4.6					6.0					0.0
Income taxes payable	0.1					0.3					(0.0)
Other current liabilities	0.2					(4.4)					(4.8)
Net cash provided by operating activities	(4.9)					(8.5)					(8.4)
Acquisition of PPE	(0.7)					(1.2)					(5.0)
Acquisition of a business	(11.6)					0.0					0.0
Other	(0.6)					(3.0)					0.0
Net cash provided by investing activities	(12.9)					(4.2)					(5.0)
Proceeds of issuance of common stock	5.0					3.1					0.0
Other	20.5					8.8					0.0
Net cash provided by financing activities	25.5					11.9					0.0
Effect of exchange rate changes on cash	(0.7)					(0.2)					0.0
Net (decrease) increase in cash and cash equiv	7.0					(1.1)					(13.3)
Cash at beginning of period	5.2					12.2					11.2
Cash at end of period	12.2					11.2					(2.2)

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Sell - anticipates that the shares will depreciate 10% or more in price within the next 12 months, due to fundamental weakness perceived in the company or for valuation reasons, or are expected to perform significantly worse than equities within the peer group.

		Dis	tribution	of Ratinç
			IB Serv/Pa	st 12 Mos.
Rating	Count	Percent	Count	Percent
OUTPERFORM [O]	375	65.33	171	45.60
PERFORM [P]	198	34.49	65	32.83
UNDERPERFORM [U]	1	0.17	0	0.00

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