

# ONESPAWORLD

AT SEA. ON LAND

- The Global Health and Wellness Company -

INVESTOR PRESENTATION | November 2023



## DISCLOSURE & FORWARD-LOOKING STATEMENTS

#### **Forward-Looking Statements**

This Investor Presentation includes "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, Section 21E of the Securities Exchange Act of 1934, as amended and the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995. The expectations, estimates, and projections of the Company may differ from its actual results and consequently, you should not rely on these forward-looking statements as predictions of future events. Words such as "expect," "estimate," "project," "budget," "forecast," "anticipate," "intend," "plan," "may," "might," "project," "possible," "would," "will," "could," "should," "believe," "predict," "potential," "continue," or the negative or other variations thereof and similar expressions are intended to identify such forward-looking statements. These forward-looking statements include, without limitation, expectations with respect to future performance of the Company, including projected financial information (which is not audited or reviewed by the Company's auditors), and the future plans, operations and opportunities for the Company and other statements that are not historical facts. These statements are based on the current expectations and beliefs of the Company's management concerning future developments and their potential effects on us taking into account information currently available to us and are not predictions of actual performance. There can be no assurances that future developments affecting us will be those that we have anticipated. These forward-looking statements involve significant risks and uncertainties that could cause the actual results to differ materially from the expected results. Factors that may cause such differences include, but are not limited to: the demand for the Company's services together with the possibility that the Company may be adversely affected by other economic, business, and/or competitive factors or changes in the business environment in which the Company operates; changes in consumer preferences or the market for the Company's services; changes in applicable laws or regulations; the availability of competition for opportunities for expansion of the Company's business; difficulties of managing growth profitably: the loss of one or more members of the Company's management team; and other risks and uncertainties described or incorporated by reference in the Registration Statement and the Company's reports (including all amendments to those reports) filed from time to time with the SEC, including the Company's most recent Annual Report on Form 10-K for the year ended December 31, 2022 and the Company's most recent Quarterly Report on Form 10-Q for the guarter ended March 31, 2023. The Company cautions that the foregoing list of factors is not exclusive. You should not place undue reliance upon any forward-looking statements, which speak only as of the date made. Should one or more of these risks or uncertainties materialize, they could cause our actual results to differ materially from the forward-looking statements. The Company does not undertake or accept any obligation or undertaking to release publicly any updates or revisions to any forward-looking statements to reflect any change in its expectations or any change in events, conditions, or circumstances on which any such statement is based or otherwise, except as required by law. These forward-looking statements should not be relied upon as representing the Company's assessments as of any date subsequent to the date of this Investor Presentation.





## DISCLOSURE, CONTINUED

#### Use of Projections

This Investor Presentation contains financial forecasts, including with respect to estimated Revenues, Net Income, Adjusted Net Income, EBITDA, Adjusted EBITDA, Adjusted EBITDA, Adjusted EBITDA Margin, Unlevered After-Tax Free Cash Flow, Levered After-Tax Free Cash Flow and Unlevered After-Tax Free Cash Flow Conversion. OSW's independent auditors did not audit, review, compile, or perform any procedures with respect to the projections for the purpose of their inclusion in this Investor Presentation, and accordingly, did not express an opinion or provide any other form of assurance with respect thereto for the purpose of this Investor Presentation. These projections should not be relied upon as being necessarily indicative of future results. In this Investor Presentation, certain of the above-mentioned estimated information has been repeated (subject to the qualifications presented herein), for purposes of providing comparisons with historical data. The assumptions and estimates underlying the prospective financial information are inherently uncertain and are subject to a wide variety of significant business, economic and competitive risks and uncertainties that could cause actual results to differ materially from those contained in the prospective financial information. Accordingly, there can be no assurance that the prospective results are indicative of the future performance of OSW or that actual results will not differ materially from those presented in the prospective financial information. Inclusion of the prospective financial information in this Investor Presentation should not be regarded as a representation by any person that the results contained in the prospective financial information should not be regarded as a representation by any person that the results contained in the prospective financial information in this Investor Presentation should not be regarded as a representation by any person that the results contained in the prospective financial information will be achieved.

#### Use of Non-GAAP Financial Measures

In addition to financial information prepared in accordance with generally accepted accounting principles in the United States ("GAAP"), this Investor Presentation includes certain non-GAAP financial measures, such as EBITDA, Adjusted EBITDA, Adjusted Net Income, Unlevered After-Tax Free Cash Flow, Levered After-Tax Free Cash Flow and Unlevered After-Tax Free Cash Flow Conversion, which may not be directly comparable to similarly titled measures of other companies. OSW believes that the presentation of non-GAAP measures provides information that is useful to investors as it indicates more clearly the ability of OSW to meet capital expenditure and working capital requirements and provides an additional tool for investors to use in evaluating ongoing operating results and trends. These non-GAAP financial measures are in addition to, and not a substitute for or superior to, measures of financial performance prepared in accordance with GAAP. There are certain limitations related to the use of these non-GAAP financial measures versus their nearest GAAP equivalents. For example, other companies may calculate non-GAAP financial measures differently or may use other measures to evaluate their performance, all of which could reduce the usefulness of our non-GAAP financial measures as tools for comparisons with other companies. Please see our most recent Form 10-K for the year ended December 31, 2022, as well as our earnings press releases reporting our financial measures and for reconciliations of the non-GAAP financial measures to their nearest GAAP equivalents. We are not providing a quantitative reconciliation of forwardlooking non-GAAP financial measures to the most directly comparable GAAP measure because we are unable to predict with reasonable certainty the ultimate outcome of certain significant items that are uncertain, depend on various factors and could be material to our results computed in accordance with GAAP.

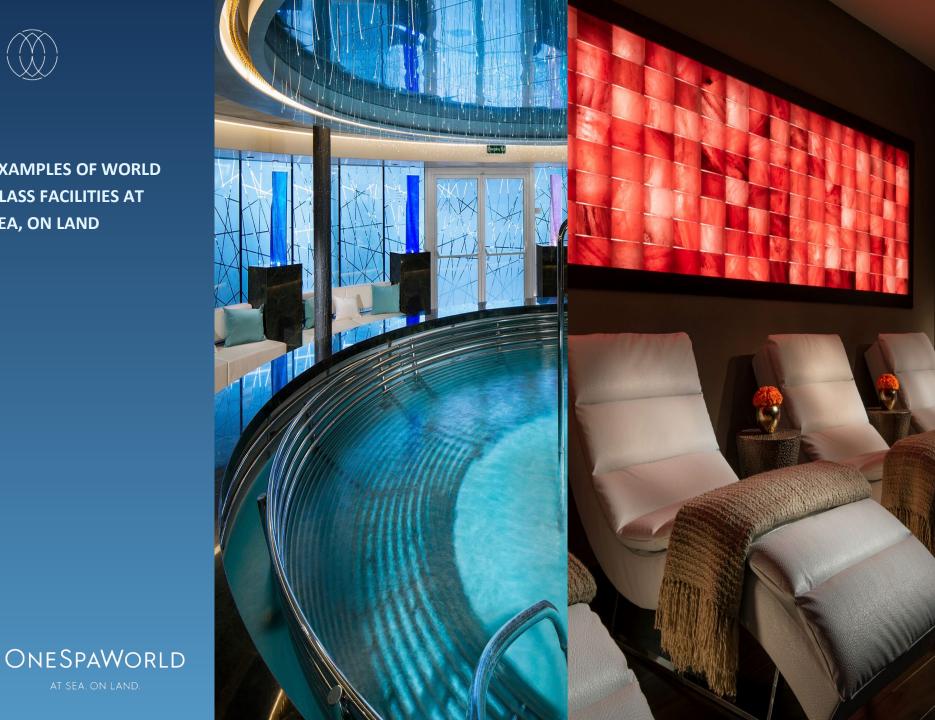
#### Industry and Market Data

In this Investor Presentation, OSW relies on and refers to information and statistics regarding market shares in the sectors in which it competes and other industry data. OSW obtained this information and statistics from third-party sources believed to be reliable, including reports by market research firms. OSW has supplemented this information where necessary with information from discussions with its customers and its own internal estimates, taking into account publicly available information about other industry participants and its management's best view as to information that is not publicly available. OSW has not independently verified the accuracy or completeness of any such third-party information.





EXAMPLES OF WORLD **CLASS FACILITIES AT** SEA, ON LAND





## PREEMINENT LEADER



- 90+% outsourced spa market share on cruise ships
- Nearly 20x larger than nearest maritime competitor
- ~20M annual captive audience

KEY INVESTMENT HIGHLIGHTS

- 90+% outsourced spa market share on cruise ships
- 20+ consecutive years of global passenger growth<sup>1</sup>
- Robust infrastructure
  and global network
- Cruise capacity and occupancy is highly visible
- New services lead to higher spend
- ~90% after-tax free cash flow to Adj.
   EBITDA conversion



FAVORABLE INDUSTRY DYNAMICS

- 20+ consecutive years of global passenger growth<sup>1</sup>
- Strong population and demographic trends
- Emphasis on health, wellness and luxury lifestyles

DIFFICULT TO REPLICATE



- Robust infrastructure and global network
- Training and service model built over several decades
- Staggered contracts with cruise line partners

PREDICTABLE GROWTH



- Cruise capacity and occupancy is highly visible
- Published Cruise Ship order data
- Multi-year contracts include new ships during term

INNOVATION IN SERVICES & ENHANCED CAPABILITIES



- New services lead to higher spend
- Increased utilization from booking tools
- Expansion in offerings to appeal to a broader customer base

STRONG FCF & ASSET LIGHT

- ~90% after-tax free cash flow to Adj. EBITDA<sup>2</sup> conversion
- Asset light with minimal capex
- Cruise lines fund spa build-out and maintenance

1. Excludes COVID affected years of 2020-2022, CLIA expects 2023 to exceed 2019, with 2026 being 12% higher than 2019

2. Please see our most recent Form 10-K for the year ended December 31, 2022 for further details on how we define Adjusted EBITDA.



ONESPAWORLD, THE PREEMINENT GLOBAL HEALTH & WELLNESS SERVICES COMPANY

## **Exceptional Performance in Q3 2023**

- We delivered an excellent third quarter, continuing our strong performance from the first half of the year across substantially all key financial metrics, resulting in a 33% increase in total revenues to a record \$216.3 million; a 72% increase in income from operations to a record \$17.0 million; and a 36% increase in adjusted EBITDA to a record \$24.9 million compared with the third quarter of 2022
- The ongoing strength of our business and our asset light operating model, combined with the discipline with which we execute, has enabled us to deliver increasing free cash flow



Note: Ship count and resort count as of September 30, 2023.

1. Outsourced health and wellness market, as of 2020 forecast.

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2. Unlevered After-Tax Free Cash Flow Conversion reflects Q1'23 performance and is calculated as Adjusted EBITDA less Capital Expenditures and Provision for Income Taxes, divided by Adjusted EBITDA.



ONESPAWORLD, THE PREEMINENT GLOBAL HEALTH & WELLNESS SERVICES COMPANY Q2 2023 AND FY23 GUIDANCE

Q4 2023

\$193m-\$198m Revenue \$20m-\$22m Adjusted EBITDA<sup>1</sup>

**FY 2023** \$792m-\$797m

Revenue

GROWTH OF 45% AT MID-POINT VERSUS FY 2022

INCREASED FROM \$770M-\$790M

\$86m-\$88m Adjusted EBITDA<sup>1</sup>

GROWTH OF 73% AT MID-POINT VERSUS FY 2022

**INCREASED FROM \$80M-\$86M** 





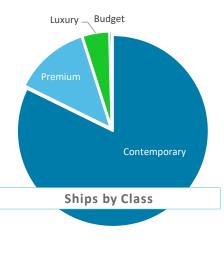
LONG-TERM AGREEMENTS WITH THE LARGEST AND MOST REPUTABLE CRUISE LINES

OneSpaWorld entered into a new agreement with Crystal Cruises Ltd and Cunard covering all ships across their fleets.

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## We Operate on All Global Routes and Ship Classes<sup>1</sup>





## Long-Term C-Level Relationships Across our Entire Fleet<sup>3</sup>

Cruise Line Banner	Relationship	Total Ships	OSW Ships
RoyalCaribbean	29 Years	26	26
Carnival	29 Years	24	24
	23 Years	18	18
PRINCESS CRUISES	20 Years	15	15
Celebrity Cruises'	21 Years	12	12
Holland America	22Years	11	11
Costa	22 Years	10	10
<b>SILVERSEA</b>	25 Years	10	10
P&O CRUISES	18 Years	7	7
	21 Years	6	6
20+ YEARS AVERAGE CRUISE LINE RELATIONSHIP HISTOR	~94 HISTORICAL C RENEWAL	ONTRACT	5 YEAR AVERAGE CONTRACT LIFE

#### Source: Cruise Industry News.

1. Represents 2019. The Company believes, due to the impact of COVID-19 on our operations in 2020, current year data is not meaningful. As such, financial data is as of fiscal year 2019.

Revenue at sea only.
 As of 12/31/2022.



## PASSENGER BOOKINGS 1 (\$B)

\$90.6

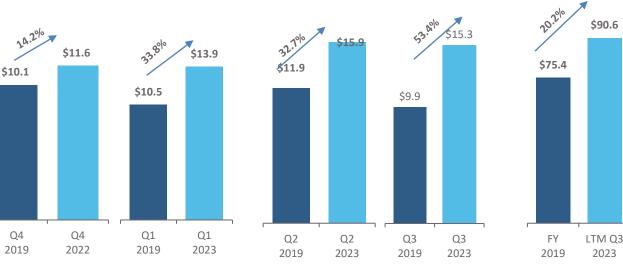
2023

**CRUISE INDUSTRY HAS REBOUNDED WITH INCREASING** MOMENTUM, AND **2023 EXPECTED TO** ECLIPSE 2019 —

## AS OF Q3 2023:

- Passenger Cruise Days ("PCD"s) are at 101%+ of Q3 2019 levels
- Bookings ~53% are above Q3 2019 and have grown at an increasing rate
- Onboard spend per PCD up ~20% in the LTM period vs. 2019

## ONESPAWORLD



### Norwegian Cruise Line Holdings- 11/1/2023

- "We are encouraged by the strength in our booked position for 2024 and beyond, which, on a 12-month forward basis, remains in a record position at our optimal levels and at robust pricing levels."
- "For the third quarter, pre-sold revenue on a per passenger day basis was up over 80% higher than in 2019, with nearly all of our guests purchasing something pre-cruise on their own or through our bundled offering.

#### Royal Caribbean 10/26/2023

- "We achieved record yields, which rose almost 17% in the third quarter versus 2019 driven by new hardware, record pricing in the Caribbean and Europe, as • well as onboard revenue rates that were up about 30%."
- "Overall spend on experiences continued to grow and is currently up 25% compared to 2019, with twice the amount spend on goods" ٠
- 2024 is shaping up to be another incredible year for the Royal Caribbean Group, our capacity is growing by 8% and demand for 2024 has continued to accelerate, with bookings consistently outpacing 2019 levels by a wide margin. This has resulted in a booked position that is ahead of all prior years, at higher rates."

#### Carnival Cruises – 9/29/2023

- "Customer deposits and booking volumes, both important forward indicators, hit record levels for the third quarter."
- "We saw other positive forward indicators such as first-time cruisers reached 170% of prior year level in the third quarter."
- "We believe consumers are continuing to prioritize spending on experience over material goods and the vacation value we offer will continue to resonate • with those seeking more for their vacation dollar."
- "Our cumulative advanced book position for the full year 2024 is well above the high end of the historical range at higher prices than 2023 levels."
- "For 2024 we are forecasting a capacity increase of 5% compared to 2023. We expect to deliver strong 2024 net yield improvement as compared to 2023, with occupancies forecasted to return to historical levels for the full year 2024. "Our cumulative number of new-to-cruise and new-to-brand guests who sailed with us in the second guarter have already exceeded 2019's levels."

Sources: Public filings for largest three U.S. cruise operators (NCLH; CCL; RCL).

- 1. Reflects Customer Deposits / Advance Ticket Sales for three largest U.S. cruise operators.
- 2. Reflects Onboard & Other Revenue per Passenger Cruise Day for the three largest U.S. cruise operators.



REVENUE SHARING CONTRACTS OFFER COMPELLING VALUE FOR ONESPAWORLD & CRUISE LINES

Revenue sharing aligns incentives and affirms cruise lines as our economic partners, not fixed-rent landlords

## **Onboard Health & Wellness Products and Services**

## **ONESPAWORLD**

### RESPONSIBILITY

Recruit, train and manage worldwide onboard staff

Offer comprehensive and innovative services

Curate exclusive selection of health and wellness products

### BENEFITS

Asset light

Access to large captive audience

Exclusive provider

## **CRUISE LINES**

### RESPONSIBILITY

Fund multi-million-dollar buildout

Dependably fill ships with captive audience

Market our onboard services

#### BENEFITS

Maximized revenue yield

No operating expenses

Superior guest experience

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ONESPAWORLD HAS THE ONLY PLATFORM WITH PROCESSES AND INFRASTRUCTURE NECESSARY TO MANAGE THE COMPLEXITY OF SERVING THE GLOBAL CRUISE MARKET

Our sophisticated and comprehensive end-toend platform is difficult to replicate at scale



## **End-to-End Logistics Capabilities**

## BACK-END PLATFORM & KNOW-HOW

Global recruiting, training and human logistics

Product supply chain facility

Design expertise

Global maritime law compliance

## FRONT-END PLATFORM & KNOW-HOW

Yield and revenue management

Exceptional pre- through post-cruise experience

Exclusive relationships with leading global brands

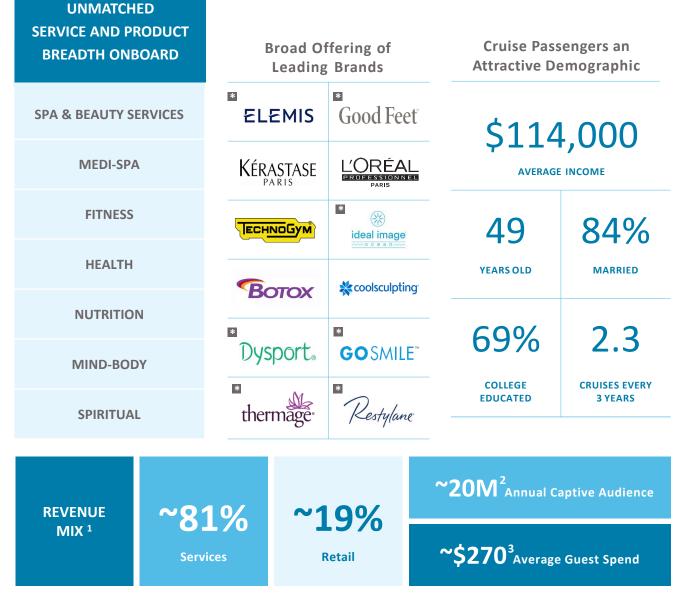
Timely trend identification and innovation of health & wellness products and services





COMPREHENSIVE SERVICES AND CURATED BRANDS SOLD TO AN ATTRACTIVE CAPTIVE AUDIENCE

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#### Sources: CLIA, Cruise Industry News.

Note: Asterisk indicates brand is exclusive to OneSpaWorld at sea. OSW has exclusive distribution rights to Thermage onboard vessels from non-Chinese cruise lines. 1. For O2 2023.

1. FOR C

2. Represents 2019 as a reflection of comparable, pre-Covid operations.

3. Represents 2022.



GLOBAL CRUISE OPERATIONS ARE HIGHLY COMPLEX

## **Global Passenger Routes**



In 2022, OneSpaWorld...

VISITED	EMBARKED ON	REQUIRED
1,129	6,661	5,279
GLOBAL PORTS OF CALL	VOYAGES	STAFF TO FILL OPEN POSITIONS
MADE	PLACED	SENT STAFF ON MORE THAN
1,115	5,378	7,825
MANAGEMENT VISITS TO SHIPS IN PORT	PURCHASE ORDERS TO VENDORS	FLIGHTS GLOBALLY

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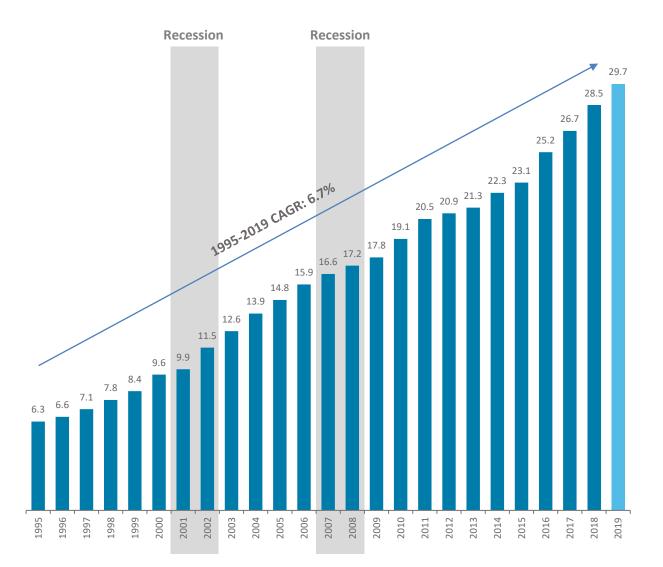
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Source: MarineTraffic.com.



MORE THAN 20 CONSECUTIVE YEARS OF GLOBAL PASSENGER GROWTH

The global cruise industry has proven resilient through recessions with passenger counts growing consistently for more than 20 years, until March 2020, with the Covid-19 pandemic having an unprecedented impact on the industry



**GLOBAL CRUISE SHIP PASSENGERS (M)** 

Sources: CLIA, Cruise Industry News, Management.

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Note: CLIA changed methodology for calculating passenger volume as of 2009, therefore consistent data for non-CLIA member cruise lines is unavailable prior to 2009. All passenger figures prior to 2009 are extrapolated by indexing CLIA-reported statistics to 2009 total of 17.8M.



## UNIQUELY VISIBLE AND PREDICTABLE GROWTH

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## Capture Highly Visible New Ship Growth with Current Cruise Line Partners

Cruise capacity growth is highly visible and predictable with published global orderbooks reflecting 5+ years of growth

OneSpaWorld's ~5-year, fleet-wide contracts entitle it to operate on new ships launched during the contract term

## Continue Launching Higher Value Services and Products

Expand higher-ticket medi-spa services to all appropriate ships within our fleet

Enhance Pain Management to include Full Recovery Technology

Curated indigenous services specific to global geographies and precise demographics

Continued R&D to always promote retail offerings specific to our environment

## Focus on Enhancing Health and Wellness Center Productivity

Increase pre-booking and pre-payment capture rate as pre-booked appointments yield ~30% more revenue than services booked onboard

Expand targeted marketing and promotion initiatives

Utilize technology to increase utilization and enhance service mix

Extend retail beyond the ship

## Expand Market Share By Adding New Potential Cruise Line Partners

Room to continue to grow 90%+ market share in the outsourced maritime health and wellness market as evidenced by recent new contract wins with Virgin Voyages, Oceania Cruises, Regent Seven Seas Cruises, and Celebrity Cruises

Selectively Expand Footprint at Destination Resorts

Focus on asset-light landbased business agreements at resort hotels



GLOBAL TRENDS TO DRIVE SECTOR GROWTH

Multiple long-term mega trends underlie a compelling outlook

Growth and expansion of onboard health and wellness centers

Global Cruise Capacity Growth: 2020 - 2027 **AGING GLOBAL** POPULATIONS CAGR: 4.0% 38.7M **PERSISTENT HEALTH &** 29.5M WELLNESS TRENDS MILLENNIALS AND GEN Z **AROUND THE WORLD** SEEKING LUXURY **EXPERIENCES** LONG-TERM EXPANSION IN ASIA 2020 2027

**ROBUST CAPACITY GROWTH IN CRUISING ACROSS GEOGRAPHIES** 

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Sources: Cruise Industry News.

MULTIPLE MEGA TRENDS DRIVE POSITIVE

OUTLOOK



EXCLUSIVE & HIGHLY ATTRACTIVE GLOBAL CHANNEL FOR HIGH MARGIN SPA SERVICES

As of March 31<sup>st</sup>, OSW has rolled out Medi-Spa to 122 vessels.

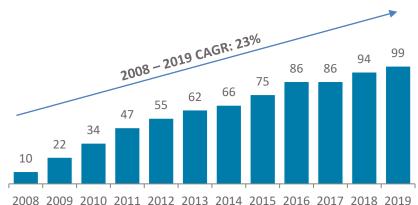


**SERVICE & PRODUCT INNOVATION ACUPUNCTURE 1ST VESSEL** 2005 **FLEET ROLLOUT 110 VESSELS BY** 2010 **CATEGORY CREATION:** PAIN MANAGEMENT **126 VESSELS BY** 2019 ANNUAL REVENUE **0**M • Acupuncture • Electro Acupuncture • Cupping • Posture & Gait Analysis • Good Feet Arch Supports • Physical Therapy • NormaTec Recovery

**Existing Footprint** 

OneSpaWorld Medi-Spa Rollout: Vessel Count by Year

Introduction of High-Value Services Drives Revenue Growth Across



## Average Spend Up To 10x-plus Traditional Services

SERVICE	BRANDS	AVG. SPEND
Cryolipolysis	<b>*</b> coolsculpting	~\$2,500
Injectables	Borox Dysport.	~\$500
Skin Tightening	thermage.	~\$2,800
Fillers	Restylane 🔃 Uuvéderm	~\$1,200
Bamboo Massage		~\$160
Acupuncture		~\$150



**CRUISE LINES ARE INCREASINGLY ALIGNED** WITH US TO DRIVE **ONBOARD REVENUE** 

Cruise lines focus more and more on onboard spend and increasingly collaborate with **OneSpaWorld to grow** revenue

## **Onboard Spend as a % of Cruise Operator Revenue<sup>1</sup>**

×960 1005

25.8%

2011

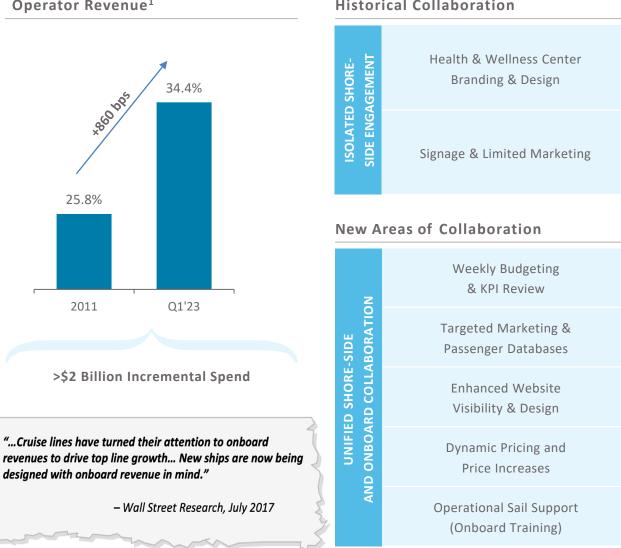
34.4%

Q1'23

>\$2 Billion Incremental Spend

"...Cruise lines have turned their attention to onboard





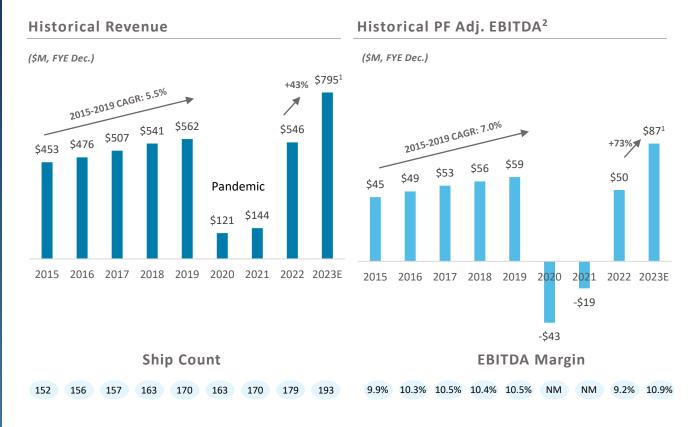
Source: SEC Filings, Independent Consultant Studies, Wall Street Research 1. Based on the average of the three largest cruise operators.

designed with onboard revenue in mind."

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STRONG, VISIBLE AND CONSISTENT REVENUE & ADJUSTED EBITDA GROWTH WITH EXCEPTIONAL FREE CASH FLOW CONVERSION



**Exceptional Unlevered After-Tax Free Cash Flow Conversion** 

(\$M, FYE Dec.)



1. Represents midpoint of latest guidance.

2. 2015A-18A EBITDA adjusted for public company costs of \$2.9mm.

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3. Unlevered After-Tax Free Cash Flow Conversion reflects Fiscal Year 2022 performance and is calculated as Adjusted EBITDA less Capital Expenditures and Provision for Income Taxes, divided by Adjusted EBITDA.



ASSET LIGHT BUSINESS MODEL & SUPERIOR LEVEL OF AFTER-TAX FREE CASH FLOW

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### **MINIMAL NEW HEALTH & WELLNESS CENTER CAPEX**

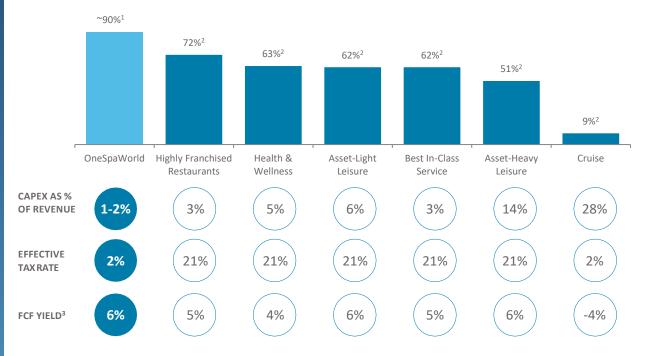
Cruise lines fund nearly all maritime health and wellness center buildout costs

### ASSET LIGHT MODEL

OneSpaWorld does not own any of its maritime health and wellness centers – all major maintenance requirements funded by cruise lines

## **EFFECTIVE TAX RATE: ~2%**

Significant majority of income earned in international waters



Source: SEC filings, Wall Street research.

Note: Highly Franchised Restaurants includes YUM, QSR, DPZ and PZZA. Health & Wellness includes WTW, LULU, EYE, NKE and PLNT. Asset-Light Leisure includes MAR, HLT, IHG, H, AC-FR and CHH. Best-in-Class Service includes BFAM, CTAS, ROL, ECL and SITE. Asset-Heavy Leisure includes MTN, SIX, PLYA, MGM, LVS and BEL. Cruise includes CCL, RCL and NCLH. 1. OneSpaWorld Adjusted Unlevered After-Tax Free Cash Flow Conversion reflects Fiscal Year 2022 performance and is calculated as Adjusted EBITDA less Capital Expenditures and Provision for Income Taxes, divided by Adjusted EBITDA.

2. Adjusted Unlevered After-Tax FCF Conversion calculated as (Adjusted EBITDA less Estimated Unlevered Cash Taxes less Capex) / Adjusted EBITDA. Average conversion shown by sector.

3. FCF Yield calculated as (Cash From Operations FY 23 - Cap ex FY 23E)/Market Capitalization.



PLANET PEOPLE INTEGRITY



# Sustainability and Social Responsibility

For over half a century, we have been innovators in the spa and wellness industry; bringing our premier services to passengers around the world on cruise ships and in resort spas. Our commitment to the environment is unwavering. We consistently stay ahead of recent regulations in order to ensure that our practices are efficient and effective when it comes to conserving resources. We are dedicated to building a world-class team of wellness experts. We look for talented, dedicated, and passionate individuals to join one of the most global companies in the world. We take pride in upholding the highest ethical standards in all of our operations, ensuring a legacy of integrity.

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Please visit our OSW Website for more information



ONESPAWORLD, THE PREEMINENT GLOBAL HEALTH AND WELLNESS SERVICES COMPANY



## UNDISPUTED LEADER IN A HIGHLY ATTRACTIVE INDUSTRY

**GLOBAL MEGA TRENDS DRIVING ROBUST SECTOR GROWTH** 

COMPLEX BUSINESS MODEL NOT EASILY REPLICATED

HIGHLY VISIBLE, UNIQUELY PREDICTABLE GROWTH

ENHANCED CAPABILITIES ADD TO SALES PRODUCTIVITY

**EXCEPTIONAL AFTER-TAX FREE CASH FLOW CONVERSION** 

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THANK YOU

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