
FY 2016

Q2 / H1 RESULTS PRESENTATION

Berlin, 15 August 2016

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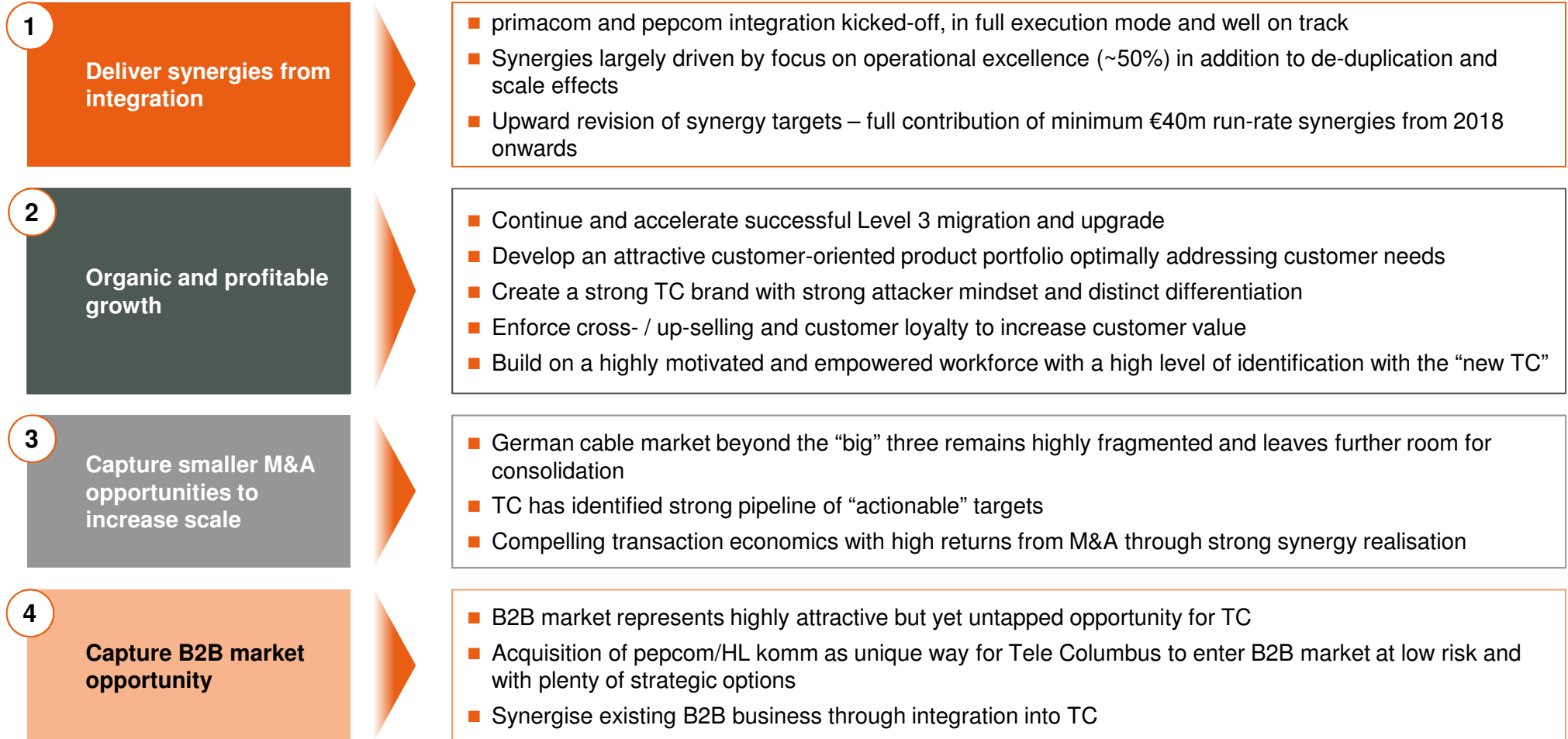
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All figures in this presentation are calculated based on exact numbers and results are rounded to appropriate accuracy.

Recap of our strategic initiatives



Recent developments along our key strategic initiatives (1/2)

Organic and profitable growth

■ Internet evolution

- Approximately 1/3 of gross adds take products with 120 Mbit/s or more
- Upgrades (Empire) will accelerate from H2 2016 on
- 400 Mbit/s rollout
 - Release of another ~610k HC in Tele Columbus and ~170k HC in primacom footprint for 400 Mbit/s products in June 2016, bringing total HC with 400 Mbit/s readiness to ~840k and thereby continuing to underpin Tele Columbus' superior broadband proposition
 - Footprint of more than 1m HC expected by YE2016

■ advance TV

- Launch planned for December 2016
- T-VoD content secured via ODD ("On Demand Deutschland"), covering major Hollywood studios such as 20th Century Fox, Warner Bros., Universal, Paramount Pictures and independent labels like TMG, Constantin und Studiocanal

■ Refinancing of 2nd lean term loan

- Successful syndication of €125 million First Lien Term Loan B add-on facility in June 2016, leading to significant future interest savings

Recent developments along our key strategic initiatives (2/2)

Deliver synergies from integration

- Key milestone of primacom integration achieved in May/June 2016: Signing of balance of interests and social plans with Tele Columbus and primacom workers' councils allows roll-out of new combined organisation
- Negotiations with pepcom workers' council started
- IT systems integration: BSS (Amdocs Clarify) and ERP (Oracle) software rollout to the combined Group on track to be fully implemented by mid 2017
- Launch of new, harmonised Internet & Telephony product portfolio for pepcom (with speeds of up to 400 Mbit/s), featuring access to Tele Columbus' free Community Wifi service in August 2016

Capture smaller M&A opportunities to increase scale

- H1 with minor M&A activities which explains part of the low H1 capex
- Promising pipeline of smaller M&A which gives management good confidence in securing transactions

Capture B2B market opportunity

- Successfully expanded customer portfolio into the energy sector

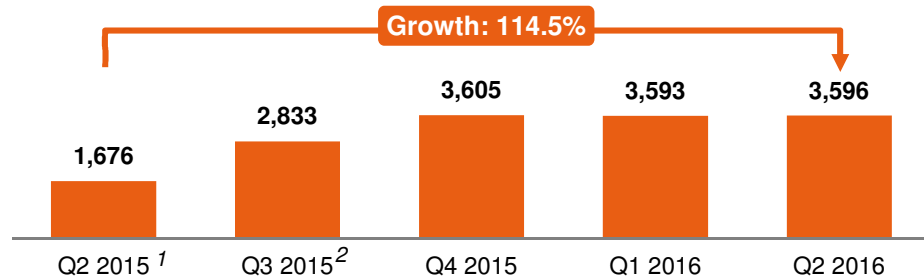
FY2016 targets for homes connected, revenues, Normalised EBITDA and Capex reiterated



Stable homes connected with continued strong growth in Internet and Telephony

Homes connected

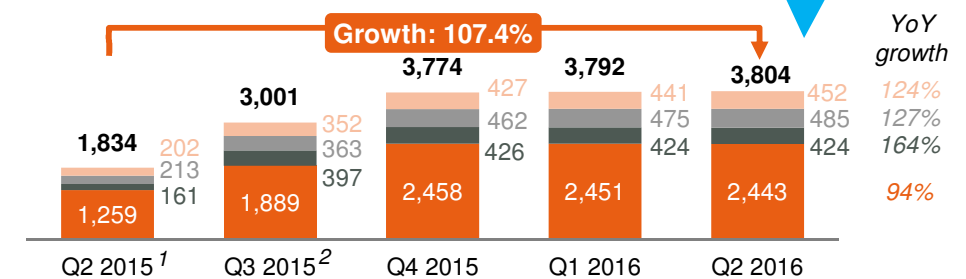
'000 end of period



RGU breakdown

'000 end of period

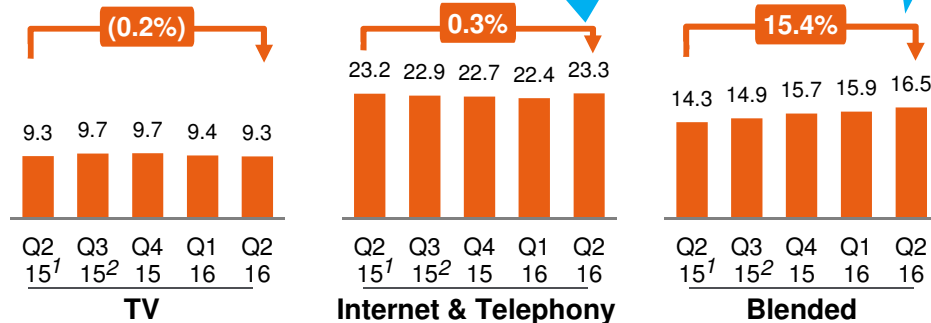
■ CATV ■ Premium TV ■ Internet ■ Telephony



I&T net adds slightly affected by product harmonisation TC/pc

ARPU

€, p.m. for the quarter

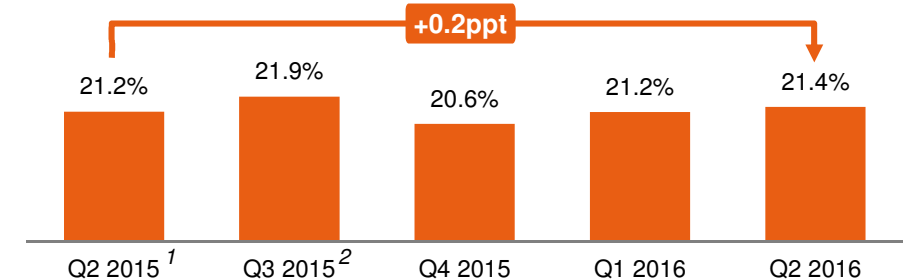


Higher I&T ARPU primarily from better product mix

Higher Blended ARPU mainly driven by I&T

Internet penetration

Internet RGUs within "own" network as a % of two-way homes upgraded within "own" network

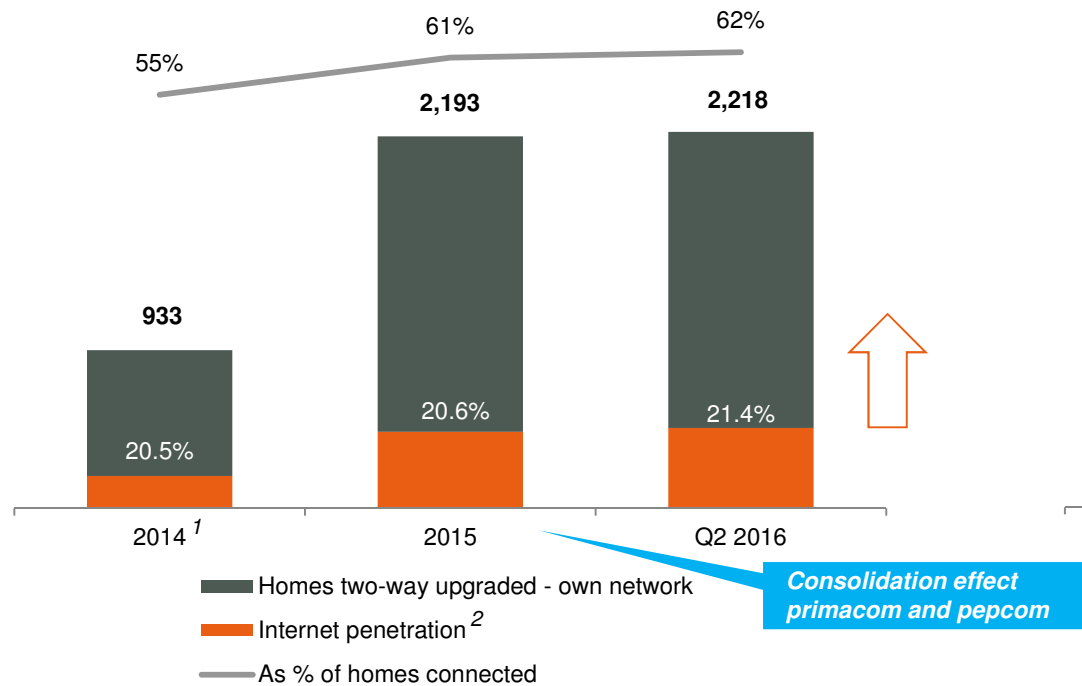


1) Tele Columbus standalone; 2) Tele Columbus and primacom

Ramp-up of Empire IV migration program to be accelerated in H2 2016

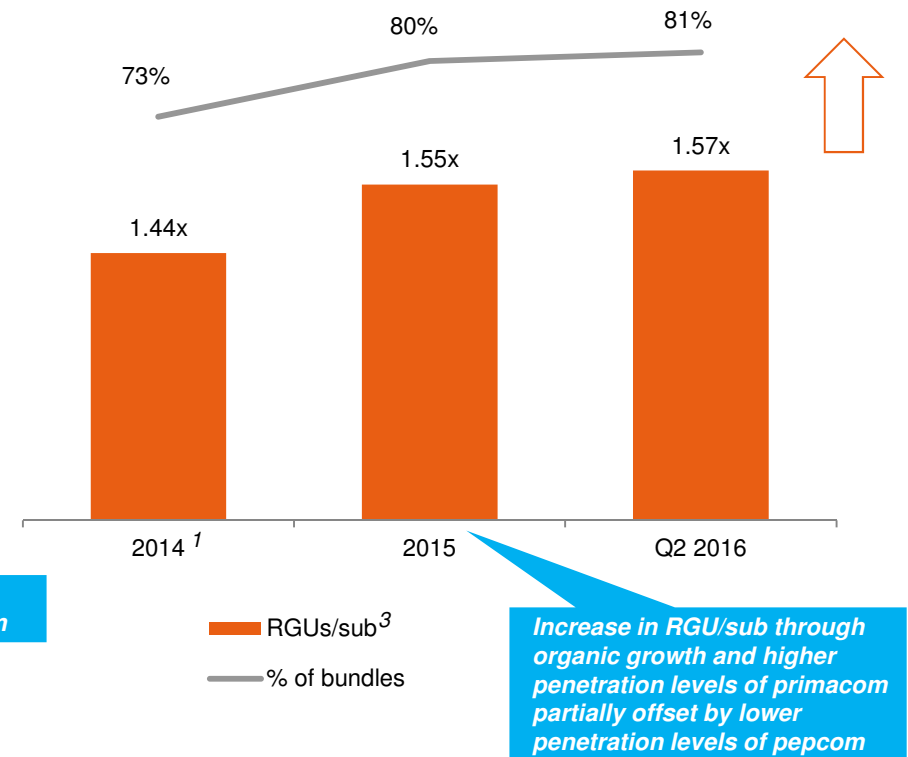
Two-way upgrade status (Empire)

Homes two-way upgraded - own network ('000 end of period), as % of homes connected - own network



Development of RGUs/sub and % of bundles

end of period

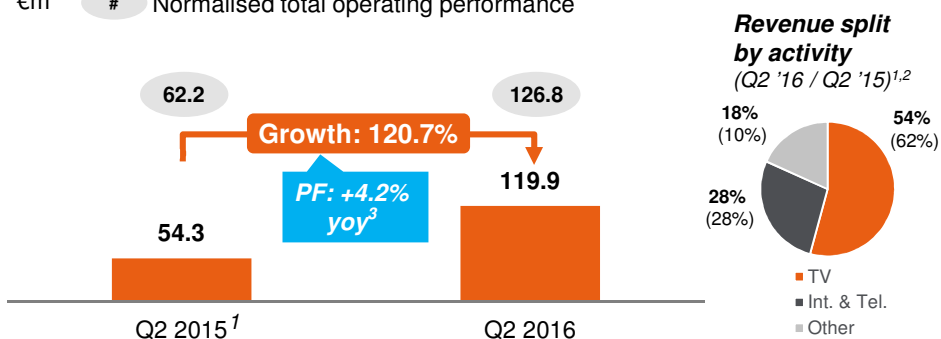


1) Tele Columbus standalone; 2) Calculated as RGUs on "own" network as % of two-way upgraded homes connected to "own" network
3) Based on subscribers segmented by bundles, Internet and Telephony only

Solid financial performance – Q2 PF 4.2% revenue growth yoy...

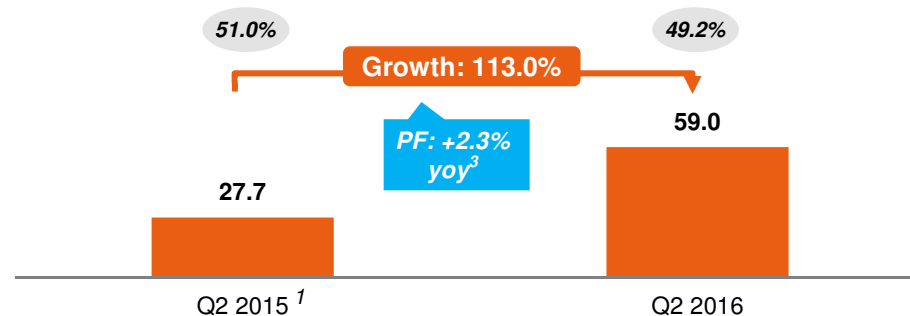
Revenues

€m # Normalised total operating performance



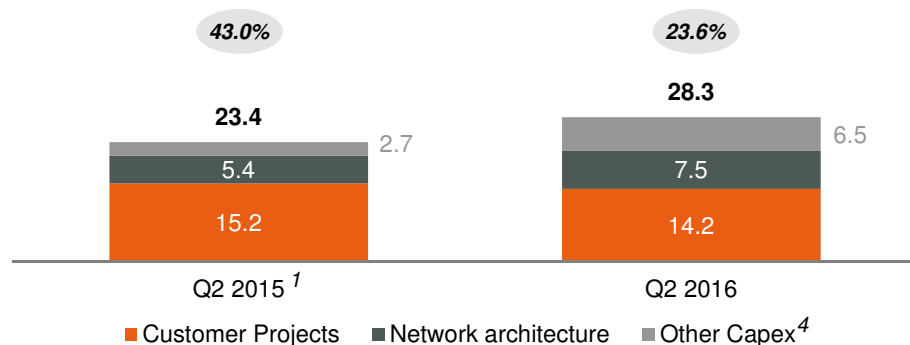
Normalised EBITDA

€m % margin



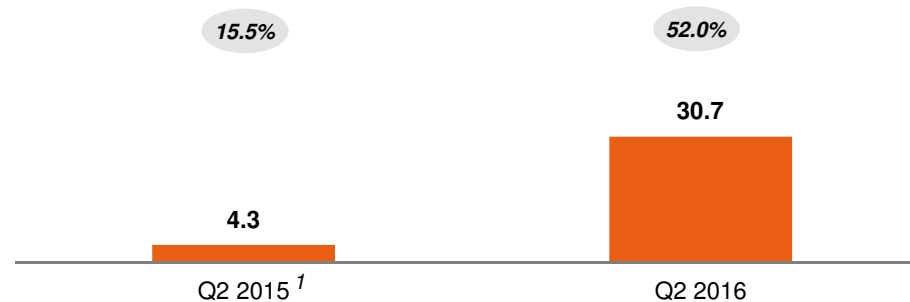
Capex

€m % % of revenue



OpFCF⁵

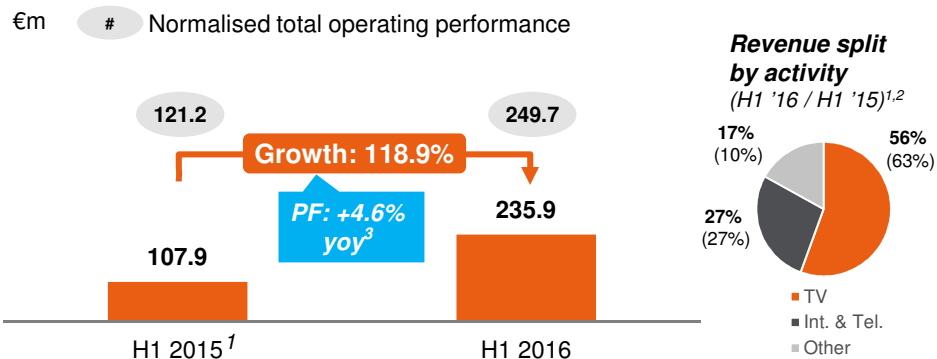
€m % conversion



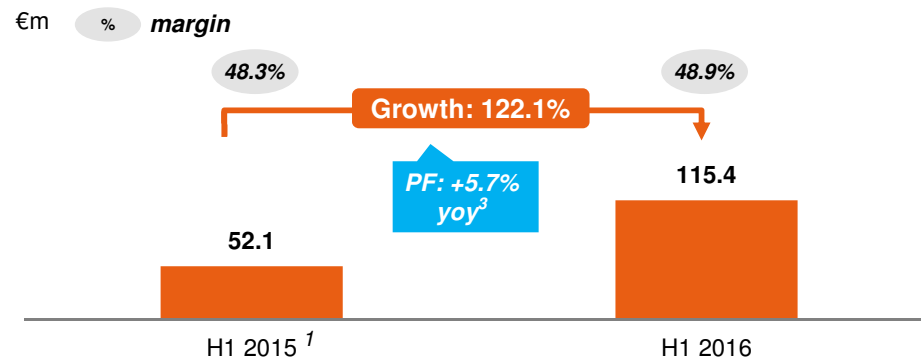
Note: "Normalised" financials; 1) Q2 FY2015 TC standalone; 2) P&L revenue split – differs to segment reporting due to changes in product portfolio; 3) Pro forma based on the assumption that the acquisitions of primacom and pepcom had occurred on 1 January 2015; 4) Other capex includes IT capex, OWC capex and other capex; 5) Defined as Normalised EBITDA – Capex

...translating into an equally good H1 performance in line with full year guidance

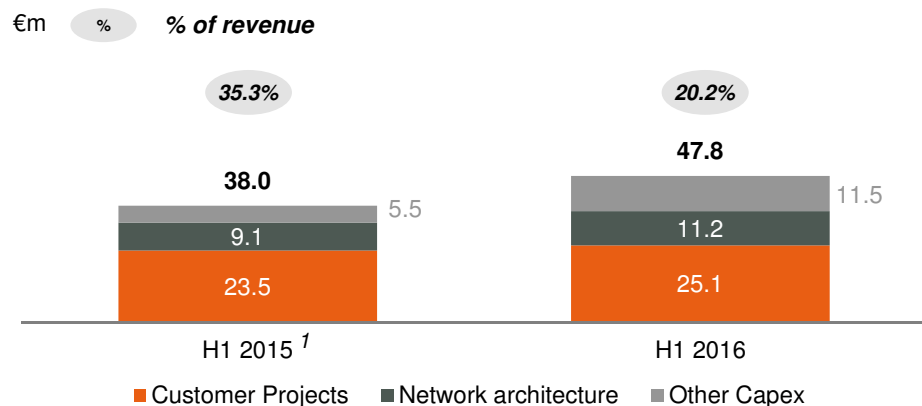
Revenues



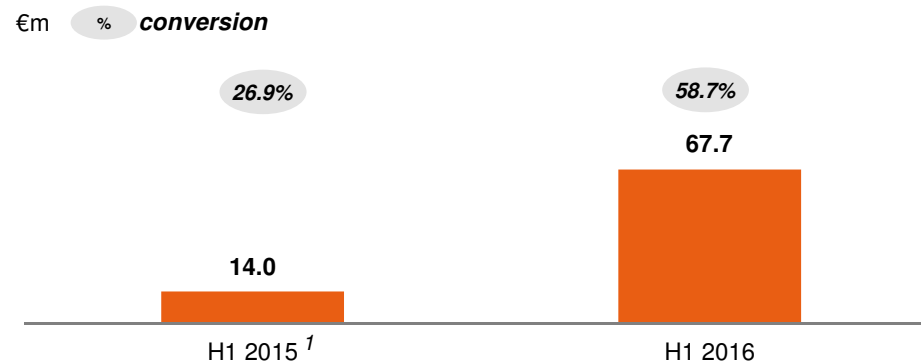
Normalised EBITDA



Capex⁴



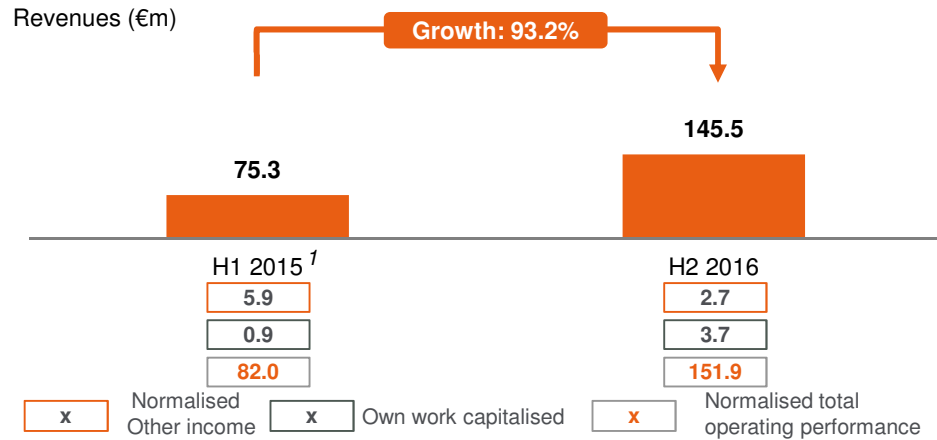
OpFCF⁵



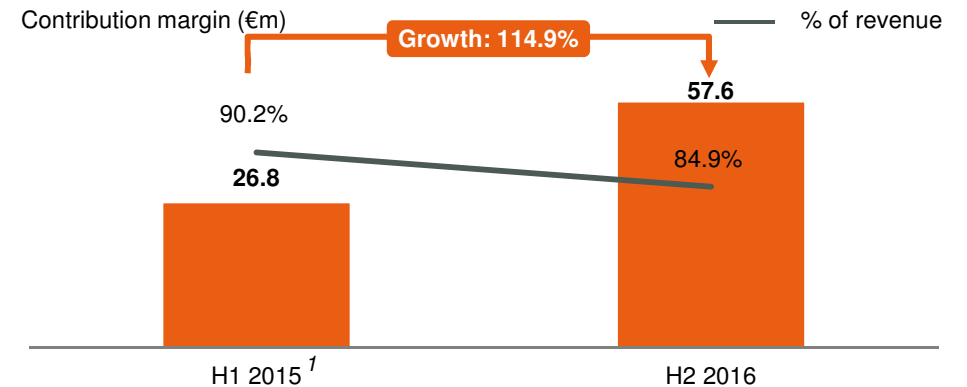
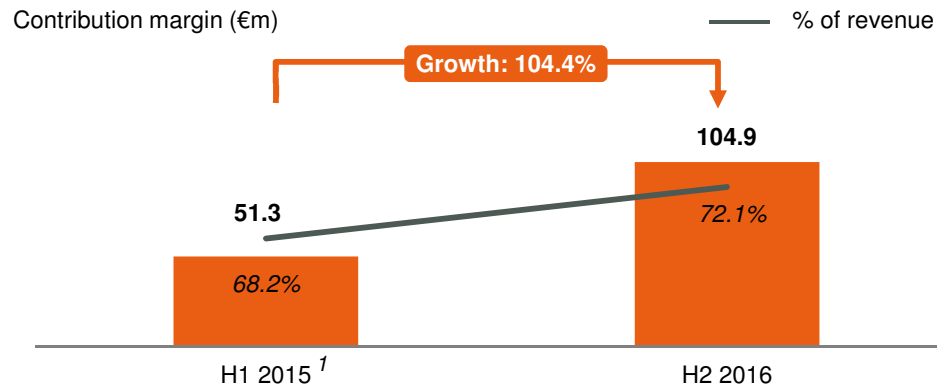
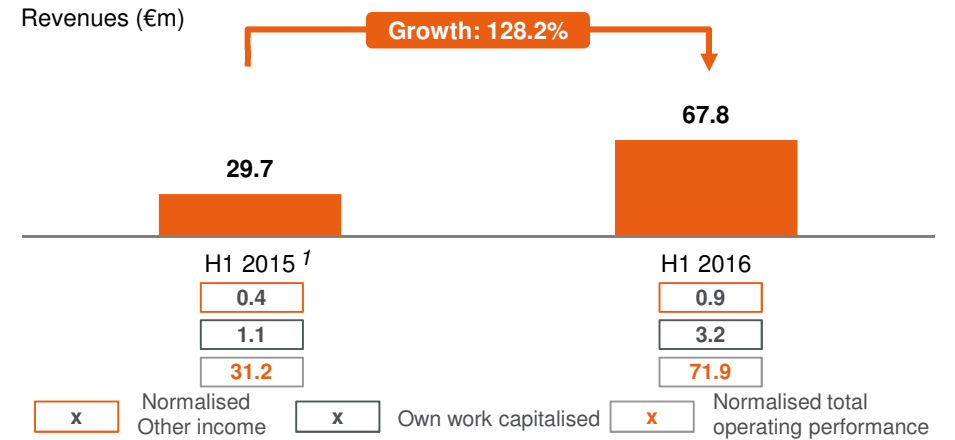
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Internet & Telephony remains key growth driver on the back of the continued migration and upgrade strategy – TV with stable performance

TV performance review



Internet & Telephony performance review



Note: "Normalised" financials; TV includes CATV and Premium TV; 1) H1 FY2015 TC standalone

H1 FY2016 leverage





Capitalisation table (long-term debt) as of 30 June 2016

	Terms ¹	Maturity	Existing ^{2, 3} €m	Leverage ⁴
Cash			(47)	(0.20x)
RCF (€50m)	E+375bps	Jan 2020	-	
Capex facility (€75m)	E+375bps	Jan 2020	-	
First Lien Term Tranches	E+450 bps	Jan 2021	1,255	5.23x
Other			6	0.03x
Net total debt			1,214	5.06x (4.73x⁵)

**Significant headroom under the current maintenance covenants
Net debt/Normalised EBITDA (5.95x) and Interest Coverage (2.50x)**

1) Lower terms apply in case of deleveraging; ticking fee applies on undrawn amount; 2) Excluding non-controlling interest and finance leases; 3) €1.1bn are hedged long term until December 2020 since February 2016. The variable underlying interest rate base (EURIBOR) is capped at 75bp; 4) Leverage is calculated on Q2 FY2016 LTM Normalised EBITDA of €239.9m; 5) Includes 50% of originally expected €34m cost run-rate synergies on Q2 FY2016 LTM PF EBITDA

FY2016 targets for HC, revenues, Normalised EBITDA and Capex confirmed

Metric	Guidance 2016	H1 FY2016	
KPIs			
Homes connected	stable vs. 2015 YE	3,596k	
Financials			
Revenues	Mid single digit growth	+4.6% yoy PF ¹	
Normalised EBITDA	High single digit growth	+5.7% yoy PF ¹	
Capex	35-38% of revenues	20.2%	

1) Pro forma based on the assumption that the acquisitions of primacom and pepcom had occurred on 1 January 2015

Financial calendar and Investor Relations contact

Key dates

14 November 2016

Release Q3/9M FY2016 results



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Appendix

Overview of historic key KPIs

Operating Data

	FY '11	FY '12	FY '13	FY '14	2015				FY '15	PF FY '15	2016	
					Q1 '15	Q2 '15	Q3 '15 incl. primacom	Q4 '15 incl. pc/pepcom			Q1 '16	Q2 '16
Homes connected ('000)	1,963	1,856	1,749	1,697	1,667	1,676	2,833	3,605	3,605	3,605	3,593	3,596
Homes connected - own network - two-way upgraded ('000)	789	881	891	933	940	955	1,608	2,193	2,193	2,193	2,196	2,218
Homes connected - foreign network - two-way upgraded ('000)	139	135	148	133	132	95	94	156	156	156	152	147
Homes connected - own network - two-way upgraded / Homes connected	40%	48%	51%	55%	56%	57%	57%	61%	61%	61%	61%	62%
Unique subscribers	1,447	1,353	1,302	1,282	1,258	1,225	1,872	2,435	2,435	2,435	2,426	2,419
RGUs												
CATV ('000)	1,538	1,416	1,338	1,311	1,293	1,259	1,889	2,458	2,458	2,458	2,451	2,443
Premium TV ('000)	142	153	164	161	161	161	397	426	426	426	424	424
Internet ('000)	115	135	174	202	208	213	363	462	462	462	475	485
Telephony ('000)	87	112	146	170	175	202	352	427	427	427	441	452
Total RGUs ('000)	1,881	1,816	1,822	1,843	1,837	1,834	3,001	3,774	3,774	3,774	3,792	3,804
RGU / Unique subscriber	1.30x	1.34x	1.40x	1.44x	1.46x	1.50x	1.60x	1.55x	1.55x	1.55x	1.56x	1.57x
Penetration												
Internet (RGUs on own network as % of two-way upgraded homes connected - own network)	13.7%	14.5%	18.5%	20.5%	20.9%	21.2%	21.9%	20.6%	20.6%	20.6%	21.2%	21.4%
% of bundles ¹	63.9%	68.2%	71.9%	73.0%	72.8%	82.7%	83.0%	80.3%	80.3%	80.3%	81.7%	81.5%
ARPU (€/month)²												
Blended TV ARPU (per subscriber)	9.2	9.4	9.5	9.6	9.3	9.3	9.7	9.7	9.5	9.5	9.4	9.3
Blended Internet & Telephony ARPU (per internet RGU)	21.9	21.9	22.4	22.0	22.6	23.2	22.9	22.7	22.9	22.0	22.4	23.3
Total blended ARPU	11.6	12.4	13.2	13.9	14.1	14.3	14.9	15.7	14.9	15.5	15.9	16.5

1) Based on subscribers segmented by bundles, only Internet and only Telephony

2) Quarter-average ARPUs are calculated by dividing total subscription revenues (based on combined financials; including discounts and credits and installation fees) generated from the provision of services during the quarter by the sum of the monthly average number of unique subscribers for the quarter. Year-average ARPUs are calculated by dividing total subscription revenues (based on combined financials; including discounts and credits and installation fees) generated from the provision of services during the year by the sum of the monthly average number of total unique subscribers for the year

Historic financials - consolidated income statement

Consolidated Income Statement

€m	FY '11	FY '12	FY '13	FY '14	2015				FY '15	2015		2016		
					Q1 '15	Q2 '15	Q3 '15 incl. primacom	Q4 '15 incl. pc/pepcom		PF Q1 '15	PF Q2 '15	PF FY '15	Q1 '16	Q2 '16
Revenue														
TV	159.8	151.9	145.0	142.5	34.2	33.7	46.3	58.2	172.4			273.4	66.3	65.0
Internet & Telephony	27.0	32.3	41.6	50.4	13.8	15.1	21.4	27.4	77.7			116.1	31.9	33.0
Other revenue	17.9	21.2	19.7	20.1	5.5	5.5	6.3	11.8	29.1			71.2	17.9	21.9
Total revenue	204.7	205.3	206.2	213.0	53.6	54.3	73.9	97.3	279.2	110.6	115.0	460.7	116.1	119.9
Own work capitalised	6.7	7.0	6.9	6.6	1.9	1.7	2.6	6.9	13.2				3.4	4.5
Normalised other income	11.3	10.7	10.4	10.2	3.4	6.2	5.4	3.3	18.3				3.3	2.5
Normalised total operating performance	222.6	223.0	223.5	229.8	59.0	62.2	81.9	107.6	310.6	119.9	127.8	508.4	122.8	126.8
Basic CATV signal fee	(37.4)	(34.7)	(31.0)	(32.5)	(7.8)	(7.9)	(9.7)	(11.5)	(36.8)				(12.4)	(13.3)
Other direct costs	(49.8)	(46.1)	(51.0)	(38.6)	(10.0)	(9.4)	(13.2)	(19.0)	(51.7)				(21.6)	(23.6)
Normalised contribution margin	135.4	142.2	141.4	158.7	41.1	44.9	59.0	77.1	222.1	85.3	92.9	367.7	88.8	90.0
% margin	66.2%	69.3%	68.6%	74.5%	76.7%	82.6%	79.8%	79.3%	79.6%	77.1%	80.7%	79.8%	76.5%	75.0%
Employee benefits	(30.6)	(29.5)	(28.5)	(30.6)	(9.3)	(9.5)	(12.1)	(13.6)	(44.5)			(76.9)	(19.5)	(18.0)
Advertising	(7.8)	(7.0)	(6.8)	(8.7)	(2.0)	(1.8)	(3.2)	(2.6)	(9.5)				(2.6)	(3.6)
Other operating income and expenses	(18.6)	(18.6)	(18.0)	(20.4)	(5.4)	(5.9)	(6.8)	(9.1)	(27.2)				(10.3)	(9.5)
Normalised EBITDA	78.4	87.1	88.1	98.9	24.4	27.7	36.9	51.9	140.9	51.6	57.7	233.8	56.5	59.0
% margin	38.3%	42.4%	42.7%	46.5%	45.5%	51.0%	49.9%	53.3%	50.5%	46.7%	50.1%	50.7%	48.6%	49.2%
Non-recurring items	(4.5)	30.7	3.1	(14.8)	(4.3)	(2.1)	(14.2)	(47.5)	(68.1)	(8.2)	(6.4)	(81.5)	(10.4)	(12.7)
Reported EBITDA	73.9	117.8	91.2	84.2	20.1	25.5	22.7	4.4	72.8	43.3	51.3	152.3	46.1	46.3
% margin	36.1%	57.4%	44.2%	39.5%	37.4%	47.0%	30.8%	4.5%	26.1%	39.2%	44.6%	33.1%	39.7%	38.7%
Depreciation and Amortization	(57.4)	(62.9)	(62.8)	(50.8)	(11.5)	(12.0)	(20.7)	(31.6)	(75.8)	(31.4)	(31.9)	(136.0)	(39.7)	(40.0)
Reported Operating Profit (EBIT)	16.5	54.9	28.3	33.4	8.5	13.6	2.1	(27.2)	(3.0)	12.0	19.3	16.4	6.3	6.3
% margin	8.1%	26.7%	13.7%	15.7%	15.9%	25.0%	2.8%	(27.9%)	(1.1%)	10.8%	16.8%	3.5%	5.5%	5.3%
Profit from investments in associates	0.1	0.0	(0.0)	(0.0)	0.0	0.0	0.0	(0.0)	0.0				0.0	0.0
Interest and similar income	0.5	0.6	0.4	0.1	0.0	0.0	0.0	1.1	1.1				0.5	0.0
Interest and similar expenses	(34.9)	(32.3)	(28.3)	(45.8)	(7.5)	(5.9)	(14.9)	(17.8)	(46.1)				(24.6)	(19.5)
Other finance income/costs	(2.6)	(0.1)	(0.5)	(1.5)	(4.1)	0.0	0.9	(14.3)	(17.5)				0.4	(7.8)
Reported Profit before tax	(20.5)	23.2	(0.0)	(13.9)	(3.0)	7.6	(11.9)	(58.2)	(65.5)			(69.6)	(17.4)	(20.9)
% margin	(10.0%)	11.3%	0.0%	-6.5%	(5.6%)	14.1%	(16.1%)	(59.8%)	(23.5%)			0.0%	(15.0%)	(17.4%)
Income tax expenses	(1.1)	(2.7)	(8.6)	(8.0)	(1.9)	(2.7)	3.4	0.3	(0.9)			(2.7)	(0.3)	(0.7)
Reported Profit/loss for the period	(21.6)	20.5	(8.6)	(21.9)	(4.9)	5.0	(8.5)	(58.0)	(66.4)			(72.3)	(17.7)	(21.6)
% margin	(10.5%)	10.0%	(4.2%)	(10.3%)	(9.2%)	9.1%	(11.4%)	(59.6%)	(23.8%)			(15.7%)	(15.2%)	(18.0%)
Profit/loss attributable to owners of Tele Columbus Group	(23.9)	17.6	(12.0)	(24.1)	(5.6)	4.4	(9.0)	(58.5)	(68.7)				(18.4)	(22.3)
Profit/loss attributable to non-controlling interests	2.3	2.9	3.3	2.2	0.6	0.5	0.6	0.6	2.4				0.7	0.7
Total capital expenditures	68.1	59.6	51.5	84.1	14.7	23.4	21.0	54.1	113.2			165.1	19.5	28.3
% revenue	33.3%	29.0%	25.0%	39.5%	27.4%	43.0%	28.4%	55.6%	40.5%			35.8%	16.8%	23.6%

Note: Pro forma based on the assumption that the acquisitions of primacom and pepcom had occurred on 1 January 2015

Historic financials - consolidated balance sheet

Consolidated Balance Sheet

€m	FY '11	FY '12	FY '13	FY '14	FY '15	H1 '16
Non-current assets						
Property, plant and equipment	204.5	206.9	207.8	209.9	648.6	628.8
Intangible assets and goodwill	386.1	380.7	372.2	381.8	1,378.8	1,357.8
Investments in non-consolidated subsidiaries	0.5	0.5	0.5	0.0	0.0	0.1
Investments in associates	0.3	0.3	0.3	0.3	0.3	0.3
Receivables from related parties	9.2	9.3	9.4	0.0	0.2	0.2
Other financial receivables	0.8	0.9	1.5	1.1	0.5	5.6
Deferred expenses	0.2	0.1	0.0	0.1	4.3	4.0
Deferred taxes					0.1	0.0
Total non-current assets	601.7	598.7	591.7	593.2	2,032.8	1,996.7
Current assets						
Inventories	1.5	2.5	1.7	3.3	10.1	11.2
Trade receivables	16.3	18.5	18.9	19.1	39.6	48.8
Receivables from related parties	2.9	6.0	2.2	3.1	3.6	3.1
Other financial receivables	3.8	18.6	7.1	4.7	14.1	11.8
Other assets	3.7	1.1	0.9	13.1	0.3	0.5
Income tax rebate claims	1.8	1.3	1.2	0.5	3.9	4.3
Cash and cash equivalents	45.6	22.0	70.5	24.4	85.2	47.4
Deferred expenses	1.1	1.1	2.2	5.7	6.2	7.7
Total current assets	76.6	71.0	104.7	73.9	162.9	134.8
Total assets	678.3	669.7	696.4	667.2	2,195.8	2,131.5

€m	FY '11	FY '12	FY '13	FY '14	FY '15	H1 '16
Equity						
Net assets attributable to shareholders of Tele Columbus Group	(107.5)	(88.7)	(68.2)	(112.6)	539.4	496.7
Non-controlling interests	5.8	6.1	6.7	5.3	6.2	6.4
Total equity	(101.8)	(82.6)	(61.535)	(107.3)	545.7	503.2
Non-current liabilities						
Pensions and other long-term employee benefits	7.7	9.9	9.8	10.6	10.3	12.4
Other provisions	20.8	27.0	11.4	11.9	20.1	27.1
Interest-bearing liabilities	597.0	601.9	43.5	640.5	1,220.9	1,233.8
Liabilities to related parties	19.1	19.4	13.2	0.0	0.0	0.0
Trade payables	25.6	27.0	32.7	33.9	79.2	76.3
Deferred income	0.1	0.1	1.2	0.9	14.8	17.6
Deferred taxes					106.0	97.0
Total non-current liabilities	670.3	685.3	111.7	697.9	1,451.4	1,464.2
Current liabilities						
Other provisions	3.2	2.8	4.8	7.5	28.5	23.6
Interest-bearing liabilities	13.7	11.2	578.1	2.6	49.9	12.6
Trade payables	30.6	27.9	43.2	41.0	75.2	64.4
Liabilities to related parties	2.3	8.7	2.6	2.6	0.5	0.2
Other financial liabilities	38.1	4.3	4.6	0.3	8.0	9.2
Other payables	15.6	7.2	8.0	12.6	21.4	28.3
Income tax liabilities	1.8	0.4	0.7	5.8	10.3	11.9
Deferred income	4.6	4.7	4.2	4.3	4.8	14.0
Total current liabilities	109.8	67.1	646.2	76.6	198.7	164.2
Total equity and liabilities	678.3	669.7	696.4	667.2	2,195.8	2,131.5

Net debt calculation

Current interest-bearing liabilities	13.7	11.2	578.1	2.6	49.9	12.6
Non-current interest-bearing liabilities	597.0	601.9	43.5	640.5	1,220.9	1,233.8
Cash & cash equivalents	45.6	22.0	70.5	24.4	85.2	47.4
Net debt	565.1	591.1	551.1	618.7	1,185.6	1,199.0
Current finance leases ¹	2.8	3.5	5.5	6.1	0.5	0.5
Non-current finance leases ²	25.5	25.3	29.4	29.6	0.6	0.5
Net debt (incl. finance leases)	593.5	619.8	586.0	654.4	1,186.7	1,200.0

¹) Included in current trade payables

²) Included in non-current trade payables

Historic financials - consolidated cash flow statement

Consolidated Cash Flow Statement

€m	FY '11	FY '12	FY '13	FY '14	FY '15	H1 '16
Cash flow from operating activities						
Operating Profit (EBIT)	16.5	54.9	28.3	33.4	(3.0)	12.7
Depreciation and Amortization	57.4	62.9	62.8	50.8	75.8	79.7
Losses/(gain) on sale of property, plant and equipment	(1.4)	(0.8)	(1.3)	(1.5)	0.4	0.2
(Increase)/decrease in inventories, trade receivables and other assets not classified as investing or financing activities	30.8	(3.2)	(5.5)	(14.4)	4.8	(14.2)
Increase/(decrease) in provisions, trade and other payables not classified as investing or financing activities	(23.9)	(34.3)	(4.5)	(12.6)	(17.7)	(1.5)
Income tax paid	2.5	(2.4)	(7.5)	(2.7)	(10.7)	(3.2)
Net cash from operating activities	81.9	77.1	72.3	52.9	49.6	73.8
Cash flow from investing activities						
Proceeds from sale of property, plant and equipment	2.5	1.9	4.6	3.2	1.5	1.0
Acquisition of property, plant and equipment	(61.5)	(48.8)	(41.4)	(35.9)	(68.4)	(33.9)
Acquisition of intangible assets	(5.9)	(7.6)	(6.7)	(7.1)	(15.0)	(11.1)
Acquisition of investment property	(0.2)	0.0	(0.8)	(10.6)	(641.7)	(0.1)
Interest and similar received	0.4	0.5	0.4	0.1	0.0	0.0
Net cash used in investing activities	(64.6)	(54.0)	(44.0)	(50.2)	(723.6)	(43.9)
Cash flow from financing activities						
Withdrawals/deposits/	1.8	2.8	32.7	(1.7)	(29.4)	0.0
Payment of financial lease liabilities	0.0	(3.0)	(4.9)	(6.1)	(6.3)	(3.2)
Distributions of dividends	(2.1)	(2.5)	(2.8)	(3.1)	(1.4)	(1.2)
Proceeds from loans, bonds or short-term or long-term borrowings from banks	47.8	2.9	8.2	0.1	1,394.0	125.0
Repayment of borrowings and short-term or long-term borrowings	(49.4)	(1.8)	(3.5)	(2.9)	(1,347.5)	(159.5)
Changes in capital and non-controlling interest	0.0	0.0	0.0	(17.1)	0.0	0.0
Interest paid	(14.5)	(29.8)	(24.0)	(18.4)	(29.3)	(28.7)
Cash proceeds from issuing shares or other equity instruments					749.3	0.0
Cash flow from (used in) financing activities	(16.5)	(31.5)	5.8	(49.2)	729.5	(67.6)
Net increase/decrease in cash and cash equivalents	0.8	(8.4)	34.1	(46.5)	55.5	(37.8)
Less/plus release of restricted cash and cash equivalents in the financial year	0.3	(15.1)	14.4	0.4	5.2	0.0