RITL

January 2025

Investor Relations at RTL Group

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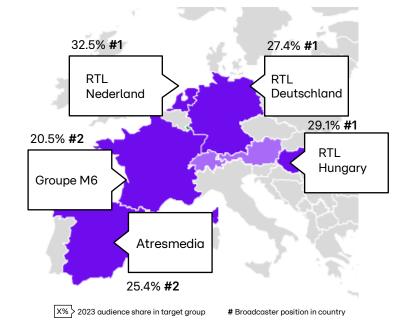
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A leader across broadcast, content and digital

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Leading commercial broadcaster in Europe





Fremantle

- Responsible for more than **11,000 hours** of programming per year
- International network of teams across production and distribution, operating in 27 countries



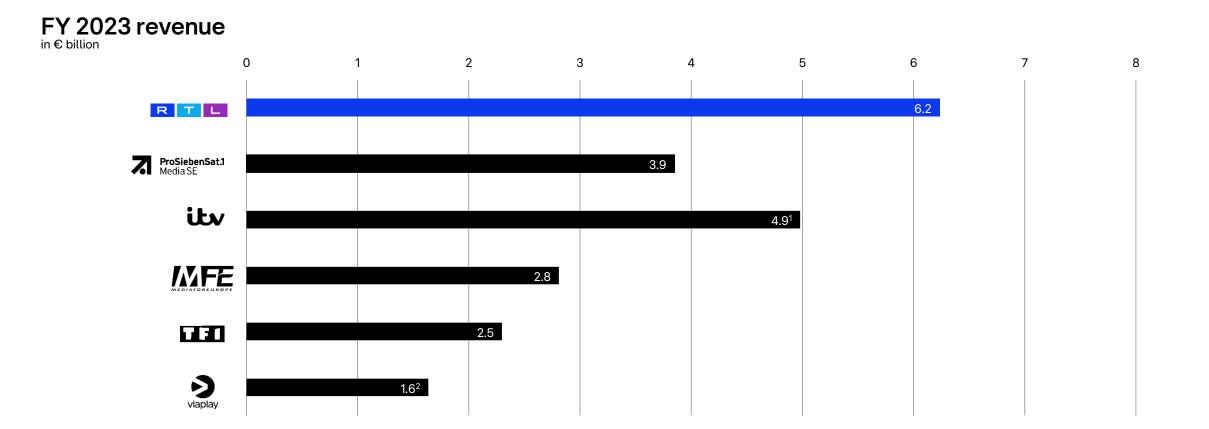


- Extensive portfolio of national streaming champions
- Strong online sales houses with multi-screen expertise





Europe's leading free-to-air broadcaster...



...with global content business...



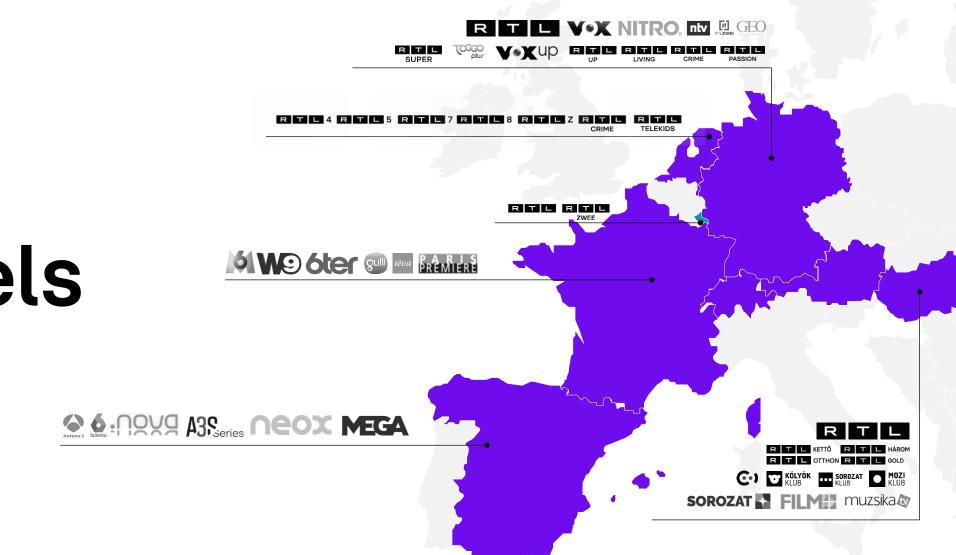
Operating in 27 countries and responsible for more than 11,000 hours of programming each year

600 new formats, series and films created every year

History of creating, producing, distributing and investing in worldwide content for over 100 years





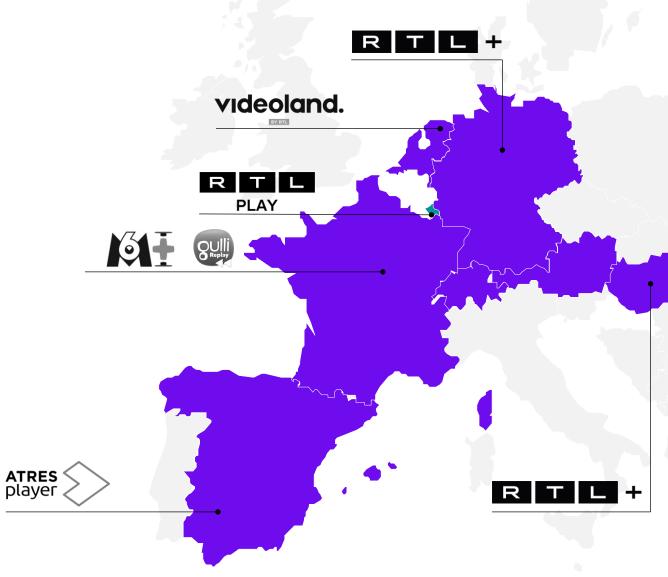


60 TV channels

Europe's largest commercial broadcaster

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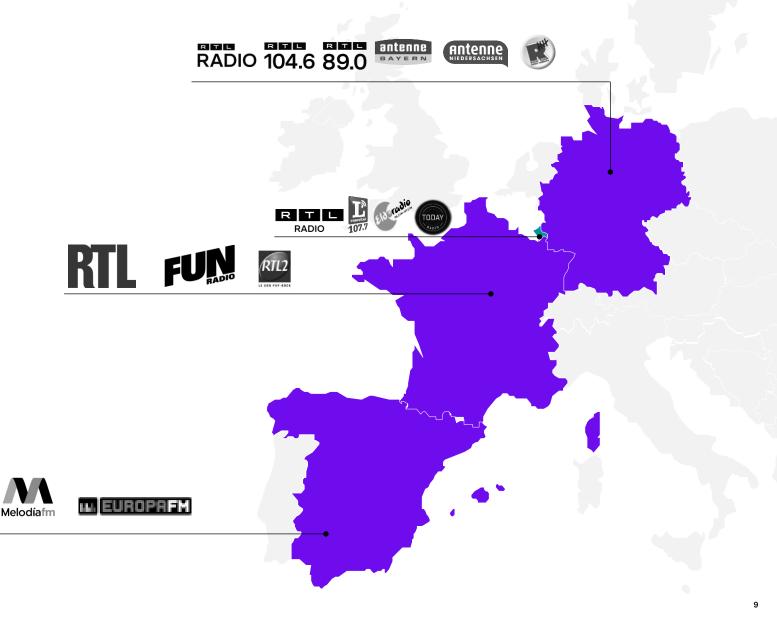
7 streaming services







in 4 European countries



RTL – Europe's leading entertainment brand

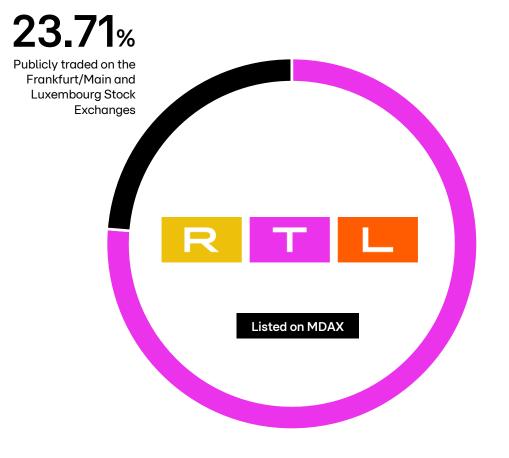
In 2021, RTL strengthened its position as a leading European media brand by creating one unified RTL brand. RTL Group, RTL Deutschland, RTL Nederland, RTL Hungary, RTL Luxembourg and the international sales unit RTL AdAlliance all operate under one RTL brand. RTL is united by one joint design, purpose, promise and shared brand principles.

The multicoloured logo reflects the diversity of RTL's content and people and is also used for the streaming services RTL+ in Germany and Hungary and RTL Play in Luxembourg.

RTL stands for entertainment, independent journalism, inspiration, energy and attitude.







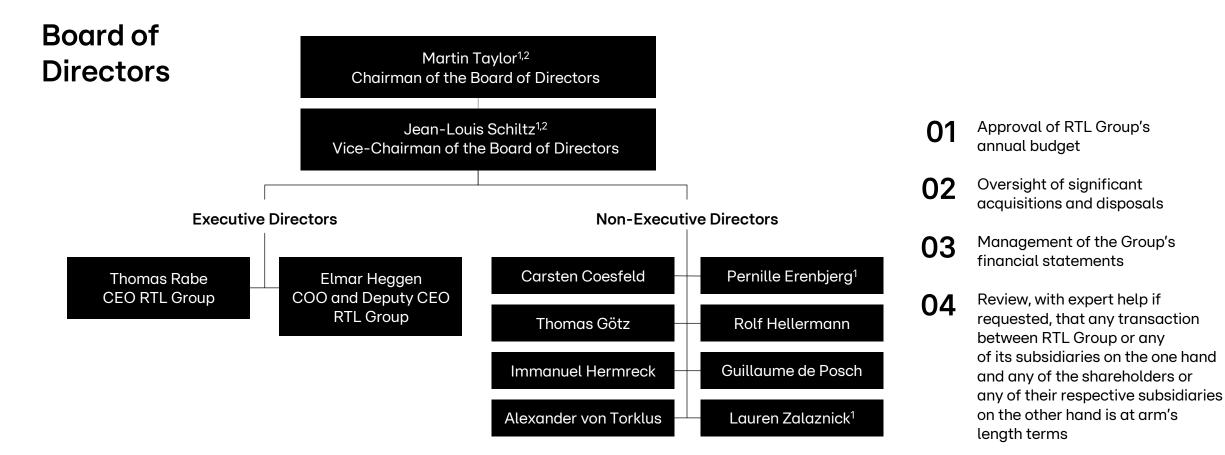
Shareholding structure



Bertelsmann

Corporate Governance (1/2)





Corporate Governance (2/2)



Nomination & Compensation Committee

Martin Taylor1 Chairman of the Nomination and Compensation Committee Chairman of the Board of Directors Pernille Erenbjerg1 Chairman of the Audit Committee Immanuel Hermreck Lauren Zalaznick1 Thomas Götz Thomas Götz Rolf Hellermann Jean-Louis Schiltz1 Martin Taylor1

Audit Committee

Responsibilities

▼

- Consulting the CEO and giving prior consent on the appointment and removal of executive directors and senior management
- Proposals on the appointment and removal of non-executive directors to the General Meeting of the shareholders
- Establishing the Group's compensation policy

- Oversight of the Group's financial reporting, risk management and internal control as well as standards of business conduct and compliance
- Monitoring of financial reporting, statutory audit of the legal and consolidated accounts, independence of the external auditors, effectiveness of the Group's internal controls, compliance programme and risk management
- Review of the Group's financial disclosures and recommendation to the Board of Directors regarding the appointment of external auditors

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Strong Management Team



Thomas Rabe Chief Executive Officer

- CEO since 2019
- Portfolio responsibility: RTL Deutschland and Fremantle
- Corporate Centre responsibility: Audit and European Affairs



Elmar Heggen Chief Operating Officer & Deputy CEO

- Deputy CEO since 2018
- COO since 2019
- Portfolio responsibility:
 Groupe M6, RTL Nederland,
 RTL Hungary, We Are Era, and the
 Luxembourg operations
- Representing RTL Group on the Board of Atresmedia, Spain
- Corporate Centre responsibility: Business Development, Legal, Communications & Marketing and HR



Björn Bauer Chief Financial Officer

- CFO since 2019
- Corporate Centre responsibility: Finance, Investor Relations, IT and Compliance

Responsibilities of the Executive Committee

The Executive Committee is vested with internal management authority

02 Action

01

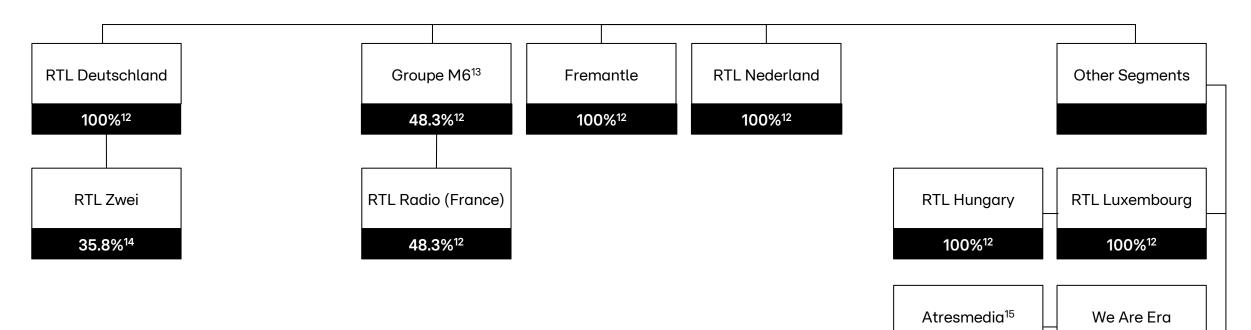
03

Active dialogue with the Board of Directors about the status and development of the Group

Proposal of annual budgets, to be approved by the Board of Directors

RTL Group's reporting segments





Graph as presented in RTL Group's Annual Report 2023

¹² Fully consolidated

¹³ Net of treasury shares and own shares held by Métropole Télévision SA under liquidity contract

¹⁴ Investment accounted for using the equity method

 $^{\rm 15}\,\rm Net$ of treasury shares



100%¹²

18.7%¹⁴



Our role in society



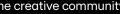
Our commitment to our main stakeholders ...





Viewers, listeners and digital users

The creative community



... in three focus areas **#RTLcares**



Content



We create and share stories that entertain. inform, and engage audiences around the world.



Our employees

Advertisers







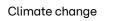
Social & Society



We embrace independence and diversity in our people, our content and our businesses.



Communities and charities





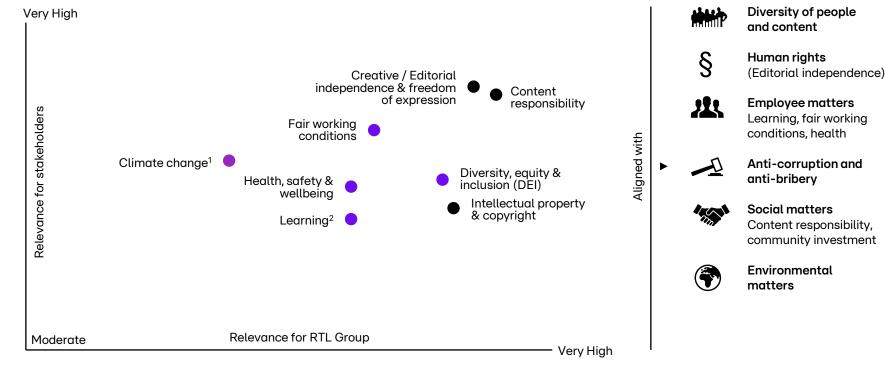
We are committed to protect the environment and becoming carbon neutral by 2030.

Our priority topics

Relevance matrix

The relevance assessment was conducted in 2020 to identify the issues that are important to the business and stakeholders as well as the relative priority.

Going forward, the double materiality assessment under ESRS will replace the relevance matrix.



Mandatory aspects

Our measures in **Corporate Responsibility**



Diversity of people and content

- Diversity targets
- Enhanced maternity and adoption pay to reduce pay gap
- Voluntary diversity & inclusion initiatives on and off screen
- Employee networks

Human rights

Newsroom guidelines

- Investigative journalism

- Human rights statement

Employee matters

Learning

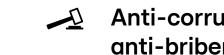
- Trainee programmes
- Training for employees
- Internal mobility programmes

Fair working conditions

- European Works Council
- Fair recognition, treatment and opportunities
- Flexible home office working arrangements

Health

- Fitness offers
- Health check-ups
- Wellbeing campaigns



Anti-corruption and anti-bribery

- Anti-corruption training programme
- Anti-corruption policy



Social matters

Content responsibility

- Partnerships, e.g. with Stiftung Lesen
- Child-protection standards
- Hosting child-friendly programmes
- Media literacy initiatives

Community investment

- Free airtime or donated media time worth several million euros given to charities in 2023
- Significant cash donations and budget allocated to corporate foundations or charity initiatives supported internally
- €23.3 million raised for charity at flagship events in 2023



Environmental matters

- Promoting sustainable mobility in the company (e.g. bicycles, e-mobility)
- Employee initiatives, e.g. UFA Green Team waste collection campaign
- 98 per cent green electricity
- Participation in global carbon calculator for production business
- Sustainability weeks e.g. 'Packen wir's an' (Let's do it!) at RTL Deutschland



Our ambitions

Our content

Our news organisations strive for truthful, fair and impartial reporting, while protecting individual rights and shielding minors from inappropriate content.

We ensure our output reflects the diversity of the various cultures we serve.

Our climate target

We decided to become carbon neutral by **2030**, including both companyrelated emissions (scope 1 and 2) and emissions from the production of its programmes and products (scope 3).

The goal is to reduce the Group's total emissions by more than 50 per cent compared to the 2018 baseline. As of 2030, RTL Group will offset all remaining emissions.

Our diversity target

Our long-term ambition is for women and men to be represented equally at all levels.

By the end of **2025**, we aim to increase the percentage of female leadership in our management to **40%**.

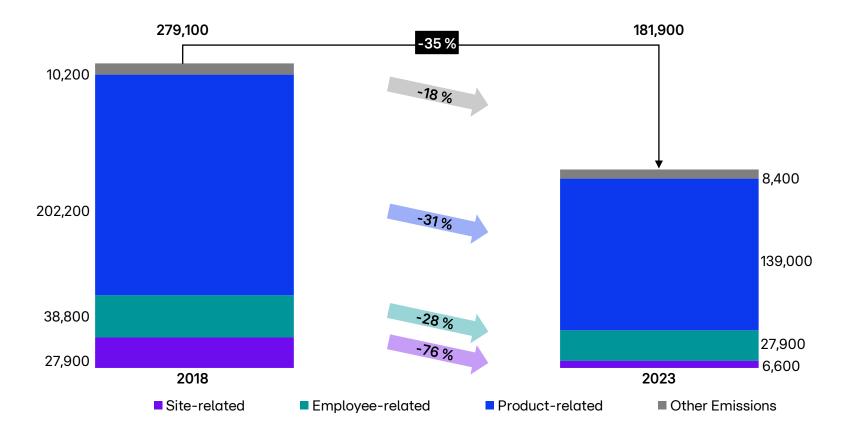
We do not tolerate discrimination against employees or applicants for employment because of race, national or ethnic origin, gender, pregnancy, marital or parental status, age, disability, religion or belief, sexual orientation or any other characteristic specified under applicable antidiscrimination law or company policy. **37%**

RTL Group's corporate culture is founded on fairness, partnership, mutual trust and commitment.

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On our way to climate neutrality by 2030

Development of RTL Group's carbon footprint ^(*) (in t CO2e) 2018 – 2023



(*) Divestments excluded: SpotX, RTL Belgium, RTL Croatia and RTL Nederland | Baseline includes acquisitions (e.g., G+J) but excludes emissions from productions from Fremantle acquisitions (ca. 12% of production volume in hours)

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Financials²

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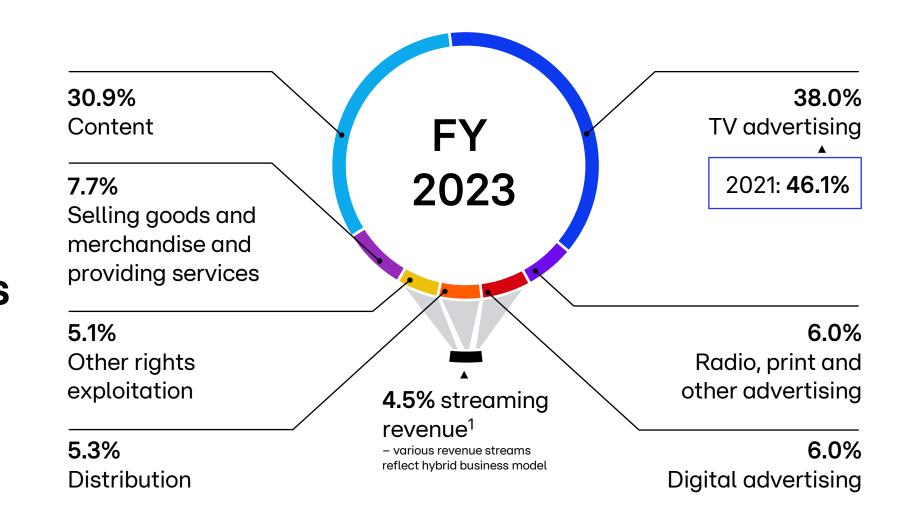
Highlights in H1/2024

- Dynamic growth in streaming
 - Paying subscribers: +25% to 6.3 million
 - Streaming revenue: +42%
 - Successful launch and expansion of M6+
- Full-year outlook for 2024 and long-term streaming targets confirmed
- Strong operating performance in H1/2024
 - Recovery of TV advertising markets in Germany and France, with RTL Deutschland outperforming the market
 - Record audience lead in Germany
- Fremantle: €200 million invested to acquire
 Asacha Media Group and Beach House Pictures
- Innovative alliances & partnerships

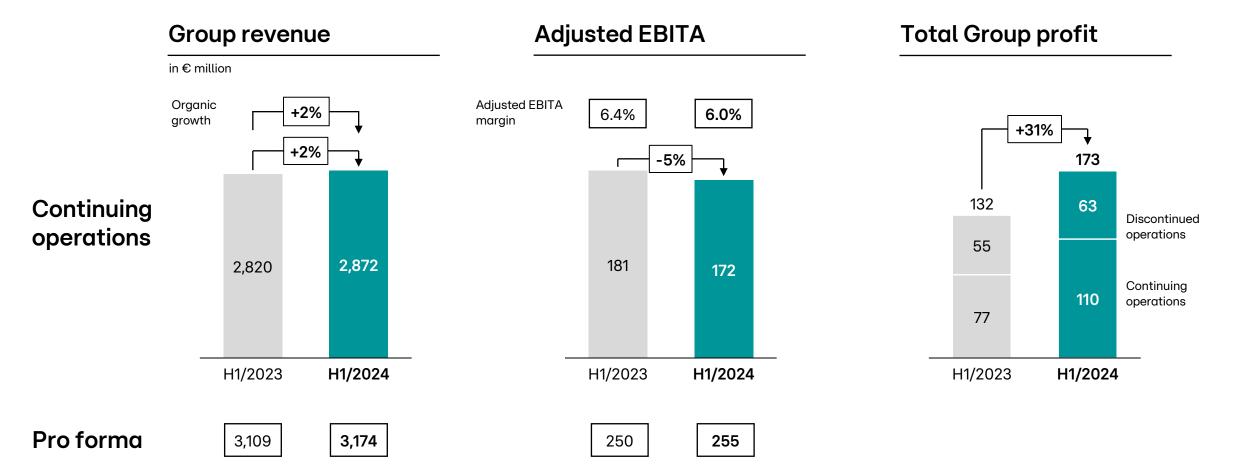


RTL Group is transforming its revenue streams

RTL Group revenue split

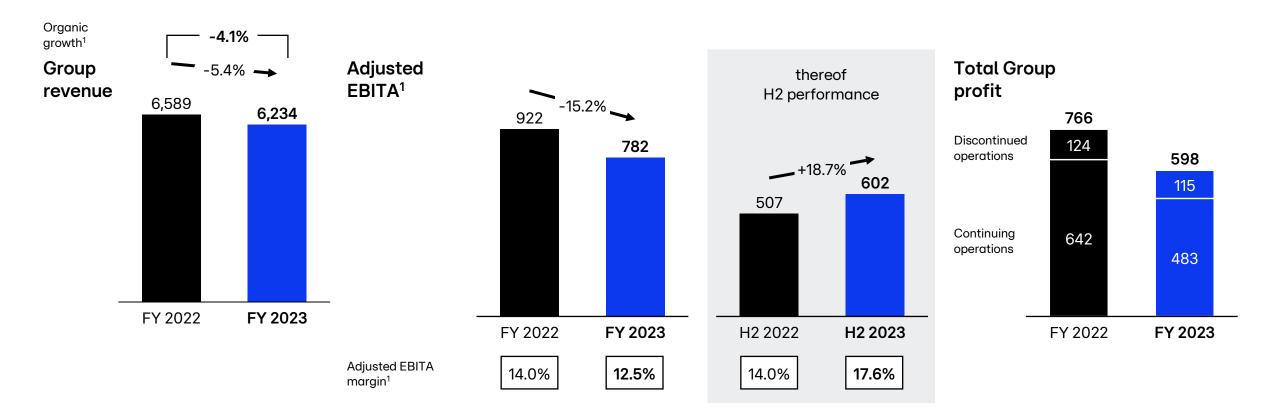


H1/2024: Key financials



in € million

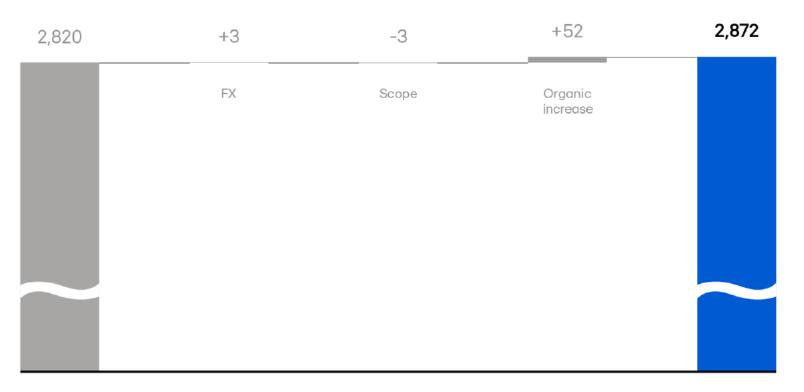
FY/2023: Key financials



H1/2024: RTL Group revenue bridge



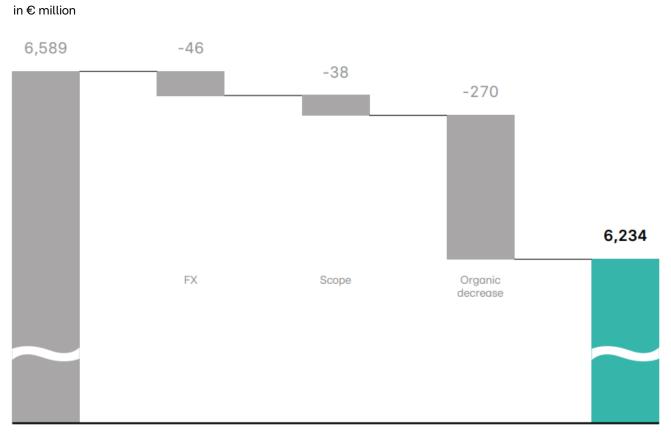
in € million



H1/2023

H1/2024

FY/2023: RTL Group revenue bridge



2022

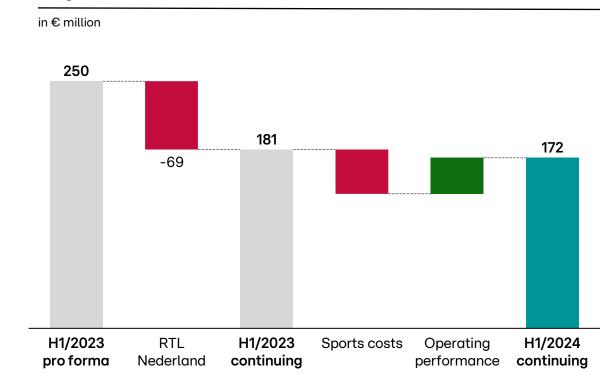
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H1/2024: Key financials





Adjusted EBITA



H1/2024: Group profit

in € million	H1/2024	H1/2023
Adjusted EBITA	172	181
Significant special items	(33)	(78)
EBITA	139	103
Impairment of goodwill of subsidiaries	-	-
Amortisation and impairment of fair value adjustments on acquisitions of subsidiaries	(20)	(23)
Impairment and reversals of investments accounted for using the equity method	-	-
Impairment and reversals on other financial assets at amortised cost	-	(1)
Fair value measurement of investments and re-measurement of earn-out arrangements	44	14
Gain/(loss) from sale of subsidiaries, other investments and re-measurement to fair value of pre-existing interest in acquiree	1	16
EBIT	164	109
Financial result	(19)	10
Income tax expense	(35)	(42)
Group profit from continuing operations	110	77
Group profit from discontinued operations	63	55
Total Group profit	173	132

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FY/2023: Group profit

in € million	Full year to Dec 2023	Full year to Dec 2022
Adjusted EBITA	782	922
Significant special items	(125)	(42)
EBITA	657	880
Impairment of goodwill and amortisation and impairment of fair value adjustments on acquisitions of subsidiaries	(43)	(46)
Impairment and reversals of investments accounted for using the equity method	-	(5)
Impairment and reversals on other financial assets at amortised costs	(2)	(30)
Fair value measurement of investments and re-measurement of earn-out arrangements	(32)	(78)
Gain/(loss) from sale of subsidiaries, other investments and re-measurement to fair value of pre-existing interest in acquiree	40	107
EBIT	620	828
Financial result	(13)	(56)
Income tax expense	(124)	(130)
Group profit from continuing operations	483	642
Group profit from discontinued operations	115	124
Total Group profit	598	766
Total Group profit attributable to RTL Group shareholders	467	673

H1/2024: Cash flow



in € million	H1/2024	H1/2023
Net cash from/(used in) operating activities	72	(24)
-thereof discontinued operations	12	(2)
Operating free cash flow	70	(33)
- thereof discontinued operations	11	(2)
Income tax paid	(71)	(77)
Acquisitions/disposals of subsidiaries, at-equity investments and other financial assets	(160)	(8)
Transactions with shareholders and their subsidiaries (deposits)	76	251
Transactions with shareholders and their subsidiaries (loans)	585	500
Dividends paid	(511)	(694)
Other changes	(117)	(66)
Net increase/(decrease) in cash and cash equivalents	(128)	(127)

FY/2023: Cash flow

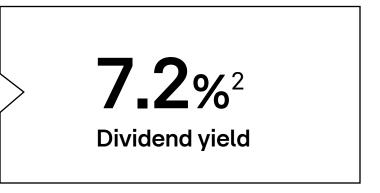


in € million	2023	2022
Net cash from/(used in) operating activities	537	463
-thereof discontinued operations	77	140
Operating free cash flow	523	565
-thereof discontinued operations	74	136
Income tax paid	(162)	(293)
Acquisitions/ Disposals of subsidiaries, at-equity investments and other financial assets	(18)	295
Transactions with shareholders and their subsidiaries (deposits)	199	544
Term loan facility with shareholders and their subsidiaries	229	(14)
Dividends paid	(696)	(860)
Other changes	(90)	(208)
Net increase/(decrease) in cash and cash equivalents	(15)	29

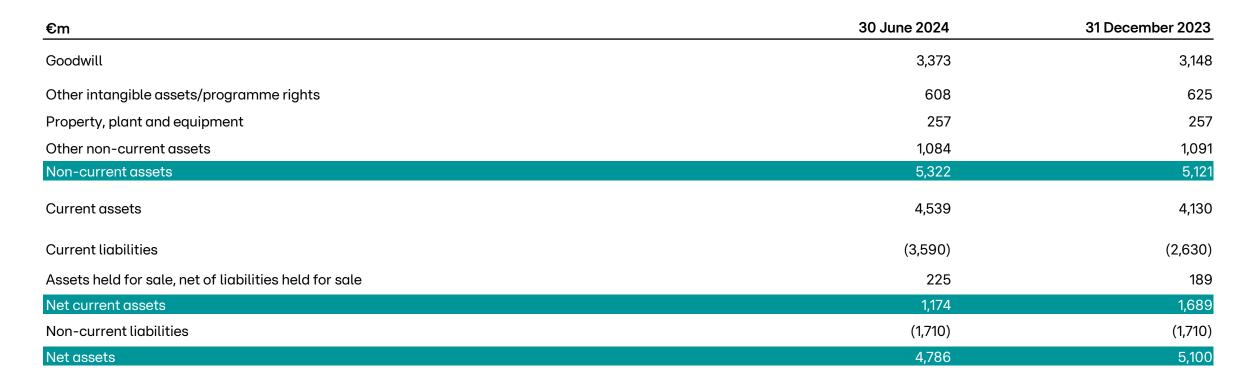
Dividend for 2023



in € million	Full year to Dec 2023
Profit for the year attributable to RTL Group shareholders	467
Dividend policy adjustments	26
Adjusted profit for the year attributable to RTL Group shareholders	493
Dividend, in € per share	2.75
Dividend, absolute amount	426
Dividend payout ratio, in % ¹	86%



H1/2023: Statement of financial position (balance sheet)



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FY/2023: Statement of financial position (balance sheet)

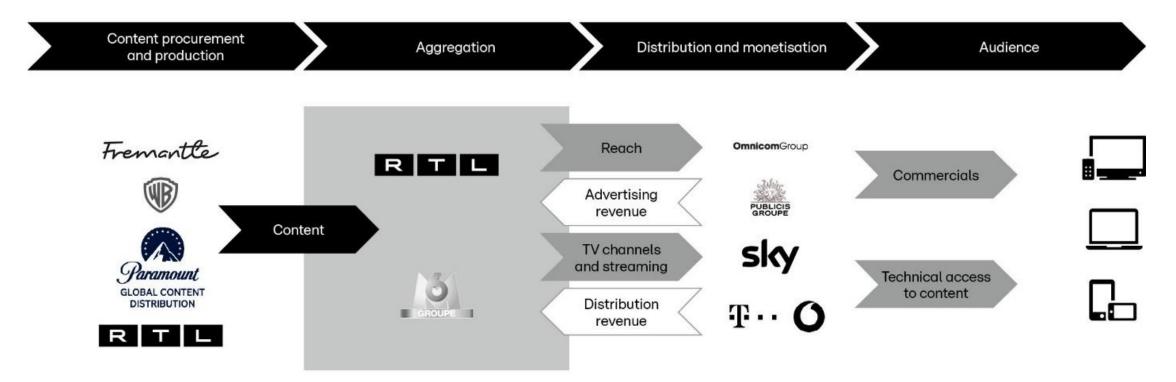
€m	31 December 2023	31 December 2022
Goodwill	3,148	3,331
Other intangible assets/programme rights	625	664
Property, plant and equipment	257	272
Other non-current assets	1,091	1,147
Non-current assets	5,121	5,414
Current assets	4,130	4,735
Current liabilities	(2,630)	(3,681)
Assets held for sale, net of liabilities held for sale	189	-
Net current assets	1,689	1,054
Non-current liabilities	(1,710)	(1,248)
Net assets	5,100	5,220

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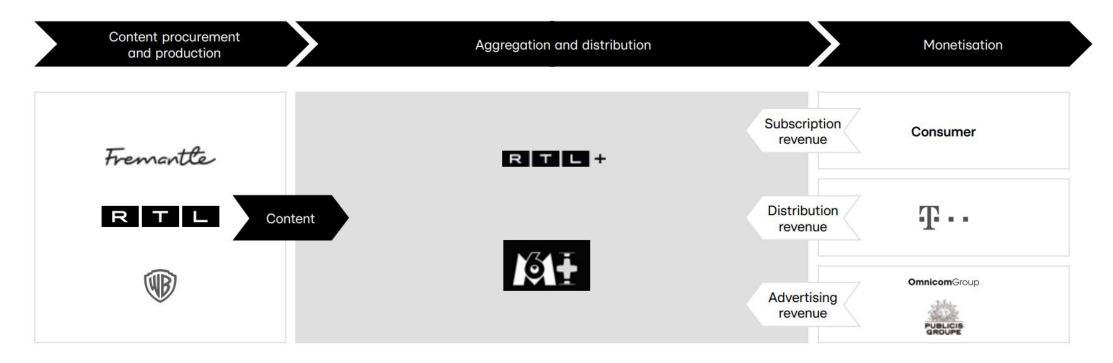


Our industry in the digital media world

Generic broadcast value chain

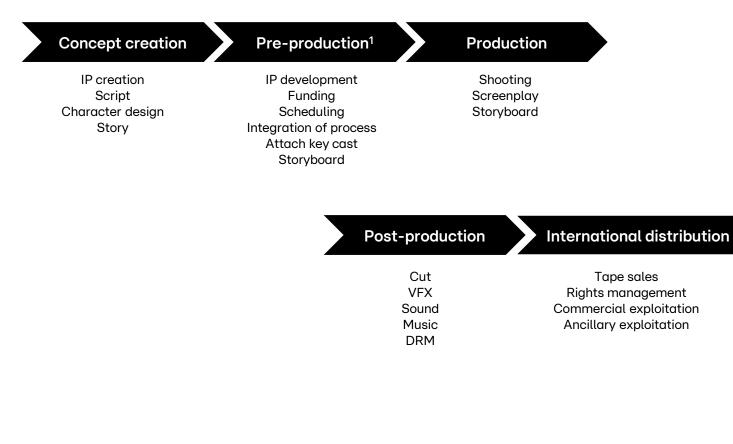


Streaming value chain





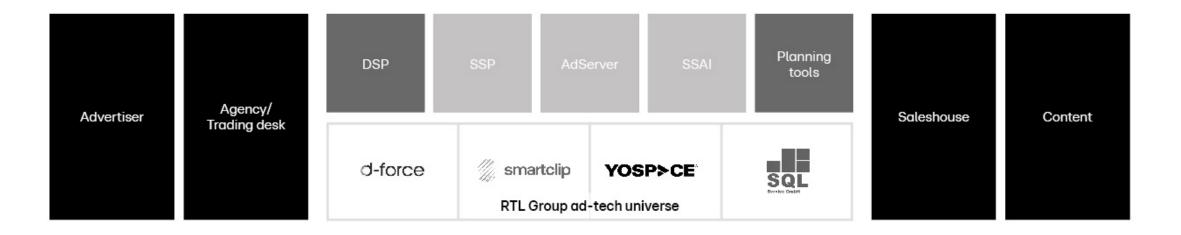
Content production value chain







Ad-tech value chain

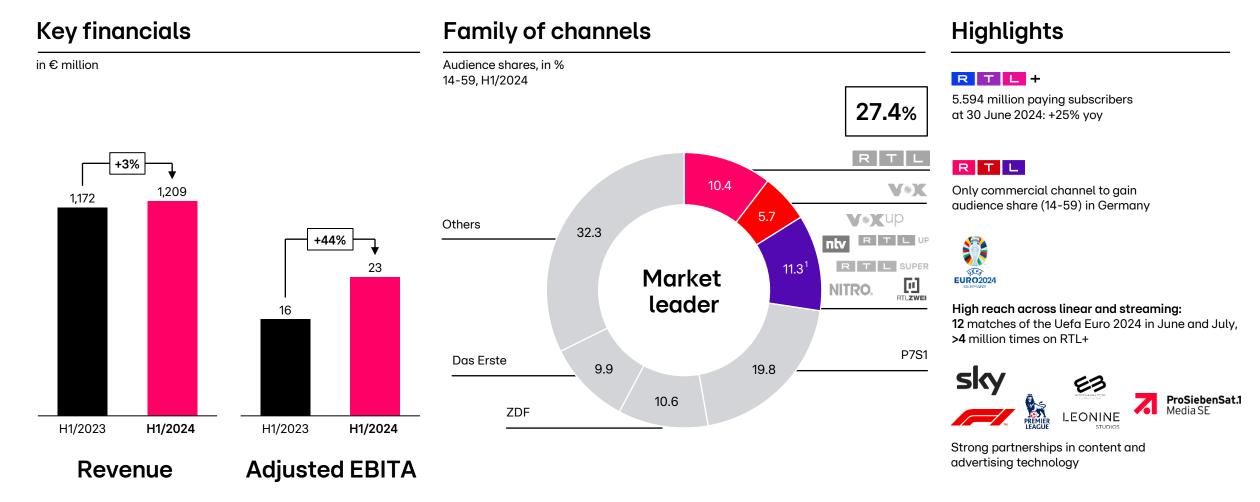


Controlling our ad-tech strategy requires a full stack approach, secure TV data and programmatic addressable TV advertising

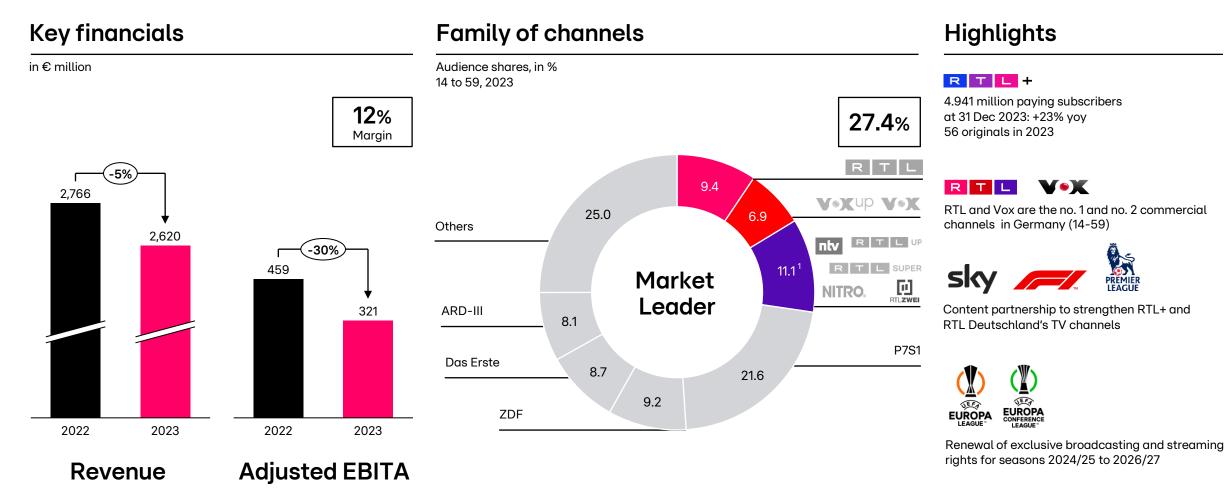
Business upsiness

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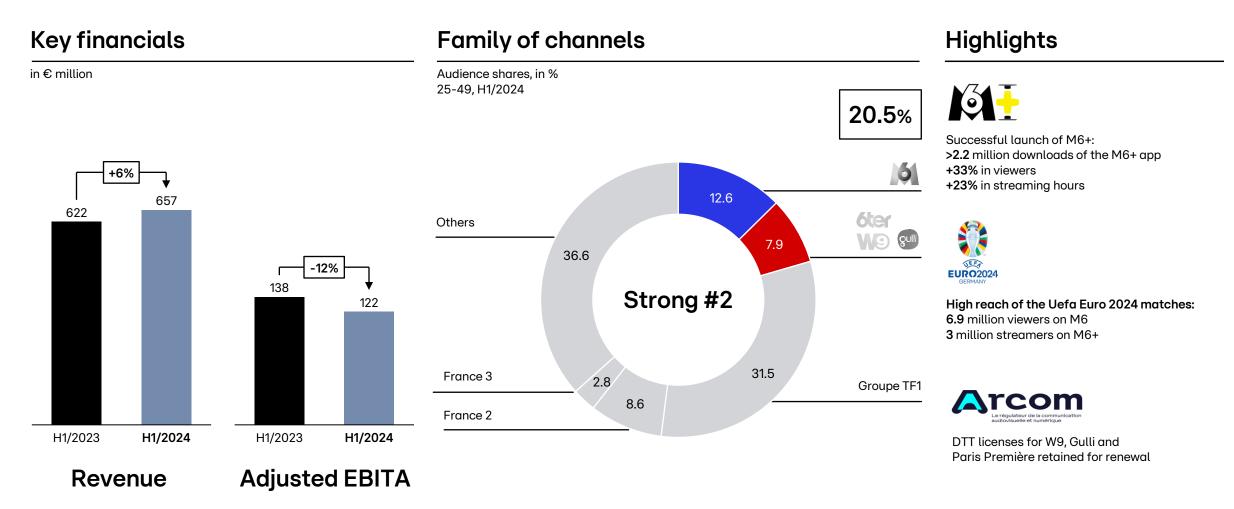
H1/2024: RTL Deutschland



FY/2023: RTL Deutschland

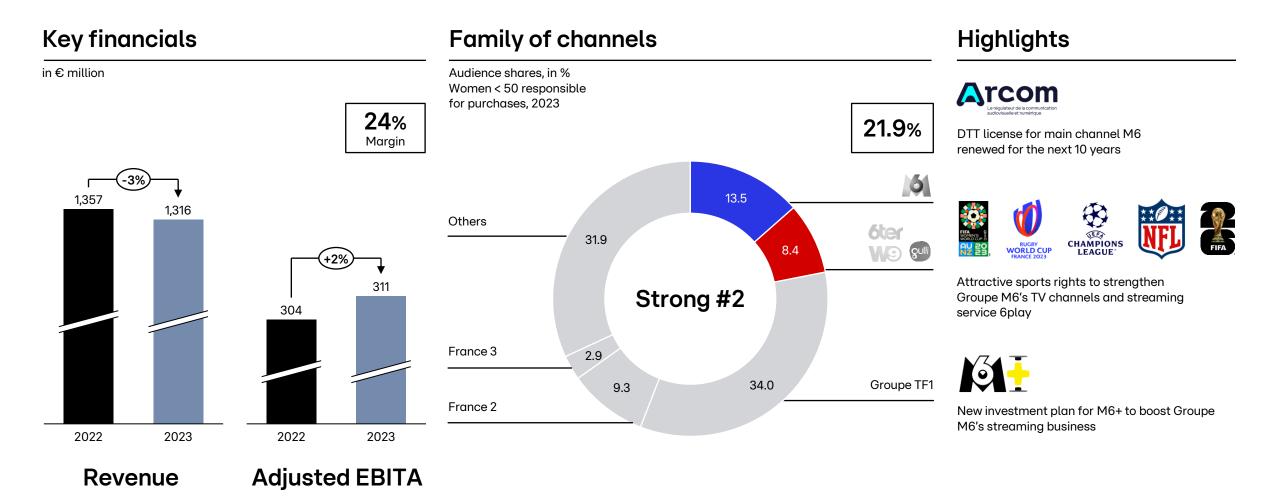


H1/2024: Groupe M6



FY/2023: Groupe M6



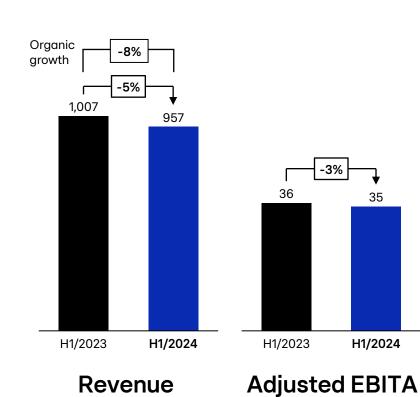


H1/2024: Fremantle

Key financials

in € million

Highlights



Entertainment



American Idol: consistently the No 1 show of the night (18-49) on ABC



Britain's Got Talent: average audience share of 35.7% on ITV



Neighbours: return on Amazon's Freevee



countries; season 2 in

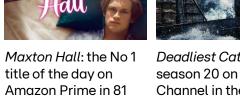
production



Documentaries

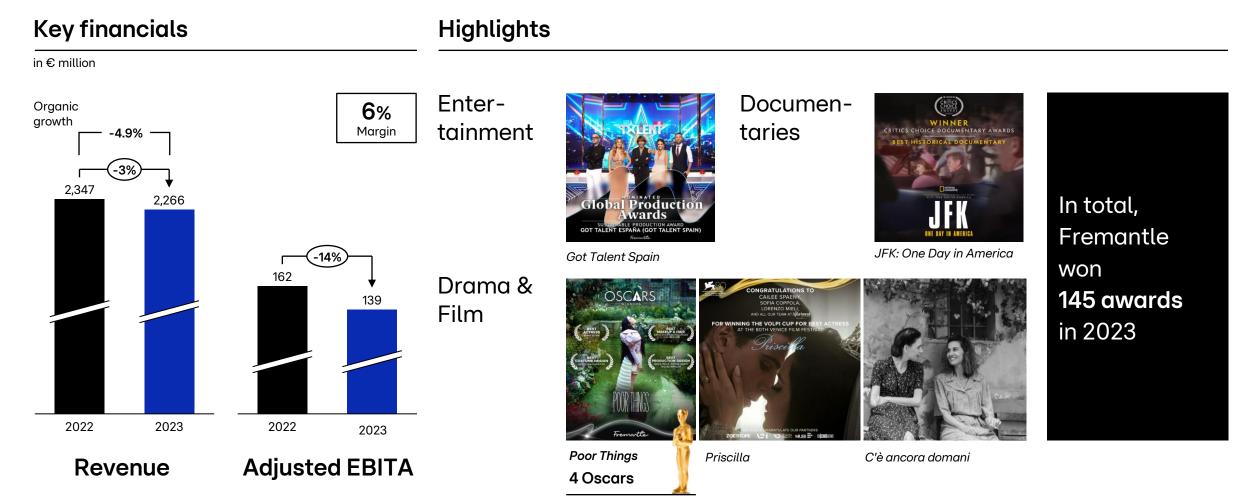
Deadliest Catch: season 20 on Discovery Channel in the US

Drama & Film



FY/2023: Fremantle





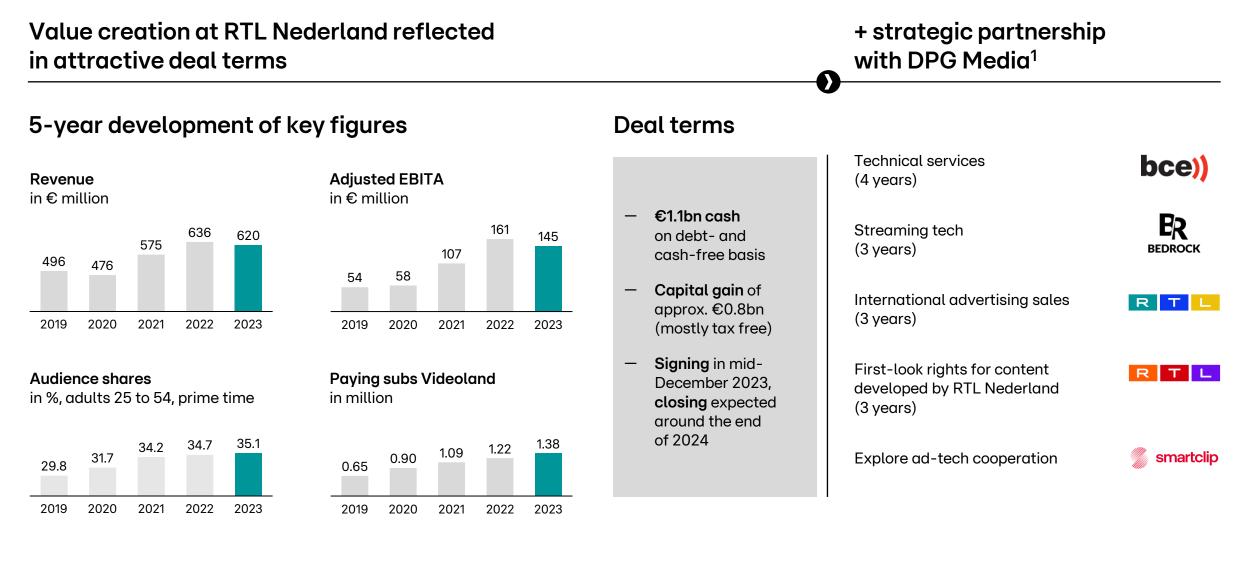
06 Strategy update

RTL

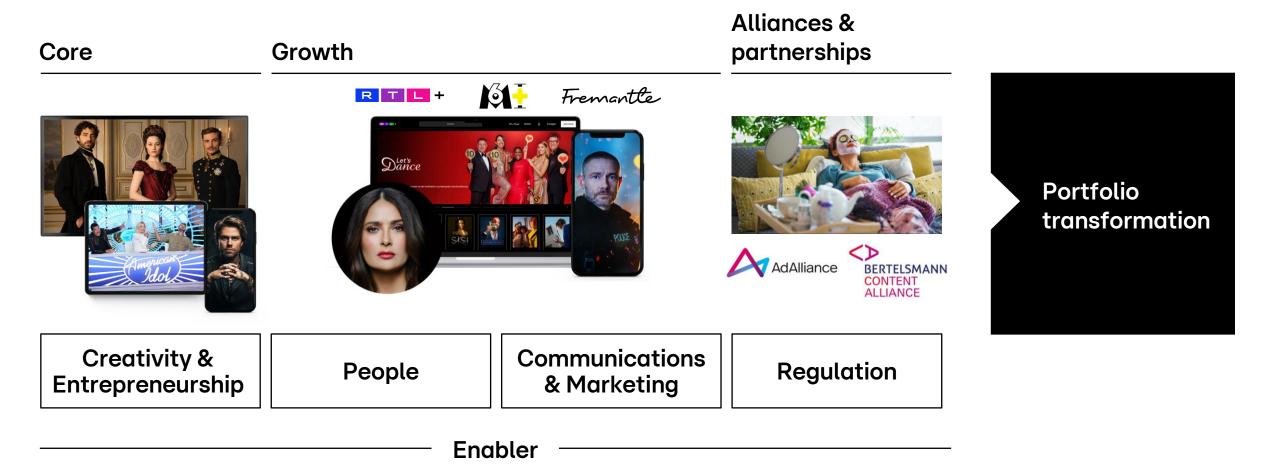
IN PRODUCTION

Strategy update – Consolidation



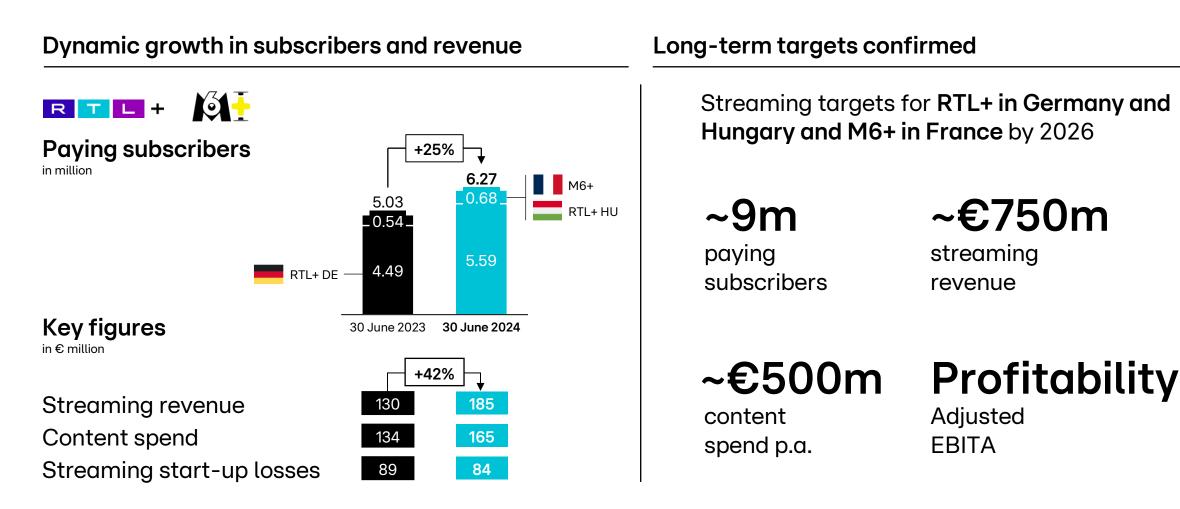


Strategy framework unchanged



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Strategy update - Growth



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Strategy update - Growth

Expand global content business



Revenue development

FY, in € billion

Targets for 2026

- Continued revenue growth organic and via M&A
- Maintain gross margin at current level
- Reduce and scale overheads
- Increase Adjusted EBITA margin to 9%

Main acquisitions and step-ups since 2020













60



Strategy update - Growth

Expand global content business









Format	Countries ¹	Launch year	IP owned by Fremantle
Price Is Right	11	1956	
Password	6	1961	•
Family Feud	32	1976	
Idols	16	2001	
Farmer Wants A Wife	24	2001	\bigcirc
The Farm	12	2001	
The X Factor	14	2004	
Got Talent	34	2006	
Masked Singer	17	2015	\bigcirc
Too Hot To Handle	3	2020	\bigcirc

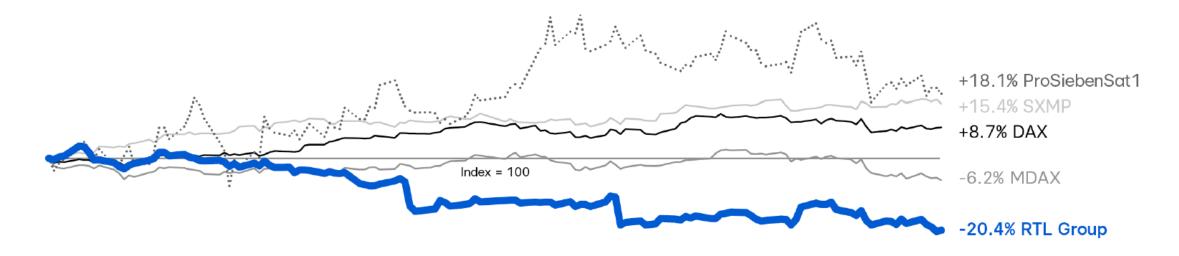
- Strong portfolio of long-running formats and established brands
- Significant IP
 ownership rights
- Multiple territories
 - Broad revenue mix: Production, licensing, distribution and advertising

07 RTL Group share

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H1/2024: Share price performance

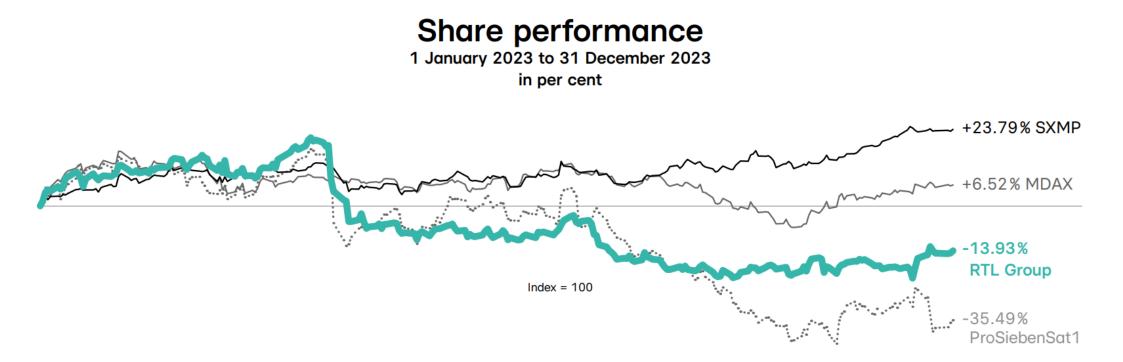
2 January 2024 to 30 June 2024 in per cent



RTL Group share price development for January to June 2024 based on the Frankfurt Stock Exchange (Xetra) against DAX, MDAX, Euro Stoxx 600 Media (SXMP) and ProSiebenSat1

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FY/2023: Share price performance



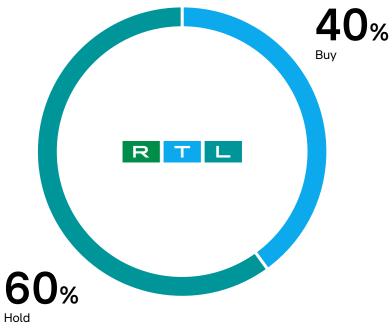
RTL Group share price development for January to December 2023 based on the Frankfurt Stock Exchange (Xetra) against MDAX, Euro Stoxx 600 Media (SXMP) and ProSiebenSat1

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Analysts' view



Recommendation by Analysts in %



Analysts covering RTL Group

Latest update: January 2025

Date ¹	Bank	Analyst	Latest recommendation	Target price (in €)
06/07/2023	Barclays Capital	Julien Roch	Equal weight	26.50
17/03/2023	Bernstein/Société Générale	Annick Maas	Market perform	27.00
11/07/2023	Citi	Thomas Singlehurst	Buy	39.00
05/07/2023	Deutsche Bank	Nizla Naizer	Hold	36.00
21/07/2023	JP Morgan	Daniel Kerven	Neutral	38.00
14/11/2024	Kepler Cheuvreux	Conor O'Shea	Hold	27.00
16/08/2024	LBBW	Sarah Lenz	Buy	31.00
16/01/2023	Oddo-BHF	Jérôme Bodin	Neutral	35.00
22/01/2024	UBS	Adam Berlin	Hold	21.40
21/03/2024	Warburg Research	Jörg Philipp Frey	Buy	34.00

Average target share price: €31.49

RTL Group's equity story



01 ^N_n

National crossmedia champions

RTL Group is leading the consolidation of the European media industry

05 Attractive dividend policy

02 A leading global content business

With Fremantle, RTL Group owns one of the world's largest independent creators, producers and distributors of content 03 Well-diversified & growing revenue streams

Efficient cost structures and cash flow generation

Enable attractive shareholder returns

04

06 Leading entertainment brand

RTL stands for positive entertainment and independent journalism as well as inspiration, energy and attitude

07 Responsible corporate citizen

Creating value for users, partners, shareholders, employees and the wider society



Outlook

Outlook 2024

	2023	2024e
Revenue	€6.2bn	~€6.3bn
Adjusted EBITA	€782m	~€750m (+/- €50m)
Streaming start-up losses	€176m	~€200m



Financial calendar 2025

RTL Group Financial Results	January																												
20 March 2025	1 2 3 February	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27	28	29	30	31
at 08:00 CET Full-Year Results: January to December 2024	1 2 3 March	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27	28	29		
30 April 2025 at 08:00 CEST Publication of Annual Report 2024	1 2 3 April	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27	28	29	30	31
30 April 2025 at 15:00 CEST Annual General Meeting 2025	123 May	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27	28	29	30	
Annual General Meeting 2025 15 May 2025 at 08:00 CEST Quarterly Statement: January to March 2025 8 August 2025 at 08:00 CEST Interim Results: January to June 2025	1 2 3 June	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27	28	29	30	31
	1 2 3 July	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27	28	29	30	
	1 2 3 August	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27	28	29	30	31
18 November 2025 at 08:00 CET	1 2 3 Septembe	4 r	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27	28	29	30	31
Quarterly Statement: January to September 2025	1 2 3 October	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27	28	29	30	
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	1 2 3 December	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27	28	29	30	
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January 2025

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Definitions

Alternative performance Explanation measure Adjusted EBITA represents a recurring operating result and excludes significant special items. RTL Group management has established an 'Adjusted EBITA' that neutralises the impacts of structural distortions for the sake of transparency. Based on the accelerated industry trends explained in the Market section (pages 46 to 47) and Strategy section (pages 14 to 18) in RTL Group's Full-year results 2023 report, RTL Group plans to increase its investments in business transformation including streaming, premium content, technology and data. At the same time, management continually assesses opportunities to reduce costs in the Group's traditional broadcasting activities - for example, reallocating resources from its traditional businesses to its growing digital businesses - and this may lead to restructuring expenses that are neutralised in the Adjusted EBITA. Adjusted EBITA is determined as earnings before interest and taxes (EBIT) as disclosed in the income statement excluding the following Adjusted EBITA elements: Impairment of goodwill of subsidiaries and amortisation and impairment of fair value adjustments on acquisitions of subsidiaries Impairment and reversals of investments accounted for using the equity method Impairment and reversals on other financial assets at amortised cost presented in 'Other operating expenses' or 'Other operating income' Re-measurement of earn-out arrangements presented in 'Other operating income' or 'Other operating expenses' Fair value measurement of investments presented in 'Other operating income' or 'Other operating expenses' _ (Gain)/loss from sale of subsidiaries, other investments and re-measurement to fair value of pre-existing interest in acquiree Significant special items

Adjusted EBITA margin

The Adjusted EBITA margin as a percentage of Adjusted EBITA of revenue is used as an additional criterion for assessing business performance.

Definitions

Alternative performance	
measure	Explanation
Adjusted EBITA before streaming start-up losses	In accordance with RTL Group's strategy, the company continued to invest heavily in its streaming services, RTL+ in Germany and Hungary and M6+ in France, all of which have seen a rapid increase in the number of paying subscribers (for further details please refer to Building national streaming champions on page 50 of RTL Group's Annual Report 2023). The Adjusted EBITA of RTL Group is impacted by effects relating to the growth of its streaming services. These are operational in nature, and are not included in 'Significant special items'. RTL Group believes the disclosure of 'streaming start-up losses' and 'Adjusted EBITA before streaming start-up losses' provides important context for its business performance, hence it discloses information relating to both KPIs in addition to its leading alternative performance measure, 'Adjusted EBITA'. Streaming start-up losses are defined as a total of Adjusted EBITA from RTL+ in Germany and Hungary, M6+ in France, Salto and Bedrock as consolidated at RTL Group level.
Significant special items	Significant special items exceeding the cumulative threshold of €5 million, need to be approved by management, and primarily consist of restructuring expenses or reversal of restructuring provisions and other special factors or distortions. The adjustments for special items serve to determine a sustainable operating result that could be repeated under normal economic circumstances and is not affected by special factors or structural distortions.
Streaming start-up losses	Streaming start-up losses are defined as a total of Adjusted EBITA from RTL+ in Germany and Hungary, M6+ in France, Salto and Bedrock as consolidated on RTL Group level.
Operating free cash flow	Operating free cash flow is equal to net cash from/used in) operating activities adjusted by income tax paid; transaction-related costs with regard to significant disposals of subsidiaries; cash outflows from the acquisitions of programme and other rights and other intangible assets and tangible assets; and cash inflows from proceeds from the sale of intangible and tangible assets.

Definitions

Alternative performance	
measure	Explanation
Operating cash conversion rate	Operating cash conversion rate means operating free cash flow divided by EBITA.
Net cash/(debt)	The net cash/(debt) is the gross balance sheet financial debt adjusted for 'Cash and cash equivalents'; current deposits with shareholder and its subsidiaries reported in 'Accounts receivable and other current assets'.
Organic growth/decline	The organic growth is calculated by adjusting the reported revenue growth mainly for the impact of exchange rate effects, corporate acquisitions and disposals. It should be seen as a component of the reported revenue shown in the income statement. Its main objective is for the reader to isolate the impacts of portfolio changes and exchange rates on the reported revenue. When determining the exchange rate effects, the functional currency that is valid in the respective country is used. Potential other effects may include changes in methods and reporting.

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