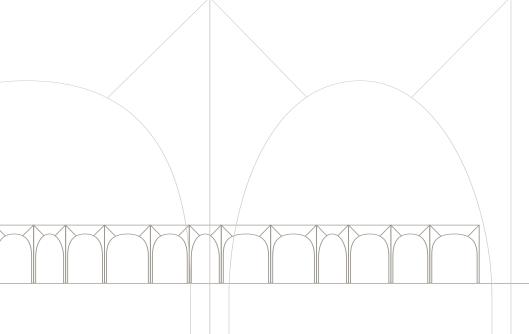


VIRTUAL STAR CONFERENCE -2021 FALL EDITION

Investors Presentation

Milan, October 12th - 2021



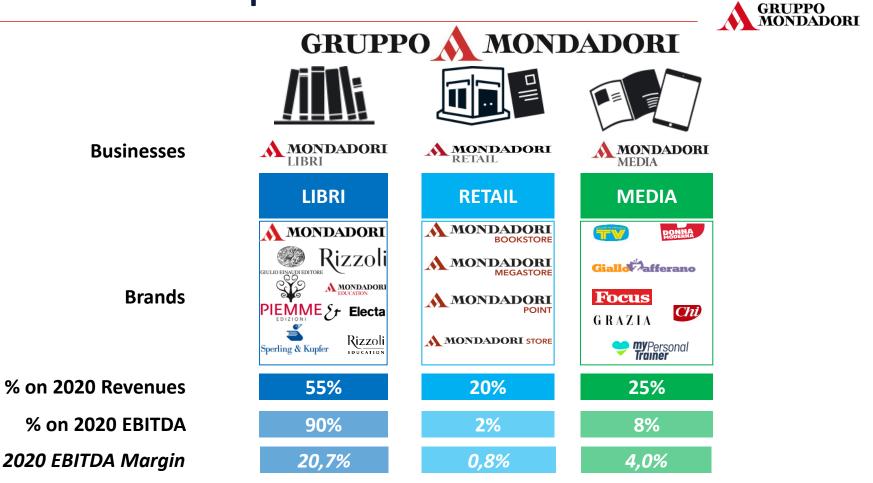


AGENDA

1. Mondadori Group in a nutshell

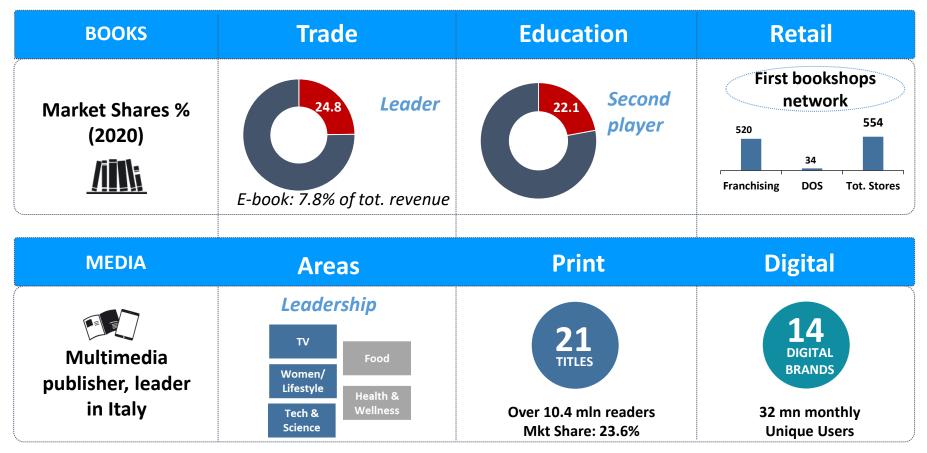
- 2. DeA Scuola acquisition
- 3. H1 2021 Results
- 4. FY 2021 Outlook

Mondadori Group in a nutshell



Mondadori Group in a nutshell

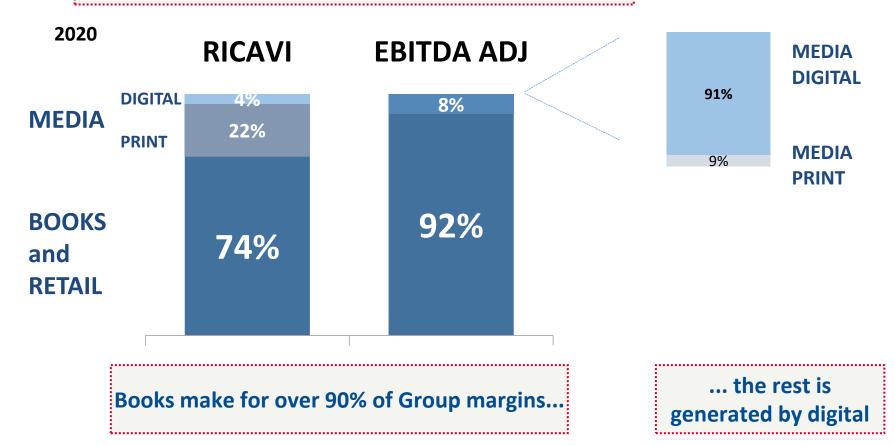
GRUPPO MONDADORI



Strategic repositioning ongoing...

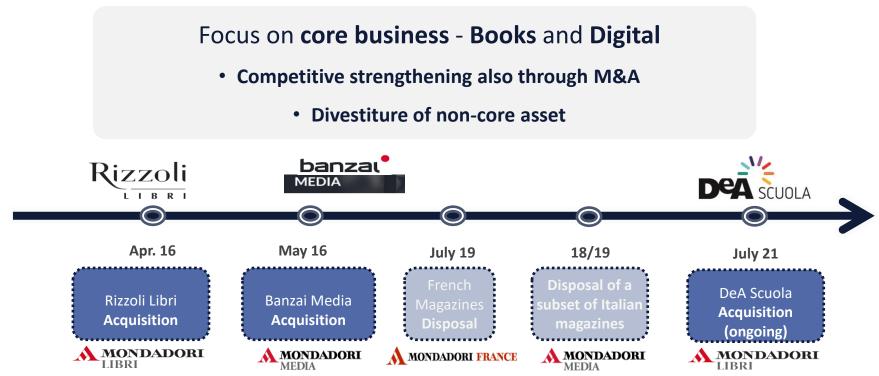


Major business model de-risking path



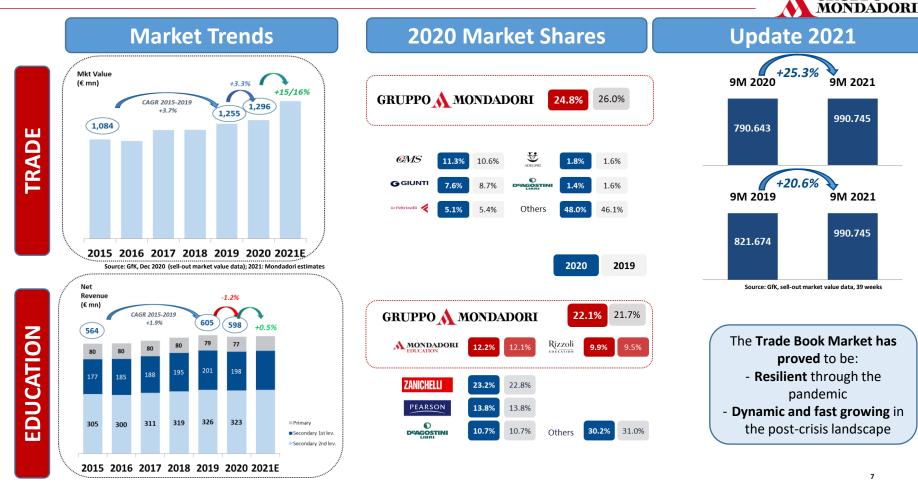
.... through an active M&A strategy





Disposals aimed at portfolio review
Core business strengthening

Mondadori leadership in a dynamic book market



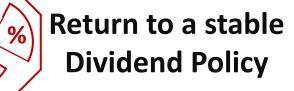
GRUPPO

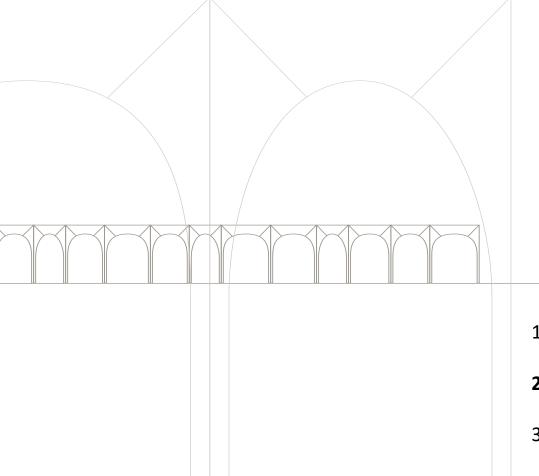
Mondadori Key Investment Proposition



€









AGENDA

- 1. Mondadori Group in a nutshell
- 2. DeA Scuola acquisition
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Key Highlights - The strategic rationale

Stronger foothold in Education publishing

SHORT TERM...

- A Enhancement of the catalogue breadth and quality
- Exploitation of portfolio complementarity
- Strengthening of Group's profitability and cash generation

...MEDIUM/LONG TERM

- Achievement of an increased efficiency through exploiting operating and structure cost synergies
- Acceleration in the development of innovative tools and in the adoption of interactive digital content

Fully consistent with ongoing

strategic repositioning

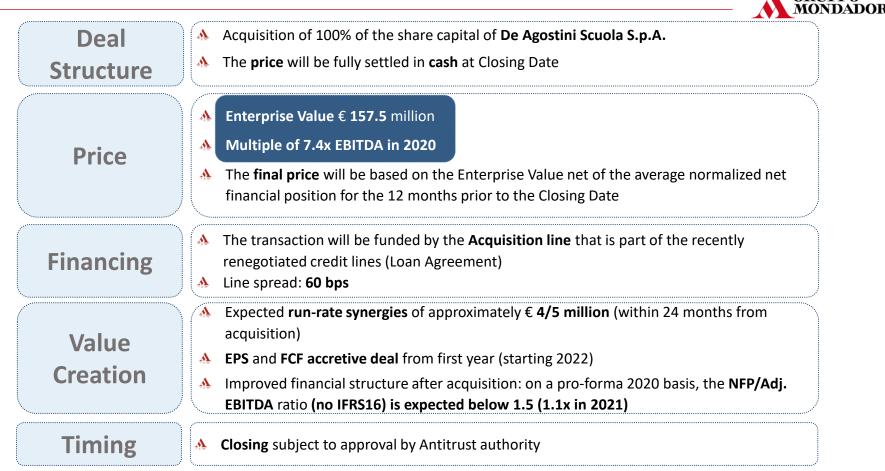


Shareholder Value Creation

Ongoing transformation of the Group into an almost **"pure" book** player

> EPS and Free Cash Flow increase

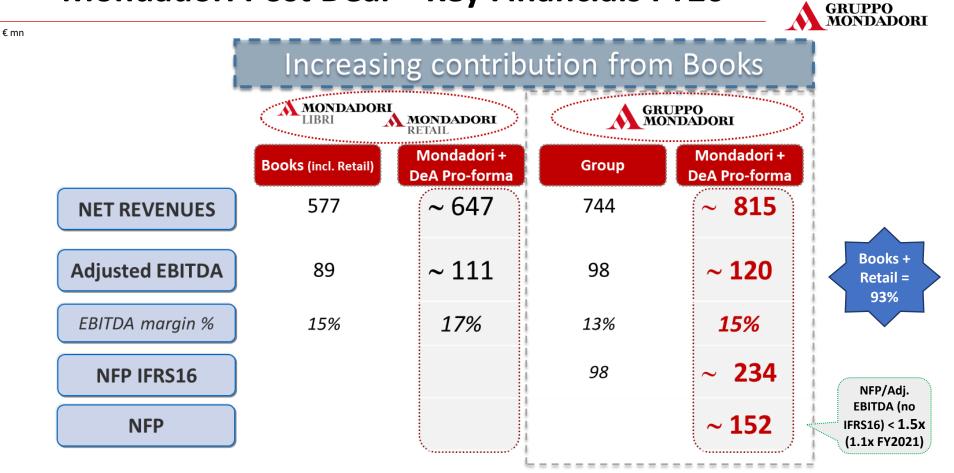
Key Highlights - The transaction



DeAgostini Scuola – Key Figures



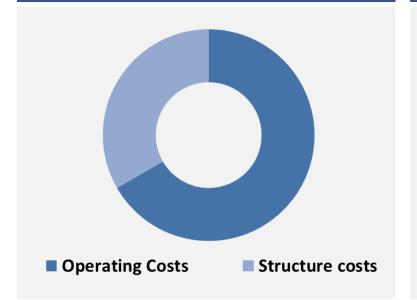
Mondadori Post Deal – Key Financials FY20



Mondadori Post Deal - Expected synergies



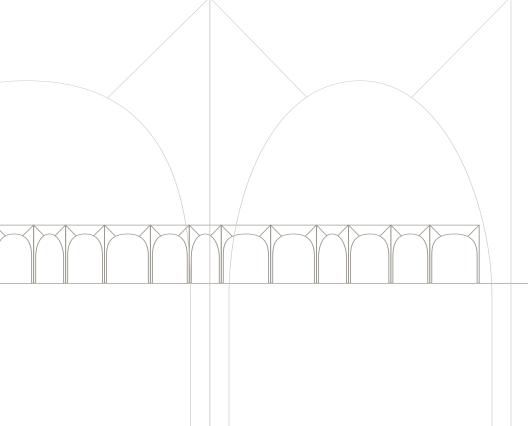
Cost Synergies Breakdown



Highlights

- ▲ €4/5 million in run-rate synergies
 (within 24 months from acquisition)
- Expected synergies refer to efficiencies/economies of scale and scope:
 - in structure costs;
 - in production costs (purchase of raw materials...);
 - in investments in the development of digital content.
- M Transaction costs < € 1 million in FY2021

Expected **annual synergies** of approximately **€ 4/5 million** (run-rate by 2023)





AGENDA

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Highlights 1H 21



Growing EBITDA and revenue in all business areas Strong increase in profitability

Extraordinary performance of the Books market in first-half +36.8% vs 1H 2020 +23% vs 1H 2019

Continued improvement of Group results:

- Revenue +10.9% vs 1H20
- Adj. EBITDA +10.6 mn versus 1H20 (+96.3%)

Further increase in cash generation....

- LTM Ordinary Cash Flow at € 68.5 mn (vs € 51.2 mn at December 2020)

...resulting in a stronger capital/financial position

- NFP before IFRS 16 € -68.3 mn (vs -130.1 mn at June 2020)

Highlights – 1H21 vs 1H20-1H19

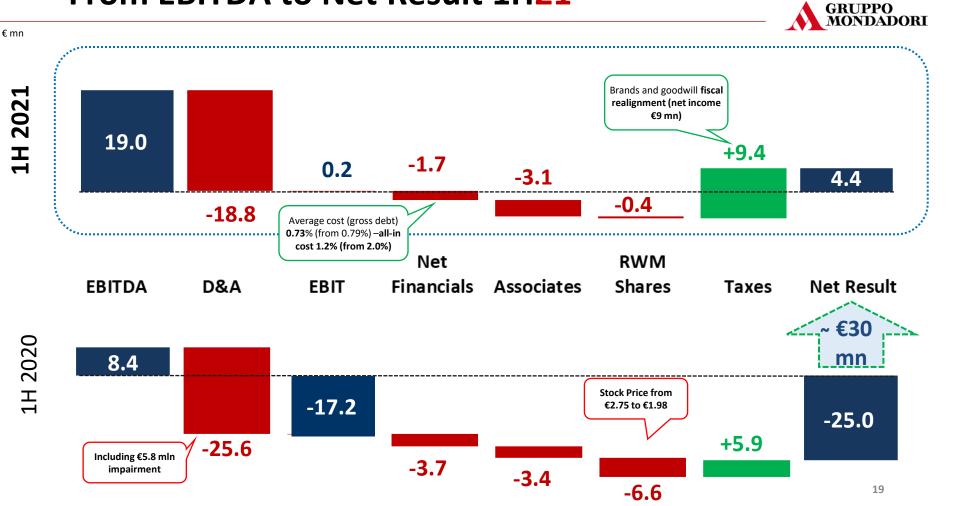


1H21 Revenue and Adjusted EBITDA by Business

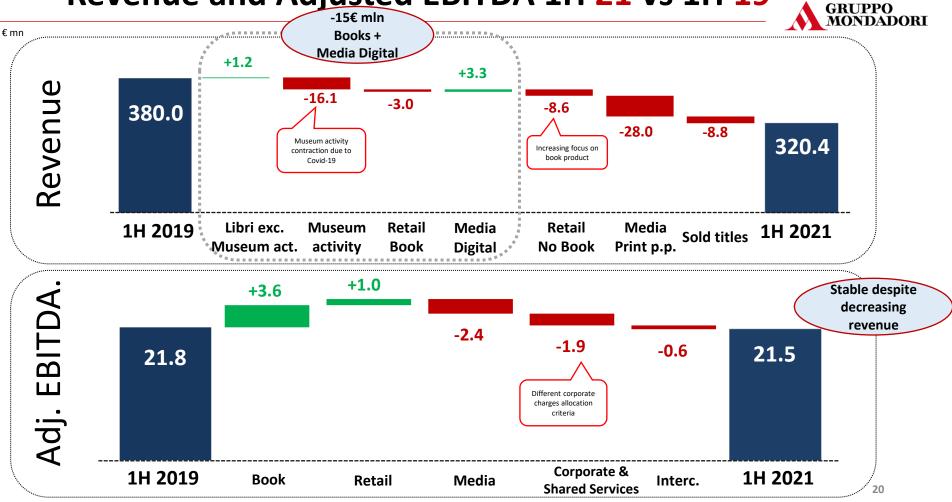
								MONDAD
-		1H 2	1 1H 20	Var. %	2Q 21	2Q 20	Var. %	****
Ð	Books	168.9	9 145.9	15.8	97.3	87.7	11.0	
Revenu	Retail	69.8	59.0	18.3	36.4	27.9	30.4	
le I	Media	97.4	95.8	1.7	50.6	45.2	12.0	
e<	Corporate & Shared Services	19.7	22.1	(11.0)	9.9	11.0	(9.7)	
2	Intercompany	(35.3) (33.8)	4.3	(18.7)	(18.2)	n.s.	
	Total	320.	4 288.9	10.9	175.6	153.6	14.3	
		1H 2	1 1H 20	Var.	2Q 21	2Q20	Var.	199 - Mar Andrew
EBITDA	Books	1	.9.8 10.9	8.9	19.2	15.5	3.7	
	Retail		0.4 (2.8)	3.2	0.8	(1.6)	2.4	
Β	Media		4.5 2.0	2.6	2.5	(0.1)	2.6	
	Corporate & Shared Services	(2	2.6) (0.2)	-2.4	(1.6)	(0.2)	-1.4	Different co
Adj.	Intercompany	((0.6) 1.0	-1.7	(0.5)	0.3	-0.9 🦷	charges allo criteria
D D	Total	21.5	5 11.0	10.6	20.4	14.0	6.4	· · · · · · · · · · · · · · · · · · ·
					11.6%	9.1%		/

GRUPPO

From EBITDA to Net Result 1H21

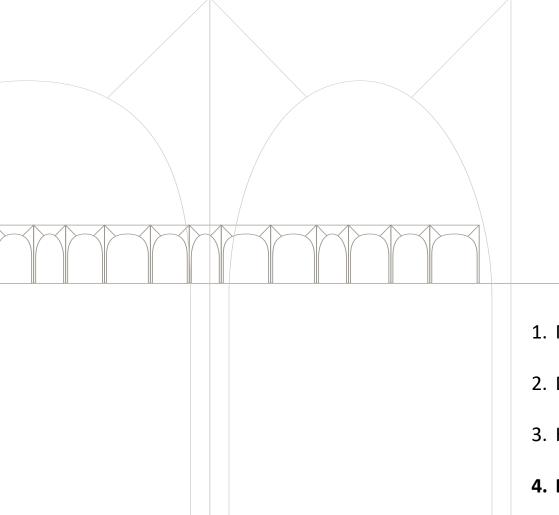


Revenue and Adjusted EBITDA 1H 21 vs 1H 19



Cash Flow & NFP June 21

GRUPPO MONDADORI €mn Strong cash generation confirmed **68.5** 60.4 Ordinary 40.8 **Cash Flow** Jun. 20 Sept.20 **Dec.20 Mar.21** Jun.21 Ordinary Cash Flow = Operating CF net of taxes and financial charges; LTM in the guarterly results Net Debt 1H 204.2 Cash-in from Jun 2021 Seasonality 179.3 MF disposal: 62.8€mn Net Debt **Decrease by** 147.2 +57.0130.1 **Evolution** 110.4 +61.9€ mn 96.9 +74.7(no IFRS16) (before IFRS16) 55.4 <u>-----</u>2021 55.4 68.3 82.3 +53.547.9 incl. 6,6 mln × 14.8 cash-out Dec. Mar. Sept. Dec. M&A June 21



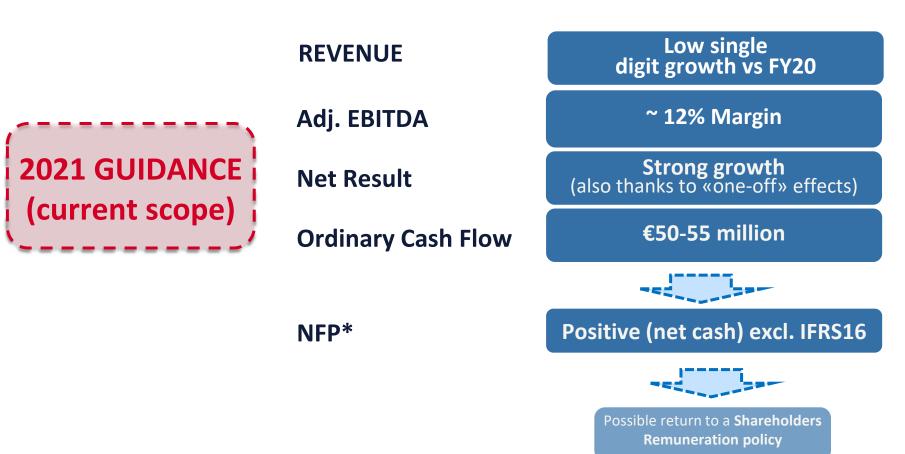


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FY21 Outlook





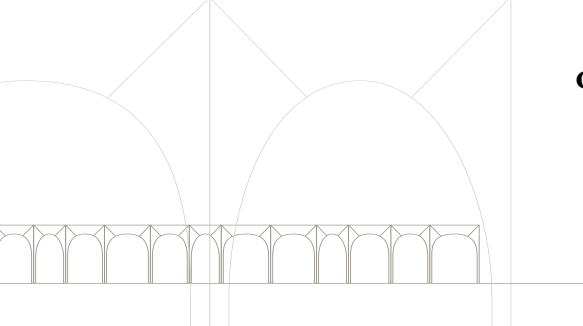


Strategy focus on consolidation and growth of the core business, also through extraordinary transactions

- Strong commitment on pursuit of M&A opportunities with focus on

- core business Books and Digital
- new segments in or adjacent to Book publishing

 Preservation of financial flexibility with a target leverage < 2.0/2.5x (no IFRS 16)*





BACK-UP

2014 – 2020: the key corporate highlights



2014-2016

First step of Strategic Repositioning

Rizzoli Libri acquisition

Banzai Media acquisition

Financial rebalancing

✓ EBITDA growing from €32 mn to 83 mn (margine da 3 a 8%)

✓ NFP decreasing from € -363 to -264 mn

Second step of Strategic Repositioning

2017 - 2019

 Constant portfolio review (reduction of print activities in Media area & Mondadori France disposal)

✓ Digital business development

Operating and financial Consolidation

✓ EBITDA growing from 83 to 110 mn (margin from 8 to 12%)

✓ NFP decreasing from € -264 to -55 mn





Group Resiliency during pandemic

emergency

Management ready and effective response to guarantee:

- business continuity and safety conditions in the workplace
- protection of profitability through effective cost containment actions
- Books: over 90% of Group margin

Increased efficiency and further financial deleverage

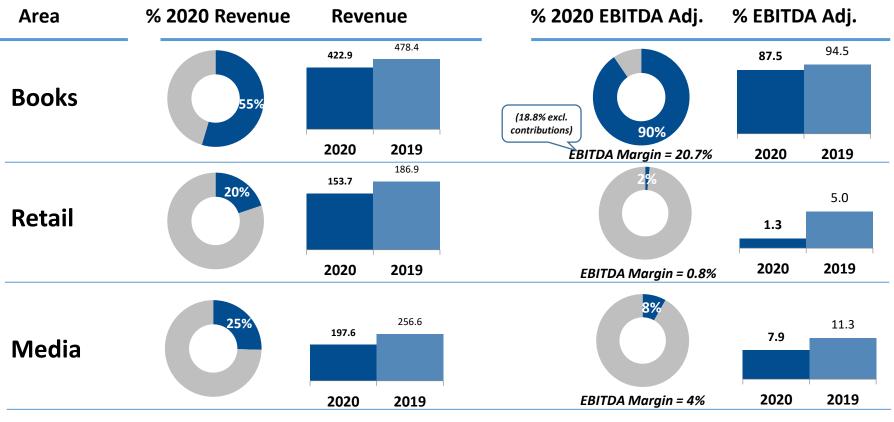
✓ EBITDA margin (€98 mn) > 13%

✓ NFP at € -15 mn

FY 2020 Highlights - Business Area Snapshot

€ mln

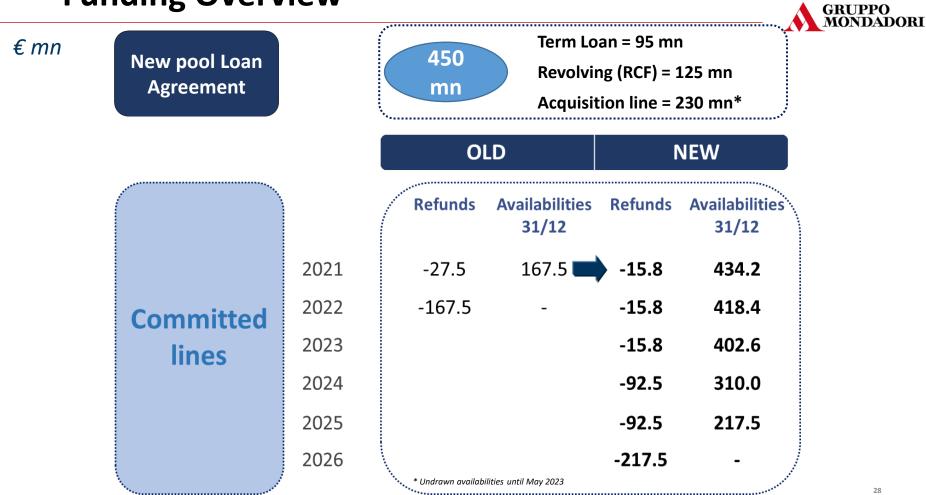
Group



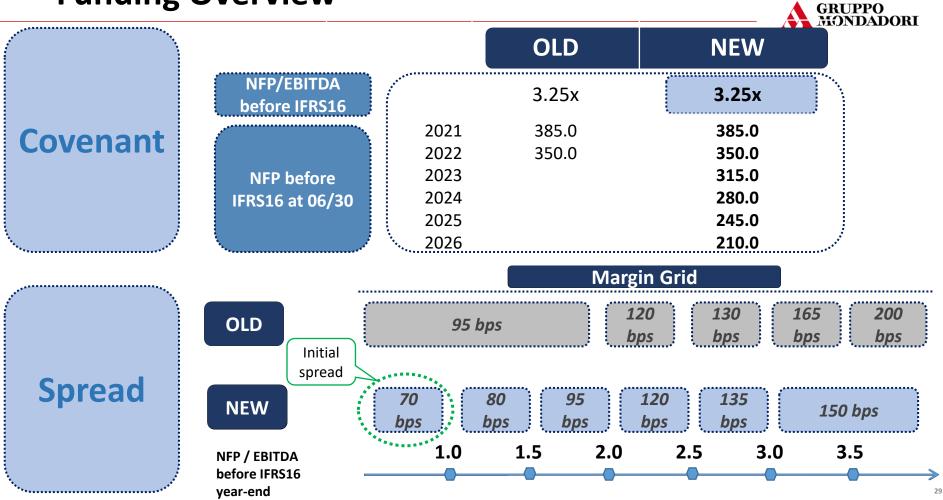
13.2% (12.5% excl. Contrib.)

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Funding Overview



Funding Overview

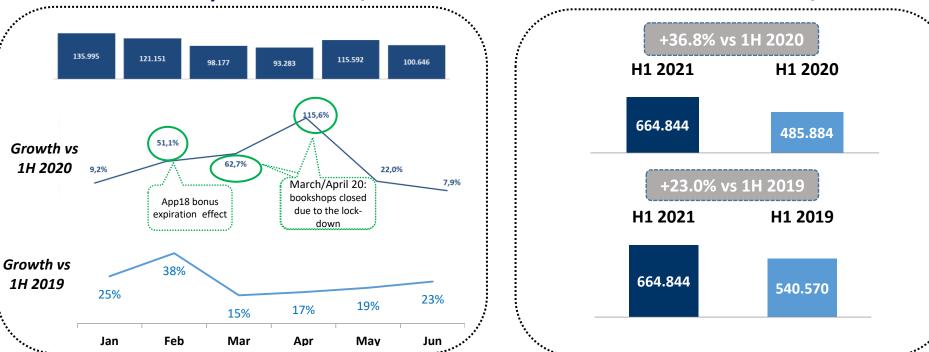


Markets – Trade Books 1H 2021

Continuation of the extraordinary performance of the Trade Books LIBRI



2021 Monthly Trend vs 2020/2021



MONDADORI

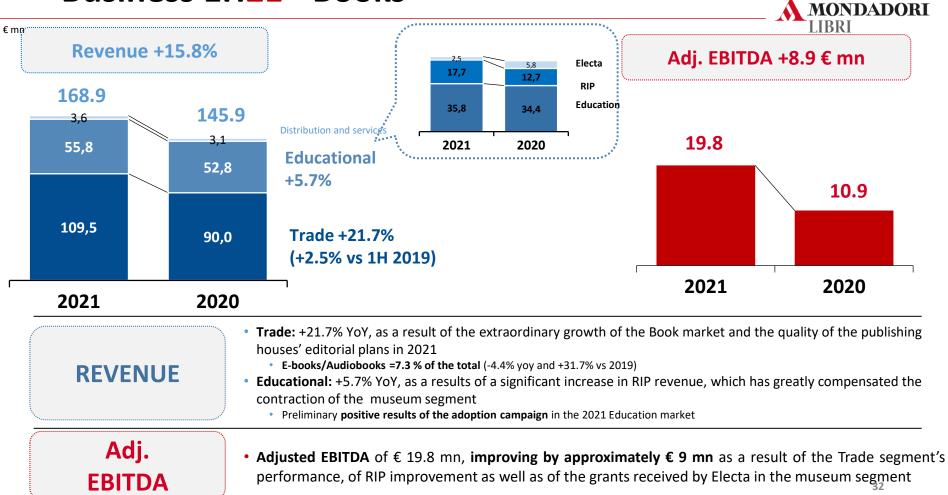
1H 2021 Trend vs 2020/2019

Markets – Trade Books 1H 2021

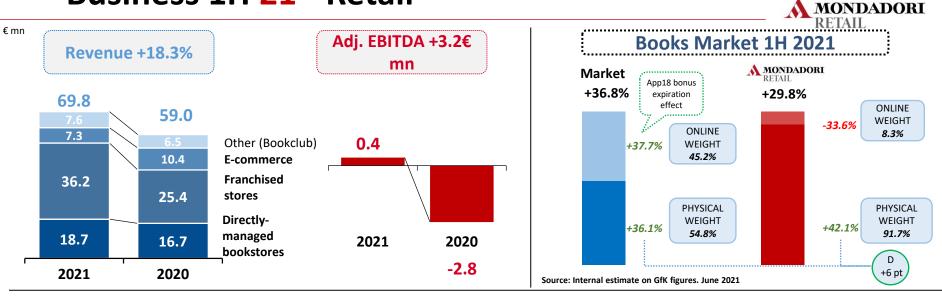


MONDADORI

Business 1H21 - Books



Business 1H 21 - Retail



Book (84% of the total): revenue increasing by 22%
 June: +3% vs June 19, Book +11%, despite a reduction of the network of 42 PoS due to the ongoing rationalization process
 Greater performance of Franchised PoS (+42.3%) versus Direct stores (12%), which in any case registered a net revenue increase in the second quarter as a result of the Covid restrictions slackening

Adj.

EBITDA

Adjusted EBITDA improves significantly thanks to revenue

recovery, effective cost containment actions, renewal and

development of the physical store network

PoS network: ongoing rationalization +2 PoS 547 PoS. 37 510 -6 PdV **334** 336 **176**¹⁸² 518 FranchisED **Totale Bookstore diretti** Point Totale Franchisis Jun-21 Jun-20 33

Business - Media

MONDADORI MEDIA

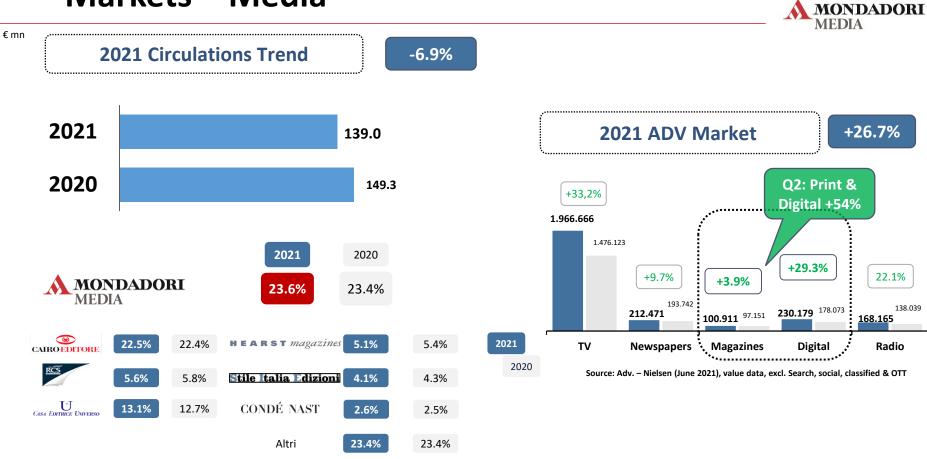
The Social Multimedia Company Leader on Print, Web, Social





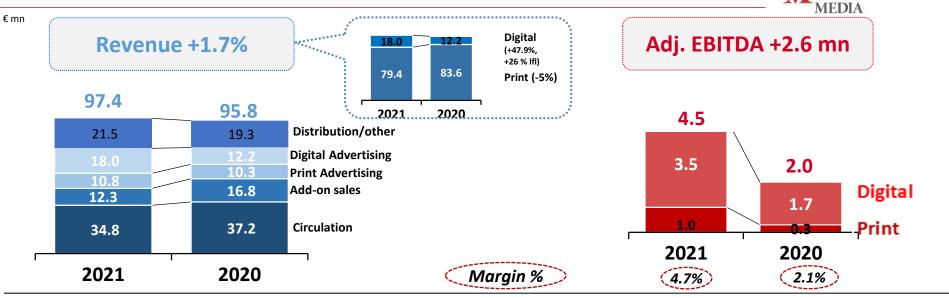
Sources: Audipress I/2021, comsCore Aug. 2021 (unique audience/month)

Markets – Media



138.039

Business 1H 21 - Media



- Advertising revenue: strong progress during the quarter (+55%) which brings the first-half's growth to +28% (+16% like-for-like); weight of digital advertising revenue ≈63% (vs 54% in 1H20). Consolidation of tech-advertising following acquisition of Hej!
- Circulation revenue: -6.4% YoY, with an improving trend (-3%) for the TV guides segment
- Revenue from add-on sales: -27% (-16,6% during Q2), also due to reduced availability of DVD
- Distribution and others: +11.1%

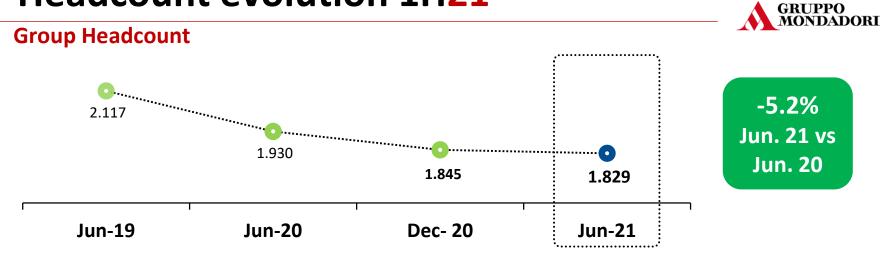
Adj. EBITDA

REVENUE

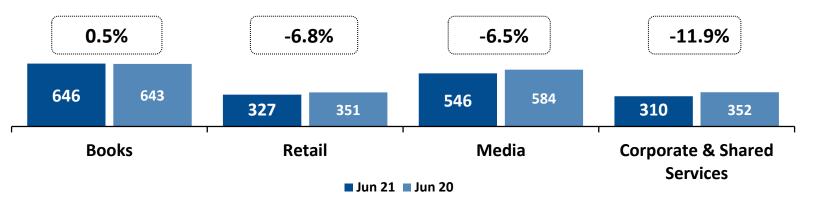
- Adj. EBITDA significantly increasing to 4.5mn with profitability from 2% to 5%, as a result of:
- stronger contribution from digital (19% of the total versus 13% in June 2020), which doubled its EBITDA
- continued effective cost cutting policy, which curbed the negative impact of the decline in print activities

MONDADORI

Headcount evolution 1H21



Headcount by BU



1H2021 P&L



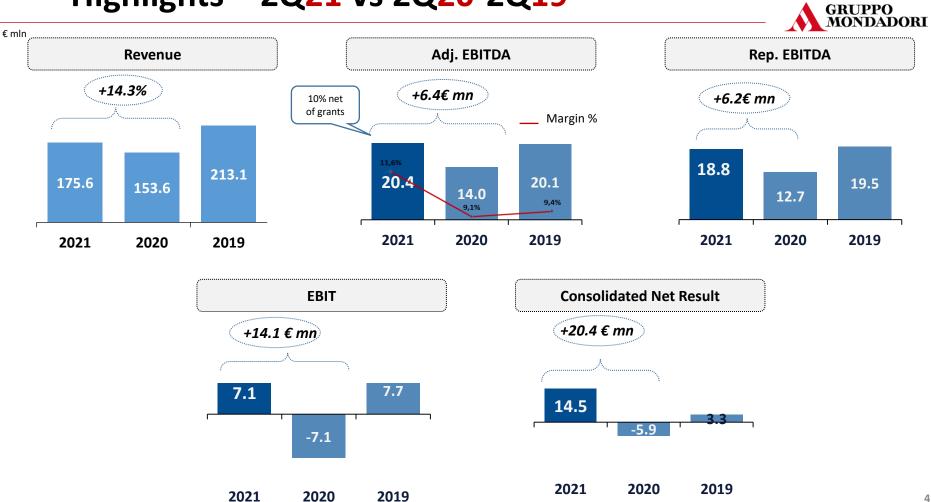
€ millions	June 2	021	June 2	020	% chg.
REVENUE	320.4		288.9		10.9 %
INDUSTRIAL PRODUCT COST	94.6	29.5%	84.8	29.4%	11.5%
VARIABLE PRODUCT COSTS	50.7	15.8%	42.9	14.9%	18.1%
OTHER VARIABLE COSTS	66.2	20.6%	60.7	21.0%	8.9%
STRUCTURAL COSTS	24.6	7.7%	24.2	8.4%	1.7%
EXTENDED LABOUR COST	67.8	21.2%	65.5	22.7%	3.4%
OTHER EXPENSE (INCOME)	(4.9)	(1.5%)	(0.2)	(0.1%)	n.s.
ADJUSTED EBITDA	21.5	6.7%	11.0	3.8 %	96.3 %
RESTRUCTURING COSTS	1.7	0.5%	1.6	0.6%	2.6%
EXTRAORDINARY EXPENSE (INCOME)	0.8	0.3%	0.9	0.3%	(11.3%)
EBITDA	19.0	5.9%	8.4	2.9%	126.1%
AMORTIZATION AND DEPRECIATION	11.9	3.7%	12.4	4.3%	(4.0%)
IMPAIRMENT AND WRITE-DOWNS	0.3	0.1%	5.8	2.0%	(94.8%)
AMORTIZATION AND DEPRECIATION IFRS 16	6.6	2.1%	7.4	2.5%	(9.9%)
EBIT	0.2	0.1%	(17.2)	(6.0%)	n.s.
FINANCIAL EXPENSE (INCOME)	0.6	0.2%	2.4	0.8%	(73.7%)
FINANCIAL EXPENSE IFRS 16	1.1	0.3%	1.3	0.5%	(17.9%)
FINANCIAL EXPENSE (INCOME) FROM SECURITIES VALUATIO	0.4	0.1%	6.6	2.3%	(93.2%)
EXPENSE (INCOME) FROM INVESTMENTS	3.1	1.0%	3.4	1.2%	(8.7%)
EBT	(5.1)	(1.6%)	(30.9)	(10.7%)	n.s.
TAX EXPENSE (INCOME)	(9.4)	(2.9%)	(5.9)	(2.0%)	n.s.
RESULT FROM CONTINUING OPERATIONS	4.4	1.4%	(25.0)	(8.7%)	n.s.
MINORITIES	0.0	0.0%	(0.0)	(0.0%)	n.s.
GROUP NET RESULT	4.4	1.4%	(25.0)	(8.7%)	n.s.

2Q2021 P&L



€ millions	Q2 2	021	Q2 2	020	% chg.
REVENUE	175.6		153.6		14.3%
INDUSTRIAL PRODUCT COST	51.3	29.2%	40.3	26.2%	27.4%
VARIABLE PRODUCT COSTS	26.0	14.8%	23.7	15.4%	9.6%
OTHER VARIABLE COSTS	37.5	21.4%	33.8	22.0%	11.19
STRUCTURAL COSTS	12.1	6.9%	12.2	8.0%	(0.8%
EXTENDED LABOUR COST	32.7	18.6%	29.6	19.3%	10.29
OTHER EXPENSE (INCOME)	(4.5)	(2.5%)	(0.1)	(0.1%)	n.s
ADJUSTED EBITDA	20.4	11.6%	14.0	9.1%	45.6%
RESTRUCTURING COSTS	0.7	0.4%	1.1	0.7%	(30.9%
EXTRAORDINARY EXPENSE (INCOME)	0.9	0.5%	0.3	0.2%	184.89
EBITDA	18.8	10.7%	12.7	8.2%	48.6%
AMORTIZATION AND DEPRECIATION	6.0	€.4%	6.3	4.1%	(5.9%
IMPAIRMENT AND WRITE-DOWNS	0.3	0.2%	5.8	3.8%	(94.8%
AMORTIZATION AND DEPRECIATION IFRS 16	3.4	1.9%	3.7	2.4%	(8.1%
EBIT	9.2	5.2%	(3.2)	(2.1%)	n.s.
FINANCIAL EXPENSE (INCOME)	0.0	0.0%	1.4	0.9%	n.s
FINANCIAL EXPENSE IFRS 16	0.6	0.3%	0.6	0.4%	(10.3%)
FINANCIAL EXPENSE (INCOME) FROM SECURITIES VALUATIO	0.0	0.0%	(0.3)	(0.2%)	n.s
EXPENSE (INCOME) FROM INVESTMENTS	1.5	0.9%	2.1	1.4%	(28.1%
EBT	7.1	4.0%	(7.1)	(4.6%)	n.s
TAX EXPENSE (INCOME)	(7.5)	(4.3%)	(1.2)	(0.8%)	n.s
NET RESULT FOR THE PERIOD (GROUP AND NON-CONTROLL	14.5	8.3%	(5.9)	(3.8%)	n.s
MINORITIES	0.0	0.0%	0.0	0.0%	n.s
GROUP NET RESULT	14.5	8.3 %	(5.9)	(3.8%)	n.s.

Highlights – 2Q21 vs 2Q20-2Q19



1H2021 Balance Sheet



€ millions	June 2021	June 2020	% chg.
TRADE RECEIVABLES	163.5	181.4	(9.9%)
INVENTORY	132.4	143.5	(7.8%)
TRADE PAYABLES	199.2	231.1	(13.8%)
OTHER ASSETS (LIABILITIES)	0.3	9.0	(96.8%)
NET WORKING CAPITAL	96.9	102.8	(5.8%)
INTANGIBLE ASSETS	192.5	211.6	(9.0%)
PROPERTY, PLANT AND EQUIPMENT	16.5	17.9	(7.6%)
INVESTMENTS	16.6	23.7	(29.8%)
NET FIXED ASSETS WITH NO RIGHTS OF USE IFRS 16	225.7	253.2	(10.9%)
ASSETS FROM RIGHTS OF USE IFRS 16	83.9	86.7	(3.3%)
NET FIXED ASSETS WITH RIGHTS OF USE IFRS 16	309.5	339.9	(8.9%)
PROVISIONS FOR RISKS	43.5	46.1	(5.7%)
POST-EMPLOYMENT BENEFITS	29.8	32.1	(7.2%)
PROVISIONS	73.3	78.2	(6.3%)
NET INVESTED CAPITAL	333.1	364.5	(8.6%)
SHARE CAPITAL	68.0	68.0	0.0%
RESERVES	105.7	102.0	3.6%
PROFIT (LOSS) FOR THE PERIOD	4.4	(25.0)	n.s.
GROUP EQUITY	178.0	144.9	22.8%
NON-CONTROLLING INTERESTS' EQUITY	0.0	0.1	n.s.
EQUITY	178.0	145.0	22.8%
NET FINANCIAL POSITION NO IFRS 16	68.3	130.1	(47.5%)
NET FINANCIAL POSITION IFRS 16	86.8	89.4	(2.9%)
NET FINANCIAL POSITION	155.1	219.5	(29.3%)
SOURCES	333.1	364.5	(8.6%)

1H2021 LTM Cash Flow



€millions	LTM Jun 21	2020
INITIAL NFP IFRS 16	(219.5)	(151.3)
FINANCIAL LIABILITIES APPLICATION OF IFRS 16	(89.4)	(95.9)
INITIAL NFP NO IFRS 16	(130.1)	(55.4)
ADJUSTED EBITDA (NO IFRS 16)	93.7	82.4
NWC AND PROVISIONS	10.1	1.2
CAPEX NO IFRS 16	(22.4)	(21.8)
CASH FLOW FROM OPERATIONS	81.4	61.9
FINANCIAL INCOME (EXPENSE) NO IFRS 16	(2.4)	(3.7)
TAX	(10.5)	(6.9)
CASH FLOW FROM ORDINARY OPERATIONS CONTINUING OPERATION	68.5	51.2
CF FROM ORDINARY OPERATIONS DISCONTINUED OR DISCONTINUING	0.0	0.0
CASH FLOW FROM ORDINARY OPERATIONS	68.5	51.2
RESTRUCTURING COSTS	(5.3)	(5.2)
EXTRAORDINARY TAX	3.7	0.1
SHARE CAPITAL INCREASE/DIVIDENDS NON CONTROLLING INTERESTS /	(0.2)	(1.1)
PURCHASE/DISPOSAL	(6.9)	(0.5)
OTHER INCOME AND EXPENDITURE	2.1	(3.8)
CASH FLOW FROM EXTRAORDINARY OPERATIONS	(6.5)	(10.5)
TOTAL CASH FLOW	61.9	40.7
NET FINANCIAL POSITION NO IFRS 16	(68.3)	(14.8)
IFRS 16 EFFECTS IN THE PERIOD	2.4	13.0
FINAL NET FINANCIAL POSITION	(155.1)	(97.6)

Glossary

acquisitions/disposals.



•	EBITDA	is equal to earnings before interest. tax. depreciation and amortization. The Group also provides information on the percentage of EBITDA on net sales.
		EBITDA computed by the Group allows operating results to be compared with those of other companies. net of any effects from financial and tax items. and of
		depreciation and amortization. which may vary from company to company for reasons unrelated to general operating performance.
	Adjusted EBITDA	is gross operating profit as explained above. net of income and expenses of a non-ordinary nature such as
	Aujusteu Ebirda	
		(i) income and expenses from restructuring. reorganization and business combinations;
		(ii) clearly identified income and expenses not directly related to the ordinary course of business;
		(iii) as well as any income and expenses from nonrecurring events and transactions as set out in Consob communication DEM6064293 of 28/07/2006.
•	EBIT	net result for the period before income tax. and other income and expenses.
•	ЕВТ	net result for the period before income tax.
•	Net Invested Capital	is equal to the algebraic sum of Fixed Capital. which includes non-current assets and non-current liabilities (net of non-current financial liabilities included in the Net
		Financial Position) and Net Working Capital. which includes current assets (net of cash and cash equivalents and current financial assets included in the Net
		Financial Position). and current liabilities (net of current financial liabilities included in the Net Financial Position).
•	Operating Cash Flow	adjusted EBITDA. as explained above. plus or minus the decrease/(increase) in working capital in the period. minus capital expenditure (CAPEX/Investment).
•	Ordinary Cash Flow	is cash flow from operations as explained above. net of financial expenses. taxes paid in the period. and income/expenses from investments in associates.
•	LTM Ordinary Cash Flow	cash flow from ordinary operations in the last twelve months.
•	Non ord. Cash Flow	cash flow generated/used in transactions that are not considered ordinary. such as company restructuring and reorganization. share capital transactions and

2021 Financial Reporting

November 11, 2021 Interim Management Statement at 30 September 2021

IR contacts

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Social media & IR APP



Mondadori Group IR (disponibile su Google Play e App Store)

- twitter.com/mondadori
- it.linkedin.com/company/mondadori
- facebook.com/GruppoMondadori
- instagram.com/gruppomondadori
- youtube.com/c/mondadori