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Scout24 AG

Full Year 2015 Results Conference Call

March 30, 2016

SCOUT 24



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Key Operational Highlights



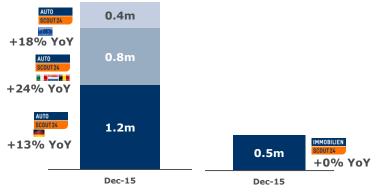
We Continue to Deliver on our Mission by Remaining Relevant to BOTH our **Customers and Consumers**

Record Listings Levels

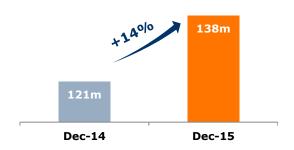
Record Traffic Levels

Close to 3m active listings

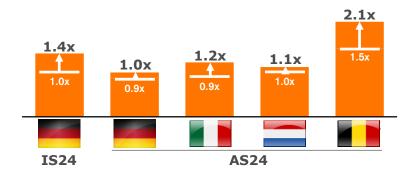
Visits to core brand platforms grew by 14%

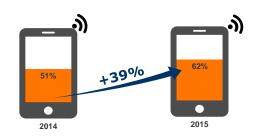


We are further cementing our leading market positions



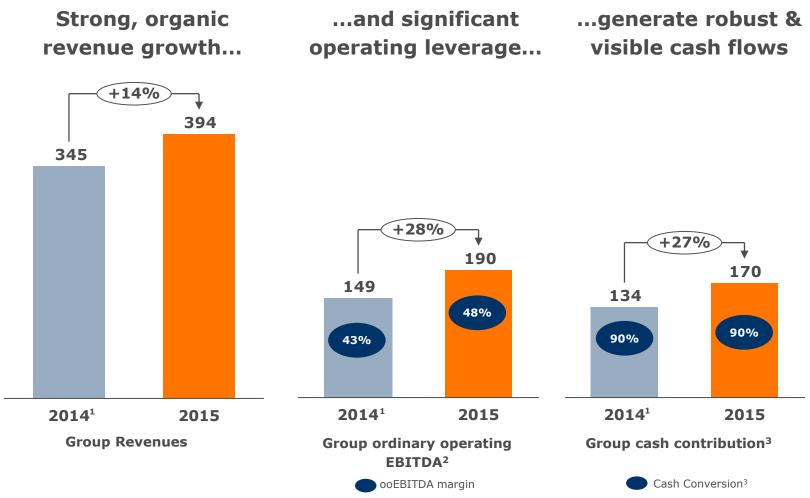
6 out of 10 engage through us on the go





Key Financial Highlights





Note: All figures in € millions.

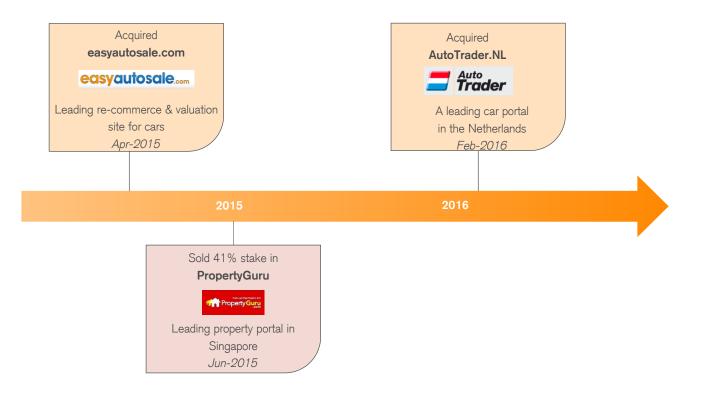
^{1.} Given the Group's complex financial history, to facilitate year-on-year comparison and to better represent the business trends and situation of Scout24, additional, voluntary disclosure has been provided for the twelve-month period ended December 31, 2014. These figures represent the sum of financials from the audited consolidated financial statements of Scout24 Holding GmbH for the short financial year from January 1, 2014 until March 31, 2014 and from the audited consolidated financial statements of Asa NewCo GmbH for the period of April 1, 2014 to December 31, 2014.

^{2.} Ordinary operating (oo)EBITDA represents EBITDA adjusted for non-operating and special effects, ordinary operating EBITDA margin of a segment is defined as ordinary operating EBITDA as a

percentage of external segment revenues. 3. Cash contribution is defined as ooEBITDA less Capital expenditures, cash conversion as ooEBITDA / (ooEBITDA less Capital expenditures)

Recent Developments

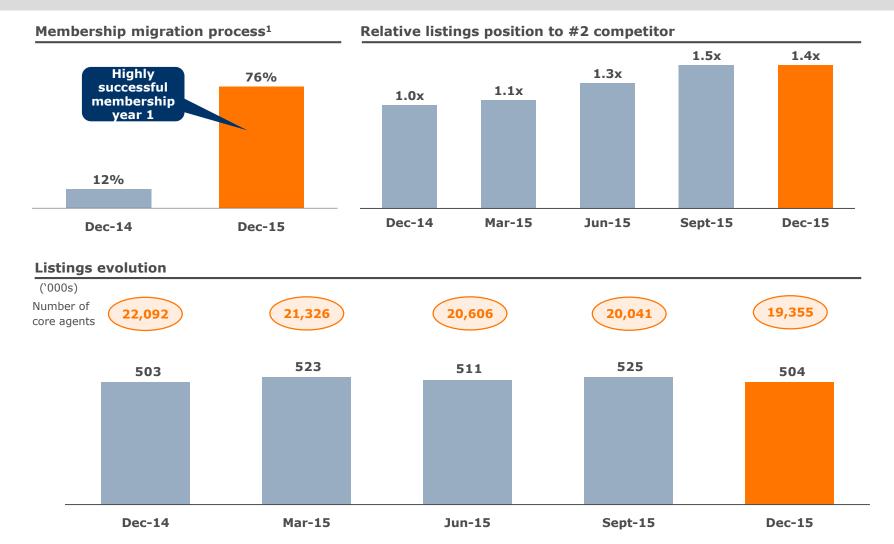




- Further rationalization of portfolio (PropertyGuru)
- Increase consumer touchpoints and subsequently lifetime value (Easyautosale.com)
- Consolidate market in the Netherlands (AutoTrader.NL) and extend vertical market leadership







Source: Management estimates, internal data.

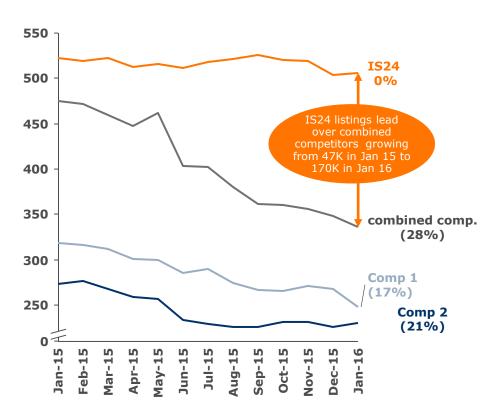
^{1.} Among the approximately 90% of core agents that are targeted for migration to the membership model.





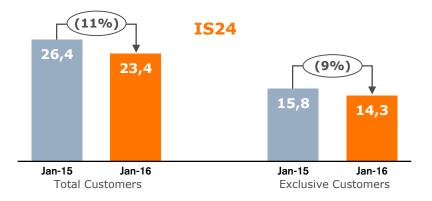
Listings Development¹ (Sales and Rental)

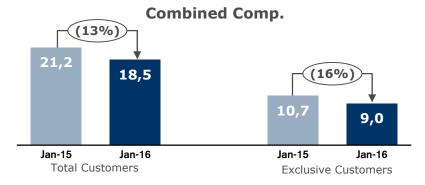
('000s)



Customer development

('000s)







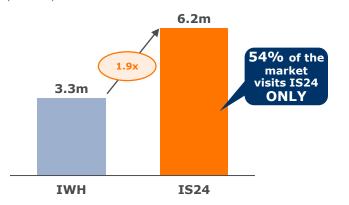


Traffic Evolution¹



Unique Visitors (Dec-15)²





Time Spent (Dec-15)²



^{1.} Management estimates, based on visits to the IS24 platform from mobile devices, mobile and all IS24 applications as measured by own traffic monitor.

^{2.} Based on Unique Monthly Visitors ("UMV") for traffic and total time spent for engagement, comScore MMX December 2015 (desktop only for traffic and desktop and mobile for engagement), management estimates.

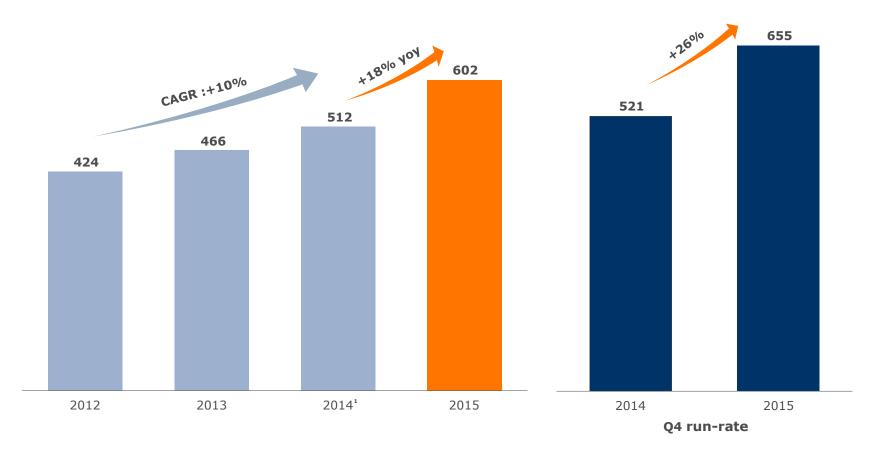
^{3.} Share based on total time spent within Germany competitor set for online property classifieds which includes IS24, Immonet and Immowelt.





ARPU Evolution

(ARPU in €/month)



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IS24 Wrap-Up



What We Have Delivered

What We Are Working On

Membership migration near completion



Execute Membership Year Two to drive VIA power usage and further expand ARPU

Increased listings market share



Leverage intelligent pricing engine to optimize price-to-value and listings share

Improved competitive lead in consumer engagement¹

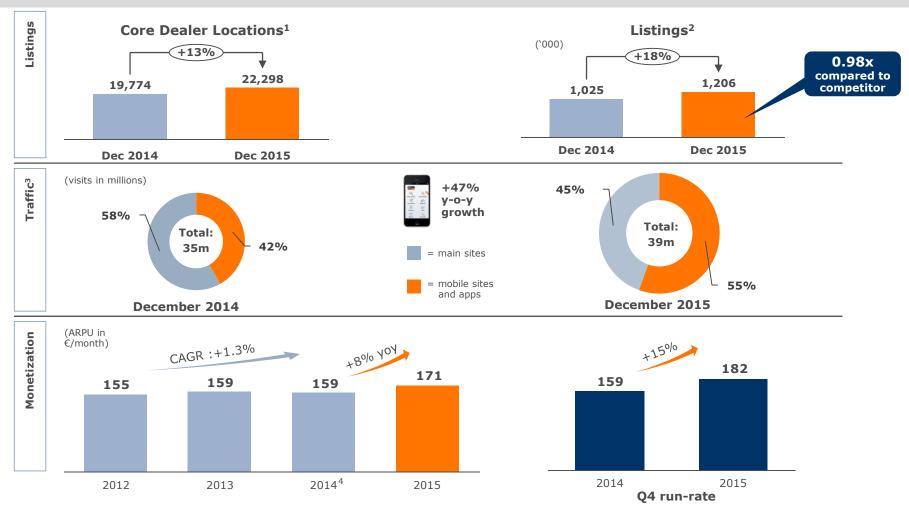


Consistent and ongoing pursuit of mobile first strategy

AutoScout24



Focus on Germany - Closing the Gap to mobile.de



^{1.} Management estimates, based on internal data.

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^{2.} Autobiz, December 2015.

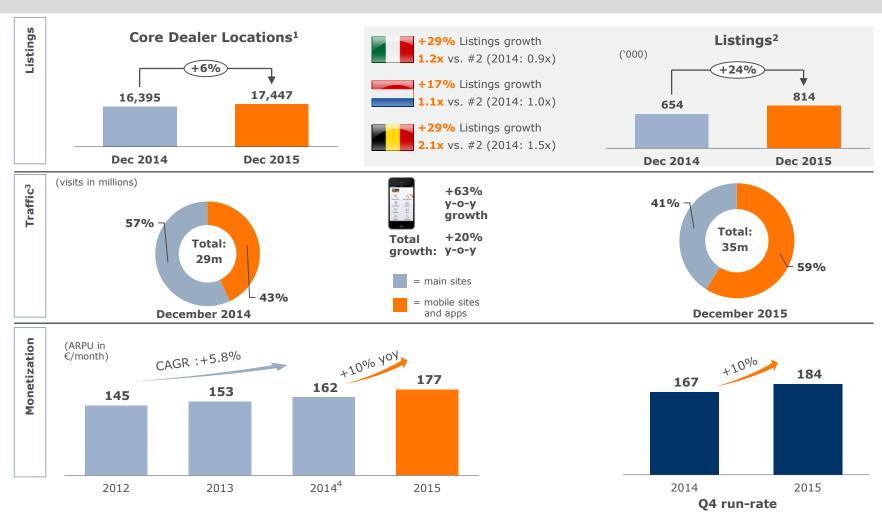
^{3.} Management estimates, based on visits to the AS24 platform from mobile devices, mobile and all IS24 applications as measured by own traffic monitor.

^{4.} Given the Group's complex financial history, to facilitate year-on-year comparison and to better represent the business trends and situation of Scout24, additional, voluntary disclosure has been provided for the twelve-month period ended December 31, 2014. These figures represent the sum of financials from the audited consolidated financial statements of Scout24 Holding GmbH for the short financial year from January 1, 2014 until March 31, 2014 and from the audited consolidated financial statements of Asa NewCo GmbH for the period of April 1, 2014 to December 31, 2014.

AutoScout24



Focus on Italy & Benelux – Cementing our Leadership Positions



^{1.} Management estimates, based on internal data.

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^{2.} Autobiz, September 2015.

^{3.} Management estimates, based on visits to the AS24 platform from mobile devices, mobile and all IS24 applications as measured by own traffic monitor.

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AS24 Wrap-Up



What We Have Delivered

What We Are Working On

Successfully implemented new sales approach with significant listings catch up in Germany



Rollout AS24 Germany sales approach to Benelux and Italy to strengthen leadership position

Rollout Marketing Power pricing model completed in Benelux and Italy



Increase penetration of Marketing power products and monetize market leading position

Creating tangible USPs/
differentiation points
vs. our competition in Germany



Further leverage USPs to further narrow traffic and content gap vs. mobile.de

Growth opportunity: Large adjacencies





^{1.} Solvency check is a product jointly developed with a partner. Mortgage and relocation products are offered by third parties.

^{2.} Source: OC&C analysis.

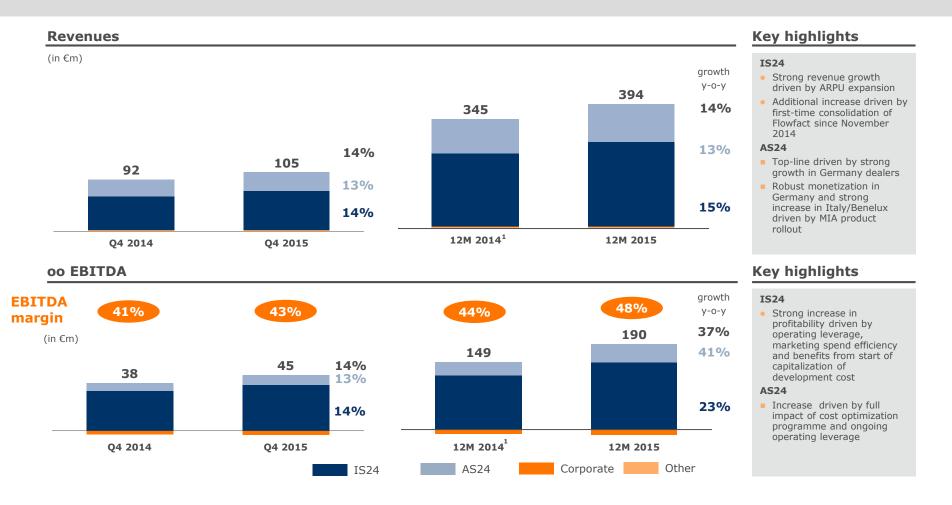
^{3.} Comprised of c.€1bn property marketing spend and €2bn+ automotive (incl. OEM) marketing spend.

Financial Review SCOUT 24

Strong Growth with Increasing Profitability



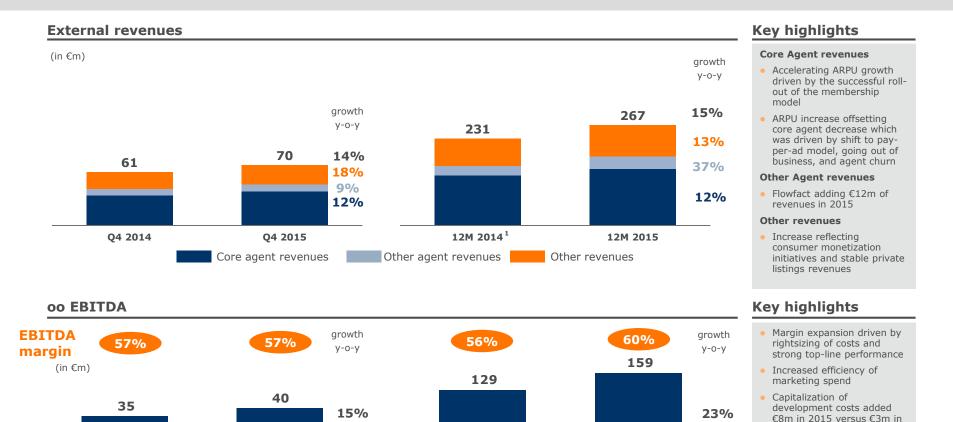
Group Revenue and EBITDA



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IS24: Platform for Continued Growth





04 2014

04 2015

12M 2014

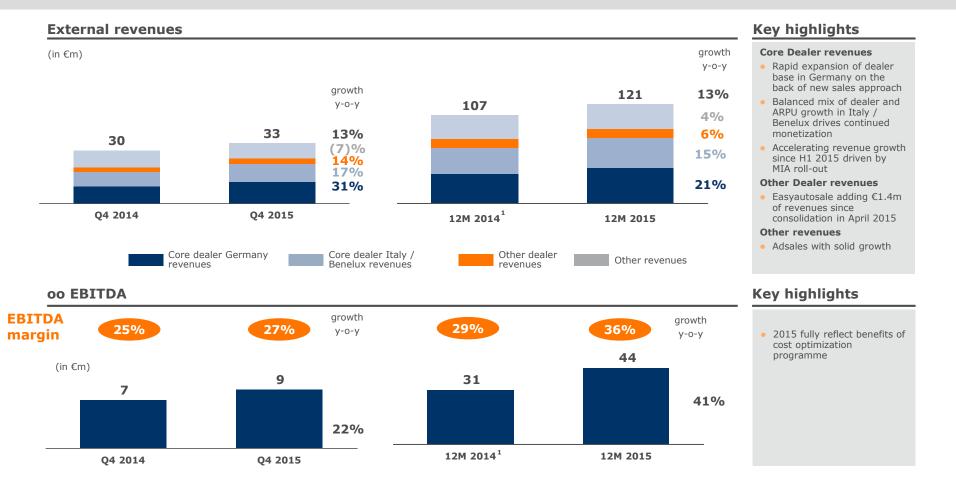
2014

12M 2015

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AS24: Clear Margin Upside and Growth Potential



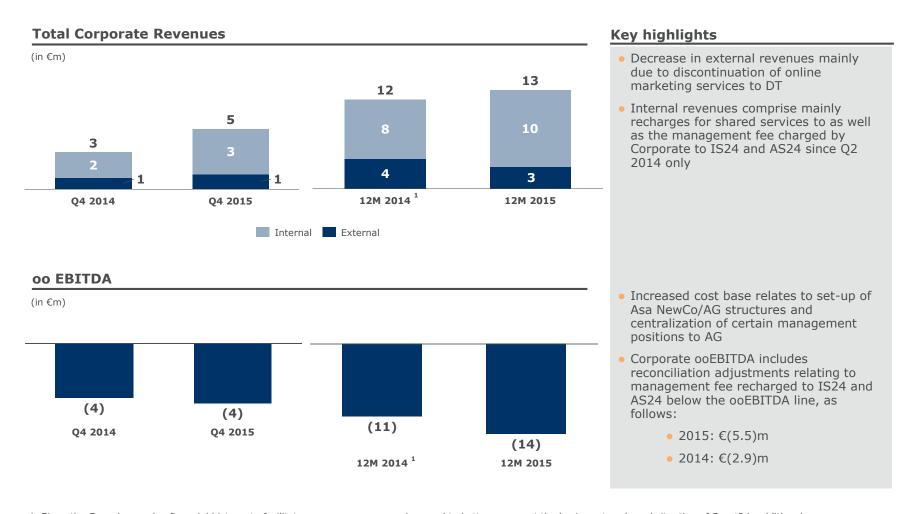


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Corporate – Revenue & EBITDA



Ordinary operating EBITDA Mainly Reflecting Cost for Holding Activities



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Below EBITDA Items

	P&L			Comments
	(€ million)	Q4 2015	12M 2015	
	oo EBITDA	45	190	 include €5.5m of IPO-related costs and €3.6m non-cash accounting effect from
	non-operating items	(4)	(23)	share-based compensation (Management Equity Programme),
	Reported EBITDA	41	167	remainder mainly relating to restructuring started in 2014
	D&A	(5)	(16)	
PPA Effect	D&A on PPA items	(13)	(50)	
	EBIT	23	101	Gain from sale of stake in Property Guru
Results Equity Method	Results Equity Method (incl. Value Adjustments)	0	21	
Turkawask	Finance Income	(1)	5	 Post refinancing cash interest of EURIBOR + 4.25% spread on €995m
Interest	Finance Costs	(14)	(49)	nominal value of debt (€782m following pre-payment with IPO proceeds)
	Profit before Income Taxes	11	79	
Taxes	Taxes on Income	(2)	(22)	Low effective tax rate due to tax free nature of gain from Property Guru stake sale
	Profit	9	57	Saic

Capital structure



Current Debt (Nominal Value) & Terms

75

Cash & cash Net debt as

equivalents of Sept 2015

Tranche (amount in €m)	Sep-2015	Dec-2015
Term Loan B	595	→ 424
Term Loan C	400	→ 357
Revolver (€45.6m committed)	0	0
Other loans (FlowFact, Stuffle)	1	1
Total Debt (Nominal Value)	996	782
Cash & Cash Equivalents	75	71
Net Nominal Value	921	712

5.2x

921

214

Net IPO

proceeds

PF net

debt as of

Sept 2015

Coupon	Maturity
EURIBOR ¹ + spread	12-Feb-21
EURIBOR ¹ + spread	15-Apr-22
EURIBOR ¹ + spread	12-Feb-20

4.0x 707 5 712

Change in

cash &

other loans in Q42015

Net debt as

of 31 Dec

Leverage (Net debt / ordinary operating EBITDA)

Comments

- Scout24 is currently rated by Moody's (B1) and S&P (B+)
- Net primary IPO proceeds of €214m were used to pay down debt
- As business de-levers over time, margin ratchet will reduce interest expense further

Margin ratchet thresholds

Leverage (Net Debt/EBIT	DA) Margin
>4.00x	4.25%
>3.50x	3.75%
>2.75x	3.50%
<2.75x	3.25%

- Leverage test on a quarterly basis with new spread applicable 45 days post quarter end
 - Lower margin according to margin ratchet of +3.75% in place since mid of February 2016

996

Gross

debt as of

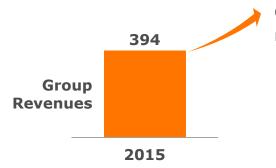
Sept 2015

Outlook 2016



Revenues

(in €m)

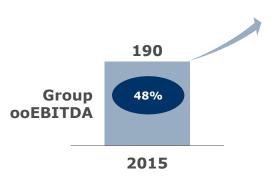


Group revenues expected to record **a low double-digit** percentage growth rate

- IS24 is expected to achieve a high single to low double digit percentage revenue growth rate
- AS24 is expected to grow revenues at a similar rate as 2015

oo EBITDA

(in €m)



ooEBITDA margin

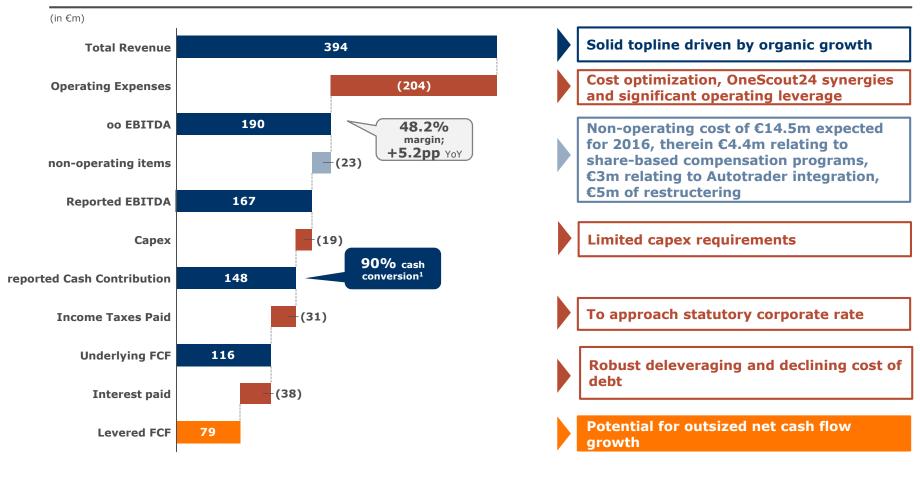
Group ooEBITDA margin is expected between 49.5 and 50.5%

- IS24 is expected to achieve an ooEBITDA margin between
 60.5% and 61.5%
- AS24 margin expected to expand by a further few percentage points

Recap: Strong Free Cash Flow Generation



Revenue to Free Cash Flow Bridge (12M 2015)



^{1.} Cash conversion is defined as (oo EBITDA less Capital Expenditure) / oo EBITDA .





AutoScout24



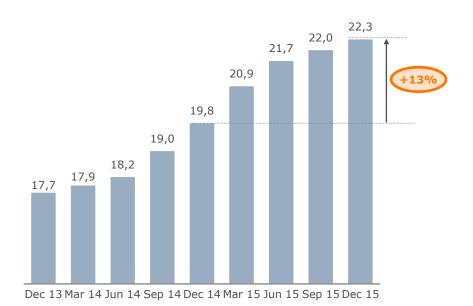
Focus on Germany - Establishing Content Parity to mobile.de

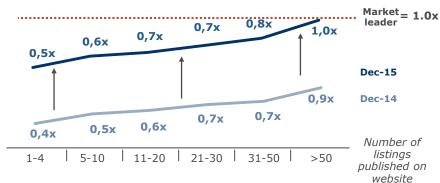
Continuous Growth in Dealer Locations

Dealer Locations for AS24 Germany (in '000s)1

Catch-Up Especially in Medium and Large Dealers

Number of Dealer Locations on Platform Relative to Market Leader (by Dealer Size Category)²



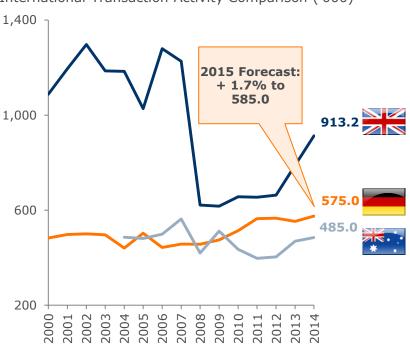


Recap: German Property Market Characteristics



The German Market Demonstrates Less Volatility...

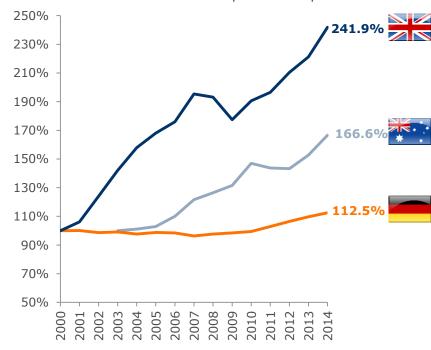
International Transaction Activity Comparison ('000)¹



Less volatile transaction activity compared to the UK and Australia

...And a More Sustainable Price Development Than International Markets

International Nominal Price Development Comparison²



Sustainable health and upside potential of housing prices

^{1.} Residential transactions only. Source: Germany: GEWOS; UK: UK Land Registry; Australia: ABS; OC&C analysis.

^{2.} Source: Statistisches Bundesamt, ONS, INSEE, OC&C analysis.

Additional Voluntary Disclosure



12-month 2014 aggregated financials reconciliation

		S24 Holding	+ Asa NewCo =	Aggregated	Scout24 AG	
(€m)		01/01/14 - 03/31/14	04/01/14 - 12/31/14	01/01/14 - 12/31/14	01/01/15 - 12/31/15	YoY % Change
	IS24	55.7	175.8	231.4	266.7	15.3%
4)	AS24	24.6	82.3	106.9	120.7	13.0%
Revenue	Coporate	1.4	2.4	3.9	2.8	
/er	Core operations	81.7	260.5	342.1	390.3	14.1%
è,	FRS24/other	8.2	14.3	22.5	3.3	
-	reconciling items	(7.4)	(12.0)	(19.4)	0.0	
	Group	82.5	262.9	345.3	393.6	14.0%
	IS24	30.3	99.0	129.3	159.2	23.1%
	AS24	5.1	26.0	31.1	43.8	40.9%
EBITDA	Coporate	(1.5)	(7.0)	(8.5)	(8.7)	
ij	Management fee reconciliation	n/a	(2.9)	(2.9)	(5.5)	
8	Core operations	34.0	115.1	149.0	188.8	26.7%
00	FRS24/other	0.2	1.6	1.8	1.1	
J	reconciling items	(0.9)	(1.5)	(2.4)	(0.4)	
Group		33.3	115.2	148.6	189.6	27.6%

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(€m)	04/01/14 - 12/31/14	01/01/15 - 12/31/15
Revenues	262.9	393.6
COGS	(40.2)	(43.4)
Gross Profit	222.6	350.2
		i I I I
IT and product service costs	(35.0)	(51.6)
Distribution and marketing costs	(99.8)	(135.1)
Administrative expenses	(80.7)	(68.2)
Other operating income	1.6	6.8
Other operating expenses	(0.1)	(0.8)
Operating profit	8.6	101.3
		1
Results from investments accounted for using the equity method	(1.9)	(0.8)
Profit from disposal of investments accounted for using the equity method	-	22.1
Finance income	0.5	4.8
Finance costs	(29.6)	(48.5)
Profit/ (Loss) before income taxes	(22.5)	78.9
Taxes on income	1.3	(22.0)
Profit/ (Loss) from continuing operations	(21.2)	56.9
Profit from discontinued operations	1.0	-
Profit/ (Loss) for the period	(20.2)	56.9

Balance Sheet



(€m)	12/31/14	12/31/15
Current assets	67.7	117.9
Cash and cash equivalents	21.4	70.6
Trade receicables	35.1	37.8
Income tax receivables	0.5	0.3
Other assets	8.8	8.9
Financial assets	1.9	0.3
Non-current assets	2,127.4	2,055.7
Intangible assets	2,060.7	2,030.4
Property, plant and equipment	17.1	12.7
Investments accounted for using the equity method	38.2	1.6
Deferred tax assets	6.2	7.2
Other assets	1.9	2.9
Financial assets	3.3	0.8
Total assets	2,195.1	2,173.6
Current liabilities	90.2	83.8
Trade Payables	32.4	25.6
Financial liabilities	1.8	4.2
Income tax liabilities	15.0	15.3
Other liabilities and provisions	41.0	38.7
Non-current liabilities	1,044.7	1,168.5
Financial liabilities	636.6	769.7
Income tax liabilities	0.0	0.0
Deferred tax liabilities	402.6	393.4
Other liabilities and provisions	5.5	5.4
Equity	1,060.2	921.3
Subscirbed capital	2.0	107.6
Capital reserve	800.0	800.0
Other components of equity	304.1	424.1
Retained earnings	(48.2)	(412.2)
Other reserves	1.0	1.1
Non-controlling interests	1.3	0.7
Total liabilities & equity	2,195.1	2,173.6

Note: In the cash flow statement, cash and cash equivalents includes cash and cash equivalents reported in the balance sheet as well as cash and cash equivalents of non-current assets held for sale.

Cash Flow Statement



(€m)	04/01/14 - 12/31/14	01/01/15 - 12/31/15
Profit for the year	(21.2)	56.9
Depreciation, amortization and impairments of intangible assets and property plant and equipment	50.1	65.6
Income tax expenses/(income)	(1.3)	22.0
Interest expense/(income)	26.1	47.4
Other financial result	3.1	(3.7)
Results from investments accounted for using the equity method	1.9	0.8
Profit from the disposal of investments accounted for using the equity method	-	(22.1)
Result form disposal of subsidiaries	(0.1)	-
Result from disposals of intangible assets and property, plant and equipment	0.1	0.0
Other non-cash transactions	2.8	3.7
Changes in assets not attributable to investing or financing activities	0.2	(4.2)
Changes in equity and liabilities not attributable to investing or financing activities	2.3	(4.2)
Changes in provisions	2.3	(6.4)
Income taxes paid	(1.1)	(31.4)
Results from discontinued operations	1.0	-
Net cash generated from operating activities	66.1	124.5
Purchases of intangible assets and property, plant and equipments	(12.0)	(19.3)
Purchases/repayments of financial assets	(1.7)	2.6
Advance payments made in connection with investing activities	(0.1)	-
Proceeds from disposals of intangible assets and property, plant and equipment	0.1	0.1
Proceeds from investments accounted for using the equity method, less cash paid	-	57.8
Proceeds from disposal of share in subsidiaries	(41.1)	(9.5)
Proceeds from the sale of discontinued operations	16.0	4.2
Interest received / others	0.3	0.2
Net cash used in investeing activities of continuing operations	(38.6)	36.2
Proceeds from short-term financial liabilities	-	-
Repayment of short-term financial liabilities including lease liabilities	(0.9)	(0.1)
Proceeds from long-term financial liabilities	-	400.0
Repayment of long-term financial liabilities	(10.0)	(264.2)
Transaction costs relating to financing contracts	-	(7.7)
Interest paid	(25.2)	(37.6)
Dividends paid	(1.4)	(421.6)
Payments for acquisition of derivative financial instrument	(0.9)	(0.1)
Proceeds from capital increases less transaction costs		219.7
Net cash used in financing activities	(38.4)	(111.6)
Exchange gain/losses on cash and cash equivalents	0.0	0.2
Net (decrease)/increase in cash and cash equivalents	(10.8)	49.2
Cash and cash equivalents at the beginning of the year	32.2	21.4
Cash and cash equivalents at the end of the year	21.4	70.6

Note: In the cash flow statement, cash and cash equivalents includes cash and cash equivalents reported in the balance sheet as well as cash and cash equivalents of non-current assets held for sale.

IR Contact details and financial calendar



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http://www.scout24.com/en/Investor-Relations.aspx

Full year report http://www.scout24.com/en/Investor-Relations/Financial-Publications/Financial-Reports/Financial-reports.aspx

Financial Calendar (expected)		
Wednesday 11 May 2016	Interim Report Q1 2016	
Thursday 23 June 2016	Annual General Meeting	
Thursday 11 August 2016	Half yearly Report 2016 (and Q2)	
Wednesday 9 November 2016	Interim Report 2016 (Nine Months and Q3)	