

Investor presentation Telefónica Deutschland

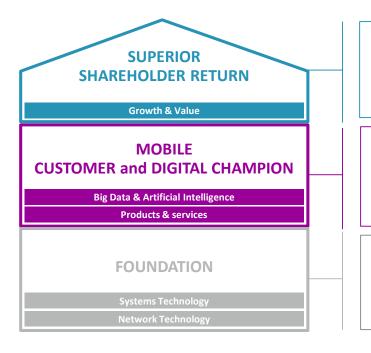
Telefónica Deutschland, Investor Relations Q4 2017

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Becoming the Mobile Customer and Digital Champion



We will generate **Superior Shareholder Return** including a strong dividend
commitment

We will become Germany's

Mobile Customer and Digital Champion
by focussing on
CEX & digitalisation

We have **strong foundations**: Integration success, customer base, outstanding connectivity & lean organisation



Largest and fastest mobile merger

2 companies 3 years

>9,000 Employees



>25%

OIBDA growth in 3 years



~1,600 FTE

Organisation harmonised in 3 years



600

Shop reduction in 3 years



>25m

Customers migrated to one IT stack in 2016



>14k

Network sites to be consolidated by 2019

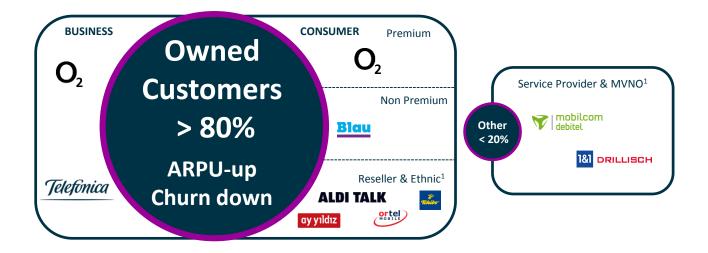


O₂ Free

First 3G unlimited First 4G big bucket portfolio



Core asset: Largest owned customer base of ~35 million



¹ Not exhaustive



Our German market thesis









Environment

Largest 4 to 3 merger in Europe, rational and dynamic market; mobile data usage increase and IoT drive market opportunity with focus on retention and fair market share





Device & sensor opportunity: Consumer will mainly buy IoT from an existing relationship



Convergence

Soft convergence: Limited consumer demand for quadruple play due to large FTA offering; wholesale access to incumbent broadband network

New regulatory environment



Europe needs a common regulatory framework on spectrum, as well as deregulation and a consistent framework for OTT & net neutrality to encourage investments

¹ FocusEconomics Consensus Forecast Euro Area (2017)



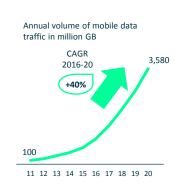
The data & device opportunity: explosive growth

MARKET TRENDS - German market with significant further growth potential

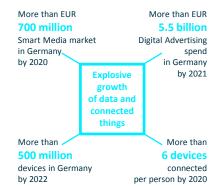
Mobile data usage in Europe¹



Mobile data traffic in Germany²



ADA and IoT growth opportunity³



³ Company Research / Simon-Kucher & Partners analysis (2017) / Cisco VNI Global forecast (2017) / Please note: Devices including cellular, wifi & bluetooth



¹ Forbes/OECD (2017): 'Mobile Data Subscriptions: Which Countries Use The Most Gigabytes?'

² Bundesnetzagentur (2017): 'Jahresbericht 2016'; Analysis Mason (2017): 'Western Europe telecoms market: interim forecast update 2016-2021'

Strong growth in traffic on Telefónica Deutschland network

Sustained data traffic growth



Q1'16 Q2'16 Q3'16 Q4'16 Q1'17 Q2'17 Q3'17 Q4'17

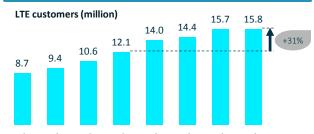
Average usage creeping up to almost 3GB

Average data usage for O₂ LTE customers (GB/m)



Q1'16 Q2'16 Q3'16 Q4'16 Q1'17 Q2'17 Q3'17 Q3'17

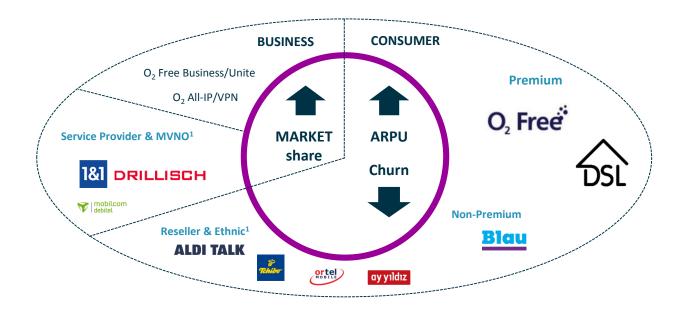
LTE adoption slowing



Q1'16 Q2'16 Q3'16 Q4'16 Q1'17 Q2'17 Q3'17 Q4'17

- Music & video streaming key drivers of data traffic growth of ~50% y-o-y
- Data usage for O₂ consumer LTE customers up ~70% y-o-y to almost 3 GB driven by larger data bundles; O₂ Free customers >7GB
- LTE customer base at almost 16 million, +31% y-o-y

Future-proof portfolio for all segments

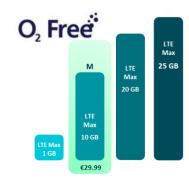


¹ Not exhaustive



Price value leader





10

~60%
new O₂ Free customers pay
≥EUR 30 today

ARPU △ UP

CHURN ▽ DOWN

-2% pts PO churn by 2022

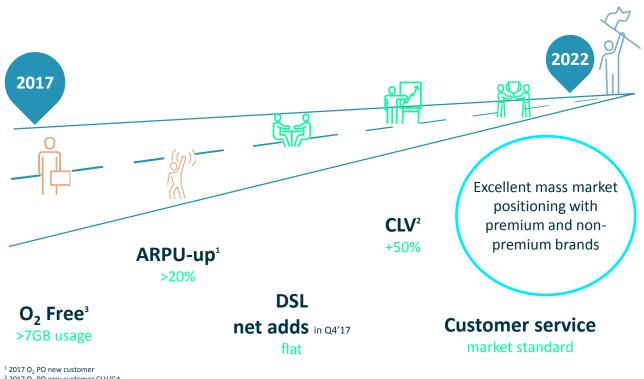


- Big data buckets to improve mix
- Subsidies in line with market
- Best-in-class application of behavioural economics
 - Individual pricing
 - Re-invest in customer benefits
 - Improved # SIMs via U/X-Selling



Public – Nicht vertraulich

2017 as a turning point

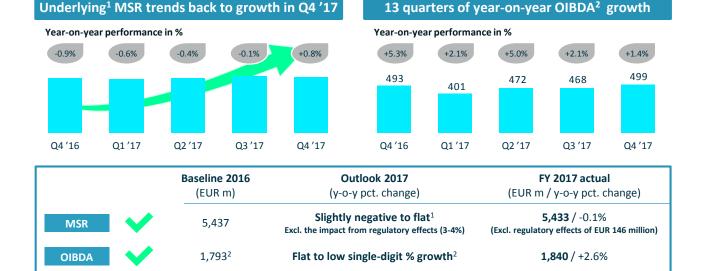


² 2017 O₂ PO new customer CLV/GA

^{3 2017} O2 Free portfolio new



Strong set of results in 2017



1,102

EUR 0.25

Around EUR 1 billion

Dividend growth over 3 years

(2016-2018)



CapEx

Dividend

950 / -13.7%

EUR 0.26 per share for FY 2017

(Payout May 2018)

¹ Excluding the impact from regulatory changes; for details please refer to further materials of Q4 2017

² Excluding exceptional effects; for details please refer to further materials of Q4 2017 results release. We have calculated a comparable for 2016; for details please refer to materials of the full year 2016 results release

Over half of network consolidation completed, significant quality improvements

Ambition: Building the best network for customer experience until 2020

April/May 15

July 15

April 16

July 16

April 17

May 17 Excellence

Award 2017

August 17

December 17





3G National Roaming for all customers



Deal to transfer **7.700 sites** to DTE



to Telxius



Tower sale



Consolidation & roll-out 4G network



Implementation of SON & SOC



Implementation of CFM



1 MNC nationwide



~8.000 sites consolidated

Decommissioning of 14k sites

Roll-out of 45k LTE cells

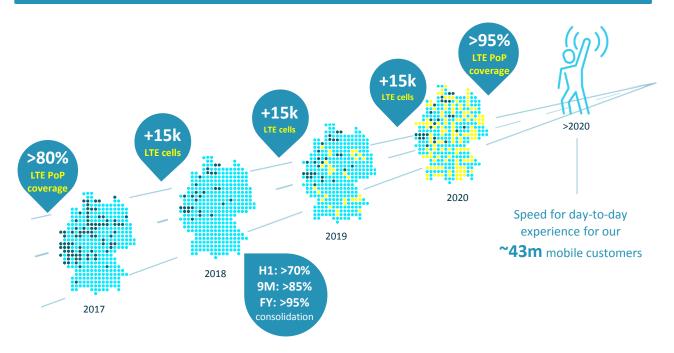
Utilisation of new licenses

Pilot network for 5G



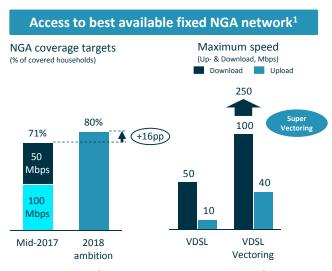
Best network for mobile customer experience

Largest network integration in Western Europe - finish consolidation in 2018





Fixed infrastructure model to complement our mobile network for best high-speed experience



- Nationwide access to DT NGA network
- DT is currently upgrading larger cities to VDSL vectoring and 100 Mbps
- In H2 2018, introduction of Super Vectoring with download speeds of up to 250 Mbps

Fixed

- Access to best available fixed NGA network¹
- Fixed network: Access to 25 million households
- Full convergence capabilities

Mobile fibre backhaul

- Fiber backhaul plan as a key enabler for 5G
- Target: >90% fibre in sub-/urban areas
- Target: >25% fibre in rural areas
- Differentiated sourcing model

¹ NGA: Next Generation Access including VDSL, Vectoring and future FTTX deployments



Public – Nicht vertraulich

Transformation programme Digital4Growth

How to become the MOBILE CUSTOMER and DIGITAL CHAMPION?

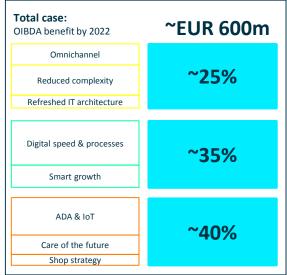


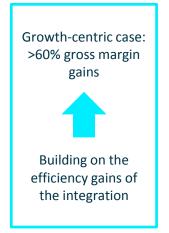


Transformation programme Digital4Growth

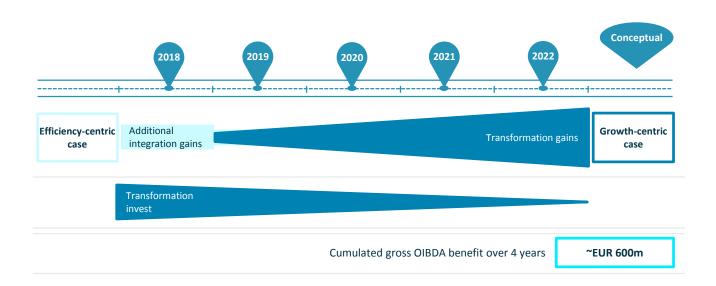
Digital4Growth







Upfront transformation invest balanced by integration gains





Monetising explosive IoT device growth

Ambition: Fair IoT market share

Attractive hardware driven offerings

Establish unique service propositions

Evolve a platform-driven IoT ecosystem

Hardware-driven value proposition

HW w Tef connectivity



Service-driven value proposition

 Smart services linking multiple devices



Consumer IoT devices in Germany by 2022¹

19

+23%

~520m

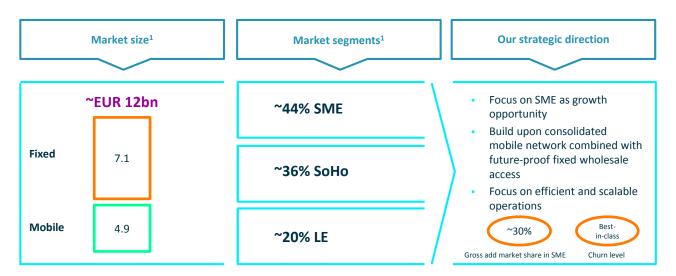
Platform-driven proposition

- Connectivity/device management
- Platform services
- Data lake monetisation

¹ Company Research: Simon-Kucher & Partners analysis (2017) / Cisco VNI Global forecast (2017) / Please note: Devices including cellular, wifi & bluetooth



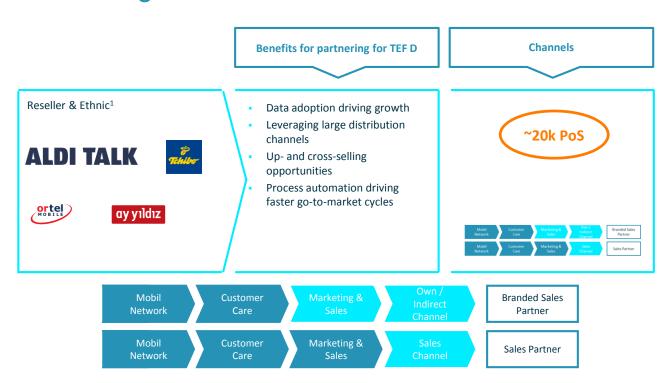
Business market potential: Significant growth opportunity not yet captured



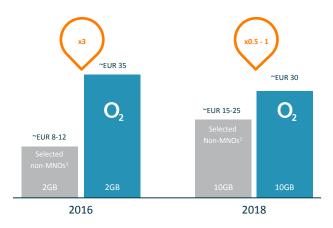
¹ Sources: IDC (2017): European Telco Database / mm customer strategy: 'Business Insights 2016/17' & 'Strategic Insights 2016/17'



Leverage large customer base in the reseller & ethnic segment



Non-MNO postpaid market pricing recovered in 2017 driven by roam-like-home and big bundles

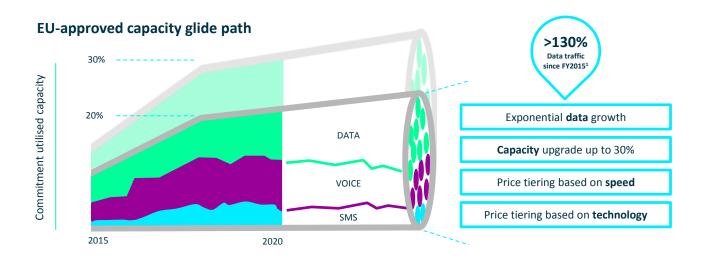


- Postpaid pricing recovered after low in summer 2016 driven by roam-like-home and big buckets
- Larger data bundles and full 4G offers support marketing between EUR 15 and EUR 30
- Migration patterns reflect market shares



¹ Selected non-MNOs = Postpaid Service Provider & MVNO; company research

MBA MVNO contract economics: Four levers for revenue growth





¹ Telefónica Deutschland mobile network traffic

Financial expectations



FY 2018 outlook¹

- Revenue: Broadly stable yoy <u>excluding</u> a regulatory drag of EUR 30-50m
- OIBDA: Flat to slightly positive yoy <u>excluding</u> a regulatory drag of EUR 40-60m
- Capex/Sales: Approx. 12-13%
- Dividend: Growth over 3 years (2016-2018)

Transformation case

- ~EUR 600m positive gross OIBDA effect by 2022
- Growth-centric case

Mid-term expectations¹

- Revenue growing in line with German market, capturing market share in IoT
- Ongoing margin improvement
- Keeping Capex stable
- Dividend: High payout ratio to FCF

¹ Telefónica The effects from the implementation of IFRS15 as of 1 January 2018 and IFRS16 as of 1 January 2019 are not reflected in the financial outlook. More information will be provided with the quarterly reporting during the period



Public – Nicht vertraulich

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Digital4Growth targets



SIMPLER

O₂ app penetration: >80% (vs. 20% 2017) Tariff detox: ~40%

Total IT spend/ subscriber: -15% Postpaid churn: -2% pts



FASTER

Lead time product changes:

Within hours

Manual back-office interventions:

-80%

Sales in self-assisted channels:

>25% (vs. 15% 2017)

Gross adds market share in SME:

~30%



BETTER

Connected devices/ customer:

#4 (vs. #1.5 2017)

Share of eCare events: ~80% (vs. 65% 2017)

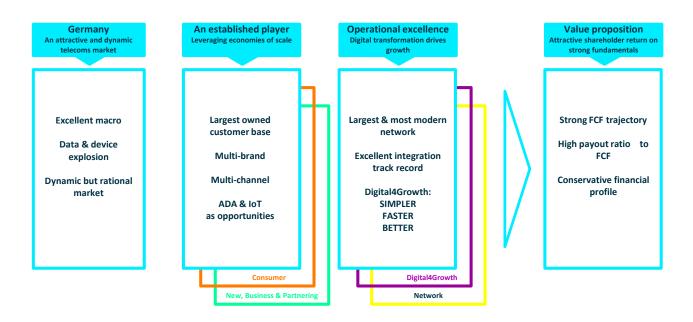
Shop reduction:

>10%

IoT revenue upside: ~EUR 200-300m cumulative

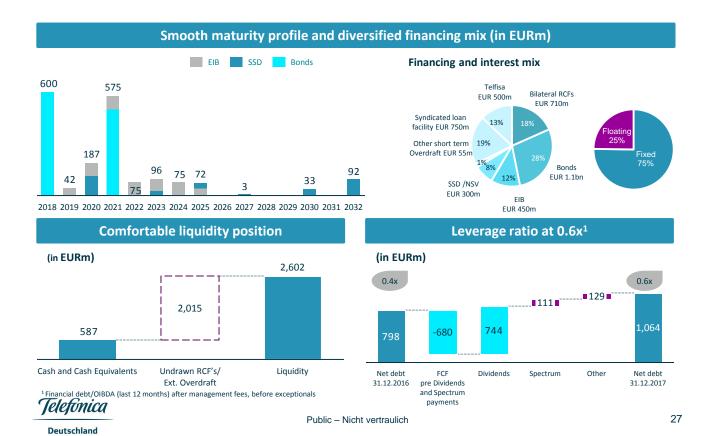


Evolution of equity story: Becoming the Mobile Customer & Digital Champion





Comfortable liquidity position as per 12/2017



We will maintain an attractive shareholder remuneration policy

Shareholder remuneration policy - Main guidelines¹

Maintain high payout in relation to FCF

Consider expected future synergy generation in dividend proposals

Keep leverage ratio at or below 1.0x over the medium term; target will be continually reviewed

Annual dividend growth over 3 years, starting with of EUR 0.25 per share 2016; Proposal of EUR 0.26 for the financial year 2017 at next AGM





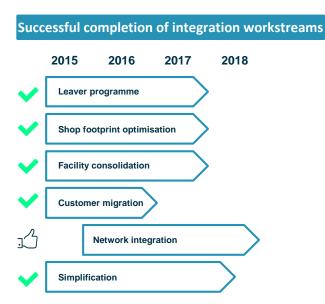


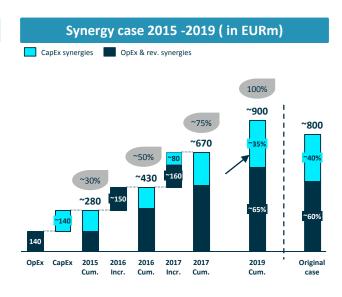
¹ Refer to the Telefónica Deutschland website for full dividend policy (www.telefonica.de)



Appendix

Synergies: We delivered more than we promised







FY 2017 results fully in line with expectations; MSR excl. regulatory effects back to growth

Flat MSR¹

(excl. regulatory effects)

- Successful new O₂ Free portfolio and strong partner performance
- MSR back to growth in Q4 driven by operating momentum & incoming roaming

2.8 **GB**

average data usage²

- 15.8 million LTE customers; +31% year-on-year
- Traffic up 68% y-o-y; usage of 2.8 GB for O₂ consumer postpaid LTE customers

OIBDA³ +2.6% y-o-y

- · Integration activities on track; FTE restructuring and shop & facility optimisation finalised
- Synergy capture fully on track, ~EUR 160 million of additional in year-savings at OIBDA level
- · OIBDA reflecting synergy capture, commercial investment and regulatory effects

Outlook⁴ 2018

- Revenue: Broadly stable year-on-year excluding regulatory impacts of EUR 30-50m
- OIBDA: Flat to slightly positive excluding regulatory effects of EUR 40-60m
- C/S ratio: Approx. 12-13%

⁴The effects from the implementation of IFRS15 as of 1 January 2018 and IFRS16 as of 1 January 2019 are not reflected in the financial outlook. More information will be provided with the quarterly reporting during the period

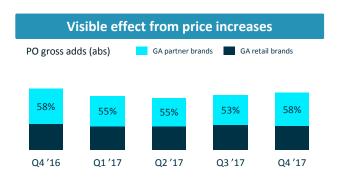


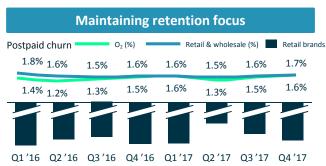
¹ Excluding the negative impact from regulatory changes; for details please refer to additional materials of the Q4 2017 results release

² For O₂ consumer postpaid LTE customers

³ Excluding exceptional effects; for details please refer to additional materials of the Q4 2017 results release

Strong partner momentum, retail on track – Effective churn management

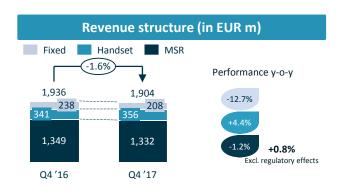


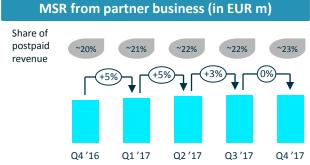


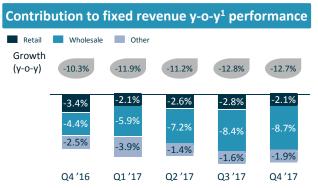


- Strong partner trading despite more benign pricing environment, focus on 4G
- Churn in O₂ consumer remains stable, with seasonal uptick in Q4
- VDSL with solid net adds of 89 thousand; wholesale migration in line with expectations

Underlying MSR trends back to growth







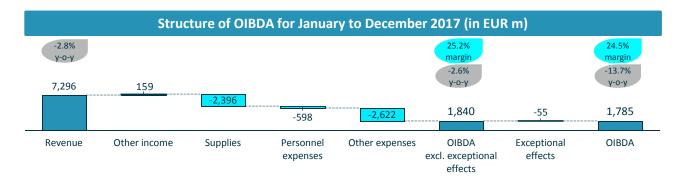
- Underlying MSR back to growth, supported by visitor roaming
- Negative regulatory effects more benign due to slow uptake of RLH
- Stable trend of partner revenue share
- Handset revenue continues to improve
- Fixed revenue reflects wholesale migration

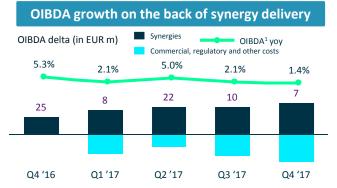
¹ Please note a change in the definition of the fixed retail/wholesale split, which better reflects revenue allocation across segments



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OIBDA reflects successful synergy capture, RLH-regulation and investment activities



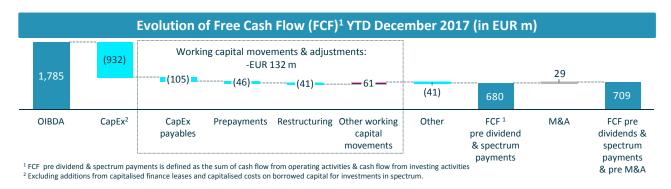


- Successful synergy capture with incremental savings of ~EUR 45 million in Q4 due to leaver programme, network consolidation & shop optimisation
- OIBDA in line with expectations; regulatory effects of EUR 51m (~3% OIBDA y-o-y)
- OIBDA¹ margin at 25.2%, up 1.3 pp y-o-y

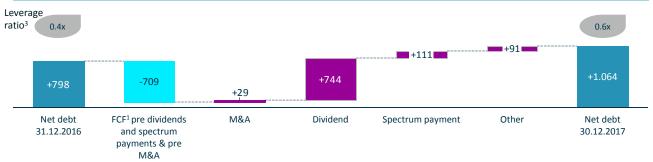
¹Excluding exceptional effects; for details please refer to additional materials of the Q4 2017 results release



Financial leverage in line with target



Evolution of Net Debt³ (y-o-y in EUR m) – Leverage³ in line with target



 $^{\rm 3}$ For definition of net debt & leverage ratio please refer to Q4 2017 earnings release



Outlook 2018: Entering a new chapter and changing KPIs

	Baseline 2016 (EUR m)	Outlook 2017 (y-o-y pct. change)	Actual 2017 (EUR m / y-o-y pct. change)	Outlook ³ 2018 (y-o-y pct. change)
Revenue	7,503		7,296 / -2.8%	Broadly stable Excluding negative regulatory effects of EUR 30-50 million
MSR	5,437	Slightly negative to flat Excl. negative regulatory effects of 3-4% y-o-y	5,433 / -0.1% Excl. regulatory effects of EUR 146m	
OIBDA	1,793 ¹	Flat to low single-digit % growth	1,840 ¹ / +2.6%	Flat to slightly positive Excluding negative regulatory effects of EUR 40-60 million
СарЕх	1,102	Around EUR 1 billion	950 / -13.7%	
C/S	14.7%		13.0%	Approx. 12-13%
Dividend	EUR 0.25 per share	EUR 0.26 per share ²	EUR 0.26 per share ²	Annual Dividend growth over 3 years (2016-2018)

³ The effects from the implementation of IFRS15 as of 1 January 2018 and IFRS16 as of 1 January 2019 are not reflected in the financial outlook. More information will be provided with the quarterly reporting during the period



¹ Excluding exceptional effects. We have calculated a comparable for 2016 as if the sale of tower asset to Telxius SA had happened as of 1 January 2016

² Proposal. Subject to AGM resolution

O₂ Free portfolio and O₂ DSL portfolio



Neu:
mehr Datenvolumen

O2 DSL

Für Privatkunden und Junge Leute

Neu ab 29.1.18 Unbegrenztes Highspeed-Surfon bei O₂ DSL M und L für O₂ Postpald Kunden

Datenvolumen.¹ Immer inklusive: die O₂ Free Weitersurf-Garantie zum Endlos-Weitersurfen mit 1 MBit/s, auch wenn dein Highspeed-Datenvolumen verbraucht ist.²

Preis-Leistungs-Tipp

In den neuen O2 Free-Smartphone-Tarifen gibt es jetzt dauerhaft noch mehr Highspeed-

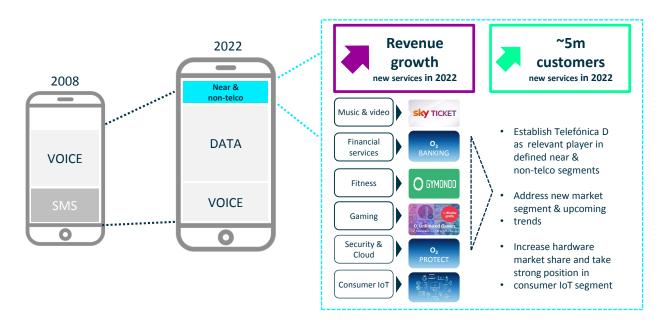
	O ₂ Free XL	O _r Free L	Preis-Leistungs-Tipp O, Free M	O, Free S
	25 GB	20 GB	10 GB	1 GB
Highspeed-Surfen (LTE Max.) ³	V	~	- /	1
Endlos weitersurfen mit 1 MBit/s²	-	2		1
atrate für Minuten/SMS in alle dt. Netze ⁴	~	~		~
xtra-Festnetznummer ⁵	-			1
EU Roaming ^e	~	/		/
Mtl. Grundgebühr uziert für O₂ Kunden².*	44,99	34,99	24,99	14,99
Mtl. Grundgebühr bei 24 Monaten Laufzeit) ⁸	49,99	39,99	29,99	19,99

ii i iivatkuilueli ui	la sarige Leate			Kunden			
		Unser Tipp					
	o₂dsll 100 MBit/s	o₂dslм 50 MBit/s	O, DSL S 25 MBit/s	o, DSL XS 10 MBit/s			
Flatrate Ins dt. Festnetz und in alle dt. Mobilfunknetze	~	/	/	1			
Unbegrenzt DSL-Surfen (mit bis zu 2.000 KBIt/s)							
Maximale Surf-Geschwindigkeit*	bls zu 100 MBit/s (Upload: bls zu 40 MBit/s)	bis zu 50 MBit/s (Upload: bis zu 10 MBit/s)	bis zu 25 MBit/s (Upicad: bis zu 5 MBit/s)	bis zu 10 MBit/s (Upload: bis zu 2,4 MBit/s)			
Maximale Surf-Geschwindigkeit bis (Inklusiv-Volumen)	500 GB (mit Fair-Use-Mechanik**) NEU: unbegrenzt für O, Kunden	300 GB (mit Fair-Use-Mechanik**) NEU: unbegrenzt für O, Kunden	300 GB (mit Fair-Use-Mechanik**)	bis zu 100 GB			
HomeBox 2/ AVM FRITZIBox 7490	1,99 mtl./3,99 mtl.	1,99 mtl./ 3,99 mtl.	1,99 mtl / 3,99 mtl.	1,99 mtl./ 3,99 mtl.			
Anschlussgebühr	0, (statt 49,99)	0,- (statt 49,99)	29,99 (statt 49,99)	49,99			
Bereitstellungspreis DSL-Router	0,- (ohne Laufzeit 49,99)	0,- (ohne Laufzelt 49,99)	0,- (ohne Laufzeit 49,99)	0,- (ohne Laufzelt 49,99)			
Mtl. Grundgebühr für Neukunden	24,99 ab 13. Monat 39,99 (ohne Lautzelt ab 7. Monat 39,99)	14,99 ab 13. Monat 34,99 (ohne Laufzelt ab 7. Monat 34,99)	14,99 ab 13. Monat 29,99 (ohne Laufzelt ab 7. Monat 29,99)	9,99 ab 13. Monat 24,99 (ohne Laufzelt ab 7. Monat 24,99)			
Rabatt auf mtl. Grundgebühr für O _z Kunden	bis zu 10,-	bis zu 10,-	bis zu 10,-	-			
Gesamtersparnis mit Laufzeit	280,-	340,-	250,-	230,-			
Gesamtersparnis ohne Laufzeit	140,-	170,-	110,-	90,-			

Flexibel bleiben: O₂ Free ist auch ohne feste Laufzeit verfügbar.9



Product and service extension associated with additional willingness to pay





Value generation drives our success

Develop existing customers & Attract high-value new customers

- Focus on ARPU-up & churn-down
- Driving data usage via mobile freedom
- Up- and cross-selling

-2% pts

PO Churn by 2022 ~60%

new O₂ Free customers pay
≥EUR 30 today

Willingness to pay

- Data growth as monetisation opportunity
- Near & non-telco as value drivers
- Strong position in consumer IoT

Connected devices per customer:

#4 by 2022

Enhance customer experience & digitalisation

- Omnichannel experience
- Digital transformation of touchpoints
- Al to increase automation & reduce cost

~80%

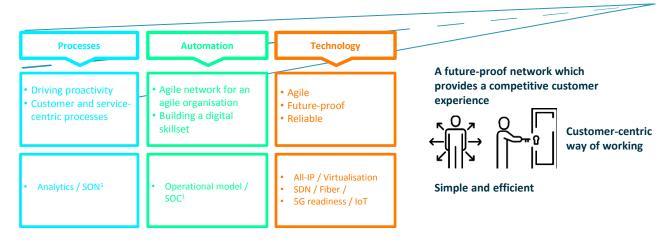
Share of eCare events by 2022

>80%

O₂ app penetration by 2022

From integration to transformation

Targeting 'Simpler, Faster, Better' in three dimensions:



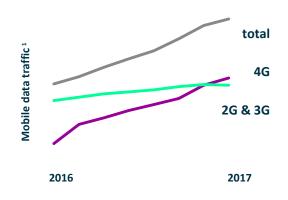
¹ Service Operations Centre (SOC), Self Organising Network (SON)



Ready for accelerating capacity demand

Increasing data volumes, driven by 4G big bucket propositions

~95% of network capacity is capable of carrying even more traffic volumes, ~5% require capacity upgrades

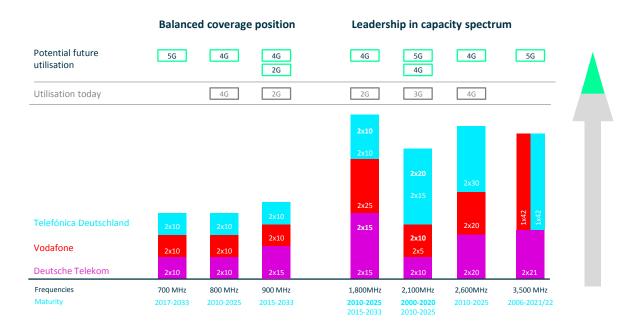






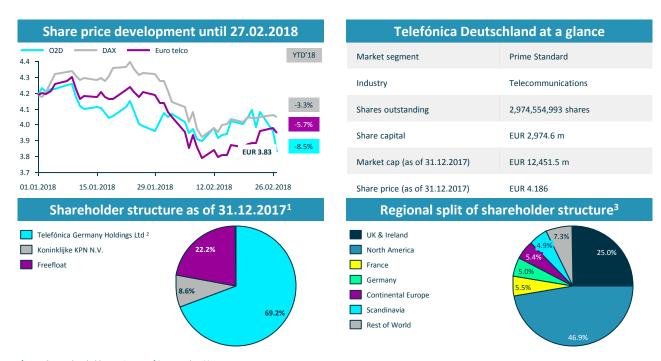
¹ Company research: Network Analysis (2016-2017)

Future-proof spectrum setup, to enable best customer experience





O2D - Factsheet



¹ According to shareholders register as of 31 December 2017

³ Source: NASDAQ: Shareholder ID as of October2017



² Telefónica Germany Holdings Limited is an indirect wholly owned subsidiary of Telefónica S.A

Quarterly detail of relevant financial and operating data for Telefónica Deutschland

Einensiele	2016					2017				
Financials	Q1	Q2	Q3	Q4	FY	Q1	Q2	Q3	Q4	FY
Revenues	1.858	1.834	1.876	1.936	7.503	1.771	1.771	1.850	1.904	7.296
Mobile service revenues	1.336	1.358	1.394	1.349	5.437	1.292	1.318	1.344	1.332	5.287
Mobile service revenues (ex regulatory effects)	-	-	-	-	-	1.328	1.353	1.392	1.361	5.433
OIBDA post Group fees, pre exceptionals ¹	392	450	458	493	1.793	401	472	468	499	1.840
СарЕх	218	212	314	358	1.102	208	226	254	262	950
Revenue and Opex related Synergies	~55	~40	~30	~25	~150	~35	~40	~40	~45	~160

A	2016					2017				
Accesses	Q1	Q2	Q3	Q4	FY	Q1	Q2	Q3	Q4	FY
Total Accesses	48.252	48.605	49.196	49.346	49.346	49.550	49.907	49.403	47.604	47.604
o/w Mobile	43.008	43.417	44.074	44.321	44.321	44.675	45.194	44.842	43.155	43.155
Prepay	23.744	23.814	23.873	23.784	23.784	23.967	24.289	23.754	21.881	21.881
Postpay	19.264	19.603	20.201	20.537	20.537	20.708	20.905	21.088	21.274	21.274

¹ Exceptional effects include restructuring costs as well as the net capital gain from the sale of Telefónica Deutschland's passive tower infrastructure in April 2016. We have calculated a pro-forma OIBDA of EUR 1,793m for 2016, which includes the operating lease-related effects related with the before mentioned sale of assets as if it had occurred on 1 January 2016



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Telefonica