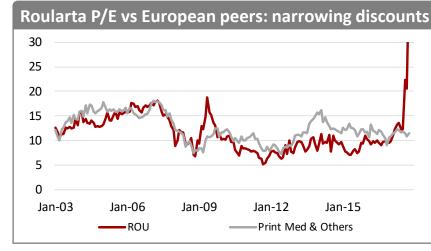
Roularta Media Group

BELGIUM Bloomberg: ROU:BB Reuters: RLRT.BR





€m	2013	2014	2015	2016	2017e	2018e	2019e
Sales	677.1	300.1	291.9	278.6	259.9	248.4	237.4
EBIT	-49.2	3.9	12.3	6.7	-3.4	-2.6	-3.8
Net profit	-57.9	-142.5	64.4	21.5	8.3	11.5	15.7
EPS (€)	-4.44	-10.98	4.92	1.65	0.64	0.89	1.20
DPS (€)	0.00	0.00	0.50	0.50	0.20	0.25	0.35
P/E (x)	na	na	3.2	14.7	33.6	24.2	17.8
Yield (%)	0.0	0.0	3.2	2.1	0.9	1.2	1.6
Adj. EV/EBIT (x)	na	36.0	9.6	32.7	na	na	na

Market review and peer benchmarking

5 November 2017

Key monthly insights

Transformational deal remains the talk of the market

Roularta announced a transformational deal on 2 October, with the disposal of its 50% stake in Medialaan to De Persgroep, and, simultaneously, the acquisition of a 50% stake in Mediafin from the same party (details of the transactions are available in our <u>September Review</u>). The €217.5 net cash proceeds for Roularta implies an exit multiple of 8.2x EV/EBITDA for the Medialaan stake, assuming an acquisition price of €50m for the Mediafin stake (7.2x EV/EBITDA). The deal should close in early 2018 following a review by the competition authorities. We expect Roularta's equity story to change radically with a profile shifting from a diversified Belgian media company whose main value driver was TV Broadcasting, to a leader in Belgian Print Media group, focused on the high-end audience and involved in magazines, newspapers, free-sheets and, increasingly, digital.

Going private?

The market is debating on the management's next moves, particularly as it should hold an estimated ≤ 173 m in net cash. There are many options in our view, including (1) gradually investing the cash in complementary and/or new activities (including digital), (2) remunerating investors through an exceptional dividend, (3) a delisting of Roularta by the controlling shareholders (De Nolf and Claeys families, which own 72%) and (4) a combination of the first two options. Option (1) is potentially the most rewarding over the LT, depending on the quality, the valuation level and the speed of the acquisitions, but also, potentially, the most earnings dilutive in the ST (also depending on the valuation levels and the speed). Although Option (2) could be considered the most rewarding for shareholders in the ST (up to ≤ 20 /share could, theoretically, be paid to investors; a share buyback would reduce an already-low free float and could easily lead to a delisting), it is unlikely given the company's strategy of investing in digital organically and through acquisitions, which both require funding. Option (3) is the most debated in the market. A delisting could cost the controlling shareholders ≤ 46 m at the current share price, but it could also be done through a share buyback, preventing any cash outlay for the controlling shareholder. A delisting would eliminate market scrutiny on performance and, hence, reduce pressure on management, but we believe that this is not an issue. The notoriety and visibility provided by a listing outweigh, in our view, any potential drawbacks. This is particularly the case as Roularta is in an investment mode whereby notoriety and visibility are valuable tools.

Post-transaction valuation assessment

Our fair equity value estimate is unchanged at €22.1/share. Our SOTP model includes the estimated acquisition value of the Mediafin stake and the net cash proceeds. Our methodology remains unchanged and we continue to value for Print Media at an EV of close to €30m. We continue to believe the business has value, given, among others, Roularta's leading market positions in free newspapers, business and news magazines as well as it state-of-the-are printing facilities, highlighting a clear re-rating potential.



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Source: Merodis Equity Research, Factset Pricing date: 31/10/2017

Equity Research Please refer to important disclosures at the end of this report



Goals of this Dashboard

- ➡ Follow-up to our coverage of Roularta which was launched in October 2015 (see below)
- Tool to keep investors up to date with Roularta's equity story as well as its valuation in a sector context
- Update investors on recent company and sector news flow

Corporate calendar of Roularta's upcoming announcements and events

- Monday, 12 March 2018: Announcement of FY17 results (08.15AM CET; Analyst meeting at 2PM)
- Tuesday, 15 May 2018: AGM (Roeselare, Belgium)

Access to our recent research reports on Roularta

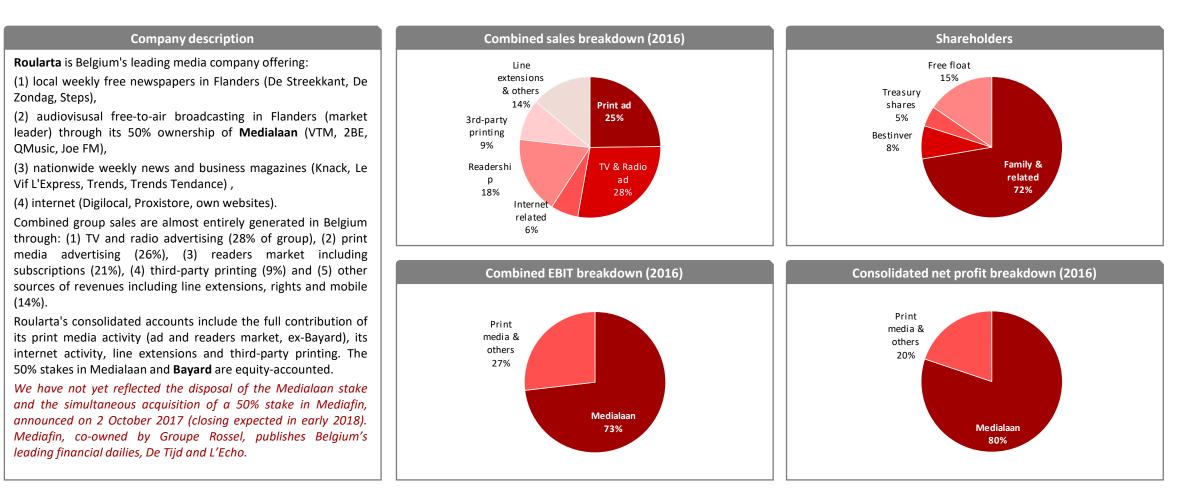
- <u>"Back on its feet" (initiation), 14 October 2015</u>
- "When the going gets tough" (update), 28 August 2017
- September 2017 market review" (monthly dashboard), 4 October 2017





Company profile

A domestic leader in high-quality print media

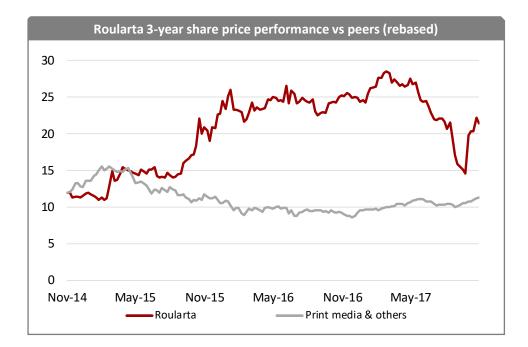


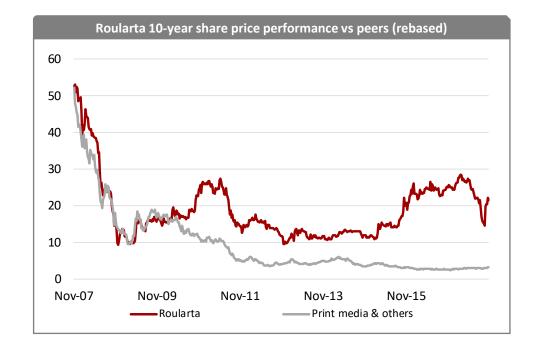




Share price performance

Under pressure since the 1Q17 trading update in April









Analyst Recommendations, Earnings Expectations

Consensus has deteriorated

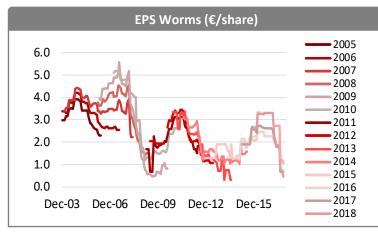
Consensus view

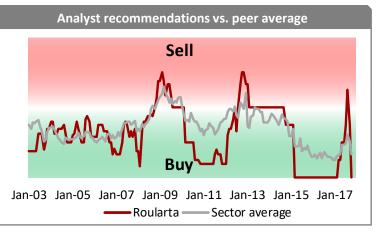
Consensus EPS estimates for Roularta have been revised down in October to reflect the disposal of the Medialaan stake and the acquisition of the Mediafin stake. We have opted to keep our forecasts unchanged until the deal is closed (expected in early 2018).

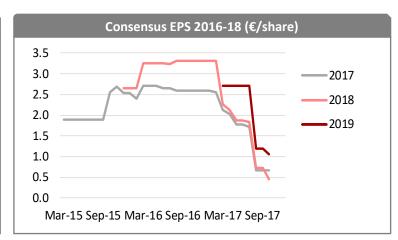
Consensus currently expects a 2017e EPS of €0.66 which compares to our forecast of €0.64, while 2018e earnings are expected to come in at €0.44 (was €0.73) vs. our forecast of €0.89. 2019e consensus EPS estimates available on Factset are at €1.05 (from €1.20), vs. our forecast of €1.20, which reflects positive momentum from the full-year effect of the end of the leasing contract with Econocom (end-2018) and the repayment of the €100m bond (also at the end of 2018).

Roularta's share price rebounded sharply after the announced deals on 22 October, which reflects the high disposal price for the 50% stake in Medialaan (estimated at €267m or 8.2x EV/EBITDA). The stock is up 47% in October following a 7.7% decline in September and a 28% decline in August. YTD, Roularta is down 12% which compares to an 18% rise among Print Media peers. Roularta's share price is down 15% over the last 12 months, also below the Print Media sectors' +21%. The shares' low over the last 12 months is a new €14.48 (27 September 2017), while its high during the year was €28.95 (22 February 2017).

The two brokers covering the stock, KBC Securities and Degroof Petercam, rate the stock Buy. The highest price target for Roularta among them is currently ξ 24.







Merodis Equity Research estimates vs. consensus (%)													
	<u>2017e</u>	<u>2018e</u>	<u>2019e</u>										
Sales	0.2	-0.3	-1.0										
EBITDA	-22.5	-8.3	-0.8										
EBIT	-20.1	-51.2	116.6										
EPS (€)	-3.3	99.3	14.6										
DPS (€)	-11.1	0.0	-17.6										
Net debt	-169.3	-129.6	na										





Sector benchmarking analysis

Benchmarking Print Media and TV broadcasting (disposal to be closed in early 2018)

		Freefloat	Liquidity	Depr/	Capex/	N	D/EBITDA		EBITD	A margin (%	6)	EBIT	· margin (%)		Net	margin (%)			ROE (%)		2017-	19e CAGR (S	%)
	Company	(%) 2017	(daily,€m)	EBITDA	Sales	2017e	2018e	2019e	2017e	2018e	2019e	2017e	2018e	2019e	2017e	2018e	2019e	2017e	2018e	2019e	EPS	EBITDA	Sales
	Impresa	36	0.34		2%			I													#VALUE!	#N/A	#N/A
	Spir	32		14%	3%	12.9	6.0		0.9	2.2		-2.5	-1.2		-1.4	-0.1		-36.7	-4.7				
5	Solocal	100	3.40	27%	9%	1.7	1.3	0.9	26.0	27.0	27.1	18.1	19.0	19.3	8.2	9.6	10.0				-0.7	1.6	-0.6
	Gruppo Editoriale L'Esp.																						
Σ	Mondadori	47	0.84	34%	0%	1.9	1.5	1.1	8.5	8.7	9.0	5.8	6.1	6.3	2.8	3.0	3.3	10.6	11.3	10.9	11.3	3.6	0.2
2	RCS	16	0.92	66%	3%	2.4	1.7	1.2	14.7	16.8	16.8	8.8	11.3	11.4	4.4	6.9	7.3	34.0	33.5	27.6		6.7	-0.4
	Vocento	51	0.18	31%	2%	1.8	1.4	1.1	8.5	9.8	10.4	4.8	6.0	6.7	1.9	2.8	3.3	2.9	4.2	4.9	35.4	10.3	-0.3
Ξ.	Telegraaf	12	0.02	220%	3%																		
5	Sanoma	35	1.04	58%	2%	1.4	1.4	1.1	23.7	23.5	23.8	12.1	13.0	13.1	-16.5	9.0	9.3	18.5	24.2	21.7	5.0		-4.4
- T.	Connect	98	0.49	33%	1%	1.0	1.0	0.9	4.8	4.6	4.7	3.5	3.5	3.6	2.4	2.1	2.2			312.6	3.6	-1.4	0.0
õ	Tarsus	76	0.19	48%	1%	1.8	2.4	1.3	34.5	32.2	34.6	32.9	30.2	33.0	19.1	14.2	20.1		27.5	41.9	3.8	4.9	4.8
E	Trinity Mirror	97	0.26	22%	1%	0.1	-0.2	-0.3	22.7	23.3	24.3	19.5	19.9	19.6							-2.7	-1.9	-5.1
Z	Wilmington	89	0.41	130%	1%	1.6	1.2	0.8	21.2	22.5	23.0	19.5	20.4	20.8	10.7	11.7	12.6	43.8	59.1		11.6	10.6	6.2
	ndependent News	70	0.19	11%	2%	-3.0	-3.8	-4.7	11.9	11.6	10.9	10.1	9.7	8.9	9.5	8.6	7.9	34.3	24.5	17.7	-12.2	-9.5	-5.4
0	Eniro	95	0.15	-44%	5%																		
	Axel Springer	42	9.10	28%	5%	2.0	1.3	0.8	18.6	19.5	20.5	13.5	14.3	15.4	8.0	8.8	9.5	12.2	13.5	14.5	12.6	9.4	4.1
	PRINT MEDIA AVERAGE	60	1.25	48%	3%	2.1	1.3	0.4	16.3	16.8	18.7	12.2	12.7	14.4	4.5	6.9	8.5	14.9	21.4	56.5	#VALUE!	#N/A	#N/A
	PRINT MEDIA MEDIAN	51	0.38	32%	2%	1.7	1.3	0.9	16.6	18.2	20.5	11.1	12.1	13.1	4.4	8.6	8.6	15.4	24.2	19.7	#VALUE!	#N/A	#N/A
	Roularta (combined)	25	0.13	49%	2%	0.9	0.4	0.2	9.2	10.4	11.5	4.6	5.6	5.9	1.8	2.6	3.6	3.8	5.1	6.8	37.2	9.4	-2.1
	% prem./(disc.) vs median	-51	-66.0	52.6	1.6	-47.9	-73.8	-76.9	-44.5	-42.6	-43.8	-58.3	-54.0	-55.1	-58.9	-69.9	-58.4	-75.4	-79.1	-65.6	#VALUE!	#N/A	#N/A
	Roularta (consolidated)	25	0.13	144%	3%	5.3	2.3	1.4	3.2	4.0	5.0	-1.3	-1.0	-1.6	3.2	4.6	6.6	3.8	5.1	6.8	37.2	18.7	-4.4
	% prem./(disc.) vs median	-51	-66.0	348.1	62.6	204.5	70.4	55.3	-80.5	-78.0	-75.6	-111.9	-108.6	-112.1	-27.9	-45.8	-22.9	-75.4	-79.1	-65.6	#VALUE!	#N/A	#N/A
	TF1	48	3.20	112%	10%	-0.9	-1.0	-1.0	16.0	15.4	17.5	8.6	7.9	10.1	6.2	5.3	7.0	8.9	7.7	9.9	9.2	6.5	1.9
-	M6	44	2.24	34%	11%	-0.1	-0.2	-0.3	25.9	25.6	25.7	17.4	17.3	17.5	10.7	10.8	10.8	22.7	23.2	22.2	5.3	4.4	4.8
F	Mediaset	25	14.28	123%	20%	2.3	1.5	1.0	13.7	18.0	21.9	10.2	13.7	17.8	3.7	5.6	8.3	6.6	9.7	12.2	41.2	19.6	-5.4
	Mediaset España	47	14.82	50%	21%	-0.5	-0.6	-0.7	25.4	26.4	27.1	24.0	24.9	25.6	18.9	19.6	20.3	19.6	21.1	21.7	6.4	5.8	2.6
FRE	Atresmedia	35	5.21	9%	4%	1.0	0.9	0.7	20.1	21.1	21.8	18.4	19.3	20.0	14.1	14.8	15.4	29.1	31.3	32.4	7.3	6.8	2.6
H	RTL	24	0.49	16%	4%	0.3	0.3	0.2	21.7	21.5	21.4	18.7	18.4	18.4	11.9	11.6	11.7	23.5	22.9	23.6	3.1	2.7	3.4
	Prosieben	98	44.59	20%	4%	1.5	1.4	1.2	25.0	25.0	24.8	20.2	20.4	20.3	12.7	13.1	13.1	37.5	37.7	37.3	5.8	4.7	5.3
	TV	90	31.72	17%	1%	0.9	0.7	0.6	28.2	27.9	28.5	27.3	26.1	26.6	20.5	20.3	21.0	82.5	79.3	70.2	3.6	3.1	2.5
	FREE TV AVERAGE	51	14.57	48%	9%	0.5	0.4	0.2	22.0	22.6	23.6	18.1	18.5	19.5	12.3	12.6	13.5	28.8	29.1	28.7	10.2	6.7	2.2
	FREE TV MEDIAN	46	9.75	27%	7%	0.6	0.5	0.4	23.4	23.2	23.3	18.5	18.9	19.2	12.3	12.4	12.4	23.1	23.0	22.9	6.1	5.3	2.6
	Medialaan (*)			27%	5%	0.0	-0.1	-0.2	17.0	18.5	19.5	12.4	13.9	15.0	8.0	9.1	9.8	12.4	13.7	14.3	11.6	8.2	1.0
	% prem./(disc.) vs median			2.1	-34.6	-99.2	-117.3	-158.5	-27.3	-20.4	-16.4	-33.3	-26.2	-22.2	-34.9	-26.5	-21.1	-46.4	-40.5	-37.5	90.3	54.8	-61.2
U	St Ives	96	0.30	119%	2%	1.6	1.8	1.6	8.6	8.7	8.9	6.9	6.9	7.2	-11.0	3.3	4.4	16.1	18.2	19.1	-1.8	0.2	-1.4
4	QuadGraphics	86	4.45	67%	2%	2.2	2.2	2.2	11.1	10.2	10.0	5.4	5.1	5.2	2.2	2.1	2.1	5.9	6.4	4.4	-7.9	-10.0	-5.1
E.	Dai Nippon Printing	67	16.09	60%	4%	-0.4	-0.3	-0.4	7.0	7.3	7.3	2.6	2.9	2.9	2.0	2.1	2.2	4.0	4.0	2.9	na	na	na
	PRINTING AVERAGE	83	6.95	82%	3%	1.1	1.2	1.1	8.9	8.8	8.7	5.0	5.0	5.1	-2.3	2.5	2.9	8.7	9.6	8.8	-4.8	-4.9	-3.3
	PRINTING MEDIAN	86	4.45	67%	2%	1.6	1.8	1.6	8.6	8.7	8.9	5.4	5.1	5.2	2.0	2.1	2.2	5.9	6.4	4.4	-4.8	-4.9	-3.3
•	Roularta (combined)	25	0.13	49%	2%	0.9	0.4	0.2	9.2	10.4	11.5	4.6	5.6	5.9	1.8	2.6	3.6	3.8	5.1	6.8	37.2	9.4	-2.1
	% prem./(disc.) vs median	-71	-97.1	-26.6	-21.5	-44.0	-81.0	-86.2	7.6	19.1	30.2	-14.5	9.9	12.3	-7.9	23.8	62.2	-36.3	-20.8	53.7	-874.6	-291.9	-37.0

Source: Merodis, Factset

(*) Roularta has joint-control of Medialaan with 50%-ownership; the stake is equity-accounted. Based on Medialaan's consolidated accounts in Roularta's reporting. For capex/sales, depreciation is a capex proxy. For ROE, "net asset vaue" is an Equity proxy.





Sector valuation summary

Multiple-based valuation

			Duiter	N40		D/F			n//c-l					_				D/D			DYield	
	Component	Country	Price (local)	MCap (local m)	2017e	P/E 2018e	2019e	2017e	V/Sales 2018e	2019e	2017e	/ /EBITDA 2018e	2019e	2017e	EV/EBIT 2018e	2019e	2017e	P/B 2018e	2019e	2017e	2018e	2019e
	Company	Country	(IOCal)	(local m)	2017e	20186	20196	2017e	20186	2019e	2017e	20186	2019e	2017e	20186	20196	2017e	20186	2019e	2017e	20186	20196
	Impresa	PORTUGAL	0.38	63																		
⊴	Spir	FRANCE	3.53	21				0.2	0.2		18.8	8.6					1.8	1.9		0.0	0.0	
5	Solocal	FRANCE	0.95	552	7.0	7.4	7.1	1.1	1.1	1.0	4.4	4.0	3.5	6.3	5.6	5.0				0.0	0.0	0.0
	Gruppo Editoriale L'Esp.																					
Σ	Mondadori	ITALY	2.22	580	17.0	14.5	13.7	0.6	0.6	0.6	7.3	6.8	6.1	10.6	9.7	8.7	1.7	1.6	1.4	1.2	1.5	1.9
2	RCS	ITALY	1.29	667	15.0	10.5	9.4	1.1	1.0	0.9	7.4	6.0	5.5	12.2	8.9	8.1	4.2	3.0	2.3	0.0	0.0	0.0
	Vocento	SPAIN	1.49	180	24.8	16.6	13.5	0.6	0.6	0.6	6.9	5.8	5.3	12.2	9.4	8.2	0.7	0.7	0.6	0.0	0.0	0.0
- ÷	Telegraaf	NETHERLANDS	5.70	264																		
5	Sanoma	FINLAND	10.19	1,656	14.2	13.1	12.9	1.4	1.5	1.5	6.1	6.5	6.2	11.8	11.8	11.3	3.4	3.0	2.7	2.9	3.6	4.1
	Connect	UNITED KINGDOM	1.10	271	7.1	6.6	6.6	0.2	0.2	0.2	4.6	4.6	4.6	6.3	6.1	6.0		21.8	19.7	8.8	9.0	9.2
~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~	Tarsus	UNITED KINGDOM	3.08	348	11.6	17.0	10.7	3.5	4.3	3.0	10.0	13.3	8.7	10.5	14.2	9.1	4.6	4.8	4.3	3.2	3.3	3.5
5	Trinity Mirror	UNITED KINGDOM	0.85	240	2.5	2.5	2.6	0.4	0.3	0.3	1.7	1.5	1.3	2.0	1.7	1.7				6.8	7.1	7.5
4	Wilmington	UNITED KINGDOM	2.37	207	12.5	11.0	10.1	2.1	1.9	1.7	9.7	8.3	7.4	10.5	9.2	8.2	6.7	6.3		3.6	3.8	3.8
Ř	Independent News	IRELAND	0.11	151	5.3	6.0	6.8	0.2	0.1	0.1	1.3	0.9	0.5	1.5	1.0	0.6	1.7	1.3	1.1	0.0	0.0	0.0
•	2	SWEDEN	0.14	201																		
	Axel Springer	GERMANY	57.90	6,247	22.4	19.8	17.6	2.2	2.0	1.8	11.7	10.1	8.9	16.0	13.9	11.9	2.7	2.6	2.5	3.4	3.5	3.7
	PRINT MEDIA AVERAGE				12.7	11.4	10.1	1.1	1.1	1.1	7.5	6.4	5.3	9.1	8.3	7.2	3.1	4.7	4.3	2.5	2.7	3.1
	PRINT MEDIA MEDIAN				12.5	11.0	10.1	0.8	0.8	0.9	7.1	6.2	5.5	10.5	9.2	8.2	2.7	2.8	2.4	2.1	2.4	3.5
	Roularta (combined)	BELGIUM	21.45	282	33.6	24.2	17.8	0.7	0.7	0.7	7.8	6.6	6.0	15.5	12.3	11.7	1.3	1.2	1.3	0.9	1.2	1.6
	% prem./(disc.) vs median				168.2	120.6	77.4	-15.2	-14.1	-25.6	9.8	5.5	8.5	47.6	33.7	42.5	-51.9	-57.5	-47.3	-54.8	-51.7	-53.7
	Roularta (consolidated)	BELGIUM	21.45	282	33.6	24.2	17.8	0.7	0.7	0.7	22.0	16.4	13.3	-53.8	-63.0	-41.8	1.3	1.2	1.3	0.9	1.2	1.6
	% prem./(disc.) vs median				168.2	120.6	77.4	-16.2	-18.0	-28.3	209.1	162.6	141.1	-611.7	-784.6	-609.1	-51.9	-57.5	-47.3	-54.8	-51.7	-53.7
	TF1	FRANCE	12.21	2,561	18.9	21.1	15.8	1.1	1.0	1.0	6.7	6.8	5.7	12.5	13.1	9.8	1.6	1.6	1.5	3.1	3.1	3.6
	M6	FRANCE	19.85	2,501	17.3	16.0	15.6	1.8	1.7	1.6	7.1	6.6	6.3	10.6	9.7	9.3	3.8	3.6	3.4	4.5	4.7	4.6
1	Mediaset	ITALY	3.15	3,584	27.7	18.4	13.9	1.3	1.3	1.3	9.6	7.4	6.1	12.9	9.8	7.5	1.8	1.7	1.7	1.4	2.8	4.0
- in	Mediaset España	SPAIN	9.33	3,122	16.3	15.2	14.4	3.0	2.9	2.8	11.8	11.0	10.4	12.6	11.7	11.0	3.3	3.2	3.1	5.8	6.3	6.7
	Atresmedia	SPAIN	8.82	1,984	13.6	12.6	11.8	2.1	2.0	2.0	10.5	9.6	9.0	11.5	10.5	9.9	4.0	3.9	3.8	6.2	6.7	7.0
Ä	RTL	LUXEMBOURG	63.61	9,766	13.0	12.7	12.3	1.6	1.5	1.5	7.4	7.2	6.9	8.6	8.4	8.0	3.0	2.8	2.9	6.1	6.2	6.2
- 7	Prosieben	GERMANY	29.95	6,977	12.8	12.2	11.4	2.1	2.0	1.8	8.3	7.9	7.4	10.2	9.6	9.0	4.7	4.5	4.1	6.5	6.8	7.2
	ITV	UNITED KINGDOM	1.65	6,622	10.5	10.3	9.8	2.4	2.3	2.2	8.6	8.3	7.8	8.8	8.9	8.3	8.9	7.6	6.3	4.8	5.7	6.2
	FREE TV AVERAGE				16.3	14.8	13.1	1.9	1.9	1.8	8.7	8.1	7.4	11.0	10.2	9.1	3.9	3.6	3.3	4.8	5.3	5.7
	FREE TV MEDIAN				14.9	14.0	13.1	2.0	1.8	1.7	8.4	7.6	7.1	11.0	9.7	9.2	3.5	3.4	3.2	5.3	6.0	6.2
	Roularta (combined)	BELGIUM	21.45	282	33.6	24.2	17.8	0.7	0.7	0.7	7.8	6.6	6.0	15.5	12.3	11.7	1.3	1.2	1.3	0.9	1.2	1.6
	% prem./(disc.) vs median				125.2	73.5	36.4	-63.1	-62.3	-60.1	-7.2	-13.7	-16.1	40.6	26.2	27.8	-63.5	-64.7	-61.3	-82.5	-80.5	-73.8
9	St Ives	UNITED KINGDOM	0.74	105	5.5	5.9	5.7	0.4	0.4	0.4	4.7	5.0	4.7	5.9	6.4	5.7	1.1	1.1	1.1	2.7	2.7	2.7
Z	QuadGraphics	UNITED STATES	22.79	1,181	12.8	10.9	15.0	0.5	0.5	0.5	4.8	5.1	5.4	9.7	10.2	10.3	0.7	0.7	0.6	5.3	5.3	5.3
Ē	Dai Nippon Printing	JAPAN	2,705.00	820,276	19.8	18.9	25.5	0.6	0.6	0.6	8.5	8.0	7.8	23.1	20.5	19.5	0.8	0.8	0.7	2.4	2.4	2.4
Z	PRINTING AVERAGE		,	., .	12.7	11.9	15.4	0.5	0.5	0.5	6.0	6.0	6.0	12.9	12.4	11.9	0.9	0.8	0.8	3.4	3.4	3.4
2	PRINTING MEDIAN				12.8	10.9	15.0	0.5	0.5	0.5	4.8	5.1	5.4	9.7	10.2	10.3	0.8	0.8	0.7	2.7	2.7	2.7
۵	Roularta (combined)	BELGIUM	21.45	282	33.6	24.2	17.8	0.7	0.7	0.7	7.8	6.6	6.0	15.5	12.3	11.7	1.3	1.2	1.3	0.9	1.2	1.6
	% prem./(disc.) vs median				163.4	122.8	18.7	36.1	32.6	27.1	63.4	30.1	9.8	59.2	20.6	13.1	69.9	58.2	68.1	-64.9	-56.1	-38.5
	Source: Moradia Eastant																					





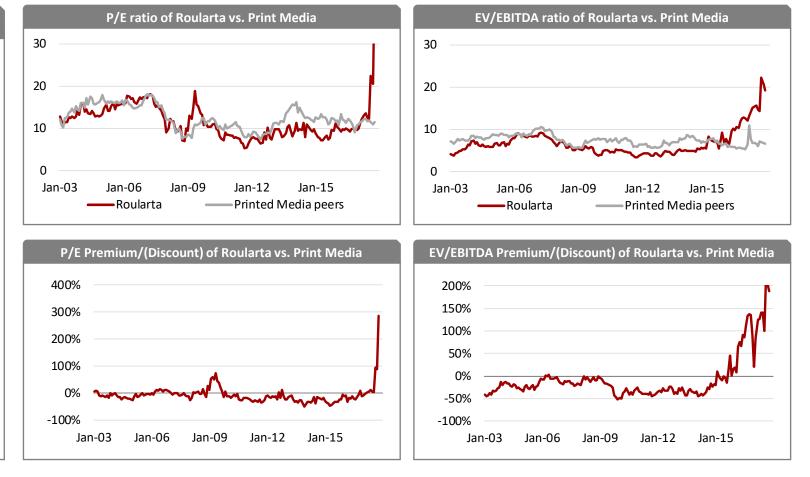
## P/E valuation relative to the sector

A rerating for the wrong reasons

#### Valuation

On 2017e consensus EPS estimates, Roularta shares trade at a P/E premium of 287% versus Print Media peers in Europe (from 89% in September). As a reminder, Roularta has announced the disposal of its stake in Medialaan, which means the company is now a Print media pure play compared to the past when TV broadcasting (through Medialaan) was the key value driver of the stock (in 2016, 73% of Roularta's EBIT and 80% of its EPS was generated by Medialaan). The rerating compared to the Print Media sector is driven entirely by the share price underperformance since August as well as the sharp cut in Roularta's earnings estimates.

The Print Media sector is currently valued at 11.5x P/E 12M forward and at 6.6x EV/EBITDA 12M forward, which compares to a LT average of 12.5x and 7.4x respectively. The historical valuation range for the sector is 7x-18x (P/E 12M forward) and 5x-11x (EV/EBITDA 12M forward).







## Fair value estimate

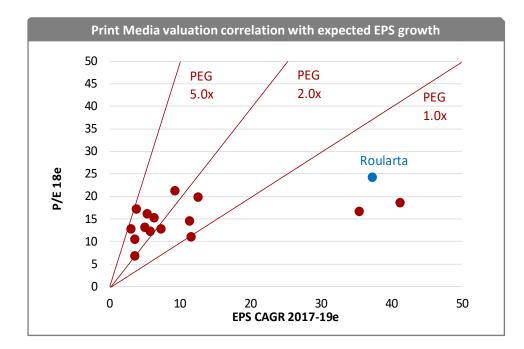
Reflecting the Medialaan disposal and Mediafin acquisition (to be closed in early 2018)

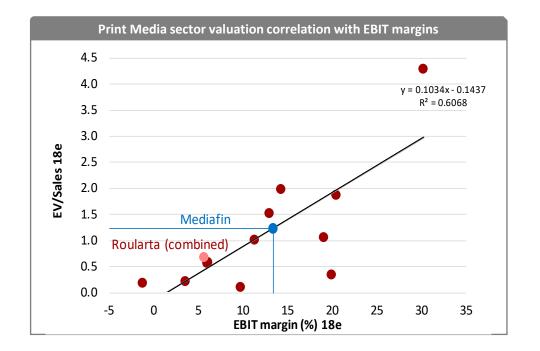
Roularta updated sum-of-the-parts										
<u>(</u> €m)	Ownership (%)	Adjusted EBIT 18e	Discount to peers	EV/EBIT multiple 18e	Net debt 17e	Value	Equity value/sh.	Value split	Value w/o discount	
Print media	100%	0.2	na	na		29.9	16.6	96%	29.9	
Group enterprise value						<u>29.9</u>			<u>29.9</u>	
<ul> <li>Net Financial Debt/(cash) (17e)</li> </ul>						172.9			172.9	
- Other liabilities (17e)						-6.0			-6.0	
+ NPV tax asset (balance sheet)						20.8			20.8	
+ Equity value of Mediafin stake	50%					49.7	3.8	22%	49.7	
+ Equity value of Bayard stake	50%	5.0	10.0	8.3	-5.3	23.4	1.8	10%	25.7	
= Estimated market value of equity						<u>290.6</u>			<u>292.9</u>	
Total share outstanding (m)						13.1			13.1	
Equity value per share						22.1			22.3	





### **Divisional valuation indicators**









### Sales growth expectations

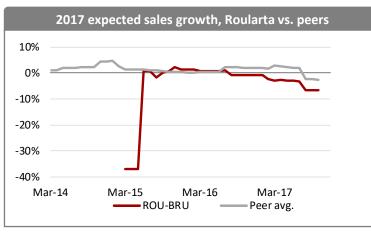
Impacted by cyclical and structural effects

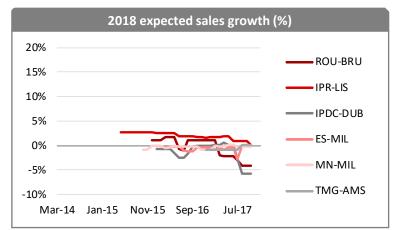
#### **Expected Sales Growth**

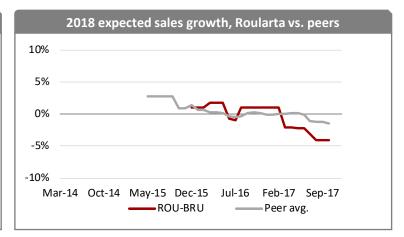
At the end of October, consensus kept its Print Media sector sales growth expectations for 2017 roughly unchanged at -2.8% (vs. -2.5% in September). Consensus sales expectations for Roularta in 2017 are also unchanged (-6.7%) following downgrades in previous months. With respect to 2018 sector sales growth expectations, consensus is lower at -1.5% (vs. -1.2% in September). Consensus sales expectations for Roularta in 2018 are unchanged (-4.1%). As a reminder the recently-announced disposal of Medialaan and acquisition of Mediafin have no impact on Roularta's consolidated sales as the stakes are equity-accounted JVs.

The sector is suffering from the structural impact of online media gaining market share over traditional Printed Media and TV in terms of advertising revenues. This is driven by changes in viewership, which is moving from the traditional media to online.













## EBITDA growth and margin expectations

Advertising revenue pressure hurting margins

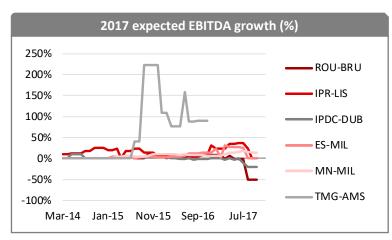
#### **EBITDA** expectations

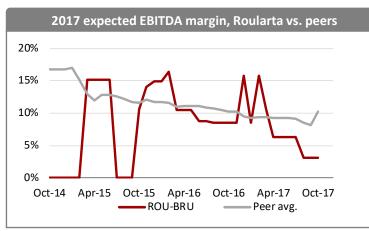
During the month of October, the expected annual EBITDA growth by the analyst community in 2017e for Roularta remains unchanged at -50%, while consensus expects -0.5% EBITDA growth in 2018e (unchanged). Margin expectations remain below the sector average for both years.

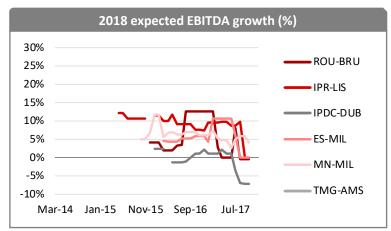
Note that consensus changes to EBIT or EBITDA at Roularta are not interpretable in a straightforward manner.

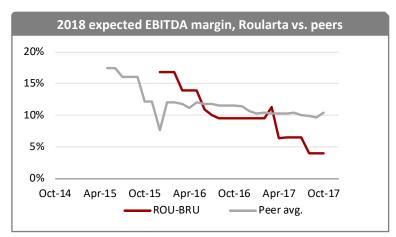
In Roularta's specific case, its reported EBITDA margin (as reflected by Factset consensus) is positively influenced by the IFRS 11 treatment of its 50% stake in Medialaan, whereby 50% of Medialaan's net profit is accounted for in Roularta's EBITDA and EBIT, but where its sales are not accounted for in its top-line, which inflates Roularta's EBITDA margins versus the Sector average. Merodis estimates exclude equity accounted results from the EBITDA and EBIT lines, but other analysts may treat these figures differently, or they may have recently changed their view on them.

The recently-announced transactions will impact IFRS EBITDA and EBIT as the Medialaan net contribution ( $\notin$ 17m net profit for 50% in 2016) will disappear while the Mediafin net contribution (estimated  $\notin$ 2m net profit for 50% in 2016) will be added.













## **Consensus payout expectations**

Expectations are stable, but the Medialaan/Mediafin swap could impact the dividend strategy

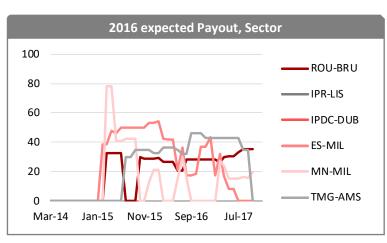
#### **Dividend payout**

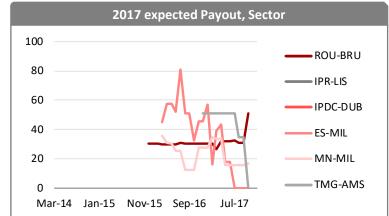
In 2016, Roularta paid a dividend of  $\pounds$ 0.50 per share, which represents a cash outlay of  $\pounds$ 6.2m and a payout ratio of 9.7% on the reported EPS (20% of the normalised EPS). The 2016 proposed dividend is flat, at  $\pounds$ 0.50, while we were forecasting  $\pounds$ 0.75 on higher expected results. The payout for 2016 is at 29%.

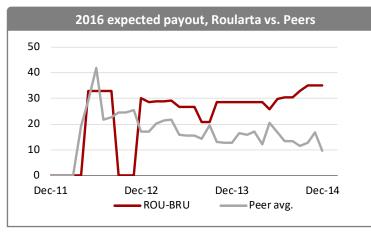
Roularta's targeted pay-out ratio is 30%, which is in line with its average payout ratio prior to the acquisition in France of c32% (2002-2006) and broadly in line with the Sector average.

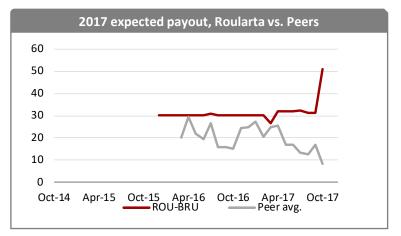
Consensus currently expects Roularta to pay out 35% of its earnings in 2017e (DPS of €0.23 vs MERe €0.20), which is unchanged from the previous month. The expected payout for 2018e has increased to 50% (vs. 31% in September), which is probably due to the EPS downgrade resulting from the recently-announced transactions and an unchanged DPS forecast by analysts at €0.25 (in line with MERe). The expected payout at Roularta exceeds that of its sector peers.

The Mediafin acquisition and the Medialaan disposal is likely to have a negative impact on Roularta's dividend outlay given the lower cash-generation potential of Mediafin vs. Medilaan. However, we feel comfortable with our forecast for the next two years of a  $\leq 2.5$ -3m dividend pay out by Roularta, ie. consuming Mediafin's historical dividend cash out (around  $\leq 2m$  expected for Roularta's stake with a 100% payout ratio).













### Leverage expectations

No issue post-transaction

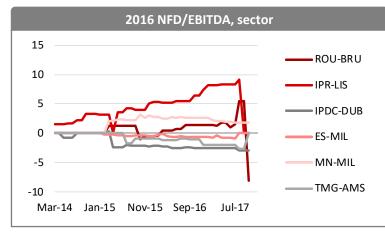
#### Net-debt-to-EBITDA

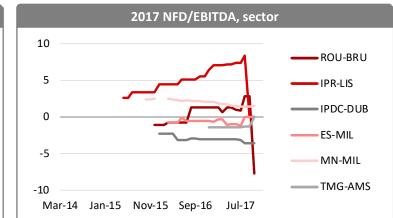
The level of expected financial leverage in the Media Sector was high in 2011 and 2012 and again in 2014 (where it exceeded 2.2x), but trended down since then to reach, on average, an aggregated net cash position which reflects stringent cost control. Roularta's ratio has exceeded 2x only during 2014 and is now expected to reach a net cash position of €173m following the recent transactions.

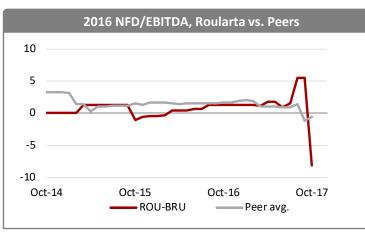
At the end of September, consensus expects Roularta's net-debt-to-EBITDA ratio at -8.1x for 2017e, reflecting a net cash position, (from a net-debt-to-EBITDA of 5.5x in September). As a reminder, Roularta's covenant threshold of 3.5x net debt over EBITDA is based on annual EBITDA including the company's share of Medialaan's and Bayard's net profit. Based on this definition, the company reported a ratio of 1.1x in 1H17 despite the depressed consolidated EBITDA.

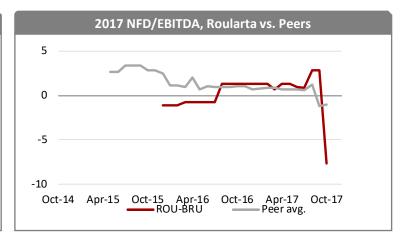
For 2018e, the analyst community expects Roularta's Net-Debt-to-EBITDA ratio to drop to reach -7.7x (from +2.8x in September), which compares to a ratio of -1.0x for the sector.

We expect Roularta to report a net debt down to  $\notin 17m$  by 2019e (excluding the  $\notin 217.5m$  net cash proceeds from the recentlyannounced transactions), compared to a reported net debt position of  $\notin 57m$  at the end of 2016.





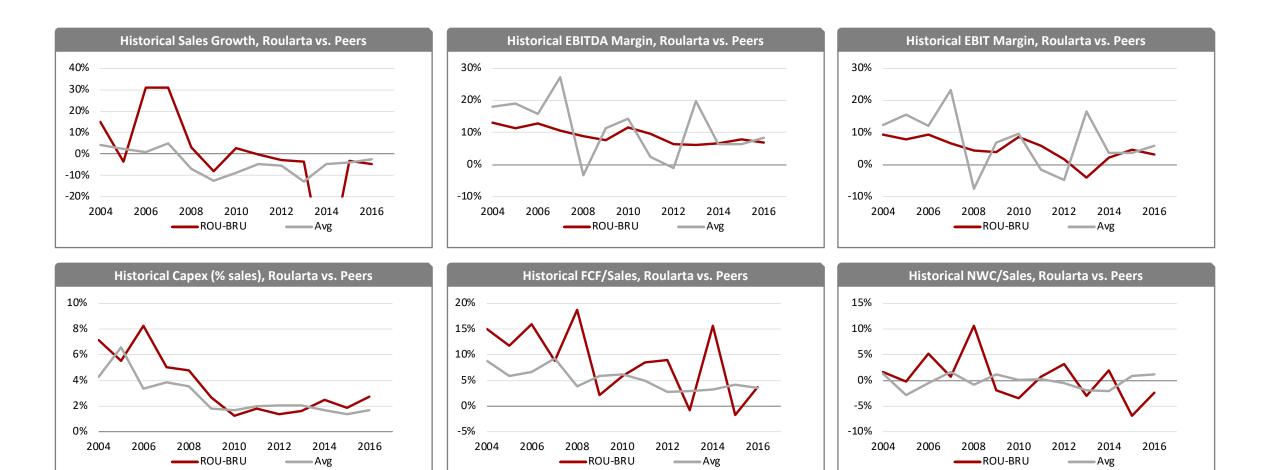








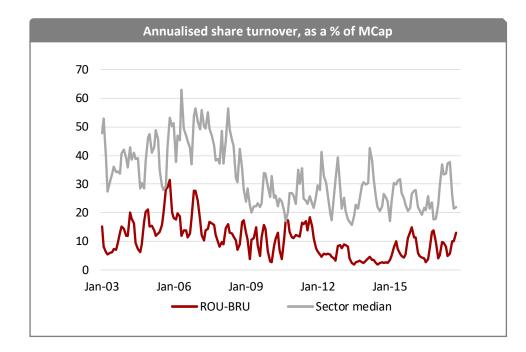
# Historical P&L, CF and Balance Sheet Performance

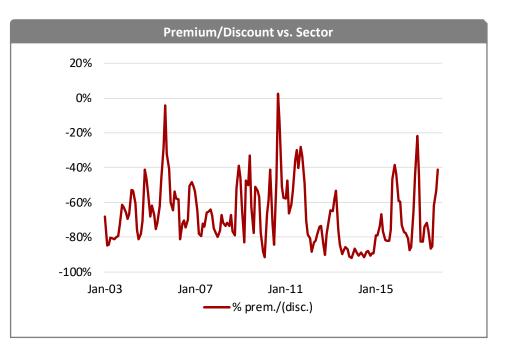






### Share liquidity Well-below peers









Merodis Equity Research

### Financial tear sheet

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Enterprise Value (€m): 219 Market Cap. (€m): 282	Consolidated P&L (Em) Sales EBITDA EBIT Pretax profit Net profit Combined P&L (Em) Sales EBITDA EBIT Pretax profit Net profit Net profit	(%) A (%) ales (%)	Dividend Payout (%) Valuation Market Capitalisation (€m) + Net Financial Debt (€) + Restated Min. + others (€m) - Associates & Iun (€m) Exterrise Value (€m) Assoc. NFD (gr. share) (€m) EV/EBITDA (x) EV/EBITDA (x) EV/EBITDA (x) EV/EBITDA (x) EV/EDIT (x) EV/EV/EV/EV/EV/EV/EV/EV/EV/EV/EV/EV/EV/E	D, ex-treas.) y data, Merodis Equi



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