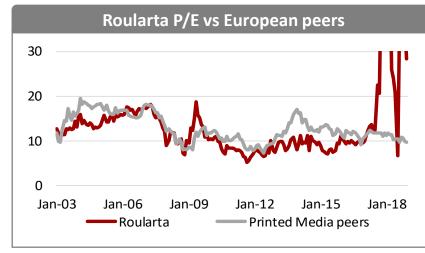
Roularta Media Group

BELGIUM Bloomberg: ROU:BB Reuters: RLRT.BR





€m	2015	2016	2017	2018	2019e	2020e	2021e
Sales	291.9	278.6	258.3	278.4	301.9	296.7	292.5
EBIT	12.3	6.7	-13.0	-63.7	-1.8	5.7	6.2
Net profit	64.4	21.5	-10.9	79.9	4.1	11.1	11.2
EPS (€)	4.92	1.65	-0.84	6.14	0.32	0.85	0.86
DPS (€)	0.50	0.50	0.00	5.50	0.50	0.50	0.55
P/E (x)	3.2	14.7	na	3.2	44.6	16.7	16.5
Yield (%)	3.2	2.1	0.0	28.0	3.5	3.5	3.9
Adj. EV/EBIT (x)	9.6	32.7	na	na	na	5.5	3.7

Market review and peer benchmarking

6 May 2019

Key monthly insights

Key takeaways from the 2018 annual report

Roularta published its 2018 annual report which did not contain any major news, but it did provide comfort on many levels including: (1) confirmation that the acquisition price for the Sanoma women magazines was particularly attractive (\leq 23.8m for a contribution to Roularta over 2H18 of \leq 31m in sales and \leq 8.8m in net profit), (2) strong underlying performance of Mediafin, also acquired in 2018, delivering sales growth of 3%, an EBITDA margin of 20% and providing Roularta with \leq 3.4m in dividends, (3) close to all-time-high gross margins of 77.8% (77.9% was reached in 2010) driven mainly by Media Brands (Roularta's activities excluding the printing activities), (4) indications of a 4% one-off printing cost reduction in 2019 from the termination of the lease contract and (5) confirmation of the improving business mix, moving increasing away from declining and volatile print advertising revenue (to 46% of group sales from 52% in 2017) towards more stable revenues derived from subscriptions sales (30% from 23%).

Introducing our all-new 2021 forecasts

Based on the above-mentioned information as well as additional information contained in the annual report (more detailed sales breakdown and segment reporting), we have finetuned our financial model and added 2021 earnings forecasts. To begin with, we have revised up our 2019e and 2020e EPS forecasts to reflect more a more robust sales mix going forward with a corollary impact on margins, particularly regarding gross margins which are bound to improve further given the changing business mix. Lower start-up losses from Storesquare have also been factored in. Regarding 2021e, we expect ongoing sales weakness, with a decline of 1.4% and an EBITDA margin improvement to 6.4% from 2.9% reported in 2018. All-in-all, we expect EPS CAGR 2019-21e of 64%, reflecting an improving business mix and a cost base under control despite ongoing top-line pressure.

Valuation assessment

The market currently values Roularta at an enterprise value (EV) of ≤ 39 m, which includes a market cap of ≤ 187 m, the value of restated minorities of ≤ 7 m, ≤ 81 m of net cash in 2019e as well as the estimated value of ≤ 67.7 m for its 50% stakes in Mediafin and Bayard. Our fair equity value estimate is at ≤ 19.9 /share (from ≤ 19.5). We value the core Print Media activity at an EV of ≤ 99 m including the Sanoma magazines, assuming an unchanged equity value of ≤ 0 for Roularta's existing print business. We believe this business has value, given, among others, Roularta's leading market positions in free newspapers and in (news and business) magazines as well as it state-of-the-are printing facilities, which highlights a clear re-rating potential.

Source: Merodis Equity Research, Factset Pricing date: 30/4/2019

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

Merodis

Arnaud W. Goossens ago@merodis.com



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

- Tuesday, 21 May 2019: AGM
- Friday, 14 August: 1H19 results (8.15AM CET; Analyst meeting at 1PM)

Access 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
- <u>"March 2019 market review" (monthly dashboard), 8 April 2019</u>





Company profile

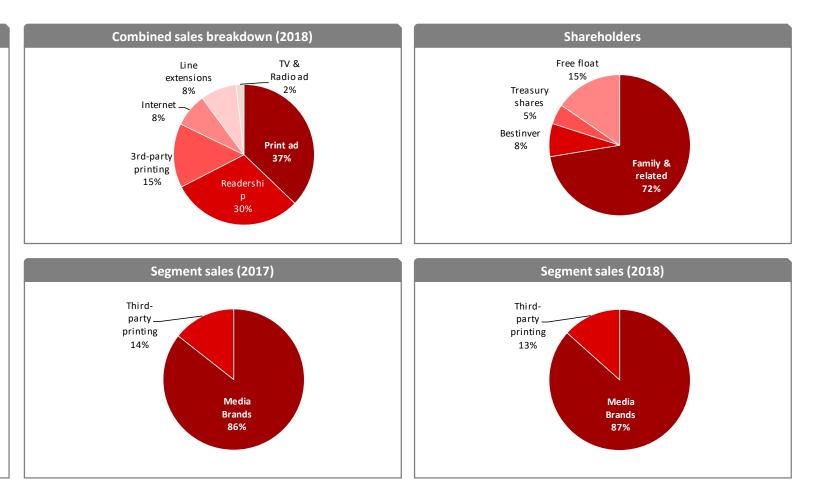
A domestic leader in high-quality print media



Roularta is Belgium's leading media company offering

- (1) local weekly free newspapers in Flanders (Deze Week, De Zondag, Steps),
- (2) nationwide weekly news, business and women magazines (Knack, Le Vif L'Express, Trends, Trends Tendance, Libelle/Femme d'Aujourd'hui and Flair and Feeling/Gael),
- (3) internet platforms (Storesquare, Digilocal, Proxistore, own content websites) and
- (4) a 50% JV stake in Mediafin, Belgium's leading daily business newspapers (De Tijd and L'Echo).

Combined group sales are almost entirely generated in Belgium through (1) Print Media Advertising (40% of group in 2017, ie. excluding the Sanoma acquisition), (2) Readers Market (subscriptions and newsstand sales) (28%), (3) Third-Party Printing (14%), (4) Internet advertising and related (10%) and (5) other sources of revenues (inc. Line Extensions) (8%). Roularta's consolidated accounts include the full contribution of its Print Media activity (advertising and readers market ex-Bayard, internet activity, line extensions and third-party printing). The 50% stakes in Mediafin and Bayard are equity-accounted. The company acquired the women magazines in an asset deal with Sanoma (June 2018), with sales in the region of \notin 70m for a consideration of \notin 25m. The company recently restated its business segmentation to include two activities: Media Brands (86% of group sales in 1H18) and Printing Services (14%).

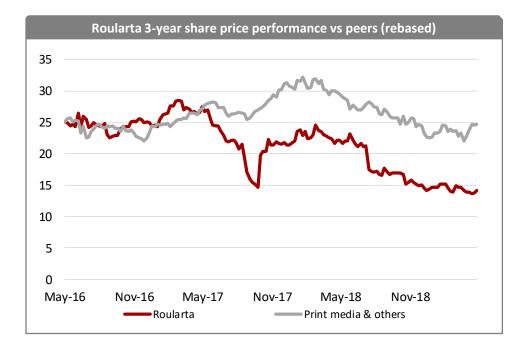


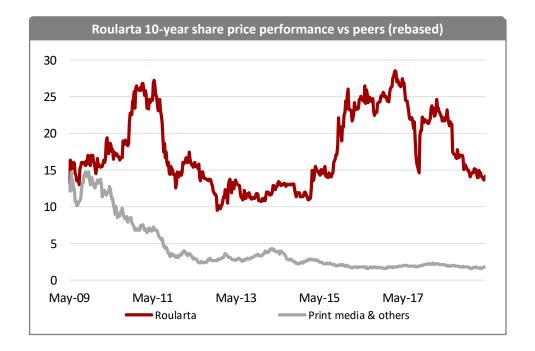




Share price performance

Under pressure since 1Q17, with transformational deals and strong 2H18 to the rescue









Analyst Recommendations, Earnings Expectations

Consensus remains volatile, but improving in the past months

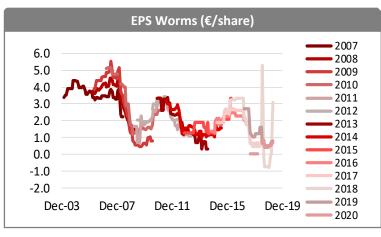
Consensus view

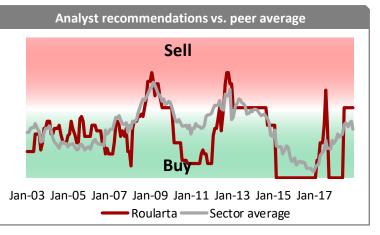
2019 consensus EPS estimates for Roularta were revised up a further 10% after the FY18 results announcement in early March (+34% since the announcement), but still reflecting persistent top line weakness albeit with improving gross margins and lower start-up losses within the digital activities, as well as the full-year effects of the end of Econocom's leasing contract (end-2018) and the repayment of the €100m bond (also end-2018).

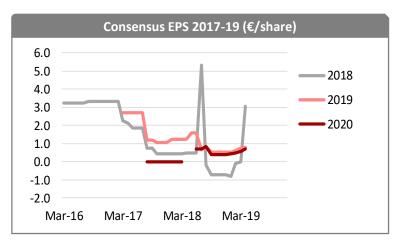
Consensus currently expects 2020e earnings of €0.69 (up 22% m-o-m) vs. our new forecast of €0.85. We introduce our new 2021e EPS forecast of €0.86, showing limited growth y-o-y which masks 4.5% EBITDA growth.

Roularta's share price was up 0.7% in April, underperforming the broader market (vs. +3.2% for the Euro Stoxx 600) The stock underperformed Print Media peers (+10% m-o-m) as well as the Belgian SMCs (+2.8%). The share's 12 months low was \leq 13.5 (close on 20 February 2019), while its high during the year was \leq 23.2 (29 May 2018).

Two brokers cover the stock, Degroof Petercam and KBC Securities (Hold recommendation). Kepler Chevreux, which initiated coverage in September 2019, is no longer listed on Factset as actively covering the stock.







Merodis Equity R	esearch estimate	s (MERe) vs. co	onsensus (%)
	<u>2018</u>	<u>2019e</u>	<u>2020e</u>
Sales	0.4	-0.1	2.0
EBITDA	-3.9	-36.0	24.1
EBIT	-0.2	na	5 <i>,</i> 560.3
EPS	99.4	-60.7	23.5
DPS	0.0	na	na
Net cash	na	70.3	101.4





Sector benchmarking and valuation analysis

Benchmarking Print Media peers and listed Printing companies

Sector financial benchmarking

		Freefloat	Liquidity	Depr/	Capex/	N	d/ebitda		EBITD	A margin (%	%)	EBIT	margin (%)		Net	margin (%)			ROE (%)		2019-21e CAGR (%)				
	Company	(%) 2019 (daily,€m)	EBITDA	Sales	2019e	2020e	2021e	2019e	2020e	2021e	2019e	2020e	2021e	2019e	2020e	2021e	2019e	2020e	2021e	EPS	EBITDA	Sales		
	Impresa	36	0.15	1	2%	7.4	7.2		12.7	12.9	I	9.5	9.7	1	4.2	4.6		5.7	6.0						
	Solocal	93	1.53	12%	7%	3.0	2.4	2.2	25.1	27.8	28.4	13.2	17.2	19.6	5.4	9.2	9.1					7.6	1.2		
₫	Gruppo Editoriale	28	0.21	36%	2%	2.2	2.0	1.4	7.4	7.5	7.7	4.1	4.2	4.1	1.7	2.0	2.1	2.2	2.6	2.6	11.1	-1.1	-3.0		
2	Mondadori	46	0.63	33%	1%	0.9	0.6	0.2	10.2	10.6	11.0	7.5	8.0	8.0	3.9	4.4	4.3	21.3	19.3	17.1	3.3	2.5	-1.3		
π	RCS	12	0.97	27%	2%	0.8	0.9		16.6	16.7		13.1	13.2		8.7	7.7		23.5	20.9						
Σ	Vocento	53	0.07	48%	2%	0.5	0.0	-0.4	11.2	11.2	11.5	7.0	7.1	7.3	3.1	3.5	3.8				15.0	0.6	-0.8		
H.	Sanoma	37	0.68	-383%	3%	1.5	1.1	0.8	25.9	25.8	25.8	14.6	14.4	14.4	10.3	9.9	9.9	20.9	19.7	18.5	1.4	1.1	1.2		
Z	Connect	99	0.14	55%	1%	1.7	1.5	1.2	2.9	3.1	3.3	2.1	2.3	2.5	1.4	1.6	1.8				8.2	3.6	-3.2		
2	Tarsus	76	0.19	24%	1%	1.5	1.8	1.0	36.6	32.8	37.5	34.7	28.8	35.1	25.3	21.5	25.7	31.3	19.9	26.4	3.3	4.7	3.5		
•	Wilmington	98	0.13	32%	2%	1.5	1.1	0.6	19.8	20.3	21.0	17.7	18.3	18.8	7.4	8.2	3.1				9.6	7.6	4.4		
	Independent News	97	0.05	29%	1%				13.3																
	Axel Springer	45	8.53	30%	6%	1.5	1.1	1.0	22.7	24.1	25.1	16.0	17.2	17.4	8.5	9.3	9.7	12.1	13.2	14.3	9.7	8.7	3.4		
	PRINT MEDIA AVERAGE	60	1.11	-5%	3%	2.0	1.8	0.9	17.0	17.5	19.0	12.7	12.8	14.1	7.3	7.5	7.7	16.7	14.5	15.8	7.7	3.9	0.6		
	PRINT MEDIA MEDIAN	50	0.20	30%	2%	1.5	1.1	1.0	14.9	16.7	21.0	13.1	13.2	14.4	5.4	7.7	4.3	20.9	19.3	17.1	8.9	3.6	1.2		
	Roularta (consolidated)	15	0.03	1126%	6%	-11.7	-7.9	-4.9	2.9	3.4	6.1	-0.2	-0.6	1.9	28.7	1.4	3.7	37.6	1.9	5.2	0.0	0.0	0.0		
	% prem./(disc.) vs mediar	n -70	-86.6	3619.1	205.6	-879.2	-792.2	-617.4	-80.4	-79.6	-71.1	-101.4	-104.5	-86.7	429.8	-82.2	-13.3	79.7	-90.1	-69.3	-100.0	-100.0	-100.0		

Source: Merodis, Factset

Sector valuation

			Price	MCap		P/E		E	EV/Sales		E	/EBITDA			EV/EBIT			P/B		DYield			
Company		Country	(local) (local m)	2019e	2020e	2021e	2019e	2020e	2021e	2019e	2020e	2021e	2019e	2020e	2021e	2019e	2020e	2021e	2019e	2020e	2021e	
Impresa		PORTUGAL	0.25	42	5.5	5.0		1.2	1.2		9.2	8.9	1	12.3	11.9		0.3	0.3		0.0	0.0		
Solocal		FRANCE	0.95	553	13.2	10.1	9.5	1.7	1.6	1.5	6.7	5.7	5.3	12.7	9.2	7.7				0.0	0.0	0.0	
🥑 Gruppo Ec	ditoriale	ITALY	0.34	167	15.0	12.5	12.1	0.4	0.4	0.4	6.0	5.9	5.3	10.7	10.4	10.0	0.3	0.3	0.3	0.0	0.0	0.0	
🕇 Mondado	ori	ITALY	1.71	444	11.7	10.9	11.0	0.6	0.6	0.6	5.9	5.5	5.0	8.0	7.3	6.8	2.3	2.0	1.8	1.8	2.0	3.0	
RCS		ITALY	1.29	669	10.2	9.9		0.8	0.9		5.1	5.1		6.4	6.5		2.2	1.9		4.6	4.6		
Vocento		SPAIN	1.42	172	16.1	13.9	12.2	0.5	0.5	0.4	4.6	4.2	3.7	7.4	6.7	5.8				0.0	0.0	0.0	
⊨ Sanoma		FINLAND	9.09	1,477	11.2	11.0	10.9	1.6	1.4	1.4	6.0	5.5	5.2	10.7	9.9	9.4	2.2	2.1	2.0	5.3	5.8	6.1	
Z Connect		UNITED KINGDOM	0.39	95	4.7	4.4	4.0	0.1	0.1	0.1	4.0	3.7	3.3	5.4	4.9	4.4				2.6	2.7	2.8	
🞽 Tarsus		UNITED KINGDOM	3.15	385	11.3	15.8	10.6	3.3	3.8	2.9	8.9	11.5	7.7	9.4	13.1	8.3	3.3	3.0	2.6	3.8	4.0	4.3	
Wilmingto	on	UNITED KINGDOM	2.00	175	11.2	10.6	9.4	1.7	1.6	1.4	8.6	7.9	6.8	9.7	8.7	7.6				4.5	4.7	4.8	
Independe	ent News	IRELAND	0.10	143	9.4																		
Axel Sprin	nger	GERMANY	50.50	5,449	18.3	16.4	15.2	2.0	1.9	1.8	8.8	7.8	7.2	12.5	10.9	10.3	2.2	2.2	2.2	4.3	4.5	4.8	
PRINT ME	DIA AVERAGE				11.5	10.9	10.5	1.3	1.3	1.2	6.7	6.5	5.5	9.6	9.1	7.8	1.8	1.7	1.8	2.5	2.6	2.9	
PRINT ME	DIA MEDIAN				11.3	10.9	10.9	1.2	1.2	1.4	6.0	5.7	5.3	9.7	9.2	7.7	2.2	2.0	2.0	2.6	2.7	3.0	
Roularta (consolidated)	BELGIUM	14.20	187	2.3	44.6	16.7	0.4	0.1	0.1	12.2	3.8	1.7	-1.6	-21.7	5.5	0.8	0.9	0.9	38.7	3.5	3.5	
% prem./((disc.) vs median				-79.4	309.9	52.5	-69.5	-88.8	-92.2	101.8	-33.2	-67.4	-116.1	-335.5	-28.8	-62.2	-54.7	-55.6	1,391.2	31.2	17.2	





P/E valuation relative to the sector

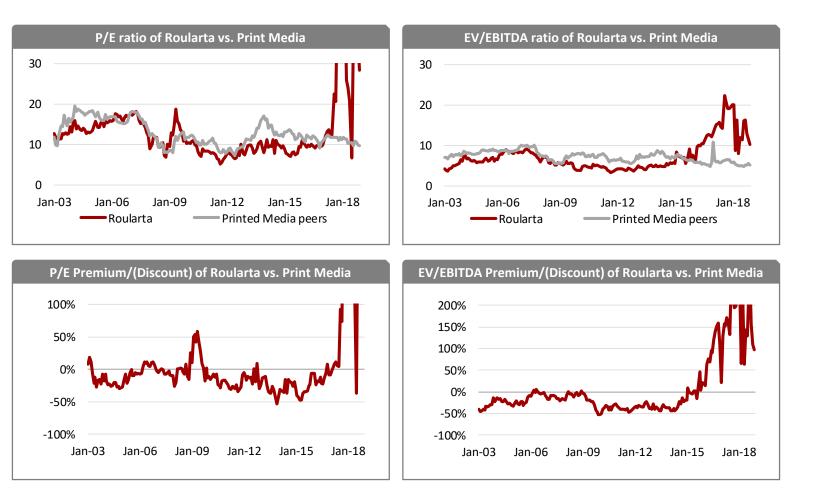
A recent re-rating driven by an accounting impact and major digital investments which hurt profitability

Valuation

On consensus EPS estimates, Roularta shares trade at a P/E 12M forward of 18.4x, a 60% premium versus Print Media peers in Europe (from a 90% premium in March). Importantly, the volatility is due to the inclusion, within consensus, of the capital gain on the disposal of the Medialaan stake which has been largely offset by the value impairment of the magazine titles. In addition, profitability at Roularta is still expected to be negatively impacted by start-up losses in the digital ventures as well as weak market conditions in the ad space for Roularta's core activity.

As a reminder, Roularta has disposed of its stake in Medialaan, which means Roularta is now a Print Media pure play compared to the past when TV broadcasting (through Medialaan) was the main profit contributor and 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 performance since October 2017 as well as the sharp cut in Roularta's earnings estimates due to launching costs in digital initiatives such as Storesquare.

The Print Media sector is currently valued at 11.4x P/E 12M forward (vs. 10.6x previously, ie. a slight re-rating m-o-m) and at 5.9x EV/EBITDA 12M forward (vs. 5.4x previously), which compares to a LT average of 12.7x and 7.2x respectively. The historical valuation range for the sector is 7.3x-19.4x (P/E 12M forward) and 4.7x-10.9x (EV/EBITDA 12M forward), which suggest that the sector remains at the low-end of its historical range.







Fair value estimate

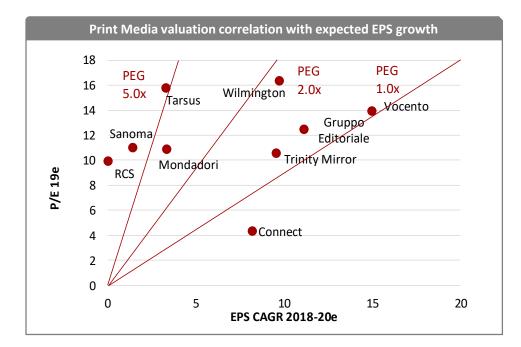
Reflecting the Medialaan disposal, the Mediafin acquisition, and, since July 2018, the Sanoma acquisition

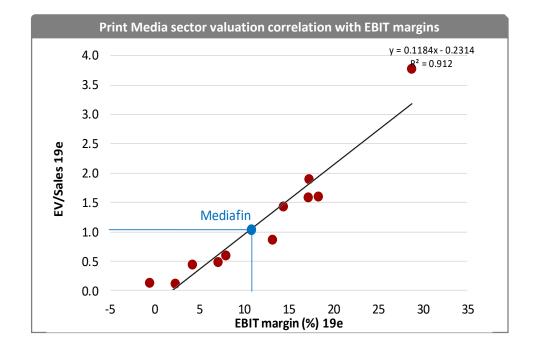
Ownership Adjusted Discount to EV/EBIT Net debt Equity Value Value w/														
€m)	(%)	EBIT 19e		multiple 19e	18	Value	value/sh.	split	discoun					
Print media	100%	-0.5	na	na		98.8	14.7	74%	98.8					
Group enterprise value						<u>98.8</u>			<u>98.</u>					
+ Net Fin. cash (2018)						95.7			95.					
- Other liabilities (2018)						-7.1			-7.2					
+ NPV tax asset (balance sheet)						5.8			5.8					
+ Equity value of Mediafin stake	50%					45.2	3.4	17%	45.2					
+ Equity value of Bayard stake	50%	4.6	10.0	8.7	-5.1	22.5	1.7	9%	24.7					
Estimated market value of equity						<u>260.9</u>			<u>263.</u> 2					
Total share outstanding (m)						13.1			13.1					





Valuation indicators









Sales growth expectations

Impacted by cyclical and structural effects

Expected Sales Growth

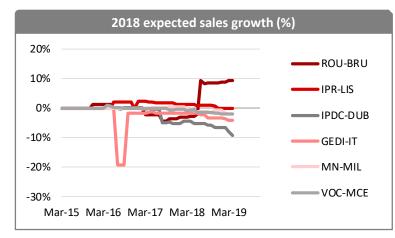
At the end of April, consensus expectations for 2019 Print Media sector sales growth remained flat m-o-m at -3.5%.

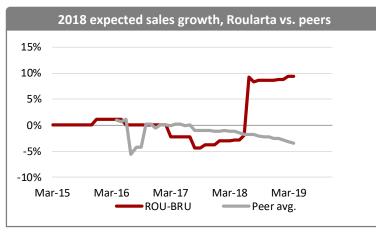
Consensus sales expectations for Roularta in 2019 remained stable m-o-m at +9.4% (vs. MERe +8.4%) with the follow-on impact of the Sanoma women magazine acquisitions which is consolidated since mid-2018, with the full-year impact expected in 2019.

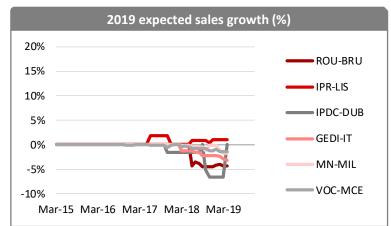
Sector sales are expected to decline by 1.3% in 2020, with consensus expecting sales at Roularta to drop by 4.3% (vs. MERe -1.7%).

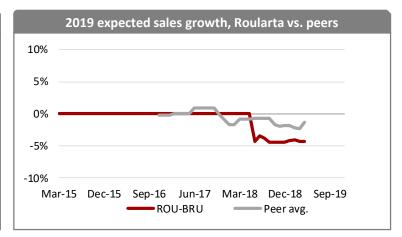
As a reminder the announced disposal of Medialaan and acquisition of Mediafin have no impact on Roularta's consolidated sales as both stakes are equity-accounted JVs.

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

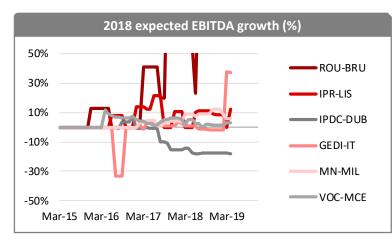
Advertising revenue pressure hurting margins, but cost cutting to positively impact 2019e

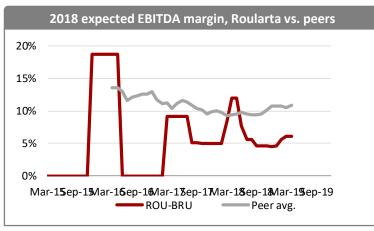
EBITDA expectations

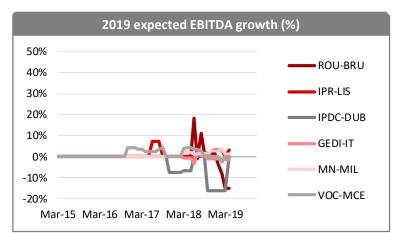
During the month of April, the expected annual EBITDA growth at Roularta by consensus in 2019e remains high, at +66%, compared to the peer average of 8.1% (from -7.2% expected previously). Margin expectations remain below the peer average for 2018 and 2019, albeit with an improving trend.

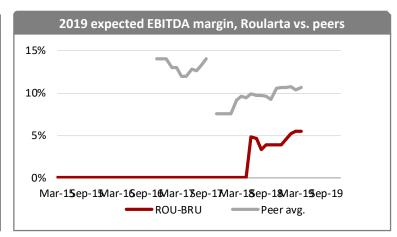
Note that consensus changes to EBIT or EBITDA at Roularta are not interpretable in a straightforward manner. In Roularta's case, its reported EBITDA margin (as reflected by Factset consensus) is positively influenced by the IFRS 11 treatment of its 50% stake in Bayard (and Mediafin, from March 2018), whereby 50% of Bayard's net profit is accounted for in Roularta's EBITDA and EBIT, but where its sales are not accounted for in its top-line. 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 recent transactions will impact IFRS EBITDA and EBIT as the Mediafin net contribution is added as from March 2018. Sanoma's contribution is included in the consolidation scope from July 2018, as reflected in our forecasts.













Consensus payout expectations

Margin pressure and the Medialaan/Mediafin swap may impact the dividend strategy

Dividend payout

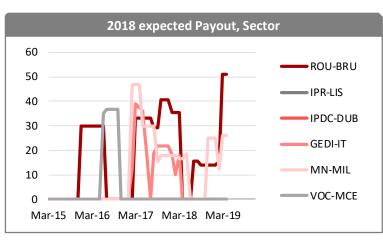
Roularta announced on 1 March 2019 that an ordinary dividend of $\notin 0.5$ /share will be paid out on 2018 earnings, which compared to our previous forecast of no dividend. The amount is in line with the historical average dividend of $\notin 0.55$ /share in years when a dividend was paid (13 years over the past 19 since the IPO).

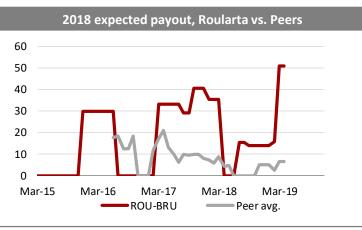
This come in addition to the already-announced \leq 5/share interim dividend (\leq 63m pay out) which was paid out on 19 July 2018. The purpose of the interim dividend was to remunerate shareholders for the \leq 145m capital gain on the Medialaan disposal which was closed in February 2018.

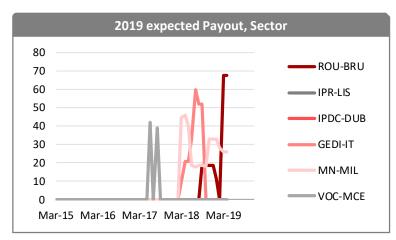
Roularta's targeted pay-out ratio is 30%, which is in line with its average payout ratio prior to the acquisition in France of c32% (2002-2006) and broadly in line with the Sector average.

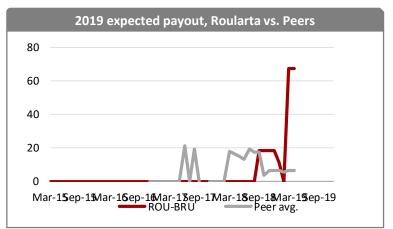
Consensus expects Roularta to pay out a dividend of ≤ 0.50 /share in 2019e (in line with MERe), with an expected payout of 62% (vs. 25% previously expected).

The Mediafin acquisition and the Medialaan disposal are likely to have a negative impact on Roularta's (ordinary) dividend payment profile given the lower cash-generation potential of Mediafin vs. Medialaan. We believe, however, that a 0.50/share dividend in the next years is sustainable given Roularta's 95m net cash position following the Medialaan disposal.













Leverage expectations

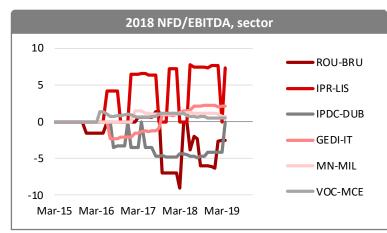
No longer an issue post-transactions

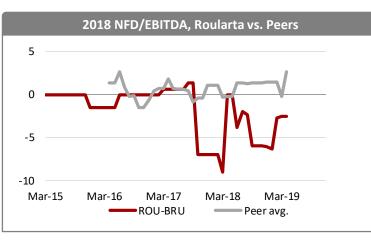
Net-debt-to-EBITDA

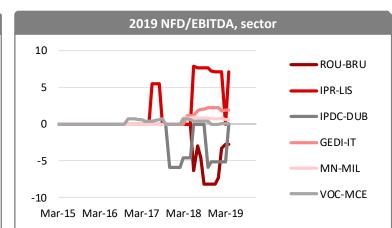
The level of expected financial leverage in the Media Sector was high in 2011 and 2012 and again in 2014 (where it exceeded 2.2x Net debt over EBITDA), but trended down since then, before moving back up with, on average, a ratio of 2x. Roularta's ratio has exceeded 2x only during 2014 but has now reached a net cash position of €95m following the recent transactions (including the special €5/share dividend payout to shareholders and the Sanoma acquisition).

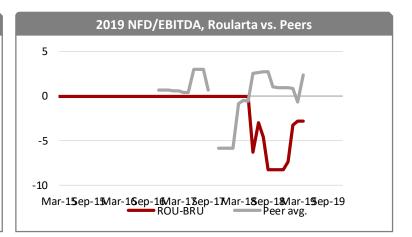
As a reminder, Roularta's covenant threshold of 3.5x net debt over EBITDA is based on annual EBITDA including the company's share of Mediafin's and Bayard's net profit. Based on this definition, the company reported a ratio of 1.5x in 2017 despite the depressed consolidated EBITDA.

Going forward, this has become a non-issue given Roularta's reported net cash position compared to a reported net debt position of €63m at the end of 2017.





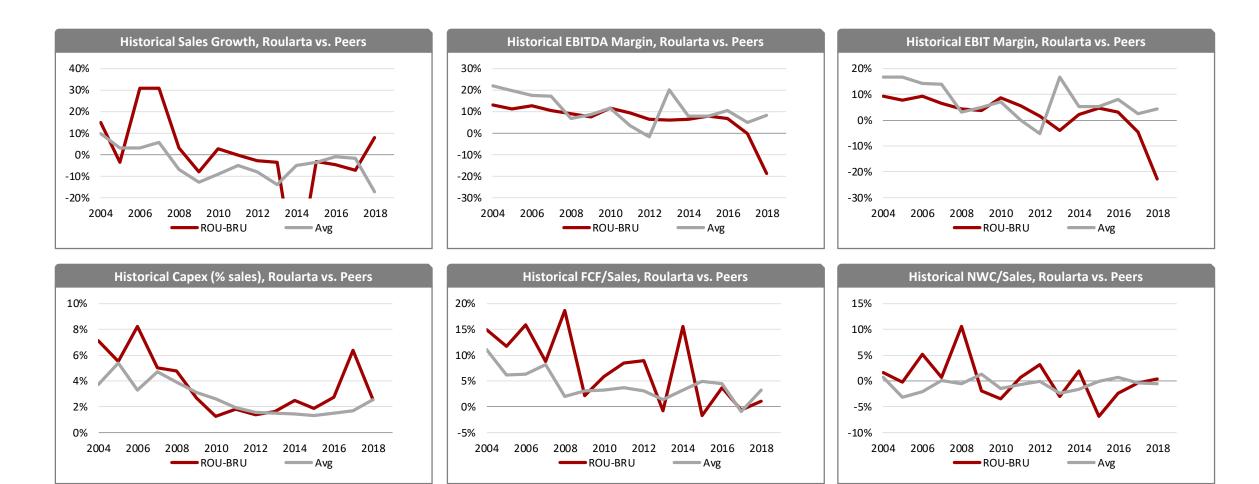








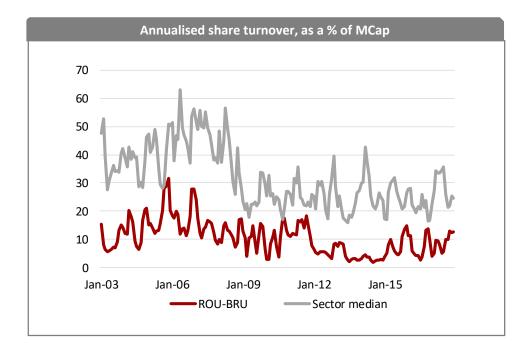
Historical P&L, CF and Balance Sheet Performance

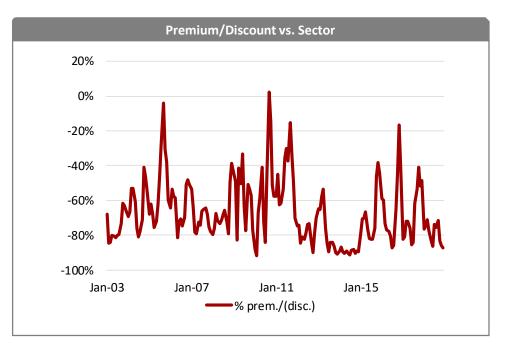






Share liquidity Well-below peers









Financial summary

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Enterprise Value (€m): 39 Market Cap. (€m): 187 Free-float MCan (€m): 28	Consolidated P&L (€m)	Sales EBITDA	EBIT	rieda profit Net profit	Cash Flow (€m) Adj. EBITDA	WCR	arus op cr Capex	FCF Net disn //acg.)	Dividends paid	Equity issue Others	Net Debt (incr.)/decr. Balance Sheet (£m)	WC Canital Employed	depication of the sets	Cash & Equivalent Gross Deht	Equity	Growth (%) Sales	EBITDA EDIT	Net profit	FCF	Capital Employed Capital Employed	Financial Ratios	Gross margin (%) EBITDA margin (%)	EBIT margin (%)	Net margın (%) Opex/Sales (%)	Depreciation/Sales (%)	Deprediation/control (%) Tax rate (%)	Capex/Sales (%) FCF/Sales (%)	WCR/Sales (%)	w.c/sales (%) Capital Employed/Sales (%)	Gearing (%) Net Debt/FBITDA (x)	ROCE post-tax (%)	ROE (%) Dividend Payout (%)	Valuation Varket Capitalisation (£m)		+ Kestated Min. + others (€m) - Associates & Inv. (€m)	= Enterprise Value (€m) Assoc. NFD (gr. share) (€m)	EV/Sales (x) EV/FRITDA (x)	EV/EBIT (x)	EV/Capital Employed (x)	P/E (X) P/BVPS (x)	FCF yield (%) Per share data	# of shares # of avø sh. (FD. ex-treas.)	Share price	EPS EPS FD	BVPS DPS	Source: Company data, Merodis Equ				1	6





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