Q12022 INTERIM REPORT JANUARY-MARCH 2022

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CLOSING THE PANDEMIC CHAPTER :

INCURRED SIGNIFICANT FINANCIAL LOSSES

- RECOVERED MEMBER BASE AND IMPROVED MEMBER SATISFACTION
- OPERATIONAL LEARNINGS AND IMPROVEMENTS
- A DIGITAL LEAP, SUPPORTING AND SUPPLEMENTING THE PHYSICAL CLUB EXPERIENCE
- **35 NEW CLUBS IN THE NETWORK**

LOOKING AHEAD, WITH AMBITIOUS PLANS FOR THE FUTURE:

- ACCELERATING GROWTH:
- NEW CLUBS
- STRENGTHENING MEMBER BASE IN EXISTING CLUBS
- YIELD IMPROVEMENTS
- INCREASING REVENUE FROM ADDITIONAL SERVICES, INCL. PT, TREATMENTS AND RETAIL
- CONTINUING THE DIGITAL JOURNEY, INCLUDING BUILDING THE MENTRA BY SATS UNIVERSE
- CONTINUING FOCUS ON HELPING OUR MEMBERS TO SUCCEED WITH THEIR TRAINING, MAKING PEOPLE HEALTHIER AND HAPPIER

Q1 2022 SUMMARY



RESTRICTIONS CONTINUING HALFWAY THROUGH THE QUARTER

NORWAY

- Currently all of the 115 clubs are open and operating without restrictions
- Group training was closed until mid-January, but opened with maximum 20 participants until early February, when all restrictions were removed

DENMARK

- Currently all of the 30 clubs are open and operating without restrictions
- Corona pass requirement was removed in early February

SWEDEN

- Currently all of the 90 clubs are open and operating without restrictions
- Imposed capacity restrictions for group training until early February

FINLAND

- Currently all of the 32 clubs are open and operating without restrictions
- The 24 clubs in Helsinki were closed until January 31st
- The three clubs in Tampere and five clubs in Turku were closed until January 8th and 11th

STRONG MEMBER GROWTH IN THE QUARTER DESPITE CONTINUED RESTRICTIONS





VISIT LEVELS WELL ABOVE PRE-PANDEMIC LEVELS IN FEBRUARY AND MARCH

VISITS PER ACTIVE MEMBER



- The visit level in January was negatively impacted by covid restrictions, including imposed club closures in Finland
- When restrictions were removed in February and society opened up, visits per paying member grew significantly
- Somewhat lower than normal visits to group training classes, but this improved throughout the quarter

MULTIPLE DRIVERS FUELLING ACCELERATED GROWTH RATE GOING FORWARD



- Strong position coming out of covid in a growing market
- Member growth to be accelerated through:
 - Digital tools improving capacity in existing clubs with high marginal contribution from additional members
 - Increased growth of new clubs (organic and in-organic)
- Moving into a hybrid future combining physical and digital training products

WHY MENTRA BY SATS

- Maturing and growing market for digital training, accelerated by covid-19
- Successful and inspiring track record from international players within digital home training
- Potential to target people less likely to become SATS members, e.g.: those saying they don't have time to workout or people that are not comfortable going to the gym
- Easily scalable for expansion into new markets
- SATS to offer a training product for all relevant arenas, including at the club, at home and outdoor
- Extending our vision of «Making people healthier and happier» beyond our physical clubs:







ACCELERATING REGISTRATION OF NEW MENTRA BY SATS USERS





MENTRA BY SATS SERVING AS THE NEW DIGITAL OFFERING FOR SATS MEMBERS





- Replacing SATS Online Training product with Mentra by SATS and significantly improving the user experience
- From April, Mentra by SATS is available in all four Nordic markets, with the entire digital offering
- Rflex will also soon be available for purchase in Finland and Denmark

FINANCIAL CAPACITY TO FURTHER INCREASE GROWTH IN A FRAGMENTED MARKET

ADDITIONAL FUNDING ENABLES FURTHER CLUB GROWTH

- Completed an equity raise in February 2022, establishing a financial platform that enables us to execute on opportunities in an interesting and fragmented market when they arise
- The net proceeds will predominately be used to ensure sufficient strategic flexibility for the company to act on potential organic and in-organic growth opportunities in the short to medium term and to ensure a more robust liquidity position in order to exploit opportunities in the longer run

FRAGMENTED MARKETS SUPPORT CONTINUED CONSOLIDATION



• While the largest operators have increased their market shares, the Nordic markets are still fragmented with small chains and independent clubs having a significant share of the market

Source: "Treningssenterbransjen 2021" by Virke Trening. Based on revenue 2020 Source: European Health Fitness Market Report 2020. Based on revenue 2019, but adj. for recent changes through SATS analysis

MARKET SHARE OF SMALL CHAINS/INDEPENDENT CLUBS

WE HAVE ACCELERATED OUR CLUB ROLL OUT DURING THE PANDEMIC...

Greenfields:

HiYoga Aker Brygge

SATS Slemmestad

🜍 SATS Ursvik Entré

SATS Bromma Blocks

SATS Saltsjöbaden

SATS Gamlestaden

SATS Näsby Slott

ELIXIA Circus

🜍 SATS Hovås

💼 ELIXIA Valila

🗣 ELIXIA Tapiola

🗣 ELIXIA Iso Omena

SATS Lyngby – Kanalvej

35 NEW CLUBS

争 SATS Hinna

SATS Häggvik

SATS Arninge

Fresh Fitness Lindeberg







OPENED IN 2020, 2021 AND QI 2022

Acquisitions:



- SATS Skøyen to Hoff
- SATS St. Olav to Herbarium
- SATS Fredrikstad to Fresh Fitness Fredrikstad
- ELIXIA Kaleva
- 👽 ELIXIA Onkiniemi to ELIXIA Lielahti
- ELIXIA Espoonlahti to ELIXIA Lippulaiva



... AND HAVE A STRONG CONFIRMED PIPELINE FOR NEW CLUBS

SIGNED NEW CLUBS

Greenfields:

- SATS Kolbotn Torg
- SATS Oasen
- 🕀 SATS Triaden
- SATS Limhamn
- International SATS Lidingö Centrum
- 🜍 SATS Nacka Forum
- 🌍 SATS Karlaplan
- 😔 SATS Mölndal
- SATS Triangeln
- SATS Hyllie Corner
- SATS Hyllie
- 🗣 ELIXIA Fabianinkatu
- 🗣 ELIXIA Ruoholathi
- SATS Sluseholmen

Acquisitions:

- Fresh Fitness Rona¹
- Fresh Fitness Vågsbygd Lumber¹
- Fresh Fitness Vågsbygd Kjos¹
- 🕀 Fresh Fitness Søgne¹
- I Fresh Fitness Lyngdal¹
- Fresh Fitness Grimstad¹
- Fresh Fitness Lillesand¹

Relocations:

🜐 Fresh Fitness Ryen to Manglerud







FURTHER GROWTH WILL BE A COMBINATION OF ACQUISITIONS AND GREENFIELDS

ACQUISITIONS

- Established member base enables quicker ramp-up to profitability
- No capacity added to the market
- No uncertainty related to lead-times and pricing of equipment and building materials

GREENFIELDS

- Clubs built based on SATS manual resulting in high standard, optimized product delivery and efficiency
- No risk of member base churn related to re-branding
- Limited transaction costs, both external and internal
- Club opening gives positive marketing momentum



STRENGTHENING OSLO CLUSTER AND INCREASING PRESENCE IN SOUTHERN NORWAY THROUGH RECENT TRANSACTIONS



IN-FILL ACQUISITION OF GYM GRUPPEN, FILLING KEY WHITE SPOTS IN THE OSLO CLUSTER

- Through the acquisition of Gym Gruppen, SATS has filled key white spots IIa and Manglerud, as well as strengthened capacity in high-growth area Bekkestua
- The acquisition closed on February 2022



ENTRY TO SOUTHERN NORWAY WITH FRESH FITNESS BRAND THROUGH ACQUISITION OF BARE TRENING SØR AS

- Fresh Fitness AS has acquired Bare Trening Sør AS, a chain of seven fitness clubs in southern Norway
- The Bare Trening concept is similar to Fresh Fitness, with unmanned clubs and group training only in one of the clubs
- The acquisition is expected to close in June 2022

CREATING VALUE THROUGH ACCRETIVE MULTIPLES AND POST-TRANSACTION OPERATIONAL EFFECTS

ACQUISITIONS COMPLETED AT 4-6X EBITDA...

6X

Historical acquisitions completed at 4-6x EBITDA¹, with multiple reflecting the attractiveness of the acquisition target based on several criteria, such as:

- Strategic importance
- Attractiveness of area
- Competitive situation
- Capex requirement
- Target size
- Leasehold quality
- Expected churn of member base
- Demographics

...WITH CONTINUED VALUE CREATION POST-TRANSACTION



Post-acquisition integration usually drives short term member churn. However, on average, net growth in member base of 8% after 12 months



Cost efficiency realized after implementation of proven SATS operating model



Improved member satisfaction driven by introduction of SATS concepts



Yield improvement is achieved due to improved and increased product offering

4X

FINANCIAL REVIEW

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PRE-PANDEMIC DEVELOPMENT SHOWS ROBUST TOPLINE GROWTH AND 15% ANNUAL IMPROVEMENT IN PROFITABILITY



REVENUES (MNOK)



ADJ. EBITDA (MNOK)



- Closing the pandemic chapter, it is valuable to remind about the prepandemic development of the company
- Historically, the club growth has been moderate, and the member growth has primarily been driven by the existing club portfolio
- Will continue to work on optimizing current clubs and increase the volume, but on top of that, the club growth pace will also increase
- The high drop through of revenues from new members to EBITDA remains and serves as an indication of EBITDA potential going forward

MEMBER GROWTH OF 18% IN THE QUARTER, DRIVEN BY SALES AFTER LIFTING OF RESTRICTIONS



OUTGOING MEMBER BASE ('000)'



- Accelerated club roll out during the pandemic, expanding the club network by 29 new clubs, both through greenfields and acquisitions
- Five new clubs in the first quarter
- Strong pipeline of new clubs, additional 21 signed to open in 2022 and 2023
- Equity raise enables further club growth in an attractive market for consolidation

- A total member base of 686 000 at the end of the quarter, flat down from Q1 2019, after having taking a hit during the pandemic
- Member growth driven by new clubs during the period, but expect a mix of organic and in-organic growth going forward
- Continued strong member growth of 18 000, representing +3% in the quarter

SOLID DEVELOPMENT IN CONTRACTUAL MEMBERSHIP PRICE PAST THREE YEARS DRIVEN BY PRICING STRATEGY



- Solid development in contractual membership price past three years driven by pricing strategy:
- Annual inflation adjustment for existing members
- Increase in list prices for new members at least once a year
- Proactively increasing prices for members with significantly lower price than ordinary list price
- Membership mix and new members coming in at higher prices than average further drives price progression, however tight restrictions on group training and multi-club usage temporarily affected price expansion during the pandemic

CONTRACTUAL MEMBERSHIP PRICE

- ----- BASE PRICE RTM, CONSTANT CURRENCY
- --- ILLUSTRATIVE PRICE DEVELOPMENT



- The annual price adjustment, carried out with effect as of January 2022, lifted membership prices in the base with 2.3%
- Expect to see a pick-up in price expansion as add-ons like group training and multiclub usage return to pre-pandemic level
- Additional price adjustments planned for 2022 with financial effect as of mid-Q3

SLOW START AND STRONG FINISH FOR OTHER REVENUES

OTHER REVENUES (MNOK)¹

---- OTHER REVENUE PER PAYING MEMBER

OTHER REVENUES



- Other revenue per member increased by 3% compared to pre-pandemic, despite restrictions in the quarter
- Increase driven by strong retail performance
- Record high PT Start volume in March, after significant efforts within this field

KEY DRIVERS OF PERFORMANCE



PT growth through strong focus on getting new members to try PT ("PT Start") and stimulating usage frequency through trigger-based communication to members



Retail growth through improved assortment including launch of SATS Clothing and SATS Nutrition, and more targeted campaigns and communication



Treatments growth in Norway and Sweden through hiring more therapists and promoting the offering to members and the health insurance market



Significant earnings contribution through PT and retail with drop-through to adjusted EBITDA at ~35-40% of sales

TOTAL REVENUES CROSSED THE 1 BILLION MARK, SLIGHTLY UP FROM Q1 2019

TOTAL REVENUES (MNOK)¹



- Revenue on par with comparable quarter in 2019, as well as Q4 2021
- Freeze level almost back to normal by levels the end of the quarter, following a temporary rise in December to February

MEMBER REVENUE BREAK-DOWN (MNOK)¹



• Member base recovered compared to 2019

- Continued positive yield development further improved by recent price adjustments and member mix returning to normal outweighs the gap in volume
- Covid-related freeze is still inflated vs a normal year which impacts member revenues short term

MEMBERSHIP REVENUE

RECOVERY SUPPORTED BY NORWAY AND SWEDEN

TOTAL REVENUES IN Q1 2022 COMPARED TO Q1 2019



- Norway and Sweden with revenues above 2019 level
- Finland affected by club closures in January, but is approaching 2019 level towards the end of the quarter
- Danish market overall progressing slower than the other Nordic countries



COST INCREASE MAINLY DRIVEN BY ADDITIONAL CLUBS

OPERATING EXPENSES¹



- +22 clubs compared to 2019 and ramp-up of Mentra by SATS main drivers for increase in operating expenses
- Extra marketing and campaign cost to recover the member base
- Increase in operating expenses driven by lease cost, electricity prices and extra marketing and campaign cost to recover the member base
- OPEX increase with inflation, but successful cost saving efforts partly compensates for the increase

OPEX is expected to increase by 4-6% going forward. Price increases will offset the expected inflation effect partially in 2022 and fully in 2023

EBITDA ON TRACK FOR RECOVERY, BUT QUARTER IMPACTED BY **IMPOSED RESTRICTIONS AND CLUB GROWTH**



- Adj. EBITDA at NOK 30 million in the quarter on
- Member base recovered compared to 2019, but temporary elevated freeze levels
- Yield improvements over time through various
- Successful cost initiatives over the past few year, keeping cost increases at a minimum
- Increased club growth resulting in a higher share of immature clubs with lower profitability

UNTAPPED REVENUE POTENTIAL IN EXISTING CLUB PORTFOLIO

OPERATING LEVERAGE



MATURE CLUBS

- Mature clubs have capacity to continue to grow beyond 2019-level in terms of average members per club
- Yield expansion will continue to contribute to improved profitability going forward
- High demand for personal training and retail, with strong margins expected to continue to grow in the future



Looking ahead, profitability will improve by:

- 1. Member recovery and growth for mature clubs
- 2. New and acquired clubs coming to normalized delivery
- 3. Further growth from already signed new clubs and future acquisitions

Hence, EBITDA is well on track for recovery and further growth

- The cost base required to operate the current club portfolio is largely fixed
- New clubs result in a short term drag on profits in the maturing phase
- As member levels for mature clubs return, and new clubs fill up with new members, additional revenue growth flows directly to EBITDA

INVESTING IN FUTURE GROWTH

CAPITAL EXPENDITURE (MNOK)



- Maintenance capex lower than normal during pandemic due to focus on cash preservation and less wear & tear on equipment
- Will return to historical levels of maintenance capex in 2022 at around 5% of revenue
- Upgrading 28 of our clubs in Stockholm, completing the major Nordic club portfolio revival, bringing the overall quality level of our portfolio to the desired level
- Prioritized to invest for the long term, both in technology team, systems and infrastructure, and club expansion
- Strong pipeline of new clubs opening, and equity raise enables further growth within M&A
- Maintaining our stronghold on the Nordic capital cities through continuously upgrading our existing clubs, as well as expanding the portfolio through filling white spots and increasing micro-cluster capacity

FINANCIAL FLEXIBILITY TO ACT ON POTENTIAL ORGANIC AND IN-ORGANIC GROWTH OPPORTUNITIES



- Satisfactory liquidity with cash balance of NOK 403 million and undrawn RCF amount of NOK 613 million
- Equity issue of 600m ensures sufficient strategic flexibility to be able to act on organic and in-organic growth opportunities in the short and medium term, and to ensure a more robust liquidity position to utilize opportunities in the longer term
- Temporary down payment of borrowings on RCF until relevant investments opportunities materialize

NET DEBT RESET TO PRE-PANDEMIC LEVEL



NET DEBT (MNOK)

- Net debt decrease in Q1 2022 largely due to proceeds from the equity raise
- Historically shown deleveraging capability on back of EBITDA growth and high cash conversion
- Increased short term flexibility with the addendum to the revolving credit facility agreement







OUTLOOK



Long term member volume is expected to increase, driven by continued strong demand across the Nordics

- Accelerating club growth in a market with great consolidation potential
- Focusing on improving the utilization of existing clubs
- Q2 seasonally weak, in line with pre-pandemic historic development



The yield is expected to further improve, driven by increased membership price and other revenues



Continued investments into digital products to develop an attractive and high-quality hybrid offering



Focus on helping members to succeed with their training, resulting in increased visits and fulfilling the vision of making people healthier and happier



DISCLAIMER

- This report includes forward-looking statements which are based on our current expectations and projections about future events. Statements herein, other than statements of historical facts, regarding future events or prospects, are forward-looking statements. All such statements are subject to inherent risks and uncertainties, and many factors can lead to actual profits and developments deviating substantially from what has been expressed or implied in such statements. As a result, you should not place undue reliance on these forward-looking statements.
- The Group reports its financial results in accordance with accounting principles IFRS as issued by the IASB and as endorsed by the EU. However, management believes that certain alternative performance measures (APMs) provide management and other users with additional meaningful financial information that should be considered when assessing the Group's ongoing performance. These APMs are non-IFRS financial measures, and should not be viewed as a substitute for any IFRS financial measure. Management, the board of directors and the long-term lenders regularly uses supplemental APMs to understand, manage and evaluate the business and its operations. These APMs are among the factors used in planning for and forecasting future periods, including assessment of financial covenants compliance.





NORWAY



SATS

SWEDEN



FINLAND



DENMARK



GLOSSARY

TERM	DEFINITION		
Adjusted country EBITDA before impact of IFRS 16	Adjusted EBITDA before impact of IFRS 16 less allocation of Group overhead and cost allocations		
Adjusted country EBITDA before impact of IFRS 16 margin	Adjusted country EBITDA before impact of IFRS 16 divided by total revenue		
Adjusted EBITDA before impact of IFRS 16	EBITDA adjusted for (i) closed clubs; (ii) certain comparability items; and (iii) the impact of implementation of the IFRS 16 lease standard		
Adjusted EBITDA before impact of IFRS 16 margin	Adjusted EBITDA before impact of IFRS 16 divided by total revenue		
Average number of members per club	Number of clubs at the end of the period divided by the average member base		
Average revenue per member (ARPM)	Average revenue per member per month, calculated as total revenue divided by the average member base		
Capex: Club portfolio capital expenditures	Maintenance capital expenditures less IT capital expenditures		
Capex: Expansion capital expenditures	The sum of investments related to acquisitions and greenfields, as well as CAPEX related to the perfect club initiative and digital expansion		
Capex: IT capital expenditures	Capital expenditures associated with developing software programs		
Capex: Maintenance capital expenditures	Total capital expenditures less expansion capital expenditures		
Capex: Total capital expenditures	The sum of all capital expenditures		
Cash conversion	Operating cash flow divided by adjusted EBITDA before impact of IFRS 16		
Club	Number of clubs open and trading under the brands 'SATS', 'ELIXIA', 'Fresh Fitness' and 'HiYoga' as of the end of the period		

TERM	DEFINITION		
EBITDA	Profit/(loss) before net financial items, income tax expense, depreciation and amortization		
EBITDA before impact of IFRS 16	EBITDA adjusted for lease expenses applying IAS 17 Leases		
EBITDA before impact of IFRS 16 margin	EBITDA before impact of IFRS 16 divided by total revenue		
Group overhead	Consists of group services such as commercial functions, IT, finance and administration		
Leverage ratio	Net debt divided by last twelve months adjusted EBITDA before impact o IFRS 16		
Member base, average	Average number of members at the beginning and end of the period, including frozen memberships, excluding free memberships		
LTM EBITDA	Last twelve months EBITDA adjusted for lease expenses applying IAS 17 Leases		
Member base, outgoing	Number of members at the end of the period, including frozen memberships, excluding free memberships		
Net debt	Current and non-current borrowings less cash and cash equivalents		
Operating cash flow	Adjusted EBITDA before impact of IFRS 16 less maintenance capital expenditures and working capital		
Other yield	Calculated as other revenue in the period, divided by the average member base		
Underlying operating cash flow	Operating cash flow less expansion capital expenditures		
Yield	Calculated as member revenue in the period, divided by the average member base		

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SUMMARY TABLE

Amounts in NOK million	Q1 2022	Q1 2021
Number of clubs, EOP	267	254
Outgoing member base ('000s)	686	599
Average number of members per club	2 571	2 358
ARPM (NOK)	498	329
Yield (NOK)	381	194
Reported EBITDA (MNOK)	287	80
Adjusted EBITDA before impact of IFRS 16 (MNOK)	30	-165
Adjusted EBITDA before impact of IFRS 16 margin	3 %	-27 %
Adjusted country EBITDA before impact of IFRS 16 (MNOK)	118	-95
Adjusted country EBITDA before impact of IFRS 16 margin	12 %	-16 %
Net debt (MNOK)	1 365	1 615
Total capital expenditures (MNOK)	46	37
Expansion capital expenditures (MNOK)	29	12
Maintenance capital expenditures (MNOK)	17	25
IT capital expenditures (MNOK)	10	15
Club portfolio capital expenditures (MNOK)	7	10
Operating cash flow (MNOK)	-90	-124
Leverage ratio	52,7	-27,0
Cash conversion	-300 %	75 %

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REPORTING UNDER IFRS 16

Amounts in NOK million Q1 20 Balance sheet items - IFRS 16	22 IFRS 16	Q1 2022
Balance sheet items - IFRS 16		
Property, plant and equipment	660 0	660
Right-of use assets 4	98 4 198	0
Deferred tax assets	210 73	137
Prepaid expenses and accrued income	-72	311
Total assets 8 5	48 4 199	4 349
Equity 1 C	42 -325	1 367
Non-current lease liability 3	730 3 730	0
Current lease liability	834 834	0
Other current liabilities	-40	395
Total liabilities 7 5	06 4 524	2 983

Profit & loss items - IFRS 16			
Revenue	1 011	0	1 011
Cost of goods sold	-38	0	-38
Personnel expenses	-403	0	-403
Other operating expenses	-283	257	-541
Depreciation and amortization	-274	-210	-64
Operating profit	14	47	-34
Net financial items	-67	-47	-20
Profit/loss before tax	-54	0	-54

