Q1 2020

INTERIM REPORT

JANUARY - MARCH 2020

SONDRE GRAVIR CECILIE ELDE

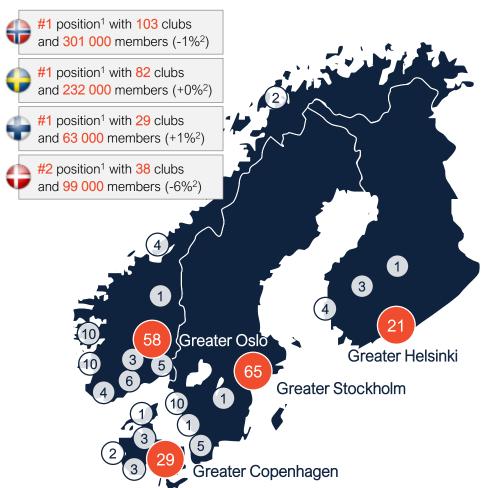


## HEALTHIER AND HAPPIER

173 000 DAILY VISITS



## REVENUES AND EBITDA IN Q1 SIGNIFICANTLY AFFECTED BY CLUB CLOSURE DUE TO COVID-19











KEY FIGURES	Q1 2020	CHANGE VS Q1 2019	
TOTAL REVENUES	990 MNOK	-2%	
ADJ. EBITDA BEFORE IFRS 16	40 MNOK	<b>-67</b> %	
ADJ. EBITDA BEFORE IFRS 16 MARGIN	4.1%	-7.9 PP	

# UPDATE ON COVID-19 AND THE CLOSURE OF CLUBS

## PROACTIVE AND INNOVATIVE DURING THE CRISIS

- SATS decided on March 12 to temporarily close down all clubs in the Nordics to contribute to limit the contagion of COVID-19, governmental shutdown of the industry followed later in Norway and Denmark
- Close dialogue with the authorities in the wake of the closure, following their advices on how to act



Adjusted the regular flu policy

- New operational routines implemented in clubs, related to cleaning, GX, PT service etc.
- Implemented internal travel policy
- "Quarantined" all employees traveling to most affected countries

#### **10 MAR**

Internal ban of all travel activities

 Stricter rules on internal meetings and activities

#### **11 MAR**

 Information of infected members visiting two of the clubs

#### **12 MAR**

Temporarily closed all clubs

 Made online training available for everyone

 NO gov. imposed lock-down of fitness clubs

#### **15 MAR**

 Launched live streaming and extended digital offering

 FIN gov. recommended lock-down of fitness clubs

**16 MAR** 

#### **17 MAR**

 DK gov. imposed lock-down of fitness clubs

#### **26 MAR**

 Opened clubs in Sweden

#### **24 APR**

 Opened clubs in Finland



## PREPARED REVIVAL PLAN IN PARALLEL WITH HANDLING THE CRISIS

	CRISIS MANAGEMENT	PLANNING FOR REVIVAL
FINANCIAL FORECASTING AND LIQUIDITY	<ul> <li>Continuously update financial forecasts</li> <li>Close dialogue with financial institutions</li> </ul>	<ul><li>Develop scenarios for reopening</li><li>Work with government support packages</li></ul>
COST MANAGEMENT AND CLUB UPGRADES	<ul><li>Negotiate with suppliers and lessors</li><li>Re-evaluate CAPEX plan</li></ul>	Optimize capex plan in light of new situation
EMPLOYEE COMMUNICATION AND LABOUR COSTS	<ul> <li>Keep employees informed about the situation and the consequences</li> <li>Plan and execute temporary layoffs</li> </ul>	Plan for how to bring employees back to work when reopening
MEMBER DIALOGUE AND PRODUCT OFFERING	<ul> <li>Keep members informed about the situation</li> <li>Create member compensation strategy</li> </ul>	<ul><li>Expand digital product offering</li><li>Adjust physical products to comply with restrictions</li></ul>
CLUB OPERATIONS	<ul><li>Close clubs in a responsible way</li><li>"Club shine" while closed for members</li></ul>	<ul> <li>Prepare clubs for reopening in a safe way with new guidelines for operations</li> </ul>

## AWAITING REOPENING IN NORWAY AND DENMARK

CLOSURE PERIOD			STATUS		
NORWAY		Expected reopening after ~3 months		Preparing for reopening on 15 June	
SWEDEN		Clubs reopened after 14 days		<ul> <li>Reopened after initial 14 day period</li> <li>Limited measures from government has created a situation that differs from other Nordic countries</li> </ul>	
DENMARK			Indications of reopening after ~5 months	<ul> <li>No reopening date declared, but August indicated</li> <li>Working to show government that we can reopen in a safe way</li> </ul>	
FINLAND	Clubs reopened after ~1,5 months			<ul> <li>Reopened on 24 April</li> <li>Gyms were not shut down by the government, but some closed voluntarily</li> </ul>	
	12 MAR	26 MAR 24 APR 15 JUN	AUG		

## CLOSE MEMBER DIALOGUE ALLOWING TO CHOOSE COMPENSATION

#### **RATIONALE BEHIND COMPENSATIONS**

Kept a close dialogue with members during the closure period

Aiming to provide members with a choice of how to be compensated while keeping as many members as possible throughout the period, contributing to making people healthier and happier



### **COMPENSATION ALTERNATIVES GIVEN TO MEMBERS**

DIGITAL MEMBERSHIP

• Get access to the full SATS digital universe and pay only for this access until we reopen

NO COMPENSATION

 Continue paying the regular membership fee, not claiming any compensation

**GIFT CARD** 

• Continue paying the regular membership fee, but receiving a gift card as compensation

FREEZE

• Freeze the membership until we reopen

## EXPANDED DIGITAL OFFERING TO A DIGITAL TRAINING

## **FROM**

**UNIVERSE** 

Online training

Training plans

Audio (4 tracks)

## Includes daily recommended online training One «home training» universe classes and training programs

Live streaming of GX classes

TO

• ~10 classes per day, avg. of ~1 100 unique viewers per class

Online PT, physio and nutrition advice

• Bringing our 1:1 services to a digital platform

Office training

· Made corporate office training available for private members

New partnerships in the SATS shop

• Partnerships ranging from equipment manufacturers to online doctors

Webinar series

 Providing expert advice on selected topics trough online lectures

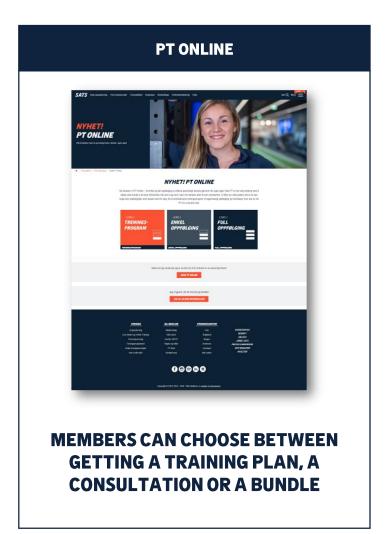
New audio concepts SATS X Mental health · With psychologist Carina Carl and doctor Ole Petter Hjelle

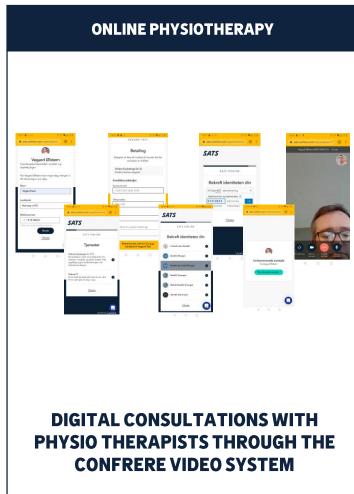
Digital corporate training

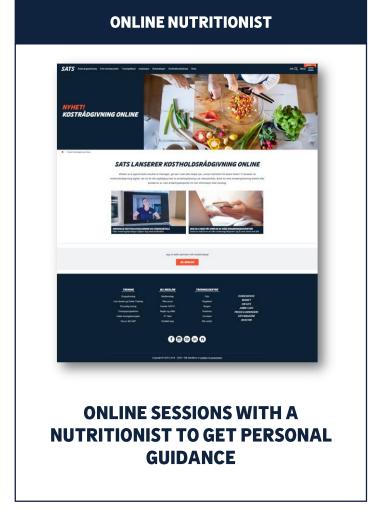
• Providing digital training to corporations both live and on demand

# diloabstrs

## MOVED 1:1 SERVICES ONLINE TO CONTINUE OFFERING PERSONAL GUIDANCE

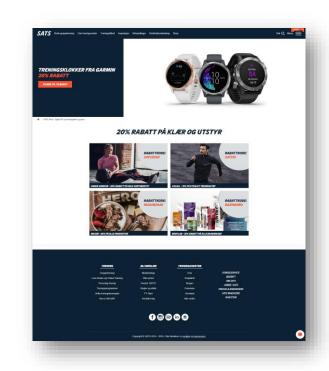




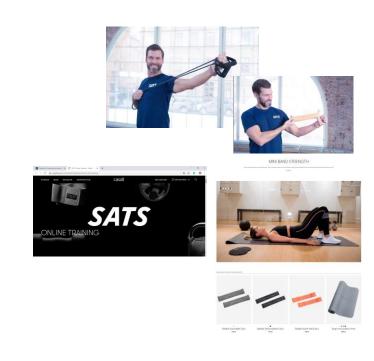


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## **EXPANDED PARTNERSHIPS IN THE SATS SHOP**







CREATING ONLINE TRAINING
SESSIONS USING EQUIPMENT FROM
THE SHOP

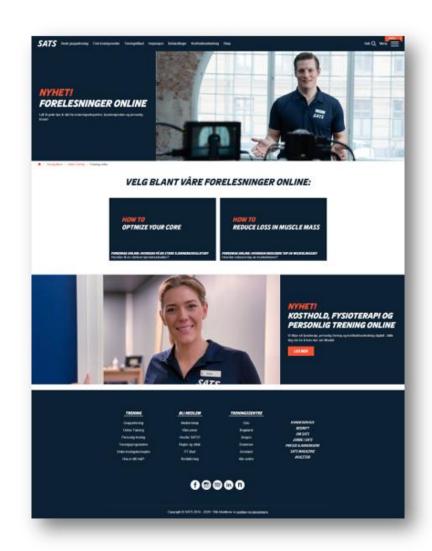






PARTNERING UP WITH
PSYCHOLOGISTS AND DOCTOR
SERVICES TO COMPLEMENT
MENTAL HEALTH FOCUS

## LAUNCHED WEBINARS WHERE EXPERTS PROVIDE THEIR ADVICE ON NUTRITION, PREHAB AND TRAINING











# diloa5310

## LAUNCHED NEW AUDIO CONCEPTS FOCUSING ON MENTAL HEALTH

10 steps to better mental health during difficult times

- "10 steps to better mental health during difficult times" with psychologist Carina Carl
- 10 episodes available at our webpage (e.g. learn to control your stress, connection and loneliness, the joy of movement)



Train your brain with Ole Petter Hjelle

- "How to train your Brain in challenging times" with doctor Ole Petter Hjelle
- Four episodes on four themes:
  - Loneliness
  - Living together in this situation
  - «Brakkesyke» and the parenting role in this situation
  - Psysical activity and why it is important now



## MEMBERS CAN GET ACCESS TO THE ONLINE UNIVERSE THROUGH A DIGITAL MEMBERSHIP





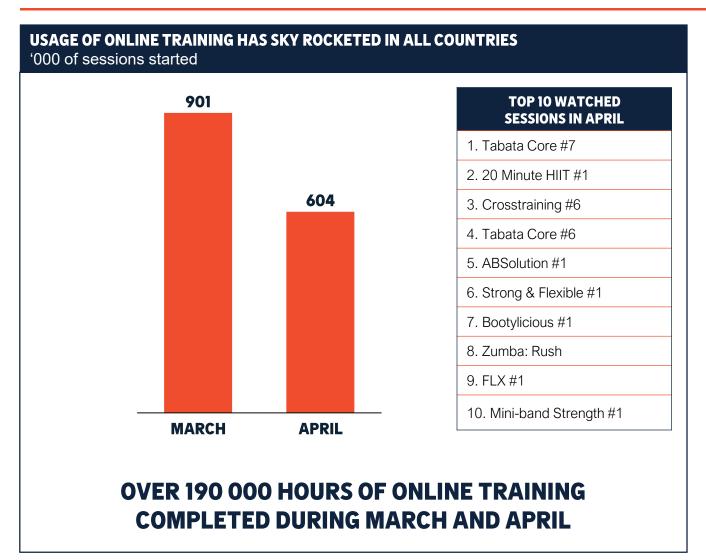
## THE DIGITAL MEMBERSHIP INCLUDES:

- Access to 120 online training classes
- Up to 10 live workouts per day
- 16 audio workouts ranging from running to meditation
- 2-7 minute office workouts
- 12 steps to better mental health
- More than 100 training plans

## NON-MEMBERS GET ACCESS TO A SMALL SELECTION OF SAMPLE CLASSES

# diloasstrs

## MASSIVE INCREASE IN THE USE OF ONLINE TRAINING



## LIVE STREAMS HAVE BEEN A POPULAR ADDITION TO THE ONLINE UNIVERSE

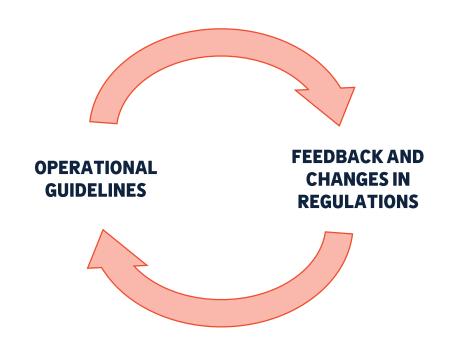


## **SO FAR WE HAVE HAD:**

- Over 320 sessions
- Almost 350 000 participants
  - Average participants per session of 1 100
- Over 120 000 unique members

## REOPENING CLUBS IN A RESPONSIBLE WAY ALLOWING MEMBERS TO FEEL SAFE WHILE EXERCISING

We are working continuously to make sure that our operations are in line with government recommendations



This means that we have adapted many aspects of our operations to a new reality to allow our members to feel safe while exercising

#### **EXAMPLES OF ADAPTATIONS**

**CLUB OPERATIONS** 

- Extra cleaning in clubs (tasks and frequency)
- Limiting number of members in club/area
- · Signs and posters encouraging hygiene

**GROUP EXERCISE** 

- Reduced class capacity to give members space and moved classes outside where possible
- Removed classes with body contact and senior classes
- Shortened classes to allow for cleaning between

PT

- Encourage member to take outside sessions
- Avoid exercises that involves contact between PT/client
- Launched PT online service

OTHER

- Give all members cluster access to improve flexibility and spread members out across clubs
- Close off lockers to keep distance in changing rooms

## MAKING CHANGES ACROSS THE CLUBS TO OPERATE IN LINE WITH GOVERNMENT RECOMMENDATIONS

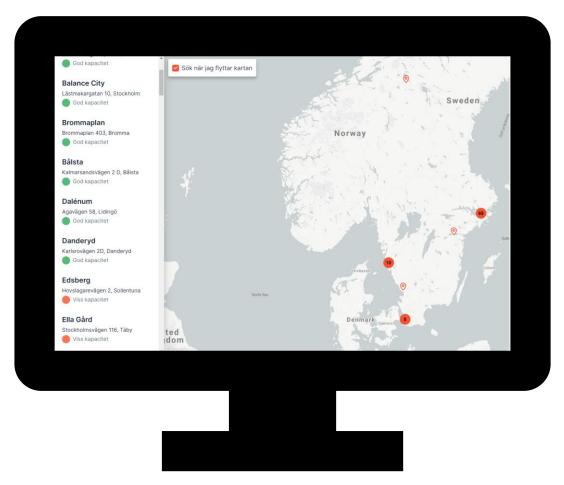


## Adapting the operations in order to reduce risk of infection

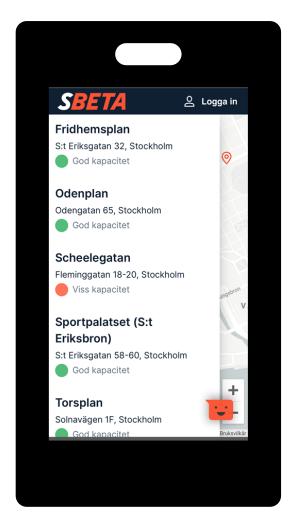
- 1. Estimating how many members are in the club and guiding members to less crowded clubs nearby
- 2. Enforcing distance rules among members in the club
- 3. Cardio equipment has been moved further apart or partially put out of use to ensure a safe distance between members
- 4. Drinking fountains in the gyms are closed
- 5. Class capacity for group training has been reduced by at least 30% (for some classes further to comply with guidelines from the health authorities)
- 6. Some lockers have been made unavailable in the changing rooms to encourage distance between members
- 7. Mini SATS is closed for the time being

## MAKING IT EASIER TO FIND CLUBS WITH AVAILABLE CAPACITY

## **ONLINE**



## **APP**



## ADAPTED CORE PRODUCTS TO FORMATS IN LINE WITH GOVERNMENT RECOMMENDATIONS











Moved some of the core products outdoors to reduce risk of infection:

- Outdoor GX
- Outdoor Bootcamps
- Outdoor PT

~50

~75

~100

DAILY OUTDOOR GX CLASSES IN OSLO AND STOCKHOLM, RESPECTIVELY

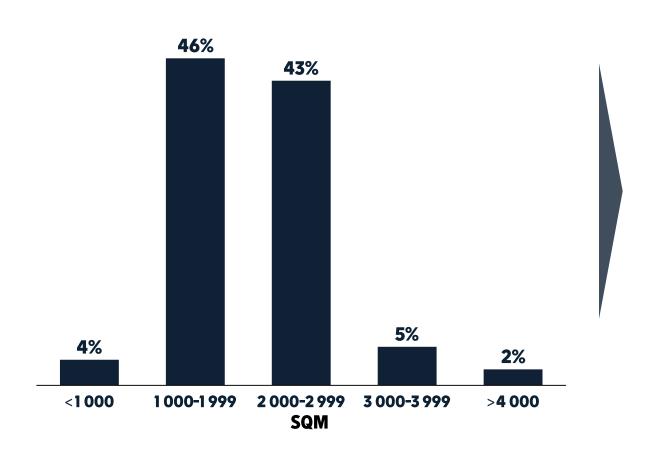
DAILY OUTDOOR PT SESSIONS IN OSLO

DAILY OUTDOOR PT SESSIONS IN STOCKHOLM

## MOST SATS CLUBS ARE LARGE, GIVING ROOM TO IMPLEMENT DISTANCING MEASURES

#### THE MAJORITY OF SATS CLUBS ARE BETWEEN 1 000 AND 3 000 SQM

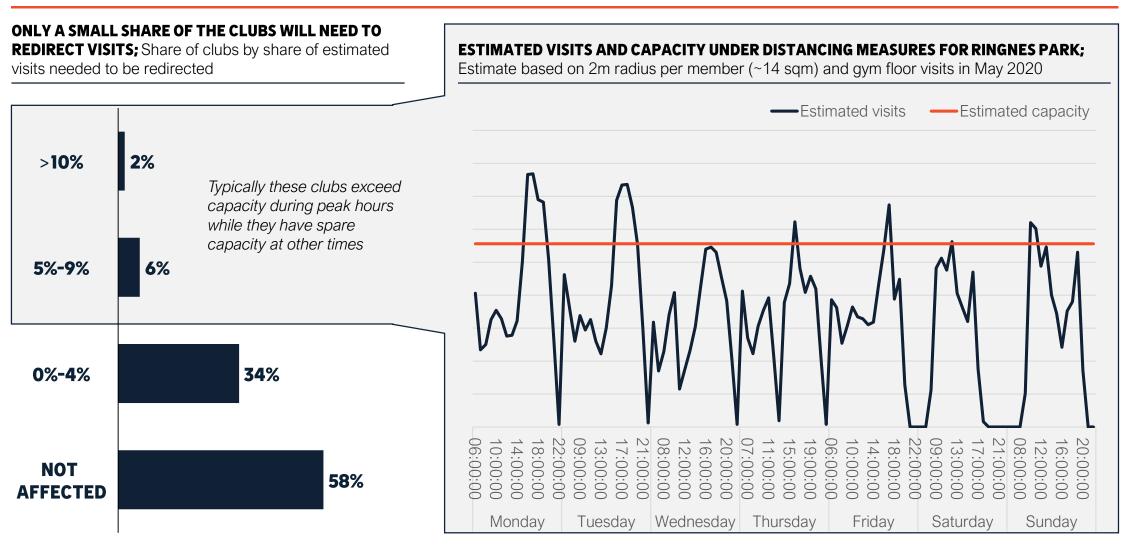
IN AREA; Share of SATS clubs by size





THE AVERAGE SATS CLUB COVERS AN AREA APPROXIMATELY EQUAL TO THAT OF 5 BASKETBALL COURTS

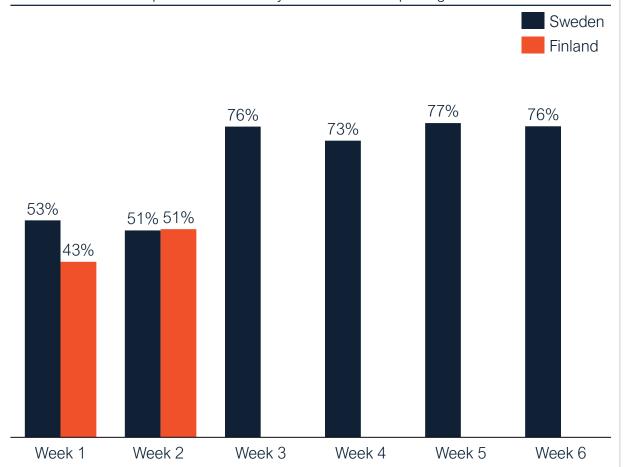
## EXCEPT FOR PEAK TIMES IN THE LARGEST CLUBS, DISTANCING MEASURES ARE UNLIKELY TO CREATE CAPACITY CONSTRAINTS



## MEMBERS RETURN GRADUALLY AFTER REOPENING

#### **VISITS TO CLUBS APPEAR TO GRADUALLY BUILD AFTER REOPENING**

Percent of visits comparable week LY by weeks since reopening

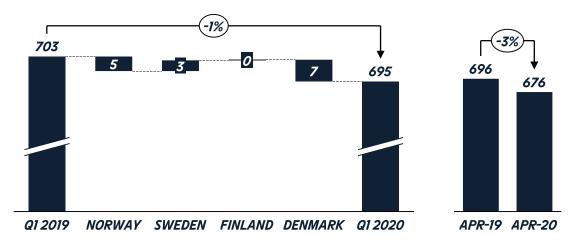


- Ability to reopen in a safe and responsible way proven in Sweden and Finland
- Visits in Sweden have gradually increased back to a level of 75-80% compared to the same period last year – with very positive member feedback
- Ready to open the clubs in Norway and Denmark as soon as possible because to make people healthier and happier

## FINANCIAL REVIEW

## SLIGHT MEMBER DECLINE DUE TO LOWER SALES DURING CLOSURE

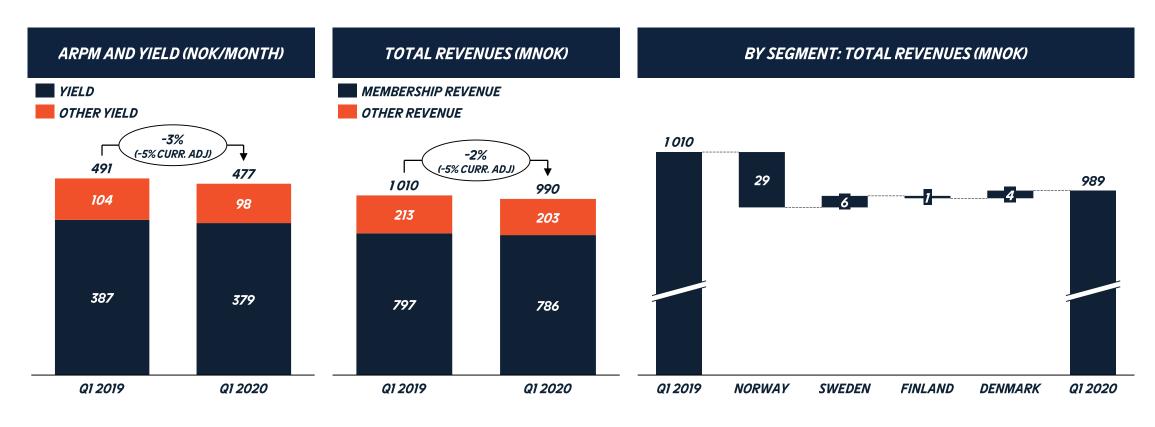
### **OUTGOING MEMBER BASE ('000)**



- Member base of 676 000 as per 30 April
- The typical seasonal pattern shows a net reduction in April, but this year the decline was stronger due to lower sales, which is expected to continue the coming months
- · Experienced a period of increased churn after reopening in Sweden and Finland
  - Churn will not be reflected in the member figures before May due to termination period
  - Expect the same effect in Norway and Denmark when reopening
- Key focus going forward will be on regaining the member base



## REVENUES PARTIALLY PRESERVED DESPITE CLUB CLOSURE



- Revenue decline of 2% corresponds to an increase of 9% adjusted for the estimated COVID-19 impact on revenues of NOK 110 million
- ~70% of the estimated COVID-19 revenue loss was related to members on freeze and ~30% to lost retail sales and personal training sessions
- Average contractual membership price is not affected, and continues to show a strong positive underlying development following the ongoing yield management initiatives
- Support package of NOK 8 million from the Danish government, covering parts of the fixed costs, recognized as revenue

# 703

## EFFECT OF COST REDUCING INITIATIVES INCREASING INTO Q2

### SWIFT ACTION TO LOWER THE COST BASE



+**7**% (+2% CURR. ADJ.)

656

Q1 2019 Q1 2020



**CONSTRUCTIVE DIALOGUES WITH SUPPLIERS** 



SUPPORT FROM THE GOVERNMENTAL PACKAGES<sup>1</sup>



**TEMPORARY LAY-OFFS** 

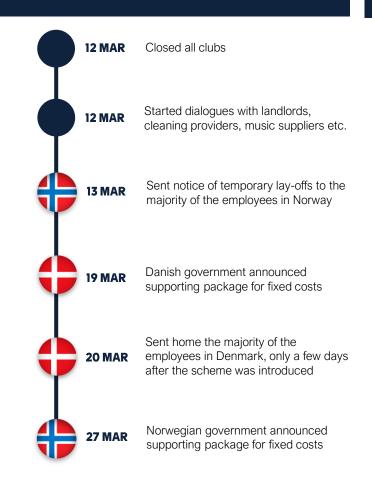


**COST OF GOODS SOLD REDUCED WITH REDUCED SALES** 



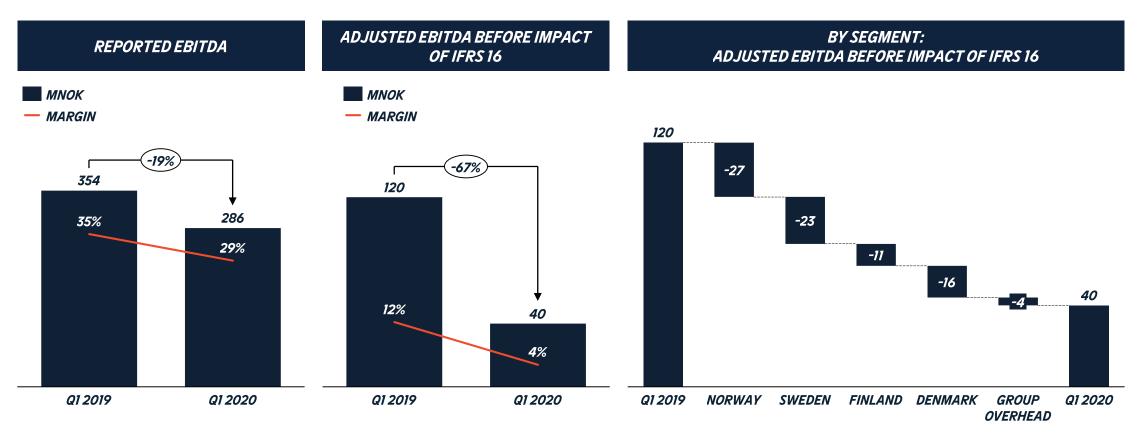
COSTS REDUCED BY ~20% DURING CLOSURE PERIOD IN MARCH

EXPECTED COST REDUCTION GOING FORWARD OF ~30-40% ON GROUP LEVEL WHILE CLUBS IN NORWAY AND DENMARK ARE STILL CLOSED (~60% IN DK AND ~70% IN NO)



## alloasstrs

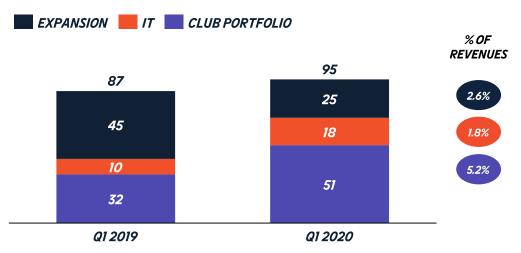
## SIGNIFICANT EBITDA DECLINE AS A RESULT OF TEMPORARY CLUB CLOSURES



- EBITDA decline of 67% corresponds to a 4% increase adjusted for the estimated COVID-19 effect of NOK 85 million
- Supporting package from the Norwegian government for March, estimated to NOK 15 million, not booked before Q2 2020

## FRONTLOADING OF CAPEX BEFORE COVID-19 OUTBREAK

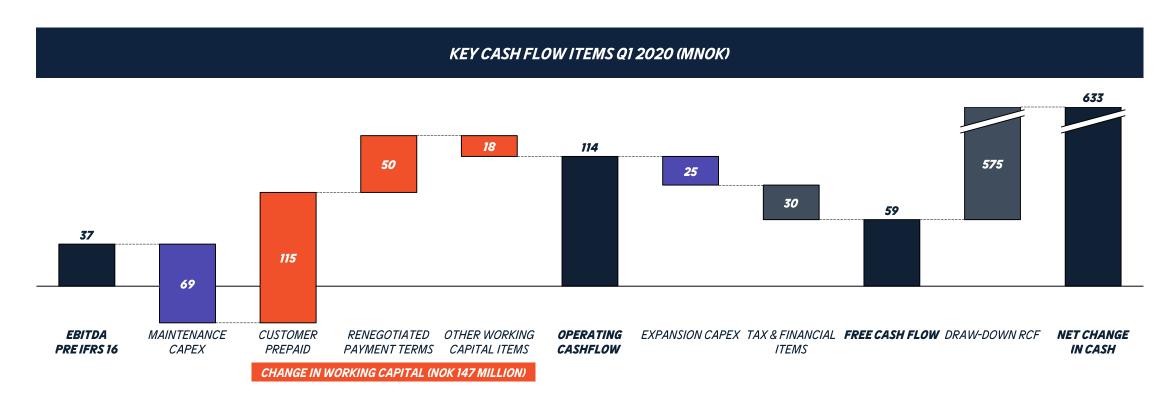
## CAPITAL EXPENDITURE (MNOK)



- Frontloading of maintenance capex<sup>1</sup>, due to investments in new commercial platform and several major upgrades prior to COVID-19 outbreak
- Going forward, both expansion and maintenance capex partly put on hold until the situation has stabilized, but:
  - Still consider it wise to keep the majority of the planned maintenance
  - Open for acquisition opportunities arising in the wake of the crisis
  - Signed greenfields, acquisitions and relocations will be opened as planned
- Withdrawing the previously communicated target of maintenance capex at 5% of revenues, as the maintenance level will not be reduced proportionally with the expected revenue decline



## TEMPORARY POSITIVE WORKING CAPITAL EFFECT DURING CLUB CLOSURE



- Positive deferral effects on working capital increases operating cashflow
  - Prepaid membership fees due to delay in member compensations temporary lifts working capital effect will revert the quarter clubs reopen
  - · Increase in trade payables after renegotiating payment terms during the closed period
- Precautionary draw down on RCF of NOK 575 million to secure available liquidity

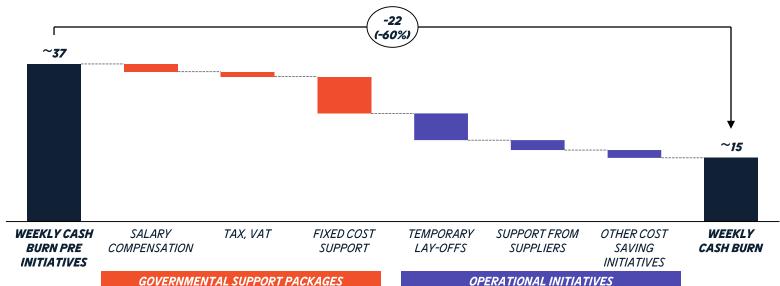
## LEAVING Q1 WITH A STRONG CASH POSITION

### **LIQUIDITY POSITION**

## *575* 165 59 **CASH** Q1 FREE DRAW-FΧ CASH BALANCE CASH DOWN RCF **BALANCE** FLOW Q4 19 Q1 20

- Precautionary draw-down on RCF of NOK 575 million to secure available liquidity, increasing cash to NOK 775 million
- Deferral effect on working capital will impact cash negatively in Q2

#### BASE CASE SCENARIO: ALL CLUBS IN NORWAY AND DENMARK CLOSED



#### **GOVERNMENTAL SUPPORT PACKAGES**

- Danish governmental support for nonworking employees (~75% of salaries within certain thresholds)
- Deferral of VAT and tax payments
- Governmental support packages from Norway and Denmark, on average compensating for around 65% of fixed cost base
- Temporary lay-offs of majority of employees in Norway, with full financial impact in April
- Landlords and other major suppliers asked to contribute by reducing cost or postponement of payments during the closure period
- Club cost and administrative reductions following no or lower member activity level

## TEMPORARY DEVIATION FROM LEVERAGE TARGET

### **NET DEBT (MNOK) AND LEVERAGE RATIO**<sup>1</sup>



- Precautionary draw-down of NOK 575 million of the credit facility in Q1 to ensure liquidity during the COVID-19 crisis
  - RCF leverage covenant of 4.25x
  - Maximum principal amount of 2 500 MNOK, of which 1 944 MNOK was drawn by end-Q1
- Weekly cash burn and working capital deferrals will increase the Group's Net Debt position and leverage going forward
- In close dialogue with the bank, expecting flexibility going forward



## **OUTLOOK**



## FINANCIAL TARGETS

- Withdrawing the previously communicated financial targets due to the extraordinary uncertainty
- Will revert to the market with updated targets when the situation has stabilized



## SHORT- TO MID-TERM

- Industry wide setback caused by the COVID-19 outbreak
- Expect the negative effects to prevail some time after reopening of all clubs
  - Governmental measures such as disease control, gathering restrictions etc.
  - Changed member habits such as fear of crowded spaces, exposure to alternative forms of exercise etc.
  - Economic situation, including substantial rise in unemployment and temporary layoffs



LONG-TERM

- Confident that the long-term outlook is still dominated by society's increased focus on health
- Expect the pandemic to drive further consolidation
- SATS well positioned for the new reality with its scale and strong digital universe



MAKING PEOPLE HEALTHIER AND HAPPIER

 Priority #1 is to get members back in a safe way – delivering excellent member experiences at all touch points

## Q&A

## **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.

## APPENDIX

## NO IMPACT FROM COVID-19 ON SIGNED CLUB OPENINGS

### **OPENINGS**

- White spot in the Greater Helsinki area, west of city centre
- The 2 000 sqm club is located at highly visited AINOA Shopping centre with good public transport connections

Q1 2020

## **URSVIK ENTRÈ**

- White spot in the Greater Stockholm area, north of city centre
- 2 000 sgm club, including a sports hall, with good parking and public transport connections



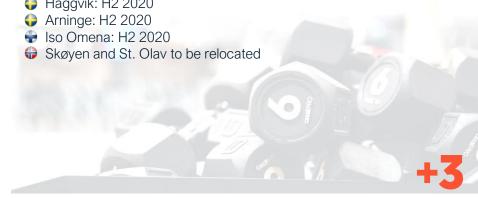
- White spots in the Greater Stockholm area, east of city centre
- Acquired from Body Joy



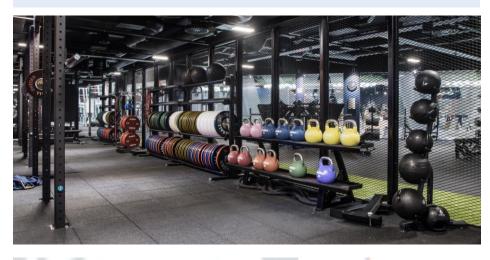
## SIGNED GREENFIELDS

Häggvik: H2 2020

Q2-Q4 2020



### **DIVESTMENTS**

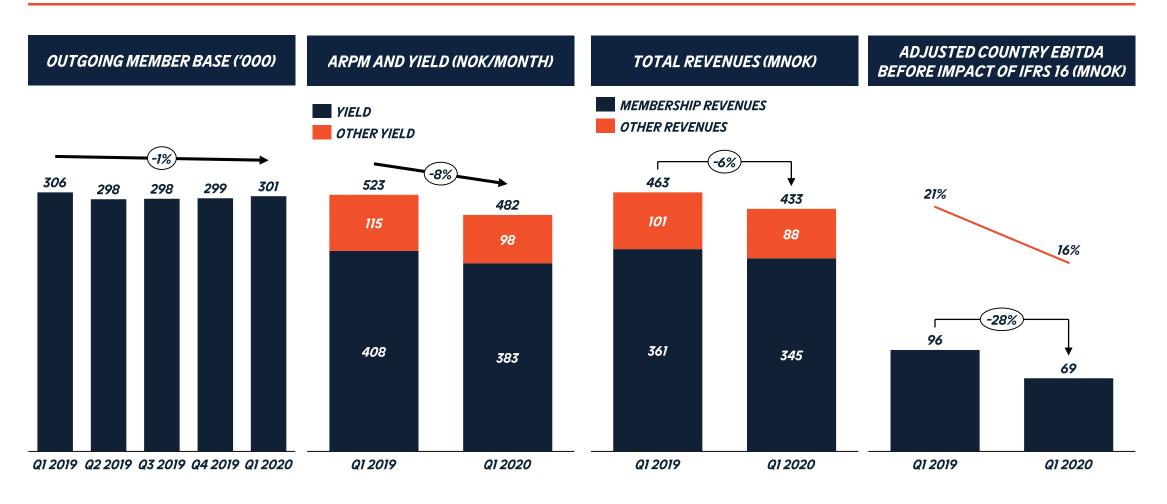


## DIVESTMENT OF NINE CLUBS IN DENMARK

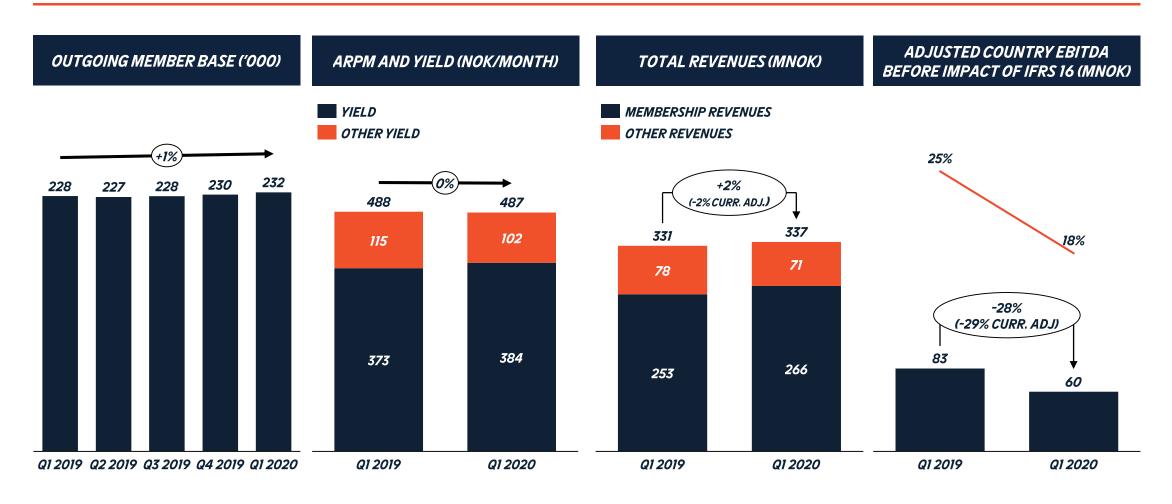
- Signed conditional agreement
- Will update the market with more details as soon as the acquisition date is concluded



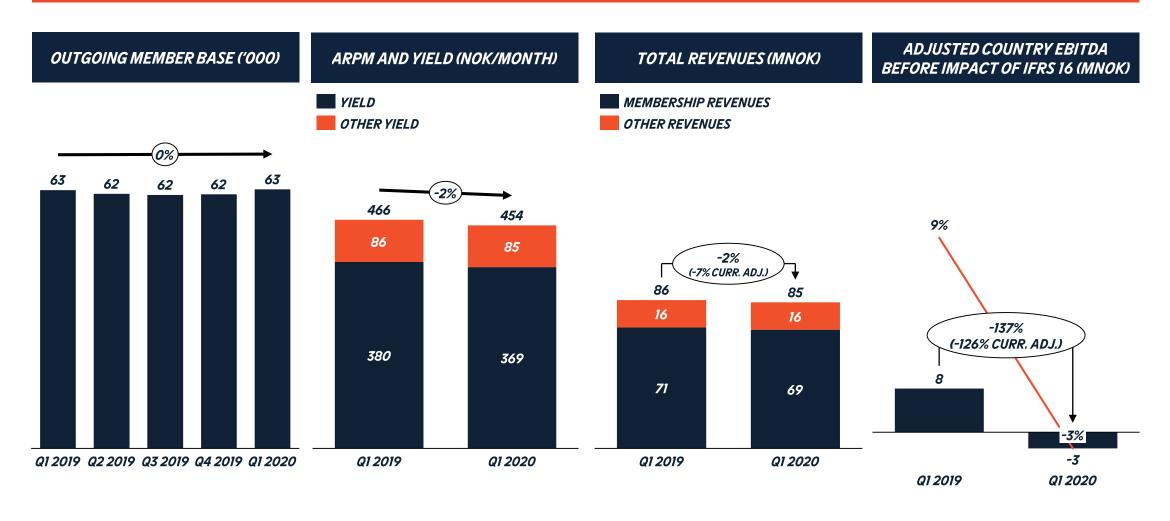
## **NORWAY**



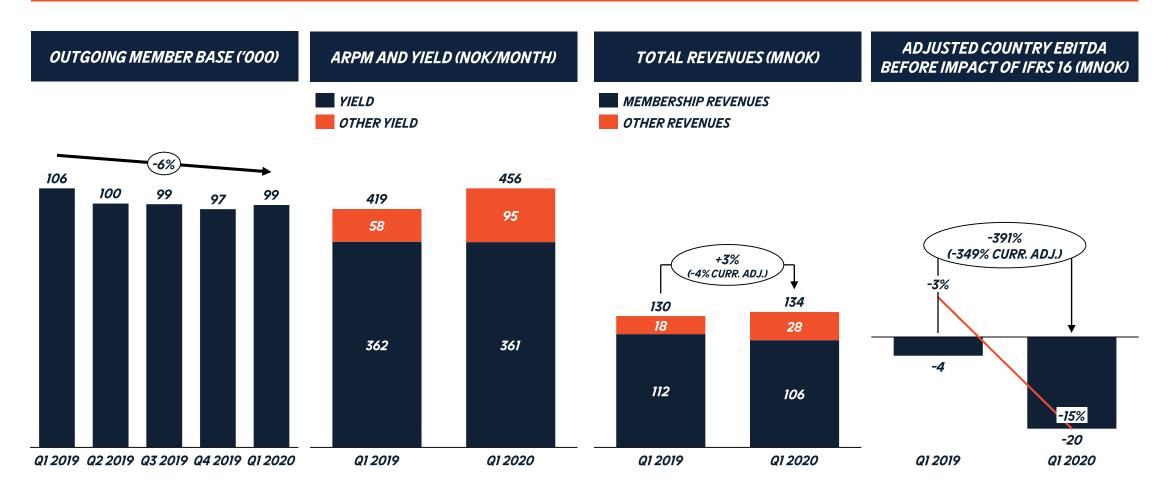
## **SWEDEN**



## **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 by 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
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 e.g. commercial functions, IT, finance and administration
Leverage ratio	Net debt divided by last twelve months adjusted EBITDA before impact of IFRS 16
Member base, average	Average number of members at the beginning and in the end of the period, including frozen memberships, excluding free memberships
Member base, outgoing	Number of members as of 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
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

## **SUMMARY TABLE**

KEY KPIS				
	Q1 2019	Q1 2018	2019	2018
Number of clubs, EOP	252	245	248	203
Outgoing member base ('000s)	695	703	687	569
Members per club	2 757	2 868	2 772	2 801
ARPM (NOK)	477	491	490	481
Yield (NOK)	379	387	390	379
Reported EBITDA (MNOK)	286	354	717	645
Adjusted EBITDA before impact of IFRS 16 (MNOK)	40	120	573	539
Adjusted EBITDA before impact of IFRS 16 margin	4%	12%	14%	17%
Adjusted Country EBITDA before impact of IFRS 16 (MNOK)	107	183	811	724
Net debt (MNOK)	1 177	1 543	1 136	1 490
Total capital expenditures (MNOK)	95	87	325	221
Expansion capital expenditures (MNOK)	25	45	96	34
Maintenance capital expenditures (MNOK)	69	42	229	187
T capital expenditures (MNOK)	18	10	70	38
Club portfolio capital expenditures (MNOK)	51	32	159	149
Operating cash flow (MNOK)	-29	78	344	352
Leverage ratio	2.4	2.8	2.0	2.8
Cash conversion	-73%	65%	60%	65%

## **REPORTING UNDER IFRS 16**

Amounts in NOV million	Reported Q1 2020	Change IFRS 16	Excl. IFRS 16	
Amounts in NOK million	Q1 2020	IFKS 10	Q1 2020	
Balance sheet items - IFRS 16				
Property, plant and equipment	824	0	824	
Right-of use asset	4 174	4 174	0	
Deferred tax assets	151	82	69	
Prepaid expenses and accrued income	214	-72	286	
Total assets	9 059	4 184	4 875	
Equity	1 151	-332	1 482	
Non-current lease liability	3 716	3 716	0	
Current lease liability	853	853	0	
Other current liabilities	354	-53	0	
Total liabilities	7 909	4 515	3 393	
Profit & loss items - IFRS 16				
Revenue	990	0	990	
Cost of goods sold	43	0	43	
Personnel expenses	394	0	394	
Other operating expenses	266	249	516	
Depreciation and amortisation	263	-202	61	
Operating profit	23	47	-24	
Net financial items	-57	-49	-8	
Profit/loss before tax	-34	-2	-32	