

s a n o m a

Unique sustainability profile with increasing profitability

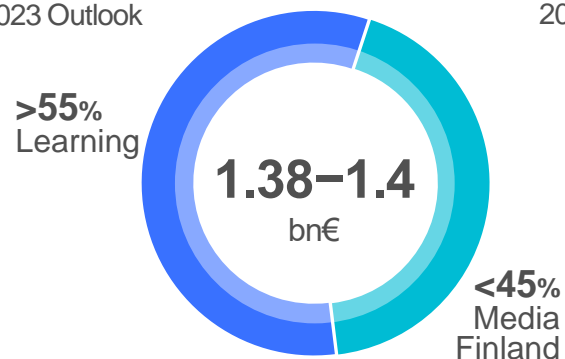
Roadshow presentation
December 2023



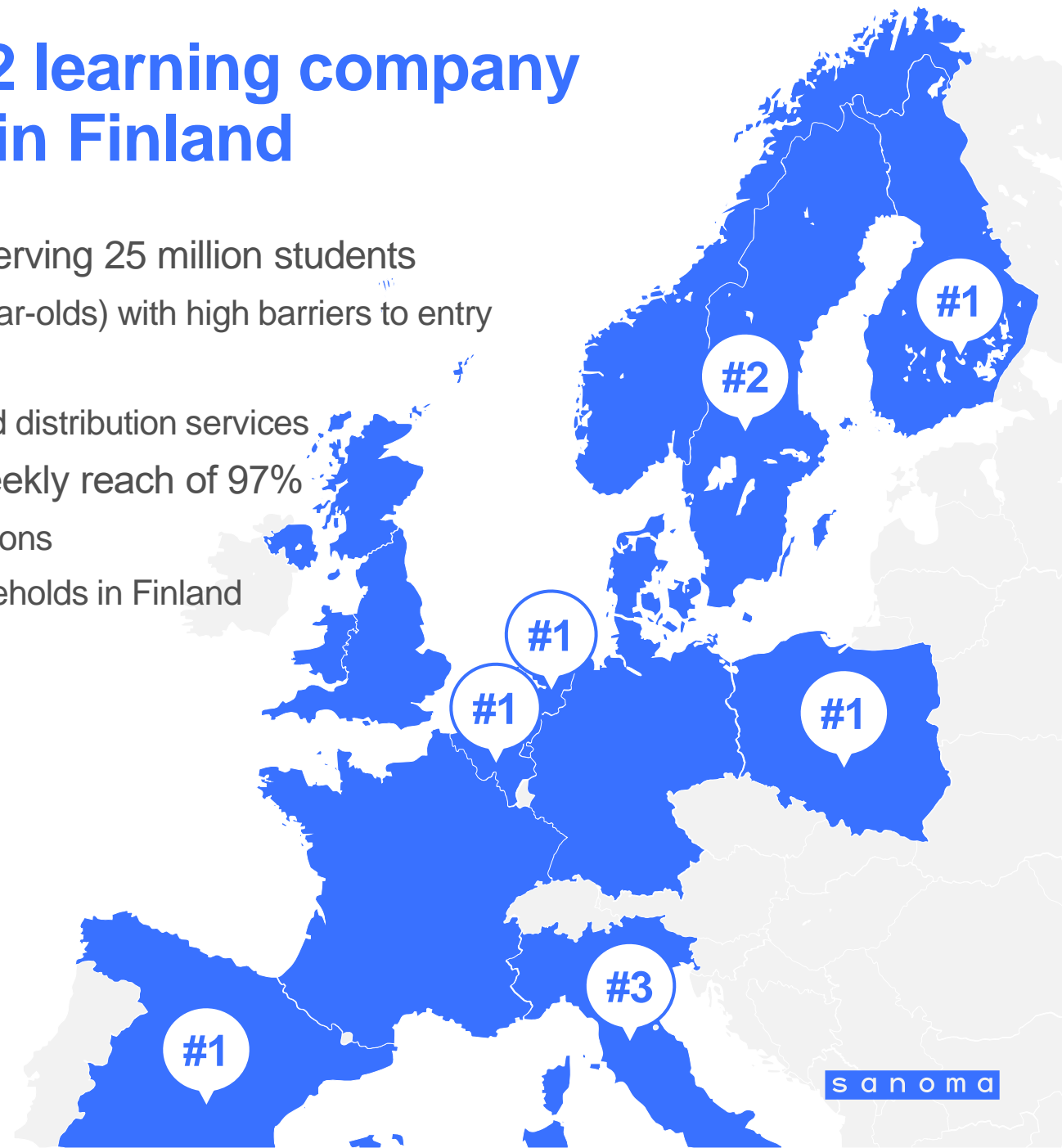
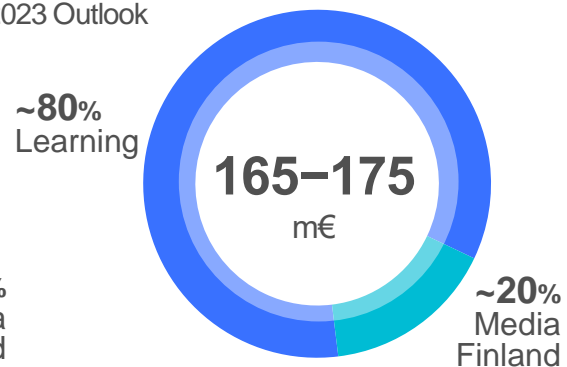
We are a leading European K12 learning company and #1 digital media company in Finland

- We are a leading European K12 learning company serving 25 million students
 - Focusing on stable and resilient K12 market (ie. 6–18 year-olds) with high barriers to entry
 - Teachers and schools are our primary customers
 - Providing printed and digital content, digital platforms and distribution services
- We are Finland's #1 digital media company with a weekly reach of 97%
 - News & feature, Entertainment and B2B marketing solutions
 - 900k subscriptions with paid for digital, out of 2.7m households in Finland
 - Print advertising already <10% of net sales

Net sales
2023 Outlook



Operational EBIT excl.PPA
2023 Outlook



Three strategic focus areas to deliver increasing profitability and prepare for future growth

1. Increasing profitability of Learning and Media Finland

- In Learning, we benefit from our increased scale and will reach the long-term profitability target in 2026 through *Program Solar*
- In Media Finland, we continue our successful digitalisation and efficiency improvements while expecting to benefit from future recovery in the Finnish economy

2. Growing organically and through smaller in-market acquisitions

- Growing the learning content business through price increases and market share gains
- Strengthening our digital offering in journalism and entertainment in Finland also through partnerships
- Finding smaller, highly synergistic acquisitions in our current operating countries

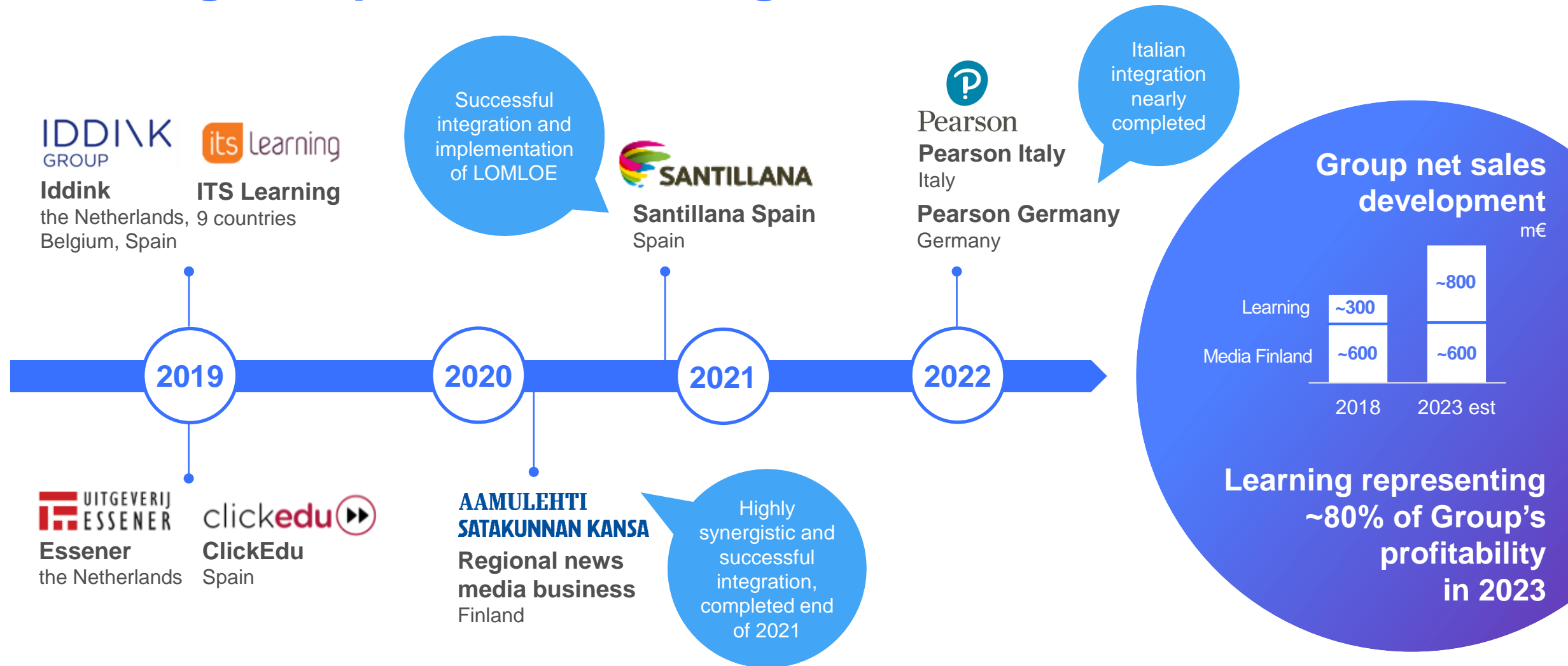
3. Deleveraging the balance sheet

- Long-term leverage target unchanged at < 3.0, improving free cash flow will allow deleveraging
- Dividend continues to be an important part of our equity story – 40–60% payout range in dividend policy allows for changing economic conditions, investments levels and deleveraging needs

Our purpose
Through learning and media, we have a positive impact on the lives of millions of people every day

s a n o m a

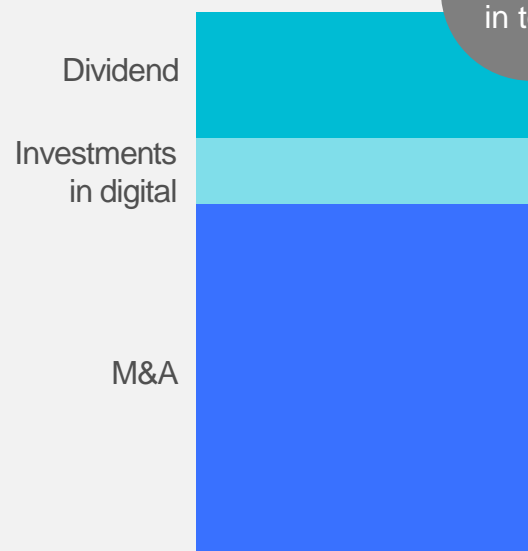
We have more than doubled Learning's net sales, creating a leading European K12 learning business



Deleveraging will be central to our near-term capital allocation

In recent years, we have grown Learning through M&A

Capital allocation in 2020–2022* >1bn€ in total



Short-term cash flow will be impacted by

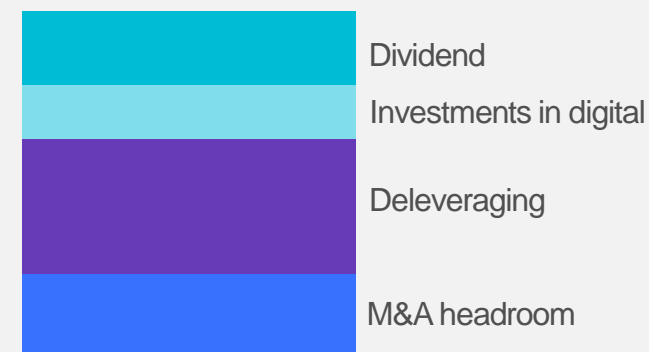
- Higher financing costs
- Costs related to Program Solar in 2023–2024
- Economic headwinds continuing to impact Media Finland

In 2025–2026

- + Learning profitability reaching long-term target of 23% in 2026
- + Uplift of the advertising demand depending on the recovery of Finnish economy

In 2024–2026 we will focus on deleveraging to build headroom for future growth

Capital allocation priorities in 2024–2026*



We are making good progress towards our ambitious long-term targets

Our key long-term financial and sustainability targets (FY 2022 in brackets)

Net debt /
Adj. EBITDA

< 3.0

(3.2)

Equity
ratio

35-45%

(35.8%)

Increasing
dividend

40-60%

of free cash flow
(93%*)

Employee Experience
Index

>7.5

by 2030
(7.3)

Management
gender balance

50/50

by 2030
(41 women / 59 men)

Annual Scope 1 & 2
emission reductions of

-4.6%

in line with SBTi by 2030
(-7%)

Annual Scope 3
emission reductions of

-4.2%

in line with SBTi by 2030
(-8%)

95%
of our total
GHG emissions
from the value
chain (scope 3)

Sanoma represents a unique sustainability profile

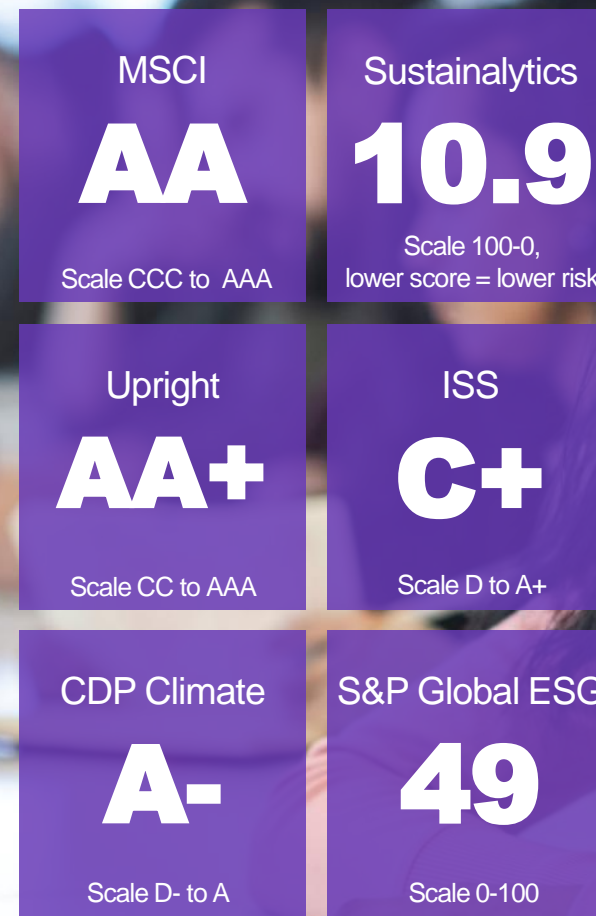
We have a unique sustainability profile...

Intrinsic positive impact of both business in the lives of millions of people every day combined with ambitious targets and solid ESG performance

... and ambitious climate targets

- Our emission reduction targets were validated by SBTi in November 2023
- SBTi targets by 2030
 - Own operations absolute Scope 1 and 2 GHG emissions -42%
 - Supply chain absolute Scope 3 GHG emissions -38%
- SBTi targets and developing inclusive learning solutions also linked into the pricing of our 300m€ RCF

Scope 3 categories included in the target are purchased goods and services, fuel and energy related activities, and upstream transportation and distribution, base year for all targets 2021

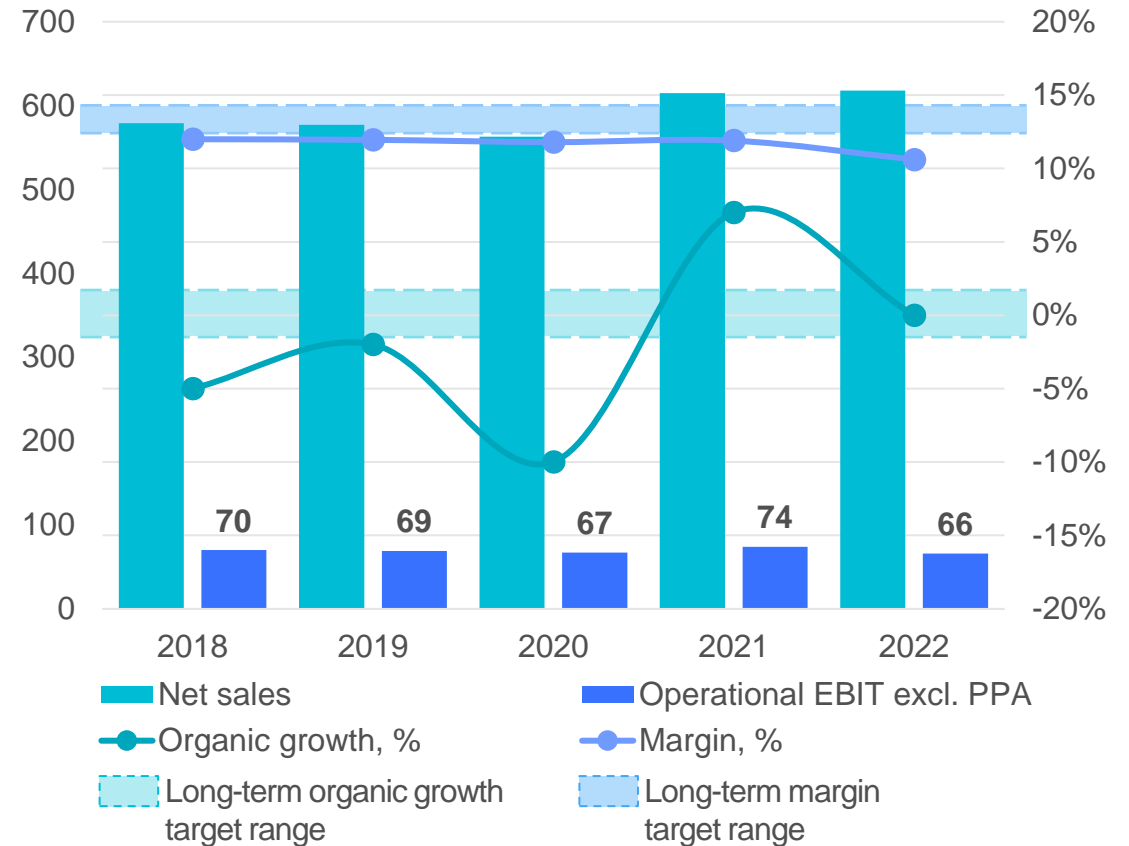


We have a successful track record in both businesses

In Learning, M&A has accelerated our transformation



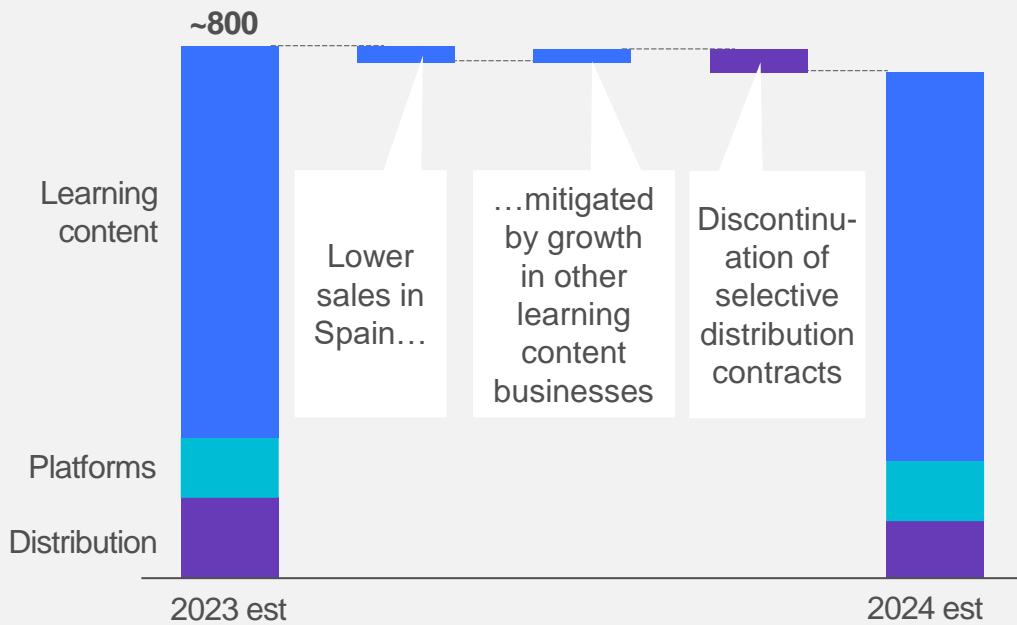
In Media Finland, stable net sales and profitability development continued during the pandemic



Sales outlook for the Group in 2024 is relatively stable...

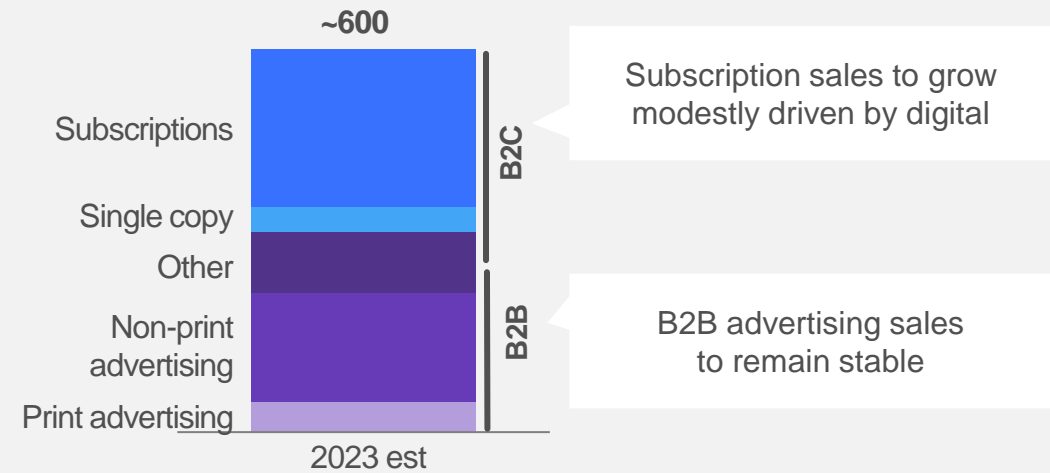
Distribution business and lower cycle in Spain will impact Learning net sales in 2024, other content markets growing

Net sales, m€



Media Finland net sales expected to be relatively stable in 2024

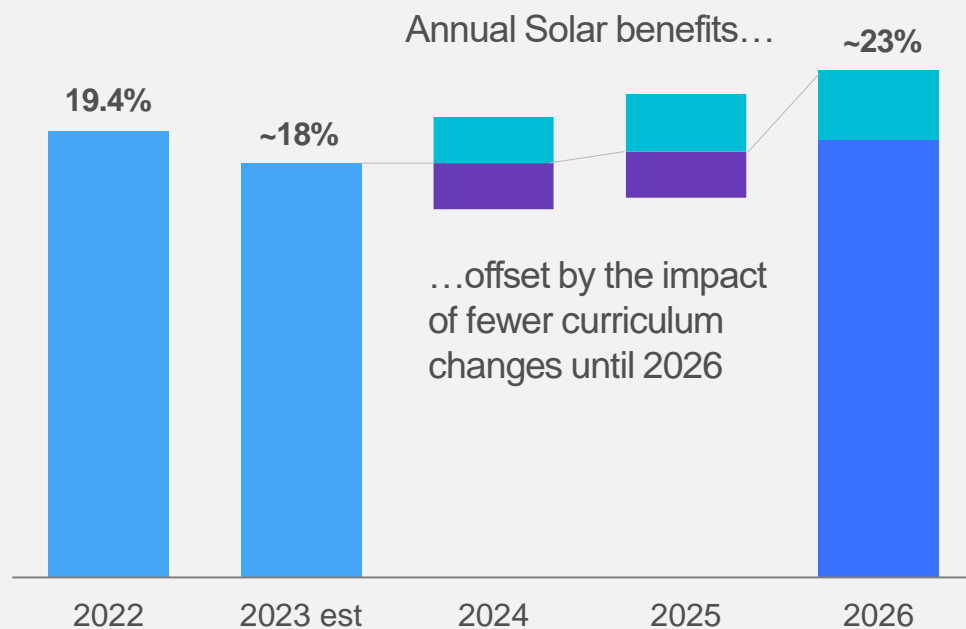
Net sales, m€



...and we have margin improvement initiatives running in both Learning and Media Finland

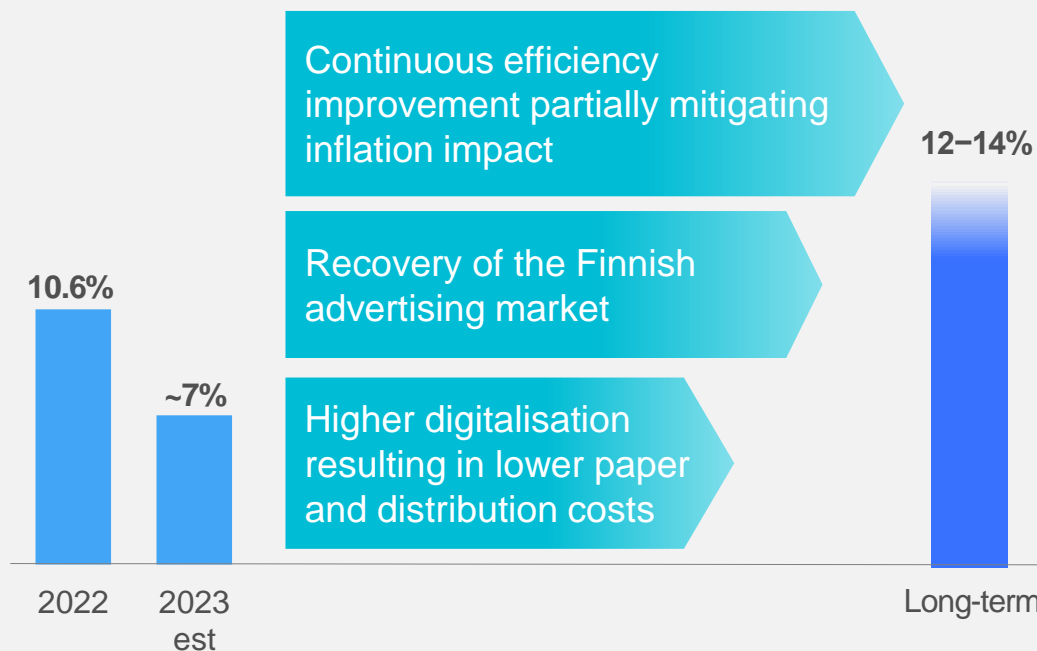
Learning's profitability to reach the long-term target of 23% in 2026 supported by Solar

Operational EBIT margin excl. PPA, %



Media Finland's profitability to improve towards the target of 12-14% in the long-term

Operational EBIT margin excl. PPA, %



We are #1 in K12 learning services in Europe

- **We focus on K12**, which is primary, secondary and vocational education (ie. 6–18 year-olds)
 - Supporting more than 25 million students in 12 European countries
 - Having a ~17% market share
- **Teachers and schools are our primary customers**
 - Teachers are key decision-makers on which learning content to use and typically change learning materials every 4–8 years
 - In our operating countries, learning content is largely publicly funded and typically represents 1–3% of public education spend
- **Our learning services provide teachers with everything they need**
 - Printed and digital learning content created together with teachers and matching the local curriculum
 - Digital learning platforms, either linked to our content or open
 - Content distribution services
- **Our content has a positive impact on learning outcomes**
 - Inclusive learning materials promote equal learning opportunities and support diversity and differentiation

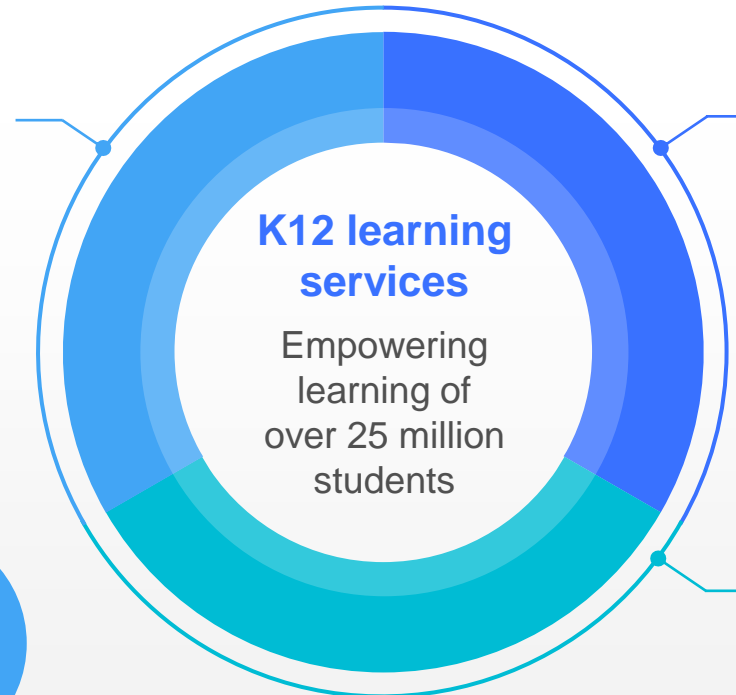


K12 learning services offer attractive opportunities...

K12 is stable and predictable business

- Stable population of approx. 75 million students in Europe, corresponding to a market size of 4–5bn€
- Public spending on education is increasing and resilient to crises
- Significant fragmentation and high barriers to entry due to localised nature
- Digitalisation brings more stable revenue streams and in general better profitability

Market growth estimate
steady
low single digit % p.a.



We are #1 in K12 learning services in Europe and see benefits from scale

- Harmonising our digital platforms and technology across countries
- Further investigating opportunities for shared use of content

K12 offers growth opportunities to reach our long-term goals

- Sustained organic growth in-line with our long-term target of 2–5%
- Focus on synergistic in-market acquisitions
- Digitalisation one of the key consolidation drivers

Underlying trends in K12 learning

Use of (generative) AI

Structural shortage of teachers

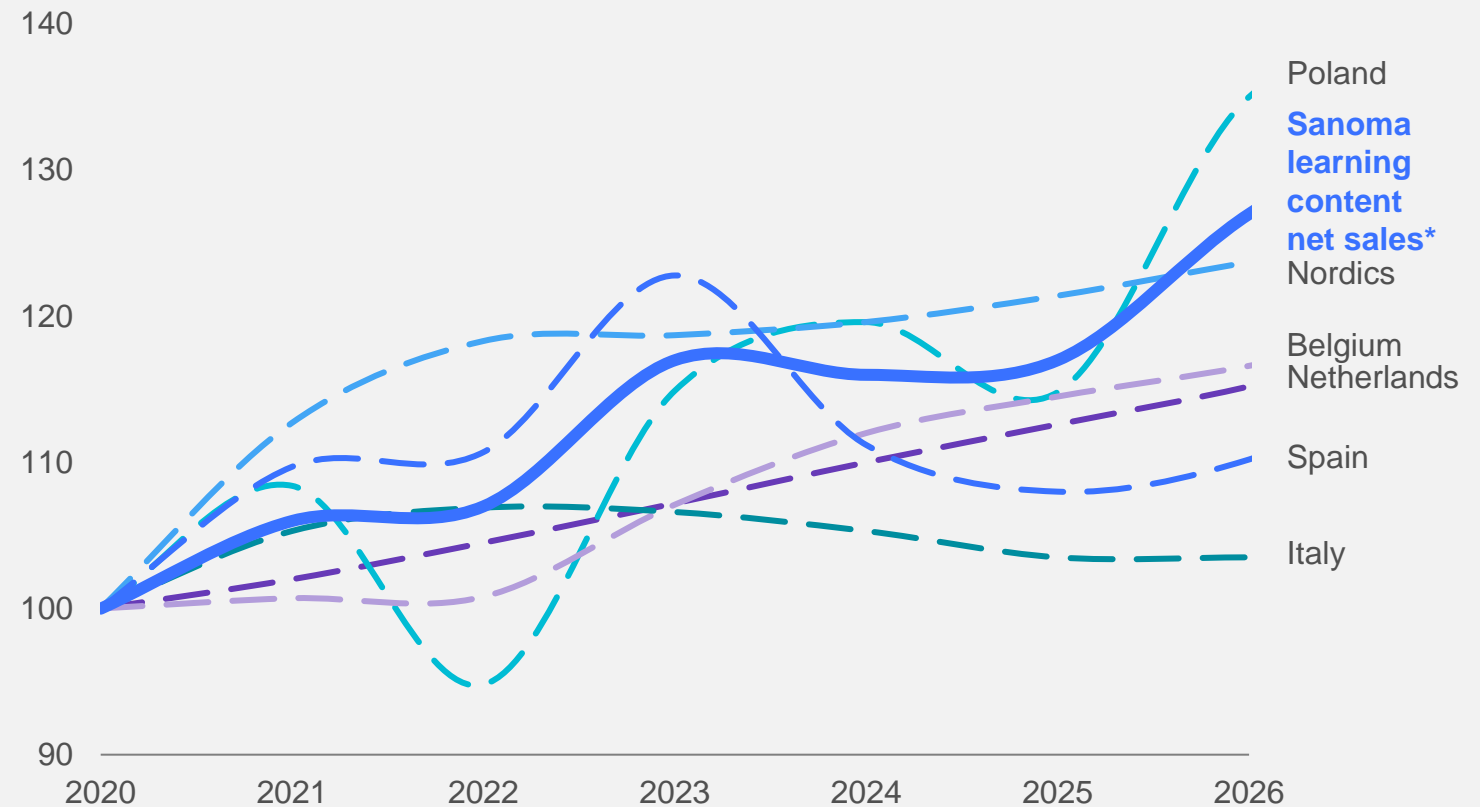
Changes in economic environment

...while learning content sales vary driven by curriculum renewals in our major operating countries

Learning content
75%
of net sales
in 2023

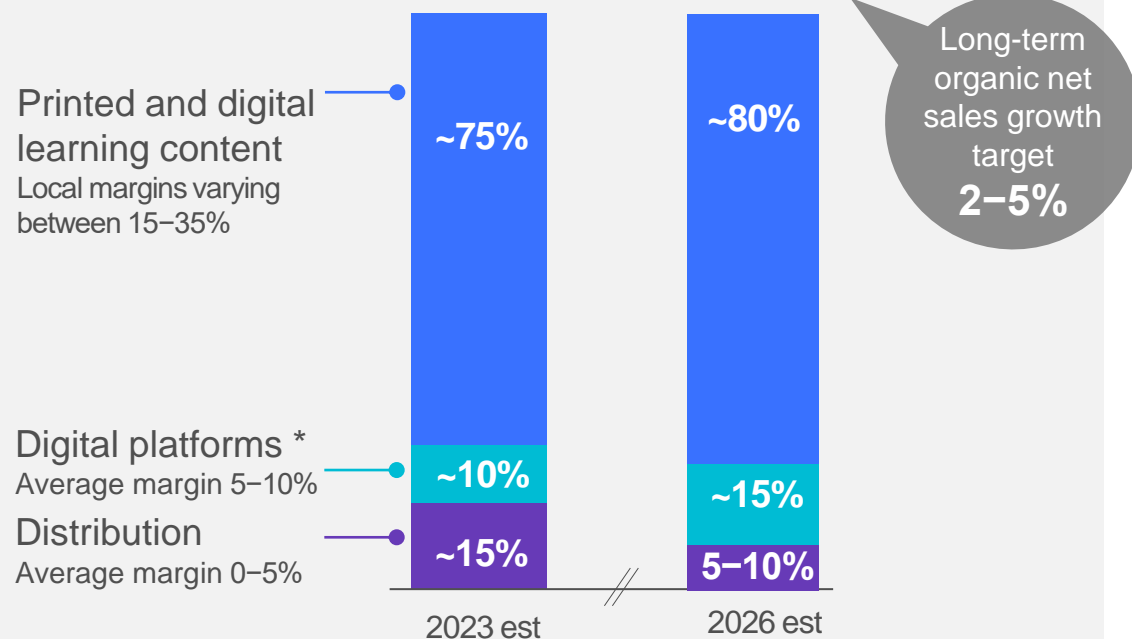
- Expected development of learning content sales in 2023–2026 is a function of changes in
 - Number of students ↘
 - Expenditure ↗
 - Market share ↗
- Mix within learning content sales is changing

K12 publishing market values in Sanoma's key operating countries indexed to 2020



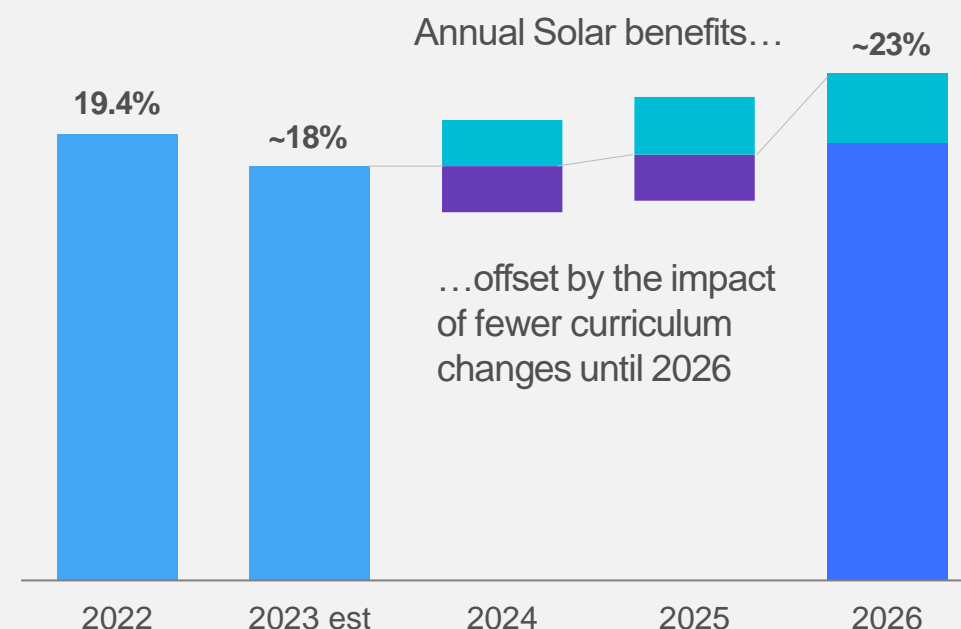
We aim to reach our long-term profitability target of 23% in 2026...

In 2026, net sales are expected to be stable vs. 2023 with higher share of more profitable learning content business



Learning's profitability to reach the long-term target of 23% in 2026 supported by Solar

Operational EBIT margin excl. PPA, %



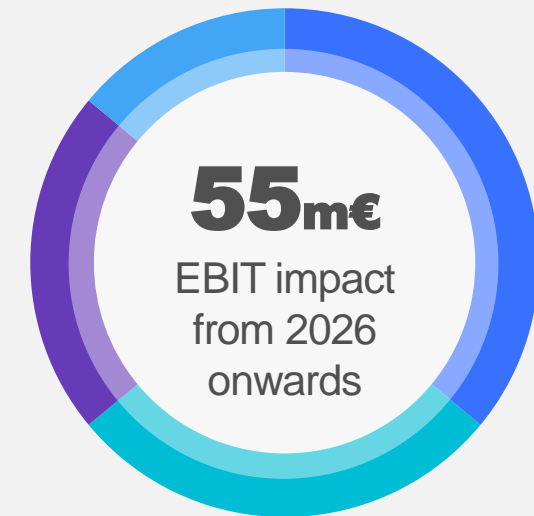
... supported by Program Solar

- Solar brings full benefits from the increased scale of the business
- Costs related to Solar booked as IACs totalling 45m€; approx. 30m€ expected in 2024, 15m€ booked in Q3 2023
- Program streams touch our key business operations across countries and most of them will be completed by the end of 2024

Organisational optimisation	<ul style="list-style-type: none"> ▪ Post-curriculum renewal optimisation in Spain and Poland ▪ Optimising selected other operations
Publishing process improvement	<ul style="list-style-type: none"> ▪ Increasingly leveraging benefits of scale in content creation (sharing) and production (centres of excellence) ▪ Reviewing publishing portfolios and plans
Harmonisation of digital platforms	<ul style="list-style-type: none"> ▪ Optimising product development and maintenance through outsourcing and nearshoring mainly to Poland and Spain
Other optimisations	<ul style="list-style-type: none"> ▪ Rightsizing support functions by optimising the overall organisational structure

Solar benefits are split between program streams

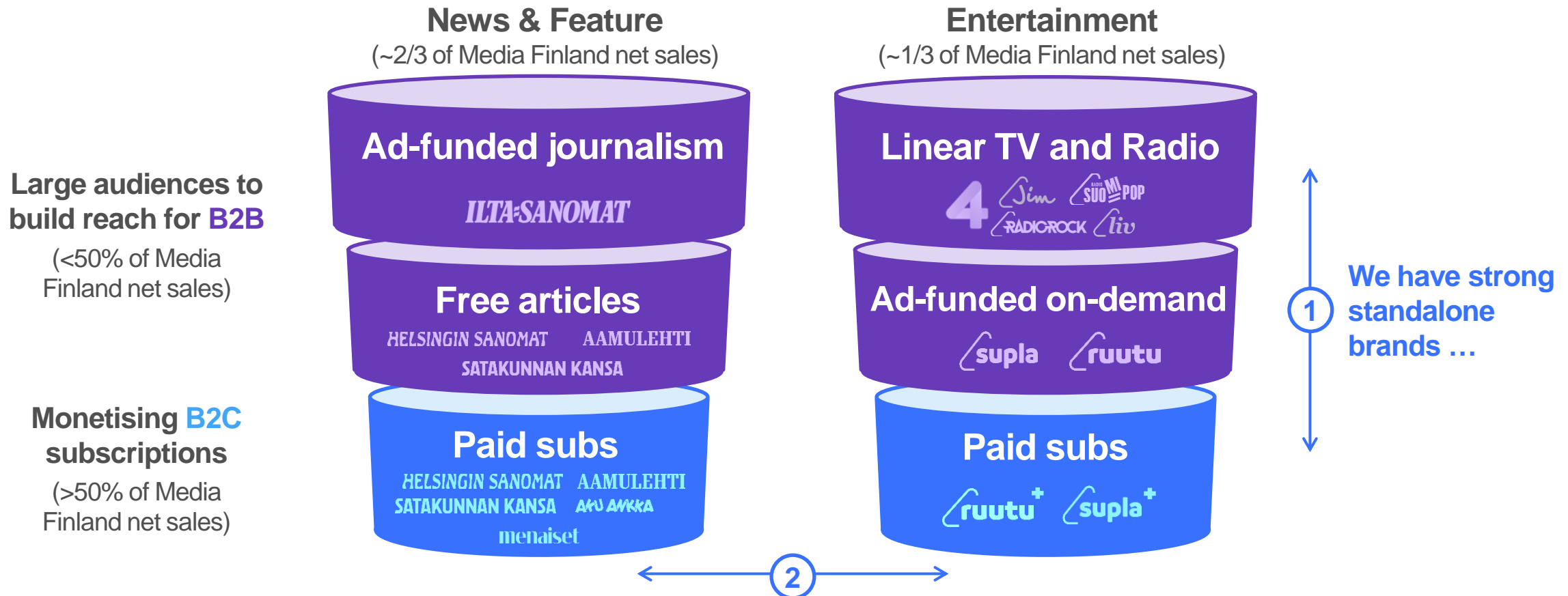
%



- Organisational optimisation
- Publishing process improvements
- Digital harmonisation
- Other optimisations

We are Finland's #1 digital media company with a weekly reach of 97%

Strong portfolio of independent and complementing brands with substantial digital synergies



... with further potential to combine digital subscription products

We are increasing the value of digital for our customers to prepare for digital-only future

Up to 2023

Digital transformation push



We reach **97%**
of Finns every week...

... and **900k** paying
for digital subscriptions out of
2.7m households

In 2024–2026

Increasing value of digital for our customers



Subscriptions

- Strong digital portfolio of independent and complementary brands with potential for combined offerings
- Further developing digital customer journey and experience

Advertisers

- Competitive digital B2B products with improved targeting capabilities
- Total TV ad measurement becoming the industry standard

Profitability enablers

- Continued efficiency improvement further supported by AI

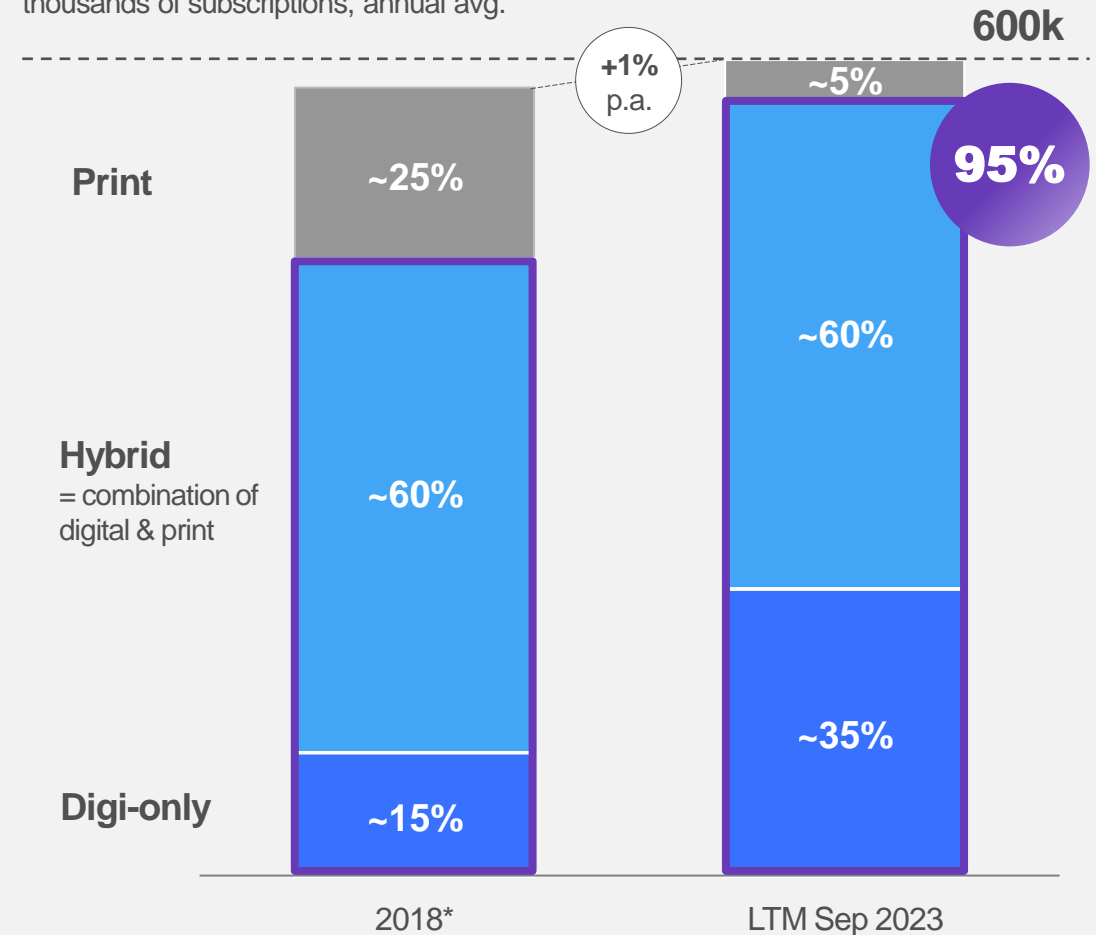
News & Feature

News media subscription base has become highly digitalised

- >95% of news media subscribers pay for a digital component
- Going forward we focus on digital usage and number of digital subscriptions by
 - Improving customer experience of the digital product and content
 - Developing our digital first sales model
 - Launching new and complementary digital products and packages
- In digital, we can use our unique position and package our news and entertainment subscription products to create value for our customers

Digital subscription base in news media has grown by 20pp in last 5 years

thousands of subscriptions, annual avg.



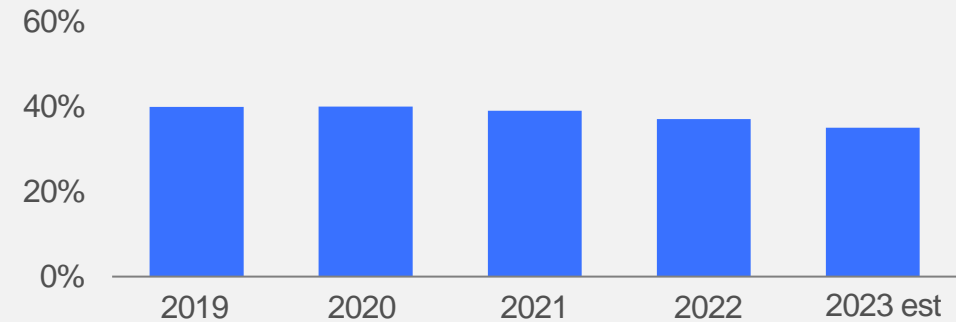
Entertainment

FTA balancing between profitability and growth

- Economic environment combined with overcapacity and low prices has been challenging for all FTA (free-to-air) players – we have been careful in investments
 - Decision has resulted in a slight loss of viewing share in FTA as expected
 - Campaign level reach on par with main competitor in biggest commercially viable target groups
- FTA segment expected to be more stable in the short-term with recovering economy in Finland and upward price pressure, while viewing minutes continues to decrease slightly

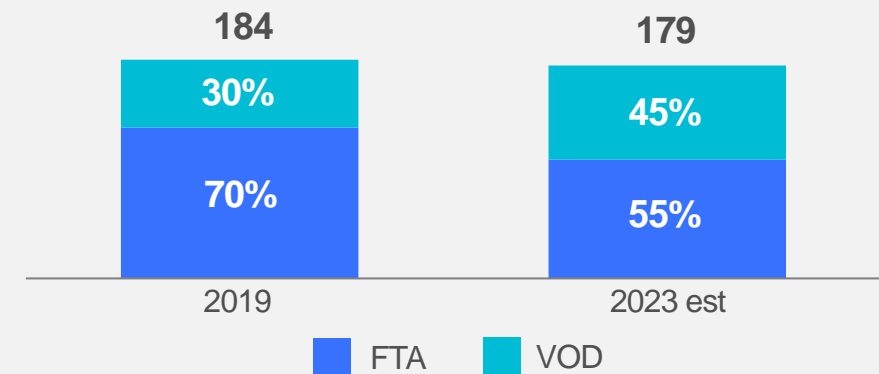
Our share of total commercial viewing has decreased slightly

Media Finland commercial share of viewing in 25–54 y/o



Share of VOD in total viewing minutes growing fast

Min/day in 25–54 y/o, total market

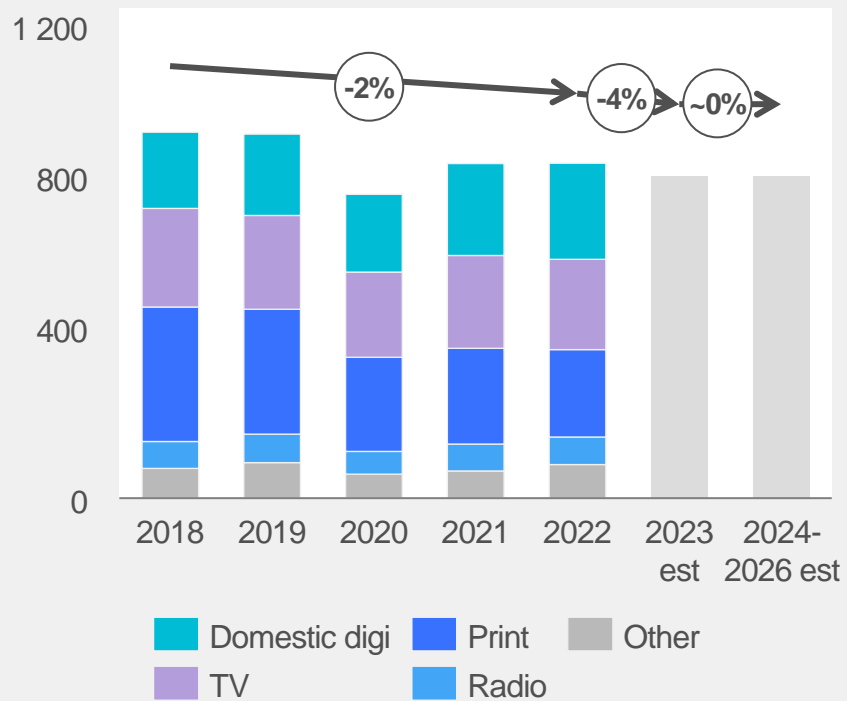


B2B

Advertising market is expected to gradually recover

Ad market continues to be uncertain...

Domestic measurable media market by segment, m€



...but our long-term advertising sales outlook is stable

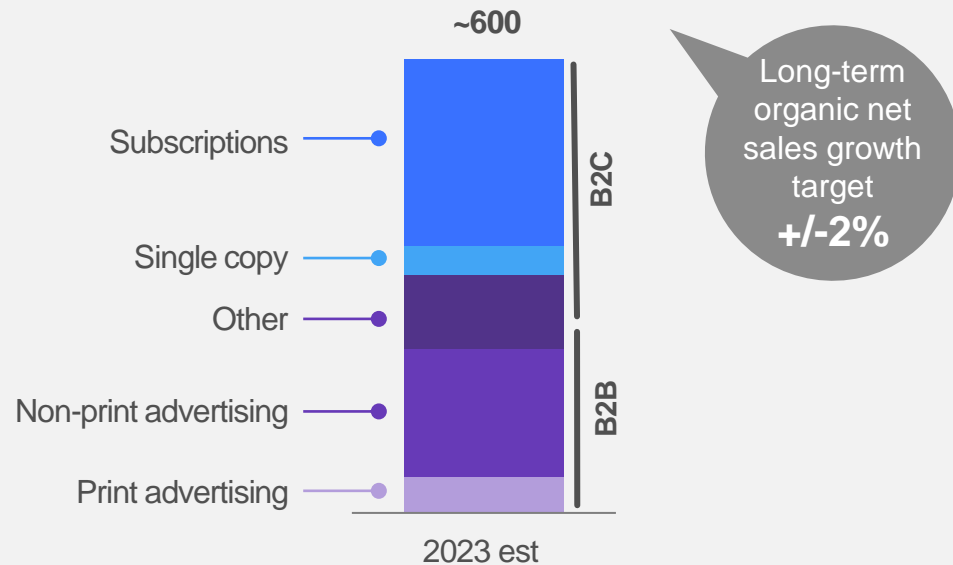
- Digital advertising sales compensating for the decline in print advertising, print sales represent only ~22% of total media advertising sales
- Free-to-air (FTA) TV segment future development rather stable with price increases compensating for decrease in viewers
- Total TV ad measurement improving the competitiveness of the B2B offering
- Potential opening of the gambling market in Finland in 2026 creates new advertising opportunities



We have solid plans and outlook towards our long-term targets

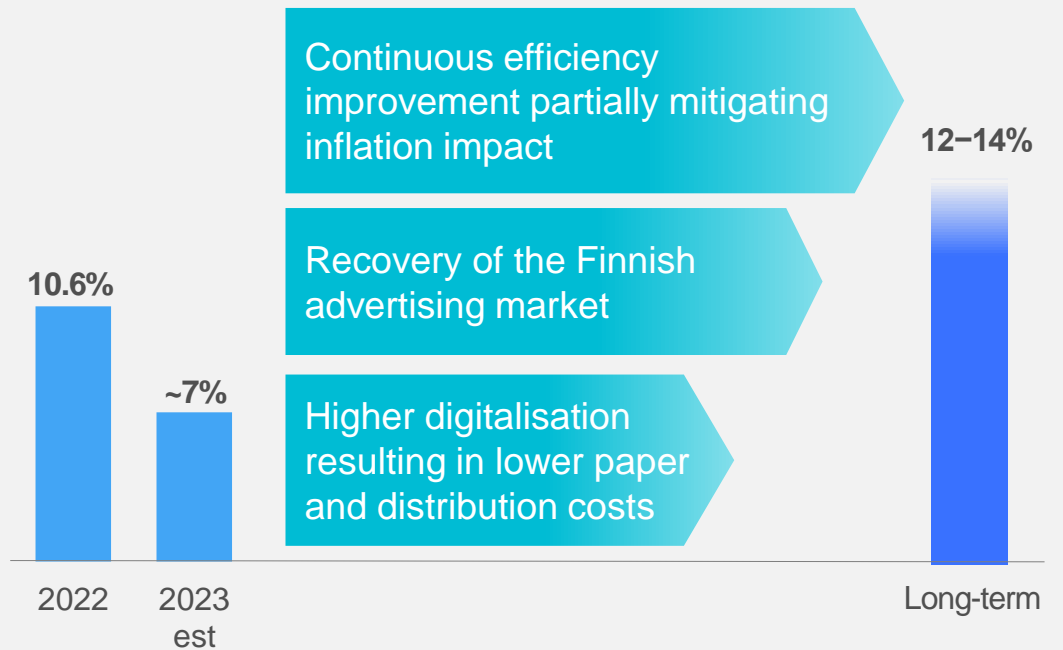
Reducing share of print advertising, B2C constantly strengthening

Net sales, m€



Profitability to improve towards the target of 12–14% in the long-term

Operational EBIT margin excl. PPA, %



Three strategic focus areas to deliver increasing profitability and prepare for future growth

Focus areas 2024–2026

1. Increasing profitability of Learning and Media Finland

2. Growing organically and through smaller in-market acquisitions

3. Deleveraging the balance sheet

Our purpose
Through learning and media, we have a positive impact on the lives of millions of people every day

Our ambition unchanged
Group net sales over **2bn€** by 2030 at least **75%** from Learning



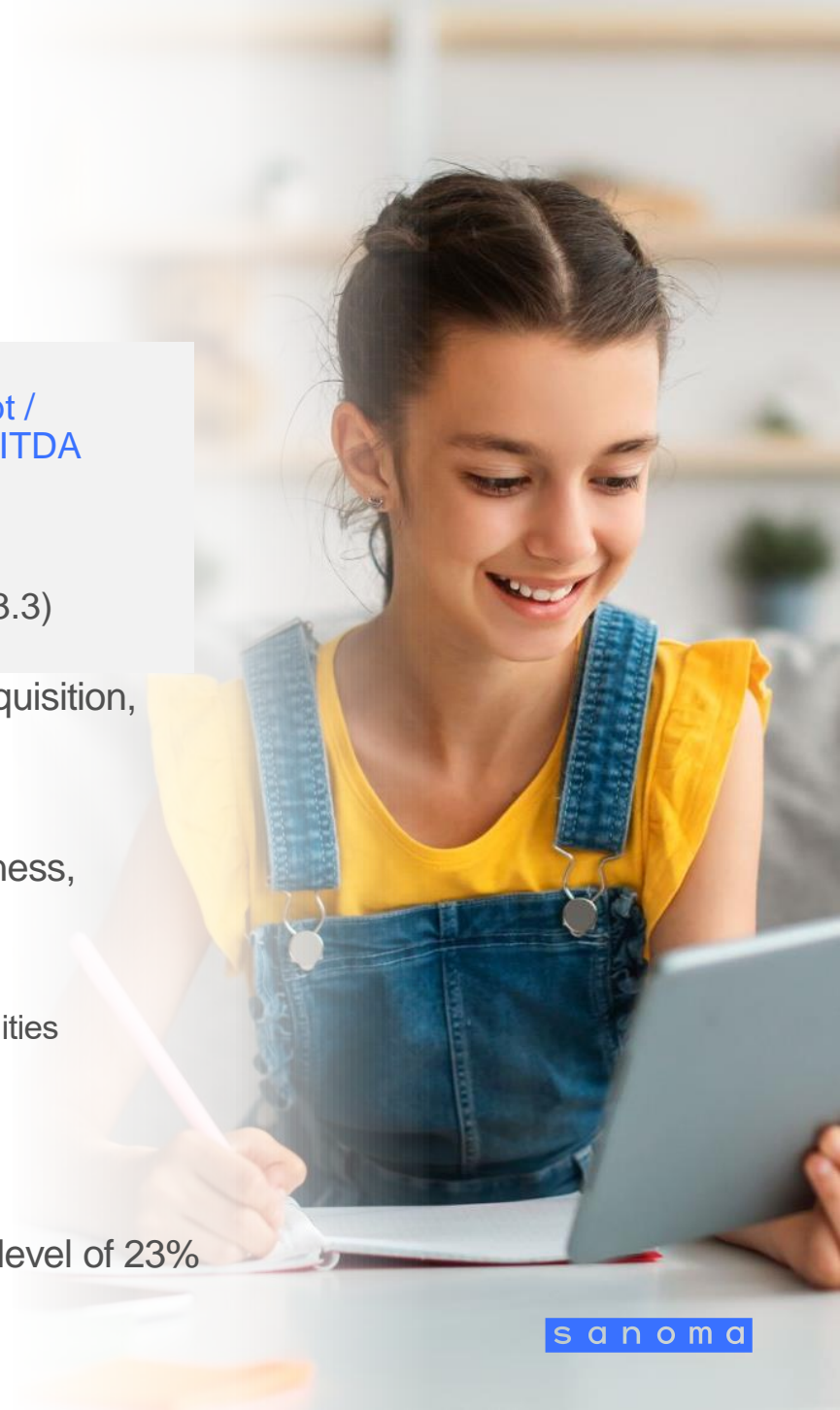
Q3 2023 Financials

Q1–Q3 2023:

Solid growth in net sales and operational EBIT in Learning

Net sales	Comparable net sales growth	Operational EBIT excl. PPA	Free cash flow	Net debt / Adj. EBITDA
1,139m€ (2022: 1,039)	3% (2022: 2%)	202m€ (2022: 192)	35m€ (2022: 48)	2.8 (2022: 3.3)

- Solid net sales growth in Learning, both organically (+7%) and resulting from the Italian acquisition, and slight decline in Media Finland sales
- Operational EBIT excl. PPA improved driven by strong net sales growth in Learning
- Free cash flow impacted by the seasonally negative operating cash flow of the Italian business, while underlying free cash flow in Learning improved
- Leverage improved to 2.8 and is at the level of the long-term target level of ‘below 3.0’
 - New 100m€ loan signed to repay the 200m€ bond maturing in March 2024 together with existing facilities
- The Group’s Outlook range for 2023 is narrowed:
 - Reported net sales will be 1.38–1.4bn€ (2022: 1.3)
 - Operational EBIT excluding PPA is expected to be 165–175m€ (2022: 189)
- Program Solar launched to improve Learning’s profitability by 2026 to the long-term target level of 23%



Solid organic growth and Italian acquisition increased net sales...

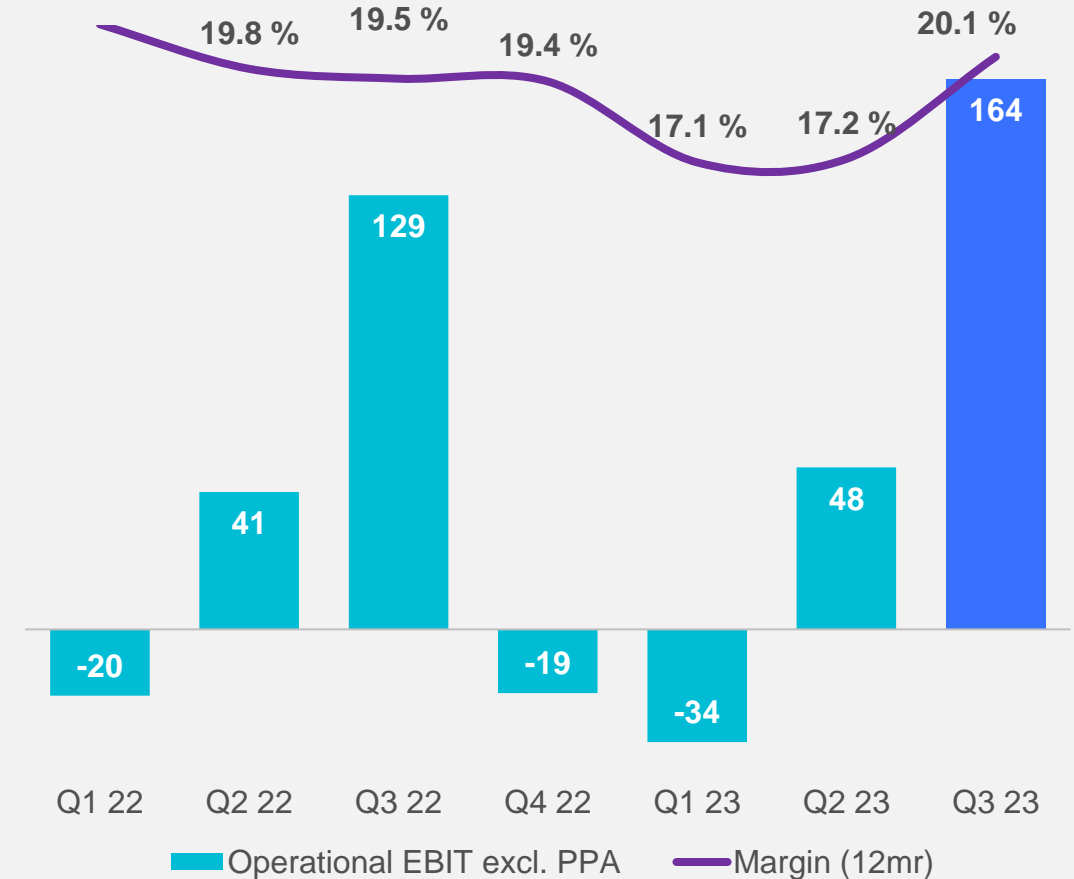
- Net sales grew to 695m€ (2022: 579)
- Organic growth of 7% driven by learning content sales, reflecting also the successful implementation of price increases
 - Organic growth of the learning content businesses 10% YTD
 - Strong growth in Spain in Q3 driven by
 - Successful implementation of the final phase of the LOMLOE curriculum renewal, including some shift from 2024
 - Earlier sales compared to PY
 - In the Netherlands, growth in learning content sales was offset by the planned discontinuation of loss-making distribution contracts
 - Expected growth in Poland driven by a minor curriculum renewal
- The Italian and German business contributed 104m€ to net sales (2022: 21), while divestment of Eduarte reduced sales by 6m€



...and led to profitability improvement

- Operational EBIT excl. PPA increased to 179m€ (2022: 151)
 - Strong organic growth, largely driven by successful implementation of the price increases and earlier sales
 - Solid positive contribution of the acquired Italian business in line with our expectations
- The impact of the inflation on paper, personnel and fixed costs is significant – mitigated by price increases and active cost containment actions
- 12 month rolling margin positively impacted by stronger than usual Q4 2022 due to delays both in Spain and the Netherlands

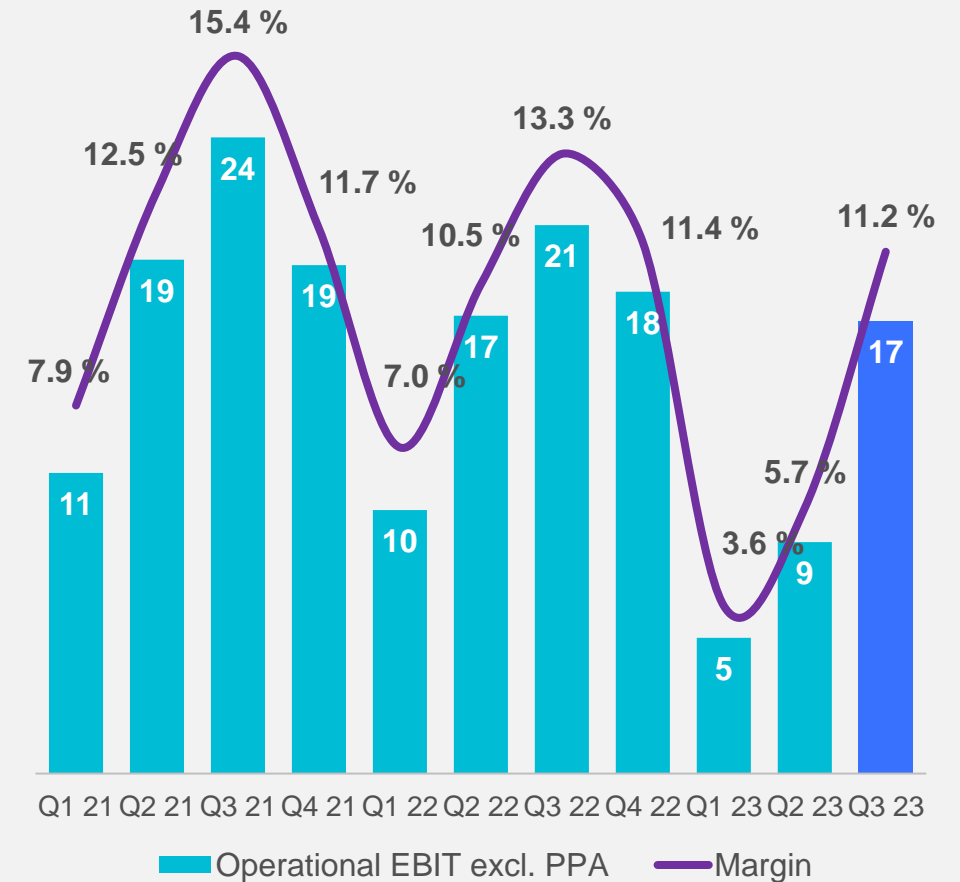
Operational EBIT excl. PPA m€



Advertising sales had an adverse impact on earnings

- Net sales declined slightly to 150m€ (2022: 155)
 - Advertising sales declined by 10% (compared to -6% in the market) mostly from newsprint and TV
 - Comparable subscription sales grew modestly as price increases offset the slight decline in the subscription base
 - Cooperation with Elisa, starting from September, will further enhance Ruutu’s offering and improve its position as the go-to local VOD service
- Operational EBIT excl. PPA decreased to 17m€ (2022: 21)
 - Impacted by lower advertising sales
 - Personnel costs increased due to salary inflation and normalised bonus provisions
 - Mitigated by lower paper, printing and distribution costs and other active cost containment actions

Operational EBIT excl. PPA
m€

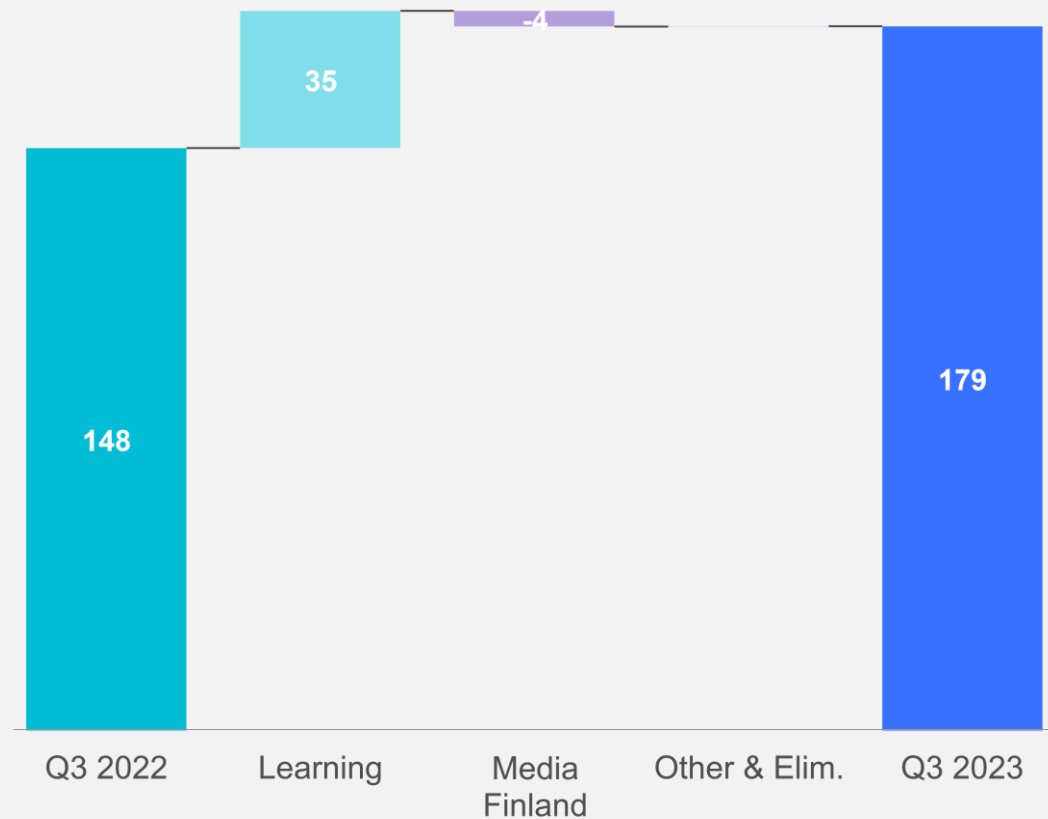


Q3 2023

Significant earnings improvement in Learning during the high season

Learning	<ul style="list-style-type: none">+ Curriculum-driven growth esp. in Poland and Spain, where high season completed earlier than PY+ Successfully implemented price increases across the content businesses+ Acquired Italian business
Media Finland	<ul style="list-style-type: none">+ Lower paper, printing and distribution costs, other active cost containment actions- Lower advertising sales- Higher personnel costs due to salary inflation and normalised bonus provisions

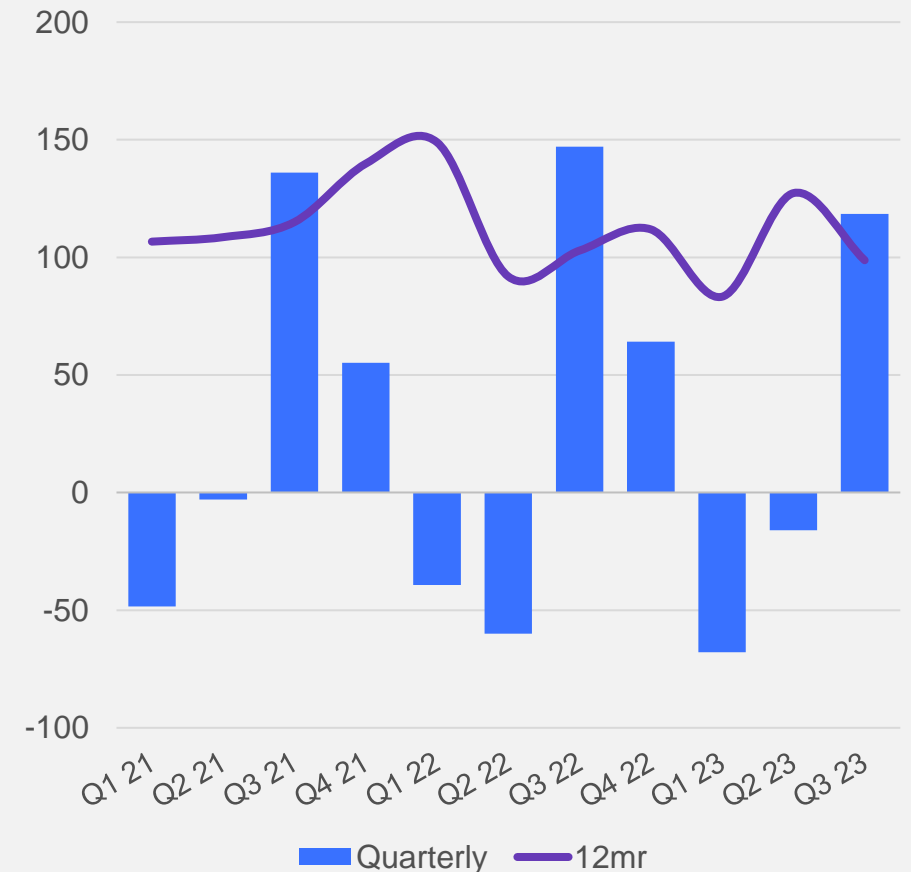
Operational EBIT excl. PPA Q3 2023 vs. Q3 2022
m€



Significant increase in the YTD free cash flow excl. the Italian acquisition

- Free cash flow for Q1–Q3 was 35m€ (2022: 48) and impacted by the seasonally negative operating cash flow of the acquired Italian and German businesses
- The underlying free cash flow* increased significantly
 - + In Learning, higher sales and active working capital management sustainably brought forward cash flow
 - + Media Finland at PY level as earnings impact was mitigated by active working capital management
- For FY 2023, free cash flow expected to be somewhat higher vs. underlying free cash flow* of 2022 (65m€)
- Third and final instalment of the dividend for 2022, 0.11€/share, will be paid on 3 November
 - Second instalment of 0.13€/share was paid in September

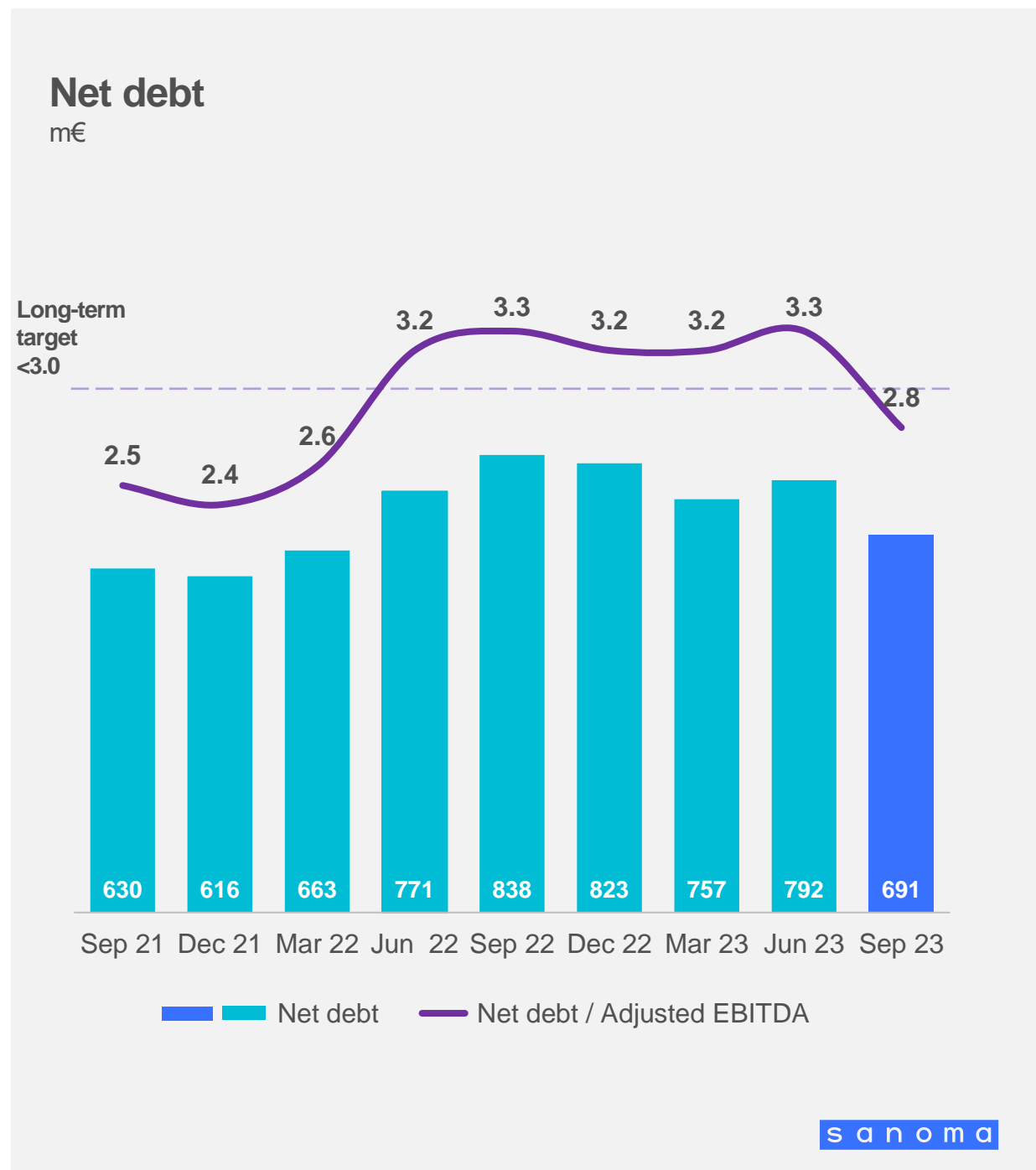
Free cash flow
m€



Free cash flow = Cash flow from operations less capital expenditure

Leverage improved to within long-term target level of <3.0

- Net debt decreased both vs. PY and end of Q2, amounting to 691m€
 - In-line with the annual seasonality of the learning business
 - Net debt / Adj. EBITDA improved to 2.8 (2022: 3.3)
 - Equity ratio improved to 39.5% (2022: 33.0%)
- Net financial items increased to -9m€ (2022: -4) in Q3 due to the increase in interest rates
 - YTD average interest rate of external loans 3.6% (2022: 1.1%)
 - Interest expenses of the 150m€ hybrid bond are not included in net financial items but deducted directly from equity



Outlook for 2023

(narrowed on 26 October 2023)

- In 2023, Sanoma expects that the Group's reported net sales will be 1.38–1.4bn€ (2022: 1.3)
- The Group's operational EBIT excluding PPA is expected to be 165–175m€ (2022: 189)
- Regarding the operating environment Sanoma expects that:
 - The advertising market in Finland will decline slightly in the fourth quarter
 - The economies in the Group's operating countries, particularly in Finland, will continue to experience a mild recession



Appendix: Sanoma Group



Sanoma in 2022

NET SALES
 **1,298m€**

NON-PRINT SALES
 **57%**

OPERATIONAL EBIT MARGIN
 **14.6%**

PERSONNEL
 **over 5,000**

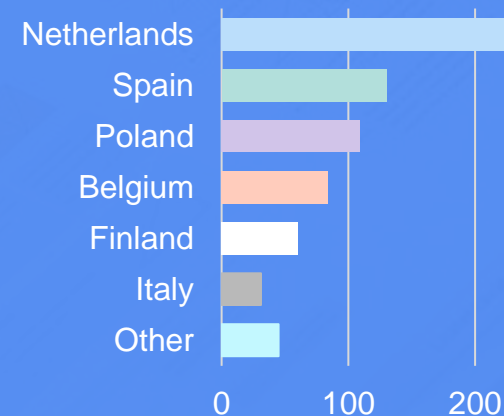
Learning

Net sales **681m€**

Non-print **62%**

Margin **19.4%**

NET SALES, m€



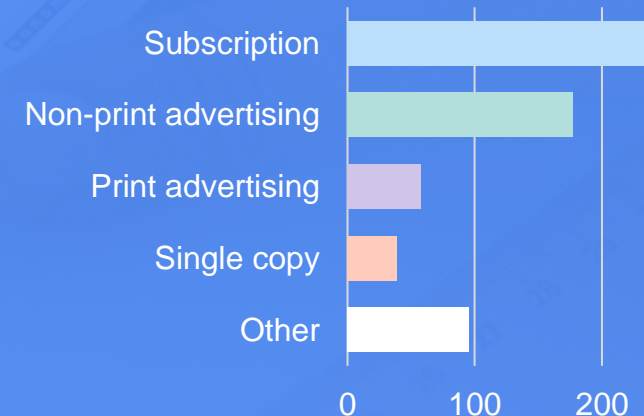
Media Finland

Net sales **618m€**

Non-print **52%**

Margin **10.6%**

NET SALES, m€



Latest quarterly financial details are available at <https://www.sanoma.com/globalassets/sanoma-group/investors/reports-and-presentations/2023/sanoma-q1-2023-interim-report-presentation.pdf>

Our Sustainability Strategy emphasises the positive impact of learning and media on society

Trustworthy data

Target: Continuous privacy and security training for our employees

No major data breaches

Responsible business practices

Target: All employees participating in annual conduct trainings

98% of employees participated the Code of Conduct e-learning

Positive impact of

Inclusive learning

Empowering learning of over 25 million students

&

Sustainable media

Trusted journalism and inspiring entertainment for all Finns

Valued people

Target: Employee Engagement Index (EEI) above 7.5

EEI 7.3

Vital environment

7% decline in our own operations greenhouse gas emissions

Target: 38% emission reduction in-line with Science Based Target initiative and carbon neutral by 2030

Free cash flow in 2023 expected to be somewhat higher vs. underlying free cash flow* of 2022

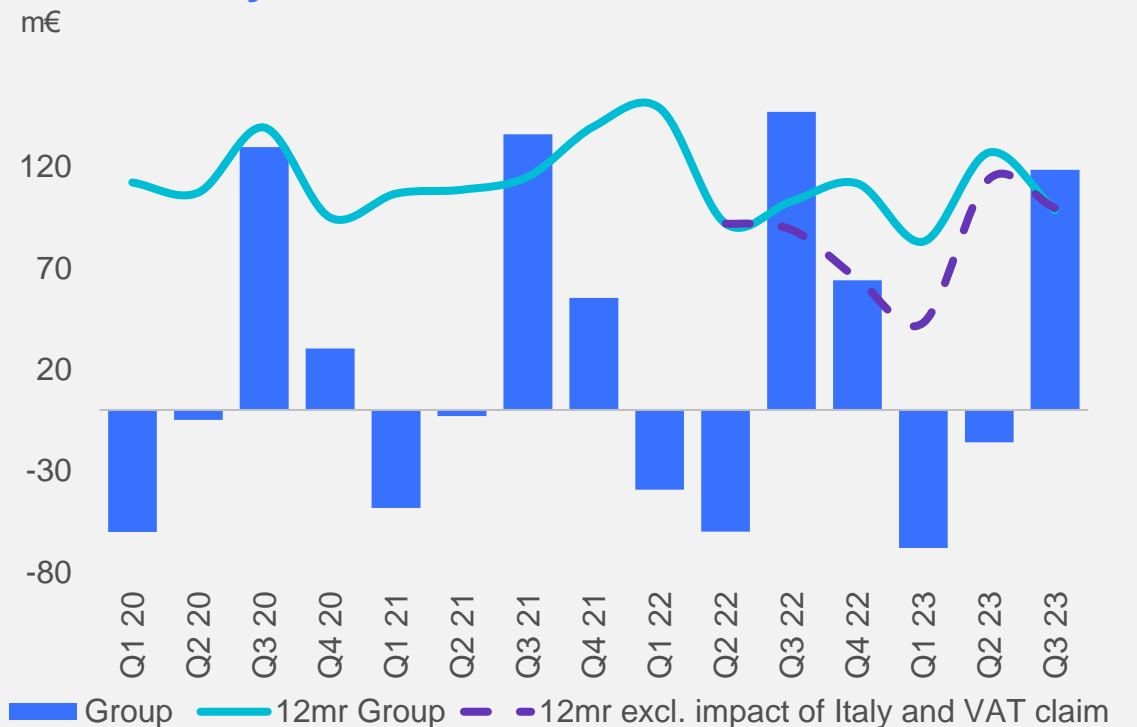
Key impacts on free cash flow in 2023

- + Improved working capital management
- Italian acquisition (due to its timing)
- Higher financing costs

Improving free cash flow in 2024 and beyond resulting from...

- + Improving profitability
- + Lower content creation investments
- + Maintaining the improved working capital management
- + Reducing IACs (from 2025)
- Further increase in financing costs (in 2024)

Active cash flow management mitigating seasonality of free cash flow

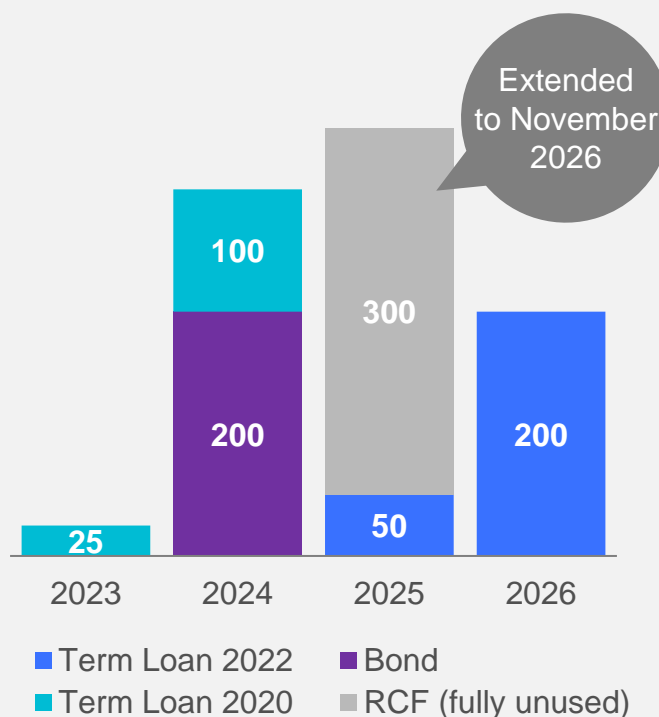


We have refinancing in place for 200m€ bond maturing in 2024

- 200m€ bond maturing in March 2024 will be paid back with
 - New 100m€ term loan that was signed in October and will be drawn down in March
 - Existing funding facilities
- Maturity of the term loan is 12 months + 10 months extension option at Sanoma's discretion
- In addition, the extended 300m€ Revolving Credit Facility is available as a back-up for CPs at all times (unused at end of September 2023)

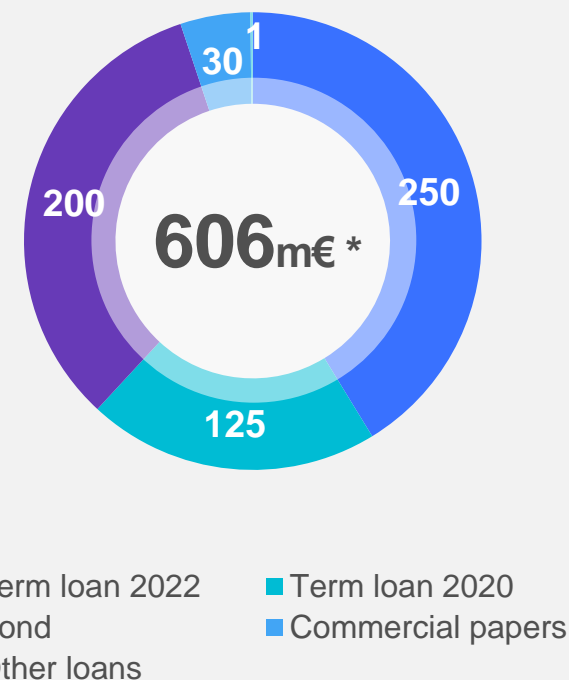
Maturity profile

m€, 30 September 2023



External debt structure*

m€, 30 September 2023



150m€ hybrid bond was issued in March

- The bond seen as the best way to strengthen the balance sheet to increase financial flexibility that supports the execution of the strategic plan at all times
- With the learning business being an increasing part of Sanoma, its annual cyclicality relating to the school year cycle requires different levels of capital during H1 and H2
- The hybrid bond is treated as equity in the consolidated financial statements and is not included in net debt or leverage
- Fixed coupon interest of 8.0% p.a.
- Reset date 16 March 2026



Dividend is an important part of our equity story

Dividend policy:

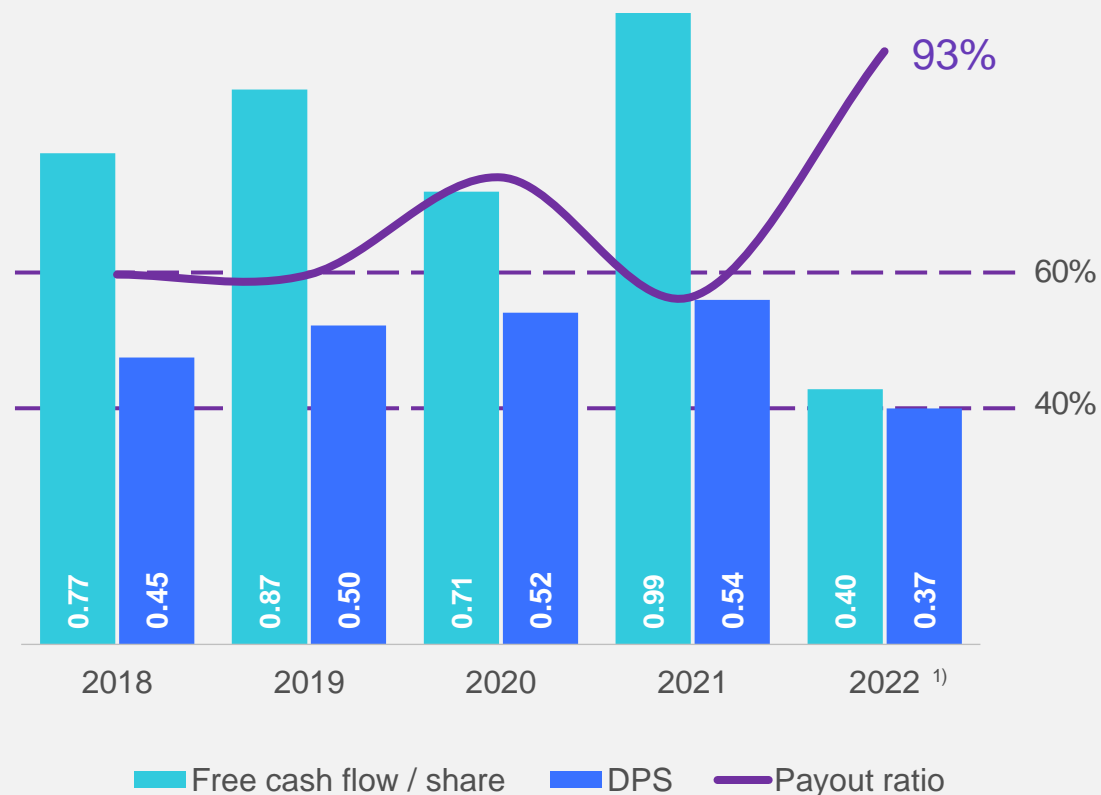
Sanoma aims to pay an increasing dividend, equal to 40–60% of annual free cash flow

When proposing a dividend to the AGM, the Board of Directors will look at the general macro-economic environment, Sanoma's current and target capital structure, Sanoma's future business plans and investment needs as well as both previous year's cash flows and expected future cash flows affecting capital structure.

Dividend per share €

Yield
3.8%
at the end of
2022

Total dividend approx.
60m€



¹⁾ Underlying FCF 65m€ excl. operational cash flow of the acquired Italian and German business and the pre-payment of the VAT claim

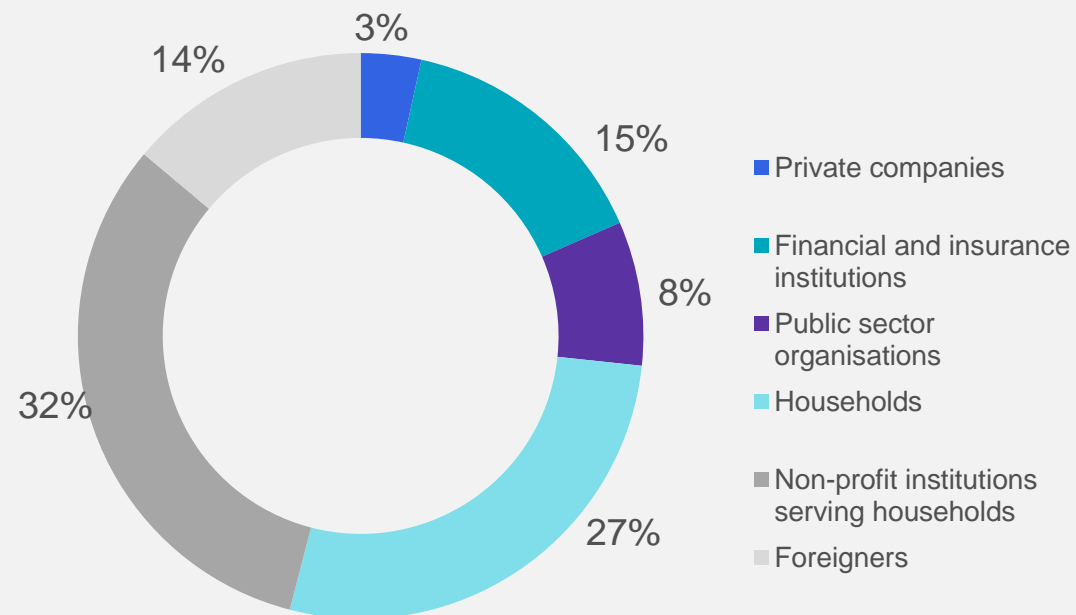
Largest shareholders

30 September 2023

Largest shareholders

Shareholders	Number of shares	% of shares
1. Jane and Aatos Erkkö Foundation	39,820,286	24.4
2. Holding Manutas Oy	19,785,000	12.1
3. Langenskiöld Robin	12,273,371	7.5
4. Seppälä Rafaela	7,654,746	4.7
5. Varma Mutual Pension Insurance Company	5,538,352	3.4
6. Helsingin Sanomat Foundation	4,701,570	2.9
7. Ilmarinen Mutual Pension Insurance Company	3,805,800	2.3
8. Noyer Alex	3,213,277	2.0
9. Elo Mutual Pension Insurance Company	2,060,000	1.3
10. Bernardin-Aubouin Lorna	1,852,470	1.1
10 largest shareholders, total	100,704,872	61.7
Foreign holding	22,272,930	13.6
Other shareholders	40,587,861	24.7
Total number of shares	163,565,663	100.0
Total number of shareholders	24,466	

Holding by sector



Analyst coverage

Carnegie Investment Bank

Danske Markets Equities

Inderes

Kepler Cheuvreux

Nordea

OP Corporate Bank

SEB

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Nothing in this presentation constitutes investment advice and this presentation shall not constitute an offer to sell or the solicitation of an offer to buy any securities of Sanoma or otherwise to engage in any investment activity.

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