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Leading K12 learning company capturing further growth in an attractive global market

Roadshow presentation August-September 2023



We have an ambitious strategy for sustainable, profitable growth...

We are one of the global leaders in K12 education serving 25 million students

- Producing inclusive learning materials and platforms to promote equal learning opportunities
- Strengthening our #1 position in European K12 learning services
- Aiming for selective growth globally through M&A

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

- Providing trusted Finnish journalism and inspiring entertainment
- Continuing our successful digital transformation towards higher margin
- Increasing share of B2C provides sustainable future opportunities

Unique sustainability position, growth through M&A and increasing dividend

- Solid ESG performance and ambitious targets combined with intrinsic positive impact on society
- Supporting our growth strategy in learning with a solid balance sheet
- Growing our dividend with an attractive yield

Our purpose

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

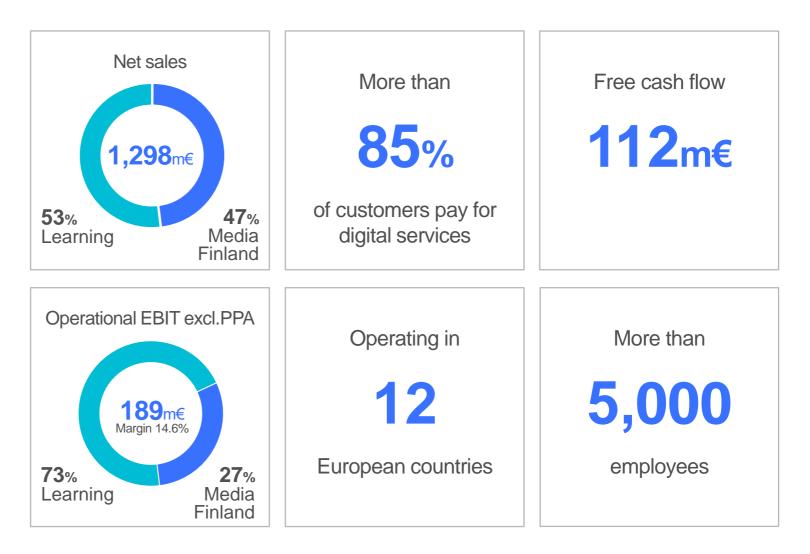
Our ambition

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

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... based on a wellbalanced portfolio with clear longterm targets

Year 2022 at a glance





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

| Net debt / Adj. EBITDA | Equity ratio | Increasing dividend |
|--|------------------------------|---|
| < 3.0 | 35-45% | 40-60% |
| (3.2) | (35.8%) | of free cash flow (93% ¹⁾) |
| Annual emission reductions of | Employee Experience Index | Management gender balance |
| -4.2% | >7.5 | 50/50 |
| in line with SBTi by 2030 (Scope 1&2: -7%, Scope 3: -8%) | by 2030 (7.3) | by 2030 (41 women / 59 men) |



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
 - 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



...and are leading the way in consolidating the market

#1

K12 is a stable and resilient market

- Stable population of approx. 75 million students in Europe, corresponding to a market size of 4–5bn€
- Public spending on education is increasing, spend per student varies between countries
- Significant fragmentation and high barriers to entry due to localised nature
- Stability and predictability as teachers typically consider changing the learning materials only every 4–8 years
- Our best-in-class digital platforms and footprint in highly digitalised countries with high-quality learning outcomes give us unique benefits of scale
- Digitalisation within education is accelerating
 - Helping to drive market consolidation
 - Generating more stable revenue streams and higher profitability
 - Offering better scalability
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Market growth estimate steady low single digit % p.a.

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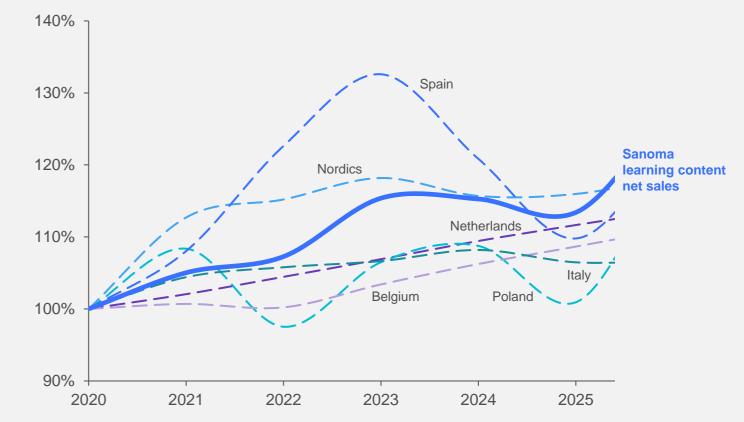
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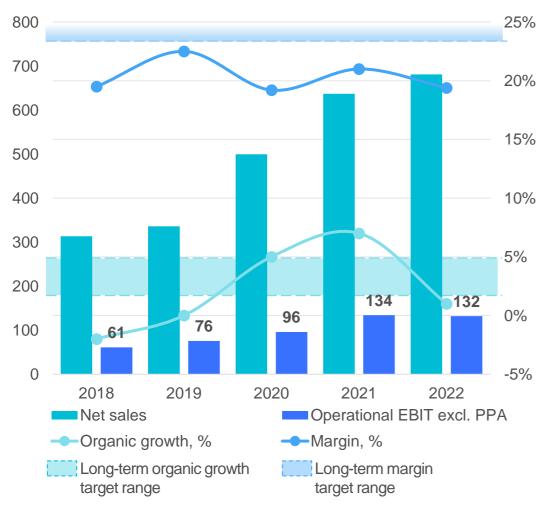
Curriculum renewals contribute to our long-term growth...

- Long-term growth over the cycle driven by wider geographical presence and position in both key segments (primary & secondary) regardless of local market fluctuations
- In Spain, the LOMLOE reform is driving fluctuations in 2022-2025
- In **Poland**, fluctuations driven by primary subsidy cycle
- Dutch market growing due to shift to subscription increasing the value per student
- Italy is a sizeable market and softens overall fluctuations

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

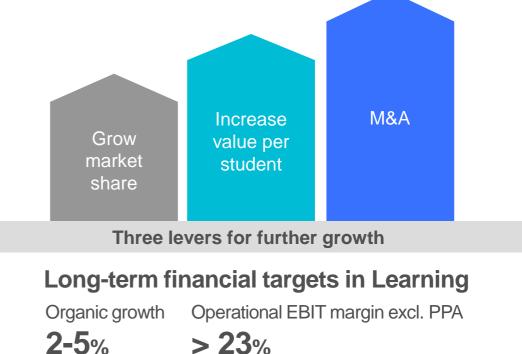


... and we have a successful track record and ambitious plan for profitable growth



M&A has accelerated our transformation

- 2019: Four acquisitions in K12 learning services
- 2020: Santillana, leading provider of K12 learning content in Spain
- 2022: Pearson Italy, the third largest provider of K12 learning materials in Italy





M&A strategy: Focus on growth opportunities in K12 learning business



We aim to grow in K12 learning content by

- Strengthening our position in current operating countries
- Entering new geographies where spending on education is stable or increasing
- Expanding also outside Europe as long as the market and the target fits our criteria

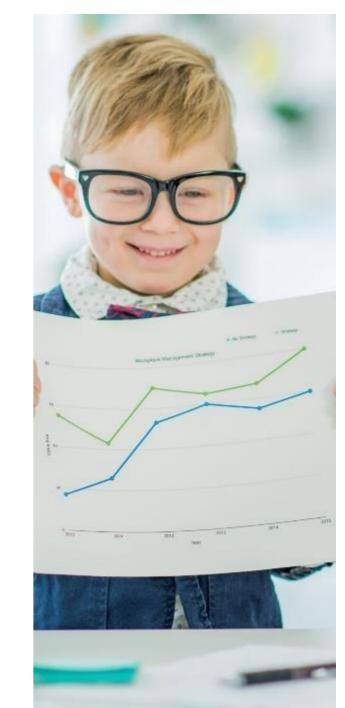


We aim to acquire companies that

- Focus on K12 learning content
- Have leading #1–3 market positions
- Operate in markets with high barriers to entry
- Are growing, profitable and cash generative
- Provide opportunities for synergies

Our M&A pipeline is healthy

- Market consolidation driven by accelerating digitalisation
- Majority of potential target companies owned by families, foundations or private equity
- Experienced in complex separations and integrations



We have leading positions and media brands in Finland...



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... and are Finland's #1 cross-media company

- Independent and trusted media is essential for an open and democratic society
- We reach 97% of all Finns every week by providing trusted Finnish journalism and inspiring entertainment
- Our strategy focuses on
 - News & feature
 - Entertainment
 - B2B marketing solutions
- We consider selective opportunities for synergistic bolt-on acquisitions that support growth in our strategic focus areas
- Our business is transforming towards digital B2C, supported by digital advertising
 - Share of stable B2C income more than half
 - Digital transformation supports margins



Share of stable B2C income more than half in Media Finland

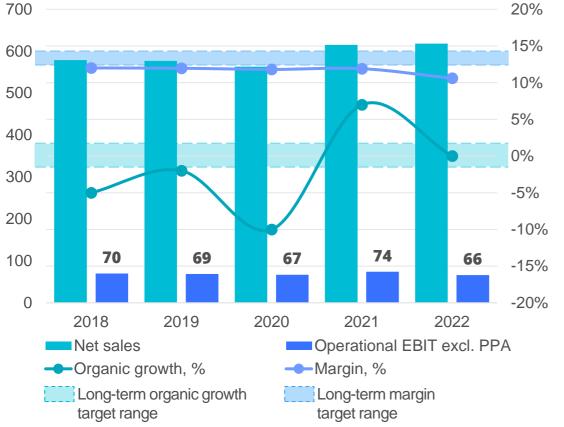


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We have a solid track record of stable net sales and earnings, while the operating environment will have a short-term impact

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



- Sustainable performance in the digital era requires scale
 - We have **1.4** million subscriptions in total
 - ~60% pay for digital component
- Switching from a single print news subscription to a digital news subscription will
 - Decrease net sales per subscriber
 - Increase profit contribution

Long-term financial targets in Media Finland

Organic growth

Operational EBIT margin excl. PPA **12-14**%

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



Performance in 2022



Information about the ESG ratings can be found on page 41

Balancing our capital allocation between M&A and a growing dividend



Aiming to continue to grow through M&A

- Implementing our clear growth strategy in Learning
- Maintaining the Group long-term leverage target of < 3.0
- Equity could be considered, if it creates value for all shareholders



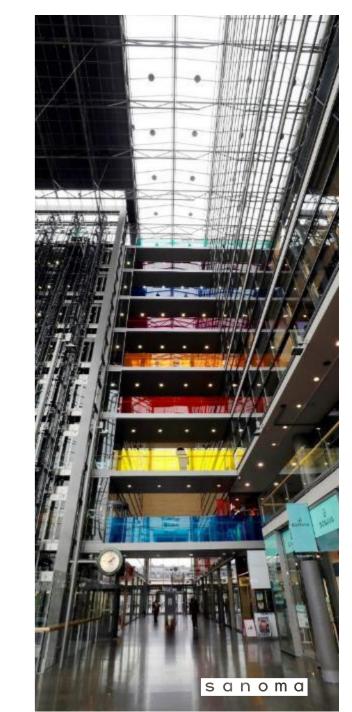
Growing dividend with an attractive yield

- Our policy is to pay an increasing dividend, equal to 40–60% of annual free cash flow
- For 2022, the dividend pay-out was 93% of underlying FCF¹⁾



Investing in further digital growth

- Harmonising and developing our digital learning platforms
- Aiming for best-inclass digital user experience in media
- Ensuring the development and well-being of our people



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We have an ambitious strategy for sustainable, profitable growth

 We are one of the global leaders in K12 education serving 25 million students and want to grow globally through M&A

 We are Finland's #1 cross-media company with a weekly reach of 97% and continue our successful digital transformation towards higher margin

 Unique sustainability position, growth through M&A and increasing dividend

Our purpose

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



Our ambition

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

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H1 2023 Financials



Net sales grew, operational EBIT supported by solid Learning performance

- The Group's net sales grew
 - Learning growth was driven by the acquisition in Italy and 4% organic growth
 - Lower net sales in Media Finland mainly due to declining advertising sales
- Operational EBIT impacted by solid Q2 performance in Learning, declining advertising sales and cost inflation
- Free cash flow improved significantly while being negative in-line with the seasonal pattern of the business
 - In Learning, operational actions to mitigate the seasonality brought forward approx. 50m€ cash generation from Q3 into Q2
- Leverage stable, slightly above the long-term target of < 3.0 due to acquisition of the Italian and German business
- Outlook for 2023 unchanged
 - Positive development in Learning driven by Spain offsetting the uncertainty related to H2 advertising demand in Media Finland

Key figures Q2 and H1 2023

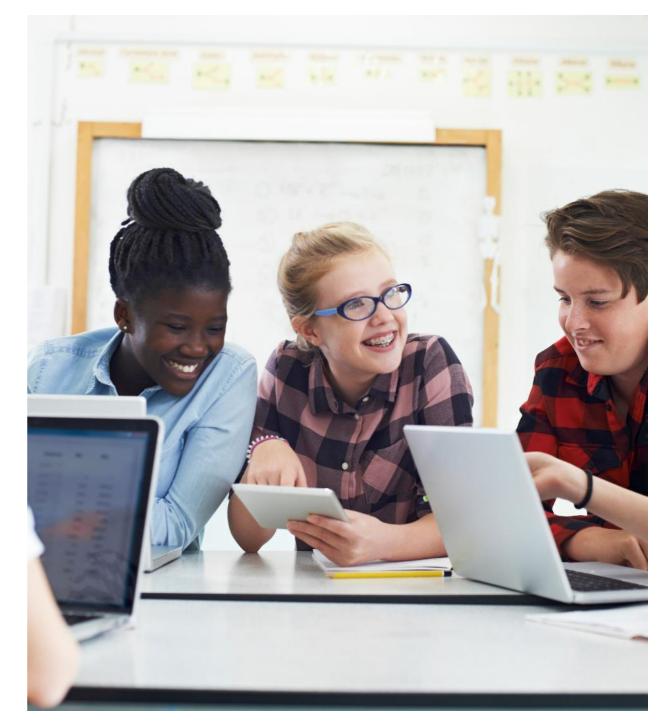
| | Q2 2023 | H1 2023 |
|-------------------------------|------------------------|-----------------------------|
| Net sales | 341m€ (313) | 559m€ (524) |
| Organic net sales growth | <mark>0%</mark> (3) | <mark>0%</mark> (2) |
| Operational EBIT excl. PPA | 54m€ (54) | 23m€ (43) |
| Free cash flow | -16m€ (-60) | <mark>-84m€</mark> (-99) |
| Net debt / Adj. EBITDA | | 3.3 (3.2) |

(comparison period 2022 in brackets)



LEARNING H1 2023 Italian acquisition and organic growth increased net sales

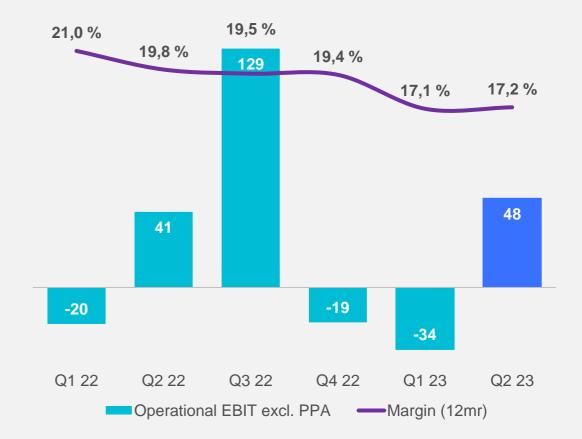
- Net sales grew to 264m€ (2022: 219)
 - The Italian and German business contributed 42m€ to net sales, while divestment of Eduarte reduced sales by 4m€
 - Organic growth of 4% with solid development across content businesses
 - Strong growth in Spain driven by the ongoing LOMLOE curriculum renewal vs. delayed ordering pattern in 2022
 - Growth in Finland and Belgium mainly driven by the higher-than-usual price increases
 - In the Netherlands, deliveries shifted to Q3 with solid sales outlook
 - Poland at PY level ahead of a minor curriculum renewal to be implemented from Q3 onwards



LEARNING H1 2023 Growth in net sales supported earnings in Q2

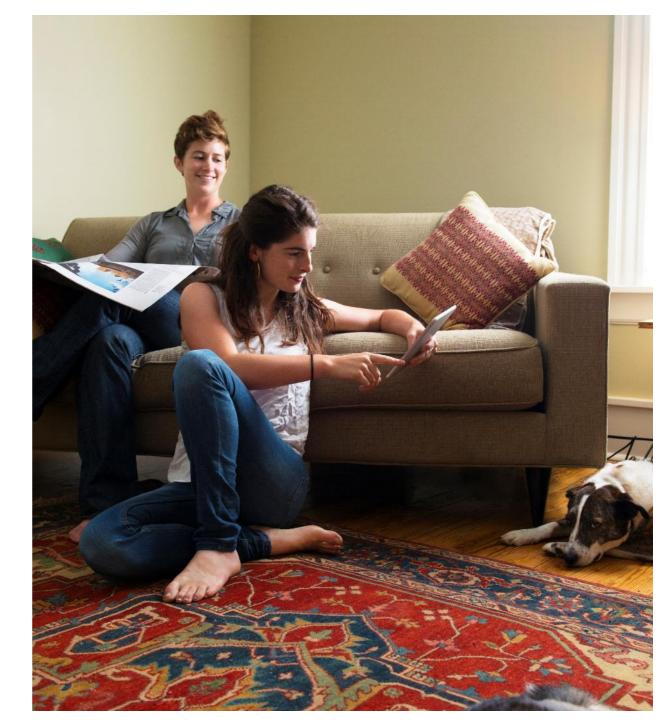
- Operational EBIT excl. PPA amounted to 15m€ (2022: 21)
 - Typical annual seasonality of the business
 - The impact of the inflation on paper, personnel and fixed costs
 - Positive impact of the net sales growth in Spain offset by higher marketing and content creation costs in Poland ahead of the minor curriculum renewal
- The higher-than-usual price increases across all markets are well understood by our customers and will have a positive impact going forward
 - Full mitigation of the inflation impact will take 1-2 years

Operational EBIT excl. PPA m€



MEDIA FINLAND Q2 2023 Advertising sales decreased in-line with expectations

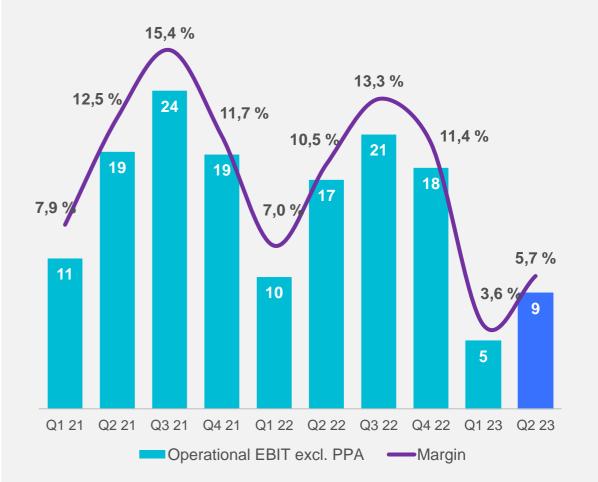
- Net sales declined to 153m€ (2022: 164)
 - Advertising sales declined by 11% with negative development across all media categories
 - Sanoma performed in-line with the market in online and radio; weaker than market in TV and newsprint
 - Launch of the free ad-supported streaming service
 Pluto TV as part of Ruutu in June with 800,000
 starts during the first weeks
 - Subscription sales declined only slightly
 - Continued slight decrease of subscription volumes across the product portfolio was mostly offset by price increases
 - Impact of the divestment of Supla's audiobook operations in March
 - Modest growth in events sales



MEDIA FINLAND Q2 2023 Lower earnings due to advertising sales and inflation

- Operational EBIT excl. PPA decreased to 9m€ (2022: 17)
 - Advertising sales below PY
 - Positive earnings impact of lower variable costs,
 e.g. printing and distribution, was more than offset
 by higher personnel and other fixed costs
- In H1 2023, operational EBIT decreased by 49% compared to PY
 - In 2022, H1 was still a strong period prior to the accelerating inflation, which started to have an impact only in H2

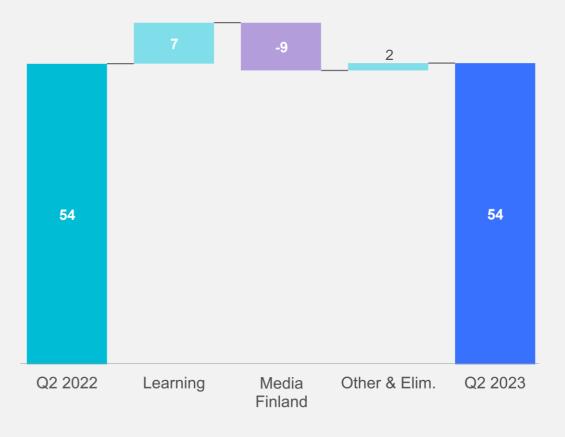
Operational EBIT excl. PPA m€



Q2 2023 **Stable operational EBIT supported by growth in Learning**

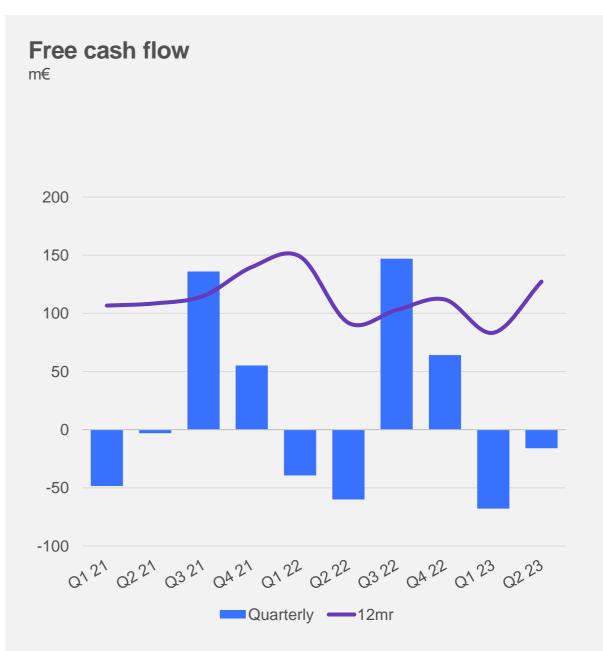
| Learning | Growth in Spain driven by LOMLOE Acquired Italian and German business Inflation impact on paper, personnel and fixed costs, partially mitigated by thoughtful cost management |
|------------------|---|
| Media Finland | + Lower variable costs - Lower advertising sales - Higher personnel and other fixed costs |
| Other & elim. | + Phasing of costs between quarters |

Operational EBIT excl. PPA Q2 2023 vs. Q2 2022 m€



Successful actions mitigating the increased seasonality improved the free cash flow in Q2

- Free cash flow was -84m€ (2022: -99) in H1
 2023
 - Changes to the operating model to mitigate the increasing cash seasonality in Learning including wider use of pre-payments, earlier invoicing and collections
 - Seasonally negative operating cash flow of the acquired Italian and German business
 - Lower earnings in both businesses
- For 2023, underlying free cash flow expected to remain relatively stable vs. 2022 (65m€)
- First instalment of the dividend for 2022, 0.13€/share, was paid in April
 - Second instalment to be paid in September and third in November



Free cash flow = Cash flow from operations less capital expenditure



Leverage remained stable



- Net debt increased to 792 m€ from end of March
 - In-line with the seasonally high working capital of the learning business
 - Net debt / Adj. EBITDA stable at 3.3 (2022: 3.2)
 - Equity ratio at 35.4% (2022: 33.7%), within the long-term target range of 35–45%
- Net financial items increased to -8m€ (2022: 0) in Q2 mainly due to the increase in interest rates and higher debt
 - Average interest rate of external loans 3.2% (2022: 1.1%)
 - Interest expenses of the hybrid bond are not included in net financial items but deducted directly from equity



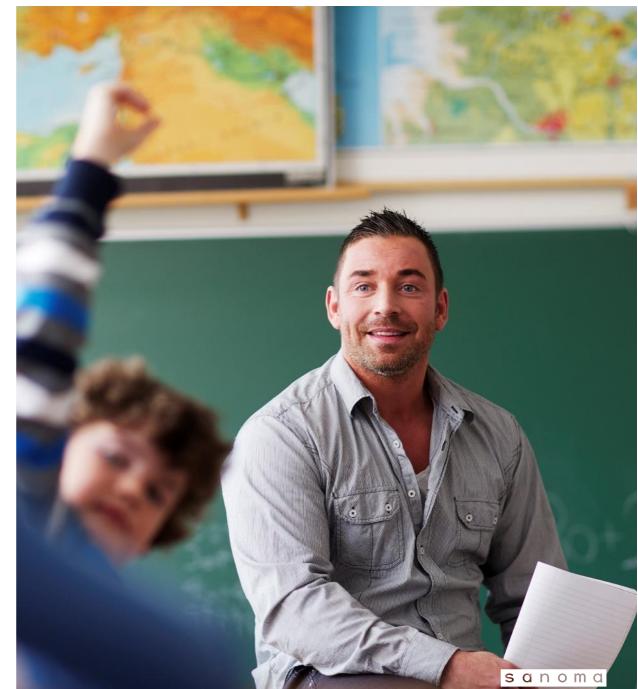
Jun 21 Sep 21 Dec 21 Mar 22 Jun 22 Sep 22 Dec 22 Mar 23 Jun 23

Net debt — Net debt / Adjusted EBITDA



Outlook for 2023 (unchanged)

- In 2023, Sanoma expects that the Group's reported net sales will be 1.35–1.4bn€ (2022: 1.3)
- The Group's operational EBIT excluding PPA is expected to be 150–180m€ (2022: 189)
- Regarding the operating environment Sanoma expects that:
 - The economies in the Group's operating countries, particularly in Finland, will experience a mild recession
 - The advertising market in Finland will decline slightly, with most of the decline during the first half of the year



Appendix: Sanoma Learning

600

LEARNING:

27

Sanoma is one of the global leaders in K12 education

- Serving more than 25 million K12 students in 12 countries across Europe, market share approx. 17%
 - European K12 student population stable at 75 million
 - Value of K12 learning services market approx.
 4–5bn€ p.a. with low single-digit growth on average

K12 student population in Sanoma Learning countries

| Germany: 9.7m | Netherlands: 2.8m |
|--------------------|---------------------|
| UK: 8.7m | Belgium: 2.0m |
| Italy: 7.0m | Sweden: 1.8m |
| Spain: 6.4m | Finland: 0.9m |
| France: 5.5m | Norway: 0.9m |
| Poland: 4.7m | Denmark: 0.9m |

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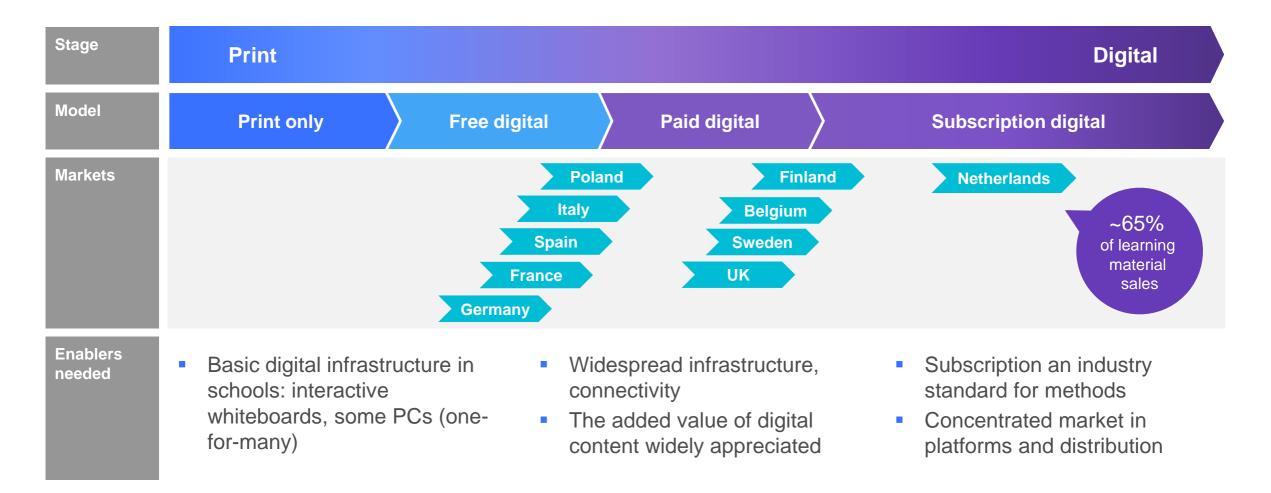


LEARNING: We are a focused provider of K12 learning products and services...



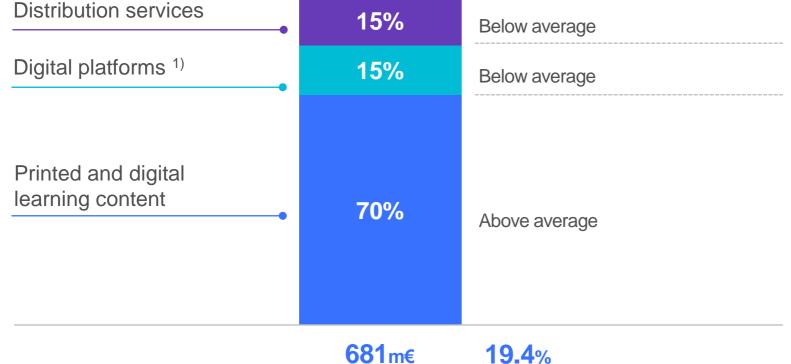
| | Education | | | | | | |
|--|------------|---------|------------------|------------|---------------------|-----------------------|-----------------------|
| Key market sectors | Pre-school | Primary | K12 Secondary | Vocational | Higher education | Corporate learning | Life-long learning |
| School infrastructure ICT and other equipment Distribution & Maintenance services | | | | | | | |
| Learning products & services Learning content Material distribution Digital platforms | | s a r | noma le | arning | | | |
| School management | | | | | and and a | 2 | |
| Additional services Supplying personnel Boot-camps Tutoring | | | | | | | X |
| 28 Roadshow presentation August-September 2023 | | | | | | | sanoma |

LEARNING:leading the way in digitalisation across our markets



LEARNING: Our wide footprint in learning content enables us to scale our digital competences

Share of net sales and operational EBIT margin excl. PPA in 2022





LEARNING: Sanoma Learning has been successfully built through M&A



More information on recent acquisitions at https://www.sanoma.com/en/investors/sanoma-as-an-investment/acquisitions-and-divestments/

LEARNING:

Sanoma acquired Pearson's K12 learning business in Italy as of 31 August 2022

- Italy is one of the largest K12 learning services markets in Europe
 - Sanoma is the 3rd largest educational publisher with a market share of 15%
 - Stable development in the number of students and government spend is expected to continue
 - Significant potential for further digitalisation with currently 35% of secondary students using hybrid materials
- 80% of Italian sales from secondary education
 - Significant increase in Sanoma's overall scale in this important educational segment
 - Allows further 10m€ investments in digital development
- The acquisition also included a small exam preparation business in Germany
- EV 190m€ corresponding to a multiple of 7.2x (EV/EBITDA incl. estimated integration costs and additional investments in digital development)
- Estimated integration and separation costs approx. 14m€
 - Integration proceeding well and will take all-in-all 18–24 months
- Sanoma financed the acquisition with a EUR 250 million 4-year term loan facility



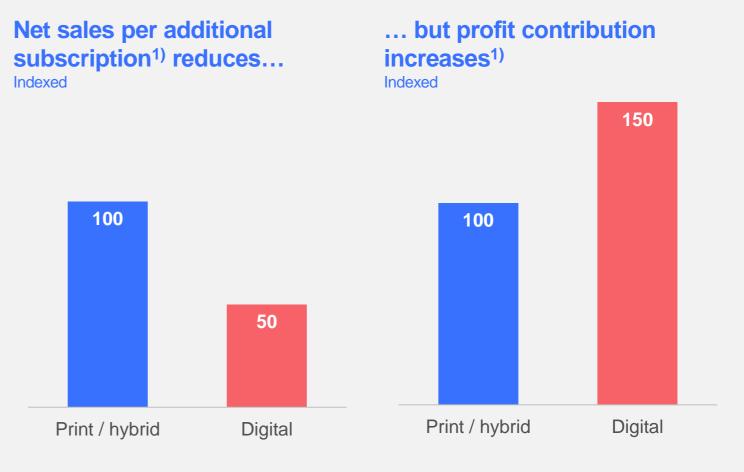
Appendix: Sanoma Media Finland

MEDIA FINLAND We have leading positions in news & feature, entertainment and B2B marketing solutions

| News & feature | Sustainable demand Continue to grow the digitally active subscription base Strong history, position and proven track record in digital transformation | #1 in domestic, independent journalism |
|-------------------------|--|--|
| Entertainment | Increasing consumer revenue Unique combination of strengths across media types Important role in total advertising portfolio | #1 in domestic entertainment with most attractive brands and stars |
| B2B marketing solutions | A unique, multimedia offering to build effective marketing solutions Strong digital advertising growth supported by improved data and targeting capabilities Strong sales organisation with superior knowledge of local market and customers | #1 marketing partner helping companies to grow in Finland |

MEDIA FINLAND, NEWS & FEATURE: Digital transformation increases profit contribution per incremental subscriber, but reduces net sales

- Acquiring an additional subscriber for digital instead of printed news will
 - Generate 50% the net incremental sales due to lower consumer prices
 - Increase contribution by 50% due to absence of printing and especially distribution costs
- Active conversion of larger number of subscribers from print to digital would not create additional contribution due to
 - Consumer preference for print
 - Stranded costs related to printing and distribution
 - Potential loss of advertising revenues

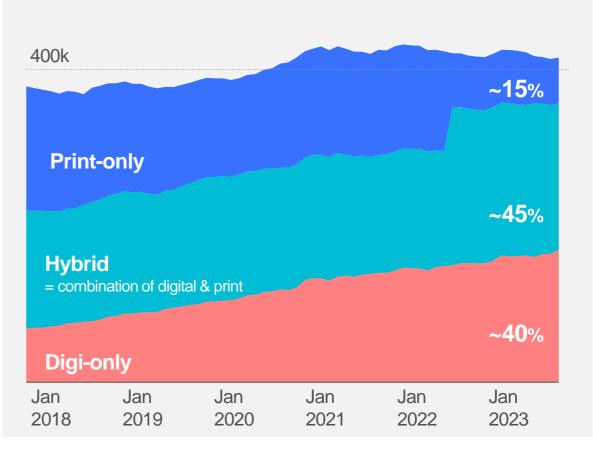


¹⁾ Excluding impact of digital transformation on advertising revenues



MEDIA FINLAND, CASE HELSINGIN SANOMAT: Stable subscription development after the corona driven peak

- HS total number of subscriptions approx. 425k
- Number of digital-only subscriptions over 170k, approx. 40% of total subscription base
 - Approx. 85% of all subscriptions include a paid digital component
 - Appealing digital experience has attracted younger audiences
- Future success in digital requires further scale
- New content areas support subscription development
 - HS Business News to strengthen business reporting, successfully launched in March 2021
 - HS Kids News, successfully launched in August 2020



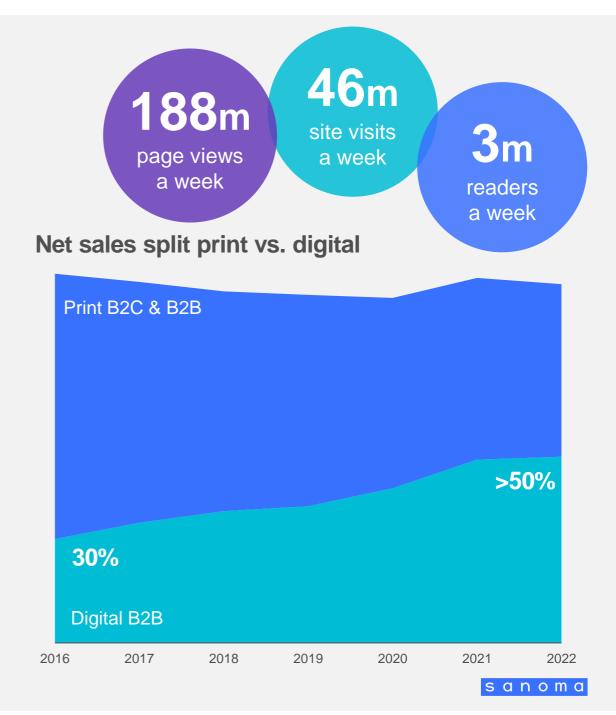
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HS subscription base development

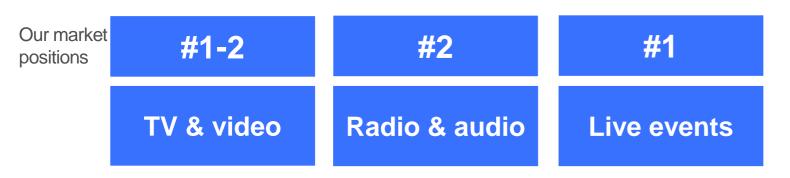
MEDIA FINLAND, CASE ILTA-SANOMAT: Stable net sales driven by digital advertising

- Digitalisation has increased the reach significantly
 - IS reaches the whole of Finland and often audiences who don't currently subscribe to news
 - Provides easy and free access to curated news from professional journalists
- Increasing digital B2B sales compensating lower single copy sales
- IS aims to grow further through improved personalisation driving usage growth and carefully considered focused content targeted for younger and female audiences
 - Average number of weekly page visit at Me Naiset grown by more than 100% to 4.2 million





MEDIA FINLAND, ENTERTAINMENT: We have leading positions in key segments



- #1 in domestic entertainment with most attractive brands and stars
- Increasing consumer revenues
 - Transformation from linear TV to SVOD continues our SVOD service Ruutu+ has approx. 300,000 subscribers
 - Growth driven by increased penetration and stacking consumer behavior
- FTA has been more resilient to traditional advertising decline since FTA and digital complement each other well
- In Finland, prices for FTA advertising continue to be significantly below the European average and the market is highly competitive
- Live events market has not returned to the pre-pandemic level



Appendix: Sanoma Group

Sanoma in 2022



NON-PRINT SALES

OPERATIONAL EBIT MARGIN

PERSONNEL over 5,000

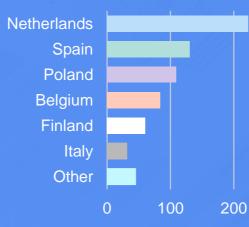
Learning

 Net sales
 681m€

 Non-print
 62%

 Margin
 19.4%

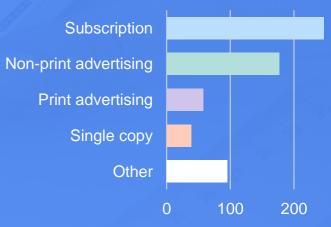
NET SALES, m€



Media Finland

Net sales618m€Non-print52%Margin10.6%

NET SALES, m€



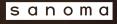
Latest quarterly financial details are available at https://www.sanoma.com/globalassets/sanoma-group/investors/reportsand-presentations/2023/sanoma-q1-2023-interim-report-presentation.pdf

Sanoma is a sustainable investment with solid ESG performance



| MSCI rating | Sustainalytics risk rating | CDP Climate score | ISS rating | Upright net impact |
|---|--|--|---|--------------------|
| AA | 10.9 | | C+ | AA+ |
| Scale CCC to AAA | Scale 100-0, lower score = lower risk | Scale D- to A | Scale D to A+ | Scale CC to AAA |
| Aligned with UN SDGs | Signatory of UN Global Compact | Science Based Targets | Nasdaq Helsinki Sustainability | |
| Sustainable Development Goals integrated into our strategy | Committed to the Ten Principles of UN Global Compact | Emission reduction targets being validated by SBTi | Index Inclusion since December 2022 | |

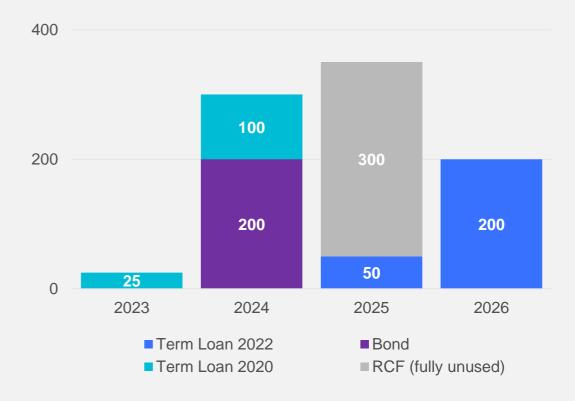
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We have a well-balanced debt portfolio



Maturity profile 2023–2026 m€, 30 June 2023



¹⁾ Excl. IFRS 16 liabilities

External debt structure ¹⁾

m€, 30 June 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

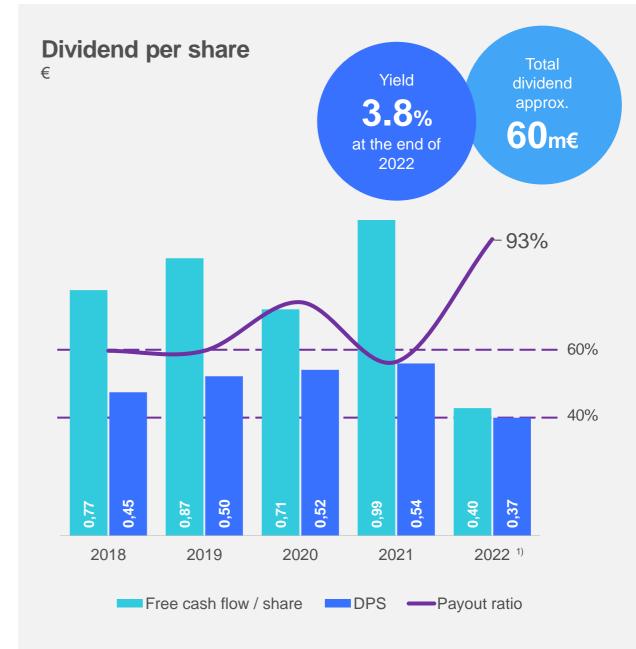


We aim to pay an increasing dividend

- A dividend of 0.37€ (2021: 0.54) per share to be paid for 2022 in order to balance capital use between dividend and continuing growth investments
- Payments in three parts following the seasonality in Sanoma's free cash flow
 - 0.13€ was paid on 28 April (record date was 21 April)
 - 0.13€ in September (record date tbc early September)
 - 0.11€ in November (record date tbc late October)

Dividend policy:

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



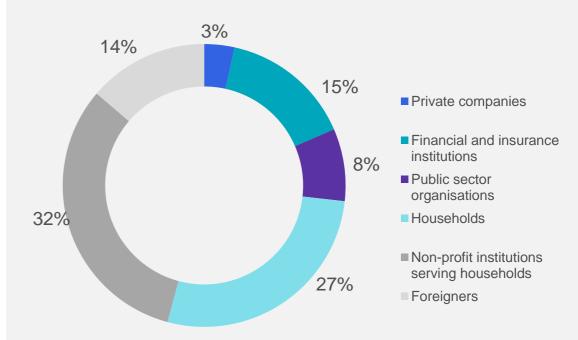
¹⁾ Underlying FCF 65m€ excl. operational cash flow of the acquired Italian and German business and the pre-payment of the VAT claim S a n o m a

Largest shareholders 31 July 2023

Largest shareholders

| | Shareholders | Number of shares | % of shares |
|-----|--|------------------|-------------|
| 1. | Jane and Aatos Erkko 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 | 1,952,000 | 1.2 |
| 10. | Bernardin-Aubouin Lorna | 1,852,470 | 1.1 |
| | 10 largest shareholders, total | 100,596,872 | 61.5 |
| | Foreign holding | 22,427,072 | 13.7 |
| | Other shareholders | 40,541,719 | 24.8 |
| | Total number of shares | 163,565,663 | 100.0 |
| | Total number of shareholders | 24,546 | |

Holding by sector



Analyst coverage

Carnegie Investment Bank Danske Markets Equities Inderes Kepler Cheuvreux Nordea OP Corporate Bank SEB

Pia Rosqvist-Heinsalmi
Sami Sarkamies
Petri Gostowski
Kristoffer Carleskär
Sanna Perälä
Kimmo Stenvall
Maria Wikström



Capital Markets Day

Save the Date

22 November 2023 Helsinki & virtual

Financial reporting in 2023

Interim Report Q3 2023 The

Thu 26 October

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