



**F** Fitness First



**BARRY'S**



**ELBGYM**

# lifefit | group



**smile**



**the Gym Society**  
customized fitness



**CLUB PILATES**



**InShape Fitness**  
FITNESS CLUB





# LifeFit Group

Q4/FY2022 - QUARTERLY INTERIM UNAUDITED REPORT

lifefit | group

Dec  
2022





**EXECUTIVE SUMMARY & UPDATE MULTIBRAND STRATEGY**

**STATUS UPDATE ON COVID-19 BUSINESS IMPLICATIONS**

**PRO FORMA FINANCIALS/KPIs LIFEFIT GROUP AND BY SEGMENT**

**APPENDIX**

<p><b>1</b> Accelerating membership rebound driven by market recovery and offer segmentation</p>	<ul style="list-style-type: none"> <li>Operational KPIs are improving with membership (equivalent) increasing to 227.5k in Q4/22 (pre-covid 262k members, low point at 190k) with encouraging outlook for Q1/23</li> <li>Initially market share (joiners) was gained focusing on short-term memberships month-by-month; meanwhile shift towards long-term contracts achieved (70%+) which increases confidence of operational recovery</li> </ul>
<p><b>2</b> LTM Revenue<sup>1</sup> EUR 112.4m Oct-22 LFL run-rate at 93% of pre-covid</p>	<ul style="list-style-type: none"> <li>Total revenues have started to recover driven by consistent monthly membership growth (+6.8k in Q4) and aggregator income (+1.9k member equivalent) plus reduced rejects and refunds</li> <li>Aggregator income continuously improves with month-by-month growth rates at ~10% since reopening</li> <li>Successful increase of existing member pricing results in EUR +400k add. revenue run-rate from Sep 22 onwards</li> <li>LTM revenues faced with fade out of governmental support packages (EUR -37.1m)</li> </ul>
<p><b>3</b> LTM EBITDA adj.<sup>1</sup> EUR -7.6m Oct-22 run-rate at EUR 0.1m return to break-even</p>	<ul style="list-style-type: none"> <li>LTM Adjusted EBITDA is affected by above mentioned revenue impacts (governmental support fade out)</li> <li>Underlying EBITDA shows strong monthly growth and returned to break-even in Oct 22</li> <li>Initiated business transformation program and cost actions over the last months (esp. reduced electricity consumption) were able to mitigate energy and other cost increase in the short term and will give the chance for sustainable increase in profitability long-term</li> </ul>
<p><b>4</b> Q3/FY22 Net Cash Flow EUR -2.0m Cash at Bank EUR 8.4m (~14.5m Dec-22)</p>	<ul style="list-style-type: none"> <li>Q4/FY22 Net cash flow is characterised by monthly increasing EBITDA, which moreover benefits from EUR 2.0m governmental support and fading out repositioning investment program</li> <li>An additional purchase price payment re the acquisition of In Shape is offset by EUR 2.0m equity contribution</li> <li>Cash position after Financing/M&amp;A projected to be around EUR 14.5m at the end of Dec 22</li> </ul>
<p><b>5</b> Covid-19 creates opportunities</p>	<ul style="list-style-type: none"> <li>Fitness First reposition out of mid-market in Full Service Best Price (FSBP; 24x) and Premium (28x) improving product offering based on target market, adjusting price (-20% / +10%) and reduce employment costs (FSBP)</li> <li>LifeFit Group has acquired the 27 club strong network Fitness LOFT in the North of Germany in Dec 22, which underlines LFG's strategic focus on the FSBP segment</li> <li>Acquisition increases club portfolio to more than 120 clubs, with more than 2/3 in the FSBP segment</li> </ul>

KEY FIGURES <sup>1</sup>	Q4 2022	CHANGE VS. Q4 2021
TOTAL REVENUE	32.0m	+87.4%
ADJ. EBITDA BEFORE IFRS 16	-2.6m	+8.9m
ADJ. EBITDA BEFORE IFRS 16 MARGIN	-8.1%	n/a
CASH AT BANK	8.4m	
CASH AT BANK (DEC-22 Est.)	~14.5m	

NOTE: Quarterly Total Revenue and pre-IFRS 16 EBITDA above have been adjusted for governmental support packages included in these periods



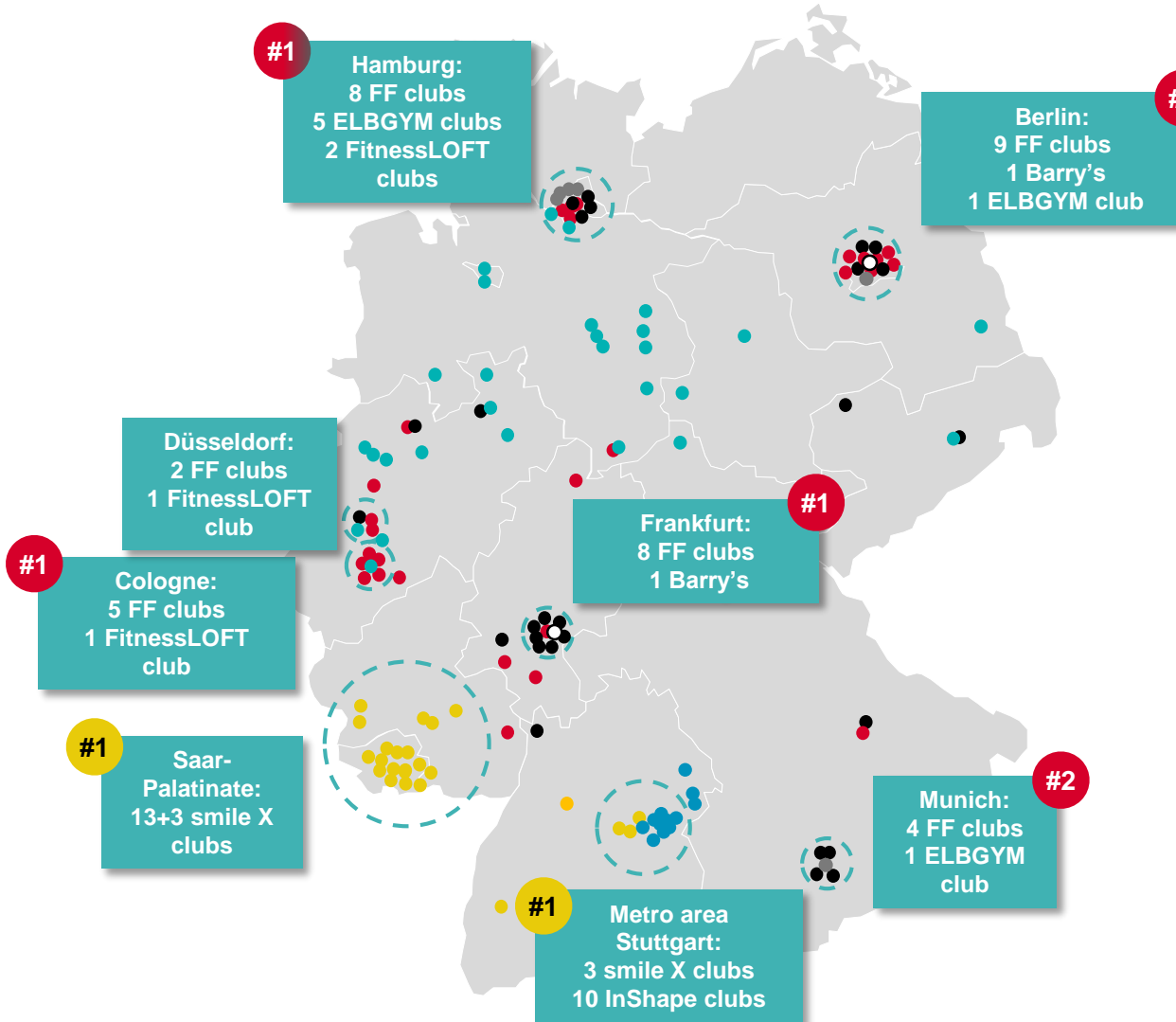
1) Core business excludes all clubs/services, which already have been divested/closed or will not be continued. Numbers presented in the quarterly report are including acquisition of In Shape and excluding the acquisition of Fitness LOFT.

Segment/Price	Discount	Full Service Best Price	Mid-market	Premium	Micro/Boutique
lifefit group		 <p>24 clubs</p>		 <p>28 clubs</p>	 <p>2 studios (Berlin &amp; Frankfurt)</p>
		 <p>19 clubs &amp; 3 franchise</p>		 <p>7 clubs</p>	<p>In addition: Master-Franchise rights for best in class US boutique brands to be utilised 2022+</p>
		 <p>27 clubs &amp; 1 franchise</p>	 <p>11 clubs</p>	 <p>2 clubs</p>	  

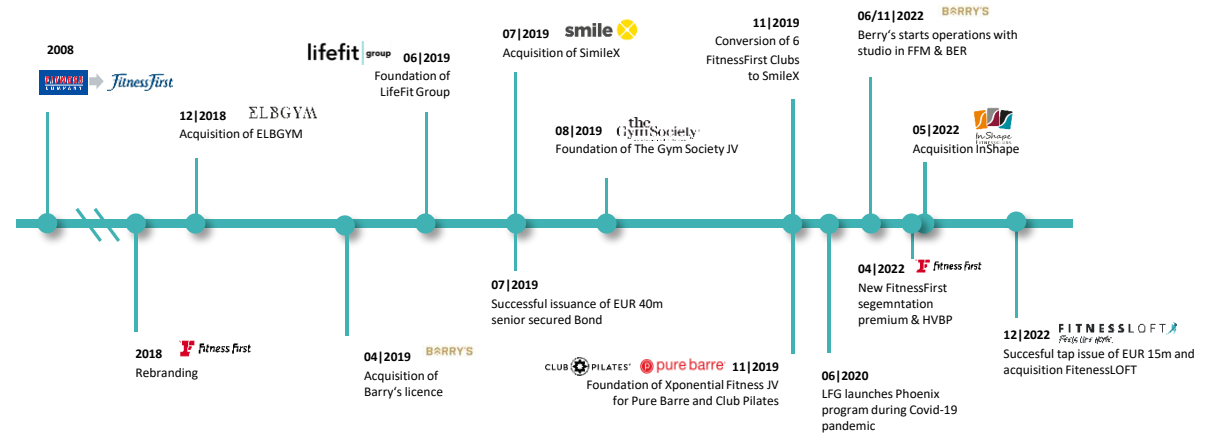
93 + 4 operating	0	81 & 4	0	37	2
# of Members		200.000+		100.000+	Pay as you go
Normalised EBITDA allocation		53%		46%	1%
Description		<ul style="list-style-type: none"> <li>▪ <b>Fitness First</b> with strong nationwide awareness (regional strongholds and metropolitan clubs) offering a best in class product range at local best price</li> <li>▪ <b>smile X</b> as the leading value fitness chain in the Saar-Palatinate region with focus on offering customers high value for money                             <ul style="list-style-type: none"> <li>▪ <b>In Shape</b> as local champion between Stuttgart and Ulm offering customized FSBP training and health concepts</li> </ul> </li> <li>▪ <b>Fitness LOFT</b> as a leading operator in the FSBP segment with high quality interior design focused on northern Germany</li> </ul>		<ul style="list-style-type: none"> <li>▪ <b>Fitness First Black</b> as #1 premium health and fitness club operator in Germany with strong nationwide brand awareness</li> <li>▪ <b>elbgym</b> as premium chain in Hamburg, Berlin and Munich offering performance focused training incl. cross-fit</li> <li>▪ <b>In Shape</b> with two high-end clubs around Stuttgart offering wellness and full service</li> </ul>	<ul style="list-style-type: none"> <li>▪ <b>Barry's</b> as US-based pioneer of indoor high-intensity interval training combining cardio and strength</li> <li>▪ US-based leading boutique brands in <b>pilates</b> and <b>barre</b> with 1.000+ studios</li> <li>▪ <b>The Gym Society</b> offers personalized, digitally supported workouts</li> </ul>



## Combining successful fitness brands from the FSBP, premium & boutique segments under one roof creating strong networks



- LifeFit Group is set up as a platform to enable attractive ROI in growth segments of the German fitness market utilising best in class brands
- The 120+ corporate owned & managed clubs are at the core of the proposition in the full-service best price and premium segments whereas franchise will play the main role in the high-end boutique studio market
- With the acquisitions of In Shape and Fitness LOFT, the Group has 120 clubs nation-wide with a significant number of “local hero” positions
- Fitness First Black, ELBGYM & boutique studios focus on high-end and metro areas
- Fitness First Red & smile X are more versatile with expansion opportunities through corporate gyms
- In Shape is the local fitness champion in the region between Stuttgart and Ulm set up for regional growth
- Fitness LOFT is strongly widespread in northern Germany with further expansion opportunities
- Streamlining of brands across the LFG segments has been postponed due to Covid and provides opportunities to further increase returns in the future





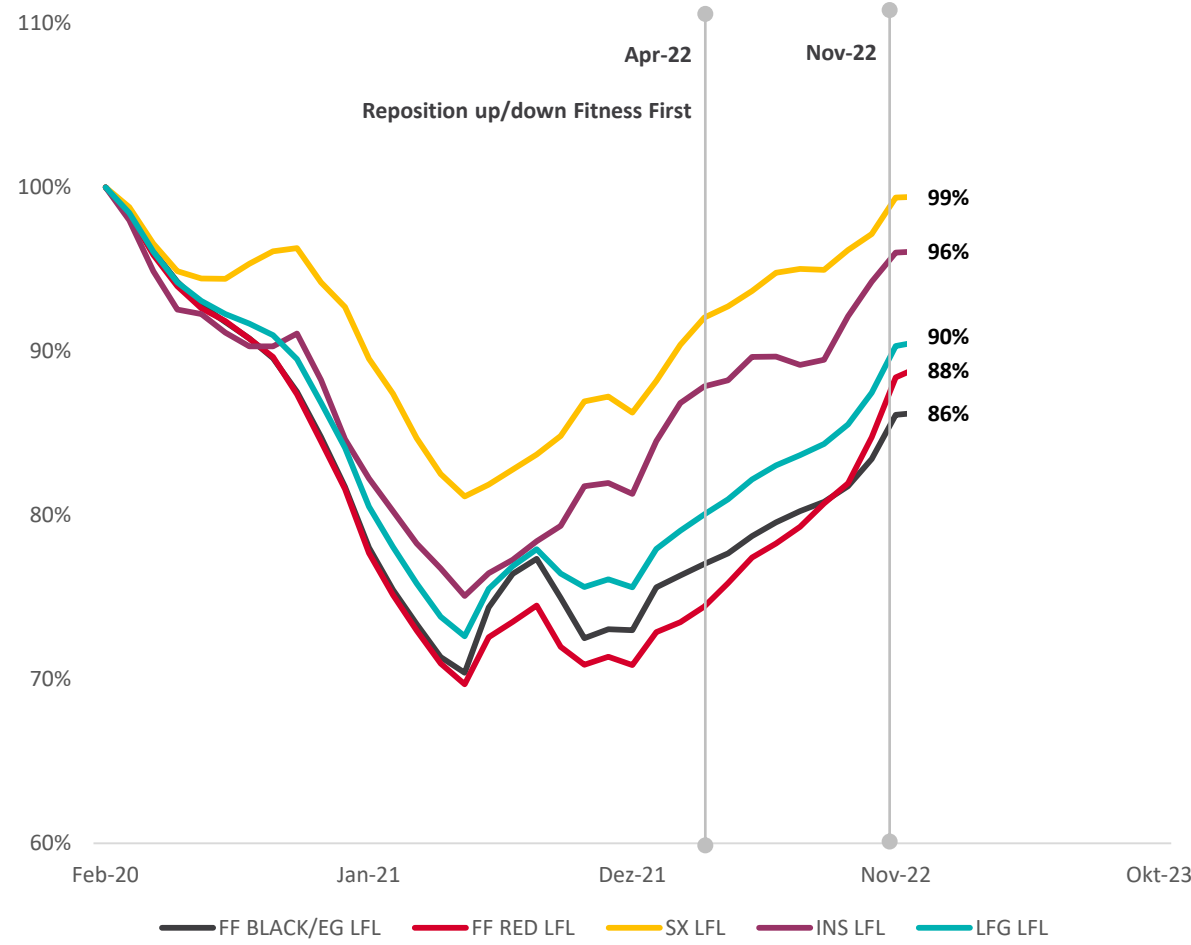
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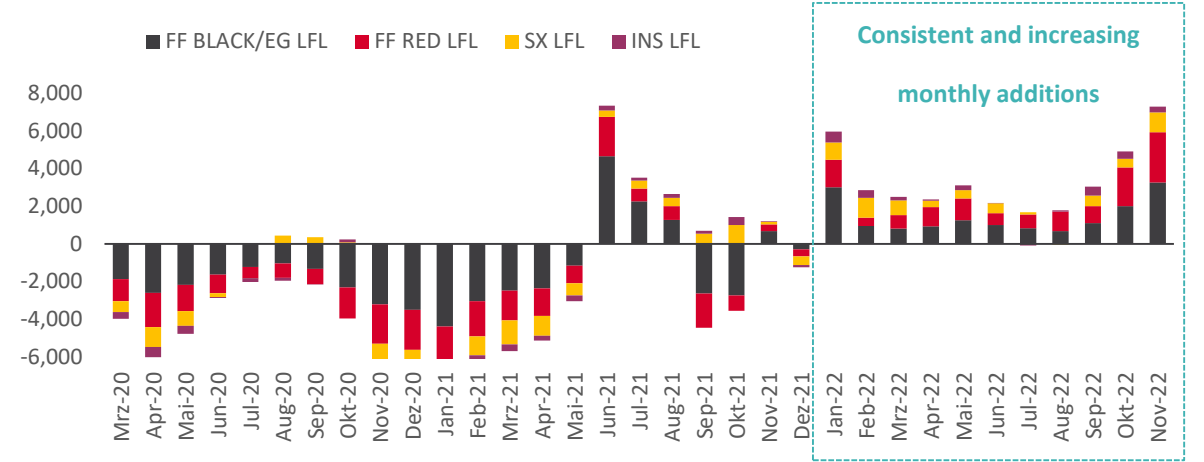
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**APPENDIX**

## Member base development (indexed)



## Monthly net member movement (Mar-20 to Nov-22)



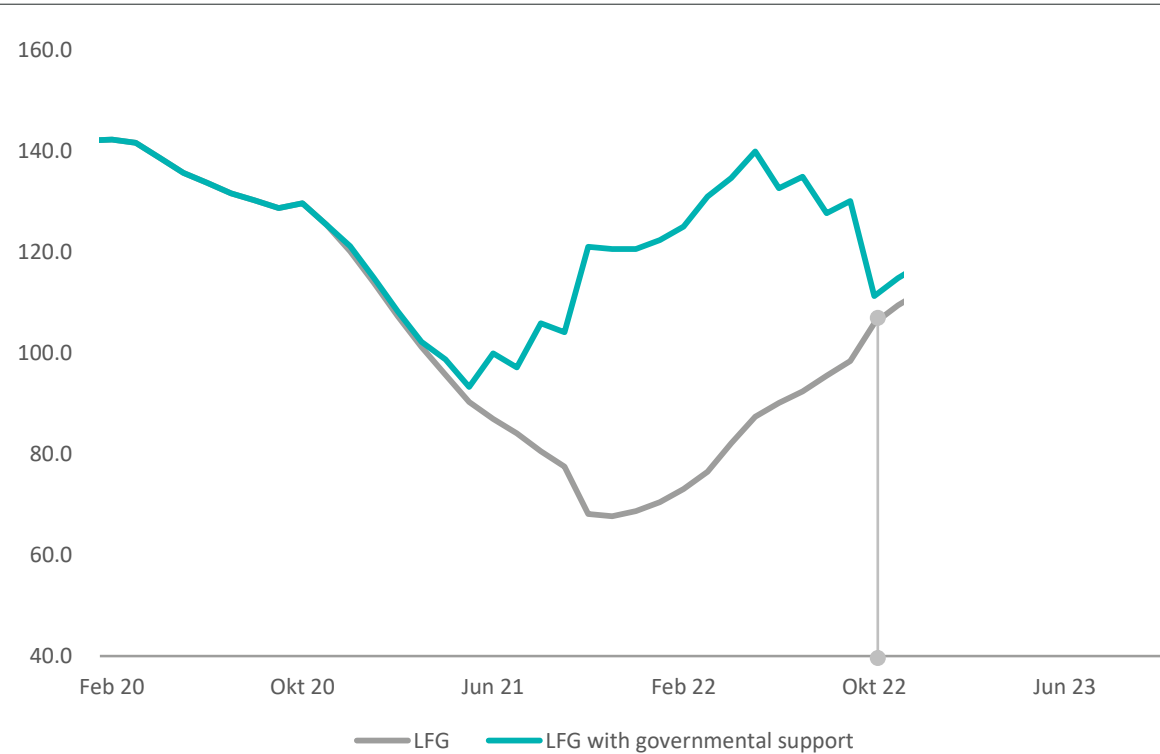
## Commentary

- Healthy recovery underway in all market segments, FSBP outperforming by volume, but premium was able to increase prices
- The FSBP segment was less hit by member losses, bottoming out at 18% of pre-Covid levels, and has recovered significantly faster than the rest of the Group, with full recovery in members expected soon
- Compared to Feb-20, the Group's membership base had shrunk by 28% gaining 18% (+45k members as per end of Nov-22; +37.5k end of Oct-22/Q4)
- International insight supports the LFG strategy whereby rebound in cites/CBDs happens across all market segments but outside Discount & FSBP rebounding faster & stronger (exception UK with all market segments rebounding equally also outside)
- Because of higher pricing compared to pre-covid across all segments a full revenue recovery will be achieved prior to a full recovery of member numbers



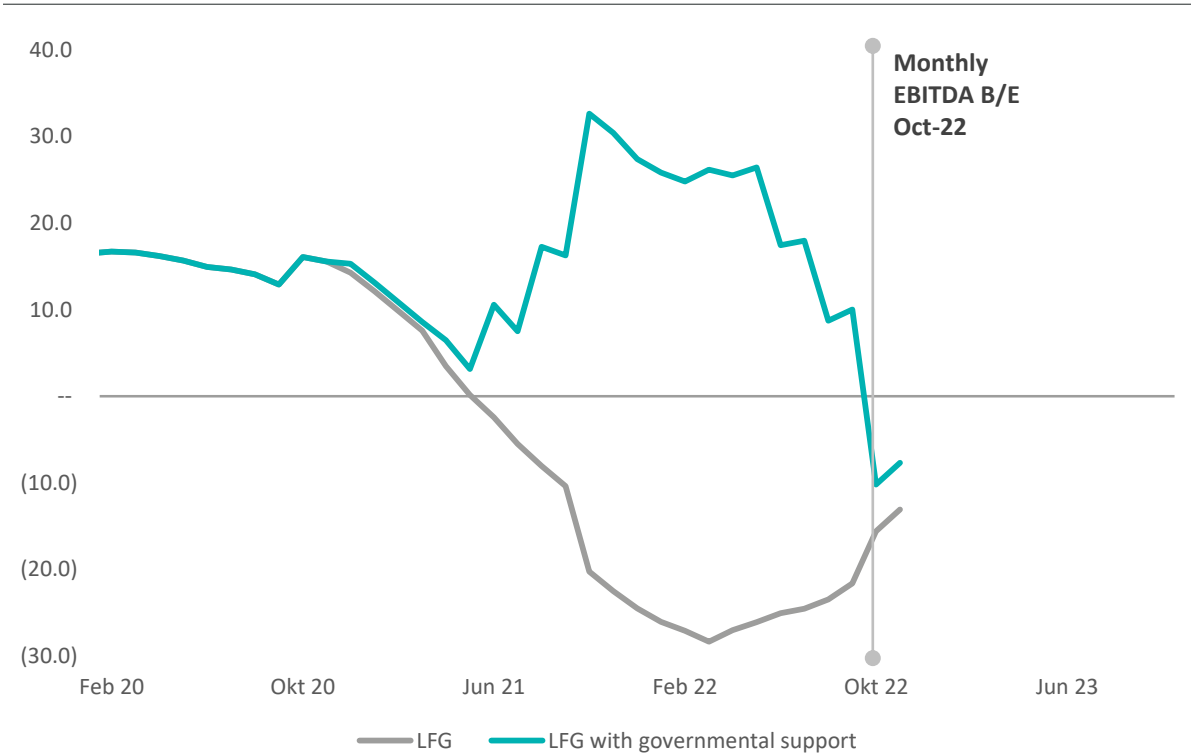


LTM revenue development (Feb-20 to Nov-22, in EURm)



- LTM revenue remain impacted by the lower membership base and by lingering pandemic effects (ten months of lockdown in 2020/2021)
- A solid rebound in members and continuously increasing aggregator income provides confidence in the revenue rebound
- Government support packages will fade out in five stages, ending in Aug-23

LTM EBITDA development (Feb-20 to Nov-22, in EURm)

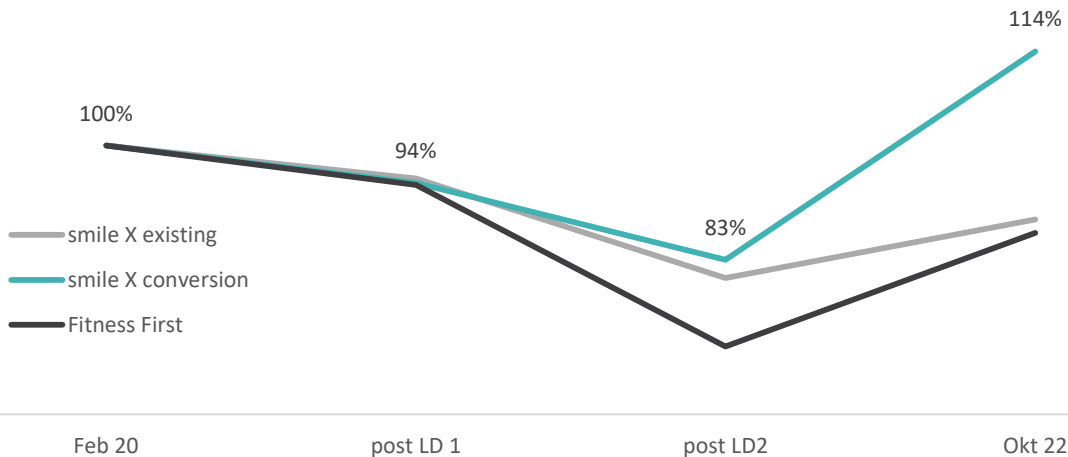


- The Phoenix business transformation programme has mitigated the EBITDA impact of the revenue shortfall and will facilitate a quicker earnings recovery and stronger long-term margins
- With EUR 10.1m of sustainable cost reductions already realised, EBITDA excluding government support will rebound significantly quicker than members numbers
- Return to EBITDA break-even achieved by Oct-22

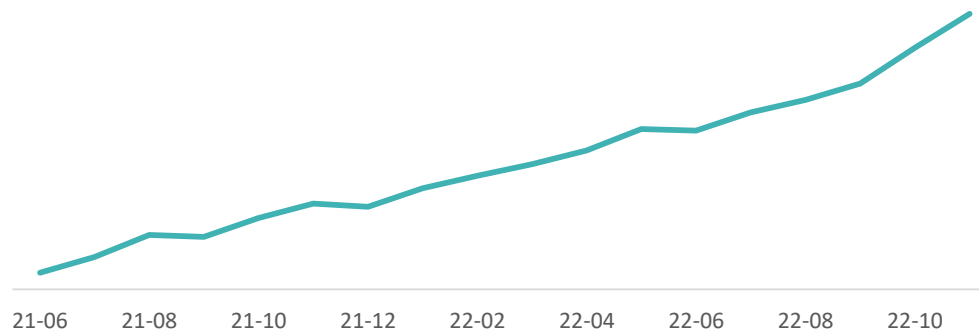


## Fitness First (mid-market) into smile X (FSBP) conversion clubs show fastest recovery...

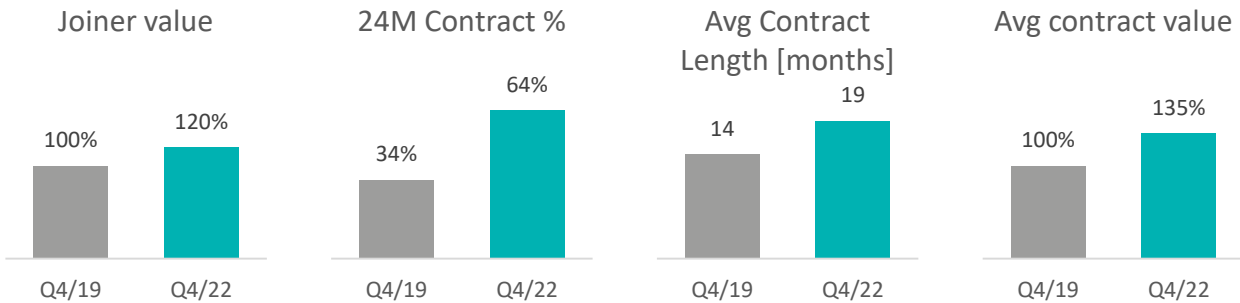
## Aggregator income shows ~10% month-by-month growth



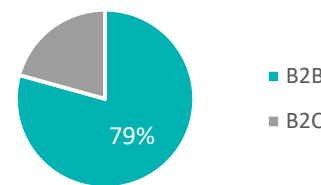
12M Aggregator income run-rate in EURm



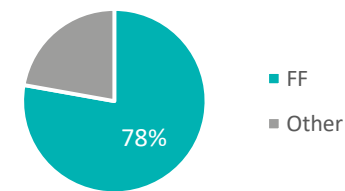
## ... while best practice approach at FF clubs with first successful KPIs



By Type



By Brand

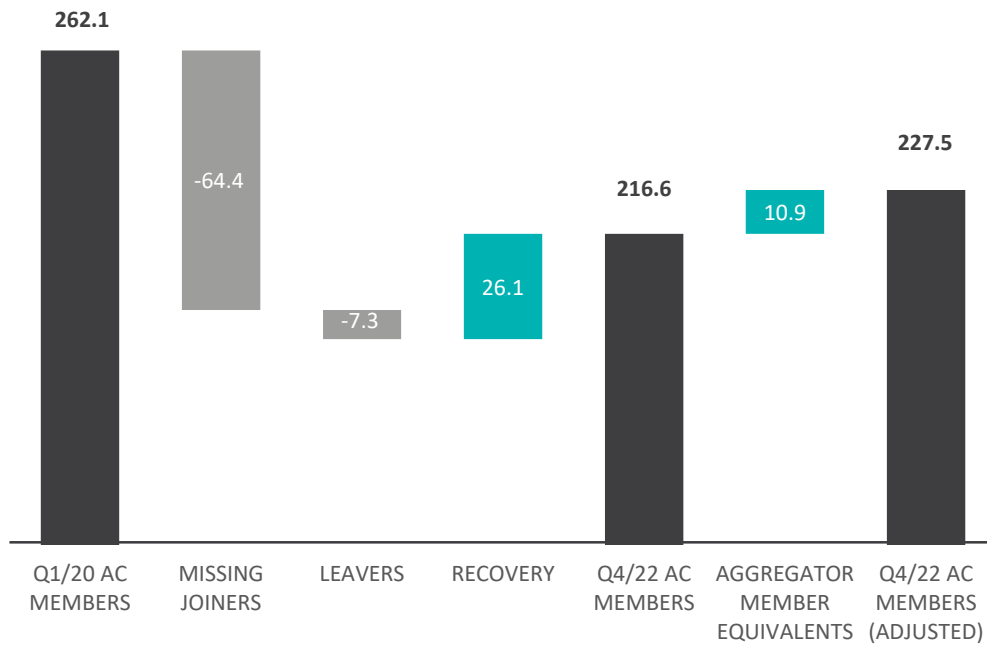




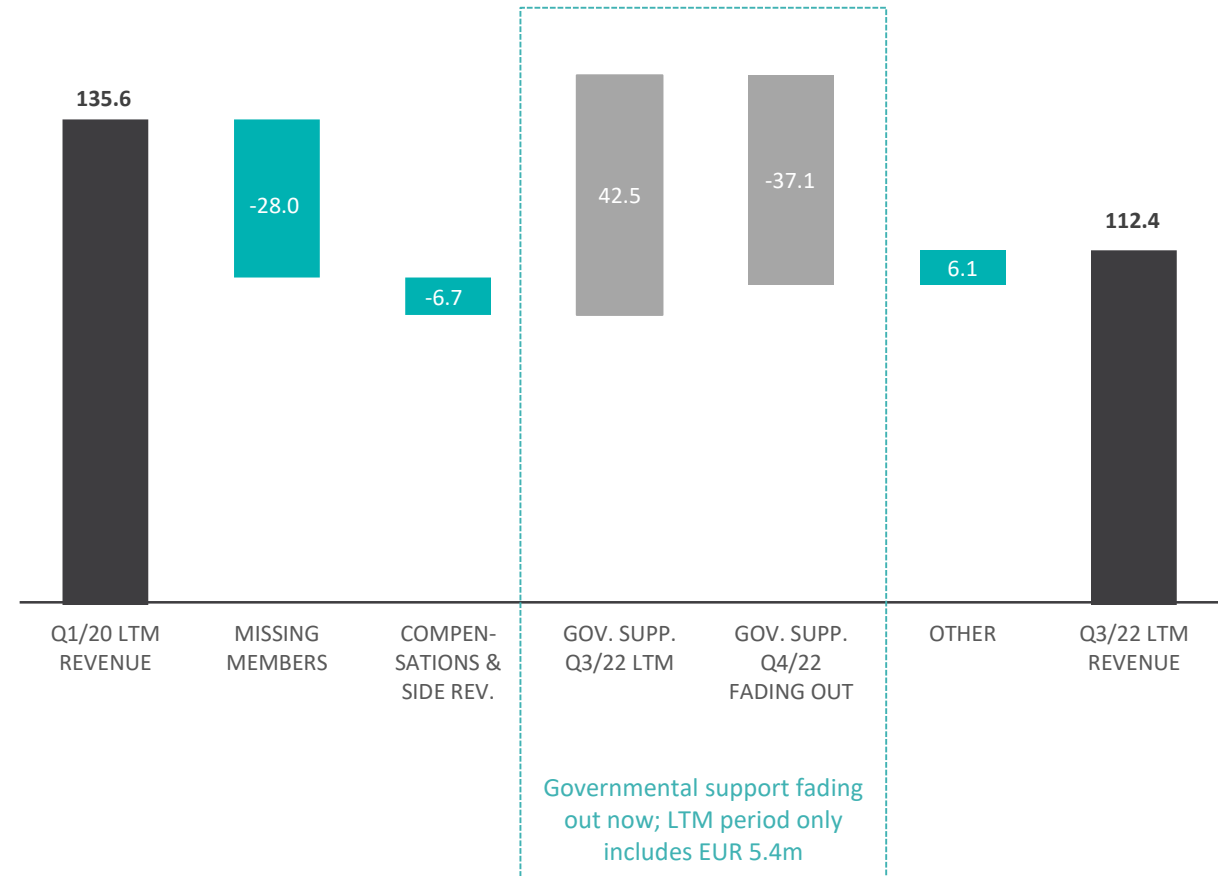
PEOPLE	PORTFOLIO	PRODUCT & MEMBER EXPERIENCE	PRICE & MARKETING	PROCESSES & COMMERCIAL MANAGEMENT
<ul style="list-style-type: none"> <li>Club teams reduced to a highly motivated core team (partly still furloughed or support customer service)</li> <li>Regional training camps before reopening to secure best-in class operating processes</li> <li>Driver based employment model based on customer journey</li> <li>Kept moral up at support center (NPS of 32+) despite short-time work and other covid impacts</li> </ul>	<ul style="list-style-type: none"> <li>Engage with LLs to reduce rent payments and find long term win-win solutions</li> <li>In club digital supported group classes roll out</li> <li>Members acknowledge investment of EUR 10m+ in our facility and equipment</li> <li>Expansion opportunities to support growth strategy increase</li> <li><b>Attractive M&amp;A transactions successfully closed and strong pipeline available – In Shape (May 22) and Fitness LOFT executed (Dec-22)</b></li> <li>Review club portfolio to optimise offering, pricing and cost base – FF repositioning (Mar 22)</li> </ul>	<ul style="list-style-type: none"> <li>Ensure simple and fast compensation of lockdown membership dues</li> <li>Training slot approach ensuring 100% availability has proven to be a success</li> <li>Launch of Member and Trainer App at FF with check-in, training and support functionality with 50%+ uptake from members and 4.5+ stars rating from users</li> <li>Member feedback about in club experience result in a NPS of 62+</li> </ul>	<ul style="list-style-type: none"> <li>Website as central tool for communication with social media channels feeding traffic</li> <li>Flexibility and safety standards are more important to customers than price</li> <li>Quadrupling to 80%+ online joiners including in-club digital joining (via tablet)</li> <li>Increased member satisfaction after reopening with google ratings improved by 10%+</li> <li>Successful increase of existing member pricing results in EUR 400k+ additional revenues per month (from Sep 22 onwards)</li> <li><b>In Shape and Fitness LOFT to follow price increase approach with estimated EUR 100k+ per month (Jan 23 onwards)</b></li> </ul>	<ul style="list-style-type: none"> <li>Liquidity management continues to be the key focus</li> <li>Prepare quantification and analysis for different rebound and restriction scenarios</li> <li>Take actions based on financial forecast with landlords, governmental support, members handling, overall cost base</li> <li>Governmental support programmes successfully launched resulting in EUR 55m+ (99% of framework)</li> <li>Initiate programs to mitigate impacts from increased inflation / energy costs</li> <li><b>Successful bond top-up (EUR 15m + EUR 12m OCM equity contribution) and extension of financing instruments</b></li> </ul>

# MEMBER/REVENUE SHORTFALL AS A RESULT OF COVID-19 LOCKDOWNS...

## Members shortfall driven by joiners

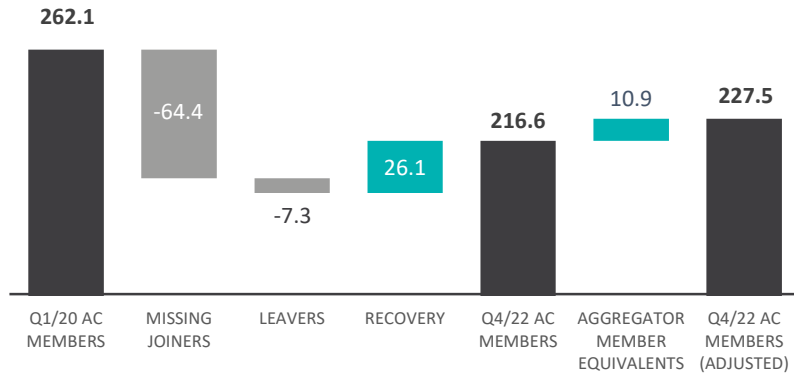


## Revenue still impacted by covid-19 lockdowns and related compensations





## Member shortfall driven by joiners...



## ...will impact future revenues...

Estimated impact from missing members on next 24 months revenue in kEUR b/f revenue initiatives/rebound (35k members on 28% attrition)

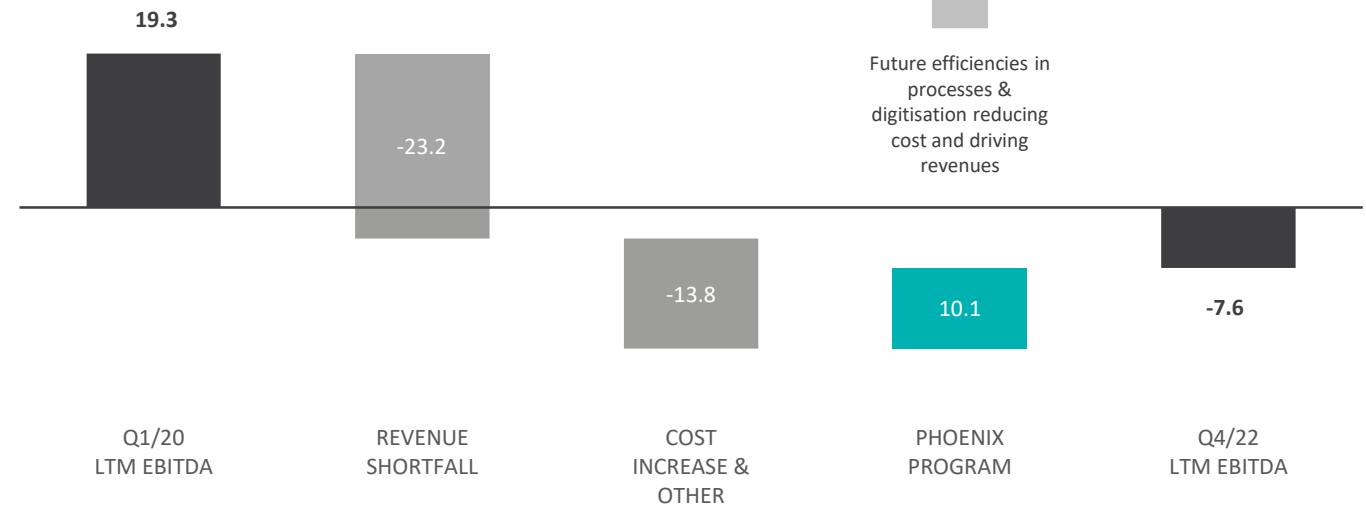


## ...and need for business transformation

Phoenix program mitigates short-term EBITDA impact and gives the chance for sustainable increase in profitability long-term

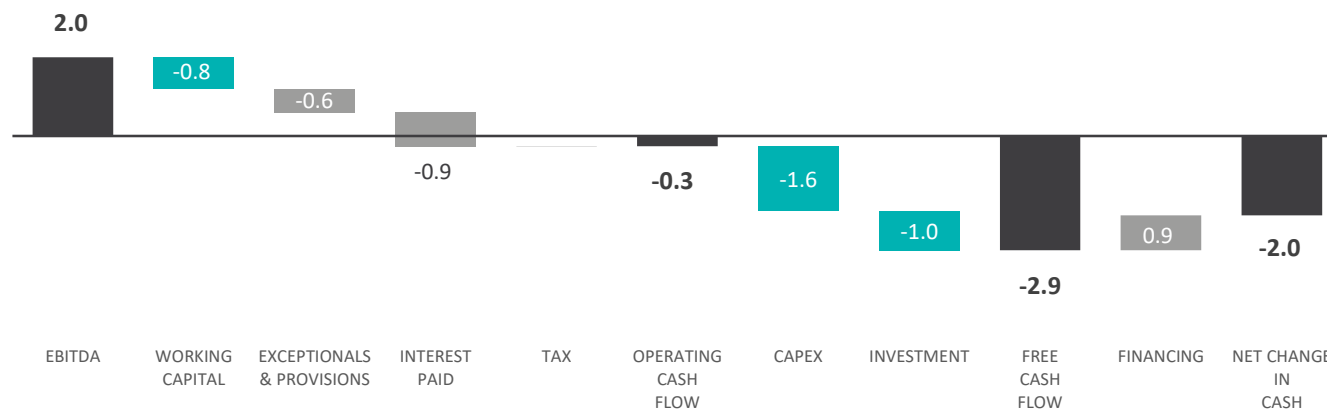


PEOPLE	PORTFOLIO	PRODUCT & MEMBER EXPERIENCE	PRICE & MARKETING	PROCESSES & FINANCES
Club team reduction @ FF	Leaves 2.0	Enhance studio & club lighting @ 1.5m	Sales Tools	Brand benchmarking drives efficiency & revenues
Inhouse daytime cleaning @ FF	Postpone boutique brands	Future digital & other offerings/post pandemic gym model	App incl. class booking, tailored CRM, visit rating	Monetary government support & insurances
Senior brands & central support team reduction	Accelerate SX franchise	Technology supported functional training	Intensify aggregator partnerships	OCM short term cash funding
	M&A opportunities (members)			
E-learning & cross functional	Essential maintenance only @ 1.5m & 1m CBC	Essential equipment exchange @ 0.75m	Web group platforms	IT accelerated roadmap
	M&A opportunities	Inrequent user focus	Chatbot	Additional Risks/Opportunities
		Retail simplified	Compensation options	



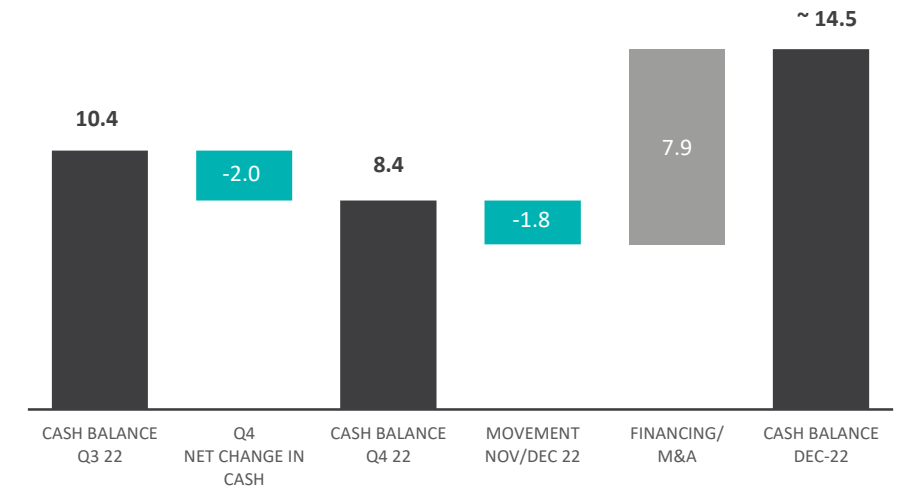
## Net Change in Cash in Q4 / FY2022 (EURm)

Underlying monthly EBITDA increased significantly due to membership/revenue recovery (EUR +0.2m per month) and existing member price alignment (EUR +0.4m per month; Sep onwards) and reached break-even in Oct-22



- Q4/22 EBITDA includes governmental support of EUR 2.8 (of which EUR 2.0m paid in the quarter)
- Working capital primary contains deferred revenue impacts from compensations and new member offers (phasing out in winter)
- Capex/Investment is characterised by repositioning investment program (now fading out) and the acquisition of In Shape (EUR 1.0m additional purchase price payment)
- Financing includes EUR 2.0m equity injection by OCM
- Exceptionals and provisions primary refer to restructuring, transaction costs and onerous lease

## Liquidity position (EURm)



- Continuous liquidity management and successful application in the governmental support programs results in more than EUR 15.2m adjusted cash balance per end of Jul 22 which enabled the In Shape acquisition in Q3/22 (EUR 10.4 cash position after acquisition)
- With the successful bond tap issue (EUR 15.0m) and shareholder equity contribution (EUR 12.0m) in the course of the Fitness LOFT acquisition, cash position is projected to be at around EUR 14.5m after transaction related payments in Dec 22
- Future payments of debt-like items and earn-out components will reduce cash balance accordingly





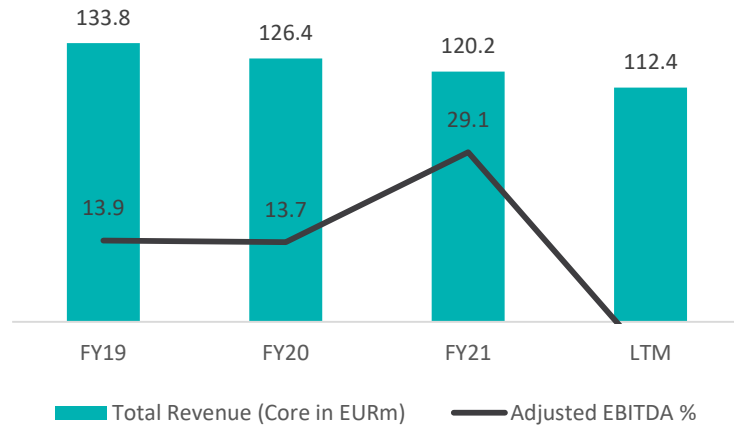
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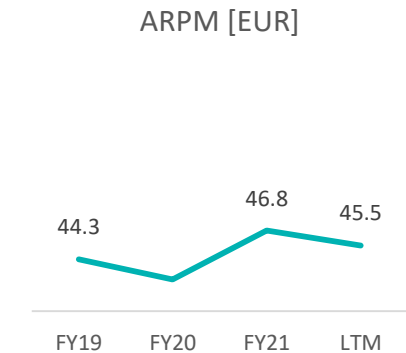
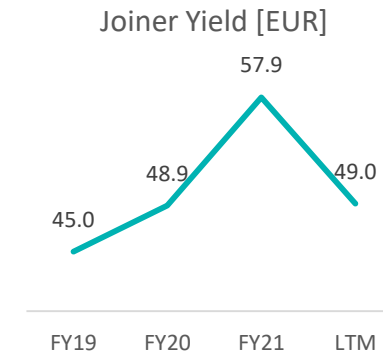
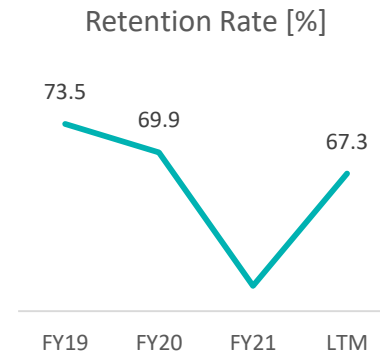
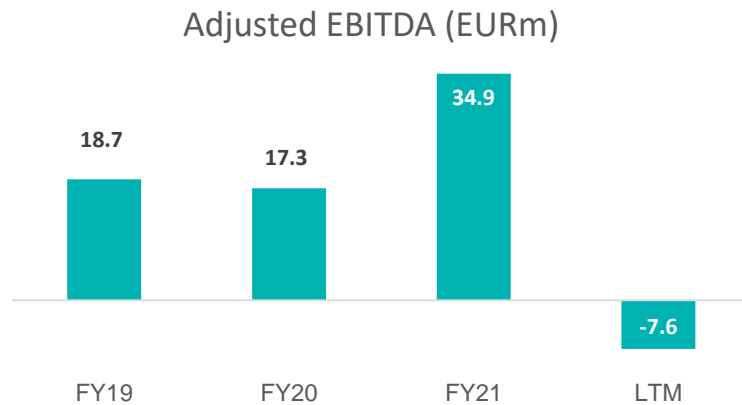
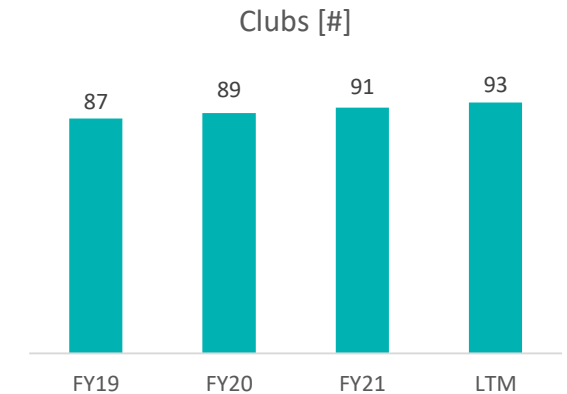
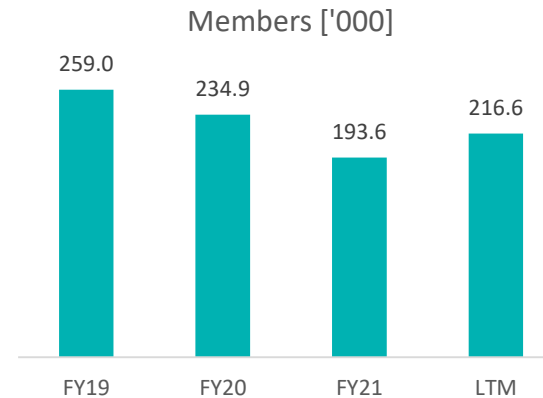
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## Pro forma key financials



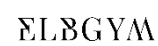
## Key performance indicators



FY21 significantly benefits from governmental support (> EUR 50.0m), monthly underlying EBITDA break-even reached in Oct-22

Portfolio segmentation leads to decrease in joiner yield, but above pre-covid due to increased pricing in Dec-19, FY21 peak due to more short-term contracts

As expected FY20 is affected by compensations and missing side revenues (due to covid-19 club closures), FY21 significantly benefits from governmental support



# LIFEFIT GROUP PRO FORMA HISTORICAL PERFORMANCE (CORE BUSINESS)

Key Financials						Key Performance Indicators					
EURm	FY19	FY20	FY21	LTM	Δ%		FY19	FY20	FY21	LTM	Δ%
	AC	AC	AC	AC	LTM-21		AC	AC	AC	AC	LTM-21
<b>Total Revenue</b>	<b>133.8</b>	<b>126.4</b>	<b>120.2</b>	<b>112.4</b>	<b>-6.5%</b>	<b># of Clubs<sup>1</sup></b>	<b>87</b>	<b>89</b>	<b>91</b>	<b>93</b>	
thereof: Fitness First	112.0	102.9	96.5	87.3		thereof: Fitness First	60	61	61	60	
elbgym	2.3	2.7	3.5	4.0		elbgym	3	3	4	7	
smile X	11.6	12.2	13.8	10.2		smile X	13	13	13	13	
In Shape	7.9	8.6	6.4	10.9		In Shape	11	12	13	13	
<b>EBITDA</b>	<b>16.9</b>	<b>16.1</b>	<b>33.1</b>	<b>-10.1</b>		<b>Members ['000]</b>	<b>259.0</b>	<b>234.9</b>	<b>193.6</b>	<b>216.6</b>	<b>+11.9%</b>
thereof: Fitness First	11.2	10.8	25.2	-12.2		thereof: Fitness First	206.4	183.9	147.8	166.1	
elbgym	-0.1	0.1	0.5	-0.8		elbgym	3.3	3.6	4.0	5.1	
smile X	4.4	4.5	7.3	0.8		smile X	32.1	31.2	27.3	28.7	
In Shape	1.4	0.8	0.0	2.1		In Shape	17.1	16.2	14.5	16.7	
<b>EBITDA margin [%]</b>	<b>12.6</b>	<b>12.8</b>	<b>27.5</b>	<b>-9.0</b>		<b>Joiner Yield [EUR]</b>	<b>45.0</b>	<b>48.9</b>	<b>57.9</b>	<b>49.0</b>	<b>-15.3%</b>
thereof: Fitness First	10.0	10.5	26.1	-14.0		thereof: Fitness First	47.9	52.2	61.1	50.7	
elbgym	-3.7	2.9	15.4	-19.9		elbgym	71.4	72.1	63.5	72.1	
smile X	37.8	36.7	53.1	7.7		smile X	29.2	30.8	30.8	33.4	
In Shape	17.3	9.5	0.8	19.5		In Shape	35.0	41.5	41.9	43.6	
<b>Adjustments</b>	<b>1.7</b>	<b>1.1</b>	<b>1.9</b>	<b>2.6</b>		<b>ARPM [EUR]</b>	<b>44.3</b>	<b>42.7</b>	<b>46.8</b>	<b>45.5</b>	<b>-2.7%</b>
thereof: Fitness First	1.7	1.1	1.9	2.6		thereof: Fitness First	45.9	44.0	48.5	46.4	
elbgym	0.1	0.0	0.0	0.0		elbgym	60.2	64.4	75.9	73.8	
smile X	0.0	0.0	0.0	0.0		smile X	31.8	32.1	39.3	30.4	
In Shape	0.0	0.0	0.0	0.0		In Shape	45.3	43.0	34.9	55.4	
<b>Adjusted EBITDA</b>	<b>18.7</b>	<b>17.3</b>	<b>34.9</b>	<b>-7.6</b>		<b>Retention %</b>	<b>73.5</b>	<b>69.9</b>	<b>53.2</b>	<b>67.3</b>	
thereof: Fitness First	12.9	11.9	27.0	-9.7		thereof: Fitness First	72.6	69.6	49.2	67.5	
elbgym	0.0	0.1	0.5	-0.8		elbgym	64.1	69.9	52.7	48.9	
smile X	4.4	4.5	7.3	0.8		smile X	80.3	75.7	69.9	72.0	
In Shape	1.4	0.8	0.0	2.1		In Shape	73.9	66.4	66.6	62.2	
<b>Adj. EBITDA margin [%]</b>	<b>13.9</b>	<b>13.7</b>	<b>29.1</b>	<b>-6.7</b>							
thereof: Fitness First	11.5	11.6	28.0	-11.1							
elbgym	-0.2	2.9	15.4	-19.9							
smile X	37.8	36.7	53.1	7.7							
In Shape	17.3	9.5	0.8	19.5							

- Club closures due to the covid-19 lockdown resulted in missing joiners and consequently lower membership base (more than 70k members less vs. Q1/20 post second lockdown), which already recovered by >35k members (incl. aggregator equivalents) and will continue to increase in future months
- Corona crisis has impacted retention, the new joiners with 80%+ long-term contracts will reverse this trend
- Underlying revenue/ARPM is impacted by missing members, freezes, rejects/refunds as well as missing and decreased side revenues, but significantly benefits from governmental support
- IFRS15 impact out of deferred revenue from covid-19 compensation tools amounts to EUR 11.9m at the end of Jul 22 (LTM)
- LTM joiner yield increase is primary driven by shifted mix towards Fitness First with more short-term contracts (out of a 40 day trial period offer), future yield will slightly go down with focus on long-term contracts, contract value will clearly improve







**EXECUTIVE SUMMARY & UPDATE MULTIBRAND STRATEGY**

**STATUS UPDATE ON COVID-19 BUSINESS IMPLICATIONS**

**PRO FORMA FINANCIALS/KPIs LIFEFIT GROUP AND BY SEGMENT**

**APPENDIX**

**1 Consolidation group**

- The newly formed Lifefit Group MidCo was established 13 March 2019. The first financial year started with the entry in the commercial register on 9 April 2019 and ended on 31 December 2019. The following financial years will end in October.
- In May 22 (effective) the group acquired the 13 club strong network In Shape
- The result of the fourth quarter FY2022 refers to the period 1 Aug 2022 to 31 Oct 2022.
- Group legal structure see appendix

**2 IFRS**

- Application of IFRS 16 Leases leads
  - to the capitalization of right-of-use assets of EUR 114.2m and of lease liabilities of EUR 139.7m as of 31 Oct 2022
  - to a negative P/L-effect of EUR 12.8m in the quarter caused by depreciation expenses of right-of-use assets and of interest expenses on lease liabilities (compared to the discontinuation of lease expenses in a comparable amount)
- The Group had total cash outflows for leases of EUR 27.5m for the period from 1 Nov 2021 to 31 Jul 2022.

**3 Reported Results**

- The reported results as well as the presented pro forma figures are preliminary and unaudited.
- In the reporting period, the Group posted a loss of EUR -8.2m and sales of EUR 33.6m.
- With EUR -2.0m the Cash Flow is negative in the quarter, Cash balance as of 31 Oct 2022 is EUR 8.4m.

**4 Financial KPIs**

- LifeFit Group has updated its Financial KPIs in FY2019/20 in the course of IFRS 16 changes
- This mainly impacts Reported Adjusted EBITDA, which includes cash rents and excludes IAS 17 rent adjustments

**5 Pro Forma**

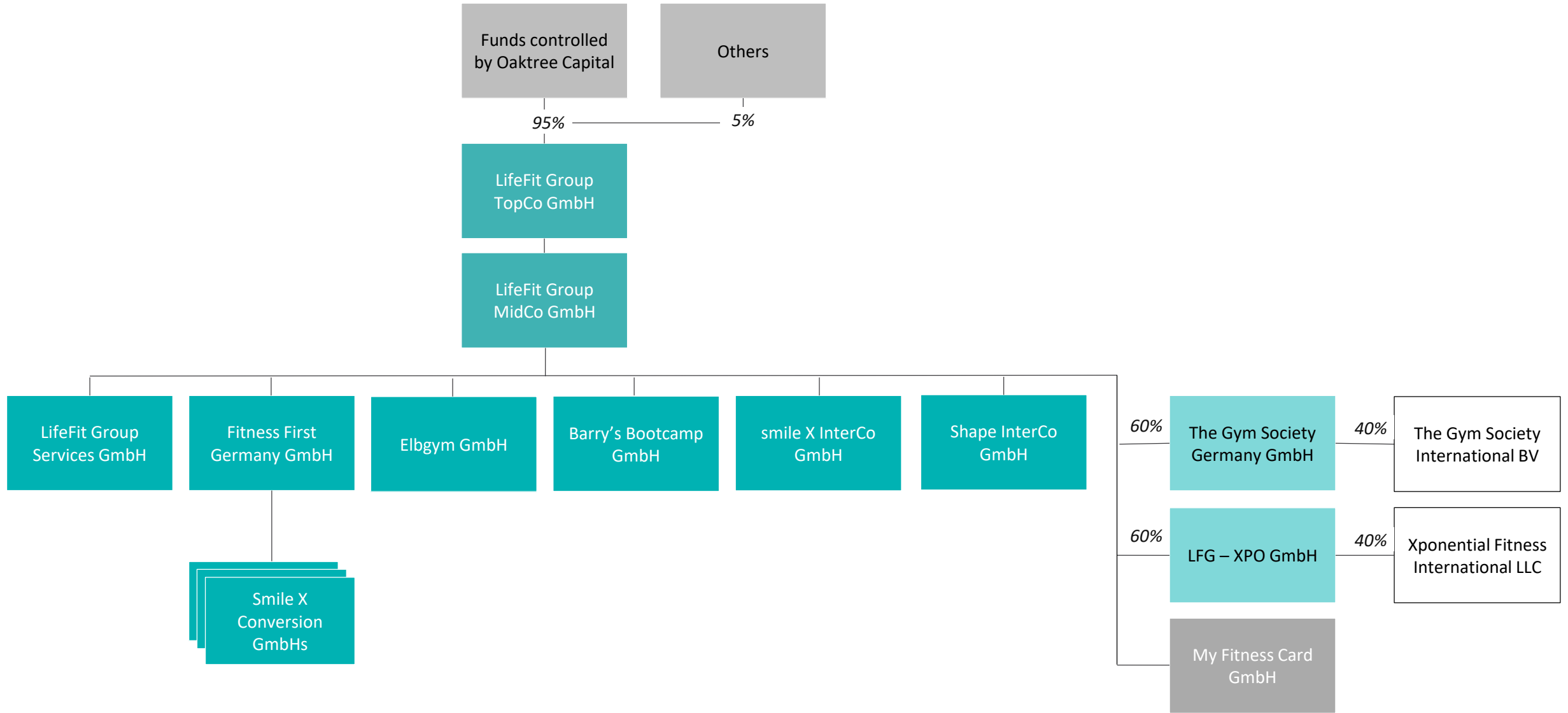
- Due to the short financial year of Lifefit Group MidCo for FY19 and FY20 ,the acquisition of In Shape in FY22 and for a better understanding of the financial results of the whole group LifeFit Group presents pro forma f/s considering the 12 months period 1 November to 31 October and adjusted for IFRS 16 impacts
- Pro forma Total Revenue of the group was EUR 112.4m (EUR 112.4m in core business<sup>1</sup>)
- Pro forma adjusted EBITDA of the group amounts to EUR -7.6m (core business)

**6 Outlook**

- The audited annual report for FY22 is planned to be published on 28 Feb 2023 and the quarterly interim unaudited report for Q1 FY2022/23 on 31 Mar 2023

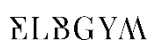
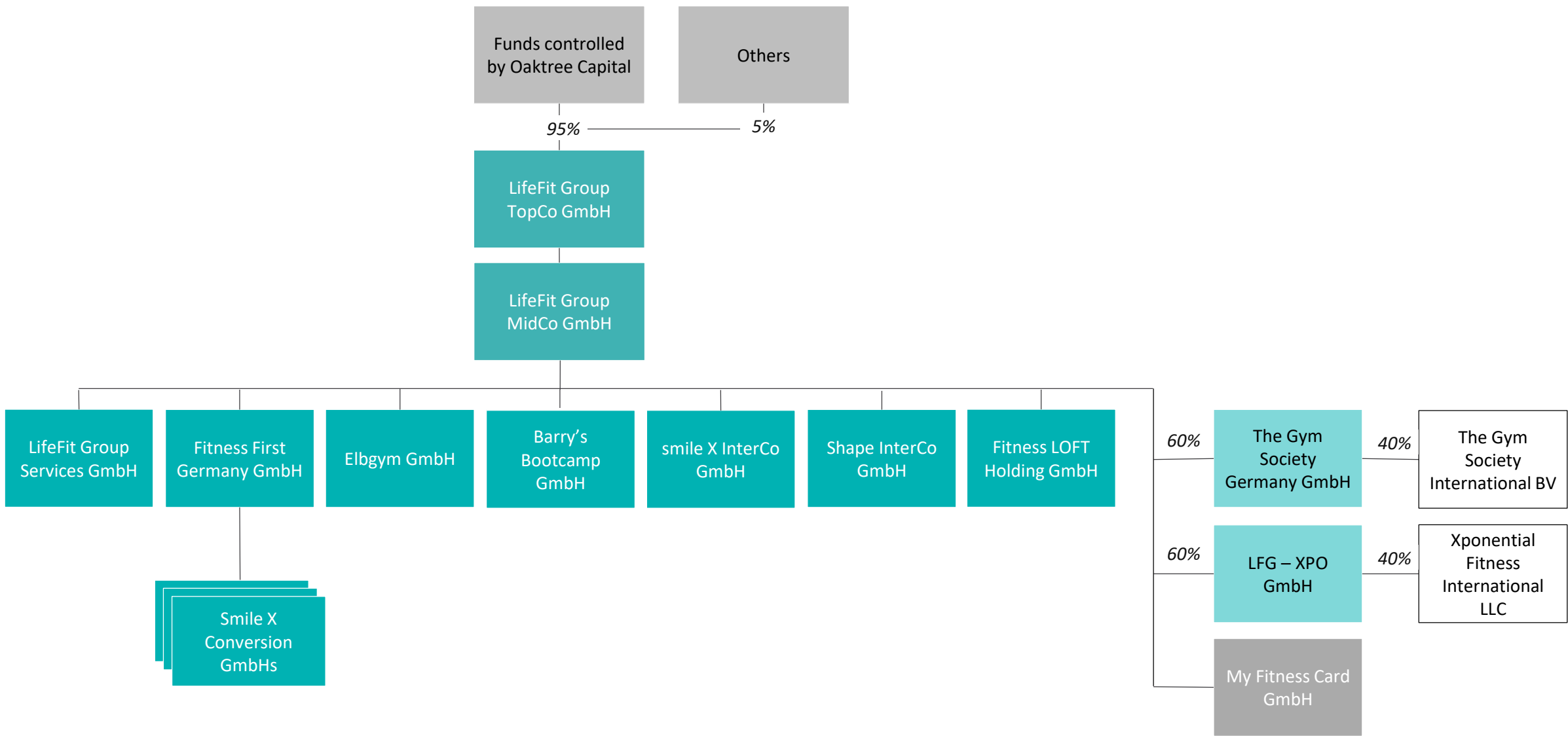


# GROUP LEGAL STRUCTURE AS OF REPORTING DATE (Q4/2022)

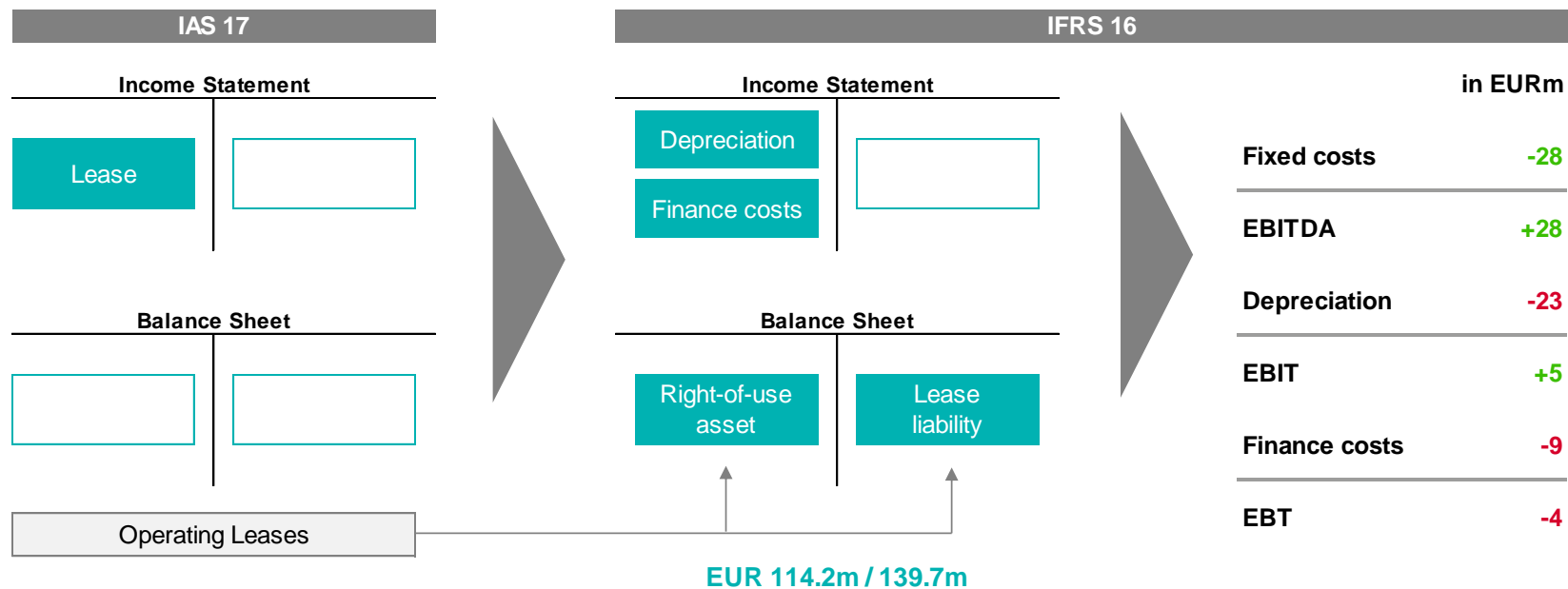




# PROJECTED GROUP LEGAL STRUCTURE AS OF 31 JAN 2023



## Impact on pro forma Financial Statements



- The application of IFRS 16 leases leads to a negative effect on the profit and loss of the period
- The Group recognizes lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets
- LifeFit has lease contracts for various items of buildings (studios, offices, and warehouses), vehicles and fitness equipment. Leases of buildings generally have a non-cancelable lease term of 15 to 20 years, while vehicle and machinery leases have a lease term of 3 to 5 years.
- As of 31 October 2022 the group recognized the following right-of-use assets and lease liabilities
  - Buildings EUR 110.1m/135.6m
  - Other EUR 4.1m/4.1m
- The variance between the carrying amount of right-of-use assets and the lease liability results from deferred rent free periods, land lord contributions and impairments which are included in the business acquired.

## Impact on Credit Stats

	x PF adjusted EBITDA Oct-22 LTM (EUR -7.6m)	pre IFRS 16	under IFRS 16
Gross debt / PF EBITDA		-7.1x	11.2x
Net debt / PF EBITDA		-6.0x	10.7x

Gross debt based on EUR 40m senior secured bond, EUR 10m RCF and EUR 4.1m equipment finance leases (respectively EUR 139.7m lease liabilities under IFRS16), net debt reduced by EUR 8.4m cash at bank.

Key Financials				
EURm	FY19	FY20	FY21	LTM
	AC	AC	AC	AC
<b>Total Revenue</b>	<b>141.8</b>	<b>129.6</b>	<b>121.0</b>	<b>112.4</b>
thereof: core	133.8	126.4	120.2	112.4
non-core	7.7	3.1	0.8	0.0
<b>EBITDA</b>	<b>16.2</b>	<b>16.0</b>	<b>32.6</b>	<b>-10.2</b>
thereof: core	16.9	16.1	33.1	-10.1
non-core	-0.7	-0.2	-0.5	-0.1
<b>EBITDA margin [%]</b>	<b>11.4</b>	<b>12.3</b>	<b>27.0</b>	<b>-9.1</b>
thereof: core	12.6	12.8	27.5	-9.0
non-core	n/a	n/a	n/a	n/a
<b>Adjustments</b>	<b>2.4</b>	<b>1.3</b>	<b>2.3</b>	<b>2.6</b>
thereof: core	1.7	1.1	1.9	2.6
non-core	0.7	0.2	0.5	0.1
<b>Adjusted EBITDA</b>	<b>18.6</b>	<b>17.3</b>	<b>35.0</b>	<b>-7.6</b>
thereof: core	18.7	17.3	34.9	-7.6
non-core	-0.1	0.0	0.0	0.0
<b>Adj. EBITDA margin [%]</b>	<b>13.1</b>	<b>13.3</b>	<b>28.9</b>	<b>-6.7</b>
thereof: core	13.9	13.7	29.1	-6.7
non-core	n/a	n/a	n/a	n/a

Key Performance Indicators				
	FY19	FY20	FY21	LTM
	AC	AC	AC	AC
<b># of Clubs<sup>1</sup></b>	<b>93</b>	<b>92</b>	<b>90</b>	<b>93</b>
thereof: core	87	89	91	93
non-core	6	3	0	0
<b>Members ['000]</b>	<b>266.9</b>	<b>240.4</b>	<b>193.6</b>	<b>216.6</b>
thereof: core	259.0	234.9	193.6	216.6
non-core	7.9	5.5	0.0	0.0
<b>Joiner Yield [EUR]</b>	<b>44.9</b>	<b>48.7</b>	<b>57.9</b>	<b>49.0</b>
thereof: core	45.0	48.9	57.9	49.0
non-core	42.7	43.0	39.4	n/a
<b>ARPM [EUR]</b>	<b>44.3</b>	<b>42.6</b>	<b>46.5</b>	<b>45.5</b>
thereof: core	44.3	42.7	46.8	45.5
non-core	41.2	n/a	n/a	n/a
<b>Retention %</b>	<b>31.8</b>	<b>32.1</b>	<b>39.3</b>	<b>30.4</b>
thereof: core	60.2	64.4	75.9	73.8
non-core	n/a	n/a	n/a	n/a

- Fitness First has gone through an portfolio optimisation process in the last years in the course of which more than 20 (mostly) unprofitable clubs have been divested or closed since Nov 16
- This causes a significant decline in memberships with total revenues going down EUR -7.7m (from FY19 to Oct-22 LTM) while EBITDA is not impacted that much
- Table on the left shows the bridge from core business numbers (cf. section on pro forma financials) to total pro forma
- Portfolio is currently under review in consideration of the lockdowns and the related impacts



Segment	Item	Comment	LTM Oct-22
<b>Pro forma LTM Group EBITDA</b>			<b>-10,231</b>
FFG/LFG	Barrys set up/ramp-up	transaction/formation expenses and ramp-up losses	2,083
FFG/LFG	Divestment clubs & discontinued	refers to four clubs in reporting period	74
FFG/LFG	Ramp-up losses	One club to become EBITDA positive	368
FFG/LFG	New Business Development	HO employment costs related to new business development (Franchise, XPO)	124
<b>Total Adjustments</b>			<b>2,649</b>
<b>Adjusted PF LTM Group EBITDA</b>			<b>-7,582</b>

## Consolidated Statement of Comprehensive Income

LifeFit (Unaudited)	Q4/22	Q4/21	change	YTD	YTD
	01.08.22 -	01.08.21 -		01.11.21 -	01.11.20 -
	31.10.22	31.10.21		31.10.22	31.10.21
	EUR k	EUR k	EUR k	EUR k	EUR k
Revenue	33,576	10,378	23,198	102,482	64,928
Other operating income	1,209	42,019	-40,810	5,678	52,576
Cost of materials	-2,147	-4,442	2,295	-9,343	-5,872
Personnel expenses	-9,525	-7,383	-2,142	-34,667	-24,485
Other operating expenses	-12,729	-4,859	-7,870	-48,848	-31,427
Amortization and depreciation	-13,144	-9,674	-3,470	-38,107	-35,729
<b>Operating profit or loss</b>	<b>-2,760</b>	<b>26,039</b>	<b>-28,799</b>	<b>-22,804</b>	<b>19,992</b>
Income from at equity investments	-89	143	-232	-217	-194
Finance income	18	440	-422	50	160
Finance costs	-5,574	-4,803	-771	-16,908	-15,975
<b>Financial result</b>	<b>-5,556</b>	<b>-4,363</b>	<b>-1,193</b>	<b>-16,858</b>	<b>-15,815</b>
<b>Profit or loss for the period before taxes</b>	<b>-8,405</b>	<b>21,819</b>	<b>-30,224</b>	<b>-39,879</b>	<b>3,983</b>
Income taxes	213	234	-21	684	-2,537
<b>Profit or loss for the period</b>	<b>-8,192</b>	<b>22,053</b>	<b>-30,245</b>	<b>-39,194</b>	<b>1,446</b>

## Consolidated Cash Flow Statement

LifeFit (Unaudited)	Q4/22	Q4/21	change	YTD	YTD
	01.08.22 -	01.08.21 -		01.11.21 -	01.11.20 -
	31.10.22	31.10.21		31.10.22	31.10.21
	EUR k	EUR k	EUR k	EUR k	
Operating cash flow	5,581	13,336	-7,755	28,864	38,413
Investment cash flow	-2,644	-1,500	-1,144	-18,132	-8,168
Financing cash flow	-4,952	-9,251	4,299	-25,368	-29,756
<b>Cash flow for the period</b>	<b>-2,016</b>	<b>2,585</b>	<b>-4,601</b>	<b>-14,636</b>	<b>489</b>
Beginning cash	10,421	20,456		23,040	22,551
<b>Closing cash</b>	<b>8,405</b>	<b>23,041</b>		<b>8,405</b>	<b>23,040</b>

## Consolidated Balance Sheet

(Unaudited)	31 October 2022	31 October 2021
<b>Non-current assets</b>		
Intangible assets	41,332	33,805
Property, plant and equipment	43,109	37,692
Right-of-use-assets	114,229	115,267
Investments / Joint venture	1	1
	200,667	188,440
<b>Current assets</b>		
Inventories	698	865
Trade receivables	1,932	400
Receivables from affiliated companies	1,775	602
Current income tax assets	171	396
Other non-financial assets	3,211	30,155
Cash and cash equivalents	8,405	23,040
	16,192	55,459
<b>TOTAL ASSETS</b>	<b>216,858</b>	<b>243,899</b>
<b>Equity</b>	<b>-61,715</b>	<b>-22,522</b>
<b>Liabilities</b>		
<b>Non-current liabilities</b>		
Financial liabilities	39,689	38,935
Shareholder debt	43,790	38,097
Other non-financial liabilities	0	7,828
Other financial liabilities	2,488	1,807
Other provisions	2,639	2,478
Lease liabilities	117,099	119,914
Deferred tax liabilities	3,753	3,020
	209,459	212,079
<b>Current liabilities</b>		
Financial liabilities	10,454	10,113
Trade payables	17,386	15,128
Other non-financial liabilities	14,609	8,200
Other financial liabilities	3,230	2
Other provisions	719	601
Lease liabilities	22,618	20,119
Income tax liabilities	99	181
	69,115	54,342
<b>TOTAL LIABILITIES</b>	<b>278,573</b>	<b>266,421</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>216,858</b>	<b>243,899</b>

- In total, the consolidated equity of the group is negative. The equity position of the group has no legal impact. With aprox. EUR 33.0m the equity of LifeFit Group MidCo GmbH is positive. If the shareholder debt of EUR 43.8m were classified as equity, the consolidated equity of the group would amount to EUR -17.9m.
- Besides the accumulated losses until 31 October 2022 the negative consolidated equity of the group results from the difference of the purchase price of the acquisition of shares in Fitness First Germany GmbH, Elbgym GmbH and Barry's Bootcamp GmbH by LifeFit Group MidCo GmbH and Fitness First Germany GmbH's book value of net assets. The transaction had to be accounted for as a "transaction under common control" and no hidden reserves of Fitness First Germany GmbH, such as brand name, customer contracts or goodwill were considered. Had the transaction happened under third parties, the consolidated equity of the group would be substantially positive.

Equity as reported	-61.7
pro forma classification Shareholder Loan as Equity	+43.8
<b>pro forma Equity</b>	<b>-17.9</b>

## Pro forma Financials + IFRS 16 impacts + Reported Financials

EURm	Oct-22 LTM			Q4/FY2022			Q4/FY2022 REPORTED
	AC pre IFRS16	Impact of IFRS16	AC under IFRS16	AC pre IFRS16	Impact IFRS16	AC under IFRS16	AC IFRS16
<b>KPIs</b>							
# of Clubs <sup>1</sup>	93			93			
Members ['000]	216.6			216.6			
Joiner Yield [EUR]	49.0			48.0			
ARPM [EUR]	45.5			54.4			
Retention % (annualised)	67.3			67.3			
<b>Profit/Loss</b>							
Revenue	112.4			34.8			34.8
EBITDA <sup>2</sup>	-10.2	24.5	14.3	2.0	4.6	6.5	10.4
- Adjustments	2.6			0.5			
<b>Adjusted EBITDA</b>	<b>-7.6</b>			<b>2.5</b>			
Depreciation & amortisation	-12.1	-27.1	-39.1	-3.1	-10.1	-13.1	-13.1
Exceptionals/One-off charges	1.9			3.8			
<b>Operating Profit/Loss</b>	<b>-20.4</b>		<b>-23.0</b>	<b>2.7</b>		<b>-2.8</b>	<b>-2.8</b>
Income from at equity investments	-0.2			-0.1			-0.1
Total Finance costs	-8.3	-8.7	-17.0	-2.9	-2.7	-5.6	-5.6
Total Tax	0.8			0.2			0.2
<b>Net Profit/Loss</b>	<b>-28.1</b>		<b>-39.4</b>	<b>0.0</b>		<b>-8.2</b>	<b>-8.2</b>
<b>Cash Flow</b>							
EBITDA <sup>2</sup>	-10.3			2.0			
Working capital	21.4			-0.8			
Exceptionals & provisions	-2.6			-0.6			
Interest paid	-3.3			-0.9			
Tax	0.0			0.0			
<b>OPERATING CASH FLOW</b>	<b>5.3</b>			<b>-0.3</b>	<b>5.8</b>	<b>5.6</b>	<b>5.6</b>
Cash flow from investing activities	-18.1			-2.6	0.0	-2.6	-2.6
<b>FREE CASH FLOW</b>	<b>-12.8</b>			<b>-2.9</b>		<b>2.9</b>	<b>2.9</b>
Cash flow from financing activities	-1.8			0.9	-5.8	-5.0	-5.0
<b>NET CASH FLOW</b>	<b>-14.6</b>			<b>-2.0</b>		<b>-2.0</b>	<b>-2.0</b>

**Notes**

- <sup>1</sup> excluding franchise clubs
- <sup>2</sup> excluding exceptionals/one-off charges

## Pro forma Financials by Segment

EURm	LifeFit Group	Oct-22 LTM				LifeFit Group	Q4/FY2022			
		Fitness First	elbgym	smile X	In Shape		Fitness First	elbgym	smile X	In Shape
<b>KPIs</b>										
# of Clubs <sup>1</sup>	93	60	7	13	13	93	60	7	13	13
Members ['000]	216.6	166.1	5.1	28.7	16.7	216.6	166.1	5.1	28.7	16.7
Joiner Yield [EUR]	49.0	50.7	72.1	33.4	43.6	48.0	49.1	71.9	35.0	45.7
ARPM [EUR]	45.5	46.3	73.8	30.4	55.4	54.4	54.4	86.4	30.7	86.4
Retention % (annualised)	67.3	67.5	48.9	72.0	62.2	67.3	67.5	48.9	72.0	62.2
<b>Profit/Loss</b>										
Revenue	112.4	87.3	4.0	10.2	10.9	34.8	26.6	1.3	2.6	4.2
EBITDA <sup>2</sup>	-10.2	-12.3	-0.8	0.8	2.1	2.0	0.6	0.0	-0.5	1.9
- Adjustments	2.6	2.6	0.0	0.0	0.0	0.5	0.5	0.0	0.0	0.0
<b>Adjusted EBITDA</b>	<b>-7.6</b>	<b>-9.7</b>	<b>-0.8</b>	<b>0.8</b>	<b>2.1</b>	<b>2.5</b>	<b>1.1</b>	<b>0.0</b>	<b>-0.5</b>	<b>1.9</b>
Depreciation & amortisation	-12.1	-8.1	-0.6	-2.3	-1.1	-3.1	-2.0	-0.1	-0.6	-0.4
Exceptionals/One-off charges	1.9	2.0	-0.1	0.0	0.0	3.8	3.8	0.0	0.0	0.0
<b>Operating Profit/Loss</b>	<b>-20.4</b>	<b>-18.4</b>	<b>-1.5</b>	<b>-1.6</b>	<b>1.0</b>	<b>2.7</b>	<b>2.4</b>	<b>-0.2</b>	<b>-1.0</b>	<b>1.5</b>
Income from at equity investments	-0.2	-0.2	0.0	0.0	0.0	-0.1	-0.1	0.0	0.0	0.0
Total Finance costs	-8.3	-8.2	0.0	0.0	-0.1	-2.9	-2.9	0.0	0.0	0.0
Total Tax	0.8	0.0	0.0	0.6	0.2	0.2	0.0	0.0	0.1	0.1
<b>Net Profit/Loss</b>	<b>-28.1</b>	<b>-26.8</b>	<b>-1.5</b>	<b>-0.9</b>	<b>1.1</b>	<b>0.0</b>	<b>-0.6</b>	<b>-0.2</b>	<b>-0.9</b>	<b>1.6</b>
<b>Cash Flow</b>										
EBITDA <sup>2</sup>	-10.3	-12.3	-0.8	0.8	2.1	2.0	0.6	0.0	-0.5	1.9
Working capital	21.4	20.1	0.4	2.1	-1.1	-0.8	-1.2	0.0	1.5	-1.1
Exceptionals & provisions	-2.6	-2.4	-0.1	0.0	0.0	-0.6	-0.6	0.0	0.0	0.0
Interest paid	-3.3	-3.3	0.0	0.0	0.0	-0.9	-0.9	0.0	0.0	0.0
Tax	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
<b>OPERATING CASH FLOW</b>	<b>5.3</b>	<b>2.0</b>	<b>-0.6</b>	<b>2.9</b>	<b>1.0</b>	<b>-0.3</b>	<b>-2.1</b>	<b>0.0</b>	<b>1.0</b>	<b>0.8</b>
Cash flow from investing activities	-18.1	-16.8	-2.6	-0.3	1.6	-2.6	-2.5	0.0	-0.1	0.0
<b>FREE CASH FLOW</b>	<b>-12.8</b>	<b>-14.8</b>	<b>-3.2</b>	<b>2.6</b>	<b>2.5</b>	<b>-2.9</b>	<b>-4.6</b>	<b>0.0</b>	<b>0.9</b>	<b>0.8</b>
Cash flow from financing activities	-1.8	-1.5	-0.1	-0.2	-0.1	0.9	1.0	0.0	-0.1	0.0
<b>NET CASH FLOW</b>	<b>-14.6</b>	<b>-16.3</b>	<b>-3.3</b>	<b>2.5</b>	<b>2.5</b>	<b>-2.0</b>	<b>-3.6</b>	<b>0.0</b>	<b>0.9</b>	<b>0.7</b>

**Notes**

- <sup>1</sup> excluding franchise clubs
- <sup>2</sup> excluding exceptionals/one-off charges





Inspiring each other  
and always winning  
as a team



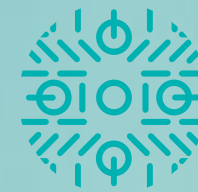
Blowing away customer  
expectations with our love for  
health and fitness



Taking responsibility,  
being entrepreneurial  
and always keep going



Always striving  
for excellence



Doing the right  
thing – every time