



lifestit | group



A male personal trainer with a beard, wearing an orange long-sleeved shirt, is assisting a female client with blonde hair in a ponytail. They are in a gym setting. The woman is holding a barbell with two 10 kg blue weight plates. The trainer is leaning in, looking at the barbell and providing guidance. The background shows various gym equipment and a bright, modern interior.

LifeFit Group

Q3/FY2023 - QUARTERLY INTERIM UNAUDITED REPORT

lifefit | group

Sep
2023



EXECUTIVE SUMMARY & UPDATE MULTIBRAND STRATEGY

STATUS UPDATE ON BUSINESS IMPROVEMENT

PRO FORMA FINANCIALS/KPIs LIFEFIT GROUP AND BY SEGMENT

APPENDIX

1

Accelerating membership rebound driven by market recovery and offer segmentation

- Q3/23 Operational KPIs are continuing to strive with membership² (equivalent) increasing to 337k+ in Jul-23, with +8k members added in Q3 contrary to summer seasonality
- Strong progress in aligning the FSBP studios re product offering, marketing and pricing as well as supporting processes and comprehensive staff training enabling rebranding into Fitness First in Oct-23

2

LTM Revenue¹
EUR 161.5m
+18.8% vs. FY22

- Consistent membership growth in combination with higher average dues result in monthly increase in membership fees which is the key driver in revenue
- Aggregator income continuously improves with month-by-month growth rates at ~7% in the FY (now 8% of total)
- Rebranding of acquired brands into Fitness First includes further growth potential

3

LTM EBITDA adj. ¹
EUR 16.2m
Jul-23 run-rate > EUR 24m+

- With EUR +8.2m in the quarter LTM adjusted EBITDA shows strong growth
- Consistent monthly EBITDA increase results in EUR 2.0m+ adjusted EBITDA in Jul-23, giving an attractive run-rate projection of EUR 24m+
- Revenue increase driven by membership fees and PAYG income overcompensates inflation/cost increase

4

Q3/FY23
Net Cash Flow
EUR +2.5m
Cash at Bank
EUR 16.1m

- Q3/FY23 net cash flow of EUR +2.5m is characterised by monthly increasing EBITDA (EUR +5.4m) and positive working capital impacts from deferred revenue enabling first earn-out payment for In Shape (EUR 1.0m)
- Cash position increases to EUR 16.1m at the end of Jul-23, month-by-month improving free cash flow will be used for earn-outs, vendor loan repayments, net debt redemption and product and facility investment










5

Future
growth potential

- Opening of the first Club Pilates Franchise near to Frankfurt planned for autumn 2023; franchise growth potential due to strong and increasing lead pool; negotiations re opening the second Xponential concept YogaSix next door in Frankfurt are in full progress
- Already well-filled M&A (FSBP & premium) pipeline experiences significant growth with great opportunities
- Planned streamlining of brands (Oct-23) provides opportunities to further increase returns in the future

KEY FIGURES ¹	Q3 2023	CHANGE VS. Q3 2022
TOTAL REVENUE	42.8m	+31.9%
ADJ. EBITDA BEFORE IFRS 16	5.9m	+8.2m
ADJ. EBITDA BEFORE IFRS 16 MARGIN	13.9%	n/a
CASH AT BANK	16.1m	

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

Segment/Price	Discount	Full Service Best Price	Mid-market	Premium	Micro/Boutique
		 <p>78 clubs</p> <p>Oct-23 rebrand to</p>   		 <p>33 clubs</p> <p>ELBGYM</p> <p>7 clubs</p>	<p>BARRY'S</p> <p>2 studios (Berlin & Frankfurt)</p> <p>In addition: Master-Franchise rights for best in class US boutique brands to be utilised 2023+</p>  <p>(2024 tbc)</p>  <p>1 (Frankfurt)</p> 
121 corporate & 3 franchise	0	78 & 3	0	40	3
# of Members		211.000+		126.000+	Pay as you go
Normalised EBITDA allocation		53%		46%	1%
Description		<ul style="list-style-type: none"> ▪ Fitness First with strong nationwide awareness (regional strongholds and metropolitan clubs) offering a best in class product range at local best price ▪ smile X 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"> ▪ In Shape as local champion between Stuttgart and Ulm offering customized FSBP training and health concepts ▪ Fitness LOFT as a leading operator in the FSBP segment with high quality interior design focused on northern Germany 		<ul style="list-style-type: none"> ▪ Fitness First Black as #1 premium health and fitness club operator in Germany with strong nationwide brand awareness ▪ elbgym as premium chain in Hamburg, Berlin and Munich offering performance focused training incl. cross-fit ▪ In Shape with five high-end clubs around Stuttgart offering wellness and full service 	<ul style="list-style-type: none"> ▪ Barry's as US-based pioneer of indoor high-intensity interval training combining cardio and strength ▪ US-based leading boutique brands in pilates and yoga with 1.000+ studios ▪ The Gym Society offers personalized, digitally supported workouts

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

●

Full-Service Best Price

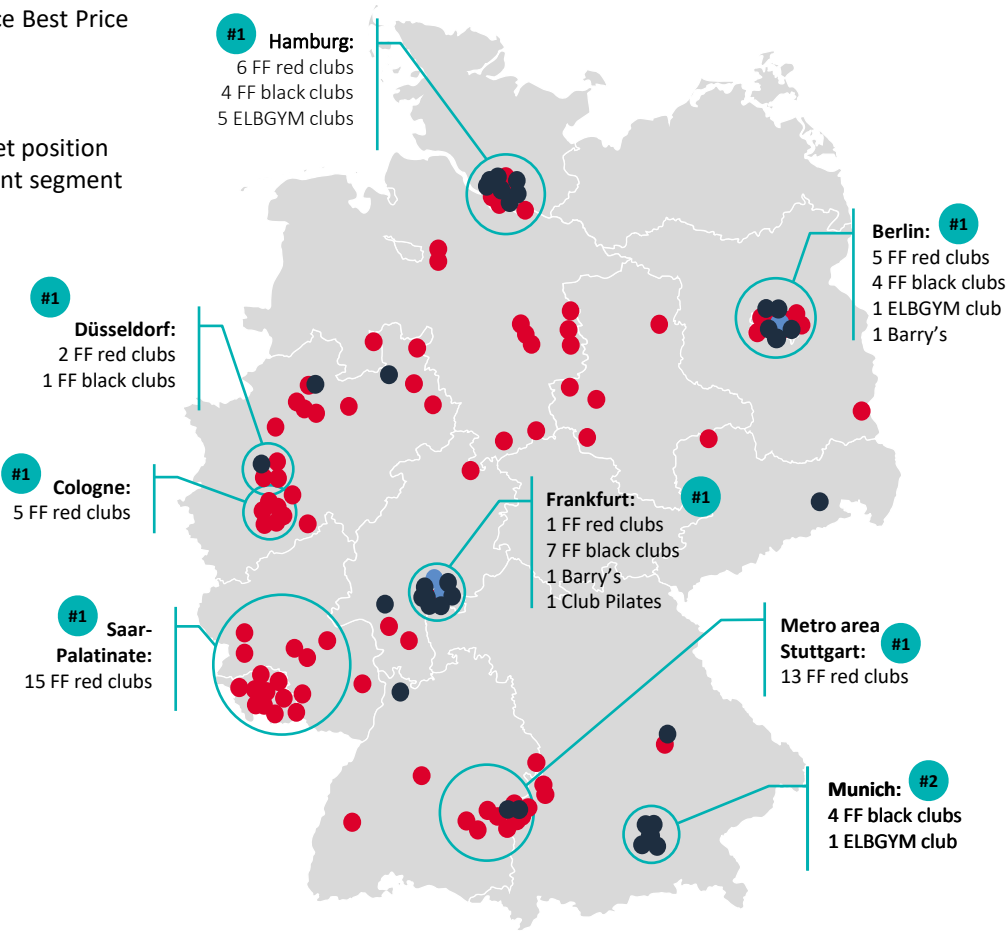
●

Premium

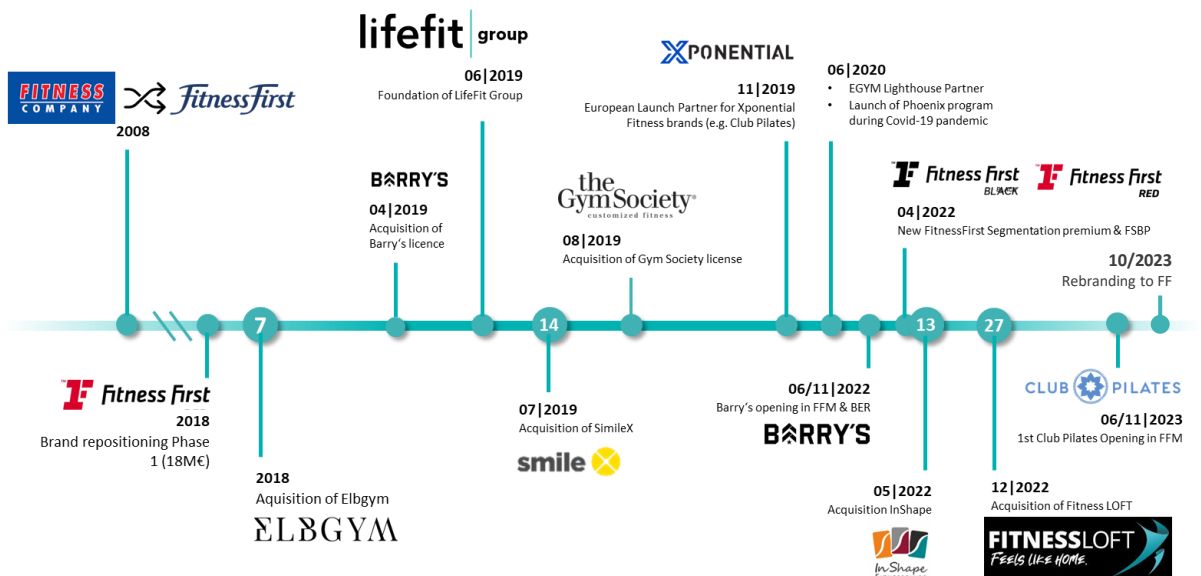
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Boutique

#1/2 = Market position within relevant segment



- ROI and Market Leadership:** LifeFit Group, a market leader often securing top positions, is set to amplify ROI in the German fitness market's key segments.
- Strong Club Network:** Our 120+ corporate-owned clubs are central in full-service best price and premium segments. Meanwhile, our franchise business is gearing up to lead in the high-end boutique studio market.
- M&A Expansion:** Leverage significant opportunities in regional M&A to enhance our network, supported by a proven 'plug-and-play' strategy.
- Effective Integration:** 12–24-month integration program and exclusive capability in complex acquisitions, as showcased with InShape, ensures smooth transitions and optimized results.
- Tailored Offerings / Brand Streamlining:** Our customer-focused offerings meet diverse regional demands. Active brand streamlining for new clubs' further bolsters returns and market leadership.





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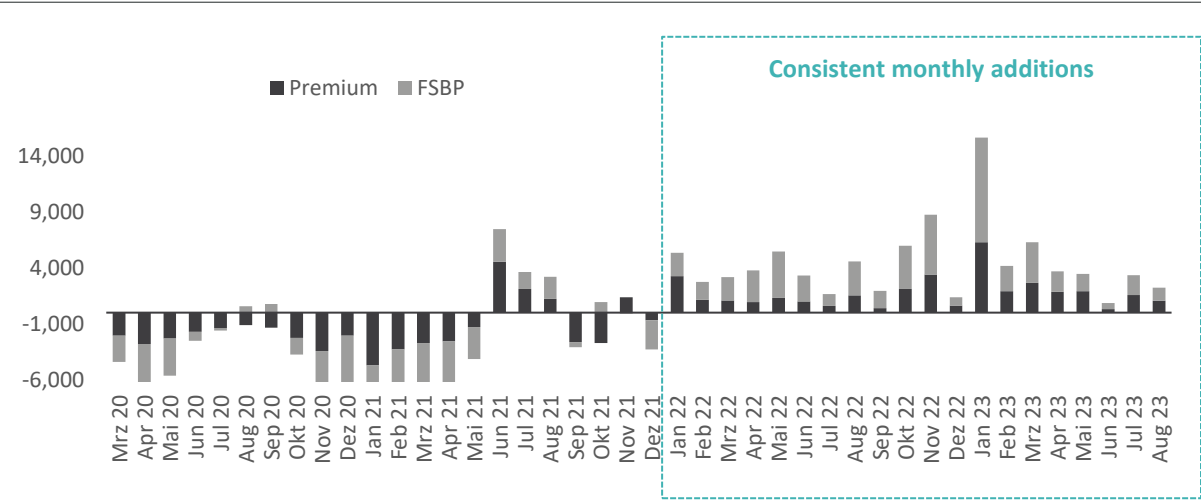
PRO FORMA FINANCIALS/KPIs LIFEFIT GROUP AND BY SEGMENT

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LFL Member (equivalent) base development (indexed)



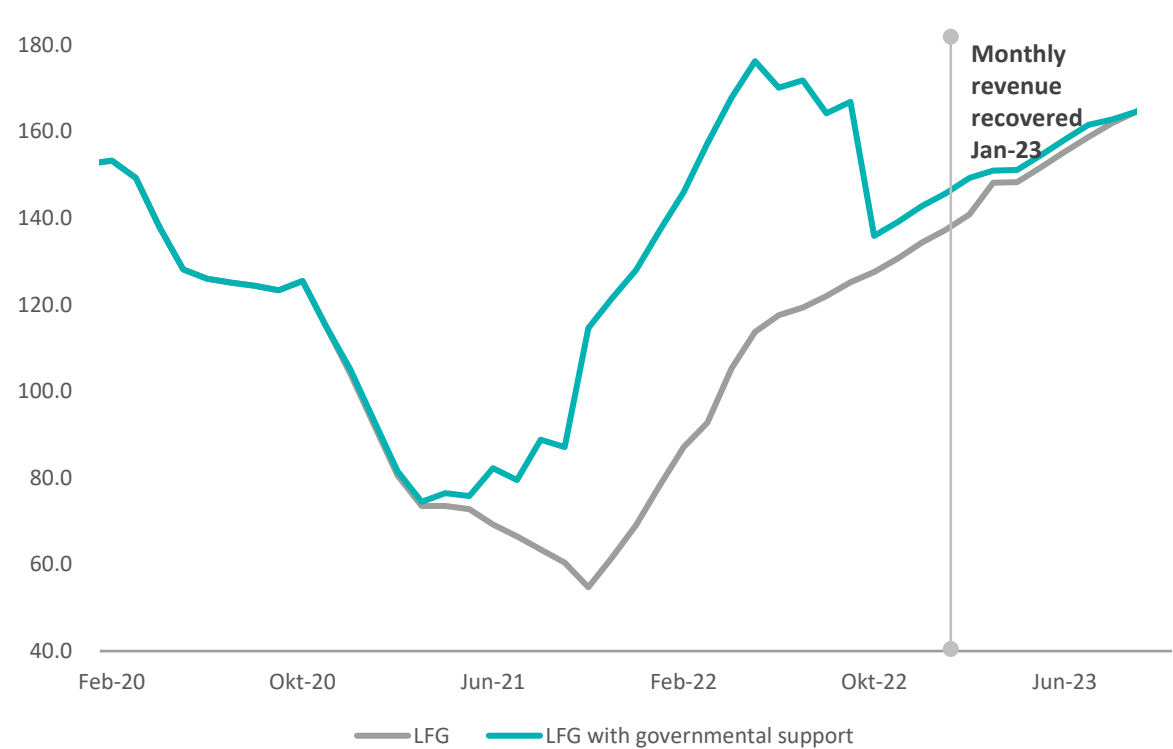
Monthly LFL net member (equivalent) movement (Mar-20 to Aug-23)



Commentary

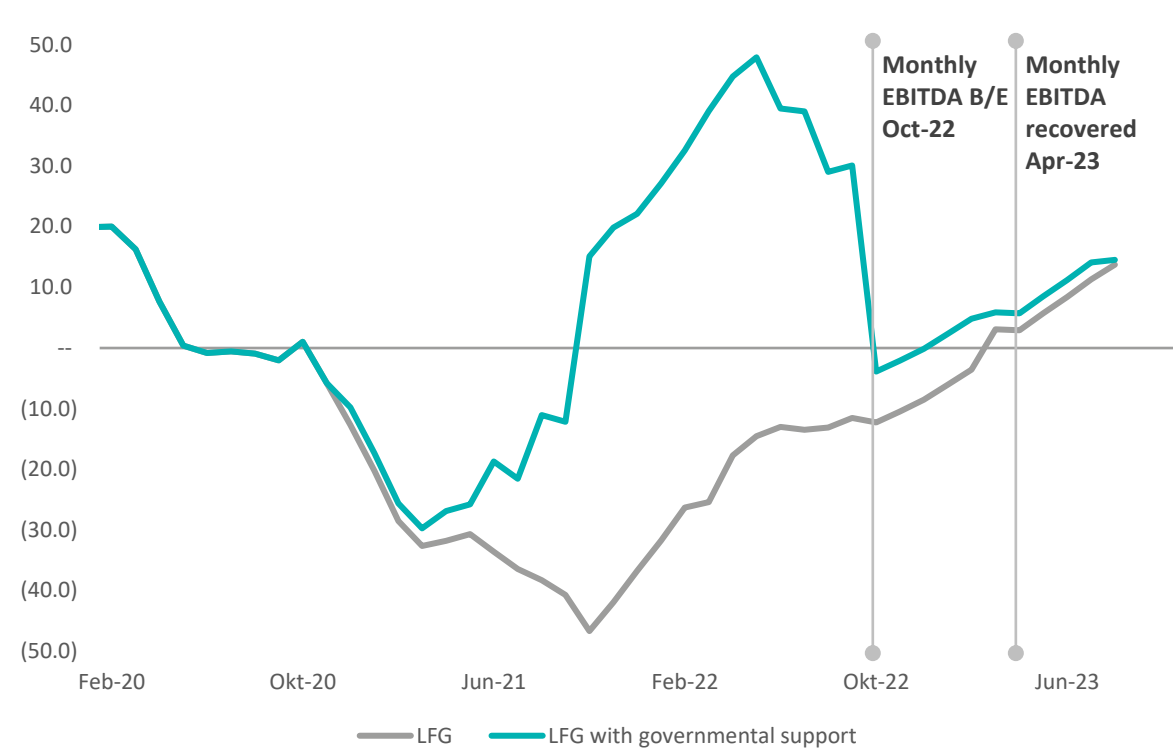
- Healthy recovery underway in all market segments, FSBP outperforming by volume, but premium was able to increase prices
- The FSBP segment was less hit by member losses, bottoming out at 20% of pre-Covid levels, and has recovered significantly faster than the rest of the Group, with already confirmed full recovery in members for smile X, In Shape and Fitness First Red
- Compared to Feb-20, the Group's membership base had shrunk by 26% gaining back >85k members as per end of Apr-23/Q2, which means full recovery and increasing further over summer to 105%
- Because of higher pricing compared to pre-covid across all segments a full revenue recovery (monthly run-rate) was achieved in Jan-23 prior to a full recovery of member numbers and despite drop in secondary income (PT, F&B etc.)

LTM revenue development (Feb-20 to Aug-23, in EURm)



- Membership and revenue run-rate recovery (Apr-23/Jan-23) combined with price increases (existing and new members) as well as continuously rising aggregator income provides confidence in achieving clearly higher revenue levels than pre-covid
- Government support packages fade out in five stages, ending in Sep-23

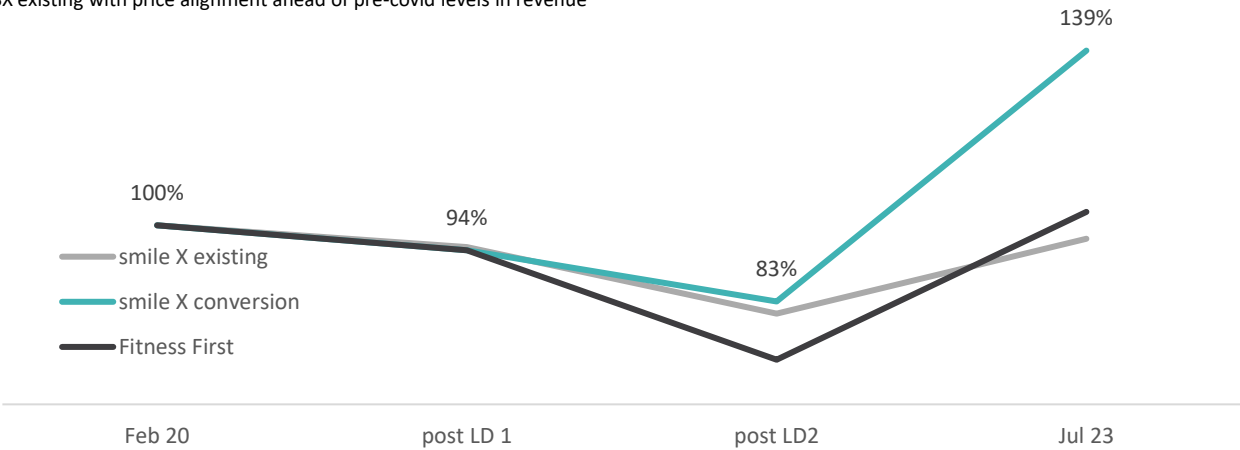
LTM EBITDA development (Feb-20 to Aug-23, in EURm)



- The Phoenix business transformation programme has mitigated the EBITDA impact of the revenue shortfall and facilitates a quicker earnings recovery and stronger long-term margins
- With EUR 9.0m of sustainable cost reductions realised, LTM EBITDA excluding government support will rebound to pre-covid levels in 2023
- After break-even in Oct-22, monthly adjusted EBITDA strongly and continuously increased to EBITDA recovery in Apr-23, showing monthly improvement afterwards despite summer

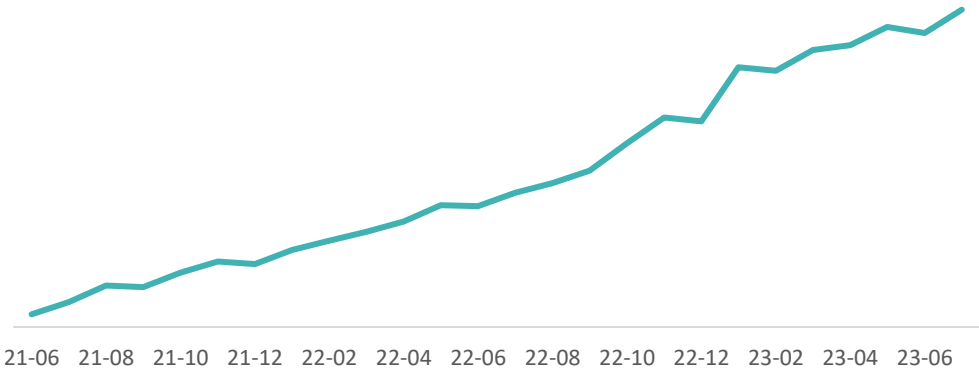
Fitness First (mid-market) into smile X (FSBP) conversion clubs show fastest recovery...

SX existing with price alignment ahead of pre-covid levels in revenue

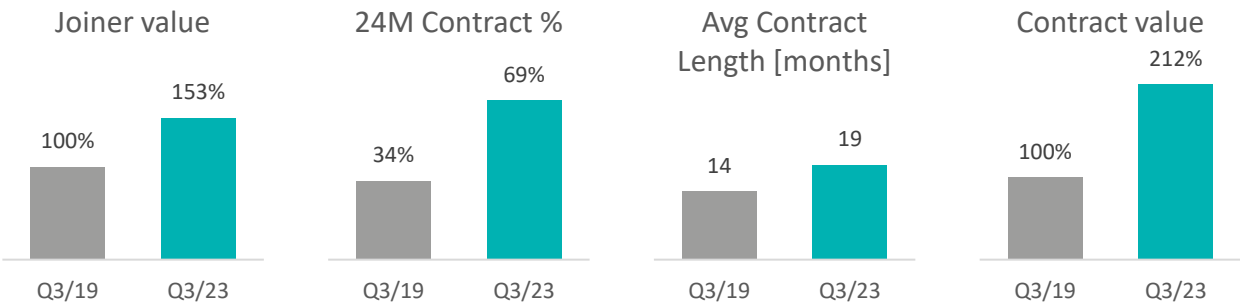


Aggregator income shows ~7% month-by-month growth YTD

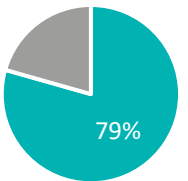
12M Aggregator income run-rate in EURm



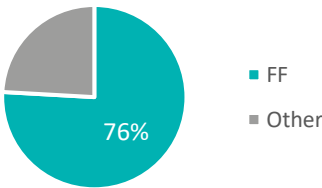
... while best practice approach at FF clubs with successful KPIs



By Type



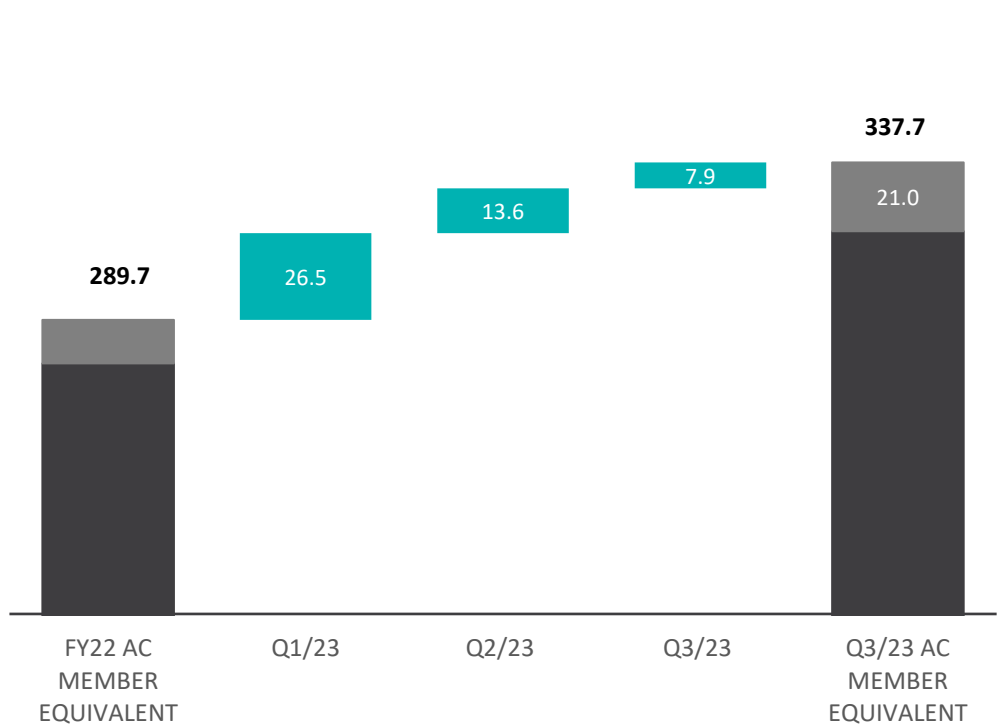
By Brand



PEOPLE	PORTFOLIO	PRODUCT & MEMBER EXPERIENCE	PRICE & MARKETING	PROCESSES & COMMERCIAL MANAGEMENT
<ul style="list-style-type: none"> Driver based employment model based on customer journey Moral at all time high and willingness for best practice sharing throughout the group at highest level Fitness LOFT operational structure integrated into Fitness First (Jul-23) Long term strategy of LifeFit makes for more attractiveness for existing as well as potential future employees 	<ul style="list-style-type: none"> Engage with LLs to mitigate inflation driven rent increases Members acknowledge investment of EUR 15m+ in our facility and equipment Attractive M&A transactions successfully closed and strong pipeline available – In Shape (May-22) and Fitness LOFT executed (Dec-22) Reposition of FF club portfolio to optimise offering, pricing and cost base successfully executed (Mar-22) Opening of first Club Pilates in Frankfurt in May-23 with franchise growth potential Softlaunch rebranding “powered by” initiated for SX/INS/FL in summer 23 	<ul style="list-style-type: none"> Compensation of lockdown membership dues phasing out 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 Member feedback about in club experience result in a NPS of 40+ and google ratings of 4.4+ (last 3 mths avg. 4.9) Strong progress in aligning the FSBP studios re product offering, marketing and pricing as well as supporting processes to create the best out of all worlds 	<ul style="list-style-type: none"> Website as central tool for communication with social media channels feeding traffic Optimised join online processes resulting in 80%+ online joiners including in-club digital joining (via tablet) Successful increase of existing member pricing results in EUR 500k+ additional revenues per month (from Sep 22 (400k) / May-23 (100k) onwards) In Shape and Fitness LOFT to follow price increase approach with achieved EUR 100k+ per month (Jan 23 onwards) Utilise price know-how across the group to increase yield Rebranding of SX/INS/FL to Fitness First (Oct-23) 	<ul style="list-style-type: none"> Liquidity build-up continues to be the key focus Prepare quantification and analysis for different growth scenarios Governmental support programmes successfully launched resulting in EUR 55m+ (99% of framework) Programs to mitigate impacts from increased inflation / energy costs in full flight (e.g. spa hours) Successful bond top-up (EUR 15m + EUR 12m OCM equity contribution) and extension of financing instruments All 52 original FF clubs successfully migrated to new membership system without performance shortfall

Post recovery increase in membership defies seasonality

Membership shown in black, Aggregator equivalents in grey

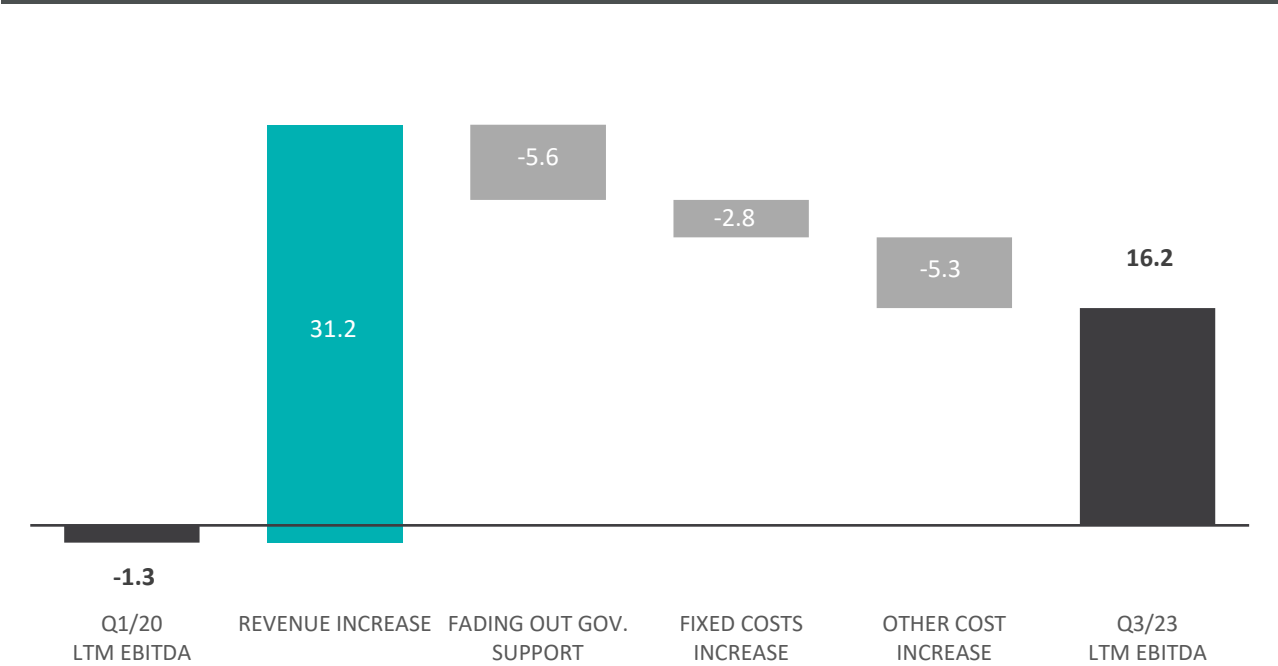


Membership Fees and PAYG income as key drivers for LTM Revenue increase

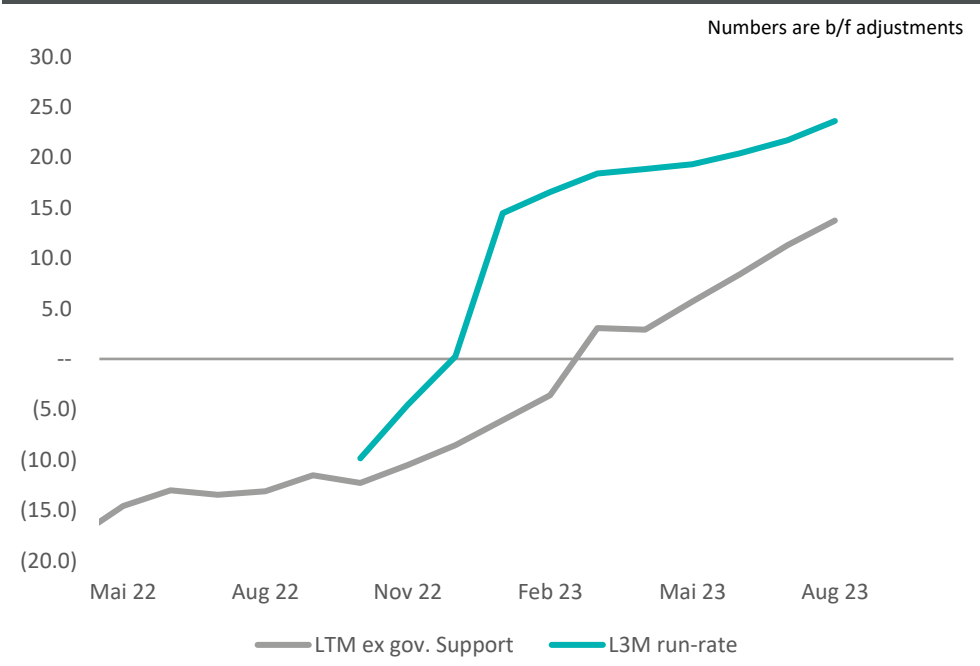


NOTE: Including In Shape and FitnessLOFT on pro forma base, FF Members have been normalised for 5.5k members, which are currently transferred to aggregator after sale of the subsidised corporate business

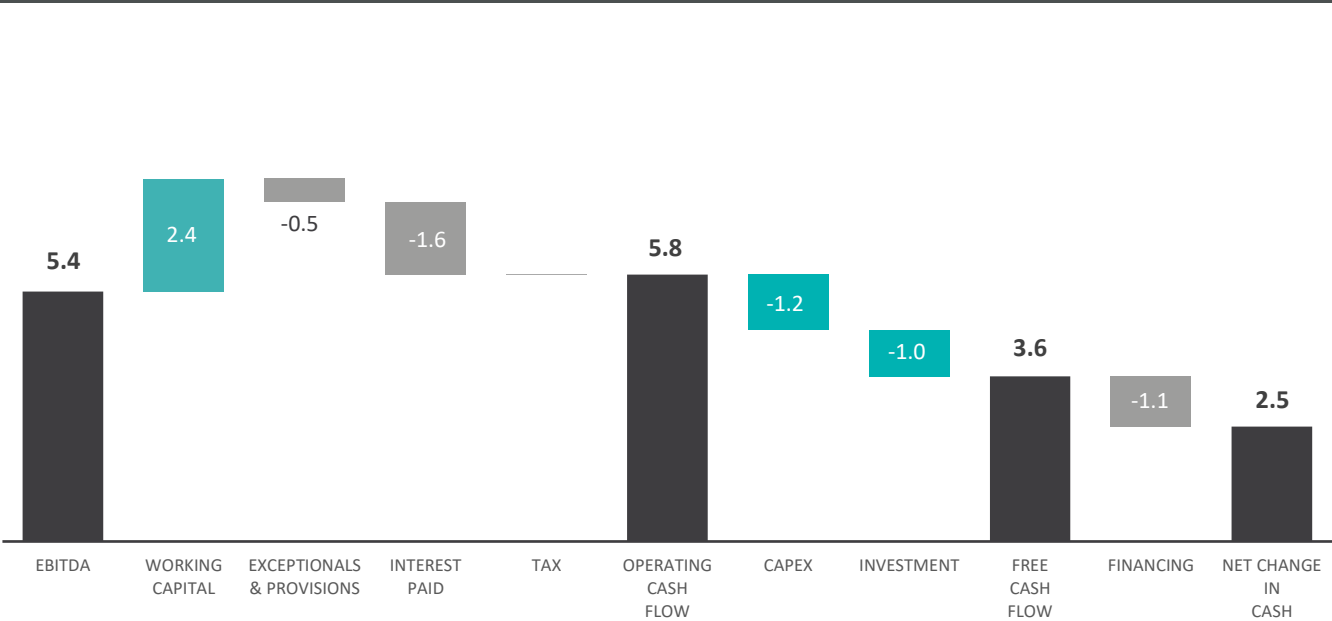
Revenue increase overcompensates inflation/cost increase



Last 3 month run-rate already back in direction of EUR 25m

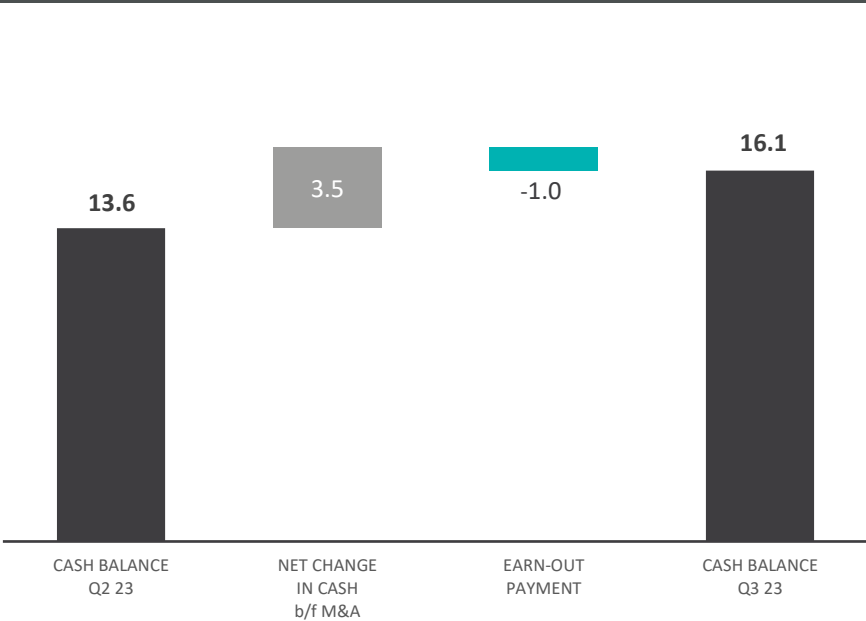


Net change in cash in Q3 / FY2023 (EURm)



- Underlying monthly EBITDA increased significantly due to membership/revenue recovery and existing member price alignment and is already back at EUR 1.9m per month (Jul-23)
- Working capital primary contains positive deferred revenue impacts as well as credit notes and deferred payments due to changed billing process re electricity
- Capex includes defined summer initiatives in the portfolio to increase the member experience as well as some deferred new club capex regarding the first Club Pilates in Frankfurt
- Investment shows first earn-out payment re the In Shape acquisition (as expected)
- Exceptionals and provisions primary refer to onerous lease, restructuring and transaction costs

Liquidity position (EURm)



- Cash position increases to EUR 16.1m
- Improving underlying free cash flow will be used for M&A commitments, i.e. earn-out components, redemption of debt-like items and vendor loan repayments and will reduce cash balance accordingly at the corresponding times



EXECUTIVE SUMMARY & UPDATE MULTIBRAND STRATEGY

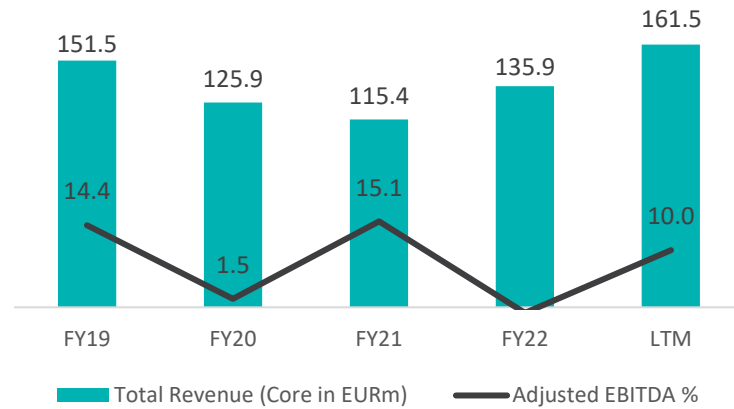
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PRO FORMA FINANCIALS/KPIs LIFEFIT GROUP AND BY SEGMENT

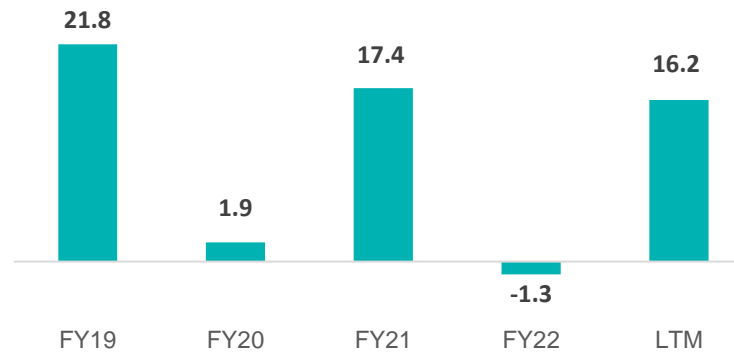
APPENDIX

LIFEFIT GROUP PRO FORMA AT A GLANCE (CORE BUSINESS¹)

Pro forma key financials

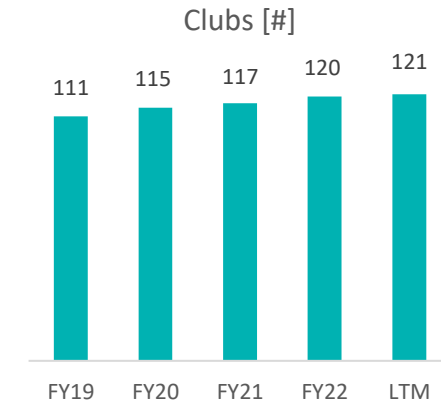
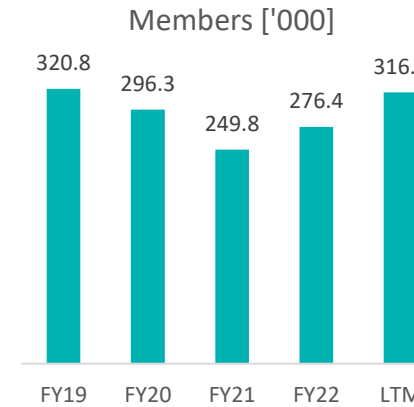


Adjusted EBITDA (EURm)

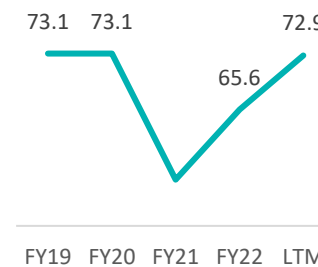


FY21 significantly benefits from governmental support (> EUR 50.0m), monthly underlying EBITDA recovered in Apr-23, current run-rate > EUR 25m

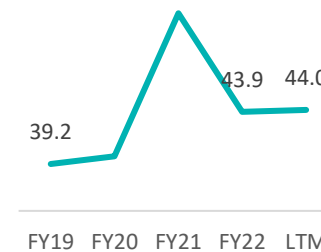
Key performance indicators²



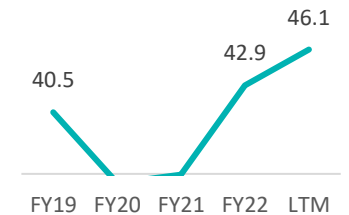
Retention Rate [%]



Joiner Yield [EUR]



ARPM [EUR]



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

FY20 and FY21 are affected by covid-19 club closures, FY21 significantly benefits from governmental support



LIFEFIT GROUP PRO FORMA HISTORICAL PERFORMANCE (CORE BUSINESS)

Key Financials						
EURm	FY19 AC	FY20 AC	FY21 AC	FY22 AC	LTM AC	Δ% LTM-22
Total Revenue	151.5	125.9	115.4	135.9	161.5	+18.8%
thereof: Fitness First	112.0	88.8	77.6	93.0	112.0	
elbgym	2.3	2.3	2.9	4.0	5.8	
smile X	11.6	10.6	10.7	10.2	11.2	
In Shape	7.9	8.6	6.4	9.7	11.1	
Fitness Loft	17.7	15.7	17.7	19.0	21.4	
EBITDA	20.1	0.8	15.6	-3.9	14.2	
thereof: Fitness First	11.2	-3.4	6.3	-6.1	7.4	
elbgym	-0.1	-0.3	0.0	-0.8	0.6	
smile X	4.4	2.8	4.2	0.7	1.0	
In Shape	1.4	0.8	0.0	1.0	1.7	
Fitness Loft	3.2	0.8	5.0	1.3	3.5	
EBITDA margin [%]	13.3	0.6	13.5	-2.9	8.8	
thereof: Fitness First	10.0	-3.8	8.1	-6.6	6.6	
elbgym	-3.7	-13.9	-0.7	-20.3	10.7	
smile X	37.8	26.9	39.4	7.3	9.3	
In Shape	17.3	9.5	0.8	10.1	15.2	
Fitness Loft	17.9	5.2	28.2	7.1	16.1	
Adjustments	1.7	1.1	1.9	2.6	2.0	
thereof: Fitness First	1.7	1.1	1.9	2.6	2.0	
elbgym	0.1	0.0	0.0	0.0	0.0	
smile X	0.0	0.0	0.0	0.0	0.0	
In Shape	0.0	0.0	0.0	0.0	0.0	
Fitness Loft	0.0	0.0	0.0	0.0	0.0	
Adjusted EBITDA	21.8	1.9	17.4	-1.3	16.2	
thereof: Fitness First	12.9	-2.2	8.2	-3.6	9.4	
elbgym	0.0	-0.3	0.0	-0.8	0.6	
smile X	4.4	2.8	4.2	0.7	1.0	
In Shape	1.4	0.8	0.0	1.0	1.7	
Fitness Loft	3.2	0.8	5.0	1.3	3.5	
Adj. EBITDA margin [%]	14.4	1.5	15.1	-1.0	10.0	
thereof: Fitness First	11.5	-2.5	10.5	-3.8	8.4	
elbgym	-0.2	-13.9	-0.7	-20.3	10.7	
smile X	37.8	26.9	39.4	7.3	9.3	
In Shape	17.3	9.5	0.8	10.1	15.2	
Fitness Loft	17.9	5.2	28.2	7.1	16.1	

Key Performance Indicators						
	FY19 AC	FY20 AC	FY21 AC	FY22 AC	LTM AC	Δ% LTM-22
# of Clubs¹	111	115	117	120	121	
thereof: Fitness First	60	61	60	60	61	
elbgym	3	3	4	7	7	
smile X	13	13	13	13	13	
In Shape	11	12	13	13	13	
Fitness Loft	24	26	27	27	27	
Members ['000]	320.8	300.5	249.8	276.4	316.7	+14.6%
thereof: Fitness First	205.0	182.1	145.6	162.4	195.4	
elbgym	3.3	3.6	4.0	5.1	5.5	
smile X	32.1	31.2	27.3	28.7	31.6	
In Shape	17.1	16.2	14.5	16.7	18.2	
Fitness Loft	63.2	67.4	58.5	63.5	65.9	
Joiner Yield [EUR]	39.2	40.0	52.7	43.9	44.0	+0.4%
thereof: Fitness First	48.2	52.7	61.7	51.8	52.2	
elbgym	71.4	72.1	63.5	72.1	71.8	
smile X	29.2	30.8	30.8	33.4	31.7	
In Shape	35.0	41.5	41.9	43.6	41.6	
Fitness Loft	21.2	20.4	23.1	26.0	27.6	
ARPM [EUR]	40.5	33.8	34.9	42.9	46.1	+7.4%
thereof: Fitness First	46.2	38.2	39.5	50.4	52.9	
elbgym	60.2	54.9	63.8	73.6	92.4	
smile X	31.8	27.8	30.4	30.2	31.0	
In Shape	45.3	43.0	34.9	49.6	54.2	
Fitness Loft	24.0	20.0	23.4	25.9	28.2	
Retention %	73.1	70.0	56.2	65.6	72.9	
thereof: Fitness First	72.5	69.4	48.6	66.9	78.3	
elbgym	64.1	69.9	52.7	48.9	63.1	
smile X	80.3	75.7	69.9	72.0	80.2	
In Shape	73.9	66.4	66.6	62.2	64.5	
Fitness Loft	70.8	71.0	68.2	61.3	57.8	

- Club closures due to the covid-19 lockdown resulted in missing joiners and consequently lower membership base (more than 80k members less vs. Q1/20 post second lockdown), which already recovered (incl. aggregator equivalents) and show consistent increase month by month
- Corona crisis has impacted retention, the new joiners with 70%+ long-term contracts reverse this trend clearly and lead to an all-time high at Fitness First
- FY20 and FY21 revenue/ARPM is impacted by missing members, freezes, rejects/refunds as well as missing and decreased side revenues, but significantly benefits from governmental support (> EUR 50m in FY21)
- FY22 and LTM revenues are characterized by consistent membership recovery resulting in monthly revenue run-rate recovery in Jan-23 and monthly EBITDA recovery in Apr-23, followed by continuous monthly improvement
- FY21 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)
- FY22 decrease and LTM stabilization in yield results from focus on long-term contracts (contract value clearly improves) and -20% price reduction in Fitness First Red after portfolio segmentation (24 clubs moved into FSBP segment)



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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, in Dec 22 LifeFit acquired 27 club strong group FitnessLOFT
- The result of the third quarter FY2023 refers to the period 1 May 2023 to 31 Jul 2023.
- Group legal structure see appendix, please note that LFG - XPO GmbH has still been treated as income from at equity investment

2 IFRS

- Application of IFRS 16 Leases leads
 - to the capitalization of right-of-use assets of EUR 92.9m and of lease liabilities of EUR 132.2m as of 31 Jul 2023
 - to a negative P/L-effect of EUR 8.8m 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 25.4m for the period from 1 Nov 2022 to 31 Jul 2023.

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 -4.4m and sales of EUR 42.6m.
- With EUR +2.5m the Cash Flow is positive in the quarter, Cash balance as of 31 Jul 2023 is EUR 16.1m.

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
- FY22 annual report includes restatement re membership dues received during corona club closures, a bridge can be found in the annual report presentation

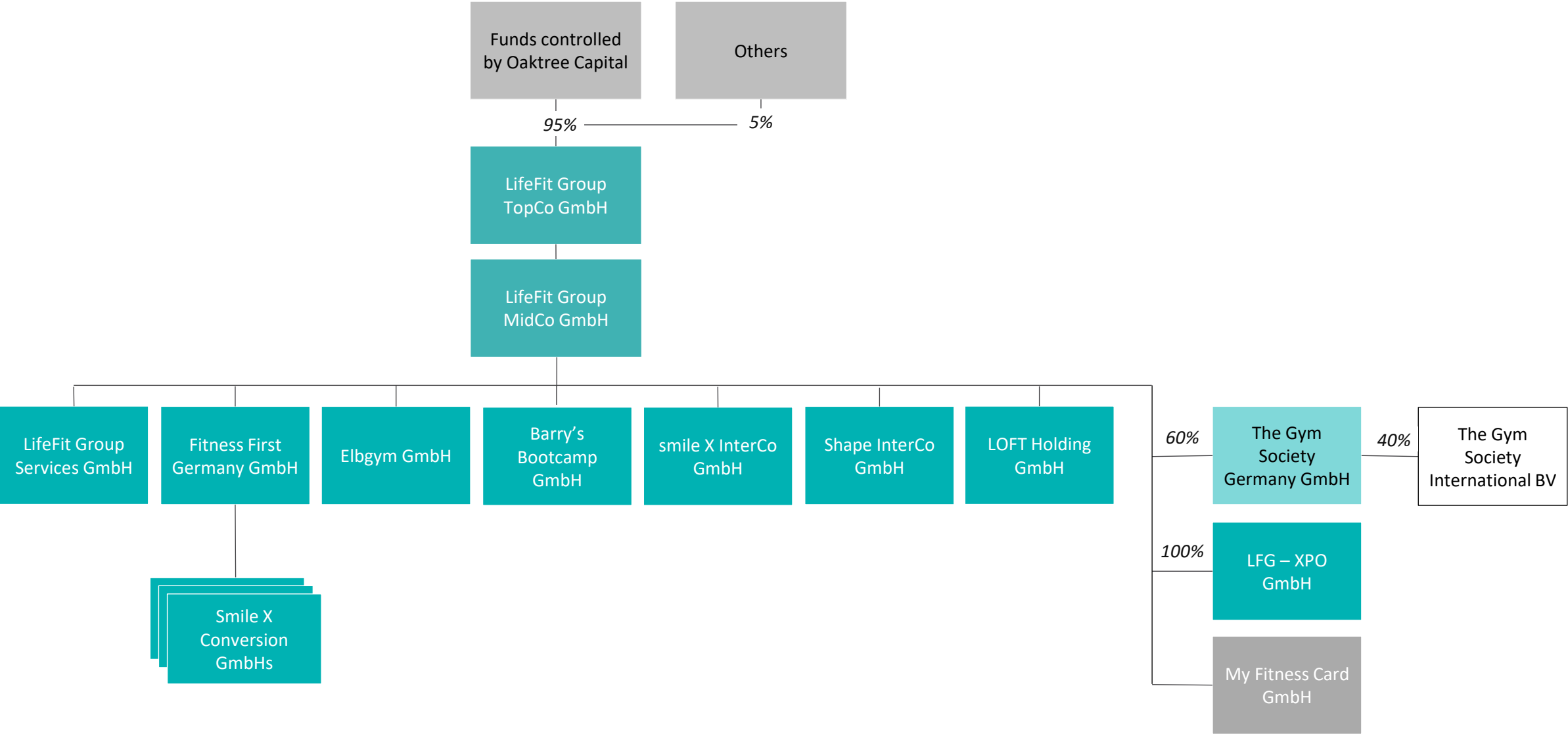
5 Pro Forma

- Due to the short financial years of Lifefit Group MidCo for FY19 and FY20, the acquisition of In Shape and FitnessLOFT in FY22/FY23 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 LTM Total Revenue of the group was EUR 161.5m
- Pro forma adjusted LTM EBITDA of the group amounts to EUR 16.2m (core business¹)

6 Outlook

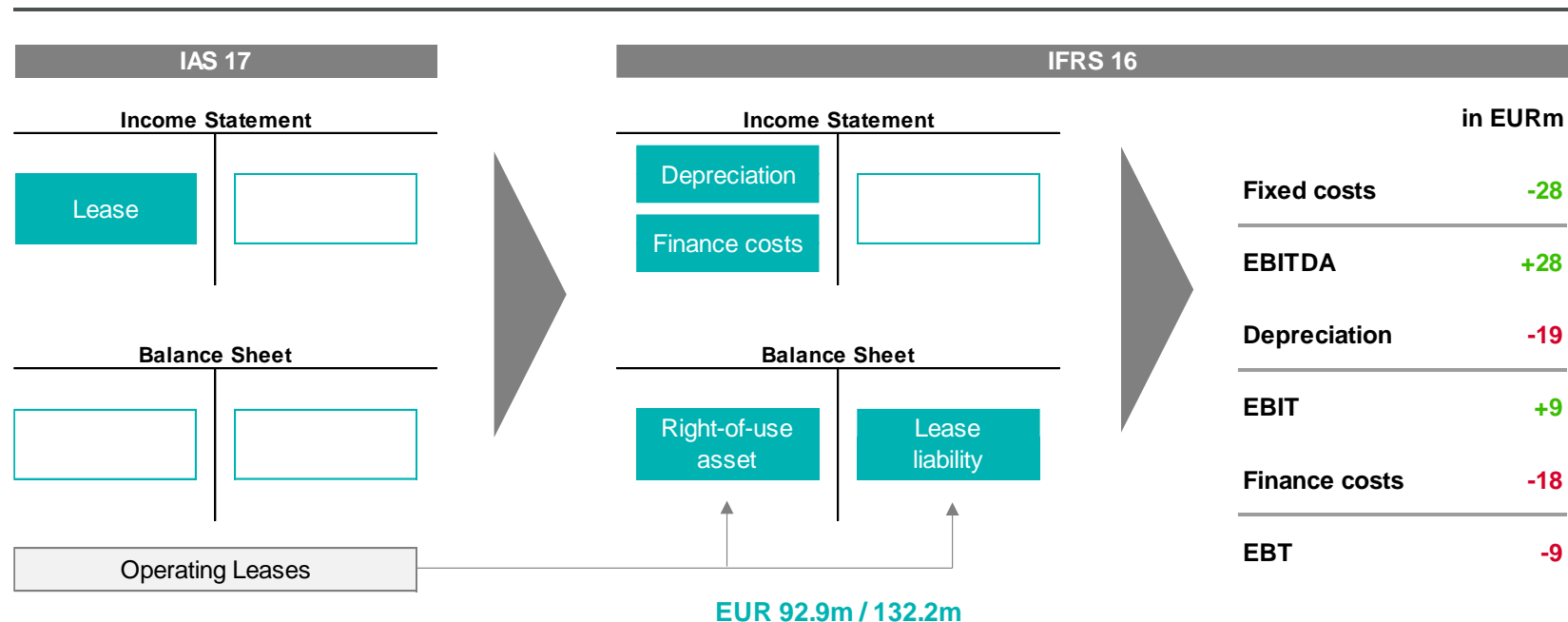
- The quarterly interim unaudited report for Q4 FY2022/23 is planned to be published on 29 Dec 2023

PROJECTED GROUP LEGAL STRUCTURE AS OF 31 JUL 2023



NOTE: Effective as of 30 June 2023 LifeFit Group MidCo GmbH ("LFG") acquired the 40% stake of Xponential Fitness Brands International LLC ("XPO") in LFG – XPO GmbH. The Master Franchise Agreement of LFG – XPO GmbH with XPO was amended and restated to reflect the new ownership structure in LFG – XPO GmbH and to continue the partnership between LFG and XPO established in 2019

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 Jul 2023 the group recognized the following right-of-use assets and lease liabilities
 - Buildings EUR 89.0m/127.1m
 - Other EUR 3.8m/5.1m
- 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 Jul-23 LTM (EUR 16.2m)	pre IFRS 16	under IFRS 16
Gross debt / PF EBITDA		4.3x	4.5x
Net debt / PF EBITDA		3.3x	4.1x

Gross debt based on EUR 55m senior secured bond, EUR 10m RCF and EUR 5.1m equipment finance leases (respectively EUR 132.2m lease liabilities under IFRS16), net debt reduced by EUR 16.1m cash at bank.

Key Financials

EURm	FY19	FY20	FY21	FY22	LTM
	AC	AC	AC	AC	AC
Total Revenue	159.6	128.7	116.0	135.9	161.4
thereof: core	151.5	125.9	115.4	135.9	161.5
non-core	7.7	2.7	0.6	0.0	0.0
EBITDA	19.3	0.2	14.9	-4.0	14.2
thereof: core	20.1	0.8	15.6	-3.9	14.2
non-core	-0.7	-0.6	-0.6	-0.1	-0.1
EBITDA margin [%]	12.1	0.2	12.9	-2.9	8.8
thereof: core	13.3	0.6	13.5	-2.9	8.8
non-core	n/a	n/a	n/a	n/a	n/a
Adjustments	2.4	1.7	2.5	2.6	2.1
thereof: core	1.7	1.1	1.9	2.6	2.0
non-core	0.7	0.6	0.6	0.1	0.1
Adjusted EBITDA	21.8	1.9	17.4	-1.3	16.2
thereof: core	21.8	1.9	17.4	-1.3	16.2
non-core	-0.1	0.0	0.0	0.0	0.0
Adj. EBITDA margin [%]	13.6	1.5	15.0	-1.0	10.1
thereof: core	14.4	1.5	15.1	-1.0	10.0
non-core	n/a	n/a	n/a	n/a	n/a

Key Performance Indicators

	FY19	FY20	FY21	FY22	LTM
	AC	AC	AC	AC	AC
# of Clubs¹	117	118	117	120	121
thereof: core	111	115	117	120	121
non-core	6	3	0	0	0
Members ['000]	328.7	306.0	249.8	276.4	316.7
thereof: core	320.8	300.5	249.8	276.4	316.7
non-core	7.9	5.5	0.0	0.0	0.0
Joiner Yield [EUR]	39.3	40.0	52.7	43.9	44.0
thereof: core	39.2	40.0	52.7	43.9	44.0
non-core	42.7	43.0	39.4	n/a	n/a
ARPM [EUR]	40.6	33.8	34.8	42.9	46.1
thereof: core	40.5	33.8	34.9	42.9	46.1
non-core	n/a	n/a	n/a	n/a	n/a
Retention %	73.1	70.0	56.2	65.6	72.9
thereof: core	73.1	70.0	56.2	65.6	72.9
non-core	n/a	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 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

¹ excluding franchise clubs

ADJUSTMENTS TO PF LTM GROUP EBITDA

Segment	Item	Comment	LTM Jul-23
Pro forma LTM Group EBITDA			14,174
FFG/LFG	Barrys set up/ramp-up	transaction/formation expenses and ramp-up losses	1,735
FFG/LFG	Divestment clubs & discontinued	refers to two clubs in reporting period	166
FFG/LFG	Ramp-up losses	One club to become EBITDA positive	28
FFG/LFG	New Business Development	HO employment costs related to new business development (Franchise, XPO)	124
Total Adjustments			2,053
Adjusted PF LTM Group EBITDA			16,227

Consolidated Statement of Comprehensive Income

in EUR k	Note	3rd Quarter - unaudited -			Year-to-Date - unaudited -		
		2022/2023	2021/2022	change	2022/2023	2021/2022	change
Revenue	3.5.3.1	42,583	26,151	16,432	118,550	71,693	46,857
State Aid	3.5.3.2	0	0	0	0	2,501	-2,501
Other operating income	3.5.3.2	260	1,265	-1,005	1,890	1,968	-78
Cost of materials		4,904	2,759	3,639	6,962	7,614	-652
Personnel expenses	3.5.3.3	7,770	9,260	5,011	33,433	26,199	7,234
Other operating expenses		17,549	13,395	4,154	47,805	37,012	10,793
Amortisation and depreciation	3.5.3.4	8,673	8,921	-248	26,314	25,648	666
Operating profit		3,946	-6,919	2,870	5,925	-20,311	26,236
Income from at-equity		-58	-27	-31	-133	-128	-5
Finance income		-68	1	-69	23	33	-10
Finance costs		8,142	6,384	1,758	23,273	17,930	5,343
Financial result	3.5.3.5	8,209	6,383	1,826	23,250	17,897	5,353
Loss before taxes		-4,322	-13,329	1,012	-17,458	-38,336	20,878
Income taxes		-77	177	-254	1,035	441	594
Net loss for the period		-4,399	-13,152	758	-16,422	-37,895	21,473

Consolidated Cash Flow Statement

in EUR k	3rd Quarter - unaudited -			Year-to-Date - unaudited -		
	2022/2023	2021/2022	change	2022/2023	2021/2022	change
Operating cash flow	5,760	-2,379	8,139	11,795	23,284	-11,489
Investing cash flow	-2,216	-6,802	4,586	-16,346	-15,488	-858
Financing cash flow	-1,049	-5,850	4,801	12,267	-20,416	32,683
Cash flow for the period	2,495	-15,031	17,526	7,716	-12,620	20,336
Beginning cash	13,625	25,452		8,404	23,040	
Closing cash	16,120	10,421		16,120	10,420	

Consolidated Balance Sheet

in EUR k	-unaudited - 31.07.2023	31.10.2022
NON-CURRENT ASSETS		
Goodwill	44,902	32,943
Intangible assets	16,238	8,558
Property, plant and equipment	45,617	43,794
Right-of-use-assets	92,877	89,535
Non-current trade receivables	1,894	1,871
Investments / Joint venture	0	1
Deferred tax assets	2,572	5,262
	204,101	181,963
CURRENT ASSETS		
Inventories	871	698
Trade receivables	1,864	1,839
Receivables from related parties	1,188	700
Current income tax assets	369	171
Other non-financial assets	2,768	3,285
Other financial assets	484	988
Cash and cash equivalents	16,120	8,404
	23,665	16,085
TOTAL ASSETS	227,766	198,048
EQUITY	-113,301	-96,878
NON- CURRENT LIABILITIES		
Financial liabilities	65,008	0
Shareholder debt	56,695	43,790
Other financial liabilities	58	46
Other provisions	2,866	2,639
Lease liabilities	105,276	112,651
Deferred tax liabilities	0	0
	229,903	159,126
CURRENT LIABILITIES		
Financial liabilities	0	49,853
Trade payables	12,284	13,789
Other non-financial liabilities	5,480	4,457
Other financial liabilities	65,893	50,264
Other provisions	593	719
Lease liabilities	26,882	16,619
Income tax liabilities	31	99
	111,164	135,800
TOTAL EQUITY AND LIABILITIES	227,766	198,049

- In total, the consolidated equity of the group is negative. The equity position of the group has no legal impact. A test for balance sheet over-indebtedness is carried out at the level of LifeFit Group MidCo GmbH. As of the balance sheet date, the company's unaudited annual financial statements according to the German GAAP (HGB) show positive equity of approximately EUR 30.0m.
- Besides the accumulated losses until 31 July 2023 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.

Pro forma Financials + IFRS 16 impacts + Reported Financials

	Jul-23 LTM			Q3/FY2023			Q3/FY2023 REPORTED
	AC pre IFRS16	Impact of IFRS16	AC under IFRS16	AC pre IFRS16	Impact IFRS16	AC under IFRS16	AC IFRS16
EURm							
KPIs							
# of Clubs ¹	121			121			
Members ['000]	317			317			
Joiner Yield [EUR]	44.0			45.5			
ARPM [EUR]	46.1			45.5			
Retention % (annualised)	72.9			72.9			
Profit/Loss							
Revenue	161.4			42.8			42.8
EBITDA ²	14.2	27.9	42.1	5.4	7.3	12.8	12.6
- Adjustments	2.1			0.5			
Adjusted EBITDA	16.2			5.9			
Depreciation & amortisation	-18.3	-19.2	-37.5	-3.9	-4.8	-8.7	-8.7
Exceptionals/One-off charges	-2.0			-0.2			
Operating Profit/Loss	-6.2		2.6	1.4		3.9	3.9
Income from at equity investments	-0.3			-0.1			-0.1
Total Finance costs	-13.4	-18.0	-31.4	-4.2	-4.0	-8.2	-8.2
Total Tax	2.6			-0.1			-0.1
Net Profit/Loss	-17.2		-26.4	-3.0		-4.4	-4.4
Cash Flow							
EBITDA ²	13.9			5.4			
Working capital	-1.5			2.4			
Exceptionals & provisions	-3.3			-0.5			
Interest paid	-5.3			-1.6			
Tax	0.0			0.0			
OPERATING CASH FLOW	3.8			5.8	0.0	5.8	5.8
Cash flow from investing activities	-19.0			-2.2		-2.2	-2.2
FREE CASH FLOW	-15.2			3.6		3.6	3.6
Cash flow from financing activities	20.9			-1.1	0.0	-1.1	-1.1
NET CASH FLOW	5.7			2.5		2.5	2.5

Notes

¹ excluding franchise clubs² excluding exceptionals/one-off charges

Pro forma Financials by Segment

	Jul-23 LTM						Q3/FY2023					
	LifeFit Group	Fitness First	elbgym	smile X	In Shape	Fitness LOFT	LifeFit Group	Fitness First	elbgym	smile X	In Shape	Fitness LOFT
EURm												
KPIs												
# of Clubs ¹	121	61	7	13	13	27	121	61	7	13	13	27
Members ['000]	316.7	195.4	5.5	31.6	18.2	65.9	316.7	195.4	5.5	31.6	18.2	65.9
Joiner Yield [EUR]	44.0	52.2	71.8	31.7	41.6	27.6	45.5	54.7	71.7	30.8	45.8	26.1
ARPM [EUR]	46.1	52.9	92.4	31.0	54.2	28.2	45.5	51.5	97.4	32.0	51.9	28.6
Retention % (annualised)	72.9	78.3	63.1	80.2	64.5	57.8	72.9	78.3	63.1	80.2	64.5	57.8
Profit/Loss												
Revenue	161.4	111.9	5.8	11.2	11.1	21.4	42.8	29.7	1.6	3.0	2.8	5.7
EBITDA ²	14.2	7.4	0.6	1.0	1.7	3.5	5.4	2.7	0.4	0.4	0.5	1.5
- Adjustments	2.1	2.1	0.0	0.0	0.0	0.0	0.5	0.5	0.0	0.0	0.0	0.0
Adjusted EBITDA	16.2	9.4	0.6	1.0	1.7	3.5	5.9	3.3	0.4	0.4	0.5	1.5
Depreciation & amortisation	-18.3	-9.6	-0.6	-2.3	-1.2	-4.6	-3.9	-2.6	0.0	-0.6	1.2	-2.0
Exceptionals/One-off charges	-2.0	-3.1	0.0	1.3	-0.2	0.0	-0.2	0.0	0.0	0.0	-0.2	0.0
Operating Profit/Loss	-6.2	-5.4	0.1	0.0	0.3	-1.2	1.4	0.1	0.4	-0.2	1.6	-0.5
Income from at equity investments	-0.3	-0.3	0.0	0.0	0.0	0.0	-0.1	-0.1	0.0	0.0	0.0	0.0
Total Finance costs	-13.4	-12.9	0.0	0.0	-0.1	-0.3	-4.2	-4.0	0.0	0.0	-0.1	-0.1
Total Tax	2.6	1.6	0.0	0.6	0.2	0.3	-0.1	0.0	0.0	0.1	-0.4	0.2
Net Profit/Loss	-17.2	-17.0	0.1	0.6	0.4	-1.2	-3.0	-3.9	0.4	0.0	1.0	-0.3
Cash Flow												
EBITDA ²	13.9	7.4	0.6	1.0	1.7	3.2	5.4	2.7	0.4	0.4	0.5	1.5
Working capital	-1.5	-2.5	-0.2	1.3	-0.1	-0.1	2.4	2.6	-0.1	0.0	-0.1	0.1
Exceptionals & provisions	-3.3	-3.1	0.0	0.0	-0.2	0.0	-0.5	-0.3	0.0	0.0	-0.2	0.0
Interest paid	-5.3	-5.3	0.0	0.0	0.0	0.0	-1.6	-1.6	0.0	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	0.0	0.0
OPERATING CASH FLOW	3.8	-3.5	0.5	2.4	1.4	3.0	5.8	3.4	0.3	0.4	0.2	1.5
Cash flow from investing activities	-19.0	-23.8	0.0	-0.2	-0.1	5.1	-2.2	-1.8	0.0	-0.1	-0.1	-0.2
FREE CASH FLOW	-15.2	-27.3	0.5	2.2	1.3	8.1	3.6	1.5	0.3	0.3	0.1	1.3
Cash flow from financing activities	20.9	21.4	-0.1	-0.3	-0.1	0.0	-1.1	-1.0	0.0	-0.1	0.0	0.0
NET CASH FLOW	5.7	-5.9	0.4	1.9	1.2	8.1	2.5	0.6	0.2	0.2	0.1	1.3

Notes

¹ excluding franchise clubs² 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