



Reaching the audience

Ströer enters the online advertising business
Investor call, 17 December 2012

Agenda

- Key beliefs: Why Ströer is going online
- Premium formula: Technology + audience + inventory = reach
- Plus points: An advantageous deal = new growth opportunities

The world has become one large screen. Interactive. On demand.



Whether it's in a private ...



... public...



... or personal environment.



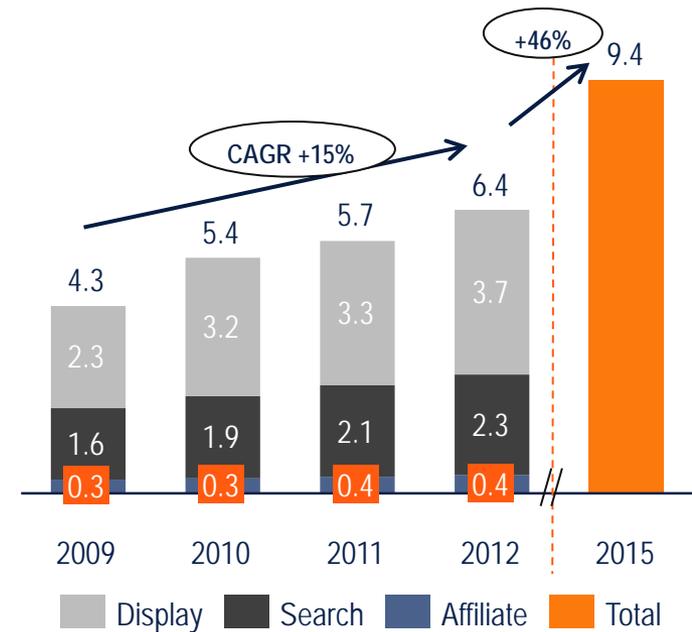
It's all about interconnection. Private. Public. Personal.



Online advertising is an outperformer. Long term.

- Steady double-digit growth
- Gaining market share over other forms of media
- Clear focus of media agencies
- Total market 2012e: around 6.4b (gross)
- Display advertising 2012e: around 3.7b (gross)
- Strong growth of video and mobile

[EUR b], gross



Source: Online-Vermarkterkreis (OVK) 02/2012; 2015 forecast: e-marketer of 2011; own calculation and estimate

Online logic is establishing itself. Across media.



Media planning (2005)

- Advertising content-based environments
- Media-related decision-making processes
- Campaign management separated by format
- Online regional advertising concepts barely viable

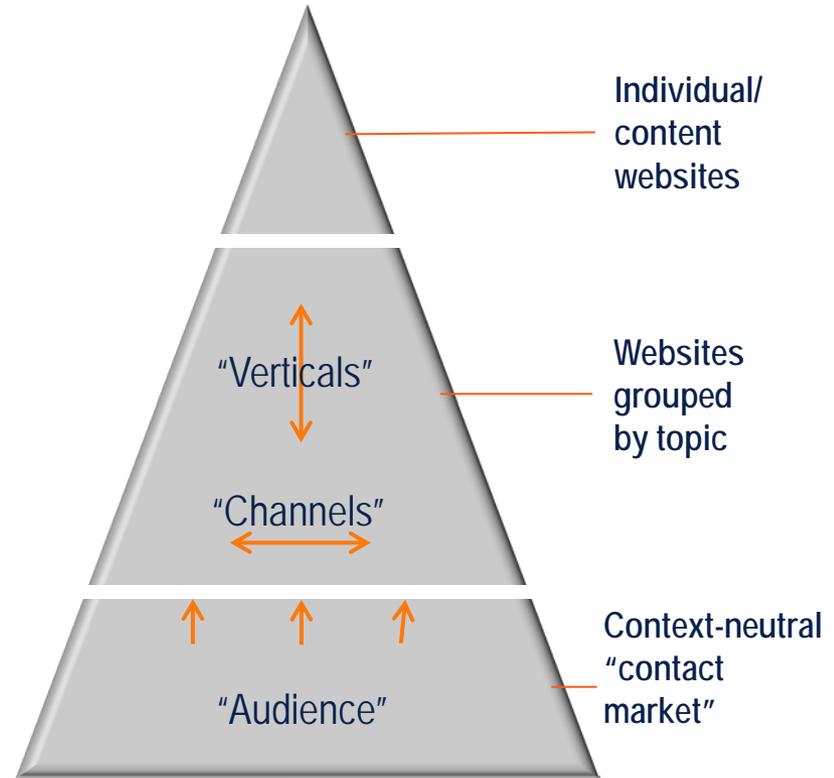


Media planning (2015)

- Target group advertising with objective data
- Cross-media processes
- Digital platforms as intermedia marketplaces
- Technology enables regional advertising concepts

The window for consolidation is open. Right now.

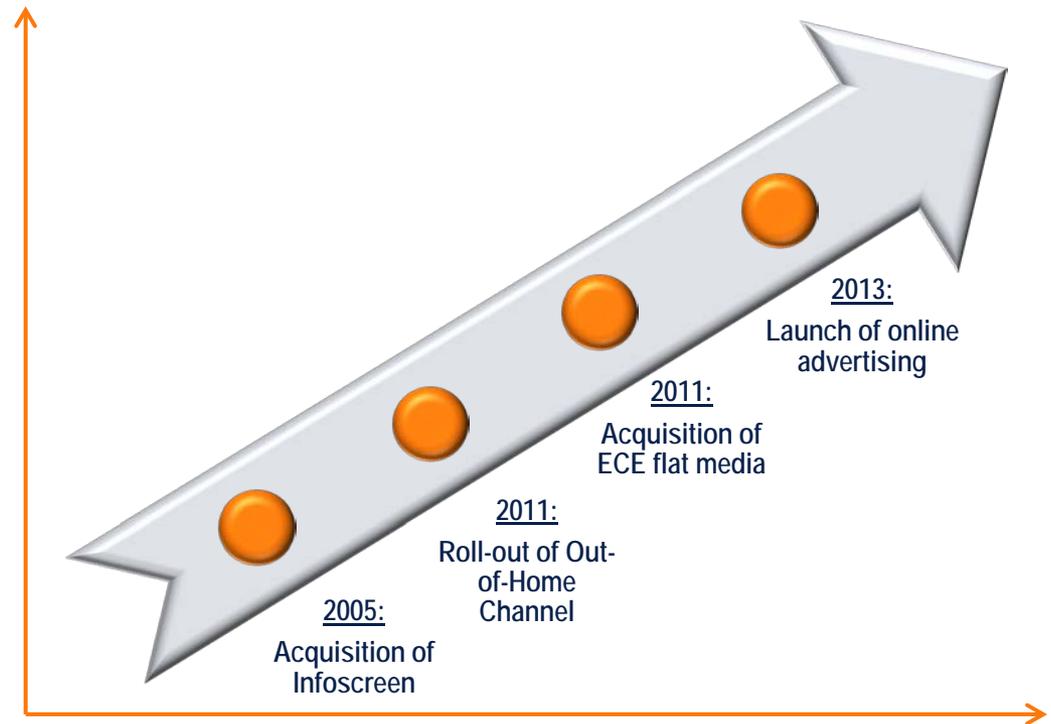
- Fragmented market – little market power
- Top 20 marketers = 50% market share (excluding Google)
- First set of smaller deals: Consolidation has started
- Publisher-bound providers focused on traditional reach-based advertising
- So far no “one stop shop” for bundling technology, inventory and audience



Ströer as the online consolidation pioneer. A logical step.

- **Track record:**
Successful integration of new activities into Ströer's business model
- **Advertising expertise:**
Transfer of proven methodologies used in digital outdoor media
- **Sales strength:**
Well positioned for regional online advertising concepts
- **Independence:**
Ströer AG is a suitable consolidator of independent online advertising

Ströer's digital media competence



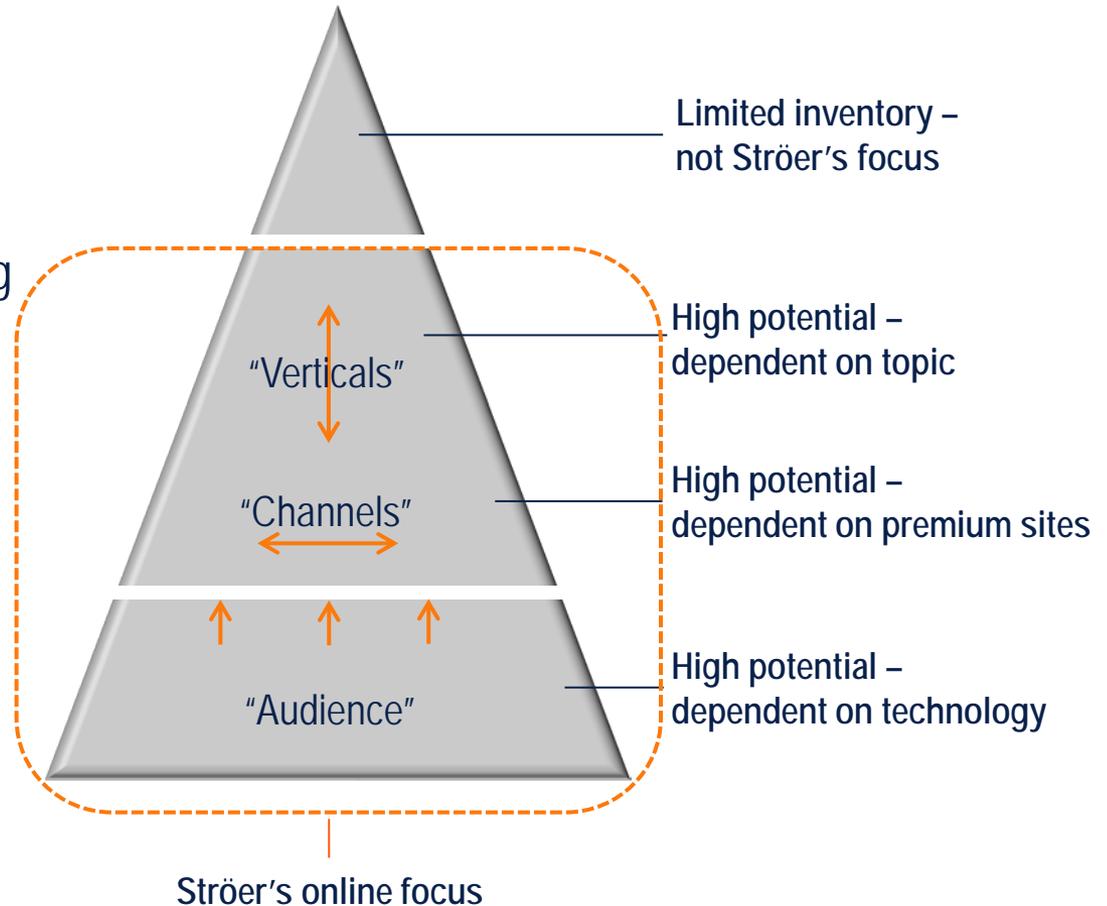
* Subject to approval by the Federal Cartel Office

Agenda

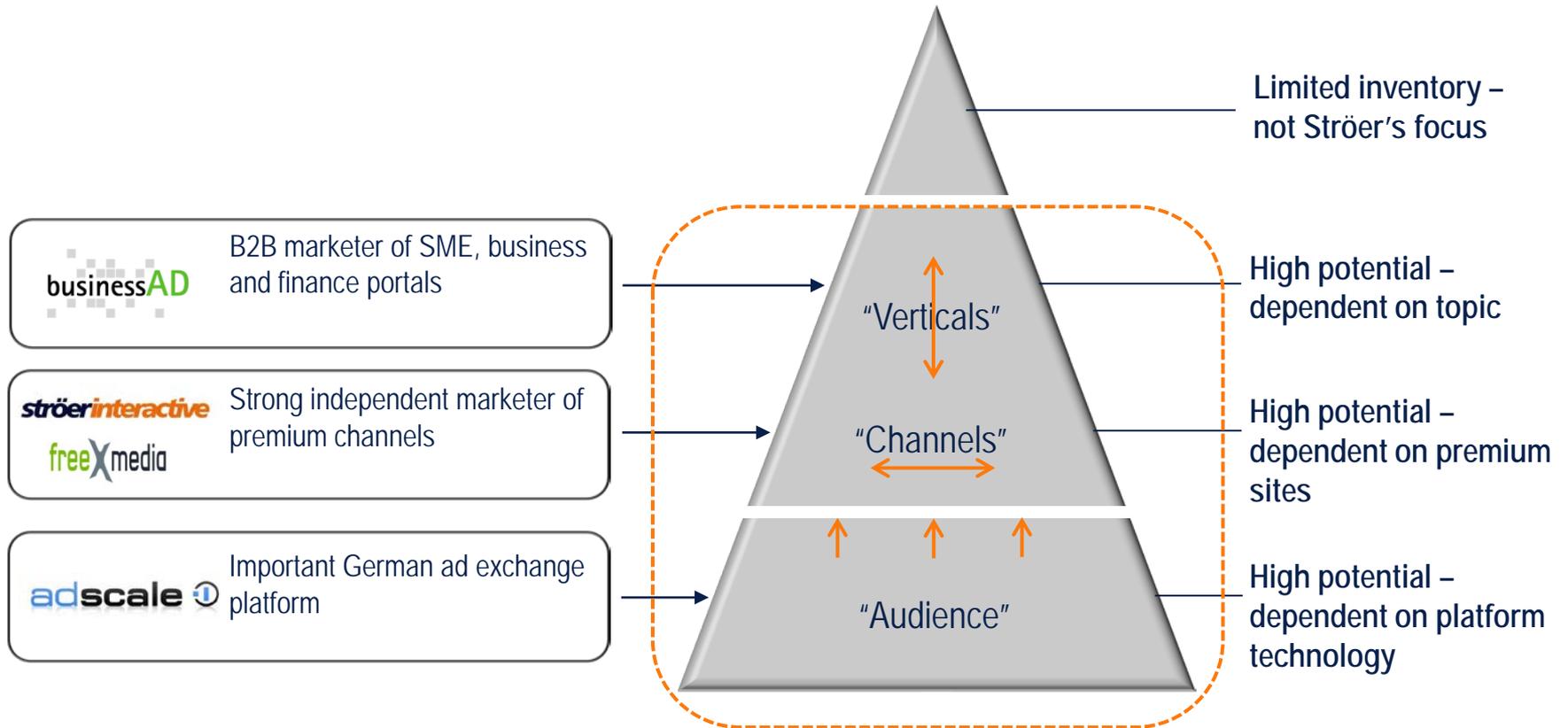
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- Plus points: An advantageous deal = new growth opportunities

Online advertising is target group and transaction-oriented. Now more than ever.

- Top contacts = top contact prices
- Target group coverage determines quality of context-based advertising
- Trading platforms are transforming themselves in audience marketers:
 - Data mining
 - (Re-)Targeting
- Growing transaction orientation



“Ströer online” stands for integration and independence along the entire value chain: Inventory, technology, audience.



Target portfolio: Four specialists with combined market strength.

adscale

- Strong trading platform in Germany
 - Established in 2007
 - Covers >80% of the top 100 publishers
 - Markets >4,000 websites
- Flexible technology platform
- 4 sales offices (media agency cities)
- Around 80 employees

ströerinteractive

- Largest publisher- independent display marketer in Germany
 - 100% third-party advertising
 - Established in 2000
 - Currently markets >475 websites
 - Focus on “mid and long tail”
- Exclusive advertising
 - Mainly with media agencies
 - > 20 “topic channels”
 - Around 50 employees

Ströer Online

freeXmedia

- Marketer of own and third-party websites
 - Markets around 100 websites
 - Marketer of freenet.de
- Exclusive advertising – 5 main topic channels
- Around 60 employees

businessAD

- Marketer of B2B online media
 - 100% third-party advertising
 - Established in 2003
 - Currently markets >60 websites
- Exclusive advertising – two main topic channels
 - SMEs
 - Business and finance
- Around 20 employees

"Ströer online:" A relevant player from the start.

Ströer online

- Third largest provider on the German market*
- Largest independent marketer in Germany
- Unique portfolio of channels and verticals
- Strong technology position
- Transfer of OOH sales methodologies to online

Revenue (2011):
Approx. EUR 77m**

adscale 

ströerinteractive

freeXmedia

businessAD 

* Based on AGOF ranking

** Business Ad consolidated at 50.4%

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Overview of transactions. At advantageous terms.

adscale ⓘ

- Purchase agreement with adscale shareholders signed on 14 December 2012
- Agreements to acquire all shares incl. options for shares held by management
- Purchase price not disclosed, payable in cash
- Purchase price EBITDA multiple in the higher single-digit range based on 2012e
- Closing expected by April 2013



ströerinteractive

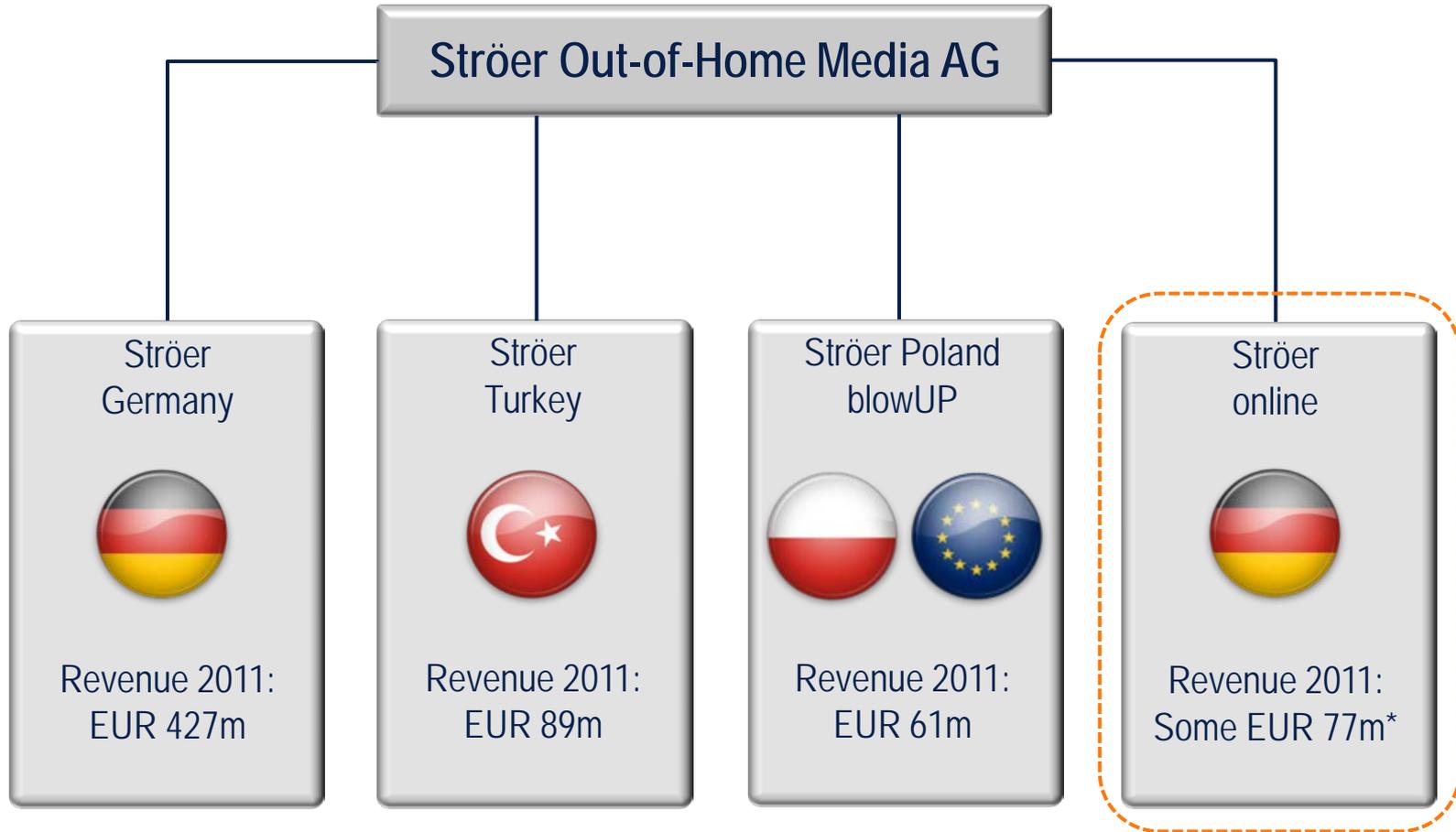
freeXmedia

businessAD

- Preliminary agreement with Media Ventures on the acquisition of Ströer*interactive* (100%), freeXmedia (100%), businessAD (50.4%)
- Purchase price EBITDA multiple in the higher single-digit range for 2012e
- Final valuations to be performed according to IDW S1 valuation standards*
- Capital increase of max. 6.8m new shares from authorised capital in return for contribution in kind subject to the exclusion of subscription rights
- Final signing by the end of 2012, closing expected in Q2 2013

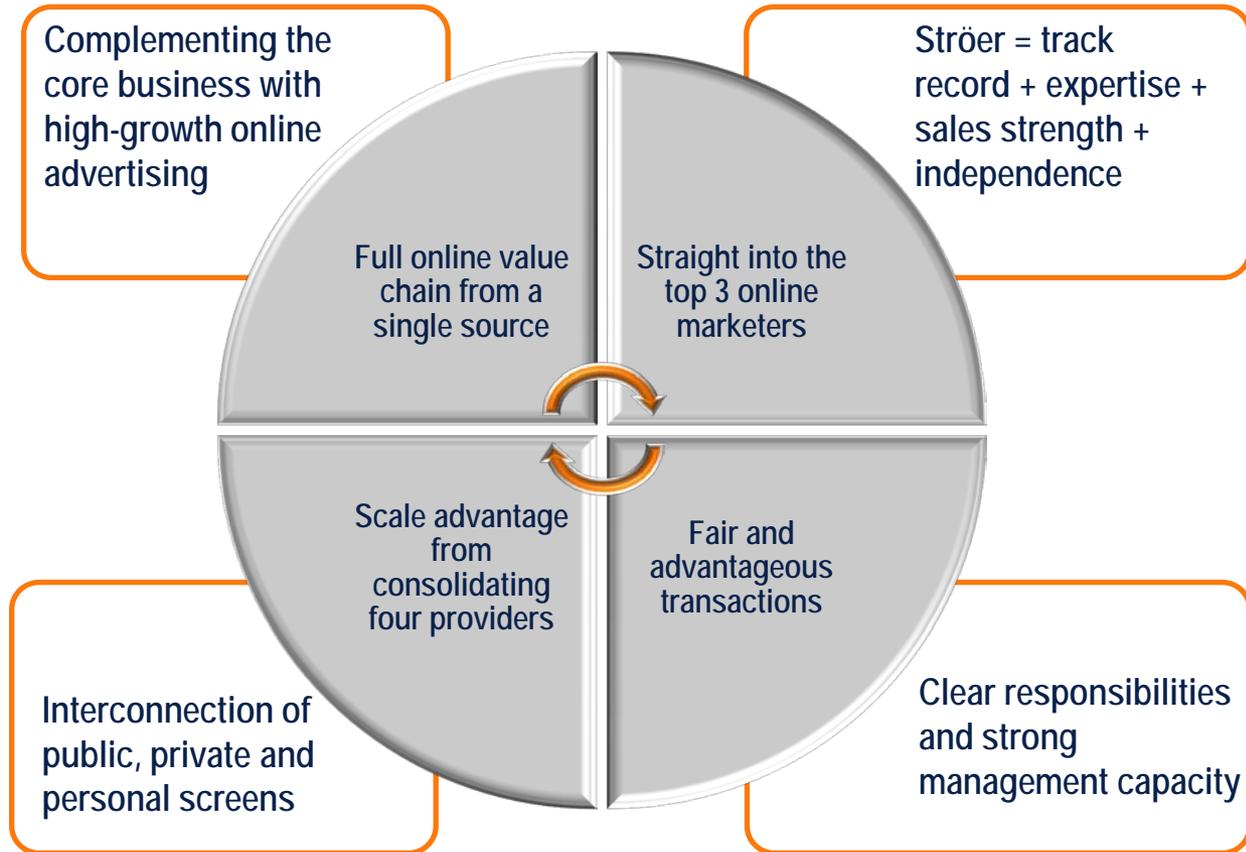
* Final purchase price will in any case be below the business values to be determined by the IDW S1 valuation reports (Standard 1 of the German Institute of Public Auditors)

"Ströer online". A new segment.



* Business Ad consolidated at 50.4%

The cornerstones of the online investment case.



Q&A session with Ströer AG's board of management



Udo Müller

Co-Founder, CEO



Alfried Bührdel

CFO and
Executive Vice President



Christian Schmalzl

COO



Dirk Wiedenmann

CEO of Ströer Media
Deutschland, Board
member

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