# ROADSHOW PRESENTATION

September, 2022

technicolor



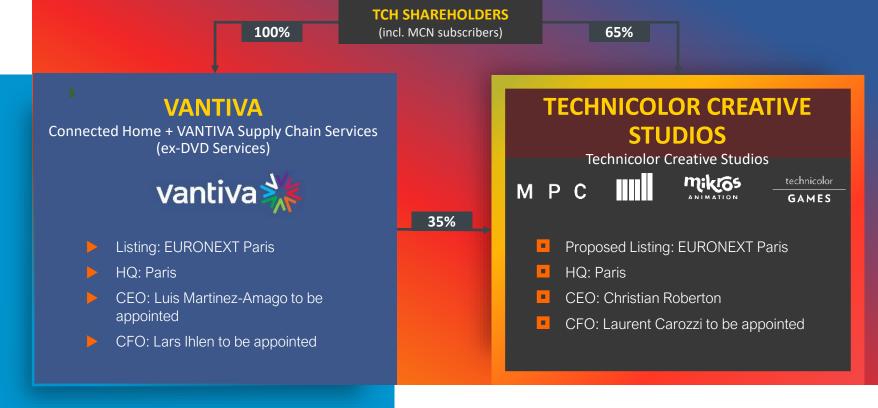
technicolor.com

# CONTEMPLATED TRANSACTIONS

# Spin-off:

creating two independent market leaders in their respective sectors

- Technicolor Creative Studios: a global leader in VFX, offering an attractive 'pure play' equity story
- Vantiva: new brand for Technicolor Ex-TCS operations, market leader in its segments with a stronger balance sheet, retaining upside exposure to TCS



# Refinancing:

targeting deleveraging and a capital structure consistent with the proposed separation

→ Equip Technicolor Creative Studios and Vantiva with a more agile balance sheet aiming at supporting each entity's strategic priorities, including growth

### COMPLETION OF THE REFINANCING

#### **NEW DEBT STRUCTURE**

Refinancing of our debt taking advantage of the end of the non-call in July 2022, reduce cost of debt, and facilitate the execution of the spin off

- → €300m unsecured reserved Mandatory Convertible Notes ('MCN') fully subscribed
- → MCN authorized by the shareholders on May 6<sup>th</sup>, 2022
- → Commitment of €375m private debt for VANTIVA
- → €623m debt at Technicolor Creative Studios

# vantiva 🔆

- → €375m debt package committed by Angelo Gordon and Barclays
- Advanced discussion on the extension of the Wells Fargo Asset-Based Lending (ABL) Facility

#### technicolor

#### **CREATIVE STUDIOS**

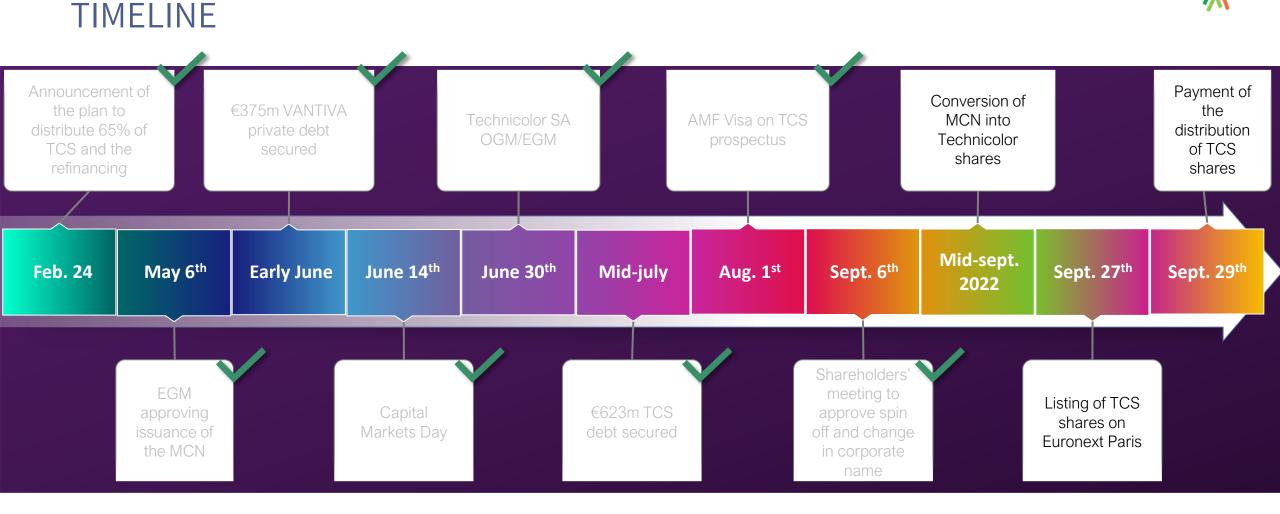
- €623m debt with a €563m tranche and a USD60m tranche
- €40m Revolving Credit Facility

#### IMPLEMENTATION OF TWO DISTINCT FINANCING PACKAGES

for Technicolor Creative Studios and VANTIVA respectively

# SPIN OFF OF TCS AND REFINANCING: ENVISAGED TRANSACTION vantiva





THE GROUP IS MAKING **GOOD PROGRESS IN THE IMPLEMENTATION OF:** 

Intention to list 65% of TCS

Technicolor's shareholders to receive 1 TCS share for 1 Technicolor share entitled to the distribution Refinancing of Technicolor's existing debt, 2 years ahead of maturity



# Vantiva Value Proposition







Core Businesses Already Transformed, **Delivering Competitive Results and Ready To Diversify** 



Great Opportunity to Expand
the Total Addressable
Market in Highly Attractive
Adjacent Opportunities



**Experienced Management Team** in
Both Divisions to Pursue
the Repositioning of the
Group and Create Value

6

Vantiva's divisions are ideally positioned to leverage their leadership and competences...

...in existing markets...

# CONNECTED HOME: STRATEGIC CUSTOMER-PREMISES EQUIPMENT SOLUTIONS







of Top 10 Video Service Providers Served

45% Global Market Share In Android TV (1)

#### **VANTIVA SUPPLY CHAIN SERVICES (VSCS)**





Million Discs Sold in 2021



ISO 13485 (CA) in Microfluidic Cartridge



### ...and new markets

### **CONNECTED HOME**

- IoT solutions for Verticals
- → New services for Service Providers

### **VSCS**

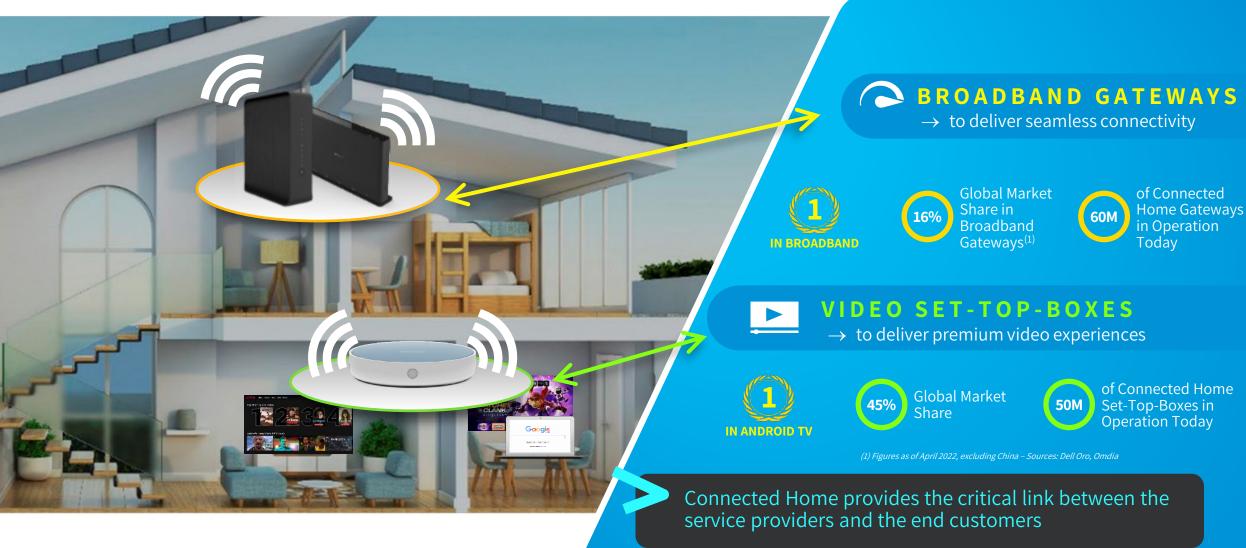
- → Vinyl
- → Microfluidics
- → New Fulfilment Customers
- → Transport and Freight Brockerage

# CONNECTED HOME



# Bringing connectivity and content AT THE HEART OF THE HOME





# Our focus on the broadband market: ULTRA BROADBAND



#### MORE THAN 60M OF GATEWAYS IN OPERATION TODAY...



Fiber Gateway (GPON)



Cable Gateway (DOCSIS 3.1)



5G Fixed Wireless Access



Wi-Fi Extender

#### ... WITH THE BEST-IN-CLASS BROADBAND TECHNOLOGY

- → Patented Wi-Fi antenna design
- → Ultra Fast Broadband
- → Wi-Fi Extender with Amazon's Alexa built-in
- → Prepared for the next Wi-Fi and Fiber Docsis generation

- $\rightarrow \ \, \text{Added value services}$
- → Open software platform architecture (RDK and OpenWrT)
- → Third party software development tool kit

# **DRIVING TRENDS**

- ightarrow Increased data and video
- → Accelerate Ultra Broadband through Fiber, Cable and 5G roll-out
- → The high demand for new product features sustains selling prices
- → Strong momentum for Open Software Environment enabling edge computing, and new third party applications including cyber-security and data privacy













CH has the #1 global market share in Ultra Broadband: 16%(1)

# Our focus on the video market:

#### VIDEO STREAMING AND ANDROID TV



#### MORE THAN 50M SET-TOP-BOXES IN OPERATION TODAY...









Android TV with Far Field Voice Recognition



#### ... WITH THE BEST-IN-CLASS VIDEO TECHNOLOGY

- → Latest Android TV-enabled product range
- → Bluetooth and Wi-Fi connected **Set-Top-Boxes**
- → Voice activation, customized user interface
- → **Best-in-Class audio** rendering

- → Latest Video Codecs
- → Video Streaming Service integration and certification: Netflix, Amazon Prime, Disney+, HBO etc.













# **DRIVING TRENDS**

- **Increased consumption of** streaming
- The acceleration of content aggregation is fueling the need for always more versatile video home equipment & services
- → Android TV provides a rich user experience and enables a very short time-to-market

Since 2017, we are the undisputed leader of Android TV, with 45% global market share<sup>(1)</sup>









# Connected Home IS FOCUSED ON A US\$ 7BN GROWING CPE MARKET



#### OUR TARGET SEGMENTS<sup>1</sup> ARE GROWING AT 9% IN AVERAGE (2021-25 CAGR)



# WE FOCUS ON THE MOST ATTRACTIVE SEGMENTS:

ULTRA BROADBAND (C.65% OF CH 2021 REVENUE)

VIDEO STREAMING, IN
PARTICULAR ANDROID TV
(C.15% OF CH 2021 REVENUE)

# CPE is the service delivery platform and is critical for Service Providers



### IN MANY ASPECTS...

- → TTM OF NEW TECHNOLOGY
- → USER EXPERIENCE
- $\rightarrow$  QUALITY OF PRODUCTS
- $\rightarrow$  COST
- → CONTINUITY OF SUPPLY

# REQUIRING A STRONG SERVICE MENTALITY

- → **COMPETENCE**
- → PROXIMITY
- **→ TRANSPARENCY**
- → **ACTION ORIENTATION**
- → RESILIENCE
- → AGILITY



Few companies can fulfill the demanding needs of the top Service providers

# Connected Home is a critical supplier to network services providers, at the heart of the value chain



#### A COMPREHENSIVE VALUE CHAIN SPANNING ALL STAGES OF THE PRODUCT JOURNEY













OUR DIFFERENTIATING FACTORS

- → Cutting-edge innovations with proximity
- → Quality, Cost and time-to-market
- → High customer intimacy to build trust, and loyalty
- → **Customer-centric organization**, to react faster and smarter
- → Flexible manufacturing across geographies with global best-in-class supply chain
- $\rightarrow$  Historical partnerships with manufacturers
- → Wide range of support & maintenance services for customers CPE installed base
- → Threat detection and security SW patches

# OUR BUSINESS MODEL IMPLIES LONG-TERM CUSTOMER RELATIONSHIPS AND STRONG STICKINESS

#### TYPICAL CONTRACT BETWEEN CONNECTED HOME AND THE NSPs:

- → Project Duration: 15
   months to develop,
   2 years active sales,
   8 months end-of-life
- → Product Lifespan: 5/6 years
- → Non-recurring engineering cost paid by the NSPs upfront



# Our people, the engine of our success



#### 3 CORE CAPABILITIES LED BY AN EXPERIENCED AND RESILIENT MANAGEMENT TEAM



#### R&D

- → 700+ engineers across the US, Europe and Asia
- → Reduce products incidents and service disruptions
- → First-mover in new cutting-edge technologies
- → High expertise on product cost and quality



#### **SUPPLY CHAIN**

- → 200+ supply chain experts across the world
- → Highly automated process, responsive and flexible
- → Partnership with manufacturing leaders & key component suppliers
- → Highly automated and data driven supply chain , directly connected to business decision making



# CUSTOMER MANAGEMENT

- → **150+ sales representatives** in 20 countries
- → Best-in-class customer intimacy
- → Ability to manage complex negotiations
- $\rightarrow$  Engagement, resilience
- → **Thought leadership** in the industry

### Experienced Management Team with proven track record

in generating value by transforming the business and generating growth

### Strong Culture and Values

with resilience through action-oriented approach in facing market disruptions



Our PEOPLE, our APPROACH and our CULTURE generate business stickiness with customers

# Connected Home is Offering BEST-IN CLASS PRODUCTS and SERVICE to Leading Service Providers



#### LONGSTANDING CUSTOMER BASE COMPOSED OF THE MOST PROMINENT MARKET PLAYERS



#### **SELECTED VIDEO CUSTOMERS**



# AND THEY APPRECIATE OUR DIFFERENTIATED VALUE

"Connected Home is held in high regard at our company because you have been at the top of our Suppliers' Quality ranking scorecard over the last several years" – CTO of an American Operator

"Connected Home's leadership and camaraderie continue to impress me. There is always a drive to push things forward. We very much appreciate the expertise and innovation that you bring to any initiative" – CTO of an American Operator

"Connected Home is able to detect issues quickly and ahead of other suppliers. The team always initiates mitigation actions in a rapid and effective manner while other suppliers often take weeks or months to detect and address issues." – Executive of an American Operator

"I can see the truly positive effects of the transformation initiatives within the company. Flexibility and quality are hallmarks of Connected Home'." – CTO of a French Operator

"Out of over 285 suppliers that work for us, **Connected Home provided** one of the most robust supply risk assessment that I've seen to date. It was simply outstanding" – **Executive of an Australian Operator** 

"Connected Home did a great job in manufacturing and delivering our products to us. [...] We did not fail to connect a single customer. The partnership with Technicolor has been fantastic." – SVP Supply Chain Management of an American Operator



2018 The Situation	2018 - 2021 The Transformation (Dolphin)	2022 - 2025 The Future	
Video under pressure in North America Broadband growing in Cable and Fiber Fragmented market Project Oriented market	<ul> <li>→ Portfolio Selectivity (Focus on BB and Android TV)</li> <li>→ Customer Selectivity</li> <li>→ Customer Proximity</li> <li>→ Productivity increase (doubled)         <ul> <li>Platform approach</li> <li>Partnerships with key suppliers</li> <li>Drastic Process Automation</li> </ul> </li> <li>→ Supply Chain Agility and Resilience</li> </ul>	<ul> <li>→ Core business:         <ul> <li>Broadband</li> <li>Android TV</li> </ul> </li> <li>→ Business diversification for growth and resilience         <ul> <li>IoT for Verticals</li> <li>New solutions for our current customers</li> </ul> </li> <li>→ Enhance flexibility, agility and resilience to our customers</li> </ul>	

#### **DELIVERED COMMITTED RESULTS DESPITE MAJOR MARKET CRISIS**

- → Trade conflict US-China
- → Memory, MLCC and Semiconductors crisis
- $\rightarrow$  Covid disruptions
- → Logistics bottlenecks

# Additional growth opportunity beyond 2024:

THE IOT FOR VERTICALS ECOSYSTEM





**Buildings / Construction** 



IoT for

**Verticals** 

**Transportation** 

**IOT SOFTWARE &** 

**APPLICATION** 

hhim

INTERNET OF THINGS CLOUD

**Processed** 

Data



**Smart Cities** 



Retail



Wellness

IoT for Verticals is a complementary business to leverage Connected Home Assets

THE IOT GATEWAY

**Integrated and** 

Semi-Processed Data

Software Upgrades, Security Patches, etc

IoT: Internet of Things

Sensors

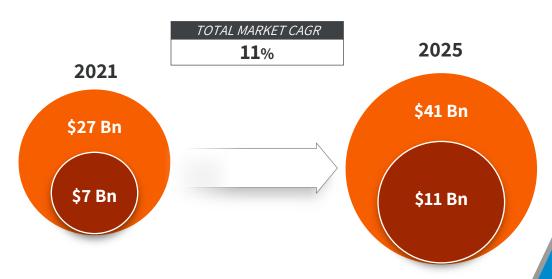
Security

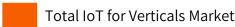
# Additional growth opportunity beyond 2024:

A TANGIBLE OPPORTUNITY FOR CONNECTED HOME



#### A BOOMING \$7 BN GLOBAL TARGET MARKET(1)







→ Aspirational Market: Software Solutions Development

# OUR DIFFERENTIATING FACTORS



#### **CONNECTIVITY EXPERIENCE**

- → Connecting devices and certified sensors is at the heart of the digital transformation
- → CH is the leader in connectivity



#### **SECURITY**

→ Hardware and Software security competencies



# RICH FUNCTIONALITY, PERFORMANCE, COST AND QUALITY

→ Designing, manufacturing and deploying hardware devices and embedded software, with multiple radios at cost and field performance



## GLOBAL PRESENCE FROM A GLOBAL LEADER

- → Proven ability to develop products at scale and to serve global customers
- → Flexibility in supply chain



We bring our experience from serving the leading service providers to the IoT industry

(1) Combined sources: VDC Research 2019, IoT Analytics Reports. AWS, Google, MS Azure, PTC annual company reports. ABI Research, Business Insider, Technicolor Estimates (2) Excluding Infrastructure & industrial, Mobility & Transportation, and mission critical services/zero fault messaging

### **IN SUMMARY**

2020

ecovadis



#### **OUR PRODUCTS**

- → **Product portfolio** covering **all growing access technologies**
- → High ability in designing best-in-class Wi-Fi solutions
- → First with Android TV, with integrated new TV applications (Disney+,...)
- → Our software leadership: Founding member of RDK and key contributor to OpenWrT
- → Environmentally friendly products and process

#### A TRANSFORMED BUSINESS

- → Highly efficient division
- $\rightarrow$  Highly automated
- → **Ecosystem Builder**, with key partnerships with key customers and suppliers
- → Well managed **CORE business**
- → Ready to step in new segments to **diversify** the activity

#### **OUR PEOPLE**

- → Global & experienced senior management team
- → Average 7 years experience in the company for mid-management employees
- → Worldwide sales team with a customer centric mentality
- → Best R&D experts on the key technologies
- → Best in class Supply Chain experts deployed close to the action

#### **OUR CULTURE**

- → Customer Centric
- → Rapid and Agile action-oriented culture
- → Transparent and factual
- → Resilience
- $\rightarrow$  Financially-driven





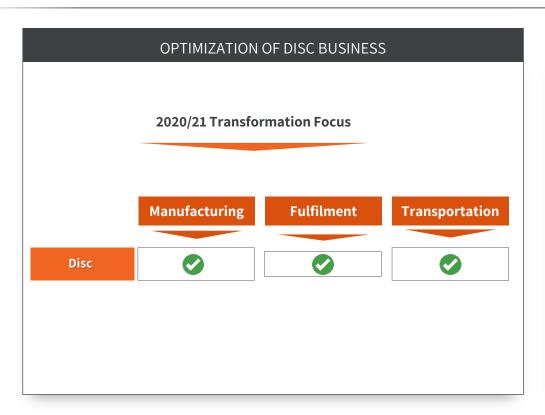
VANTIVA
SUPPLY-CHAIN
SERVICES

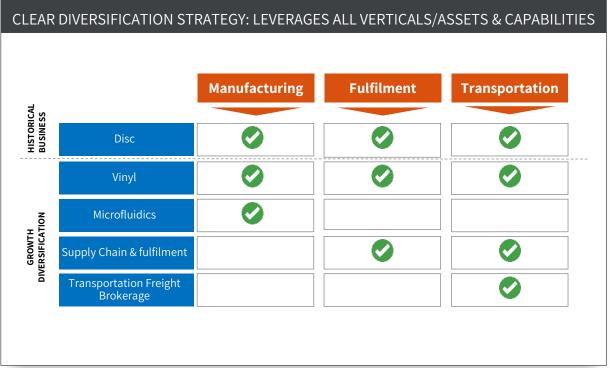


## Transition under way to diversification and growth businesses



2020 2021





## Multiple businesses leveraging 3 main verticals

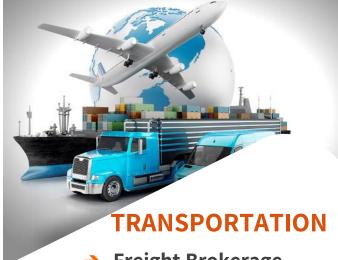




- → DVD's, CD's, Games
- Microsoft XBOX discs
- → Vinyl LP's
- Microfluidic Diagnostic cartridges



- All North America
   merchandising fulfilment for
   Universal Music Group
- **→** Microsoft Software flash/pack
- Consumer appliances, electrical goods
- → Books, clothing, toys, music



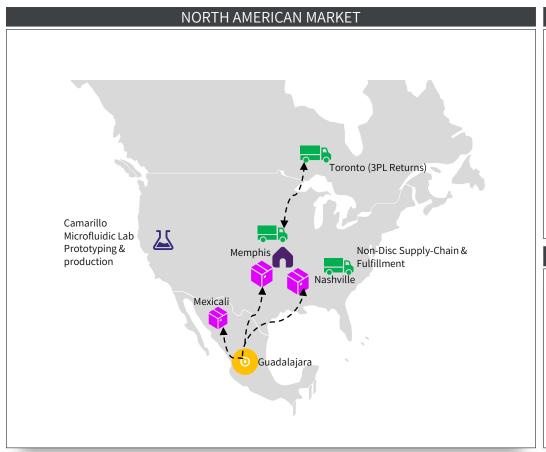
- Freight Brokerage
- Managed Freight
- End-to-end intermodal solutions

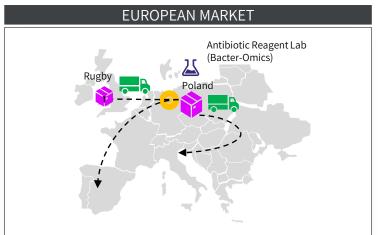


# Vantiva Supply Chain Services (VSCS) Worldwide market presence



- Memphis Headquarters
- Manufacturing: Replication / Injection Molding
- Packaging / Assembly
- Distribution / fulfilment
- Prototyping /
  MicroFluidics Lab









VANTIVA SUPPLY CHAIN SERVICES

# Disc Business



# World No.1 for DVD manufacturing

and packaging/distribution





Disc market represents sizeable consumer market of c. \$4bn per year<sup>(2)</sup>

#### THE ONLY COMPANY SERVING ALL MAJOR HOLLYWOOD STUDIOS























# FOUR KEY STRENGTHS

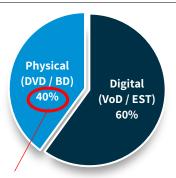
- 1 INTEGRATED MULTI-BUSINESS
  GLOBAL ASSET BASE
- **2** DEEP RELATIONSHIPS & REPUTATION
- 3 ONLY VANTIVA HAS THE SCALE TO SERVICE OUR CUSTOMERS
- 4 LONG & STRONG MULTI-YEAR CONTRACTS

# A strong Home Entertainment market for disc



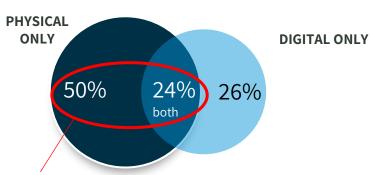
#### DISC EXHIBITING CONTINUED STRENGTH

### MIX OF STUDIO TRANSACTIONAL REVENUE IN THE US IN 2021<sup>(1)</sup>



Disc still large and profitable source of revenue to studios

#### **INCIDENCE OF PURCHASE BY TYPE IN 2021<sup>(2)</sup>**



c.75% of Movie buyers are purchasing physical discs

#### OUR BASELINE DISC PLAN IS SUPPORTED BY

Long-term contracts, volumetric pricing and GCI

Ability to maintain market No.1 Position

Continued cashflow generation with limited capex

### **LONG-TAIL BUSINESS**

#### Sustainable Demand From:

#### **STUDIOS & CONTENT OWNERS**

- Remains sizable & highly profitable and is a \$4bn part of overall Studio windowing strategy
- Drives significant foot traffic to Big Box Retail; Key impulse buy item and triggers related purchases

#### **END-CONSUMERS**

- Ongoing appeal across multiple consumer categories
- Ownership/ convenience (and UHD quality) option versus carrying multiple subscription services



Physical share will continue to reduce on a gradual basis but expected to level-off in later years

# DVD, GAMES & AUDIO

vantiva

The Disc segment has a high barrier to entry; we have a unique capability globally to serve customers' demand through manufacturing, fulfilment

and transportation

Client type

**MAJOR STUDIOS** >80% of 2021 volumes

**OTHER CUSTOMERS** <20% of 2021 volumes

### **OPPORTUNITY FOR VSCS**

- #1 in Market
- Focused on continued
- Leverage existing leadership position for maximum cash generation

#### Trends

- **Multi-year contracts** (2 to 4 years)
- Typically, **Exclusive relationships**
- Ongoing consolidation (e.g. Disney / Fox, Warner / Universal JV in North America and Sony / Lionsgate)
- Consolidation size/scale further locks customers into Vantiva

- VSCS has 85% worldwide share in Microsoft Xbox disc replication(1) and is a technology consultant to Microsoft for testing and technical services
- Increasing music / audio CD volume VSCS market share with exit / consolidation of other replicators

Customer examples

































VANTIVA SUPPLY CHAIN SERVICES

Diversification & Growth Businesses



# Four new diversified businesses stand alongside Disc



# → VSCS has leveraged its talents in Precision Manufacturing facilities and existing Supply Chain infrastructure

→ We created four strategic and growth-oriented market segments – with the aim of 2 new lines each year

#### A BROAD OVERLAP BETWEEN OPTICAL DISC AND MICROFLUIDICS PRECISION MANUFACTURING









	CORE TECHNOLOGY REQUIREMENTS		
		MICROFLUIDICS	OPTICAL DISC
\	DESIGN FOR MANUFACTURE	✓	
	MASTERING - LITHOGRAPHY / MACHINING	✓	✓
	MOLD TOOL MAKING	✓	<b>✓</b>
١	INJECTION MOLDING	<b>✓</b>	✓
	MATERIALS / POLYMERS	✓	<b>✓</b>
	SPUTTERING	✓	✓
	LASER TECHNOLOGY	✓	✓
	SURFACE TREATMENT	✓	✓
	BONDING TECHNOLOGY & ASSEMBLY	✓	✓
	PART HANDLING / AUTOMATION	✓	✓
	TEST / INSPECTION METROLOGY	✓	✓
	SCREEN PRINTING		✓
	PACKAGING	✓	✓
	LABELING	<b>√</b>	✓

INFRASTRUCTURE REQUIREMENTS					
	MICROFLUIDICS	OPTICAL DISC			
QUALITY MANAGEMENT SYSTEMS	✓	✓			
ERP SYSTEMS	✓	✓			
SCALABLE MANUFACTURING SPACE	✓	✓			
PRECISION MFG LABOR FORCE	✓	<b>✓</b>			
CLEAN ROOM FACILITIES	✓	✓			
FACTORY UTILITIES	<b>√</b>	✓			
COMPRESSORS	✓	✓			
CHILLED WATER	✓	<b>✓</b>			
SUPPLY CHAIN SERVICES	<b>√</b>	<b>√</b>			
DISTRIBUTION	✓	<b>√</b>			

VANTIVA optical disc manufacturing technology and infrastructure provided perfect platform to transit to scale microfluidics consumable manufacturing, when allied to our PhD/Scientific specialist staff expertise and innovation

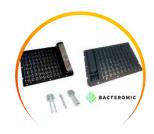
# Exploiting unique assets and driving a growth trajectory



#### **DIVERSIFICATION**

# 4 Initial Growth Businesses

- Prestigious and valuable client base
- Recurrent revenue focus
- Double-digit annual growth expected all 4 new businesses



1<sup>st</sup> Antibiotic Reagent Diagnostic Device TPB Poland 26/11/21

#### **MICROFLUIDICS**



Adele US Vinyl shipped from Nashville

#### VINYL



Nashville facility now fully operational

### SUPPLY CHAIN & FULFILMENT SERVICES



Brokerage 33% YoY growth in 2021

### TRANSPORTATION FREIGHT BROKERAGE









**PRECISION MANUFACTURING** 

PRECISION MANUFACTURING

**FULFILMENT** 

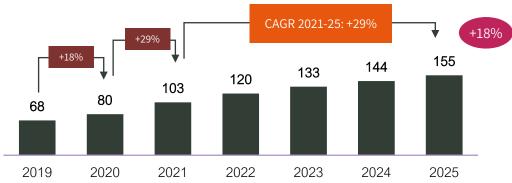
**TRANSPORTATION** 

# Precision Manufacturing: focus on Vinyl



#### THE VINYL REVIVAL: A SUSTAINED GROWTH MARKET

#### MANUFACTURED VINYL UNITS (MILLION OF RECORDS)(1)



15 consecutive years of growth with an accelerating interest through COVID, put 2021 global vinyl sales at \$1.49 bn<sup>(3)</sup>

#### HIGHLY VALUABLE NICHE FOR MUSIC LABELS - AND FOR VANTIVA

- → High prestige factor: ALL artists now want Vinyl not just 'superstars'
- → Vinyl is in our 'wheel-house' our precision manufacturing skills + market demand are producing astonishing upwards volume reforecasts





1<sup>st</sup> VANTIVA Album - Olivia Rodrigo 'SOUR' May 2022

# **KEY GROWTH ENGINE FOR VSCS**

#### **AN EXCITING BUSINESS**

- Existing long-term relationships with 'BIG 3' music groups and other customers
- Maximizes our existing supply chain infrastructure
- Ability to rapidly take market-share

#### **CAPACITY ENHANCED - ALREADY 100% FULL**

- Multi-year contract signed with Universal Music
   (#1 global music group with 40% of global market)
- Contracts in final stages with Sony Music, Warner Music, (global # 2 & 3 respectively) + Pearl Records and AEC

(1) Source Futuresource Consulting and management estimates; total vinyl manufacturing estimates for North America / European Union and Asia Pacific (2) Source: RIAA 2021 (3) Source IMARC global study

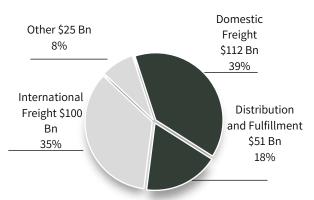


# Supply Chain & Fulfillment Services



#### A LARGE ADDRESSABLE MARKET

#### MAJOR NORTH AMERICA THIRD PARTY LOGISTICS SEGMENTS IN 2021(1)



60% of market directly addressable for VSCS

#### **OUR CUSTOMERS**

→ Vantiva SCS specializes in the omni-channel distribution of high-value, time sensitive consumer products.



and Associates













→ The current pipeline has significant recurrent-revenue, scale opportunities actively pursued by the sales team.

### WHERE WE ARE

#### THE VANTIVA ADVANTAGE

- Highly scalable operations and strategically located
- Expertise in managing time-sensitive products / merchandise
- Best-in-class reputation with high-profile customers
- Compliance with stringent supply chain requirements
- Able to provide bespoke degrees of Automation, Flex, and Manual precision 24/7 to suit customers exact needs

#### **KEEP, ACQUIRE AND GROW STRATEGY**

- Modern, cloud-based "Softeon" solution deployed across all distribution sites for easy customer onboarding
- Planning ahead: c. 2 Million Sq.ft to be repurposed in Memphis existing facilities for Supply Chain & Fulfilment by 2028, with Mexico already expanding and UK to follow
- Targeted investment in automation to streamline outbound distribution process underway

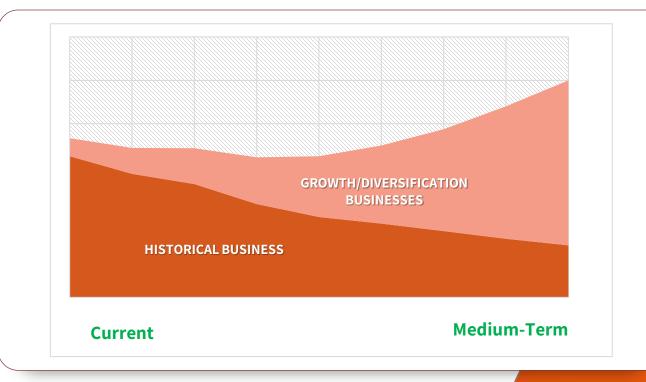


Vantiva SCS has a network of facilities strategically located to provide clients a high degree of flexibility, scalable solutions to meet the demands of seasonal, promotional and fast-moving product cycles

# A bright future for Vantiva Supply Chain Services

vantiva \*\*\*

- Our diversified growth business strategy, together with Disc is expected to deliver total revenue and profitability growth in the medium-term
- Our adaptable vertical physical capability is more than capable of supporting this



### **VERTICAL STRENGTH**

#### **MANUFACTURING**



- Strong customer relationships + Proven track-record
- Adaptable facilities + innovative talent and a wealth of proprietary expertise support new business and expansion

#### **SUPPLY CHAIN AND FULFILMENT**



- Automated and manual mass-scale service combinations, with flex options customers want
- High throughput and multiple complex options



#### **TRANSPORTATION**

A highly-scalable non-capital-intensive business model supports a large and growing addressable market with tailored cost-effective solutions



**Growth businesses have made excellent progress** 

FINANCIAL OVERVIEW



# Vantiva Financial Summary



1 programs completed for both Connected Home and VSCS

2

**Strong demand** for Connected Home in 2022, but still challenges with constrained supply chain and long delivery lead times. Growth in new business segments for VSCS

Supply crisis has changed the way interact with our customer

3

Pass through of upcost and inflation improved in 2022

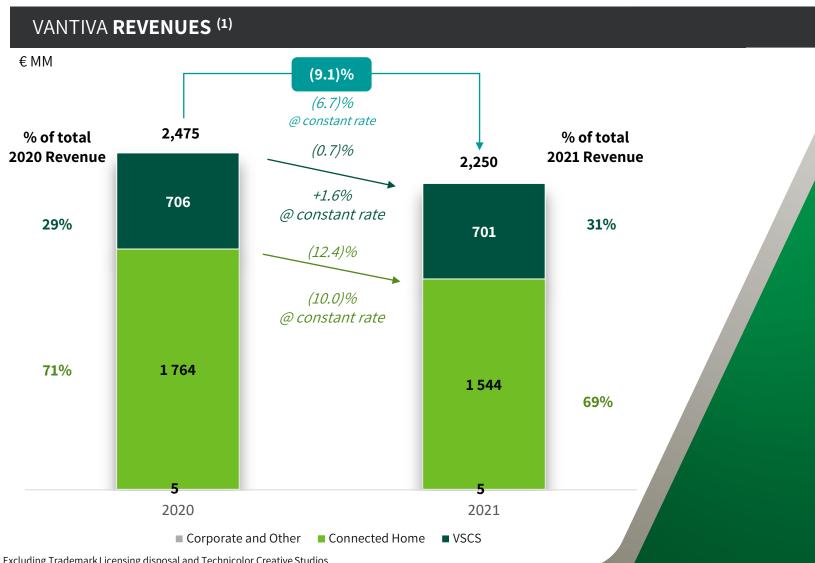
Strong start for H1-22

Working capital needs highly dependent on transportation times and suppliers capability to deliver complete products

6

# Component shortages impact topline





STABLE VSCS REVENUE IN 2021, WHILE CONNECTED HOME DECREASES 10%

### **CONNECTED HOME**

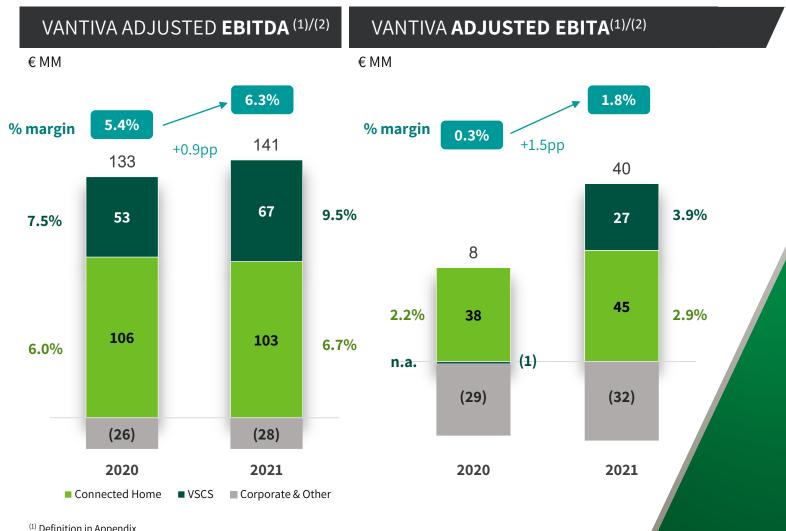
- Sales impacted by component shortages and increased lead-times
- Share of Broadband continue to increase (64% in 2021)
- Strong underlying demand

### **VSCS**

Lower Disc Volumes partially offset by growth in distribution and freight brokerage

# Improved Profitability





### IMPROVED PROFITABILITY **DESPITE LOWER TOPLINE**

### **CONNECTED HOME**

Transformation plan and operational efficiencies improve CH EBITDA by 0.7 pt

### **VSCS**

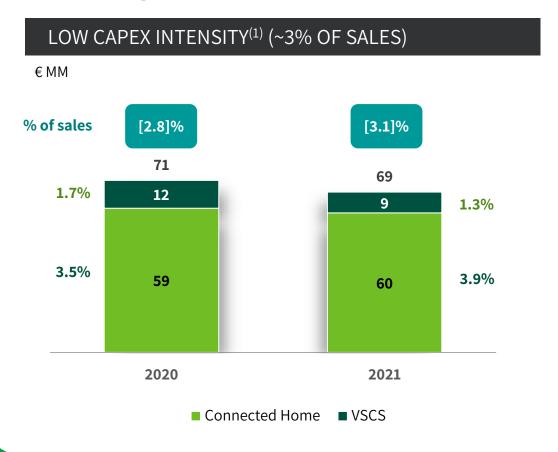
Improved margins from footprint reductions and higher activity in non-disc

<sup>(1)</sup> Definition in Appendix

<sup>(2)</sup> Excluding Trademark Licensing disposal and Technicolor Creative Studios

# Working Capital Requirements and Capex





### WORKING CAPITAL REQUIREMENTS

#### **CONNECTED HOME**

→ DSO ~45 Days	KC DSO ~90 Days	
→ DPO 90+Days	KC DPO ~50 Days	
→ DSI ~50 Days	KC DSI ~25 Days	

Under normal circumstances the need for cash to fund the key component operation is netted by the cash generated from the finished goods

Asymmetric deliveries or demand pushout can create need for more working capital during the year

#### **VSCS**

Seasonality ties up working capital at the first half of the year

DSO: Days Sales Outstanding, DPO: Days Payable Outstanding, DSI: Days Sales Of Inventory!, KC: Key Component

#### **CONNECTED HOME**

- → Tangible capex of ~25m each year for production equipment (tools and test benches)
- → Remaining capex is intangible R&D investments

#### **VSCS**

- → Mainly upgrades of production lines
- → New business initiatives like Vinyl require some setup capex in form of presses, with short payback terms

# CONNECTED HOME IN H1 2022: SIGNIFICANT BUSINESS **PROGRESS**



### LEVERAGING OPEN AND **INNOVATIVE TECHNOLOGIES** FOR NETWORK SERVICE **PROVIDERS**

- ◆ Wi-Fi 6/6E: availability of Cobra 5G optimizing 5G ACCESS to the home
- Partnership with Telstra to deploy Smart Modem 3 to ensure reliable broadband access and In-Home wireless connectivity in Australia
- ◆ Partnership with Bouygues Telecom to develop the Bbox 4K HDR

is the only company in the connected home industry that has signed the



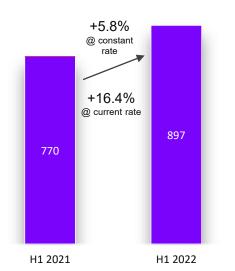
**ECOVADIS CSR** 

2050 Net-Zero Standard

# CONNECTED HOME: FINANCIAL PERFORMANCE

# H1 2022: CONTINUING CHALLENGING ENVIRONMENT BUT EFFICIENTLY MANAGED

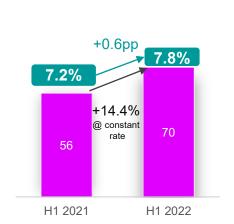
#### **REVENUES** (in € million)



#### **REVENUE UP:**

- Worldwide component crisis, and supply chain bottlenecks, limited our ability to serve the demand from customers, although Q2 benefited from first signs of improvement
- → Increased broadband share in revenue

ADJUSTED EBITDA (in € million) EBITDA MARGIN (in %)



#### EBITDA MARGIN UP 0.6PP:

→ Operating efficiencies and cost savings

THE DIVISION CONTINUES
ITS COLLABORATION WITH
CLIENTS AND SUPPLIERS to
optimize deliveries, and mitigate
further profitability and working
capital impacts: significant
portion of cost increase passed
through to customers



### 2022 OUTLOOK

- Demand for Connected Home broadband boxes is expected to remain strong
- Although we start to see first signs of improvements, shortage in components delivery and pricing challenges to continue in 2022, to be compensated by:
  - → Efficiency measures
  - Progressive improvements in delivery
  - Constant discussions with suppliers and customers
- While we do not have any assets or direct customers or suppliers in Russia and Ukraine, the ongoing conflict has generated additional uncertainty in terms of supply



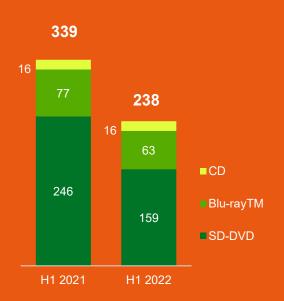
# VANTIVA SUPPLY CHAIN SERVICES (FORMER DVD SERVICES) H1 2022 COMMERCIAL SUCCESSES AND OPERATIONAL EFFICIENCIES



#### **DISC BUSINESS**

#### DISC VOLUMES BREAKDOWN (in m of units)

→ Volumes down 30%





DVD SERVICES CONTINUED TO ADAPT DISTRIBUTION AND MANUFACTURING OPERATIONS, AND RELATED CUSTOMER CONTRACT AGREEMENTS, IN RESPONSE TO CONTINUED VOLUME REDUCTIONS

#### **NEW GROWTH BUSINESSES:**

### ACTIVE, MULTIFACETED DIVERSIFICATION AND GROWTH STRATEGY

#### **MICROFLUIDICS**

→ New lab/capability in Poland beyond prototyping was nearing completion at the end of Q2. Microfluidic cartridge and medical device engineering was accredited in Poland, having passed the EU IVDD standard audit (February 2021)

#### **VINYL**

- → Contracts were executed with two of the world's top 3 music companies (Universal Music Group and Sony Music)
- → Launched commercial record pressing in May 2022
- → Achieved high quality recognition from the industry
- → Expanded capacity to continue through the balance of the year (new equipment delivery and capability increasing each month)

#### SUPPLY CHAIN/FULFILMENT/TRANSPORTATION

- → Continued new customer additions driving supply chain/ fulfilment growth in the first half 2022
- → Significant year-over-year growth in the freight brokerage business, due to the addition of new customers and increased penetration of existing customers

VANTIVA SUPPLY CHAIN SERVICES IN H1 2022

H1 2022: SHOWING THE RESULTS OF OUR **OPERATIONAL RESTRUCTURING** 



### **EBITDA AND EBITDA MARGIN IMPROVEMENT:**

- Significant footprint optimization
- Cost savings
- Higher non-disc activity
- Offset by the impacts of lower disc volumes and higher labor costs

CONTINUOUS **IMPROVEMENT** of distribution and manufacturing operations and related customer contract

agreements

**2022: OUTLOOK** 

- Solid new release volumes to be more than offset by lower catalog volumes, driven by evolving customer and retailer behavior
- Continuing cost efficiencies
- Plan to accelerate the diversification of the business: continuous work to significantly expand non-disc activities

#### **REVENUES UP:**

- → Lower disc volumes. partly offset by:
  - → Growth in transportation management and vinyl
  - → Disc price increase
  - → Pass through

# Business Generated Positive Operating Cashflow



	2020 <sup>(2)</sup>	2021 <sup>(2)</sup>
Adjusted EBITDA <sup>(1)</sup>	133	141
Capex	(71)	(69)
Restructuring Expense	(33)	(61)
Operating Cash Flow (OCF)	29	11
Pension & Other	(30)	(26)
Net Working Capital	(109)	(98)
Free Cash Flow before Tax and Financial <sup>(1)</sup>	(110)	(113)
Financial & Tax	(52)	(68)
Free Cash Flow (FCF)	(162)	(181)

- Business generates positive OCF in both 2020 and 2021
- Decrease in 2021 driven by higher restructuring cost at the tail of Dolphin/Panorama plans

### **NET WORKING CAPITAL**

 Working capital needs in 2020 and 2021 mainly driven by contraction of supplier payment terms for Connected Home

### **LEASES**

• IFRS leases not included for €26m

### FINANCIAL & TAX

 Mainly impacted by the current safeguard debt

**OPERATING CASH FLOW** 

<sup>(1)</sup> Definition in Appendix

 $<sup>^{(2)} \</sup> Excluding \ Trademark \ Licensing \ disposal \ and \ Technicolor \ Creative \ Studios, \ and \ before \ refinancing$ 

### Vantiva Financial Guidance



*In* € *million* 

	Historicals <sup>(3)</sup>		Guidance <sup>(2)</sup>		Commontoni	
	2020a	2021a	2022e	2023e	Commentary	
Adjusted EBITDA <sup>(1)</sup>	133	141	> 140	> 140	Improvement from topline offset by diversification costs in 2023	
Adjusted EBITA <sup>(1)</sup>	8	40	> 38 – 48	29 – 39		
Free Cash Flow before Tax and Financial <sup>(1)</sup>	(110)	(113)	<sup>&gt;</sup> 62 – 72	43 – 63	No further contraction of payment terms near future	

<sup>(1)</sup> Definition in Appendix

<sup>(2)</sup> These forward looking assumptions for Vantiva assume a EUR/USD exchange rate of 1.15, EUR/CAD of 1.52, EUR/GBP of 0.89, exclude Trademark Licensing operations, include estimated running dissynergy costs, and reflect accounting changes implied by the IFRIC interpretation on Saas adjustment, relating to the configuration or customization costs in a cloud computing arrangement. The one-off impacts of the IFRIC interpretation are expected to be negative with €(6) million on EBITDA, €(3) million on EBITA, and +€6 million on capex. For 2023, these impacts are expected to be less material, except on EBITA (+€4 million)



# Vantiva Value Proposition







Core Businesses Already Transformed, **Delivering Competitive Results and Ready To Diversify** 



Great Opportunity to Expand
the Total Addressable
Market in Highly Attractive
Adjacent Opportunities



**Experienced Management Team** in
Both Divisions to Pursue
the Repositioning of the
Group and Create Value

6

Appendix



### Adjusted Illustrative Information for the Financial Year 2021



Adjusted illustrative Information below presents the Technicolor group 2021 accounts (to be renamed Vantiva subject to the September 6<sup>th</sup> EGM approval) as if the Spin-off and refinancing operations had occurred on January 1<sup>st</sup> 2021, therefore presenting the Vantiva group based on its future scope and debt structure.

These accounts have not been audited and are presented for illustrative purposes only and cannot be considered as predictive of the consequences of the operation in progress.

- In order to prepare these illustrative financial statements, here are the main assumptions:
   €300m Mandatory Convertible bond (MCN) approved, raised and converted
- €375m Vantiva private debt issued
- €623m TCS private debt issued
- €1,035m Repayment of Safeguard debt (estimated to be €1.1 bn as of end of September 2022)
- Distribution of 65% of TCS shares (Spin-off)
- Vantiva's 35% stake in TCS in the process of being sold

#### Key accounting adjustments of the Spin-off:

- Financial elements of the TCS Group have been carved-out
- The loss of control results in a net gain on distribution presented in discontinued operations in accordance with IFRS 5
- In accordance with IFRIC 17, this gain on distribution is equal to the difference between the fair value of the distribution in kind and the carrying amount of the equity distributed. This fair value is credited in P&L but debited in the retained earnings in the Balance sheet, so that net impact in equity is the carrying amount of the net equity of TCS distributed
- The fair value of TCS used in these adjusted illustrative statements has been computed using the Enterprise value from the independent appraiser adjusted for debt and debt-like elements and is not predictive of the fair value that will be retained in the Full Year Vantiva Financial Statements and that will be measured using the future TCS share price after listing
- The shares representing 35% of the share capital of TCS which will not be distributed are revalued at fair value (€383m based on the independent appraiser valuation) and reclassified as asset held for sale

#### Refinancing accounting assumptions:

- The capital increase through conversion of the Mandatory convertible note (€300m) is recognized in Equity and the Financing cash-flows for an amount net of estimated fees of €287m
- The new Vantiva private debt (€375m) is recognized net of issuance premiums and fees, which are amortized in one year based on the assumption of an early repayment in 2022 depending on the sale of the 35% stake in TCS
- Part of the funds raised from the TCS private debt (in these adjusted illustrative financial statements €566m out the €623m) will fund Vantiva (through repayment of intra-group debt and TCS legal structuring)
- Repayment of the Safeguard Debt shown here is €1,035m versus an expected €1.1bn and excludes the PIK interest accrued between January 21<sup>th</sup>, 2021 and September 22<sup>nd</sup>, 2022 nor the change in conversion rate between the euro and US dollar.

#### Other elements

- Transaction fees non directly accounted in debt or equity were estimated at around €36m were booked for €28m in Discontinued activities and €8m in the Other financial expenses
- One-off costs linked to the separation are presented in Other income (expense)
- Neither the dyssynergies (as costs), nor the income from the transaction services reinvoicing have been recorded here
- Trademark Licensing activities have been presented in discontinued activities in the P&L and as asset held for sale in the Balance sheet to reflect their disposal in 2022
- Interest expense in the Adjusted Illustrative accounts includes a €86m reversal of the IFRS adjustment on the Safeguard debt

# Adjusted illustrative statement of operations



	Year ended December 31, 2021		
(€ in million)	Technicolor accounts (published)	Adjustments	Vantiva accounts (illustrative)
CONTINUING OPERATIONS			
Revenue	2,898	(647)	2,251
Cost of sales	(2,494)	517	(1,977)
Gross margin	404	(130)	274
Selling and administrative expenses	(263)	81	(182)
Research and development expenses	(84)	1	(84)
Restructuring costs	(37)	6	(31)
Net impairment losses on non-current operating assets	(5)	2	(2)
Other income (expense)	14	(9)	5
Earnings before Interest & Tax (EBIT) from continuing operations	30	(49)	(19)
Interest income	- (408)	-	-
Interest expense	(126)	(44)	(171)
Other financial income (expense)			
Net financial expense	(127)	(44)	(171)
Share of gain (loss) from associates	0	_	0
Income tax income (expense)	(24)	10	(15)
Loss from continuing operations	(121)	(83)	(204)
DISCONTINUED OPERATIONS  Net gain (loss) from discontinued operations	(19)	947	928
		864	704
Net loss for the year	(140)	864	724
Attribuable to :			
- Equity holders	(140)	864	724
- Non-controlling interest	-	-	-

# Adjusted illustrative statement of cash flows

vantiva

	Year ended December 31, 2021		
	Technicolor		Vantiva
	accounts	Adjustments	accounts
(€ in million)	(published)		(illustrative)
Net income (loss)	(140)	864	724
Income (loss) from discontinuing activities	(19)	947	928
Profit (loss) from continuing activities	(121)	(83)	(204)
Summary adjustments to reconcile profit from continuing			
activities to cash generated from continuing operations			
Depreciation and amortization	222	(83)	138
Impairment of assets	1	3	3
Net changes in provisions	(53)	(1)	(55)
Gain (loss) on asset disposals	(29)	8	(21)
Interest (income) and expense	126	44	171
Other items (including tax)	29	(23)	6
Changes in working capital and other assets and liabilities	(81)	(20)	(101)
Cash generated from continuing activities	93	(156)	(63)
Interest paid on lease debt	(15)	11	(4)
Interest paid	(49)	19	(30)
Interest received	0	(0)	0
Income tax paid	(16)	0	(16)
NET OPERATING CASH GENERATED FROM CONTINUING ACTIVITIES (I)	14	(126)	(112)
Acquisition of subsidiaries, associates and investments, net of cash acquired	(0)	0	(0)
Proceeds from sale of investments, net of cash	27	(27)	0
Purchases of property, plant and equipment (PPE)	(45)	12	(33)
Proceeds from sale of PPE and intangible assets	2	(2)	0
Purchases of intangible assets including capitalization of			(22)
development costs	(52)	16	(36)
Cash collateral and security deposits granted to third parties	(10)	2	(8)
Cash collateral and security deposits reimbursed by third parties	12	(1)	11
NET INVESTING CASH USED IN CONTINUING ACTIVITIES (II)	(67)	0	(66)
Increase of Capital	0	287	287
Net contributions from / (distributions to) TCS	-	5	5
Proceeds from borrowings	0	375	375
Repayments of lease debt	(62)	34	(29)
Repayments of borrowings	(1)	(1,035)	(1,035)
Fees paid in relation to financing operations	(2)	(33)	(35)
Other	(4)	(00)	(4)
NET FINANCING CASH USED IN CONTINUING ACTIVITIES			` '
(III)	(68)	(367)	(435)
NET CASH FROM DISCONTINUED ACTIVITIES (IV)	(29)	552	524
CASH AND CASH EQUIVALENTS AT THE BEGINING OF	330	(28)	301
THE YEAR		11	
Net increase (decrease) in cash and cash equivalents (I+II+III+IV)	(149)	60	(90)
Exchange gains / (losses) on cash and cash equivalents	16	(16)	(0)
CASH AND CASH EQUIVALENTS AT THE END OF THE	196	15	211
YFAR	136	10	211

# Adjusted illustrative statement of financial position



	Year ended December 31, 2021		
(€ in million)	Technicolor accounts (published)	Adjustments	Vantiva accounts (illustrative)
ASSETS			
Goodwill	773	(188)	58
Intangible assets	510	(328)	18
Property, plant and equipment	162	(68)	9
Right-of-use assets	143	(96)	4
Other operating non-current assets	35	(18)	1
TOTAL OPERATING NON-CURRENT ASSETS	1,622	(698)	92
Non-consolidated investments	20	(1)	1
Other financial non-current assets	38	(12)	2
TOTAL FINANCIAL NON-CURRENT ASSETS	58	(13)	4
Investments in associates and joint-ventures	1	0	
Deferred tax assets	50	(33)	1
TOTAL NON-CURRENT ASSETS	1,730	(744)	98
Inventories	335	(0)	33
Trade accounts and notes receivable	359	(64)	29
Contract assets	94	(76)	1
Other operating current assets	243	(29)	21
TOTAL OPERATING CURRENT ASSETS	1,031	(170)	86
Income tax receivable	13	(6)	
Other financial current assets	26	(1)	2
Cash and cash equivalents	196	15	21
Assets classified as held for sale	3	422	42
TOTAL CURRENT ASSETS	1,268	261	1,52
TOTAL ASSETS	2,999	(483)	2,51

# Adjusted illustrative statement of financial position



	Year ended December 31, 2021		
(€ in million)	Technicolor accounts (published)	Adjustments	Vantiva accounts (illustrative)
EQUITY AND LIABILITIES			
Invested equity and retained earnings	532	(28)	504
Cumulative translation adjustment	(399)	556	157
Shareholders equity attributable to owners of the parent	134	528	662
Non-controlling interests	-	0	0
TOTAL INVESTED EQUITY	134	527	662
Retirement benefits obligations	261	(5)	256
Provisions	35	(3)	31
Contract liabilities	_	1	1
Other operating non-current liabilities	19	(12)	7
TOTAL OPERATING NON-CURRENT LIABILITIES	315	(20)	296
Borrowings	1,025	(1,023)	2
Lease liabilities	145	(106)	39
Other non-current liabilities	0	(0)	0
Deferred tax liabilities	20	(14)	6
TOTAL NON-CURRENT LIABILITIES	1,505	(1,163)	343
Retirement benefits obligations	34	(0)	34
Provisions	44	(7)	37
Trade accounts and notes payable	671	(38)	634
Accrued employee expenses	147	(63)	84
Contract liabilities	81	(78)	4
Other operating current liabilities	284	(21)	263
TOTAL OPERATING CURRENT LIABILITIES	1,263	(207)	1,056
Borrowings	17	372	389
Lease liabilities	48	(28)	19
Income tax payable	29	11	40
Other financial current liabilities	3	1	3
Liabilities classified as held for sale		4	4
TOTAL CURRENT LIABILITIES	1,360	152	1,512
TOTAL LIABILITIES	2,865	(1,010)	1,855
TOTAL EQUITY & LIABILITIES	2,999	(483)	2,516

# Glossary of Terms



Abbreviation	Definition
\$	American Dollar
€	Euro
B2B	Business-to-Business
ВВ	Broadband
BD	Blu-ray Disc
CAGR	Compound Annual Growth Rate
CD	Compact Disc
СРЕ	Customer-Premises Equipment
СТО	Chief Technology Officer
D&A	Distribution and Amortization
Docsis	Data Over Cable Service Interface Specifications
DSO	Days Sales Outstanding
DPO	Days Payables Outstanding
DSI	Days Sales Of Inventory
DVD	Digital Video Broadcasting
EBIT	Earnings before Interest and Tax
EBITA	Earnings before Interest, Tax and Amortization

Abbreviation	Definition
EBITDA	Earnings before Interest, Tax, Depreciation and Amortization
EU	European Union
FCF	Free-Cash-Flow
GPON	Gigabit Ethernet Passive Optical Network
loT	Internet of Things
NSP	Network Services Provider
OPEX	Operating Expenses
ОТТ	Other-The-Top
PPA	Power Purchase Agreement
STB	Set-Top-Boxes
SVP	Senior Vice President
SW	Software
US	United States
WC	Working Capital

# Glossary of Terms (Cont'd)



- Adjusted EBITDA: profit (loss) from continuing operations before tax and net financial income (expense), net of other income (expense), depreciation and amortization (including impact of provision for risks, litigation and warranties)
- **Adjusted EBITA:** profit (loss) from continuing operations before tax and net financial income (expense), net of other income (expense) and amortization of purchase accounting items.
- At constant exchange rate: consolidated financial statements prepared and presented by the parent company at a constant exchange rate compared to
  the last period. It allows to show what would have been the evolution of the company within the same foreign exchange environment than the previous
  period
- **Blu-rayTM:** digital disk format ranging from 7,5 gigabytes of capacity (single layer) to 128 gigabytes (quad layer)
- Compact Disc (CD): is an optical disk used to store digital data. Capacity ranging from 0.21 to 0.91 gigabyte, mostly 0.74 gigabyte
- Customer-Premises Equipment (CPE): terminal equipment on the client side used to connect to the network of an Internet service provider
- **DOCSIS 3.1:** standard that defines interface, communication and configuration rules and protocols, for data transport system and Internet access using old television network by coaxial cable. This leads to add a high-speed data transfers to the existing cable television system
- **Earnings before Interest, Tax, Depreciation and Amortization (EBITDA):** defines the earning of a company before the deduction of interests, taxes, depreciation expenses and provisions on fixed assets (but after provisions on inventories and accounts receivables)
- **Free Cash-flow:** Adj. EBITDA (net capex + restructuring cash expenses + change in pension reserves + change in working capital and other assets & liabilities + cash impact of other non-current result)
- **High-speed gateway**: physical device/electronic box enabling the Internet access, also called router or modem
- International Financial Reporting Standards (IFRS): accounting standards that shall be applied by listed companies when establishing their accounts in order to harmonize the presentation of their financial statement
- Internet of Things: the extension of the Internet to things and places in the physical world
- Working capital requirements: current asset minus current liability (including current provisions, excluding cash-flow, short-term debt and financial instruments).
- **xDSL:** refers to DSL ("digital subscriber line") and to all the techniques set up for a digital transport of information over a wireline telephone connection or a dedicated line

### Legal disclaimer (1/2)



- This presentation (the "document") has been prepared by Technicolor SA ("TSA" or the "Company") solely for informational purposes in connection with the Capital Markets Day on 14 June 2022, in particular in the context of the contemplated spin-off of Technicolor Creative Studios ("TCS" and such spin-off, the "Transaction"), as a result of which TSA ex-TCS is to become Vantiva.
- This document has no contractual value. Neither this document, nor the information contained in it nor any other information supplied with it in connection with the Transaction and/or the Company shall form the basis of any contract, any investment decision or other evaluation and should not be regarded as a recommendation by the Company, its affiliates, its officers, directors, employees or agents or its advisors that any person or entity should invest in the securities of the Company and does not purport to contain all the information that may be necessary or desirable to fully and accurately evaluate the Company and/or the Transaction. You should not definitively rely upon it or use it to form the definitive basis for any decision, contract, commitment or action whatsoever, with respect to the Transaction, any other proposed transaction or otherwise.
- This document and the analyses contained in it are based, in part, on certain assumptions and information relating to the Company, and its directors, officers, employees, agents, affiliates and/or from other sources. This information has not been independently verified and no reliance should be placed on the accuracy and completeness of such assumptions and information for purposes of this document. Without prejudice to liability for fraud, neither the Company, nor any of its affiliates, nor any of its directors, officers, employees, agents, nor any of its advisors, make any representation or warranty, express or implied, in relation to the accuracy or completeness of the information contained in this document or any oral information provided in connection herewith, or any data it generates and accept no responsibility, obligation or liability (whether direct or indirect, in contract, tort or otherwise) in relation to any of such information. Without prejudice to liability for fraud, the Company, its affiliates, its directors, officers, employees and agents and its advisors expressly disclaim any and all liability which may be based on this document or any other written or oral information provided in connection herewith, and any errors therein or omissions therefrom. Neither the Company, nor any of its affiliates, nor any of its directors, officers, employees or agents, nor any of its advisors, make any representation or warranty, express or implied, that any transaction has been or may be effected on the terms or in the manner stated in this document, or as to the achievement or reasonableness of future projections, management targets, estimates, prospects or returns, if any. Any views or terms contained herein are preliminary only, and are based on financial, economic, market and other conditions prevailing as of the date of this document and are therefore subject to change. Neither the Company, nor any of its affiliates, nor any of its directors, officers, employees or agents, nor any of its advisors, und
- This document contains information about the markets of the Company and its group and their competitive positions therein, including information about the size of such markets, their competitive environment and dynamics as well as their growth prospects. In addition to estimates made by the Company and its group, this document includes information based on statistics of independent third parties and professional organisations and figures published by the the Company's and its group's competitors, suppliers and customers. The Company can provide no guarantee that a third party using different methods to collect, analyse or calculate data about market sectors would obtain the same results.
- This document contains certain statements may constitute "forward-looking statements", including but not limited to statements that are predictions of or indicate future events, trends, plans or objectives, based on certain assumptions or which do not directly relate to historical or current facts. Such forward-looking statements are included for illustrative purposes only are made only as of the date of this document. In addition, such forward-looking statements are based on management's current expectations and beliefs and are subject to a number of risks and uncertainties that could cause actual results to differ materially from the future results expressed, forecasted or implied by such forward-looking statements. For a more complete list and description of such risks and uncertainties, refer to Technicolor's filings with the French *Autorité des Marchés Financiers*. 2021 Universal Registration Document (*Document d'enregistrement universel*) has been filed with the French *Autorité des marchés financiers* (AMF) on 5 April 2022, under number D-22-0237, and an amendment to the 2021 URD has been filed with the AMF on 29 April 2022, under number D-22-0237-A01.

### Legal disclaimer (2/2)



- Certain calculated figures (including data expressed in thousands or millions) and percentages presented in the document have been rounded. Where applicable, the totals presented in this document may slightly differ from the totals that would have been obtained by adding the exact amounts (not rounded) for these calculated figures.
- This document and the information contained herein do not constitute or form part of any offer or invitation to sell or the solicitation of an offer to buy any security, including shares or other securities of the Company or any of its affiliates, commodity or instrument or related derivative, nor do they constitute an offer or commitment to lend, syndicate or arrange a financing, underwrite or purchase or act as an agent or advisor or in any other capacity with respect to any transaction, or commit capital, or to participate in any trading strategies, and do not constitute legal, regulatory, accounting or tax advice to the persons into whose possession this document comes. Any such person should make its own investigations and seek independent third party legal, financial, regulatory, accounting and tax advice regarding the contents of this document. This document does not constitute and should not be considered as any form of investment advice, financial opinion or recommendation by the Company any of its subsidiaries, any of its officers, directors, employees or agents, or any of its advisors.
- This document does not constitute or form part of a prospectus within the meaning of Regulation (EU) 2017/1129 (the "Prospectus Regulation") or any offer or invitation for the sale or issue of, or any offer or inducement to purchase or subscribe for, or any solicitation of any offer to purchase or subscribe for any shares or other securities in the Company in France, the United Kingdom, the United States or any other jurisdiction.
- With respect to the members States of the European Economic Area ("EEA"), this document is only addressed to and directed at persons in member states who are qualified investors within the meaning of Article 2(e) of the Prospectus Regulation.
- Within the United Kingdom, this document is intended for distribution only to persons who are qualified investors within the meaning of Article 2 of the Prospectus Regulation, as it forms part of national law by virtue of the European Union (Withdrawal) Act 2018, who (i) have professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "Order") or (ii) are persons falling within Article 49(2)(a) to (d) ("high net worth companies, unincorporated associations, etc.") of the Order or (iii) are persons to whom it may otherwise lawfully be communicated (all such persons together being referred to as "relevant persons") and in such a case this document must not be viewed, accessed, acted on or relied on in the United Kingdom, by persons who are not relevant persons and any investment or investment activity to which this document relates is available only to relevant persons and will be engaged in only with relevant persons. The information is an advertisement and is not a prospectus for the purposes of the Prospectus Rules of the FCA and the information has not been approved by the FCA.
- Securities may not be offered, subscribed or sold in the United States absent registration under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act"), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements thereof and in compliance with the relevant state securities law. The securities of the Company have not been and will not be registered under the U.S. Securities Act and the Company does not intend to make a public offer of its securities in the United States. Neither this document nor any copy of it may be taken or transmitted into, directly or indirectly, into the United States as that term is defined in the U.S. Securities Act, other than to "qualified institutional buyers", within the meaning of Rule 144A under the U.S. Securities Act.
- The distribution of this document in certain jurisdictions may be restricted by law or regulation. It is the responsibility of persons into whose possession this document comes to make themselves aware of the existence of, and observe, any such legal requirements.

