

Q3/9M 2019/20

Financial Results

Düsseldorf, 13 August 2020

DOUGLAS

NOTICE TO RECIPIENTS

This presentation and any materials distributed in connection herewith (together, the "Presentation") have been prepared by Douglas GmbH (the "Company") solely for use at this presentation. By attending the meeting where this Presentation is made, or by reading the presentation slides, you agree to be bound by the following limitations.

This Presentation does not constitute or form a part of, and should not be construed as, an offer for sale or subscription of or solicitation of any offer to purchase or subscribe for any securities in any jurisdiction, and neither this Presentation nor anything contained herein shall form the basis of, or be relied upon in connection with, or act as an inducement to enter into, any contract or commitment whatsoever.

These materials may not be distributed to the press or to any other persons, may not be redistributed or passed on, directly, to any person, or published, in whole or in part, by any medium or for any purpose.

The unauthorised disclosure of this Presentation or any information contained in or relating to it or any failure to comply with the above listed restrictions could damage the interests of the Company and all its affiliated companies within the meaning of sections 15 ff. German Companies Act (the "Group"), may have serious consequences and may also constitute a violation of applicable laws. At any time upon the request of the Company the recipient must return or destroy all copies promptly.

The information contained in this Presentation has not been independently verified and no representation or warranty, express or implied, is made as to, and no reliance should be placed on, the fairness, accuracy, completeness, reasonableness or correctness of the information or opinions contained herein. Neither the Group (including, for the avoidance of doubt, any of its holding companies, associated undertakings, controlling persons, shareholders) nor the respective directors, officers, employees, agents, partners or professional advisors shall have any liability whatsoever (in negligence or otherwise) for any direct, indirect or consequential loss howsoever arising from any use of this document or its contents or otherwise arising in connection with this Presentation. The information contained in this Presentation is provided as at the date of this Presentation and is subject to change without notice and the Group expressly does not undertake and is not obliged to review, update or correct the information at any time or to advise any participant in any related financing of any information coming to the attention of the Group.

The information in this Presentation does not constitute investment, legal, accounting, regulatory, taxation or other needs. You are solely responsible for forming your own opinions and conclusions on such matters and for making your own independent assessment of the Presentation.

This Presentation does not purport to contain all information that may be required by any party to assess the Company or the Group, or in each case its business, financial condition, results of operations and prospects for any purpose. This Presentation includes information the Company has prepared on the basis of publicly available information and sources believed to be reliable. The accuracy of such information (including all assumptions) has been relied upon by the Company and has not been independently verified by the Company. Any recipient should conduct its own independent investigation and assessment as to the validity of the information contained in this Presentation, and the economic, financial, regulatory, legal, taxation and accounting implications of that information.

This Presentation may include information on or in relation to the Company's EUR 1,670,000,000 Facility B Term Loan and EUR 200,000,000,000 Senior Secured Notes and EUR 335,000,000 Senior Notes (together the "Financing"). It is not intended to be (and should not be used as) the sole basis of any credit analysis or other evaluation. Each participant is responsible for making its own credit analysis and its own independent assessment of the business, financial condition, prospects, credit worthiness, status and affairs of the Group and the terms of the Financing and such independent investigation as it considers necessary or appropriate for determining whether to participate in the Financing. The Group does not make any representation or warranty or undertaking of any kind, express or implied, that the information contained or relating to this Presentation is sufficient for the recipient's credit evaluation process and do not accept or assume responsibility or liability of any kind, if it is not. Any proposed terms in this Presentation are indicative only and remain subject to contract.

Statements made in this Presentation may include forward-looking statements. These statements may be identified by the fact that they use words such as "anticipate", "estimate", "should", "expect", "guidance", "project", "intend", "plan", "believe", and/or other words and terms of similar meaning in connection with, among other things, any discussion of results of operations, financial condition, liquidity, prospects, growth, strategies or developments in the industry in which we operate. Such statements are based on management's current intentions, expectations or beliefs and involve inherent risks, assumptions and uncertainties, including factors that could delay, divert or change any of them. Forward-looking statements contained in this Presentation regarding trends or current activities should not be taken as a representation that such trends or activities will continue in the future. Actual outcomes, results and other future events may differ materially from those expressed or implied by the statements contained herein. Such differences may adversely affect the outcome and financial effects of the plans and events described herein and may result from, among other things, changes in economic, business, competitive, technological, strategic or regulatory factors and other factors affecting the business and operations of the Company nor any of its affiliates is under any obligation, and each such entity expressly disclaims any such obligation, to update, revise or amend any forward-looking statements, whether as a result of new information, future events or otherwise. You should not place undue reliance on any such forward-looking statements, which speak only as of the date of this Presentation. The Company does not: (i) accept any liability in respect of any forward-looking statements; or (ii) undertake to review, correct or update any forward-looking statement whether as a result of new information, future events or otherwise.

It should be noted that past performance is not a quide to future performance. I

Additional items regarding the financial information included in this Presentation

All financial figures included in this Presentation are unaudited, unless otherwise indicated.

Performance indicators and ratios that we report in this Presentation, such as EBITDA, Adjusted EBITDA, Free Cash Flow and working capital are not financial measures defined in accordance with IFRS, U.S. GAAP or other applicable accounting standard and, as such, may be calculated by other companies using different methodologies and having a different result. Therefore, these performance indicators and ratios are not directly comparable to similar figures and ratios reported by other companies.

Neither the Company nor any member of the Group takes any responsibility for the recipient's decision to limit the scope of the information that it has obtained in connection with its evaluation of the Group and the Financing.

Each recipient should be aware that some of the information in this Presentation may constitute "inside information" for the purposes of any applicable legislation and each recipient should therefore take appropriate advice as to the use to which such information may lawfully be put. The Presentation is given in confidence and you should not base any behaviour in relation to financial instruments (as defined in the EU Market Abuse Regulation (EU 596/2014) or "MAR") which would amount to market abuse for the purposes of MAR on the information in this Presentation unless and until after the information has been made generally available. Nor should you use the information in this Presentation in any way which would constitute "market abuse". You are under an obligation to assess for yourself whether you are in possession of inside information and when you have ceased to be in possession of such information. You should consult with your legal and compliance teams on your obligations in this regard.

The distribution of this Presentation in certain jurisdictions may be restricted by law. Persons into whose possession this Presentation comes are required to inform themselves about and to observe any such restrictions. No liability to any person is accepted by the Company, including in relation to the distribution of the Presentation in any jurisdiction.

This notice and any dispute arising from it, whether contractual or non-contractual, is governed by German law.



TODAY'S SPEAKERS



Tina Müller Group CEO



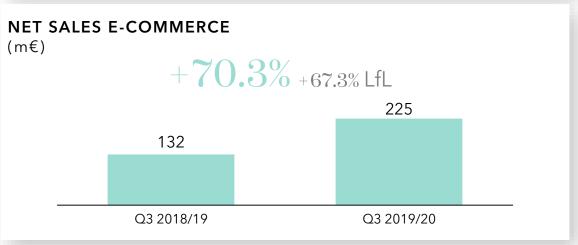
Matthias BornGroup CFO

DOUGLAS SAFELY NAVIGATES THROUGH THE CRISIS

LOCKDOWN EASES AND STORE RE-OPENINGS FROM APRIL ONWARD



- > Successful store ramp-up with nearly 100% stores reopened
- Outstanding E-Commerce growth in Q3
- > Core countries see market share gains over previous year
- > Effective countermeasures implemented
- > Effective cost optimization program continues
- > Robust liquidity position

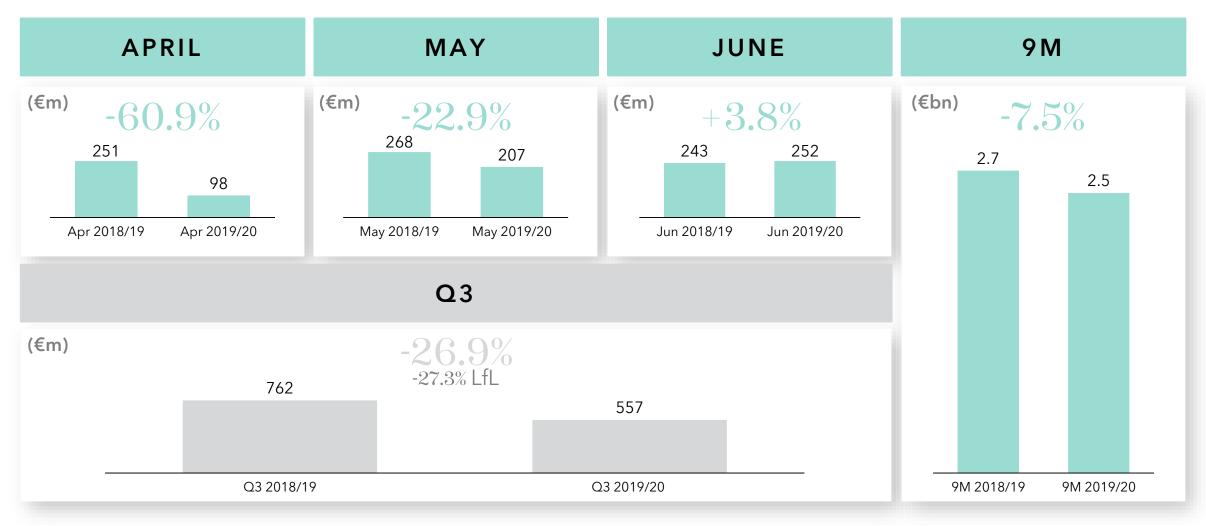


DEVELOPMENT OF STORE RAMP-UP

- After complete shutdown now nearly 100% of stores reopened
- Footfall traffic still significantly lower than PY
- Partially compensated for with higher conversion rates and average order values vs.
 PY
- > Store Net Sales >90% vs. PY in June, despite not operating with all FTEs and limited opening hours

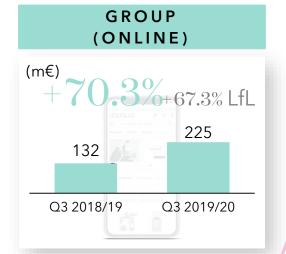


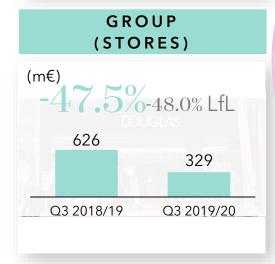
NET SALES IMPACTED BY LOCKDOWN IN Q3

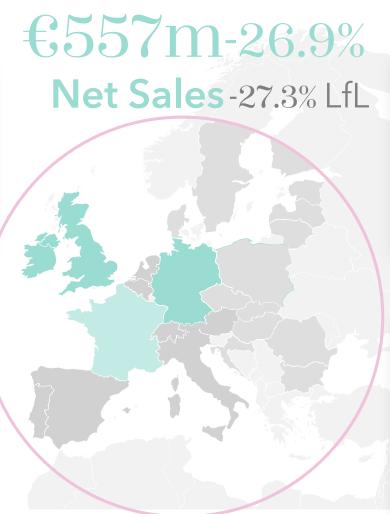


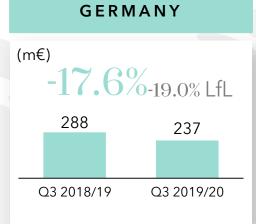
ALL REGIONS AFFECTED WHILE E-COMMERCE BOOMS

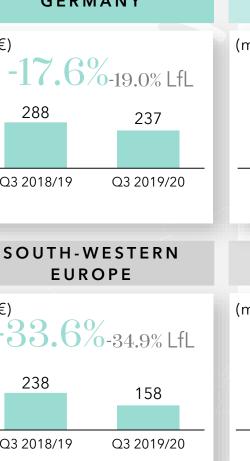
Q3 2019/20









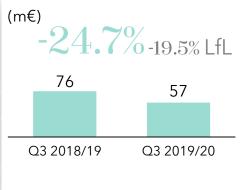




EUROPE

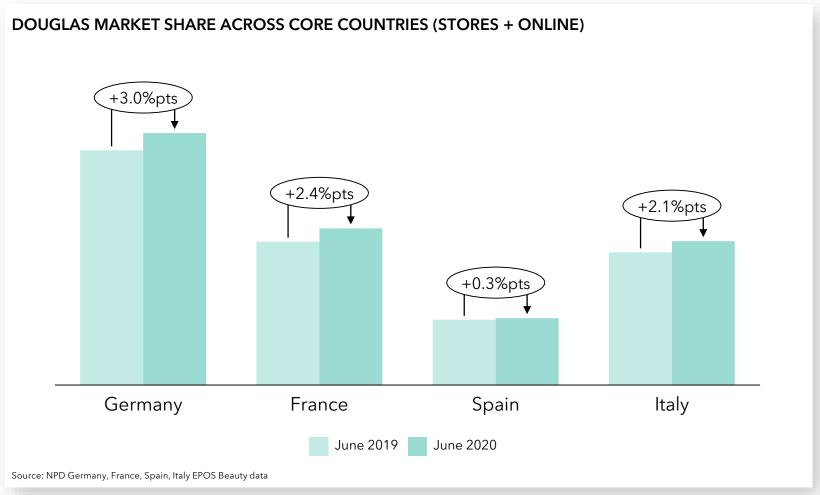


EASTERN EUROPE



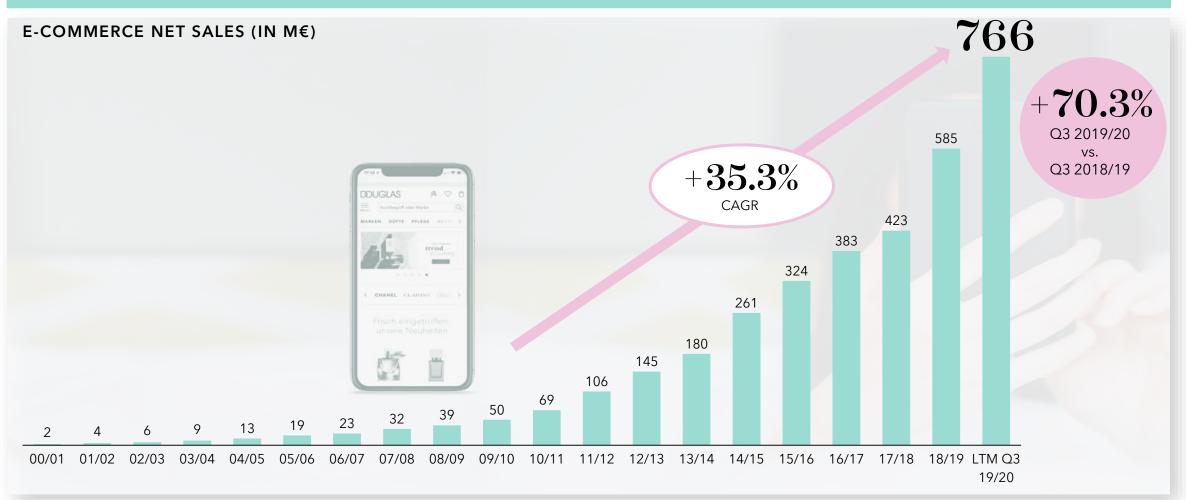
DOUGLAS EXPANDS ITS MARKET SHARE

- Douglas outperforms previous year's market shares across core countries in both channels, i.e. in stores and online
- E-Commerce: Key growth driver in all countries
- Even post lockdown online business accelerates further vs. prior quarters

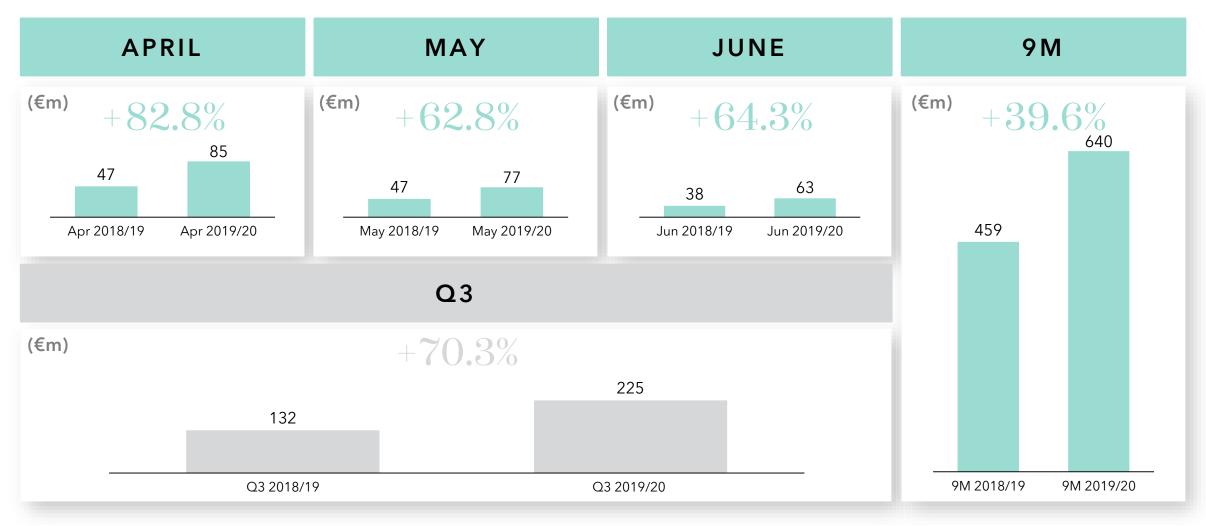


LONG-TERM E-COMMERCE GROWTH

E-COMMERCE GROWTH FURTHER ACCELERATES, WITH NET SALES EXCEEDING €760M



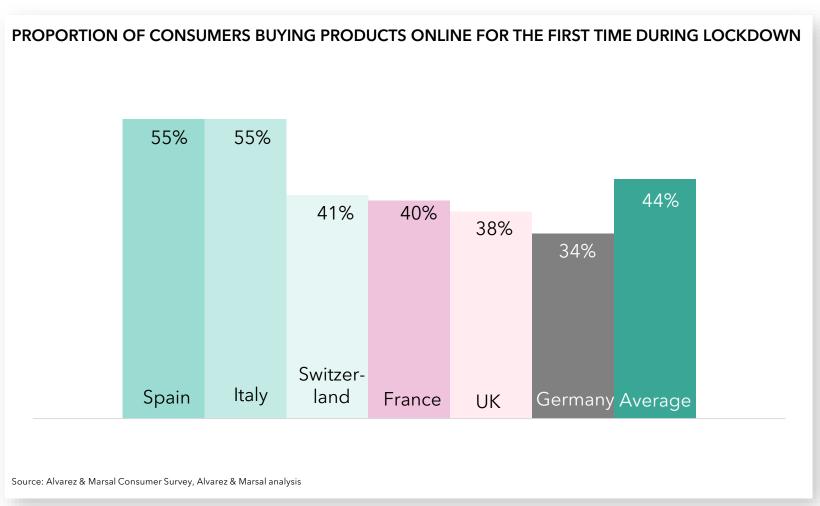
OUTSTANDING E-COMMERCE NET SALES IN Q3



PERMANENT SHIFT IN CONSUMER BEHAVIOR

NEW RETAIL PARADIGM ARISES FROM COVID-19

- A total of 44% of European consumers bought products online for the first time during lockdown
- Spain and Italy (55%) with highest proportion of consumers buying products online for the first time
- Long-time impact of the lockdown is expected to lead to greater migration towards online purchases



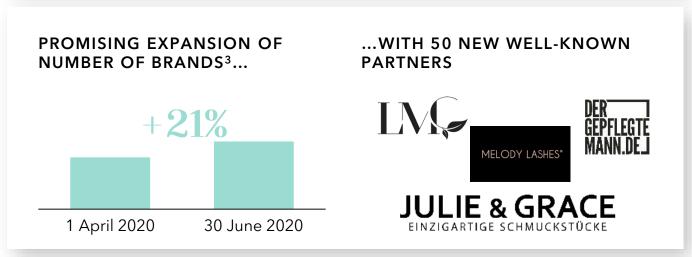
POSITIVE DEVELOPMENT OF ALL E-COMMERCE KPIS

	ONLINE NET SALES	ONLINE REVENUE SHARE
GROUP 9M2019/20	□ €640m +39.6%	25.6% (Germany: 39.9%)
	CONVERSION RATE	AVERAGE BASKET (INCL. VAT)
G E R M A N Y	3.7% (0.2)%pts	€67 +4.1%
9M2019/20	MOBILE REVENUE SHARE	APP REVENUE SHARE
	63.5% +1.8%pts	22.8% +3.7%pts

ACTIVITIES BOOSTING OUR E-COMMERCE

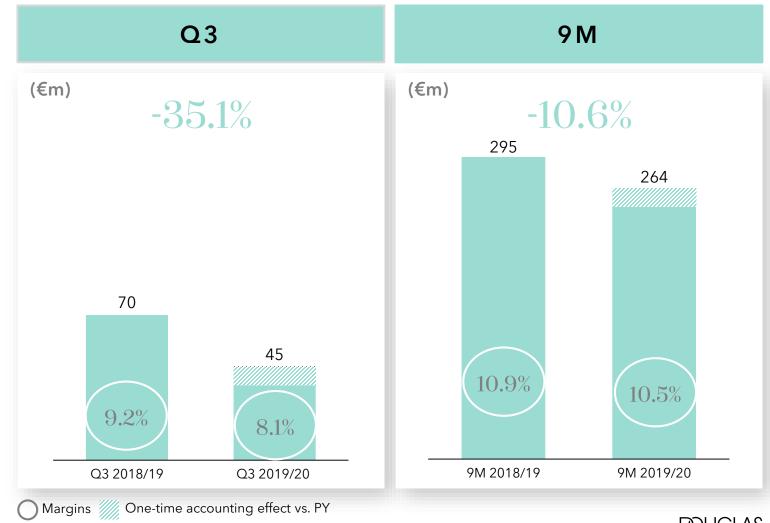
- Strong assortment boost in Germany (+24%¹)
- Industry leading CRM program supports growth by converting offline customers into first-time online buyers
- Implementation of special services, such as phone order service in Italy and Spain or a lower minimum order value for free shipping in all countries
- New video format 'Douglas Live' around beauty and skincare advice
- Expansion of our operational capabilities in fulfillment, while ensuring safety & health measures
- Accelerated growth of marketplace

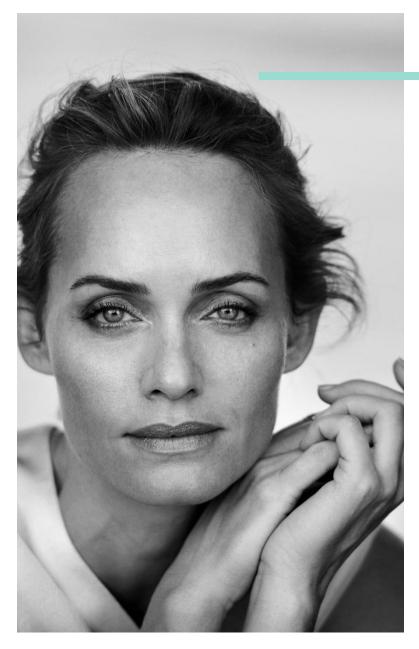




ADJUSTED EBITDA¹ IMPACTED BY LOCKDOWN IN Q3

- → €205m decrease in Net Sales
 translated into a decrease of only
 €25m Adjusted EBITDA
- Countermeasures and tight cost discipline successfully mitigated lockdown effect
- Germany segment benefitted by one-time effect²





SUMMARY

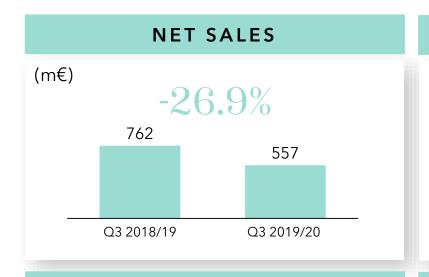
- ✓ Almost 100% of stores reopened, running at >90% of PY sales level
- Accelerated shift to online purchases
- Core countries see market share gains in both channels
- E-Commerce as strategic growth driver with outstanding performance
- ✓ Net Sales decline well absorbed



Closer Look: Q3 2019/20 Financials

Q3 2019/20 FINANCIALS AT A GLANCE

THIRD QUARTER IMPACTED BY LOCKDOWN



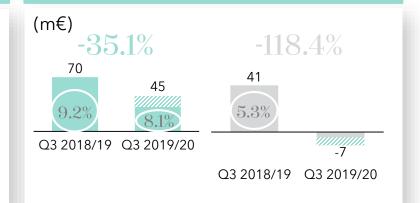
LFL GROWTH

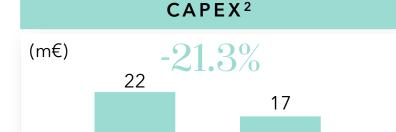
-27.3% Total LfL Growth:

-48.0% Store LfL Growth:

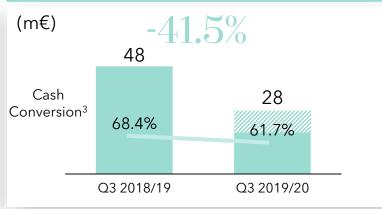
Online LfL Growth: +67.3%

ADJUSTED 1/REPORTED EBITDA

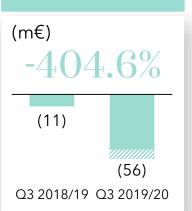




ADJUSTED EBITDA - CAPEX



NET INCOME





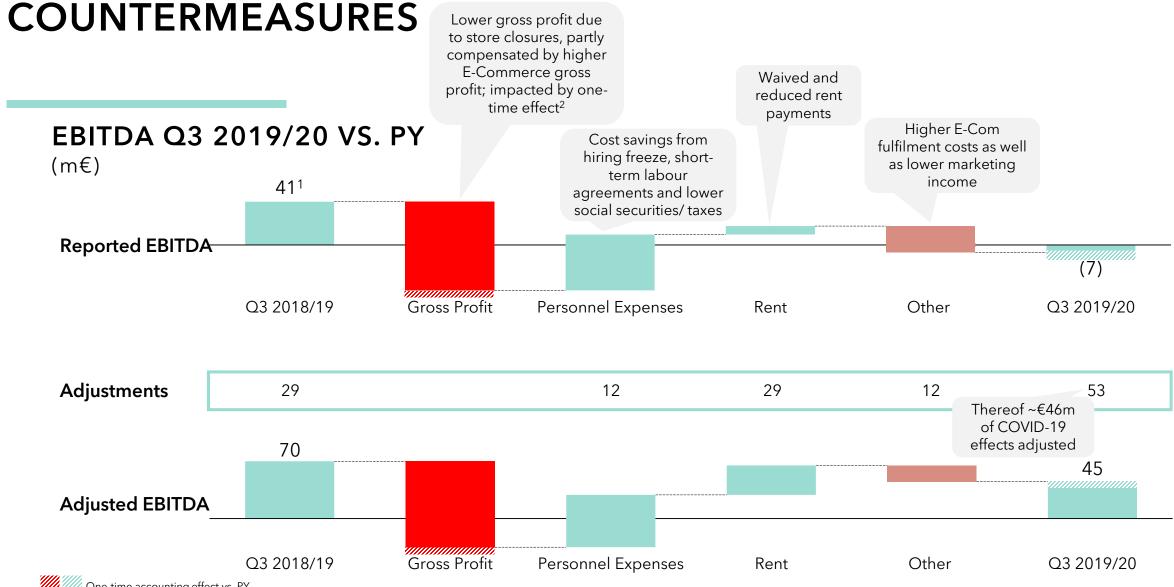
FREE CASH

Q3 2018/19

Q3 2019/20

Adjusted EBITDA Reported EBITDA One-time accounting effect vs. PY

EBITDA: LOSS IN GROSS PROFIT PARTIALLY MITIGATED BY

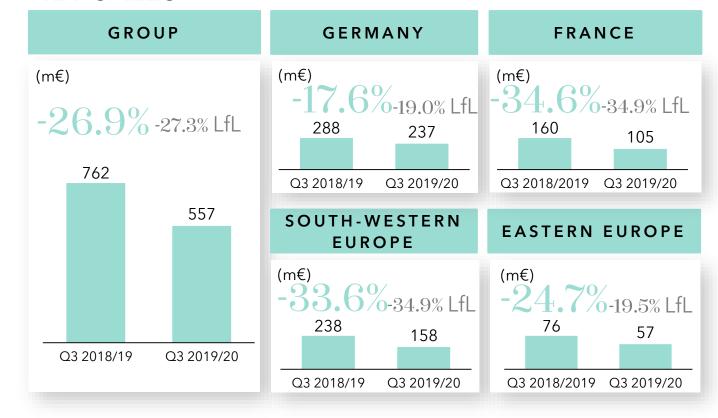


NET SALES DEVELOPMENT BY SEGMENT

Q3 2019/20

- Net Sales impacted by COVID-19 lockdown in all regions
- Impact partly compensated for by strong e-commerce business
- France and SWE most severely impacted due to long-lasting lockdown starting from mid March onward
- During lockdown managed to gain market shares in core countries, especially in Germany, France, Spain and Italy

NET SALES¹



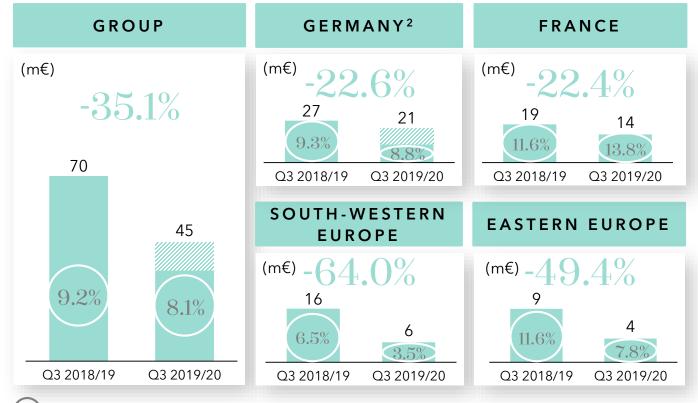


ADJUSTED EBITDA DEVELOPMENT BY SEGMENT

Q3 2019/20

- All EBITDA figures stated pre IFRS16¹
- > Countermeasures and tight cost discipline have mitigating effect
- > Germany: Impact partly compensated for by strong e-commerce business; central cost base above PY
- > France: Decreasing, while still being able to improve margins
- > SWE: Sales affected similar to France, but with high promo pressure in online
- > Eastern Europe: Topline development consumed by fixed costs

ADJUSTED EBITDA¹











TIGHT CASH AND PAYABLES MANAGEMENT WAS ABLE TO COMPENSATE FOR PROFIT DROP IN Q3

Q3 2019/20 (m€)

COUNTERMEASURES

- Hiring freeze and short-term labor
- Waived/reduced rent payments
- Lower indirect and discretionary spend

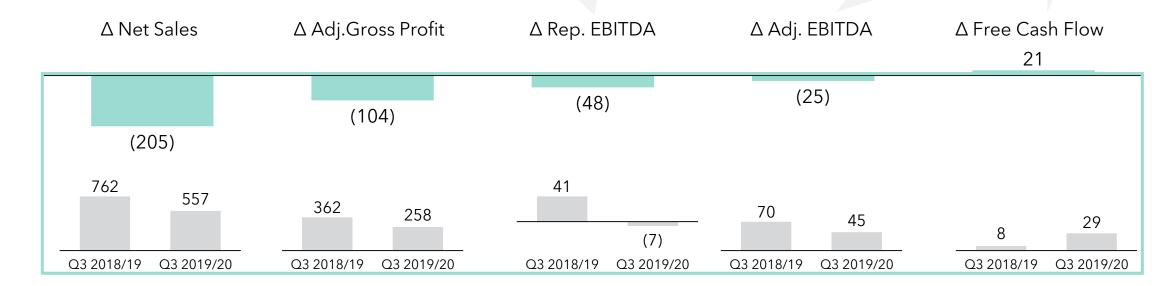
ADJUSTMENTS Q3 2018/19

• €22m inventory write-down

COUNTERMEASURES

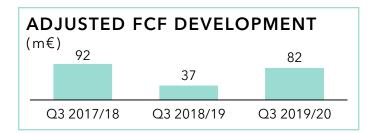
Reduced and deferred payments incl. taxes (i.e. leading partially to higher payables -> timing effect)

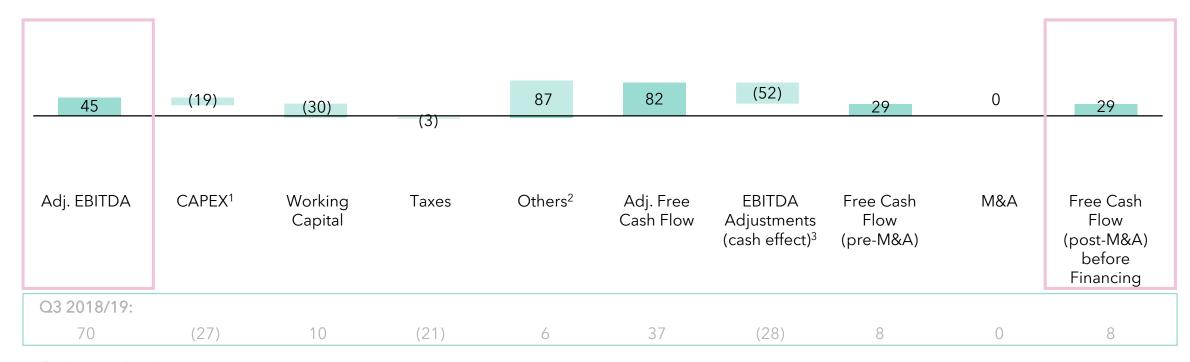
ADJUSTMENTS Q3 2019/20 €46m COVID-19 effects



Q3 FREE CASH FLOW DEVELOPMENT POSITIVE AND ABOVE PREVIOUS YEAR DESPITE COVID-19 LOCKDOWN

FREE CASH FLOW BRIDGE Q3 2019/20 (m€)





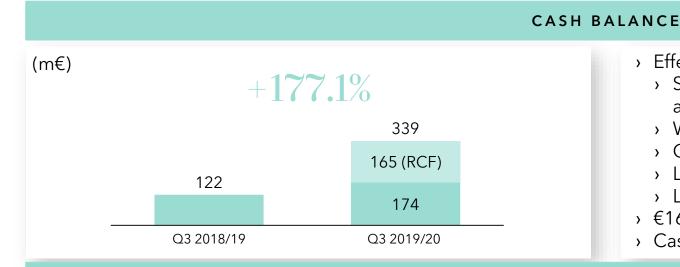
Excl. M&A-related investments



² Change in Other Assets, Liabilities and Accruals

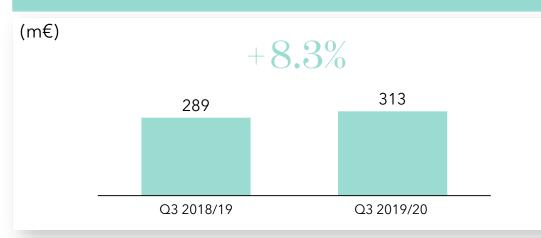
³ For details on FBITDA adjustments see page 32

LIQUIDITY MAXIMIZED THROUGH COUNTERMEASURES



- > Effect from lower gross profit, overcompensated by
 - Savings in personnel expenses (incl. government support)
 and shift of social securities payments/taxes
 - > Waived/reduced rent payments
 - Capex reduction
 - > Longer terms for payables negotiated
 - > Lower tax payments and reduction of prepayments
- > €165m of RCF drawn
- Cash balance excl. RCF €174m (i.e. €33m above PY)

NET WORKING CAPITAL



- > Inventory slightly higher but managed efficiently through:
 - Reduction and cancellation of incoming orders
 - > Shift of store inventory to e-commerce
 - Return of goods from stores to suppliers
- Lower receivables due to timing of weekend at the prior year end
- Lower payables due to reduced and cancelled orders, partially compensated by longer payment terms

BASICALLY UNCHANGED CAPITAL STRUCTURE

CAPITAL STRUCTURE

30 June 2020	m€	x Adj. EBITDA	Maturity	Pricing
Cash and Equivalents	339			
RCF (€200m Volume)	165		Feb 22	E+3.75% (0% floor)
Term Loan B (B2/CCC+)	1,370		Aug 22	E+3.50% (0% floor)
New Term Loan B ¹ (B2/CCC+)	300		Aug 22	E+3.25% (0% floor)
Senior Secured Notes (B2/CCC+)	300		Jul 22	6.25%
Net Senior Debt ²	1,796	5.6x		
Senior Notes (Caa2/CCC-)	335		Jul 23	8.75%
Net Debt (Corp: B3/CCC+)	2,131	6.7x		

TOTAL NET LEVERAGE



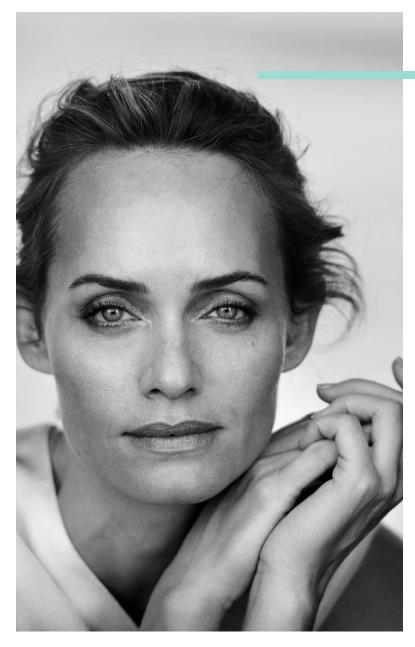
ADJUSTED EBITDA³

(m€)



PNet Debt does not include Accrued Interest

For details on EBITDA Adjustments see page 3



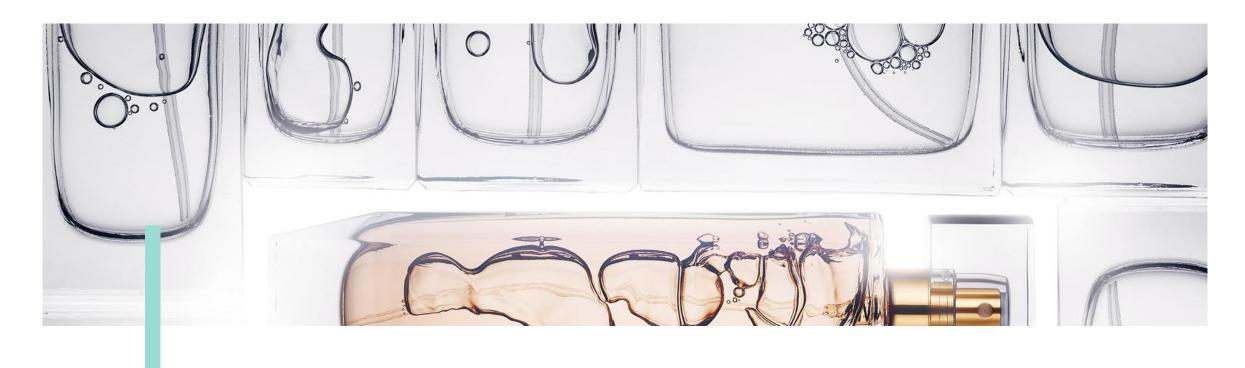
Q3 2019/20 IN SUMMARY

- COVID-19 lockdown in April and May with negative impact on Q3
- Liquidity and business continuity secured
- Effective countermeasures implemented
- ✓ Accelerator for E-Commerce shows impressive results
- Successful ramp-up of stores with dedicated campaign
- Cost-optimization program continuing
 - Right-sizing and monitoring of international store portfolio



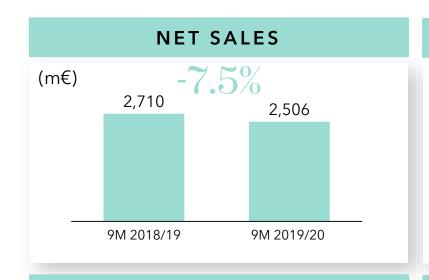
Thank you.

DOUGLAS



Appendix

KEY 9M 2019/20 FINANCIALS AT A GLANCE

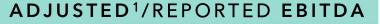


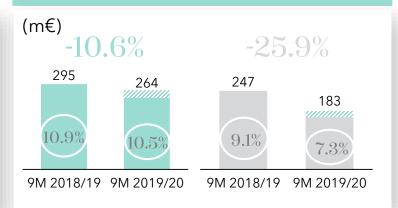
LFL-GROWTH

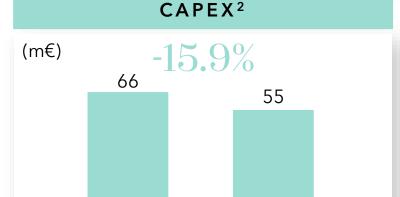
-7.9% Total LfL Growth:

-17.3% Store LfL Growth:

Online LfL Growth: +37.6%

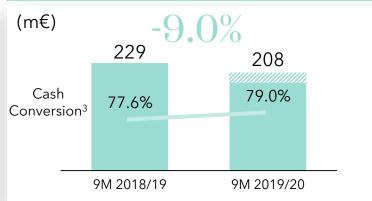






9M 2019/20

ADJUSTED EBITDA - CAPEX



NET INCOME





FREE CASH

9M 2018/19

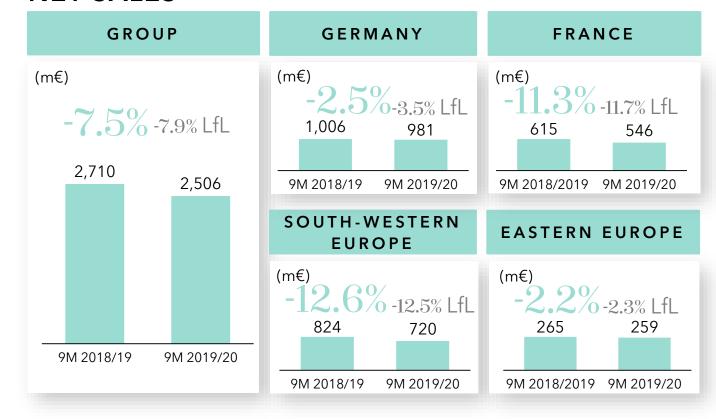
Adjusted EBITDA Reported EBITDA One-time accounting effect vs. PY

NET SALES DEVELOPMENT BY SEGMENTS

9M 2019/20

- Net Sales impacted by COVID-19 lockdown in all regions
- Impact partially compensated by strong e-commerce business
- France and SWE most severely impacted due to lockdown, starting from mid March onwards
- Despite lockdown managed to gain market shares in core countries, Germany, France, Spain and Italy

NET SALES¹



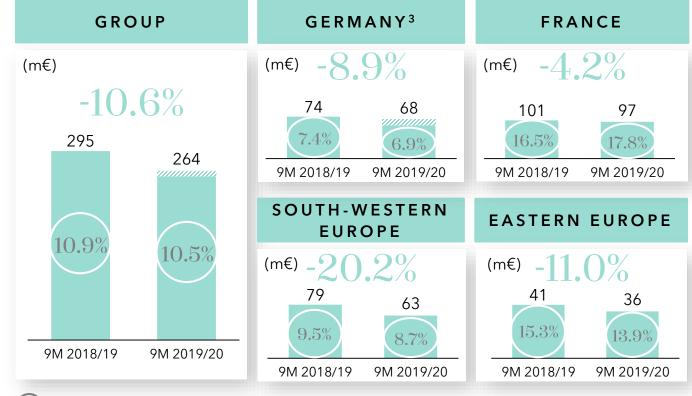


ADJUSTED EBITDA DEVELOPMENT BY SEGMENTS

9M FY2019/20

- > All EBITDA figures stated pre IFRS161
- Strong pre-lockdown tailwind, countermeasures, pricing excellence and tight cost discipline with mitigating effect
- Germany: Decreasing, while ecommerce remains a strong contributor
- France: Relatively small decrease, with improving margins
- SWE: Most severely impacted, analogue to Sales development
- Eastern Europe: Quite stable topline development consumed by fixed costs

ADJUSTED EBITDA²





¹ For details on IFRS16 effects and disclosures please refer to the 9M FY 2019/20 Interim Financial Report

For details on FBITDA Adjustments see page 32

³ Incl. control functions and consolidation offects

KEY FINANCIALS

LTM JUNE 2019/20

KEY FINANCIALS

(m€)	LTM Jun 2019	LTM Jun 2020	Delta
Net Sales	3,408	3.250	(4.6)%
LfL Growth			(5.2)%
Adjusted EBITDA ¹	377	320	(15.2)%
Margin (%)	11.1%	9.8%	(1.2)%pts
CAPEX ²	144	98	(31.8)%
Adjusted EBITDA ¹ - CAPEX	233	222	(5.0)%
Cash Conversion (%)	61.9%	69.3%	7.5%pts



ADJUSTMENTS TO EBITDA

Q3 & 9M 2019/20

- Consulting fees: Internal strategic projects (e.g. costs to be expected as part of cost-savings and store restructuring program going forward)
- > PPA: Acquisitions in Germany and SWE
- Credit card fees: "Below EBITDA" reclassification to financial result in accordance with banking and bond agreements
- COVID-19: In particular staff- and rentrelated idle costs in connection with our closed/not fully opened stores
- Other: Decrease due to extraordinary income related to payment from former shareholder and reversal of provisions

EBITDA ADJUSTMENTS

(m€)	Q3 2018/19	Q3 2019/20	9M 2018/19	9M 2019/20
Reported EBITDA ¹	41	(7)	247	183
Consulting fees	3	4	5	12
Restructuring costs	1	0	4	0
PPA	1	1	5	3
Credit card fees	3	3	12	12
Inventory write-downs	22	0	22	0
COVID-19	0	46	0	61
Other	(1)	0	1	(7)
Adjusted EBITDA ¹	70	45	295	264

REPORTED EBITDA

Q3 & 9M 2019/20

REPORTED EBITDA

(m€)	Q3 2018/19	Q3 2019/20	9M 2018/19	9M 2019/20
Germany ^{1,2}	2	(5)	40	32
France	18	7	96	85
South-Western Europe	13	(12)	71	34
Eastern Europe	8	3	39	32
Group ²	41	(7)	247	183

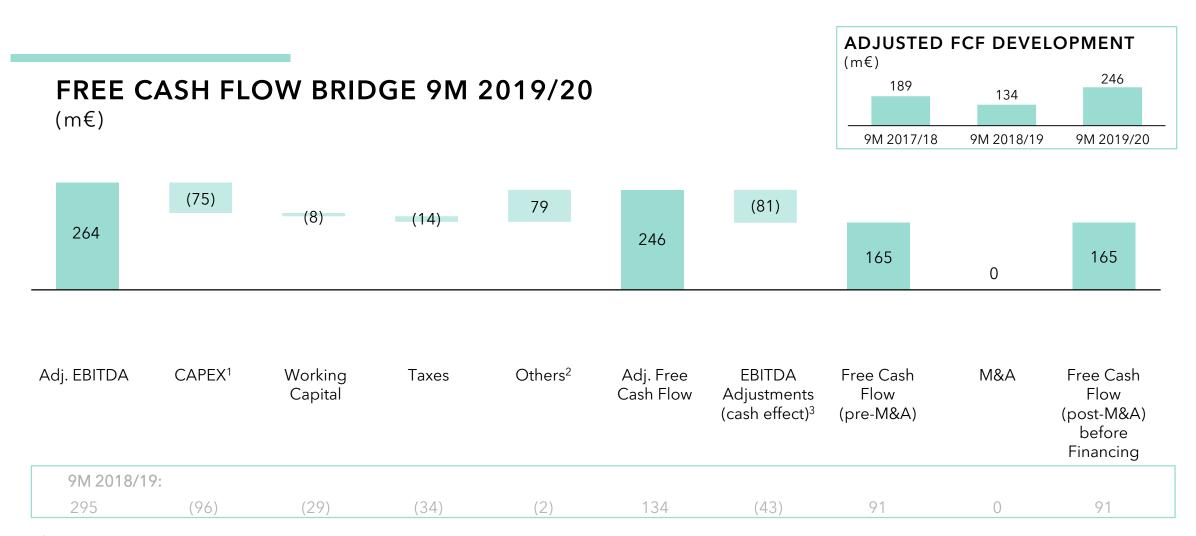
DEEP DIVE INTO LFL NET SALES GROWTH

QUARTERLY DEVELOPMENT

LFL NET SALES GROWTH DEVELOPMENT

	Q3 2018/19	Q4 2018/19	Q1 2019/20	Q2 2019/20	Q3 2019/20	LTM Q3 2019/20
Germany	5.5%	0.6%	6.6%	(3.7)%	(19.0)%	(0.4)%
France	(1.7)%	4.1%	2.8%	(15.8)%	(34.9)%	(8.6)%
South-Western Europe	0.0%	(0.2)%	4.7%	(15.8)%	(34.9)%	(10.0)%
Eastern Europe	7.6%	6.4%	10.5%	(5.3)%	(19.5)%	0.1%
Group	2.2%	1.6%	5.5%	(10.2)%	(27.3)%	(5.2)%
Stores	1.2%	0.1%	2.8%	(18.9)%	(48.0)%	(13.4)%
Online	18.3%	20.6%	21.9%	31.6%	67.3%	39.7%

STRONG FREE CASH FLOW GENERATION DRIVEN BY SPECIAL EFFECTS RELATING TO COUNTERMEASURES



¹ Excl. M&A-related investments

² Change in Other Assets, Liabilities and Accruals

For details on FBITDA adjustments see page 32

CASH FLOW STATEMENT

Q3 & 9M 2018/19

- Strong development of Cash Flow from Operating activities
- Cash flow from Investing activities at a lower level, since investments were held back
- Increase in Cash from Financing activities due to the COVID-19-related drawing of the RCF

CASH FLOW STATEMENT

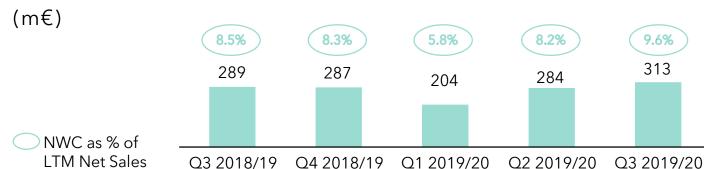
(m€)	Q3 2018/19	Q3 2019/20	9M 2018/19	9M 2019/20
Net Cash Flow from Operating activities	35	48	185	239
Net Cash Flow from Investing activities	(27)	(19)	(94)	(74)
Free Cash Flow	8	29	91	165
Net Cash Flow from Financing activities	(16)	1	(71)	93
Net Change in Cash & Cash Equivalents	30	(8)	19	259
Cash & Cash Equivalents at Beginning of Period	130	309	103	81
Cash & Cash Equivalents at End of Period	122	339	122	339

NET WORKING CAPITAL

Q3 2019/20

- Lower trade account receivables due to timing of weekend at the prior year end
- Inventories slightly higher compared with PY due to closure of majority of stores
- Payables: Lower due to smaller order volumes partially compensated by longer payment terms and other deferred payments, i.e. partly timing effect; given previous year's practice of cash management, slightly below previous year's level
- Other: Lower bonus receivables and more unredeemed gift vouchers

NET WORKING CAPITAL



(m€)	Q3 2018/2019	Q4 2018/2019	Q1 2019/2020	Q2 2019/2020	Q3 2019/2020
Inventories	751	744	803	822	762
Trade accounts receivable	50	46	76	35	40
Trade accounts payable	(483)	(487)	(737)	(514)	(437)
Other ¹	(29)	(16)	62	(58)	(53)
Total NWC	289	287	204	284	313



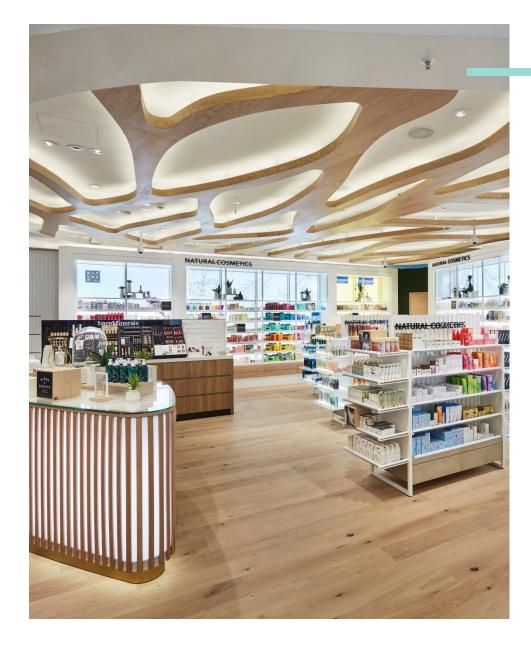
TECHNICAL ACCOUNTING IMPACT IN Q3

SEGMENT GERMANY ONLY

- Germany with additional positive income effect in Q3 from release of accrual within COGS
- > No effect on full financial year
- Germany historically with conservative approach in showing Q1 results by building up an accrual within COGS in Q1 and gradual reversing in Q2-Q4
- "Timing accrual" now totally released in Q3; Germany's approach therefore harmonized to other segments

ACCRUAL - P&L EFFECT ON GROSS PROFIT

(m€)		Q1	Q2	Q3	Q4	FY
-	FY2019/20	(23)	8	16	0	0
Δ Accrual	FY2018/19	(23)	8	7	9	0
◁	Delta	0	0	9	(9)	0
ofit	Reported (FY2019/20)	553	312	258		•••
Gross Profit	w/o Accrual (FY2019/20)	576	304	242		•••
Ğ	Delta	(23)	8	16	0	0



PREMIUM STORE NETWORK FOOTPRINT ACROSS EUROPE

 Decrease in # of stores driven by portfolio realignment in particular in SWE

 Size of footprint will be monitored on an ongoing basis subject to level of performance following reopening

	2,437				2,387		
	139				139		
	2,298				2,248		
30 June 2018/19			_	0 June 019/2	_	•	
Own stores Franchise stores							

YTD DEVELOPMENT	9M 2018/19	9M 2019/20
Store openings	10	17
Store closures	(10)	(61)
Store acquisitions	-	-
Store divestitures	-	-
Change in franchises	-	(1)
Total	-	(26)