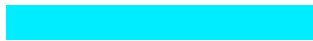


Investor presentation Telefónica Deutschland

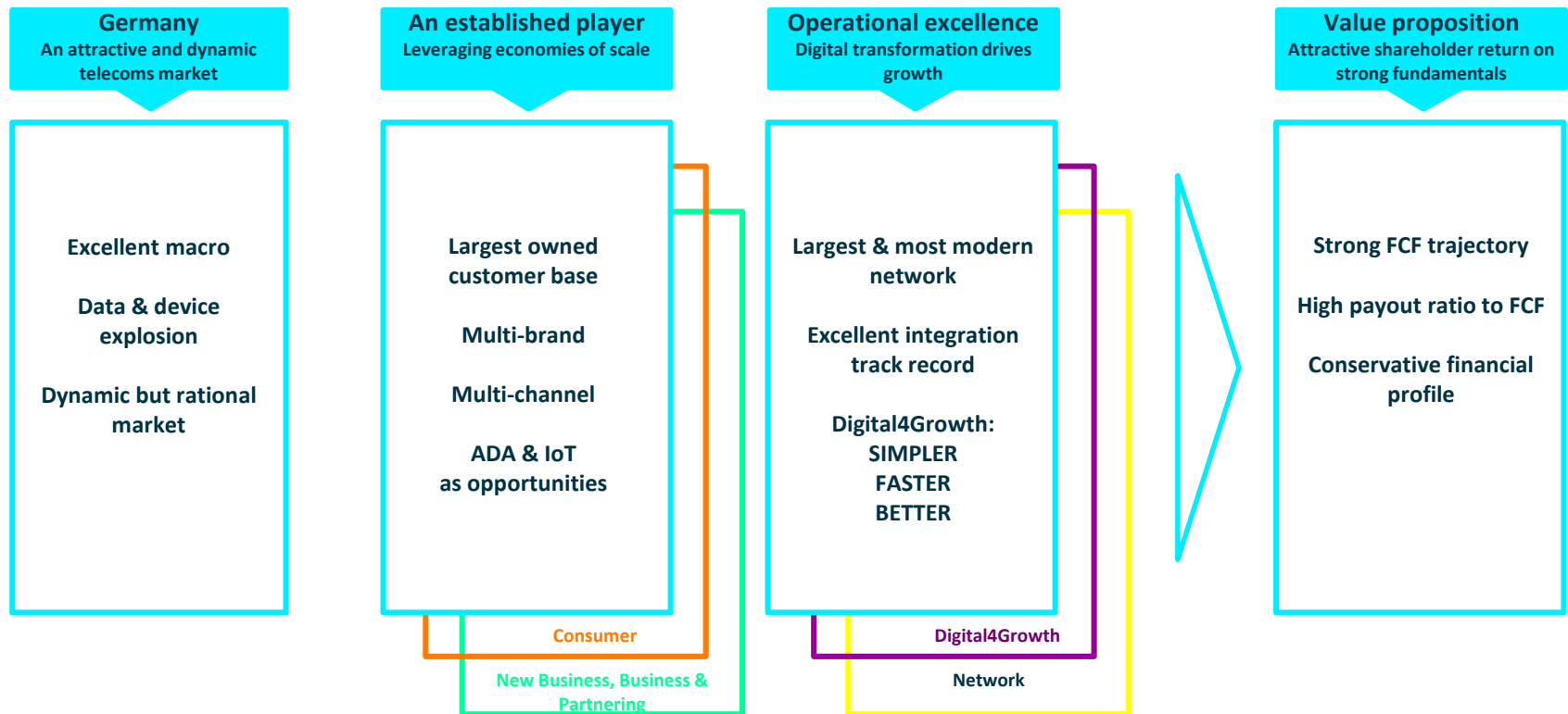


Telefónica Deutschland, Investor Relations
Q4 2018

Disclaimer

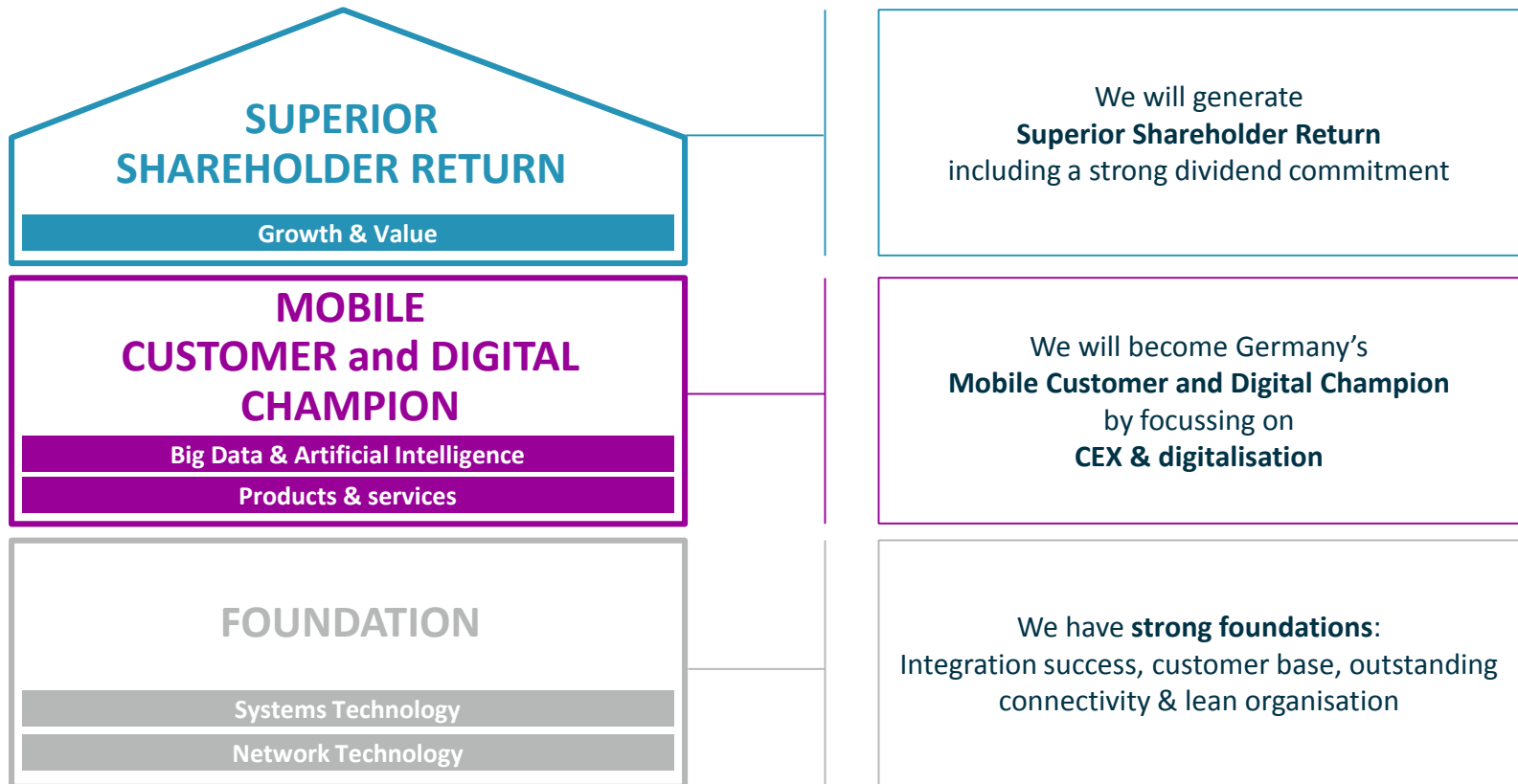
This document contains statements that constitute forward-looking statements and expectations about Telefónica Deutschland Holding AG (in the following “the Company” or “Telefónica Deutschland”) that reflect the current views and assumptions of Telefónica Deutschland's management with respect to future events, including financial projections and estimates and their underlying assumptions, statements regarding plans, objectives and expectations which may refer, among others, to the intent, belief or current prospects of the customer base, estimates regarding, among others, future growth in the different business lines and the global business, market share, financial results and other aspects of the activity and situation relating to the Company. Forward-looking statements are based on current plans, estimates and projections. The forward-looking statements in this document can be identified, in some instances, by the use of words such as “expects”, “anticipates”, “intends”, “believes”, and similar language or the negative thereof or by forward-looking nature of discussions of strategy, plans or intentions. Such forward-looking statements, by their nature, are not guarantees of future performance and are subject to risks and uncertainties, most of which are difficult to predict and generally beyond Telefónica Deutschland's control, and other important factors that could cause actual developments or results to materially differ from those expressed in or implied by the Company's forward-looking statements. These risks and uncertainties include those discussed or identified in fuller disclosure documents filed by Telefónica Deutschland with the relevant Securities Markets Regulators, and in particular, with the German Federal Financial Supervisory Authority (Bundesanstalt für Finanzdienstleistungsaufsicht – BaFin). The Company offers no assurance that its expectations or targets will be achieved. Analysts and investors, and any other person or entity that may need to take decisions, or prepare or release opinions about the shares / securities issued by the Company, are cautioned not to place undue reliance on those forward-looking statements, which speak only as of the date of this document. Past performance cannot be relied upon as a guide to future performance. Except as required by applicable law, Telefónica Deutschland undertakes no obligation to revise these forward-looking statements to reflect events and circumstances after the date of this presentation, including, without limitation, changes in Telefónica Deutschland's business or strategy or to reflect the occurrence of unanticipated events. The financial information and opinions contained in this document are unaudited and are subject to change without notice. This document contains summarised information or information that has not been audited. In this sense, this information is subject to, and must be read in conjunction with, all other publicly available information, including if it is necessary, any fuller disclosure document published by Telefónica Deutschland. None of the Company, its subsidiaries or affiliates or by any of its officers, directors, employees, advisors, representatives or agents shall be liable whatsoever for any loss however arising, directly or indirectly, from any use of this document its content or otherwise arising in connection with this document. This document or any of the information contained herein do not constitute, form part of or shall be construed as an offer or invitation to purchase, subscribe, sale or exchange, nor a request for an offer of purchase, subscription, sale or exchange of shares / securities of the Company, or any advice or recommendation with respect to such shares / securities. This document or a part of it shall not form the basis of or relied upon in connection with any contract or commitment whatsoever. These written materials are especially not an offer of securities for sale or a solicitation of an offer to purchase securities in the United States, Canada, Australia, South Africa and Japan. Securities may not be offered or sold in the United States absent registration under the US Securities Act of 1933, as amended, or an exemption there from. No money, securities or other consideration from any person inside the United States is being solicited and, if sent in response to the information contained in these written materials, will not be accepted.

The Telefónica Deutschland Equity Story: Becoming the Mobile Customer & Digital Champion



¹ Excluding regulatory effects

Strategic priorities of Telefónica Deutschland



The German market thesis



Environment

Largest 4 to 3 merger in Europe, rational and dynamic market; mobile data usage increase and IoT drive market opportunity with focus on retention and fair market share

Data & sensors



Device & sensor opportunity: Consumer will mainly buy IoT from an existing relationship



Convergence

Soft convergence: Limited consumer demand for quadruple play due to large FTA offering; wholesale access to incumbent broadband network

New regulatory environment



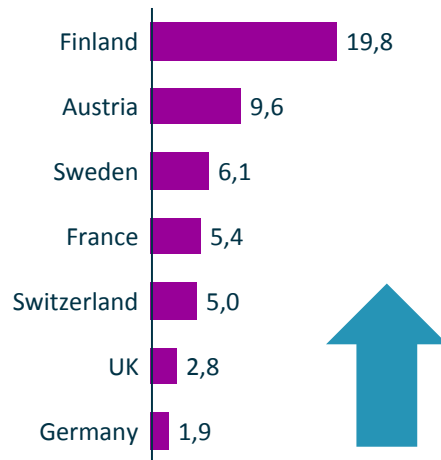
Europe needs a common regulatory framework on spectrum, as well as deregulation and a consistent framework for OTT & net neutrality to encourage investments

¹ Arbeitsagentur (Dec 2018)

The data & device opportunity: Expecting explosive growth

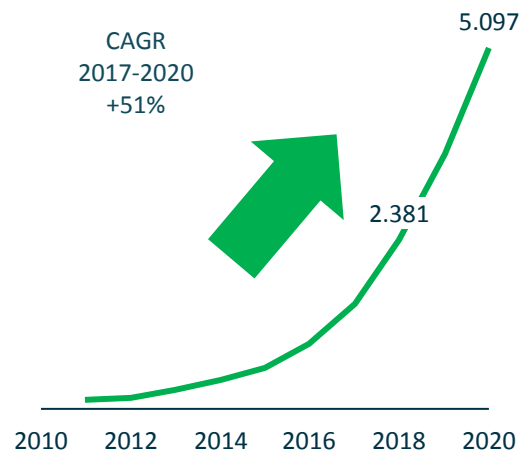
MARKET TRENDS – German market with significant further growth potential

Mobile data usage in Europe¹
in GB/month per connection



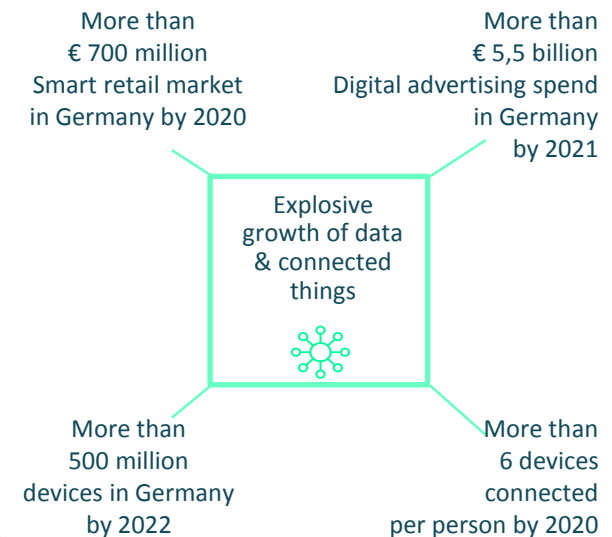
- Germany still a European laggard in terms of customer data usage
- Further opportunities from growing LTE adoption

Mobile data traffic in Germany¹
Annual volume of mobile data traffic
in m GB



- Music & video streaming as usage drivers
- Trend to 3 GB/month for LTE customers

ADA and IoT growth opportunity²



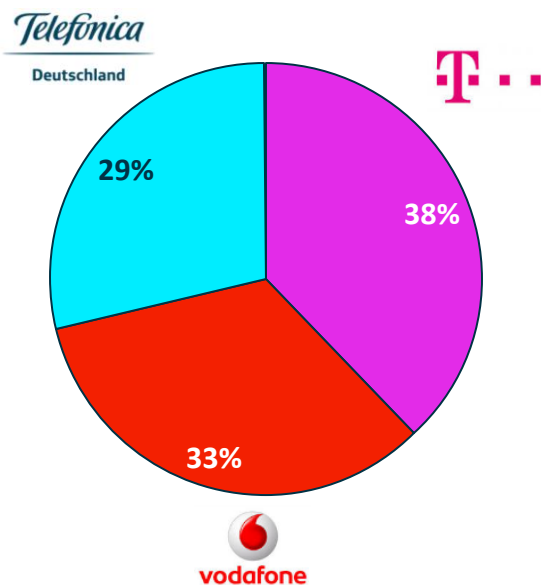
- Device & sensor opportunity: Consumer will mainly buy IoT from an existing relationship

Source: ¹ Analysys Mason "Western Europe telecoms market trends and forecasts 2018–2023", 29.10.2018

² Company Research / Simon-Kucher & Partners analysis (2017) / Cisco VNI Global forecast (2017) / Please note: Devices including cellular, wifi & Bluetooth

Competitive environment Germany

Rational and balanced market structure¹



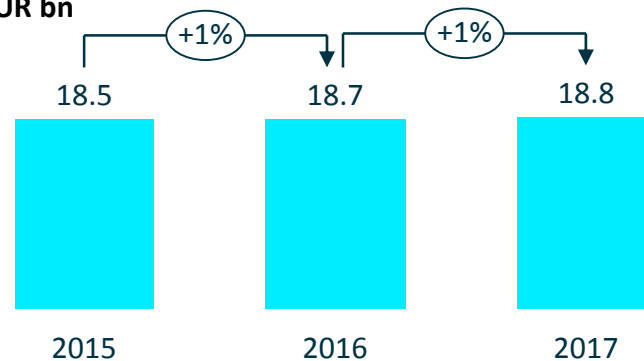
- Rational market following 4 to 3 consolidation
- Tiered mobile data portfolios enabling data monetisation

¹ Market share of MSR based on reported financials by MNOs for Q2 2018

Market development in past years

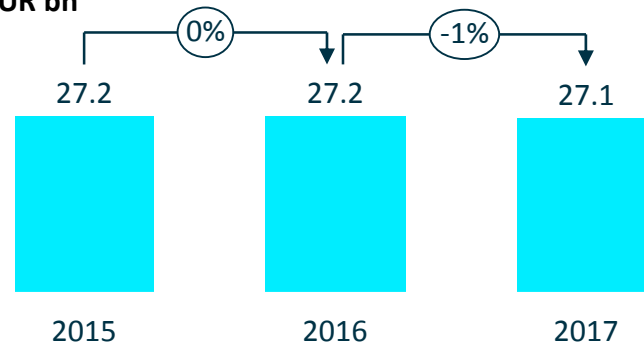
Mobile market: Service revenues²

EUR bn



Fixed market: Service revenues³

EUR bn



² Mobile service revenues (external revenues) excl. hardware revenues; Source: Bundesnetzagentur (German national regulator) "Jahresbericht 2017" as of May 2018

³ Fixed service revenues (external revenues) in telecommunications and hybrid fixed coax (HFC) networks excl. hardware revenues; Source: Bundesnetzagentur (German national regulator) "Jahresbericht 2017" as of May 2018

The new Telefónica Deutschland: Largest & fastest merger now completed

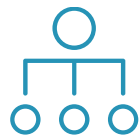
1 companies
4 years

>9,000 Employees



>30%

OIBDA growth
in 4 years



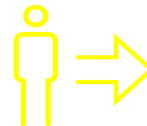
~1,600
FTE

Organisation
harmonised
in 3 years



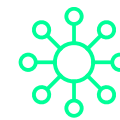
600

Shop reduction
in 3 years



>25m

Customers
migrated to one
IT stack in 2016



~14k

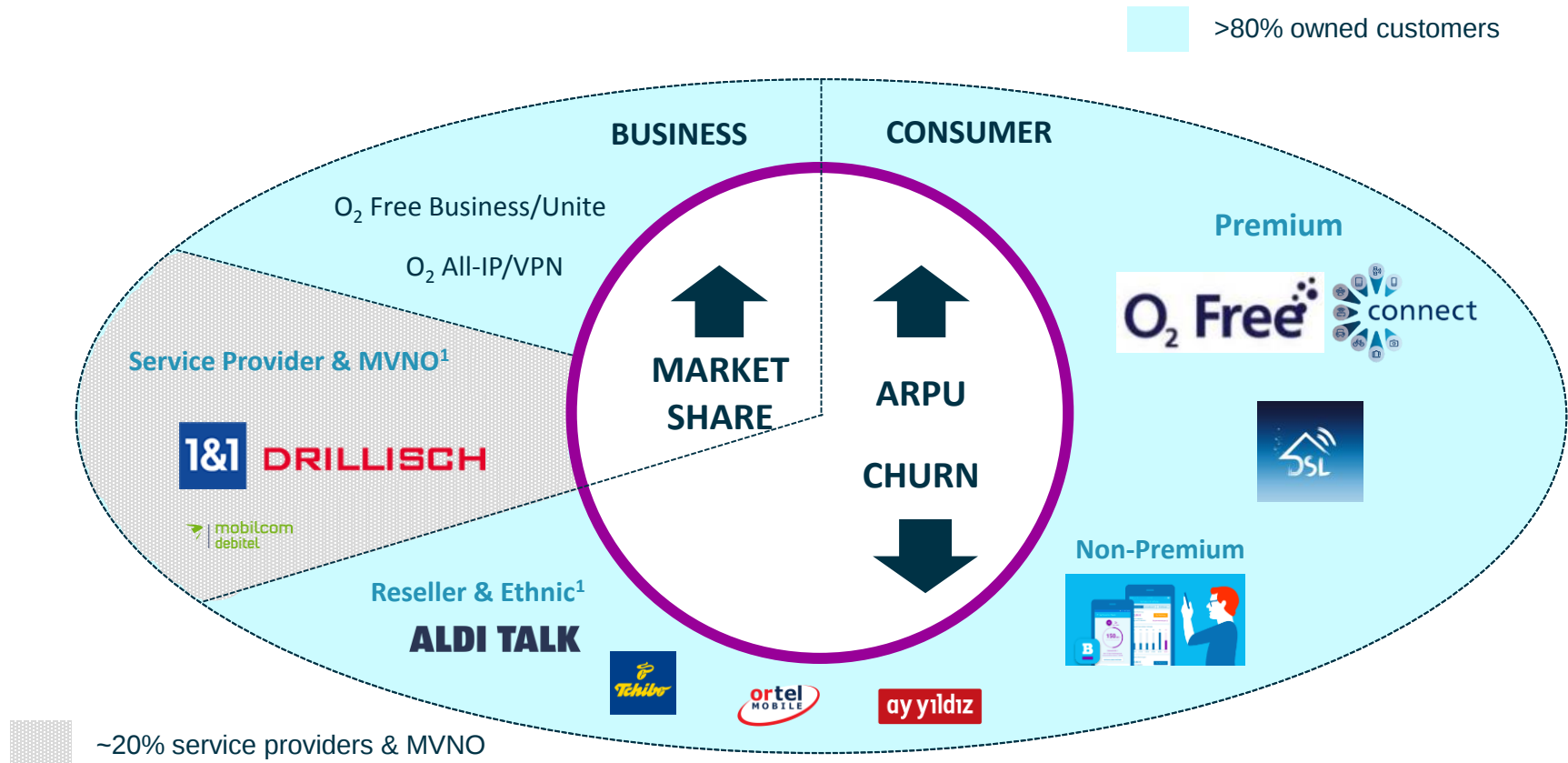
Network sites
consolidated in
4 years



O₂
Free

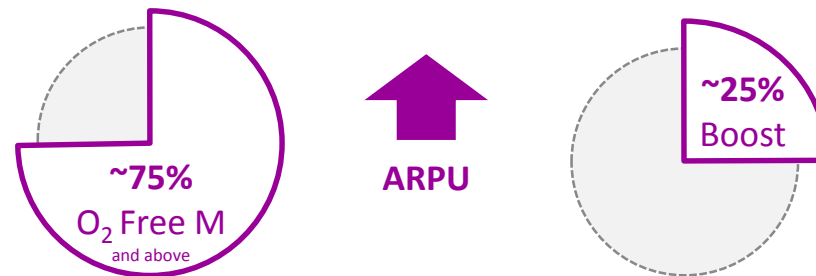
First 3G
unlimited
First 4G big
bucket portfolio

Future-proof portfolios across all segments with largest owned customer base of ~35 million



¹ Not exhaustive

Building the Mobile Customer & Digital Champion; focus on customer experience



O₂ Free, my All in One & DSL portfolio

2019 O₂ Free connect + boost

O ₂ Free Unlimited unbegrenzt	O ₂ Free L 30 GB	O₂ Free M 10 GB	O ₂ Free S 1 GB
✓ Unbegrenzte Highspeed-Daten mit LTE Max. ✓ Allnet-Flat in alle dt. Netze	✓ 30 GB Highspeed-Daten mit LTE Max. ✓ Allnet-Flat in alle dt. Netze	✓ 10 GB Highspeed-Daten mit LTE Max. ✓ Allnet-Flat in alle dt. Netze	✓ 1 GB Highspeed-Daten mit LTE Max. ✓ Allnet-Flat in alle dt. Netze
	Für nur 5 € incl. mehr	Für nur 5 € incl. mehr	Für nur 5 € incl. mehr
	60 GB mit Connect-Option: ☐ Datenvolumen auf mehreren mobilen Geräten nutzen	20 GB mit Connect-Option: ☐ Datenvolumen auf mehreren mobilen Geräten nutzen	2 GB mit Connect-Option: ☐ Datenvolumen auf mehreren mobilen Geräten nutzen
Tarifdetails > Produktinformationsblatt >	Tarifdetails > Produktinformationsblatt >	Tarifdetails > Produktinformationsblatt >	Tarifdetails > Produktinformationsblatt >
monatlich 59,99 € + Anschlusspreis 29,99 €	monatlich 39,99 € + Anschlusspreis 29,99 €	monatlich 29,99 € + Anschlusspreis 29,99 €	monatlich 19,99 € + Anschlusspreis 29,99 €

Double data and  feature for additional EUR 5 for O₂ Free _S, M and L

2019 O₂ my All in One

O ₂ my All in One Unlimited unbegrenzt LTE und 50 MBit/s DSL	O₂ my All in One XL 60 GB LTE und 50 MBit/s DSL
✓ Unbegrenzte Highspeed-Daten mit LTE Max. ✓ Unbegrenzt DSL mit bis zu 50 MBit/s und Telefon-Flat vom Festnetz in alle dt. Netze ✓ Allnet-Flat in alle dt. Netze ✓ Allnet-Flat ins EU-Ausland	✓ 60 GB Highspeed-Daten mit LTE Max. ✓ Unbegrenzt DSL mit bis zu 50 MBit/s und Telefon-Flat vom Festnetz in alle dt. Netze ✓ Allnet-Flat in alle dt. Netze
Für nur 20 € incl. mehr	
Connect-Option: ☐ Datenvolumen auf mehreren mobilen Geräten nutzen	
Tarifdetails > Produktinformationsblatt >	Tarifdetails > Produktinformationsblatt >
monatlich 79,99 € + Anschlusspreis 29,99 €	monatlich 59,99 € + Anschlusspreis 29,99 €

 feature with up to 9 Sim cards can be activated for an additional EUR 20 for unlimited

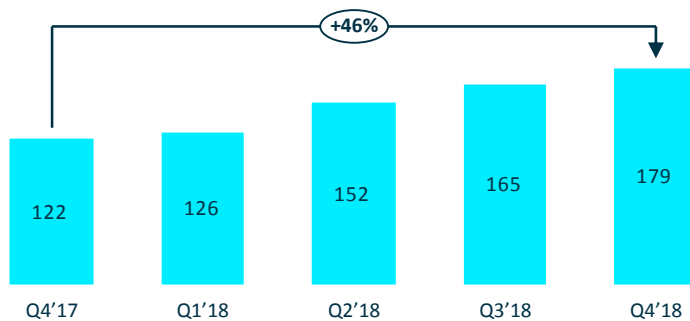
2018 O₂ DSL

O ₂ my Home L ¹ 100 MBit/s DSL	O₂ my Home M² 50 MBit/s DSL	O ₂ my Home S ³ 10 MBit/s DSL
- Super-Highspeed DSL: Download bis zu 100 MBit/s, Upload bis zu 40 MBit/s - Telefon-Flat: kostenlos in alle dt. Netze 6. € Anschlussgebühr bei Router-Auswahl	- Highspeed DSL: Download bis zu 50 MBit/s, Upload bis zu 24 MBit/s - Telefon-Flat: kostenlos in alle dt. Netze 6. € Anschlussgebühr bei Router-Auswahl	- DSL: Download bis zu 10 MBit/s, Upload bis zu 2,4 MBit/s - Telefon-Flat: kostenlos in alle dt. Netze 43,99 € Anschlussgebühr bei Router-Auswahl
Effektivpreis pro Monat: nur 29,99 € (1)	Effektivpreis pro Monat: nur 24,99 € (1)	Effektivpreis pro Monat: nur 22,07 € (1)
monatlich 24,99 € ab dem 15. Monat 24,99 €	monatlich 19,99 € ab dem 15. Monat 24,99 €	monatlich 14,99 € ab dem 15. Monat 24,99 €

Data usage driven by large data buckets in the updated O₂ Free portfolio

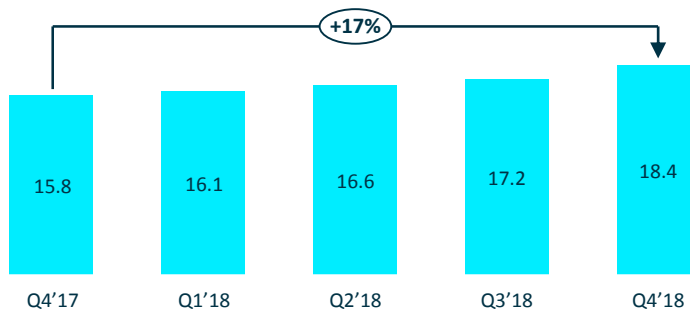
Mobile data with sustainable growth rates

Traffic (TB/Q)



LTE customer base further increasing

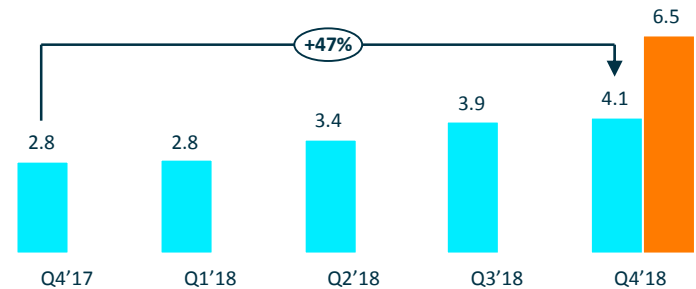
LTE customers (in million)



O₂ Free tariffs driving data growth

Average data usage for O₂ LTE customers (GB/month)

■ O₂ Free M tariff



- Steady data growth supported by music & video streaming; data traffic up +46% y-o-y
- LTE adoption drives LTE customer base up +17% y-o-y to 18.4 million
- Average data usage of O₂ LTE customers climbs to >4GB per month
- O₂ Free customers with even higher usage of more ~6.5GB of data in the most popular tariff

We have completed our network consolidation successfully and are ensuring 5G readiness for the future

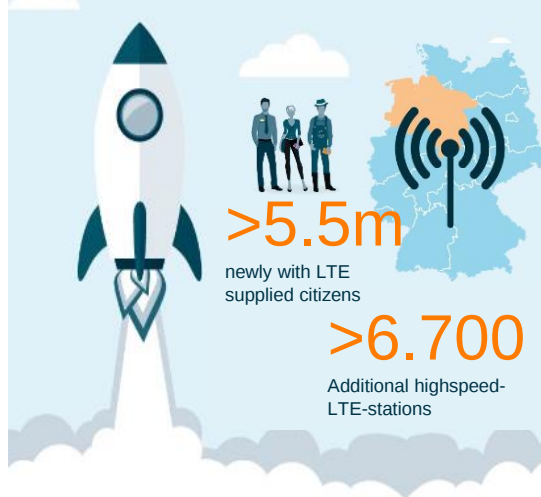


Massive network quality improvement throughout Germany

Network consolidation completed



a major milestone of becoming the "Mobile Customer & Digital Champion"



Major step up in the network tests in the 2nd half of 2018



No other German network operator

- has achieved such a **substantial improvement in its score** (+127 point y-o-y) since 2012
- has shown an improvement **despite more stringent measurement criteria**

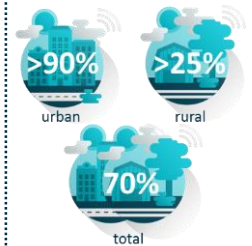


- Overall grade **"good"**; in Hamburg and Munich even "very good"
- CHIP described the O₂ network as having made a **"quantum leap"**

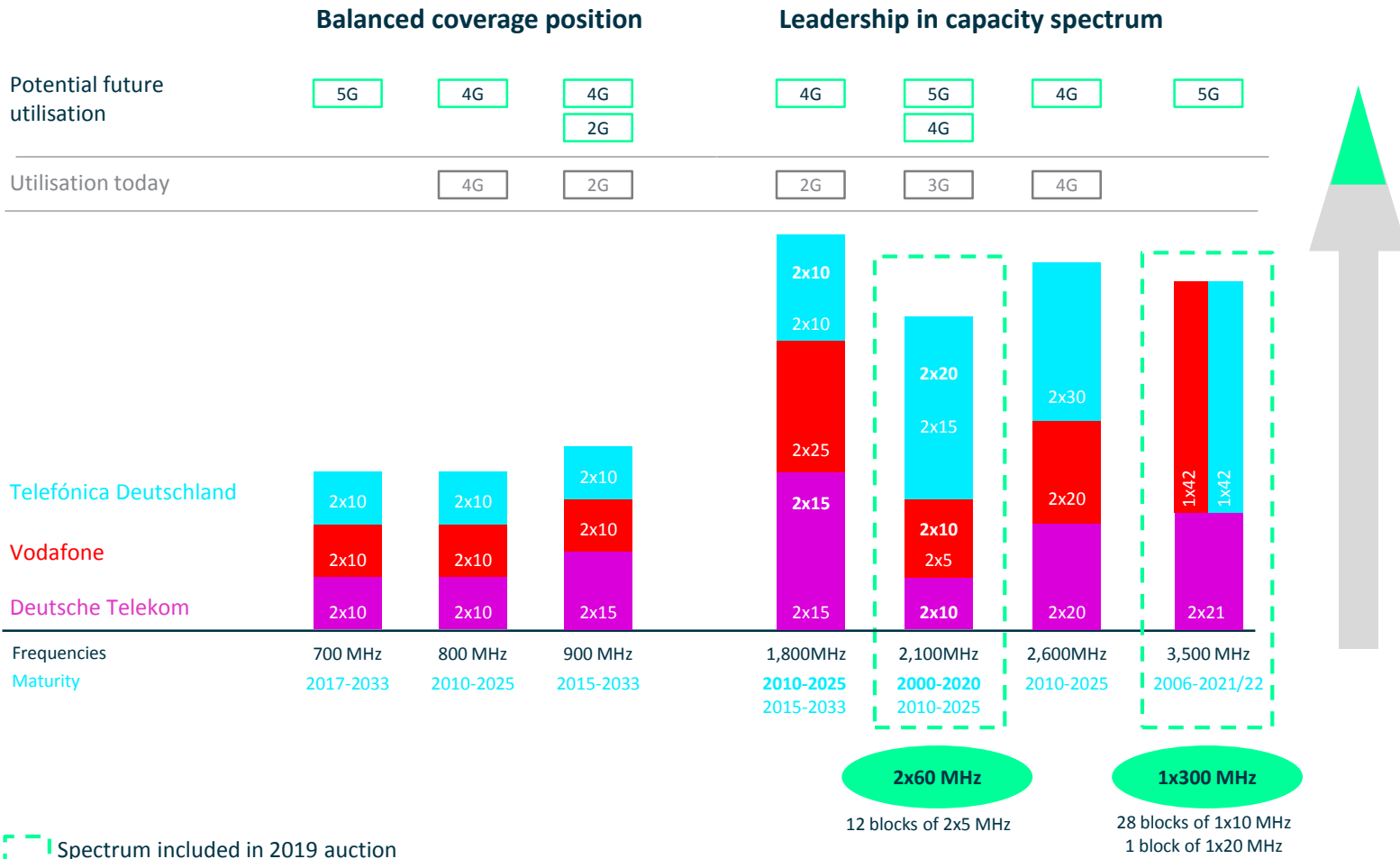


- **Improved network quality** thanks to **"strong LTE expansion"**
- Successfully shortened the gap to our competitors

Fibre in the backhaul (targets 2022)



Future-proof spectrum setup to enable best customer experience



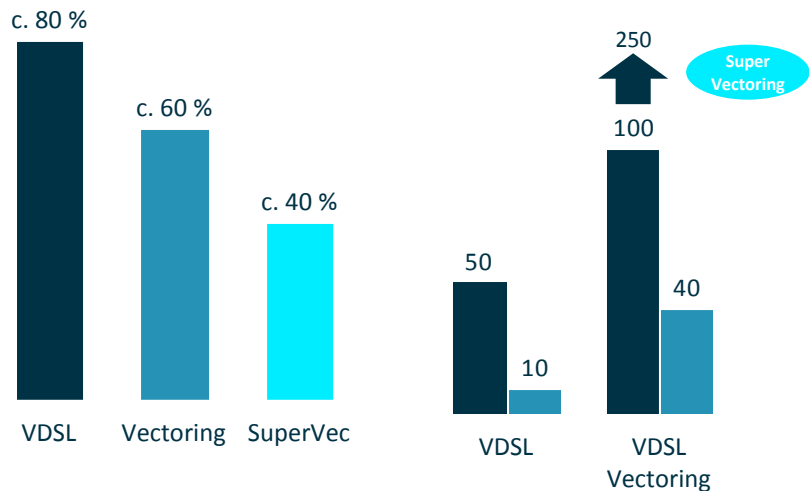
Fixed infrastructure model to complement our mobile network for best high-speed experience

Access to best available fixed NGA¹ networks and multi-sourcing

NGA coverage
(% of covered households)

Maximum speed
(Up- & Download, Mbps)

■ Download ■ Upload



- Nationwide access to DT NGA network – DT is currently focussed on upgrading VDSL to Vectoring and SuperVectoring
- Cooperation with vitroconnect started in Q4 to access footprints of alternative carriers – 1st partner is EWE TEL

¹ NGA: Next Generation Access including VDSL, Vectoring and future FTTX deployments

Fixed

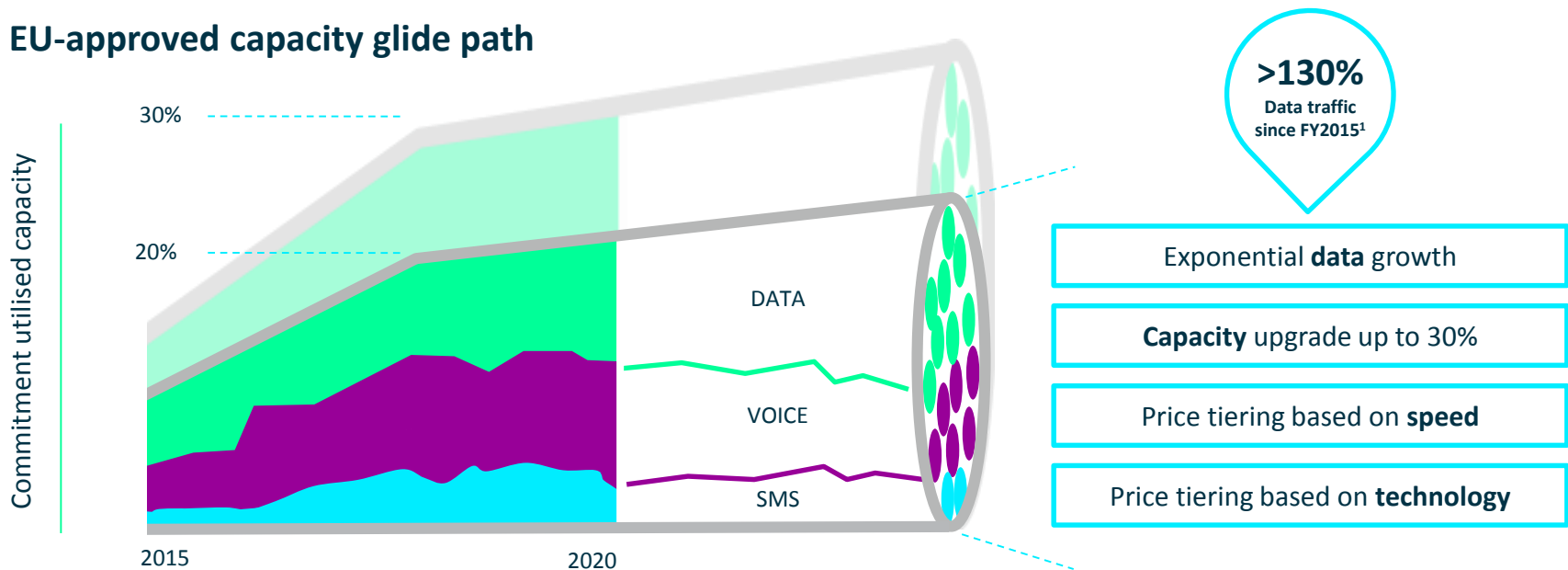
- Access to best available fixed NGA network¹
- Fixed: Access to >34 million VDSL households
- Full convergence capabilities

Mobile fibre backhaul

- Fiber backhaul plan as a key enabler for 5G
- Target: >90% fibre in sub-/urban areas
- Target: >25% fibre in rural areas
- Differentiated sourcing model

MBA MVNO contract economics: Four levers for revenue growth

EU-approved capacity glide path



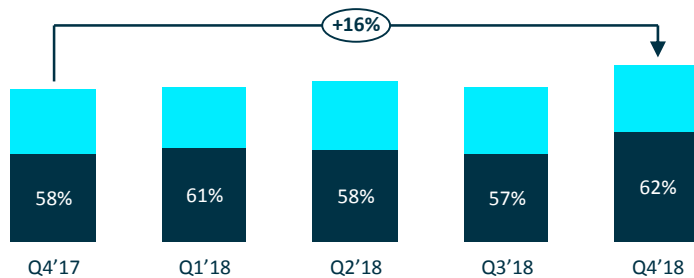
¹ Telefónica Deutschland mobile network traffic

Rational market environment across segments; strong partner trading

Partner trading reflecting seasonality

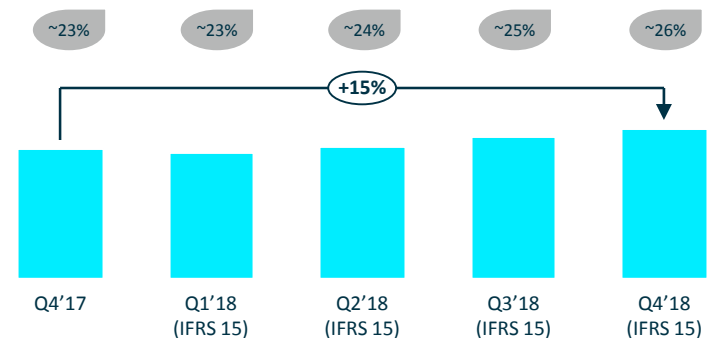
Postpaid gross adds share

GA retail brands GA partner brands



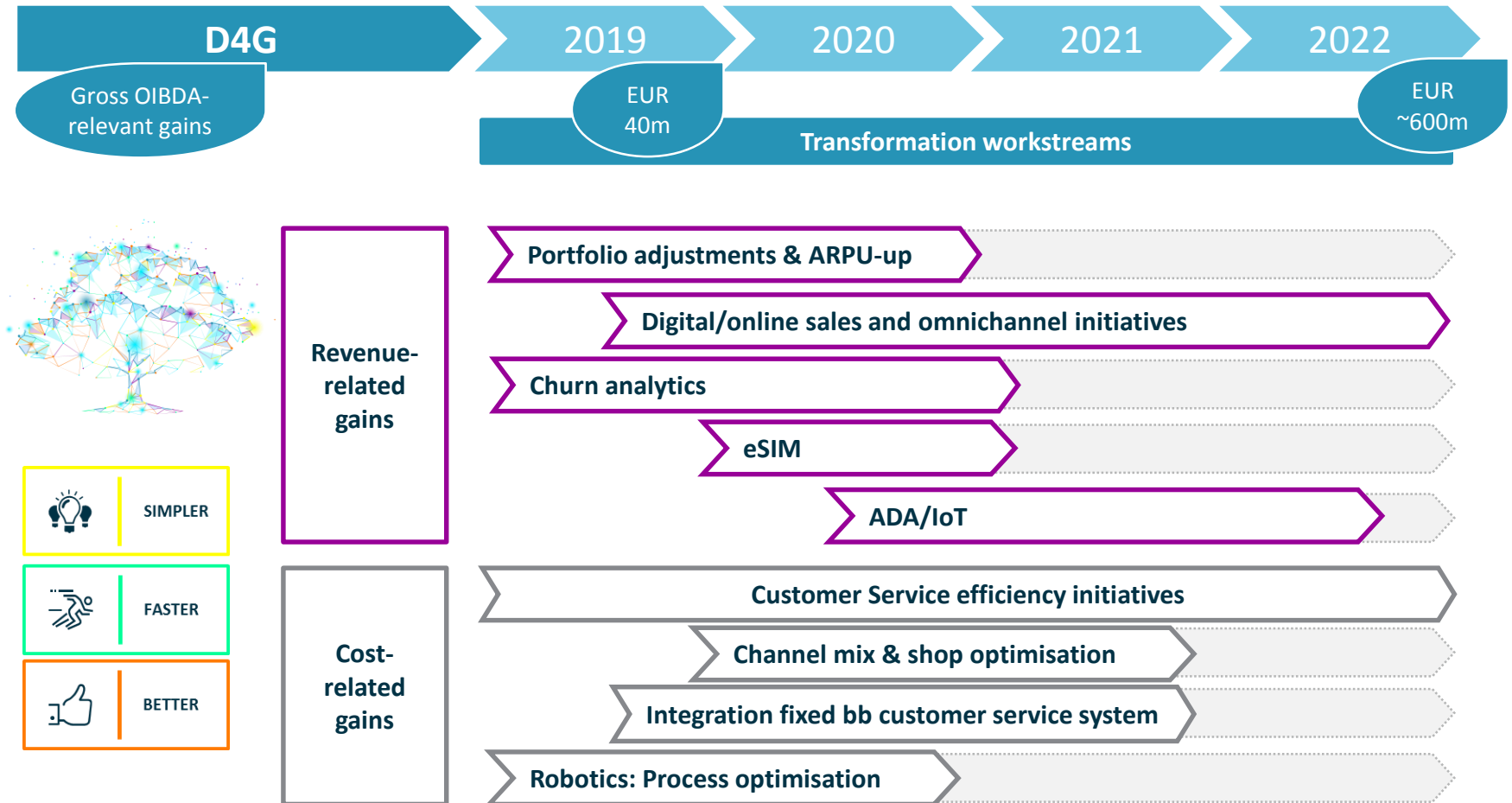
Partner revenue growth in line with expectations

Postpaid partner MSR / Share over postpaid revenue (in %)



- Rational, yet dynamic market environment; maintaining our focus on fair market share
- Partner trading with strong gross adds; reflecting seasonality and migration trends
- Partner revenue continues to grow in line with expectations q-o-q and y-o-y on the back of data growth & the dynamics of the MBA MVNO contract

Digital4Growth – Key Transformation drivers in 2019



Digital4Growth – Key Transformation areas

Gross margin & revenue gains

Portfolio adjustments & ARPU-up

Digital/online sales channel and omni-channel initiatives

Churn analytics

eSIM

ADA/IoT

Key performance indicators

O₂ app penetration:
>80% (vs. 20% 2017)

Gross adds market share
in SME: **~30%**

Tariff detox:
~40%

Postpaid churn:
-2% pts

Connected devices/
customer:
#4 (vs. #1.5 2017)

IoT revenue upside:
~EUR **200-300m**
cumulative

Cost savings

Customer Service efficiency initiatives

Channel mix & Shop optimisation

Integration fixed BB customer service system

Robotics: process optimisation

Key performance indicators

Share of eCare events:
~80% (vs. 65% 2017)

Sales in self-assisted
channels:
>25% (vs. 15% 2017)

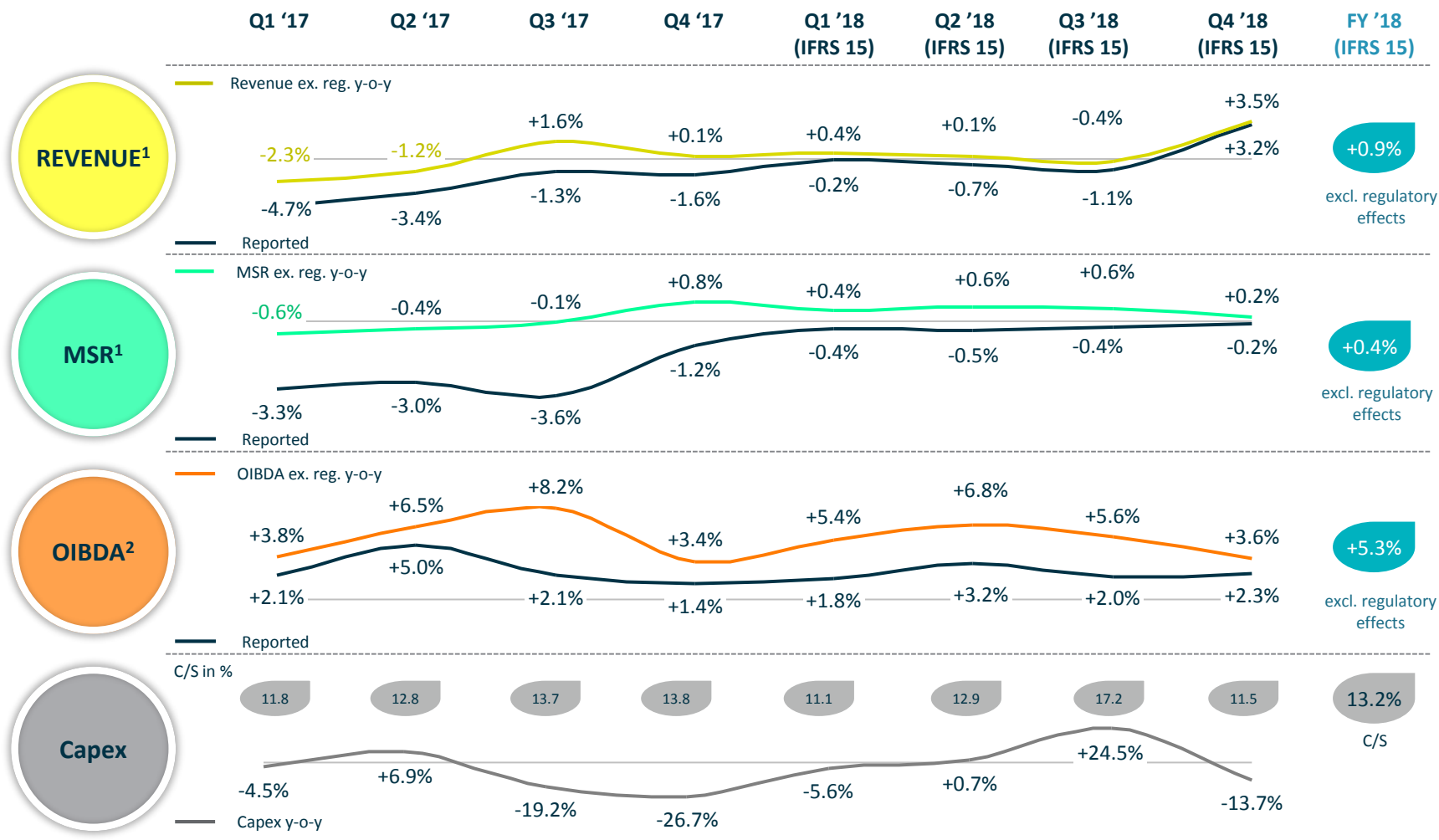
Shop reduction:
>10%

Manual back-office
interventions:
-80%

Total IT spend/
subscriber: **-15%**

Lead time product
changes:
Within hours

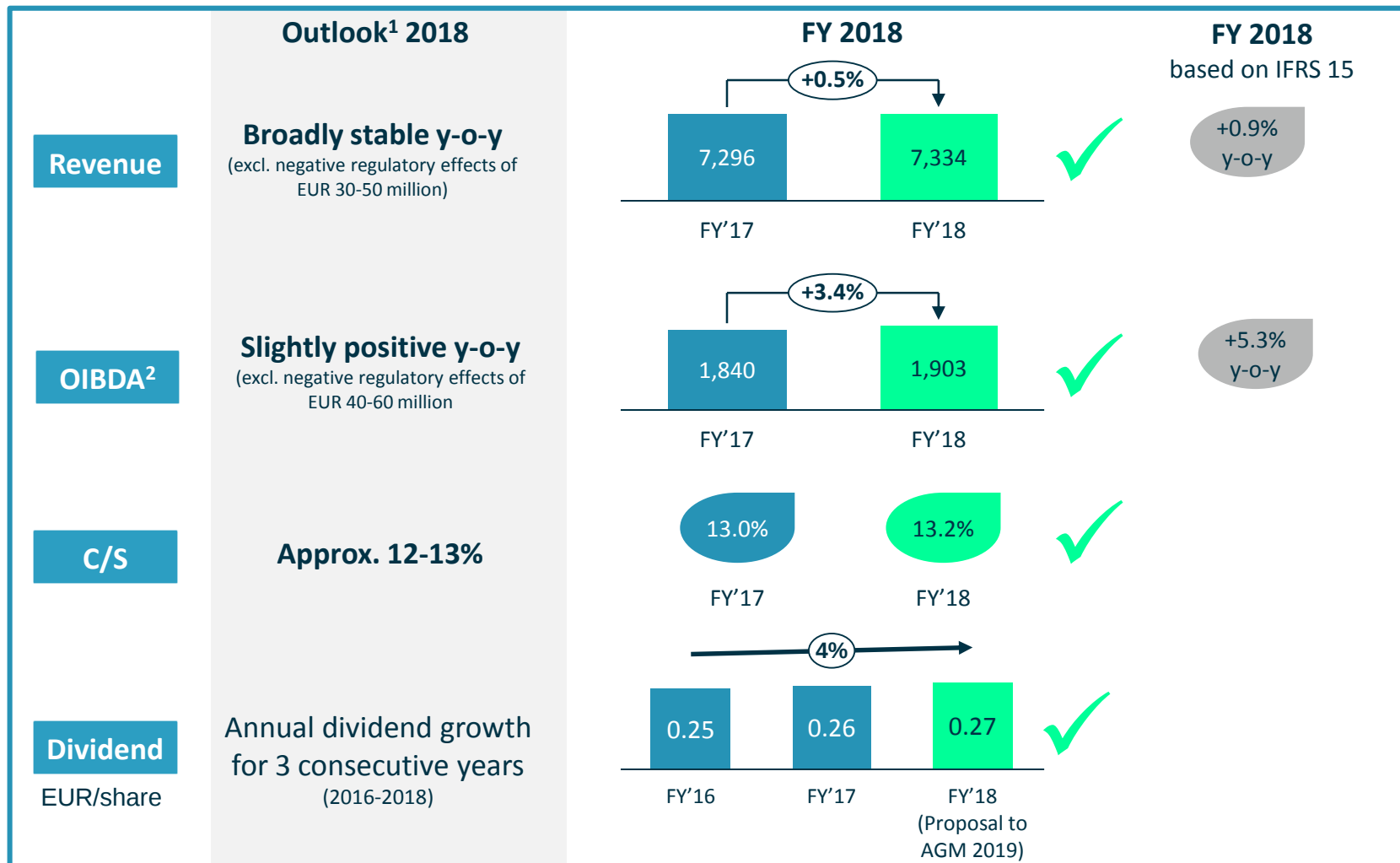
Operational and financial trends solid



¹ Excluding the negative impact from regulatory changes and y-o-y comparison based on IAS18 accounting standards for 2017 and IFRS15 for 2018. Including base fees and fees paid by our customers for the usage of voice, sms and mobile data services. Also, access and interconnection fees as well as other charges levied on our partners for the use of our network are included

² Adjusted for exceptional effects, excl. the negative impact from regulatory changes and y-o-y comparison based on IAS18 accounting standards for 2017 and IFRS15 for 2018. For details please refer to additional materials of the Q4 2018 results release

2018 results – Guidance achieved on all metrics



¹ The effects from the implementation of IFRS15 as of 1 January are not reflected in the financial outlook

² Exceptional effects such as restructuring costs or the sale of assets are excluded

Outlook 2019: Building on 2018 achievements as we move from integration to transformation

	Actuals FY'18 (IFRS15)	Outlook ² FY'19 (IFRS15)	Midterm expectations
Revenue	 7,320 FY '18	Broadly stable (excl. regulatory impacts of ~EUR 60-70 million)	Revenue growth in line with German market; capturing market share in IoT
OIBDA¹	 1,884 FY '18	Broadly stable to slightly positive (excl. regulatory impacts of ~EUR 40-50 million) Synergies: ~EUR 40 million Transformation benefits: ~EUR 40m	Ongoing margin improvement supported by growth centric transformation case (~EUR 600 million gross OIBDA 2019/22)
C/S	 13.2%	Approx. 13-14%	Keeping Capex level stable at around EUR 1 bn

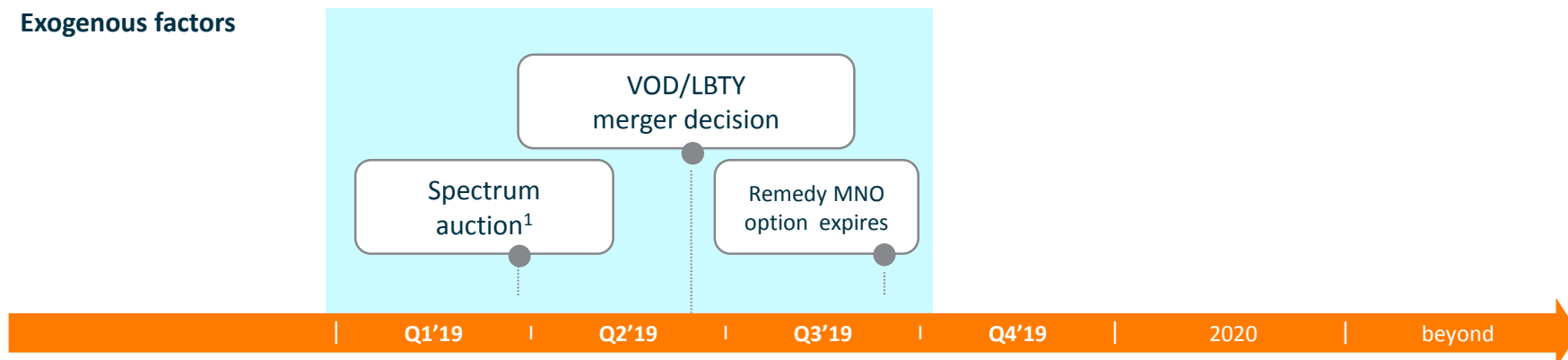
- Underlying revenue reflect tailwinds from ARPU-up strategy supported by new O₂ Free tariffs which help to counteract ongoing legacy base management topics, while we continue to leverage our many long-term partnership contracts
- OIBDA benefits from integration and transformation savings, partly offset by commercial and transformation invest; transformation savings to gradually ramp-up throughout 2019 and over the course of our four year D4G programme
- Re-iterating midterm expectations: Expecting to growth with the market, strong confidence in our ability to grow FCF and continue to support a high dividend pay-out ratio to FCF
- Review of leverage target in light of IFRS 16, whilst maintaining investment grade rating

¹ Exceptional effects such as restructuring costs or the sale of assets are excluded

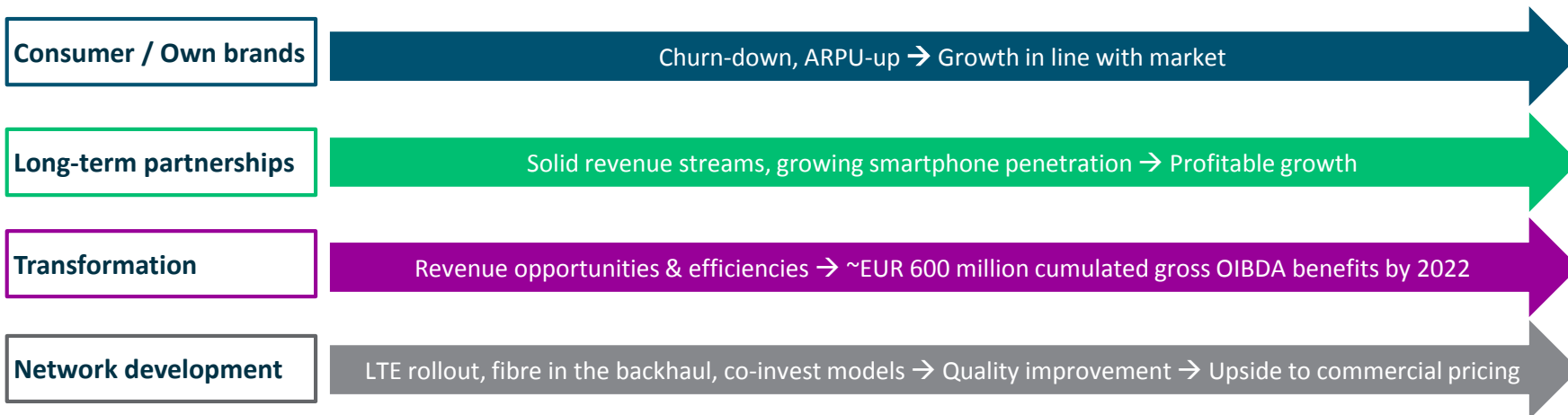
² The effects from the implementation of IFRS 16 as of 1 January 2016 are not reflected in the financial outlook.

Underlying business solid; key drivers for 2019 with challenges and opportunities

Exogenous factors

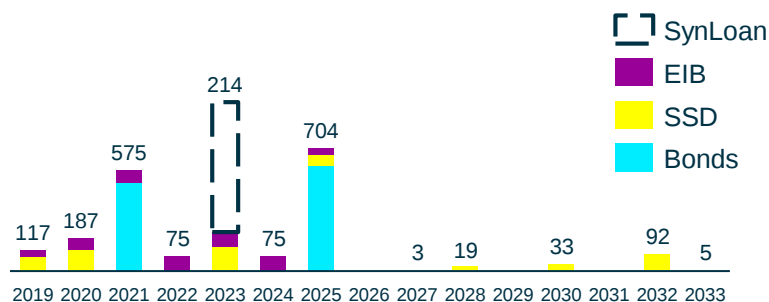


Org. business development

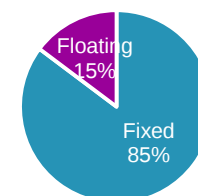
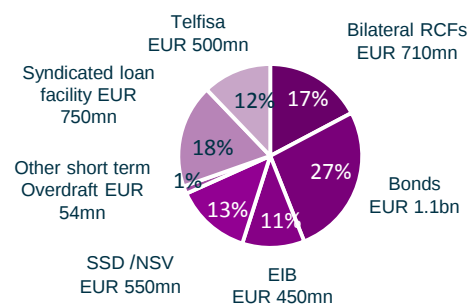


Comfortable liquidity position as per 12/2018

Smooth maturity profile and diversified financing mix (in EURm)

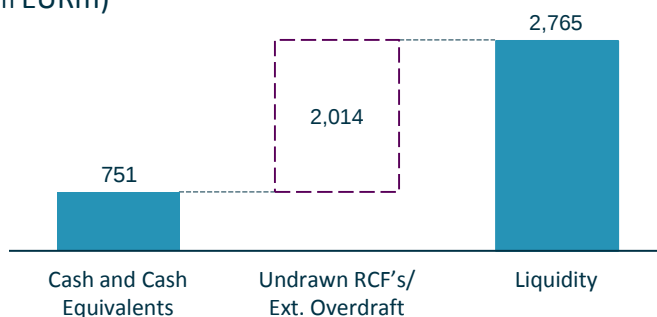


Financing and interest mix



Comfortable liquidity position

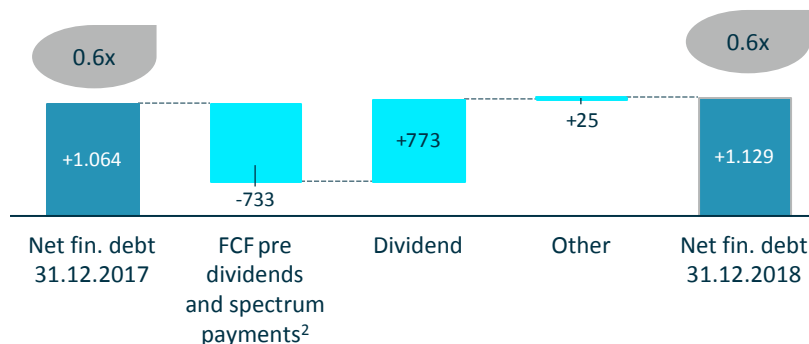
(in EURm)



Leverage ratio at 0.6x¹

(in EURm)

Leverage ratio¹



¹ For definition of net financial debt & leverage ratio please refer to Q4 2018 earnings release

² FCF pre dividend & spectrum payments is defined as the sum of cash flow from operating activities & cash flow from investing activities

Attractive shareholder remuneration policy

Shareholder remuneration policy – Main guidelines¹

Maintain high pay-out in relation to FCF

Consider expected future cash flows in dividend proposals

Review of the self-defined leverage ratio of at or below 1.0x to in 2019 in order to reflect the implementation of IFRS 16 as of 1 Jan 2019

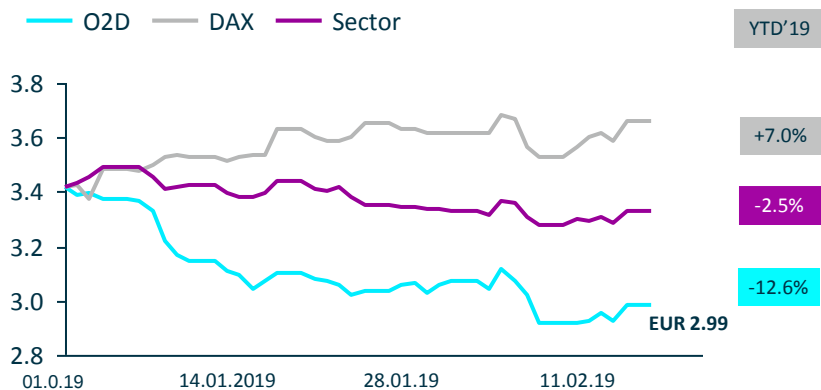
Annual dividend growth over 3 years: EUR 0.25/share for 2016, EUR 0.26/share for 2017; proposal of EUR 0.27/share for FY 2018 to AGM



¹ Refer to the Telefónica Deutschland website for full dividend policy (www.telefonica.de)

O2D Factsheet

Share price development until 15.02.2019

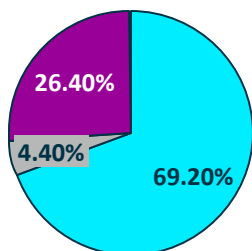


Telefónica Deutschland at a glance

Market segment	Prime Standard
Industry	Telecommunications
Shares outstanding	2,974,554,993 shares
Share capital	EUR 2,974.6 m
Market cap (as of 31.12.2018)	EUR 10,167.0 m
Share price (as of 31.12.2018)	EUR 3.42

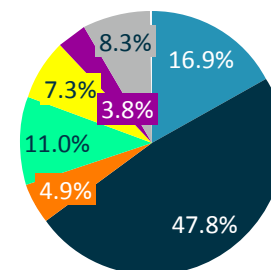
Shareholder structure as of 31.12.2018¹

- Telefónica Germany Holdings Ltd ²
- Koninklijke KPN N.V. ³
- Freefloat



Regional split of shareholder structure⁴

- UK & Ireland
- North America
- France
- Germany
- Continental Europe
- Scandinavia
- Rest of World



¹ Status: 31 December 2018

² Telefónica Germany Holdings Limited is an indirect wholly owned subsidiary of Telefónica S.A.; Status: According to shareholder register as of 31 December 2018

³ Status: 31 December 2018 according to KPN press release as of 30 January 2019

⁴ Source: NASDAQ; Shareholder ID as of October 2018

The team: Telefónica Deutschland board members



Markus Haas
Chief Executive Officer



Markus Rolle
Chief Financial Officer



Wolfgang Metze
Chief Consumer Officer



Alfons Lösing
Chief Partner & Business Officer



Cayetano Carbajo Martín
Chief Technology Officer



Guido Eidmann
Chief Information Officer



Valentina Daiber
Chief Officer Legal & Corporate Affairs



Nicole Gerhardt
Chief Human Resources Officer

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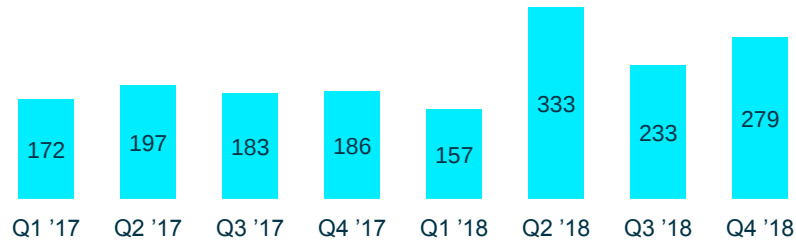


Appendix - KPIs

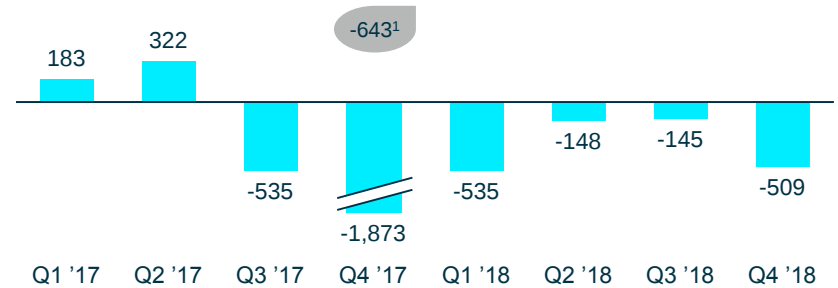


Mobile KPIs

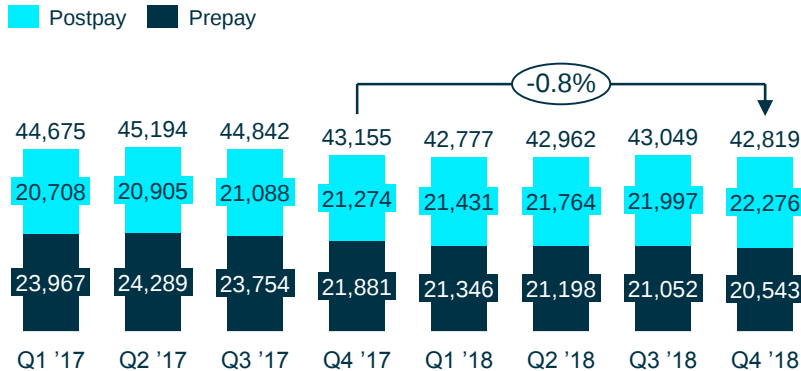
Postpay net adds ('000)



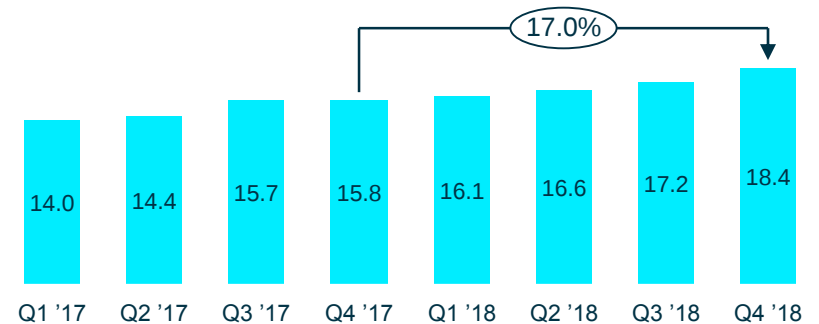
Prepay net adds ('000)



Mobile customer base ('000)



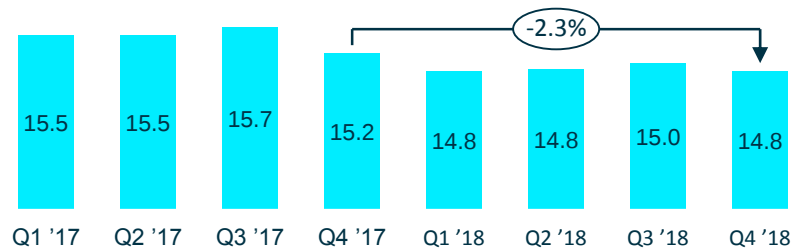
LTE customer base (in m)



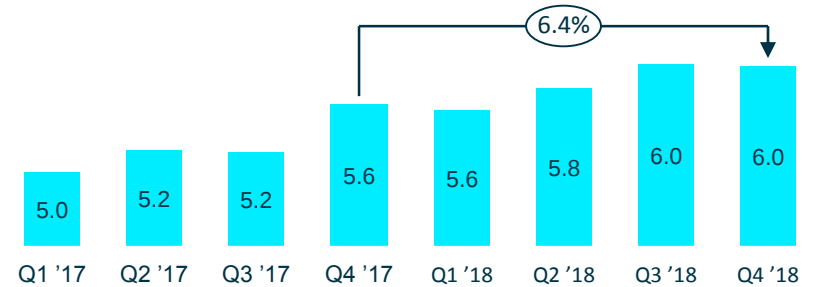
¹ Underlying mobile prepaid net adds: technical customer base adjustment driven by IT-harmonisation post prepaid customer migration of -1.230k

Mobile KPIs

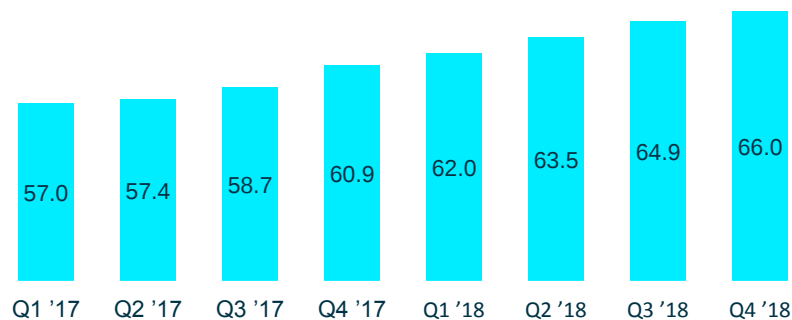
Postpay ARPU (EUR)



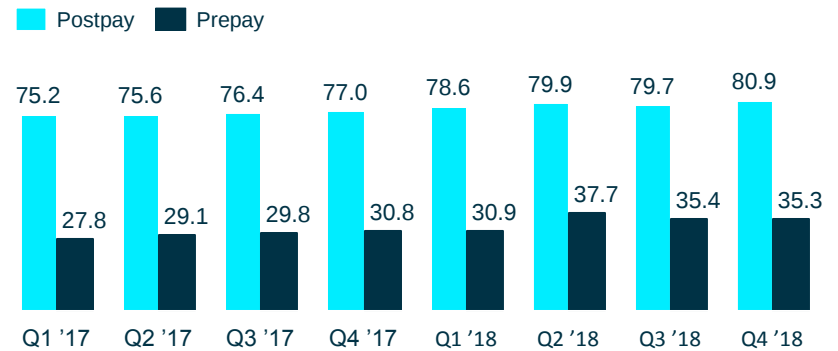
Prepay ARPU (EUR)



Smartphone penetration (%)¹



Smartphone penetration O₂ consumer (%)

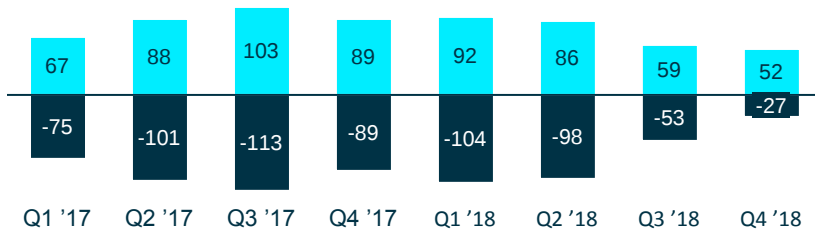


¹ Smartphone penetration is based on the number of customers with a smallscreen tariff (e.g., for smartphones) divided by the total mobile customer base less M2M, less customers with a big screen tariff

Fixed line KPIs

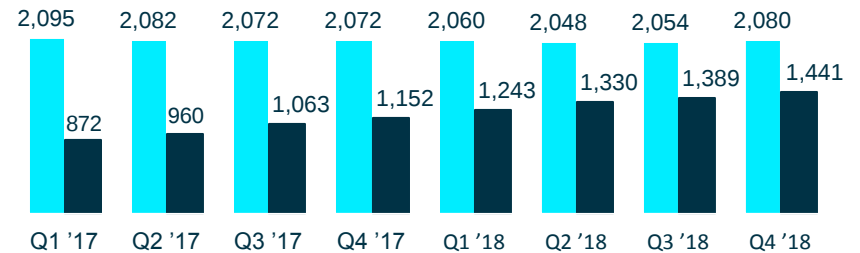
Retail broadband net adds ('000)

Therof DSL Therof VDSL

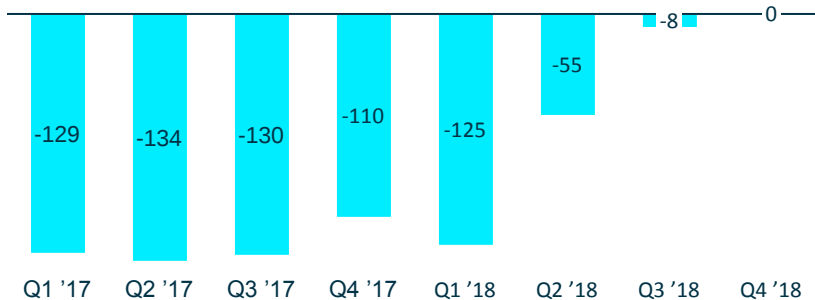


Fixed accesses ('000)

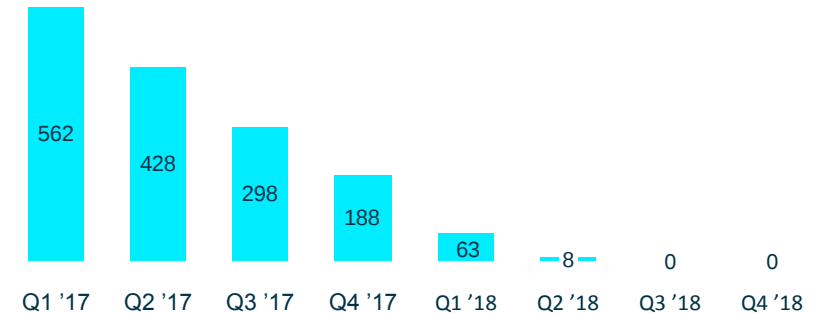
Retail DSL thereof VDSL



Wholesale net adds ('000)



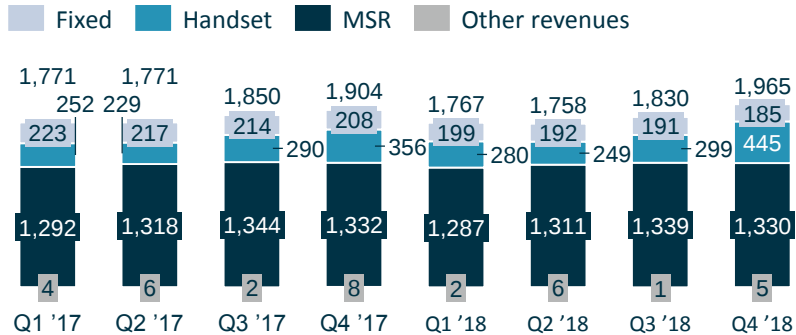
Wholesale accesses ('000)¹



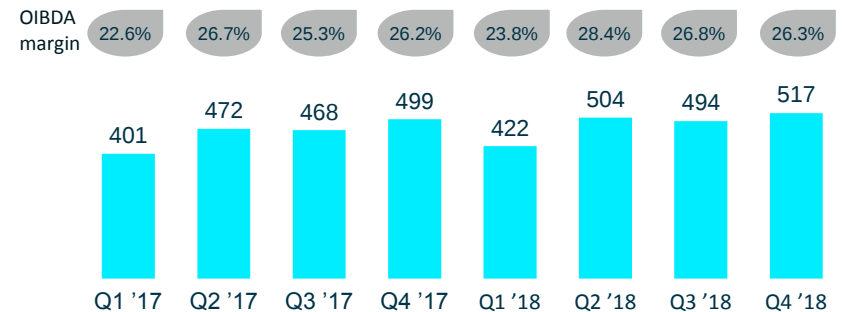
¹ Wholesale accesses incorporate unbundled lines offered to 3rd party operators, including wirelines telephony and high-speed Internet access

P&L

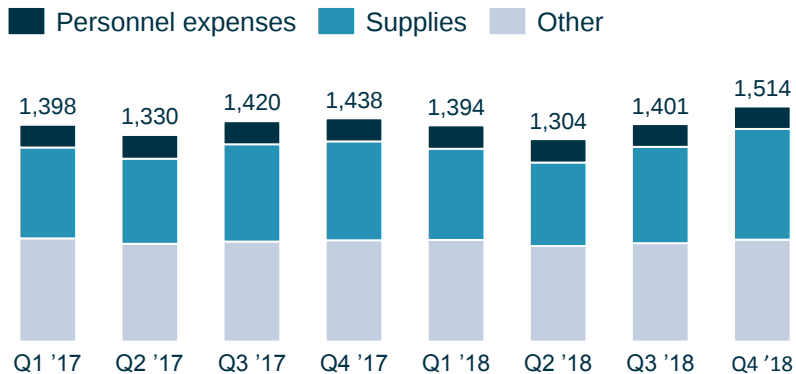
Revenue structure¹ (EUR m)



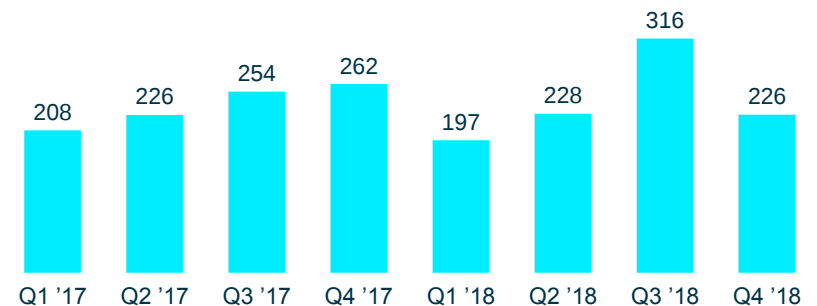
OIBDA (post GF, pre exceptional effects / EUR m)¹



OpEx split² (EUR m)



CapEx (EUR m)



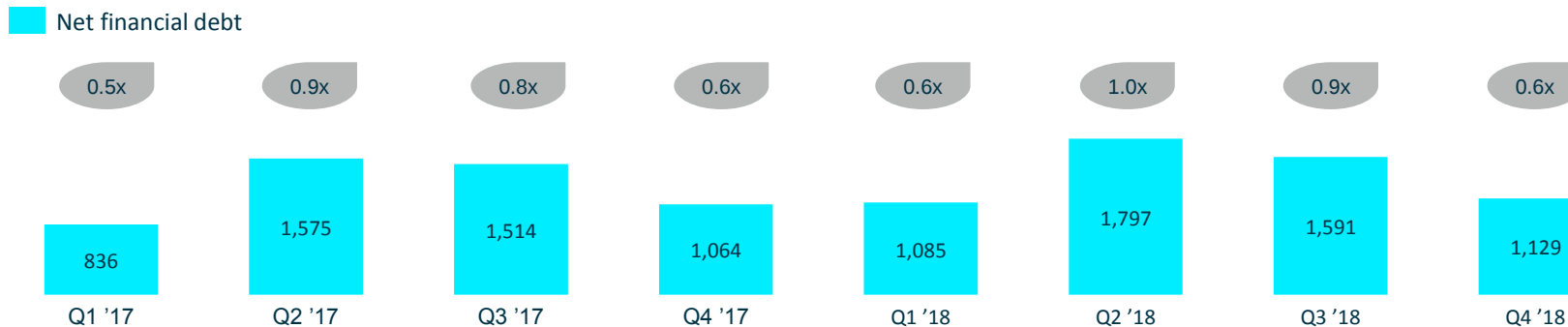
¹ Excluding the negative impact from regulatory changes and y-o-y comparison based on IAS18 accounting standards for 2017 and IFRS15 for 2018

² Adjusted for exceptional effects, excl. the negative impact from regulatory changes and y-o-y comparison based on IAS18 accounting standards for 2017 and IFRS15 for 2018. For details please refer to additional materials of the Q3 2018 results release

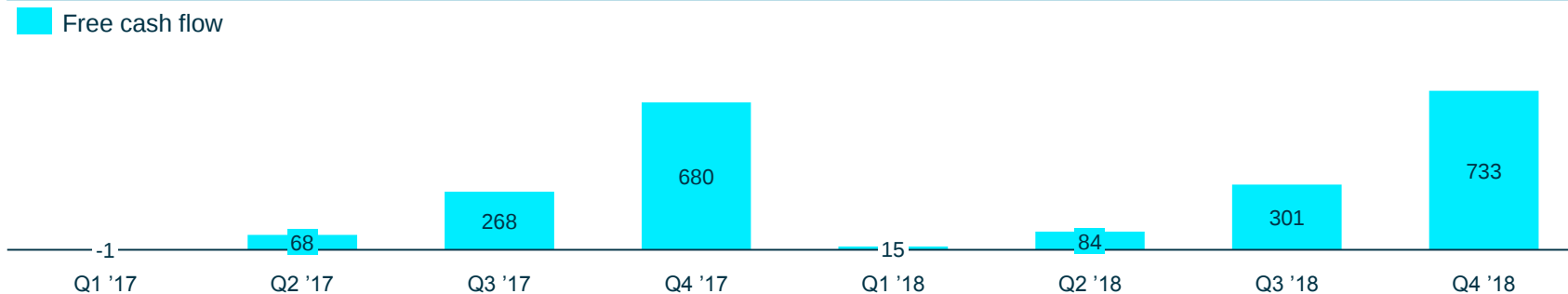
³ Opex-split before exceptional effects

Financials

Net debt and leverage



Free cash flow¹ (YTD)



¹ Free cash flow pre dividends and payments for spectrum is defined as the sum of cash flow from operating activities and cash flow from investing activities and does not contain payments for investments in spectrum in June 2015 as well as related interest payments

Quarterly detail of relevant financial and operating data for Telefónica Deutschland

Financials	2017					2018				
	Q1	Q2	Q3	Q4	FY	Q1	Q2	Q3	Q4	FY
Revenue (excl. regulatory effects)	1,771	1,771	1,850	1,904	7,296	1,778	1,773	1,843	1,970	7,364
Mobile service revenues (excl. regulatory effects)	1,292	1,318	1,344	1,332	5,287	1,298	1,326	1,351	1,335	5,310
Revenue	1,771	1,771	1,850	1,904	7,296	1,767	1,758	1,830	1,965	7,320
OIBDA (post Group fees) adjusted for exceptional & regulatory effects	401	472	468	499	1,840	422	504	494	517	1,938
OIBDA (post Group fees) adjusted for exceptional effects	401	472	468	499	1,840	408	487	478	511	1,884
CapEx excl. investments in spectrum	208	226	254	262	950	197	228	316	226	966
C/S Ratio (based on Revenue)	11.8%	12.8%	13.7%	13.8%	13.0%	11.1%	12.9%	17.2%	11.5%	13.2%
Revenue and Opex related Synergies	~35	~40	~40	~45	~160	~35	~30	~25	~10	~100

Accesses	2017					2018				
	Q1	Q2	Q3	Q4	FY	Q1	Q2	Q3	Q4	FY
Total Accesses	49,550	49,907	49,403	47,604	47,604	47,075	47,180	47,268	47,089	47,089
o/w Mobile	44,675	45,194	44,842	43,155	43,155	42,777	42,962	43,049	42,819	42,819
Prepay	23,967	24,289	23,754	21,881	21,881	21,346	21,198	21,052	20,543	20,543
Postpay	20,708	20,905	21,088	21,274	21,274	21,431	21,764	21,997	22,276	22,276

Telefónica
