Other Relevant information in compliance with article 227 of the Consolidated Text of the Spanish Securities Markets Law, notified to the Spanish National Securities Market Commission





#### The next chapter of Cellnex's equity story has taken off

Full Year Results January – December 2022

March 1<sup>st</sup>, 2023

Results January – December 2022

# Key highlights



1	<u>On track</u> to meet the "Next Chapter" targets	<ul> <li>FCF trending to neutral by the end of 2023</li> <li>Committed to securing BBB- by S&amp;P (by 2024 the latest) and maintaining BBB- by Fitch, with generation of organic growth and efficiencies plan on track</li> <li>Open to assess opening the capital of subsidiaries to crystallize value and accelerate the path to IG</li> <li>Executive remuneration structure consistent with new capital allocation framework</li> </ul>
rellnex	<b>2</b> Strong organic growth and financial performance	<ul> <li>+6% new organic PoPs vs. FY 2021 with strong progress on BTS programs</li> <li>Revenues €3,499Mn, +38% vs. FY 2021</li> <li>Adjusted EBITDA €2,630Mn, +37% vs. FY 2021</li> <li>2022-2025 efficiency plan <u>on track</u>, with I-f-I Opex performance significantly below inflation</li> <li>RLFCF €1,368Mn, +39% vs. FY 2021</li> </ul>
driving telecom connectivity	<b>3</b> 2022 – another year of delivery	<ul> <li>New entrants generating organic growth: Iliad in Italy and Digi in Portugal</li> <li>Key contracts renewed: Telefónica extended for a 30-year period and RTVE for another 5 years</li> <li>Successful integrations: CK Hutchison UK deal and remedies closed and remedies process in France on track</li> <li>Progress on ESG: included in Sustainalytics' 2023 Top-Rated ESG Companies List</li> </ul>
4	Building solid foundations for the future	<ul> <li>Fully funded and hedged: c.€4.4Bn liquidity, c.77% debt fixed, with average interest rate in 2023 expected to be in line with 2022 despite current conditions</li> <li>2025 outlook reiterated – all operational and financial metrics on track</li> <li>Cellnex has always listened to all its stakeholders and will remain disciplined, nimble and committed to its public targets</li> </ul>

# FY 2022 Business Performance



4

#### 2022 financial performance in line with guidance and 2023 guidance implying a double-digit growth in key metrics



Results January – December 2022

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#### Consistent and solid organic growth generation, with a significant contribution from BTS





PoPs – Organic Growth







## **Revenues, Adjusted EBITDA and RLFCF**



#### *Revenues* +38%, *Adjusted EBITDA* +37% *and RLFCF* +39%

#### Metrics evidence continued strong performance

	Jan-Dec	Jan-Dec	
RLFCF (€Mn)	2021	2022	
Telecom Infrastructure Services	2,214	3,163	
Broadcasting Infrastructure	219	224	
Other Network Services	103	112	
Revenues	2,536	3,499	+38%
Staff costs	-208	-254	
Repair and maintenance	-79	-92	
Utilities	-159	-283	
General and other services	-169	-240	
Operating Expenses	-615	-868	
Adjusted EBITDA	1,921	2,630	(+37%)
% Margin without pass through	79%	81%	
Net payment of lease liabilities	-594	-792	
Maintenance capital expenditures	-77	-108	
Changes in working capital	0	-17	
Net payment of interest	-183	-258	
Income tax payment	-87	-89	
Net dividends to non-controlling interests	0	0	
Recurring Levered FCF	981	1,368	(+39%)
BTS capex and Remedies	-1,346	-2,133	
bis capex and hemeules	_/= /=		
Expansion capex	-233	-350	

- Telecom Infrastructure Services up mainly due to organic growth, BTS programs and acquisitions
- Revenues up +€963Mn, of which c.€205Mn organic
- <u>Like-for-like Opex significantly below inflation</u><sup>(1)</sup>, as a result of the efficiencies program in place
  - Controlled impact from rising energy prices due to hedging and passthrough mechanisms
- Margin expansion due to operating leverage and change of perimeter
- Efficient management of leases despite increased perimeter and higher inflation
- Maintenance Capex as per guidance
- Interest paid consistent with capital structure in place and coupons payment schedule
- Taxes paid according to tax payments schedule

#### Please see the Integrated Annual Report for a comprehensive explanation of APMs

Backup Excel document available on Cellnex's website

(1) Including leases and excluding energy price increases which are passed-through to customers

#### **Recurring Levered Free Cash Flow (RLFCF)**

#### **Organic growth impact on RLFCF +21%**



#### €Mn

(1) c.€205Mn organic growth shown on slide 6 correspond to revenues (excluding efficiencies/synergies and Opex)

(2) Including FTTT and MO/CO projects with Bouygues Telecom in France

(3) 1 month CKH Sweden + 1 quarter Play + 5 months T-Infra + 2 quarters CKH Italy + Polkomtel + 10 months Hivory + small M&A + c.1.5 quarter CKH UK – group adaptation costs – UK remedies

(4) Corresponds to the difference between the remaining RLFCF lines below Adjusted EBITDA (mainly payment of leases due to change of perimeter excluding efficiencies, maintenance Capex, change in WC, cash interest, cash tax and dividends to minorities)

Results January – December 2022

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#### 2021 – 2025 plan: optimization of leases on track

# Cellnex's 2021-2025 efficiencies/synergies plan well on track Expected to generate c.€90Mn-€100Mn efficiencies by 2025



- Rent renegotiation: ground lease fee reduction with small or none initial payments
- Cash advance: lump sum prepayment for long term leasehold contracts with optional small remaining recurring annual payments
- Land acquisition: purchase of land or acquisition of freehold rights on land
- Leases and Capex reduction thanks to two or more anchor tenant networks allowing for decommissioning of redundant sites and a single BTS for more than one anchor tenant simultaneously

#### **Balance sheet and consolidated income statement**

Balance Sheet (€Mn)	Dec 2021	Dec 2022	
Non Current Assets	36,765	41,997	
Goodwill	5,953	6,718	
Fixed Assets	26,682	30,818	
Right of Use Financial Investments & Other Fin. Assets	3,346 784	3,438	a
		1,023	
Current Assets	5,096	2,209	
Inventories	3	5	
Trade and Other Receivables	1,167	1,166	
Cash and Cash Equivalents Non-current assets held for sale	3,927 0	1,038 <b>51</b>	
Total Assets	41,861	44,258	
Shareholders' Equity	15,827	15,188	
Non Current Liabilities	23,344	26,785	
Borrowings	14,911	17,743	
Lease Liabilities	2,402	2,502	
Provisions and Other Liabilities	6,031	6,540	
Current Liabilities	2,690	2,263	
Borrowings	719	141	
Lease Liabilities	504	584	
Trade and Other Payables	1,467	1,539	
Liabi assoc with non-current assets held for sale	0	22	
Total Equity and Liabilities	41,861	44,258	
Net Debt <sup>(3)</sup>	14,609	19,838	l I
	Jan-Dec	Jan-Dec	
Income Statement (€Mn)	2021	2022	
	2 526	2 400	

Income Statement (€Mn)	2021	2022	
Revenues	2,536	3,499	
Operating Expenses	-615	-868	
Non-recurring expenses Depreciation & amortization	-176 -1,676	-79 -2,321	
Operating Profit	68	230	
Net financial profit	-605	-729	
Profit of Companies Accounted for Using the Equity Method	-3	-4	
Income tax	154	190	
Attributable to non-controlling interests	24	16	
Net Profit Attributable to the Parent Company	-363	-297	

Prudent PPA <sup>(1)</sup> process leads to maximization of the allocation to fixed assets, whilst ensuring the minimum allocation to goodwill Goodwill unrelated to cash paid over the course of M&A activity <sup>(2)</sup>

- The adoption of IFRS 16 helps the leverage comparability among peers, as it equalizes the treatment of both land ownership and the management of ground leases
- Strong liquidity position mainly due to cash generated and the issuance of debt instruments

O Net income mostly reflects:

- D&A charges (prudent PPA process)
- Net interest increase due to strengthened liquidity position

(1) Purchase Price Allocation; (2) The goodwill arising from business combinations primarily corresponds to the net deferred tax liability resulting from the higher fair value attributed to the net assets acquired compared to their tax base. Please see note 6 in our Consolidated Financial Statements ended 31 December 2022; (3) Net Financial Debt is an alternative performance measure ("APM") as defined in the guidelines issued by the European Securities and Markets Authority on October 5, 2015 on alternative performance measures (the "ESMA Guidelines"). Please see the Integrated Annual Report for a comprehensive explanation of APMs

Results January – December 2022

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#### **Financial structure as of February 2023**

#### Total available and fully contracted liquidity of c.€4.4Bn



#### Credit lines fully committed and a wide array of additional funding options available

(1) Includes EUR bonds swapped to GBP

- (2) Includes USD bonds swapped to EUR
- (3) Refinancing GBP to EUR

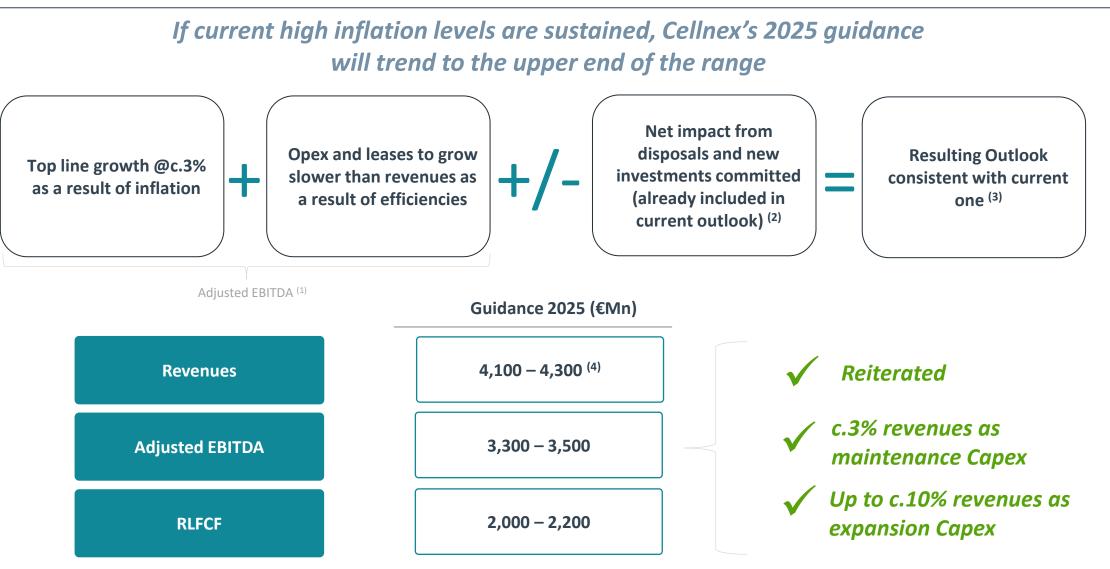
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# Frequently Asked Questions

Results January – December 2022

# Frequently Asked Questions

#### How does inflation impact Cellnex's 2025 guidance?



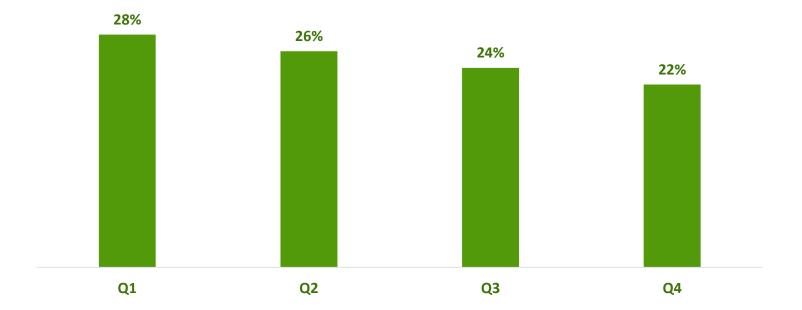
(1) Initial 2025 Adjusted EBITDA guidance calculated assuming c.2% CPI (vs. c.3% increase in this exercise as per caps in our contracts – delta of c.€80Mn); (2) Remedies are expected to generate a negative Adjusted EBITDA impact in 2025 of c.€120Mn, partly offset by announced re-investments (positive impact of c.€70Mn). Please see slides 14 and 21 in FY 2021 results presentation

(3) €3,400Mn Adjusted EBITDA midpoint guidance 2025 + c.€80Mn (higher inflation vs. initial assumption) – c.€120Mn expected impact from remedies in France and the UK + c.€70Mn positive impact from re-investments = updated midpoint still within range provided (4) Energy pass-through assumption made upon publication of guidance (Feb 2021) unchanged

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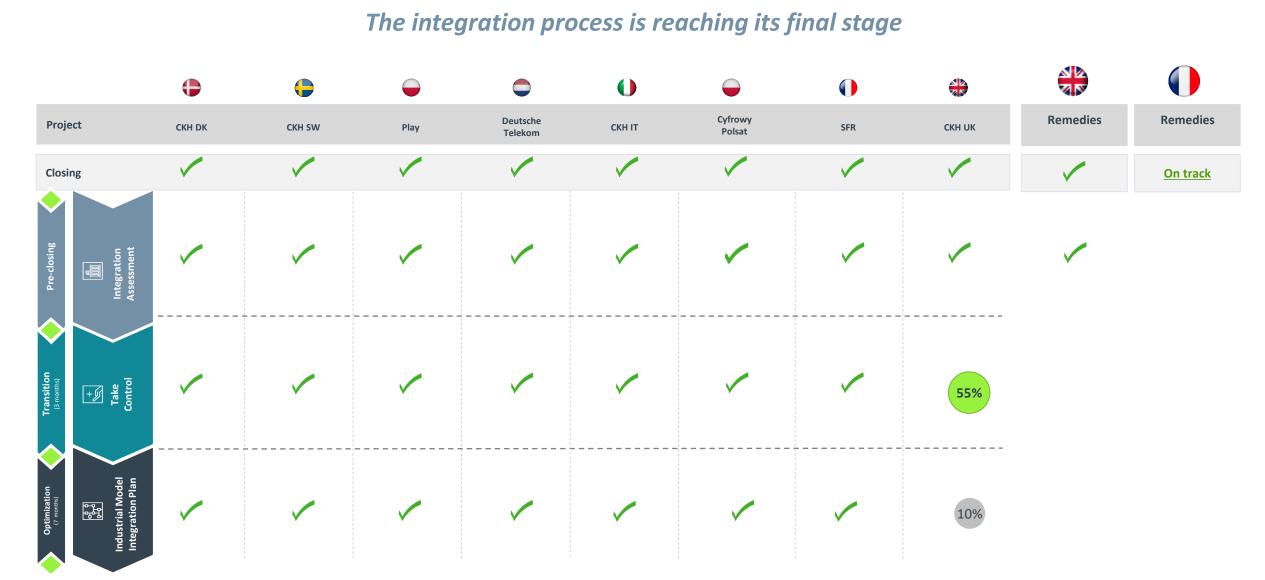
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Lease payments are more intense in H1, particularly during the first quarter as some contracts require payment for the whole period at the beginning of the year



#### 2022 lease cash-out profile

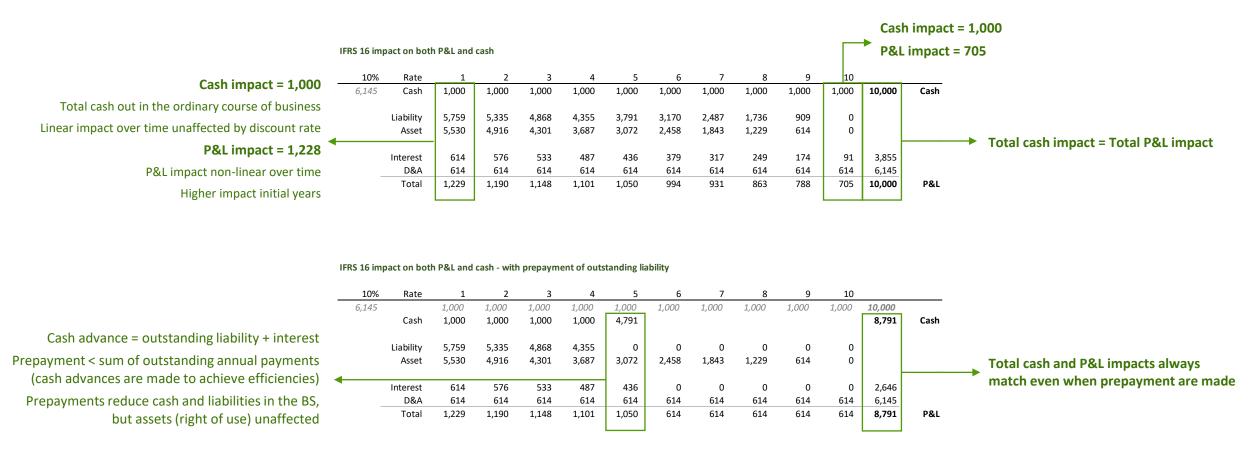
2023 lease cash-out is expected to follow a similar pattern





#### We recommend the use of Payments of lease instalments (cash impact) when calculating EBITDAaL (EBITDAaL = Adjusted EBITDA – Payments of lease instalments)

#### Illustrative example: 10-year ground lease contract, €1k annual payment



## **Frequently Asked Questions** What benefits do BTS programs represent for Cellnex?



- Cellnex's BTS programs represent contracted growth at signing of the M&A deal
- Return metrics such as ROIC should be analysed along with the initial M&A deal, as value between the initial upfront consideration and the future BTS Capex might be allocated differently depending on the deal

#### **Densification needs**

• MNOs require new sites when there is no alternative in a given location (white spots or improved capacity)

#### High fees

2

3

- Same terms as anchor tenants, c.2x typical secondary tenant fee
- Fees have annual escalators (high visibility on annual increase)

#### **Funding instrument**

• BTS allows Cellnex to minimize impact on balance sheet as cash outflows are staggered in time

#### Long-term contract

• BTS programs allow Cellnex to attract tenants over a much longer period of time (e.g. 40 years vs. c.8 years secondary tenants)

#### **Tax deductibility**

• BTS programs are an asset deal, therefore fully tax deductible (no goodwill, 100% of the depreciation can be used for tax purposes)

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#### ESG Master Plan in 2022: 100% of progress in actions planning and 93% of progress in implementation



(3) According to FY20 perimeter, excluding Edzcom. Intake due to M&A will be included after 3 years

after the integration's year.

66%

(1) KPIs reported on an annual basis (Q4). Compared to the base year FY20 verified by an external certified entity.

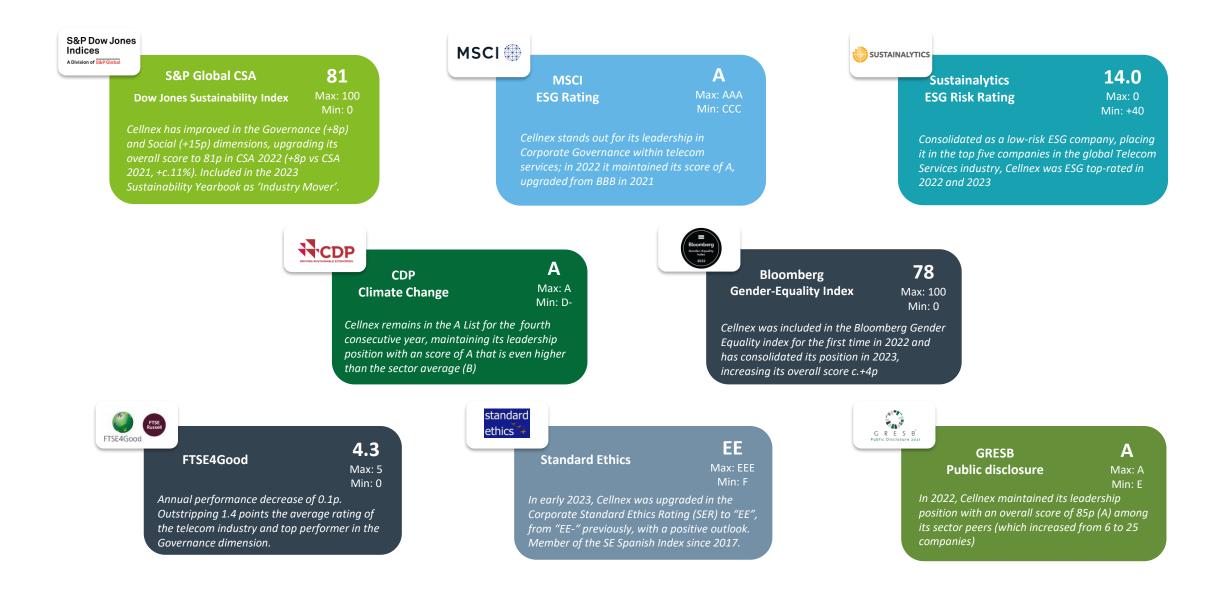
(2) Electricity target (Scope 2) refer to the energy directly managed by Cellnex. Data calculated according to SBT and GHG Protocol methodology applied to the financial perimeter. Intake due to M&A will be included not longer than 3 years after the integration's year according to FY20 perimeter.

O 2022 Q4 status

**Target** 

# **Frequently Asked Questions** Sustainability ratings







# Definitions



#### Please see the Integrated Annual Report for a comprehensive explanation of APMs

Term	Definition
Adjusted EBITDA	Profit from operations before D&A and after adding back certain non-recurring and non-cash items (such as advances to customers and prepaid expenses). Adjusted EBITDA is an APM. Please see slide 23 for certain information on the limitations of APMs
Adjusted EBITDA margin	Adjusted EBITDA divided by total revenues excluding elements pass-through to customers from both expenses and revenues. Adjusted EBITDA margin is an APM. Please see slide 23 for certain information on the limitations of APMs
Anchor tenant/customer	Anchor customers are telecom operators from which the Company has acquired assets
Backlog	Represents management's estimate of the amount of contracted revenues that Cellnex expects will result in future revenue from certain existing contracts. This amount is based on a number of assumptions and estimates, including assumptions related to the performance of a number of the existing contracts at a particular date but do not include adjustments for inflation. One of the main assumptions relates to the contract renewals, and in accordance with the consolidated financial statements, contracts for services have renewable terms including, in some cases, 'all or nothing' clauses and in some instances may be cancelled under certain circumstances by the customer at short notice without penalty.
Build-to-suit (BTS) Capex	Corresponds to committed Build-to-Suit programs (consisting of sites, backhaul, backbone, edge computing centers, DAS nodes or any other type of telecommunication infrastructure as well as any advanced payment related to it or further initiatives) and also adjacent Engineering Services that have been contracted with different clients, including ad-hoc capex eventually required. Cash-in from the disposal of assets (or shares) due to antitrust bodies' decisions are considered within this item. BTS Capex is an APM. Please see slide 23 for certain information on the limitations of APMs
Customer Ratio	The customer ratio relates to the average number of operators in each site. It is obtained by dividing the number of PoPs by the average number of Telecom Infrastructure Services sites in the year
DAS	A distributed antenna system is a network of spatially separated antenna nodes connected to a common source via a transport medium that provides wireless service within a geographic area or structure agreed with clients
Expansion Capex	Investment related to business expansion that generates additional RLFCF, including among others, decommissioning, telecom site adaptation for new tenants, Engineering Services and prepayments of land leases. Expansion Capex is an APM. Please see slide 23 for certain information on the limitations of APMs
Engineering Services	On request of its customers Cellnex carries out certain works and studies such as adaptation, engineering and design services, which represent a separate income stream and performance obligation. The costs incurred in relation to these services can be internal expense or outsourced. The revenue in relation to these services is generally recognized as the capital expense is incurred.
Free Cash Flow	Free Cash Flow is defined as RLFCF after deducting BTS Capex and Expansion Capex (and Engineering Services Capex in the event that is reported under a dedicated Capex line). Free Cash Flow is an APM. Please see slide 23 for certain information on the limitations of APMs
Greenfield projects	Organic growth projects regarding new telecom infrastructure which are gradually deployed such as new telecom sites, optic fiber, edge computing or DAS, mainly for the use of Cellnex's anchor tenants, with tower-like characteristics

# Definitions



#### Please see the Integrated Annual Report for a comprehensive explanation of APMs

Term	Definition
Maintenance Capex	Investments in existing tangible or intangible assets, such as investment in infrastructure, equipment and information technology systems, and are primarily linked to keeping infrastructures, active and passive equipment, in good working order. Maintenance Capex also includes network maintenance, such us corrective maintenance (interventions coming from network incidences and preventive visits -e.g. replacement of air conditioning or electric equipment), normative maintenance (mandatory inspections due to regulatory obligations - e.g. infrastructure certifications, lightning certifications ), network renewal and improvements (renewal of obsolete equipment and assets improvement -e.g. towers reinforcement, batteries renewal, phase out management), continuity plans (specific plans to mitigate risk of infrastructure collapse or failure with existing services or assets not compliance with regulation), reroofing (solutions to allow landlords roofing interventions and avoid service discontinuity or building repairs attributable to Cellnex) as well as other non-network maintenance activities, such us business maintenance (infrastructure adaptions for tenants upgrades not managed via Engineering Services, or capex to renew customer contracts w/o revenues increase), IT systems or repairs and maintenance of offices, as well as Engineering Services. Maintenance Capex is an APM. Please see slide 23 for certain information on the limitations of APMs.
M&A Capex	Investments in shareholdings of companies, significant investments in acquiring portfolios of sites and/or land. M&A Capex is an APM. Please see slide 23 for certain information on the limitations of APMs
MNO	Mobile Network Operator
Net Debt	Excludes PROFIT grants and loans
New colocations and associated revenues	Includes new third party colocations as well as further initiatives carried out in the period such as special connectivity projects (please see slide 8 Q320 Results Presentation or slide 22 Q1 2021 Results Presentation), indoor connectivity solutions based on DAS (please see slide 7 Q120), mobile edge computing (please see slide 7 Q220), fiber backhauling, site configuration changes as a result of 5G rollout and other Engineering Services
Node	A Node receives from the fiber optical signal from several MNOs and transforms it into radio frequency signal to transfer it to antennas after amplifying it. The definition of a Node is always subject to managements view, and could be reviewed as new configurations might occur following technological developments. Please note that Nodes that generate revenues for Cellnex but that are not hosted by Cellnex (marketing rights) may be excluded from the Company's reported KPIs
PoP (Point of Presence)	A customer configuration based on the most typical technological specifications for a site within which the active equipment and antennas are owned by the customer or by Cellnex. The definition of PoP is always subject to management's view, independently of the technology used or type of service such customer provides. In the 5G/IoT network ecosystem, this definition of PoP could be reviewed as new customer configurations might also be considered a PoP, especially in relation to new site- adjacent asset classes, subject again to the management's view.
Revenues	Revenues correspond to Operating Income excluding Advances to customers (please see note 20a in our Consolidated Financial Statements ended 31 December 2022)
RLFCF	Recurring Operating Free Cash Flow plus/minus changes in working capital, plus interest received, minus interest expense paid, minus income tax paid, and minus minorities. Recurring Leveraged Free Cash Flow ("RLFCF") is an APMs. Please see slide 23 for certain information on the limitations of APMs
TIS	Telecom Infrastructure Services

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#### **Non-IFRS and Alternative Performance Measures (APMs)**



This presentation contains, in addition to the financial information prepared in accordance with International Financial Reporting Standards ("IFRS") and derived from our financial statements, alternative performance measures ("APMs") as defined in the Guidelines on Alternative Performance Measures issued by the European Securities and Markets Authority (ESMA) on 5 October 2015 (ESMA/2015/1415en) and other non-IFRS measures ("Non-IFRS Measures"). These financial measures that qualify as APMs and non-IFRS measures have been calculated with information from Cellnex Group; however those financial measures are not defined or detailed in the applicable financial reporting framework nor have been audited or reviewed by our auditors.

We use these APMs and non-IFRS measures when planning, monitoring and evaluating our performance. We consider these APMs and non-IFRS measures to be useful metrics for our management and investors to compare financial measure of historical or future financial performance, financial position, or cash flows. Nonetheless, these APMs and non-IFRS measures should be considered supplemental information and are not meant to substitute IFRS measures. Furthermore, companies in our industry and others may calculate or use APMs and non-IFRS measures differently, thus making them less useful for comparison purposes.

For further details on the definition and explanation on the use of APMs and Non-IFRS Measures please see the section on "Alternative performance measures" of Cellnex Telecom, S.A. Interim Consolidated Financial Statements and Consolidated Management Report for the twelve-month period ended 31 December 2022 (prepared in accordance with IAS 34), published on 28 February 2023. Additionally, for further details on the calculation and reconciliation between APMs and Non-IFRS Measures and any applicable management indicators and the financial data of the corresponding reported period, please see the backup excel file published today by Cellnex Telecom, S.A. All documents are available on Cellnex website (www.cellnex.com).



# Essential information available on the Investor Relations section of Cellnex's website for further details on key items

CONTACT TRENDS THE CELLNEX FOUN	NDATION INVESTO	R RELATIONS
cellnex Connect	ctivity Solutions Technology Sustainability Talent About Cellnex	
Q4 2022	Results	
x	<b>Backup Excel File</b> <u>https://www.cellnex.com/investor-relations/financial-information/#shareholders-investors-quarterly-results</u>	
PDF	FY 2022 Integrated Annual Report <a href="https://www.cellnex.com/investor-relations/financial-information/#shareholders-investors-financial-reports">https://www.cellnex.com/investor-relations/financial-information/#shareholders-investors-financial-reports</a>	
PDF	FY 2022 Consolidated Annual Financial Statements https://www.cellnex.com/investor-relations/financial-information/#shareholders-investors-financial-reports	
FTSE4Good	SUSTAINALYTICS CLIMATE	