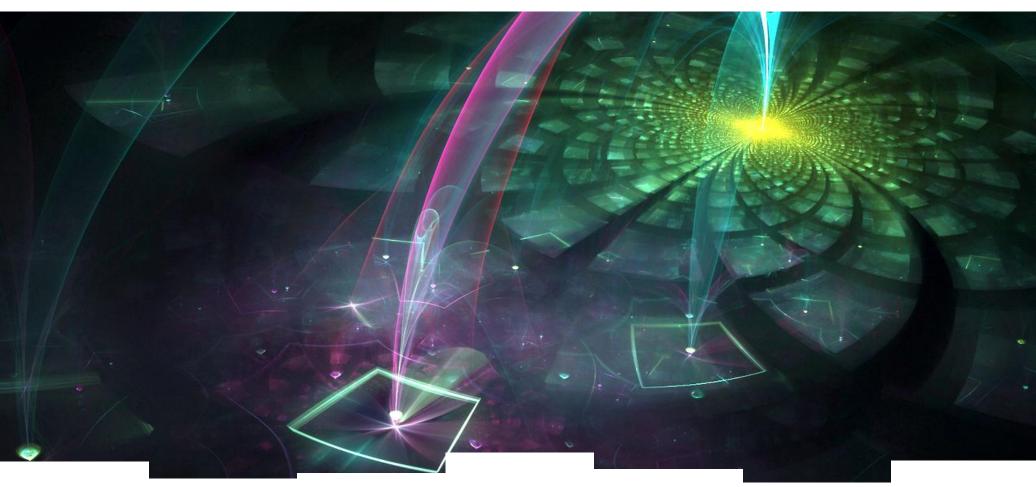
# First Half 2013 Results



July 26, 2013 Frederic Rose, CEO Stéphane Rougeot, CFO & SEVP Strategy



#### Forward Looking Statements

"This presentation contains certain statements that 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 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."



# Agenda

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# Key H1 Highlights

Revenue growth at constant rate and scope: +3.1%

Improved operating profitability, positive net income and strong free cash flow generation

Refinancing successfully completed

FY 2013 objectives confirmed



# Q2 Revenue Highlights

# Robust revenue performance in Q2 2013, up 4% at constant rate and scope\*:

- •Technology: another quarter of revenues above €100 m
- •Entertainment Services: revenue increase (without legacy activities) driven by a sustained performance of DVD Services and the return to growth of Digital Production
- •Connected Home: another quarter of double-digit growth reflecting continued revenue increase in emerging markets and improved product mix

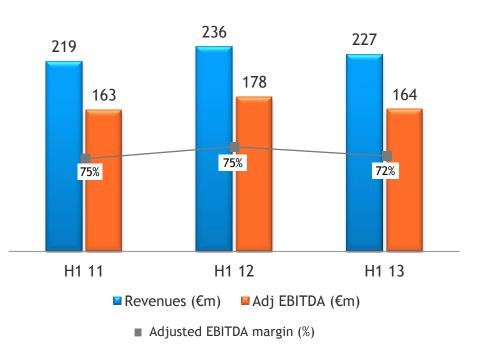


# H1 2013 SEGMENT HIGHLIGHTS



## Technology - H1 2013 Highlights: Solid Licensing Performance

#### **Revenues and Adjusted EBITDA**



- Slight revenue decrease of 3.3% at constant currency compared to H1 2012
- Revenues above €100m for each quarter despite CE market softness and negative dollar impact
- Adj. EBITDA margin down in H1 2013 as increased operating expenses in growth initiatives offset higher Licensing Adj. EBITDA margin



# Technology - Strong innovation to build a high quality IP portfolio

INVENTIONS FILING & PRODUCT OR MARKET INFRINGEMENT LICENSING NEGOTIATION STANDARD ADOPTION ANALYSIS NEGOTIATION

#### PORTFOLIO DEVELOPMENT

- c. 350 world-class scientific researchers and experts operating as a global network of labs
- Steady pace of priority applications: >400 priority applications on average per year
- Over 2,000 patents granted each year on average from 2004 to 2012: 7% of portfolio renewed each year
- Involved in 39 standardization and standardrelated organizations

#### TECHNOLOGY LICENSING

 Disseminate and monetize proprietary technologies to product manufacturers, service platforms, professionals and consumers

#### PATENT LICENSING

- Strong IP portfolio: 39,600 patents and patent applications
- Over 66% of patents have >10 years lifetime
- License to product manufacturers and service platforms for usage of patents: DTV, STB, LCD Monitor, Mobile Devices
- License patents via Patent Pools: MPEG-LA, BD4C, HDMI, Uldage

Focused in key technology areas: video & audio coding, video & image processing, user experience, metadata & data mining, machine learning & discovery, privacy & content security, wireless & home networks



## Technology - Key strategic initiatives in H1 2013

#### SONY

- IP collaboration agreement for key technologies used in mobile devices
- Combined portfolio of key technologies for mobile devices: LTE, WCDMA, UMTS, Wi-Fi, haptics, video compression, software, user interface, LCD and AMOLED
- Signature of first smartphone licensing contract

Reinforce Technicolor's ability to monetize its mobile devices program



- Technicolor awarded the first 4K Image Certification to Marseille Networks
- Signing of Toshiba as the first Blu-ray<sup>TM</sup> player manufacturer to be awarded 4K Image Certification by Technicolor

Strengthen Technicolor's offer on a broad array of devices and service platforms: LCD TV, Smart TV, Blu-Ray™ players, Smartphones, eCommerce, OTT



- Strong focus on innovation differentiation since inception (over 140 filings generated by and for M-Go)
- Sustained pace of disclosures around generic patents and applications, applicable to almost any connected devices and platforms, including OTT, in particular around user experience and search & discovery

Reinforce Technicolor's IP around user interaction, secured content, search & discovery, user profile, back-end architecture

**Standards** 

 Increase in contributions to targeted standards (eg MPEG, SHVC, ATSC...), with a focus on quality of media and compression performance

Focus innovation around standards core to the Group's businesses and strategy



# MPEG HEVC, key to Technicolor's businesses and strategy

#### **Technology**

Technicolor's Licensing programs to benefit from patents around this standard (Digital TV in particular in North America with ATSC 3.0; mobile devices, platforms...)

#### **Entertainment Services**

As a key enabler for 4K, Technicolor will support content creators in developing and delivering high quality 4K content



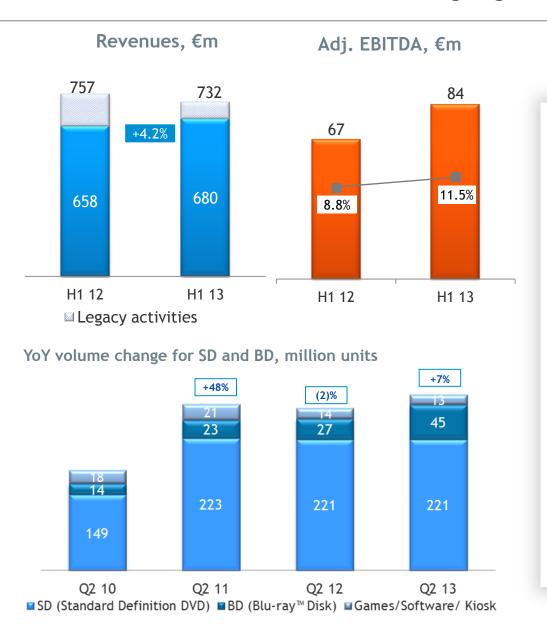
#### **Connected Home**

As a key enabler for 4K, it is a driver of the STB upgrade cycle 2015-17. Technicolor will be among the 1st to develop HEVC compatible STB

- Technicolor uniquely able to deliver meaningful innovation from creation to delivery of HEVC video
- Innovation efforts across all businesses to contribute to the standard and its evolution
- Focused innovation on higher image quality and fidelity



## Entertainment Services - H1 2013 Highlights: increased profitability



- 4.2% revenue increase in H1 2013 at constant currency and excluding legacy activities:
  - Strong performance of DVD Services
  - Return to growth of Digital Production in Q2, driven by strong level of activity in VFX for feature film
- Strong increase in Adjusted EBITDA margin driven by good performance in DVD and Digital Creative Services and ongoing cost reduction measures



## Entertainment Services - Providing key services on major titles and shows

#### Deploying full range of services for tent pole movies



Providing both **Digital**Production and
Postproduction work for titles such as:

47 Ronin
Fast & Furious 6
World War Z
Godzilla
Guardians of the Galaxy

# Postproduction Broadcast titles







#### **Digital Production**







technicolor



Entertainment Services - Benefitting from industry trends and market drivers in packaged media

#### **Industry trends**

- DVD & Blu-ray<sup>TM</sup> 1st support for content distribution
- 72% of total home video spending (including VOD subscriptions) through physical sell-through and rental
- 2/3 of major studios' total entertainment revenue coming from physical media
- A market driven by new releases in North America; 50% of volumes driven by TV Series in Europe

#### **How Consumers Watched Movies**

US, Past 3 months (March 2013)

On network TV channels	59%
On a DVD/BD that you own	59%
On cable TV channels	58%
In a theater	44%
Recorded on a DVR or TiVo	36%
On a DVD/BD rented kiosk	21%
Free VOD from Cable/Sat/Telco	20%
Rental Subscription VOD	19%
Paid VOD from Cable/Sat/Telco	13%

Source: The NPD Group

#### Market drivers

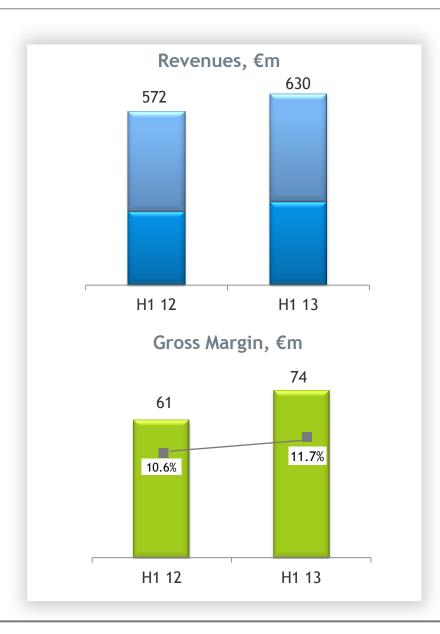
- Best viewing experience in terms of quality
- Original features: bonus, collectors' pack, multi-platform content access
- No bandwidth issues
- Long-term usage

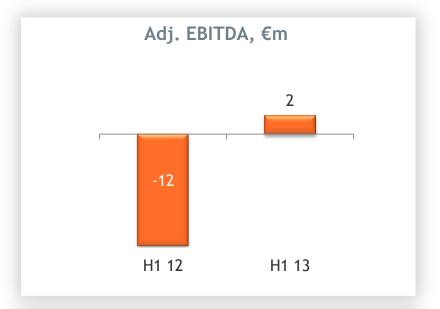
#### Technicolor's performance in H1 2013 driven by success of new releases and some TV-series





# Connected Home - H1 2013 Highlights: Top line growth and positive Adj. EBITDA





- Five consecutive quarters of double-digit revenue growth
- Good execution on turnaround plan
- Tight working capital management

Positive Free Cash Flow in Q2 and confidence in capacity to achieve positive Free Cash Flow in FY13



# Connected Home - Customer deployment and new awards in H1 2013

#### North America: return to growth in Q3 2013



100th millions STB delivered as of July, 1st 2013 + new awards for 2014



Full ramp up in June of Xfinity GW + new awards with 1st shipments in Q4 2013



Gateways; roll out starting in H2 2013



3G Tablet; 1st shipments mid 2013



Docsis Modem; roll out in H2 2013

## EMEA: improvement of the sales pipeline with first results in H2 2013



# belgacom

Deploying full range of Ultra Broadband GW/VoIP with vectoring



HD STB (satellite and cable); deployment in 2014



## Connected Home - Customer deployment and new awards in H1 2013

#### LATAM: strong positions with all operators, leader in all countries



M&R; new STB end 2013



Mexico







New generation STBs launched in Q2 2013

Brazil



Strong sales in Q2 2013



Mexico

VDSL/VoIP; deployment in H2 2013

## APAC: leading position in India, 1st foreign company in China for GPON GW



Serving the entire customer base Satellite HD zapper STB; deployment mid 2014



India

Cable HD PVR; deployment mid 2014



GPON Gateway; deployment late 2013



## Connected Home - H1 2013 Highlights

	Q2 13 TCH H2 13 Market		Q2 13		
Region	Market	TCH volume	Volume Outlook	Structure	TCH Opportunities
NAM		-		50% cable STBs	<ul> <li>Wins in Broadband thanks to technology leadership</li> <li>Recognized capability in software</li> </ul>
LATAM				45% satellite STBs	<ul><li>Full product range</li><li>Strong local presence</li></ul>
EMEA		<b>—</b>		30% cable STBs	<ul><li>New awards in 2012 and in H2 2013</li><li>Recognized capability in software</li></ul>
APAC		11		Largest segments are cable STBs and Telco GWs	<ul><li>Recognized reliability of Hardware</li><li>Software opportunity, R&amp;D in Beijing</li></ul>

#### Technicolor's technology key assets:

- Unique technology leadership in ultra broadband:
   n° 1 worldwide in DOCSIS 3.0 Cable Gateways
- 4K / HEVC: early development of Ultra HD capable Set Top Box, adding extra features like HDR on top of 4K
- Innovative development: developing a new generation Android-based Set Top Box

# APAC 14% 19% 19% LATAM 48%

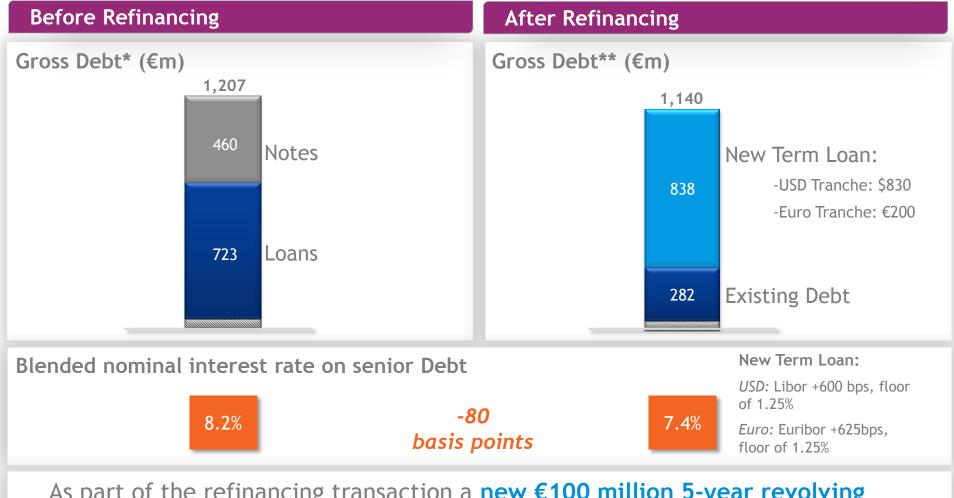
Q2 2013 revenues by region



# UPDATE ON REFINANCING



Transaction rationale: borrow at a lower rate, extend maturity and increase financial flexibility

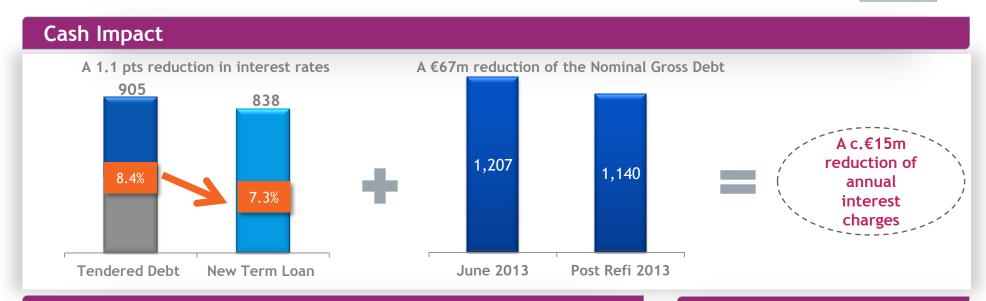


As part of the refinancing transaction a new €100 million 5-year revolving credit facility has also been put in place



<sup>19 \*</sup> At nominal value, as of June 30, 2013, including €24m of "Other Debt" \*\* At nominal value, including €20m of "Other Debt" and Forex impact

# Financial Statements Impacts



#### **Debt Proforma**

in €m	As of June 30,2013	Proforma, June 30, 2013	Variation
Cash	370	176	(194)
Gross Debt IFRS	1,101	1,066	(35)
Gross Debt Nominal	1,207	1,140	(67)
Net Debt IFRS	731	890	+159
Net Debt Nominal	837	964	+127

#### P&L Impact

IFRS effective rate on Existing Debt was much higher, due to the very significant IFRS discount of 2010

11.8%\*

8.4%

Before Refinancing

After Refinancing



# Further improving our financial structure

#### Extending debt maturity profile: 2013-2017 repayment schedule\*



#### Lighter covenants

	BEFORE	AFTER	
Maintenance Covenants	-Several financial covenants : interest cover, leverage, Capex	-Existing debt: all covenants eliminated -New debt: one single leverage covenant	
Othor	-Debt Documentation included several other restrictions	<ul> <li>-Most covenants on Existing Debt removed (except for Mandatory prepayments, economic terms)</li> </ul>	
Other restrictions		-New Debt: lighter package restricting indebtedness, investment in JVs, acquisitions, with restrictions in particular on dividend payments, and certain investments	
Excess Cash Flow	-On Existing Debt: 80% of Excess cash flow** to prepay outstanding debt	-Existing Debt: unchanged -New debt: 75% of Excess cash flow** to prepay outstanding term loans	

- Lighter Covenant package
- New terms and structure



In position to seize opportunities to further improve the financial profile

\* Independent of any repayment related to excess cash flow



<sup>\*\*</sup> As defined in the relevant debt documentation, generally reflects the aggregate of net cash from operating and investing activities, subject to certain adjustments

# H1 2013 FINANCIAL HIGHLIGHTS



# H1 2013 Results Highlights

(€ million)	H1 2012	H1 2013
Revenues from continuing operations	€1,646m	€1,589m
Adjusted EBITDA* from continuing operations	€198m 12.0% sales	€207m 13.0% sales
EBIT from continuing operations	€115m 7.0% sales	€87 5.5% sales
Net income from continuing operations	€(26)m	€(10)m
Consolidated net result	€(26)m	€6m
Operating Cash Flow** from continuing operations	€101m	€125m
Group Free Cash Flow	€2m	€24m
Net debt (nominal)	€1,161m	€837m

- Group revenues down 1.9% at constant currency
- Group revenues up 3.1% at constant currency and scope
- Adjusted EBITDA margin up 1.0 pt
- EBIT from continuing operations down vs. 2012 reflecting higher restructuring charges for ES legacy activities
- Significant reduction in net loss from continuing operations
- Positive consolidated net income, up €32m vs. H1 2012
- Operating Cash Flow from continuing reaching 7.9% of revenues
- Net Capex reduced by €22m
- Strong Free Cash Flow generation despite one-off payments (EU antitrust fine, legacy litigation)
- Continued deleveraging



<sup>\*</sup> EBIT from continuing operations excluding other income (expense), and Depreciation & Amortization (including impact of provisions for risks, litigations and warranties)

<sup>\*\*</sup>Adjusted EBITDA minus restructuring and Capex cash-out

# Q2 2013 Revenues by segment at constant scope

(€ million)	Q1 2012	Q1 2013	Δ % Constant*	Q2 2012	Q2 2013	Δ % Constant*	H1 2012	H1 2013	Δ % Constant*
Technology	121	125	(1.5)%	115	101	(5.2)%	236	227	(3.3)%
Entertainment Services excluding legacy activities	395 <i>345</i>	376 352	(5.4)% +1.8%	362 314	356 328	+0.6% +6.9%	757 658	732 680	(2.5)% +4.2%
Connected Home	242	274	+16.3%	330	356	+10.8%	572	630	+13.1%
Total from continuing operations	759	775	+2.2%	807	814	+4.0%	1,566	1,589	+3.1%

- Technology: another quarter of revenues above €100 million in Q2 2013, down 5.2% at constant currency compared to the strong double-digit growth recorded in Q2 2012
- Entertainment Services revenues up 6.9% excl. legacy activities year-on-year, reflecting a strong performance in DVD Services and return to growth of Digital Production in Q2 2013
- Connected Home: fifth consecutive quarter of double-digit year-on-year expansion, with revenues up 10.8%, driven by volume growth and overall mix improvement



## H1 2013 Gross Margin - constant scope

(€ million)	H1 2012	H1 2013	Change at constant scope
Technology	210	199	(11)
% Revenues	88.8%	<i>87.8%</i>	(1.0)%
Entertainment Services % Revenues	59	75	+16
	7.8%	10.3%	+2.5%
Connected Home % Revenues	61	74	+13
	10.6%*	11.7%	+1.1%
Other	(2)	(2)	0
Total from continuing operations % Revenues	328*	346	+18
	20.9%	21.8%	+0.9%

- Group Gross margin up 0.9 point at 21.8% of revenues
- Technology: gross margin at 87.8% of revenues, despite the decline in revenues
- Entertainment Services: gross margin sharply up at 10.3% of revenues driven by solid level of activities and ongoing cost cutting initiatives
- Connected Home: further gross margin improvement resulting from specific actions in particular higher efficiency in Manaus (Brazil) and product cost improvement



# H1 2013 Adj. EBITDA by division - constant scope

(€ million)	H1 2012	H1 2013	Change
Technology % Revenues	178	164	(14)
	75.4%	72.2%	(3.2)pts
Entertainment Services % Revenues	67	84	+17
	8.8%	11.5%	+2.7pts
Connected Home % Revenues	(12)	2	+14
	(2.0)%	0.3%	+2.3pts
Other	(47)	(43)	+4
Total from continuing operations % Revenues	<b>186</b>	<b>207</b>	+21
	11.9%	13.0%	+1.1pts

- Technology: profitability down year-on-year, as slightly improved Licensing margin of 88% was offset by increased operating expenses for M-GO and other initiatives
- Entertainment Services: Adj. EBITDA up 2.7 points year-on-year, driven by good performance in DVD and Digital Creative Services and ongoing cost reduction measures
- Connected Home: Adj. EBITDA improvement of €14 million compared to the first half of 2012, supported by strong top-line growth and improved gross margin
- Other: corporate costs improved by €3 million



## H1 2013 Net Result: Net profit from continuing operations

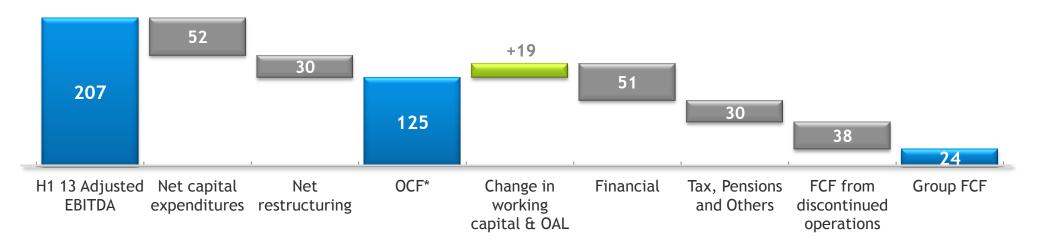
(€ million)	H1 2012	H1 2013	Change
EBIT from continuing operations	115	87	(28)
Financial costs, net	(116)	(72)	+44
Share of profit / (loss) from associates	(4)	(5)	(1)
Income tax	(21)	(20)	+1
Profit / (loss) from continuing operations	(26)	(10)	+16
Profit from discontinued operations	0	16	+16
Net result	(26)	6	+32
Non controlling Interests	(1)	(2)	(1)
Net result, Group share	(25)	8	+33

- Financial costs of €(72)m o/w €(63)m of net interest expenses, including €(15)m of non-cash IFRS impact related to effective rate method, and €(9)m of other financial expenses
- Income tax of €(20)m broadly stable versus H1 2012
- Positive net result at €6m



#### Positive Free Cash Flow of €24m despite legacy litigation payments

#### Operating Cash Flow\* and Group Free Cash Flow, €m



#### **KEY POINTS - OPERATING CASH FLOW\***

- Net Capex down €22 million versus H1 2012, resulting from strict management in Entertainment Services and lower capitalized R&D both in Connected Home and Technology segments
- Restructuring cash out up €7 million versus H1 2012, reflecting restructuring in legacy activities and further streamlining in Connected Home and the Group's support functions

#### **KEY POINTS - GROUP FREE CASH FLOW**

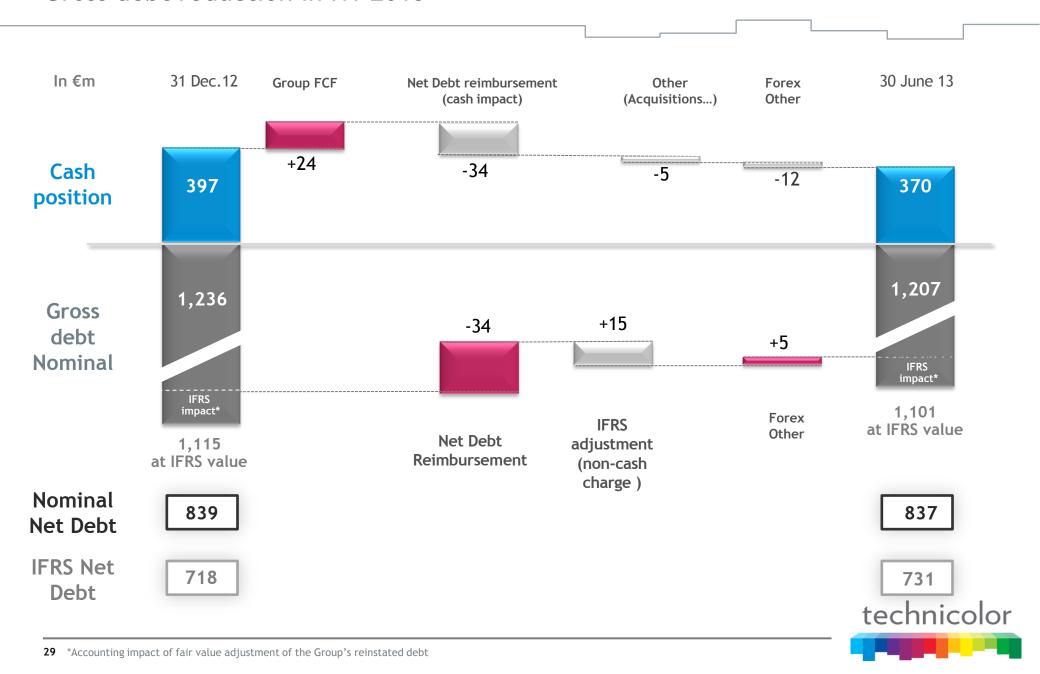
- Positive variation of the working capital despite sustained growth in the Connected Home and DVD Services activity
- Strong reduction in cash financial charges and lower other cash charges compared to H1 2012
- €(38) million of FCF from discontinued operations, due to the EU antitrust fine payment



<sup>\*</sup> From continuing operations

<sup>\*\*</sup> Working Capital and Other Assets and Liabilities

#### Gross debt reduction in H1 2013



# Fy 2013 OBJECTIVES



# FY 2013 Objectives confirmed

# Growth in Adj. EBITDA between 5% to 10% compared to FY 2012 Adj. EBITDA at constant scope (€498 million):

- Licensing Adj. EBITDA broadly stable compared to FY 2012
- •Continued improvement of Connected Home Adj. EBITDA and return to positive free cash flow generation
- •Improved profitability in Entertainment Services reflecting cost actions implemented in 2012

**Strong growth in Group Free Cash Flow**, above 30%, before expected one-off payments for legacy litigation (particularly the EU antitrust fine for €38.6 million)



# Update on Net debt/ adj. EBITDA ratio objective

Shift to a nominal value based ratio, as financial covenant in the Group's new debt and Amplify 2015 goals are based on nominal debt ratios.

The Group objective for 2013 is updated as follows:

Net debt (at nominal value) to adjusted EBITDA ratio below 1.6x at end December 2013

The Amplify 2015 objective is updated as follows to take into account the positive impact of the refinancing on free cash flow generation:

Net debt to adjusted EBITDA ratio below 1.0x at end December 2015 (versus 1.1x previously)







# H1 2013 Adjusted EBIT- constant scope

(€ million)	H1 2012	H1 2013	Change
Technology	176	159	(17)
% Revenues	74.4%	<i>70.0</i> %	(4.4)%
Entertainment Services % Revenues	(12)	14	26
	(1.6)%	2.0%	3.6%
Connected Home % Revenues	(32)	(18)	14
	(5.6)%	(2.8)%	2.8%
Other	(51)	(44)	7
Total from continuing operations % Revenues	<b>81</b>	111	30
	5.2%	7.0%	1.8%

#### Comments on H1 2013 Adj. EBIT:

- Technology: Adjusted EBIT margin down 4.4 points in H1 2013 compared to H1 2012
- Entertainment Services: Adjusted EBIT sharply up, reflecting strong increase in Adj. EBITDA
- Connected Home: Adjusted EBIT significantly up, reflecting higher level of Adjusted EBITDA



# Balance sheet at 30 June 2013

(€ million)	31 Dec. 2012	30 June 2013
Total non-current assets	1,817	1,785
o/w goodwill	478	484
o/w other intangible assets	433	422
o/w property, plants and equipment	350	330
Total current assets	1,420	1,382
o/w inventories	112	142
o/w trade receivables	526	471
o/w cash and equivalents	397	370
o/w assets held for sale	4	-
Total assets	3,237	3,167

(€ million)	31 Dec. 2012	30 June 2013
Total equity	241	242
Total non-current liabilities	1,703	1,659
o/w long term debt	1,019	998
o/w retirement benefits obligations	353	336
Total current liabilities	1,293	1,266
o/w short term debt	96	103
o/w trade payables	445	466
o/w retirement benefits obligations	35	32
o/w liabilities held for sale	3	-
Total equity & liabilities	3,237	3,167



## Debt Proforma

