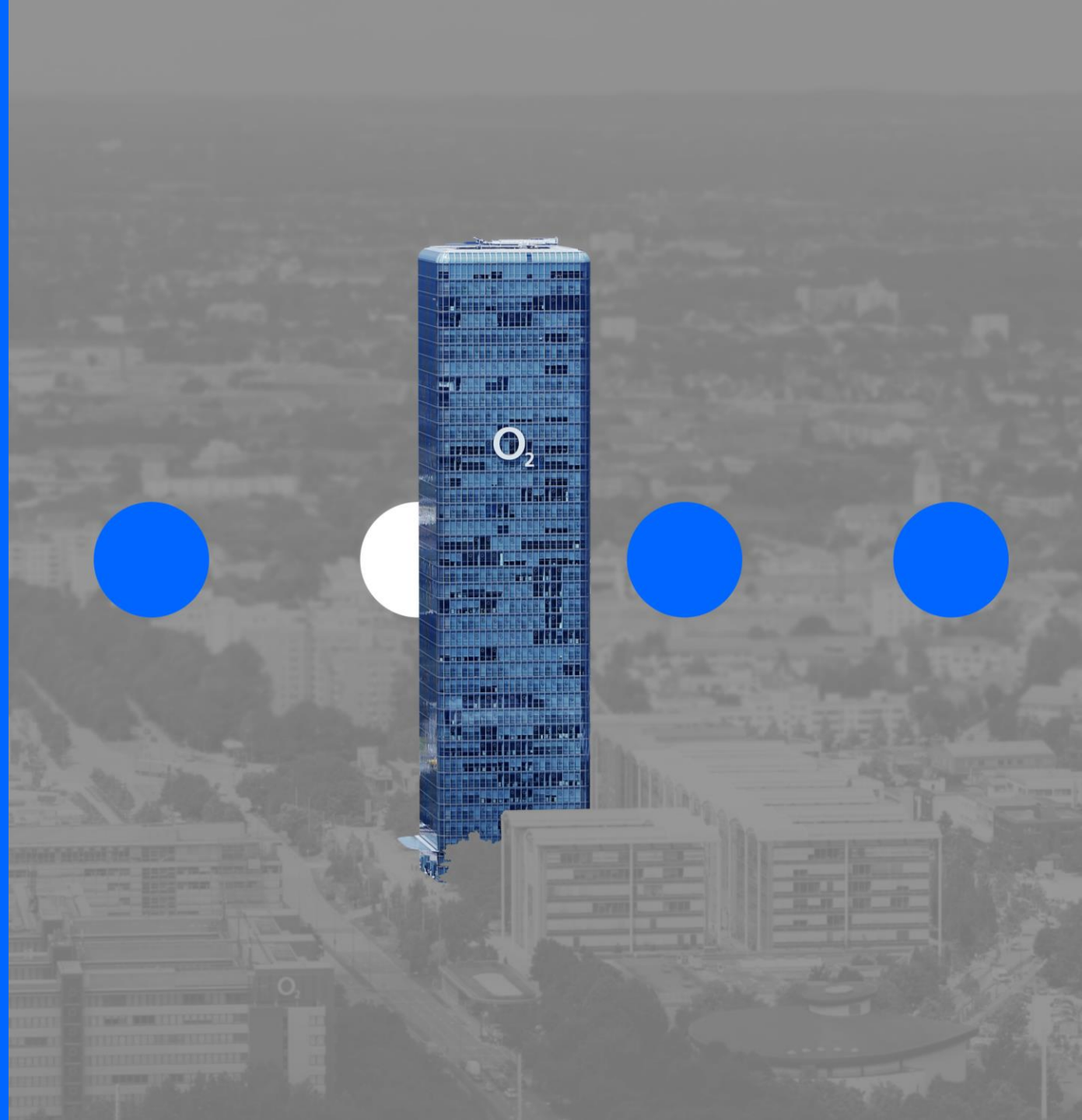


Telefónica Deutschland  
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# Telefónica Deutschland

ESG Investor presentation

November 2021

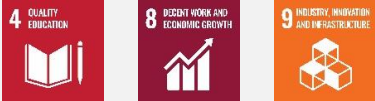




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# ESG at the heart of our strategy throughout the pandemic supporting SDGs

HELPING SOCIETY TO THRIVE	BUILDING A GREENER FUTURE	LEADING BY EXAMPLE
		
Supporting customers & communities	Lower carbon economy & digital innovation	Running an inclusive, fair & ethical business
Highly resilient network performance	<b>-39% GHG emissions (Scope I+II)*</b>	<b>Women in sen. leadership positions</b> 28% in 2020 (incl. in Bloomberg GEI)
Anonymous mobile data for government to fight C-19	<b>96% Renewable energy use</b>	<b>+3p.p. increase in Society Trust**</b>
#WeStayConnected	<b>-71% Energy per unit of traffic (GWh/Petabyte)*</b>	<b>Highly ranked in leading ESG ratings</b>
95% employee satisfaction rate for TEF D's pandemic management	<b>-78% Carbon intensity (tCO2/Petabyte)*</b>	<b>Continuous improvement of our reputation score</b>

# Responsible Business Plan 2025

## Focusing on steering-KPIs and target scores – supporting UN SDGs

Focus Area	Environment & Climate		Customers & Business Partners			Employees		Society	
Commitment	TEF D will offer customers the 'greenest' network		TEF D will offer customers products and services that support sustainable lifestyles			TEF D wants to advance tomorrow's digital working world as an attractive employer		TEF D will democratise participation in the digitalized world by affording people access and skills	
KPI	Net zero carbon emissions by 2025		Increase in or stabilisation of customer satisfaction (NPS) at the highest level			Measurement of employer attractiveness via increase / stabilization eNPS		RepTrak	
Topic	Circular Economy	Energy and CO <sub>2</sub>	Network Quality & Coverage	Product & Service Experience	Dig sust. Innovations	Future Employability	Designing the Work Environment	Digital Inclusion	Digital Skills

Foundation	<b>Governance principles</b>					
Commitment	<b>TEF D's business as a digital company will be founded on principles of responsible corporate governance that are rigorously and systematically applied to all business processes</b>					
KPI	<b>TEF D wants to achieve at least a 'good' ranking in relevant ESG ratings</b>					
Topic	<b>Governance</b>	<b>Transparency &amp; Dialog</b>	<b>Compliance &amp; Ethical Principles</b>	<b>Data Protection &amp; Information Security</b>	<b>Supply Chain Management</b>	

# Robust corporate governance structure

## Corporate Governance

Independent oversight of enterprise risk and business management underpinned by German two-tier board system  
Transparent good corporate governance | Annual effectiveness assessment of the Supervisory Board and its committees |  
Robust code of conduct and compliance management

### Executive Management Board

**leads, manages and represents Company**

- Regular weekly meetings and (strategy) offsite sessions

Informs, reports to



Appoints, advises,  
monitors, approves



### Non-Executive Supervisory Board

**controls and advises Management board**

- Annual strategy session with the Management board
  - Regular meetings (at least quarterly)

Reports to



Discharges



Elects shareholder representatives  
Discharges



Reports to



## Annual Shareholder Meeting - Execution of shareholders rights



- Each share = one vote / no special voting rights
- Vote on distribution of profits
- Shareholders vote e.g. on `Say on Pay` (AGM 2021+); Remuneration Report (AGM 2022+)
- At the AGM, annual accounts and business performance are reported by the Management Board

# Management Board - highly experienced & diverse

## Key Responsibilities

- Management of the business
- Representation of the Company

## Extensive Industry Experience

> 145 years of telco experience



### Top in gender diversity

Women in board since IPO 2012

Included in **Bloomberg Gender Equality Index (GEI)** 2<sup>nd</sup> year in a row



Wolfgang Metze (CCO)

Markus Haas (CEO)

Nicole Gerhardt (CHRO)


Markus Rolle (CFO)

Valentina Daiber (COLCA)


Alfons Lösing (CPWO)


Mallik Rao (CTIO)

# Supervisory Board – well balanced & diverse shareholder side







**37.5% Independent** 

**3 New appointments in 2020**

**Gender diversity** 

**Balanced tenure** 

**International**

## Independent leadership



### Peter Löscher

- Appointed as Supervisory Board Chairman in April 2020
- Former CEO of Siemens, experienced Supervisory Board Chairman
- Chair of Nomination, Mediation & Related Party Transactions Committees

## Independent members



### Michael Hoffmann

- Chairman of Audit and Remuneration Committees
- Former CEO of Lekkerland
- Independent financial expert



### Stefanie Oeschger

- Former Managing Director of Cembra
- International expert in transformation and organizational change
- Newly appointed in 10/2020

## Key expertise & skills

- Economic / Financials
- Auditing / Risk
- Engineering / Innovation / Digital
- Marketing / Sales
- Legal / Governance / Ethics
- Transformation / Organisational Change
- Leadership

# 'Say on Pay'- balanced composition of Management Board remuneration

	Components	Purpose	Description	Potential KPIs	Compensation mix
Annual	<b>Fixed remuneration</b> Cash	<ul style="list-style-type: none"> <li>Creates sufficient economic independence to balance significance of other remuneration items</li> </ul>	<ul style="list-style-type: none"> <li>Base salary paid out in twelve equal monthly amounts</li> </ul>	<ul style="list-style-type: none"> <li>Financial KPIs:                             <ul style="list-style-type: none"> <li>Revenues: Measure growth</li> <li>OIBDA: Reflects growth and progress in operating performance</li> <li>Operating Cash Flow (OIBDA minus CapEx): Reflects generation of cash from our business operations</li> <li>Free Cash Flow: Generation allows growth investments, dividend payments, and reduction of debt load</li> <li>Return on Capital Employed (EBIT/Capital Employed): Measures the efficiency and profitability of our investments</li> <li>Relative TSR: Measures the creation of shareholder value vs. competitors</li> </ul> </li> <li>Non-financial KPIs (ESG criteria)                             <ul style="list-style-type: none"> <li>Relate to customer satisfaction &amp; social/ecological factors (e.g. NPS, RepTrak Pulse, reduction of emissions, diversity)</li> </ul> </li> </ul>	<p><b>CEO</b></p> <p>Incl. ESG criteria since 2019</p> <p>31%    31%    38%</p> <p><b>Ordinary Mgmt Board Member</b></p> <p>43%    28%    29%</p> <p>Fixed remuneration    Short-term variable remuneration    Long-term variable remuneration</p> <p>69% (CEO) and 57% (ordinary. Mgmt. Board member) of remuneration is at risk and tied to performance</p>
	<b>Short-term variable remuneration</b> Cash	<ul style="list-style-type: none"> <li>Rewards achievement of pre-determined, quantifiable, economic-financial, operational and qualitative targets aligned with the company's interests and the strategic plan</li> </ul>	<ul style="list-style-type: none"> <li>One-year cash bonus</li> <li>Performance criteria:                             <ul style="list-style-type: none"> <li>At least 70% selected KPIs of Telefónica Deutschland</li> <li>At most 30% business performance of Telefónica, S.A.</li> </ul> </li> <li>Cap: 150% of target amount</li> </ul>		
<b>Long-term variable remuneration</b> Cash/Equity	<ul style="list-style-type: none"> <li>Align incentives with the company's interests and the strategic plan</li> <li>Link remuneration to the creation of shareholder value and sustainable achievement of strategic targets</li> </ul>	<ul style="list-style-type: none"> <li>Performance Share Plans for Telefónica Deutschland and for Telefónica, S.A.</li> <li>Three-year performance period</li> <li>Selected KPIs</li> <li>Target achievement: 0% up to a maximum value (cap)</li> </ul>			

→ Malus/Clawback: Partial or complete reduction or reclaim of the variable remuneration possible  
 → Total maximum remuneration: EUR 4.9 m for CEO; EUR 2.3 m for each ordinary Management Board member



# Ambitious corporate climate strategy – net zero carbon emissions by 2025



## Renewable Energy

100% green electricity



## 5G Energy-efficiency

5G is using 90% less energy per byte compared to 4G



## Data Centres

Improved power efficiency



## Smart Meters

Optimized energy consumption with help of digital meters



## Workplace

Workplace sharing and virtual work to improve energy efficiency and reduce CO<sub>2</sub> emissions

## Ambitious environmental targets

### 1.5°C aligned climate target

according to Science-Based-Target initiative for scope 1-3

### Net zero carbon emissions by 2025













including our scope-1&2 and travel emissions

### Reduction of unavoidable emissions by >90% by 2030

emitted from our network, facilities and vehicle fleet,  
relative to 2019



# Well ranked in most important sustainability ratings as well as indices

	Risk Low: <b>16.4 (Low)</b>   Exposure Score: <b>38.2 (Medium)</b>   Management Score: <b>63.2 (Strong)</b> 
	Rating: <b>AA</b> 
	Grade: <b>Prime B- (Good)</b> 
	Successfully listed ( <b>4.3 of 5 pts</b> ) 
	Successfully listed 
	Successfully listed ( <b>65%</b> ) 

# We look forward to hearing from you



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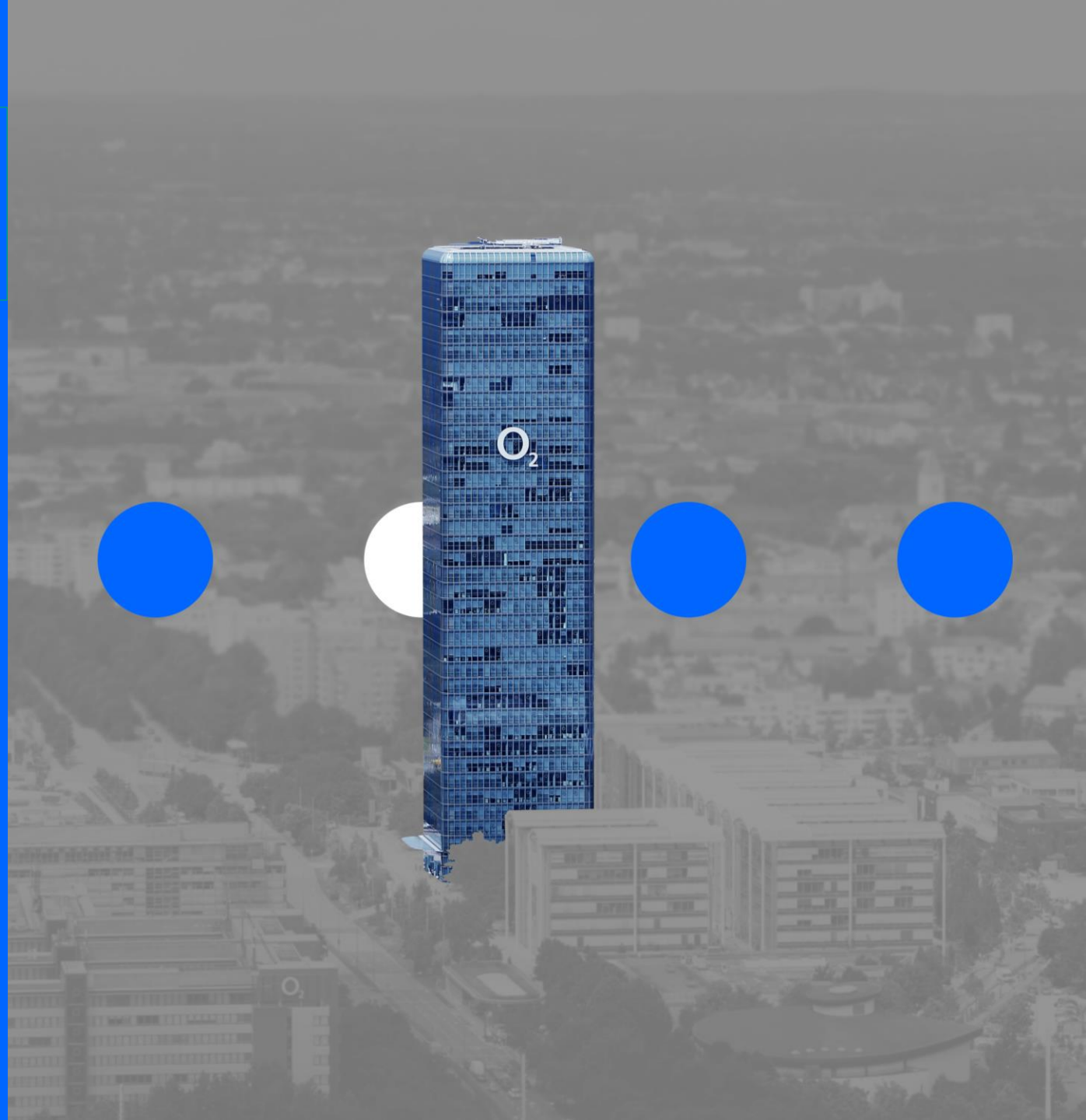
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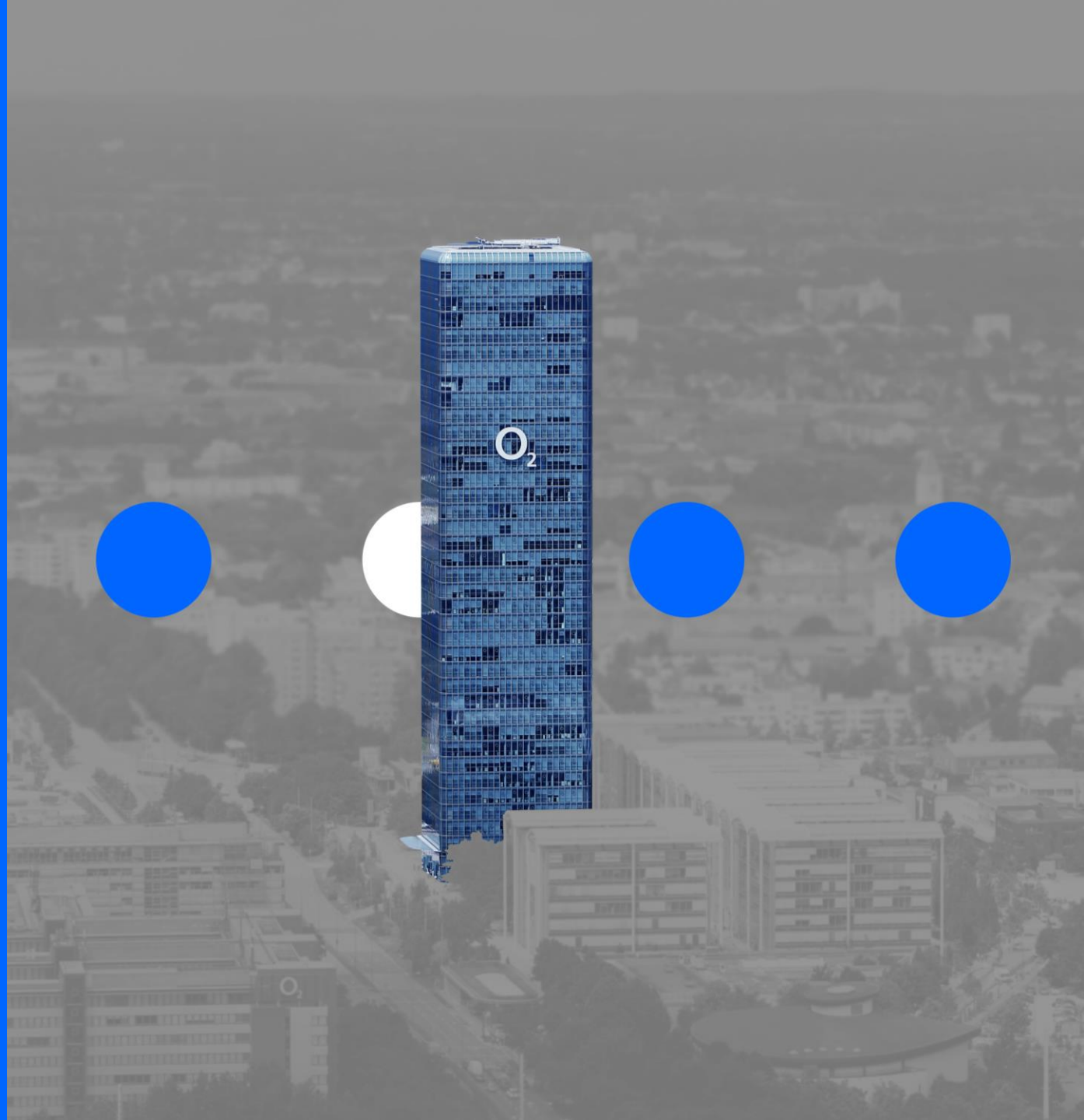


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# Appendix



# ESG an integral part of Telefónica Deutschland's DNA

## Enabling sustainable growth

We democratise access to the **sustainable digital future to create a better everyday life**



**Mobile accesses<sup>1</sup>**

~44m



**Owned customer base**

~ 80%



**Network quality awarded  
'Very Good'**



**Net zero carbon emissions  
by 2025**



**Market Cap<sup>1</sup>**

EUR 6,724m



**BBB Fitch Rating**

Listed in MDAX | TecDAX



**Employees<sup>1</sup>**

~7,800

### Resilient business model - FY20 Operational & financial trends intact



**Strong trading momentum**

>1m post-paid net adds<sup>2</sup>



**Churn at historic lows**

Own brand post-paid churn 13.1%



**Improved customer perception**

>20p.p. NPS score improved over last 3 years



**Revenues**

(7,532m€)

**+1.8% YoY**

+2.8 %<sup>4</sup>

**MSR**

(5,307m€)

**+0.1% YoY**

+1.3 %<sup>4</sup>

**OIBDA<sup>3</sup>**

(2,319m€)

**+0.2% YoY**

+2.7 %<sup>4</sup>

**Capex/Sales**

**14.5%**

# ESG at the heart of TEF D's strategy throughout the pandemic

## Responsible Business Plan 2025: Digital. Sustainable. Connected.

ESG strategy fully integrated in overall business strategy

- ✓ RBP goal: Creation of sustainable value and minimisation of risks
- ✓ RBP 2020: Achieved key targets
- ✓ RBP 2025: Ambitious future targets incl. climate protection strategy

Responsible Business Plan 2025



2004

2021

**2004**

ISO 14001 certification



**2005**

CR-Report



**2012**

Launch corporate accelerator Wayra




**2012**

Launch Eco Index



**2015**

ISO 50001 certification



**2019**

Sustainability linked loan

**2020**

ESG DAX50

**2020**

Climate protection strategy 2025



**2016 - 2020**

RBP



**2021 - 2025**

RBP



# All Supervisory Board Committees chaired by independent members

<b>Audit Committee</b>	<p>Key committee in charge of monitoring the accounting process, the efficiency of the internal control systems, the risk management system and the internal audit system and for review of the annual accounts as well as compliance, including data protection and information security</p>	<ul style="list-style-type: none"> <li>• Michael Hoffmann (Chair)</li> <li>• Martin Butz</li> <li>• Ernesto Gardelliano, financial expert</li> <li>• Thomas Pfeil</li> </ul>
<b>Remuneration Committee</b>	<p>Key committee in charge of preparation of all Board compensation topics and respective recommendations for the Supervisory Board in this regard</p>	<ul style="list-style-type: none"> <li>• Michael Hoffmann (Chair)</li> <li>• María García-Legaz Ponce</li> <li>• Claudia Weber</li> <li>• Jan-Erik Walter</li> </ul>
<b>Mediation Committee</b>	<p>The legally required committee recommends Management Board candidates to the Supervisory Board provided that no sufficient agreement to available candidates could be achieved</p>	<ul style="list-style-type: none"> <li>• Peter Löscher (Chair)</li> <li>• Christoph Braun</li> <li>• Julio Linares Lopéz</li> <li>• Christoph Heil</li> </ul>
<b>Nomination Committee</b>	<p>Committee recommends to the Supervisory Board suitable candidates for the shareholder side for the election proposal to the annual general meeting</p>	<ul style="list-style-type: none"> <li>• Peter Löscher (Chair)</li> <li>• Pablo de Carvajal González</li> <li>• Ernesto Gardelliano</li> </ul>
<b>Related Party Transactions Committee</b>	<p><b>New</b> The committee monitors and passes resolutions on certain transactions with related parties, especially on related party transactions pursuant to sec. 111 a, b Stock Corporation Act</p>	<ul style="list-style-type: none"> <li>• Peter Löscher (Chair)</li> <li>• Christoph Braun</li> <li>• Pablo de Carvajal González</li> <li>• Michael Hoffmann</li> <li>• Thomas Pfeil</li> </ul>

# Focus on net zero carbon emissions & principles of circular economy

## Environment

### Material topics

- **Energy and CO<sub>2</sub>**
- **Circular Economy**
- **Product and Service Experience**
- **Digital Sustainability Innovations**
- **Network Quality and Coverage**

### Mission

TEF D will offer its customers the 'greenest' network



### Goal

Net zero carbon emissions by 2025 focusing especially on energy efficiency



### Our Progress

Energy intensity reduced by 71% (compared to 2015)



### Strategic Approach

- Established environmental management systems (ISO 14001, ISO 50001)
- Part of the business ambition for 1.5° C action alliance
- Business case: increasing energy efficiency in operating business activities (OPEX) has led to savings of EUR 54m since 2016
- Long-term strategy (2030): Savings by additional energy efficiency rising over the years, up to EUR 10m in 2030

### Strategic Objectives 2025

- Net zero carbon emissions by 2025: Focus on energy efficiency, self generation & purchase of renewables
- Aligning more and more aspects of our business, especially our products, with principles of the circular economy



# Social dimension - shaping a responsible digitalisation for society

## Social

### Material topics

- **Human Capital Management**
- **Digital Skills**
- **Digital Inclusion**
- **Product and Service Experience**
- **Digital Sustainability Innovations**
- **Network Quality and Coverage**

## Mission



TEF D strives for a human centric digitalisation

## Goal



Stabilisation of NPS, eNPS & RepTrak

## Our Progress



All strategic goals well achieved

## Strategic Approach

- Shaping responsible digitalisation for people – our employees, our customers and society Especially in this pandemic situation this approach has gained even more importance

## Strategic Objectives 2025

- As an attractive employer, we want to drive the digital working world of tomorrow
- Human Capital Management: We are focusing on the work environment and future employability
- We enable participation in the digitalised world by providing people access and skills
- We support sustainable lifestyles with our products

# Effective COVID-19 response supporting all stakeholders

## Customers

- Reliable networks
- O<sub>2</sub> churn at historic low levels
- Additional entertainment & mobile data provided at no extra cost

## Shareholders

- Delivered on FY20 outlook while fully absorbing Covid-19 impacts
- Sustainable dividend policy

## Employees

- Protecting health & safety of employees
- Employees working remotely (home-office)
- Introduction of '5 Bold Moves'
- Corporate Health Award 2020 for innovative pandemic management

## Society

- TEF D supports Robert Koch Institute with mobility analyses in fight against Covid-19
- Provided our technologically advanced buildings for public use (e.g. O<sub>2</sub> Tower)
- Digital Care Package for Senior Citizens
- Laptops, Internet-access and trainings in cooperation with Amazon, 'Deutsches Kinderhilfswerk' for underprivileged children

**Management is continuously monitoring & analysing the impact on the company from Covid-19 restrictions & developments**

**Regular updates on our COVID-19 response are published on TEF D's webpage**

# Driving innovations - preparing Telefónica Deutschland & society for the future

Spotlight

## 5 BOLD MOVES

Working **Anywhere**



Working **Anytime**



Outcome-based **Leadership**



**Digital** by Default



70% Less **Travel**



Spotlight



**Wayra Germany**  
outstanding corporate accelerator  
Part of TEF S.A. Open Innovation Hub

**Track Record**

Most reliable partner for >250 tech start-ups since 2011 shaping the future of Telefónica

**Approach**

Open and unique ecosystem between founders, universities, mentors, investors and corporates

**Pillars**

Accelerator Programme | Investment | Community

**+22**

Contracts won between start-ups & Telefónica in 2020

**+30**

Active Portfolio start-ups in 2020

**+100**

Start-ups part of Wayra ecosystem

# Pioneering sustainable finance solutions to increase ESG visibility since 2016



## EUR 750m ESG-Linked Syndicated Loan

2019 first German Telco with ESG-Linked Loan facility



## EUR 450m Loan granted by European Investment Bank (EIB)

2019/2020 for energy efficient 4G/5G rollout



## EUR 450m Loan granted by EIB

2016 linked to CO<sub>2</sub> reduction via Mobile Network Consolidation (TEF/E+)



## Structured Rating Process with Sustainalytics

2019 structured rating process improving quality vs. unsolicited rating



## Pioneering of blockchain-based promissory notes

2018 first telco globally introducing blockchain based financing with external investors

## Further Sustainable Financing Instruments under consideration to access additional funding sources

- ESG-Linked Bond
- ESG-Linked Schuldschein
- ESG-Linked Factoring
- Green Leasing

## Top Sustainability Ratings from various financial institutions/rating agencies



**Telefónica Deutschland**  
●●●