Borussia Dortmund GmbH & Co KGaA



Recommendation: Price Target:

MEDIUM (MEDIUM) EUR 5.00 (5.00) BUY (BUY)

08 August 2013

Good start into the new season

Supercup win and advancement to round 2 of DFB-Pokal

- Transfer updates: Comparing transfer income and transfer expenditures Borussia Dortmund is expected to post a negative net transfer result for fiscal year 2012/13. We forecast that the net transfer result will amount to EUR -4m. We anticipate transfer expenditures of EUR 48m (including Mkhitaryan, Aubemeyang, Sokratis), according to our estimates. On the contrary transfer income will approx. amount to EUR 44m, of which EUR 37m are attributable to the sale of Mario Götze. Additional sold players are Leonardo Bittencourt, Julian Koch, Daniel Ginczek, Marvin Bakalorz and Felipe Santana. Furthermore, Lasse Sobiech was sold in July 2013 and therefore his transfer fee will be effective in fiscal year 2013/2014.
- Change in estimates: Given the aforementioned transfer updates, we adjusted our estimates accordingly. While we had previously only adapted the Götze transfer in the amount of EUR 37m we now also include the income from the earlier mentioned deals, summing up to EUR 44m for 2012/2013E. However, on the contrary side we had to cut our forecast for the Champions League media pool payments down to EUR 21.8m (CBSRe: EUR 27m). Overall, the additional transfer income offsets this decline, hence our new revenue estimates for 2012/2013E are even up to EUR 291.1m (prev.: EUR 289.4m). Group EBITDA may also come in at EUR 93.1m after previously expected EUR 92.5m. EPS however is slightly down from EUR 0.82 to EUR 0.81 mostly due to higher D&A expenses. For this fiscal year 2013/2014E BVB's win of the Supercup lifts the other revenues in the Match Operations segment by EUR 1.25m. Additionally, the sale of the player Sobiech will also increase the transfer income by estimated EUR ~1m. As a result, revenues for 2013/2014E are now anticipated to amount to EUR 242.5m (previously: EUR 240.2m). The revenue increase should also lead to marginal higher EBITDA (EUR 62.1m vs. previously: EUR 61.5m). Regarding the bottom line, the EPS estimates are down due to higher D&A expenses (after including the new players worth EUR ~48m).
- Unchanged PT: After the defeat in the Champions League Final it was remarkable that the stock was able remain in its current trading channel around EUR 3 which was traditionally not the case in the off-season. It seems that the investors are optimistic and the long-term perspective is still fully intact. Therefore, we stick to our unchanged price target of EUR 5.00 and reiterate our BUY recommendation.

Y/E 31 Dec, EURm	09/10	10/11	11/12	12/13E	13/14E	14/15E
Sales	110.1	151.5	215.2	291.1	242.5	254.4
EBITDA	16.7	32.4	60.0	93.1	62.1	67.8
EBIT (reported)	-0.5	14.9	41.4	75.2	30.7	33.9
Net income/loss	-6.2	5.3	27.4	49.5	20.0	22.2
EPS	-0.10	0.09	0.45	0.81	0.33	0.3
EBITDA margin	15.1%	21.4%	27.9%	32.0%	25.6%	26.7%
EBIT margin	-0.5%	9.8%	19.2%	25.8%	12.7%	13.3%
Net margin	-5.6%	3.5%	12.7%	17.0%	8.3%	8.7%
EV/EBITDA	14.0	7.2	3.9	2.5	3.8	3.4
EV/EBIT	n.m.	15.7	5.6	3.1	7.6	6.9
P/E	n.m.	35.8	6.9	3.8	9.5	8.0

Share price (dark) vs. SDAX Sources: CBS Research AG, Bloomberg

Change	12/	13E	13/14E		14/15E	
	new	old	new	old	new	old
Revenues	291.1	289.4	242.5	240.2	-	254.4
EBITDA	93.1	92.5	62.1	61.5	-	67.8
EPS	0.81	0.82	0.33	0.40	0.36	0.43

Internet: byb de WKN: 549309 Reuters: BVB.DE Sector: Entertainment ISIN: DE0005493092 Bloomberg: BVB GY

Short company profile:

Borussia Dortmund GmbH & Co KGaA is a Germany-based company engaged in the operation of Ballspielverein Borussia (BVB), a professional football club based in Dortmund, Germany.

Share data: Share price (last closing price):	EUR 3.10
Shares outstanding (m):	61.4
Market capitalisation (EURm):	190.4
Enterprise value (EURm):	233.4
Ø daily trading volume (3 m., no. of shares):	204,426

Performance data: **EUR 3.44** High 52 weeks: Low 52 weeks: EUR 2.41 30.4% Absolute performance (12 months): Relative performance (vs. SDAX): 1 month -6.0% -12.2% 3 months

6 months -13.3% -1.2% 12 months

Shareholders (preferred shares):

Bernd Gesker 11.7% BVB (own shares): 7.2% Free Float, others: 81.1%

Financial calender:

2012/2013 preliminary report 22 August 2013

Marcus Silbe (Analyst) Author:

Close Brothers Seydler Research AG +49 (0)69 - 977 84 56 0 Phone: E-Mail: research@cbseydlerresearch.ag www.cbseydlerresearch.ag



Details on transfer movements

Transfer expenditures (according to newspaper reports) move in a range between EUR 48m and EUR 50m and consist of the purchase of the three players: Henrikh Mkhitaryan (24, offensive midfield, estimated transfer fee between EUR 25m to 27.5m, contract until 2017), Pierre-Emerick Aubemeyang (24, forward, estimated transfer fee EUR 13m, contract until 2018) and Sokratis Papastathopoulos (25, central defender, estimated transfer fee EUR 9.5m, contract until 2018).

Solid transfers

Team results & outlook for the season opening

While the new Bundesliga season will start on the 10 August (first match FC Augsburg - BVB on 11 August), Borussia Dortmund already completed successfully two regular matches (the first round of the DFB-Pokal and the final of the Supercup). In the first round of the DFB-Pokal Borussia played against regional-league team SV Wilhemshaven sealing a 3-0 win. The drawing for the next round of the DFB-Pokal will be coming Saturday (11 August). In the Supercup final BVB played against its currently closest competitor Bayern Munich. Whereas the combination of the two teams reminded of the final in the Champions League 2012/13 the result of the match does not; BVB won with 4-2 and received a bonus of EUR 1.25m.

BVB defeats Bayern Munich in Supercup final



Appendix

Profit and loss account

IFRS	EURm	09/10	10/11	11/12	12/13E	13/14E	14/15E
Sales YoY growth		110.14	151.48 37.5%	215.24 42.1%	291.14 35.3%	242.46 -16.7%	254.42 4.9%
Cost of materials		-4.68	-7.66	-12.48	-17.11	-14.55	-15.27
as % of sales		-4.3%	-5.1%	-5.8%	-5.9%	-6.0%	-6.0%
Personnel costs		-47.96	-61.54	-79.92	-94.80	-94.56	-96.68
as % of sales		-43.5%	-40.6%	-37.1%	-32.6%	-39.0%	-38.0%
Other operating income		2.08	4.31	7.63	4.92	7.50	5.50
as % of sales		1.9%	3.9%	6.9%	4.5%	6.8%	5.0%
Other operating expenses		-42.93	-54.14	-70.49	-91.00	-78.80	-80.14
as % of sales		-39.0%	-35.7%	-32.7%	-31.3%	-32.5%	-31.5%
EBITDA		16.65	32.44	59.98	93.15	62.05	67.83
as % of sales		15.1%	21.4%	27.9%	32.0%	25.6%	26.7%
Depreciation and amortisation (incl. PPA depreciation)		-17.16	-17.53	-18.59	-17.94	-31.33	-33.97
as % of sales		-15.6%	-11.6%	-8.6%	-6.2%	-12.9%	-13.4%
EBIT (reported)		-0.51	14.91	41.39	75.20	30.72	33.86
as % of sales		-0.5%	9.8%	19.2%	25.8%	12.7%	13.3%
Net financial results		-5.74	-5.44	-4.86	-4.74	-2.59	-2.60
EBT (Earnings before income taxes)		-6.18	9.50	36.59	70.46	28.14	31.26
as % of sales		-5.6%	6.3%	17.0%	24.2%	11.6%	12.3%
Income taxes (incl. other taxes)		0.03	-4.10	-9.06	-20.79	-7.88	-8.75
as % of EBT		-0.5%	-43.1%	-24.8%	-29.5%	-28.0%	-28.0%
Net income		-6.15	5.40	27.53	49.68	20.26	22.50
Minorities		0.04	-0.09	-0.12	-0.21	-0.25	-0.30
Net income attributable to shareholders	i	-6.19	5.31	27.41	49.47	20.01	22.20
as % of sales		-5.6%	3.5%	12.7%	17.0%	8.3%	8.7%
Shares outstanding (in m)		61.4	61.4	61.4	61.4	61.4	61.4
Basic earnings per share (EUR)		-0.10	0.09	0.45	0.81	0.33	0.36

Source: Borussia Dortmund GmbH & Co KGaA, CBS Research AG



Research

Close Brothers Seydler Research AG

Schillerstrasse 27 - 29 60313 Frankfurt am Main

Phone: +49 (0)69 - 977 8456-0

Roger Peeters +49 (0)69 -977 8456- 12

Member of the Board Roger.Peeters@cbseydlerresearch.ag

Gennadij Kremer +49 (0)69 – 977 8456- 23 Daniel Kukalj +49 (0)69 – 977 8456- 21

(Corporate Credit) <u>Gennadij.Kremer@cbseydlerresearch.ag</u> (Equities) <u>Daniel.Kukalj@cbseydlerresearch.ag</u>

Ralf Marinoni +49 (0)69 -977 8456- 17 Manuel Martin +49 (0)69 -977 8456- 16

(Equities) Ralf.Marinoni@cbseydlerresearch.ag (Equities) Manuel.Martin@cbseydlerresearch.ag

Felix Parmantier +49 (0)69 -977 8456- 22 Nicolas Pütz +49 (0)69 -977 8456- 24

(Equities) Felix.Parmantier@cbseydlerresearch.ag (Support) Nicolas.Puetz@cbseydlerresearch.ag

Marcus Silbe +49 (0)69 -977 8456- 14 Simone Steymann +49 (0)69 -977 8456- 25

(Equities) <u>Marcus.Silbe@cbseydlerresearch.ag</u> (Support) <u>Simone.Steymann@cbseydlerresearch.ag</u>

Veysel Taze+49 (0)69 -977 8456- 18Ivo Višić+49 (0)69 -977 8456- 19(Equities)Veysel.Taze@cbseydlerresearch.ag(Equities)Ivo.Visic@cbseydlerresearch.ag

Sergey Weinberg +49 (0)69 -977 8456- 20

(Corporate Credit) <u>Sergey.Weinberg@cbseydlerresearch.ag</u>

Institutional Sales

Close Brothers Seydler Bank AG

Schillerstrasse 27 – 29 60313 Frankfurt am Main

Phone: +49 (0)69 - 9 20 54-400

Klaus Korzilius +49 (0)69 -9 20 54-114 Stefan Krewinkel +49 (0)69 -9 20 54-118 (Benelux, Germany) Klaus.Korzilius@cbseydler.com (Sales Trading, Germany, UK) Stefan.Krewinkel@cbseydler.com

Bruno de Lencquesaing +49 (0)69 -9 20 54-116 Nico Gesthüsen +49 (0)69 -9 20 54-115 (Germany) +49 (0)69 -9 20 54-115 Nico.Gesthuesen@cbseydler.com

Dr. James Jackson +49 (0)69 -9 20 54-113 Claudia Jurewecz +49 (0)69 -9 20 54-106 (UK) James_Jackson@cbseydler.com (Germany) Claudia_Jurewecz@cbseydler.com

Markus Laifle +49 (0)69 -9 20 54-120 Michael Laufenberg +49 (0)69 -9 20 54-112

Markus Laifle+49 (0)69 -9 20 54-120Michael Laufenberg+49 (0)69 -9 20 54-112(Sales Trading, Execution)Markus.Laifle@cbseydler.com(Germany)Michael.Laufenberg@cbseydler.com

Angela Leser +49 (0)69 -9 20 54-111 Rasmus Mac Donald-Thomé +49 (0)69 -9 20 54-119

(Germany) <u>Angela.Leser@cbseydler.com</u> (Scandinavia) <u>Rasmus.MacDonald-Thomé@cbseydler.com</u>

Mirella Mancuso +49 (0)69 -9 20 54-107 Carsten Pfersdorf +49 (0)69 -9 20 54-168

(Sales Support) <u>Mirella.Mancuso@cbseydler.com</u> (Sales Trading, Execution) <u>Carsten.Pfersdorf@cbseydler.com</u>

Carsten Schlegel +49 (0)69 -9 20 54-137 Christopher Seedorf +49 (0)69 -9 20 54-110

(UK, Ireland) <u>Carsten.Schlegel@cbseydler.com</u> (Sales Support) <u>Christopher.Seedorf@cbseydler.com</u>

Holger Schmidt +49 (0)69 -9 20 54-103 Bas-Jan Walhof +49 (0)69 -9 20 54-105



Disclaimer and statement according to § 34b German Securities Trading Act ("Wertpapierhandelsgesetz") in combination with the provisions on financial analysis ("Finanzanalyseverordnung" FinAnV)

This report has been prepared independently of the company analysed by Close Brothers Seydler Research AG and/ or its cooperation partners and the analyst(s) mentioned on the front page (hereafter all are jointly and/or individually called the 'author'). None of Close Brothers Seydler Research AG, Close Brothers Seydler Bank AG or its cooperation partners, the Company or its shareholders has independently verified any of the information given in this document.

Section 34b of the German Securities Trading Act in combination with the FinAnV requires an enterprise preparing a security analysis to point out possible conflicts of interest with respect to the company that is the subject of the analysis.

Close Brothers Seydler Research AG is a majority owned subsidiary of Close Brothers Seydler Bank AG (hereafter 'CBS'). However, Close Brothers Seydler Research AG (hereafter 'CBSR') provides its research work independent from CBS. CBS is offering a wide range of Services not only including investment banking services and liquidity providing services (designated sponsoring). CBS or CBSR may possess relations to the covered companies as follows (additional information and disclosures will be made available upon request):

- a. CBS holds more than 5% interest in the capital stock of the company that is subject of the analysis.
- b. CBS was a participant in the management of a (co)consortium in a selling agent function for the issuance of financial instruments, which themselves or their issuer is the subject of this financial analysis within the last twelve months.
- c. CBS has provided investment banking and/or consulting services during the last 12 months for the company analysed for which compensation has been or will be paid for.
- d. CBS acts as designated sponsor for the company's securities on the basis of an existing designated sponsorship contract. The services include the provision of bid and ask offers. Due to the designated sponsoring service agreement CBS may regularly possess shares of the company and receives a compensation and/ or provision for its services.
- e. The designated sponsor service agreement includes a contractually agreed provision for research services.
- f. CBSR and the analysed company have a contractual agreement about the preparation of research reports. CBSR receives a compensation in return.
- g. CBS has a significant financial interest in relation to the company that is subject of this analysis.

In this report, the following conflicts of interests are given at the time, when the report has been published: d

CBS and/or its employees or clients may take positions in, and may make purchases and/ or sales as principal or agent in the securities or related financial instruments discussed in this analysis. CBS may provide investment banking, consulting, and/ or other services to and/ or serve as directors of the companies referred to in this analysis. No part of the authors compensation was, is or will be directly or indirectly related to the recommendations or views expressed.

Recommendation System:

Close Brothers Seydler Research AG uses a 3-level absolute share rating system. The ratings pertain to a time horizon of up to 12 months:

BUY: The expected performance of the share price is above +10%.

HOLD: The expected performance of the share price is between 0% and +10%.

SELL: The expected performance of the share price is below 0%.

Recommendation history over the last 12 months for the company analysed in this report:

Date	Recommendation	Price at change date	Price target
23 May 2013	BUY (Initial Coverage)	EUR 3.17	EUR 5.00
08 August 2013	BUY	EUR 3.10	EUR 5.00

Risk-scaling System:

Close Brothers Seydler Research AG uses a 3-level risk-scaling system. The ratings pertain to a time horizon of up to 12 months:

LOW: The volatility is expected to be lower than the volatility of the benchmark MEDIUM: The volatility is expected to be equal to the volatility of the benchmark HIGH: The volatility is expected to be higher than the volatility of the benchmark



The following valuation methods are used when valuing companies: Multiplier models (price/earnings, price/cash flow, price/book value, EV/Sales, EV/EBIT, EV/EBITA, EV/EBITDA), peer group comparisons, historical valuation approaches, discounting models (DCF, DDM), break-up value approaches or asset valuation approaches. The valuation models are dependent upon macroeconomic measures such as interest, currencies, raw materials and assumptions concerning the economy. In addition, market moods influence the valuation of companies.

The figures taken from the income statement, the cash flow statement and the balance sheet upon which the evaluation of companies is based are estimates referring to given dates and therefore subject to risks. These may change at any time without prior notice.

The opinions and forecasts contained in this report are those of the author alone. Material sources of information for preparing this report are publications in domestic and foreign media such as information services (including but not limited to Reuters, VWD, Bloomberg, DPA-AFX), business press (including but not limited to Börsenzeitung, Handelsblatt, Frankfurter Allgemeine Zeitung, Financial Times), professional publications, published statistics, rating agencies as well as publications of the analysed issuers. Furthermore, discussions were held with the management for the purpose of preparing the analysis. Potentially parts of the analysis have been provided to the issuer prior to going to press; no significant changes were made afterwards, however. Any information in this report is based on data considered to be reliable, but no representations or guarantees are made by the author with regard to the accuracy or completeness of the data. The opinions and estimates contained herein constitute our best judgment at this date and time, and are subject to change without notice. Possible errors or incompleteness of the information do not constitute grounds for liability, neither with regard to indirect nor to direct or consequential damages. The views presented on the covered company accurately reflect the personal views of the author. All employees of the author's company who are involved with the preparation and/or the offering of financial analyzes are subject to internal compliance regulations.

The report is for information purposes, it is not intended to be and should not be construed as a recommendation, offer or solicitation to acquire, or dispose of, any of the securities mentioned in this report. Any reference to past performance should not be taken as indication of future performance. The author does not accept any liability whatsoever for any direct or consequential loss arising from any use of material contained in this report. The report is confidential and it is submitted to selected recipients only. The report is prepared for professional investors only and it is not intended for private investors. Consequently, it should not be distributed to any such persons. Also, the report may be communicated electronically before physical copies are available. It may not be reproduced (in whole or in part) to any other investment firm or any other individual person without the prior written approval from the author. The author is not registered in the United Kingdom nor with any U.S. regulatory body.

It has not been determined in advance whether and in what intervals this report will be updated. Unless otherwise stated current prices refer to the closing price of the previous trading day. Any reference to past performance should not be taken as indication of future performance. The author maintains the right to change his opinions without notice, i.e. the opinions given reflect the author's judgment on the date of this report.

This analysis is intended to provide information to assist institutional investors in making their own investment decisions, not to provide investment advice to any specific investor.

By accepting this report the recipient accepts that the above restrictions are binding. German law shall be applicable and court of jurisdiction for all disputes shall be Frankfurt am Main (Germany).

This report should be made available in the United States solely to investors that are (i) "major US institutional investors" (within the meaning of SEC Rule 15a-6 and applicable interpretations relating thereto) that are also "qualified institutional buyers" (QIBs) within the meaning of SEC Rule 144A promulgated by the United States Securities and Exchange Commission pursuant to the Securities Act of 1933, as amended (the "Securities Act") or (ii) investors that are not "US Persons" within the meaning of Regulation S under the Securities Act and applicable interpretations relating thereto. The offer or sale of certain securities in the United States may be made to QIBs in reliance on Rule 144A. Such securities may include those offered and sold outside the United States in transactions intended to be exempt from registration pursuant to Regulation S. This report does not constitute in any way an offer or a solicitation of interest in any securities to be offered or sold pursuant to Regulation S. Any such securities may not be offered or sold to US Persons at this time and may be resold to US Persons only if such securities are registered under the Securities Act of 1933, as amended, and applicable state securities laws, or pursuant to an exemption from registration.

This publication is for distribution in or from the United Kingdom only to persons who are authorised persons or exempted persons within the meaning of the Financial Services and Markets Act 2000 of the United Kingdom or any order made there under or to investment professionals as defined in Section 19 of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 and is not intended to be distributed or passed on, directly or indirectly, to any other class of persons.

This publication is for distribution in Canada only to pension funds, mutual funds, banks, asset managers and insurance companies.

The distribution of this publication in other jurisdictions may be restricted by law, and persons into whose possession this publication comes should inform themselves about, and observe, any such restrictions. In particular this publication may not be sent into or distributed, directly or indirectly, in Japan or to any resident thereof.



Responsible Supervisory Authority:
Bundesanstalt für Finanzdienstleistungsaufsicht (BaFin, Federal Financial Supervisory Authority)
Graurheindorferstraße 108
53117 Bonn
and
Marie-Curie-Str. 24-28
60439 Frankfurt

Close Brothers Seydler

Research AG
Schillerstrasse 27 - 29
60313 Frankfurt am Main
www.cbseydlerresearch.ag
Tel.: 0049 - (0)69 - 97 78 45 60