Borussia Dortmund GmbH & Co. KGaA



Recommendation: Risk: Price Target:

BUY (BUY) MEDIUM (MEDIUM) EUR 6.00 (6.00)

18 November 2014

Upside trend both in fundamental and in Bundesliga

Perfect start into Champions League; qualification for KO stage

- 1Q14/15: In the first quarter, Borussia Dortmund had a clearly better start into the new "season" in economic terms than from a sportive point of view, especially in the Bundesliga. The reported figures were broadly satisfying with group revenues of EUR 70.0m (PY: EUR 59.5m) and group EBITDA of EUR 13.9m (PY: EUR 9.7m). Personnel expenses increased to EUR 24.8m after EUR 22.8m in the previous year's period. Consequently, also Group EBIT improved to EUR 3.8m (PY: EUR 2.3m) and net result came in at EUR 2.4m (PY: EUR 1.4m). Moving to the sportive performance, BVB has delivered a mixed picture so far: CL top and Bundesliga flop (in short). However, BVB has already qualified for the knockout stages of the CL which implies a promising outlook on the economic development and (for fans) on more exciting matches within this season. Regarding the Bundesliga performance, the latest win could be the turning point to finish the end the first half of the season at least on a single figure rank. Segment reporting: Once again, all revenue streams could be improved in the first quarter. Match operations reached sales of EUR 8.1m (PY: EUR 7.6m, +6.4% yoy). With an increase of +17.1% yoy, TV-Marketing had the strongest growth (besides the volatile transfer business) and generated revenues of EUR 23.7m (PY: EUR 20.3m) due to surplus revenues from the CL. while we had only anticipated EUR 39.7m. The Advertising segment came in at EUR 16.9m (PY: EUR 14.7m, +14.8% yoy) and Transfers at EUR 3.6m (PY: EUR 1.5m, +133.4% yoy). Merchandising/Catering/Others achieved revenues of EUR 16.6m (PY: EUR 15.4m, +8.2% yoy).
- Outlook 2014/2015: As a result of the positive development in 1Q we also see the remaining quarter very promising. Beside the weak start into the Bundesliga all targets are still in line and even the performance in the Bundesliga should soon be back on track (first win after several losses could be the turning point). For full year we stick to our previous assumption that BVB will reach at least the Round of the Last 16 in the Champions League and the Quarter Final in the German DFB-Cup. In the German Bundesliga we still assume BVB will reach at least the fourth place which enables Dortmund via a qualification stage (2 games) to the Champions League in Season 2015/2016.
- BUY: While the fundamentals are in line, the sentiment was anxious after the weak start into the Bundesliga season, but this should be eased at the end of the first half of the season. We clearly stick to our PT of EUR 6.00/BUY recommendation.

Y/E 30 June, EURm	11/12	12/13	13/14	14/15E	15/16E	16/17E
Sales	215.2	305.0	260.7	275.3	290.2	304.7
EBITDA	60.0	87.5	49.1	56.2	61.0	66.0
EBIT (reported)	41.4	65.1	18.5	17.2	15.8	24.7
Net income/loss	27.4	50.8	11.7	11.0	9.7	14.9
EPS	0.45	0.83	0.19	0.12	0.11	0.16
EBITDA margin	27.9%	28.7%	18.8%	20.4%	21.0%	21.6%
EBIT margin	19.2%	21.3%	7.1%	6.3%	5.4%	8.1%
Net margin	12.7%	16.7%	4.5%	4.0%	3.3%	4.9%
EV/EBITDA	7.5	5.1	9.1	8.0	7.3	6.8
EV/EBIT	10.8	6.9	24.3	26.0	28.3	18.1
P/E	9.9	5.3	23.2	36.8	41.7	27.2
Source: Borussia Dortmund GmbH & Co KGaA, CBS Research AG						

14/15E 15/16E Change 16/17E 275.3 256.1 290.2 272.9 304.7 Revenues EBITDA 56.2 61.0 71.2 66.0 61.4 EPS 0.12 0.11 0.16 0.31 0.38

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

Short company profile:

Borussia Dortmund GmbH & Co. KGaA (henceforth Borussia Dortmund, BVB) is one of the most successful companies in European professional football and one of the few clubs listed on a stock exchange (and the only listed club in Germany).

Share data:	
Share price (last closing price):	EUR 4.40
Shares outstanding (m):	92.0
Market capitalisation (EURm):	404.8
Enterprise value (EURm):	302.7
\varnothing daily trading volume (3 m., no. of shares):	214,855

 Performance data:

 High 52 weeks:
 EUR 5.11

 Low 52 weeks:
 EUR 3.34

 Absolute performance (12 months):
 20.8%

 Relative performance (vs. SDAX):
 -2.1%

 1 month
 -2.1%

 3 months
 -14.2%

 6 months
 9.5%

Shareholders (preferred shares):

Evonik Industries AG: 14.8%
Bernd Geske: 8.5%
Borussia Dortmund (own shares): 5.5
Free Float, others: 71.2%

4.9%

Financial calender:

12 months

2Q 14/15 report February 2015

www.cbsevdlerresearch.ag

Author: Marcus Silbe (Analyst)

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



Appendix

Profit and loss account

IFRS	EURm	11/12	12/13	13/14	14/15E	15/16E	16/17E
Sales YoY grow th		215.24	305.03 41.7%	260.74 -14.5%	275.29 5.6%	290.16 5.4%	304.67 5.0%
Cost of materials		-12.48	-17.49	-20.31	-22.02	-23.21	-27.42
as % of sales		-5.8%	-5.7%	-7.8%	-8.0%	-8.0%	-9.0%
Personnel costs as % of sales		-79.92 -37.1%	-106.22 -34.8%	-107.79 -41.3%	-110.12 -40.0%	-113.16 -39.0%	-117.30 -38.5%
Other operating income		7.63	2.79	5.23	2.50	3.00	3.50
as % of sales		3.5%	1.3%	2.4%	1.2%	1.4%	1.6%
Other operating expenses as % of sales		-70.49 -32.7%	-96.58 -31.7%	-88.73 -34.0%	-89.47 -32.5%	-95.75 -33.0%	-97.49 -32.0%
EBITDA		59.98	87.53	49.13	56.18	61.03	65.96
as % of sales		27.9%	28.7%	18.8%	20.4%	21.0%	21.6%
Depreciation and amortisation (incl. PPA depreciation)		-18.59	-22.41	-30.68	-38.97	-45.24	-41.25
as % of sales		-8.6%	-7.3%	-11.8%	-14.2%	-15.6%	-13.5%
EBIT (reported)		41.39	65.12	18.45	17.21	15.80	24.71
as % of sales		19.2%	21.3%	7.1%	6.3%	5.4%	8.1%
Net financial results		-4.86	-5.07	-3.89	-2.60	-2.43	-2.50
EBT (Earnings before income taxes)		36.59	60.04	14.59	14.61	13.37	22.21
as % of sales		17.0%	19.7%	5.6%	5.3%	4.6%	7.3%
Income taxes (incl. other taxes)		-9.06	-8.84	-2.62	-3.31	-3.31	-7.02
as % of EBT		-24.8%	-14.7%	-18.0%	-22.7%	-24.7%	-31.6%
Net income		27.53	51.19	11.97	11.29	10.06	15.19
Minorities		0.12	-0.37	-0.31	-0.30	-0.35	-0.30
Net income attributable to shareholders	i	27.41	50.82	11.66	10.99	9.71	14.89
as % of sales		12.7%	16.7%	4.5%	4.0%	3.3%	4.9%
Shares outstanding (in m)		61.4	61.4	61.4	92.0	92.0	92.0
Basic earnings per share (EUR)		0.45	0.83	0.19	0.12	0.11	0.16

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

Martin Decot +49 (0)69 - 977 8456- 13 Igor Kim +49 (0)69 - 977 8456- 15 (Equities) Martin.Decot@cbseydlerresearch.ag (Equities) Igor.Kim@cbseydlerresearch.ag

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

(Corporate Credit) Gennadij.Kremer@cbseydlerresearch.ag (Equities) Daniel.Kukalj@cbseydlerresearch.ag

Carsten Kunold +49 (0)69 - 977 8456- 28 Manuel Martin +49 (0)69 - 977 8456- 16

(Equities) Carsten.Kunold@cbseydlerresearch.ag (Equities) Manuel.Martin@cbseydlerresearch.ag

Roland Pfänder Felix Parmantier +49 (0)69 - 977 8456- 22 +49 (0)69 - 977 8456- 26

Felix.Parmantier@cbseydlerresearch.ag Roland.Pfaender@cbseydlerresearch.ag (Equities) (Equities)

Dr. Oliver Pucker +49 (0)69 - 977 8456- 27 Michele Sassano +49 (0)69 - 977 8456- 17

Michele.Sassano@cbseydlerresearch.ag (Equities) Oliver.Pucker@cbseydlerresearch.ag (Support)

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

(Equities) Marcus.Silbe@cbseydlerresearch.ag (Support) Simone.Steymann@cbseydlerresearch.ag

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

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

+49 (0)69 -9 20 54-137

Bas-Jan.Walhof@cbseydler.com

(Corporate Credit) Sergey.Weinberg@cbseydlerresearch.ag

Institutional Sales

Close Brothers Seydler Bank AG

Schillerstrasse 27 - 29 60313 Frankfurt am Main

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

+49 (0)69 -9 20 54-104 Karl Filbert Klaus Korzilius +49 (0)69 -9 20 54-114 Karl.Filbert@cbseydler.com (Head of Sales) (Benelux, Scandinavia) Klaus.Korzilius@cbseydler.com

Sebastian Holl +49 (0)69 -9 20 54-119 Carsten Pfersdorf +49 (0)69 -9 20 54-168

(Head of Sales Trading) Sebastian.Holl@cbseydler.com (Head of Sales Execution) Carsten.Pfersdorf@cbseydler.com

+49 (0)69 -9 20 54-116 +49 (0)69 -9 20 54-113 Bruno de Lencquesaing Dr. James Jackson

(Benelux, France) Bruno.deLencquesaing@cbseydler.com (UK, Ireland) James.Jackson@cbseydler.com

Claudia Jurewecz +49 (0)69 -9 20 54-106 Markus Laifle +49 (0)69 -9 20 54-120

(Germany, Austria, Switzerland) Claudia.Jurewecz@cbseydler.com (Sales Execution) Markus.Laifle@cbseydler.com

Enikö-Sofia Matyas +49 (0)69 -9 20 54-115 Angela Leser +49 (0)69 -9 20 54-111 (Germany, Austria, Switzerland) Angela.Leser@cbseydler.com Enikoe-Sofia.Matyas@cbseydler.com (Germany, France)

Christopher Seedorf Carsten Schlegel (Sales Trading) (Switzerland) Christopher.Seedorf@cbseydler.com Carsten.Schlegel@cbseydler.com

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

(Benelux, Scandinavia)

+49 (0)69 -9 20 54-110



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:

CBSR 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%.

This rating system is only a guideline. Therefore, deviations from this system may apply.

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

Date	Recommendation	Price at change date	Price target
18 November 2014	BUY	EUR 4.40	EUR 6.00
14 August 2014	BUY	EUR 4.79	EUR 6.00
27 June 2014	BUY	EUR 4.53	EUR 6.00
16 June 2014	BUY	EUR 4.41	EUR 6.00
19 May 2014	BUY	EUR 3.86	EUR 5.00
16 April 2014	BUY	EUR 3.82	EUR 5.00
13 December 2013	BUY	EUR 3.74	EUR 5.00



Risk-scaling System:

CBSR 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