



Interim Results

for the six months ended 31 December 2018





Section	Presenter
01 Overview	Thomas Thomsen
02 Financial review	Kieron Futter
03 Operational review	Thomas Thomsen
04 Group strategy	Thomas Thomsen & Kieron Futter
05 H2 Priorities	Thomas Thomsen
06 Q&A	Thomas Thomsen & Kieron Futter





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Overview of the last 6 months



- Implementation of new strategy initiated October 2018
- Tough consumer environment & sentiment in SA contributing to EBITDA margin pressure
- Major focus on review of capital structure / debt re-financing
- Forced selling of shares by major shareholder
- Divestment of Biosciences (transaction 1) at advanced stage
- Ongoing negotiations on divestment of Remedica

Revenue growth at 3%

EBITDA growth at 1%





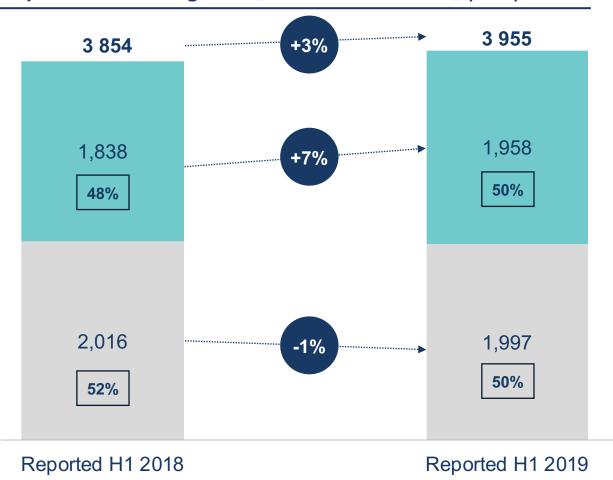
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% of group revenue



Reported revenue growth, H1 2018 – H1 2019, (R'm)



International

- Comparable revenue growth at 1%
- Organic growth in Europe driven by improved portfolio management and launches, increased customer consumption and penetration
- SA businesses hampered by tougher market conditions, supply issues and working capital constraints

Continuing operations only

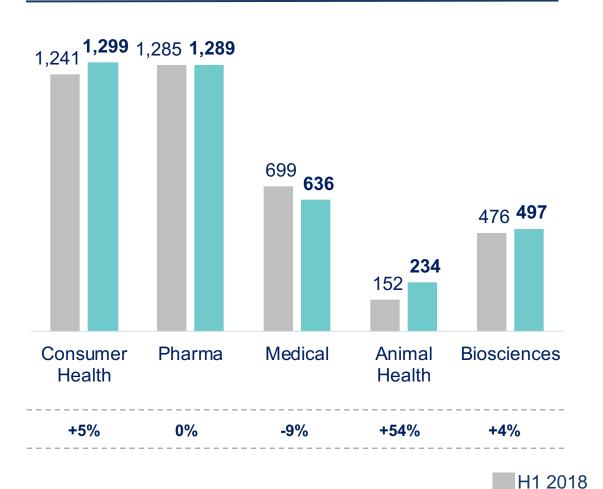
South Africa

Revenue growth

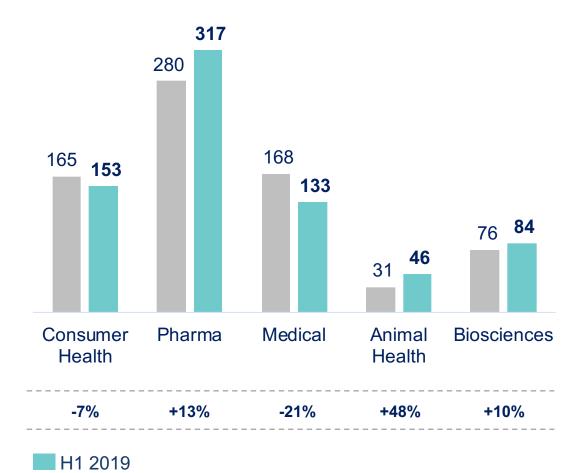




Reported revenue growth, H1 2018 – H1 2019, (R'm)



Reported EBITDA growth, H1 2018 – H1 2019, (R'm)



External revenue & EBITDA from continuing operations only



Income statement

Continuing operations (R'm)	6 months to Dec 2018	6 months to Dec 2017*	% change
Revenue	3 955	3 854	2.6%
Cost of sales	2 178	2 223	(2.0%)
Gross profit	1 777	1 631	9.0%
Gross profit margin	44.9%	42.3%	
Other income	18	8	125.0%
Operating expenses	1 111	963	15.4%
Total expenses	1 339	1 157	
Less: depreciation and amortisation	(167)	(142)	
Less: once-off transaction-related and restructuring costs	(61)	(52)	
Normalised EBITDA	684	676	1.2%
EBITDA margin	17.3%	17.5%	

^{*} Restated



Income statement (continued)

Continuing operations (R'm)	6 months to Dec 2018		6 months to Dec 2017*	% change
	Basic earnings	Normalised headline earnings	Normalised headline earnings	
EBITDA	642	684	676	1.2%
Depreciation	65	65	47	38.2%
Amortisation	102	-	-	
Operating profit	475	619	629	(1.6%)
Net finance costs	204	204	181	12.7%
Taxation	34	46	62	(25.8%)
Profit after tax	237	369	386	(4.4%)
Non-controlling interest	16	16	16	-
Attributable profit after tax	221	353	370	(4.6%)
Capital items	(21)	(2)	3	
Headline earnings	200	351	373	(5.9%)
WANOS ('m)	484.8	484.8	464.8	4.3%
HEPS (c)	41.4	72.5	80.2	(9.6%)

^{*} Restated



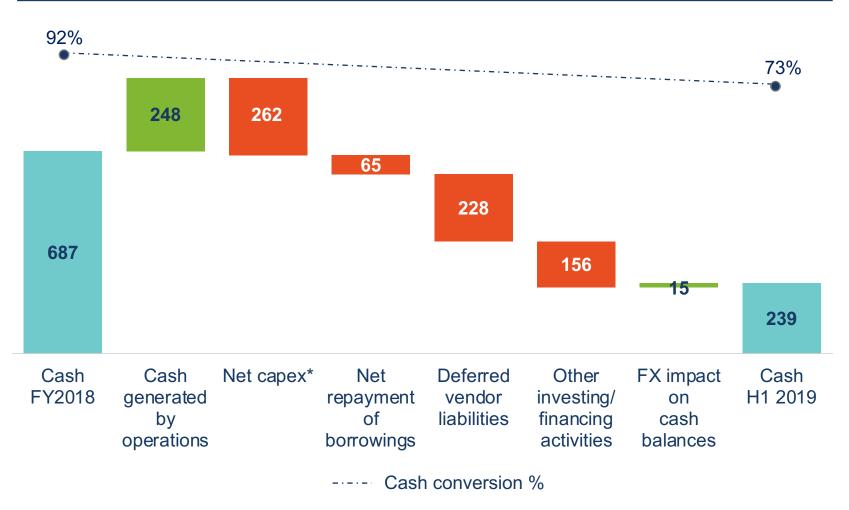
Discontinued operations & restatements

	Total	0	Discontinued operations Restatements			atements	Continuing	
R'm	group	Wynberg	Sports Nutrition	Direct Selling	Total discontinued	Isando	Interco adjustment	operations
H1 2019								
Revenue	4 005		(3)	(47)	(50)			3 955
Normalised EBITDA	667		9	8	17			684
EBITDA margin	16.7%							17.3%
H1 2018	Previously reported							
Revenue	3 962		(74)	(34)	(108)			3 854
Normalised EBITDA	653	(25)	44	7	26	22	(25)	676
EBITDA margin	16.5%							17.5%





Cash and cash conversion, FY 2018 – H1 2019, (R'm)



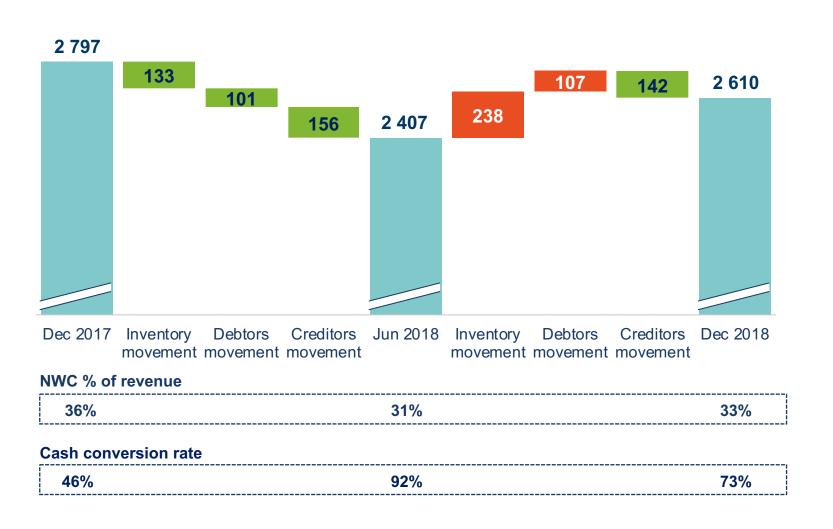
- Cash levels lower than June 2018 owing to seasonality
- Cash conversion of 73% improved from 46% in H1 2018
- Closer management of working capital
- Capex investment into compliance in EU and SA.
 Expansion capex for intangible assets in EU
- DVL payments for Animal Health and Sun Wave Pharma businesses in Q1
- Isando Factory sale cash received in Jan 2019

^{*} PPE - R171m; Intangibles - R91m





Net working capital (NWC), H2 2018 & H1 2019, (R'm)

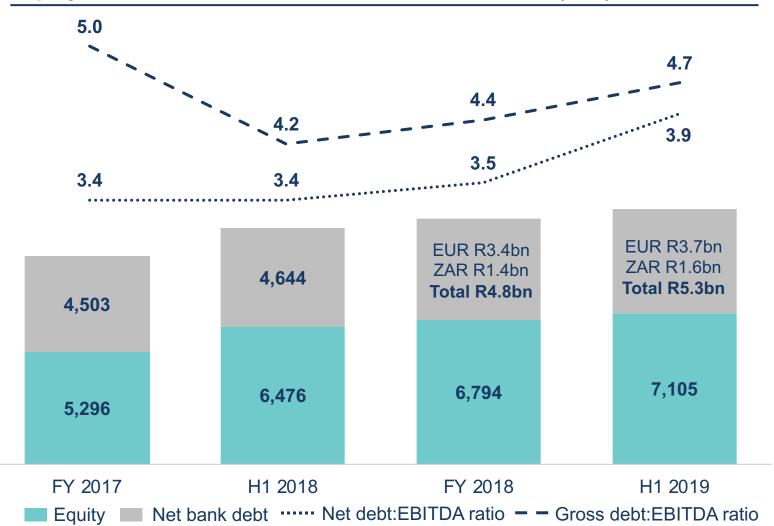


- Inventory investment for:
 - Increasing safety stock levels of API in Remedica
 - Investment in new Medical Device agency
 - Recovery of planting season for Agri businesses post the drought
- SKU rationalisation across all Business Units in progress
- Carrying R70m SA Government debt from March 2018. To be settled May 2019 per signed AoD
- Negotiated extended supplier payment terms in Europe and SA





Equity, net debt and debt:EBITDA, FY2017 – H1 2019, (R'm)

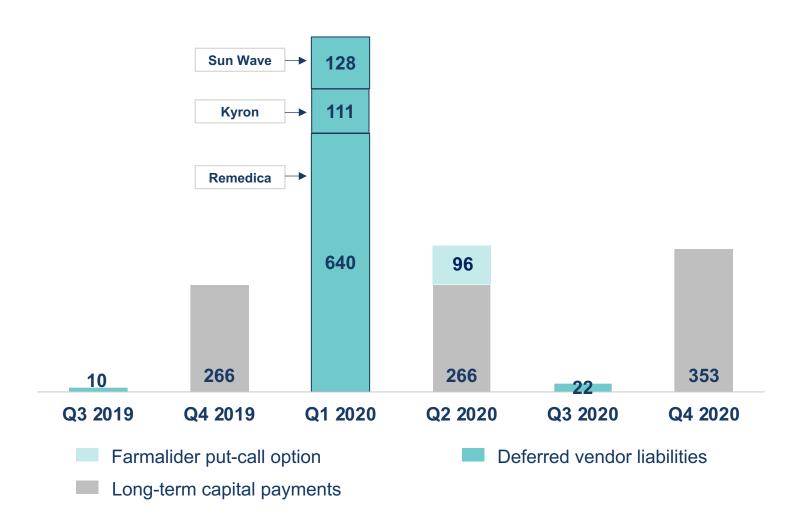


- 70% of Bank debt in EUR
- 83% of DVL in EUR
- Increase driven by ZAR weakness at period end, 3% decrease vs. June 2018 and increase in short term debt facilities
- Weighted average cost of debt decreased to 5.6%
- Implemented interest rate hedge last year to fix ZAR debt at 7.5%



Committed cash obligations

Committed cash obligations, Q3 FY2019 - Q4 FY2020, (R'm)



- Remedica DVP to be addressed as part of disposal negotiation
- Farmalider put-call option for remaining 51% renegotiated to Dec 2019
- Future cash requirements to be serviced by
 - Business Unit Disposals
 - Debt refinance of Senior facilities
 - Cash generated by operations





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Revenue analysis by business

Continuing operations	Reported 6 months to Dec 2018	Comparable 6 months to Dec 2017*	Comparable % change vs Dec 2017*	Reported 6 months to Dec 2017**	Reported % change vs Dec 2017
INTERNATIONAL (€'m)					
Remedica	42.8	40.9	5%	40.9	5%
Sun Wave Pharma	20.6	17.0	21%	17.0	21%
Scitec	37.7	39.7	(5%)	39.7	(5%)
Farmalider	18.1	17.5	3%	17.5	3%
Other	0.5	_		1.8	
Total International - €'m	119.7	115.1	4%	116.9	2%
Total International - R'm	1 958	1 811	8%	1 838	7%
SOUTH AFRICA (R'm)					
Pharma	336	463	(27%)	463	(27%)
Medical	638	699	(9%)	699	(9%)
Consumer Health	442	458	(3%)	431	3%
Biosciences	517	490	`6%	490	6%
Animal Health	245	209	17%	153	60%
Intercompany elimination	(181)	(220)	(18%)	(220)	(18%)
Total South Africa - R'm	1 997	2 099	(5%)	2 016	(1%)
Total group - R'm	3 955	3 910	1%	3 854	3%

^{*} Full six months for Kyron (acquired Mar 2018)

^{**} Restated



EBITDA analysis by business

Continuing operations	Reported 6 months to Dec 2018	Comparable 6 months to Dec 2017*	Comparable % change vs Dec 2017*	Reported 6 months to Dec 2017**	Reported % changed vs Dec 2017
INTERNATIONAL (€'m)					
Remedica	14.0	13.0	8%	13.0	8%
Sun Wave Pharma	5.8	4.2	38%	4.2	38%
Scitec	0.9	2.9	(69%)	2.9	(69%)
Farmalider	4.2	3.1	36%	3.1	36%
Other	(0.1)	-		-	
Total International - €'m	24.8	23.2	7%	23.2	7%
Total International - R'm	405	366	11%	366	11%
SOUTH AFRICA (R'm)					
Pharma	19	25	(24%)	25	(24%)
Medical	133	168	(21%)	168	(21%)
Consumer Health	47	54	(13%)	54	(13%)
Biosciences	84	76	11%	76	11%
Animal Health	46	45	2%	30	53%
Total South Africa - R'm	329	368	(11%)	353	(7%)
Group head office costs – R'm	(50)	(43)	15%	(43)	16%
Total group - R'm	684	691	(1%)	676	1%

^{*} Full six months for Kyron (acquired Mar 2018)

^{**} Restated



Remedica

Summary P&L

€'m	Dec 2018	Dec 2017	% change
Revenue	42.8	40.9	5%
EBITDA	14.0	13.0	8%
EBITDA margin	32.7%	31.8%	

Commentary

H1 performance

- Increase in both revenue and EBITDA despite challenges in manufacturing and logistics posed by new EU regulations and ingredient supply delays
- Cost management projects contributed to positive EBITDA growth

H2 priorities

- Increase productivity through implementation of 2nd & 3rd operational shifts
- New product launches such as Gefitinib
- Enhancing in-market intelligence to determine optimal price points and revenue optimisation

Farmalider

€'m	Dec 2018	Dec 2017	% change
Revenue	18.1	17.5	3%
EBITDA	4.2	3.1	36%
EBITDA margin	23.2%	17.7%	

- Revenue and gross margin growth driven by existing customers and recovery in supply issues
- Sildenafil patent granted in USA and agreement signed with company in China
- LOI signed with major multinational to license ibuprofen/tramadol product - a new innovation
- Addition of alternative manufacturing sites in China and India to increase capacity and de-risk supply
- Implementation of serialisation at own manufacturing site
- Close agreements with major French player and a multinational for pain management innovations



Pharma (SA)

Summary P&L

R'm	Dec 2018	Dec 2017	% change
Revenue	336	463	(27%)
EBITDA	19	25	(24%)
EBITDA margin	5.7%	5.4%	

Commentary

H1 performance

- Drop in sales due to supplier issues and low market growth
- GP margin % increase due to discontinuation of lower margin products
- EBITDA impacted by out of stocks, factory and supply issues that negatively impacted costs

H2 priorities

- Concluding final conditions for outstanding payment on Isando divestment
- Ensuring Government debt is recovered timeously
- Improving sales from high-margin private sector

Medical (SA)

R'm	Dec 2018	Dec 2017	% change
Revenue	638	699	(9%)
EBITDA	133	168	(21%)
EBITDA margin	20.8%	24.0%	

- Lower sales primarily due to supply constraints in Q2
- Forex impact drove 4% increase of COGS, with impact directly felt on GP margin
- Increase in costs contributing to reduction in EBITDA margin driven by investment in sales heads and training for newly acquired agency.
- Completing move into new, integrated Medical (SA) building
- Ramping up sales from newly acquired Qiagen agency
- Resolving supply constraints and reducing backlog in orders



Scitec

Summary P&L

€'m	Dec 2018	Dec 2017	% change
Revenue	37.7	39.7	(5%)
EBITDA	0.9	2.9	(69%)
EBITDA margin	2.4%	7.3%	

Commentary

H1 performance

- Volumes maintained but sales price depreciation owing to increased competitor activity negatively impacting both revenue and EBITDA results
- Amazon delivered strong growth in 5 key EU countries
- Top 3 market Germany is back to growth driven by Amazon performance and increased numeric distribution
- 10% headcount reduction was implemented

H2 priorities

- Test marketing two new Scitec sub-brands
- · Accelerate contract manufacturing
- Ramping up in focus markets

Sun Wave

€'m	Dec 2018	Dec 2017	% change
Revenue	20.6	17.0	21%
EBITDA	5.8	4.2	38%
EBITDA margin	28.2%	24.7%	

- Strong performance in both revenue and EBITDA driven by focus on top brands and increase in sales heads and medico-marketing activities
- New products launched in FY2018 continuing to perform well and drive revenue growth
- 4 new products being launched in pharmacy
- Consumer campaigns to boost brand equity and complement the winning HCP approach





Consumer Health (SA)

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R'm	Dec 2018	Dec 2017	% change
Revenue	442	458	(3%)
EBITDA	47	54	(13%)
EBITDA margin	10.6%	11.8%	

Commentary

H1 performance	

priorities

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Wellness

- Sales hampered by Dis-Chem labour issues
- EBITDA drop due to increased marketing investment
- Successful launch of Solal RestorX and improvement in supply chain issues
- Integration of Wellness, Skin, Supply Chain & Chempure business units to achieve synergies
- Launching winter drive campaign with major promotion for cold / flu products

Skin & Body

- Challenging environment for SA salon market
- Strong overall performance from Solal Skin brand
- EBITDA margin negatively impacted due to increased marketing required for UK expansion and Agewell launch
- Relocation of skin warehouse to new Medical (SA) facility
- Continuing to drive sales expansion in UK market
- Launching Agewell products into online channel (Superbalist)





Biosciences

Summary P&L

R'm	Dec 2018	Dec 2017	% change
Revenue	517	490	6%
EBITDA	84	76	11%
EBITDA margin	16.2%	15.5%	

Commentary

H1 performance

- Overall revenue growth driven by Agri businesses recovering from the drought
- Continued water restrictions hampering domestic gardening business
- Pet accessories business experienced sales decline in retail and independent channels
- Cost savings and synergies realised from restructuring Pet accessories business contributed to EBITDA growth

H2 priorities

 Successfully concluding divestment transaction with minimal impact / disruption to business performance

Animal Health

R'm	Dec 2018	Dec 2017*	% change
Revenue	245	209	17%
EBITDA	46	45	2%
EBITDA margin	18.8%	21.5%	

- Strong sales growth in Agrimed following launch of new range of vaccines and improvement in compounding segment
- Drop in EBITDA margin due to improved sales from lower margin compounding segment, increased marketing expenses associated with new vaccine launch
- Synergies realised as Kyron now fully integrated into Ascendis Health, benefitting from lower fixed costs
- Continue to drive sales in Agrimed and Vet businesses while extracting further synergies from Kyron

^{*} Including full six months of Kyron revenue and earnings (acquired March 2018)



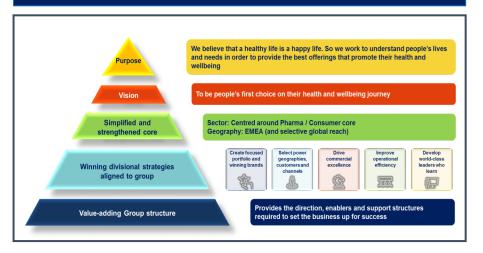


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Potential Remedica divestment: Implications on strategy

We developed and had begun implementing a new Ascendis wide strategy





We designed a new group wide Target
Operating Model to drive delivery of the strategy



Progress

- Review of business and development of the strategy
- Built strong BU level plans aligned to the 5 pillars
- Execution of plans throughout FY2019

- Comparison of benchmarks to Ascendis Health
- Finalisation of optimal divisional and group function teams, accountabilities and responsibilities
- Design of high level operating model best structured to implement strategy

Next steps

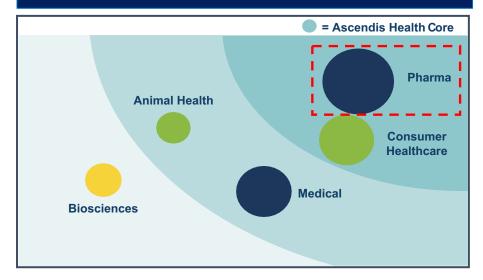
 Initiate development of FY2020 strategic plans per business unit Selectively implement components of operating model roadmap unrelated to potential divestments

Next steps

A fast-track review of strategy is required



The potential sale of Remedica means we need to revisit the strategy

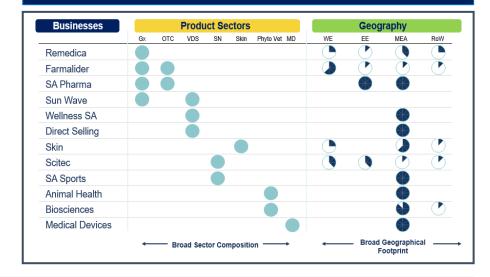




- If Remedica is no longer part of the group, the Pharma core is impacted
- Target Operating Model rollout to be paused until a new strategy finalised



Fast-track review of our strategy to have an alternate plan should the sale proceed



- Re-visit core company proposition
- Categories and markets in which we have the "right to win"
- How we best structure ourselves to deliver this strategy
- Address capability gaps

Update on current & potential divestments



Business Unit

Status

Next Steps

Biosciences

- Board resolved to dispose of the Efekto, Marltons and Afrikelp businesses, already at advanced stage of negotiation
- The Avima/KlubM5 businesses may be considered for disposal in the short to medium term
- Conclude divestment transaction for Efekto, Marltons and Afrikelp businesses
- Continue operations for Avima / KlubM5 businesses while assessing divestment options

Remedica

- Unsolicited offer received for the Remedica business unit in Cyprus
- Ascendis Health is involved in ongoing negotiations regarding the potential disposal of Remedica including other potential bidders
- · Appointed Houlihan Lokey as advisor

- Initiate divestment process if negotiations are successful
- Explore limited auction process if negotiations are unsuccessful

Isando factory

- Sale of the Isando manufacturing facility was concluded for a total cash consideration of R130 million
- First payment of R102 million has been received and R28 million to be paid by the end of April 2019
- · Competition Commission approval received and transaction executed

 Complete final conditions for remaining payment & collect payment in accordance with agreed timelines

Direct Selling

Ascendis Direct Selling sale did not materialise and negotiations are continuing with a potential buyer

- Continue negotiations with potential buyer
- Explore alternative buyers if negotiations unsuccessful





Focus Area		Ongoing Priorities
Revenue	growth	 Portfolio reviews ongoing to segment products / customers / channels in line with new strategy Full brand positioning reviews completed across all SA Business Units, enabling effective targeting of market trends and growth
	Integration	 Integration of SA Consumer business units (Skin, Wellness & Supply Chain) to drive synergies and reduce costs underway Medical (SA) multiple locations being consolidated into one
Operational Efficiencies	Cost	 Cost-reduction exercise underway, addressing both Head Office and Business Unit costs; initial short term focus on reducing discretionary costs e.g. marketing & travel
	NWC	 Renewed effort on debtors / inventory reduction (including government debt which remains a priority)
Capab	ilities	 New Supply Chain MD appointed Strengthening SA finance leadership and reporting to enable stronger performance





Context

- Communicated plans in September 2018 to explore solutions for mitigating uncertainty around DVPs & longterm financing strategy
- Prepared to launch a high-yield bond in November 2018. Advised not to launch at the time as market conditions were not favourable
- The business has faced shortterm cash challenges that require immediate solutions
- Ernst & Young Debt Advisory were appointed to assess and advice on optimal capital structure and the execution of the preferred solution they recommended.

Potential solutions considered

Re-finance with existing lenders

 Currently engaging with Ernst & Young to support proposal to existing lenders

(2)

 Remedica potential divestment process ongoing

Divestments

- Biosciences transaction 1 at advanced stage
- Biosciences transaction 2 still being considered for divestment

Equity raise

Equity capital raise and alternative solutions being evaluated

Mezzanine financing

Not pursued owing to limited interest and circumstances

Next Steps

Short-term

- Engagement in process with existing lenders for short term support
- Constructive discussions held with lenders to date which are ongoing
- Anticipate concluding negotiations by end of March 2019
- Consideration being given to equity capital raise

Long-term

- Lenders asked to consider longterm re-finance of existing senior facilities
- Intention to seek refinancing of existing debt facilities in due course
- Timing and structure of any refinancing dependent on the outcome of potential Remedica divestment





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FY19 H2 Priorities

Strong SA focus on business performance (revenue, EBITDA and cash conversion)

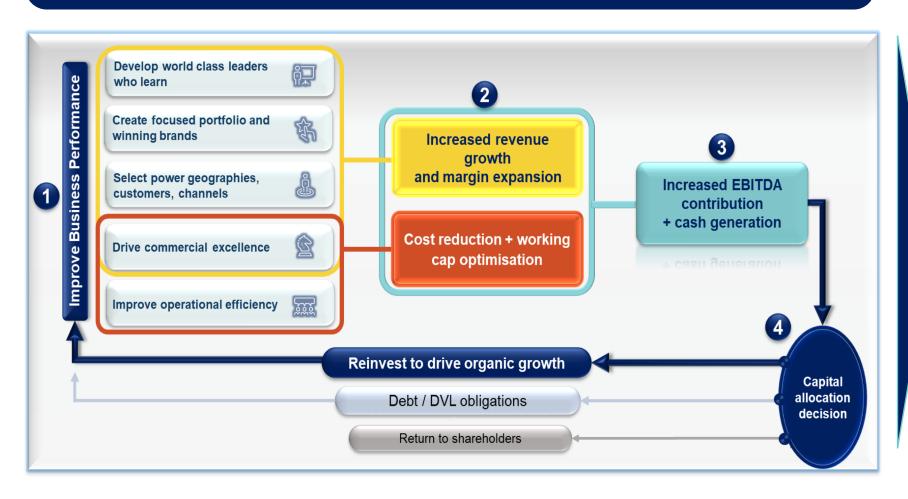
Regain balance sheet fitness through more efficient capital structure Continue to drive a strong performance culture, address capability gaps and succession plans

Efficient execution of Biosciences transaction and progress on Remedica offer

Revise strategy while still driving the five strategic pillars across the business Ascendis HEALTH

Overall focus centred on creating sustainable value

Ascendis Health Business Model – Driving Continual Value Creation



- New business model is the foundation for creating longer term value
- Current latent value in the business far exceeds the current market capitalisation
- Strategy remains focused on maximising value regardless of whether Remedica is sold or not

Any forward-looking information contained in this presentation has not been reviewed or reported on by our external auditors





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	Dec 2018	Dec 2017
Annualised sales* (R'm)	7 911	7 707
Annualised EBITDA* (R'm)	1 367	1 352
Interest cover (times)	3.6	3.9
Net debt to EBITDA (times)*	3.9	3.4
Gross debt to EBITDA (times)*	4.7	4.2
Cash conversion ratio (%)	73%	46%
Net working capital days*	146	153
Inventory days	148	138
Debtor days	78	79
Creditor days	(80)	(64)
ROTNA** (%)	30.0%	31.8%
ROE*** (%)	10.4%	12.3%

^{*} Income statement measures use a full twelve months of results for all companies in the group.



Expense growth analysis

Continuing operations	R'm	% of base
Operating expenses – H1 2018	963	
Kyron acquisition	22	2%
Investments in marketing, sales and head office	56	6%
Investment in distribution	35	4%
Inflation and other	35	4%
Operating expenses – H1 2019	1 111	15%



Number of shares in issue

Million	6 months to Dec 2018	6 months to Dec 2017	% change
Opening number of shares in issue	489.5	435.9	
Private placements in November 2017		12.4	
Private placement in December 2017		3.7	
Rights issue in December 2017		37.5	
Closing number of shares in issue	489.5	489.5	-
Weighted average number of shares in issue	484.8	464.8	4.3%



Return on capital

R'm	Per AFS	Annualised	ROE	ROTNA
Earnings:				
Normalised headline earnings	351	X 2 =	702	
Normalised EBITDA	684			
Deduct: depreciation	(65)			
·	619	X 2 =		1 238
Deduct: once-off transaction/restructuring costs				(61)
Add: profit on sale of Isando				19
				1 196
Balance sheet:				
Average shareholder funds			6 753	
Average tangible net assets				3 986
Return – H1 2019			10.4%	30.0%
Return – H1 2018			12.3%	31.8%



Balance sheet – assets

R'm	Dec 2018	Dec 2017*	% change
Non-current assets	11 438	10 231	11.8%
Property, plant and equipment	1 245	1 098	13.4%
Intangible assets and goodwill	10 030	9 039	11.0%
Other non-current assets	163	94	73.4%
Current assets	4 744	4 314	10.0%
Inventories	1 857	1 726	7.6%
Trade and other receivables	2 196	2 019	8.8%
Cash and cash equivalents	386	502	(23.1%)
Other current assets	175	67	161.2%
Current assets held for sale	130	-	
Total assets	16 182	14 545	11.3%

^{*} Restated



Balance sheet – equity and liabilities

R'm	Dec 2018	Dec 2017*	% change
Equity	7 105	6 450	10.2%
Non-current liabilities	5 187	5 738	(9.6%)
Borrowings	4 478	4 481	0.0%
Deferred vendor liabilities	179	640	(72.0%)
Other non-current liabilities	530	617	(14.1%)
Current liabilities	3 890	2 357	65.0%
Trade and other payables	1 525	1 229	24.1%
Borrowings	1 039	512	102.9%
Deferred vendor liabilities	937	374	150.5%
Bank overdraft	147	153	(3.9%)
Other current liabilities	212	89	138.2%
Current liabilities held for sale	30	_	
Total liabilities	9 077	8 095	12.1%
Total equity and liabilities	16 182	14 545	11.3%

^{*} Restated

Scitec turnaround update



Objective

Progress FY19 H1

Key Challenges

Next Steps



Tapping further into a growing category

- 2 New Scitec sub-brands created with sharp positioning based on U&A segmentation
- Consumer-tested unique formulations developed based on consumer insights and nutrition trends
- Over-crowded and fragmented market with many inappropriate business practices by small competitors
- Despite holding volume, significant price depreciation due to intense competition

• Testing products in real-life conditions and building launch plans



Strengthening brand equity & relevance

- Scitec Institute (SI) launched in Sept '18. It serves as a "living RTB (reason to believe)" for the Scitec brands, driving insight and innovation across Scitec ranges and social media/online
- Enabling consumers to understand quality difference between Scitec brands and key competitors
- New brand launches require significant investments in key markets
- Leveraging Scitec Institute to drive content and credibility for the new brands and future innovations



Excellence in portfolio management

- 500+ SKUs are cut (-28% YTD) on the Core range
- > 100 formulations are developed and tested against two new ranges
- Volume of SKUs variety needed for the different markets due to different regulations and market needs
- Develop and Implement a new process for managing all SKUs, including NPD pipeline



Focus markets & channels

- Strong growth in focus countries YTD perf.: UK+9%, DE:+5%
- Entered ass retail in HU demonstrating strong growth (6.5% of YTD sales)
- Challenges in home market due to declining store traffic and exchange rates
- Franchise store network is losing customers (-10% traffic decline YTD) to online
- Identifying market and channels that will benefit from the new ranges
- Launching the new ranges through key channels and markets



Delivering Operating efficiencies

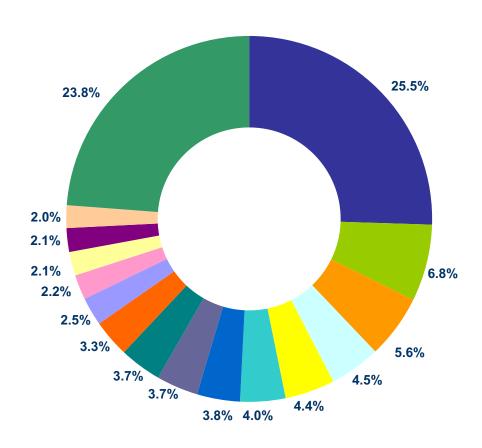
- Contract Manufacturing grew by 29% YTD, helping factory fix cost coverage
- 9% FTE headcount reduction in H1

- Labour market in HU is getting more and more challenging (double digit salary increase, high staff turnover)
- Continue to grow contract manufacturing segment
- Ensuring correct resources aligned to new brands and ranges











22.5% international holding (20.1% at Dec 2017)

Holdings at	Dec 2018	Dec 2017
■ Coast2Coast	25.5%	30.9%
Kefolile Health Investments	6.8%	6.8%
WBD Investment Holdings	5.6%	5.2%
Mineworkers Investment Company (MIC)	4.5%	4.5%
Public Investment Corporation (PIC)	4.4%	4.5%
Laurium Capital	4.0%	3.1%
Jupiter Asset Management	3.8%	2.5%
Blakeney Management	3.7%	3.4%
■ International Finance Corporation (IFC)	3.7%	3.7%
Sentio Capital Management	3.3%	5.0%
Mazi Capital	2.5%	1.8%
GIC	2.2%	2.5%
Legae Peresec Equities	2.1%	0.0%
■ Absa Capital	2.1%	0.2%
Old Mutual Group	2.0%	2.2%
Other fund managers and shareholders	23.8%	23.7%



39.1% BEE holding (33.1% at Dec 2017), including 14.1% black female ownership





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