

Second Quarter 2019 Results August 14th, 2019

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### Forward Looking Statements

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While figures for 2011, 2012, 2013, 2014, 2015, 2016, 2017, 2018 and 2019 have been prepared in accordance with International Financial Reporting Standards ("IFRS"), previous years figures were prepared in accordance with Argentine GAAP.

# Agenda

# Argentina & Company - Latest Events

Income Statement & Financial Debt

Operating Results

Ownership Structure & Corporate Governance

# 201 August 14th Results 0201

# Macroeconomic Environment



68.2

59.3

% YoY

1.3

-0.2

1Q19 2Q19e

-5.8

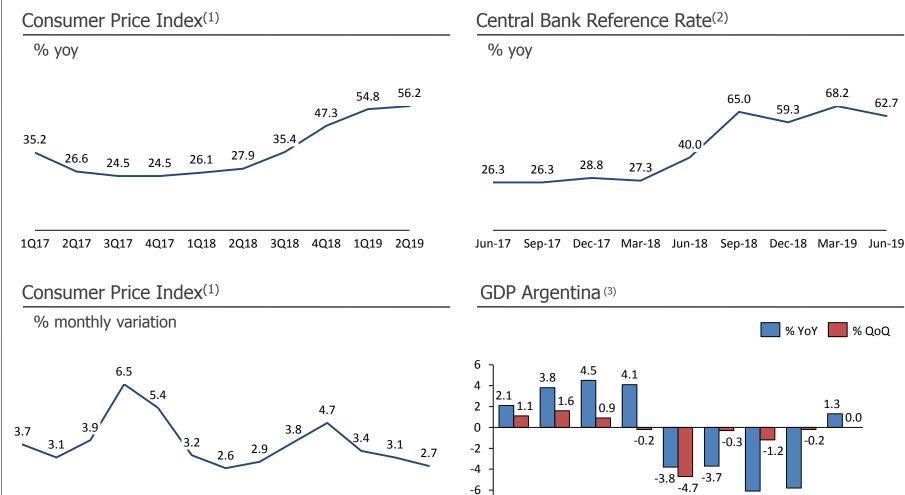
-6.1

0.0

62.7

% QoQ

### Key Indicators



Jun- Jul-18 Aug- Sep- Oct- Nov- Dec-Jan-Feb- Mar-Apr- May- Jun-18 18 18 19 19 19 19 (1) Source: Ecolatina and INDEC Qi average.

-8

http://www.bcra.gov.ar/Institucional/Tasa\_de\_politica\_monetaria.asp

3Q17 4Q17 1Q18 2Q18 3Q18 4Q18

(3) Source INDEC: http://www.indec.gob.ar/

<sup>(2)</sup> Central Bank reference rate:

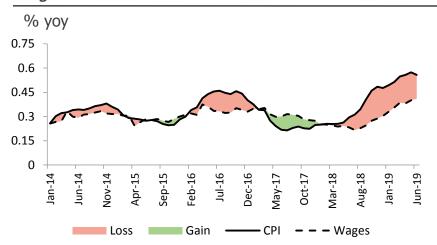
% yoy

# Macroeconomic Environment

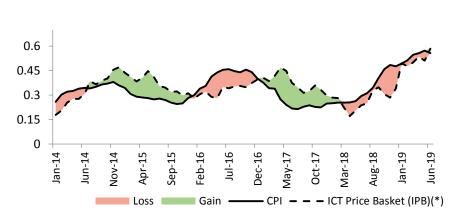
# **CAH**

### Key Indicators

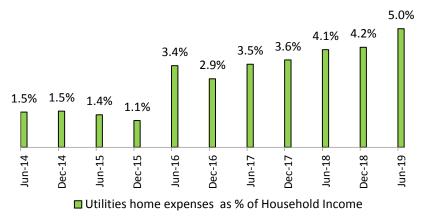
### Wages vs Consumer Price Index<sup>(1)</sup>



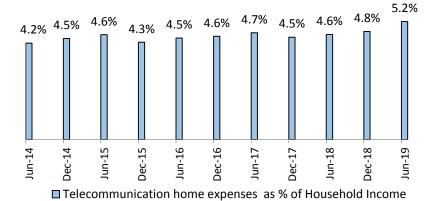
### Telecommunication Basket Price (2)



### Utilities expenses as % of Household Income (1)(2)



Telecommunication expenses as % of Household Income (1)(2)



- (1) Source: Ecolatina, INDEC, Dirección General de Estadística y Censos (City of Buenos Aires) and Company estimation
- (2) Utilities: water, electricity and natural gas expenses. Telecommunication expenses (IPB)
- (\*) IPB is a composite basket that includes three tariffs sets: fixed telephone, mobile cellular and fixed broadband Internet services of a traditional City of Buenos Aires home (Type 1).

# Mandatory Change of Control Tender Offer (TO)



# Mandatory Tender Offer

- On January 1, 2018, CVH announced that it had acquired control of Telecom.
- On May 11, 2018, the Argentine Congress amended the capital markets law, including provisions governing the determination of the minimum price applicable to mandatory TOs.
- To comply with the Argentine Capital Markets Law, on June 21, 2018, CVH announced its intention to conduct the mandatory change of control tender offer (the "TO") for all Class B common shares issued by Telecom at a Ps. 110.85 per share.

# **Shares subject** to the Tender

Total Class B Shares

29.17%

Includes Class C shares, as they may be subect to the OPA previous convertion into Class B.

Fintech Telecom

9.2%

FT will not sell shares/ADRs in the OPA/TO

Subject to OPA / TO

19.97%

Includes 11.42% stake of ANSES

## Tender Offer Price

The amendments to the Argentine Capital Markets Law related to the mandatory change of control TO regime, define the minimum price for a mandatory change of control TO as the "higher" of the following two amounts:

- (a) The highest price paid or agreed to be paid by the offeror or persons acting in concert with the offeror for the securities subject of the offer during the 12 months prior to the date that marks the beginning of the period during which the TO must be carried out. The highest price paid estimated by CVH was Ps. 91.35 <sup>(1)</sup>.
- **(b)** The average price of the securities subject of the offer during the semester immediately preceding the date of the announcement of the transaction. The average price estimated by CVH was Ps. 110.85 <sup>(2)</sup>.

### Judicial Proceedings

- CVH initiated judicial proceedings seeking confirmation of its reading of the relevant rules of the Capital Markets Law as amended on May 11, 2018
- The Federal Commercial Court granted CVH an injunction (extended for 3 month in May 2019) ordering the CNV to refrain from taking further decisions in the process relating to CVH's mandatory TO. On July 19, 2019 the Chamber I of the Federal Civil and Commercial Court of Appeals revoke the injunction granted before.
- On June 10,2019, CVH was noticed of a decision by the Federal Court on Administrative Litigation Matters ordered the suspension of the proceedings related to the TO and was based on an injunction requested by a minority shareholder and granted by the Judge.

(1) i.e. US\$ 4.8658 paid under the call option between CVH and Fintech dated July 7,2017 converted into ARPs at the exchange rate of Ps./USD 18.7742 in effect for December 29,2017. 6 (2) i.e. the average price of the class B shares of TEO traded on Bolsas y Mercados Argentinos during the semester immediately preceding January 1, 2018.

Argentina – Latest Events

Income Statement & Financial Debt

**Operating Results** 

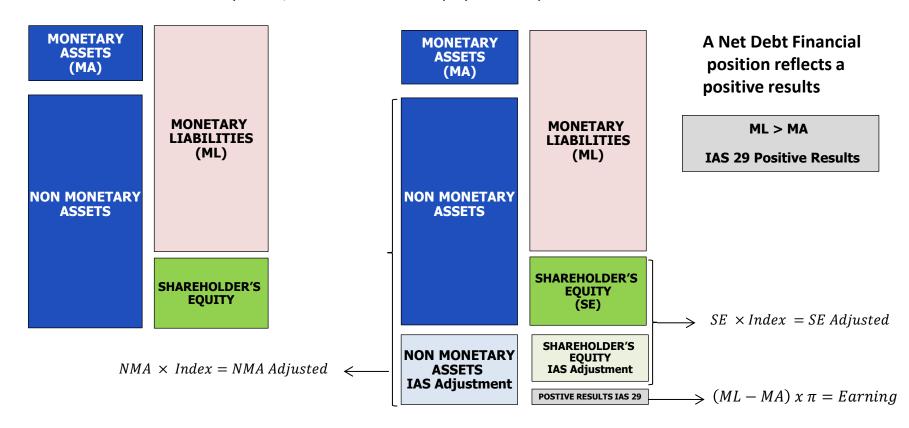
Ownership Structure & Corporate Governance

# **INFLATION ADJUSTMENT - IAS 29**



### The restatement procedures are as follows

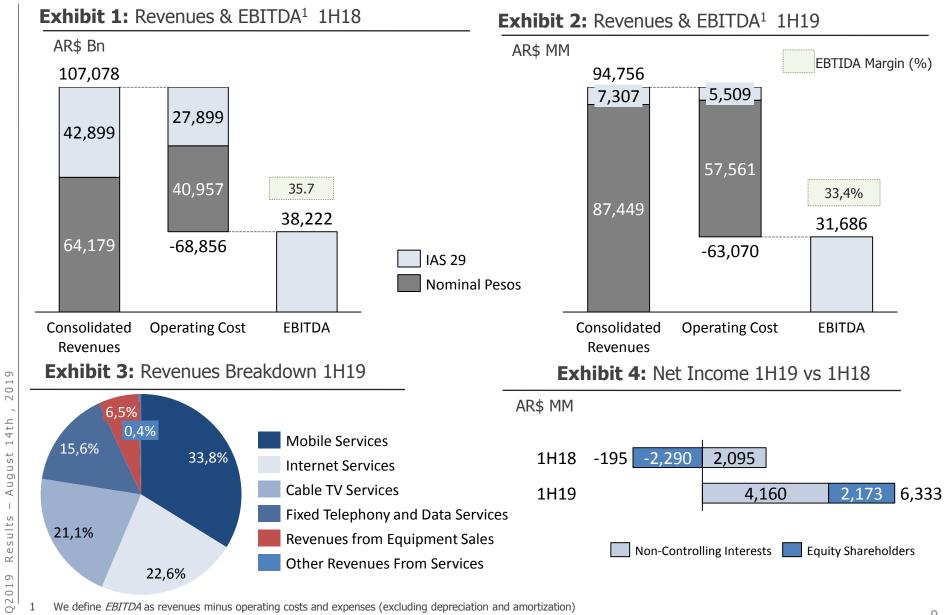
- Selection of the general price index
- Segregation of monetary and non-monetary items
- Restatement of non-moneteray items, then shareholder's equity and comprenhesive income



# 2019 August 14th,

# **CVH Income Statement**





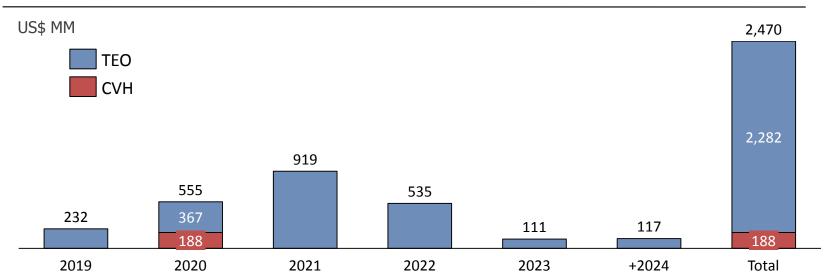
We define EBITDA as revenues minus operating costs and expenses (excluding depreciation and amortization)

Source: Company Information

# CVH Consolidated Financial Debt



**Exhibit 5:** CVH Debt Profile as of June 30, 2019



**Exhibit 6:** CVH Consolidated Key Financial Ratios

	Jun 2019	Dec 2018	% Change
Total Financial Debt <sup>1</sup>	106,371	107,096	(0.7%)
Cash And Equivalents <sup>2</sup>	24,425	17,807	37.2%
Total Net Debt	81,946	89,289	(8.2%)
Net Debt / LQA EBITDA <sup>3</sup>	1.3x	1.2x	4.2%

<sup>1</sup> Includes interest, Fair Value Measurement and bankoverdraft

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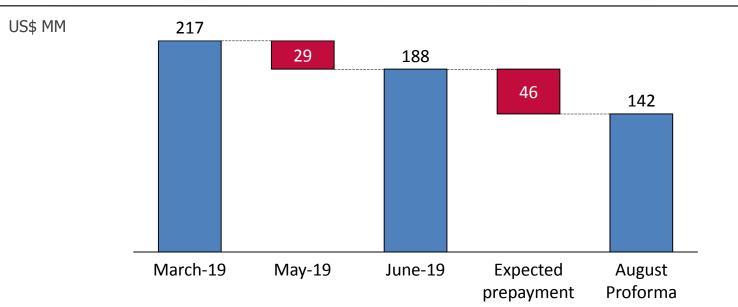
<sup>2</sup> Includes Ps. 348 million nd Ps. 366 million of Reserve Account as of June 2019 and December 2018, respectivily.

We define EBITDA as revenues minus operating costs and expenses (excluding depreciation and amortization).

# CVH Individual Financial Debt



**Exhibit 7:** CVH Debt Profile as of June 30, 2019



- During the 1Q19 extended for 18 months the standing amount related with the USD 750 mm loan.
- On May 13, 2019, the company made a new partial prepayment of USD 29 MM.
- As of June 2019, the outstanding principal amount of the Loan is of USD 188 MM.
- Next Friday, CVH will collect dividends for the amount of AR\$ 2,8 bn. It is expected a prepayment of USD 46 MM (\*), which will result in an outstanding principal amount of the loan of USD 142 MM.

# Agenda

Argentina – Latest Events

Strategy

Income Statement & Financial Debt

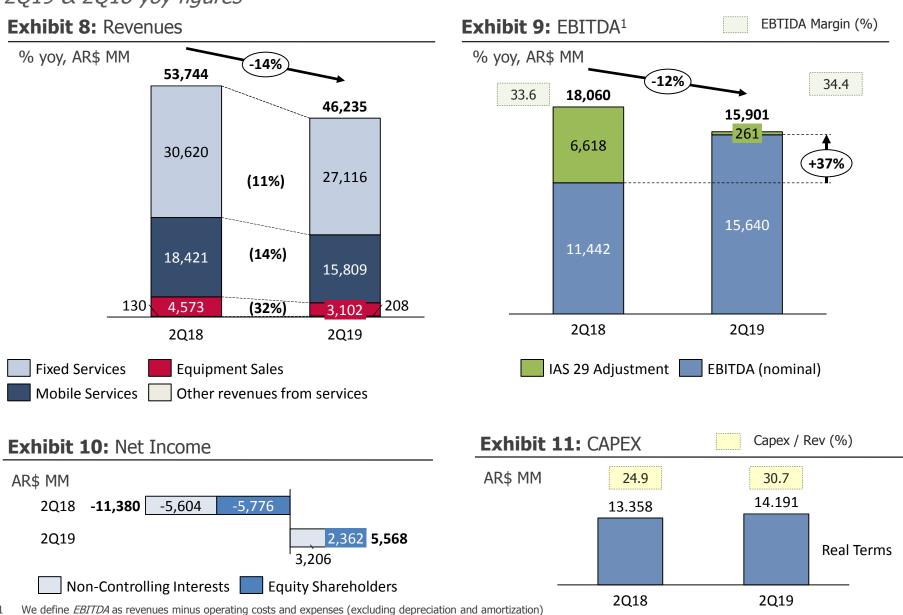
Operating Results

Ownership Structure & Corporate Governance

# **CVH Income Statement**



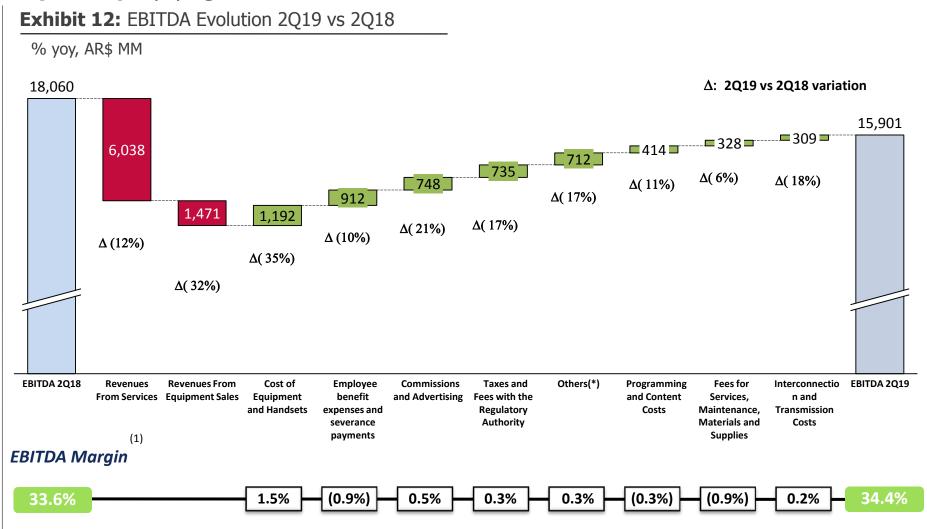
2Q19 & 2Q18 yoy figures



# **CVH Income Statement**



2Q19 & 2Q18 yoy figures



<sup>(1)</sup> Figures may not sum up due to rounding

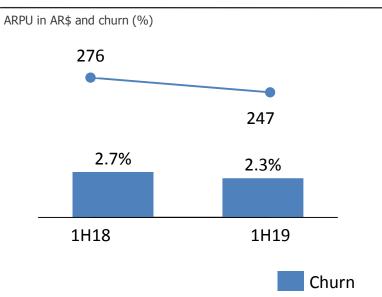
<sup>(\*)</sup> Others include bad debt expenses and others

# Telecom Argentina KPI

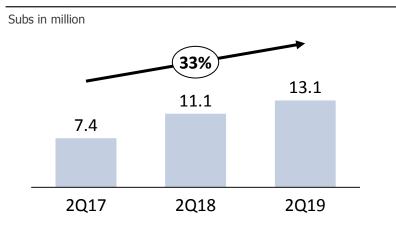
Mobile Services





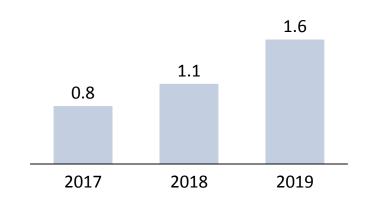


#### Exhibit 15: 4G Subs

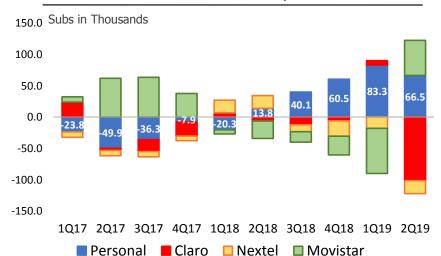


#### Exhibit 14: 4G Sites

# locations with 4G coverage (MM)



### **Exhibit 16:** Mobile Portability Net Additions

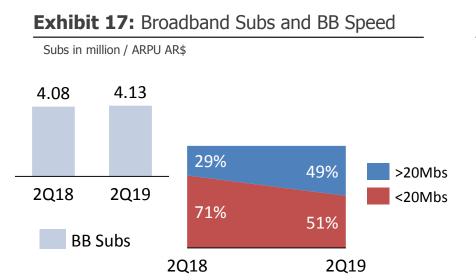


# 2019 Results - August 14th , 2019

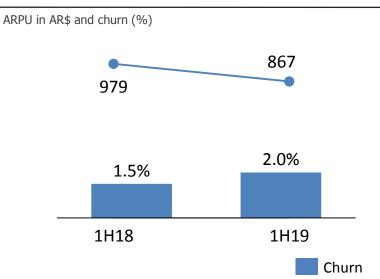
# Telecom Argentina KPI

# C≱H

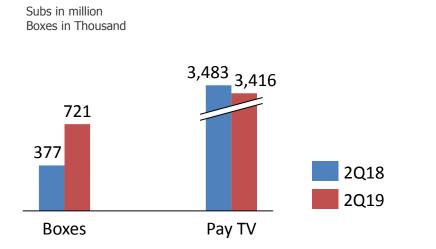
Fixed Services



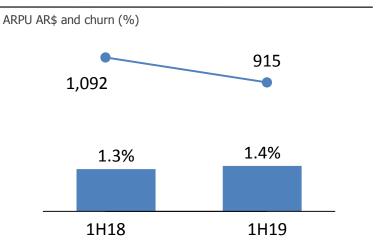
**Exhibit 18:** BB ARPU and Churn<sup>(1)</sup>



**Exhibit 19:** Pay TV and Flow Subs



### **Exhibit 20:** Pay TV ARPU and Churn<sup>(1)</sup>



Argentina – Latest Events

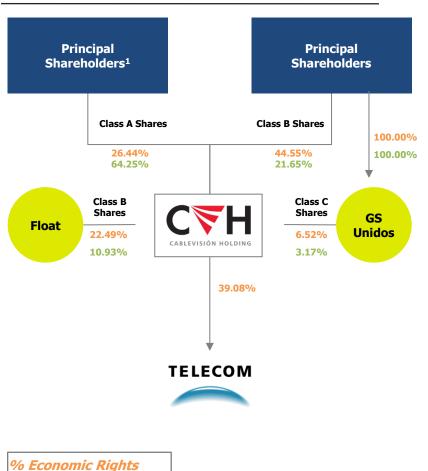
Income Statement & Financial Debt

**Operating Results** 

Ownership Structure & Corporate Governance

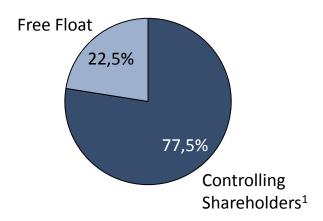


### Exhibit 21: Cablevisión Holding<sup>2</sup> S.A.



#### Exhibit 22: Shareholder Structure<sup>3</sup>





<sup>&</sup>lt;sup>1</sup> Controlling Shareholders: The 1999 Ernestina Laura Herrera de Noble New York Trust, HHM Media New York Trust, The LRP New York Trust, GC Dominio S.A and José Antonio Aranda

Source: Company Information

% Voting Rights

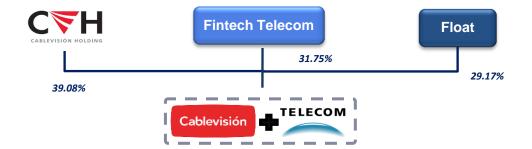
 $<sup>^{\</sup>rm 2}$  CVH controlling shareholders have approximately 12.5% of the free float

<sup>&</sup>lt;sup>3</sup> As of June 30, 2019

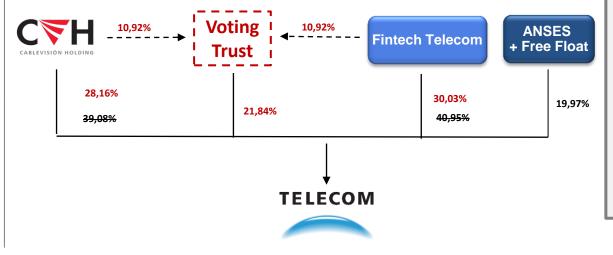
# Simplified Ownership Structure of Telecom Argentina



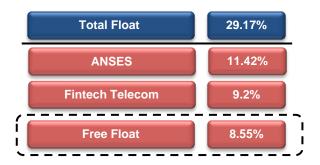
### Economic rigths



### Voting rights - Voting Trust Agreement



#### Telecom Float Structure



- CVH and FT contributed to the VT the bare title, including voting rights, over 235,177,350 shares, reserving for theirselves the economics rights over such shares.
- FT will exercise the voting rights with respect to the "Veto Matters", while CVH will exercise the voting rights with respect to any other matter.
- The VT shall terminate at the earlier of:
  - June 30, 2030
  - Anticipated Termination Event
  - Unilateral instruction of the company

Argentina – Latest Events

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Second Quarter 2019 Results August 14h, 2019