

2013 Full-Year Results

February 19, 2014 | Amsterdam

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Forward-looking Statements

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Unless otherwise stated, this presentation is based on continuing operations. Comparative information is presented accordingly. 2012 results are restated for IAS 19R 'Employee benefits' and early adoption of IFRS 11 'Joint arrangements'. Growth rates are cited in constant currencies unless otherwise noted.

Agenda

Introduction

- Financial Review
- Strategic and Operating Review
- 2014 Outlook
- Appendix



Introduction

- In 2013, our leading, high growth positions and digital products drove positive organic growth for the group
- Our 2013 results were in line with the guidance we set at the start of the year
 - Health performed better than expected, offsetting the challenge faced by F&CS
 - Ordinary free cash flow was better than expected, over €500 million
 - Net-debt-to-EBITDA ratio improved to 2.2x
- In 2014, we plan further action to sharpen our focus on our leading, high growth positions and to drive forward with our strategy
 - Increased restructuring, particularly in Legal & Regulatory Europe
 - Investments in growth initiatives, including new products and globalization

Good progress on strategic goals

Expanding Leading, High Growth Positions

- Leading, high growth positions growing +7% organically
- Acquisition of Health Language and Prosoft to extend leading positions

Deliver Solutions And Insights

- Investing 8-10% of revenues in new and enhanced products
- Digital products and services now
 77% of total revenues, up +4%

Drive Efficiencies

- Significant progress on optimizing IT infrastructure and real estate
- Editorial and service process redesign underway



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Full-year 2013 results *Results in line with guidance*

(€ million, unless otherwise stated)	2013	2012	Δ	ΔCC	ΔOG
Revenues	3,565	3,597	-1%	+2%	+1%
Ordinary EBITA	765	774	-1%	+2%	+1%
Ordinary EBITA margin	21.5%	21.5%			
Diluted ordinary EPS	€1.56	€1.56	0%	+3%	
Ordinary free cash flow	503	507	-1%	+3%	
Net-debt-to-EBITDA ratio	2.2x	2.4x			
Return on Invested Capital	8.7%	8.7%			

Δ-% Change; ΔCC-% Change constant currencies (EUR/USD 1.29); ΔOG-% Organic growth. 2012 restated for IAS 19R and IFRS 11



Revenues by division

Strong organic growth at Health; challenges faced by F&CS

(€ million)	2013	2012	Δ	Δ CC	ΔOG
Legal & Regulatory	1,447	1,485	-3%	-1%	-1%
Tax & Accounting	965	981	-2%	+1%	+1%
Health	775	745	+4%	+8%	+6%
Financial & Compliance Services	378	386	-2%	+1%	-4%
Total Revenues	3,565	3,597	-1%	+2%	+1%

 Δ -% Change; Δ CC-% Change constant currencies (EUR/USD 1.29); Δ OG-% Organic growth. 2012 restated for IAS 19R and IFRS 11





Revenues by type

Faster growth in recurring revenue offset by transactional trends

(€ million)	2013	2012	Δ	ΔCC	ΔOG
Digital & service subscription	1,951	1,885	+4%	+6%	+4%
Print subscription	399	443	-10%	-8%	-7%
Other non-cyclical	338	342	-1%	+2%	+2%
Recurring revenues	2,688	2,670	+1%	+3%	+2%
Books	304	329	-8%	-5%	-5%
CLS transactional	187	180	+4%	+9%	+8%
FS transactional	67	72	-7%	-5%	-7%
Other cyclical	319	346	-8%	-8%	-7%
Total revenues	3,565	3,597	-1%	+2%	+1%

Δ-% Change; ΔCC-% Change constant currencies (EUR/USD 1.29); ΔOG-% Organic growth. 2012 restated for IAS 19R and IFRS 11



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Revenues by media format

Growth in digital more than offsets decline in print

(€ million)	2013	2012	Δ	ΔCC	ΔOG
Digital	2,180	2,101	+4%	+7%	+5%
Services	561	567	-1%	+1%	0%
Print	824	929	-11%	- 9 %	-8%
Total revenues	3,565	3,597	-1%	+2%	+1%

Δ-% Change; ΔCC-% Change constant currencies (EUR/USD 1.29); ΔOG-% Organic growth. 2012 restated for IAS 19R and IFRS 11







Ordinary EBITA

Margin increase in Health and T&A offsets decline in L&R and F&CS

(€ million)	2013	2012	Δ	∆ CC	ΔOG	Margin 2013	Margin 2012
Legal & Regulatory	313	327	-4%	-1%	-2%	21.6%	22.0%
Tax & Accounting	259	259	0%	+3%	+4%	26.8%	26.4%
Health	175	163	+7%	+11%	+7%	22.6%	21.9%
Financial & Compliance	64	73	-11%	-9 %	-12%	17.1%	1 8.9 %
Corporate	(46)	(48)	-4%	-4%	-4%		
Ordinary EBITA	765	774	-1%	+2%	+1%	21.5%	21.5%

Δ-% Change; ΔCC-% Change constant currencies (EUR/USD 1.29); ΔOG-% Organic growth. 2012 restated for IAS 19R and IFRS 11



2013 Ordinary EBITA*



Ordinary net income and EPS

Diluted ordinary EPS up +3% in constant currencies

(€ million, unless otherwise stated)	2013	2012	Δ	Δ CC
Revenues	3,565	3,597	-1%	+2%
Ordinary EBITA	765	774	-1%	+2%
Ordinary EBITA margin	21.5%	21.5%		
Ordinary net financing costs ¹⁾	(117)	(121)		
Equity-accounted investees	(1)	0		
Ordinary income before tax	647	653	-1%	+2%
Tax on ordinary income	(178)	(182)		
Effective benchmark tax rate	27.6%	27.7%		
Non-controlling interests	(2)	(2)		
Ordinary net income	467	469	-1%	+2%
Diluted weighted average shares (million)	299.5	300.7		
Diluted ordinary EPS	€1.56	€1.56	0%	+3%

 $\Delta\text{-}\%$ Change; $\Delta\text{CC-}\%$ Change constant currencies (EUR/USD 1.29). 2012 restated for IAS 19R and IFRS 11

Includes €5 million settlement received but excludes a €12 million gain on disposal and excludes the employee benefits financing charge of €5 million (2012: €5 million) and an €18 million write-down of investments available-for-sale



IFRS profit and diluted EPS

Net profit benefits from disposal gains and lower discontinued loss

(€ million, unless otherwise stated)	2013	2012	Δ
Ordinary EBITA	765	774	-1%
Amortization of acquired intangibles	(185)	(192)	
Results on divestments of operations	47	4	
Acquisition integration costs and other	(8)	(18)	
Operating profit	619	568	+9%
Financing results ¹⁾	(128)	(126)	
Share of profit of equity-accounted investees, net of tax	(1)	0	
Profit before tax	490	442	+11%
Income tax expense	(137)	(109)	
Effective tax rate	28.0 %	24.7%	
Profit after tax	353	333	+6%
Loss on discontinued operations, net of tax	(7)	(22)	
Profit for the year	346	311	+11%
Non-controlling interests	(1)	1	
Net profit to the owners of the Company	345	312	+11%
Diluted EPS	€1.15	€1.04	+11%

 $\Delta\text{-}\%$ Change. 2012 restated for IAS 19R and IFRS 11

1) Financing results includes €5 million settlement received, a €12 million gain on disposal, the employee benefits financing charge of €5 million (2012: €5 million) and an €18 million write-down of investments available-for-sale

Ordinary free cash flow

Cash conversion back to normal levels; lower tax payments

(€ million, unless otherwise stated)	2013	2012	Δ	∆ CC
Ordinary EBITA	765	774	-1%	+2%
Depreciation and amortization of other intangibles	132	120		
Capital expenditure	(148)	(144)		
Autonomous movements in working capital	(22)	16		
Ordinary cash flow from operations	727	766	-5%	-2%
Cash conversion ratio	95 %	99 %		
Paid financing costs	(115)	(120)		
Paid corporate income tax, adjusted for Springboard	(103)	(122)		
Appropriation of provisions for restructuring, excluding Springboard	(19)	(19)		
Other ¹⁾	13	2		
Ordinary free cash flow	503	507	-1%	+3%

 Δ -% Change; Δ CC-% Change constant currencies (EUR/USD 1.29). 2012 restated for IAS 19R and IFRS 11

1) Other includes share based payments, dividends received and other



Movement in net debt

Net debt reduced by approximately €100 million

(€ million, unless otherwise stated)	2013 FY	2012 FY
Net debt at January 1	(2,086)	(2,168)
Ordinary free cash flow	503	507
Springboard restructuring, net of tax	(10)	(24)
Acquisition spending, including costs, net of cash	(198)	(115)
Divestiture - cash proceeds, including costs, net of tax	60	5
Dividend payments	(204)	(92)
Repurchased shares	(27)	(133)
Discontinued operations, net of cash disposed of	(13)	(22)
Change in the fair value of derivatives	(16)	(37)
Foreign exchange and other	3	(7)
Net debt at December 31	(1,988)	(2,086)
Net-debt-to-EBITDA ratio	2.2x	2.4x

2012 restated for IAS 19R and IFRS 11



Acquisitions and divestitures

Acquisitions support strategy and meet financial criteria

- Over 85% of our acquisition spend of past 6 years was applied to our leading, high growth positions
 - Nearly two thirds invested in Clinical Solutions and Tax & Accounting software
- Acquisitions 2008-2011:
 - The majority of investment achieves a return of 8% or more by year 3
 - Over 55% of investment has ROI of 8% or more by year 2
- Acquisitions 2012-2013:
 - Acclipse, FinArch, Health Language, Prosoft and other smaller acquisitions
 - On track to cover WACC within 3-5 years
- Divestitures of non-core assets continue
 - In 2013, we sold 7 businesses with annual revenues of €30 million



Leverage *Net-debt-to-EBITDA ratio improved to 2.2x*



2012 restated for IAS 19R and IFRS 11

Debt maturity profile

€700 million (2.875%) Eurobond issued in 2013 to secure 2014 bond maturity



Balance Sheet

Solid financial position

(€ million)	Dec.	31, 2013	Dec.	31, 2012
Goodwill and intangible assets		4,592		4,651
Equity-accounted investees and financial assets		58		110
Other non-current assets		212		216
Non-current assets		4,862		4,977
Cash	755		328	
Other current assets	1,247		1,251	
Deferred income	(1,214)		(1,233)	
Short-term borrowings and bank overdrafts	(817)		(492)	
Other current liabilities	(883)		(930)	
Working capital		(912)		(1,076)
Capital employed		3,950		3,901
Total equity		1,584		1,558
Long-term debt		1,909		1,918
Other non-current liabilities		457		425
Total financing		3,950		3,901
2012 restated for LAS 10D and LEDS 11				

2012 restated for IAS 19R and IFRS 11

Returns to shareholders

Proposed dividend increase to €0.70 for 2013 to be paid in cash

- Progressive dividend policy: eighth consecutive year of increase
- Anti-dilution policy: share buy-back of up to €25 million in 2014



1) Dividend declared for the year indicated

Summary

Revenues up +1% organically

- Ordinary EBITA of €765 million; up +2% in constant currencies; margin stable at 21.5%
- Ordinary diluted EPS €1.56, up +3% in constant currencies
- Ordinary free cash flow of €503 million, up +3% in constant currencies
- Net-debt-to-EBITDA ratio improved to 2.2x, better than target



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Legal & Regulatory

Revenue decline abates; margin impacted

€ million	2013	2012	Δ	∆ CC	ΔOG
Revenues	1,447	1,485	-3%	-1%	-1%
Ordinary EBITA	313	327	-4%	-1%	-2%
Margin	21.6%	22.0%			
L&R Europe 56%	ents porate egal vices 80% aw & usiness 14%	Reven Euro 57	h lica		

 Δ -% Change; Δ CC-% Change constant currencies (EUR/USD 1.29); Δ OG-% Organic growth

Corporate Legal Services

- Revenue up +5% organically
- Transactional revenue +8% with mixed trends
- Trademark business, Corsearch, expanded with Avantiq and CitizenHawk
- Legal spend management platform, TyMetrix, launched new interface

Legal & Regulatory Europe

- Organic revenue decline -3%, abating from -6% in 2012.
- Driving efficiencies and investing in digital and legal workflow tools

Law & Business North America

 Impacted by lower law school enrollments; strong growth in digital information services



Tax & Accounting

Results supported by growth in software globally

€ million	2013	2012	Δ	∆ CC	ΔOG
Revenues	965	981	-2%	+1%	+1%
Ordinary EBITA	259	259	0%	+3%	+4%
Margin	26.8%	26.4 %			
Digital: sof	gital: tware 60%	Reven Euro 36	AsiaPac & ROW 10%	Geogra Nort Ameri 54%	h ca

 Δ -% Change; Δ CC-% Change constant currencies (EUR/USD 1.29); Δ OG-% Organic growth

North America

- Software revenues up +6%, partially offset by expected decline in bank products and publishing
- Cloud-based CCH Axcess well received and helping to drive software growth

Europe

- Organic growth positive as growth in software more than offsets decline in print and cyclical activities
- Twinfield achieves double-digit growth and invests in geographic expansion

Asia Pacific & ROW

- Revenues broadly stable as growth in software is largely offset by decline in print formats
- Prosoft revenues up in double-digits (pro forma)

Health

Organic growth accelerates to 6%; margin up 70 basis points

€ million	2013	2012	Δ	∆ CC	ΔOG
Revenues	775	745	+4%	+8%	+6%
Ordinary EBITA	175	163	+7%	+11%	+7%
Margin	22.6%	21.9%			
	ents Clinical Solutions 42%		siaPac t ROW 18%	Geogra North America 71%	
		* FY 2013 r	evenues b	y geograpi	hic market

 $\Delta\text{-}\%$ Change; $\Delta\text{CC-}\%$ Change constant currencies (EUR/USD 1.29); $\Delta\text{OG-}\%$ Organic growth

Clinical Solutions

- Sustains double-digit organic growth
- Strong performance across all product areas
- Health Language revenue up in doubledigits (pro forma)

Medical Research

- Modest organic growth as growth at Ovid and online journals more than offsets print subscription decline
- Investing in content and functionality and expanding open access

Professional & Education

- Slightly positive organic growth following improvement in second half
- Book markets remain weak; gained share in U.S. nursing education
- Digital learning revenues up over 40%



Financial & Compliance Services

Results impacted by downturn in U.S. mortgage refinancing, regulatory delays and product migration

€ million	2013	2012	Δ	∆ CC	ΔOG	
Revenues	378	386	-2%	+1%	-4%	
Ordinary EBITA	64	73	-11%	-9 %	-12%	
Margin	17.1%	18.9%				
Audit ¹⁾ 11% Com Finance, Risk & Compliance	inations & apliance 34%	Reve Euro 31		Geogra North Ameria 62%	n ca	
43% 1) Audit, Risk & Compli	ance	* FY 2013 revenues by geographic market				

 Δ -% Change; Δ CC-% Change constant currencies (EUR/USD 1.29); Δ OG-% Organic growth

Finance, Risk & Compliance

- Organic growth +3%; deceleration in Q4 due to delays in banking regulations
- Ranked global #4 in *RiskTech100* by Chartis, high customer satisfaction

Audit, Risk & Compliance

- Audit software, TeamMate, up +9% organically
- Revenue attrition from Axentis migration as expected

Originations, Risk & Compliance

- Impacted by downturn in U.S. mortgage refinancing market
- FS transactional revenues down -7%

Transport Services (Europe)

 Market conditions remain challenging; significant restructuring and repositioning undertaken in 2013

Progress on strategy

Our strategy aims to accelerate profitable growth



- Focus the majority of our investments on high growth segments where we have achieved market leadership
- Invest in products and services to deliver the tailored solutions and insights our professional customers need to make critical decisions and increase their productivity
- Find more ways to drive efficiencies in areas such as sourcing, technology, real estate, organizational processes, and distribution channels



1. Expand our leading, high growth positions *Our leading, high growth positions in total grew 7% organically*



1) Includes the Finance, Risk & Compliance and Audit, Risk & Compliance units within the F&CS division



2. Deliver solutions and insights

We launched several products that improve our customers' productivity and outcomes

Increasingly Mobile	Drives Decisions and Outcomes	Tailored to the Customer
CCH Axcess ^{**}	Wolters Kluwer Financial Services	GCN
Cloud-based tax & accounting software for CPA firms	Enhanced enterprise governance, risk and compliance solution for banks	General Counsel NAVIGATOR for small to mid-size corporate legal departments



3. Drive efficiencies

We are continuing to drive savings and creating global scale economies

				Request a demo	
	Sourcing	Technology	Real Estate	Sales Channel & Go to Market	Process & Organization
20 ⁴	 Renegotiated paper, printing, warehousing and shipping contracts 	 Optimized hosting and infrastructure services providers 	 Consolidated office space (closed 10 offices in Europe and 10 in the U.S.) 	 Replaced unprofitable direct mail with digital marketing in Health and T&A 	 Redesigned CLS' Service-of-Process operation
20	 Print consolidation Automating and reducing prepress costs 	 Off shoring automated content enrichment 	 Renegotiating lease contracts Improving space utilization and rationalize offices 	 Re-allocating sales staff towards growth areas 	 Optimizing editorial and production



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Divisional Outlook 2014

Legal & Regulatory	 Corporate Legal Services to see good organic growth, with momentum in transactional revenues slowing Legal & Regulatory (excluding CLS) to see organic revenue decline and margin contraction, partly due to restructuring
Tax & Accounting	 Tax software to achieve good organic growth, partially offset by print and bank product declines Margin expected to contract due to restructuring
Health	 Clinical Solutions to deliver strong organic growth Digital growth in publishing to continue while print journal and book markets expected to remain soft Margin to increase due to positive mix shift and efficiency measures
Financial & Compliance Services	 Finance, Risk & Compliance and Audit to see positive organic growth, but weighted towards the second half Originations volumes remain constrained by downturn in U.S. mortgage market



Guidance 2014

Performance indicators	FY2014 Guidance
Ordinary EBITA Margin	20.5%-21.5%
Ordinary free cash flow	≥ €475 million
Return on invested capital	≥ 8 %
Diluted ordinary EPS	Low single-digit growth

Guidance for ordinary free cash flow and diluted ordinary EPS is in constant currencies (EUR/USD 1.33).

Additional information

Ordinary net financing costs ¹⁾	Approximately €100 million
Benchmark effective tax rate	27.5%-28.0%
Cash conversion ratio ¹⁾	Approximately 95%

1) In constant currencies (EUR/USD 1.33).





Nancy McKinstry Chief Executive Officer and Chairman

Kevin Entricken Chief Financial Officer





Appendix

Nancy McKinstry Chief Executive Officer and Chairman

Kevin Entricken Chief Financial Officer



Revenue and EBITA Breakdown



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Revenues by region

(€ million)	2013	2012	Δ	Δ CC	ΔOG
North America	1,913	1,932	-1%	+3%	+2%
Europe	1,385	1,437	-4%	-2%	-2%
AsiaPac & ROW	267	228	+17%	+15%	+5%
Total Revenues	3,565	3,597	-1%	+2%	+1%

Δ-% Change; ΔCC-% Change constant currencies (EUR/USD 1.29); ΔOG-% Organic growth. 2012 restated for IAS 19R and IFRS 11



2013 Revenues



Reconciliation: Ordinary net financing costs to financing results

(€ million)	2013	2012
Ordinary net financing costs	(117)	(121)
Divestment related results on equity-accounted investees	12	-
Employee benefits financing component	(5)	(5)
Write-down of investments available-for-sale	(18)	-
Financing results	(128)	(126)



Currency

	Average	e rates	Closing	rates	Revenue impact	EBITA impact
1 Euro	2013	2012	2013	2012	2013	2013
U.S. Dollar	1.33	1.29	1.38	1.32	(66)	(20)
British Pound	0.85	0.81	0.83	0.82	(7)	(1)
Australian Dollar	1.38	1.24	1.54	1.27	(6)	(2)
Canadian Dollar	1.37	1.29	1.47	1.31	(4)	(1)
Other					(12)	(2)
Total impact (€ mi	llion)				(95)	(26)

<u>By division:</u>		
Legal & Regulatory	(28)	(9)
Tax & Accounting	(29)	(9)
Health	(28)	(6)
Financial & Compliance Services	(10)	(2)
Total	(95)	(26)

