

Voyage Care

Investor Presentation

Q1 2016

Disclaimer

Forward Looking Statements

Various statements contained in this document constitute “forward-looking statements”. Words like “believe,” “anticipate,” “should,” “intend,” “plan,” “will,” “expects,” “estimates,” “projects,” “positioned,” “think,” “strategy,” and similar expressions identify these forward-looking statements, which involve known and unknown risks, uncertainties and other factors that may cause our actual results, performance or achievements or industry results to be materially different from those contemplated, projected, forecasted, estimated or budgeted, whether expressed or implied, by these forward-looking statements. These forward-looking statements involve many risks and uncertainties that could cause actual results to differ materially from those expressed or implied by such statements, including, without limitation, regulatory matters affecting our businesses and changes in law. These forward-looking statements speak only as of the date of this presentation, and we assume no obligation to update our forward-looking statements to reflect actual results, changes in assumptions or changes in factors affecting these statements.

Additional Information

This presentation includes the consolidated financial information (unaudited) of Voyage BidCo Limited and its subsidiaries for the three months ending 30 June 2015 (“Q1 2016”). All comparisons of financial and operating statistics are for the three months ending 30 June 2014 (“Q1 2015”), unless otherwise stated. Movements and percentages have been calculated using the underlying number to one decimal place of the number presented in this document.

Contents

- **Executive Summary**
- **Financial Highlights**
- **Outlook & Recent Developments**
- **Q&A**

Executive Summary

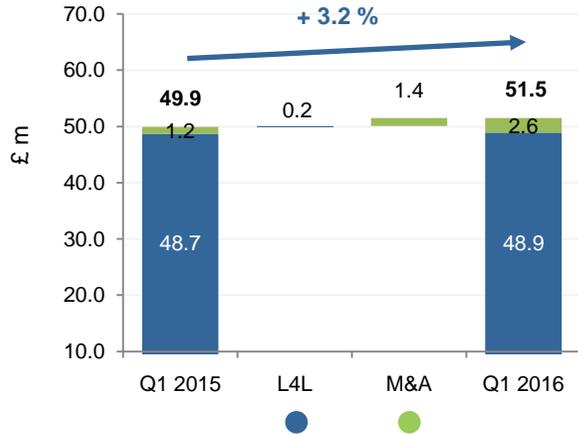
Q1 2016 Highlights

- Andrew Cannon joined as CEO, on 25 August 2015
- Turnover at £51.5m, up by 3.2% vs. Q1 2015
- EBITDA before non-underlying items at £10.5m, down 5.4% vs. Q1 2015
- CQC quality remains high, with 86% of services achieving a rating of Good or Outstanding (as at 30 June 2015) following inspection against the new requirements introduced in October 2014
- Strong cash conversion at 82.5%, pre M&A catch-up capex
- Net debt at June 2015 is £259.2m
- LTM EBITDA leverage (before pro-forma adjustments) at June 2015 is 6.01x (post pro-forma adjustments is 5.95x)

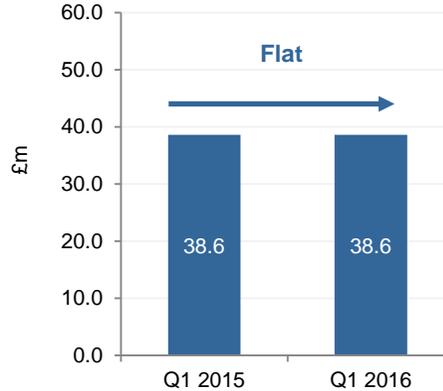
Financial Highlights

Key Business Streams - Turnover

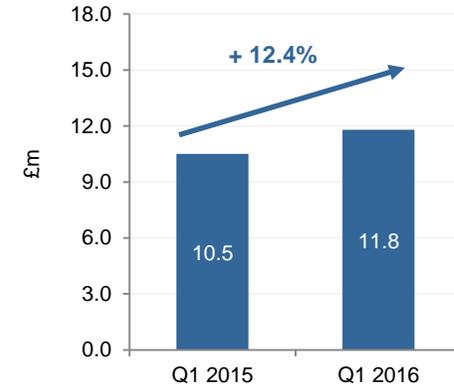
Q1 2015 to Q1 2016



Registered



Supported Living (and Outreach)



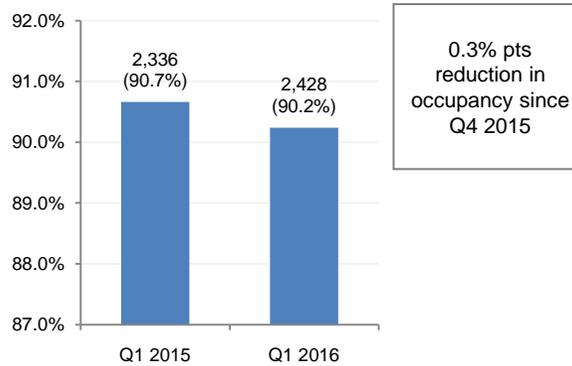
Comments

- Like-for-like turnover up +0.4%
- M&A turnover up £1.4m, primarily due to the Primary Care and Skills For Living acquisitions
- Turnover across the Registered services is broadly flat
- Turnover increase across Supporting Living and Outreach is +12.4%, part M&A, part tender wins

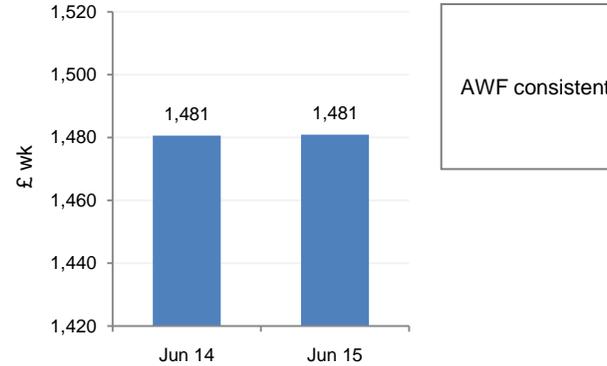
Financial Highlights

Key Operating Metrics

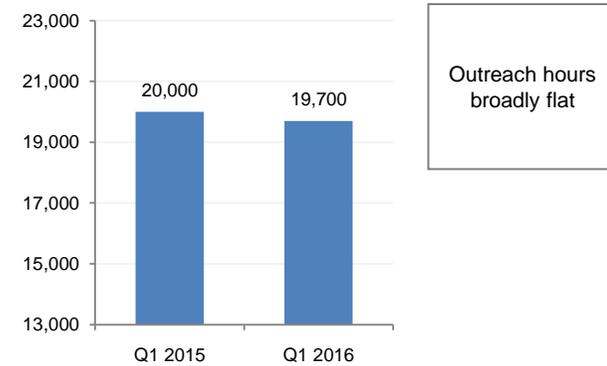
Average Residential Occupancy



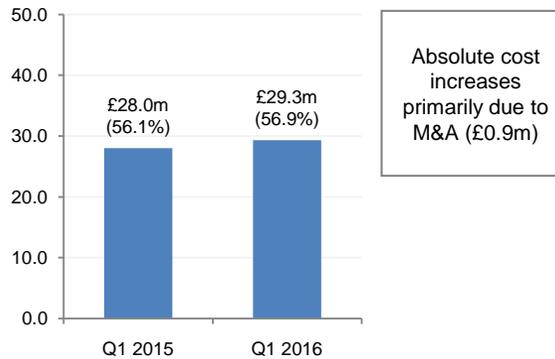
Residential Average Weekly Fee (LTM)



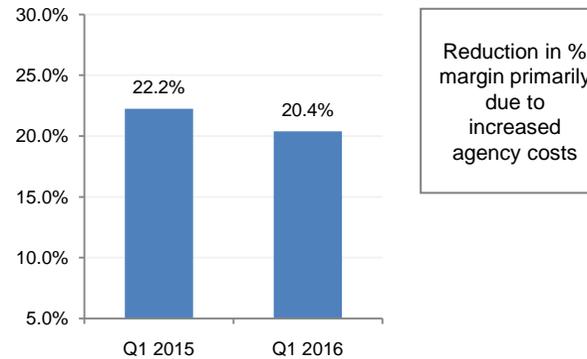
Average Weekly Outreach Hours **



Unit Level Staff Costs (% Turnover) *



EBITDA before non underlying items (% Margin)



Agency costs increased in Q1 2016 by £0.9m (compared to Q1 2015)

* Excludes agency costs

** Q1 2015 has been restated, with 2,900 outreach invoiced have been reclassified to Supported Living, equivalent to 35 places in Q1 2016

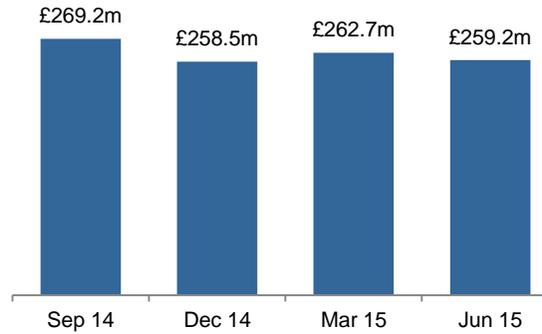
Financial Highlights

LTM performance

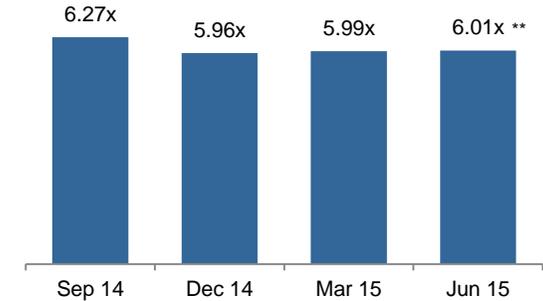
EBITDA before non-underlying items (before pro-forma adjustments)



Net Debt



Leverage (net) (before pro-forma adjustments)



Gross Debt	£275.0m	£272.0m	£277.0m	£272.0m
Cash *	(£5.3m)	(£13.0m)	(£13.8m)	(£12.4m)
OID	(£0.5m)	(£0.5m)	(£0.5m)	(£0.4m)
Net Debt	£269.2m	£258.5m	£262.7m	£259.2m

Comments

- LTM to June 2015 includes Skills For Living (for 10 months) and Redcliffe (for 4 months).
- June 2015 Net Debt is calculated as £272.0m Gross Debt, less £12.4m adjusted cash (£14.1m cash balance adjusted for £0.6m restricted balances and £1.1m deferred consideration payable), less £0.4m of unamortised Original Issue Discount (OID) on 2nd Lien Notes = £259.2m.

* cash adjusted for restricted cash and deferred consideration payable

** after adjusting for full year impact of Skills for Living and Redcliffe leverage reduces to 5.95x

Financial Highlights

Cash flow

£ million	Q1		Comments
	2016	2015	
EBITDA before non-underlying items	10.5	11.1	
Maintenance capex	(1.8)	(2.9)	
Operating cash flow	8.6	8.3	<ul style="list-style-type: none"> Maintenance capex as a % of turnover, excluding IT spend (£1.5m) for Q1 2016 was 3.0% (Q1 2015: 4.5%)
<i>Cash conversion %</i>	<i>82.5%</i>	<i>74.2%</i>	
Non-underlying items	(0.1)	(0.0)	
Working capital	(2.0)	(2.3)	
Capital expenditure	(2.6)	(0.9)	<ul style="list-style-type: none"> Capital expenditure includes development capex & asset sale proceeds.
Interest	(0.2)	(0.1)	<ul style="list-style-type: none"> Interest on loan notes £19.9m per annum (excluding interest on RCF facility)
Taxation	(0.1)	0.5	
FCF before acquisitions and financing	3.7	5.5	
Acquisition	0.0	(1.0)	<ul style="list-style-type: none"> Acquisition of £1.0m relates to Primary Care (which is net of cash balances acquired)
Acquisition integration costs	(0.1)	(0.2)	
Acquisition capex	0.0	0.0	<ul style="list-style-type: none"> Acquisition integration costs relate to Ingleby, ILG & Solor Care
FCF before financing	3.7	4.3	
Net cash flow used in financing activities	(5.0)	(8.0)	
Movement in cash for the period	(1.3)	(3.7)	
Opening cash and cash equivalents	15.5	14.7	
Closing cash and cash equivalents	14.1	11.0	

Outlook & Recent Developments

- Andrew Cannon, a personal introduction and first impressions
- National Living Wage
- Adoption of IFRS
- Next update published 24 November 2015, conference call 2pm

Q & A

Further questions can be addressed to investorrelations@voyagecare.com

Also please visit our investor relations web site investors.voyagecare.com