



Voyage Care

Investor Presentation

Q2 2015

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 September 2014 (“Q2 2015”). All comparisons of financial and operating statistics are for the three months ending 30 September 2013 (“Q2 2014”), unless otherwise stated. Movements and percentages have been calculated using the underlying number to one decimal place of the number presented in this document.

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Executive Summary

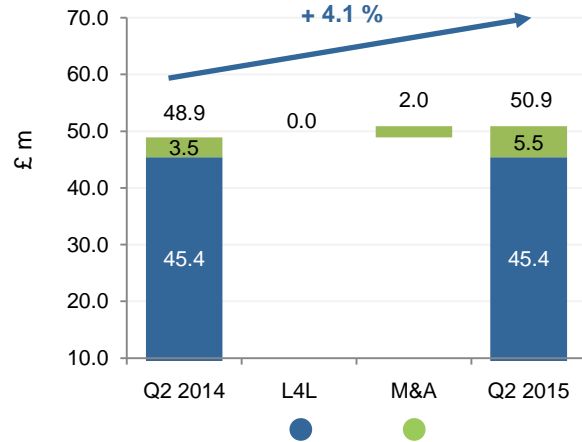
Q2 2015 Highlights

- Another quarter of improved performance and improved operating margin %
- Turnover at £50.9m, up by 4.1% vs. Q2 2014
- EBITDA before exceptional items in line with expectations at £11.3m, up 14.1% vs Q2 2014
- CQC quality scores remain high, 98% (4 & 5 ticks) at September 2014, 95% fully compliant
- Cash conversion 82.2%, pre M&A catch-up capex
- Net debt at September 2014 is £269.2m
- LTM EBITDA leverage (before pro-forma adjustments) at September 2014 is 6.27x (post pro-forma adjustments is 6.01x)
- On 6th August, consortium of Partners Group and Duke Street announced the acquisition of Voyage Care from HgCapital, in a £375.0m transaction, which completed on 8th September 2014
- On 20th August 2014 acquired Skills for Living for £5.4m (including cash acquired), post synergy EBITDA of £1.1m

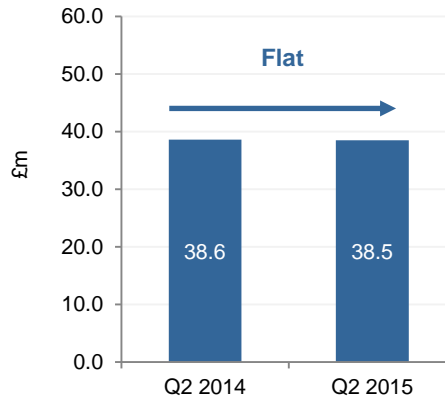
Financial Highlights

Key Business Streams - Turnover

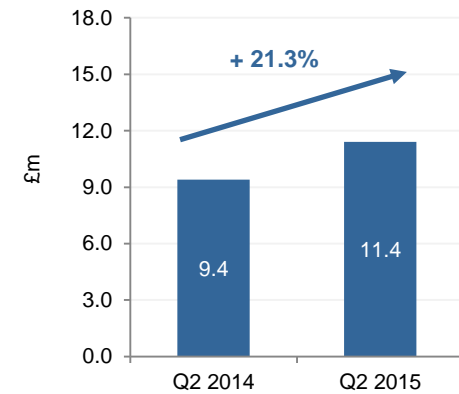
Q2 2014 to Q2 2015



Registered



Supported Living (and Outreach)



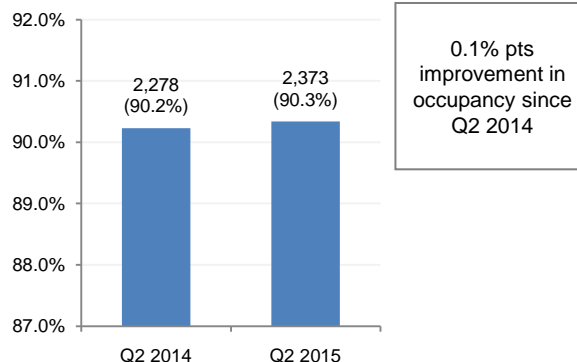
Comments

- Like-for-like turnover flat
- M&A turnover up £2.0m, primarily due to the Ingleby acquisition
- Turnover increase across the Registered services is broadly flat
- Turnover increase across Supporting Living and Outreach is +21.3%, part M&A, part tender wins

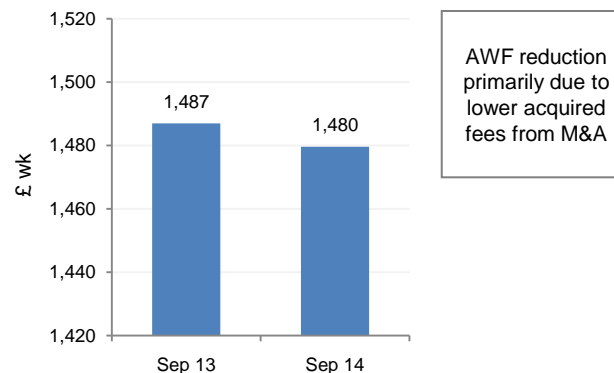
Financial Highlights

Key Operating Metrics

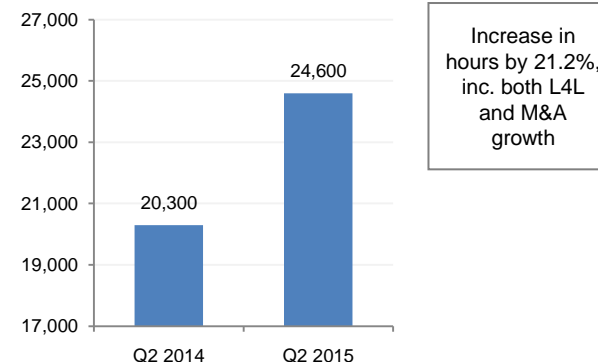
Average Residential Occupancy



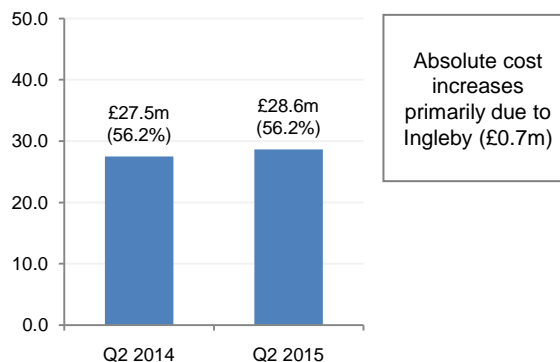
Residential Average Weekly Fee (LTM)



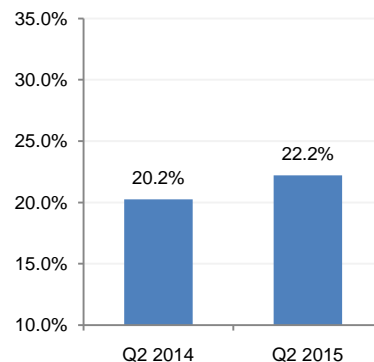
Average Weekly Outreach Hours



Unit Level Staff Costs (% Turnover) *



EBITDA pre exceptionals (% Margin)



Increase in % margin due to reduced agency spend and lease cost savings



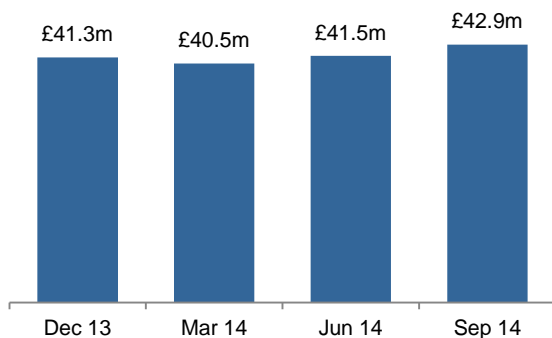
Agency costs reduced in Q2 2015 by £0.1m (compared to Q2 2014)

* Excludes agency costs

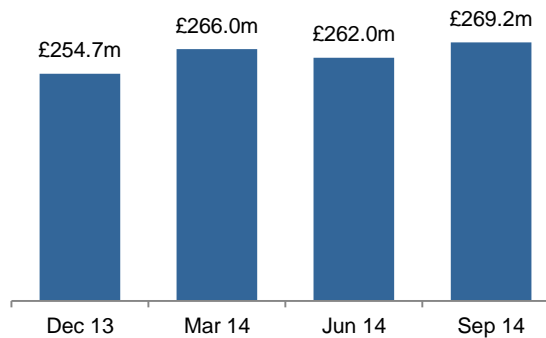
Financial Highlights

LTM performance

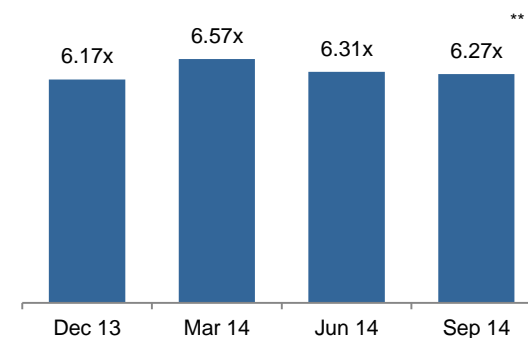
EBITDA pre exceptionals
(before pro-forma adjustments)



Net Debt



Leverage (net)
(before pro-forma adjustments)



Gross Debt	£272.0m	£280.0m	£272.0m	£275.0m
Cash *	(£16.6m)	(£13.4m)	(£9.4m)	(£5.3m)
OID	(£0.6m)	(£0.6m)	(£0.6m)	(£0.5m)
Net Debt	£254.7m	£266.0m	£262.0m	£269.2m

Comments

- LTM to September 2014 includes Ingleby (for 10 months), Primary Care (for 3 months), and Skills For Living (for 1 month).
- September 2014 Net Debt is calculated as £275.0m Gross Debt, less £5.3m adjusted cash (£6.9m cash balance adjusted for £0.5m restricted balances and £1.1m deferred consideration payable), less £0.5m of unamortised Original Issue Discount (OID) on 2nd Lien Notes = £269.2m.

* cash adjusted for restricted cash and deferred consideration payable

** after adjusting for Quercus, and full year impact of Ingleby Care, Primary Care and Skills for Living leverage reduces to 6.01x

Financial Highlights

Cash flow

£ millions	Q2		YTD		Comments
	2015	2014	2015	2014	
EBITDA before exceptional items	11.3	9.9	22.4	20.0	
Maintenance capex	(2.0)	(2.0)	(4.9)	(3.6)	<ul style="list-style-type: none"> Maintenance capex as a % of turnover, excluding IT spend (£1.9m) for Q2 2015 was 3.7% (Q2 2014: 3.6%)
Operating cash flow	9.3	7.9	17.5	16.4	
<i>Cash conversion %</i>	<i>82.2%</i>	<i>79.7%</i>	<i>78.2%</i>	<i>82.1%</i>	
Debt service costs	(10.2)	(10.4)	(10.3)	(10.5)	<ul style="list-style-type: none"> Interest on loan notes £19.9m per annum
Taxation	0.0	0.9	0.5	0.4	
Other items before acquisitions and financing	(1.7)	0.1	(4.9)	(5.7)	<ul style="list-style-type: none"> Other cash flow items relate to working capital, exceptional items, development capex & asset sale proceeds.
FCF before acquisitions and financing	(2.7)	(1.5)	2.8	0.6	
Acquisition	(4.4)	0.0	(5.3)	0.0	<ul style="list-style-type: none"> Acquisition of £4.4m relates to Skills For Living (which is net of cash balances acquired)
Acquisition funding	0.0	0.0	0.0	0.0	
Acquisition integration costs	(0.1)	(0.4)	(0.3)	(0.6)	<ul style="list-style-type: none"> Acquisition integration costs relate to Ingleby, ILG & Solor Care
Acquisition capex	0.0	(0.2)	0.0	(1.4)	
FCF before financing	(7.1)	(2.1)	(2.8)	(1.4)	<ul style="list-style-type: none"> Acquisition capex relates to ILG & Solor Care
Financing	3.0	0.0	(5.0)	0.0	
Increase / (decrease) in cash for the period	(4.1)	(2.1)	(7.8)	(1.4)	
Opening cash	11.0	16.6	14.7	15.8	
Closing cash	6.9	14.4	6.9	14.4	

Outlook & Recent Developments

- Business as usual with our new operating partners with no change in strategy
- Operating conditions remain challenging with limited fee changes and further pressure on agency and recruitment costs
- Next update published 27 February 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