

Recommended Combination of Barratt Developments and Redrow

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Agenda

Recommended Combination of Barratt and Redrow

2

Barratt Interim results

Redrow Interim results

4

Q&A



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Recommended Combination of Barratt and Redrow



Recommended combination of Barratt and Redrow – building a better future together



Combination recommended by the Boards of both Barratt and Redrow

— 1.44x	New Barratt shares per Redrow share
£2.5bn	Offer equity value ¹
27.2%	Spot premium as at 6 February 2024 ²
67.2% / 32.8%	Barratt / Redrow proforma ownership
£90m	Run-rate synergies ³
16.0%	Irrevocable undertakings from Redrow shareholders ⁴
1.75x	Ordinary dividend cover
— H2 CY24	Anticipated completion date

Notes

⁽¹⁾ Based on Barratt share price of 530p as at 6 February 2024

⁽²⁾ Based on Redrow share price of 600p as at 6 February 2024

⁽³⁾ Based on Barratt directors' review and analysis of potential cost synergies on factors deemed influenceable by Barratt and a quantified financial benefits statement is made by the Barratt directors, which has been reported on for the purposes of the Takeover Code, on pages 21 of Appendix IV in the 2.7 announcement

A uniquely compelling opportunity to...

1



Build on

needs

Barratt/Redrow's excellent reputations, creating an exceptional UK homebuilder in terms of quality, service and sustainability, accelerating delivery of homes the country

2



Create a strong brand portfolio of three high quality diversified brands which can be used to accelerate delivery across the UK

3



Realise cost synergies from procurement savings and a rationalisation of divisional and central functions 4



Maintain a robust balance sheet, better protected to operate through the cycle, and provide a strong platform from which to deliver improved shareholder returns over the medium term 5



Deliver significant benefits for the Combined Group's wider stakeholders: employees, suppliers, customers and communities

Build on Barratt/Redrow's excellent reputations





Quality



96 NHBC Pride in the Job awards (2023)



Rated Trust Pilot excellent





14th consecutive year

Sustainability



"A" rating

on climate leadership and transparency



NHBC Pride in the Job awards (2023)



Rated Trust Pilot excellent



5th

consecutive year



"AA" rating

for commitment to ESG investment standards

Bringing together two organisations with likeminded cultures and a shared commitment to customers, quality, and sustainability



Build on Barratt/Redrow's excellent reputations

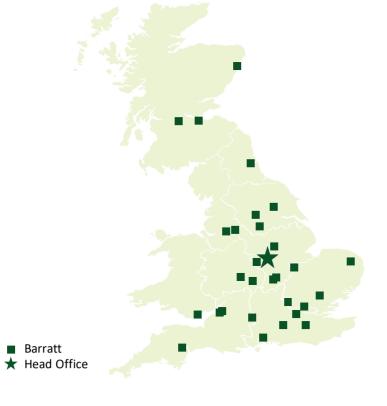
Combining Barratt's national presence...

Regional coverage

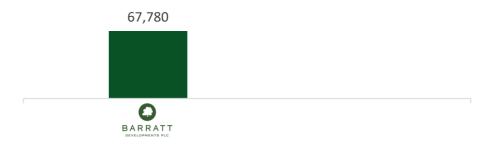


Scotland
Northern
Central
East
West
London and Southern

•



HY24 reported land pipeline (plots)

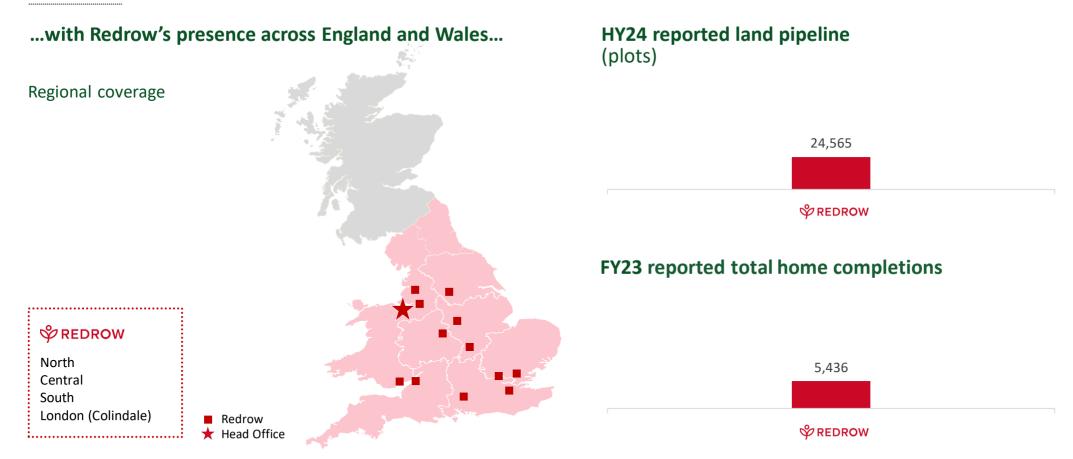


FY23 reported total home completions



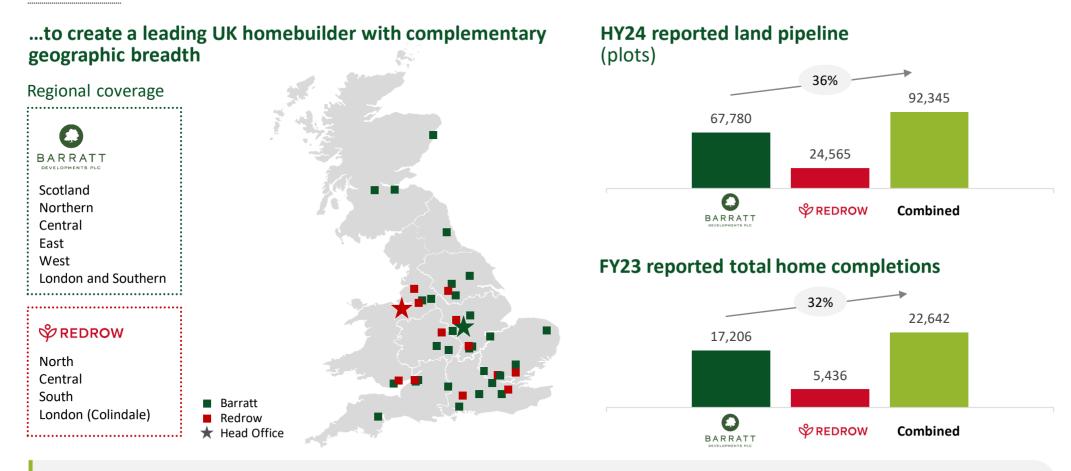


Build on Barratt/Redrow's excellent reputations





Build on Barratt/Redrow's excellent reputations



Highly complementary geographic footprints and product offerings targeting a wider customer base



Create a strong brand portfolio













- Complementary product range
 - Wider customer choice around design and price points
- Ability to use three brands on larger sites and accelerate speed of development



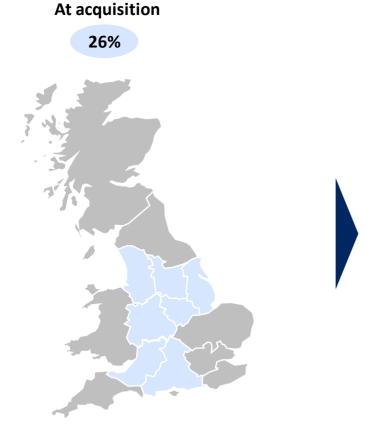
Notes: Per FY23 completions for:

- Private homes for Barratt Homes
- Private homes for David Wilson Homes
- (3) Private homes for Redrow (Heritage brands only)

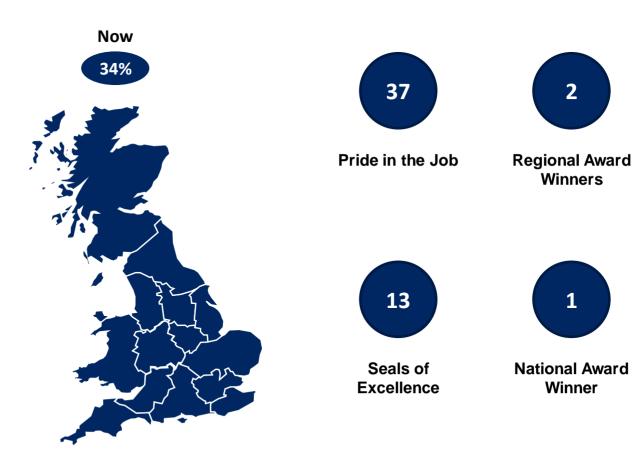
Create a strong brand portfolio

Barratt has been an excellent steward of the David Wilson brand, taking it from a regional brand to...

David Wilson % of Barratt group completions



...a national award-winning brand, representing 34% of total **Barratt completions**





Notes: Awards received as at 2022

13

Create a strong brand portfolio

Illustrative benefits of multi-branded sites on delivery – Greytowers Village (Nunthorpe, Middlesbrough)

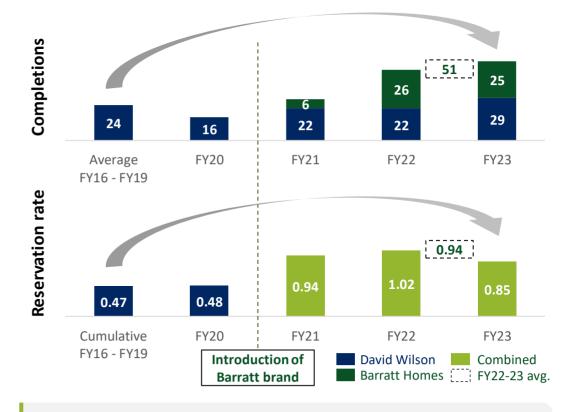
David Wilson site from FY16 to FY20; during COVID, site was dual-branded to include Barratt Homes (incl. a Barratt sales outlet)

David Wilson Homes



Barratt Homes

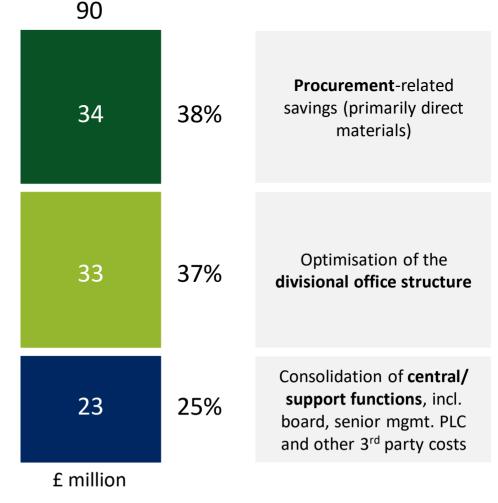




Enhanced platform to accelerate the delivery of high-quality homes through three brands

Realise significant cost synergies

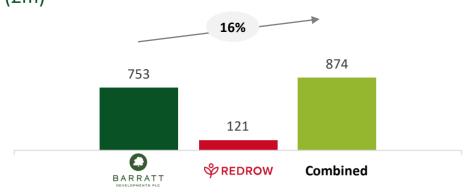
- Significant cost savings through:
 - Procurement-related savings
 - Optimisation of the divisional office structure
 - Consolidation of central and support functions
- Will draw on the best talent from both organisations
- c.50% of cost synergies to be realised by the end of the first year and c.90% by the end of the second year post completion
- One-off costs of delivery expected to be c.£73m (with c.57% expected to be incurred in the first year and c.32% expected to be incurred in the second year)



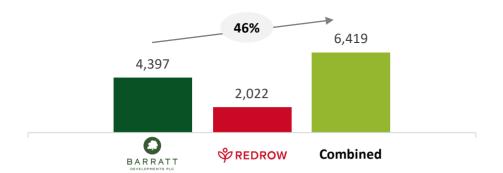


Maintain a robust balance sheet

HY24 reported net cash position (fm)



HY24 reported TNAV (£m)



Combined group leverage and dividend policy

Strong balance sheet consistent with Barratt's current approach



Dividend policy will be consistent with Barratt's existing dividend policy



Excess cash over the cycle is expected to be returned to the Combined Group's shareholders via a share buyback or special dividend, where appropriate



Source: Company filing

Deliver significant benefits



For employees

- Strong cultural fit and shared values
- Additional development opportunities
- Industry leading reward programme



For suppliers

- Acceleration of developments across the UK
- Greater visibility and certainty of delivery
- Confidence to invest in developing skilled labour pool and production facilities

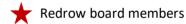


For customers and communities

- Accelerated delivery of more high-quality homes
- Complementary product range at a variety of price points
- More sites across a broader geographic footprint
- Sustainable and thriving communities across the UK



Board and executive leadership team of the Combined Group





Caroline Silver Chair



David Thomas Chief Executive



Mike Scott Chief Financial Officer



Steven BoyesChief Operating Officer and Deputy CEO



Matthew Pratt
CEO, Redrow and
Group Executive
Director



Barbara Richmond
Integration team



Jock Lennox Senior Non-Executive Director



Katie BickerstaffeNon-Executive
Director



Nicky Dulieu

Non-Executive

Director



Jasi Halai Non-Executive Director



Geeta Nanda

Non-Executive

Director



Nigel Webb

Non-Executive
Director



Chris Weston
Non-Executive
Director

Matthew Pratt, currently Group Chief Executive of Redrow, will join the Combined Group as CEO Redrow and Group Executive Director

Nicky Dulieu and Geeta Nanda will join the board of the Combined Group as Non-Executive Directors Barbara Richmond, currently Group Finance Director of Redrow will join the Combined Group to support the integration for a period of not less than 12 months



Managing our integration

A robust plan to conduct an efficient integration whilst ensuring continuity in the delivery of the Combined Group's operations

What we will do

- Maintain Redrow's strong brand as distinct within the broader Barratt brand portfolio
- Continue to develop strong products by adding the quality and design of Redrow's house types to Barratt's portfolio
- Consolidate activities in central and support functions, based on a 'best in class' philosophy
- Review the divisional office structure to optimise geographical coverage across the UK
- Build upon the initial synergy assessment to consider both revenue and additional cost synergy opportunities

How we will do it

- Utilise the similarities between the Barratt and Redrow's culture and purpose
- Focus on maintaining operational excellence, build quality and customer service
- Employ the skills, experience and commitment of both the Barratt and Redrow teams
- Draw upon Barratt's strong experience and lessons learned in successfully integrating other businesses
- Carefully manage the delivery of cost synergies and other benefits of the Combination

Integration to be substantially complete within 18 months of Completion

Both Barratt & Redrow teams have a strong track record of integrating & delivering synergies – Barratt David Wilson, Oregon Timber Frame & Gladman;

Redrow Radleigh Homes



Expected transaction timetable and approvals

Required approvals

- Implemented via Scheme of Arrangement
- Irrevocable undertaking from Steve Morgan (16%),
 Redrow's founder and largest shareholder
- Irrevocable undertakings from Redrow and BarrattDirectors to vote in favour of the transaction
- Approvals required:
 - Redrow Shareholder approval (majority in number, and 75% in value, of the Redrow shareholders present and voting at the Court Meeting)
 - Barratt Shareholder approval (simple majority of those present and voting at the Barratt general meeting)
 - Customary regulatory approvals from the CMA

Expected offer timetable

Publication of offer Announcement

7 February 24

Anticipated posting of Scheme Document, Circular and Prospectus

Mid-April 24

Anticipated timing of shareholder votes

Mid-May 24

Expected completion

H2 CY24



Building Together

Business model for the long term



Building thriving communities

With exceptional build quality and service



Delivering sustainably

with a framework for future homes, great places and better living



Accelerating completions

to deliver the homes this country needs



Maintaining efficiency

through MMC and continued build optimisation



Continuing land investment discipline

through shorter owned land pipeline and clear hurdle rates

Building Together operating framework

rate

argeted land pipeline	4.5 years
Balance Sheet	Net cash incl. land creditors
Dividend policy	1.75x cover
Minimum land Duying hurdle	24% gross margin



HY24 Results Presentation
Half year ended 31 December 2023







- On-track for FY24 despite continuing uncertainties
- Reduced volumes, softer pricing and ongoing, but moderating, build cost inflation impacted adjusted operating profits
- ROCE reflects full year impact of challenging market conditions
- Strong net cash position after £228m dividend payment

	HY24	HY23	Change
Total home completions (inc JVs)	6,171	8,626	28.5%
Revenue	£1,850.8m	£2,783.9m	33.5%
Adjusted operating profit	£155.2m	£511.8m	69.7%
Adjusted operating margin	8.4%	18.4%	1,000 bps
Adjusted profit before tax	£157.1m	£521.5m	69.9%
Adjusted basic earnings per share	11.8p	39.2p	69.9%
ROCE	12.8%	29.6%	1,680 bps
Net cash	£753.4m	£969.1m	22.3%
Dividend per share	4.4p	10.2p	56.9%
Net tangible assets per share	451p	462p	2.4%



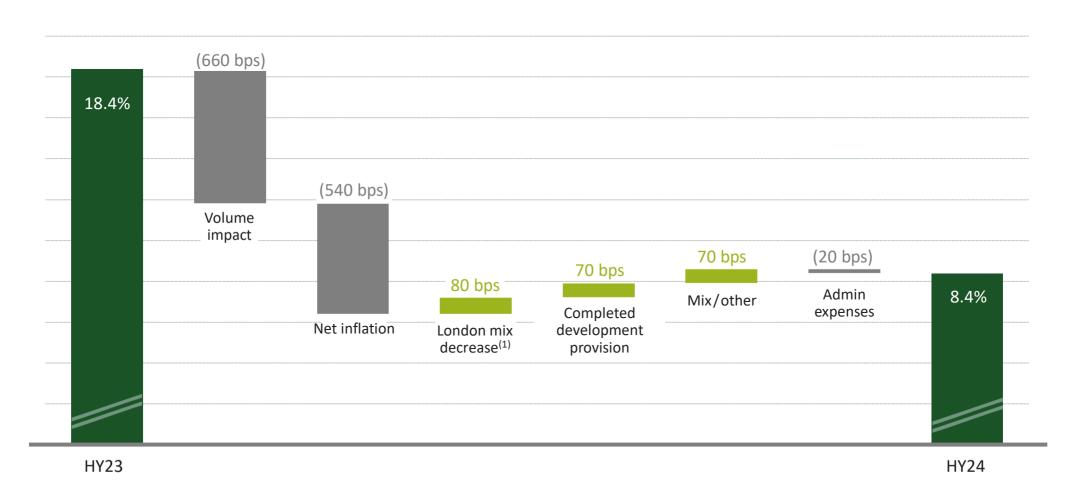


- Sales rate improved as mortgage rates eased lower from August 2023, limited seasonal impact
- Outlet numbers flattening, reflecting:
 - trade through of sites where activity was extended by reduced sales rates since September 2022
 - reduced outlet openings, given step back from the land market
- Total average sales outlets expected to be
 c. 6% lower in FY24

	HY24	HY23	Change
Average net private reservations per	active outlet p	oer week	
Wholly owned	0.48	0.44	9.1% 🔺
- Of which PRS and RPs	0.06	0.05	20.0% 🔺
JV	0.78	0.75	4.0% 🔺
Total	0.49	0.45	8.9% 🔺
Average active sales outlets			
Wholly owned	358	352	1.7% 🔺
JV	9	8	12.5% 🔺
Total	367	360	1.9% 🔺
Private forward sales roll (homes)			
30 June	3,884	6,108	36.4%▼
Reservations	4,502	4,017	12.1% 🔺
Completions	(4,780)	(6,549)	27.0%▼
31 December	3,606	3,576	0.8%

Adjusted operating margin bridge





⁽¹⁾ Reflects the prior year impact of a previously impaired site at Hounslow, the majority of which was traded through in HY23





- £61.4m net increase in external wall systems provision:
 - Increase in contingency amounts based on latest information in relation to:
 - Building Safety Fund; and
 - Costs for atypical buildings
- Contingent liability of up to £90m identified for one bespoke development
 - Development used unique curtain wall system
 - Fire test required for PAS 9980
 - Likely to take 12 months to determine

£m Legacy properties	External wall systems and associated review	Reinforced concrete frames	Total
At 1 July 2023	535.9	76.4	612.3
Additions	61.4	-	61.4
Releases	-	(3.5)	(3.5)
Reported adjusted items charge ⁽¹⁾	61.4	(3.5)	57.9
Imputed interest - discount unwind	12.3	1.6	13.9
Utilisation	(27.0)	(11.1)	(38.1)
At 31 December 2023	582.6	63.4	646.0
Adjusted items - provision movement	(S ⁽¹⁾ 61.4	(3.5)	57.9
Adjusted items - reimbursements	_	(0.5)	(0.5)
Adjusted items - through JVs	-	4.5	4.5
Total adjusted items	61.4	0.5	61.9

⁽¹⁾ Combined impact of additions and releases as adjusted items charged in cost of sales in HY24

Guidance for FY24



Completions	c.13,500 – 14,000 total home completions, including c. 650 JV completions (previously c.13,250 – 14,250 total home completions, including c. 650 JV completions) PRS contribution expected to be c. 750 homes Affordable mix expected to be broadly in line with FY23
Average sales outlet movement (inc JV)	c. 6% decline
Build cost inflation	c. 5%
Administrative expenses	c. £290m to £300m (including amortisation of intangible assets of c. £10m)
Interest cost	c. £20m (c. £35m cash credit, c. £55m non-cash charge) (previously c. £20m (c. £20m cash credit, c. £40m non-cash charge))
Land approvals	Maintain our highly selective approach to land buying
Land cash spend	c. £0.5bn - £0.7bn
Year end net cash	c. £0.7bn - £0.8bn
Taxation	Effective tax rate of 28% reflecting current corporation tax rate at 25%, timing differences and 4% RPDT (previously 29%)
Ordinary dividend cover	1.75x ordinary dividend cover based on adjusted earnings per share

Barratt Developments PLC Half Year 2024 Results





- Private reservation rate of 0.60, including 0.04 relating to multi-unit sales
- Continuing benefit from multi-unit sales anticipated through 2024
- Sales outlet position reflects the closeout of extended life sites
- 86% forward sold for FY24 private completions

	2HY24 to date	2HY23 to date	Change
Net private reservation rate (1)	0.60	0.49	22.4% 🔺
- of which PRS and RPs	0.04	0.01	n/m
Average active sales outlets	330	373	11.5% 🔻
Net private reservations per average week	199	182	9.3% 🔺
Total forward sales (2)(3)	£2,268.3m	£2,665.0m	14.9% ▼
Private sold position for full year (2)	86%	84%	

⁽¹⁾ Net private reservation rate per active outlet per average week

⁽²⁾ As at 28 January 2024 and 29 January 2023

⁽³⁾ Including JVs



INTERIMRESULTS

26 WEEKS TO 31 DECEMBER 2023

FEBRUARY 2024

FINANCIAL OVERVIEW:

- Revenue of £756m (2023: £1.03bn)
- Pre-tax profit of £84m (2023: £198m)
- EPS of 18.7p (2023: 45.4p)
- Interim dividend of 5p (2023: 10p)
- Net cash of £121m (2023: £107m)





INCOME STATEMENT

	H1	H1	Varia	ance
£m	2024	2023	£m	%
Revenue – Homes	752	992	(240)	(24)
Revenue – Other	4	39	(35)	(90)
Total Revenue	756	1,031	(275)	(27)
Gross Profit	143	257	(114)	(44)
Operating expenses	(57)	(58)	1	2
Operating profit	86	199	(113)	(57)
Interest	(2)	(1)	(1)	(100)
Profit before tax	84	198	(114)	(58)



REVENUE BY GEOGRAPHY

- Regions outside London all down proportionally due to housing market condtions
- Colindale up due to the affordable sale to Barnet Council

H1 2	2024	H1 2023		
£m	%	£m	%	
162	21	233	22	
252	33	348	34	
256	34	380	37	
82	11	21	2	
752	99	982	95	
-	-	10	1	
4	1	39	4	
756	100	1,031	100	
	£m 162 252 256 82 752 - 4	162 21 252 33 256 34 82 11 752 99 4 4 1	£m % £m 162 21 233 252 33 348 256 34 380 82 11 21 752 99 982 - - 10 4 1 39	



HOMES REVENUE ANALYSIS

- Private Houses first half revenue of £567m, down 33% due to lower volumes
- Affordable revenue up due to the timing and geographical mix
- Blended ASP down 1% at £397k due to higher proportion of affordable revenue at 17% vs 10% in H1 2023

	Revenue (£m)				Volume			ASP (£k)				
	H1 24	H1 23	Var	% Var	H1 24	H1 23	Var	% Var	H1 24	H1 23	Var	% Var
Private Houses	567	847	(280)	(33)	1,167	1,774	(607)	(34)	486	477	9	2
Private Apartments	59	41	18	44	143	136	7	5	413	301	112	37
Total Private	626	888	(262)	(30)	1,310	1,910	(600)	(31)	478	465	13	3
Affordable	126	104	22	21	584	575	9	2	216	181	35	19
Total Homes	752	992	(240)	(24)	1,894	2,485	(591)	(24)	397	399	(2)	(1)



CASH FLOW

	F	11		F	1 1
Operating cash flow (£m)	2024	2023	Net cash movement (£m)	2024	2023
EBITDA	89	202	Operating cash flow	(20)	43
Movement in land	83	(106)	Tax paid	(27)	(45)
Movement in land creditors	(91)	36	Dividend	(65)	(76)
Cash investment in land	(8)	(70)	Other (including buy back)	(2)	(103)
Movement in WIP	(56)	(97)			
Movement in fire safety provision	(7)	(4)	Net cash flow	(114)	(181)
Other working capital movements	(38)	12	Opening net cash	235	288
Operating cash flow	(20)	43	Closing net cash	121	107
Cash conversion (%)	(22)	21	Average monthly net cash	155	248



GUIDANCE 2024

£1.65bn - £1.70bn

Underlying PBT £180m - £200m

As reported in the AGM trading statement on 10 November 2023, we expect the results to be towards the lower end of this range¹.

¹The statement above constitutes a profit forecast for the purpose of Rule 28 of the Takeover Code. See Appendix for its basis of preparation, the assumptions on which it is based, and the Redrow directors' confirmations as required by Rule 28 of the Takeover Code.



SALES MARKET - TRADING

H1	2024	2023
Value of private net reservations (£m)	513	571
Value of private reservations per outlet per week (£k)	166	184
Sales rate per outlet per week (no.) ¹	0.36	0.38
Cancellation rate (%)	26	28

<u>Note</u>



¹ Excluding bulk sales 0.35 (2023: 0.38)

SALES MARKET - TRADING

H2 (first 5 weeks)	2024	2023
Value of private net reservations (£m)	126	137
Value of private reservations per outlet per week (£k)	239	236
Sales rate per outlet per week (no.)	0.52	0.51
Cancellation rate (%)	20	17





THANKYOU

A BETTER WAY TO LIVE

APPENDIX - BASIS OF PREPARATION AND DIRECTORS' CONFIRMATIONS

The Redrow Profit Forecast has been prepared on a basis consistent with Redrow's accounting policies which are in accordance with IFRS. These policies are consistent with those applied in the preparation of Redrow's annual results for the financial year ended 2 July 2023.

Assumptions

Factors outside the influence or control of the Redrow Directors:

- i. there will be no changes to existing prevailing macroeconomic, regulatory or political conditions in the markets and regions in which Redrow operates that would materially affect Redrow;
- ii. the inflation and tax rates in the markets and regions in which Redrow operates will remain materially unchanged from the prevailing rates;
- iii. there will be no material adverse events that will have a significant impact on Redrow's financial performance, including litigation, adverse weather events or natural catastrophes that affect key products, supply chain or markets or the construction process;
- iv. there will be no material change in the availability or cost of key subcontractors and resources from prevailing conditions;
- v. there will be no material changes in market conditions over the forecast period to 30 June 2024 in relation to either customer demand or competitive environment, including the availability of mortgage financing for Redrow's private home customers, house prices, interest rates or legislative or regulatory requirements;
- vi. there will be no material impact on stakeholder relationships arising from the combination;
- vii. there will be no material adverse outcome from any ongoing or future disputes with any customer, competitor, regulator or tax authority;
- viii. there will be no material change in employee attrition rates and no material change in Redrow's labour costs, including medical and pension and other post-retirement benefits driven by external parties or regulations; and
- ix. there will be no material changes in legislation or, taxation, regulatory requirements, applicable standards or the position of any regulatory bodies impacting on Redrow's operations or on its accounting policies.

Factors within the influence or control of the Redrow Directors:

- i. there will be no material change to the present management of Redrow;
- ii. there will be no major corporate acquisitions or disposals, developments, partnership or joint venture agreements being entered into by Redrow, prior to 30 June 2024 (for the avoidance of doubt, other than the Combination);
- iii. there will be no material changes in the dividend or capital policies of Redrow;
- iv. Redrow's accounting policies will be consistently applied over the forecast period; and
- v. there will be no material change in the operational strategy of Redrow.

Redrow Directors' confirmation

The Redrow Directors have considered the Redrow Profit Forecast and confirm that it remains valid as at the date of this presentation, has been properly compiled on the basis of the assumptions set out above and the basis of accounting used is consistent with Redrow's accounting policies.



Q&A



A uniquely compelling opportunity to...

1



Build on

Barratt/Redrow's
excellent reputations,
creating an exceptional
UK homebuilder in
terms of quality, service
and sustainability,
accelerating delivery of
homes the country
needs

2



Create a strong brand portfolio of three high quality diversified brands which can be used to accelerate delivery across the UK

3



Realise cost synergies from procurement savings and a rationalisation of divisional and central functions 4



Maintain a robust balance sheet, better protected to operate through the cycle, and provide a strong platform from which to deliver improved shareholder returns over the medium term 5



Deliver significant benefits for the Combined Group's wider stakeholders: employees, suppliers, customers and communities **Appendix**

Historical financials

	Barratt			Redrov	'ow			
	FY21	FY22	FY23	H1 24	FY21	FY22	FY23	H1 24
Total home completions	17,243	17,908	17,206	6,171	5,620	5,715	5,436	1,894
Revenue (£m)	4,812	5,268	5,321	1,851	1,939	2,140	2,127	756
Adjusted gross profit (£m)	1,115	1,308	1,130	296	414	516	508	143
Adjusted gross margin	23.2%	24.8%	21.2%	16.0%	21.4%	24.1%	23.9%	18.9%
Adjusted profit before tax (£m)	920	1,055	884	157	314	410	395	84
Adjusted profit before tax margin	19.1%	20.0%	16.6%	8.5%	16.2%	19.2%	18.6%	11.1%
Land pipeline (plots)	82,303	85,474	74,746	67,780	29,460	29,600	26,070	24,565
ROCE ⁽¹⁾	27.8%	30.0%	22.2%	12.8%	18.5%	24.5%	23.1%	15.4
Period-end net cash (£m)	1,317	1,139	1,069	753	160	288	235	121
TNAV per share (p) ⁽²⁾	446	447	467	451	532	553	612	611



Source: Company filings

Notes:

⁽¹⁾ Based on respective company definition of ROCE

⁽²⁾ Based on ordinary shares outstanding at period end