

MITIE Group PLC

The strategic outsourcing company

Excellent progress through a focus on markets that offer organic growth, long-term contracts and improved margins

Full year results presentation

20 May 2013

Ruby McGregor-Smith CBE

Chief Executive

Strong headline financial performance

+8.4% (5.0% organic growth)

Headline* revenue
£1,980.6m (2012: £1,826.3m)

+8.3%

Headline operating profit
£122.0m (2012: £112.6m)

6.2%

Headline operating profit margin
(2012: 6.2%)

+3.9%

Headline basic earnings per share
23.7p (2012: 22.8p)

£192.2m

Net debt
1.84x EBITDA
(2012: £106.9m or 0.81x EBITDA)

125.7%

Cash conversion (108.7% headline)
(2012 : 83.7%)

+7.3%

Dividend per share
10.3p (2012: 9.6p)

85%

2014 budgeted revenue secured
(Prior year: 83%)

£9.2bn

Order book +7.0%
(2012: £8.6bn)

£8.7bn

Sales pipeline
(2012: £10.1bn excluding engineering)

* Headline numbers exclude other items. Other items comprised acquisition related and integration costs of £6.9m (2012: £0.9m), restructuring costs of £10.2m (2012: £nil) and the amortisation of acquisition related intangible assets of £10.0m (2012: £9.1m). They also include the results of the businesses being exited, with revenue of £139.9m (2012: £176.2m), a trading loss of £3.1m (2012: £0.9m loss) and business closure costs of £22.1m (2012: £nil).

Highlights

- Excellent progress through a focus on markets that offer organic growth, long-term contracts and improved margins
 - Delivered 5.0% organic growth this year and margins of 6.2%
 - Exiting our cyclical M&E engineering contracting business
 - Enara provides a platform to grow in the higher margin healthcare sector
 - Re-positioned our energy proposition to focus on consulting following the integration of our Utilyx acquisition
- Integrated facilities management proposition driving strong organic growth
 - Successfully mobilised major contracts including Lloyds Banking Group
 - Award of significant new contracts with Sky and Ladbrokes, as well as property management contracts for Golding Homes and London Borough of Hammersmith & Fulham
- Strategic acquisition of Enara in the healthcare market
 - £8bn home care market an ideal entry point into the wider healthcare market
 - Integration going very well and business performing ahead of expectations
- Significant order book and sales pipeline
- Strong financial position and excellent cash generation

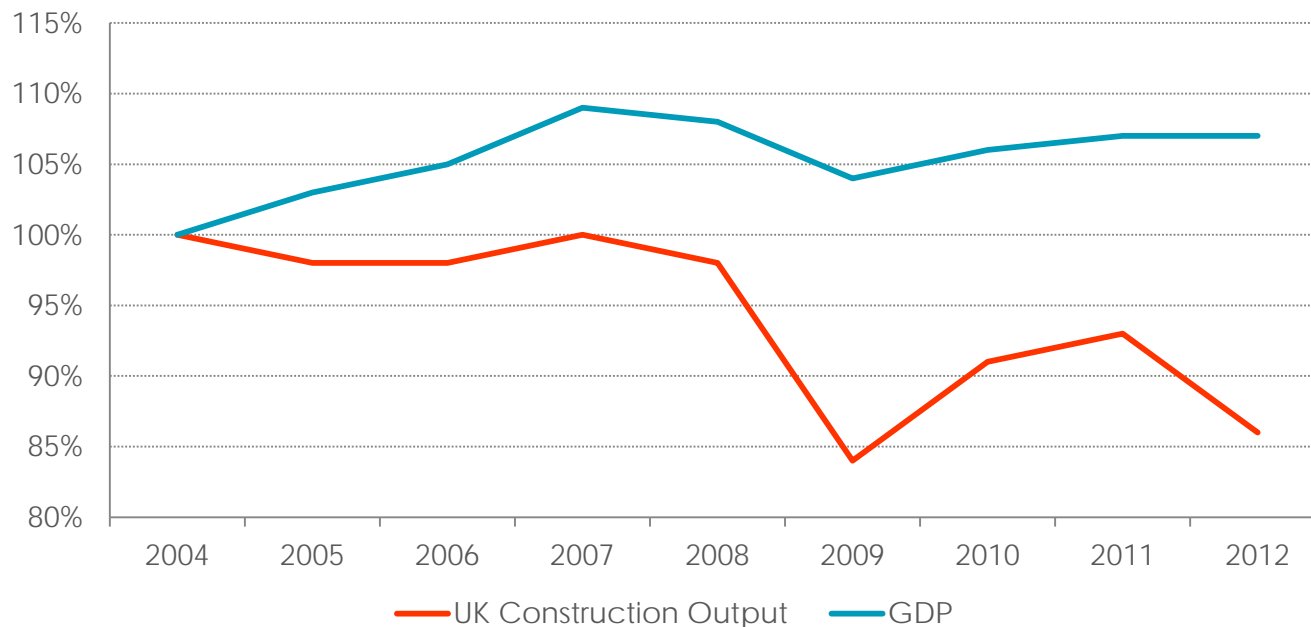
Re-positioning our business

- We have re-positioned our business to focus on higher margin, growth markets
- This resulted in a number of associated, non-recurring costs included within other items
- The exit from our engineering businesses resulted in trading losses (£3.1m) and business closure costs (£22.1m)
- We restructured a number of operational divisions
 - Technical Facilities Management and Property Management (£4.8m in H1 and £0.2m in H2)
 - Asset Management in H2 (£5.2m)
- Incurred integration and acquisition costs relating to Enara and Creativevents (£6.9m)

Exiting our M&E electrical engineering contracting businesses

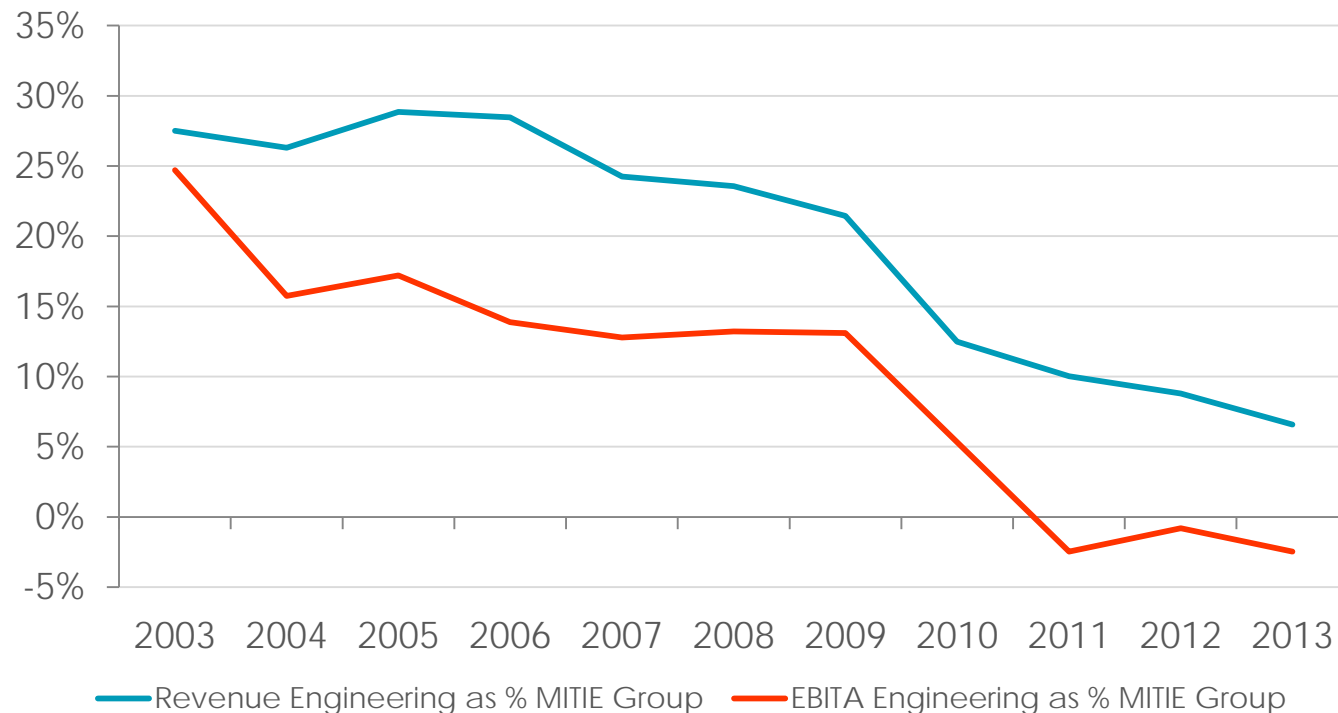
- The Office of National Statistics estimates construction output at its lowest level since Q4 1998 and private-commercial new work is 38% below its 2008 peak
- As disclosed in the interims, we are significantly reducing our activities in our cyclical mechanical & electrical engineering contracting businesses
- £25.2m charge for the business includes:
 - Trading losses (£3.1m)
 - Business closure costs (£22.1m)
- No further material costs expected
 - Approximately £100m of revenues related to these activities will remain in FY2014
- £1.1 billion reduction in sales pipeline
 - Short-term project business (average length six to 18 months) with limited contribution to order book
- Reduced exposure to engineering significantly increases group profit margins and allow us to focus on growth markets

UK construction market has contracted



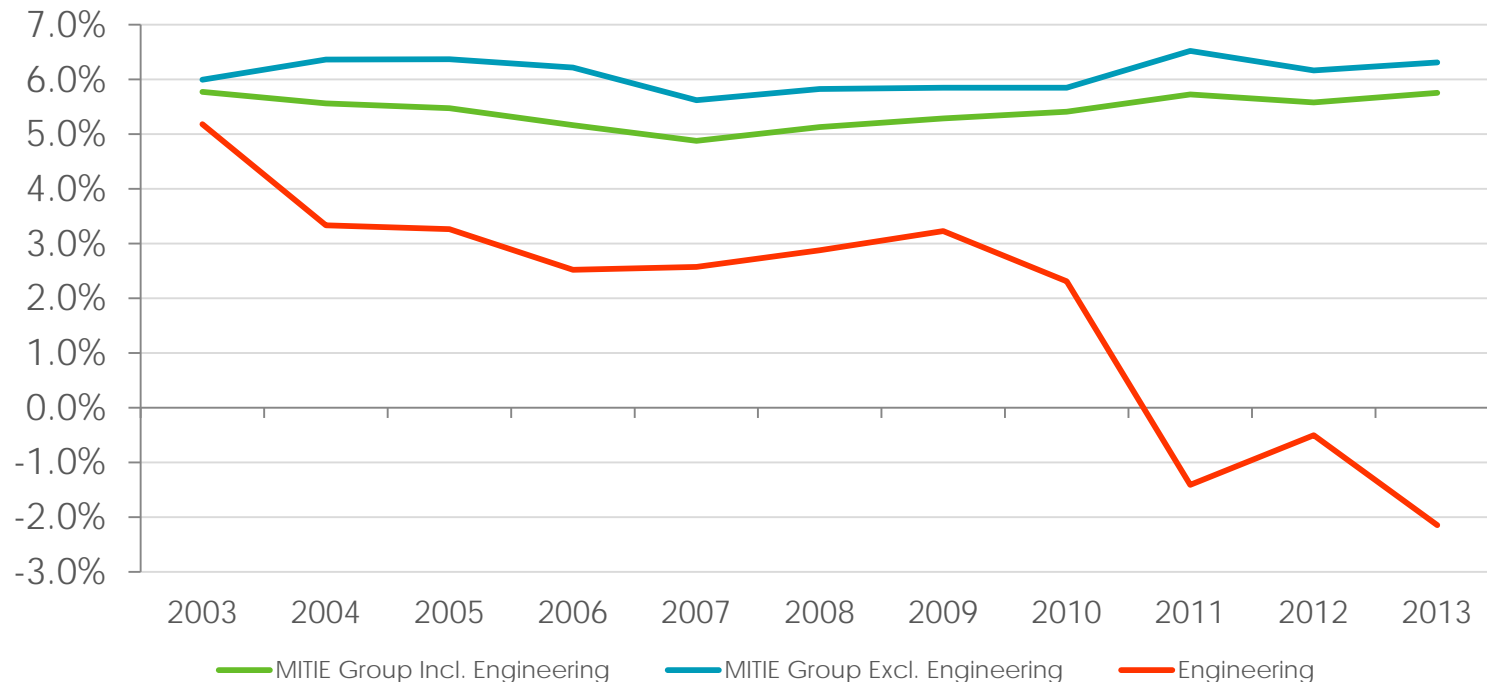
- UK construction market is facing a severe economic downturn
- Contraction of the construction industry significantly worse than the UK economy as a whole
- Further falls expected
- Extended recovery period forecast

Reduced contribution of engineering



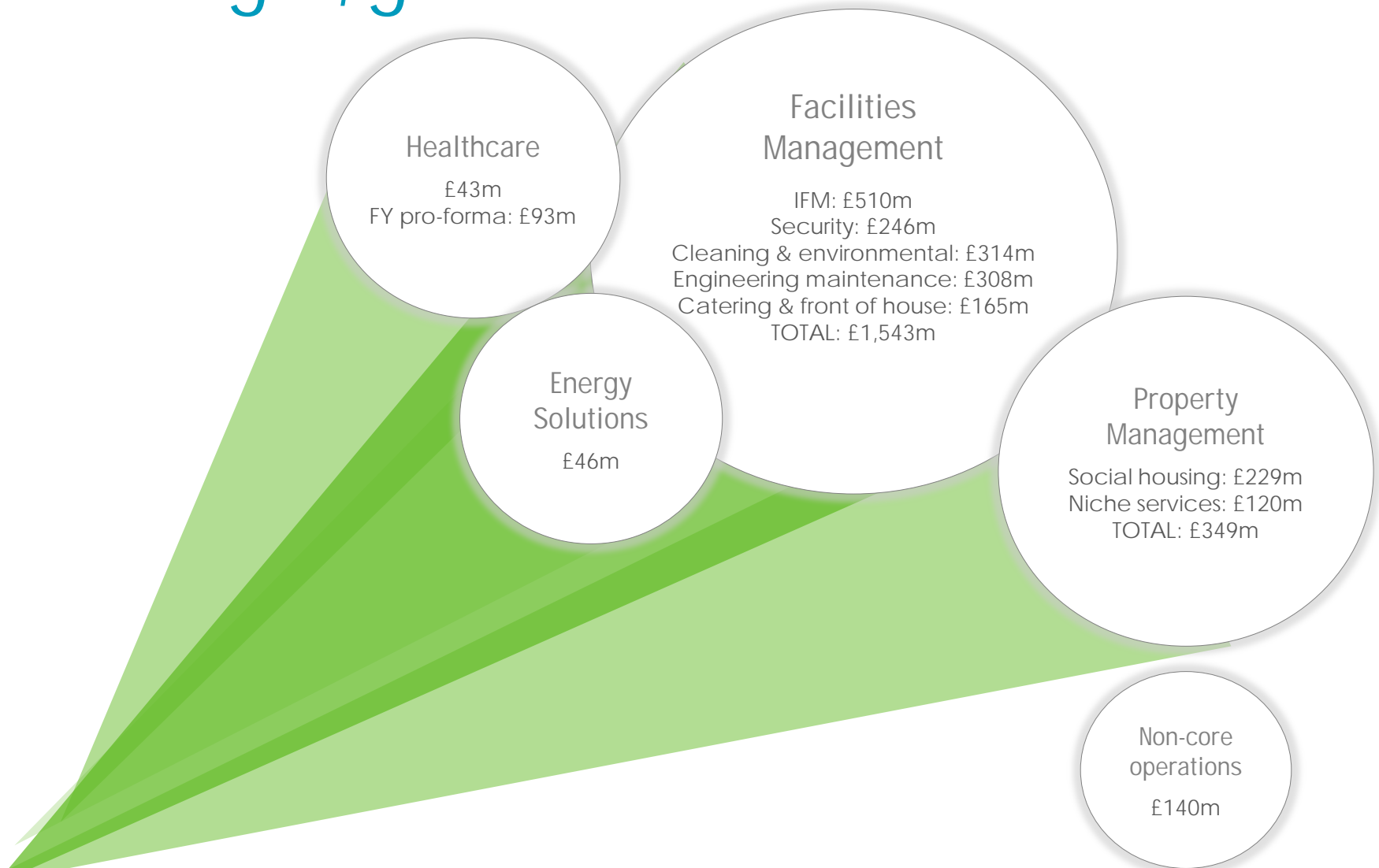
- Engineering as both a percentage of revenue and EBITA has reduced significantly over the last 10 years
- At its peak it was c.30% of group this has been reduced to <10%
- This is both a function of the external market and proactive management in reducing our exposure

Engineering dilutes group margins

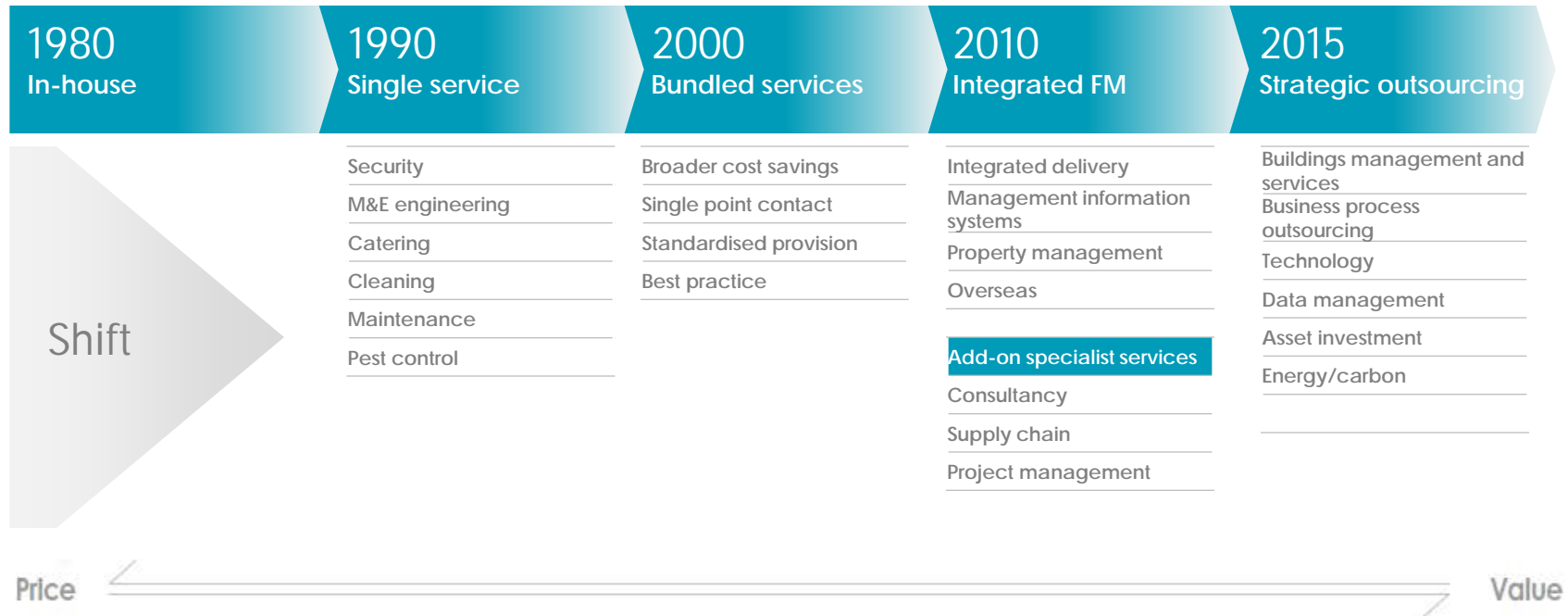


- Profit margins significantly below target range and performance of other group businesses
- Extremely competitive market with no visibility of profitability improving – economic outlook poor
- Reduced exposure to engineering significantly increases group profit margins
- Given current market position and forecast growth, divestment will enhance MITIE's long-term profitability and allow us to focus on growth markets

Our new shape – focused on higher margin, growth markets



Evolution of FM outsourcing continues to fuel organic growth



- 41% of the group's revenue still derived from single service contracts
 - On-going shift to multi-service and integrated contracts will drive further organic growth

FM growth predominantly private sector

- Private sector continues to offer more opportunities in IFM
 - Private (77%) /public (23%) total FM revenues
 - Manufacturing, financial services, retail and technology/communications sectors
- Lloyds Banking Group
 - Successfully mobilised from 1 August 2012
 - £775m to £930m over 5-6 years
 - Integrated facilities, property and energy management
 - Approximately 3,000 people transferred, bringing total to approximately 7,000 people across the contract
- British Sky Broadcasting Group (Sky)
 - 5 year IFM contract with a total value in excess of £100m
 - Services provided by 700 people across Sky's UK and Irish estate
 - Commenced January 2013
- Ladbrokes
 - Multi-service FM contract for 2,200 branches across the UK
 - 3 to 5 year contract with total value of £37m to £62m
- The O2 Arena
 - 5 year contract to provide a range of facilities services
- No major re-bids in FY14

Select international FM opportunities

- 3% of revenues international
- Continue to partner on selective overseas work and assess acquisition opportunities in appropriate territories
- Appointed preferred provider for an international beverage company
 - IFM contract at 37 sites across the UK, Belgium, Germany, France, the Netherlands
 - 5 year contract with a total value of £70m

Public sector FM markets stable

- Public sector opportunities predominantly within local authority and education sectors
 - Delays in central government procurement including MoJ
- Scottish Government
 - Expanded a contract for integrated facilities management
 - Total value of £30m over 5 years
- City of London Corporation
 - Awarded a technical FM contract covering 600 buildings across London
 - Total value of £26m over 5 years
- Nottinghamshire Healthcare – Rampton Hospital
 - 5 year technical FM contract with total value of £11m
 - Contract held for 18 years, retained for the third time
- Ministry of Justice
 - Not awarded any work as part of the tender process on 8 November
 - Anticipate future opportunities following the Ministry's decision to retain custodial services in the public sector and outsource facilities management and ancillary services across the prison estate

Property Management

- Social housing public sector (71%), niche services private sector (29%)
- Golding Homes
 - Social housing contract to provide repairs and maintenance
 - Ten year contract with a total value expected between £70m and £120m
 - Supporting the upkeep of 6,000 properties across Kent
- London Borough of Hammersmith & Fulham
 - Awarded a painting contract for over 7,500 homes: £30m total over 3 years
 - Appointed preferred bidder for a housing repairs and maintenance contract : £177m over 10 years
- A2Dominion
 - Reactive maintenance for 18,000 properties: £28m total over 10 years
- Southampton City Council
 - Social housing contract for housing refurbishments
 - £12m total over 3 years

Strategic entry into healthcare market

- Healthcare is one of MITIE's key public sector markets
- Acquisition of Enara established us as a market leader in homecare
- Integration progressing very well
 - Consolidating into one operating methodology
 - Two new branches opened in Exeter and Milton Keynes
 - New processes, training and reward schemes introduced
 - Rebranding to MiHomecare in July 2013
- Financial and operational performance ahead of expectations
- Potential for further niche acquisitions that enable us to shift further up the acuity chain and deliver more complex care services

Enara is a market leader in homecare

- Fourth largest provider of homecare in the UK and the market leader in the South of England
 - Operates over 60 branches in England and Wales
 - Provides approximately 120,000 hours of care per week
 - 6,000 employees supporting over 10,000 people with care needs
- Offers a range of homecare models
- Clients include Local Authority, NHS funded and private individuals
 - LA 78%
 - NHS 5%
 - Private pay 17%
- Average contract length is three years
 - Majority are contracted hours through framework arrangements
- Enara has a greater than 90% retender success rate

The future of healthcare is consolidation

- Market resembles the early days of FM outsourcing and we anticipate significant growth opportunities
 - Very fragmented, complex administration, multiple layers
 - Opportunity for consolidation and technology
 - Develop telehealth and telecare into our service delivery
 - Integration of health and social care
 - Ability to build on existing client relationships with Local Authorities and NHS
- Total social care market in UK is £17bn
 - Councils expected to reduce spending by £800m this year
 - Government has switched £850m to LA from NHS this year for re-ablement
- Expected 10% reduction in council funding in summer spending review will force additional impetus for change over next two years

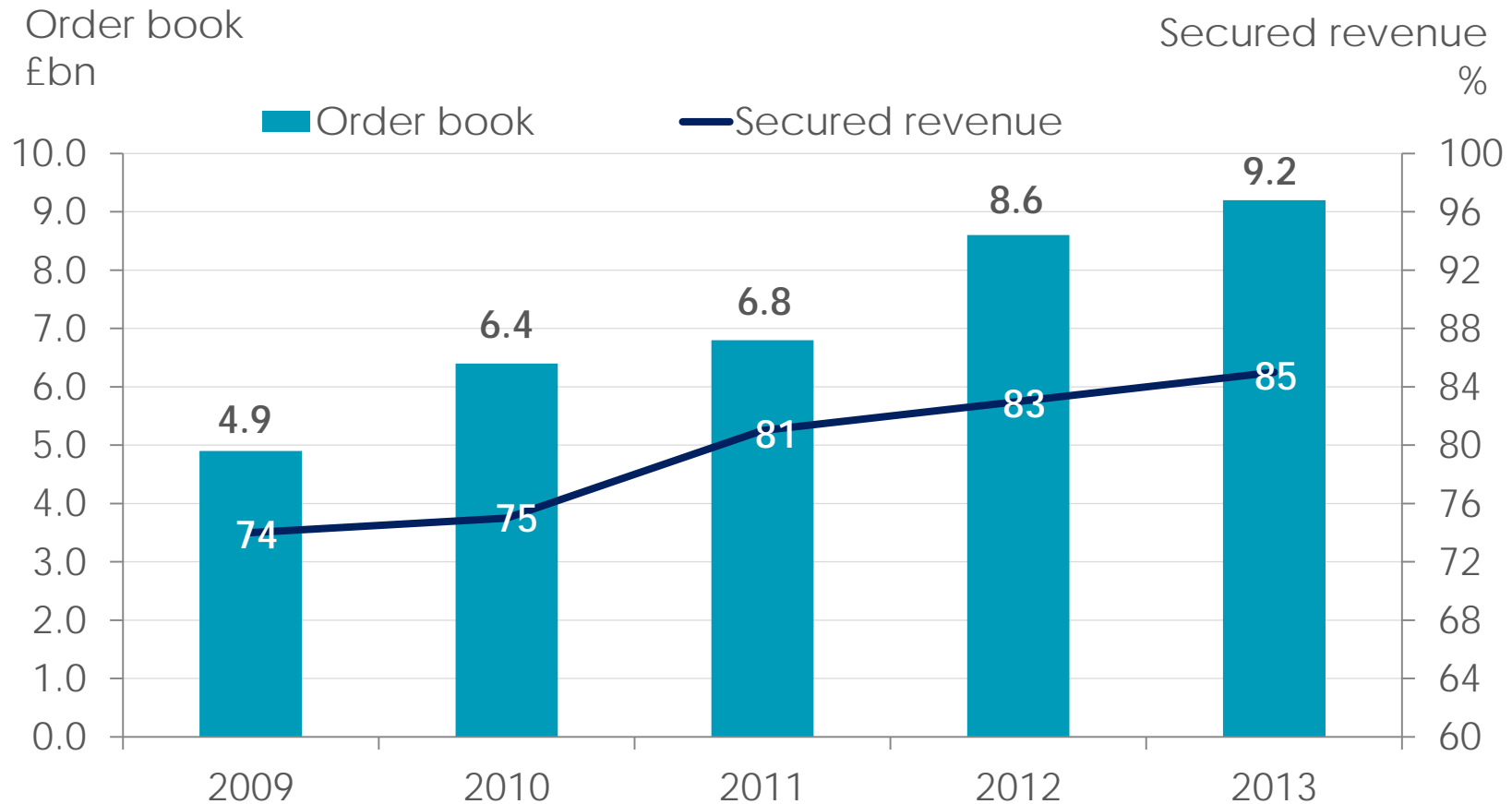
Significant potential for growth – current client example

- Local Authority's total budget for adult social care is £150m per annum
 - Spread across more than 500 suppliers
- Also an estimated £120m private pay spend in the area
- Additional spend of £160m on care for people with physical needs (200 suppliers) and learning disabilities (300 suppliers)
- Currently we provide less than £5m (or <2% of total budget) of services to this authority

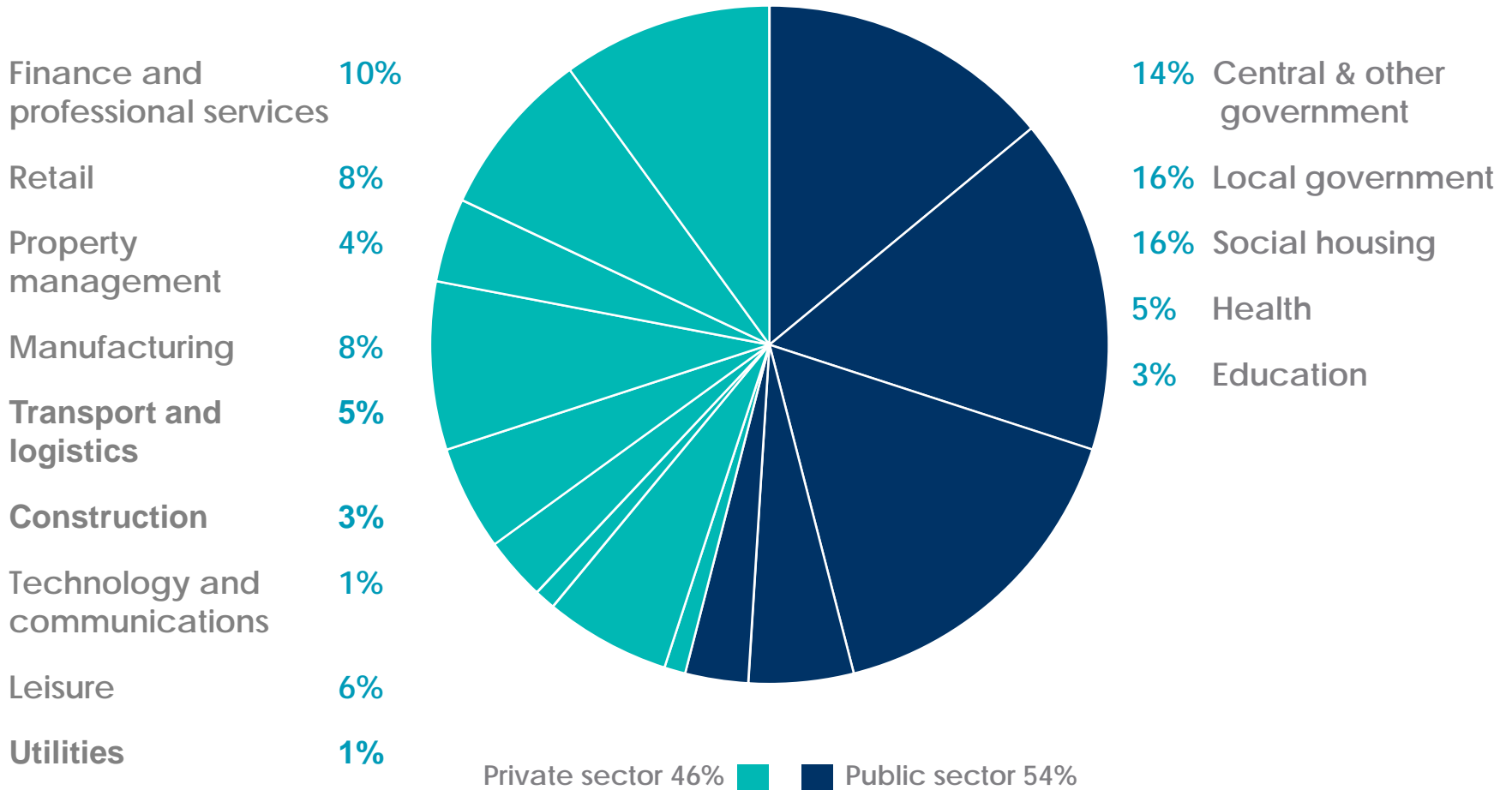
End-to-end energy solutions a key differentiator

- The challenge for our customers:
 - Rising cost of energy
 - Complex solutions
 - Confusing landscape of obligations and policy development
- Extensive energy capabilities help clients overcome these challenges:
 - Procurement: buy energy better and smarter
 - Consumption: use less energy
 - Generation: create own energy and secure long-term supply
- Utiyx has strengthened our offering significantly by bringing higher margin, strategic energy consulting capability
- Asset Management has been integrated with Utiyx and is now focused on design/development and will use outsourced partners for installation/construction
- Energy offering supports and complements the large integrated FM contracts, eg. Sky and Lloyds Banking Group

Shift in business mix has fundamentally changed our revenue visibility



Pipeline of sales opportunity remains buoyant at £8.7 billion



MITIE model and bolt-on acquisitions support entry to new or niche markets

- Creativevents
 - Leading UK independent events and leisure catering company
 - 51% stake for initial consideration of up to £6.0m
- Dalkia FM Norway
 - Acquired the FM business of Dalkia in Norway
 - Total consideration of £1.1m
- Catering
 - Second generation MITIE model
 - Existing catering business recapitalised to allow the management team to take a stake in the business
- Work Wise
 - MITIE model start-up
 - Provides document services and corporate legal documents to professional services organisations



Suzanne Baxter

Group Finance Director

Statutory results summary

Executive summary	2013	2012	Growth
Statutory revenue £m	2,120.5	2,002.5	5.9%
Headline operating profit ¹ £m	122.0	112.6*	8.3%
Other items £m	(52.3)	(10.9)*	(380%)
Statutory operating profit £m	69.7	101.7	(31.5%)
Headline basic EPS ¹	23.7pps	22.8pps*	3.9%
Basic EPS	12.3pps	20.5pps	(40.0%)

* 2012 headline results have been re-presented to exclude the results of businesses being exited, which are now included in other items

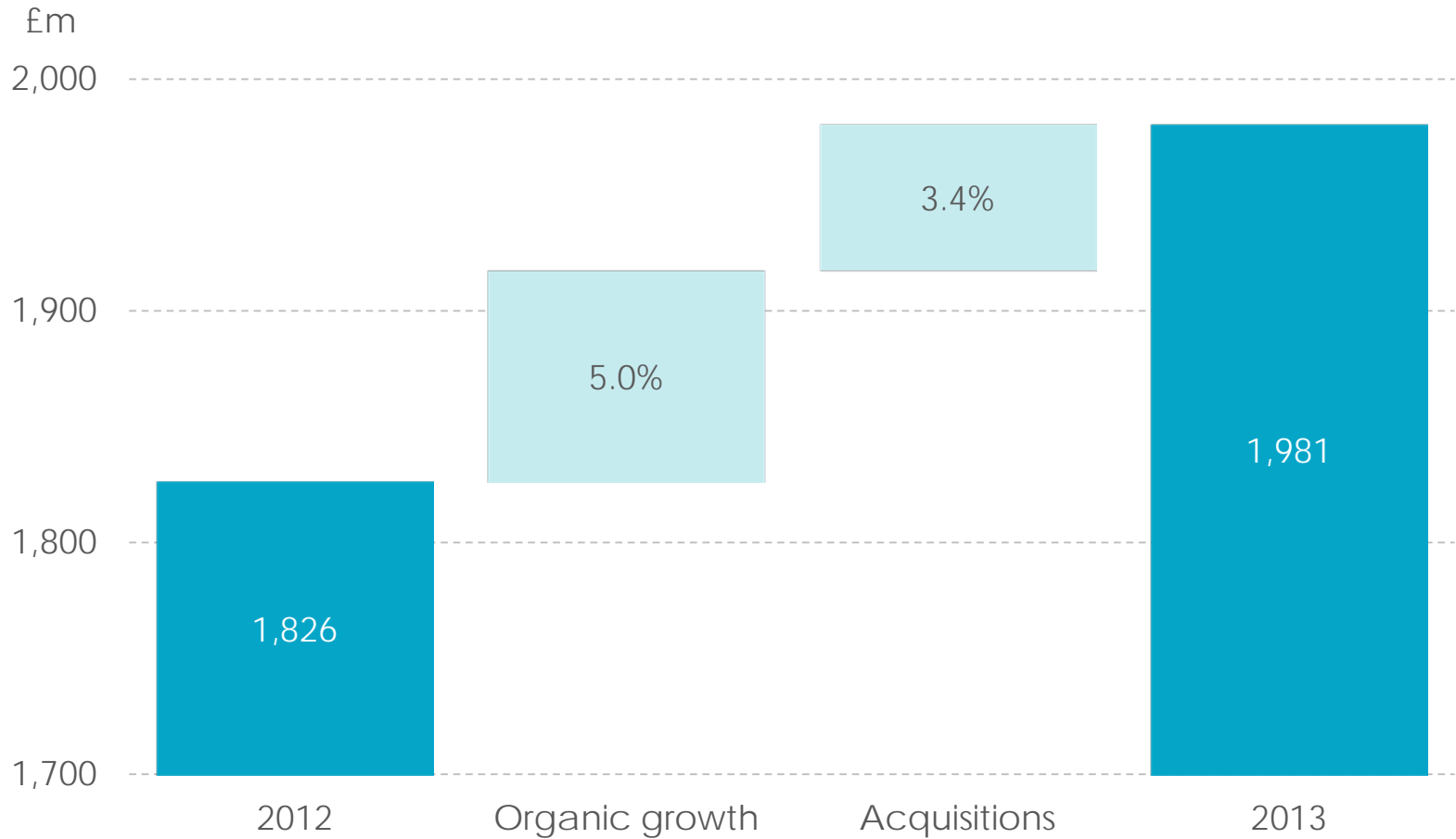
Headline results summary¹

Strong organic growth of 5.0% and margin of 6.2%

Executive summary	2013	2012	Growth
Headline revenue ¹ £m	1,980.6	1,826.3	8.4%
Headline operating profit ¹ £m	122.0	112.6	8.3%
Headline operating profit margin ¹	6.2%	6.2%	-
Headline basic EPS ¹	23.7pps	22.8pps	3.9%
Dividend	10.3pps	9.6pps	7.3%

Headline revenue¹

Organic growth of 5.0%, total growth of 8.4%



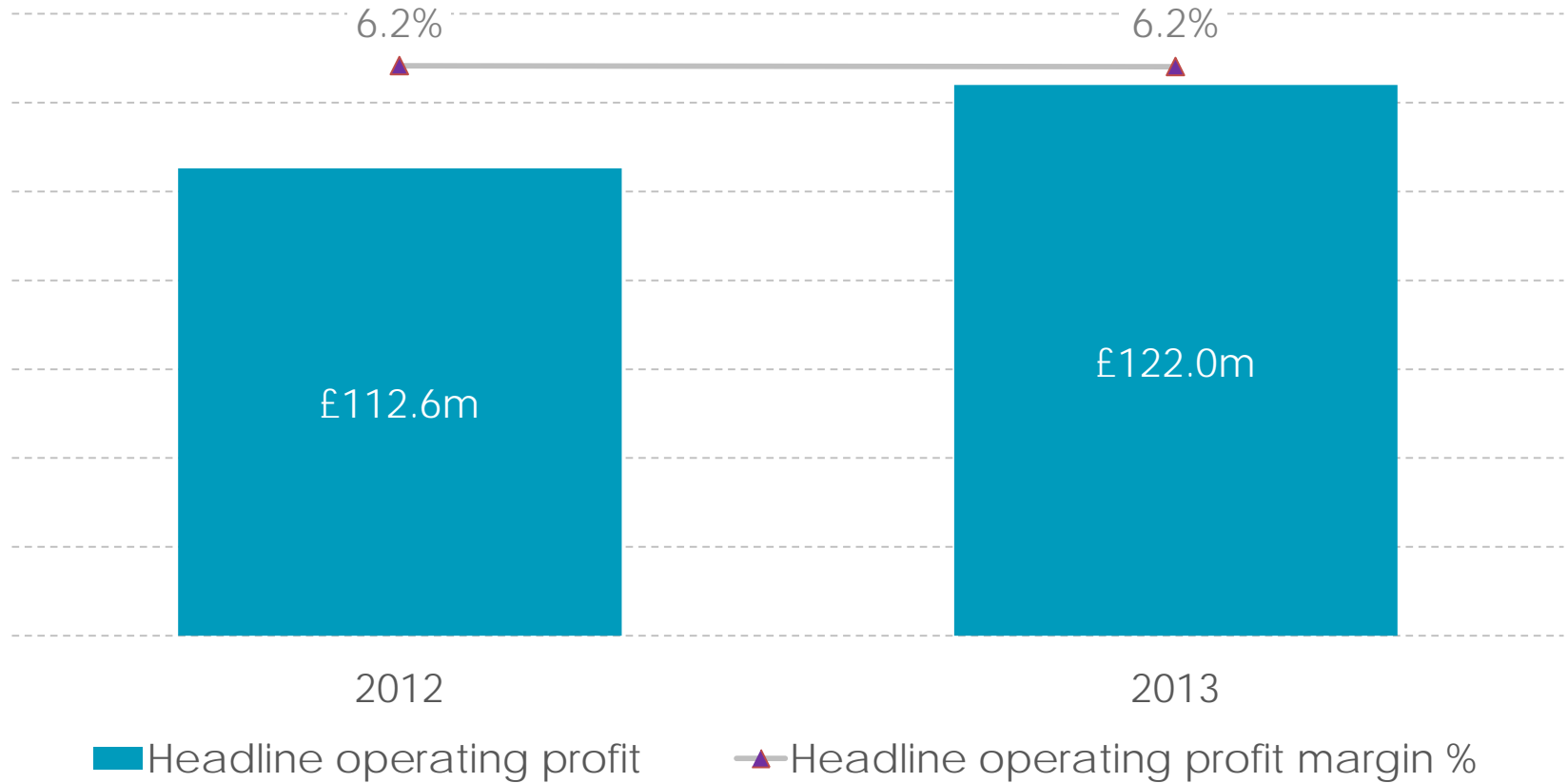
Headline segmental revenue¹

Strong growth in Facilities Management

£m	2013	2012	Growth
Facilities Management	1,070.6	937.3	14.2%
Technical Facilities Management	481.1	472.8	1.8%
Property Management	348.9	348.1	0.2%
Asset Management	37.0	68.1	(45.7%)
Healthcare	43.0	-	n/a
Headline revenue	1,980.6	1,826.3	8.4%

Headline operating profit¹

Strong growth and 6.2% margin performance



Headline segmental operating profit¹

Strong margin of 6.2%

£m		2013	2012	Growth
Facilities Management	Operating profit	73.7	61.9	19.1%
	Margin %	6.9%	6.6%	0.3pp
Technical Facilities Management	Operating profit	26.3	26.9	(2.2%)
	Margin %	5.5%	5.7%	(0.2pp)
Property Management	Operating profit	21.3	21.1	0.9%
	Margin %	6.1%	6.1%	-
Asset Management	Operating profit	(5.0)	2.7	(285.2%)
	Margin %	(13.5%)	4.0%	(17.5pp)
Healthcare	Operating profit	5.7	-	-
	Margin %	13.3%	-	-
Total Group	Operating profit	122.0	112.6	8.3%
	Margin %	6.2%	6.2%	-

New structure

Four key segments to focus on growth

Old structure

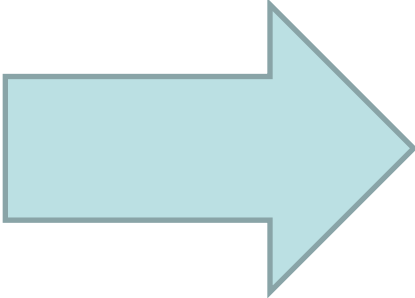
Facilities Management

Technical Facilities Management

Property Management

Asset Management

Healthcare



New structure

Facilities Management

Property Management

Healthcare

Energy Solutions

Headline segmental revenue¹

Effective from 1 April 2013

£m	2013	2012	Growth
Facilities Management	1,542.8	1,407.7	9.6%
Property Management	348.9	348.1	0.2%
Healthcare	43.0	-	-
Energy Solutions	45.9	70.5	(34.9%)
Headline revenue	1,980.6	1,826.3	8.4%

Headline segmental operating profit¹

Effective from 1 April 2013

£m		2013	2012	Growth
Facilities Management	Operating profit	96.3	88.6	8.7%
	Margin %	6.2%	6.3%	(0.1pp)
Property Management	Operating profit	21.3	21.1	0.9%
	Margin %	6.1%	6.1%	-
Healthcare	Operating profit	5.7	-	-
	Margin %	13.3%	-	-
Energy Solutions	Operating profit	(1.3)	2.9	(144.8%)
	Margin %	(2.8%)	4.1%	(6.9pp)
Total Group	Operating profit	122.0	112.6	8.3%
	Margin %	6.2%	6.2%	-

Other items

Driven by our decision to exit our cyclical M&E engineering contracting businesses

Impact of businesses being exited £m	2013	2012	Growth
Revenue	139.9	176.2	(20.6%)

Other items £m	2013	2012
Trading loss of businesses being exited	3.1	0.9
Business closure costs of businesses being exited	22.1	-
Restructuring costs	10.2	-
Integration costs	3.7	-
Acquisition costs	3.2	1.8
Deferred consideration	-	(0.9)
Amortisation	10.0	9.1
Total other items	52.3	10.9

Finance costs

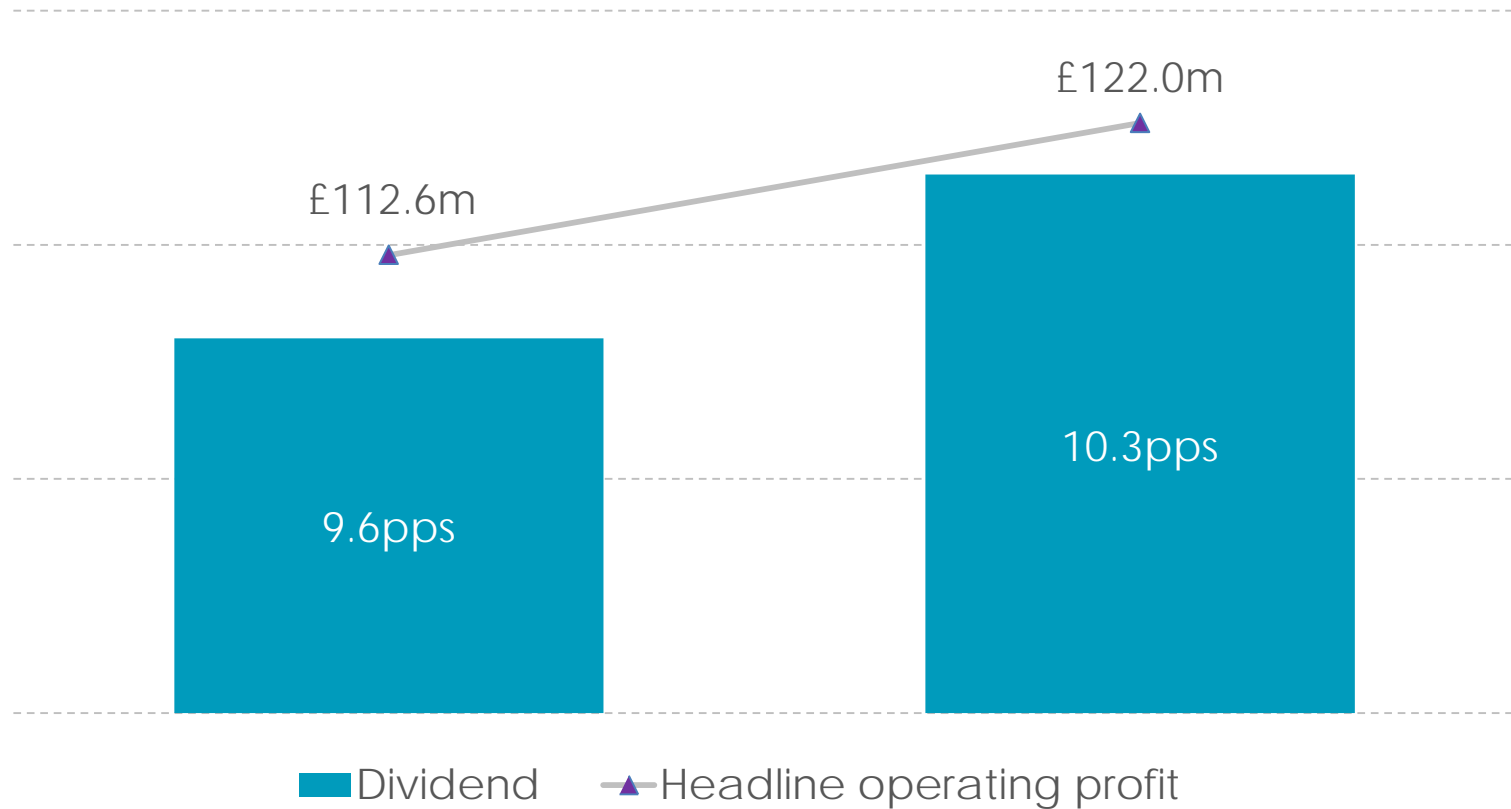
Increase driven by Enara acquisition and investment in organic growth

£m	2013	2012	Movement
Investment revenue	0.5	0.4	0.1
Finance costs	(11.4)	(7.6)	(3.8)
Net finance costs	(10.9)	(7.2)	(3.7)

- 44% of our funding capacity is now fixed at c4% with an extended maturity profile
- The in-year interest impact of the Enara acquisition was £1.6m in 2012/13

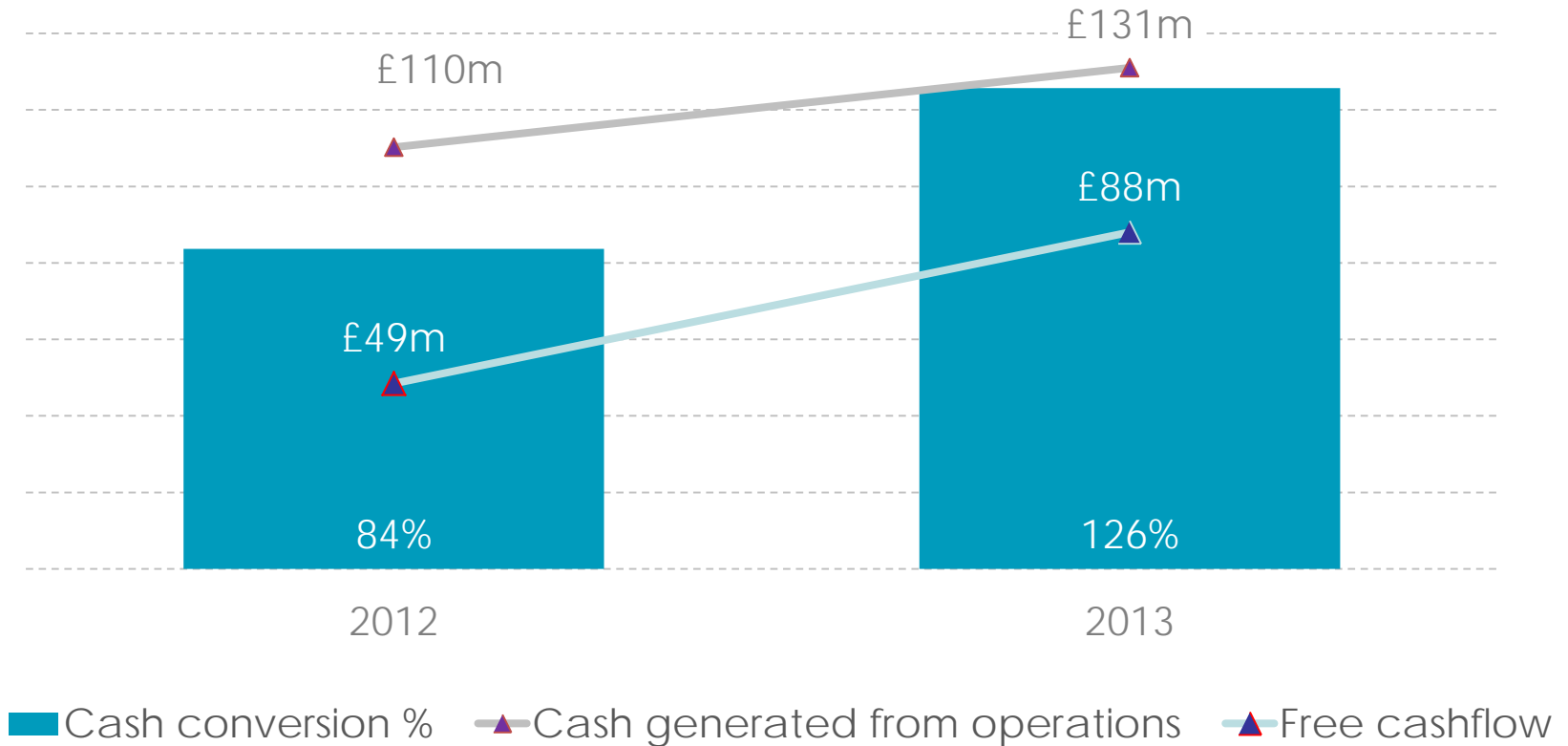
Dividend

Increase of 7.3% broadly in line with underlying earnings of the group



Cash conversion²

Excellent conversion of 126% , a 19% increase in operating cash and an 80% increase in free cashflow³

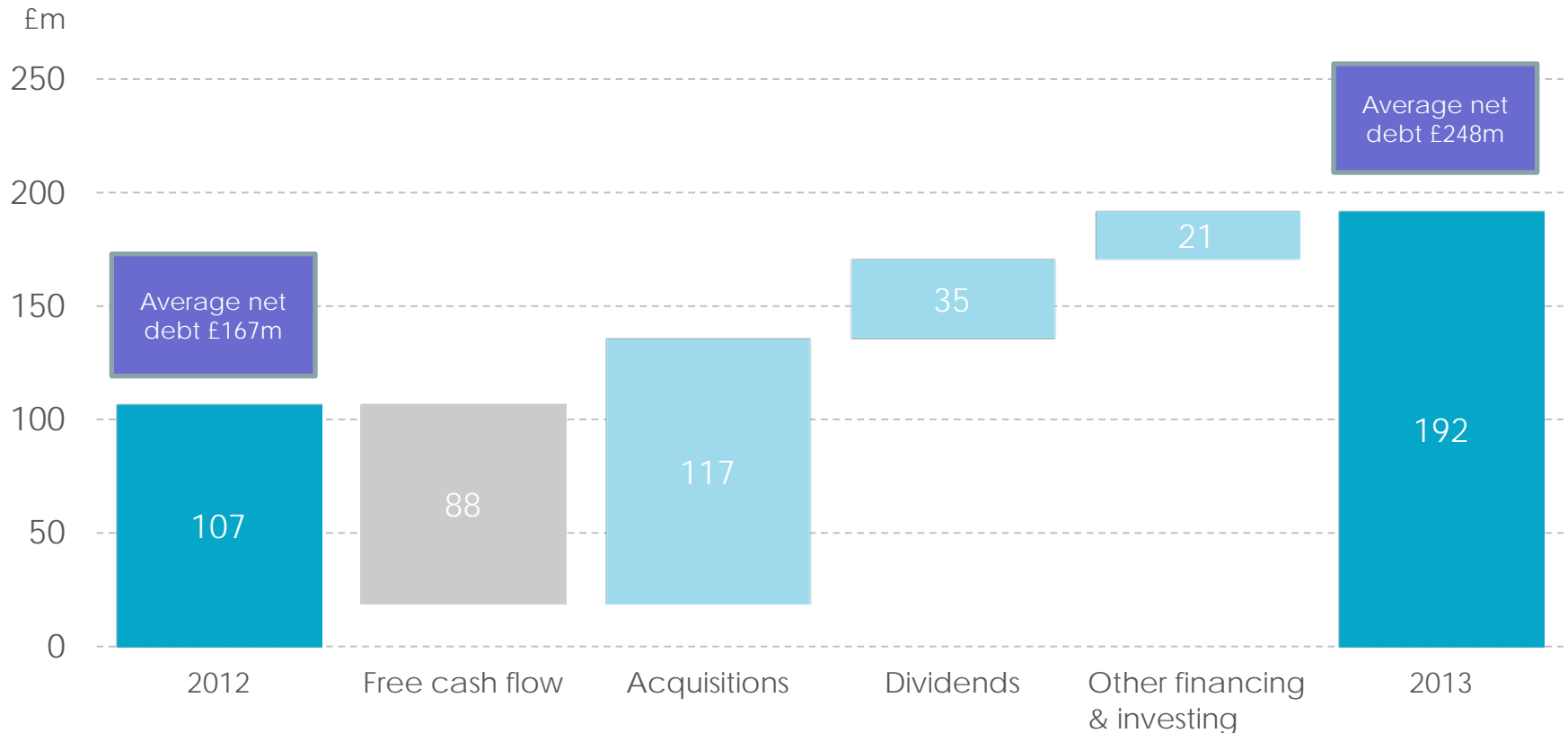


Strong working capital management

£m	2013	2012
Inventories	6.7	5.7
Trade and other receivables	507.4	507.1
	513.1	512.8
Trade and other payables	(500.7)	(461.4)
Provisions	(1.4)	(1.2)
Working capital	11.0	50.2
Net cash in/(out) flow	24.9	(23.3)

Net debt

Strong free cashflow³ underpinning net debt movement



- The acquisition of Enara accounted for £111m of the acquisition spend in 2012/13 and added £55m to the average net debt for the year
- Headline¹ net debt:EBITDA was 1.3x based on the full year effect of acquisitions

Funding maturity profile

New PP extends our maturity profile and increases our capacity



- Total facilities of £542m
- New £152m US Private Placement broadens our credit base and was issued at a competitive blended rate of 4.01%
- Funding mix moves from 20% to 44% fixed rate facilities

MITIE investment case

- Diversified portfolio with high quality blue chip client base
- Strong margins with focus on future margin enhancement in growth markets
- Exit strategy for cyclical businesses enacted to curtail downside risk
- Acquisitive growth
 - Track record of value creation
 - Capacity in place to transact
- Strong cash generation and EBITDA conversion
- Progressive dividend with 25 year growth record

Pensions

Bond rates negatively affect deficit

£m	Group scheme	Other schemes	Total
Pension assets	134.0	7.9	141.9
Pension obligations	(163.7)	(8.1)	(171.8)
Deficit	(29.7)	(0.2)	(29.9)
% of group market capitalisation as at 31 March 2013	(2.9%)	-	(2.9%)

- Triennial valuation of group scheme due as at 31 March 2014

Impact of IAS 19 revised

- IAS 19 is the accounting standard that governs the way in which defined benefit pension arrangements are accounted for under IFRS
- IAS 19 has been revised and is applicable for the first time in the year ending 31 March 2014
- Total pension cost recognised in the income statement in 2014 anticipated to be c£7m on a revised IAS 19 basis, compared to a total pension cost of £2.9m in 2013 on an existing IAS 19 basis, a reduction to profit before tax of c£4m
- The revised standard requires retrospective adoption and therefore 2013 will be restated, resulting in an expected £2.5m reduction in profit before tax
- No change to net pension liability or effect on cash

Impact of IAS 19 revised

Income statement

£m	Actual FY 2013		Estimate FY 2014
	Reported	IAS 19 Revised	IAS 19 Revised
Current service cost	(4.0)	(4.0)	(5.0)
Pensions admin cost	(0.5)	(0.5)	(0.5)
Interest cost	(7.1)	-	-
Expected return on scheme assets	8.7	-	-
Interest on net deficit	-	(0.9)	(1.5)
Net charge	(2.9)	(5.4)	(7.0)

- Headline operating profit margin after IAS 19 revised for the year ended March 2013 would be 6.1%

Summary

- MITIE repositioned for high growth and higher margin markets
- Strong headline results with margins of 6.2%, organic growth of 5.0% and a strategic acquisition
- Exit strategy for non-core markets enacted
- Strong working capital and cash conversion
- Dividend increase of 7.3% underpinned by strong free cashflows
- Robust balance sheet and enhanced funding capacity provide a platform for further organic and acquisitive growth

Ruby McGregor-Smith CBE

Chief Executive

Highlights

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 - Exiting our cyclical M&E engineering contracting business
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- Strategic acquisition of Enara in the healthcare market
 - £8bn home care market an ideal entry point into the wider healthcare market
 - Integration going very well and business performing ahead of expectations
- Significant order book and sales pipeline
- Strong financial position and excellent cash generation

Outlook

- Continuing tough economic climate
- Well-positioned to increase market share in outsourcing, deliver organic growth and improve margins
 - Market-leading integrated FM capabilities
 - Quality homecare acquisition provides platform to grow in healthcare market
 - Comprehensive energy proposition will enhance margins
- Excellent visibility of revenue, record order book and substantial pipeline of sales opportunities
- Financial strength provides platform for acquisitions to enhance capabilities as we grow
 - Long-term potential focus on healthcare, niche markets and selected overseas markets
- Confident of continued, sustainable, profitable growth

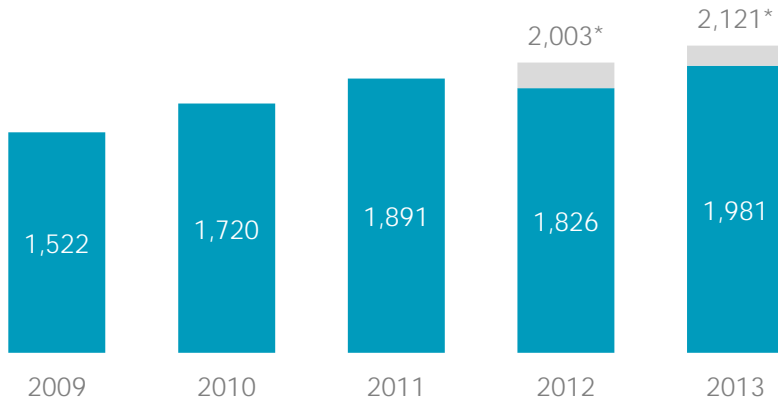
Appendix

Definitions

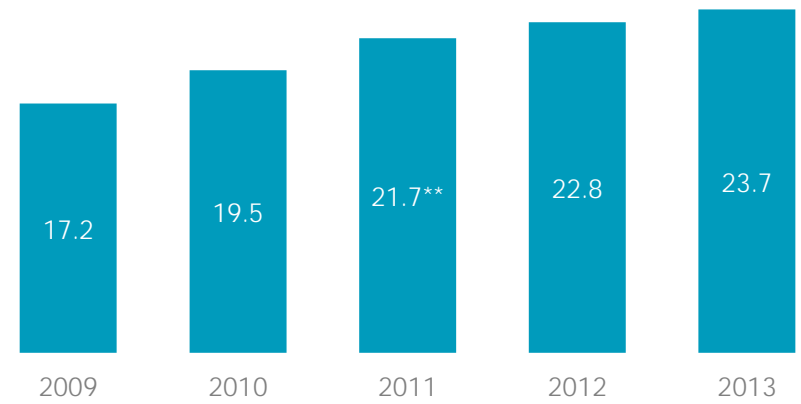
Note	Detail
1.	<p>Headline numbers exclude “other items”. Other items comprised the amortisation of acquisition related intangible assets of £10.0m (2012: £9.1m), acquisition related and integration costs of £6.9m (2012: £0.9m) and restructuring costs of £10.2m (2012: £nil)</p> <p>They also exclude the results of the businesses being exited, which reported revenue of £139.9m (2012: £176.2m), a trading loss of £3.1m (2012: £0.9m) and business closure costs of £22.1m (2012: £nil)</p>
2.	<p>Cash conversion is defined as the conversion of earnings before interest, tax, depreciation and amortisation (EBITDA) to cash generated from operations on a rolling 12-month basis</p>
3.	<p>Free cash flow is defined as cash generated from operations less income taxes paid, interest paid, interest received and net capital expenditure</p>

Strong sustainable profitable growth

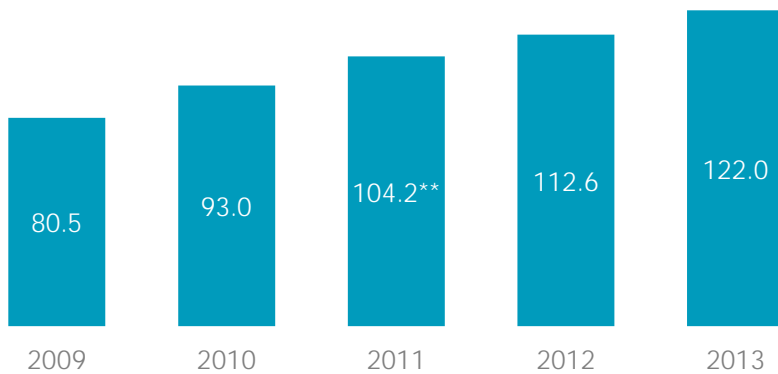
Revenue £m



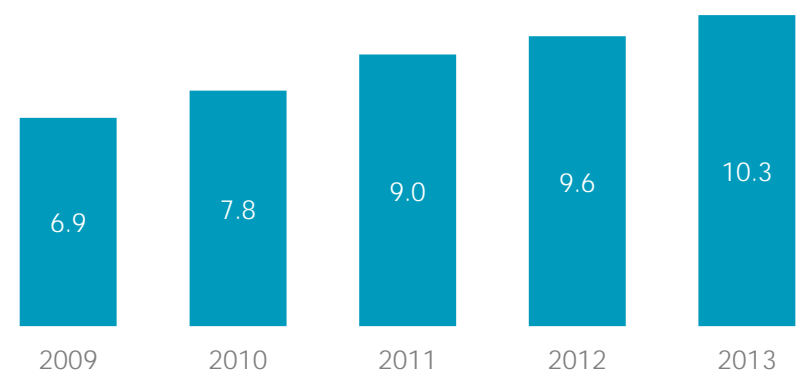
Headline¹ EPS pps



Headline operating profit¹ £m

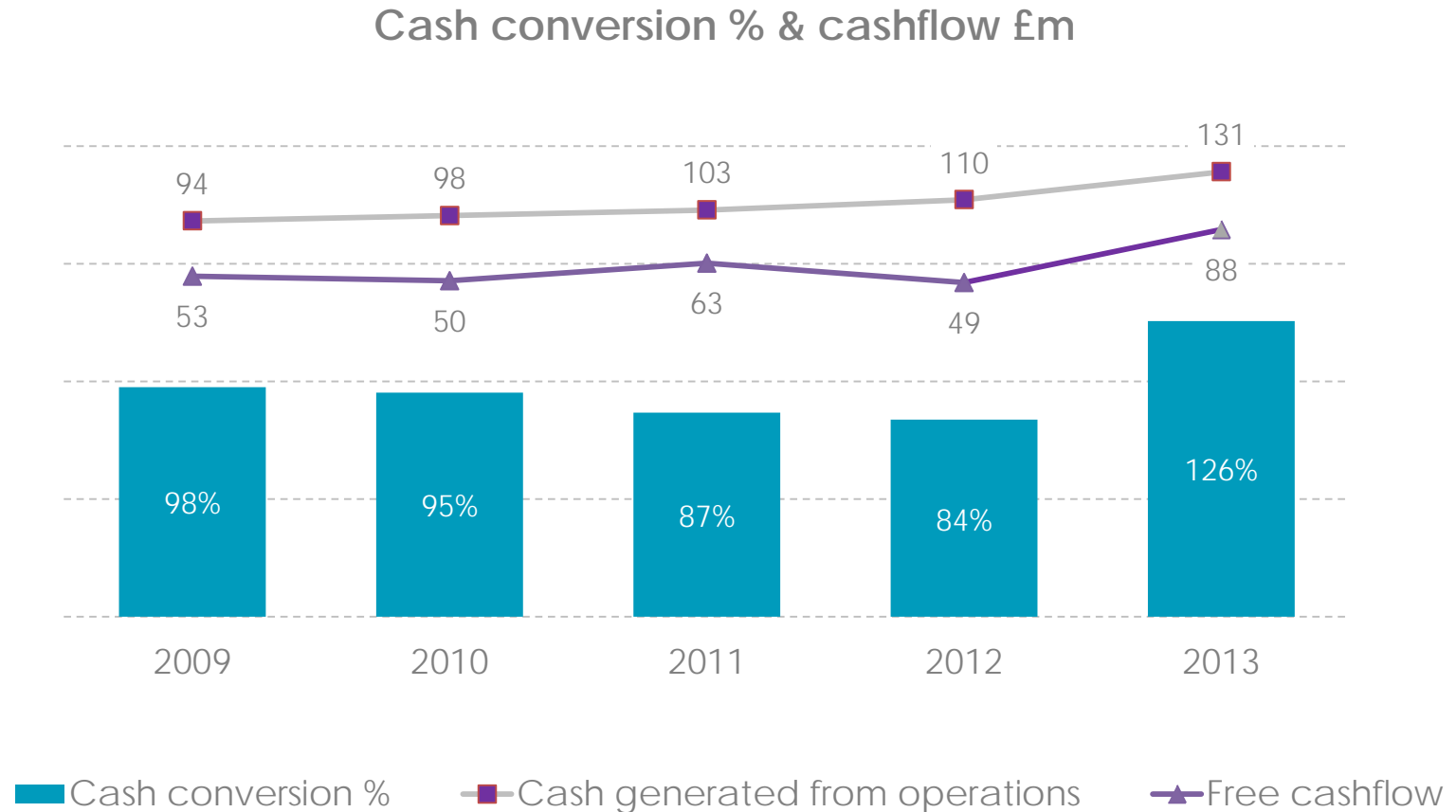


Dividend pps



Cash conversion²

Excellent conversion of 126% and 80% growth in free cashflow



Financial indicators

All in line with targets

KPI	Target	2013	2012	Growth
Conversion of EBITDA to cash	Over 80% of Group EBITDA converted to cash	125.7%	83.7%	42pp
Operating profit margin before other items	Maintain operating margins	6.2%	6.2%	-
Capital expenditure	Maintain below 2.0%	1.3%	1.3%	-
Dividend growth	Broadly in line with the underlying earnings of the Group	7.3%	6.7%	0.6pp
Order book	Growth in line with strategy	£9.2bn	£8.6bn	7.0%
Secured revenue		85.0%	83.0%	2pp

Provisions

£m	Deferred contingent consideration	Insurance reserve	Total
At 1 April 2012	1.2	4.4	5.6
Amounts recognised in the income statement	-	0.4	0.4
Deferred contingent consideration settled during the period	(1.4)	-	(1.4)
Utilised within the captive insurance subsidiary	-	(2.6)	(2.6)
Amounts recognised through goodwill	0.3	-	0.3
Amounts recognised through equity (arising from transactions with non controlling interests)	7.9	-	7.9
At 31 March 2013	8.0	2.2	10.2
Included in current liabilities			1.4
Included in non-current liabilities			8.8
Total	-	-	10.2

Strong balance sheet

£m	2013	2012	Movement
Goodwill and other intangible assets	535.2	413.5	121.7
Other non-current assets*	112.7	105.1	7.6
Current assets*	514.1	512.8	1.3
Current liabilities*	(512.6)	(475.8)	(36.8)
Non-current liabilities*	(51.9)	(32.4)	(19.5)
Net debt	(192.2)	(106.9)	(85.3)
Net assets	405.3	416.3	(11.0)

* Excluding cash and funding balances

Mobilisation costs

£m	2013	2012	Growth
Opening balance	21.0	15.4	36.4%
Costs capitalised	9.6	12.0	(20.0%)
Costs amortised	(7.4)	(6.4)	15.6%
Closing balance	23.2	21.0	10.5%

Cash flow and net debt

£m	2013	2012*	Movement
Opening net debt	(106.9)	(76.5)	(30.4)
Operating cash flows	106.1	133.5	(27.4)
Movement in working capital	24.9	(23.3)	48.2
Cash generated by operations	131.0	110.2	20.8
Tax and other operating items	(34.4)	(36.2)	1.8
Acquisitions	(117.0)	(22.1)	(94.9)
Other investing activities	(25.1)	(36.1)	11.0
Financing activities	(39.8)	(46.2)	6.4
Increase in net debt	(85.3)	(30.4)	(54.9)
Closing net debt	(192.2)	(106.9)	(85.3)
EBITDA	104.2	131.6	(27.4)
Net debt to EBITDA	1.8x	0.8x	1.0x
EBITDA cash conversion %	125.7%	83.7%	-

Continuing track record of growth

