Making great places even better

Shaftesbury

Results for the year ended 30 September 2019. Investor and Analyst Presentation

Agenda

Email address for webcast participants' questions: brian.bickell@shaftesbury.co.uk

Note: All data refers to the wholly-owned portfolio unless otherwise stated

Introduction Brian Bickell **Results & Finance** Chris Ward **Operational Review** Brian Bickell **Summary & Outlook** Brian Bickell **Q&A** Brian Bickell Chris Ward Simon Quayle Tom Welton





Introduction Qualities of our portfolio and proven strategy deliver resilient performance

- Growing income, earnings and dividends
- Robust domestic and international demand
- Commercial leasing activity above ERV
- Continuing high occupancy
- Wholly-owned valuation broadly flat; Longmartin retail valuation decline
- Significant reversionary potential
- Record level of asset management activity
- ESG embedded in our culture and throughout the business



London's West End Exceptional portfolio in the heart of the West End

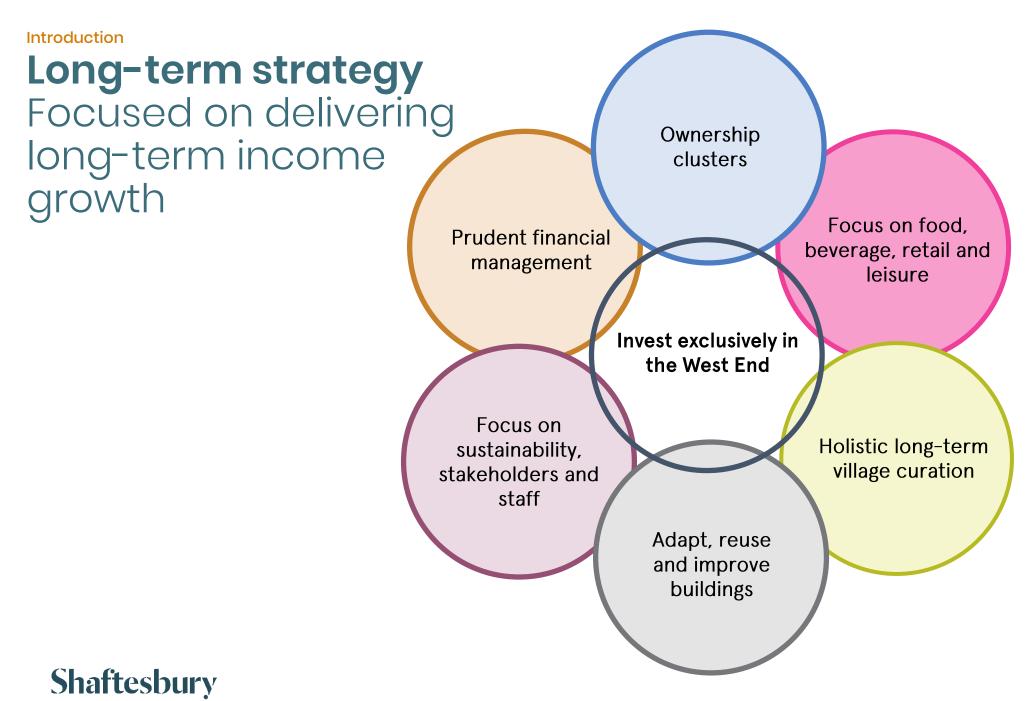
- Seven-days-a-week trading environment with access to affluent, diverse customer base
 - Largest employment concentration in the UK
 - Lively and popular destination drawing visitors and businesses from around the world
 - World-class variety of shopping, food & beverage, entertainment and cultural attractions
 - At the heart of London's transport network
- West End's broad-based economy and demand/supply imbalance underpins long-term resilience and rental prospects

>200 million annual visits to the West End

C. 700,000 working population in the City of Westminster

>3% of UK GVA produced within the City of Westminster

>225 million passengers use the six Underground stations closest to our villages each year



Long-established strategy to adapt and improve our buildings

Inherent flexibility in our heritage building stock

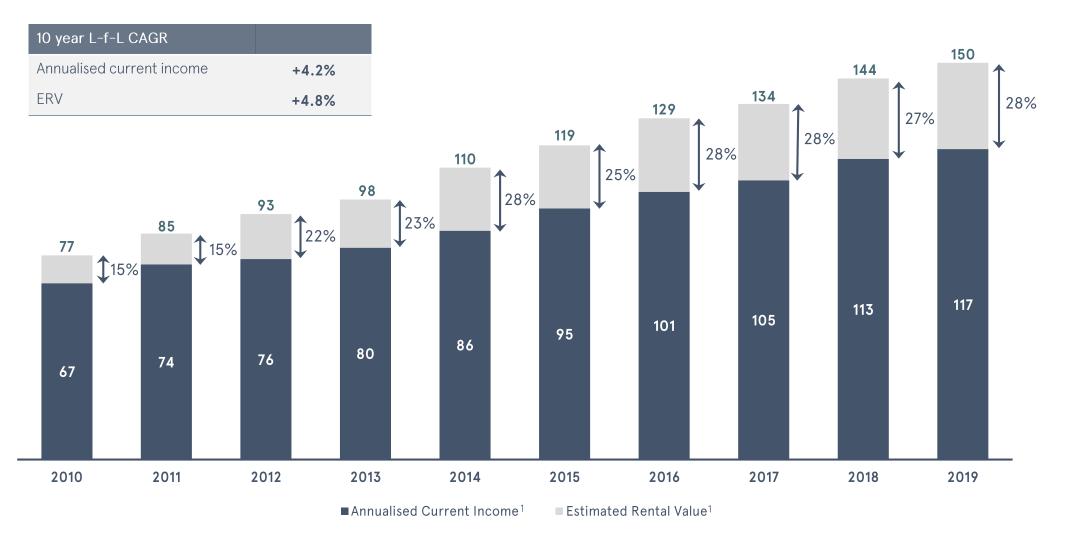
- Reconfigure and improve space; introduce new uses
 - Ensure the space we offer reflects occupier demand
 - Anticipate market trends
- Lower floors long-term shift from retail to food and beverage
- Upper floors replace very small low-grade offices with residential
- Re-purposing enhances long-term income prospects

Examples

•Kingly Court: offices 📫 retail 📫 restaurant

- •Thomas Neal's Warehouse: retail 📫 food market
- •Chinatown: release redundant upper floors for non-restaurant uses
- •Upsize/downsize shops: add/remove first floors/basements

Portfolio reversionary potential



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1. Includes acquisitions

Results & Finance

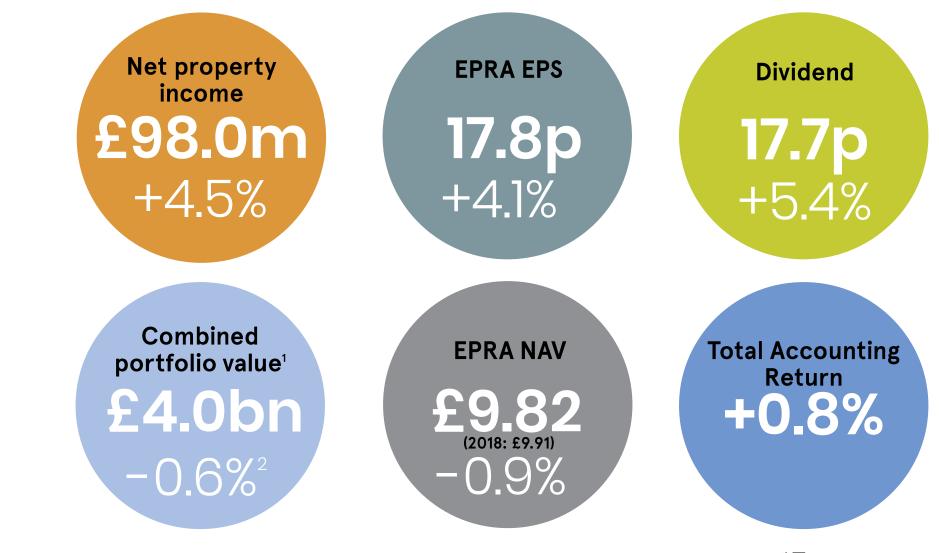
Chris Ward



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Lowndes Court, Carnaby

Headlines



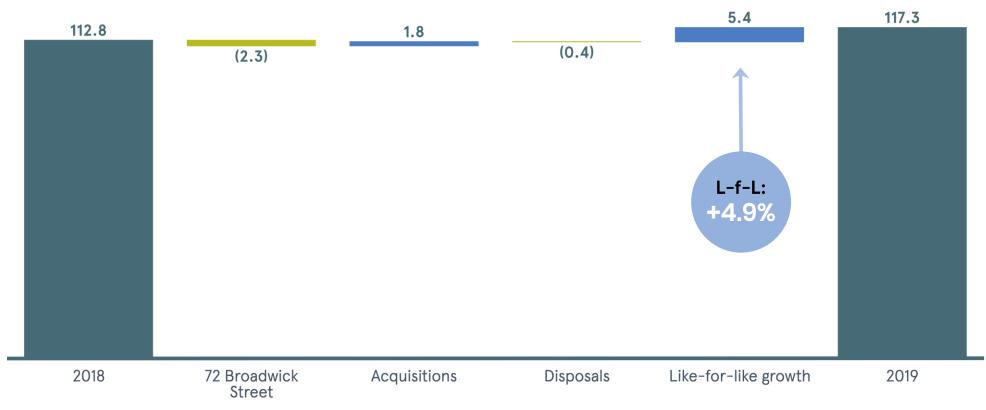
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Including Longmartin
Like-for-like and after capital expenditure



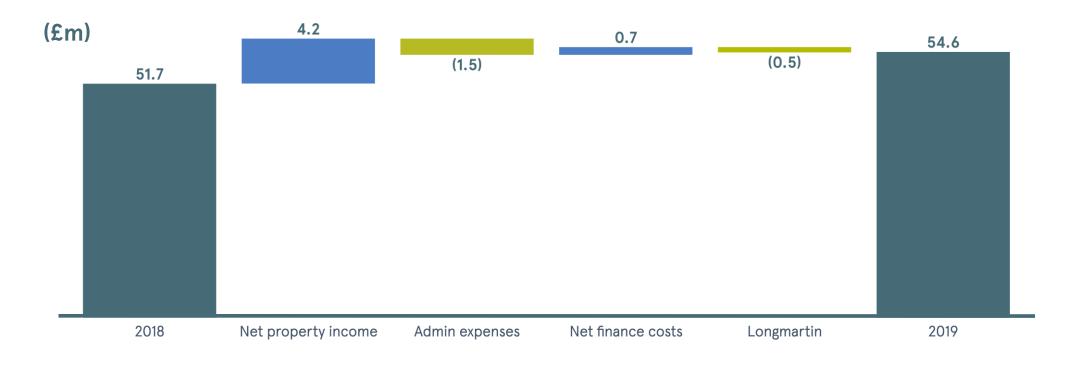
Rental income Converting reversion into contracted income

(£m)



EPRA earnings Growing net property income delivering higher earnings

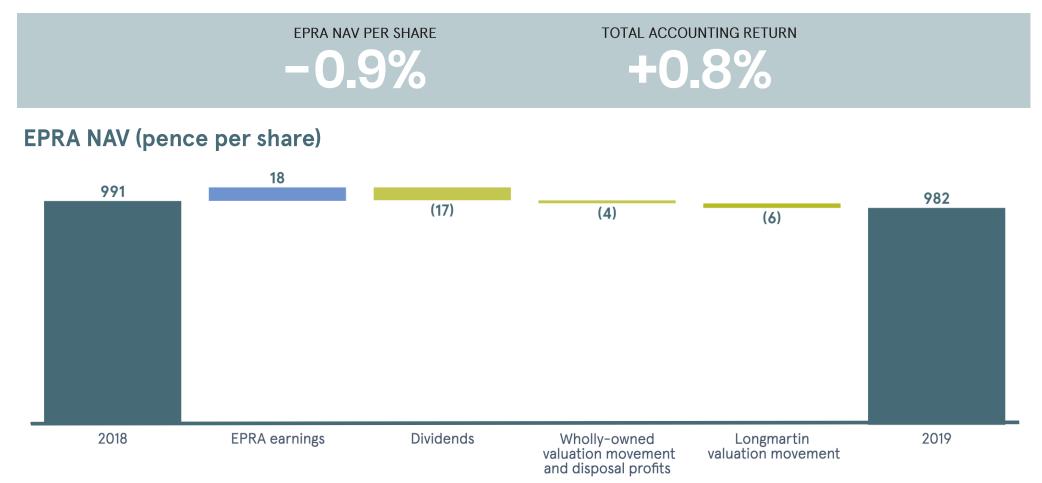




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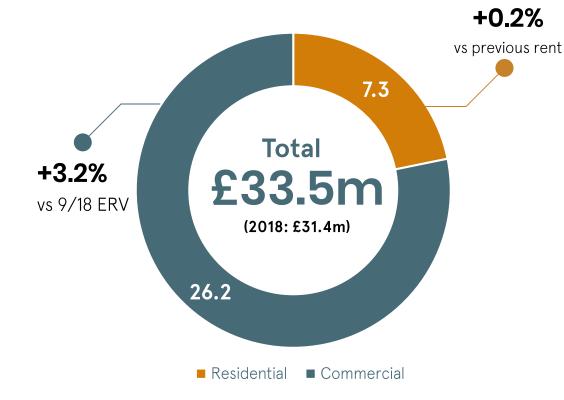
Appendix 2

Net asset value Decrease in NAV due to revaluation deficits



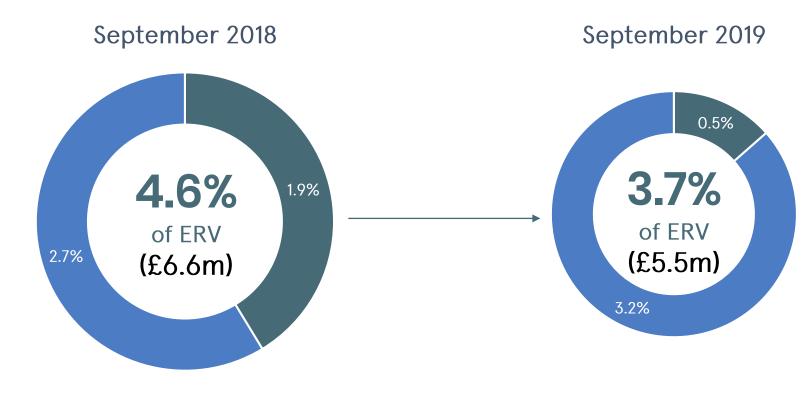


Leasing activity Robust occupier demand



- Robust demand across all uses and locations
- Average letting times broadly unchanged
- Lease incentives stable
- Securing income and proving new tones
- Useful evidence for leasing negotiations

EPRA vacancy Occupancy levels remain high



Larger schemes¹

Underlying vacancy

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Valuation Wholly-owned portfolio: broadly flat Longmartin: decline in retail values



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2. Our 50% share

Appendix 3

Wholly-owned portfolio reversionary potential Leasing and asset management drives growth





Wholly-owned valuation Resilient performance with rental growth in all villages



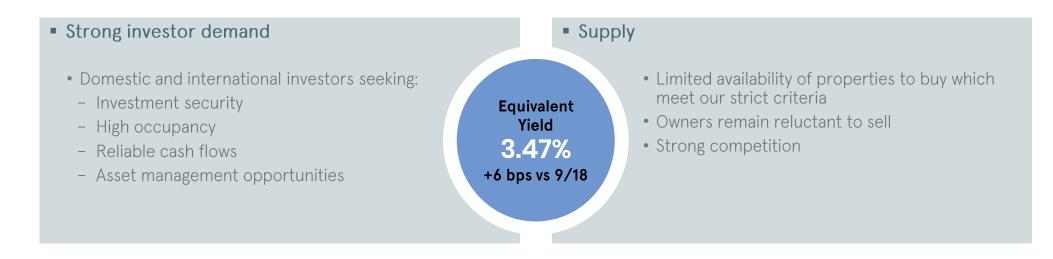
1. Like-for-like

Rental growth in every village

- Larger shops equivalent yield: +5-20 bps, mainly in Carnaby Street
 - Market-wide shift in sentiment
 - General uncertainty around occupier demand for even the best located larger shops
 - ...despite continuing occupier demand and rental growth
- Softening of residential capital values: average 2.3%



Wholly-owned valuation Strong investor demand and limited availability



Potential greater value

- Unique 15.2 acre portfolio of predominantly restaurant, leisure and retail properties in adjacent, or adjoining, locations in the West End
- Long record of strong occupier demand for these uses and high occupancy levels due to limited supply: underpins long-term prospects for rental growth
- Valued in parts, not in its entirety¹



Longmartin valuation Write-down in Long Acre retail



Retail (37%)

- Valuation decrease¹: £18.5m (-19.4%)²
- Long Acre (ERV: -14%, EY: +35 bps)
 - Growing availability/shadow vacancy
 - Similar to regional high street rather than whollyowned villages
 - Large units high occupancy costs and fit out
 - Fragmented ownership
 - Rental tone: £550-£600 psf (2018: £618-£650 psf)
 - · Current uncertainty over occupier demand
- Equivalent yield (all retail): +25bps (3.89%)

Non-retail (63%)

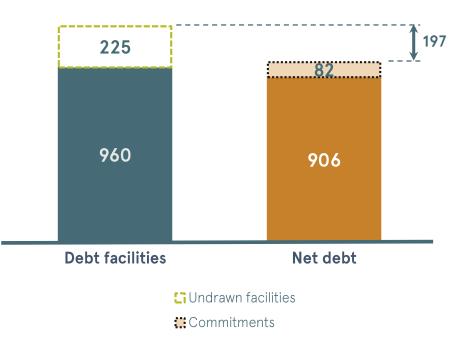
- Valuation decrease¹: £0.7m (-0.6%)²
- ERV growth: +0.8%
- Equivalent yield: +3 bps (3.97%)

Debt summary Strong balance sheet



Debt summary (£m)

- Marginal cost of debt: 1.6%
- Spread of debt maturities: 2022 to 2035
- Pro-forma available resources: £197m
- Pro-forma LTV: 25.6%
- Ability to act quickly when opportunities arise



Operational Review Brian Bickell



Seven Dials Market, Seven Dials

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Operating environment Robust demand from a wide range of domestic and international occupiers

- Exceptional footfall, unmatched by any other UK location
 - Potential to trade profitably seven-days-a-week in our high footfall villages
 - Affluent, diverse customer base
 - •Occupiers reporting yearly sales growth, although cost pressures continue
- Sustained demand
 - Differentiated offer important
 - Curated locations
 - Space and leases which meets occupier requirements
- Largely unaffected by high-profile national retail and restaurant failures
 - Tenant insolvencies < 2% of ERV
 - Space handed back has re-let well



Food, beverage and leisure Halo effect on footfall, dwell-time and trading

LETTINGS/RENEWALS/REVIEWS **E9.9** 17.5% of ERV¹

OCCUPANCY 97% EPRA vacancy: £1.4m WEIGHTED AVERAGE UNEXPIRED LEASE TERM

ears

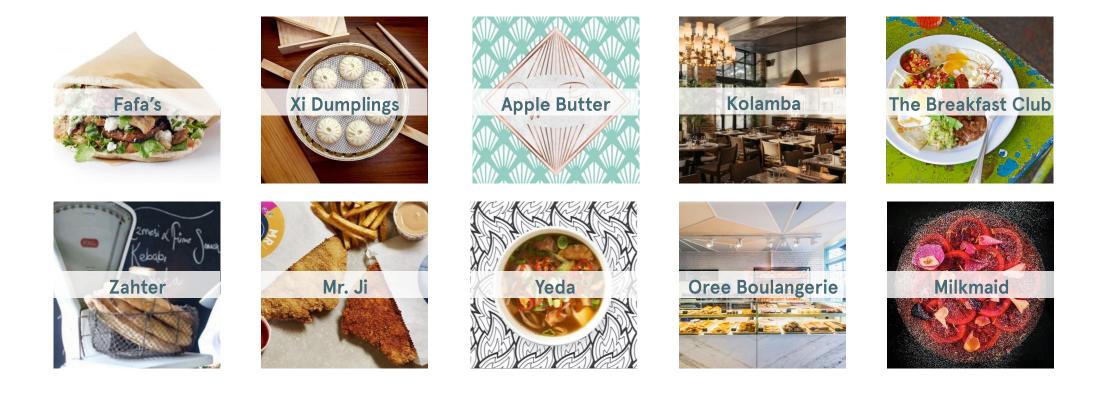
Largest single owner of food and beverage space in the West End

- Focus on mid-market independent, innovative concepts, rather than formulaic chains
- Availability of space constrained
 - Local planning and licensing policy
- Healthy occupier demand
 - High occupancy
 - Premiums being paid for good sites

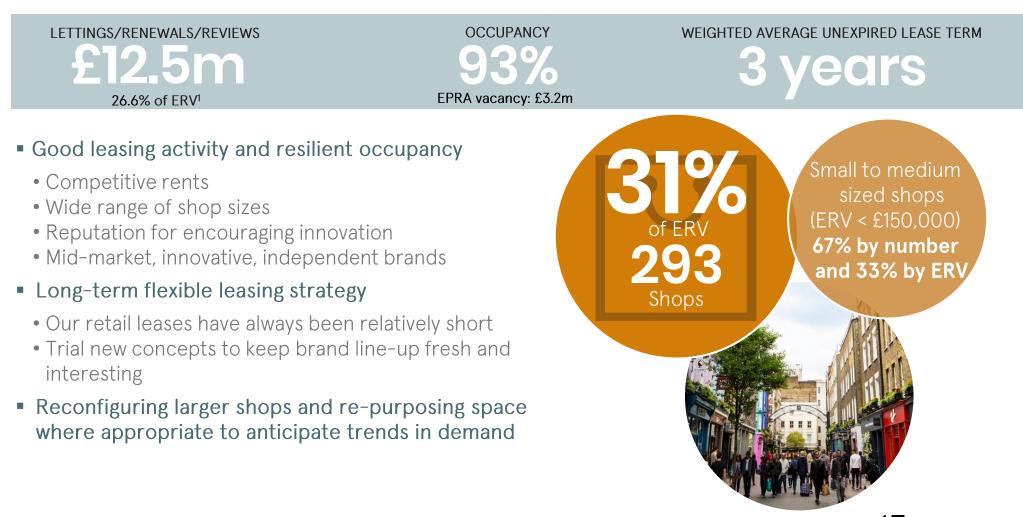




A selection of our recent restaurant and café openings



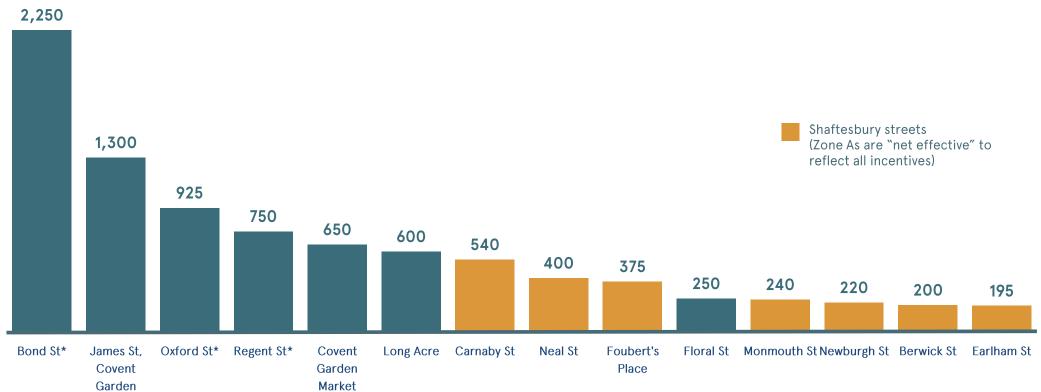
Operational Review **Retail** Less exposed to changes affecting national retailers



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Appendix 1

Retail Competitive rental levels compared to nearby streets



West End retail rental tones (prime zone A per sq. ft.)

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Source: Cushman & Wakefield, published information and company data * Based on 30 ft. zones

A selection of new retail openings





















Sacred Gold

Viu





















Operational Review Offices Important provider of small, flexible office space

OCCUPANCY

£3.8M 13.6% of ERV¹

LETTINGS/RENEWALS/REVIEWS

 Office space is occupied by media, creative, fashion and tech SME businesses – natural home in our villages

- Self-contained space still popular
- Good demand; rental levels firm
 - Affordable accommodation
 - High occupancy
 - Incentives remain stable
- Options for flexible "plug and play" fitted-out workspace



WFIGHTED AVERAGE UNEXPIRED I EASE TERM

Operational Review **Residential** High occupancy and stable cash flow



- Occupational demand strengthened in second half
 - 30 September 2019 only 3 apartments were vacant (all under offer)
- Provides a reliable cash flow
 - Rents achieved marginally up on previous rents
 - Annual indexation
- Rolling upgrade programme continues





Operational Review Schemes Future proofing our buildings

SCHEMES IN THE YEAR ACROSS 0.2m Sol ft. 12.6% of floor space

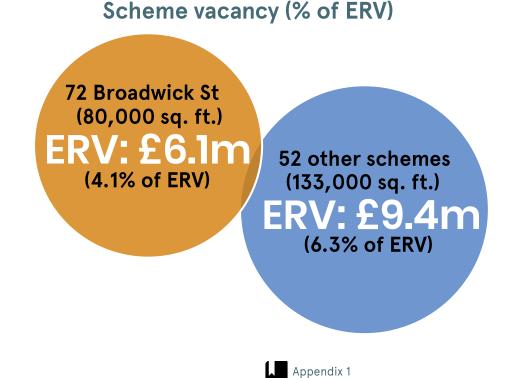
CAPITAL EXPENDITURE E30.9m (+£3.7m in joint venture) ERV UNDER REFURBISHMENT E15.5m 10.4% of ERV

Long established "refurbish and re-purpose" strategy

- Reconfigure space to meet market demand
- Introduce new uses, enhancing income/value
- Improve environmental performance

Resizing larger shops where appropriate

- Nine schemes (49,000 sq. ft.) in 2019
- Five new projects (23,000 sq. ft.) already identified for 2020 (subject to planning consent)
- High level of activity
 - Schemes with ERV of £5.0m will complete by 31.3.2020



72 Broadwick Street, Carnaby Planning secured; works commenced

80,000 sq. ft. mixed-use scheme now underway:

- Introduce new retail, restaurant and leisure uses
- Relocate office and residential entrances to activate commercial frontages
- Extend and refurbish remaining office space
- Reconstruct residential to increase the number of flats from 11 to 15
- Estimated scheme cost: £32m, of which £6m had been incurred by 30 September 2019
- Completion is anticipated in phases from late-2020
 - Early occupier interest in new space



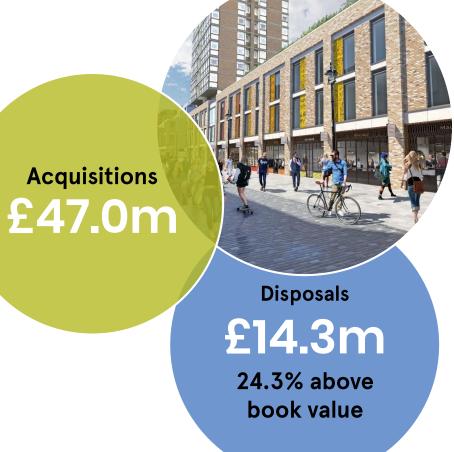
Longmartin Repositioning the courtyard

- Courtyard scheme creating 3 new restaurants completed in November 2019
 - Currently marketing good interest
- Sussex House redevelopment completed
 - Offices now let (7,500 sq. ft.), flagship corner unit under offer
- Dishoom to commence fit out of their new combined 10,000 sq. ft. restaurant in January 2020
- Reconfiguration of Long Acre retail (subject to planning)
 - First floor will revert to office use
- Courtyard aesthetic improvements continue



Acquisitions and disposals Further additions with potential for future rental growth

- Acquisitions: £47.0m in Carnaby, Fitzrovia, Soho and Seven Dials
- Forward purchase of 90–104 Berwick Street
 - Vendor's scheme delayed further
 - Handover now expected by April 2020
 - Purchase price reduced from £38.5m to £36.0m
- Disposal of two properties: £14.3m (net), 24.3% above book value
- Constrained availability of properties which meet our criteria likely to continue



Environment Adopting the UN Sustainable Development Goals

SUSTAINABI F

DEVELOPMENT

GALS

AND

Sustainable re-use and management of buildings

- Extend the useful economic life of our heritage buildings
- Target BREEAM Very Good rating on schemes (>£1m)
- Rolling programme to improve EPC ratings since 2014
- Environmentally conscious
 - Support initiatives including: Wild West End and Bees' Needs
 - Reducing waste, single use plastic and traffic
 - Water fountain in Kingly Court has saved over 75,000 single-use plastic bottles since June 2018
- Focus on improving tenant engagement and sustainability in the use of our buildings
 - Developed Blue Turtle initiative for sustainability in restaurants



Operational Review Social responsibility Importance of being community-minded

- A good corporate citizen
- Long-term engagement with our local community
- Work with Westminster City Council and Camden Council to support their policy objectives
- Invest in our employees
 - Three year Strategic People Plan initiated





Measuring Community Investment



Award recognising the level of community giving





Summary & Outlook

Brian Bickell





The Dial, Seven Dials

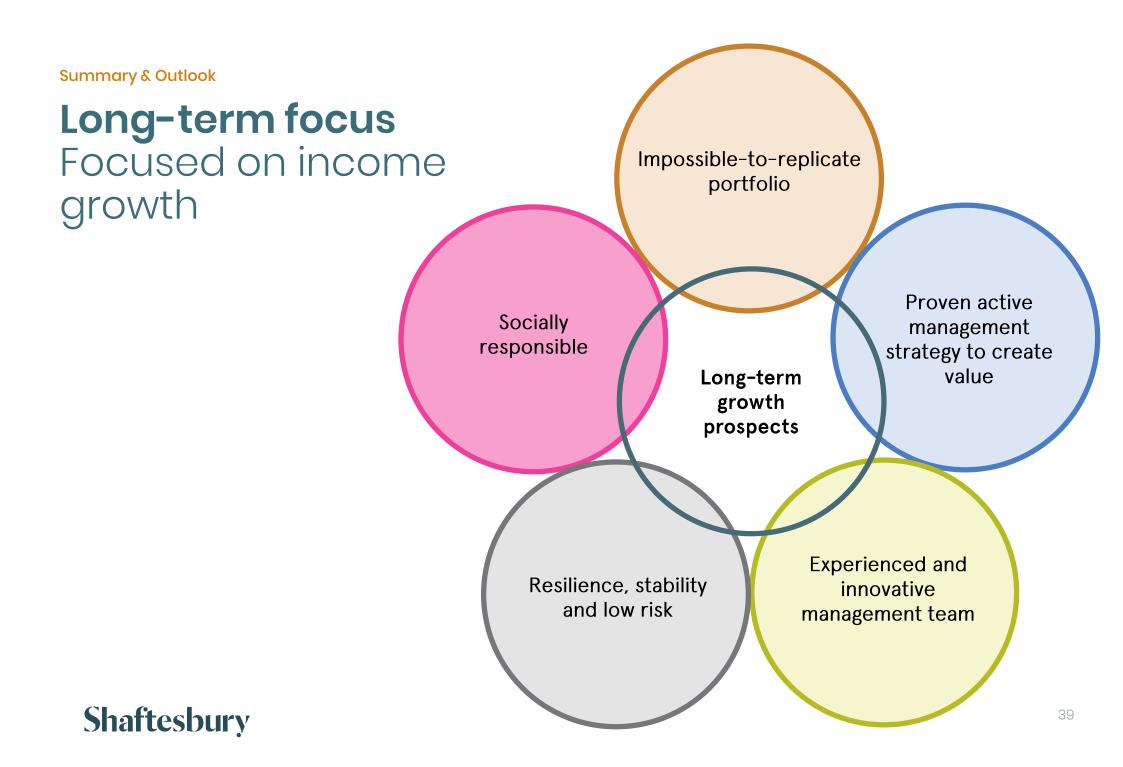
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Summary & Outlook Outlook Resilient portfolio and proven strategy – well positioned for long-term rental growth

Uncertain macro environment

- Business and consumer confidence impacted by current political climate
- Structural challenges facing national retail are likely to continue
- Impossible-to-replicate portfolio and proven strategy
 - London and West End have strong growth prospects
 - Our locations are in the liveliest, popular heart of the West End
 - Proven, long-term strategy focusing on food, beverage, retail and leisure and creating distinctive destinations
 - Flexible portfolio have always adapted space to market conditions
- Positive outlook for future long-term growth





Appendices

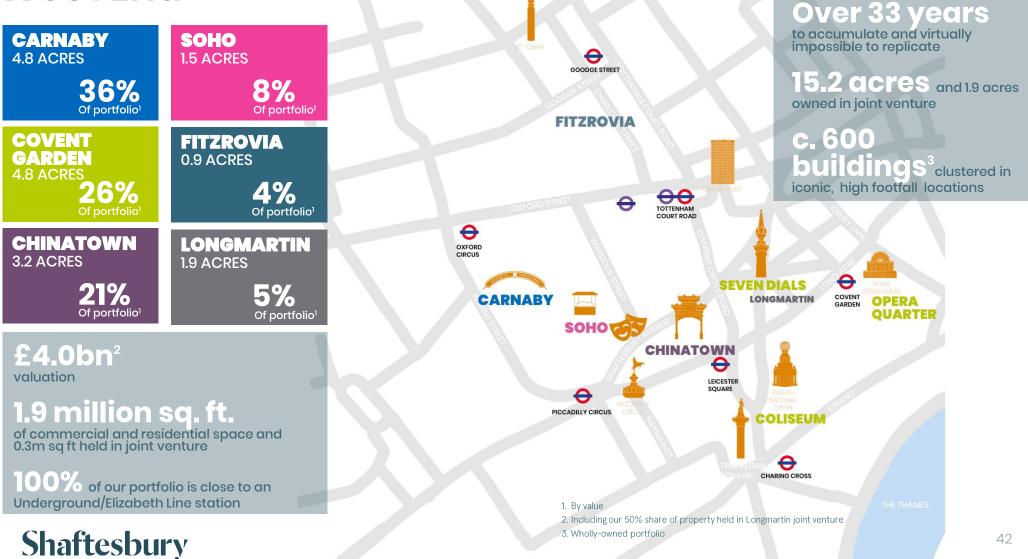
Portfolio
Financial
Valuation
Village Summaries
Other

 辻利茶舗 TSUJIRI MAMA SONS Newport Court, Chinatown



Portfolio

Exceptional portfolio in the heart of London's West End



Appendix: 1 Portfolio Our portfolio Split by ERV Upper Food, beverage Shops Residential Offices floors and leisure 31% Lower 0.4m 0.7m 0.4m 0.4m floors **69%** sq.ft. sq.ft. sq.ft. sq.ft. 19% 38% 31% 12% of ERV of ERV of ERV of ERV

Mix of uses (wholly-owned portfolio)

Evolution of uses over time (% of ERV)

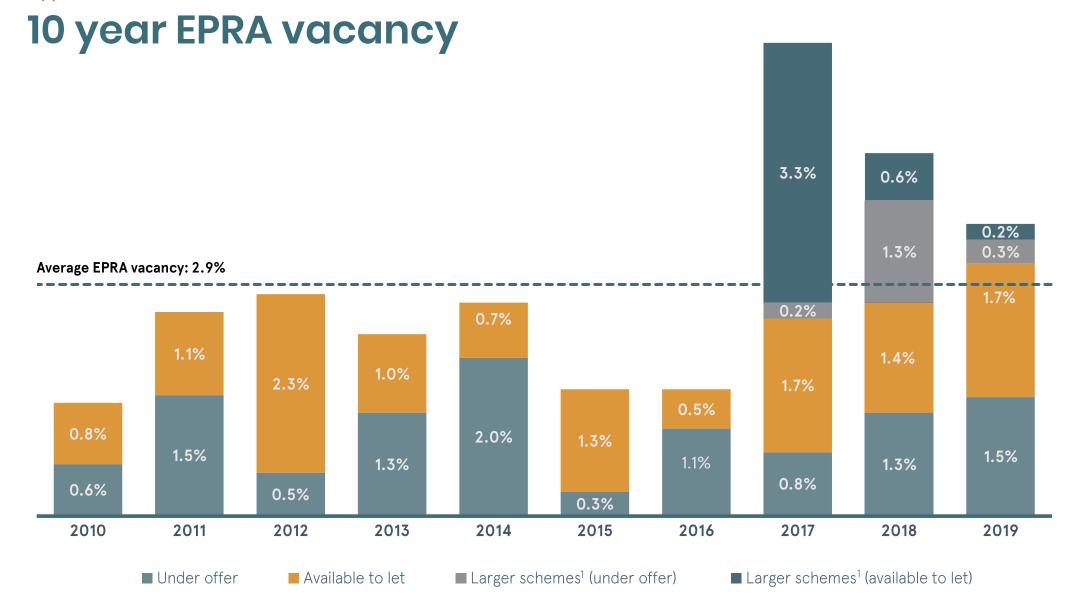


EPRA vacancy

	Food, beverage and leisure £m	Shops £m	Offices £m	Residential £m	Total £m	% of total ERV 30.9.2019	% of total ERV 30.9.2018
Larger schemes ¹							
Under offer	-	0.5	-	-	0.5	0.3%	1.3%
Available-to-let	-	0.3	-	-	0.3	0.2%	0.6%
	-	0.8	-	-	0.8	0.5%	1.9%
Underlying vacancy							
Under offer	0.9	0.8	0.4	0.1	2.2	1.5%	1.3%
Available-to-let	0.5	1.6	0.4	-	2.5	1.7%	1.4%
	1.4	2.4	0.8	0.1	4.7	3.2%	2.7%
Total							
Under offer	0.9	1.3	0.4	0.1	2.7	1.8%	2.6%
Available-to-let	0.5	1.9	0.4	-	2.8	1.9%	2.0%
	1.4	3.2	0.8	0.1	5.5	3.7%	4.6%
Sq. ft. (000s)	16	46	12	1	75		100

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1. 2018: Central Cross and Thomas Neal's Warehouse 2019: Central Cross



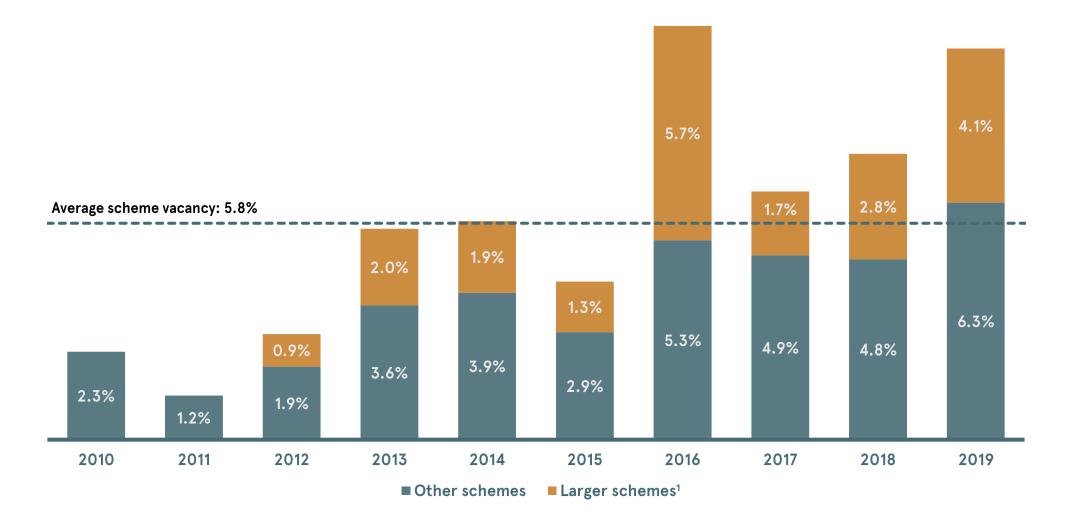
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1. Larger schemes are Central Cross (2017, 2018 & 2019) and Thomas Neal's Warehouse (2017 & 2018)

Scheme vacancy

	Food, beverage and leisure £m	Shops £m	Offices £m	Residential £m	Total £m	% of total ERV 30.9.2019	% of total ERV 30.9.2018
72 Broadwick St	3.5	0.4	1.5	0.7	6.1	4.1%	2.8%
Other schemes	1.9	2.4	4.0	1.1	9.4	6.3%	4.8%
Total	5.4	2.8	5.5	1.8	15.5	10.4%	7.6%
Sq. ft. (000's)	73	27	77	36	213		175

10 year scheme vacancy



1. 2012 to 2014: Carnaby Court. 2015: Central Cross. 2016: Central Cross, 57 Broadwick St and Thomas Neal's Warehouse. 2017: 57 Broadwick St. 2018 to 2019: 72 Broadwick St.

Examples of current schemes on site¹

50 Marshall Street

Estimated cost: £4.9m Estimated completion: Q4 2020



45/49 Charing Cross Road

Estimated cost: £4.0m

Estimated completion: Q2 2020



1 Gerrard Place

Estimated cost: £6.4m

Estimated completion: Q1 2020





Financial

EPRA earnings and NAV reconciliations

EARNINGS	2019 £m	2018 £m
IFRS profit after tax	26.0	175.5
EPRA adjustments:		
Investment property revaluation	15.3	(123.1)
Profit on disposal of investment properties	(2.8)	(4.6)
Adjustments re: Longmartin JV:		
Investment property revaluation	19.2	5.0
Deferred tax	(3.1)	(1.1)
EPRA earnings	54.6	51.7
Number of shares (million)	307.4	302.1
EPRA EPS	17.8p	17.1p

NAV	2019 £m	2018 £m
IFRS net assets	3,007.2	3,033.0
Effect of exercise of options	0.5	0.5
Diluted net assets	3,007.7	3,033.5
Adjustments re: Longmartin JV:		
Deferred tax	13.6	16.7
EPRA NAV	3,021.3	3,050.2
Number of shares (diluted) (million)	307.7	307.7
EPRA NAV per share	£9.82	£9.91

Income and costs

EPRA EARNINGS	2019	2018
	£m	£m
Rental income	117.3	112.8
Property costs	(19.3)	(19.0)
Net property income	98.0	93.8
Admin expenses	(15.2)	(13.7)
	82.8	80.1
Net finance costs	(30.5)	(31.2)
Share of Longmartin JV profit before tax ¹	2.9	3.6
Recurring profit before tax	55.2	52.5
Share of Longmartin JV current tax	(0.6)	(0.8)
EPRA earnings	54.6	51.7

PROPERTY COSTS	2019 £m	2018 £m
Operating costs	7.3	7.6
Vacant property costs	2.0	1.4
Management fees	2.7	2.6
Letting costs	3.4	3.6
Village promotion	3.9	3.8
Property outgoings	19.3	19.0

Reconciliation of IFRS to proportional consolidation

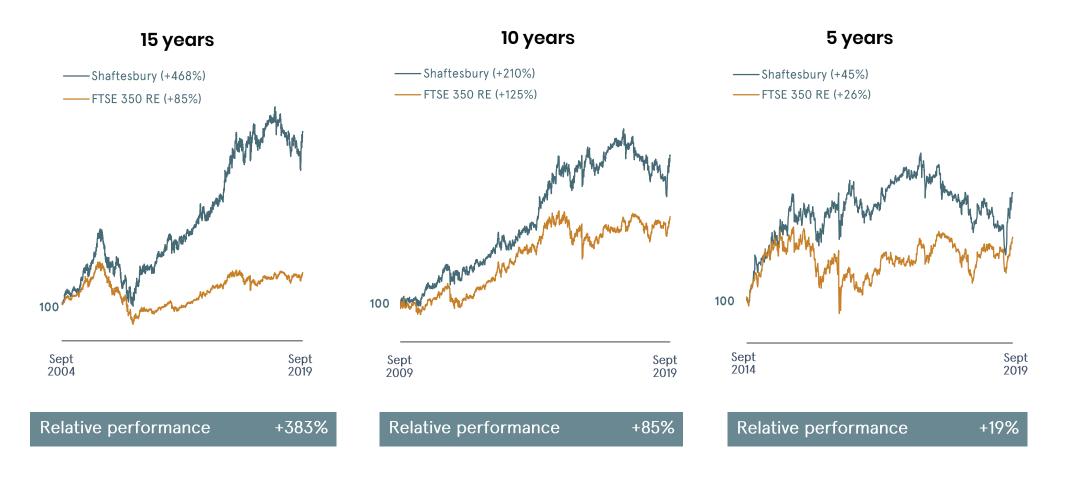
BALANCE SHEET	2019			2018			
	IFRS £m	Longmartin JV £m	Proportional consolidation £m	IFRS £m	Longmartin JV £m	Proportional consolidation £m	
Investment properties	3,765.9	213.2	3,979.1	3,714.8	228.7	3,943.5	
Investment in Longmartin JV	127.6	(127.6)	-	143.9	(143.9)	-	
Net debt	(905.8)	(59.4)	(965.2)	(841.3)	(58.7)	(900.0)	
Other assets and liabilities	19.5	(26.2)	(6.7)	15.6	(26.1)	(10.5)	
Net assets	3,007.2	-	3,007.2	3,033.0	-	3,033.0	

INCOME STATEMENT		2019		2018			
	IFRS £m	Longmartin JV £m	Proportional consolidation £m	IFRS £m	Longmartin JV £m	Proportional consolidation £m	
Net property income	98.0	6.4	104.4	93.8	7.1	100.9	
Admin expenses	(15.2)	(0.1)	(15.3)	(13.7)	(0.2)	(13.9)	
Profit on disposal	2.8	-	2.8	4.6	-	4.6	
Revaluation (deficit)/surplus	(15.3)	(19.2)	(34.5)	123.1	(5.0)	118.1	
Operating profit	70.3	(12.9)	57.4	207.8	1.9	209.7	
Net finance costs	(30.5)	(3.4)	(33.9)	(31.2)	(3.4)	(34.6)	
Share of Longmartin post-tax loss	(13.8)	13.8	-	(1.1)	1.1	-	
Profit before tax	26.0	(2.5)	23.5	175.5	(0.4)	175.1	
Тах	-	2.5	2.5	-	0.4	0.4	
Profit after tax	26.0	_	26.0	175.5	-	175.5	

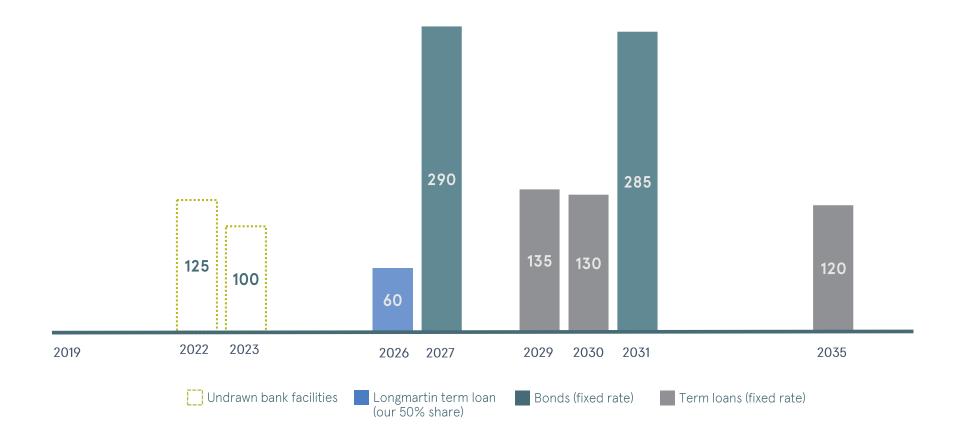
Earnings and dividends per share

10 year CAGR								
EPRA EPS	4.6%	'						
Adjusted earnings per sha	ire 4.6%							18.2p
Dividends per share	5.3%	-						17.8p 17.7p
11.6p 11.3p 10.6p								
2009 2010	2011 2012	2013	2014	2015	2016	2017	2018	2019
	EPRA EPS	Adjusted ea	arnings per s	hare —	-Dividends p	per share		

TSR outperformance



Debt maturity profile Weighted average maturity: 9.2 years¹





Valuation

Combined valuation¹: £4.0bn

Carnaby £1.44bn

Soho

£0.31bn

Fitzrovia £0.15bn

Covent Garden £1.04bn

St Martin's Courtyard £0.21bn²

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£0.84bn

Chinatown

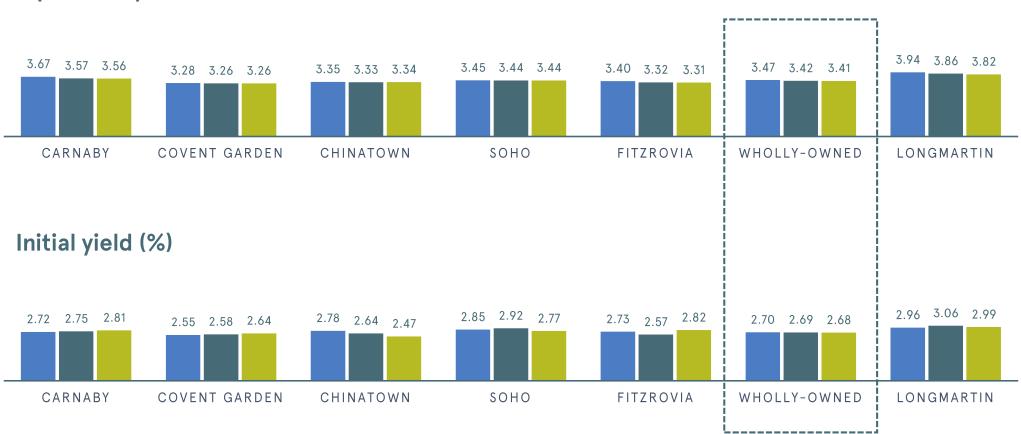
1. Including our 50% share of property held in joint venture 2. Our 50% share of Longmartin

Valuation summary

	Fair value £m	% of portfolio	Annualised current income £m	ERV £m
Wholly-owned portfolio				
Carnaby	1,437.7	36%	44.4	60.8
Covent Garden	1,036.5	26%	30.3	39.0
Chinatown	843.9	21%	26.8	31.8
Soho	314.1	8%	10.7	12.1
Fitzrovia	152.0	4%	4.9	6.0
	3,784.2	95%	117.1	149.7
Longmartin joint venture (our 50%)	209.0	5%	7.5	10.0
Combined portfolio	3,993.2	100%	124.6	159.7

Yields

■ Sep-19 ■ Mar-19 ■ Sep-18



Equivalent yield (%)

Portfolio reversion by use

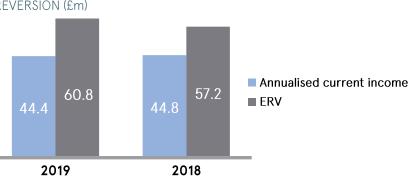
	Food, beverage & leisure £m	Retail £m	Office £m	Residential £m	Wholly- owned £m	% Wholly- owned ERV	Longmartin £m	Total portfolio £m
Annualised current income	46.3	35.7	18.8	16.3	117.1	78.2%	7.5	124.6
Vacancy								
- Under offer/available-to-let	1.4	3.2	0.8	0.1	5.5	3.7%	0.9	6.4
- 72 Broadwick Street	3.5	0.4	1.5	0.7	6.1	4.1%	-	6.1
- Other schemes	1.9	2.4	4.0	1.1	9.4	6.3%	1.1	10.5
	53.1	41.7	25.1	18.2	138.1	92.3%	9.5	147.6
Contracted (rent frees, stepped rents)	1.8	3.3	0.8	-	5.9	3.9%	0.6	6.5
Under-rented	1.6	2.1	2.0	-	5.7	3.8%	(0.1)	5.6
ERV	56.5	47.1	27.9	18.2	149.7	100.0%	10.0	159.7



Carnaby - in numbers

Offices Residential Food, beverage and leisure Retail 113 68 178,000 sq. ft. 167,000 271,000 sq. ft. 69,000 sq. ft. sq. ft. our portfolio 40% 31% 23% 6% of ERV of ERV of ERV of ERV **REVERSION** (£m)

	2019	2018
Valuation	£1,437.7m	£1,424.7m
Acquisitions	£17.9m	£115.5m
Capital expenditure	£14.0m	£8.5m
Capital value return (L-f-L)	-1.3%	+3.9%
Equivalent yield	3.67%	3.56%
Reversion	£16.4m	£12.4m

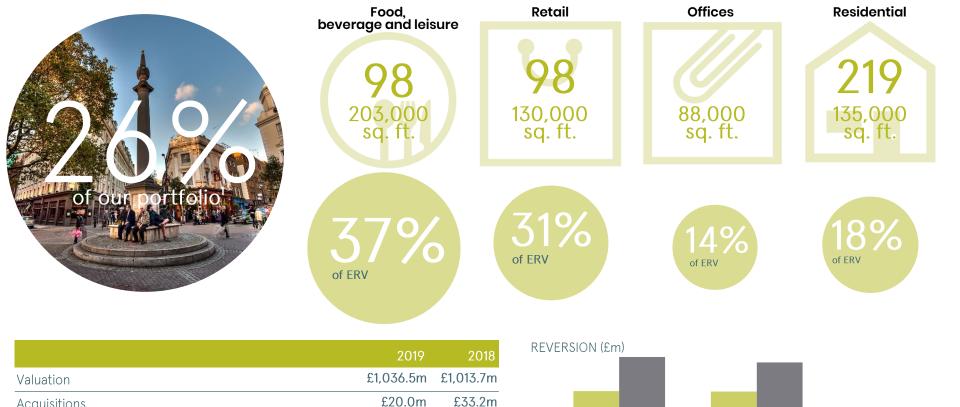


carnaby.co.uk

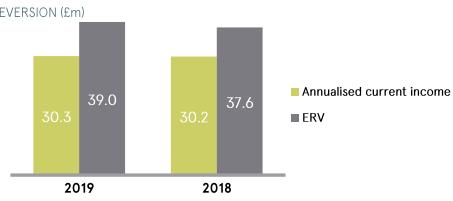
1. By value; combined portfolio including our 50% share of property held in joint venture

Covent Garden - in numbers

sevendials.co.uk



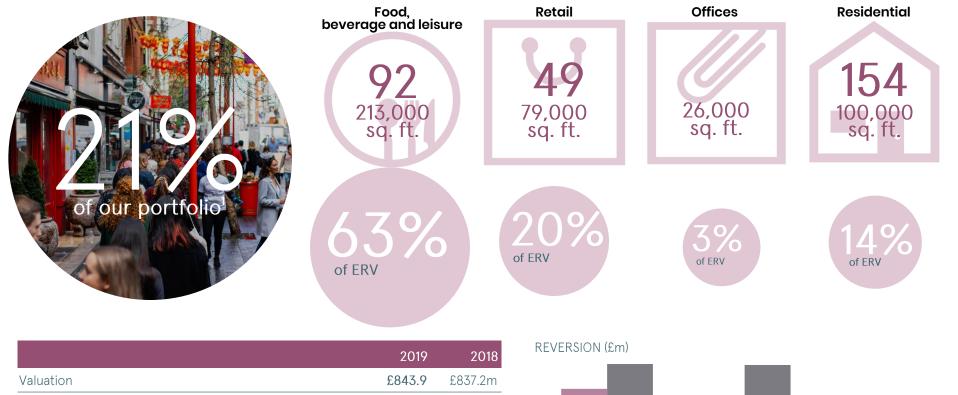
Villation		
Acquisitions	£20.0m	£33.2m
Disposals	_	£5.1m
Capital expenditure	£4.7m	£5.7m
Capital value return (L-f-L)	-0.1%	+4.0%
Equivalent yield	3.28%	3.26%
Reversion	£8.7m	£7.4m



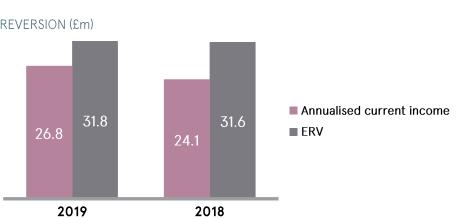
1. By value; combined portfolio including our 50% share of property held in joint venture

Chinatown - in numbers

chinatown.co.uk



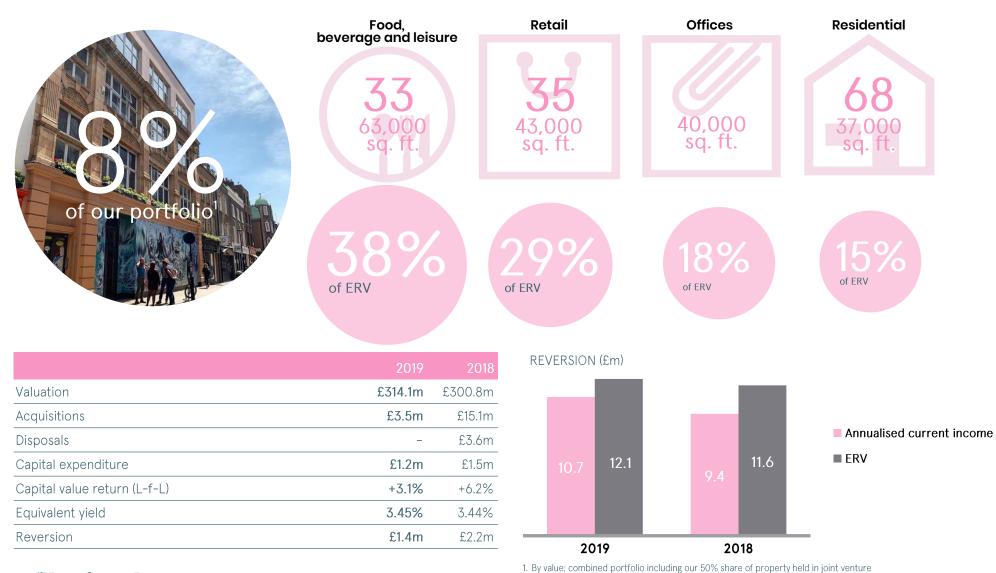
Valuation	£843.9	£837.2m
Acquisitions	-	£4.0m
Disposals	£9.1m	-
Capital expenditure	£8.9m	£8.0m
Capital value return (L-f-L)	+0.8%	+4.2%
Equivalent yield	3.35%	3.34%
Reversion	£5.0m	£7.5m



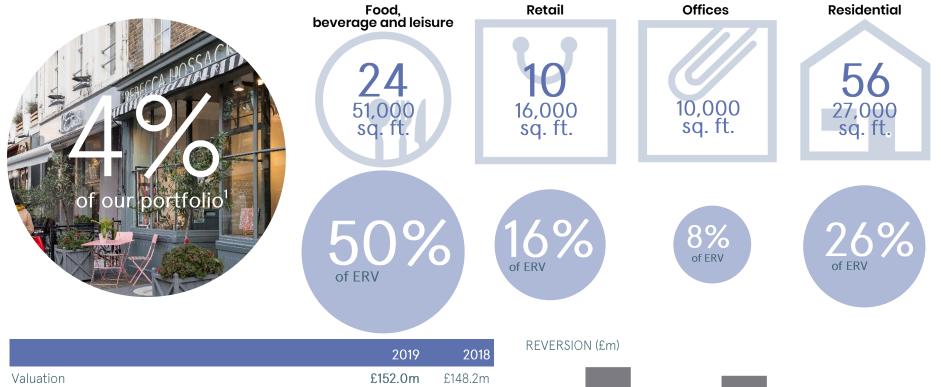
^{1.} By value; combined portfolio including our 50% share of property held in joint venture

Soho – in numbers

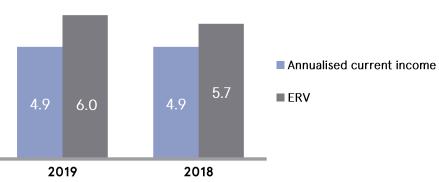
thisissoho.co.uk



Fitzrovia - in numbers



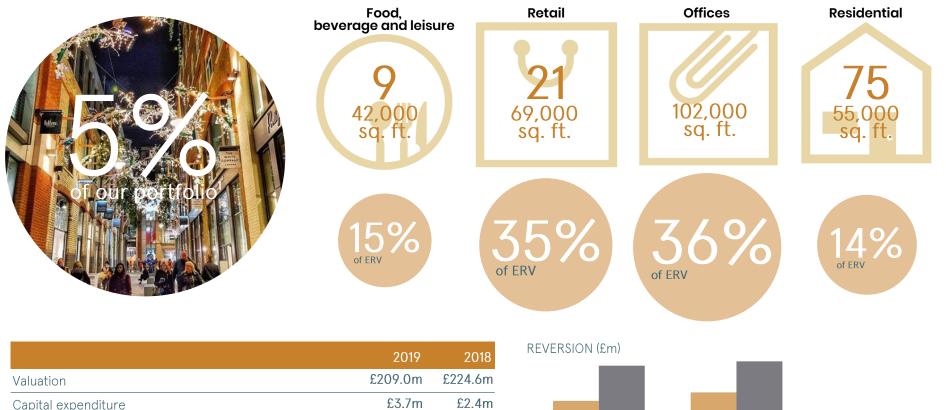
Valuation	£152.0m	£148.2m
Acquisitions	£5.6m	-
Capital expenditure	£2.1m	£1.6m
Capital value return (L-f-L)	-2.4%	+4.5%
Equivalent yield	3.40%	3.31%
Reversion	£1.1m	£0.8m



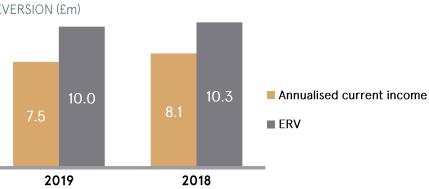
1. By value; combined portfolio including our 50% share of property held in joint venture

Longmartin - in numbers

stmartinscourtyard.co.uk



Capital expenditure	£3.7m	£2.4m
Capital value return (L-f-L)	-8.5%	-2.5%
Equivalent yield	3.94%	3.82%
Reversion	£2.5m	£2.2m



1. By value; combined portfolio including our 50% share of property held in joint venture



Appendix: 5 Other

Principal risks

Reduction of spending and/or footfall in our areas

- Potential causes
 - Fall in the popularity of the West End and particularly our areas leading to decreasing visitor numbers
 - Changes in consumer tastes, habits and spending power
 - Terrorism or the threat of terrorism
 - Competing destinations

Consequences

- Reduced tenant profitability
- Reduced occupier demand
- Higher vacancy
- Reduced rental income and declining earnings
- Reduced ERV, capital values, and NAV (amplified by gearing)

Changes in regulatory environment

- Potential causes
 - Unfavourable changes to national or local planning and licensing policies
 - Tenants acting outside of planning/licensing consents
 - Growing complexity and level of sustainability regulation
 - Increased stakeholder focus on ESG

Consequences

- Ability to maximize the growth prospects of our assets limited
- Reduces occupier demand
- Increased costs
- Reduced earnings
- Decrease in property values and NAV (amplified by gearing)

Appendix: 5 Other

Principal risks (continued)

Macroeconomic factors

Potential causes

- Macroeconomic shocks or events
- 2019 general election
- Uncertainty on the timing and terms of Brexit
- Upward cost pressures

Consequences

- Lower consumer confidence
- Reduced visitor numbers
- Reduced tenant profitability
- Reduced occupier demand
- Pressure on rents
- Higher vacancy
- Reduced rental income and declining earnings
- Reduced ERV, capital values and NAV (amplified by gearing)
- Depending upon the terms of Brexit, lower availability of labour, occupier supply chain disruption and higher import costs

Decline in the UK real estate market

- Potential causes
 - Changes to political landscape
 - Increasing bond yields and cost of finance
 - Reduced availability of capital and finance
 - Lower relative attractiveness of property compared with other assets classes
 - Changing overseas investor perception of UK real estate

Consequences

- Reduced property values
- Decrease in NAV (amplified by gearing)
- Risk of loan covenant breaches
- Ability to raise new debt funding curtailed

Appendix: 5 Other

Disclaimer

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