

PEABODY TRUST INVESTOR PRESENTATION

February 2022



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Solely for the purposes of each manufacturer's product approval process (if any), the target market assessment in respect of the Bonds has led to the conclusion that: (a) the target market for the Bonds is only eliaible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook, and professional clients, as defined in Regulation (EU) No. 600/2014 on markets in financial instruments as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (UK MiFIR) and (b) all channels for the distribution of the Bonds to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Bonds (a distributor) should take into consideration the manufacturers' target market assessment; however, a distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook is responsible for undertaking its own target market assessment in respect of the Bonds (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

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CREDIT HIGHLIGHTS

Formed in 1862, a proud history, a vision for the future

Balance Sheet Value

£8,3br

Gearing

40%

Social Housing Tenures

73%

EBITDA-MRI Interest Cover

119%

SHL Operating Margin

32%

Regulatory rating

 G_1/V_2

Early Adopter of

SRS

Credit Ratings (Both Stable)

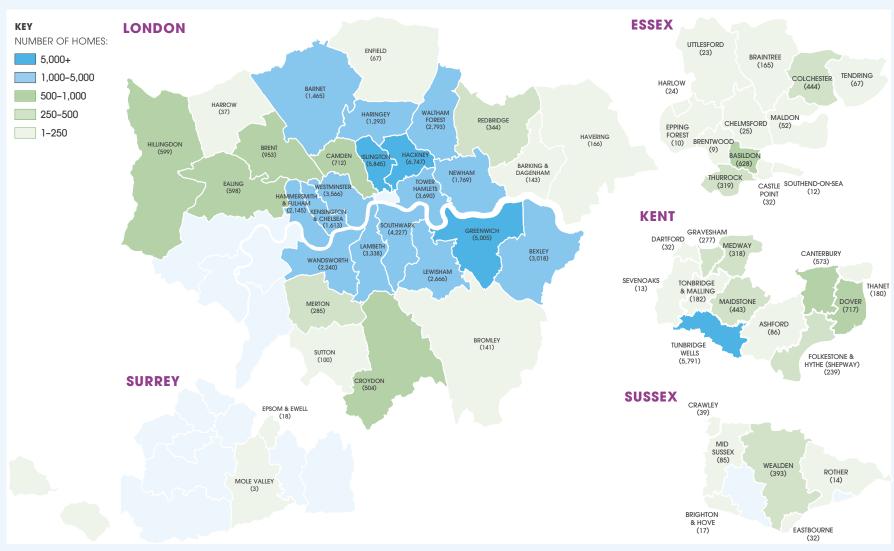
A3, A-

- Peabody has more than 67,000 homes across London and the South East with c.155,000 residents
- A clear vision for the future, investing in homes and safety, improving services and developing new social housing
- Experienced management team with track record of delivery
- Financially resilient, strong balance sheet
- Strong ESG credentials with frontrunner status across all 3 categories of Ritterwald Certified Sustainable housing label

- Founding member and early adopter of the Sustainability Reporting Standard with new Sustainable Finance Framework
- A3 / A- (both stable) credit ratings with objective to remain an A rated entity
- In the process of finalising a strategically important merger with Catalyst Housing (rated A-) that will further strengthen performance but allow focus on local services
- Our mission remains to help people make the most of their lives

GEOGRAPHICAL COVERAGE

Strategic importance in London and South East



GROUP STRATEGY

Creation of a locality model to drive customer satisfaction



creating resilience and preventing homelessness



investing and maintaining for the long-term



co-creating thriving communities through a local focus



establishing diverse, inclusive, engaged and creative teams.

Our values

Ambitious

We're ambitious for our customers, for our communities and each other.

Caring

We're caring in the way we work, and how we treat the people we work with.

Collaborative

We work collaboratively with each other, and with partners to deliver more.

Empowering

We support and empower our customers and colleagues to help them realise their potential.

Trusted

We're trusted to keep our promises. We do what we say we will.

MERGER OVERVIEW



MERGER WITH CATALYST...

With shared values, aspirations, and geographical presence, the two organisations complement each other well

- At the end of July 2021, we announced our intention for Catalyst Housing Group to join together with Peabody
- Catalyst is expected to join the Peabody Group as a subsidiary on 1 April 2022
- Strong shared social purpose and passion for providing good quality affordable homes, care and support and supporting communities through our foundations
- Complementary geographies results in a stronger presence across many London boroughs and South East

		C	catalyst
	Peabody	catalyst	Peabody
Number of homes	67,000	34,000	101,000
Number of residents	155,000	65,000	220,000
Geographic headlines	Predominantly London with concentrations in Kent and West Sussex (TCH) and Essex	Broadly even split between London and Home Counties. Recently added portfolio in Surrey and East Sussex (Rosebery)	-
Regulatory Judgement	G1 V2	G1 V2	-
Credit rating	A3 (Moody's) A- (S&P)	A- (S&P)	-
Community investment	£8m	£3m	£11m
Turnover 20/21	£630m	£298m	£928m
Operating Surplus 20/21	£195m	£67m	£262m
Operating Margin 20/21	23%	18%	
Social Housing Operating Margin	32%	30%	
Tangible Fixed Assets	£7bn	£3bn	£10bn
Homes built 20/21	1,176	315	1,491
Number of FTEs	2,847	1,116	3,963

... WILL BRING STRONG BENEFITS

- The merger of Peabody and Catalyst together will create a new organisation with greater resilience, scale and local presence
 - Be more local and connected: to our customers and communities, with stronger local partnerships
 - Invest and innovate more:
 in better quality services and customer experience, homes, technology and people
 - Influence national and local government:
 reflecting the diverse experiences of over 200,000 customers to make a positive impact
- Greater resources to respond to changes in external environment such as building safety, zero carbon and increased regulation.
- Combined community foundations will have greater capacity and reach, with over £11 million investment per year.
- Both housing associations have a strong track record of mergers: Catalyst with Aldwyck and Rosebery and Peabody with Family Mosaic and Town and Country.





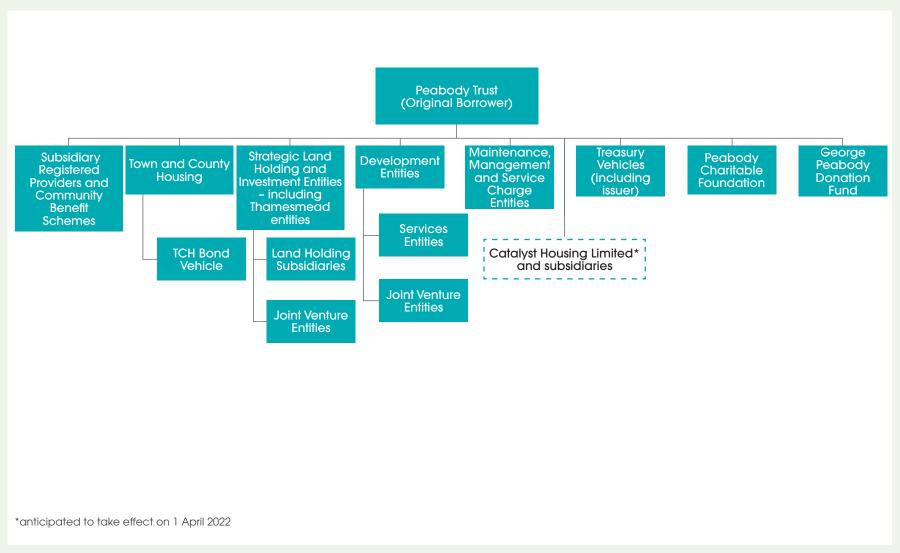
VALUE FOR MONEY METRICS 2020-211

		C	
	Peabody	catalyst	G15 Average 2019 / 20
Operating Margin - Overall	23%	18%	20%
Operating Margin - Social Housing Lettings	32%	30%	28%
EBITDA MRI %	119%	124%	105%
New Supply Delivered Social Housing	1.6%	0.9%	1.4%
New Supply Delivered Non-Social Housing	0.2%	0.2%	-
Gearing	40%	41%	48%
Reinvestment	5.1%	4.6%	6.9%
Headline Social Housing Cost Per Unit	£5,464	£4,586	£5,369
Occupancy	98.9%	99.7%	98.7%
Rent collected	99.4%	99.3%	99.7%
Overhead costs as % of turnover	10.3%	12.4%	9.9%
Ratio of responsive repairs to planned maintenance	37%	91%	60%
Investment in communities	£8m	£3m	£5m

^{1.} Value for money metrics according to Regulator of Social Housing

CORPORATE STRUCTURE

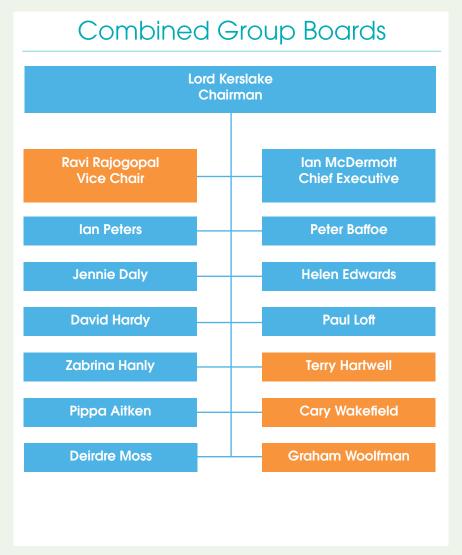
Fit for Purpose Group Structure

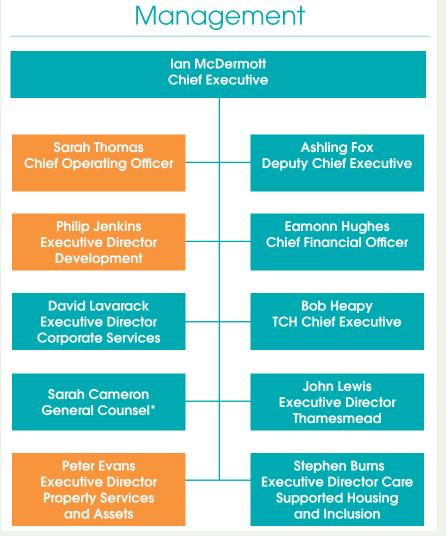


PEABODY GOVERNANCE

Stable leadership team with strong governance and risk management





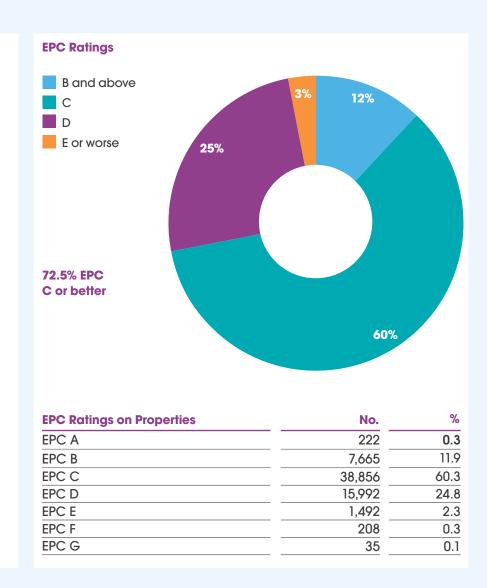


SUSTAINABLE FINANCE FRAMEWORK AND ESG



ENVIRONMENTAL

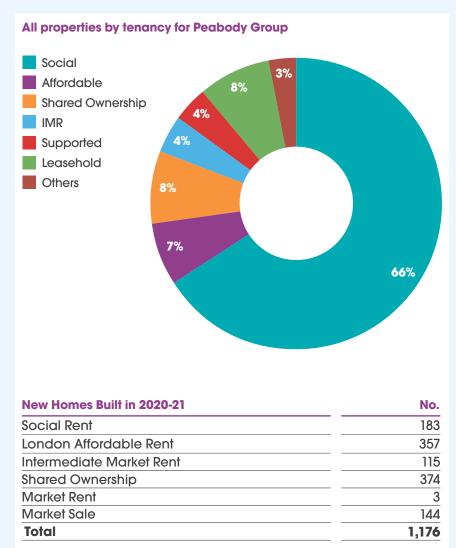
- Our approach to sustainability is accredited by Ritterwald through its Certified Sustainable Housing Label, on our positive impact and on a wide range of environmental, social, and governance metrics
- Peabody achieved Frontrunner status the highest possible rating in all three ESG dimensions
- Appointed our first director of sustainability
- Sustainability strategy published in 2021
- Targeting net carbon zero on operations by 2030 and within rented homes by 2050
- Average SAP rating 71.7 (March 2020 70.1)
- All new properties built to EPC B or above.
 Average SAP rating 86.4
- Vehicle fleet being converted to electric
- Programme to install EV charging points on estates
- Our Home Energy Advice service helped 200 residents save on average £144
- In the next 2 years we will offer 7,000 advice sessions to help reduce energy costs



SOCIAL

- 73% of our homes are let at social or affordable rent
- Vast majority of our social rent homes are on open ended lifetime tenancies
- Peabody's average weekly rent is \$120 per week
- £20m annual subsidy compared to target rents and £477m to market rates
- We built 1,176 new homes in 2020-21 of which 86% were affordable
- £8m contributed to the community foundation in the last year





GOVERNANCE

- Experienced board and executive management team with diverse skillset remains in place
 - 15 board members post merger
 - 40% are women
 - 23% identify as black, Asian or minority ethnic
- 2 resident main board members and resident representation on all committees
- Independent board reviews conducted through 2019 and 2020
- G1, V2 rating maintained with Regulator's In Depth Assessment completed in 2021
- Adopted the NHF Code of Governance



SUSTAINABLE FINANCE FRAMEWORK

- Our Sustainable Finance Framework (SFF)
 has been drafted in alignment with ICMA
 and LMA Green and Social Bond Principles
 and Guidelines
- For capital or operating expenditures, a look-back period of up to 36 months prior to the time of financing will be applied
- We expect to allocate an amount equivalent to the net proceeds raised under this SFF to Eligible Projects within 24 months of financing
- We will make and keep publicly available reporting on the allocation of net proceeds and wherever feasible report on the impact of the projects, within 12 months of issuance
- DNV has provided a Second Party Opinion (SPO) to confirm that this SFF aligns with the internationally recognised principles
- External verification of the tracking of the proceeds will be provided by an appointed qualified external party
- We expect the majority of funds to be allocated to projects to be delivered in the next two years, largely building affordable housing to EPC B and above

Label	ICMA /LMA Category	Description	Relevant SDGs
	Affordable Housing	Construction of new Social and Affordable homes in the UK	
=		Re-financing of existing Social and Affordable housing in the UK	(mins) (m-)
Social	Access to Essential Services	Support residents and community partners to deliver children's activities, sporting programmes, health and wellbeing sessions as well as clubs for young people	MART BY
		Placemaking and improving green spaces	申 4二 (本さ) 事を (本さ) 事 (本さ) 事を (本さ) 事を (本) 事 (本) 事 () 事 (
	Employment Generation	Employment generation, and programs designed to prevent and/ or alleviate unemployment	* **
	Green Buildings	Construction of new Green Buildings in the UK (EPC B or above)	
_		Re-financing of existing Green Buildings in the UK (EPC B or above)	TARGET 7-3
Green	Energy Efficiency	Renovation of existing homes that improve unit EPC ratings by two notches or improve energy efficiency by at least 30%	
	Renewable Energy	Projects aimed at integrating renewables into the energy system for buildings e.g. solar	(2003) P-7

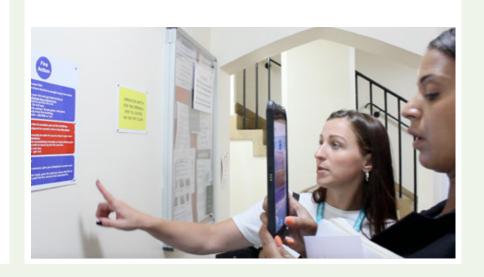
ASSET MANAGEMENT AND DEVELOPMENT UPDATE



BUILDING SAFETY AND ASSET MANAGEMENT

- We have aligned our aspirations on development to make sure that we can deliver on our first priority, the safety of existing residents
- Over the last 3 years, Peabody has incurred \$84m of capital spend on fire safety works
- Peabody is focusing its efforts on fire safety work on a risk based approach over the next 5 years
- One of the first organisations to implement the recommendations of the Hackitt review of Building Regulations and Fire Safety
- We have also focused our asset management spend to where it is needed most
- Dedicated damp and mould project
 - Risk assessment for all properties available to tenants
 - Microsite for information and resources
- Increased focus on locality delivery model

Satisfaction of repair work	2020-21	2019-20	2018-19
Satisfaction of last repair	85%	81%	81%
Satisfaction with quality of last repair	90%	89%	80%
Satisfaction with call handling	82%	88%	89%



DEVELOPMENT STRATEGY

- Focus on delivering affordable/social rented homes
- No additional development as a result of merger
- c.2,300 new homes p.a. across targeted geographies
- With a tenure split that is currently around 40% social rent, 40% shared ownership and 20% market sale
- On track to have started 7,000 new homes by 2023 as part of our strategic partnership with the Mayor of London
- Existing development opportunities including Dagenham, Holloway, SE and surrounding areas to London
- Emphasis on placemaking long term stewardship delivering great places to live

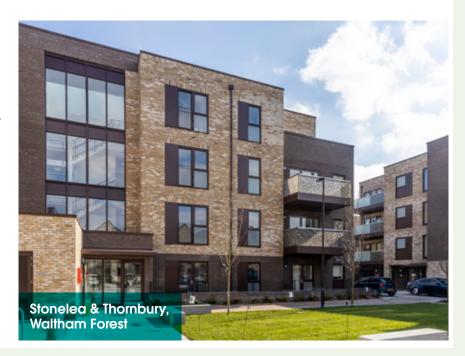
- Flexibility on tenure mix
- Whilst we have some extended projects, most of our development commitments cover a 3 year period
- As at 31 March 2021 Peabody had:
 - Development expenditure contracted for but not included in financial statements £1.4bn
 - Development expenditure authorised by the Board but not contracted £668m



RISK BALANCED CONSTRUCTION AND SALE PROGRAMME

- Land-led development strategy gives flexibility enabling better management of risk in the development pipeline based on carefully selected sites
- Adjusted ambitions in recent years to focus on building safety and requirements of sustainability. Build more homes where we can - emphasis on long term commitment to place and stewardship
- Close working relationship with GLA, Homes England and others to secure grant income for developing social housing, reducing reliance on market sale
- Flexible budgeting process with funds being released to support new projects, only when sales have been achieved
- Demonstrated ability to slow down or halt development activity when needed

- Continue to utilise JVs when scheme and partner skills are appropriate to share risk e.g., Gillender2
- Capital at risk thresholds and liquidity requirements set to withstand significant sales downturn



THAMESMEAD

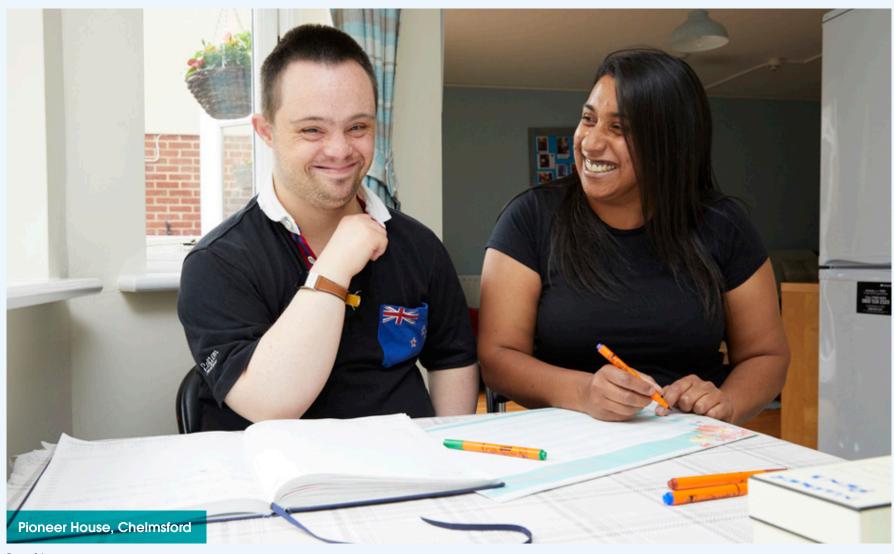
- Remains a 30-year project which we are 5 years into, but have already delivered:
 - Southmere including library is progressing with 1,600 homes
 - The Reach 66 homes
 - Cultural Infrastructure plan and Thamesmead Community Fund
- Green infrastructure framework Living the Landscape to manage 250ha including 50,000 trees, 5 lakes and 7km of canals
- Waterfront JV with Lendlease has now appointed masterplanners
- Open to variety of funding options to deliver long-term transformational change







FINANCE AND TREASURY



HALF YEAR TRADING

Strong financial performance for the first half of the year

Income and expenditure (£m) ¹		
	H1 2021	H1 2020
Turnover - from core operations	254	248
Turnover - from sales	92	51
Turnover	346	299
Operating Surplus	124	103
Operating Margin	36%	34%
Sales Margin	13%	20%
EBITDA - MRI ²	323%	311%

- Increase in revenue largely due to the volume of completions of new build sales in the first half of the year
- Overall operating margin continuing to be in line with pre-pandemic levels
 - Strong base level of performance supports expectation of meeting budget for key metrics
 - Sales margins are consistent with expectations and with the trading experienced in the second half of 2020-21
- Continue to direct resources to building safety spending, planned improvement works and responsive repairs activity
 - Some catch up in asset management costs for works that could not be delivered in 2020
- Rent arrears, which are in line with expectations, are being carefully managed and monitored

^{1.} Unaudited consolidated trading update for Peabody for the six months ending 30 September 2021

^{2.} Operating surplus excluding depreciation and amortisation less capitalised repairs/interest expense (lender covenant definition)

HALF YEAR TRADING

and undrawn facilities in place to fund our pipeline

of new affordable homes

Strong financial performance for the first half of the year

Statement of Financial Position ¹				
		30 Sept 2021	31 Marc	ch 2021
Housing properties		7,159		7,004
Other tangible fixed assets ²		551		557
Other investments		134		141
Net current assets		236		143
Total assets less current liabilities		8,080		7,845
Capital and reserves		3,471		3,382
Loans > one year		2,729		2,678
Other long term liabilities		1,880		1,785
Reserves and long term liabilities		8,080		7,845
Gearing % ³		36%		34%
We continue to have very low gearing compared	Development		2021HY	2020HY
to the sector	Homes in management		67,732	67,331
Recent fixed asset sales reflect focused management	Homes Completed in period		502	501
of stock and improved staircasing levels	Homes Started in period		801	390
 Significant progress in development and place-making Started work on over 800 new homes in the last 6 months 	Unsold Properties at 30 SEP 2021	Reserved/ Exchanged	Available	• Total
Completed the first 130 new homes in	Over 6 months	30	53	83
South Thamesmead and submitted planning applications to deliver over 2,000 affordable homes at Dagenham and Holloway	Between 3 and 6 months	25	77	102
 Balance sheet has strengthened over the period Retained strong liquidity, with £1.2 billion of cash 				

1. Unaudited, consolidated trading update for Peabody for

2. Revaluations of investment properties are performed at year end only

the six months ending 30 September 2021

3. Net debt / non-current assets

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KEY FINANCIAL METRICS



FUNDING STRATEGY

- Simple and flexible funding structure
- Facilities largely held at Peabody Trust level
- Actively managed with fixed rate swaps broken in March 2021
- All swaps embedded within loans
- Over 18,000 unencumbered assets with security value c£3bn
- Contractual commitments for next 3 years covered
- 18 months cover with no new funds, no sales, committed development only

- Regular review and management of interest rate risk, liquidity golden rules fixed price arrangements and selling off plan where appropriate
- Monthly stress testing undertaken

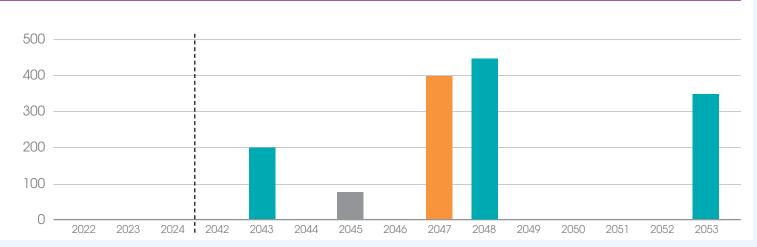
Funding

	30 Sept 2021 £m
Total Available	4,079
Drawn Debt	2,963
Available To Draw	1,116
Available Cash	110
Total Available Facility And Cash	1,226
Fixed Rate %	72
WACC %	3.52

Capital markets debt







CONCLUSION



CREDIT HIGHLIGHTS

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Early Adopter of

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- A3 / A- (both stable) credit ratings with objective to remain an A rated entity
- In the process of finalising a strategically important merger with Catalyst Housing (rated A-) that will further strengthen performance but allow focus on local services
- Our mission remains to help people make the most of their lives

TERM SHEET

Issuer	Peabody Capital No 2 plc
Original Borrower	Peabody Trust
Issuer Rating (Moody's / S&P)	A3 / A- (both stable)
Size	Benchmark
Tenor	16 years
Repayment	Bullet
Documentation	Please refer to Preliminary Admission Particulars dated 21 February 2022
Asset Cover Test	1.05x EUV-SH, 1.15x MV-ST plus charged cash
Use of Proceeds	The net proceeds from the issue of the bonds will be used for sustainable purposes in accordance with the Sustainable Finance Framework
Listing	London, International Securities Market
Active Bookrunners	Barclays, Lloyds Bank Corporate Markets, NatWest Markets, SMBC Nikko

APPENDIX



HISTORIC FINANCIALS: INCOME STATEMENT

Income and expenditure (£m)				
	2021	2020	2019	
Turnover – Social Housing Lettings	438	425	375	
Total Group Turnover	630	662	565	
Operating Costs	(486)	(505)	(416)	
Surplus on sale of fixed assets	51	40	24	
Change in value of investment properties	(7)	(9)	35	
Operating Surplus	188	188	208	
Net Interest	(78)	(74)	(60)	
Gift on acquisition	-	347	-	
Surplus before taxation	110	461	148	

HISTORIC FINANCIALS: BALANCE SHEET HIGHLIGHTS

Assets and Liabilities (£m)				
	2021	2020	2019	
Tangible Fixed Assets - Housing	7,004	6,739	5,426	
Investment Properties	479	482	462	
Cash and Cash Equivalents	127	186	132	
Total Assets	8,295	7,992	6,796	
Creditors: amounts falling due within one year	(450)	(209)	(212)	
Creditors: amounts falling due after more than one year	(4,338)	(4,384)	(3,647)	
Net Assets / Reserves	3,382	3,303	2,817	