

# PRIMARY HEALTH PROPERTIES PLC

“A Dedicated Healthcare REIT”



*“The objective of the Group is to generate rental income and capital growth through investment in primary health property in the United Kingdom leased principally to GPs, NHS organisations and other associated health users.”*

## Full Year Results – year ended 31 December 2012

28 February 2013

# The year in summary



Primary Health Properties

- **£110 million of transactions completed in year**
- **Health and Social Care Act received Royal Assent on 27 March 2012**
- **Core debt funding refinanced: £175 million, four year facility (March 2012)**
- **Issue of 6.23 million shares, raising £18.4 million net of costs (May 2012)**
- **Issue of Retail Bond – £75 million, unsecured, seven year issue (July 2012)**
- **Acquisition of Apollo Medical Partners Limited (December 2012)**
- **16<sup>th</sup> successive year of dividend growth – total paid 18.5p per share (2011: 18.0p)**

# Performance



- Rents received increased by 8% to £33.2 million (2011: £30.7 million)
- Rental surplus increased by 10% to £27.6 million (2011: £25.1 million)
- Profit before revaluation, MTM and other non-recurring charges £7.4 m (2011: £9.7m)
- Rent reviews achieve average 2.4% per annum increase (2011: 3.0%)
- Total contracted rent roll at year end (incl. commitments) £38.9m (2011: £32.3m)
- EPRA net assets increase by 6.3% to £231.9m (2011: 217.6m)
- 16<sup>th</sup> successive year of dividend growth – 18.5 p per share paid (2011: 18.0p)
- First interim dividend for 2013 declared at 9.5p per share, payable on 22 April 2013<sup>1</sup>

# Portfolio



- **Portfolio value (incl. commitments) - £645.4m – net initial yield of 5.72%**
- **183 healthcare centres – 177 completed and owned<sup>1</sup>, 6 forward purchase commitments**
- **Annual contracted rent roll as at 31 December 2012 £38.9m (31 Dec 12 - £32.3m)**
- **Average lease length of 16 years**
- **Rental growth averaged 2.4% p.a. on reviews completed in year (2011: 3.0%)**
- **£6.3 million of acquisitions completed since year end (£0.4m additional rent)**
- **£82 million of acquisitions agreed and in solicitors hands**

# Debt Funding



- **Refinancing of Group bi-lateral loans completed 16 March 2012**
  - **Core debt facilities renewed as £175 million, four year, interest only facility**
  - **Refinance achieved without requirement to impact swap portfolio**
- **£75 million, seven year 5.375% retail bond issued 24 July 2012**
  - **Bond issued on an unsecured basis**
  - **No associated covenant requirements**
- **£25 million, 10 year interest only facility fully drawn in Dec 12 at fixed rate of 3.63% for entire term**
- **Conservative debt finance – LTV of 60.9% (31 Dec 2011: 57.8%)**
- **Weighted average debt maturity of 6.9 years**
- **New £50m facility agreed with a leading bank to refinance assumed Apollo debt**

# Results in Brief



Primary Health Properties

	2012	2011
	£m	£m
Revenue	33.2	30.7
Net Financing Costs	(20.2)	(15.4)
<b>Profit before revaluation result and fair value gain/loss on derivatives</b>	<b>7.4</b>	<b>9.7</b>
Profit on sale of investment	-	0.3
Provision for loan repayment cost on Apollo acquisition	(1.6)	-
Fair value loss on derivatives	(2.9)	(8.0)
Property revaluation gain	(1.8)	10.6
<b>Profit before tax</b>	<b>1.1</b>	<b>12.6</b>
<b>Dividends Paid</b>	<b>13.2</b>	<b>11.8</b>
Dividend Cover <sup>1</sup>	61%	89%

# Balance Sheet Highlights



	31/12/12	31/12/11
Net Assets	£179.1m	£168.1m
Net asset value per share	235.5p	246.3p
EPRA net asset value per share	305.0p	318.7p
Investment portfolio including finance leases	£625.5m	£528.7m
Net Debt	£380.9m	£302.9m
LTV	60.9%	57.8%
Future minimum lease payments receivable	£612m	£526m

# Relative Performance



- **PHP annualised total return compared to equity benchmarks over 1, 3 and 5 years**

	<b>1 year</b>	<b>3 years</b>	<b>5 years</b>
<b>Primary Health Properties</b>	14.7%	14.1%	14.3%
<b>FTSE All-Share Real Estate Index</b>	22.8%	9.1%	-6.4%
<b>FTSE All-Share Index</b>	14.0%	8.1%	4.4%

Source: Bloomberg

- **PHP annualised real estate portfolio out performs benchmark over 1,3 and 5 years**

	<b>1 year</b>	<b>3 years</b>	<b>5 years</b>
<b>Primary Health Properties</b>	7.0%	10.1%	5.6%
<b>IPD All Property Index</b>	2.7%	8.4%	0.5%

Source: IPD

- **PHP return since inception in 1996**
  - IRR over period since inception of 14.3%<sup>1</sup>
  - Average annual inflation (RPI) over period – 3.7%

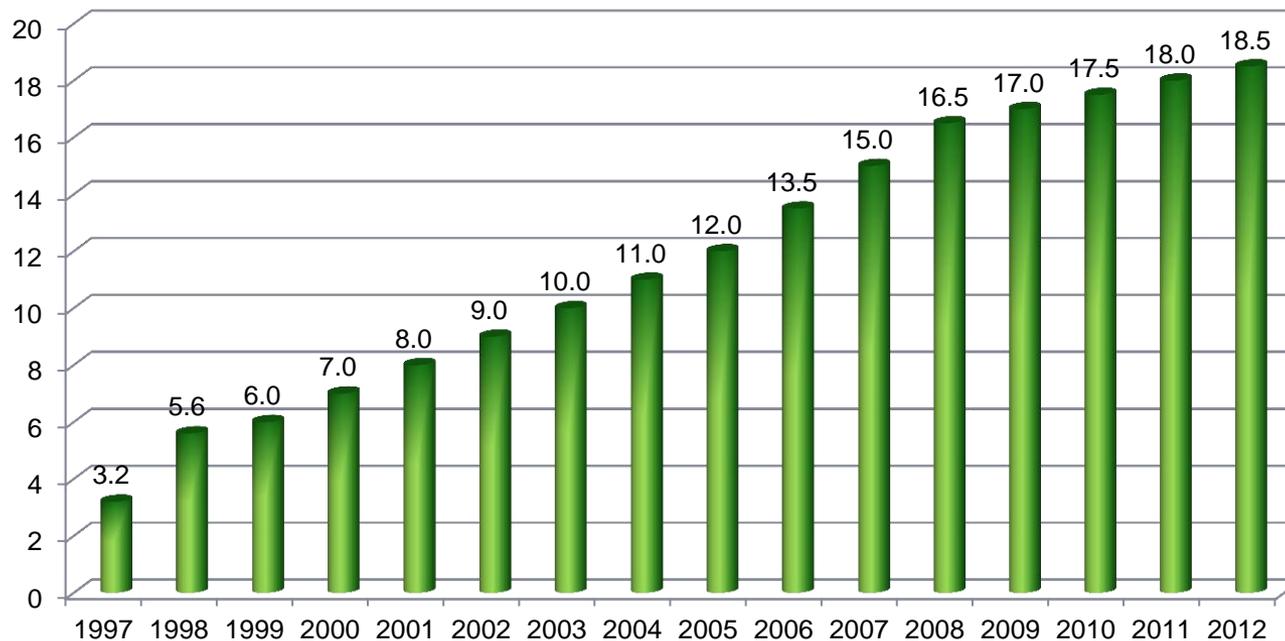
**Notes:**

1. IRR includes total dividends paid to 31 December 12 of 187.8 pence and assumes the sale of the underlying ordinary shares at 348.0 pence, the closing mid market price as at 31 December 2012

# Continued Dividend Growth



- 16 year track record of progressive dividend growth
- Total dividend for 2012 of 18.5 pence – an increase of 2.8% on 2011
- First 2013 dividend declared of 9.5p, payable on 22 April 2013<sup>1</sup>



**Dividends since listing – paid - 187.8p, declared - 9.5p, total – 197.3p**

# Rebuilding Dividend Cover



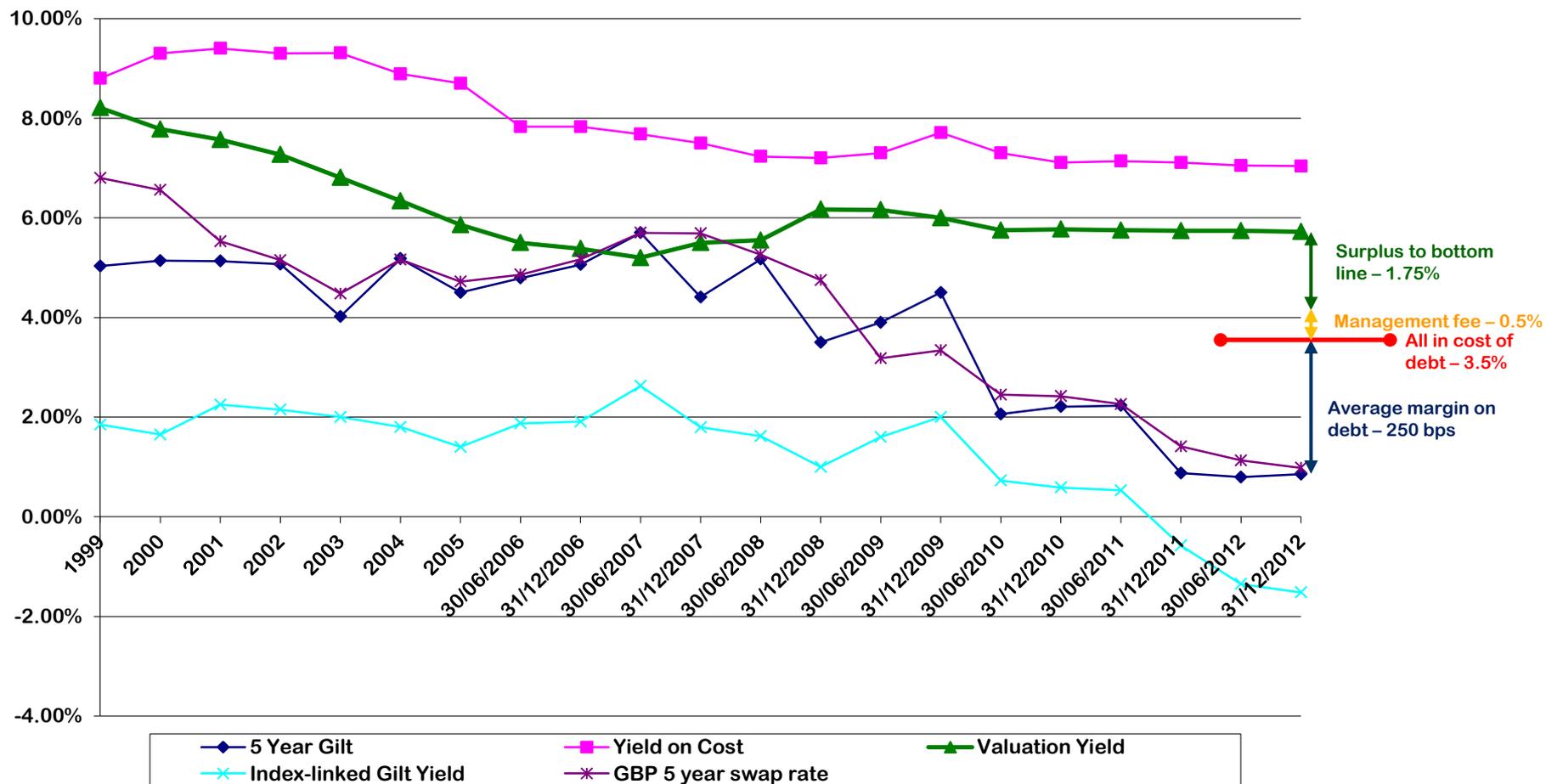
Primary Health Properties

- **Number one management priority to rebuild dividend cover**
- **Fall in cover in 2012 due to**
  - **Renewal of bi-lateral loan facility and increased margins**
  - **Short term drag to invest proceeds of Retail Bond**
- **Impact of Apollo acquisition not fully felt as completed in December 2012**
- **Positive spread from new business drops down to bottom line**
- **Upwards only rent reviews with RPI and fixed elements**

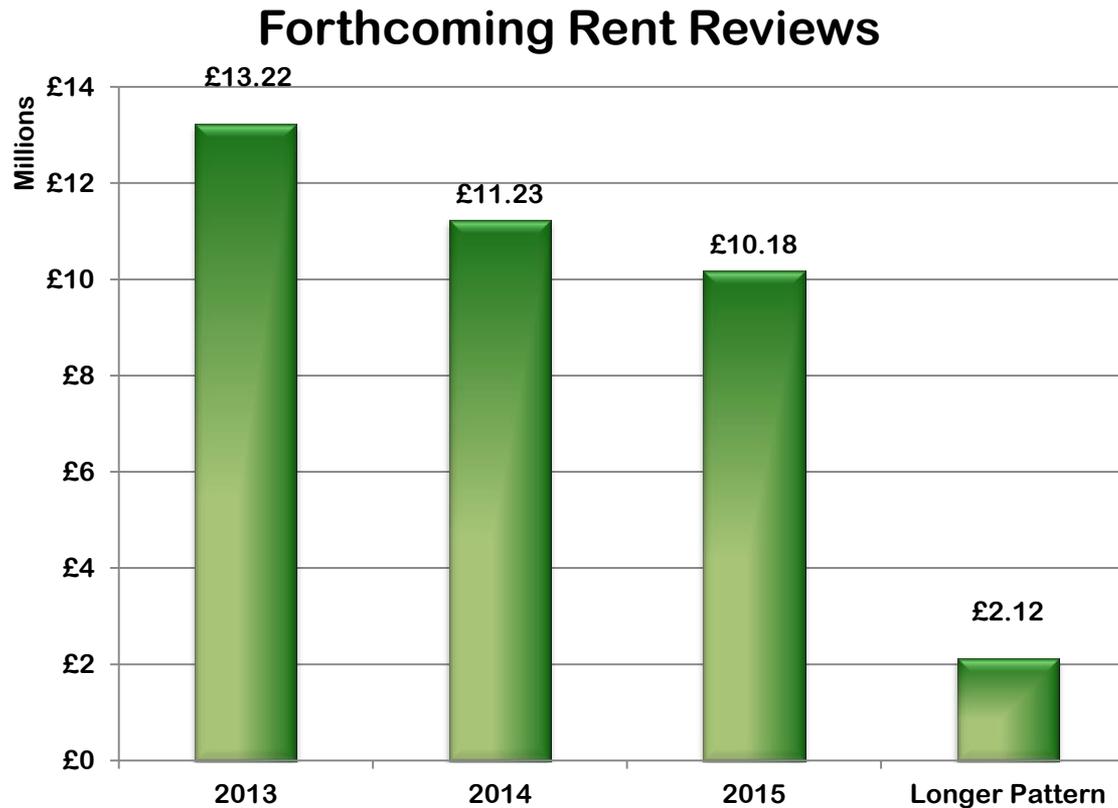
# Yield on Cost and Value



Primary Health Properties



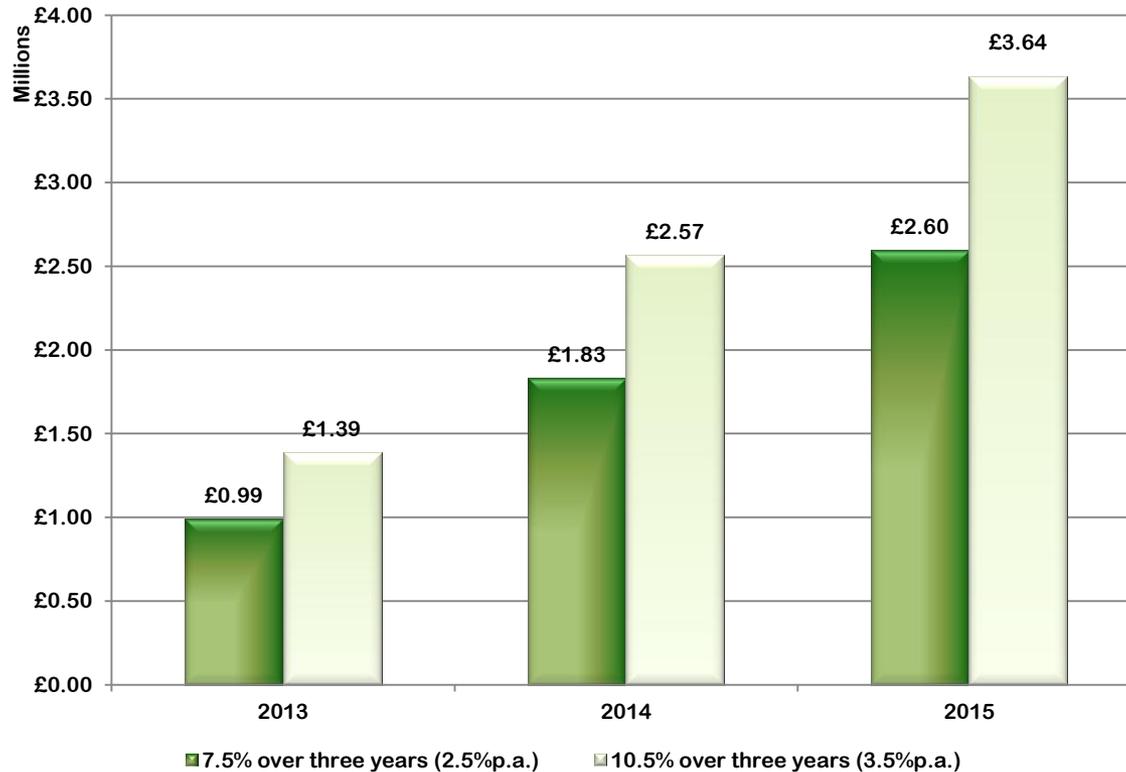
# Forthcoming Rent Reviews by Annual Rent at 31/12/12



**Annual contracted rent on completed assets - £36.76 million**

# Cumulative Cash Flow from Rent Reviews

## Impact of average return on rent reviews over three years



# Portfolio Strength



- **Key characteristics**
  - **177<sup>1</sup> completed rent producing assets**
  - **6 forward purchase commitments (all to be delivered in 2013)**
  - **Weighted average unexpired lease term of 16 years (31 December 2011: 16 years)**
  - **Strong tenant covenant – 90% of rent roll paid for directly/indirectly by the Government**
  - **All leases effectively upward only rent reviews**
  - **95% of leases subject to triennial rent reviews**
- **These characteristics result in highly visible cash flows and stable valuation yields**
- **Portfolio net initial yield stable at 5.72% (31 Dec 2011: 5.74%), yield on cost over 7%**

# Portfolio analysis



- 70% of assets are greater than £3 million in value
- Average lot size in portfolio - £3.52 million (31 Dec 2012: £3.35m)

Capital value	No. of assets	Value (£'m) <sup>1</sup>	%'age	Cumulative %'age
£9 million +	6	71.90	11.2%	11.2%
£3 - £9 million	83	378.43	58.6%	69.8%
£1 - £3 million	90	191.62	29.7%	99.5%
£0 - £1 million <sup>1</sup>	4	3.42	0.5%	100.0%
<b>Total</b>	<b>183</b>	<b>645.37</b>	<b>100.0%</b>	

Of the four assets under £1m in value, one has been conditionally committed to be sold and two have leases close to being renewed/extended

# DCF Valuation – as at 31 December 2012



- The length of leases produces robust DCF valuations to underpin valuation of PHP
- Additional valuation based on discounted cash flow<sup>1</sup>
  - £720million vs £645million
  - £75million increase
  - Equates to 99 pence per share of additional NAV
- Discounted using 7% per annum
- 2.5% rental growth per annum
- 1% growth in residual values per annum
- 65% from rents 35% from residual values
- Discount rate sensitivity:
  - At 6.5%, valuation of £758million
  - At 7.5%, valuation of £685million

£'m	Annual Rental Growth Assumption					
		0%	1%	2%	2.50%	3%
DCF RATE	6.0%	£702.0	£737.4	£776.7	£798.0	£820.4
	6.5%	£666.5	£700.2	£737.6	£757.8	£779.1
	7.0%	£633.5	£665.6	£701.2	£720.4	£740.6
	7.5%	£602.7	£633.3	£667.2	£685.4	£704.7
	8.0%	£573.9	£603.1	£635.4	£652.8	£671.1

# Apollo Investment Asset – acquired December 2012



## Fort William Health Centre

**Tenants:** 16 GPs (between 3 practices), Health Board and Pharmacy

**Constructed:** May 2007

**NIA:** 3,468 sqm

**Value:** £10.8 million

**Patient numbers:** 14,000



# Apollo Investment Asset – acquired December 2012



## ShIPLEY Medical Centre, Yorkshire

**Tenants:** 8 GPs and Pharmacy

**Constructed:** November 2007

**NIA:** 2,394 sqm

**Value:** £6.8 million

**Patient numbers:** 8,000



# Apollo Asset Under Construction – acquired December 2012



## Beacon Centre for Health, Swansea SA1

**Tenants:** 10 GPs (2 practices), Health Board, Pharmacy, Dentist and University

**Target Completion Date :** March 2013

**NIA:** 2,901 sqm

**Cost:** £8.4 million

**Patient numbers:** 10,500



# Investment Acquisition – acquired May 2012



## Caerphilly, South Wales

**Tenants:** 3 GPs, Local PCT, pharmacy

**Constructed:** May 2012

**NIA:** 1,250 sqm

**Cost:** £3.8 million

**Patient numbers:** 9,500



# Investment Acquisition – acquired November 2012



## Rotherham Community Health Centre

**Tenants:** Rotherham PCT (GP, diagnostic and PCT services and urgent care)

**Constructed:** November 2008

**NIA:** 4,635 sqm

**Cost:** £14.1 million

**Patient numbers:** 13,400



# Forward commitment

## Stourbridge, West Midlands

**Tenants:** 10 GPs

**Delivery anticipated:** September 2013

**NIA:** 2,600 sqm

**Cost:** £8.5 million

**Patient numbers:** 29,050



# Asset Management Projects

**5 projects completed in 2012 – total capex £0.36m, average 12.5 years added to existing leases, return on capital of over 52%**



## Larksfield Surgery, Stotfold – On site, Completion March 2013



Construction of a two consulting room extensions at existing medical centre. Lease to be renewed for a new 25 year term (current lease – 12 years remaining). Passing rent £126,000, return on capital of 26%.

Cost £112,000



## Poplar Grove, Aylesbury – On site June 13, completion Q1 2014



Extension to double the size of the existing medical centre to accommodate local practice merger. Whole of enlarged centre to be fully let for new 24 year term (existing centre has 12 years remaining).

To be 11 GPs- 20,000+ patients

Cost £2.38m



## Total of 6 projects approved for 2013, 1 on site

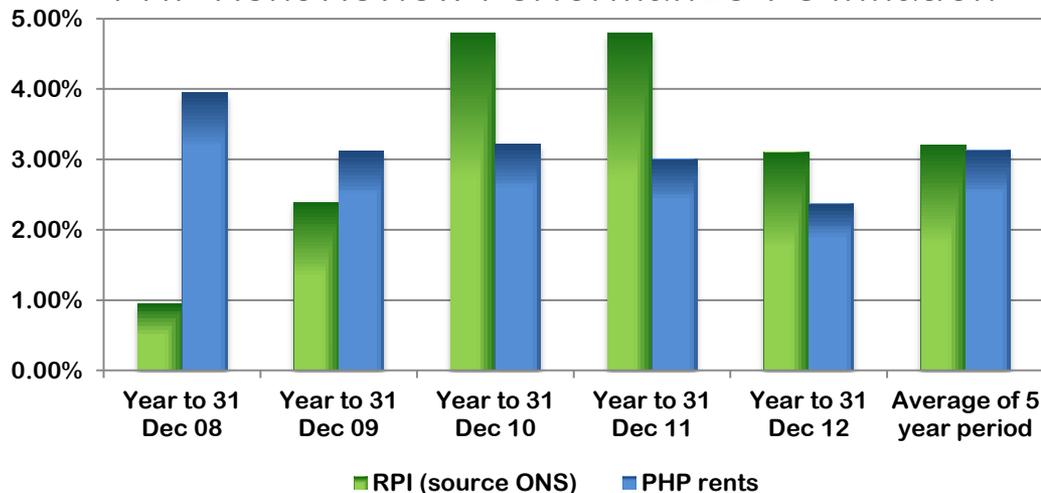
- Include pharmacy additions, minor refurbishment programmes and practice extensions
- Total projected cost of £6.0 million, average lease extension – 17.4 years
- Rental yield on cost of 7.2%, return on capital of over 32%

# Rental Increases Achieved



- Reviews completed to 31 Dec 12 average increase 2.4% per annum (2011: 3.0%)
- % of rent roll on fixed uplift – 5% (2011: 2%)
- % of rent roll index linked – 11% (2012: 11%)
- Balance open market effectively upwards only – 84% (2011: 87%)
- Historically rental increases have broadly tracked RPI increases

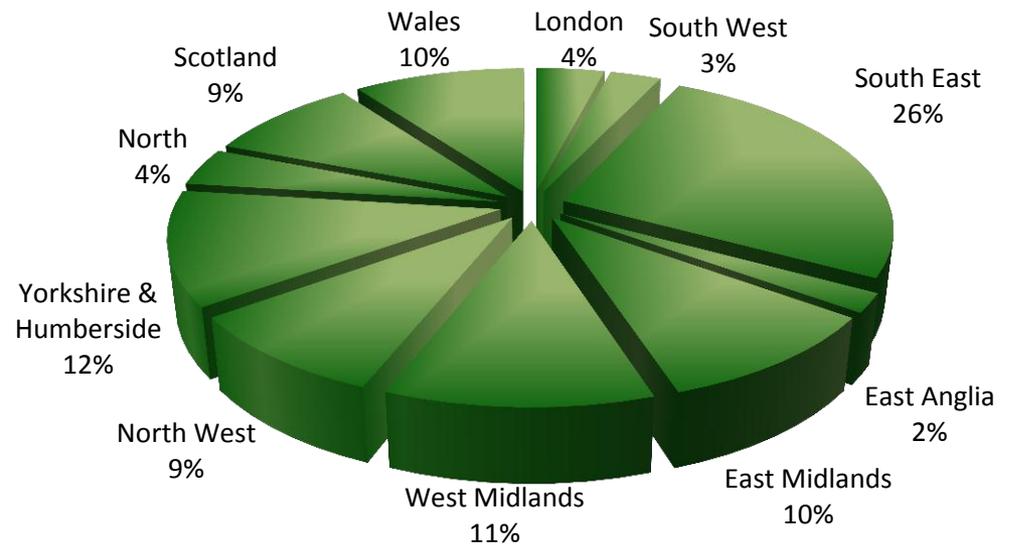
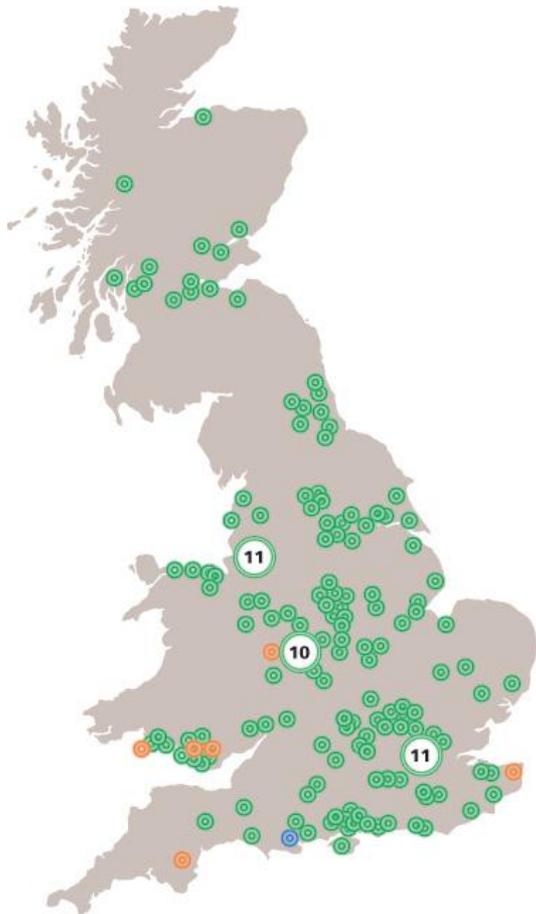
## PHP Rent Review Performance v's Inflation



## Drivers of Rental Growth

- Reducing the NHS carbon footprint
- Specification creep
- Building regulations
- Replacement cost
- Inflation

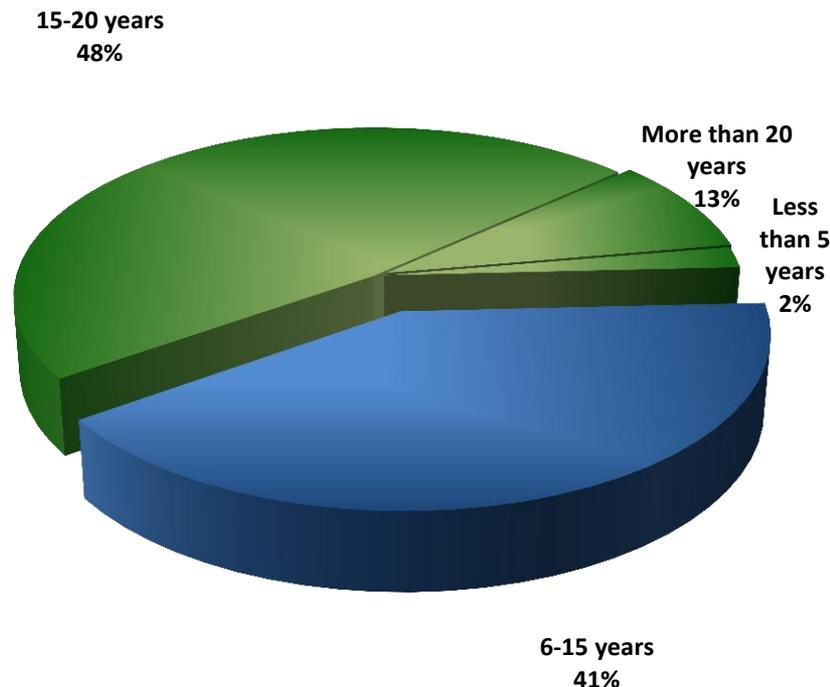
# Wide Geographical Spread



# Long Leases

- Average lease length 16 years
- 61% of leases with more than 15 years remaining
- New leases typically 20 - 25 years
- Active asset management and lease renewals maintenance lease length
- 95% of leases with triennial rent reviews
- Effectively upward only\*
  - 5% of rent roll on fixed uplift
  - 11% of rent roll index linked
  - 84% of rent reviewed to open market

## Analysis of leases unexpired



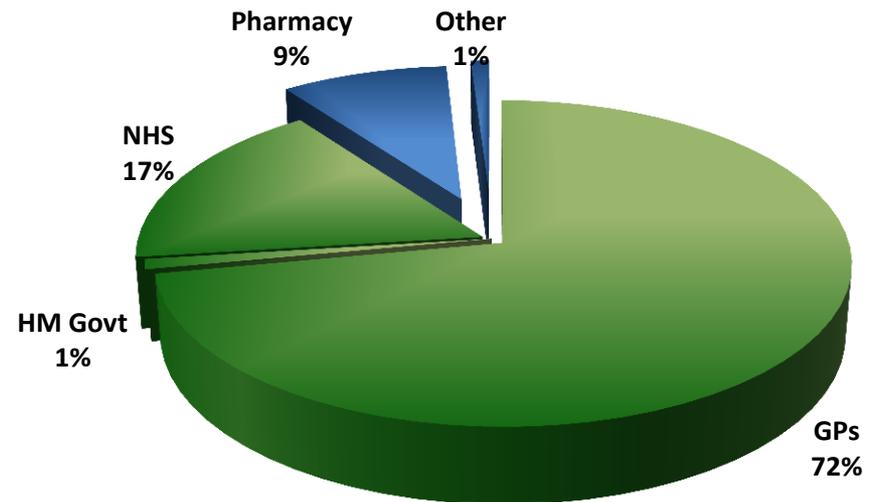
\*Rental agreements have upward and downward provisions however a review can only be instigated by the landlord.

# PHP portfolio analysis by tenant type



- PHP owns and leases freehold or long leasehold modern purpose-built primary healthcare facilities
- 183 primary care facilities, 177<sup>1</sup> completed and 6 committed
- Primary tenants
  - GP surgeries
  - PCT/Health Boards
  - Pharmacies

## Tenancy split by contracted rent



90% directly or indirectly from the Government

# PHP portfolio analysis by tenant type and location



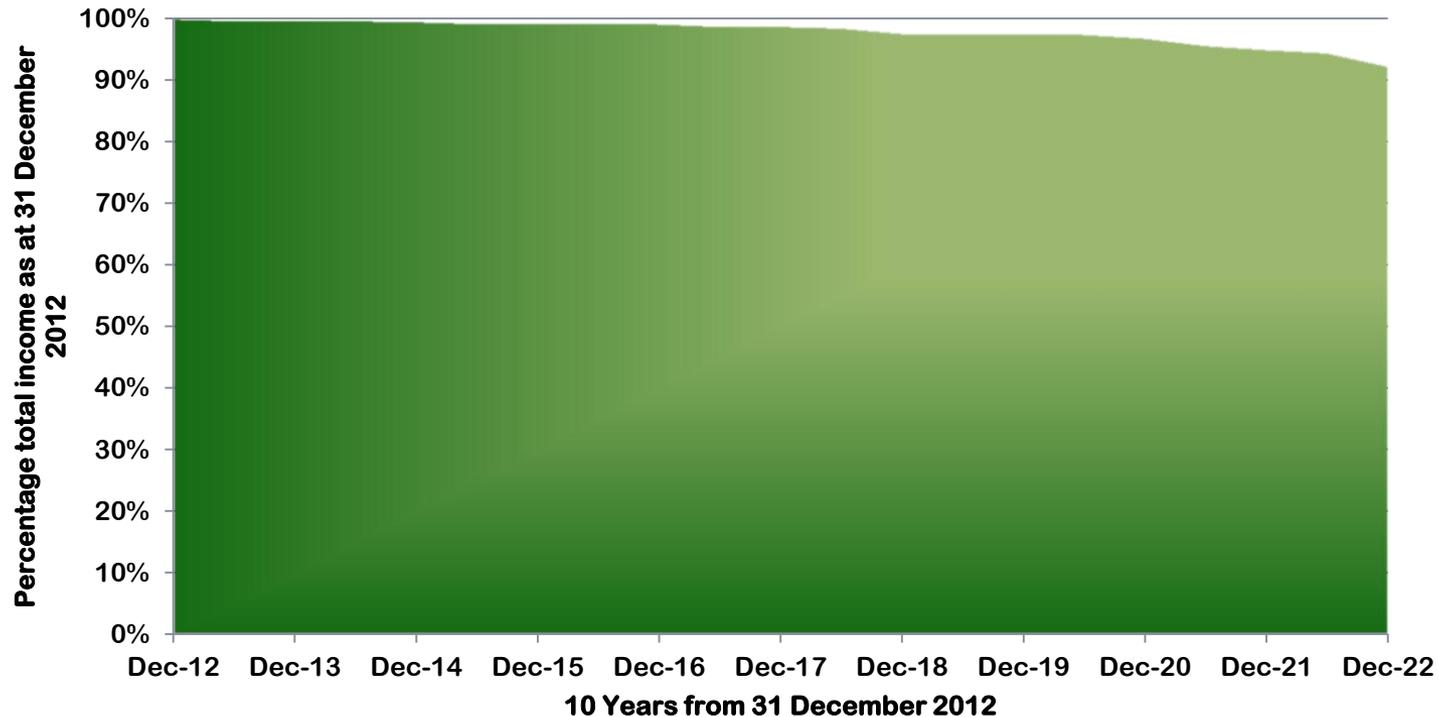
	England	Scotland	Wales	Total
<b>GPs</b>	57.9%	6.9%	7.0%	71.8%
<b>NHS/Government</b>	13.9%	1.8%	2.6%	18.3%
<b>Pharmacy</b>	7.5%	0.4%	0.8%	8.7%
<b>Other</b>	0.9%	0.0%	0.3%	1.2%
<b>Total</b>	80.2%	9.1%	10.7%	100.0%

	England		Scotland		Wales	
	Before Act	After Act	Before Act	After Act	Before Act	After Act
<b>GPs</b>	PCT	NCB	Health Board	Health Board	Health Board	Health Board
<b>NHS/Government</b>	PCT	NHS Propco	Health Board	Health Board	Health Board	Health Board

# Security of Income by Lease Expiry



Primary Health Properties



**Receiving over 90% of current passing rent in 10 years time  
assuming no review increases and no lease extensions**

# Secure Borrowing Facilities<sup>1</sup>



## Average maturity of bank debt – 6.9 years

Provider	Maturity	Facility	Headroom
RBS	Mar 2013	5.0	5.0
AIB	Jan 2013	27.0	-
Clydesdale Bank	July 2014	50.0	50.0
RBS/Santander	Mar 2016	175.0	50.0
Aviva	Nov 2018	75.0	-
Aviva	Dec 2022	25.0	-
Aviva	Jan 2032	26.7	-
Aviva (Apollo) <sup>2</sup>	Nov 2033	52.3	-
Retail Bond	July 2019	75.0	-
Cash		-	25.1
<b>Total</b>		<b>511.0</b>	<b>130.1</b>
Committed to fund			(19.9)
To repay AIB			(27.0)
<b>Effective headroom</b>			<b>83.2</b>

- **£175m, 4 year, interest only Club facility commenced March 2012**
- **Maximum LTV covenant 65%**
- **Minimum ICR covenant 1.4x**
- **Average bank debt margin of 230 bps**
- **£75 million, seven year, unsecured retail bond issued on 23 July 2012**
- **Interest rate risk mitigated by portfolio of swaps and caps**
- **Group LTV – 60.9%**
- **Additional banking relationships being built**

# Joint Managers and Fee Base



- Nexus TradeCo Limited and J O Hambro Capital Management Limited act as joint managers to the Company
- Stepped management fees represent value of scale to investors as incremental fee rate reduces as assets under management increase

Gross asset value	NPM	JOHCML	Total
Up to £50 million	0.5500%	0.4500%	1.0000%
Incremental fee charged on assets:			
Above £50 million, less than £350 million	0.4125%	0.3375%	0.7500%
Above £350 million, less than £450 million	0.4875%	0.2625%	0.7500%
Above £450 million, less than £500 million	0.5625%	0.1875%	0.7500%
Above £500 million, less than £750 million	0.4500%	0.0750%	0.5250%
Above £750 million	0.3750%	0.0625%	0.4375%

- Incentive fee payable, based on performance (replaces options previously held). 15% of excess over total return hurdle of 8% per annum. No incentive payment since 2007 and deficit of £66.7 million needs to be earned back before any further payments will fall due.

# Conclusion



- **Low risk business model with 90% of rental income underpinned by Government funding**
- **Proven business model – 100% occupancy**
- **Demographic and political drivers – ageing population, cross party commitment to NHS**
- **Long term non-cyclical market**
- **Well positioned to lead next phase of Primary Care premises development following Health Act and devolution of budget and commissioning responsibility to GPs**
- **Well funded following refinance of significant majority of debt facilities and bond issue**
- **Substantial number of acquisition opportunities at historic attractive valuations to return company to full dividend cover**
- **Positive yield gap between acquisition yield and funding costs**
- **Committed management team with firm alignment of shareholder interests through substantial shareholding**
- **Inflation hedge characteristics with progressive dividend policy and track record**

# Contact details



**Harry Hyman**

**Managing Director**

**harry.hyman@nexusgroup.co.uk**

**Telephone: 020 7451 7050**

**Phil Holland**

**Deputy Managing Director**

**phil.holland@nexusgroup.co.uk**

**Telephone: 020 7451 7050**

# Disclaimer



## IMPORTANT NOTICE

This document has been prepared by Primary Health Properties PLC (the “Company”) and is the sole responsibility of the Company. The information in this document is accurate as at the date of this document and its contents are therefore subject to updating and revision.

The information in this document is being supplied to you by the Company solely for your information and may not be reproduced or redistributed in whole or in part to any other person. This document has not been approved by a person authorised under the Financial Services & Markets Act 2000 (“FSMA”) for the purposes of section 21 FSMA.

Although the Company has attempted to ensure the contents of this document are accurate in all material respects, no reliance may be placed for any purpose whatsoever on the completeness, accuracy or fairness of the information contained in this document, nor is any responsibility accepted for any errors, mis-statements in, or omissions from, this document or any direct or consequential loss howsoever arising from any use of, or reliance on, this document or otherwise in connection with it. No representation or warranty, express or implied, is made or given by or on behalf of the Company or its directors or any other person as to the accuracy, completeness or fairness of the information or opinions contained in this document and no responsibility or liability is accepted for any such information or opinions. Nothing in this paragraph shall exclude, however, liability for any representation or warranty made fraudulently.

This document does not constitute, or form part of, nor is it intended to communicate, any offer, invitation or inducement to sell or issue, or any solicitation of any offer to purchase or subscribe for, any shares or other securities of the Company, nor shall it (or any part of it) or the fact of its distribution, form the basis of, or be relied on in connection with, any contract for any such sale, issue, purchase or subscription.

This document does not constitute a recommendation regarding the shares in the Company. Recipients of this document should conduct their own investigation, valuation and analysis of the business, data and property described therein.

This document may contain forward-looking statements, including ‘forward-looking statements’ within the meaning of the United States Private Securities Litigation Reform Act of 1995. These forward-looking statements are based upon current expectations and assumptions regarding anticipated developments and other factors affecting the Company and its subsidiaries (together the “Group”). They are not historical facts, nor are they guarantees of future performance. Because these forward-looking statements involve risks and uncertainties, there are important factors that could cause actual results to differ materially from those expressed or implied by these forward-looking statements. Further details of potential risks and uncertainties affecting the Group are described in the Company’s filings with the London Stock Exchange and the Financial Services Authority. These forward-looking statements speak only as of the date of this document. Some of the statements are the opinions of the directors of the Company.

The Company will not undertake any obligation to release publically any revisions to these forward looking statements to reflect events, circumstances and unanticipated events occurring after the date of this document except as required by law or by regulatory authority. By accepting this document, you agree to be bound by the provisions and limitations set out herein or imposed herein and to keep permanently confidential the information contained in this document or made available in connection with further enquiries to the extent such information is not made publically available (otherwise through a breach by you of this provision).

All data is sourced by the Company unless identified as otherwise.

February 2013