

## MAXIMISING SHAREHOLDER VALUE Agreement to sell Cash Systems



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- Key drivers for sale
- Agreement to sell Cash Systems for £360m
- Capital Return of £460m to shareholders
- Financial performance
- De La Rue plc going forward
- Q&As

- Crystallises the value created in Cash Systems since 2004
- Focuses De La Rue on Governments, Central Banks & International Corporations, reducing exposure to retail/commercial banking sector
- Intention to build on its position as a world leading manufacturer and supplier of banknote printing and banknote paper, and of security features and authentication systems and products used in payment and identity transactions

### Agreement to Sell Cash Systems for £360m

- Agreement to sell Cash Systems to The Carlyle Group
- Cash consideration of £360m, on cash and debt free basis
- Businesses sold: BTA, DTP & OEM (excluding CPS)
- Turnover £286.6m, EBIT £35.5m

#### Subject to conditions

- Shareholder approval Class 1 Circular and EGM
- Regulatory approvals

**Completion targeted before end of September 08** 

#### **Crystallises value built since 2004**

### **Capital Return of c.£460m to Shareholders**

- Proposed return of c.£460m, equivalent to 305 pence per share
- Comprising:
  - Net disposal proceeds of c.£330m

- After advanced pension contribution ( $\pounds 15m$ ) and estimated restructuring costs ( $\pounds 10m$ )

- Plus £160m special dividend announced at Prelims (which will be incorporated into a single capital return)

- By way of B share scheme and share consolidation (option to receive capital return as either income or capital)
- Details of capital return to be sent to shareholders after sale completion

## **Accelerating Shareholder Value**

- Crystallises investment created in Cash Systems since 2004
- Enhances financial characteristics of De La Rue
  - improves Group margins with strong cash conversion
  - good visibility markets with long-term growth drivers
  - includes retained interest in Camelot, UK lottery operator
- Anticipated reduction in underlying cost structure of £17.8m by c.50% over 18 months
  - one off cost of £10m
  - simplified business structure
  - focused customer base

#### Strongly positioned to drive outstanding returns

## **Going Forward - Security Paper and Print**

#### MARKET

- Global banknote demand growing at GDP+
- Limited number of competitors
- C.15% of market served by commercial printers
- High barriers to new entrants
- More aggressive banknote recirculation policy

#### COMPETITIVE

- Market leader
- Established competitors
- Refreshed capital asset base
- Strong brand loyalty (high level of trust)
- Long term customer relationships

#### PRODUCT / SERVICE

- Market leading security features strong IP portfolio
- Vertical integration paper to holograms
- Strong delivery capability
- SPW business opportunity
- Threat of counterfeiting drives new note design

#### FINANCIAL

- GDP+ sales growth but lumpy
- Consistent strong cash generation
- Order book visibility c.12 months in 2008/09
- Long term stability
- Moderate future capex requirements

Good market, strong competitive position, well positioned for the future, outstanding financial returns

# Segmental analysis – 2007/2008

	EXISTING GROUP		RETAINED GROUP	
	Turnover £m	Operating Profit £m	Turnover £m	Operating Profi £m
SECURITY PAPER AND PRINT DIVISION				
Currency	316.7	79.5	316.7	79.5
Security Print	74.8	9.8	74.8	9.8
Identity Systems	26.5	4.6	26.5	4.6
Eliminations	(9.4)	-	(9.4)	-
Sub Total	408.6	93.9	408.6	93.9
Allocated Overhead		(14.3)		(14.3)
TOTAL SECURITY PAPER AND PRINT DIVISION	408.6	79.6	408.6	79.6
CASH SYSTEMS DIVISION	296.6	42.4		
Cash Systems	286.6	43.4	-	-
Cash Systems Cash Processing Solutions	58.4	1.0	- 58.4	- 1.0
Cash Systems Cash Processing Solutions Sub Total		1.0 44.4	- 58.4 -	-
Cash Systems Cash Processing Solutions	58.4	1.0		
Cash Systems Cash Processing Solutions Sub Total Allocated Overhead	58.4 345.0	1.0 44.4 (9.3)		-
Cash Systems Cash Processing Solutions Sub Total Allocated Overhead TOTAL CASH SYSTEMS DIVISION	58.4 345.0 - <b>345.0</b>	1.0 44.4 (9.3) <b>35.1</b>	-	- (9.3)

# **Dividend policy and future capital returns**

- As announced on May 22, the Board has agreed a new dividend policy of approximately 1.75 times, based on the underlying earnings for the year
- The Board intends to maintain a progressive dividend policy and is prepared to consider different levels of dividend cover as a result of any short term fluctuations in earnings
- The Board will monitor the shape of the balance sheet and, where appropriate, consider return of surplus cash to shareholders

"We enter 2008/09 with order books in both divisions at a four year high.

"In Currency, this is expected to result in the business continuing to operate throughout the current year at the high levels of capacity experienced in 2007/08.

"Thus, despite the more uncertain financial environment, we remain confident in the outlook for the year ahead."

- Preliminary Results, 22 May 2008

#### **Maximising Shareholder Value 2004-2008**



2004 – 2008 c.£780m returns to Shareholders







**Future organisation aligned around customers**