Preliminary Results2015/16J Sainsbury plc

David Tyler Chairman

John Rogers Chief Financial Officer

Financial highlights

- Maintained market share¹ with good growth in Convenience, Online and Non-Food
- Operational cost savings step-up to £225m
 3-year programme of £500m remains on track
- IAS 19 net pension deficit² reduced to £389m (March 2015: £651m)
- Pharmacy sale proceeds of £125m received
- Property profits of £101m realised in the year
- Liquidity position strengthened by issuance of perpetual securities £4.1bn of facilities, of which £2.9bn drawn down
- Net debt down to £1,826m (March 2015: £2,343m)³

¹ Kantar Worldpanel 52 week Total Till Roll data ending 28 February 2016

² Net of deferred tax

 $[{]f 3}$ Treating perpetual securities as debt (net of fees), net debt would be £2,320m

Group performance

Overview

£m	2015/16	2014/15	Change %
Underlying results			
Group sales (inc VAT) ¹	25,829	26,122	▼ (1.1)
Retail sales (inc VAT, inc fuel)	25,502	25,813	v (1.2)
Retail sales (inc VAT, ex fuel)			▲ 0.4
Retail operating profit	635	720	v (11.8)
Financial Services operating profit	65	62	4.8
Net finance costs ²	(121)	(107)	V (13.1)
Share of JV profits	8	6	▲ 33.3
Profit before tax	587	681	▼ (13.8)
Tax rate	20.8%	25.8%	🔺 498 bps
Basic EPS	24.2p	26.4p	▼ (8.3)
Full year dividend per share	12.1p	13.2p	▼ (8.3)
Statutory results			
Items excluded from underlying results ²	(39)	(753)	
Profit / (loss) before tax	548	(72)	

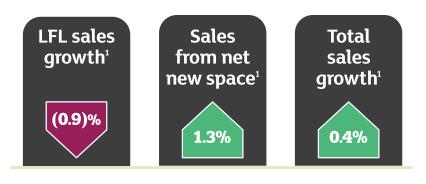
1 Underlying Group sales (inc VAT) excludes an £11m (2014/15: £23m) acquisition adjustment fair value unwind relating to Sainsbury's Bank

2 2015/16 net finance costs are stated inclusive of the 'perpetual securities' coupons (perpetual subordinated capital securities and perpetual subordinated convertible bonds) of £15m

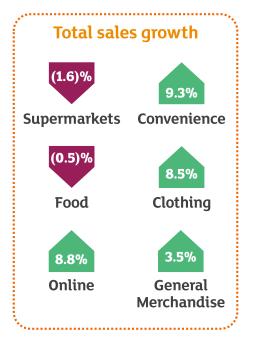
These are then added back to items excluded from underlying results in order to reconcile profit before tax with the statutory accounts

Retail

Growth in like-for-like transactions but food price deflation continues



Contribution from extensions 0.1%²



2016/17 FY Guidance

- Contribution from net new space (excluding extensions and replacements) expected to be around 1%
- Around 250,000 sq ft of gross new space, including 40 to 50 convenience stores and 5 new supermarkets

1 Sales including VAT, excluding fuel**2** Net of disruptions

Retail

Step up in cost savings helps limit the impact of food price deflation

£m	2015/16	2014/15	Change %
Retail sales (inc VAT, inc fuel)	25,502	25,813	▼ (1.2)
(ex VAT, inc fuel)	23,168	23,443	▼ (1.2)
Retail underlying EBITDAR	1,755	1,819	▼ (3.5)
Retail underlying EBITDAR margin %	7.58	7.76	▼ (18) bps
at constant fuel prices	7.42	7.76	▼(34) bps
Retail underlying operating profit	635	720	▼(11.8)
Retail underlying operating margin %	2.74	3.07	▼ (33) bps
at constant fuel prices	2.68	3.07	▼ (39) bps

2016/17 FY Guidance

- We will remain competitive on price in the market
- Food price deflation is likely to continue into H2

Sainsbury's Bank

Good trading performance supports expansion into mortgages

£m	2015/16¹	2014/15²	Change %
Total income ³	274	260	▲ 5.4
Underlying operating profit	65	62	4.8
Net interest margin⁴	4.1%	3.9%	▲ 24 bps
Bad debt asset ratio⁵	0.4%	0.7%	▲ 22 bps
Tier 1 capital ratio ⁶	15.8%	12.7%	🔺 313 bps

1 12 months to 29 February 2016

2 12 months to 28 February 2015

3 Net interest, net commission and other operating income

4 Net interest receivable / average interest-bearing assets

5 Bad debt expense / gross average lending

6 Tier 1 capital / risk-weighted assets

2016/17 FY Guidance

- Underlying operating profit expected to be around 10% lower year-on-year, due to investment required to enter the mortgage market and the impact of reduced interchange fees
- Results prior to the impact of entering the mortgage market and the reduced interchange fees, would result in a year-on-year profit improvement

Sainsbury's Bank

Transition plan remains the main priority in 2016/17

- Focused on customer experience
- Migration of Savings customers expected by late Summer 2016
- Cards and Loans migration currently being re-planned In light of the Group's proposed acquisition of Argos
- Total transition costs forecast to be at the top of the £340m £380m range

Transition costs in 2015/16 - £59m Capital costs in 2015/16 - £19m

- Capital injections to the Bank in 2015/16 £137m
- Business case remains attractive

2016/17 FY Guidance

- Sainsbury's Bank transition costs are expected to be around £40m
- Capital costs relating to the transition are also expected to be around £40m
- Capital injections to the Bank are expected to be c.£20m

Items excluded from underlying results Significant property profits realised in the year

£m	2015/16	2014/15
Profit on disposals of properties	101	7
Sainsbury's Bank transition costs	(59)	(53)
Impairment and onerous contract charge	(1)	(628)
Other items excluded from underlying results ¹	(80)	(79)
Total	(39)	(753)

1 FY15/16 other items excluded from underlying results include:

- Internal restructuring £(15)m
- Transaction costs $\pounds(15)$ m mainly relating to the proposed acquisition of Argos
- Investment property fair value movements £(18)m
- Retail financing fair value movements £(22)m
- IAS 19 pension financing charge and scheme expenses £(28)m
- Perpetual securities coupons £15m
- Acquisition adjustments £3m

2016/17 FY Guidance

- Property profits mainly from mixed-use developments, are expected to be just over £100 million in 2016/17
- Sale of our pharmacy business to LloydsPharmacy is expected to complete in 2016/17, subject to Competition and Markets Authority approval. Expect to recognise a profit on disposal of around £100m

Underlying finance costs

Includes perpetual securities coupons

£m	2015/16	2014/15	Change %
Net finance cost ¹	(121)	(107)	v (13.1)
Net interest cover ¹	5.9x	7.4x	
Fixed charge cover ¹	2.7x	2.9x	

- Capitalised interest £7m (2014/15: £17m)
- Perpetual securities coupons £15m (2014/15: £nil)

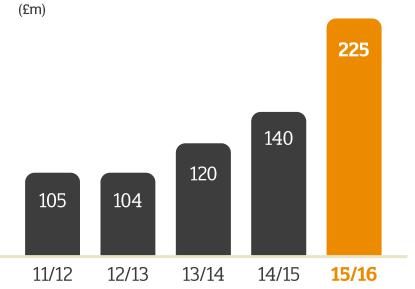
2016/17 FY Guidance

- Net finance costs to be slightly higher yearon-year
- Capitalised interest expected to be similar year-on-year
- Underlying tax rate to be between 22-23%

¹ Underlying finance costs and ratios are stated inclusive of the perpetual securities coupons of £15m. For statutory purposes the perpetual securities will be accounted for as equity and the coupons will be treated as dividends. Therefore, excluding the perpetual securities coupons of £15m, net finance costs are £106m, net interest cover is 6.7x and fixed charge cover is 2.8x

Cost savings A significant step-up on previous years

Annual operating cost savings



2016/17 FY Guidance

- Cost inflation at the lower end of 2-3% range
- Operational cost savings of around £120m
- On track to deliver our three-year £500m cost saving programme by the end of 2017/18

Cost savings

Good progress on our 3-year £500m cost saving programme

- Store support centre and retail management restructure
- Value simplicity driving in-store operational savings Lower levels of waste Less time spent managing inventory Fewer price changes
- Improved vehicle fill across logistics network
- Energy saving initiatives

Investment in zero carbon technologies Natural refrigerants now in 200 stores



Cash flow and working capital New sources of financing raised in the year

£m	2015/16	2014/15
Retail operating cash flow before changes in working capital	1,126	1,085
Decrease in retail working capital	23	313
Retail cash generated from operations	1,149	1,398
Bank operating cash flow before changes in working capital	29	38
Increase in Sainsbury's Bank working capital ¹	(429)	(300)
Group cash generated from operations ²	749	1,136
Interest paid	(108)	(134)
Corporation tax paid	(124)	(91)
Proceeds from sale of pharmacy business	125	-
Net cash used in investing activities	(525)	(900)
Proceeds from issue of shares	8	19
Proceeds from issue of perpetual securities	494	-
Exceptional pension contribution	(125)	-
Dividends paid	(238)	(330)
Elimination of net increase in Sainsbury's Bank cash and cash equivalents	316	343
Other movements	(55)	(2)
Movement in net debt	517	41
Net debt	(1,826) ³	(2,343)

2016/17 FY Guidance

• A small improvement in retail working capital

- 1 Increase in Sainsbury's Bank working capital reflects increased customer lending and diversified funding sources in line with the Bank's funding and liquidity strategy
- ${\bf 3}\,$ Treating perpetual securities as debt (net of fees), net debt would be £2,320m

Retail capital expenditure

A significant reduction year-on-year

£m	2015/16	2014/15
Core retail capital expenditure	542	947
Acquisition of freehold and trading properties ¹	-	(9)
Debtor / creditor movements	1	3
Net retail capital expenditure	543	941

1 2014/15 balance includes income from Harvest, our JV with Land Securities, relating to the repayment of a loan



2016/17 FY Guidance

- Full year core retail capex of around £550m, excluding Sainsbury's Bank capex
- 2016/17 depreciation is expected to increase by around £20m year-on-year primarily due to investment in digital and technology assets that are depreciated over a short lifetime²
- 2 2015/16 year-on-year increase in depreciation was impacted by the impairment in 2014/15 (2015/16 retail depreciation: £552m)

Balance sheet

Reduction in net debt and strong levels of liquidity

- Net debt £1,826m¹ (March 2015: £2,343m)
- Facilities of £4.1bn (March 2015: £3.8bn) including the perpetual securities, of which £2.9bn drawn down
- Market value of property now £10.6bn (March 2015: £11.1bn)
- IAS 19 net pension deficit² reduced to £389m (March 2015: £651m)

Further £125m contribution will take place in August 2016

• No financial covenants across any of our borrowings

2016/17 FY Guidance

• Year-end net debt expected to reduce year-on-year

$1\,$ Treating perpetual securities as debt (net of fees), net debt would be £2,320m $2\,$ Net of deferred tax

Balance sheet

Small impact on key metrics from reduction in profitability

4.3^{2} 3.1 3.1 3.1 **2222** 2.8^2 4.0 4.1 4.1 2.9 3.9 3.8 2.7 11/12 12/13 13/14 14/1511/12 12/13 13/1414/15 15/16 15/16

Fixed charge cover¹

(Group underlying EBITDAR / interest + rent)

1 2011/12 not restated for effects of changes to IAS 19

- 2 For statutory purposes the perpetual securities will be accounted for as equity and the coupons will be treated as dividends Fixed charge cover treats the £15m perpetual securities coupons as interest. Accounting for the perpetual securities coupons as a dividend, fixed charge cover is 2.8x Accounting for the perpetual securities as equity, lease adjusted net debt / underlying EBITDAR is 4.0x. Treating the perpetual securities as debt, lease adjusted net debt / underlying EBITDAR is 4.3x
- 3 Net debt plus capitalised lease obligations (5.5% discount rate) divided by Group underlying EBITDAR
- 4 2012/13 onwards reflect changes in disclosure of lease lengths beyond five years

Lease adjusted net debt / underlying EBITDAR^{1,3,4}

Dividend

We are committed to paying an affordable dividend

- Final dividend 2015/16 down 1.2% to 8.1p
- Full year dividend 2015/16 down 8.3% to 12.1p

2016/17 FY Guidance

• Dividend cover will be maintained at 2.0x underlying earnings

Mike Coupe Chief Executive

Highlights

Delivering against our strategy and planning for the future

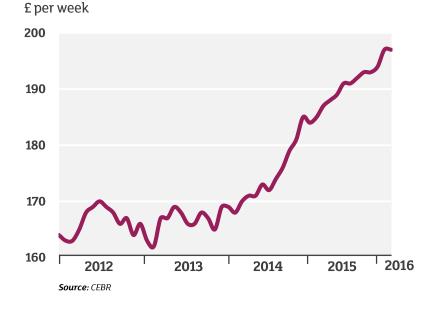
- Good performance in a challenging market Maintained market share¹
 Outperformed our major peers
- Volume and transaction growth
- Industry-leading service and availability
- Strong non-food and multi-channel growth
- Cost savings on track
- Good Bank performance
- Proposed acquisition of Argos accelerates strategy



Market context

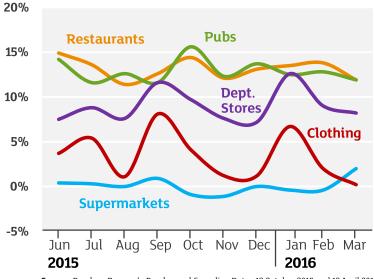
Grocery sector has yet to benefit from rising disposable income

Household discretionary income



UK spend trends

2015 / 2016 (YoY increase)



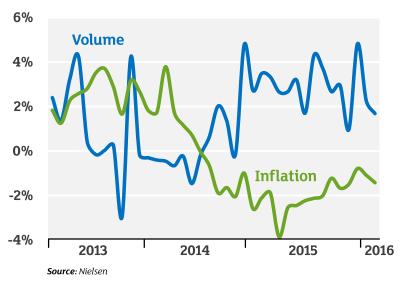
Source: Barclays Research, Barclaycard Spending Data - 12 October 2015 and 12 April 2016

Market context

Food price deflation has persisted throughout the year

Grocery market volume & inflation

YoY % Change



- Volume recovery has remained stable
- Market will continue to be competitive in 2016
- Food price deflation likely to continue into H2

Market context

We have the right strategy to meet the changing needs of our customers

- Changing the way they shop Shopping more frequently across more channels
- Changing the way they interact Sharing more data
- Disruptive impact of technology
 Seamless connectivity and disintermediation



Our quality perception gap has widened

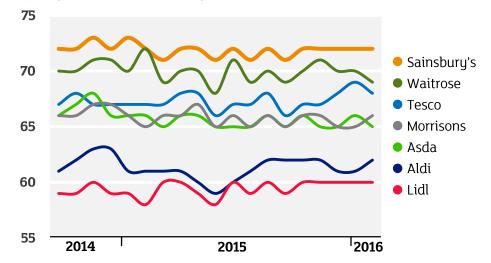
• A programme to enhance the quality of 3,000 own-brand products

750 products now complete Rate of improvements will increase Review of supplier base

- Value of quality highlighted as we have simplified our offer
 Fewer distractions from pricing
- Innovations to inspire our customers *Little Twists* campaign

Quality perception

Question asked: On a 0-100 scale, how would you rate product quality of each of the following brands?



Source: HPI Brand & Communications Tracker – National sample data of Sainsbury's customers

Improving quality in those categories that really matter to our customers



Merchandising Range **Specification** 50 new products - Review of portion sizes - UK's biggest retailer of - Cape, hake, sea bream MSC-certified seafood - Party range, canapés and tartlets



Design

Consistent design across the range

Packaging

Improved shelf ready packaging







Recent quality investments support our commitment to healthy eating



Prepared vegetables



- Innovative new recipes
- Celebrating popular products – cauliflower, sweet potato
- Ready to cook options for ease

Healthy ready meals





- Be Good To Yourself & My Goodness! ranges
- More trend ingredients grains, seaweed
- Improved packaging design
- Clearer calorie messaging

Customers have told us they want a simpler offer and lower regular prices



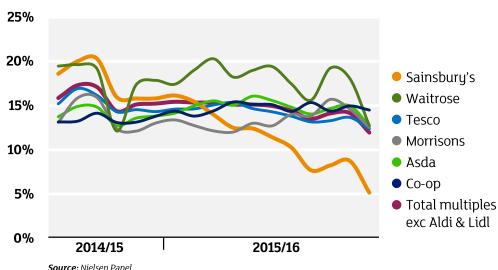
• Simplification of customer offer

Promotional participation down to 28%¹ Vast majority of multi-buys to be phased out

Value of Nectar points issued reduced Brand Match to be reinvested in lower regular prices

- Customer price satisfaction scores continue to improve²
- Volume and transaction growth

Trended % of Total Value Sales sold on Multibuy



Total FMCG – 4 Weekly

1 Nielsen Homescan, % Spend on deal (Total Business, four week data up to 13 February 2016)
 2 CSI Data – Customer Satisfaction Tracking for superstores 2015/16

Great products and services at fair prices Good progress on our £150m COGs recovery programme

- Delivering efficiencies in our end-to-end supply chain
- Pork

Optimised carcass handling across UK supply chain Focus on best supplier for each pork product Consolidation of secondary processing

• Cereals

Detailed ingredient and recipe review Reduction in cost of packaging Pan-European approach to sourcing





Great products and services at fair prices Strong growth in our Clothing and General Merchandise businesses Clothing growth of 8.5% Now the 6th largest clothing retailer by volume in the UK Fastest growing retailer in the top 10⁴ Tu clothing website delivering ahead of expectation Majority choose to Click & Collect

- General Merchandise growth of 3.5%
- Strong performance in seasonal events



Bank continues to expand even during transition

- Nearly 1.7m customer accounts Travel money transactions up 30% YoY Personal loans volume up 15% YoY
- Industry-low levels of customer complaint Fewer than 1.3 complaints per 1,000 accounts
- Travel Money partnership with Western Union for money transfer services
- Planned introduction of mortgage products in 2017



There for our customers

Adapting our space and layouts to reflect changing customer needs

- 'Mission-based' store layout
 New 'food for now' area
 New counters e.g. Patisserie and Take-away
 More space for non-food offer
- Increased self-checkout solutions
- New service desk driving improved customer satisfaction
- Relaunch of colleague service training
- Roll-out of key learnings



There for our customers

Convenience sales now >£2.3bn with opportunities to flex our format

- Convenience growth of over 9%
- 2nd micro store now open in Richmond
- Convenience Retailer of the Year' for the 6th consecutive year at the Retail Industry awards
- Sales impacted by price investment in Fresh categories
- Opened 69 stores during the year
 773 Locals at year-end



There for our customers

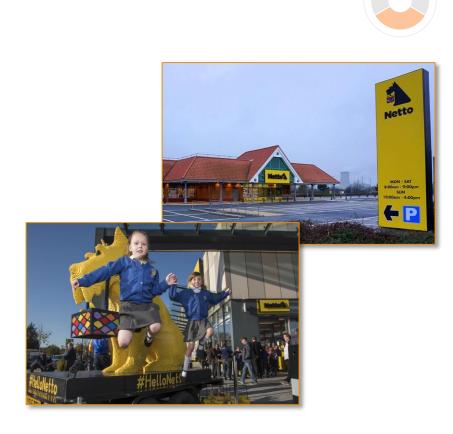
Groceries Online growth accelerates following our recent investments

- Sales growth of nearly 9% and order growth of nearly 15%
- Record week of 289,000 orders
- Click & Collect in 101 locations
 200 by the end of the new financial year
- New App in trial phase
- Online Fulfilment Centre due to open in late 2016 in East London
- Value of online customer through enhanced loyalty



There for our customers Netto openings target achieved

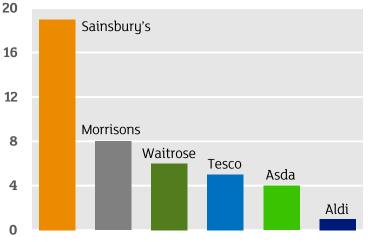
- 15 stores now open
 Variety of location types
- Perform business review
 Trading performance and outlook
 Discounter growth
- Further update at Interims 2016/17



Colleagues making the difference Outperformance in service and availability increases year-on-year

Service and availability leader

Grocer 33 Service & Availability wins this year

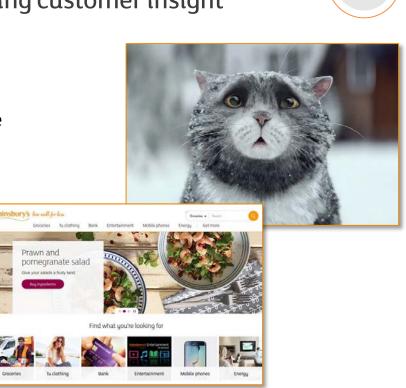


Source: The Grocer 33 Service & Availability wins year-to-date 2015/16



We know our customers better than anyone else Investing in the infrastructure to deliver leading customer insight

- Single view of the customer database now live Improved customer & household view
- New customer relationship management platform now live Personalised marketing campaigns
- Single sign-on due to go live Summer 2016
- Mog's Christmas Calamity
 The most popular campaign by online views



Our values make us different Sustainability Plan is refocused

- Commitment to help households reduce waste *Waste Less, Save More* initiative in Swadlincote
- My Goodness! ready meals range review
 At least one 5-a-day fruit or veg serving
- Extension of the British lamb season for 822 farmers
- More than £1.5m raised for *Save the Children* with our partners from the *Mog's Christmas Calamity* campaign
- Raised over £100m for Comic & Sport Relief since 1999
- Climate Disclosure Leadership Index Award
 Only UK retailer to achieve Band A rating



Argos summary

The proposed acquisition will create significant value for shareholders

- Board recommendation
- Class 2 Transaction
- Scheme structure
- Completion expected calendar Q3 2016
- Conditional upon (amongst other things): Sufficient acceptances from HRG shareholders CMA approval FCA approval Guernsey Financial Services Commission approval



Summary

- Our strategy implementation is ahead of plan Market will remain competitive
- Differentiated position
 Continued outperformance of our major peers
- Opportunity to accelerate our strategy Proposed acquisition of Argos



