wagamama

investor presentation
16 september 2015

disclaimer

forward-looking statements

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use of non-uk gaap financial information

this document contains references to certain non-uk gaap financial measures. for definitions of terms such as “ebitdar”, “rent expense”, “ebitda”, “ebitda margin”, ”adjusted ebitda”, “adjusted ebitda margin”, “new site capital expenditures”, “maintenance capital expenditures”, “other capital expenditures”, “total capital expenditures” and “like-for-like sales growth” and a detailed reconciliation between the non-uk gaap financial results presented in this document and the corresponding uk gaap measures, please refer to appendix a. certain financial and other information presented in this document has not been audited or reviewed by our independent auditors.

certain numerical, financial data, other amounts and percentages in this document may not sum due to rounding. in addition, certain figures in this document have been rounded to the nearest whole number.

investment highlights

an attractive market

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a well established brand

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in a category of one

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stable and resilient business model

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well-invested restaurant portfolio

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highly cash generative

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experienced management, committed staff

overview

1. strong Q1 2016 and progress on all key metrics
2. continued strong sales momentum with total revenue growth +18.5%
   - UK LFL +13.1%
3. adjusted ebitda % up to 15.7% from 14.4%
4. traded ahead of the competition for 68 consecutive weeks[1]
5. margin enhancement initiatives on track
6. measured roll-out with good pipeline
7. strong free cash flow

Q1 is 16 weeks spanning 27 april 15 – 16 august 15

[1] the peach tracker group as of 6 sept 2015

1. strong Q1 trading and continued strength in all key metrics

q1[1]

underlying free cash flow[2] generating £9.4m

underlying cash conversion[3] 103.9%

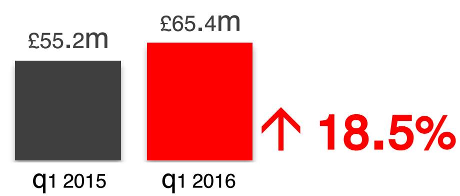
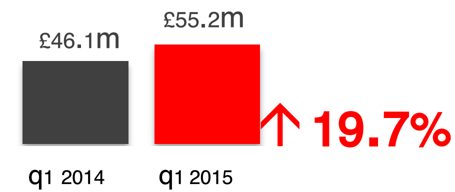
net debt[4] ↓ to £119.6m

	run-rate adjusted EBITDA	adjusted EBITDA
LTM EBITDA	↑ £35.9m	£32.6m

Leverage[5]	H1 15	Q3 15	Q4 15	Q1 16
Adjusted ebitda	4.5X	4.3X	4.0X	3.7X
Run rate adj. ebitda	4.2X	4.0X	3.8X	3.3X

[1] Q1 is the 16 weeks to 16/08/15
[2] adj. EBITDA less maintenance capex +/- changes in net working capital (adjusted for £1.6m of one-off refinancing payments, and £1.2m prepayment of pre-opening expenses)
[3] underlying free cash flow / adj. EBITDA
[4] net debt represents total debt less cash
[5] leverage: net debt /LTM EBITDA with and without run-rate adjustment

2. continued strong sales momentum and underlying ebitda % improving

	q1 FY15/16[1]	q1 14/15[2]
turnover		
uk LFL sales	+13.1%	+9.2%
adj EBITDA margin	15.7%	14.4%

further detail in appendix

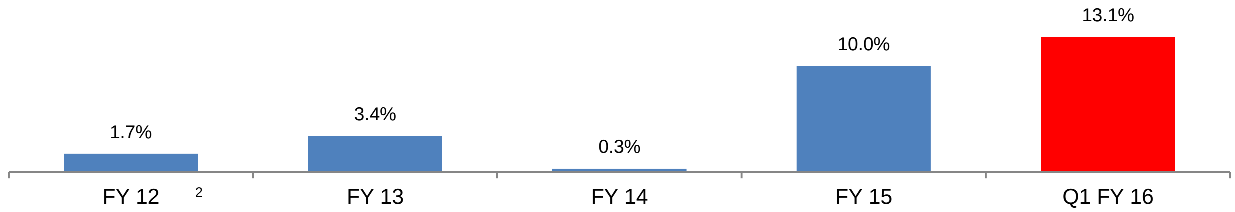
[1] Q1 16 is the interim period of 16 weeks ended 16/08/15
[2] q115 is the 16 weeks to 17/08/14

3. traded ahead of the competition for 68 consecutive weeks[1]

- growth being driven by a combination of covers and average spend per head
- strong performance both inside and outside london

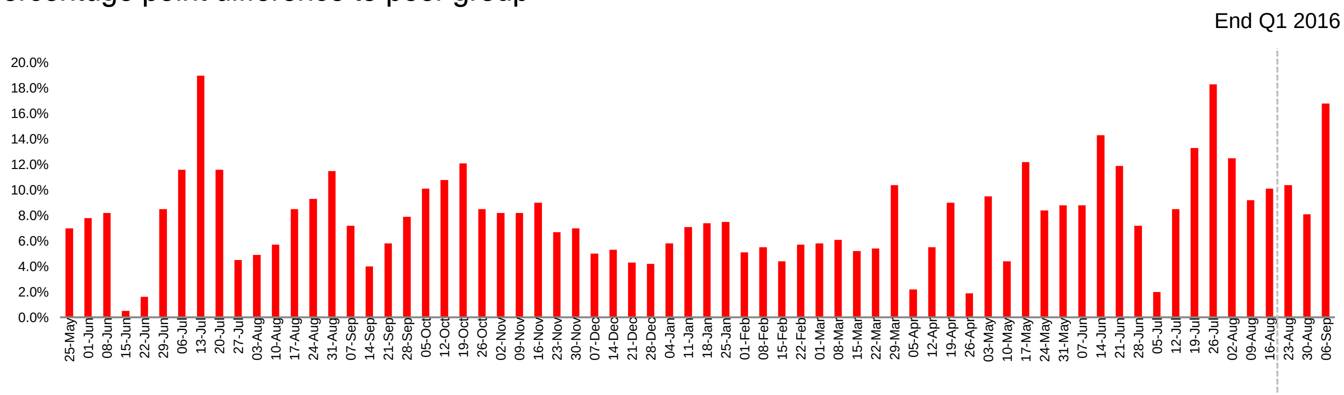
uk LFL sales growth (%)

consistent track record of growth



uk LFL sales growth: percentage point difference to peer group

outperforming peer group[3] for 68 consecutive weeks



[1] including the first 16 weeks of FY16
[2] 53 week adjusted LFL, other periods are based on comparable 52 weeks
[3] wagamama actual LFL sales growth % versus Peach restaurants reported sales growth %

source: data from coffer peach business tracker (as of 6 sept 2015) which monitors sales performance across the following major restaurant operators: byron, carluccio's, gaucho, giraffe, pizza express, zizzi/ASK, la tasca, las iguanas, le bistrot pierre, living ventures (gusto, blackhouse grill), M&B (browns), pizza hut, TCG (henrys cafe bars), TGI Friday's, tragus (cafe rouge, strada, bella italia), wagamama & yo sushi

4. margin enhancement initiatives on track

- procurement exercise nearing completion and full execution
- smart rotas having a significant impact on our profitability and cash

5. measured roll-out with good pipeline

150 restaurants at the end of q1 2016
115 in the uk

new uk openings fy16-date

great marlborough street
trowbridge
glasgow fort
gatwick north
winchester
coventry

new franchise openings fy16-date

amsterdam

openings FY16

great marlborough street

openings FY16

trowbridge

openings FY16

glasgow fort

wagamama

openings FY16

gatwick north

openings FY16

winchester

wagamama

openings FY16

coventry

openings FY16

amsterdam

6. strong free cash flow and continued deleveraging

- improvement in net debt driven by trading performance and timing of capex spend

(£m)	q1 2016	q1 2015
adjusted EBITDA	10.2	7.9
maintenance capex	(1.0)	(0.5)
change in net working capital [1]	1.4	0.7
free cash flow [2]	10.6	8.1
free cash flow %	103.9%	102.6%
new site capex	3.1	2.6

(£m)	run-rate adjusted EBITDA	net debt	ratio	adjusted EBITDA	ratio
H1 2015[3]	30.4	128.8	4.2X	28.6	4.5X
as at 16 august 2015	35.9	119.6	3.3X	32.6	3.7X

[1] adjusted for £1.6m of one-off refinancing costs and £1.2m pre-opening prepayments
[2] adjusted ebitda less maintenance capex +/- changes in working capital adjusted per [1] above
[3] as at 09 november 2015

summary

1. strong Q116 and progress on all key metrics
2. continued strong sales momentum and underlying ebitda % improving
3. traded ahead of the competition for 68 consecutive weeks
4. margin enhancement initiatives on track
5. measured roll-out with good pipeline
6. strong free cash flow

appendix a – Q1– adjusted EBITDA reconciliation

£m		Q1 16		Q1 15		FY15		LTM	
EBIT			3.5		2.1		-		1.4
add back:	depreciation and amortisation	5.4		5.4		17.9		17.9	
	opening costs	1.2		0.3		1.1		2.0	
	exceptional costs	-		-		11.0		11.0	
	board fees	0.1		0.1		0.3		0.3	
	run-rate adjustment [3]	-		-		-		3.3	
			6.7		5.8		30.3		34.5
adj. EBITDA (Q1)			10.2		7.9		30.3		35.9[2]
adj EBITDA per offer memorandum									30.4 [1]

[1] including uk run-rate adjustments of £1.8m
[2] including uk run-rate adjustments of £3.3m
[3] uk run-rate adjustments represent expected run-rate trading (excluding pre-opening costs) for restaurants open less than 39 four-week periods as of august 16, 2015. these adjustments apply to 23 restaurants open between 21 and 39 four-week periods, 8 restaurants open between 10 and 20 four-week periods, and 6 restaurants open between 1 and 9 four-week periods. the uk run-rate adjustment is based on budgeted ebitda for the applicable restaurant once it becomes "mature" multiplied by the ratio of actual annual ebitda at end of 13 four-week periods versus projected ebitda at the end of 39 four-week periods. where a restaurant is ahead of its investment case, we do not perform a run-rate adjustment. we believe these uk run-rate adjustments are appropriate because, based on our experience and the actual performance over 39 four-week periods of 31 fully mature restaurants, the first six four-week periods of a restaurant's trading are not representative of run rate trading. we do not include any run-rate adjustments from our franchised restaurants or company-operated restaurants in the united states in the uk run-rate adjustments.

- we define "ebitdar" as ebitda plus rent expense, "rent expense" as the aggregate fees incurred for the period indicated pursuant to our property lease obligations, "ebitda" as profit for the financial period plus tax on profit on ordinary activities, net interest payable and similar charges, exceptional administrative (expenses)/income, gain/(loss) on disposal of fixed assets, goodwill amortisation and depreciation and impairment of tangible assets, "ebitda margin" as ebitda divided by turnover, "adjusted ebitda" as ebitda adjusted for the impact of restaurant pre-opening costs, sponsor monitoring fees, extra days of trading and uk run-rate adjustments (for the purposes of last twelve months, "ltm" performance), "adjusted ebitda margin" as adjusted ebitda divided by turnover, "new site capital expenditure" as the capital expenditures we incur in order to purchase and outfit a new restaurant in preparation for its opening "maintenance capital expenditure" as the capital expenditures we incur to maintain and refurbish our restaurants, including fitting and fixtures replacement for existing restaurants, "other capital expenditure" as the capital expenditures we incur for overhead costs relating to our central kitchen and other centralised capital expenditures relating primarily to training and it, "total capital expenditure" as the purchase of tangible fixed assets as reflected in our cash flow statements, "like-for-like sales growth" as sales from our united kingdom restaurants that traded for at least 17 full four-week periods. restaurants are included on a rolling basis as each new restaurant is included in the like-for-like comparison once it has traded for 17 full four-week periods. any week in which a restaurant did not have revenue and the preceding and following week are excluded both in the period considered and in the comparative period.

appendix b - strong first quarter

(£m)	q1 2016	q1 2015	growth	full year 2015	full year 2014	growth
group turnover	65.4	55.2	18.5%	193.3	164.0	17.9%
- uk	63.2	53.1	18.9%	186.6	157.7	18.3%
- usa	1.7	1.6	6.3%	5.2	4.8	8.3%
- franchise	0.5	0.5	-	1.5	1.5	0.3%
uk lfl sales	13.1%	9.2%	-	10.0%	0.3%	-
adjusted EBITDA	10.2	7.9	29.1%	30.3	25.3	19.8%
% margin	15.7%	14.4%	130bps	15.8%	15.6%	20bps
% margin[1]	16.5%	14.4%	210bps	16.4%	15.6%	80bps

[1] excludes incremental management incentive charges, reflecting significant over-budget performance

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