

Post Office Limited

Strategic Review – Strategic Transformation Plan

Summary for DBT/UKGI

21st October 2024

Strictly Confidential



Exec summary

The Post Office faces multiple headwinds, with an unviable business model and likely requirement of c. £1.8bn of government funding over the next five years to stay in operation



Challenge

- The Post Office faces **multiple headwinds**, with an **unviable business model** that **depends on significant public funding** to cover operating costs and ongoing 'keep the lights on' investment
- PO's **business model is expected to come under increasing pressure** given exposure to structurally declining markets, historic underfunding and its high cost base



Continuation of 'as is' scenario ('counterfactual')

- We forecast a **growing trading loss** (£**GRO** by end of FY29/30; excl. inflation) and that POL will require additional funding to maintain minimum Security Headroom and cover 'minimum acceptable' investment (above funding to support remediation/inquiry, Horizon replacement and the uncommercial network)
- We expect an indicative **£1.8bn government funding requirement over the next five years** to keep PO in operation, without delivering transformational change (outside of Horizon replacement) and with a FY30 go-forward business still heavily reliant on government



Strategic Plan

- The Plan encompasses an extensive set of initiatives across six core pillars of activity (Proposition, Network, Postmaster/SP relations, Operating Model, Technology/Data, Other considerations)
- The Strategic Plan will **transform Post Office's operations, finances, relationship with PMs and customer experience**, delivering a **viable business model** and proactive steps to counter challenges Post Office is facing, alongside positive steps to address market shifts
- The Plan is sequenced across three phases, with delivery of a sustainable Post Office largely complete by Year 4



Plan financials

- Initiatives in the Strategic Plan deliver change across both the top-line (+£112m) and cost elements (-£178m); the net impact enables POL to **increase Postmaster remuneration to 65% of total revenue**, as well as maintain a positive EBITDA
- The five-year **investment requirement for Strategic Plan initiatives** is c.£**GRO** (combining CapEx and Exceptional spend), or c.£**GRO** inclusive of contingency; when combined with other asks of government, the **total five-year estimated Government funding requirement** (incl. all NBIT contingencies) is £**GRO** (incl. Plan contingencies); £**GRO** **less vs. counterfactual**

Strictly Confidential

The Post Office faces multiple headwinds, with an unviable business model set to come under intensifying pressure.

This is expected to drive a growing trading loss and material dependency on government subsidy.

A high-level counterfactual outlook suggests a £1.8bn investment requirement over the next five years (excl. inflation) to 'keep the lights on'.



Counterfactual build up

The Situation Assessment determined that Post Office is at a critical juncture and faces multiple challenges...

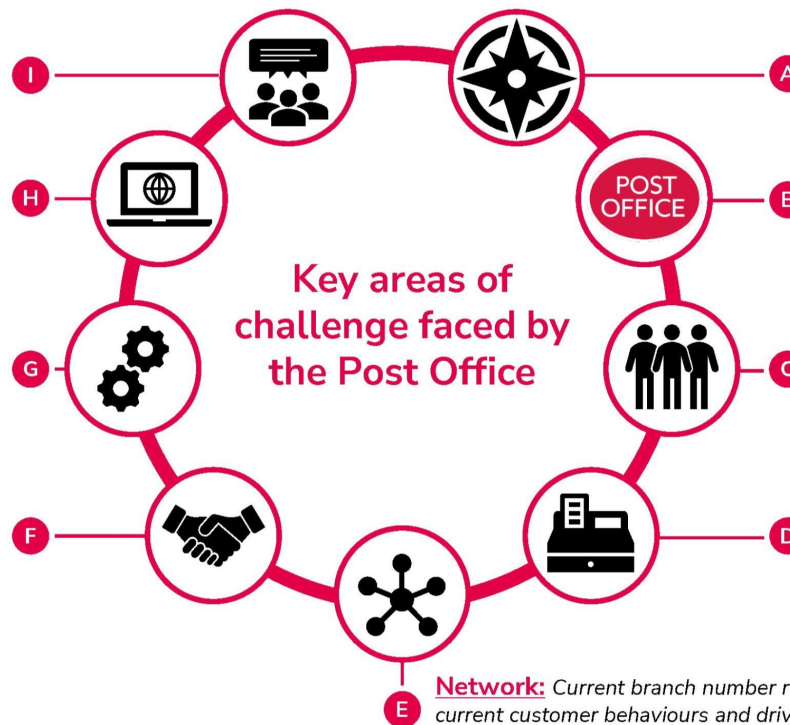
Summary of key areas of challenges faced by POL

Shareholder relationship: Opportunity to reset by providing a strategic plan with transparency around long-term investment required and future financially independent state this would achieve

Technology strategy: NBIT involves high risk 'big band' deployment with uncertain but high expected costs; critical juncture to consider alternatives. Limited focus on transformational in-store technology

Central operations: Comprehensive review required to simplify the organisation, reduce costs, structure operations and instigate cultural change to foster clear-sighted ambition and better support the Post Office of the future

Postmasters: Evident need to reconsider current remuneration model, further professionalise franchisee model and take material steps to redress PO/PM relationships



Purpose: Unclear 'purpose' to date has hampered clear direction – critical for PO to develop a strategy that all stakeholders can align on (& opportunity for PO leadership to drive this)

Brand: Under pressure from the Horizon IT scandal and Inquiry. Whilst damaging, brand trust has been relatively resilient – nevertheless, vital to work to rebuild trust; good brand awareness but close association with Mails/passports anchor 'right to play'; many customers unaware of PO's diverse product set

Customers: Falling retail customer volumes. PO needs to enhance its digital offering to draw customers to branches and better use automation to improve in-branch customer experience

Commercial portfolio: Growing headwinds in core Mails/Retail; while BF4 will help to partially offset, this is unlikely to be a long-term solution and there are likely no 'big bang' new products that could be immediately rolled out

Network: Current branch number requirements are outdated for current customer behaviours and driving an inefficient network, leading to a significant number of unprofitable branches

Counterfactual build up

... with a business model that depends on significant public funding to cover operating costs and ongoing investment

Historical context

Revenue stagnation



- POL revenues have grown at 2% p.a. across the past six years to £911.6m in FY23/24, driven by a c.£70m contraction in Mails, Retail, Government Services & ID services

Service mix shift



- Product mix has shifted considerably to greater focus on banking
 - Banking & ATMs are the main contributors to growth, with a revenue increase of c.£140m

Falling real PM rem



- Overall Postmaster rem has grown by just 3% p.a. from FY18/19
 - FY23/24, lagging significantly behind inflation
 - Growing Postmaster costs have further driven down their profitability and viability

Reliance on gov't



- POL is reliant on government investment for 'keep the lights on' investment and to cover 'one-time' costs associated with Horizon/remediation/Inquiry, with no provision for development

Outlook



- The market outlook is one of further decline in the short term; casting PO as a financially unsustainable business primarily operating in increasingly less attractive markets
- PO revenue is forecast to decline further, with maintenance of PM rem at its current rate (47% of overall revenue) resulting in a $\frac{GRO}{GRO}$ % reduction in average revenue per branch and a deepening of trading loss across the period to (£GRO)
 - This does not quantify total impact on PMs; inflationary rises in their own costs will likely worsen the picture

PO's business model is expected to come under increasing pressure given exposure to structurally declining markets, historic underfunding and its high cost base

Counterfactual build up

Our high-level counterfactual outlook suggests a trading loss of £GRO by the end of FY29/30 (excl. inflation)

Counterfactual forecast financials

Background context

- High-level counterfactual modelling outlines a 'do nothing' scenario. Key assumptions:
 - INFLATION: All numbers shown excluding inflation and Horizon-related contingency /optimism bias (though the latter is captured 'below the line')
 - REVENUE: Follows historic five-year CAGRs, with adjustments based on PO FY24/25 business plan, PO strategy and wider market trends – **excludes BF4**
 - COSTS: Scaled with revenue/ remained flat depending on cost category (with specific adjustments for some line items)
 - POSTMASTER REM: Fixed at 47% across the period (FY23/24 was 45% and FY24/25 is expected to be 46% of revenue)
 - INTEREST PAYMENT: Rises from £14m to £48m FY25/26 and subsequent years (captured 'below the line')
 - INVESTMENT LOAN REPAYMENT: Rises from £7m to £31m in FY26/27 and then nil (captured 'below the line')
- As outlined on the following pages, this outturn coupled with various funding requirements implies an **ask of Government for £1.8bn over the next five years**:
 - This does not include Banking Framework 4 (which will improve Post Office's revenue situation but is not enough to change the narrative)
 - POL is expected to continue to require 'keep the lights on' funding of at least a similar quantum beyond the plan period

High-level estimate; excl. inflation & BF4									
P&L metrics		FY23/24	FY24/25	FY25/26	FY26/27	FY27/28	FY28/29	FY29/30	FY29/30 vs 24/25
Income		£987m	£917m	GRO					
Revenue		£912m	£844m	GRO					
FRES		£25m	£23m	GRO					
Expenditure ¹		(£492m)	(£493m)	GRO					
Network Subsidy		£50m	£50m	GRO					
PM rev. share (incl NSP)	£	£413m	£390m	GRO					
	% of revenue	45%	46%	GRO					
	Avg rev. p/branch	£35k	£33k	GRO					
Trading profit ²		£32m	(£16m)	GRO					

With a growing trading loss in the coming years, POL will have a greater need for Government funding support
(see build-up in next few slides)

Strictly Confidential

Sources: POL input; Teneo research & analysis
Notes: 1. CoS, OpEx and Merchant Commission; 2. Equals Revenue + FRES – Expenditure – PM revenue share

Counterfactual build up

In the next five years, POL will require ongoing funding to support the network, remediation and inquiry activities and to replace Horizon

Estimate; based on current known inputs

Estimated known Government funding ask, FY25/26-FY29/30

	FY25/26	FY26/27	FY27/28	FY28/29	FY29/30	Total	Rationale
Network Subsidy	GRO						Amidst rising cost pressures in supporting the uncommercial network , POL continues to require Network Subsidy from the Government
+							
Remediation & Inquiry	£14m	-	-	-	-	£14m	In addition, DBT is funding remediation and inquiry costs , with the remainder estimated at c.£14m for FY25/26, as public inquiry comes to an end ...
+							
Horizon replacement (excl. contingency & Optimism Bias)	GRO						... as well as Horizon replacement costs (including NBIT program, activities to maintain Horizon in parallel, and further technology workstreams)
Known funding requirement	GRO						The total covers losses on the uncommercial network and ongoing Horizon IT and remediation & inquiry costs <i>Excludes live liabilities/risks</i>


The known funding ask amounts to a total of £ GRO over the next five years (excl. Horizon contingency & “optimism bias”)

Counterfactual build up

In addition, POL will need further funding to maintain minimum Security Headroom and to cover 'minimum acceptable' investment

Estimate; based on current known inputs

Estimated incremental Government funding ask, FY25/26-FY29/30

	FY25/26	FY26/27	FY27/28	FY28/29	FY29/30	Total	Rationale
Funding to meet SH ¹							Given worsening trading profit outlook and increase in interest and investment loan payment over the next five years, POL requires additional funding in order to maintain the recommended SH¹ buffer of £GRO
+							
Investment funding ²							PO outlines a ' minimum acceptable ' level of change spend in e.g. technology, commercial products, 100% of which is presented here, though historically funding levels have not matched the total
 Additional funding requirement						£664m	In addition to known funding requests, POL potentially needs more Government money to cover 'minimum acceptable' operations and sustain its cash position Excludes live liabilities/risks

An incremental funding requirement of £664m is anticipated over FY25/26-FY29/30 to maintain security headroom and support tactical investment

Strictly Confidential

8

Sources:
Notes:

POL input; Teneo research & analysis

1. Security Headroom; 2. Includes 'keep the lights on', 'minimum acceptable' and Teneo contingency as mitigation for diminishing visibility (20% for FY26/27-FY27/28, 30% for FY28/29 and 40% for FY29/30)

Counterfactual build up

In total, our high-level counterfactual outlook projects a £1.8bn investment requirement over the next five years (excl. inflation)

High-level estimate; excl. inflation & BF4

Estimated total Government funding ask²

	FY25/26	FY26/27	FY27/28	FY28/29	FY29/30	Change ¹	Total ¹
Network subsidy	GRO						GRO
Funding to meet SH ³	GRO						
Investment funding ⁴	GRO						
Remediation & Inquiry ⁴	£14m	-	-	-	-		£14m
Horizon replacement ⁵	GRO						GRO
Total funding ask	GRO						GRO
Horizon – DBT Optimism Bias & contingency							GRO
Total ask incl Horizon Optimism Bias & contingency							£1.8bn

This indicative £1.8bn ask over the next five years simply keeps Post Office in operation, without delivering transformational change (outside of Horizon replacement) and with the business in FY30 still heavily reliant on government

Sources: POL input; Teneo research & analysis

Notes: 1. FY25/26 -> FY29/30; 2. Excludes live liabilities and risks. Note that the basis of the numbers presented (e.g. timeframe, inflation) is different to those presented in the Situation Assessment report; 3. Security Headroom. Funding number is a function of trading profit; 4. Data from Jun-2024; 5. Data from Sept-24

Strictly Confidential

Post Office has developed a Strategic Plan that will ensure Post Office can remain viable, transforming to a new model where POL operates fully as a franchisor, with a lean cost base that supports PMs in delivering high-quality in-branch digital services to their communities

The Plan delivers a business fundamentally different in financial health, operational efficiency, digital sophistication and attractiveness (to both PMs and customers) – for a smaller investment quantum vs the Counterfactual



Plan overview

Background and aims

Context

- The Post Office faces multiple headwinds, including: declining relevance of its commercial proposition; significant breakdown in Postmaster relations; poorer public sentiment and government 'trust' following the Horizon scandal and Inquiry
- A change in POL leadership has brought appetite for transformational change and precipitated a Strategic Review
- Teneo was asked to support POL to consider:
 - How does the Post Office need to change in the (near-term) future, to best serve its customers, Postmasters and other key stakeholders?
 - What is the Plan needed to achieve this?
 - What is the funding requirement required to achieve the Plan?

Strategic Review aims




Significant increase in
PM remuneration



Streamlined, fit-for-
purpose central
organisation



Critically assess
approach to Horizon
replacement



Re-evaluate network,
incl. segmentation &
formats



Modernise proposition
and in-store experience

Strictly Confidential



Future vision for the Post Office

Strictly Confidential

Future vision for the Post Office

The future PO must reflect its core purpose, serving communities with essential services via a physical branch network and digital channels

Core purpose of the Post Office



Help citizens manage their daily lives, supporting local communities and businesses to thrive by providing access to essential cash, banking, mails and public services



Provide access for digitally excluded and vulnerable groups (i.e. those who either cannot, or prefer not to, use online/digital platforms)



Provide an interface between physical and digital services, particularly where identity and security are critical

Strategic imperatives

New Deal for PMs

- Create a sustainable, fair and attractive proposition for Postmasters, that reflects their vital role in delivering Post Office services



Improved community service

- Become a platform of choice for businesses and Government to serve and support local communities



Lasting financial stability

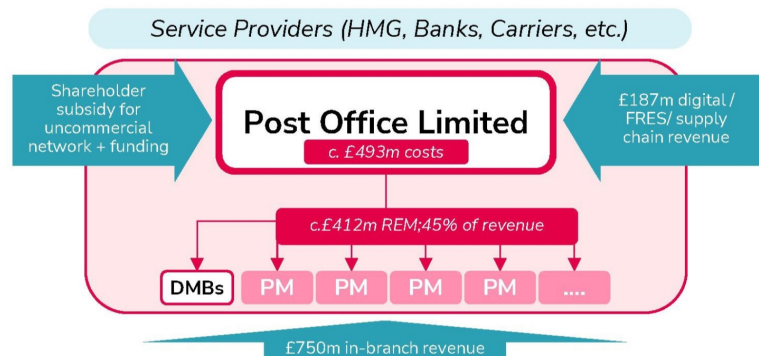
- Achieve financial independence, enabling the Post Office to be sustainable in the long-term



The Strategic Plan will ensure Post Office can (i) remain viable and (ii) fulfil its purpose and the key outlined strategic imperatives; 'mission and values' will be subject to further iteration in the early stages of Plan enactment

Future vision for the Post Office

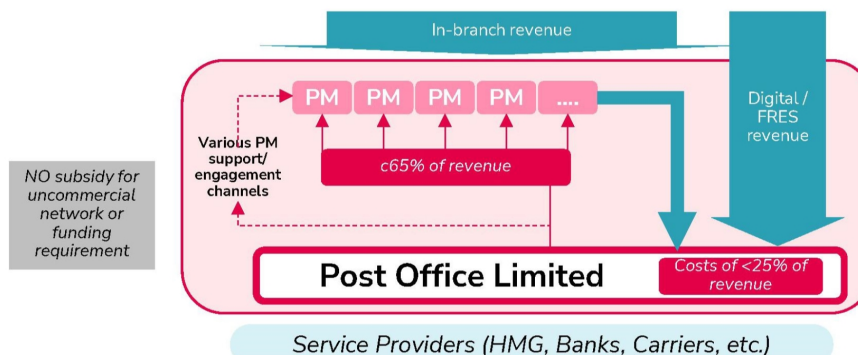
The Post Office is a broad 'system' of customer-facing Post Office branches, the Postmasters who run them and the central POL organisation

As is¹

POL's role

- Characterised by **unclear and blurred responsibilities**, at times leading to uncommercial decisions
- Directly manages Post Office branches as well as via Postmasters
- Treats **PM remuneration as a cost item**
- Limited incentive to **control central costs**

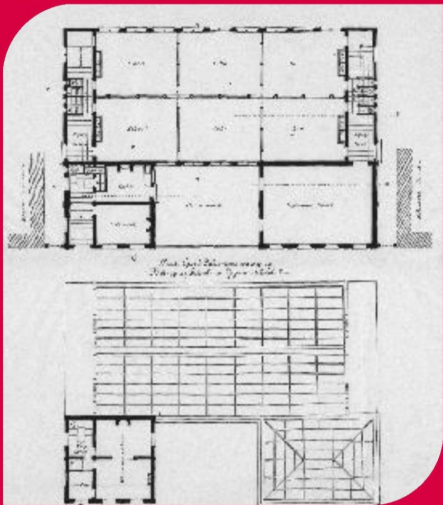
To be (end state)



POL's role

- **Enabling the network of expert Postmasters** serving their local communities and compensating them appropriately
- **Franchisor** providing a range of vital services (e.g. brand, commercial partnerships, propositions, marketing, central administrative services, tech/systems, training, stakeholder engagement, etc.)
- **Providing digital services** that drive margin, bolster brand, and/or enable omni-channel services

The proposed Strategic Plan will transform Post Office to a new model where POL operates fully as a franchisor, with a lean cost base that supports Postmasters in delivering high-quality in-branch and digital services to their communities



Strategic plan

Strictly Confidential

Strategic plan

The plan encompasses an extensive series of initiatives across six core pillars of activity...

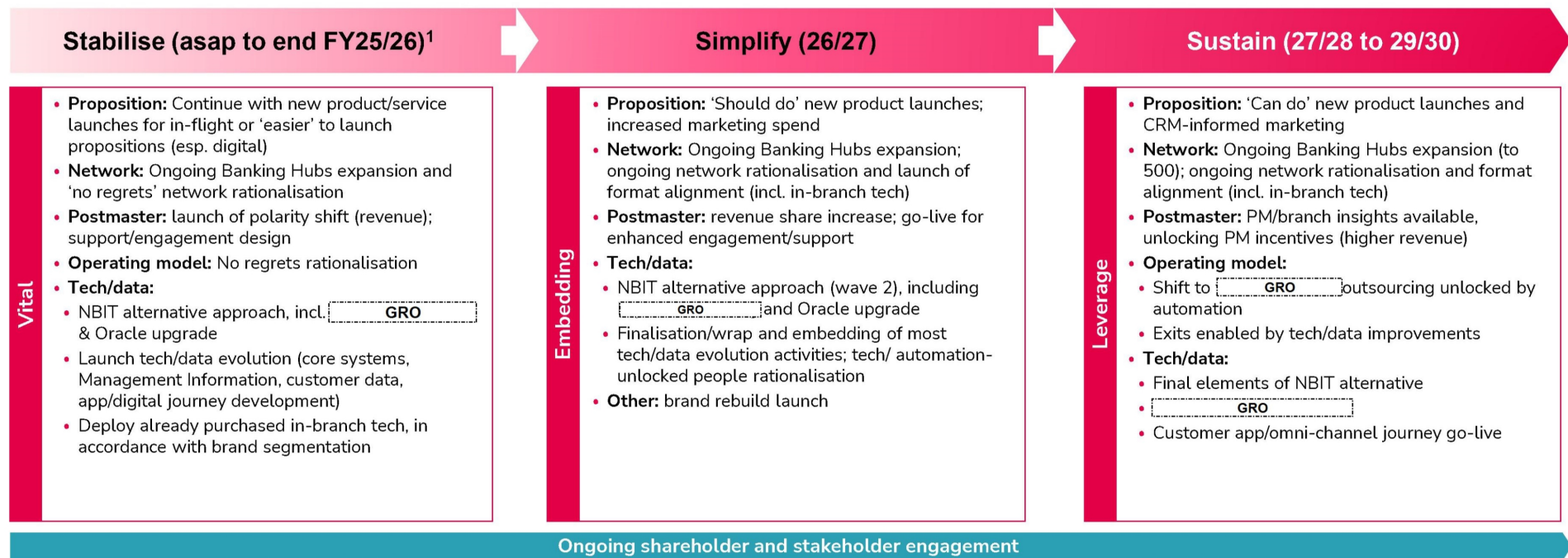
Proposition	Network	Postmaster/SP relations	Operating Model	Technology & Data	Other considerations
<ul style="list-style-type: none"> Capitalise on the Banking opportunity (both PO-delivered banking services and Banking Hubs) Range of new product/ service propositions Increase marketing spend to drive awareness/ consideration Development of enhanced digital/omni-channel customer proposition 	<ul style="list-style-type: none"> 'no regrets' right-sizing of network <div>GRO</div> <ul style="list-style-type: none"> Deploy segmented branch strategy by format and ongoing footprint management approach Material increase in Banking Hubs to c.500 by end FY29/30 	<ul style="list-style-type: none"> Material increase in 'revenue share' and a structural embedding of this within these arrangements Whole 'lifecycle' enhanced package of engagement, support and agency Performance support & incentives Strategic partner strategy 	<ul style="list-style-type: none"> Streamline POL via 'zero-based' principles and org. design best practice ('no regrets'), including creation of new centres of excellence Plan enablers: culture-change programme; capability/ talent-build programme <div>GRO</div> <ul style="list-style-type: none"> ESG strategy 	<ul style="list-style-type: none"> 'no regrets' pursuit of alternative, lower-cost and lower-risk Horizon replacement programme Segmented in-branch technology and automation strategy Core systems refresh Management information enhancement Customer data platform development 	<ul style="list-style-type: none"> Brand rebuild programme Master brand architecture re-launch Stakeholder & shareholder engagement programme Financing and investment Wind-down of Inquiry/related programmes

Clear Strategic Plan vision relating to:



Strategic plan

The Plan is sequenced across three phases, with the delivery of a sustainable Post Office largely complete by Year 4

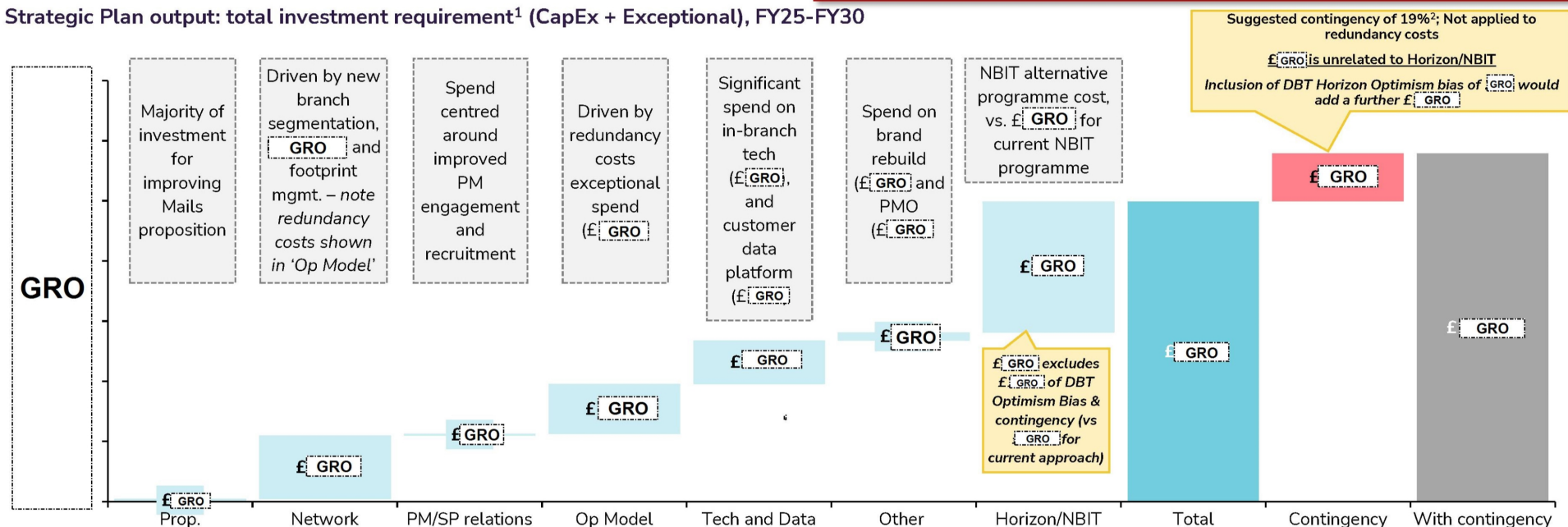


Strategic plan

The five-year investment requirement for Strategic Plan initiatives is c.£ **GRO** (combining CapEx and Exceptional spend), or c.£ **GRO** inclusive of contingency

Forecast represents best estimates from available data; excludes inflation

Strategic Plan output: total investment requirement¹ (CapEx + Exceptional), FY25-FY30



Spend on the Horizon/NBIT programme constitutes c.43% of the total five-year Strategic Plan investment requirement

Sources:
Notes:

POL input; Teneo research & analysis
1. Excludes existing change spend items for FY25/26 which overlap with Strategic Plan initiatives (see later slide for holistic view); 2. Excludes Horizon/NBIT optimism bias (but includes contingency). Contingency not applied to redundancy costs given these represent 'worst case' scenario already; 3. Figure does not include optimism bias or contingency, includes removal of £GRO SPM Indexation Adjustment

Strictly Confidential

Strategic plan

Est. funding requirement (incl. all NBIT contingencies) is £ **GRO**
(incl. Plan contingencies); £ **GRO** less vs. counterfactual

Estimate; excludes inflation

PO metrics		FY24/25	FY25/26	FY26/27	FY27/28	FY28/29	FY29/30	Change ¹	Total ¹	
Revenue		<div>GRO</div>								
Cost excl. merchant comm.										
PM rev. incl NSP	% of total rev.									
	Total (£)									
Avg. rev. p/branch										
Trading profit									GRO	
Estimated total Government funding ask ²										
Network subsidy		GRO							£ GRO	
Funding to meet SH		-	-	-	-	-	-		-	
Investment funding ³		GRO							£ GRO	
Remediation & Inquiry		£ GRO	£14m	-	-	-	-		£14m	
Horizon replacement		£ GRO	<div>GRO</div>							£ GRO
Strategic Plan (excl NBIT)		-								
Total funding req.		£ GRO								GRO
NBIT alternative - DBT Optimism Bias & contingency										
Total ask incl Horizon Optimism Bias & contingency										
Overall Strategic Plan contingencies (incl. revenue/costs/investment)										
Total ask incl Strategic Plan contingency										
GRO										

Commentary on delta vs counterfactual

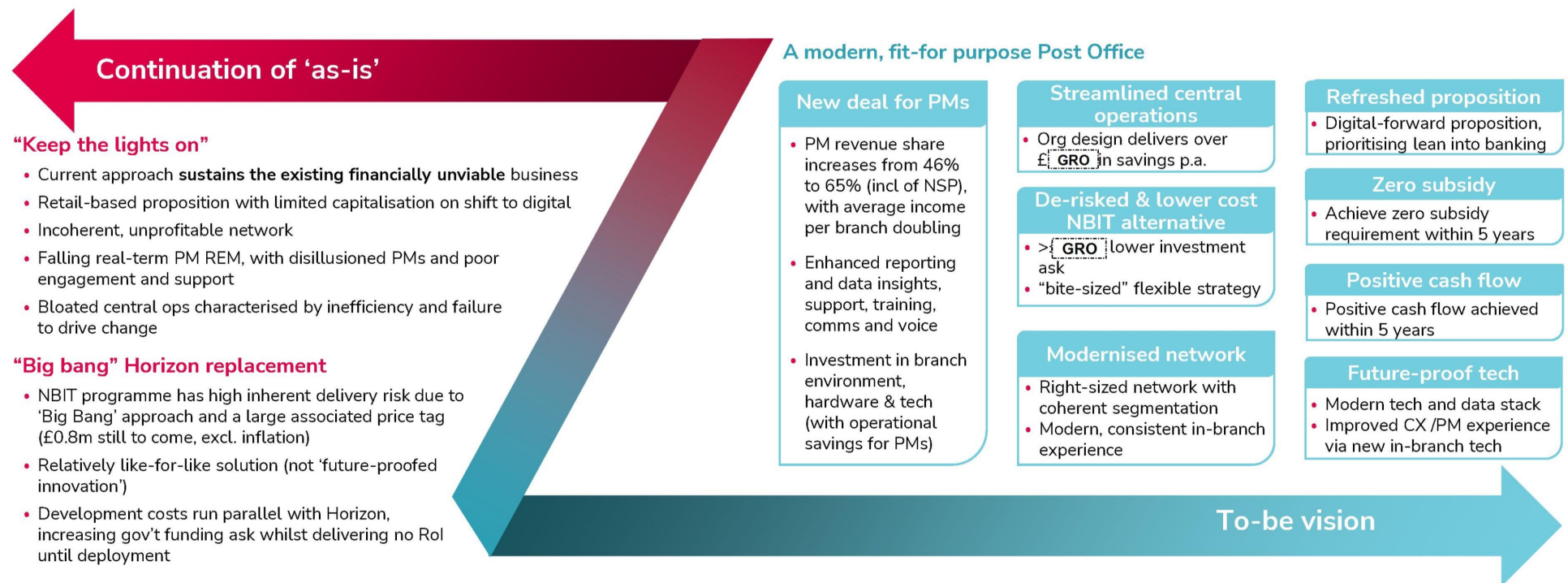
- The initiatives in the Strategic Plan deliver change across both the top-line (+£112m) and cost elements (-£178m)
- The net impact enables POL to increase Postmaster remuneration to 65% of total revenue, as well as maintain a positive EBITDA
- The total five-year estimated Government funding ask post NBIT optimism bias and overall contingency is c. **GRO** vs. the counterfactual).

£ **GRO** smaller ask inclusive of Plan£ **GRO** smaller ask inclusive of Plan contingency

The incremental estimated funding ask represents a saving (vs counterfactual) and delivers transformational change that puts the business on a more viable footing (incl. significant enhancements to the P&L of the business and share of revenue available to PMs)

Strategic plan

The counterfactual scenario, whilst delivering a 'replacement' for Horizon, requires significant ongoing subsidy to sustain the network ...



... by comparison, the Strategic Plan delivers a business fundamentally different in financial health, operational efficiency, digital sophistication and attractiveness to both Postmasters and customers – for a smaller investment quantum

The Plan requires £562m of new investment, offset by other investment 'savings' (vs Counterfactual) enabled by the Plan

*The funding requirement (incl. all NBIT contingencies) is £ **GRO** £ **GRO** (incl. Plan contingencies); this is £ **GRO** less vs. counterfactual*

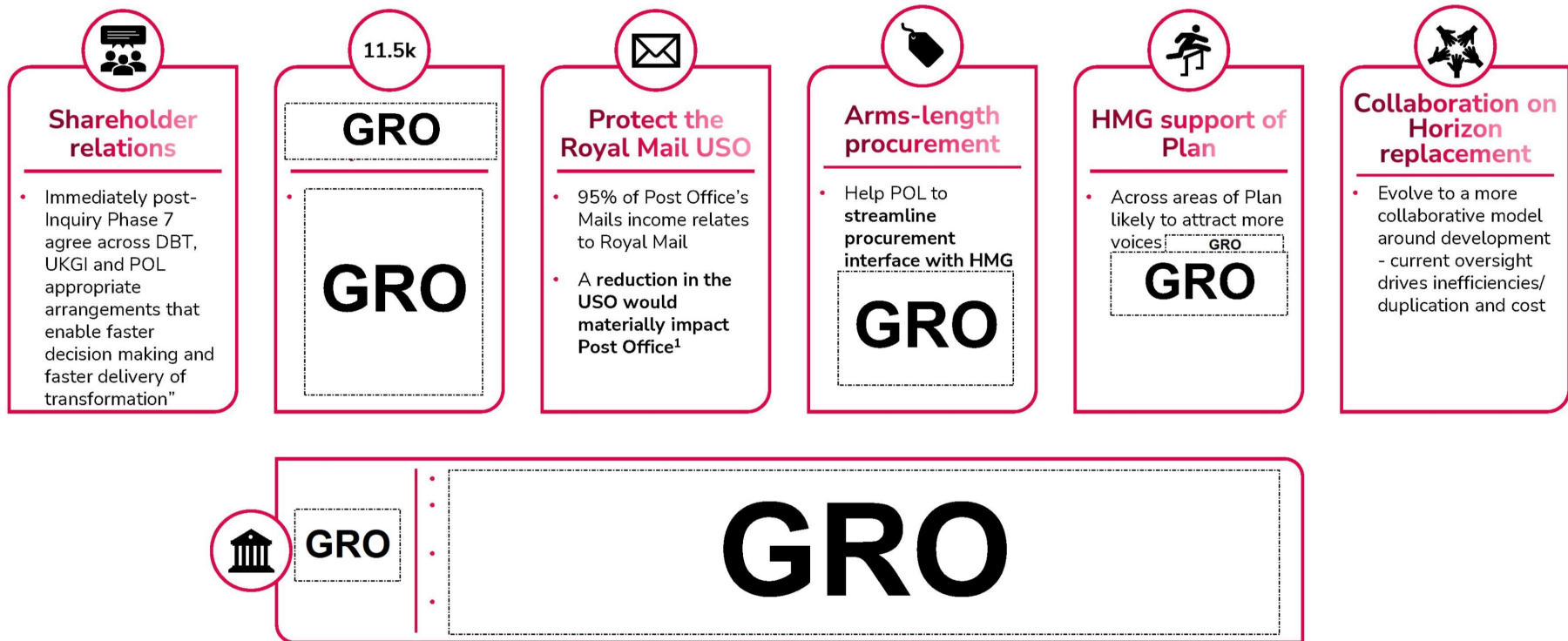
Government enablement and funding is vital to Plan success

POST
OFFICE



Plan funding

Successful delivery of the Plan will require significant support from and a further set of 'enablement' asks of government



Notes:

GRO

GRO

Sources: POL input; Teneo research & analysis

Strictly Confidential

Plan funding

There are further longer-term considerations outside the core focus of the Plan that will need to be revisited



Ownership model

- The Strategic Review actively took the view that questions of ownership would be best explored after remedial work to safeguard the future of the Post Office
 - Given Post Office's financial outlook, as per the Counterfactual, and scale of investment required
- We note material interest from Postmasters in a mutualisation/similar model
- Once the Plan has been substantively 'achieved' it would be appropriate to explore this further (post Y3)



Further commercial initiatives

- During the Strategic Planning exercise, several commercial initiatives were considered but, ultimately, de-prioritised due to bandwidth during the Plan period
- Key 'tier two' initiatives include:

GRO



Longer-term evolution

- The Strategic Review provides a 5-year plan to Stabilise, Simplify and Sustain Post Office
- The Plan does not actively consider longer-term evolution that may be required to continue to evolve the Post Office to meet shifting market demand or partner requirements

GRO

These questions should be revisited as the core plan progresses

Plan summary



Strategic plan

Various strands of the Plan come together to deliver against the three underpinning strategic imperatives

Strategic imperatives



Improved community service

- Become a platform of choice for businesses and Government to serve and support local communities



Lasting financial stability

- Achieve financial independence, enabling the Post Office to be sustainable in the long-term



New Deal for PMs

- Create a sustainable, fair and attractive proposition for Postmasters, that reflects their vital role in delivering Post Office services

How the Plan delivers against these

- Compelling products/service, incl. more comprehensive **GRO**
- New App and omni-channel propositions and digitally enabled customer journeys
- Enhanced online and in-store experience
- Brand repair to restore trust in PO and better awareness of its range of valuable services

- Positive EBITDA position
- NSP switched off
- Programme of transformation investment that will overhaul PO and negate long-term reliance on Government funding

- Material increase in 'revenue share' (+ c.40% increase in revenue share and a doubling of average branch revenue)
- Whole 'lifecycle' enhanced package of engagement, support and agency
- Performance support & incentives
- Strategic Partner strategy
- Fit-for-purpose central franchise organisation providing cost effective value

The Plan aligns well with Labour's policy ambitions relating to Post Office (strengthen PO), safeguarding provision of vital banking services, refocusing historical Government overspending, and reinvigorating UK high streets