

AEROSTRUCTURES DIVESTMENT

18 July 2025

Transaction highlights



Aerostructures business being sold to Sullivan Street Partners

Total Enterprise Value of up to £200m, representing 13.1x 2024 EBITDA, of which:

- £150m is subject to customary completion adjustments; and
- Up to £50m is due in H1 2026, contingent on Aerostructures EBITDA full year 2025 performance

Initial net cash proceeds of approx. £100m before £12m of transaction costs

Clean break from Senior, completion subject to regulatory approvals

Senior positioned to be a market leading pure play fluid conveyance and thermal management (“FCTM”) business, delivering in line with strategy

Proceeds used to reduce net debt and to fund a £40m share buyback programme

Transaction details

	£m
Enterprise Value	£200m
- Initial consideration	£150m
- Cash and debt adjustments	c.£(50)m
- Equity Value ⁽¹⁾	c.£100m
- Plus earnout of up to	£50m
Transaction costs	c.£12m

(1) Subject to customary working capital adjustments at completion

Senior plc – Experts in fluid conveyance and thermal management



Aerostructures divestment



5 operating businesses, 7 sites

Represents 28% of Group's revenue in 2024

Good businesses that are well positioned for growth

Non-core to Senior's fluid conveyance and thermal management strategy

Transaction impact



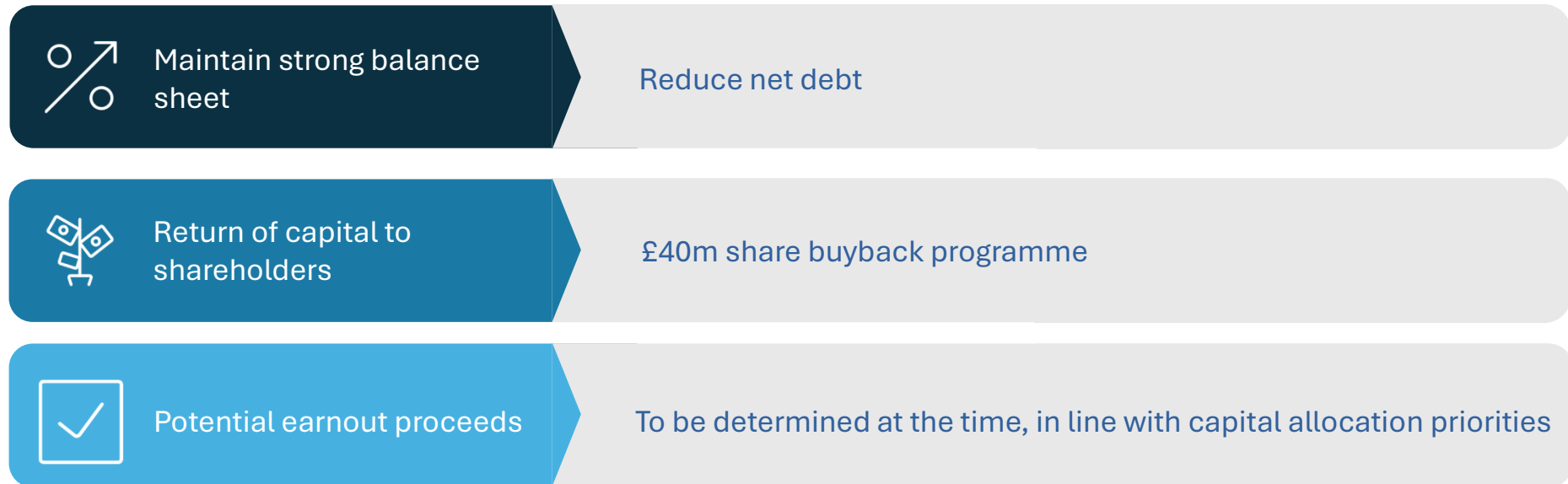
FY24	Senior including Aerostructures	Senior pro forma
Group Revenue	£977.1m	£707.4 ⁽¹⁾ m
Aerospace Revenue	£660.8m	£391.1m
Flexonics Revenue	£317.7m	£317.7m
Group Adjusted Operating Profit	£46.5m	£53.0m
Aerospace Adjusted Operating profit	£30.4m	£36.9m
Flexonics Adjusted Operating profit	£35.1m	£35.1m
Group Adjusted Operating Margin	4.8%	7.5%
Aerospace Adjusted Operating margin	4.6%	9.4%
Flexonics Adjusted Operating margin	11.0%	11.0%

(1) Senior pro forma revenue figure includes £2.7m revenue between Aerostructures and FCTM.

Use of net proceeds



Consistent with Senior's capital allocation policy



FCTM investment proposition



A differentiated Senior with strong fundamentals



Senior will be a high quality, pure play FCTM business



Strategy to deliver enhanced shareholder value underpinned by new medium-term financial targets:



Operating profit margins

Achieve at least **double-digit (%) margins** in the medium term

Aerospace adjusted operating margins: **at least mid-teens (%)** in the medium term

Flexonics adjusted operating margins: **10%-12%** in the medium term



Cash conversion

Greater than 85% through the cycle



Return on capital employed

15-20% ROCE in the medium term



Underpinned by a strong balance sheet, with leverage at 0.5x – 1.5x



This will be supported by an expectation of mid-single digit organic revenue growth through the cycle

