

# INVESTOR PRESENTATION



Q2 2020

# FORWARD-LOOKING STATEMENTS

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This presentation may include “forward-looking statements” as defined by the Private Securities Litigation Reform Act of 1995. Although Forestar believes any such statements are based on reasonable assumptions, there is no assurance that actual outcomes will not be materially different. Factors that may cause the actual results to be materially different from the future results expressed by the forward-looking statements include, but are not limited to: the impact of COVID-19 on the economy and our business; the effect of D.R. Horton’s controlling level of ownership on us and the holders of our securities; our ability to realize the potential benefits of the strategic relationship with D.R. Horton; the effect of our strategic relationship with D.R. Horton on our ability to maintain relationships with our vendors and customers; demand for new housing, which can be affected by a number of factors including the availability of mortgage credit, job growth and fluctuations in interest rates; competitive actions by other companies; accuracy of estimates and other assumptions related to investment in and development of real estate, the expected timing and pricing of land and lot sales and related cost of real estate sales; our ability to comply with our debt covenants, restrictions and limitations; our ability to hire and retain key personnel; changes in governmental policies, laws or regulations and actions or restrictions of regulatory agencies; general economic, market or business conditions where our real estate activities are concentrated; our ability to achieve our strategic initiatives; our ability to obtain future entitlement and development approvals; our ability to obtain or the availability of surety bonds to secure our performance related to construction and development activities and the pricing of bonds; obtaining reimbursements and other payments from governmental districts and other agencies and timing of such payments; the levels of resale housing inventory in our projects and the regions in which they are located; fluctuations in costs and expenses, including impacts from shortages in materials or labor; the opportunities (or lack thereof) that may be presented to us and that we may pursue; the strength of our information technology systems and the risk of cybersecurity breaches; and the conditions of the capital markets and our ability to raise capital to fund expected growth. Additional information about factors that could lead to material changes in performance is contained in Forestar’s annual report on Form 10-K and subsequent quarterly report on Form 10-Q, both of which are filed with the Securities and Exchange Commission (SEC).

## COVID-19

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- Economic fundamentals remained solid in the housing and residential lot development markets throughout most of Q2 FY 2020; however, during the latter part of March and into April, the impacts of the COVID-19 pandemic (COVID-19) and the related widespread reductions in economic activity began to negatively affect the Company's business operations and demand for its residential lots
- The Company has been informed by its homebuilder customers that they are slowing their purchases of lots to adjust to lower levels of home sales orders as a result of pandemic
- In almost all municipalities across the U.S. where social distancing and other restrictions have been issued, residential construction has been designated an essential business as part of critical infrastructure
- The Company has continued its lot development operations in those markets where allowed in order to supply homebuilders finished lots for residential construction, while implementing operational protocols to comply with social distancing and other health and safety standards
- The extent to which COVID-19 impacts Forestar's operational and financial performance will depend on future developments, including the duration and spread of COVID-19, and the impact on the Company's customers, trade partners and employees, all of which are highly uncertain and cannot be predicted
- The Company believes it is well positioned to operate in this uncertain environment because of its low net leverage and strong liquidity position, its low overhead model and its relationship with D.R. Horton
- During this period of uncertainty, the Company is limiting its land acquisition and carefully managing lot development spending based on its current and anticipated future sales pace

# FORESTAR OVERVIEW

- **Forestar Group Inc. (“Forestar” or “FOR”) is a highly differentiated, national residential lot developer**
  - Develop and sell lots for single-family homes to D.R. Horton and other local, regional and national homebuilders
  - Focused on phased development of short duration, fully-entitled lot development projects
  - High turnover, lower risk lot manufacturing strategy with intense focus on returns
- **Majority-owned subsidiary of D.R. Horton, Inc. (“D.R. Horton” or “DHI”), the nation’s largest builder**
  - 75% of common shares acquired by DHI in 2017 for ~\$560M; 65% owned today by DHI
  - One of only two investment grade rated public homebuilders in the U.S.
  - Highly strategic relationship supports and de-risks Forestar’s significant growth ramp
- **Adjusting to current market conditions while still positioned to take advantage of long-term opportunity**
  - Diversified national footprint with a solid lot position
  - Strong liquidity profile

Operations in 50 markets across 21 states<sup>(1)</sup>



Current Snapshot <sup>(1)</sup>	
Owned and Controlled Lot Position	52,300
Owned Lots Under Contract or Subject to Right of First Offer to DHI	28,600
Revenues	~\$730M
Liquidity <sup>(2)</sup>	~\$790M
Equity Market Cap <sup>(3)</sup>	~\$560M

(1) As of or for the TTM ended 3/31/20 unless otherwise noted

(2) Liquidity defined as unrestricted cash and cash equivalents plus revolving credit facility availability as governed by the borrowing base

(3) As of 4/22/2020

# THE FORESTAR VALUE PROPOSITION

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## DIFFERENTIATED BUSINESS MODEL DESIGNED TO ADDRESS A MARKET NEED

- Returns focused residential lot development business model
- Higher turnover, lower risk lot manufacturing strategy focused on returns
- Under-served lot development market with lack of well-capitalized and/or national participants

## LONG-TERM GROWTH OPPORTUNITY

- Opportunity for increased scale within existing markets and entrance into new markets
- Portfolio and platform expansion designed to increase returns and margins
- Roadmap for market share gains through housing and economic cycles

## INTENSE FOCUS ON RISK MITIGATION

- Short duration, fully-entitled projects
- Phased development and largely discretionary cash spend
- Geographic diversification
- Maintain strong liquidity and conservative leverage with balance between debt and equity

## HIGHLY STRATEGIC RELATIONSHIP WITH D.R. HORTON ENHANCES BUSINESS MODEL, GROWTH AND RISK PROFILE

- Strategic alignment with and access to DHI network of markets, experienced team and business relationships
- Instills culture of manufacturing-like approach and conservative operating strategy
- Built-in demand for lots – D.R. Horton has a strong appetite for finished lots that will continue even during a downturn
- Supports existing operating platform
- Enhanced access to capital markets

# FORESTAR INVESTMENT HIGHLIGHTS

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Unique Returns-  
Focused Lot  
Manufacturing  
Business Model

Strategic Relationship  
With D.R. Horton

Long-Term Market  
Share Gains

Geographic  
Diversification

Primary Focus on  
Attractive Entry-  
Level Segment

Homebuilders'  
Increasing Preference  
for Lots Developed by  
3<sup>rd</sup> Parties

Proven / Seasoned  
Management Team  
With Decades of  
Real Estate  
Experience

Strong Balance  
Sheet and Liquidity  
Position

# UNIQUE LOT MANUFACTURER BUSINESS MODEL

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FOR's unique lot manufacturing model is highly differentiated from that of a typical land developer

- Business model designed to achieve scale and consistency, while minimizing risk
- At scale, FOR's high turnover, lower risk "lot manufacturing" strategy is expected to generate returns similar to an efficient, production-oriented homebuilder

## FORESTAR

- ✓ **Short duration**, fully-entitled lot development projects
- ✓ **Large scale** with national footprint and in-market depth
- ✓ **Returns-focused, lower risk** inventory model
- ✓ **Consistent operating** results at scale and **currently profitable**
- ✓ **Understandable, growth-oriented** business model
- ✓ **Strong liquidity and access** to debt and equity capital
- ✓ **Phased, discretionary land development** with known buyer

## TYPICAL LAND DEVELOPER

- X Long-term, often complex or unentitled, real estate projects
- X Lack of geographic diversification and depth in markets
- X Lower return, unpredictable inventory model
- X Lack of consistent profitability
- X Limited visibility into future growth
- X Limited access to and high cost of capital
- X Speculative land with undefined buyer

# BUSINESS OVERVIEW



## Source land acquisition opportunities

- Forestar, D.R. Horton and other national, regional and local 3<sup>rd</sup> party homebuilders



## Place land under contract and complete due diligence

- Environmental, market, entitlement, planning, engineering and permitting review

## Forestar Capital Deployment and Cash Generation



## Close acquisition of entitled land

(~30% finished lot cost)

- Initial Forestar capital commitment



## Lot development

(~70% finished lot cost)

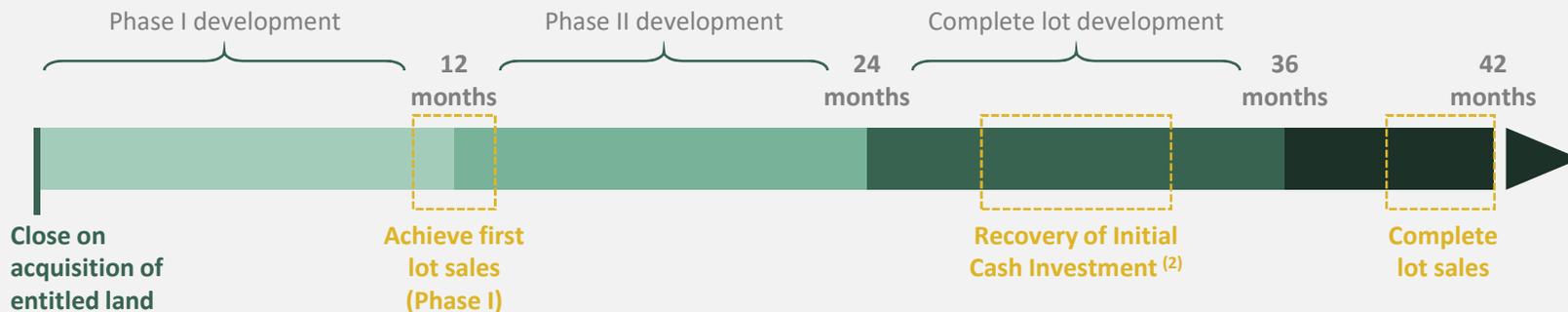
- Phased development
- Grading, roads, utilities and landscape / amenities



## Deliver finished lots to builders

- D.R. Horton as well as other national, regional and local 3<sup>rd</sup> party builders

## ILLUSTRATIVE FORESTAR PROJECT



## Underwriting Criteria

- ✓ >15% Return on Inventory <sup>(1)</sup>
- ✓ <36 month return of initial investment

(1) Return on inventory is calculated as pre-tax income divided by average inventory over the life of a project

(2) Includes land purchase price and development costs for first phase of lots



# BENEFITS OF HIGHLY STRATEGIC FOR AND DHI ALIGNMENT

## BENEFITS TO FOR

- Enhanced, experienced leadership team
- Supports Forestar's national platform
- Significant built-in demand for lots
- Improved access to capital markets
- Shared Services from DHI



## BENEFITS TO DHI

- Long-term consistent supplier of finished lots across DHI's national footprint (89 markets in 29 states)
- Integral component of DHI's operational strategy
- Participate in value creation of FOR

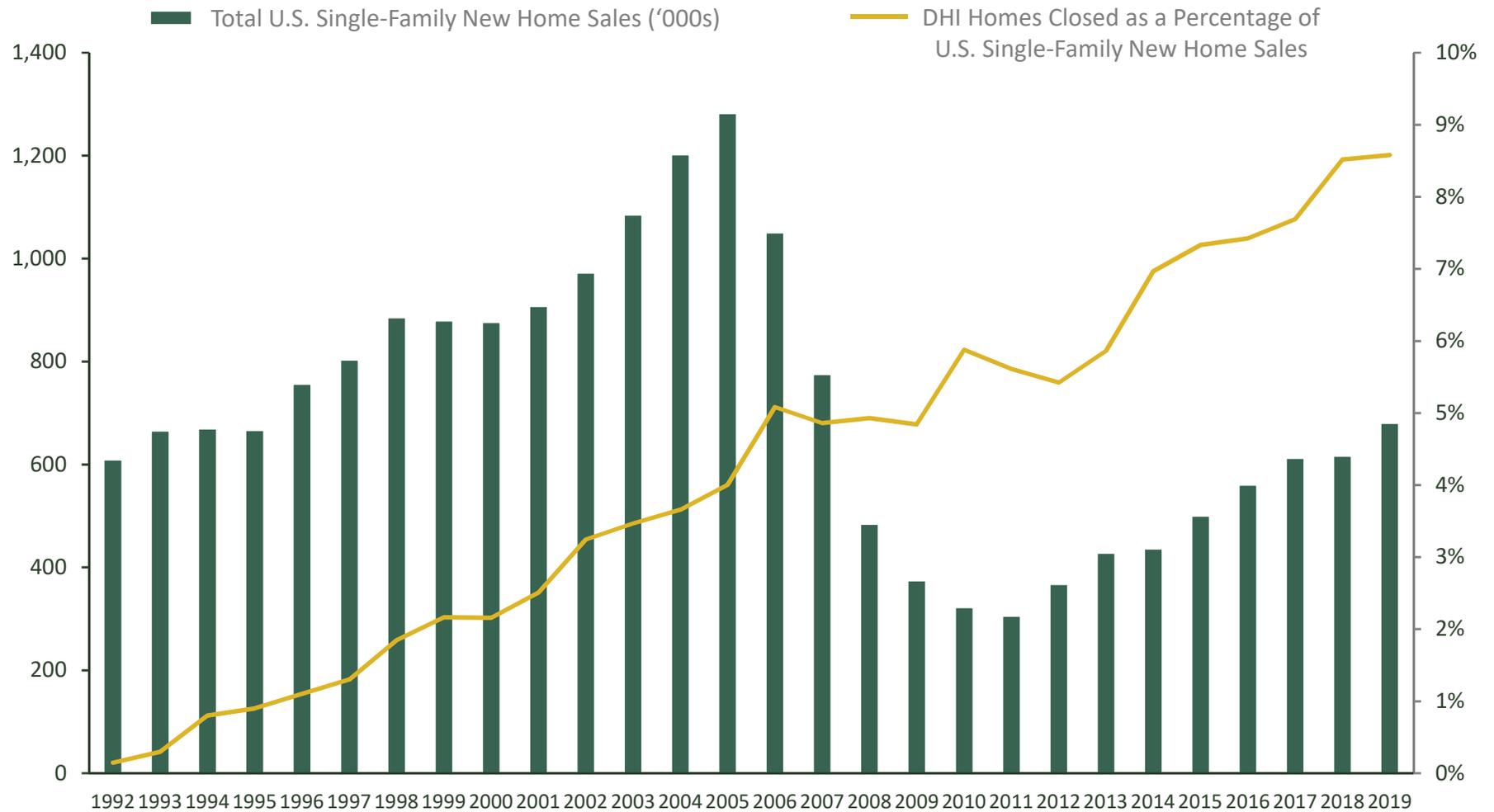
### Alignment with DHI, the nation's largest builder since 2002, provides support and stability in uncertain times

- D.R. Horton has a strong appetite for finished lots that will continue even during a market downturn
  - During the worst years of the last significant housing downturn, D.R. Horton still closed ~17,000 to 20,000 homes annually, the majority of which were built on finished lots purchased from 3<sup>rd</sup> parties
- DHI is committed to owning no more than a 2 to 3-year supply of lots and to increasing its mix of optioned lots in inventory
- Most land developers lack the scale and access to capital to be consistent suppliers of lots to DHI across its national footprint
- Master Supply, Stockholder and Shared Services Agreements formalize the business relationship and protect FOR's interests<sup>(1)</sup>
- DHI plans to maintain a significant ownership position in FOR over the long-term

**Relationship with DHI further strengthens FOR's competitive advantages and DHI's interests are fully-aligned with shareholders to ensure the profitable expansion of FOR's platform**

(1) MSA, Stockholder's Agreement and Shared Services Agreement summaries included in Appendix

# DHI GROWTH, CONSOLIDATION AND MARKET SHARE GAINS PROVIDE ROADMAP FOR FORESTAR

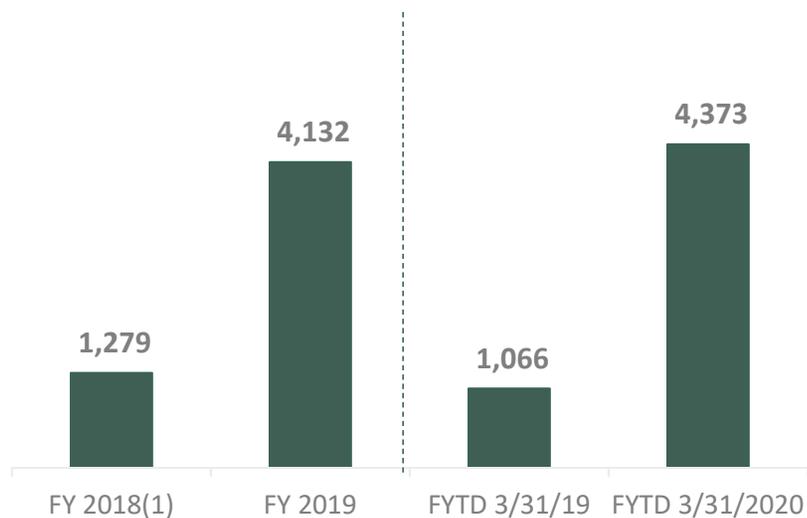


Source: Company filings, Census  
 Note: Periods represent full calendar year

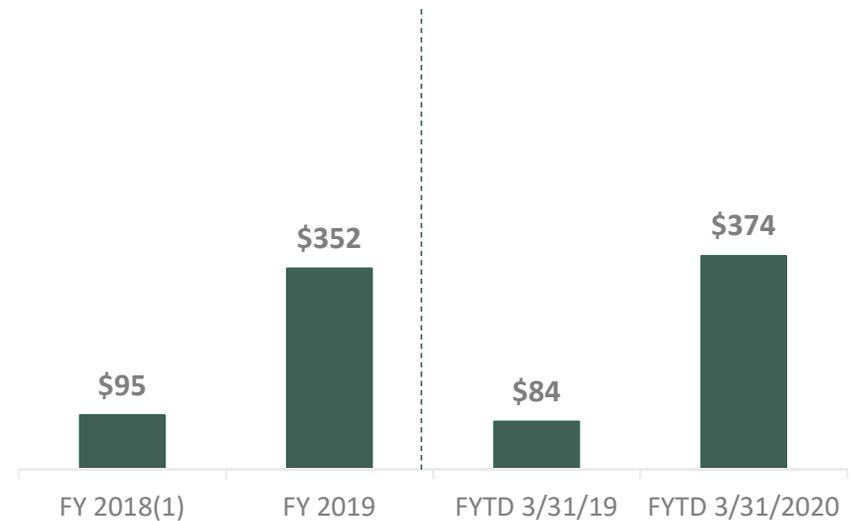
# LOT DELIVERIES & REVENUE

The Forestar team delivered a strong first 6 months of the year; however, as a result of COVID-19, the Company has withdrawn its lot delivery and revenue guidance for fiscal 2020 and 2021

Lot Deliveries



Lot Sales Revenue

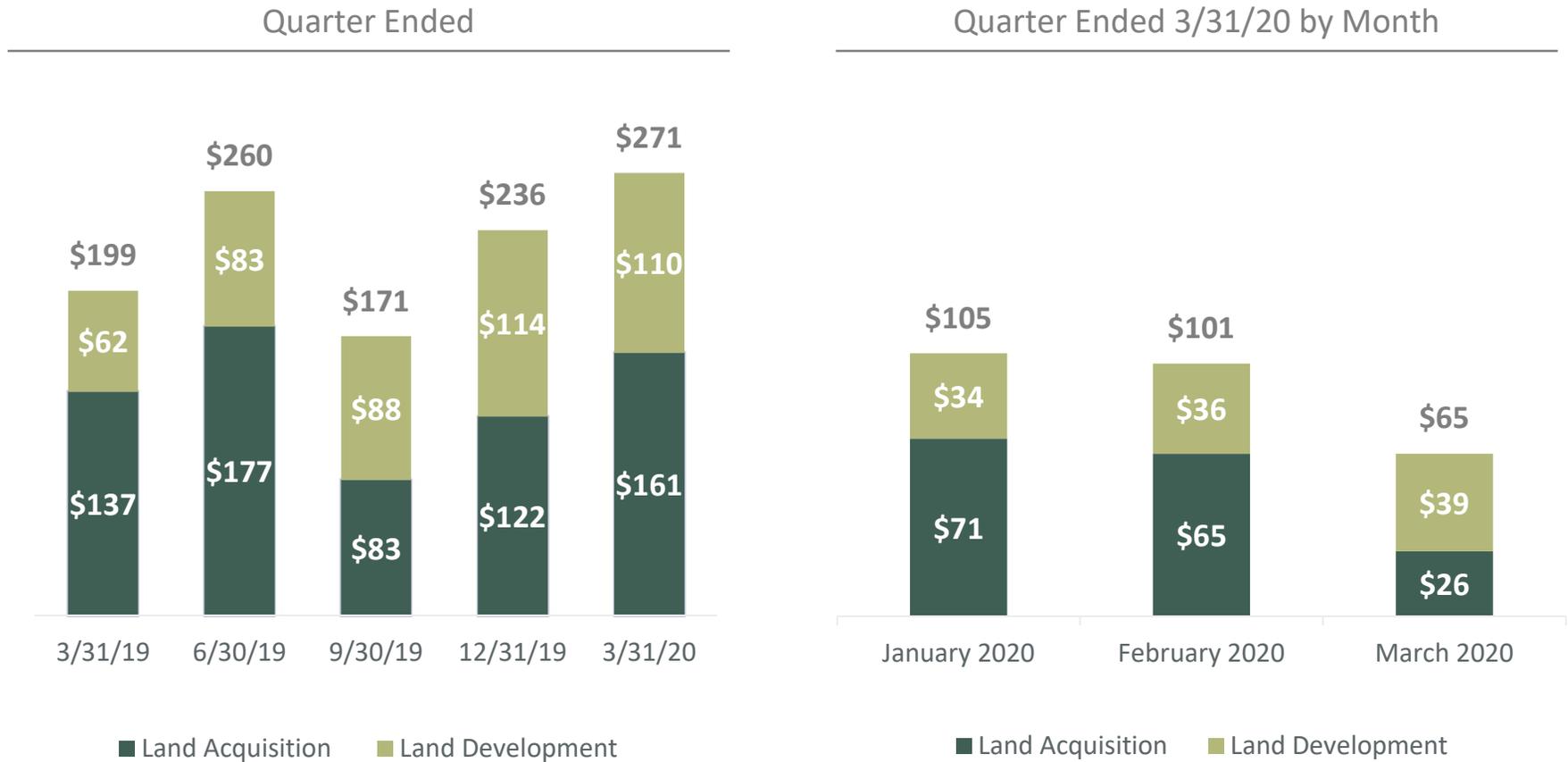


\$ in millions

(1) Effective 1/1/18, FOR changed its fiscal year-end from 12/31 to 9/30; as presented, FY 2018 reflects the trailing twelve months ended 9/30/18 and excludes lots sold to unconsolidated ventures

# LAND AND DEVELOPMENT INVESTMENTS

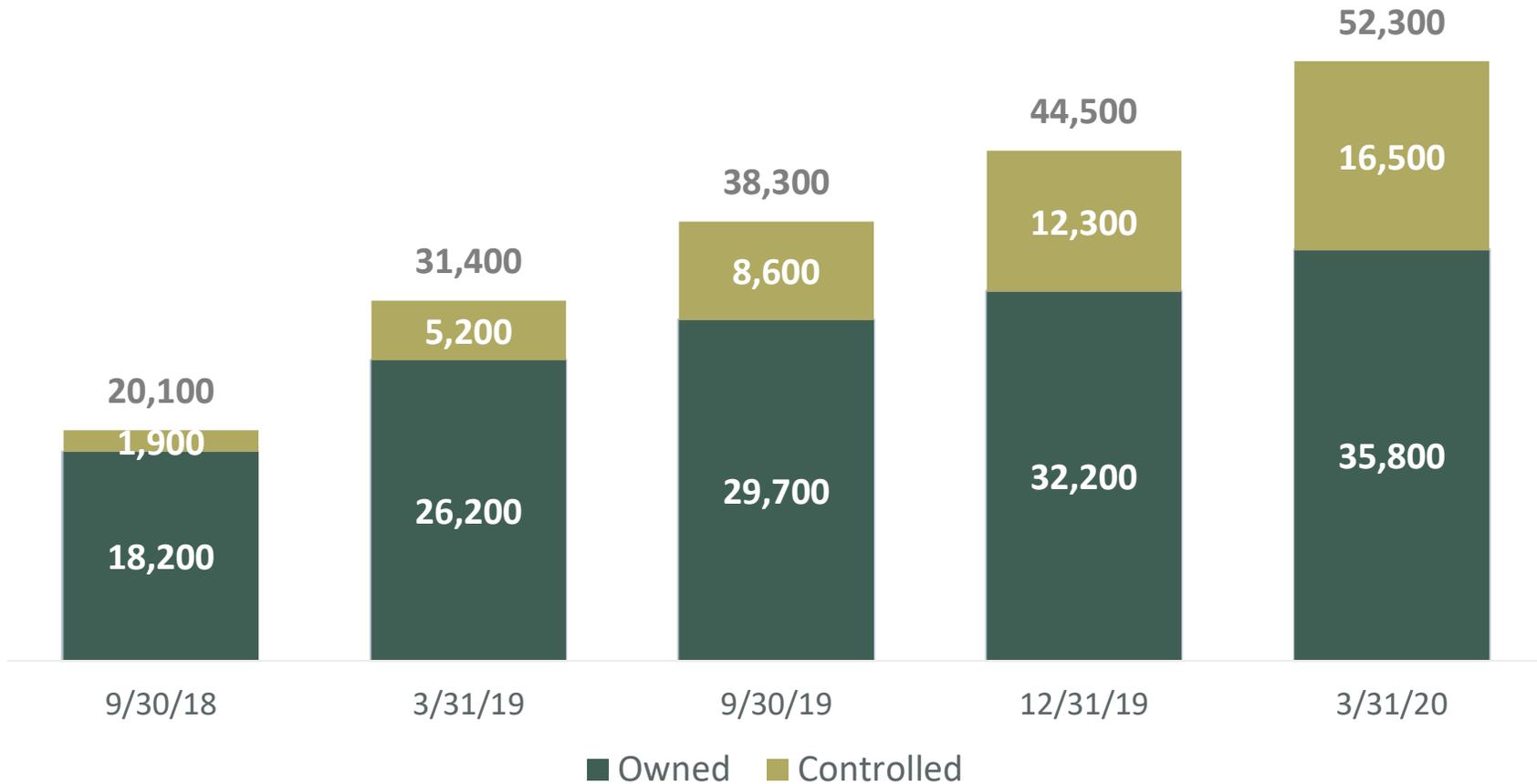
As a result of COVID-19, Forestar has temporarily restricted its land purchase activity and is continuing to closely manage all lot development spending



\$ in millions

# LOT POSITION

Forestar is prepared to quickly respond to demand for residential lots both during and after the pandemic



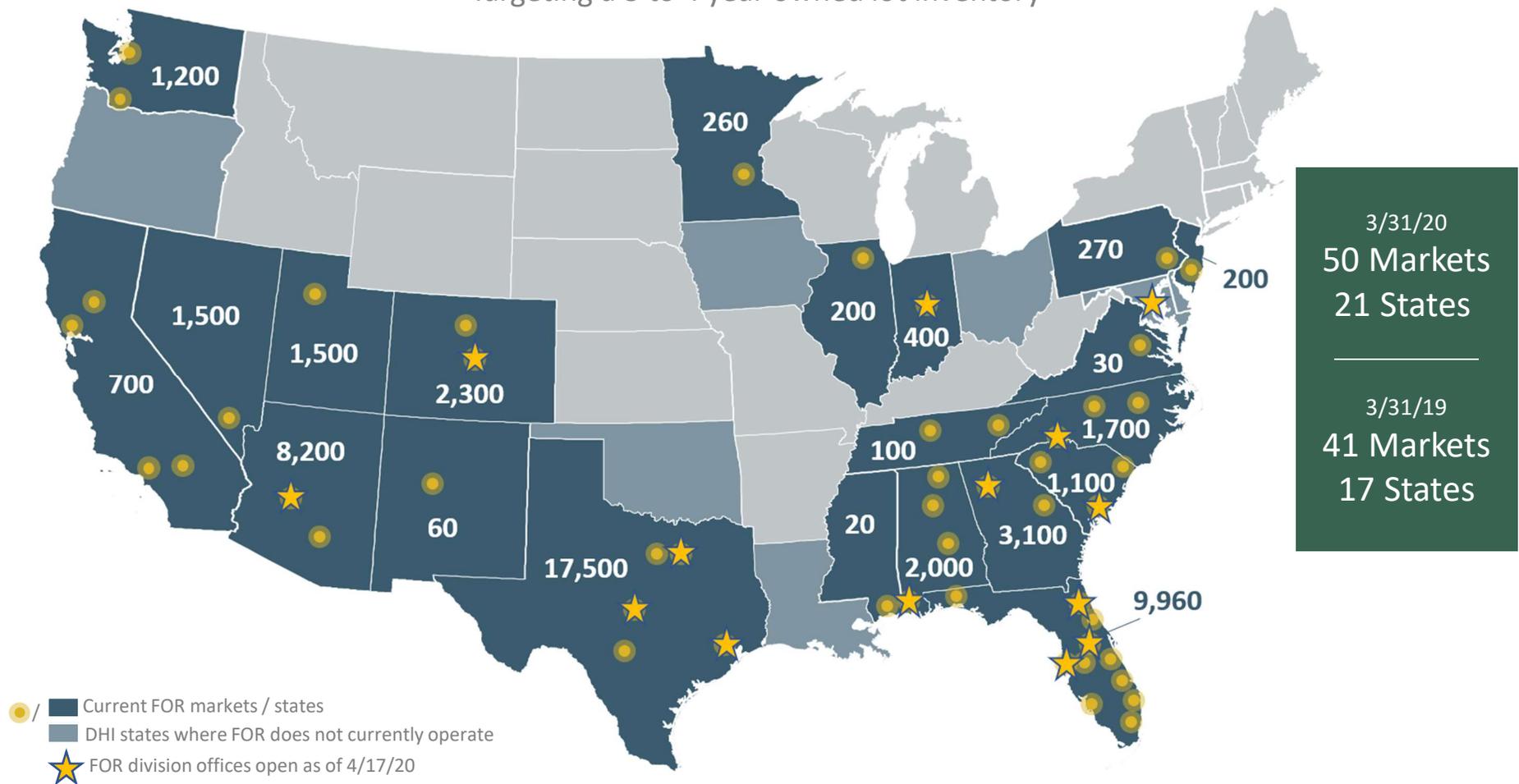
Includes lots that DHI has under contract or the right of first offer to purchase of 28,600, 23,400, 21,700 and 13,600 at 3/31/20, 9/30/19, 3/31/19 and 9/30/18, respectively.

# DIVERSIFIED FOOTPRINT

Own and control 52,300 lots at 3/31/20

80% of owned lots are under contract to sell or subject to a right of first offer to DHI

Targeting a 3 to 4 year owned lot inventory



Lot Position by State and Markets as of 3/31/20

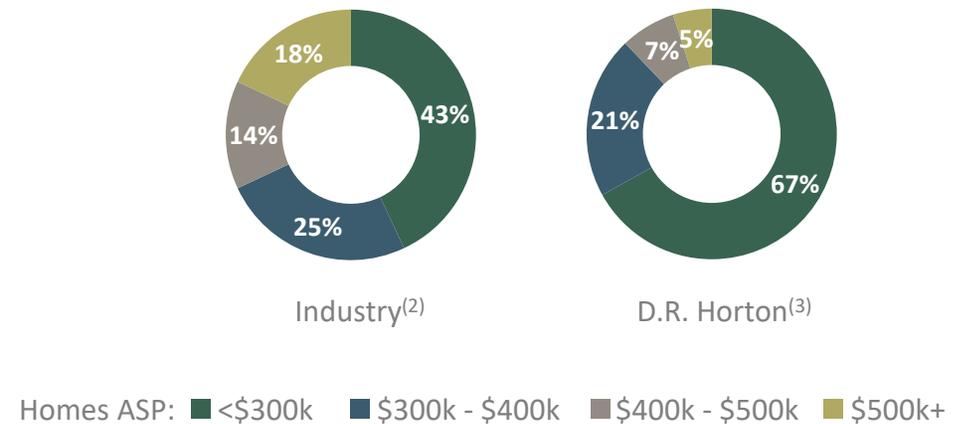
Lot counts are approximate

Of total lot position at 3/31/20, 35,800 are owned and 16,500 are controlled through purchase contracts

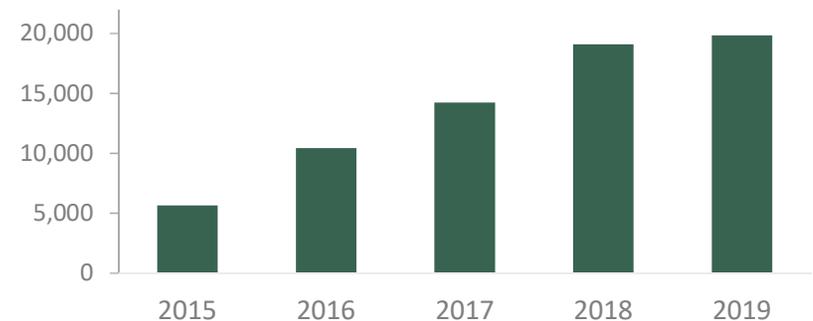
# PRIMARY FOCUS ON ATTRACTIVE ENTRY-LEVEL SEGMENT

- Majority of recent Forestar investments have been focused on lots for homes at affordable / entry-level price points
- Average Forestar residential lot sale price for the TTM ended 3/31/20 was ~\$85,500<sup>(1)</sup>
- Compelling demand from entry-level buyers, but lack of inventory has been a constraint
- D.R. Horton offers homes at all price points, with entry-level / first-time buyers representing a majority of closings
  - Entry-level Express Homes brand has increased from 5% of DHI closings in fiscal 2014 to 35% of closings in fiscal 2019
  - Public homebuilders have shifted towards entry-level, with the establishment of numerous entry-level brands over past five years

\$200k - \$300k homes average sales price (ASP) represents the largest cohort of homes sold by D.R. Horton and the broader housing market



D.R. Horton's Express Homes brand is a top 5 homebuilder by volume today<sup>(4)</sup>



Source: Company filings, Census, John Burns Real Estate Consulting

(1) Excludes any impact from change in contract liabilities

(2) Based on rolling twelve month average of homes sold as of January 2020

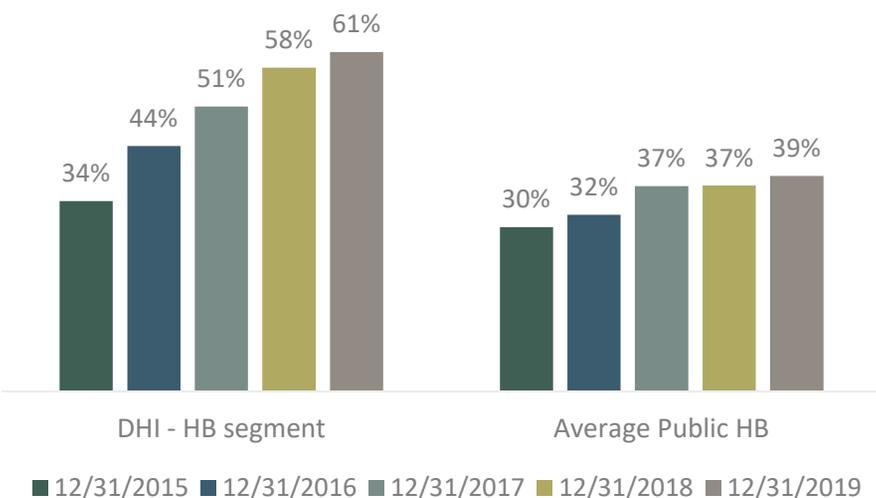
(3) Based on homes closed in TTM ended 3/31/20

(4) Based on fiscal year-end closings

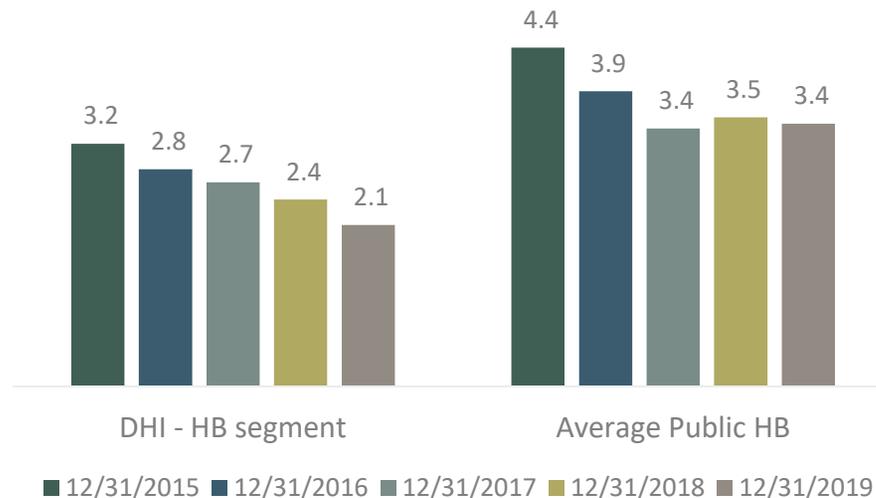
# UNIQUELY POSITIONED TO PROVIDE RESIDENTIAL FINISHED LOTS

Builders preference for 'land lighter' models enhances opportunity, and in times of economic uncertainty, homebuilders shift their land strategies to slow raw land purchases and focus on purchasing finished lots

Optioned Land/Lot Position as a % of Total Owned & Controlled



Number of Years of Owned Land Based on TTM Closings



Source: FactSet and respective Company SEC filings

Notes: Average Public Homebuilder (HB) data represents the land and lot positions of LEN, PHM, TOL, NVR, MTH, MDC, TMHC, TPH, LGIH and KBH

For LEN and KBH, data is as of the periods ended November 30

For TOL, data is as of the periods ended January 31

# SEASONED LEADERS WITH DECADES OF LAND DEVELOPMENT EXPERIENCE

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Experienced management team that knows how to navigate through market cycles

## **DON TOMNITZ**

Executive Chairman

*Formerly President & CEO of DHI for over a decade and joined FOR in October 2017*

## **DAN BARTOK**

CEO

*Joined FOR in December 2017; formerly EVP of Owned Real Estate for Wells Fargo, with 40 years experience in homebuilding & land development industry*

## **JIM ALLEN**

CFO

*Joined FOR in March 2020 with over 35 years of operating and financial experience in multiple industries including manufacturing*

## **MARK WALKER**

East Region President

*With DHI since 2012 and joined FOR in February 2019 with 18 years of real estate experience*

## **NICOLAS APARICIO**

Florida Region President

*With DHI since 2011 and joined FOR in December 2018 with 20 years of real estate experience*

## **IAN CUDE**

South Central Region President

*With DHI since 2012 and joined FOR in November 2019 with 22 years of real estate experience*

# FINANCIAL POSITION AND POLICY

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In February 2020, Forestar further strengthened its financial position by issuing \$300M of 5.0% senior notes due 2028

## FINANCIAL POSITION AS OF 3/31/20

- \$438M unrestricted cash and cash equivalents
- \$380M unsecured revolving credit facility
- ~\$790M total liquidity<sup>(1)</sup>
- \$350M 8.0% senior notes due 2024
- \$300M 5.0% senior notes due 2028
- \$836M stockholders' equity
- 19.5% net debt to total capital<sup>(2)</sup>

## DISCIPLINED FINANCIAL POLICY

- Strict lot development investment underwriting:
  - $\geq 15\%$  return on inventory (ROI)<sup>(3)</sup>
  - $\leq 36$ -month cash recovery of phase 1 investment
- Net debt to capital<sup>(2)</sup> of  $\leq 40\%$
- Maintain strong liquidity
- Balanced financing plan including both debt and equity

(1) Liquidity defined as unrestricted cash balance plus revolving credit facility availability as governed by the borrowing base

(2) Net debt to capital is calculated as debt net of unrestricted cash divided by debt net of unrestricted cash plus stockholders' equity

(3) ROI is calculated as pre-tax income divided by average inventory over the life of a project

# Q2 FY 2020 AND FYTD 2020 HIGHLIGHTS

- Operating highlights

- Residential lots sold increased 256% to 1,951 lots compared to 548 lots in the same quarter of fiscal 2019
- 52,300 lots at 3/31/20, of which 35,800 were owned and 16,500 were controlled through purchase contracts
  - 28,600, or 80%, of owned lots were under contract to sell or subject to a right of first offer to D.R. Horton

- Financial highlights

## Three months ended 3/31/20

**\$159M**

Revenues

**144%**

YoY Revenue Growth

**\$11M**

SG&A Expense

**7%**

SG&A Margin

**\$14M**

Pre-Tax Income

**9%**

Pre-Tax Margin

**\$10M**

Net Income

**\$0.20**

Net Income per Share

## Six months ended 3/31/20

**\$406M**

Revenues

**292%**

YoY Revenue Growth

**\$22M**

SG&A Expense

**5%**

SG&A Margin

**\$36M**

Pre-Tax Income

**9%**

Pre-Tax Margin

**\$26M**

Net Income

**\$0.55**

Net Income per Share

# FORESTAR INVESTMENT HIGHLIGHTS

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Unique Returns-  
Focused Lot  
Manufacturing  
Business Model

Strategic Relationship  
With D.R. Horton

Long Term Market  
Share Gains

Geographic  
Diversification

Primary Focus on  
Attractive Entry-  
Level Segment

Homebuilders'  
Increasing Preference  
for Lots Developed by  
3<sup>rd</sup> Parties

Proven / Seasoned  
Management Team  
With Decades of  
Real Estate  
Experience

Strong Balance  
Sheet and Liquidity  
Position

# APPENDIX

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# INCOME STATEMENT

	3 MONTHS ENDED		6 MONTHS ENDED	
	3/31/2020	3/31/2019	3/31/2020	3/31/2019
<b>Residential lots sold:</b>				
<b>Development projects</b>	1,951	548	4,373	1,066
<b>Lot banking projects</b>	1,272	412	2,678	874
	679	136	1,695	192
<b>Average sales price per lot<sup>(1)</sup></b>	\$ 79,700	\$ 86,200	\$ 85,600	\$ 80,200
<b>Revenues<sup>(2)</sup></b>	\$ 159.1	\$ 65.3	\$ 406.4	\$ 103.8
<b>Gross profit</b>	22.5	21.7	53.2	29.5
<b>Selling, general and administrative expense</b>	11.2	6.2	21.7	11.9
<b>Loss (gain) on sale of assets</b>	(0.3)	-	(0.1)	(0.9)
<b>Equity in earnings of unconsolidated ventures</b>	(0.3)	-	(0.8)	(0.6)
<b>Interest and other income</b>	(1.8)	(0.9)	(3.4)	(2.2)
<b>Income before income taxes</b>	13.7	16.4	35.8	21.3
<b>Income tax expense</b>	3.3	3.6	8.7	4.6
<b>Net income</b>	10.4	12.8	27.1	16.7
<b>Net income (loss) attributable to noncontrolling interests</b>	0.8	2.7	0.7	3.3
<b>Net income attributable to Forestar Group Inc.</b>	\$ 9.6	\$ 10.1	\$ 26.4	\$ 13.4
<b>Net income per diluted share</b>	\$ 0.20	\$ 0.24	\$ 0.55	\$ 0.32

\$ in millions except per share data

Unaudited

(1) Excludes any impact from change in contract liabilities or deferred revenue

(2) Revenues include \$2.7 million and \$16.0 million in tract sales and other revenue for three months ended March 31, 2020 and 2019, respectively, and \$32.9 million and \$19.8 million in tract sales and other revenue for the six months ended March 31, 2020 and 2019, respectively.

# BALANCE SHEET

	3/31/2020	9/30/2019	3/31/2019
Cash and cash equivalents <sup>(1)</sup>	\$ 438.2	\$ 382.8	\$ 82.1
Real estate	1,199.2	1,028.9	851.5
Investment in unconsolidated ventures	5.7	7.3	7.4
Other assets	24.5	19.3	21.0
Deferred income taxes, net	8.0	17.4	22.9
<b>Total assets</b>	<b>\$ 1,675.6</b>	<b>\$ 1,455.7</b>	<b>\$ 984.9</b>
<b>Debt</b>	<b>\$ 640.1</b>	<b>\$ 460.5</b>	<b>\$ 149.2</b>
Earnest money deposits on sales contracts	100.6	89.9	78.9
Other liabilities	98.1	96.4	69.0
<b>Shareholders' equity</b>	<b>835.9</b>	<b>808.3</b>	<b>686.9</b>
Noncontrolling interests	0.9	0.6	0.9
<b>Total equity</b>	<b>836.8</b>	<b>808.9</b>	<b>687.8</b>
<b>Total liabilities and equity</b>	<b>\$ 1,675.6</b>	<b>\$ 1,455.7</b>	<b>\$ 984.9</b>
<b>Net debt to total capital<sup>(2)</sup></b>	<b>19.5%</b>	<b>8.8%</b>	<b>10.8%</b>
<b>Debt to total capital<sup>(2)</sup></b>	<b>43.4%</b>	<b>36.3%</b>	<b>17.8%</b>

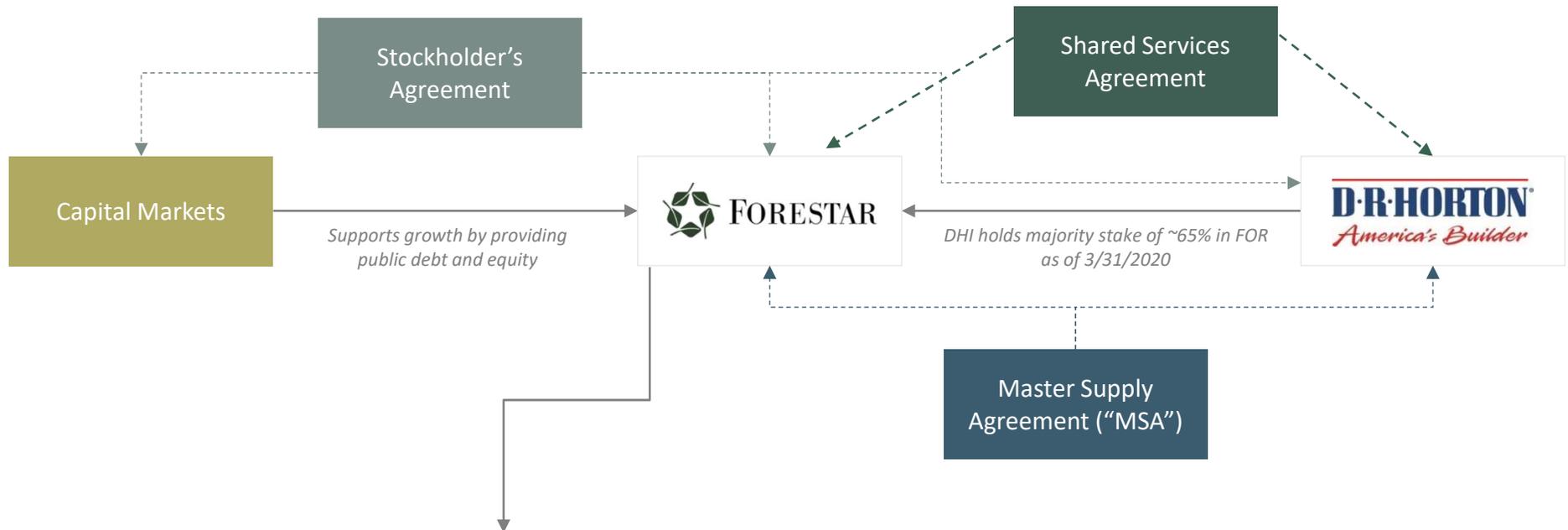
\$ in millions except per share data

Unaudited

(1) Cash and cash equivalents presented above includes \$0, \$0, and \$15.7 million of restricted cash for the periods ended 3/31/20, 9/30/19 and 3/31/19, respectively.

(2) Debt to capital is calculated as debt divided by stockholders' equity plus debt; net debt to capital is calculated as debt net of unrestricted cash divided by debt net of unrestricted cash plus stockholders' equity

# FOR & DHI RELATIONSHIP OVERVIEW



LAND SOURCING AND LOT SALES STRUCTURE PER THE MSA <sup>(1)</sup>	
Project sourced by	DHI Right of First Offer (ROFO) Structure
	<ul style="list-style-type: none"> <li>ROFO on 100% of lots</li> </ul>
	<ul style="list-style-type: none"> <li>ROFO on 50% of lots in 1st phase</li> <li>ROFO on 50% of lots in any subsequent phase, in which DHI purchased 25%+ of lots in previous phase</li> </ul>
3 <sup>rd</sup> Party Homebuilder	<ul style="list-style-type: none"> <li>No DHI ROFO on lots</li> </ul>

(1) Lots are sold to DHI and other builders at market pricing

# MASTER SUPPLY AGREEMENT (MSA)

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- Establishes business relationship between DHI and FOR as both companies identify residential real estate opportunities
- Provides DHI the right of first offer (ROFO) to purchase up to 100% of the lots from DHI sourced projects at market prices
- Provides DHI the ROFO to purchase up to 50% of the lots in the first phase of a Forestar sourced project and 50% of the lots in any subsequent phase in which DHI purchases at least 25% of the lots in the previous phase
- DHI has no ROFO rights on third-party builder sourced development opportunities provided to FOR
- Continues until the earlier of (i) the date which DHI owns less than 15% of voting shares of FOR or (ii) June 29, 2037; however, FOR may terminate the MSA at any time when DHI owns less than 25% of the voting stock of Forestar

# STOCKHOLDER'S AGREEMENT

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- DHI has the right to nominate FOR's board members commensurate with DHI's equity ownership
  - DHI nominated four of FOR's five board members
  - FOR Board of Directors must include at least three independent directors (currently has four)
- Established an investment committee to approve new lot development and banking projects
- As long as DHI owns at least 35% of FOR's outstanding voting shares, FOR must obtain DHI consent in order to:
  - Issue equity
  - Incur, assume, refinance or guarantee debt that would increase FOR's gross leverage to greater than 40%
  - Select, terminate, remove or change compensation arrangements for the Executive Chairman, CEO, CFO and other key senior management
  - Make an acquisition or investment greater than \$20 million
- As long as DHI owns at least 20% of FOR's outstanding equity:
  - DHI has the right to designate individuals to FOR's Board based on DHI's ownership percentage
  - DHI has the right to designate the Executive Chairman of FOR

# SHARED SERVICES AGREEMENT

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- Shared Services Agreement between FOR and DHI defines the terms under which DHI may provide administrative, compliance, operational and procurement services to FOR
- Scope and cost of services provided to FOR are mutually agreed upon by FOR and DHI management teams and are adjusted periodically as necessary
- Services provided currently include:
  - Accounting, Finance and Treasury
  - Tax
  - Human Resources, Payroll and Benefits
  - Legal: Securities, Corporate Governance, Litigation and Risk Management
  - Internal Audit
  - Information Technology
  - Investor and Public Relations
- FOR also contracts with DHI for lot development services in projects owned by FOR in geographic markets where FOR has not yet established development teams and capabilities
  - FOR pays DHI a fixed fee for each lot developed, which is mutually agreed upon for each project