

27 August 2021

(ASX: TFL) Leadership Changes

TasFoods announces that Ms Jane Bennett has decided to step down as Managing Director and Chief Executive Officer effective 1 October 2021. Mr Scott Hadley has been appointed Chief Executive Officer and will be inducted into the Group over the coming period before transitioning to the position of Chief Executive Officer when Jane formally steps down.

Resignation of Ms Jane Bennett

Jane has been a part of TasFoods from its inception in 2015 and has served as CEO and Managing Director since 2016. During that time TasFoods has built a portfolio of strong brands with great Tasmanian heritage. She has led the business through a very industrious period of acquisition and integration activity. Recently, Jane has navigated the business through 18 months of Covid influenced market and social disruption and established a stable platform from which to move forward.

Ms Bennett said, "It has been a privilege to lead TasFoods through the first six years, and I am proud of what the team and I have achieved together. The brands we have acquired are known and loved by Tasmanians.

I am particularly proud of the significant organic growth we have achieved for each of these brands and the work our team has done to integrate each brand into the business. The most recent acquisition of Betta Milk was rapidly integrated into the business to begin delivering synergies and growth that have turned the dairy division into a key pillar of profitability for the business.

The 2021 half year financial review released 27 August show the trailing last 12 months financial results reflect a profitable EBITDA of \$0.37 million demonstrating the business is starting to deliver on the brand growth strategy.

With strong foundations now in place, I feel now is the right time for both myself and the business to make a change that will enable new leadership to accelerate the next stage of the Group's growth strategy."

TasFoods Chairman, Craig Treasure, thanked Jane for her leadership and dedication to the TasFoods business over many years and her promotion of the business to TasFoods' many stakeholders in the Tasmanian community and across the mainland.

Mr Treasure said, "I wish to thank Jane on behalf of the Board and all of TasFoods' people for her service and commitment to the Company."

He also thanked Jane for the support she has provided to him as Chairman over the last 14 months,

as he led the board renewal program, and her ongoing support and guidance to manage the leadership transition to Scott.

Mr Treasure said, “The board and I are very positive about the future for TasFoods to accelerate growth extending our reach well beyond Tasmania, building a targeted premium brand portfolio and go to market capability right across Australia.”

Appointment of Mr Scott Hadley

Scott is a proud Tasmanian and has over 20 years’ experience in a range of public companies in Australia building premium brands, leading teams and developing go to market and supply chain organisations.

For the last eight year, Scott has been with Asahi Premium Beverages, most recently as CEO – Australia and New Zealand. Scott previously held senior positions at TT-Line Company, Fosters Group, GlaxoSmith Kline and Cadbury Schweppes.

Mr Treasure said, “My fellow directors and I are delighted Scott has accepted our invitation to lead the Company. He has an outstanding track record of growing valuable businesses, developing his people, building high performing teams and cultivating supplier partnerships. His passionate commitment to consumers and customers makes him uniquely positioned for this role.”

Mr Hadley said, “I am excited to be appointed as the CEO of TasFoods and to lead the team into the next chapter of growth. I am a true believer in the potential of TasFoods, having grown up in Tasmania, I have enjoyed our brands as a consumer over many years.

I am looking forward to building on the great foundation that exists today to accelerate growth by working closely with all our business unit teams and partners driving innovation, building strong brands that drive superior returns for our Company and our shareholders.”

-ENDS-

Attached – Chief Executive Officer biography and contract details

Authorised for ASX release by the Board Directors of TasFoods Ltd.

Enquiries
Craig Treasure
Chairman
TasFoods Limited

ATTACHMENT A

Scott Hadley - Chief Executive Officer biography

Scott is an experience Chief Executive, with a demonstrated track record of high achievement and culture building. Scott has built his career from a strong financial management background, both in Australia and internationally, with blue chip multinational companies, across multiple industries. His transition into general management has enhanced his skills in leadership, culture building and organisational development.

For the last eight year, Scott has been with Asahi Premium Beverages, most recently as CEO Australia and New Zealand. Scott previously held senior positions at TT-Line Company, Fosters Group, GlaxoSmith Kline and Cadbury Schweppes.

Scott holds an Executive MBA from Australian Graduate School of Management, he is a Certified Practising Accountant, and a member of the Australian Institute of Company Directors. He has also completed the Senior Executive Program at London Business School.

ATTACHMENT B

Summary of the Main Terms and Conditions of the Executive Services Agreement between TasFoods Limited and Scott Hadley

A summary of the material terms and conditions of the employment agreement entered into with Mr Hadley are:

1. Appointment

The appointment is to the position of Chief Executive Officer on 1 October 2021.

2. Term

The appointment is ongoing with no fixed term. The termination provisions are set out below.

3. Duties

The duties are those normally expected of a CEO, reporting to and taking direction from the Board.

4. Remunerations

There are three components to Mr Hadley's remuneration:

(a) Fixed remuneration

\$450,000 (inclusive of superannuation) (TFR)

(b) Short Term Incentives

50% of TFR subject to satisfaction of TasFoods Board approved Key Performance Indicators.

(c) Long Term Incentive

70% of TFR as at-risk equity subject to satisfaction of TasFoods Board approved Key Performance Indicators. This may include a new instrument or be pursuant to the current TasFoods Limited Rights Plan.

5. Sign on Options/Bonus

Subject to receiving any required shareholder approval for the grant, 5,000,000 share options in TasFoods Limited will be granted to Mr Hadley, exercisable by Mr Hadley paying 10 cents per share, as follows:

- a) 50% after Mr Hadley completes 3 years service, so long as he remains CEO of TasFoods Limited;
- b) 50% after Mr Hadley completes 4 years service, so long as he remains CEO of TasFoods Limited.

If for any reason the share options referred to above are not granted to Mr Hadley, then TasFoods will instead pay to Mr Hadley an amount of \$500,000 as follows:

- c) 50% after Mr Hadley completes 3 years service, so long as he remains CEO of TasFoods Limited;
- d) 50% after Mr Hadley completes 4 years service, so long as he remains CEO of TasFoods Limited.

6. Termination Provisions

A Notice Period of 6 months applies in the case of termination by Mr Hadley via resignation or termination by TasFoods Limited without cause. TasFoods Limited may terminate the contract at any time without notice if circumstances justify immediate dismissal.

If Mr Hadley's employment is terminated in circumstances where there has been a fundamental change in role, or the role is being made redundant, Mr Hadley is entitled to a redundancy payment equivalent to 12 months Base Salary.

7. Restrictive Covenants

Mr Hadley is restrained for up to 12 months after termination of employment from any Restricted Activity which is defined to mean directly or indirectly (including whether as employee, principal, agent, partner, shareholder, director, consultant, adviser or trustee or in any other capacity) acting as follows:

- a) solicit, canvas or approach any client with a view to obtaining the custom or business of that Client for a person other than TasFoods;
- b) accept approaches from any client with a view to obtaining the custom or business of that Client for a person other than TasFoods;
- c) cause any employee or agent of TasFoods to terminate their employment or agency or to become employed or engaged by any other person;
- d) cause any client to cease obtaining business from or reduce the amount of business it obtains from TasFoods; or
- e) cause any client not to obtain or award any new business from or to TasFoods, or to obtain any new services from a third party to the detriment of TasFoods.

8. Other Provisions

The contract also contains such usual and commercial matters including those related to confidentiality, intellectual property and moral rights, compliance with TasFoods policies, conflicts of interest and leave.