vitaco™

FY16 FULL YEAR FINANCIAL RESULTS

30 AUGUST 2016

INVESTOR PRESENTATION
Ryan d'Almeida (CEO)
Phil Wiltshire (CFO)

Healtheries · WAGNER · NUTRA-LIFE · AUSSIE BODIES · MUSASHI · BALANCE SPORTS NUTRITION · bodytrim · ABUNDANT EARTH

FY16 Financial Highlights

1. IPO Prospectus forecasts for pro forma revenue, EBITDA and NPAT achieved
2. Revenues of $212.8m (12 months to 30 June), 0.7% above IPO Prospectus forecast and 23.4% above FY15 pro forma revenue
3. Pro forma NPAT $13.1m, 3.1% above IPO Prospectus forecast and 18.0% above FY15 pro forma NPAT
4. Pro forma EBITDA of $23.9m, 0.8% above IPO Prospectus forecast of $23.7m and 16.0% above FY15
5. Solid revenue growth across all divisions
6. Full year China sales $22.0m, up 38.4% on the pcp
7. Final dividend of 2.96 cents per share declared, taking total FY16 dividends to 4.65 cents per share

*Pro forma results have been calculated in accordance with the adjustments made in Figures 77 and 78 of our IPO Prospectus dated 4 September 2015. A reconciliation between pro forma and our reported results is included on page 20 of this document.

FY16 Operational Highlights

1. **Musashi integration fully completed ahead of time**

2. **Emerging position in China supported by early stage investment in people and marketing**

3. **Strong sales growth in Middle East including:**

   - Strong growth in Vitamins and Supplements (VDS) sales to Saudi Arabia
   - Q4 launch of Sports Nutrition in Saudi Arabia

4. **Healtheries voted most-trusted NZ Supplements brand for the 10th year running in the Reader's Digest Trust Brands survey**
   (also voted 17th most trusted brand in NZ out of 307 brands evaluated)

Vitaco by the Numbers – FY16 Statistics

20
MILLION
BARS MANUFACTURED

529
MILLION
TABLETS & CAPSULES MANUFACTURED

8.5
MILLION
BOTTLES PACKED

1,584
TONNES
OF SPORTS POWDER BLENDED

39
COUNTRIES
IN WHICH OUR PRODUCTS ARE SOLD

90,000
ORDERS FILLED


AUSSIE BODIES
HEALTHIFUL IS MY BEAUTIFUL.
PROTEIN FX ONLY 2g CARBS
LO CARB
Mini PROTEIN BAR
POWER UP WITH PROTEIN

Pro Forma Financial Performance

Key Financials Ahead of IPO Prospectus Forecasts

- Revenue, EBITDA, and NPAT in line with IPO Prospectus forecasts
- Revenue growth reflects successful integration of Musashi acquisition and organic growth in core brands
- EBITDA margin consistent with expectations
- Margins impacted by non-recurring legacy Musashi costs prior to integration (as expected) and a degree of substitution between trading discounts and marketing spend

VITACO OPERATES TWO DIVISIONS:

1. **Vitamins and Supplements (VDS)**
2. **Sports and Active Nutrition and Health Foods (SN&HF)**

Full Year Pro Forma Financial Performance

A$000s	Actual FY16 (12 mnths)	Actual FY15 (12 mnths)	% var	IPO Fcst FY16 (12 mnths)	% var
Net Revenue	**212.8**	**172.4**	*23.4%*	**211.3**	*0.7%*
Vitamins and Supplements (VDS)	100.2	79.5	*26.0%*	91.8	*9.2%*
Sports & Active Nutrition and Health Foods (SN & HF)	112.2	92.3	*21.6%*	118.5	*-5.3%*
Other	0.4	0.6	*-33.3%*	1.0	*-60.0%*
Gross Margin	**84.4**	**75.1**	*12.4%*	**88.5**	*-4.6%*
GM%	*40%*	*44%*		*42%*	
GM% (excl Musashi, constant FX)	*42%*	*44%*		*43%*	
EBITDA	**23.9**	**20.6**	*16.0%*	**23.7**	*0.8%*
EBITDA%	*11%*	*12%*		*11%*	
EBITDA% (excl Musashi, constant FX)	*13%*	*12%*		*13%*	
Depreciation & Amortisation	(3.1)	(3.1)	*0.0%*	(3.7)	*-16.2%*
EBIT	**20.8**	**17.5**	*18.9%*	**20.0**	*4.0%*
Net interest expense	(2.4)	(1.8)	*33.3%*	(2.1)	*14.3%*
PBT	**18.4**	**15.7**	*17.2%*	**17.9**	*2.8%*
Tax expense	(5.3)	(4.6)	*15.2%*	(5.2)	*1.9%*
NPAT	**13.1**	**11.1**	*18.0%*	**12.7**	*3.1%*

Statutory Financial Performance

Revenue and NPAT ahead of Statutory Forecasts

- Revenue in line with IPO Prospectus forecasts at $258.1m
- **Net loss of $9.1m, a 6.2% improvement on IPO forecasts:**

  Statutory results include the impact of IPO listing costs and Musashi integration costs

Full Year Statutory Financial Performance

A$000s	Actual FY16 (15 mnths)	Actual FY15 (12 mnths)	IPO Fcst FY16 (15 mnths)	% var
Net Revenue	**258.1**	**161.3**	**255.7**	*0.9%*
Vitamins and Supplements (VDS)	123.7	72.8	114.7	*7.8%*
Sports & Active Nutrition and Health Foods (SN & HF)	133.6	87.5	139.7	*-4.4%*
Other	0.8	1.0	1.3	*-38.5%*
Gross Margin	**105.4**	**69.9**	**107.7**	*-2.1%*
GM%	*41%*	*43%*	*42%*	
EBITDA	**5.7**	**14.1**	**7.0**	*-18.6%*
EBITDA%	*2%*	*9%*	*3%*	
Depreciation & Amortisation	(3.9)	(3.0)	(4.5)	*13.3%*
EBIT	**1.8**	**11.1**	**2.5**	*-28.0%*
Net interest expense incl. FX movements on borrowings	(7.4)	(4.6)	(6.8)	*-8.8%*
PBT	**(5.6)**	**6.5**	**(4.3)**	*-30.2%*
Tax expense	(3.5)	(2.1)	(5.4)	*35.2%*
NPAT	**(9.1)**	**4.4**	**(9.7)**	*6.2%*

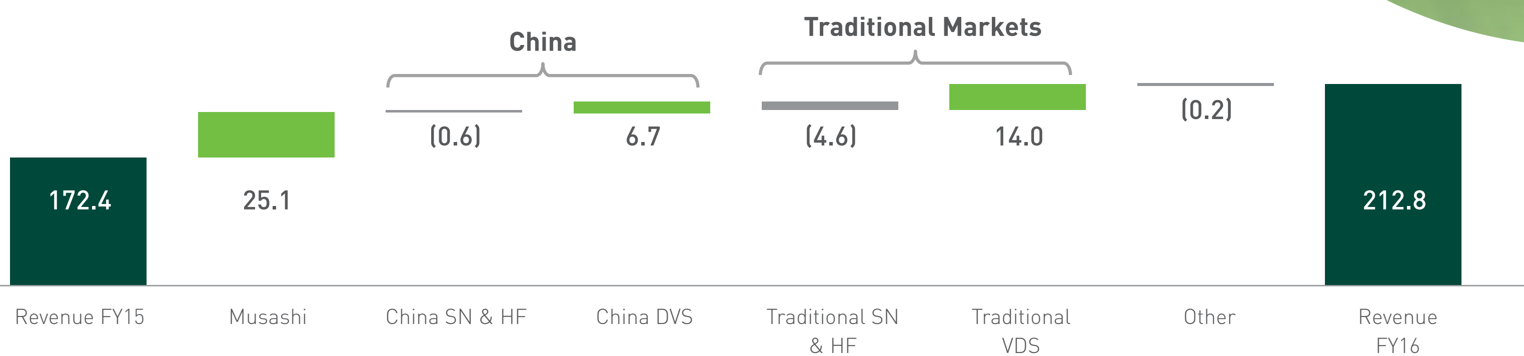
Understanding Revenue Growth

Revenue Growth Driven by the Performance of Vitamins and Supplements and Successful Musashi Acquisition

$40m Growth in Pro forma net revenue owing to:

- Successful implementation of Musashi acquisition ($25.1m)
- Growth in China notwithstanding volatility seen in 2H16 ($6.1m)
- Solid organic performance in traditional markets ($9.4m)

Movements in Pro Forma Net Revenue FY15 to FY16 ($m)



*Pro forma revenue for FY15 is for the twelve months to 30 June 2015 (as shown in Figure 77 of the IPO Prospectus). Pro forma revenue for FY16 is for the twelve months to 30 June 2016 and has been calculated in a manner that is consistent with the pro forma forecast income statement in Figure 78 of the IPO Prospectus.

Pro Forma EBIT Trend

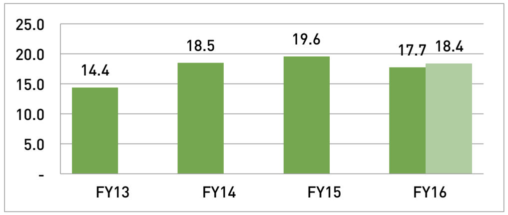
Strong result from Vitamins and Supplements, ahead of IPO Prospectus Forecasts

- VDS continues a strong trajectory, with pro forma EBIT up materially on FY15 and higher than IPO Prospectus forecasts
- Solid performance from core SN & HF brands notwithstanding earnings drags (discussed on slide 11)
- Corporate costs marginally lower than forecast

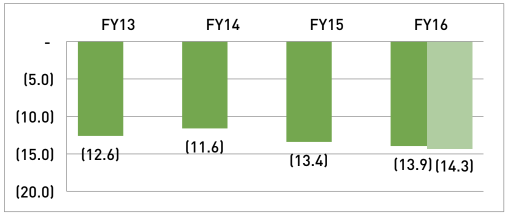
Pro Forma EBIT (12 months ending 30 June, $m)

VDS

SN & HF



Corporate



IPO Prospectus forecast

Pro Forma Segment Results Vitamins & Supplements

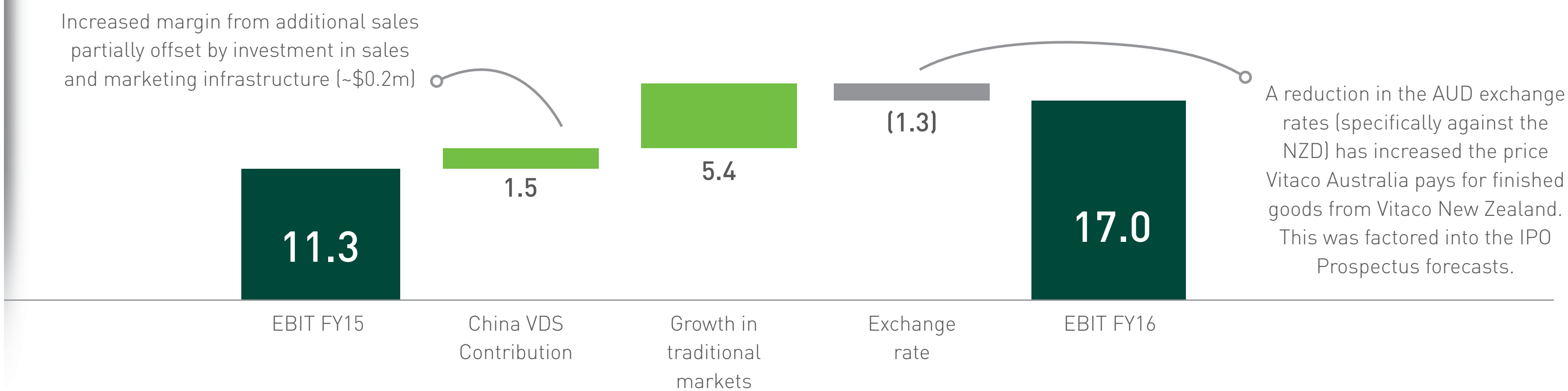
Strong Performance from Vitamins and Supplements Segment

- 64% growth in China VDS sales
- 20% growth in traditional markets
- 50% improvement in segment EBIT
- Healtheries Supplements sales growth of 13%
- Wagner sales growth of 27%
- Nutra-Life sales growth of 26%

Vitamins and Dietary Supplements (VDS)

A$ Millions	Pro Forma FY16	Pro Forma FY15	Pro Forma % chg.
Revenue	**100.2**	**79.5**	*26.0%*
EBIT	**17.0**	**11.3**	*50.4%*
Margin	*17.0%*	*14.2%*	
Margin (excl. Currency)	*18.2%*	*14.2%*	

Vitamins & Dietary Supplements– EBIT Bridge FY15 to FY16 ($m)



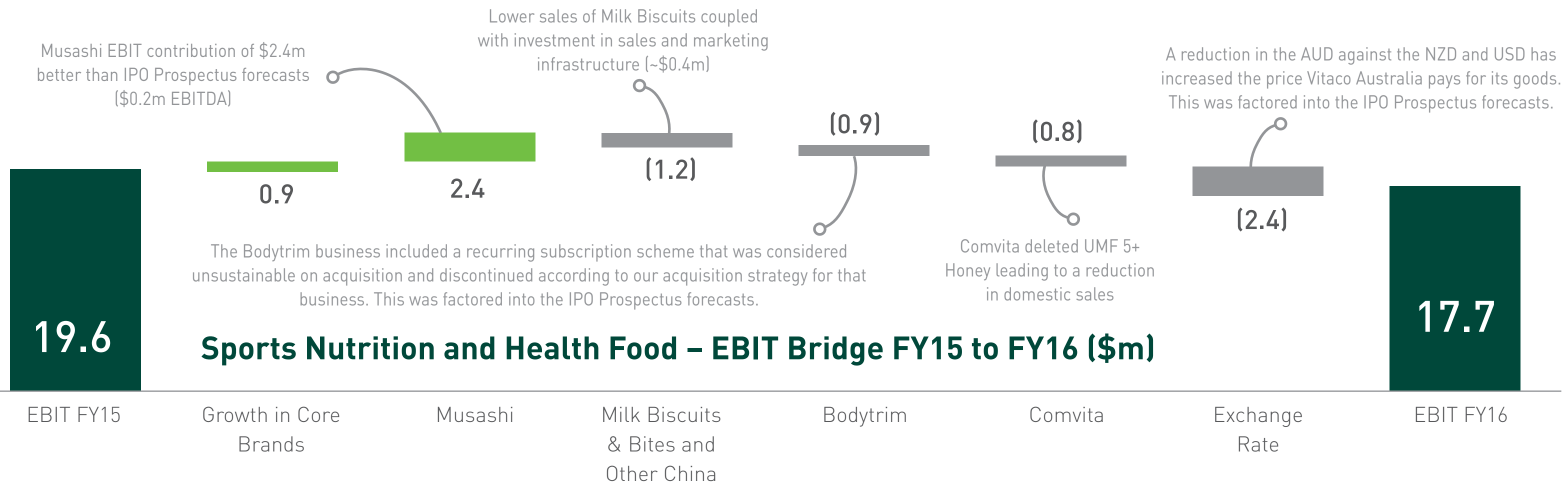
Pro Forma Segment Results Sports Nutrition & Health Food

Solid Performance From Core Brands Supplemented by Successful Musashi Acquisition

- Musashi moved to profitability faster than originally forecast, with an EBIT contribution of $2.4m exceeding IPO Prospectus forecasts
- Solid underlying performance from core brands notwithstanding earnings drags:
  - Aussie Bodies drinks experiencing near-term trading headwinds
  - Comvita sales affected by deletion of UMF 5+ Manuka Honey (now 2.5+)
  - COGs negatively impacted due to AUD weakness against NZD and USD

Sports Nutrition & Health Food (SN & HF)

A$ Millions	Pro Forma FY16	Pro Forma FY15	Pro Forma % chg.
Revenue	**112.2**	**92.3**	*21.6%*
EBIT	**17.7**	**19.6**	*-9.6%*
Margin	*15.8%*	*21.3%*	
Margin (excl. Musashi & Currency)	*20.3%*	*21.3%*	



Sports Nutrition and Health Food – EBIT Bridge FY15 to FY16 ($m)

Balance Sheet

Strong Financial Position

- Working capital (being trade debtors plus inventory less trade creditors and provisions) increased by 22% due to impact of Musashi acquisition, organic revenue growth, and China specific inventory
- Capex of $3.0m during 12 months to 30 June:
  - $1.7m maintenance capex
  - $1.3m growth capex
- Significant improvement in net debt from $44.5m at 31 December 2015 to $36.4m at 30 June 2016. Reflecting:
  - Improvements in working capital ($4.3m) as excess inventories and buffer stocks worked through
  - Trading profits
- Comfortable headroom on banking covenants

Balance Sheet			
A$000s	Jun-16	Mar-15	% chg.
Current Assets			
Cash & Equivalents	9,920	3,753	164.3%
Trade Debtors	33,998	29,094	16.9%
Inventory	46,480	36,014	29.1%
Other Current Assets	3,124	1,757	77.8%
	93,522	**70,618**	32.4%
Current Liabilities			
Trade Creditors & Provisions	(35,303)	(28,069)	25.8%
Borrowings	(5,959)	(76,844)	
Other	(1,599)	(4,374)	-63.4%
	(42,861)	**(109,287)**	-60.8%
Non-Current Assets			
PP&E	19,255	18,676	3.1%
Intangible Assets	108,354	113,742	-4.7%
Other Non-Current Assets	2,636	3,567	-26.1%
	130,245	**135,985**	-4.2%
Non-Current Liabilities			
Provisions	(1,157)	(272)	
Borrowings	(40,407)	(779)	
	(41,564)	**(1,051)**	
Net Assets	**139,342**	**96,265**	44.7%

Banking Covenants	Jun-16	Covenant	Headroom
Interest Cover (greater than)	8.50x	3.00x	183%
Net Debt Coverage (less than)	1.44x	3.00x	108%

Vitaco changed its balance date to 30 June during 2015, as such the comparative period is 31 March.

EPS and Dividend

- FY16 pro forma earnings per share of 9.41* cents per share
- Dividend of 2.96 cents per share declared (being 55% of pro forma NPAT (excluding the impact of non-recurring legacy Musashi operating costs) since listing less the interim dividend of 1.69 cents per share paid in March):

Ex Date: 5 September 2016

Record Date: 6 September 2016

Payment Date: 30 September 2016

Franking and imputation credits are not attached to this dividend, but may be attached to any future dividends

Earnings per Share

	Pro Forma	
Cents (AUD)	FY16	Since Listing**
EPS	9.41	8.45
Dividend		
Interim Dividend Paid		1.69
Final Dividend		2.96
Total Dividends for the Year		**4.65**

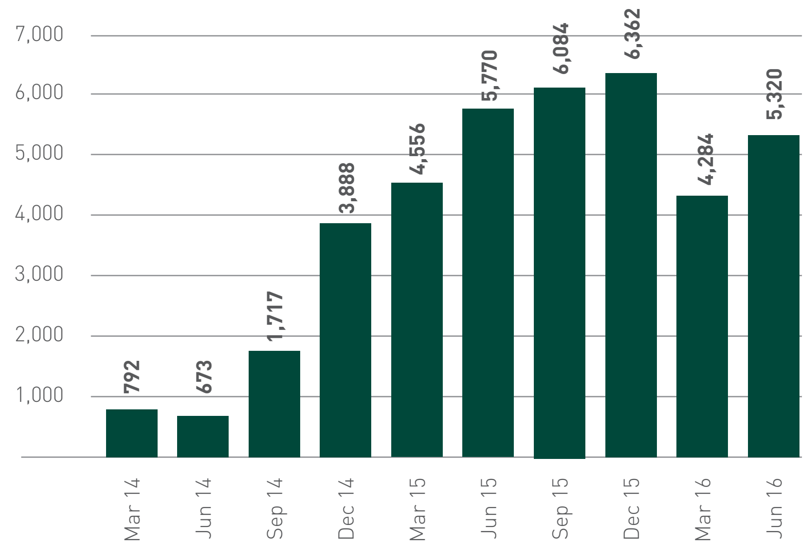
*FY16 Pro forma NPAT $13.1m divided by 139,144,525 shares on issue as at 30 June 2016

**Covering the period 15 September 2015 to 30 June 2016. Based on Vitaco's Pro forma NPAT adjusted to exclude the impact of non-recurring legacy Musashi operating costs

China Update

Investing in Future Growth

- 2H16 was significantly impacted by sales volatility due to increased uncertainty surrounding Chinese regulation of cross-border e-commerce
- While the introduction of new regulation originally announced in April has been deferred, the resulting uncertainty, coupled with an increase in taxes payable on cross-border e-commerce transactions, has impacted our sales
- Sales did partly rebound in Q4, however we expect ongoing uncertainty. In-market offline sales partnerships will play an increasingly important role in supporting future sales growth
- Vitaco has made a significant investment in sales and marketing infrastructure in China:
  - Dedicated Chinese roles have increased from 3 to 12 full-time team members, including a Shanghai-based General Manager
  - Investment in social media marketing campaigns
  - Launch of Musashi sports powder through our TMall e-commerce site



Quarterly Group Sales to China Customers (A$000s)

Vitaco continues to refine its definition of China sales and customers. As such, results shown in the chart above may differ from those shown previously


QUALITY INGREDIENTS
NUTRA-LIFE
Celery 10,000
Inner Skin Hair, Skin & Nails
Royal Jelly
HIGH STRENGTH
Lecithin 1500mg
HIGH STRENGTH
Grape Seed 50,000
NUTRA-LIFE®
TRUSTED • AUTHENTIC • QUALITY • LEADERS

Outlook

- We expect continued solid performance from our core brands in traditional markets
- Continued regulatory uncertainty in China, the loss of the Trilogy contract and increasing business investment will impact on sales and earnings. Given these pressures we expect Q1 FY17 sales will be below the prior corresponding period
- Vitaco is forecasting a lift in operating costs as it increases investment in the business including:
  - Increased consumer marketing costs and increased headcount to support growth in China
  - Greater marketing support for key brands across the New Zealand and Australian markets
  - Increased investment in developing and growing our Supplements position within the Australian pharmacy channel
- We are in the preliminary stages of assessing opportunities to expand our manufacturing and warehousing footprint in Auckland. If actioned this would require capital investment
- We remain positive about the long term thematic for our brands into China, however short term route to market challenges will impact sales. During FY17 we will continue to increase our investment in our brands to ensure we maximise our long term growth both domestically and in our key international growth markets

Vitaco Proposed Scheme of Arrangement

- On 4 August 2016, Vitaco announced that it had entered into a Scheme Implementation Deed with subsidiaries of Shanghai Pharmaceuticals Holdings Co. Ltd and Primavera Capital Fund II L.P. at $2.25 per share
- The offer represents a premium to 1-month VWAP* of 37% and 32% premium to 3-month VWAP*
- Vitaco's Directors recommend shareholders vote in favour of the Scheme, subject to no superior proposal emerging and an independent expert determining that the Scheme is in the best interests of Vitaco shareholders
- Further details on the proposed Scheme will be provided to shareholders in late September 2016 with a shareholder meeting expected to be convened in November 2016

*At the date of the announcement

Summary

- Solid financial performance in FY16 with IPO Prospectus forecasts achieved
- Musashi successfully integrated ahead of schedule
- Early investments in China are solidifying our position in that market
- Investment in FY17 intended to ideally position Vitaco for long term sustainable growth


MUSASHI®
MUSASHI LYSINE
MUSASHI ELEVATOR
MUSASHI HIGH PROTEIN
LEAN MUSCLE AND RECOVERY 30
MUSASHI BULK EXTREME PROTEIN
RAPID GAINER 50
MUSASHI LEAN WPI
RIPPED MUSCLE 24
LOW CARB PROTEIN

vitaco

Appendix: Reconciliation of Pro Forma to Statutory

Reconciliation between Pro Forma EBITDA and Statutory NPAT		
A$ Millions	FY16	FY15
Profit / (Loss) attributable to the shareholders of Vitaco Holdings Limited (FY16: 15 months to 30 June 2016, FY15: 12 months to 31 March 2015)	**(9.1)**	**4.4**
Add back / (deduct):		
Income tax expense / (benefit)	3.6	2.1
Finance costs	7.5	4.8
(Finance income)	(0.2)	(0.2)
Depreciation and amortisation expense	3.9	3.0
Statutory EBITDA	**5.7**	**14.1**
Pro-Forma Adjustments:		
Adjustment to a 12 month year ending in June		
- Deduct Q1 EBITDA (April to June results)	(5.9)	(1.0)
- Add back new Q4 EBITDA (FY15 only)	-	5.9
Items considered to be Non-Recurring by Vitaco Management and Board		
- Musashi transaction and integration costs	9.1	-
- Share issue costs	14.3	-
- Impact of closing hedging contracts (relating to foreign denominated debt paid off on IPO)	1.7	-
- One-off non-cash gain from adoption of hedge accounting*	(1.0)	-
- Unrealised FX gain / (loss)	-	1.6
- Non-recurring costs paid during FY15	-	1.5
Adjustments to reflect structural changes in the business		
Incremental Listed Company Costs	-	(1.5)
Pro Forma EBITDA (12 months ending 30 June)	**23.9**	**20.6**
less:		
Depreciation and amortisation expense	(3.1)	(3.1)
Pro forma finance costs	(2.4)	(1.8)
Pro forma taxation costs	(5.3)	(4.6)
	(10.8)	(9.5)
Pro Forma Net Profit After Tax (12 months ending 30 June)	**13.1**	**11.1**

*Our IPO Prospectus forecasts assumed that we would adopt hedge accounting from 1 July 2016. Our audited 30 June 2016 financial results adopt hedge accounting from 1 April. As a result, the Group recognised a one-off gain from the adoption of hedge accounting of ~$1.0 million.

Disclaimer

This presentation contains general information about the activities of Vitaco Holdings Limited (ACN 606 826 493) (VIT) which is current as at 30 August 2016. It is in summary form and does not purport to be complete. It presents financial information on both a statutory basis (prepared in accordance with Australian accounting standards which include Australian equivalent to International Financial Reporting Standards (IFRS)) as well as information provided on a non-IFRS basis. VIT considers that the non-IFRS financial information is important to assist in evaluating VIT's performance. The information is presented to assist in making appropriate comparisons with prior periods and to assess the operating performance of the business. For information regarding historical pro forma results, including the associated definitions, please see VIT's IPO prospectus dated 4 September 2015. For a reconciliation of the non-IFRS financial information contained in this presentation to IFRS-compliant comparative information, refer to the Appendix of this presentation.

This presentation is not a recommendation or advice in relation to VIT or any product or service offered by VIT's subsidiaries. It is not intended to be relied upon as advice to investors or potential investors, and does not contain all information relevant or necessary for an investment decision. It should be read in conjunction with VIT's other periodic and continuous disclosure announcements filed with the Australian Securities Exchange (ASX). These are also available at www.vitaco.com.au. Investors must rely on their own examination of VIT, including the merits and risks involved. Investors should consult with their own professional advisors in connection with any acquisition of securities.

No representation or warranty, express or implied, is made as to the accuracy, adequacy or reliability of any statements, estimates or opinions or other information contained in this presentation. To the maximum extent permitted by law, VIT, its subsidiaries and their respective directors, officers, employees, advisers and agents disclaim all liability and responsibility for any direct or indirect loss or damage which may be suffered by any recipient through use of, or reliance on, anything contained in or omitted from this presentation.

To the extent that certain statements contained in this presentation may constitute "forward-looking statements" or statements about "future matters", the information reflects VIT's intent, belief, or expectations at the date of this presentation. Subject to any continuing obligations under applicable law or any relevant listing rules of the ASX, VIT disclaims any obligation or undertakings to disseminate any updates or revisions to this information over time. Any forward-looking statements, including projections, guidance on future revenues, earnings and estimates, are provided as a general guide only and should not be relied upon as an indication or guarantee of future performance. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause VIT's actual results, performance or achievements to differ materially from any future results, performance or achievements expressed or implied by these forward-looking statements. Any forward-looking statements, opinions and estimates in this presentation are based on assumptions and contingencies which are subject to change without notice, as are statements about market and industry trends, which are based on interpretations of current market conditions. For example, the factors that are likely to affect the results of VIT include, but are not limited to, general economic conditions in Australia, New Zealand and Asia, exchange rates, competition in the markets in which VIT operates and the inherent regulatory risks in the business of VIT.

Please note that past performance is no guarantee or indication of future performance.

This presentation does not constitute an offer to issue or sell, or solicitation of an offer to buy, any securities or other financial products in any jurisdiction. The distribution of this presentation outside Australia may be restricted by law. Any recipient of this presentation outside Australia must seek advice on and observe any such restrictions. This presentation may not be reproduced or published, in whole or in part, for any purpose without the prior written permission of VIT.

All amounts are in Australian dollars unless otherwise stated.