

27 October 2011

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Goodman Fielder Limited – 2010/11 Sustainability Report

I attach Goodman Fielder's 2010/11 Sustainability Report, which will be available on Goodman Fielder's website www.goodmanfielder.com.au once released to the market. Copies are also available on request by contacting our Sydney corporate office.

Yours sincerely,



JONATHON WEST
Company Secretary



GOODMAN FIELDER SUSTAINABILITY REPORT 2010/11



Goodman Fielder Limited ABN 51 116 399 430

SUSTAINABILITY REPORT 2010/11

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* This document applies the Global Reporting Initiative's (GRI) G3 Sustainability Reporting Guidelines to Application Level C+. A GRI Content Index is provided on our website (www.goodmanfielder.com.au)



About this Report



Report Boundaries

This is Goodman Fielder Limited's third annual sustainability report and contains information on the organisation's environmental and social activities and performance from 1 July 2010 to 30 June 2011 (FY11). This report follows our 2009/2010 sustainability report which was published in October 2010. To the extent practical, the information provided covers the company's operations in Australia, New Zealand and Asia Pacific, including joint ventures and members of the value chain over which the company exercises significant influence. There have been no significant changes from previous reporting periods in the scope, boundary or measurement methods applied in this report.

Economic Performance

Economic performance is an important component of Goodman Fielder's approach to sustainability. Information about our economic performance and financial strategies is available in Goodman Fielder's 2010/11 Annual Report. The Annual Report can be accessed through our website at www.goodmanfielder.com.au

Stakeholder Inclusiveness

Goodman Fielder's stakeholders include our employees, customers, consumers, shareholders, regulators, non-government organisations, suppliers, neighbours and the general community. The process of identifying the material sustainability issues covered in this report included assessing our key stakeholder groups' views and opinions, which were obtained from a number of sources, including employee engagement surveys, customer meetings, shareholder meetings, investment analyst questionnaires, supplier workshops, market research and participation in industry forums and committees. Our Consumer Advisory Centre collects data on consumer product feedback and complaints. We also welcome comments from all our stakeholders on our sustainability performance via the interactive link in the sustainability section on our website.

Materiality

Based on internal discussions and feedback from our stakeholders, we consider that our key sustainability issues are (in no specific order): employee health and safety, injury management, career development and leadership, equal opportunity employment, corporate governance, economic performance, revenue distribution, climate change, energy efficiency, water usage, waste minimisation, sustainable consumer packaging, community donations and development, minimising community disruptions, consumer communications, sustainable palm oil supplies, genetically modified food ingredients and product nutrition.

External Assurance

Goodman Fielder engaged Net Balance Management Group (an independent assurance provider) to verify the FY11 data presented in this report, with the exception of the financial data which was extracted from the company's financial statements. More details on the sustainability data verification process and outcomes is available on page 28 of this report.



A Message from the Chairman

I am very pleased to present Goodman Fielder's Sustainability Report for 2010/11 and I would like to thank our stakeholders for their positive feedback on our previous reports. During the year, our organisation has continued to make significant progress on sustainability. For example we have created a Round Table forum for women in senior management, improved our energy efficiency and commenced our support of the production of sustainable palm oil via the GreenPalm program.

MAX OULD, CHAIRMAN

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I am particularly proud of the company's sponsorship of the "Nutrition, Outreach, Support and Health" (NOSH) program, which is a partnership with the not-for-profit organisation Open Family Australia designed to provide nutritious meals and health advice to disadvantaged youth in Western Sydney. I am looking forward to seeing the expansion of this initiative to communities in need in other regions where we operate over the coming years.

This year has presented some unique challenges for our company, with an unprecedented series of natural disasters in Australia and New Zealand including a number of serious earthquakes in Christchurch, floods in Queensland, New South Wales and Victoria and a cyclone in Queensland. I would like to express my appreciation to our employees who have performed magnificently in these difficult times and continue to do so.

In particular, the second Christchurch earthquake in February 2011 was devastating for many of our people. While we are very grateful that none of our employees or their families were harmed during the quake, many lost their homes and most have sustained some degree of property damage. Despite the obvious personal hardship, our Christchurch employees have stayed focused on maintaining critical food supplies to the region. Goodman Fielder also donated food products to emergency welfare centres immediately following the quake to help residents obtain adequate food supplies. We have also established an Earthquake Assistance Fund to help employees who have lost their homes get back on their feet.

I recently had the pleasure of appointing Mr Chris Delaney as the company's new Chief Executive Officer. Chris joined the company on 4 July 2011 and his visionary management style and strong commitment to the principles of sustainability make him the perfect candidate to lead our company into a new and more sustainable era.

A Message from the CEO



CHRIS DELANEY, CEO

I recently commenced as Goodman Fielder's CEO and Managing Director, and was attracted to the role given the company's prominent position as a locally listed organisation that plays an important role in meeting the nutritional needs of communities across Australasia. I firmly believe that this is a fantastic company with a great future, and that we will continue to play an integral role in the social, economic and environmental sustainability of our region for years to come.

I am very optimistic about our company's future, however, I also recognise that Goodman Fielder will continue to face challenges that require us to evolve and adapt our business structure to facilitate our future success. I believe that our employees should be kept informed about the strategies being developed to enhance our business performance and I have therefore established regular information sessions for our head office and manufacturing sites, with a view to providing regular updates to our valued staff.

I believe that climate change poses very real risks and opportunities for communities and businesses in our region and therefore I support sensible government action in this area. For example, putting a fair price on carbon will encourage research and development in the low emission technologies needed to help businesses such as Goodman Fielder to reduce their carbon footprint, as well as making these opportunities more economically attractive to implement.

In the short term, our business will focus on increasing energy efficiency across our manufacturing and product distribution platforms. Over the longer term, we plan to take advantage of the technological advances that will inevitably result from the global move towards a low carbon future.

The unprecedented growth in the palm oil industry in recent years has unfortunately resulted in a range of unacceptable impacts to native forests and Indigenous people in some regions of South East Asia. I am pleased to report that Goodman Fielder began supporting the production of certified sustainable palm oil this year by purchasing GreenPalm certificates to cover many of the retail branded products manufactured by our Home Ingredients business unit. We are also working closely with our customers to explore the feasibility of implementing more advanced supply chain models endorsed by the Roundtable on Sustainable Palm Oil.

I can also confirm that I support Goodman Fielder's position of using raw materials that are not genetically modified for our retail branded consumer products wherever possible.

I recently had the pleasure of opening the inaugural Round Table Discussion on Diversity and Women at Goodman Fielder. This meeting provided a forum to discuss issues and ideas that are important to women in senior management positions at Goodman Fielder, such as how we can create a more flexible and family-friendly workplace and provide women with more career development opportunities. I am very supportive of this initiative and look forward to seeing the positive outcomes that result from this group's work.

I trust that this report provides a useful and interesting reference for our stakeholders and I am looking forward to leading Goodman Fielder on the next stage of its journey towards achieving our vision of "providing quality food in a sustainable way."

Sustainability Activities

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Progress Against FY11 Actions

Target	Progress in FY11
Implement our new environmental data management system (EnviroChart).	EnviroChart is now used to track manufacturing energy, water and waste data across the business.
Complete roll out of the Australian Government's Energy Efficiency Opportunities (EEO) program.	The first cycle of the EEO program is complete and our final reports will be submitted in December 2011.
Develop an Action Plan that meets the requirements of the newly-revised Australian Packaging Covenant (APC).	Our APC Action Plan was submitted and formally approved by the Packaging Covenant Council.
Develop the management systems necessary to comply with the requirements of New Zealand's new Emissions Trading Scheme (NZ ETS).	We have investigated our legal obligations under the NZ ETS and will implement the appropriate management systems once we are required to directly participate in the scheme.
Update our Corporate Environmental Awareness (GREEN) training program.	Our Corporate Environmental Awareness training program has been refreshed and is being rolled out across the business.
Conduct a new Employee Engagement Survey.	The engagement survey was completed, results were communicated across the business and action plans were developed to address the issues raised by our employees.
Consolidate and refresh our leadership development philosophy and framework.	The leadership development framework has been refreshed and is being rolled out across the business.
Implement the "Talent Stream" system, which is an electronic platform detailing career opportunities for existing and prospective employees.	The Talent Stream website has been developed and is now fully operational.
Continue corporate Safety Management System (SMS) auditing and report the findings to our Corporate Risk Committee (CRC).	SMS audits were completed at 14 facilities across Australia, New Zealand and the Pacific Islands, and results were reported to the CRC.
Promote the work undertaken by Open Family throughout the business and encourage employees to volunteer.	A "World Cafe" brainstorming session was held to discuss how we can encourage more of our employees to volunteer with Open Family.
Begin purchasing GreenPalm certificates in line with our policy to support the production of certified sustainable palm oil.	Our Home Ingredient's business unit began purchasing GreenPalm certificates in September 2010, in line with our public commitments.
Investigate the feasibility of establishing a national waste management contract in Australia.	Limited progress was made on this initiative and alternative waste management models will be assessed in FY12.



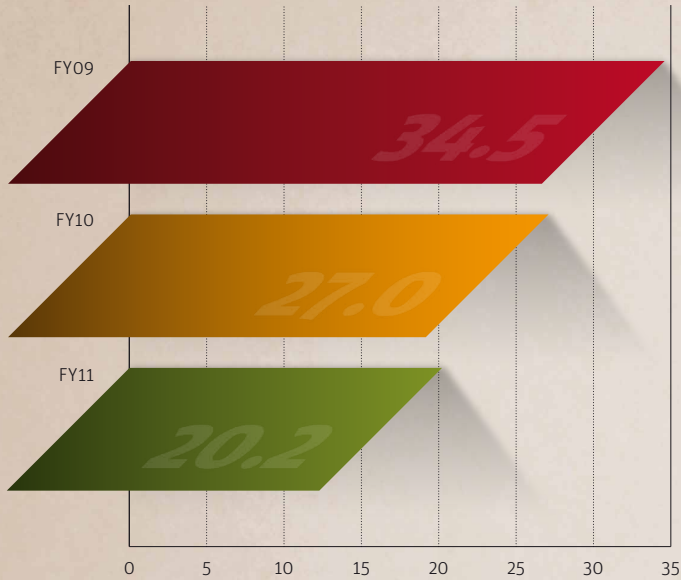
FY12 Actions



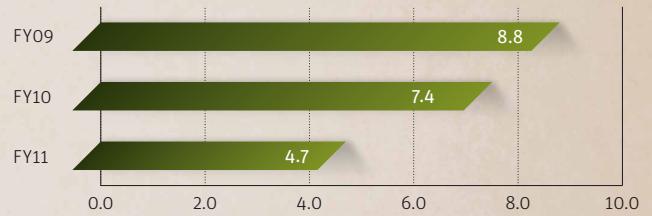
Focus Area	Target
Employee Safety and Wellbeing	<p>Develop a standardised set of tools and resources for our manufacturing sites to help them implement the Safety Management System.</p> <p>Conduct at least 30 safety management system audits at manufacturing sites in Australia, New Zealand and the Pacific Islands.</p> <p>Run at least four employee health education campaigns across the business that are tailored to prevalent health issues in each region where we operate.</p>
Environment	<p>Install "Induction" lighting at a minimum of six manufacturing sites to improve energy efficiency and to control fire risks.</p> <p>Develop a new Assessment Plan for the next five-year cycle of the Federal Government's Energy Efficiency Opportunities program.</p> <p>Prepare our Australian operations for the introduction of the proposed carbon pricing mechanism outlined in the Australian Government's Clean Energy Future program.</p> <p>Engage an external waste expert to investigate alternative waste management models for our Australian manufacturing sites, with a view to minimising waste to landfill.</p>
Talent Development	<p>Further embed our engagement program so that our people leaders continue to develop the capability to engage their people.</p> <p>Continue to focus on building the change leadership capabilities of our senior leaders.</p> <p>Continue our focus on succession & talent management by cascading these important processes further down the organisation.</p> <p>Build our career mentoring program for women and focus on our diversity initiatives.</p>
Community	<p>Roll out Open Family's NOSH program in underprivileged areas in outer Melbourne.</p>
Ingredients	<p>Investigate the feasibility of implementing more advanced certified sustainable palm oil supply chain models that have been endorsed by the Roundtable on Sustainable Palm Oil.</p>

Social Performance Measures

Significant Injury Frequency Rate (%)



Lost Time Injury Frequency Rate



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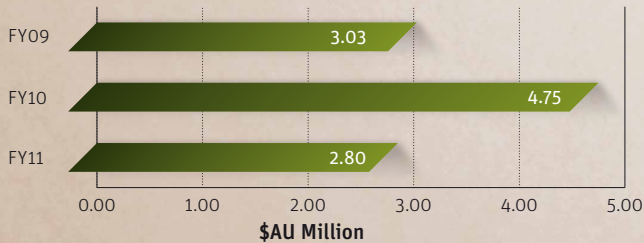
Revenue Raised from Sales by Region (\$AU million)



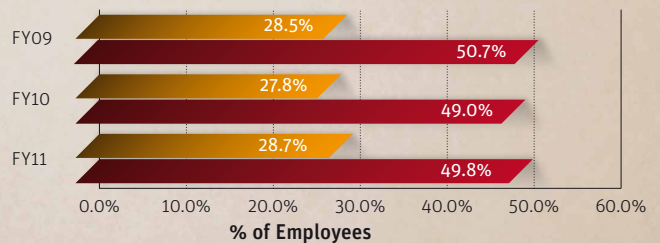
Revenue by Redistribution Category (\$AU million)



Community Donations



Employee Length of Service



Notes:

Significant Injuries (SI) are defined as a work-related injury or illness that results in either a: Lost Time Injury (LTI), Medical Treatment Injury (MTI) or a Restricted Work Injury (RWI).

An LTI is defined as a work-related injury or illness resulting in an employee being unable to work for a full scheduled shift, other than the shift on which the injury occurred.

FY10 safety statistic data has been updated since our previous sustainability report to account for claims that were rejected and injuries that were either upgraded or reclassified during FY11 (as at 30 June 2011).

FY11 safety statistic data is as at 30 June 2011 and is subject to change in the future to account for any claims that may be rejected and injuries that may be upgraded or reclassified.

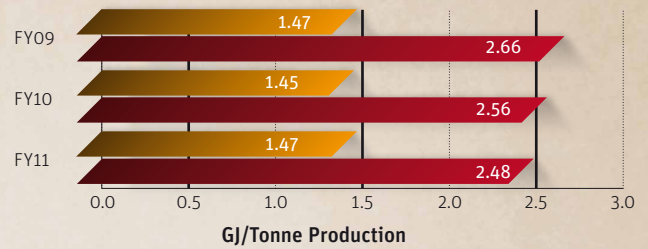
■ > 10 years
■ > 5 years

Environmental Performance Measures

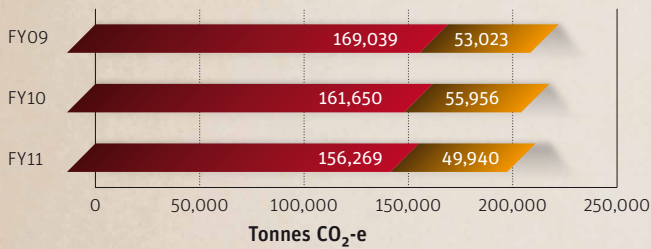
Australia and New Zealand Manufacturing Energy Consumption



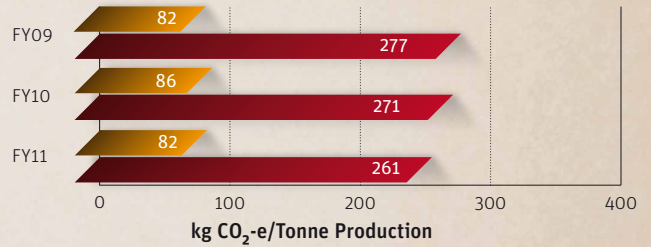
Australia and New Zealand Manufacturing Energy Efficiency



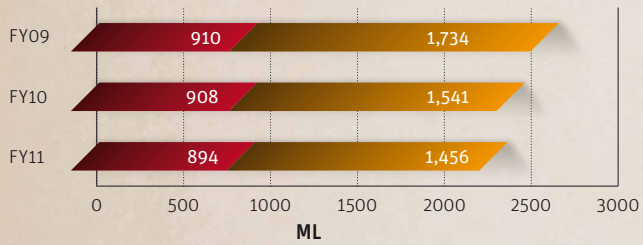
Australia and New Zealand Manufacturing Scope 1 and 2 Greenhouse Gas Emissions



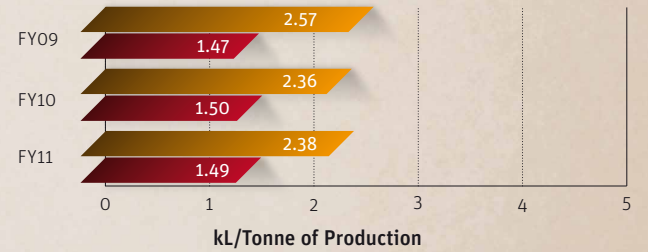
Australia and New Zealand Manufacturing Emissions Efficiency



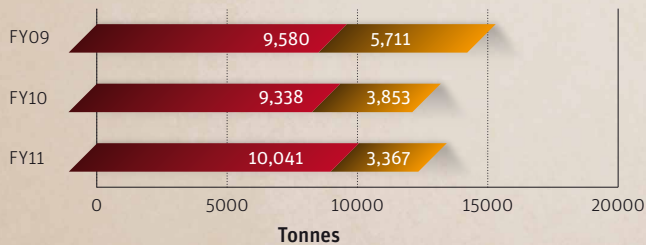
Australia and New Zealand Manufacturing Water Consumption



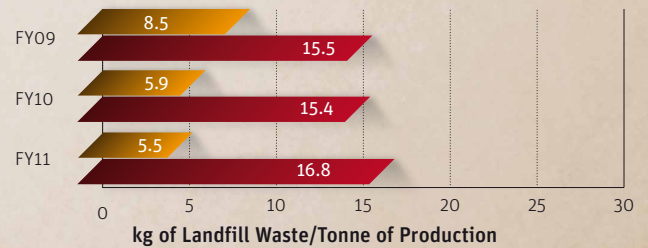
Australia and New Zealand Manufacturing Water Efficiency



Australia and New Zealand Manufacturing Landfill Waste Disposal



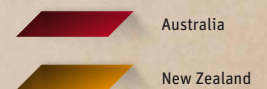
Australia and New Zealand Manufacturing Landfill Waste Efficiency



Notes:

Production data are based on weight of finished product, with the exception of baked loaf bread products which are based on pre-baking dough weights.

Previous year's water usage data have been updated since our previous sustainability reports to include groundwater used at our Bunbury fats and oils plant.



Operation locations



Our Business



GOODMAN FIELDER IS A MAJOR MANUFACTURER OF FOOD PRODUCTS IN AUSTRALASIA AND THE PACIFIC ISLANDS AND OWNS A WIDE PORTFOLIO OF BRANDS INCLUDING MEADOWLEA, PRAISE, WHITE WINGS, PAMPAS, MIGHTY SOFT, HELGA'S, WONDER WHITE, NATURE'S FRESH, MEADOW FRESH, EDMONDS, FLAME AND CREST.

Our Business cont.

About us

Our products include bread, milk, margarine, flour, dressings, condiments, dips, mayonnaise, frozen pastry, cake mix, pies, savouries, smallgoods, frozen pizza, desserts, sauces, vinegar and cooking oils.

We are also the largest supplier of edible fats and oils to Australian and New Zealand food manufacturers and wholesalers and the largest supplier of flour to New Zealand commercial customers.

The company is headquartered in Sydney and employs approximately 7,600 people in Australasia and the Pacific Islands. We are listed on the Australian and New Zealand stock exchanges and manufacture our products in almost 60 plants in Australia, New Zealand, Papua New Guinea, Fiji and New Caledonia.

There were no material changes to our business structure or portfolio of manufacturing sites during the reporting period, with the exception of the closure of our Christchurch bakery due to earthquake damage.

Corporate Governance

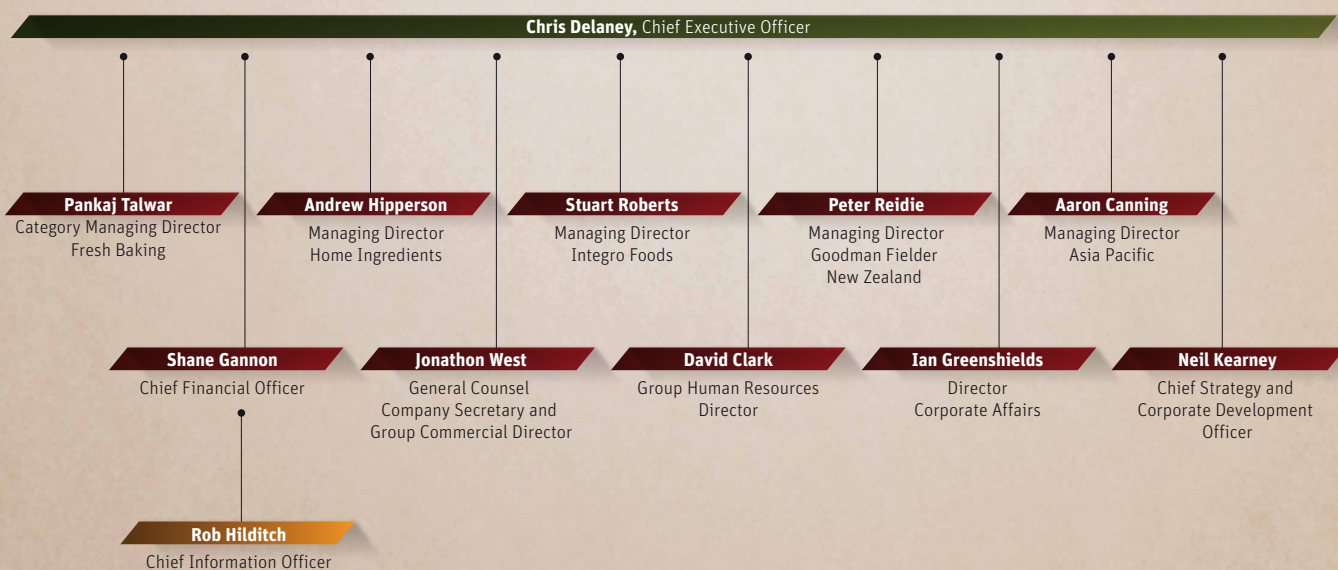
The 2011 financial year was a year of significant change for Goodman Fielder's Board of Directors and Executive Management team. After more than five years as Goodman Fielder's Managing Director and Chief Executive Officer, Peter Margin left the company on 29 April 2011. Max Ould, the Chairman of the Board of Directors, served as Executive Chairman on an interim basis until Chris Delaney was appointed as the company's new CEO on 4 July 2011. Following the commencement of Chris Delaney as CEO, Max Ould resumed his position as non-executive chairman of the company. The Board then comprised an independent non-executive Chairman, five independent non-executive Directors and the CEO.

Four committees assist the Board in fulfilling its responsibilities: the Corporate Risk Committee, the Audit Committee, the Human Resources and Remuneration Committee and the Nomination Committee. The Corporate Risk Committee is responsible for overseeing our sustainability initiatives and monitoring our performance in these areas.

Hugh Perrett, a non-Executive Director who had served on the Board since the company listed late in 2005, retired on 25 March 2011. Prior to his retirement, Hugh chaired the Human Resources and Remuneration Committee, whose responsibilities and charter were broadened in August 2010 to include issues such as diversity, organisational culture and the company's approach to human capital and people management. In order to allow an orderly transition in anticipation of Hugh's retirement, Chris Froggatt became the Chairman of the Committee on 1 January 2011.

A number of changes to the company's Executive Management team also occurred during the last half of the financial year. David Goldsmith, Goodman Fielder's Chief Financial Officer, left the company on 23 February 2011 and he has been replaced on an interim basis by Neil Kearney, a former Chief Financial Officer with National Foods Limited. Geoff Erby, the Managing Director of the Home Ingredients division, also left the company in February to become the Chief Executive Officer of Manassen Foods. Andrew Hipperson, Managing Director of the Asia Pacific division, was appointed as Geoff's replacement and Aaron Canning, Finance Director for the Asia Pacific division, was then promoted to become the division's Managing Director. Subsequent to year end, the company announced that Clive Stiff, Managing Director of the Fresh Baking division, would leave Goodman Fielder on 30 September 2011. An executive search for his replacement is currently being undertaken.

Senior Management Team



Our People



GOODMAN FIELDER EMPLOYS APPROXIMATELY 7,600 PEOPLE IN AUSTRALIA, NEW ZEALAND, ASIA AND THE PACIFIC. WE ARE COMMITTED TO CREATING A SAFE WORKPLACE AND ARE WORKING HARD TO CREATE A CULTURE THAT DOES NOT TOLERATE RISKS THAT COULD JEOPARDISE THE SAFETY OF OUR PEOPLE. WE ALSO BELIEVE THAT A TALENTED AND MOTIVATED WORKFORCE IS A PREREQUISITE FOR BUSINESS SUCCESS, AND OUR GOAL IS TO DEVELOP AND MAINTAIN WORK ENVIRONMENTS THAT EMPOWER AND INSPIRE OUR EMPLOYEES TO ACHIEVE THEIR POTENTIAL.

Employee Safety



DAIRY AND MEATS SAFETY JOURNEY

Annual Safety Performance

This year has seen mixed results for our corporate safety performance. As shown on page 6, we have seen a substantial improvement in our annual Significant Injury Frequency Rate (SIFR) and Lost Time Injury Frequency Rate (LTIFR). This reflects the efforts of our employees to put safety first in their daily activities and identify and control hazards that have the potential to cause serious safety incidents and injuries at our sites.

However, we were deeply saddened by the death of an employee of one of our transport contractors in Fiji, who was struck by the side of the contractor's truck while making a delivery at one of our chicken farms. We have offered ongoing support to the employee's family and friends in Fiji, as well as his work mates at the trucking company. The circumstances of the incident were thoroughly investigated by both the Fijian authorities and Goodman Fielder's safety professionals, and additional measures have been implemented to prevent a similar incident from occurring in the future.

Safety Performance Indicator	FY11 Performance
SIFR	20.2
LTIFR	4.7

Dairy and Meats Safety Journey

After the Dairy and Meats division was incorporated into Goodman Fielder's business in FY06, it became apparent that there were opportunities to improve this business' safety performance using the tools and systems developed by Goodman Fielder. As a result, the division developed a five-year strategy called the "Safety Journey", which formally commenced in FY09 and was based on the four key objectives of improving safety culture, behaviours, processes and the working environment.

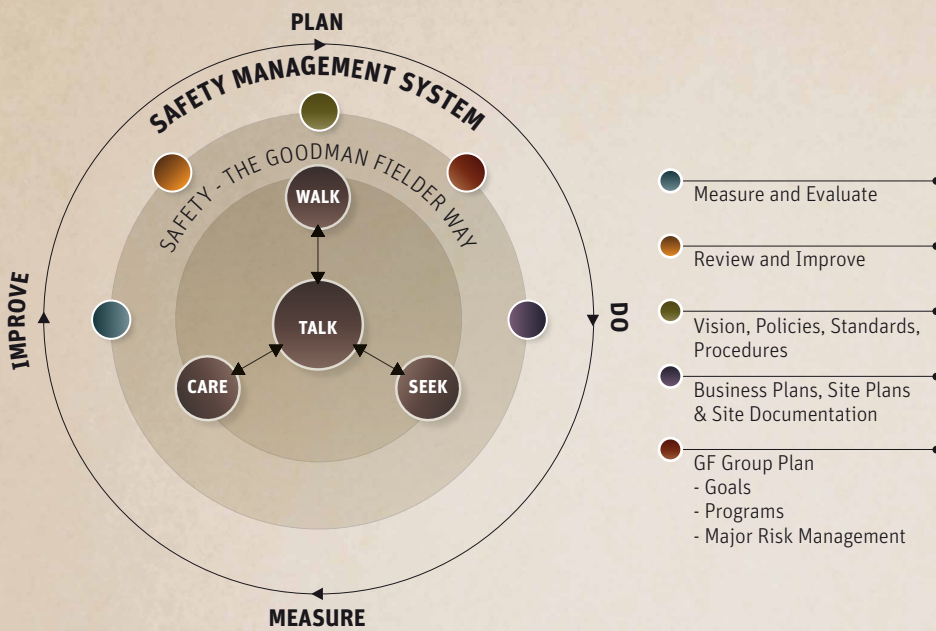
The first year of the strategy was called "Back to Basics" and focused on embedding safety into the division's "Safehouse Value System" and reinforcing the key elements of our "Safety the Goodman Fielder Way" program. The second year focused on "safety behaviours" and involved rewarding those that make a contribution to improving the division's safety culture, while maintaining a zero tolerance approach to poor safety practices. It also involved improving the visibility of each site's safety performance against targets through the introduction of a Safety Scorecard. This year's activities included the implementation of projects that have improved safety in the working

environment (such as additional machine guarding) and embedding key safety procedures such as Permits to Work. This year also saw a focus on improving incident investigations, root cause analysis and consultation during the development of corrective actions. There was also an increased focus on enhancing engagement with core people, such as Site Managers, on safety-related matters and qualified safety professionals were employed at each of the division's manufacturing sites.

This year, the Safety Journey strategy started to pay off, with the division's SIFR improving by 38% and their LTIFR reducing by an impressive 55%. We congratulate the Dairy and Meats division and wish them well on their continuing journey towards best practice.

Injury Management

We remain committed to supporting staff who have sustained work-related injuries or illnesses so that they can return to health and gainful employment as quickly as possible. Our corporate injury management program - CARE - is based on as the principles of early intervention, management support, "at work" rehabilitation, consultation and collaboration.



Safety Management System Audit Program

Goodman Fielder's corporate safety program is based on our Safety Management System (SMS) and a behavioural safety program called "Safety The Goodman Fielder Way."

This year, our corporate safety activities concentrated on rolling out our recently revised SMS audit tool. This involved undertaking SMS audits at 14 manufacturing facilities in Australia, New Zealand and the Pacific Islands.

These audits have identified areas of safety excellence within our business, which we plan to replicate across our organisation by incorporating the safety tools developed by these sites into a standardised set of corporate tools and resources that will be made available to all our manufacturing sites. This will involve reviewing our existing corporate safety documents to ensure they are up-to-date, relevant and provide the information required to help our sites improve their compliance with the SMS. This process will also ensure that the requirements of the newly standardised national safety legislation in Australia are incorporated into our corporate SMS. We aim to complete this review by the end of FY12.

The SMS audits also identified areas for improvement, and each audited site was provided with a comprehensive report highlighting any identified non-conformances and the required timeframes for implementing corrective actions.

In June 2010, two new full time Corporate SMS Auditor positions were created and filled by internal candidates, which will allow us to accelerate our SMS audit program in FY12. Our objective is to complete an SMS audit for the remainder of our manufacturing sites over the next two years.

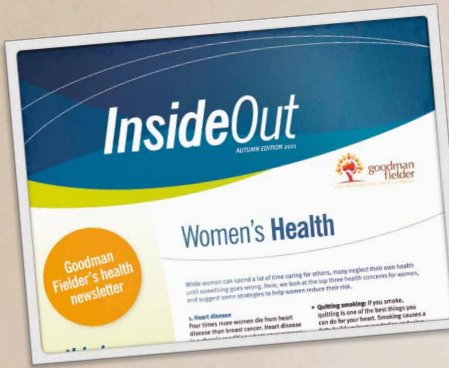
Golden Rules Refresher TALKs

Last year we reported on the introduction of our eight Safety Golden Rules, which were developed by our Executive Management Team to help manage the risks which are considered most likely to result in serious incidents. The rules apply to all of our employees, contractors and visitors, and must be adhered to at all times. Any employee not complying with a Golden Rule can expect to be challenged. Although non-compliance does not automatically lead to formal action, a poor attitude towards the rules and/or failure to provide a good reason for the non-compliance will result in disciplinary action.

This year we held a refresher training program on the Golden Rules and translated the training materials into French, Mandarin, Hindu and Fijian to facilitate understanding across our Asia Pacific operations. These refresher training sessions were delivered as part of our TALK program - a team meeting forum that operates as an open communication process between senior management and shop floor operators at our manufacturing sites.

Employee Health

Employee Health Engagement Campaigns



INSIDEOUT MAGAZINE



BETTER HEALTH CAMPAIGN



MAXIMISE YOUR POTENTIAL CAMPAIGN

14

Maximise Your Potential

The "Maximise Your Potential" employee health campaign promoted the benefits of regular physical activity, increasing heart rate and incorporating strength training. The Frequency, Intensity, Type and Time (FITT) Principle was introduced to help individuals develop a physical activity program to suit their requirements.

Better Health

The "Better Health" campaign helped our employees' calculate their Body Mass Index, measure their waste circumference and highlighted the importance of achieving and maintaining a healthy weight.

Health TALK Topics

Health management TALK Topics were rolled out across the business in FY11. Topics included Stress Management and Blood Pressure. The topics were chosen based on data on health risks and staff feedback on what issues were important to them.

Seasonal Flu Vaccinations

Vaccination helps to prevent the spread of seasonal flu during the winter months and we therefore encourage our manufacturing facilities to provide free voluntary flu vaccinations to staff.

InsideOut

InsideOut is our quarterly health newsletter for employees and their families. The publication offers information on health and wellbeing such as health and lifestyle articles, interesting facts and figures, questions and answers, healthy recipe ideas and details about Goodman Fielder's health initiatives and activities.

Employee Assistance Program (EAP)

The EAP is a free, confidential, off-site counselling service available to all employees and their immediate families. The EAP can help people with personal or work-related problems such as:

- Family/Relationships;
- Depression, anxiety or stress;
- Conflict/Violence;
- Emotional or physical abuse;
- Mid-life issues; and
- Substance abuse (including tobacco).

Employment:

Engaging our People

This year we repeated the Roadmap Initiative (our engagement survey which was introduced in April 2008) to better understand the engagement of our people. Partnering with employee engagement experts Aon Hewitt, the voluntary survey asks for our employees' thoughts, opinions and ideas on their experience of working for Goodman Fielder and how we can make it a better place to work. This year's engagement survey was conducted between 20 September and 1 October 2010. Over 4,600 employees participated in the survey, which gave us a 62% response rate (2% stronger than the Aon Hewitt average).

Goodman Fielder's employee engagement score increased by 5% between 2008 and 2010, a pleasing improvement given that engagement research conducted by Aon Hewitt indicated a small decline in overall employee engagement for companies within the Asia Pacific region during that period. However, the company's engagement score of 43% remains unacceptably low and the Directors and management recognise the need to significantly improve this score in the short and longer term. They are highly supportive of the initiatives being undertaken to address the issues identified in the survey. The survey is run every two years and we have introduced a pulse survey that will run in every other year so that we can track progress more regularly.

Our survey results highlighted four engagement drivers for Goodman Fielder to focus on: innovation, change management, communication and career opportunities. Since the survey was completed, more than 80% of our sites have carried out engagement action planning workshops. These workshops aim to involve employees in developing future initiatives to improve engagement, with a particular concentration on our four key focus areas. Our objective is to survey our people every two years to ensure continuous cultural improvement. We are looking forward to carrying out a Pulse Survey in late 2011 to ensure ongoing improvements are being made across the organisation.

Employee Share Ownership Plan

We encourage our employees to become owners in the company by offering a program that provides a simple tax effective way of purchasing shares in the company.

Continuing to Create a Culture of Fairness, Respect & Diversity

We believe that maintaining balance in our workforce helps us to fulfil our employment needs from a broad pool of available talent. We are therefore committed to developing a culture based on fairness, respect and diversity, which we believe will encourage diversity of ideas and opinions, as well as fostering innovation and creativity.

To further this aim, we have introduced a Diversity Roundtable, focusing initially on gender diversity. In FY12 we will introduce a career mentoring program for women who will be nominated by our business leaders, based on merit and their contribution to the business.

From a continuous improvement perspective, we are currently reassessing how our flexible work practices are implemented across the business to ensure consistency and access to flexible work arrangements where business commitments allow.

Collective Bargaining

Our employees are free to choose whether or not they wish to become members of industrial associations. Approximately 60% of our employees were covered by collective bargaining agreements in FY11.

Restructuring and Redundancy

As a result of increasingly competitive market conditions and higher ongoing costs, we have commenced a process of restructuring our business to ensure our ongoing success. We do not take the consequences of this restructure lightly, but the changes are necessary to reduce costs as we work to restore our top-line growth and deliver a sustainable margin structure that allows us to invest in the sustainable growth of the business.

Human Rights

Goodman Fielder does not employ, engage, contract or in any way illegally deal with children in a contract of employment or a contract for services relationship in any country in which we operate, nor do we engage any forced or compulsory labour of any kind. We do not knowingly deal with any organisation which uses child labour, forced labour or compulsory labour.



Talent Development

Leading Change

Following our employee engagement survey we have determined that one of our key engagement drivers that requires additional focus is change management.

We are part way through the implementation of change leadership training across all areas of the business, especially in areas most affected by actual or potential changes. The change management model focuses on achieving benefits and encouraging involvement. It encompasses effective communications, creating a shared and compelling vision, enabling leaders to lead the change, stakeholder involvement and assessing and supporting readiness for change.

We have been applying this training to support the success of change initiatives across Goodman Fielder. The feedback so far indicates that our investment in the change leadership program is boosting the effectiveness and adoption of the organisational changes required as part of major change initiatives.

Leadership Development Framework

During the past year we have redefined and improved our Leadership Development Framework. Our Leadership Development Model is built on the premise that by focusing on the development of our leaders, we are making the best use of our investment dollar as it is the leader who attracts, engages and develops the best team members. As such, our leadership development vision is "Great leaders building a great culture for great results."

As part of this new model, in FY11 we developed a number of programs which are now available to our leaders. New programs include Leading Teams (for frontline leaders); Leaders Learning Set (which focuses on strategy implementation, while building leadership capability); Coaching for Senior Leaders; Senior Mentoring program and our Change Leadership program. The training programs are tailored to the seniority of the leader, and each leader joins the training at the point most appropriate to their needs. In FY12 we will continue to focus on rolling out and embedding these programs across our leadership teams.

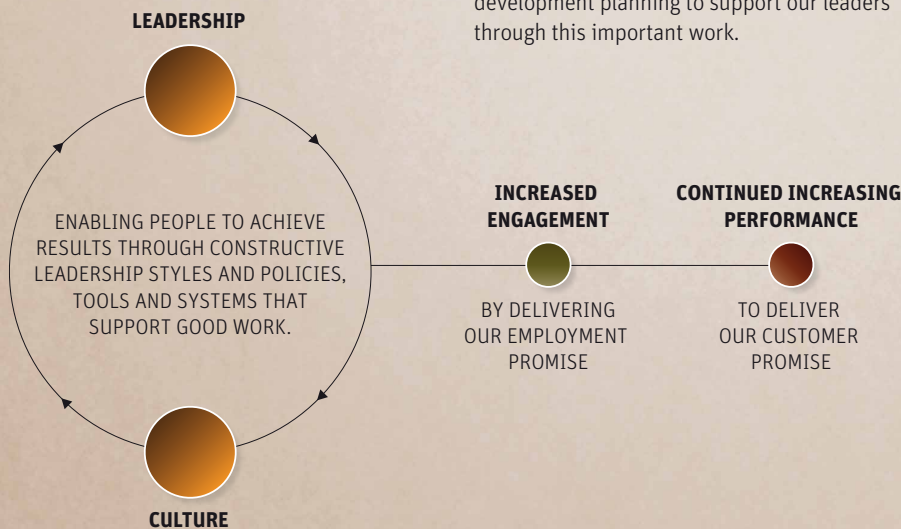
The effectiveness of this Framework is underpinned by the fact that our performance system – Perform & Grow – requires that each of our people leaders has an annual development planning conversation with each of their team members, leading to the preparation of a development plan and actions. We are also running training in development planning to support our leaders through this important work.

Talent Review and Succession Management

During the past twelve months, we have focused on building an even more robust talent review and succession management process. A pleasing outcome of this process has been that we have been able to increase the number of senior appointments through internal recruitment, with the result that those executives have been able to reach higher levels of performance in their new role more quickly than an external hiring. The secondary benefit has been savings in recruitment costs and more internal career opportunities for our employees at all levels.

Improving Recruitment – Talent Stream

In FY11 we introduced an online recruitment system called "Talent Stream," which enables existing and potential employees to monitor career opportunities at Goodman Fielder, with a view to finding people whose skills are aligned with our business strategy and capability requirements. Over the next two years, we will run additional behavioural recruitment training sessions for our hiring managers which will ensure that our recruitment processes continue to improve.



Source: Model adapted from Human Synergistics Research

Environment:



WE ARE COMMITTED TO DOING OUR PART TOWARDS ENSURING WE LEAVE A HEALTHY ENVIRONMENT FOR FUTURE GENERATIONS, WHICH INCLUDES IMPROVING OUR ENERGY EFFICIENCY, WATER EFFICIENCY AND REDUCING THE WASTE WE DISPOSE OF TO LANDFILL. WE VALUE OUR SOCIAL LICENCE TO OPERATE AND ARE COMMITTED TO MINIMISING ANY UNINTENDED IMPACTS ON THE COMMUNITY SURROUNDING OUR SITES.

Climate Change and Energy

CAROLE PARK



Indicator	Energy Consumption (GJ)	Energy Efficiency (GJ/tonne of production)
Australia	1,486,441	2.48
New Zealand	898,596	1.47
Asia Pacific	165,252	0.81

Indicator	Scope 1 and 2 GHG Emissions (tonnes CO2-e)	Scope 1 and 2 GHG Efficiency (kg CO2-e /tonne of production)
Australia	156,269	261
New Zealand	49,940	82
Asia Pacific	Not available	Not available

Notes:

Production data are based on weight of finished product, with the exception of baked loaf bread products which are based on pre-baking dough weights.

Energy and Climate Change Regulatory Compliance

We understand that climate change poses serious challenges to both the global community and our business. Our climate change strategy focuses on improving energy efficiency and reducing greenhouse gas emissions, as well as preparing our company for the inevitable changes to the regulatory and physical environments in which we operate.

Over the past few years, energy audits have been completed at 20 of our largest manufacturing sites. These audits identified a series of opportunities that will improve energy efficiency across the business. Many of these audits were undertaken as part of the Australian Government's Energy Efficiency Opportunities (EEO) program and/or the Victorian Environment and Resource Efficiency Program (EREP). Our Annual EEO Public Reports are available on our website (www.goodmanfielder.com.au).

We comply with the Australian Government's National Greenhouse and Energy Reporting (NGER) program and have participated in this program for three years.

New Zealand's Emissions Trading Scheme (NZ ETS) has resulted in a modest increase in operating costs for our New Zealand operations from increases in the price of energy and other goods and services. We have taken a number of steps to manage these additional costs and are confident that they will not have a material impact on the profitability of our business.

We have engaged an accounting firm to estimate the financial impacts associated with the recently announced carbon pricing mechanism to apply under the Australian Government's Clean Energy Future initiative, which will be used for financial planning purposes.

We consider that the long-term regulation of energy efficiency and greenhouse gas emissions will drive investment in energy-efficient equipment and renewable energy technologies that have the potential to reduce the amount of energy consumed by our business over the long term. Increased government focus on climate change is also likely to increase the amount of funding available for business improvement projects that have energy efficiency and greenhouse gas reduction benefits, making such projects more cost effective to implement.

As shown on page 7, the energy used at our Australian and New Zealand manufacturing facilities and the associated Scope 1 and 2 greenhouse gases (GHG) have decreased since our first public sustainability report in FY09. A summary of our FY11 manufacturing energy and greenhouse gas performance is provided in the tables above.

Seeing the light

We have started a major light replacement program at our manufacturing facilities that replaces old metal halides lights (which have the potential to explode and cause fires if not carefully managed) with new, high efficiency "induction" lights. Our Carole Park biscuit manufacturing facility in Brisbane was the first to roll out this lighting technology across their entire site, which resulted in a 50% reduction in electricity use for lighting.

Not only will the program reduce electricity and make our factories safer, the ten year life span of the new lights means a saving on maintenance costs as well. Six more factories across Australia and New Zealand are scheduled to have their lights replaced in FY12.

Waste and Packaging

ERSKINE PARK WASTE MANAGEMENT SYSTEM IMPROVEMENTS



BEFORE



AFTER

THE TEAM AT LONGBURN DAIRY



Indicator	Landfill Waste (tonnes)	Landfill Waste Efficiency (kg/tonne of production)
Australia	10,041	16.8
New Zealand	3,367	5.5
Asia Pacific	Not available	Not available

Notes:

Production data are based on weight of finished product, with the exception of baked loaf bread products which are based on pre-baking dough weights.

Landfill Waste

A significant proportion of our revenue is spent on raw materials from our suppliers. Our focus on avoiding landfill waste is therefore to protect the environment and to optimise our use of raw materials. This year we again conducted site level waste assessments at our major manufacturing sites in Australia. With trend data now available, the assessments are used to highlight sites and systems that are working well and to identify further opportunities to reduce landfill waste.

For example, staff at our liquid groceries factory at Erskine Park in New South Wales have been involved in implementing waste reduction initiatives. Trials of these initiatives indicate that they could reduce the site's total waste to landfill by up to 60%. The site started by identifying recyclable material in their general waste bins and then implemented improved signage and awareness about segregation at waste generation "hot spots". Other initiatives include a plastic film recycling trial, the use of bailers for cardboard and plastic and working with suppliers to return bulk packaging for reuse.

Our Dairy manufacturing facility in Longburn, New Zealand, which was highlighted in our 2009/10 sustainability report, also continued to focus on reducing waste. In FY09, the Longburn site produced 1,047 tonnes of landfill waste, which was reduced to 279 tonnes in FY10 and further reduced to 48 tonnes in FY11, representing a substantial 95% decrease in landfill waste over this period.

As shown on page 7, the landfill waste generated from our New Zealand manufacturing facilities has decreased since our first public sustainability report in FY09, however, landfill waste from our Australian manufacturing facilities has increased over this period. This is largely because the waste contractor that was recycling the "bleaching earth" generated at our West Footscray fats and oil manufacturing site ceased operating, resulting in 1,414 tonnes of this waste having to be disposed of to landfill during the reporting period. The site is currently in discussions with another waste recycling company and is hoping to resume recycling their bleaching earth early in FY12. With the exception of this anomaly, the Australian landfill waste performance of the remainder of our Australian manufacturing operations improved during the reporting period. A summary of our FY11 manufacturing landfill waste performance is provided in the table above.

Packaging

Packaging plays a critical role in our business as it protects, preserves, promotes and provides information about our products to our consumers. We recognise, however, that there are environmental impacts associated with the manufacture, transport, use and disposal of packaging. We need to find the right balance between packaging functionality and minimising the associated environmental impacts.

Our five year Australian Packaging Covenant (APC) Action Plan was submitted this year and sets out our commitments to reducing the environmental impact of our packaging materials. The plan includes actions designed to build environmental considerations into packaging design and related business processes. Adopting the Sustainable Packaging Guidelines and the increased use of lifecycle assessments to support packaging development and evaluation are two examples of these actions. The Australian Baking division has also commenced using new software for optimising carton design and pallet efficiency which has led to design change recommendations that will be trialled in late 2011.

Goodman Fielder's Packaging Covenant documents are available on our website (www.goodmanfielder.com.au).

Water Efficiency and Risk Management

Water Efficiency

Access to fresh, clean water is critical to our manufacturing operations as well as to the production of the raw ingredients on which we rely. While the eastern parts of Australia experienced higher than average rainfall and flooding during the year, water efficiency remains an important focus for Goodman Fielder.

A number of projects have been undertaken at our sites to reduce our water usage and reuse water where possible. For example, a project implemented by our West Footscray facility while participating in the Victorian Environment and Resource Efficiency Plans Program has allowed reclaimed water to be used in the site's cooling towers. Steam is used to heat the large storage tanks on the site and the engineering team has redesigned the system, including some pre-treatment, to ensure this water is now reused in the cooling towers.

As shown on page 7, total water usage has decreased since our first public sustainability report in FY09, whilst water efficiency remained relative constant over this period. A summary of our FY11 manufacturing water usage and efficiency performance is provided in the table below.

Reducing Environmental Risks

Emissions from industrial activities can have an adverse impact on the surrounding community and environment. For food manufacturing sites, these impacts can range from amenity issues related to odour through to uncontrolled wastewater discharges. We have developed tools to help identify and assess the risks associated with potential environmental hazards at each of our manufacturing sites, allowing us to reduce the potential for an adverse environmental impact.

For example, odour mitigation actions during the year included installing a new biofilter at our West Footscray fats and oil manufacturing site in Victoria and we refurbished the existing biofilter at a similar site in Murarrie, Brisbane.

The Huntly Bakery in New Zealand also installed fully enclosed and bunded storage units to minimise the potential for spilt liquid ingredients to enter the site's stormwater collection system.

Actions were taken to improve the performance of the existing dissolved air flotation plant at our joint venture fats and oils manufacturing facility in Indonesia, which included the installation of a sand filter, carbon filter and ion exchange unit. The new treatment system means that this factory is now reusing the wastewater generated on site under normal operating conditions.

Environmental Awareness Training

At Goodman Fielder, environmental performance is the responsibility of all staff, irrespective of their business function or physical work location. This approach is supported by a company-wide environmental awareness training program, which was refreshed in FY11 and is being rolled out across the business. The training program aims to help our people understand the environmental risks and opportunities that exist in the workplace and the actions they can take to reduce our environmental footprint. This competency-based training program can be delivered either online or through a group session with practical group-based activities to encourage participation and engagement. Staff are required to participate in the training program every two years.

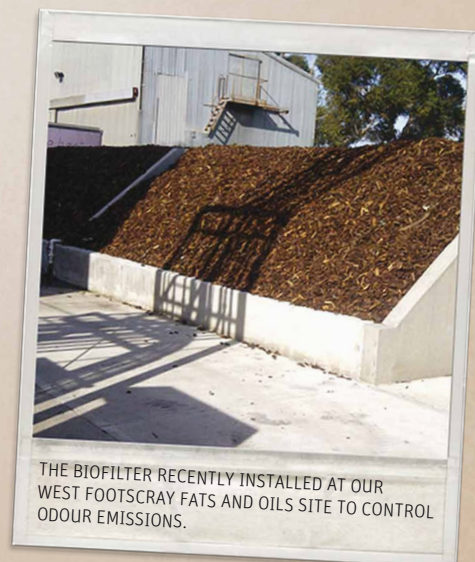
20

	Water Consumption (ML)	Water Efficiency (kL/tonne of production)
Australia	894	1.49
New Zealand	1,456	1.42
Asia Pacific	340	1.66

Notes:

Production data are based on weight of finished product, with the exception of baked loaf bread products which are based on pre-baking dough weights.

This year we have included groundwater used at our Bunbury fats and oils plant, which was not included in our previous sustainability reports.



THE BIOFILTER RECENTLY INSTALLED AT OUR WEST FOOTSCRAY FATS AND OILS SITE TO CONTROL ODOUR EMISSIONS.

Community



AS A RESPONSIBLE CORPORATE CITIZEN, WE CONTRIBUTE TO THE COMMUNITY BY PRODUCING HIGH QUALITY FOOD PRODUCTS AND BY PROVIDING EMPLOYMENT, INVESTMENT AND BUSINESS OPPORTUNITIES. WE ARE ALSO PROUD SUPPORTERS OF A NUMBER OF CHARITIES THAT HELP THOSE IN NEED IN OUR LOCAL COMMUNITIES.

Community Development

Chairman's Community Service Award

The Chairman's Community Service Award recognises the significant voluntary contribution that our employees make to their local communities. Employees are encouraged to nominate their colleagues and the winner is chosen by the Chairman of Goodman Fielder's Board of Directors, Mr Max Ould. The winner receives a plaque and the company makes a \$5,000 donation to a charity of the winner's choice. The 2010 Chairman's Community Service Award was won by Naweo Titus, who is a Human Resources Training and Development Co-ordinator in Lae, Papua New Guinea. Naweo was recognised for supporting her local community through her involvement in HIV/ Aids awareness, supporting equality for women, fundraising for the Red Cross Society and over 20 years involvement in the Lae netball association. Naweo chose to donate the \$5,000 to the Umbe Heart to Heart Group, which is a small women's charity group based in Lae.

Community Donations

We contribute to the community in a variety of ways, including cash donations, in-kind donations and surplus product donations. The estimated "at cost" value of our corporate donations during FY11 is provided in the table below. The significant reduction in the value of our community donations compared to the FY10 reporting period is the result of fewer donations of surplus product being provided to Foodbank due to improved business processes.

Some of the charities that Goodman Fielder supported through the year included weekly bread donations to the Auckland City Mission, the Family and Kids Care Foundation in Queensland and Ronald MacDonald House.

Donation Category	Approximate Value (at Cost)
Cash donations	A\$634,000
In-kind and surplus food product donations	A\$2,165,000
Total contribution	A\$2,799,000

Foodbank Australia

Our Baking and Home Ingredients divisions work together to support Foodbank Australia's mission to create "An Australia Without Hunger." For example, our Baking division has donated over 2.5 million loaves since its involvement with Foodbank began in 2006. This commitment was recently recognised when Goodman Fielder Baking won the 2011 Foodbank Patron's Award which was presented to Clive Stiff, former Managing Director of Goodman Fielder's Fresh Baking division, by the Governor-General, Her Excellency Ms Quentin Bryce AC. The Home Ingredients team also support Foodbank through a monthly delivery of Pampas Pastry, which is used by Foodbank to make pies and sausage rolls.



NOSH Program



Libby Brown and Mike Searles – GF volunteers working with NOSH program.



Open Cafe brainstorming session to improve GF volunteering rates with Open Family.

The Nutrition, Outreach, Support and Health (NOSH) program, which is a partnership between Goodman Fielder and the not-for-profit organisation Open Family Australia (OFA), provides living, healthy eating and wellbeing outreach support including nutritious meals to at-risk and underprivileged youth in South Western Sydney. At the outset of the program, OFA identified four areas in South Western Sydney where at-risk young people commonly congregated and often participated in anti-social behaviour. OFA then established the NOSH program in these areas, using the NOSH and Chatterbox buses to engage with these young people and provide them with assistance.

The NOSH bus, which was funded by Goodman Fielder, is equipped with food preparation and storage facilities. Pre-prepared nutritious meals are taken on the bus, heated in the van and provided on location to young people that often do not have access to healthy food. The NOSH bus is operated by a nurse who can offer advice on issues such as mental health, obesity, nutrition, sexual health and substance abuse.

The NOSH bus is accompanied by OFA's Chatterbox bus, which is fitted with equipment to engage with young people, such as a stereo, video games and a computer. This bus allows the OFA case worker to more easily engage with the target groups and provide practical assistance that will improve their lives.

We also encourage our employees to volunteer with OFA. This can involve going out with the NOSH and Chatterbox buses and getting to know some of the people who regularly receive assistance from the program, or simply helping out with the preparation of meals. In an effort to boost volunteer participation rates among staff, we organised a "World Café" event that was attended by over 20 employees who were keen to make a difference.

The World Café is a conversational process that provides a methodology for hosting discussions about important issues. Participants' conversations link and build on each other as people move between groups, exchange ideas and discover new insights. This process provides a useful tool for companies that are seeking creative ways to engage employees with the goal of thinking together to create actionable knowledge. In this instance, World Café was used to identify the road blocks that might discourage employees from volunteering and identify solutions that could help to increase staff participation rates. Many fantastic ideas were generated during this session and we are hopeful that we can facilitate mutually-beneficial volunteering experiences for our employees in the years to come.

We are pleased with the NOSH program's progress to date and are keen to see the program expand in future years. To achieve this, Goodman Fielder and OFA are in the planning phase to replicate the program in Melbourne and hope to have a new Melbourne NOSH van operational by the end of FY12.

Dealing with Natural Disasters



Damage to the Christchurch Quality Bakers site following the earthquakes.



(Top) Aerial view of the Rockhamptons floods.
(Bottom) Volunteer bread deliveries.

Christchurch Earthquakes

During the year, Christchurch was struck by a devastating series of earthquakes. Following the initial earthquake in September 2010, we donated NZ\$75,000 towards rebuilding the city and our people managed to maintain food supplies to the region in the days following the quake.

On 22 February 2011, however, a much more devastating earthquake struck Christchurch, causing significant damage and loss of life. Thankfully none of our employees were hurt during these earthquakes; however, many lost their homes. We have established a \$250,000 locally-administered fund to assist employees that were severely affected by the earthquakes and our people were given the opportunity to assist their fellow employees by donating directly to the fund. We also donated bread and milk products immediately following the earthquake.

Our Christchurch bakery sustained significant damage during the February quake and remains closed. We retained Christchurch Bakery staff for over four months after the closure but we were eventually forced to make the decision to reduce local staff numbers given that the facility is unlikely to reopen in the near future. Where appropriate, employees were redeployed to positions at other sites. Despite the disruption caused by the closure of this facility, our bakeries in Nelson and Dunedin have stepped up production and, along with our Christchurch dairy and flour mill, have managed to maintain supplies to the region throughout the disaster.

Aftershocks continue to rock the city and there was another significant earthquake in June 2011. We would like to pay tribute to our Christchurch employees who despite having suffered significant personal hardship throughout this ordeal, continue to work tirelessly to ensure essential supplies of flour, bread and milk remain available.

Queensland Floods

A series of tropical storms caused widespread flooding, loss of life and property damage in Queensland between December 2010 and February 2011. In response to the floods, our employees worked together to ensure bread got to people in need. For example, more than 400 people in Bundaberg were devastated by the floods as water washed through 120 homes and businesses. Throughout this event, operations continued at our Rockhampton bakery and we bulk delivered product to western communities with the help of a police escort into Emerald. With the help of the SES, we also airlifted bread into isolated Blackwater, where an estimated 2,500 people had to leave their homes and seek emergency shelter.

We also established a workplace giving program to enable employees to make donations to the Queensland Premier's Flood Relief Appeal, in addition to our \$75,000 corporate donation. Help also came from our employees in Papua New Guinea, who organised fundraising activities to raise money for their colleagues in Queensland.

Products and Ingredients



WITH MILLIONS OF AUSTRALIANS, NEW ZEALANDERS AND PACIFIC ISLANDERS TURNING TO OUR WELL-KNOWN BRANDS TO FEED THEIR FAMILIES, WE UNDERSTAND THE IMPORTANCE OF USING QUALITY INGREDIENTS IN OUR PRODUCTS. WE ALSO RECOGNISED THAT WE MUST WORK WITH OUR STAKEHOLDERS TOWARDS MANAGING THE ENVIRONMENTAL AND SOCIAL IMPACTS ASSOCIATED WITH THE PRODUCTION OUR INGREDIENTS.

Ingredients



PALM OIL PLANTATION



FRESH FRUIT BUNCHES FROM OIL PALMS

Sustainable Palm Oil

As a major importer of palm oil into Australia, we share concerns that the rapid growth of the palm oil industry in recent years has resulted in large-scale deforestation in some areas of south-east Asia. We are therefore a member of the Roundtable on Sustainable Palm Oil (RSPO) and have committed to covering the palm oil used in our retail branded products with GreenPalm certificates by 2015 (see www.greenpalm.org).

Goodman Fielder used 97,387 tonnes of palm oil during the 2010 calendar year, which includes palm used in our retail branded products, products that were contract packed for retailers and palm sold to commercial and industrial customers for use as an ingredient in their products.

Our Home Ingredients division (which is the company's largest user of palm oil in retail branded products) purchased 6,315 GreenPalm certificates during the 2010 calendar year, which covered some of the palm oil used in its spreads, biscuits, pastry and cake mix products. This business unit

plans to cover 100% of the palm oil used in its retail branded products in the 2011 calendar year and our remaining business units plan to cover the palm oil used in their retail branded products by 2015, in line with our corporate commitments.

Goodman Fielder's Integro Foods division has also established a sustainable palm oil working group, which is currently investigating the feasibility of sourcing and supplying certified sustainable palm oil (CSPO) through alternative RSPO-endorsed supply chain models, such as Mass Balance and Segregated CSPO (see www.rspo.org).

Genetically Modified Food Ingredients

During the period, we maintained our policy of using raw materials that are not genetically modified for our retail branded consumer products wherever possible. We continue to work closely with our suppliers of canola oil to ensure that our non-genetically modified canola crops are segregated at harvest and that appropriate controls are implemented to prevent contact with genetically modified oil

products in the supply chain. In FY11, all of our retail branded consumer products were "Non-GM." With regard to the supply of bulk oil, our policy is to provide our industrial customers with the oils they require, which could include genetically modified oils if specifically requested. No customers requested oils from genetically modified crops during the reporting period, however, and therefore all bulk oil sales were also "Non-GM."

Sustainable Agriculture Initiative

During the period, we continued to be an active member of the Australian Chapter of the industry-led Sustainable Agriculture Initiative (see www.saiplatformaust.org), with our former CEO, Peter Margin, giving the opening address at the SAI conference in Canberra in March 2011. We also co-funded the Birchip Cropping Group's most recent "Critical Breaking Point" survey, which involved interviewing farming families to gather information on initiatives that could improve rural communities and make them more resilient to the hardships that often go with life on the land.

Products



CREST CHICKEN



CRISCO ENDURA



ARTISAN BREAD

Product Profile – Crest Chicken

Our Fijian operations are the nation's leading producer of poultry products and our "Crest" brand is a household name in Fiji. Chicken has important nutritional benefits and plays a significant role in the diet of many Fijians. For example, a skinless chicken breast can have as little as 0.09% fat and 110g of chicken fillet can provide more than half the daily protein requirement. When prepared the right way, chicken is low in calories and cholesterol and has no carbohydrates. Chicken is also a good source of important vitamins and minerals such as Tryptophan (an essential amino acid), Niacin (a cancer-protective B vitamin), Selenium (an essential component of several major metabolic pathways) and Vitamin B6 (which is helpful in supporting energy metabolism and aids cardiovascular health).

Product Profile – Crisco Endura

Oils and fats no longer have the negative health connotations of the past. Scientific research shows that good oils and fats are an important part of a healthy balanced diet. The Heart Foundation recommends that we replace saturated and trans fats in our diets with healthy mono- and polyunsaturated oils, which are commonly referred to as the 'good fats' because they have beneficial properties which may lower cholesterol and promote general health and wellbeing. Crisco Endura Oil (which is supplied by our Integro business) contains a substantially higher amount of monounsaturated fats when compared to standard canola oil. Studies have shown that populations whose diets are high in monounsaturated fats, such as those living in the Mediterranean region, have relatively low incidences of heart disease and other chronic lifestyle diseases. Crisco Endura® is naturally cholesterol free, as it is entirely derived from plant ingredients. Consumers are increasingly aware of nutrition messages, and using Crisco Endura means that people can enjoy their favourite foods, while taking advantage of the benefits of a healthier oil.

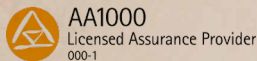
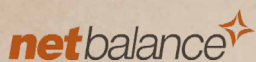
Product Profile – Artisan Bread

We are developing a delicious new range of artisan bakery products, paying particular attention to ingredients, the baking process and the age-old fundamentals of bread making. Artisan products include olive bread, sourdough variants, ciabattas and cobs that are rested over a number of hours to allow the bread to develop and deepen its flavour beyond that of typical commercially-produced bread products. We expect that our new artisan product range will be available in FY12.

Product Communication

We are committed to providing relevant and accurate information to our customers and consumers on our product labels and in our advertising material. During the year, we continued to operate in accordance with our labelling approval process, which is designed to ensure that the information provided on our packaging complies with our regulatory and voluntary commitments.

Assurance Statement



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To the Board of Directors, Management and Stakeholders of Goodman Fielder Limited:

Goodman Fielder Limited (Goodman Fielder) commissioned Net Balance Management Group Pty Ltd (Net Balance) to provide independent verification of the 'Goodman Fielder Sustainability Report 2011' (the Report). The Report presents Goodman Fielder's sustainability performance over the period 1 July 2010 to 30 June 2011. Goodman Fielder was responsible for the preparation of the Report. The verification statement represents Net Balance's independent opinion on the reliability of information presented within the Report. Net Balance's responsibility is to the Board and Management of Goodman Fielder in accordance with the terms of reference agreed with them. Other stakeholders should perform their own due diligence before taking any action as a result of this statement.

Verification objectives and processes

The main objective of the verification engagement is to provide Goodman Fielder with an independent opinion on the reliability of the information presented within the Report. This is confirmed by reviewing the underlying systems, processes, information and data used to support the disclosures on sustainability performance. A complementary objective is to ensure continuous improvement in data management systems and reporting processes.

Verification limitations

- Net Balance verified the systems, data and statements for: Greenhouse Gas Emissions; Energy Consumption; Water Consumption; Waste to Landfill; Lost Time Injury Frequency Rate; Significant Injury Frequency Rate; Employee Length of Service; Community Donations; Sustainable Palm Oil and; GreenPalm Certificates for Australia, New Zealand and Asia Pacific.
- Verification was conducted at the Head Office of Goodman Fielder at North Ryde NSW and Pampas Pastry Factory at Footscray Victoria only.

Verification methodology

The verification engagement was undertaken between August and September 2011. A detailed description of the methodology used can be viewed at www.goodmanfielder.com.au.

Our independence

Net Balance was not responsible for preparing any part of the Report. Our team's independence was ensured by selecting members with no other involvement with Goodman Fielder during the reporting period that could impair the team's independence or objectivity.

Reliability of performance information

Based on the scope of the verification engagement, the following represents Net Balance's opinion:

- The reliability of systems, processes and sustainability data were found to be within acceptable limits.
- Overall, data trails selected were traceable, and the personnel responsible were able to demonstrate the origin(s) and interpretation of data.
- The Report satisfies the requirements of a 'C+' GRI Application Level.

Overall, it is Net Balance's opinion that the information presented within the Report is a reliable account of Goodman Fielder's sustainability performance during the reporting period.

Net Balance has provided recommendations to Goodman Fielder to help improve systems and processes for sustainability reporting. The recommendations are available at www.goodmanfielder.com.au.

On behalf of the assurance team
22 September 2011
Melbourne, Australia

Terence Jeyaretnam, FIEAust
Director, Net Balance & Lead CSAP (IRCA UK)

Any Comments?

We welcome feedback and suggestions about our sustainability program which can be made:

- via our website (www.goodmanfielder.com.au)
- by emailing sustainability@goodmanfielder.com.au; or
- by sending a letter to the following address:

Group Sustainability Manager

Goodman Fielder Limited
T2, 39 Delhi Road,
North Ryde NSW 2113



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When you have finished with this publication, Goodman Fielder urges you to recycle it to avoid landfill.

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