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Goodman Fielder Limited – Presentation to Analysts - 2011 Results

I attach a Presentation to Analysts in connection with the 2011 financial results of Goodman Fielder Limited.

The attached document will be posted to the Company's website once released to the market.

Yours sincerely,



JONATHON WEST
Company Secretary



FY11 Result, Update on Strategic Review



Agenda

- Results Overview – Chris Delaney
- Group Financial Performance – Neil Kearney
- Segment Results – Neil Kearney
- Strategy Review Update – Chris Delaney
- Analyst Day (17 November 2011)
- Q&A – Chris Delaney / Neil Kearney

FY11 Results

Chris Delaney, CEO



Overview

The Issue: Unacceptable earnings performance

- NPAT (after impairment): \$166.7m loss
- NPAT (before impairment): \$133.3m (vs. \$161.1m FY10)
- Challenging external environment
 - Floods and cyclones in Australia; two earthquakes in New Zealand
 - Weakening consumer confidence
 - Commodity cost increases
- Weakened volume trends in H2 FY11, especially in Baking
 - Private Label discounting led to contraction of branded bread in H2
 - Delistings in major supermarket and discount customers
- Management response was ineffective
 - Baking did not adjust to the changing market conditions early enough



Overview (cont'd)

- GF has significant issues that we need to address
 - Division and category prioritisation
 - Coordination between Divisions
 - Insufficient innovation, and under-resourced to exploit
 - Despite size, no scale advantage
- Increased urgency and intensity of our response
 - Re-plan of current year to address unacceptable performance
- Strategic Review
 - Reset priorities in Group
 - Restructure business model

Group Financial Results

Neil Kearney, CFO



Group Financial Performance

- Volume decreases and cost increases across Baking, Dairy and Home Ingredients
- Baking lower average pricing
- Higher interest costs were due to:
 - Amortisation costs
 - Higher rates as new facilities replaced pre GFC facilities
- Adverse impact of currency translations

A\$m	FY11	FY10	Change
Revenue	2,556.2	2,660.1	-3.9%
EBITDA (Reported)	356.7	385.3	-7.4%
EBITDA (Normalised)	359.5	399.6	-10.0%
Interest expense	(101.4)	(86.5)	+17.2%
Tax expense	(46.5)	(71.7)	-35.1%
NPAT (Reported)	(166.7)	161.1	-203.5%
NPAT (Normalised) ⁽¹⁾	135.2	183.5	-26.3%

(1) See following slide for EBITDA and NPAT reconciliation

EBITDA and NPAT Reconciliation

- One off events to normalise EBITDA and NPAT:
 - Restructuring costs incurred in Baking, Dairy and Corporate
 - Impairment Charge: following slide

A\$m	FY11	FY10
EBITDA (reported)	356.7	385.3
Asset sales	-	0.7
Restructure costs	2.8	8.5
Transaction costs	-	5.1
EBITDA (normalised)	359.5	399.6
NPAT (reported)	(166.7)	161.1
Asset sales	-	0.7
Restructure costs	1.9	6.0
Transaction costs	-	3.6
Impairment charge	300.0	-
NZ DTA write-offs	-	12.1
NPAT (normalised)	135.2	183.5

Impairment Charge

- \$300m Baking Impairment:
 - \$250m Australia
 - \$50m New Zealand
- Resulted from earning slippage and margin pressure (mostly Australia) began Q3 FY11, continued into FY12
- Baking carrying value (goodwill and brands) now \$766m (post impairment)



Forex Impacts

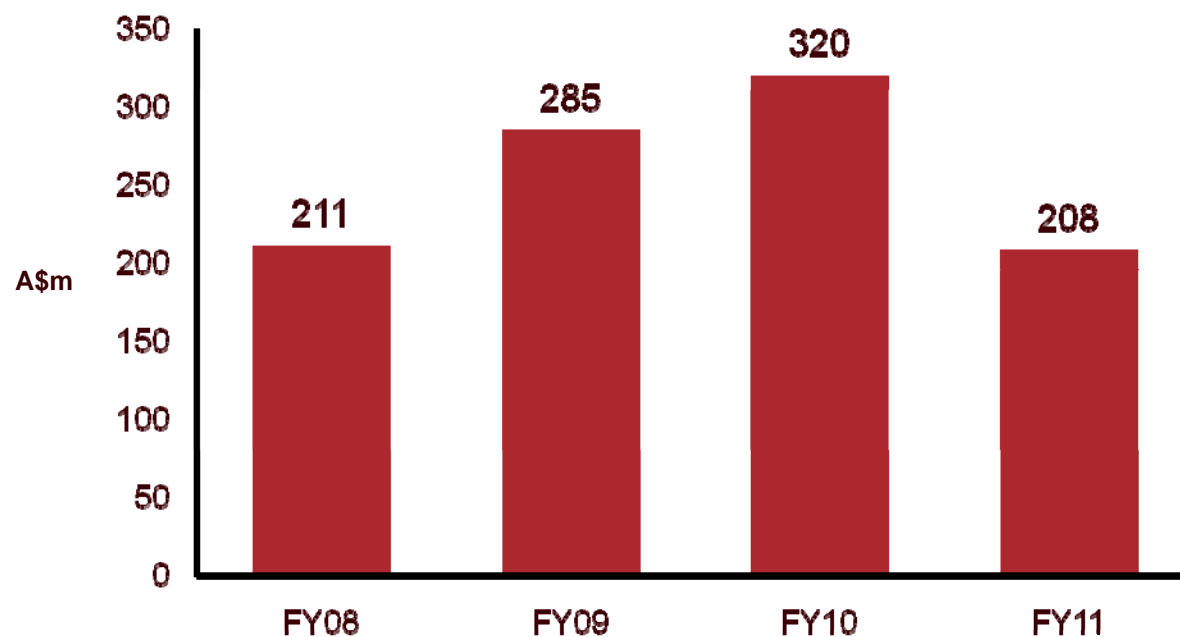
Adverse currency translation negatively impacted Revenue by \$77m and EBITDA by \$14m

REVENUE A\$m	Reported	Constant Currency (FY10 FX rates)	Advers e FX Impact	EBITDA A\$m	Reported	Constant Currency (FY10 FX rates)	Adverse FX Impact
Baking (1)	1,023.3	1,037.9	(14.6)	Baking (1)	130.5	132.8	(2.3)
Home Ingredients (1)	477.6	480.8	(3.2)	Home Ingredients (1)	96.0	96.8	(0.8)
Dairy (1)	422.5	442.2	(19.7)	Dairy (1)	51.1	53.6	(2.5)
Asia Pacific (2)	299.2	337.3	(38.1)	Asia Pacific (2)	58.5	67.0	(8.5)
Integro Foods (1)	333.6	334.9	(1.3)	Integro Foods (1)	40.3	40.4	(0.1)

(1) AUD:NZD

(2) AUD:USD AUD:FJD AUD:PGK

Operating Cash Flow



- Operating cash flow remains strong albeit below recent years
- Adverse impacts were:
 - EBITDA decline
 - Higher interest costs
 - Higher tax paid

Balance Sheet

- Net assets impacted by \$300m impairment charge to Intangibles
- Inventory higher due to higher costs and shipment timing (Integro)
- Net debt effectively increased by \$39m to \$955m after excluding \$71m unrealised gain ⁽¹⁾

(1) Net debt (gain) and derivative financial instruments (loss) in FY11 include \$71m unrealised foreign exchange relating to the revaluation of the Company's US dollar private placement debt

Balance Sheet	A\$m	FY11	FY10
Working Capital		129.3	125.1
Property, plant and equipment		608.3	602.5
Intangibles		1,571.2	1,906.1
Net tax assets		33.4	41.1
Net debt ⁽¹⁾		(883.5)	(915.5)
Derivative financial instruments ⁽¹⁾		(104.9)	(32.8)
Provisions		(65.5)	(64.8)
Other		12.0	6.3
Net assets		1,300.3	1,668.0

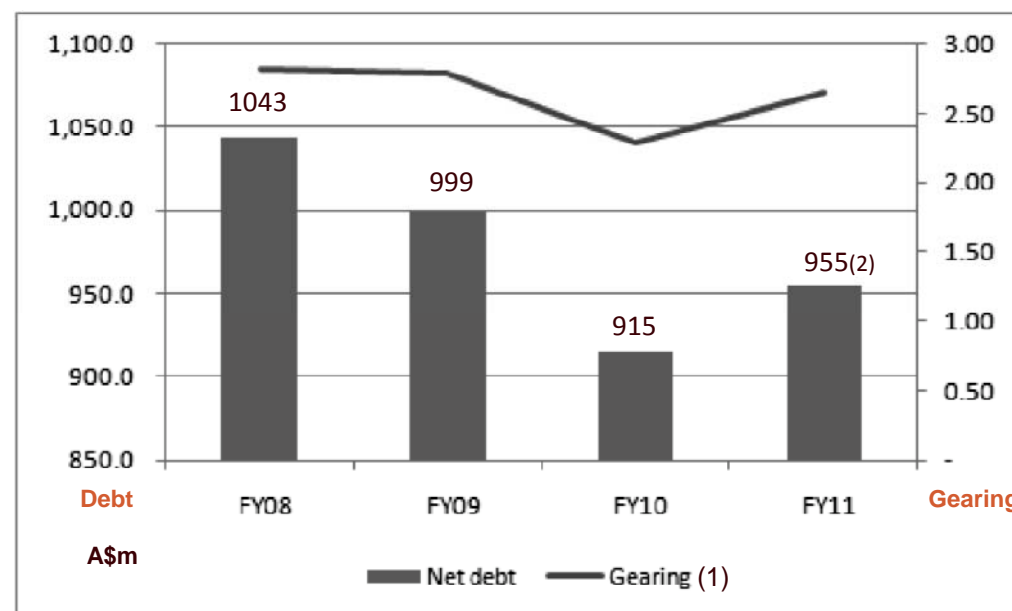
Net Debt, Gearing and Interest Cover

- Committed debt facilities at 30 June 2011 of \$1.2bn ⁽²⁾
- Debt and gearing increase reflect the impact of earnings and cash flow decrease
- Interest cover ⁽³⁾ has declined from 4.45 times to 3.71 times

(1) Gearing: Net Debt/EBITDA – times

(2) FY11 Net Debt and committed debt facilities excludes \$71m unrealised foreign exchange gain

(3) Interest Cover: EBITDA/Interest - times



Dividend

- The dividend target of 80% payout of normalised NPAT has been maintained
- The dividend reinvestment plan will be 100% underwritten with a 2% discount.

A\$m	FY11	FY10
Interim	5.25c	5.25c
Final	2.50c	5.50c
Total DPS	7.75c	10.75c
Payout Ratio	80%	92%

Segment Results

Neil Kearney, CFO



Baking

- Solid first half
- Difficult second half:
 - Volume reduction
 - Price decrease
 - Increase in commodity costs
 - Retailer private label discounting
- Adverse currency translation ex New Zealand
- Ongoing impact of Christchurch earthquakes
- Cash flow impacted by earnings decline

A\$m	FY11	FY10	Change
Revenue	1,023.3	1,065.9	-4.0%
EBITDA	130.5	164.8	-20.8%
EBITDA Margin	12.8%	15.5%	-2.7pts
Free Cash Flow	128.0	172.9	-26.0%

Home Ingredients

- Volume slightly down, margin increase, cash flow improvement
- Second half negative impacts:
 - Higher costs
 - Lower average prices

A\$m	FY11	FY10	Change
Revenue	477.6	496.8	-3.9%
EBITDA	96.0	96.4	-0.4%
EBITDA Margin	20.1%	19.4%	+0.7pts
Free Cash Flow	106.0	87.4	+21.3%

Integro

- Improved business mix
- +44% EBITDA
- Commodity cost volatility
- Cash flow negatively impacted by higher inventory level

A\$m	FY11	FY10	Change
Revenue	333.6	350.7	-4.9%
EBITDA	40.3	27.9	+44.4%
EBITDA Margin	12.1%	8.0%	+4.1pts
Free Cash Flow	17.3	36.9	-53.1%

Dairy

- Impact of earthquakes in Christchurch
- Volume declined as H1 prices increased to recover higher input costs
- H2 cost increase recovery challenged after major competitor froze pricing
- Adverse currency translation
- Cash flow negatively impacted by earnings decline

A\$m	FY11	FY10	Change
Revenue	422.5	441.1	-4.2%
EBITDA	51.1	60.3	-15.3%
EBITDA Margin	12.1%	13.7%	-1.6pts
Free Cash Flow	45.4	79.6	-43.0%

Asia Pacific

- Strong performance in local currency basis
 - Strong consumer demand for flour (PNG) and chicken (Fiji)
- Increasing dairy exports ex New Zealand to Asia
- High AUD adversely impacted earnings - \$8.5m

A\$m	FY11	FY10	Change
Revenue	299.2	305.6	-2.1%
EBITDA	58.5	57.8	+1.2%
EBITDA Margin	19.6%	18.9%	+0.7pts
Free Cash Flow	58.3	57.7	+1.0%

Strategy Review Update

Chris Delaney, CEO



First 50 Days

- Initial review of each business in terms of relevance, performance and capacity for growth
- Engaged with staff, customers, suppliers and shareholders
- Set ground rules for Strategic Review to establish direction for each business unit
- Implemented early actions to address urgent issues
 - Replan of Baking Division to restore lost margin
 - Commenced project to deliver scale in operating divisions
 - Developed new executive remuneration plan to emphasise group results and TSR



Why did we underperform?

- Lack of a strategic focus in the portfolio
 - Divisions competing for resources with no clear prioritising parameters
- Strategic planning process and structure contribute to a silo mentality
 - Isolated decisions, rather than an enterprise wide mindset
 - Very difficult for customers to engage and partner with GF
- We have size but not scale
 - Five independent operating divisions do not optimise cost structure
 - Structural inefficiency robs precious gross margin needed for brand building
- Over promised and under delivered
 - Leads to low customer and employee engagement



What happened in Baking?

- Challenging operating environment
 - Increasing commodity prices and currency translation impacts
 - Private Label retail price declines, leading to category deflation
 - Pricing pressure resulted in delistings of product lines from major supermarkets and discount customer ranges
 - Reduced branded promotion frequency, led to widening price gap vs. private label
- Additional burden put on Baking due to increasing overheads, marketing and research expenses
- Significant resources spent on projects with poor shareholder returns
- Volume decline in H2, which accelerated in Q4, created “a perfect storm”



Action in Baking – Restore lost Margin

- Overhead restructure (July 2011)
 - \$11M cost-out via elimination of layers in selling and finance
- Leadership change
 - CEO personally leading Baking until replacement is on board
- F'12 Operating Re-plan
 - Marketing/Trade spend optimisation
 - Value re-engineering
 - SKU optimisation
 - Capital spend re-prioritisation
- Re-engagement with Key Customers
 - Supply chain optimisation
 - Artisan start up and branded sales opportunities



At its Core, Goodman Fielder is an Attractive Business...

- We lead in a number of large, growing categories
- Quality and relevant brands
- Significant product development, manufacturing and selling capabilities from which to innovate
- Long standing customer relationships with room to create joint value
- Opportunity to innovate and create value with our brands
- Talented people who want to win



...But a Step Change is Required

- Strategy development and execution can (and will) be fixed
 - Action near-term priorities that deliver improved performance
 - Remain committed to strategic agenda, balancing resources short/long-term
 - Improved focus on results delivery
- Implement new planning process to enable prioritising of resources and innovation across the Group
 - Portfolio review to create clear priorities and actions
- Improve engagement and alignment with key customers and suppliers
 - Make it easier to do business with Goodman Fielder



Three Paths to Unlock Value

Portfolio
Prioritisation

Where to Play / How To Win
Innovate to Grow

Group
Structure
Renewal

Overhead Efficiency
Enterprise wide planning
One face to the customer / Size into scale

Operations and
Supply Chain
Optimisation

Supply Chain Re-design
Manufacturing Optimisation



Structural Renewal: Project Renaissance

Multi-year program:

1. Align and energise leadership
2. Prioritise portfolio
3. Assess merits to move from product-based to geographic operating divisions
4. Innovate to deliver meaningful growth and revenue re-generation

Three Golden “Moments” when value is created (or destroyed)

Are we structured to maximise value?

“Where the product becomes a brand”

- Customer Partnership - Joint Value Creation
- Shopper Insight
- Consumer & Shopper Marketing
- Packaging
- In Store Merchandising
- Pricing & Promotion

Factory floor

“Where ingredients and design become a product”

- Consumer & Shopper insight
- Product Development
- Procurement & Supplier Development
- Engineering & Operations
- Quality

Store
(or point of purchase)

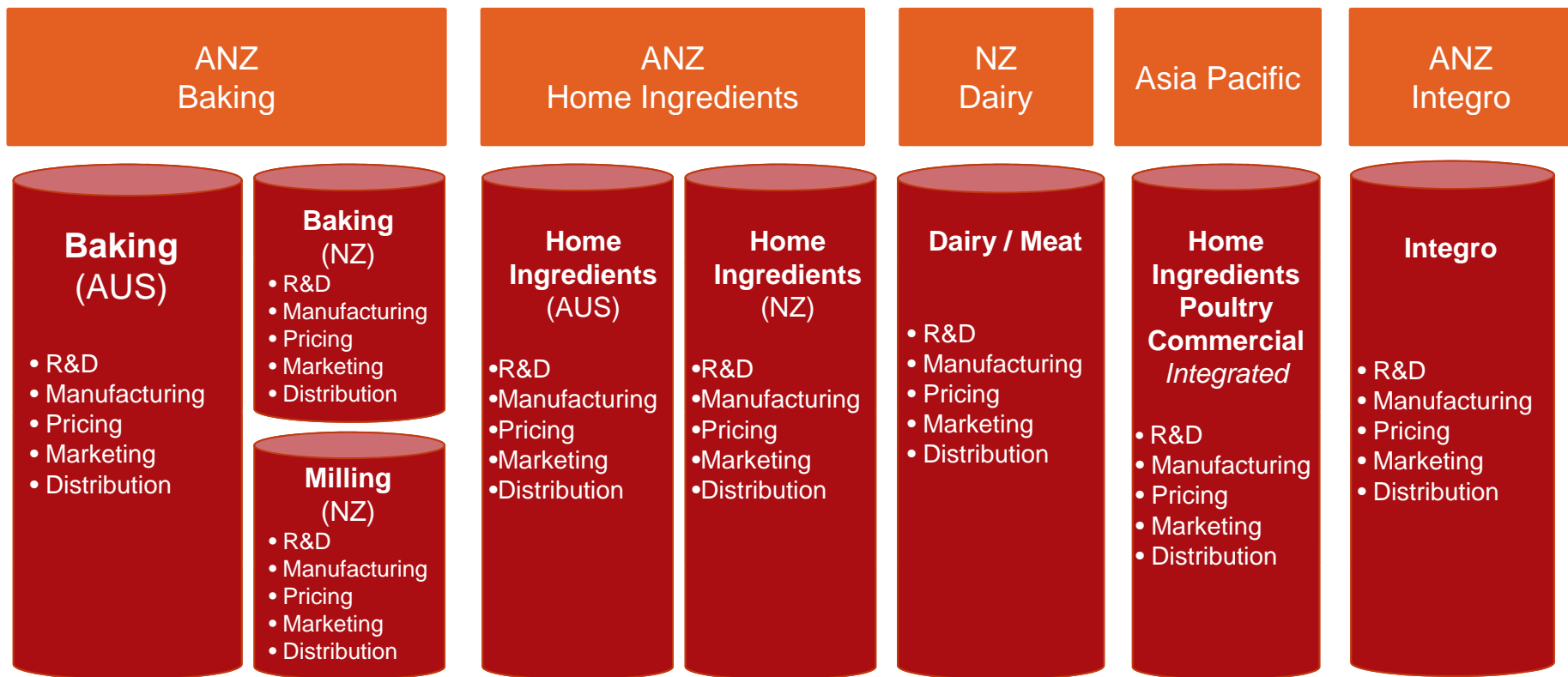
Home
(or point of consumption)

“Where the brand is consumed and the promise is kept (or broken)”

- Delivered on brand promise or disappointed consumer?
- Taste
- Texture
- Nutrition
- Freshness
- Loyalty

Today: Silo Structure

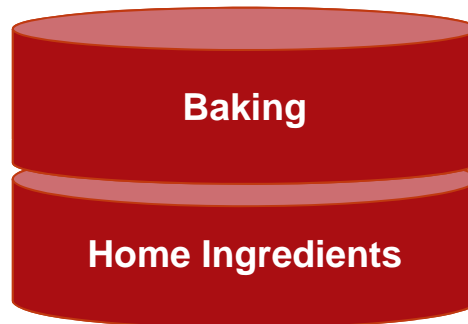
GF HQ: Direction & Finance



Assess Future Vision: *Integrate for Efficiency & Effectiveness*

**GF HQ: Group Strategy, Finance, Portfolio Management,
Procurement, Shared Services**

AUSTRALIA
P&L Leadership +
Markets/Channel Management
(Integrated selling, warehousing,
logistics, engineering, safety)



NZ
P&L Leadership +
Markets/Channel Management
(Integrated selling, warehousing,
logistics, engineering, safety)



APAC
P&L +
MARKETS /
CHANNEL
MANAGEMENT



Integro
P&L +
MARKETS /
CHANNEL
MANAGEMENT



Key Benefits

- Organise around “Three Golden Moments” to maximise value
 - Great Products, Great Brands, Promises Kept
- Efficiency:
 - Scale benefits from shared services
 - Elimination of duplications
 - Integrated P&L oversight
- Effectiveness
 - Easier to do business with Goodman Fielder
 - Turns size into scale in the market
 - Leverages knowledge and capability enterprise wide



Three Paths to Unlock Value

Portfolio
Prioritisation

Where to Play / How To Win
Innovate to Grow

Group
Structure
Renewal

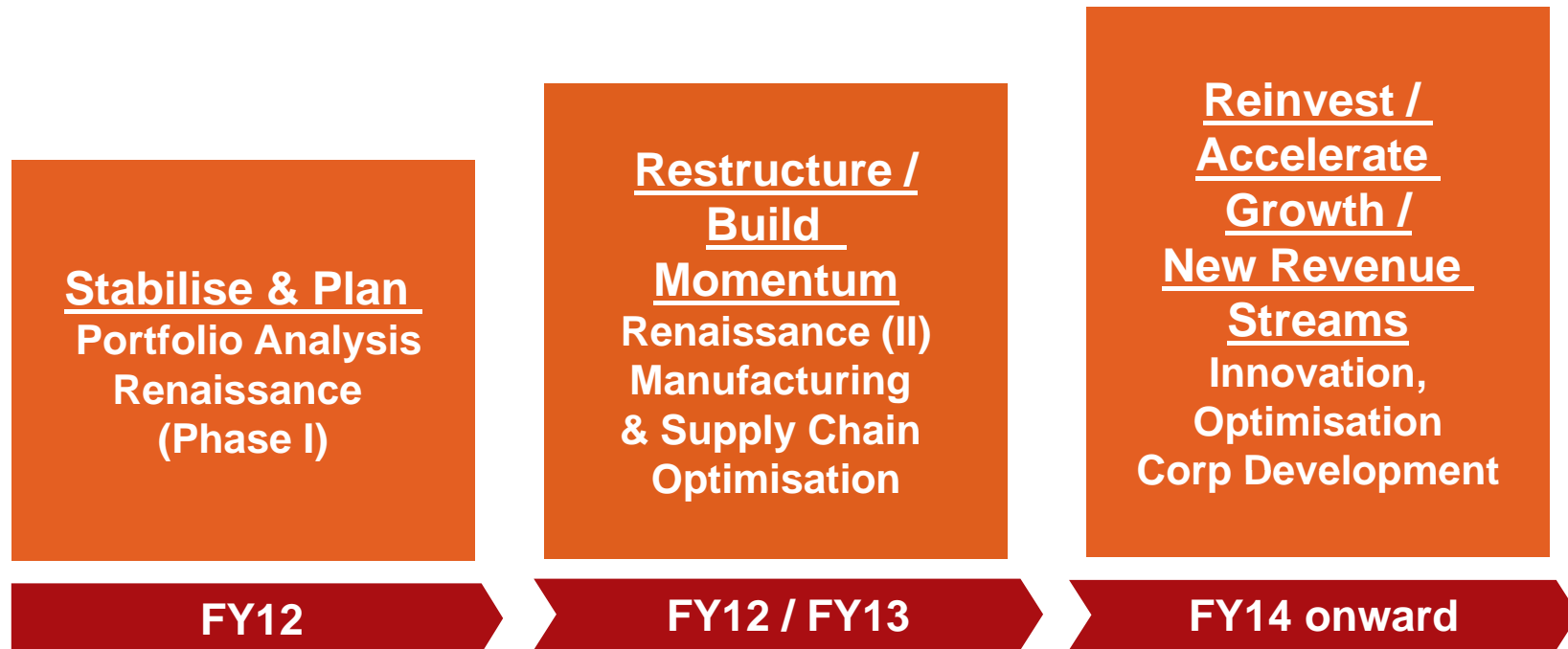
Overhead Efficiency
Enterprise wide planning
One face to the customer / Size into scale

Operations and
Supply Chain
Optimisation

Supply Chain Re-design
Manufacturing Optimisation



Step Change Program



Questions still to be answered

1. What is the size of the prize?
2. How quickly can the vision be implemented?
3. What are the portfolio priorities?
4. What are the skills and capabilities needed?
5. What is our innovation plan to drive sustainable growth?

Analyst Day 17 November 2011

Agenda

- Update on Strategy Review
 - Preliminary Portfolio Analysis & Prioritisation
 - Project Renaissance Update
 - Future year(s) project definition
- Meet leadership team

Disclaimer

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Q&A

