Results

For the year ended 27 September 2013

AGENDA

greencore group

Highlights	Patrick Coveney, CEO
Financial Review	Alan Williams, CFO
Operating & Strategic Review	Patrick Coveney, CEO
Outlook	Patrick Coveney, CEO
Q&A	Open to the Floor

HIGHLIGHTS
- STRONG DELIVERY

1. Resilient performance
2. Strategic progress
3. Building momentum

FINANCIAL REVIEW

Alan Williams

Chief Financial Officer

FINANCIAL SUMMARY

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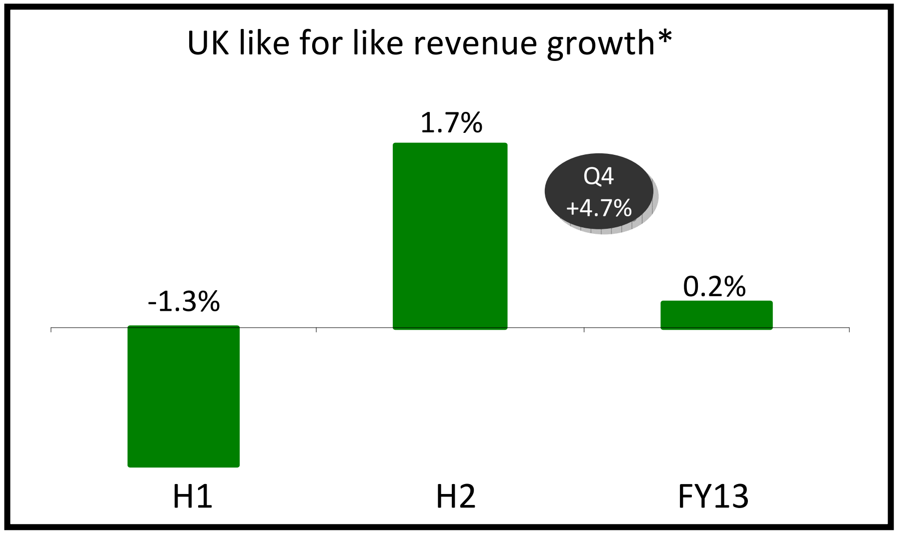
	FY13	Versus FY12
Revenue	£1,197.1m	+3.0%
Operating profit[1]	£76.5m	+8.1%
Operating margin[1]	6.4%	+30 bps
Adjusted PBT[2]	£61.6m	+11.8%
Adjusted earnings per share[2]	14.5p	+13.3%
Dividend per share	4.8p	+12.9%
Net debt	£232.8m	-£25.2m
ROIC	12.9%	+100 bps

1. Operating profit and margin are stated before exceptional items and acquisition related amortisation
2. Adjusted profit before tax and adjusted earnings measures are stated before exceptional items, pension finance items, acquisition related amortisation, FX on inter-company and certain external balances and the movement in the fair value of all derivative financial instruments and related debt adjustments

CONVENIENCE FOODS

	FY13 £m	FY12 £m	% change
Revenue	1,129.2	1,091.1	+3.5%
Operating profit[1]	73.9	69.1	+7.0%
Operating margin[1]	6.5%	6.3%	+20 bps



- UK like for like revenue* growth of 0.2% - lower market growth than PY and exacerbated by horsemeat scandal
- US revenue growth in excess of 60%
  - Impact of MarketFare and Schau acquisitions
  - Rollout of Starbucks contract
- Operating profit growth and margin expansion
  - Strong operating and financial discipline
  - Improvements in lower margin businesses

* Like for Like revenue excludes both the International Cuisine acquisition for the period October to August and the Uniq desserts activities which were exited or sold

INGREDIENTS & PROPERTY

	FY13 £m	FY12 £m	% change	% change constant currency
Revenue	67.9	70.8	-4.1%	-5.3%
Operating profit[1]	2.5	1.6	+59.4%	+57.4%

Division represents c. 6% of Group activity

- Strong performance in molasses feed business benefitting from poor weather in winter and spring
- Revenue decline but improved mix in edible oils trading activity
- Marketing of Littlehampton site commenced during the year
    - Expressions of interest have been received and are under consideration

FINANCING AND TAX

Financing

- Bank interest payable fell to £15.6m (FY12: £16.4m) - lower net debt and lower effective interest rate
- Net finance charge taking into account non cash adjustments* £15.1m (FY12: £18.1m)

Tax

- Income statement effective tax rate remains very low at 1% (FY12: 4%)
- Movement in year reflects net movement in current and deferred tax provisions and changes in corporation tax rates
- Low ETR reflects the considerable tax attributes assumed as part of the Uniq acquisition

*Pension financing charge, fair value of derivatives and related debt adjustments and charge related to present value of assets and liabilities.

PENSIONS

- IAS19 pension deficit of £114.3m, net of related deferred tax asset, a decrease of £1.6m from September 2012
- An asset backed structure was put in place during FY13 to address £40m of the actuarial deficit in the primary UK scheme
- Cash requirement for FY14 expected to remain between £14-£15m
- From FY14, IAS19 (Revised) to be applied
  - No impact to cash funding requirement or deficit
  - Further details on IAS19 (Revised) in appendix

EXCEPTIONAL ITEMS

FY13 Exceptional Items	Income Statement £m
Integration costs of UK acquisitions	(2.7)
Integration costs of US acquisitions	(1.5)
Property related charges	(9.2)
Pension curtailment gain	4.4
Pre tax impact	**(8.9)**
Tax relief on exceptional items and resolution of tax positions	8.1
Reassessment of the utilisation of deferred tax assets	18.9
Net exceptional credit	**18.1**

EPS AND DIVIDEND

EPS	FY13	FY12
Adjusted earnings[2]	£56.9m	£49.2m
Denominator for earnings per share	393.6m	385.0m
Adjusted earnings per share[2]	14.5p	12.8p

Dividend	FY13	FY12
Total dividend distribution	£19.3m	£16.7m
Interim dividend per share	1.9p	1.75p
Final dividend per share	2.9p	2.5p
Dividend per share	4.8p	4.25p

EPS

- Adjusted earnings 15.6% ahead
- Adjusted earnings per share up 13.3%

Dividend

- Final dividend proposed of 2.9 pence per share
- Growth in dividend per share of 12.9%, in line with growth in adjusted EPS
- Approximately one third of adjusted earnings distributed

CASHFLOW AND NET DEBT

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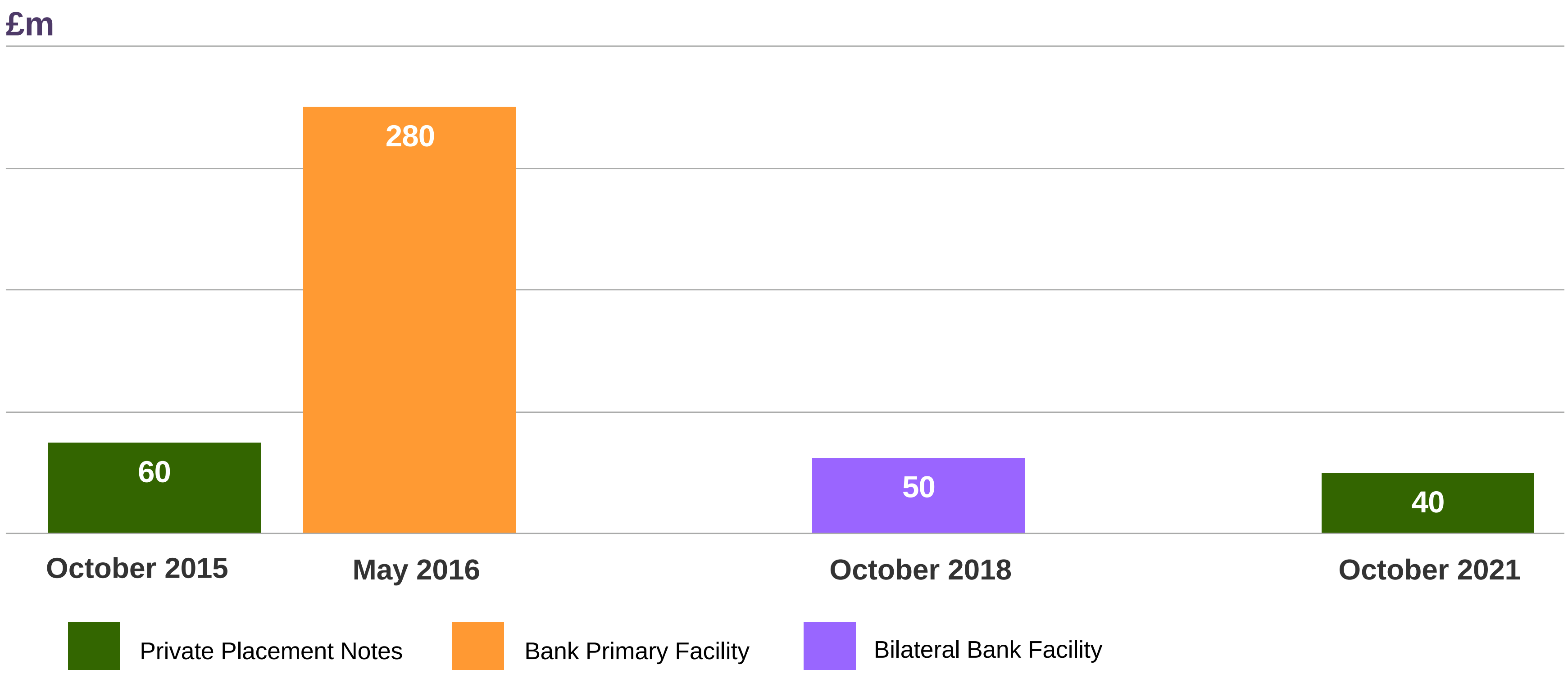
Net debt at 27 September 2013 of £232.8m
– equivalent to 2.3 times Net Debt/EBITDA

£m	FY13	FY12
EBITDA	101.3	93.5
Working capital movement	9.9	23.4
Net capex	(34.9)	(30.4)
Interest & tax	(14.5)	(13.6)
Operating cashflow	**61.8**	**72.9**
Pension financing	(13.7)	(14.8)
Exceptionals	(20.0)	(19.4)
Dividends paid	(11.7)	(9.1)
Other including FX	1.6	4.2
Cash inflow before M&A activity	**17.9**	**33.8**
Disposals/acquisitions	7.3	(152.0)
Decrease/(Increase) in net debt	**25.2**	**(118.2)**

BORROWINGS PROFILE

- Total committed facilities of £430m – weighted average debt maturity of 3.2 years as at 26 November 2013
  - £50m bilateral loan facility extended by two years to 2018
  - Refinanced $65m of US private placement notes with new 8 year facility subsequent to year end



SUMMARY
- FINANCIAL PERFORMANCE

- Resilient operational performance in a challenging market
- Strong adjusted EPS growth of 13.3% to 14.5p
- Strong dividend per share growth of 12.9% to 4.8p with final proposed dividend of 2.9p
- Net debt decrease of £25.2m to £232.8m. Net Debt/EBITDA 2.3 times

OPERATING
&
STRATEGIC REVIEW

PATRICK COVENEY
CHIEF EXECUTIVE OFFICER

FY13 PERFORMANCE PRIORITIES

1. **DRIVE** revenue and margin momentum of UK business
2. Complete **INTEGRATION** of UK portfolio and set up organisation for further growth
3. **SCALE** up US food to go business

UK CONVENIENCE PERFORMANCE

1

- MARKET CONTEXT

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H1

Challenging volume environment

Horsemeat scandal

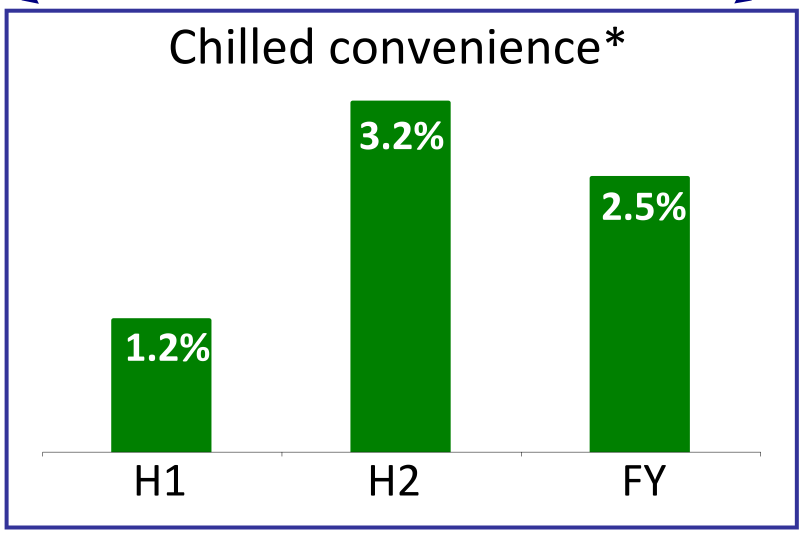
Endless winter

H2

Improving consumer confidence

Horsemeat impact

Great British summer



* Source, Nielsen, pre-defined chilled convenience foods categories
H1 : 26 w/e 30 March 2013
H2: 26 w/e 28 September 2013
FY: 52 w/e 28 September 2013

1 UK CONVENIENCE PERFORMANCE
- TACKLING MARKET CHALLENGES

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Challenge	Greencore Actions in FY13
Delivering margins in low growth market	• Driving 'Lean Greencore', operational efficiencies and waste reduction across portfolio • Tackling specific challenges in lower margin divisions and sites • Fully recovering input price inflation
Seeding future growth in a challenging environment	• Working closely with customers to ensure they win along with us through service, innovation, insight and collaboration • Balanced exposure to all UK retailers including fast-growing convenience and discounter channels • Driving innovation to deliver 'provenance', drive health and build value for us and our customers

1 UK CONVENIENCE PERFORMANCE
- DIVISIONAL HIGHLIGHTS

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Food to Go
c. 40% of Group revenue+

- Slow H1 but very strong H2 helped by good summer weather, share wins and successful range re-launches
- Revenue growth:

H1	H2	FY
0.1%	8.1%	4.4%

37%*
Market share Pre-packed sandwiches

Prepared Meals
c. 20% of Group revenue+

- Reported revenue up 9.1% but 5.2% decline on a like for like basis**
- Chilled ready meals revenues heavily impacted by horsemeat scandal
- Investments delivering good performance in quiche and chilled soups

30%*
Market share Italian CRM

Grocery
c. 20% of Group revenue+

- Good revenue growth in Grocery and Frozen of 2.6% driven in large by cooking sauce and discount channel
- During the year, management of our retail cakes business was transferred to our Grocery category

79%*
Market share O/L cooking sauces

* Nielsen 52 w/e 28 September 2013
** Excludes the impact of the International Cuisine acquisition from October to August
\+ Category shares rounded to the nearest 5%

2 STRATEGY DELIVERY
- UK INTEGRATIONS SUCCESSFULLY COMPLETED

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Complete Uniq Integration

- Spalding salads & Northampton sandwich businesses fully integrated in Food to Go
- Restructuring and refocus of desserts business now complete; disposal of Minsterley to Müller Dairy UK
- Commercial and capability synergies driving further growth

Absorb International Cuisine

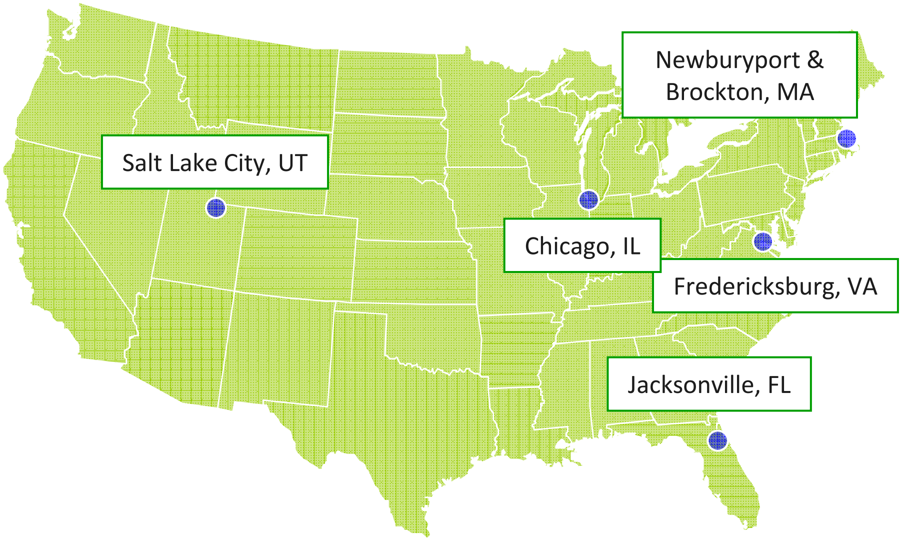
- Prepared Meals manufacturing footprint reorganised
- Purchasing, operational and capability synergies delivered
- Platform business for ready meals innovation

- Cost synergies fully realised
- Significant working capital released
- Material reduction of ETR and cash tax delivered
- Significant investments and leadership enhanced across Technical, IT, HR and Purchasing

GREENCORE USA
- EVOLUTION OF OUR BUSINESS

3

- Transformation completed in FY13
- Move to a food to go, small store business
- Multi-regional asset footprint
- Tight customer and product portfolio
- Ongoing food to go capability building/transfer across the Group



A food to go, multi regional, small store focused business

3

GREENCORE USA
- FY13 DELIVERY

- Reported revenues over 60% higher
- Successful integration of MarketFare and Schau
- Focused on customers with the capability and desire to grow
  - Delivered growth and innovation with our largest US customer; 7-Eleven
  - Starbucks delivered as major new customer across four regions
- Business and economic model delivering results
  - Financial performance improved during the year; now profitable
  - More to do to improve margins to bring in line with our UK business

STRATEGIC REVIEW

Strong performance trajectory…

	FY11	FY12	FY13
Revenue (£m)	804.2	1,161.9	1,197.1
Operating Profit (£m)	51.5	70.7	76.5
Adj. EPS (pence)	10.5	12.8	14.5
		+21.9%	+13.3%
Net Debt /EBITDA*	2.9	2.8	2.3
ROIC %	10.7%	11.9%	12.9%

… reflecting implementation of clear and consistent strategy

- Building scale, growth and capability in Food to Go
- A two geography growth strategy – UK and US
- A balanced customer mix and commitment to ‘customer brands’
- Strong underlying growth and successful integration of ‘on strategy’ acquisitions
- A relentless focus on efficiency and cost
- Strong cashflow to strengthen balance sheet

*Net Debt for FY11 adjusted to exclude flows related to Uniq and the rights issue.

STRATEGIC REVIEW
- A FOCUSED GROWING FOOD TO GO LEADER

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Revenue
£1.2bn

c. % of run rate revenue*

UK Food to Go	UK Prepared Meals	UK Grocery**	US Food to Go	Ingredients & Property
40	20	20	15	5

Food to Go long term focus driven by:

- Consumer and customer trends
- Our capability and market position
- Attractive economic model
- Future growth prospects

* Category shares rounded to the nearest 5%
** Includes Cakes & Desserts

OUTLOOK

- Steady improvement in economic conditions but:
  - Impact yet to be seen in UK grocery retail market more broadly
  - Recent increase in input cost inflation, particularly in UK protein and dairy markets
- We enter the new financial year with good momentum in our businesses
- We remain well positioned to deliver further progress in FY14 and beyond

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bringing
convenience
to good food

Appendix

IAS 19 REVISED - IMPACT

- IAS19 (Revised) to be applied in FY14
  - There will be no impact to cash funding requirement and no impact to deficit
  - Income Statement negatively impacted due to treatment of scheme administration costs and expected increase of non cash financing charge

Estimated FY13 impact if IAS19R had been adopted		
Operating Costs	**+£2.0m**	Scheme administration costs including UK PPF levy will be recognised in the Income Statement - previously charged directly to scheme liabilities.
Non Cash Financing Charge	**+£1.7m**	Non cash financing charge is expected to increase as single liability discount rate will be used going forward - previously a separate expected rate of return was applied to the assets and a finance charge applied to the liabilities.

ABOUT GREENCORE

- A leading manufacturer of convenience food in the UK and the US
- Strong market positions in the UK convenience food market across food to go, chilled prepared meals, chilled soups and sauces, ambient sauces & pickles, cakes & desserts and Yorkshire puddings
- A fast growing food to go business in the US, serving both the convenience and small store channels
- Turnover of c.£1.2 billion in FY13
- Listed on the London stock exchange (GNC.L)

HISTORY

ORIGINS	TRANSITION	FOCUS
a broad-based food and agribusiness centred around the Irish sugar business	*the exit of sugar and the rebalancing of the portfolio*	*convenience food in the UK and the US*

ORIGINS

- Greencore established in 1991 following the privatisation of Irish Sugar
- Acquisition of various malt and ingredients businesses in 1990's
- Diversification into convenience food following acquisition of Hazlewood Foods in 2001

TRANSITION

- Exit of sugar announced in 2006
- Commencement of disposal programme, which sees disposal of malt, water, Dutch and grain trading businesses

FOCUS

- Strong UK growth through acquisitions of Uniq in 2011 and International Cuisine in 2012
- Entry in to US market through four acquisitions commencing in 2008

BUSINESS OVERVIEW

Food to Go

- No.1 manufacturer of sandwiches
- UK sites in Worksop, London (2), Northampton, Spalding & Crosby

Prepared Meals

- Leading manufacturer of chilled prepared meals, quiche, pasta sauce & soup
- UK sites in Kiveton, Warrington, Wisbech, Bristol & Consett

Grocery*

- No.1 manufacturer in own label cooking sauces & pickles
- A leading manufacturer of frozen Yorkshire puddings
- UK sites in Selby & Leeds

Cakes & Desserts

- Three distinct 'sweet' businesses in the UK
- Produces ambient cakes and chilled desserts for retail customers as well as cakes and desserts for foodservice channels
- UK sites in Hull, Taunton & Evercreech

USA

- A fast growing food to go business in the US, serving both the convenience and small store channel and the grocery channel
- Six sites in Newburyport (MA), Brockton (MA), Fredericksburg (VA), Salt Lake City (UT), Chicago (IL) and Jacksonville (FL)

Ingredients & Property

- Trilby Trading – a leading importer and distributor of oil and fats for food processing
- Premier and United Molasses – leading importers and distributors of molasses for animal feed and industrial use in Ireland
- Property – management of the Group surplus property assets

* During FY13 management of the retail cakes business (Hull) was transferred into expanded Grocery division

CATEGORY SCALE IN THE UK

	Market Position	Market Share
Food to Go		
•Sandwiches	No.1	37%
•Sushi	No.3	22%
•Salads	No.4	11%
Chilled Meal Solutions		
•Chilled Italian Meals	No.1	30%
•Quiche	No.1	46%
•Chilled Italian Pasta Sauce	No.2	37%
Other Meal Occasions		
•Own Label Cooking Sauces	No.1	79%
•Own Label Pickles	No.1	59%
•Yorkshire Puddings (frozen baked)	No.2	37%
•M&S Premium Desserts	No.1	34%

Source: Estimated Nielsen 52 w/e 28 September 2013 greencore

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