ARYZTA AG
H1 2020 Results

10 March 2020

Forward Looking Statement

This document contains forward looking statements which reflect the Board of Directors' current views and estimates. The forward looking statements involve certain risks and uncertainties that could cause actual results to differ materially from those contained in the forward looking statements. Potential risks and uncertainties include such factors as general economic conditions, foreign exchange fluctuations, competitive product and pricing pressures, the effects of a pandemic or epidemic or a natural disaster, and regulatory developments.

You are cautioned not to place undue reliance on any forward-looking statements. These forward-looking statements are made as of the date of this document. The Company expressly disclaims any obligation or undertaking to publicly update or revise any forward-looking statements other than as required by applicable law.

The current financial period includes the impact of the adoption of IFRS 16 Leases. Comparatives have not been restated in accordance with transitional guidelines. To enable analysis versus prior year the H1-20 percentage growth is presented before and after the effects of IFRS 16 in this document.

Please refer to slides 32–35 in this presentation and Note 8 in the 2020 Interim Report for further detail.

Continued Strategic & Financial Progress

Portfolio refocus into frozen B2B bakery business achieved

- With disposals in FY18-FY20 of non-core or loss-making assets and the recent disposal of 43.1% of Picard stake, transformation is mostly complete
- 85%+ of disposals target achieved and applied to debt reduction; €(461)m impairment on strategic disposals/assets held for sale
- Consolidation of manufacturing capacity ongoing, margin benefits to follow

Significantly improved capital structure

- Net debt level further reduced post Picard disposal
- Reduction in senior net leverage to 1.96x Net Debt: EBITDA
- Significant leverage covenant headroom and no near term maturities
- Operating free cash flow of €55.7m in H1 achieved

Project Renew delivering and gathering momentum

- Cumulative savings of €57.4m delivered since implementation
- On track for €70m run-rate savings in FY 2020
- €90m run-rate savings in year three

Operational Progress - ARYZTA North America EBITDA Outcome Significantly Behind; Two Regions on Track

North America revenue as guided, EBITDA and margins behind expectations

» EBITDA progress impacted by H1 revenue decline of $44m as well as start-up and logistics costs following bakery closures

» €(437)m impairment on North America goodwill write down

» Longer path to recovery; lower margin expectation in the near and mid-term

EBITDA and margin growth in Europe

» ARYZTA Europe focus remains on profitable revenue

» EBITDA margin progression being delivered

» Renew benefits helping progress

Rest of World continues to perform well

» Strong organic growth above market

» Margin impacted by capacity constraints

» Capacity investments for further profitable growth underway

Group underlying EBITDA before IFRS 16 effect expected to improve in FY 2020, assuming no material or prolonged impact from COVID-19

Financial Review

Financial Overview

– Group revenue of €1.656.2m, a decline of (3.2)%, organic revenue decline (2.5)%, largely driven by ARYZTA North America

– Underlying EBITDA of €169.8m, up +12.0 %

– On a like-for-like basis before the effects of IFRS 16, underlying EBITDA[1] evolution was (6.3)%, largely due to North American underperformance

– Underlying Net Profit of €34.4m

– Non-cash Impairment charges of €897.9m due to disposals and ARYZTA North America goodwill write down

– Significant reduction in senior net leverage to 1.96x Net Debt: EBITDA (H1 2019: 2.50x) post Picard disposal

– Significant leverage covenant headroom with no near-term maturities, €206m Schuldschein paid in December from existing facilities and cash

– 85%+ net proceeds of non-core asset disposal objective of €450m achieved in two years

– Operating free cash flow of €55.7m achieved in H1 2020, €23.2m cash flow from activities

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ARYZTA Group Underlying Income Statement
Six-month period ended 31 January 2020

In EUR '000	January 2020	January 2019	% Change	% Change before effects of IFRS 16
Group revenue	**1,656,205**	1,710,705	(3.2%)	(3.2%)
Underlying EBITDA[1]	**169,830**	151,629	12.0%	(6.3%)
Underlying EBITDA margin	**10.3%**	8.9%	140 bps	(30) bps
Depreciation and ERP amortisation	**(96,112)**	(66,031)	45.6%	6.6%
Underlying EBITA[1]	**73,718**	85,598	(13.9%)	(16.2%)
Joint ventures underlying net profit	**18,352**	20,592	(10.9%)	(10.9%)
Underlying EBITA including joint ventures	**92,070**	106,190	(13.3%)	(15.2%)
Finance cost, net	**(22,331)**	(33,564)	33.5%	49.4%
Hybrid instrument dividend	**(22,095)**	(18,221)	(21.3%)	(21.3%)
Underlying pre-tax profits	**47,644**	54,405	(12.4%)	(6.3%)
Income tax	(13,210)	(14,911)	11.4%	11.4%
Underlying net profit[1]	**34,434**	**39,494**	**(12.8%)**	**(4.3%)**
Underlying fully diluted EPS (cent)[2]	3.5	6.0	(41.7%)	(36.5%)

- H1-20 includes the impact of the adoption of IFRS 16 Leases and comparatives have not been restated in accordance with transitional guidelines.
- To enable analysis versus prior year the % change before IFRS 16 effects is included. Please refer to slides 32–35 in this presentation for further detail.

1 Certain financial alternative performance measures, that are not defined by IFRS, are used by management to assess the financial and operational performance of ARYZTA. See glossary on slide 44 for definitions of financial terms and references used in the presentation.

2 The 31 January 2020 weighted average number of ordinary shares used to calculate underlying earnings per share is 992,305,695 (H1 2019: 657,924,501).

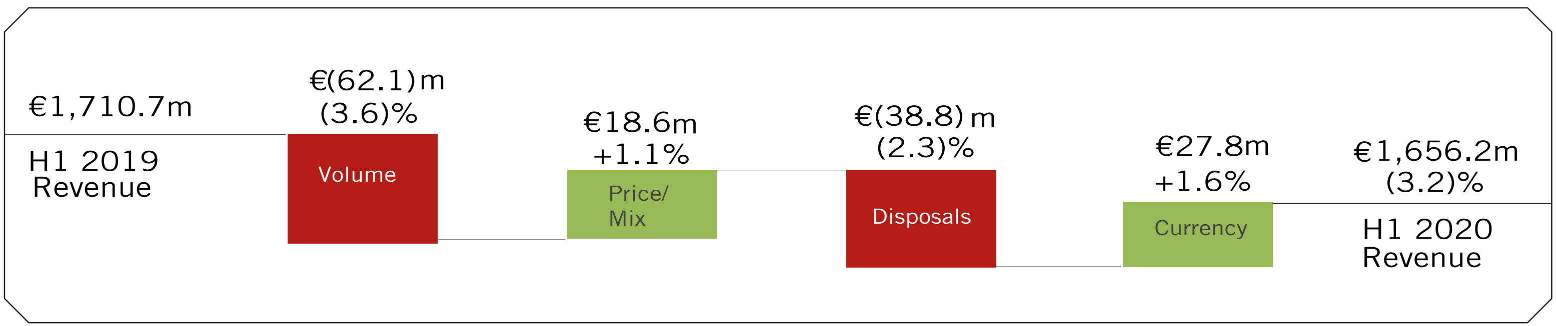
Underlying Income Statement Reconciliation to IFRS
Six-month period ended 31 January 2020

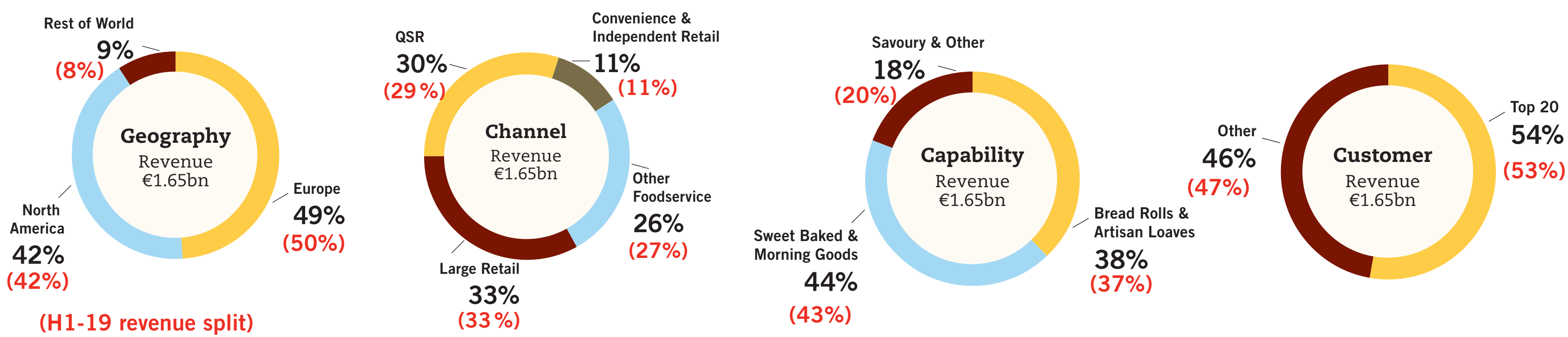
in EUR '000	January 2020	January 2019
Underlying EBITDA	**169,830**	151,629
Depreciation	**(87,800)**	(57,649)
ERP amortisation	**(8,312)**	(8,382)
Underlying EBITA	**73,718**	85,598
Amortisation of other intangible assets	**(65,856)**	(67,704)
Net loss on disposal of businesses and impairment of disposal groups held-for-sale	**(164,029)**	(847)
Impairment of goodwill	**(437,146)**	-
Gain on fixed asset disposals and impairments	**291**	-
Restructuring-related costs	**(4,223)**	(6,296)
IFRS operating (loss)/profit	**(597,245)**	10,751
Share of profit after interest and tax of joint ventures	**16,135**	19,061
Net loss on disposal of joint venture	**(297,057)**	-
Finance cost, net	**(22,331)**	(33,564)
Loss before income tax	**(900,498)**	(3,752)
Income tax credit/(expense)	**1,288**	(558)
IFRS loss for the period	**(899,210)**	(4,310)
Hybrid instrument dividend	**(22,095)**	(18,221)
Loss used to determine basic EPS	**(921,305)**	(22,531)
IFRS diluted loss per share (cent)[1]	**(93) cent**	(3.4) cent

1 The 31 January 2020 weighted average number of ordinary shares used to calculate IFRS diluted loss per share is 990,600,164 (H1 2019: 657,377,825).

ARYZTA Group Revenue Performance
Six-month period ended 31 January 2020

in EUR million	Revenue	Organic movement	Disposals movement	Currency movement	Total revenue movement
ARYZTA Europe	807.3	(2.0)%	(4.5)%	0.4%	**(6.1)%**
ARYZTA North America	704.0	(5.3)%	–	3.4%	**(1.9)%**
ARYZTA Rest of world	144.9	8.6%	–	0.3%	**8.9%**
ARYZTA Group	**1,656.2**	**(2.5)%**	**(2.3)%**	**1.6%**	**(3.2)%**





ARYZTA Group – Quarterly Organic Revenue

	H1 2019	Q3 2019	Q4 2019	Q1 2020	Q2 2020	H1 2020
ARYZTA Europe						
Volume %	0.6%	0.7%	(3.3)%	(2.0)%	(3.7)%	(2.8)%
Price/Mix %	1.3%	3.7%	2.7%	1.1%	0.7%	0.8%
Organic movement %	**1.9%**	**4.4%**	**(0.6)%**	**(0.9)%**	**(3.0)%**	**(2.0)%**
ARYZTA North America						
Volume %	(1.9)%	(4.9)%	(12.5)%	(6.0)%	(6.0)%	(6.0)%
Price/Mix %	0.1%	1.1%	4.5%	(0.1)%	1.5%	0.7%
Organic movement %	**(1.8)%**	**(3.8)%**	**(8.0)%**	**(6.1)%**	**(4.5)%**	**(5.3)%**
ARYZTA Rest of World						
Volume %	4.1%	3.3%	6.0%	2.0%	6.2%	4.2%
Price/Mix %	2.6%	5.6%	7.7%	5.5%	3.5%	4.4%
Organic movement %	**6.7%**	**8.9%**	**13.7%**	**7.5%**	**9.7%**	**8.6%**
ARYZTA Group						
Volume %	(0.2)%	(1.4)%	(6.3)%	(3.4)%	(3.8)%	(3.6)%
Price/Mix %	0.9%	2.7%	3.8%	0.9%	1.2%	1.1%
Organic movement %	**0.7%**	**1.3%**	**(2.5)%**	**(2.5)%**	**(2.6)%**	**(2.5)%**

Segmental EBITDA & EBITDA Margin

EBITDA

in EUR '000	**January 2020**	January 2019	% Change	% Change before effects of IFRS 16
ARYZTA Europe	**100,654**	82,199	22.5%	2.8%
ARYZTA North America	**46,514**	48,671	(4.4)%	(22.8)%
ARYZTA Rest of World	**22,662**	20,759	9.2%	(3.5)%
ARYZTA Group EBITDA	**169,830**	151,629	12.0%	(6.3)%

EBITDA Margin

%	**January 2020**[1]	January 2019	% Change	% Change before effects of IFRS 16
ARYZTA Europe	**12.5%**	9.6%	290 bps	90 bps
ARYZTA North America	**6.6%**	6.8%	(20) bps	(150) bps
ARYZTA Rest of World	**15.6%**	15.6%	0 bps	(180) bps
ARYZTA Group EBITDA Margin	**10.3%**	8.9%	140 bps	(30) bps

- The Group applied IFRS 16 from 1 August 2019 using the modified retrospective approach, whereby comparatives do not need to be restated.
- To enable analysis versus prior year the % change before IFRS 16 effects on H1-20 is included. Please refer to slides 32–35 in this presentation for further detail.

Cash Generation
Six-month period ended 31 January 2020

in EUR '000	January 2020	January 2019
Underlying EBITDA	169,830	151,629
Working capital movement	(35,328)	(79,105)
Working capital movement from debtor securitisation[1]	2,299	2,945
Capital expenditure	(53,432)	(35,102)
Net payments on lease contracts[2]	(28,467)	–
Proceeds from sale of fixed assets	8,967	1,650
Restructuring-related cash flows	(8,197)	(14,643)
Segmental operating free cash generation[2]	**55,672**	**27,374**
Interest and income tax paid, net[2]	(30,801)	(59,548)
Recognition of deferred income from government grants	(1,961)	(1,977)
Other	334	(2,028)
Cash flow generated from activities	**23,244**	**(36,179)**

1 Total debtor balances securitised as of 31 January 2020 is €194m (31 July 2019: €190m).

2 Following the adoption of IFRS 16, Leases, "Segmental operating free cash generation" has been updated to include payments on leases, net of receipts on sub-leases, which ensures that the Group's reported Segmental operating free cash generation is consistent as previously reported.

Net Debt Evolution
Six-month period ended 31 January 2020

in EUR '000	January 2020	January 2019
Opening net debt as at 1 August	**(733,276)**	**(1,510,264)**
Impact of adoption of IFRS 16	(320,982)	-
Opening net debt as at 1 August - restated	**(1,054,258)**	**(1,510,264)**
Cash flow generated from activities	23,244	(36,179)
Net movements on lease liabilities	17,408	-
Disposal of businesses, net of cash and finance leases	7,010	3,283
Disposal of joint venture[1]	145,450	–
Proceeds from issue of shares, net of costs paid[2]	–	748,949
Foreign exchange movement	(2,139)	(13,385)
Other[3]	(3,830)	(3,440)
Closing net debt as at 31 January	**(867,115)**	**(811,036)**

- Proceeds from disposal of Picard applied to debt reduction; expected proceeds to total €150m, net of transaction costs

- **Excluding the €320m effect of IFRS 16 Leases, the Group net debt would be €567m at 31 January 2020**

1 Proceeds amounted to c.€140m net, after fees. Additionally, €10m remains outstanding at period end as a vendor loan note receivable.

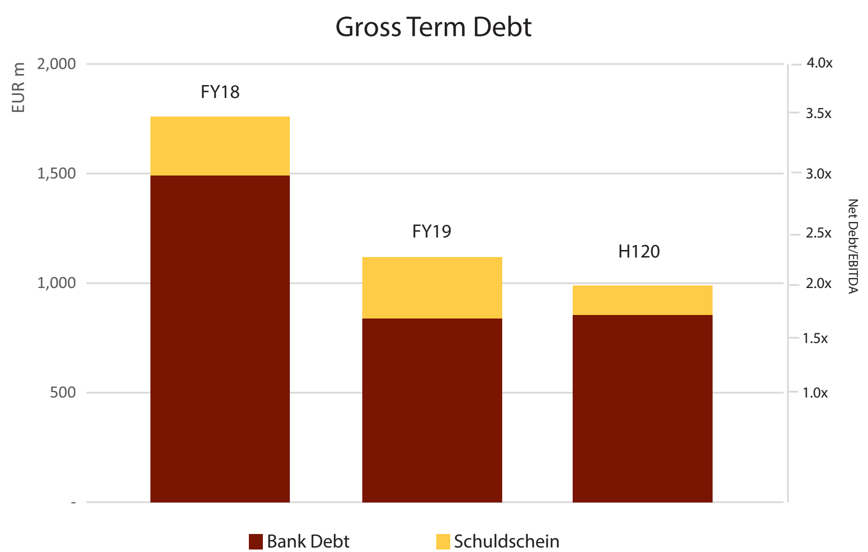
2 Proceeds amounted to c.€740m net, after payment of outstanding fees.

3 Other comprises primarily amortisation of upfront financing costs.

ARYZTA Senior Debt Financing

	January 2020	July 2019	January 2019
Net Debt: EBITDA[1]	1.96x	2.43x	2.50x
EBITDA: Net interest, including Hybrid deferred[1]	3.86x	3.45x	3.13x

1 Calculated as per Syndicated Bank Facilities Agreement terms



Cash net of overdrafts: €342m

Cash net of overdrafts: €378m

Cash net of overdrafts: €457m

Please refer to page 40 for details of our current capital structure

- Reduction in senior net leverage to 1.96x Net Debt: EBITDA versus 2.43x at year end 2019
- Significant leverage covenant headroom (ratio at 3.5x)
- Net interest covenant of 3.0x versus 2.0x at year end 2019
- Schuldschein note repayment in December 2019 using existing facilities
- Proceeds from Picard transaction will be applied to debt reduction
- Bank covenants are based on net debt, EBITDA and finance costs before the effect of IFRS 16

Impairment, Disposal and Restructuring
Six-month period ended 31 January 2020

in Eur '000	ARYZTA Europe	ARYZTA North America	ARYZTA Rest of World	Disposal of Joint Venture	Total 2020
Loss on disposal of businesses and impairment of assets held for sale	(61,171)	(102,858)	-	-	(164,029)
Impairment of goodwill	-	(437,146)	-	-	(437,146)
Gain/(loss) of sale and impairment of fixed assets	1,485	(610)	(584)	-	291
Loss on disposal of investment in JV	-	-	-	(297,057)	(297,057)
Total net gain/(loss) on disposal of businesses and asset write-downs	**(59,686)**	**(540,614)**	**(584)**	**(297,057)**	**(897,941)**
Severance and other staff-related costs	(349)	(1,165)	-	-	(1,514)
Other costs including advisory	(1,316)	(1,393)	-	-	(2,709)
Total cash disposal and restructuring-related costs	**(1,665)**	**(2,558)**	**-**	**-**	**(4,223)**
Total impairment, disposal and restructuring-related costs	**(61,351)**	**(543,172)**	**(584)**	**(297,057)**	**(902,164)**

Segmental Review

ARYZTA North America Profile And Prospects

- Market leader in an attractive growth sector

- Fully focused frozen B2B bakery business

- Scaled and optimised asset base

- Unique scale, quality and capabilities in core categories:
  - Artisan breads
  - Donuts
  - Buns
  - Cookies
  - Laminated dough

- High single-digit EBITDA margin expectation near and medium term

- Strong contributor to improvement in overall Group performance and growth opportunities

- Key element of ARYZTA Group:
  - Global customer relationships
  - Manufacturing excellence
  - Innovation pipelines

ARYZTA North America

ARYZTA North America H1 2020 Financial Metrics	
Revenue	(1.9)%
Organic Revenue	(5.3)%
Underlying EBITDA before effects of IFRS 16[1]	(22.8)%
Underlying EBITDA as reported[1]	(4.4)%
Underlying EBITDA margin before effects of IFRS 16[1]	(150) bps
Underlying EBITDA margin as reported[1]	(20) bps

ARYZTA North America H1 2020 Financial Metrics	
Revenue	€704.0m
Underlying EBITDA[1]	€46.5m
Underlying EBITDA margin[1]	6.6%

- Organic revenue declined by (5.3)% with volumes declining (6.0)% offset by a price/mix increase of +0.7%
- Sequential quarterly improvement in organic revenue, as guided. Q4-19: (8.0)%; Q1-20: (6.1)%; Q2-20: (4.5)%.
- Q4-20 organic growth expected to be positive
- 80% of Renew automation projects complete; cumulative savings of €30.9m achieved in H1
- However, Renew benefits reduced due to once-off start up and logistics costs during bakery closures and line transfers

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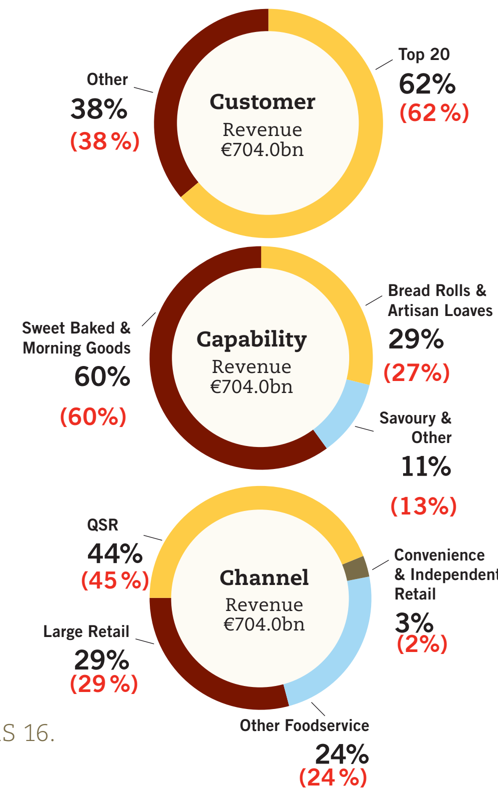

(H1 2019 Revenue Splits)

ARYZTA North America - H1 2020 Revenue Commercial & Channel Deep Dive – Organic Decline of $44m (5.3)%

Channel	Weight	Organic Movement (%)	Organic Movement ($)	Issue	Action
QSR	44%	(6.6)%	$(24)m	Revenue loss of $(15)m attributed to one major QSR customer Some channel weakness	Continued strong service/supply support to core customers Continue to develop innovation
Large Retail	29%	(4.1)%	$(10)m	Revenue decline attributed to resignation of low margin business	Strategic category review
Other Foodservice	24%	(5.0)%	$(10)m	Ongoing issues in a challenging sector	Focus on service levels to better support customers; New Foodservice leadership team in place Commercial strategy in implementation phase
Convenience & Independent Retail	3%	0.6%	$0m		
Total	**100%**	**(5.3)%**	**$(44)m**		Positive evolution of organic revenue expected in Q4

ARYZTA North America - EBITDA Heavily Challenged In Period, Recovery Expected H2

H1	(€)	H2
H1 2019 EBITDA[1]	49	
Reduced Revenue; negative volumes	(11)	Stabilising; positive revenue expected in Q4
Operational margin temporarily compressed due to startup costs after line transfers following bakery closures under Project Renew	(4)	Eliminated, no negative effects for H2
Additional supply chain / operational one-off costs through change period after bakery closures	(3)	Reducing; some effects remain in H2
Net margin reduction, particularly due to Foodservice channel and reboot actions in Retail channel	(5)	Ongoing, actions underway to improve over time
Renew benefit	+11	On track to achieve H2 run-rate savings
H1 2020 EBITDA before effects of IFRS 16[1]	37	

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ARYZTA North America - Key Actions to Deliver Improvement in H2 2020

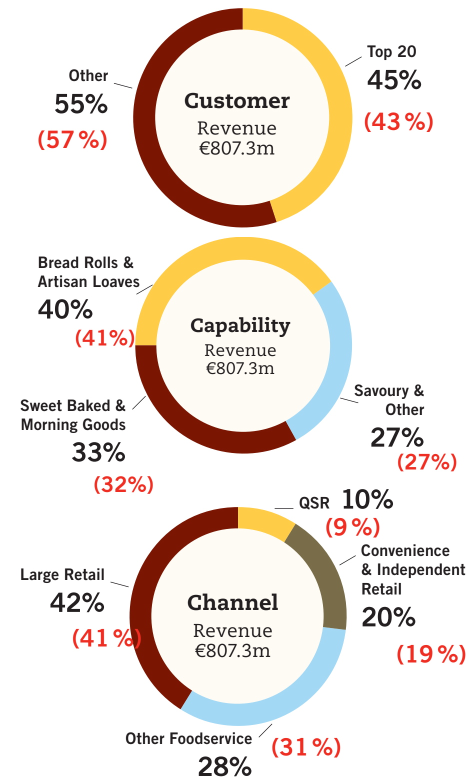
- **Ongoing revenue stabilisation**
  - » Healthy pipeline of new business opportunities in Large Retail, delivering on margin improvements
  - » New Foodservice leadership implementing sales drive and customer focused pricing programs
  - » Continued focus on innovation in QSR to drive in-store sales
- **Project Renew**
  - » Recent bakery closures starting to generate savings and driving improved customer delivery
  - » Balance of automation projects to be delivered in H2, driving increased savings
  - » Procurement initiatives leading to SG&A reductions
  - » Completing transfer of products to optimal manufacturing locations
- **Operations**
  - » Improve on bakery efficiency – ensure no further network issues and optimise waste spend
  - » Exited underperforming third-party warehouse partner
- **Organisation**
  - » Leadership strengthened to accelerate delivery of turnaround
  - » Restructured to give deeper commercial focus, innovation traction
  - » Strengthened commercial leadership (Chief Commercial Officer, foodservice; key account management)

ARYZTA Europe

ARYZTA Europe H1 2020 Financial Metrics	
Revenue	(6.1)%
Organic Revenue	(2.0)%
Underlying EBITDA before effects of IFRS 16[1]	+2.8%
Underlying EBITDA as reported[1]	+22.5%
Underlying EBITDA margin before effects of IFRS 16[1]	+90 bps
Underlying EBITDA margin as reported[1]	+290 bps

ARYZTA Europe H1 2020 Financial Metrics	
Revenue	€807.3m
Underlying EBITDA[1]	€100.7m
Underlying EBITDA margin[1]	12.5%

- Revenue decline of (6.1)% largely due to disposals (4.5)% as well as insourcing
- Organic revenue decreased by (2.0)% with price/mix improvement of +0.8% offset by volume declines of (2.8)%
- FY20 focus remains on profitable revenues
- EBITDA margin progression in the business continued with an improvement of 90 bps before effects of IFRS 16



(H1 2019 revenue splits)

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ARYZTA Europe – FY 2020 Continued Progress

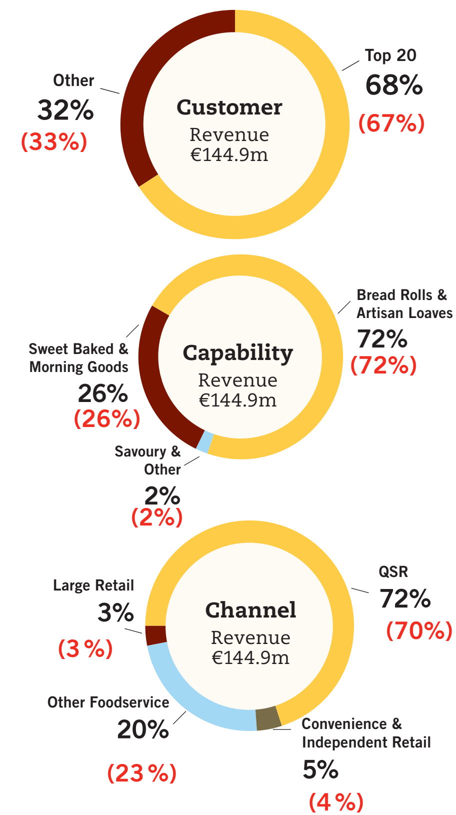
- Solid progress on Project Renew - cumulative savings of €26.5m achieved in the period
- German manufacturing footprint consolidation on track for completion in FY 2020
- Footprint optimisation will be margin accretive and improve overall utilisation rate
- Revenue impacted by disposals in the UK and the final impacts of planned insourcing
- No material impact from insourcing expected in H2
- Management priority is to further grow EBITDA and achieve margin growth
- Brexit not expected to have a material impact in FY 2020

ARYZTA Rest of World – Continued Performance

ARYZTA Rest of World H1 2020 Financial Metrics	
Revenue	+8.9%
Organic Revenue	+8.6%
Underlying EBITDA before effects of IFRS 16[1]	(3.5)%
Underlying EBITDA as reported[1]	+9.2%
Underlying EBITDA margin before effects of IFRS 16[1]	(180) bps
Underlying EBITDA margin as reported[1]	0 bps

ARYZTA Rest of World H1 2020 Financial Metrics	
Revenue	€144.9m
Underlying EBITDA[1]	€22.7m
Underlying EBITDA margin[1]	15.6%

- Organic revenue growth of +8.6%
- Above market organic revenue growth offset by capacity impact
- Margins impacted by capacity constraints
- Capex investment to drive growth - Brazil bakery underway
- No material impact seen from COVID-19 in H1 on the core QSR business; ongoing assessment of potential H2 impact



(H1 2019 split)

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Project Renew

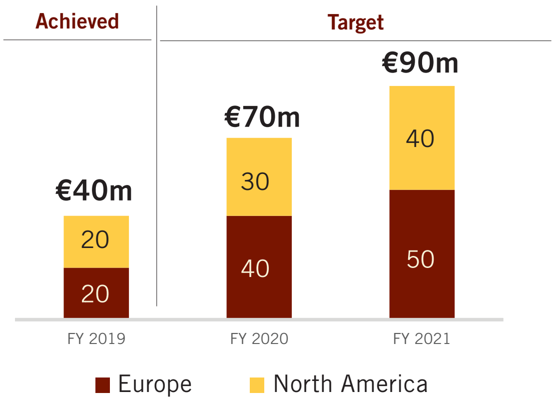
Project Renew – Delivering Performance

- On track for FY20 run-rate savings target of €70m
- €23.9m of incremental savings achieved in H1 2020

Project Renew Cumulative Savings

	H1	H2	Full Year	Annualised Run Rate
FY19	€7.5m	€18.5	€26m[1]	€40m
FY20	€31.4m			€70m

Annualised run-rate savings



Actual Investment	Planned Investment	
FY2019	FY2020	FY2021
€38m	€55m	€50m

1. Independently examined and reviewed

Project Renew Update

	H1–FY-19		FY-19		H1-20	
Cumulative Savings	(€m)	weight (%)	(€m)	weight (%)	(€m)	weight (%)
Manufacturing/ Automation	€1.0	13%	€5.0	19%	€18.9	33%
Supply Chain/ Procurment	€3.0	41%	€10.1	39%	€21.7	38%
Operating Model	€3.5	46%	€10.9	42%	€16.8	29%
Total	**€7.5**	**100%**	**€26.0**	**100%**	**€57.4**	**100%**

– Project Renew delivered cumulative savings of €57.4m since launch

– ARYZTA Europe – cumulative savings of €26.5m achieved:
  - » Operating model/headcount reductions
  - » Manufacturing efficiency including automation projects
  - » Procurement/supply chain optimisation
  - » German manufacturing footprint consolidation on track for completion in FY 2020

– ARYZTA North America – cumulative savings of €30.9m achieved:
  - » Operating model (17)% of total savings
  - » Three bakeries closed in the region since July 2019
  - » Procurement and value engineering projects launched
  - » Manufacturing efficiency gains achieved in bakeries due to 114 automation projects (77% completed)

COVID-19

- Impact to date concentrated in Asia "Eating out of Home" segment
- Assessment of contingency steps, impacts on broader business ongoing
- Full business continuity and communications teams activated in regions and at Group level
- Monitoring a rapidly evolving situation, actively assessing its consequences

Summary

- Key priority and focus is North America turnaround
- Refocus into pure frozen B2B bakery business achieved
- 85%+ of disposals proceeds target achieved
- Significantly improved capital structure
  - Balance sheet improved with significant covenant headroom
  - Senior Net Debt: EBITDA of 1.96x[1], lowest debt level since 2013 (including hybrid funding
- North America EBITDA outcome significantly behind, recovery expected in H2
- Continued progress in Europe
- Rest of World continues to perform well
- Project Renew on track for €70m run-rate savings in FY 2020

1 Before effects of IFRS 16

Outlook

– Group underlying EBITDA before effects of IFRS 16 expected to improve in FY 2020. Guidance assumes no material or prolonged impact from COVID-19 in FY 2020.

Appendix I
IFRS 16

IFRS 16 – New Accounting Standard on Leases

- IFRS 16 requires a lessee to recognise assets and liabilities for all leases with a term of more than 12 months
  - Balance sheet impact: increase of property, plant and equipment and total financial debt
  - Income statement impact: operating lease expense removed, offset by depreciation of lease assets and finance costs on lease liabilities
  - Please refer to Note 8 in the Interim report for further detail on transition

- Bank covenant ratios calculated on net debt, EBITDA and finance costs before the effects of IFRS 16 – no impact on covenant ratios

- ARYZTA applied IFRS 16 using the modified retrospective approach whereby comparatives are not restated
  - The Group holds more than 1,900 lease contracts, mainly for buildings, plant and machinery and motor vehicles
  - To allow comparability, H1 2020 EBITDA and finance costs are pro-forma adjusted to exclude the effect of IFRS 16
  - Segmental operating free cash generation includes payments on leases including finance element and therefore remains consistent with previous periods

ARYZTA Group Underlying Income Statement (post and prior IFRS 16)
Six-month period ended 31 January 2020

In EUR '000	**As reported January 2020[1]**	IFRS 16 January 2020[1]	Before effects of IFRS 16 January 2020[1]	January 2019	% Change	% Change before effects of IFRS 16
Group revenue	**1,656,205**	–	1,656,205	1,710,705	(3.2%)	(3.2%)
EBITDA	**169,830**	27,717	142,113	151,629	12.0%	(6.3%)
EBITDA margin	**10.3%**		8.6%	8.9%	140 bps	(30) bps
Depreciation & ERP amortisation	**(96,112)**	(25,731)	(70,381)	(66,031)	45.6%	6.6%
EBITA	**73,718**	1,986	71,732	85,598	(13.9%)	(16.2%)
EBITA margin	**4.5%**		4.3%	5.0%		
Joint ventures, net of tax	**18,352**	–	18,352	20,592	(10.9%)	(10.9%)
EBITA including joint ventures	**92,070**	1,986	90,084	106,190	(13.3%)	(15.2%)
Finance cost, net	**(22,331)**	(5,332)	(16,999)	(33,564)	33.5%	49.4%
Hybrid instrument accrued dividend	**(22,095)**	–	(22,095)	(18,221)	(21.3%)	(21.3%)
Pre-tax profits	**47,644**	(3,346)	50,990	54,405	(12.4%)	(6.3%)
Income tax	**(13,210)**	–	(13,210)	(14,911)	11.4%	11.4%
Underlying net profit	**34,434**	(3,346)	37,780	39,494	(12.8%)	(4.3%)
Underlying fully diluted EPS (cent)	**3.5**		3.9	6.0	(41.7%)	(36.5%)

1 See glossary on slide 44 for definitions of financial terms and references used in the presentation.

2 The 31 January 2020 weighted average number of ordinary shares used to calculate underlying earnings per share is 992,305,695 (H1 2019: 657,924,501).

Segmental EBITDA & EBITDA Margin Bridge (post and prior IFRS 16)

EBITDA

in EUR '000	**As reported January 2020**	IFRS 16 January 2020	Before effects of IFRS 16 January 2020	January 2019	% Change	% Change before effects of IFRS 16
ARYZTA Europe	**100,654**	16,165	84,489	82,199	22.5%	2.8%
ARYZTA North America	**46,514**	8,925	37,589	48,671	(4.4)%	(22.8)%
ARYZTA Rest of World	**22,662**	2,627	20,035	20,759	9.2%	(3.5)%
ARYZTA Group EBITDA	**169,830**	27,717	142,113	151,629	12.0%	(6.3)%

EBITDA Margin

%	**As reported January 2020**	Before effects of IFRS 16 January 2020	January 2019	bps Change	bps Change before effects of IFRS 16
ARYZTA Europe	**12.5%**	10.5%	9.6%	290 bps	90 bps
ARYZTA North America	**6.6%**	5.3%	6.8%	(20) bps	(150) bps
ARYZTA Rest of World	**15.6%**	13.8%	15.6%	0 bps	(180) bps
ARYZTA Group EBITDA	**10.3%**	8.6%	8.9%	140 bps	(30) bps

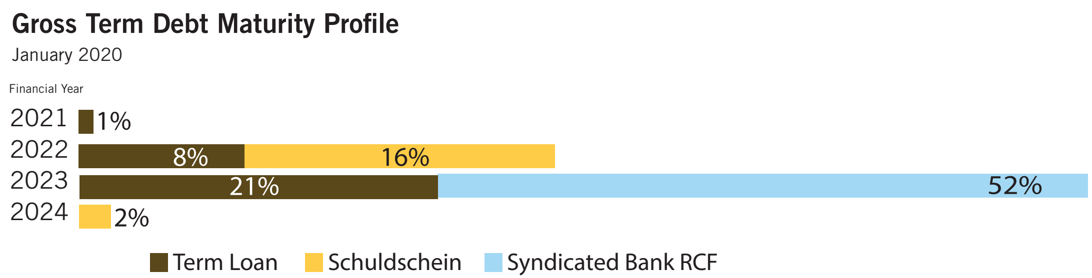
Appendix II
Financials

ARYZTA Group Balance Sheet
as at 31 January 2020

in EUR `000	January 2020	July 2019
Property, plant and equipment	1,414,040	1,248,835
Investment properties	6,450	12,185
Goodwill and intangible assets	1,350,593	1,964,298
Deferred tax on goodwill and intangibles	(67,801)	(81,634)
Working capital	(221,665)	(246,838)
Other segmental assets	31,000	–
Other segmental liabilities	(57,540)	(66,170)
Lease liabilities	(254,324)	–
Assets of disposal groups held-for-sale	18,097	–
Segmental net assets	2,218,850	2,830,676
Investments in joint ventures	–	447,678
Financial assets at fair value through income statement	16,768	–
Interest bearing loans, net of cash	(567,139)	(733,276)
Deferred tax, excluding tax on goodwill and intangibles	(42,531)	(43,100)
Income tax	(61,907)	(65,528)
Derivative financial instruments	(903)	(303)
Net assets	**1,563,138**	**2,436,147**

ARYZTA Group Gross Term Debt Financing Facilities and Maturities

In EUR '000	January 2020	July 2019
Syndicated Bank RCF	(550,014)	(394,179)
Term loan facility	(313,368)	(353,368)
Schuldschein	(179,955)	(385,284)
Gross term debt	**(1,043,337)**	**(1,132,831)**
Upfront borrowing costs	19,007	21,966
Term debt, net of upfront borrowing costs	**(1,024,330)**	**(1,110,865)**
Cash and cash equivalents, net of overdrafts	457,191	377,880
Net debt excluding leases	**(567,139)**	**(732,985)**
Leases	(299,976)	(291)
Net debt	**(867,115)**	**(733,276)**



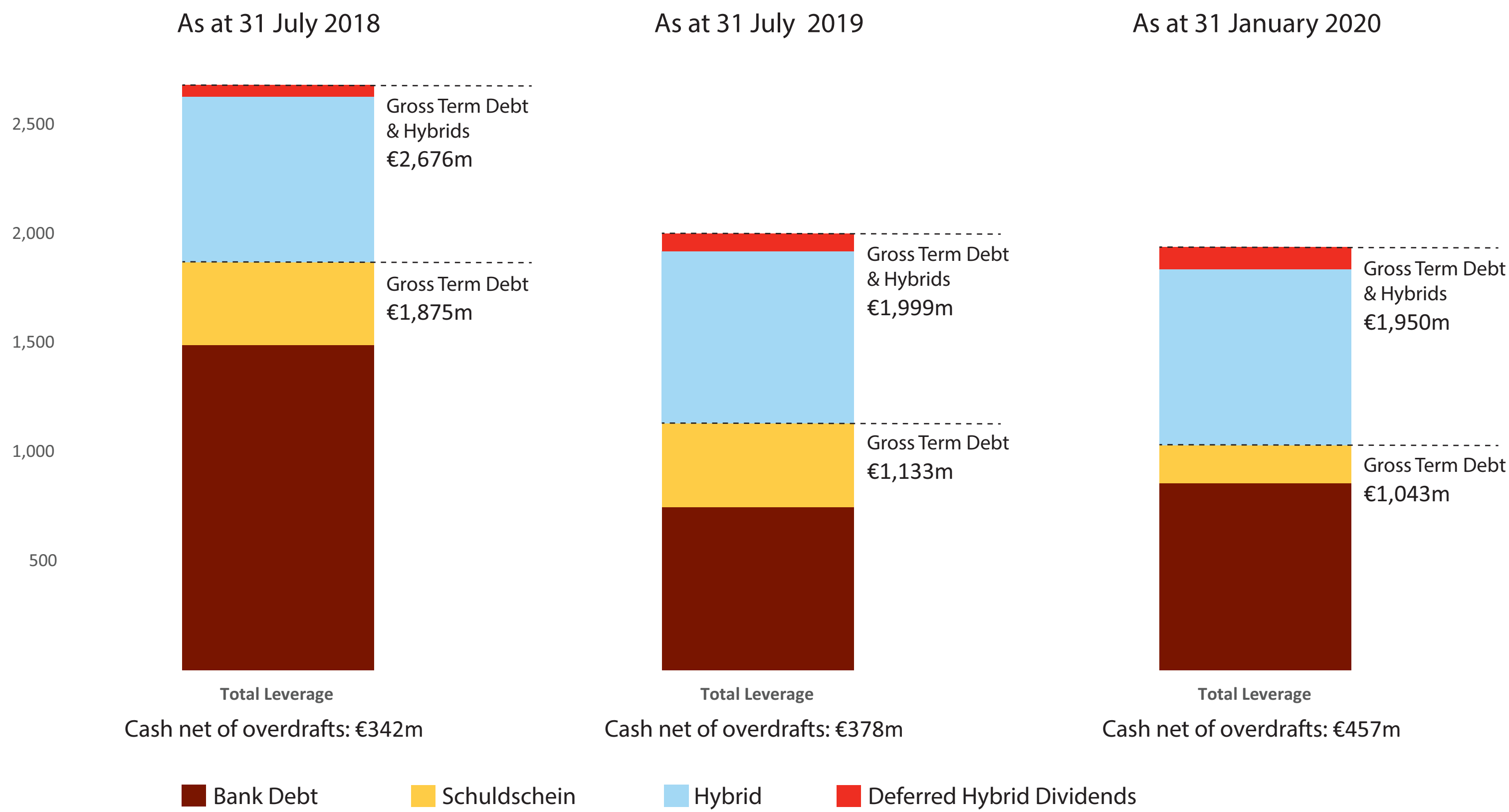
Debt per banking facilities

Hybrid Financing

Perpetual Callable Subordinated Instruments		Coupon	Coupon rate if not called	in EUR `000
Not called	CHF 400m	5.3%	6.045% +3 Month Swiss Libor	(373,263)
Not called	EUR 250m	6.8%	6.77% +5 Year Euro Swap Rate	(250,000)
First call April 2020	CHF 190m	3.5%	4.213% +3 Month Swiss Libor	(177,300)
Hybrid funding principal outstanding at 31 January 2020 exchange rates				**(800,563)**
Hybrid instrument deferred dividends				(105,768)
Total hybrid funding outstanding at 31 January 2020 exchange rates				**(906,331)**

– No hybrid coupon payments planned

ARYZTA Current Capital Structure



- Hybrid financing of €906m including €106m of deferred hybrid dividends
- No hybrid coupon payments planned

Picard
Six-month period ended 31 January 2020

Picard Underlying Income Statement

in EUR `000	**Picard January 2020**	Picard January 2019
Revenue	**822,622**	800,508
Underlying EBITDA	**121,314**	122,342
EBITDA margin	**14.7%**	15.3%
Depreciation	**(14,970)**	(15,327)
Underlying EBITA	**106,344**	107,015
Finance cost, net	**(28,607)**	(28,898)
Pre-tax profit	**77,737**	78,117
Income tax	**(39,320)**	(35,009)
Joint venture underlying net profit	**38,417**	43,108
ARYZTA's share of JV underlying net profit	**18,352**	20,592

- The disposal of the majority of Picard stake to Invest Group Zouari ('IGZ') for a total consideration of €156m closed in the period
- €146m was received in cash with the remaining €10m recorded as a Vendor Loan[1], receivable by October 2020. Cash receipts in January 2020 applied to net debt reduction
- ARYZTA retains a 4.6% interest in Picard, recorded as a financial investment at fair value

1 As the total estimated proceeds net of transaction costs of €150.0m and the fair value of the remaining stake held of €16.8m, are less than the €463.8m carrying value of the investment in JV disposed of, the transaction resulted in a loss on disposal in the amount of €297.1m.

ARYZTA Group – Return on Invested Capital

in EUR million	ARYZTA Europe	ARYZTA North America	ARYZTA Rest of World	ARYZTA Group
H1 2020				
Segmental net assets[1]	1,276	772	171	2,219
TTM EBITA[1]	102	27	30	159
ROIC[1,2]	8.0%	3.5%	17.5%	7.2%
FY 2019				
Segmental net assets[1]	1,315	1,341	175	2,831
TTM EBITA[1]	101	41	31	173
ROIC[1,2]	7.7%	3.0%	17.8%	6.1%

1 See glossary on slide 44 for definitions of financial terms and references used in the presentation.

2 Group WACC on a pre-tax basis is currently 8.5% (2019: 8.5%).

3 Excluding the impact of the goodwill impairment of €437.1 million in the ARYZTA North America segment, the ROIC in North America and the Group would be negatively impacted by 130bps and 120bps respectively.

EUR Closing and Average FX Rates

Currency	Average H1 2020	Average H1 2019	% Change	Closing H1 2020	Closing FY 2019	% Change
CHF	1.0920	1.1352	3.8%	1.0716	1.1039	2.9%
USD	1.1082	1.1483	3.5%	1.1051	1.1149	0.9%
CAD	1.4625	1.5119	3.3%	1.4510	1.4672	1.1%
GBP	0.8749	0.8904	1.7%	0.8422	0.8955	5.9%

Presentation Glossary

- ‘Organic revenue’ – presents the revenue movement during the period, excluding impacts from acquisitions/(disposals) and foreign exchange translation.
- 'Underlying EBITDA' – presented as earnings before interest, taxation, depreciation and amortisation; before impairment, disposal and restructuring-related costs.
- 'Underlying EBITA' – presented as earnings before interest, taxation and non-ERP related intangible amortisation; before impairment, disposal and restructuring-related costs.
- ‘ERP’ – Enterprise Resource Planning intangible assets include the Group SAP system.
- ‘Joint ventures underlying net profit' – presented as profit from joint ventures, net of interest and tax, before non-ERP amortisation and the impact of associated non-recurring items.
- ‘Hybrid instrument’ – presented as Perpetual Callable Subordinated Instruments, which have no contractual maturity date and for which the Group controls the timing of settlement; therefore these instruments are accounted for as equity instruments in accordance with IAS 32 'Financial Instruments'
- ‘Underlying net profit’ – presented as reported net profit, adjusted to include the Hybrid instrument dividend as a finance cost; before non-ERP related intangible amortisation; and before impairment, disposal and restructuring-related costs, net of related income tax impacts. The Group utilises the underlying net profit measure to enable comparability of the results from period to period, without the impact of transactions that do not relate to the underlying business.
- ‘Segmental Net Assets’ – Excludes joint ventures, financial assets at fair value, all bank debt, cash and cash equivalents and tax balances, with the exception of deferred tax liabilities associated with acquired goodwill and intangible assets, as those deferred tax liabilities represent a notional non-cash tax impact directly linked to segmental goodwill and intangible assets recorded as part of a business combination, rather than an actual cash tax obligation.
- ‘ROIC’ – Return On Invested Capital is calculated using a pro-forma trailing twelve month segmental Underlying EBITA (‘TTM EBITA’) reflecting the full twelve month contribution from acquisitions and full twelve month deductions from disposals, divided by the respective Segmental Net Assets, as of the end of each period.