



ARYZTA AG – Strategic Update

01 December 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 laws.

Elliott Advisors

- 10 September ARYZTA confirms advanced discussions with Elliott
- 24 October ARYZTA concluded discussions with Elliott with no binding offer
- 23 November Elliott announces a conditional non-binding approach
- In line with its fiduciary duties, the Board will consider all alternatives and select the optimum option for a sustainable future for ARYZTA

ARYZTA's Way Forward - Overview

- Leverage the enhanced Board's bakery, financial and turnaround expertise
- Reduce financial leverage through selective disposals
- Focus on key markets and key categories
- Three routes to market supported by a simplified structure
 - » Food Solutions
 - » Retail
 - » QSR
- Empowerment of a lean, more agile, multi-local organisation
- Local ownership of P&L
- Exploit growth opportunities both organically and via M&A in time
- **As a result:**
 - » Organic growth
 - » Improved financial performance
 - » Reduced complexity and overhead costs
 - » Multi-local, lean, agile business model
 - » Enhanced customer experience and market penetration



Board Refreshment

- Shareholder vote for change at the 15 September EGM
- Proposal to elect a further three new directors at AGM 2020 on 15 December
- Board with strong bakery, financial and turnaround expertise

Strong mandate for new strategy

Board Refreshment - Strong Financial & Turnaround Expertise

- **Gordon Hardie - 30 year career in the global food & ingredients and FMCG¹**
 - » President of Bunge Food & Ingredients
 - » Managing Director of Goodman's Fielder Bakeries Australia / New Zealand
 - » Currently Non-Executive Director at Owens-Glass Inc. and Greencore Plc
 - » Member on the North American Advisory Board of the Smurfit Graduate School of Business
- **Jörg Riboni - Experienced food industry financial executive¹**
 - » CFO of the Emmi Group
 - » CFO of the Forbo Group
 - » CFO of the Sarna Group
 - » CFO of Jelmoli
- **Hélène Weber-Dubi - 20 years food industry experience with a focus on Finance and Accounting¹**
 - » Currently Non-Executive Director of Medela Holding AG and Ospelt Food
 - » CFO of the ORIOR Group
 - » Managing Director of Bally Switzerland, Bally Italy and Bally Spain
 - » Various audit and finance roles with Unilever in Switzerland and the UK

¹ Proposed for election as members of the Board of Directors at the AGM 2020 on 15 December

Management Changes

- New management only in place since 20 November
- Urs Jordi, Chairman, appointed as Interim CEO
- Jonathan Solesbury appointed as Interim CFO
- Marcus Opitz appointed as Chief Restructuring Officer
 - » Responsible for Disposals
- Armin Bieri appointed as Chief Transformation Officer
 - » Responsible for Strategic Restructuring



Excessive Debt Level - Needs to be reduced

	FY 2020	FY 2019
Net Debt: EBITDA ¹	3.68x	2.43x
EBITDA: Net interest, including Hybrid dividend ¹	2.63x	3.45x

- Banking consent for increased headroom received in September 2020
- Liquidity position of €445m at 31 October

– **Actions:**

- » New financial advisors appointed
- » High level of unsolicited non-binding expressions of interest received for various parts of ARYZTA
- » All alternatives under consideration
- » Targeting €600m-€800m in selected disposals
- » Will update the market in a timely manner on progress

¹ Calculated as per Syndicated Bank Facilities Agreement terms

Our Business Model - Four Revenue Drivers

Excellence in Channels

Food Solutions (Food Service,
Convenience, Bakery)
Retail
QSR

Excellence in Innovation / Category Know-how

Across Six Product Groups

Excellence in quality & efficiency (Supply Chain/Procurment)

Continuous improvement in quality &
efficiency across the entire value chain



**Gold Standard for
ovenbaked freshness**

Excellence in Business Development

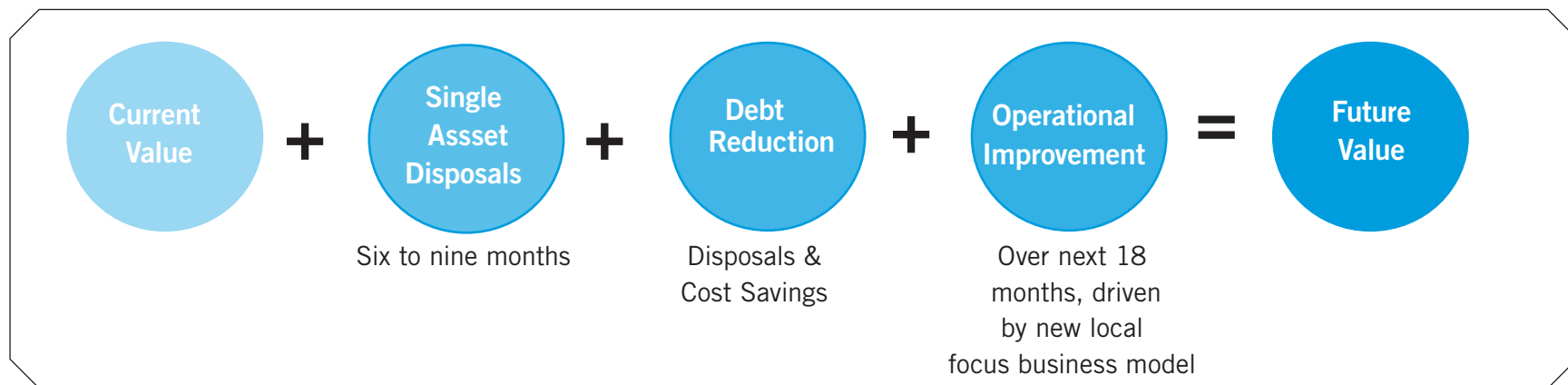
Strong customer focus and
dedication to customers needs



Benefits of our new multi-local model

- New multi-local approach
- Addresses the local customer needs
- Shortens supply chains and accelerates innovation response times
- Improves understanding of customers needs and deepens relationships
- Achieved by empowering local leadership teams with local ownership of P&L
- **As a result:**
 - » Organic growth
 - » Improved financial performance
 - » Reduced complexity and overhead costs
 - » Multi-local, lean, agile business model
 - » Enhanced customer experience and market penetration

Key Takeaways - Value Creation Plan



- Board refreshment will complete on 15 December
- Board members have the necessary understanding and expertise to fix the company's long-standing issues
- Senior management changes in place since 20 November
- Additional senior appointments on 24 November to implement ARYZTA's way forward
- New financial advisors appointed on 12 November to support our strategy; high level of unsolicited expressions of interest for parts of ARYZTA are currently being reviewed
- Our plan is now up and running
- We are fully convinced that the shift to a lean, agile, multi-local customer focused business model will deliver substantial value for all shareholders and stakeholders



Thank You