



**Metcash Limited**

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24 June 2013

ASX Limited  
Company Announcements Office  
Level 4, Exchange Centre  
20 Bridge Street  
SYDNEY NSW 2000

Dear Sir/ Madam

**METCASH LIMITED – 2013 FULL YEAR RESULTS PRESENTATION**

Please find attached the Metcash Limited 2013 Full Year results presentation.

Yours faithfully

A handwritten signature in black ink, appearing to read "G. Watson". The signature is fluid and cursive, with a large loop at the beginning.

Greg Watson  
Company Secretary



# Company Results

## Full Year Ending 30 April 2013

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24 June 2013.



# Agenda

- Andrew Reitzer, CEO Metcash Limited - Group Overview
- Silvestro Morabito, COO Metcash Food & Grocery - Divisional Highlights
- Fergus Collins, CEO ALM - Divisional Highlights
- Mark Laidlaw, CEO Mitre 10 - Divisional Highlights (Hardware & Automotive)
- Adrian Gratwicke, CFO Metcash Limited - Financials
- Ian Morrice, incoming CEO, Metcash Limited - Future Plans
- Questions & Answers



# Overview

- Solid Revenue, Profit and Growth:
  - Wholesale sales up 3.8%
  - Reported PAT up 128.9%
  - Underlying PAT up 6.9% to \$280.7m
  - Underlying EPS of 32.6 cps within guidance
  - Operating Cash Flow up 5.5% to \$300m despite Franklins retail losses
  - Final Dividend 16.5 cps (28.0 cps full year)
  
- Highlights
  - Franklins sell-off virtually complete
  - Liquor business maintains momentum
  - Mitre 10 continued to strengthen network and market position
  - ABG delivers year one on plan
  - Capital raising proceeds fully committed

# Overview

Group results influenced by:

- Continuing elevated marketing intensity in Food & Grocery sector
- Cautious, value conscious consumer still shopping for bargains
- Deleveraging effect of continued deflation in core grocery
- Retail losses on discontinued Franklins operations
- Dilutive EPS impact from capital raising



# Financial Headlines

			FY13	FY12	Variance		Note
					Fav / (Unfav)	%Var	
Revenue - Reported	\$M	1	13,095.0	12,612.3	482.7	3.8%	<p>Strong Liquor result including 7 months of LMG contract, plus Franklins and ABG</p> <p>Strong Liquor and Hardware &amp; Auto results offset weaker MF&amp;G result</p> <p>Small contraction reflects changing business mix</p> <p>Increased MF&amp;G marketing costs, plus changed business mix</p> <p>Strong result; reflects impact of acquisitions and new supply contracts</p> <p>Cycling of prior year restructure activities</p> <p>Strong cash generation; tight working capital control; 92.6% cash realisation ratio</p> <p>Within guidance, reflects 11.6% dilution from increase in WASO (+89m average shares)</p> <p>Dividend held despite extra shares on issue. Reflects Board's confidence in underlying position of Group</p>
Wholesale Sales	\$M	2	12,976.6	12,501.1	475.5	3.8%	
EBITA	\$M		460.4	451.2	9.2	2.0%	
EBITA Margin	%		3.55%	3.61%	(6 bps)	(1.7%)	
CODB / GP%	%		62.4%	61.5%	(90 bps)	(1.5%)	
PAT - Underlying	\$M	3	280.7	262.5	18.2	6.9%	
PAT - Reported	\$M	4	206.0	90.0	116.0	128.9%	
Operating Cash Flow	\$M		299.8	284.3	15.5	5.5%	
EPS - Underlying	cps		32.6	34.1	(1.5)	(4.4%)	
EPS - Reported	cps		24.0	11.7	12.3	105.1%	
DPS	cps		28.0	28.0	0.0	0.0%	
Payout Ratio (underlying)	%		85.9%	82.1%	380 bps	4.6%	

## NOTES:

1. Revenue - Reported includes wholesale sales, rent and interest earned
2. Wholesale Sales includes wholesale sales to continuing Franklins stores
3. Reconciliation of 'Underlying' is provided on slide 44 and defined in the Directory of Terms in the Appendix
4. Reported results includes Discontinued Operations . Refer slide 27.

# DIVISIONAL HIGHLIGHTS

## - Metcash Food & Grocery (MF&G)



Strengthening the  
Independents

# Food & Grocery

## - Financials

Food and Grocery	FY13	FY12	Variance \$M	Variance %
SALES (\$M)	9,120.6	9,331.7	(211.1)	(2.3%)
EBITA (\$M)	377.9	397.7	(19.8)	(5.0%)
EBITA MARGIN (%)	4.14%	4.26%		

- Sales impacted by Campbells branches, closure of Cornetts and Walters stores in FNQ and also exit of stores in WA last year
- Tough market conditions, however achieved some significant wins which will impact FY14: Supabarn (NSW/ACT); Spotless (WA & Qld); and BP convenience
- Significant investment in marketing to build brand awareness, particularly on TV
- Market share marginally down:
  - Effect of deregulated trading hours in WA , Qld and WA store exits Campbells
    - WA market share increased 1.6% however the overall WA market increased by 2.9%
  - Offset by:
    - 55 new stores including conversions plus 57 extensions and refurbishments
    - Franklins stores increased NSW market share
- Ex-Franklins stores performing well or started turn-around well in hands of new store owners. Whilst more closures than anticipated impacted sales, the strategic footprint in NSW remains significant.
- Inbound cost inflation of +0.7% but outbound sales deflation of -0.5% for the year
  - ie: wholesale value of deflation equates to -1.2% for MF&G

# Food & Grocery

## - Franklins Strategy

### Franklins Store Handover Summary

- Handover virtually complete:
  - Significant new footprint in NSW
  - New retailers – who can grow / expand in the future
  - Increased operational leverage through Huntingwood DC
- Significant management effort to execute conversion of Franklins retail operations
- Of the 90 stores (including 10 franchised stores):
  - 61 stores sold and handed over and 6 stores sold awaiting physical handover (67 stores to operate as IGA)
  - 20 stores closed and a further 3 stores expected to be closed by June 2013

# Food & Grocery

## - Retail network

- New store developments, extensions and refurbishments continue to progress

<b>Branded Stores (IGA – 3 channels + Friendly Grocer + Eziway)</b>						
	<b>COMPLETED 1H</b>		<b>COMPLETED 2H</b>		<b>TOTAL FULL YEAR</b>	
	<b>NO</b>	<b>SQM</b>	<b>NO</b>	<b>SQM</b>	<b>NO</b>	<b>SQM</b>
<b>New Stores</b>	21	25,805	30	29,818	51	55,623
<b>Conversions <sup>(1)</sup></b>	1	160	3	1,770	4	1,930
	<b>22</b>		<b>33</b>		<b>55</b>	
<b>Extensions</b>	6	2,468	4	2,672	10	5,140
<b>Refurbishments</b>	23	N/A	24	N/A	47	
	<b>29</b>		<b>28</b>		<b>57</b>	<b>62,693</b>

Note : 1. Conversions are stores converted to IGA from other (non-IGA related) banners

# Food & Grocery

## - Operational Highlights

### Store Buy-Back Program

- 50 completed Buy-Backs for the full year
- Retail uplift of +10% since transfer with anticipated annualised impact of +20%
- Significant opportunity to improve sales and m<sup>2</sup> throughout network with improved execution

### Convenience

- CSD Huntingwood – KNAPP system live for single picks
- Value Depot – new concept store opened at Eagle Farm Qld in December 2012
  - Concept working well with additional customers attracted. Further refinements required before decision to convert other Campbells stores

### Fresh

- Harvest Market – 4 stores now operational

# Food & Grocery

## - Business Initiatives

- Strategic campaign positioning IGA as the champion of brands, providing value through Locked Down Low Prices and contributing \$60m to local communities through Community Chest
- Brand Promise – Four elements: Fresh, Range/Brands, Value and Community



**SUPA IGA**

**MORE OF YOUR FAVOURITE BRANDS**

*How the locals like it.*  
ON SALE MONDAY 27TH MAY UNTIL SUNDAY 2ND JUNE 2013  
While stocks last. Some products or varieties may not be available at all stores.

200% Fresh Food Guarantee  
Replace + Refund

7.99/kg  
Economy Beef Rump Steak

OVER 30% OFF

THAT'S HOW THE LOCALS LIKE IT

Devondale Milk 2 Litre Varieties  
1.99 ea  
SAVE from 0.87ea

OVER 25% OFF

Huggies Wipes 240's or Bulk Nappies 18's-30's  
9.99 ea  
SAVE from 3.50ea

Why does IGA stock so many different brands? Because our stores are independent they can adjust their range to give the locals more of what they like, including their favourite brands.

**SUPA IGA**



# DIVISIONAL HIGHLIGHTS

## - Australian Liquor Marketers (ALM)



Strengthening the  
Independents

# ALM

## - Financials and Operations

Liquor	FY13	FY12	Variance \$M	Variance %
SALES (\$M)	2,917.6	2,336.2	581.4	24.9%
EBITA (\$M)	47.1	34.9	12.2	35.0%
EBITA MARGIN (%)	1.61%	1.49%		

- Overall sales growth 24.9% EBITA up 35% - Good leverage
- IBA<sup>1</sup> performance up on LY 2.8% in a flat market
- IBA Beer sales doing exceptionally well in a soft market
  - up 7% L4L growth when market growth at 0.2%
- Continued strong performance driven by improved execution and retail offer at store level
- Larger format concept stores launched during the year performing very well
  - Cellarbrations Superstore – 5 locations
- Supplier support improving in line with stronger retail offer
- Strategy to lift mix of wine sales through network achieving good results

## LMG<sup>2</sup>

- Supply contract commenced Oct 2012 - successfully integrated increased volume across network

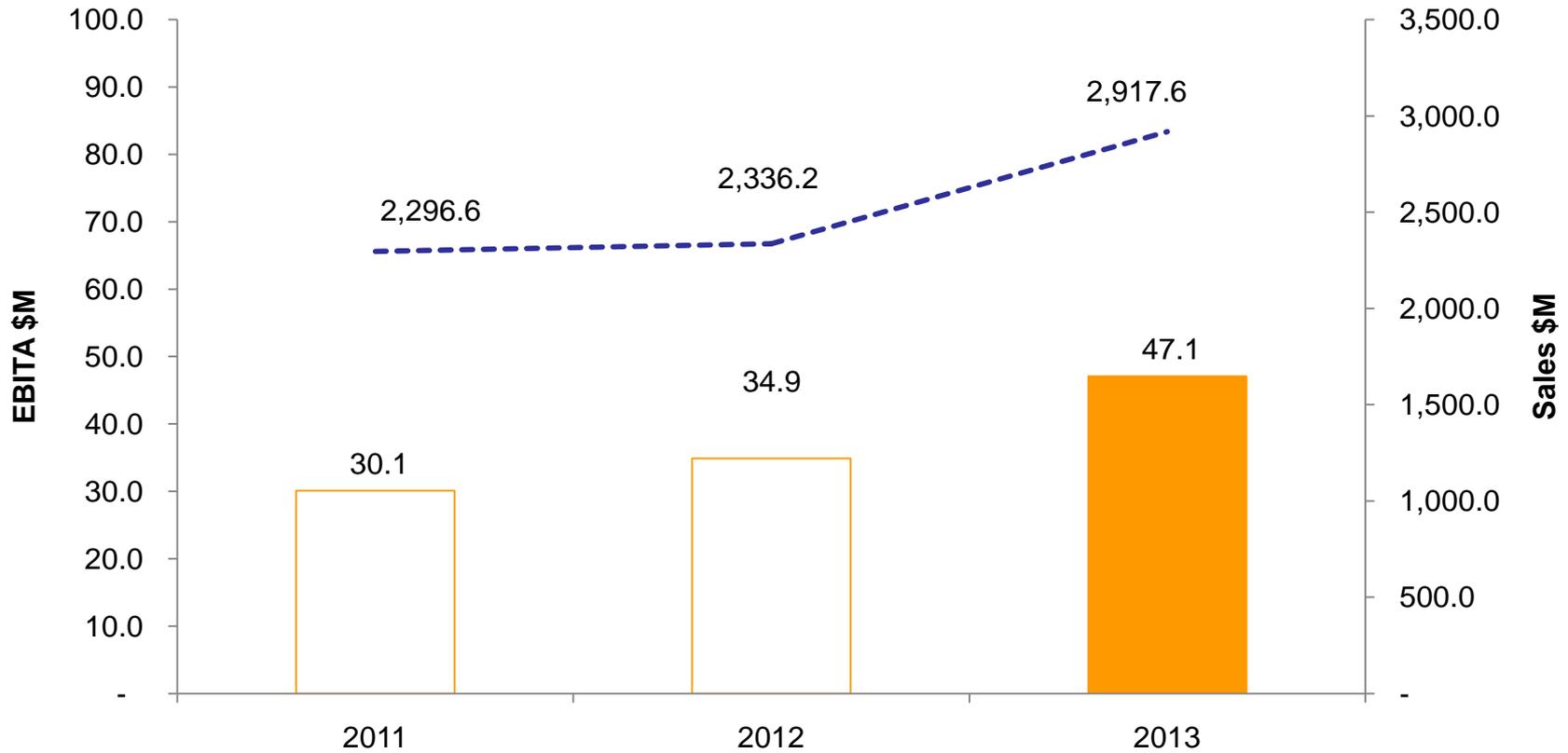
NOTE:

1. IBA – The Metcash liquor retail banners – Cellarbrations, The Bottle-O, IGA Liquor and The Bottle-O Neighbourhood
2. LMG – Major liquor contract. Refer Directory of Terms in Appendix

# ALM

## - Story of Growth

- Business continues to build with strong EBITA and Sales Growth over past three years



# ALM Hotel Strategy

- Hotel joint venture strategy has seen ALM acquire stakes in three hotels in South East Queensland
- Facilitates increased retail footprint for IBA
- Helps support independently owned and operated hotels
- ALM continues to review options to partner independent operators in key markets for future investment in this area



# DIVISIONAL HIGHLIGHTS

## - Hardware & Automotive



Strengthening the  
Independents

MIGHTY HELPFUL  
**MITRE 10**



# Hardware & Automotive

## – Financials

Hardware and Automotive	FY13	FY12	Variance \$M	Variance %
SALES (\$M)	938.4	833.2	105.2	12.6%
EBITA (\$M)	36.2	21.2	15.0	70.8%
EBITA MARGIN (%)	3.86%	2.54%		

### Hardware

- EBIT improvement driven by:
  - Gross margin growth through increased buying power
  - Supply chain initiatives including China 3PL facility and new national DC in Vic beginning to have positive impact
- Retail sales positive despite cautious discretionary spend
  - Continued association with Channel 9's "The Block" series
- Trade sales continue to be soft due to impact of a depressed construction market

### Automotive

- Business performing in line with acquisition expectations (sales \$83.5m during the period)
- Delivered a strong first year contribution to divisional EBIT result



# Hardware

## – Operating Activities

- Mitre 10 strengthening Retail and Trade footprint
- Network includes 425 Branded stores and 400 Unbranded.
  - 20 stores converted from competitors in last 12 months (52 converted since acquisition)
  - 7 JVs established. Newest include Dahlsens (Qld) and Banner (SA)
- Trade business strengthened with formalisation of Natbuild alliance
  - Natbuild has scale and expertise in Trade products
  - Potential to lift Mitre 10 teamscore
  - Mitre 10 store owners benefit from lower costs
- Other initiatives include new 'click & collect' and loyalty card programs



# Hardware & Automotive

## – Automotive Industry Focus

- Business performing in line with expectations
- Automotive aftermarket parts industry worth \$5.6 bn.
- Highly fragmented – significant number of independent operators along with franchise, service and retail chain models
- Opportunities to leverage core competencies in supply chain, merchandising, marketing and operational support to a new group of independent retailers
- Shared synergies with hardware division
- Good margins – supported particularly by ‘original equipment’ (OE) sector service models
- ‘Heritage’ brands – a point of difference as competitors range more corporate brands
- ABG retail brands positioned as an established leader in customer service and knowledge



# Hardware & Automotive

## – Expansion

### **\$84m (including costs) Acquisition of ATAP**

- Announced on 16 May 2013
- Acquisition provides access to 2,500 independents (\$1.5bn addressable market)
  - Focus on network growth
- Opportunity for buying synergies and range expansion for both ATAP and ABG
- Opportunity for further consolidation of wholesale market and expansion of franchise network
- Strengthen national footprint and distribution network of enlarged automotive group
  - Addition of warehouses in NSW and SA
- Takes Metcash's stake in ABG to approximately 83%



# Supply Chain Update

## Project Mustang

- Local council building approvals finalised
- Construction underway
- “Go Live” expected September 2014 (with commissioning period up to December 2014)
- Will pick store orders in exact store layout sequence providing more efficient store replenishment and reducing costs for retailers
- Denser pallet assembly, reduction in packing, reduced transport costs

## KNAPP

- Advanced single pick technology now operational at Huntingwood DC
- Averaging 25,000 single item picks per day
- Improving OH&S performance





## Financial Insights



Strengthening the  
Independents

# FINANCIALS

1. Balance Sheet Extract
2. Cash Flow Extract
3. Interest Expense
4. Significant Items
5. Equity Raising Update



# Balance Sheet - Extract

	30 Apr	30 Apr	Movement		Commentary
	2013	2012	\$M	%	
	\$M	\$M			
Trade and Other Payables	(1,335.6)	(1,369.5)	33.9	(2.5%)	Slight decrease, with some timing impact
Inventories	753.8	833.6	(79.8)	(9.6%)	Significant reduction from tighter stock control, despite addition of new businesses
<b>Net Trade Creditor Funding</b>	<b>(581.8)</b>	<b>(535.9)</b>	<b>(45.9)</b>	<b>8.6%</b>	
Other Creditors / Provisions	(343.3)	(301.1)	(42.2)	14.0%	LSL increase (discount rate), NCI conversion to put option liability \$31.0m and Franklins acquisition adjustment \$34.1m offset by provision utilisation
<b>Net Creditor Funding</b>	<b>(925.1)</b>	<b>(837.0)</b>	<b>(88.1)</b>	<b>10.5%</b>	
Receivables / Derivatives	1,114.1	1,059.8	54.3	5.1%	Business expansion (acquisitions, sales growth) plus converted Franklins stores, partly offset by improved collection efficiency
Assets held for resale	47.6	116.5	(68.9)	(59.1%)	Sale of Franklins retail stores & stock, partly offset by retail development assets held for sale (including reclassifications)
<b>Net Working Capital</b>	<b>236.6</b>	<b>339.3</b>	<b>(102.7)</b>	<b>(30.3%)</b>	Significant improvement in working capital
Fixed assets and investments	370.1	289.2	80.9	28.0%	Huntingwood/Mustang/KNAPP \$33.9m + operating capex, JV (associate) investments & acquisition PPE
Intangible Assets	1,708.0	1,551.9	156.1	10.1%	Acquisitions - ABG, M10 & ALM, Franklins final acquisition adjustment and software development
<b>Total Funds Employed</b>	<b>2,314.7</b>	<b>2,180.4</b>	<b>134.3</b>	<b>6.2%</b>	Reflects investment for growth (refer slide 30)
Net Tax Balances	68.1	95.0	(26.9)	(28.3%)	Cash tax paid lower than tax expense, due to deductions from provision utilisation & FY12 refund
<b>Net Assets Employed</b>	<b>2,382.8</b>	<b>2,275.4</b>	<b>107.4</b>	<b>4.7%</b>	
Net Debt	(758.6)	(940.3)	181.7	(19.3%)	Reduction due to working capital improvement and unspent equity raising funds
<b>NET ASSETS</b>	<b>1,624.2</b>	<b>1,335.1</b>	<b>289.1</b>	<b>21.7%</b>	

# Cash Flow Extract

	30 Apr 2013 \$M	30 Apr 2012 \$M	Movement		Commentary
			\$M	%	
<b>EBITDA - Underlying</b>	<b>507.3</b>	<b>495.9</b>	<b>11.4</b>	<b>2.3%</b>	
Net interest paid	(50.8)	(64.2)	13.4	(20.9%)	Benefit from lower debt levels (strong underlying result, solid working capital and unspent equity funding) and lower interest
Taxation paid	(51.3)	(110.3)	59.0	(53.5%)	FY13 includes \$36m prior year refund and reduced tax instalments
<b>Earnings before Depreciation and Amortisation</b>	<b>405.2</b>	<b>321.4</b>	<b>83.8</b>	<b>26.1%</b>	
Significant items / Discontinued operations	(85.9)	(125.9)	40.0	100.0%	Higher discontinued loss in FY13 vs. FY12 restructuring costs
Working capital movement & other	(19.5)	88.8	(108.3)	(122.0%)	Improved inventory control, offset by growth in receivables from business expansion and provision utilisation
<b>Total Cash Provided by Operating Activities</b>	<b>299.8</b>	<b>284.3</b>	<b>15.5</b>	<b>5.5%</b>	
Proceeds from sale of property, plant and equipment	22.3	7.1	15.2	214.1%	Primarily disposal of Rochedale shopping centre
Purchase of property, plant, equipment and intangibles	(132.8)	(93.8)	(39.0)	41.6%	Huntingwood/Mustang/KNAPP \$33.9m + operating capex & software development
Loans to customers (net)	(27.5)	(0.3)	(27.2)	9,066.7%	Loans to retail customers including some Franklins store vendor finance and otherwise to fund store growth
Proceeds from sale of businesses, retail development assets, & discontinued operations	82.2	23.5	58.7	100.0%	Primarily proceeds from Franklins retail store disposals
Payment on acquisition of businesses and associates	(123.1)	(207.1)	84.0	(40.6%)	ABG / Mitre 10 / Hotel subsidiaries and associates
<b>Net Cash Flows Used in Investing Activities</b>	<b>(178.9)</b>	<b>(270.6)</b>	<b>91.7</b>	<b>(33.9%)</b>	
Proceeds from issue of shares (net)	368.2	9.8	358.4	3,657.1%	Equity raising in June/July 2012 of \$375m, less \$6.8m issue costs
Payment on acquisition of non controlling interest	(47.9)	0.0	(47.9)	100.0%	Acquisition of residual 49.9% interest in Mitre 10
(Repayment)/drawdown of debt (net)	(219.5)	97.4	(316.9)	(325.4%)	Gearing reduced to 33.3% reflecting strong cashflow and equity proceeds
Dividend payments	(243.9)	(211.7)	(32.2)	15.2%	Fully franked dividends paid totalling 28.0cps, up due to share issue
Other payments	(8.8)	(11.0)	2.2	(20.0%)	
<b>Net Cash Flows Used in Financing Activities</b>	<b>(151.9)</b>	<b>(115.5)</b>	<b>(36.4)</b>	<b>31.5%</b>	
<b>Net increase/(decrease) in cash</b>	<b>(31.0)</b>	<b>(101.8)</b>	<b>70.8</b>	<b>(69.5%)</b>	

# Interest Expense

	FY13 \$M	FY12 \$M	Change \$M Fav / (Unfav)	Change (%)
Interest Costs	58.5	74.9	16.4	21.9%
Deferred Borrowing Costs	1.8	3.4	1.6	47.1%
Discount Rate Adjustments	9.0	2.0	(7.0)	(350.0%)
<b>Interest Expense (Total)</b>	<b>69.3</b>	<b>80.3</b>	11.0	13.7%
Interest Income	7.7	12.7	(5.0)	(39.4%)
<b>Interest Expense (Net)</b>	<b>61.6</b>	<b>67.6</b>	6.0	8.9%

## Decrease in interest expense due to:

- \$368m cash inflow from equity raising reduced net debt levels until capital deployed
- Solid operating cash flow generation
- Reduction in interest rates
- Offset by impact of 'provision unwind'
  - Non-cash discount rate adjustments to long term provisions
  - Primarily rental subsidy provision and long service leave provision
  - Will have 'annualisation' impact to FY14 as majority of stores now accounted within continuing operations

# Significant Items

	FY13 \$M	FY12 \$M
Acquisition costs - ABG / ATAP	4.6	-
Franklins legal costs / (ACCC recovery)	(3.5)	6.3
Associate impairment	-	105.7
Group restructure	-	42.5
Franklins acquisition & restructure	-	22.2
<b>Significant Items (Before Tax)</b>	<b>1.1</b>	<b>176.7</b>
Income Tax Expense / (Benefit)	1.1	(41.1)
<b>Significant Items (After Tax)</b>	<b>2.2</b>	<b>135.6</b>

- Consistent with accounting policy major acquisition costs are disclosed as significant items
- ABG and ATAP acquisition costs of \$4.6m treated as significant
- Costs associated with smaller acquisitions expensed in operating earnings
- Franklins legal costs represent a refund from ACCC of costs incurred in defence of a challenge to the Franklins Acquisition

# Franklins Discontinued Operations

		FY13 \$M	FY12 \$M
Revenue from sale of goods	1	109.2	139.2
Cost of sales and other costs		(184.2)	(175.3)
Finance costs attributable to discounting of provisions	2	(13.4)	(2.8)
Gain on disposal of assets	3	2.5	-
<b>Loss before income tax</b>		<b>(85.9)</b>	<b>(38.9)</b>
Income tax benefit		26.0	11.7
<b>Net loss from discontinued operations</b>		<b>(59.9)</b>	<b>(27.2)</b>

- Exit is now virtually complete with 6 stores remaining to be finalised all of which have plans in place
- H2 loss was lower than H1 loss, but impacted by 'tail stores' and closure costs
- Small FY14 cost expected as last stores transitioned to sale/closure

## NOTES:

- Represents retail sales from stores up to the point of closure and from stores that are expected to close
- Certain provisions are measured at their discounted value. During each period the provision is increased by an amount that is equal to the provision multiplied by the discount rate. This increment, including any change in the value of the provision as a result of a change in discount rate, is treated as a finance cost
- Gain arising on the sale of Franklins retail stores (above acquisition accounting fair values)

# Franklins – Store Numbers

	IGA <sup>1</sup> Stores	Closure Stores	Total Stores
<b>April 2013 Position</b>	56	20	76
May/June Sales & Closures	5	3	8
<b>June 2013 Expected Position</b>	<b>61</b>	<b>23</b>	<b>84</b>
July/August Sales	4	0	4
Sept/October Sales	2	0	2
<b>October 2013 Expected Position</b>	<b>67</b>	<b>23</b>	<b>90</b>

- 23 stores have been closed, or are expected to be closed by the end of June
- 67 stores expected to be traded as IGA from the Franklins acquisition
  - 61 stores sold and converted to IGA at the end of June
  - The final 6 stores expected to be sold and converted to IGA by October 2013

## NOTES:

1. Includes 10 Franchise stores that were converted to IGA during FY13
2. Four stores were closed during FY13, that are now expected to reopen as IGA's between July and October. These have been excluded from the 20 closed stores as at April 2013



# Franklins Acquisition – Wrap Up

		\$M
Acquisition goodwill		256.1
Retail store discontinued losses (FY13 & FY12)		87.1
Acquisition & ACCC costs (net)		10.8
<b>Franklins - Acquisition Cost</b>	<b>1</b>	<b>354.0</b>
FY12 - Continuing Wholesale Sales (7 Months)	2	301.7
<b>FY13 - Continuing Wholesale Sales (12 Months)</b>	<b>3</b>	<b>403.9</b>

## NOTES:

1. Acquisition cost represents the total economic cost of acquiring the wholesale business. This comprises the acquisition goodwill (including rental subsidy provision), losses from trading and selling/closing Franklins retail stores (discontinued losses) and the acquisition and ACCC legal costs (net of tax and recovery).
2. Wholesale sales to Franklins stores (including franchise stores) that are currently expected to continue trading, over the 7 months from the date of the Franklins acquisition on 30 September 2011 to April 2012. Excludes wholesale sales to Franklins stores that have closed or that are currently expected to close (which are eliminated from sales revenue).
3. Wholesale sales as per #2, except over the 12 months ended April 2013. The sales amounts for FY12 and FY13 reflect sales from the same 'continuing' stores.

- The economic cost of acquiring the wholesale component of the Franklins business was \$354m
- The benefits generated by the acquisition include:
  - Approximately \$350-400 million of incremental wholesale revenue ongoing
    - Reflects reduced teamwork score from 100% whilst a corporate store
    - Reflects higher than anticipated closed stores
    - Does not allow for improved operating performance of stores in hands of independent operators
  - A strategically important increase in NSW market share and footprint
  - Introduction of new retailers – who can grow/expand in the future
  - Increased operational leverage through Huntingwood DC
- Lower than expected ROI reflecting 'lost 2 years' whilst transaction considered by ACCC and then successfully challenging ACCC objections to transaction in both Federal Court and then on Appeal to the Full Federal Court

# Equity Raising Update

Sources			\$M
Institutional Placement			325.0
Share Purchase Plan			50.0
Transaction Costs			(6.8)
<b>Net Funds</b>			<b>368.2</b>

Application	Spent \$M	Notes	Committed \$M	Total \$M
Acquisition of 49.9% of Mitre 10	47.9		-	47.9
Other Mitre 10 Acquisitions / JV's	55.2	1	21.3	76.5
Liquor Acquisitions / JV's	41.6		-	41.6
Acquisition of Automotive Brands Group	54.7	2	22.4	77.1
Warehouse Automation (Mustang)	16.9	3	58.1	75.0
Acquisition of ATAP	-	4	84.0	84.0
<b>Total Application</b>	<b>216.3</b>		<b>185.8</b>	<b>402.1</b>
Surplus funded by debt				(33.9)
<b>Net Application</b>				<b>368.2</b>

- Capital raising proceeds fully committed
  - Note: WASO impact on FY14 of ~20m shares
  
- Residual funds fully committed
  1. Acquisition of Dahlsens and Capeview interests completed 6 May 2013
  2. First call (MTS) exercisable June 2015
  3. Payable over period to September 2014
  4. Acquisition of ATAP completed 16 May 2013

# FUTURE PLANS



Strengthening the  
Independents

# Future Plans

## **Transition period has enabled:**

- Deeper understanding of the business
- Key insights and learnings from stakeholders: team, retailers and suppliers
- Understanding the challenges and opportunities

## **Commenced Strategic Planning – Update at 1H14 (December):**

- Develop strategic priorities
- Response to the ongoing deflationary market conditions
- Clear plan for each business pillar
- Build on our core capabilities
- Identify opportunities for growth

## **Ongoing Focus:**

- Continue to champion sustainable independent businesses
- Leading supply chain evolution through Mustang and KNAPP
- Optimise recent acquisitions and new supply contracts



**'Champion of the Independent'**



Strengthening the  
Independents

# APPENDICES

1. Group Financial Highlights - (5 Year Trend)
2. Reconciliation - Group Results (Reported and Underlying)
3. Group Results by Division
4. EBITA by Division
5. Dividend and Capital Management Policy
6. Trend Metrics (Financial & Operational)
7. Sustainability Metrics
8. Directory of Terms



# FINANCIAL HIGHLIGHTS

## – Group

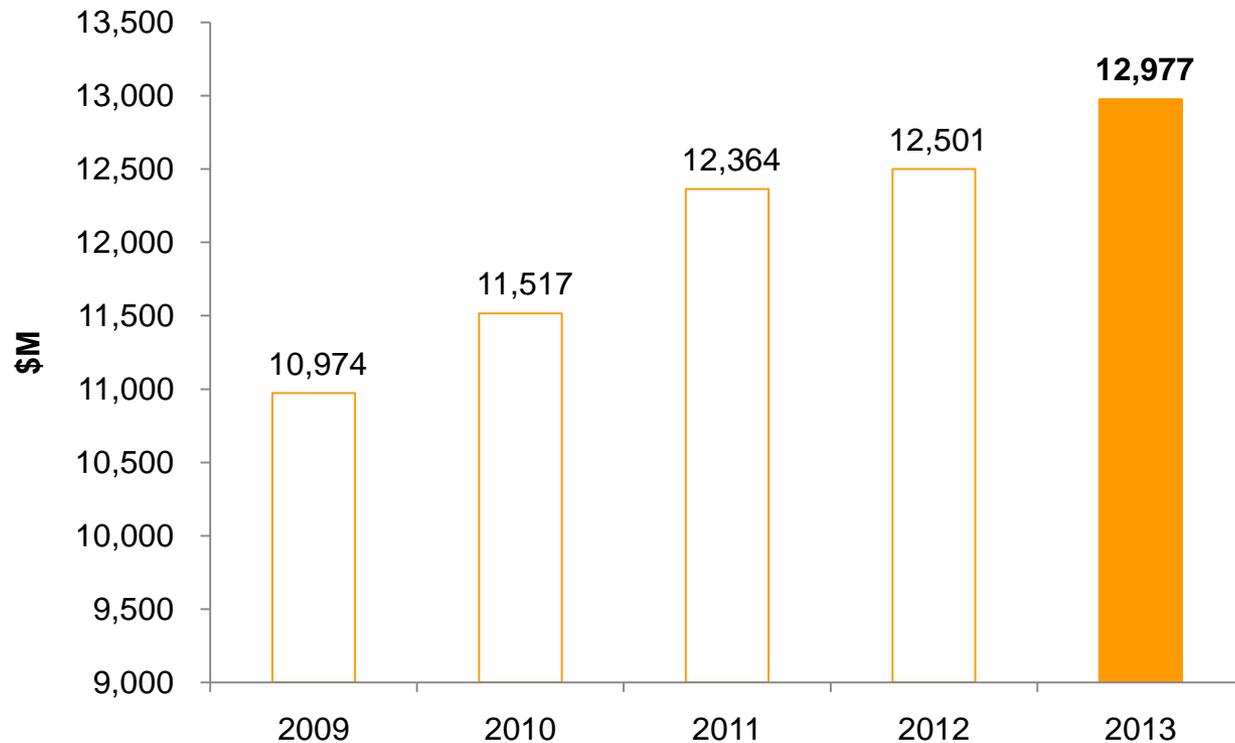


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# Wholesale Sales

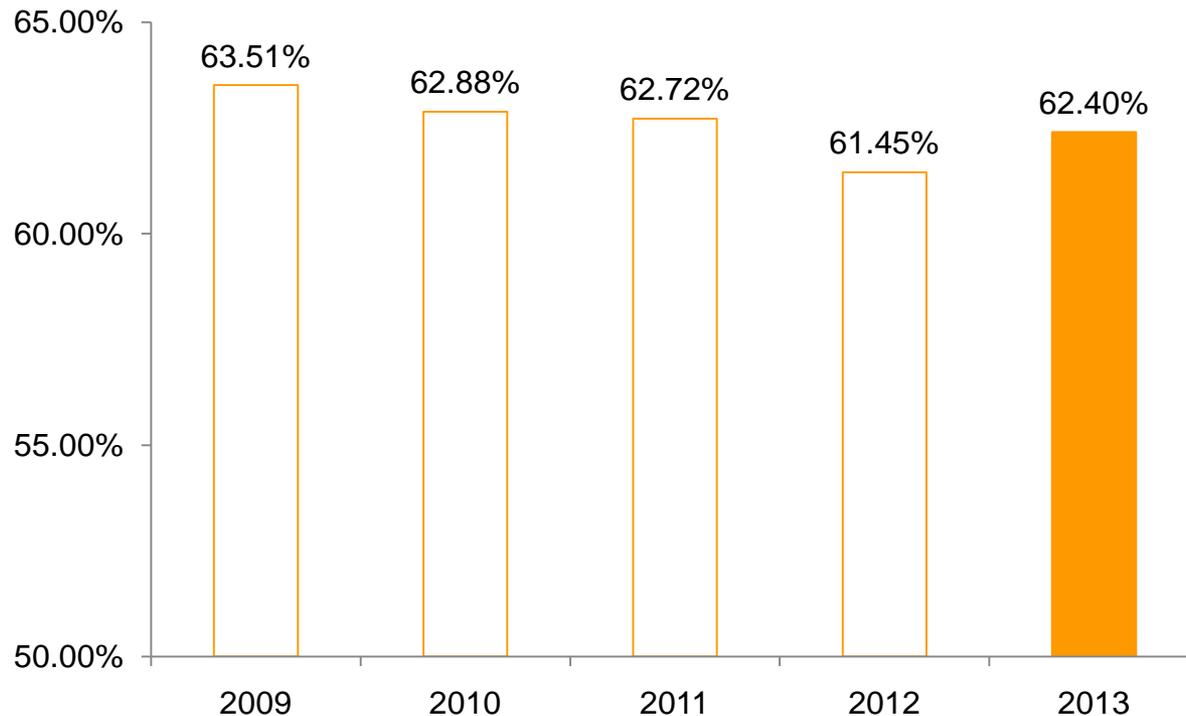
**Group wholesale sales \$13.0 bn up 3.8%:**

- Includes wholesale sales to continuing Franklins stores
- Strong ALM sales including seven months of LMG contract
- Solid contribution by Hardware and new Automotive pillar



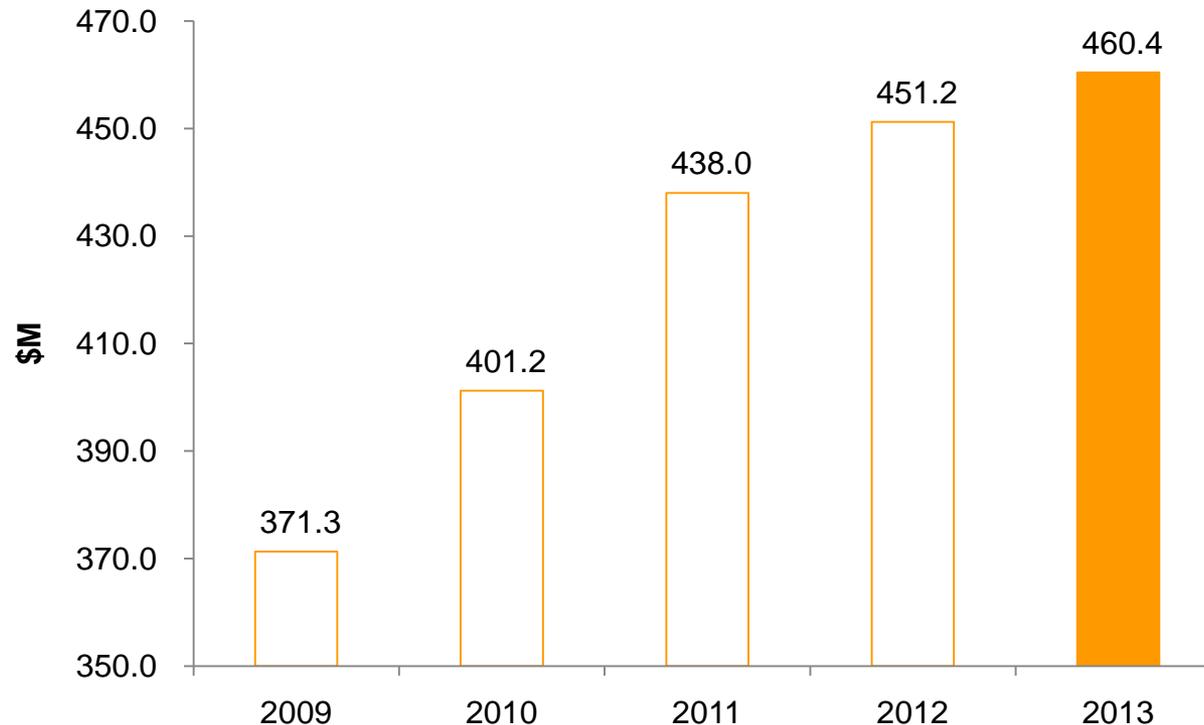
# CODB as % of Gross Profit

- Marginal CODB increase due to:
  - Significant incremental marketing/advertising costs
  - Rising utility and transport costs
  - Impact of sales deflation against fixed costs
  - Increase in long service leave
- Partly offset by improved warehouse efficiency such as KNAPP single pick at Huntingwood; and structural cost savings due to Campbells branch closures



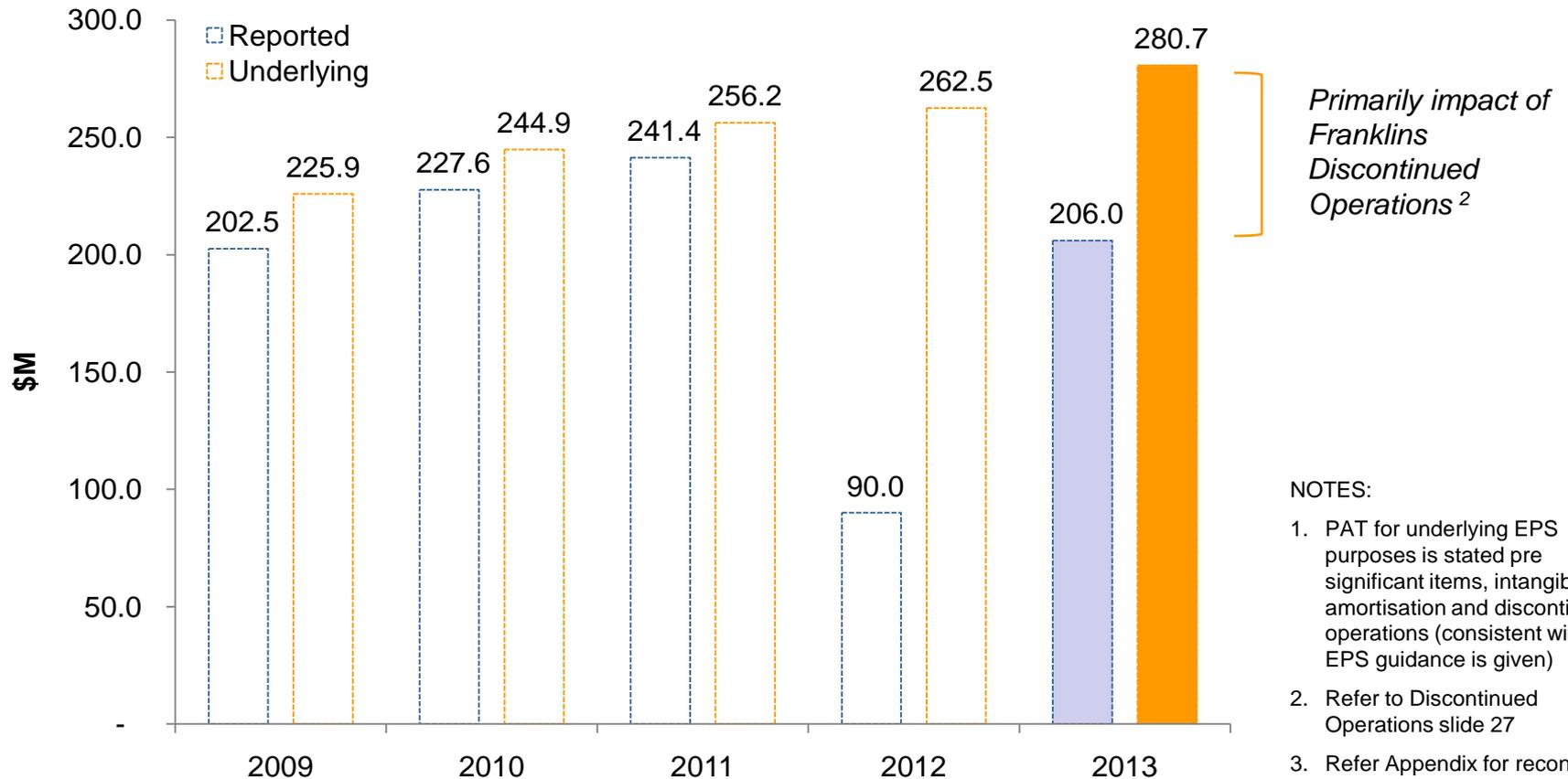
# EBITA

- **EBITA growth of 2.0% driven by:**
  - Strong ALM and Hardware & Automotive results
  - Drag on MF&G earnings caused by: deleveraging impact of deflation; delayed store rollouts; and elevated marketing spend



# PAT

		FY13	FY12	Variance \$M	Variance %
PAT (\$M) - Underlying	1	280.7	262.5	18.2	6.9%
PAT (\$M) - Reported	3	206.0	90.0	116.0	128.9%

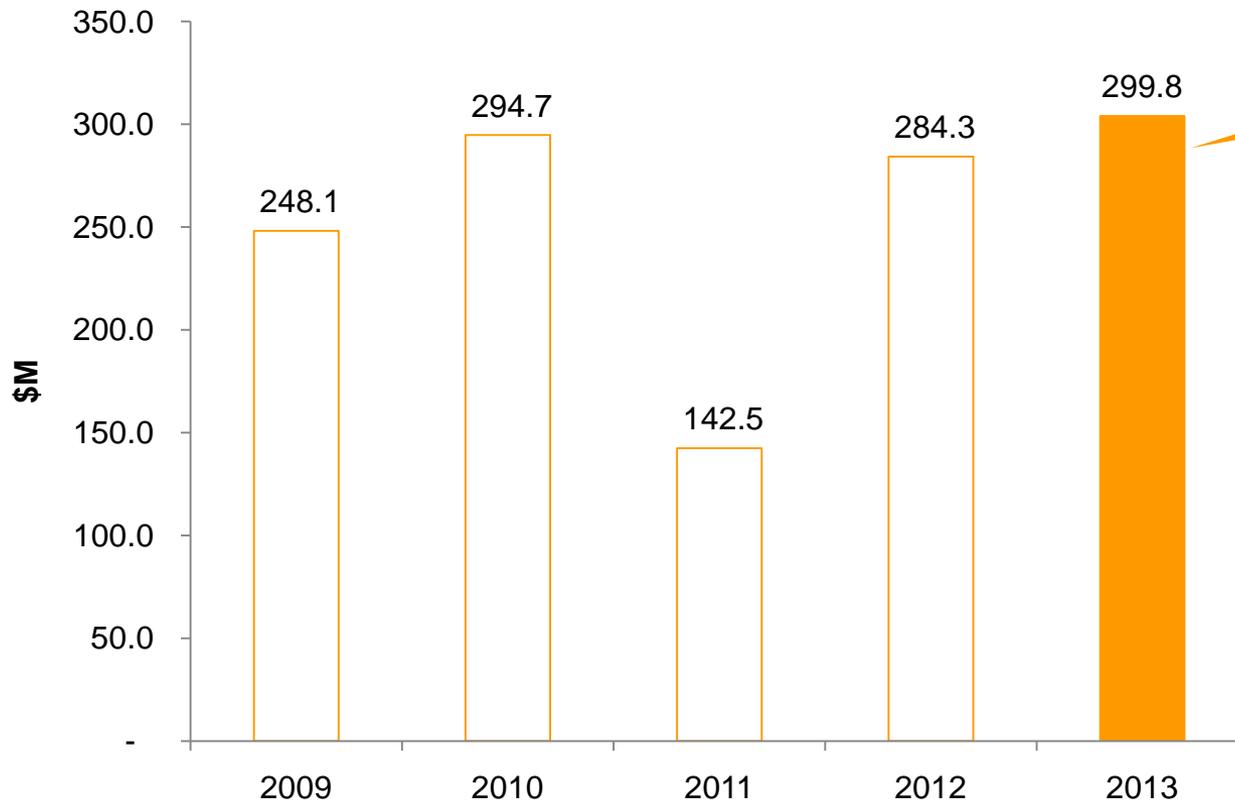


## NOTES:

1. PAT for underlying EPS purposes is stated pre significant items, intangible amortisation and discontinued operations (consistent with how EPS guidance is given)
2. Refer to Discontinued Operations slide 27
3. Refer Appendix for reconciliation of underlying earnings to those reported in 4E

# Operating Cash Flow

- Strong operating cash flow of \$300m
- Strong working capital performance
- Achieved despite 'drag' from Franklins retail losses and expenditure relating to provisions raised in the prior year



**92.6% Cash  
Realisation  
Ratio**

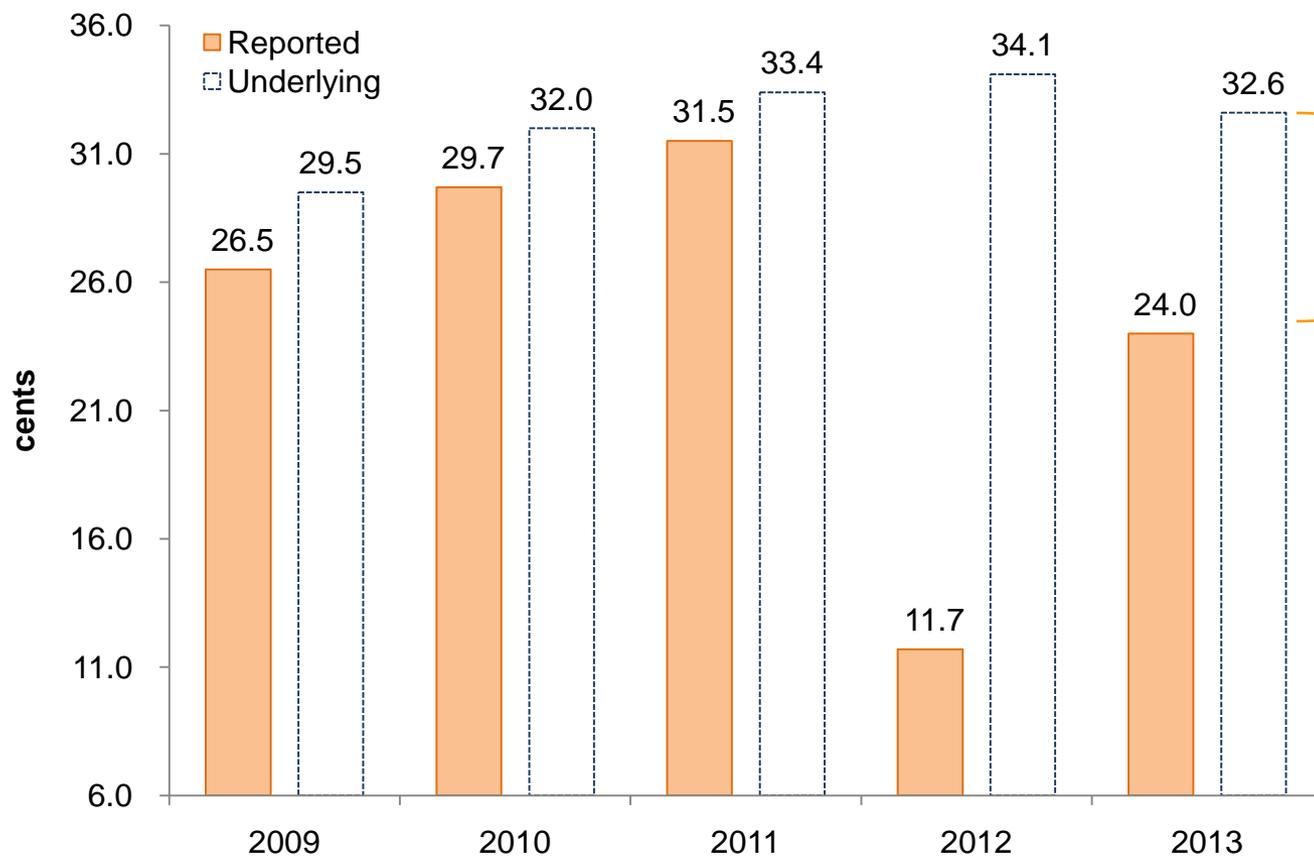
NOTE:

1. Refer Cash Flow Extract for detail

# EPS

**Within guidance.  
Reflects dilution of  
11.6% increase in  
WASO**

	FY13	FY12	Variance (cps)	Variance %
EPS - Underlying (cps)	32.6	34.1	(1.5)	(4.4%)
EPS - Reported (cps)	24.0	11.7	12.3	105.1%



*Primarily reflects  
Franklins  
Discontinued  
Operations*

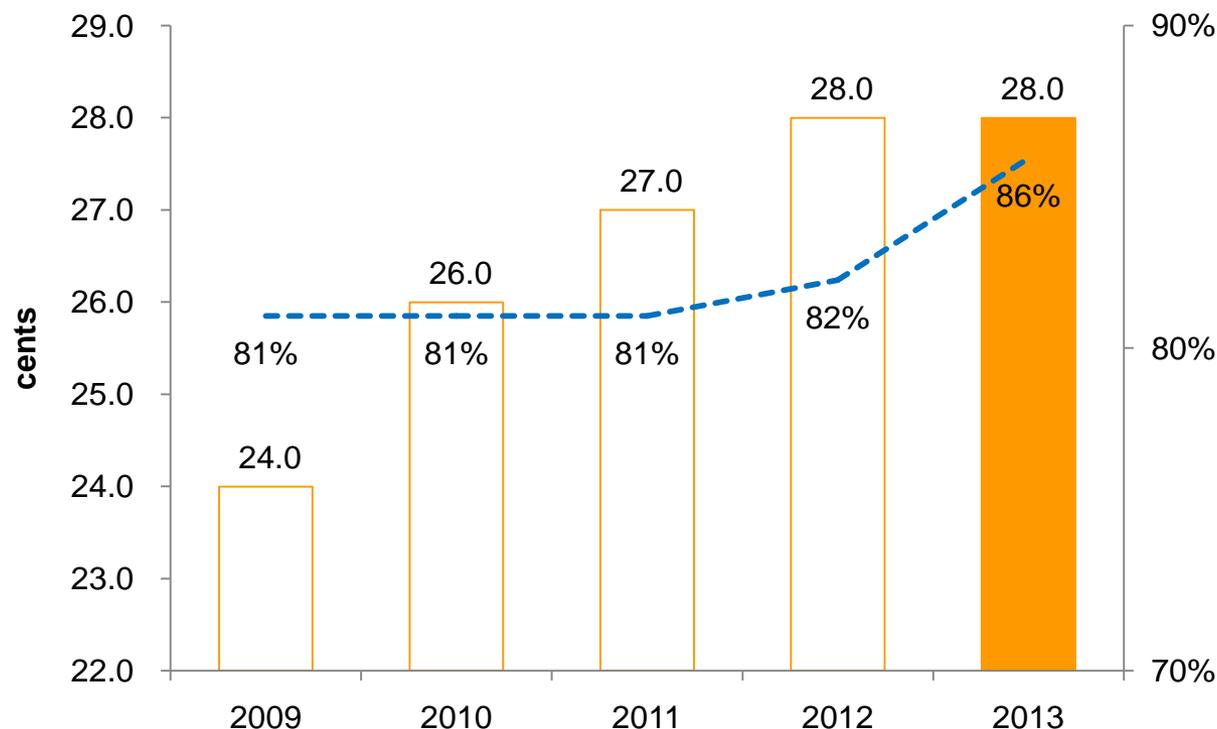
**NOTES:**

- Underlying EPS is stated pre significant items, intangible amortisation and discontinued operations (consistent with how EPS guidance is given)
- FY13 EPS based on weighted average shares of 859.7m (770.4m FY12)
- Refer also to Discontinued Operations slide 27
- Refer Appendix for reconciliation of underlying earnings to those reported in 4E

# DPS

The Board has declared a final dividend of 16.5 cents a share (fully franked)

- Dividend payout ratio:
  - 116.7% of Reported EPS (FY12: 239.3%)
  - 85.9% of Underlying EPS (FY12: 82.1%)
- Continuing strong payout ratio reflecting Board's confidence in underlying position of the Group and strong cash generation



NOTE:

1. Metcash Dividend and Capital Management Policy stated in Appendix

# Reconciliation

## - Group Results (Reported and Underlying)

	FY13	FY12	FY13	FY12
	\$M	\$M	EPS (cps)	EPS (cps)
<b>EBITA</b>	<b>460.4</b>	<b>451.2</b>		
Net Interest	(61.6)	(67.6)		
<b>Profit Before Tax and Amortisation</b>	<b>398.8</b>	<b>383.6</b>		
Tax	(115.0)	(112.9)		
Non Controlling Interest	(3.1)	(8.2)		
<b>Underlying PAT</b>	<b>280.7</b>	<b>262.5</b>	<b>32.6</b>	<b>34.1</b>
Intangible Amortisation	1 (12.6)	(9.7)		
<i>Significant items:</i>				
ACCC recovery (costs)	3.5	(6.3)		
ABG acquisition costs	(2.4)	-		
ATAP acquisition costs	(2.2)	-		
Franklins acquisition & restructure	-	(22.2)		
Group restructure	-	(42.5)		
Associate impairment	-	(105.7)		
Less: Tax (expense)/ benefit on significant items	(1.1)	41.1		
<b>Reported Profit After Tax from Continuing Operations</b>	<b>265.9</b>	<b>117.2</b>		
Discontinued operations after tax	(59.9)	(27.2)		
<b>Reported PAT</b>	<b>206.0</b>	<b>90.0</b>	<b>24.0</b>	<b>11.7</b>
Weighted average shares	859.7	770.4		

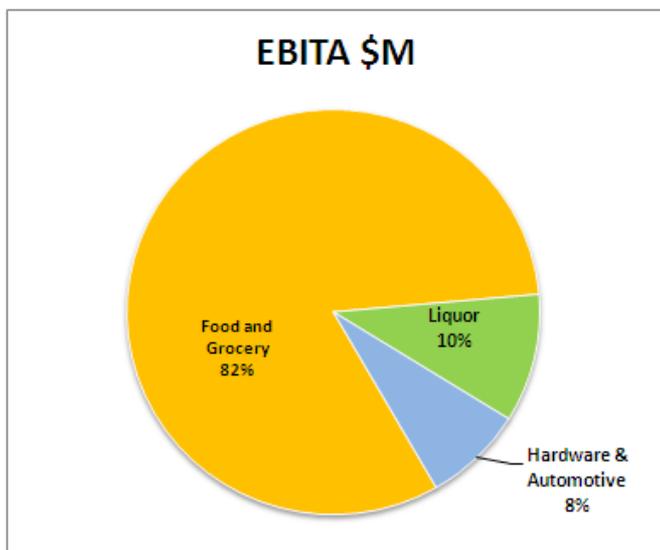
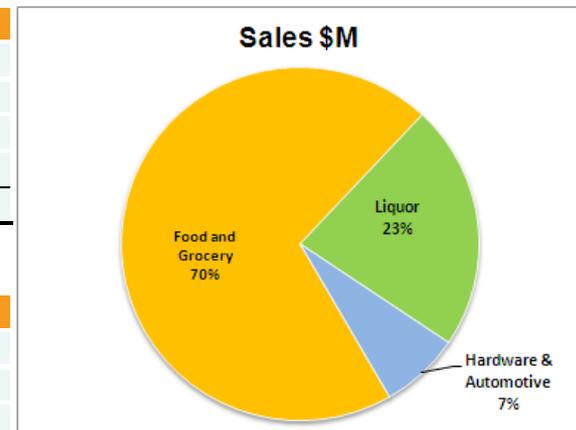
NOTE:

1. Customer contracts increase primarily due to ABG acquisition

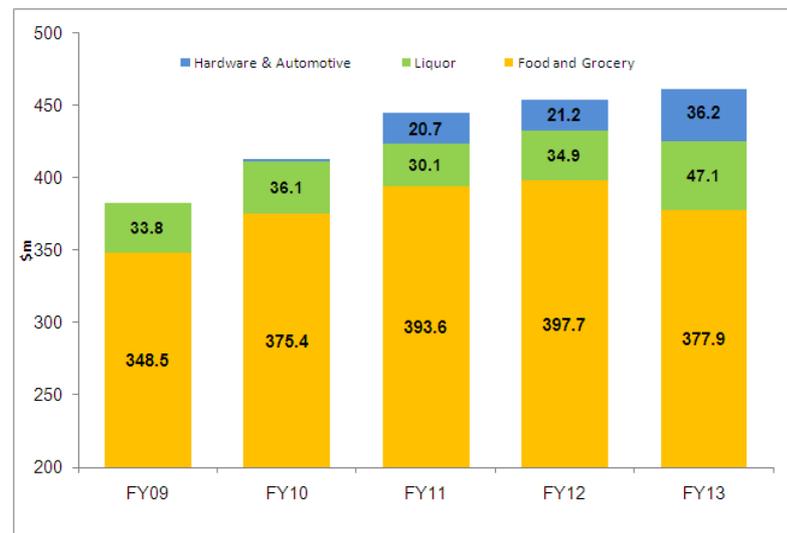
# Group Results by Division

Wholesale Sales	FY13	FY12	Variance
	\$M	\$M	\$M
Food and Grocery	9,120.6	9,331.7	(211.1)
Liquor	2,917.6	2,336.2	581.4
Hardware & Automotive	938.4	833.2	105.2
<b>Metcash Total</b>	<b>12,976.6</b>	<b>12,501.1</b>	<b>475.5</b>

EBITA	FY13	FY12	Variance
	\$M	\$M	\$M
Food and Grocery	377.9	397.7	(19.8)
Liquor	47.1	34.9	12.2
Hardware & Automotive	36.2	21.2	15.0
<b>Business Pillar Total</b>	<b>461.2</b>	<b>453.8</b>	<b>7.4</b>
Corporate	(0.8)	(2.6)	1.8
<b>Metcash Total</b>	<b>460.4</b>	<b>451.2</b>	<b>9.2</b>



Business Pillar EBITA – Trend Growth



NOTE: The difference between Reported EBITA and the graph total is the Corporate result

# Dividend and Capital Management Policy

- The Board's intention is to return earnings to shareholders whilst retaining adequate funds within the business to invest in future growth opportunities
- A minimum payout ratio of 60% of underlying earnings per share has been set by the Board
- The FY13 final dividend of 16.5 cents per share represents approximately:
  - 85.9% of Underlying EPS (pcp 82.1%) and 116.7% of Reported EPS (pcp 239.3%)
- From a capital management perspective the following points should be noted:
  - Management and the Board remain focused on seeking growth opportunities (both organic and via acquisition)
  - Metcash continues to consider it important to achieve and maintain balance sheet ratios that would satisfy an investment grade rating
  - Management continues to monitor the uncertain macroeconomic environment

## Trend Metrics - Financial

Full Year		FY2009	FY2010	FY2011	FY2012	FY2013	CAGR
		Apr-09	Apr-10	Apr-11	Apr-12	Apr-13	
<b>Revenues:</b>							
Total Revenue	\$M	11,067	11,608	12,462	12,612	13,095	4.3%
Sales	\$M	10,974	11,517	12,364	12,501	12,977	4.3%
<b>Underlying results:</b>							
EBITDA	\$M	411.7	441.4	484.0	495.5	507.2	5.4%
EBITA	\$M	371.3	401.2	438.0	451.2	460.4	5.5%
PAT	\$M	225.9	244.9	256.2	262.5	280.7	5.6%
EPS	cps	29.5	32.0	33.4	34.1	32.6	2.5%
Dividend per share	cps	24.0	26.0	27.0	28.0	28.0	3.9%
Dividend payout ratio	%	81.4%	81.3%	80.8%	82.1%	85.9%	-
<b>Reported results:</b>							
PAT	\$M	202.5	227.6	241.4	90.0	206.0	0.4%
EPS	cps	26.5	29.7	31.5	11.7	24.0	(2.4%)
Dividend payout ratio	%	90.6%	87.5%	85.7%	239.3%	116.7%	-
<b>Other financial metrics</b>							
Cash flow from operations	\$M	248.1	294.7	142.5	284.3	299.8	4.8%
Cash realisation ratio	%	98.3%	109.6%	49.3%	94.6%	92.6%	-
Interest cover	times	6.02	6.35	7.29	7.34	8.23	-
Return on capital employed	%	19.6%	19.2%	18.9%	19.0%	17.5%	-
Return on equity	%	17.2%	17.3%	17.2%	18.9%	16.5%	-
Gearing	%	33.5%	33.5%	36.7%	42.6%	33.2%	-
Debt/Underlying EBITDA	times	1.53	1.66	1.73	2.00	1.60	-

# Trend Metrics - Operational

Branded Stores - Grocery (IGA – 3 channels + Friendly Grocer + Eziway)	Apr 10	Apr 11	Apr 12	Apr 13
Supa IGA	446	463	475	506
IGA	718	734	744	773
Xpress	156	183	184	183
<b>IGA branded stores</b>	<b>1,320</b>	<b>1,380</b>	<b>1,403</b>	<b>1,462</b>
Friendly Grocer / Eziway	324	315	303	306
<b>Total Stores</b>	<b>1,644</b>	<b>1,695</b>	<b>1,706</b>	<b>1,768</b>

**Note:** Metcash also services ~ over 600 Foodworks stores and a number of non-bannered independents

Total number of stores serviced is approximately 2,500

Friendly Grocer was previously bannered Friendly Grocer IGA

Eziway was part of the FAL acquisition and has been maintained in WA. Eziway exists only in WA

IBA Stores - Liquor	Apr 10	Apr 11	Apr 12	Apr 13
Cellarbrations	470	461	454	438
Bottle-O / Bottle-O Neighbourhood	610	681	696	606
IGA Liquor	423	437	454	463
Club Partners	-	-	511	527
Liquor @	-	-	183	232
<b>Total IBA Stores</b>	<b>1,503</b>	<b>1,579</b>	<b>2,298</b>	<b>2,266</b>

# Sustainability Metrics

		2013	2012	2011	2010	2009	2008	2007
<b>People</b>								
Long Term Injury (LTI)		148	221 <sup>(4)</sup>	209	244	273	275	317
Lost Time Injury Frequency Rate (LTIFR) <sup>(1)</sup>		16.3	25.2 <sup>(4)</sup>	21.3	25.9	30.8	27.3	25.7

		2013	2012	2011	2010
<b>Environment <sup>(5)</sup></b>					
CO <sub>2</sub> Emission (Scope 1 & 2)	Tonnes	142,678	179,193	102,638	102,389
Energy costs <sup>(3)</sup>	\$	29,498,503	27,953,562	19,025,148	18,398,601
Energy % of total expenditure <sup>(3)</sup>	%	3.3	3.4	2.6	2.7
Waste to Landfill	Tonnes	47,896	45,934	43,360	51,456
Recycling	Tonnes	4,328	4,284	4,532	4,978
Total waste removal cost <sup>(3)</sup>	\$	1,746,587	1,695,996	1,577,480	1,340,208
Packaged food donated to Foodbank <sup>(2)</sup>	Tonnes	570	271	225	255

## Notes:

1. LTIFR is the number of lost time injuries per million hours worked
2. Foodbank Australia a not-for-profit, non-denominational organisation that seeks and distributes food and grocery industry donations to welfare agencies which feed the hungry. Foodbank is endorsed by the Australian Food and Grocery Council as the food industry's preferred means of disposal of surplus product
3. Metcash has been recognised by the Carbon Disclosure Project and Dow Jones Sustainability Index for sustainability leadership in 2012
4. FY2012 data reported at 1H13 was for six months only – LTI of 85 and LTIFR of 18.2
5. 2013 Environment statistics are unaudited

# Directory of Terms

## Metcash's Business Areas & Terms

<b>ABG</b>	Automotive Brands Group – Metcash acquired a 75.1% stake in this business on 1 July 2012. On 16 May 2013 Metcash announced the acquisition of AAD (refer below) bringing its stake in the automotive business to approximately 83%.
<b>ALM</b>	Australian Liquor Marketers is Australia and New Zealand's leading broad range liquor wholesaler. ALM operates from 18 distribution locations across the country. Larger 'off-premise' customers are supplied through the main distribution system; a specialist 'on-premise' distribution arm, Harbottle On-Premise (HOP) supplies pubs, clubs and restaurants. ALM also provides marketing support and a range of services to assist their customers grow their business
<b>AAD</b>	Australian Automotive Distribution Pty Limited. An incorporated subsidiary of Metcash Automotive Holdings Pty Ltd which together with ABG is part of Metcash's hardware and automotive pillar.
<b>'Catering Connection'</b>	A dedicated, high profile in-store area focussed on food service for larger scale supplies to customers such as restaurants (CW)
<b>(The) Bottle O</b>	Retail liquor brand developed by Independent Brands of Australia (IBA)
<b>Cellarbrations</b>	Retail liquor brand (part of IBA/ALM) with bold visual identity as a genuine alternative to chains
<b>Coast &amp; Country</b>	Specialist confectionery wholesaler attached to a Campbells Wholesale
<b>Convenience</b>	Previously Campbells Wholesale, is Metcash's retail services pillar with 2 divisions: (1) the core division, a bulk retail outlet format, serves major metropolitan and regional markets. Convenience caters to a high proportion of small business customers providing a wide range of products (groceries, liquor, confectionery, and foodservice lines) and strong promotions and (2) CSD.
<b>CSD</b>	C-Store Distribution (a division of Convenience) focuses on the convenience sector, servicing customers that cannot be economically serviced through a full case grocery distribution centre
<b>Eziway</b>	Small format branded grocery stores which exist solely in WA. The brand was acquired as part of the 2005 FAL acquisition
<b>Friendly Grocer</b>	Small format stores existing across the Eastern seaboard
<b>Fresh</b>	A division of Supermarkets (formerly IGA>D) focusing on fresh food (fruit, vegetables, meat, deli and bakery) supply to independent retailers.
<b>IBA</b>	Independent Brands Australia. Allied to the resources of ALM. IBA aims to develop strong national brands to meet retailer and consumer needs.
<b>LMG</b>	Liquor Marketing Group Limited and Hotel & Tourism Management Pty Limited – August 2012
<b>Mitre 10</b>	Hardware wholesaler and marketer of Mitre 10 hardware store brand. Supplies over 400 Mitre 10 and True Value branded stores (all independently owned) and 400+ non-branded independents.
<b>Metcash Food &amp; Grocery</b>	Grocery wholesaler serving ~ 2,500 independent retail grocery stores (including IGA branded stores) across Australia. Previously IGA>D, operates 6 major distribution centres, carrying dry, chilled and frozen grocery products. Supports independent retailers with a comprehensive range of services including: 24 hour retail system, in-store training, retail development and store equipment service to assist in expanding, refurbishing or building new sites

# Directory of Terms

Financial Terms	
<b>Cash realisation ratio</b>	Net operating cash flow (not adjusted for significant items) / [Profit after tax pre significant items + Depreciation + Amortisation (tax effected) ]
<b>CODB</b>	Cost of doing business
<b>Gearing</b>	Debt / [Debt + Shareholders equity]
<b>Intangible Amortisation (IA)</b>	Amortised costs of customer relationships, calculated on a straight line basis over benefit received
<b>Interest Cover</b>	EBITDA / Net Interest Expense
<b>Moving Average Total (MAT)</b>	A 12 month running average measure of market share
<b>Significant Items (SI)</b>	Items not part of maintainable earnings of the Group and does not reflect the core drivers and ongoing influences upon those earnings
<b>PATBDA</b>	Underlying profit after tax before depreciation and amortisation = proxy for real cash generation by business in financial period
<b>PCP</b>	Prior corresponding period
<b>Return on Capital Employed</b>	EBIT / [Average Shareholders Equity + Average Debt]
<b>Return on Equity</b>	Profit after tax (pre SI) / Shareholders equity (closing)
<b>SBP</b>	Share based payments - expenses associated with Metcash employee share rights and option schemes
<b>Underlying</b>	Adjusts for significant items and intangible amortisation <ul style="list-style-type: none"> <li>- Used in relation to earnings and earnings per share</li> <li>- Used for guidance purposes</li> <li>- Used in calculation of hurdles rates for long term incentives</li> </ul>

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