Orora announces results for the half year ended 31 December 2016

FINANCIAL HIGHLIGHTS

- Net profit after tax (NPAT) was $92.1M, up 4.8% on statutory NPAT of $87.9M in the prior corresponding period (pcp). The prior period included NPAT on the sale of Petrie land of $5.9M;
- On a comparable basis, NPAT increased 12.3% over pcp (excluding the profit on Petrie);
- Earnings per share (EPS) was 7.7 cents, up 4.8% on the statutory result (7.3 cents) in the pcp. Excluding Petrie, EPS was up 12.3% on pcp;
- Sales revenue was up 4.1% to $1,975M;
- EBIT was $149.6M, up 3.0% on statutory EBIT of $145.3M in pcp. EBIT was up 9.3% on a comparable basis (excluding EBIT on Petrie sale of $8.4M);
- Operating cash flow was $157.5M, up from $126.1M in pcp; Cash conversion was 72%, up from 62% in the pcp and in excess of 70% target;
- Interim ordinary dividend is 5.0 cents per share (cps) – 30.0% franked and 70.0% sourced from the conduit foreign income account. Dividend is up 11.1% and represents a pay-out ratio of 65%. The ex-dividend date is 27 February 2017, the record date is 28 February 2017 and the payment date is 10 April 2017;
- Net debt at 31 December 2016 was $639M, up from $593M at pcp. Net debt at 30 June 2016 was $630M;
- Leverage was 1.6 times, down from 1.7 times at both December 2015 and June 2016;
- RoAFE was 13.2%, up from 12.1% at pcp reflecting delivery of increased earnings and ongoing solid balance sheet management;
- Foreign exchange translation sensitivity on EBIT and NPAT to a 1 cent move in the AUD/USD on an annualised basis is approximately $1.6M and $0.9M respectively.

SEGMENT HIGHLIGHTS

- Australasia EBIT up 3.3% to $109.0M
  - Fibre earnings were higher than pcp driven by manufacturing and operating efficiencies in Fibre Packaging and further cost reduction and innovation benefits from the B9 Recycled Paper Mill (“B9”);
  - Beverage earnings were in line with pcp. Higher Glass volumes and improved operating efficiencies across the business group were offset by headwinds in the Glass division including input cost inflation and downtime associated with the capacity expansion.
- North American EBIT up 19.8% to $55.1M. In local currency, EBIT was up 24.7% to US$41.4M
  - Orora Packaging Solutions grew EBIT and increased margins through continuing to execute on its operating and value add service model and increasing sales to new and existing corporate customers;
  - Australasia EBIT up 3.3% to $109.0M
  - Fibre earnings were higher than pcp driven by manufacturing and operating efficiencies in Fibre Packaging and further cost reduction and innovation benefits from the B9 Recycled Paper Mill (“B9”);
  - Beverage earnings were in line with pcp. Higher Glass volumes and improved operating efficiencies across the business group were offset by headwinds in the Glass division including input cost inflation and downtime associated with the capacity expansion.
- North American EBIT up 19.8% to $55.1M. In local currency, EBIT was up 24.7% to US$41.4M
  - Orora Packaging Solutions grew EBIT and increased margins through continuing to execute on its operating and value add service model and increasing sales to new and existing corporate customers;

EVENTS SUBSEQUENT

- Today, Orora signed definitive agreements to acquire The Garvey Group and Graphic Tech businesses for US$54.0M (approx. $A$71.0M), expanding its US point of purchase (POP) footprint into the Midwest (Chicago) and West (Los Angeles – 2 sites). The acquisitions represent a multiple of 5.8 times trailing EBITDA. In addition, Orora has agreed to reimburse the vendors for recent growth capex of US$5.0M. The acquisitions are expected to complete by March 2017. Further details are contained within the 1H17 Results Investor Presentation released to the ASX today.
- This follows the announcement in December 2016 of the acquisition of New Jersey (USA) based The Register Print Group (“Register”) that was completed effective 2 January 2017.

OUTLOOK

- Orora expects to continue to drive organic growth and invest in innovation and growth during the remainder of FY17, with earnings expected to be higher than reported in FY16, subject to global economic conditions.

This report includes certain non-IFRS financial information operating cash flow, average funds employed, EBIT and EBITDA. This information is considered by Management in assessing the operating performance of the business.

### FINANCIAL SUMMARY (refer footnote 1) (AS mil)

<table>
<thead>
<tr>
<th></th>
<th>1H16¹</th>
<th>1H17</th>
<th>Change %</th>
</tr>
</thead>
<tbody>
<tr>
<td>Sales Revenue</td>
<td>1,898.5</td>
<td>1,975.4</td>
<td>4.1%</td>
</tr>
<tr>
<td>EBITDA²</td>
<td>189.3</td>
<td>205.3</td>
<td>8.5%</td>
</tr>
<tr>
<td>EBIT</td>
<td>136.9</td>
<td>149.6</td>
<td>9.3%</td>
</tr>
<tr>
<td>NPAT</td>
<td>82.0</td>
<td>92.1</td>
<td>12.3%</td>
</tr>
<tr>
<td>EPS (cents)³</td>
<td>6.8</td>
<td>7.7</td>
<td>12.3%</td>
</tr>
<tr>
<td>Return on Sales⁴</td>
<td>7.2%</td>
<td>7.6%</td>
<td></td>
</tr>
<tr>
<td>Operating Cash Flow⁵</td>
<td>126.1</td>
<td>157.5</td>
<td>24.9%</td>
</tr>
<tr>
<td>Cash Conversion⁶</td>
<td>62%</td>
<td>72%</td>
<td></td>
</tr>
<tr>
<td>Dividend per share (cents)</td>
<td>4.5</td>
<td>5.0</td>
<td>11.1%</td>
</tr>
<tr>
<td>Net Debt</td>
<td>593</td>
<td>639</td>
<td></td>
</tr>
<tr>
<td>Leverage⁷</td>
<td>1.7x</td>
<td>1.6x</td>
<td></td>
</tr>
<tr>
<td>Gearing</td>
<td>29%</td>
<td>29%</td>
<td></td>
</tr>
<tr>
<td>RoAFE⁸</td>
<td>12.1%</td>
<td>13.2%</td>
<td></td>
</tr>
</tbody>
</table>

¹ Current period proceeds of $7.5M have been included in Operating Cash to fund decommissioning costs and innovation initiative projects.
² Earnings before interest, tax, depreciation and amortisation
³ Calculated as NPAT / weighted average ordinary shares (net of Treasury Shares)
⁴ Calculated as reported EBIT / Sales
⁵ Calculated as underlying operating cash flow / cash EBITDA
⁶ Calculated as Net Debt / trailing 12 month EBITDA
⁷ Calculated as EBIT / average funds employed
⁸ Calculated as EBIT / average funds employed

Orora Limited
www.ororagroup.com

1/7
INVESTOR RESULTS RELEASE

REVENUE
- Sales revenue of $1,975.4M was up 4.1% on pcp, driven by:
  - Orora Packaging Solutions increasing revenue by approximately 6.0% through higher sales to existing customers and winning market share – largely from independents;
  - Benefits from the 1 March 2016 acquisition of IntegraColor; and
  - Higher Glass volumes driven by increased demand in both the wine and beer segments.
- Revenue gains were partially offset by:
  - Pass through of lower aluminium prices and slightly lower volumes from market contraction and lost share within Beverage Cans;
  - Adverse FX impact on US dollar denominated North America sales ($41.7M on pcp) – local currency sales increased by 13.1%.
- Underlying sales in Australasia increased approximately 1.0% after taking into account the pass through of lower aluminium prices.

EARNINGS BEFORE INTEREST AND TAX
- Underlying EBIT increased by 9.3% to $149.6M, with the gain attributable to:
  - Further cost reduction and innovation benefits from the B9 Recycled Paper Mill;
  - Continued focus on improving manufacturing and operating efficiency across the Australasian business;
  - Sales growth and ongoing improvements in the operating model within Orora Packaging Solutions; and
  - Benefits from the acquisition of IntegraColor.
- Earnings gains were partially offset by:
  - Higher input costs at both Glass and B9;
  - Downtime at Glass associated with both the capacity expansion and South Australian electricity blackout; and
  - Adverse translational FX impact from US dollar denominated earnings ($2.3M on pcp).

INNOVATION UPDATE
- Recap – the Orora Global Innovation Initiative was established in July 2015 to enhance innovation, modernisation and productivity across the business. With funding aided by the disposal of Petrie land, the strategy is to invest approximately $45.0M into new initiatives over 3 years.
- Now 18 months in, approximately $26.0M has been committed to projects focused on delivering new-customer led product solutions (estimated 65%) and enhancing productivity (estimated 35%).
- Approximately $9.0M was invested during 1H17, which was largely funded by Petrie proceeds ($7.5M) received during the period. Cumulative spend since inception is approximately $19.0M.
- To expand the breadth of innovative thinking within Orora, a crowd sourcing initiative was launched in July 2016. Receiving a very high level of participation, more than 1,500 team members contributed to the global program which generated in excess of 630 new business ideas. The top concepts are receiving support from the Innovation Initiative, with several other ideas already being developed and/or implemented.
BALANCE SHEET

- Key balance sheet movements since June 2016 were:
  - Increase in cash reflects draw down of debt to fund the acquisition of Register which was completed on 2 January 2017;
  - Increase in other current assets is primarily a result of: seasonal stock build in the Fibre Packaging business in preparation for the New Zealand kiwi fruit season; and seasonal/time-related increases in Packaging Solutions receivables and transition inventory associated with the Southern California warehouse consolidation. These were offset by the ongoing run down of inventory in the Glass division as the capacity expansion progresses, lower capital receivables post receipt of further Petrie land sale proceeds and favourable foreign exchange translation effect on North American receivables and inventories;
  - Net property, plant and equipment (PP&E) was higher with additions relating to major capex projects offsetting depreciation. Capex for 1H17 included spend on the following major items: plant and equipment relating to the Glass capacity expansion and residual amounts on the dairy sack line, corrugated printing and converting equipment upgrades and payments for projects approved under the Orora Global Innovation Initiative. Depreciation and amortisation for the period was $55.7M. Some small surplus land parcels were divested during the period;
  - Increase in intangible assets reflects movement within the North American business associated with the foreign exchange translation effect on intangible assets, further costs capitalised with the ongoing ERP system roll out in Packaging Solutions and goodwill and other intangibles relating to small acquisitions;
  - Net debt increased by $9.3M during the period with investments in capital, acquisitions and dividends offsetting increased operating cash flows and proceeds from the sale of surplus land. The adverse foreign exchange translation impact on USD denominated net debt was $14.4M; and
  - Increase in payables was driven by continued improvement in vendor trading terms and the foreign exchange translation effect of North American businesses. This was partially offset by the decrease in provision relating to the ongoing decommissioning of the disposed Petrie land.

CASH FLOW

- Increased earnings were successfully converted into cash with operating cash flow increasing by $31.4M to $157.5M.
- Cash conversion was 72%, higher than pcp and Management’s indicated cash conversion target of 70%.
- Main movements included:
  - Increase in EBITDA of $16.0M;
  - Working capital continues to be soundly managed and benefited from finalising the import sourcing model for aluminium, collection of seasonal Fibre Packaging receivables outstanding at June 2016 and the progressive run down of inventories associated with the Glass capacity expansion;
  - Gross capex totalled $52.6M which includes $9.0m on innovation projects;
  - Net capex of $37.4M includes proceeds from the sale of three parcels of surplus land: Petrie ($7.5M); OPS California ($4.1M); and compulsorily acquired land in Queensland ($2.8M);
  - Growth capex includes spend on the Glass capacity expansion (project is on track) and remaining amounts on the dairy sack line (commissioning commenced in the half);
  - Net capex in FY17, including investments under the Orora Global Innovation Initiative and proceeds from land sales, is expected to be approximately 80-90% of depreciation.

WORKING CAPITAL

- Average total working capital to sales was 8.5% (versus 9.5% in pcp) reflecting a continued emphasis on working capital optimisation across the Group.
- The management target for average total working capital to sales is less than 10.0% in the medium term and remains an area of focus across the business.

CORPORATE

- Corporate costs of $14.5M were in line with underlying costs in the pcp of $14.6M. The 1H16 reported Corporate costs of $6.2M included the $8.4M gain from the sale of surplus land in Petrie (QLD).
- A surplus parcel of land that was compulsorily acquired in 2013 was settled during the period. The gain was not material and has been more than offset by ongoing restructuring costs in the Australasian business and costs associated with assessing the feasibility of growth options in North America.
- Corporate costs in FY17 are expected to be broadly in line with underlying costs in FY16.
AUSTRALASIA

KEY POINTS

- Overall, Australasia increased EBIT by $3.5M to $109.0M, 3.3% higher than pcp.
- Reflecting delivery of ongoing self-help programs, the return on sales increased by 40 bps from 10.6% to 11.0%.
- Underlying sales increased by approximately 1.0% after excluding pass through of lower aluminium prices within Beverage Cans.
- Economic conditions in Australia continue to be flat with organic volume growth remaining generally muted and broadly in line with GDP.
- RoAFE improved by 70 bps to 11.9%, up from 11.2% in pcp.

FIBRE BUSINESS GROUP

- Fibre earnings were higher than pcp driven by continued cost reduction and innovation benefits from the B9 Recycled Paper Mill and manufacturing and operating efficiencies in Fibre Packaging.

Fibre Packaging:

- Sales were in line with pcp, while a continued focus on efficiency and cost improvement drove higher earnings and improved margins.
- Higher volumes in the Australian industrial sector and growth in New Zealand were offset by market softness in meat and certain fruit and produce segments (weather related).
- The Fibre Packaging business continues to perform well and is seeing benefits from its expanded “go direct” channel to market and focus on small and medium sized enterprise (SME) customer strategy.

Packaging and Distribution:

- Higher sales in the quick service restaurant and dairy segments (market share) offset general softness in the grocery sector.
- In the dairy segment, commencement of export sales associated with the new dairy sack line offset underlying weakness within the Australian domestic market.
- Reorganisation of the New Zealand Cartons operation was successfully completed during the period.

Botany Recycled Paper Mill (B9):

- B9 delivered further cost reduction and innovation benefits during the period.
- Focus remains on optimising production efficiency in terms of output and the number of paper grades produced.
- During the half, B9 commenced making heavier weight papers to satisfy demand from Orora Packaging Solutions (OPS).
- The Mill produced 186,000 tonnes of recycled paper during 1H17 (181,000 tonnes in pcp). Similar to the pcp, a 5-day planned annual maintenance shut-down was undertaken during the period which impacted volumes.
- B9 exported 36,500 tonnes of recycled paper to OPS and other third party US based customers during 1H17 (29,000 in pcp).
- In January 2016, B9 commenced paying higher gas prices which had an incremental adverse EBIT impact in 1H17 of approximately $3.0M.

BEVERAGE BUSINESS GROUP

- Beverage sales revenues and earnings were in line with pcp.
- Higher sales volumes in Glass and Closures as well as improved cost control and efficiency across the Business Group were offset by lower sales volumes in Cans and operating and input cost headwinds within the Glass business.

Beverage Cans:

- Despite steady growth in beer, volumes were below the prior year with slightly lower volumes (general market contraction and market share loss).
- Earnings were up driven by operating cost control and manufacturing efficiencies.

Glass:

- Volumes were ahead of pcp driven by continued industry growth in wine and higher beer volumes.
- Earnings were lower with sales volume growth offset by higher input costs of approximately $4.0M and downtime associated with both the capacity expansion and the electricity blackout in South Australia.
INVESTOR RESULTS RELEASE

AUSTRALASIA (continued)

INNOVATION & GROWTH UPDATE

• The $42.0M investment to increase the manufacturing output of the Glass furnaces is on track. Installation of the additional capacity for two of the three forming lines was successfully completed with commercial production commencing during the period. The upgrade of the third forming line will be undertaken as planned in February/March 2017.

• The Glass and Wine Closure businesses continue to benefit from industry export volume growth in bottled wine which, aided by the lower Australian dollar, is growing ahead of GDP.

• The state of the art dairy sack line at Keon Park (VIC) was commissioned and commercial sales, primarily to export markets, have commenced. The commissioning process is expected to be finalised by Q3 of FY17.

• In line with Fibre’s SME customer strategy which focuses on short run, customised packaging, effective 1 December 2016, the business acquired a small Sydney-based specialist corrugated box converter and distributor of consumable packaging.

• To support the business’s “go direct” distribution strategy in Fibre Packaging, in January 2017, a new depot was opened in Innisfail (QLD). Additionally, the Bundaberg (QLD) distribution facility will be expanded over the next 12 months to support business growth.

• To improve product quality, output and value proposition, approximately $15.0M was committed to upgrading the printing and converting assets of Orora’s ANZ corrugating sites during 1H17.

• The Australasian business continues to actively utilise the Orora Global Innovation Initiative to enhance innovation, modernisation and productivity. Approximately $18.0M of projects has been approved since inception.

• In terms of examples of innovation projects, initial customer demand for the new Glass bottle sleeving line (commissioned during the period) is ahead of expectations and at Fibre’s Scoresby (Victoria) site, commissioning of a large format digital printer is expected to be completed in March 2017.

PERSPECTIVES FOR THE REMAINDER OF 2017

• The Glass upgrade project is expected to be completed successfully, however with the combination of associated down time and the need to run down low margin imported inventories, the earnings impact in FY17 from the expansion is expected to be broadly neutral. The investment is expected to exit FY18 at or near return hurdle rates. With $19.0M spent during the period, the remaining capex spend in 2H17 is anticipated to be approximately $16.0M.

• Related to the Glass capacity upgrade, the business continues to assess its warehousing options.

• A high degree of volatility and uncertainty remains in the South Australian electricity market. This is expected to continue for the foreseeable future and presents a further potential downside risk to EBIT of $1M-$2M. The business is reviewing alternative options for electricity supply including self-generation.

• B9 will continue to focus on optimising production efficiency in terms of output and paper grades produced. The remaining $7M of cost reduction and innovation benefits are expected to flow through as anticipated in FY17.

• The Orora Global Innovation Initiative will continue to be accessed by the Australasian business to enhance value proposition and/or improve productivity.
**NORTH AMERICA**

**KEY POINTS**

- North America’s reported EBIT grew 19.8% to $55.1M. This includes a $2.3M adverse translation impact.
- In local currency terms, EBIT increased 24.7% to US$41.4M and sales grew 13.1% to US$740.0M. EBIT includes the benefit of the IntegraColor acquisition which was completed on 1 March 2016.
- EBIT margin improved to 5.6% (versus 5.1% pcp) reflecting the positive impact from the acquisition of the higher margin IntegraColor business as well as Orora Packaging Solutions’ continued focus on a customised packaging value proposition and improving cost management.
- Cash flow increased 22.9% to $30.6M and cash conversion improved to 50% (46% in pcp). The improvement was driven by higher earnings and cash received from the sale of surplus land in California ($4.1M) which was partially offset by an increase in working capital (largely timing related) within Orora Packaging Solutions.
- RoAFE improved 70 bps to 25.1% through higher earnings and improving balance sheet management.
- The adverse FX impact on translation of North American sales was $41.7M.
- As part of continuing to expand the North American business, effective 2 January 2017, Orora acquired Register and on 15 February 2017 signed definitive agreements to acquire The Garvey Group (“Garvey”) and Graphic Tech businesses.

**ORORA PACKAGING SOLUTIONS (“OPS”)**

- OPS continued to deliver strong organic sales growth with revenues increasing approximately 6.0% despite economic and market conditions remaining flat.
- OPS increased EBIT margins to 5.2% from 5.1% in pcp. This was driven by a sustained emphasis on moving toward higher value add customised offerings while maintaining focus on enhancing procurement and cost management.
- Landsberg increased sales to existing customers and won market share primarily from independents by continuing to focus on larger corporate customers and leveraging its national footprint, product breadth and standardised service offering.
- The Manufacturing division increased earnings with the benefits of higher volumes, improved efficiencies and operating cost control offsetting ongoing margin pressure from new capacity coming onstream.
- As part of Landsberg’s Californian warehouse consolidation and reorganisation project, a surplus parcel of land was sold during the period. The gain on sale was not material and was largely offset by warehouse and logistics transition costs associated with the project. While this project is ongoing, most of the transition costs were incurred during the period.
- On 1 November 2016, US linerboard prices increased by US$40/tonne with the higher costs expected to be fully recovered in the market.
- OPS imported 23,100 tonnes of B9 paper (20,300 tonnes in pcp).
- In terms of the ERP system rollout, the focus is currently on refining/enhancing the system at 15 sites that have now gone live. Rollout at the remaining sites will occur progressively over approximately the next 18 months (a delay of approximately 6 months from previous timelines).
- Associated with the change in roll out schedule, the revised capital cost is expected to be US$5.0M higher than previous estimates. Total cumulative spend to date is approximately US$19.0M.

**INTEGRACOLOR**

- The March 2016 acquisition of IntegraColor is performing in line with expectations and delivered a solid financial performance during the period. The integration is on track and synergies are flowing through as expected.
- During and subsequent to the end of the December half year, Orora expanded its national POP footprint with three further acquisitions of full service providers of POP and visual display solutions:
  - Register (announced in December 2016): based in New Jersey; sales revenue approx. US$42.0M; acquired for US$44.0M, effective 2 January 2017;
  - Garvey and Graphic Tech: based in Chicago and Los Angeles (2 sites in LA); sales revenue approx. US$90.0M; definitive agreements signed on 15 February 2017 to acquire for US$54.0M. These acquisitions are expected to complete by the end of March 2017.
- These recent acquisitions are highly complementary to the existing IntegraColor (Texas) business, providing a unique national manufacturing and fulfilment footprint able to serve corporate customers across multiple locations.
- Financial results in FY17 will be adversely impacted by total transaction costs of approx. US$2.0M.
NORTH AMERICA (continued)

GROWTH AGENDA

• Jakait, acquired in 2015, continues to perform in line with expectations. In November 2016, a new facility was established in Central Mexico to provide packaging solutions to the fresh produce sector. This new facility was supported by a number of Jakait’s existing customer relationships.

• Landsberg remains focused on executing its organic market growth strategy by leveraging its national footprint, extensive product breadth, uniform service offering and customised value proposition to secure new larger multi-site corporate accounts as well as increase sales with existing customers.

• Thus far, approximately US$6.0M has been committed from the Orora Global Innovation Initiative to projects focused on enhancing Orora North America’s customer value offering and broadening market segments serviced.

• Consistent with Orora’s growth by acquisition strategy, a pipeline of acquisition targets continues to be developed for both OPS and POP. Subject to these opportunities meeting hurdle rates, these acquisitions will be executed as appropriate.

• The near term focus is on integration of recent acquisitions in the POP segment.

• While not being precluded from pursuing acquisitions, OPS is appropriately focussing on implementing the new ERP system (which ultimately will be a key enabler for acquisition growth).

PERSPECTIVES FOR THE REMAINDER OF 2017

• The integration of IntegraColor is expected to remain on track. The integration of Register is already underway.

• The acquisitions of Garvey and Graphic Tech are expected to complete by March 2017, at which time integration with IntegraColor and Register will commence.

• Further Management and Integration resources will be added to the POP business to aid the integration of recent acquisitions and drive future growth.

• OPS will pursue further customer supported organic geographic expansion opportunities and continue to enhance, roll out and integrate the new ERP system. The remaining capital of approximately US$11.0M will be spent as the rollout is progressively completed during FY17 and FY18.

• The OPS Californian warehouse project is expected to be completed in 2H17.

• The North American businesses will continue to utilise the Orora Global Innovation Initiative to drive innovation, modernisation and productivity.

CONFERENCE CALL

• Orora is hosting a conference call for investors and analysts at 10:00am today. The audio cast will be available on the Orora website, www.ororagroup.com, within 24 hours.