



Danish Small & Mid Cap Seminar
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3 December 2009

- **Introduction**
- Royal Unibrew - Investment Highlights
- Financials & outlook
- Rights Issue details
- Q&A

Transaction summary

- 5,600,000 new shares are being offered with pre-emptive rights to all shareholders
- DKK 420m in gross proceeds
- Transaction is non-underwritten
- 1 for 1 subscription ratio; 1 new share is offered for every existing share
- Subscription price: DKK 75
- Expected closing of the transaction of 11 December

Use of proceeds

- The offering is made to secure the Royal Unibrew structural and financial flexibility and competitive strength, *inter alia* in the light of the uncertainty as to the market outlook created by the global recession
- Management believes that Royal Unibrew's net interest bearing debt should be reduced from the existing level to max. 2.5 times EBITDA
- The net proceeds will be used to reduce the Royal Unibrew's interest bearing debt to Danske Bank A/S and Nordea Bank Danmark A/S, among others

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Trading performance YTD Q3

- **Sales volume of 5.2m HL; 11% lower than same period last year (5.8m HL)**
 - 2/3 of decline reflects continued weakness on markets; 1/3 of decline was managed reduction of private label and discount products as well as disposal of the Koszalin brewery and related brands in Poland
 - Market share on key markets maintained or increased

- **Net revenue of DKK 2,987m; 8% lower than last year (DKK 3,234m)**
 - Better product and market mix achieved
 - Continued intense competition in Northern Europe
 - Weaker PLN alone drive 2%-point of net revenue decline; terminated private label sales drive approx 2%-points net revenue reduction

- **Continued improvement of financial performance**
 - EBIT before special items DKK 235m (DKK 145m)
 - Margins improved: Gross margin + 0.2 PP, profit margin* + 3.4 PP
 - Free cash flow DKK 291m (DKK -192m); available financial resources of approx. DKK 450m (after post-balance sheet credit line reduction of further DKK 150m)
 - Key ratios leave significant headroom to covenants; a more appropriate capital structure is nonetheless on the agenda

* EBIT before special items



Reporting on Key Strategic Priorities

- Poland
 - Focus sales and marketing in terms of geography and brands – **On track**
 - Consolidate production network structure by closing Koszalin brewery – **Done**
 - Expected redundancies 125 employees – **Done**
 - Further re-focus and restructuring - **In process**

- Denmark
 - Simplification through structural, operational and organizational changes – **Done**
 - Expected redundancies 100 employees – **Done**
 - Transfer admin and planning functions from Aarhus to Faxe to further simplify operations - **Launched**

- Latvia and Lithuania
 - Establish single operating management to leverage regional strengths – **Done**
 - Leverage resources and capabilities within "back office" functions – **Done**

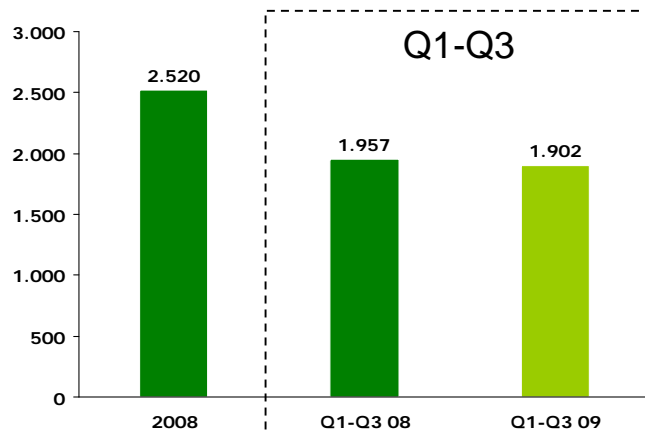
- Debt level management
 - Conditional divestiture of Caribbean breweries – **Completion still expected around year-end**
 - Reduce capex – **On track**
 - Rigorous working capital management – **On track**
 - Address capital structure – **Ongoing**



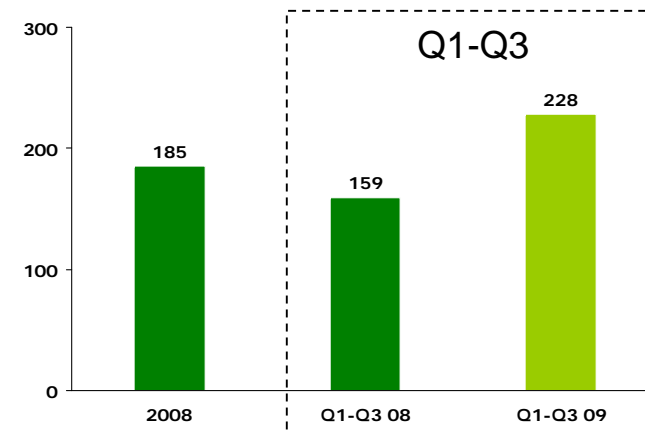
Key Markets: Western Europe

- **Volume** down 10%; **net revenue** down 3% to DKK 1,902m (DKK 1,957m)
- **EBIT** before Special Items increased 43% to DKK 228 (DKK 159m). **Profit margin** at 12% (+3.9 PP)
- **Denmark:** Branded beer market Retail declined by 8% and HoReCa by approx. 15%. Soft drinks market declined by 7%. RU's volume - adjusted for discontinued low margin private label products - decreased by only 5%. Sales mix changes from HoReCa towards retail. Market share increases for soft drinks, maintained for beer products. Price increases implemented
- **Italy:** Net revenue increased 4% despite 1% decline in volume. Ceres Strong Ale increased sales volume and gained market share. Price increases implemented
- **Border trade and Germany:** Despite 2% drop in volume, net revenue increased 5% due to better product mix and increased prices

Net revenue DKKm



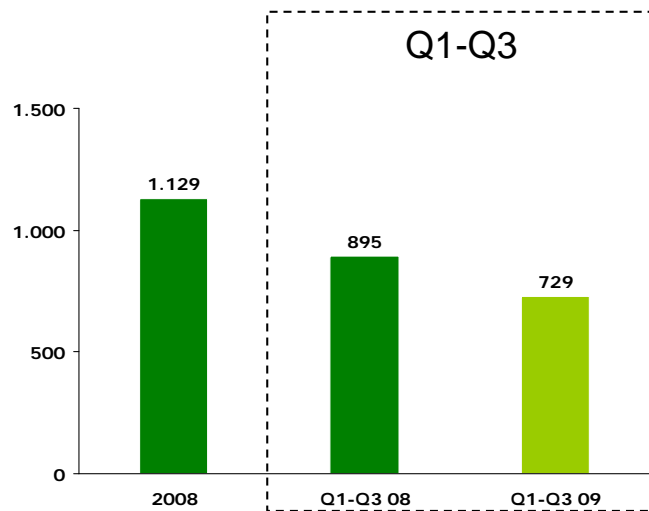
EBIT before special items DKKm



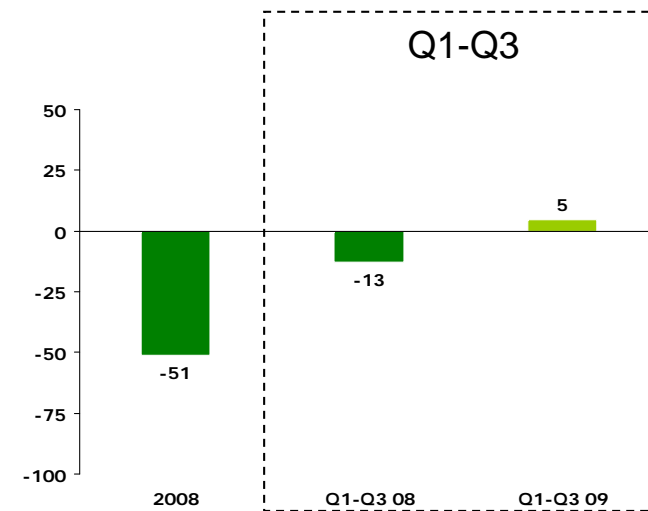
Key Markets: Eastern Europe

- **Volume** down 12%; **net revenue** down 19% to DKK 729 m (DKK 895m). FX (PLN) 7 pp of net revenue decline
- **EBIT** before Special Items at DKK 5m (DKK -13). **Profit margin** at 0.6% (-1.4%)
- **Lithuania:** Beer market down by 5%, JNSD market down by 23%. Combined RU volume down by 7%. Excise tax and prices increased. Share gains within both beer and juice. *Launch of Taurus in new profile bottle* and new line of cider products. Result better than expected and better than last year
- **Latvia:** JNSD market down by 25%. Beer market up by 3%. Excise tax, VAT and prices increased. Combined RU volume down by 27%. RU's market shares for beer and still drinks increased, but declined marginally for juice. Effective cost management compensated for volume decline. Cider products launched. Result better than expected and last year
- **Poland:** Overall beer market down by around 5%. Excise taxes increased. RU's volume up by 3%. Adjusted for Koszalin brewery disposal, volume increased by 7%. Net revenue (DKK) down by 19%, however adjusted for FX and Koszalin sale, up by 6%. Performance in Poland as expected

Net revenue DKKm



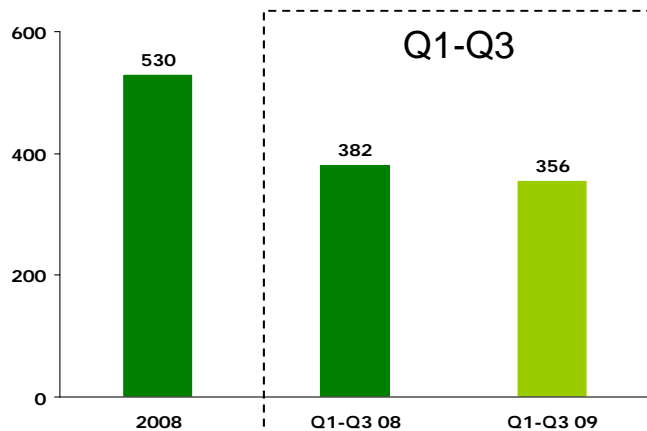
EBIT before special items DKKm



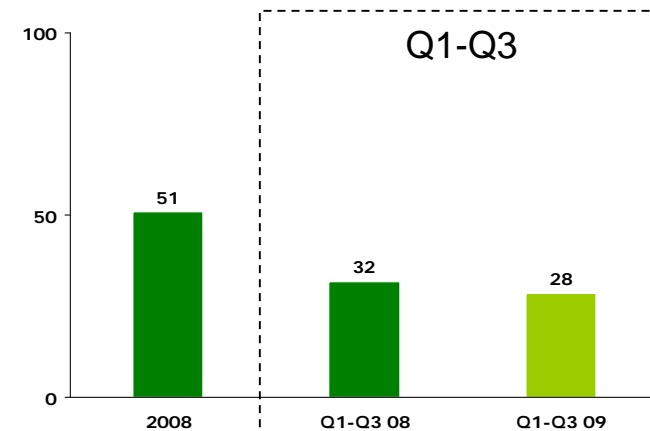
Key Markets: Malt and Overseas Markets

- **Volume** down 17%; **net revenue** down 7% to DKK 356m (DKK 382m). Increased prices and positive FX (USD) reduced impact of volume reduction
- **EBIT** before Special Items at DKK 28m (DKK 32m). **Profit margin** at 8.0% (8.3%)
- **Export and license business:** Volumes generally lower than last year due to continued weak markets, tighter credit management and de-stocking. Caribbean distribution businesses on Guadeloupe and Martinique performed better than expected and better than last year despite the Q1 general strike in Guadeloupe
- **Caribbean breweries:** Markets continued to be negatively impacted by the weak US economy

Net revenue DKKm



EBIT before special items DKKm



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Results Q1-Q3 2009

DKKm	Q1-Q3 2009	Q1-Q3 2008	2008
Net revenue	2,986.9	3,234.4	4,178.7
EBIT before special items	234.9	145.3	134.9
<i>Margin</i>	7.9%	4.5%	3.2%
Special items, net	-28.9	-56,8	-50.1
Profit before financial items*	206.0	88.5	-300.2
Net financial items**	-79.9	-66.7	-82.7
Profit before tax	126.1	21.8	-453.0
Consolidated profit	86.7	14.8	-483.2

* Note: 2008 full year Profit before financial items is after impairment charge of DKK 385m; 2008 Profit before tax is after impairment write down of financial items of DKK 70m. Total 2008 impairment write down of DKK 455 m

** Is comprised by Net financials of DKK -100.1 and Income after tax from investments in associates of DKK 20.2

Free Cash Flow

Free cash flow of DKK 291m (DKK -192.0m)

Components:

Cash operating profit after interest, dividends and taxes of DKK 263.2m (DKK 148.0m)

Net working capital decrease of DKK 155.5m (2008: increase of DKK 58.6m).

Net investments of DKK 127.8m (DKK 281.4m) driven by completion of projects initiated in 2008

	Q1-Q3 2009	Q1-Q3 2008
FREE CASH FLOW		
Period result adjusted for non cash items	357.7	267.0
Interest payments and dividends	-83.9	-85.6
Dividends received	12.5	15.0
Tax payments	-23.1	-48.4
Cash operating profit after payment of interest and tax	263.2	148.0
Change in working capital:		
Receivables	16.9	-24.4
Inventories	115.7	-134.7
Creditors	22.9	100,5
Change in working capital	155.5	-58.6
Net investment	-127.8	-281.4
Free cash flow	290.9	-192.0

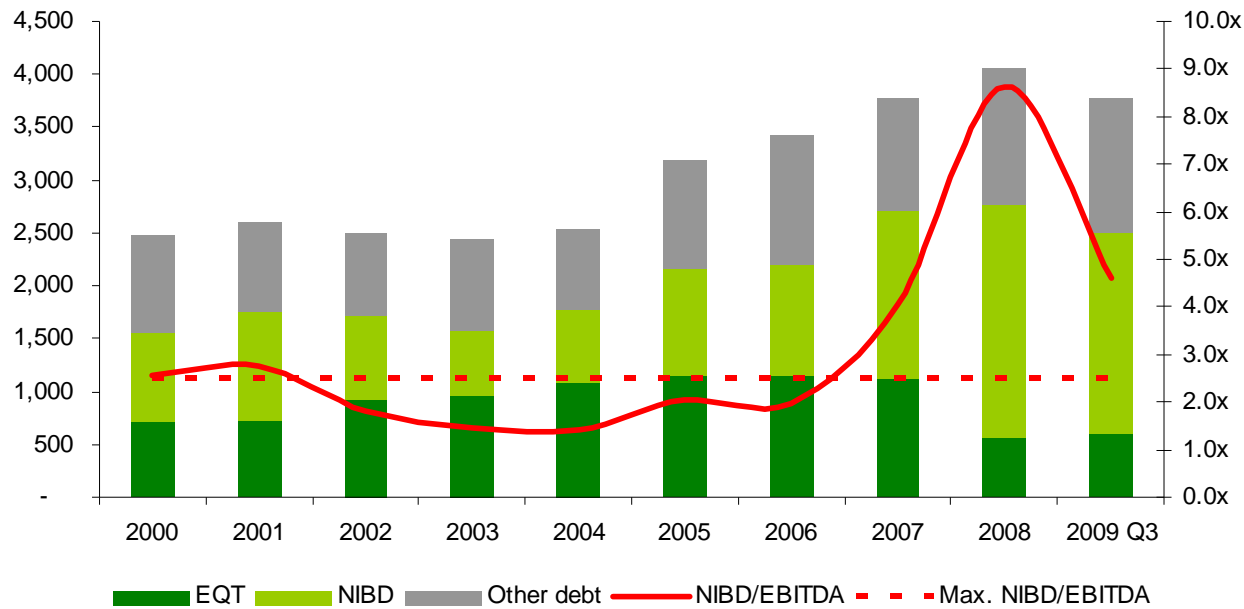
Net Interest Bearing Debt and Capital Structure

- Refinancing
 - Committed bank facility in place until 31. March 2011
 - End 2008 NIBD was DKK 2.2b
 - End Q3 2009 NIBD was DKK 1.9b
- All covenants met at Q3 2009 with significant headroom
- Lines
 - Cash and available credit facilities of DKK 450m after
 - Ordinary credit line reduction of DKK 250m in Q3
 - Subsequent voluntary additional line reduction of DKK 150m in October
 - Voluntary line reductions to reduce financing costs



Development in Capital Structure

Capital structure



* Based on 2009 expected EBITDA

Balance Sheet 30 September 2009

DKK million	30. September 2009	31. December 2008	30. September 2008
Intangible assets	483.9	486.4	808.9
Fixed assets	2,056.7	2,079.4	1,853.3
Financial assets	168.3	177.1	274.6
Total current assets	1,060.3	1,308.5	1,285.6
Total assets	3,769.2	4,051.4	4,222.4
Total equity	611.2	574.8	1,058.9
Total non current liabilities	2,204.9	1,882.9	1,921.6
Total current liabilities	953.1	1,593.7	1,241.9
Total equity and liabilities	3,769.2	4,051.4	4,222.4
Net interest bearing debt	1,894.8	2,191.9	2,026.2
Net working capital	-41.7	186.1	320.4

Outlook 2009 and 2010*

2009

- Net revenue of DKK 3.8b
- EBITDA before special items of DKK 425 – 450m
- EBIT before special items DKK 210m – 235m (Earlier: DKK 170-210m)
- Profit before Tax is estimated at DKK 60-85m (Earlier: DKK 0 – 50m)
- End 2009 NIBD expected at approx. DKK 2.0b (before completion of sale of Caribbean breweries)

2010

- Net revenue of DKK 3.4b - 3.6b
- EBITDA of DKK 450m – 500m
- EBIT of DKK 250m – 300m (no Special items)
- Profit before Tax of DKK 150m – 200m
- End 2010 NIBD expected at approx. DKK 1.6b (after completion of sale of Caribbean breweries)

Long term objective: Achieving an EBIT-margin of approximately 10%

* Consequences of the intended rights issue are not reflected in 2009 and 2010 outlook

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Rights Issue timetable - 2009

Last day of trading in existing shares including rights:	22 November
Trading period for rights:	23 November – 4 December
Allocation time of preemptive rights:	25 November at 12.30 p.m. CET
Subscription period:	26 November – 9 December
Announcement of the result of the offering:	Expected to be 11 December
Completion of the Offering:	The Offering will only be completed if and when the Offer Shares subscribed are issued by Royal Unibrew upon registration of the capital increase with the Danish Commerce and Companies Agency (expected to be on 11 December)
Admitted to trading and official listing under the ISIN code of the existing shares:	16 December

Offering highlights for the Rights Issue

Issuer	<ul style="list-style-type: none"> Royal Unibrew A/S
Transaction	<ul style="list-style-type: none"> Capital increase with pre-emptive rights for existing shareholders
Offering Structure	<ul style="list-style-type: none"> An non-underwritten offering of new shares to all existing shareholders of the Company (the 'Offering')
Offering Size	<ul style="list-style-type: none"> DKK 420 million
Subscription ratio	<ul style="list-style-type: none"> 1:1
Subscription price	<ul style="list-style-type: none"> DKK 75
Trading details	<ul style="list-style-type: none"> The new shares will not be traded in a temporary ISIN code
Documentation	<ul style="list-style-type: none"> Danish Prospectus, International Prospectus (Translated version of the Danish Prospectus) and a Danish retail brochure
Syndicate Banks	<ul style="list-style-type: none"> Danske Markets and Nordea are Joint Global Coordinators

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Information on the potential rights issue does not constitute an offer to sell or the solicitation of an offer to buy the securities of Royal Unibrew A/S in Australia, Canada, Japan or the United States or in any other jurisdiction.

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