



**DEL MONTE PACIFIC LIMITED**

## **Management Discussion and Analysis of Unaudited Financial Condition and Results of Operations for the Fourth Quarter and Full Year Ended April 2015**

For enquiries, please contact:

Iggy Sison

Tel: +632 856 2888

[sisonio@delmonte-phil.com](mailto:sisonio@delmonte-phil.com)

Jennifer Luy

Tel: +65 6594 0980

[jluy@delmontepacific.com](mailto:jluy@delmontepacific.com)

### **AUDIT**

Fourth Quarter FY2015 results covering the period from 1 February 2015 to 30 April 2015 have neither been audited nor reviewed by the Group's auditors.

### **ACCOUNTING POLICIES**

The accounting policies and method of computation adopted are consistent with those used in the most recently audited financial statements, except for the following accounting standards, amendments to standards and interpretations that are effective for annual reporting periods beginning 1 January 2014:

Amendment to IAS 32

IAS 36

IAS 39

Amendments to IFRS 10, IFRS 12 and IAS 27

IFRIC 21

Offsetting Financial Assets and Financial Liabilities

Recoverable Amount Disclosures for Non-Financial Assets

Novation of Derivatives and Continuation of Hedge Accounting

Investment Entities

Levies

The Group has not applied the following accounting standards (including its consequential amendments) that have been issued but will be effective for the financial year beginning on or after 1 January 2015:

Amendments to IAS 19

IFRS 9

Amendment to IFRS 7 and IFRS 9

IFRS 14

IFRS 11

Amendment to IAS 16 and IAS 38

IFRS 15

Amendment to IAS 16 and IAS 41

Defined Benefit Plans: Employee Contributions

Financial Instruments

Mandatory Effective Date and Transition Disclosures

Regulatory Deferral Accounts

Amendment to Accounting for Acquisitions of Interests in Joint

Clarification of Acceptable Methods of Depreciation and Amortisation

Revenue from Contracts with Customers

Agriculture: Bearer Plants

## **DISCLAIMER**

This announcement may contain statements regarding the business of Del Monte Pacific Limited and its subsidiaries (the "Group") that are of a forward looking nature and are therefore based on management's assumptions about future developments. Such forward looking statements are typically identified by words such as 'believe', 'estimate', 'intend', 'may', 'expect', and 'project' and similar expressions as they relate to the Group. Forward looking statements involve certain risks and uncertainties as they relate to future events. Actual results may vary materially from those targeted, expected or projected due to various factors.

Representative examples of these factors include (without limitation) general economic and business conditions, change in business strategy or development plans, weather conditions, crop yields, service providers' performance, production efficiencies, input costs and availability, competition, shifts in customer demands and preferences, market acceptance of new products, industry trends, and changes in government and environmental regulations. Such factors that may affect the Group's future financial results are detailed in the Annual Report. The reader is cautioned to not unduly rely on these forward-looking statements.

Neither the Group nor its advisers and representatives shall have any liability whatsoever for any loss arising, whether directly or indirectly, from any use or distribution of this announcement or its contents.

This announcement is for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for shares in Del Monte Pacific.

## **DIRECTORS' ASSURANCE**

Confirmation by Directors Pursuant to Clause 705(5) of the Listing Manual of SGX-ST.

We confirm that to the best of our knowledge, nothing has come to the attention of the Board of Directors of Del Monte Pacific Limited which may render these interim financial statements to be false or misleading in any material aspect.

For and on behalf of the Board of Directors of Del Monte Pacific Limited

(Signed)  
Rolando C Gapud  
Chairman of the Board

(Signed)  
Joselito D Campos, Jr  
Executive Director

29 June 2015

## NOTES ON THE 4Q FY2015 DMPL RESULTS

- DMPL changed its financial-year end to 30 April from 31 December to align with that of its US subsidiary, Del Monte Foods, Inc (DMFI). The fourth quarter of the Company is now 1 February to 30 April.
- DMFI's financial results have been consolidated in DMPL's financials since the acquisition was made on 18 February 2014.
- As such, DMPL's fourth quarter FY2014 financial results include that of DMFI for 18 February-30 April 2014, while fourth quarter FY2015 includes DMFI's results for 1 February–30 April 2015, a difference of 17 days.
- DMFI's financial statements are based on US GAAP, while DMPL's are based on IFRS. DMFI's financial statements were converted to IFRS for consolidation purposes.
- DMPL's effective stake in DMFI is 89.4%, hence the non controlling interest line (NCI) in the P&L. Net income is net of NCI.
- DMPL had previously informed its shareholders and the media that it would incur acquisition-related expenses (including purchase accounting requirements) and non-recurring expenses, which would impact the bottom-line when reporting quarterly and full year results for the financial year May 2014 to April 2015. In excluding these expenses, the underlying business performed well with sales, EBITDA and operating income greater than prior year resulting in a much stronger cash flow position for the Group. For the next financial year, May 2015 to April 2016, the Group does not expect to incur any significant expenses relating to the acquisition nor the transition.

## FINANCIAL HIGHLIGHTS – FOURTH QUARTER AND FULL YEAR ENDED 30 APRIL 2015

in US\$'000 unless otherwise stated'	For the three months ended 30 April			For the full year ended 30 April		
	Fiscal Year 2015	Fiscal Year 2014	% Change	Fiscal Year 2015	Fiscal Year 2014	% Change
Turnover	<b>528,189</b>	363,986	45.1	<b>2,159,375</b>	743,337	190.5
Gross profit	<b>82,027</b>	34,102	140.5	<b>389,859</b>	120,860	222.6
Gross margin (%)	<b>15.5</b>	9.4	6.1 ppts	<b>18.1</b>	16.3	1.8 ppts
Operating profit / (loss)	<b>7,470</b>	(45,283)	116.5	<b>44,208</b>	(33,619)	231.5
Operating margin (%)	<b>1.4</b>	(12.4)	13.8 ppts	<b>2.0</b>	(4.5)	6.5 ppts
Net loss attributable to owners of the Company	<b>(14,144)</b>	(38,741)	(63.5)	<b>(38,047)</b>	(32,221)	18.1
Net margin (%)	<b>(2.7)</b>	(10.6)	7.9 ppts	<b>(1.8)</b>	(4.3)	2.5 ppts
EPS (US cents)	<b>(0.84)</b>	(2.99)	(71.8)	<b>(2.74)</b>	(2.49)	10.1
Net debt	<b>1,682,869</b>	1,825,563	(7.8)	<b>1,682,869</b>	1,825,563	(7.8)
Gearing** (%)	<b>504.8</b>	727.7	(222.9 ppts)	<b>504.8</b>	727.7	(222.9 ppts)
Cash flow from operations	<b>189,458</b>	51,418	268.5	<b>231,549</b>	105,399	119.7
Capital expenditure	<b>(21,422)</b>	(15,937)	34.4	<b>(75,179)</b>	(37,429)	100.9
						<b>Days</b>
Inventory (days)	<b>179</b>	268	(89)	<b>161</b>	471	(310)
Receivables (days)	<b>45</b>	47	(2)	<b>26</b>	69	(43)
Account Payables (days)	<b>45</b>	67	(22)	<b>33</b>	86	(53)

\*The Company's reporting currency is US dollars. For conversion to S\$, the following exchange rates can be used: 1.32 in April 2015, 1.27 in April 2014. For conversion to PhP, these exchange rates can be used: 44.52 in April 2015, 44.39 in April 2014.

\*\*Gearing = Net Debt / Equity

## REVIEW OF OPERATING PERFORMANCE

### *Fourth Quarter*

The Group achieved sales of US\$528.2 million for the fourth quarter of FY2015, up by US\$164.2 million or 45% over the prior year period, with DMFI generating US\$423.4 million of sales. From the closing of the acquisition on 18 February 2014 to the end of April 2014, DMFI contributed US\$293.4 million. Using pro-forma full quarter basis (i.e. from 1 February to end April 2014) and including DMFI's recently acquired Sager Creek Vegetable Company's vegetable business ("Sager Creek"), DMFI's sales grew by 7%.

On 11 March 2015, DMFI acquired Sager Creek, a producer of specialty vegetables for the foodservice and retail markets headquartered in Siloam Springs, Arkansas, providing it access to new customers and new retail product offerings and the opportunity to expand on Sager Creek's foodservice business platform, while driving significant operating synergies in its network of vegetable production facilities.

Meanwhile, DMPL's base business performed strongly in the fourth quarter. Its branded business in Asia (comprising of Del Monte in the Philippines and the Indian subcontinent, as well as S&W in Asia and the Middle East), and export sales globally, generated sales of US\$121.7 million, significantly higher by 54%. DMPL's base business achieved a net profit of US\$5.6 million before acquisition-related interest expenses and non-recurring expenses, a turnaround from prior period's loss of US\$9.4 million.

The Philippine market finished strong with double-digit growth across all key measures, sustaining gains from consumption-building initiatives across categories, with broader product distribution and superior in-store presence. The S&W branded business in Asia and the Middle East also generated robust sales from both the fresh and packaged segments.

DMPL's share of loss in the FieldFresh joint venture in India was lower at US\$0.5 million from US\$0.7 million in the prior year period.

The Group incurred a net loss of US\$14.1 million in the fourth quarter primarily due to non-recurring expenses amounting to US\$8.9 million, after tax:

- *Write off of Venezuela of US\$4.1 million* - In March 2015, DMFI wrote off its assets and its remaining net investment in the Venezuelan business amid unstable economic conditions and additional currency devaluation. DMFI deconsolidated Venezuela starting March 2015 and will not be reporting this business going forward unless it receives a cash distribution.
- *ERP implementation of US\$5.4 million* - DMFI migrated its ERP to SAP in January 2015, raising its processes and systems to global standards with higher efficiencies. Its parent DMPL also uses the same ERP.
- *An offsetting net gain of US\$0.6 million from other items*

The Group's cash flow from operations in the fourth quarter was US\$190.1 million, significantly higher than the US\$51.4 million in the prior year period. DMFI's Asset-Backed Loan (ABL), its revolving working capital facility, has been reduced to US\$99 million as of April 2015 from US\$109m as of April 2014. Without the US\$75 million payment for the Sager Creek acquisition out of this credit facility and the investment in the new ERP, the debt reduction would have been much higher.

Approximately US\$150 million of short-term bridge financing has been repaid by DMPL using the proceeds from the oversubscribed Rights Issue in March 2015. Meanwhile, US\$350 million of short-term bridge financing has been extended for up to two years.

### **Full year ended 30 April 2015**

For the fiscal year 2015, the Group generated sales of US\$2.2 billion, up from US\$743.3 million in 2014 due to the consolidation of DMFI since 18 February 2014. DMFI generated sales of US\$1.7 billion in 2015, 5% higher on a pro-forma same period basis.

A key accomplishment was the growth of DMFI's market share across all key retail segments by reverting back to competitive pricing levels, reintroducing the well recognised classic Del Monte label and reinstating trade support levels. DMFI also strengthened its partnership with key retailers through investments in effective marketing and trade promotion. Having transitioned off the Transition Service Agreement or TSA with the seller in a substantially accelerated timeline was also a significant achievement for the Company, as it had to ensure that our systems and processes were ready once the TSA ended. DMFI is on track to achieving significant cost improvements.

DMFI has made substantial progress developing strategically compelling growth initiatives across both retail and non-retail channels, including the acquisition of Sager Creek which is expected to provide significant operating synergies and a platform to accelerate growth in the foodservice and new vegetable segments. Building on the momentum in FY2015, DMFI expects a strong finish in FY2016.

Meanwhile, sales for Del Monte in the Philippines and S&W in Asia and the Middle East were up strongly by 19% and 17%, respectively, in FY2015.

DMPL's share of loss in the FieldFresh joint venture in India was significantly lower at US\$2.4 million from US\$4.3 million in the prior year period.

The Group generated an EBITDA of US\$95.7 million and incurred a net loss of US\$38.0 million for the financial year 2015 mainly due to acquisition-related and non-recurring expenses worth US\$62.6 million, after tax:

- *Inventory step-up of US\$24.6 million* - Purchase accounting standards required a restatement to fair market values of the assets which formed part of the acquisition. This had a corresponding impact on DMFI's costs, primarily due to an upward revaluation of inventory which corresponded to a higher cost of goods sold. This was a carryover from the Transition Period of January to April 2014 as not all the inventory at the point of acquisition had been sold during that period. The inventory step up had no cash flow impact. Moreover, the inventory affected by this carryover was sold in FY2015 so there will no longer be any impact in FY2016.
- *Bridge loans' interest expense of US\$25.3 million* – US\$150 million of the bridge loans had already been paid down in March 2015
- *Write off of Venezuela of US\$4.1 million*, as discussed earlier
- *ERP implementation of US\$9.1 million*, as discussed earlier
- *An offsetting net gain of US\$0.5 million from other items*

Before acquisition-related and other non-recurring expenses, the Group recorded an EBITDA of US\$156.1 million and a net income of US\$24.5 million for fiscal year 2015.

For the next financial year, from May 2015 to April 2016, the Group does not expect to incur any significant expenses relating to the acquisition nor the transition.

The Group's cash flow from operations for the full year was US\$232.2 million, more than double that of prior year's US\$105.4 million.

### **VARIANCE FROM PROSPECT STATEMENT**

The results of the full year period were in line with earlier guidance that the recurring earnings (before acquisition related expenses and non-recurring expenses) would be higher than prior year period.

## BUSINESS OUTLOOK

Fiscal year 2015 was a year of transition, integration, and strengthening the core business. DMPL successfully laid a solid foundation from which it will execute its growth plans in the coming year. Without the acquisition and non-recurring expenses, DMPL looks forward to a sustained momentum and a return to profitability in fiscal year 2016.

Meanwhile, DMFI has made substantial progress developing strategically compelling growth initiatives across both retail and non-retail channels, including the acquisition of Sager Creek which is expected to provide significant operating synergies and a platform to accelerate growth in the foodservice and new vegetable segments. Building on the momentum in FY2015, DMFI expects a strong finish in FY2016.

DMFI's back office functions were outsourced to a global service provider in the Philippines in February 2015. These cost saving measures are expected to improve the Group's operating margin in FY2016 and beyond.

## REVIEW OF TURNOVER, GROSS PROFIT AND OPERATING PROFIT

### AMERICAS

#### For the fourth quarter ended 30 April

In US\$'000	Net Sales			Gross Profit			Operating Income/(Loss)		
	FY2015	FY2014	% Chg	FY2015	FY2014	% Chg	FY2015	FY2014	% Chg
Packaged fruit and vegetable	341,828	224,316	52.4	48,565	17,177	182.7	13,233	(47,873)	127.6
Beverage	10,281	5,662	81.6	937	(214)	nm	(251)	(256)	(2.0)
Culinary	62,977	53,033	18.8	7,351	5,218	40.9	(8,176)	(13,007)	(37.1)
Others	8,004	11,952	(33.0)	1,193	3,907	(69.5)	(7,311)	1,135	nm
Total	423,090	294,963	43.4	58,046	26,088	122.5	(2,505)	(60,001)	(95.8)

#### For the full year ended 30 April

In US\$'000	Net Sales			Gross Profit			Operating Income/(Loss)		
	FY2015	FY2014	% Chg	FY2015	FY2014	% Chg	FY2015	FY2014	% Chg
Packaged fruit and vegetable	1,316,296	271,013	385.7	213,005	22,084	nm	13,766	(49,402)	127.6
Beverage	43,936	21,241	106.8	1,624	1,414	14.9	(3,115)	(479)	Nm
Culinary	302,497	53,033	470.4	53,078	5,218	nm	(6,765)	(13,007)	(48.0)
Others	54,222	11,953	353.6	13,122	3,908	235.8	(10,759)	1,134	nm
Total	1,716,951	357,240	380.6	280,829	32,624	nm	(6,873)	(61,754)	(88.9)

Reported under the Americas segment are sales and profit on sales in North and South America, and Canada. Majority of this segment's sales are principally sold under the *Del Monte* brand but also under the *Contadina*, *S&W*, *College Inn* and other brands. This segment also includes sales of private label food products. Sales in the Americas are distributed across the United States, in all channels serving retail markets, as well as to the US military, certain export markets, the food service industry and other food processors.

Net sales in the Americas in the fourth quarter reached US\$423.1 million. DMFI's results were consolidated post acquisition closing on 18 February 2014.

In the fourth quarter, DMFI's sales including Sager Creek grew by 7% against the same period last year (pro forma same quarter basis). DMFI's base business has been stabilised with the initiatives taken post-acquisition, which include reverting to competitive pricing levels, reintroducing the well recognised classic Del Monte label and reinstating trade support levels, and it is now on track to generating future growth.

For the full year, DMFI's sales including Sager Creek grew by 5% against the same period last year (pro forma same quarter basis). DMFI acquired Sager Creek's assets on 11 March 2015.

## ASIA PACIFIC

### For the fourth quarter ended 30 April

In US\$'000	Net Sales			Gross Profit			Operating Income		
	FY2015	FY2014	% Chg	FY2015	FY2014	% Chg	FY2015	FY2014	% Chg
Packaged fruit and vegetable	23,033	13,070	76.2	3,217	-	100.0	658	2,051	(67.9)
Beverage	32,147	21,517	49.4	6,813	1,793	280.0	2,384	1,919	24.2
Culinary	21,162	12,185	73.7	6,041	3,003	101.2	1,848	4,366	(57.7)
Fresh fruit and others	18,334	13,589	34.9	7,077	3,163	123.7	5,041	5,309	(5.1)
Total	94,676	60,361	56.8	23,148	7,959	190.8	9,931	13,645	(27.2)

### For the full year ended 30 April

In US\$'000	Net Sales			Gross Profit			Operating Income		
	FY2015	FY2014	% Chg	FY2015	FY2014	% Chg	FY2015	FY2014	% Chg
Packaged fruit and vegetable	106,490	89,478	19.0	23,145	17,425	32.8	9,992	4,363	129.0
Beverage	123,482	102,800	20.1	28,093	19,764	42.1	10,926	164	nm
Culinary	113,748	99,219	14.6	40,503	37,069	9.3	21,790	18,578	17.3
Fresh fruit and others	67,028	57,766	16.0	14,944	14,123	5.8	8,708	8,780	(0.8)
Total	410,748	349,263	17.6	106,685	88,381	20.7	51,416	31,885	61.3

Reported under this segment are sales and profit on sales in the Philippines, comprising primarily of Del Monte branded packaged products, including Del Monte traded goods; S&W products in Asia and the Middle East both fresh and packaged; and Del Monte packaged products from the Philippines into Indian subcontinent as well as unbranded Fresh and packaged goods.

Asia Pacific's sales in the fourth quarter increased by 57% to US\$94.7 million from US\$60.4 million on higher sales in the Philippines and S&W branded business in Asia.

The Philippine market finished strong with double-digit growth across all key measures, sustaining gains from consumption-building initiatives across categories, with broader product distribution and superior in-store presence.

Sales of the S&W branded business in Asia and the Middle East also increased significantly in the fourth quarter, with robust sales from both the fresh and packaged segments. China, Japan and the Middle East generated much higher sales. S&W also started shipping Canned Fruit Cocktail to Pakistan.

Gross profit in the fourth quarter almost tripled to US\$23.1 million from US\$8.0 million. However, the operating profit was impacted by the Group's non-recurring expenses (excluding those of DMFI's) that were allocated among the different segments.

For the full year, sales in Asia Pacific grew by 18% to US\$410.7 million while operating profit jumped 61% to US\$51.4 million.

## EUROPE

### For the fourth quarter ended 30 April

In US\$'000	Net Sales			Gross Profit			Operating Income/(Loss)		
	FY2015	FY2014	% Chg	FY2015	FY2014	% Chg	FY2015	FY2014	% Chg
Packaged fruit and vegetable	7,858	6,300	24.7	847	158	436.1	225	752	(70.1)
Beverage	2,456	2,362	4.0	(24)	(103)	(76.7)	(187)	321	(158.3)
Culinary	109	–	nm	10	–	nm	6	–	nm
Others	–	–	–	–	–	–	–	–	–
Total	10,423	8,662	20.6	833	55	nm	44	1,073	(95.9)

### For the full year ended 30 April

In US\$'000	Net Sales			Gross Profit			Operating Income/(Loss)		
	FY2015	FY2014	% Chg	FY2015	FY2014	% Chg	FY2015	FY2014	% Chg
Packaged fruit and vegetable	22,011	23,138	(4.9)	2,128	1,950	9.1	183	(123)	248.8
Beverage	9,533	13,696	(30.4)	168	(2,095)	108.0	(560)	(3,627)	(84.6)
Culinary	132	–	nm	49	–	nm	41	–	nm
Others	–	–	–	–	–	–	–	–	–
Total	31,676	36,834	(14.0)	2,345	(145)	nm	(336)	(3,750)	(91.0)

Included in this segment are sales of unbranded products in Europe.

For the fourth quarter, Europe's sales grew by 21% to US\$10.4 million from US\$8.7 million on favourable pricing hence, gross profit increased significantly. However, the operating profit was impacted by the Group's non-recurring expenses (excluding those of DMFI's) that were allocated among the different segments.

For the full year, the segment's sales decreased by 14% to US\$31.7 million from US\$36.8 million on reduced sales of packaged fruits. However, operating loss in Europe was lower at US\$0.3 million from US\$3.8 million in the prior year period due to favourable mix and pricing.

## REVIEW OF COST OF GOODS SOLD AND OPERATING EXPENSES

% of Turnover	For the three months ended 30 April			For the full year ended 30 April		
	FY2015	FY2014	Comments	FY2015	FY2014	Comments
Cost of Goods Sold	84.5	90.6	Mainly due to lower pineapple cost	81.9	83.7	Mainly due to lower pineapple cost
Distribution and Selling Expenses	5.7	7.6	Mainly due to lower bad debts provision	6.8	7.5	Mainly due to lower bad debts provision
G&A Expenses	11.7	12.5	Mainly due to timing of spending	10.0	12.3	Mainly due to timing of spending
Other Operating Expenses	(3.3)	1.6	Primarily due to Sager Creek bargain purchase	(0.8)	1.0	Primarily due to Sager Creek bargain purchase



## REVIEW OF OTHER MATERIAL CHANGES TO INCOME STATEMENTS

in US\$'000	For the three months ended 30 April				For the full year ended 30 April			
	FY2015	FY2014	%	Comments	FY2015	FY2014	%	Comments
Depreciation and amortisation	(15,314)	(13,828)	10.7	Mainly due to the DMFI hyperinflation adjustment	(58,982)	(28,968)	103.6	Mainly due to the DMFI hyperinflation adjustment
Interest income	91	85	7.1	Higher interest income from operating assets	360	280	28.6	Higher interest income from operating assets
Interest expense	(23,379)	(18,108)	29.1	Higher borrowings due to the acquisition of DMFI	(94,657)	(21,927)	331.7	Higher borrowings due to the acquisition of DMFI
Share of loss of JV, (attributable to the owners of the Company)	(737)	(840)	(12.3)	Higher sales in the Indian joint venture	(2,316)	(4,268)	(45.7)	Higher sales in the Indian joint venture
Tax credit	830	21,163	(96.1)	Mainly from the tax benefit of DMFI	14,440	23,065	(37.4)	Mainly from the tax benefit of DMFI

## REVIEW OF GROUP ASSETS AND LIABILITIES

With the acquisition of DMFI, its balance sheet items have been consolidated with DMPL's resulting in higher balances for most asset and liability items.

Extract of Accounts with Significant Variances in US\$'000	30 April 2015	31 April 2014	31 Dec 2013	Comments
Joint ventures	22,590	21,008	20,193	Due to the investment made in FieldFresh and Nice Fruit
Other assets	28,326	23,688	13,208	Mainly due to higher advances to growers
Biological assets	128,640	119,923	113,174	Mainly due to increased hectares and also contributing is the higher plant crop % to total hectares.
Inventories	764,350	814,257	98,162	Due to higher sales
Trade and other receivables	232,385	215,808	115,104	Due to consolidated higher sales
Cash and cash equivalents	35,618	28,401	132,921	Due to higher borrowings
Financial liabilities – non-current	1,272,945	934,385	11,260	Higher borrowings due to the acquisition of DMFI
Financial liabilities – current	445,542	919,579	265,404	Due to working capital requirements and payment of short term loans
Trade and other payables	376,643	257,749	104,539	Due to higher accrued expenses
Current tax liabilities	1,299	126	5,146	Due to timing of tax payment

## SHARE CAPITAL

Total shares outstanding were at 1,944,035,406 as of 30 April 2015; (30 April 2014: 1,296,600,071). The Group successfully placed out 5.5 million ordinary shares in the Philippines on 30 October 2014 and successfully completed a Rights Issue in March 2015 resulting in new shares of 641,935,335. Share capital increased to US\$19.5 million as of 30 April 2015 and (30 April 2014: US\$13.0 million). Market price options and share awards were granted pursuant to the Company's Executive Stock Option Plan and Restricted Share Plan as set out in the table below.

Date of Grant	Options	Share Awards	Recipient(s)
7 March 2008	1,550,000	1,725,000	Key Executives
20 May 2008	–	1,611,000	CEO
12 May 2009	–	3,749,000	Key Executives
29 April 2011	–	2,643,000	CEO
21 November 2011	–	67,700	Non-Executive Director
30 April 2013	150,000	486,880	Key Executives
22 August 2013	–	688,000	Executive/Non-Executive Directors

The number of shares outstanding includes 900,420 shares held by the Company as treasury shares as at 30 April 2015 (30 April 2014: 900,420). There was no sale, disposal and cancellation of treasury shares during the period and as at 30 April 2015.

## BORROWINGS AND NET DEBT

Liquidity in US\$'000	As at 30 April		As at 31 December
	2015	2014	2013
Gross borrowings	(1,718,487)	(1,853,964)	(276,664)
Current	(445,542)	(919,579)	(265,404)
Secured	(98,362)	(112,308)	–
Unsecured	(347,180)	(807,271)	(265,404)
Non-current	(1,272,945)	(934,385)	(11,260)
Secured	(924,695)	(923,160)	–
Unsecured	(348,250)	(11,225)	(11,260)
Less: Cash and bank balances	35,618	28,401	132,921
Net debt	(1,682,869)	(1,825,563)	(143,743)

The Group's net debt (cash and bank balances less borrowings) amounted to US\$1.7 billion as at 30 April 2015. The debts are mostly related to the purchase of Del Monte Foods, Inc.

## DIVIDENDS

No dividends were declared for this quarter and corresponding prior year quarter.

## INTERESTED PERSON TRANSACTIONS

The aggregate value of IPT conducted pursuant to shareholders' mandate obtained in accordance with Chapter 9 of the Singapore Exchange's Listing Manual was as follows:

In US\$'000	Aggregate value of all IPTs (excluding transactions less than S\$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)		Aggregate value of all IPTs conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than S\$100,000)	
	FY2015	FY2014	FY2015	FY2014
For the Fourth Quarter of the fiscal year				
Nutri-Asia, Inc.	–	–	3,273	1,427
DMPI Retirement Fund	–	–	1,524	810
NAI Retirement Fund	–	–	582	322
<b>Aggregate Value</b>	–	–	<b>5,379</b>	<b>2,559</b>

## RULE 704(13)

Person occupying a managerial position in the issuer or any of its principal subsidiaries who is a relative of a Director or Chief Executive Officer or substantial shareholder of the issuer:

<b>Name</b>	<b>Age</b>	<b>Family relationship with any director and/or substantial shareholders</b>	<b>Current position and duties, and the year the position was held</b>	<b>Details of changes in duties and position held, if any, during the year</b>
Jeanette Beatrice Naughton	38	Daughter of Mr Joselito D Campos, Jr, the Managing Director and Chief Executive Officer of Del Monte Pacific Limited and a Director and Vice Chairman of Del Monte Foods, Inc	<u>Del Monte Foods, Inc (DMFI)</u> Appointed as Vice President, Strategic Planning on 1 March 2015. Responsible for spearheading DMFI's strategic planning function, with principal involvement in DMFI's mid-to-long term corporate vision, financial goals and key measures, business strategies and resources requirements.	Re-designation from Non-Executive Director to Executive Director on 1 March 2015.

**DEL MONTE PACIFIC LIMITED**  
**UNAUDITED CONSOLIDATED INCOME STATEMENT**

Amounts in US\$'000	For the three months ended			For the full year ended		
	30 April			30 April		
	FY2015 (Unaudited)	FY2014 (Unaudited)	%	FY2015 (Unaudited)	FY2014 (Unaudited)	%
Turnover	528,189	363,986	45.1	2,159,375	743,337	190.5
Cost of sales	(446,162)	(329,884)	35.2	(1,769,516)	(622,477)	184.3
<b>Gross profit</b>	<b>82,027</b>	<b>34,102</b>	<b>140.5</b>	<b>389,859</b>	<b>120,860</b>	<b>222.6</b>
Distribution and selling expenses	(30,161)	(27,844)	8.3	(145,877)	(55,565)	162.5
General and administration expenses	(61,658)	(45,563)	35.3	(216,289)	(91,369)	136.7
Other operating (expenses)/income	17,262	(5,978)	388.8	16,514	(7,545)	318.9
<b>Profit/(loss) from operations</b>	<b>7,470</b>	<b>(45,283)</b>	<b>116.5</b>	<b>44,207</b>	<b>(33,619)</b>	<b>231.5</b>
Financial income*	91	342	(73.4)	400	536	(25.4)
Financial expense*	(23,379)	(18,777)	24.5	(99,861)	(22,589)	342.1
<b>Net finance expense</b>	<b>(23,288)</b>	<b>(18,435)</b>	<b>26.3</b>	<b>(99,461)</b>	<b>(22,053)</b>	<b>351.0</b>
Share of loss of joint venture, net of tax	(772)	(893)	(13.5)	(2,453)	(4,568)	(46.3)
<b>Loss before taxation</b>	<b>(16,590)</b>	<b>(64,611)</b>	<b>(74.3)</b>	<b>(57,707)</b>	<b>(60,240)</b>	<b>(4.2)</b>
Tax credit	830	21,163	(96.1)	14,440	23,065	(37.4)
<b>Loss after taxation</b>	<b>(15,760)</b>	<b>(43,448)</b>	<b>(63.7)</b>	<b>(43,267)</b>	<b>(37,175)</b>	<b>16.4</b>
<b>Loss attributable to:</b>						
Owners of the Company	(14,144)	(38,741)	(63.5)	(38,047)	(32,221)	18.1
Non-controlling interest	(1,616)	(4,707)	(65.7)	(5,220)	(4,954)	5.4
<b>Loss for the period</b>	<b>(15,760)</b>	<b>(43,448)</b>	<b>(63.7)</b>	<b>(43,267)</b>	<b>(37,175)</b>	<b>16.4</b>
<b>Notes:</b>						
Depreciation and amortisation	(15,314)	(13,828)	10.7	(58,982)	(28,968)	103.6
Reversal of asset impairment	123	128	(3.9)	508	374	35.7
Provision for inventory obsolescence	(2,645)	(2,045)	29.3	(5,087)	(2,864)	77.6
Reversal/(provision) for doubtful debts	1,662	(1,221)	236.1	4,293	(3,505)	222.5
(Loss)/gain on disposal of fixed assets	(652)	34	nm	(1,278)	299	nm
<b>*Financial income comprise:</b>						
Interest income	91	85	7.1	360	280	28.6
Foreign exchange gain	–	257	nm	40	256	(84.4)
	91	342	(73.4)	400	536	(25.4)
<b>*Financial expense comprise:</b>						
Interest expense	(23,379)	(18,108)	29.1	(94,657)	(21,927)	331.7
Foreign exchange loss	–	(669)	nm	(5,204)	(662)	nm
	(23,379)	(18,777)	24.5	(99,861)	(22,589)	342.1

nm – not meaningful

Earnings per ordinary share in US cents	For the three months ended		For the full year ended 30	
	30 April		April	
	FY2015	FY2014	FY2015	FY2014
Earnings per ordinary share based on net profit attributable to shareholders:				
(i) Based on weighted average no. of ordinary shares	(0.84)	(2.99)	(2.74)	(2.49)
(ii) On a fully diluted basis	(0.84)	(2.99)	(2.73)	(2.48)

Please refer to page 3 for the Notes

\*Includes US\$3,568 for DMFI and US\$2,453 for FieldFresh in the full year of FY2015 and US\$386 for DMFI and US\$4,568 for FieldFresh in the full year of FY2014.

Includes US\$1,646 for DMFI and US\$772 for FieldFresh in the Fourth Quarter of FY2015 and US\$3,814 for DMFI and US\$893 for FieldFresh in the Fourth Quarter of FY2014.

**DEL MONTE PACIFIC LIMITED**  
**UNAUDITED STATEMENT OF COMPREHENSIVE INCOME**

Amounts in US\$'000	For the Year ended 30 April		
	2015	2014	%
<b>Loss for the period</b>	<b>(43,267)</b>	(37,175)	16.4
<b>Other comprehensive income (after reclassification adjustment):</b>			
<i>Items that will not be reclassified to profit or loss</i>			
Remeasurement of retirement plans	<b>(14,795)</b>	(3,551)	316.6
<i>Items that are or may be reclassified subsequently to profit or loss</i>			
Currency translation differences	<b>(1,653)</b>	696	(337.5)
Effective portion of changes in fair value of cash flow hedges	<b>(9,983)</b>	(2,708)	268.6
	<b>(11,636)</b>	(2,012)	478.3
<b>Other comprehensive loss for the period, net of tax</b>	<b>(26,431)</b>	(5,563)	375.1
<b>Total comprehensive loss for the period</b>	<b>(69,698)</b>	(42,738)	63.1
<b>Attributable to:</b>			
Owners of the Company	<b>(61,676)</b>	(38,114)	61.8
Non-controlling interests	<b>(8,022)</b>	(4,624)	73.5
<b>Total comprehensive income for the period</b>	<b>(69,698)</b>	(42,738)	63.1

*nm – not meaningful*

*Please refer to page 3 for the Notes*

**DEL MOTE PACIFIC LIMITED**  
**UNAUDITED STATEMENT OF FINANCIAL POSITION**

Amounts in US\$'000	Group			Company		
	30 April 2015 (Unaudited)	30 April 2014 (Audited)	31 December 2013 (Audited)	30 April 2015 (Unaudited)	30 April 2014 (Audited)	31 December 2013 (Audited)
<b>Non-Current Assets</b>						
Property, plant and equipment	578,359	501,400	99,465	–	–	–
Subsidiaries	–	–	–	715,942	715,942	85,442
Joint ventures	22,590	21,008	20,193	2,551	–	–
Intangible assets	759,700	747,827	14,862	–	–	–
Other assets	28,326	23,688	13,208	–	–	–
Deferred tax assets	80,773	45,064	10,555	–	–	–
Employee benefits	8,659	10,673	–	–	–	–
Biological assets	1,446	1,613	1,685	–	–	–
	<b>1,479,853</b>	<b>1,351,273</b>	<b>159,968</b>	<b>718,493</b>	<b>715,942</b>	<b>85,442</b>
<b>Current Assets</b>						
Inventories	764,350	814,257	98,162	–	–	–
Biological assets	127,194	118,310	111,489	–	–	–
Trade and other receivables	232,385	215,808	115,104	105,860	104,555	110,927
Cash and cash equivalents	35,618	28,401	132,921	6,126	232	100,293
	<b>1,159,547</b>	<b>1,176,776</b>	<b>457,676</b>	<b>111,986</b>	<b>104,787</b>	<b>211,220</b>
<b>Total Assets</b>	<b>2,639,400</b>	<b>2,528,049</b>	<b>617,644</b>	<b>830,479</b>	<b>820,729</b>	<b>296,662</b>
<b>Equity attributable to equity holders of the Company</b>						
Share capital	19,449	12,975	12,975	19,449	12,975	12,975
Reserves	254,407	170,301	217,681	196,364	82,868	90,587
Equity attributable to owners of the Company	273,856	183,276	230,656	215,813	95,843	103,562
Non-controlling interest	59,539	67,603	(2,273)	–	–	–
<b>Total Equity</b>	<b>333,395</b>	<b>250,879</b>	<b>228,383</b>	<b>215,813</b>	<b>95,843</b>	<b>103,562</b>
<b>Non-Current Liabilities</b>						
Financial liabilities	1,272,945	934,385	11,260	348,250	–	–
Other non-current liabilities	41,124	41,807	1,036	–	–	–
Employee benefits	129,199	101,704	1,876	–	–	–
Derivative liabilities	20,090	4,368	–	–	–	–
Environmental remediation liabilities	4,580	4,241	–	–	–	–
Deferred tax liabilities	1,092	–	–	–	–	–
	<b>1,469,030</b>	<b>1,086,505</b>	<b>14,172</b>	<b>348,250</b>	<b>–</b>	<b>–</b>

*To be continued*

**DEL MONTE PACIFIC LIMITED**  
**UNAUDITED STATEMENT OF FINANCIAL POSITION (CONTINUED)**

Amounts in US\$'000	Group			Company		
	30 April 2015 (Unaudited)	30 April 2014 (Audited)	31 December 2013 (Audited)	30 April 2015 (Unaudited)	30 April 2014 (Audited)	31 December 2013 (Audited)
<b>Current Liabilities</b>						
Trade and other payables	376,643	257,749	104,539	163,786	122,395	193,100
Financial liabilities	445,542	919,579	265,404	102,630	602,491	–
Current tax liabilities	1,299	126	5,146	–	–	–
Employee benefits	13,491	13,211	–	–	–	–
	<b>836,975</b>	1,190,665	375,089	<b>266,416</b>	724,886	193,100
<b>Total Liabilities</b>	<b>2,306,005</b>	2,277,170	389,261	<b>614,666</b>	724,886	193,100
<b>Total Equity and Liabilities</b>	<b>2,639,400</b>	2,528,049	617,644	<b>830,479</b>	820,729	296,662
NAV per ordinary share (US cents)	<b>17.15</b>	19.35	17.61	<b>11.10</b>	7.39	7.99

**DEL MONTE PACIFIC LIMITED**  
**UNAUDITED STATEMENTS OF CHANGES IN EQUITY**

	Share capital	Share premium	Translation reserve	Revaluation reserve	Remeasure- ment of retirement plan	Share option reserve	Hedging Reserve/ Swap component	Reserve for own shares	Retained earnings	Totals	Non- controlling interest	Total equity
	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000
<b>Group</b>												
<b>Fiscal Year 2014</b>												
At 1 January 2014	12,975	69,205	(45,373)	9,506	(629)	126	-	(629)	185,475	230,656	(2,273)	228,383
<b>Total comprehensive income for the period</b>												
Loss for the period	-	-	-	-	-	-	-	-	(41,764)	(41,764)	(4,725)	(46,489)
<b>Other comprehensive income</b>												
Currency translation differences	-	-	499	-	-	-	-	-	-	499	197	696
Remeasurement of retirement plan	-	-	-	-	(3,741)	-	-	-	-	(3,741)	190	(3,551)
Effective portion of changes in fair value of cash flow hedges	-	-	-	-	-	-	(2,422)	-	-	(2,422)	(286)	(2,708)
<b>Total other comprehensive income</b>	-	-	499	-	(3,741)	-	(2,422)	-	-	(5,664)	101	(5,563)
<b>Total comprehensive (loss)/income for the period</b>	-	-	499	-	(3,741)	-	(2,422)	-	(41,764)	(47,428)	(4,624)	(52,052)
<b>Transactions with owners recorded directly in equity</b>												
<b>Contributions by and distributions to owners</b>												
Capital injection by non-controlling interest	-	-	-	-	-	-	-	-	-	-	74,500	74,500
Value of employee services received for issue of share options	-	-	-	-	-	48	-	-	-	48	-	48
<b>Total contributions by and distributions to owners</b>	-	-	-	-	-	48	-	-	-	48	74,500	74,548
<b>At 30 April 2014</b>	12,975	69,205	(44,874)	9,506	(4,370)	174	(2,422)	(629)	143,711	183,276	67,603	250,879



	Share capital	Share premium	Translation reserve	Revaluation reserve	Remeasurement of retirement plan	Share Option reserve	Hedging Reserve	Reserve for own shares	Retained Earnings	Totals	Non-controlling interest	Total equity
	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000
<b>Group</b>												
<b>Fiscal Year 2015</b>												
At 1 May 2014	12,975	69,205	(44,874)	9,506	(4,370)	174	(2,422)	(629)	143,711	183,276	67,603	250,879
<b>Total comprehensive income for the period</b>												
Loss for the period	-	-	-	-	-	-	-	-	(38,047)	(38,047)	(5,220)	(43,267)
<b>Other comprehensive income</b>												
Currency translation differences	-	-	(1,555)	-	-	-	-	-	88	(1,467)	(186)	(1,653)
Effective portion of changes in fair value of cash flow hedges	-	-	-	-	-	-	(8,884)	-	-	(8,884)	(1,099)	(9,983)
Remeasurement of retirement plans	-	-	-	-	(13,278)	-	-	-	-	(13,278)	(1,517)	(14,795)
<b>Total other comprehensive income</b>	-	-	(1,555)	-	(13,278)	-	(8,884)	-	88	(23,629)	(2,802)	(26,431)
<b>Total comprehensive (loss)/income for the period</b>	-	-	(1,555)	-	(13,278)	-	(8,884)	-	(37,959)	(61,676)	(8,022)	(69,698)
<b>Transactions with owners recorded directly in equity</b>												
<b>Contributions by and distributions to owners</b>												
Value of employee services received for issue of share options	-	-	-	-	-	144	-	-	-	144	-	144
Non-controlling interest in Capital	-	-	-	-	-	-	-	-	-	-	(42)	(42)
Proceeds from issue of ordinary shares	6,474	145,638	-	-	-	-	-	-	-	152,112	-	152,112
<b>Total contributions by and distributions to owners</b>	6,474	145,638	-	-	-	144	-	-	-	152,256	(42)	152,214
<b>At 30 April 2015</b>	<b>19,449</b>	<b>214,843</b>	<b>(46,429)</b>	<b>9,506</b>	<b>(17,648)</b>	<b>318</b>	<b>(11,306)</b>	<b>(629)</b>	<b>105,752</b>	<b>273,856</b>	<b>59,539</b>	<b>333,395</b>

Company	Share capital US\$'000	Share premium US\$'000	Share option reserve US\$'000	Revenue reserve US\$'000	Treasury shares US\$'000	Total equity US\$'000
<b>Fiscal Year 2014</b>						
At 1 January 2014	12,975	69,344	126	21,746	(629)	103,562
<b>Total comprehensive income for the period</b>						
Loss for the period	–	–	–	(7,767)	–	(7,767)
Total comprehensive loss for the period	–	–	–	(7,767)	–	(7,767)
<b>Transactions with owners, recorded directly in equity</b>						
<b>Contributions by and distributions to owners</b>						
Value of employee services received for issue of share options	–	–	48	–	–	48
Total contributions by and distributions to owners	–	–	48	–	–	48
<b>At 30 April 2014</b>	<b>12,975</b>	<b>69,344</b>	<b>174</b>	<b>13,979</b>	<b>(629)</b>	<b>95,843</b>

Company	Share capital US\$'000	Share premium US\$'000	Share option reserve US\$'000	Revenue reserve US\$'000	Treasury shares US\$'000	Total Equity US\$'000
<b>Fiscal Year 2015</b>						
At 1 May 2014	12,975	69,344	174	13,979	(629)	95,843
<b>Total comprehensive income for the period</b>						
Loss for the period	–	–	–	(32,286)	–	(32,286)
Total comprehensive loss for the period	–	–	–	(32,286)	–	(32,286)
<b>Transactions with owners, recorded directly in equity</b>						
<b>Contributions by and distributions to owners</b>						
Proceeds from issue of ordinary shares	6,474	145,638	–	–	–	152,112
Value of employee services received for issue of share options	–	–	144	–	–	144
Total contributions by and distributions to owners	6,474	145,638	144	–	–	152,256
<b>At 30 April 2015</b>	<b>19,449</b>	<b>214,982</b>	<b>318</b>	<b>(18,307)</b>	<b>(629)</b>	<b>215,813</b>

**DEL MONTE PACIFIC LIMITED**  
**UNAUDITED CONSOLIDATED STATEMENT OF CASH FLOWS**

Amounts in US\$'000	For the three months ended		For the full year ended	
	30 April		30 April	
	FY2015	FY2014	FY2015	FY2014
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
<b>Cash flows from operating activities</b>				
Loss for the period	(15,760)	(43,448)	(43,267)	(37,175)
Adjustments for:				
Depreciation and amortization	15,314	13,828	58,982	28,968
Reversal of impairment loss on property, plant and equipment	(123)	(128)	(508)	(374)
Loss/(gain) on disposal of property, plant and equipment	652	(34)	1,278	(299)
Equity-settled share-based payment transactions	35	36	144	431
Share of loss of joint venture, net of tax	772	893	2,453	4,568
Finance income	(91)	(342)	(400)	(536)
Finance expense	23,379	18,777	99,861	22,589
Tax expense (benefit)	(830)	(21,163)	(14,440)	(23,065)
Net loss on derivative financial instruments	319	–	319	–
Bargain Purchase- Sager Creek	(26,568)	–	(26,568)	–
Deconsolidation of Venezuela/ PPE write off	5,102	–	5,102	–
Operating profit/(loss) before working capital changes	2,201	(31,581)	82,956	(4,893)
Changes in:				
Other assets	(24,331)	(1,452)	(29,716)	(1,866)
Inventories	108,631	94,662	101,189	107,453
Biological assets	(5,600)	(5,173)	(9,040)	(12,285)
Trade and other receivables	39,519	(6,311)	(33,654)	(3,419)
Trade and other payables	53,834	6,825	122,091	27,586
Employee Benefit	18,482	1,321	10,180	4,082
Operating cash flow	192,736	58,291	244,006	116,658
Income taxes paid	(3,278)	(6,873)	(12,457)	(11,259)
<b>Net cash flows used in operating activities</b>	<b>189,458</b>	<b>51,418</b>	<b>231,549</b>	<b>105,399</b>
<b>Cash flows from investing activities</b>				
Interest received	125	86	353	257
Proceeds from disposal of property, plant and equipment	79	36	353	410
Purchase of property, plant and equipment	(21,422)	(15,937)	(75,179)	(37,429)
Additional investment in joint venture	(948)	(1,512)	(4,245)	(4,216)
Purchase of Consumer Business Products	–	(1,707,837)	–	(1,707,837)
Purchase of Sager Creek	(75,000)	–	(75,000)	–
Deposit to escrow account for acquisition	–	100,000	–	–
<b>Net cash flows used in investing activities</b>	<b>(97,166)</b>	<b>(1,625,164)</b>	<b>(153,718)</b>	<b>(1,748,815)</b>

*To be continued*

Amounts in US\$'000	For the three months ended 30 April		For the full year ended 30 April	
	FY2015 (Unaudited)	FY2014 (Unaudited)	FY2015 (Unaudited)	FY2014 (Unaudited)
<b>Cash flows from financing activities</b>				
Interest paid	(24,946)	(7,428)	(88,160)	(10,160)
Proceeds from issue of share capital	152,953	–	155,036	–
Transactions costs related to rights issue	(2,782)	–	(2,923)	–
(Repayment)/proceeds of borrowings	(211,036)	1,584,649	(134,462)	1,685,530
Acquisition of treasury shares	–	–	–	(438)
Dividends paid	–	–	–	(8,022)
	<b>(85,811)</b>	<b>1,577,221</b>	<b>(70,509)</b>	<b>1,666,910</b>
<b>Net increase in cash and cash equivalents</b>	<b>6,481</b>	<b>3,475</b>	<b>7,322</b>	<b>23,494</b>
<b>Cash and cash equivalents at 1 May</b>	<b>29,359</b>	<b>21,848</b>	<b>28,401</b>	<b>18,872</b>
<b>Effect of exchange rate fluctuations on cash held</b>	<b>(222)</b>	<b>3,078</b>	<b>(105)</b>	<b>(13,965)</b>
<b>Cash and cash equivalents at 30 April</b>	<b>35,618</b>	<b>28,401</b>	<b>35,618</b>	<b>28,401</b>