TOMRA:
EXPANDING OUR FOOTPRINT IN THE FOOD SORTING UNIVERSE

AN INTRODUCTION TO BEST NV

✳BEST

Company profile

- Belgian company headquartered in Leuven outside Brussels
- ~300 employees in total
- Market leader in food sorting
- Active in ~40-50 markets (60 agents)
- ~3,500 sorting installations in 80 countries
- Owned by PE Group Pentahold (~50%) and 4 the founders Paul Berghmans, Eddy de Reys, Marc Ruymen, Bert Van der Auwera (~12.5% each)
- Using a wide range of self-developed technologies (laser, camera, fluo, LED, X-Ray, SWIR Laser

BEST mission

"BEST will continue to set the standard when it comes to sorting techniques. Our mission is to be the best not only through our quality and reliability, but also by tackling new areas and coming up with new ideas. That's why we are constantly striving to develop advanced, innovative and complete solutions for every sorting challenge imaginable"
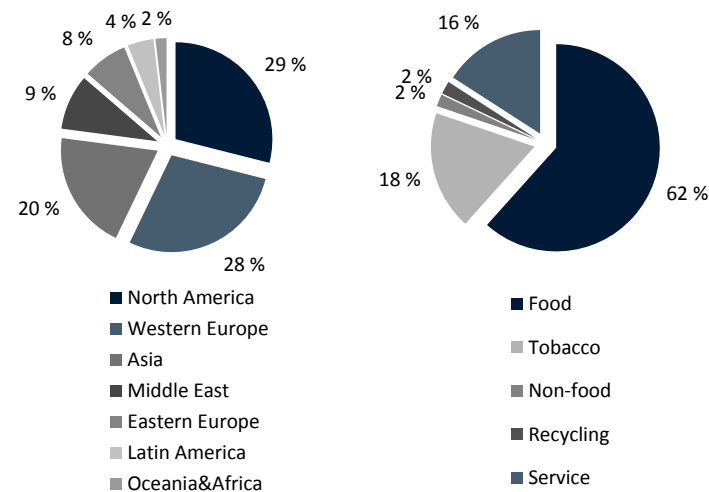
BEST Technology portfolio

| laser | camera | x-ray | fluo | SWIR | Detox |

3 year financial history*

P&L (EURm)	2009	2010	2011
Gross Revenues	48.6	72.5	87.8
Growth%		49%	21%
EBITDA	5 .1	11.4	14.3
Margin%	11.5%	16.8%	17.5%
EBITA	3.5	10.4	13.0
Margin%	7.9%	15.4%	15.9%

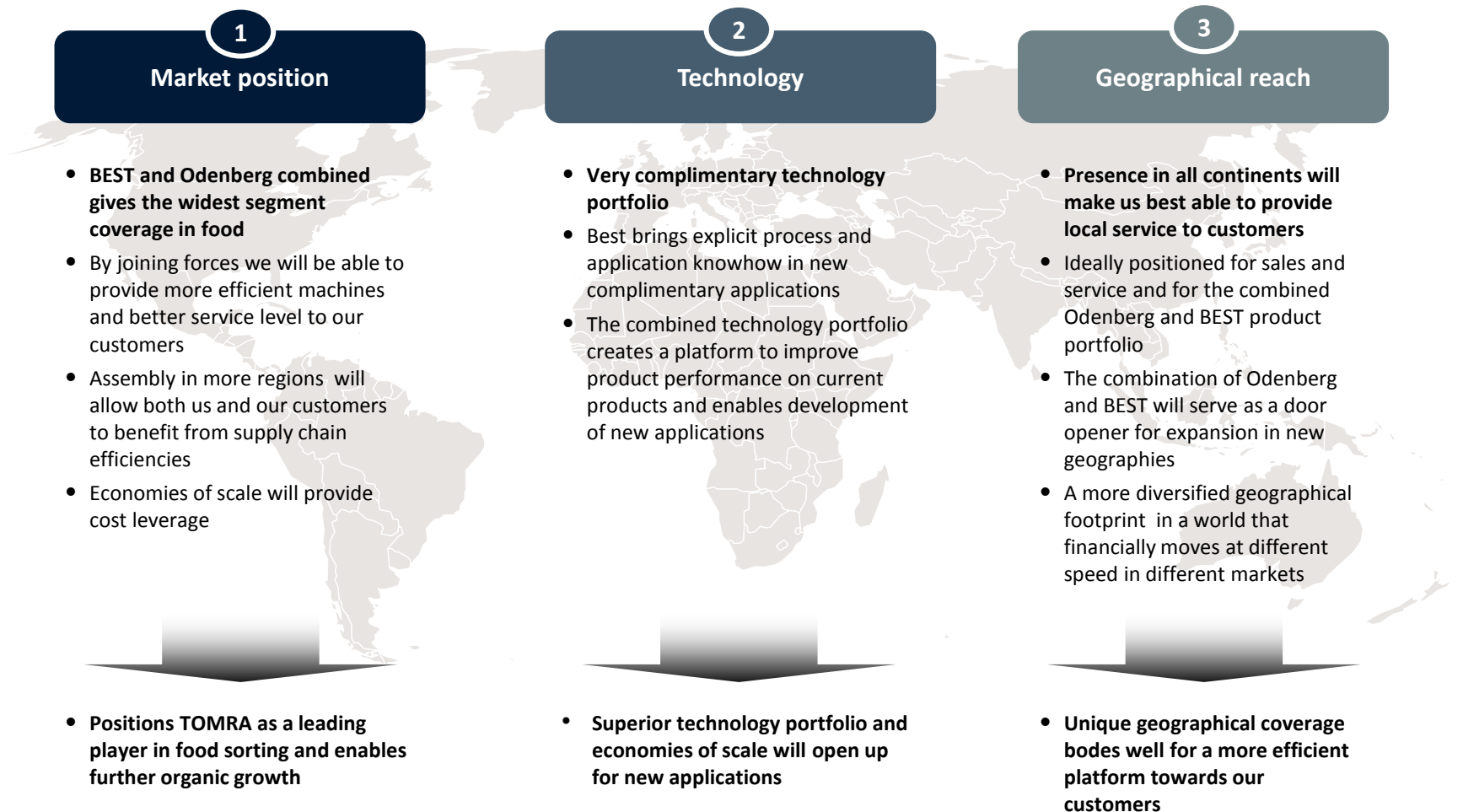* IFRS adjusted from Belgian GAAP, not harmonized with TOMRA accounting principles

Sales by segment and region (2011)

EURm, % of total

Region pie chart:
- 29 % North America
- 28 %
- 20 % Western Europe
- 9 % Asia
- 8 % Middle East
- 4 % Eastern Europe
- 2 % Latin America / Oceania&Africa

Segment pie chart:
- 62 % Food
- 18 % Tobacco
- 16 %
- 2 % Non-food
- 2 % Recycling / Service

Region legend:
- ■ North America
- ■ Western Europe
- ■ Asia
- ■ Middle East
- ■ Eastern Europe
- ■ Latin America
- ■ Oceania&Africa

Segment legend:
- ■ Food
- ■ Tobacco
- ■ Non-food
- ■ Recycling
- ■ Service

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STRATEGIC RATIONALE FOR ACQUIRING BEST

Becoming a leading player within the food universe – A large and growing market
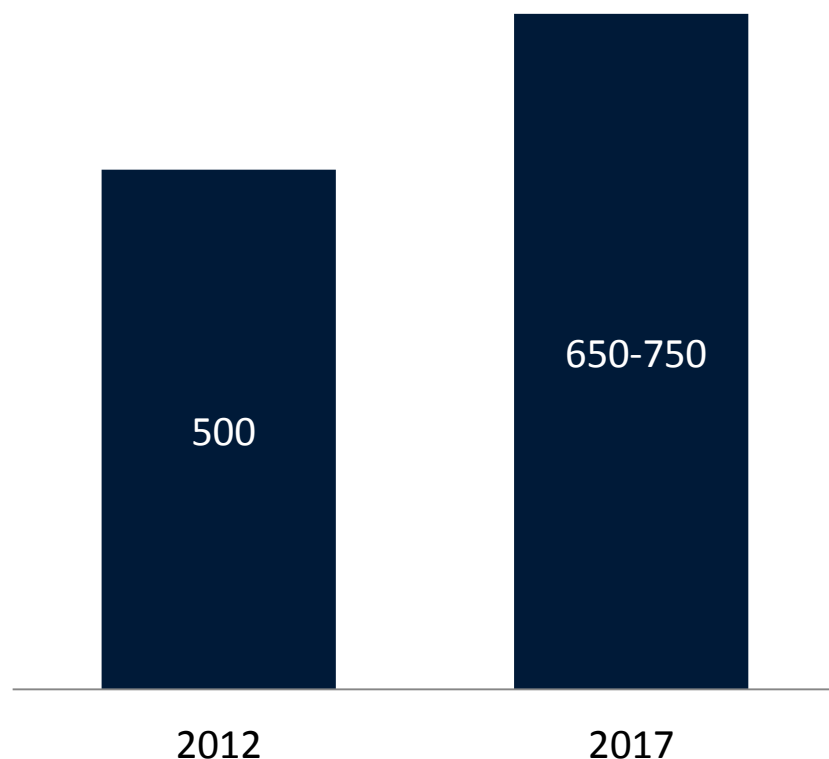
1 — Market position

- **BEST and Odenberg combined gives the widest segment coverage in food**
- By joining forces we will be able to provide more efficient machines and better service level to our customers
- Assembly in more regions will allow both us and our customers to benefit from supply chain efficiencies
- Economies of scale will provide cost leverage

- **Positions TOMRA as a leading player in food sorting and enables further organic growth**

2 — Technology

- **Very complimentary technology portfolio**
- Best brings explicit process and application knowhow in new complimentary applications
- The combined technology portfolio creates a platform to improve product performance on current products and enables development of new applications

- **Superior technology portfolio and economies of scale will open up for new applications**

3 — Geographical reach

- **Presence in all continents will make us best able to provide local service to customers**
- Ideally positioned for sales and service and for the combined Odenberg and BEST product portfolio
- The combination of Odenberg and BEST will serve as a door opener for expansion in new geographies
- A more diversified geographical footprint in a world that financially moves at different speed in different markets

- **Unique geographical coverage bodes well for a more efficient platform towards our customers**

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TOMRA COLLECTION SOLUTIONS

TOMRA SORTING SOLUTIONS

TOMRA	**Reverse Vending Machines**	TITECH	**Recycling**
Key activities	Sale and service of solutions for automated collection of used beverage containers with deposit in retail stores	**Key activities**	High speed identifying, sorting and processing of information: material, shape, size, color, defect, damage and location of objects
Share of '11 sales	~55%	**Share of '11 sales**	~13%
Employees	960	**Employees**	175
Customers	Grocery retailers	**Customers**	Material recovery facilities, scrap dealers, metal shredder operators
Market share	~65%	**Market share**	~50-60%

ORWAK	**Compaction**	commodas ultrasort	**Mining**
Key activities	The world's largest manufacturer of vertical balers	**Key activities**	The leading provider of sensor-based sorting systems for the mining industry
Share of '11 sales	~5%	**Share of '11 sales**	~4%
Employees	75	**Employees**	50
Customers	Retail, manufacturing industry, restaurant, catering & hotel, warehouse & distribution	**Customers**	Mining companies
Market share	~25%	**Market share**	~40-60%

TOMRA	**Material Recovery**	ODENBERG	**Food**
Key activities	Pick-up, transportation and processing of used beverage containers and operation of a network of collection sites in USA	**Key activities**	Optical sorting and processing solutions for food
Share of '11 sales	~15%	**Share of '11 sales**	~8%, acquired in 2011
Employees	400	**Employees**	175
Customers	Grocery retailers and beverage manufacturers	**Customers**	Food growers, packers and processors
Market share	~80%	**Market share**	~10%

1

Total annual market size

EUR million

500	650-750
2012	2017

Source: TOMRA estimates and analysis

Growth potential
- Market expected to grow at an annual rate of 5-8% overall
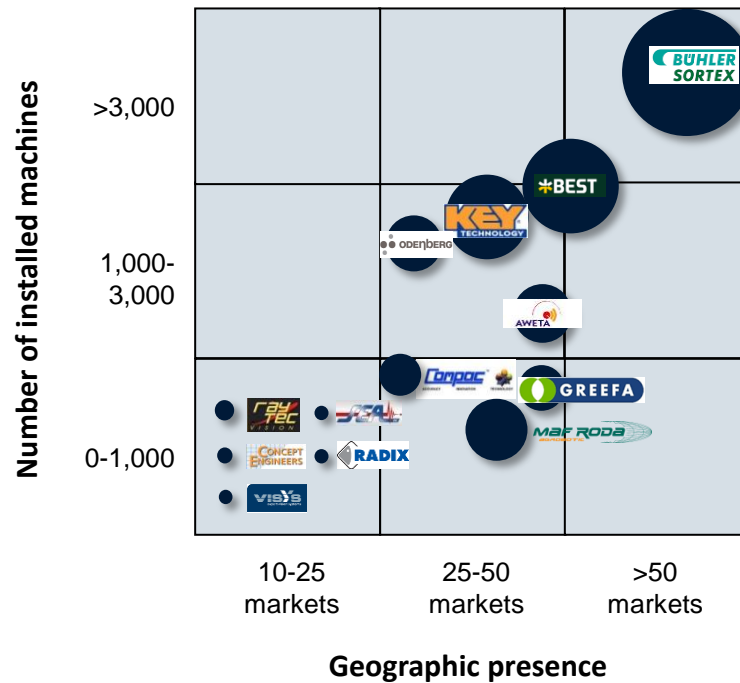
Drivers
- More sophisticated and demanding consumers with more disposable income and changing eating habits
- Tendency to more processed, packed and frozen food supporting maximum customer convenience and globalization of brands & products of processed food
- Food supply constraints calls for optimal resources productivity
- More focus on food safety, sorting out foreign objects
- Consolidation in the retail and processing sectors
  - Improving yield and quality
  - Reducing labor costs
- Globalization & increasing export
  - Verifiable quality & safety processes
  - Traceability Requirements

STRENGTHENING OF MARKET POSITIONING
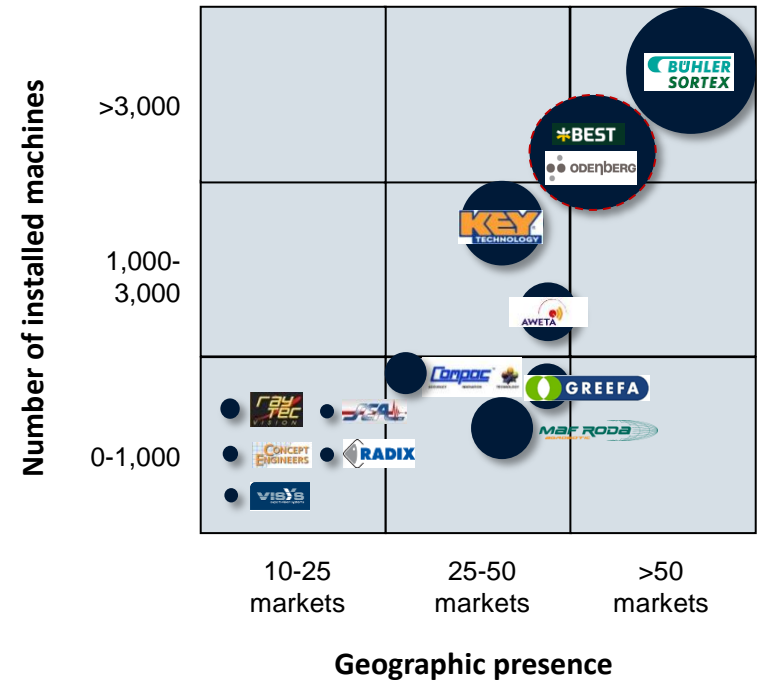
Source: TOMRA estimates and analysis

CURRENT SORTING TECHNOLOGY PORTFOLIO

[m]			
	Sensor/ Technology	**Material Property**	**Segment**
10^{-12} 10^{-11}	RM (Radiometric)	Natural Gamma Radiation	Mining
10^{-10} 10^{-9}	XRT (X-ray transmission)	Atomic Density	Recycling, Mining, Food
10^{-8} 10^{-7}	XRF	X ray fluorescence (Elemental Spectroscopy)	Recycling, Mining
10^{-6} 10^{-5} 10^{-4}	COLOR (CCD Color Camera)	Reflection, Absorption, Transmission	Recycling, Mining, Food
10^{-3} 10^{-2}	PM (Photometric)	Monochromatic Reflection /Absorption of Laser Light	Mining
10^{-1}	NIR / MIR (Near/Medium Infrared Spectrometry)	Reflection, Absorption (Molecular Spectroscopy)	Recycling, Mining, Food
10^{1} 10^{2}	LIBS	Laser induced breakdown spectroscopy	Recycling, Mining,
10^{3} 10^{4}	EM (Electro-Magnetic sensor)	Conductivity, permeability	Recycling, Mining, Food

Gamma-radiation
X-ray
Ultraviolett (UV)
Visible light (VIS)
Near Infrared (NIR)
Infrarot (IR)
Microwaves
Radio waves
Alternating current (AC)

TOMRA

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10^{-6}	COLOR (CCD Color Camera)	Reflection, Absorption, Transmission	Recycling, Mining, Food
10^{-5}			
10^{-4}			
10^{-3}	**Laser attenuation and** PM (Photometric)	Monochromatic Reflection /Absorption of Laser Light	Mining,
10^{-2}		**Scattering analysis of Laser Light**	**Food**
10^{-1}	NIR / MIR (Near/Medium Infrared Spectrometry)	Reflection, Absorption (Molecular Spectroscopy)	Recycling, Mining, Food
10^{1}	LIBS	Laser induced breakdown spectroscopy	Recycling, Mining
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10^{4}			

[m]

Gamma-radiation

X-ray

Ultraviolett (UV)

Visible light (VIS)

Near Infrared (NIR)

Infrarot (IR)

Microwaves

Radio waves

Alternating current (AC)

ODENBERG IS NUMBER ONE WITHIN ITS FIELD BUT HAS A LIMITED APPLICATION REACH

 # 1

ODENBERG

SK	**NDF**	**PFV**	**FV**	**FF**	**Other**
Seeds & Kernels	Nuts & Dried Fruit	Processed Fruits & Veg	Fresh Vegetables	Fresh Fruits	Confectionary, etc.

Circa 40%* of annual global sorter sales revenue

Circa 30%* of annual global sorter sales revenue

Circa 25%* of annual global sorter sales revenue

Circa 5%* of annual global sorter sales revenue

* TOMRA estimates

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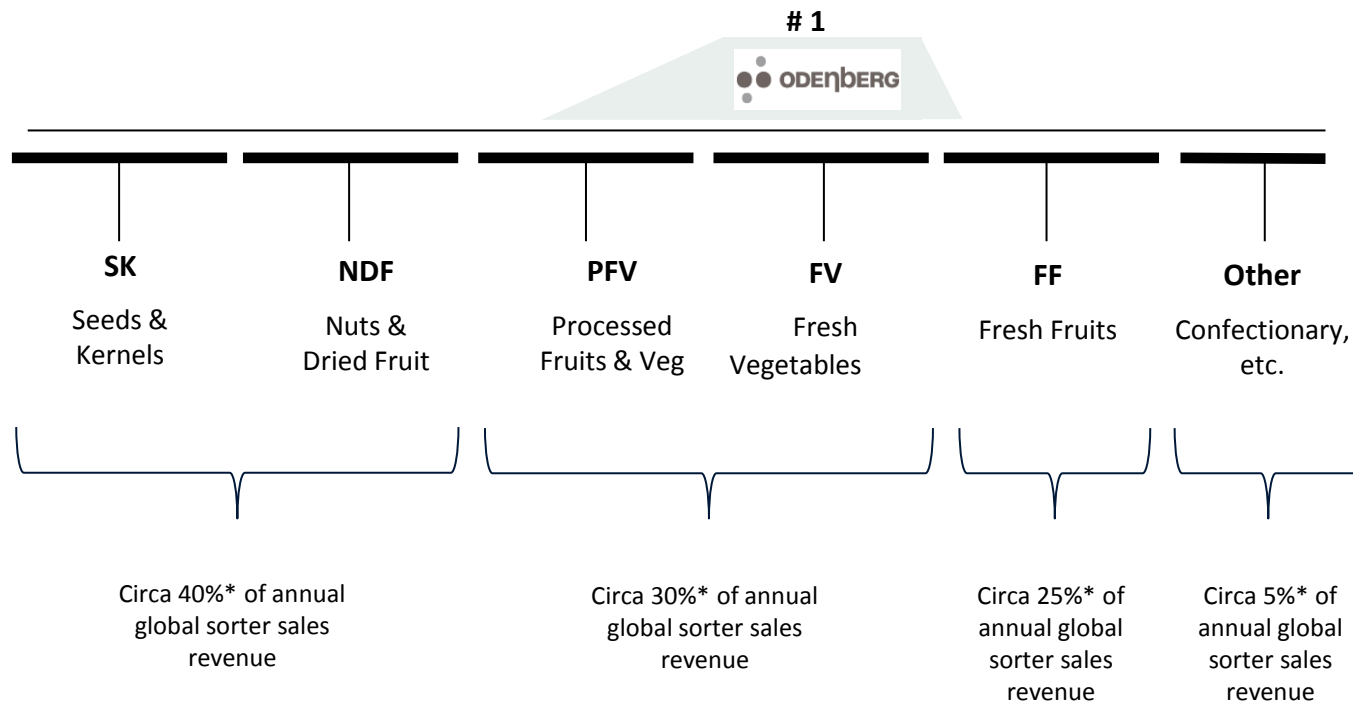
BEST COMPLIMENTS ODENBERG AND WE ARE EXPANDING OUR FOOD SORTING FOOTPRINT

TOMRA
SORTING SOLUTIONS

1   # 1

BEST   **ODENBERG**

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SIGNIFICANTLY INCREASED GEOGRAPHICAL FOOTPRINT

Industry Growth

10-15%

Recurring revenue

10-15%

Profitability (ROCE)

30-40%

	Recycling	Mining	Food	
			Odenberg	Odenberg+BEST
Market share	50-60 %	40-60 %	10 %	25%
Geographical diversity	40-50 markets	20-30 markets	30-40 markets	45-50 markets
Cyclicality	High	High	Medium	Medium

REVISED TARGETS 2010 -2015

Yearly organic growth 10-15%

Acquisitions on top

EBITA-margin 18-23%

FINANCING
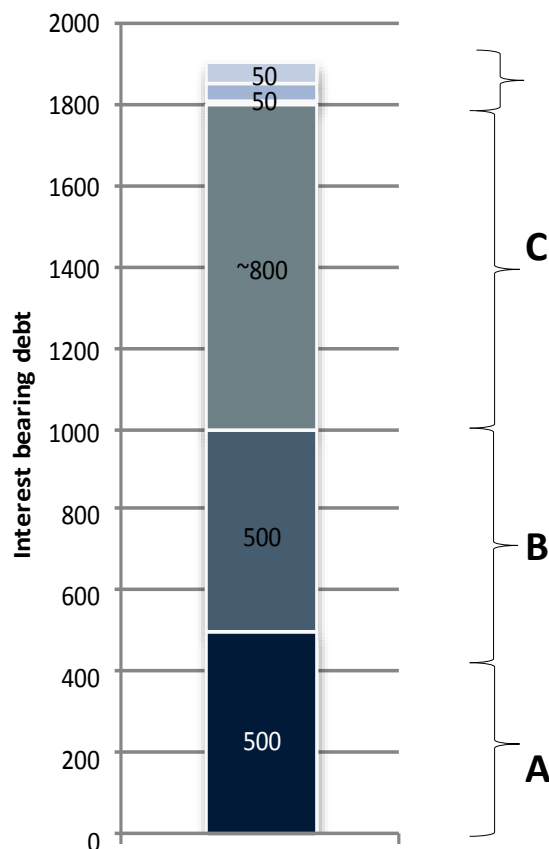
Committed and uncommitted credit lines

	Eksportfinans (A)	DNB (B)	DNB/SEB (C)*
Type	3 year term loan	5 year revolving credit facility	3 year revolving credit facility
Established	July 2011	January 2011	June 2012
Expire	July 2014	January 2016	June 2015
Amount	NOK 500 million	NOK 500 million	~EUR 105 million (~NOK 800 million)
Repayment	Bullet	Bullet	Bullet
Interest	Floating, 3m	Floating, 1-12 m	Floating, 1-9 m
Margin	52 bps above NIBOR	60 - 90 bps above NIBOR/EURIBOR	110 – 165 above EURIBOR
Pledge	Negative	Negative	TBD
Covenants	30% Equity	30% Equity	30% Equity

* Tentative terms. Loan agreement not yet signed

DEAL STRUCTURE AND FINANCING

Purchase price	EUR 138m, free of cash and interest bearing debt
Settlement	Cash at closing
Closing date	2 July (assumed)
Financing	In addition to existing drawing rights, a new 3 years revolving credit facility of ~EUR 105m will be established. Agreement not yet signed
Impact	After the transaction the Group will have an equity ratio of somewhat above 40% and a gearing level (Net Debt/ EBITDA) of approximately 2x

Interest bearing debt (NOKm)

- 50
- 50
- ~800 (New)
- 500
- 500
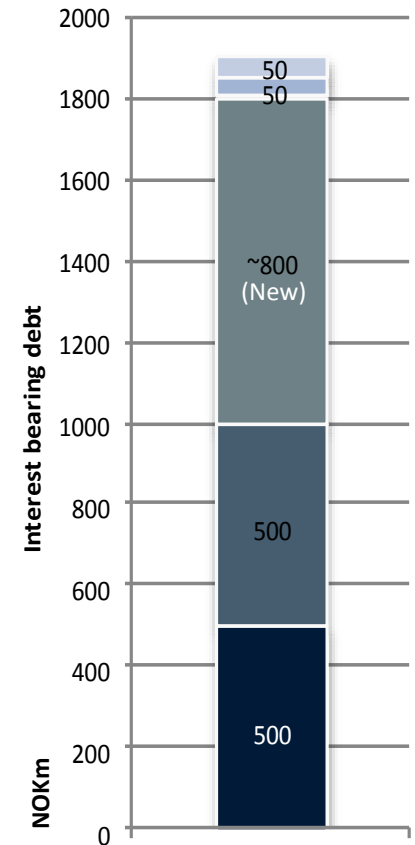
TOMRA – CREATING VALUE THROUGH TWO STRONG BUSINESS AREAS

**Sorting Solutions
A larger part of TOMRA**
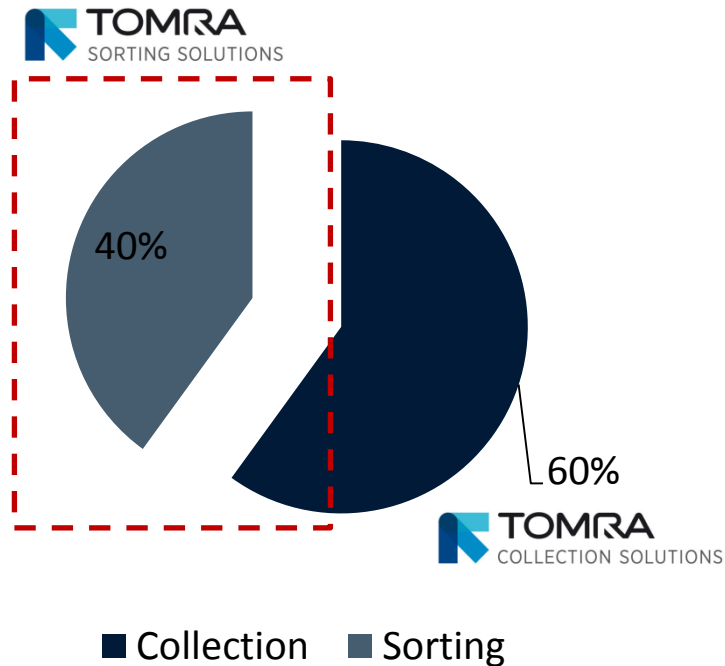
Two strong areas for value creation

40%

60%

■ Collection ■ Sorting

- Stable
- High margins
- Low cyclicality

- High growth
- High margins
- Medium cyclicality

High technology - sustainable business

Source: Rounded proforma figures after acquisition

Q&A

UNITY INTO GROWTH

TOMRA - taking a bigger role in the resource revolution