

# Bell Potter Emerging Leaders Conference

**Dave Fenlon**, Group CEO & Managing Director, BWX Ltd

15 September 2021



Natural beauty and wellness for the world

# Executive Summary



## BWX ENTERS STRATEGIC PARTNERSHIP WITH GO-TO SKINCARE

BWX to acquire 50.1% of leading Australian brand Go-To Skincare to be funded by capital raising for ~\$100.0m



## FY21 FINANCIAL PERFORMANCE

**Statutory NPAT** increased 60.9% to \$23.7m

**Underlying EBITDA** increased 11.5% to \$34.5m<sup>(1)</sup>

**Revenue** increased to \$194.1m on a reported basis (FY20: \$187.7m). Adjusted for constant currency and equity-linked strategic partnership with Chemist Warehouse<sup>(2)</sup>, increased by 8.6% to \$203.9m.

- Gross profit margin improved **134bps to 59.3%**<sup>(2)</sup>
- Cash position improved to \$70.5m and **cash conversion of 74.1%**
- Debt position reduced to \$52.4m
- Earnings **per share of 17.1c**
- Fully franked final dividend of **3.1 cents**<sup>(3)</sup>



**Despite COVID-19 driven retail lockdowns, BWX has delivered growth in sales, gross margin and profit, with increased market share across all key categories**



(1) EBITDA is a non-IFRS measure that excludes a net \$5.9m benefit comprising of \$6.9m of Acquisition Related Benefits, \$0.2m Share-Based payment relating to the equity-linked strategic partnership with Chemist Warehouse and \$0.8m impact of IFRIC agenda decision on configuration and customisation costs in cloud computing arrangements

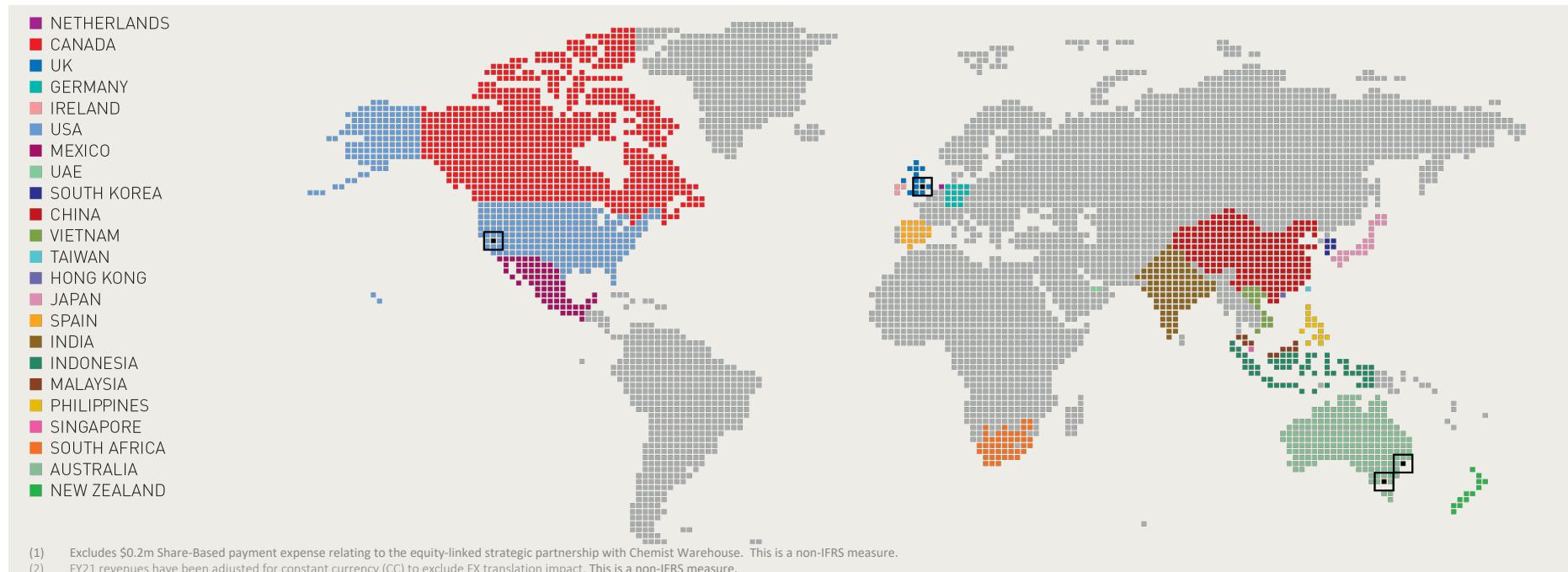
(2) Constant currency excludes FX impact from USD. This is a non-IFRS measure and excludes \$0.2m Share-Based payment expense relating to the equity-linked strategic partnership with Chemist Warehouse

(3) On 27 August 2021, BWX declared its intention to raise approximately \$100.0m from an Institutional Placement and Share Purchase Plan. Assuming that these shares are issued prior to the record date, and on the assumption that the full amount is raised, BWX anticipates that it would pay a fully-franked final dividend of 3.1 cents per share

# Segment Performance



(\$A millions)	FY20	FY21 <sup>(2)</sup>	FY21 CC <sup>(2)</sup>	% CC Growth
<b>Australia + International</b>	\$105.6	<b>\$118.4</b>	<b>\$118.8</b>	<b>12.2%</b>
<b>USA</b>	\$82.1	<b>\$75.9</b>	<b>\$85.1</b>	<b>3.7%</b>
<b>Total Revenue</b>	\$187.7	<b>\$194.3</b>	<b>\$203.9</b>	<b>8.6%</b>



# Executive Summary



## PERFORMANCE BY BRAND

**SUKIN** remains the #1 Natural Skincare Brand; the #6 Total Skincare Brand and; the #1 Natural Haircare brand in Australian Pharmacy<sup>(1)</sup>

- Net revenue up 16% YoY and **56% up 2H vs 1H**
- Gross margin maintained at 70-72%

**ANDALOU NATURALS** remains the #1 Natural Facial Skincare Brand and the #5 Haircare and Body care brand in the US Natural Channel<sup>(2)</sup>

- Net revenue down 11% YoY and flat YoY in constant currency
- Net revenue **+18% up 2H vs 1H**
- Gross margin improved to 49-51%

**MINERAL FUSION** remains the #1 Cosmetics brand in US Natural Channel and #2 Natural Cosmetics Brand in US Conventional Channel<sup>(2)</sup>

- Net revenue down 7% YoY and up 4% YoY in constant currency
- Net revenue **+19% up 2H vs 1H**
- Gross margin maintained at 56-58%

**NOURISHED LIFE** average basket size increased 17% YoY

- Net revenue up 4% YoY or 6% on a LFL basis (excluding sales of hand wash and hand sanitiser)
- Net revenue -12% down 2H vs 1H
- Gross margin maintained at 33-35% (includes freight)

<sup>(1)</sup> Data sourced from IRI Market Edge MAT to 27/06/2021 based on data definitions provided by Sukin Australia.

<sup>(2)</sup> SPINS scan data – MAT to Jul 21



# Executive Summary



## IT IS THE RIGHT STRATEGY AND NATURAL IS GOING MAINSTREAM



### DISCIPLINED EXECUTION AGAINST THREE YEAR STRATEGIC ROADMAP

Continued growth in points of distribution globally, **exceeding 1.4m in FY21** – on pace to achieve **42% more in FY22**, supported by retail partnerships and establishment of a new direct-to-consumer business unit

New manufacturing facility on track for December 2021 opening – expected to deliver margin expansion and **a step change in BWX's operational and financial performance**



### FY22 OUTLOOK

The Group continues to closely monitor external conditions with key BWX markets and regions remaining at varying stages of the COVID-19 pandemic recovery

In Australia, the Group has experienced some variability to sales as a result of state based COVID-19 restrictions

In North America, 2H21 performance showed encouraging signs of recovery vs 1H21, however the 1H22 performance remains subject to the COVID-19 situation in this region which remains uncertain

Notwithstanding the near-term uncertainty, the Group expects FY22 to benefit from:

- **Full year contribution from Woolworths, which commenced in 2H21;**
- **Full year contribution from Flora & Fauna;**
- **Continued strong performance of the Group's direct-to-consumer operations;**
- **Full year benefits from the Chemist Warehouse Strategic Partnership; and**
- **Recent distribution gains achieved in key retail channels**

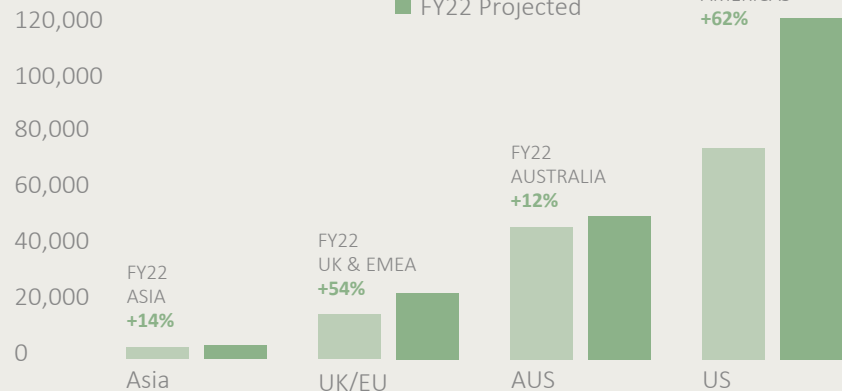
As the natural category continues to gain momentum and attract more consumers, BWX is ideally placed to benefit from and accelerate this trend with important investments made in our brands and manufacturing capability




# Expanding Points of Distribution Globally



BWx delivered 1.4 million in points of distribution for FY21  
& we are on pace to deliver 2 million global points of distribution by FY22

**FY22 Global Target +42%**



	 sukin® AUSTRALIAN • NATURAL	 ANDALOU NATURALS	 MINERAL FUSION™
FY21	635,788	382,934	407,624
FY22	935,422 +47%	522,053 +36%	564,094 +38%

Target for 2 million points of distribution are planned across the full financial year  
in line with roll out plans and retailer review schedules

# Complementary Omni-Channel Approach



We are dedicated to driving omni-channel distribution growth, ensuring that the presence of our brands is evolving with the shopping habits of our consumers

**+50** Global E-tailer Partnerships

**19,860 Points of Distribution** Sold Online

**12 Owned E-commerce** Sites Globally

**178** Global Retail Partnerships

**25** Active Markets

**18,601** Retailing Outlets

flora&fauna

LOOKFANTASTIC

ocado

FEELUNIQUE

Nourished Life

Lazada

THEHUTGROUP

Urban  
COSMETIC  
CAPITAL

Shopee

amazon

NATURISIMO  
Home of ethical beauty

Tmall

coles

Walmart

watsons

guardian

Woolworths

TARGET

Boots

CHEMIST  
WHOLESALE  
DISCOUNT  
CENTRE

H&B

WHOLE  
FOODS  
MARKET

priceline

Loblaws

SHOPPERS  
DRUG MART



# Direct-to-Consumer Focus



- Establishing BWX's **D2C business unit** led by Julie Mathers, Founding CEO of Flora & Fauna, with a vision to better service the **fast-growing** online community of **conscious consumers**
- Combined **scale** and **customer reach** positions BWX to benefit from the **structural market shift** toward online shopping
- Opportunities to leverage **supply chain, procurement,** and **cross-selling** to unlock more growth and reinvestment
- Synergies to be realised across marketing; NPД and range extensions; distribution and efficiencies - **supporting case for margin enhancement**
- EPS accretive in FY22 and **strongly EPS accretive by FY24**



Nourished Life





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## Partnership with **GO-TO** and equity raising

27 August 2021



# Executive summary

Strategic rationale for BWX	<ul style="list-style-type: none"><li>• Represents a highly strategic, complementary partnership</li><li>• Go-To's primary domestic channel to market is direct-to-consumer (DTC) supported by its best-in-class e-commerce platform, which generated 59% of FY21 sales</li><li>• Expected acceleration of BWX's (house of natural, efficacious brands) strategy, providing high quality diversification via enhanced DTC channel presence, a complementary product portfolio, access to new customers and expansion into the masstige sub-category of the premium market in both Australia and the United States</li><li>• Genuine partnership, with the Go-To business expected to operate independently, led by Zoë Foster Blake, leveraging BWX's international distribution capabilities and economies of scale</li></ul>
Equity raising	<ul style="list-style-type: none"><li>• BWX today announces a capital raising to raise approximately \$85m, comprising:<ul style="list-style-type: none"><li>– A fully underwritten institutional placement to raise approximately \$85 million, with new shares issued at an offer price of A\$4.85 per share (8.7% discount to last close as at 26 August 2021) ("<b>Placement</b>"); and</li><li>– A non-underwritten Share Purchase Plan to raise up to \$15 million ("<b>SPP</b>") (together, "<b>Equity Raising</b>" or the "<b>Offer</b>")</li></ul></li><li>• Proceeds of the Offer will be principally used to fund BWX's investment in a 50.1% partnership stake in Go-To</li><li>• As the new shares issued under the Placement will be issued prior to BWX's dividend record date, they will be entitled to BWX's final distribution for the twelve months ending 30 June 2021 of 3.1 cents per share</li></ul>
Governance arrangements	<ul style="list-style-type: none"><li>• Following the investment, Go-To Founder Zoë Foster Blake and the remaining Go-To Co-Founders will retain a strategic shareholding in Go-To</li><li>• The Partnership involves Put/Call options for Go-To Co-Founders and BWX for periods commencing in year three and on every subsequent anniversary</li><li>• The Partnership will be consolidated in BWX's financial accounts</li></ul>
Timing and conditions	<ul style="list-style-type: none"><li>• Completion of the Partnership under the Share Purchase Agreement is subject to customary closing conditions, which are expected to be satisfied at or around Q1FY22</li></ul>

# Executive summary (cont.)

<b>Overview of the Partnership</b>	<ul style="list-style-type: none"> <li>• BWX has entered into a Share Purchase Agreement to acquire a 50.1% controlling interest in Go-To Skincare (“<b>Go-To</b>”) for approximately \$89m (\$177m on a 100% EV basis) (“<b>Purchase Price</b>”) on a cash-free and debt-free basis (“<b>Partnership</b>” or “<b>Transaction</b>”)</li> <li>• The transaction represents a FY2021 EV / EBITDA acquisition multiple of 14.9x pre-synergies and 11.9x post-synergies<sup>1</sup></li> </ul>
<b>Go-To Skincare</b>	<ul style="list-style-type: none"> <li>• Founded by Zoë Foster Blake, one of the country’s most respected beauty experts, in 2014, Go-To is an Australian skin care range that provides simple, trusted and effective skin care to the masstige market</li> <li>• The portfolio also comprises Bro-To for boys and men and award-winning plant-based skin care for babies and kids, Gro-To</li> <li>• Underpinning the success of Go-To to date in addition to its best-in-class value proposition and loyal customer following, with over 1 million followers<sup>2</sup> of the brand via social media and &gt;62,000 members in its newly launched loyalty program</li> <li>• Go-To has a demonstrated track record of exceptional growth, delivering FY21 revenue of \$36.8m and EBITDA of \$11.6m<sup>3</sup>, representing a three year CAGR of 50% and 39%, respectively</li> </ul>
<b>Financial impact and synergies</b>	<ul style="list-style-type: none"> <li>• Expected to be mid-single digit Earnings per Share (“<b>EPS</b>”)<sup>4</sup> accretive on a FY21 pro-forma basis (pre-synergies) and double digit EPS accretive on a FY21 pro-forma basis post \$3m of potential synergies in the first full financial year of the Partnership</li> <li>• Identified \$3m of synergy potential<sup>5</sup> in the first full financial year of the Partnership driven by an improvement to COGS, including raw material, packaging and various procurement benefits</li> <li>• Further opportunity to accelerate international growth and unlock scale benefits leveraging BWX’s e-commerce capability to accelerate e-commerce in new markets outside of Australia, specifically the US, UK and Canada</li> </ul>

Notes: 1. FY21 EBITDA of \$11.9m is unaudited and presented post-AASB 16. 2. Across both Go-To and Zoë Foster Blake’s social media accounts. 3. EBITDA is presented on a pre-AASB 16 basis and is normalised for a small number of one-off and non-recurring items. 4. Presented post-AASB 16, on an underlying basis for BWX. Before amortisation of acquired intangibles, one-off implementation costs of synergies and one-off transaction costs. The impact of purchase price accounting has not been completed and which will impact future amortisation charges. The FY21 EPS calculation excludes certain items recorded in BWX reported NPAT which are considered non recurring, such as the acquisition related benefit of \$6.9m, other non-recurring gains and expenses and the impact of the SPP. The impact of tax on these items has not been included in the EPS calculations. 5. \$3m of potential synergies represents amount of pre-tax earnings attributable to BWX shareholders.

# GO-TO

## Leading Australian skin care brand

- Australian skin care business, Go-To, was founded in 2014 by Zoë Foster Blake to disrupt a complicated and confusing industry with best-in-class formulation, communication, connection and education
- Go-To offers an easy, simple, efficacious and curated skin care essentials range that focuses on face and body products in the masstige sub-category of the premium skin care market
- In addition to the Go-To core range, the portfolio includes Gro-To (award-winning plant-based skin for babies and kids) and Bro-To (the 'brother' brand of the Go-To range) and a recently launched Go-To Gang loyalty program

### Omni-channel

FY21 sales by channel<sup>1</sup>



### Authentic

Clean, cruelty-free, trusted brand

### ~50%

FY18 – FY21  
revenue CAGR

### Best-seller

Face Hero is a constant  
best-seller in Mecca

### ~29%

FY18 – FY20  
Domestic DTC sales CAGR

### >1m

Instagram followers<sup>2</sup>

“As a beauty editor with an extensive understanding of product, brand and consumer, I saw an enormous gap. I wanted to disrupt an industry I felt had become complicated and confusing.”

- Zoë Foster Blake, Founder and Chief Creative Officer



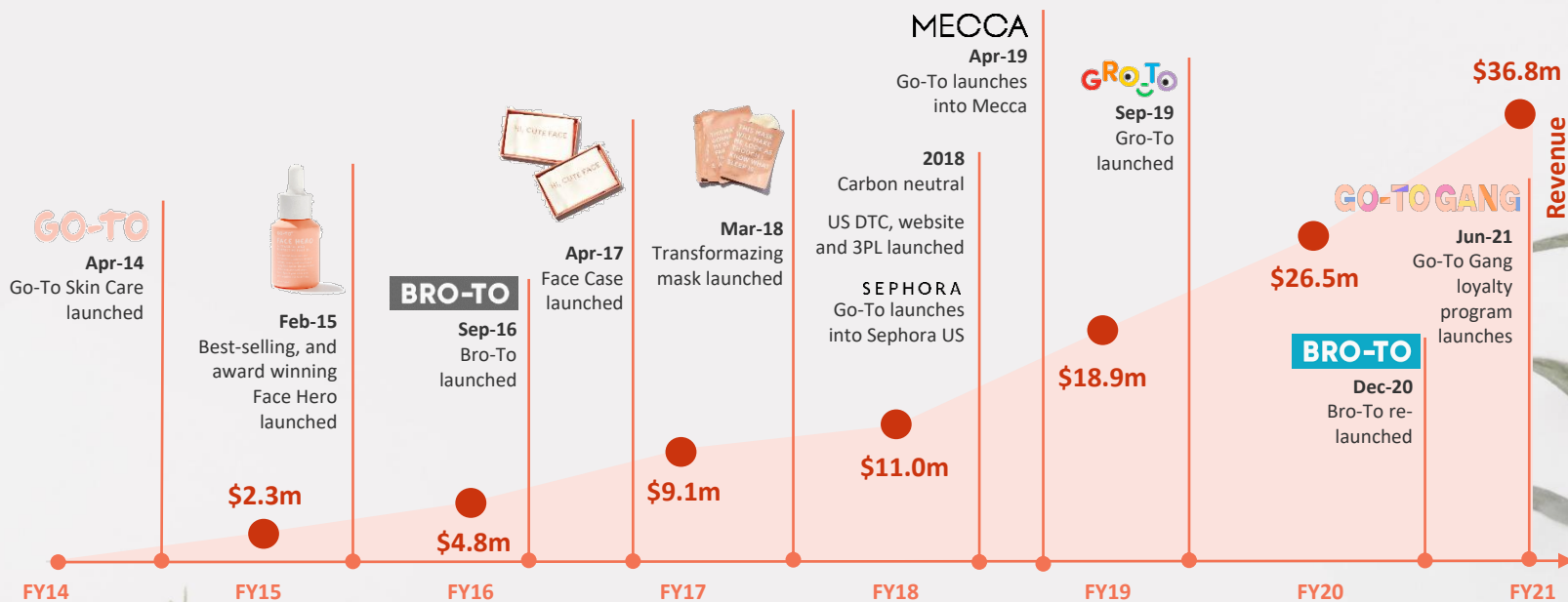
Zoë Foster Blake

One of Australia's most respected beauty experts, entrepreneurs and authors. Formerly beauty director of Harper's BAZAAR and Cosmopolitan magazine, and author of 12 books. Ambassador for Tourism Australia and Look Good Feel Better.



# GO-TO

## History of Go-To



# GO-TO

## Digital natives, with data-enriched customer engagement underpinning a best-in-class DTC platform

Loyal and sticky customers built through brand credibility, customer education and a seamless shopping experience

### Best-in-class retail DTC platform

- Simple, user friendly web-based platform
- Best-in-class DTC platform underpinned by targeted, data-enriched customer engagement
- Global delivery capabilities with same-day dispatch

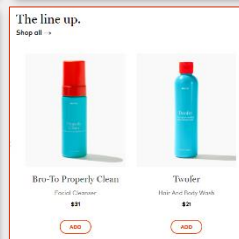
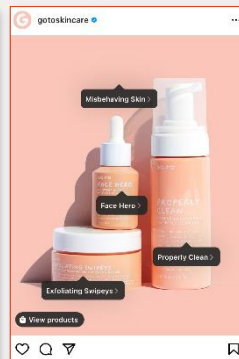
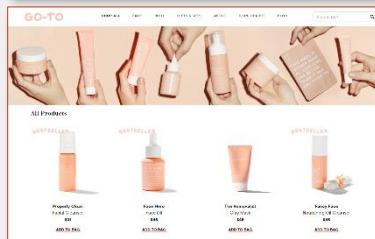
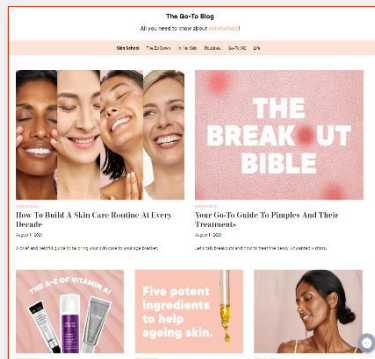
### Digital natives with a customer-first, education led approach through integrated content and marketing

- Founder-led blog
- Routine guides
- Lifestyle tips
- Go-To TV
- 'How-To' tutorials

### Loyalty program

- Birthday gifts
- First access
- Exclusives

### Instagram Q&A, livestreams and collaborations



>1 million Social media followers<sup>1</sup>

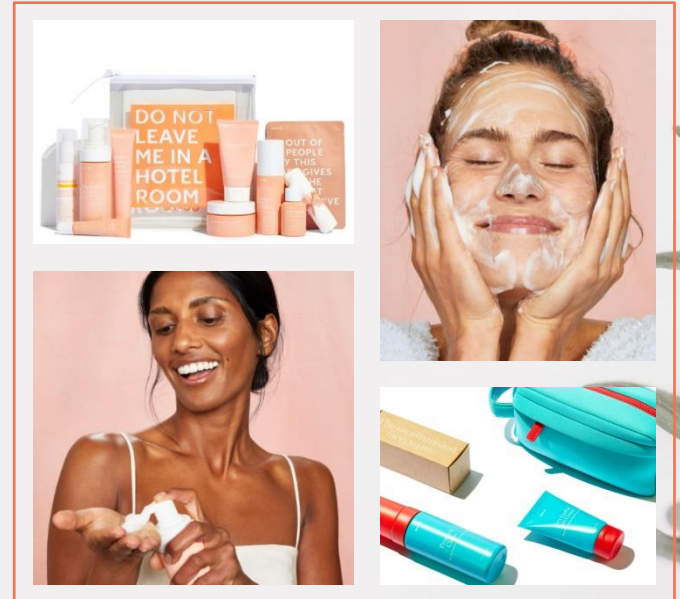
>260 thousand Go-To Instagram followers

~215 thousand Email subscribers in Go-To's database

# GO-TO

## Impact of COVID-19

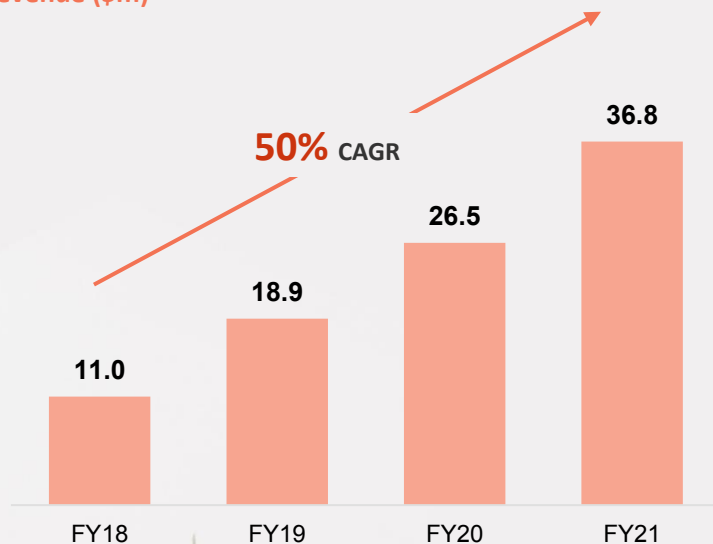
- While the duration of the current lockdowns is unknown, BWX expects there to be ongoing volatility in the trading environment in the near term until government mandated restrictions are reduced – which has impacted Mecca's physical stores in a number of states
- Mecca is an important partner for Go-To, with Mecca's high touch, high service network of 100+ boutiques across Australia and New Zealand and important driver of Go-To's brand extension, NPD rollout and new customer acquisition
- While the duration of the current lockdowns are unknown, BWX's expects there to be ongoing volatility in the trading environment in the near term, until government mandated restrictions are reduced
- Despite this, the long term outlook for Go-To remains strong:
  - no impact to Go-To's supply chain;
  - 59% of sales from the domestic DTC channel and 63% from the global DTC channel;
  - strong e-commerce penetration and attractive customer retention;
  - robust NPD pipeline with expected product roll out from September;
  - significant brand equity; and
  - partnership with BWX which will accelerate international expansion plans
- Go-To's 1H FY22 financial performance will be impacted by the COVID-19 related disruptions with financial performance during the COVID-19 disruptive period below historical levels



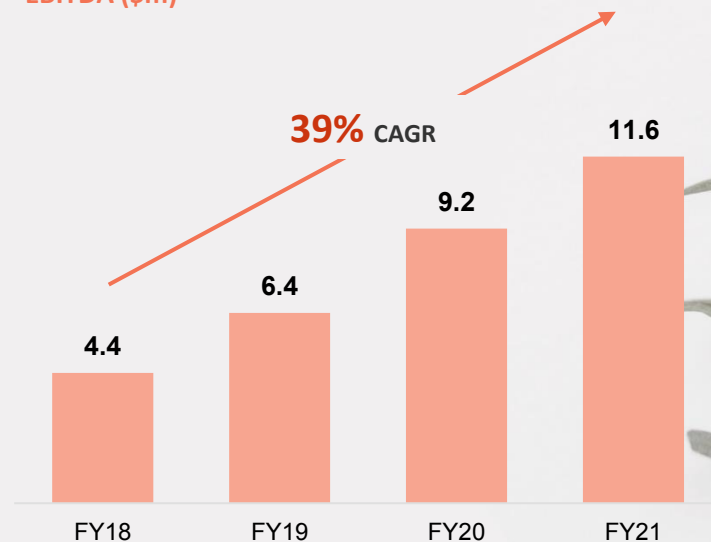
# GO-TO

## Exceptional growth track record

Revenue (\$m)



EBITDA (\$m)<sup>1</sup>



# GO-TO

## Attractive and highly complementary product portfolio

### GO-TO

Snapshot of products



**Face Hero**  
Face Oil



**Very Useful Face Cream**  
Daily Moisturiser



**Very Nourishing Body Bar**  
Facial Cleanser



**The Removalist**  
Clay Mask



**Properly Clean**  
Facial Cleanser



**Skin Party**  
Body Lotion



**Exceptionoil**  
Body Oil



**Zincredible SPF 15 Tinted**  
Tinted Moisturiser



**Exfoliating Swipeys**  
Face Exfoliator

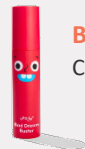
19

SKUs

### GRO-TO



**Skin Wizard**  
Nourishing Baby Oil



**Bad Dream Buster**  
Calming Room Spray



**Sud Bud**  
Gentle Bubble Bath



**Super Softy**  
Nourishing Body Lotion

5

SKUs

### BRO-TO



**Properly Clean**  
Facial Cleanser



**Twofer**  
Hair and body wash



**Very Useful Face Cream**  
Daily Moisturiser



**Face Hero**  
Face & Beard Oil

4

SKUs



# Attractive and exciting growth opportunities

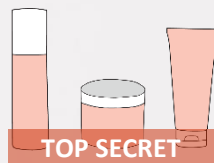
## Go-To to continue to capture market share

- With Go-To capturing approximately 1.6% market share of the Australian skin care market in CY20<sup>1</sup>, and strong industry tailwinds supporting future growth, Go-To has vast opportunity to command greater market share in the coming years



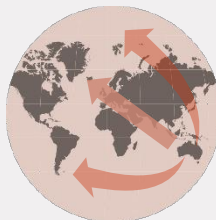
## Innovative, customer-led NPD pipeline

- Highly anticipated products set to be launched in FY22, which will help to capture new customers and expand Go-To into new categories



## Global expansion

- Expansion in the US and other target international markets
- Initial analysis has been undertaken proving Go-To's simple, fun and sleek skincare range resonates with consumers globally



## Develop Gro-To's presence and NPD

- Launching in David Jones stores in 1H22 with further opportunities to expand the range into new retailers
- Co-marketing opportunities with children's brands including books, toys and clothing



## Unlock the emerging men's skincare market

- An emerging disruptor in the beauty industry as men's knowledge of skin care booms
- Potential to expand into adjacent product categories including male focused personal and lifestyle products







## Synergy and international growth potential, leveraging BWX's capabilities

### Procurement and scale benefits

- Potential improvement of direct costs, including **raw material, packaging and various procurement benefits**
- Ability to leverage the scale of the BWX group to further **improve indirect costs**, including travel arrangements, postage and other operating expenses

### International growth

- Opportunity to accelerate international growth, leveraging:
  - **BWX's e-commerce capability**; and
  - **BWX's existing retailer partnerships** to enhance distribution in global markets to enhance e-commerce and drive growth in new markets outside of Australia, and specifically the **US, UK and Canada**

### Revenue benefits

- Potential revenue uplift from utilising existing BWX sales teams and retailer relationships to drive revenue growth
- Improve product-to-market speed via access to BWX's state-of-the-art R&D facilities and innovation capability
- Limited cannibalisation and revenue dis-synergies given minimal customer and channel overlap

*Identified \$3m of potential synergies<sup>1</sup>*



# Leading portfolio of trusted natural wellness brands and e-commerce platform



FY21 revenue<sup>1</sup>



- Natural, 100% vegan skincare brand made in Australia
- #1 natural skincare in Australian pharmacy



38%



- Certified organic and cruelty-free skincare
- #1 natural facial skincare brand in the US naturals channel



19%

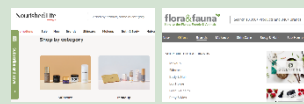


E-commerce platforms  
Nourished Life **flora&fauna**  
Kind to the Planet, People & Animals

- Australian online platforms exclusively focused on natural and ethical products



17%



- Simple, effective skincare created by Australia's most trusted beauty authority



15%



- Cruelty-free mineral make-up and skincare brand
- #1 cosmetics brand in the US natural channel



11%



# BWX

## FY22 outlook

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BWX

# Q&A

THIS MASK  
WILL MAKE  
ME LOOK AS  
THOUGH I  
KNOW WHAT  
SLEEP IS.

12 OUT OF  
10 PEOPLE  
SAY THIS  
MASK GIVES  
THEM THE  
GLOWIEST  
SKIN THEY'VE  
EVER HAD.

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This Presentation has been prepared and is issued by BWX Limited ACN 163 488 631 (**BWX or the Company**) and is dated Friday, 27 August 2021 in relation to a Capital Raising comprising:

- an offer of new fully paid ordinary shares in BWX (**New Shares**) to existing shareholders under a share purchase plan (**SPP**) under *ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547* to raise approximately \$85 million; and
- a fully underwritten placement of New Shares to institutional and sophisticated investors (**Placement**) within the Company's 15% capacity under ASX Listing Rule 7.1 to raise approximately \$15 million together (**Offer or Capital Raising**).

The Offer is being made without disclosure to investors under and *ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547* and section 708A of the *Corporations Act 2001* (Cth) (**Corporations Act**) respectively.

## Summary information

This Presentation contains summary information about the Company, the Offer and its activities current as at 27 August 2021. The information in this Presentation is of a general nature and does not purport to be complete nor does it contain all information which a prospective investor may require in evaluating a possible investment in the Company or that would be required in a prospectus or product disclosure statement prepared in accordance with the requirements of the Corporations Act.

This Presentation should be read in conjunction with the Company's other periodic and continuous disclosure announcements lodged with the ASX, which are available at [www.asx.com.au](http://www.asx.com.au). Certain market and industry data used in connection with this Presentation may have been obtained from research, surveys or studies conducted by third parties, including industry or general publications. None of the Company, its representatives or advisers have independently verified that market or industry data provided by third parties or industry or general publications.

Statements made in this Presentation are made only as at the date of this Presentation. The information in this Presentation remains subject to change without notice. The Company reserves the right to withdraw the Offer or vary the timetable for the Offer without notice.

## Not an offer

This Presentation is not an offer or invitation to acquire New Shares or any other financial products and is not a prospectus, product disclosure statement or other offering document under Australian law (and will not be lodged with ASIC) or any other law. This Presentation is not complete, is intended only as an outline and has been prepared by and issued by BWX to assist in informing interested parties about the Company and should not be considered as an offer or invitation to subscribe for or purchase any securities in the Company or as an inducement to make an offer or invitation with respect to those securities. No agreement to subscribe for securities in the Company will be entered into on the basis of this Presentation and this Presentation does not and will not form any part of any contract for the acquisition of securities.



# Important notices and disclaimer

## Not financial product advice

This Presentation does not constitute financial product or investment advice or any recommendation to acquire shares in BWX or accounting, legal or tax advice. It has been prepared without taking into account the objectives, financial or tax situation or needs of individuals. Before making an investment decision, prospective investors should consider the appropriateness of the information having regard to their own objectives, financial and tax situation and needs and obtain legal and taxation advice appropriate to their jurisdiction. BWX is not licensed to provide financial product advice in respect of the Offer or any other financial products. Cooling off rights do not apply to the acquisition of New Shares under the Offer.

## Investment risk

An investment in the New Shares is subject to investment and other known and unknown risks, some of which are beyond the control of BWX including loss of income and principal invested. The Company does not guarantee any particular rate of return or performance or any particular tax treatment. Persons should have regard to the Key Risks outlined in this Presentation.

## Financial data

All dollar values are in Australian dollars (A\$ or AUD) unless otherwise stated. Prospective investors should also be aware that the pro-forma financial information included in this Presentation is for illustrative purposes and does not purport to be in compliance with Article 11 of Regulation S-X of the rules and regulations of the United States Securities and Exchange Commission. Prospective investors should be aware that certain financial data included in this presentation is "non-IFRS financial information" under ASIC Regulatory Guide 230 Disclosing non-IFRS financial information published by ASIC and also "non-GAAP financial measures" within the meaning of Regulation G under the U.S. Securities Exchange Act of 1934. Non-IFRS/non-GAAP measures in this presentation include the pro-forma financial information, EBITDA and EBIT.

While the Company believes that this non-IFRS/non-GAAP financial information provides useful information to users in measuring the financial position and conditions of the Company, the non-IFRS/non-GAAP financial information does not have a standardised meaning prescribed by Australian Accounting Standards and, therefore, may not be comparable to similarly titled measures presented by other entities, nor should it be construed as an alternative to other financial measures determined in accordance with Australian Accounting Standards. Prospective investors are cautioned, therefore, not to place undue reliance on any non-IFRS/non-GAAP financial information and ratios included in this Presentation.

## Joint Lead Managers and advisors

Macquarie Capital (Australia) Limited (Macquarie) and Bell Potter Securities Limited (Bell Potter) have acted as Joint Lead Managers and Underwriters to the Placement. Macquarie and Bell Potter have not authorised, permitted or caused the issue or lodgement, submission, dispatch or provision of this Presentation and there is no statement in this Presentation which is based on any statement made by either of them or by any of their affiliates, officers or employees. To the maximum extent permitted by law, each of Macquarie, Bell Potter, their respective affiliates, officers, employees and advisers expressly disclaim all liabilities in respect of, and make no representations regarding, and take no responsibility for, any part of this Presentation other than references to their name and make no representation or warranty as to the currency, accuracy, reliability or completeness of this Presentation.

## Effect of rounding

A number of figures, amounts, percentages, estimates and calculations of value in this Presentation are subject to the effects of rounding.

## Past performance

Investors should note that past performance and pro forma financial information given in this Presentation is given for illustrative purposes only and should not be relied on as (and is not) an indication of BWX's views on its future financial performance or condition. Prospective investors should note that past performance, including past share price performance, of BWX cannot be relied on as an indicator of (and provides no guidance as to) future performance including future share price performance.



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## Future performance

This Presentation contains certain "forward-looking statements" that are based on management's beliefs, assumptions and expectations and on information currently available to management. The words "expect", "anticipate", "estimate", "intend", "believe", "guidance", "should", "could", "may", "will", "predict", "plan" and other similar expressions are intended to identify forward-looking statements. Any indications of, and guidance on, future operating performance, earnings, financial position and performance or production are also forward-looking statements. Forward-looking statements, opinions and estimates provided in this Presentation are based on assumptions and contingencies which are subject to change without notice, as are statements about market and industry trends, which are based on interpretations of current market conditions.

Forward-looking statements, including projections, guidance on future operations, earnings, estimates or production targets (if any), are provided as a general guide only and should not be relied on as an indication or guarantee of future performance. This Presentation contains statements that are subject to risk factors associated with BWX's business activities. It is believed that the expectations reflected in these statements are reasonable, but they may be affected by a range of variables which could cause actual results or trends to differ materially, including but not limited to earnings, capital expenditure, cash flow and capital structure risks and general business risks. No representation, warranty or assurance (express or implied) is given or made in relation to any forward-looking statement by any person (including BWX or any of its advisers). In particular, no representation, warranty or assurance (express or implied) is given that the occurrence of the events expressed or implied in any forward-looking statements in this Presentation will actually occur. Actual operations, results, performance, production targets or achievement may vary materially from any projections and forward-looking statements and the assumptions on which those statements are based. Any forward-looking statements in this Presentation are current only as of the date of this Presentation. Subject to any continuing obligations under applicable law or regulation (including the listing rules of ASX), BWX disclaims any obligation or undertaking to provide any updates or revisions to any forward-looking statements in this Presentation to reflect any change in expectations in relation to any forward-looking statements or any change in events, conditions or circumstances on which any such statement is based.

## Disclaimer

The information in this Presentation has been obtained from or based on sources believed by BWX to be reliable.

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## Acknowledgements

You acknowledge and agree that:

- the Underwriters may have interest in the securities of BWX, including by providing investment banking and debt services to BWX. Further, it may act as market maker or buy or sell securities or associated derivatives of BWX as principal or agent; and
- the Underwriters will receive fees for acting in their capacity as joint lead managers and underwriters to the Placement.

# Important notices and disclaimer

## International selling restrictions

This Presentation does not constitute an offer of the New Shares in any jurisdiction in which it would be unlawful. In particular, this Presentation does not constitute an offer to sell, or the solicitation of an offer to buy, any securities in the United States. The New Shares have not been, and will not be, registered under the US Securities Act of 1933 or the securities laws of any state or other jurisdiction of the United States, and may not be offered or sold in the United States except pursuant to an exemption from, or in transactions not subject to, the registration requirements of the US Securities Act of 1933. The distribution of this Presentation may be restricted by law in any country outside Australia. Any failure to comply with such restrictions may constitute a violation of applicable securities laws. See further International Offer Restrictions in this Presentation. By accepting this Presentation you represent and warrant that you are entitled to receive the Presentation in accordance with these restrictions and agree to be bound by their limitations.