

Webster Limited

Capital Raising
(4 for 9 Rights Issue of Ordinary Shares)

Presentation

31 May 2011



Capital Raising Overview

Offer

- WBA is undertaking a 4 for 9 fully underwritten renounceable rights issue to raise approximately \$10.9m
- Offer price is \$0.38 and reflects a 10% discount to the 1-month VWAP price of \$0.42

Purpose

The funds will be used to:

- Fund capital expenditure required to service the growing output from walnut projects
- Reduce costs and increase productivity by increasing mechanisation in the onion business
- Maintain a conservative balance sheet whilst retaining the ability to consider opportunities that may present themselves in related areas
- Reduce the requirement for borrowings during peak debt periods which occur due to the seasonal nature of the business segments



Financial Impact

Balance Sheet	Dec 2010	Adj. - TGR Sale	Adj. - Capital Raising
Current Assets			
Cash	0.02	0.02	9.92
Receivables	3.1	3.1	3.1
Inventories	8.5	8.5	8.5
Other assets	6.4	3.7	3.7
Assets for Resale	19.1	0.1	0.1
Total Current Assets	67.2	15.5	25.4
Non Current Assets			
PP&E	45.3	45.3	45.3
Biological Assets	11.2	11.2	11.2
Other	5.5	5.5	5.5
Total Non-Current	62.0	62.0	62.0
Total Assets	129.2	77.5	87.4

Balance Sheet	Dec 2010	Adj. - TGR Sale	Adj. - Capital Raising
Current Liabilities			
Payables	29.6	4.1	4.1
Borrowings	27.5	1.2	0.8
Other	9.8	9.8	9.8
Total Current	66.8	15.1	14.6
Non Current Liabilities			
Borrowings	1.3	1.3	1.3
Other	1.0	1.0	1.0
Total Non Current	2.3	2.3	2.3
Total Liabilities	69.1	17.4	16.9
NET ASSETS	60.1	60.1	70.4

Gearing	48%	4%	-11%
Shares On Issue	64.6	64.6	93.3
NTAB per share	0.93	0.93	0.76



Offer Summary

Entitlement Offer	<ul style="list-style-type: none">• 4 for 9 renounceable rights issue to raise approximately \$10.9 million.• Approximately 28.7 million new WBA shares to be issued (44% of issued capital).• Only WBA ordinary shareholders registered as such at 7.00pm (AEDT) on the record date will be entitled to participate in the Rights issue.• The offer is fully underwritten.
Offer Price	<ul style="list-style-type: none">• A\$0.38 per share.• 10% discount to WBA's 30 day VWAP for the period ending on 26 May 2011.
Record Date	<ul style="list-style-type: none">• 7.00pm (AEDT) on 8 June 2011.
Underwriter	<ul style="list-style-type: none">• JM Financial Group has been appointed as Underwriter.• 3 existing shareholders will participate as sub-underwriters
Entitlement	<ul style="list-style-type: none">• New shares issued will rank equally with existing shares from allotment.



Offer Timetable

Event	Date
Announce Rights Issue	31 May 2011
Ex Date	2 June 2011
Entitlement Trading Begins	2 June 2011
Record Date	8 June 2011
Offer document dispatch to Shareholders	15 June 2011
Entitlement Trading Ends	22 June 2011
Closing Date – last day for receipt of Applications	29 June 2011
Notice of under-subscription to ASX	4 July 2011
Dispatch of Shares under Offer	7 July 2011
Commencement of trading on a normal settlement basis	8 July 2011

**Dates are indicative only and are subject to change.*



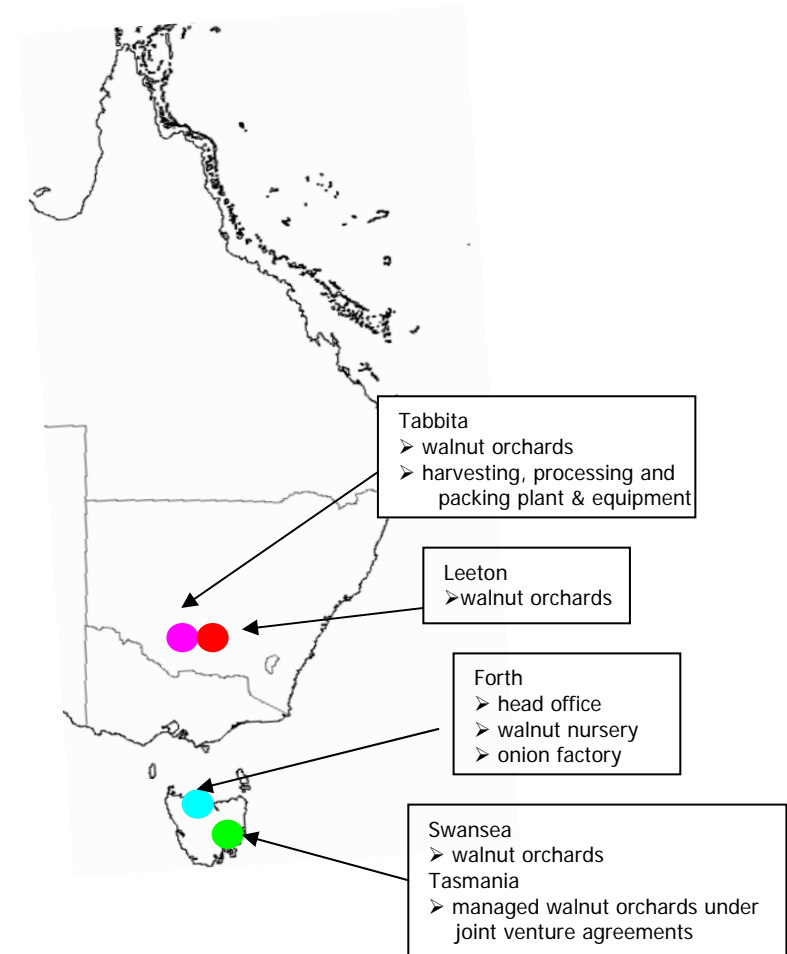
Webster Overview

Webster has restructured its business and today is a land-based food production company with 2 main operating businesses:

- Field Fresh Australia
- Walnuts Australia

Both businesses:

- Have significant export focus
- Produce counter-seasonal food to supply to northern hemisphere markets, thus providing the freshest produce for 6 months of the year



Webster Overview

Field Fresh Tasmania

- Australia's largest exporter of brown and red onions.
- Over 50,000 tonnes of brown and 2,500 tonnes of red onions are grown under contract with approximately 50 local farmers using 800 hectares.
- Export business is underpinned by forward contracts with major European supermarket.

Walnuts Australia

- Southern Hemisphere's largest orchard owner, manager and producer of walnuts.
- 2,200 ha of orchards owned and/or managed in Tasmania & NSW.
- Fully vertically integrated operation from nursery to walnut marketing.
- Production from current orchards is set to rise from an actual production of approximately 1,400 tonnes of in-shell walnuts in 2010 to an estimated 11,000 tonnes in 2016.
- WBA has received its AFSL from ASIC in preparation of assuming the role of Responsible Entity of the managed investment scheme orchards in the Riverina. (Grower vote June 2, 2011).



FY'11 Trading Update

	FY'10 A	FY'11 F	
Gross Tonnage			
Onions	40,517	52,953	31%
Co Owned Walnuts	553	547	(1%)
Other – Walnuts	810	1,481	83%
Total - Walnuts	1,363	2,028	49%
EBITDA			
Field Fresh	(2.3)	4.7	
Walnuts	2.1	1.3	
Corporate	(1.2)	(1.3)	
Total EBITDA	(1.4)	4.9	
Underlying PBT			
TGR	5.7	0.6	
Reported PBT	0.5	1.7	

Field Fresh

- Onion harvest has been completed and sales are in transit
- Gross tonnage up 31%
- Turnaround in earnings reflects
 - The restructuring of the business
 - Higher volume leveraging the existing fixed cost base
 - Favorable FX hedging
 - Strong market

Walnuts

- Harvest completed and sales ongoing
- Total gross tonnage up 49%, with strong growth in managed orchards
- Earnings have been adversely affected by
 - Strong \$A
 - A flood event at Swansea significantly reducing yield
 - Some walnut blight in both Tasmanian and Riverina orchards
 - Difficult operating conditions increasing costs

Group

- Full year forecast earnings are from ordinary operations and assume
 - Onions - a normal level of claims from customers
 - Walnuts - constant prices and demand for the balance of the selling season



Future Outlook – Beyond 2011

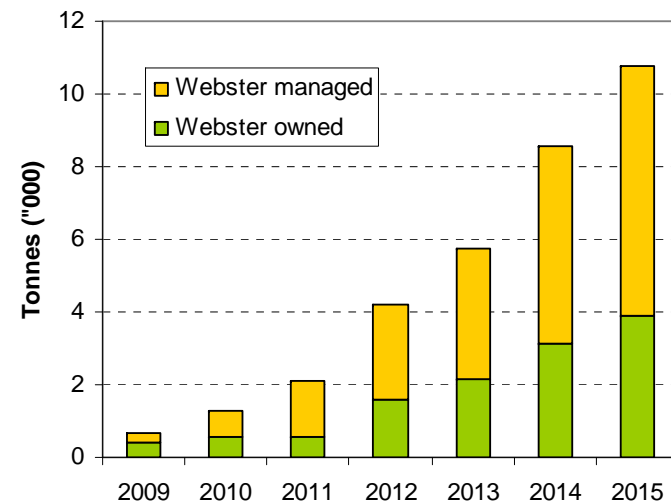
Walnuts

- Rapid production increase from existing orchards and infrastructure
- Cash flow and earnings both expected to also grow rapidly as result of production increase

Onions

- Relatively mature business cycle
- Productivity gains from increased mechanisation anticipated
- Forward contract for FY'12 will mitigate significant risk

Walnut Production Profile



Disclaimer: Above forecasts are internal management projections and, whilst subject to variance which may occur as a result of presently unknown/unforecasted agricultural events, they are company estimates at this time and based on conservative yields being achieved in California for the same varieties and under similar growing conditions.



Key Risks

Overview

- There are a number of factors, both specific to Webster and of a general nature, which may affect the future operating and financial performance of Webster and the outcome of an investment in Webster. There can be no guarantees that Webster will achieve its stated objectives, that forecasts will be met or that forward looking statements will be realised.
- Prior to making an investment decision, prospective investors should carefully consider the following risk factors, as well as the other information contained in this Offer or of which they are otherwise aware.
- The risks associated with your holding of Shares include the following:

Specific Risk Factors

Weather / agricultural conditions

- Webster is exposed to Australian weather patterns, natural disasters and associated changes in agricultural activity. Variability in weather conditions and natural disasters may impact key drivers of Webster's earnings including crop yield, size and quality, supply and demand in agricultural markets, and market prices for products.

Margins, price and costs

- Sales are impacted by the market price of products sold which are subject to market forces of supply and demand. Specifically, the sales of Webster products are subject to global pricing patterns.
- Margins are impacted by the cost of inputs such as growing costs including chemicals, fertilizers and water, processing costs including labour, and freight costs.
- Management fee income is based on a combination of fixed fee based amounts, and variable fee based amounts linked to price. The realisation of variable fee amounts will impact margins in the business.

Water availability

- Webster requires access to water for production of its products. Webster has ownership of permanent and access to temporary water rights which will support the growing of its NSW walnut crops under best horticultural practice. Should water allocations not be at 100%, which due to impact of droughts has been the experience over recent years, the cost of temporary water may increase, which would increase the cost of production.
- Webster is more reliant on natural rainfall for its Tasmanian production. The impact of droughts can negatively affect crop yield and quality. Tasmania has not experience nor is as susceptible to droughts compared to the mainland.



Key Risks

Impact of foreign exchange movements

- Export sales are made in a number of currencies predominately Euro, Japanese Yen, US dollars and Great British Pounds and translated to Australian dollars. Accordingly Webster is exposed to movements in the value of these currencies.
- The impact of exchange rate movements will vary from time to time and is dependent on any hedging entered into, the levels at which hedging contracts are arranged and the duration of hedging contracts. The impact of movements in exchange rates may be negative depending on their direction, timing and magnitude.

Product liability

- The nature of products supplied by Webster is that of a consumable food product. Such products may be liable to infestation, mould and other biological impacts which occur in natural products. Such products may also be subject to processing defaults against specification.

General risk factors

Share market conditions

- The New Shares may trade on ASX at higher or lower prices than the Issue Price following issue. There can be no guarantee that the price of the New Shares will increase.
- The price at which the New Shares trade on ASX may be affected by the financial performance of Webster and by external factors over which Webster have no control. Webster does not warrant the future performance of New Shares or any return on investments in those securities.

Economic conditions

- The operating and financial performance of Webster is influenced by a variety of general economic and business conditions including the level of inflation, international share markets, interest rates and exchange rates, government fiscal, monetary and regulatory policies and factors peculiar to the oil and gas sector. A prolonged deterioration in general economic conditions, including an increase in interest rates or a decrease in consumer and business demand, could be expected to have a material adverse impact on Webster's business or financial situation.

