



REDEEMABLE CONVERTIBLE NOTES

9.00 %
P.A.

FOR 3 YEARS

Available to wholesale and eligible
investors only

Minimum investment NZD\$50,000

**INVESTOR
PRESENTATION**

WARNING

FOR WHOLESALE AND ELIGIBLE INVESTORS ONLY

This investment opportunity does not constitute an offer of financial products to retail investors for the purposes of the Financial Markets Conduct Act 2013 (“FMCA”). There is no product disclosure statement available. Accordingly, there are not the same disclosures or levels of protection available as under a retail, regulated offer.

This presentation is given to you subject to the following terms and conditions and this information should be read carefully as it places certain risks and responsibilities on you.

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KEY TERMS OF THE OFFER

SECURITY TYPE	Redeemable Convertible Notes (Notes) in Cooks Global Foods Limited.
FACE VALUE	The Notes have a face value of NZD\$1 each.
SIZE OF OFFER	NZD\$6 million with the ability to accept over-subscriptions.
USE OF FUNDS	To fund growth projects primarily in China and for working capital.
COUPON RATE	9% per annum for 3 years.
MINIMUM APPLICATION AMOUNT	50,000 Notes.
OFFER DATE	The offer opens on 18th November 2016 and closes on 16th December 2016.
INVESTOR APPLICATIONS	Applications should be sent to Link Market Services no later than 16th December 2016. Details are set out on the application form.
SECURITY RANKING	Unsecured but rank ahead of ordinary shares.

KEY POINTS ON COOKS GLOBAL FOODS LIMITED

- An NZX-listed and regulated company
- Current total market capitalisation of NZD\$37 million
- Esquires coffee store sales of NZD\$20.4 million for the 6 months to 30 Sept 2016
- 92 Esquires coffee stores as of 1 November 2016
- Committed major shareholders and management own 83% of the company
- Leveraged for growth in China
- Two large Chinese companies own a combined 39% of the company

BOARD OF DIRECTORS



**KEITH
JACKSON**

EXECUTIVE
CHAIRMAN



**PEIHUAN
WANG**

DIRECTOR
Shandong Jiajiayue
Investments



**HUI
ZHE**

DIRECTOR
Yunnan
Metropolitan
Construction
Investments



**ANDREW
KERSLAKE**

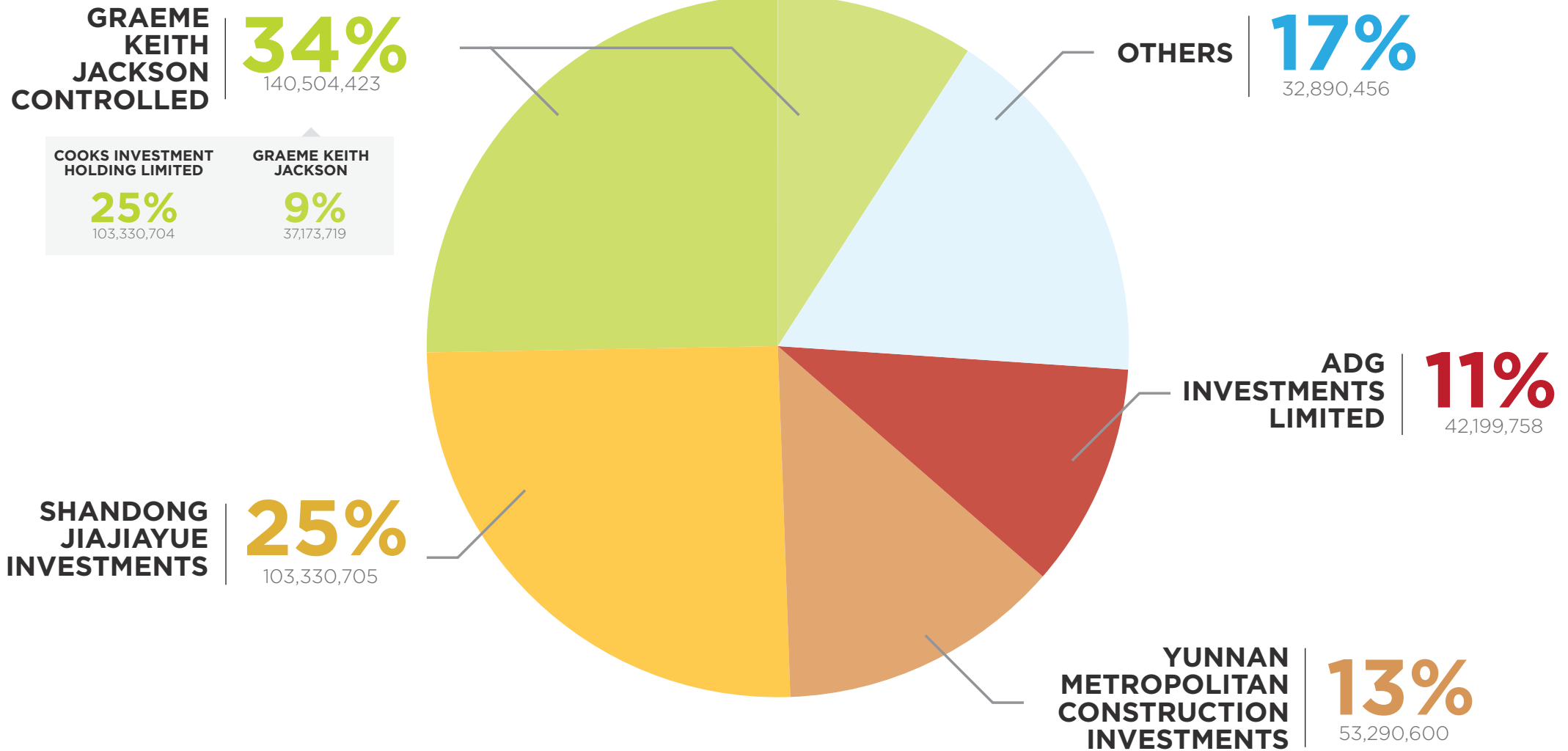
DIRECTOR



**MIKE
HUTCHESON**

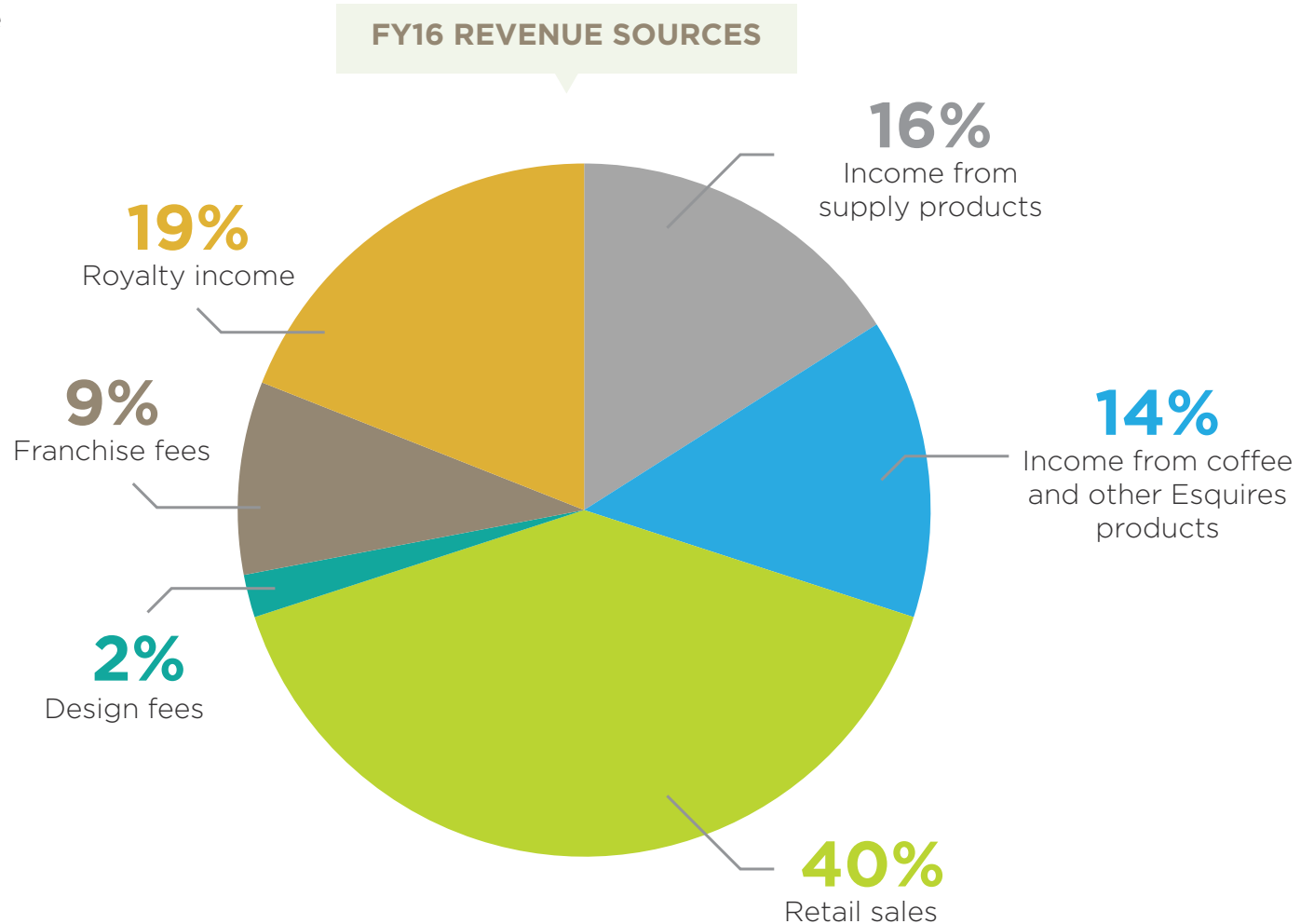
INDEPENDENT
DIRECTOR

CURRENT SHAREHOLDING STRUCTURE



HOW WE GENERATED REVENUE IN FY16

- Revenue streams through **Esquires** include income from coffee and other branded product sales; royalty income; retail store sales; non-recurring franchise fees including master franchise fees and Store opening fees
- Retail sales are from company owned stores in China (11) and UK (2)
- Design fees generated from **Design Environments** services
- Income from supply companies:
 - **Progressive Processors** international sales of kiwifruit and asparagus products
 - **Scarborough Fair** Organic and Fairtrade tea, coffee and hot chocolate sales to retail and commercial markets in New Zealand and Australia



ESQUIRES COFFEE: A STRONG 1ST HALF IN FY2017

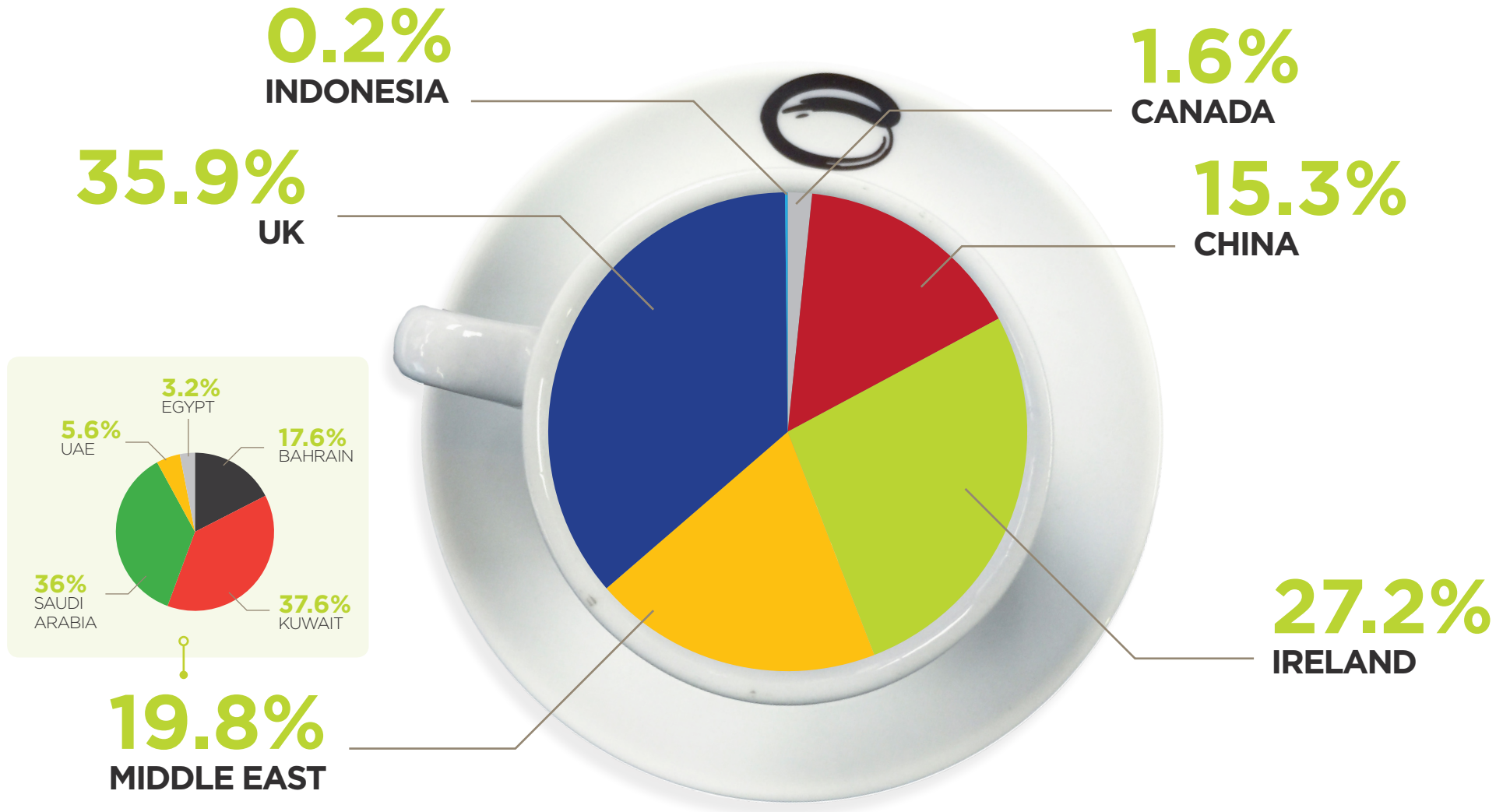
TOTAL NETWORK	30 SEPT 2016	30 SEPT 2015	VARIANCE
Store numbers	90	78	15%
Esquires coffee store sales**	NZD\$20,359,252	NZD\$18,009,393	13%
Transactions	2,134,189	1,935,194	10.3%
Average transaction value**	NZD\$9.63	NZD\$9.42	2.2%

SAME STORE	30 SEPT 2016	30 SEPT 2015	VARIANCE
Esquires coffee store sales**	NZD\$15,949,675	NZD\$15,833,582	0.7%
Transactions	1,685,898	1,734,785	-2.8%
Average transaction value**	NZD\$9.46	NZD\$9.13	3.7%

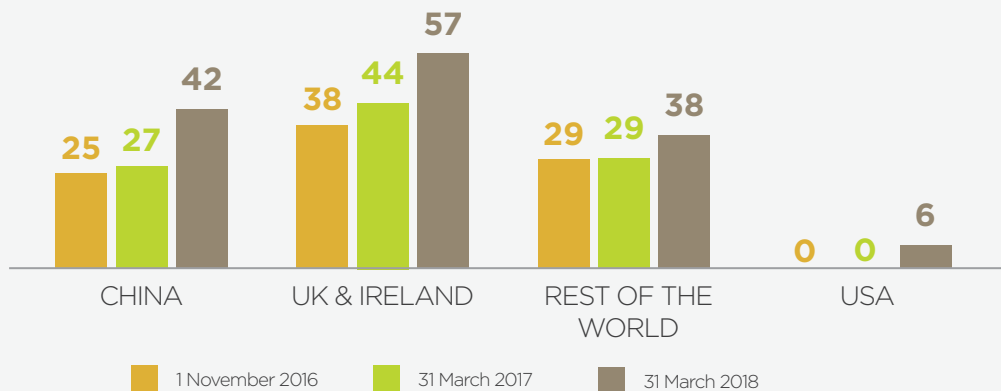
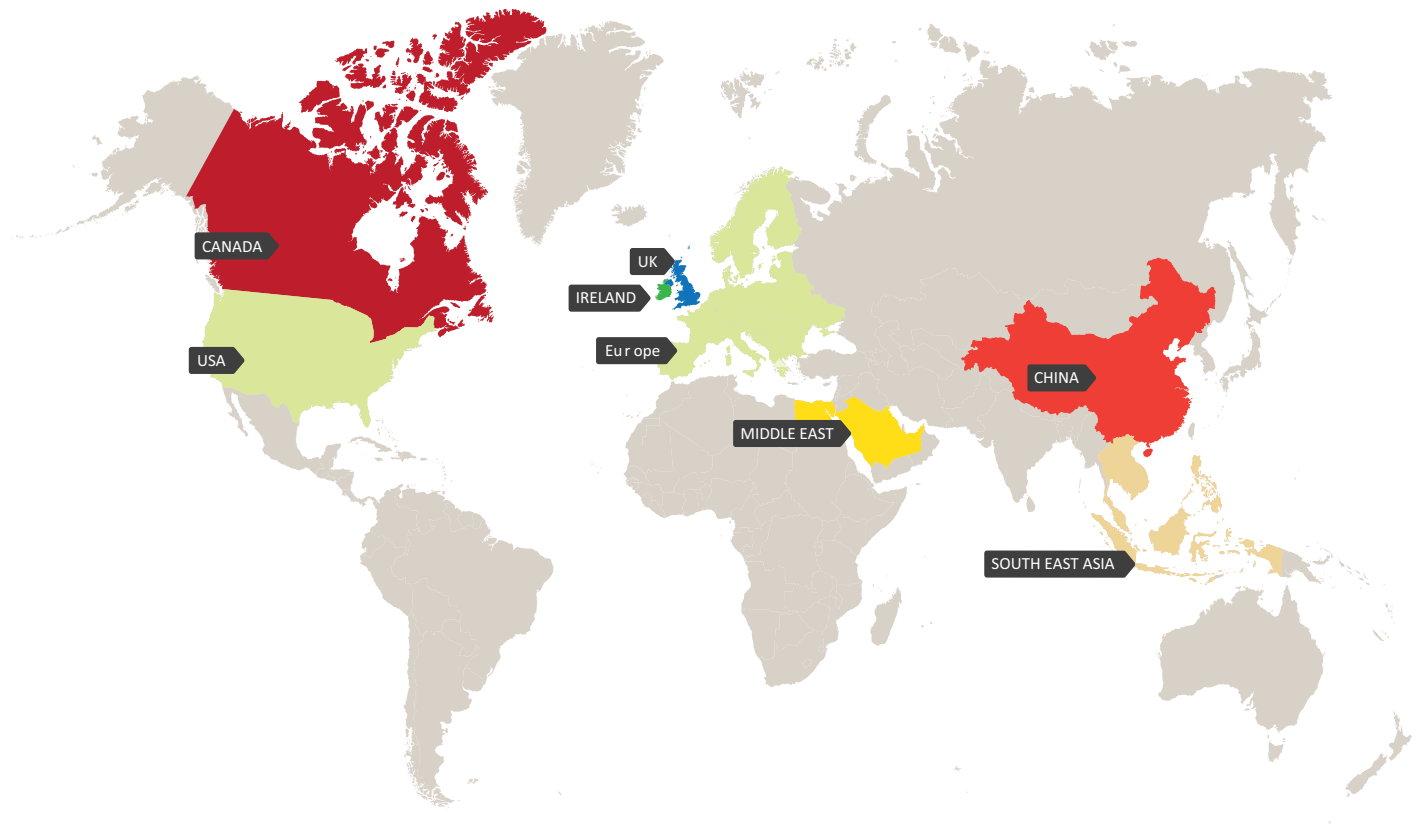
*Includes contribution of three Canadian stores from July 2015

**Constant currency figures use the conversion rate in the prior year as used in the current year to remove foreign exchange fluctuations.

ESQUIRES REVENUE BREAKDOWN FOR 1ST HALF IN FY2017



MAJOR FOCUS ON CHINA

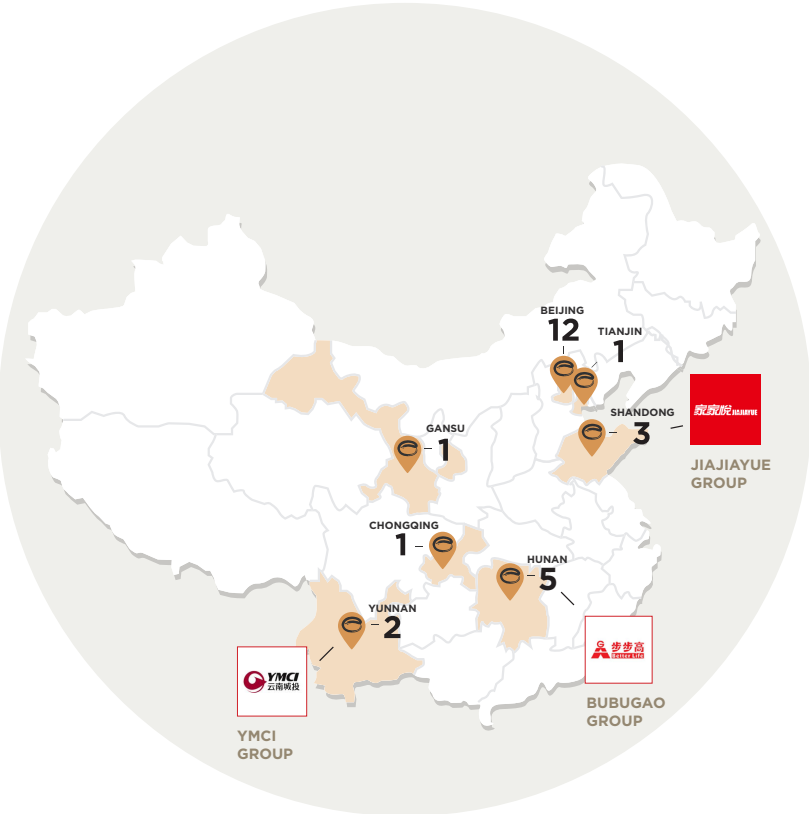


TOTAL
92 CURRENT
 STORE
 NUMBERS
 as of 1 November 2016

TOTAL
100 STORE
 NUMBERS
 by 31 March 2017

TOTAL
140 STORE
 NUMBERS
 by 31 March 2018

ESQUIRES CHINA GENERATES 15% OF SALES



Strong collaboration with local partners keep growing

- In financial year 2017, 3 new stores have been opened in Deloitte tower in Chongqing City; Meixihu Mall in Changsha City, and Bubugao Mall in Hengyang City, Hunan province.
- Keep strengthening existing collaboration and developing new partnerships.



DELOITTE TOWER
Chongqing, China



MEIXIHU MALL
Hunan, China



BUBUGAO MALL (HY)
Hunan, China

ESQUIRES CHINA HAS STRONG LOCAL PARTNERS

- We work closely with strong local partners to ensure growth.



JIAJIAYUE GROUP

JJY has 25% share holding in CGF.

Top 30 Chinese Retail Chain.

Over 600 supermarkets, plus convenience stores, hotels and commercial real estate.

Over 30,000 staff, 2014 Sales over CNY¥10 billion (NZD\$2.4 billion).

Own a sheep and beef farm at Port Waikato.

Partner with Esquires China since 2012, intent to build 50 stores in Shandong.



BUBUGAO GROUP (BETTER LIFE)

Top 30 Chinese Retail Chain

Over 472 supermarkets, plus convenience stores, hotels, shopping malls and commercial real estate.

Over 60,000 staff.

2014 Sales over CNY¥27 billion (NZD\$6.5 billion).

Partner with Esquires China since May 2015, intent to build 30 stores in Hunan Province.



YMCI GROUP

YMCI has 13% share holding in CGF.

Yunnan Metropolitan Construction and Investment Group. Ltd (YMCI) is a real estate development company, investing in China, Hong Kong and the UK.

Principally engaged in the real estate distribution, land primary development and property management.

Majority owned by Yunnan Provincial government.

Market capitalisation is CNY¥7.9 billion (NZD\$1.9 billion).

ESQUIRES GREAT BRITAIN GENERATES 36% OF SALES



- Sales from 12 rebranded stores have delivered average 9% sales growth over the prior year. The remainder of stores will be rebranded in current financial year.
- 2 new stores opened in Buckingham and Bradford with new brand image are trading well. 6 stores in the pipeline.



WINDSOR
England
After re-branding



BUCKINGHAM
England



BRADFORD
England

ESQUIRES IRELAND GENERATES 27% OF SALES



- Store numbers have grown to 12.
- In financial year 2017, 3 new stores have been opened in Dublin, including Killbarrack, Blackrock and Findlater house.
- Irish stores offer a wide range of healthy and freshly made food products.
- Ireland has the top 2 best selling stores in the Esquires system.



KILBARRACK
Dublin, Ireland



BLACKROCK MALL
Dublin, Ireland



FINDLATER HOUSE
Dublin, Ireland

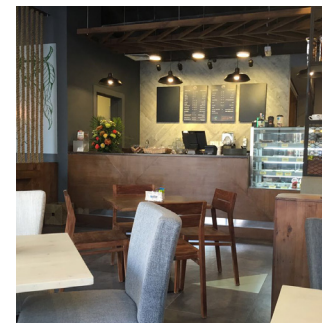
ESQUIRES MIDDLE EAST GENERATES 20% OF SALES



- Presence in 5 countries, total 24 stores.
- Jeddah airport in Saudi Arabia, has the highest foot traffic in the Esquires global network.
- Three new stores opened in Al Roshan Mall, Saudi Arabia; Kheitan in Kuwait and Abu Dhabi Mall in Abu Dhabi, UAE in FY2017.



AL ROSHAN MALL
Jeddah
Saudi Arabia



ABU DHABI MALL
Abu Dhabi



KHEITAN
Kuwait

ESQUIRES REST OF THE WORLD

- Three stores in Alberta, Canada are now in the network.
- Two stores in Jakarta, Indonesia are trading with more new stores in the pipeline.



MONTROSE
Canada



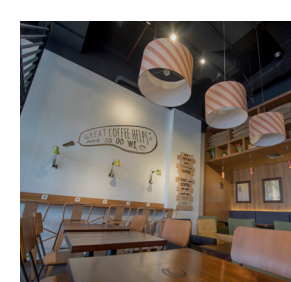
RAILTOWN
Canada



WESTSIDE
Canada



BELPARK
Indonesia



BINTARO
Indonesia

SUMMARY OF CAPITAL RAISING OFFER

- **REDEEMABLE CONVERTIBLE NOTE**
- **ATTRACTIVE TERMS**
 - 9% per annum yield for 3 years
 - Interest paid quarterly
 - Unsecured but rank ahead of ordinary shares
- **REDEEMABLE FOR ORDINARY SHARES OR CASH**
- **MINIMUM INVESTMENT NZD\$50,000**
- **FOR WHOLESALE AND ELIGIBLE INVESTORS ONLY**

DISCLAIMER

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- is a wholesale investor within the meaning of the FMCA; or
- otherwise comes within the requirements of Schedule One to the FMCA so that an offer of financial products to them shall not constitute a regulated offer under the FMCA.

A term of the Application will be that wholesale investor safe harbour certificates or other applicable certifications will allow CGF to verify an investor's status.

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