

AmRest Holdings SE
Management Board

Q4 2009
Teleconference with Investors

2 March 2010



Teleconference Details

- **AmRest Q4 2009 results** are included in **Q4 2009 Financial Report** which is available to download from Investor Relations section at: <http://www.amrest.eu>
- The recording of this TeleConference will be available at our website within 48 hours
- The AmRest participants:
 - Mark Chandler, Chief Financial Officer
 - Wojciech Mroczyński, Management Board Member
 - Drew O'Malley, Chief Operating Officer
 - Piotr Boliński, Management Board Member
 - Mateusz Sielecki, IR & BI Manager



AmRest Strategy

Scope

Achieve market dominance* through acquisitions & operating scalable (\$50+ m in annual sales), highly profitable (20%+IRR) branded QSR & CD restaurants concepts

Our unique value proposition

Through our „WJM“ culture we will deliver craveable taste and exceptional service at affordable prices.

*Dominance defined as clear sales leader in the country

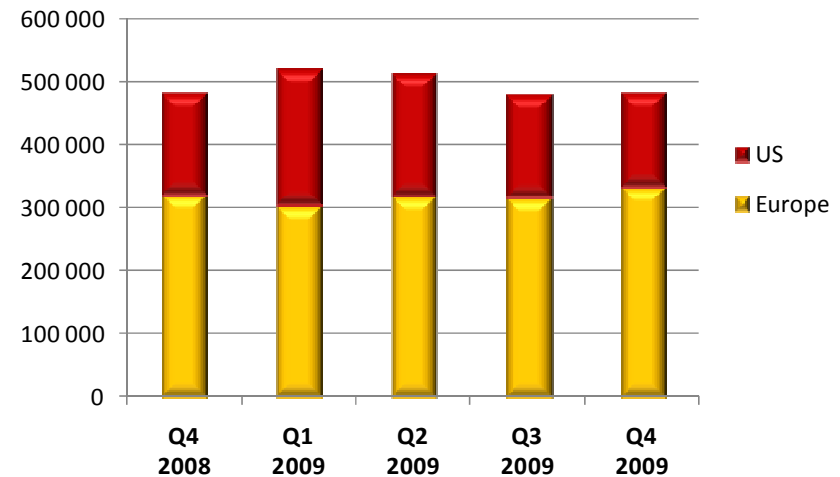


Executive Summary

- 3x3 goal realized at the end of 2009 with sales crossing PLN 2 bln (42% up compared to 2008)
- Sales in Q4'2009 flat compared to last year – slight system growth in Europe was offset by continued softening in the US
- Development of our core brands and markets continues with 8 new openings since last quarterly earnings call – total of 50 restaurants opened in 2009
- Despite weakening sales in the second half of 2009, we finished the year with strong margins (12% EBITDA margin in Europe and 3% in the US) - impact of weaker sales partially offset by lowering G&A and steady improvement in smaller markets
- Finalized the settlement of US acquisition in late November – net payment of USD 3.7 m as a result of price adjustment on 80% stake and acquisition of remaining 20% shareholding
- Spin-off of freshpoint and Rodeo Drive in progress – commitment to dispose of those brands already reflected in full year financial results
- Cash generation still strong in the last quarter (Net Debt/EBITDA at 2.1)

- European sales at its record high level** of PLN 334.6m and **continues to grow (4.0%)** with Poland and Czech Republic as a clear leaders (respectively 6.4% and 10.2%)
- Further softening of **US sales (-8.1%) is additionally enhanced by weakening USD vs. PLN** – the Q4'09 sales amounted to PLN 147.9m
- AmRest's total top line amounted to **PLN 482.4m in Q4'09** which was flat comparing to Q4'08
- Despite exclusion of freshpoint and Rodeo Drive restaurants and overall slower H2'09 the **12 TTM top line is still above PLN 2 bln**

Sales revenues by quarter (PLN thousand)



Quick Service Restaurants



Casual Dining



	Quick Service Restaurants				Casual Dining		
	KFC	freshpoint	BURGER KING	STARBUCK'S COFFEE	Pizza Hut	Rodeo Drive	Applebee's
AGREEMENT TYPE	FRANCHISE	PROPRIETARY	FRANCHISE	PARTNERSHIP	FRANCHISE	PROPRIETARY	FRANCHISE
AMREST OPERATES IN...							
No. OF AMREST RESTAURANTS	224	5	21	13	77	2	103
No. OF RESTAURANTS WORLDWIDE	13,000	5	11,200	14,000	12,300	2	1,900

- Total of **445** restaurants with **still including freshpoint and Rodeo Drive**
- 50 restaurants added to portfolio and 15 closed in 2009 (plus conversions of 6 MultiBrands into 6 single KFCs)
- 166 restaurants added to portfolio and 8 closed in 2008 (net increase of 158) - including 104 restaurants in US (AppleGrove acquisition) and 11 restaurants acquired in Russia

- Consolidated net profit at PLN 1.6 m for the quarter and PLN 38.7 m for the full year
 - European core business continues relatively strong, being the main cash contributor
 - Although US business did not drain on AmRest cash position, it still weighs on last quarter margins
 - Non-recurring items of PLN 2.1 m (related to closures) and impairment charges of PLN 4.5 m (adjustment for underperforming stores) reported in Q4'2009
 - Finance income of PLN 5.3 m includes the final true-up of pricing related to US business minority stake acquisition (PLN 4.7 m)
- Focus on margins across all markets continues
 - Continued efforts of strengthening the customer base in smaller markets start to pay off – improvements already seen in Starbucks and KFC in Hungary, Russia and Bulgaria
 - Core business in Poland and Czech Republic currently under the heaviest pressure due to softness of retail market
 - Support resources further leveraged – quarterly G&A expenses down by 0.8% (relative to sales)
- FY 2009 profit from continued operations up by 29% compared to last year (PLN 51.6 m in 2009 vs PLN 39.9 m last year) – profitability expected to improve after the exclusion of proprietary brands
- Net debt remained flat compared to last quarter and stood at PLN 377.9 m – development activities of Q4'2009 were mostly funded from internal cash flows



Financial Highlights by Segment

	Q4 2009	sales revenues share	margin (% of sales)	Q4 2008	sales revenues share	margin (% of sales)	Q4 YTD 2009	sales revenues share	margin (% of sales)	Q4 YTD 2008	sales revenues share	margin (% of sales)
Sales	482 446			482 671			2 000 512			1 409 893		
Poland	197 538	40,9%		185 616	38,5%		744 933	37,2%		677 982	33,9%	
Czech	77 756	16,1%		70 561	14,6%		289 310	14,5%		225 940	11,3%	
Russia	37 556	7,8%		44 602	9,2%		161 066	8,1%		140 679	7,0%	
Other	21 714	4,5%		20 891	4,3%		79 813	4,0%		62 866	3,1%	
Total Europe	334 564	69,3%		321 670	66,7%		1 275 122	63,7%		1 107 467	55,4%	
US	147 882	30,7%		161 001	33,4%		725 390	36,3%		302 426	15,1%	
EBITDA	38 863		8,1%	46 689		9,7%	177 136		8,9%	154 635		11,0%
Poland	26 336		13,3%	35 766		19,3%	114 508		15,4%	118 490		17,5%
Czech	10 577		13,6%	10 054		14,2%	34 083		11,8%	25 920		11,5%
Russia	3 718		9,9%	5 981		13,4%	15 408		9,6%	16 691		11,9%
Other	(1 462)		-6,7%	(4 134)		-19,8%	(7 106)		-8,9%	(9 895)		-15,7%
Total Europe	39 169		11,7%	47 667		14,8%	156 893		12,3%	151 206		13,7%
US	(306)		-0,2%	(978)		-0,6%	20 243		2,8%	3 429		1,1%
EBIT	12 103		2,5%	28 084		5,8%	79 721		4,0%	92 268		6,5%
Poland	16 672		8,4%	27 693		14,9%	78 168		10,5%	88 719		13,1%
Czech	3 488		4,5%	5 975		8,5%	7 937		2,7%	11 492		5,1%
Russia	799		2,1%	4 496		10,1%	7 526		4,7%	9 972		7,1%
Other	(4 450)		-20,5%	(3 711)		-17,8%	(15 350)		-19,2%	(12 277)		-19,5%
Total Europe	16 509		4,9%	34 453		10,7%	78 281		6,1%	97 906		8,8%
US	(4 406)		-3,0%	(6 369)		-4,0%	1 440		0,2%	(5 638)		-1,9%
Finance Costs	-4 363		-0,9%	-25 352		-5,3%	-18 413		-0,9%	-25 985		-1,8%
EBT	7 740		1,6%	-7 617		-1,6%	61 308		3,1%	55 934		4,0%
Tax	333		0,1%	-543		-0,1%	-9 701		-0,5%	-16 082		-1,1%
Net Profit	1 608		0,3%	-14 690		-3,0%	38 721		1,9%	29 279		2,1%

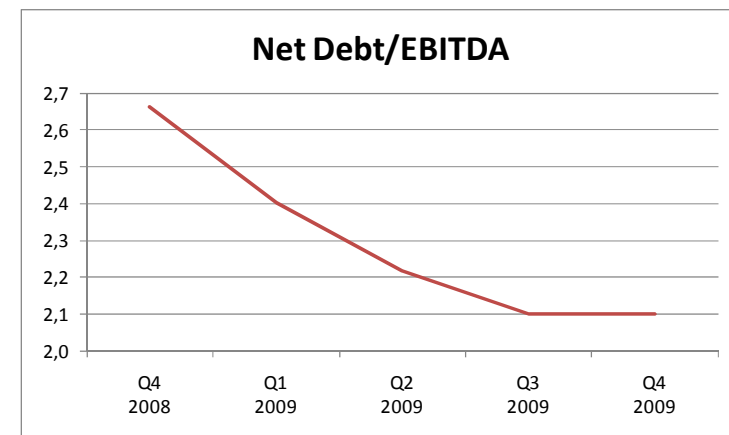
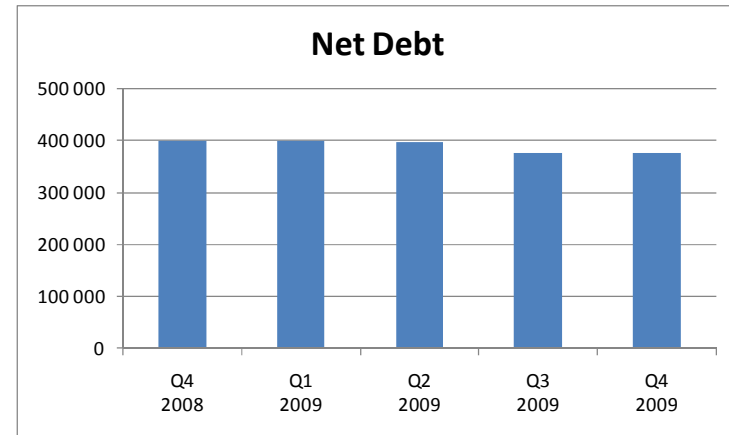


Profit & Loss Statement 2009 vs. 2008

<i>in thousand PLN</i>	2009	sales	2008	sales
Restaurant sales	2 000 512		1 409 893	
Restaurant expenses:				
Cost of food	(632 248)	-31,6%	(458 489)	-32,5%
Direct marketing expenses	(93 180)	-4,7%	(60 855)	-4,3%
Direct depreciation and amortization expenses	(80 742)	-4,0%	(56 747)	-4,0%
Payroll and employee benefits	(510 040)	-25,5%	(318 416)	-22,6%
Continuing franchise fees	(106 301)	-5,3%	(87 350)	-6,2%
Occupancy and other operating expenses	(391 375)	-19,6%	(263 197)	-18,7%
Gross profit on sales	186 626	9,3%	164 839	11,7%
General and administrative (G&A) expenses	(106 999)	-5,3%	(89 251)	-6,3%
Depreciation and amortization expense (G&A)	(7 612)	-0,4%	(3 659)	-0,3%
Other operating income/(expense), net	24 268	1,2%	15 582	1,1%
Gain/(loss) on the disposal of fixed assets	(7 501)	-0,4%	6 718	0,5%
Impairment gain/(losses)	(9 061)	-0,5%	(1 961)	-0,1%
EBIT	79 721	4,0%	92 268	6,5%
EBITDA	177 136	8,9%	154 635	11,0%
Financing costs	(32 421)	-1,6%	(21 934)	-1,6%
Financing income	17 010	0,9%	11 030	0,8%
Share of profit of associates	53	0,0%	(15 081)	-1,1%
Loss on sell of associates	(3 055)	-0,2%	-	-
Impairment of shares in associate	-	-	(10 349)	-
Net profit before tax	61 308	3,1%	55 934	4,0%
Income tax expense	(9 701)	-0,5%	(16 082)	-1,1%
Profi/Loss from continued operations	51 607	2,6%	39 852	2,8%
Profi/Loss from discontinued operations	(12 886)	-0,6%	(10 573)	-0,7%
Net profit Attributable to:				
Minority interests	334	0,0%	(3 090)	-0,2%
Shareholders of the parent	38 387	1,9%	32 369	2,3%
Net profit for the period	38 721	1,9%	29 279	2,1%

Use of generated cash

- Capital expenditures of Q4'2009 at around PLN 60.0 m as our development is back-of-the-year loaded
- Net debt at PLN 377.9 m remained flat throughout last several quarters - leverage ratio stable at 2.1x
- Successful bonds issuance in December 2009 and February 2010 aimed to cover accelerated development activities in 2010 (planned relative increase in new openings)
- Main bank credit facility of PLN 420 m due to expire as at the end of 2010 – plans to roll-over and improve liquidity of balance sheet



Key Figures Q4'09 – Q4'08

	Q4 2008	Q1 2009	Q2 2009	Q3 2009	Q4 2009	2009	2008
Sales	482 671	521 659	514 909	481 498	482 446	2 000 512	1 409 893
<i>Sales growth *</i>	94,0%	116,3%	96,1%	12,2%	0,0%	41,9%	67,3%
<i>Gross Profit (%)</i>	9,6%	9,4%	8,7%	9,1%	9,2%	9,3%	11,7%
EBITDA	46 689	49 484	42 720	46 069	38 863	177 136	154 635
<i>EBITDA (%)</i>	9,7%	9,5%	8,3%	9,6%	8,1%	8,9%	11,0%
EBIT	28 084	26 205	15 177	26 236	12 103	79 721	92 268
<i>EBIT (%)</i>	5,8%	5,0%	2,9%	5,4%	2,5%	4,0%	6,5%
Net income	-14 690	11 171	15 138	10 797	1 608	38 721	29 279
<i>Net income (%)</i>	-3,0%	2,1%	2,9%	2,2%	0,3%	1,9%	2,1%
Net debt	394 887	399 943	397 435	377 803	377 878	377 878	394 887
<i>Net debt/EBITDA**</i>	2,6	2,4	2,2	2,1	2,1	2,1	2,6

* the growth vs. corresponding period in the previous year

** 12-months trailing EBITDA

Seasonality of sales:

The seasonality of sales and inventories of the AmRest Group is not significant which is typical of the whole restaurant industry. On Central and East European markets, restaurants have lower sales in the first half of the year which is mainly the result of a smaller number of days of sale in February and lower number of customers in the restaurants. The United States market is characterized by stronger first half versus second half sales performance. After a period of lower sales in the summer months and a slight revival related to the Christmas season, the first half of the year is a period of increased activity in connection with the use of holiday vouchers, promotional coupons and a high number of holidays.

Questions

Supplement



Profit & Loss Statement Q4'09 vs. Q4'08

<i>in thousand PLN</i>	Q4 2009	% of sales	Q4 2008	% of sales
Restaurant sales	482 446		482 671	
Restaurant expenses:				
Cost of food	(153 055)	-31,7%	(155 105)	-32,1%
Direct marketing expenses	(25 767)	-5,3%	(23 480)	-4,9%
Direct depreciation and amortization expenses	(20 528)	-4,3%	(16 269)	-3,4%
Payroll and employee benefits	(116 020)	-24,0%	(116 863)	-24,2%
Continuing franchise fees	(26 163)	-5,4%	(30 563)	-6,3%
Occupancy and other operating expenses	(96 544)	-20,0%	(93 848)	-19,4%
Gross profit on sales	44 369	9,2%	46 543	9,6%
General and administrative (G&A) expenses	(27 095)	-5,6%	(30 905)	-6,4%
Depreciation and amortization expense (G&A)	(1 711)	-0,4%	(898)	-0,2%
Other operating income/(expense), net	3 190	0,7%	9 176	1,9%
Gain/(loss) on the disposal of fixed assets	(2 129)	-0,4%	5 606	1,2%
Impairment gain/(losses)	(4 521)	-0,9%	(1 438)	-0,3%
EBIT	12 103	2,5%	28 084	5,8%
EBITDA	38 863	8,1%	46 689	9,7%
Financing costs	(9 581)	-2,0%	(8 073)	-1,7%
Financing income	5 314	1,1%	(1 549)	-0,3%
Share of profit of associates	126	0,0%	(15 730)	-3,3%
Loss on sell of associates	(222)	0,0%	-	-
Impairment of shares in associate	-		(10 349)	-2,1%
Net profit before tax	7 740	1,6%	-7 617	-1,6%
Income tax expense	333	0,1%	(543)	-0,1%
Profi/Loss from continued operations	8 073	1,7%	(8 160)	-1,7%
Profi/Loss from discontinued operations	(6 465)	-1,3%	(6 530)	-1,4%
Net profit Attributable to:				
Minority interests	(423)	-0,1%	(1 833)	-0,4%
Shareholders of the parent	2 031	0,4%	(12 857)	-2,7%
Net profit for the period	1 608	0,3%	-14 690	-3,0%