

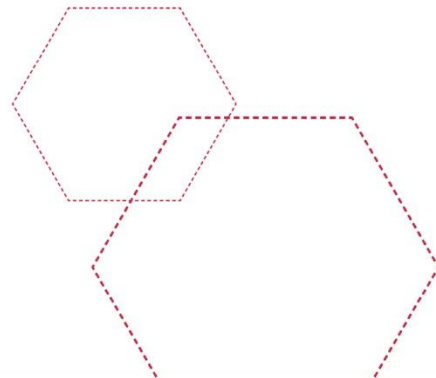


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**27 November 2012**

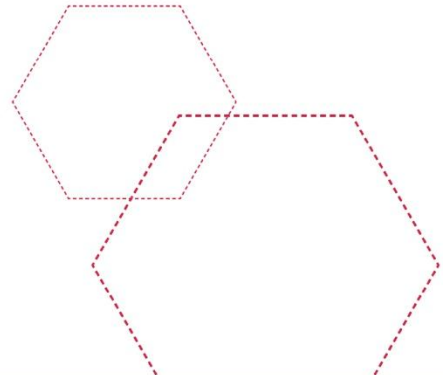




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**John Pettigrew**  
Chairman



# Financial summary



| <b><u>Financial Highlights</u></b>               | <b>FY 2012</b><br>\$'m | <b>FY 2011</b><br>\$'m | <b>Change</b><br>% |
|--|------------------------|------------------------|--------------------|
| Total Revenue                                    | <b>290.5</b>           | <b>291.7</b>           | -0.4%              |
| NDR (Gross Margin)                               | <b>55.7</b>            | <b>64.6</b>            | -13.7%             |
| Underlying EBITDA <sup>1</sup>                   | <b>6.8</b>             | <b>11.3</b>            | -39.8%             |
| Statutory EBITDA <sup>1</sup>                    | <b>6.8</b>             | <b>11.3</b>            | -39.8%             |
| Underlying NPAT <sup>2</sup>                     | <b>(0.8)</b>           | <b>(0.9)</b>           | 11.1%              |
| Statutory NPAT <sup>3</sup>                      | <b>(61.6)</b>          | <b>(5.8)</b>           |                    |
| Underlying EPS <sup>2</sup> (cents)              | <b>(0.8)</b>           | <b>(0.8)</b>           |                    |
| Statutory EPS <sup>3</sup> (cents)               | <b>(56.2)</b>          | <b>(5.3)</b>           |                    |
| Operating cash flow before interest and taxation | <b>8.4</b>             | <b>9.7</b>             | -13.4%             |
| Operating cash flow                              | <b>1.7</b>             | <b>0.8</b>             | 112.5%             |

<sup>1</sup> Before interest, tax, depreciation, amortisation and impairment

<sup>2</sup> Before asset impairment (FY12 \$53.4m; FY11 \$1.3m), amortisation of intangibles (FY12 \$2.5m; FY11 \$3.2m), and notional interest on deferred payments for business acquisitions (FY12 \$0.5m; FY11 \$1.4m) under AIFRS

<sup>3</sup> After impairment charge of (FY12 \$53.4m; FY11 \$1.3m), reflecting impact of challenging conditions and uncertainty over timing of recovery on certain Rubicor businesses



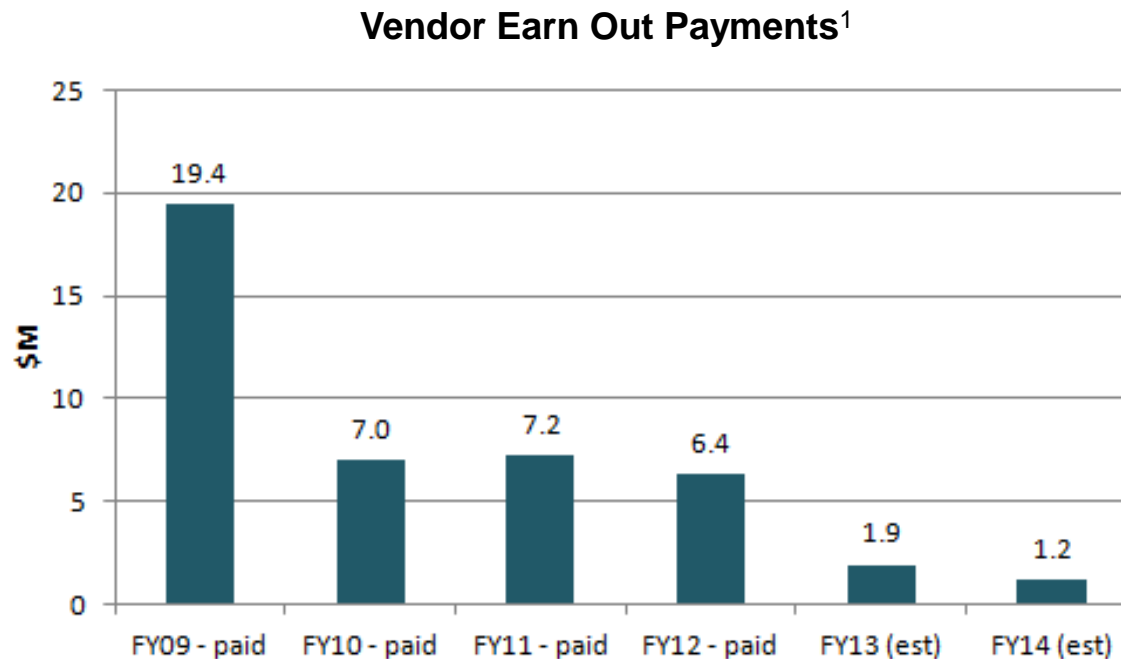
# Capital management & debt reduction

- ◆ In discussions with bank regarding restructure of facility
  - ◆ Senior debt of \$52.5m
  - ◆ Subordinated debt of \$33m
  - ◆ Working capital of \$10m
- ◆ Level of borrowings remains the biggest hurdle
- ◆ Working with advisors and the ANZ Bank on various capital restructuring options
- ◆ The Board is optimistic that a material restructure can be achieved but at this stage there can be no guarantee

# Vendor payments



- ◆ Vendor payments on track to be extinguished by Nov 2013



<sup>1</sup> Estimated vendor earn out payments for FY 13 and FY14 at future value of \$3.1m.  
Balance sheet (Deferred vendor consideration) at present value of \$2.4m.

# Summary



- ◆ Tough market conditions persist
- ◆ Longer term fundamentals more positive
- ◆ Rubicor has a substantial network – 300 staff across 40 offices
- ◆ Focus is to ensure operating businesses are well positioned for upturn in demand
- ◆ Committed to improving the company's financial position and creating value for shareholders

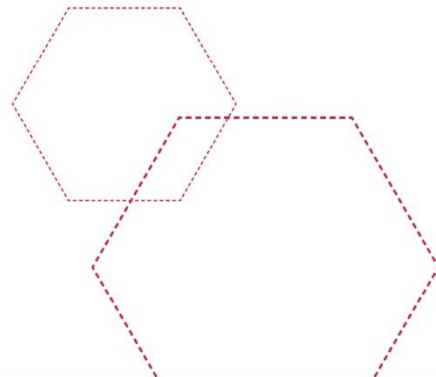


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# Jane Beaumont

CEO



# Market overview



- ◆ Australia: decline in external recruitment activity, mainly in permanent hires
- ◆ NZ: jobs market impacted by Christchurch earthquake and elections
- ◆ Singapore: also affected by global economic uncertainty

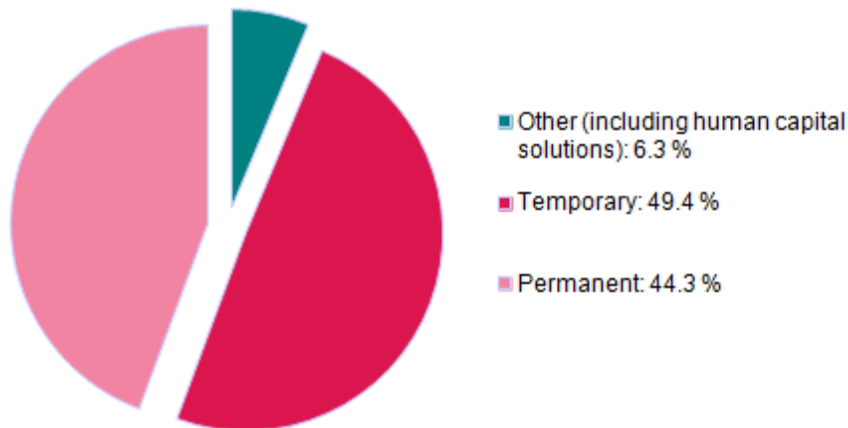


# Revenue

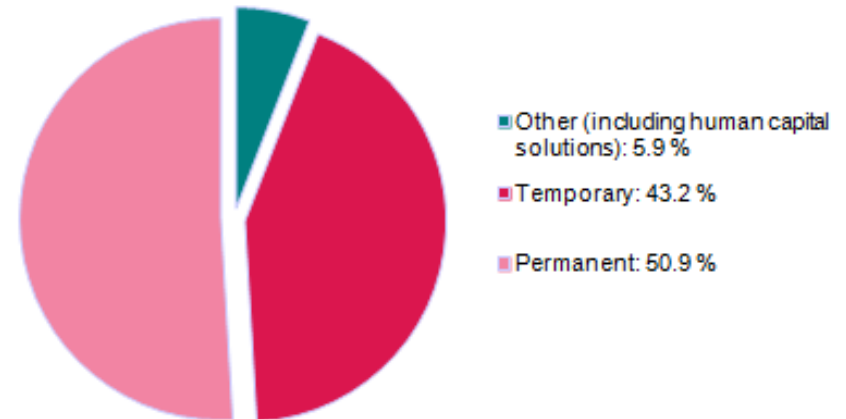
- ◆ Total revenue \$290.5m
- ◆ Net Disposable Revenue \$55.7m
- ◆ Client demand has grown for Temporary Services



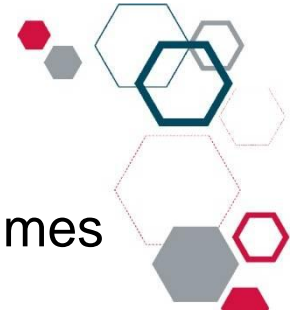
FY12



FY11

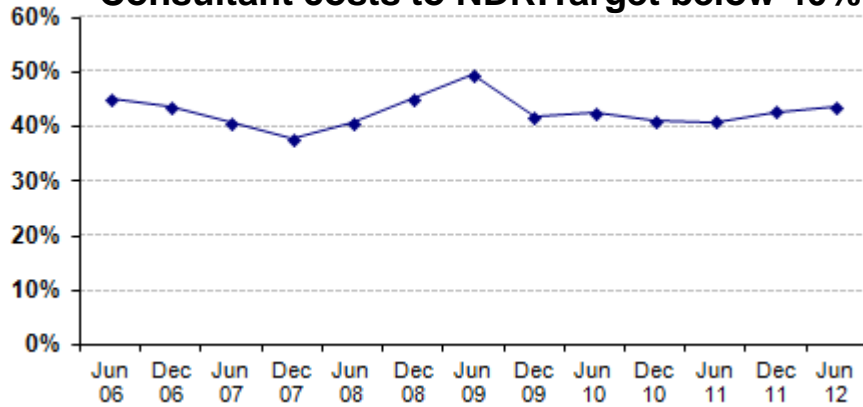


# Efficiencies

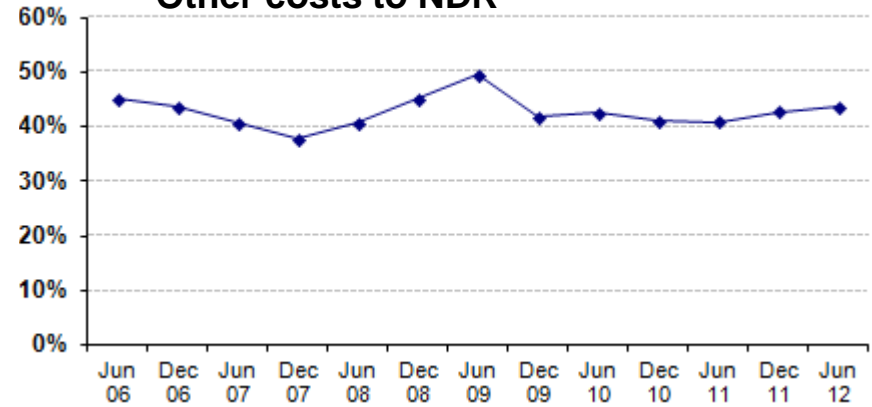


- ◆ Business efficiency impacted by subdued business volumes

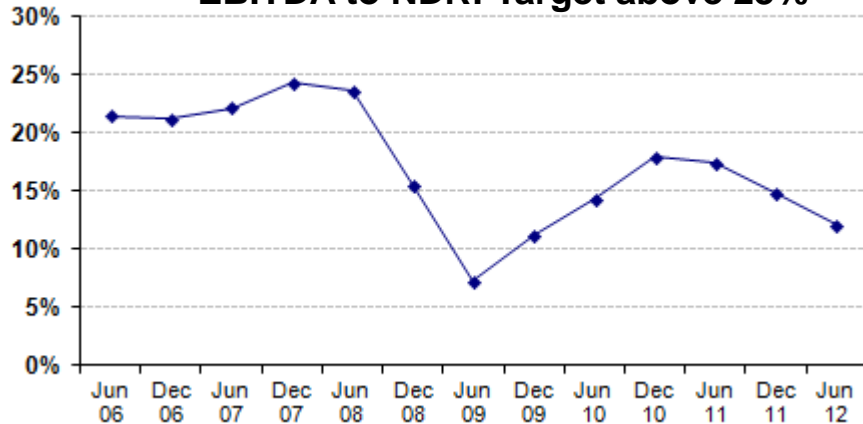
**Consultant costs to NDR: Target below 40%**



**Other costs to NDR**



**EBITDA to NDR: Target above 23%**



# Strategic focus

- ◆ Investment in consultant headcount in growth sector
- ◆ Improved cross-selling
- ◆ Improving fill-rate
- ◆ Growing our temporary and contract business
- ◆ Improving efficiency through IT
- ◆ Continuing investment in our people
- ◆ Greater certainty of revenue through annuity income



# Outlook



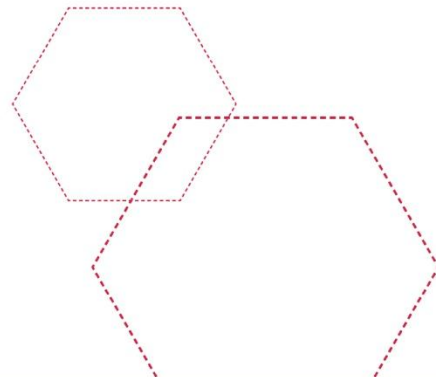
- ◆ Difficult conditions persist, particularly with permanent placements
- ◆ Constrained liquidity necessitates a defensive approach
- ◆ Review of business operations to take advantage of growth sectors
- ◆ Longer term fundamentals of the recruitment sector remain positive



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**John Pettigrew**  
Chairman



# Financial Statements and Reports



To receive and consider the:

- Annual Financial Report;
- Directors' Report; and
- Independent Auditor's Report

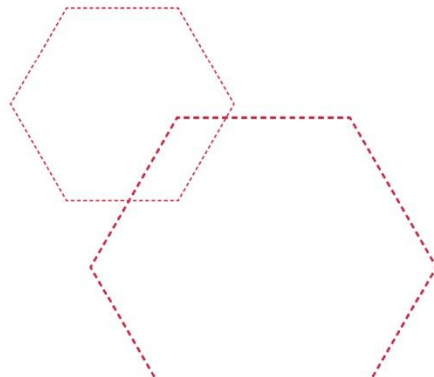
of Rubicor Group Limited for the year ended 30 June 2012



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**Rob Aitken**  
Chairman HR and  
Remuneration Committee



# Remuneration practices



- ◆ Aim is to align executive remuneration with shareholder interests
- ◆ Significant proportion of executive remuneration is at risk
- ◆ Short term incentives: maximise earnings & minimise working capital
- ◆ Long term incentives: long term compound growth in earnings
- ◆ Short term incentives reduced to \$153,243 (2011: \$729,730)
- ◆ Total key management compensation down 36% to \$2.4m



# Resolution 2 : Remuneration Report



That the Company's Remuneration Report for the financial year ended 30 June 2012 be adopted.

|         |            |
|---------|------------|
| For     | 22,049,723 |
| Against | 8,131,003  |
| Abstain | 24,681     |
| Open    | 881,023    |

# Resolution 3: Re-election of Russel Pillemer



That Russel Pillemer, who retires in accordance with clause 20.1 of the Company's Constitution, and having offered himself for re-election and being eligible, is re-elected as a Non-Executive Director of the Company.

|         |            |
|---------|------------|
| For     | 36,983,525 |
| Against | 1,901,389  |
| Abstain | 18,181     |
| Open    | 881,023    |



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**27 November 2012**

