



# Disclaimer

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This document has been prepared to provide investors with information in regard to the merger between **Lotte Confectionery Co., Ltd.** and **Lotte Food Co., Ltd.**

This document contains forward-looking information in regard to the Company's projected future business environment and financial performance. Since such forward-looking information is based on current views and assumptions, is affected by changes in global and domestic economic and business conditions, and hence inherently contains uncertainties, significant discrepancies may occur between actual future performance and what is expected or implied by the 'forward-looking information'. Additionally, please be aware that future prospective performance figures are subject to change without notice due to changes in external environment or revision of management strategies, and the contents of this document may also be changed if they differ from assumptions or standards on the premise.

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# Key Objectives of the Merger

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- Explore various **new business opportunities** and make bold investments in line with the expansion of business areas
- Enter the **global markets** and expand the business
- Strengthen competitiveness in **online sales and distribution channels**



- **Integrate the ice cream business**, which is overlapping business between Lotte Confectionery and Lotte Food, into one to strengthen competitiveness.
- Improve efficiency through **infrastructure integration**: organization, IT, procurement, finance, etc.





- Enhance the value provided to customers by **completing lifecycle portfolios**
- Improve brand value through **operations centered on core brands**
- Increase shareholder value by canceling **part of treasury shares**



# Merger Overview

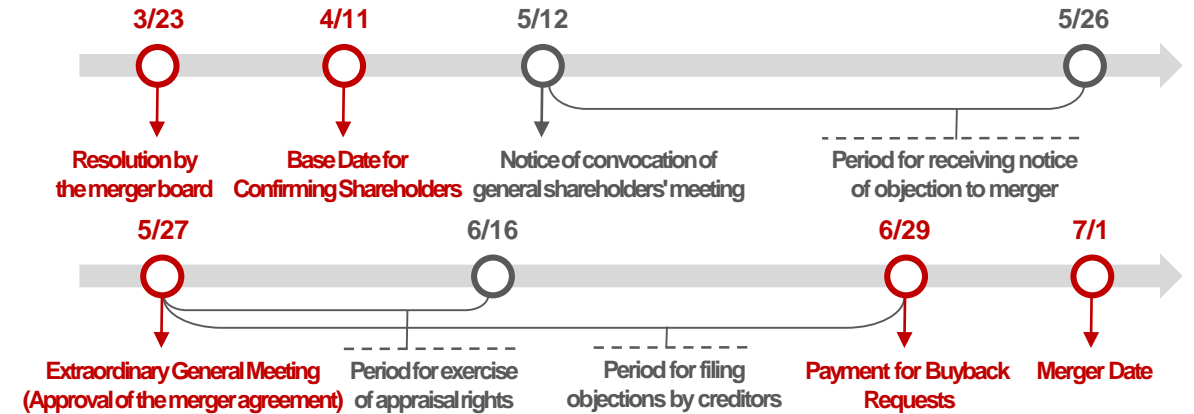
## 1. Merger Ratio and Company Overview

Item	 <b>LOTTE CONFECTIONERY</b> (Aquiring Corporation)	 <b>LOTTE FOODS</b> (Aquired Corporation)
Merger Price Per Share	KRW 114,795	KRW 322,020
Merger Ratio	1	2.8051744
Market Capitalization	KRW 736.6 billion	KRW 389.3 billion
Total Assets	KRW 2.66 trillion	KRW 1.2715 trillion
Sales	KRW 2.14 trillion	KRW 1.6 trillion
Operating Profit	KRW 108.5 billion (5.1%)	KRW 38.5 billion (2.4%)
Number of Factories	7 (Yeongdeungpo, Pyeongtaek, etc.)	10 (Cheonan, Gimcheon, etc.)
Number of Employees	4,349	1,940
Number of Overseas Subsidiaries	8 (Kazakhstan, etc.)	-
Business Areas	Confectionery, Ice cream, bakery, health food	Fats and oils, ice cream, HMR, Processd meat , dairy, coffee, ingredients, food service




Note1. Merger Price Per Share and Merger Ratio are as of Mar 22<sup>nd</sup> 2022.

Note2. Total assets, sales, number of employees, etc. are as of December or January-December 2021.

## 2. Major Milestones and Timeline



## 3. Shares

Before Merger				After Merger			
 <b>LOTTE CONFECTIONERY</b>		 <b>LOTTE FOODS</b>		 <b>LOTTE CONFECTIONERY</b>			
Related Party Total	75.86%	Related Party Total	51.52%	Related Party Total	67.45%		
(LOTTE Corporation)	48.42%	(LOTTE Corporation)	40.43%	(LOTTE Corporation)	45.66%		
(Lotte Aluminium)	10.03%	(LOTTE Scholarship Foundation)	3.84%	(Lotte Aluminium)	6.56%		
Other	24.14%	Other	48.48%	Other	32.56%		
Total	100.00%	Total	100.00%	Total	100.00%		

Note3. Not reflected retirement of treasury shares



# Discovering Future Growth Engines

Expected Effect  
of Merger

Future  
Growth

Online  
Channels

Ice Cream  
Business

Infrastructure  
Integration

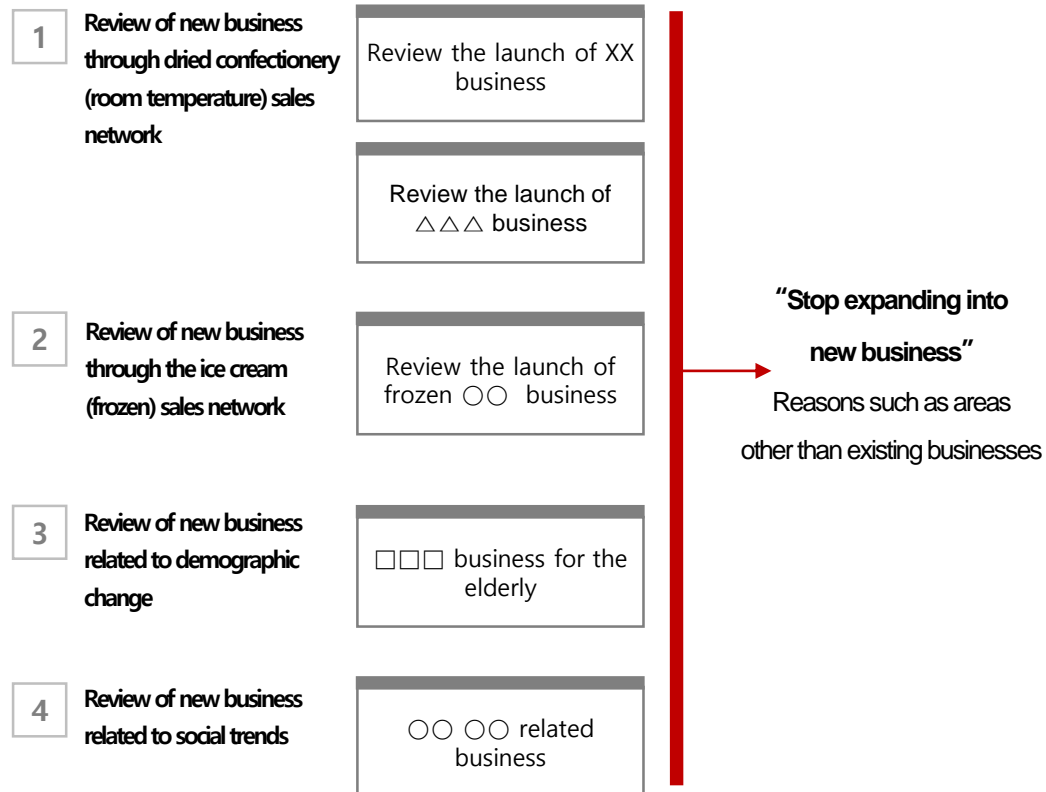
Lifecycle

Shareholder  
Value

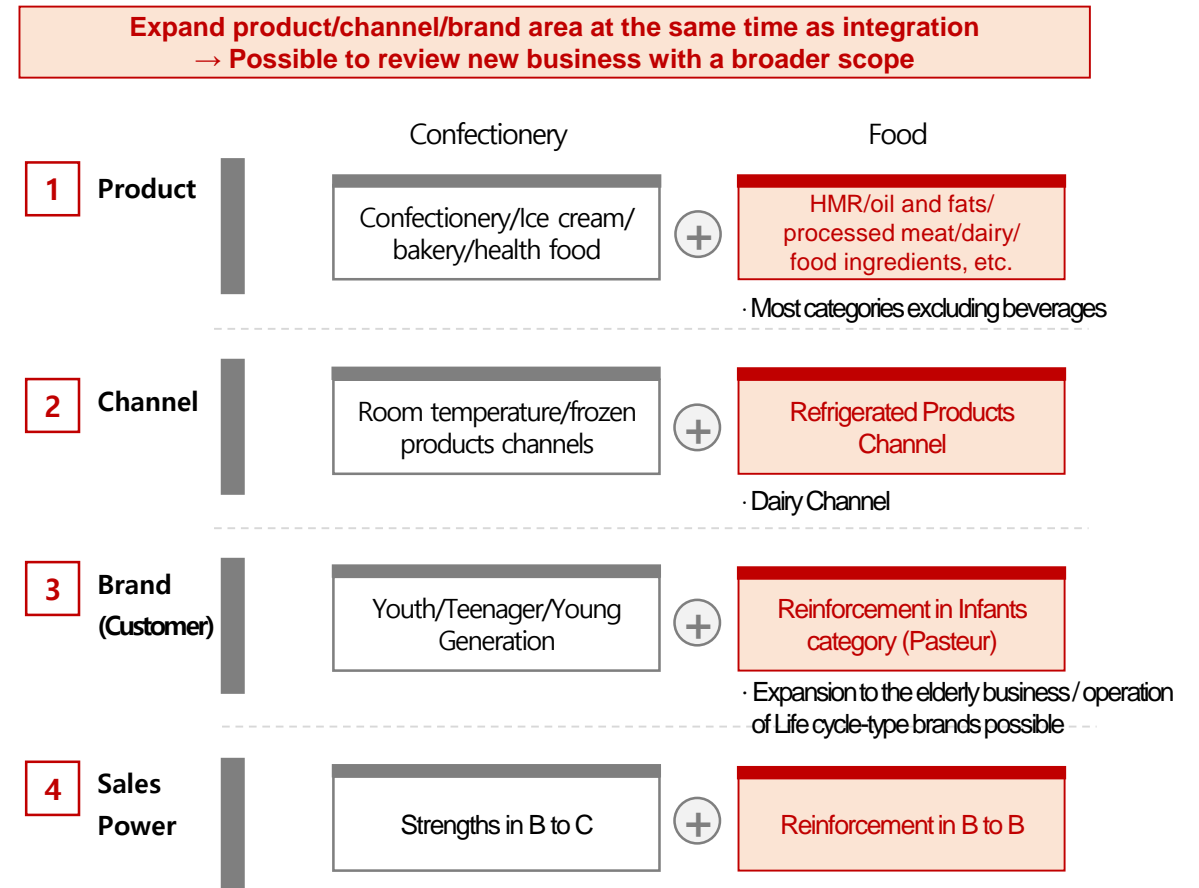
## 1. Growth Opportunity for Lotte Confectionery

Lotte Confectionery had limitations in reviewing new businesses due to its limited business area (confectionery) and infrastructure, and yet this can be eased off through this merger.

### Cases of Internal Review of New Businesses In the Past (Lotte Confectionery)



### Expected Effects After Integration



# Discovering Future Growth Engines

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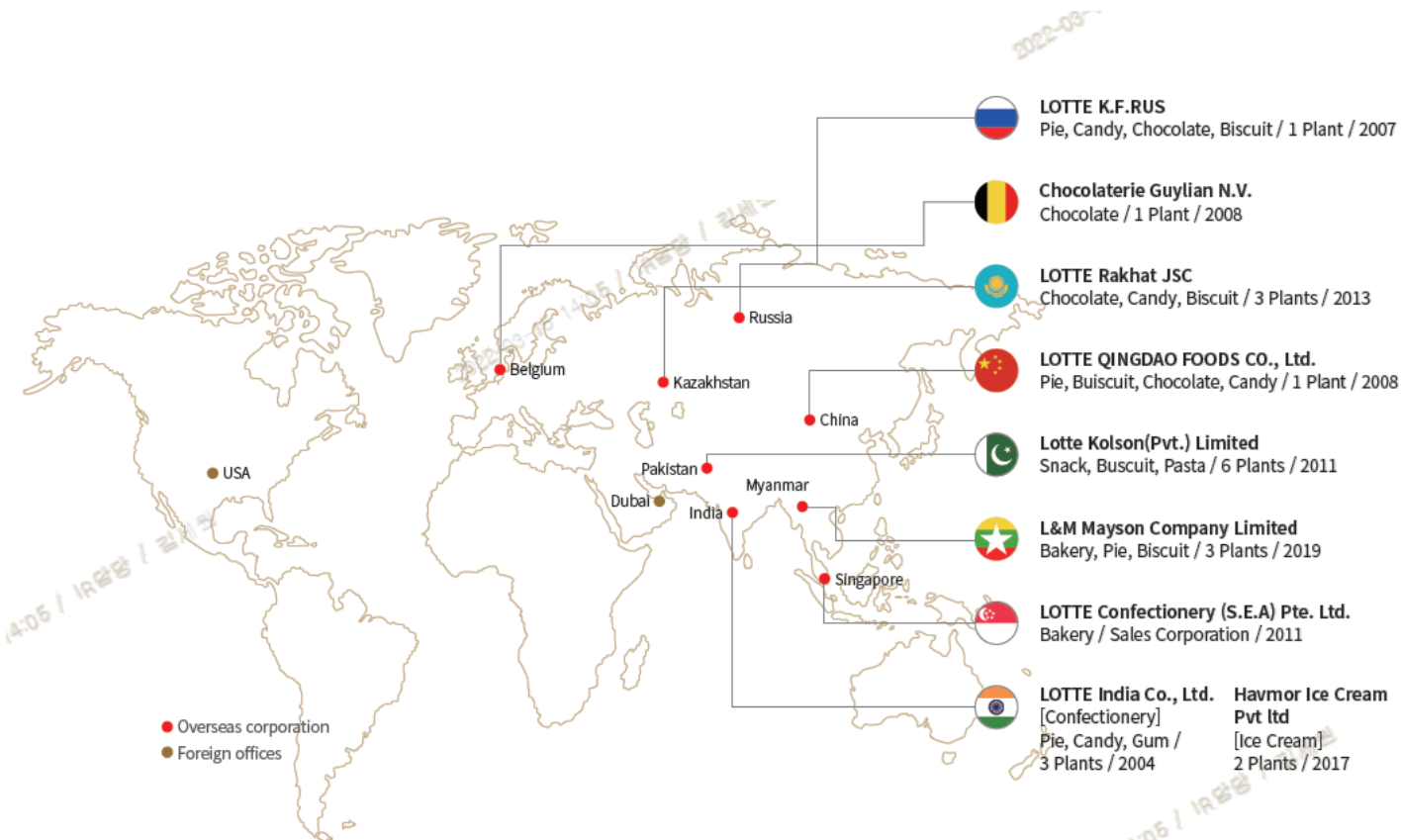
Lifecycle

Shareholder  
Value

## 2. Growth Opportunity for Lotte Food

Lotte Food, which operates business mainly in Korea, will have an opportunity to utilize the network of eight international subsidiaries from Lotte Confectionery through the merger.

### Lotte Confectionery's Global Expansion



### Post-Integration Operation Plan

- [Step 1] Consolidate Exports**
  - Global sales (Exports) teams in Korea will be integrated as of July 2022
    - Confectionery Global Sales Team + Food Export Team
  - Integrate/unify international partners for ice cream first

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- [Step 2] Utilize the sales network of international subsidiaries**
  - Expand exports through local sales networks in countries
    - If necessary, adjust product specifications, etc.
  - Run local advertisement / MKT

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- [Step 3] M&A in line investment**
  - Confectionery's perspective → Promote investment / M&A from the viewpoint of Confectionery + Food
    - Consider the Food's perspective at the same time as the Confectionery's purchase of the existing corporate site, line investment, etc.
    - Consider the Food's perspective as well when expanding new business in the countries that Confectionery have already entered or when entering a new country

# Discovering Future Growth Engines

Expected Effect of Merger

Future Growth

Online Channels

Ice Cream Business

Infrastructure Integration

Lifecycle

Shareholder Value

## 3. Investment in New Business

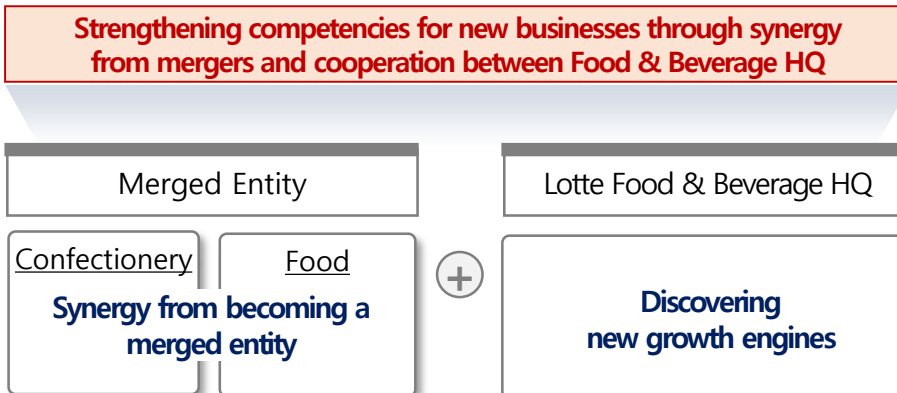
Strives to promote new businesses through strategic alliances with world-leading companies and discover future-focused growth engines from various perspectives.

### Improving Competencies for New Business

*" In a situation where the competency for the health food business is insufficient... "*

*"What would have happened if the Confectionery and Food shared more of each other's capabilities... "*

After Merger



### Bold Investment in New Business

Investment to be executed in 2022

#### ✓ Active investing in novel food<sup>1</sup> processing technologies using new food ingredients

Company Name	• Aspire Food Group	
Location	• City of London, Ontario, Canada	
Major Businesses	• Mass breeding and sales of edible insects (crickets), etc.	
Key Points	• Developing a unique insect breeding method and establishing a smart factory	

1) This refers to the name of food made of new ingredients in Korea and internationally, usually foods or raw ingredients of food that have not been edible so far and that require safety evaluation.

To be reviewed in the future



#### Health & Wellness

Discover anti-aging functional materials, make products using them, establish product groups with reduced harmful substances, and develop natural wellness products (Post-biotics, etc)



#### ESG

Food upcycling, advancement of materials such as paper and bio PET, discovery of products using plant-based materials and business expansion (insect protein, substitute meat, cultured meat, plant-based, vegan, etc)



#### Fit Diversity

Target segmentation and establishment of personalized systems (Neurogenomics), food design such as AI-based meal kits



#### Pioneer Research

Selection/analysis of targeted global markets, active use of mega-brands, building and strengthening of brand power

# Measures for Online E-commerce Divisions

Expected Effect of Merger

Future Growth

**Online Channels**

Ice Cream Business

Infrastructure Integration

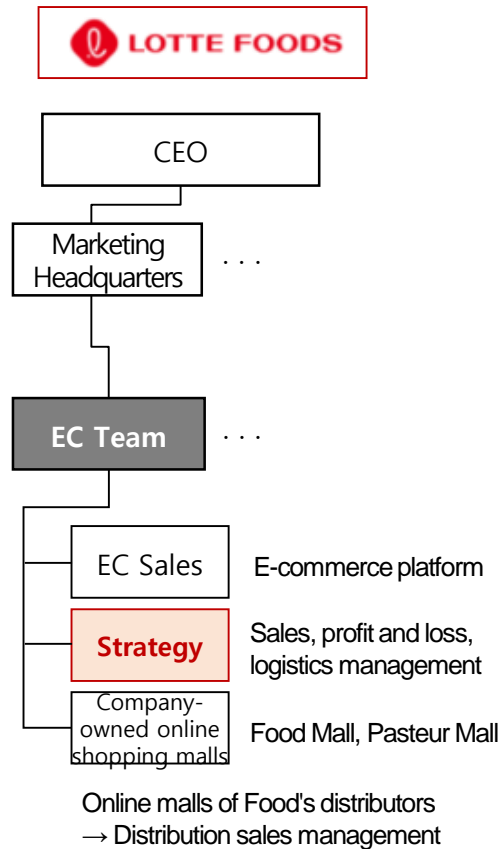
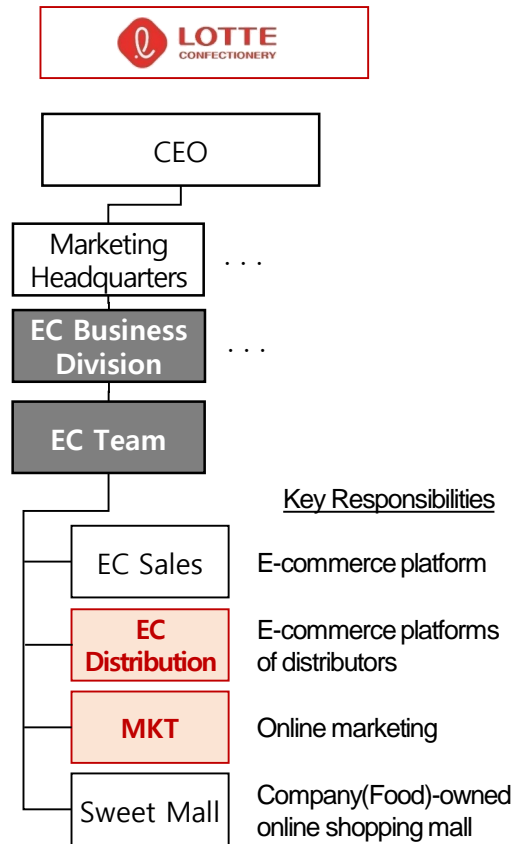
Lifecycle

Shareholder Value

## 1. Integration of E-Commerce Sales Divisions

Although Lotte Confectionery and Lotte Food each operate e-commerce sales networks, there may be some differences between them in functional elements. It is expected that each of the weaknesses will be complemented by the merger and integration.

### Organizational Chart of E-Commerce Sales Network



### Post-Integration Operation Plan

#### Short term

- **E-commerce divisions to be merged as of July 2022**
  - Confectionery's EC Team + Food's EC Team
  - Online malls of Food's distributors
  - Integrated e-commerce division management
- **Integration/unification of online ice cream business (at the time of integration)**
- **Online sales strategy consulting**
  - Establish an outline of online business strategy in connection with experts (Lotte Information & Communication)

#### Mid to long term

- **Expansion of e-commerce division**
  - Increase the number of employees in the MKT team and sales team (more than twice the current number)
- **Logistics solely dedicated to e-commerce**
  - Feasibility study for dedicated online integrated logistics center



**Online sales share is less than 10% in 2021**  
**→ The online sales share is set to operate at 25% or more by 2025.**

# Measures for Online E-commerce Divisions

Expected Effect of Merger

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Lifecycle

Shareholder Value

## 2. Integration of Company-Owned Online Shopping Malls

Operational efficiency will be improved by integrating the company-owned shopping malls.

However, individual brand malls with brand identity will be operated the same as before : Pasteur (specialized mall for infant products), iThink (baby food for infants), etc.

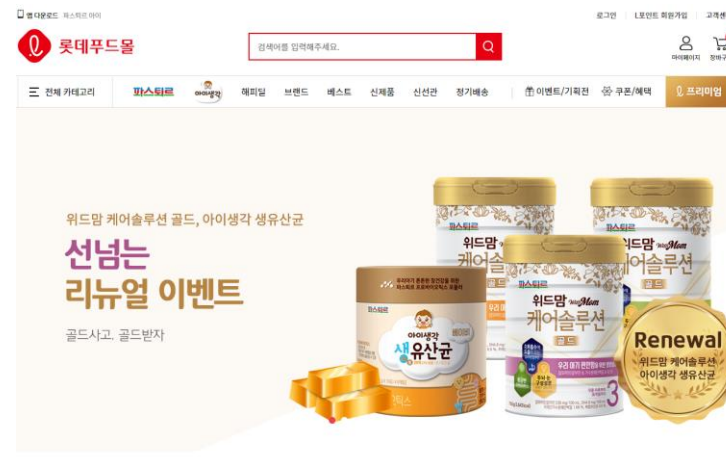
### Company-Owned Online Shopping Malls



- Name : Lotte Sweet Mall
- Launch Date : January 2021
- Sale Items : Confectionery/Ice cream/Natuur/bakery



- Name : Lotte Food Mall (Pasteur Mall, iThink)
- Launch Date : May 2011
- Sales Items : Dairy / Baby food / HMR / Processed meat / Ice cream



### Post-Integration Operation Plan

**Operation of integrated shopping mall of Lotte Confectionery + Lotte Food**  
 - It will be operated mainly by MKT, such as online-only products and online-only promotions.

**Maintaining individual brand mall operations in consideration of target customers for each brand**  
 - Pasteur, iThink, etc.

# Strengthen Competitiveness in the Ice Cream Business

Expected Effect of Merger

Future Growth

Online Channels

**Ice Cream Business**

Infrastructure Integration

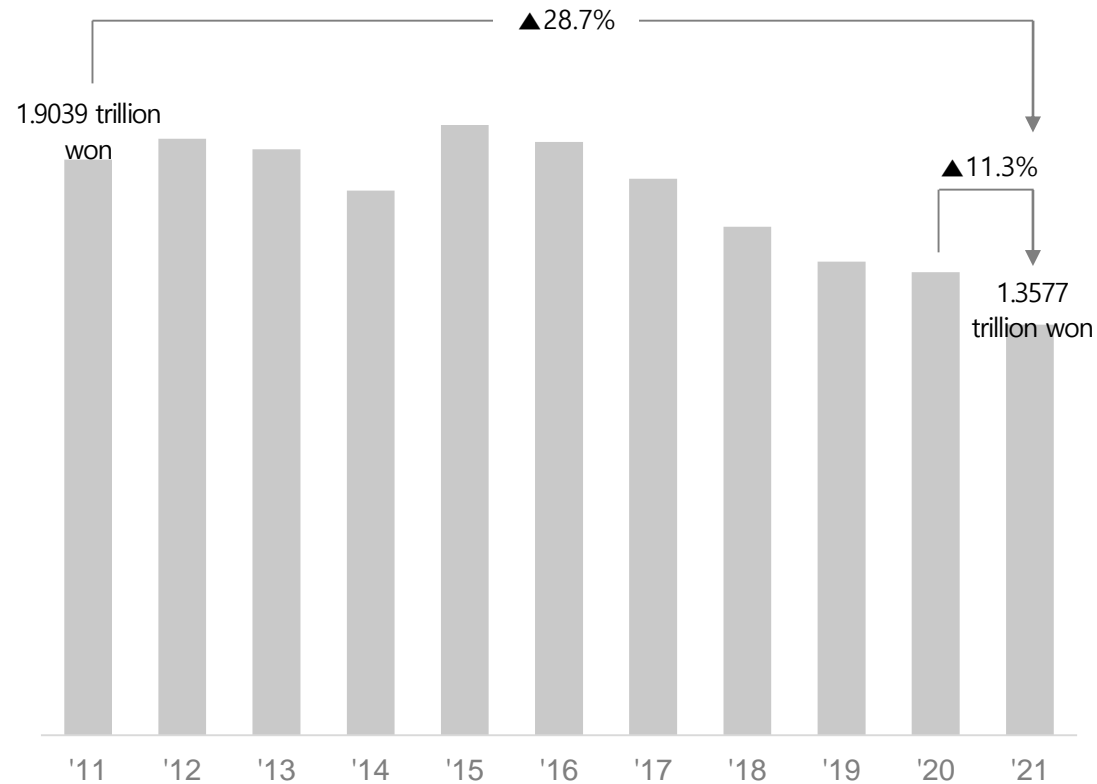
Lifecycle

Shareholder Value

## 1. Market Environment

(1) The overall ice cream market is decreasing, (2) the number of unmanned (discount) ice cream stores is increasing, and the ice cream market, **which used to be centered on price discounts, is changing to a brand centered market.**

Overall Ice Cream Market <sup>1</sup> Trend



Unmanned Ice Cream Stores <sup>2</sup>



1. Based on POS data, including Lotte Confectionery/Lotte Food/Binggrae/Haitai Ice Cream/Imports/Others

2. Estimated total number of stores = Number of stores that do business directly with Lotte Confectionery sales offices + Number of stores that do business with agencies + Number of other non-trading stores

# Strengthen Competitiveness in the Ice Cream Business

Expected Effect of Merger

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**Ice Cream Business**

Infrastructure Integration














Lifecycle

Shareholder Value

## 2. Product Portfolio

Lotte Confectionery has **strengths in BAR, CONE, CUP, and Premium categories**, while Lotte Food has **strengths in PENCIL**, the product lines of core brands by category will be strengthened. In addition, brand/SKU efficiency will increase by suspending the operation of products previously launched by the two companies to respond to competitors.

### Best Products by Category

	LOTTE CONFECTIONERY	LOTTE FOODS
BAR	 M/S 3 <sup>rd</sup>	 M/S 4 <sup>th</sup>
CONE	 M/S 1 <sup>st</sup>	 M/S 3 <sup>rd</sup>
CUP	 M/S 3 <sup>rd</sup>	 M/S 6 <sup>th</sup>
PENCIL	 M/S 2 <sup>nd</sup>	 M/S 1 <sup>st</sup>
HOME	 M/S 2 <sup>nd</sup>	 M/S 3 <sup>rd</sup>
Semi-Premium	 <b>buon Gelato</b>	 <b>La Best</b>
Premium	 <b>Nàtuur</b>	-

### Post-Integration Operation Plan

Eliminate inefficient brands/SKUs by focusing on core brand products by category

Brands

81 brands (Confectionery + Food)

More than 20 brands to be cut out

SKU

707 SKUs (Confectionery + Food)

More than 400 SKUs to be cut out

# Strengthen Competitiveness in the Ice Cream Business

Expected Effect of Merger

Future Growth

Online Channels

**Ice Cream Business**

Infrastructure Integration

Lifecycle

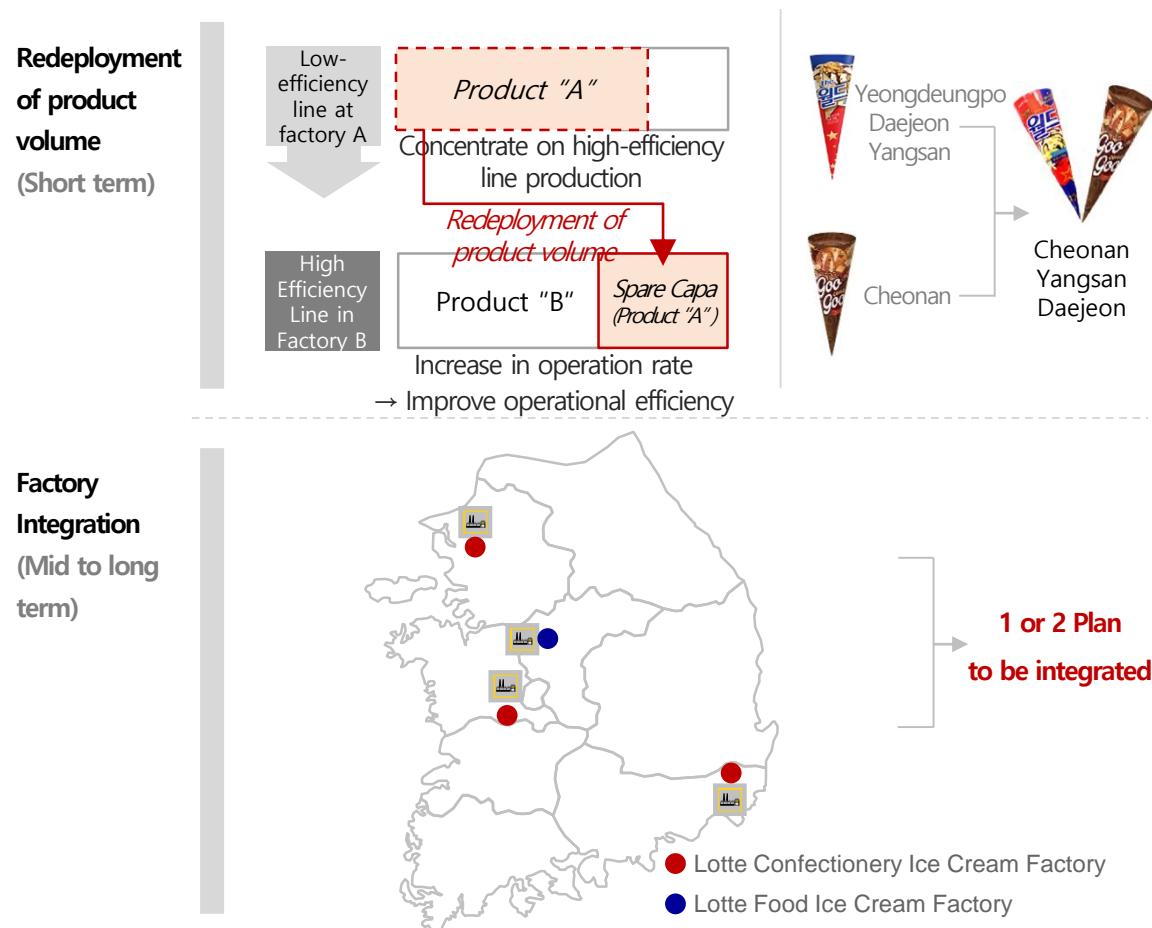
Shareholder Value

## 3. Optimization of Production/Logistics Networks

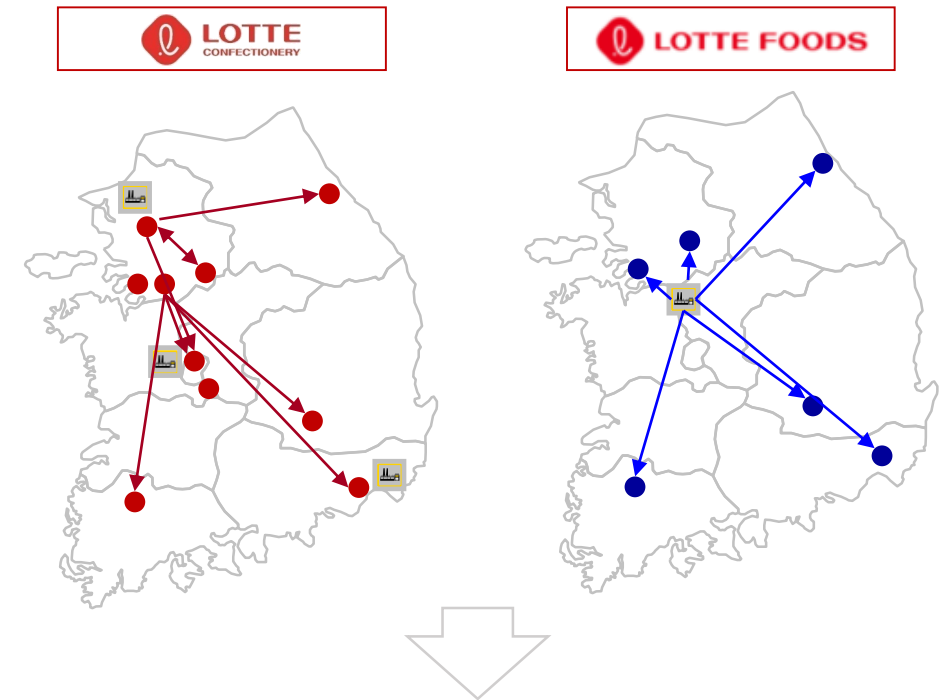
Lotte Confectionery operates ice cream lines at its **Yeongdeungpo/Daejeon/Yangsan** factories, and Lotte Food operates ice cream lines at its **Cheonan** factory.

After the merger, (short-term) line operation efficiency will be improved, and (mid-long-term) ice cream factories will be integrated and the logistics network will be optimized.

### Optimization of Ice Cream Production



### Optimization of Ice Cream Logistics Network



**The integration strategy of production bases and the optimal operation plan for aligned logistics bases are under review.**

(After designing Baseline Modeling based on As-Is in connection with experts, the optimal alternative is derived through simulation for each To-be alternative.)

# Strengthen Competitiveness in the Ice Cream Business

Expected Effect of Merger

Future Growth

Online Channels

**Ice Cream Business**

Infrastructure Integration



Lifecycle

Shareholder Value

## 4. Optimization of Sales Divisions

After the merger, the overlapping sales divisions between the two companies will be consolidated into one, and sales synergies will be enhanced and competitive advantage will be maintained and strengthened by improving management expertise by sales channel.

### Sales Divisions & Number of Business Partners

		
Salespersons	220	125
Sales offices	33	30
Number of business partners	8,550	4,640
	5,100 retail stores 2,800 specialty stores 650 new distribution channels	2,100 retail stores 1,970 specialty stores 570 new distribution channels

### Post-Integration Operation Plan

**Integrate adjacent regional sales offices, build large-scale sales offices, and strengthen new distribution channels and online sales competencies**

- 1 Reorganize Existing sales offices**
  - Sales offices overlapping between the two companies in a nearby area → Operate as one
    - Coordinate areas/zones under the integrated entity
  - Operate a specialized system for each channel in the sales office
    - Strengthen sales capability and expertise in retail stores/specialty stores/new distribution channels
- 2 Build a large-scale sales office**
  - 2 or 3 old/rented sales offices → Integrate them into one and build a large-scale sales office
  - Operate manpower with the goal of generating sales of 100 million won or more per person
    - (existing) about 400 million won → (improved) over 500 million won
- 3 Sales channels dedicated to distribution**
  - Operate in areas that require intensive management of new distribution channels such as discount stores
    - Operate first in Incheon/Suwon/Busan
  - Add shipping feature to online channels

# Improving Efficiency through Infrastructure Integration

Expected Effect of Merger

Future Growth

Online Channels

Ice Cream Business

**Infrastructure Integration**

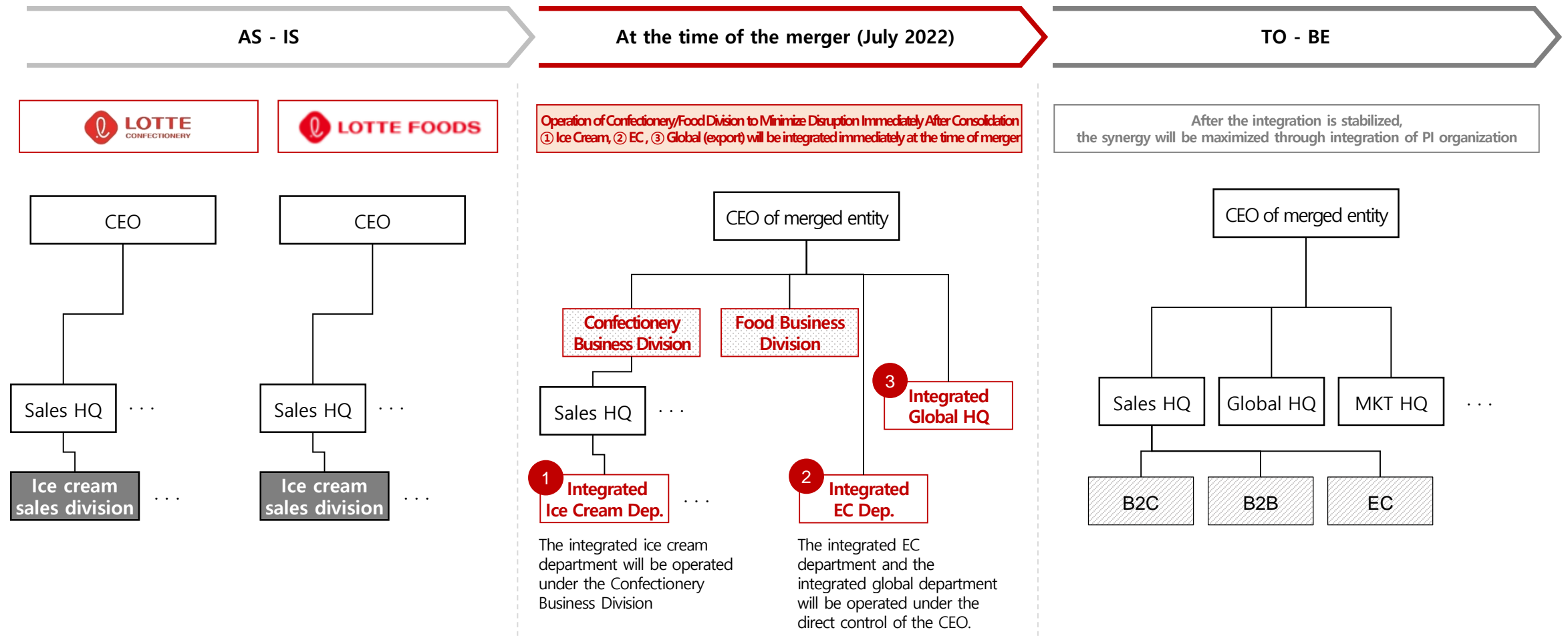
Lifecycle

Shareholder Value

## 1. Operation of the Organization

**[Step 1]** In order to minimize the confusion resulting from merger and integration, the confectionery division and the food division will be operated separately, and yet (1) ice cream, (2) EC, and (3) export will be integrated at the time of the merger.

**[Step 2]** Through process innovation, the entire organization will be operated in an integrated manner and its efficiency will be improved.



# Improving Efficiency through Infrastructure Integration

Expected Effect of Merger

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Ice Cream Business

**Infrastructure Integration**

Lifecycle

Shareholder Value

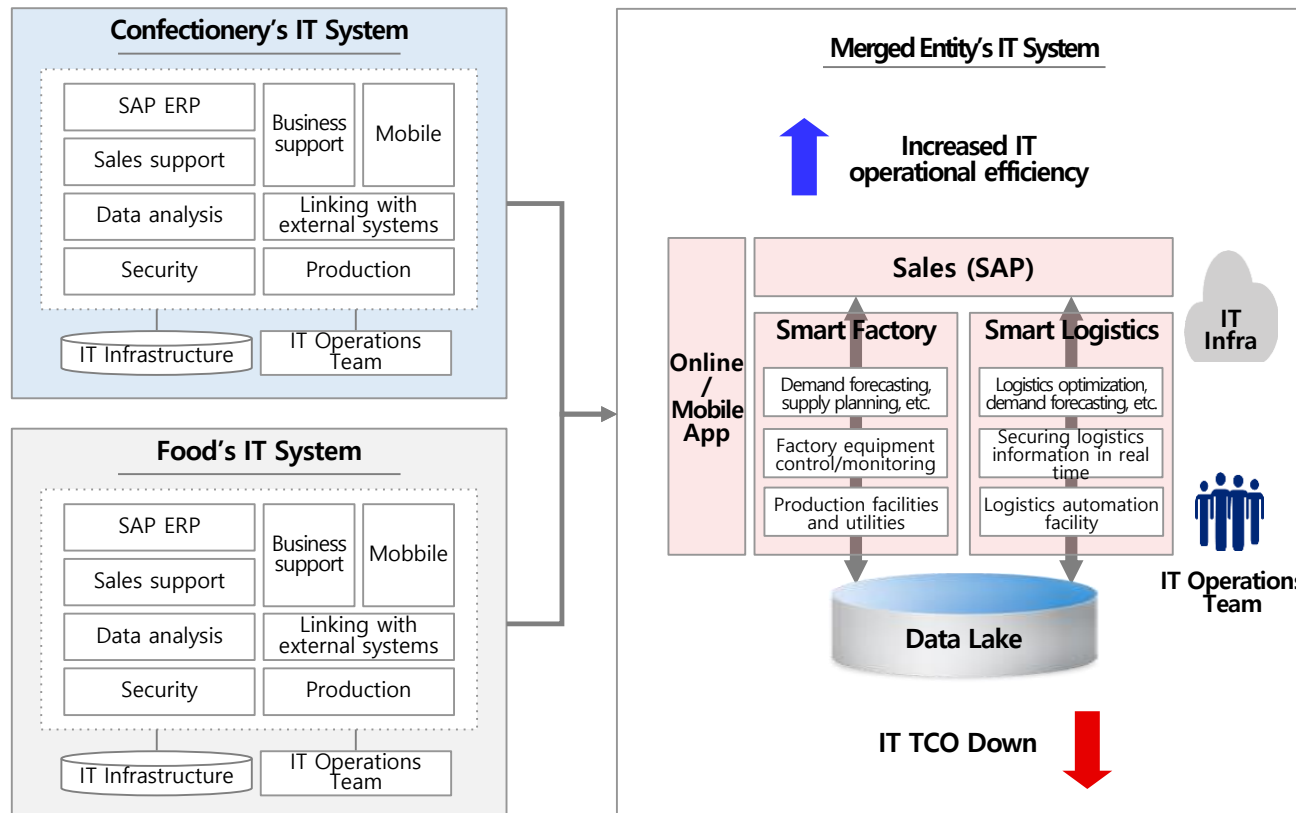
## 2. IT Infrastructure

In connection with experts (Lotte Data Communication co., Ltd),

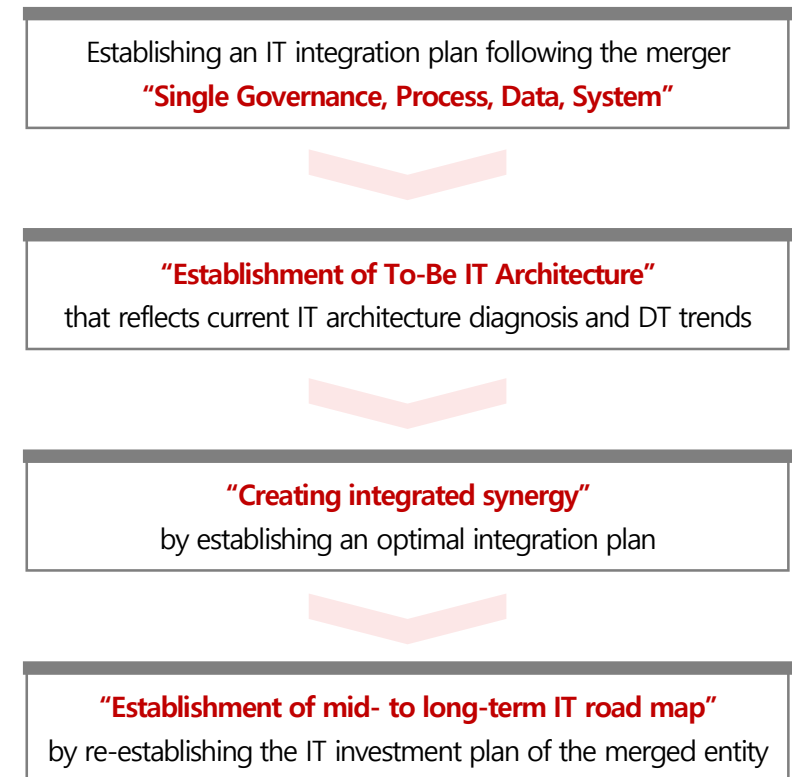
[Step 1] IT integration for stable business performance at the time of merger and [Step 2] The IT operation roadmap are being established.

### [Step 1] IT Integration

- To prevent IT-related issues from occurring at the time of the merger in July 2022, an optimal IT integration project is underway based on a comparative review of the systems of both companies



### [Step 2] IT P/J Direction



# Improving Efficiency through Infrastructure Integration

Expected Effect of Merger

Future Growth

Online Channels

Ice Cream Business

**Infrastructure Integration**

Lifecycle



Shareholder Value

## 3. Procurement Efficiency

Integration and upgrade of procurement system **[Step 1]** Upgrade the system for overlapping categories and optimize the unit price of overlapping items.

**[Step 2]** Expand system upgrades to all categories and seek to maximize purchasing competitiveness.

### Purchase of Raw Materials

				
Fats & Oils	Shortening, processed fats and oils	approx. 50 billion won	Fats and oils (such as soybean oil)	approx. 300 billion won
Dairy products	Skim milk powder, whole milk powder	approx. 80 billion won	Skim milk powder, processed butter	approx. 70 billion won
Additives	Sugar alcohol, food coloring, stabilizer	approx. 50 billion won	Food coloring, additives, flavoring	approx. 30 billion won
Sugars/Sweets	White sugar, starch sugar	approx. 35 billion won	White sugar, starch sugar	approx. 10 billion won
Nuts	Cocoa, almond, peanut	approx. 45 billion won	Beans, red beans, cocoa	approx. 10 billion won
Agricultural products	Eggs	approx. 20 billion won	Rice, eggs	approx. 20 billion won

### Increasing Procurement Efficiency

#### Short term

- **Optimize unit prices of overlapping items across the two companies**
  - Realize lower price and volume discount with the same specifications
- **Promote upgrade in terms of integration of overlapping categories**
  - Standardize to optimal specifications for similar sub-materials and eliminate unnecessary requirements from specifications
- **Expand the items that the group purchases collectively**
  - White sugar, fructose, ice cream sub ingredients, etc.

#### Mid to long term

- **Develop and operate products that create synergies in purchasing costs**
  - Set goals for creating synergies such as strengthening product sourcing capabilities in ice cream, dairy processing, etc.
- **Standardize and optimize specifications for categories prior to purchasing**
  - Diagnose each item in detail and make concrete plans
- **Aim to maximize the competitive edge in procurement in the market**
  - Respond to rising raw and subsidiary material prices and strengthen capacity for stable supply and demand

Note. Purchase of Raw Materials are as of January-December 2021.

# Improving Efficiency through Infrastructure Integration

Expected Effect  
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Future  
Growth

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Channels

Ice Cream  
Business

**Infrastructure  
Integration**

Lifecycle



Shareholder  
Value

## 4. Financial Structure

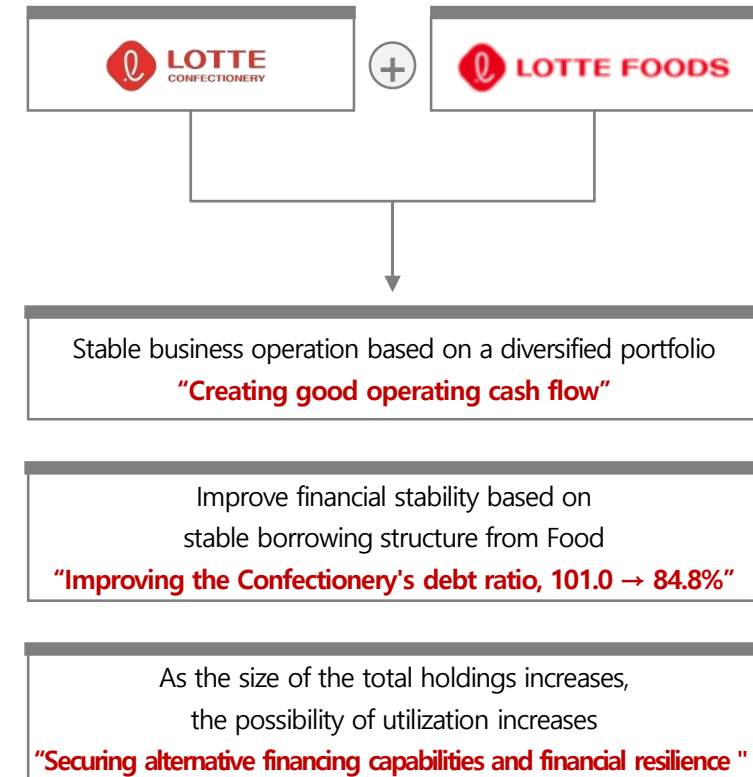
Lotte Confectionery has relatively large borrowings due to relocation of overseas subsidiaries, etc., and Lotte Food can use conservative leverage  
→ Synergy between the two companies is expected to rise after the merger.

### Liabilities

(Unit: 100 million won, %)

Category (Dec 2021)	 <b>LOTTE CONFECTIONERY</b>	 <b>LOTTE FOODS</b>
Cash Equivalents	3,365	704
Total Borrowings	8,465	2,200
(Net Borrowings)	(5,100)	(1,496)
Total Assets	26,666	12,715
Equity	13,270	7,860
Liabilities	13,397	4,855
(Debt Ratio)	(101.0)	(61.8)
Credit Rating	AA / Stable	AA / Stable

### Financial Expectations



# Enhancing Customer Value

Expected Effect of Merger

Future Growth

Online Channels

Ice Cream Business

Infrastructure Integration

Lifecycle

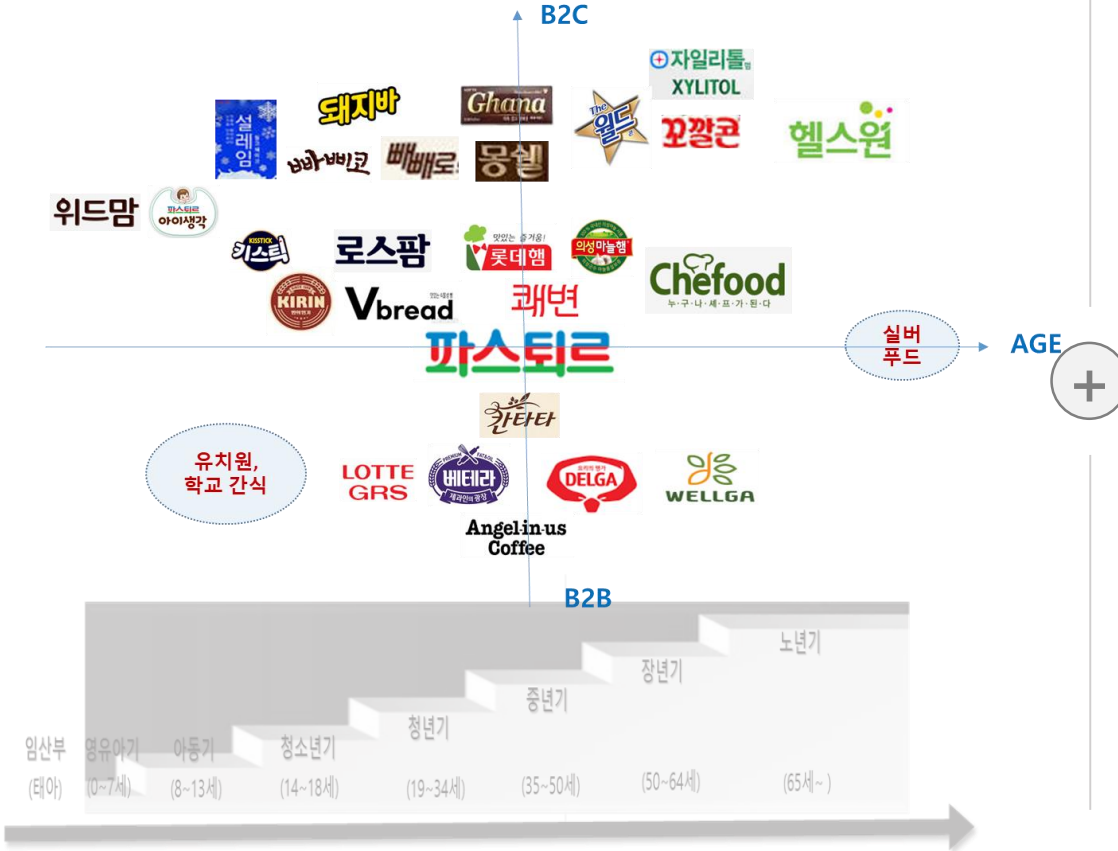
Shareholder Value

Complete a lifecycle portfolio that covers all ages with brands owned by the two companies.

Establish PLM and strengthen brand competitiveness by systematically integrating and utilizing the R&D and MKT big data from the two companies → Improve the value provided to customers

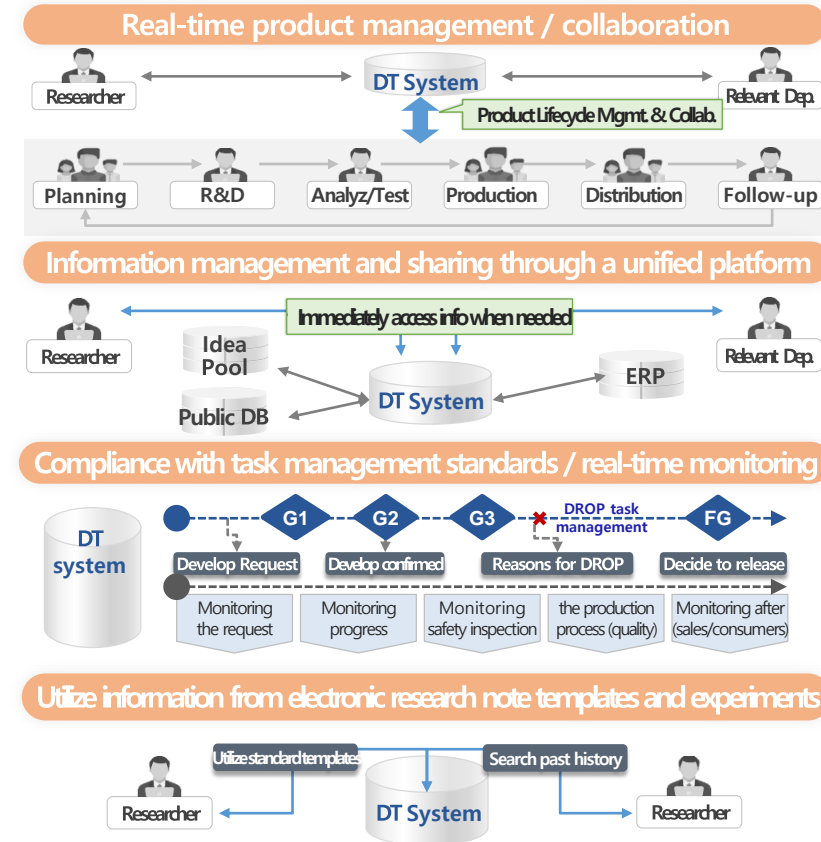
## Lifecycle Portfolio

- Build a food portfolio that spans a lifetime, from baby products for infants to silver food products for middle-aged and older people.



## Establish PLM system

- PLM (Product Lifecycle Management) to be established through digital assetization of R&D information



# Increasing Shareholder Value

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Lifecycle

Shareholder  
Value

The merged entity will cancel 60% of its treasury shares to enhance the value of existing shareholders and aim for a dividend payout ratio of 30% or higher.

## Cancellation of Treasury Shares

(Unit : thousand shares, %)

Category	LOTTE CONFECTIONERY		LOTTE FOODS		After Merger	
	No. of Shares	Share Ratio	No. of Shares	Share Ratio	No. of Shares	Share Ratio
Related Party	4,868	75.86	623	51.52	6,615	67.44
Other Shareholders	1,544	24.07	364	30.12	2,566	26.16
Treasury Shares	5	0.07	✓ 222	18.37	627	6.40
Total	6,417	100.00	1,209	100.00	9,808	100.00



### To enhance shareholder value

60% of LOTTE FOODS treasury shares will be canceled  
(133,000 shares, estimated value of approximately KRW 42.9 billion)

## Dividend Policy

(Unit : won, %)

Category	LOTTE CONFECTIONERY			LOTTE FOODS		
	2019	2020	2021	2019	2020	2021
DPS	1,300	1,600	1,600	12,000	12,000	10,000
Dividend rate (Excluding one-time fees)	21.9	25.0	29.4	29.1	15.5 (46.0)	696.1 (31.0)
Dividend yield	0.9	1.6	1.3	2.9	3.6	3.6



### Gradually increasing shareholder dividends

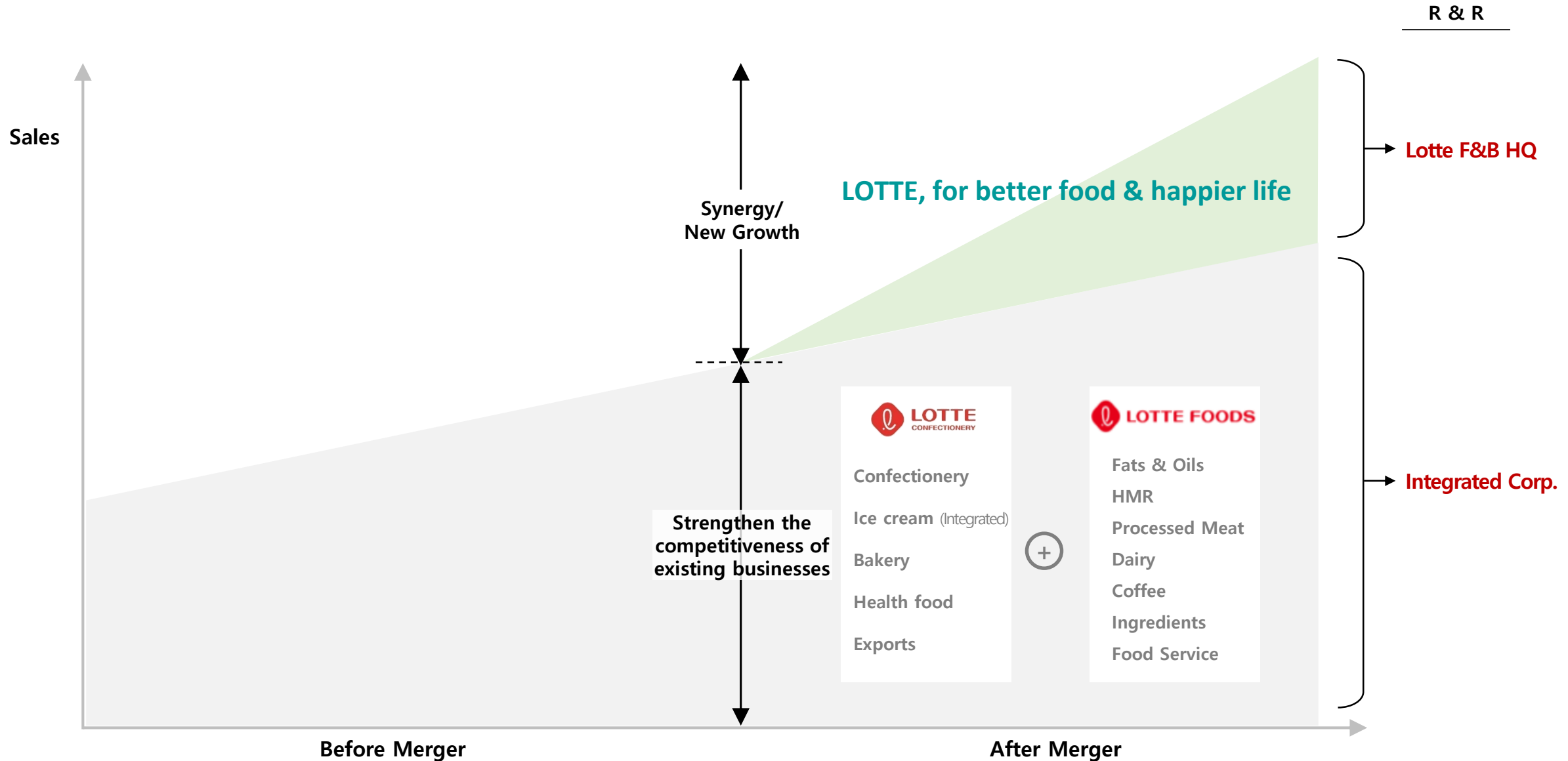
Both companies pursue a dividend policy with a dividend payout ratio of 30% or higher.

# Vision of the Merged Entity

LOTTE, for better food & happier life



# Vision of the Merged Entity



# Vision of the Merged Entity

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Mission

We enrich people's lives by providing superior products and services that our customers love and trust

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Vision

**LOTTE, for better food & happier life**

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Core Values

01

**Healthier**

Wholesome,  
Health & Wellness



We put food safety first and develop products that help people lead a healthy life.

02

**Happier**

Fun & Joy,  
Happiness



We provide pleasure to consumers through food and contribute to the affluent life of our employees, shareholders, and all stakeholders.

03

**Newer**

New &  
Innovation



We aim to become a leading company in food technology through research and innovation of new technologies, and provide better life opportunities for more people by entering new markets and regions.

04

**Longer**

Lifetime &  
Sustainability



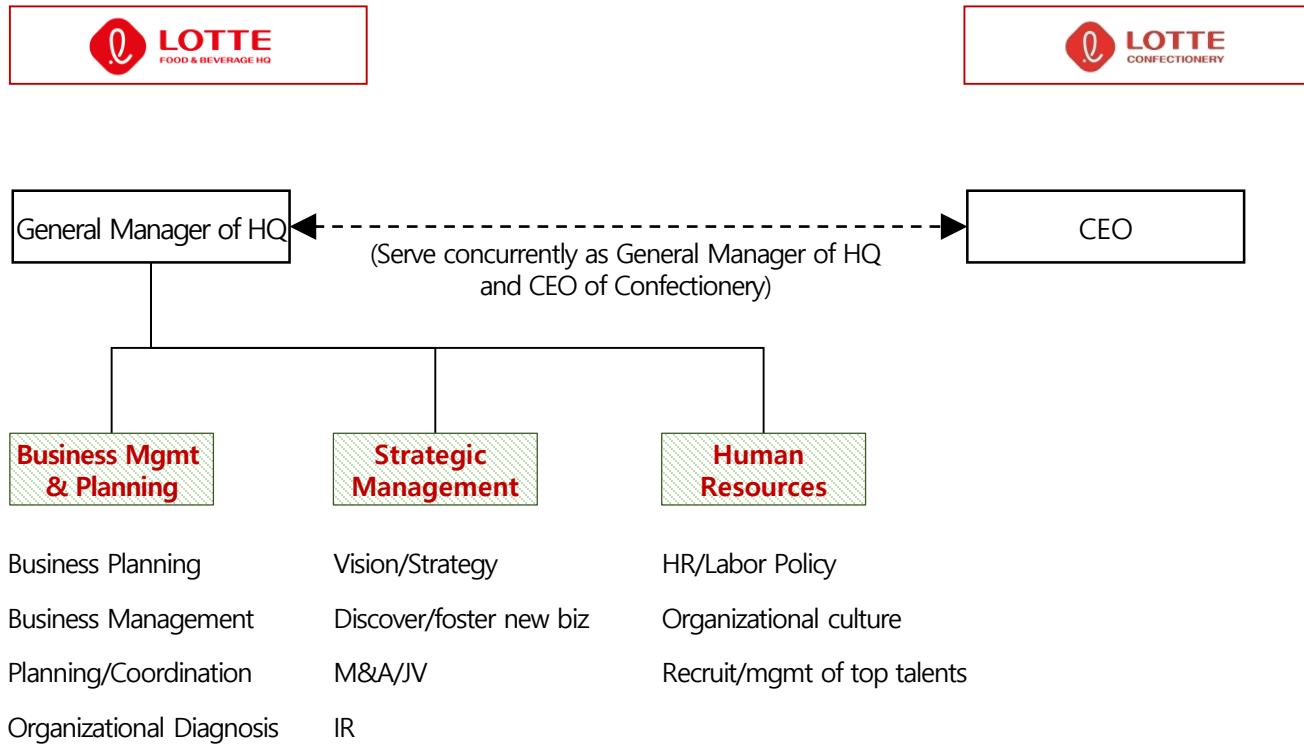
We provide products that fit the entire life cycle process and pursue highly advanced ESG activities considering sustainability in all business activities.

# (Reference) Lotte Food & Beverage HQ

## Food & Beverage HQ to be newly established

Lotte Group will switch from the existing BU (Business Unit) to the HQ (Headquarters) system and establish the Food & Beverage HQ in the food business area. It is being operated with the goal of 'discovering future growth engines' and improving operational efficiency and synergy in the overall food group compared to the previous one.

### Organization Chart



### HQ's Major Initiatives (2022)

- Merger P/J between Lotte Confectionery and Lotte Food**
- Establish a Health & Wellness Biz Model**
- Establish strategies for global business expansion**
- Promote M&A to secure future growth engines**

# Pro forma of Merged Entity

## Before Merger

## After Merger

Parent  
I / S

Jan-Dec 2021	Confectionery	%	Foods	%
1. Sales	15,464	100.0	16,084	100.0
2. C.O.G.S	9,753	63.1	13,120	81.6
3. G.P	5,710	36.9	2,965	18.4
4. SG & A	4,883	31.6	2,566	16.0
5. O.P	827	5.3	399	2.5
6. Other Income	179	1.2	24	0.1
7. Other Expense	578	3.7	276	1.7
8. Finance Income	265	1.7	8	0.1
9. Finance Expense	240	1.6	49	0.3
10. R.P	452	2.9	105	0.7

(unit : KRW 100million, %)

Jan-Dec 2021	Merged Entity	%
1. Sales	✓ 30,948	100.0
2. C.O.G.S	22,313	72.1
3. G.P	8,635	27.9
4. SG & A	7,409	23.9
5. O.P	1,226	4.0
6. Other Income	203	0.7
7. Other Expense	855	2.8
8. Finance Income	273	0.9
9. Finance Expense	289	0.9
10. R.P	558	1.8

Remove  
Internal  
transaction

Consoli-  
dated  
I / S

Jan-Dec 2021	Confectionery	%	Foods	%
1. Sales	21,454	100.0	16,078	100.0
2. C.O.G.S	14,123	65.8	13,121	81.6
3. G.P	7,331	34.2	2,957	18.4
4. SG & A	6,246	29.1	2,572	16.0
5. O.P	1,085	5.1	385	2.4
6. Other Income	156	0.7	24	0.1
7. Other Expense	560	2.6	276	1.7
8. Finance Income	188	0.9	8	0.1
9. Finance Expense, etc.	328	1.5	62	0.4
10. R.P	541	2.5	78	0.5

Jan-Dec 2021	Merged Entity	%
1. Sales	✓ 36,932	100.0
2. C.O.G.S	26,684	72.3
3. G.P	10,248	27.7
4. SG & A	8,778	23.8
5. O.P	1,469	4.0
6. Other Income	180	0.5
7. Other Expense	836	2.3
8. Finance Income	196	0.5
9. Finance Expense, etc.	390	1.1
10. R.P	619	1.7

## MISSION

사랑과 신뢰를 받는  
제품과 서비스를 제공하여  
인류의 풍요로운 삶에 기여한다

We enrich people's lives by providing  
superior products and services that  
our customers love and trust

