

26th April 2012

Company Announcements Office
ASX Limited
Level 4, 20 Bridge Street
Sydney NSW 2000

**Freedom Foods Group Limited
Shareholder Approval of Pactum Acquisition and ESOP Grant**

Freedom Foods Group Limited (ASX:FNP) is pleased to announce that at an Extraordinary General Meeting of Shareholders today, shareholders approved the following ordinary resolutions (summarised).

- Pactum Australia (Pactum) be consolidated into FNP through the acquisition of the 50% of the shares in Pactum, currently held by the Perich Group; and
- the Company under its Employee Share Option Plan (ESOP) grant Mr Rory Macleod, Group Executive Director, 2,500,000 options.

Both ordinary resolutions were **passed** on a show of hands. As required by section 251AA (1)(a) of the Corporations Act, validly appointed proxy information is attached in the Appendix.

The acquisition of the 50% of the shares in Pactum, currently held by the Perich Group is expected to be completed no later than 4th May 2012. The net purchase consideration for the shares is approximately \$6m, subject to final adjustments on completion.

The Company believes Pactum represents a significant strategic growth opportunity as well as providing synergies in servicing common customers and materials purchasing with the Company's Freedom Foods business.

The acquisition is expected to provide FNP with a number of benefits including:

- provide for full consolidation of the financial results and access to 100% of the cashflows of Pactum;
- participate in potential sales and earnings growth opportunities provided by the expansion of Pactum's packaging capabilities at its southern Sydney site from late 2012;
- simplify the Group's reporting and corporate structure; and
- the transaction is expected to be earnings accretive in its first year of full ownership in FY 2013.

For further information, please contact:

Rory J F Macleod
Group Executive Director
Freedom Foods Group Limited

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APPENDIX

Results of Extraordinary General Meeting

As required by section 251AA (1)(a) of the Corporations Act, validly appointed proxy information for the motions carried at the Extraordinary General Meeting held on 26th April 2012 were as follows:

Resolution 1

Pactum Transaction

Votes

For	3,431,944
Against	25,610
Abstain	51,637,880
Total	55,095,434

Resolution 2

Grant of 2,500,000 Option to RJF Macleod

Votes

For	54,633,906
Against	276,153
Abstain	185,375
Total	55,095,434

Confirmed as a record of the votes cast on the resolutions at the meeting.



26th April 2012
Company Secretary
Freedom Foods Group Limited