



**CONDENSED INTERIM  
CONSOLIDATED FINANCIAL STATEMENTS  
As of June 30, 2013**

## 1 – Condensed consolidated income statement for Bongrain SA

	Notes	Six months ended June 30	
		<u>2013</u>	<u>2012 restated</u>
In thousands of euro			
<b>NET SALES</b>	<b>2</b>	<b>2,048,391</b>	<b>1,979,729</b>
Purchases adjusted for changes in inventory		-1,300,853	-1,262,657
Personnel costs		-395,953	-383,059
Depreciation and amortization		-53,285	-54,754
Other current operating expenses		-208,985	-199,548
<b>CURRENT OPERATING PROFIT</b>	<b>2</b>	<b>89,315</b>	<b>79,711</b>
Other operating expenses	3	-24,531	-9,675
Other operating income	3	2,731	954
<b>OPERATING PROFIT</b>		<b>67,515</b>	<b>70,990</b>
Financial expense	4	-19,672	-22,086
Financial income	4	8,789	9,605
Group share of results of associates		4,019	4,571
<b>PROFIT BEFORE TAX</b>		<b>60,651</b>	<b>63,080</b>
Income tax expense	5	-32,160	-22,428
<b>Net income from continuing operations</b>		<b>28,491</b>	<b>40,652</b>
<b>Net loss for discontinued operations</b>	1.2	-22	-22
<b>Net income</b>		<b>28,469</b>	<b>40,630</b>
Net income attributable to equity holders of the parent company		24,443	36,436
Non-controlling interests		4,026	4,194
<b>Earnings per share (€)</b>			
<b>Attributable to equity holders of the parent company:</b>			
- basic		1.75	2.57
- diluted		1.70	2.50
<b>For continuing operations:</b>			
- basic		1.75	2.57
- diluted		1.70	2.50

With effect from January 1, 2013 the Group has applied (retroactively from January 1, 2012) IAS 19 (amended), *Employee Benefits*. The financial statements for 2012 have therefore been restated in accordance with the new standard as described in note 17.

The notes on pages 7 to 22 are an integral part of the summary consolidated interim financial statements.

## Condensed statement of comprehensive income

In thousands of euro	Notes	Six months ended June 30	
		<u>2013</u>	<u>2012 restated</u>
<b>NET INCOME</b>		<b>28,469</b>	<b>40,630</b>
Other comprehensive income:			
Translation differences		-7,885	4,736
Change in fair value of available-for-sale financial assets		464	-148
Change in fair value of cash flows (1)		-1,870	23
<b>Total recyclable components of other comprehensive income</b>		<b>-9,291</b>	<b>4,611</b>
Actuarial gains and losses on post-employment benefit plans (IAS19)		2,570	-5,502
Other changes (2)			-1,616
<b>Total non-recyclable components of other comprehensive income</b>		<b>2,570</b>	<b>-7,118</b>
<b>Total other comprehensive income net of tax</b>	<b>9</b>	<b>-6,721</b>	<b>-2,507</b>
<b>TOTAL COMPREHENSIVE INCOME NET OF TAX</b>		<b>21,748</b>	<b>38,123</b>
Group share		17,911	34,760
Non-controlling interests		3,837	3,363

(1) Mainly relating to hedging of interest rates and raw materials

(2) For 2012, relates to IFRS adjustments in respect of an associate

The notes on pages 7 to 22 are an integral part of the summary consolidated interim financial statements.

## 2 - Consolidated balance sheet

In thousands of euro	Notes		
<b>ASSETS</b>		<b><u>06/30/2013</u></b>	<b><u>12/31/2012</u></b>
			<b>restated</b>
Intangible assets	7	430,199	423,810
Property, plant and equipment	7	741,741	744,336
Other financial assets		33,674	44,401
Investments in associates		136,733	133,534
Non-current derivative financial instruments		3,875	1,517
Deferred tax assets		80,861	93,221
<b>TOTAL NON-CURRENT ASSETS</b>		<b>1,427,083</b>	<b>1440,819</b>
Inventories and work in progress	8	463,154	368,538
Trade and other receivables		691,537	731,696
Tax credits		13,129	14,234
Derivative financial instruments		5,281	6,154
Other current financial assets	13	62,810	72,837
Cash and cash equivalents	14	531,085	416,820
<b>TOTAL CURRENT ASSETS</b>		<b>1,766,996</b>	<b>1,610,279</b>
Assets held for sale	1.2	1,241	1,283
<b>TOTAL ASSETS</b>		<b>3,195,320</b>	<b>3,052,381</b>
In thousands of euro	Notes		
<b>EQUITY AND LIABILITIES</b>		<b><u>06/30/2013</u></b>	<b><u>12/31/2012</u></b>
			<b>restated</b>
Paid-in capital		34,833	33,091
Other reserves	10	-16,407	-,9,875,
Retained earnings		1,079,863	1,089,415
<b>GROUP SHARE OF EQUITY</b>		<b>1,098,289</b>	<b>1,112,631</b>
Non-controlling interests		62,220	66,231
<b>TOTAL EQUITY</b>		<b>1,160,509</b>	<b>1,178,862</b>
Provisions	11	94,928	100,036
Non-current bank borrowings	12	431,058	455,397
Other non-current liabilities		22	21
Non-current derivative financial instruments		5,511	2,679
Deferred tax liabilities		113,456	114,454
<b>TOTAL NON-CURRENT LIABILITIES</b>		<b>644,975</b>	<b>672,587</b>
Trade and other payables		803,042	821,996
Income tax payable		16,110	13,019
Derivative financial instruments		1,907	2,035
Bank borrowings	12	568,486	363,586
<b>TOTAL CURRENT LIABILITIES</b>		<b>1,389,545</b>	<b>1,200,636,</b>
Liabilities held for sale	1.2	291	296
<b>TOTAL LIABILITIES</b>		<b>2,034,811</b>	<b>1,873,519</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>3,195,320</b>	<b>3,052,381</b>

The notes on pages 7 to 22 are an integral part of the summary consolidated interim financial statements.

### 3 - Consolidated statement of cash flows

In thousands of euro

		Six months ended June 30	
	Notes	<u>2013</u>	<u>2012 restated</u>
<b>Net loss for discontinued operations</b>		-22	-22
<b>Net income from continuing operations</b>		<b>28,491</b>	<b>40,652</b>
Income tax expense		32,160	22,428
Depreciation and amortization		53,285	54,754
Net proceeds from disposal of activities		1,849	-461
Share of results of associates		-4,019	-4,571
Net financial expense		7,310	12,576
Other non-cash items		9,852	1,164
<b>Gross operating margin</b>		<b>128,928</b>	<b>126,542</b>
Interest paid		-12,698	-17,194
Interest received		4,929	5,517
Income tax paid		-17,281	-16,670
Change in working capital		-77,075	-37,349
<b>Net cash flow from operating activities for continuing operations</b>		<b>26,803</b>	<b>60,846</b>
<b>Net cash flow from operating activities for discontinued operations</b>		<b>-22</b>	<b>-22</b>
<b>NET CASH FROM OPERATING ACTIVITIES</b>		<b>26,781</b>	<b>60,824</b>
Acquisition of subsidiaries and minority interests		-21,298	-3,321
Disposal of businesses net of the cash transferred		3,084	
Acquisition of tangible and intangible non-current assets		-65,998	-58,424
Proceeds of disposal		288	3,365
Acquisition of financial assets and changes in other current financial assets		18,213	4,588
Dividends received from associates		858	1,245
<b>Net cash flow for investing activities for continuing operations</b>		<b>-64,853</b>	<b>-52,547</b>
<b>Net cash flow for investing activities for discontinued operations</b>			
<b>NET CASH FOR INVESTING ACTIVITIES</b>		<b>-64,853</b>	<b>-52,547</b>
<b>Net cash flow from financing activities</b>			
Purchase of treasury shares		1,479	193
Share capital increase subscribed by equity holders of the parent company		-1,399	
Share capital increase subscribed by minority interests		-2,229	
Proceeds of borrowings		176,330	104,687
Repayment of borrowings		-48,049	-129,503
Dividends paid to the parent company's stockholders		-18,221	-17,006
Dividends paid to minority interests in consolidated companies		-3,361	-2,384
<b>Net cash flow for financing activities for continuing operations</b>		<b>104,550</b>	<b>-44,013</b>
<b>Net cash flow for financing activities for discontinued operations</b>			
<b>NET CASH FOR FINANCING ACTIVITIES</b>		<b>104,550</b>	<b>-44,013</b>
Impact of foreign exchange differences		2,437	4,308
<b>Net change in cash and cash equivalents</b>		<b>68,915</b>	<b>-31,428</b>
<b>Reclassification of cash and cash equivalents for discontinued operations</b>		<b>-14</b>	<b>5</b>
<b>Opening cash and cash equivalents</b>	<b>14</b>	<b>336,314</b>	<b>359,279</b>
<b>CLOSING CASH AND CASH EQUIVALENTS</b>	<b>14</b>	<b>405,215</b>	<b>327,856</b>

The notes on pages 7 to 22 are an integral part of the summary consolidated interim financial statements.

#### 4 - Consolidated statement of changes in equity

In thousands of euro

	ATTRIBUTABLE TO STOCKHOLDERS OF THE PARENT COMPANY				TOTAL CONSOLI- DATED EQUITY
	Paid-in capital	Other reserves (note 10)	Retained earnings	Non-controlling interests	
<b>EQUITY AS OF 01/01/2012 (published)</b>	<b>38,953</b>	<b>10,617</b>	<b>1,066,817</b>	<b>64,722</b>	<b>1,181,109</b>
Opening adjustment to reserves following the application of IAS 19 (amended)			-17,264	-400	-17,664
<b>EQUITY AS OF 01/01/2012 (restated)</b>	<b>38,953</b>	<b>10,617</b>	<b>1,049,553</b>	<b>64,322</b>	<b>1,163,445</b>
Dividends distributed			-17,006	-3,134	-20,140
<b>Total comprehensive income as of 06/30/2012 (published)</b>		<b>4,515</b>	<b>35,333</b>	<b>3,475</b>	<b>43,323</b>
Actuarial gains and losses on defined benefit post-employment benefit plans		-5,383	295	-112	-5,200
<b>Total comprehensive income as of 06/30/2012 (restated)</b>		<b>-868</b>	<b>35,628</b>	<b>3,363</b>	<b>38,123</b>
Stock purchase option plans:					
• Value of services provided	467				467
• Treasury shares awarded	200				200
Purchase of treasury shares	-7				-7
Impact of changes in consolidation scope:					
• Purchase of non-controlling interests					
• Put options granted to non-controlling interests			-624	57	-567
• Impact of business combinations			524	-524	
<b>EQUITY AS OF 06/30/2012 (restated)</b>	<b>39,613</b>	<b>9,749</b>	<b>1,068,075</b>	<b>64,084</b>	<b>1,181,521</b>
<b>EQUITY AS OF 12/31/2012 (published)</b>	<b>33,091</b>	<b>,820</b>	<b>1,106,050</b>	<b>66,862</b>	<b>1,206,823</b>
Opening adjustment to reserves following the application of IAS 19 (amended)			-17,222	-407	-17,629
Actuarial gains and losses on defined benefit post-employment benefit plans		-10,695	587	-224	-10,332
<b>EQUITY AS OF 12/31/2012 (restated)</b>	<b>33,091</b>	<b>-9,875</b>	<b>1,089,415</b>	<b>66,231</b>	<b>1,178,862</b>
Dividends distributed (1)			-18,221	-3,597	-21,818
<b>Total comprehensive income as of 06/30/2013</b>		<b>-6,532</b>	<b>24,443</b>	<b>3,837</b>	<b>21,748</b>
Stock purchase option plans:					
• Value of services provided	263				263
• Treasury shares awarded	80				80
Purchase of treasury shares	1,399				1,399
Common stock increase			-1,399	4	-1,395
Impact of changes in consolidation scope:					
• Purchase of non-controlling interests			-4,066	-4,047	-8,113
• Put options granted to non-controlling interests			-10,309	-208	-10,517
• Impact of business combinations					
<b>EQUITY AS OF 06/30/2013</b>	<b>34,833</b>	<b>-16,407</b>	<b>1,079,863</b>	<b>62,220</b>	<b>1,160,509</b>

(1) Of which €236 thousand accrued.

The notes on pages 7 to 22 are an integral part of the summary consolidated interim financial statements.

## 5 - Notes to the condensed interim consolidated financial statements

BONGRAIN SA is a *Société Anonyme à Conseil d'Administration* (French limited liability company with a Board of Directors) domiciled and registered in France and whose registered office is located at 42 rue Rieussec in Viroflay (78220). Its shares are traded in on the Paris Stock Exchange.

### Declaration of compliance

The condensed interim consolidated financial statements, expressed in thousands of euro unless otherwise stated, have been prepared in accordance with IAS 34, *Interim Financial Reporting*. They comprise the company and its subsidiaries (hereafter the "Group") and the Group's share of associates. They do not include all the information required for a complete set of annual financial statements and must be read in conjunction with the Group's consolidated financial statements for the year ended December 31, 2012 which are available on request from the company's registered office or by consulting [www.bongrain.com](http://www.bongrain.com). They were released for publication by the Board of Directors on August 29, 2013.

### Principal accounting policies

The accounting policies applied by the Group in its condensed interim consolidated financial statements are identical to those used in its consolidated financial statements for the year ended December 31, 2012 except for amendments becoming necessary because of the evolution of International Financial Reporting Standards (IFRSs).

The amendments to standards and interpretations applicable with effect from January 1, 2013 have impacted the Group in terms of:

- The presentation of other comprehensive income which now distinguishes between recyclable and non-recyclable components (cf. IAS 1 (amended)).
- Interim reporting on financial instruments (cf. IFRS 13):  
IFRS 13 establishes a unique framework for measuring fair value and for disclosures in respect of fair value when required or permitted by other IFRSs. The standard provides a unique definition of fair value, namely the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.  
In accordance with IFRS 13, the Group has applied the new approach to the measurement of fair value on a prospective basis. The changes have not had any significant impact on the measurement of the Group's assets and liabilities.
- Employee benefits (cf. IAS 19 (amended)):  
The amendments to IAS 19 are applicable from January 1, 2013 with retroactive effect as of January 1, 2012. The main impacts are as follows:
  - Suppression of the corridor method. As a result, €41.1 million of actuarial gains and losses not yet recognized as of December 31, 2011 were recognized as an adjustment to consolidated equity as of January 1, 2012 and the change for 2012 was included in other comprehensive income. Both items are non-recyclable.
  - €1 million of past service cost not yet recognized as of December 31, 2011 was recognized as an adjustment to consolidated equity as of January 1, 2012 and past service cost for benefit plan changes occurring on or after January 1, 2012 was recognized through profit or loss (n/s for the Group);
  - The expected return on post-employment plan assets is henceforth measured on the basis of the discount rate applicable to measuring the Group's commitments.

The retroactive application of the amendments to IAS 19 has required restatement of the consolidated financial statements for 2012, the detailed impacts of which are presented in note 17.

The preparation of condensed interim consolidated financial statements requires, as for the preparation of annual financial statements, the exercise of judgment and the estimation of certain amounts. The estimated amounts are identical to those described in the Group's consolidated financial statements for the year ended December 31, 2012.

During the six months ended June 30, 2013 the Group has in particular revised its estimates relating to impairment of property, plant and equipment (see note 3) and to deferred tax assets in respect of tax losses carried forward previously not brought onto the balance sheet (see note 5).

### Management of financial risk

The objectives and policies pursued by the Group in managing its exposure to financial risks are unchanged compared to the information furnished in its consolidated financial statements for the year ended December 31, 2012.

## Note 1. Changes in consolidation scope

The main change in consolidation scope during the 1<sup>st</sup> half of 2013 was the acquisition of an 89.45% interest in Fromagerie Berthaut on March 19, 2013. Mention may also be made of the following movements: in January 2013, the acquisition of 55% of Dutch Cheese Master SAS; on February 21, 2013, the acquisition of an additional 50% of SB International (Belgium) and 20% of Petra (Uruguay); and on April 15, 2013, the acquisition of an additional 10% of Sinodis with provision of a purchase option for the remaining 10% (in accordance with IFRS 3, given that the price and date of the option have already been determined the Group consolidated 100% of this entity with effect from June 30, 2013). Finally, the Group sold its dormant Fromagerie Paul Renard subsidiary on June 10, 2013. All these companies were classified within the cheese products operating segment.

There were no changes in consolidation scope during the 1<sup>st</sup> half of 2012.

During the 2<sup>nd</sup> half of 2012, the Group acquired 100% of Les Vergers des Coteaux du Périgord SAS (cheese products operating segment) and also sold 20% of Fromagerie des Doukkala SA (Morocco).

## Note 2. Segment reporting

The Group' segment reporting is based on the internal reporting to its Managing Director, the main operating decision-maker, which is prepared in accordance with the Group's accounting framework. There are two operating segments:

**Cheese products:** this segment comprises the production of branded cheeses and other cheese specialties for most of the world's markets;

**Other dairy products:** this business groups together fresh cream and butter for mass consumption, commercial catering products such as fresh and UHT cream, preparations for desserts, pastry-making butters, long-life cream and basic preparations for the international luxury hotel industry. It also comprises technical butters and highly specialized dairy proteins for use in food manufacturing and in the nutrition and health industries.

The condensed income statement by segment may be summarized and reconciled with the Group's income statement as follows:

In thousands of euro	Cheese products		Other dairy products		Other items		Total	
	June 2013	June 2012	June 2013	June 2012	June 2013	June 2012	June 2013	June 2012*
Segment revenue	1,263,006	1,258,425	830,202	762,139	24,481	23,235	2,117,689	2,043,799
Inter-segment revenue	-36,848	-31,937	-15,293	-16,057	-17,157	-16,076	-69,298	-64,070
<b>Third party revenue</b>	<b>1,226,158</b>	<b>1,226,488</b>	<b>814,909</b>	<b>746,082</b>	<b>7,324</b>	<b>7,159</b>	<b>2,048,391</b>	<b>1,979,729</b>
Depreciation and amortization	-38,170	-40,087	-11,613	-11,343	-3,502	-3,324	-53,285	-54,754
<b>Current operating profit</b>	<b>51,786</b>	<b>58,573</b>	<b>45,961</b>	<b>26,795</b>	<b>-8,432</b>	<b>-6,145</b>	<b>89,315</b>	<b>79,223</b>
Restructuring costs	-141	-810	-527	-2,378			-668	-3,188
Impairment of assets	-13,412	-4,642					-13,412	-4,642
<b>Segment profit/(loss)</b>	<b>38,233</b>	<b>53,121</b>	<b>45,434</b>	<b>24,417</b>	<b>-8,432</b>	<b>-6,145</b>	<b>75,235</b>	<b>71,393</b>

Operating segment balance sheet items may be summarized and reconciled with the Group's balance sheet as follows:

In thousands of euro	June 2013	December 2012	June 2013	December 2012	June 2013	December 2012	June 2013	December 2012*
<b>Total assets</b>	<b>1,908,370</b>	<b>1,937,565</b>	<b>977,756</b>	<b>918,867</b>	<b>309,194</b>	<b>182,822</b>	<b>3,195,320</b>	<b>3,039,254</b>
Of which:								
Investments in associates	64,889	62,290	68,297	67,918	3,547	3,326	<b>136,733</b>	<b>133,534</b>



Statement of cash flow items may be summarized and reconciled with the Group's statement of cash flows as follows:

In thousands of euro	June 2013	June 2012	June 2013	June 2012	June 2013	June 2012	June 2013	June 2012
Investment in tangible and intangible non-current assets	38,186	34,313	22,930	19,580	4,882	4,531	<b>65,998</b>	<b>58,424</b>

\*Published data

Reconciliation from segment income to net income of the period:

	2013	2012*
<b>Segment income</b>	<b>75,235</b>	<b>71,393</b>
Other operating expenses	-8,119	-1,570
Other operating income	398	679
<b>Operating profit</b>	<b>67,515</b>	<b>70,502</b>
Financial expense	-19,672	-22,060
Financial income	8,789	9,605
Share of results of associates	4,019	4,571
<b>Profit before tax</b>	<b>60,651</b>	<b>62,618</b>
Income tax	-32,160	-22,268
Net loss for discontinued operations	-22	-22
<b>Net income for the period</b>	<b>28,469</b>	<b>40,328</b>

\*Published data

#### Net sales and capital investment by geographical zone

In thousands of euro	France	Rest of Europe	Rest of the world
<b>Net sales</b>			
1 <sup>st</sup> half 2013	652,946	802,429	593,016
1 <sup>st</sup> half 2012	614,713	777,380	587,636
<b>Capital investment</b>			
1 <sup>st</sup> half 2013	39,332	10,681	15,985
1 <sup>st</sup> half 2012	33,649	18,418	6,357
<b>Total assets</b>			
1 <sup>st</sup> half 2013	2,603,198	381,377	210,745
1 <sup>st</sup> half 2012	2,459,299	349,526	212,109

### Note 3. Other operating income and expense

The 2013 interim financial statements include €0.7 million of net restructuring costs, €13.4 million of impairment of assets, €1.2 million of net capital losses on sale of investments and €6.5 million of net charges for other items essentially related to litigation.

The impairment loss recognized followed impairment testing of those cash-generating units (CGUs) for which indications of impairment had been noted.

The methodology applied for impairment testing, and the main assumptions applied in determining value in use, were as described in the notes to the consolidated financial statements as of December 31, 2012. The applicable long-range plans and discount rates were updated as of June 30, 2013.

In recognition of new changes in the markets and our competitors, €13.7 million of additional impairment was charged against our Central and Eastern Europe (European Union) CGU, thereby producing a cumulative total of €20.8 million of impairment.

A change of 0.5% in the discount rates applied would have an impact of plus or minus €7 million euros on that cumulative total.

### Note 4. Net financial expense

In thousands of euro	06/30/2013	06/30/2012*
Interest expense (1)	-10,331	-14,661
Bank commissions	-3,419	-2,830
Other financial expense	-5,444	-3,828
Interest rate hedging expense (3)		-741
Foreign currency losses	-478	
<b>FINANCIAL EXPENSE</b>	<b>-19,672</b>	<b>-22,060</b>
Interest income (2)	6,801	6,930
Other financial income*		
Interest rate hedging income (3)	1,988	
Foreign currency gains		2,675
<b>FINANCIAL INCOME</b>	<b>8,789</b>	<b>9,605</b>
<b>Net financial expense</b>	<b>-10,883</b>	<b>-12,455</b>
<i>Of which: net interest expense (1)+(2)+(3)</i>	<i>-1,542</i>	<i>-8,472</i>

\*Published data

### Note 5. Income tax

Income tax may be broken down as follows:

In thousands of euro	06/30/2013	06/30/2012*
Current tax	-21,566	-19,564
Deferred tax	-8,823	-1,592
Share of income tax of associates	-1,771	-1,112
	<b>-32,160</b>	<b>-22,268</b>

\*Published data

For the six months ended June 30, 2013 the consolidated effective tax rate amounts to 53% (for the year ended December 31, 2012: 36.88% and for the six months ended June 30, 2012: 35.56%). The difference between the theoretical tax charge of €22.8 million and the actual tax charge of €32.2 million is attributable to the following elements:

In thousands of euro	06/30/2013	06/30/2012*
Profit before tax	60,651	62,618
Theoretical tax based on national tax rates	22,765	20,047
Tax impact of:		
- Non-taxable profits and non-deductible expenses	53	-786
- CVAE tax analyzed as a tax on income	2,908	2,693
- Tax credits	27	-631
- Use of tax losses not previously recognized and impairment of net deferred tax assets <sup>(1)</sup>	3,040	1,389
- Changes in the rates applicable to deferred tax assets and liabilities	-75	87
- Other factors <sup>(2)</sup>	3,442	-531
<b>Income tax charge</b>	<b>32,160</b>	<b>22,268</b>
Weighted average tax rate	<b>53,0%</b>	<b>35,6%</b>

(1) The balance as of June 30, 2013 includes a €4.8 million charge for impairment of deferred tax assets and a €1.8 million credit for use of tax losses not previously recognized. Deferred tax assets are recognized in respect of tax losses carried forward to the extent that their recovery appears probable. The Group's forecast taxable profits for the three coming years have required adjustment to certain companies' deferred tax assets. As of June 30, 2012 the total impairment impact amounted to €3.2 million.

(2) Including the impact of tax inspections.

\*Published data

#### Note 6. Dividend per share

In thousands of euro	06/30/2013	06/30/2012
Dividends paid by the Group	18,221	17,006
Dividend per share (euro per share)	1.30	1.20

#### Note 7. Intangible assets and property, plant and equipment

In thousands of euro	Intangible assets	Property, plant and equipment	Total
<b>Carrying amount as of 01/01/2013</b>	<b>423,810</b>	<b>744,336</b>	<b>1,168,146</b>
Capital expenditure net of government grants	4,444	59,366	63,810
Disposals	-31	-946	-977
Depreciation and amortization	-4,202	-49,853	-54,055
Impairment	-1	-13,411	-13,412
Change of consolidation scope (1)	6,215	6,908	13,123
Translation differences	-36	-4,673	-4,709
Impact of discontinued operations		14	14
<b>Carrying amount as of 06/30/2013 (*)</b>	<b>430,199</b>	<b>741,741</b>	<b>1,171,940</b>
(*) of which: net assets under finance lease as of 06/30/2013		19,666	19,666

(1) Including €5.3 million of goodwill

During the six months ended June 30, 2013 the Group's investment in intangible assets amounted to €4,444 thousand (compared with €9,096 thousand for the six months ended June 30, 2012) and its investment in property, plant and equipment amounted to €59,366 thousand (compared to €49,916 thousand for the six months ended June 30, 2012).

#### Note 8. Inventories and work in progress

The change in inventories compared to December 31, 2012 reflects a seasonal increase in volumes and changes in the price of raw materials and of world prices for industrial products.

## Note 9. Breakdown of the other items of total comprehensive income

In thousands of euro	Period from January 1, 2013 to June 30, 2013			Period from January 1, 2012 to June 30, 2012		
	Pre-tax amount	Tax impact	Net of tax amount	Pre-tax amount	Tax impact	Net of tax amount
<b>Translation differences</b>	<b>-7,885</b>		<b>-7,885</b>	<b>4,736</b>		<b>4,736</b>
Change in fair value of available-for-sale financial assets	708	-244	464	-225	77	-148
Change in fair value of cash flow hedges	-2,852	982	-1,870	34,	-11	23
<b>Total recyclable components</b>	<b>-10,029</b>	<b>738</b>	<b>-9,291</b>	<b>4,545</b>	<b>66</b>	<b>4,611</b>
Actuarial gains and losses on post-employment benefit plans (IAS19)	<b>3,954</b>	<b>-1,384</b>	<b>2,570</b>	-8,178	2,676	-5,502
Other items				-1,616		-1,616
<b>Total non-recyclable components</b>	<b>3,954</b>	<b>-1,384</b>	<b>2,570</b>	<b>-9,794</b>	<b>2,676</b>	<b>-7,118</b>
<b>OTHER TOTAL COMPREHENSIVE INCOME</b>	<b>-6,075</b>	<b>-646</b>	<b>-6,721</b>	<b>-5,249</b>	<b>2,742</b>	<b>-2,507</b>

## Note 10. Breakdown of other reserves

In thousands of euro	Hedging reserves	Fair value reserves for available-for- sale financial assets	Actuarial gains and losses on post- employment benefit plans (IAS19)	Translation differences	TOTAL
<b>BALANCES AT 01/01/2012</b>	<b>-646</b>	<b>-2,036</b>		<b>13,299</b>	<b>10,617</b>
Revaluation – gross		-225			-225
Revaluation – tax		77			77
Revaluation – investments in associates					
Cash flow hedges:					
• Fair value adjustments of the period	34				34
• Tax impact	-11				-11
Actuarial gains and losses – gross			-7,997		-7,997
Actuarial gains and losses – tax			2,614		2,614
Translation differences:					
• Group				4,330	4,330
• Associates				310	310
<b>BALANCES AT 06/30/2012 (published)</b>	<b>-623</b>	<b>-2,184</b>		<b>17,939</b>	<b>15,132</b>
<b>BALANCES AT 06/30/2012 (restated)</b>	<b>-623</b>	<b>-2,184</b>	<b>-5,383</b>	<b>17,939</b>	<b>9,749</b>
<b>BALANCES AT 12/31/2012 (published)</b>	<b>-3,086</b>	<b>-2,307</b>		<b>6,213</b>	<b>820</b>
. Actuarial gains and losses – gross (2012)			-15,886		-15,886
. Actuarial gains and losses – tax (2012)			5,191		5,191
<b>BALANCES AT 12/31/2012 (restated)</b>	<b>-3,086</b>	<b>-2,307</b>	<b>-10,695</b>	<b>6,213</b>	<b>-9,875</b>
Revaluation – gross		708			708
Revaluation – tax		-244			-244
Revaluation – investments in associates					
Cash flow hedges:					
• Fair value adjustments of the period	-2,852				-2,852
• Tax impact	982				982
Actuarial gains and losses – gross			3,954		3,954
Actuarial gains and losses – tax			-1,384		-1,384
Translation differences:					
• Group				-7,055	-7,055
• Associates				-641	-641
<b>BALANCES AT 06/30/2013</b>	<b>-4,956</b>	<b>-1,843</b>	<b>-8,125</b>	<b>-1,483</b>	<b>-16,407</b>

## Note 11. Provisions

In thousands of euro	Retirement benefits, pensions and long-service benefits	Restructuring	Other risks	TOTAL
<b>At January 1, 2013 (published)</b>	<b>31,926</b>	<b>5,954</b>	<b>21,068</b>	<b>58,948</b>
Restatement for IAS 19 (amended) at January 1, 2013	41,088			<b>41,088</b>
<b>At January 1, 2013 (restated)</b>	<b>73,014</b>	<b>5,954</b>	<b>21,068</b>	<b>100,036</b>
Translation differences	-43	-8	-180	-231
Provisions recognized (a)	1,499	214	1,542	3,255
Provisions used (b)		-2,079	-2,311	-4,390
Actuarial gains and losses impacting other comprehensive income (c)	-3,954			-3,954
Change in consolidation scope	212			212
<b>At June 30, 2013</b>	<b>70,728</b>	<b>4,081</b>	<b>20,119</b>	<b>94,928</b>

a) The charges for other risks include:

- €1.1 million of provisions for litigation;
- €0.4 million of other provisions.

(b) Including €0.7 million of actual use (of which €0.6 million related to litigation) and €1.6 million of reversal of provisions no longer required.

(c) Discount rates within the euro zone were substantially unchanged on June 30, 2013 compared to December 31, 2012. No actuarial adjustment was therefore performed for subsidiaries within that zone.

At June 30, 2013 the main provisions recognized include €4.1 million for restructuring (December 2012: €6 million), €0.6 million for commercial disputes (December 2012: €1 million), €3 million for employee litigation (December 2012: €3.3 million), €5.6 million for tax litigation (December 2012: €5.8 million) and €10.8 million for other exposures (December 2012: €10.9 million).

## Note 12. Borrowings and other financial liabilities

In thousands of euro	06/30/2013	Non-current	Current	12/31/2012	Non-current	Current
Borrowings from financial and similar institutions	<b>600,177</b>	<b>169,297</b>	<b>430,880</b>	482,064	205,228	276,836
Deferred liabilities for profit-sharing payments	<b>14,224</b>	<b>11,784</b>	<b>2,440</b>	15,155	11,524	3,631
Bond issues	<b>202,421</b>	<b>201,300</b>	<b>1,121</b>	176,877	175,792	1,085
Finance lease borrowings	<b>8,288</b>	<b>4,730</b>	<b>3,558</b>	9,595	6,393	3,202
Current bank facilities	<b>120,117</b>		<b>120,117</b>	78,832		78,832
<b>Sub-total</b>	<b>945,227</b>	<b>387,110</b>	<b>558,116</b>	<b>762,523</b>	<b>398,937</b>	<b>363,586</b>
Liabilities in respect of put options granted to non-controlling interests (1)	<b>54,317</b>	<b>43,947</b>	<b>10,370</b>	56,460	56,460	
	<b>999,544</b>	<b>431,058</b>	<b>568,486</b>	<b>818,983</b>	<b>455,397</b>	<b>363,586</b>

(1) Mainly relates to liabilities in respect of put options granted to non-controlling interests of indeterminate maturity but exercisable at any time.

Changes in borrowings and other financial liabilities comprise:

In thousands of euro	
<b>Borrowings at 01/01/2013</b>	<b>818,983</b>
Proceeds from borrowings	176,330
Repayment of borrowings	-48,049
Change in current bank facilities and financial current accounts	47,680
Change in finance lease borrowings	-1,222
Impact of foreign exchange differences	-2,020
Impact of consolidation scope	10,214
Change in liabilities in respect of put options granted to non-controlling interests	-2,372
<b>Borrowings at 06/30/2013</b>	<b>999,544</b>

Borrowings and other financial liabilities increased by €180.6 million compared to December 31, 2012. Taking account of cash and cash investments, net debt increased by €76.3 million and amounted to €405.6 million at June 30, 2013.

Certain facilities include clauses requiring the respect of financial ratios essentially taking the form of a minimum equity requirement or a maximum level of debt in comparison with current EBITDA and equity. EBITDA is defined as current operating profit before charges and reversals in respect of depreciation, amortization, impairment and provisions. All the financial ratios imposed continue to be met by the Group.

Net borrowings are determined as follows for the purpose of calculation of the applicable financial ratios:

In thousands of euro	<b>June 30, 2013</b>	<b>December 31, 2012</b>
Non-current bank borrowings	-431,058	-455,397
Current bank borrowings	-568,486	-363,586
Other current financial assets	62,810	72,837
Cash and cash equivalents	531,085	416,820
	<b>-405,649</b>	<b>-329,326</b>

### Note 13. Other current financial assets

Other current financial assets include investments in mutual fund and other securities which have maturities of less than one year but do not meet all the criteria enabling them to qualify as cash equivalents (based on analysis of issue prospectuses and review of the historical changes in their realizable values).

### Note 14. Cash and cash equivalents

Cash and cash equivalents as presented in the statement of cash flows may be reconciled as follows with the consolidated balance sheets:

In thousands of euro	<b>June 30, 2013</b>	<b>December 31, 2012</b>
Cash and cash equivalents	<b>531,085</b>	<b>416,820</b>
Net cash of subsidiaries in process of sale		
Current bank facilities and financial current accounts	<b>-125,870</b>	<b>-80,506</b>
<b>Cash and cash equivalents</b>	<b>405,215</b>	<b>336,314</b>

## Note 15. Carrying amounts of financial instruments

The following table discloses the carrying amounts and fair values of the Group's financial instrument assets and liabilities within each applicable category:

<i>In thousands of euro</i>	Financial instruments at fair value through profit or loss <sup>(1)</sup>	Hedging derivatives <sup>(2)</sup>	Financial assets and liabilities at fair value through profit or loss	Available-for-sale financial assets	Loans and receivables	Financial liabilities measured at amortized cost	Carrying amount	Fair value
<b>ASSETS</b>								
<b>At June 30, 2013</b>								
Non-current investments				5,391			5,391	5,391
Non-current financial assets held for trading				2,152			2,152	2,152
Non-current loans and receivables					26,131		26,131	26,131
<b>Other non-current financial assets</b>				<b>7,543</b>	<b>26,131</b>		<b>33,674</b>	<b>33,674</b>
Interest rate derivatives	3,751	124					3,875	3,875
<b>Non-current derivative financial instruments</b>	<b>3,751</b>	<b>124</b>					<b>3,875</b>	<b>3,875</b>
<b>Trade receivables</b>					<b>582,280</b>		<b>582,280</b>	<b>582,280</b>
Commodity hedging derivatives		347					347	347
Foreign currency hedging derivatives		11					11	11
Other commodity hedging derivatives	51						51	51
Other foreign currency hedging derivatives	4,872						4,872	4,872
Other interest rate derivatives								
<b>Current derivative financial instruments</b>	<b>4,923</b>	<b>358</b>					<b>5,281</b>	<b>5,281</b>
<b>Current financial assets held for trading</b>			<b>27,605</b>		<b>35,205</b>		<b>62,810</b>	<b>62,810</b>
Financial current accounts			210				210	210
Cash			139,304				139,304	139,304
Cash equivalents			391,571				391,571	391,571
Available-for-sale financial assets								
<b>Cash and cash equivalents</b>			<b>531,085</b>				<b>531,085</b>	<b>531,085</b>
<b>TOTAL ASSETS</b>	<b>8,674</b>	<b>482</b>	<b>558,690</b>	<b>7,543</b>	<b>643,616</b>		<b>1,219,005</b>	<b>1,219,005</b>
<i>(1) Fair value based on the prices quoted in an active market (level 1 inputs).</i>								
<i>(2) Fair value based on inputs, other than the prices quoted in an active market, observable either directly or indirectly.</i>								

The inputs used in fair value valuation techniques are categorized into three levels as follows:

- ✓ Level 1 inputs are quoted prices in active markets for identical assets or liabilities that the Group can access at the measurement date;
- ✓ Level 2 inputs are inputs other than quoted market prices included within level 1 that are observable for the asset or liability, either directly or indirectly;
- ✓ Level 3 inputs are unobservable inputs for the asset or liability.

The Group's determination of fair value for over-the-counter derivatives, on the basis of level 2 inputs, uses prices quoted by financial institutions. The Group verifies that those prices are reasonable and that the resulting fair values reflect instruments' credit risk and make due allowance for the Group's credit and counterparty risk.

During the half-year, the Group did not make any reclassification of its financial instruments with regard to their level of fair value measurement.

<i>In thousands of euro</i> <b>LIABILITIES</b>	<b>Financial instruments at fair value through profit or loss <sup>(1)</sup></b>	<b>Hedging derivatives <sup>(2)</sup></b>	<b>Financial assets and liabilities at fair value through profit or loss</b>	<b>Available-for-sale financial assets</b>	<b>Loans and receivables</b>	<b>Financial liabilities measured at amortized cost</b>	<b>Carrying amount</b>	<b>Fair value</b>
<b>At June 30, 2013</b>								
Bond issues						201,300	201,300	201,300
Other borrowings						185,811	185,811	185,811
Put options granted to minority shareholders			43,947				43,947	43,947
<b>Non-current borrowings</b>			<b>43,947</b>			<b>387,111</b>	<b>431,058</b>	<b>431,058</b>
Other interest rate derivatives	841	4,670					5,511	5,511
<b>Non-current derivative financial instruments</b>	<b>841</b>	<b>4,670</b>					<b>5,511</b>	<b>5,511</b>
<b>Trade payables</b>						<b>569,768</b>	<b>569,768</b>	<b>569,768</b>
Commodity hedging derivatives		182					182	182
Other commodity derivatives	48						48	48
Other interest rate derivatives	1,677						1,677	1,677
Other foreign currency derivatives								
<b>Current derivative financial instruments</b>	<b>1,725</b>	<b>182</b>					<b>1,907</b>	<b>1,907</b>
Current financial liabilities						432,247	432,247	432,247
Put options granted to minority shareholders			10,370				10,370	10,370
Financial current accounts			5,752				5,752	5,752
Current bank facilities			120,117				120,117	120,117
<b>Current borrowings</b>			<b>136,239</b>			<b>432,247</b>	<b>568,486</b>	<b>568,486</b>
<b>TOTAL LIABILITIES</b>	<b>2,566</b>	<b>4,852</b>	<b>180,186</b>			<b>1,389,126</b>	<b>1,576,730</b>	<b>1,576,730</b>
<b>TOTAL</b>	<b>6,108</b>	<b>-4,370</b>	<b>378,504</b>	<b>7,543</b>	<b>643,616</b>	<b>-1,389,126</b>	<b>-357,725</b>	<b>-357,725</b>

(1) Fair value based on the prices quoted in an active market (level 1 inputs).

(2) Fair value based on inputs, other than the prices quoted in an active market, observable either directly or indirectly.

The Group uses derivative financial instruments to manage its exposure to market risks and in particular, interest rate risk in respect of borrowings and foreign currency risk in respect of future commercial transactions. In the case of fair value hedging of interest rate swaps and commodities, the applicable hedging is 100% effective so no income or expense is required to be recognized for any ineffective portion.



<i>In thousands of euro</i> <b>ASSETS</b>	<b>Financial instruments at fair value through profit or loss <sup>(1)</sup></b>	<b>Hedging derivatives <sup>(2)</sup></b>	<b>Financial assets and liabilities at fair value through profit or loss</b>	<b>Available-for-sale financial assets</b>	<b>Loans and receivables</b>	<b>Financial liabilities measured at amortized cost</b>	<b>Carrying amount</b>	<b>Fair value</b>
<b>At December 31, 2012</b>								
Non-current investments				6,535			6,535	6,535
Non-current financial assets held for trading				2,134			2,134	2,134
Non-current loans and receivables					36,739		36,739	36,739
<b>Other non-current financial assets</b>				<b>8,669</b>	<b>36,739</b>		<b>45,408</b>	<b>45,408</b>
Interest rate derivatives	1,360	157					1,517	1,517
<b>Non-current derivative financial instruments</b>	<b>1,360</b>	<b>157</b>					<b>1,517</b>	<b>1,517</b>
<b>Trade receivables</b>					<b>620,729</b>		<b>620,729</b>	<b>620,729</b>
Commodity hedging derivatives		375					375	375
Foreign currency hedging derivatives								
Other commodity hedging derivatives	334						334	334
Other foreign currency hedging derivatives	5,445						5,445	5,445
Other interest rate derivatives								
<b>Current derivative financial instruments</b>	<b>5,779</b>	<b>375</b>					<b>6,154</b>	<b>6,154</b>
<b>Current financial assets held for trading</b>			27,690		<b>45,147</b>		<b>72,837</b>	<b>72,837</b>
Financial current accounts			1,926				1,926	1,926
Cash			128,964				128,964	128,964
Cash equivalents			285,930				285,930	285,930
Available-for-sale financial assets								
<b>Cash and cash equivalents</b>			<b>416,820</b>				<b>416,820</b>	<b>416,820</b>
<b>TOTAL ASSETS</b>	<b>7,139</b>	<b>532</b>	<b>444,510</b>	<b>8,669</b>	<b>702,615</b>		<b>1,163,465</b>	<b>1,163,465</b>

(1) Fair value based on the prices quoted in an active market (level 1 inputs).

(2) Fair value based on inputs, other than the prices quoted in an active market, observable either directly or indirectly.

<i>In thousands of euro</i> <b>LIABILITIES</b>	<b>Financial instruments at fair value through profit or loss <sup>(1)</sup></b>	<b>Hedging derivatives <sup>(2)</sup></b>	<b>Financial assets and liabilities at fair value through profit or loss</b>	<b>Available-for-sale financial assets</b>	<b>Loans and receivables</b>	<b>Financial liabilities measured at amortized cost</b>	<b>Carrying amount</b>	<b>Fair value</b>
<b>At December 31, 2012</b>								
Bond issues						175,792	175,792	175,792
Other borrowings						223,145	223,145	223,145
Put options granted to minority shareholders			56,460				56,460	56,460
<b>Non-current borrowings</b>			<b>56,460</b>			<b>398,937</b>	<b>455,397</b>	<b>455,397</b>
Other interest rate derivatives	301	2,378					2,679	2,679
<b>Non-current derivative financial instruments</b>	<b>301</b>	<b>2,378</b>					<b>2,679</b>	<b>2,679</b>
<b>Trade payables</b>						<b>583,108</b>	<b>583,108</b>	<b>583,108</b>
Commodity hedging derivatives		114					114	114
Other commodity derivatives	336						336	336
Other interest rate derivatives	1,585						1,585	1,585
Other foreign currency derivatives								
<b>Current derivative financial instruments</b>	<b>1,921</b>	<b>114</b>					<b>2,035</b>	<b>2,035</b>
Current financial liabilities						283,080	283,080	283,080
Put options granted to minority shareholders								
Financial current accounts			1,674				1,674	1,674
Current bank facilities			78,832				78,832	78,832
<b>Current borrowings</b>			<b>80,506</b>			<b>283,080</b>	<b>363,586</b>	<b>363,586</b>
<b>TOTAL LIABILITIES</b>	<b>2,222</b>	<b>2,492</b>	<b>136,966</b>			<b>1,265,125</b>	<b>1,406,805</b>	<b>1,406,805</b>
<b>TOTAL</b>	<b>4,917</b>	<b>-1,960</b>	<b>307,544</b>	<b>8,669</b>	<b>702,615</b>	<b>-1,265,125</b>	<b>-243,340</b>	<b>-243,340</b>

(1) Fair value based on the prices quoted in an active market (level 1 inputs).

(2) Fair value based on inputs, other than the prices quoted in an active market, observable either directly or indirectly.

## Note 16. Transactions with related parties

The Group is controlled by Soparind SCA, a company registered in France which directly or indirectly controls 66.64% of Bongrain SA's share capital and which received €12.2 million of dividends. The balance is held by a large number of stockholders and traded in on the Paris stock exchange. Certain subsidiaries are not wholly controlled by Bongrain SA. Their minority shareholders are generally milk production or collection cooperatives from which the Group purchases milk. Such transactions constitute the bulk of the Group's related party transactions. Bongrain SA recorded sales to related party cooperatives of €25.7 million during the first half of 2013 (€24.6 million during the first half of 2012) and made purchases of €205.6 million (€200.2 million during the first half of 2012).

The Group engages in treasury management on behalf of related parties, for which it received €0.2 million of remuneration during the first half of 2013 (€0.3 million during the first half of 2012).

La Compagnie des Fromages et Richesmonts is a joint venture with Sodiaal as the joint venturer. The Group is a dairy supplier to the joint venture entity, purchases certain industrial by-products, provides certain logistical, sales, IT and administrative services and distributes the entity's products in certain foreign countries. Consolidated other financial assets include a €2.6 million loan to La Compagnie des Fromages et Richesmonts.

The Group's sales to associates amounted to €1.2 million during the first half of 2013 (€2.4 million during the first half of 2012) and its purchases from associates amounted to €0.9 million during the first half of 2013 (€1 million during the first half of 2012). They mainly comprised transactions in dairy products.

## Note 17. Consolidated financial statements for 2012 restated for the impact of IAS 19 (amended)

IAS 19 (amended) became applicable on January 1, 2013 with retroactive effect to January 1, 2012. The applicable accounting policies are described in note 5.

The Group's main consolidated financial statements for 2012 have been appropriately restated, with the following results:

### Restatement of the main income statement aggregates

	Period ended June 30, 2012 (published)	Adjustment for IAS 19 (amended)	Period ended June 30, 2012 (restated)
Personnel costs	-383,547	488	-383,059
<b>CURRENT OPERATING PROFIT</b>	<b>79,223</b>	<b>488</b>	<b>79,711</b>
<b>PROFIT BEFORE TAX</b>	<b>62,618</b>	<b>462</b>	<b>63,080,</b>
Income tax expense	-22,268	-160	-22,428
<b>Net income</b>	<b>40,328</b>	<b>302</b>	<b>40,630</b>
Net income attributable to equity holders of the parent company	36,141	295	36,436
Non-controlling interests	4,187	7	4,194
<b>Earnings per share (€) attributable to equity holders of the parent company</b>			
- basic	2.55	0.02	2.57
- diluted	2.48	0.02	2.50

	Period ended December 31, 2012 (published)	Adjustment for IAS 19 (amended)	Period ended December 31, 2012 (restated)
Personnel costs	-774,763	975	-773,788
<b>CURRENT OPERATING PROFIT</b>	<b>149,364</b>	<b>975</b>	<b>150,339</b>
<b>PROFIT BEFORE TAX</b>	<b>116,617</b>	<b>919</b>	<b>117,536,</b>
Income tax expense	-43,007	-318	-43,325
<b>Net income</b>	<b>73,569</b>	<b>601</b>	<b>74,170</b>
Net income attributable to equity holders of the parent company	63,564	587	64,151
Non-controlling interests	10,005	14	10,019
<b>Earnings per share (€) attributable to equity holders of the parent company</b>			
- basic	4.49	0.04	4.53
- diluted	4.34	0.04	4.38

### Restatement of income and expenses recognized directly in equity at June 30, 2012

	Period ended June 30, 2012 (published)	Adjustment for IAS 19 (amended)	Period ended June 30, 2012 (restated)
<b>NET INCOME</b>	<b>40,328</b>	<b>302</b>	<b>40,630</b>
Other comprehensive income:			
Translation differences	4,736		4,736
Change in fair value of available-for-sale financial assets	-148		-148
Change in fair value of cash flows	23		23
<b>Total recyclable components of other comprehensive income</b>	<b>4,611</b>		<b>4,611</b>
Actuarial gains and losses on post-employment benefit plans (IAS19)		-5,502	-5,502
Other changes	-1,616		-1,616
<b>Total non-recyclable components of other comprehensive income</b>	<b>-1,616</b>	<b>-5,502</b>	<b>-7,118</b>
<b>Total other comprehensive income net of tax</b>	<b>2,995</b>	<b>-5,502</b>	<b>-2,507</b>
<b>TOTAL COMPREHENSIVE INCOME NET OF TAX</b>	<b>43,323</b>	<b>-5,200</b>	<b>38,123</b>
Group share	39,848	-5,088	34,760
Non-controlling interests	3,475	-112	3,363

### Restatement of income and expenses recognized directly in equity at December 31, 2012

	Period ended December 31, 2012 (published)	Adjustment for IAS 19 (amended)	Period ended December 31, 2012 (restated)
<b>NET INCOME</b>	<b>73,569</b>	<b>601</b>	<b>74,170</b>
Other comprehensive income:			
Translation differences	-7,246		-7,246
Change in fair value of available-for-sale financial assets	-271		-271
Change in fair value of cash flows	-2,440		-2,440
<b>Total recyclable components of other comprehensive income</b>	<b>-9,957</b>		<b>-9,957</b>
Actuarial gains and losses on post-employment benefit plans (IAS19)		-10,933	-10,933
Other changes	-1,632		-1,632
<b>Total non-recyclable components of other comprehensive income</b>	<b>-1,632</b>	<b>-10,933</b>	<b>-12,565</b>
<b>Total other comprehensive income net of tax</b>	<b>-11,589</b>	<b>-10,933</b>	<b>-22,522</b>
<b>TOTAL COMPREHENSIVE INCOME NET OF TAX</b>	<b>61,980</b>	<b>-10,332</b>	<b>51,648</b>
Group share	52,951	-10,108	42,843
Non-controlling interests	9,029	-223	8,806

## Restatement of the consolidated balance sheet as of December 31, 2012

In thousands of euro

<b>ASSETS</b>	<b>12/31/2012 (published)</b>	<b>Adjustment for IAS 19 (amended)</b>	<b>12/31/2012 (restated)</b>
Intangible assets	423,810		423,810
Property, plant and equipment	744,336		744,336
Other financial assets	45,408	-1,007	44,401
Investments in associates	133,534		133,534
Non-current derivative financial instruments	1,517		1,517
Deferred tax assets	79,087	14,134	93,221
<b>TOTAL NON-CURRENT ASSETS</b>	<b>1,427,692</b>	<b>13,127</b>	<b>1,440,819</b>
Inventories and work in progress	368,538		368,538
Trade and other receivables	731,696		731,696
Tax credits	14,234,		14,234,
Derivative financial instruments	6,154		6,154
Other current financial assets	72,837		72,837
Cash and cash equivalents	416,820		416,820
<b>TOTAL CURRENT ASSETS</b>	<b>1,610,279</b>		<b>1,610,279</b>
Assets held for sale	1,283		1,283
<b>TOTAL ASSETS</b>	<b>3,039,254</b>	<b>13,127</b>	<b>3,052,381</b>

In thousands of euro

<b>EQUITY AND LIABILITIES</b>	<b>12/31/2012 (published)</b>	<b>Adjustment for IAS 19 (amended)</b>	<b>12/31/2012 (restated)</b>
Paid-in capital	33,091		33,091
Other reserves	820	-10,695	-9,875
Retained earnings	1,106,050	-16,635	1,089,415
<b>GROUP SHARE OF EQUITY</b>	<b>1,139,961</b>	<b>-27,330</b>	<b>1,112,631</b>
Non-controlling interests	66,862	-631	66,231
<b>TOTAL EQUITY</b>	<b>1,206,823</b>	<b>-27,961</b>	<b>1,178,862</b>
Provisions	58,948	41,088	100,036
Non-current bank borrowings	455,397		455,397
Other non-current liabilities	21		21
Non-current derivative financial instruments	2,679		2,679
Deferred tax liabilities	114,454		114,454
<b>TOTAL NON-CURRENT LIABILITIES</b>	<b>631,499</b>	<b>41,088</b>	<b>672,587</b>
Trade and other payables	821,996		821,996
Income tax payable	13,019		13,019
Derivative financial instruments	2,035		2,035
Bank borrowings	363,586		363,586
<b>TOTAL CURRENT LIABILITIES</b>	<b>1,200,636</b>		<b>1,200,636</b>
Liabilities held for sale	296		296
<b>TOTAL LIABILITIES</b>	<b>1,832,431</b>	<b>41,088</b>	<b>1,873,519</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>3,039,254</b>	<b>13,127</b>	<b>3,052,381</b>

The above adjustments had no significant impact on the Group's statements of cash flows for the periods ended June 30 and December 31, 2012.

**Note 18. Event after the reporting date**

On July 28, 2013 Bongrain SA and Terra Lacta announced the signature of a memorandum of understanding setting out details of their announced partnership, the implementation of which is subordinated to approval by the applicable competition authority and may take place in the fourth quarter of 2013. The partnership will enable both groups to develop synergies and thus consolidate their positions in the dairy markets.