## Ajinomoto Co., Inc.

## Consolidated Results

## Third Quarter Ended December 31, 2012

This document has been translated from the original Japanese as a guide for non-Japanese investors. It contains forward-looking statements based on a number of assumptions and beliefs made by management in light of information currently available. Actual financial results may differ materially depending on a number of factors, including changing economic conditions, legislative and regulatory developments, delay in new product launches, and pricing and product initiatives of competitors.

## SUMMARY OF FINANCIAL STATEMENTS (Consolidated)

Third quarter results for the year ending March 31, 2013

| Ajinomoto Co., Inc. |  |  | January 31, 2013 |  |
| :---: | :---: | :---: | :---: | :---: |
| Stock Code: 2802 |  | Listed exchanges: Inquiries: | Tokyo, Osaka Yukihiko Kobayashi |  |
| http://www.ajinomoto.com/en |  |  |  |  |
| President: | Masatoshi lto |  | General Manager |  |
| Scheduled date of submission of quarterly report: | February 14, 2013 |  | Finance Department |  |
| Creation of supplementary quarterly results materials: | Yes |  | Telephone: 813 5250-8161 |  |
| Quarterly results briefing: | No |  | Scheduled date of payment of dividend N/A |  |
| 1. Consolidated Financial Results for the Nine Months Ended December 31, 2012 <br> 1) Consolidated Operating Results <br> Millions of yen, rounded down |  |  |  |  |
|  |  |  |  |  |  |  |  |
|  | Nine months ended December 31, 2012 |  | Nine months ended December 31, 2011 |  |
|  |  | Change \% |  | Change \% |
| Net sales | 890,692 | (2.5) | 913,936 | (1.7) |
| Operating income | 60,931 | (8.9) | 66,865 | 1.8 |
| Ordinary income | 65,766 | (6.0) | 69,951 | 4.6 |
| Net income | 54,447 | 29.7 | 41,995 | 28.7 |
| Net income per share ( $¥$ ).. | ¥82.99 |  | $¥ 61.50$ |  |
| Fully diluted earnings per share ( $¥$ ) .......... | . -- -- |  | -- |  |

Notes: "Change \%" indicates the percentage change compared to the previous fiscal year.
Comprehensive income:
Nine months ended December 31, 2012: $\quad ¥ 71,824$ million (963.1\%) $\quad$ Nine months ended December 31, 2011: $\quad ¥ 6,756$ million ( $-33.4 \%$ )
2) Financial Position Millions of yen, rounded down

|  | As of December 31, 2012 | As of March 31, 2012 |
| :--- | ---: | ---: |
| Total assets.................................................... | $\mathbf{1 , 0 4 2 , 7 1 6}$ | $\mathbf{1 , 0 9 7 , 0 5 7}$ |
| Net assets.......................................... | 659,857 | 650,159 |
| Shareholders' equity ratio (\%) ............................ | $58.5 \%$ | $55.2 \%$ |

Note: Shareholders’ equity As of December 31, 2012: $¥ 610,276$ million. As of March 31, 2012: $¥ 605,349$ million

## 2. Dividends

|  | FY ended March 31, 2012 | FY ending March 31, 2013 | FY ending <br> March 31, 2013 (forecast) |
| :---: | :---: | :---: | :---: |
| Dividend per share (Record date) |  |  |  |
| End of first quarter....................... | -- | -- |  |
| End of second quarter .................. | $¥ 8.00$ | ¥8.00 |  |
| End of third quarter....................... | -- | -- |  |
| End of fourth quarter .................... | $¥ 8.00$ |  | $¥ 8.00$ |
| Annual ........................................ | ¥16.00 |  | ¥16.00 |

[^0]3. Forecast for the Fiscal Year Ending March 31, 2013

\left.|  | Millions of yen, rounded down |  |  |
| :--- | ---: | ---: | :---: |
|  | FY Ending |  |  |
| March 31, 2013 |  |  |  |$\right]$

Note: "Change \%" indicates the percentage change compared to the previous fiscal year.
Revisions to consolidated earnings forecasts in the period under review: No

## 4. Other

1) Transfer of important subsidiaries during the period (transfer of specified subsidiaries resulting in changes in the scope of consolidation): Yes: 1 company removed from scope of consolidation (Calpis Co., Ltd.)
2) Adoption of special accounting methods for preparation of quarterly financial statements: Yes

For more information, see page 8, "2. SUMMARY INFORMATION (OTHER) (2) Adoption of special accounting methods for preparation of quarterly financial statements."
3) Changes in accounting policy, changes in accounting estimates, and retrospective restatements
(1) Changes in line with revision to accounting standards: Yes
(2) Other changes: No
(3) Changes in accounting estimates: Yes
(4) Retrospective restatements: No

Note: In accordance with article 10-5 of "Regulations concerning the terms, forms and preparation methods for quarterly consolidated financial statements." Please see page 8, "2. SUMMARY INFORMATION (NOTES) (3) Changes in accounting policy, changes in accounting estimates, and retrospective restatements" for details.
4) Number of shares outstanding (ordinary shares)
(1) Number of shares outstanding at end of period (including treasury shares):

December 31, 2012: 678,980,654 shares; March 31, 2012: 678,980,654 shares
(2) Number of treasury shares at end of period

December 31, 2012: 45,720,592 shares; March 31, 2012: 2,298,309 shares
(3) Average number of shares during period

April 1, 2012 to December 31, 2012: 656,072,344; April 1, 2011 to December 31, 2011: 682,842,915 shares
*Status of implementation of quarterly review procedures
This quarterly kessan tanshin document is outside the scope of quarterly review procedures based on the Financial Instruments and Exchange Act. As of the time of its disclosure, quarterly review procedures with respect to the quarterly financial statements were in the process of being implemented.
*Forward-looking statements, such as business forecasts, made in these financial statements are based on management's estimates, assumptions and projections at the time of publication. A number of factors could cause actual results to differ materially from expectations. For more information regarding our business forecasts, see page 8, (3) Qualitative information about consolidated earnings forecasts" under "1. QUALITATIVE INFORMATION ON NINE-MONTH PERIOD CONSOLIDATED RESULTS.
*Method of obtaining supplementary results materials
Supplementary results materials will be published on the Company's website on January 31, 2013.

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## 1. QUALITATIVE INFORMATION ON NINE-MONTH PERIOD CONSOLIDATED RESULTS

## (1) Qualitative information about consolidated operating results

Note: All comparisons are with same nine-month period of the previous fiscal year, unless stated otherwise.
In the nine-month period under review (April 1, 2012 to December 31, 2012), the European debt crisis brought anxiety to the financial markets and sluggish economic growth in China created a general slowdown and a weak recovery trend in the global economy as a whole.

The Japanese economy, despite gradual signs of recovery supported by demand in recovery from the Great East Japan Earthquake, has been impacted by the slowdown in the global economy, and the outlook for economic recovery remains uncertain.

The environment in the Japanese food industry remained challenging, with the market in a mild deflationary phase.

Within this environment, consolidated sales for the nine-month period decreased $2.5 \%$ ( $¥ 23.2$ billion) to $¥ 890.6$ billion, operating income decreased $8.9 \%$ ( $¥ 5.9$ billion) to $¥ 60.9$ billion, and ordinary income decreased $6.0 \%$ ( $¥ 4.1$ billion) to $¥ 65.7$ billion. Net income increased $29.7 \%$ ( $¥ 12.4$ billion) to $¥ 54.4$ billion, reflecting the recording of an extraordinary gain of $¥ 27.7$ billion associated with the transfer of the substitutional portion of the welfare pension fund, an extraordinary gain of $¥ 17.5$ billion from the sale of Calpis Co., Ltd., along with an extraordinary loss of $¥ 7.2$ billion due to the impairment of pharmaceuticals manufacturing equipment and other items associated with business restructuring.

## Consolidated operating results by segment

Consolidated operating results by business segment are as follows:
Note: All comparisons are with same nine-month period of the previous fiscal year, unless stated otherwise.
Billions of yen, rounded down

|  | Bilions of yen, rounded down |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | Net sales | YoY change -amount | YoY <br> change percent | Operating income | YoY change -amount | YoY change percent |
| Domestic food products | 321.4 | (18.1) | (5.3\%) | 29.1 | (2.1) | (6.7\%) |
| Overseas food products | 175.3 | 2.6 | 1.5\% | 15.4 | (2.5) | (14.3\%) |
| Bioscience products and fine chemicals | 146.3 | 0.5 | 0.3\% | 11.3 | 1.9 | 20.9\% |
| Pharmaceuticals | 55.8 | (5.1) | (8.5\%) | 4.6 | (2.3) | (33.9\%) |
| Business tie-ups | 138.0 | (2.9) | (2.1\%) | 1.2 | (0.0) | (0.5\%) |
| Other business | 53.5 | (0.1) | (0.2\%) | (0.8) | (0.8) | -- |
| Total | 890.6 | (23.2) | (2.5\%) | 60.9 | (5.9) | (8.9\%) |

Note 1: On October 1, 2012, the Company sold its shares in Calpis Co., Ltd. ("Calpis"), and Calpis was removed from the scope of consolidation as of the third-quarter period October 1, 2012 to December 31, 2012. Results for Calpis during the second-quarter period are included in "Domestic food products".

Note 2: Domestic and overseas sales of $A C T I V A^{\circledR}$ products to food processing companies, savory seasonings and frozen foods are included in domestic food products.

## Domestic food products

Due to the removal of sales of Calpis products from the third quarter, domestic food product sales decreased $5.3 \%$ ( $¥ 18.1$ billion) to $¥ 321.4$ billion, and operating income decreased $6.7 \%$ ( $¥ 2.1$ billion) to $¥ 29.1$ billion. Excluding the impact of Calpis products, on a like-for-like basis domestic food product sales increased $2.6 \%$
( $¥ 6.6$ billion) to $¥ 262.1$ billion, due to growth in sales of seasonings and processed foods, and frozen foods. On the same basis, operating income increased $0.1 \%$ ( $¥ 32$ million) to $¥ 24.4$ billion, despite the fact that operating income in the previous first quarter was inflated somewhat by a decrease in selling expenses as a result of the impact of the earthquake.

Seasonings and processed foods: In seasonings and processed foods for the retail market, sales of Chinese dashi products, the Cook $D o^{\circledR}$ line and consommé products increased. Sales of Kellogg's ${ }^{\circledR}$ also trended favorably. Sales of umami seasoning AJI-NO-MOTO ${ }^{\circledR}$ declined and there was a small decline in sales of HON-DASHI while sales of soups and mayonnaise held up largely unchanged.

In seasonings and processed foods for the commercial market, sales promotion activities suggesting new uses for seasonings were successful and new products were introduced, with the result that sales trended positively. Sales of $A C T I V A^{\circledR}$, an enzyme (transglutaminase) used to enhance food texture and quality which is targeted toward food processing companies, showed a small increase from the previous nine-month period, reflecting new contracts with domestic customers, and sales of savoy seasoning products also showed a slight increase.

Delicatessen and bakery products: Sales of lunchboxes and prepared dish delicatessen products trended steadily and sales of bakery products were in line with the previous nine-month period.

Frozen foods: In frozen foods for the domestic market, sales of Puripuri-no-Ebi Shumai declined slightly, while sales of Yawaraka Wakadori Kara-Age were unchanged. Sales of Gyoza increased significantly after a product revision and associated sales promotion activities. Sales of Ebiyose Fry, and other naturally defrosting products for use in lunch boxes, and sales of Fried rice with various ingredients also grew. Sales of products for restaurant and institutional use were unchanged.

Beverages: Following steady sales growth in the second quarter, beverage sales decreased significantly due to the sale of the Company's shares in Calpis and associated exclusion of Calpis sales from results for the period under review.

## Overseas food products

Sales increased $1.5 \%$ to $¥ 175.3$ billion, with the negative impact of foreign exchange rate movements offset by higher sales of seasonings and processed foods. Operating income decreased $14.3 \%$ ( $¥ 2.5$ billion) to $¥ 15.4$ billion, which was attributable to factors such as the impact of foreign exchange rates and reduced revenues from sales of seasonings for processed foods.

Seasonings: In Asia, despite a negative impact from foreign exchange rates, sales progressed steadily due to growth in sales revenue from AJI-NO-MOTO ${ }^{\circledR}$ and flavor seasonings on a local currency basis. In the Americas, sales revenues on a local currency basis increased in both North and South America, but overall sales were lower due to the impact of exchange rates on flavor seasonings and other products in South America. In Europe and Africa, despite a slight decline in sales of AJI-NO-MOTO ${ }^{\circledR}$ in West African countries, overall sales were higher than in the previous nine-month period.

Processed foods: In Asia, sales of beverages such as powdered drink Birdy ${ }^{\circledR} 3$ in1 and $\operatorname{Birdy}{ }^{\circledR}$ canned coffee increased, and sales of instant noodles showed favorable growth.

Umami seasonings for processed food manufacturers: In Japan, sales volumes of nucleotides, which declined as a result of last year's earthquake, recovered and sales grew favorably. Sales of AJI-NO-MOTO ${ }^{\circledR}$ for the food processing industry decreased, with a fall in sales volume only partially offset by a price increase. Overseas, sales volume of nucleotides grew, centered on Asia, and sales revenues also increased significantly.

However, sales of AJI-NO-MOTO ${ }^{\circledR}$ for the food processing industry decreased, impacted by unfavorable exchange rates and a decline in sales volumes attributable to increases in exports by competitors.

## Bioscience products and fine chemicals

Bioscience products and fine chemicals sales increased $0.3 \%$ ( $¥ 0.5$ billion) to $¥ 146.3$ billion. Operating income increased $20.9 \%$ ( $¥ 1.9$ billion) to $¥ 11.3$ billion.

Feed-use amino acids: Although unit prices for Lysine, Threonine and Tryptophan were lower, and there was also negative impact from exchange rates, overall sales increased as a result of higher sales volumes of Lysine and substantially higher sales of Threonine and Tryptophan.

Amino acids for pharmaceuticals and foods: Overseas, sales in Europe declined slightly due to the impact of exchange rates while sales in North America trended strongly and sales in Japan also showed a small increase. As a result, overall sales increased.

Sweeteners: Sales of low calorie sweeteners for the Japanese retail and restaurant market trended positively, but sales of sweetener aspartame for the processing industry declined, affected by both a fall in volume arising from a cooling market in Europe and North America, and the impact of foreign exchange rates. Revenues in South America from powdered juice Refresco MID ${ }^{\circledR}$, which contains aspartame, progressed favorably on a local currency basis, but sales recorded for the period were lower due to the impact of foreign exchange rates.

Pharmaceutical fine chemicals: Overall sales decreased, influenced by a fall in sales recorded in Europe, which were impacted by foreign exchange rates.

Specialty chemicals: Sales of cosmetic ingredients decreased slightly in Japan and overseas. Sales of the amino acid-based cosmetics brand Jino ${ }^{\circledR}$ increased. Sales of insulation film for build-up printed wiring board showed a slight increase.

## Pharmaceuticals

Pharmaceutical sales decreased $8.5 \%$ ( $¥ 5.1$ billion) to $¥ 55.8$ billion, and operating income decreased $33.9 \%$ ( $¥ 2.3$ billion) to $¥ 4.6$ billion. Sales of self-distributed products were slightly higher, with the impact of NHI drug price revisions balanced by contribution from sales of new in-licence products. Sales of products sold through business tie-ups decreased substantially, impacted by NHI drug price revisions, competitor products and reduced royalty income. This resulted in an overall decrease in sales. Operating income declined substantially, impacted by the decline in sales.

For self-distributed products, sales of $L I V A C T^{\circledR}$, a branched-chain amino acids formula for the treatment of liver cirrhosis, were in line with the previous period, but sales declines were recorded for infusions such as SOLITA ${ }^{\circledR}-T$, an electrolyte solution, and also for ELENTAL ${ }^{\circledR}$, an elemental diet. For products sold through business tie-ups, sales increases were recorded for nateglinide products such as non-insulin-dependent diabetes treatment $F A S T I C^{\circledR}$, while significant sales decreases were recorded for cilnidipine products such as ATELEC ${ }^{\circledR}$, an antihypertensive calcium channel blocker, and risedronate products such as ACTONEL ${ }^{\circledR}$, a preparation used in the treatment of osteoporosis.

## Business tie-ups

Business tie-up sales decreased $2.1 \%$ ( $¥ 2.9$ billion) to $¥ 138.0$ billion. Operating income decreased $0.5 \%$ ( $¥ 7.0$ million) to $¥ 1.2$ billion.

Edible oils: Sales volumes were in line with the nine-month period of the previous year, but sales revenues decreased on a reduction in unit prices and other factors.

Coffee products: Coffee product sales decreased slightly.

## Other business

Sales from other business decreased $0.2 \%$ ( $¥ 0.1$ billion) to $¥ 53.5$ billion. An operating loss of $¥ 0.8$ billion was recorded.

## (2) Qualitative information about consolidated financial position

Total assets as of December 31, 2012 were $¥ 1,042.7$ billion, $¥ 54.3$ billion less than the $¥ 1,097.0$ billion recorded at the end of the previous fiscal year. The key factor contributing to this decrease was a reduction in assets arising from the sale of Calpis shares and removal of Calpis from the scope of consolidation.

Total debt decreased $¥ 64.0$ billion to $¥ 382.8$ billion, compared to $¥ 446.8$ billion at the end of the previous fiscal year. The key factors contributing to this decrease were a reduction in the provision for retirement benefits due to the transfer of the substitutional portion of the Ajinomoto employees' welfare pension fund relating to past employee service, and the removal of Calpis from the scope of consolidation.

Total interest-bearing debt decreased $¥ 9.6$ billion compared to the end of the previous fiscal year to $¥ 120.4$ billion.

Net assets increased $¥ 9.6$ billion compared to the end of the previous fiscal year, influenced by factors such as the repurchase of shares, an increase in retained earnings, and changes in foreign exchange translation adjustments. Shareholders’ equity, which is net assets minus minority interests, was $¥ 610.2$ billion, and the shareholders' equity ratio was $58.5 \%$.

## (3) Qualitative information about consolidated earnings forecasts

No changes have been made to the full-year forecasts that the Company announced on November 5, 2012.

## 2. SUMMARY INFORMATION (OTHER)

(1) Transfer of important subsidiaries in the quarterly period under review:

The Company sold all its shares in Calpis Co., Ltd., which was a specified subsidiary, on October 1, 2012. Accordingly, Calpis was removed from the scope of consolidation as of the third quarter of the year ending March 31, 2013.
(2) Adoption of special accounting methods for preparation of quarterly financial statements:

Method of estimating tax expenses
The Company and its consolidated subsidiaries estimate tax expenses by making a reasonable estimation of the effective tax rate on net income before income taxes after the application of tax effect accounting for the fiscal year, including the nine-month period under review, and applying this rate to net income before income taxes for the nine-month period under review. However, for the Company and any subsidiaries for which calculating tax expenses using an estimation of the effective tax rate would significantly lack rationality, tax expenses are estimated by using the statutory effective tax rate and factoring in material additions or deductions.
(3) Changes in accounting policy, changes in accounting estimates, and retrospective restatements: (Change in depreciation method)
Effective the first-quarter period of the fiscal year ending March 31, 2013 and in line with the corporation tax revision, the Company and its domestic consolidated subsidiaries have changed to a depreciation method based on the revised Corporation Tax Act for tangible fixed assets acquired on or after April 1, 2012.

The effect of this change on nine-month period operating income, ordinary income and net income before income taxes is immaterial.
3. CONSOLIDATED NINE MONTH-PERIOD FINANCIAL STATEMENTS

## (1) Consolidated balance sheet

|  | Millions of yen, rounded down |  |
| :---: | :---: | :---: |
|  | As of end of third quarter (December 31, 2012) | As of end of previous fiscal year (March 31, 2012) |
| ASSETS |  |  |
| Current assets |  |  |
| Cash on hand and in banks. | 164,564 | 149,913 |
| Notes and accounts receivable. | 205,079 | 206,952 |
| Marketable securities | 572 | 414 |
| Goods and products | 100,349 | 96,855 |
| Goods in process. | 7,455 | 7,960 |
| Raw materials and supplies. | 47,104 | 42,842 |
| Deferred tax assets.. | 9,803 | 8,329 |
| Other., | 34,290 | 30,282 |
| Allowance for doubtful accounts ..... | (948) | $(1,173)$ |
| Total current assets ...................... | 568,272 | 542,375 |
| Fixed assets |  |  |
| Tangible fixed assets |  |  |
| Buildings and structures | 329,415 | 350,782 |
| Accumulated depreciation and accumulated impairment losses $\qquad$ | $(206,008)$ | $(213,132)$ |
| Net buildings and structures.. | 123,406 | 137,649 |
| Machinery and vehicles ... | 495,231 | 508,031 |
| Accumulated depreciation and accumulated impairment losses. $\qquad$ | $(381,958)$ | $(392,678)$ |
| Net machinery and vehicles . | 113,272 | 115,352 |
| Land.... | 50,836 | 96,139 |
| Construction in progress... | 31,578 | 26,598 |
| Other.. | 70,602 | 71,837 |
| Accumulated depreciation and accumulated impairment losses. | $(58,884)$ | $(58,893)$ |
| Net other ................................... | 11,718 | 12,944 |
| Total tangible fixed assets. | 330,812 | 388,683 |
| Intangible fixed assets |  |  |
| Goodwill | 4,918 | 25,080 |
| Other.. | 32,417 | 34,107 |
| Total intangible fixed assets | 37,335 | 59,188 |
| Investments and other assets |  |  |
| Investment in securities. | 86,599 | 84,491 |
| Long-term loans receivable. | 589 | 1,057 |
| Deferred tax assets. | 7,752 | 7,796 |
| Other. | 12,282 | 14,723 |
| Allowance for doubtful accounts ... | (329) | (789) |
| Allowance for investment losses.... | (598) | (470) |
| Total investment and other assets........ | 106,296 | 106,808 |
| Total fixed assets | 474,444 | 554,681 |
| Total Assets........................................ | 1,042,716 | 1,097,057 |

(Continued)

|  | Millions of yen, rounded down |  |
| :---: | :---: | :---: |
|  | As of end of third quarter (December 31, 2012) | As of end of previous fiscal year (March 31, 2012) |
| LIABILITIES |  |  |
| Current liabilities |  |  |
| Notes and accounts payable.. | 112,174 | 112,965 |
| Short-term debt. | 12,322 | 17,790 |
| Current portion of long-term debt... | 20,000 | - |
| Accrued income taxes. | 3,640 | 4,406 |
| Bonus reserve. | 20,438 | 9,465 |
| Bonus reserve for directors and others.. | 2,989 | 6,896 |
| Asset retirement obligations. | 207 | 357 |
| Other................................................. | 64,118 | 87,572 |
| Total current liabilities........................ | 235,891 | 239,455 |
| Long-term liabilities |  |  |
| Bonds.. | 49,991 | 69,990 |
| Long-term debt | 32,150 | 34,847 |
| Deferred tax liabilities.. | 11,935 | 14,786 |
| Accrued employees' retirement benefits. | 29,589 | 62,962 |
| Accrued officers' severance benefits ... | 504 | 1,016 |
| Allowance for environmental measures .. | 352 | 506 |
| Asset retirement obligations.. | 586 | 584 |
| Other............................................... | 21,858 | 22,747 |
| Total long-term liabilities ..................... | 146,968 | 207,442 |
| Total liabilities................................. | 382,859 | 446,897 |
| NET ASSETS |  |  |
| Shareholders' equity |  |  |
| Common stock. | 79,863 | 79,863 |
| Capital surplus | 162,382 | 162,381 |
| Retained earnings.. | 488,585 | 444,728 |
| Treasury stock | $(51,566)$ | $(2,219)$ |
| Total shareholders' equity ............... | 679,264 | 684,755 |
| Accumulated other comprehensive income (loss) |  |  |
| Unrealized holding gain on securities | 4,817 | 2,678 |
| Unrealized gain from hedging instruments $\qquad$ | 87 | (1) |
| Translation adjustments.. | $(73,388)$ | $(81,603)$ |
| Adjustment in pension liabilities of overseas subsidiaries. | (504) | (478) |
| Total accumulated other comprehensive income (loss) | $(68,988)$ | $(79,405)$ |
| Minority interests........................... | 49,580 | 44,809 |
| Total net assets ............................... | 659,857 | 650,159 |
| Total Liabilities and Net Assets ............. | 1,042,716 | 1,097,057 |

(2) Consolidated statement of income

|  | Millions of yen, rounded down |  |
| :---: | :---: | :---: |
|  | Nine-month period (April 1, 2012 to December 31, 2012) | Nine-month period (April 1, 2011 to December 31, 2011) |
| Net sales. | 890,692 | 913,936 |
| Cost of sales | 591,394 | 601,307 |
| Gross profit | 299,298 | 312,629 |
| Selling, general and administrative expenses ....................... | 238,367 | 245,763 |
| Operating income ...................................................... | 60,931 | 66,865 |
| Non-operating income |  |  |
| Interest received | 1,198 | 1,354 |
| Dividend income .............................................. | 951 | 942 |
| Equity in earnings of non-consolidated subsidiaries and affiliates $\qquad$ | 2,702 | 2,042 |
| Other.......................................................................... | 2,317 | 2,408 |
| Total non-operating income........................................ | 7,169 | 6,748 |
| Non-operating expenses |  |  |
| Interest expense ........................................................... | 1,479 | 1,658 |
| Other........................................................................... | 855 | 2,003 |
| Total non-operating expenses .................................... | 2,334 | 3,662 |
| Ordinary income ....................................................... | 65,766 | 69,951 |
| Extraordinary gains |  |  |
| Gain on sale of shares in affiliated company | 18,201 | -- |
| Gain on transfer of benefit obligations relating to employees' pension fund. | 27,752 | -- |
| Other.......................................................................... | 2,361 | 4,075 |
| Total extraordinary income......................................... | 48,315 | 4,075 |
| Extraordinary losses |  |  |
| Impairment loss | 7,312 | 473 |
| Loss on devaluation of securities ...................................... | 2,225 | 758 |
| Other............................................................................ | 2,265 | 5,872 |
| Total extraordinary losses ........................................... | 11,802 | 7,103 |
| Net income before income taxes...................................... | 102,279 | 66,923 |
| Income taxes. | 42,767 | 20,437 |
| Net income before minority interests................................... | 59,511 | 46,486 |
| Minority interests ............................................................. | 5,063 | 4,490 |
| Net income.................................................................... | 54,447 | 41,995 |

## Consolidated Statement of Comprehensive Income

|  | Millions of yen, rounded down |  |
| :---: | :---: | :---: |
|  | Nine-month period (April 1, 2012 to December 31, 2012) | Nine-month period (April 1, 2011 to December 31, 2011) |
| Net income before minority interests....................................... | 59,511 | 46,486 |
| Other comprehensive income |  |  |
| Unrealized holding gain on securities | 2,079 | $(1,084)$ |
| Unrealized gain from hedging instruments ............................ | 3 | 4 |
| Translation adjustments | 10,231 | $(37,449)$ |
| Adjustment in pension liabilities of overseas subsidiaries ........ | (25) | 54 |
| Share of other comprehensive income of equity-method affiliates $\qquad$ | 25 | $(1,254)$ |
| Total other comprehensive income (loss) .......................... | 12,312 | $(39,729)$ |
| Comprehensive income ................................................. | 71,824 | 6,756 |
| (Breakdown) |  |  |
| Comprehensive income attributable to parent company ... | 64,864 | 6,060 |
| Comprehensive income attributable to minority interests .. | 6,959 | 696 |

(3) Notes regarding premise of a going concern

No applicable items

## (4) Notes regarding marked changes in amount of shareholders' equity

The Company resolved at a Board of Directors meeting on May 8, 2012 on matters pertaining to a share repurchase based on Article 156 of the Companies Act as applied pursuant to Article 165-3 of the same act. Subsequently, in the period from May 9, 2012 to December 31, 2012 the Company repurchased, in the market through a trust bank, $43,247,000$ shares of common stock for $¥ 49,152$ million.

## (5) Segment information

I. Nine-month period of the fiscal year ending March 31, 2013 (April 1, 2012 - December 31, 2012)

## 1. Information on sales and income or loss by reporting segment

|  | Millions of yen, rounded down |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | Reporting segment |  |  |  |  | Other <br> Business*2 | Adjustment amount | Consolidated |
|  | Domestic <br> Food <br> Products <br> *1 | Overseas <br> Food <br> Products | Bioscience <br> Products and Fine Chemicals | Pharmaceuticals | Business Tie-ups |  |  |  |
| Sales |  |  |  |  |  |  |  |  |
| (1) Sales to third parties...... | 321,492 | 175,331 | 146,352 | 55,885 | 138,091 | 53,539 | -- | 890,692 |
| (2) Intra-group sales and transfers | 4,978 | 4,874 | 5,119 | 70 | 203 | 40,461 | $(55,708)$ | -- |
| Total sales ................ | 326,471 | 180,205 | 151,472 | 55,955 | 138,295 | 94,000 | $(55,708)$ | 890,692 |
| Segment income (loss) <br> (Operating income (loss))... | 29,181 | 15,431 | 11,325 | 4,617 | 1,230 | (855) | -- | 60,931 |

Notes: 1. During the third-quarter of the year ending March 31, 2013, the Company sold its shares of Calpis Co., Ltd., whose operations had been included in Domestic Food Products, and removed Calpis from the scope of consolidation. For details of the reduction in assets associated with this change, please refer to page 16, 5.2 Book value of assets and liabilities associated with separated company within the section (6) Business mergers, etc. that starts on page 15.
Notes 2. Other Business includes the wellness business, the packaging business, the logistics business and other service businesses.

## 2. Information by region

|  | Millions of yen, rounded down |  |  |  |  |  |
| :--- | ---: | ---: | ---: | ---: | ---: | ---: |
|  |  | "Japan" | "Asia" | "Americas" | "Europe" | Total |
| Sales .................................................. | 584,696 | 152,427 | 88,896 | 64,672 | 890,692 |  |
| Percentage of total consolidated sales ....... | $65.6 \%$ | $17.1 \%$ | $10.0 \%$ | $7.3 \%$ | $100.0 \%$ |  |

Notes 1. Sales are based on the location of customers, and are classified by country or region.

## 3. Information on fixed assets, impairment losses and goodwill by reporting segment

## Material impairment loss on fix assets

In the Pharmaceuticals segment, an impairment loss has been recorded on pharmaceutical product manufacturing equipment. The amount of impairment loss recorded for the nine-month period ended December 31, 2012 is $¥ 7,280$ million.

## Material change in Goodwill

Concomitant with the sale of all the Company's shares in Calpis Co., Ltd., Calpis was removed from the scope of consolidation during the third quarter. Accordingly, the amount of goodwill recorded in the Domestic Food Products segment has decreased by $¥ 18,040$ million.
II. Nine-month period of the fiscal year ended March 31, 2012 (April 1, 2011 - December 31, 2011)

1. Information on sales and income or loss by reporting segment

|  | Millions of yen, rounded down |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | Reporting segment |  |  |  |  | Other Business*1 | Adjustment amount | Consolidated |
|  | Domestic <br> Food <br> Products | Overseas <br> Food <br> Products | Bioscience <br> Products and Fine Chemicals | Pharmaceuticals | Business Tie-ups |  |  |  |
| Sales |  |  |  |  |  |  |  |  |
| (1) Sales to third parties........ | 339,654 | 172,667 | 145,848 | 61,043 | 141,049 | 53,673 | -- | 913,936 |
| (2) Intra-group sales and transfers. | 3,862 | 5,307 | 4,195 | 77 | 251 | 49,247 | $(62,943)$ | -- |
| Total sales ................. | 343,517 | 177,974 | 150,044 | 61,121 | 141,300 | 102,920 | $(62,943)$ | 913,936 |
| Segment income (loss) <br> (Operating income (loss)).... | 31,287 | 18,012 | 9,369 | 6,986 | 1,237 | (27) | -- | 66,865 |

Notes: 1. Other Business includes the wellness business, the packaging business, the logistics business and other service businesses.

## 2. Information by region

|  | Millions of yen, rounded down |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
|  | "Japan" | "Asia" | "Americas" | "Europe" | Total |
| Sales .................................................... | 613,619 | 149,338 | 87,285 | 63,693 | 913,936 |
| Percentage of total consolidated sales ....... | 67.1\% | 16.3\% | 9.6\% | 7.0\% | 100.0\% |

Notes: 1. Sales are based on the location of customers, and are classified by country or region.

## 3. Information on fixed assets, impairment losses and goodwill by reporting segment

No material occurrences or changes in the previous nine-month period.
(Reference)

## Segment information by geographical area

Nine-month period of the fiscal year ending March 31, 2013 (April 1, 2012 to December 31, 2012)

|  | Millions of yen, rounded down |  |  |  |  |  |
| :--- | ---: | ---: | ---: | ---: | ---: | ---: |
|  | "Japan" |  | "Asia" | "Americas" | "Europe" | Consolidated |
| Sales to third parties .............................. | 602,192 | 139,552 | 84,555 | 64,391 | 890,692 |  |
| Operating income................................. | 33,161 | 16,640 | 7,861 | 3,268 | 60,931 |  |

Nine-month period of the fiscal year ended March 31, 2012 (April 1, 2011 to December 31, 2011)

|  | Millions of yen, rounded down |  |  |  |  |  |
| :--- | ---: | ---: | ---: | ---: | ---: | ---: |
|  |  | "Japan" |  | "Asia" | "Americas" | "Europe" |
| Sales to third parties .............................. | 630,404 | 133,124 | 86,059 | 64,348 | 913,936 |  |
| Operating income................................. | 37,588 | 17,672 | 6,900 | 4,704 | 66,865 |  |

Notes: 1. Geographical area segments are categorized on the basis of geographic proximity and indicated in inverted commas.
2. Main countries and regions in segments other than "Japan":
"Asia": Countries of East and Southeast Asia
"Americas": Countries of North and South America
"Europe": Countries of Europe and Africa

## (6) Business mergers, etc.

The Company resolved at a Board of Directors meeting on May 8, 2012 to sell all outstanding shares of its wholly owned subsidiary Calpis Co., Ltd. (Calpis) to Asahi Group Holdings, Ltd. (Asahi GH), and on the same day concluded a contract with Asahi GH for the transfer of the shares. Calpis was a specified subsidiary as provided by Article 19-10 of the Cabinet Office Order on Disclosure of Corporate Information, etc.

In accordance with the contract, on October 1, 2012, the Company closed the sale of its entire holding of Calpis shares to Asahi GH.

## 1. Reason for sale of shares

Under the FY2011-2013 Medium-Term Management Plan, the Company is focusing resources on the core businesses of "seasonings \& food products" and "advanced bioscience \& fine chemicals" to generate growth and reinforce its business structure toward becoming a genuine global company.

Calpis has focused its operations on lactic acid beverages since its establishment in 1917. Its flagship Calpis brand was the first such beverage in Japan
The Company became the largest Calpis shareholder in 1990, integrated Calpis by acquiring 100\% of its outstanding shares in October 2007, accelerated overseas development of its beverage business, and expanded its operations while leveraging synergies in functional areas including purchasing and logistics.
Under these circumstances, the Company carefully considered a formal proposal from Asahi GH in January 2012 to purchase Calpis's shares.
Asahi GH expressed its desire to expand Calpis as a key component for growing its core beverage business, citing a strong appreciation for the Calpis brand and Calpis's technology for utilizing lactobacillus and microorganisms, corporate culture and history spanning more than 90 years, and outstanding human resources. Moreover, Calpis and Asahi GH group company Asahi Soft Drinks Co., Ltd. have been building mutual trust through their joint business for vending machine beverages.
After due consideration of these issues, the Company decided that selling its Calpis shares to Asahi GH would contribute to the Company's plan to concentrate on core businesses, and would further optimize growth over the long term for Calpis. The Company therefore decided to conclude the contract.
2. Overview of Calpis

1) Corporate name
2) Outstanding shares
3) Main business

Calpis Co., Ltd.
73,936,871 shares
Manufacture and sale of beverages, functional health foods and drinks, dairy products, alcoholic beverages, feed additives, etc., and other business activities

## 3. Overview of transactions between the Company and Calpis

The Company purchases and sells Calpis products and the companies engage in joint raw materials purchasing and logistics.
4. Overview of sale

1) Closing date
2) Number of shares to be sold
3) Sale price

October 1, 2012
$73,936,871$ shares (entire holding)
$¥ 121.7$ billion*
*The sale price includes dividends from retained earnings paid to Ajinomoto in
September 2012 by Calpis of $¥ 27.0$ billion.
4) The Company's ownership ratio after sale
-\%
5. Overview of accounting treatment of sale

1. Gain or loss on sale

Gain on sale of shares in affiliated company $¥ 17.5$ billion
2. Book value of assets and liabilities associated with separated company

| Current assets | $¥ 22.4$ billion |
| :--- | :--- |
| Fix assets | $¥ 86.1$ billion |
| Total assets | $¥ 108.6$ billion |
| Current liabilities | $¥ 29.3$ billion |
| Long-term liabilities | $¥ 17.3$ billion |
| Total liabilities | $¥ 46.6$ billion |

## 6. Segment to which Calpis belongs in "Segment Information"

Domestic Food Products
7. Overview of sales and income attributable to Calpis for the nine-month period under review
Sales:
$¥ 59.3$ billion

Operating income:
$¥ 4.7$ billion


[^0]:    Note: Revisions to dividend forecasts in the period under review: No

