# Ajinomoto Co., Inc.

**Consolidated Results** 

Third Quarter Ended December 31, 2013

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, 2014

| Ajinomoto Co., Inc.                          |                    |                   |                   | January 31, 2014                           |
|--|--------------------|-------------------|-------------------|--|
| Stock Code:                                  | 2802               |                   | Listed exchanges: | Tokyo                                      |
| http://www.ajinomoto.com                     | <u>l/en</u>        |                   | Inquiries:        | Yukihiko Kobayashi                         |
| President:                                   |                    | Masatoshi Ito     |                   | General Manager                            |
| Scheduled date of submis<br>report:          | ssion of quarterly | February 14, 2014 |                   | Finance Department                         |
| Creation of supplementary results materials: | y quarterly        | 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, 2013

|                                      | Nine months ended |          | Nine months ended |          |  |
|--------------------------------------|-------------------|----------|-------------------|----------|--|
|                                      | December 31, 2013 |          | December 31, 2012 |          |  |
|                                      |                   | Change % |                   | Change % |  |
| Net sales                            | 742,322           | (0.6)    | 746,856           |          |  |
| Operating income                     | 50,812            | (16.6)   | 60,931            | (8.9)    |  |
| Ordinary income                      | 56,791            | (13.6)   | 65,766            | (6.0)    |  |
| Net income                           | 37,049            | (32.0)   | 54,447            | 29.7     |  |
| Net income per share (¥)             | ¥60.02            |          | ¥82.99            |          |  |
| Fully diluted earnings per share (¥) |                   |          |                   |          |  |

Notes: "Change %" indicates the percentage change compared to the previous fiscal year.

Comprehensive income:

Nine months ended December 31, 2013: ¥70,020 million (-2.5%) ¥71,824 million (963.1%) Nine months ended December 31, 2012: Note: Due to amounts being restated in accordance with a change in accounting policy, the YoY percentage change for the sales of the nine-month period ended December 31, 2012 has not been recorded.

### 2) Financial Position

| 2) Financial Position          | Millions of yen, rounded down                 |                                     |  |  |
|--------------------------------|---|-------------------------------------|--|--|
|                                | As of December 31, 2013                       | As of March 31, 2013                |  |  |
| Total assets                   | 1,115,328                                     | 1,091,741                           |  |  |
| Net assets                     | 682,693                                       | 691,710                             |  |  |
| Shareholders' equity ratio (%) | 55.9%   | 58.2%                               |  |  |
| Book value per share (¥)       | ¥1,020.06                                     | ¥1,004.38                           |  |  |
| Note: Shareholders' equity     | As of December 31, 2013: ¥ 623,815 million As | of March 31, 2013: ¥635,287 million |  |  |

Note: Shareholders' equity

As of December 31, 2013: ¥ 623,815 million. As of March 31, 2013: ¥635,287 million

Millions of yen, rounded down

### 2. Dividends

|                    | FY ended       | FY ending      | FY ending                 |
|--------------------|----------------|----------------|---------------------------|
|                    | March 31, 2013 | March 31, 2014 | March 31, 2014 (forecast) |
| Dividend per share |                |                |                           |
| Interim            | ¥8.00          | ¥10.00         |                           |
| Year-end           | ¥10.00         |                | ¥10.00                    |
| Annual             | ¥18.00         |                | ¥20.00                    |

Note: Revisions to dividend forecasts in the period under review: None

### 3. Forecast for the Fiscal Year Ending March 31, 2014

|                      | Millions of yen, rounded down |          |  |
|----------------------|-------------------------------|----------|--|
|                      | FY Ending                     |          |  |
|                      | March 31, 2014                |          |  |
|                      |                               | Change % |  |
| Net sales            | 1,032,000                     | 4.8      |  |
| Operating income     | 68,000                        | (4.5)    |  |
| Ordinary income      | 74,000                        | (4.1)    |  |
| Net income           | 48,000                        | (0.8)    |  |
| Net income per share | 77.93                         |          |  |

Note: "Change %" indicates the percentage change compared to the previous fiscal year.

Revisions to consolidated earnings forecasts in the period under review: No

Note: Due to a change in accounting policy, Net sales comparisons with the same period of the previous year are based on amounts restated in accordance with this method.

Note: Currently, consideration is still being given to the full-year forecasts for the year ending March 31, 2014, which will form part of the basis for the next medium-term plan. Any changes to the current forecasts, announced on November 6, 2013, will be announced promptly as they become available.

#### Notes:

1) **Transfer of important subsidiaries during the period** (transfer of specified subsidiaries resulting in changes in the scope of consolidation): None

#### 2) Adoption of special accounting methods for preparation of quarterly financial statements: Yes

Note: For more information, see page 8, "2. SUMMARY INFORMATION (NOTES) (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: None

(2) Other changes: Yes

(3) Changes in accounting estimates: None

(4) Retrospective restatements: None

Note: For more information, see page 9 "2. SUMMARY INFORMATION (NOTES) (3) Changes in accounting policy, changes in accounting estimates, and retrospective restatements" for details.

March 31, 2013: 635,010,654 shares

March 31, 2013: 2,496,068 shares

#### 4) Number of shares outstanding (ordinary shares)

(1) Number of shares outstanding at end of period (including treasury shares):

December 31, 2013: 614,115,654 shares;

(2) Number of treasury shares at end of period

December 31, 2013: 2,566,645 shares;

(3) Average number of shares during period

April 1, 2013 to December 31, 2013: 617,230,746 shares;

April 1, 2012 to December 31, 2012: 656,072,344 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, "1. QUALITATIVE INFORMATION ON NINE-MONTH PERIOD CONSOLIDATED RESULTS, (3) Explanation of consolidated earnings forecasts".

#### \*Method of obtaining supplementary results materials

Supplementary results materials will be published on the Company's website on Friday, January 31, 2014.

### Table of contents

| 1. | QUA | ALITATIVE INFORMATION ON NINE-MONTH PERIOD CONSOLIDATED RESULTS                               | . 5  |
|----|-----|---|------|
|    | (1) | Explanation of operating results  | . 5  |
|    | (2) | Explanation of financial position   | . 8  |
|    | (3) | Explanation of consolidated earnings forecasts  | . 8  |
| 2. | SUN | MMARY INFORMATION (NOTES)   | . 8  |
|    | (1) | Transfer of important subsidiaries in the period under review                                 | . 8  |
|    | (2) | Adoption of special accounting methods for preparation of financial statements                | . 8  |
|    | (3) | Changes in accounting policy, changes in accounting estimates, and retrospective restatements | . 9  |
| 3. | CO  | NSOLIDATED NINE-MONTH PERIOD FINANCIAL STATEMENTS   | 11   |
|    | (1) | Consolidated balance sheet  | . 11 |
|    | (2) | Consolidated statement of income and consolidated statement of comprehensive income           | . 13 |
|    |     | Consolidated statement of income  | . 13 |
|    |     | Consolidated statement of comprehensive income  | . 14 |
|    | (3) | Notes to the consolidated financial statements  | . 15 |
|    |     | Notes regarding premise of a going concern  | . 15 |
|    |     | Notes regarding marked changes in amount of shareholders' equity                              | . 15 |
|    |     | Segment information   | 15   |

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

From the first quarter of the current fiscal year, the Company has changed the accounting policy for the recording of gross figures for sales and cost of goods sold in the coffee and edible oils businesses and other sole agent sales transactions, and consequently, comparisons with the same period of the previous fiscal year are based on amounts restated in accordance with this method. For more information, please refer to page 9. "2. SUMMARY INFORMATION (NOTES), (3) Changes in accounting policy, changes in accounting estimates, and retrospective restatements.

#### (1) Explanation of 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, 2013 to December 31, 2013), the global economy showed a weak overall recovery. Although there was a moderate upturn in the U.S. economy and signs of economic recovery in Europe, there was also some impact from an easing of growth rates in emerging markets.

In Japan, a mild economic recovery became apparent, supported by a correction of the yen's prolonged strength and signs of improving consumer sentiment and corporate capital expenditure.

In Japan, continued high costs for raw materials for foods meant that the business environment for the food industry remained challenging, despite moves to increase prices in some product areas.

The Ajinomoto Group ("the Group") has positioned the three-year period from 2011 as a period to focus on building a foundation to make the Group a "Genuine Global Company", and is endeavoring to drive growth under the two key themes of "Global growth" and "R&D leadership", while pursuing three policies for strengthening the business structure, namely, "From VOLUME to VALUE", "From PROFIT to CASH", and "Enhance capital efficiency to boost stockholder value".

As a result of the above, consolidated sales for the nine-month period decreased 0.6% (¥4.5 billion) to ¥742.3 billion, reflecting the positive impact of foreign exchange rates but also the exclusion of Calpis Co., Ltd. ("Calpis Co.") from the scope of consolidation since the third quarter of the previous fiscal year. Operating income decreased 16.6% (¥10.1 billion) to ¥50.8 billion, influenced by the exclusion of Calpis Co. products as well as weaker results from feed-use amino acids, etc., and ordinary income decreased 13.6% (¥8.9 billion) to ¥56.7 billion. Net income decreased 32.0% (¥17.3 billion) to ¥37.0 billion, reflecting the absence of an extraordinary gain that was recorded in the interim period of the previous year in association with the return of the substitutional portion of the welfare pension fund.

### Consolidated operating results by segment

From the first quarter of the current fiscal year, the Company has changed its reportable segments, and consequently, comparisons between segments with the same period of the previous fiscal year shown below are based on amounts restated in accordance with the classifications following this change. For details, please see page 15, "(3) Notes to the consolidated financial statements, Segment Information (April 1, 2013 to December 31, 2013) 2. Changes to reporting segments."

|  | Billions of yen, rounded down |         |          |           |         |          |
|--|-------------------------------|---------|----------|-----------|---------|----------|
|  |                               | YoY YoY | YoY      | Operating | YoY     | YoY      |
|  | Net sales                     | change  | change - | income    | change  | change - |
|  |                               | -amount | percent  | Income    | -amount | percent  |
| Domestic food products                 | 254.9                         | (59.0)  | (18.8%)  | 22.7      | (6.4)   | (21.9%)  |
| Overseas food products                 | 219.4                         | 44.0    | 25.1%    | 19.7      | 4.3     | 27.9%    |
| Bioscience products and fine chemicals | 166.9                         | 20.5    | 14.0%    | 5.0       | (6.3)   | (55.7%)  |
| Pharmaceuticals                        | 38.7                          | (17.1)  | (30.6%)  | 2.8       | (1.7)   | (38.4%)  |
| Other business                         | 62.2                          | 7.0     | 12.7%    | 0.4       | 0       | 16.5%    |
| Total                                  | 742.3                         | (4.5)   | (0.6%)   | 50.8      | (10.1)  | (16.6%)  |

Note: All comparisons are with same nine-month period of the previous fiscal year, unless stated otherwise.

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

Note 2: Domestic and overseas sales of ACTIVA<sup>®</sup> products to food processing companies, savory seasonings and frozen foods are included in domestic food products.

Note 3: From the first quarter of the current fiscal year, 'pharmaceutical fine chemicals' in the bioscience products and fine chemicals segment has been renamed 'pharmaceutical custom manufacturing'.

#### 1) Domestic food products

Domestic food product sales decreased 18.8% (¥59.0 billion) to ¥254.9 billion, reflecting the removal of sales of Calpis Co. products from the third quarter of the previous year, along with other factors. Operating income decreased 21.9% (¥6.4 billion) to ¥22.7 billion. Excluding the impact of sales of Calpis Co. products, net sales increased 0.1% (¥0.3 billion) to ¥254.9 billion, influenced by factors such as growth in sales of frozen foods and a decline in sales of gift products. On the same basis, operating income decreased 6.7% (¥1.6 billion) to ¥22.7 billion, mainly due to factors such as higher raw ingredient costs and an increase in sales expenses.

**Seasonings and processed foods:** In seasonings and processed foods for the retail market, sales of hot pot soup cube *Nabe Cube*<sup>®</sup> increased significantly, and sales were also supported by increased contributions from tube-type Chinese seasoning paste *Cook Do*<sup>®</sup> Koumi Paste, Japanese and western-style menu seasoning *Cook Do*<sup>®</sup> *Kyo-no Ohzara,* and Chinese menu seasoning *Cook Do*<sup>®</sup>. However, sales of gift products decreased, which led to a decline in overall sales.

In seasonings and processed foods for the commercial market, sales increases were recorded for *ACTIVA*<sup>®</sup>, a food enzyme (transglutaminase), and savory seasonings products, reflecting strong overseas sales, foreign exchange rates and other factors. In seasoning products for restaurant use, sales decreased due to a decline in sales to large domestic customers, despite growth in sales of functional food products. However, overall commercial market sales increased compared to the previous nine-month period.

**Frozen foods:** In the retail market, although there was little progress in sales of products such as *Yawaraka Wakadori Kara-Age*, total sales were in line with the previous nine-month period due to an increase in sales of *Gyoza* and the *Yoshokutei*<sup>®</sup> *Hamburg Series* that were featured in television advertising. Total sales of products for the commercial market increased, overseas markets sales increased significantly with growth in North America. As a result, overall sales of frozen food increased.

#### 2) Overseas food products

Overseas food product sales increased 25.1%, or ¥44.0 billion, to ¥219.4 billion, supported by foreign exchange rates along with higher sales on a local currency basis. Operating income increased 27.9%, or ¥4.3 billion, to ¥19.7 billion, with the impact of a decline in prices for umami seasonings for processed food manufacturers and certain other products offset by foreign exchange rates, higher revenues from consumer foods, and other factors.

**Consumer foods:** In Asia, overall sales increased significantly. Although sales of *Birdy*<sup>®</sup> canned coffee and other beverages declined on a local currency basis, overall sales benefitted from foreign exchange gain, along with higher sales on a local currency basis of umami seasoning *AJI-NO-MOTO*<sup>®</sup> in the Philippines and Vietnam, higher sales of flavor seasonings *Ros Dee*<sup>®</sup> in Thailand, *Masako*<sup>®</sup> in Indonesia, *Aji-ngon*<sup>®</sup> in Vietnam, and instant noodles.

In the Americas, sales increased significantly, reflecting foreign exchange rates and higher sales on a local currency basis of products such as flavor seasoning *Sazón*® in Brazil, and instant noodles.

In Europe and Africa, overall sales increased substantially. Sales of umami seasoning *AJI-NO-MOTO<sup>®</sup>* and instant noodles increased on a local currency basis, and sales were also supported by foreign exchange rates.

As a result of the above, overall consumer foods sales increased substantially.

**Umami seasonings for processed food manufacturers:** In Japan, sales of *AJI-NO-MOTO*<sup>®</sup> for the food processing industry and nucleotides decreased, reflecting a decline in both sales volumes and unit prices. In overseas markets, although market prices declined in response to increased production by competitors, total sales increased significantly due to higher sales volumes and foreign exchange rates, with the result that overall sales of umami seasonings for processed food manufacturers increased.

#### 3) Bioscience products and fine chemicals

Bioscience products and fine chemicals sales increased 14.0%, or ¥20.5 billion, to ¥166.9 billion, reflecting the effect of foreign exchange rates and additional sales arising from the consolidation in the first quarter of Ajinomoto Althea, along with growth in sales of amino acids for pharmaceuticals and foods, and higher sales of specialty chemicals. Operating income decreased 55.7%, or ¥6.3 billion, to ¥5.0 billion, reflecting a significant impact from a fall in unit prices for feed-use amino acids, which was only partially offset by higher revenues from sales of amino acids for pharmaceuticals and foods and higher sales of specialty chemicals.

**Feed-use amino acids:** Unit prices for Lysine were significantly lower and sales volumes also decreased, resulting in lower revenues despite positive foreign exchange rate factors. Unit prices for Threonine decreased but sales volumes increased, and both sales volumes and unit prices of Tryptophan increased, leading to significantly higher revenues from both these products. Foreign exchange rates also contributed, with the result that overall feed -use amino acid revenues increased.

**Amino acids:** Sales of amino acids for pharmaceuticals and foods increased significantly, driven by higher sales mainly in North America and Europe and supported by foreign exchange rates. Sales of sweeteners also increased, supported by higher sales volumes in South America of powdered juice *RefrescoMID*<sup>®</sup>, which contains aspartame, as well as favorable foreign exchange rates, and other factors. In pharmaceutical custom manufacturing, sales increased significantly, supported by foreign exchange rates, growth in sales in Europe, and the inclusion of consolidated subsidiary Ajinomoto Althea from the first quarter of the current fiscal year. As a result, overall revenues increased significantly.

**Specialty chemicals:** Overall sales increased considerably, supported by higher sales of cosmetic ingredients to major customers, along with growth in sales of higher value products in insulation film for build-up printed wiring board used in computers, and the effect of foreign exchange rates.

### 4) Pharmaceuticals

Pharmaceutical sales decreased 30.6%, or ¥17.1 billion, to ¥38.7 billion. Operating income decreased 38.4%, or ¥1.7 billion, to ¥2.8 billion, reflecting decreased sales.

In self-distributed products, although sales were supported by factors such as the July 2012 start of sales of MARZULENE®, a newly introduced therapeutic agent for gastric inflammation and ulcers, and by the June 2013 launch of MOVIPREP®, an oral bowel cleansing agent, this was offset by the elimination of sales of infusion and dialysis business products from consolidated results due to the spin-off of these operations into equity method affiliate AY Pharma Co., Ltd. from the second quarter of the current fiscal year, and sales therefore decreased significantly.

In products sold through business tie-ups, sales fell significantly, due to a large decrease in sales of nateglinide products such as FASTIC® and risedronate products such as ACTONEL® for osteoporosis, due to the effects of competition, along with lower royalty income.

### 5) Other business

Other business sales increased 12.7%, or ¥7.0 billion, to ¥62.2 billion, with operating income increasing 16.5% to ¥0.4 billion.

### (2) Explanation of financial position

Total assets as of December 31, 2013 were ¥1,115.3 billion, ¥23.5 billion more than the ¥1,091.7 billion recorded at the end of the previous fiscal year. This was primarily due to an increase in the yen values of the balance sheets of overseas subsidiaries after translation. Cash and equivalents decreased due to factors such as the repurchase of shares and the acquisition of all the shares of Althea Technologies. Goodwill increased, concomitant with the Althea Technologies acquisition.

Total debt increased ¥32.6 billion to ¥432.6 billion, compared to ¥400.0 billion at the end of the previous fiscal year. This was primarily due to an increase in liability for retirement benefits associated with the early adoption of a new accounting standard for retirement benefits. Total interest-bearing debt increased ¥19.8 billion from the end of the previous fiscal year, to ¥139.1 billion.

Net assets decreased ¥9.0 billion compared to the end of the previous fiscal year due to factors such as the retirement of shares and the early adoption of a new accounting standard for retirement benefits, and despite an increase in foreign currency translation adjustments due to the weaker yen. Shareholders' equity, which is net assets minus minority interests, was ¥623.8 billion, and the shareholders' equity ratio was 55.9%.

### (3) Explanation of consolidated earnings forecasts

Currently, consideration is still being given to the full-year forecasts for the year ending March 31, 2014, which will form part of the basis for the next medium-term plan. Any changes to the current forecasts, announced on November 6, 2013, will be announced promptly as they become available.

### 2. SUMMARY INFORMATION (NOTES)

(1) Transfer of important subsidiaries in the quarterly period under review: No applicable items

### (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:

### Adoption of Accounting Standard for Retirement Benefits

Concomitant with the Accounting Standard for Retirement Benefits (Accounting Standards Board of Japan (ASBJ) Statement No. 26 of May 17, 2012), and Guidance on Accounting Standard for Retirement Benefits (ASBJ Guidance No. 25. of May 17, 2012), which became eligible for adoption from April 1, 2013, the Company has applied these standards as of the first quarter of the fiscal year ending March 31, 2014. Under the new standard, pension assets are deducted from retirement benefit obligations and the net amount is recognized as liability for retirement benefits, and previously unrecognized actuarial gains and losses and unrecognized prior services costs are recorded as liability for retirement benefit. The method of calculating retirement benefit obligations and service costs is revised, with the method of determination of the discount rate revised to a single weighted average discount rate reflecting the estimated timing and amount of benefit payment, and the method of attributing benefits to accounting periods changed from the straight-line method to the standard pension benefit formula basis.

In accordance with transitional accounting as stipulated in article 37 of the Accounting Standard for Retirement Benefits, liability for retirement benefits is recognized as the difference between pension assets and retirement benefit obligations at the beginning of the first-quarter period. The effect of the changes in accounting policies arising from initial application is recognized in accumulated adjustments for retirement benefit within the net asset section. For the amendments relating to determination of retirement benefit obligations and service costs, the effect of changes in accounting policies arising from initial application is recognized as an adjustment to retained earnings at the beginning of the first-quarter period.

As a result, "Total accumulated other comprehensive income" on the consolidated balance sheet has decreased by ¥26,887 million from the beginning of the first-quarter period of the current fiscal year, and retained earnings has decreased by ¥6,975 million. The effect on the operating income, ordinary income, and net income before taxes for the consolidated nine-month period under review is minimal.

### Changes to the recording method of sole agent sales

Formerly, for the coffee and edible oils businesses and some other business, the gross figures for sales and cost of sales were recorded in the accounts but from the beginning of the first-quarter period of the current fiscal year this method was changed by netting off sales and cost of goods sales and recording the net figure in the accounts.

In accordance with the conclusion of the Company's function as sole agent of some products, a contract and transaction review was conducted with regard to invoicing and recovery administration and other risk-bearing transactions, which found that the Company's function hereafter is effectively that of an intermediary. This change in accounting methods was therefore adopted to reflect the Company's function more appropriately by recording the net figure in the accounts rather than the gross figures for sales, with the aim of aligning

operating results more closely with the business structure.

With the adoption of this accounting method, the results of the nine-month period of the previous year have been restated based on this change.

As a result, sales and cost of sales in the previous nine-month period have decreased by ¥143,836 million, while there is no impact on gross profit, operating income, ordinary income and income before income taxes. There is no cumulative impact on net assets recorded at the beginning of the previous first-quarter period, nor on per share information for the previous nine-month period.

For details regarding the impact of this change on segment information, please refer to P15 "(3) Notes to the consolidated financial statements, Segment Information".

### 3. CONSOLIDATED NINE-MONTH PERIOD FINANCIAL STATEMENTS

### (1) Consolidated balance sheet

|   | Millions of yen, rounded down                     |   |  |
|---|---|---|--|
|   | As of end of third quarter<br>(December 31, 2013) | As of end of previous fiscal year<br>(March 31, 2013) |  |
| Assets  |   |   |  |
| Current assets  |   |   |  |
| Cash on hand and in banks                                     | 138,775   | 186,501   |  |
| Notes and accounts receivable                                 | 204,889   | 197,568   |  |
| Marketable securities   | 595   | 417   |  |
| Goods and products  | 111,431   | 102,550   |  |
| Goods in process  | 7,985   | 7,701   |  |
| Raw materials and supplies                                    | 50,775  | 49,566  |  |
| Deferred tax assets   | 10,734  | 9,077   |  |
| Other   | 42,136  | 33,786  |  |
| Allowance for doubtful accounts                               | (1,213)   | (1,095)   |  |
| Total current assets  | 566,110   | 586,074   |  |
| Fixed assets  |   |   |  |
| Tangible fixed assets   |   |   |  |
| Buildings and structures                                      | 335,739   | 348,963   |  |
| Accumulated depreciation and                                  | (248,296)   | (245.064)   |  |
| accumulated impairment losses                                 | (218,286)   | (215,961)   |  |
| Net buildings and structures                                  | 137,453   | 133,002   |  |
| Machinery and vehicles  | 562,622   | 528,879   |  |
| Accumulated depreciation and                                  | (423,459)   | (402,081)   |  |
| accumulated impairment losses                                 | (423,439)   | (402,081)   |  |
| Net machinery and vehicles                                    | 139,163   | 126,798   |  |
| Land  | 46,906  | 51,065  |  |
| Construction in progress                                      | 18,921  | 26,562  |  |
| Other   | 72,627  | 74,926  |  |
| Accumulated depreciation and<br>accumulated impairment losses | (58,975)  | (61,131   |  |
| Other (net amount)  | 13,652  | 13,795  |  |
| Total tangible fixed assets                                   | 356,096   | 351,224   |  |
| Intangible fixed assets                                       |   |   |  |
| Goodwill  | 20,092  | 4,779   |  |
| Other   | 33,116  | 33,912  |  |
| Total intangible fixed assets                                 | 53,208  | 38,691  |  |
| Investments and other assets                                  |   |   |  |
| Investment in securities                                      | 112,103   | 94,357  |  |
| Long-term loans receivable                                    | 524   | 601   |  |
| Deferred tax assets   | 17,277  | 8,549   |  |
| Other   | 10,905  | 13,135  |  |
| Allowance for doubtful accounts                               | (281)   | (278)   |  |
| Allowance for investment losses                               | (618)   | (616)   |  |
|   | · · ·   | 115,749   |  |
| Total investment and other assets                             | 139,911   | · · · · · · · · · · · · · · · · · · ·                 |  |
| Total fixed assets  | 549,217   | 505,666   |  |
| Total Assets  | 1,115,328   | 1,091,741   |  |

(Continued)

| Continued)  | Millions of yen, rounded down |                                   |  |
|---|-------------------------------|-----------------------------------|--|
|   | As of end of third quarter    | As of end of previous fiscal year |  |
|   | (December 31, 2013)           | (March 31, 2013)                  |  |
| Liabilities   |                               |                                   |  |
| Current liabilities   | 440 750                       | 400.000                           |  |
| Notes and accounts payable  | 112,750                       | 108,903                           |  |
| Short-term borrowings   | 17,202                        | 12,365                            |  |
| Commercial paper<br>Current portion of bonds                        | 20,000<br>14,999              | <br>20.000                        |  |
| Current portion of long-term  | 14,333                        | 20,000                            |  |
| borrowings  | 7,011                         | 3,411                             |  |
| Accrued income taxes  | 6,035                         | 20,590                            |  |
| Bonus reserve   | 3,276                         | 5,496                             |  |
| Bonus reserve for directors and others                              | 204                           | 325                               |  |
| Other   | 68,732                        | 84,447                            |  |
| Total current liabilities   | 250,213                       | 255,541                           |  |
| Long-term liabilities   |                               |                                   |  |
| Bonds   | 34,993                        | 49,992                            |  |
| Long-term debt  | 43,139                        | 31,442                            |  |
| Deferred tax liabilities  | 13,839                        | 11,244                            |  |
| Accrued officers' severance benefits                                | 404                           | 517                               |  |
| Allowance for environmental measures.                               | 347                           | 380                               |  |
| Accrued employees' retirement                                       |                               |                                   |  |
| benefits  |                               | 28,796                            |  |
| Liability for retirement benefits                                   | 67,988                        |                                   |  |
| Asset retirement obligations  | 556                           | 586                               |  |
| Other   | 21,151                        | 21,528                            |  |
| Total long-term liabilities   | 182,420                       | 144,489                           |  |
| Total liabilities   | 432,634                       | 400,030                           |  |
| Net assets  |                               |                                   |  |
| Shareholders' equity  |                               |                                   |  |
| Common stock  | 79,863                        | 79,863                            |  |
| Capital surplus   | 83,443                        | 112,757                           |  |
| Retained earnings   | 550,175                       | 482,501                           |  |
| Treasury stock  | (3,601)                       | (2,817                            |  |
| Total shareholders' equity  | 659,881                       | 672,304                           |  |
| Accumulated other comprehensive                                     | 009,001                       | 072,504                           |  |
| income (loss)<br>Unrealized holding gain on securities              | 15,146                        | 9,419                             |  |
|   | 15,140                        | 9,419                             |  |
| Unrealized gain from hedging<br>instruments                         | 320                           | (141                              |  |
| Translation adjustments   | (26,768)                      | (46,295                           |  |
| Accumulated adjustment for retirement benefit liabilities or assets | (24,763)                      | -                                 |  |
| Total accumulated other   | (36,065)                      | (37,017                           |  |
| comprehensive income (loss)   |                               | -                                 |  |
| Minority interests<br>Total net assets                              | 58,878 682,693                | 56,423<br>691,710                 |  |
|   |                               |                                   |  |
| Total Liabilities and Net Assets                                    | 1,115,328                     | 1,091,741                         |  |

### (2) Consolidated statement of income and consolidated statement of comprehensive income Consolidated statement of income

|  | Millions of yen, rounded down                                |  |  |
|--|--|--|--|
|  | Nine-month period<br>(April 1, 2013 to<br>December 31, 2013) | Nine-month period<br>(April 1, 2012 to<br>December 31, 2012) |  |
|  |  |  |  |
| Net sales  | 742,322  | 746,856  |  |
| Cost of sales  | 473,943  | 447,557  |  |
| Gross profit   | 268,378  | 299,298  |  |
| Selling, general and administrative expenses                               | 217,565  | 238,367  |  |
| Operating income   | 50,812   | 60,931   |  |
| Non-operating income   |  |  |  |
| Equity in earnings of non-consolidated subsidiaries and affiliates         | 3,120  | 2,702  |  |
| Other  | 6,360  | 4,467  |  |
| Total non-operating income   | 9,480  | 7,169  |  |
| Non-operating expenses   |  |  |  |
| Interest expense   | 1,562  | 1,479  |  |
| Other  | 1,939  | 855  |  |
| Total non-operating expenses   | 3,501  | 2,334  |  |
| Ordinary income  | 56,791   | 65,766   |  |
| Extraordinary gains  |  |  |  |
| Insurance proceeds   | 1,184  | 1,701  |  |
| Gain on transfer of benefit obligation relating to employees' pension fund |  | 27,752   |  |
| Gain on sale of shares in affiliated companies                             | 2,267  | 18,201   |  |
| Other  | 340  | 660  |  |
| Total extraordinary income   | 3,792  | 48,315   |  |
| Extraordinary losses   |  |  |  |
| Loss on retirement of fixed assets   | 920  | 842  |  |
| Impairment loss  | 230  | 7,312  |  |
| Loss on liquidation of subsidiaries  | 772  |  |  |
| Other  | 878  | 3,648  |  |
| Total extraordinary losses   | 2,802  | 11,802   |  |
| Net income before income taxes   | 57,781   | 102,279  |  |
| Income taxes   | 16,575   | 42,767   |  |
| Refund of income taxes for prior periods                                   | (1,533)  |  |  |
| Net income before minority interests                                       | 42,739   | 59,511   |  |
| Minority interests   | 5,690  | 5,063  |  |
| Net income   | 37,049   | 54,447   |  |

### **Consolidated Statement of Comprehensive Income**

|  | Millions of yen, rounded down    |                    |  |
|--|----------------------------------|--------------------|--|
|  | Nine-month period Nine-month per |                    |  |
|  | (April 1, 2013 to                | (April 1, 2012 to  |  |
|  | December 31, 2013)               | December 31, 2012) |  |
| Net income before minority interests                       | 42,739                           | 59,511             |  |
| Other comprehensive income                                 |                                  |                    |  |
| Unrealized holding gain on securities                      | 5,451                            | 2,079              |  |
| Unrealized gain from hedging instruments                   | 167                              | 3                  |  |
| Translation adjustments                                    | 19,245                           | 10,231             |  |
| Adjustment in pension liabilities of overseas subsidiaries |                                  | (25)               |  |
| Adjustments for retirement benefits                        | 2,108                            |                    |  |
| Share of other comprehensive income of equity-method       |                                  |                    |  |
| affiliates   | 307                              | 25                 |  |
| Total other comprehensive income                           | 27,280                           | 12,312             |  |
| Comprehensive income                                       | 70,020                           | 71,824             |  |
| (Breakdown)  |                                  |                    |  |
| Comprehensive income attributable to parent company        | 64,888                           | 64,864             |  |
| Comprehensive income attributable to minority interests    | 5,131                            | 6,959              |  |

### (3) Notes to the consolidated financial statements

### Notes regarding premise of a going concern

No applicable items

### Notes regarding marked changes in amount of shareholders' equity

The Company resolved at a Board of Directors meeting on May 8, 2013 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, 2013 to July 8, 2013 the Company repurchased, in the market through a trust bank, 20,895,000 shares of common stock for ¥29,999 million.

The Company resolved at a Board of Directors meeting on August 27, 2013 on matters pertaining to the retirement of shares based on Article 178 of the Companies Act. Subsequently, on September 9, 2013 the Company retired 20,895,000 shares of common stock. As a result, capital surplus and treasury shares each decreased by ¥29,313 million respectively. The total number of outstanding shares became 614,115,654.

As of the first quarter of the fiscal year ending March 31, 2014, the Company has applied new Accounting Standards for Retirement Benefits. For details on the impact of this change, please refer to page 9, "Summary Information (NOTES), (3) Changes in accounting policy, changes in accounting estimates, and retrospective restatements."

### Segment information

### I. Nine-month period of the fiscal year ending March 31, 2014 (April 1, 2013 – December 31, 2013)

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

| -  | Millions of yen, rounded down |                              |  |                      |                     |                      |              |
|--|-------------------------------|------------------------------|--|----------------------|---------------------|----------------------|--------------|
|  | Reporting segment             |                              |  |                      |                     |                      |              |
|  | Domestic<br>Food<br>Products  | Overseas<br>Food<br>Products | Bioscience<br>Products and<br>Fine Chemicals | Pharma-<br>ceuticals | Other<br>Business * | Adjustment<br>amount | Consolidated |
| Sales  |                               |                              |  |                      |                     |                      |              |
| <ul><li>(1) Sales to third parties</li><li>(2) Intra-group sales and</li></ul> | 254,989                       | 219,410                      | 166,900                                      | 38,763               | 62,258              |                      | 742,322      |
| transfers  | 1,340                         | 4,639                        | 4,347  | 55                   | 32,408              | (42,792)             |              |
| Total sales  | 256,330                       | 224,049                      | 171,247                                      | 38,819               | 94,666              | (42,792)             | 742,322      |
| Segment income (loss)<br>(Operating income (loss))                             | 22,779                        | 19,737                       | 5,015  | 2,843                | 437                 |                      | 50,812       |

Note: Other Business includes the business tie-ups, the wellness business, the packaging business, the logistics business and other service businesses.

### 2. Changes to reporting segments

Formerly, for the coffee and edible oils businesses and some other businesses, the gross figures for sales and cost of goods sales were recorded in the accounts but from the first-quarter period, this method has changed by netting off sales and cost of goods sales and recording the net figure in the accounts. With the adoption of this accounting method, the results of the nine-month period of the previous year have been restated based on this change.

Due to the decrease in sales and reduction of the Business Tie-ups segment resulting from this change, from the first-quarter period, Business Tie-Ups are included in the Other Business, and classification into five segments: Domestic Food Products; Overseas Food Products; Bioscience Products and Fine Chemicals; Pharmaceuticals; Business Tie-Ups; and Other Business, have been replaced by classification into four segments: Domestic Food Products; Overseas Food Products; Bioscience Products and Fine Chemicals; Pharmaceuticals; Business Tie-Ups; Overseas Food Products; Bioscience Products and Fine Chemicals; Pharmaceuticals; and Other Business.

For details on the figures following the change, see "II. (April 1, 2012 – December 31, 2012) 1. Information on sales and income or loss by reporting segment."

### 3. Information by region

|  | Millions of yen, rounded down |         |            |          |         |  |  |
|--|-------------------------------|---------|------------|----------|---------|--|--|
|  | "Japan"                       | "Asia"  | "Americas" | "Europe" | Total   |  |  |
| Sales                                  | 370,079                       | 186,504 | 108,691    | 77,046   | 742,322 |  |  |
| Percentage of total consolidated sales | 49.9%                         | 25.1%   | 14.6%      | 10.4%    | 100.0%  |  |  |

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

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

No applicable items

### II. Nine-month period of the fiscal year ended 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             |                              |  |                      |                |                      |              |  |  |
|  | Domestic<br>Food<br>Products  | Overseas<br>Food<br>Products | Bioscience<br>Products and<br>Fine Chemicals | Pharma-<br>ceuticals | Business<br>*1 | Adjustment<br>amount | Consolidated |  |  |
| Sales  |                               |                              |  |                      |                |                      |              |  |  |
| <ul><li>(1) Sales to third parties</li><li>(2) Intra-group sales and</li></ul> | 314,060                       | 175,331                      | 146,352                                      | 55,885               | 55,227         |                      | 746,856      |  |  |
| transfers  | 4,978                         | 4,874                        | 5,119  | 70                   | 40,665         | (55,708)             |              |  |  |
| Total sales  | 319,038                       | 180,205                      | 151,472                                      | 55,955               | 95,892         | (55,708)             | 746,856      |  |  |
| Segment income (loss)<br>(Operating income (loss))                             | 29,181                        | 15,431                       | 11,325                                       | 4,617                | 375            |                      | 60,931       |  |  |

Note 1: Other Business includes the business tie-ups, the wellness business, the packaging business, the logistics business and other service businesses.

Note 2: The impact of the adoption of changes to the method for recording gross figures for sole agent transactions has been reflected in the figures for the nine-month period of the previous fiscal year. For details on the figures following the change, see "I. (April 1, 2013 – December 31, 2013) 2. Changes to reporting segments"

### 2. Information by region

|  | Millions of yen, rounded down |         |            |          |         |  |  |  |
|--|-------------------------------|---------|------------|----------|---------|--|--|--|
|  | "Japan"                       | "Asia"  | "Americas" | "Europe" | Total   |  |  |  |
| Sales                                  | 440,859                       | 152,427 | 88,896     | 64,672   | 746,856 |  |  |  |
| Percentage of total consolidated sales | 59.0%                         | 20.4%   | 11.9%      | 8.7%     | 100.0%  |  |  |  |

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

Note 2: The impact of the adoption of changes to the method for recording gross figures for sole agent transactions has been reflected in the figures for the nine-month period of the previous fiscal year.)

### 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.

### (Reference)

### Segment information by geographical area

Nine-month period of the fiscal year ending March 31, 2014 (April 1, 2013 to December 31, 2013)

| _                      | Millions of yen, rounded down |         |            |          |              |  |  |
|------------------------|-------------------------------|---------|------------|----------|--------------|--|--|
|                        | "Japan"                       | "Asia"  | "Americas" | "Europe" | Consolidated |  |  |
| Sales to third parties | 388,915                       | 173,978 | 103,597    | 75,830   | 742,322      |  |  |
| Operating income       | 27,789                        | 19,349  | 4,021      | (346)    | 50,812       |  |  |

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 | 458,356                       | 139,552 | 84,555     | 64,391   | 746,856      |  |  |
| Operating income       | 33,161                        | 16,640  | 7,861      | 3,268    | 60,931       |  |  |

Notes 1. Geographical area segments are categorized on the basis of geographic proximity and indicated in inverted commas.

 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

3. The impact of the adoption of changes to the method for recording gross figures for sole agent transactions has been reflected in the figures for the nine-month period of the previous fiscal year.)