

## **INTRODUCTION**



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# Principal highlights

Ebro Foods is the leading Group in the Spanish food sector
Quoted in the electronic continuous trading system of the Madrid, Barcelona, Bilbao and Valencia stock exchanges
Operates in the production and marketing of high value-added products in the rice, pasta, sauces, ready meals, fresh potato and other related sectors
Present in 52 countries: 14 with industrial and commercial operations and 38 with only commercial operations
Network of 24 subsidiaries operating in Europe, America, Asia and Africa
Portfolio of over 70 leading brands
Global leader of the rice sector and the second pasta manufacturer in the world



## Ethics and Integrity

The company is governed by the Ebro Foods Group Code of Conduct and Internal Code of Market Conduct.

#### EBRO FOODS GROUP CODE OF CONDUCT

The Group's Code of Conduct (COC), approved by the board of directors of Ebro Foods, S.A. on 28 March 2012, is applicable to all the companies in the Group. It provides guidance on how to act in the Group's internal and external relationships, strengthening the values that distinguish us and establishing a basic reference to be followed by the Group.

In particular, the COC reflects the Ebro Group's commitment to the principles of business ethics and transparency in all its areas of activity, establishing a set of principles and guidelines to guarantee responsible, ethical conduct by all the Group's professionals in the performance of their duties

The COC is also a reference for the Group's relationships with its stakeholders: shareholders, employees, consumers, customers, suppliers, competition, authorities and markets in general.

All persons bound by the Code pursuant to Section I.2 are obliged to comply and ensure compliance therewith. Nobody, regardless of his/her position in the Group, is authorised to require a person bound by the Code to breach the contents thereof. No relevant person may justify any malpractice or conduct infringing the Code alleging an order from a superior or ignorance of the contents of the Code.

In this regard, any person bound by the Code may report, under a guarantee of absolute confidentiality, any default or infringement of any of the principles set out in this Code, for which a reporting channel is established as follows:

- Reports may be sent to the e-mail <u>canaldedenuncias@ebrofoods.es</u>
- Access to that e-mail account, technologically protected to prevent any unauthorised access, shall be limited exclusively to the Chairman of the Audit and Compliance Committee who,



as independent director, has no relationship with the management structure of the Ebro Foods Group.

- According to the contents of the report, the Chairman
  of the Audit and Compliance Committee may obtain
  the appropriate information and make the necessary
  consultations to clarify the issue, guaranteeing at all
  times the absolute confidentiality of the reporter and
  not informing the reported person or persons until the
  investigation has concluded.
- The Chairman of the Audit and Compliance Committee shall keep in touch with the reporter, informing him/ her of the enquiries made and the final outcome and consequences.
- The Chairman of the Audit and Compliance Committee shall in all cases establish the order of priority, process, investigate and resolve reports, according to their importance and nature, paying special attention to those concerning a possible financial or accounting fraud and possible fraudulent activities.

The full text of the Code and the guidelines established for its implementation and application are at the disposal of all our stakeholders through the corporate Intranet and the Group website, specifically in the section Corporate Social Responsibility: <a href="http://www.ebrofoods.es/en/corporate-social-responsibility/code-of-conduct/">http://www.ebrofoods.es/en/corporate-social-responsibility/code-of-conduct/</a>.

The Ebro Group is preparing a multi-year plan of ethical audits made by independent auditors at its workplaces and a selection of supplier workplaces, as mechanisms for monitoring and assessment.

#### INTERNAL CODE OF MARKET CONDUCT

The Board of Directors of Ebro Foods, S.A. approved the Internal Code of Market Conduct in 2006.

The Code was passed as one of the actions taken by the Company to comply with the latest amendments to the applicable legislation introduced by the Order of the Ministry of Finance and Economy EHA 3050/2004 of 15 September concerning information on related party transactions to be supplied by listed companies and Royal Decree 1333/2005 of 11 November developing the Securities Market Act 24/1988 of 28 July concerning abuse of market power.

The purpose of this Internal Code of Market Conduct is to:

- (I) Protect investors
- (II) Safeguard price-sensitive and significant information
- (III) Regulate the general principles for acting in relatedparty transactions
- (IV) Regulate dealings in treasury stock
- **(V)** And secure the good functioning and transparency of the company on the stock markets.

The full text of this Code is at the disposal of all our stakeholders through the corporate Intranet and the Group website, specifically in the sub-section Corporate Governance: <a href="http://www.ebrofoods.es/en/information-for-shareholders-and-investors/corporate-governance/rules-of-conduct-on-stock-markets/">http://www.ebrofoods.es/en/information-for-shareholders-and-investors/corporate-governance/rules-of-conduct-on-stock-markets/</a>.

## Mission, vision and values

The mission of the Ebro Foods Group is to research, create, produce and distribute high value-added foods which enhance people's health and well-being while meeting their nutritional needs.

Our vision is to grow sustainably, ensuring ethical conduct and professional and personal integrity in the performance of its business activities, creating value for its shareholders, minimising the environmental impact of its operations, guaranteeing the personal and career development of its employees, improving the quality of life of society and meeting the needs of customers and consumers.





Leadership & Transparency



Honesty & Responsibility



Integrity & Work Hard culture



Strive to generate value

#### THE GROUP'S CONDUCT IS GUIDED BY THE FOLLOWING VALUES



 $Environmental \ responsibility$ 



Service orientation



People orientation



Innovation & Long-term sustainability



Ebro Foods, S.A. and some of its subsidiaries belong to the following sectorial associations:

COMPANY	ASSOCIATION	GEOGRAPHICAL AREA
Herba Ricemills, S.L.U.	Federation of European Rice Millers (FERM)	Europe
Herba Ricemills, S.L.U.	Spanish Commercial Coding Association (AECOC)	Spain
Herba Ricemills, S.L.U.	Andalusian Business Confederation (CEA)	Spain
Ebro Foods, S.A.	Multi-Sectorial Food and Drink Association (AME)	Spain
Herba Ricemills, S.L.U.	Spanish Advertisers Association	Spain
Herba Ricemills, S.L.U.	Spanish Rice Industries Association (UNIADE)	Spain
Arrozeiras Mundiarroz, S.A.	Portuguese Association of Distribution Companies	Portugal
Boost Nutrition, C.V.	Federation of Food Companies (FEVIA)	Belgium
S&B Herba Foods, Ltd.	British Edible Pulse Association (BEPA)	UK
S&B Herba Foods, Ltd.	Campden BRI	UK
S&B Herba Foods, Ltd.	Dried Fruit Trade Association	UK
S&B Herba Foods, Ltd.	Food & Drink Federation	UK
S&B Herba Foods, Ltd.	Rice Association	UK
Ebro India, Privated Ltd.	Rice Association	India
Lassie, B.V.	Association Ricemillers VRN (Vereninging Rijstpellers Netherland)	Netherlands
Mundi Riso, S.R.L.	Italian Rice Miller Association (AIRI)	Italy
New World Pasta	National Pasta Association	USA
Riviana Foods Inc.	U.S. Rice Federation	USA

# COMMITMENTS TO ENVIRONMENTAL AND SOCIAL INITIATIVES Participant of the UN Global Compact Member of the Advisory Committee for the United Nations Development Programme (UNDP) to promote the Sustainable Development Goals (SDG) Member of the Project Redistribution Committee of the Spanish Commercial Coding Association (AECOC) against food waste "Don't waste food, use it" Sustainable Agriculture Initiative (SAI) Platform



All the subsidiaries and associates of the Ebro Foods Group and the Group's stake in each one are set out in the consolidated financial statements (see point 4 of the Consolidated Annual Accounts for the year ended 31 December 2014). In this regard and pursuant to Royal Decrees 1080/1991 and 116/2003, none of the companies in the Ebro Foods Group operates or is established in countries considered tax havens.

 $The \ rice \ and \ pasta \ businesses \ are \ performed \ by \ the \ following \ companies, \ reporting \ Ebro \ Foods, S.A.:$ 

COMPANY	COUNTRY	BUSINESS AREA
American Rice Inc.	USA	Rice
Arrozeiras Mundiarroz, S.A.	Portugal	Rice
Boost Nutrition, C.V.	Belgium	Rice
Bosto Panzani Benelux, N.V.	Belgium	Rice and pasta
Ebrofrost Holding GmbH	Germany	Rice and pasta
Ebro India, Privated Ltd.	India	Rice
Euryza GmbH	Germany	Rice
Herba Bangkok	Thailand	Rice
Herba Egypt Ricemills, Ltd	Egypt	Rice
Herba Puerto Rico, LLC	Puerto Rico	Rice
Herba Ricemills, S.L.U.	Spain	Rice
Herba Ricemills Rom, S.R.L.	Romania	Rice
Lassie, B.V.	Netherlands	Rice
Lustucru Frais, S.A.S	France	Rice and pasta
Mundi Riso, S.R.L.	Italy	Rice
Mundi Riz, S.A.	Morocco	Rice
Panzani, S.A.S.	France	Rice and pasta
Riceland Magyarorzag, KFT	Hungary	Rice
Riviana Foods, Inc.	USA	Rice
Stevens&Brotherton Herba Foods, Ltd.	UK	Rice

COMPANY	COUNTRY	BUSINESS AREA
Bosto Panzani Benelux, S.A.	Belgium	Rice and pasta
Catelli Foods Corporation	Canada	Pasta
Ebrofrost Holding GmbH	Germany	Rice and pasta
Lustucru Frais, S.A.S.	France	Pasta
New World Pasta	USA	Pasta
Panzani, S.A.S.	France	Pasta
Pastificio Lucio Garofalo, Spa	Italy	Pasta

# Industrial infrastructure

The Ebro Group has, through its subsidiaries, 42 industrial plants in 15 different countries.



GERMANY

Offingen

**BELGIUM** 

Merksem Schoten

CANADA

Montreal Ontario

Vancouver

DENMARK

Orbaek

**EGYPT** 

Heliopolis

SPAIN

San Juan de

Aznalfarache

Coria del Río

Isla Mayor

Jerez de la Frontera

Silla

Algemesí

L'Aldea

La Rinconada

UNITED STATES

Carlisle

Brinkley

Clearbrook

Freeport

Memphis

Fresno

St. Louis

Winchester

Hazen

FRANCE

Communay

Gennevilliers

Nanterre

Saint Genis Laval

Lorette

Saint Just

Vitrolles

Littoral

La Montre

**NETHERLANDS** 

Wormer

INDIA

Haryana

ITALY

Gragnano

Vercelli

MOROCCO

Larache

PORTUGAL

Coruche

UNITED KINGDOM

Liverpool

Cambridge

THAILAND

Bangkok



## Our core businesses

The core businesses of Ebro Foods are rice and pasta.

Within these businesses, Ebro develops its business model using the different technologies available: dry, fresh, pre-cooked and frozen.







## Rice, international presence









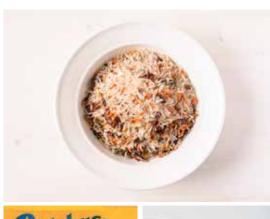




INDUSTRIAL PRESENCE: List of production plants\*

THIS IS THE BUSINESS AREA IN WHICH THE GROUP IS WORLD LEADER. THE BUSINESS BEGAN IN SPAIN BACK IN 1950 AND AS FROM 1986 IT BEGAN ITS INTERNATIONAL EXPANSION BY PURCHASING LEADING BRANDS AND COMPANIES IN EUROPE, USA AND CANADA. NOW ALSO PRESENT IN AFRICA AND ASIA, THE DIVISION HAS AN EXTENSIVE PORTFOLIO OF LEADING BRANDS AND PRODUCTS. THIS DIVISION ACCOUNTS FOR 54% OF EBRO'S TOTAL SALES.

## Brands in America









BAHAMAS Blue Ribbon® Mahatma®

BELIZE Mahatma®

BERMUDA Carolina® Minute®

CANADA Minute®

CHILE Minute®

CURACAO Blue Ribbon® Mahatma®

HAITI Mahatma® Blue Ribbon®

JAMAICA Blue Ribbon® Mahatma® MEXICO SOS®

PANAMA Blue Ribbon® Mahatma®

PERU Mahatma® Minute®

PUERTO RICO Cinta Azul® El Mago® Mahatma® Sello Rojo® SOS®

ST MARTIN Mahatma®

**ST LUCIA** Mahatma® Minute®

SURINAME Mahatma® Minute®

UNITED STATES
Adolphus®
Blue Ribbon®
Carolina®
Comet®
Gourmet House®
Mahatma®
Minute®

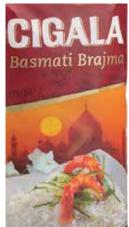
River® Success Rice® Watermaid® Wonder®

URUGUAY Minute® Success Rice®

US VIRGIN ISLANDS Mahatma® Sello Rojo®

# Brands in Europe













AUSTRIA Königs® Oryza® Reis Fit®

BELGIUM Bosto® Boss® Casi®

CZECH REPUBLIC SOS®

**DENMARK** Oryza® Ris-Fix®

ESTONIA Bosto®

FINLAND Risella®

**FRANCE** Lustucru<sup>®</sup> Taureau Ailé<sup>®</sup>

GERMANY Oryza® Reis-Fit® HUNGARY Riceland® SOS®

ICELAND River®

LITHUANIA Bosto® Oryza®

NETHERLANDS Lassie®

POLAND SOS®

PORTUGAL La Cigala® Saludaes®

ROMANIA Panzani®

SLOVAKIA SOS® SPAIN
Arroz Rocío®
Brillante®
La Cigala®
La Fallera®
Panzani®
SOS®

SWITZERLAND Oryza®

Sundari®

UNITED KINGDOM Chinatown® Double Phoenix® Gourmet House® Peacock® Success® Sunrich®

UKRAINE Bosto® Oryza®

# Brands in Africa and Asia







## **ASIA**

SAUDI ARABIA Abu Bint®

UNITED ARAB EMIRATES Abu Bint® SOS® ISRAEL Arroz Cigala® SYRIA SOS®

JORDAN Abu Bint®

YEMEN Abu Bint®

KUWAIT SOS®



**AFRICA** 

ANGOLA Arroz Cigala®

∄‴

ALGERIA SOS®

MOZAMBIQUE Arroz Cigala®

**MOROCCO** 

Cup Riz® Miura®

Arroz Cigala®

IVORY COAST SOS®

SENEGAL SOS®

EGYPT Herba® King of Rice® Shahraman®

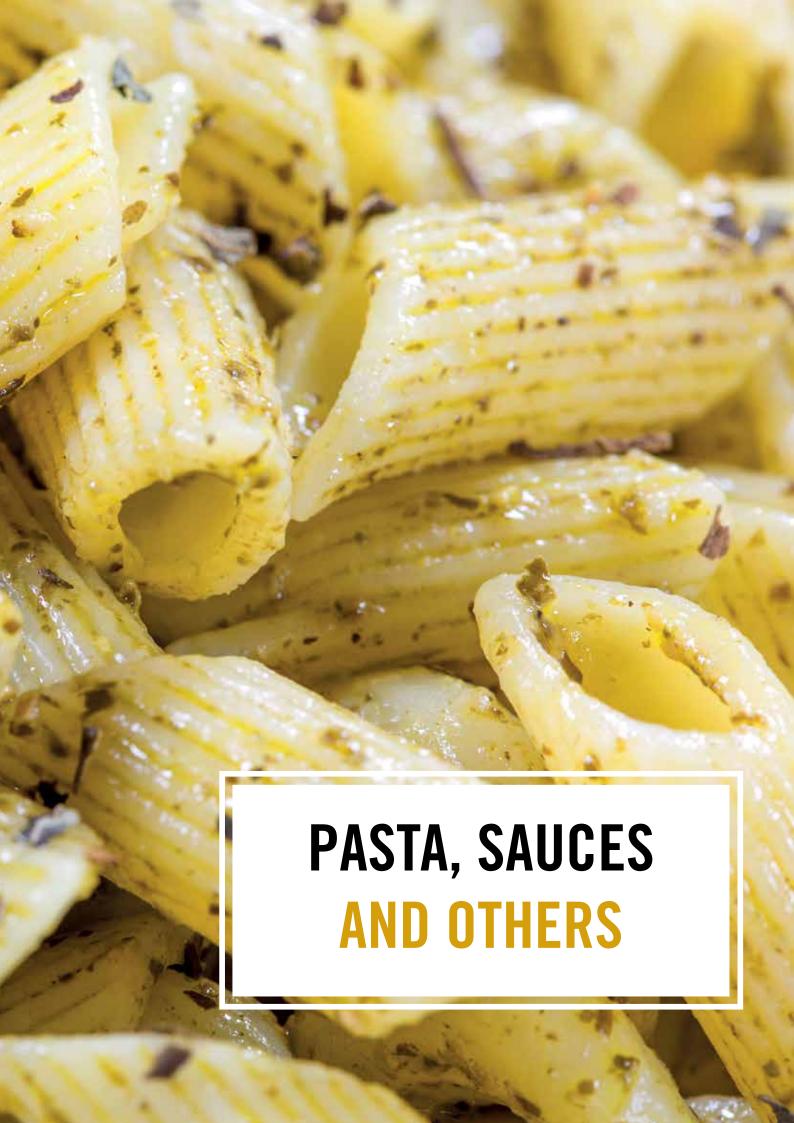
SUDAN Abu Bint®

GHANA Golden Rose® Peacock® Oriental Queen®

LIBYA Abu Bint® Herba® SOS®







## Pasta international presence







THIS DIVISION IS REPRESENTED BY THE COMPANIES NEW WORLD PASTA (LEADER IN USA AND CANADA), PANZANI (NO. 1 IN FRANCE IN THE DRY AND FRESH PASTA SECTORS, SAUCES, COUSCOUS AND SEMOLINA) AND PASTIFICIO LUCIO GAROFALO (ITALY). APART FROM THESE COUNTRIES, THE GROUP BRANDS ARE ALSO PRESENT IN OTHER GEOGRAPHICAL AREAS, SUCH AS BELGIUM, HUNGARY, UNITED KINGDOM, ALGERIA, UNITED ARAB EMIRATES, CZECH REPUBLIC AND RUSSIA, SO IN JUST EIGHT YEARS EBRO HAS POSITIONED ITSELF AS THE SECOND PASTA MANUFACTURER IN THE WORLD. THIS DIVISION CURRENTLY ACCOUNTS FOR 46% OF THE GROUP'S TOTAL BUSINESS.





## Brands in America





ANTIGUA Prince®

BAHAMAS Ronzoni®

BARBADOS Ronzoni®

BELIZE Ronzoni®

BERMUDA Catelli® Ronzoni®

CANADA
Catelli®
Catelli Healthy Harvest®
Garofalo®
Giovanni Panzani®
Lancia®
Splendor®
Ronzoni®
Olivieri®

curacao Ronzoni® HAITI ST LUCIA Ronzoni® Ronzoni®

JAMAICA TRINIDAD & TOBAGO Ronzoni® Ronzoni®

MEXICO URUGUAY Panzani® Ronzoni®

PANAMA
Creamette®
American Beauty®
Ronzoni®
Creamette®
Garofalo®
Light'n'fluffy®

PERU No Yolks®
Ronzoni® Prince®
P&R®
Ronzoni Hoz

Ronzoni Healthy Harvest®

PUERTO RICO Ronzoni®

Prince® San Giorgio®

Ronzoni® Skinner®

Wacky Mac®

ST MARTIN
Ronzoni®
US VIRGIN ISLANDS
Ronzoni®



EBROFOODS

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# Brands in Europe









**BELGIUM** Panzani®

**CZECH REPUBLIC** Panzani®

**ESTONIA** Panzani®

FRANCE
Ferrero®
Lustucru®
Panzani®
Regia®

ITALY Garofalo® Russo de Cicciano®

HUNGARY Panzani® **SLOVAKIA** Panzani®

**ROMANIA** Panzani®

SPAIN Ferrero® Garofalo®

UNITED KINGDOM Garofalo®

**SWITZERLAND**Garofalo®

## Brands in Africa, Asia and Oceania





**ASIA** 

BAHRAIN Panzani® Ronzoni®

INDONESIA Ronzoni® San Giorgio®

ISRAEL No Yolks® Panzani® Wacky Mac®

JAPAN Garofalo®

JORDAN Ronzoni®

KOREA Ronzoni® San Giorgio®

KUWAIT Panzani® Ronzoni® LEBANON Panzani® Ronzoni®

MALAYSIA Ronzoni® San Giorgio®

**OMAN** Panzani®

**QATAR** Panzani®

SAUDI ARABIA Panzani® Ronzoni® San Giorgio®

**UNITED ARAB** emirates Panzani®

**YEMEN** Panzani®

#### **AFRICA**

ALGERIA Lustucru® Panzani® GABON Panzani® SENEGAL Panzani®

ANGOLA Panzani® IVORY COAST Panzani® **SOMALIA** Santa Lucia®

CAMEROON Panzani® KENYA Santa Lucia® TANZANIA Santa Lucia®

**CONGO** Panzani® **MOROCCO** Panzani®

### **OCEANIA**

AUSTRALIA Garofalo®



## Financial highlights

CONSOLIDATED FIGURES	2012	2013	2013-2012	2014	2014-2013	CAGR 2013-2011
Net turnover	1,981,130	1,956,647	(1.2%)	2,120,722	8.4%	3.5%
EBITDA	299,226	282,392	(5.6%)	287,251	1.7%	(2.0%)
EBIT	244,319	226,356	(7.4%)	227,242	0.4%	(3.6%)
Operating profit	255,575	212,907	(16.7%)	217,377	2.1%	(7.8%)
Consolidated earnings (Continuing operations)	160,974	141,489	(12.1%)	151,342	7.0%	(3.0%)
Net earnings on discontinued operations	(2,523)	(7,507)	2	(2,223)	(70.4%)	(6.1%)
Net profit	158,592	132,759	(16.3%)	146,013	10.0%	(4.0%)
Average working capital	402,403	420.517	(4.5%)	442,036	(5.1%)	
Capital employed	1,212,424	1,286,515	(6.1%)	1,363,346	(6.0%)	
ROCE (1)	20.0	17.7		16.7		
Capex <b>(2)</b>	52,930	61,308	15.8%	67,123	9.5%	
Average headcount	4,741	4,665	(1.6%)	5,189	11.2%	

Thousand of euros

STOCK MARKET HIGHLIGHTS	2012	2013	2013-2012	2014	2014-2013
Number of shares	153,865,392	153,865,392	0.0%	153,865,392	0.0%
Market capitalisation at year-end	2,307,981	2,621,097	13.6%	2,109,495	(19.5%)
EPS	1.03	0.86	(16.3%)	0.95	10.0%
Dividend per share	0.63	0.60	(4.8%)	0.50	(16.7%)
Theoretical book value per share	11.00	11.09	0.8%	12.02	8.4%
	2012	2013	2013-2012	2014	2014-2013
Equity	1,692,209	1,705,757	0.8%	1,849,485	8.4%
Net Debt	244,804	338,291	(38.2%)	405,617	(19.9%)
Average Debt	294,114	260,820		333,178	
Leverage (3)	O.17	0.15		0.18	
Total Assets	2,731,812	2,772,680	1.5%	3,162,068	14.0%

<sup>(1)</sup> ROCE = (Operating income CAGR last 12 months / (intangible assets - property, plant & equipment - working capital)

<sup>(2)</sup> Capex as cash outflow from investing activities

<sup>(3)</sup> Ratio of average net financial debt with cost to equity (excluding minority interests)

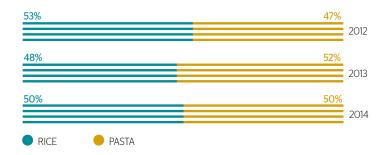
RICE BUSINESS	2012	2013	2013-2012	2014	2014-2013	CAGR 2014-2012
Net turnover	1,105,738	1,090,459	(1.4%)	1,139,697	4.5%	1.5%
EBITDA	161,035	137,627	(14.5%)	148,828	8.1%	(3.9%)
EBIT	133,927	110,156	(17.7%)	121,789	10.6%	(4.6%)
Operating profit	130,021	102,785	(20.9%)	118,439	15.2%	(4.6%)
Average current assets	298,822	329,938	(10.4%)	339,882	(3.0%)	
Capital employed	729,320	751,292	(3.0%)	767,771	(2.2%)	
ROCE						
Capex	19,105	21,186	10.9%	32,440	53.1%	

Thousand of euros

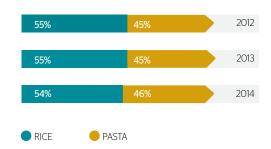
PASTA BUSINESS	2012	2013	2013-2012	2014	2014-2013	CAGR 2014-2012
Net turnover	914,783	915,120	0.0%	1,029,294	12.5%	6.1%
EBITDA	146,132	152,955	4.7%	146,317	(4.3%)	O.1%
EBIT	118,884	125,725	5.8%	114,397	(9.0%)	(1.9%)
Operating profit	110,185	115,283	4.6%	112,340	(2.6%)	1.0%
Average current assets	90,115	76,369	15.3%	94,810	(24.1%)	
Capital employed	520,948	508,429	2.4%	578,767	(13.8%)	
ROCE	22.4	25.7		20.5		
Capex	33,040	38,720	17.2%	34,249	(11.5%)	

Thousand of euros

#### EBITDA BY BUSINESS LINES



#### SALES BY BUSINESS LINES

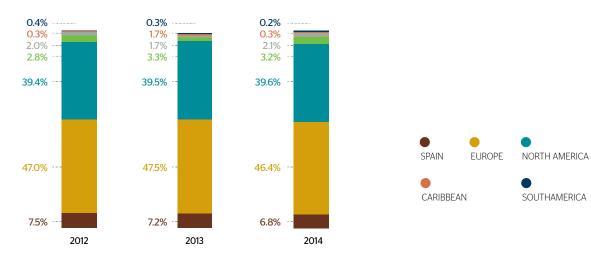




#### EBITDA BY GEOGRAPHICAL AREAS



#### SALES BY GEOGRAPHICAL AREAS



EBROFOODS INTRODUCTION

MIDDLE EAST

AFRICA