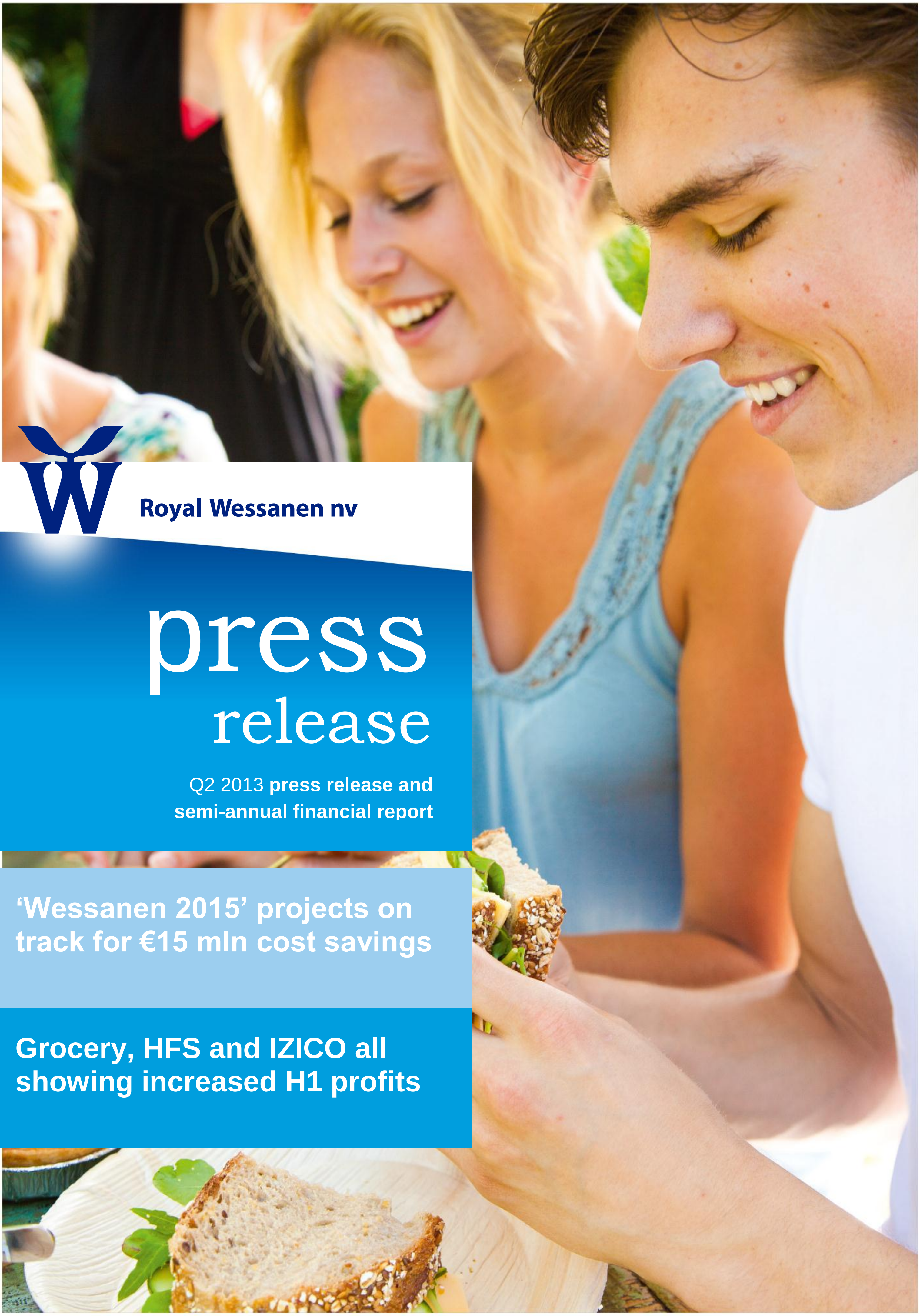

Royal Wessanen nv

press release

Q2 2013 **press release and semi-annual financial report**

‘Wessanen 2015’ projects on track for €15 mln cost savings

Grocery, HFS and IZICO all showing increased H1 profits

Q2 2013 highlights

- Our core operations Grocery and HFS continue to improve their performance
- Autonomous revenue growth of (6.8)% impacted by ABC performance and strategic exits
- Core operations and IZICO show increased normalised operating result
- Performance of ABC disappointing driven by shrinking pouches segment
- 'Wessanen 2015' developing well; most projects either finalised or trending according to our plans; run rate of €15 million of savings to be realised as of early 2014
- Successful renewal of €100 million three-year revolving credit facility

Consolidated key figures

in € million, unless stated otherwise	Q2 2013	Q2 2012 [2]	% change	H1 2013	H1 2012 [2]
Revenue	**187.3**	201.0	(6.8)%	**359.8**	371.6
Autonomous revenue development [1]	(6.8)%			(4.1)%	
Normalised operating result (EBITE)	**4.8**	6.2		**14.1**	9.1
as % of revenue	2.6%	3.1%		3.9%	2.4%
Operating result (EBIT)	3.5	5.9		11.7	8.8
Net result, attributable to equity holders	**(1.2)**	3.2		**3.9**	4.9
Net debt	74.6	62.0			
Earnings per share (in €)	**(0.02)**	0.04		**0.05**	0.06
Average nr. of outstanding shares (x 1,000)	75.723	75.705		75.709	76.532

[1)] Including adjustments for currency effects and acquisitions/divestments; [2)] Figures restated for effect of IAS19R (see Note 3) and ABC qualifying as a continuing operation end of 2012

CEO Statement

Piet Hein Merckens (CEO) comments: "The European markets in which we operate continue to feel the impact of low consumer confidence and increasing unemployment. Notwithstanding this challenging environment, I am very pleased to notice consumer appreciation for healthy and nutritional food is continuously growing. Moreover, consumers gradually incorporate more of a sustainable agenda when making their food purchases. They become more and more engaged with healthier and organic food as well as fair trade. This all translates in ongoing growth for organic, natural and sustainable food in Europe.

Wessanen has been able to make significant progress in the first half year. Our transformational programme 'Wessanen 2015' is progressing well which will translate in Wessanen becoming a more profitable company, being more focused on its core activities, more agile and more efficient.

Unfortunately, ABC's first half year performance was very disappointing, driven by a reversal of growth at the frozen pouches market and Daily's being unable to perform in line with the market. We therefore have initiated short term corrective actions to return ABC to profitability in 2014. Despite this clear setback, I am confident that we continue to progress as a company driven by the commitment and dedication of all my colleagues!"

Transformational programme 'Wessanen 2015' progressing well

Our sizeable reorganisation we are undertaking to restructure our European and IZICO activities, is progressing well. It addresses the structure and cost base of the company, next to increasing focus and reducing complexity. In addition, we are addressing low-yielding and non-performing activities. We are to build a better integrated European organisation in order to make our organic brands the most desired in Europe.

Cost savings in the order of €15 million per annum are expected from 2014 onwards. The related one-off costs - having a cash effect - are estimated to be €(21) million.

in € million, unless stated otherwise	Q4 2012	Q1 2013	Q2 2013	H1 2013	H2 2013
Grocery	(3.0)	(0.2)	(0.8)	(1.0)	(0.5-1)
HFS	(6.5)	(0.5)	(0.2)	(0.7)	(0.5-1)
IZICO	(6.2)	(0.2)	-	(0.2)	(0.5-1)
Non-allocated	(0.6)	-	-	-	-
Total cash expense 'Wessanen 2015'	(16.3)	(0.9)	(1.0)	(1.9)	(2-3)

Financial guidance FY 2013/14

Revenue

As a consequence of numerous planned initiatives, revenue at our Grocery, HFS and IZICO operations will be impacted negatively in both the second half of 2013 and first half of 2014.

- At our Grocery operations, this negative effect is estimated to be €5 million in H2 2013 and an additional €2-3 million in H1 2014. These initiatives include the downsizing of our German and Italian operations, exit from a UK private label contract and the delisting of Biorganic in the Netherlands.
- For our HFS operations, the negative impact will be €5 million in H2 2013 and an additional €3-4 million in H1 2014. These initiatives include cutting the tail projects in both France and the Netherlands. The distribution of fruits & vegetables at Bonneterre has been moved in part to Biodistrifrais, while the majority has been ceased towards the end of Q2 2013.
- At IZICO, the impact will be €7 million in the second half 2013 and another €4 million in Q1 2014. The majority relates to the closing of our Deurne plant at the end of Q1 and the subsequent exit from our Halal range and a reduced focus on private label meat-filled snacks. Additionally, portfolio pruning has resulted in the delisting of numerous slow rotating products.

EBIT

- At ABC, we expect to show a full year 2013 operational loss (EBITE) of US$5-10 million. For 2014, we expect ABC to be profitable again.
- Non-allocated expenses (including corporate expenses) are expected to be €11 million.

Financial and cash flow items 2013

- Net financing costs expected to be €2 million;
- Effective tax rate expected to be around 53% [1];

[1] Effective tax rate excludes the recognition of a provision for uncertain tax positions in Q2 2013

- Capital expenditures expected to be €8-10 million;
- Depreciation and amortisation expected to be €13-14 million.

Financial summary Q2 2013

Revenue amounted to €187.3 million (Q2 2012: €201.0 million). Autonomous revenue growth was (6.8)% as a result of price/mix contributing 0.4% and volume (7.2)%. The volume decline was in large part due to a weak performance of ABC (causing a total negative effect of 5.8%). 'Wessanen 2015' related projects such as the closure of IZICO's Deurne plant and cutting the tail initiatives reduced growth by about 2.5% (€5 million) in the quarter. The acquisition of Alter Eco added 0.7%, while a negative currency exchange effect impacted growth by 0.7%.

The **gross contribution percentage** was in line with last year's first half. HFS and IZICO both improved their margin, while at Grocery a different sales mix at the Italian operations and some incidentals impacted the margin. ABC's margin was impacted by lower pouches sales and provisions for customer returns and obsolete inventory.

Operating profit amounted to €3.5 million, including exceptional items of €(1.3) million. **EBITE** declined to €4.8 million versus €6.2 million last year. Despite strong increases at both Grocery and HFS versus last year, it was unfortunately more than offset by the weak performance of ABC.

Net financing costs were €(0.6) million, in line with restated costs[2] of the second quarter last year. Income tax expenses doubled to €(4.1) million mainly as a result of losses in the USA, which are not recognised, and an addition to the provision for uncertain tax positions of €1.1 million.

Net result amounted to a loss of €(1.2) million (Q2 2012: €3.1 million), resulting in earnings per share of €(0.02) compared to €0.04 in the comparable quarter last year.

Operating cash flow for the first half year was €(7.0) million. Cash generated by operations of €20.8 million, was offset by a working capital outflow of €15.7 million, provision expenses of €8.4 million and income tax and interest paid of €3.7 million.

Year-to-date **capex** amounted to €3.6 million. Larger 2013 projects include capacity expansion at our Clipper plant and ERP implementations in Germany and at IZICO.

Net debt increased to €74.6 million per the end of June (31 March: €62.7 million) mainly due to cash-out for provision expenses, dividends paid (€3.8 million) and the acquisition of Alter Eco (€5.0 million, including net debt acquired). Net debt/EBITDAE ratio moved up to 2.0x as per 30 June (per 31 March: 1.6x).

Successful renewal €100 million revolving credit facility

Mid July, we have successfully renewed our revolving credit facility. This facility was scheduled to mature in February 2014. The new three-year secured facility contains uncommitted options to extend the facility for in total two years and to increase the facility amount up to a maximum aggregate amount of €25 million ('accordion facility'). The pricing grid is narrowed to 110-205 basis points over Euribor based on the leverage ratio (Net debt to EBITDAE), remaining at a maximum of 3.0x.

[2] Figure restated for effect of IAS19R (see Note 3)

Important dates

Friday 25 October 2013	Q3 trading update
Friday 21 February 2014	Q4 / full year results
Thursday 27 February 2014	Publication Annual Report 2013
Wednesday 16 April 2014	Annual Shareholders Meeting
Friday 25 April 2014	Q1 trading update
Friday 25 July 2014	Q2 results / semi-annual report
Friday 24 October 2014	Q3 trading update

Analyst & investor meeting

At 13h30 CET, an analyst and investor meeting will be hosted at the Wessanen office in Amsterdam. A live audio webcast can be followed via www.wessanen.com. Those unable to attend can participate using the following telephone number: +31 20 794 8504 or toll free at 0800 265 8528 (no access code). The press release and presentation will be available for download at www.wessanen.com.

Media, investor & analyst enquiries

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Company profile

Royal Wessanen is a leading company in the European organic food market. In 2012, Wessanen generated revenue of €711 million, employing 2,064 people on average. Operating mainly in France, the Benelux, UK, Germany and Italy, we manage and develop our brands and products in the grocery and health food channels. Our vision is to make our organic brands most desired in Europe. Our brands, such as Allos, Alter Eco, Bjorg, Bonneterre, Clipper, Gayelord Hauser, Kallo, de Rit, Tartex, Whole Earth and Zonnatura, are pioneering brands in the organic food markets.

Next to our leading position in organic food businesses, we also produce and market branded (Beckers, Bicky) and private label frozen snack products in the Benelux (IZICO) and fruit drinks (Little Hug) and cocktail mixers (Daily's) in the US (ABC).

Note on forward-looking statements

This press release includes forward looking statements. Other than reported financial results and historical information, all statements included in this press release, including, without limitation, those regarding our financial position, business strategy and plans and objectives of management for future operations, are forward-looking statements. These forward-looking statements are based on our current expectations and projections about future events and are subject to risks and uncertainties that could cause actual results to differ materially from those expressed in the forward-looking statements. Many of these risks and uncertainties relate to factors that are beyond Wessanen's ability to control or estimate precisely, such as future market conditions, the behaviour of other market participants and the actions of governmental regulators. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this press release and are subject to change without notice. Other than as required by applicable law or the applicable rules of any exchange on which our securities may be traded, we have no intention or obligation to update forward-looking statements.

Introduction

This report contains the semi-annual financial report of Royal Wessanen nv ('Wessanen' or 'the Company'), a public limited company domiciled in the Netherlands. The principal activities of the Company and its subsidiaries ('the Group') are described in Note 1 on page 16.

The semi-annual financial report for the six-month period ended 30 June 2013 consists of the condensed consolidated interim financial statements, the semi-annual report of the Executive Board and the responsibility statement by Wessanen's Executive Board. The condensed consolidated interim financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Company's consolidated IFRS financial statements for the year ended 31 December 2012.

The Executive Board of Royal Wessanen nv hereby declares that, to the best of its knowledge:

- The condensed consolidated interim financial statements, which have been prepared in accordance with the applicable financial reporting standards for interim financial reporting, give a true and fair view of the assets, liabilities and financial position at 30 June 2013 and of the result of our consolidated operations for the first half year of 2013 and the undertakings included in the consolidation taken as a whole; and

- The semi-annual report gives a fair review of the information required pursuant to section 5:25d(8)/(9) of the Dutch Financial Markets Supervision Act (Wet op het financieel toezicht).

Amsterdam, 24 July 2013

Executive Board
Piet Hein Merckens (CEO)
Ronald Merckx (CFO)

Segment overview

Grocery

in € million, unless stated otherwise	Q2 2013	Q2 2012	% change	H1 2013	H1 2012
Revenue	**73.1**	71.7	2.0%	144.0	138.1
Autonomous revenue growth	*0.9%*			*1.3%*	
Normalised EBIT	-	-		**15.6**	10.0
As % of revenue	-	-		*10.8%*	*7.2%*
Operating result (EBIT)	-	-		**14.4**	9.1

Total revenue grew 2.0% to €73.1 million. Autonomous revenue growth was 0.9% with a price/mix effect of 0.1% and a volume effect of 0.8%. The acquisition of Alter Eco added 2.0%, while an adverse currency exchange effect (British pound) contributed (0.9)%.

First half normalised EBIT came at €15.6 million as a result of higher revenue and gross margin, lower operating costs and lower marketing spending as a result of planned phasing between the second and third quarter. Exceptional costs of €1.2 million mainly relate to ‘Wessanen 2015’. After these costs, operating result amounted to €14.4 million, strongly up versus the same period last year.

Our French business continues to grow, driven by amongst others good performances of Dr. Schär, Krisprolls and Gayelord Hauser. For the latter we have run a sizeable promotional campaign, resulting in increased brand awareness and higher sales. Despite the impact of a category delisting at one of its customers, Bjorg grew slightly, performing in line with our expectations. A new large TV campaign will be aired in the third quarter (a comparable campaign had been running in Q2 of last year).



The acquisition of French organic and fair trade producer Alter Eco was closed at the end of May. Its brands and activities complement those of our French business well. Alter Eco has been consolidated as of June.

The UK posted a strong quarter, realising market share gains in its major categories such as tea, dairy alternatives and stocks and gravies. Revenue was negatively impacted by the exit of a private label contract. The Kallo rebranding into Kallø will hit the shelf from September. This will be supported by amongst others a social media campaign, story-telling books (brand, poetry and recipe book) and sampling events such as at London Fashion Weekend.

In the Netherlands, Zonnatura and Dr Schär both showed good performances. Zonnatura’s new TV commercial "what happened to our food?" was well received, resulting in increased sales as well as overwhelmingly positive feedback on social media. To increase focus, we are in the midst of delisting value brand Biorganic, which contributed less than 1% of sales at Grocery.

German and Italian revenue were impacted by exiting most of its grocery operations, in line with our strategy. Our Italian soy plant performed well, with the sale of its soy brands Buon per Te and Sole e Natura and private label growing.

Health Food Stores (HFS)

in € million, unless stated otherwise	Q2 2013	Q2 2012	% change	H1 2013	H1 2012
Revenue	**54.1**	52.0	4.0%	106.9	105.9
Autonomous revenue growth	*3.0%*			*0.7%*	
Normalised EBIT	-	-		**2.8**	(0.5)
As % of revenue	-	-		*2.6%*	*(0.5)%*
Operating result (EBIT)	-	-		**2.1**	(0.5)

Revenue increased 4.0% to €54.1 million. Autonomous revenue growth was 3.0% with volumes up 2.4% and a price/mix effect of 0.6%. In addition, total net revenue is positively impacted by 1.0% following an increase of intersegment revenues.

Cutting the tail programmes in France and the Netherlands impacted volumes adversely with 2%. Furthermore, next to strong underlying growth in our German operations, pre-ordering of German customers in relation to the SAP go-live at 1st of July resulted in an estimated 1.3% additional positive volume impact (which will reverse in the third quarter).

First half normalised EBIT increased to €2.8 million versus a loss of €(0.5) million last year. Both higher volumes and increased gross margins in all three markets contributed, next to lower operating costs in which the first benefits of ‘Wessanen 2015’ are visible. Marketing spending went up due to a combined billboard and poster campaign at Bonneterre.

Our brands - such as Allos, Bonneterre, De Rit, Ekoland and Tartex - showed a good performance in the quarter, showing year-on-year growth. These brands (next to some private label sales) represent around two-third of our HFS activities. Wholesaling in the Netherlands and France makes up for the remainder. At wholesaling, growth at Dutch Natudis has been offset by lower volumes in France.

The refocus and restructuring of Bonneterre continues to progress well. Its cutting the tail programme has been implemented, while we are making further inroads with our Bonneterre and Evernat brands at health food specialty chains and buying groups. Although Bonneterre is increasingly becoming a branded business, it continues to service its large customer basis of smaller independent stores as well. During the quarter, Bonneterre has ceased its small frozen food wholesaling. It also transferred a smaller part of its fruits and vegetables distribution to our fresh wholesaler Biodistrifrais, whereas the remainder has ceased.

In the Benelux, both our wholesale and branded activities realised higher volumes. Our existing formula stores of Natuurwinkel and independent stores continue to increase their volumes. Our Belgian operations continue to grow as well.

The German market is showing healthy growth, driven by general HFS stores (‘Naturkost’), while the channel of specialised stores (‘Reformhaus’) is also growing. Product portfolio rationalisation and the revitalisation of our brands continue to pay off resulting in healthy underlying growth of our brands (also when taking into account the pre-ordering). At both Allos and Tartex, innovations such as cereals, seasonal pates and veggie stews contributed.

IZICO

in € million, unless stated otherwise	Q2 2013	Q2 2012	% change	H1 2013	H1 2012
Revenue	**25.0**	29.1	(13.9)%	53.2	56.9
Autonomous revenue growth	*(13.9)%*			*(6.4)%*	
Normalised EBIT	-	-		**1.5**	0.7
As % of revenue	-	-		*2.8%*	*1.2%*
Operating result (EBIT)	-	-		**1.3**	0.7

Revenue at IZICO decreased to a large extent due to the closure of the Deurne plant at the end of March and a cutting the tail project. The combined negative effect was €3 million. Autonomous revenue growth was (13.9)% of which (16.9)% was due to volume and 3.0% to price/mix effects.

Market demand in the Dutch and Belgian out-of-home markets has remained sluggish, while the Dutch retail continued to grow modestly in both volume and value. Our sales to the Dutch retail continued to grow, while the export of private label has felt the impact of previous lost and discontinued low-margin contracts. Our Belgian brand Bicky continued to grow, while Beckers has lost some market share in retail. Plans to revitalise Beckers are underway.

The normalised operating result doubled to €1.5 million, benefitting from an increased focus on margin management and being under the leadership of one management team. Being one integrated company will enable IZICO to strengthen its position on the Benelux market and in export, to further improve profitability and to better and more effectively cope with the challenging environment.

For the second half of 2013, about half of the €5 million in savings related to ‘Wessanen 2015’ will materialise.




ABC

in US$ million, unless stated otherwise	Q2 2013	Q2 2012	% change	H1 2013	H1 2012
Revenue	**49.6**	64.7	(23.4)%	79.2	97.6
Autonomous revenue growth	*(23.4)%*			*(18.8)%*	
Normalised EBIT	-	-		**(1.4)**	6.5
As % of revenue	-	-		*(1.8)%*	*6.7%*
Operating result (EBIT)	-	-		**(1.9)**	6.5

in € million, unless stated otherwise	Q2 2013	Q2 2012	% change	H1 2013	H1 2012
Revenue	**37.9**	50.2	(24.5)%	60.4	74.9
Normalised EBIT	-	-		**(1.1)**	5.0

ABC's revenue declined to US$49.6 million as a result of (22.5)% volume decline and a price/mix effect of (0.9)%. A continued strong performance at Little Hug could not offset the strong decline at our frozen pouches business and small declines at single serve fruit drinks and non-alcoholic mixers.

Year-to-date, the development of the market for frozen pouches has continued to disappoint. After a subdued start to the year, it has not picked up during the important summer season. The market has lost over 20% in both volume and value.

To further build on Daily's leadership position, we introduced six new flavours during spring 2013, expanding the range to 13 flavours and we ran a new campaign including TV, print and online activation. We have also further grown our distribution coverage. Notwithstanding these efforts, Daily's has underperformed the broader ready-to-drink market year-to-date, although Daily's has maintained its clear leadership share position in the pouch segment.

Our fruit drinks brand Little Hug continues to perform well, showing sustained revenue growth and increased market share. We continue to invest in brand activation and newly introduced flavours such as Berry Blend and Apple Orchard are showing promising initial results.

The first half year normalised operating result amounts to US$(1.4) million which compares to US$6.5 million for the comparable period last year, impacted by lower pouches sales and provisions for customer returns and obsolete inventory.

Full year 2013 expectations

Based on the latest consumer off-take data, we do not foresee an improvement of the market for frozen pouches for the remainder of 2013.

We expect Little Hug to contribute 45-50% to this year's sales and single serve fruit drinks over 10%. Daily's contribution is expected to be 40-45% of which frozen pouches represent about two-third and non-alcoholic mixers the remainder.

ABC is expected to show a full year 2013 operational loss (EBITE) of US$5-10 million, based on current market trend projections, its operational gearing and the risk of further obsolete inventory.

For 2014, we expect ABC to be profitable again, based amongst others on our immediate short term corrective actions.

Non-allocated and eliminations (including corporate expenses)

in € million, unless stated otherwise	Q2 2013	Q2 2012 [1]	H1 2013	H1 2012 [1]
Revenue	**(2.8)**	(2.0)	(4.7)	(4.2)
Normalised EBIT	-	-	**(4.7)**	(6.1)
Operating result (EBIT)	-	-	**(4.7)**	(5.5)

1) Figures restated for effect of IAS19R (see Note 3)

In Q2 2013, inter-segment revenue between Grocery and HFS amounted to €(2.8) million (Q2 2012: €(2.0) million). In the first half of 2013, non-allocated expenses, reflecting corporate costs not charged to operating segments, were €(4.7) million (H1 2012: €(5.5) million).

Risks and uncertainties

Please refer to the note on forward-looking statements on page 5 of this press release and, with regard to risk management, to our Annual Report 2012 (page 40-45), in which we have described the main risks of Wessanen and which is deemed part of this report by reference. For the remainder of 2013 the risks are the same as disclosed in our Annual Report 2012.

Additional risks not known to us, or currently believed not to be material, could later turn out to have a material impact on our businesses, revenue, assets, liquidity, capital resources or net income. The Group's financial risk management objectives and policies are consistent with those disclosed in our Annual Report 2012.

Unaudited condensed consolidated income statement

In € millions, unless stated otherwise

Q2 2013 (unaudited)	Q2 2012 Restated[1] (unaudited)		H1 2013 (unaudited)	H1 2012 Restated[1] (unaudited)
187.3	201.0	**Revenue**	**359.8**	371.6
		Raw materials and supplies	**(222.0)**	(229.2)
		Personnel expenses	**(57.3)**	(60.4)
		Depreciation, amortisation and impairments	**(6.3)**	(7.0)
		Other operating expenses	**(62.5)**	(66.2)
(183.8)	(195.1)	**Operating expenses**	**(348.1)**	(362.8)
3.5	5.9	**Operating result**	**11.7**	8.8
(0.6)	(0.7)	Net financing costs	**(1.0)**	(1.3)
2.9	5.2	**Profit/(loss) before income tax**	**10.7**	7.5
(4.1)	(2.1)	Income tax expense	**(6.8)**	(2.9)
(1.2)	3.1	**Profit/(loss) for the period**	**3.9**	4.6
		Attributable to:		
(1.2)	3.2	Equity holders of Wessanen	**3.9**	4.9
-	(0.1)	Non-controlling interests	**-**	(0.3)
(1.2)	3.1	**Profit/(loss) for the period**	**3.9**	4.6
		Earnings per share attributable to equity holders of Wessanen (in EUR)		
(0.02)	0.04	Basic	**0.05**	0.06
(0.02)	0.04	Diluted	**0.05**	0.06
		Average number of shares (in thousands)		
75,723	75,705	Basic	**75,709**	76,532
76,015	76,200	Diluted	**76,001**	77,027
0.7648	0.7761	Average USD exchange rate (Euro per USD)	**0.7630**	0.7674
1.1740	1.2375	Average GBP exchange rate (Euro per GBP)	**1.1717**	1.2164

[1] Figures restated for effects of IAS19R (see Note 3) and ABC qualifiying as a continuing operation end of 2012

Unaudited condensed consolidated statement of comprehensive income

In € millions

	H1 2013 (unaudited)	H1 2012 Restated[1] (unaudited)
Profit/(loss) for the period	**3.9**	4.6
Other comprehensive income		
Remeasurements of post employment benefit obligations, net of income tax	**2.8**	(3.7)
Other comprehensive income that will not be reclassified to profit or loss	**2.8**	(3.7)
Foreign currency translation differences, net of income tax	**(1.4)**	2.4
Effective portion of changes in fair value of cash flow hedges, net of income tax	**-**	-
Other comprehensive income that may be reclassified to profit or loss	**(1.4)**	2.4
Total other comprehensive income/(loss)	**1.4**	(1.3)
Total comprehensive income/(loss)	**5.3**	3.3
Attributable to:		
Equity holders of Wessanen	**5.3**	3.6
Non-controlling interests	**-**	(0.3)
Total comprehensive income/(loss)	**5.3**	3.3

[1] Figures restated for effects of IAS19R (see Note 3) and ABC qualifiying as a continuing operation end of 2012

Unaudited condensed consolidated statement of changes in equity

In € millions

	Issued and paid-up share capital	Share premium	Reserves: Treasury shares	Reserves: Translation reserve	Reserves: Hedging reserve	Reserves: Other legal reserves	Retained earnings	Total equity attributable to equity holders of Wessanen	Non-controlling interests	Total equity
2012										
Balance at beginning of year as previously reported	76.0	102.9	(2.6)	(19.4)	(0.2)	1.5	5.0	163.2	2.9	166.1
Adjustments[1]	-	-	-	-	-	-	13.6	13.6	-	13.6
Balance at beginning of year	76.0	102.9	(2.6)	(19.4)	(0.2)	1.5	18.6	176.8	2.9	179.7
Total comprehensive income and expense for the period										
Profit/(loss) for the period	-	-	-	-	-	-	4.9	4.9	(0.3)	4.6
Foreign currency translation differences	-	-	-	2.4	-	-	-	2.4	-	2.4
Remeasurements of post employment benefit obligations	-	-	-	-	-	-	(3.7)	(3.7)	-	(3.7)
Total comprehensive income and expense for the period	-	-	-	2.4	-	-	1.2	3.6	(0.3)	3.3
Contributions by and distributions to owners										
Share options exercised/shares delivered	-	-	0.4	-	-	-	(0.4)	-	-	-
Dividends	-	-	-	-	-	-	(6.1)	(6.1)	-	(6.1)
Share-based payments	-	-	-	-	-	-	0.2	0.2	-	0.2
Transfer to other legal reserves	-	-	-	-	-	-	-	-	-	-
Total contributions by and distributions to owners	-	-	0.4	-	-	-	(6.3)	(5.9)	-	(5.9)
Balance at 30 June 2012	76.0	102.9	(2.2)	(17.0)	(0.2)	1.5	13.5	174.5	2.6	177.1
2013										
Balance at beginning of year as previously reported	76.0	102.9	(2.2)	(19.9)	0.1	1.4	(56.7)	101.6	-	101.6
Adjustments[1]	-	-	-	-	-	-	9.2	9.2	-	9.2
Balance at beginning of year	76.0	102.9	(2.2)	(19.9)	0.1	1.4	(47.5)	110.8	-	110.8
Total comprehensive income and expense for the period										
Profit/(loss) for the period	-	-	-	-	-	-	3.9	3.9	-	3.9
Foreign currency translation differences	-	-	-	(1.4)	-	-	-	(1.4)	-	(1.4)
Remeasurements of post employment benefit obligations	-	-	-	-	-	-	2.8	2.8	-	2.8
Total comprehensive income and expense for the period	-	-	-	(1.4)	-	-	6.7	5.3	-	5.3
Contributions by and distributions to owners										
Shares delivered	-	-	0.4	-	-	-	(0.4)	-	-	-
Dividends	-	-	-	-	-	-	(3.8)	(3.8)	-	(3.8)
Share-based payments	-	-	-	-	-	-	0.2	0.2	-	0.2
Transfer to other legal reserves	-	-	-	-	-	0.1	(0.1)	-	-	-
Total contributions by and distributions to owners	-	-	0.4	-	-	0.1	(4.1)	(3.6)	-	(3.6)
Balance at 30 June 2013	76.0	102.9	(1.8)	(21.3)	0.1	1.5	(44.9)	112.5	-	112.5

[1] Adjustments concern the effects of IAS19R (see Note 3)

Unaudited condensed consolidated statement of financial position

In € millions

	30 June 2013	31 December 2012 Restated[1]
	(unaudited)	(unaudited)
Assets		
Property, plant and equipment	**74.8**	77.4
Intangible assets	**66.9**	66.8
Other investments	**1.2**	1.1
Deferred tax assets	**9.0**	9.2
Total non-current assets	**151.9**	154.5
Inventories	**74.5**	72.3
Income tax receivables	**0.2**	-
Trade receivables	**111.0**	85.7
Other receivables and prepayments	**17.7**	15.7
Cash and cash equivalents	**14.7**	9.7
Total current assets	**218.1**	183.4
Total assets	**370.0**	337.9
Equity		
Share capital	**76.0**	76.0
Share premium	**102.9**	102.9
Reserves and retained earnings	**(66.4)**	(68.1)
Total equity	**112.5**	110.8
Liabilities		
Interest-bearing loans and borrowings	**0.3**	60.7
Employee benefits	**13.0**	15.1
Provisions	**1.6**	1.7
Deferred tax liabilities	**4.7**	3.5
Total non-current liabilities	**19.6**	81.0
Bank overdrafts	**13.9**	1.4
Interest-bearing loans and borrowings	**75.1**	2.5
Provisions	**10.7**	16.8
Income tax payables	**2.9**	0.7
Trade payables	**72.9**	68.3
Non-trade payables and accrued expenses	**62.4**	56.4
Total current liabilities	**237.9**	146.1
Total liabilities	**257.5**	227.1
Total equity and liabilities	**370.0**	337.9
End of period USD exchange rate (Euro per USD)	**0.7645**	0.7579
End of period GBP exchange rate (Euro per GBP)	**1.1666**	1.2253

[1] Figures restated for effects of IAS19R (see Note 3)

Unaudited condensed consolidated statement of cash flows

In € millions, unless stated otherwise

	H1 2013	H1 2012 Restated[1]
	(unaudited)	(unaudited)
Cash flows from operating activities		
Operating result	**11.7**	8.8
Adjustments for:		
Depreciation, amortisation and impairments	**6.3**	7.0
Other non-cash and non-operating items	**2.8**	1.5
Cash generated from operations before changes in working capital and provisions	**20.8**	17.3
Changes in working capital	**(15.7)**	(13.3)
Payments from provisions and changes in employee benefits	**(8.4)**	(4.1)
Cash generated from operations	**(3.3)**	(0.1)
Interest paid	**(0.8)**	(1.2)
Income tax paid	**(2.9)**	(0.5)
Net cash from operating activities	**(7.0)**	(1.8)
Cash flows from investing activities		
Acquisition of property, plant and equipment	**(2.5)**	(3.4)
Proceeds from sale of property, plant and equipment	**0.2**	0.2
Acquisition of intangible assets	**(1.3)**	(0.4)
Repayments for other investments	**(0.1)**	(0.2)
Proceeds from sale of business	**-**	3.9
Acquisition of subsidiaries and businesses, net of cash acquired	**(3.9)**	(20.4)
Net cash from investing activities	**(7.6)**	(20.3)
Cash flows from financing activities		
Net proceeds from interest bearing loans and borrowings	**11.0**	36.8
Cash payments derivatives	**-**	(1.7)
Dividends paid	**(3.8)**	(6.1)
Net cash from financing activities	**7.2**	29.0
Net cash flow	**(7.4)**	6.9
Cash and cash equivalents at beginning of period	**8.3**	5.3
Net cash from operating, investing and financing activities	**(7.4)**	6.9
Effect of exchange rate differences on cash and cash equivalents	**(0.1)**	0.2
Cash and cash equivalents at end of period	**0.8**	12.4

[1] Figures restated for ABC qualifiying as a continuing operation end of 2012

Notes to unaudited condensed consolidated interim financial statements

In € millions, unless stated otherwise

1 The Company and its operations

Royal Wessanen nv (‘Wessanen’ or ‘the Company’) is a public limited company domiciled in the Netherlands. The condensed consolidated interim financial statements of the Company as at and for the six-month period ended 30 June 2013 comprise the Company and its subsidiaries (together referred to as ‘the Group’).

The information in these condensed consolidated interim financial statements is unaudited.

Wessanen is a leading company in the European organic food market. In 2012, Wessanen generated revenue of €711 million, employing 2,064 people on average. Operating mainly in France, the Benelux, UK, Germany and Italy, we manage and develop our brands and products in the grocery and health food channels. Our vision is to make our organic brands most desired in Europe. Our brands, such as Allos, Alter Eco, Bjorg, Bonneterre, Clipper, Gayelord Hauser, Kallo, de Rit, Tartex, Whole Earth and Zonnatura, are pioneering brands in the organic food markets. Next to our leading position in organic food businesses, we also produce and market branded (Beckers, Bicky) and private label frozen snack products in the Benelux (IZICO) and fruit drinks (Little Hug) and cocktail mixers (Daily’s) in the US (ABC).

2 Statement of compliance

These condensed consolidated interim financial statements have been prepared in accordance with International Financial Reporting Standards IAS 34 ‘Interim Financial Reporting’ as adopted by the European Union. They do not include all of the information required for full annual financial statements, and should be read in conjunction with the consolidated financial statements for the Group as at and for the year ended 31 December 2012.

These condensed consolidated interim financial statements were approved by the Executive Board and by the Supervisory Board on 24 July 2013.

3 Significant accounting policies

The significant accounting policies applied by the Group in these condensed consolidated interim financial statements are consistent with those applied by the Group in its consolidated financial statements as at and for the year ended 31 December 2012 except for the adoption of new standards, amendments to standards and interpretations, which have been adopted as relevant to the Company for the first time. These standards and interpretations have no material effect on the Company’s condensed consolidated interim financial statements, except for the standards described below.

The amendment to IAS 1, “Presentation of Financial Statements”, as part of the “Annual Improvements to IFRSs 2009-2011 Cycle”, became effective in 2013. These amendments require Wessanen to group the items in other comprehensive income on the basis whether they are potentially able to be subsequently reclassified (or recycled) to profit or loss. The presentation of Wessanen’s condensed consolidated statement of comprehensive income has been adjusted to comply with these amendments; however the amendments have no effect on Wessanen's financial position or performance.

IAS 19, "Employee Benefits" (as revised June 2011), became effective for the Company as of 1 January 2013. Wessanen has applied the revised standard retrospectively. The amendments to IAS 19 change the accounting for defined benefit plans and termination benefits. The most significant change relates to the accounting for changes in defined benefit obligations and plan assets. The amendments require the recognition of changes in defined benefit obligations and fair value of plan assets when they occur, and hence eliminate the "corridor approach" permitted under the previous version of IAS 19, and accelerate the recognition of past service costs. All actuarial gains and losses are recognized immediately through other comprehensive income in order for the net pension asset or liability recognised in the consolidated statement of financial position to reflect the full value of the plan deficit or surplus. Furthermore, the interest cost and expected return on plan assets used in the previous version of IAS 19 have been replaced with a "net-interest" amount, which is calculated by applying the discount rate to the net defined liability or asset. IAS 19 (as revised) introduces certain changes in the presentation of the defined benefit cost including more extensive disclosures.

The effect of the revised standard on the Group's 2012 opening balance amounts to an increase in equity of €13.6 million (net of tax: €(0.1) million), a decrease of the net pension liability of €(13.7) million and an increase of deferred tax liabilities of €0.1 million. The effect of the revised standard on the Group's first half 2012 comparatives amounts to an increase in equity of €10.1 million (FY 2012: €9.0 million), before tax, comprising unrecognised actuarial gains and losses recognised through equity in "Other Comprehensive Income" of €9.8 million (FY 2012: €8.4 million), before tax, and an impact on the year-to-date income statement of €0.3 million (FY 2012: €0.6 million), before tax. The impact on the income statement comprises an increase of service costs of €(0.2) million (FY 2012 €(0.5) million) and a decrease of net interest costs of €0.5 million (FY 2012: €1.1 million). The impact on the net pension liability and deferred tax liability amounts to €(10.1) million (FY 2012: €(9.0) million) and €(0.1) million (FY 2012: €(0.2) million) respectively.

IFRS 13, "Fair value measurement", became effective for the Company as of 1 January 2013. It is applied prospectively. IFRS 13 aims to improve consistency and reduce complexity by providing a precise definition of fair value and a single source of fair value measurement and disclosure requirements for use across all IFRSs. The requirements do not extend the use of fair value accounting but provide guidance on how it should be applied where its use is already required or permitted by other standards within the IFRSs. Upon adoption of the standard, there has been no change in how the Company measures fair value. As a result, the adoption of IFRS 13 does not have a significant effect on Wessanen's financial position or performance. For more information about financial instruments and fair value measurements, see Note 14.

4 Estimates

The preparation of the condensed consolidated interim financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

In preparing these condensed consolidated interim financial statements, the significant estimates and judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements as at and for the year ended 31 December 2012. Reference is made to the 2012 Annual Report, Note 2.

5 Financial risk management

The Group's financial risk management objectives and policies are consistent with those disclosed in the consolidated financial statements as at and for the year ended 31 December 2012. In addition, reference is made to the 'risks and uncertainties' section as included on page 11 of this report.

6 Seasonality of operations

The Group's revenues and operating profit is about evenly spread between quarters, with the exception of the revenues and operating profit from our US operation ("ABC"), which is impacted by seasonal fluctuations; the summer season generally results in highest revenue and operating profit for ABC in the second and third quarter.

7 Operating segment information

The Group's activities are carried out by the following four separate business segments: Grocery, HFS, IZICO and ABC. 'Non-allocated' includes corporate entities.

Key financial data regarding these segments are given below:

	Revenue		Operating result and operating margin[1]			
In € millions	**H1 2013**	**H1 2012**	**H1 2013**		**H1 2012[2]**	
Grocery	**144.0**	138.1	**14.4**	***10.0%***	9.1	*6.6%*
HFS	**106.9**	105.9	**2.1**	***2.0%***	(0.5)	*-0.5%*
IZICO	**53.2**	56.9	**1.3**	***2.4%***	0.7	*1.2%*
ABC	**60.4**	74.9	**(1.4)**	***-2.3%***	5.0	*6.7%*
Non-allocated	**-**	-	**(4.7)**		(5.5)	
Inter-segment eliminations	**(4.7)**	(4.2)	-		-	
Total Royal Wessanen	**359.8**	371.6	**11.7**	***3.3%***	8.8	*2.4%*

1) Operating result as % of total revenue

2) Figures restated for effects of IAS19R (see Note 3)

In the first six months of 2013, total assets increased by €32.1 million, from €337.9 million as at 31 December 2012 to €370.0 million as at 30 June 2013. The increase of assets is primarily driven by the acquisition of France Alter Eco SA within Grocery (see Note 8), higher trade receivables in Grocery and seasonal patterns at ABC.

The assets can be specified as follows:

	Total assets	
In € millions	30 June 2013	31 December 2012
Grocery	**169.4**	150.2
HFS	**69.9**	69.6
IZICO	**52.3**	53.2
ABC	**64.8**	53.8
Non-allocated	**13.6**	11.1
Total Royal Wessanen	**370.0**	337.9

8 Business combinations

End of May 2013, Wessanen acquired 100% of the shares of France Alter Eco SA, a French-based organic and fair-trade food company. France Alter Eco is part of the Grocery segment. Its 2012 revenue amounted to €17 million. In the one month to 30 June 2013 France Alter Eco SA contributed €1.3 million to the consolidated revenue and €(0.1) million to the consolidated operating profit for the period. The total consideration of €3.9 million (including acquired bank overdrafts of €0.3 million) was fully paid in cash. The total consideration of €3.9 million is excluding net debt acquired of €1.1 million. Acquisition costs amounted to €0.3 million.

The acquisition had an impact on Wessanen's assets and liabilities of €8.7 million (including goodwill) and €5.1 million (including acquired bank overdrafts and debt) respectively. The goodwill recognised on the acquisition of France Alter Eco SA of €1.2 million is mainly attributable to the expected synergies to be achieved from integrating these businesses into Wessanen's France business.

If the acquisition had occurred on 1 January 2013, the acquired business would have contributed €9.4 million to the consolidated revenue and €(0.2) million to the consolidated profit for the six months to 30 June 2013.

9 Income taxes

The income tax expense is recognised based on management's latest estimate of the weighted average annual income tax rate expected for the full financial year. The Group's estimated average annual tax rate used for the year to 31 December 2013 is 53% (excluding discrete items), mainly impacted by the country mix and unrecognised tax losses carried forward in the United States and the Netherlands (the estimated tax rate for the year 2012 applied to the results of the six-month period ended 30 June 2012 was 39%). The recognition of an addition to the provision for uncertain tax positions in Q2 2013 of €1.1 million ultimately resulted in an effective tax charge in the six month period ended 30 June 2013 of 64% (H1 2012: 40%).

10 Dividends

A cash dividend of €3.8 million, that relates to the year 2012, was paid in April 2013.

11 Goodwill

The movement of goodwill in the first six months of 2013 can be specified as follows:

In € millions	
Carrying value at beginning of period	35.4
Acquisitions through business combinations (Note 8)	1.2
Effect of movements in foreign exchange rates	(0.6)
Carrying value at 30 June 2013	**36.0**

12 Borrowings and loans

Net debt can be specified as follows:

In € millions, unless stated otherwise	**30 June 2013**	31 December 2012
Long-term interest-bearing loans and borrowings	**0.3**	60.7
Short-term interest-bearing loans and borrowings	**75.1**	2.5
Total interest-bearing loans and borrowings	**75.4**	63.2
Bank overdrafts	**13.9**	1.4
Cash and cash equivalents	**(14.7)**	(9.7)
Net debt	**74.6**	54.9

Net debt of Wessanen increased by €19.7 million in the six-month period ended 30 June 2013, mainly due to additional loans drawn from Wessanen's syndicated credit facility of €11.0 million and the net cash outflow in the six-month period ended 30 June 2013 of €7.4 million.

13 Provisions

As per 30 June 2013 Wessanen has recognised provisions of in total €12.3 million (31 December 2012: €18.5 million). The year-to-date decrease of €6.2 million mainly concerns movements in the restructuring provision (€4.5 million) and comprises additions charged against result of €1.5 million, utilisations during the period of €(5.8) million and releases to the result of €(0.2) million. The additions mainly relate to in 2012 announced restructurings labelled 'Wessanen 2015', which qualified for recognition in the first half of 2013 (mainly Grocery Benelux and HFS Benelux). The utilisations during the period mainly relate to IZICO (€4.0 million) following the closure of a production plant in Deurne and (back-office) integration.

14 Financial instruments

Fair values versus carrying amounts

Fair value of financial assets and liabilities, together with the carrying amounts shown in the statement of financial position are as follows:

	30 June 2013		31 December 2012	
	Carrying amount	**Fair value**	Carrying amount	Fair value
Assets carried at fair value				
Foreign exchange swap contacts used for hedging	0.1	0.1	0.2	0.2
Total	**0.1**	**0.1**	0.2	0.2
Assets carried at amortised cost				
Loans and receivables:				
Long-term receivables	1.2	1.2	1.1	1.1
Trade receivables	111.0	111.0	85.7	85.7
Other receivables and prepayments[1]	17.6	17.6	15.5	15.5
Cash and cash equivalents	14.7	14.7	9.7	9.7
Total	144.5	144.5	112.0	112.0
Liabilities carried at fair value				
Forward exchange contracts used for hedging	-	-	-	-
Total	-	-	-	-
Liabilities carried at amortised cost				
Syndicated loans	71.8	71.8	60.7	60.7
Other long-term loans	3.6	3.6	2.5	2.5
Trade payables	72.9	72.9	68.3	68.3
Non-trade payables and accrued expenses[1]	62.4	62.4	56.4	56.4
Bank overdrafts	13.9	13.9	1.4	1.4
Total	224.6	224.6	189.3	189.3

[1] excluding derivatives, which are shown separately

Fair value of financial assets and liabilities

The carrying amounts of cash and cash equivalents, trade receivables, other receivables and prepayments, trade payables and bank overdrafts approximate their fair values because of the short-term nature of these instruments. The carrying amounts of the amounts owed to credit institutions approximate their fair values, as the amounts are floating interest bearing.

The fair value of financial instruments has been determined by Wessanen using available market information and appropriate valuation methods (level 2 only). Foreign currency forward contracts are measured using quoted forward exchange rates and yield curves derived from quoted interest rates matching maturities of the contracts. Level 2 inputs other than quoted prices that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Compared to 31 December 2012 there have been no changes in the classification of financial assets as a result of a change in the purpose or use of those assets.

Within the condensed consolidated financial position of the semi-annual financial report, netting arrangements rights of set-off associated with Wessanen's recognised financial assets and recognised financial liabilities, in respect of cash and cash equivalents and bank overdrafts of France Grocery in the amount of €15 million (31 December 2012: €10 million), are applied.

15 Commitments and contingencies

A comprehensive overview of commitments and contingencies as of 31 December 2012 was included in Note 25 to Wessanen's consolidated financial statements in our Annual Report 2012. Further reference is made to Note 17.

16 Related party transactions

The Company has a related party relationship with its subsidiaries and key management. Furthermore, pension funds in the Netherlands are related parties.

In the first half of 2013, the Company granted 172,018 restricted shares to the Executive Board members. No other significant related party transactions occurred.

17 Events occurring after the reporting period

On 18 July 2013 Wessanen announced that it has successfully renewed its €100 million revolving credit facility with ABN Amro, ING and Rabobank. This facility was scheduled to mature in February 2014. The new three-year secured facility contains uncommitted options to extend the facility for in total two years and to increase the facility amount up to a maximum aggregate amount of €25 million ('accordion facility').

Wessanen just recently received notice of a potential indemnification (tax) claim of Kehe Distributors relating to the divestiture of Tree of Life Inc. and subsidiaries. The facts and circumstances supporting this claim are currently unknown, and will be under review in the upcoming period.