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GROUPE DANONE

ANNUAL GENERAL MEETING OF 29 APRIL 2008

- 1390 shareholders were present at GROUPE DANONE's Annual General Meeting, which was held at the Carrousel du Louvre Conference Centre on Tuesday 29 April 2008. The number of shareholders present, represented or voting by post was 5990. The quorum was 57.68%.
- Four presentations were made to the shareholders during the Meeting:
 1. a financial presentation by Mr Pierre-André TERISSE, Financial Director,
 2. a presentation of the company's strategy by Mr Franck RIBOUD, Chairman and Managing Director,
 3. a presentation of the new Infant Nutrition and Medical Nutrition divisions by Mr Bernard HOURS, Deputy Managing Director,
 4. a presentation of the company's economic and social project by Mr Emmanuel FABER, Deputy Managing Director.
- **1. Presentation of the company's results.** Mr Pierre-André TERISSE presented the company's financial situation and the results for the 2007 accounting year to the meeting.

He began by reminding those present of the three significant events that occurred in 2007:

- the sale of the Biscuits activity to Kraft at the end of November 2007;
- the acquisition of Numico;
- the transition from global integration to equity accounting of Wahaha in Groupe Danone's accounts as from 1 July 2007.

Mr Pierre-André TERISSE went on to say that Groupe Danone's sales rose in 2007 by 9.7% on a like-for-like basis to total 12.776 billion euros despite a difficult context (a rise in the cost of raw materials, adverse climatic conditions in Western Europe and a decline in Wahaha's sales in China). The Fresh Dairy Products division was a major contributor to this growth, with a rise in sales of 12.2% on a like-for-like basis. The Water division achieved sales growth of 4.0% on a like-for-like basis.

The net profit, which incorporated a capital gain arising from the sale of the Biscuits activities, reached the particularly high figure of 4.180 billion euros compared to 1.353 billion euros in 2006. The operating profit came to 1.185 billion euros, namely a diluted net operating profit of 2.47 euros per share, slightly up compared to 2006.

Net indebtedness rose from 2.9 billion euros to 11.3 billion euros, owing to the payment of 12.1 billion euros for the acquisition of Numico and the capital gain of 4.7 billion euros stemming from the sale of the Biscuits activity.

The composition of the shareholding body remained well-balanced during 2007 and the company's performance on the stock market was above the reference indices, with the share price rising by almost 7%.

For 2008, Mr Pierre-André TERISSE confirmed Groupe Danone's guidelines.

- **2. Presentation of the company's strategy:** Mr Franck RIBOUD made a speech entitled "Bringing health by feeding the greatest number" during the course of which he first outlined the company's strategy from 1997-2006 (I), and then went on to speak of the operations carried out in 2007, such as the acquisition of Numico (II), before ending by defining Danone's current new targets (III).

I Appraisal of the period 1997-2006

In order to provide a clearer understanding of the decisions affecting Danone today, such as the disposal of the Biscuits activities and the acquisition of Numico, the Chairman began by outlining Groupe Danone's strategy during the ten years prior to 2007:

- a strategy geared to value creation that led, among other things, to average annual sales growth of 6.2% over the period,
- a strategy geared to ensuring geographical balance in all areas of the world,
- a strategy geared to focusing on health by recentering Groupe Danone's activities and developing products with high growth potential and high added-value for consumers.

II Since 2007: a new phase, new ambitions

The Chairman reminded those present that the acquisition of Numico represented a natural alliance for Danone. Numico's strong points are profitable growth, namely growth that is creative of value, a well-balanced geographical presence, and a 100% positioning in the health sector.

Its two activities, Infant Nutrition and Medical Nutrition, afford strong growth potential and are at the heart of the company's current challenges, thanks to growing recognition of the role played by diet in the prevention of illness and its treatment. These activities provide Danone with a clearer insight into tomorrow's requirements and tomorrow's consumers, especially as concerns the extension of the average lifespan and the necessity of prolonging personal autonomy. Today, Danone is convinced that food and nutrition can play a role with regard to the independence of seniors and the development of the younger generations.

III “The new adventure”

The Chairman said that Danone is now embarking on a new adventure, one geared towards more health, more nature, and more consumers, and also more meaning for its employees:

“More health”, means first and foremost more Research & Development. Danone plans to apply Numico’s research findings to its own products such as fresh dairy products. Danone also intends to speed up all its clinical studies in order to be able to demonstrate the efficacy of its products.

“More nature” means that Danone wishes to contribute to the protection of natural resources by making various undertakings in the environmental field. It also means that Danone products will increasingly be made with natural ingredients in order to ensure greater health benefits.

“More consumers” refers to Danone’s latest mission: to bring health by feeding the greatest number. Danone hopes to reach both people in new age brackets and people in new geographical areas. Danone products will become more affordable, especially in countries where the purchasing power is lower than it is in what are known as the developed countries.

“More meaningful for employees” is associated with the introduction of projects such as the “Danone Evolvance” scheme which enables certain Groupe Danone employees to resume their studies and thus gain access to a higher level of responsibility.

Thanks to all these strategic elements, today Danone is convinced that it can achieve like-for-like growth in the region of 8 to 10%.

- **3. Presentation of the company’s new divisions.** Mr Bernard HOURS reminded those present of Danone’s historical positioning in the health sector. He went on to say that Danone’s current ambition is to reinvent the role that diet plays in maintaining health, more especially at two key periods of life, the periods of greatest fragility, infancy and old age. Thanks to these two activities, Infant Nutrition and Medical Nutrition, Numico affords Danone the possibility of winning this new customer base: babies and seniors. Danone is convinced that Medical Nutrition can reinforce the independence and comfort of seniors, who nowadays live longer than ever. Danone also believes that the Infant Nutrition activity can help prevent illnesses and allergies. Mr Bernard HOURS added that these two divisions have high potential in terms of growth and profitability.
- **4. Presentation of the company’s economic and social project.** Mr Emmanuel FABER presented to the shareholders Danone’s twofold economic and social project, which concerns the creation not only of economic value but also of social and societal value. Diet is at the heart of the many challenges currently facing society, such as over-nutrition and under-nutrition which affect a large percentage of the world population. For example 146 million children are underweight compared to their theoretical optimum weight, and one-third of the world population is suffering from deficiencies due

to poor diet. Danone wishes to provide appropriate nutritional responses. Mr Emmanuel FABER illustrated this commitment by taking as an example the various Danone products for babies distributed around the world. He next presented the solutions provided by Danone to the environmental challenges faced such as the use of fewer raw materials for the packaging of the Water division's products, and targets with respect to reducing energy consumption in its factories.

- After exchanges with the floor, the Chairman submitted the seventeen resolutions on the agenda to the vote of the shareholders. All the resolutions presented by the Board of Directors were approved, namely:
 - the company accounts and consolidated accounts for the year 2007 and the distribution of a dividend of 1.10 euro per share,
 - the renewal of the terms of office of Mr Bruno BONNELL, Mr Michel DAVID-WEILL, Mr Bernard HOURS, Mr Jacques NAHMIAS, Mr Naomasa TSURITANI and Mr Jacques VINCENT and the maintaining of Mr Christian LAUBIE's term of office,
 - the payment of indemnities to Mr Franck RIBOUD, Mr Jacques VINCENT, Mr Emmanuel FABER and Mr Bernard HOURS under certain circumstances should they not complete their terms of office;
 - the agreements referred to in the auditors' special report concerning regulated agreements;
 - the authorization to be granted to the Board of Directors concerning buying, retaining or transferring company shares.
- All the presentations made at the meeting by the directors, the results of the vote for each resolution and a video of all the proceedings of the Annual General Meeting are available on the www.finance.danone.com Internet site.