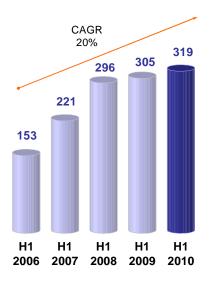
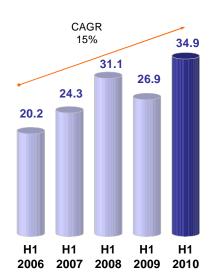
# **Key Figures – Eurofins Scientific Group**

according to International Financial Reporting Standards (IFRS)

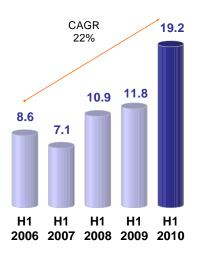
### Sales in € Million



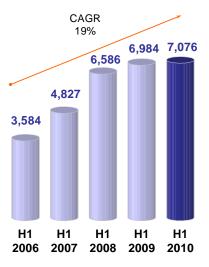
### **EBITDA** in € Million



# Net operating cash flow in € Million



# **Average Number of Employees\***



H1 = first six months of the year

**CAGR: Compound Annual Growth Rate** 

\* FTE = Full Time Employees

# **Company Profile**

# A global leader in bio-analysis

Eurofins Scientific is a life sciences company operating internationally to provide a comprehensive range of analytical testing services to clients from a wide range of industries including the pharmaceutical, food and environmental sectors.

With about 8,000 staff in more than 150 laboratories across 30 countries, Eurofins offers a portfolio of over 40,000 reliable analytical methods for evaluating the authenticity, origin, safety, identity, composition and purity of biological substances and products. The Group is committed to providing its customers with high quality services, accurate results in time and expert advice by our highly qualified staff.

The Eurofins Group is one of the global market leaders in this field of applied life sciences. It intends to pursue its dynamic growth strategy to expand both its technology portfolio and its geographic reach. Through R&D and acquisitions, the Group draws on the latest developments in the field of biotechnology to offer its clients unique analytical solutions and the most comprehensive range of testing methods.

As one of the most innovative and quality oriented international players in its industry, Eurofins is ideally positioned to support its clients' increasingly stringent quality and safety standards and the demands of regulatory authorities around the world.

# Shareholders' information in short

# Listings

**NYSE Euronext Paris** (since IPO on 24.10.1997)

Frankfurter Wertpapierbörse/ XETRA Frankfurt (until 10 September 2010)

### **Segments/Indexes**

Paris: SBF 120 & Next 150, SRD & Compart-

ment B

Frankfurt: Prime Standard/ Technology All

Share

# **Industry Group/ Prime Sector**

Pharma & Healthcare/Healthcare Providers

### Codes

ISIN: FR 0000038259 Frankfurt: WKN 910251

### **Tickers**

Paris: Reuters EUFI.PA, Bloomberg ERF FP

Frankfurt: ESF, EUFI.PA

Nominal Capital (as of 30.06.2010)

1,420,842.40 € (14,208,424 x 0.10 €)

# **Simplified Ownership Structure (30.06.10)**

46% Martin family 54% free float

### **Investor Relations**

Eurofins Scientific Group Phone: +32 2 769 7383 E-mail: ir@eurofins.com

### Internet

www.eurofins.com

# Disclaimer

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EVENTS DISCUSSED IN THIS REPORT MAY NOT OCCUR. EUROFINS SCIENTIFIC DISCLAIMS ANY INTENT OR OBLIGATION TO UPDATE ANY OF THESE FORWARD-LOOKING STATEMENTS AND ESTIMATES. ALL STATEMENTS AND ESTIMATES ARE MADE BASED ON THE DATA AVAILABLE TO THE COMPANY AS OF THE DATE OF PUBLICATION, BUT NO GUARANTEE CAN BE MADE AS TO THEIR VALIDITY.

# **Operating and Financial Review and Prospects**

Financial figures in this report were prepared based on the International Financial Reporting Standards (IFRS). All accounts are consolidated at the Eurofins Scientific Group level. The Company's auditors have conducted a limited review on these accounts.

### Dear Shareholders,

I am pleased to announce a good second quarter in 2010, where revenues grew by 8% and overall by over 4% for the first half year. Profits also improved significantly in Q2 with reported EBITDA\* growing by 51% and EBITAS\*\* by 114%. The market trends in most areas of its business showed encouraging signs for the rest of the year and the Group's profitability benefited from a combination of more normal weather and the beginning of the payback for the last 24 months of accelerated reorganisation and five years (2006-2010) of heavy investment in a modern, efficient and productive laboratory network.

Key results were as follows:

- Revenues for the second quarter increased 8% to €169.4m, from €156.8m in Q2 2009 despite the effect of discontinued activities. Half Year revenues increased 4% to €318.6m (H1 2010 €305.0m) even after taking into account the impact of discontinued activities and of the severe weather in the first quarter. Organic growth for Q2 2010 was over 5% and for H1 2010 was over 3%.
- Reported EBITDA increased by 51% in Q2 2010 to €24.5m from €16.2m in Q2 2009. For H1 2010 EBITDA increased by 30% (H1 2010 €34.9m, H1 2009 €26.9m). Before one-off/reorganisation charges of €5.2m for H1 2010 (€4.9m H1 2009), but after the cost of the Group's 15 start ups, clean\*\*\* EBITDA increased to €40.1m (H1 2009 €31.8m).
- EBITAS also increased to €13.8m in Q2 2010 from €6.5m in Q2 2009, an increase of 114%. In H1 2010 the increase was 83% (H1 2010 €14.6m, H1 2009 €8.0m). Before one off/reorganisation charges but after the cost of the Group's 15 start ups, clean EBITAS increased to €19.8m (H1 2009 €12 9m)
- Net profit for H1 2010 was €4.5m, compared to a net loss for H1 2009 of -€2.9m.
- Long term financing secured with OBSAAR issue on June 29. Eurofins' equity investors benefit from favourable interest rates on OBSAAR and Hybrid instrument (issued in May 2007)
- Strong Balance Sheet at 30 June 2010: cash of €155.1m (31 December 2009 €54.4m), net working capital at 5.7% of revenues (30.06.2009 7.2%) and covenant ratios stable for the third successive quarter (net debt : equity 0.9x, net debt : last 12 months clean EBITDA 2.0x) and comfortably within limits (1.5x and 3.5x respectively).
- Net cash flow provided by operating activities in Q2 2010 increased 90% to €10.1m (Q2 2009 €5.3m). For H1 2010 this was a 63% increase to €19.2m from €11.8m in H1 2009

As noted in the preliminary press release of 15<sup>th</sup> July each of the three main business areas saw improvement in their markets overall. Food testing has been the most robust activity, showing its resilience to the wider economic downturn, and posted results well ahead of the comparable period in 2009. This improvement was across all of the Group's main markets and also started to show in Eurofins' start-up laboratories around the world. Meanwhile the environmental testing business saw a return to better volumes as those end markets that had been affected by the exceptionally cold weather in Q1 2010 improved during the quarter. In Eurofins' pharma services the overall results were better too, but there continue to be areas of softness in some of the markets where Eurofins is active (e.g. early development) as well as there being some effect from the

timing of projects, for example in the central laboratory (clinical) phases. In all three markets the Q2 2010 pick up was generally on a linear monthly basis and so there is cause for cautious optimism for the remaining quarters of the year, which are historically stronger anyway. There was a small beneficial net foreign exchange difference (around 2%) on the half-year reported revenues. Organic growth for the second quarter was over 5%, with an H1 2010 organic growth rate of over 3% (after a flat first quarter).

The improvements in profitability come mainly from increased productivity across the Eurofins Group laboratories: as volumes increase, as the reorganisation efforts of the last 24 months start to take effect, and as the benefit of the very large investment programme in large, modern laboratories of the last five years starts to show. Profits are even ahead of the 2008 comparable numbers: Q2 2010 EBITDA was 20% ahead of Q2 2008 €20.4m, a 1.4 percentage point increase in margins.

One-off costs for the second quarter were €2.4m (Q2 2009 €3.0m), making total one-off costs for the half year €5.2m (H1 2009 €4.9m). This comprises mostly employment contracts termination costs and provisions for long term lease commitments at sites that are becoming empty as planned. The Group will continue to invest in its start up businesses, which are showing good results both for revenues generated and improving profitability, although they are still planned to lose about €10m for the full year of 2010 (this amount is in addition to and distinct from the one-off/reorganisation costs).

During the quarter Eurofins secured its long term financing with its €176m OBSAAR issue, which closed on June 29th. The purpose of this transaction was to refinance the OB-SAR bonds issued in March 2006 and to lengthen the average maturity of the Group's overall debt. Eurofins was able to take advantage of favourable conditions in the credit markets with the coupon set at 175 basis points above 3-month Euribor, by now mostly hedged to a fixed rate. The transaction was subscribed to by a consortium of banks and the market and €70.3m of the 2006 issue was immediately repaid. The remaining cash will be used to pay off the balance of the 2006 OBSAR (now only €16m a year for the next three years), with around €56m available for further investment in the business. As the transaction closed at the very end of the period, there was no time to deploy it immediately and so there is a much higher cash balance (€155.1m) than would normally be needed. The net debt figure at the period end was €198.0m. slightly up from €183.7m at 31 December 2009 as represented by the free cash outflow (including €8.1m dividend to hybrid holders), but the covenant ratios remain stable for the third successive quarter at 0.9x net debt to equity and 2.0x net debt to the last 12 months clean EBITDA, still comfortably within the maximum limits of 1.5x and 3.5x respectively.

The Group's cash flow continues to show good progress. Net cash provided by operating activities increased by 90% for the second quarter and by 63% overall for H1 2010. Net working capital was only 5.7% of revenues at 30 June 2010, maintaining the improved level from Q1 2010 and as low as it has been at this time for over five years (7.2% 30 June 2009). Capital expenditure for the six months was €19.5m (H12009 €21.8m), which at 6.1% of revenues is still high but below last year (H1 2009 7.2%) and closer to Eurofins' long term normalised levels required for maintenance and growth. Full year capex is still expected to be approximately €50m in order to complete

the current 5-year investment programme. Eurofins also paid the annual 'hybrid' dividend of €8.081m in May. Therefore although overall the Free Cash Flow\*\*\*\* for H1 2010 showed a 50% improvement to -€12.1m from -€24.0m in H1 2009, if business evolves as planned it should actually improve dramatically in the second half of the year as: operational results should get even better, there is no further hybrid dividend payable and one-off/reorganisation cash payments, including payment of some of those provisioned in 2009, (H1 2010 €9.8m, H1 2009 €5.8m) are expected to be lower.

In summary, the first six months of 2010 confirmed that while the Group is still finishing off its "homework" and investment plan in this year, Eurofins shareholders should benefit in the longer term from all that has been done in the last five years. From a financial perspective the favourable long term debt rate and the tax-deductible hybrid coupon secured by Eurofins in 2007 (8.081% gross) as well as the planned drop in capital expenditure in 2011 following the end of the 5 years investment plan should contribute to significantly increasing free cash flow return to equity. In the meantime, if the markets in which it operates do indeed continue their positive trends then the Group stands to benefit operationally slightly ahead of schedule. Eurofins' management is confident that the full effect of all of the above should begin to be apparent in the year 2011 and even more beyond when its start ups start to contribute significantly to overall profits.

As usual I would like to thank all of our clients, employees and shareholders who contribute to our progress.

Sincerely,

Dr. Gilles G. Martin

CEC

- \* EBITDA Earnings before interest, tax, depreciation and amortisation
- \*\*\* EBITAS earnings before interest, tax, amortisation of acquired intangible assets and non-cash charge for share options 
  \*\*\*\*'clean' a proforma presentation excluding one-
- off/reorganisation costs but including the losses of start ups
- \*\*\*\* Free Cash Flow net cash flow provided by operating activities less cash used in investing activities, excluding acquisition payments, and including interest and hybrid instrument payments

# **Operating Revenues**

There was a strong pick up in reported Group revenues in Q2 2010, with an 8% increase to €169.4m from €156.8m in Q2 2009. After a first quarter of flat year-on-year revenues, when extreme weather conditions impacted the environment business significantly, the overall half year increase was 4%, to €318.6m in H1 2010 from €305.0min H1 2010

This increase was due to good performance in the food and environmental businesses and in some parts of the pharmaceutical services business. On a geographic basis, there was strong growth in France and Germany. In the USA both the food and genomics businesses produced good results, although this was outweighed by some discontinued business lines such as testing for certain GMOs in the US, and some environmental testing at the now-closed Oosterhout site in the Netherlands. There was also a small beneficial foreign exchange difference (around 2%) on the half-year from Sweden, the UK and the USA. Organic growth for the second quarter was over 5%, giving a half year organic growth rate of over 3%.

A full table with the half year and quarterly sales is shown below.

### **Profitability**

The Eurofins Group profit improvements for the second quarter and therefore for the first half year were good. This is partly linked to the pick up in revenues and also sees a combination of the beginning of the payoff from the very large investment programme of the last five years (2006-2010) and the reorganisation efforts over the last 24 months.

For Q2 2010, EBITAS\* was 114% higher than in Q2 2009 (€13.8m vs. €6.5m). Excluding one-off costs of €2.4m (€3.0m Q2 2009) the profit was €16.2m (€9.4m Q2 2010), a clean\*\* margin of 9.6%, up from a clean 6.0% in Q2 2009). EBITDA\*\*\* in Q2 2010 was €24.5m, a 51% increase from Q2 2009 (€16.2m). On a clean basis (without the same one-off costs) this was €26.8m, a margin of 15.8% (Q2 2009 €19.2m, 12.2% respectively).

In fact, the 2010 results on a reported basis are even ahead of comparable figures for the "pre-crisis" 2008. Q2 2010 EBITDA margin is 1.4 percentage points higher than Q2 2008 and Q2 2010 EBITAS is 0.5 percentage points higher than Q2 2008 EBITAS.

For the half year H1 2010, reported EBITAS grew 83% to €14.6m (€8.0m H1 2009). EBITDA was €34.9m in H1 2010 (€26.9m H1 2009), an increase of 30%. One-off/reorganisation costs for the half-year were €5.2m (€4.9m H1 2009) and consistent with the Group's plans. Again, profits were ahead of the 2008 comparable numbers.

Breakdown of sales by region and as a % of sales

€ million	H1 10	%	H1 09	%	Q2 10	Q2 09	Q1 10	Q1 09
Benelux	36.5	11.4	39.7	13.0	19.0	20.0	17.5	19.6
British Isles	20.5	6.4	18.0	5.9	11.0	9.7	9.5	8.4
France	62.9	19.7	58.7	19.2	33.0	29.8	29.9	28.9
Germany	72.2	22.7	67.2	22.0	38.1	35.3	34.1	31.9
North America	32.8	10.3	33.5	11.0	17.4	16.5	15.4	16.9
Scandinavia	63.6	19.9	61.7	20.2	34.4	31.4	29.1	30.3
Other	30.1	9.5	26.2	8.6	16.5	14.0	13.6	12.2
Total	318.6	100.0	305.0	100.0	169.4	156.8	149.1	148.2

Looking in a bit more detail, the cost of purchased materials and services actually decreased as a percentage of revenues to 38.2% in H1 2010 (39.9% H1 2009) and personnel costs as a percentage of revenues is also decreasing quarter on quarter (Q2 2010 48.9%, Q1 2010 53.4%). Management expect the personnel costs to improve further as a percentage of revenues as the year continues.

The Group is also now satisfied that there is no need to report the two separate perimeters, having transferred all but 5% of Group revenues into Up-to-Standard at the end of 2009. Investors can now see improvements directly in the overall Group margin. Eurofins is still investing in its start up businesses and management are pleased to see that growth in the revenues is healthy, and at least replacing those lost to discontinued businesses and also that profit improvements are developing as expected. These start ups are still estimated to account for a loss of around \$\epsilon\$10mm for the full year of 2010, as communicated previously.

- \* EBITAS earnings before interest, tax, amortisation of acquired intangible assets and non-cash charge for share options
- \*\* clean a proforma presentation excluding oneoff/reorganisation costs but including the losses of start ups
- \*\*\* EBITDA Earnings before interest, tax, depreciation and amortisation.

### **OBSAAR**

At the end of June Eurofins successfully completed the issue of €176m of bonds with redeemable warrants attached, the purpose of which was to refinance the bonds issued in March 2006 and to lengthen the average maturity of the Group's overall debt. The transaction was subscribed to by a consortium of banks and the market and €70.2m of the 2006 issue was immediately repaid. The remainder will be repaid over the next three years in the amount of approximately €16m per year in March 2011, 2012 and 2013. Remaining cash will be available for further investments in the business.

This instrument was chosen because it is well-known in the French mid-cap market and replaces the 2006 OBSAR issue, a very similar instrument, maintaining a balanced spread of funding sources for the Group. Eurofins has been able to take advantage of favourable conditions in the current credit markets with the coupon set at 175 basis points above 3-month Euribor and redemption will be in three equal tranches in June 2015, 2016 and 2017. The redeemable warrants will have a very limited impact on potential shareholder dilution (a maximum of 1.04% on the outstanding shares at date of issue). The interest rate has in the meantime for the most part been hedged for a fixed rate vs Euribor 3m.

For further details see the press releases dated 31 May 2010 and 25 June 2010.

# **Balance Sheet**

The Group had total assets at 30 June 2010 of €783.7m, compared to €659.3m at 31 December 2009, mainly reflecting the OBSAAR financing transaction at the end of the quarter. Cash and cash equivalents were €155.1m at 30 June 2010 (€54.4m 31 December 2009), a big increase that was due to the receipt of the OBSAAR cash at the period end. Net Debt at 30 June 2010 was €198.0m (31.12.2009 €183.7m). Covenants for net debt to shareholders equity and net debt to the last 12 months clean EBITDA were 0.9x and 2.0x respectively, now having remained flat for the last three quarters (0.9x and 2.0x at 31 December 2009). As a reminder, the maximum values allowable are 1.5x net debt to shareholders equity and 2.0x net debt to the last 12 months clean EBITDA so the Group is comfortably within these limits.

Aside from the changes in the assets and liabilities on both sides of the financing equation, the remainder of the balance sheet remains efficient. As with Q1 2010 the Net Working Capital control is much better than in previous years and was 5.7% of revenues at 30 June 2010, compared to 7.2% at 30 June 2009 (and similar high levels for the last five years). It is marginally up from Q1 2010 (4.8%) as nevertheless there is still some seasonality.

### Cash Flow and Liquidity

The Group's operating cash flow continues to improve. Net cash provided by operating activities increased 63% for the half year (H1 2010 €19.2m, H1 2009 €11.8m). This was despite a much higher cash payment for one-off/reorganisation charges of €9.8m (H1 2009 €5.8m) These one-off charges mostly relate to expenses charged to the profit and loss account in 2009 but payable in 2010, such as long term lease payments.

Capital Expenditure is still on target for a full year total of around €50m, with €19.5m spent in H1 2010 vs €21.8min H1 2009. This is 6.1% of revenues, which is still high but below last year (H1 2009 7.2%) and closer to Eurofins' long term normalised levels required for maintenance and growth. Most of the €2.1m spent in acquisition payments represented deferred payments for historic acquisitions made over the last few years (H1 2009 €17.9m).

In May, as in previous years, €8.081m was paid as the annual dividend to holders of the 'Hybrid' instrument. Interest payments declined by 45% over the six months (H1 2010 €4.6m, H1 2009 €8.3m) due to the Group's repayment of a substantial part of its drawn-down credit lines. As the OBSAAR transaction only completed on June 29th there was no impact on interest, but steps have since been taken to repay more of the bilateral credit lines, although the facilities still remain in place.

In terms of Free Cash Flow\* there was a major improvement (50% better), an outflow of €12.1m in H1 2010 vs. an outflow of €24.0m in H1 2009. Excluding the one-off/restructuring cash payments (€9.8m in HY 2010 and €5.8m in HY 2009), Free Cash Flow is 88% better at -€2.3m HY 2010 (-€18.2m HY 2009). As H2 is always a very strong cash generating period this position should get even better in the second half of the year.

\* Free Cash Flow – net cash flow provided by operating activities less cash used in investing activities, excluding acquisition payments, and including interest and hybrid instrument payments.

### Sales and Marketing

Based on its investments of the last five years (2006-2010) in building the very best infrastructure in the industry, Eurofins is now winning many more new clients. As a result, for example, Eurofins is now the outright number one in the French food testing market, including now routine microbiology testing. Up until 2008 the Group had been market leader only in the more specialised areas of chemistry and molecular food testing. This gain in market share is a result of Eurofins' management in France continuing to focus on being a one-stop-shop, high-quality service provider and shows that growth is possible even where the market is more mature than in other areas. It is also in line with Eurofins Group's strategy of achieving this number one status in all the markets in which it operates, which brings long term sustainable benefits to Eurofins and its customers.

In a clear example of its Mission to contribute towards the health of all, Eurofins laboratories in New Orleans in the USA have been working with several state governments and commercial seafood organisations to provide information and to carrying out testing for hydrocarbons and other chemicals in saltwater species to ensure that the impact on the food chain of the current oil spill in the Gulf of Mexico is minimised.

Eurofins' environmental laboratory in The Netherlands was re-certified after a quality assurance assessment by one of the global oil majors, thereby maintaining preferred supplier status, first conferred in 2002. As part of the process the audit examined the effectiveness of the quality assurance systems and their continuous improvement to ensure that data that is generated remains representative and accurate. The same laboratory at Barneveld also extended to 2015 its OVAM accreditation for soil and water testing, enabling it to service customers in Belgium.

As the Group finalises the rationalisation of the Swedish business, there have been many more opportunities to develop the Eurofins proposition there. Eurofins Agroscience Services is augmenting its services in the biocide industry and can offer laboratory and field product efficacy testing on a broad range of biocidal products, including public and animal health, structural, home and garden, turf and ornamental pests.

At Kristiansand the new soils competency centre is on programme to deliver the Local Methods and Standard European methods used in Sweden. Details of all methods have been loaded onto the laboratory information management system (LIMS) and are ready to go live. This is already supported by a new order for a projected additional 12,000 samples per year.

The Environmental testing business unit in Italy concluded negotiations with consultants linked to the petrochemical industry which should provide some strong growth in this specific area in the coming months and Eurofins' Pharma in Italy extended its GLP accreditation. Also in Pharma, in the USA the business previously known as Eurofins Av-Tech Laboratories has rebranded itself as Eurofins Pharma Services as it is now integrated into the Groupwide offering. They have also now expanded into raw material testing and microbiology.

Eurofins' campus in Hamburg, comprising some of the Group's flagship food testing laboratories, has recently won an award from the City of Hamburg and the Hamburg Chamber of Commerce recognising its commitment to families and for being a family-friendly place to work. The award is for culture and mind-set as much as for tangible activities and systems and is a powerful tool for attracting employees

### **Acquisitions and Geographic Expansion**

Acquisition activity remains very low as the Group focuses on its organic investments and on bringing all laboratories up to Eurofins' best operational standards. The acquisitions arena is still active though and Eurofins continues to look to consolidate the market in areas where there are suitable opportunities that fit its strict criteria. After the period end Eurofins concluded a small asset swap to focus its food testing offering in France.

Outsourcing remains a source of growth for the longer term. Two such (small) examples were carried out in the second quarter of 2010. An outsourcing deal was done with the Danish brewery Harboes, which gives Eurofins access to a potential new area of tests within the operational monitoring and quality control of beers and soft drinks. There was also an agreement with Royal Greenland to take on their testing activities in Denmark, Germany and Poland.

# Investment, R&D and Infrastructure

As the 5-year investment programme comes to a close this year, a number of laboratories around the Group are finalising their moves and opening new or enlarged laboratories. As announced in May, Eurofins Medinet, the Group's central laboratory group for clinical studies, has moved into larger, dedicated premises in Shanghai. The extra space

and proximity to better logistical connections enables the business to cater for the rapidly expanding demand in the country.

The Clinical Pharmacology Unit at the Lyon-Sud hospital in France now incorporates 32 beds, in addition to the existing unit in Grenoble. Now with 100 beds overall, this positions Eurofins as one of the major Clinical Pharmacology units in Europe. This unit is particularly adapted to early clinical development phases, first-administration-in-human and Proof-of-Concept studies. Its location within the hospital gives access to easier recruitment of patients and to a large medico-technical and imaging platform.

In the US a new 5,600 sq.m. food laboratory and National Service Center has been completed in Des Moines, Iowa. The expansion was done in response to the growing food testing demands in the USA and to improve laboratory efficiencies. This Nutrition Analysis Center is state-of-the-art and will position Eurofins to deliver an even higher level of service. It gives Eurofins' food testing group added capabilities to handle specialty projects for clients in the food and seed industry segments, more specifically GLP testing work and has already achieved ISO 17025 accreditation

The Eurofins business in the United States had an interesting development as part of its initiative to expanding its Food Microbiology testing offering. In partnership with Florida State college in Jacksonville a new laboratory is being built on the campus. Joint marketing programmes to encourage local businesses to send samples for food testing will be carried out and in return Eurofins will enrol college students on a training programme, also fulfilling one of its own recruitment objectives.

In Sweden, the project to merge all microbiology operations into one central operation at Jönköping facility is gaining momentum. An extension to the existing structure is being built and staff are relocating from Lidköping. The Eurofins Group's Process Engineering Group is heavily involved in the laboratory layout, automation and process optimisation. At the same time the laboratory at Lidköping will now become an Agro Feed Competency Centre, utilising the space vacated by the Micro department to enabling the further reduction of costs by streamlining some of the production areas.

Eurofins Agroscience Services have a new vine station in Saint Nicolas de la Grave, France. This dedicated facility provides access to more than forty vine varieties over 1 ha in the south west of France, offering great opportunities for efficacy trials, screening trials and GLP trials.

An interesting R&D project has been launched in Slovakia, in association with the national research and development agency and the Academy of Science. With the support of EU funds, research will be carried out on the influence of natural products such as herbs in food production and their general use in the food industry. The contract will last for three years.

# **Corporate and Other News**

Eurofins Annual General Shareholders Meeting was held at Eurofins' headquarters in Nantes on the 14th May 2010. The meeting approved the payment of a dividend of €0.10 per share for 2009 which was paid on 13th July. The meeting also approved the issue of a new financial debt security, the OBSAAR, as described above.

In a move designed to continue to enhance the Group's corporate governance Stuart Anderson was appointed to the Conseil d'Administration as an independent, non-executive director. Mr. Anderson has worked for many years in the food industry, including as Managing Director of Geest Europe and latterly as Chairman of a range of smaller UK foodservice companies as well as running a

fund that invests in the European food industry. As an independent director he has no previous links to the Group. Mr. Anderson is planned to assume more of the roles associated with his status, for example using his previous experience in this area to chair the Audit Committee.

The Eurofins board have also taken the decision to delist from the secondary quotation on the Frankfurt stock exchange, due to the very low volumes and value of the trading in recent years (less than 1% of all trading in the last 18 months occurred in Frankfurt). On this basis it was decided that the costs of maintaining the listing were no longer justified. The Board of the Deutsche Börse have approved this request and the last day of trading will be the 10th September 2010, after which Eurofins shares will only be listed on the NYSE Euronext Paris, the Group's primary share listing venue.

# **Outlook**

Within the second quarter, the positive trends that were seen in our markets picked up towards the end of the period. As historically the second half of the year has always been much stronger, management are cautiously optimistic that the Group stands to benefit operationally slightly ahead of schedule. The full effect of the hard work of the last five years should start to be apparent in the year 2011 and even more beyond as the Group's start ups begin to contribute to overall profitability rather than diluting margins as they do now.

### **Employees**

The average weighted number of Full Time Employees during the first half was 7,076 compared to 6,984 in H1 2009. Headcount for the Group at 30 June was 8,074 (8,059 at 30.06.2009).

FTE at the period ending	30.06.2010	30.06.2009
Benelux	703	771
France	1,343	1,350
Germany	1,849	1,668
North America	619	623
Scandinavia	1,130	1,257
British Isles	434	483
Other	998	832
Total	7,076	6,984

Employee numbers are weighted average "Full time equivalents" (FTE), i.e. the figures are weighted by the time that (acquired) laboratories are fully consolidated in the Group.

Total personnel costs for the Group, including social security and pension costs, were €162.4m (H1 2009 €1560m), which represents 51% of Group revenues for the half year (51% H1 2009).

# **Capital Structure**

The Martin family, either directly or through their holding in Analytical Bioventures SCA, currently holds 46% of the shares in Eurofins Scientific and 53% of the voting rights. The remainder is free float.

The summary of Directors' Holdings as at 30 June 2010 is shown in the table below:

As of 30.06.2010	No. of Shares	No. of Stock Options
Gilles G. Martin	1	0
Valérie Hanote	1	0
Wicher R. Wichers	25,001	8,500
Yves-Loïc Martin	14,546	0
Stuart Anderson	355	0

Analytical Bioventures SCA, which is controlled by Gilles and Yves-Loïc Martin, holds 6,559,570 shares

# **Consolidated Financial Statements**

# Consolidated Profit and Loss Statement January 1, 2010 to June 30, 2010

		Q2/ 2009	HY1/ 2010	HY1/ 2009
Revenues	169,448	156,771	318,555	305,013
Cost of purchased materials and services	-62,732	-62,141	-121,702	-121,589
Personnel expenses	-82,822	-77,583	-162,444	-155,482
Other operating income and expenses, net	559	-827	499	-1,036
EBITDA	24,453	16,220	34,908	26,906
Depreciation and amortisation	-10,640	-9,757	-20,265	-18,893
EBITAS*	13,813	6,463	14,643	8,013
Non cash accounting charge for stock options (S.O.)	-539	-551	-1,078	-1,098
Impairment of goodwill and amortisation intangible assets related				
to acquisitions	-268	-971	-537	-1,328
EBIT after non cash accounting charge for S.O., impairment of goodwill and amortisation of intangible assets related to acquisi-				
tions	13,006	4,941	13,029	5,587
Finance income	118	485	452	1,124
Finance costs	-3,287	-3,608	-5,859	-7,949
Financial result	-3,169	-3,123	-5,407	-6,825
Share of (loss)/ profit of associates	41	35	103	62
Result before income taxes	9,878	1,853	7,725	-1,176
Income tax expense	-2,845	-1,706	-3,238	-1,706
Net profit for the period	7,033	147	4,487	-2,882
Attributable to:				
Equity interest	6,300	-549	3,317	-3,417
Non controlling interest	733	696	1,170	535
Earnings per share (basic) in € - Total	0.44	-0.04	0.23	-0.24
Earnings per share (basic) in € - rotal  Earnings per share (basic) in € - attributable to hybrid capital in-	0.44	-0.04	0.23	-0.24
vestors	0.14	0.14	0.28	0.29
Earnings per share (basic) in € - attributable to equity holders	0.30	-0.18	-0.05	-0.53
Earnings per share (diluted) in € - Total	0.41	-0.04	0.22	-0.22
Earnings per share (diluted) in € - attributable to hybrid capital	0.42	0.40	0.00	0.00
investors Earnings per share (diluted) in € - attributable to equity holders	0.13 0.28	0.13 -0.17	0.26 -0.05	0.26 -0.49
Lamings per share (unitied) in E - attributable to equity holders	0.20	-0.17	-0.05	-0.49
Weighted average shares outstanding (basic)	14,206	14,170	14,206	14,170
Weighted average shares outstanding (diluted)	15,388	15,345	15,388	15,345

<sup>\*</sup> EBITAS: EBIT before non cash accounting charge for S.O., impairment of goodwill and amortisation of intangible assets related to acquisitions

# **Statement of Comprehensive income** As of June 30, 2010

€ Thousand	HY1/ 2010	HY1/ 2009
Net profit for the period	4,487	-2,882
Currency translation differences	14,128	2,209
Financial instruments	-150	-1,627
Other comprehensive income for the period, net of tax	13,978	582
Total comprehensive income for the period	18,465	-2,300
Attributable to:		
Equity interest	17,234	-2,489
Non controlling interest	1,231	189

# **Consolidated Balance Sheet** As of June 30, 2010

€ Thousand	30.06.2010	31.12.2009
Property, plant and equipment	138,703	135,002
Goodwill	247,390	239,313
Other intangible assets	29,075	29,943
Investments in associates	2,321	2,260
Financial assets, trade and other receivables	5,940	5,487
Deferred tax asset	19,693	15,643
Derivative financial instruments	0	0
Total non current assets	443,122	427,648
Inventories	8,086	7,769
Trade accounts receivable	147,912	145,298
Prepaid expenses and other current assets	23,781	20,826
Corporate tax receivable	5,733	3,398
Cash and cash equivalents	155,099	54,360
Total current assets	340,611	231,651
Total assets	783,733	659,299
Share capital	1,421	1,421
Other reserves	66,995	52,882
Hybrid capital	100,000	100,000
Retained earnings	41,117	42,321
Shareholders' equity – part of the Group	209,533	196,624
Non controlling interest	6,608	6,410
Total shareholders' equity	216,141	203,034
Borrowings	83,591	97,283
OBSAAR Bonds	205,471	118,057
Derivative financial instruments	4,605	4,455
Deferred tax liability	10,258	7,127
Account payable on investment	19,896	20,603
Pension accrual	12,894	12,411
Provisions for other liabilities and charges	13,819	18,495
Total non current liabilities	350,534	278,431
Borrowings	47,867	22,735
OBSAAR Bonds	16,145	0
Trade accounts payable	49,293	50,558
Advance payments received and deferred revenues	17,194	16,671
Corporate tax due	8,532	7,597
Account payable on investment	355	1,359
Other current liabilities	77,672	78,914
Total current liabilities	217,058	177,834
Total liabilities and shareholders' equity	783,733	659,299

# Consolidated Cash Flow Statement January 1, 2010 to June 30, 2010

€ Thousand	HY1/ 2010	HY1/ 2009
Cash flows from operating activities		
Result before income taxes	7,725	-1,176
	,	•
Adjustments for:		
Depreciation and amortisation	20,801	20,220
Increase/ decrease in provisions and accruals	-5,468	-495
Losses/ gains on the disposal of fixed assets, investments in associates	91	-221
Losses/ gains on the disposal of subsidiaries	-297	0
Non cash accounting charge for stock options	1,023	1,043
Financial income and expense, net Expense/ income from investments (equity method)	5,186	6,513
Derivative financial instruments – income statement	-103 0	27 0
Change in net working capital	-4,583	-10,266
Cash generated from operations	24,375	15,645
Income taxes paid	-5,138	-3,826
Net cash provided by operating activities	19,237	11,819
Net cash provided by operating activities	19,231	11,019
Cash flows from investing activities		
Acquisitions of subsidiaries, net of cash acquired	-2,099	-17,945
Proceeds from sale of a subsidiary, net of cash transferred	20	0
Purchase of property, plant and equipment	-16,768	-18,922
Purchase of intangible assets	-2,736	-2,889
Proceeds from sale of property, plant and equipment	308	910
Purchase net of sales of investments and financial assets	125	88
Interest received	414	1,302
Net cash used in investing activities	-20,736	-37,456
Cash flows from financing activities		
Proceeds from issuance of share capital	67	188
Proceeds from short or long term borrowings	1,369	3,084
Cash repayments of amounts borrowed	-17,388	-34,085
OBSAAR Bonds repayments	-70,246	-1,179
OBSAAR Bonds issue	173,915	0
Hybrid capital issue	0	0
Dividends to shareholders	0	0
Dividends to non controlling interests	-688	-1,759
Earnings paid to hybrid capital investors	-8,081	-8,081
Interest paid	-4,580	-8,270
Net cash provided by financing activities	74,368	-50,102
Net effect of currency translation in cash and cash equivalents	1,166	516
Net increase (decrease) in liquid funds	74,036	-75,223
Cash and cash equivalents and bank overdrafts at beginning of period	52,254	127,854
Cash and cash equivalents and bank overdrafts at end of period	126,290	52,631

# **Consolidated Statement of Changes in Equity** As of June 30, 2010

€ Thousand	-	Shareholders	, oquity		Non controlling	Total	
		part of the			interest	Equity	
	Share capital	Other reserves	Hybrid Capital	Retained earnings			
		1000.100	- Cupitai	•••••			
Balance at January 1, 2009	1,416	49,086	100,000	62,084	6,532	219,118	
Currency translation differences	0	2,170	0	44	-5	2,209	
Financial instruments	0	0	0	-1,627	0	-1,627	
Non controlling interest transfer	0	0		341	-341	0	
Total income / expense recognised							
directly in equity	0	2,170	0	-1,242	-346	582	
Net profit	00	0	0	-3,417	535	-2,882	
Total income recognised in 2009	0	2,170	0	-4,659	189	-2,300	
Issue of share capital	1	185	0	0	0	186	
Deferred taxes on net investments Non cash accounting charge for	0	0	0	103	0	103	
stock options	0	0	0	1,043	0	1,043	
Distribution on Hybrid Capital	0	0	0	-4,041	0	-4,041	
Dividends	0	0	0	-1,416	-1,759	-3,175	
Non controlling interest arising on business combinations	0	0	0	0	1,494	1,494	
Balance at June 30, 2009	1,417	51,440	100,000	53,114	6,456	212,429	
						,	
Balance at January 1, 2010	1,421	52,882	100,000	42,321	6,410	203,034	
Currency translation differences	0	14,045	0	34	49	14,128	
Financial instruments	0	0	0	-150	0	-150	
Non controlling interest transfer	0	0	0	-12	12	0	
Total income / expense recognised directly in equity	0	14,045	0	-128	61	13,978	
Net profit	0	0	0	3,317	1,170	4,487	
Total income recognised in 2010	0	14,045	0	3,189	1,231	18,465	
Issue of share capital	0	67	0	0, 0	0	68	
Issue of BSAAR	0	0	0	316	0	316	
Deferred taxes on net investments	0	0	0	0	0	0	
Non cash accounting charge for		O	0	U	O	U	
stock options Deferred distribution on Hybrid Capi-	0	0	0	1,023	0	1,023	
tal	0	0	0	-4,041	0	-4,041	
Dividends	0	0	0	-1,421	-735	-2,156	
Non controlling interest arising on business combinations	0	0	0	-270	-298	-568	
Balance at June 30, 2010	1,421	66,995	100,000	41,117	6,608	216,141	

### **Interim Notes**

#### General

We inform you that these Interim Notes are summarised.

### 1. Accounting policies

Eurofins condensed interim financial statements for the 6 month period ending 30 June 2010 have been prepared according to IAS 34 – Interim financial reporting standard as adopted by the European Union.

As condensed interim financial statements, they do not include all information required by IFRS framework for the preparation of annual financial statements and have to be read in relation with the Group consolidated financial statements prepared for the year-end 2009 in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union.

As described below, the accounting policies applied are consistent with the policies applied in the financial statements for the accounts closed at the end of 2009.

Taxes on income in the interim periods are accrued using the tax rate that would be applicable to expected total annual earn-

The following standards, amendments and interpretations to published standards are mandatory for accounting periods since 1 January 2010. The Group didn't early adopt any of these standards, amendments and interpretations in previous reporting

- IFRS 2 (Amendment), 'Group cash-settled and share-based payment transactions'
- IFRS 3 (Revised), 'Business combinations'. The revised IFRS 3 recommends the use of the acquisition method for business combinations and is significantly different from the previous standard. All price adjustments to the purchase a business are to be classified as recorded at fair value at the acquisition date. After a period of 12 months, any adjustments will be booked in the income statement. Taking control of a subsidiary by step-acquisition conditions the recognition of a gain/ loss on the percentage already owned or the loss of control generates the recognition of a gain/ loss on the percentage still held. These different elements increase the volatility on the net profit of the Group.

There is a choice on an acquisition-by-acquisition basis to measure the full or partial goodwill. Transaction costs should be booked as expenses. The Group has applied the revised IFRS 3 prospectively to business combinations since 1 January

- IFRS 5 (Amendment), 'Non current assets held for sale and discontinued operations'
- IFRS 7 (Amendments,) 'Financial Instruments: Disclosures'
- IFRS 8 (Amendments), 'Operating segments'
- IAS 1R (Amendment), 'Presentation of financial statements' IAS 7 (Amendment), 'Statement of Cash Flows'
- IAS 10 (Amendment), 'Events After the Balance Sheet Date'
- IAS 12 (Amendment), 'Income Taxes'
- IAS 16 (Amendment), 'Property, Plant and Equipment' IAS 17 (Amendment), 'Leases'
- IAS 21 (Amendment), 'The Effects of Changes in Foreign Exchange Rates'
- IAS 27 (Revised), 'Consolidated and separate financial statements'.
- IAS 28 (Amendment), 'Investments in associates'
- IAS 31 (Amendment), 'Interest in joint ventures' (effective from July 2009).
- IAS 32 (Amendment), 'Financial Instruments: Presentation' IAS 33 (Amendment), 'Earnings per Share'
- IAS 34 (Amendment), 'Interim Financial Reporting'
- IAS 36 (Amendment), 'Impairment of Assets'
- IAS 37 (Amendment), 'Provisions, Contingent Liabilities and Contingent Assets'
- IAS 38 (Amendment), 'Intangible assets'.
  IAS 39 (Amendment), 'Financial instruments'
- IFRIC 9, 'Reassessment of embedded derivatives'
- IFRIC 16, 'Hedges of a net investment in a foreign operation' IFRIC 17, 'Distribution of non-cash assets to owners'
- IFRIC 18, 'Transfers of assets from customers'.

Other Interpretations of existing standards that are not yet effective and not relevant for the Group's operations

- IFRIC 14 (Amendment), 'Prepayments of a minimum funding requirements'
- IFRIC 19, 'Extinguishing financial liabilities with equity instruments'

The additional disclosures required will be presented for the first time in the 2010 annual financial statements as they are not material for an understanding of the current interim period.

# 2. Segment information

# Geographical segments

Although the Group's business is managed on a worldwide basis, it operates in eight main geographical areas. These are Benelux, France, Germany, North America, Scandinavia, British Isles (United Kingdom + Republic of Ireland) Other European countries and Other Rest of the World countries.

€ Thousand Revenues	HY1/ 2010	HY1/ 2009
Benelux	36.454	39,679
France	62.914	58,703
Germany	72,219	67,190
North America	32,808	33,471
Scandinavia	63,545	61,704
British Isles	20,478	18,039
Other European Countries	22,020	21,018
Other countries	8,117	5,209
Total	318,555	305,013

Revenues are based on the production country. For confidentiality reasons, the operating income by geographical areas is not provided.

### 3. Change in the scope 2010

No new companies were acquired by the Eurofins Group during the first half of 2010.

### 4. Balance sheet impact of the change of scope

During the first six months of 2010 the Company continued to acquire all or part of non controlling interests held in Group companies. Furthermore, the Group also continued to pay amounts due to former-shareholders of previously purchased companies.

The fair values of assets and liabilities are as follows:

€ Thousand	HY1/ 2010
Property, plant and equipment	402
Intangible assets	6
Goodwill and intangible assets related to an acquisition	1,582
Investments	0
Financial assets	-453
Current assets excluding Cash	764
Corporate tax receivable	0
Cash	-20
Current liabilities	-482
Corporate taxes due	0
Borrowings	0
Account payable on investment	-3,232
Deferred taxes	-132
C/A not consolidated	0
Pension accrual	-36
Provisions for risks	-228
Losses/ gains on the disposal of subsidiaries	297
Shareholders equity	-270
Non controlling interest	-297
Total purchase price paid to date	-2,099
Less cash	20
Cash outflow on change of scope	-2,079

# Divided into:

Cash outflow on acquisition	-2,099
Proceeds from disposals of a subsidiary, net of cash	20
transferred	

### 5. Contingencies

The contingencies are described in more detail in the Annual Report 2009 in the Note 4.2.

The liabilities/ borrowings listed below are already included in the Group's balance sheet. The following table only repeats these amounts when these borrowings are secured by covenants or securities on assets.

€ Thousand	30.06.2010	31.12.2009
Bank borrowings secured over buildings and assets	16,382	19,072
Leases secured over buildings and assets *	4,331	5,868
Bank borrowings secured by covenants and financial assets	0	0
Bank borrowings & OBSAAR secured by covenants	301,066	207,524
Total	321,779	232,464

<sup>\*</sup> Lease liabilities are effectively secured as the rights to the leased asset revert to the lessor in the event of default.

As June 30 2010 the cash and cash equivalents and bank overdrafts are € 126,290 k.

### Detail of specific contingencies linked to acquisitions:

Rights to acquire or sell additional shares of a company have been signed at a formula price already fixed to be exercised during the period 2010-2015. The contingencies linked to the right to acquire or sell shares in this company (not yet booked in the consolidated balance sheet) are estimated at an amount of € 0.22m.

### 6. Changes in Equity and OBSAAR

Share capital: At June 30 2010, the total number of ordinary shares is 14.208 million shares with a par value of € 0.10 per share. All issued shares are fully paid.

During the first six months of 2010, the share capital increased by 3,900 new shares by exercise of employee stock options. As at 30 June 2010, the Company did not own any of its own shares (number of own shares at December 31, 2009: 0).

#### Financial instruments:

To hedge the Group's exposure to interest rates fluctuations related to the OBSAR 2006 bonds, the Group has swapped its variable interest rate against a fixed rate.

Principal amount hedged with a fixed rate: € 100m.

The fair value 30 June 2010 of the financial instruments is estimated at an expense of € 4,605k.

### **Hybrid Bonds:**

The structure of the hybrid bond ensures that it is recognized as a component of equity in accordance with IAS 32. For this reason, the tax-deductible interest payments are not included in interest expense, but accounted for in the same way as dividend obligations to shareholders. The interest expense accounted for during the first three months amounts to € 4,041k.

# Bonds with redeemable Warrants attached (OBSAAR 2010):

In June 2010, the Company issued OBSAAR bonds (French acronym for "Obligations à bons de souscription et/ou d'acquisition d'actions remboursables") for a nominal amount of € 176m to increase the average maturity of its financial debt and to finance the development of its laboratory network.

The principal characteristics are as follows:

- 295,990 Bonds, in denominations of €594.60 per bond;
- Interest rate: Euribor 3 months + 1.75% p.a. payable on a quarterly basis;
- Redemption: in three equal tranches on 29 June 2015, 29 June 2016 and 29 June 2017;
- The net proceeds is €173.9m and the costs of the transaction have been capitalised and will be expensed along the maturity of the bonds;
- 1 warrant (BSAAR) is attached to each bond (Obligation), ie. a total of 295,990 warrants, 2 warrants giving the right to subscribe or purchase 1 Eurofins share at a price of €40 per share. Exercise of the warrants will therefore potentially lead to the issue of a maximum of 147,995 shares, ie. a maximum dilution of 1.04% of the current number of outstanding shares;
- The bonds are listed on Euronext Paris from the 29 June 2010 under ISIN FR0010891770;
- The warrants will be listed on Euronext Paris from the 30 June 2012 under the ISIN code FR0010891796. They will only be exercisable or transferable from 30 June 2012 to 29 June 2017.

A part of the 2006 Bonds hold by the banks in the Consortium and other holders of 2006 Bonds have been bought back up to a maximum amount corresponding to their effective respective subscription amount to the new issue OBSAAR, issued in June 2010. This repurchase have been made at its par value increased by the amount of accrued interest. Like this, Eurofins has repurchased 53.251 2006 Bonds for an aggregate principal amount of € 70.2m at a unit price per 2006 Bond of EUR 1,320 increased by the amount of accrued interest.

# 7. Stock option plans

Stock options are granted to directors and employees. Movements in the number of share options outstanding are as follows (amounts in thousands):

At end of the period	892
Options expired	-34
Options exercised	-4
Options granted	0
At beginning of the year	930

# 8. Cash and Cash equivalents

€ Thousand	30.06.2010
Cash and cash equivalents - Balance Sheet	155,099
Operational overdrafts	-28,809
Cash and cash equivalents and bank overdrafts at end of period - Cash	
flow	126,290

### 9. Related-party transactions

There are no material changes concerning the related-party transactions (mainly rent) compared to the Note 4.8 in the Annual report.

# 10. Post closing events

After the period end Eurofins concluded a small asset swap to focus its food testing offering in France.

PricewaterhouseCoopers Audit 34, place Viarme BP 90928 44009 Nantes Cedex 1

4, rue Amédée Ménard BP 32532 44325 Nantes Cedex 3

**HLP Audit** 

# STATUTORY AUDITORS' REVIEW REPORT ON THE FINANCIAL INFORMATION FROM JANUARY $1^{\rm ST}$ TO JUNE $30^{\rm TH}$ , 2010

To the Shareholders.

### **EUROFINS SCIENTIFIC SE**

Rue Pierre Adolphe Bobierre Boîte postale 42301 44323 Nantes cedex 3

This is a free translation into English of the Statutory Auditors' review report issued in French and is provided solely for the convenience of English speaking readers. This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.

At your request and as statutory auditors of your company, we hereby report to you on the accompanying condensed interim consolidated financial statements of Eurofins Scientific SE Company for the period January 1<sup>st</sup> to June 30<sup>th</sup>, 2010.

These condensed interim consolidated financial statements are the responsibility of the Company's management. Our role is to express a conclusion on these financial statements based on our review.

We conducted our review in accordance with professional standards applicable in France. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with professional standards applicable in France and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Based on our review, nothing has come to our attention that causes us to believe that the accompanying condensed consolidated financial statements are not prepared, in all material respects, in accordance with IAS 34 - the standard of IFRSs as adopted by the European Union applicable to interim financial information.

Neuilly-sur-Seine and Nantes, August 27, 2010
The Statutory Auditors

PricewaterhouseCoopers Audit

HLP Audit

Benoit PINOCHE

Jacques HERON