



Changes for Danone Board of Directors

February 15, 2011

Danone's Board of Directors, meeting on February 14, 2011, approved resolutions to be submitted to shareholders at the General Meeting on April 28.

Reflecting its commitment to ongoing improvement in governance, and as recommended by its Nomination and Compensation Committee, the Board will propose shareholders to vote on the following changes in its membership:

1. Renewal of the mandates of Messrs. Bruno Bonnell, Bernard Hours, Yoshihiro Kawabata and Jacques Vincent for the statutory period of three years.

The Board has taken note of the wishes of Messrs Michel David-Weill and Jacques Alexandre Nahmias not to renew their current mandates as directors. Speaking on behalf of the entire Board, Franck Riboud expressed deep gratitude for their major contributions to the Board's work.

Mr. Nahmias, who has served on the Board since 1981, will continue to play a significant role at Danone, said Mr. Riboud, in particular through his work with the Daniel and Nina Carasso Foundation.

Mr. David-Weill has made a truly exceptional contribution to Danone since his appointment to the Board in 1970. To ensure that his expertise will remain available to the Group, Franck Riboud proposed that Mr. David-Weill be appointed Honorary Vice Chairman of the Board. This proposal was unanimously approved by the Board.

"The history of this Group and its successes, from our very first diversification into food through to the conquest of emerging markets, are inextricably linked to the strategic insights of Michel David-Weill — insights that have been at once creative, bold and wise," said Mr. Riboud. *"I, personally, owe him an enormous amount, and Danone owes him even more. We are delighted that Michel will remain close to us."*

2. Appointments of Isabelle Seillier and Jean-Michel Severino as directors:

Isabelle Seillier sits on the Board of Directors of Paris Europlace and is Chairman of JP Morgan in France. Through her work at JP Morgan, Ms Seillier has gained an excellent understanding of the consumer goods sector as a whole and of Danone in particular. She will be one of the Board's non-independent directors.

Jean-Michel Severino was a top civil servant with the French Ministry of Finance. He is a member of the Academy of Technology and chairman of the Partenariat Français pour l'Eau. Mr. Severino previously served as Director General of AFD, the French Agency for Development. The Board considers that his knowledge of emerging countries, particularly in Africa, represents an additional and invaluable strength for its work. Mr. Severino meets all criteria to qualify as an independent member of the Board.

The Board noted that these appointments will increase the number of independent directors and women serving on it. It has committed to improving governance by pursuing efforts in both directions through future proposals to General Meetings.

The Board decided that at the close of the General Meeting on April 28, Messrs. Faber and Hours, who are currently Co-Chief Operating Officers at Danone, will also be appointed Vice Chairmen of the Board of Directors.