



FAGE INTERNATIONAL S.A.

**QUARTERLY REPORT
For the Nine and Three Months
Ended September 30, 2016**

November 11, 2016

This report (the “Quarterly Report”) sets forth certain information regarding the financial condition and results of operations of FAGE International S.A. and its subsidiaries (the “FAGE Group”) for the nine and three months ended September 30, 2016. The Quarterly Report includes a review, in English, of the FAGE Group’s unaudited financial information and analysis for the third quarter as well as certain other information.

The following unaudited financial statements in the opinion of the management reflect all necessary adjustments (which include only normal recurring adjustments) necessary for a fair presentation of the FAGE Group’s financial position, results of operations and cash flows for the periods presented.

For a description of accounting policies see Notes to the Consolidated Financial Statements in the FAGE Group’s 2015 Annual Report.

Summary Analysis of Senior Notes Issued by FAGE INTERNATIONAL S.A. and FAGE USA DAIRY INDUSTRY, INC.

On August 3, 2016, FAGE International S.A. (“FAGE International”) and FAGE USA Dairy Industry, Inc. (“FAGE USA” and together with FAGE International, the “Issuers”) issued \$420,000,000 principal amount of their 5.625% Senior Notes due 2026 (the “Senior Notes”) under an indenture, dated as of August 3, 2016 (the “Indenture”), by and among the Issuers, FAGE Dairy Industry S.A. (“FAGE Greece”), as guarantor, The Bank of New York Mellon, acting through its London Branch, as trustee, The Bank of New York Mellon, as paying and transfer agent, and The Bank of New York Mellon (Luxembourg) S.A., as registrar.

The Senior Notes have not been, nor will they be, registered under the U.S. Securities Act of 1933, as amended (the “Securities Act”), or any state securities laws and, unless so registered, may not be offered or sold except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable state securities laws. Accordingly, the Senior Notes were offered and sold only to “Qualified Institutional Buyers” (as defined in Rule 144A under the Securities Act) and pursuant to offers and sales occurring outside the United States within the meaning of Regulation S under the Securities Act. The Indenture is not required to be, nor will it be, qualified under the U.S. Trust Indenture Act of 1939, as amended.

A copy of the Indenture is available from FAGE International upon request. This Quarterly Report is being provided to Holders of the Senior Notes pursuant to Section 4.02 of the Indenture.

FAGE International is a public limited company (*société anonyme*) incorporated under the laws of Luxembourg on September 25, 2012. Its registered office is located at 5 rue des Primeurs, L-2361 Strassen, Grand Duchy of Luxembourg. FAGE International has a share capital of \$1,000,000 and is registered with the Luxembourg Register of Commerce and Companies under number B 171651. FAGE International’s website is fage.eu. The reference to this website is an inactive textual reference only and none of the information contained on this website is incorporated into this Quarterly Report. References to the FAGE Group include, unless the context requires otherwise, FAGE International S.A. and its consolidated subsidiaries (FAGE Dairy Industry S.A., FAGE U.K. Limited, FAGE USA Holdings, Inc., FAGE USA, Corp., FAGE USA Dairy Industry, Inc., FAGE Italia S.r.l. and FAGE Deutschland GmbH). The FAGE Group operates principally in the United States, the Hellenic Republic, also known as Greece, and, through its subsidiaries, elsewhere in Europe.

FAGE USA is a corporation which is organized under the laws of the State of New York and was incorporated on February 17, 2005. Its principal place of business is 1 Opportunity Drive, Johnstown Industrial Park, Johnstown, New York 12095, U.S.A. FAGE USA’s U.S. Employer Identification Number is 83-0419718. FAGE USA is wholly owned by FAGE USA Holdings, Inc., a New York corporation, which in turn is wholly owned by FAGE International.

FAGE Greece is a *société anonyme* which is organized under the laws of the Hellenic Republic and was incorporated on December 30, 1977. Its principal place of business is located at 35 Hermou Street, 144 52 Metamorfossi, Athens, Greece. FAGE Greece’s Greek tax identification number is 094061540.

Following the issuance of the Senior Notes, the Issuers redeemed, on September 2, 2016, all of the \$400.0 million aggregate principal amount of their outstanding 9⁷/₈% Senior Notes due 2020.

INFORMATION REGARDING FORWARD-LOOKING STATEMENTS

This Quarterly Report contains forward-looking statements. The following cautionary statements identify important factors that could cause our actual results to differ materially from those projected in the forward-looking statements made in this Quarterly Report. Any statements that are not statements of historical fact, including statements about our expectations, beliefs, plans, objectives, assumptions or future events or performance, are forward-looking in nature. These forward-looking statements include statements regarding: our financial position; our expectations concerning future operations, strategy, margins, profitability, liquidity and capital resources; other plans and objectives for future operations; and all other statements that are not historical facts. These statements are often, but not always, made through the use of words or phrases such as “will likely result,” “are expected to,” “will continue,” “believe,” “is anticipated,” “estimated,” “intends,” “expects,” “plans,” “seek,” “projection,” “future,” “objective,” “probable,” “target,” “goal,” “potential,” “outlook” and similar expressions. These statements involve estimates, assumptions and uncertainties which could cause actual results to differ materially from those expressed. We have based these forward-looking statements on our current expectations and projections about future events. Although we believe that these statements are based on reasonable assumptions, they are subject to numerous factors, risks and uncertainties that could cause actual outcomes and results to be materially different from those projected. It is also possible that any or all of the events described in forward-looking statements may not occur.

Any forward-looking statements are qualified in their entirety by reference to the factors discussed throughout this Quarterly Report. Among the key factors that may have a direct bearing on our results of operations are:

- risks associated with our high leverage and debt service obligations;
- the impact of restrictive debt covenants on our operating flexibility;
- uncertainties associated with general economic and political conditions in Greece, across Europe and in the United States;
- factors affecting our ability to compete in a competitive market;
- consumer demand for our products and loyalty to our brands;
- prices of raw materials that we use in our products;
- currency exchange rates and their effects on our financial condition, business and results of operations;
- the impact of present or future government regulations affecting our operations in the countries where we operate;
- uncertainties associated with our ability to implement our business strategy, including our expansion in the United States; and
- any event that could have a material adverse effect on our brands or reputation, such as product contamination or protracted quality control difficulties.

Because the risk factors referred to in this Quarterly Report could cause actual results or outcomes to differ materially from those expressed in any forward-looking statements made in this Quarterly Report by us or on our behalf, you should not place undue reliance on any of these forward-looking statements. Further, any forward-looking statement speaks only as of the date on which it is made, and we undertake no obligation to update any forward-looking statement to reflect events or circumstances after the date on which the statement is made or to reflect the occurrence of unanticipated events. New factors will emerge in the future, and it is not possible for us to predict which factors they will be. In addition, we cannot assess the impact of each factor on our business or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those described in any forward-looking statements.

In addition, this Quarterly Report contains certain information concerning the Greek, EU and U.S. markets for dairy products that is forward-looking in nature and is based on a variety of assumptions regarding the ways and trends in which these markets will develop in the future. In certain cases, these assumptions have been derived from independent market research referred to in this Quarterly Report. Some market information is also based on our good

faith estimates or derived from our review of internal surveys and statistics and our own knowledge of market conditions. If any of the assumptions regarding the dairy markets in which we operate are incorrect, actual market results could be different from those predicted. Although we do not know what impact any such differences may have on our business, our future results of operations and financial condition could be materially and adversely affected. Any statements regarding past trends or activities should not be taken as a representation that such trends or activities will continue in the future. Investors are urged to review carefully and consider the various disclosures made in this Quarterly Report that attempt to advise them of the factors affecting our business.

DEFINITIONS

The following terms used in this Quarterly Report have the meanings assigned to them below:

“2015 Senior Notes”	The 7½% Senior Notes due 2015 issued by FAGE International (as successor to FAGE Greece).
“2020 Senior Notes”	The 9⅞% Senior Notes due 2020 issued by FAGE International (as successor to FAGE Greece) and FAGE USA.
“Euro,” “euro,” “EUR” or “€”	Euro, the currency of the European Union member states participating in the European Monetary Union.
“FAGE International”	FAGE International S.A., one of the Issuers of the Senior Notes.
“FAGE Greece”	FAGE Dairy Industry S.A., the Guarantor of the Senior Notes.
“FAGE Group,” “Group,” “we,” “us” and “our”	FAGE International S.A., one of the Issuers of the Senior Notes and its consolidated subsidiaries (including any of their predecessors) described collectively as a corporate group except where the context requires otherwise.
“FAGE USA”	FAGE USA Dairy Industry, Inc., one of the Issuers of the Senior Notes.
“Guarantor”	FAGE Greece.
“IFRS”	International Financial Reporting Standards issued by the International Accounting Standards Board (IASB) and endorsed by the European Union.
“Indenture”	The indenture governing the Senior Notes.
“Issuers”	FAGE International and FAGE USA.
“pounds,” “GBP” or “£”	Pounds sterling, the currency of the United Kingdom.
“Senior Notes”	The \$420,000,000 principal amount of 5.625% Senior Notes due 2026 issued by FAGE International and FAGE USA on August 3, 2016 pursuant to the Indenture.
“U.S. dollar,” “USD,” “\$” or “U.S.\$”	United States dollar, the currency of the United States of America.
“U.S. GAAP”	Accounting principles generally accepted in the United States of America.

PRESENTATION OF FINANCIAL AND OTHER DATA

Internal Restructuring

On October 1, 2012, the FAGE Group completed an internal restructuring designed to enhance the efficiency of its corporate structure and to better reflect the increasingly international nature of our business. As a result of the restructuring, FAGE International S.A. (“Old FAGE Parent”), which was incorporated on September 25, 2012 in Luxembourg and was beneficially owned and controlled by Messrs. Ioannis and Kyriakos Filippou, became the parent company for all of our subsidiaries. Our operations in Greece are conducted through our Greek subsidiary, FAGE Greece (our former parent company). Until September 30, 2014, our operations outside of Greece were conducted through our Luxembourg subsidiary, FAGE Luxembourg.

In connection with the restructuring, Old FAGE Parent became one of the two primary obligors (together with FAGE USA) of the 2020 Senior Notes. FAGE Greece, our principal Greek subsidiary, and FAGE Luxembourg entered into guarantees by which they fully and unconditionally guaranteed the obligations under the 2020 Senior Notes.

On September 30, 2014, Old FAGE Parent merged with and into FAGE Luxembourg. Simultaneously with the merger, FAGE Luxembourg (the surviving company in the merger) changed its name to FAGE International S.A. (“FAGE International”). In connection with the merger, FAGE International has expressly assumed all of the obligations of Old FAGE Parent and became one of the primary obligors of the 2020 Senior Notes.

FAGE International and FAGE USA are the two primary obligors of the Senior Notes. Following the issuance of the Senior Notes on August 3, 2016, the Issuers redeemed, on September 2, 2016, all of the \$400.0 million aggregate principal amount of their outstanding 2020 Senior Notes.

FAGE USA

FAGE USA, one of the Issuers of the Senior Notes, is an indirect, wholly owned subsidiary of FAGE International, the other issuer. FAGE USA is a corporation incorporated in the State of New York that engages in the production and distribution of dairy products. This Quarterly Report does not include separate financial statements for FAGE USA. The financial information of FAGE USA is fully consolidated into our consolidated financial statements, which are included elsewhere in this Quarterly Report.

Financial Information

Unless otherwise indicated, financial information in this Quarterly Report has been presented on a consolidated basis. For periods prior to the restructuring, the consolidated financial statements of the FAGE Group reflect the consolidation of FAGE Dairy Industry S.A. (our former parent company) and its subsidiaries. Beginning with the restructuring on October 1, 2012, the consolidated financial statements of the FAGE Group reflect the consolidation of FAGE International S.A. (both before and after the September 30, 2014 internal merger) and its subsidiaries. The effects of the restructuring on our consolidated financial statements were mainly related to (i) additional operating expenses for FAGE International, (ii) the tax liability for FAGE International and FAGE Luxembourg, (iii) the effect on our consolidated equity of share capital paid in the FAGE Group and certain reclassifications within equity to reflect the new legal structure and (iv) the recognition of a deferred tax asset relating to an increase in the tax basis of our intellectual property that was recognized in connection with the restructuring.

The consolidated financial information for the FAGE Group has been presented as of and for the nine months ended September 30, 2016 and 2015, and presents the consolidated net assets, financial position and results of operations of the FAGE Group during the periods presented. The consolidated financial statements of the FAGE Group have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as endorsed by the European Union. You should read the consolidated financial statements of the FAGE Group included at the end of this Quarterly Report, including the notes thereto (collectively, the “Consolidated Financial Statements”), together with “Management’s Discussion and Analysis of Financial Condition and Results of Operations.” Some financial information in this Quarterly Report has been rounded and, as a result, the numerical figures shown as totals in this Quarterly Report may vary slightly from the exact arithmetic aggregation of the figures that precede them.

The FAGE Group adopted the U.S. dollar as its reporting currency effective October 1, 2012 and FAGE International S.A. adopted the U.S. dollar as its reporting and functional currency effective October 1, 2012. Solely for your convenience, this Quarterly Report contains translations of certain euro amounts into U.S. dollars at specified rates. These U.S. dollar amounts do not represent actual U.S. dollar amounts, nor could such euro amounts necessarily have been converted into U.S. dollars at the rates indicated. Unless otherwise indicated, euro amounts have been

translated into U.S. dollars at the rate of U.S. \$1.1161 per euro, which was the equivalent rate of the euro as reported by the European Central Bank in its foreign exchange rates report as at September 30, 2016.

If you are in the United States or otherwise familiar with U.S. GAAP but not familiar with IFRS, you should consult your own professional advisors for an understanding of the differences between IFRS and U.S. GAAP and how those differences could affect the financial information contained in this Quarterly Report.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying our accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the Consolidated Financial Statements are disclosed in the financial statements.

The Consolidated Financial Statements have been prepared as of and for the nine months ended September 30, 2016 and 2015, and are presented in U.S. dollars rounded to the nearest thousand. The Consolidated Financial Statements have been prepared under the historical cost convention except for available-for-sale financial assets, derivative financial instruments and land, which are measured at fair value.

The accounting policies set out in the notes to the Consolidated Financial Statements have been consistently applied to all periods presented except for changes arising through amendments or revisions to IFRS and the issuance of new accounting pronouncements. The amendments and revisions to IFRS as well as the new accounting pronouncements did not have a material effect on the Consolidated Financial Statements.

Industry Data

This Quarterly Report contains information concerning the U.S. market for yogurt, the Greek dairy market and the dairy markets of certain other countries in which we conduct business. We operate in an industry in which it is difficult to obtain precise industry and market information. We have obtained the market and competitive position data in this Quarterly Report from industry publications and from surveys or studies conducted by third parties that we believe to be reliable, including research information produced by AC Nielsen Retail Measurement Services, a division of The Nielsen Company, for the U.S., Greek and U.K. markets and Information Resources International for the Italian market. We cannot assure you of the accuracy and completeness of such information, and we have not independently verified the market and competitive position data contained in this Quarterly Report. In addition, in many cases, statements in this Quarterly Report regarding the dairy industry and our competitive position in the dairy industry are based on our experience and our own investigation of market conditions. There can be no assurance that any of these assumptions are accurate or correctly reflect our competitive position in the industry, and none of these internal surveys or information have been verified by independent sources, which may have estimates or opinions regarding industry-related information which differ from ours.

ENFORCEABILITY OF CIVIL LIABILITIES

FAGE International is a public limited company (*société anonyme*) incorporated under the laws of Luxembourg and FAGE Greece is organized under the laws of Greece. Certain executive officers and directors of the Issuers and the Guarantor and certain experts named herein presently reside outside of the United States, principally in Greece. As a result, it will be necessary for investors to comply with Luxembourg or Greek law in order to obtain an enforceable judgment against any such foreign resident persons or assets of such entities, including an order to foreclose upon such assets. Although we have agreed under the terms of the Indenture pursuant to which the Senior Notes were issued to accept service of process in the United States by an agent designated for such purpose, it may not be possible for investors to (i) effect service of process within the United States upon our officers, directors and certain experts named herein and (ii) enforce any judgments in the United States against such persons obtained in U.S. courts predicated upon civil liabilities of such persons, including any judgments predicated upon U.S. federal securities laws, to the extent such judgments exceed such person's U.S. assets.

We have been advised by Loyens & Loeff, our Luxembourg counsel, that although there is no treaty between Luxembourg and the United States regarding the reciprocal enforcement of judgments, a valid, final and conclusive judgment against FAGE International obtained from a state or federal court of the United States, which remains in full force and effect, may be enforced through a court of competent jurisdiction in Luxembourg, subject to compliance with the following enforcement procedures (*exequatur*) set out in the relevant provisions of the Luxembourg New Code of Civil Procedure (*Nouveau Code de Procédure Civile*) and Luxembourg case law:

- the foreign court must properly have had jurisdiction to hear and determine the matter, both according to its own laws and to the Luxembourg international private law conflict of jurisdiction rules;

- the foreign court must have applied the law which is designated by the Luxembourg conflict of laws rules or, at least, the order must not contravene the principles underlying those rules (although some first instance decisions rendered in Luxembourg—which have not been confirmed by the Luxembourg Court of Appeal—no longer apply this condition);
- the decision of the foreign court must be enforceable in the jurisdiction in which it was rendered;
- the foreign court has acted in accordance with its own procedural laws;
- the judgment was obtained in compliance with the rights of the defendant (*i.e.*, following proceedings where the defendant had the opportunity to appear, was granted the necessary time to prepare its case and, if the defendant appeared, could present a defense);
- the decision of the foreign court must not have been obtained by fraud; and
- the decisions and the considerations of the foreign court must not be contrary to Luxembourg international public policy rules or have been given in proceedings of a tax, penal or criminal nature (which would include awards of damages made under civil liabilities provisions of the U.S. federal securities laws, or other laws, to the extent that the same would be classified by Luxembourg courts as being of a penal or punitive nature (for example, fines or punitive damages)) or rendered subsequent to an evasion of Luxembourg law (*fraude à la loi*). Ordinarily an award of monetary damages would not be considered as a penalty, but if the monetary damages include punitive damages such punitive damages may be considered as a penalty.

If an original action is brought in Luxembourg, without prejudice to specific conflict of law rules, Luxembourg courts may refuse to apply the designated law (i) if the choice of such foreign law was not made bona fide or (ii) if the foreign law was not pleaded and proved or (iii) if pleaded and proved, such foreign law was contrary to mandatory Luxembourg laws or incompatible with Luxembourg public policy rules. In an action brought in Luxembourg on the basis of U.S. federal or state securities laws, Luxembourg courts may not have the requisite power to grant the remedies sought.

We have been advised by G.S. Kostakopoulos & Associates, Greek counsel to the FAGE Group, that, although there is no treaty between Greece and the United States regarding the reciprocal enforcement of judgments, a valid, final and conclusive judgment for a definite amount (both in respect of principal and interest) against FAGE Greece and/or its officers and directors from a state or federal court of the United States, which judgment remains in full force and effect, may be enforced without a further review on the merits through a court of competent jurisdiction in Greece, subject to compliance with the following enforcement procedures of Articles 323 and 905 of the Greek Code of Civil Procedure:

- the judgment is also enforceable under the laws of the jurisdiction concerned;
- the judgment is not contrary to mandatory provisions of Greek law, the principles of *bonos mores* or public order and international public policy, and the U.S. court has not applied laws held by Greek courts to be of a tax, penal, criminal or punitive nature. On this last point there is no precedent under Greek law; however, there is precedent with lower courts that have refused to declare U.S. judgments awarding punitive damages enforceable in Greece, in circumstances other than under U.S. securities laws, and have reduced the amount of damages enforceable in Greece to a figure deemed in the opinion of the Greek court to be compensatory;
- the judgment was issued by a competent court of the jurisdiction concerned, both according to Greek and U.S. law, and was confirmed by a competent Greek court, pursuant to the general principles of the Greek Code of Civil Procedure;
- it was established that the unsuccessful litigant in the proceedings leading to the judgment had not been deprived of its rights to participate in such proceedings other than by the application of the procedural rules of the jurisdiction concerned that apply to nationals and non-nationals of that jurisdiction; and
- the judgment is not contrary to a previous judgment issued by a competent Greek court involving the same dispute and constituting *res judicata*.

**MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION
AND RESULTS OF OPERATIONS**

Results of Operations for the FAGE Group for the Nine Months Ended September 30, 2016 and 2015

The following table sets forth, for the periods indicated, certain items in the FAGE Group's consolidated statements of profit or loss expressed as percentages of sales:

	Nine months ended September 30,					
	2016			2015		
	Continuing Operations	Discontinued Operations	Total results	Continuing Operations	Discontinued Operations	Total results
Sales.....	100%	100%	100%	100%	100%	100%
Cost of sales.....	(50.0)	(77.0)	(50.4)	(49.8)	(82.5)	(50.9)
Gross profit.....	50.0	23.0	49.6	50.2	17.5	49.1
Selling, general and administrative expenses..	(30.8)	(16.5)	(30.6)	(29.2)	(15.0)	(28.7)
Other income.....	0.2	-	0.2	-	-	-
Other expenses.....	(0.2)	-	(0.2)	(1.4)	(3.0)	(1.5)
Profit from operations.	19.2	6.5	19.0	19.6	(0.5)	18.9
Financial income/(expenses). net.	(11.8)	(0.1)	(11.6)	(6.8)	(0.3)	(6.5)
Impairment loss.....	-	(16.2)	(0.2)	-	-	-
Impairment loss on available for sale financial assets.....	-	-	-	-	-	-
Foreign exchange gains/(losses). net.....	(0.5)	-	(0.5)	0.4	-	0.3
Profit/(loss) before income taxes.....	6.9	(9.8)	6.7	13.2	(0.8)	12.7
Income tax(expense)/benefit	(2.9)	2.9	(2.8)	(4.6)	0.2	(4.4)
Net profit/(loss).....	4.0%	(6.9)%	3.9%	8.6%	(0.6)%	8.3%

Nine months ended September 30, 2016 compared to nine months ended September 30, 2015

Sales. Our sales in value for the nine months ended September 30, 2016 were \$506.5 million, an increase of \$6.3 million, or 1.3%, compared to sales in value of \$500.2 million for the nine months ended September 30, 2015. This resulted from increases in sales in value in the United States, the United Kingdom and Italy by 2.8%, 6.5% and 13.2%, respectively, which were offset by a decrease of 14.6% in sales in value in Greece. Our sales in value in markets outside of Greece, including the United States, collectively increased by 4.7% on average for the nine months ended September 30, 2016, as compared to the nine months ended September 30, 2015.

Our sales in volume for the nine months ended September 30, 2016 decreased by 2.7% as compared to the nine months ended September 30, 2015. This resulted from increases in sales in volume in the United States, the United Kingdom and Italy by 2.1%, 22.3% and 14.1%, respectively, which were offset by a decrease of 28.2% in sales in volume in Greece.

This growth of our sales in value and in volume outside of Greece is attributable to the expansion of our existing product range, the change of our overall product mix towards new higher value products, increasing household penetration and broader distribution.

The main reasons for the decrease in our sales in value and in volume in the Greek market were: first, the sustained economic crisis in Greece, which has worsened since the imposition of capital controls on June 26, 2015, and its impact on consumer demand, second, our decision to reduce sales to less creditworthy clients in an attempt to reduce our credit exposure and third, the fact that the Company no longer sells milk products since May 31, 2016.

Comparing the nine months ended September 30, 2016 with the respective period of 2015, the increase in sales in value (1.3%) compared to the decrease in sales in volume (2.7%) is mainly due to the fact that the decrease in sales of the milk business had a greater impact on sales in volume than sales in value since the selling price per kilogram for milk products is much lower than for other products.

Gross profit. Gross profit for the nine months ended September 30, 2016 was \$251.4 million, an increase of \$5.9 million, or 2.4%, from \$245.5 million for the nine months ended September 30, 2015. Gross profit as a percentage of sales for the nine months ended September 30, 2016 was 49.6%, compared to 49.1% for the nine months ended September 30, 2015. The main reasons for this increase were the change of our overall product mix towards new higher value products and the decrease in the prices of milk used both in the U.S. facility and the Greek facilities by 0.4% and 11.5%, respectively, comparing the nine months ended September 30, 2016 and 2015.

Selling, general and administrative expenses. Selling, general and administrative expenses (“SG&A”) for the nine months ended September 30, 2016 were \$154.8 million, an increase of \$11.0 million, or 7.6%, from \$143.8 million for the nine months ended September 30, 2015. As a percentage of sales, SG&A represented 30.6% for the nine months ended September 30, 2016 and 28.7% for the nine months ended September 30, 2015. This increase is mainly due to the increase in advertising.

Other income/(expenses), net. Net other expenses for the nine months ended September 30, 2016 were \$(0.1) million. Net other expenses for the nine months ended September 30, 2015 were \$(7.4) million, mainly due to write-offs of obsolete equipment.

Profit from operations. Profit from operations for the nine months ended September 30, 2016 was \$96.4 million, an increase of \$2.0 million, or 2.1%, as compared to profit from operations of \$94.4 million for the nine months ended September 30, 2015. As a percentage of sales, profit from operations was 19.0% for the nine months ended September 30, 2016, as compared to 18.9% for the nine months ended September 30, 2015.

Financial income/(expenses), net. Net financial expenses were \$58.8 million for the nine months ended September 30, 2016. Financial expenses for the nine months ended September 30, 2016 included \$13.2 million of early redemption costs for the 2020 Senior Notes and \$13.7 million relating to the write-off of the outstanding balance of the unamortized costs of the issuance of the 2020 Senior Notes. Net financial expenses of the nine months ended September 30, 2015 amounted to \$32.7 million. Financial income/(expenses), net as a percentage of sales was 11.6% for the nine months ended September 30, 2016 and 6.5% for the nine months ended September 30, 2015.

Impairment loss. Impairment loss for the nine months ended September 30, 2016 was \$1.1 million. This is due to the impairment of the assets held for sale related to the milk business. There was no impairment loss for the nine months ended September 30, 2015.

Impairment loss on available for sale financial assets. There was no impairment loss on available for sale financial assets for the nine months ended September 30, 2016. Impairment loss on available for sale financial assets for the nine months ended September 30, 2015 was \$0.07 million.

Foreign exchange (losses)/gains, net. Net foreign exchange losses for the nine months ended September 30, 2016 were \$2.6 million compared to net foreign exchange gains for the nine months ended September 30, 2015 of \$2.0 million.

Profit before income taxes. Profit before income taxes for the nine months ended September 30, 2016 was \$33.9 million, as compared to profit before income taxes of \$63.6 million for the nine months ended September 30, 2015. The main reasons for this decrease were: first, the increase in the financial expenses, second, the foreign exchange losses in the nine months ended September 30, 2016 as compared to the foreign exchange gains in the respective period of 2015 and third, the increase in selling, general and administrative expenses.

Income tax expense. Income tax expense for the nine months ended September 30, 2016 was \$14.4 million, as compared to \$22.0 million for the nine months ended September 30, 2015, primarily due to the decrease in profit before income taxes.

Net profit. Net profit for the nine months ended September 30, 2016 was \$19.5 million, as compared to net profit of \$41.6 million for the nine months ended September 30, 2015. This decrease is mainly due to the increase in financial expenses.

Nine months ended September 30, 2016 compared to nine months ended September 30, 2015: Continuing operations as compared to discontinued operations

Continuing operations. Our sales from continuing operations (milk business excluded) for the nine months ended September 30, 2016 were \$499.6 million, an increase 3.4% or \$16.6 million, as compared to sales of \$483.0 million for the nine months ended September 30, 2015. This increase is mainly due to the increase in sales in volume by 4.9% comparing the two periods. The increase in sales in volume 4.9% is higher than the increase in sales in value

3.4% due primarily to the weakening of the British pound against the U.S. dollar (the respective average exchange rates for the nine months ended September 30, 2016 and 2015 were 1£=1.3801 and 1£=1.5316).

The gross profit of the continuing operations for the nine months ended September 30, 2016 was \$249.8 million, as compared to \$242.5 million for the nine months ended September 30, 2015. Gross profit as a percentage of sales was 50.0% for the nine months ended September 30, 2016 and 50.2% for the nine months ended September 30, 2015. The gross margin in the nine months ended September 30, 2016 was consistent with the nine months ended September 30, 2015, since the increase in gross margins attributable to the decrease in the prices of milk used both in the U.S. facility and the Greek facilities was offset by the weakening of the British pound against the U.S. dollar.

Profit before income taxes for the nine months ended September 30, 2016 was \$34.6 million, as compared to \$63.8 million for the nine months ended September 30, 2015, a decrease of \$29.2 million, or 45.8%. The main reasons for this decrease were: first, the increase in financial expenses, second, the foreign exchange losses in the nine months ended September 30, 2016 as compared to the foreign exchange gains in the respective period of 2015 and third, the increase in selling, general and administrative expenses.

Discontinued operations. Our sales from discontinued operations (milk business) for the nine months ended September 30, 2016 were \$6.9 million, as compared to \$17.2 million for the nine months ended September 30, 2015, a decrease of \$10.3 million, or 59.9%. This decrease is mainly due to the fact that the Company no longer sells milk products since May 31, 2016.

The gross profit of the discontinued operations for the nine months ended September 30, 2016 was \$1.6 million, as compared to \$3.0 million for the nine months ended September 30, 2015. The loss before income taxes for the discontinued operations for the nine months ended September 30, 2016 was \$0.7 million, as compared to a loss before income taxes of \$0.1 million for the nine months ended September 30, 2015, due mainly to the impairment of the assets held for sale relating to the milk business.

Results of Operations for the FAGE Group for the Three Months Ended September 30, 2016 and 2015

The following table sets forth, for the periods indicated, certain items in the FAGE Group's consolidated statements of profit or loss expressed as percentages of sales:

	Three months ended September 30,					
	2016			2015		
	Continuing Operations	Discontinued Operations	Total results	Continuing Operations	Discontinued Operations	Total results
Sales.....	100%	100%	100%	100%	100%	100%
Cost of sales.....	(52.5)	(74.1)	(52.5)	(48.2)	(83.3)	(49.4)
Gross profit.....	47.5	25.9	47.5	51.8	16.7	50.6
Selling, general and administrative expenses....	(28.9)	(103.7)	(28.9)	(26.4)	(14.3)	(26.0)
Other income.....	-	-	-	-	-	-
Other expenses.....	(0.1)	-	(0.1)	(2.1)	(5.5)	(2.2)
Profit from operations....	18.5	(77.8)	18.5	23.3	(3.1)	22.4
Financial income/(expenses), net...	(22.2)	-	(22.2)	(6.5)	(0.2)	(6.3)
Impairment loss.....	-	(3.7)	-	-	-	-
Impairment loss on available for sale financial assets.....	-	-	-	-	-	-
Foreign exchange gains/(losses), net.....	(0.5)	-	(0.5)	(0.7)	-	(0.7)
Profit/(loss) before income taxes.....	(4.2)	(81.5)	(4.2)	16.1	(3.3)	15.4
Income tax(expense)/benefit	(1.9)	(122.2)	(1.9)	(6.1)	1.0	(5.8)
Net profit/(loss).....	<u>(6.0)%</u>	<u>(203.7)%</u>	<u>(6.1)%</u>	<u>10.0%</u>	<u>(2.3)%</u>	<u>9.6%</u>

Three months ended September 30, 2016 compared to three months ended September 30, 2015

Sales. Our sales in value for the three months ended September 30, 2016 were \$167.2 million, a decrease of \$5.4 million, or 3.1%, as compared to sales in value of \$172.6 million for the three months ended September 30, 2015.

This resulted from increases in sales in value in the United States and Italy by 0.1% and 3.5% respectively, which were offset by decreases in sales in value in the United Kingdom and Greece by 2.3% and 23.4%, respectively. Our sales in value in markets outside of Greece, including the United States, collectively increased by 1.3% on average for the three months ended September 30, 2016, as compared to the three months ended September 30, 2015.

Our sales in volume for the three months ended September 30, 2016 decreased by 9.1% as compared to the three months ended September 30, 2015. This resulted from an increase in sales in volume in the United Kingdom and Italy by 20.9% and 8.4%, respectively, which were offset by decrease in sales in volume in the United States and Greece by 0.2% and 46.0%, respectively.

Despite the fact that sales in volume in the United Kingdom in the three months ended September 30, 2016 increased by 20.9% compared to the respective period of 2015, sales in value in the United Kingdom decreased by 2.3% mainly due to the weakening of the British pound against the U.S. dollar (the respective average exchange rates for the three months ended September 30, 2016 and 2015 were 1£=1.3085 and 1£=1.5384).

The growth of our sales in value outside of Greece is attributable to the expansion of our existing product range, the change of our overall product mix towards new higher value products, increasing household penetration and broader distribution.

The main reasons for the decrease in our sales in value and in volume in the Greek market were: first, the sustained economic crisis in Greece, which has worsened since the imposition of capital controls on June 26, 2015, and its impact on consumer demand, second, our decision to reduce sales to less creditworthy clients in an attempt to reduce our credit exposure and third, the fact that the Company no longer sells milk products since May 31, 2016.

Comparing the three months ended September 30, 2016 with the respective period of 2015, the decrease in sales in volume of 9.1% is higher than the decrease in sales in value of 3.1% mainly due to the fact that the decrease in sales of the milk business had a greater impact on sales in volume than sales in value since the selling price per kilogram for milk products is much lower than for other products.

Gross profit. Gross profit for the three months ended September 30, 2016 was \$79.4 million, a decrease of \$7.9 million, or 9.0%, from \$87.3 million for the three months ended September 30, 2015. Gross profit as a percentage of sales for the three months ended September 30, 2016 was 47.5%, compared to 50.6% for the three months ended September 30, 2015. The main reasons for this decrease were the weakening of the British pound against the U.S. dollar and the increase in the prices of milk used in the U.S. facility by 5.8% , which were partially offset by a decrease in the prices of milk used in the Greek facilities by 0.7%, comparing the three months ended September 30, 2016 and 2015.

Selling, general and administrative expenses. SG&A for the three months ended September 30, 2016 were \$48.3 million, an increase of \$3.5 million, or 7.8%, from \$44.8 million for the three months ended September 30, 2015. As a percentage of sales, SG&A were 28.9% for the three months ended September 30, 2016 and 26.0% for the three months ended September 30, 2015. This increase is mainly due to the increase in advertising.

Other income/(expenses), net. Net other expenses for the three months ended September 30, 2016 were \$(0.2) million. Net other expenses for the three months ended September 30, 2015 were \$(3.8) million, mainly due to write-offs of obsolete equipment.

Profit from operations. Profit from operations for the three months ended September 30, 2016 was \$30.9 million, a decrease of \$7.8 million, or 20.2%, as compared to profit from operations of \$38.7 million for the three months ended September 30, 2015. As a percentage of sales, profit from operations was 18.5% for the three months ended September 30, 2016, as compared to 22.4% for the three months ended September 30, 2015. This is mainly due to the decrease in gross profit.

Financial income/(expenses), net. Net financial expenses increased by \$26.0 million from \$10.9 million for the three months ended September 30, 2015 to \$36.9 million for the three months ended September 30, 2016. Financial expenses for the three months ended September 30, 2016 included \$13.2 million of early redemption costs for the 2020 Senior Notes and \$13.7 million relating to the write-off of the outstanding balance of the unamortized costs of the issuance of the 2020 Senior Notes. Financial income/(expenses), net as a percentage of sales was 22.2% for the three months ended September 30, 2016 and 6.3% for the three months ended September 30, 2015.

Impairment loss. Impairment loss for the three months ended September 30, 2016 was \$0.001 million. This is due to the impairment of the assets held for sale related to the milk business. There was no impairment loss for the three months ended September 30, 2015.

Impairment loss on available for sale financial assets. There was no impairment loss on available for sale financial assets for each of the three months ended September 30, 2016 and 2015.

Foreign exchange (losses)/gains, net. Net foreign exchange losses for the three months ended September 30, 2016 were \$(0.9) million, as compared to net foreign exchange losses for the three months ended September 30, 2015 of \$(1.2) million.

Profit/(loss) before income taxes. Loss before income taxes for the three months ended September 30, 2016 was \$7.0 million, as compared to profit before income taxes of \$26.6 million for the three months ended September 30, 2015. This is mainly due to the increase of the financial expenses.

Income tax expense. Income tax expense for the three months ended September 30, 2016 was \$(3.2) million, as compared to \$(10.1) million for the three months ended September 30, 2015.

Net profit/(loss). Net loss for the three months ended September 30, 2016 was \$10.1 million, as compared to net profit of \$16.6 million for the three months ended September 30, 2015. This is mainly due to the increase in financial expenses.

Three months ended September 30, 2016 compared to three months ended September 30, 2015: Continuing operations as compared to discontinued operations

Continuing operations. Our sales from continuing operations (milk business excluded) for the three months ended September 30, 2016 were \$167.2 million, an increase of 0.2%, or \$0.3 million, as compared to sales of \$166.9 million for the three months ended September 30, 2015. This small increase is mainly due to the fact that the increase in sales in volume of the continuing operations by 3.2% for the three months ended September 30, 2016 and 2015, was offset by the weakening of the British pound against the U.S. dollar (the respective average exchange rates for the three months ended September 30, 2016 and 2015 were 1£=1.3085 and 1£=1.5384).

The gross profit of the continuing operations for the three months ended September 30, 2016 was \$79.4 million, as compared to \$86.5 million for the three months ended September 30, 2015. Gross profit as a percentage of sales was 47.5% for the three months ended September 30, 2016 and 51.8% for the three months ended September 30, 2015. This decrease is mainly due to the increase in the prices of milk used in the U.S. facility by 5.8%, which was offset by a decrease of 0.7% in the milk prices used, in the Greek facilities, comparing the three months ended September 30, 2016 and 2015.

Loss before income taxes for the three months ended September 30, 2016 was \$6.9 million, as compared to profit before income taxes of \$26.8 million for the three months ended September 30, 2015, a decrease of \$33.7 million. The main reason for this decrease was the increase in financial expenses and selling, general and administrative expenses.

Discontinued operations. Our sales from discontinued operations (milk business) for the three months ended September 30, 2016 were \$0.03 million, as compared to \$5.6 million for the three months ended September 30, 2015, a decrease of \$5.6 million. This decrease is mainly due to the fact that the Company no longer sells milk products since May 31, 2016.

The gross profit of the discontinued operations for the three months ended September 30, 2016 was \$0.01 million, as compared to \$0.8 million for the three months ended September 30, 2015. The loss before income taxes for the discontinued operations for the three months ended September 30, 2016 was \$0.02 million, as compared to a loss before income taxes of \$0.2 million for the three months ended September 30, 2015.

Liquidity and Capital Resources

Our principal sources of liquidity are existing cash balances, cash flow from operations, debt raised from capital markets (including the Senior Notes) and available amounts under our various lines of credit maintained with several banks. Our principal liquidity needs are debt service, including with respect to the Senior Notes, capital expenditures and working capital. We also use cash from time to time to pay dividends to our shareholders. We believe that our available capital resources will be sufficient to fund our liquidity needs.

Sources of capital. We fund our operating costs through cash from operations and short-term borrowings under various lines of credit. The available credit lines for the FAGE Group as of September 30, 2016 amounted to

\$46.2 million, of which \$35.0 million is provided by Citibank, N.A. in the United States and secured by accounts receivable and certain inventory of FAGE USA Dairy Industry, Inc. and €10.0 million (\$11.2 million equivalent) was provided by a revolving credit line with Alpha Bank in Greece. Out of the available credit lines as of September 30, 2016, the unused portion amounted to \$46.2 million (see Note 18). The available credit lines for the Group as of December 31, 2015 amounted to \$41.5 million.

Cash at banks and cash equivalents as of September 30, 2016 amounted to \$87.0 million compared to \$78.2 million on December 31, 2015 (See Note 15).

We believe that this amount of our cash at banks and cash equivalents (\$87.0 million), together with the lines of credit, is sufficient to finance both the operations and the investment program of the FAGE Group.

Cash flow data

	Nine months ended September 30,	
	2016	2015
	(\$ thousands)	
Cash flow from/(used in) operating activities	95,486	94,821
Cash flow from/(used in) investing activities	(20,197)	(25,530)
Cash flow from/(used in) financing activities	(66,326)	(50,071)
Effect of exchange rates changes on cash	(245)	(7,419)
Cash and cash equivalents at beginning of period	78,247	56,086
Cash and cash equivalents at period-end.....	86,965	67,887

Cash flow from/(used in) operating activities. Net cash from operating activities for the nine months ended September 30, 2016 was \$95.5 million, compared to net cash from operating activities of \$94.8 million for the nine months ended September 30, 2015. This is mainly due to the decrease in the operating profit before working capital changes, which was offset by the decrease in the working capital changes.

Cash flow from/(used in) investing activities. Net cash used in investing activities amounted to \$20.2 million and \$25.5 million for the nine months ended September 30, 2016 and 2015, respectively. Out of the capital expenditures of \$20.3 million in the first nine months of 2016, an amount of \$3.7 million related to capital expenditures (primarily maintenance) for the facilities in Greece and \$16.6 million related to capital expenditures for the expansion of the U.S. facility.

Cash flow from/(used in) financing activities. Net cash used in financing activities for the nine months ended September 30, 2016 was \$66.3 million. This resulted from \$421.1 million of proceeds from short and long-term borrowings, \$411.1 million of repayment of short and long-term borrowings, \$56.3 million of interest paid and \$20.0 million of dividends. Net cash used in financing activities for the nine months ended September 30, 2015 was \$50.1 million, which reflects \$40.1 million of interest paid and \$10.0 million of dividends.

Other Financial Data

EBITDA (net profit/(loss) plus income tax (expense)/benefit, financial income/(expenses), net and depreciation and amortization) for the nine months ended September 30, 2016 amounted to \$116.2 million, as compared to \$119.0 million for the nine months ended September 30, 2015. The reconciliation of net profit to EBITDA is as follows:

	Nine months ended September 30,	
	2016	2015
	(\$ thousands)	
Net profit	19,512	41,607
Income tax expense	14,423	22,013
Financial (income)/expenses, net	58,789	32,722
Depreciation and amortization	23,498	22,659
EBITDA	116,222	119,001

EBITDA serves as an additional indicator of our operating performance and not as a replacement for measures such as cash flows from operating activities and operating income. We believe that EBITDA is useful to investors as a measure of operating performance because it eliminates variances caused by the amounts and types of capital employed and amortization policies and helps investors evaluate the performance of our underlying business.

In addition, we believe that EBITDA is a measure commonly used by analysts and investors in our industry. Accordingly, we have disclosed this information to permit a more complete analysis of our operating performance. Other companies may calculate EBITDA in a different way. EBITDA is not a measurement of financial performance under IFRS and should not be considered an alternative to cash flow provided by or used in operating activities or as a measure of liquidity or an alternative to net profit/(loss) as an indicator of our operating performance or any other measure of performance derived in accordance with IFRS.

The net debt (short-term borrowings plus long-term interest-bearing loans and borrowings less unamortized debt issuance costs, cash and cash equivalents and restricted cash) of the Group as of September 30, 2016 amounted to \$323.1 million, as compared to \$304.6 million as of December 31, 2015.

Principal Risks and Uncertainties for the Remaining Three Months of 2016

Risk assessment and evaluation is an integral part of the management process throughout the FAGE Group. Risks are identified and evaluated and appropriate risk management strategies are implemented at each level. The key business risks are identified by the senior management team. The Board of Directors in conjunction with senior management identifies major business risks faced by the Group and determines the appropriate course of action to manage these risks.

The principal risks and uncertainties faced by the FAGE Group are summarized below:

- first, we are exposed to aggressive competition in the domestic Greek market;
- second, we are exposed to currency exchange rate fluctuations, particularly in relation to the Euro(€) and the U.K. sterling (£);
- third, price fluctuations in raw materials could adversely affect the Group's manufacturing costs; and
- fourth, the current economic crisis could continue to adversely affect consumer spending for the Group's products, particularly in Greece, Italy, the United Kingdom and the United States.

The Board of Directors regularly monitors all of the above risks and appropriate actions are taken to mitigate those risks or address the potential adverse consequences.

Related Party Transactions

The FAGE Group purchases goods and services from and makes sales of goods to certain related companies in the ordinary course of business. Such related companies consist of affiliates or companies, which are controlled by members of the Filippou family.

Account balances with related companies are as follows:

	<u>September 30, 2016</u>	<u>December 31, 2015</u>
	(\$ thousands)	
Due from:		
- Ioannis Nikolou ULP	480	466
- Evga S.A.	29	10
- Agan S.A.	-	3,912
- Hellenic Quality Foods S.A.	-	6,521
- Mornos S.A.	-	2,366
- Alpha Phi S.à r.l.	75	-
- Theta Phi S.à r.l.	75	-
	<u>659</u>	<u>13,275</u>
Due to:		
- Mornos S.A.	179	186
- Vis S.A.	88	18
- Agan S.A.	116	-
- Hellenic Quality Foods S.A.	361	-
- G. S. Kostakopoulos & Associates	1	3
- Alpha Phi S.à r.l.	-	351
- Theta Phi S.à r.l.	-	351
	<u>745</u>	<u>909</u>

Transactions with related companies for the nine months ended September 30, 2016 and 2015, are analyzed as follows:

	Purchases from related parties		Sales to related parties	
	2016	2015	2016	2015
		(\$ thousands)		
Inventories, materials and supplies	35,106	28,598	164	1,234
Advertising and media	-	2,641	-	-
Other services	5,746	5,669	-	-
	40,852	36,908	164	1,234

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AS OF AND FOR THE NINE AND THREE-MONTH PERIODS ENDED SEPTEMBER 30, 2016**

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FAGE INTERNATIONAL S.A.

CONSOLIDATED STATEMENT OF PROFIT OR LOSS
FOR THE NINE-MONTH PERIOD ENDED SEPTEMBER 30, 2016
 (All amounts in thousands of U.S. dollars, except share and per share data)

(UNAUDITED)

Notes	Nine-month period ended September 30,					
	2016			2015		
	Continuing Operations	Discontinued Operations	Total results	Continuing Operations	Discontinued Operations	Total results
Sales	499,552	6,898	506,450	482,976	17,187	500,163
Cost of sales	(249,761)	(5,311)	(255,072)	(240,475)	(14,172)	(254,647)
Gross profit	249,791	1,587	251,378	242,501	3,015	245,516
Selling, general and administrative expenses	(153,666)	(1,138)	(154,804)	(141,181)	(2,580)	(143,761)
Other income	816	-	816	201	-	201
Other expenses	(943)	-	(943)	(7,062)	526	(7,588)
PROFIT/(LOSS) FROM OPERATIONS	95,998	449	96,447	94,459	(91)	94,368
Financial expenses	(58,860)	(8)	(58,868)	(32,693)	(50)	(32,743)
Financial income	77	2	79	21	-	21
Impairment loss	-	(1,116)	(1,116)	-	-	-
Impairment loss on available for sale financial assets	-	-	-	(74)	-	(74)
Foreign exchange gains/(losses), net	(2,607)	-	(2,607)	2,048	-	2,048
PROFIT/(LOSS) BEFORE INCOME TAXES	34,608	(673)	33,935	63,761	(141)	63,620
Income tax (expense)/benefit	(14,618)	195	(14,423)	(22,054)	41	(22,013)
NET PROFIT/(LOSS)	19,990	(478)	19,512	41,707	(100)	41,607
Attributable to:						
Equity holders of the parent	19,990	(478)	19,512	41,707	(100)	41,607
	19,990	(478)	19,512	41,707	(100)	41,607
Earnings/(loss) per share						
Basic and diluted	19.99	0.48	19.51	41.71	(0.10)	41.61
Weighted average number of shares, basic and diluted	1,000,000	1,000,000	1,000,000	1,000,000	1,000,000	1,000,000

The accompanying notes are an integral part of these financial statements.

FAGE INTERNATIONAL S.A.

**CONSOLIDATED STATEMENT OF PROFIT OR LOSS
FOR THE THREE-MONTH PERIOD ENDED SEPTEMBER 30, 2016**
(All amounts in thousands of U.S. dollars, except share and per share data)

(UNAUDITED)

Notes	Three-month period ended September 30,					
	2016			2015		
	Continuing Operations	Discontinued Operations	Total results	Continuing Operations	Discontinued Operations	Total results
Sales	167,187	27	167,214	166,915	5,635	172,550
Cost of sales	(87,802)	(20)	(87,822)	(80,397)	(4,836)	(85,233)
Gross profit	79,385	7	79,392	86,518	799	87,317
Selling, general and administrative expenses	(48,319)	(28)	(48,347)	(44,164)	(660)	(44,824)
Other income	62	-	62	72	-	72
Other expenses	(243)	-	(243)	(3,526)	(316)	(3,842)
PROFIT/(LOSS) FROM OPERATIONS	30,885	(21)	30,864	38,900	(177)	38,723
Financial expenses	(36,983)	(2)	(36,985)	(10,878)	(14)	(10,892)
Financial income	39	2	41	6	-	6
Impairment loss	-	(1)	(1)	-	-	-
Impairment loss on available for sale financial assets	-	-	-	-	-	-
Foreign exchange gains/(losses), net	(889)	-	(889)	(1,204)	-	(1,204)
PROFIT/(LOSS) BEFORE INCOME TAXES	(6,948)	(22)	(6,970)	26,824	(191)	26,633
Income tax (expense)/benefit	(3,119)	(33)	(3,152)	(10,113)	55	(10,058)
NET PROFIT/(LOSS)	(10,067)	(55)	(10,122)	16,711	(136)	16,575
Attributable to:						
Equity holders of the parent	(10,067)	(55)	(10,122)	16,711	(136)	16,575
	(10,067)	(55)	(10,122)	16,711	(136)	16,575
Earnings/(loss) per share						
Basic and diluted	10.07	0.06	10.12	16.71	(0.14)	16.58
Weighted average number of shares, basic and diluted	1,000,000	1,000,000	1,000,000	1,000,000	1,000,000	1,000,000

The accompanying notes are an integral part of these financial statements.

FAGE INTERNATIONAL S.A.

**CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME/LOSS
FOR THE NINE AND THREE-MONTH PERIODS ENDED SEPTEMBER 30, 2016**
(All amounts in thousands of U.S. dollars)

(UNAUDITED)

	Notes	Nine-month period ended September 30,		Three-month period ended September 30,	
		2016	2015	2016	2015
Net profit/(loss) for the period		19,512	41,607	(10,122)	16,575
Other comprehensive income/(loss) to be reclassified to profit or loss in subsequent periods:					
Effect of change of income tax rate on deferred income tax on land revaluation surplus		-	(844)	-	-
Exchange gains/(losses) on translation of foreign operations		3,477	(15,351)	507	148
Net unrealized gains/(losses) on available for sale financial assets		12	100	(11)	(6)
Deferred income taxes on unrealized gains/(losses) on available for sale financial assets		(4)	(29)	3	2
	10	8	71	(8)	(4)
Net other comprehensive income/(loss) to be reclassified to profit or loss in subsequent periods		3,485	(16,124)	499	144
Other comprehensive income/(loss) not to be reclassified to profit or loss in subsequent periods:					
Net actuarial gains		101	78	45	11
Deferred income taxes on net actuarial gains		(29)	(23)	(13)	(4)
		72	55	32	7
Net other comprehensive income not to be reclassified to profit or loss in subsequent periods		72	55	32	7
Other comprehensive income/(loss) for the period, net of deferred income taxes		3,557	(16,069)	531	151
Total comprehensive income/(loss) for the period, net of deferred income taxes		23,069	25,538	(9,591)	16,726
Attributable to:					
Equity holders of the parent		23,069	25,538	(9,591)	16,726
		23,069	25,538	(9,591)	16,726

The accompanying notes are an integral part of these financial statements.

FAGE INTERNATIONAL S.A.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT SEPTEMBER 30, 2016
(All amounts in thousands of U.S. dollars)

	<u>Notes</u>	<u>September 30, 2016</u>	<u>December 31, 2015</u>
		<u>(UNAUDITED)</u>	<u>(AUDITED)</u>
ASSETS			
Non-Current Assets			
Property, plant and equipment		404,701	403,634
Intangible assets		2,358	2,771
Goodwill	9	2,987	3,120
Available for sale financial assets	10	98	96
Other non-current assets	11	693	745
Deferred income taxes		53,457	55,761
Total non-current assets		464,294	466,127
Current Assets:			
Inventories	12	41,475	36,167
Trade and other receivables	13	79,519	76,168
Due from related companies	14	659	13,275
Prepaid income taxes		978	5,318
Available for sale financial assets	10	510	485
Cash and cash equivalents	15	86,965	78,247
Restricted cash	15	-	1,200
Total current assets		210,106	210,860
Assets held for sale	3	4,175	7,626
TOTAL ASSETS		678,575	684,613
EQUITY AND LIABILITIES			
Equity attributable to equity holders of the parent Company			
Share capital		1,000	1,000
Share premium		30,778	50,778
Other reserves		459	459
Land revaluation surplus		37,068	37,068
Reversal of fixed assets statutory revaluation surplus		(44,410)	(44,410)
Legal, tax free and special reserves		37,545	37,545
Retained earnings		123,546	104,034
Other components of equity		(29,358)	(32,915)
Total Equity		156,628	153,559
Non-Current Liabilities			
Interest-bearing loans and borrowings	16	410,083	384,067
Provision for staff retirement indemnities		3,839	3,348
Deferred income taxes		50,393	50,354
Other non-current liabilities		38	43
Total non-current liabilities		464,353	437,812
Current Liabilities:			
Trade accounts payable	17	20,888	37,692
Due to related companies	14	745	909
Short-term borrowings	18	-	-
Income taxes payable		697	11,957
Accrued and other current liabilities	19	33,945	37,307
Total current liabilities		56,275	87,865
Total liabilities		520,628	525,677
Liabilities directly associated with the assets held for sale	3	1,319	5,377
TOTAL EQUITY AND LIABILITIES		678,575	684,613

The accompanying notes are an integral part of these financial statements.

FAGE INTERNATIONAL S.A.
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE NINE-MONTH PERIOD ENDED SEPTEMBER 30, 2016
(All amounts in thousands of U.S. dollars)

	Share capital	Share premium	Land revaluation surplus	Reversal of fixed assets statutory revaluation surplus	Legal, tax free and special reserves	Other reserves	Retained earnings	Unrealized gains/(losses) on available for sale financial assets	Actuarial gains/(losses)	Foreign exchange gains/(losses)	Total equity
Balance December 31, 2015 (audited)	<u>1,000</u>	<u>50,778</u>	<u>37,068</u>	<u>(44,410)</u>	<u>37,545</u>	<u>459</u>	<u>104,034</u>	<u>105</u>	<u>(207)</u>	<u>(32,813)</u>	<u>153,559</u>
Profit for the period	-	-	-	-	-	-	19,512	-	-	-	19,512
Other comprehensive income	-	-	-	-	-	-	-	8	72	3,477	3,557
Total comprehensive income (unaudited)	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>19,512</u>	<u>8</u>	<u>72</u>	<u>3,477</u>	<u>23,069</u>
Dividends	-	(20,000)	-	-	-	-	-	-	-	-	(20,000)
Balance, September 30, 2016 (unaudited)	<u>1,000</u>	<u>30,778</u>	<u>37,068</u>	<u>(44,410)</u>	<u>37,545</u>	<u>459</u>	<u>123,546</u>	<u>113</u>	<u>(135)</u>	<u>(29,336)</u>	<u>156,628</u>

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE NINE-MONTH PERIOD ENDED SEPTEMBER 30, 2015
(All amounts in thousands of U.S. dollars)

	Share capital	Share premium	Land revaluation surplus	Reversal of fixed assets statutory revaluation surplus	Legal, tax free and special reserves	Other reserves	Retained earnings	Unrealized gains/(losses) on available for sale financial assets	Actuarial gains/(losses)	Foreign exchange gains/(losses)	Total equity
Balance December 31, 2014 (audited)	<u>1,000</u>	<u>50,778</u>	<u>37,912</u>	<u>(44,410)</u>	<u>46,334</u>	<u>459</u>	<u>90,502</u>	<u>35</u>	<u>(606)</u>	<u>(12,392)</u>	<u>169,612</u>
Profit for the period	-	-	-	-	-	-	41,607	-	-	-	41,607
Other comprehensive income/(loss)	-	-	(844)	-	-	-	-	71	55	(15,351)	(16,069)
Total comprehensive income/(loss) (unaudited)	<u>-</u>	<u>-</u>	<u>(844)</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>41,607</u>	<u>71</u>	<u>55</u>	<u>(15,351)</u>	<u>25,538</u>
Dividends	-	-	-	-	-	-	(10,000)	-	-	-	(10,000)
Distribution of special reserves	-	-	-	-	(8,887)	-	8,887	-	-	-	-
Increase of legal reserves	-	-	-	-	98	-	(98)	-	-	-	-
Balance, September 30, 2015 (unaudited)	<u>1,000</u>	<u>50,778</u>	<u>37,068</u>	<u>(44,410)</u>	<u>37,545</u>	<u>459</u>	<u>130,898</u>	<u>106</u>	<u>(551)</u>	<u>(27,743)</u>	<u>185,150</u>

The accompanying notes are an integral part of these financial statements.

FAGE INTERNATIONAL S.A.
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE NINE-MONTH PERIOD ENDED SEPTEMBER 30, 2016
(All amounts in thousands of U.S. dollars)
(UNAUDITED)

	Notes	September 30,	
		2016	2015
Profit before income taxes from continuing operations		34,608	63,761
Loss before income taxes from discontinued operations		(673)	(141)
		<u>33,935</u>	<u>63,620</u>
Adjustments to reconcile to net cash provided by operating activities:			
Depreciation and amortization	5	23,498	22,659
Provision for staff retirement indemnities		617	41
Provision for doubtful accounts receivable		425	1,131
Financial income	7	(79)	(21)
Financial expenses	7	58,850	32,723
Interest on financial leasing	7	18	20
(Gain)/loss from valuation of non-current assets on fair value		(46)	24
(Gain)/loss on disposal of property, plant and equipment		51	6,557
Impairment loss on available for sale financial assets		-	74
Impairment loss	3	1,116	-
Operating profit before working capital changes		<u>118,385</u>	<u>126,828</u>
(Increase)/Decrease in:			
Restricted cash		1,200	(1,200)
Inventories		(4,282)	1,716
Trade and other receivables		(2,431)	(9,205)
Due from related companies		12,616	(10,086)
Increase/(Decrease) in:			
Trade accounts payable		(18,134)	(10,953)
Due to related companies		(164)	(5,715)
Accrued and other current liabilities		8,083	11,950
Working capital changes		<u>(3,113)</u>	<u>(23,493)</u>
Income taxes paid		(19,516)	(8,547)
Payment of staff indemnities		(365)	(41)
(Increase)/decrease in other non-current assets		99	74
Increase/(decrease) in other non-current liabilities		(5)	-
Net Cash from Operating Activities		<u>95,486</u>	<u>94,821</u>
Investing Activities:			
Capital expenditure for property, plant and equipment		(20,342)	(25,511)
Additions to intangible assets		(149)	(166)
Proceeds from disposal of property, plant and equipment		215	126
Interest and other related income received	7	79	21
Net Cash used in Investing Activities		<u>(20,197)</u>	<u>(25,530)</u>
Financing Activities:			
Proceeds from short and long-term borrowings		421,073	-
Repayments of short and long-term borrowings		(411,102)	-
Interest paid		(56,297)	(40,071)
Dividends paid to equity holders of the parent		(20,000)	(10,000)
Net Cash used in Financing Activities		<u>(66,326)</u>	<u>(50,071)</u>
Net increase/(decrease) in cash and cash equivalents		8,963	19,220
Effect of exchange rates changes on cash		(245)	(7,419)
Cash and cash equivalents at beginning of period	15	<u>78,247</u>	<u>56,086</u>
Cash and cash equivalents at September 30	15	<u><u>86,965</u></u>	<u><u>67,887</u></u>

Included in the above cash flow statements are the following cash flows from discontinued operations:

	September 30,	
	2016	2015
Net Cash from/(used in) Operating Activities	(833)	813
Net Cash from Investing Activities	-	-
Net Cash from Financing Activities	-	-
	<u>(833)</u>	<u>813</u>

The accompanying notes are an integral part of these financial statements.

FAGE INTERNATIONAL S.A. AND SUBSIDIARIES
NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
AS OF AND FOR THE NINE-MONTH PERIOD ENDED SEPTEMBER 30, 2016

(Amounts in all tables and notes are presented in thousands of U.S. dollars unless otherwise stated)

1. CORPORATE INFORMATION:

FAGE International S.A. (“FAGE International”) is a corporation organized under the laws of the Grand Duchy of Luxembourg on September 25, 2012. Its registered office is located at 5 rue des Primeurs, L-2361 Strassen, Grand Duchy of Luxembourg. FAGE International has a share capital of \$1,000 and is registered with the Luxembourg Register of Commerce and Companies under number B 171645.

References to the Group include, unless the context requires otherwise, FAGE International and its consolidated subsidiaries (FAGE USA Holdings Inc., FAGE USA Corp., FAGE USA Dairy Industry Inc., FAGE U.K. Limited, FAGE Italia S.r.l, FAGE Deutschland GmbH and FAGE Dairy Industry S.A.). FAGE International operates principally in the United States, the Hellenic Republic, also known as Greece and, through its subsidiaries, elsewhere in Europe.

On October 1, 2012, the Group completed an internal restructuring designed to enhance the efficiency of its corporate structure and to better reflect the increasingly international nature of its business.

As a result of the restructuring, FAGE International S.A. (“Old FAGE Parent”) became the parent company for all of the Group’s subsidiaries. Management concluded that, as the beneficial owners of the Group remained the same, the Group with Old FAGE Parent as the parent was a continuation of the Group which had FAGE Dairy Industry S.A. as its parent. Since October 1, 2012, the Group’s operations in Greece are conducted through the Greek subsidiary, FAGE Dairy Industry S.A. (the former parent company). Until September 30, 2014, the Group’s operations outside of Greece were conducted through a Luxembourg subsidiary, FAGE Luxembourg S.A. (f/k/a FAGE Luxembourg S.à r.l.) (“FAGE Luxembourg”).

On September 30, 2014, Old FAGE Parent merged with and into FAGE Luxembourg. Simultaneously with the merger, FAGE Luxembourg (the surviving company in the merger) changed its name to FAGE International S.A.

The Group’s total number of employees as of September 30, 2016 and 2015, was approximately 1,029 and 1,040, respectively.

2. BASIS OF PRESENTATION:

(a) **Basis of Preparation of Financial Statements:** The accompanying interim condensed consolidated financial statements have been prepared under the historical cost convention, except for the valuation of available for sale financial assets and derivative financial instruments and land, which have been measured at fair value. The carrying values of recognized assets and liabilities that are hedged items in fair value hedges that would otherwise be carried at cost are adjusted to record changes in the fair values attributable to the risks that are being hedged. These interim condensed consolidated financial statements have been prepared by management in accordance with IAS 34 (Interim Financial Reporting). The interim condensed consolidated financial statements do not include all the information and disclosure required in the annual consolidated financial statements and should be read in conjunction with the Group’s annual consolidated financial statements as of and for the year ended December 31, 2015. The interim condensed consolidated financial statements are presented in thousands of U.S. dollars, except when otherwise indicated.

(b) **Use of Estimates:** The preparation of financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results may ultimately differ from those estimates.

(c) **Significant Accounting Policies:** The interim condensed consolidated financial statements have been prepared using accounting policies consistent with those adopted for the preparation of the Group’s annual consolidated financial statements as of and for the year ended December 31, 2015 and which are comprehensively presented in the notes of the annual financial statements, except for the adoption of new or amended IFRIC Standards and interpretations effective as of January 1, 2016. These changes are as follows:

• IAS 16 Property, Plant and Equipment and IAS 38 Intangible Assets (Amendment): Clarification of Acceptable Methods of Depreciation and Amortization

The amendment provides additional guidance on how the depreciation or amortization of property, plant and equipment and intangible assets should be calculated. This amendment clarifies the principle in IAS 16 Property, Plant and Equipment and IAS 38 Intangible Assets that revenue reflects a pattern of economic benefits that are generated from operating a business (of which the asset is part) rather than the economic benefits that are consumed

FAGE INTERNATIONAL S.A. AND SUBSIDIARIES
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through use of the asset. As a result, the ratio of revenue generated to total revenue expected to be generated cannot be used to depreciate property, plant and equipment and may only be used in very limited circumstances to amortize intangible assets.

• **IAS 19 Defined Benefit Plans (Amended): Employee Contributions**

The amendment applies to contributions from employees or third parties to defined benefit plans. The objective of the amendment is to simplify the accounting for contributions that are independent of the number of years of employee service, for example, employee contributions that are calculated according to a fixed percentage of salary.

• **IFRS 11 Joint Arrangements (Amendment): Accounting for Acquisitions of Interests in Joint Operations**

IFRS 11 addresses the accounting for interests in joint ventures and joint operations. The amendment adds new guidance on how to account for the acquisition of an interest in a joint operation that constitutes a business in accordance with IFRS and specifies the appropriate accounting treatment for such acquisitions.

• **IAS 27 Separate Financial Statements (amended)**

This amendment allows entities to use the equity method to account for investments in subsidiaries, joint ventures and associates in their separate financial statements and will help some jurisdictions move to IFRS for separate financial statements, reducing compliance costs without reducing the information available to investors.

• **IFRS 10, IFRS 12 and IAS 28: Investment Entities: Applying the Consolidation Exception (Amendments)**

The amendments address three issues arising in practice in the application of the investment entities consolidation exception. The amendments clarify that the exemption from presenting consolidated financial statements applies to a parent entity that is a subsidiary of an investment entity, when the investment entity measures all of its subsidiaries at fair value. Also, the amendments clarify that only a subsidiary that is not an investment entity itself and provides support services to the investment entity is consolidated. All other subsidiaries of an investment entity are measured at fair value. Finally, the amendments to *IAS 28 Investments in Associates and Joint Ventures* allow the investor, when applying the equity method, to retain the fair value measurement applied by the investment entity associate or joint venture to its interests in subsidiaries.

• **IAS 1: Disclosure Initiative (Amendments)**

The amendments to IAS 1 *Presentation of Financial Statements* further encourage companies to apply professional judgment in determining what information to disclose and how to structure such information in their financial statements. The narrow-focus amendments to IAS clarify, rather than significantly change, existing IAS 1 requirements. The amendments relate to materiality, order of the notes, subtotals and disaggregation, accounting policies and presentation of items of other comprehensive income arising from equity accounted investments.

• The IASB issued the **Annual Improvements to IFRSs 2010 – 2012 Cycle**, which is a collection of amendments to IFRSs.

- **IFRS 2 Share-Based Payment:** This improvement amends the definitions of “vesting condition” and “market condition” and adds definitions for “performance condition” and “service condition” (which were previously part of the definition of “vesting condition”).
- **IFRS 3 Business Combinations:** This improvement clarifies that contingent consideration in a business acquisition that is not classified as equity is subsequently measured at fair value through profit or loss whether or not it falls within the scope of IFRS 9 Financial Instruments.
- **IFRS 8 Operating Segments:** This improvement requires an entity to disclose the judgments made by management in applying the aggregation criteria to operating segments and clarifies that an entity shall only provide reconciliations of the total of the reportable segments' assets to the entity's assets if the segment assets are reported regularly.
- **IFRS 13 Fair Value Measurement:** This improvement in the Basis of Conclusion of IFRS 13 clarifies that issuing IFRS 13 and amending IFRS 9 and IAS 39 did not remove the ability to measure short-term receivables and payables with no stated interest rate at their invoice amounts without discounting if the effect of not discounting is immaterial.
- **IAS 16 Property, Plant and Equipment:** The amendment clarifies that when an item of property, plant and equipment is revalued, the gross carrying amount is adjusted in a manner that is consistent with the revaluation of the carrying amount.
- **IAS 24 Related Party Disclosures:** The amendment clarifies that an entity providing key management personnel services to the reporting entity or to the parent of the reporting entity is a related party of the reporting entity.

FAGE INTERNATIONAL S.A. AND SUBSIDIARIES
NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
AS OF AND FOR THE NINE-MONTH PERIOD ENDED SEPTEMBER 30, 2016

(Amounts in all tables and notes are presented in thousands of U.S. dollars unless otherwise stated)

- **IAS 38 Intangible Assets:** The amendment clarifies that when an intangible asset is revalued the gross carrying amount is adjusted in a manner that is consistent with the revaluation of the carrying amount.
- **The IASB issued the Annual Improvements to IFRSs 2012 – 2014 Cycle**, which is a collection of amendments to IFRSs.
 - **IFRS 5 Non-Current Assets Held for Sale and Discontinued Operations:** The amendment clarifies that changing from one of the disposal methods to the other (through sale or through distribution to the owners) should not be considered to be a new plan of disposal, rather it is a continuation of the original plan. There is therefore no interruption of the application of the requirements in IFRS 5. The amendment also clarifies that changing the disposal method does not change the date of classification.
 - **IFRS 7 Financial Instruments: Disclosures:** The amendment clarifies that a servicing contract that includes a fee can constitute continuing involvement in a financial asset. Also, the amendment clarifies that the IFRS 7 disclosures relating to the offsetting of financial assets and financial liabilities are not required in the condensed interim financial report.
 - **IAS 19 Employee Benefits:** The amendment clarifies that market depth of high-quality corporate bonds is assessed based on the currency in which the obligation is denominated, rather than the country where the obligation is located. When there is no deep market for high quality corporate bonds in that currency, government bond rates must be used.
 - **IAS 34 Interim Financial Reporting:** The amendment clarifies that the required interim disclosures must either be in the interim financial statements or incorporated by cross-reference between the interim financial statements and wherever they are included within the greater interim financial report (e.g., in the management commentary or risk report). The IASB specified that the other information within the interim financial report must be available to users on the same terms as the interim financial statements and at the same time. If users do not have access to the other information in this manner, then the interim financial report is incomplete.

(d) Standards issued but not yet effective or early adopted:

- **Clarifications to IFRS 15, Revenue from Contracts with Customers**

The amendments add clarifications in the following areas: (i) identifying performance obligations; (ii) principal versus agent considerations; and (iii) licensing application guidance. The amendments do not change the underlying principles of the standard, rather they clarify and offer some additional transition relief. The amendments introduce additional practical expedients for entities transitioning to IFRS 15 on (i) contract modifications that occurred prior to the beginning of the earliest period presented and (ii) contracts that were completed at the beginning of the earliest period presented. The amendments are effective for annual reporting periods beginning on or after January 1, 2018, with earlier application permitted. The clarifications to IFRS 15 have not been endorsed by the European Union. The Group does not expect that these clarifications will have an impact on its consolidated financial position or results of operations.

- **Amendments to IFRS 2, Share-Based Payment**

The International Accounting Standards Board (IASB) has published final amendments to IFRS 2 “Share-Based Payment” that clarify the classification and measurement of share-based payment transactions. The amendments to IFRS 2 contain clarifications and amendments to:

- the accounting for cash-settled share-based payment transactions that include a performance condition;
- the classification of share-based payment transactions with net settlement features; and
- the accounting for modifications of share-based payment transactions from cash-settled to equity-settled.

The amendments are effective for annual periods beginning on or after January 1, 2018. Earlier application is permitted and the amendments are to be applied prospectively. The amendments to IFRS 2 have not yet been endorsed by the European Union. The Group does not expect that these amendments will have an impact on its consolidated financial position or results of operations.

FAGE INTERNATIONAL S.A. AND SUBSIDIARIES
NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
AS OF AND FOR THE NINE-MONTH PERIOD ENDED SEPTEMBER 30, 2016

(Amounts in all tables and notes are presented in thousands of U.S. dollars unless otherwise stated)

3. ASSETS AND LIABILITIES ASSOCIATED WITH ASSETS HELD FOR SALE:

In December 2015, the Company, in the context of its efforts to improve its profitability, decided to withdraw from the milk business since this operation was highly unprofitable. The Group has commenced negotiations with various companies to sell all of the property, plant and equipment related to the Amyntaio milk facility.

In accordance with IFRS 5 “Non-Current Assets Held for Sale and Discontinued Operations,” property, plant and equipment and goodwill related to the milk business, which have been classified as of December 31, 2015, as held for sale, are carried at the lower of their carrying value (\$9,878) and their fair value less costs to sell (\$4,359). Accordingly, an impairment loss of \$5,600 was recorded in the consolidated statement of profit or loss for the year ended December 31, 2015. Furthermore, the carrying value of goodwill for the Amyntaio facility and inventories of \$2,701 have been impaired by \$2,344 and \$1,318, respectively, and such impairment losses have been recorded in the consolidated statement of profit or loss for the year ended December 31, 2015.

Following management assessment of the carrying value of property, plant and equipment held for sale at September 30, 2016, an impairment loss of \$1,116 has been recorded and is included in the accompanying consolidated statement of profit or loss for the nine-month period ended September 30, 2016.

Assets held for sale and liabilities directly associated with assets held for sale are analyzed as follows:

	<u>September 30,</u> <u>2016</u>	<u>December 31,</u> <u>2015</u>
Assets		
Property, plant and equipment	3,281	4,359
Inventories (Note 12)	375	1,400
Trade and other receivables (Note 13)	514	1,861
Cash and cash equivalents (Note 15)	5	6
Assets held for sale	<u>4,175</u>	<u>7,626</u>
Liabilities		
Provision for staff retirement indemnities	53	292
Deferred taxes	843	1,013
Trade accounts payable (Note 17)	5	1,335
Accrued and other current liabilities (Note 19)	418	2,737
Liabilities directly associated with assets held for sale	<u>1,319</u>	<u>5,377</u>
Net assets directly associated with disposal group	<u>2,856</u>	<u>2,249</u>

4. PAYROLL COST:

Payroll cost in the accompanying interim condensed consolidated financial statements is analyzed as follows:

	<u>September 30,</u> <u>2016</u>	<u>2015</u>
Wages and salaries	34,076	32,540
Social security costs	5,225	4,969
Provision for staff retirement indemnities	365	41
Other staff costs	5,470	4,481
Total payroll	<u>45,136</u>	<u>42,031</u>
Less: amounts charged to cost of production	(25,002)	(22,396)
amounts capitalized to tangible and intangible assets	(317)	(378)
Payroll expensed (Note 6)	<u>19,817</u>	<u>19,257</u>

Amounts paid to directors and executive officers included in payroll are described in Note 6.

FAGE INTERNATIONAL S.A. AND SUBSIDIARIES
NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
AS OF AND FOR THE NINE-MONTH PERIOD ENDED SEPTEMBER 30, 2016

(Amounts in all tables and notes are presented in thousands of U.S. dollars unless otherwise stated)

5. DEPRECIATION AND AMORTIZATION:

Depreciation and amortization in the accompanying interim condensed consolidated financial statements is analyzed as follows:

	September 30,	
	2016	2015
Depreciation of property, plant and equipment	23,021	22,220
Amortization of intangible assets	477	439
Total depreciation and amortization	23,498	22,659
Less: amounts charged to cost of production	(18,765)	(18,004)
Depreciation and amortization expensed (Note 6)	4,733	4,655

6. SELLING, GENERAL AND ADMINISTRATIVE EXPENSES:

Selling, general and administrative expenses in the accompanying consolidated financial statements are analyzed as follows:

	September 30,	
	2016	2015
Shipping and handling costs	38,665	39,318
Advertising costs	63,056	52,127
Third party fees	19,340	20,763
Payroll (Note 4)	19,817	19,257
Depreciation and amortization (Note 5)	4,733	4,655
Repairs and maintenance	954	838
Travelling and entertainment	1,086	929
Allowance for doubtful accounts (Note 13)	425	1,131
Other	6,728	4,743
Total	154,804	143,761

Compensation paid to directors and executive officers for the nine months ended September 30, 2016 and 2015, included in payroll and third party fees, amounted to \$8,346 and \$8,047, respectively. Of these amounts, \$6,146 and \$5,875 have been paid to members of the Filippou family for the nine months ended September 30, 2016 and 2015, respectively.

7. FINANCIAL INCOME AND EXPENSES:

Financial income/(expense) in the accompanying consolidated financial statements is analyzed as follows:

	September 30,	
	2016	2015
Financial expenses on loans and borrowings (Note 16)	(58,240)	(31,890)
Interest on short-term borrowings (Note 18)	(204)	(309)
Finance leasing interest expense	(18)	(20)
Amortization of fees for revolving credit facility	(310)	(267)
Other	(96)	(257)
Total financial expenses	(58,868)	(32,743)
Interest earned on cash at banks and on time deposits (Note 15)	33	17
Other financial income	46	4
Total financial income	79	21
Total financial income/(expense), net	(58,789)	(32,722)

FAGE INTERNATIONAL S.A. AND SUBSIDIARIES
NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
AS OF AND FOR THE NINE-MONTH PERIOD ENDED SEPTEMBER 30, 2016
(Amounts in all tables and notes are presented in thousands of U.S. dollars unless otherwise stated)

8. INCOME TAXES:

In accordance with Luxembourg tax regulations, the corporate tax rate for fiscal year 2016 is 29.2% (2015: 29.2%).

Income tax expense reflected in the accompanying consolidated statements of profit or loss is analyzed as follows:

	<u>September 30,</u>	
	<u>2016</u>	<u>2015</u>
Income taxes:		
Current income tax expense	12,595	16,266
Deferred income tax expense	1,828	5,747
Total income tax reported in the statements of income	<u>14,423</u>	<u>22,013</u>

9. CONSOLIDATED SUBSIDIARIES AND GOODWILL

CONSOLIDATED SUBSIDIARIES

On October 1, 2012, the Group completed an internal restructuring designed to enhance the efficiency of the Group's corporate structure and to better reflect the increasingly international nature of the Group's business.

As a result of the restructuring, Old FAGE Parent, a Luxembourg corporation which was incorporated on September 25, 2012 and was beneficially owned and controlled by Messrs. Ioannis and Kyriakos Filippou, became the parent company for all of the Group's subsidiaries. Management concluded that, as the beneficial owners of the Group remained the same, the group of Old FAGE Parent was a continuation of the FAGE Dairy Industry S.A. group. Since October 1, 2012, the Group's operations in Greece are conducted through the Greek subsidiary, FAGE Dairy Industry S.A. (the former parent company). Until September 30, 2014, the Group's operations outside of Greece were conducted through a Luxembourg subsidiary, FAGE Luxembourg.

In connection with the restructuring, on October 1, 2012, Old FAGE Parent became the primary obligor of the 2015 Senior Notes and one of the two primary obligors (together with FAGE USA Dairy Industry, Inc. ("FAGE USA")) of the 2020 Senior Notes. FAGE Dairy Industry S.A., the principal Greek subsidiary ("FAGE Greece"), and FAGE Luxembourg, the principal subsidiary for the non-Greek operations, entered into new guarantees by which they fully and unconditionally guaranteed the obligations under the 2020 Senior Notes.

On September 30, 2014, Old FAGE Parent merged with and into FAGE Luxembourg. Simultaneously with the merger, FAGE Luxembourg (the surviving company in the merger) changed its name to FAGE International S.A. ("FAGE International"). In connection with the merger, FAGE International expressly assumed all of the obligations of Old FAGE Parent, one of the primary obligors of the 2020 Senior Notes.

The consolidated financial statements as at September 30, 2016 and December 31, 2015 include the financial statements of FAGE International S.A. and its subsidiaries listed below:

FAGE INTERNATIONAL S.A. AND SUBSIDIARIES
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AS OF AND FOR THE NINE-MONTH PERIOD ENDED SEPTEMBER 30, 2016

(Amounts in all tables and notes are presented in thousands of U.S. dollars unless otherwise stated)

	Equity interest		Country of incorporation	
	September 30, 2016	December 31, 2015		
FAGE USA Holdings, Inc. (subgroup analyzed below)	100.0%	100.0%	USA	Holding company of FAGE USA Dairy Industry, Inc., and FAGE USA, Corp.
FAGE Dairy Industry S.A.	100.0%	100.0%	Greece	Greek operating subsidiary with its primary activity being the operation of the Group's Greek production facilities and distribution of its products in Greece.
FAGE Italia S.r.l.	100.0%	100.0%	Italy	Distribution network covering Italy
FAGE U.K. Limited	100.0%	100.0%	United Kingdom	Distribution network covering the United Kingdom
FAGE Deutschland GmbH	100.0%	100.0%	Germany	Distribution network covering Germany

FAGE USA Holdings, Inc. subgroup has the following subsidiaries:

	Equity interest		Country of incorporation	
	September 30, 2016	December 31, 2015		
FAGE USA Dairy Industry, Inc.	100.0%	100.0%	USA	U.S. operating subsidiary with its primary activity being the operation of the Group's U.S. yogurt production facility and the distribution of its products in the U.S.
FAGE USA, Corp.	100.0%	100.0%	USA	U.S. operating subsidiary with its primary activity being the provision of sales and marketing services to FAGE USA Dairy Industry, Inc.

GOODWILL

During December 2015, the Group decided to withdraw from the milk business and sell all of the property, plant and equipment related to the Amyntaio milk facility. In accordance with IFRS 5 "Non-Current Assets Held for Sale and Discontinued Operations", the carrying value of goodwill for Voras S.A. (Amyntaio facility) amounting to \$2,344 was tested for impairment and its carrying value was impaired. An impairment loss was recorded in the consolidated statement of profit or loss for the year ended December 31, 2015.

The carrying value of goodwill reflected in the accompanying consolidated statements of financial position is analyzed as follows:

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	<u>September 30, 2016</u>	<u>December 31, 2015</u>
Foods Hellas S.A. (FAGE Dairy Industry S.A.)	1,446	1,411
FAGE Italia S.r.l.	317	309
FAGE U.K. Limited	1,224	1,400
Total	<u>2,987</u>	<u>3,120</u>

	<u>THE GROUP</u>
Balance at January 1, 2015	5,966
Less: Impairment loss (see Note 3)	(2,344)
Less: Foreign currency remeasurement	(502)
Balance at December 31, 2015	<u>3,120</u>
Less: Foreign currency remeasurement	(133)
Balance at September 30, 2016	<u>2,987</u>

Goodwill is tested annually for impairment in December of each year or more frequently when circumstances indicate that the carrying value maybe impaired. The Group has identified two cash generating units, the European and the U.S.

The annual impairment test for goodwill was based on the value in use approach which was used to determine the recoverable amount of the cash generating units of the Group to which goodwill is allocated. Cash flow projections are based on financial forecasts approved by management covering a five-year period. The pre-tax discount rate applied to cash flow projections was 10.2% and cash flows beyond the five-year period were extrapolated using a 2.0% growth rate, which is the expected average growth rate for the Group's industry.

Management did not identify any impairment at the Group level as a result of this test. As of September 30, 2016, no impairment indications were identified by management.

10. AVAILABLE FOR SALE FINANCIAL ASSETS:

Available for sale financial assets are analyzed as follows:

	<u>September 30, 2016</u>	<u>December 31, 2015</u>
Shares—listed and unlisted:		
Vis S.A. (listed)	335	315
Elbisco Holdings S.A. (unlisted)	175	170
Total Available for Sale Financial Assets in Current Assets	<u>510</u>	<u>485</u>
Shares—unlisted:		
Packing Hellas Development S.A.	98	96
Total Available for Sale Financial Assets in Non-Current Assets	<u>98</u>	<u>96</u>

Available for sale financial assets consist of investments in ordinary and preferred shares and, therefore, have no fixed maturity date or coupon rate.

The above-mentioned investments have been classified as available for sale and are carried at their fair value with the difference in the fair values reflected in other comprehensive income/(loss) to be reclassified to profit or loss in a subsequent period, unless a significant or prolonged decline exists, in which case it is included in the consolidated statement of profit or loss.

For the nine months ended September 30, 2015, gains of \$71 (net of deferred income taxes of \$29) were recognized and reported in equity, while losses of \$74 were recognized and reported in the statement of profit or loss, as it was determined that the related investments had been impaired. For the nine months ended September 30, 2016, gains of \$8 (net of deferred income taxes of \$4) were recognized and reported in equity.

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11. OTHER NON-CURRENT ASSETS:

Other non-current assets are analyzed as follows:

	September 30, 2016	December 31, 2015
Utility deposits	437	420
Other	256	325
	693	745

12. INVENTORIES:

Inventories are analyzed as follows:

	September 30, 2016	December 31, 2015
Merchandise	4,308	3,079
Finished and semi-finished products	13,321	15,304
Raw materials and supplies	24,221	19,184
	41,850	37,567
Less assets classified as held for sale (Note 3)	(375)	(1,400)
	41,475	36,167

13. TRADE AND OTHER RECEIVABLES:

Trade and other receivables are analyzed as follows:

	September 30, 2016	December 31, 2015
Trade:		
—In U.S. dollars	32,924	29,048
—In foreign currencies	37,713	32,963
	70,637	62,011
—Less: allowance for doubtful accounts	(4,409)	(3,856)
	66,228	58,155
Other:		
—Value added tax	6,631	8,764
—Prepaid expenses	592	1,597
—Advances to suppliers	7,156	9,465
—Various debtors	5,915	6,369
	20,294	26,195
—Less: allowance for doubtful accounts	(6,489)	(6,321)
	13,805	19,874
	80,033	78,029
—Less: assets classified as held for sale (Note 3)	(514)	(1,861)
	79,519	76,168

The consolidated statements of profit or loss for the nine-month period ended September 30, 2016 and 2015, reflect a charge of \$425 and \$1,131, respectively, for additional allowance for doubtful accounts.

There was no write-off of accounts receivable during the nine-month period ended September 30, 2016 and 2015.

It is the Group's policy to attach liens against the property of most of its delinquent customers. Due to the prolonged and complex legal procedures in Greece, it is not unusual for the collection process to take three to five years before a case is finalized.

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14. RELATED PARTIES:

The Group purchases goods and services from and makes sales of goods to certain related companies in the ordinary course of business. Such related companies consist of affiliates or companies which have common ownership and/or management with the Group.

Account balances with related companies are as follows:

	<u>September 30, 2016</u>	<u>December 31, 2015</u>
Due from:		
- Ioannis Nikolou ULP	480	466
- Evga S.A.	29	10
- Agan S.A.	-	3,912
- Hellenic Quality Foods S.A.	-	6,521
- Mornos S.A.	-	2,366
- Alpha Phi S.à r.l.	75	-
- Theta Phi S.à r.l.	75	-
	<u>659</u>	<u>13,275</u>
Due to:		
- Mornos S.A.	179	186
- Vis S.A.	88	18
- Agan S.A.	116	-
- Hellenic Quality Foods S.A.	361	-
- G. S. Kostakopoulos & Associates	1	3
- Alpha Phi S.à r.l.	-	351
- Theta Phi S.à r.l.	-	351
	<u>745</u>	<u>909</u>

Transactions with related companies for the nine-month period ended September 30, 2016 and 2015, are analyzed as follows:

	<u>Purchases from related parties</u>		<u>Sales to related parties</u>	
	<u>Nine-month period ended September 30, 2016</u>	<u>2015</u>	<u>Nine-month period ended September 30, 2016</u>	<u>2015</u>
Inventories, materials and supplies				
- Mornos S.A.	12,484	10,454	38	79
- Vis S.A.	2,819	2,293	25	36
- Hellenic Quality Foods S.A.	13,297	-	2	-
- Iofil S.A.	-	10,119	-	-
- Agan S.A.	6,506	5,732	-	-
- Evga S.A.	-	-	39	59
- Ioannis Nikolou ULP	-	-	60	1,060
	<u>35,106</u>	<u>28,598</u>	<u>164</u>	<u>1,234</u>
Advertising and media				
- Iofil S.A.	-	2,641	-	-
	<u>-</u>	<u>2,641</u>	<u>-</u>	<u>-</u>
Other services				
- Alpha Phi	2,700	2,700	-	-
- Theta Phi	2,700	2,700	-	-
- G. S. Kostakopoulos & Associates	233	269	-	-
- Ioannis Nikolou ULP	113	-	-	-
	<u>5,746</u>	<u>5,669</u>	<u>-</u>	<u>-</u>
Total	<u>40,852</u>	<u>36,908</u>	<u>164</u>	<u>1,234</u>

Purchases of inventories, materials and supplies from related parties represent approximately 20% and 13% of the Group's total purchases for the nine-month period ended September 30, 2016 and 2015, respectively.

Advertising, media buying and other services from related parties represent approximately 8% and 14% of the Group's total respective costs for the nine-month period ended September 30, 2016 and 2015, respectively.

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15. CASH AND CASH EQUIVALENTS:

Cash and cash equivalents are analyzed as follows:

	September 30, 2016	December 31, 2015
Cash in hand	140	79
Cash at banks	86,830	78,174
	86,970	78,253
Less assets classified as held for sale (Note 3)	(5)	(6)
	86,965	78,247

Cash at banks earns interest at floating rates based on monthly bank deposit rates. Interest earned on cash at banks and time deposits is accounted for on an accrual basis and amounted to \$33 and \$17 for the nine-month period ended September 30, 2016 and 2015, respectively, and is included in financial income in the accompanying consolidated statements of profit or loss (Note 7).

Cash and cash equivalents for the Group at September 30, 2016, consists of \$40,268 denominated in foreign currencies and \$46,697 in U.S. dollars (\$32,919 and \$45,328, respectively, at December 31, 2015).

Restricted cash for the Group at December 31, 2015 consisted of \$1,200 relating to a line of credit. There was no restricted cash at September 30, 2016.

16. INTEREST BEARING LOANS AND BORROWINGS:

Interest bearing loans and borrowings are analyzed as follows:

	September 30, 2016	December 31, 2015
Senior Notes due 2020	-	400,000
Senior Notes due 2026	420,000	-
Total long-term debt	420,000	400,000
Less: Unamortized issuance costs	(9,917)	(15,933)
	410,083	384,067

In January 2010, the Group completed the issuance of debt securities (2020 Senior Notes) at an aggregate face amount of \$150 million with maturity date on February 1, 2020. The net proceeds of the 2020 Senior Notes, after issuance costs, of approximately \$132.9 million were used to (i) redeem \$26.4 million of the 2015 Senior Notes and \$60.7 million of other long-term debt and (ii) the balance for capital expenditures and other general corporate purposes.

In December 2012, the Group completed the issuance of additional debt securities (2020 Senior Notes) at an aggregate face amount of \$250 million with maturity date on February 1, 2020. The net proceeds of these 2020 Senior Notes (after issuance premium and issuance costs) of approximately \$239.5 million were used to (i) redeem \$138.9 million of the 2015 Senior Notes and the coupon accrued to that date, (ii) repay \$22.6 million of short-term borrowings and (iii) the balance for capital expenditures and other general corporate purposes.

The 2020 Senior Notes bore nominal interest at a rate of 9.875% per annum (effective rate 10.75% per annum), payable semi-annually on each February 1 and August 1 commencing on August 1, 2010. The 2020 Senior Notes were redeemable, in whole or in part, at the option of the Group, at any time on or after February 1, 2015. The indebtedness evidenced by the 2020 Senior Notes constituted a general unsecured senior obligation of FAGE International S.A. and ranked *pari passu* in right of payment with all other senior indebtedness and ranked senior in right of payment to all subordinated indebtedness of FAGE International S.A.

The 2020 Senior Notes Indenture contained certain covenants that, among other things, limited the type and amount of additional indebtedness that may be incurred by FAGE International S.A. and its subsidiaries and imposed certain limitations on investments, loans and advances, sales or transfers of assets, liens, dividends and other payments, the ability of FAGE International S.A. and its subsidiaries to enter into sale-leaseback transactions, certain transactions with affiliates and certain mergers. The Group was in compliance with the terms of the 2020 Senior Notes Indenture as of December 31, 2015.

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On August 3, 2016, the Group completed the issuance of additional debt securities (the Senior Notes) at an aggregate face amount of \$420 million with maturity date on August 15, 2026. The net proceeds of the Senior Notes (after issuance premium and issuance costs) of approximately \$410.0 million were used to redeem all of the outstanding 2020 Senior Notes and the coupon accrued to that date.

The Senior Notes bear interest at a rate of 5.625% per annum, payable semi-annually in arrears on each February 15 and August 15 commencing on February 15, 2017. The Senior Notes are redeemable, in whole or in part, at the option of the Group, at any time on or after August 15, 2021. The indebtedness evidenced by the Senior Notes constitutes a general unsecured senior obligation of FAGE International S.A. and ranks *pari passu* in right of payment with all other senior indebtedness and ranks senior in right of payment to all subordinated indebtedness of FAGE International S.A.

The Senior Notes Indenture contains certain covenants that, among other things, limit the type and amount of additional indebtedness that may be incurred by FAGE International S.A. and its subsidiaries and impose certain limitations on investments, loans and advances, sales or transfers of assets, liens, dividends and other payments, the ability of FAGE International S.A. and its subsidiaries to enter into sale-leaseback transactions, certain transactions with affiliates and certain mergers. The Group was in compliance with the terms of the Senior Notes Indenture as of September 30, 2016.

Finance expenses on the Group's interest-bearing loans and borrowings for the nine-month period ended September 30, 2016 and 2015, amounted to \$58,240 and \$31,890, respectively, and are included in financial expenses in the accompanying consolidated statements of profit or loss (Note 7).

The annual principal payments required to be made on all loans subsequent to September 30, 2016 and December 31, 2015 are as follows:

	September 30, 2016	December 31, 2015
2 – 5 years	-	400,000
More than 5 years	420,000	-
	420,000	400,000

17. TRADE ACCOUNTS PAYABLE:

Trade accounts payable are analyzed as follows:

	September 30, 2016	December 31, 2015
Suppliers in U.S. dollars	12,513	21,193
Suppliers in other currencies	8,380	17,834
	20,893	39,027
Less liabilities classified as held for distribution (Note 3)	(5)	(1,335)
	20,888	37,692

18. SHORT-TERM BORROWINGS:

Short-term borrowings are draw-downs under various lines of credit maintained by the Group with several banks. The use of these facilities is presented below:

	September 30, 2016	December 31, 2015
Credit lines available	46,161	41,532
Unused credit lines	(46,161)	(41,532)
Short-term borrowings	-	-

The weighted average interest rates on short-term borrowings for the nine-month period ended September 30, 2016 and 2015, were 3.11% and 2.40%, respectively.

Interest on short-term borrowings for the nine-month period ended September 30, 2016 and 2015, totaled \$204 and \$309 respectively, for the Group and is included in interest expense in the accompanying consolidated statements of profit or loss (Note 7). Amortization of fees for the revolving credit facility of FAGE USA Dairy Industry, Inc. for the nine-month period ended September 30, 2016 and 2015, amounted to \$310 and \$267 respectively, and is included in interest expense in the accompanying consolidated statements of profit or loss (Note 7).

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The available credit lines for the FAGE Group as of September 30, 2016 amounted to \$46,161 of which \$35,000 was provided by Citibank, N.A. in the United States and secured by accounts receivable and certain inventory of FAGE USA Dairy Industry, Inc. and \$11,161 was provided by a revolving credit line with Alpha Bank in Greece.

19. ACCRUED AND OTHER CURRENT LIABILITIES:

The amount reflected in the accompanying consolidated statements of financial position is analyzed as follows:

	September 30, 2016	December 31, 2015
Taxes withheld:		
Payroll	508	937
Third parties	365	10
Milk producers	6	5
Other	144	1,043
	<u>1,023</u>	<u>1,995</u>
Advances from customers	557	2,943
Accrued interest	2,730	16,491
Social security funds payable	915	1,217
Accrued and other liabilities	29,138	17,398
	<u>32,783</u>	<u>35,106</u>
Total	34,363	40,044
Less liabilities classified as held for sale (Note 3)	(418)	(2,737)
	<u>33,945</u>	<u>37,307</u>

20. SEGMENT INFORMATION:

The Group produces dairy products and operates primarily in the United States, Greece and other European countries. Due to the nature of the products and the manner in which they are marketed to customers, the business is operated and managed as one business segment distinguished between the European operations and the U.S. operations. Accordingly, no operating results by individual or group of products are produced and neither are the Group's assets and liabilities analyzed by various product groups. Intra-segment balances and transactions have been eliminated on consolidation.

Segment information for the nine-month period ended September 30, 2016 and 2015, is analyzed as follows:

	Nine-month period ended September 30, 2016			
	European operations	U.S. operations	Eliminations	Consolidated
Revenues				
Net sales to external customers	181,648	324,802	-	506,450
Inter-segment sales	133,622	-	(133,622)	-
Segment revenues	<u>315,270</u>	<u>324,802</u>	<u>(133,622)</u>	<u>506,450</u>
Results				
Profit/(loss) before income taxes	(29,641)	63,576	-	33,935
Segment result net profit/(loss)	<u>(32,831)</u>	<u>52,343</u>	<u>-</u>	<u>19,512</u>
Other segment information:				
Capital expenditures:				
Tangible and intangible fixed assets	3,937	16,554	-	20,491
Depreciation and amortization	<u>7,536</u>	<u>15,962</u>	<u>-</u>	<u>23,498</u>
Financial expenses	27,803	31,065	-	58,868
Income tax expense	<u>3,190</u>	<u>11,233</u>	<u>-</u>	<u>14,423</u>

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	Nine-month period ended September 30, 2015			
	European operations	U.S. Operations	Eliminations	Consolidated
Revenues				
Net sales to external customers	184,310	315,853	-	500,163
Inter-segment sales	109,920	-	(109,920)	-
Segment revenues	<u>294,230</u>	<u>315,853</u>	<u>(109,920)</u>	<u>500,163</u>
Results				
Profit before income taxes	21,509	42,111	-	63,620
Segment result net profit	<u>14,258</u>	<u>27,349</u>	<u>-</u>	<u>41,607</u>
Other segment information:				
Capital expenditures:				
Tangible and intangible fixed assets				
Depreciation and amortization	3,792	21,885	-	25,677
	<u>8,342</u>	<u>14,317</u>	<u>-</u>	<u>22,659</u>
Financial expenses	16,223	16,520	-	32,743
Income tax expense	<u>7,250</u>	<u>14,763</u>	<u>-</u>	<u>22,013</u>

The following table presents segment assets and liabilities of the Group as at September 30, 2016 and December 31, 2015.

September 30, 2016	European operations	U.S. operations	Eliminations	Consolidated
Segment assets	<u>392,090</u>	<u>387,244</u>	<u>(100,759)</u>	<u>678,575</u>
Segment liabilities	<u>399,018</u>	<u>222,369</u>	<u>(100,759)</u>	<u>520,628</u>
December 31, 2015				
Segment assets	<u>371,228</u>	<u>412,711</u>	<u>(99,326)</u>	<u>684,613</u>
Segment liabilities	<u>324,917</u>	<u>300,086</u>	<u>(99,326)</u>	<u>525,677</u>

21. CONTINGENCIES AND COMMITMENTS:

(a) Litigation and claims:

- (i) From time to time, lawsuits have been filed against FAGE Dairy Industry S.A. by milk producers claiming damages and loss of income due to alleged violations of the rules of Greek anti-trust law relating to the Company's case with the Hellenic Competition Commission, which was irrevocably closed in 2013. There are currently two of these lawsuits pending against FAGE Dairy Industry S.A. before Greek Courts of First Instance, which the Company believes are entirely without merit. The claims of the foregoing plaintiffs so far have been rejected.
- (ii) The Group is involved in various other legal proceedings incidental to the conduct of its business. Management does not believe that the outcome of any of these other legal proceedings will have a material adverse effect on the Group's financial condition or results of operations. The Group maintains product liability insurance that it believes is adequate at the present time in light of the Group's prior experience.

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(b) Commitments:

(i) Operating Lease Commitments:

As of September 30, 2016 and 2015, the Group has entered into a number of operating lease agreements relating to the rental of buildings and transportation equipment, most of which expire on various dates through 2020.

Rental expense included in the accompanying consolidated statements of profit or loss for the nine-month period ended September 30, 2016 and 2015, amounted to \$2,098 and \$1,946, respectively.

Future undiscounted minimum rentals payable under non-cancelable operating leases as at September 30, 2016 and December 31, 2015, are as follows:

	<u>September 30, 2016</u>	<u>December 31, 2015</u>
Within one year	953	969
1-5 years	2,174	2,590
Over 5 years	-	253
Total	<u>3,127</u>	<u>3,812</u>

(ii) Finance Lease Commitments:

As of September 30, 2016, the Group has entered into finance leases covering packaging machinery at its facility in Amyntaio, Greece. Future undiscounted minimum lease payments under finance leases together with the present value of the net minimum lease payments are as follows:

	<u>September 30, 2016</u>		<u>December 31, 2015</u>	
	<u>Minimum payments</u>	<u>Present value of payments</u>	<u>Minimum payments</u>	<u>Present value of payments</u>
Within one year	57	48	111	90
1-5 years	302	302	323	319
Total minimum lease payments	359	350	434	409
Less amounts representing finance charges	(9)	-	(25)	-
Present value of minimum lease payments	<u>350</u>	<u>350</u>	<u>409</u>	<u>409</u>

(iii) Letters of Guarantee:

At September 30, 2016 and December 31, 2015, the Group had outstanding bank letters of guarantee in favor of various parties amounting to \$343 and \$1,280, respectively. Such guarantees have been provided for the good execution of agreements and for participation in the related biddings.

(iv) Investment in USA:

To meet increasing demand in the U.S. market, the Group is engaged in expanding its production and warehouse capacity. The Group has signed agreements with various suppliers and contractors related to this expansion. Future minimum amounts payable under these agreements as at September 30, 2016 amounted to \$19,638, all of which are due within the next fifteen months. Of the total future amounts payable, \$13,919 is denominated in Euro.

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22. RISK MANAGEMENT OBJECTIVES AND POLICIES

- a) **Credit Risk:** The Group's maximum exposure to credit risk, due to the failure of counterparties to perform their obligations as at September 30, 2016 and December 31, 2015, in relation to each class of recognized financial assets, is the carrying amount of those assets as indicated in the accompanying consolidated statement of financial position. Concentrations of credit risks are limited with respect to receivables due to the large number of customers comprising the Group's customer base. The Group generally does not require collateral or other security to support customer receivables. There was no customer that accounted for more than 10% of the Group's revenue or receivables.
- b) **Financial Instruments:** Set out below is a comparison by category of carrying amounts and fair values of all of the financial instruments that are carried in the interim condensed consolidated financial statements:

	Carrying amount		Fair value	
	September 30, 2016	December 31, 2015	September 30, 2016	December 31, 2015
<i>Non financial assets:</i>				
Land	43,336	43,330	43,336	43,330
<i>Financial assets:</i>				
Cash and cash equivalents	86,965	78,247	86,965	78,247
Restricted cash	-	1,200	-	1,200
Available-for-sale investments	608	581	608	581
Trade and other receivables	79,519	76,168	79,519	76,168
Due from related parties	659	13,275	659	13,275
<i>Financial liabilities:</i>				
Short-term borrowings	-	-	-	-
Interest-bearing loans and borrowings:				
Fixed-rate borrowings	410,083	384,067	433,650	415,500
Due to related parties	745	909	745	909

Fair value hierarchy

The Group uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuing technique:

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level 3: techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data.

	Fair value		Fair value hierarchy
	September 30, 2016	December 31, 2015	
<i>Financial assets:</i>			
Available-for-sale investments	335	315	Level 1
Available-for-sale investments	273	266	Level 2
<i>Financial liabilities:</i>			
Fixed-rate borrowings	433,650	415,500	Level 1