Annual Report 2010

Amsterdam Commodities N.V.

ACOMO

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ACOMO


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olive oil
lime juice
spoon balsamic
dried

Contents

Main points 2010

Acquisitions and excellent trading boost Acomo results

- Sales € 375 million (2009: € 165 million)
- Profit from recurring operations € 18.2 million (2009: € 10.5 million)
- Net profit € 15.5 million (2009: € 10.5 million)
- Net earnings per share (basic) € 0.865 (2009: € 0.645)
- Proposed total dividend € 0.50 per share (2009: € 0.40)
- Proposed final dividend € 0.39 per share

The 2010 result reflects:

- Active commodity markets and high prices
- Record performance Catz International
- May 2010: acquisition Tea and Seeds businesses of N.V. Deli Maatschappij
- June 2010: divestment 42.5% participation in rubber trade RCA
- September 2010: acquisition King Nuts & Raaphorst
- December 2010/January 2011: 100% conversion of convertible bonds

Group strategy and financial objectives

Group strategy: Focus on Food

The Group trades and distributes food raw materials and ingredients for the food industry. Acomo endeavours to optimize the creation of long-term value of and within its subsidiaries and through acquisitions. We seek to grow and diversify our activities in the trade and distribution of (preferably) niche commodities and ingredients for the food industry.

To achieve these goals, two parallel avenues are actively being pursued: firstly organic growth within the trading subsidiaries, by diversifying the product assortment, integration in the value chain and by strengthening ties with suppliers and customers worldwide; secondly partnerships and mergers with, and acquisitions of other profitable trading companies with a successful management track record, immediately contributing to the earnings per share of the Company. Our selection criteria are strict because we do not want to compromise the high profitability of the existing activities and the other achievements and values of the Group.

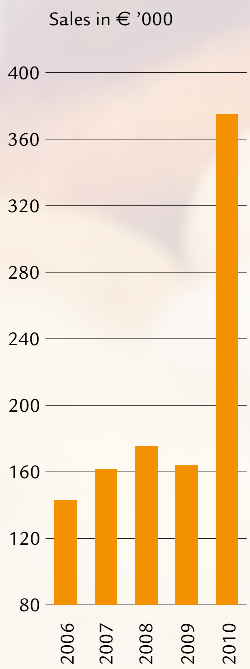
Financial objectives

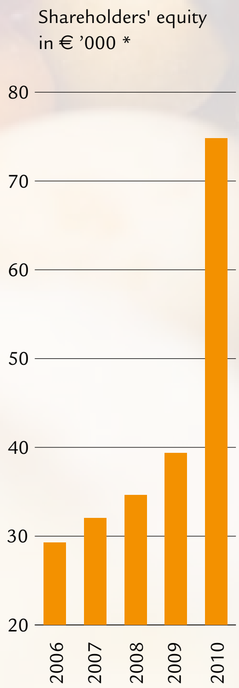
Among the financial objectives of the Company and its subsidiaries are:

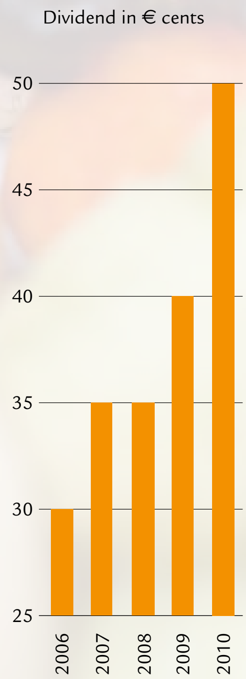
- achieving, in the long-term, net annual profits in excess of 15% of shareholders' equity;
- achieving consistent growth of dividends paid to shareholders;
- safeguarding and strengthening the capacity to generate future profits by maintaining a strong balance sheet and sound financial ratio's.

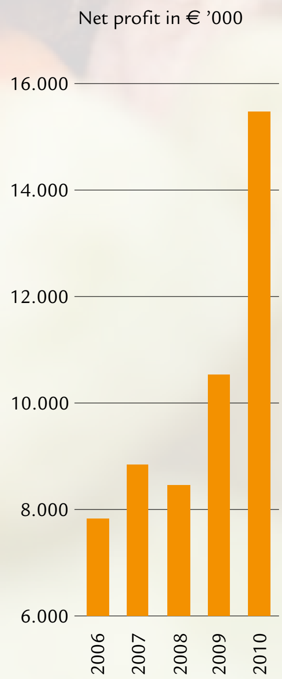
Key figures

in € '000	2010	2009
Consolidated figures		
Sales	**374 908**	164 519
Gross profit	**60 260**	23 628
Operating income (EBIT)	**29 703**	13 138
Financial result	**(3 162)**	55
Share of profit of associates	**-**	635
Tax	**(8 310)**	(3 296)
Net profit from recurring operations	**18 231**	10 532
Loss on divestment (net)	**(2 755)**	-
Net profit	**15 476**	10 532
Shareholders' equity	**74 802**	39 382
Total guaranteed capital	**94 704**	39 382
Total assets	**238 600**	71 892
Ratios		
Shareholders' equity as % of total assets	**31.4%**	54.8%
Total guaranteed capital as % of total assets	**39.7%**	54.8%
Return from recurring operations on average shareholders' equity	**31.9%**	28.4%
Dividend pay-out ratio on recurring profit	**57.8%**	62.0%
Dividend return as % of average share price	**6.6%**	9.5%





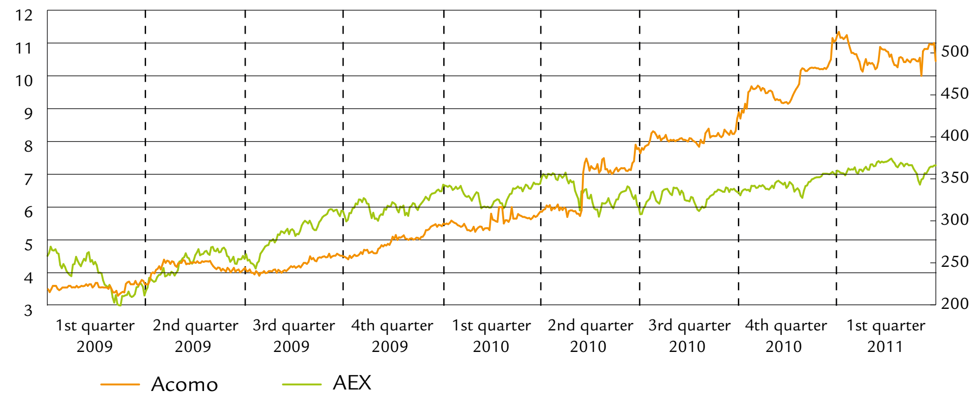




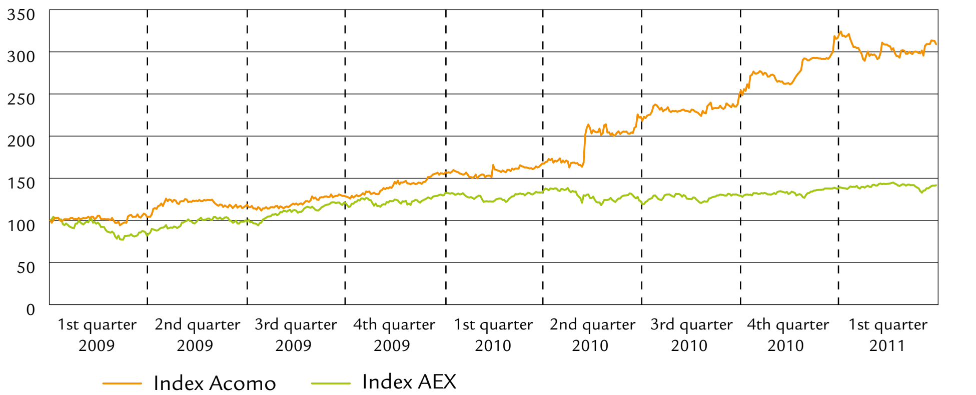
* Before proposed final dividend

Share performance

Share price Acomo in € / AEX index



Index Acomo / AEX



Acomo corporate governance structure

Activities of the Group

Amsterdam Commodities is an international group of companies, active in the worldwide trade and distribution of food raw materials and ingredients for the food industry.

Role of the Company

The Company is the financial holding company of the trading subsidiaries. Its main tasks are:

- to manage the portfolio of subsidiaries;
- to manage and control the risks of the activities;
- to set and implement the strategy of the Group, including merger-, acquisition- and divestment activities;
- to ensure the financing of the Group's strategy and its trading operations;
- to assist its subsidiaries with financial, legal, accounting, tax and other advice.

Role of the subsidiary trading companies

The subsidiaries perform the trading activities of the Group, in their own name and for their own account. They operate fully autonomously under the responsibility of their own management and financial control. Specific trading guidelines and risk limits are in place per product and activity and each subsidiary is supervised by its own supervisory board which can include members of the Supervisory Board and/or Management Board of the Company.

Shareholders' information

Data per share (in €)	2010	2009	2008	2007	2006
Per ordinary share of € 0,45					
Net profit (basic)	**0.865**	0.645	0.535	0.541	0.479
Dividend in cash	**0.50**	0.40	0.35	0.35	0.30
Shareholders' equity at year-end	**3.66**	2.41	2.14	1.96	1.79
Stock price					
Year-end	**11.08**	5.42	3.40	4.25	3.88
High	**11.15**	5.48	5.10	4.96	3.90
Low	**5.25**	3.30	3.00	3.89	3.47
Price/Earnings ratio – year-end	**12.9**	8.4	6.4	7.9	8.1
Dividend/Price at year-end	**4.5%**	7.4%	10.3%	8.2%	7.7%

Capital interest

5% shareholdings (latest information based on total issued shares as at 31st March 2011)

Mont Cervin Sarl.	15.77%
Red Wood Trust	10.66%
Drs. F.L. van Delft	7.60%
Todlin N.V.	5.24%
Expoitatiebedrijf Westerduin B.V.	5.01%
Monolith Investment Management B.V.	5.00%
	49.28%
Free float	50.72%
Total	100.00%

Number of shares

Acomo shares are listed at NYSE Euronext (Amsterdam) and are included in the AScX index since 21st March 2011. The average number of issued shares in 2010 and at year-end was as follows:

	2010	2009
At year-end	20 412 673	16 334 866
Average	17 894 221	16 334 866
At 31st March 2011	23 247 576	-
Fully diluted	23 428 502	16 334 866

In 2010, the total number of Acomo shares traded was 8 090 226, or on average 31 357 per day. This represents 45% of the average number of issued shares. The market capitalization at year-end amounted to € 226.2 million (2009: € 88.5 million). The average share price in 2010 was € 7.54.


Cook on low heat
nuts become coated.
and bake in 300° F.

Supervisory Board

B. Stuivinga, Chairman
(1956), Dutch
Member of the Supervisory Board since 2002, reappointed in 2010, resigns in 2016.
Tax lawyer and attorney-at-law, partner of Greenberg Traurig LLP in Amsterdam.

N.W. de Kanter
(1940), Dutch
Member of the Supervisory Board since 1999, resigns in 2011.
Previously CFO of Koninklijke Nedlloyd N.V.
Member of the Supervisory Board of COVA.

Y. Gottesman
(1952), British
Member of the Supervisory Board since 2002, resigns in 2012.
Director-shareholder of various companies (private equity investor).

W. Boer
(1948), Dutch
Member of the Supervisory Board since 2004, resigns in 2013.
Member of the Supervisory Board of Hoogwegt Groep B.V.
Previously director Hoogwegt Groep B.V.

Profile of the Supervisory Board
The composition of the Supervisory Board of the Company is aimed at its proper functioning in the specific corporate governance structure of the Group, particularly taking into account the close relations between the Supervisory Board and the Management Board of the Company and the management of its subsidiaries.
In view of this perspective, experience and expertise in the areas where the Group is active are the most important criteria. Experience in international business and proven managerial skills, preferably in commodities trading, are required. Specific expertise in financial, economic and (Dutch) social matters needs to be present, as well as affinity with international trade and client focus. In the manner of its composition, the Supervisory Board seeks to group a variety of experts who complement each other and provide a good balance of ages. A conscious attempt is made to appoint several Board members who are still fully active, particularly in the business community. The Supervisory Board shall, to the maximum possible extent, take the above guidelines into account when considering appointments to the Board.

Management Board

S.G. Holvoet
(1956), Belgian
Managing Director since 1999
Previously Group financial controller and CFO (since 1988).

J. ten Kate
(1962), Dutch
CFO since 1 July 2010
Previously audit partner at PwC.


gredients:
utter, room temperature
3 1/4-inch-thick diagonal baguette bread
3 tablespoons chopped toasted walnuts
3 ounces Gorgonzola cheese, crumble
3 tablespoons finely chopped arugula
Arugula leaves

Report of the Supervisory Board

General

We present to you the annual report of Amsterdam Commodities N.V. (Acomo) for the financial year 2010 as well as the Managing Director's report. The Supervisory Board (the 'Board') has approved the annual report 2010. The annual report has been audited by BDO Audit & Assurance B.V. We refer to their unqualified autitor's report on page 82.

We are in agreement with the financial statements 2010 and propose to you:

i. to approve and adopt the 2010 statements as presented;
ii. to accept the appropriation of the result proposed by the management and approved by the Board and to pay a dividend of € 0.50 per share in cash over 2010 – in view of the results of the Company in 2010. Taking into account the interim dividend of € 0.11 paid in September 2010, the proposed dividend will result in the payment of a final dividend of € 0.39 per share;
iii. to approve the proposal of discharge presented to the General Meeting of Shareholders.

Functioning of the Board

The task of the Board is to supervise the management and the general course of affairs within the Company. It supports the management with advice. In the fulfillment of its task, the Board looks in the first place at the interests of the Company, taking into consideration the fair interests of all parties concerned.
The supervision of the Board includes following aspects: realization of the Company's objectives and strategy, the risks related to the Company's activities, the process of financial reporting, observance of laws and regulations and the relations with the shareholders.
Further rules regarding meetings, decision-making and working procedures are defined in the Articles of Association and the Rules of Conduct of the Board of Acomo. Both documents are published on Acomo's website under "Corporate Governance" (www.acomo.nl/about-acomo/corporate-governance).

In memoriam

In February 2011 our former Managing Director and Chairman of the Supervisory Board Dov Gottesman passed away. Born on 1st May 1929, he emigrated from Vienna with his parents to Palestine in 1932. There he started his successful career as trader. Together with his wife Rachel he had 3 sons, amongst whom Mr Yoav Gottesman is a member of this Board since 2002. In 1982 Dov Gottesman took over the Rubber Cultuur Maatschappij 'Amsterdam' (now: Acomo). During more than 20 years he has given his best in the interest of the Company. We will remember him as a great man. His personality, business views and inspiring leadership will always be an example for us.

Activities

Results Firstly, we thank the managements and staff of Acomo and its trading subsidiaries for their efforts and the achieved results. 2010 was, in many aspects, an important year for our Group. The existing subsidiaries managed to maintain their previous year's good performance and Catz International even managed to improve its historic record result.

Acquisitions With the acquisition of Van Rees Group (tea), Red River Commodities Group (edible seeds) and King Nuts & Raaphorst (nuts and rice crackers), Acomo has made important steps in the execution of its strategy to grow and diversify the trade and distribution activities of food commodities and ingredients for the food industry. The acquired companies fit seamlessly into Acomo's culture. Through these acquisitions, Acomo has substantially diversified its activities and has created a platform to further enlarge its profit capacity. The take-over of Van Rees Group, Red River Commodities Group and King Nuts & Raaphorst took place in full compliance of Acomo's consistent strict acquisition criteria while maintaining its traditional solid balance sheet.

Sale of RCA In June 2010 Acomo also sold its minority part (42.5%) in rubber company RCMA Commodities Asia (Pte.) Ltd. ('RCA') to its joint-shareholder Singapore Tong Teik Ltd. This transaction was in line with Acomo's view to focus exclusively on the trade in food commodities and -ingredients (*'Focus on Food'*).

Meetings In 2010 the Board has met regularly during the year, four times in a formal meeting of the Board and more frequently informally. These meetings were held in the presence of the Managing Director of Acomo, Mr S.G. Holvoet, as well as the CFO, Mr J. ten Kate, except when the functioning of the Board and/or the Management Board was being discussed. During these meetings, we discussed the activities and the financial situation of the Group and its subsidiaries, including matters such as risk control and management systems. The Supervisory Board and Management Board have again intensively cooperated in 2010 with regard to the expansion and diversification strategy and the integration of the new subsidiaries.

Corporate Governance

There are no changes to the Company's corporate governance policies, except for the introduction of a so-called Rotation Schedule of the Board members. Acomo aligns its corporate governance policies with the principles and best practice rules of the Code Frijns, except on matters for which the Company has substantive ground to deviate from the standard recommendation. These exceptions, together with other statements related to the Company's corporate governance are described in the 'Statement Corporate Governance' and published on the website under "Corporate Governance" (www.acomo.nl/about-acomo/corporate-governance).

The Board keeps close contact with the management of Acomo and its trading subsidiaries. In the opinion of the Board, the functioning of the Board as a whole, as well as of its individual members and the functioning of the Managing Director and the Auditor in the discharging of their duties was satisfactory in the light of the current structure, size and strategy of the Company.

Composition of the Board

The General Meeting of Shareholders of 27th May 2010 approved the introduction of a Rotation Schedule for the members of the Supervisory Board. Mr N.W. de Kanter (71) will resign at the coming general meeting according to this Schedule and has informed us that he is not candidate for reappointment. We thank Mr De Kanter for his dedication and long contribution as member of the Supervisory Board of the Company. We wish him many good years.

As his successor in the Board we propose to appoint Mr J.G.H. Niessen (47) for a period of 6 years from the binding list of candidates. This proposal and the information about Mr Niessen are part of the agenda of the General Meeting.

Appointments and remuneration policy

The expansion of the Group was accompanied with the introduction of a 'Share Option Plan'. The goal of this plan is to bind key managers and personnel for a longer period to the Group and to enable them to share in its success. According to the plan, 1 070 000 share options have been granted to about 35 persons.

Furthermore the Company has hired Mr J. ten Kate as CFO. According to the Articles of Association it is now proposed to appoint Mr Ten Kate as statutory director and member of the Management Board of Acomo. This proposal as well as the information about Mr Ten Kate are part of the agenda of the General Meeting.

Others

No matters relative to the so-called 'whistle blower rules' were brought to the attention of the Board. In the discharging of their duties, no matters of conflict of interest between individual Board members, the Managing Director and the Company have arisen during the year.

Rotterdam, 12 April 2011

The Supervisory Board

B.H. Stuivinga, *Chairman*
N.W. de Kanter
Y. Gottesman
W. Boer

a type peanuts,
pan. Roast in a 350
25 minutes for in
desired as


orange juice
1/4 c. lemon juice
1 c. sugar
6 c. water
Sprigs of mint
Orange slices
tea bags and mint in a
until cool. Discard
sugar and 6

Managing Director's message

Ladies and Gentlemen, dear Shareholder,

2010 will go down in the history of Amsterdam Commodities ('Acomo') as a year of transformational expansion of our Group. We achieved success on three fronts:

- First of all commercial success, with organic growth of sales of 18% and net profits of 24%, thanks to new record results of Catz International;
- Success in the execution of the Group's strategy with three important acquisitions, and a 'strategic' divestment:
  - Red River Commodities Group, one of the leading producers/distributors of edible seeds in the USA;
  - Van Rees Group, the largest independent tea exporter/trader worldwide;
  - King Nuts & Raaphorst, an important Dutch distributor of nuts and rice crackers, complementing the existing activities of the Group in this field;
  - Last, Acomo sold its minority participation in rubber trader RCMA Commodities Asia.
- Consolidated sales reached € 375 million (2009: € 165 million, + 128%) and net profits increased to € 15.5 million (2009: € 10.5 million, + 47%), reflecting the strong performance of our traditional activities and the contribution of the newly acquired companies.

The 2010 acquisitions and divestment are part of our *'Focus on Food'* strategy and have been realized fully within our strict acquisition guidelines. They have strengthened the Company's image of a reliable and transparent Group. We have maintained a strong balance sheet. A sound financial structure which will enable us to continue our strategy, i.e. to further strengthen and grow the trade and distribution activities in food commodities and ingredients for the food industry, both from within our operating subsidiaries and through acquisitions.

The acquisitions were earnings enhancing. In spite of the higher number of shares outstanding, the diluted Earnings per Share of recurring operations increased by 27% to € 0.821 (2009: € 0.645). The inclusion of the Acomo share in the small cap index AScX on NYSE Euronext (Amsterdam) as per 21st March 2011 is a further milestone marking the development of the Group and reflect the enhanced liquidity of the shares in the past 12 months. The above successes could only be reached thanks to the hard work and *Commitment to Excellence* of all our managers and personnel. Our Supervisory Board members were very actively involved at all stages of the acquisition process and gave critical support to our management. I thank our people, Board members, bankers and our existing and new Shareholders who supported our operations for the confidence and trust that they have placed in the future of our Group.

Sadly, the start of 2011 was overcast by the passing away in February of our inspiring founder and good friend Dov Gottesman. 30 years ago, Dov Gottesman laid the foundation of today's Amsterdam Commodities with the reversed take-over of Catz International B.V. in 1982. From 1982 till 2003, he managed and guided the Group with incomparable flair and entrepreneurship. His contribution and vision was crucial to the success of Acomo and he supported last year's major developments of the Group with enthusiasm. We will miss his wise advice. We are looking back with emotions and gratitude on the life and contribution of this exceptional man on page 29.

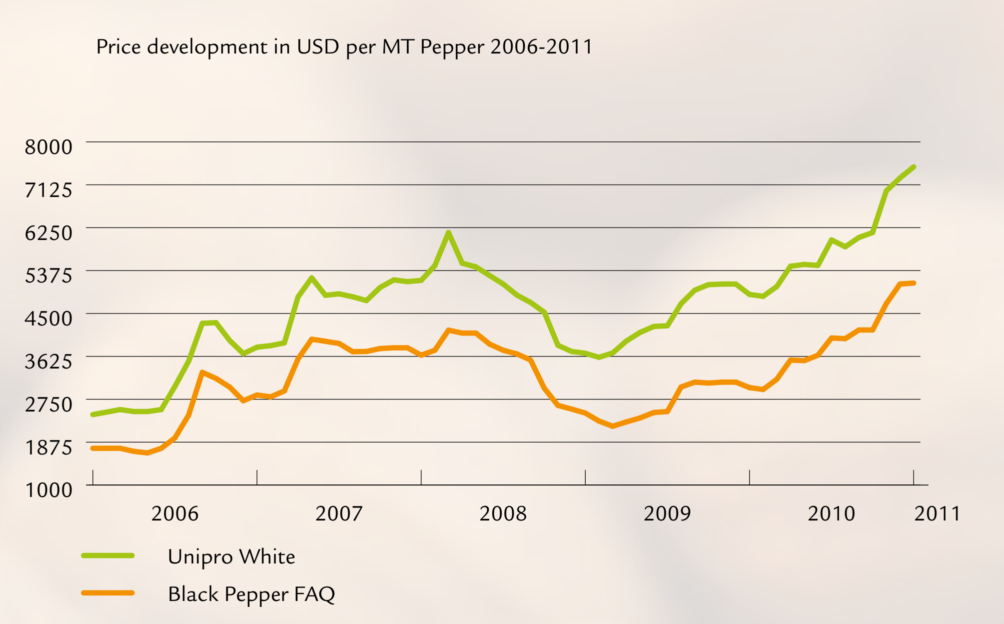
Current performance

In the first three months of 2011 all activities remained at a high level and continued the profitable trend of last year. This is positive, after an excellent year 2010, and with the knowledge that the three newly acquired subsidiaries will contribute a full year to the results. Continued favourable market circumstances are, however, never a certainty. We cannot forecast the further development of the markets and the results of the Group in 2011. We are, however, confident that all activities of the Group will continue to generate profitable results and that our talented trading teams will continue to develop the business in all market circumstances.

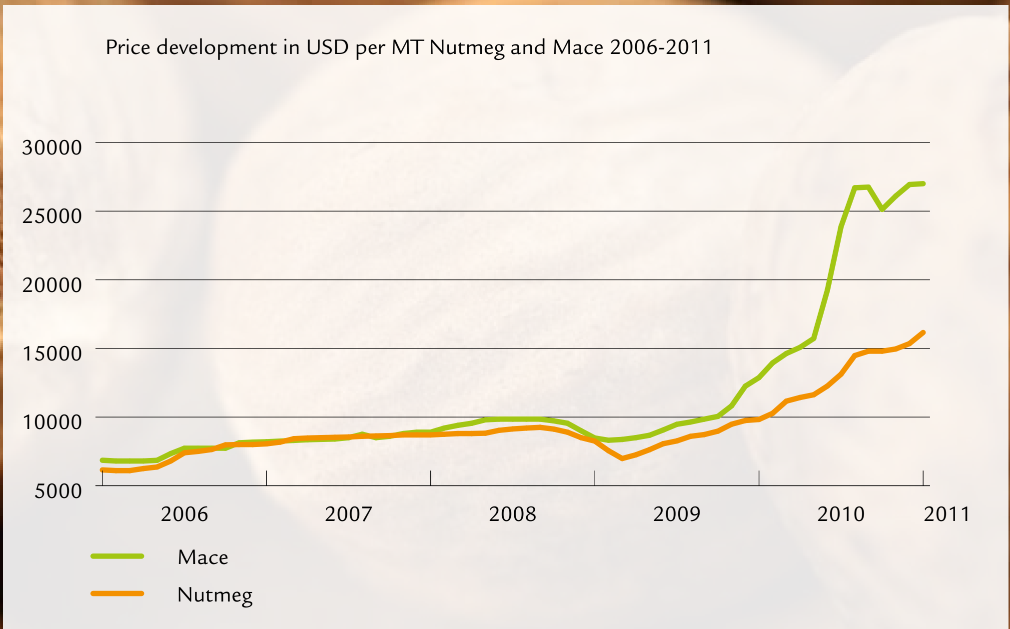
General meeting of Shareholders

I look forward seeing you at our Annual General Meeting of Shareholders on May 25, 2011 at 10:30 a.m. in the Hilton Hotel in Rotterdam, when Management and Supervisory Board will propose an increase of 25% in dividends per share to € 0.50 (2009: € 0.40). Taking into account the interim dividend paid in September 2010 of € 0.11 per share, the final dividend would therefore amount to € 0.39 per share, payable in cash.

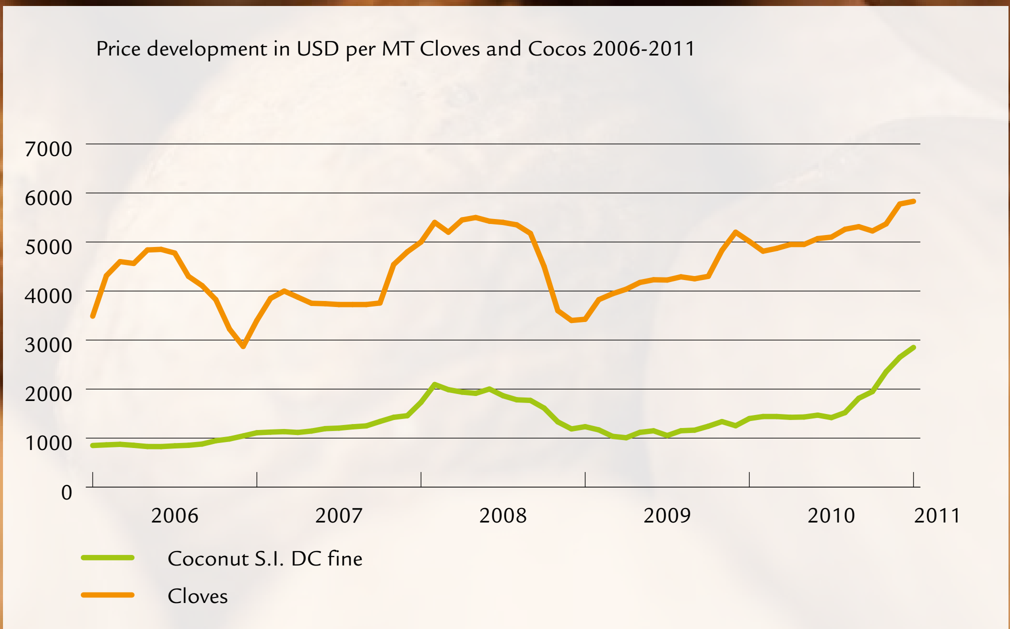
Stéphane G. Holvoet
Managing Director



Price development in USD per MT Pepper 2006-2011
8000
7125
6250
5375
4500
3625
2750
1875
1000
2006
2007
2008
2009
2010
2011
Unipro White
Black Pepper FAQ



Price development in USD per MT Nutmeg and Mace 2006-2011
30000
25000
20000
15000
10000
5000
2006
2007
2008
2009
2010
2011
Mace
Nutmeg



Price development in USD per MT Cloves and Cocos 2006-2011
7000
6000
5000
4000
3000
2000
1000
0
2006
2007
2008
2009
2010
2011
Coconut S.I. DC fine
Cloves

Management Board report of activities and results

We present to you a summary of the activities of Amsterdam Commodities N.V. (Acomo) in 2010 and the consolidated financial statements for the year ended 31 December 2010.

Highlights

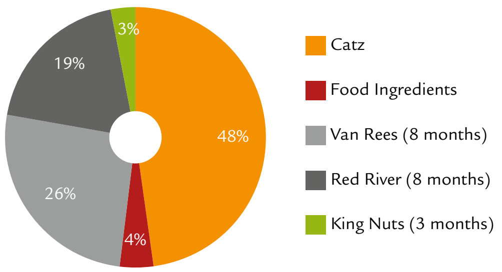
- Active commodity markets boost sales and results.
- Record performance Catz International N.V. – EBIT growth of 26% to € 16.5 million.
- May 2010: acquisition Tea and Seeds businesses of N.V. Deli Maatschappij for a total consideration of € 82.4 million.
- June 2010: sale of the 42.5% participation in rubber trader RCMA Commodities Asia for USD 13 million in cash.
- September 2010: acquisition King Nuts B.V. for a total consideration of € 19 million.
- December 2010/January 2011: 100% conversion of the € 40 million convertible bond issued in June 2010. Total current issued shares: 23 247 576 (31 December 2009: 16 334 866, +42%).

General environment

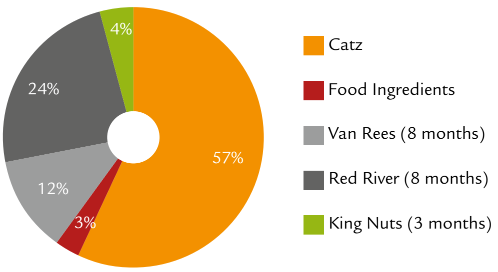
Commodity markets have remained buoyant throughout the year. Many commodities, not only food and raw materials, have reached unprecedented price levels in 2010. Apart from climatic factors, such as La Niña, affecting harvests and other natural causes, the higher prices result mainly from increasing demand from rapidly growing economies, led by China, India, Brazil and Russia. Growing demographies and rising welfare are changing century-old food consumption patterns and create new demand for products that were traditionally mainly consumed in more developed countries. Farm land is in high demand and growing in value, while speculative forces further add competitive pressure on the sourcing of raw materials. In some cases, there was even mention of scarcity of supply, enticing governments to take protective measures, such as export bans, to ensure domestic supply of basic food materials. In such demanding circumstances, a strong trading house like Acomo has a key role in the value chain by guaranteeing absolute reliability of contracts and ensuring smooth trading flows.

Activity review

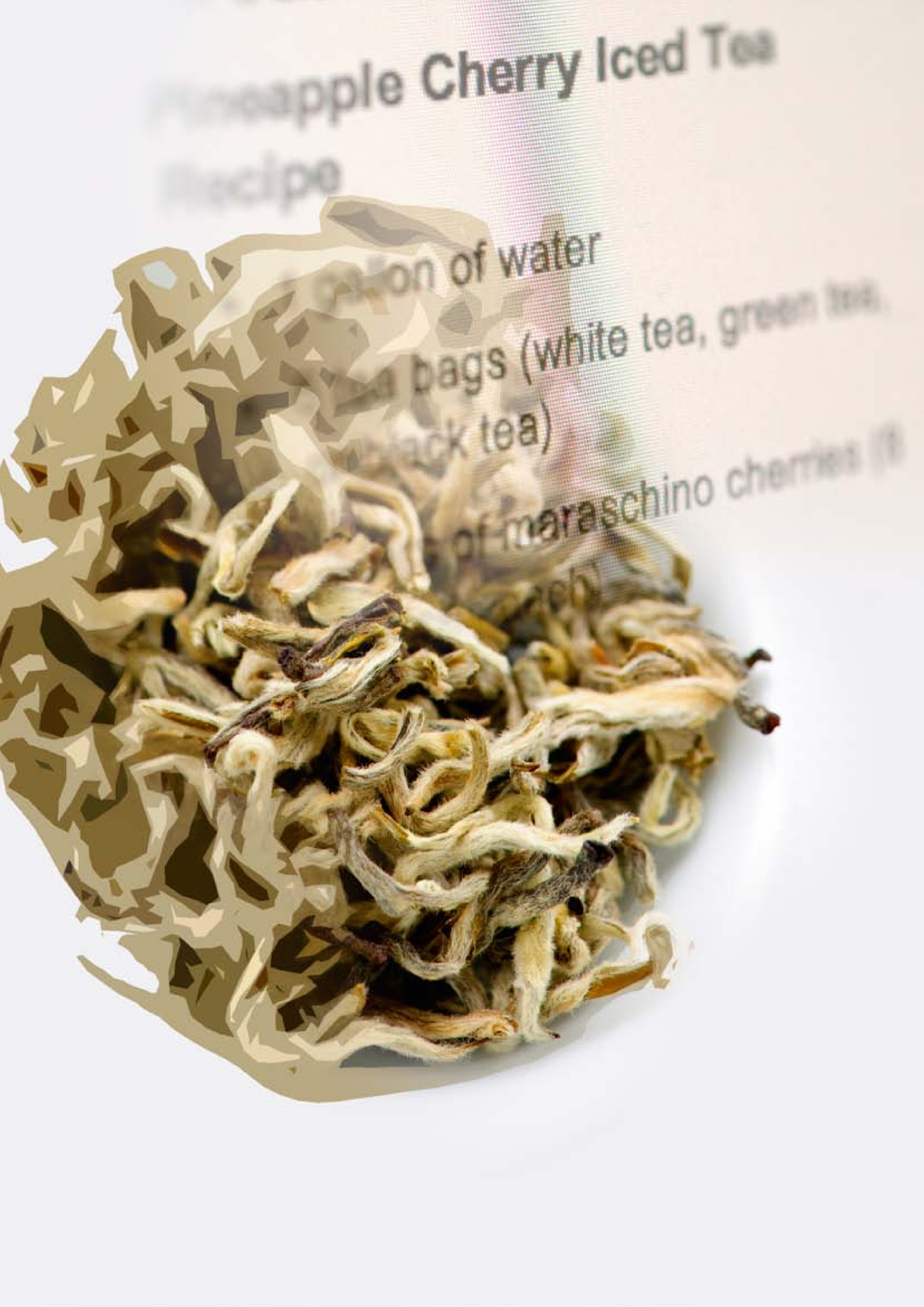
OpCo Revenue distribution (2010)



OpCo Net profit distribution (2010)



Catz International B.V. (spices, nuts, dried fruits and raw materials for the food industry).
Sales increased by more than 20% to € 180 million (2009: € 149 million), reflecting mainly the very high prices of many products throughout the year. Managing Director Henk Moerman and his outstanding teams deserve full credit for their ability to read the market correctly and to book again record profits for the third year since 2001. Operating profit was the highest in 150 years and reached € 16.5 million (+26%). Net profit amounted to € 11.8 million (2009: € 9.2 million). All activities achieved higher results, including Catz' 100% subsidiary Tovano B.V.


Cherry Iced Tea
of water
bags (white tea,
tea)
maraschino cherries

TEFCO and Snick EuroIngredients

The distribution activities in Food Ingredients (natural ingredients for the food industry) remained positive but faced strong price and product agency competition. During the year, TEFCO lost an important supplier, affecting sales and bottom line. These events confirm our view to further diversify the product assortment and to offer added-value services to strengthen our position in the distribution chain. Food Ingredients sales amounted to € 14.2 million (2009: € 15.1 million, -6%) and net profits were € 0.7 million (2009 € 0.9 million, -25%).

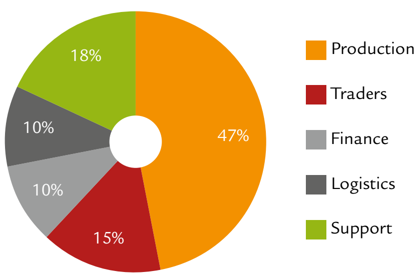
RCMA Commodities Asia (Pte.) Ltd. ('RCA')

The 42.5% minority participation in the rubber trade was sold for USD 13 million in cash, effective as per 1st January 2010. Therefore, Acomo's share in the results of RCA is not longer included in these figures. The one-time non-cash net book loss resulting from this transaction amounted to € 2.8 million, consisting of € 0.7 million loss on the book value of RCA as per 31st December 2009, € 1.4 million release of the negative foreign currency translation reserve accumulated in previous years within equity and € 0.7 million foreign exchange loss on the USD receivable from the sales proceeds. The cash proceeds of the sale were collected in full by Acomo after June 30th.

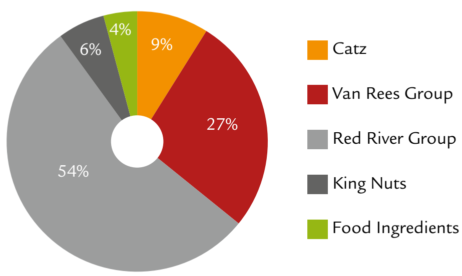
Acquisitions

With the acquisition of the seeds activities of Red River Commodities Group (Red River) and the tea activities of Van Rees Group (Van Rees), Acomo has substantially diversified its activities and has more than doubled in size. Nearly 400 new personnel members have joined the Acomo family. We are especially pleased with the enthusiasm of the management and teams of Red River and Van Rees and their seamless integration in the Acomo Group. Despite good harvests, both seeds and tea prices remained at high levels as demand and consumption are growing steadily. These activities present good opportunities for future growth. For the eight months period May to December 2010 included in these accounts, net sales amounted to € 168 million and net profits to € 7.3 million.

Employees per category (total per year-end: 468)

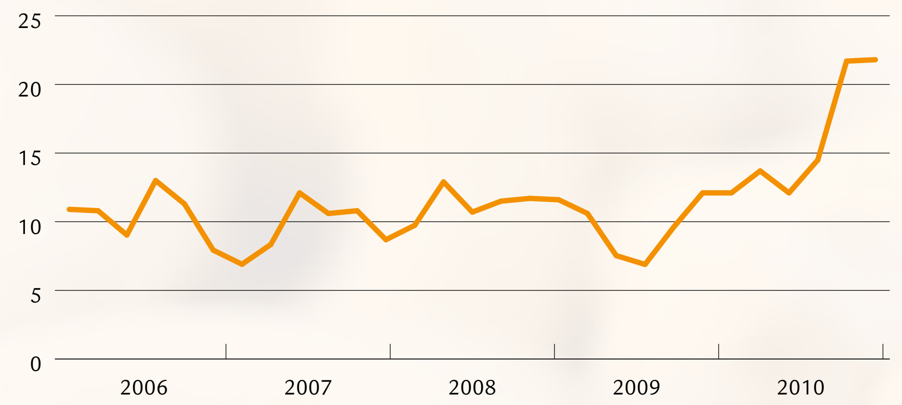


Employees per company

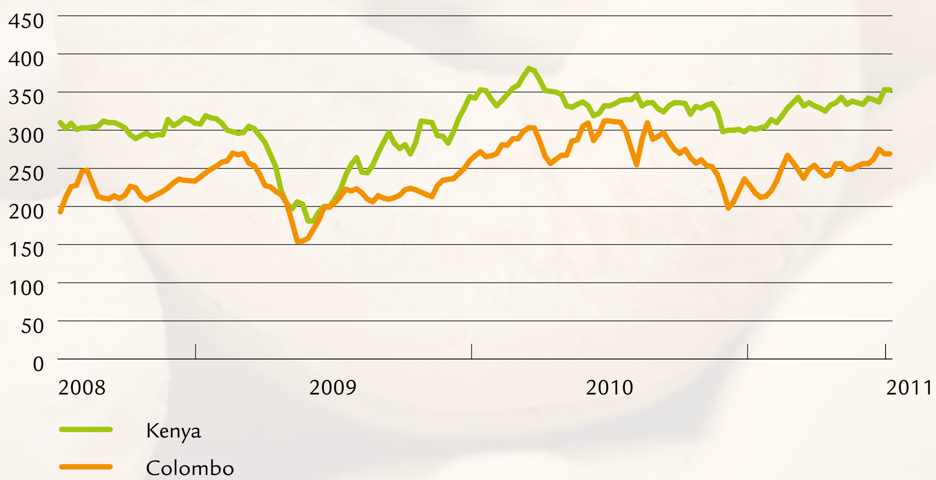


Red River Commodities Group, based in Fargo, North Dakota, USA, is a prime producer, packer and distributor of edible seeds, mainly sunflower seeds. Red River comprises Red River Commodities Inc. and its subsidiary Sun Gold Foods Inc. in the USA and Red River Van Eck B.V. in Zevenbergen. Red River sources sunflower seeds directly from farmers under growing contracts. To manage agricultural risks, Red River sources seeds and operates plants in different geographical areas (Texas, Kansas and North Dakota). Other seeds are typically purchased from wholesalers throughout the world. The main products are in-shell sunflower seeds, sunflower kernels, wild bird food, seed based snacks and SunButter™ (an allergy-free alternative to peanut butter). Red River Van Eck specializes in poppy and line seed. Red River employs 250 persons. The Seeds business contributed € 71 million sales in the 8 month period included in this consolidation, and net profits of € 4.9 million.

Sunflower seed average price development in USD per MT 2006-2010



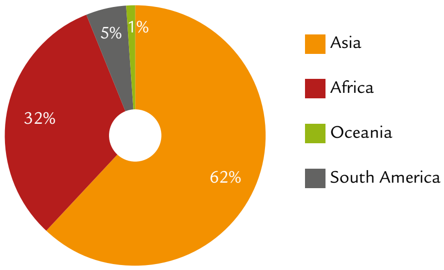
Price development in USD cents per Kg 2008-2011
All tea average weekly action prices



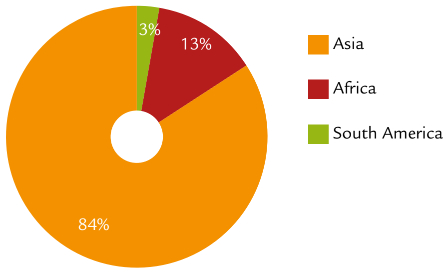
Price development in USD per Lb Cashews and Walnuts 2006-2010

Van Rees Group with its head office in Rotterdam, is the largest independent tea trader/exporter in the world. It sources directly from tea estates and at auctions through its own offices and agents in all major tea producing countries (Argentina, China, Indonesia, Kenya, Malawi, Sri Lanka, Vietnam). Van Rees sells unblended teas or blends them to customer specifications in its own plants. Van Rees' customers include national market leading companies, international packers and retailers. The company employs 125 persons in 10 locations. The tea business contributed € 97 million in revenues and € 2.4 net profits to the 2010 consolidated results.

World export of tea (1.6 million MT in 2009)



World production of tea in MT (4 million MT in 2009)



King Nuts In September 2010, Acomo acquired King Nuts & Raaphorst (King Nuts) in Bodegraven. The company supplies a wide range of nuts and rice crackers to the wholesale, specialized retailers and the food and catering industry. King Nuts and Catz International complement each other's activities with regards to product assortment, sourcing and distribution channels and geographical spread. The company's performance was very stable and fully in line with our expectations. King Nuts employs ca. 30 persons. For the three months included in this consolidation, sales amounted to € 13.2 million and net profit € 0.9 million.

Consolidated performance 2010 compared to 2009

2010 consolidated sales amounted to € 375 million (2009: € 165 million, +128%) and net profits reached € 15.5 million (€ 10.5 million, + 47%). These numbers reflect the strong performance of Catz International and the contribution of the newly acquired companies. The 2010 figures include the results of Red River Commodities Group and Van Rees Group for 8 months and of King Nuts for 3 months, as from their respective acquisition dates. The 2010 accounts further reflect the book loss on the sale of the minority participation in RCA. Finally, the results also include the one-time costs related to the various acquisitions in the last year.
A summary of the effects of the main developments and transactions on the 2010 results in comparison with 2009 is shown in the table below.

(In € million)	2010	2009	
Results from recurring trading operations			
Net profit Catz International & Food Ingredients	12.5	10.2	+ 23%
Net contribution RCA	-	0.6	
Net profit RRC and Van Rees (8 months)	7.3	-	
Net profit King Nuts (3 months)	0.9	-	
Net profit from trading operations	20.7	10.8	+92%
Holding overheads & finance costs, net	(2.0)	0.1	
Net profit from recurring operations	18.7	10.9	+72%
Non-recurring items			
Loss on divestment RCA, net	(2.8)	-	
Transaction and other one-of costs, net	(0.4)	(0.4)	
Consolidated net profit	15.5	10.5	+47%

(in € milllion)	2010	2009	2008
Key performance indicators			
Shareholders' equity (before final dividend)	74.8	39.4	34.9
Total balance sheet	238.6	71.9	64.2
Basic earnings per share (in €)	0.865	0.645	0.534
Dividend proposed per share (in €) – total	0.500	0.400	0.350
Pay-out ratio (on recurring operations)	58%	62%	65%
Equity per share (in €)	3.66	2.41	2.14
Return of recurring operations on average shareholders' equity	32%	28%	26%
Share price per ultimo	11.08	5.42	3.40
Number of shares (in '000)	20,413	16,335	16,335
Market capitalization per ultimo (in million)	226.2	88.5	55.5

Basic (i.e. non-diluted) earnings per share have increased by 34% to € 0.865 (2009: € 0.645). Excluding non-recurring items, EPS 2010 amounted to € 1.019. Taking into account the newly issued shares and share options in 2010, the fully diluted EPS before non-recurring items amounted to € 0.821 (2009: € 0.645, +27%).

Consolidated balance sheet

Condensed consolidated balance sheets for the years ended 31st December 2010, 2009 and 2008 are presented below:

	31 December		
in € 000	2010	2009	2008
Assets and liabilities			
Goodwill	48 071	4 604	1 529
Property, plant and equipment	23 259	1 540	493
Investments in associates	-	11 524	13 138
Inventories	100 282	29 757	29 339
Trade receivables	54 976	14 178	13 842
Account payable	(30 822)	(6 654)	(7 397)
Other liabilities	(20 306)	(7 943)	(3 931)
Long-term provisions	(9 723)	(1 781)	(1 192)
Other assets, net	5 341	860	465
	171 078	46 085	46 286
Equity and financing			
Cash and cash equivalents	6 671	9 430	5 401
Bank overdrafts	(59 990)	(13 610)	(16 788)
Long-term bank loans	(23 055)	(2 523)	-
Net cash/(debt)	(76 374)	(6 703)	(11 387)
Subordinated convertible bonds	(19 902)	-	-
Shareholders' equity	(74 802)	(39 382)	(34 899)
Total guaranteed capital	(94 704)	(39 382)	(34 899)
	(171 078)	(46 085)	(46 286)

The 2010 acquisitions resulted in a significant increase of the consolidated balance sheet total, up to € 239 million. The main items therein were:

- Goodwill of € 48 million in total reflects the goodwill paid for acquisitions, and takes into account the so-called Purchase Price Allocation adjustments ('PPA') to value the acquired assets and liabilities at fair value. The main PPA's were included in these accounts and no additional material adjustments are expected after December 2010.
- Property, plant and equipment increased to € 23 million mainly consisting of storage and production facilities in Red River and Van Rees; the purchase values were externally appraised as part of the acquisition accounting process.
- Operating working capital components – stocks, trade receivables and accounts payable – amounted to net € 124.5 million (2009: € 37 million). The increase reflects higher commodity prices, higher stock volumes and the addition of the acquired businesses; the same applies for Other liabilities.
- Non-current provisions increased due to the acquisitions, main components were provisions for deferred tax liabilities (€ 5.9 million) and pension provisions amounting to € 1.5 million.
- Bank loans to finance the acquisitions and working capital borrowings amounted to total € 83 million at year-end 2010.
- The € 40 million convertible bonds that were issued to finance the acquisition of the Tea and Seeds businesses were partly converted in December 2010 and the balance was fully converted in January 2011.
- Shareholders' equity increased to almost € 75 million taking into account the issue of new shares for an amount of € 8.9 million, the conversion of convertible bonds into shares for € 19.1 million and the 2010 profit.
- Taking into account the full conversion of bonds, the solvency at 31 December 2010 was about 40% which is in line with Acomo's financing targets.

Income statement

Condensed consolidated income statement for the years 2010, 2009 and 2008 are presented below:

In € 000	2010	2009	2008
Sales	374 908	164 519	175 308
Cost of goods sold	(314 648)	(140 891)	(156 847)
Gross profit	60 260	23 628	18 461
Operating cost	(30 557)	(10 490)	(9 087)
Operating income (EBIT)	29 703	13 138	9 374
Financial income and expenses	(3 162)	55	(897)
Result of non-consolidated subsidiary	-	635	2 567
Tax	(8 310)	(3 296)	(2 302)
Net profit from recurring operations	18 231	10 532	8 742
Result divestments RCA	(2 755)	-	-
Net profit	15 476	10 532	8 742

The main items therein were:

- New acquisitions added € 181 million total sales (Van Rees and Red River € 168 million in 8 months, King Nuts € 13 million in 3 months) and € 8.2 million net profits.
- Interest costs increased by € 3.2 million mainly related to increased borrowings for acquisitions (bank borrowings and convertible bonds) and increased working capital financing.
- Net profit from recurring operations increased by 73% from € 10.5 million to € 18.2 million.
- The average corporate income tax rate increased from 24% in 2009 to 31% in 2010 due to a change in the country mix of revenues. For 2011, the effective tax rate excluding non-taxable items is expected to be between 30% and 33%.
- The divestment of RCA resulted in a one-time non-cash net loss of € 2.8 million, consisting of: € 0.7 million loss on the book value of RCA as per ultimo 2009, € 1.4 million release of the negative foreign currency translation reserve accumulated in previous years and € 0.7 million foreign exchange loss on the USD sales receivable.

Liquidity and cash position

Condensed consolidated cash flows for the years 2010, 2009 and 2008 are presented below:

In € 000	2010	2009	2008
Operational cash flow	33 616	12 975	9 725
Changes in working capital	(3 286)	(1 969)	599
Interest and corporate income taxes	(9 422)	(1 516)	(3 088)
Net cash flow from operations	20 908	9 490	7 236
Cash flows from investment activities	(1 876)	(494)	(234)
Cash flow from recurring operations	19 032	8 996	7 002
Cash used for acquisitions	(92 513)	(4 089)	-
New financing relating to acquisitions	69 512	3 600	-
Net cash used for acquisitions	(23 001)	(489)	-
Dividends paid	(6 862)	(5 717)	(6 534)
Dividends RCA and sales proceeds (2010)	10 215	1 815	519
Loans repaid, net	(2 143)	(575)	(575)
Cash flow from financing and divestment activities	1 210	(4 477)	(6 590)
Change in cash and cash equivalents	(2 759)	4 030	412
Cash position beginning of the year	9 430	5 400	4 989
Cash position end of the year	6 671	9 430	5 401

- Net cash flow from recurring operations amounted to € 19.0 million compared to € 9.0 million in 2009. The year-on-year increase was mainly the result of the cash flow contribution of the Tea and Seeds businesses and King Nuts. The increase was reduced by the higher working capital level (and related financing-net € 3.3 million), mainly reflecting increased commodity prices and stocks, and by payments of interest on loans (€ 2.3 million) and income taxes (€ 7.1 million).
- Cash flow from investment activities in 2010 mainly consisted of capital expenditures at Red River Commodities (€ 1.9 million) and interest proceeds (€ 0.3 million).
- Total cash paid for acquisitions in 2010 totaled € 92.5 million: for the Tea and Seeds businesses € 73.6 million and for King Nuts € 18.9 million. Total acquisition financing was € 69.5 million consisting of € 40 million subordinated convertible bonds, € 19.5 million USD denominated 4-years acquisition loan and a 5 - years € 10 million euro acquisition loan.
- In 2010, cash flow from financing and divestment activities amounted to € 1.2 million net and included dividend payments (final dividend 2009 and interim dividend 2010), the divestment proceeds of RCA of € 10.2 million net cash in and the contractual repayments of long-term loans.
- The total net impact of cash flows on the Group's cash and banks position resulted in a 2010 year-end cash position of € 6.7 million.

Debt position

Total debt outstanding at the end of 2010 included the nearly € 20 million balance of the subordinated convertible bonds, and total bank debt – acquisition debt and working capital overdrafts – of € 83 million.
During December 2010, € 19.1 million of convertible bonds have been converted into new ordinary shares Acomo at a share price of € 7.39 per share. In January 2011, the remaining outstanding convertible bonds were converted into shares.
At the 2010 year-end, total long term bank debt consisted of € 23 million acquisition debt consisting of USD 18 million loans related to the Tea and Seeds businesses and € 8 million loans related to the acquisition of King Nuts. Long-term debt is repayable in 4 years, on average. The total short-term € 60 million bank debt relates to bank overdrafts for € 53 million used for financing working capital and € 7 million bank borrowings repayable in 2011.

Shareholders' equity

In 2010, shareholders' equity increased by € 35.4 million to € 74.8 million at 31 December. The increase includes the net result 2010 of € 15.5 million, the issue of new shares for € 8.9 million and the conversion of approximately 50% of the convertible bonds increasing equity by € 19.1 million. Items reducing equity were dividends paid to shareholders for € 6.9 million and currency exchange effects and other minor movements for € 1.2 million.
At 31 December 2010, the number of issued shares amounted to 20 412 673 (2009: 16 334 866) after issue of 1.5 million shares as part of the Tea and Seeds transaction and conversion of bonds into 2 577 807 shares. In January 2011, the total number of common shares further increased to 23 247 576 following the full conversion of the remaining convertible bonds.

Foreign exchange position

All operating companies are required to hedge foreign exchange risks related to transactions against their functional currency. The consolidated accounts of Acomo are prepared in euro. As from 2010, the Group comprises operating companies (Red River and Van Rees) that use the US-Dollar as their functional currency. The results of these subsidiaries are consolidated in the Group's results against the average euro/dollar rate of the year, being 1.309 for the eight months May–December 2011. The future development of the euro/dollar rate can have a positive or negative impact on the consolidated results reported in euro. The assets and liabilities of Red River and Van Rees are translated in euro at year-end rate for consolidation purposes, being 1.325 at 31st December 2010. Variations in the year-on-year year-end rates on the net investment values of US-Dollar subsidiaries, after taking into account related long-term borrowings in US-Dollar, are accounted for directly in equity through the Currency Translation Reserve and will impact total consolidated assets and net shareholders' equity.

Treasury position

Including the company's cash position and the Group's working capital credit facilities amounting in total to € 115 million, the short-term treasury available to the Company on 31 December 2010 amounted to € 69 million compared to € 38 million one year earlier. This is deemed amply sufficient to finance the seasonal working capital variations of the operations and to meet the Group's obligations.

in € 000	31 December 2010	2009	2008
Cash and cash equivalents	6 671	9 430	5 401
Working capital lines	115 055	42 000	40 800
Total financing capacity	121 726	51 430	46 201
Overdrafts used	-52 894	-13 610	-16 788
Total short-term treasury	68 832	37 820	29 413

Working capital credit facilities are arranged at Group level and/or at subsidiary level. These overdrafts are borrowing based and are secured by either positive or negative pledges on stocks and trade receivables. Financial covenants are linked to a minimum amount of equity and an interest cover ratio of 3 to 1.
At 31 December 2010, the Company and its subsidiaries were in full compliance with all bank covenants. Acomo pools cash from subsidiaries to the extent legally and economically feasible. Cash not pooled remains available for local operational needs.

Management and personnel

There were no changes in the managements of the existing Group subsidiaries and the managements of the acquired companies remained fully in place. We do not foresee substantial changes in this regard except for normal pension retirements. Minor changes were made to bring the profit sharing schemes of the acquired companies in line with the Acomo incentive policies (generally 10% of profits before tax).

The management of the holding was strengthened at senior level with the hiring of, Mr Jan ten Kate a CFO as well as a few junior colleagues. It is proposed to the shareholders to appoint Mr Ten Kate as statutory director at the next AGM.
In 2010 a Share Option Plan ('SOP') was introduced aimly to reward and retain key managers and personnel of Acomo and Group subsidiaries. The total options that can be allocated under the SOP amount to 1,200,000 options on newly to be issued Acomo shares. On 1st September 2010, 1,070,000 options have been granted to some 35 participants in the plan. The options vest over a period of 6 years, with the first vesting starting on 1st September 2013 and expiring on 31st December 2017. The exercise price of the options is based on the convertible bond conversion price, i.e. € 7.39 per share.

Corporate Governance

The so-called 'Code Tabaksblat' has been actualised and replaced by the so-called 'Code Frijns' on 1st January 2009. Acomo has aligned its corporate governance policies with the principles and best practice rules of Code Frijns, except on matters for which the Company has substantive ground to deviate from the standard recommendation. These exceptions, together with other statements related to the Company's corporate governance are described in the 'Statement Corporate Governance' published on our website www.acomo.nl. During the year, there were no transactions or issues giving raise to a (possible) conflict of interest between management, members of the Supervisory Board and the Company.

Risk management

Acomo and its Group subsidiaries are incurring general business and specific trading and financial risks in their daily trading activities. In the Acomo corporate organisation, the Management Board and Supervisory Board share the ultimate responsibilities to manage and control the risks associated with the business, to achieve the Group's financial objectives, to ensure compliance with the corporate governance policies and the law in general and to ensure proper financial reporting. The main risks associated with the trading activities of the Group, as well as the systems to manage and control these risks, are described in Note 3 to the annual accounts and in the Company's Corporate Governance Statement. This enumeration is not exhaustive and there is no absolute guarantee against future losses or failures. Within the Acomo Group, all managers and traders are responsible for risk management as an integral part of their day-to-day activities and decisions. The effectiveness thereof is strengthened by a high level of individual and collective sense of responsibility which is part of the Company's culture.

Daily risk management is further strengthened by a system of internal reporting and controls of the activities, positions and results. These measures and procedures are aimed at providing a reasonable level of assurance that the significant risks have been identified and, as much as possible, managed in compliance with applicable laws and regulations. Embedded in these processes is a system of financial reporting to provide reasonable assurance relative to the accuracy and completeness of the information.

Based on its review of the risk management and control systems, to the best of their knowledge, the management and Supervisory Board are of the opinion that these systems have been effective in 2010 and that they remain adequate considering the needs and activities of the Company in the future. Please refer to Note 3 for a detailed discussion of the general business, market and financial risks.

Dividend

The management and Supervisory Board propose to the Shareholders to increase the total 2010 dividend by 25% to € 0.50 per share (2009: € 0.40). This represents a pay-out of 59% of profits from recurring operations. Taking into account the interim dividend paid in September 2010 of € 0.11 per share, the final dividend would therefore amount to € 0.39 per share, payable in cash. The following timetable is applicable:

25 May 2011	Annual General Meeting of Shareholders
27 May 2011	Ex-dividend date
31 May 2011	Dividend record date
13 June 2011	Dividend payment date

Executive Board Statement as per Section 5:25c(2)(c) of the Dutch Financial Supervision Act ("Wft")

The Company's executive directors hereby declare that, to the best of their knowledge:

1. the annual financial statements for the financial year 2010 give a true and fair view of the assets, liabilities, financial position and the profit of the Company and its consolidated entities;
2. the Directors' report gives a true and fair view of the position of the Company and its related entities whose financial information has been consolidated in the annual financial statements as at the balance sheet date 31 December 2010 and of their state of affairs during the financial year 2010;
3. the annual report describes the principal risks that the Company faces.

Rotterdam, 12 April 2011

Stéphane G. Holvoet
Managing Director


bunch grapes
pineapple - peeled,
tablespoons pickled
fresh orange

Obituary

Dov Gottesman (1929-2011)

Almost 30 years ago Dov Gottesman was the founder of today's Amsterdam Commodities (Acomo). With matchless charisma and spirit of enterprise he successfully ran the company from 1983 to 2003. He trained a whole generation of traders. Whenever Dov Gottesman (he became Chairman of the Board and advisor in 1998) would speak during a meeting, all present would pay keen attention and listen carefully.

Dov Gottesman (1929) was born in Vienna (Austria). In 1932 his parents decided to emigrate to Palestine. "A smart decision," he used to say. He never got to know his grandparents, aunts and uncles. As a young man he served in the Israeli army for more than 10 years, after which he held several offices with the Israeli authorities. In 1975 Gottesman took over the Rotterdam trading house Catz International (spices) which was founded in 1856. In 1982 Gottesman also took over the Rubber Cultuur Maatschappij 'Amsterdam' (presently Acomo) by means of a 'reversed take-over', thus saving the former plantation company from a downfall. As of that moment Amsterdam Rubber became an international trading house specialised in spices, edible nuts, dried fruit and natural rubber. Later on Dov Gottesman proved to be the impressive architect behind one of the largest rubber traders in the world, the Singapore-based RCMA Commodities Asia, in which Acomo continued to hold a minority share until last year. Throughout these years and together with his dedicated trading teams, he achieved many successes and consistent profitable results.

In 2002 Dov Gottesman was knighted in the Royal Order of Oranje Nassau in recognition of his important contribution to the Netherlands business community. He said the following about his royal honour, "It links me even closer to the Netherlands." One year later he seized the opportunity to honour the country: together with Acomo he made a significant gift to the Dutch state: the work of art called Horse Power by artist Zadok Ben David. Dov Gottesman was an active collector of 20th century art and Maecenas. He was closely involved in several cultural initiatives in the Netherlands. He was the founder and inspirer of the Gottesman Etching Centre in Israel. As of 2001 he was also the President of the Israel Museum in Jerusalem.

At Acomo, Dov Gottesman had a key role and his broad views on the phenomenon of trading and his passion for the products in which he traded were remarkable. Within Acomo and Catz International he managed to build a 'family' mindset: deals are made together, responsibility must be carried by all. He thus created the basis for a company transparent in every perspective, in terms of agreements and figures. Investors were never in for surprises.
Dov Gottesman always aspired to protect a reliable name living up to expectations time and again.

Whoever has had the honour of knowing Gottesman, will never forget his passion for his company and the people who have been involved in it for many years. A passion that never faded. In him we have lost our pater familias; an inspiring, dedicated, loving person and a visionary entrepreneur. Dov Gottesman has contributed immensely to our company and its staff. We shall remember him in gratitude.

Stéphane G. Holvoet
Managing Director Acomo n.v.

Corporate Social Responsibilty

The principal mission of a private corporation is to maximise its long-term profitability. For Acomo, the 'long-term' view is of substantial significance, meaning that business is not conducted for opportunistic motives. In the day-to-day decision making, aspects such as the development of personnel, the respect of other cultures, the avoidance of corruption and the balanced interests of other social actors and public authorities play an important role. Where possible, we use our influence, for example by training farmers and planters in developing regions with regard to the quality of their products to improve their marketing possibilities in industrial countries, taking into account environmental factors and the fight against child labour. Furthermore, the Group contributes to the fight against poverty through financial and material support via the Catz Charity Foundation.

Catz Charity Foundation

Catz has close trading relations with tropical countries for over 150 years. Natural disasters, poverty, lack of education, etc. are confronting us as too many injustices on every trip. And yet, one can achieve a lot with relatively small amounts of money.

The Catz Charity Foundation (CCF) was founded after the deadly tsunami in Asia in 2004, to channel the many existing initiatives of our people into a lasting structure.

Possible projects are the installation of water pumps, support of homeless people and the building and organization of schools. Donation criteria are mainly:

- Small-scale projects, so that they can be financed 100% by CCF and allow for more control on execution.
- Minimal overhead. The donation needs to be used completely for the project.
- Reliable partners for long-term projects.

Past projects include the installation of water pumps in Eritrea, the construction and installation of a home in Nepal for orphan girls, liberated from child prostitution in India. In 2009 CCF financed the building and start-up of a school for orphans in Kenya and at this moment we are contributing to a skill center for underprivileged people without work and income to give them an opportunity to learn a job. CCF is financing the computer room (photo). In addition, CCF has given support to smaller projects in Indonesia, Brasil and Haiti.

We appreciate your support and donation to help us to improve our world.

More information about CCF: www.catz.nl. For donation: bank account no. 43.95.01.385 (IBAN: NL68ABNA0439501385).

CATZ CHARITY FOUNDATION

Consolidated financial statements

All amounts are in euro, unless otherwise stated.
These consolidated financial statements are a translation of the original Dutch version of the consolidated financial statements. In case of misunderstandings regarding the interpretation of this translation, the Dutch version supersedes and prevails.

Consolidated balance sheet as at 31 December 2010

	Note	31 December 2010	31 December 2009
		€	€
Assets			
Non-current assets			
Intangible assets	6	48 071 737	4 604 917
Property, plant and equipment	7	23 259 372	1 540 493
Investment in associates	8	-	11 523 970
Other investments in companies	9	296 944	422 633
Total non-current assets		71 628 053	18 092 013
Current assets			
Inventories	12	100 281 831	29 757 260
Trade receivables	13	54 975 711	14 177 598
Other receivables	13	4 298 407	435 057
Derivative financial instruments	11	745 117	-
Cash and cash equivalents	14	6 671 374	9 430 287
Total current assets		166 972 440	53 800 202
Total assets		238 600 493	71 892 215
Equity and liabilities			
Equity attributable to owners of the parent			
Share capital	15	9 185 703	7 350 690
Share premium reserve	15	25 742 303	-
Other reserves	16	(2 215 205)	4 831 512
Retained earnings	17	42 089 644	27 199 338
Total shareholders' equity		74 802 445	39 381 540
Subordinated convertible bonds	19	19 901 725	-
Total guaranteed capital		94 704 170	39 381 540
Non-current liabilities and provisions			
Borrowings	19	23 054 992	2 523 339
Deferred income tax liabilities	20	5 863 211	808 831
Retirement benefit obligations	21	1 524 375	-
Provisions for other liabilities and charges	22	2 335 813	972 060
Total non-current liabilities		32 778 391	4 304 230
Current liabilities			
Trade and other payables		30 821 735	6 654 236
Borrowings	19	59 989 769	13 609 504
Tax liabilities		5 425 318	2 233 816
Derivative financial instruments	11	792 823	189 069
Other liabilities and accrued expenses		14 088 287	5 519 820
Total current liabilities		111 117 932	28 206 445
Total liabilities		143 896 323	32 510 675
Total equity and liabilities		238 600 493	71 892 215
Shareholders' equity per share		3,665	2,411
Diluted		3,193	2,411

Consolidated income statement 2010

	Note	2010	2009
		€	€
Sales		374 907 518	164 518 997
Cost of goods sold		(314 647 540)	(140 890 903)
Gross profit		60 259 978	23 628 094
Personnel costs	24	(18 619 369)	(6 860 275)
General costs		(9 972 288)	(3 335 572)
Depreciation and impairment charges		(1 965 377)	(294 290)
Total cost		(30 557 034)	(10 490 137)
Operating income		29 702 944	13 137 957
Interest income	25	254 228	203 168
Interest expense	25	(3 411 895)	(297 581)
Foreign exchange results	25	(4 564)	149 489
Share of profits from associates	26	-	634 928
Profit before income tax		26 540 713	13 827 961
Corporate income tax	27	(8 310 018)	(3 296 075)
Net profit from continuing operations		18 230 695	10 531 886
Result from divestment participation RCA after income tax	28	(2 754 817)	-
Net profit for the year		15 475 878	10 531 886
Profit attributable to shareholders of the parent		15 475 878	10 531 886
Earnings per share from continuing operations and divestment RCA			
Basic earnings per share			
From continuing operations	29	1,019	0,645
From divestment participation RCA	29	(0,154)	-
Total basic EPS		0,865	0,645
Diluted earnings per share			
From continuing operations	29	0,821	0,645
From divestment participation RCA	29	(0,117)	-
Total diluted EPS		0,704	0,645

Consolidated statement of cash flows 2010

	Note	2010	2009
		€	€
Cash flow from operating activities			
Profit before income tax		26 540 713	13 827 961
Adjustments for:			
- Depreciation and impairment charges	7, 9	1 965 377	294 290
- Net movements in provisions		2 392 226	(457 722)
- Interest income		(254 228)	(203 168)
- Interest expense		3 411 895	297 581
- Foreign exchange losses/(gains) on operating activities		(526 453)	(149 489)
- Non cash equity movements		86 946	-
- Share in loss/profit from associates		-	(634 928)
Cash generated from operating activities before changes in working capital		33 616 476	12 974 525
Changes in working capital (excluding effects of acquisition and exchange differences on consolidation):			
- Inventories		(22 105 702)	55 294
- Trade and other receivables		(3 837 808)	1 003 808
- Derivatives		67 022	124 419
- Trade and other payables		9 181 695	705 243
- Borrowings short-term		13 407 930	(3 857 274)
Cash generated from operations		30 329 613	11 006 015
Interest paid		(2 281 916)	(284 195)
Bank costs paid		(2 020 873)	-
Income tax paid		(5 118 514)	(1 231 559)
Net cash generated from operating activities		**20 908 310**	**9 490 261**
Cash flow from investing activities			
Acquisitions of subsidiaries	6	(92 512 750)	(4 088 961)
Investments in other financial assets	9	(124 311)	(320 260)
Investments in property, plant and equipment	7	(2 093 697)	(600 276)
Proceeds from divestment RCA, net		10 214 364	-
Interest received		347 018	277 165
Dividends received		-	1 814 513
Foreign exchange results		(4 564)	149 489
Net cash used in investing activities		**(84 173 940)**	**(2 768 330)**
Cash flow from financing activities			
Proceeds from issuance of convertible bonds	19	40 000 000	-
Proceeds from borrowings		29 512 195	3 600 000
Repayments of borrowings		(2 143 183)	(575 000)
Dividends paid to shareholders	30	(6 862 295)	(5 717 204)
Net cash from/(used in) financing activities		**60 506 717**	**(2 692 204)**
Net (decrease)/increase in cash and cash equivalents		**(2 758 913)**	**4 029 727**
Cash and cash equivalents at the beginning of the year		9 430 287	5 400 560
Cash and cash equivalents at the end of the year		6 671 374	9 430 287

Consolidated statement of changes in equity

	Note	Share capital	Share premium reserve	Currency translation reserve	Legal reserve	Other reserves	Retained earnings	Total equity
		Attributable to owners of the parent						
Balance at 1 January 2009		7 350 690	-	(1 112 942)	8 189 622	-	20 471 757	34 899 127
Comprehensive income								
Net profit		-	-	-	-	-	10 531 886	10 531 886
Other comprehensive income								
Transfer legal reserve investments		-	-	-	(1 912 899)	-	1 912 899	-
Currency translation differences		-	-	(332 269)	-	-	-	(332 269)
Total comprehensive income 2009		-	-	(332 269)	(1 912 899)	-	12 444 785	10 199 617
Transactions with owners								
Dividends relating to 2008	30	-	-	-	-	-	(4 083 717)	(4 083 717)
Dividends relating to 2009, interim	30	-	-	-	-	-	(1 633 487)	(1 633 487)
Transaction with owners		-	-	-	-	-	(5 717 204)	(5 717 204)
Balance at 1 January 2010		7 350 690	-	(1 445 211)	6 276 723	-	27 199 338	39 381 540
Comprehensive income								
Net profit		-	-	-	-	-	15 475 878	15 475 878
Other comprehensive income								
Cash flow hedges	16	-	-	-	-	3 487	-	3 487
Currency translation differences on goodwill	6	-	-	(2 181 925)	-	-	-	(2 181 925)
Release due to divestment RCA	16	-	-	1 445 211	-	-	-	1 445 211
Currency translation differences		-	-	(530 386)	-	-	-	(530 386)
Transfer legal reserve investments		-	-	-	(6 276 723)	-	6 276 723	-
Other movements	16	-	-	-	-	53 012		53 012
Total comprehensive income 2010		-	-	(1 267 100)	(6 276 723)	56 499	21 752 601	14 265 277
Transactions with owners								
Employees share option scheme								
- Value of employee services		-	-	-	-	45 549	-	45 549
- Tax credit share option scheme		-	-	-	-	(11 615)	-	(11 615)
Issue of ordinary shares	15	675 000	8 190 000	-	-	-	-	8 865 000
Conversion of bonds into shares	15	1 160 013	17 552 303	-	-	-	-	18 712 316
Convertible bond - equity component	19	-	-	-	-	1 057 206	-	1 057 206
Ditto - equity component tax credit	16	-	-	-	-	(269 588)		(269 588)
Effect of conversions	16	-	-	-	-	(380 945)	-	(380 945)
Dividends relating to 2009, final	30	-	-	-	-	-	(4 900 460)	(4 900 460)
Dividends relating to 2010, interim	30	-	-	-	-	-	(1 961 835)	(1 961 835)
Total transactions with owners		1 835 013	25 742 303	-	-	440 607	(6 862 295)	21 155 628
Balance at 31 December 2010		9 185 703	25 742 303	(2 712 311)	-	497 106	42 089 644	74 802 445

Consolidated statement of comprehensive income 2010

	2010	2009
	€	€
Net profit	15 475 878	10 531 886
Other comprehensive income		
Movement currency translation reserves on equity	914 825	(332 269)
Currency translation differences on goodwill	(2 181 925)	-
Movement Hedge reserve	3 487	-
Other movements	53 012	-
Other comprehensive income	(1 210 601)	(332 269)
Total comprehensive income	14 265 277	10 199 617
Attributable to owners of the parent	14 265 277	10 199 617

Items in the statement above are disclosed net of tax.

The Notes on pages 37 to 74 are an integral part of these consolidated financial statements.

Rotterdam, 12 April 2011

Stéphane G. Holvoet
Managing Director

Notes to the consolidated financial statements

1 General information

Amsterdam Commodities N.V. (‘Acomo’) and its subsidiaries are an international group of companies active in the sourcing, processing and distribution of food raw materials and ingrediënts for the food industry. The Group’s product portfolio broadly encompasses spices, dried fruits, nuts, tea, confectionary sunflower seeds and food ingredients. In addition, until the end of 2009 Acomo was active in the trade and distribution of natural and synthetic rubber through its 42.52% share in its associate company RCMA Commodities Asia (Pte) Ltd (‘RCA’).

Acomo is a public limited liability company listed at the Amsterdam stock exchange (NYSE Euronext, Amsterdam). The adress of its registered office is Beursplein 37, 3011 AA Rotterdam.

These consolidated financial statements have been approved by the Management Board and the Supervisory Board on 12 April 2011.

2 Summary of significant accounting policies

The principal accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of preparation

The consolidated financial statements of Acomo have been prepared in accordance with International Financial Reporting Standards (IFRS) and IFRIC interpretations as adopted by the European Union.
Unless otherwise stated these consolidated financial statements have been prepared under the historical cost convention, as modified by the revaluation of financial assets and financial liabilities (including derivative instruments) at fair value through profit and loss.

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 the Group’s accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in Note 4.

The consolidated cash flow statement has been prepared using the indirect method. Interest paid and received, as well as income tax and dividends paid and received are based on actual cash flows.

2.2 Adoption of new and revised Standards

First-time applied new standards and interpretations
IFRS 3 (2008 revision) and IAS 27 (2008 revision) stipulate different treatment on certain aspects of accounting for acquisitions and investments in subsidiaries. Transaction costs are no longer included in the purchase price of the acquisition. Goodwill is no longer adjusted after the initial valuation for changes in estimates regarding conditional subsequent payments that are part of the purchase price. The same applies to differences regarding the realisation of tax loss carry forward possibilities which the acquired company had on the acquisition date.

An existing non-controlling interest in an acquired company is valued at the fair value on the acquisition date, whereby the difference from the existing book value is included in the profit and loss account. In case of non-controlling interests, profits or losses and each component of unrealised results are attributed to the Group equity and to the non-controlling interests in equity.

These changes have been applied prospectively in accordance with the applicable transitional provisions.
The comparative figures have therefore not been restated.

The revised Standard was applied to the acquisition of the controlling interest in Van Rees Group and Red River Commodities Group on 1 May 2010 and in King Nuts Holding B.V. on 8 October 2010. Acquisition-related costs of € 769 000 have been recognized in the 2010 consolidated income statement, which previously would have been included in the consideration for the business combination.

In addition to the changes to IFRS 3 and IAS 27, the changes in the context of the 2008 improvements project have been applied for the first time.

New Standards and Interpretations not yet effective and not yet applied by the Company
IFRS 9 'Financial instruments' (which takes effect on 1 January 2013) no longer recognises the categories of 'held to maturity' and 'available for sale'. The Company does not anticipate that this standard will have a major effect on the financial statements.
IFRIC 19 'Extinguishing Financial Liabilities with Equity Instruments' covers the valuation of own shares if they are issued to repay debts. The Company does not anticipate that this interpretation will have a major effect on the financial statements.
The changes to IFRS adopted in the context of annual improvements which apply to future financial years have not yet been applied. The Company does not anticipate that these changes will have a major effect on the financial statements.

Early adoption of Standards and Interpretations
The Company has not early adopted any IFRS Standards and Interpretations becoming applicable after the balance sheet date.

2.3 Consolidation

(a) Subsidiaries
Subsidiaries are all entities (including special purpose entities) over which the Group has the power to govern the financial and operating policies, generally accompanying a shareholding of more than one half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases.

The Group uses the acquisition method of accounting to account for business combinations. The total consideration transferred for the acquisition of a subsidiary is the fair value of the assets transferred, the liabilities incurred and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Acquisition-related costs are expensed as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. On an acquisition-by-acquisition basis, the Group recognizes any non-controlling interest in the acquiree either at fair value or at the non-controlling interest's proportionate share of the acquiree's net assets. Investments in subsidiaries are accounted for at cost less impairment. Cost is adjusted to reflect changes in consideration arising from contingent consideration amendments. Cost also includes direct attributable costs of investment. The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the Group's share of the identifiable net assets acquired is recorded as goodwill. If this is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognized directly in the statement of comprehensive income.

Intercompany transactions, balances and unrealized gains on transactions between group companies are eliminated. Unrealized losses are also eliminated. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

In the 2010 consolidated financial statements, the Company and the following subsidiaries are included:

- Catz International B.V., Rotterdam, the Netherlands – 100%
- BerCatz B.V., Rotterdam, the Netherlands – 100%
- Tovano B.V., Maasland, the Netherlands – 100%
- TEFCO EuroIngredients B.V., Bodegraven, the Netherlands (referred to as 'Tefco') – 100%
- Snick EuroIngredients N.V., Beernem (Belgium) (referred to as 'Snick') – 100%
- Acomo Investments B.V., Rotterdam, the Netherlands – 100% as from 1 May 2010
- **Red River Commodities Group:**
  - Red River Commodities Inc, Fargo, North Dakota, USA – 100% as from 1 May 2010
  - Sungold Food Inc, Fargo, North Dakota, USA – 100% as from 1 May 2010
  - Red River van Eck B.V., Zevenbergen, the Netherlands – 100% as from 1 May 2010
- **Van Rees Group:**
  - Van Rees Group B.V., Rotterdam (incorporated on 10 December 2010) – 100% as from 10 December 2010
  - Van Rees B.V., Rotterdam, the Netherlands – 100% as from 1 May 2010
  - Van Rees North America Inc, Toronto, Canada – 100% as from 1 May 2010
  - Van Rees UK Ltd, London, United Kingdom – 100% as from 1 May 2010
  - Vriesthee B.V., Rotterdam, the Netherlands – 100% as from 1 May 2010
  - Van Rees Poland Sp. Zoo, Warshaw, Poland – 100% as from 1 May 2010
  - Van Rees Ceylon B.V., Rotterdam, the Netherlands – 100% as from 1 May 2010
  - P.T. Van Rees Indonesia, Jakarta, Indonesia – 100% as from 1 May 2010
  - Van Rees LLC, Moscow, Russia – 100% as from 1 May 2010
  - Van Rees Ceylon Ltd, Colombo, Sri Lanka – 100% as from 1 May 2010
- **King Nuts:**
  - King Nuts Holding B.V., Bodegraven, the Netherlands – 100% as from 8 October 2010
  - King Nuts B.V., Bodegraven, the Netherlands – 100% as from 8 October 2010

In addition several intermediate holding entities and dormant legal entities are included. The full list of subsidiaries is filed at the trade register of the Chamber of Commerce.

(b) Associates

Associates are all entities over which the Group has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting and are initially recognized at cost. The Group's investment in associates includes goodwill (net of any accumulated impairment loss) identified on acquisition, if any.

The Group's share of its associates' post-acquisition profits or losses is recognized in the income statement, and its share of post-acquisition movements in reserves is recognized in Other comprehensive income. The cumulative post-acquisition movements are adjusted against the carrying amount of the investment. When the Group's share of losses in an associate equals or exceeds its interest in the associate, including any other unsecured receivables, the Group does not recognize further losses, unless it has incurred obligations or made payments on behalf of the associate.

Unrealized gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associates. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the value of the asset transferred. Accounting policies of associates have been changed where necessary to ensure consistency with the policies adopted by the Group.

2.4 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Acomo Management Board.

2.5 Foreign currency translation

(a) Functional and presentation currency
Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in euro, which is the Company's functional and presentation currency.

(b) Transactions and balances
Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in the income statement. Translation differences on non-monetary financial assets, such as equities classified as available for sale, are included in other comprehensive income.

(c) Group companies
The results and financial position of all the Group entities (none of which has the currency of a hyper-inflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:
(a) assets and liabilities for each balance sheet presented are translated at the closing rate at the date of that balance sheet;
(b) income and expenses for each income statement are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the rate on the dates of the transactions); and
(c) all resulting exchange differences are recognized in Other comprehensive income.

On consolidation, exchange differences arising from the translation of the net investment in foreign operations, and of borrowings and other currency instruments designated as hedges of such investments, are taken to Other comprehensive income. When a foreign operation is partially disposed of or sold, exchange differences that were recorded in equity are recognized in the income statement as part of the gain or loss on sale.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate. The resulting changes are recognized in other comprehensive income.

2.6 Intangible fixed assets – goodwill

(a) Goodwill
Goodwill represents the excess of the cost of an acquisition over the fair value of the Group's share of the net identifiable assets of the acquired subsidiary at the date of acquisition. Goodwill on acquisitions of subsidiaries is included in 'Intangible assets'. Goodwill is tested annually for impairment and carried at cost less accumulated impairment losses. Impairment losses on goodwill are not reversed. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold. Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose, identified according to operating segment.

(b) Computer software
Costs associated with maintaining computer software programs are recognized as an expense as incurred. Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the Group are recognized as intangible assets.

Directly attributable costs that are capitalized as part of the software product include the software development employee costs and an appropriate portion of relevant overheads. Other development expenditures that do not meet these criteria are recognized as an expense as incurred. Computer software development costs recognized as assets are amortized over their estimated useful lives of three to five years.

2.7 Property, plant and equipment

Land and buildings comprise mainly land, factories and storage facilities. Land and buildings are stated at historical cost, buildings less depreciation. For acquired land and buildings that are part of an acquired business combination, the acquisition values are based on appraisals by external independent valuers.
All other property, plant and equipment is stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Cost may also include transfers from equity of any gains/losses on qualifying cash flow hedges of foreign currency purchases of property, plant and equipment.

Subsequent investments are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognized. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

Land is not depreciated. Depreciation on other assets is calculated using the straight-line method to allocate their cost or revalued amounts to their residual values over their estimated useful lives, as follows:

Buildings	20-30 years
Building improvements	5-10 years
Machinery	5-15 years
Vehicles	3-5 years
Furniture, fittings and equipment	3-8 years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (Note 2.8). Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognized within 'Other (losses)/gains – net' in the income statement.

2.8 Impairment of non-financial assets

Assets that have an indefinite useful life – for example, goodwill or intangible assets not ready to use – are not subject to amortisation and are tested annually for impairment. Assets that are subject to amortisation are also reviewed for possible impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.
An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Non-financial assets other than goodwill that suffered any impairment are reviewed for possible reversal of the impairment at each reporting date.

2.9 Financial assets – Loans and receivables

The Group classifies its financial assets in loans and receivables. The classification depends on the nature and purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition and re-evaluates this designation at every reporting date.

Loans and receivables are initially valued at fair value. After this the valuation is at amortized cost.
Loans and receivables are non-derivative financial assets with fixed or determinable payments dates that are not quoted in an active market. They are included in current assets, except for maturities greater than 12 months after the balance sheet date. These are classified as non-current assets.

2.10 Derivative financial instruments and hedging activities

Derivatives are initially recognized at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. The method of recognizing the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged. The Group designates certain derivatives as either:

(a) hedges of a particular risk associated with a recognized asset or liability or a highly probable or contracted forecast transaction (cash flow hedge); or
(b) hedges of a net investment in a foreign operation (net investment hedge).

The Group documents at the inception of the transaction the relationship between hedging instruments and hedged items, as well as its risk management objectives and strategy for undertaking various hedging transactions. The Group also documents its assessment, both at hedge inception and on an ongoing basis, of whether the derivatives that are used in hedging transactions are highly effective in offsetting changes in fair values or cash flows of hedged items.

The fair values of various derivative instruments used for hedging purposes are disclosed in Note 11. Movements in the hedging reserve in Other comprehensive income are shown in Note 16.
The fair value of a hedging derivative is classified as a non-current asset or liability when the remaining maturity of the hedged item is more than 12 months and as a current asset or liability when the remaining maturity of the hedged item is less than 12 months. Trading derivatives are classified as a current asset or liability.

(a) Cash flow hedge
The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognized in ‘Other comprehensive income’. The gain or loss relating to the ineffective portion is recognized immediately in the income statement within ‘Interest expense’.

Amounts accumulated in equity are reclassified to profit or loss in the periods when the hedged item affects profit or loss (for example, when the forecast sale that is hedged takes place). The gain or loss relating to the effective portion of the hedge is recognized in the income statement within ‘Sales’. However, when the forecast transaction that is hedged results in the recognition of a non-financial asset (for example, inventory), the gains and losses previously deferred in equity are transferred from equity and included in the initial measurement of the cost of the asset. The deferred amounts are ultimately recognized in ‘Cost of goods sold’ in the case of inventory.

When a hedging instrument expires or is sold, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss existing in equity at that time remains in equity and is recognized when the forecast transaction is ultimately recognized in the income statement. When a forecast transaction is no longer expected to occur, the cumulative gain or loss that was reported in equity is immediately transferred to the income statement within ‘Other gains/(losses) – net’.

(b) Net investment hedge
Hedges of net investments in foreign operations are accounted for similarly to cash flow hedges. Any gain or loss on the hedging instrument relating to the effective portion of the hedge is recognized in ‘Other comprehensive income’. The gain or loss relating to the ineffective portion is recognized immediately in the income statement within ‘Other gains/(losses) – net’.

Gains and losses accumulated in equity are included in the income statement when the foreign operation is partially disposed of or sold. During 2010, this has been the case for the divestment of RCA resulting in a one-off net loss of € 1 445 211 that was charged to the 2010 income statement (Notes 8 and 28).

2.11 Inventories

Inventories are stated at the lower of cost and net realizable value. Cost is determined using the first-in, first-out (FIFO) method. The cost of finished goods and semi-finished products comprises raw materials, direct labor, other direct costs and related production overheads (based on normal operating capacity).

Net realizable value is the estimated selling price in the ordinary course of business, less applicable variable selling expenses.

2.12 Trade and other receivables and trade and accounts payable

Trade receivables are amounts due from customers for goods sold in the ordinary course of business. Since collection is always expected in one year or less, they are classified as current assets.

Trade receivables and other receivables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method, less provision for impairment.

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities.

Trade payables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method.

2.13 Cash and cash equivalents

Cash and cash equivalents includes cash in hand, deposits held at call with banks and other short-term highly liquid investments with original maturities of three months or less. Bank overdrafts are shown within Borrowings in current liabilities on the balance sheet.

2.14 Share capital

Ordinary issued shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares or options are charged to the share premium reserve as a deduction, net of tax, from the proceeds.

2.15 Borrowings

Borrowings are recognized initially at fair value, net of transaction costs incurred. Borrowings are subsequently carried at amortized cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognized in the income statement over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognized as transaction costs of the loan.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the end of the reporting period.

2.16 Compound financial instruments – convertible loans

Compound financial instruments issued by the Group comprise convertible bonds that can be converted to share capital at the option of the holder, and the number of shares to be issued does not vary with changes in their fair value. The liability component of a compound financial instrument is recognized initially at the fair value of a similar liability that does not have an equity conversion option. The equity component is recognized initially at the difference between the fair value of the compound financial instrument as a whole and the fair value of the liability component. Any directly attributable transaction costs are allocated to the liability and equity components in proportion to their initial carrying amounts.

Subsequent to initial recognition, the liability component of a compound financial instrument is measured at amortized cost using the effective interest method. The equity component of a compound financial instrument is not re-measured subsequent to initial recognition except on conversion or expiry.

Upon early conversion of a convertible bond initiated by a bond holder, the difference between the proceeds and redemption liability is deducted from the share premium amount credited to the share premium reserve that is recorded as part of the issuance of new shares.

2.17 Current and deferred income tax liabilities / (assets)

The tax expense for the period comprises current and deferred tax. Tax is recognized in the income statement, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in Other comprehensive income or directly in equity, respectively.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the Company and its subsidiaries operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is recognized, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred tax liabilities are not recognized if they arise from the initial recognition of goodwill; deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

Deferred income tax assets are recognized only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilized.

Deferred income tax is provided on temporary differences arising on investments in subsidiaries and associates, except for deferred income tax liability where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

2.18 Employee benefits

Group companies operate various pension schemes. The schemes are generally funded through payments to insurance companies or trustee-administered funds, determined by periodic actuarial calculations. The Group has two defined benefit plans and various defined contribution plans.

The defined contribution plans are pension plans under which the Group pays fixed contributions into a separate entity. The Group has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

For defined contribution plans, the Group pays contributions to publicly or privately administered pension insurance plans on a mandatory, contractual or voluntary basis. The Group has no further payment obligations once the contributions have been paid. The contributions are recognized as employee benefit expense when they are due. Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in the future payments is available.

A defined benefit plan typically defines an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation. The liability recognized in the balance sheet in respect of defined benefit pension plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets, together with adjustments for unrecognized past-service costs. The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating the terms of the related pension obligation. In countries where there is no deep market in such bonds, the market rates on government bonds are used.

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to equity in other comprehensive income in the period in which they arise.

Past-service costs are recognized immediately in income, unless the changes to the pension plan are conditional on the employees remaining in service for a specified period of time (the vesting period). In this case, the past-service costs are amortized on a straight-line basis over the vesting period.

The Group recognizes a liability and an expense for bonuses and profit sharing, based on a percentage (generally 10%) of the profit before tax of the respective subsidiary. The Group recognizes a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

2.19 Share based payments

Since 1 September 2010, the Group operates a share-based compensation plan, under which the entity receives services from employees as consideration for equity instruments (options) of the Company. The fair value of the employee services received in exchange for the grant of the options is recognized as an expense in the income statement. The total amount to be expensed is determined by reference to the fair value of the options granted.

Non-market vesting conditions are included in assumptions about the number of options that are expected to vest. The total expense is recognized over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each reporting period, the entity revises its estimates of the number of options that are expected to vest based on the non-market vesting conditions. It recognizes the impact of the revision to original estimates, if any, in the income statement, with a corresponding adjustment to equity.

When the options are exercised, the Company issues new shares. The proceeds received net of any directly attributable transaction costs are credited to share capital (nominal value) and share premium when the options are exercised.

2.20 Provisions

Provisions for restructuring costs and legal claims are recognized when: the Group has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated. Provisions are not recognized for future operating losses. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognized even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small. Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognized as interest expense.

2.21 Revenue recognition

Revenue comprises the fair value of the consideration received or receivable for the sale of goods and services in the ordinary course of the Group's activities. Revenue is shown net of value-added tax, returns, rebates and discounts and after eliminating sales within the Group. The Group recognizes revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and when specific criteria have been met for each of the Group's activities as described below.

(a) Sales of goods

Sales of goods are recognized when a Group entity has delivered products to the customer, the customer has full discretion over the channel and price to sell the products, and there is no unfulfilled obligation that could affect the customer's acceptance of the products. Delivery does not occur until the products have been shipped to the specified location, the risks of obsolescence and loss have been transferred to the customer, and either the customer has accepted the products in accordance with the sales contract, the acceptance provisions have lapsed or the Group has objective evidence that all criteria for acceptance have been satisfied. Sales are recorded based on the price specified in the sales contracts.

(b) Interest income

Interest income is recognized using the effective interest method. When a loan and receivable is impaired, the Group reduces the carrying amount to its recoverable amount, being the estimated future cash flow discounted at the original effective interest rate of the instrument, and continues unwinding the discount as interest income. Interest income on impaired loan and receivables are recognized using the original effective interest rate.

(c) Dividend income

Dividend income is recognized when the right to receive payment is established.

2.22 Cost of goods sold

Cost of goods sold is recorded in the same period in which the sales are recognized. Other revenues and expenses are recorded in the period in which they are incurred.

2.23 Leases

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to the income statement on a straight-line basis over the period of the lease.

2.24 Dividend distribution

Dividend distribution to the Company's shareholders is recognized as a liability in the Group's financial statements in the period in which the dividends are approved by the Company's shareholders.

3 Risk management

3.1 Risk factors

The Group operates in international commodity trading and is exposed to a variety of market and financial risks (including currency risk, fair value interest rate risk, cash flow interest rate risk and price risk), credit risks and liquidity risks. The Group's overall risk management focuses on the unpredictability of commodity and financial markets and seeks to minimize potential adverse effects on the Group's financial performance. The Group uses derivative financial instruments to hedge certain risk exposures.

Risk management is carried out under policies approved by the Management Board and Supervisory Board. Risks are identified, evaluated and hedged in close co-operation with the Group's operating units. The Management Board and the management of the operating companies apply policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, use of derivative financial instruments and investment of excess liquidity. We refer to the Managing Director's Report and our Corporate Governance Statement for a further explanation of this risk management program.

3.1.1 Market risks

Foreign exchange risk

The Group operates internationally and is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to the US-Dollar. Foreign exchange risk arises from current and future commercial transactions, current and future costs, recognized assets and liabilities and net investments in foreign operations. The Management Board has set up a policy to require Group companies to manage their foreign exchange risk against their functional currency. The Group companies are required to hedge their foreign exchange risk exposure arising from sales and purchase transactions within the respective company in accordance with Group policies. To manage their foreign exchange risk arising from future commercial transactions and recognized assets and liabilities, entities in the Group use forward contracts, transacted with external banks. Foreign exchange risk arises when future commercial transactions or recognized assets or liabilities are denominated in a currency that is not the entity's functional currency.

The Group's risk management policy is to hedge between 90% and 100% of contracted cash flows (mainly export sales and purchase of inventory) in each major foreign currency for the subsequent 12 months. Approximately 95% (2009: 95%) of contracted sales and purchases in each major currency qualify as 'highly probable' transactions for hedge accounting purposes.

The Group has certain investments in foreign operations, whose net assets are exposed to foreign currency translation risk. Currency exposure arising from the net assets of the Group's foreign operations is managed primarily through borrowings denominated in the relevant foreign currencies.

For the year 2010, if the average USD currency applied had weakened/strengthened by 5% against the euro with all other variables held constant, net profit for the year would have been € 416 000 higher/lower, mainly as a result of foreign exchange results on translation of US-Dollar-denominated income from the Van Rees Tea business and Red River Commodities Seeds business. At 31 December 2010, the total impact on shareholders' equity of a 5% USD increase/decrease relating to equity of subsidiaries with a USD functional currency would have been € 2.3 million. Similarly, total assets would have increased/decreased with € 5.0 million in case of the US-Dollar/euro rate being 5% higher/lower than the rate at 31 December 2010 that has been used.

Price risk

The Company's results are sensitive to the specific commodity market price movements. In order to manage the effects of the influence of price movements of commodities, the Group companies apply trading guidelines internally determined and maximum positions per product group and overall positions. From a financing point of view, head room is closely monitored in order to be able to finance increased working capital requirements when commodity prices increase.

Interest rate sensitivity analysis
During 2010, total borrowings increased following the acquisitions of Van Rees Group, Red River Commodities Group and King Nuts. These acquisitions were financed by a € 40 million convertible bond, a USD 24 million term loan and a USD 75 million revolving credit facility. The acquisition of King Nuts was financed by a € 10 million acquisition loan and a € 10 million revolving credit facility. Interest rates on these borrowings have been fixed for six months and have a variable character. A sensitivity analysis has been made based on the exposure to interest rates for the bank borrowings and current financial bank liabilities at the balance sheet date. If interest rates had been 0.5% or 50 basis points higher/lower and all other variables were held constant, the Group's result before tax for the year ended 31 December 2010 would have been € 230 000 lower/higher respectively.

Cash flow and fair value interest rate risk
The Group's interest rate risk arises from long-term borrowings and working capital financing. Borrowings and working capital financing contracted at variable interest rates expose the Group to cash flow interest rate risk which is partially offset by cash held at variable interest rates. Borrowings issued at fixed interest rates expose the Group to fair value interest rate risk.

During 2010 and 2009, the Group's borrowings at variable interest rates were denominated in euro, US-Dollar and UK-pound. The Group analyses its interest rate exposure on a dynamic basis. Scenarios are simulated taking into consideration refinancing, renewal of existing positions, alternative financing and hedging. Based on these scenarios, the Group calculates the impact on profit and loss of a defined interest rate shift. For each simulation, the same interest rate shift is used for all currencies. The scenarios are run only for liabilities that represent the major interest-bearing positions.

In case of a significant impact of expected future interest rate increases, interest rate swaps are contracted to mitigate relating risks.

3.1.2 Credit risk

Credit risk is managed at the subsidiary level. Each local subsidiary is responsible for managing and analysing the credit risk for each of their clients before standard payment and delivery terms and conditions are offered. Credit risk arises from derivative financial instruments and deposits with banks and financial institutions, as well as credit exposures to customers, including outstanding receivables and committed transactions. Risk control assesses the credit quality of the customer, taking into account its financial position, past experience and other factors. Individual risk limits are set based on internal or external ratings in accordance with limits set by management of the operating companies.
The utilisation of credit limits is regularly monitored. See Note 13 for further disclosure on credit risk. Management does not expect any undisclosed material losses from non-performance by these counterparties.

3.1.3 Liquidity risk

Cash flow forecasting is performed in the operating entities of the Group and aggregated by Group treasury. Group treasury monitors rolling forecasts of the Group's liquidity requirements and calculates ratio's to ensure it has sufficient funds to meet operational needs while maintaining sufficient headroom on its undrawn committed borrowing facilities (Note 19) at all times so that the Group does not breach borrowing limits or covenants (where applicable) on any of its borrowing facilities. Such forecasting takes into consideration the Group's debt financing plans, covenant compliance, compliance with internal balance sheet ratio targets and, if applicable external regulatory or legal requirements – for example, currency restrictions. Surplus cash held by the operating entities over and above balances required for working capital purposes are transferred to Group treasury. Group treasury invests surplus cash in interest bearing current accounts at first class banks.

3.2 Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to ensure the continued financing of the trading activities, to provide adequate long-term returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Company monitors capital on the basis of the solvency ratio. This ratio is calculated as total equity plus subordinated debt divided by total assets.

During 2010, the Company's objective, which was unchanged from 2009, was to maintain the solvency ratio at a minimum of 30%. The solvency ratio at 31 December 2010 and 2009 were as follows:

	'As-if' after conversion	31 December	
Solvency	2010	2010	2009
Total shareholders' equity	94 704 170	74 802 445	39 381 540
Subordinated convertible bonds	-	19 901 725	-
	94 704 170	94 704 170	39 381 540
Total assets	238 600 493	238 600 493	71 892 215
Solvency ratio	39,7%	39,7%	54,8%

The decrease in the solvency ratio during 2010 resulted primarily from new borrowings and working capital investments following the acquisitions of Van Rees Group, Red River Commodities Group and King Nuts (Note 6 and Note 19).

In January 2011, the remaining convertible bonds outstanding at 31 December 2010 amounting to nominal € 20 950 000 were converted into ordinary shares. In order to show the effect of full conversion on the 31 December 2010 solvency ratio, the column 'As-if' after conversion has been added above. See Note 35.

4 Critical accounting estimates and judgments

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

(a) Impairment of goodwill

The Group tests annually whether goodwill has suffered any impairment, in accordance with the accounting policy stated in Note 2.8. The recoverable amounts of cash generating units have been determined based on value-in-use calculations. These calculations require the use of estimates (Note 6).

(b) Income taxes

The Group is subject to income taxes in numerous jurisdictions. Significant judgement is required in determining the worldwide provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is inherently uncertain. The Group recognizes liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred income tax assets and liabilities in the period in which such determination is made.

(c) Pension benefits

The present value of the pension obligations depends on a number of factors that are determined on an actuarial basis using a number of assumptions. The assumptions used in determining the net cost (income) for pensions include the discount rate. Any changes in these assumptions will impact the carrying amount of pension obligations. The Group determines the appropriate discount rate at the end of each year. This is the interest rate that should be used to determine the present value of estimated future cash outflows expected to be required to settle the pension obligations. In determining the appropriate discount rate, the Group considers the interest rates of high-quality corporate bonds that are denominated in the currency in which the benefits will be paid and that have terms to maturity approximating the terms of the related pension obligation. Other key assumptions for pension obligations are based in part on current market conditions. Additional information is disclosed in Note 21.

Were the discount rate used would increase by 1% as compared to the discount rates used, the carrying amount of pension obligations would be an estimated 14% lower or higher.

5 Segment information

The Management Board has determined the operating segments based on the reports used to make management decisions.

The Management Board considers the business from both a geographic and product perspective. Geographically, the Management Board considers the performance of wholesale in the Netherlands, other countries in Europe, the US and other areas, further segregated into the products:

- Tropical products, nuts, dried fruits and dehydrated food
- Food ingredients
- Tea (new segment as from 1 May 2010)
- Edible seeds (new segment as from 1 May 2010)

The Management Board assesses the performance of the operating segments based on a measure of adjusted profit before tax. This measurement basis excludes the effects of non-recurring expenditure from the operating segments such as restructuring costs, legal expenses and goodwill impairments when the impairment is the result of an isolated, non-recurring event.

The segment information for the reportable segments for the year ended 31 December 2010 and 31 December 2009 is as follows:

2010 (in € 000)	Tropical products and nuts	Food ingredients	Tea	Seeds	General cost and intra group	Total
Sales	194 488	14 180	96 800	70 827	(1 387)	374 908
Operating expenses	(176 925)	(12 868)	(92 424)	(62 057)	1 034	(343 240)
EBITDA	17 563	1 312	4 376	8 770	(353)	31 668
Depreciation	(242)	(376)	(113)	(1 229)	(5)	(1 965)
Interest expense, net	(220)	23	(582)	9	(2 392)	(3 162)
Income tax expense	(4 361)	(271)	(1 287)	(2 629)	238	(8 310)
Result divestment RCA	-	-	-	-	(2 755)	(2 755)
Net result	12 740	688	2 394	4 921	(5 267)	15 476
Total assets	72 476	5 630	31 568	66 478	62 448	238 600

The Tea and Seeds businesses have been consolidated as from 1 May 2010 (Note 6) and the King Nuts business has been consolidated as from 8 October 2010 (Note 6).

2009 (in € 000)	Tropical products and nuts	Food ingredients	Tea	Seeds	General cost and intra group	Total
Sales	149 428	15 091	-	-		164 519
Operating expenses	(136 727)	(13 673)	-	-	(686)	(151 086)
EBITDA	12 701	1 418	-	-	(686)	13 433
Depreciation	(172)	(119)	-	-	(3)	(294)
Interest expense, net	(113)	6	-	-	161	54
Income tax expense	(3 246)	(387)	-	-	337	(3 296)
Share of profit RCA	-	-	-	-	635	635
Net result	9 170	918	-	-	444	10 532
Total assets	41 593	6 693	-	-	23 606	71 892

Snick Euroingredients, part of the Food ingredients segment, has been consolidated as from 1 February 2009.

The amounts with respect to total assets are measured in a manner consistent with that of the financial statements. These assets are allocated based on the operations of the segment and the physical location of the asset.

Revenues per geography are as follows:

in € mln	NL	EU other	US	Other	Total
2010	**59,7**	**149,2**	**82,4**	**83,6**	**374,9**
2009	46,3	77,8	-	40,4	164,5

6 Intangible assets

Goodwill

Intangible fixed assets relate to the goodwill paid for the acquisition of Tefco in 2006, Snick in 2009, Van Rees Group and Red River Commodities Group in 2010 and King Nuts in 2010.

Van Rees Group and Red River Commodities Group

In May 2010, Acomo reached an agreement to acquire 100% of the share capital of the Van Rees Group and of the Red River Commodities Group from N.V. Deli Maatschappij. Both groups were acquired with profit entitlement as of 1 April 2010. The financial positions and results of the acquired groups have been included in the Acomo consolidation as from 1 May 2010 since Acomo obtained control over all strategic, financial and operational activities as per that date. The opening balance sheet positions of both businesses have been recalculated applying the IFRS based accounting policies that are used by Acomo. In line with IFRS 3, all assets, liabilities and contingent assets and liabilities have been recorded at fair value in case of a material difference against the carrying book values. Changes were mainly made for the book values of land and buildings based on external appraisals, provisions for deferred tax liabilities, provisions for pension liabilities based on actuarial calculations by independent experts and the value of inventories (finished goods).

The adjustments resulted in determining the fair value of total net assets acquired and the goodwill that was paid upon acquisition amounting to € 30.3 million. Components that could trigger final additional changes during 2011 are linked to final pension calculations for the pension position that is part of the pension plan arranged by N.V. Deli Maatschappij which will become available mid-2011. However, no material changes from these calculations are expected on reported goodwill since external appraisals and pension calculations have been made by external independent experts as at 31 March 2010, with a roll-forward to 31 December 2010.

The acquired business contributed revenues of € 167.6 million and net profits of € 7.3 million to the Group for the 8 month period starting from 1 May 2010 until 31 December 2010.

The paid goodwill is related to the management teams and workforce, estimated value of the acquired businesses and for their proven and potential future results. The goodwill component will be subject to regular impairment testing in order to determine whether a permanent impairment in value exists. Such impairment, if any, would be charged to the income statement. The total purchase price consideration and acquired assets and liabilities resulting in reported goodwill are as follows:

Purchase consideration	In €
Paid in Cash	73 554 000
Paid in shares	8 865 000
Total consideration	82 419 000
Fair value of net assets acquired	
Tangible fixed assets	21 126 837
Inventories	42 424 686
Account receivables	31 743 780
Other receivables and cash	3 272 999
Provisions	(5 893 966)
Bank overdrafts	(22 562 806)
Creditors	(7 874 215)
Other liabilities	(10 161 494)
Total net assets acquired	52 075 821
Goodwill	30 343 179
Goodwill USD amount	37 322 110

The translation of the USD goodwill amount recorded in euro at each period end is recorded directly in the currency translation reserve as part of other comprehensive income.

Upon determination of the acquired assets and liabilities, the potential value of brand names and the existing customer databases were given considerable attention. The Company is of the opinion that no value can be assigned to the brand names Van Rees and Red River Commodities since these names are known only to certain business to business relations and do not create a value itself due to the competitive nature of the businesses these companies are in. With respect to the customer databases, since significant parts of the customer bases change frequently and no long-term sales or purchase agreements exist, no value was assigned to the customer database upon determination of the purchase price.

King Nuts

In September 2010, Acomo reached an agreement to acquire 100% of the share capital of King Nuts Holding B.V. and its 100% subsidiary King Nuts B.V. (together 'King Nuts'), a Dutch company active in the trade and distribution of nuts and rice crackers. As per the terms of the share purchase agreement, Acomo was entitled to the profits of King Nuts for the full year 2010. King Nuts has been included in the consolidated accounts of Acomo starting from 8 October 2010 being the date that control was obtained. In line with application of IFRS guidelines, the acquired business contributed revenues of € 13.2 million and net profits of € 921 000 to the Group for the period starting from 8 October 2010 to 31 December 2010. These amounts have been calculated using the Group's accounting policies.

Purchase consideration	In €
Total purchase consideration	18 958 750
Fair value of net assets acquired	
Tangible fixed assets	245 603
Inventories	6 054 460
Account receivables	6 271 491
Derivatives, net	15 830
Other receivables and cash	151 157
Provisions	(626 119)
Bank overdrafts	(5 228 517)
Creditors	(2 130 687)
Other liabilities	(1 100 034)
Total net assets acquired	3 653 184
Goodwill	15 305 566

The goodwill amount is related to the work force, market opportunities, potential synergies and the high return on equity that has been realized in the past and the cash generation thus generated.

Total costs related to the 2010 acquisitions were recorded as follows:

In (€ 000)	Convertible bonds	Bank borrowings	Transaction costs	Total
Acquisition Tea and Seeds	1 131	708	605	2 444
Acquisition King Nuts	-	182	164	346
Total	1 131	890	769	2 790

The movements in goodwill are as follows:

Goodwill	In €
At 1 January 2009	1 529 090
Acquisition Snick EuroIngredients	3 075 827
At 31 December 2009	4 604 917
Addition - Tea and Seeds businesses	30 343 179
Addition - King Nuts	15 305 566
Currency translation effect goodwill	(2 181 925)
At 31 December 2010	48 071 737

Impairment tests for goodwill

Goodwill has been tested for impairment on the basis of the ratio's and assumptions used at the time of the acquisition (based on EBIT multiples and on discounted cash flow models) and the actual results over 2010. No impairment charges have resulted from this test. The goodwill impairment test is based on the management judgment that the possible net realizable value of the acquired businesses will not be less than the sum of the goodwill amount plus the net assets of the acquired company, which is assumed not to be the case unless the annualised net result would decrease by more than 50% for the Tea and Seeds businesses and 30% - 40% for Tefco, Snick and King Nuts as compared to 2010 on an extrapolated annual basis.

Goodwill is allocated to the Group's cash-generating units (CGUs) identified according to operating segment.
The total goodwill paid for Van Rees Group and Red River Commodities Group was split based on valuation analyses in 31% and 69% respectively.

An operating segment-level summary of the goodwill allocation is presented below.

	31 December	
Goodwill	2010	2009
Food ingredients - Tefco	1 529 090	1 529 090
Food ingredients - Snick	3 075 827	3 075 827
Van Rees Group	8 729 989	-
Red River Commodities Group	19 431 265	-
King Nuts	15 305 566	-
Total	48 071 737	4 604 917

The recoverable amount of all CGUs has been determined based on three different valuation methods: DCF-method, multiple analysis and Return on Investment:

- the DCF-method uses cash flow projections based on financial budgets approved by management for 2011. The Weighted Average Cost of Capital is based on the Capital Asset Pricing Model using a beta of 0.76 as proposed by an investment bank. The WACC varies at different subsidiaries. Based on the local tax rates, the applied WACC varies from 7.83% to 9.58%
- a 10-year forecast period is used (including approved 2011 budgets when applicable) followed by a terminal value based on perpetual 1.5% growth of revenues. In order to calculate the value of CGU, cash is added and interest bearing debt is deducted. Cash flows beyond 2011 are extrapolated using estimated growth rates.

- The multiple analysis is based on the historic corporate P/E ratio. The ratio is calculated on a rolling average of 7 years excluding the highest and lowest P/E ratio. The analysis shows on average a ratio of 9.3x net earnings. The enterprise value is adjusted for net debt and working capital.The Return On Investment is based on an implied enterprise value, adjusted by net debt and working capital. Our assumptions incorporate required returns on our investment (Equity and Debt).

The key assumptions used for value-in-use calculations in 2010 are as follows:

Assumptions	Food ingredients	Van Rees Group	Red River Commodities Group	King Nuts
EBIT margin 2010 - 2019	10,50% - 10,00%	4,50% - 5,00%	11,00%	8,00% - 9,00%
Sales growth 2010 - 2019	3,00% - 4,00%	3,00% - 4,00%	2,00%	2,50% - 3,50%
Discount rate	9,00% - 9,58%	7,83%	8,30%	9,00%

7 Property, plant and equipment

The movements in property, plant and equipment are as follows:

Property, plant and equipment	Land and buildings	Vehicles and machinery	Furniture, fittings and equipment	Total
At 1 January 2009				
Cost or valuation	-	352 681	1 115 198	1 467 879
Accumulated depreciation	-	(157 929)	(817 211)	(975 140)
Net book amount	-	194 752	297 987	492 739
2009				
Opening net book amount	-	194 752	297 987	492 739
Investments	-	105 366	494 910	600 276
Additions acquisition Snick	595 700	128 278	17 790	741 768
Depreciation charge	(40 526)	(134 631)	(119 133)	(294 290)
Closing net book amount	555 174	293 765	691 554	1 540 493
2010				
Opening net book amount	555 174	293 765	691 554	1 540 493
Acquisition of subsidiaries	15 532 129	5 520 073	320 238	21 372 440
Investments	258 884	1 516 253	318 560	2 093 697
Exchange differences	14 211	(22 835)	95	(8 529)
Disposals	-	(23 352)	-	(23 352)
Depreciation charge	(493 338)	(971 897)	(250 142)	(1 715 377)
Closing net book amount	15 867 060	6 312 007	1 080 305	23 259 372
At 31 December 2010				
Cost or valuation	16 386 713	7 599 299	2 266 696	26 252 708
Accumulated depreciation	(533 864)	(1 264 457)	(1 186 486)	(2 984 807)
Exchange differences	14 211	(22 835)	95	(8 529)
Net book amount	15 867 060	6 312 007	1 080 305	23 259 372

Acquisition of subsidiaries refer to the property, plant and equipment that were acquired through the acquisitions of Van Rees Group, Red River Commodities Group and King Nuts. The fair value of land and buildings has been determined by external appraisers.

Depreciation charge of € 1 715 377 (2009: € 294 290) has been recorded in 'Depreciation and impairment charges'.

8 Investments in associates

The movements in investments in associates are as follows:

Investments in associates	2010	2009
At 1 January	11 523 970	13 138 197
Reclassification	-	(102 373)
Share of (loss)/profit	-	634 928
Currency translation effects	-	(332 269)
Dividends received	-	(1 814 513)
Divestment	(10 867 747)	-
Book loss	(656 223)	-
At 31 December	-	11 523 970

Investments in associates at 31 December 2009 refers to the 42,52% participation in RCA Commodities Asia (Pte) Ltd, Singapore ('RCA'), a group active in rubber trading. At 31 December 2009, the investment in RCA was valued at € 11 523 970, being 42.52% of RCA's total shareholders' equity of USD 39 027 557 at the closing rate of the US-Dollar at that date of 1.44.

On 7 June 2010, the investment in RCA was divested for an amount of USD 13 000 000. The result on this sale is recorded as a loss on divestment, refer to Note 28.

9 Other investments in companies

The movements in other investments in companies are as follows:

Other investments in companies	2010	2009
At 1 January	422 633	102 229
Reclassification	-	102 373
Investments	124 311	218 031
Provision charge	(250 000)	-
At 31 December	296 944	422 633

The provision charge is included in the income statement in Depreciation and impairment charges.

10 Financial instruments by category

Assets	Loans and receivables	Derivatives used for hedging	Total
31 December 2010			
Derivative financial instruments	-	745 117	745 117
Trade and other receivables excluding pre-payments	57 950 189	-	57 950 189
Cash and cash equivalents	6 671 374	-	6 671 374
Total	64 621 563	745 117	65 366 680

Liabilities	Other financial liabilities at amortised cost	Derivatives used for hedging	Total
31 December 2010			
Convertible bonds	19 901 725	-	19 901 725
Borrowings	23 054 992	-	23 054 992
Bank overdrafts - short-term	59 989 769	-	59 989 769
Derivative financial instruments	-	792 823	792 823
Trade and other payables	44 910 022	-	44 910 022
Total	147 856 508	792 823	148 649 331

The fair values of the financial assets and liabilities do not materially differ from the book value due to the absence of interest related components and the accounting policies used.

The convertible bonds were fully converted in January 2011 (refer to Note 35).

11 Derivative financial instruments

	31 December 2010		31 December 2009	
Derivatives	Assets	Liabilities	Assets	Liabilities
Total contracts	745 117	792 823	-	189 069

Foreign exchange contracts relate for more than 95% to forward US-Dollar sales and purchases with a term of less than 12 months and relate to hedged items with a maturity of less than 12 months. Consequently, the net value of these derivatives is classified as a current asset or liability. The derivatives are so-called Level-2 derivatives with banks wich values are derived directly from foreign exchange rates and interest rate levels.

Forward foreign exchange contracts

The notional principal amounts of the outstanding forward foreign exchange contracts at 31 December 2010 were USD 37.5 mln bought and USD 28.9 mln sold resulting in a total net amount of USD 8.6 million (2009: USD 17.9 million). Gains and losses recognized in the Hedging reserve in equity (Note 16) on forward foreign exchange contracts as of 31 December 2010 are recognized in the income statement in the period or periods during which the hedged forecast transaction affects the income statement.

Hedge of net investment in foreign entity

A portion of the Group's US-Dollar-denominated borrowing amounting to USD 50 250 000 (2009:nil) is designated as a hedge of the net investment in the Group's US subsidiary. The fair value of the borrowing at 31 December 2010 was in line with the book values based on interest rates that were fixed at 23 December 2010 for a 3-6 months period. The total foreign exchange loss of € 843 036 (2009: nil) on translation of the relating USD borrowings to euro at the end of the reporting period was off-set against the forex exchange gain on the net investments of € 697 770; the net loss amounting to € 145 266 (0.4% of the hedged net investments) is recognized in Other comprehensive income as part of Currency translation differences.

12 Inventories

	31 December 2010	2009
Raw materials	22 486 394	-
Semi-finished products	1 794 431	-
Finished goods	76 001 006	29 757 260
Total	100 281 831	29 757 260

The cost of inventories recognized as expense and included in 'Cost of goods sold' amounted to € 303 119 840 (2009: 138 579 371).

13 Trade and other receivables

	31 December 2010	2009
Trade receivables		
Trade receivables	55 922 488	14 289 431
Less: provision for impairment	(946 777)	(111 833)
Total trade receivables, net	54 975 711	14 177 598
Other receivables		
Prepayments	572 745	35 908
Receivables from related parties	-	3 724
Tax and social securities	1 821 741	-
Other receivables	1 152 737	124 491
Deferred tax assets (Note 20)	751 184	270 934
Total other receivables	4 298 407	435 057

All receivables are due within one year from the end of the reporting period.

As of 31 December 2010, total trade receivables of € 946 777 (2009: € 111 833) were impaired and provided for. The individually impaired receivables mainly relate to clients in the ordinary line of business which are in unexpectedly difficult economic situations.

As of 31 December 2010, trade receivables of € 859 000 were more than 1 month past due but not impaired. These relate to a number of independent customers for whom there is no recent history of default.

The ageing analysis of these trade receivables is as follows:

Ageing receivables	31 December 2010	2009
Up to 1 months	35 210 374	7 929 205
1-2 months	13 568 556	5 065 603
2-3 months	4 211 531	1 286 049
over 3 months	2 932 027	8 574
Total, gross	55 922 488	14 289 431

The carrying amounts of the Group's trade receivables are denominated in the following currencies:

	31 December	
Currency	2010	2009
UK-pounds	594 006	-
Euro	16 125 833	8 236 712
US-Dollar	39 202 649	6 052 719
Total trade receivable	55 922 488	14 289 431

Movements in the provision for impairment of trade receivables are as follows:

Provision trade receivables	2010	2009
At 1 January		
Provision for receivables impairment	111 833	452 529
Acquired in business combinations	814 658	-
Write offs	(146 272)	-
Unused amounts reversed	-	(340 696)
Charged to the income statement	166 558	-
At 31 December	946 777	111 833

The creation and release of provision for impaired receivables have been included in 'Other expenses' in the income statement. Amounts charged to the allowance account are generally fully written off when there is no expectation of recovering additional cash. The other classes within trade and other receivables do not contain impaired assets.

The maximum exposure to credit risk at the reporting date is the carrying value of each class of receivable mentioned above. The Group does not hold any collateral as security.

Trade receivables with a book value of € 16.2 million have been pledged as a security for certain bank overdrafts.

14 Cash and cash equivalents

Cash and cash equivalents consist entirely of cash held at bank accounts.

15 Share capital and share premium reserve

The total authorized number of ordinary shares is 66.7 million shares (2009: 66.7 million shares) with a par value of € 0.45 per share (2009: € 0.45 per share). All issued 20 412 673 shares (2009: 16 334 866) are fully paid.
The movements during 2010 were as follows:

	Number of shares	Share capital in €	Share premium reserve in €	Total in €
At 1 January 2009	16 334 866	7 350 690	-	7 350 690
At 31 December 2009	16 334 866	7 350 690	-	7 350 690
Issue of shares (Note 6)	1 500 000	675 000	8 190 000	8 865 000
Conversion of bonds	2 577 807	1 160 013	17 552 303	18 712 316
At 31 December 2010	20 412 673	9 185 703	25 742 303	34 928 006

The Company issued 1 500 000 shares on 23 June 2010 to N.V. Deli Maatschappij as part of the purchase consideration for Van Rees Group and Red River Commodities Group. The shares issued have the same rights as existing shares issued. The fair value of the shares issued amounted to € 8 865 000 (€ 5.91 per share).

The Company issued a total of 2 577 807 shares on 23 and 24 December 2010 to bond holders upon conversion of issued bonds at a conversion price of € 7.39 per share. The shares issued have the same rights as existing shares issued. Please also refer to Note 35.

16 Other reserves

Other reserves	Currency translation reserve	Convertible bond	Share option plan	Hedge reserve	Legal and other reserves	Total
At 1 January 2009	(1 112 942)	-	-	-	8 189 622	(7 076 680)
Currency translation differences	(332 269)	-	-	-	-	(332 269)
Movement legal reserve	-	-	-	-	(1 912 899)	(1 912 899)
At 31 December 2009	(1 445 211)	-	-	-	6 276 723	4 831 512
Move to retained earnings						
Cash flow hedges:	-	-	-	-	(6 276 723)	(6 276 723)
- Addition due to acquisitions	-	-	-	15 830	-	15 830
- Transfers to inventory	-	-	-	(12 343)	-	(12 343)
Employees share option scheme:						
- Value of employee services	-	-	45 549	-	-	45 549
- Tax credit, 25.5%	-	-	(11 615)	-	-	(11 615)
Release RCA currency reserve	1 445 211	-	-	-	-	1 445 211
Currency translation differences	(530 386)	-	-	-	-	(530 386)
Currency translation differences goodwill	(2 181 925)	-	-	-	-	(2 181 925)
Convertible bond-equity component	-	1 057 206	-	-	-	1 057 206
Tax on equity component	-	(269 588)	-	-	-	(269 588)
Effect conversions	-	(380 945)	-	-	-	(380 945)
Other movements	-	-	-	-	53 012	53 012
At 31 December 2010	(2 712 311)	406 673	33 934	3 487	53 012	(2 215 205)

17 Retained earnings

The movements in retained earnings are as follows:

Retained earnings	In €
At 1 January 2009	20 471 757
Movement legal reserve	1 912 899
Profit for the year	10 531 886
Dividends paid relating to 2008 - final	(4 083 717)
Dividends paid relating to 2009 - interim	(1 633 487)
At 31 December 2009	27 199 338
Movement legal reserve	6 276 723
Profit for the year	15 475 878
Dividends relating to 2009 - final	(4 900 460)
Dividends paid relating to 2010 - interim	(1 961 835)
At 31 December 2010	42 089 644

18 Share-based payment

Share options are granted to management and to selected employees. The exercise price of the granted options is equal to the conversion price of the convertible bonds issued in June 2010. The options vest in a 6-year period with the first vesting taking place on the 3rd anniversary of granting the options. The vesting and exercise of the options is conditional on the continued employment in the Group. The options have a contractual option term of seven years and expire on 31 December 2017. The Group has no legal or constructive obligation to repurchase or settle the options in cash.

On 31 December 2010, no options were exercisable. Share options outstanding at the end of the year have the following vesting date and exercise prices:

Vesting date	Exercise price per share in €	2010	2009
1 September 2013	7,39	321 000	-
1 September 2014	7,39	160 500	-
1 September 2015	7,39	267 500	-
1 September 2016	7,39	321 000	-
Total		1 070 000	-

The weighted average fair value of options granted during the period was calculated by using the Black&Scholes valuation model. The significant inputs into the model were: share price € 8.25, volatility of 19%, dividend yield of 8.2%, annual risk-free rate of 2.63%. The volatility measured at the standard deviation of continuously compound share returns is based on statistical analysis of daily share prices.

19 Convertible bonds and borrowings

Convertible bonds

On 23 June 2010, the Company issued € 40 000 000 of 5.5% subordinated convertible bonds (the 'Convertible bonds'). The Convertible bonds mature six years from the issue date at their nominal value of € 40 million or can be converted into shares at the holder's option between 23 December 2010 and 23 June 2016 at the price of € 7.39 per newly to be issued ordinary share Acomo.

The total fair value of the liability component of the Convertible bonds, included in Non-current borrowings, was calculated at the issue date using a market interest rate for an equivalent non-convertible bond. The residual amount, representing the value of the equity conversion option, is included in shareholders' equity in Other reserves (Note 16), net of income taxes.

The Convertible bonds recognised in the balance sheet is calculated as follows:

	31 December	
Convertible bonds	2010	2009
Nominal value of Convertible bonds	40 000 000	-
Equity component (Note 16)	(1 057 206)	-
Transaction costs	(1 130 873)	-
Liability component on initial recognition at 23 June 2010	37 811 921	-
Amortisation expense	183 044	-
Conversions	(19 050 000)	-
Effect conversions on amortisation	956 760	-
Liability at 31 December	19 901 725	-

Please refer to Note 35 which describes the subsequent event relating to the full conversion of the remaining convertible bonds in January 2011.

	31 December	
Borrowings	2010	2009
Non-current		
Bank borrowings	22 593 194	2 400 000
Debentures and other loans	1 316 000	123 339
Less: related bank costs	(854 202)	-
Total	23 054 992	2 523 339
Current		
Bank overdrafts	52 891 755	12 409 504
Bank borrowings short-term part	6 974 674	1 200 000
Other loans	123 340	-
Total	59 989 769	13 609 504
Total borrowings	83 044 761	16 132 843

The carrying amounts of bank borrowings approximate their fair value due to the interest rates being variable or being fixed in December 2010 for a maximum of 6 months. The working capital financing lines are secured through a negative pledge on inventories and trade receivables.

Bank borrowings

The Group has secured two long-term bank borrowings to finance the acquisitions made in 2010:

- a USD 24 million acquisition loan, repayable in 4 years starting 31 December 2010 with linear repayments of USD 5 mln per year on a quarterly basis with a final payment of the remaining borrowing on 18 June 2014; and
- a € 10 million acquisition loan, repayable in 5 years starting 30 June 2011 with linear repayments of € 2 million per year on a half year basis with a final payment on 30 September 2015.

For these loans, financial covenants have been agreed being an Interest Cover Ratio that must exceed 3.0 and Minimum Group Equity including subordinated bonds that must exceed € 65 million, € 72.5 million and € 80 million in the periods up until 31 December 2011, 2012 and 2013 respectively.

The Interest Cover Ratio 2010 was 13.3 and Total Equity as calculated in line with the bank agreement amounted to € 98.0 million. The interest on both loans have a variable character and were fixed for the period until 30 June 2011.

Bank borrowings are secured by negative pledge agreements on assets of the relating group companies and negative pledges on inventories and trade receivables.

The carrying amounts of the Group's bank borrowings are denominated in the following currencies:

	31 December	
Bank borrowings	2010	2009
Euro	10 516 000	2 523 339
US-Dollar	13 393 194	-
Less: related bank costs	(854 202)	-
Total	23 054 992	2 523 339

The maturity of bank borrowings is as follows:

	31 December	
Contractual repayments	2010	2009
2011	6 974 674	1 200 000
2012	6 972 731	-
2013	5 772 731	2 523 339
2014	7 847 732	-
After 2014	2 000 000	-
Total	29 567 868	3 723 339

Other loans

This includes a vendor loan provided by the management of King Nuts of € 1 316 000; this loan is to be repaid in two equal installments on 2 November 2012 and on 2 November 2014. Interest is fixed at 5%. The loan is unsecured.

Bank overdrafts

The Group has the following bank overdrafts:

- a USD 75 million revolving credit facility, with a borrowing base character; this facility matures on 18 June 2011 and is anticipated to be rolled over. Interest is variable;
- a € 5 million revolving credit facility, with a borrowing base character; this facility matures on 2 November 2013. Interest is variable;
- local lines in operating companies, secured by corporate guarantees of Acomo parent or intermediate group companies within the Group, in total amounting to USD 14 928 000; these lines mature on an annual basis. Interest is variable;
- a total of € 47.2 million working-capital lines. These lines mature on an annual or semi-annual basis. Interest is variable.

The used and undrawn part of bank overdrafts at 31 December 2010 is as follows:

Working capital overdraft facilities	Outstanding in local currency	Total line in local currency	Undrawn in local currency	31 December 2010 outstanding in €
- USD 75 million facility	USD 24 990 496	USD 75 000 000	USD 50 009 504	18 856 482
- local USD lines	USD 7 463 240	USD 14 928 000	USD 7 464 760	5 631 359
- Other working capital (in €)	€ 28 403 914	€ 47 200 000	€ 18 796 086	28 403 914
Total				52 891 755

As at balance sheet date, the Group had issued Letters of Credit in favour of third parties in the amount of USD 780 551 (2009: USD 709 245). Bank guarantees were issued amounting to USD 14.5 million including USD 12.5 million that will be withdrawn in 2011.

20 Deferred income tax liabilities/(assets)

	31 December 2010	2009
Deferred tax assets		
- Deferred tax assets to be recovered within 12 months	448 024	-
- Deferred tax assets to be recovered after more than 12 months	303 160	-
Total deferred tax assets	751 184	-
Deferred tax liabilities		
- Deferred tax liabilities to be paid within 12 months	-	-
- Deferred tax liabilities to be paid after more than 12 months	5 863 211	808 831
Total deferred tax liabilities	5 863 211	808 831
Deferred tax liabilities, net	5 112 027	808 831

Deferred tax assets have been classified as Other receivables (Note 13).

The movement in the total deferred income tax position is as follows:

	2010	2009
At 1 January	808 831	1 191 788
Acquired in business combinations	3 338 532	-
Timing differences added	795 762	-
Reclassifications	92 062	57 167
Released directly to equity	(253 899)	-
Income statement charge/(credit)	336 159	(440 124)
Exchange differences	(5 420)	-
At 31 December	5 112 027	808 831

The movement in deferred income tax assets and liabilities during the year, is as follows:

Deferred tax liabilities	Revaluation PPE	Transaction and bank cost	Convertible bonds	Timing differences	Total
At 1 January 2009	-	-	-	1 191 788	1 191 788
Liabilities acquired in business combinations	57 167	-	-	-	57 167
Credited to the income statement	-	-	-	(440 124)	(440 124)
At 31 December 2009	57 167	-	-	751 664	808 831
Liabilities acquired in business combinations	4 206 198	-	-		4 206 198
Timing differences added	-	288 372	269 587	253 845	811 804
Reclassifications	-	-	-	92 062	92 062
Charged/(credited) to the income statement	-	-	-	202 661	202 661
Released directly to equity	-	(78 089)	(165 885)	(9 925)	(253 899)
Exchange differences	(4 446)	-	-	-	(4 446)
At 31 December 2010	4 258 919	210 283	103 702	1 290 307	5 863 211

Deferred tax assets	Retirement benefit obligation	Timing differences	Total
At 31 December 2009	-	-	-
Assets acquired in business combinations	427 384	440 282	867 666
Timing differences added	78 433	(62 391)	16 042
Charged/(credited) to the income statement	(70 309)	(63 189)	(133 498)
Exchange differences	470	504	974
At 31 December 2010	435 978	315 206	751 184

Deferred income tax liabilities of € 263 000 (2009: nil) have not been recognized for the withholding tax and other taxes that would be payable on the unremitted earnings of certain subsidiaries. Such amounts are permanently reinvested. Unremitted earnings totaled USD 3,5 million at 31 December 2010 (2009: nil).

21 Retirement benefit obligations

	31 December 2010	2009
Balance sheet obligations		
- Pension benefits - defined benefit plans	1 209 315	-
- Pension benefits - defined contribution plans	315 060	-
Liability in the balance sheet	1 524 375	-
Income statement charges		
- Pension costs - defined benefit plans (Note 24)	215 105	-
- Pension costs - defined contribution plans (Note 24)	803 297	353 495
Pension cost in the income statement	1 018 402	353 495

Pension benefits - Defined benefit plans

Since the acquisition of Van Rees Group and Red River Commodities Group, the Group operates defined benefit pension plans in the Netherlands and the US based on employee pensionable remuneration and length of service.
The pension plan in the Netherlands is part of the existing plan of Deli Maatschappij N.V. and is re-insured with an insurance company. The plan was changed in 2004 from a final pay system to a middle-salary system. The pension plan in the US was closed in 2008, both for changes in salaries and for new entrants, and therefore serves as a pension fund for existing and former employees of Red River Commodities Group that were eligible up to mid-2008.

Both plans are externally funded. Plan assets are held in trusts and at the insurance company, governed by local regulations and practice in each country. In addition, some relatively limited selected pension agreements have been arranged within the Group.

The amounts recognised in the balance sheet are determined as follows:

	31 December	
Net pension liability	2010	2009
Present value of funded obligations	6 545 895	-
Fair value of plan assets	(5 117 106)	-
Deficit of funded plans	1 428 789	-
Unrecognised past service cost	(219 574)	-
Other pension liabilities	315 160	-
Liability, net	1 524 375	-

The movement in the defined benefit obligations over the year is as follows:

Actuarial pension obligations	2010	2009
At 1 January	-	-
Liabilities acquired in business combinations	5 849 113	-
Current service cost	97 613	-
Interest cost	233 432	-
Employee contributions	26 849	-
Actuarial losses / gains	487 800	-
Benefits paid	(24 542)	-
Expenses paid	(19 875)	-
Settlements	(104 495)	-
At 31 December	6 545 895	-

The movement in the fair value of plan assets of the year is as follows:

Value plan assets	2010	2009
At 1 January	-	-
Assets acquired in business combinations	4 939 083	-
Expected return on plan assets	135 225	-
Actuarial (losses) / gains	(131 952)	-
Employer contributions	322 084	-
Employee contributions	26 849	-
Benefits paid	(24 542)	-
Expenses paid	(19 875)	-
Settlements	(129 766)	-
At 31 December	5 117 106	-

The amounts recognised in the income statement are as follows:

Pension costs	2010	2009
Current service cost	97 613	-
Interest cost	233 432	-
Expected return on plan assets	(135 225)	-
Amortisation recognised loss	36 339	-
Settlement results	47 937	-
Exchange differences	77	-
Release provisions	(65 068)	-
Total, included in personnel costs (Note 24)	215 105	-

The principal actuarial assumptions were as follows:

	31 December 2010	
Actuarial assumptions	US	Euro
Discount rate	5,25%	5,2%
Inflation rate*	-	2,0%
Expected return on plan assets	3,00%	3,6%
Future salary increases*	-	2,5%
Future pension increases*	-	0,0%

** with respect to the US pension plan, the plan is closed for new entrants and non-indexed*

Assumptions regarding future mortality experience are set based on actuarial advice in accordance with published statistics and experience in each territory. Average life time expectancy applicable for the US pension plan is 38 years. For the pension plan in the Netherlands, the average future working life of respective employees is 13 years.

Taking into account the closed status of the US pension plan, the main sensitivity of the overall pension liability to changes in the weighted principal assumptions is linked to the discount rate used. Actuarial calculations indicate that a 1% increase in the discount rate used will affect the total liability with approximately14%.

Other pension liabilities mainly refer to provisions for retirement benefits by law (gratuity) in various countries including Kenya and Sri Lanka.

22 Provisions for other liabilities and charges

	Legal claims	Other	Total
At 1 January 2010	585 000	387 060	972 060
Acquired in business combinations	357 713	304 631	662 344
Charged / (credited) to the income statement:			
- additions	30 000	24 856	54 856
Used during the year	-	(75 447)	(75 447)
Reclassifications from accruals	-	722 000	722 000
At 31 December 2010	972 713	1 363 100	2 335 813
Analysis of total provisions			
Non-current	972 713	870 000	1 842 713
Current	-	493 100	493 100
Total at 31 December 2010	972 713	1 363 100	2 335 813

Legal claims

The amounts represent a provision for certain legal claims brought against the Group by customers, the outcome of which is uncertain. The provision charge is recognized in profit or loss within 'administrative expenses'. The balance at 31 December 2010 is expected to be utilized after 2011. In managements' opinion, after taking appropriate legal advice, the outcome of these legal claims will not give rise to any significant loss beyond the amounts provided at 31 December 2010.

Other

Other mainly relates to short positions outstanding at year-end of which contract prices of goods to be delivered was lower than the market price of the goods at year-end.

23 Expenses by nature

	2010	2009
Total cost of sales, purchase value of goods	303 119 840	138 579 371
Other cost of sales components	11 527 700	2 311 532
Personnel costs	18 619 369	6 860 275
Depreciation and impairment charges	1 965 377	294 290
Audit fees	335 522	76 500
Other expenses	9 636 766	3 259 072
Total	345 204 574	151 381 040

Audit fees relate to statutory audit fees of BDO Audit & Assurance for the amount of € 152 395 (2009: € 69 000), other BDO offices outside the Netherlands for the amount of € 44 628 (2009: € 7 500), statutory audit fees of other audit firms for the amount of € 50 000 (2009: nil) and other fees for the amount of € 88 499 (2009: nil)

24 Personnel costs

	2010	2009
Wages and salaries, including profit sharing and bonuses	16 094 069	6 089 146
Social security costs	1 004 255	314 307
Pension costs - defined contribution plans (Note 21)	803 297	353 495
Pension costs - defined benefit plans (Note 21)	215 105	-
Share options - charge for the year (Note 18)	45 549	-
Other	457 094	103 327
Total	18 619 369	6 860 275

On a full-time equivalent basis, taking into account the period that acquired companies were included in the 2010 consolidation, the total number of employees was:

Number of employees	2010	2009
Average number	323	65
Number at 31 December	468	66

25 Finance income and expense

	2010	2009
Interest income		
- Interest income on short-term bank deposits	254 228	203 168
Interest income	254 228	203 168
Interest expense		
- Bank borrowings	1 805 180	297 581
- Convertible bond (Note 19)	1 313 023	-
- Interest discounted liability	293 692	-
Net foreign exchange results on financing activities	4 564	(149 489)
Interest expense and foreign exchange result	3 416 459	148 092
Net finance expense (income)	3 162 231	(55 076)

26 Share of profits from associates

This refers to Acomo's share in the 2009 net results of RCA.

27 Corporate income tax

	2010	2009
Current tax expense		
Current tax on profits for the year	7 945 017	3 936 616
Adjustments in respect of prior years	28 842	(200 417)
Total current tax expense	7 973 859	3 736 199
Deferred income tax expense/(income) (Note 20)	336 159	(440 124)
Total corporate income tax expense	8 310 018	3 296 075

The tax on the Group's profit differs from the theoretical amount that would arise using the weighted average tax rate applicable to profits of the consolidated entities as follows:

	2010	2009
Tax calculated at domestic tax rates applicable to profits in the respective countries	7 704 836	3 711 459
Tax effect of:		
- Associate's results reported net of tax	-	(161 907)
- Not deductible expenses	107 015	35 473
- Adjustments previous years	28 842	(200 417)
- Provisions	403 476	-
- Other items	65 849	(88 533)
Total corporate income tax expense	8 310 018	3 296 075
Average effective tax rate	31,3%	23,8%

The weighted average applicable theoretical corporate income tax rate was 29,0% (2009: 26,8%). The increase is caused by a change in the country mix of the Group's source of profits in countries with a relatively higher tax rate, particularly the US, Canada and African countries.

The tax (charge)/credit relating to components of other comprehensive income is as follows:

	2010			2009		
	Before tax	Tax credit	After tax	Before tax	Tax credit	After tax
Cash flow hedges	4 681	(1 194)	3 487	-	-	-
Other movements	53 012	-	53 012	-	-	-
Currency translation differences due to sale RCA	1 445 211	-	1 445 211	-	-	-
Currency translation differences on goodwill	(2 181 925)	-	(2 181 925)	-	-	-
Currency translation differences	(569 294)	38 908	(530 386)	(332 269)	-	(332 269)
Total	(1 248 315)	37 714	(1 210 601)	(332 269)	-	(332 269)

28 Result from divestment participation RCA

This result relates to the divestment for USD 13 million in June 2010 of the 42,52% investment in RCMA Commodities Asia Pte Ltd.

Result divestment RCA	2010	2009
Book loss on divestment RCA (Note 8)	(656 223)	-
Release currency translation reserve	(1 445 211)	-
Net foreign exchange result on relating receivable	(653 383)	-
Total	(2 754 817)	-

29 Earnings per share

Basic

Basic earnings per share are calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the year.

Diluted

Diluted earnings per share are calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. The Company has two categories of dilutive potential ordinary shares: convertible debt and share options.

The convertible debt is assumed to have been converted into ordinary shares, and the net profit is adjusted to eliminate the interest expense of the convertible bonds, net of tax.

For the share options, a calculation is made to determine the number of shares that could have been issued at fair value (determined as the average annual market share price of the Company's shares) based on the monetary value of the subscription rights attached to outstanding share options. The number of shares calculated as above is compared with the number of shares that will be issued assuming the exercise of all issued share options. The excess number of shares is used for calculating diluted earnings per share.

Earnings, recurring used to calculate earnings per share	2010	2009
Profit from recurring operations attributable to equity holders of the Company	18 230 695	10 531 886
Interest expense on Convertible bonds (net of tax)	978 201	-
Cost share options (net of tax)	33 934	-
Profit used to determine diluted earings per share	19 242 830	10 531 886

	31 December	
	2010	2009
Weighted average number of ordinary shares issued		
Issued at 1 january	16 334 866	16 334 866
Add: shares issued in June 2010	1 500 000	-
Add: shares issued upon conversions in December, weighted	59 355	-
Total weighted average number of shares in issue	17 894 221	16 334 866
Adjustments for:		
- Issued shares upon conversion, non-weighted part	2 518 452	-
- Assumed full conversion of Convertible bonds	2 834 903	-
- Share options	180 926	-
Total number of shares, issued and dulitive	23 428 502	16 334 866

30 Dividends per share

	2010	2009
Dividends paid		
Final dividend 2008	-	4 083 717
Interim dividend 2009	-	1 633 487
Final dividend 2009	4 900 460	-
Interim dividend 2010	1 961 835	-
Total	6 862 295	5 717 204
Dividends declared per fiscal year in € per share		
Interim dividend	0,11	0,10
Final dividend (2010: proposed)	0,39	0,30
Total dividend declared per book year	0,50	0,40

It is proposed to distribute a final dividend of € 0.39 per share – being € 9 066 555 in total in cash. Together with the interim dividend of € 0.11 per share paid in September 2010, this brings the total dividend for 2010 to € 0.50 per share (2009: € 0.40 per share) being € 11 028 390 in total (2009: € 6 533 946).

These financial statements do not reflect a liability for this dividend payable.

31 Related party transactions

During the financial year, the Group entered into transactions with related parties. Management of King Nuts provided a loan to Acomo amounting to euro 1 316 000 (Note 19). The Managing Director and certain members of the Supervisory Board owned Convertibles for a total amount of € 700.000 that were converted into Acomo shares in January 2011 (Note 34).

32 Contingencies

The Group has contingent liabilities in respect of legal claims arising in the ordinary course of business. It is not anticipated that any material liabilities will arise from the contingent liabilities other than those provided for (Note 22).

33 Contingent liabilities

Capital commitments

Capital expenditure contracted for at the end of the reporting period were not material.

Operating lease commitments – group company as lessee

The Group leases various, offices and warehouses under non-cancellable operating lease agreements. The lease terms are between five and 10 years, and the majority of lease agreements are renewable at the end of the lease period at market rate. The Group also leases machinery under cancellable operating lease agreements. The Group is required to give a six-month notice for the termination of these agreements.

The future aggregate minimum lease payments under non-cancellable operating leases are as follows:

	31 December	
(in € '000)	2010	2009
No later than 1 year	855	410
Later than 1 year and no later than 5 years	2 155	1 168
Later than 5 years	657	220
Total	3 667	1 798

34 Key management compensation and interests

Key management includes mr S.G. Holvoet as statutory director and the Supervisory Board consisting of mr B.H. Stuivinga (chairman), mr Y. Gottesman, mr N. de Kanter, mr W. Boer and mr J. van de Winkel (appointed 27 May 2010, resigned 23 November 2010).

The compensation paid or payable to key management for services is shown below:

	S. Holvoet	B. Stuivinga	Y. Gottesman	N. de Kanter	W. Boer	J. vd Winkel	Total
Salaries and other short-term employee benefits	250 000	38 500	27 500	27 500	27 500	7 458	378 458
Post-employment benefits	26 300	-	-	-	-	-	26 300
One-off payment	-	50 000	50 000	-	-	-	100 000
Share-based payments	4 255	-	-	-	-	-	4 255
Profit related bonus 2010	475 451	-	-	-	-	-	475 451
Total	756 006	88 500	77 500	27 500	27 500	7 458	984 464

The remuneration of the Supervisory Board remained unchanged and amounts for a full year to € 38 500 for the Chairman and € 27 500 for each member of the Supervisory Board.

Both mr Stuivinga and mr Gottesman received a one-off remuneration of € 50 000 due to their extensive involvement in the acquisitions of Red River Commodities Group, the Van Rees Group and King Nuts and the divestment of RCA. Mr S.G. Holvoet received 100 000 options as part of the Acomo Share Option Plan (refer to Note 18). The amount indicated is the relative share in the total (IFRS based) costs of the plan.

On 31 December 2010, key management did not own Acomo shares. Key management owned Convertible subordinated bonds for a total amount of € 700 000: mr Holvoet and mr Stuivinga each € 300 000 and mr De Kanter and mr Boer each € 50 000. These bonds were converted in January 2011 into shares: 40 595 for mr Holvoet, 40 595 for mr Stuivinga, 6 765 for mr De Kanter and 6 765 for mr Boer.

On 31 December 2010, the Acomo CFO, mr J. ten Kate did not own Acomo shares nor Convertible bonds.

35 Events after the reporting period

Conversion of convertible bonds

On 11 January 2011, Acomo issued a notice of redemption informing bond holders that it decided to exercise its option to fully redeem the remaining bonds at their nominal amount. Following the announcement, all remaining bond holders converted their bonds with a total nominal value of € 20 950 000 into 2 834 903 ordinary shares.

Consequently, at the end of January 2011, the total outstanding number of issued ordinary shares was increased to 23 247 576. The conversions in January 2011 resulted in an increase of shareholders equity with approximately € 19.9 million.

The Trustee Report is included on page 85.

36 Article 10 Take-Over Directive

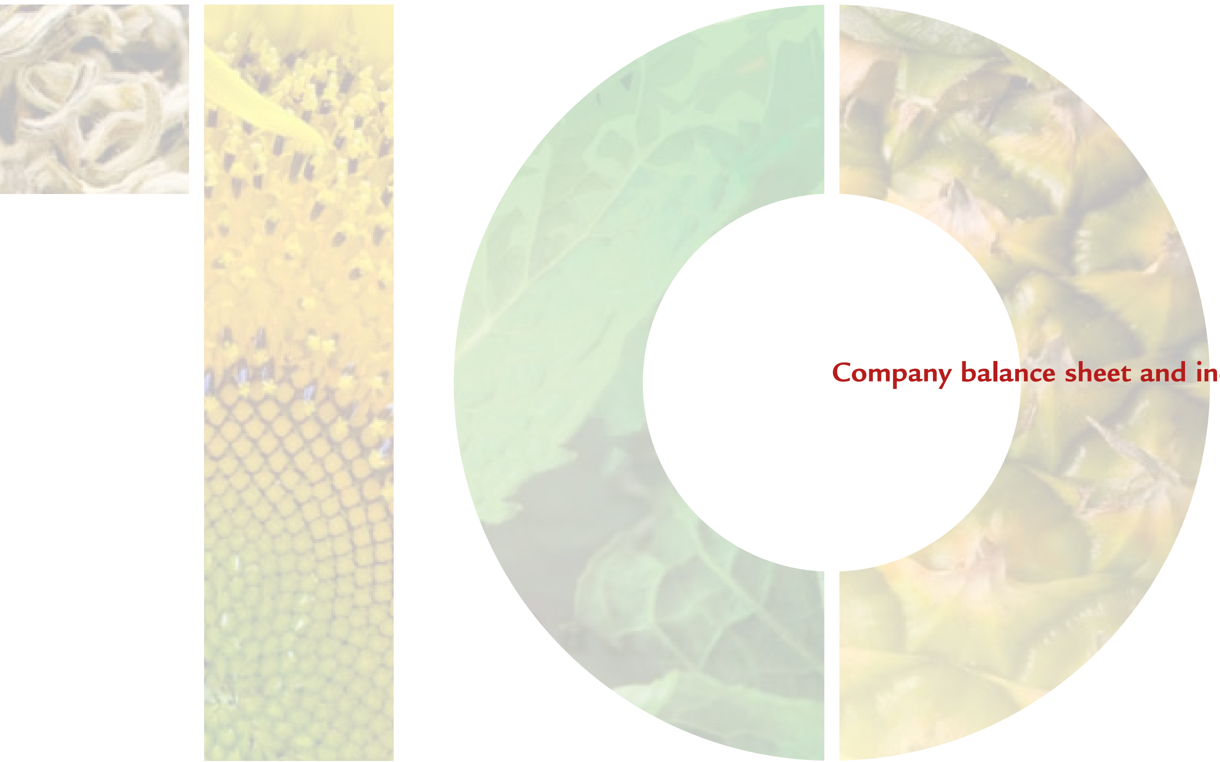
The information based on Article 1 of the Decision Article 10 of the Take-Over Directive is as follows:

a. the capital structure of the Company is described on page 60 of this annual report (Note 15);
b. there are no limitations with regard to the transfer of shares of the Company;
c. significant share holdings in the sense of articles 5:38 and 5:43 of the Law Financial Control are reported on page 7;
d. there are no special control preferences attached to any of the shares of the Company;
e. there are no limitations of the voting rights;
f. the Company is not aware of the existence of agreements between shareholders to the effect of limiting the rights to transfer the shares or the voting rights;
g. the regulations regarding the appointment and dismissal of members of the Management Board and the Supervisory Board, and with regard to the change of the Articles of Association are described in the Articles of Association on pages 4, 5 and 15;
h. the Supervisory Board is authorised, upon approval by the Annual General Meeting of Shareholders, to resolve upon the issue of shares of the Company and to acquire fully paid-up shares in its own share capital.

Rotterdam, 12 April 2011

Stéphane G. Holvoet
Managing Director

The Supervisory Board
B. Stuivinga, Chairman
N.W. de Kanter
Y. Gottesman
W. Boer



Company balance sheet and income statement

Company balance sheet as at 31 December 2010

Company income statement 2010

Notes to the Company balance sheet and income statement

All amounts are in euro, unless otherwise stated.
These consolidated financial statements are a translation of the original Dutch version of the consolidated financial statements. In case of misunderstandings regarding the interpretation of this translation, the Dutch version supersedes and prevails.

Company balance sheet as at 31 December 2010 (before appropriation of result)

	Note	2010	2009
		€	€
Assets			
Non-current assets			
Property, plant and equipment		66 676	5 035
Intangible assets		48 071 737	4 604 917
Investment in subsidiaries and affiliates	1.1	57 633 254	34 624 811
Total non-current assets		105 771 667	39 234 763
Current assets			
Amounts due from group subsidiaries		1 650 141	1 693 560
Other receivables		337 658	148 324
Cash and cash equivalents		3 366 658	6 564 423
Total current assets		5 354 457	8 406 307
Total assets		111 126 124	47 641 070
Equity and liabilities			
Equity attributable to owners of the parent			
Ordinary shares		9 185 703	7 350 690
Share premium reserve		25 742 303	-
Legal reserve		-	6 276 723
Currency Translation Reserve		(2 712 311)	(1 445 211)
Other reserves		27 110 872	16 667 452
Result for the year		15 475 878	10 531 886
Total equity	1.2	74 802 445	39 381 540
Non-current liabilities			
Subordinated convertible debt		19 901 725	-
Borrowings		6 345 798	2 400 000
Other long term borrowings		1 316 000	-
Provisions for deferred income tax liabilities		1 678 858	751 664
Provisions for other liabilities and charges		659 000	-
Total non-current liabilities		29 901 381	3 151 664
Current liabilities			
Borrowings		3 200 000	1 200 000
Tax liabilities		667 500	2 245 745
Other liabilities and accrued expenses		2 554 798	1 662 121
Total current liabilities		6 422 298	5 107 866
Total liabilities		36 323 679	8 259 530
Total equity and liabilities		111 126 124	47 641 070

Company income statement 2010

	2010	2009
	€	€
Result subsidiaries and affiliates	20 560 819	14 125 666
Result Acomo N.V. before tax	(2 952 399)	(522 861)
	17 608 420	13 602 805
Income tax Acomo N.V.	622 275	(3 070 919)
Result divestment RCA, net of tax	(2 754 817)	-
Net profit	15 475 878	10 531 886

Notes to the Company balance sheet and income statement

1 General

The accounts of Amsterdam Commodities N.V. are included in the consolidated accounts. The description of Acomo's activities and structure, as included in the Notes to the consolidated financial statements, also apply to the Company financial statements. The Company accounts have been prepared in accordance with the financial reporting requirements of Part 9, Book 2 of the Netherlands Civil Code. The consolidated annual financial statements of companies publicly listed in the European Union are for the financial years starting on or after 1 January 2005 prepared in accordance with International Financial Reporting Standards ('IFRS') as adopted by the European Commission.
In order to harmonise the accounting principles of the Company accounts with the consolidated accounts, the Management Board has decided, from 1 January 2005 onward, to adopt the provisions of section 2:362 subsection 8 of the Netherlands Civil Code, whereby the accounting principles applied in the consolidated accounts also apply to the Company financial statements of Acomo N.V. The accounting policies as described in the Notes to the consolidated financial statements also apply to the Company financial statements unless indicated otherwise.

Investments in group companies
In accordance with section 2:362 subsection 8 of the Netherlands Civil Code, all subsidiaries are valued at equity value, in accordance with the accounting principles applied in the consolidated accounts.

1.1 Financial fixed assets

Investments in subsidiaries and affiliates	2010	2009
At 1 January	34 624 811	30 394 506
Acquisition Snick	-	3 071 417
Acquisition Van Rees Group and Red River Group	52 075 821	-
Acquisition King Nuts	3 653 184	-
Result for the year	20 560 819	14 125 666
Dividends	(41 280 037)	(12 634 513)
Divestment RCA	(11 523 970)	-
Currency translation differences	(530 386)	(332 269)
Other equity movements	53 012	4
At 31 December	57 633 254	34 624 811

Acomo and its Dutch subsidiaries form a fiscal unity for corporate income tax purposes. In accordance with standard conditions, the Company, along with the respective subsidiaries that are part of the fiscal unity, are wholly and severally liable for taxation payable by the fiscal unity. As from 2010, corporate income tax expense on results of subsidiaries is reported as part of results subsidiaries whereas in 2009, the corporate income tax expense of subsidiaries of € 3 326 541 was fully accrued by Acomo.

1.2 Shareholders' equity

	Note	Share capital	Share premium Reserve	Legal reserve	Currency translation reserve	Other reserves	Result for the year	Total equity
		Attributable to owners of the parent						
Balance at 1 January 2009		7 350 690		8 189 622	(1 112 942)	11 730 248	8 741 509	34 899 127
Net profit 2009		-	-	-	-	-	10 531 886	10 531 886
Transfer legal reserve investment RCA		-	-	(1 912 899)	-	1 912 899	-	-
Currency translation differences		-	-	-	(332 269)	-	-	(332 269)
Dividends relating to 2008, final	30	-	-	-	-	(4 083 717)	-	(4 083 717)
Dividends relating to 2009, interim	30	-	-	-	-	(1 633 487)	-	(1 633 487)
Net profit 2008 to retained earnings		-	-	-	-	8 741 509	(8 741 509)	-
Balance at 1 January 2010		7 350 690	-	6 276 723	(1 445 211)	16 667 452	10 531 886	39 381 540
Net profit 2010		-	-	-	-	-	15 475 878	15 475 878
Issue of new ordinary shares	15	675 000	8 190 000	-	-	-	-	8 865 000
Conversion of bonds into shares	15	1 160 013	17 552 303	-	-	-	-	18 712 316
Dividends relating to 2009, final	30	-	-	-	-	(4 900 460)	-	(4 900 460)
Dividends relating to 2010, interim	30	-	-	-	-	(1 961 835)	-	(1 961 835)
Currency translation differences on goodwill	6	-	-	-	(2 181 925)	-	-	(2 181 925)
Currency translation differences on NAV	1.1	-	-	-	(530 386)	-	-	(530 386)
Release due to sale RCA	28	-	-	-	1 445 211	-	-	1 445 211
Net profit 2009 to retained earnings		-	-	-	-	10 531 886	(10 531 886)	-
Transfer legal reserve divestment RCA		-	-	(6 276 723)	-	6 276 723	-	-
Convertible bond - equity component	19	-	-	-	-	1 057 206	-	1 057 206
Dito - equity component tax credit		-	-	-	-	(269 588)	-	(269 588)
Conversions		-	-	-	-	(380 945)	-	(380 945)
Employees share option scheme effects		-	-	-	-	33 934	-	33 934
Change in cash flow hedges		-	-	-	-	3 487	-	3 487
Other movements		-	-	-	-	53 012	-	53 012
Balance at 31 December 2010		9 185 703	25 742 303	-	(2 712 311)	27 110 872	15 475 878	74 802 445

The legal reserve subsidiary represented the share of Acomo N.V. in the accumulated profits and direct equity movements of RCA since the acquisition, which were not distributed and of which Acomo could not dispose independently. This reserve was released after the divestment of RCA.

Rotterdam, 12 April 2011

Stéphane G. Holvoet,
Managing Director

The Supervisory Board
B. Stuivinga, Chairman
N.W. de Kanter
Y. Gottesman
W. Boer

Japanese Rice Cracker
with sugar and add
into balls

Other information

Profit appropriation according to the Articles of Association

The appropriation of profit has been laid down in article 17 of the Company's Articles of Association.
This article reads as follows:

17.1 From the profit disclosed in the Company income statement may be transferred such amounts to reserves as may be determined by the annual General Meeting of Shareholders as proposed by the combined meeting of the Board of Directors and Supervisory Board.

17.2 The balance is at the disposal of the annual General Meeting of Shareholders; profit distributions to shareholders and members of the Supervisory Board can only be made in accordance with article 105 par. 2 of the Civil Code.

Proposed appropriation of the result for the year

It is proposed to distribute a final cash dividend of € 0.39 per share – being € 9 066 555 in total. Together with the interim dividend of € 0.11 per share paid in September 2010, this brings the total dividend for 2010 to € 0.50 per share – being € 11 028 390 in total.

Events after the balance sheet date

Convertible

On 11 January 2011, Acomo issued a notice of redemption informing bond holders that it decided to exercise its option to fully redeem the remaining bonds at their nominal amount. Following the announcement, all remaining bond holders converted their bonds with a total nominal value of € 20 950 000 into 2,834,903 ordinary shares.

Consequently, at the end of January 2011, the total outstanding number of issued ordinary shares was increased to 23 247 576. The conversions in January 2011 resulted in an increase of shareholders equity with approximately € 19.9 million.

Independent Auditor's Report

To: the General Meeting of Shareholders and the Management of Amsterdam Commodities N.V.

Report on the financial statements

We have audited the accompanying financial statements 2010 of Amsterdam Commodities N.V., Rotterdam, included on page 32 to 79 of this report. The financial statements include the consolidated financial statements and the company financial statements. The consolidated financial statements comprise the consolidated balance sheet as at 31 December 2010, the consolidated income statement, the consolidated statements of comprehensive income, the changes in equity and the consolidated cash flows for the year then ended, and notes, comprising a summary of the significant accounting policies and other explanatory information. The company financial statements comprise the company balance sheet as at 31 December 2010, the company income statement for the year then ended and the notes, comprising a summary of the accounting policies and other explanatory information.

Director's responsibility

The directors of the Company are responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards as adopted by the European Union and with Part 9 of Book 2 of the Dutch Civil Code, and for the preparation of the Management Board report in accordance with Part 9 of Book 2 of the Dutch Civil Code. Furthermore the directors are responsible for such internal control as it determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Dutch law, including the Dutch Standards on Auditing. This requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion with respect to the consolidated financial statements

In our opinion, the consolidated financial statements give a true and fair view of the financial position of Amsterdam Commodities N.V. as at 31 December 2010, and of its result and its cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union and with Part 9 of Book 2 of the Dutch Civil Code.

Opinion with respect to the company financial statements

In our opinion, the company financial statements give a true and fair view of the financial position of Amsterdam Commodities N.V. as at 31 December 2010 and of its result for the year then ended in accordance with Part 9 of Book 2 of the Dutch Civil Code.

Report on other legal and regulatory requirements

Pursuant to the legal requirement under Section 2:393 sub 5 at e and f of the Dutch Civil Code, we have no deficiencies to report as a result of our examination whether the Management Board report, to the extent we can assess, has been prepared in accordance with Part 9 of Book 2 of this Code, and whether the information as required under Section 2:392 sub 1 at b-h has been annexed. Further we report that the Management Board report, to the extent we can assess, is consistent with the financial statements as required by Section 2:391 sub 4 of the Dutch Civil Code.

Rotterdam, 12 April 2011

BDO Audit & Assurance B.V.
on its behalf,

J.C. Jelgerhuis Swildens RA


not sticky to the touch,
wafer paper, turn the nougat into the
on top of the candy and press

ANT trust & corporate services
independent international in-business

TRUSTEE REPORT

5.5 per cent. Convertible Subordinated Bonds 2010 due 2016
with principal amount of € 40,000,000.-
of Amsterdam Commodities N.V.

In compliance with the provisions of article 13.4, of the trust deed executed before Mr. C.J. van Oevelen on June 23, 2010, we report as follows.

As provided in the trust deed, up to and including June 9, 2016 the bonds would have been convertible into ordinary shares Amsterdam Commodities N.V. of € 0.45 nominal value on payment of the applicable conversion price. The current conversion price is € 7.39.

During the year nominal EUR 19,050,000.- has been offered for conversion into 2,577,807 ordinary shares.
The outstanding amount of the bonds per 31 December 2010 was € 20,950,000.-.
In the period January 1 up to and including January 21, 2011 the remaining amount of EUR 20,950,000,- was offered for conversion into 2,834,903 ordinary shares.
In total the complete loan of EUR 40,000,000.- was converted into 5,412,710 ordinary shares of EUR 0.45 nominal.

Amsterdam, January 24, 2011

ANT Financial Services B.V.

L.J.J.M. Lutz


convenience of size
sunflower kernel is
other! And one
healthy,
oils and

Five years ACOMO

in € ’000		2010	2009	2008	2007	2006
Sales		374 908	164 519	175 308	161 863	143 132
Operating income (EBIT)		29 703	13 138	9 374	11 332	6 629
Net profit		15 476	10 532	8 742	8 834	7 826
Working capital		55 854	25 594	20 931	21 166	16 698
Shareholders’ equity		74 802	39 382	34 899	32 050	29 280
Liabilities - including convertible bonds		163 798	32 510	29 308	34 229	28 064
Total assets		238 600	71 892	64 207	66 279	57 344
Number of shares issued						
- Average		17 894 221	16 334 866	16 334 866	16 334 866	16 334 866
- Year-end		20 412 673	16 334 866	16 334 866	16 334 866	16 334 866
- Diluted		23 428 502	16 334 866	16 334 866	16 334 866	16 334 866
Data per share of nominal € 0.45						
Net profit - basic	€	0,865	0,645	0,535	0,541	0,479
Return on equity		27,1%	28,4%	26,1%	28,8%	28,0%
Dividend in cash	€	0,50	0,40	0,35	0,35	0,30
Shareholders’ equity at year-end	€	3,66	2,41	2,14	1,96	1,79
Share price Acomo						
Year-end	€	11,08	5,42	3,40	4,25	3,88
High	€	11,15	5,48	5,10	4,96	3,90
Low	€	5,25	3,30	3,00	3,89	3,47
Price/Earnings ratio – year-end		12,9	8,4	6,4	7,9	8,1
Exchange rates at year-end						
1 US-Dollar =	€	0,7545	0,694	0,714	0,679	0,758
Percentage change		+8,7%	-2,8%	+ 5,15%	-10,4%	-10,3%

Definitions

Net profit = profit after tax, profit sharing employees and extra-ordinary items

Working capital = current assets – current liabilities

Liabilities = balance sheet total (incl. provisions) – shareholders’ equity

Return on equity = (net profit/average equity) × 100%

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We focus on food to bridge your needs

Acomo is an international group of companies active in the sourcing, processing and distribution of agro-food raw materials world-wide. The group's product portfolio broadly encompasses spices, nuts, tea, confectionary sunflower seeds and food ingredients. For over 100 years and across some 90 countries we have been bridging the needs of clients and suppliers. Reliability of your deliveries and contract guarantee are the group's trade mark, thus supplying Peace of mind to all our partners.