



**D U F R Y**

**2011**

**NINE-MONTH  
REPORT**



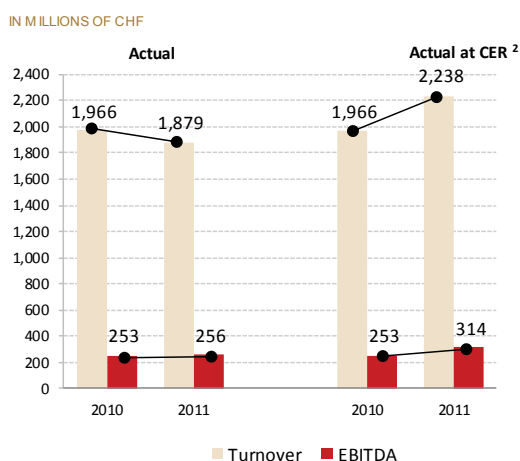
## Dufry's Performance

### At constant exchange rates (CER) <sup>2</sup>

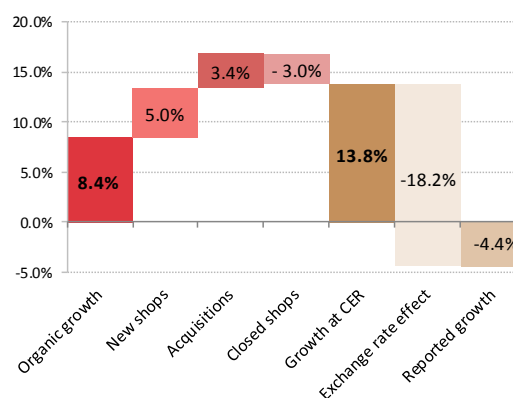
In the nine-month period, Dufry achieved 13.8% turnover growth and an EBITDA<sup>1</sup> of 14.0% of turnover.

IN MILLIONS OF CHF	ACTUAL 9M 2011	% of turnover	ACTUAL at CER 9M 2011 <sup>2</sup>	% of turnover	9M 2010	% of turnover	Growth at CER <sup>2</sup>
Net sales	1,824.1		2,174.1		1,908.7		
Advertising income	54.9		63.6		57.5		
<b>Turnover</b>	<b>1,879.0</b>	<b>100.0%</b>	<b>2,237.7</b>	<b>100.0%</b>	<b>1,966.2</b>	<b>100.0%</b>	<b>13.8%</b>
<b>Gross profit</b>	<b>1,090.3</b>	<b>58.0%</b>	<b>1,298.4</b>	<b>58.0%</b>	<b>1,124.5</b>	<b>57.2%</b>	<b>15.5%</b>
Selling expenses	(414.7)	-22.1%	(493.7)	-22.1%	(441.1)	-22.4%	
Personnel expenses	(292.2)	-15.6%	(342.9)	-15.3%	(299.4)	-15.2%	
General expenses	(127.0)	-6.8%	(148.3)	-6.6%	(130.6)	-6.6%	
<b>EBITDA before other operational result</b>	<b>256.4</b>	<b>13.6%</b>	<b>313.6</b>	<b>14.0%</b>	<b>253.4</b>	<b>12.9%</b>	<b>23.7%</b>

### Turnover and EBITDA<sup>1</sup> growth



### Turnover growth bridge



### Turnover and EBITDA<sup>1</sup> per region at CER <sup>2</sup>

IN MILLIONS OF CHF	TURNOVER		EBITDA <sup>1</sup>	
	9m 2011	9m 2010	9m 2011	9m 2010
Europe	257.8	240.8	11.8	5.5
Africa	116.5	139.3	15.7	21.3
Eurasia	184.9	173.7	14.9	8.8
Central America & Caribbean	318.3	301.3	21.4	14.2
South America	710.2	519.9	123.5	96.7
North America	632.1	578.0	71.1	66.7
Distribution Centers	615.5	399.7	55.2	40.2
Eliminations	(597.6)	(386.5)		
<b>DUFRY GROUP</b>	<b>2,237.7</b>	<b>1,966.2</b>	<b>313.6</b>	<b>253.4</b>

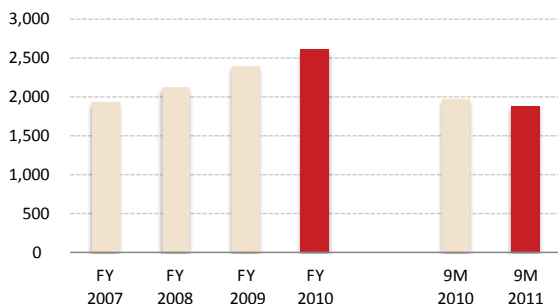
<sup>1</sup> EBITDA before other operational result

<sup>2</sup> At exchange rates of same periods 2010 (new acquisitions considered at actual rates)



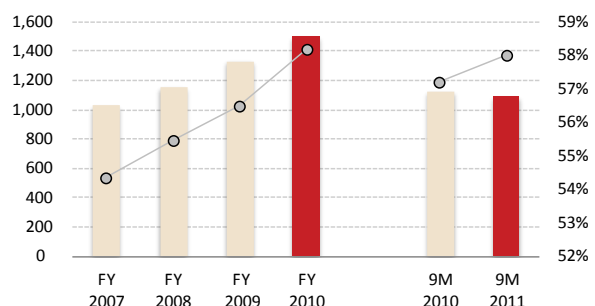
### Turnover

IN MILLIONS OF CHF



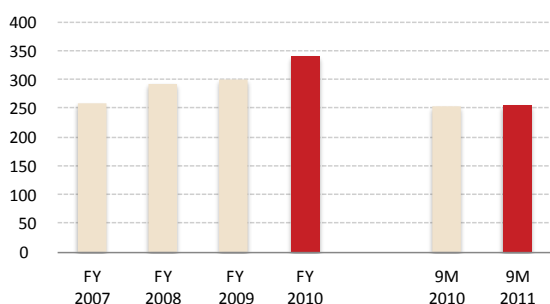
### Gross Profit

IN MILLIONS IN CHF



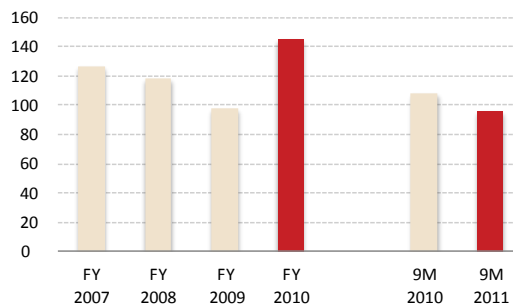
### EBITDA<sup>1</sup>

IN MILLIONS OF CHF

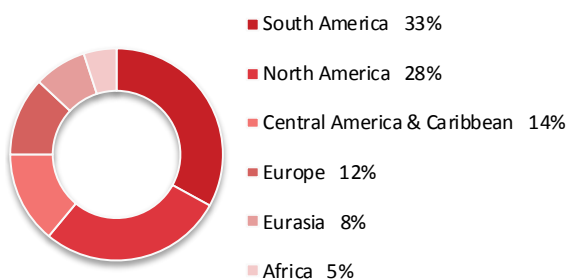


### Net Earnings

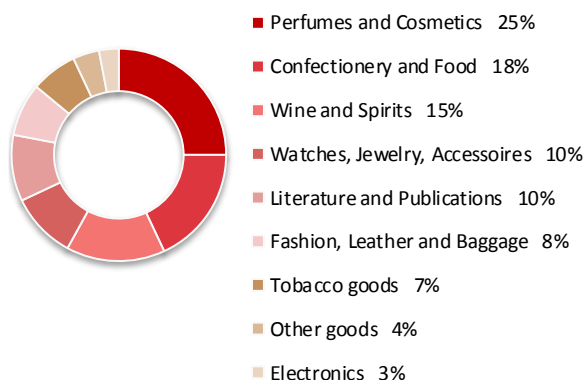
IN MILLIONS OF CHF



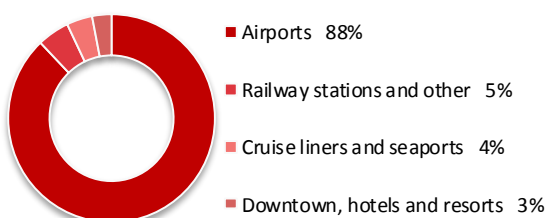
### Net sales by region



### Net sales by product categories



### Net sales by channel



## Interim Consolidated Income Statement

IN MILLIONS OF CHF	NOTE	UNAUDITED 9M 2011	UNAUDITED 9M 2010	UNAUDITED Q3 2011	UNAUDITED Q3 2010
Net sales		1,824.1	1,908.7	678.3	679.1
Advertising income		54.9	57.5	19.4	19.2
<b>TURNOVER</b>		<b>1,879.0</b>	<b>1,966.2</b>	<b>697.7</b>	<b>698.3</b>
Cost of sales		(788.7)	(841.7)	(292.1)	(297.1)
<b>GROSS PROFIT</b>		<b>1,090.3</b>	<b>1,124.5</b>	<b>405.6</b>	<b>401.2</b>
Selling expenses		(414.7)	(441.1)	(154.0)	(160.6)
Personnel expenses		(292.2)	(299.4)	(99.7)	(98.6)
General expenses		(127.0)	(130.6)	(43.8)	(42.9)
<b>EBITDA before other operational result</b>		<b>256.4</b>	<b>253.4</b>	<b>108.1</b>	<b>99.1</b>
Depreciation, amortization and impairment		(89.1)	(94.0)	(31.6)	(29.6)
Other operational result	11	(21.2)	(9.9)	(15.1)	(4.2)
<b>Earnings before interest and taxes (EBIT)</b>		<b>146.1</b>	<b>149.5</b>	<b>61.4</b>	<b>65.3</b>
Interest expenses		(35.9)	(27.3)	(18.9)	(8.7)
Interest income		3.0	3.8	1.0	0.8
Foreign exchange gain / (loss)		(1.3)	1.2	(0.7)	0.4
<b>Earnings before taxes (EBT)</b>		<b>111.9</b>	<b>127.2</b>	<b>42.8</b>	<b>57.8</b>
Income taxes	6	(16.2)	(19.3)	(4.2)	(10.6)
<b>NET EARNINGS</b>		<b>95.7</b>	<b>107.9</b>	<b>38.6</b>	<b>47.2</b>
<b>ATTRIBUTABLE TO:</b>					
Equity holders of the parent		79.1	83.5	32.9	43.1
Non-controlling interests		16.6	24.4	5.7	4.1
<b>EARNINGS PER SHARE ATTRIBUTABLE TO EQUITY HOLDERS OF THE PARENT</b>					
Basic earnings per share in CHF		2.94	3.39	1.22	1.60
Diluted earnings per share in CHF		2.91	3.35	1.21	1.58
Cash EPS in CHF		4.32	4.68	1.78	1.96
Weighted average number of outstanding shares in thousands		26,874	24,625	26,868	26,917

## Interim Consolidated Statement of Comprehensive Income

IN MILLIONS OF CHF		UNAUDITED 9M 2011	UNAUDITED 9M 2010	UNAUDITED Q3 2011	UNAUDITED Q3 2010
<b>NET EARNINGS</b>		<b>95.7</b>	<b>107.9</b>	<b>38.6</b>	<b>47.2</b>
<b>Other comprehensive income:</b>					
Net gain / (loss) on hedge of net investment in foreign operation	7	(58.8)	10.4	(74.5)	22.5
Changes in the fair value of interest rate swaps held as cash flow hedges		0.9	(2.8)	0.5	(1.7)
Exchange differences on translating foreign operations		43.1	(12.5)	139.9	(74.6)
<b>Other comprehensive income before taxes</b>		<b>(14.8)</b>	<b>(4.9)</b>	<b>65.9</b>	<b>(53.8)</b>
Income tax relating to net gain / (loss) on hedge of net investment		7.1	-	9.0	-
Income tax on cash flow hedges		(0.1)	-	-	-
<b>Income tax relating to components of other comprehensive income</b>		<b>7.0</b>	<b>-</b>	<b>9.0</b>	<b>-</b>
<b>TOTAL OTHER COMPREHENSIVE INCOME, NET OF TAX</b>		<b>(7.8)</b>	<b>(4.9)</b>	<b>74.9</b>	<b>(53.8)</b>
<b>TOTAL COMPREHENSIVE INCOME, NET OF TAX</b>		<b>87.9</b>	<b>103.0</b>	<b>113.5</b>	<b>(6.6)</b>
<b>ATTRIBUTABLE TO:</b>					
Equity holders of the parent		71.6	52.5	102.7	(7.6)
Non-controlling interests		16.3	50.5	10.8	1.0



## Interim Consolidated Statement of Financial Position

IN MILLIONS OF CHF	NOTE	UNAUDITED 30.09.2011	AUDITED 31.12.2010
<b>ASSETS</b>			
Property, plant and equipment		232.2	225.9
Intangible assets	5	2,079.7	1,188.6
Deferred tax assets		144.2	137.8
Other non-current assets		36.8	38.4
<b>Non-current assets</b>		<b>2,492.9</b>	<b>1,590.7</b>
Inventories		394.5	306.1
Trade and credit card receivables		69.4	50.8
Income tax receivables		8.9	6.1
Other accounts receivable	10	137.0	104.9
Cash and cash equivalents		160.0	80.6
<b>Current assets</b>		<b>769.8</b>	<b>548.5</b>
<b>TOTAL ASSETS</b>		<b>3,262.7</b>	<b>2,139.2</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>			
Equity attributable to equity holders of the parent		803.8	733.7
Non-controlling interests		81.2	81.1
<b>Total equity</b>		<b>885.0</b>	<b>814.8</b>
Financial debt	7	1,504.0	683.1
Deferred tax liabilities		217.5	146.3
Provisions	9	37.0	3.1
Post-employment benefit obligations		5.9	6.4
Other non-current liabilities	8	4.9	9.6
<b>Non-current liabilities</b>		<b>1,769.3</b>	<b>848.5</b>
Trade payables		253.0	203.9
Financial debt	7	55.9	35.3
Income tax payables		19.5	11.7
Provisions	9	4.0	2.4
Other liabilities	8	276.0	222.6
<b>Current liabilities</b>		<b>608.4</b>	<b>475.9</b>
<b>Total liabilities</b>		<b>2,377.7</b>	<b>1,324.4</b>
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>		<b>3,262.7</b>	<b>2,139.2</b>

## Interim Consolidated Statement of Changes in Equity

2011	Attributable to equity holders of the parent							NON-CONTROLLING INTERESTS	TOTAL EQUITY
	Share capital	Share premium	Treasury shares	Hedging & revaluation reserves	Translation reserves	Retained earnings	TOTAL		
IN MILLIONS OF CHF									
<b>Balance at January 1, 2011</b>	<b>134.9</b>	<b>934.2</b>	<b>(28.7)</b>	<b>(1.9)</b>	<b>(199.0)</b>	<b>(105.8)</b>	<b>733.7</b>	<b>81.1</b>	<b>814.8</b>
Net earnings	-	-	-	-	-	79.1	79.1	16.6	95.7
Other comprehensive income (loss)	-	-	-	0.8	(8.3)	-	(7.5)	(0.3)	(7.8)
<b>Total comprehensive income for the period</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>0.8</b>	<b>(8.3)</b>	<b>79.1</b>	<b>71.6</b>	<b>16.3</b>	<b>87.9</b>
<b>Contributions by and distributions to owners:</b>									
Dividends to non-controlling interests	-	-	-	-	-	-	-	(18.4)	(18.4)
Purchase of treasury shares	-	-	(12.5)	-	-	-	(12.5)	-	(12.5)
Tax effect on equity transactions	-	-	-	-	-	0.1	0.1	-	0.1
Distribution of treasury shares	-	-	27.7	-	-	(27.7)	-	-	-
Share-based payment	-	-	-	-	-	10.9	10.9	-	10.9
<b>Total contributions by and distributions to owners</b>	<b>-</b>	<b>-</b>	<b>15.2</b>	<b>-</b>	<b>-</b>	<b>(16.7)</b>	<b>(1.5)</b>	<b>(18.4)</b>	<b>(19.9)</b>
<b>Changes in ownership interests in subsidiaries:</b>									
Changes in participation of non-controlling interests	-	-	-	-	-	-	-	2.2	2.2
<b>Balance at September 30, 2011</b>	<b>134.9</b>	<b>934.2</b>	<b>(13.5)</b>	<b>(1.1)</b>	<b>(207.3)</b>	<b>(43.4)</b>	<b>803.8</b>	<b>81.2</b>	<b>885.0</b>
<b>2010</b>	<b>Attributable to equity holders of the parent</b>								
IN MILLIONS OF CHF	Share capital	Share premium	Treasury shares	Hedging & revaluation reserves	Translation reserves	Retained earnings	TOTAL	NON-CONTROLLING INTERESTS	TOTAL EQUITY
<b>Balance at January 1, 2010</b>	<b>96.1</b>	<b>391.4</b>	<b>(18.2)</b>	<b>-</b>	<b>(87.2)</b>	<b>292.4</b>	<b>674.5</b>	<b>323.1</b>	<b>997.6</b>
Net earnings	-	-	-	-	-	83.5	83.5	24.4	107.9
Other comprehensive income (loss)	-	-	-	(2.8)	(28.2)	-	(31.0)	26.1	(4.9)
<b>Total comprehensive income for the period</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(2.8)</b>	<b>(28.2)</b>	<b>83.5</b>	<b>52.5</b>	<b>50.5</b>	<b>103.0</b>
<b>Contributions by and distributions to owners:</b>									
Issue of share capital	38.8	565.2	-	-	-	-	604.0	-	604.0
Dividends to non-controlling interests <sup>1</sup>	-	-	-	-	-	-	-	(172.0)	(172.0)
Transaction costs of share issuance	-	(22.4)	-	-	-	-	(22.4)	-	(22.4)
Purchase of treasury shares	-	-	(4.3)	-	-	-	(4.3)	-	(4.3)
Tax effect on equity transactions	-	-	-	-	-	-	-	-	-
Distribution of treasury shares	-	-	18.0	-	-	(18.0)	-	-	-
Share-based payment	-	-	-	-	-	9.1	9.1	-	9.1
<b>Total contributions by and distributions to owners</b>	<b>38.8</b>	<b>542.8</b>	<b>13.7</b>	<b>-</b>	<b>-</b>	<b>(8.9)</b>	<b>586.4</b>	<b>(172.0)</b>	<b>414.4</b>
<b>Changes in ownership interests in subsidiaries:</b>									
Changes in participation of non-controlling interests	-	-	-	-	-	(513.2)	(513.2)	(119.2)	(632.4)
<b>Balance at September 30, 2010</b>	<b>134.9</b>	<b>934.2</b>	<b>(4.5)</b>	<b>(2.8)</b>	<b>(115.4)</b>	<b>(146.2)</b>	<b>800.2</b>	<b>82.4</b>	<b>882.6</b>

<sup>1</sup> Dividends to non-controlling interests for the year ended December 31, 2010 include CHF 158.0 million in respect of the Dufry South America Ltd Merger

## Interim Consolidated Statement of Cash Flows

IN MILLIONS OF CHF	NOTE	UNAUDITED 9M 2011	UNAUDITED 9M 2010	UNAUDITED Q3 2011	UNAUDITED Q3 2010
<b>Earnings before taxes (EBT)</b>		<b>111.9</b>	<b>127.2</b>	<b>42.8</b>	<b>57.8</b>
<b>ADJUSTMENTS FOR</b>					
Depreciation, amortization and impairment		89.1	94.0	31.6	29.6
Increase / (decrease) in allowances and provisions		10.8	6.2	2.6	0.2
Loss / (gain) on unrealized foreign exchange differences		20.1	(1.1)	21.5	10.9
Other non-cash items		11.4	9.4	3.8	3.3
Interest expenses		35.9	27.3	18.9	8.7
Interest income		(3.0)	(3.8)	(1.0)	(0.8)
<b>Cash flows before working capital changes</b>		<b>276.2</b>	<b>259.2</b>	<b>120.2</b>	<b>109.7</b>
Decrease / (increase) in trade and other accounts receivable		(26.1)	(28.1)	3.7	(27.7)
Decrease / (increase) in inventories		(45.4)	(21.3)	(0.9)	(0.1)
Increase / (decrease) in trade and other accounts payable		51.4	41.2	1.1	14.8
<b>Cash flows from changes in working capital</b>		<b>(20.1)</b>	<b>(8.2)</b>	<b>3.9</b>	<b>(13.0)</b>
<b>Cash flows generated from operations</b>		<b>256.1</b>	<b>251.0</b>	<b>124.1</b>	<b>96.7</b>
Income tax paid		(25.7)	(23.7)	(11.4)	(11.9)
<b>Net cash flows from operating activities</b>		<b>230.4</b>	<b>227.3</b>	<b>112.7</b>	<b>84.8</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>					
Purchase of property, plant and equipment		(45.9)	(52.7)	(16.8)	(14.4)
Purchase of intangible assets		(17.1)	(9.9)	(5.6)	(4.0)
Projects development in progress		-	(6.0)	-	(3.1)
Proceeds from sale of property, plant and equipment		0.7	2.4	(0.5)	(0.2)
Interest received		2.9	3.7	1.0	0.9
<b>Cash flows from ordinary investing activities</b>		<b>(59.4)</b>	<b>(62.5)</b>	<b>(21.9)</b>	<b>(20.8)</b>
<b>FREE CASH FLOW</b>		<b>171.0</b>	<b>164.8</b>	<b>90.8</b>	<b>64.0</b>
Business combinations, net of cash	5	(739.8)	(13.8)	(738.6)	(1.4)
Proceeds from sale of interest in subsidiaries, net of cash		0.6	0.7	-	0.7
Transaction expenses paid		(3.1)	-	(3.1)	-
<b>Cash flows from other investing activities</b>		<b>(742.3)</b>	<b>(13.1)</b>	<b>(741.7)</b>	<b>(0.7)</b>
<b>Net cash flows used in investing activities</b>		<b>(801.7)</b>	<b>(75.6)</b>	<b>(763.6)</b>	<b>(21.5)</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>					
Proceeds from borrowings	7	815.4	99.3	767.3	5.9
Repayment of borrowings		(87.9)	(270.1)	(43.5)	(107.4)
Proceeds from / (repayment of) loans		(2.4)	5.1	(4.9)	0.5
Dividends paid to non-controlling interest		(18.4)	(172.0)	(4.6)	(0.8)
Purchase of treasury shares		(12.5)	(4.3)	-	-
Share capital contributions by non-controlling interests		0.7	-	0.7	-
Share issuance costs paid		(0.9)	(17.6)	0.1	(9.5)
Bank arrangement fees and related expenses paid		(15.8)	(3.0)	(15.8)	(0.1)
Interest paid		(31.8)	(31.1)	(16.6)	(11.6)
<b>Net cash flows (used in) / from financing activities</b>		<b>646.4</b>	<b>(393.7)</b>	<b>682.7</b>	<b>(123.0)</b>
Currency translation in cash		4.3	(25.6)	29.1	(58.8)
<b>(Decrease) / Increase in cash and cash equivalents</b>		<b>79.4</b>	<b>(267.6)</b>	<b>60.9</b>	<b>(118.5)</b>
<b>CASH AND CASH EQUIVALENTS</b>					
- at the beginning of the period		80.6	405.3	99.1	256.2
- at the end of the period		160.0	137.7	160.0	137.7



## Notes to the Interim Consolidated Financial Statements

### 1. Corporate information

Dufry AG ('Dufry' or 'the Company') is a limited company domiciled in Basel, Switzerland, whose shares are listed on the Swiss Stock Exchange (SIX) and its Brazilian Depository Receipts on the BM&FBOVESPA in São Paulo. The Company is the world's leading travel retailer with more than 1,100 shops on five continents.

The interim consolidated financial statements of Dufry AG and its subsidiaries for the nine months ended September 30, 2011 were authorized for issue in accordance with a resolution of the Board of Directors on November 11, 2011.

### 2. Significant accounting policies

#### Basis of preparation

The interim consolidated financial statements for the nine months ended September 30, 2011 have been prepared in accordance with IAS 34 Interim Financial Reporting.

The interim consolidated financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual financial statements as of December 31, 2010.

#### Significant accounting policies

The accounting policies adopted in the preparation of the interim consolidated financial statements are consistent with those followed in the preparation of the Group's annual financial statements for the year ended December 31, 2010, except for the following adopted new Standards and Interpretations:

#### Standards and Interpretations affecting the reported financial performance and/or financial position

The group has not adopted any new and revised Standards and Interpretations during the current period that would affect the amounts reported in these financial statements.

#### Standards and Interpretations affecting presentation and disclosure only

- **IAS 1 *Presentation of Financial Statements*** (effective for annual periods beginning on or after January 1, 2011)

The amendment clarifies that an option to present an analysis of each component of other comprehensive income may be included either in the statement of changes in equity or in the notes to the financial statements.

- **IAS 34 *Interim Financial Reporting*** (effective for annual periods beginning on or after January 1, 2011)

The improvement emphasizes the principle that the disclosure about significant events and transactions in interim periods should update the relevant information presented in the most recent annual financial report. It is also clarified how this principle should be applied in respect of financial instruments and their fair values.

#### Standards and Interpretations adopted with no material effect on the financial statements during the current reporting period

The following new or revised Interpretation has been adopted in these financial statements. Its adoption has not had a significant impact on the amounts reported in these financial statements but may affect the accounting for future transactions or arrangements.

- **IFRIC 14 IAS 19 *The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction*** (effective for annual periods beginning on or after January 1, 2011)

### 3. Principal foreign exchange rates applied for valuation and translation

FX-rates 2011	Average rates		Closing rates
	9M	Q3	30.09.11
1 USD	0.8782	0.8241	0.9042
1 EUR	1.2341	1.1641	1.2160

FX-rates 2010	Average rates		Closing rates	
	9M	Q3	30.09.10	31.12.10
1 USD	1.0658	1.0321	0.9825	0.9352
1 EUR	1.4017	1.3334	1.3397	1.2518





## 4. Segment information

### Segment information 9M

9M 2011 IN MILLIONS OF CHF	NET SALES THIRD PARTY	ADVERTISING INCOME	NET SALES - INTERCOMPANY	TURNOVER	EBITDA <sup>1</sup>
Europe	226.9	3.4		230.3	10.4
Africa	99.8	0.9		100.7	13.4
Eurasia	152.5	2.1		154.6	11.7
Central America & Caribbean	259.1	2.9		262.0	17.5
South America	580.2	14.7		594.9	100.4
North America	502.8	16.3		519.1	56.6
Distribution Centers	2.8	14.6	505.5	522.9	46.4
Eliminations			(505.5)	(505.5)	
<b>DUFY GROUP</b>	<b>1,824.1</b>	<b>54.9</b>	<b>-</b>	<b>1,879.0</b>	<b>256.4</b>

9M 2010 IN MILLIONS OF CHF	NET SALES THIRD PARTY	ADVERTISING INCOME	NET SALES - INTERCOMPANY	TURNOVER	EBITDA <sup>1</sup>
Europe	236.7	4.1		240.8	5.5
Africa	137.9	1.4		139.3	21.3
Eurasia	170.6	3.1		173.7	8.8
Central America & Caribbean	298.0	3.3		301.3	14.2
South America	505.2	14.7		519.9	96.7
North America	560.0	18.0		578.0	66.7
Distribution Centers	0.3	12.9	386.5	399.7	40.2
Eliminations			(386.5)	(386.5)	
<b>DUFY GROUP</b>	<b>1,908.7</b>	<b>57.5</b>	<b>-</b>	<b>1,966.2</b>	<b>253.4</b>

### Segment information Q3

Q3 2011 IN MILLIONS OF CHF	NET SALES THIRD PARTY	ADVERTISING INCOME	NET SALES - INTERCOMPANY	TURNOVER	EBITDA <sup>1</sup>
Europe	79.5	1.1		80.6	4.7
Africa	37.5	0.3		37.8	6.4
Eurasia	58.6	0.7		59.3	6.0
Central America & Caribbean	82.1	0.8		82.9	4.9
South America	245.4	4.8		250.2	41.2
North America	172.6	5.4		178.0	22.6
Distribution Centers	2.6	6.3	253.1	262.0	22.3
Eliminations			(253.1)	(253.1)	
<b>DUFY GROUP</b>	<b>678.3</b>	<b>19.4</b>	<b>-</b>	<b>697.7</b>	<b>108.1</b>

Q3 2010 IN MILLIONS OF CHF	NET SALES THIRD PARTY	ADVERTISING INCOME	NET SALES - INTERCOMPANY	TURNOVER	EBITDA <sup>1</sup>
Europe	88.7	1.0		89.7	3.2
Africa	54.1	0.6		54.7	8.7
Eurasia	58.9	0.9		59.8	1.8
Central America & Caribbean	92.4	0.8		93.2	1.3
South America	188.6	5.3		193.9	40.9
North America	196.4	5.9		202.3	26.5
Distribution Centers	-	4.7	136.1	140.8	16.7
Eliminations			(136.1)	(136.1)	
<b>DUFY GROUP</b>	<b>679.1</b>	<b>19.2</b>	<b>-</b>	<b>698.3</b>	<b>99.1</b>

## Segment operating assets and liabilities

IN MILLIONS OF CHF	September 30, 2011		December 31, 2010	
	ASSETS	LIABILITIES	ASSETS	LIABILITIES
Europe	217.6	104.4	213.4	104.8
Africa	70.7	38.6	72.1	49.1
Eurasia	97.3	51.8	86.6	40.5
Central America & Caribbean	396.9	64.7	402.9	72.4
South America	852.9	405.0	535.6	229.4
North America	550.3	110.4	545.0	93.3
Distribution Centers	627.5	154.6	194.0	118.3
Unallocated positions	449.5	1,448.2	89.6	616.6
<b>DUFREY GROUP</b>	<b>3,262.7</b>	<b>2,377.7</b>	<b>2,139.2</b>	<b>1,324.4</b>

## 5. Business combinations

### Acquisition of Interbaires and other companies in Armenia, Ecuador and Uruguay

On August 4, 2011, continuing with its strategy of investing in emerging markets, the Group acquired 100% of the shares and obtained control of several companies in South America and Asia, for a total consideration of CHF 753.9 million (USD 987.2 million). The main companies incorporated into the group are:

- Interbaires SA: The exclusive retailer operating duty free shops at both international airports of Buenos Aires plus the Airports of Cordoba, Mendoza and other smaller destinations in Argentina,
- Navinten SA and Blaicor SA: Two Uruguayan retailers operating duty free shops at the international airports of Montevideo and Punta del Este respectively,
- ADF Shops CJSC: An Armenian retailer operating exclusively the duty free shops at the international airport of Yerevan,
- Ecuador Duty Free SA: A retailer in Ecuador operating duty free shops at the international airport of Guayaquil, and
- International Operation & Services Corp, a Uruguayan distribution platform delivering duty free products to duty free retailers.

As a result of the acquisition the Group achieved a leading position in the Duty Free market in South America. The Group plans to integrate the new businesses into its existing organization and in this way generate considerable synergies.

The acquisitions have been accounted for using the acquisition method. These financial statements of the Group include the results of all the above mentioned companies as well as some intermediate holding entities as from the acquisition date. At the end of this period the resulting goodwill has only been provisionally determined due to the complexity in relation with the valuation of the identifiable assets and liabilities of the acquired companies.

IN MILLIONS OF USD	Aug. 4, 2011
Recognized amounts of identifiable assets	
acquired and liabilities assumed	Provisional fair value
Inventories	71.2
Other current assets	56.4
Property, plant and equipment	20.4
Intangible assets	653.6
Net deferred tax liability	-91.9
Provisions	-38.9
Liabilities	-83.1
<b>Identifiable net assets</b>	<b>587.7</b>
Goodwill	399.5
<b>Total consideration</b>	<b>987.2</b>
Cash flow on the acquisition	9M 2011
<b>Total consideration</b>	-987.2
Cash acquired with the transaction	18.1
<b>Subtotal</b>	<b>-969.1</b>
Payables for this acquisition at the end of the period	8.4
<b>Net cash outflow</b>	<b>-960.7</b>

Acquisition related expenses, included in the 'other operational result' in the income statement for the period ended September 30, 2011 amounted to CHF 11.1 million (USD 14.2 million).

The fair value of the acquired identifiable concession rights of CHF 496.4 million (USD 650 million) is provisional pending receipt of the final valuation for those assets. Deferred tax of CHF 80.2 million (USD 105.0 million) has been provided in relation to the concession rights fair value adjustment. The goodwill is not deductible for tax purposes.

During the two months ended September 30, 2011 these operations contributed CHF 67.5 million (USD 81.6 million) in turnover and CHF 13.8 million (USD 16.7 million) in EBITDA<sup>1</sup> to the consolidated income statement of the Group.

### Reconciliation of cash flows used for business combinations, net of cash

IN MILLIONS OF CHF	COST OF THE ACQUISITION	NET CASH ACQUIRED	SUBTOTAL	CHANGES IN ACCOUNTS PAYABLES	NET CASH FLOW
Interbaires and other companies	(753.9)	13.8	(740.1)	6.3	(733.8)
Network Italia Edicole, Milan (Italy)	-	-	-	(2.7)	(2.7)
Alliance Duty Free, Puerto Rico	-	-	-	(0.9)	(0.9)
Other	(6.8)	2.3	(4.6)	2.2	(2.4)
<b>TOTAL</b>	<b>(760.8)</b>	<b>16.1</b>	<b>(744.7)</b>	<b>4.9</b>	<b>(739.8)</b>

### 6. Income taxes

IN MILLIONS OF CHF	UNAUDITED 9M 2011	UNAUDITED 9M 2010	UNAUDITED Q3 2011	UNAUDITED Q3 2010
Current income tax	(28.0)	(30.1)	(10.9)	(12.6)
Deferred income tax	11.8	10.8	6.7	2.0
<b>TOTAL INCOME TAXES</b>	<b>(16.2)</b>	<b>(19.3)</b>	<b>(4.2)</b>	<b>(10.6)</b>

### 7. Financial debt

IN MILLIONS OF CHF	UNAUDITED 30.09.2011	AUDITED 31.12.2010
Bank debt	53.3	34.3
Loans	2.6	1.0
<b>Financial debt, short-term</b>	<b>55.9</b>	<b>35.3</b>
Bank debt	1,499.9	678.8
Loans	4.1	4.3
<b>Financial debt, long-term</b>	<b>1,504.0</b>	<b>683.1</b>
<b>Total</b>	<b>1,559.9</b>	<b>718.4</b>
of which:		
Bank debt	1,553.2	713.1
Loans payable	6.7	5.3

During the Q3 2011, Dufry acquired several companies in South America and Armenia and financed these transactions with an

additional syndicated credit facility of CHF 763.7 million (USD 1,000 million).

### BANK LOANS BY CURRENCY

IN MILLIONS OF CHF	UNAUDITED 30.09.2011	AUDITED 31.12.2010
Loans denominated in:		
US Dollar	1,444.2	456.5
Swiss Franc	55.0	172.5
Euro	65.1	88.6
Other currencies	11.9	11.9
<b>Subtotal</b>	<b>1,576.2</b>	<b>729.5</b>
Arrangement fees	(23.0)	(16.4)
<b>Total</b>	<b>1,553.2</b>	<b>713.1</b>

## 7. Financial debt (continued)

The Group centrally negotiates and manages its key credit facilities. Minor credit lines at local level are kept for practical reasons.

At September 30, 2011 the Group's main credit facilities amounted to CHF 592.8 million and USD 1,435.0 million (2010: CHF 687 million and USD 435 million).

The main credit facilities are granted by a bank syndicate with the London Branch of ING N.V. acting as agent for the bank syndicates.

The facilities consist of three term loans and one revolving credit facility.

The first term loan includes an amortization schedule and was reduced by CHF 87.9 million during the first three quarters of 2011 (CHF 82.3 million in 2010) in accordance with the credit agreement. The term loan is scheduled to be fully repaid in August 2013.

The second term loan as well as the revolving credit facility are structured with a bullet repayment at the expiry of the contract in August 2013.

Finally the new term loan entered into in August 2011 includes an amortization schedule with repayments scheduled between August 2014 and August 2016.

During 2010 and 2011, Dufry complied with the financial covenants and conditions contained in the bank credit agreements. The agreements contain covenants and conditions customized to this type of financing.

The borrowings under these credit facilities bear interest at a floating rate (EURIBOR or LIBOR) plus spread. At September 30, 2011 the overall weighted average interest rate was 1.5% (2010: 2.0%), consisting of USD borrowings at 1.5% (2010: 2.0%), EUR borrowings at 2.0% (2010: there was no draw down in EUR) and CHF borrowings at 1.4% (2010: 1.7%).

### Hedge of net investments in foreign operations

At September 30, 2011 an amount of USD 683.5 million (December 31, 2010: USD 243.0 million) included in the financial debt has been designated as hedge in net investment held in Dufry do Brasil, Alliance Inc. and the newly acquired operations (see note 5).

The Group uses the above hedges to reduce the translation risk on the financial statements.

## 8. Other liabilities

IN MILLIONS OF CHF	Current liabilities	Non-current liabilities	TOTAL
Balance at December 31, 2010	222.6	9.6	232.2
Business combinations	18.1	0.2	18.3
Change (cash flow)	38.3	(4.7)	33.6
Translation difference	(3.0)	(0.2)	(3.2)
<b>Balance at September 30, 2011</b>	<b>276.0</b>	<b>4.9</b>	<b>280.9</b>

The change in other liabilities is mainly due to increases in the concession fee payables CHF 8.8 million, service related vendors CHF 10.3 million, sales and other tax payables CHF 8.9 million and payables for acquisitions CHF 4.9 million.

## 9. Provisions

The increase in provisions mainly relates to contingent liabilities incorporated through the business combination commented in note 5.

## 10. Other accounts receivable

The increase in other accounts receivable to CHF 137.0 million as of September 30, 2011 (2010: CHF 104.9 million) mainly consists of increases in prepaid concession fees and rents CHF 8.1 million, receivables from subtenants and local business partners CHF 6.4 million and prepayments to suppliers CHF 5.1 millions as well as the effect of business combinations CHF 10.6 million.

## 11. Other operational result

The other operational result includes CHF 11.2 million expenses related to transaction services in connection with the business combinations.

## 12. Seasonality

Dufry does not have distinctive sales seasonality as the combined effect of the different regions is well balanced, but in terms of EBITDA the last two quarters are normally the strongest.



## Financial Definitions

Cash EPS or Core EPS	Earnings per share adjusted for the amortization of intangible assets related to acquisitions
Weighted average number of outstanding shares	Average number of fully paid ordinary shares less the average number of treasury shares held during the period
Other operational result	Income or expenses that are not expected to appear on a regular basis
EBITDA <sup>1</sup>	EBITDA before other operational result related to regular business activities
Intangible assets	Intangible assets mainly comprise of concession rights with definite or indefinite useful life, brands and goodwill
Cash flows from ordinary investing activities	Cash flow used for the purchase of property, plant and equipment as well as the purchase of intangibles assets not related to business combinations
Free cash flow	Net cash flows from operating activities after deducting the cash flows from ordinary investing activities
CER (at constant exchange rates)	Actual figures, except acquisitions, are measured at last year's exchange rate to show effective performance against previous year results

To the Board of Directors of  
**Dufry AG, Basel**

Basel, 11 November 2011

## Report on review of interim condensed consolidated financial statements

### *Introduction*

As independent auditors we have reviewed the interim condensed consolidated financial statements of Dufry AG as of 30 September 2011, comprising of the interim consolidated statement of financial position as of 30 September 2011 and the related interim consolidated statements of income, comprehensive income, changes in equity and cash flows for the nine- and the three-month period then ended and explanatory notes (Pages 4 to 12). The Board of Directors is responsible for the preparation and presentation of these interim condensed consolidated financial statements in accordance with International Financial Reporting Standard IAS 34 "Interim Financial Reporting" ("IAS 34"). Our responsibility is to express a conclusion on these interim condensed consolidated financial statements based on our review.

### *Scope of Review*

We conducted our review in accordance with International Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing. Consequently, it does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

### *Conclusion*

Based on our review, nothing has come to our attention that causes us to believe that the interim condensed consolidated financial statements are not prepared, in all material respects, in accordance with IAS 34.

Ernst & Young Ltd



Patrick Fawer  
Licensed audit expert  
(Auditor in charge)



David Haldimann  
Licensed audit expert