

(Translation)

January 31, 2014

**BRIEF STATEMENT OF ACCOUNTS**  
**FOR THE THIRD QUARTER OF THE YEAR ENDING MARCH 31, 2014**  
(Based on the accounting principles generally accepted in the United States)  
(Consolidated)

Name of listed company: Nippon Meat Packers, Inc.

Listing exchange: Tokyo Stock Exchange

Code number: 2282

URL: <http://www.nipponham.co.jp/en/>

Representative: Noboru Takezoe  
President and Representative Director

Further inquiries: Yoshihide Hata  
Director and Managing Executive Officer,  
General Manager of Corporate Management  
Division

Scheduled date of filing of quarterly report: February 6, 2014

Scheduled date of payment of dividends: -

Preparation of supplementary information on quarterly statement of accounts: Yes

Holding of quarterly results briefing: Yes (results briefing for institutional investors and analysts)

(Figures are indicated by counting fractions of 1/2 or more of a million yen as one and discarding the rest.)

**1. Consolidated business results for the third quarter of the year ending March 31, 2014 (April 1, 2013 through December 31, 2013):**

(1) Consolidated operating results (cumulative):

(The percentages indicate the rates of increase (decrease) from the third quarter of the previous fiscal year.)

	Net sales		Operating income		Income before income taxes and equity in earnings of associated companies		Net income attributable to Nippon Meat Packers, Inc.	
	(millions of yen)	%	(millions of yen)	%	(millions of yen)	%	(millions of yen)	%
Third quarter of the year ending March 31, 2014	861,534	9.4	29,799	16.1	28,274	15.7	19,156	37.8
Third quarter of the year ended March 31, 2013	787,802	(0.3)	25,662	(2.8)	24,447	2.6	13,899	27.2

(Note) Quarterly comprehensive income attributable to Nippon Meat Packers, Inc.:

Third quarter of the year ending March 31, 2014:	¥24,600 million	58.6%
Third quarter of the year ended March 31, 2013:	¥15,515 million	62.5%

	(yen)	
	Earning per share attributable to Nippon Meat Packers, Inc. shareholders (basic)	Earning per share attributable to Nippon Meat Packers, Inc. shareholders (diluted)
Third quarter of the year ending March 31, 2014	96.26	86.24
Third quarter of the year ended March 31, 2013	66.19	59.61

(Note) Operating income is calculated by deducting cost of goods sold and selling, general and administrative expenses from net sales in accordance with the Japanese accounting practices.

(2) Consolidated financial position:

	Total assets	Total equity	Total Nippon Meat Packers, Inc. shareholders' equity	Nippon Meat Packers, Inc. shareholders' equity ratio	Total Nippon Meat Packers, Inc. shareholders' equity per share
	(millions of yen)	(millions of yen)	(millions of yen)	(%)	(yen)
Third quarter of the year ending March 31, 2014	642,604	316,161	313,315	48.8	1,574.04
Year ended March 31, 2013	610,293	296,084	293,414	48.1	1,474.60

(Note) The "shareholders' equity" represents the amount of "Total Nippon Meat Packers, Inc. shareholders' equity".

2. State of dividends:

	Annual dividend (yen)				
	First quarter-end	Second quarter-end	Third quarter-end	Year-end	Total
Year ended March 31, 2013	—	—	—	24.00	24.00
Year ending March 31, 2014	—	—	—	—	—
Year ending March 31, 2014 (forecast)	—	—	—	26.00	26.00

(Note) Adjustment to the most recently publicized forecast of dividends: None

**3. Forecast of consolidated business results for the year ending March 31, 2014 (April 1, 2013 through March 31, 2014):**

(The percentages indicate the rates of increase (decrease) from the previous fiscal year.)

	Net sales		Operating income		Income before income taxes and equity in earnings of associated companies		Net income attributable to Nippon Meat Packers, Inc.		Earnings per share attributable to Nippon Meat Packers, Inc. shareholders (basic)
	(millions of yen)	(%)	(millions of yen)	(%)	(millions of yen)	(%)	(millions of yen)	(%)	(yen)
Whole-year period	1,100,000	7.5	34,000	21.3	30,000	7.0	17,000	3.3	85.43

(Note) Adjustment to the most recently publicized forecast of business results: None

\* Notes:

- (1) Changes in significant subsidiaries (changes in specific subsidiaries involving a change in the scope of consolidation) during the period under review: None
- (2) Application of simplified accounting treatments and special accounting treatments: None
- (3) Changes in accounting policies:
- 1) Changes associated with changes in accounting standards: None
- 2) Other changes: None

For more information, please refer to "2. Other Information: (3) Changes in Accounting Policies and (4) Basis of Preparation of Consolidated Quarterly Financial Statements" on page 11 hereof.

- (4) Number of shares issued (shares of common stock):
- 1) Number of shares issued (including shares of treasury stock) as of the end of the period:
- |  |                    |
|--|--------------------|
| Third quarter of the year ending March 31, 2014: | 228,445,350 shares |
| Year ended March 31, 2013:                       | 228,445,350 shares |
- 2) Number of shares of treasury stock as of the end of the period:
- |  |                   |
|--|-------------------|
| Third quarter of the year ending March 31, 2014: | 29,394,207 shares |
| Year ended March 31, 2013:                       | 29,466,532 shares |

3) Average number of shares outstanding during the period (consolidated quarterly cumulative period):

Third quarter of the year ending March 31, 2014:	198,995,953 shares
Third quarter of the year ended March 31, 2013:	209,998,285 shares

\* Statement on the state of performance of quarterly review procedures:

This brief statement of accounts for the period under review is not subject to quarterly review procedures under the Financial Instruments and Exchange Act of Japan. The review of this brief statement of accounts for the period under review in accordance with the Financial Instruments and Exchange Act has not been completed at the time of disclosure hereof.

\* Explanation for the appropriate use of the forecast of business results and other special instructions

The descriptions herein about the future, including the forecast of business results, are based on the information currently available to the Nippon Meat Packers, Inc. (the "Company") and certain assumptions considered reasonable by the Company and are not contemplated to ensure the fulfillment thereof. The actual results may materially differ from such forecast and plans depending on various factors. The Company, therefore, wishes to caution that readers should not place undue reliance on these descriptions to make investment decisions. Further, unless obligated by laws or ordinances or the rules of financial instruments exchanges, the Company will not necessarily, or is not obligated to, revise such descriptions about the future, including the forecast of business results notwithstanding any information or event in the future or any result arising therefrom, or publicize such revised information. For information on the conditions precedent to the forecast of business results and cautionary notes for the use of the forecast of business results, please refer to "1. Qualitative Information on the Consolidated Business Results and Others for the Third Quarter of the Fiscal Year under Review: (3) Qualitative Information on the Forecast of Consolidated Business Results" on page 10.

## CONTENTS OF ATTACHMENT

1. Qualitative Information on the Consolidated Business Results and Others for the Third Quarter of the Fiscal Year under Review .....	7
(1) Qualitative Information on the Consolidated Operating Results .....	7
(2) Qualitative Information on the Consolidated Financial Position.....	9
(3) Qualitative Information on the Forecast of Consolidated Business Results.....	10
2. Other Information .....	11
(1) Changes in Significant Subsidiaries during the Period under Review .....	11
(2) Application of Simplified Accounting Treatments and Special Accounting Treatments.....	11
(3) Changes in Accounting Policies.....	11
(4) Basis of Preparation of Consolidated Quarterly Financial Statements .....	11
3. Consolidated Quarterly Financial Statements.....	12
(1) Consolidated Quarterly Balance Sheets .....	12
(2) Consolidated Quarterly Statements of Income .....	14
(for the consolidated third-quarter cumulative period of the year)	
(for the consolidated third-quarter period of the year)	
(3) Consolidated Quarterly Statements of Comprehensive Income .....	16
(for the consolidated third-quarter cumulative period of the year)	
(for the consolidated third-quarter period of the year)	
(4) Consolidated Quarterly Statements of Cash Flows .....	17
(5) Note on the Premises of a Going Concern.....	18
(6) Segment Information .....	18
(for the consolidated third-quarter cumulative period)	
(for the consolidated third-quarter period)	
(7) Note on Material Change (if Any) in the Amount of Shareholders' Equity .....	20

\* The Company is planning to hold a briefing for investors as follows. All materials to be distributed at the briefing will be disclosed on TDnet and posted on its website today.

- February 3, 2014 (Monday): Results briefing for institutional investors and analysts

- \* In addition to the above-mentioned briefing, the Company will hold briefings of its operations and business results for individual investors from time to time. For information on the schedules of such briefings, etc., please make sure on its website.

1. Qualitative Information on the Consolidated Business Results and Others for the Third Quarter of the Fiscal Year under Review

(1) Qualitative Information on the Consolidated Operating Results:

Overview of Operating Results in General

The Japanese economy during the third quarter of the fiscal year under review showed a recovery trend in general as owing to the government's economic policies, the depreciation of the yen continued, corporate earnings of the export industry, among others, improved and the stock market remained strong. On the other side, however, it is concerned that rush demand prior to the consumption tax hike to commence in April 2014 and an anticipated repercussion thereafter might temporarily have a negative effect on the economy. Thus, the prospects of the economy are unpredictable.

In the food and fresh meats industry, prices of domestic beef and imported beef were higher in comparison with the corresponding period of the previous fiscal year. Prices of pork and poultry also were higher than those for the corresponding period of the previous fiscal year and remained in good shape. On the other hand, business conditions surrounding the industry have remained very severe due to rising prices of raw materials and fuel, higher prices of feedstuffs and intensifying sales competition, among others.

Under these circumstances, the Nippon Ham Group (the "Group"), with its "New Medium-Term Management Plan Part IV", which commenced in April 2012, has conducted business activities based on its three management policies "Brush up the concept of Management for No. 1 Quality", "Allocate management resources in prioritized areas" and "Enhance the Group brand value" to pursue the theme listed in the plan "Improve the profitability of domestic operations and reinforce the foundation of overseas operations". To be specific, the Group has implemented various measures, including the strengthening of its marketing bases in Vietnam, the Philippines and Germany, reinforcing of its domestic farm business, development and sales expansion of new products, promotion of brand management and cultivation of human resources. In addition, while the Group has continued to promote restructuring to strengthen its cost competitiveness, it implemented price revisions for some hams and sausages and processed foods in July 2013 in response to cost rises.

As a result of these activities, for the third-quarter cumulative period of the fiscal year under review, on a consolidated basis, net sales amounted to ¥861,534 million, up 9.4% from the corresponding period of the previous fiscal year. Operating income amounted to ¥29,799 million, up 16.1% from the corresponding period of the previous fiscal year, due partly to improvements in the business in Australia. Income before income taxes and equity in earnings of associated companies amounted to ¥28,274 million, up 15.7% from the corresponding period of the previous fiscal year. Net income attributable to Nippon Meat Packers, Inc. amounted to ¥19,156 million, up 37.8% from the corresponding period of the previous fiscal year.

## Overview of Operating Segments

### Processed Foods Business Division

In its hams and sausages business, the Group has strongly promoted the sales of its mainstay brand "*SCHAU ESSEN*" series and "*Irodori Kitchen Loin Ham*" series by putting on TV commercials. Also, sales of "*Mou Kitemasu-yo! Yakibuta*" have continued to increase favorably. In the year-end gift season, the Group actively engaged in TV commercials and other promotional activities for its flagship brand of gift products "*Utsukushi-no-Kuni*," among others to expand sales. Consequently, sales of hams and sausages exceeded those in the corresponding period of the previous fiscal year.

In its processed foods business, new products, such as "*Chuka Meisai: Shiromizakana no Amazu-ankake*", chilled pizzas "*Basil & Bacon Genovese*" and chilled pancake "*Sucre et Sucre*" series, have made a contribution to sales. Sales of "*Torokeru 4-shu-Cheese-no Hamburg*" have continued to increase favorably during the period since the previous fiscal year and sales of commercial-use products also have improved. Consequently, sales of processed foods exceeded those in the corresponding period of the previous fiscal year.

With regard to profits, due to the serious impact of higher prices of raw materials and fuel, as well as the weaker yen, which offset the progress of price revisions implemented in July 2013 as planned and cost reductions, profitability fell in comparison with the corresponding period of the previous fiscal year.

As a result, for the third-quarter cumulative period of the fiscal year under review, on a consolidated basis, net sales of the processed foods business division amounted to ¥272,331 million, up 3.6% from the corresponding period of the previous fiscal year, and operating income amounted to ¥7,238 million, down 26.7% from the corresponding period of the previous fiscal year.

### Fresh Meats Business Division

In Japan, the Group focused its efforts on sales of domestic beef and crossbred cattle, which resulted in an increase in sales volume. In addition, sales volume of domestic poultry, for which the Group strengthened its upstream business, steadily increased. Due to an improvement in market prices of all types of livestock over the previous fiscal year, sales increased substantially in figures. The Group ramped up efforts for its brand fresh meats as well. Specifically, with the efforts focused on its Australian brand beef "*Whyalleaf*", which the Group had been working on since the previous fiscal year, sales of Australian beef, including the existing brand "*Oomugi gyū*" increased. With regard to its domestic brand poultry "*Sakurahime*", the Group implemented new measures, including proposals for the marketing of locally packaged products, and sales thereof as a whole increased strongly.

With regard to profits, while prices of crude oil and feedstuffs, which affect production cost, have remained high due to the depreciation of the yen, the market for fresh meats has recovered and the domestic farm business has registered a tone of recovery in comparison with the corresponding period of the previous fiscal year. With regard to domestic sales of fresh meats, while prices improved in comparison with the corresponding period of the previous fiscal year, sales competition intensified and profitability remained



restrained, specifically in sales of domestic pork. Overseas, the business in Americas remained in a difficult situation as pork prices remained weak. However, in the business in Australia, profitability improved substantially due to restrain in cost of purchase and efforts on marketing brand fresh meats for domestic and overseas markets.

As a result, for the third-quarter cumulative period of the fiscal year under review, on a consolidated basis, net sales of the fresh meats business division amounted to ¥585,695 million, up 13.5% from the corresponding period of the previous fiscal year and operating income amounted to ¥19,940 million, up 57.0% from the corresponding period of the previous fiscal year.

#### Affiliated Business Division

In its marine products business, the Group actively promoted its sales targeted at the mass-retail channel and restaurant channel and especially in the year-end sales season, sales of crabs and raw fish products increased favorably. Consequently, sales volume increased. In addition, unit sales prices increased due to higher prices of major fishes and the effects of the foreign exchange. Consequently, sales volume of the marine products business in general exceeded those in the corresponding period of the previous fiscal year.

In its dairy products business, with regard to yogurts and lactic acid probiotic beverages, the Group launched a "20th anniversary campaign since its debut" and conducted active promotional activities for its mainstay "Vanilla Yogurt" in the volume retailers channel. However, due partly to decreased sales of its own brand products in the convenience store channel, sales overall fell slightly. With regard to cheese, sales of commercial-use products for bakeries, restaurants and food manufacturers increased in volume. Consequently, sales of the dairy products business in general exceeded those in the corresponding period of the previous fiscal year.

With regard to profits, in the marine products business, with sales in the year-end sales season in good shape and the elimination of a loss incurred from decreased prices of Chilean salmon and trout in the corresponding period of the previous fiscal year, profitability exceeded that for the corresponding period of the previous fiscal year. In the dairy products business, such measures as revisions of selling prices, introduction of new products and improvements in production efficiency to cope with the effects of the foreign exchange and increases in prices of raw materials failed to cover increased cost. Consequently, profitability fell in comparison with the corresponding period of the previous fiscal year.

As a result, for the third-quarter cumulative period of the fiscal year under review, on a consolidated basis, net sales of the affiliated business division amounted to ¥114,924 million, up 6.2% from the corresponding period of the previous fiscal year and operating income amounted to ¥1,438 million, down 18.1% from the corresponding period of the previous fiscal year.

#### (2) Qualitative Information on the Consolidated Financial Position:

<Financial position>

At the end of the third quarter of the fiscal year under review, total assets increased by 5.3% from the end of the previous fiscal year to account for ¥642,604 million, as

inventories increased by ¥11,581 million and trade notes and accounts receivable increased by ¥45,076 million due to the seasonal factor related to the year-end sales season, respectively from the end of the previous fiscal year, though time deposits and marketable securities decreased by ¥19,049 million and ¥7,575 million, respectively from the end of the previous fiscal year. Liabilities increased by 3.9% from the end of the previous fiscal year to account for ¥326,443 million as trade notes and accounts payable and short-term bank loans increased by ¥17,091 million and ¥4,628 million, respectively from the end of the previous fiscal year, though accrued income taxes, long-term debt and accrued expenses decreased by ¥3,494 million, ¥3,011 million and ¥2,988 million, respectively from the end of the previous fiscal year. Interest-bearing debt increased by ¥2,579 million from the end of the previous fiscal year to account for ¥152,400 million.

Total Nippon Meat Packers, Inc. shareholders' equity increased by 6.8% from the end of the previous fiscal year to account for ¥313,315 million. However, due partly to an increase in total assets, the Nippon Meat Packers, Inc. shareholders' equity ratio increased by 0.7 percentage points from the end of the previous fiscal year to 48.8%.

#### <Cash flows>

With regard to operating activities, while net income accounted for ¥19,267 million, trade notes and accounts payable increased by ¥16,506 million and depreciation and amortization accounted for ¥14,256 million, trade notes and accounts receivable and inventories increased by ¥44,654 million and ¥11,096 million, respectively. As a result, net cash used in operating activities amounted to ¥9,336 million.

With regard to investing activities, while capital expenditures amounted to ¥16,382 million, short-term investments decreased by ¥27,193 million, among others. As a result, net cash provided by investing activities increase amounted to ¥14,088 million.

With regard to financing activities, while proceeds of ¥21,115 million were provided from debt, repayments of debt and cash dividends amounted to ¥21,928 million and ¥4,854 million, respectively. As a result, net cash used in financing activities amounted to ¥2,747 million.

As a result, cash and cash equivalents at end of the third quarter of the fiscal year under review increased by ¥2,710 million in comparison with the end of the previous fiscal year to amount to ¥39,185 million.

#### (3) Qualitative Information on the Forecast of Consolidated Business Results:

With regard to the forecast of consolidated business results for the whole-year period of the year ending March 31, 2014, the Company has made no adjustment to the forecast publicized in the "Brief Statement of Accounts for the Second Quarter of the Year Ending March 31, 2014" on October 31, 2013 as the trends in the foreign exchange rate, prices of raw materials and prices of feedstuffs still remain unforeseeable.

Cautionary notice on information about the future:

The plans, forecast of operating results and other prospects for the future described in this brief statement of accounts are based on the information currently available to the Company and certain assumptions considered reasonable by the Company and are not contemplated to ensure the fulfillment thereof. The actual results in the future may materially differ from such plans and forecast, depending on various factors including risk factors in business. The Company, therefore, wishes to caution that readers should not place undue reliance on these descriptions to make investment decisions. Further, unless obligated by laws or ordinances or the rules of financial instruments exchanges, the Company will not necessarily, or is not obligated to, revise such descriptions about the future, including the forecast of business results notwithstanding any information or event in the future or any result arising therefrom, or publicize such revised information.

2. Other Information

- |  |      |
|--|------|
| (1) Changes in Significant Subsidiaries during the Period under Review:                | None |
| (2) Application of Simplified Accounting Treatments and Special Accounting Treatments: | None |
| (3) Changes in Accounting Policies:  | None |
| (4) Basis of Preparation of Consolidated Quarterly Financial Statements:               |      |

The consolidated quarterly financial statements of the Company are prepared in accordance with the generally accepted accounting principles in the United States.

The Company has revised the presentation for the previous fiscal year to comply with the presentation for the fiscal year under review.

### 3. Consolidated Quarterly Financial Statements

#### (1) Consolidated Quarterly Balance Sheets:

	(millions of yen)	
	Year ended March 31, 2013 (as of March 31, 2013)	Third quarter of the year ending March 31, 2014 (as of December 31, 2013)
<u>Assets</u>		
Current assets:		
Cash and cash equivalents	36,475	39,185
Time deposits	31,753	12,704
Marketable securities	10,200	2,625
Trade notes and accounts receivable	123,972	169,048
Allowance for doubtful receivables	(399)	(350)
Inventories	113,187	124,768
Deferred income taxes	6,637	4,680
Other current assets	13,092	11,300
Total current assets	334,917	363,960
Property, plant, and equipment - at cost, less accumulated depreciation	224,785	227,700
Intangible assets, less accumulated amortization	7,375	5,788
Investments and other assets:		
Investments in associated companies	2,550	2,869
Other investment securities	20,392	21,657
Other assets	7,743	8,140
Total investments and other assets	30,685	32,666
Deferred income taxes - non-current	12,531	12,490
Total Assets	610,293	642,604

(millions of yen)

	Year ended March 31, 2013 (as of March 31, 2013)	Third quarter of the year ending March 31, 2014 (as of December 31, 2013)
<b>Liabilities and Equity</b>		
Current liabilities:		
Short-term bank loans	48,053	52,681
Current maturities of long-term debt	35,320	36,282
Trade notes and accounts payable	102,148	119,239
Accrued income taxes	6,066	2,572
Deferred income taxes	728	677
Accrued expenses	19,635	16,647
Other current liabilities	16,711	16,102
Total current liabilities	228,661	244,200
Liability under retirement and severance programs	15,005	14,801
Long-term debt, less current maturities	66,448	63,437
Deferred income taxes - non-current	2,525	2,413
Other long-term liabilities	1,570	1,592
Total liabilities	314,209	326,443
Nippon Meat Packers, Inc. shareholders' equity:		
Common stock	24,166	24,166
Capital surplus	50,761	50,761
Retained earnings:		
Appropriated for legal reserve	7,518	7,748
Unappropriated	252,383	266,534
Accumulated other comprehensive loss	(8,773)	(3,329)
Treasury stock, at cost	(32,641)	(32,565)
Total Nippon Meat Packers, Inc. shareholders' equity	293,414	313,315
Noncontrolling interests	2,670	2,846
Total equity	296,084	316,161
Total Liabilities and Equity	610,293	642,604

(Note) Accumulated other comprehensive loss – breakdown

	Year ended March 31, 2013	Third quarter of the year ending March 31, 2014
Net unrealized gains on securities available-for-sales	3,616	4,457
Pension liability adjustments	(6,625)	(6,305)
Foreign currency translation adjustments	(5,764)	(1,481)

(2) Consolidated Quarterly Statements of Income:  
 (for the consolidated third-quarter cumulative period of the year)

	(millions of yen)	
	Third-quarter cumulative period of the year ended March 31, 2013 (April 1, 2012 through December 31, 2012)	Third-quarter cumulative period of the year ending March 31, 2014 (April 1, 2013 through December 31, 2013)
Net sales	787,802	861,534
Cost of goods sold	633,945	704,038
Selling, general and administrative expenses	128,195	127,697
Other operating costs and expenses (income) - net	1,094	1,674
Interest expense	1,172	1,135
Other income (expenses) - net	1,051	1,284
Income before income taxes and equity in earnings of associated companies	24,447	28,274
Income taxes	10,330	9,254
Income before equity in earnings of associated companies	14,117	19,020
Equity in earnings of associated companies - net of applicable income taxes	(9)	247
Net income	14,108	19,267
Net income attributable to noncontrolling interests	(209)	(111)
Net income attributable to Nippon Meat Packers, Inc.	13,899	19,156

(for the consolidated third-quarter period of the year)

(millions of yen)

	Third-quarter period of the year ended March 31, 2013 (October 1, 2012 through December 31, 2012)	Third-quarter period of the year ending March 31, 2014 (October 1, 2013 through December 31, 2013)
Net sales	291,111	315,343
Cost of goods sold	229,372	252,873
Selling, general and administrative expenses	45,916	44,606
Other operating costs and expenses (income) - net	371	462
Interest expense	406	351
Other income (expenses) - net	1,455	534
Income before income taxes and equity in earnings of associated companies	16,501	17,585
Income taxes	6,419	6,052
Income before equity in earnings of associated companies	10,082	11,533
Equity in earnings of associated companies - net of applicable income taxes	46	93
Net income	10,128	11,626
Net income attributable to noncontrolling interests	(110)	(90)
Net income attributable to Nippon Meat Packers, Inc.	10,018	11,536

(3) Consolidated Quarterly Statements of Comprehensive Income:  
 (for the consolidated third-quarter cumulative period of the year)

(millions of yen)

	Third-quarter cumulative period of the year ended March 31, 2013 (April 1, 2012 through December 31, 2012)	Third-quarter cumulative period of the year ending March 31, 2014 (April 1, 2013 through December 31, 2013)
Net income	14,108	19,267
Other comprehensive income - net of applicable income taxes		
Net unrealized gains on securities available-for-sale	21	843
Pension liability adjustments	387	320
Foreign currency translation adjustments	1,216	4,425
Total other comprehensive income	1,624	5,588
Comprehensive income	15,732	24,855
Net comprehensive loss attributable to noncontrolling interests	(217)	(255)
Net comprehensive income attributable to Nippon Meat Packers, Inc.	15,515	24,600

(for the consolidated third-quarter period of the year)

(millions of yen)

	Third-quarter period of the year ended March 31, 2013 (October 1, 2012 through December 31, 2012)	Third-quarter period of the year ending March 31, 2014 (October 1, 2013 through December 31, 2013)
Net income	10,128	11,626
Other comprehensive income - net of applicable income taxes		
Net unrealized gains on securities available-for- sale	487	426
Pension liability adjustments	130	108
Foreign currency translation adjustments	1,466	1,600
Total other comprehensive income	2,083	2,134
Comprehensive income	12,211	13,760
Net comprehensive loss attributable to noncontrolling interests	(122)	(101)
Net comprehensive income attributable to Nippon Meat Packers, Inc.	12,089	13,659



(4) Consolidated Quarterly Statements of Cash Flows:

(millions of yen)

	Third-quarter cumulative period of the year ended March 31, 2013 (April 1, 2012 through December 31, 2012)	Third-quarter cumulative period of the year ending March 31, 2014 (April 1, 2013 through December 31, 2013)	(For reference)  Year ended March 31, 2013 (April 1, 2012 through March 31, 2013)
<b>Operating Activities:</b>			
Net income	14,108	19,267	16,710
Adjustments to reconcile net income to net cash provided by (used in) operating activities:			
Depreciation and amortization	14,625	14,256	19,781
Impairment loss of long-lived assets	691	1,567	1,519
Income taxes deferred	(932)	1,242	(2,916)
Foreign exchange transaction adjustments	(593)	(288)	(1,627)
Decrease (increase) in trade notes and accounts receivable	(40,285)	(44,654)	(3,178)
Decrease (increase) in inventories	3,121	(11,096)	1,722
Decrease (increase) in other current assets	(1,789)	51	(2,068)
Increase (decrease) in trade notes and accounts payable	18,544	16,506	4,473
Increase (decrease) in accrued income taxes	555	(3,509)	1,660
Increase (decrease) in accrued expenses and other current liabilities	(2,452)	(2,779)	615
Others - net	855	101	716
<b>Net cash provided by (used in) operating activities</b>	<b>6,448</b>	<b>(9,336)</b>	<b>37,407</b>
<b>Investing Activities:</b>			
Capital expenditures	(15,803)	(16,382)	(29,904)
Proceeds from sales of capital assets	1,903	1,792	2,538
Decrease (increase) in short-term investments	(8,925)	27,193	(27,330)
Purchases of marketable securities and other investment securities	(314)	(253)	(332)
Proceeds from sales and maturities of marketable securities and other investment securities	226	407	277
Net increase (decrease) in cash and cash equivalents resulting from purchase of business	(817)	201	(817)
Net increase in cash and cash equivalents resulting from sales of business	-	364	-
Others - net	341	766	755
<b>Net cash provided by (used in) investing activities</b>	<b>(23,389)</b>	<b>14,088</b>	<b>(54,813)</b>
<b>Financing Activities:</b>			
Cash dividends	(3,886)	(4,854)	(3,886)
Increase (decrease) in short-term bank loans	(2,121)	2,932	(3,355)
Proceeds from debt	43,987	21,115	44,533
Repayments of debt	(30,227)	(21,928)	(32,362)
Acquisition of treasury stock	(13,477)	(12)	(16,006)
Others - net	0	0	112
<b>Net cash provided by (used in) financing activities</b>	<b>(5,724)</b>	<b>(2,747)</b>	<b>(10,964)</b>
Effect of exchange rate changes on cash and cash equivalents	326	705	1,194
<b>Net increase (decrease) in cash and cash equivalents</b>	<b>(22,339)</b>	<b>2,710</b>	<b>(27,176)</b>
Cash and cash equivalents at beginning of the period (year)	63,651	36,475	63,651
Cash and cash equivalents at end of the period (year)	41,312	39,185	36,475
<b>Additional cash flow information:</b>			
Cash payment for the period (year)			
Interest paid	1,221	1,140	1,644
Income taxes paid	10,816	11,144	12,894
Capital lease obligations incurred	1,715	1,945	2,429

(5) Note on the Premises of a Going Concern:

Not applicable.

(6) Segment Information:

Operating segment information:

The operating segments of the Company and its consolidated subsidiaries are comprised of the following three business groups. The businesses thereof are as follows:

Processed foods business division – Production and sales of mainly hams and sausages, and processed foods  
 Fresh meats business division – Production and sales of mainly fresh meats  
 Affiliated business division – Production and sales of mainly marine products and dairy products

The Nippon Ham Group is composed of the Nippon Meat Packers, Inc., its 86 subsidiaries and five associated companies.

(for the consolidated third-quarter cumulative period)

For the consolidated third-quarter cumulative period of the year ended March 31, 2013 (April 1, 2012 through December 31, 2012):

(millions of yen)

	Processed foods business division	Fresh meats business division	Affiliated business division	Total	Eliminations, adjustments and others	Consolidated
Net sales						
(1) External customers	246,753	445,383	106,024	798,160	(10,358)	787,802
(2) Intersegment	16,163	70,483	2,199	88,845	(88,845)	-
Total	262,916	515,866	108,223	887,005	(99,203)	787,802
Operating expenses	253,046	503,167	106,468	862,681	(100,541)	762,140
Segment profit	9,870	12,699	1,755	24,324	1,338	25,662

For the consolidated third-quarter cumulative period of the year ending March 31, 2014 (April 1, 2013 through December 31, 2013):

(millions of yen)

	Processed foods business division	Fresh meats business division	Affiliated business division	Total	Eliminations, adjustments and others	Consolidated
Net sales						
(1) External customers	252,279	507,868	112,611	872,758	(11,224)	861,534
(2) Intersegment	20,052	77,827	2,313	100,192	(100,192)	-
Total	272,331	585,695	114,924	972,950	(111,416)	861,534
Operating expenses	265,093	565,755	113,486	944,334	(112,599)	831,735
Segment profit	7,238	19,940	1,438	28,616	1,183	29,799

- (Notes)
1. "Eliminations, adjustments and others" includes unallocated items and intersegment eliminations.
  2. Except for a few unallocated items, corporate overhead expenses and profit and loss of certain subsidiaries are allocated to each reportable operating segment. These subsidiaries provide indirect services and operational support for the companies included in each reportable operating segment.
  3. Operating income is calculated by deducting cost of goods sold and selling, general and administrative expenses from net sales.
  4. As of April 1, 2013, some changes were made in the business divisions to supervise the subsidiaries. Consequently, the relevant reportable operating segments are reclassified for the consolidated third-quarter cumulative period of the previous fiscal year.

(for the consolidated third-quarter period)

For the consolidated third-quarter period of the year ended March 31, 2013 (October 1, 2012 through December 31, 2012):

(millions of yen)

	Processed foods business division	Fresh meats business division	Affiliated business division	Total	Eliminations, adjustments and others	Consolidated
Net sales						
(1) External customers	93,201	161,725	40,433	295,359	(4,248)	291,111
(2) Intersegment	5,922	26,342	747	33,011	(33,011)	-
Total	99,123	188,067	41,180	328,370	(37,259)	291,111
Operating expenses	92,774	180,511	39,914	313,199	(37,911)	275,288
Segment profit	6,349	7,556	1,266	15,171	652	15,823

For the consolidated third-quarter period of the year ending March 31, 2014 (October 1, 2013 through December 31, 2013):

(millions of yen)

	Processed foods business division	Fresh meats business division	Affiliated business division	Total	Eliminations, adjustments and others	Consolidated
Net sales						
(1) External customers	94,419	181,580	43,364	319,363	(4,020)	315,343
(2) Intersegment	6,904	26,995	806	34,705	(34,705)	-
Total	101,323	208,575	44,170	354,068	(38,725)	315,343
Operating expenses	95,786	197,727	42,902	336,415	(38,936)	297,479
Segment profit	5,537	10,848	1,268	17,653	211	17,864

- (Notes)
1. "Eliminations, adjustments and others" includes unallocated items and intersegment eliminations.
  2. Except for a few unallocated items, corporate overhead expenses and profit and loss of certain subsidiaries are allocated to each reportable operating segment. These subsidiaries provide indirect services and operational support for the companies included in each reportable operating segment.
  3. Operating income is calculated by deducting cost of goods sold and selling, general and administrative expenses from net sales.

4. As of April 1, 2013, some changes were made in the business divisions to supervise the subsidiaries. Consequently, the relevant reportable operating segments are reclassified for the consolidated third-quarter period of the previous fiscal year.

(7) Note on Material Change (if Any) in the Amount of Shareholders' Equity:

Not applicable.