

The acquisition of Fortitech

Accelerating DSM's strategy to become a full solutions provider in food ingredient blends

Investor Relations
8 November 2012

Overview



- Fortitech at a glance
- Acquisition rationale

Transaction highlights Fortitech

Acquisition

- Total enterprise value about US\$634 million (~ €495 million), in an all cash transaction
- 2013 expectations: net sales ~US\$270 million, EBITDA ~US\$70 million, including synergies and excluding exceptional items
- Value creating acquisition; EPS accretive in 1st full year
- Subject to customary conditions, the transaction is expected to close in 2012

Strategic fit

- Fortitech adds a strong position in customized food ingredient blends which:
 - Expands DSM's value chain presence
 - Allows DSM to offer complete solutions to its customers
 - Increases customer intimacy

Synergies

- Significant cost synergies estimated at ~10% of net sales, fully realized by 2015
- One-time synergies estimated at ~US\$70 million, primarily by capex avoidance

Fortitech, global leader in food ingredient blends

Food ingredient Blends

- Broad range of food ingredient blends based upon externally sourced nutrients and food ingredients, including : vitamins, minerals, amino acids, colors, nucleotides, sweeteners, nutraceuticals, herb extracts, flavors, seasonings, caffeine, proteins, carbohydrates and enzymes
- Ability to produce finished consumer products in complete blends

Customization

- With any nutritional & food ingredient
- More than 1,400 ingredients
- Carefully tested and qualified

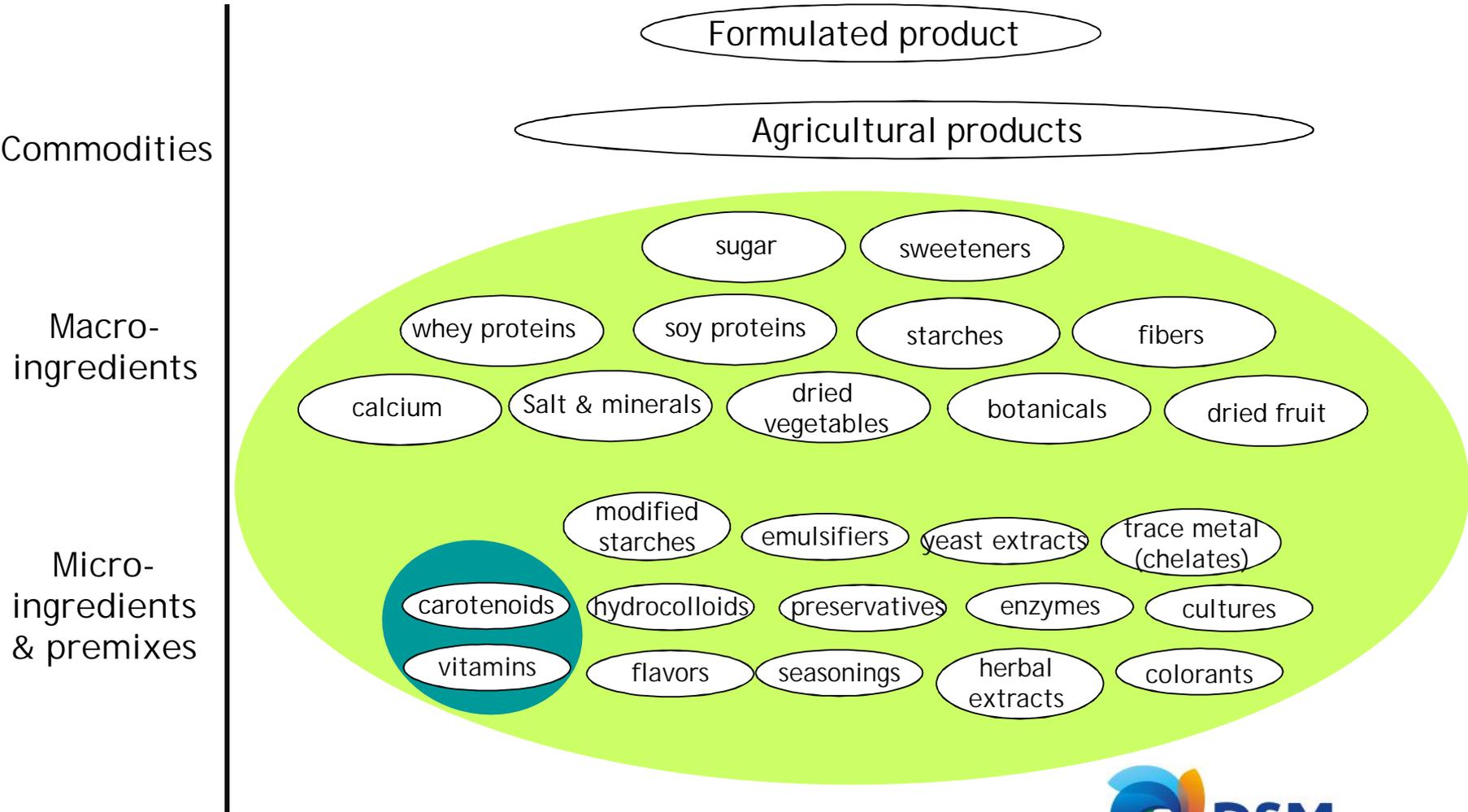
Covering a wide range of key markets

- Food & Beverage
- Infant nutrition
- Dietary supplements



Food ingredient blending

 focus DSM
 focus Fortitech



Fortitech at a glance

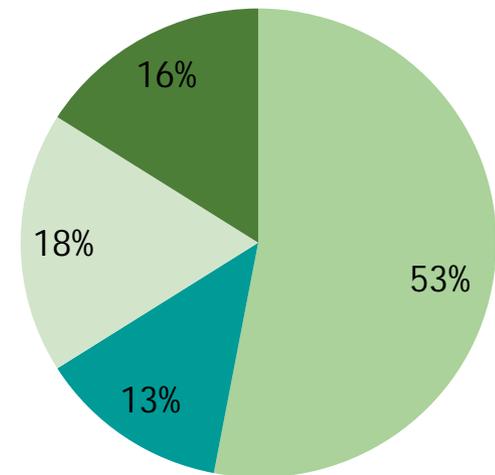
Revenues expectation FY 2013:

- Net sales ~US\$270 million
- EBITDA ~ US\$70 million, including synergies and excluding exceptional items
- ~9 EV/EBITDA multiple

Founded in 1986

- Private company with ~520 employees
- Headquartered in Schenectady (USA)
- 6 production sites: USA (2), Brazil, Denmark, Poland and Malaysia
- 2 sales offices: Mexico and China

Fortitech is present in all major regions



- North America
- Asia
- Europe
- Latin America

Global production network of Fortitech



Overview



- Fortitech at a glance
- Acquisition rationale

Strong growth in food ingredient blends

Increased demand for complete solutions

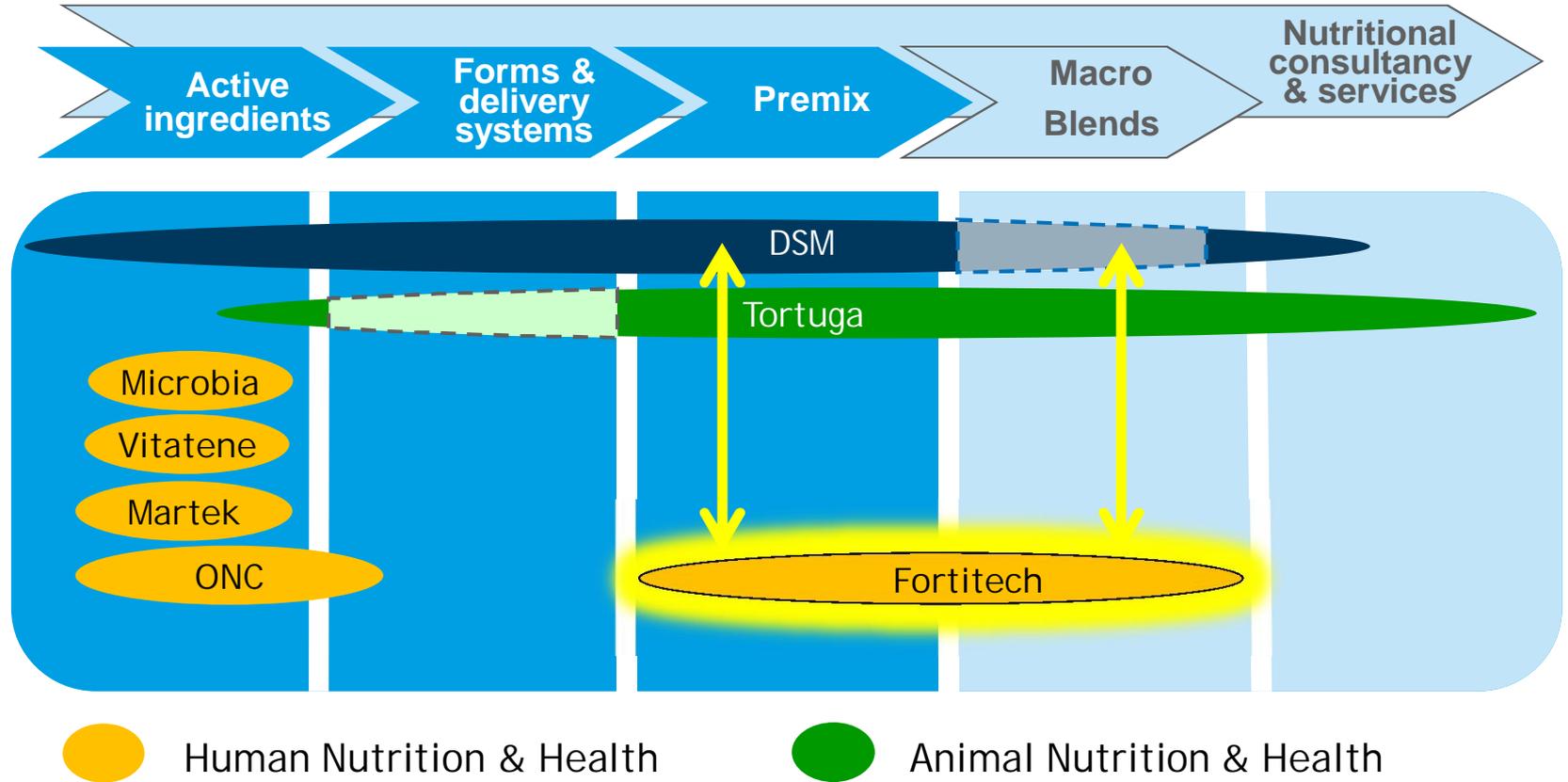
- From vitamin & carotenoids premix to complete food ingredient solutions using multiple ingredient categories
- Increased complexity and high quality requirements
- High single digit growth rates at attractive EBITDA margins around 25%

Providing multiple benefits to customers

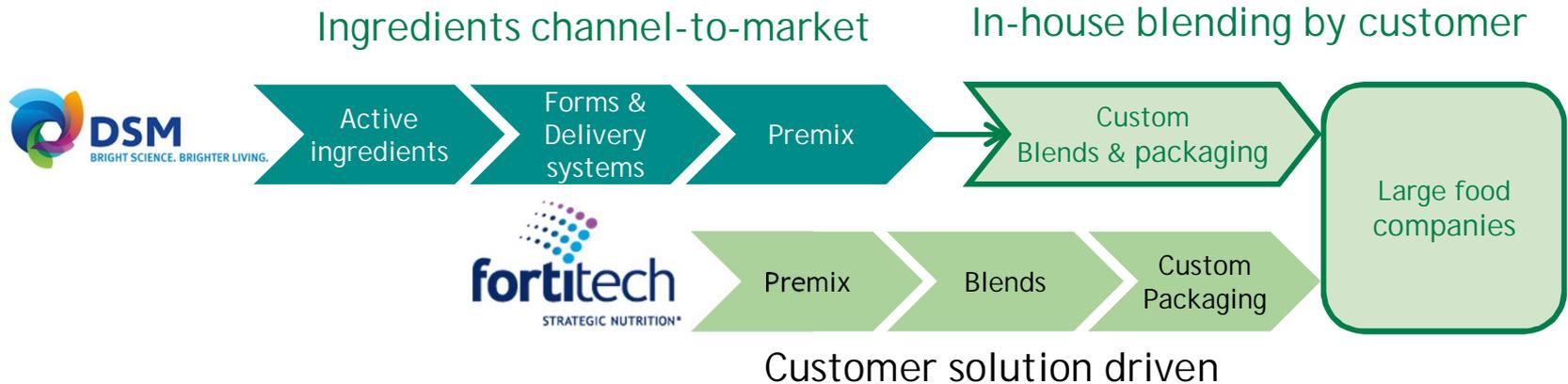
- Lower purchasing and inventory costs
- Reduced capex, equipment maintenance & labor cost
- Lower testing costs and quality risk
- Increased output and efficiency
- Accelerated product development



Further strengthening our value chain presence



Acceleration to a full solutions provider



Core competencies

DSM

- Backward integration into key ingredients
- Extensive innovation/application know-how

Fortitech:

- Highly responsive customer service model
- Ability to manage highly complex solutions

Cost synergies estimated at ~10% of net sales

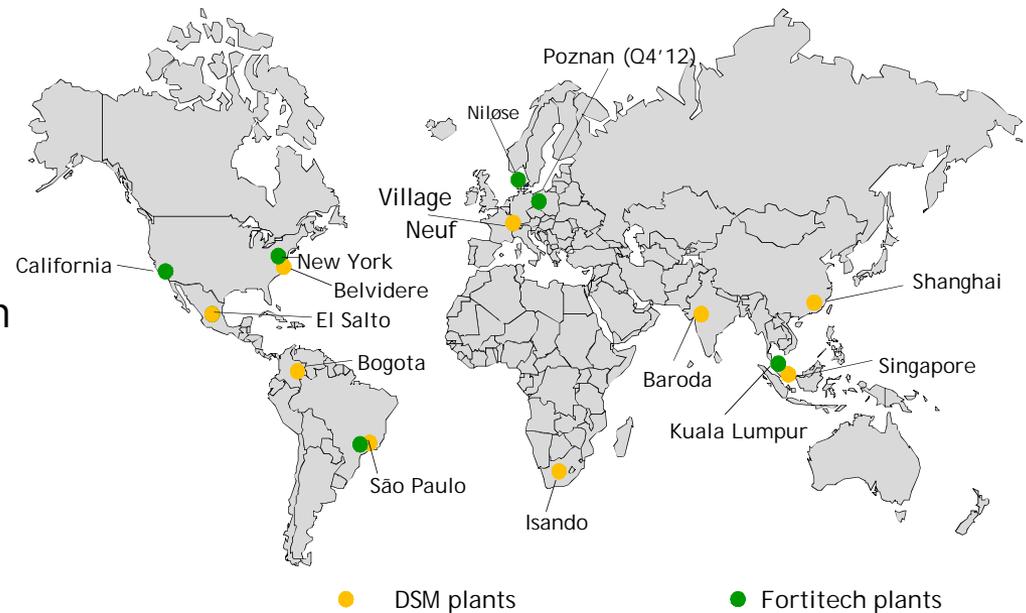
Significant cost synergies

- About 10% of net sales which will be fully realized by 2015

In addition, one-time synergies

- About US\$70 million primarily in capital expenditure avoidance

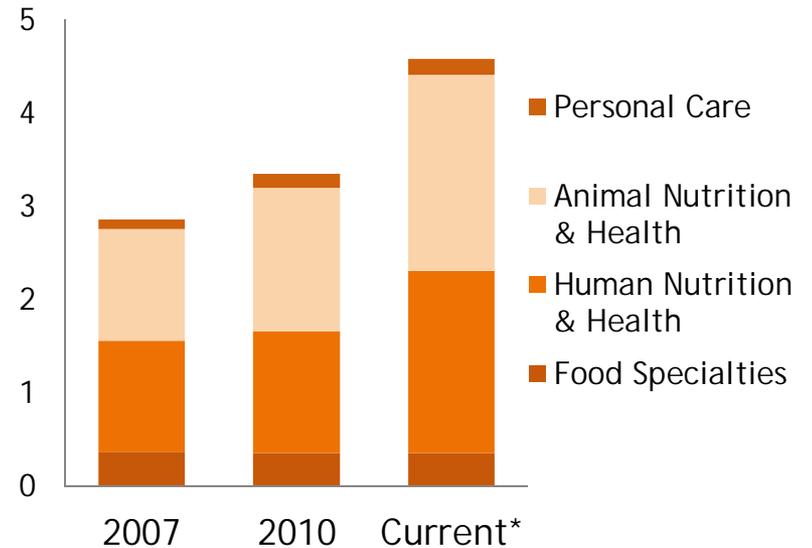
Combined plants & blending footprint



DSM continues to expand its unique position in Nutrition

- 9th acquisition in Nutrition since announcement of strategy in September 2010:
 - ~€ 2.4 billion spent on acquisitions in Nutrition
- Including Fortitech, Ocean Nutrition Canada and Tortuga, the Nutrition businesses will have:
 - About €4.6 billion net sales on an annual pro-forma 2012* basis
 - 20-23% EBITDA margin

Expansion in food & feed (Sales € bn)



* Two times 2012 H1 plus pro-forma sales Fortitech, ONC & Tortuga

Wrap up

Fortitech acquisition:

- Fully supports DSM's growth strategy "DSM in motion: *driving focused growth*"
- Accelerates DSM's strategy to become a full solutions provider in food ingredient blends
- Expands DSM's value chain presence
- Creating significant cost synergies of ~10% of net sales, fully realized by 2015
- With one-time synergies of ~US\$70 million, primarily by capital expenditure avoidance
- A value creating acquisition; EPS accretive in the 1st full year

Disclaimer

- This document may contain forward-looking statements with respect to DSM's future (financial) performance and position. Such statements are based on current expectations, estimates and projections of DSM and information currently available to the company.
- Examples of forward-looking statements include statements made or implied about the company's strategy, estimates of sales growth, financial results, cost savings and future developments in its existing business as well as the impact of future acquisitions, and the company's financial position. These statements can be management estimates based on information provided by specialized agencies or advisors.
- DSM cautions readers that such statements involve certain risks and uncertainties that are difficult to predict and therefore it should be understood that many factors can cause the company's actual performance and position to differ materially from these statements.
- These factors include, but are not limited to, macro-economic, market and business trends and conditions, (low-cost) competition, legal claims, the ability to protect intellectual property, changes in legislation, changes in exchange and interest rates, changes in tax rates, pension costs, raw material and energy prices, employee costs, the implementation of the company's strategy, the company's ability to identify and complete acquisitions and to successfully integrate acquired companies, the company's ability to realize planned disposals, savings, restructuring or benefits, the company's ability to identify, develop and successfully commercialize new products, markets or technologies, economic and/or political changes and other developments in countries and markets in which DSM operates.
- As a result, DSM's actual future performance, position and/or financial results may differ materially from the plans, goals and expectations set forth in such forward-looking statements.
- DSM has no obligation to update the statements contained in this document, unless required by law. The English language version of this document is leading.
- A more comprehensive discussion of the risk factors affecting DSM's business can be found in the company's latest Annual Report, a copy of which can be found on the company's corporate website, www.dsm.com



Contact:



DSM Investor Relations

P.O. Box 6500, 6401 JH Heerlen, The Netherlands

 (+31) 45 578 2864

e-mail: investor.relations@dsm.com

internet: www.dsm.com

visiting address: Het Overloon 1, Heerlen, The Netherlands