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**SPANISH SECURITIES AND EXCHANGE COMMISSION**  
**Mr. Rodrigo Buenaventura**  
**Director of Secondary Markets**  
**General Directorate of Markets**  
**C/ Serrano, 47**  
**28001 Madrid**

**RELEVANT FACT**

Madrid, 4th of March 2010

Dear Sirs,

In conformity with what is prescribed in article 82 of Law 24/1988, of the 28 of July, of the Stock Market, by means of the following we inform you of the following relevant fact so that it may be included in public registers of the Spanish Securities and Exchange Commission:

**CAMPOFRIO FOOD GROUP ENTERS INTO A JOINT VENTURE IN RUMANIA**

Campofrio Food Group S.A announces that on the date hereof it has entered into an agreement with meat processing Caroli Group companies to integrate the business of such group with the meat processing business of Campofrio Food Group in Romania and develop the business together in Romania and other territories. Campofrio will hold 49 % of the resulting group in exchange of the contribution of its shares in its Romanian subsidiary Tabco Campofrio and a cash payment of 12,3 million € subject to final price adjustments.

This joint venture will create the leading company in the Romanian processed meat market with a combined market share over 16% and turnover exceeding Euro 120 Million.

The parties have agreed to enter on the closing date into a shareholders agreement to regulate the governance of the Joint Venture including required qualified majorities for certain resolutions as well as certain rights and obligations in connection with the transfer of shares.

The transaction is subject to due diligence, antitrust approval and condition precedent in line with normal practices in this type of transactions.

Yours Sincerely,

The Secretary of the Board of Directors  
Campofrío Food Group, S.A.

Signed: Alfredo Sanfeliz Mezquita

Enclosed Press Release



## **Caroli Foods Group and Campofrio Food Group to form the largest processed meat company in Romania**

**Bucharest, 4<sup>th</sup> of March 2010** - Caroli Foods Group and Campofrio Food Group announced today the signing of agreements to merge their operations in the form of a joint venture between the two processed meat businesses in Romania and neighboring territories including Bulgaria, Republic of Moldova, Serbia, Ukraine and Turkey.

This joint venture will create the leading company in the Romanian processed meat market with a combined market share over 16% and turnover exceeding Euro 120 Million. While Romania will continue to be the primary focus, the JV will seek to develop its presence in the SEE region.

The agreement between Caroli Foods and Campofrio Food Group aims at developing the combined businesses more effectively, leveraging the strengths and resources of both companies, and at creating value for all stakeholders. The JV will operate under Caroli Foods Group name.

The stake holding of the parties will be 51% for Caroli Foods and 49% for Campofrio Food Group, who will acquire in cash consideration additional shares to bring its stakeholding to 49%.

The new group will have a 5-member Board, consisting of Caroli Foods Group and Campofrio Food Group representatives, that will be chaired by Talal El-Solh. Haluk Akdemir, the current CEO of Caroli Foods, will become the Chief Executive Officer of the JV.

The transaction is subject to the approval by the Competition Council and other customary procedures that constitute normal practice for this type of transactions.

### ***About Caroli Foods Group***

Caroli Foods is one of the largest Romanian fresh cold cuts companies, being placed on the Romanian market on the second position. The Group produces five brands of cold cuts: Gourmet, Caroli, Maestro, Sissi and Primo Familia. During 12 years of activity, Caroli Foods has invested over 35 millions EUR for the production and the distribution of the cold cuts (technology, equipments and human resources etc). The Group has 1,300 employees, majority with ages between 18 and 35 years. The production facilities are aligned to the European Union standards. The factory from Pitesti, having over 18,000 sqm, is certified for food safety standards. Caroli Foods Group is formed by Caroli Prod 2000 SRL, Caroli Foods Group SRL, Caroli Brands SRL, and Maestro Industries SRL companies.

### ***About Campofrio Food Group***

Campofrio Food Group is the leading processed meats company in Europe and an important player in processed meats sector worldwide. With sales of 1.846 million euros in 2009, it is supported by more than 250 million of consumers. In order to satisfy all of them, Campofrio Food Group owns seven companies that operate interdependently within the group, holding the top position by market share in Spain (Campofrio), France (Aoste), Portugal (Nobre) and Holland (Stegeman); the second position in Belgium (Imperial); a relevant presence in Italy (Aoste); and an important penetration in segments with a high quality in Germany (CFG Deutschland). The position of Campofrio Food Group in Romania is strengthening after this joint venture with Caroli Foods Group. The Group has 9.000 employees that form part of the following companies: Aoste, Campofrio, Nobre, Imperial, Stegeman, CFG Deutschland and Campofrio Romania.