Carlsberg A/S
100 Ny Carlsberg Vej
1799 Copenhagen V
CVR.no. 61056416
Tel +45 3327 3300
carlsberg@carlsberg.com
www.carlsberggroup.com

Company announcement 17/2012
7 November 2012

Interim results as at 30 September 2012

Q3 performance in line with expectations – continued market share improvements across regions

Unless otherwise stated, comments in this announcement refer to year-to-date performance.

Financial highlights

- Organic net revenue up by 2% to DKK 51.3bn (Q3: +4%). Continued solid beer price/mix of +2% (Q3: +4%).
- Group operating profit of DKK 7.6bn influenced by higher input costs; poor weather in Q2 and July; and phasing of sales and marketing investments. Q3 organic operating profit growth of 5%.
- Net profit up by 28% to DKK 5.4bn. Adjusted net profit down 3% but up 7% in Q3.
- Free cash flow of DKK 5.1bn driven by positive trade working capital and sale of brewery site.
- 2012 earnings outlook maintained.

Operational highlights

- Total Western European beer market excluding Poland contracted 2-3%. The Russian beer market grew slightly.
- Group organic beer volume was flat.
    - Solid Western Europe organic beer volume growth of 1%.
    - Eastern European organic beer volumes decline of 7%. Adjusted for Russian destocking in Q1 and suspended production in Uzbekistan, organic beer volume decline was 1%.
    - Russian beer volume decline of 1% (adjusted for Q1 destocking) but 2% growth in Q3.
    - Strong Asian organic volume growth of 10%.
- Russian market share continued the positive trend increasing to 38.9% in Q3, a 100bp improvement vs Q2 2012 and 110bp vs Q3 2011.
- Solid Western European market share growth from strong execution of commercial activities.
- Continued market share improvements in Asia.
- Ongoing strong performance by our international premium brands with 9% Carlsberg brand growth in premium markets and 6% Tuborg brand growth.
- Carlsberg signed up to global commitments to reduce harmful use of alcohol and committed EUR 25m for investment in Russian environmental projects over five years, in partnership with UNIDO.
- Voluntary offer and delisting of Baltika Breweries completed.

Commenting on the results, CEO Jørgen Buhl Rasmussen says: "Our Q3 performance was in line with our expectations and we are on track to meet our full-year outlook. We are particularly pleased that our sustained efforts to drive our international premium brands and our local power brands are resulting in continued positive market share performance across all three regions. It is particularly positive to report that we are back on a growth trend in Russia where in Q3 we grew market share quarter-on-quarter and year-on-year. While we will remain focused on driving our commercial agenda, becoming more efficient remains a top priority for the Group and we still see significant long-term opportunities in this area, with particular focus on Western Europe."

Contacts

Investor Relations:	Peter Kondrup	+45 3327 1221	Iben Steiness	+45 3327 1232
Media Relations:	Jens Bekke	+45 3327 1412	Ben Morton	+45 3327 1417

KEY FIGURES AND FINANCIAL RATIOS

DKK million		Q3 2012	Q3 2011	9 mths 2012	9 mths 2011	2011
Total sales volumes (million hl)						
Beer		39.7	40.4	109.7	108.9	139.8
Other beverages		5.9	5.7	16.7	16.9	22.2
Pro rata volumes (million hl)						
Beer		34.1	33.5	93.3	91.8	118.7
Other beverages		5.1	5.0	14.5	14.6	19.2
Income statement						
Net revenue		18,810	17,440	51,269	48,708	63,561
Operating profit before special items		3,596	3,284	7,641	7,982	9,816
Special items, net		-6	991	1,391	806	-268
Financial items, net		-442	-344	-1,320	-1,528	-2,018
Profit before tax		3,148	3,931	7,712	7,260	7,530
Corporation tax		-787	-734	-1,776	-1,566	-1,838
Consolidated profit		2,361	3,197	5,936	5,694	5,692
Attributable to:						
Non-controlling interests		225	191	521	460	543
Shareholders in Carlsberg A/S		2,136	3,006	5,415	5,234	5,149
Shareholders in Carlsberg A/S, adjusted*		2,146	2,012	4,288	4,408	5,203
Statement of financial position						
Total assets		-	-	155,651	145,069	147,714
Invested capital		-	-	121,365	116,841	118,196
Interest-bearing debt, net		-	-	31,790	32,680	32,460
Equity, shareholders in Carlsberg A/S		-	-	71,372	64,495	65,866
Statement of cash flows						
Cash flow from operating activities		3,430	2,551	6,713	5,495	8,813
Cash flow from investing activities		-901	-841	-1,567	-2,910	-4,883
Free cash flow		2,529	1,710	5,146	2,585	3,930
Financial ratios						
Operating margin	%	19.1	18.8	14.9	16.4	15.4
Return on average invested capital (ROIC)	%	-	-	7.8	7.8	8.4
Equity ratio	%	-	-	45.9	44.5	44.6
Debt/equity ratio (financial gearing)	x	-	-	0.42	0.47	0.45
Interest cover	x	-	-	5.79	5.20	4.86
Stock market ratios						
Earnings per share (EPS)	DKK	14.0	19.7	35.5	34.3	33.8
Earnings per share (EPS), adjusted*	DKK	14.1	13.2	28.1	28.9	34.1
Cash flow from operating activities per share (CFPS)	DKK	22.5	16.7	44.0	36.0	57.7
Free cash flow per share (FCFPS)	DKK	16.5	11.2	33.7	16.9	25.7
Share price (B-shares)	DKK	-	-	511	331	405
Number of shares (period-end)	1,000	-	-	152,555	152,514	152,523
Number of shares (average, excl. Treasury shares)	1,000	152,553	152,545	152,545	152,545	152,538

* Adjusted for special items net of tax.
In accordance with IFRS 3 requirements, the final purchase price allocation of the fair value of identified assets, liabilities and contingent liabilities in step acquisitions and business combinations have changed comparative figures.

BUSINESS DEVELOPMENT

		Change				Change
DKK million	2011	Organic	Acq., net	FX	2012	Reported
Q3						
Beer (million hl)	33.5	0%	2%		34.1	2%
Other beverages	4.9	3%	1%		5.1	5%
Net revenue	17,440	4%	1%	3%	18,810	8%
Operating profit	3,284	5%	2%	3%	3,596	10%
Operating margin (%)	18.8				19.1	30bp
9 mths						
Beer (million hl)	91.8	0%	2%		93.3	2%
Other beverages	14.6	-2%	2%		14.5	0%
Net revenue	48,708	2%	1%	2%	51,269	5%
Operating profit	7,982	-9%	3%	2%	7,641	-4%
Operating margin (%)	16.4				14.9	-150bp

Group financial highlights

Overall market growth remained mixed across regions. In Western Europe, total market, excluding Poland, declined by an estimated 2-3% impacted by bad weather in Q2 and July. The Russian beer market was slightly up. In Asia, all markets continued to grow.

Group organic beer volume was flat for the nine months as well as for Q3. On a comparable basis, i.e. adjusting for the Q1 destocking in Russia, beer volumes grew organically by 1%. Reported beer volumes grew by 2%, positively impacted by acquisitions in Asia. Pro-rata Group volumes of other beverages declined slightly, impacted by a negative development of the soft drinks markets in Denmark.

Net revenue grew by 5% to DKK 51,269m, as a result of a 2% organic growth (total beverage volume of -1% and positive price/mix of 3%), +2% from currencies and a net acquisition impact of +1%. Organic net revenue dynamics improved during the nine months with organic net revenue growth of 4% in Q3 driven by a very positive price/mix for beer of 4% versus 2% for the first nine months.

Cost of sales per hl grew in line with expectations. Organic gross profit per hl grew by 1%. Mainly due to the higher input costs across all regions, gross profit margin decreased by 90bp to 49.8%.

Operating expenses grew 4% organically (Q3: +3%), due to slightly higher logistic costs in Eastern Europe and higher sales and marketing investments across the Group, predominantly in the first six months of the year with an important driver being the activation of EURO 2012 and the launch of the rejuvenated Tuborg brand in Asia and Russia.

Group operating profit declined organically by 9% to DKK 7,641m and operating margin declined to 14.9% as a result of higher input costs; the negative operational leverage in Q1 due to the Russian destocking; and the different phasing of sales and marketing investments versus last year. Dynamics improved in Q3 and organic operating profit grew 5% in the quarter due to lower marketing investments versus last year and positive price/mix.

Reported net profit grew significantly to DKK 5,411m impacted positively by the capital gain in Q2 from the sale of the Copenhagen brewery site. Adjusted net profit (adjusted for post-tax impact of special items) was DKK 4,288m, down 3% versus 2011 (DKK 4,408m).

For Q3, adjusted net profit grew by 7% to DKK 2,146m (DKK 2,012m in 2011).

Free cash flow improved strongly to DKK 5,146m (DKK 2,585m in 2011) driven by an improved working capital and the proceeds from the sale of the Copenhagen brewery site. Average trade working capital to net revenue was reduced to 1.3% (MAT) end of Q3 2012 vs. 1.9% at the end of 2011.

In July, the Group successfully placed a 7 year EUR 500m bond with a coupon of 2.625%.

Group operational highlights

The Group continued to deliver solid market share performance in Western Europe and Asia, with around 50bp improvement in both regions. In Eastern Europe, the positive Russian market share trend continued in Q3, thus showing sequential improvements since Q4 2011 and versus Q3 2011. In Ukraine, we gained share as we continued to outperform the market.

Contributing to the market share growth was strong performance of our international premium brands: Carlsberg, Tuborg, Kronenbourg 1664, Grimbergen, and Somersby.

A key driver behind the 9% volume growth of the Carlsberg brand in its premium markets was the successful activation of the EURO 2012 sponsorship in the first half of the year. The brand grew across all three regions with particularly strong performance in France, Poland, Norway, Germany, China, Malaysia, and India.

The Tuborg brand grew 6%. An important initiative was the rejuvenation of the brand at the beginning of 2012 with a new campaign which included a new tag line, new visual identity and new communication. Major activities were the introduction of Tuborg in China in April and the launch of the new 3G Tuborg bottle in Russia and India in Q1, which both yielded very good results.

The roll-out of our cider brand, Somersby, continued and we developed Somersby Double Press, which is a premium, naturally refreshing, dry cider. Somersby has been launched in 10 new markets this year and is now available in 22 markets worldwide. Driven by category growth and the significant geographical expansion, the brand almost doubled its volumes.

Grimbergen, our super-premium Belgium abbey ale, was launched in nine new markets across Europe and Asia. This, coupled with a strong performance in the French market, resulted in 50% growth in Grimbergen volumes.

A number of CSR activities took place across the Group. In early October, at a conference hosted by the International Centre for Alcohol Policy (ICAP), Carlsberg teamed up with other global producers of beer, wine, and spirits to commit to joint actions to strengthen and expand existing efforts to reduce the harmful use of alcohol.

The Group, and its subsidiary Baltika Breweries, has also announced that it over a period of 5 years will invest approx. EUR 25m in environmental projects in Russia related to water, agriculture and climate change. This will be done in partnership with the United Nations Industrial Development Organisation (UNIDO).

Management changes

At the end of Q3, the Group announced that it would merge Northern Europe and Western Europe into one managed entity (now Western Europe). The change was made to ensure focused and aligned allocation of resources and to enable faster implementation of common commercial capabilities and best practices across all Western European markets. Senior Vice President Jørn Tolstrup Rohde has assumed responsibility for the integrated Western Europe region.

In September, Claudia Schlossberger joined the Carlsberg Group as Senior Vice President Global Human Resources and as a member of the Executive Committee.

Structural changes

On April 12, the Group announced the establishment of a consortium, consisting of a group of Danish investors and the Carlsberg Group, which will develop the former brewery site in Copenhagen. The total value of the transaction was approximately DKK 2.5bn. As a result, the Group booked a capital gain of DKK 1.7bn in special items and cash proceeds of DKK 1.9bn in Q2.

In Q1, the Group increased its ownership in several businesses in the Balkan area and now holds 100% ownership of the subsidiaries in Serbia, Croatia and Bulgaria.

On 21 August, the Group announced the successful completion of the voluntary offer to Baltika Breweries minority shareholders through which the Group increased its ownership of Baltika Breweries to 96.77%. On 17 September the Group announced a compulsory purchase of the remaining shares in Baltika Breweries.

At the beginning of October, Baltika Breweries was delisted from the Russian stock exchange.

2012 earnings expectations

Following the Q3 performance, which was in line with the Group's expectations, we reiterate our earnings outlook for the full year:

- Operating profit before special items at the level of 2011
- Slightly growing adjusted net profit[1]

[1]Adjusted net profit 2011 of DKK 5,.203m equals 2011 reported net profit excluding special items after tax

WESTERN EUROPE

		Change				Change
DKK million	2011	Organic	Acq., net	FX	2012	Reported
Q3						
Beer (million hl)	13.9	0%	0%		13.9	0%
Other beverages	4.0	0%	0%		4.0	0%
Net revenue	10,029	2%	0%	1%	10,361	3%
Operating profit	1,789	1%	0%	0%	1,807	1%
Operating margin (%)	17.8				17.4	-40bp
9 mths						
Beer (million hl)	38.2	1%	0%		38.6	1%
Other beverages	11.4	-4%	0%		10.9	-4%
Net revenue	28,164	0%	0%	1%	28,552	1%
Operating profit	4,253	-5%	0%	1%	4,083	-4%
Operating margin (%)	15.1				14.3	-80bp

The Western European beer market was challenging, impacted by poor weather conditions during the summer and difficult consumer dynamics in several markets. The Polish market, which grew approximately 6%, was a notable exception from the overall Western European trend. Excluding Poland, beer markets in Western Europe declined by an estimated 2-3%.

We continued to gain overall market share in Western Europe. The market share gain was supported by a focused commercial agenda, including the roll-out and further development of our value management tools; our improved portfolio optimisation tool; and a balanced focus on and investments behind our international premium brands and local power brands. The Group gained approximately 50bp market share for the region with particularly good performances achieved in Finland, Sweden, Poland, UK, and Serbia.

Following last year's repositioning of the Carlsberg brand, a very important commercial activity for the brand this year was the EURO 2012 sponsorship in the first half of the year. Significant resources were put into the successful execution of the event and the brand grew approximately 7% in its premium markets in the region.

Innovations remain a key priority and new products, such as Garage Hard Lemonade in Finland and Denmark and various line extensions of local power brands, were launched in the first half of the year prior to the peak season. In addition, roll-out and support of our international premium brands continued throughout the region. The Group's proprietary PET-based, modular draught beer system, which has been an important addition to our portfolio in Italy, was launched in Greece and introduced in Sweden.

Driven by our strong market share improvement, our beer volumes grew organically by 1% (Q3: 0%) despite the overall market decline, with particularly good results in markets such as Poland, Finland, Italy, Serbia and Export & License. Other beverages declined organically by 4% (flat in Q3), mainly due to lower soft drink volumes in Denmark. Total volumes, including non-beer beverages, were flat.

Organic net revenue was flat (+2% for Q3). Reported net revenue grew by 1% to DKK 28,552m. Organic net revenue for beer grew by 1%.

We achieved low single-digit price increases across markets in the region. Price/mix was flat mainly as a result of country mix, as our Polish business continued to grow well ahead of the region, and the ongoing negative channel mix with off-trade taking share from on-trade. With less negative country mix in Q3, price/mix was +2% for Q3.

We delivered solid market share improvement in Sweden due to good performance in the off-trade channel driven by our local power brands and Somersby. Our Finnish business grew market share strongly influenced by category management and retailers having a better balance between brands and private label promotions in the off-trade.

Our Polish business continued its strong positive trend. The Polish market grew by approximately 6% and our volumes grew almost 15%, supported by strong investment in, and excellent execution of, the EURO 2012 sponsorship. Our volume market share grew by approximately 100bp and reached 17.5%, with our value share growing slightly more.

Our UK volumes declined by 3% in a market that was down by 4%. The poor weather during the summer more than offset the positive impact from the Diamond Jubilee and EURO 2012. Driven by particularly good performance by our on-trade brand portfolio, our market share further strengthened, growing by 20bp to 15.7%.

The French market was flat in volume terms while the value of the market continues to grow due to the trend towards greater premiumisation. Consumers continue to trade up from mainstream to the premium category and this negatively impacted our mainstream brand, Kronenbourg. Our premium brands grew and gained market share but were not able to offset the pressure on the mainstream category, and consequently, our volume market share in France declined.

Q3 operating profit grew organically by 1% while nine months operating profit declined organically by 5%. Reported operating profit was DKK 4,083m. Operating margin declined by 80bp to 14.3% (-40bp in Q3). The decline in operating profit margin was mainly because of expected higher input costs and a negative country mix worsened by bad weather in Q2 and July.

EASTERN EUROPE

DKK million	2011	Change Organic	Change Acq., net	Change FX	2012	Change Reported
Q3						
Beer (million hl)	13.3	-2%	0%		13.0	-2%
Other beverages	0.5	13%	0%		0.5	13%
Net revenue	5,578	4%	0%	4%	6,029	8%
Operating profit	1,315	17%	0%	5%	1,600	22%
Operating margin (%)	23.6				26.5	290bp
9 mths						
Beer (million hl)	36.9	-7%	0%		34.3	-7%
Other beverages	1.7	-6%	0%		1.6	-6%
Net revenue	15,335	0%	0%	2%	15,594	2%
Operating profit	3,482	-13%	0%	3%	3,128	-10%
Operating margin (%)	22.7				20.1	-260bp

The overall Eastern European beer markets grew modestly. The Russian market was slightly up (estimated -2-3% in Q3) while the Ukrainian market grew by approximately 1%. During the first six months, the Russian market benefitted from pre-election income increases. The market decline in Q3 is expected to be a temporary reaction to the benefits of the pre-election income increases levelling off and inflation normalising as well as a short-term transitional disruption following the closures of non-stationary outlets ahead of the restrictions coming into effect on 1 January 2013. We still expect the total Russian market to be flattish for the full year supported by underlying healthy consumer dynamics.

Throughout 2011 and the beginning of 2012, many changes were implemented in our Russian business, both in the commercial organisation as well as within management. These changes are key drivers behind the sustained sequential market share improvement so far this year. For the third quarter in a row, our Russian volume market share improved sequentially reaching 38.9% in Q3 compared to 37.9% in Q2 and 37.8% in Q3 2011. Year-to-date, our market share is 38.2% (2011: 38.6%) (source: Nielsen Retail Audit, Urban & Rural Russia).

Balancing volume and value share remains important and our Russian value share year-to-date and in Q3 developed in line with our volume share. Driven by strong performance of the Tuborg brand in super premium and the Baltika and Zatecky Gus brands in mainstream, our market share trend in Q3 was positive versus Q2 in all price segments but premium where share was flat versus Q2.

In addition to the changes made within our Russian sales, channel and trade marketing organisation, we continue to drive a very focused brand agenda in Russia. The largest international premium brand in Russia, Tuborg (with a segment market share of 24%), delivered solid growth following the rejuvenation of the brand in Q1 with the introduction of the 3G bottle. Plans are in place to rebuild the strength of the Holsten brand.

Our business in Ukraine continued its positive trend with a 40bp market share improvement to 29.4%. The main drivers were strong performance of the Lvivske and Baltika brands as well as successful activation of the EURO 2012 sponsorship, supporting both local brand growth and a very positive performance of the Carlsberg brand.

The Eastern European beer volumes declined organically by 7% to 34.3m hl. Adjusted for Russian destocking in Q1 and Uzbekistan, where production has been suspended due to a lack of raw materials following increasing currency conversion difficulties, organic beer volume decline was 1%.

Our Russian beer volumes (shipments) declined by 5% whereas our in-market-sales ("off-take") grew by 1% versus the flat market. Our Russian Q3 volumes (shipments) grew by 2% and our in-market-sales (“off-take”) grew by 1%.

Organic net revenue for the region was flat. Supported by a positive currency impact, reported net revenue grew by 2% to DKK 15,594m. Organic net revenue growth accelerated to 4% in Q3 due to the improved volume dynamics.

Driven by positive pricing across most of our Eastern European markets and positive mix, we achieved a positive price/mix for beer of 7% (Q3: 6%).

In Russia, price increases in late 2011 and this year’s price increases in March, May and August more than offset the excise tax increase in January 2012. In addition, Russian consumers continued to trade up both within and between categories and also shifted to more expensive packaging types. Hence, our Russian price/mix was +5%. Another price increase of around 3% was announced in early October.

Operating profit declined organically by 10% to DKK 3,128m with strong organic growth in Q3 of 17%. Operating profit margin moved significantly throughout the year; -260bp for the nine months, but +290bp for Q3. The change in operating profit and margin development between the quarters were in line with our expectations and primarily driven by the operational leverage effect from Russian destocking and different phasing of sales and marketing investments between quarters versus last year. Investments in H1 were higher due to EURO 2012 and marketing activities ahead of the advertising restrictions in Russia as of 23 July.

Apart from phasing of marketing investments, operating profit was negatively impacted by higher input costs, destocking in Q1, higher logistics costs and the suspension of production in Uzbekistan.

ASIA

DKK million	2011	Change Organic	Change Acq., net	Change FX	2012	Change Reported
Q3						
Beer (million hl)	6.3	7%	8%		7.2	15%
Other beverages	0.5	17%	13%		0.7	30%
Net revenue	1,805	17%	9%	6%	2,389	32%
Operating profit	389	11%	11%	7%	502	29%
Operating margin (%)	21.5				21.0	-50bp
9 mths						
Beer (million hl)	16.7	10%	12%		20.4	22%
Other beverages	1.5	18%	20%		2.1	38%
Net revenue	5,103	19%	13%	6%	7,029	38%
Operating profit	1,003	10%	19%	7%	1,366	36%
Operating margin (%)	19.7				19.4	-30bp

Our Asian beer markets continued their strong growth momentum with all markets growing.

Beer volumes increased organically by 10% (Q3: 7%). Including acquisitions, beer volumes grew by 22% to 20.4m hl (Q3: 15%). Our volumes grew particularly strongly in India, Cambodia, Vietnam, Laos, and Nepal.

The positive acquisition impact was a result of the increased ownership in Hue Brewery (Vietnam) and Lao Brewery (Laos) in 2011; in South Asian Breweries (India) in both 2011 and 2012; and the Chongqing Xinghui Investment joint venture in China in 2011. Other beverages grew significantly by 38% (18% organic) due to a strong performance in Laos and Cambodia.

Two important commercial activities in Asia were the activation of EURO 2012 and the rejuvenation of the Tuborg brand. The EURO 2012 was well leveraged across the region and provided important promotional opportunities for the Carlsberg brand. The brand grew more than 7% underpinned by commendable performances in China, India, and Malaysia. The launch of Tuborg in China and the introduction of the new 3G bottle in India were important milestones for the Tuborg brand. The brand grew its volumes by nearly 60% across the Asian region and accounted for more than 10% of the Group's Tuborg volumes.

Our Chinese market share grew slightly driven by the strong performance of our international premium brands as we expanded distribution of both the Carlsberg and Tuborg brands. Our overall Chinese volumes grew organically by 5% (8% including acquisitions).

Our businesses in Indochina continued their very strong growth trend. Organic beer volume growth in Indochina was more than 20% with all countries - Vietnam, Cambodia and Laos - delivering strong growth, mainly as a result of strong performances by the local power brands, Angkor and Beer Lao.

In India, our volumes grew organically by approximately 45%. The growth was driven by the Tuborg and Carlsberg brands, with the rejuvenated Tuborg brand being a particular driver. We now have a 7% market share in India. In early October, the Carlsberg Group expanded its position in India through the acquisition of a brewery in Dharuhera (Haryana). It is the Group's sixth brewery in India, adding to our 5 breweries in Paonta Sahib, Alwar, Aurangabad, Kolkata and Hyderabad.

The Asian region continued to deliver very strong financial performance. Organic net revenue grew by 19% (Q3: 17%) and reported net revenue (including currency and acquisitions) grew by 38% (Q3: 32%). Operating profit grew organically by 10% (Q3: 11%) and with reported growth of 36% to DKK 1,366m.

CENTRAL COSTS (NOT ALLOCATED)

Central costs are incurred for ongoing support of the Group's overall operations and strategic development and driving efficiency programmes. In particular, they include the costs of running the headquarters and central marketing (including sponsorships).

Central costs were DKK 855m (DKK 728m in 2011). The increase was primarily due to costs in relation to the redesign of the Business Standardisation Programme in connection with the integrated supply chain in Western Europe as well as cost related to establishment of the new supply chain organisation.

OTHER ACTIVITIES

In addition to beverage activities, Carlsberg has interests in the sale of real estate, primarily at its former brewery sites, and the operation of the Carlsberg Research Center. These activities generated an operating loss of DKK 81m (loss of DKK 28m in 2011).

COMMENTS ON THE FINANCIAL STATEMENTS

ACCOUNTING POLICIES

The present interim report has been prepared in accordance with IAS 34 Interim Financial Reporting, as adopted by the EU, and Danish regulations governing presentation of interim reports by listed companies.

The interim report has been prepared using the same accounting policies as the consolidated financial statements for 2011. The consolidated financial statements for 2011, note 41, holds a complete description of the accounting policies.

The effect of purchase price allocation of the fair value of identified assets, liabilities and contingent liabilities in business combinations have changed the comparative figures in accordance with IFRS 3 requirements.

INCOME STATEMENT

Net special items (pre-tax) amounted to DKK 1,391m against DKK 806m in 2011. The main items impacting special items were the sale of the Copenhagen brewery site in Q2 (DKK 1.7bn) and the dismantling of the Vena brewery in Russia (DKK -200m), also in Q2. Generally, special items include costs in connection with the restructuring measures implemented across the Group.

Net financial items were to DKK -1,320m against DKK -1,528m in 2011. Net interest costs were DKK 1,184m, compared with DKK 1,312m in 2011, reflecting lower average funding costs. Other net financial items decreased to DKK -136m from DKK -216m last year primarily due to currency and fair value adjustments.

Tax totalled DKK -1,776m against DKK -1,566m in 2011. The reported tax rate was 23%.

Carlsberg's share of net profit was DKK 5,415m. Adjusted net profit (adjusted for post-tax impact of special items) was DKK 4,288m compared with DKK 4,408m in 2011.

STATEMENT OF FINANCIAL POSITION

At 30 September 2012, Carlsberg had total assets of DKK 155.7bn (DKK 147.7bn at 31 December 2011).

Assets

Intangible assets totalled DKK 91.6bn against DKK 89.0bn at 31 December 2011. The increase was due to currency impact, mainly from Eastern Europe. Property, plant and equipment were DKK 32.6bn (DKK 31.8bn at 31 December 2011). Financial assets amounted to DKK 8.5bn (DKK 8.0bn at 31 December 2011), impacted by an addition to investments in associates (Carlsberg Properties) and the establishment of the Chongqing Xinghui Investment Co. Ltd joint venture.

Current assets totalled DKK 23.0bn against DKK 18.2bn at 31 December 2011 due to increase in other receivables and cash as well as the increase of inventories and trade receivables following the normal seasonality.

Liabilities

Total equity was DKK 74.8bn, of which DKK 71.4bn can be attributed to shareholders in Carlsberg A/S and DKK 3.4bn to non-controlling interests. Equity attributed to non-controlling interests went down from DKK 5.8bn at 31 December 2011 due to the buy-out of minorities in Baltika Breweries.

The increase in equity compared with 31 December 2011 was DKK 3.2bn, and was mainly due to profit for the period of DKK 5.9bn, currency adjustments of DKK 2.7bn, payment of dividends to shareholders of DKK -1.1bn and acquisition of non-controlling entities of DKK -4.3bn.

Total liabilities were DKK 80.8bn (DKK 76.1bn at 31 December 2011). Non-current liabilities were DKK 49.9bn (DKK 49.5 at 31 December 2011), while current liabilities excluding the current portion of borrowings were DKK 26.0bn (DKK 23.8bn at 31 December 2011) following the normal pattern of seasonality and the liability to complete the compulsory purchase of the remaining outstanding shares in Baltika Breweries.

CASH FLOW

Operating profit before depreciation and amortisation was DKK 10,612m (DKK 10,776m in 2011).

The change in trade working capital was DKK 291m (DKK -1,598m in 2011). Trade working capital to net revenue was 1.3% at the end of Q3 2012 (MAT) vs 1.9% end of 2011.

Paid net interest etc. amounted to DKK -1,623m (DKK -1,612m in 2011).

Cash flow from operating activities was DKK 6,713m against DKK 5,495m in 2011. The increase was driven by improved trade working capital.

Cash flow from investing activities was DKK -1,567m against DKK -2,910m in 2011. Cash flow from investing activities was positively impacted by DKK 1.9bn related to the proceeds from the sale of the Copenhagen brewery site. Total operational investments of DKK -3.3bn were slightly above last year (DKK -3.1bn in 2011) and included sales investments and capacity expansions in Asia. Total financial investments of DKK -203m (DKK 212m in 2011) were mainly related to acquisition of associates, including the establishment of the Chongqing Xinghui Investment Co. Ltd joint venture, and change in financial receivables.

Free cash flow was DKK 5,146m against DKK 2,585m for 2011.

FINANCING

At 30 September 2012, the gross interest-bearing debt amounted to DKK 39.5bn and net interest-bearing debt amounted to DKK 31.8bn. The difference of DKK 7.7bn was other interest-bearing assets, including DKK 5.9bn in cash and cash equivalents. Net interest bearing debt was impacted by DKK 3.3bn from acquisition of non-controlling interests mainly related to the increased shareholding in Baltika Breweries.

Of the gross interest-bearing debt, 88% (DKK 34.6bn) was long term, i.e. with maturity more than one year from 30 September 2012. The net interest-bearing debt consisted primarily of facilities in EUR and approximately 65% was fixed interest (fixed-interest period exceeding one year).

In July, the Group successfully placed a 7 year EUR 500m bond with a coupon of 2.625%.

FINANCIAL CALENDAR FOR THE FINANCIAL YEAR 2013

The financial year follows the calendar year, and the following schedule has been set for 2013:

18 February 2013	Financial statement as at 31 December 2012
26 February 2013	Annual report for 2012
21 March 2013	Annual General Meeting
7 May 2013	Interim results for Q1 2013
19 August 2013	Interim results for Q2 2013
11 November 2013	Interim results for Q3 2013

Carlsberg's communication with investors, analysts and the press is subject to special restrictions during a four-week period prior to the publication of interim and annual financial statements.

DISCLAIMER

This company announcement contains forward-looking statements, including statements about the Group's sales, revenues, earnings, spending, margins, cash flow, inventory, products, actions, plans, strategies, objectives and guidance with respect to the Group's future operating results. Forward-looking statements include, without limitation, any statement that may predict, forecast, indicate or imply future results, performance or achievements, and may contain the words "believe", "anticipate", "expect", "estimate", "intend", "plan", "project", "will be", "will continue", "will result", "could", "may", "might", or any variations of such words or other words with similar meanings. Any such statements are subject to risks and uncertainties that could cause the Group's actual results to differ materially from the results discussed in such forward-looking statements. Prospective information is based on management's then current expectations or forecasts. Such information is subject to the risk that such expectations or forecasts, or the assumptions underlying such expectations or forecasts, may change. The Group assumes no obligation to update any such forward-looking statements to reflect actual results, changes in assumptions or changes in other factors affecting such forward-looking statements.

Some important risk factors that could cause the Group's actual results to differ materially from those expressed in its forward-looking statements include, but are not limited to: economic and political uncertainty (including interest rates and exchange rates), financial and regulatory developments, demand for the Group's products, increasing industry consolidation, competition from other breweries, the availability and pricing of raw materials and packaging materials, cost of energy, production- and distribution-related issues, information technology failures, breach or unexpected termination of contracts, price reductions resulting from market-driven price reductions, market acceptance of new products, changes in consumer preferences, launches of rival products, stipulation of market value in the opening balance sheet of acquired entities, litigation, environmental issues and other unforeseen factors. New risk factors can arise, and it may not be possible for management to predict all such risk factors, nor to assess the impact of all such risk factors on the Group's business or the extent to which any individual risk factor, or combination of factors, may cause results to differ materially from those contained in any forward-looking statement. Accordingly, forward-looking statements should not be relied on as a prediction of actual results.

MANAGEMENT STATEMENT

The Board of Directors and the Executive Board have discussed and approved the interim report of the Carlsberg Group for the period 1 January – 30 September 2012.

The interim report which has not been audited or reviewed by the Company's auditor has been prepared in accordance with IAS 34 Interim Financial Reporting, as adopted by the EU, and additional Danish interim reporting requirements for listed companies.

In our opinion, the interim report gives a true and fair view of the Carlsberg Group's assets, liabilities and financial position at 30 September 2012, and of the results of the Carlsberg Group's operations and cash flow for the period 1 January – 30 September 2012. Further, in our opinion the management's review (p. 1-15) gives a true and fair review of the development in the Group's operations and financial matters, the result of the Carlsberg Group for the period and the financial position as a whole, and describes the significant risks and uncertainties pertaining to the Group.

Copenhagen, 7 November 2012

Executive Board of Carlsberg A/S

Jørgen Buhl Rasmussen President & CEO	Jørn P. Jensen Deputy CEO & CFO

Supervisory Board of Carlsberg A/S

Flemming Besenbacher Chairman	Jess Søderberg Deputy Chairman	Hans Andersen
Richard Burrows	Donna Cordner	Elisabeth Fleuriot
Kees van der Graaf	Thomas Knudsen	Niels Kærgård
Søren-Peter Fuchs Olesen	Bent Ole Petersen	Peter Petersen
Lars Stemmerik	Per Øhrgaard	

FINANCIAL STATEMENT

This statement is available in Danish and English. In the event of any discrepancy between the two versions, the Danish version shall prevail.

INCOME STATEMENT

DKK million	Q3 2012	Q3 2011	9 mths 2012	9 mths 2011	2011
Net revenue	18,810	17,440	51,269	48,708	63,561
Cost of sales	-9,195	-8,476	-25,720	-24,031	-31,788
Gross profit	9,615	8,964	25,549	24,677	31,773
Sales and distribution expenses	-5,043	-4,930	-15,027	-14,050	-18,483
Administrative expenses	-1,041	-819	-3,115	-2,886	-3,903
Other operating income, net	26	4	140	143	249
Share of profit after tax, associates	39	65	94	98	180
Operating profit before special items	3,596	3,284	7,641	7,982	9,816
Special items, net	-6	991	1,391	806	-268
Financial income	441	260	832	574	630
Financial expenses	-883	-604	-2,152	-2,102	-2,648
Profit before tax	3,148	3,931	7,712	7,260	7,530
Corporation tax	-787	-734	-1,776	-1,566	-1,838
Consolidated profit	2,361	3,197	5,936	5,694	5,692
Profit attributable to:					
Non-controlling interests	225	191	521	460	543
Shareholders in Carlsberg A/S	2,136	3,006	5,415	5,234	5,149
Earnings per share	14.0	19.7	35.5	34.3	33.8
Earnings per share, diluted	14.0	19.7	35.5	34.2	33.7

STATEMENT OF COMPREHENSIVE INCOME

DKK million	Q3 2012	Q3 2011	9 mths 2012	9 mths 2011	2011
Profit for the period	2,361	3,197	5,936	5,694	5,692
Other comprehensive income:					
Foreign exchange adjustments of foreign entities:	2,039	-3,717	2,731	-4,660	-1,839
Value adjustments of hedging instruments	-2	-59	-26	53	-12
Retirement benefit obligations	-31	-121	-168	-303	-1,093
Share of other comprehensive income in associates	-	-	-	-	3
Effect of hyperinflation	27	-	57	-	175
Other	-1	-	-1	-44	-26
Corporation tax	-4	42	29	45	314
Other comprehensive income	2,028	-3,855	2,622	-4,909	-2,478
Total comprehensive income	4,389	-658	8,558	785	3,214
Total comprehensive income attributable to:					
Non-controlling interests	230	54	554	242	639
Shareholders in Carlsberg A/S	4,159	-712	8,004	543	2,575

STATEMENT OF FINANCIAL POSITION

DKK million	30 Sept 2012	30 Sept 2011	31 Dec 2011
Assets			
Intangible assets	91,554	86,451	89,041
Property, plant and equipment	32,563	31,406	31,848
Financial assets	8,528	8,342	8,039
Total non-current assets	132,645	126,199	128,928
Inventories and trade receivables	12,640	12,163	12,205
Other receivables etc.	4,408	3,469	2,866
Cash and cash equivalents	5,932	3,136	3,145
Total current assets	22,980	18,768	18,216
Assets held for sale	26	102	570
Total assets	155,651	145,069	147,714
Equity and liabilities			
Equity, shareholders in Carlsberg A/S	71,372	64,495	65,866
Non-controlling interests	3,447	5,356	5,763
Total equity	74,819	69,851	71,629
Borrowings	34,612	32,704	34,364
Deferred tax, retirement benefit obligations etc.	15,314	14,002	15,178
Total non-current liabilities	49,926	46,706	49,542
Borrowings	4,928	4,415	1,875
Trade payables	11,577	10,150	11,021
Deposits on returnable bottles and crates	1,414	1,290	1,291
Other current liabilities	12,968	12,623	11,528
Total current liabilities	30,887	28,478	25,715
Liabilities associated with assets held for sale	19	34	828
Total equity and liabilities	155,651	145,069	147,714

STATEMENT OF CHANGES IN EQUITY (PAGE 1 OF 2)

DKK million	Shareholders in Carlsberg A/S								30 Sept 2012
	Share capital	Currency translation	Hedging reserves	A-f-S invest-ments	Total reserves	Retained earnings	Equity, shareholders in Carlsberg A/S	Non-controlling interests	Total equity
Equity at 1 January 2012	3,051	-7,728	-1,159	147	-8,740	71,555	65,866	5,763	71,629
Profit for the period	-	-	-	-	-	5,415	5,415	521	5,936
Other comprehensive income:									
Foreign exchange adjustments of foreign entities	-	2,690	-	-	2,690	-	2,690	41	2,731
Value adjustments of hedging instruments	-	-209	183	-	-26	-	-26	-	-26
Retirement benefit obligations	-	-	-	-	-	-157	-157	-11	-168
Effect of hyperinflation	-	-	-	-	-	54	54	3	57
Other	-	-	-	-	-	-1	-1	-	-1
Corporation tax	-	62	-44	-	18	11	29	-	29
Other comprehensive income	-	2,543	139	-	2,682	-93	2,589	33	2,622
Total comprehensive income for the period	-	2,543	139	-	2,682	5,322	8,004	554	8,558
Acquisition/disposal of treasury shares	-	-	-	-	-	-16	-16	-	-16
Share-based payment	-	-	-	-	-	34	34	-	34
Dividends paid to shareholders	-	-	-	-	-	-839	-839	-261	-1,100
Acquisition of non-controlling interests	-	-	-	-	-	-1,677	-1,677	-2,609	-4,286
Total changes in equity	-	2,543	139	-	2,682	2,824	5,506	-2,316	3,190
Equity at 30 September 2012	3,051	-5,185	-1,020	147	-6,058	74,379	71,372	3,447	74,819

STATEMENT OF CHANGES IN EQUITY (PAGE 2 OF 2)

DKK million	Shareholders in Carlsberg A/S								30 Sept 2011
	Share capital	Currency translation	Hedging reserves	A-f-S invest-ments	Total reserves	Retained earnings	Equity, shareholders in Carlsberg A/S	Non-controlling interests	Total equity
Equity at 1 January 2011	3,051	-6,049	-1,154	147	-7,056	68,253	64,248	5,381	69,629
Profit for the period	-	-	-	-	-	5,234	5,234	460	5,694
Other comprehensive income:									
Foreign exchange adjustments of foreign entities	-	-4,443	-	-	-4,443	-	-4,443	-217	-4,660
Value adjustments of hedging instruments	-	88	-35	-	53	-	53	-	53
Retirement benefit obligations	-	-	-	-	-	-303	-303	-	-303
Other	-	-	-	-	-	-43	-43	-1	-44
Corporation tax	-	-6	12	-	6	39	45	-	45
Other comprehensive income	-	-4,361	-23	-	-4,384	-307	-4,691	-218	-4,909
Total comprehensive income for the period	-	-4,361	-23	-	-4,384	4,927	543	242	785
Acquisition/disposal of treasury shares	-	-	-	-	-	-51	-51	-	-51
Share buy-back	-	-	-	-	-	-	-	-370	-370
Share-based payment	-	-	-	-	-	-10	-10	-	-10
Dividends paid to shareholders	-	-	-	-	-	-763	-763	-110	-873
Acquisition of non-controlling interests and entities	-	-	-	-	-	528	528	213	741
Total changes in equity	-	-4,361	-23	-	-4,384	4,631	247	-25	222
Equity at 30 September 2011	3,051	-10,410	-1,177	147	-11,440	72,884	64,495	5,356	69,851

STATEMENT OF CASH FLOWS

DKK million	Q3 2012	Q3 2011	9 mths 2012	9 mths 2011	2011
Operating profit before special items	3,596	3,284	7,641	7,982	9,816
Adjustment for depreciation, amortisation and impairment losses	1,016	939	2,971	2,794	3,784
Operating profit before depreciation, amortisation and impairment losses[1]	4,612	4,223	10,612	10,776	13,600
Adjustment for other non-cash items	165	-8	267	201	315
Change in trade w orking capital	496	5	291	-1,598	-571
Change in other w orking capital	-1,035	-1,082	-855	-759	-421
Restructuring costs paid	-93	-79	-198	-224	-448
Interest etc. received	88	37	116	50	218
Interest etc. paid	-151	-100	-1,739	-1,662	-2,288
Corporation tax paid	-652	-445	-1,781	-1,289	-1,592
Cash flow from operating activities	3,430	2,551	6,713	5,495	8,813
Acquisition of property, plant and equipment and intangible assets	-1,098	-869	-3,377	-2,858	-4,329
Disposal of property, plant and equipment and intangible assets	88	53	414	124	276
Change in trade loans	-83	-115	-299	-406	-518
Total operational investments	-1,093	-931	-3,262	-3,140	-4,571
Free operating cash flow	2,337	1,620	3,451	2,355	4,242
Aquisition and disposal of entities, net	-	-5	-	108	-260
Acquisition of associated companies	-	-18	-219	-35	-75
Disposal of associated companies	-	135	-	135	15
Acquisition of financial assets	-1	-4	-40	-19	-9
Disposal of financial assets	18	5	19	7	7
Change in financial receivables	144	-39	-53	-15	-47
Dividends received	28	5	90	31	58
Total financial investments	189	79	-203	212	-311
Other investments in property, plant and equipment	-	-8	-1	-17	-36
Disposal of other property, plant and equipment	3	19	1,899	35	35
Total other activities[2]	3	11	1,898	18	-1
Cash flow from investing activities	-901	-841	-1,567	-2,910	-4,883
Free cash flow	**2,529**	**1,710**	**5,146**	**2,585**	**3,930**
Shareholders in Carlsberg A/S	-16	-17	-855	-817	-812
Non-controlling interests	-2,860	-693	-3,592	-1,550	-1,876
External financing	718	-374	444	-796	-1,003
Cash flow from financing activities	-2,158	-1,084	-4,003	-3,163	-3,691
Net cash flow	371	626	1,143	-578	239
Cash and cash equivalents at beginning of period	3,482	1,281	2,835	2,601	2,601
Currency translation adjustments	111	-6	-14	-122	-5
Cash and cash equivalents at period-end[3]	3,964	1,901	3,964	1,901	2,835

[1] Impairment losses excluding those reported in special items.

[2] Other activities cover real estate and assets under construction, separate from beverage activities, including costs of construction contracts.

[3] Cash and cash equivalent less bank overdrafts.

NOTE 1

Segment reporting by region (beverages)

DKK million	Q3 2012	Q3 2011	9 mths 2012	9 mths 2011	2011
Beer sales (pro rata, million hl)					
Western Europe	13.9	13.9	38.6	38.2	49.7
Eastern Europe	13.0	13.3	34.3	36.9	47.7
Asia	7.2	6.3	20.4	16.7	21.3
Total	34.1	33.5	93.3	91.8	118.7
Net revenue (DKK million)					
Western Europe	10,361	10,029	28,552	28,164	36,879
Eastern Europe	6,029	5,578	15,594	15,335	19,719
Asia	2,389	1,805	7,029	5,103	6,838
Not allocated	31	28	94	106	125
Beverages, total	18,810	17,440	51,269	48,708	63,561
Operating profit before depreciation, amortisation and special items (EBITDA - DKK million)					
Western Europe	2,267	2,252	5,440	5,661	7,307
Eastern Europe	2,011	1,679	4,333	4,565	5,753
Asia	634	481	1,736	1,250	1,643
Not allocated	-275	-164	-824	-686	-1,060
Beverages, total	4,637	4,248	10,685	10,790	13,643
Operating profit before special items (EBIT - DKK million)					
Western Europe	1,807	1,789	4,083	4,253	5,419
Eastern Europe	1,600	1,315	3,128	3,482	4,286
Asia	502	389	1,366	1,003	1,286
Not allocated	-286	-180	-856	-728	-1,114
Beverages, total	3,623	3,313	7,721	8,010	9,877
Operating profit margin (%)					
Western Europe	17.4	17.8	14.3	15.1	14.7
Eastern Europe	26.5	23.6	20.1	22.7	21.7
Asia	21.0	21.5	19.4	19.7	18.8
Not allocated	…	…	…	…	…
Beverages, total	19.3	19.0	15.1	16.4	15.5

NOTE 2

Segment reporting by activity

DKK million	Q3 2012 Bever-ages	Q3 2012 Other activities	Q3 2012 Total	Q3 2011 Bever-ages	Q3 2011 Other activities	Q3 2011 Total
Net revenue	18,810	-	18,810	17,440	-	17,440
Operating profit before special items	3,623	-27	3,596	3,313	-29	3,284
Special items, net	-164	158	-6	991	-	991
Financial items, net	-438	-4	-442	-332	-12	-344
Profit before tax	3,021	127	3,148	3,972	-41	3,931
Corporation tax	-759	-28	-787	-744	10	-734
Consolidated profit	2,262	99	2,361	3,228	-31	3,197
Attributable to:						
Non-controlling interests	225	-	225	191	-	191
Shareholders in Carlsberg A/S	2,037	99	2,136	3,037	-31	3,006

DKK million	9 mths 2012 Bever-ages	9 mths 2012 Other activities	9 mths 2012 Total	9 mths 2011 Bever-ages	9 mths 2011 Other activities	9 mths 2011 Total
Net revenue	51,269	-	51,269	48,708	-	48,708
Operating profit before special items	7,721	-80	7,641	8,010	-28	7,982
Special items, net	-505	1,896	1,391	806	-	806
Financial items, net	-1,285	-35	-1,320	-1,497	-31	-1,528
Profit before tax	5,931	1,781	7,712	7,319	-59	7,260
Corporation tax	-1,470	-306	-1,776	-1,581	15	-1,566
Consolidated profit	4,461	1,475	5,936	5,738	-44	5,694
Attributable to:						
Non-controlling interests	521	-	521	460	-	460
Shareholders in Carlsberg A/S	3,940	1,475	5,415	5,278	-44	5,234

In 2012, special items were affected by an intra-Group transaction between a company within the beverage activity and a company within other activities.

NOTE 3

Segment reporting by quarter

DKK million	Q4 2010	Q1 2011	Q2 2011	Q3 2011	Q4 2011	Q1 2012	Q2 2012	Q3 2012
Net revenue								
Western Europe	8,450	7,311	10,824	10,029	8,715	7,524	10,667	10,361
Eastern Europe	3,491	3,569	6,188	5,578	4,384	3,050	6,515	6,029
Asia	1,423	1,610	1,688	1,805	1,735	2,261	2,379	2,389
Not allocated	35	38	40	28	19	39	24	31
Beverages, total	13,399	12,528	18,740	17,440	14,853	12,874	19,585	18,810
Other activities	-	-	-	-	-	-	-	-
Total	13,399	12,528	18,740	17,440	14,853	12,874	19,585	18,810
Operating profit before special items								
Western Europe	839	433	2,031	1,789	1,166	477	1,799	1,807
Eastern Europe	482	490	1,677	1,315	804	19	1,509	1,600
Asia	221	300	314	389	283	433	431	502
Not allocated	-473	-246	-302	-180	-386	-332	-238	-286
Beverages, total	1,069	977	3,720	3,313	1,867	597	3,501	3,623
Other activities	58	26	-25	-29	-33	-23	-30	-27
Total	1,127	1,003	3,695	3,284	1,834	574	3,471	3,596
Special items, net	-141	-81	-104	991	-1,074	-48	1,445	-6
Financial items, net	-613	-569	-615	-344	-490	-467	-411	-442
Profit before tax	373	353	2,976	3,931	270	59	4,505	3,148
Corporation tax	30	-92	-740	-734	-272	-15	-974	-787
Consolidated profit	403	261	2,236	3,197	-2	44	3,531	2,361
Attributable to:								
Non-controlling interests	87	88	181	191	83	120	176	225
Shareholders in Carlsberg A/S	316	173	2,055	3,006	-85	-76	3,355	2,136

NOTE 4

Special items

DKK million	9 mths 2012	9 mths 2011	2011
Special items, income:			
Gain in relation to sale of Dresden Brewery	-	11	-
Gain on disposal of entities and adjustments to gain in prior year	6	7	64
Gain on sale of Valby real estate	1,719	-	-
Revaluation gain on step acquisition of entities	-	997	1,300
Adjustment to recognised opening balance on acquisition of entities	57	-	-
Other restructuring income etc., other entities	-	-	40
Income total	1,782	1,015	1,404
Special items, cost:			
Impairment of trademarks	-	-	-450
Impairment of Carlsberg Uzbekistan	-	-	-300
Impairment of Nordic Getränke GmbH, Deutschland	-	-	-260
Impairment of Business Standardisation Programme	-	-	-250
Restructuring of Carlsberg Sverige (2011: Impairment of non-current assets in connection with production structure)	-55	-39	-
Impairment of Vena brewery, Baltika Breweries, Russia	-200	-	-
Impairment of non-current assets in connection with Production structure, Carlsberg Denmark	-	-19	-
Restructuring and impairment of Arendal Brewery, Ringnes Norway	-	-19	-
Impairments of other non-current assets	-	-	-31
Termination benefits and impairment of non-current assets in connection with restructuring at Carlsberg Deutschland	-9	-	-94
Impairment and restructuring in relation to optimisation of packaging standardisation in Northern Europe	-4	-	-83
Restructuring of Carlsberg Uzbekistan	-67	-	-
Termination benefits in connection with restructuring in central headquarter functions	-	-	-76
Restructuring of Leeds Brewery, Carlsberg UK	-1	-20	-57
Termination benefits in connection with restructuring of sales force, logistics and administration, Carlsberg UK	-	-	-16
Termination benefits and impairment of non-current assets in connection with new administration structure at Brasseries Kronenbourg, France	-16	-	-32
Termination benefits etc., Carlsberg Italia	-16	-	-10
Termination benefits etc. in connection with Operational Excellence Programmes	-20	-21	-57
Loss on sale of Sorex, France	-	-86	-86
Provision for onerous malt contracts, including reversal of unused provision from previous year	-	-	150
Cost in relation to acquisition of Hue Brewery Ltd., Vietnam	-	-	-14
Other restructuring costs etc., other entities	-3	-5	-6
Cost total	-391	-209	-1,672
Special items, net	1,391	806	-268

NOTE 5 (PAGE 1 OF 2)

Debt and credit facilities

DKK million	30 Sep 2012
Non-current borrow ings:	
Issued bonds	21,596
Bank borrow ings	11,120
Mortgages	1,457
Lease liabilities	36
Other non-current borrow ings	403
Total	34,612
Current borrow ings:	
Current portion of other non-current borrow ings	2,150
Bank borrow ings	2,619
Lease liabilities	3
Other current borrow ings	156
Total	4,928
Total non-current and current borrow ings	39,540
Cash and cash equivalents	-5,932
Net financial debt	33,608
Other interest bearing assets net	-1,818
Net interest bearing debt	31,790

All borrow ings are measured at amortised cost. How ever, EMTN £300m bond w ith fixed-rate sw apped to floating rate, is measured at fair value. The carrying amount of this bond is DKK 3,071m.

NOTE 5 (PAGE 2 OF 2)

Debt and credit facilities

DKK million Time to maturity for non-current borrowings	1-2 years	2-3 years	3-4 years	4-5 years	> 5 years	30 Sep. 2012 Total
Issued bonds	7,435	-	-	3,071	11,090	21,596
Bank borrowings	453	155	10,512	-	-	11,120
Mortgages	-	-	-	-	1,457	1,457
Other non-current borrowings and leases	203	175	9	7	45	439
Total	8,091	330	10,521	3,078	12,592	34,612

DKK million Interest risk at 30 Sep. 2012	Net financial debt	Interest* Floating	Fixed	Floating %	Fixed %
EUR	32,864	11,211	21,653	34%	66%
DKK	-3,137	-3,364	227	107%	-7%
Other currencies	3,881	3,815	66	98%	2%
Total	33,608	11,662	21,946	35%	65%

* After interest rate, net investment hedges and currency swaps.

DKK million Commited credit facilities*	30 Sep. 2012
Less than 1 year	5,283
1 to 2 years	8,091
2 to 3 years	330
3 to 4 years	13,075
4 to 5 years	9,042
More than 5 years	12,593
Total	48,414
Short term	5,283
Long term	43,131

* Defined as short term borrowings and long term committed credit facilities

NOTE 6

Net interest-bearing debt

DKK million	Q3 2012	Q3 2011	9 mths 2012	9 mths 2011	2011
Net interest-bearing debt is calculated as follows:					
Non-current borrowings			34,612	32,704	34,364
Current borrowings			4,928	4,415	1,875
Liabilities associated with assets held for sale			-	-	747
Gross interest-bearing debt			39,540	37,119	36,986
Cash and cash equivalents			-5,932	-3,136	-3,145
Loans to associates			-152	-68	-97
Loans to partners			-236	-225	-230
On-trade loans			-2,019	-2,020	-2,066
less non-interest-bearing portion			999	1,043	1,030
Other receivables			-2,160	-2,031	-1,318
less non-interest-bearing portion			1,750	1,998	1,300
Net interest-bearing debt			31,790	32,680	32,460
Changes in net interest-bearing debt:					
Net interest-bearing debt at beginning of period	31,154	32,828	32,460	32,743	32,743
Cash flow from operating activities	-3,430	-2,551	-6,713	-5,495	-8,813
Cash flow from investing activities, excl acquisition of entities	901	836	1,567	3,018	4,623
Cash flow from acquisition of entities,net	-	5	-	-108	260
Share buy-back	-	370	-	370	417
Dividend to shareholders and non-controlling interest	-	12	1,100	884	884
Acquisition of non-controlling interests	2,860	799	3,331	1,060	1,338
Acquisition/disposal of treasury shares	16	14	16	51	49
Acquired net interest-bearing debt from acquisition/ disposal of entities and partial disposal of investments with loss of control	-11	11	-147	56	44
Change in interest-bearing lending	148	-16	125	-219	18
Settlement of financial instruments in relation to loan	-	-	-	-	805
Effects of currency translation	147	314	433	148	289
Other	5	58	-382	172	-197
Total change	636	-148	-670	-63	-283
Net interest-bearing end of period	31,790	32,680	31,790	32,680	32,460

NOTE 7

Acquisition of entities

No step acquisitions have been completed in 2012. In 2011, Carlsberg gained control of Lao Brewery Co. Ltd. in Laos and Hue Brewery Ltd. in Vietnam, which were previously proportionally consolidated.

DKK million Acquired entity	Previous method of consolidation	Previoulsy held ownership interest	Acquired ownership interest	Total Carlsberg interest	Acquisition date	Main activity	Cost
Lao Brewery Co. Ltd.	Proportionally	50.00%	1.00%	51.00%	30-08-2011	Brewery	33
Hue Brewery Ltd.	Proportionally	50.00%	50.00%	100.00%	23-11-2011	Brewery	485

DKK million	Lao Brewery Co. Ltd.	Hue Brewery Ltd.	Total
Fair value of consideration transferred for acquired ownership interest	33	485	518
Fair value of previously held ownership interest	1,665	451	2,116
Fair value of non-controlling ownership interest	1,632	-	1,632
Fair value of entities acquired in step acquisition, total	**3,330**	**936**	**4,266**
Carrying amount of identified assets and liabilities recognised before step acquisition	368	74	442
Revaluation of identified assets and liablities recognised before step acquisition	68	81	149
Fair value of acquired identified assets, liabilities and contingent liabilities	436	155	591
Fair value of identified assets, liabilities and contingent liabilities	**872**	**310**	**1,182**
Total goodwill	**2,458**	**626**	**3,084**
Goodwill recognised before step acquisition	344	28	372
Change in total recognised goodwill	**2,114**	**598**	**2,712**
Goodwill is attributable to:			
Shareholders in Carlsberg A/S	1,253	626	1,879
Non-controlling interest	1,205	-	1,205
Total goodwill	**2,458**	**626**	**3,084**
Gain on revaluation of previously held ownership interest in entities acquired in step acquisitions:			
Carrying amount of previously held ownership interest	-712	-102	-814
Fair value of previously held ownership interest	1,665	451	2,116
Recycling of cumulative exchange differences	44	-46	-2
Total	**997**	**303**	**1,300**
Elements of cash consideration paid:			
Cash	-	485	485
Cash and cash equivalents, acquired	-125	-66	-191
Total cash consideration paid	**-125**	**419**	**294**
Capital injection in kind	33	-	33
Total consideration transferred	**-92**	**419**	**327**

Acquired cash only comprises the additional consolidated share in the step acquisition due to the change from proportional consolidation to full consolidation equal to the difference between the previous ownership interest and 100% for previously proportionally consolidated entities.

Recognised assets and liabilities

DKK million	Acquired share of net assets recognised at fair value: Lao Brewery Co. Ltd.	Hue Brewery Ltd.	Total	Recognition of previously recognised net assets at fair value	Total change in net assets from acquisition
Intangible assets	130	108	238	237	475
Property, plant and equipment	251	91	342	-42	300
Inventories	24	14	38	-3	35
Loans and receivables, current	20	3	23	-	23
Cash and cash equivalents	125	66	191	-	191
Pension liabilities	-13	-	-13	-	-13
Deferred tax assets and liabilities, net	-31	-29	-60	-43	-103
Borrowings	-18	-17	-35	-	-35
Trade payables and other payables	-52	-81	-133	-	-133
Net assets	**436**	**155**	**591**	**149**	**740**

Acquisition of entities

2012. No entities have been acquired.

2011. In Q3 Carlsberg acquired an additional 1% of the shareholding in the joint venture Lao Brewery Co. Ltd. in a disproportionate capital increase where Carlsberg contributed assets in kind, thus gaining control of the entity in a step acquisition. The fair value of the consideration injected amounted to DKK 33m. The shareholdings held immediately before obtaining control was recognised at fair value with the revaluation adjustment, DKK 997m, recognised in special items. The purchase price allocation of the fair value of identified assets, liabilities and contingent liabilities is still ongoing and has been completed.

This step acquisition was a natural step for Carlsberg and in line with the strategy of obtaining full control of key operating activities. The calculation of goodwill represents staff competences as well as expectations of positive growth. Goodwill related to the non-controlling interests' share of Lao Brewery Co. Ltd. was recognised as part of goodwill.

The fair value of the non-controlling ownership interest was estimated based on the net present value of expected future cash flows from the entity, the cost of newly acquired shareholdings in the entity, excluding control premium, and other fair value models as applicable for the transaction. The key assumptions applied for the Lao Brewery Co. Ltd. transaction were an after-tax WACC of 11.4% and a terminal growth rate of 2.5%.

In Q4 Carlsberg acquired additional 50% of the shareholding in the joint venture Hue Brewery Ltd. and thereby gained control through a step acquisition. The shareholdings held immediately before obtaining control was recognised at fair value with the revaluation adjustment, DKK 303m, recognised in special items. The purchase price allocation of the fair value of identified assets, liabilities and contingent liabilities is still ongoing and has not yet been completed. Adjustments may therefore be made to all items in the opening statement of financial statement. Accounting for the acquisition will be completed within the 12-month period required by IFRS 3.

This step acquisition was a natural step for Carlsberg and in line with the strategy of obtaining full control of key operating activities. The calculation of goodwill represents staff competences as well as expectations of positive growth.

Acquisition of proportionally consolidated entities

2012. In Q2 Carlsberg acquired 6% of the shares in the jointly controlled entity South Asian Breweries Pte. Ltd. which is recognised by proportionate consolidation. The purchase price allocation of the fair value of identified assets, liabilities and contingent liabilities in the acquisition has not yet been completed. The fair value of identified assets, liabilities and contingent liabilities less the cost of the acquisition, DKK 23m, is recognised as goodwill. Accounting for the acquisition will be completed within the 12-month period required by IFRS 3.

2011. In Q2 Carlsberg acquired 22.5% of the shares in the jointly controlled entity South Asian Breweries Pte. Ltd. which is recognised by proportionate consolidation. The purchase price allocation of the fair value of identified assets, liabilities and contingent liabilities in the acquisition has been completed. The fair value of identified assets, liabilities and contingent liabilities less the cost of the acquisition, DKK 74m, was recognised as goodwill. Accounting for the acquisition will be completed within the 12-month period required by IFRS 3.

In Q4 Carlsberg acquired an additional 4% of the shares in South Asian Breweries Pte. Ltd. The purchase price allocation of the fair value of identified assets, liabilities and contingent liabilities in the acquisition has not been completed. The fair value of identified assets, liabilities and contingent liabilities less the cost of the acquisition, DKK 27m, was recognised as goodwill.