POLAND'S FOOD PRODUCTION AND PROCESSING

INDUSTRY

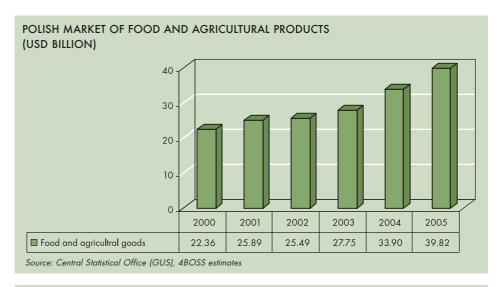






FOOD MARKET IN POLAND

The Polish market of food and agricultural products is worth approximately USD 40 billion, with 85% of goods being supplied by domestic producers.



PROFILE OF THE POLISH FOOD AND AGRICULTURAL MARKET (USD BILLION)

	2000	2001	2002	2003	2004	2005
Domestic supply	19.17	21.48	21.91	23.73	28.55	33.12
Imports	3.18	3.41	3.58	4.01	5.43	6.70
Total	22.36	24.89	25.49	27.75	33.95	39.82

Source: GUS, Foreign Trade Data Centre (CIHZ), Ministry of Finance

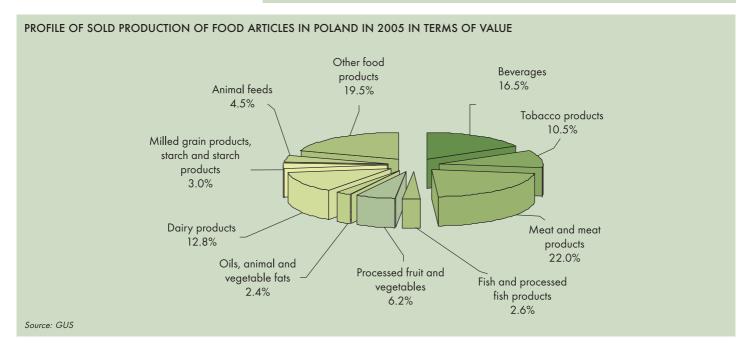
- In 2005 the share of the food industry (the tobacco sector included) in the sold production of the entire Polish processing industry was 22%.
- Imports increased in 2005 by 23% in comparison with the previous year, while domestic supply increased by 16%.
- In general, the value of the Polish food and agricultural market rose by 17% in comparison with 2004.

SOLD PRODUCTION OF FOOD ARTICLES, BEVERAGES AND TOBACCO PRODUCTS (USD BILLION)

	2000	2001	2002	2003	2004	2005
Foods and beverages	19.69	22.03	22.49	25.28	30.58	35.6
Tobacco products	2.13	2.48	2.71	2.97	3.33	4.18
Total	21.82	24.51	25.20	28.25	33.98	39.82

*Data for enterprises employing more than 9 workers each

Source: GUS



PRODUCTION OF SELECTED PRODUCTS OF THE POLISH FOOD INDUSTRY

Products	Unit of measure	2001	2002	2003	2004	2005
Pork	Thousand tonnes	701.2	835.4	1,032.8	1,017.2	1,203.1
Poultry	Thousand tonnes	714.8	822.9	964.7	1,035.2	1,237.2
Cured meat products	Thousand tonnes	799.1	817.2	801.5	855.8	<i>7</i> 49.1
Cured poultry meat products	Thousand tonnes	76.9	95.8	85.5	109.2	126.2
Frozen sea fish	Thousand tonnes	80.9	73.9	54.1	66.1	77.8
Canned fish	Thousand tonnes	52.3	48.9	47.9	51.0	42.6
Frozen vegetables	Thousand tonnes	309.7	299.0	371.1	395.4	445.3
Vegetable preserves	Thousand tonnes	108.9	112.4	118.7	143.8	147.8
Fruit and vegetable juices	Thousand hectolitres	8,149.2	8,279.0	8,930.5	8,590.6	8,885.6
Edible vegetable fats	Thousand tonnes	680.7	708.6	646.4	645.5	708.5
Processed liquid milk	Thousand hectolitres	18,447.3	18,608.4	19,923.6	20,868.4	22,908.7
Butter	Thousand tonnes	154.3	157.9	167.0	177.2	179.5
Cheeses and cottage cheese	Thousand tonnes	509.9	535.4	548.2	585.5	605.4
Yoghurts	Thousand hectolitres	2,133.9	2,255.2	2,412.2	2,550.5	2,409.4
Potato chips	Thousand tonnes	126.4	151.1	121.0	212.9	143.2
Wheat flour	Thousand tonnes	2,117.4	2,253.8	2,417.8	2,285.2	2,487.9
Feeds used in animal breeding	Thousand tonnes	4,597.8	4,740.8	5,596.3	5,464.0	5,278.2
Fresh bakery products	Thousand tonnes	1,653.3	1,547.0	1,556.4	1,532.0	1,750.4
Sugar (white sugar)	Thousand tonnes	1,543.3	2,029.6	1,906.3	1,999.4	2,080.3
Pasta	Thousand tonnes	106.5	124.1	123.2	134.9	142.1
Soups and bouillons, and products made of them	Thousand tonnes	46.0	42.6	41.7	43.4	49.5
Spirits (100%)	Thousand hectolitres	574.0	607.5	795.6	868.6	790.2
Beer	Thousand hectolitres	25,162.9	26,874.9	28,621.7	31,850.6	31,400
Mineral water and carbonated water	Thousand hectolitres	13,924.8	17,245.1	19,671.4	18,393.8	22,700
Non-alcoholic beverages	Thousand hectolitres	18,169.7	18,930.3	23,968.5	25,383.7	24,826.1
Tobacco products	Thousand tonnes	72.2	73.1	90.5	80.1	96.2

Source: GUS

• The Polish food industry is made up of 30,672 entities. Additionally, there are 28 entities operating in the tobacco sector. As many as 21,737 food processing enterprises belong to the group of the smallest firms that employ fewer than 9 workers each.

NUMBER OF ENTERPRISES OPERATING IN THE POLISH FOOD INDUSTRY AND TOBACCO SECTOR (AS OF 4TH QUARTER OF 2005*)

Total number		Number of employed persons				
Item	of enterprises	< 9	10-49	50-249	> 249	
Food industry	30,672	21,737	<i>7</i> ,103	1,521	311	
Tobacco	28	9	7	5	7	

 $^{^{\}star}$ It is estimated that the actual number of operating enterprises may be lower by as much as 30% since the REGON register of economic entities is not updated by GUS. Thus, the register includes firms that no longer exist and firms that have never started the declared activities.

Source: GUS - REGON register of economic entities

NUMBER OF ENTERPRISES OPERATING IN INDIVIDUAL SEGMENTS OF THE FOOD INDUSTRY IN POLAND (AS OF 4TH QUARTER OF 2005*)

· .	Tatal assubas of automotica	Number of employed persons				
Segment	Total number of enterprises	< 9	10-49	50-249	>249	
Meat and meat products (15.1)	3,774	2,699	809	220	46	
Fish and processed fish products (15.2)	727	501	154	60	12	
Processed fruit and vegetables (15.3)	1,930	1379	375	149	27	
Oils, animal and vegetable fats (15.4)	195	151	29	9	6	
Dairy goods (15.5)	1,111	742	137	175	57	
Milled grain products, starch and starch products (15.6)	1,980	1709	203	60	8	
Animal feeds (15.7)	909	665	197	40	7	
Other food products (15.8)	12,711	8,824	3390	427	70	
Beverages (15.9)	555	327	164	54	10	
Total	23,892	16,997	5,458	1,194	243	

^{*} See note concerning REGON at the previous table Source: GUS - REGON register

Poland's leading meat processing enterprises are:

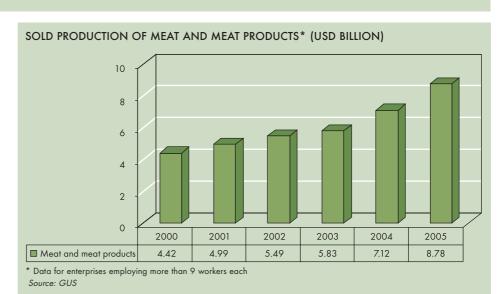
- Grupa Animex (factories: Mazury Ełk, Constar Starachowice, Agryf Szczecin, Morliny),
- Sokołów S.A. (factories in Sokołów Podlaski, Koło, Czyżew, Jarosław and Tarnów),
- Grupa Kapitałowa Duda, in Sosnowiec,
- Polski Koncern Mięsny Duda S.A., in Grąbkowo,
- Z.M. Łmeat Łuków S.A.,
- PMB S.A., in Białystok,
- Prime Food Sp. z o.o., in Przechlewo,
- Z.P.M. MRÓZ Sp. z o.o., in Borek Wielkopolski.

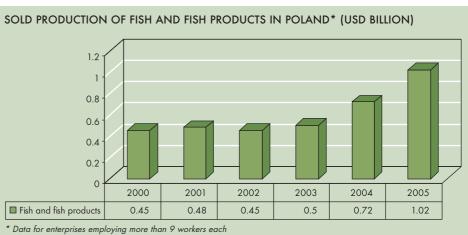
The leading companies of the poultry sector are:

- Grupa Animex (Ekodrob, Suwalskie Zakłady Drobiarskie),
- Drosed S.A., in Siedlce,
- Indykpol S.A., in Olsztyn,
- Drobimex-Heinz, in Szczecin.

The largest fish processing enterprises are:

- Superfish S.A., in Kukinia (owned by the concern Orkla Foods),
- Wilbo S.A.,
- Lisner Sp. z o.o. (owned by the British concern Uniq plc),
- Rieber Foods Polska (owned by the Norwegian company Rieber & Son),
- Spółdzielnia Pracy Rybołówstwa Morskiego "Łosoś",
- Graal S.A.
- Fish has a relatively low share in the total food consumption in Poland.
- Poles consumed on average 11.43 kg of fish per capita in 2005, whereas the average consumption in Europe (depending on the region) is twice as great.





The leading fruit and vegetable processing enterprises are:

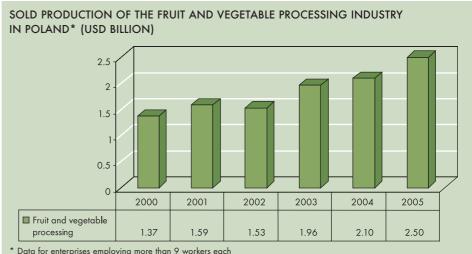
- Hortex Holding S.A. (factories in Góra Kalwaria, Siemiatycze, Środa Wielkopolska, Płońsk and Leżajsk, Skierniewice, Przysucha, Ryki and Lipsk),
- Bonduelle Polska (factory in Gniewków),
- Pudliszki (owned by H.J. Heinz Co.),
- Kotlin,
- Materne,
- Agros Nova,
- Grupa Maspex Wadowice,
- Sonda,
- Alima Gerber,
- Dr Witt, Clippo,
- Hellena.
- The fruit consumption per capita in 2005 was 54.1 kg, a 1.6% decrease from 2004.
- The vegetable consumption per capita in 2005 was 110 kg, a 0.9% decrease from the previous year.

Poland's leading producers of edible oils and fats are:

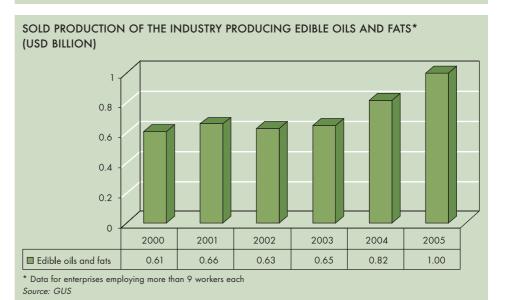
- SZPT Van den Bergh Foods, owned by the concern Unilever (factories in Szopienice and Trzebinia),
- Zakłady Tłuszczowe, in Kruszwica,
- Zakłady Przemysłu Tłuszczowego, in Warsaw,
- Wielkopolskie Zakłady Przemysłu Tłuszczowego, in Szamotuły,
- Olvit, in Gdańsk,
- Bielmar, in Bielsko-Biała.
- Edible animal fat consumption in 2005 per capita was 6.6 kg per capita, butter 4.2 kg.

The dairy sector's leading enterprises are:

- SM Mlekpol, in Grajewo,
- Danone Sp. z o.o., in Warsaw,
- SM Mlekovita, in Wysokie Mazowieckie,
- Hochland Polska Sp. z o.o.,
- OSM Łowicz,
- SM Gostyń,
- Bel Polska Sp. z o.o.,
- OSM Radomsko,
- SM Spomlek, in Radzyń Podlaski,
- MSM Ostrowia, in Ostrowia Mazowiecka
- OSM Koło.
- In 2005, per capita cow's milk consumption was 174 litres, unchanged from 2004. There has been a general decline in milk consumption since the 1990s.



* Data for enterprises employing more than 9 workers each Source: GUS

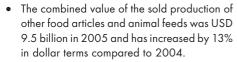


SOLD PRODUCTION OF THE POLISH DAIRY SECTOR* (USD BILLION) 6 5 4 3 2 2000 2002 2003 2004 2005 2001 ■ Dairy products 2.55 2 97 2 89 3.24 4.16 5.09

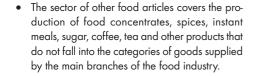
* Data for enterprises employing more than 9 workers each Source: GUS

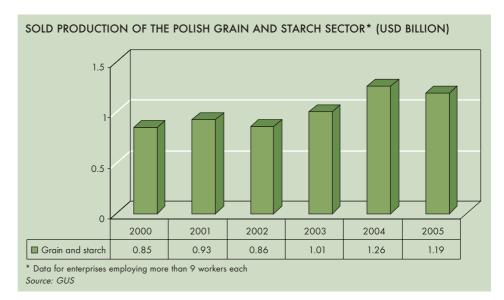
The leaders of the grain processing sector are:

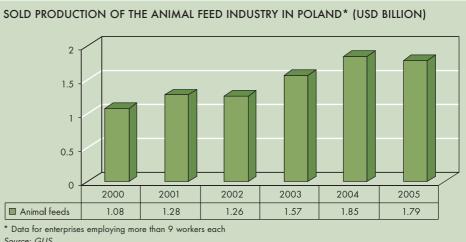
- Polskie Młyny S.A.,
- PZM Stoisław, near Koszalin,
- PZZ Bolesławiec,
- Gdańskie Młyny i Spichlerze,
- Podlaskie Zakłady Zbożowe S.A., in Białystok,
- Lubella, in Lublin,
- PZZ Kraków,
- PZZ Rzeszów,
- Zamojskie Zakłady Zbożowe.
- Per capita consumption of processed products from the four main grains in Poland was 119 kg in 2005, and has remained steady for several years.

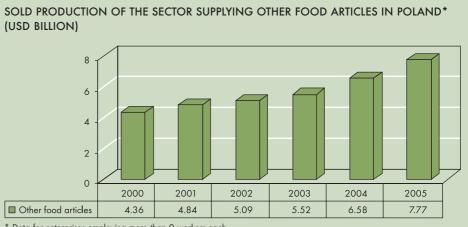


- Poland's major producers of animal feeds are:
 - Provimi-Rolimpex S.A., in Warsaw,
 - Cargill Polska, in Siedlce,
 - Koudijs Pasze Sp. z o.o., in Łęczyca,
 - Wipasz Sp. z o.o., in Olsztyn.









* Data for enterprises employing more than 9 workers each

Source: GUS

The leading producers of mineral water, table water and non-alcoholic beverages:

- Coca Cola,
- PepsiCo,
- Danone,
- Nestle,
- Ноор,
- Hellena.

The leading producers of beer:

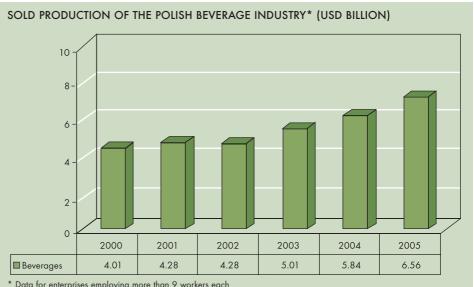
- Grupa Żywiec (owned by Heineken),
- Kompania Piwowarska (owned by SAB),
- Carlsberg Okocim.

The largest producers of vodka:

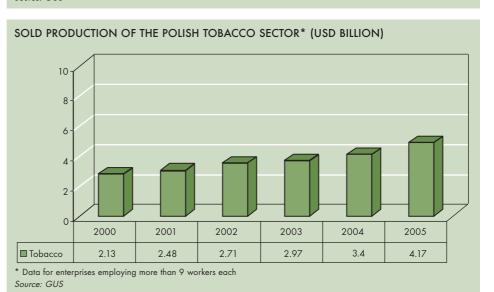
- Polmos Białystok,
- Wyborowa S.A.,
- LWWG Polmos S.A., in Zielona Góra,
- KS Wratislavia Polmos S.A., in Wrocław,
- ŚWWG Polmos S.A., in Bielsko-Biała,
- Sobieski Dystrybucja.
- The consumption of vodka, liqueurs and other alcoholic beverages in Poland in 2005, in terms of 100% pure spirit, was 2.4 litres per capita, a 4.0% decrease from 2004.

Key manufacturers of tobacco products in Poland:

- Philip Morris Polska S.A.,
- Imperial Tobacco Polska S.A.,
- British American Tobacco Polska S.A.,
- Scandinavian Tobacco S.A.,
- Altadis Polska S.A.,
- Per capita consumption of cigarettes in Poland in 2005 was 1959, an increase of 1.7% from 2004,



* Data for enterprises employing more than 9 workers each Source: GUS

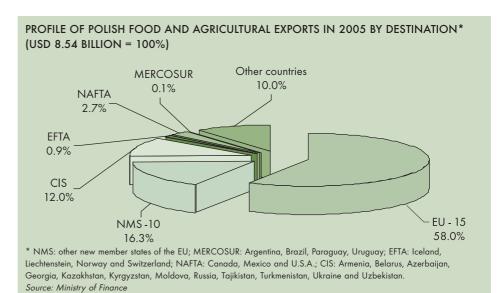


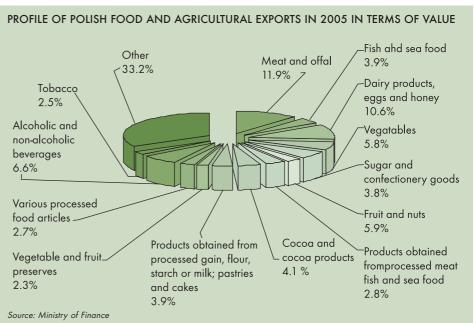
EXPORTS OF POLISH FOOD AND AGRICULTURAL PRODUCTS* (USD BILLION) 10 8 6 4 2 0 -2002 2001 2003 2004 2005 2000 8.54 ■ Exports 1.59 1.53 1.96 6.49 * Data for enterprises employing more than 9 workers each

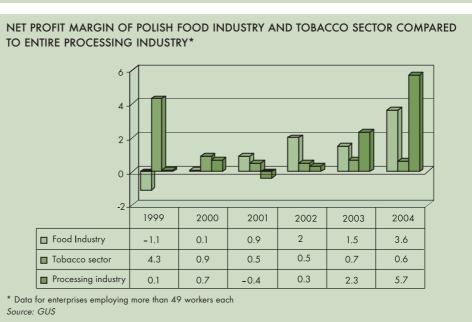
Source: GUS, Ministry of Finance

⁶ POLAND'S FOOD PRODUCTION AND PROCESSING INDUSTRY

- Poland is a major exporter of food and agricultural products. In 2005 such exports exceeded USD 8.54 billion and accounted for 20% of the sold production of the Polish food and agricultural sector,
- The main buyers of Polish food and agricultural products are countries of the old European Union (EU-15), which had a share of approximately 58.0% in the overall exports of Poland's food and agricultural sector in 2005. The largest buyers among EU countries are Germany, Netherlands and the United Kingdom. About 16.3% of food and agricultural exports go to the other 9 new EU member states.
- According to data from the Institute of Agricultural and Food Economics (IERiGŻ), food articles account for about 80% of the total value of food and agricultural exports, with agricultural products accounting for the rest. The increasing share of processed goods in food and agricultural exports attests to the progressing modernisation of the Polish food industry and its gradual adjustment to western standards.
- Poland is a traditional exporter of meat, fruit and vegetable preserves, and dairy goods.







- The Polish food products and beverages industry employs close to 452,000 people, or 18.0% of all persons working for the processing industry. Additionally, the tobacco sector employs 6,400 workers, or 0.2% of all persons working for the processing industry (data for enterprises employing more than 49 workers each).
- More than 28% of Polish food industry workers are employed in the meat processing sector, 15% in the dairy industry, 10% in the fruit and vegetable processing industry, and 10% in the beverage industry.

NET PROFITABILITY OF FOOD BY MAIN SECTORS, QUARTERS 1-3/2005 (%)

Segment	%
Total	3.13
Operation of dairies and cheese making	1.97
Production and preserving of meat	1.79
Meat and poultry meat products	3.48
Processing and preserving of fruit and vegetables	4.5
Cocoa, chocolate and sugar confectionery	3.8
Sugar	-1.58
Grain mill products	3.49
Fish and fish products	1.6
Processing and preserving of potatoes	6.02
Manufacture of starches and starch products	0.23
Margarine and similar edible fats	4.82

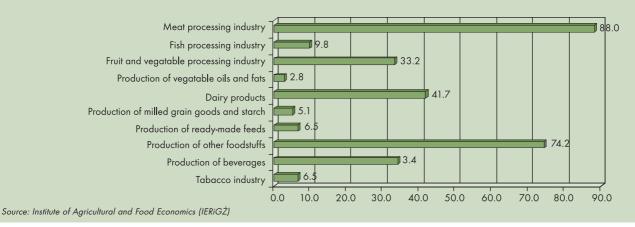
Source: Effect/GUS

EMPLOYMENT IN THE POLISH FOOD INDUSTRY AND TOBACCO SECTOR* (THOUSAND PEOPLE)

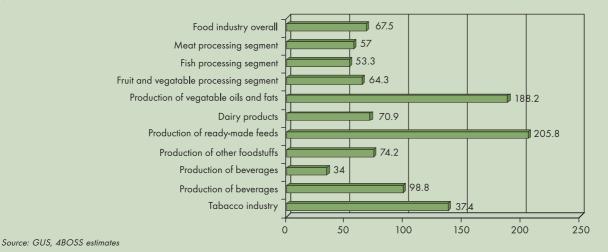
	2000	2001	2002	2003	2004
Food products and beverages industry	492.2	478	464.2	459.2	452.0
Growth rate (previous year = 100)	94.1	99.97	99.97	99.98	99.98
Tobacco sector	9.4	8.3	7.5	6.3	6.4
Growth rate (previous year = 100)	89.9	99.88	99.90	99.84	100.01

* Data for enterprises employing more than 9 workers each Source: GUS

EMPLOYMENT IN SPECIFIC SEGMENTS OF THE POLISH FOOD INDUSTRY IN 2004 (THOUSAND PEOPLE)



REVENUE PER EMPLOYED WORKER IN SPECIFIC SEGMENTS OF THE POLISH FOOD INDUSTRY AND THE TOBACCO SECTOR IN 2003 (USD THOUSAND)



VALUE OF INVESTMENT IN THE POLISH FOOD INDUSTRY AND TOBACCO SECTOR (USD MILLION)

	2000	2001	2002	2003	2004
Investments in the food industry	923.5	<i>7</i> 91	809.9	1,115.6	1,795.5
Growth rate (previous year = 100)	95.5	85.6	102.4	137.7	160.9
Investments in the tobacco sector	104.3	62.1	56.8	66.5	62.7
Growth rate (previous year = 100)	90.9	59.5	91.5	117.2	99.94

Source: GUS

COMBINED FOREIGN DIRECT INVESTMENTS (AS OF END OF 2004)

Sector	Capital invested (USD million)	Planned investments (USD million)
Food processing industry	7,006.2	n.a.

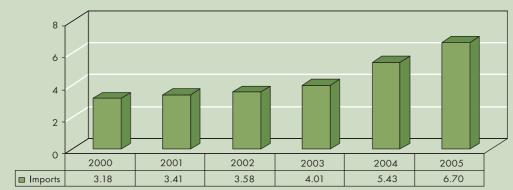
Source: Polish Information and Foreign Investment Agency (PAlilZ)

LARGEST FOREIGN INVESTORS IN THE POLISH FOOD INDUSTRY AND TOBACCO SECTOR AS OF THE END OF 2004 (USD MILLION - CUMULATIVE DATA)

Investor	Capital invested in USD million	Country of registration	Country of origin
Heineken International B.V.	590.0	The Netherlands	The Netherlands
Coca-Cola Hellenic Bottling Company	513.0	Greece	USA
Imperial Tobacco Plc	500.0	United Kingdom	United Kingdom
Nestle S.A.	365.0	Switzerland	Switzerland
Philip Morris Holland B.V.	364.0	The Netherlands	The Netherlands
House of Prince Denmark A/S	348.0	Denmark	Denmark
Harbin B.V.	325.9	The Netherlands	The Netherlands
British American Tobacco GmbH	300.0	Germany	United Kingdom/USA
PepsiCo	275.0	USA	USA
Marga B.V.	270.0	The Netherlands	The Netherlands
Seita	180.0	France	France
Ferrero Group	170.0	Italy	Italy
Mars Inc.	160.0	USA	USA
Saint Louis Sucre International S.A.S.	150.0	France	France
Wm. Wrigley Jr. Company	144.0	USA	USA
BSN Gervais Danone	135.5	France	France
Cadbury's Schweppes Plc	126.5	United Kingdom	United Kingdom
Carlsberg Breweries A/S	110.0	Denmark	Denmark

Source: PAlilZ

POLISH IMPORTS OF FOOD AND AGRICULTURAL PRODUCTS (USD BILLION)

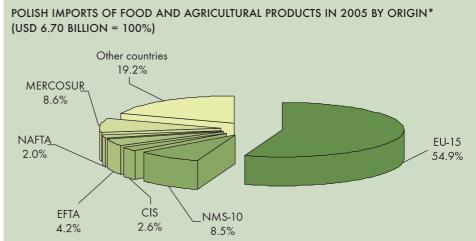


Source: GUS, Ministry of Finance

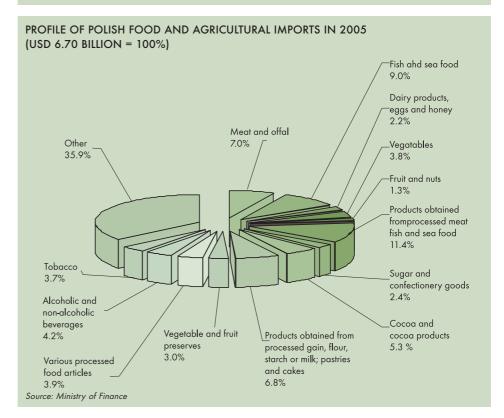
- In terms of value imports accounted for over 14% of the Polish market of food and agricultural products.
- The main suppliers of food and agricultural products to Poland are the EU-15 countries, which accounted for 55% of the overall Polish imports of such goods in 2005. 8.5% of food and agricultural imports come from other new EU member states.
- Polish food and agricultural imports are dominated by products coming from other climatic zones. These are mainly fruits and nuts not grown in Poland, animal feed, fish, and coffee, tea and cocoa.
- A considerably higher share of agricultural products in Polish imports than in Polish exports indicates that Poland is gradually increasing purchases of raw materials and semi-finished goods, which are further processed by the domestic industry.

COMPARISON OF THE POLISH AND EU

- Poland's accession to the European Union on 1 May 2004 has improved the position and competitiveness of the Polish food and agricultural sector.
- From 1 May 2004:
 - the European Union has removed dutyfree quotas for some food and agricultural products (e.g. meat), which earlier protected the common market against the inflow of large quantities of cheaper food from Poland,
 - exports of the Polish food industry have become intra-EU sales,
 - burdensome customs inspections of Polish goods crossing the EU border have been eliminated, allowing delivery time to be cut,
 - exporters from the Polish food sector can use the same mechanisms supporting the export of goods to markets outside the European Union as firms from other EU countries.
- The full opening of the markets and the removal of customs formalities have resulted in a higher demand for products of the Polish food and agricultural sector, especially meat and meat products, milk and dairy goods. Consequently, both the procurement prices of slaughter animals and milk, and the prices of processed goods have risen considerably in Poland.
- The comparative advantages of the Polish food and agricultural sector vis-f-vis the EU food and agricultural sector, in terms of prices for raw materials and labour costs, make it possible to forecast further growth of this sector of the Polish economy and expansion of exports to EU markets.
- In connection with Poland's accession to the European Union, the Polish food industry was required to adjust to sanitary-veterinary standards and environmental protection norms binding in the EU.
- Particularly strict regulations relate to the processing of animal products, mainly such products as meat, milk and fish. All meat, fish and milk processing enterprises had to fully meet



* NMS: other new member states of the EU; MERCOSUR: Argentina, Brazil, Paraguay, Uruguay; EFTA: Iceland, Liechtenstein, Norway and Switzerland; NAFTA: Canada, Mexico and U.S.A.; CIS: Armenia, Belarus, Azerbaijan, Georgia, Kazakhstan, Kyrgyzstan, Moldova, Russia, Tajikistan, Turkmenistan, Ukraine and Uzbekistan Source: Ministry of Finance



the EU hygienic-sanitary requirements ahead of Poland's accession to the European Union.

- Some enterprises were given a grace period to adjust to EU norms. However, these norms relate to technical and structural issues exclusively.
- The legal basis for the food safety is provided ed by:
 - Act on Health Conditions of Food and Nutrition dated 11 May 2001 (Journal of Laws No. 63 item 64 as amended),
 - Act on Commercial Quality of Agricultural and Food Products dated 21 December 2000 (Journal of Laws No. 5 item 45 as amended).

PROSPECTS

Overall, the food processing industry is expected to grow, especially thanks to disappearance of customs barriers after EU accession, which has resulted in an increase in Polish

- exports of food and agricultural products by nearly 40% in 2005 and is estimated to go up further.
- Poles now buy more and more mineral water, juices and fruit drinks. Production of these beverages is estimated at 5.7 billion litres and is expected to rise to 6 billion litres.
- Due to an increase in excise tax, there has been a decline in sales of spirits. However, it is envisaged that the consumption of beer will grow from 80 litres per capita to 100 litres in the near future.
- After EU accession, Polish breweries also commenced an export offensive. 2004 was a record year for beer exports, with 400,000 hectolitres. Sales of Polish beer are steadily rising, and not just amongst Polish expatriates. Okocim and Żywiec are available in Chicago (having been on the American market for 40 years), and in London it is possible to buy

- Carlsberg brewed in Brzesko. Brok is sold in Hungarian supermarkets, Żywiec exported its beer in 2004 to the USA, Canada, Great Britain and other countries, whereas Okocim sent its beer to Great Britain, Slovakia and Hungary.
- Polish dairy products are becoming competitive on the EU market. Last year, in addition to powdered milk (up to now a Polish speciality), yoghurt and cheese have also been sel-
- ling very well. After entry into the EU the demand for Polish meat rose sharply. Beef and poultry are proving to be the most popular meats.
- It is predicted that by 2010, total consumption of fresh fruit and vegetables in Poland will rise by 300,000 tonnes, 7 - 10% higher than in 2004, whereas consumption of processed fruit and vegetables is expected to rise by 360,000 tonnes, a 20% increase.
- Consolidation on the edible fats sector is currently underway. Zakłady Tłuszczowe in Kruszwica, the biggest producer of edible fats in Poland, is going to acquire Ewico in Brzeg and Olvit in Gdańsk in one year's time, thus reaching a total market share of 40%. The demand for edible oils will increase further thanks to the growth of demand for biofuels.



Polish Information and Foreign Investment Agency (PAliIZ)
Polska Agencja Informacji i Inwestycji Zagranicznych S.A.
ul. Bagatela 12, 00-585 Warszawa, Polska
tel. (+48 22) 334 98 00, fax (+48 22) 334 99 99
www.paiz.gov.pl, e-mail: post@paiz.gov.pl

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