

Listing notice
June 18, 2013

This listing notice is published only for the purpose of having the registered shares listed on the SIX Swiss Exchange Ltd and does not constitute an offer to sell, or a solicitation to buy, registered shares of Barry Callebaut AG.

LISTING OF REGISTERED SHARES



Barry Callebaut AG

Zurich

**CORPORATE NAME,
DURATION,
REGISTERED OFFICE
BASIS**

Barry Callebaut AG is a stock corporation pursuant to Swiss law and has been incorporated for an unlimited duration. Its registered office is at Westpark, Pfingstweidstrasse 60, 8005 Zurich, Switzerland.

Based on the resolution of the Extraordinary General Meeting of Shareholders of April 22, 2013 regarding the creation of authorized share capital of a maximum nominal amount of CHF 9,300,000 by issuing a maximum of 500,000 fully paid-up registered shares with a par value of CHF 18.60 each, the Board of Directors resolved on 14 June 2013 to execute a capital increase of CHF 5,930,758.80 upon issuance of 318,858 new Shares (the "New Shares") out of authorized share capital.

The capital increase has been conducted through an accelerated bookbuild procedure by way of a private placement. The preemptive rights of the existing shareholders have been excluded according to article 4a cif. 4 of the Articles of Association. The proceeds from the private placement are intended to partly finance the acquisition of the Cocoa Ingredients Division from Petra Foods Limited, Singapore as announced on December 12, 2012.

CAPITAL STRUCTURE

The share capital of Barry Callebaut AG, including the New Shares, amounts to CHF 102,092,758.80 divided into 5,488,858 registered shares with a par value of CHF 18.60 each.

LISTING

The registered shares of Barry Callebaut AG are listed on the SIX Swiss Exchange Ltd (the "SIX Swiss Exchange") according to the Main Standard thereof.

Application has been made and granted to list the 318'858 New Shares on the SIX Swiss Exchange according to the Main Standard thereof. The first trading day is June 18, 2013.

FORM OF SHARES

The New Shares are issued in form of uncertificated securities (*Wertrechte*) and registered as book-entry securities (*Bucheffekten*) within the meaning of the Federal Intermediated Securities Act of 3 October 2008. The shareholders are not entitled to request the printing or delivery of share certificates.

**DIVIDEND AND
DISTRIBUTION RIGHTS**

The New Shares will be entitled to dividends, if any, for the financial year ending August 31, 2013 and for all subsequent financial years.

DOCUMENTATION

This listing notice is published only for the purpose of having the New Shares listed on the SIX Swiss Exchange and does not constitute an issuing prospectus as referred to in articles 652a and 1156 CO, respectively.

In accordance with article 33 cif. 2 lit. a of the listing rules of the SIX Swiss Exchange, no listing prospectus has been or will be issued.

LISTING AGENT

Credit Suisse AG, Zurich

SECURITY NUMBERS

Registered shares with a par value of CHF 18.60 each

Swiss Security Number

900 296

ISIN

CH 000 900296 2

Ticker Symbol

BARN

Investment Banking • Private Banking • Asset Management

CREDIT SUISSE 