

SADIA S.A.
Form 6-K
February 15, 2006

FORM 6-K
U.S. SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549
REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13A-16 OR 15D-16
OF THE SECURITIES EXCHANGE ACT OF 1934

For the month of February 2006

Commission File Number 1-15184

SADIA S.A.

(Exact Name as Specified in its Charter)

N/A

(Translation of Registrant's Name)

Rua Fortunato Ferraz, 365
Vila Anastacio, Sao Paulo, SP
05093-901 Brazil
(Address of principal executive offices) (Zip code)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): Not applicable.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused the Report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: Feb 15, 2006

SADIA S.A.

By:/s/ Luiz Gonzaga Murat Junior

Name: Luiz Gonzaga Murat Junior
Title: Chief Financial Officer and Investor Relations Director

Sadia S.A.
(Public-held company)

Financial statements
December 31, 2005 and 2004

(A translation of the original report in Portuguese as published in Brazil containing financial statements prepared in accordance with accounting practices adopted in Brazil).

Sadia S.A.

Publicly-held company

Financial statements

December 31, 2005 and 2004

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Independent auditors' report

To
The Board of Directors and Shareholders
Sadia S.A.
Concórdia - SC

1. We have examined the balance sheets of Sadia S.A. and the consolidated balance sheets of the Company and its subsidiaries as of December 31, 2005 and 2004, and the related statements of income, changes in shareholders' equity and changes in financial position for the years then ended, which are the responsibility of its management. Our responsibility is to express an opinion on these financial statements.
2. Our examinations were conducted in accordance with auditing standards generally accepted in Brazil and included: (a) planning of the audit work, considering the materiality of the balances, the volume of transactions and the accounting systems and internal accounting controls of the Company and its subsidiaries; (b) verification, on a test basis, of the evidence and records which support the amounts and accounting information disclosed; and (c) evaluation of the most significant accounting policies and estimates adopted by Company management and its subsidiaries, as well as the presentation of the financial statements taken as a whole.
3. In our opinion, the aforementioned financial statements present fairly, in all material respects, the financial position of Sadia S.A. and the consolidated financial position of the Company and its subsidiaries as of December 31, 2005 and 2004, and the results of its operations, changes in its shareholders' equity and changes in its financial position for the year then ended, in conformity with accounting practices adopted in Brazil.

4. Our examinations were performed with the objective of expressing an opinion on the financial statements taken as a whole. The statements of cash flows and added value as of December 31, 2005 and 2004, are supplementary to the aforementioned financial statements, and have been included to facilitate additional analysis. This supplementary information was subject to the same audit procedures as applied to the aforementioned financial statements and, in our opinion, is presented fairly, in all material respects, in relation to the financial statements taken as a whole.

January 31, 2006

KPMG Auditores Independentes
CRC SP014428/O-6-S-SC

Adelino Dias Pinho
Accountant CRC SP 097869/O-6-S-SC

Sadia S.A.

Publicly-held Company

Balance sheets

December 31, 2005 and 2004

(In thousands of Reais)

| | Parent company | | Consolidated | |
|---|------------------|------------------|------------------|------------------|
| | 2005 | 2004 | 2005 | 2004 |
| Assets | | | | |
| Current assets: | | | | |
| Cash and cash equivalents | 148,716 | 84,270 | 196,306 | 155,600 |
| Short-term investments | 659,149 | 430,851 | 2,402,326 | 1,968,278 |
| Accounts receivable from future contracts | 221 | 153,735 | 28,287 | 196,061 |
| Trade accounts receivable | 481,154 | 692,857 | 509,615 | 349,605 |
| Inventories | 948,560 | 1,025,125 | 992,490 | 1,064,671 |
| Recoverable taxes | 140,212 | 151,237 | 147,088 | 156,615 |
| Deferred tax credits | 27,223 | 36,180 | 29,494 | 38,823 |
| Other credits | 66,815 | 55,582 | 75,251 | 67,650 |
| | 2,472,050 | 2,629,837 | 4,380,857 | 3,997,303 |
| Noncurrent assets: | | | | |
| Long-term investments | 65,057 | 282,247 | 65,057 | 282,247 |
| Recoverable taxes | 120,024 | 87,186 | 120,024 | 87,186 |
| Deferred tax credits | 76,550 | 67,042 | 76,550 | 67,042 |
| Judicial deposits | 78,290 | 77,098 | 78,396 | 77,204 |
| Related parties | 96,377 | 597 | 0 | 0 |
| Other credits | 57,908 | 29,119 | 58,599 | 29,850 |
| | 494,206 | 543,289 | 398,626 | 543,529 |
| Permanent assets: | | | | |
| Investments | 1,107,275 | 768,134 | 77,136 | 19,260 |
| Property, plant and equipment | 1,571,395 | 1,112,859 | 1,576,013 | 1,116,203 |
| Deferred charges | 87,487 | 49,140 | 90,193 | 49,522 |
| | 2,766,157 | 1,930,133 | 1,743,342 | 1,184,985 |

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| | | | | |
|--------------|------------------|------------------|------------------|------------------|
| Total | <u>5,732,413</u> | <u>5,103,259</u> | <u>6,522,825</u> | <u>5,725,817</u> |
|--------------|------------------|------------------|------------------|------------------|

See the accompanying notes to the financial statements.

Sadia S.A.

Publicly-held Company

Balance sheets

December 31, 2005 and 2004

(In thousands of Reais)

| | Parent company | | Consolidated | |
|---|------------------|------------------|------------------|------------------|
| | 2005 | 2004 | 2005 | 2004 |
| Liabilities and shareholders' equity | | | | |
| Current liabilities: | | | | |
| Loans and financing | 782,810 | 1,165,044 | 1,384,667 | 1,615,544 |
| Accounts payable from future contracts | - | 178,874 | 10,702 | 201,616 |
| Trade accounts payable | 490,659 | 482,339 | 495,758 | 487,654 |
| Advances from subsidiaries | 458,284 | 138,991 | - | - |
| Salaries, social charges and accrued vacation payable | 97,640 | 87,205 | 99,225 | 88,140 |
| Taxes payable | 34,151 | 33,188 | 38,651 | 38,058 |
| Dividends payable | 128,210 | 82,797 | 128,210 | 82,797 |
| Employees' profit sharing | 58,454 | 50,280 | 59,304 | 51,048 |
| Deffered Taxes | 3,321 | - | 3,321 | - |
| Other accounts payable | 135,492 | 88,928 | 161,737 | 111,476 |
| | 2,189,021 | 2,307,646 | 2,381,575 | 2,676,333 |
| Noncurrent liabilities: | | | | |
| Loans and financing | 715,048 | 836,073 | 1,714,527 | 1,101,830 |
| Advances from subsidiaries | 401,430 | - | - | - |
| Employee benefit plan | 82,997 | 82,576 | 82,997 | 82,576 |
| Provision for contingencies | 69,538 | 56,861 | 71,947 | 58,984 |
| Deferred taxes | 29,490 | 11,723 | 29,490 | 11,723 |
| Other accounts payable | 16,849 | 16,205 | 16,824 | 16,363 |
| | 1,315,352 | 1,003,438 | 1,915,785 | 1,271,476 |
| Minority interest in subsidiaries | - | - | 1,816 | 160 |
| Shareholders' equity: | | | | |
| Capital | 1,500,000 | 1,000,000 | 1,500,000 | 1,000,000 |
| Profit reserves | 738,417 | 767,441 | 738,417 | 767,441 |
| Treasury stock | (10,377) | (198) | (10,377) | (198) |
| Retained earnings | - | 24,932 | (4,391) | 10,605 |
| | 2,228,040 | 1,792,175 | 2,223,649 | 1,777,848 |

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| | | | | |
|--------------|-----------|-----------|-----------|-----------|
| Total | 5,732,413 | 5,103,259 | 6,522,825 | 5,725,817 |
|--------------|-----------|-----------|-----------|-----------|

See the accompanying notes to the financial statements.

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Sadia S.A.

Publicly-held Company

Statements of income

Years ended December 31, 2005 and 2004

(In thousands of Reais, except for information on earnings per shares)

| | Parent company | | Consolidated | |
|---|---------------------|--------------------|--------------------|--------------------|
| | 2005 | 2004 | 2005 | 2004 |
| Gross operating revenue | | | | |
| Domestic market | 4,219,242 | 3,724,654 | 4,251,675 | 3,732,013 |
| Foreign market | 3,722,795 | 3,135,006 | 4,076,324 | 3,584,533 |
| | <u>7,942,037</u> | <u>6,859,660</u> | <u>8,327,999</u> | <u>7,316,546</u> |
| Sales deductions | (856,215) | (832,102) | (1,009,561) | (1,009,073) |
| Net operating revenue | <u>7,085,822</u> | <u>6,027,558</u> | <u>7,318,438</u> | <u>6,307,473</u> |
| Cost of goods sold | <u>(5,347,406)</u> | <u>(4,384,829)</u> | <u>(5,311,062)</u> | <u>(4,462,269)</u> |
| Gross profit | 1,738,416 | 1,642,729 | 2,007,376 | 1,845,204 |
| Selling expenses | (1,125,815) | (1,009,898) | (1,234,138) | (1,145,413) |
| Administrative | (52,013) | (54,605) | (52,013) | (55,374) |
| Management Fees | (13,714) | (12,923) | (13,714) | (12,923) |
| Other operating income | (11,111) | 25,757 | (6,643) | 21,468 |
| Employees' profit sharing | (58,682) | (49,789) | (60,034) | (51,234) |
| Financial income (expenses), net | (50,639) | (118,605) | 235,973 | (32,657) |
| Equity in earnings of subsidiaries | 290,229 | 101,192 | (152,399) | (50,678) |
| Operating income | <u>716,671</u> | <u>523,858</u> | <u>724,408</u> | <u>518,393</u> |
| Nonoperating income (expense) | 2,653 | (5,933) | 4,612 | (6,842) |
| Income before income and social contribution taxes | <u>719,324</u> | <u>517,925</u> | <u>729,020</u> | <u>511,551</u> |
| Current income and social contribution taxes | (51,384) | (29,910) | (51,991) | (32,304) |
| Deferred income and social contribution taxes | (20,537) | (42,714) | (20,909) | (40,374) |
| Net income | <u>647,403</u> | <u>445,301</u> | <u>656,120</u> | <u>438,873</u> |
| Minority interest | - | - | (1,219) | 137 |
| Controlling shareholder equity interest | <u>-</u> | <u>-</u> | <u>657,339</u> | <u>438,736</u> |
| Earnings per thousand outstanding shares | <u>951.37</u> | <u>652.27</u> | <u>-</u> | <u>-</u> |

See the accompanying notes to the financial statements.

Sadia S.A.

Publicly-held Company

Statements of changes in shareholders' equity

Years ended December 31, 2005 and 2004

(In thousands of Reais)

| Parent Company | Profit reserves | | | | | | Total |
|--|------------------|---------------|-------------------|--------------------------------|-----------------|-------------------|------------------|
| | Capital | Legal reserve | Expansion reserve | Research & development reserve | Treasury shares | Retained earnings | |
| Balances at December 31, 2003 | 1,000,000 | 34,462 | 392,420 | 43,568 | (198) | 24,932 | 1,495,184 |
| Net income for the year | - | - | - | - | - | 445,301 | 445,301 |
| Destinations: | | | | | | | |
| Reserves | - | 22,265 | 252,461 | 22,265 | - | (296,991) | - |
| Interest on shareholders' equity | - | - | - | - | - | (148,310) | (148,310) |
| Balances at December 31, 2004 | <u>1,000,000</u> | <u>56,727</u> | <u>644,881</u> | <u>65,833</u> | <u>(198)</u> | <u>24,932</u> | <u>1,792,175</u> |
| Net income for the year | - | - | - | - | - | 647,403 | 647,403 |
| Capital increase with reserves | 500,000 | (33,255) | (399,057) | (42,756) | - | (24,932) | - |
| Acquisition of treasury stock | - | - | - | - | (10,179) | - | (10,179) |
| Destinations: | | | | | | | |
| Reserves | - | 32,370 | 381,304 | 32,370 | - | (446,044) | - |
| Interest on shareholders' equity/Dividends | - | - | - | - | - | (201,359) | (201,359) |
| Balances at December 31, 2005 | <u>1,500,000</u> | <u>55,842</u> | <u>627,128</u> | <u>55,447</u> | <u>(10,377)</u> | <u>-</u> | <u>2,228,040</u> |

See the accompanying notes to the financial statements.

Sadia S.A.

Publicly-held Company

Statements of changes in financial position

Years ended December 31, 2005 and 2004

(In thousands of Reais)

| | Parent Company | | Consolidated | |
|--|----------------|-----------|--------------|-----------|
| | 2005 | 2004 | 2005 | 2004 |
| Sources of funds | | | | |
| Operations | | | | |
| Net income for the year | 647,403 | 445,301 | 656,120 | 438,873 |
| Items not affecting working capital | | | | |
| Minority interest | - | - | 2,875 | 36 |
| Depreciation, amortization and depletion | 177,226 | 188,864 | 178,175 | 189,595 |
| Goodwill amortization | 16,484 | - | 16,484 | - |
| Long term interest and variations | (25,032) | (14,026) | (228,925) | (153,740) |
| Residual cost on disposal of permanent assets | 6,552 | 17,257 | 6,815 | 15,823 |
| Provision for contingencies | 12,677 | (7,054) | 12,963 | (9,029) |
| Employee benefit plan | 421 | 10,708 | 421 | 10,708 |
| Equity in earnings of subsidiaries | (293,852) | (103,267) | 148,776 | 51,155 |
| Long term deferred taxes | 8,259 | 13,327 | 8,259 | 15,918 |
| | 550,138 | 551,110 | 801,963 | 559,339 |
| From third parties | | | | |
| Increase in noncurrent liabilities | 310,745 | 379,822 | 1,336,858 | 678,470 |
| Redemption of long-term investments | 13,088 | - | 13,088 | - |
| Proceeds obtained from the sale of fixed assets | 19,622 | 2,752 | 19,622 | 2,857 |
| Interest on shareholders' equity of subsidiaries | 4,548 | 4,029 | - | - |
| Transfer from long-term to current assets | 296,119 | 85,976 | 296,119 | 383,588 |
| Increase in other long-term liabilities | 402,074 | - | 460 | - |
| Decrease in other long-term assets | - | 27,506 | - | 1,814 |
| | 1,046,196 | 500,085 | 1,666,147 | 1,066,729 |
| Total sources | 1,596,334 | 1,051,195 | 2,468,110 | 1,626,068 |
| Applications of funds | | | | |
| Long-term assets | | | | |
| Long-term investments | 85,002 | 238,077 | 85,002 | 399,413 |
| Judicial deposit | 1,192 | 2,126 | 1,192 | 2,126 |
| Increase in other long-term assets | 148,329 | 13,043 | 52,508 | 12,660 |
| Decrease in other long-term liabilities | - | 30,996 | - | 34,065 |
| Investments | 66,321 | 1,088 | 74,360 | 2,028 |
| Property, plant and equipment | 639,724 | 303,085 | 642,149 | 304,935 |
| Transfer of current liabilities to property, plant and equipment | 19,317 | 3,195 | 19,101 | 3,279 |
| Deferred charges | 41,242 | 27,183 | 43,843 | 27,322 |
| Acquisition of treasury stock | 10,179 | - | 10,179 | - |
| Interest on shareholders' equity/dividends | 201,359 | 148,310 | 201,359 | 148,310 |
| Transfer of noncurrent liabilities to current liabilities | 422,831 | 1,006,511 | 660,105 | 1,006,511 |
| | 1,635,496 | 1,773,614 | 1,789,798 | 1,940,649 |
| Total applications | 1,635,496 | 1,773,614 | 1,789,798 | 1,940,649 |
| (Decrease)/increase in working capital | (39,162) | (722,419) | 678,312 | (314,581) |

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| | | | | |
|-----------------------------------|----------|-----------|-----------|-----------|
| Changes in working capital | | | | |
| At end of year | 283,029 | 322,191 | 1,999,282 | 1,320,970 |
| At beginning of year | 322,191 | 1,044,610 | 1,320,970 | 1,635,551 |
| | (39,162) | (722,419) | 678,312 | (314,581) |

See the accompanying notes to the financial statements.

Sadia S.A.

Publicly-held Company

Statements of cash flows

Years ended December 31, 2005 and 2004

(In thousands of Reais)

| | Parent company | | Consolidated | |
|---|------------------|------------------|--------------------|------------------|
| | 2005 | 2004 | 2005 | 2004 |
| Net income for the year | 647,403 | 445,301 | 656,120 | 438,873 |
| Adjustments to reconcile net income to cash generated by operating activities: | | | | |
| Variation in minority interest | - | - | 2,875 | 36 |
| Accrued interest, net of paid interest | (157,443) | 133,823 | (47,233) | 154,885 |
| Depreciation, amortization and depletion allowances | 177,226 | 188,864 | 178,175 | 189,595 |
| Goodwill amortization | 16,484 | - | 16,484 | - |
| Equity in earnings of subsidiaries | (293,852) | (103,267) | 148,776 | 51,155 |
| Deferred taxes | 20,537 | 42,714 | 20,908 | 42,662 |
| Contingencies | 12,677 | (7,054) | 12,963 | (9,029) |
| Result from the disposal of permanent assets | 6,552 | 17,257 | 6,815 | 15,823 |
| Variation in operating assets and liabilities: | | | | |
| Trade notes receivable | 211,703 | 145,601 | (160,010) | 104,331 |
| Inventories | 76,565 | (225,236) | 72,181 | (225,114) |
| Recoverable taxes and others | (61,867) | (30,167) | (231,230) | (88,969) |
| Judicial deposits | (1,192) | (2,126) | (1,192) | (2,126) |
| Trade accounts payable | 8,320 | 113,458 | 8,104 | 109,805 |
| Advances from subsidiaries | 720,723 | 125,990 | - | - |
| Taxes payable, salaries payable and others | 60,298 | (127,204) | 44,864 | (175,839) |
| Net cash generated by operating activities | 1,444,134 | 717,954 | 728,600 | 606,088 |
| Investment activities: | | | | |
| Funds from the sale of permanent assets | 3,400 | 2,752 | 3,400 | 2,857 |
| Investments in subsidiaries | (29,702) | (1,088) | - | - |
| Purchase of property, plant and equipment | (680,966) | (330,268) | (685,992) | (332,257) |
| Acquisition of subsidiary, | (54,443) | - | (54,443) | - |
| Short-term investments | (442,156) | (1,276,554) | (2,313,367) | (3,473,202) |
| Redemption of investments | 255,129 | 1,385,565 | 1,818,443 | 3,212,485 |
| Net cash from investment activities | (948,738) | (219,593) | (1,231,959) | (590,117) |
| Loans activities: | | | | |
| Loans received | 968,439 | 1,501,904 | 2,529,773 | 2,262,204 |
| Loans paid | (1,163,696) | (1,902,693) | (1,845,795) | (2,221,741) |
| Dividends paid | (129,734) | (131,237) | (129,734) | (131,237) |
| Loans with subsidiaries | (95,780) | 26,805 | - | - |
| Acquisition of treasury stock | (10,179) | - | (10,179) | - |
| Net cash from loans activities | (430,950) | (505,221) | 544,065 | (90,774) |
| Cash at beginning of year | 84,270 | 91,130 | 155,600 | 230,403 |
| Cash at end of year | 148,716 | 84,270 | 196,306 | 155,600 |
| Net increase (decrease) in cash | 64,446 | (6,860) | 40,706 | (74,803) |

See the accompanying notes to the financial statements.

Sadia S.A.

Publicly-held Company

Statements of consolidated added value

Years ended December 31, 2005 and 2004

(In thousands of Reais)

| | Consolidated | |
|--|-----------------------|-----------------------|
| | 2005 | 2004 |
| Revenues/Income | 8,439,424 | 7,441,580 |
| - Wealth generated by operations | <u>8,232,688</u> | <u>7,188,285</u> |
| Sale of products, goods and services | 8,232,688 | 7,188,285 |
| - Wealth from third parties | <u>206,736</u> | <u>253,295</u> |
| Other operating results | (6,643) | 21,468 |
| Financial income | 361,165 | 289,343 |
| Equity in earnings of subsidiaries | (148,776) | (51,155) |
| Other nonoperating results | 990 | (6,361) |
| Raw materials acquired from third parties | (4,046,583) | (3,410,708) |
| Services rendered by third parties | (1,429,735) | (1,280,820) |
| Added value to be distributed | 2,963,106 | 2,750,052 |
| Distribution of added value: | | |
| - Human resources | 994,309 | 842,458 |
| - Interest on third-party capital | 91,445 | 289,345 |
| - Government | 1,022,339 | 988,321 |
| - Shareholders (Dividends) | <u>198,419</u> | <u>148,310</u> |
| Retention: | <u>656,594</u> | <u>481,618</u> |
| Depreciation/Amortization/Depletion | 194,659 | 189,595 |
| Retained profits | 457,701 | 290,563 |
| Others | 4,234 | 1,460 |

See the accompanying notes to the financial statements.

Sadia S.A.

Publicly-held Company

Notes to the financial statements

Years ended December 31, 2005 and 2004

(In thousands of Reais)

1 Operations

The Company's main business activities are organized into three operational segments: poultry (chickens and turkeys), pork and processed products. The large production chain permit its products to be commercialized in Brazil and abroad by retailers, small groceries and food service chains.

The Company distributes its products through a large number of sales points in the local market and exports to countries in Europe, the Middle East, Asia and the Americas. The Company has 13 industrial units and 16 distribution centers located in 14 Brazilian states.

The industrially processed products segment has been the principal focus of the Company's investments in recent years and comprises products such as oven-ready frozen food, refrigerated pizzas and pasta, margarine, industrially processed poultry and pork by-products, crumbed products, a diet line and pre-sliced ready-packed products and desserts. As from the last quarter of 2005 the company recover the slaughter of cattle for export.

The Company has a corporate governance tier one listing for its shares on the São Paulo Stock Exchange, the Madrid Stock Exchange (Latibex) and ADRs negotiated on the New York Stock Exchange (NYSE).

2 Preparation and presentation of the financial statements

The individual and consolidated financial statements were prepared in accordance with accounting practices derived from the Brazilian Corporation Law and the rules of the Brazilian Securities and Exchange Commission (CVM).

Sadia S.A.

Publicly-held Company

Notes to the financial statements

(In thousands of Reais)

3 Description of significant accounting policies

a. Statement of income

Income and expenses are recognized on the accrual basis. Revenue from the Company's sales is recognized upon shipment of the products and when the following conditions are met: i) the ownership is transferred and therefore risk of loss has passed to the client; ii) collection is probable; iii) there is evidence of an arrangement; and iv) the sales price is fixed or determinable.

b. Foreign currency

Monetary assets and liabilities denominated in foreign currencies were translated into reais at the foreign exchange rate ruling at the balance sheet date and the foreign exchange differences arising on translation are recognized in the statement of income for the year.

c. Accounting estimates

The preparation of the financial statements in accordance with accounting practices adopted in Brazil requires that management uses its judgment in determining and recording accounting estimates. Significant assets and liabilities subject to these estimates and assumptions include the residual value of property, plant and equipment, deferred charges, allowance for doubtful accounts, inventories, deferred tax assets, provision for contingencies, valuation of derivative instruments, and assets and liabilities related to employees' benefits. The settlement of transactions involving these estimates may result in significantly different amounts due to the lack of precision inherent to the process of their determination. The Company reviews the estimates and assumptions periodically.

d. Long and short-term investments

Investment funds in local and foreign currency are recorded at market value according to the respective shares price at the date of the financial statements.

Sadia S.A.

Publicly-held Company

Notes to the financial statements

(In thousands of Reais)

Other long and short-term investments in local and foreign currency are recorded at cost plus income accrued up to the balance sheet date, not exceeding market value.

Additionally, the portion receivable from currency swap contracts is recorded at the difference between the nominal amounts of these contracts and the amounts restated by the variation of the foreign currency, plus interest earned up to the balance sheet date.

e. Trade Accounts receivable

Trade accounts receivable are recorded at the amount invoiced and interest is not levied. The allowance for doubtful accounts is the best estimate the Company has and is considered sufficient by management to cover any losses arising on collection of accounts receivable. Accounts receivable are written off against the allowance for doubtful accounts after all means of collection have been exhausted and the possibility of recovery of the amounts receivable is considered remote.

f. Inventories

Finished goods, livestock (excluding breeders), work-in-progress, raw materials and supplies and others are valued at the lower of cost of acquisition or production (average method), or replacement or realization. The cost of finished goods and work-in-progress includes raw materials acquired, labor, production expenses, transport and storage relating to the purchase and production of inventories. Normal production losses are inventoried and abnormal losses are expensed immediately as cost of goods sold.

g. Investments

Investments in subsidiaries in Brazil and abroad are valued using the equity method based on the respective net equity calculated on the same date, as disclosed in Note 9.

The financial statements of foreign subsidiaries are translated into Brazilian Reais, based on the following criteria:

- Balance sheet accounts at the exchange rate at the end of the year.

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Notes to the financial statements

(In thousands of Reais)

· Statement of income accounts at the exchange rate at the end of each month.

Other investments are valued at cost less a provision for devaluation, when applicable.

h. Property, plant and equipment

Property, plant and equipment are recorded at cost of acquisition, formation or construction, including the interest incurred on financing, during the period of construction, modernization and expansion of the industrial units. Expenditures that materially extend the useful lives of existing facilities and equipment are capitalized. Depreciation is calculated using the straight-line method at rates that take into account the estimated useful life of the assets, adjusted in keeping with the work shifts, as disclosed in Note 10. Depletion of forestry resources is calculated based on the extraction of timber and the average costs of the forests.

Breeding stock is recorded at the cost of formation which includes the appropriation of costs of the breeding hens, animal feed, medication and labor. These costs are accumulated for approximately six months until the breeding stock initiates the breeding cycle. From then on, the costs of the breeding stock begin to be amortized by the estimated number of offsprings. The productive cycle ranges from fifteen to thirty months.

i. Permanent losses in noncurrent assets

The Company reviews its property, plant and equipment to verify possible losses considered permanent, whenever events or changes in circumstances indicate that the carrying amount of an asset or group of assets may not be recoverable based on future cash flows. If these events occur, the reviews will be conducted at the lowest level of groups of assets for which the Company manages to attribute future cash flows. If the carrying amount of an asset is higher than the future cash flows, an impairment charge is recognized by the amount by which the carrying amount of the asset exceeds the fair value of the asset. Until now, these reviews have not indicated the need to recognize permanent losses.

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Notes to the financial statements

(In thousands of Reais)

j. Deferred charges

Deferred charges are represented substantially by pre-operating costs incurred in the implementation of software and development of new products, which are amortized on a straight-line basis over 5 years as from the beginning of operation.

k. Current and noncurrent liabilities

Current and noncurrent liabilities are stated at known or estimated amounts, plus related charges and monetary and exchange variations up to the balance sheet date.

l. Provisions

A provision is recognized in the balance sheet when the Company has a legal or constructive obligation as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation.

m. Income and social contribution taxes

The income and social contribution taxes, both current and deferred, are calculated monthly based on taxable income at the rates of 15% plus a surcharge of 10% for income tax and 9% for social contribution and consider the offsetting of tax losses and negative basis of social contribution, limited to 30% of taxable income.

The deferred tax assets were recorded in accordance with CVM Instruction 371/02 and are represented significantly by temporary differences arising from non-deductible provisions, including tax loss carryforward and negative basis of social contribution.

n. Employees' benefits

Employees' benefits are recorded based on actuarial studies prepared annually at the end of the year in compliance with CVM Deliberation 371/00.

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Notes to the financial statements

(In thousands of Reais)

o. Reclassifications

Management, with the aim of better reflecting the accounting classification of the transactions involving breeding stock and bonuses for clients, made the following reclassifications in the financial statements, retroactively inclusive for comparison purposes:

i. Breeding stock in the amount of R\$ 105,014 (R\$ 108,065 as of December 31, 2004) from inventories to property, plant and equipment.

ii. Bonuses for clients in the amount of R\$ 61,259 (R\$ 71,750 as of December 31, 2004) from selling expenses to deductions from sales.

p. Environmental questions.

Our production facilities and our forestry activities are subject to government environmental regulations. We have reduced the risks associated with environmental questions through operational controls and procedures, as well as investments in equipment and systems for pollution control. We believe that no provision for losses related to environmental questions is currently necessary, based on existing Brazilian laws and regulations.

q. Supplementary Information

The statements of cash flows and added value are supplementary to the aforementioned financial statements and have been included to facilitate additional analysis by the financial, statements' users.

The statements of cash flows have been prepared in accordance with NPC 20 - Statement of Cash Flows, issued by IBRACON (Brazilian Institute of Independent Auditors).

The statements of added value have been prepared in accordance with the model of FIPECAFI - Institute of Account, Actuarial and Financing Researches, which have the objective of demonstrating the value of the wealth generated by the Company and its distribution among the elements that contributed to its generation.

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Notes to the financial statements

(In thousands of Reais)

As a result of the reclassification of the breeding stocks, done in June 30, 2005, the statements of cash flows and added value as of December 31, 2004, were adjusted in order to reflect this reclassification and maintain comparability with the information as of December 31, 2005.

r. Consolidated financial information

The transactions and balances between the Parent company and its subsidiaries included in the consolidation process have been eliminated and the non-realized profit arising from the sales to the subsidiaries were excluded and incorporated to the inventory balances for each year. Minority interests were excluded from shareholders' equity and net income and are presented separately in the consolidated balance sheets and income statements.

In the case of joint ventures, the assets, liabilities and shareholders' equity and the result for the year were consolidated in proportion to the percentage of ownership.

In accordance with the CVM Instruction 408/04, the Company consolidated the financial statements of its investment funds Concórdia Foreign Investment Fund Class A and Taurus Fund Limited, where it is the wholly investment holder. These investment funds have the sole purpose of centralizing the foreign investment fund portfolio, delegating to a third party the administrative functions and maximizing shareholder returns. As of December 31, 2005 and 2004, these investment funds were consolidated in the Company's financial statements as they had loans collateralized by its own financial assets.

The consolidated financial statements include the accounts of Sadia S.A. and its direct and indirect subsidiaries, including investments in joint ventures. The consolidated direct or indirect subsidiaries and the corresponding shareholdings of the Company are as follows:

Sadia S.A.

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Notes to the financial statements

(In thousands of Reais)

| | Shareholdings in % at | |
|--|------------------------------|-------------|
| | 2005 | 2004 |
| Sadia International Ltd. | 100.00 | 100.00 |
| Sadia Uruguay S.A. | 100.00 | 100.00 |
| Sadia Alimentos S.A. | 0.01 | 0.01 |
| Sadia Chile S.A. | 60.00 | 60.00 |
| Sadia Alimentos S.A. | 99.99 | 99.99 |
| Churrascaria Beijing Brazil Ltd. (*) | 50.00 | 50.00 |
| Concórdia Foods Ltd. (*) | 50.00 | 50.00 |
| Sadia UK Ltd. | 100.00 | 100.00 |
| Concórdia S.A. C.V.M.C.C. | 99.99 | 99.99 |
| Empresa Matogrossense de Alimentos Ltda. (**) | 100.00 | - |
| Rezende Óleo Ltda. | 100.00 | 100.00 |
| Rezende Marketing e Comunicações Ltda. | 0.09 | 0.09 |
| Rezende Marketing e Comunicações Ltda. | 99.91 | 99.91 |
| Sadia GmbH | 100.00 | 100.00 |
| Wellax Food Logistics C. P. A. S. U. Ltda. | 100.00 | 100.00 |
| Sadia Foods GmbH | 100.00 | 100.00 |
| Qualy B. V. | 100.00 | 100.00 |
| Sadia Japan Ltd. | 100.00 | 100.00 |

(*) Joint-Ventures

(**) Acquired of controlling on September 9, 2005 (see note 9)

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Notes to the financial statements

(In thousands of Reais)

Reconciliation of shareholders' equity and net income between the Company and consolidated is as follows:

| | Net income | | Shareholders' equity | |
|--|----------------|----------------|----------------------|------------------|
| | 2005 | 2004 | 2005 | 2004 |
| Company's financial statements | 647,403 | 445,301 | 2,228,040 | 1,792,175 |
| Elimination of unrealized profits on inventories in intercompany operations, net of taxes | (4,391) | (14,327) | (18,718) | (24,123) |
| Reversal of the elimination of unrealized results in inventories, net of taxes, resulting from intercompany operations at December 31, 2004 and 2003 | 14,327 | 7,762 | 14,327 | 9,796 |
| Consolidated financial statements | <u>657,339</u> | <u>438,736</u> | <u>2,223,649</u> | <u>1,777,848</u> |

Sadia S.A.

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Notes to the financial statements

(In thousands of Reais)

4 Long and short-term investments

| | Interest % (annual average) | Parent company | | Consolidated | |
|-------------------------------------|-----------------------------------|----------------|----------------|------------------|------------------|
| | | 2005 | 2004 | 2005 | 2004 |
| Short-term investments | | | | | |
| Local currency | | | | | |
| Investment funds | 18.12 | 362,971 | 224,728 | 401,931 | 575,304 |
| Austrian Bonds indexed in Reais | 16.30 | 278,040 | - | 278,040 | - |
| Treasury bills - LFT | 18.12 | - | 176,555 | - | 176,555 |
| Others | 7.65 | 97 | 89 | 97 | 89 |
| | | 641,108 | 401,372 | 680,068 | 751,948 |
| Foreign currency | | | | | |
| Investment funds | 9.25 | - | - | 1,613,682 | 836,055 |
| Interest-bearing current accounts | 4.04 | - | - | 87,959 | 350,796 |
| Currency swap contracts | | 18,041 | 29,479 | 18,041 | 29,479 |
| Interest rate swap contracts | | - | - | 2,576 | - |
| | | 18,041 | 29,479 | 1,722,258 | 1,216,330 |
| Total short-term | | 659,149 | 430,851 | 2,402,326 | 1,968,278 |
| Long-term investments | | | | | |
| Local currency | | | | | |
| National Treasury Certificate - CTN | 12.00 | 25,710 | 22,479 | 25,710 | 22,479 |
| Treasury bills - LFT | 18.12 | 39,347 | - | 39,347 | - |
| Austrian Bonds indexed in Reais | 16.30 | - | 237,748 | - | 237,748 |
| | | 65,057 | 260,227 | 65,057 | 260,227 |
| Foreign currency | | | | | |
| Currency Swap contracts | | - | 22,020 | - | 22,020 |
| | | - | 22,020 | - | 22,020 |
| Total long-term | | 65,057 | 282,247 | 65,057 | 282,247 |

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Notes to the financial statements

(In thousands of Reais)

Long-term investments as of December 31, 2005 mature as follows:

| | |
|-----------------|--------|
| Maturity | |
| 2008 | 39,347 |
| 2010 onwards | 25,710 |
| | <hr/> |
| | 65,057 |
| | <hr/> |

The investment fund portfolio in local currency is composed mainly of post-fixed Bank Deposit Certificates, National Treasury Securities and investment funds.

The investment fund portfolio in foreign currency is composed mainly of investments in dual currency, which have differentiated profitability according to the strike negotiated, and structured notes issued by first-tier American and European banks, pegged to securities of first-tier Brazilian companies and banks.

5 Accounts receivable

| | Parent company | | Consolidated | |
|---------------------------------------|----------------|----------------|----------------|----------------|
| | 2005 | 2004 | 2005 | 2004 |
| Foreign: | | | | |
| Subsidiaries | 79,566 | 422,374 | - | - |
| Customers | 151,266 | 76,394 | 260,545 | 175,546 |
| Advance on delivered export contracts | (19,102) | - | (19,102) | - |
| | <hr/> | | | |
| Total of foreign | 211,730 | 498,768 | 241,443 | 175,546 |
| Domestic customers | 278,791 | 201,132 | 278,799 | 201,141 |
| (-) Discounted receivables | - | - | - | (17,830) |
| (-) Allowance for doubtful accounts | (9,367) | (7,043) | (10,627) | (9,252) |
| | <hr/> | | | |
| | 481,154 | 692,857 | 509,615 | 349,605 |
| | <hr/> | | | |

Sadia S.A.

Publicly-held Company

Notes to the financial statements

(In thousands of Reais)

The changes in the allowance for doubtful accounts are as follows:

| | Parent company | | Consolidated | |
|--------------------------------------|----------------|----------------|-----------------|----------------|
| | 2005 | 2004 | 2005 | 2004 |
| Balance at the beginning of the year | (7,043) | (30,461) | (9,252) | (33,769) |
| Amounts charged to expense | (3,496) | (5,898) | (4,234) | (7,143) |
| Write offs | 1,172 | 29,316 | 2,859 | 31,660 |
| Balance at the end of the year | (9,367) | (7,043) | (10,627) | (9,252) |

The Company and its subsidiaries abroad (Sadia International Ltd and Wellax Food Comércio de Produtos Alimentares Lda.) entered into an agreement for sale of its receivables with an outside financial institution up to the maximum amount of US\$130 million, with interest rate of 0.375% p.a. + LIBOR. Credit insurance covering 90% of the value of the receivable was taken out with third parties and the beneficiaries in the event of default are the contracting financial institutions. At December 31, 2005 e 2004, the receivable assigned was approximately US\$100 million.

During the year ended December 31, 2005, the Company received approximately R\$1,840 million (R\$1,500 million in 2004) in cash funds and incurred expenses of R\$8 million (R\$4 million in 2004) with respect to this agreement.

The Company also assigned receivables to a Credit Assignment Investment Fund (FIDC), administered by Concórdia S.A. Corretora de Valores Móbiliarios, Cambio e Commodities. As of December 31, 2005, the net equity of this fund was R\$ 231,197 (R\$ 195,604 at December 31, 2004), of which R\$ 190,350 (R\$ 162,138 at December 31, 2004) was represented by acquisitions of the Company's receivables on the domestic market, with a discounted cost equivalent to 95% of the CDI per senior quota. The assignment of the receivables is made without right of recourse, and the eventual losses from default for Sadia are limited to the value of the subordinated quotas, which at December 31, 2005, represented R\$17,150 (R\$ 13,006 at December 31, 2004).

For other domestic accounts receivables, the Company has credit insurance, which guarantees a compensation, in case of delinquency, of 85% to customers with pre-approved credit and of 60% to the new customers or with a credit limit below R\$ 50.

Sadia S.A.

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Notes to the financial statements

*(In thousands of Reais)***6 Inventories**

| | Parent company | | Consolidated | |
|--|----------------|------------------|----------------|------------------|
| | 2005 | 2004 | 2005 | 2004 |
| Finished goods and products for sale | 307,445 | 348,125 | 349,360 | 386,584 |
| Livestock and poultry for slaughter and sale | 386,561 | 351,980 | 386,561 | 351,980 |
| Raw materials | 127,963 | 188,298 | 129,245 | 189,158 |
| Work in process | 38,336 | 71,484 | 38,336 | 71,484 |
| Packaging materials | 36,702 | 35,206 | 36,702 | 35,206 |
| Storeroom | 22,776 | 18,566 | 22,776 | 18,566 |
| Products in transit | 8,608 | 7,564 | 9,341 | 7,791 |
| Advances to suppliers | 13,599 | 47 | 13,599 | 47 |
| Imports in transit | 6,570 | 3,855 | 6,570 | 3,855 |
| | 948,560 | 1,025,125 | 992,490 | 1,064,671 |

7 Recoverable taxes

| | Parent company | | Consolidated | |
|--------------------------------------|----------------|----------------|----------------|----------------|
| | 2005 | 2004 | 2005 | 2004 |
| ICMS | 160,227 | 79,729 | 162,060 | 81,791 |
| IPI | 48,820 | 53,272 | 48,853 | 53,626 |
| Income and social contribution taxes | 44,051 | 30,819 | 48,679 | 33,753 |
| COFINS | 3,419 | 61,924 | 3,748 | 61,932 |
| PIS | 3,663 | 12,623 | 3,663 | 12,623 |
| Others | 56 | 56 | 109 | 76 |
| | 260,236 | 238,423 | 267,112 | 243,801 |
| Short-term portion | 140,212 | 151,237 | 147,088 | 156,615 |
| Long-term portion | 120,024 | 87,186 | 120,024 | 87,186 |

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Notes to the financial statements

(In thousands of Reais)

a. Value-added tax on sales and services - ICMS

Composed of credits generated by the commercial operations and by the acquisition of property, plant and equipment, of a number of the Company's units and can be offset with taxes of the same nature.

b. Excise tax - IPI

Composed of amounts arising from the following operations: presumed credit on packaging and inputs, presumed credit for reimbursement of PIS/PASEP and COFINS on exportations and export incentives, which can be compensated with other federal taxes.

c. Income and social contribution taxes

Correspond to income tax withheld at source on short-term financial investments and income tax and social contributions paid in advance that can be offset with federal taxes and contributions.

d. Social contributions - PIS/COFINS

Composed of credits arising from non-cumulative collection of PIS and COFINS, which can be compensated with other federal taxes.

8 Related party transactions

Related party transactions refers to mainly sales operations between the Company and its subsidiaries, which were performed under normal market conditions for similar types of operations. The balance sheet and income statement transactions between related parties are shown below:

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Notes to the financial statements

(In thousands of Reais)

| | 2005 | 2004 |
|---|------------------|------------------|
| Accounts receivable | | |
| Wellax Food Logistics C. P. A. S. U. Lda. | 59,190 | 410,848 |
| Sadia International Ltd. | 2,440 | 43 |
| Sadia Alimentos S.A. | 1,161 | 688 |
| Sadia Uruguay S.A. | 831 | 656 |
| Qualy B.V. | 14,396 | 8,411 |
| Sadia Chile S.A. | 1,548 | 1,728 |
| | 79,566 | 422,374 |
| Interest on shareholders' equity | | |
| Concórdia C.V.M.C.C. | 4,548 | 4,028 |
| | 4,548 | 4,028 |
| Loans | | |
| Wellax Food Logistics C. P. A. S. U. Lda. | 95,063 | - |
| Sadia International Ltd. | (253) | (286) |
| Empresa Matogrossense de Alimentos Ltda. | 659 | - |
| Rezende Óleo Ltda. | 848 | 830 |
| Concórdia S.A. CCVMCC | 4 | - |
| Rezende Marketing e Comunicação Ltda. | 56 | 53 |
| | 96,377 | 597 |
| Advances from subsidiaries | | |
| Wellax Food Logistics C. P. A. S. U. Lda. | (857,699) | (133,565) |
| Sadia International Ltd. | (2,015) | (5,426) |
| | (859,714) | (138,991) |
| Sales | | |
| Wellax Food Logistics C. P. A. S. U. Lda. | 2,240,660 | 2,056,363 |
| Sadia International Ltd. | 71,391 | 75,274 |

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Notes to the financial statements

(In thousands of Reais)

| | 2005 | 2004 |
|--|------------------|------------------|
| Sadia Chile S.A. | 16,493 | 11,175 |
| Sadia Alimentos S.A. | 11,999 | 9,112 |
| Sadia Uruguay S.A. | 4,536 | 4,984 |
| Só Frango Produtos Alimentícios Ltda. | 1,291 | - |
| | 2,346,370 | 2,156,908 |
| Goods Purchase | | |
| Só Frango Produtos Alimentícios Ltda. | 16,030 | - |
| | 16,030 | - |
| Net financial result | | |
| Wellax Food Logistics C. P. A. S. U. Ltda. | 22,536 | - |
| Sadia International Ltd. | 320 | 9,000 |
| | 22,856 | 9,000 |

9 Investments

| Investments | Ownership | Net income | | Equity result | Investment balances | |
|--|-----------|----------------------|-----------------------|---------------|---------------------|---------|
| | | Shareholder's equity | (loss) for the period | | 2005 | 2004 |
| Sadia GmbH | 100.00 | 902,143 | 424,186 | 283,027 | 902,143 | 619,116 |
| Sadia International Ltd. | 100.00 | 93,445 | 5,060 | (6,014) | 93,445 | 99,459 |
| Concórdia S.A. CVMCC | 99.99 | 53,678 | 7,979 | 11,602 | 53,678 | 46,624 |
| Empresa Matogrossense de Alimentos Ltda. | 100.00 | 1,350 | - | - | 1,350 | - |
| Rezende Óleo Ltda. | 100.00 | 1,138 | (413) | (413) | 1,138 | 1,551 |

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| | | | | | | |
|--|-------|------|-----|----------------|------------------|----------------|
| Rezende Market e Comun. Ltda. | 99.91 | (25) | (4) | (4) | - | - |
| Só Frango Produtos Alimentícios Ltda. | - | - | - | 5,654 | - | - |
| Total in subsidiaries | | | | 293,852 | 1,051,754 | 766,750 |
| Goodwill | | | | - | 54,076 | - |
| Other investments | | | | - | 1,445 | 1,384 |
| Total investments of the Parent Company | | | | 293,852 | 1,107,275 | 768,134 |

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Notes to the financial statements

(In thousands of Reais)

| Investments | Ownership | Shareholder's equity | Net income (loss) for the period | Equity result | Investment balances | |
|--|-----------|-------------------------|--|------------------|------------------------|---------------|
| | | | | | 2005 | 2004 |
| Other investments of subsidiaries/affiliates | | | | - | 21,615 | 17,877 |
| Investments eliminated on consolidation | | | | (442,628) | (1,051,754) | (766,751) |
| Total consolidated investments | | | | (148,776) | 77,136 | 19,260 |

The changes in the investments are as follows:

| | Acquisition | Amortization | Capital Increase | Negative Equity | Merger | Dividends / Shareholding result | Interest on shareholders' | |
|---|---------------|-----------------|---------------------|--------------------|-----------------|------------------------------------|------------------------------|--------------|
| | | | | | | | equity | Operational |
| Sadia G.m.b.H. | - | - | - | - | - | - | 283,027 | - |
| Sadia International Ltd. | - | - | - | - | - | - | (6,014) | - |
| Concórdia S.A. CVMCC | - | - | - | - | - | (4,548) | 7,979 | 3,623 |
| Rezende Óleo Ltda. | - | - | - | - | - | - | (413) | - |
| Rezende Marketing e Comunicação Ltda. | - | - | - | 4 | - | - | (4) | - |
| Só Frango Produtos Alimentícios Ltda. | 7,837 | - | 17,527 | - | (31,018) | - | 5,654 | - |
| Empresa Matogrossense de Alimentos Ltda. | 1,350 | - | - | - | - | - | - | - |
| | 9,187 | 0 | 17,527 | 4 | (31,018) | (4,548) | 290,229 | 3,623 |
| Goodwill | 70,560 | (16,484) | - | - | - | - | - | - |
| Other Investments | 61 | - | - | - | - | - | - | - |
| | 79,808 | (16,484) | 17,527 | 4 | (31,018) | (4,548) | 290,229 | 3,623 |

The accumulated income from equity interest on the consolidated financial statements is represented by translation losses of R\$152,399 and a non-operating income of R\$3,623.

On January 3, 2005 the Company acquired 100% of the shares of Só Frango Produtos Alimentícios Ltda. The acquisition generated goodwill in the amount of R\$ 62,505, which will be amortized within 3 years based on the

expected profitability of the investment.

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Notes to the financial statements

(In thousands of Reais)

In the Extraordinary General Meeting held on April 29, 2005, the incorporation of the wholly owned subsidiary Só Frango Produtos Alimentícios Ltda. was approved by the shareholders of Sadia S.A., with the aim of obtaining operating and corporate benefits, amongst others, resulting in a significant economy of scale due to the decrease in expenses arising from centralizing and rationalizing administrative and operational activities.

On September 9, 2005 Sadia S.A. acquired 100% of the quotas representing the capital of the company Matogrossense de Alimentos Ltda., located in Lucas do Rio Verde, where the Company's new industrial complex will be established. In the acquisition, goodwill in the amount of R\$8,055, was paid, which will be amortized as from the start-up of operations, forecasted for 2007.

10 Property, plant and equipment

| | Annual average % | Parent company | | | |
|-------------------------------|---------------------|------------------|--------------------|------------------|------------------|
| | | Cost | Depreciation | Residual amount | |
| | | 2005 | 2005 | 2005 | 2004 |
| Lands | - | 63,828 | - | 63,828 | 55,360 |
| Buildings | 4 | 713,259 | (329,512) | 383,747 | 348,541 |
| Machinery and equipment | 15 | 986,194 | (540,122) | 446,072 | 328,062 |
| Installations | 10 | 218,585 | (121,767) | 96,818 | 77,392 |
| Vehicles | 27 | 12,387 | (7,807) | 4,580 | 4,666 |
| Breeding stock | - | 219,159 | (114,145) | 105,014 | 108,065 |
| Forestation and reforestation | - | 23,013 | (5,919) | 17,094 | 12,731 |
| Others | - | 2,891 | (1,267) | 1,624 | 452 |
| Construction in progress | - | 408,354 | - | 408,354 | 163,011 |
| Advances to suppliers | - | 44,264 | - | 44,264 | 14,579 |
| | | 2,691,934 | (1,120,539) | 1,571,395 | 1,112,859 |

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Notes to the financial statements

(In thousands of Reais)

| | Consolidated | | | | |
|-------------------------------|--------------|------------------|--------------------|------------------|------------------|
| | Annual | Cost | Depreciation | Residual amount | |
| | average % | 2005 | 2005 | 2005 | 2004 |
| Lands | - | 64,031 | - | 64,031 | 55,465 |
| Buildings | 4 | 713,957 | (330,012) | 383,945 | 349,193 |
| Machinery and equipment | 15 | 988,805 | (541,494) | 447,311 | 329,324 |
| Installations | 10 | 218,843 | (121,859) | 96,984 | 77,539 |
| Vehicles | 27 | 13,554 | (8,063) | 5,491 | 5,104 |
| Breeding stock | - | 219,159 | (114,145) | 105,014 | 108,065 |
| Forestation and reforestation | - | 23,013 | (5,919) | 17,094 | 12,731 |
| Others | - | 4,266 | (2,065) | 2,201 | 1,192 |
| Construction in progress | - | 409,378 | - | 409,378 | 163,011 |
| Advances to suppliers | - | 44,564 | - | 44,564 | 14,579 |
| | | 2,699,570 | (1,123,557) | 1,576,013 | 1,116,203 |

We present the changes in the cost of property, plant and equipment below:

| | Position in 12.31.2004 | Acquisitions | Disposal | Tranfers | Position in 12.31.2005 |
|----------------------------------|---------------------------|----------------|-----------------|---------------|---------------------------|
| Lands | 55,465 | 8,567 | (976) | 975 | 64,031 |
| Buildings | 653,424 | 21,789 | (23,091) | 61,835 | 713,957 |
| Machinery and equipment | 818,414 | 51,011 | (24,057) | 143,437 | 988,805 |
| Breeding stock | 162,490 | 56,669 | - | - | 219,159 |
| Installations | 186,790 | 3,828 | (3,342) | 31,567 | 218,843 |
| Vehicles | 14,781 | 2,580 | (3,596) | (211) | 13,554 |
| Forestation and reforestation | 19,768 | 3,262 | (2,389) | 2,372 | 23,013 |
| Others | 3,141 | 11,442 | (128) | (10,189) | 4,266 |
| Construction in progress | 163,011 | 464,390 | (20) | (218,003) | 409,378 |
| Advances to suppliers | 14,579 | 18,611 | (306) | 11,680 | 44,564 |
| Total Cost of Acquisition | 2,091,863 | 642,149 | (57,905) | 23,463 | 2,699,570 |

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Notes to the financial statements

(In thousands of Reais)

- a. The construction in progress is mainly represented by projects related to the expansion and modernization of industrial units.
- b. In accordance with CVM Deliberation 193/96 the interest incurred in the period arising from financing of projects for modernization and expansion of the industrial units has been recorded in the respective costs of the construction in progress in the amount of R\$16,852 (R\$11,206 at December 31, 2004).
- c. The Company sold the old administrative center of Granja Rezende for R\$17,300, generating a gain of R\$165, recorded in nonoperating income.

11 Deferred charges

| | Parent company | | | | |
|-------------------------|----------------|----------------|-----------------|----------------|---------------|
| | Rate | Cost | | Residual value | |
| | | 2005 | 2005 | 2005 | 2004 |
| Software implementation | 25 | 158,556 | (87,851) | 70,705 | 46,690 |
| Product development | 20 | 13,722 | (2,429) | 11,293 | 2,350 |
| Reorganization expenses | 20 | 5,126 | - | 5,126 | - |
| Others | 20 | 530 | (167) | 363 | 100 |
| | | 177,934 | (90,447) | 87,487 | 49,140 |
| | Consolidated | | | | |
| | Rate | Cost | | Residual value | |
| | | 2005 | 2005 | 2005 | 2004 |
| Software implementation | 25 | 161,694 | (88,342) | 73,352 | 47,042 |
| Product development | 20 | 13,722 | (2,429) | 11,293 | 2,351 |
| Reorganization expenses | 20 | 5,126 | - | 5,126 | - |
| Others | 20 | 705 | (283) | 422 | 129 |
| | | 181,247 | (91,054) | 90,193 | 49,522 |

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Notes to the financial statements

*(In thousands of Reais)***12 Loans and financing - Short-term**

| | Parent company | | Consolidated | |
|--|----------------|----------------|----------------|----------------|
| | 2005 | 2004 | 2005 | 2004 |
| Short-term | | | | |
| Foreign currency | | | | |
| Net working financing composed of prepayment subject to LIBOR variation for 1-month deposits (4.39% in December 2005) plus interest of 0.10% p.a., guaranteed by its own investments | - | - | 329,976 | 276,496 |
| Advanced collection relating to the receivables sold, with no interest | - | - | 54,376 | 36,061 |
| Export financing composed of prepayment subject to interest rate of 4.20% p.a., guaranteed by promissory notes or sureties | 23,735 | 26,972 | 23,735 | 26,972 |
| Credit lines for the development of foreign trade, with interest rates of 5.76% p.a., guaranteed by promissory notes or sureties | - | - | 4,871 | 35,887 |
| Currency swap contracts | 3,522 | 15,424 | 3,522 | 15,424 |
| Interest rate swap contracts | 76 | 1,150 | 76 | 1,256 |
| | 27,333 | 43,546 | 416,556 | 492,096 |
| Local currency | | | | |
| Rural credit lines and working capital loans with interest of 8.75% p.a. | 167,751 | 155,118 | 167,751 | 155,118 |
| Currency swap contracts | 106,180 | 130,543 | 106,180 | 130,543 |
| | 273,931 | 285,661 | 273,931 | 285,661 |
| | 301,264 | 329,207 | 690,487 | 777,757 |

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Notes to the financial statements

(In thousands of Reais)

| | Parent company | | Consolidated | |
|--|----------------|----------------|----------------|----------------|
| | 2005 | 2004 | 2005 | 2004 |
| <u>Short-term portion of the long-term debt</u> | | | | |
| <u>Foreign currency</u> | | | | |
| IFC (International Finance Corporation) funding in foreign currency for investment in property, plant and equipment, of which R\$23,325 is subject to interest at the rate of 9.05% p.a., guaranteed by real estate mortgages | 23,325 | 129,222 | 23,325 | 129,222 |
| Export financing composed of prepayment in amount of R\$123,815 subject to LIBOR variation for 6-month deposits (4.7% in December 2005) and interest of 8.2% p.a. and an amount of R\$212,634 of a line focused on the incentive for foreign trade activities, plus annual interest of 5.69% p.a., guaranteed by promissory notes or sureties | 123,815 | 236,874 | 336,449 | 238,824 |
| BNDES (National Bank for Economic and Social Development), credit lines for investments and exports, composed as follows: FINEM in the amount of R\$10,335 subject to the weighted average of exchange variation of currencies traded by BNDES - UMBNDES and fixed interest of 3.50% p.a. and FINAME in the amount of R\$621 subject to the weighted average of exchange variation of currencies traded by BNDES-UMBNDES and fixed interest of 3%, guaranteed by mortgage bonds and real estate mortgage | 10,956 | 32,380 | 10,956 | 32,380 |
| Financing subject to LIBOR variation for 1-month deposits (4.39% in December 2005) plus interest from 0.10% p.a., guaranteed by its own titles | 145,719 | 160,833 | 145,719 | 160,833 |
| | 303,815 | 559,309 | 516,449 | 561,259 |

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Notes to the financial statements

*(In thousands of Reais)***Local currency**

BNDES (National Bank for Economic and Social Development), credit lines for investments and exports, composed as follows: FINAME in the amount of R\$ 8,538 subject to the Long-Term Interest Rate -TJLP (9.75% p.a. in December 2005) and interest of 4.45% p.a., FINAME-EXIM in the amount of R\$ 139,321 subject to TJLP (9.75% p.a. in December 2005) and interest of 3.97% p.a. and FINEM in the amount of R\$ 17,366 subject to TJLP (9.75% p.a. in December 2005) and interest of 3.50% p.a., guaranteed by mortgage bonds and real estate mortgages

| | | | |
|---------|---------|---------|---------|
| 165,225 | 271,036 | 165,225 | 271,036 |
|---------|---------|---------|---------|

PESA - Special Aid for Agribusiness payable in installments, subject to IGPM variation and annual interest of 9.89%, guaranteed by sureties

| | | | |
|-------|-------|-------|-------|
| 5,549 | 5,458 | 5,549 | 5,458 |
|-------|-------|-------|-------|

Others subject to interest rate from 4% to 14% p.a.

| | | | |
|-------|----|-------|----|
| 6,957 | 34 | 6,957 | 34 |
|-------|----|-------|----|

| | | | |
|----------------|----------------|----------------|----------------|
| 177,731 | 276,528 | 177,731 | 276,528 |
|----------------|----------------|----------------|----------------|

Short-term portion of long-term debt

| | | | |
|----------------|----------------|----------------|----------------|
| 481,546 | 835,837 | 694,180 | 837,787 |
|----------------|----------------|----------------|----------------|

Total short-term

| | | | |
|----------------|------------------|------------------|------------------|
| 782,810 | 1,165,044 | 1,384,667 | 1,615,544 |
|----------------|------------------|------------------|------------------|

At December 31, 2005 the weighted average interest in short-term loans was 6.90% p.a. (7.06% p.a. at December 31, 2004).

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Notes to the financial statements

*(In thousands of Reais)***13 Loans and financing - Long-term**

| | Parent company | | Consolidated | |
|--|----------------|------------------|------------------|------------------|
| | 2005 | 2004 | 2005 | 2004 |
| <u>Foreign currency</u> | | | | |
| Export financing composed of prepayment, payable in amount of R\$372,780 in installments up to 2010, subject to LIBOR variation for 6-month deposits (4.7% in December 2005) plus annual interest of 8.2% p.a, and a line focused on the incentive for foreign trade in amount of R\$1,212,113, subject to LIBOR variation for 6-month plus interest of 5.69% p.a., guaranteed by promissory notes or sureties | 372,780 | 657,258 | 1,584,893 | 924,965 |
| Financing subject to LIBOR variation for 1-month deposits (4.39% in December 2005) plus interest of 0.10% p.a., guaranteed by its own titles | 145,719 | 160,833 | 145,719 | 160,833 |
| IFC (International Finance Corporation) for investments in property, plant and equipment, in amount of R\$23,325 subject to interest at the rate of 9.05% p.a., guaranteed by real estate mortgages | 23,325 | 129,222 | 23,325 | 129,222 |
| BNDES (National Bank for Economic and Social Development), payable from 2006 to 2013, composed as follows: FINEM in the amount of R\$29,046 subject to the weighted average of the exchange variation of currencies traded by BNDES - UMBNDES and fixed interest of 3.50% p.a. and FINAME in the amount of R\$40,704 subject to the weighted average of the exchange variation of currencies traded by BNDES - UMBNDES and fixed annual interest of 3% p.a. guaranteed by mortgage bonds and real estate mortgages | 69,750 | 66,677 | 69,750 | 66,677 |
| Currency swap contracts | 3,334 | 5,281 | 3,334 | 5,281 |
| | 614,908 | 1,019,271 | 1,827,021 | 1,286,978 |

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Notes to the financial statements

*(In thousands of Reais)***Local currency**

BNDES (National Bank for Economic and Social Development), credit lines for investments and exports, payable from 2006 to 2012, composed as follows: FINAME in the amount of R\$225,684 subject to the Long-Term Interest Rate -TJLP (9.75% p.a. in December 2005) and interest of 4.45% p.a., FINAME-EXIM in the amount of R\$139,321 subject to TJLP and interest of 3.97% p.a. and FINEM in the amount of R\$37,654 subject to TJLP and interest of 3.50% p.a., guaranteed by mortgage bonds and real estate mortgages

| | | | |
|---------|---------|---------|---------|
| 402,659 | 436,309 | 402,659 | 436,309 |
|---------|---------|---------|---------|

PESA - Special Aid for Agribusiness payable from 2006 to 2020, subject to IGPM variation and annual interest of 9.89%, guaranteed by sureties

| | | | |
|---------|---------|---------|---------|
| 131,831 | 129,310 | 131,831 | 129,310 |
|---------|---------|---------|---------|

Currency swap contracts

| | | | |
|-------|--------|-------|--------|
| 7,009 | 65,174 | 7,009 | 65,174 |
|-------|--------|-------|--------|

Others subject to interest rate from 4% to 14% p.a.

| | | | |
|--------|--------|--------|--------|
| 40,187 | 21,846 | 40,187 | 21,846 |
|--------|--------|--------|--------|

| | | | |
|----------------|----------------|----------------|----------------|
| 581,686 | 652,639 | 581,686 | 652,639 |
|----------------|----------------|----------------|----------------|

| | | | |
|------------------|------------------|------------------|------------------|
| 1,196,594 | 1,671,910 | 2,408,707 | 1,939,617 |
|------------------|------------------|------------------|------------------|

| | | | |
|-----------|-----------|-----------|-----------|
| (481,546) | (835,837) | (694,180) | (837,787) |
|-----------|-----------|-----------|-----------|

Short-term portion of long-term debt

Total long-term

| | | | |
|----------------|----------------|------------------|------------------|
| 715,048 | 836,073 | 1,714,527 | 1,101,830 |
|----------------|----------------|------------------|------------------|

The noncurrent portions of financings at December 31, 2005 mature as follows:

| Maturity | Parent company | Consolidated |
|-----------------|-----------------------|---------------------|
| 2007 | 130,531 | 196,753 |
| 2008 | 135,570 | 135,570 |
| 2009 | 116,755 | 116,755 |
| 2010 onwards | 332,192 | 1,265,449 |
| | 715,048 | 1,714,527 |

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(In thousands of Reais)

On December 29, 2005, the Company made early settlement in the amount of US\$27,500 thousand referring to the financing agreement with the International Finance Corporation (IFC). The Company has revealed its intention to settle the remaining balance of R\$23.325 in the short term, and, accordingly, there will be no restrictions with respect to the distribution of dividends in addition to the mandatory minimum dividend required by law, when one of the consolidated financial indexes (current liquidity, long-term indebtedness and total indebtedness) does not meet the agreed ratio levels.

14 Pension plans for employees

In addition to the pension plan, the Company's human resources policy offers the following benefits:

- Payment of the penalty in connection with the Government Severance Indemnity Fund for Employees upon retirement;
- Payment of a bonus for time of service;
- Payment of indemnification for termination of service; and
- Payment of indemnification for retirement.

These benefits are due in one single payment upon the employee's retirement or termination of service, and the amounts are computed by actuarial calculations.

15 Commitments and contingencies

Commitments

The Company has non-cancelable leasing agreements for industrial units that expire over the next three years. These leasing are subject to renewal for 4 more years and do not require any penalty if the Company does not renew them. The Company does not pay execution costs, such as maintenance and insurance. The rental expenses totaled R\$33,110 in 2005 (R\$27,512 in 2004).

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(In thousands of Reais)

The table below shows the future payments related to the leasing agreement at December 31, 2005:

| | |
|-------|---------|
| 2006 | 65,200 |
| 2007 | 65,200 |
| 2008 | 34,200 |
| | <hr/> |
| Total | 164,600 |
| | <hr/> |

In addition the Company signed purchase agreements for production purposes (packaging) in the approximate amount of R\$360 million on December 31, 2005, payable until 2010.

Contingencies

The Company and its subsidiaries have several on going claims of a labor, civil and tax nature, resulting from its normal business activities. The respective provisions for contingencies were constituted based on the opinion of the Company's legal counsel, which considered that unfavorable outcomes are likely.

The Company's management believes that the provision for contingencies shown below is sufficient to cover any losses arising from legal proceedings.

| | Parent company | | Consolidated | |
|-------------------|----------------|---------------|---------------|---------------|
| | 2005 | 2004 | 2005 | 2004 |
| Tax proceedings | 39,810 | 31,521 | 42,217 | 33,618 |
| Civil proceedings | 13,281 | 11,746 | 13,281 | 11,746 |
| Labor proceedings | 16,447 | 13,594 | 16,449 | 13,620 |
| | <hr/> | <hr/> | <hr/> | <hr/> |
| | 69,538 | 56,861 | 71,947 | 58,984 |
| | <hr/> | <hr/> | <hr/> | <hr/> |

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Notes to the financial statements

(In thousands of Reais)

The changes in the provision for contingencies are presented as follows:

| | Position in 2004 | Additions | Disposals | Monetary updates | Position in 2005 |
|-------------------|---------------------|---------------|----------------|---------------------|---------------------|
| Tax proceedings | 33,618 | 11,296 | (3,552) | 855 | 42,217 |
| Civil proceedings | 11,746 | 4,861 | (5,248) | 1,922 | 13,281 |
| Labor proceedings | 13,620 | 1,036 | (782) | 2,575 | 16,449 |
| | 58,984 | 17,193 | (9,582) | 5,352 | 71,947 |

Tax litigation

The main tax contingencies involve the following cases:

a. Income and social contribution taxes on net income

Provision for income and social contribution taxes on net income amounting to R\$9,159, of which R\$6,120 recorded on the acquisition of the subsidiary Granja Rezende (incorporated in 2002), R\$2,222 on withholding income tax on investments of Granja Rezende and R\$817 for other provisions.

b. Value - Added tax on sales and services - ICMS

The Company is a defendant in several administrative cases involving ICMS, mainly in the States of São Paulo, Rio de Janeiro and Amazonas (SUFRAMA), totaling a probable contingency estimated at R\$20,223.

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(In thousands of Reais)

c. Other tax contingencies

Several cases related to payment of IOF (Tax on Financial Operations), PIS (Social Integration Program Tax), COFINS (Tax for Social Security Financing) and others totaling a provision of R\$12,835.

The Company has other contingencies of a tax nature with a claimed amount of R\$479,891, which were assessed as possible losses by the legal advisors and by the Management of the Company and, therefore, no provision was recorded.

On November 9, 2005, the Supreme Court declared by a majority of votes that Law 9718/98 was unconstitutional, which changed the calculation basis of PIS and COFINS, including operating and financial income. This decision affects only the taxpayers whose actions have been judged, however, this decision indicates that the court suits that have the same objective will also be successful. The Company has a court suit questioning the increase in the basis, however, it has been calculating and paying these taxes in accordance with the law. If the Company had already received a final decision, the credit to be recognized in the financial statements would be approximately R\$60 million.

Civil litigation

Represents principally proceedings involving claim for indemnification for losses and damages, including pain and suffering, arising from work-related accidents and consumer relations.

The Company has other contingencies of a civil nature with a claimed amount of R\$50,242, which were assessed as possible losses by the legal advisors and by Management and, therefore, no provision was recorded.

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*(In thousands of Reais)****Labor claims***

The company is involved in approximately 1,780 labor claims. These labor lawsuits refer mainly to claims for overtime, and health exposure and hazard claims, none of which involve a significant amount on an individual basis. The total amount involved is R\$35,920, for which the provision in the amount of RS16,449 was recorded based on historical information, representing the best estimate for probable losses.

Court deposits

Whenever necessary the Company has made court deposits, as follows:

| | Parent company | | Consolidated | |
|-------------------|----------------|---------------|---------------|---------------|
| | 2005 | 2004 | 2005 | 2004 |
| Tax proceedings | 63,641 | 63,800 | 63,641 | 63,800 |
| Labor proceedings | 13,611 | 11,120 | 13,611 | 11,120 |
| Civil proceedings | 1,038 | 2,178 | 1,144 | 2,284 |
| | 78,290 | 77,098 | 78,396 | 77,204 |

16 Shareholders' equity***a. Capital***

Subscribed and paid-in capital is represented by the following shares with no par value, at December 31, 2005 and 2004:

| | 2005 | 2004 |
|------------------------------|--------------------|--------------------|
| Common shares | 257,000,000 | 257,000,000 |
| Preferred shares | 426,000,000 | 426,000,000 |
| Total shares | 683,000,000 | 683,000,000 |
| Preferred shares in treasury | (2,504,288) | (304,288) |

Total outstanding shares

680,495,712

682,695,712

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Notes to the financial statements

(In thousands of Reais)

b. Statutory reserves

Legal reserve

In compliance with article 193 of Law 6404/76, the reserve was recorded at the rate of 5% of the net profit for the year, up to the limit of 20% of the capital.

Research and development reserve

It is recorded at the rate of 5% of the net profit for the year, up to the limit of 10% of capital.

Expansion reserve

It is recorded with at least 15% and with a maximum of 60% of the net profit for the year, up to the limit of 70% of capital.

c. Treasury stock

The Company's treasury stock consists of 2,504,288 preferred shares acquired at R\$10,377 for future sale and/or cancellation. At December 31, 2005 the market value corresponded to R\$16,103.

d. Shareholders' remuneration

On December 15, 2005, in an extraordinary general meeting, the right for preferred shares to be included in a potential public offering for sale of the Company's control was approved, and the shareholders holding preferred shares were guaranteed a minimum price equal to 80% of the amount paid for a share with voting rights, which is part of the controlling block, substituting/excluding item b) of article 12 of the by-laws that grants an advantage for receipt of dividends by holders of preferred shares at least 10% higher than those attributed to the holders of common shares, therefore making equal the remunerations attributed to the common and preferred shares in terms of dividends. This approval was ratified in a Special Meeting of Preferred Shares Holders by 57.12% of the total number of preferred shares holders.

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(In thousands of Reais)

The corporate bylaws determine the distribution of a minimum dividend of 28% of the net income for the year, adjusted in accordance with article 202 of Law 6404/76. The minimum dividend was paid or credited as interest on own capital. The Company calculated interest on own capital based on the long-term interest rate (TJLP) in force in the year, as shown below:

| | 2005 | 2004 |
|---|----------------|----------------|
| Net income for the year | 647,403 | 445,301 |
| Legal Reserve | (32,370) | (22,265) |
| Basis | 615,033 | 423,036 |
| Distribution to shareholders: | | |
| - Interest on shareholders' equity (net of withholding tax of R\$ 8.397) paid in advance on August 17, 2005. | 47,580 | - |
| - Interest on shareholders' equity (net of withholding tax of R\$ 17.814) recorded at December 31, 2005, to be paid on February 16, 2006. | 100,947 | - |
| - Dividends recorded in December 31, 2005 to be paid on March 16, 2006 | 26,621 | - |
| - Interest on shareholders' equity (net of withholding tax of R\$ 22.242), paid relatively to 2004. | - | 126,068 |
| TOTAL | 175,148 | 126,068 |
| Percentage in relation to the basis | 28.48% | 29.80% |
| Interest on shareholders' equity by 1,000 shares in Reais: | | |
| Preferred | R\$259.87 | R\$191.21 |
| Common | R\$253.29 | R\$173.82 |

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*(In thousands of Reais)**e. Market value*

The market value of Sadia S.A. shares according to the average quotation of shares traded on the São Paulo Stock Exchange - BOVESPA, corresponded to R\$6.43 per thousand shares at December 31, 2005 (R\$5.98 at December 31, 2004). Net equity on that date was R\$3.27 per thousand shares (R\$2.63 at December 31, 2004).

f. Shareholders composition

Shareholders composition, until the natural person level, of Sadia S.A, which have more than 5% of ordinary stock, at December 31, 2005.

| Shareholders | CS | % | PS | % | Total | % |
|-------------------------------------|--------------------|----------------|--------------------|----------------|--------------------|----------------|
| Fundação Attilio F. X. Fontana | 24,998,558 | 9.73% | - | - | 24,998,558 | 3.66% |
| Osório Henrique Furlan | 14,948,969 | 5.82% | - | - | 14,948,969 | 2.19% |
| Sunflower Participações S.A. (*) | 32,018,789 | 12.46% | - | - | 32,018,789 | 4.69% |
| Others shareholders' (*) | 104,713,344 | 40.74% | 29,962,661 | 7.03% | 134,676,005 | 19.71% |
| Oppenheimer Developing Markets Fund | - | - | 24,431,000 | 5.73% | 24,431,000 | 3.58% |
| Others shareholders' | 80,320,340 | 31.25% | 369,102,051 | 86.65% | 449,422,391 | 65.80% |
| Treasury stock | - | - | 2,504,288 | 0.59% | 2,504,288 | 0.37% |
| Total | 257,000,000 | 100.00% | 426,000,000 | 100.00% | 683,000,000 | 100.00% |

(*) Shareholders' agreement participants

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(In thousands of Reais)

Shareholders composition of Sunflower Participações S.A. at December 31, 2005:

| Shareholders | CS | % | PS | % | Total | % |
|-------------------------------|-------------------|----------------|----------|----------|-------------------|----------------|
| Maria Aparecida Cunha Fontana | 14,084,143 | 43.99% | - | - | 14,084,143 | 43.99% |
| Attilio Fontana Neto | 5,716,562 | 17.85% | - | - | 5,716,562 | 17.85% |
| Walter Fontana Filho | 6,739,660 | 21.05% | - | - | 6,739,660 | 21.05% |
| Vânia Cunha Fontana | 5,478,424 | 17.11% | - | - | 5,478,424 | 17.11% |
| TOTAL | 32,018,789 | 100.00% | - | - | 32,018,789 | 100.00% |

Stocks in possession of the Controllers, Advisory Board, Directors and the Fiscal Council of the Sadia S.A.

At December 31, 2005

| | CS | % CS | PS | % PS | Total | % Total |
|--------------------------------|--------------------|--------|-------------------|-------|--------------------|---------|
| Controlling shareholders | 136,732,133 | 53.20% | 41,973,939 | 9.85% | 178,706,072 | 26.16% |
| Board of directors members (*) | 19,864,334 | 7.73% | 9,101,201 | 2.14% | 28,965,535 | 4.24% |
| Officers (*) | 11,915 | - | 4,956,929 | 1.16% | 4,968,844 | 0.73% |
| Fiscal council | 1,629 | - | 528 | - | 2,157 | - |
| Total | 156,610,011 | | 56,032,597 | | 212,642,608 | |

(*)Excludes shareholders who are members of the controlling group

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*(In thousands of Reais)***At December 31, 2004**

| | CS | % | PS | % | Total | % |
|---------------------------------------|-------------|-------|------------|-------|-------------|-------|
| Controlling shareholders | 175,228,263 | 68.18 | 53,880,648 | 12.65 | 229,108,911 | 33.54 |
| Members of the Board of Directors (*) | 5,478,334 | 2.13 | 6,004,296 | 1.41 | 11,482,630 | 1.68 |
| Officers (*) | 29,457 | 0.01 | 4,548,865 | 1.07 | 4,578,322 | 0.67 |
| Fiscal council | 1,629 | 0.00 | 528 | 0.00 | 2,157 | 0.00 |
| | <hr/> | <hr/> | <hr/> | <hr/> | <hr/> | <hr/> |
| Total | 180,737,683 | | 64,434,337 | | 245,172,020 | |
| | <hr/> | | <hr/> | | <hr/> | |

(*)Excludes shareholders who are members of the controlling group

Outstanding stocks of Sadia S.A. at December 31, 2005:

| | CS | % | PS | % | TOTAL | % |
|--------------------|--------------------|----------------|--------------------|----------------|--------------------|----------------|
| Outstanding stocks | 120,267,867 | 46.80% | 381,521,773 | 89.56% | 501,789,640 | 73.47% |
| Total | 257,000,000 | 100.00% | 426,000,000 | 100.00% | 683,000,000 | 100.00% |

17 Stock Option plan

In the Ordinary and Extraordinary General Meeting of April 29, 2005 the stock option plan was approved in its first phase for the Company's officers. The plan comprises nominative preferred shares issued by the Company available in treasury and has the long-term aim of stimulating the feeling of ownership and commitment to the Company by the participants, and, thus, is in line with the shareholder's interests.

The plan will be managed by a Management Committee, composed of the Chief Executive Officer and the Human Resources Committee of the Board of Directors.

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(In thousands of Reais)

The price for exercising the purchase options does not include any discount and will be based on the average value of the quotation for the share in the last three days of trading on the São Paulo Stock Exchange prior to the grant date, updated by the accumulated National Consumer Price Index (INPC) between the grant date of exercising the option. The vesting period, during which the participant cannot exercise his/her right to purchase the shares, will be three years as from the option granting date. The participant will be able to fully or partially exercise his/her purchase rights after the vesting period within a maximum period of 2 years, and only after this period has expired will he/she lose the right to the options not exercised.

The composition of the options granted is presented as follows:

| Grant date | Date | | Number of shares | Price of shares | | |
|------------|----------|----------|------------------|-------------------------|----------------|-----------------|
| | Start | Final | | Price on the Grant date | Updated - INPC | Market 12/31/05 |
| 06/24/05 | 06/23/08 | 06/23/10 | 2,200,000 | 5 | 4.63 | 6.43 |

Since the Company has treasury shares earmarked for the stock option plan, the difference between the market value and the updated price for the year will not affect the Company's results.

18 Employees' profit sharing

The Company grants its employees a profit sharing plan, which depends on attaining specific targets, established and agreed to at the beginning of each year. This plan has been approved by Administration Council of the Company and it has been registered by a formal agreement with the unions.

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Notes to the financial statements

*(In thousands of Reais)***19 Financial result**

| | Parent company | | Consolidated | |
|-----------------------------------|-----------------|------------------|------------------|------------------|
| | 2005 | 2004 | 2005 | 2004 |
| Financial expenses | | | | |
| Interest | (211,320) | (251,167) | (235,176) | (323,850) |
| Monetary variations - Liabilities | (10,570) | (22,322) | (20,379) | (39,623) |
| Exchange variations - Liabilities | 226,931 | 119,737 | 199,039 | 91,461 |
| Others | (43,068) | (27,583) | (68,676) | (49,988) |
| | (38,027) | (181,335) | (125,192) | (322,000) |
| Financial income | | | | |
| Interest | 90,668 | 151,926 | 218,685 | 268,940 |
| Monetary variations - Assets | 205 | 6,429 | 205 | 9,892 |
| Exchange variations - Assets | (121,196) | (114,092) | 112,962 | (20,111) |
| Others | 17,711 | 18,467 | 29,313 | 30,622 |
| | (12,612) | 62,730 | 361,165 | 289,343 |
| | (50,639) | (118,605) | 235,973 | (32,657) |

In the period ended September 30, 2004, with the publication of law 5164/04, management decided to reverse the provision for PIS/COFINS on monetary variations of financial investments, in the gross amount of R\$ 26 million, which was recorded in other financial income (R\$ 17,0 million, net of taxes).

During the second quarter of 2004, the Company sold its Brazilian debt investments (Brazil Global and Brazil C Bearer Bonds). These investments were part of the foreign subsidiaries investment funds portfolio. This operation reduced the exposure of the Company and its subsidiaries to the volatility of these securities. As a result of this operation the Company recorded a loss of approximately R\$ 110,000.

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Notes to the financial statements

*(In thousands of Reais)***20 Income and social contribution taxes**

Income before the provision for income tax (IR) and social contribution on net income (CSLL) was composed as follows:

| | Parent company | | Consolidated | |
|---------|----------------|----------------|----------------|----------------|
| | 2005 | 2004 | 2005 | 2004 |
| Local | 719,324 | 517,925 | 299,766 | 367,340 |
| Foreign | - | - | 429,254 | 144,211 |
| | 719,324 | 517,925 | 729,020 | 511,551 |

The composition of income and social contribution taxes is as follows:

| | Parent company | | Consolidated | |
|----------------|-----------------|-----------------|-----------------|-----------------|
| | 2005 | 2004 | 2005 | 2004 |
| Local | | | | |
| Current | (51,384) | (29,910) | (52,239) | (32,056) |
| Deferred | (18,817) | (54,295) | (19,189) | (51,955) |
| | (70,201) | (84,205) | (71,428) | (84,011) |
| Foreign | | | | |
| Current | - | - | 248 | (248) |
| Deferred | (1,720) | 11,581 | (1,720) | 11,581 |
| | (1,720) | 11,581 | (1,472) | 11,333 |
| | (71,921) | (72,624) | (72,900) | (72,678) |

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Notes to the financial statements

(In thousands of Reais)

Income and social contribution taxes were calculated at applicable rates and reconciliation with the income and social contribution tax expenses is shown below:

| | Parent company | | Consolidated | |
|--|-----------------|-----------------|-----------------|-----------------|
| | 2005 | 2004 | 2005 | 2004 |
| Income before taxation/profit sharing | 719,324 | 517,925 | 729,020 | 511,551 |
| Interest on shareholders' equity | (174,738) | (146,714) | (174,738) | (146,714) |
| Income before income and social contribution taxes | 544,586 | 371,211 | 554,282 | 364,837 |
| Income and social contribution taxes at nominal rate - 34% | (185,159) | (126,212) | (188,456) | (124,046) |
| Adjustment to calculate the effective rate | | | | |
| Permanent differences: | | | | |
| Equity in earnings fo subsidiaries | 99,910 | 35,111 | 95,421 | 31,650 |
| Interest on shareholders' equity of subsidiaries | - | - | 1,546 | 1,370 |
| Others | 15,048 | 6,896 | 20,309 | 6,767 |
| Provision for income and social contribution taxes on income of foreign subsidiary | (1,720) | 11,581 | (1,720) | 11,581 |
| Income and social contribution taxes at effective rate | (71,921) | (72,624) | (72,900) | (72,678) |

The composition of deferred income and social contribution taxes is as follows:

| | Parent company | | Consolidated | |
|--|----------------|----------------|----------------|----------------|
| | 2005 | 2004 | 2005 | 2004 |
| Assets: | | | | |
| Deferred Taxes: | | | | |
| Benefit plan | 28,219 | 28,076 | 28,219 | 28,076 |
| Provision for contingencies | 23,643 | 19,333 | 24,462 | 20,055 |
| Employees' profit sharing | 19,874 | 16,928 | 20,163 | 16,928 |
| Allowance for doubtful accounts | 10,256 | 7,931 | 10,256 | 7,209 |
| Tax loss carryforwards and negative basis of social contribution | 9,861 | 19,079 | 9,861 | 19,079 |
| Provision for loss on property, plant and equipment | 4,417 | 4,648 | 4,417 | 4,648 |
| Summer Plan depreciation | 2,834 | 3,698 | 2,834 | 3,698 |
| Goodwill amortization | 2,037 | - | 2,037 | - |
| Others | 2,632 | 3,529 | 3,795 | 6,172 |
| Total Assets Deferred Taxes: | 103,773 | 103,222 | 106,044 | 105,865 |

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| | | | | |
|---------------------------|--------|--------|--------|--------|
| Assets short-term portion | 27,223 | 36,180 | 29,494 | 38,823 |
| Assets long-term portion | 76,550 | 67,042 | 76,550 | 67,042 |

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Publicly-held Company

Notes to the financial statements

*(In thousands of Reais)***Liabilities:****Deferred Taxes:**

| | | | | |
|--|---------------|---------------|---------------|---------------|
| Depreciation on rural activities | 32,811 | 11,723 | 32,811 | 11,723 |
| | 32,811 | 11,723 | 32,811 | 11,723 |
| Total Liabilities Deferred Taxes: | | | | |
| Liabilities short-term portion | 3,321 | - | 3,321 | - |
| Liabilities long-term portion | 29,490 | 11,723 | 29,490 | 11,723 |
| Net | 70,962 | 91,499 | 73,233 | 94,142 |

The Management considers that the deferred assets arising from temporary differences will be realized in proportion to the final solution of the contingencies and to the payment of the liabilities forecast for the employees' benefit plans.

The deferred tax assets arising from tax losses and negative basis of social contribution of R\$9,861 in the foreign subsidiary, will be realized over the next three years based on management estimates.

21 Risk management and financial instruments

The Company's operations are exposed to market risks, especially in relation to exchange rate variations, credit risk and grain purchase prices. These risks are monitored by the Risk Management Area which uses a specific system to calculate the "VAR - Value at Risk", and they are permanently monitored by the finance committee, composed of members of the Board of Directors and other finance executives of the Company, who are responsible for defining the Board's risk management strategy by determining the position and exposure limits. At December 31, 2005 the Value at Risk (VAR) of the financial assets and liabilities, for one year, with a 95% confidence rating, represents R\$ 67,122 (non-audited information).

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Notes to the financial statements

(In thousands of Reais)

a. Exchange rate risk

The exchange rate risk for loans, financing and any other payables denominated in foreign currency is hedged by short-term investments denominated in foreign currency, with same interest rates, and by derivative financial instruments, such as rate swaps (dollar to CDI), interest rate swap contracts (Libor to pre-fixed or vice-versa) and future market agreements, in addition to foreign receivables from exports, which also reduce exchange variations by serving as a “natural hedge”.

The Company, within its hedge strategy, uses currency futures contracts (US dollars, Euros and Pounds), as a form of mitigating exchange rate risk over operating and financial assets and liabilities. The nominal amounts of these contracts are not recorded in the financial statements.

The result realized from the futures contracts in 2005 generated a gain of R\$152,222 (R\$38,899 in 2004), recorded as financial results in positive exchange variances.

The results of the operations in the currency futures market, realized and not financially settled and the daily adjustments of currency futures contracts on the Future and Commodities Exchange - BM&F are recorded in the financial statements as “Amounts receivable from futures contracts” and “Amounts payable for futures contracts”.

Unearned income from contracted operations with future maturity is not recognized in the financial statements. The market value of these contracts, if they were settled at December 31, 2005, would give a negative result of approximately R\$33,120.

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Notes to the financial statements

(In thousands of Reais)

The Company's exposure to exchange variation (mainly in US dollars) is shown below:

| | Consolidated | |
|--|---------------------|----------------|
| | 2005 | 2004 |
| Assets and liabilities in foreign currency | | |
| Cash and cash equivalents and short-term investments | 1,769,241 | 1,309,414 |
| Amounts receivable from futures contracts | 28,287 | 196,061 |
| Trade accounts receivable | 240,191 | 155,020 |
| Suppliers | (37,697) | (23,655) |
| Loans and financing | (2,243,577) | (1,779,074) |
| Amounts payable for futures contracts | (10,702) | (201,616) |
| Swap contracts (dollar for CDI (*)) | 172,374 | 585,206 |
| | (81,883) | 241,356 |

(*) Interbank deposit interest.

Consolidated hedge contracts outstanding at December 31, 2005 with their respective payment schedules are as follows:

| Derivative instruments | Position | | | | |
|--------------------------------|-----------------|-------------|-------------|-------------|-------------|
| | 12.31.05 | 2006 | 2007 | 2008 | 2010 |
| <i>Currency swap contracts</i> | | | | | |
| Base value - R\$ | 172,374 | 150,090 | 12,908 | 9,376 | - |
| Base value - US\$ | 64,171 | 56,667 | 4,347 | 3,157 | - |
| <i>Receivables/payables</i> | | | | | |
| Asset | 18,041 | 18,041 | - | - | - |
| Liability | (120,045) | (109,707) | (5,988) | (4,350) | - |
| <i>Rate swap contracts</i> | | | | | |
| Base value - R\$ | 890,245 | 585,954 | - | - | 304,291 |
| Base value - US\$ | 380,333 | 250,333 | - | - | 130,000 |

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Notes to the financial statements

(In thousands of Reais)

| Derivative instruments | Position | | | | |
|--|----------|----------|------|------|-------|
| | 12.31.05 | 2006 | 2007 | 2008 | 2010 |
| Amount receivable | 2,576 | 1,507 | - | - | 1,069 |
| Amount payable | (76) | (76) | - | - | - |
| <i><u>Futures contracts - US dollars</u></i> | | | | | |
| Long position - US\$ | 38,000 | 38,000 | - | - | - |
| Short position - US\$ | 601,500 | 601,500 | - | - | - |
| <i><u>Future market contracts</u></i> | | | | | |
| Receivable | 28,287 | 28,287 | - | - | - |
| Payable | (10,702) | (10,702) | - | - | - |

b. Credit risk

The Company is potentially exposed to credit risk in relation to its trade accounts receivable, long and short-term investments and derivative instruments. The Company limits the risk associated with these financial instruments by subjecting them to the control of highly rated financial institutions that operate within the limits pre-established by the credit and financing committees.

The concentration of credit risk with respect to accounts receivable is minimized due to the spread of its client base, since the Company does not have any customer or group representing 10% or more of its consolidated revenues, as well as granting credits for customers with solid financial and operational ratios. Generally, the Company does not require a guarantee for sales, however it has contracted an insurance credit policy to its domestic receivables.

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Notes to the financial statements

(In thousands of Reais)

c. Grain purchase price risks

The Company's operations are exposed to the volatility in prices of grain (corn and soybean) used in the preparation of animal feed for its breeding stock, where the price variation results from factors beyond the control of management, such as climate, the size of the harvest, transport and storage costs and government agricultural policies, among others. The Company does not enter into futures or options contracts to hedge against fluctuations in the prices of the commodities, however it maintains a risk management strategy, based on physical control, which includes purchase of grain at fixed and fixable prices. The Company has a Grains Committee, composed of the chief executive officer and financial and operational executives. Its aim is to permanently monitor changes in scenarios, establishing limits of authority for purchase or sale.

d. Estimated market values

Financial assets and liabilities are presented in the financial statements balance sheet at cost plus accrued income and expenses and are stated according to their corresponding expected realization or settlement.

The Company used the following methods and assumptions to estimate the disclosure of the fair value of its financial instruments as of December 31, 2005 and 2004:

Cash and cash equivalents: The book values of cash and banks recorded in the balance sheet are similar to the respective fair values.

Short-term financial investments: The fair value of short-term financial investments is estimated based on the market quotations of comparable contracts.

Accounts receivable and payable: The book values of accounts receivable and payable recorded in the balance sheet are similar to their respective fair values.

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Notes to the financial statements

(In thousands of Reais)

Short and long-term loans and financing: The market values of loans and financing were calculated based on their present value calculated through the future cash flows and using interest rates applicable to instruments of similar nature, terms and risks, or based on the market quotation of these securities. The market values of BNDES financing are similar to the book values, since there are no similar instruments with comparable maturities and interest rates.

Exchange and interest rate swap contracts: The fair values of exchange and interest rate swap contracts were estimated based on market quotations for comparable contracts. As of December 31, 2005 the contracted amounts in force totaled R\$2,381,603 (R\$1,808,664 in December 31, 2004) and the valuation of these contracts to fair value would result in losses of R\$31,227 (gain of R\$47,340 in December 31, 2004). The effective cash settlements of the contracts occur on the respective maturities of each agreement. The Company does not intend to settle these contracts before their maturity.

The market values were estimated on the balance sheet date, based on “relevant market information”. Changes in the assumptions may significantly affect these estimates.

The book values and the estimated fair values of the Company’s financial instruments as of December 31, 2004 and 2005 are presented in the table below. The fair value of a financial instrument is the amount for which the instrument could be traded between interested parties under current market conditions.

| | Consolidated | | | |
|---|--------------|--------------|------------|--------------|
| | 2005 | | 2004 | |
| | Book value | Market Value | Book value | Market Value |
| Cash and cash equivalents | 196,306 | 196,306 | 155,600 | 155,600 |
| Short-term investments - Local Currency | 745,125 | 745,125 | 1,012,175 | 1,012,175 |
| Short-term investments - Foreign Currency | 1,722,258 | 1,723,481 | 1,238,350 | 1,251,066 |
| Trade accounts receivable | 520,242 | 520,242 | 358,857 | 358,857 |
| Loans and financing | 3,099,194 | 3,085,024 | 2,717,374 | 2,712,685 |
| Suppliers | 495,758 | 495,758 | 487,654 | 487,654 |
| Futures contracts, net | 17,585 | 17,585 | (5,555) | (5,555) |

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Notes to the financial statements

(In thousands of Reais)

e. Financial indebtedness

| | Consolidated | | | | | |
|---|------------------|------------------|------------------|------------------|------------------|------------------|
| | 2005 | | | 2004 | | |
| | Currency | | | Currency | | |
| | Local | Foreign | Total | Local | Foreign | Total |
| Assets | | | | | | |
| Cash and cash equivalents | 149,323 | 46,983 | 196,306 | 84,536 | 71,064 | 155,600 |
| Short-term investments | 680,068 | 1,722,258 | 2,402,326 | 751,948 | 1,216,330 | 1,968,278 |
| Accounts receivable from future contracts | - | 28,287 | 28,287 | - | 196,061 | 196,061 |
| Total current assets | 829,391 | 1,797,528 | 2,626,919 | 836,484 | 1,483,455 | 2,319,939 |
| Long-term investments | 65,057 | - | 65,057 | 260,227 | 22,020 | 282,247 |
| Total long-term assets | 65,057 | - | 65,057 | 260,227 | 22,020 | 282,247 |
| Total Financial Assets | 894,448 | 1,797,528 | 2,691,976 | 1,096,711 | 1,505,475 | 2,602,186 |
| Liabilities | | | | | | |
| Short-term financing | 451,662 | 933,005 | 1,384,667 | 562,189 | 1,053,355 | 1,615,544 |
| Accounts payables from future contracts | - | 10,702 | 10,702 | - | 201,616 | 201,616 |
| Swap contracts - short-term | 150,090 | (150,090) | - | 421,852 | (421,852) | - |
| Total current liabilities | 601,752 | 793,617 | 1,395,369 | 984,041 | 833,119 | 1,817,160 |
| Long-term Financing | 403,955 | 1,310,572 | 1,714,527 | 376,111 | 725,719 | 1,101,830 |
| Swap contracts - long-term | 22,284 | (22,284) | - | 163,354 | (163,354) | - |
| Total noncurrent liabilities | 426,239 | 1,288,288 | 1,714,527 | 539,465 | 562,365 | 1,101,830 |
| Total Financial liabilities | 1,027,991 | 2,081,905 | 3,109,896 | 1,523,506 | 1,395,484 | 2,918,990 |

Net debt

| | | | | | |
|-----------|-----------|-----------|-----------|---------|-----------|
| (133,543) | (284,377) | (417,920) | (426,795) | 109,991 | (316,804) |
|-----------|-----------|-----------|-----------|---------|-----------|

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Notes to the financial statements

(In thousands of Reais)

22 Insurance (not audited)

The Company and its subsidiaries have adopted a policy of maintaining insurance coverage at levels that management considers adequate to cover any risks related to liabilities or damages involving their assets. Due to the characteristics of the operations carried out in multiple locations, management takes out insurance for maximum possible loss in a single event, which covers fire, comprehensive general liability and miscellaneous risks (storms, lightning and floods). The Company also takes out insurance for the transportation of goods, personal injury and vehicles.

23 Private pension plan

a. Defined benefit plan

The Company and its subsidiary Concórdia S.A. C.V.M.C.C. are the sponsors of a defined contribution pension plan for employees, managed by Fundação Atílio Francisco Xavier Fontana.

The supplementary pension benefit is defined as the difference between (i) the benefit wage (updated average of the last 12 participation salaries, limited to 80% of the last participation salary) and (ii) the amount of the pension paid by the National Institute of Social Security. The supplementary benefit is updated on the same base date and in accordance with the rates applicable to the main activity category of the Company, discounting real gains.

The actuarial system is that of capitalization for supplementary retirement and pension benefits and of simple apportionment for supplementary disability compensation. The Company's contribution is based on a fixed percentage of the payroll of active participants, as annually recommended by independent actuaries and approved by the trustees of Fundação Atílio Francisco Xavier Fontana.

At December 31, 2005 and 2004, the parent company's contributions totaled R\$2,044 and R\$2,018 respectively, and the consolidated contributions, R\$2,097 and R\$2,058, respectively.

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Notes to the financial statements

(In thousands of Reais)

According to the Foundation's statutes, the sponsoring companies are jointly liable for the obligations undertaken by the Foundation on behalf of its participants and dependents.

At December 31, 2005 the Foundation had a total of 21,697 participants (24,174 on December 31, 2004), of which 18,156 were active participants (20,775 on December 31, 2004).

Information on the actuarial calculation of the social security plan is presented below:

| | 2005 | 2004 |
|--|------------------|------------------|
| Composition of actuarial assets | | |
| Present value of the actuarial liabilities | 704,529 | 580,504 |
| Fair value of the actuarial assets | (1,035,000) | (904,695) |
| Unrecognized actuarial losses | 198,896 | 187,654 |
| Net actuarial assets | (131,575) | (136,537) |
| Reconciliation of present liabilities value | | |
| Liability value at the beginning of the year | 580,504 | 561,366 |
| Gross current cost of services (with interest) | 18,442 | 22,709 |
| Interest in actuarial liabilities | 64,139 | 62,004 |
| Benefits paid during the year | (30,468) | (26,921) |
| Liabilities - (gains)/losses | 71,912 | (38,654) |
| Liabilities value at the end of the year | 704,529 | 580,504 |
| Reconciliation of fair value of assets | | |
| Fair value of assets at the beginning of the year | 904,695 | 756,642 |
| Benefits paid during the year | (30,468) | (26,921) |
| Participant contributions during the year | 6,177 | 5,933 |
| Sponsor contributions made during the year | 2,154 | 2,249 |
| Assets earnings for the year | 152,442 | 166,792 |
| Fair value of assets at the end of the year | 1,035,000 | 904,695 |
| Calculation of (gains)/losses | | |
| Value of losses at the beginning of the year | (187,654) | (74,870) |
| Losses in actuarial liabilities | 4,479 | - |
| (Gains)/losses in actuarial liabilities | 49,397 | (38,654) |
| Gains in plan assets | (41,850) | (74,391) |
| (Gains)/losses in employee contributions | (753) | 261 |

(Gains)/losses at the end of the year

(176,381)

(187,654)

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(In thousands of Reais)

| | 2005 | 2004 |
|---|-------------|-------------|
| Actuarial assumptions adopted in the calculation | | |
| Nominal discount rate for actuarial liabilities | 11.30% | 11.30% |
| Expected nominal earnings rate on assets | 12.35% | 12.35% |
| Estimated nominal growth rate for salaries | 7.10% | 7.10% |
| Estimated nominal growth rate for benefits | 5.00% | 5.00% |
| Biometric table of general mortality | AT83 | |
| Biometric table of disability leave | TASA 1927 | |
| Expected rotation rate | 3% py | |
| Probability of applying for retirement | 55 years | |

The actuarial asset has not been recognized in the sponsor's financial statements due to the lack of prospects of realization.

b. Defined contribution plan

As from January 1, 2003, the Company began to adopt new supplementary pension plans under the defined contribution modality for all employees hired by Sadia and its subsidiaries. Under the terms of the regulations, plans are funded on an equitable basis so that the portion paid by the Company is equal to the payment made by the employee in accordance with a contribution scale based on salary bands that vary between 1.5% and 6% of the employee's remuneration, observing a contribution limit that is updated annually. The contributions made by the Company at December 31, 2005 and 2004 totaled R\$2,276 and R\$1,439 respectively. As of December 31, 2005 this plan had 11,563 participants (11,927 in December 31, 2004).

24 Segment and Related Information

The following information about segments is based upon information used by the Company's management to assess the performance of operating segments and decides on the allocation of resources.

The Company has three identifiable reportable segments: Processed products, Poultry and Pork. The Company evaluates segment performance based on information generated from its statutory accounting records prepared in accordance with accounting principles generally accepted in Brazil.

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Notes to the financial statements

*(In thousands of Reais)**a. Segment Information*

| | 2005 | 2004 |
|------------------------------------|------------------|------------------|
| Net Operating Revenue | | |
| Processed Products | 3,147,296 | 2,731,136 |
| Poultry | 3,199,246 | 2,951,897 |
| Pork | 732,710 | 586,595 |
| Others | 239,186 | 37,845 |
| Total Net Operating Revenue | 7,318,438 | 6,307,473 |

Other net operating revenue is primarily attributable to grain and by-products and beef products operations.

| | 2005 | 2004 |
|---|------------------|------------------|
| Depreciation Expenses | | |
| Processed Products | (60,863) | (76,648) |
| Poultry | (80,336) | (77,476) |
| Pork | (16,853) | (20,647) |
| Others | (7,294) | (1,363) |
| Total depreciation expenses allocated to segments | (165,346) | (176,134) |
| Depreciation allocated to administrative expenses | (12,829) | (13,461) |
| Total depreciation expenses | (178,175) | (189,595) |

| | | |
|---|----------------|----------------|
| Segment Operating income | | |
| Processed Products | 273,684 | 274,197 |
| Poultry | 269,766 | 260,393 |
| Pork | 94,586 | 70,902 |
| Others | 2,798 | (3,764) |
| Total operating income | 640,834 | 601,728 |
| Interest expense | (324,231) | (413,461) |
| Interest income | 248,203 | 309,454 |
| Exchange gains (losses), net | 159,602 | 20,672 |
| Income before income taxes and social contribution | 724,408 | 518,393 |

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Notes to the financial statements

(In thousands of Reais)

| | 2005 | 2004 |
|---|-----------|-----------|
| Segment assets | | |
| Processed Products | 626,055 | 491,982 |
| Poultry | 753,255 | 459,035 |
| Pork | 147,923 | 137,798 |
| Others | 138,973 | 76,910 |
| | <hr/> | <hr/> |
| Total property, plant and equipment | 1,666,206 | 1,165,725 |
| Reconciling items - corporate assets | | |
| Cash and cash equivalents | 196,306 | 155,600 |
| Short-term investments | 2,402,326 | 1,968,278 |
| Long-term investments | 65,057 | 282,247 |
| Accounts and notes receivables, net | 509,615 | 349,605 |
| Inventories | 992,490 | 1,064,671 |
| Others corporate assets | 690,825 | 739,691 |
| | <hr/> | <hr/> |
| Total consolidated assets | 6,522,825 | 5,725,817 |
| | <hr/> | <hr/> |
| Capital expenditures | | |
| Processed Products | 194,587 | 93,220 |
| Poultry | 372,761 | 146,606 |
| Pork | 26,982 | 40,145 |
| Others | 91,662 | 52,286 |
| | <hr/> | <hr/> |
| Total segment capital expenditures | 685,992 | 332,257 |
| | <hr/> | <hr/> |

b. Export sales by region/market

| | 2005 | 2004 |
|---|-----------|-----------|
| | <hr/> | <hr/> |
| Europe | 978,318 | 985,745 |
| Middle East | 1,047,615 | 802,935 |
| Asia | 635,907 | 602,201 |
| Americas | 542,151 | 387,130 |
| Eurasia (mainly Russia and other former Soviet Union countries) | 872,333 | 806,520 |
| | <hr/> | <hr/> |
| | 4,076,324 | 3,584,531 |
| | <hr/> | <hr/> |

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Revenues are attributed to regions based upon where the products are shipped. All long-lived operational assets are located in Brazil and assets located outside of Brazil consist of sales offices located in various countries.

Sadia S.A.

Board of Directors

Walter Fontana Filho
Chairman

Eduardo Fontana D'Ávila
Member

Osório Henrique Furlan
Member

Alcides Lopes Tápias
Member

Everaldo Nigro dos Santos
Member

Francisco Silverio Morales Cespede
Member

Marise Pereira Fontana Cipriani
Member

Norberto Fatio
Member

Romano Ancelmo Fontana Filho
Member

Sérgio Fontana dos Reis
Member

Vicente Falconi Campos
Member

Sadia S.A.

Officers

Gilberto Tomazoni
Chief Executive Officer

Luiz Gonzaga Murat Júnior
Chief Financial Officer and Investor Relations Director

Ernest Sícoli Petty
Supply Director

Cláudio Lemos Pinheiro
Administrative and Controllershship Director

Flávio Luís Fávero
Industrialized Production Director

Flávio Riffel Schmidt
Information Technology Director

Gilberto Meirelles Xandó Baptista
Internal Market Commercial Director

Alfredo Felipe da Luz Sobrinho
Institutional and Legal Relations Director

Guilhermo Henderson Larrobla
International Sales Director

Adilson Serrano Silva
Human Resources and Management Director

José Augusto Lima de Sá
International Relationships Director

Alexandre de Campos
International Sales Director

Paulo Francisco Alexandre Striker
Logistics Director

Antonio Paulo Lazzaretti
Technology and Quality Guarantee Director

Roberto Banfi
International Sales Director

Ricardo Fernando Thomas Fernandes
Grain Purchase Director

Valmor Savoldi
Planning, Logistics and Supplies Director

Sérgio Carvalho Mandin Fonseca
National Sales Director

Ronaldo Korbagg Muller
Poultry Production Director

* * *

Jairo Aldir Wurlitzer
Accounting Manager
CRC/SC 13.937

Giovanni F, Lipari
Accountant
CRC 1SP201389/0-7