



# 2011



**DURATEX**

ANNUAL SUSTAINABILITY REPORT

# Profile

GRI 2.2 | 2.3 | 2.5 | 2.7 | 2.8

For six decades now, Duratex has been offering its customers quality and sophistication. Through its brand names Deca, Durafloor and Hydra, and the name of Duratex itself, the Company develops products and solutions for all segments of the construction and furniture segments. Its portfolio includes metal bathroom fittings, vitreous chinaware, laminated flooring, hardboard, medium density particle panels (MDP) and medium and high density particle panels (MDF and HDF). **GRI 2.1**

All these products are sold predominantly in Brazil, as well as in more than 30 other countries, to a portfolio of more than 30 thousand customers. The Company is among the top ten in its segment, in addition to being the largest manufacturer in the Southern Hemisphere and the leader in the Brazilian market for industrialized wood panels, vitreous china and metal fittings<sup>1</sup>.

With its headquarters in São Paulo (SP), the Company has approximately 10,500 employees, distributed among 14 industrial units in the states of Minas Gerais, Paraíba, Pernambuco, Rio Grande do Sul, Rio de Janeiro and São Paulo, as well as a unit in Argentina. In addition, the Company maintains subsidiaries in the United States (Duratex North America) and Europe (Duratex Europe). **GRI 2.4**

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(1) Duratex Estimate.

These units have a nominal production capacity of approximately 4 million cubic meters per year of wood panels and 6 million m<sup>2</sup> of laminate flooring, 17 million metal bathroom fitting pieces and 9.8 million pieces of vitreous chinaware. New investment in 2012 is expected to increase this production capacity.

The Company also has approximately 230,000 hectares of land, either owned or leased, with approximately 138,000 hectares of planted forest, principally eucalyptus, in seven forestry units in the states of Minas Gerais, Rio Grande do Sul and São Paulo. The forests supply the industrial complexes at a very favorable cost, ensuring a high degree of self-sufficiency in the supply of wood and providing the Company with an excellent competitive advantage in production cost terms.

The forestry areas of Agudos, Botucatu, Itapetininga and Lençóis Paulista (SP) and Uberlândia (MG) carry forestry management certification from the Forest Stewardship Council (FSC). The forestry management of Botucatu and the sapling nursery also carry International Organization for Standardization (ISO) 14001 certification, while all the industrial units carry ISO 9001 certification.

With its shares publicly listed, Duratex S.A. is a Brazilian company in the private sector, controlled by the Itaúsa conglomerate (Investimentos Itaú S.A.) and Companhia Ligna de Investimentos, which together with the family controlling shareholders, hold 39.9% and 17.8% of the capital, respectively. The remaining 42.3% comprises the free-float, in shares traded on the BM&FBOVESPA Novo Mercado under the ticker code DTEX3. **GRI 2.6**

In 2011, Duratex reported net sales of R\$2.97 billion, earnings before interest, tax, depreciation and amortization (EBITDA) of R\$839.4 million, equivalent to an EBITDA margin of 28.3%, and net earnings of R\$374.9 million. The Company's market capitalization at the end of the year amounted to R\$4.9 billion.



## HISTORY



# 1951

The businessmen Eudoro Villela and Nivaldo Coimbra de Ulhoa Cintra, with the support of Alfredo Egydio de Souza Aranha, acquired equipment and machinery for the founding of Duratex S.A. Indústria e Comércio.



# 1954 1961

The first Duratex industrial plant began operations at Jundiaí (SP). By the beginning of the 60s, the Company had begun to export wood-based hardboard. In 1961, a second production line was brought into service at the plant at Jundiaí.

# 1972

The incorporation of Deca made the Company economically stronger and attracted a number of actors for the industrialization of São Paulo. When acquired, Deca already had a leadership position in the Brazilian metal bathroom fittings segment.



# 1981 1995

The 80s and 90s were characterized by operational expansion through acquisitions such as those of Louça Sul (1981), the Itapetininga unit of the Peixoto de Castro Group (1984), the Agudos unit of the Freudenberg Group (1988) and the Argentinian company Piazza Hermanos, in the metal bathroom fittings segment (1995).



# 1997

This year saw the commercial start-up of the first MDF plant in Brazil, at the unit in Agudos (SP), for the production of laminated flooring sold under the Durafloor brand name.

# 2002

A new MDF/HDF/super density fiberboard (SDF) plant in Botucatu (SP), with cutting-edge technology and an annual production capacity of 400,000 cubic meters, expanded the product mix and strengthened the Duratex brand name in the wood sector.



# 2005

Duratex joined Level 1 of BOVESPA Corporate Governance, emphasizing the Company's commitment to transparency and fairness in the disclosure of information. New committees set up strengthened the Company's corporate governance structure.

# 2008

A year of operational expansion, with the acquisition of Ideal Standard, with plants in Jundiá (SP) and Queimados (RJ), and Cerâmica Monte Carlo, located in Cabo de Santo Agostinho (PE). With this, the Company achieved a market share of one third of Brazil's production of vitreous china bathroom fittings, and moved into the world's top ten companies in this field.



# 2009

The merger with Satipel ended up making Duratex the largest wood panel company in the Southern Hemisphere. This company, founded in 1970, ranked number 2 in the panel segment, and was controlled by Companhia Ligna de Investimentos, which became part of Duratex's controlling block of shareholders. In the same year, the Company joined the BM&FBOVESPA Novo Mercado and expanded production capacity in Taquari (RS).

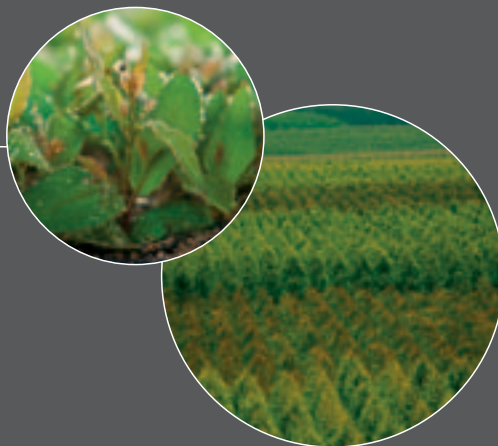




# CELESS

## 2010

The acquisition of a further piece of land of around 9,000 hectares of planted forest in São Paulo will provide support for future expansion in the region. Operations also began at a new resin plant to supply the panel production units in the state of São Paulo.



## 2011

The Company sponsored a series of concerts with conductor João Carlos Martins and the Bachina Philharmonic and promoted the Rino Mania project to celebrate 60 years since its foundation. Other highlights of the year include the completion of the acquisition, in February, of Elizabeth Louças Sanitárias and the announcement of the decision to invest in two new MDF plants with effective capacities of 520,000 m³ and 680,000 m³ per year to be inaugurated, respectively, in 2013 and 2015.





# About This Report

**GRI 3.5 | 3.6 | 3.8 | 3.9 | 3.13**

For the fifth year running, Duratex is publishing its Annual Report in accordance with the directives of the Global Reporting Initiative (GRI). The report includes the Company's performance in the wood, vitreous chinaware and metal bathroom fittings segments for the period from January 1 to December 31, 2011, and its operations in Brazil, except where otherwise indicated. In the period covered by this report, there were no significant changes in the size, structure or shareholding participation of the Company. The publication has been validated for the first time, by PricewaterhouseCoopers (PwC), and has an application level of A+ verified by the GRI. The previous report was published in Portuguese and English in electronic format only. **GRI 2.9 | 3.1**

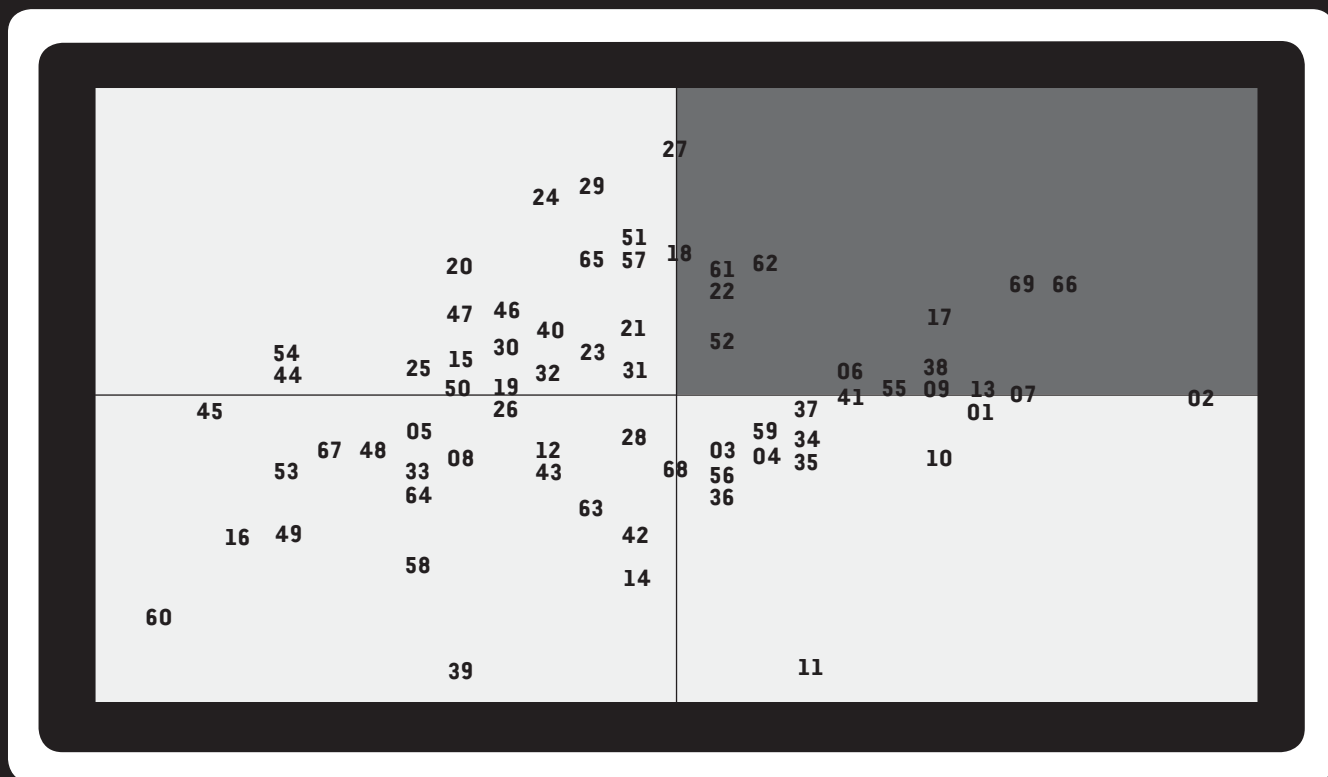
**| 3.2 | 3.3**

As with the previous edition, the accounting data comply with International Financial Reporting Standards (IFRS), in accordance with Instruction No. 485/10 of the Brazilian Securities Exchange Commission (CVM). The effects of adopting the standards are explained in the chapter entitled Business Performance (page 77). The scope, limit and method of measurement have not been altered, and therefore there has been no reformulation of the information provided in previous years. The financial statements have been audited by PwC. **GRI 3.10 | 3.11**

Identification of the content of this publication was initiated in 2010, when Duratex held its 1<sup>st</sup> Stakeholder Panel, involving shareholders, clients, suppliers, the press, employees, the community, government and civil bodies. The themes identified in the Materiality Test served as the basis for the 2010 Annual Report and for the improvement of Duratex's management during 2011. For this reason the same themes serve as the basis for this Report, with specific details provided of the progress made in each of these aspects during the year. They are as follows:

- Management strategy (6)
- Economic-financial performance (9)
- Share performance (13)
- Investments in the business (17)
- Environmental policy (18)
- Water resources and reuse of water (22)
- Environmental impact through the use of products (27)
- Definition of targets (38)
- Combating corruption (52)
- Code of conduct (55)
- Customer safety in the use of products (61)
- Information about the products (accessibility and quality of information) (62)
- Quality of products (66)
- Customer service (pre- and post-sale) (69)

## MATERIALITY TEST



For more in-depth information of the Materiality Matrix and the stakeholder consulting process, please refer to the 2010 Annual Report on the website [www.duratex.com.br/ri](http://www.duratex.com.br/ri).

For more information, please contact the Investor Relations department at the e-mail address [relações.investidores@duratex.com.br](mailto:relações.investidores@duratex.com.br).

GRI 3.4

# Main Indicators

GRI 2.8 | EC1

## Main Indicators (R\$ '000, except where otherwise indicated)

|  | 2011      | 2010      | 2009 <sup>1</sup> |
|--|-----------|-----------|-------------------|
| <b>Shipments</b>                                 |           |           |                   |
| Wood (m³)  | 2,268,822 | 2,312,177 | 1,499,191         |
| Deca (thousands of pieces)                       | 25,505    | 21,639    | 19,800            |
| <b>Results</b>                                   |           |           |                   |
| Net Revenue                                      | 2,970,365 | 2,741,810 | 1,930,051         |
| Domestic Market                                  | 2,835,969 | 2,629,069 | 1,806,665         |
| Export Market                                    | 134,396   | 112,741   | 123,385           |
| EBITDA   | 839,349   | 893,002   | 398,188           |
| Net Earnings                                     | 374,860   | 467,247   | 181,087           |
| Earnings per Share² (R\$)                        | 0.68      | 0.85      | 0.47              |
| Value Added                                      | 1,694,756 | 1,571,236 | 1,023,504         |
| <b>Profitability</b>                             |           |           |                   |
| Gross Margin                                     | 34.1%     | 40.8%     | 34.4%             |
| EBITDA Margin                                    | 28.3%     | 32.6%     | 20.6%             |
| Net Margin                                       | 12.6%     | 17.0      | 9.4%              |
| Return on Net Equity (ROE)                       | 10.5%     | 14.1%     | 7.5%              |
| <b>Investments</b>                               |           |           |                   |
| Programs for Education, Training and Development | 956       | 1,378     | 1,140             |
| Environment                                      | 26,680    | 17,574    | 10,588            |
| Research and Development                         | 19,322    | 23,341    | 22,580            |
| Plan for the Application of Funds                | 635,846   | 459,564   | 426,964           |
| No. of Employees                                 | 10,668    | 9,690     | 9,003             |

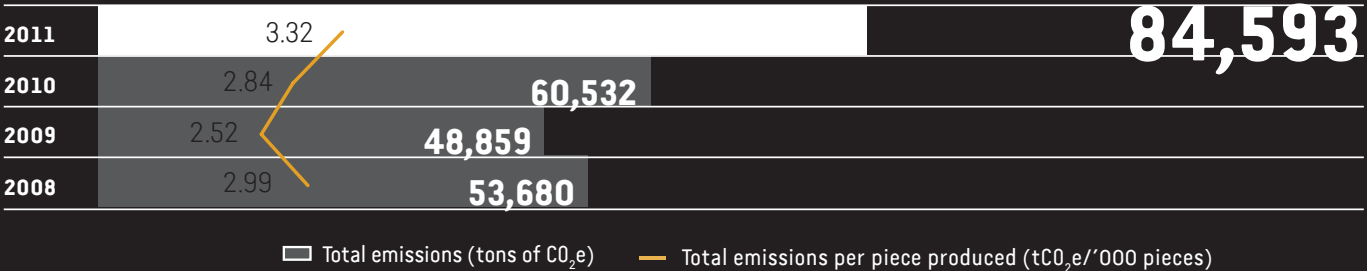
(1) Considers eight months (January to August) of Duratex and four months (September to December) of Satipel + Duratex.

(2) Basic earnings per share are calculated by dividing the profit attributable to the shareholders of the Company, by the weighted average number of ordinary shares in issue during the period, excluding ordinary shares bought back by the Company to be held in treasury.

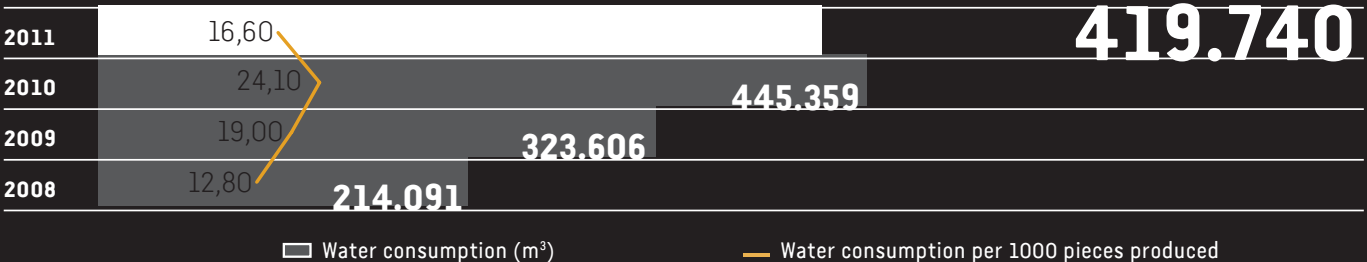
EFFICIENCY INDICATORS

DECA DIVISION

EMISSIONS

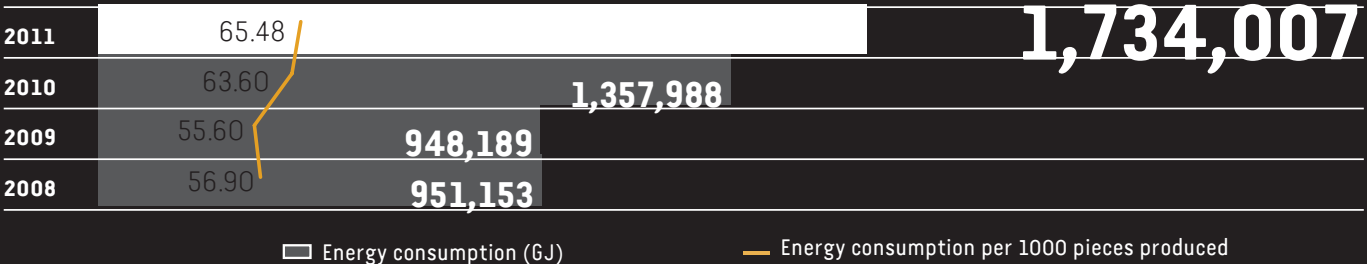


WATER CONSUMPTION



Deca Division: the data for water consumption, presented in that year, was adjusted.

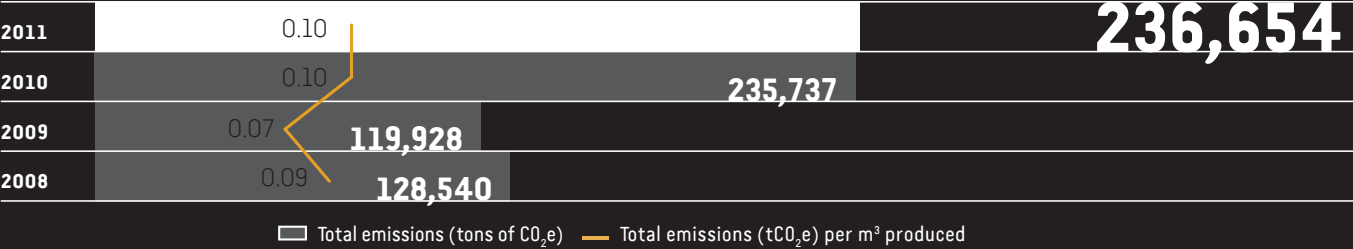
ENERGY CONSUMPTION



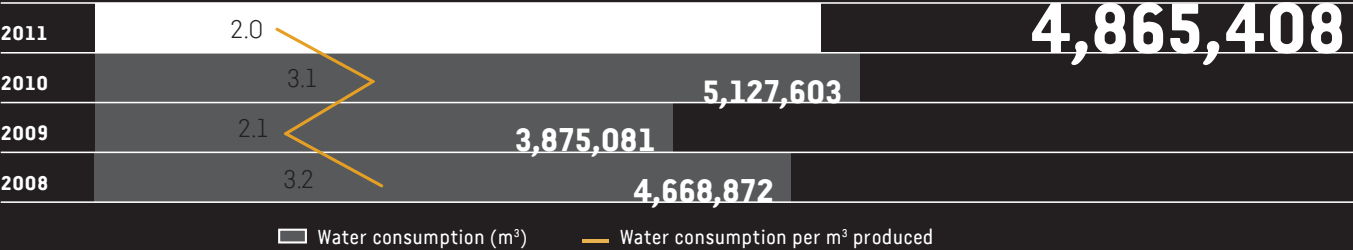
EFFICIENCY INDICATORS

WOOD DIVISION

EMISSIONS

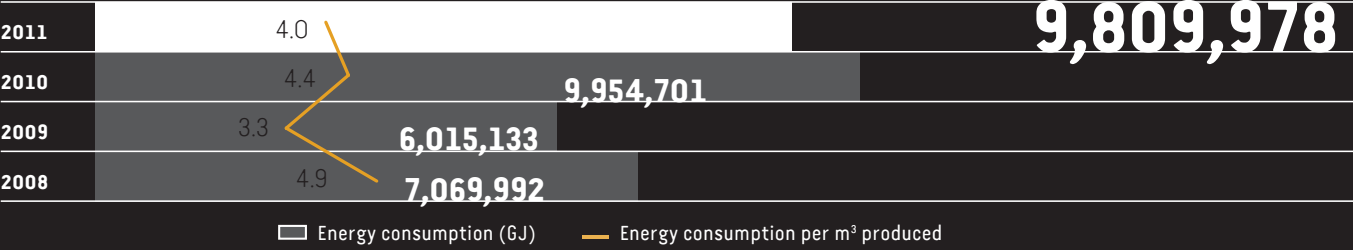


WATER CONSUMPTION



Wood division: the data for water consumption, presented in that year, was adjusted

ENERGY CONSUMPTION



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# Message from the Chairman of the Board of Directors

GRI 1.1



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*Themes 6 and 17 of the Materiality Matrix:  
Strategy for management and investment within  
the business*

---

The year 2011 was a challenging one for Brazilian industry, which was only able to withstand the adverse global conditions thanks to the dynamism of the domestic market. Against a background of global recession and scarcity of credit, as well as the monetary and macro-cautionary measures adopted by the Brazilian government, with GDP growth tumbling from 7.5% in 2010 to 2.7%, Duratex's results last year, despite being less than satisfactory, have not diminished our optimism and confidence in the brilliant future that we are constructing for our Company. In fact,



the immense degree of social mobility seen in recent times should ensure the continuing economic expansion of Brazil, with a consequent need for new investment, particularly in the area of construction, whether in the run-up to the major sporting events which are to be held in 2014 and 2016, or to meet the demand for infrastructure and housing.

Duratex has been preparing for this with investment focused on its organic growth, launching new products and acquisitions. Over the five-year period 2008-2012 we are investing approximately R\$3.1 billion, of which R\$635 million was allocated in 2011 and another R\$650 million planned for 2012. This strategy, heavily focused on growth, demonstrates our long-term vision and our commitment to the sustainability of our operations, in anticipation of what the future may hold.

We would like to emphasize that we are keeping an eye open for new expansion opportunities through mergers or acquisitions, whether in the same segments in which we operate, or in new sectors which we believe provide synergy with our existing ones, as a way of expanding our horizon of operations. In this regard, of particular interest in this regard was our acquisition of a factory in the vitreous chinaware segment, which added 25% to our production capacity, while also enabling us to diversify geographically, as the plant is located in the Brazilian Northeast in João Pessoa, Paraíba. We continue to keep watch and analyze opportunities which could contribute to the creation of value for our shareholders. Simultaneously, we are also active in expanding our businesses through investment aimed at expanding our supply capacity.

Currently, one of the Company's main challenges is to strengthen the Duratex brand-name. In 2001, we carried out a major campaign to celebrate the Company's 60<sup>th</sup> birthday and the area being worked on now is the investment in our various brand-names so that they are developed in a consistent and harmonious manner.

The advances made in our corporate governance, which is a key strategic element in the sustainability of our businesses, have also been substantial. We have concluded the mapping of risks at Duratex, which will enable mitigating actions to be developed. Worthy of note was the creation of the Committee for the Evaluation of Transactions with Related Parties, composed exclusively of independent members, as well as for the first time carrying out 360° staff evaluations at the management level, with the aim of improving the skill management and performance of our 97 managers.

Aware that education is a fundamental factor in training efficient and capable professional staff, this being even more important in the industrial segment, we have carried out intense work on staff training to ensure that we have the human capital necessary to support our expansion.

The knowledge gained over these last 60 years at Duratex will form the basis for the building of our future. We are recognized as a company which is financially sound, environmentally responsible and ethical, with the desire and solid preparation for growth, as we create and take advantage of opportunities in that direction. Recently, we re-emphasized our corporate identity, with the definition of our Mission, Vision and Values, whose dissemination process began at the beginning of 2011 in our 15 industrial plants and six forestry units, so that these are increasingly incorporated into the day-to-day routine of our employees, forging our "Way of Being".

My 11,000 colleagues and I feel great pride in our company Duratex and we wish to thank all our shareholders, clients, suppliers and the communities for the confidence they entrust in us, while assuring them that we are fully aware of our responsibilities and that we will continue to contribute with the best of our talent and with all our energy, so as to always live up to their expectations.

**SALO DAVI SEIBEL**

Chairman of the Board of Directors





# Message from the Chief Executive Officer

GRI 1.1



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*Themes 6 and 17 of the Materiality Matrix:  
Strategy for management and investment within  
the business*

---

2011 saw the celebration of Duratex's 60<sup>th</sup> birthday, as well as enormous challenges and achievements. We successfully coped with an adverse economic situation characterized by a slowdown in the economy from the second half of the year, and growing cost pressure in both divisions, while in the Wood Division there was the additional pressure of more expensive credit and a shortening in financing terms offered in the retail furniture segment, which is the main sales destination for our wood panels.

Even against this background, we managed to overcome challenges and see that net revenue increased by 8% on the year, to approximately R\$3.0 billion. Recurring EBITDA amounted to R\$799.5 million, with an EBITDA margin of 26.9% and recurring net earnings of R\$349.7 million, which allowed us to distribute the gross amount of R\$128.2 million to shareholders in the form of dividends and interest-on-equity.

In 2011, an important step forward was taken by the Company in the area of corporate governance, with the creation of nine multi-disciplinary commissions to provide support for the Executive Board. Among the most important actions taken by these bodies in the period was the mapping of risks and the definition of a series of policies covering several topics in different areas, such as Sustainability, Risk, Innovation, New Business, and Investment.

Its balanced capital structure, represented by a Net Debt/EBITDA ratio of 1.4x, means that Duratex can exploit opportunities that could contribute to generating value for its shareholders. In this regard, it is worth noting the 20 projects analyzed by the New Business Commission, which include mergers and acquisitions, in Brazil and abroad, of which the most notable was the acquisition of Elizabeth Louças Sanitárias.

This operation resulted in significant geographical diversification in the vitreous chinaware segment, with a corresponding gain in scale. Other opportunities continued to be analyzed at the beginning of 2012.

In addition to this acquisition, there have been a series of investments in fixed assets, whose analysis and monitoring of which is the responsibility of the Investment Commission. In this area, a total of R\$636 million was spent during the year on, among other items, the construction of the building and the acquisition of equipment for the new plant for the manufacture of MDF panels, to be inaugurated in the first half of 2013 in Itapetininga (SP), the acquisition and installation of paper impregnation and low-pressure coating equipment, to add value to the panels sold, the introduction of a new furnace for the firing of vitreous chinaware at the unit in Cabo de Santo Agostinho (PE) and expansion of the metal bathroom fittings unit at Jundiaí (SP).

All these investments confirm our commitment to the growth and development of the Country, and should enable Duratex to grow more rapidly than its competitors. The Company will thus be able to benefit from the buoyant conditions in the domestic market, as a result of the increase in real incomes among the population, the low unemployment rate, and favorable credit conditions.

We are also aware of the need to adopt management practices that meet the desires and demands of our main interested public audiences and those of future generations. In this regard, we believe that the perceptions of Duratex's management and stakeholders, evaluated by the engagement panel in 2010, should be increasingly aligned. For this reason, we improved our operations in 2011 based on themes indicated in the Materiality Matrix. Principles such as those included in the Global Compact provide guidelines for improving our management, and strengthening our commitment to sustainability.

It must be emphasized that the achievements accomplished would not have been possible without the dedication and commitment of our approximately 11,000 professionals, with their excellent drive and motivation to overcome challenges. This is the great differentiator of a company whose vocation is to grow and create value.

We have arrived at this juncture having brought together the best people, innovative products and the strength of our brand names. We will be continuing in our quest to explore challenges and gain knowledge learnt, creating jobs and opportunities, and acting with an ethical and entrepreneurial spirit, as well as a profound sense of social and environmental responsibility.

We are ready for whatever the future may hold.

**HENRI PENCHAS**  
Chief Executive Officer







# 01

## Corporate Governance



Duratex improved its  
corporate governance  
structure in 2011, with a  
new committee and nine  
commissions, which provide  
support for decision-  
making on specific matters





**MDF/MDP furniture pattern Noce Málaga**

Duratex's corporate governance structure is responsible for the formulation of investment strategies, the making of decisions, and the monitoring of the Company's relationship with its shareholders and other stakeholders, thus ensuring continuing value generation and the sustainable development of the businesses.

In 2011, to meet the demands of the market, improve management and extract synergy from the businesses, Duratex improved its governance model with the creation of a new committee and nine commissions, to provide support for the Board of Directors and the Executive Board, respectively.

Reporting to the Board of Directors, the Committee for the Evaluation of Transactions with Related Parties was set up, consisting only of independent members. The following multi-disciplinary commissions were set up to provide support for the Executive Board: Corporate Matters and Tax, Innovation, Investment, Social Investment, Marketing, New Business, Personnel, Risks and Sustainability.

This structure observes the principles of transparency, equity, the rendering of accounts and corporate responsibility, recommended by the Brazilian Institute Corporate Governance (IBGC). Duratex's employees are instructed to carry out their activities in an ethical manner, with transparency and a focus on results, in keeping with the Company's Mission, Vision and Values, as well as the Code of Ethics and Conduct in force.

The Company's remuneration policy, set by the Board of Directors and the Executive Board, is established and updated on the basis of market research. This periodic updating process aims to ensure competitiveness in relation to the best companies in the market, linking a tranche of variable remuneration to targets and results, based on the Company's strategic directives. As one of the improvements in governance, and in keeping with the Duratex best practices, the Company will establish remuneration linked to social and environmental variables. The Board of Directors should, along with the new human resource managers, define the parameters and indicators that will be used. **GRI 4.5**

## MISSION, VISION AND CODE OF CONDUCT

### GRI 4.8

#### OUR MISSION

To meet our customers' requirements with excellence, by developing and offering products and services that contribute to the improvement of people's quality of life, while generating wealth in a sustainable manner.

#### OUR VISION

To be a reference company that is recognized by customers, employees, communities, suppliers and investors as the best option, due to the quality of our products, services and relationships.

## OUR VALUES

- Integrity
- Commitment
- Focus on people
- Exceeding of expectations
- Continuous improvement
- Innovation
- Sustainability

## CODE OF ETHICS AND CONDUCT



*Theme 55 of the Materiality Matrix:  
Code of Conduct*

Duratex's Code of Ethics and Conduct is in alignment with Itaúsa Holding's code, and establishes how the Company must act in relation to society and the expectations of each of its employees, independent of position or function. Here are its main objectives:

- to serve as an individual and collective reference for the attitudes and behavior of employees, so that all adhere to the same values and standards of conduct;
- to act as a guide for Duratex's relationships with its employees, clients, shareholders, suppliers, customers, capital markets, competitors, public authorities and society in general;
- to serve as a guide for the activities of the Company with respect to the environment and the communities in which it operates;

- to strengthen Duratex's internal and external image and that of its employees, showing them to be ethical, serious and committed to corporate citizenship and the community.

Itaúsa's Code of Ethics and Conduct can be accessed at the following website: [www.duratex.com.br/ri](http://www.duratex.com.br/ri).

## GOVERNANCE STRUCTURE

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### GRI 4.1

#### GENERAL SHAREHOLDERS MEETING

It is the responsibility of the General Shareholders Meeting to define the annual remuneration of members of the Board of Directors, the Executive Board and the Board of Auditors, when in operation, and decide on issues of a shareholding nature, such as call options, the Company's participation in capital markets, mergers and acquisitions.

According to the Brazilian Corporation Law, shareholders may not participate in deliberations at general shareholders meetings if they have a conflict of interest with the Company. Should a shareholder vote under the circumstances, the decision must be annulled, with the shareholder being held responsible for any damage caused, transferring any advantages gained to the Company. **GRI 4.6**

#### BOARD OF DIRECTORS

It is the responsibility of Duratex's Board of Directors to supervise the management of the Company's executives and the sustainable development of the businesses. The Board meets on a routine basis every two months and on an extraordinary basis whenever necessary. The Portal of the Board, an on-line platform with access restricted to members of this body, provides important information about Duratex, the market and other topics necessary to assist this body in its decision-making. **GRI 4.9**

The Board consists of a minimum of five and a maximum of ten full-time members, with the possibility of there being substitute members, of a number determined at the General Shareholders Meeting. In 2011, the Board had nine full-time members, three of whom were independent, with one nominated by minority shareholders, as well as three substitute or "alternate" members. As determined by the Company Bylaws, the Chairman of this body may not exercise an executive function within the Company. **GRI 4.2 | 4.3**

The process of evaluating members of the Board includes inherent sustainability aspects and 360° model evaluation by peers. Shareholders may make recommendations to the Board of Directors, or make suggestions or criticisms, via the e-mail address [governanca.corporativa@duratex.com.br](mailto:governanca.corporativa@duratex.com.br). **GRI 4.4 | 4.10**

### Members of the Board Of Directors

|                                     |                             |
|-------------------------------------|-----------------------------|
| Salo Davi Seibel                    | Chairman of the Board       |
| Alfredo Egydio Arruda Villela Filho | Vice-president of the Board |
| Ricardo Egydio Setubal              | Vice-president of the Board |
| Alcides Lopes Tápias*               | Full-time member            |
| Álvaro Antonio Cardoso de Souza*    | Full-time member            |
| Fabio Schwartsman*                  | Full-time member            |
| Helio Seibel                        | Full-time member            |
| Paulo Setubal Neto                  | Full-time member            |
| Rodolfo Villela Marino              | Full-time member            |
| Andrea Laserna Seibel               | Substitute member           |
| Olavo Egydio Setubal Júnior         | Substitute member           |
| Ricardo Villela Marino              | Substitute member           |

(\*) Independent members.

### Committees

The Committees have the function of advising the Board of Directors on strategic decisions. These important forums allow for the detailed evaluation of topics relevant to the Company, such as sustainability, staff, risks, the disclosure of information and transactions with related parties. The members of the Committees – consisting of a minimum of three and a maximum of six members – are selected by the Board itself, with a mandate of one year, and the right to re-election.

**Committee for Staff, Governance and Nomination:** evaluates and approves the succession process for the Company's managers, remuneration policy, employee development and corporate governance structure, as well as monitoring and revising the Company's Mission, Vision and Values.

The Committee for Staff, Governance and Nomination met 12 times in 2011. Its focus was drawing up and monitoring the mapping process for the identification and establishment of successors for the Company's managers. In addition to this task, it monitors the implementation of a remuneration policy which encourages the meeting of goals. Finally, it carried out an annual self-evaluation of the Board of Directors and Its Committees, as well as an evaluation of the Chairman of the Board – the results of which are being used to draw up an action plan for improvements to be implemented in 2012.

### Members of the Committee for Staff, Governance and Nomination

|                                     |          |
|-------------------------------------|----------|
| Álvaro Antonio Cardoso de Souza*    | Chairman |
| Alfredo Egydio Arruda Villela Filho | Member   |
| Andrea Laserna Seibel               | Member   |
| Helio Seibel                        | Member   |
| Ricardo Egydio Setubal              | Member   |
| Rodolfo Villela Marino              | Member   |

(\*) Independent member.





Washbasin L 104C, Duna Quadratta faucet

**Committee for Sustainability:** created in 2010, the Sustainability Committee has the purpose of encouraging and creating mechanisms for the integration of sustainability into management processes at Duratex.

During the year, the Committee met on five occasions, and with the support of the Brazilian Foundation for Sustainable Development (FBDS) monitored the implementation of action plans approved and put into practice in 2011, as a result of extensive sustainability diagnosis and planning over a period of three years. This followed new Policy on the Environment and Climate Changes, and Standards for the Purchase of Goods and Services, which have been included in the socio-environmental requirements for suppliers.

There was also interaction with the Committee for Audit and Risks, for the implementation of activities associated with the environment, specifically the analysis of environmental risks associated with Duratex’s operations and the management of such risks. With the objective of monitoring the work carried out by the business areas, the Committee has invited executives from the Supply Chain Management area of the Company and the Deca Division to provide a presentation on how the principles of sustainability are being incorporated in their activities. At the end of the year, the Committee revised the priorities for 2012 and subsequent years.

| Members of the Sustainability Committee |           |
|---|-----------|
| Fabio Schvartsman*                      | President |
| Andrea Laserna Seibel                   | Member    |
| Olavo Egydio Setubal Junior             | Member    |
| Rodolfo Villela Marino                  | Member    |

(\*) Independent member.

**Committee for Auditing and Risk Management:** this supervises internal control processes and the management of risks inherent in the Company’s activities, along with the work carried out by the internal auditing department, and the external auditors. It also evaluates the quality and integrity of the Financial Statements.

During 2011, the Committee met on 12 occasions. At these meetings, financial, operational and environmental risks were analyzed, as well as the principal internal controls for risk mitigation; Duratex’s Policy for Risk Management was also approved.

| Members of the Committee for Auditing and Risk Management |           |
|---|-----------|
| Alcides Lopes Tápias*                                     | President |
| Álvaro Antonio Cardoso de Souza*                          | Member    |
| Andrea Laserna Seibel                                     | Member    |
| Ricardo Egydio Setubal                                    | Member    |
| Rodolfo Villela Marino                                    | Member    |

(\*) Independent members.

**Committee for Disclosure and Trading:** analyzes and discusses documents that will be released to the market, monitors the trading of shares, and ensures compliance of the Policy for Trading and Disclosure.

The Committee met four times during the year. Of particular note was the recommendation to adhere to the Brazilian Association of Listed Companies (ABRASCA) manual for self-regulation, as well as the approval of a policy for the dealing of the treasury department in the Company's securities.

| Members of the Committee for Disclosure and Trading |           |
|---|-----------|
| Flavio Marassi Donatelli                            | President |
| Antonio Massinelli                                  | Member    |
| Henri Penchas                                       | Member    |
| Raul Penteado de Oliveira Neto                      | Member    |
| Rodolfo Villela Marino                              | Member    |
| Salo Davi Seibel                                    | Member    |

**Committee for the Evaluation of Transactions with Related Parties:** this is responsible for ensuring that the transaction takes the Company's interests into consideration, in an independent, transparent and ethical manner, and in accordance with the legislation in force. It consists only of independent members of the Board of Directors.

The Committee met four times during the year, to deal with the formulation of regulations, a working agenda and the analysis of purchases and sales.

#### Members of the Committee for the Evaluation of Transactions with Related Parties

|                                  |           |
|----------------------------------|-----------|
| Alcides Lopes Tápias*            | President |
| Álvaro Antonio Cardoso de Souza* | Member    |
| Fabio Schvartsman*               | Member    |

(\*) Independent members.

#### EXECUTIVE BOARD

The Executive Board is the main body responsible for implementing strategic plans and directives set by the Board of Directors, determining the allocation of funds and evaluating the performance of the segments in which the Company operates.

It consists of 14 statutory executives, who have the task of putting into practice those actions that are necessary and appropriate for the management of the business in accordance with the deliberations of the Board of Directors, along with proposing programs for the expansion and modernization of Duratex. The directors meet routinely once a week, and on an extraordinary basis whenever needed. All the members of the Executive Board undergo yearly performance evaluation by the Board of Directors, their peers, and their direct subordinates.

# Supporting commissions for the Executive Board strengthen integration within the Company

## Members of the Executive Board

|                                     |  |
|-------------------------------------|--|
| Henri Penchas                       | President  |
| Antonio Joaquim de Oliveira         | Executive Director for Panels  |
| Alexandre Coelho Neto do Nascimento | Executive Director for Wood Sales  |
| Antonio Massinelli                  | Executive Legal Director   |
| Flavio Marassi Donatelli            | Executive Director for Finance and Investor Relations                              |
| João Jacó Hazarabedian              | Executive Director for Information Technology, Standards and Investment Management |
| Mônica Ramos Pinto*                 | Executive Director for Human Resources   |
| Raul Penteado de Oliveira Neto      | Executive Director for the Deca Division   |
| Renato Aguiar Coelho                | Executive Director for the Wood Industry   |
| Roberto Szachnowicz                 | Executive Director for the Supply Chain  |
| Flavio Dias Soares                  | Director for Development and Marketing at Deca                                     |
| Francisco de Assis Guimarães        | Director for Innovation and Technology Outsourcing                                 |
| Marco Antonio Milleo                | Industrial Director for Deca   |
| Roney Rotenberg                     | Sales Director for Deca  |

(\*) Joined the Executive Board in March 2012.

## Commissions

In 2011 Duratex created a series of commissions to assist in the decision-making process of the Executive Board. These recently constituted bodies strengthen the Company's integration, bringing together specialists from different areas. They also allow discussion on relevant topics and, from

a systems perspective, permit the monitoring of their influence on the various operational segments, as well as the business challenges faced by the various teams. They also ensure that the matters debated at the committee level are analyzed from an operational perspective.

**New Investment Commission:** this analyzes the competition and Duratex's competitiveness, in addition to monitoring and approving the Company's investments in fixed assets. This commission consists of a coordinator and ten members. Among the actions carried out during the year was the creation of an expansion plan for the Wood Division, with two new MDF units, and the reformulation of the project for the new vitreous chinaware plant in Queimados (RJ).

**Commission on Personnel:** consisting of one coordinator and seven members, it proposes and monitors the implementation of personnel management policies and practices, with a view to attracting, retaining and developing talent. These actions have helped Duratex to be recognized as one of the best companies to work for.

**New Business Commission:** proposes the development of new businesses which show competitive advantages and will increase the generation of value at Duratex. It consists of one coordinator and seven members.

In 2011, the commission complied with its regular fortnightly schedule, as well as meeting more frequently whenever necessary. It analyzed 23 projects, among them the acquisition of Elizabeth Louças Sanitárias, which was completed in February.

**Commission on Social Investments:** this commission prioritizes investments in social projects that have a long-lasting impact on the community, reaffirming Duratex's commitment to being recognized as a socially responsible company. It consists of ten members.

During the year, this commission met 15 times, with the objective of making a start on drawing up a Policy for Social Investment and standardizing the Company's sponsorship of educational initiatives. Duratex is also looking at the possibility of social action on projects focused on sport and culture.

**Commission for Sustainability:** this adds value to the management and governance process, based on the principles of sustainability, by proposing the development of actions, programs and policies in accordance with the best market practices. It consists of one coordinator and 11 members.

During 2011, the commission covered topics related to the environment, suppliers, employees, environmental indicators and Communication, and ended the year with the formalization of a new Duratex-wide policy for the environment and climate change. It also finalized a policy for the buying of goods and services that includes socio-environmental criteria and a program for the engagement of suppliers, in addition to promoting discussions on the establishment of non-financial parameters to be linked to remuneration, among other subjects.

The commission had the support of the specialist consultancy FBDS, which provided assistance in training on specific themes in addition to contributing to the development of an agenda and the fulfilment of a schedule agreed with top management.

**Commission for Innovation:** consisting of one coordinator and 11 members, it has the objective of disseminating, encouraging and monitoring the development of competitive differentiators in technologies, processes, products and services.

**Commission for Shareholding and Tax Matters:** comprising one coordinator and five members, it develops solutions which contribute to the improvement of the Company's shareholding and tax structure.

**Marketing Commission:** this proposes policies for the strengthening of Duratex's corporate brand name through attributes such as quality, ethical behavior, reliability, design, innovation and sustainability, generating satisfaction for the consumers of Deca, Durafloor and Hydra and adding value to shareholders. It consists of one coordinator and six members.

Among the actions carried out by this commission was the redesign of the Company's websites and the drawing up of a Marketing Policy, which is still under discussion.

**Commission for Risks:** consisting of one coordinator and six members, this evaluates the risks involved in the Company's operations and recommends appropriate policies to management.

This commission's main accomplishment was the mapping of the Company's general risks, which were duly classified in terms of degree of vulnerability and impact. For each risk identified an action plan is being drawn up with the objective of either eliminating or mitigating that particular risk.

For more information on members of the Board of Directors, Committees, the Executive Board and Commissions, including their experiences with respect to socio-environmental issues, readers should access the reference form available on the CVM's website [www.cvm.gov.br](http://www.cvm.gov.br) or the Company's website [www.duratex.com.br/ri](http://www.duratex.com.br/ri). **GRI 4.7**

## STRATEGY AND INVESTMENTS



*Themes 6 and 17 of the Materiality Matrix: Strategy for management and investment within the business*

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In order to maintain its leadership position during the 60 years since its foundation, and over the coming decades, Duratex has been constantly investing in the expansion of its production capacity and operational infrastructure and the integration of its processes. All the funding allocation is planned in accordance with market trends and customer demand.





Baseboard and door trim in  
MDF, Essential line

In 2011, Duratex invested a total of R\$636 million, R\$149 million of which was allocated to the Deca Division. Of this, R\$54 million was spent on expanding the production of metal bathroom fittings, and R\$95 million on investment for the inauguration of a new site in Queimados (RJ) and the acquisition of Elizabeth Louças Sanitárias, in João Pessoa (PB). The shipment volume increased 17.9% to 25.5 million pieces. Contributed to this ability to service the market, as well as investments made in the past, focused on organic expansion of capacity, the acquisition of Elizabeth Vitreous China.

In the Wood Division R\$222 million was invested in the completion of projects for a new paper impregnation line, the purchase of low-pressure presses, a new production line for laminated flooring, the installation of peripheral equipment in the unit in Taquari (RS) and investments in Itapetininga.

The remaining investment was allocated to the maintenance of existing operations and reforestation activity.

The Company is prepared for potential internal growth, with new operations having already begun and investments planned over a five-year horizon, in its two divisions. The funds available also allow the Company to take advantage of opportunities for expansion in its existing segments, as well as in business areas that have synergy with those in which it currently operates, emphasizing Duratex's commitment to the development of Brazil.

For 2012, the Company has an investment budget of approximately R\$650 million, for allocation to Duratex's strategic projects in its two divisions: completion of the works and the assembly of equipment for the new MDF production line in Itapetininga (SP), with operational start-up planned for 2013; the planting of trees and maintenance of the Company's forestry base; and the finalization and inauguration of the vitreous chinaware unit in Queimados (RJ).

## RISK MANAGEMENT

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### GRI 1.2 | 4.11

Duratex maintains procedures for the management of the risks to which it is exposed, with respect to interest rate fluctuation, variation in the exchange rate, and credit. The organizational structure for the control and management of risks consists of the Board of Directors, the Committee for Audit and Risk Management, and within the operational scope of the Executive Board, the Risks Commission.

The Company considers risk management to be an essential tool in the preservation of value and the protection of the capital committed to its operations. Analysis of potential risks is carried out by the representatives of the various areas, and follows the Precautionary Principle, established at the United Nations Conference on the Environment and Development.



The procedures adopted by Duratex have the objective of protecting its investments, and include the monitoring of exposure levels and establishing limits that trigger the respective decisions to be made.

In 2011, the work of risk mapping was carried out by an external auditing firm, Deloitte Touche Tohmatsu Brasil. Action plans are being drawn up by the Risk Commission, in partnership with other areas of the Company, with the aim of formalizing the risk management process based on documentation and set procedures. This study has determined the various risks, for which mitigation actions will be structured, and defined the Risk Rules, published in December.

#### **EXCHANGE-RATE RISK**

Any rise in exchange rates can increase the balance of the Company's loans, foreign currency denominated financing, and debentures in local currency. Duratex seeks to ensure that the fluctuations in currency to which the Company's liabilities are subject, do not affect its results or cash flow. For this purpose, there is an internal policy which sets out the various ways of mitigating exchange-rate risks. Any derivatives of an "exotic" nature, are not permitted.

#### **RISK TO CASH FLOW OR FAIR VALUE ASSOCIATED WITH INTEREST RATES**

Interest rate risk is risk that could result in the Company suffering from economic losses, due to adverse market conditions. This risk is continuously monitored, with the aim of assessing the possible need for the use of derivative contracts to provide protection against volatility. There is a Debt Policy which defines risks which are acceptable to the Company.

#### **CREDIT RISK**

The Company has adopted a sales policy associated with the level of credit risks to which it is exposed, in accordance with the business. The diversification of its receivables portfolio, the selection of its clients, and the monitoring of financing periods for sales and individual limits, are all procedures that are adopted for the minimization of bad debts or losses. With respect to financial activities the money markets, and other investments, Duratex has an investment policy which lists the institutions with which it may have a business relationship and provides guidelines with respect to the level of concentration.

Duratex has a debt policy for the setting of limits and parameters so as to guarantee its solvency. Control of its liquidity position takes place on a daily basis, through the monitoring of projected cash flow.

## RISKS AND OPPORTUNITIES WITH RESPECT TO CLIMATE CHANGE

### GRI EC2

Risks linked to climate change are due to possible changes in the regulatory environment and consequent demands with respect to the reduction of greenhouse gas emissions, or the development of products with a superior performance. Among the impacts predicted is a reduction in the level of forestry productivity in the event of irregular rainfall patterns, an increase in investment in the research and development of eco-efficient products, forestry cultivation and improvements to reduce emissions.

There are also opportunities presented by climate change. As the leading company in the segments in which it operates, Duratex has the capacity to adapt itself to more challenging conditions and lead the movement for change, with the possible capturing of additional market share.

To learn more about all the risks, readers should access the reference form on the CVM's website [www.cvm.gov.br](http://www.cvm.gov.br) or on the Company's website [www.duratex.com.br/ri](http://www.duratex.com.br/ri).

## INTANGIBLE ASSETS AND COMPETITIVE ADVANTAGES

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Duratex combines a number of essential factors for the creation of value and the building of competitive advantages. These aspects strengthen the Company's operations by contributing to improving the productivity of its operations, consolidating its relationships with its, and improving environmental performance through the efficient use of resources.

### GEOGRAPHICAL DIVERSIFICATION

The geographical diversification of Duratex's operations provides improved quality in the service that it provides to customers in the domestic market, further reducing logistics costs. Of the regions with the highest growth potential in terms of the Company's strategic planning, of particular note is the Northeast, where in 2011 the Company built a Distribution Center and acquired a new vitreous chinaware operation, Elizabeth Louças Sanitárias.

### BRAND-NAME

The brand names Duratex, Durafloor, Deca and Hydra are synonymous with quality and reliability. They express the innovation, commitment, design, quality and sophistication that the market demands. The rhinoceros logo, which represents Duratex, is among the best known and respected corporate logos in the country, and was widely publicized through the campaign Rino Mania, in commemoration of the Company's 60th anniversary.

# Duratex's intangible assets are essential factors in the creation of value and competitive advantages

## INNOVATION

Duratex continually invests in research and development in relation to products and solutions to provide it with greater competitiveness in the markets in which it operates, in addition to training its employees to offer products that are in alignment with the trends and desires of the consumer market. In 2011, Duratex invested R\$19,3 million in product research and development. In the Deca Division, of particular note are the new products that reduce water consumption, and the sophisticated product lines that use cutting-edge technology. And in the Wood Division, innovation in pattern panels has expanded the Company's portfolio in this segment.

## QUALITY

The quality standard of Duratex's products is a reference in the domestic market, and has resulted in the Company's privileged position among customers and consumers. Sales teams undergo constant training, while technical assistan-

ce services cover the entire Country. The Company's Customer Service (SAC) provides credibility to its brand names, and engenders user confidence; customer service access telephone numbers can be found on packaging and websites ([www.deca.com.br](http://www.deca.com.br), [www.duratex-madeira.com.br](http://www.duratex-madeira.com.br) and [www.durafloor.com.br](http://www.durafloor.com.br)).

## ECO-EFFICIENCY

Duratex's strategic planning includes commitment to the preservation of natural resources, and makes provision for investment in efficient and clean processes, the reuse of materials and the development of equipment that reduces the consumption of water and electricity. All the wood used in the production of boards and panels originates from reforestation activities, with certification FSC on some of its plantations.



Item of furniture in MDF/MDP,  
BP Essential Nude Pattern

## PERSONNEL

Duratex's employees are among its main assets. The attraction and retaining of talent is indispensable for the success of the businesses and the development of human capital encourages and contributes to maintaining a healthy work environment. In recent years, the Company has strengthened the alignment of its employees with its corporate culture, through the formulation of its Mission, Vision and Values, and the publication of these directives through its campaign "Somos Assim" (this is how we are).

## INFORMATION TECHNOLOGY

Duratex uses a SAP database, protected by a Business Continuity Plan, which includes replication of the database every 30 minutes and its storage in a safe environment, separate from the Company's facilities. In addition, the Company has a modern industrial structure, with the latest generation of machinery and equipment, robotized processes, constant maintenance and advanced information technology resources and systems.

A corporate Information Technology Standards and Investment Management Board was created in 2011, with the purpose of improving the Company's IT systems and establishing standards and processes to improve risk management, the planning and monitoring of investments, and the Company's internet exposure, with sites targeted at specific groups.

## GAINS IN SCALE

As the largest manufacturer of industrialized wood panels and vitreous china in the Southern Hemisphere<sup>1</sup>, Duratex continuously invests in expansion of its production capacity, enabling gains to be achieved through increased scale. In addition to the investments completed in 2011, the Company has an ongoing portfolio of projects, over a five-year horizon, to cater to the growth in the domestic market.

## DIVERSITY OF PRODUCT MIX

Duratex's product mix is extensive, and caters to different consumer segments. Products are conceived in accordance with principles of sustainability. In particular, metal bathroom fittings and vitreous chinaware that operate on reduced levels of water, have been installed under specific program that aims at improving water efficiency, which applies approximately 270 items. In 2011, the Company launched a number of new metal bathroom fitting products with reduced water consumption characteristics.

(1) Duratex estimate.

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*At the exhibition Expo Revestir 2012, Deca unveiled as part of its water-saving line of products an innovative product, which is shown on the side of this page. It is a urinal with an integrated sink, which uses the water from hand-washing to subsequently rinse the urinal.*

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# Awards granted to Duratex highlight its commitment to quality, innovation and sustainability

## INTEGRATION OF OPERATIONS

The Company's high degree of self-sufficiency in forestry based on its almost 138,000 hectares of planted forests, predominantly made up eucalyptus trees, enables gains to be achieved in terms of supply logistics. The Company is also looking at possible operations in businesses that have synergy with those in which currently operates.

## COST MANAGEMENT

The scale of production, the integrated wood supply system – with the Company's own renewable forests situated close to its plants – and the verticalization of its production processes all ensure a high level of productivity at a competitive cost. In addition, the Company reuses inputs and uses biomass for the heating of its boilers. Initiatives such as these contribute to maintaining the low cost of operations.

## AWARDS AND RECOGNITIONS

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### GRI 2.10

During the year, Duratex won various prizes and recognitions with respect to its management and products, of particular note being its commitment to quality, efficiency, innovation, transparency, ethics and sustainability.

The Company was once again selected in 2011 to be part of the BM&FBOVESPA Corporate Sustainability Index (ISE). It also featured among the list of Best Companies to Work for, published by the magazine *Capital Aberto*, in addition to receiving the Association of Capital Market Analysts and Investment Professionals (APIMEC) SP Esmeralda 25 Year Prize for Diligence. The Company was also recognized in the category of Plant Exploration and Reforestation in the awards for Best Agribusiness granted by the magazine *Globo Rural*.

| Award/Recognition  | Description   | Grantor  |
|--|---|--|
| Green Building   | Covers companies that contribute to progress in the transformation of the construction sector in a sustainable manner.  | Green Building Council Brazil  |
| IDEA/Brazil  | The Company received the Gold award in the Housing category. This prize is one of the most highly esteemed in the world.  | Brazilian extension of the US-based International Design Excellence Awards (IDEA). |
| Top of Mind  | Highlights the companies that are best remembered by consumers. The Company distinguished itself in the "Bathroom" category: Showers Metal Bathroom Fittings and Vitreous Chinaware. It also received the award for Company of the Year. Durafloor's laminated flooring also received this recognition. | Research by Datafolha of São Paulo   |
| Planeta Casa 2011  | The awards are presented to the best sustainability projects designed by companies and professionals in the architecture, decoration and construction segments. Duratex was highlighted for its Tap with Hydrogenerator.  | <i>Cláudia</i> magazine in partnership with the Sustainable Planet site            |
| Casa Brasileira Museum prize   | Duratex was recognized for its design, in the awards held in São Paulo.   | Casa Brasileira Museum   |
| 15 <sup>th</sup> awards for best product of the year - Revenda Group | The awards, the result of votes by stallholders, honor those with the best results in the various sales outlets. Products granted awards: Linha Aspen and Válvula Hydra Duo.  | Revenda Group  |
| Pini Awards  | These awards recognize the best suppliers in the Brazilian construction industry.   | <i>Construção Mercado</i> magazine   |
| Top Anamaco  | Dedicated to companies in the sector that have been successful in meeting the challenges of the market.   | Anamaco  |





# 02

## Socio-environmental Responsibility

GRI 4.12 | 4.14 | 4.15 | 4.16 | 4.17





Duratex has an agenda made  
up of socio-environmental  
priorities with a three-year  
horizon, involving 27 themes  
related to social, environmental,  
structural, functional and  
governance matters



Sink L95, Stick faucet



*Theme 18 of the Materiality Matrix:  
Environmental Policy*

The establishment of priority themes was one of the main highlights in 2012 in the socio-environmental area. This work, led by the Sustainability Committee, was carried out with the support FBDS for the structuring of a three-year agenda involving 25 social, environmental, structural, functional and governance themes. The management of these initiatives is the task of the Commissions that report to the Executive Board, so as to guarantee that they are applied systematically throughout the Company and link them with the corporate governance structure.

Among the main initiatives of this agenda already implemented in 2011 was the revision and updating of the Environmental Policy, integrating the question of climate change, which is being disseminated by the Company through training sessions and the implementation of initiatives. Sustainability criteria were also included in the Buying Policy – taking into account questions of environmental, labor-related and social risks associated with suppliers.

Information on the environment and safety are generated by the Environment Compliance and EHS modules of the SAP system. Duratex, along with other companies in the Itaúsa Conglomerate, was the first Brazilian company to acquire the Environment Compliance Module, with the aim of structuring the management of environmental data with greater control and reliability.

Duratex's commitments, expressed in its Environmental Policy, strengthen its Environmental Management System (SGA), which already carries ISO 14001 certification at the forestry unit in Botucatu and the sapling nursery in Lençóis Paulista (SP). In addition to this, actions are being implemented so that the Company's units will receive ISO 14001 certification over the next few years.

Among the certifications received, of particular note is the seal from the FSC, for Duratex's forestry management. The FSC evaluates

the operations and control on the extraction of the wood used for the manufacture of panels and other products. This certification attests to the adoption of environmentally appropriate practices that are socially just and economically viable. In 1990 Duratex became the first company in Latin America to obtain the FSC seal of approval.

Initiatives for the improvement of Duratex's environmental management use market benchmarks such as the Ethos Indicators, GRI, Carbon Disclosure Project (CDP), ISE and the Dow Jones World Sustainability Index (DJWSI). Duratex is one of the companies that have been invited to the BM&FBOVESPA Carbon Efficiency Index (IC02), after having contributed to the discussions for the creation of this index. It is also a signatory to the Global Compact and one of the founding members of the Brazil Green Building Council.

TABLE OF INTERACTIONS

| Interested Party           | Communication Channels   | Main Actions   |
|----------------------------|--|--|
| Shareholders and Investors | Quarterly conference calls on economic-financial results; roadshows in Brazil and abroad; individual and group meetings, and analysts visits to factories; public meetings of analysts in Brazil; annual report; website area for investor relations, with contact details; e-mail alerts for the publicizing of events of interest; electronic newsletter on sustainability; relationship channel on the environmental theme. | Publication on the website of economic-financial, social, environmental and cultural information; quarterly reports containing discussion of economic-financial results and socio-environmental performance; Code of Ethics and Conduct; Committee for Disclosure and Trading; Policy on Securities Trading; Policy on the Disclosure of Material Events or Facts. |

| Interested Party              | Communication Channels   | Main Actions  |
|-------------------------------|--|---|
| <b>Clients and consumers</b>  | Toll-free telephone number for client services; corporate website, Deca and Wood Divisions; annual report; electronic newsletter on sustainability; relationship channel on the environmental theme.   | Services to clients and technical assistance; product advertising following ethical standards; development of eco-efficient products; Credit Committee; Code of Ethics and Conduct.   |
| <b>Suppliers</b>              | Website; annual report; electronic newsletter on sustainability; relationship channel on the environmental theme.  | Policy for the Supply of Goods and Services; Code of Ethics and Conduct.  |
| <b>Employees</b>              | Confidential channels for the reporting of discrimination in the workplace; electronic newsletter on sustainability; relationship channel on the environmental theme; <i>RH Escuta</i> (human resources is listening); internal notice boards; intranet; website; annual report. | Education and training programs; special events on particular holidays, such as Secretary Day, Mother's Day and the end of year celebrations; Code of Ethics and Conduct; Committee for Personnel and Succession.   |
| <b>The community</b>          | Meetings in the communities; annual report; website; relationship channel on the environmental theme.  | Sustainability Committee; sponsorship of cultural and social events.  |
| <b>Government and society</b> | Annual report; website; relationship channel on the environmental theme.   | Code of Ethics and Conduct; Policy for Receiving and Dealing with Complaints; Environmental Policy; contribution to associations, entities and sustainable initiatives, such as the Ethos Institute and the <i>Na Mão Certa</i> (in the right hands) program; ISO and FSC certifications. |
| <b>The Press</b>              | Annual report; press advisory service; website; e-mail alert.  | Code of Ethics and Conduct; Committee for Trading and Disclosure.   |

CLIENTS AND CONSUMERS

GRI PR5



Themes 61, 62, 66 and 69 of the Materiality Matrix: customer health and safety in the use of products, product information – access and quality of information, product quality and service to the client – pre-and post sale

The Company is dedicated to the protection of the health and safety of its clients and consumers, who have recognized its brand names and products as being market references in terms of quality, design, innovation and sustainability. Duratex offers flexible service channels, an extensive technical assistance network, continuous investment in the

training of installation professionals, and marketing programs and relationship programs with solid foundations of respect and ethical behavior.

In the Wood Division, two structures guarantee the service provided to industry (particularly the furniture sector), retail wood sellers and construction material retailers. The two areas operate with the shared support of teams specialized in communication, product development, technical assistance and relationships. In the Deca Division, the pre-sales area strengthens the uniqueness of the products and the value of the brand name, with visits to the offices of architects and construction firms. In addition, the Deca Division has 20 sales affiliates, five of them focused on the construction industry while the others providing service to retailers.

|   | 2011   | 2010   | 2009   |
|---|--------|--------|--------|
| Service to Consumers–Durafloor                          |        |        |        |
| Total number of calls taken by the customer call center | 32,364 | 25,452 | 29,451 |
| % of complaints as a proportion of the calls taken      | 11.60% | 9.0%   | 11.74% |
| % of complaints not dealt with                          | 0%     | 0%     | 0%     |
| Average waiting time before calls are answered          | 7s     | 7s     | 6s     |

In 2011, Durafloor’s service for general and technical assistance dealt with 37,940 customer contacts, comprising 24,614 calls received at the call centre, 7750 e-mails, 4467 letters and 1109 Proprietor Registration Card units (CRP).

|  | 2011   | 2010    | 2009   |
|--|--------|---------|--------|
| <b>Service to consumers – Deca Division</b>              |        |         |        |
| Total number of calls received by the Call Center        | 78,841 | 100,722 | 98,594 |
| % of complaints as a proportion of the total calls taken | 1.1%   | 0.19%   | 0.06%  |
| % of complaints not dealt with by the call center        | 0%     | 0.01%   | 0.01%  |
| Average waiting time before calls are answered           | 47s    | 48s     | 49s    |

The Deca Division's consumer service received 78,841 calls in 2011, 42% of were related to authorized technical assistance outlets, 30% to product information, 5% to technical information, 3% sales and 19% to other themes. 1.1% of the calls were complaints.

### RELATIONSHIP ACTIVITIES

Duratex strengthens its brand name and the relationships with clients and consumers through a series of activities, some of which have been in place for more than 15 years. Among the main ones, of particular note are the Duratex Loyalty Program and the competitions for architecture and interior design, such as the *Sonho de Banheiro* (dream bathroom) Deca Prize and the Banheiro Deca design competition. Also noteworthy is the sponsorship of technical seminars, which brought together 2,500 professionals in the sector in 2011, and the participation at trade fairs and the more important events in the sector. In 2011, the Company participated in Casa Cor, the International Trade Fair for Machinery, Raw Material and Accessories for the Furniture Industry (FIMMA) and Expo Revestir.

### SUPPLIERS

In 2011, Duratex restructured its Supply Chain area, introducing three management areas responsible for supplies, purchases not related to production, and strategic inputs. The focus is on the management of these inputs, allowing greater synergy among the Company's various input requirements.

One of the main initiatives by this team last year resulted in the publication of a Buying Policy and in the mapping of Duratex's suppliers, classifying them in terms of economic performance, exposure to risks and the adoption of socio-environmental practices. This mapping will provide the Company with guidelines for engagement with these strategic suppliers.

Another item of note was the project for changing Duratex's energy matrix, which will be substituting fuel oil with natural gas. In addition to being less polluting, natural gas tends to be cheaper than oil. In this regard, an important partnership agreement signed with a concessionaire in São Paulo involves the building of a gas pipeline





Item of furniture in MDF/MDP, BP  
Lume Branco Diamante pattern



from Bauru (SP) to Duratex's plant in Agudos (SP), which will enable the energy matrix to be changed, replacing the current fuel oil used with natural gas.

For the transport of inputs and finished products, Duratex contracts legally established transport firms that mainly operate using their own fleets and which impose strict criteria when selecting vehicles from third parties.

## EMPLOYEES

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### GRI 4.4

Duratex believes that one of its greatest challenges is to grow without compromising its essential nature, which is its way of thinking and getting things done. For this to take place in a consistent manner, backing by employees is indispensable. The Company's professional staff members have an outstanding knowledge of the Company's operational markets, as well as production and sales. The attraction and retention of internal talent is the Company's focus in developing its human capital, which encourages and contributes to maintaining a healthy working environment.

In 2010 and 2011, the Company reinforced its Mission, Vision and Values. In addition to validating the content with its employees, the Company carried out a campaign for the publicizing of these principles, providing support for the process of aligning organizational culture. With the slogan "Somos Assim", the publicity campaign for the publication of the content involved all the units, with the use of presentations and interactive information, supported by technical and behavioural information material specially developed to promote debate, reflection and compliance.

At the end of 2011, Duratex had 10,668 staff members, with 10,390 in Brazil and 171 in other countries, 107 trainees and 1,929 outsourced staff. Compared to 2010, there was an increase of 11% in the direct employee base.

|                  | 2011          | 2010         | 2009         |
|------------------|---------------|--------------|--------------|
| Direct Employees | 10,390        | 9,368        | 8,681        |
| Trainees         | 107           | 148          | 113          |
| Employees Abroad | 171           | 174          | 209          |
| <b>Total</b>     | <b>10,668</b> | <b>9,690</b> | <b>9,003</b> |
| Outsourced Staff | 1,929         | 1,682        | 1,428        |

|                          | 2011         |              |               | 2010         |            |              | 2009         |            |              |
|--------------------------|--------------|--------------|---------------|--------------|------------|--------------|--------------|------------|--------------|
| Level within the Company | Male         | Female       | Total         | Male         | Female     | Total        | Male         | Female     | Total        |
| Director (employee)      | 2            | 0            | 2             | 1            | 0          | 1            | 0            | 0          | 0            |
| Management               | 640          | 59           | 699           | 597          | 53         | 637          | 534          | 54         | 588          |
| Administrative           | 1,220        | 679          | 1,899         | 1,130        | 648        | 1,778        | 1,061        | 618        | 1,679        |
| Production and Others    | 7,419        | 371          | 7,790         | 6,713        | 226        | 6,939        | 6,260        | 154        | 6,414        |
| <b>Total</b>             | <b>9,281</b> | <b>1,109</b> | <b>10,390</b> | <b>8,441</b> | <b>927</b> | <b>9,368</b> | <b>7,855</b> | <b>826</b> | <b>8,681</b> |

|   | 2011  | 2010  | 2009  |
|---|-------|-------|-------|
| <b>Diversity Indicators</b>                             |       |       |       |
| Number of women who work at the Company                 | 1,109 | 927   | 826   |
| % of management positions occupied by women             | 8.4%  | 8.2%  | 9.2%  |
| Number of men who work at the Company                   | 9,281 | 8,441 | 7,855 |
| % of management positions occupied by men               | 91.6% | 91.8% | 90.8% |
| Number of negroes who work at the Company               | 2,978 | 1,904 | 1,721 |
| % of management positions occupied by negroes           | 10.9% | 6.8%  | 6.5%  |
| Number of disabled persons, or those with special needs | 283   | 272   | 268   |
| Number of employees over 45 years old                   | 1,387 | 1,330 | 1,242 |

## DEFINITION OF TARGETS



*Theme 38 of the Materiality Matrix:  
Definition of Targets*

Since 1995, Duratex has had a profit-sharing scheme in place for its employees, which today applies to all its businesses, based on indicators that are directly related to the performance of the unit and the degree of commitment the employee shows to the Company. Two economic-financial indicators are taken into account, based on Revenue – Productivity and Added Value or Cost – as well as three indicators related to attitude and degree of commitment to the organization: work-related accidents, deficiencies and product quality.

All employees at the operational level, and at the first level of supervision (supervisors and coordinators) are evaluated, collectively and individually, according to these criteria, and recognized and remunerated based on this evaluation.

For managers and directors, there is a “skill model” aligned to the future challenges of Duratex and the process of performance management which includes 360° evaluation and the measuring of targets agreed at the beginning of the year – organized into three fronts: corporate, unit and individual. This performance management process will have a direct impact on annual variable remuneration and the formulation of an individual performance program for executives, linked to gaps in knowledge and skills identified in the performance evaluation.

| Targets and Respective Weightings for<br>Managers and Directors |                             | Weightings                 |         |                  |         |
|---|-----------------------------|----------------------------|---------|------------------|---------|
|   |                             | Corporate (Central office) |         | Industrial Units |         |
| Front   | 2011 Target                 | Director                   | Manager | Director         | Manager |
| Corporate   | EBITDA and ROE of Duratex   | 70%                        | 70%     | 50%              | 40%     |
| Units (Panels, Deca and Forestry)                               | EBITDA and ROE of each unit | 0%                         | 0%      | 25%              | 30%     |
| Individual  | Up to 5 specific targets    | 30%                        | 30%     | 25%              | 30%     |
| Total   |                             | 100%                       | 100%    | 100%             | 100%    |

As a long-term incentive instrument, the Company has a stock option plan in place for members of the Executive Board and managers. Every year the Committee for Staff, Nomination and Governance grants options to these executives in accordance with established targets.

It is important to emphasize that the performance management process also provides input on the Company’s succession plan, identifying potential successors for key positions within the organizational structure and the development efforts that will be needed for each member of staff to be fully capable of exercising functions with greater responsibility within the Company. **GRI LA12**

| Regular Performance Evaluation and Career Development Planning |        |
|--|--------|
| % of employees evaluated                                       | 95.27% |
| Total number of direct employees                               | 10,390 |

**REMUNERATION AND BENEFITS**

Duratex ended the year with a total staff of 10,668, who received a total remuneration of R\$315.5 million.

Duratex’s salary policy is based on market benchmarks in the segments in which it operates, taking into account roles, responsibilities, results and the performance of each professional member of staff. To ensure that the remuneration policy is correctly applied, research is carried out from time to time. In addition to fixed remuneration, the Company has variable remuneration and benefit plans, in addition to a stock option plan for its executives.

The Company offers its employees a pension scheme of the defined contribution type, run by the Itaúsa Industrial Foundation. Two types of plans are provided to employees: the Defined Contribution Plan (DC plan) and the Defined Benefit Plan (DB Plan). The former is offered to all employees, with 5,140 active, 168 assisted and 548 participants, and the Company contributes amounts of between 50% and 100% of the contribution made by participants. The DB plan, which is closed to new entrants, in 2011 had 68 active, with 502 assisted and 23 participants. For more information on this, readers should refer to the Financial Statements, Note 26, on page 167. **GRI EC3**

## TRAINING AND EDUCATION

Duratex invests continually in the training of its staff through programs focused on technical improvement and the development of behavioural and leadership skills. In 2011, R\$1,975,100 was spent on initiatives which included sub-

sidies for graduate, postgraduate, language and training courses. There were 82,664 participants and 21.5 training hours per employee.

|  | 2011      | 2010      | 2009      |
|--|-----------|-----------|-----------|
| <b>Investment in training</b>  |           |           |           |
| Total invested (R\$)   | 1,975,055 | 1,378,610 | 1,140,914 |
| Hours of training per employee   | 21.5      | 23.8      | 24.0      |
| Number being trained   | 82,664    | 53,026    | 48,278    |
| Number of educational grants provided to employees   | 94        | 117       | 163       |
| Amount invested in educational grants (R\$)  | 242,172   | 236,892   | 345,449   |
| Total invested in training (R\$)   | 1,732,884 | 1,141,718 | 795,465   |
| % of investment in education and training as a proportion of total revenue                                   | 0.07%     | 0.06%     | 0.08%     |
| % of investment in education and training as a proportion of total operating expenses                        | 0.45%     | 0.40%     | 0.37%     |
| % of investment in education and training as a proportion of total staff expenditure (remuneration for work) | 0.62%     | 0.50%     | 0.43%     |

## HEALTH, SAFETY AND QUALITY OF LIFE


Duratex prioritizes the well-being and health of its employees. To this end it has introduced a series of initiatives, such as work breaks for providing guidance on the safe operation of machinery and concepts of gymnastics in the workplace to improve posture and avoid repetitive strain injury.

The Company has medical posts which are equipped to carry out routine examinations and attend to emergencies. Employees participate in vaccination campaigns, including vaccinations against influenza and yellow fever.

The Company also promotes Internal Weeks for the Prevention of Accidents in the Workplace (SIPAT) and has an Internal Commission for the Prevention of Accidents (CIPA). For the transport of employees in the forestry division to rural zones, the Company has buses that are specially equipped with bathrooms, awnings and tables, which also serve as canteens.

Vehicles undergo constant maintenance and drivers receive guidance on driving safety. These initiatives, added to the investment in training for operators at its plants, have helped to reduce the number of work-related accidents. In 2011, there were 241 incidents, of which 140 resulted in time off work.

COMBATING CORRUPTION



Theme 52 of the Materiality Matrix:  
the fight against corruption

Duratex has set out directives for the treatment of corruption issues in three corporate documents: the Code of Ethics and Conduct, the Corporate Policy for the Prevention and Combat of Illicit Acts and the Policy for Receiving and Handling Complaints. These directives are incorporated into the Company's Buying Policy and are applied to the ethical and transparent management of suppliers, in compliance with the conventions of the International Labour Organization (ILO) and the principles of the Global Compact.

The internal auditing area evaluates internal controls and risk management, reporting to the Committee for Auditing and Risk Management. The External Auditors, on the other hand, evaluate the Company's Financial Statements. These evaluation procedures allow the prevention of cases of corruption.

All employees are made aware of risks related to corruption. The item entitled Governance in the Dictionary of Risks provides for the evaluation of the potential risk of unethical conduct and fraud. The residual evaluation of this risk was classified as being of Medium Impact, being mitigated through a structure of internal controls and corporate governance, as well the management of risks by the Company's administrators, managers and employees. **GRI S02 | S03**

Duratex maintains open channels to receive complaints from employees and third parties. These complaints are analyzed by the internal audit team and reported to the Audit and Risk Management Committees. If confirmed they may lead to the warning of the infringer and other internal penalties, not exempting the infringer from legal responsibility for his or her actions. In 2011, the Company received no communications, either internal or external, related to cases of corruption. **GRI S04**



Sink L260, Decalux faucet

COMMUNITY

GRI S01

Duratex develops and supports programs which prioritize the professionalization of youth and environmental education in the communities where it works. During 2011, the Company invested approximately R\$30.0 million in socio-environmental projects, 50% more than in the previous year.

Many of the initiatives involve employees, who act as volunteers or who donate material as part of collection campaigns. An example of this is the Formare Project, through which employees act as educators for at-risk youth.

PROJECTS

| Social projects supported in 2011  |  |
|--|--|
| Art  | <b>Season of concerts by the Bachiana Philharmonic Orchestra and the João Pessoa Chamber Orchestra:</b> conducted by maestro João Carlos Martins, these concerts were attended by some 30,000 people.  |
|  | <b>Cantando por um Brasil Melhor (singing for a better Brazil):</b> with the musical group Trovadores Urbanos, this benefited the population in 12 municipalities in the state of São Paulo.   |
|  | <b>Vozes pela Infância (voices of childhood):</b> with the participation of maestro João Carlos Martins, the percussion group of the <i>Vai Vai</i> samba school and young talented classical musicians. The income from the event, minus taxes, was donated to Childhood Brasil for the <i>Na Mão Certa</i> (in the right hands) program.   |
|  | <b>A Sustainable World:</b> a travelling theater operating in Estrela do Sul (MG) and surrounding communities, benefiting 2,600 children and adolescents in the public educational network.  |
|  | <b>Ecological living:</b> exhibition at this São Paulo Museum of Modern Art, presenting pioneering projects by architects from various parts of the world that touch on the necessity of preserving scarce natural resources. This event received more than 25,000 visitors.   |
|  | <b>Rino Mania:</b> this project involved 75 rhinoceros sculptures decorated by various artists. Of these, 60 were exhibited in the city of São Paulo and a further 15 went on a traveling exhibition in communities in which the Company operates. At the end of the exhibitions, the sculptures were auctioned off and the amount collected, approximately R\$ 600,000, was donated to the United Nations Children’s Fund (UNICEF) and Associations of Parents and Friends of Special Needs Children (APAEs), among other non-governmental organizations. |
| Rino Mania also involved pupils in 128 elementary schools in the public education network of 11 towns in the states of São Paulo, Minas Gerais, Rio Grande do Sul and Pernambuco.  |  |
| This initiative promoted teaching workshops with 237 teachers, who encouraged their students to discuss the preservation of species threatened with extinction and the study of wildlife, as well as to learn more about the importance of working as a team. During the project, children and youth decorated 220 mini-rhinoceroses in an initiative which involved approximately 7,000 pupils. |  |



## Social projects supported in 2011

### Education

**Tide Setubal Joinery School:** offers professional training to youth from Agudos, benefiting 74 people in 2011. There are three professional skills taught: Carpentry, Microcomputer operation and Marquetry.

**Buscando o Futuro (looking to the future):** since 2004, this project has provided guidance on engagement in the labor market to students in public and technical schools. In 2011, the project was held in the Louças Jundiá e Metais Planidil unit of the Deca Division, with the participation of 150 students from the National Commercial Training Service (SENAC).

**Piatan Environmental Awareness Area (AVAP):** located in Agudos (SP), it has the object of disseminating information about the management of sustainable forestry, through monitored visits by schools, clients and the community. In 2011, there were visits from more than 7300 people; these included facilities for the presentation of informational videos, notice board displays and forest trails with information on the surroundings.

**The Escola Formare program:** carried out in partnership with the lochpe Foundation of São Paulo and the Federal Technology University of Paraná (UFTP), contributes to the professional training of at-risk youth, providing them with professional education courses from the Agente de Serviços Administrativos e Comerciais (administrative commercial service agent). In 2011, 35 teenagers from needy communities were trained.

Duratex has invested approximately R\$ 30 million in socio-environmental projects

## Social projects planned for 2012

**Community Library:** involves the creation of three libraries in the municipal schools of Botucatu (SP), Uberaba (MG) and Cabo de Santo Agostinho (PE) and the overhaul of two libraries already present in the municipalities of Taquari (RS) and Estrela do Sul (MG).

**Contacts with art:** an education project of the São Paulo Museum of Modern Art, which seeks to strengthen the connection between art and various fields of knowledge, with the objective of contributing to the process of teaching educators from different institutions.

**Swimming, Athletics and Weightlifting Championships:** seeks to achieve the best conditions for training of disabled athletes to participate in the 2016 Paralympics. The projects Hands Teams and Magic Hands, aim to train volleyball and basketball teams, respectively, made up of athletes in high-performance wheelchairs.



Durafloor flooring,  
Gris Versalhes pattern

In the forestry area, one of Duratex's most important projects include consultations through poll research among neighbors, customers and suppliers to the farms and plantations. The object is to encourage pre-and post-operational research. The pilot project began in 2010, and was expanded in 2011, with the sending out of approximately 800 questionnaires, accompanied by information leaflets on the activities developed by the Company. This material was distributed in the regions of Minas Gerais and São Paulo.

Around 200 returns were received on a voluntary basis. The responses and information are still being tabulated, but a preliminary analysis indicates that there is recognition of the positive aspects of the Company's presence as well as more sensitive aspects, such as the driving of the Company's vehicles along rural roads, the impact of which is being analyzed. The final report on this subject is being compiled with the support of the Sagrado Coração University (USC/Bauru).

In Rio Grande do Sul, an Environmental Impact Study (EIA/RIMA) has been drawn up, which involved anthropic diagnosis. Since 2005, the Company has recorded demands from interested parties, producing a report every year. Through this activity, and based on the information of older employees, it has been determined that controversial subjects have been dealt with as they have been detected. In 2011, demands in the environmental area amounted to a total of 474, received through the Company's relationship channels.

## GOVERNMENT AND SOCIETY

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Duratex has relationships with, and participates in, various entities. Among these of particular note are: the Brazilian Association of Wood Panel Industries (ABIPA), the Brazilian Association of High Resistance Laminated Flooring Industries (ABIPLAR), the Brazilian Association of Planted Forest Producers (ABRAF), ABRASCA, the Centre for Industries in the State of São Paulo (CIESP), the Federation of Industries in the State of São Paulo (FIESP), the Brazilian Institute for Investor Relations (IBRI), the Brazilian Institute for Finance Executives (IBEF) and the Institute for Forestry Research (IPEF). **GRI 4.13**

The Company operates in a responsible and transparent manner in order to legitimize its actions and increase its involvement in the protection of human rights and in the combating of corruption. Duratex respects legislation in force, and demonstrates its commitment to the principles of the Declaration of the Rights of Man, the Global Compact, and the Declaration of the International Labour Organization on Fundamental Principles and Rights at Work. These terms are expressed in the Company's Code of Ethics and Conduct, and are recognized by all employees. **GRI 4.12**

## THE ENVIRONMENT

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In 2011, Duratex achieved its targets for forestry harvesting and planting, ensuring sustainability in the supply of its wood panel manufacturing plants. FSC and ISO 14001 certifications were maintained after external environmental auditing. At the unit in Rio Grande do Sul an Environmental Impact Study was completed (EIA/RIMA), the results of which were filed with the State Federation for Environmental Protection (FEPAM).

Research on biodiversity and the conservation of natural resources was conducted in accordance with existing schedules, and with promising results with respect to compliance with the requirements of FSC certification and environmental licensing. In addition, Duratex contributed to the revision of the New Forestry Code, through sectoral representations.

During the year, the Company maintained the planted areas using a system of minimal cultivation, which permits the protection of the soil against erosion, and contributes to natural fertilization of the soil. Some fires did occur, but the measures in place for their prevention and control proved to be efficient and safe, so that the cost of these incidents remained within the internal limits for general costs. The average commercial area consumed by fire in the last five years was 0.29% of the total area, while the area burned in the year corresponded to 0.24%.

Duratex invests in the allocation of areas for conservation by encouraging the processes of natural regeneration of native vegetation. In this area, the Company's actions involve the containing of erosion, silting and revitalization of soil fertility. These production sustainability measures are complemented by the demarcation and protection of permanent preservation areas and the conservation of sections of native vegetation, where they exist.

Concerned about the management of its environmental indicators, Duratex has improved its monitoring methods and expanded the extent of its evaluation of environmental performance, which today covers all the plants and forestry units.

In 2011, the Company invested R\$26.7 million in environmental protection, of particular note being the R\$8.8 million spent on the treatment of effluents; R\$11 million on the collection of residues; R\$2 million on forestry preservation, R\$1.8 million on environmental initiatives, R\$227,000 on water treatment and R\$1.6 million on exhaust systems. In addition to these amounts, R\$385,600 was booked as a provision for environmental liabilities.

During the period, there were three occurrences which resulted in the signing of Terms for the Adjustment of Conduct with the local state ministries, with the total payment of R\$ 49,762.39.

At the industrial plant of Uberaba (MG), the Company undertook a commitment to carry out the necessary improvements in its Effluent Treatment Station (ETE) and in the cities of Taquari (RS) and Itapetininga (SP), by way of compensation with respect to the revitalization of the forestry of the area involved.

#### **BIODIVERSITY**

Biodiversity monitoring initiatives are carried out with the purpose of getting to know and obtaining proof of the levels of diversity of flora and fauna in the forestry plantations controlled by Duratex. These are projects which enable the Company to technically document how the management of its forestry plantations contributes to the conservation of plants and native animals. As this activity carried out in co-operation with universities, Duratex also contributes to the training of specialists.

| State                     |           | Fomentation 2011 |                     | Fomentation 2010 |                     |
|---------------------------|-----------|------------------|---------------------|------------------|---------------------|
|                           |           | Total Area (ha)  | Conservation (ha) * | Total Area (ha)  | Conservation (ha) * |
| São Paulo                 | Leased    | 17,355.23        | 3,761.82            | 17,130.85        | 3,726.20            |
|                           | Promotion | 5,606.85         | -                   | 5,606.85         | -                   |
|                           | Owned     | 112,834.35       | 26,987.01           | 112,982.61       | 26,511.45           |
| São Paulo – Total         |           | 135,796.43       | 30,748.83           | 135,720.31       | 30,237.65           |
| Minas Gerais              | Leased    | 70,228.87        | 15,735.67           | 65,955.60        | 13,925.57           |
|                           | Promotion | 2,704.03         | -                   | 2,704.03         | -                   |
|                           | Owned     | -                | -                   | -                | -                   |
| Minas Gerais – Total      |           | 72,932.90        | 15,735.67           | 68,659.63        | 13,925.57           |
| Rio Grande do Sul         | Leased    | 3,627.83         | 1,274.38            | 3,627.88         | 1,280.89            |
|                           | Promotion | 14,748.78        | -                   | 13,765.20        | -                   |
|                           | Owned     | 4,583.20         | 1,861.90            | 3,772.76         | 1,481.17            |
| Rio Grande do Sul – Total |           | 22,959.81        | 3,136.28            | 21,165.84        | 2,762.06            |
| Total                     |           | 231,689.14       | 49,620.78           | 225,545.78       | 46,925.28           |

(\*) Conservation, permanent preservation area (APP), legal reserve etc.

| Fauna                      | Protected Species |              |                   |         |                              |
|----------------------------|-------------------|--------------|-------------------|---------|------------------------------|
|                            | São Paulo         | Minas Gerais | Rio Grande do Sul | Federal | IUCN <sup>(*)</sup> Red List |
| Critically Endangered (CR) | 3                 | 2            | -                 | 6       | -                            |
| Endangered (EN)            | 8                 | 8            | 5                 | 4       | 3                            |
| Vulnerable (VU)            | 19                | 11           | 11                | 8       | 8                            |
| Near Threatened (NT)       | 10                | -            | -                 |         | 9                            |
| Data Deficient (DD)        | -                 | -            | -                 |         | 2                            |
| Total                      | 40                | 21           | 16                | 18      | 22                           |
| Flora                      | Protected Species |              |                   |         |                              |
|                            | São Paulo         | Minas Gerais | Rio Grande do Sul | Federal | IUCN <sup>(*)</sup> Red List |
| Endangered (EN)            | -                 | -            | 1                 | -       | -                            |
| Vulnerable (VU)            | -                 | 2            | 5                 | 2       | -                            |
| Total                      |                   | 2            | 6                 | 2       |                              |

(\*) International Union for the Conservation of Nature.

# In 2011, 56% of the Company's energy matrix was supplied by the use of biomass, increasing the use of renewable energy sources for the generation of electricity

## **FLOW TOWER**

Since 2008 the Flow Tower project has studied the balance of carbon, water and nutrients throughout the eucalyptus forestry cycle, in order to attempt to clarify points regarding the environmental sustainability of forests with a high productivity, and carbon sequestration in biomass and in the soil, among other themes. Preliminary results indicate that six months after the cutting and reformation of the forest, equilibrium has already been achieved between respiration and photosynthesis.

The project, on Duratex's own land, involves more than ten national forestry companies (Arcellor Mittal – formerly Acesita, Arcellor Mittal – formerly CAF, Bahia Specialty Cellulose BSC – formerly Copener, Cenibra, Conpacel, Fibria – formerly Aracruz, Fibria – formerly VCP, Klabin, Suzano and V&M), under the coordination of the French Center for Agricultural Research (CIRAD), Institute for Forestry Research and Studies (IPEF), Luiz de Queiroz College of Agriculture (ESALQ), University of São Paulo (USP) and North Carolina State University (NCSU). On this plantation the project occupies an area of 200 hectares, in the center of which the tower is has been constructed.

## **FORESTRY PROTECTION**

Duratex's prevention activities are part of the Company's risk management and involve various levels of activity, with the adoption of prevention and combat techniques that are appropriate to forestry culture and monitoring by a team that undergoes constant training.

The protection of forestry plantations against fire and pests are activities that are fundamental for maintaining the longevity of Duratex's operations. A system for the prevention and fighting of forestry fires requires the use of observation towers, motorized surveillance, radio communication by vehicles, fire trucks and water tankers, specific manual tools for fighting fire in rural areas, training of firefighters, the carrying out of simulations, awareness campaigns for the Company's own employees as well as outsourced workers, and cooperation initiatives with neighbours and public bodies.



To carry out the control of pests and diseases, the Company uses Integrated Pest Management (MIP). This management methodology promotes equilibrium between the environment and productivity, through the selection of more resistant saplings and the conservation of native forest around the plantations. In this way, the forest provides a natural form of pest control. If there is a threat to forestry productivity, the Company uses a biological control method to restore environmental balance, only applying chemical products when this form of control fails. Duratex always prioritizes the use of efficient products with a low risk to the environment.

MATERIALS

In 2011, 3,811,159 tons of raw materials, chemicals, fertilizer and associated materials were consumed in the Company’s production and cultivation processes. The Deca Division used 191,121 tons of this total volume, while the Wood Division consumed 3,620,038 tons.

Using processes for the technically efficient reuse of material, in the Deca Division, 21,439.28 tons of material were reused during the year, equivalent to 18.4% of the total mass used in the industrial plants. The figures are not compatible with 2009 and 2008, as they include information that goes beyond the re-use of ARM sludge, such as the remnants of paste and scrap deriving from pieces rejected as a consequence of quality control, and still in the crude stage. In the metal bathroom fittings sector, inputs for recycling (pre-and post-consumption) were 95% for bronze, 90% for brass, 14% for ABS, 41% for polyethylene, 8% for polyacetate, 5% for nylon and 4% for polypropylene.

|  | 2011      | 2010      | 2009      | 2008      |
|--|-----------|-----------|-----------|-----------|
| Materials used (tons/year)   |           |           |           |           |
| Nitrogen Phosphorus Potassium (NPK) Fertilizer, Borax, Dolomitic Limestone, etc. | 51,107    | 45,785    | 37,000    | 40,549    |
| Raw materials (tons/year)  |           |           |           |           |
| Wood Production Process*   | 3,214,766 | 3,399,222 | 1,525,228 | 1,413,015 |
| Clay, Kaolin, Feldspar, Quartz, Plaster of Paris and Others                      | 177,239   | 112,302   | 106,677   | 86,917    |
| Re-bars  | 4,613     | 2,069     | 3,786     | 3,508     |
| Brass Tubes  | 454       | 427       | 347       | 322       |

|  | 2011             | 2010             | 2009             | 2008             |
|--|------------------|------------------|------------------|------------------|
| <b>Materials Used (tons/year)</b>                        |                  |                  |                  |                  |
| Brass Discs and Tapes                                    | 423              | 246              | 439              | 397              |
| Zamac  | 39               | 24               | 62               | 102              |
| Brass Castings   | 1,806            | 1,745            | 1,688            | 1,750            |
| Bronze   | 5,109            | 4,661            | 4,192            | 4,344            |
| Plastic  | 1,438            | 1,247            | 1,149            | 1,050            |
| <b>Associated Materials</b>                              |                  |                  |                  |                  |
| Lubricants (production process)                          | 993              | 656              | 447              | 372              |
| Resins and other Materials Acquired from Third Parties** | 291,640          | 283,147          | 133,272          | 105,798          |
| Aluminum Sulfate   | 2,764            | 1,838            | 1,696            | 2,283            |
| Paper Acquired from Third Parties                        | 11,147           | 10,349           | 6,589            | 7,228            |
| Caustic Soda (concentration of 50%)                      | 365              | 368              | -                | -                |
| Sawn Material (Packaging)                                | 6,311            | 6,007            | 6,143            | -                |
| Methanol   | 40,610           | 20,606           | -                | -                |
| Seated Acid  | 34               | 27               | -                | -                |
| Sulphuric Acid   | 7                | 14               | -                | -                |
| Di-ethylene Glycol (DEG)                                 | 264              | 8                | -                | -                |
| Termite Pesticide  | 18               | 4                | -                | -                |
| Caprolactam  | 12               | 1                | -                | -                |
| <b>Total</b>   | <b>3,811,159</b> | <b>3,890,754</b> | <b>1,828,715</b> | <b>1,667,635</b> |

(\*) Damp processed wood.

(\*\*) Resin, formaldehyde, urea, concentrated urea formaldehyde, melamine, paraffin, humocer, ammonium sulfate, paints and varnishes.

## ENERGY<sup>1</sup>

In 2011, Duratex consumed 10,549,235.75 Gjoules of energy, an increase of 2% compared to the figure of 11,317,282 GJ recorded in 2010. The Deca Division consumed 1,734,007.15 GJ, while the Wood Division, including Wood, Forestry and Resinas Industriais S.A. (DRI) consumed 9,809,977.83 GJ. The administrative area consumed a further 5,247 GJ. Of the total consumed, indirect energy accounted for 2,653,144.54 GJ.

Duratex's energy matrix is based on renewable natural resources, such as biomass. In 2011, approximately 56.1% of the energy used was generated based from this source, which reflects the efforts to adopt clean technologies. 22.97% of the energy used was acquired from the electric utility concessionaire, 11.03% from natural gas, and 9.87% from fuel oil.

## WATER

GRI EN8 | EN9 | EN10



*Theme 22 of the Materiality Matrix:  
Water resources and water reuse*

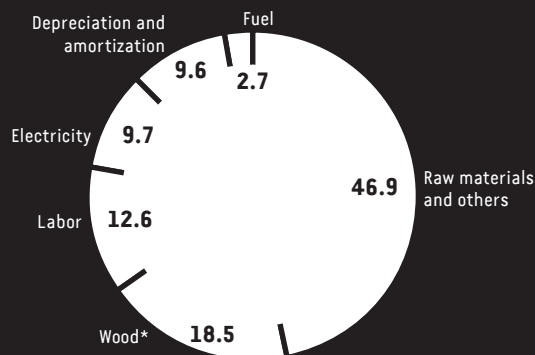
In 2011, the volume of water consumed by Duratex's operations amounted to 5,290,054.59 m<sup>3</sup>, a figure which is not comparable with the previous year because of the correc-

## INTEGRATION

Consumption of materials and energy has a direct impact on Duratex's costs. In 2011, these variables were responsible for a significant portion of the Cost of Goods Sold (COGS). This, in turn, grew by 17.4% compared to 2010, coming to a total of R\$ 1,715.9 million, principally due to the increase in the costs of labor and commodities, such as copper and resin, and the higher level of shipment volumes at the Deca Division.

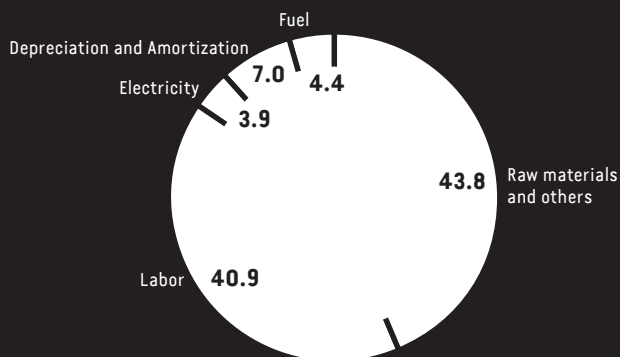
With the aim of integrating economic-financial and socio-environmental questions, the Company is focusing its efforts so that the management of these variables is carried out in synergy, with its adoption as a parameter of performance.

(1) The calculation of energy consumed includes all the Brazilian units, and the use of natural gas, biomass, British Plastics Federation (BPF) fuel oil and indirect electrical energy.



#### **COST OF PRODUCTS IN THE WOOD DIVISION %**

\*Includes depletion in the cost of Wood.



#### **COST OF PRODUCTS IN THE DECA DIVISION %**

tions made in the figures reported for this indicator. Of this total, 92% was consumed by the Wood Division and 8% by the Deca Division. The catchment from public water utility concessionaires amounted to 821,782 m<sup>3</sup>, 14,944,807 m<sup>3</sup> from artesian and semi-artesian Wells, 2,963,559.48 m<sup>3</sup> captured from local water courses and 9,904.80 m<sup>3</sup> from rainwater catchment.

With respect to the preservation of the hydrographic basins in the locations in which it operates, Duratex follows all the requirements of the environmental agencies. There has been no record of water sources affected by the withdrawal of water from the Pardo River, in Botucatu (SP), and the Taquari River, which cuts through the town of the same name in Rio Grande do Sul.

The Company also has programs for the recycling and reuse of water. The Deca Division reused 9% of the water consumed, while the Wood Division reused 91%. Of particular note are the vitreous chinaware units, which have reached a level of 52% in the reuse of water. Of the total consumed in 2011, 2,535,595.302 m<sup>3</sup> went through these processes, equivalent to 48% of the total.

## EFFLUENTS AND RESIDUES

**GRI EN21 | EN22 | EN23 | EN24 | EN25**

Duratex treats its effluents in accordance with environmental legislation. The run-off into watercourses situated close to its industrial plants adheres to the standards established by Conama 357/05, with no significant effect on the quality of the water in the rivers. The Company invests in Effluent Treatment Stations (ETE), permitting the reuse of water in its operations, and the maintenance of effluents units where the discharge is treated prior to being returned to the public system.

In 2011 total effluents generated amounted to 3,592,506.1 m<sup>3</sup>, up 8.7% compared to 2010 when the volume generated amounted to 3,304,272 m<sup>3</sup>. Of this total, 65% was discharged in irrigation fields for the production of grass used for biomass in the generation of thermoelectric power. The portion discharged in the public sewerage network and watercourses amounted to 1,125,553.1 m<sup>3</sup> which was treated in the Company's own effluent treatment stations, to ensure compliance with the quality standards established under the environmental legislation.

During the period, Duratex discharged 219,982.89 tons of solid residues, with 5,483.08 tons classified as Class I and 214,499.81 tons as Class II A and B. The portion of residues classified as non-dangerous, comprising 98% of the total, was sent to industrial landfill sites, as well as reuse and recycling. The dangerous residues, which represent 3% of the total, were sent to authorized companies or returned to suppliers for appropriate treatment, in accordance with the appropriate technical regulations.

## INVENTORY OF EMISSIONS

**GRI EN16 | EN17 | EN18 | EN19 | EN20**

Emissions inventoried in 2011 – which for the first time will be audited by an independent company – came to a total of 323,367.6.03 tons of CO<sub>2</sub> equivalent, while of this total 224,607.07 tons or 69.5% was in the form of direct emissions, thus falling within Scope 1 of the GHG Protocol. Emissions referring to electricity purchased, Scope 2, accounted for a total of 22,486.90 tons of CO<sub>2</sub> equivalent, or 6.95% of total emissions. Indirect emissions, Scope 3, represented 23.57% of emissions, in other words 76,276.63 tons of CO<sub>2</sub> equivalent.

In 2011, the inventory of greenhouse gas emissions included the emissions of the Paraíba and Argentina units as well as an inventory of NO<sub>x</sub> and SO<sub>x</sub> emissions, which totaled 2,403.62 tons and 1,139.29 tons respectively, contributing to improving the inventory level.

Since 2007, Duratex has quantified the stock of carbon fixed in its planted forests, which supply its industrial units. For 2011 and the following years, a specialist consultancy was hired to extend the calculation to the forestry areas in São Paulo, Minas Gerais and Rio Grande do Sul.



Eucalyptus forest owned by Duratex

| Inventory of Emissions (tCO <sub>2</sub> e) |  | Scope 1<br>(tCO <sub>2</sub> e) | Scope 2<br>(tCO <sub>2</sub> e) | Scope 3<br>(tCO <sub>2</sub> e) | Total<br>(tCO <sub>2</sub> e) |
|---|--|---------------------------------|---------------------------------|---------------------------------|-------------------------------|
| Year  |  |                                 |                                 |                                 |                               |
| 2008  |  | 156,804                         | 24,007                          | 1,339                           | 182,220                       |
| 2009  |  | 155,742                         | 12,035                          | 1,010                           | 168,787                       |
| 2010  |  | 218,534                         | 39,267                          | 38,468                          | 296,269                       |
| 2011  |  | 224,604                         | 22,487                          | 76,277                          | 323,368                       |





# 03

Performance  
of the Businesses





Cost control and risk  
monitoring ensure Duratex's  
financial health and a  
robust cash position for  
the making of strategic  
investments in expansion  
and modernization



Durafloor flooring, Style Soho pattern



*Theme 9 of the Materiality Matrix:  
economic-financial performance*

Duratex's financial management is based on the monitoring of risks to protect its investments in the event of fluctuation in interest rates or exchange rates. Its strong control of costs guarantees the Company's financial health, while its robust cash flow allows it to invest in strategic expansion and modernization projects.

The main alterations to the Company's financial statements caused by the adoption of IFRS accounting standards, were reported on under: Combination of Businesses, Biological Assets and Employee Benefits. The tables below show a reconciliation of Total Assets, Equity and Net Earnings due to adopting the new accounting standards.

|   | 2011             | 2010             | 2009             |
|---|------------------|------------------|------------------|
| <b>Total Assets</b>                         |                  |                  |                  |
| <b>Before IFRS Adjustments (R\$'000)</b>    | <b>5,656,456</b> | <b>5,011,223</b> | <b>4,335,942</b> |
| Combination of Businesses                   | 728,437          | 757,805          | 780,856          |
| Biological Assets                           | 348,276          | 332,164          | 280,572          |
| Employee Benefits                           | 78,108           | 66,802           | 55,838           |
| Other Adjustments                           | 2,873            | 2,873            | 13,320           |
| <b>After IFRS Adjustments</b>               | <b>6,814,150</b> | <b>6,170,867</b> | <b>5,466,527</b> |
| Variation                                   | 1,157,694        | 1,159,644        | 1,130,586        |
|   | <b>2011</b>      | <b>2010</b>      | <b>2009</b>      |
| <b>Shareholders' Equity</b>                 |                  |                  |                  |
| <b>Before IFRS Adjustments (R\$'000)</b>    | <b>2,849,357</b> | <b>2,623,454</b> | <b>2,331,107</b> |
| Combination of Businesses                   | 542,739          | 556,241          | 571,456          |
| Biological Assets                           | 229,862          | 219,228          | 185,177          |
| Employee Benefits                           | 51,551           | 44,089           | 36,853           |
| Other Adjustments                           | 19,301           | 9,516            | 17,307           |
| <b>After IFRS Adjustments</b>               | <b>3,692,810</b> | <b>3,452,528</b> | <b>3,141,900</b> |
| Variation                                   | 843,453          | 829,074          | 810,790          |
|   | <b>2011</b>      | <b>2010</b>      | <b>2009</b>      |
| <b>Net Earnings</b>                         |                  |                  |                  |
| <b>Before IFRS Adjustments (in R\$'000)</b> | <b>372,492</b>   | <b>442,064</b>   | <b>179,756</b>   |
| Combination of Businesses                   | (15,729)         | (15,213)         | 432              |
| Biological Assets                           | 10,634           | 34,051           | (2,488)          |
| Employee Benefits                           | 7,463            | 7,236            | 1,947            |
| Other Adjustments                           |                  | (891)            | 1,440            |
| <b>After IFRS Adjustments</b>               | <b>374,860</b>   | <b>467,247</b>   | <b>181,087</b>   |
| Extraordinary Event                         | (25,165)         | (27,817)         | 71,877           |
| Recurring Net Earnings in IFRS              | 349,695          | 439,430          | 252,964          |

To learn more about the effects of the new IFRS accounting standards, readers should consult the financial statements on page 105 of this report.

## ANALYSIS OF CONSOLIDATED RESULTS

### GRI EC1

#### NET REVENUE

Net revenue totaled R\$2,970.4 million for the year, up 8.3% on 2010. This rise was due to the 17.9% increase in volume shipped from the Deca Division and an improvement in unit net revenue, in both Divisions. Of this amount, only 4.5% came from exports, with the domestic market being responsible for 95.5% of revenues for the year.

#### REVENUE (R\$ MILLION)

|      |         |         |
|------|---------|---------|
| 2011 |         | 2,970.4 |
| 2010 | 2,741.8 |         |
| 2009 | 1,930.0 |         |

#### COST OF GOODS SOLD AND GROSS MARGIN

The cost of goods sold, net of depreciation, amortization and exhaustion, and the net variation in the fair value of biological assets, in other words the cash cost, amounted to R\$1,715.9 million in the year, an increase of 17.4% compared to 2010. This rise was due to an increase in variable costs at the Deca Division due to a higher volume shipped, and the increase in costs in the period, particularly those related to labour and commodities, such as copper and resins. Additionally, in the fourth quarter,

there was pressure from costs denominated in dollars as a result of the exchange-rate depreciation in the period.

Note that the net variation in the Biological Asset Value, a non-cash event, represented by the difference between (1) and (2), in the table on page 80, contributed (+) R\$16.1 million in Gross Profit in 2011 and (+) R\$51.6 million to the result in 2010.

Another non-cash event, Depreciation, Amortization and Depletion, item (3) in the table below, contributed to a reduction in Gross Profit for 2011.

This line showed an increase of 20.6% on the year. This increase was mainly the result of investments made in the purchase of machinery and equipment, as well as the acquisition of Cerâmica Elizabeth.

|  | 2011             | 2010             | 2009           |
|--|------------------|------------------|----------------|
| R\$'000                                      |                  |                  |                |
| Cash COGS                                    | (1,715,874)      | (1,461,395)      | (1,133,463)    |
| Variation in Biological Asset Fair Value (1) | 154,009          | 183,765          | 96,853         |
| Depletion Tranche of Biological Assets (2)   | (137,898)        | (132,173)        | (100,623)      |
| Depreciation, Amortization and Depletion (3) | (258,671)        | (214,547)        | (128,402)      |
| <b>Gross Profit</b>                          | <b>1,011,931</b> | <b>1,117,460</b> | <b>664,414</b> |
| <b>Gross Margin</b>                          | <b>34.1%</b>     | <b>40.8%</b>     | <b>34.4%</b>   |

## SALES EXPENSES

Sales expenses totalled R\$343.9 million for the year, up 11.5% on 2010, while the percentage in relation to net revenue remained stable on an annual comparison, but diluted in relation to 2009.

|                           | 2011      | 2010      | 2009      |
|---------------------------|-----------|-----------|-----------|
| Sales Expenses (R\$ '000) | (343,955) | (308,354) | (231,552) |
| % of Net Revenue          | 11.6%     | 11.2%     | 12.0%     |

## GENERAL AND ADMINISTRATIVE EXPENSES

General and administrative expenses came to a total of R\$106.7 million in 2011, down 2.3% on 2010. With respect to net revenue, there has been dilution in expenses since 2009.

|   | 2011      | 2010      | 2009      |
|---|-----------|-----------|-----------|
| General and Administrative Expenses (R\$ mil) | (106,763) | (109,330) | (109,699) |
| % of Net Revenue                              | 3.6%      | 4.0%      | 5.7%      |

## EBITDA

Operating profit before financial results experienced a significant alteration with the advent of the new accounting methodology. The main changes are with respect to the Company's Biological Assets, as well as employee benefits. Being of an accounting nature and non-cash, these are disregarded in the calculation of EBITDA. So as to lend more transparency to the calculation, below we provide a table with the reconciliation of this indicator, based on operating profit before financial results.



|  | 2011      | 2010      | 2009     |
|--|-----------|-----------|----------|
| <b>R\$'000</b>                                   |           |           |          |
| Operating Profit before Financial Results        | 576,366   | 715,555   | 258,872  |
| Depreciation/Amortization/Depletion              | 290,400   | 240,003   | 138,494  |
| Variation in the Fair Value of Biological Assets | (154,009) | (183,765) | (96,853) |
| Depletion Tranche of Biological Assets           | 137,898   | 132,173   | 100,623  |
| Employee Benefits                                | (11,306)  | (10,964)  | (2,951)  |
| EBITDA   | 839,349   | 893,002   | 398,185  |
| EBITDA Margin                                    | 28.3%     | 32.6%     | 20.6%    |
| Extraordinary Events                             | (39,888)  | (42,448)  | 96,606   |
| Recurring EBITDA                                 | 799,461   | 850,554   | 494,791  |
| Recurring EBITDA Margin                          | 26.9%     | 31.0%     | 25.6%    |

Both under the IFRS standard and before the adoption of the new accounting methodology, there was a nominal annual decline in this indicator, as well as the margin, in relation to net revenue. This was due to the lower volumes shipped from the Wood Division and the increase in the cost of inputs, on a general basis, which was made worse by the depreciation in the exchange rate, which took place in the final quarter.

For the year, recurring EBITDA amounted to R\$799.4 million, equivalent to an EBITDA margin of 26.9%, down 6% in absolute terms, and a reduction of 4.1 percentage points in margin compared to 2010.





Furniture in MDF/MDP BP Prisma  
Carvalho Évora pattern

## EBITDA



■ EBITDA (R\$ millions) — Margin EBITDA (%)

Accounting EBITDA

2011: EBITDA of R\$839.3 million / EBITDA Margin of 28.3%; 2010: EBITDA of R\$893 million / EBITDA Margin of 32.6%; 2009: EBITDA R\$398.2 million / EBITDA Margin of 20.6%.

## NET EARNINGS

Net earnings for the year totaled R\$374.9 million, lower than the figure of R\$467.2 million reported in 2010. These results were boosted by non-recurring events of an extraordinary nature. The sale of property contributed (+) R\$25.2 million to the results for the year, while taxes recovered added (+) R\$27.8 million to the results of the previous year. As a consequence, the recurring result for the year amounted to R\$349.7 million.

It is worth pointing out that the results for 2011, 2010 and 2009 were all impacted by events of a non-cash nature. In 2010, the net effect of the biological assets on Duratex's re-

sult was (+) R\$34.1 million, while in 2011, this effect amounted to (+) R\$10.6 million.

As a result of the investments made, and the acquisition of Elizabeth, the net impact of depreciation, amortization and depletion on the 2011 results was (-) R\$191.7 million, compared to (-) R\$158.4 million in 2010, in other words an annual variation of (-) R\$33.3 million in profits for the year. In 2009, due to the merger with Satipel and associated expenses, in addition to the expenses of putting this company's accounting systems on a par with the rest of the group, its reorganization and the adoption of best practices, extraordinary events were booked in the amount of (-) R\$71.9 million.

## RECURRENT NET INCOME (R\$ MILLION)



Accounting Net Earnings

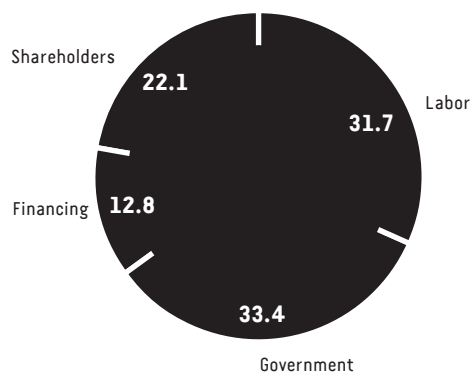
2011: EBITDA of R\$839.3 million / EBITDA Margin of 28.3%; 2010: EBITDA of R\$893 million / EBITDA Margin of 32.6%; 2009: EBITDA R\$398.2 million / EBITDA Margin of 20.6%.

# 94.2% of the debt is incurred in national currency, avoiding exchange rate risks

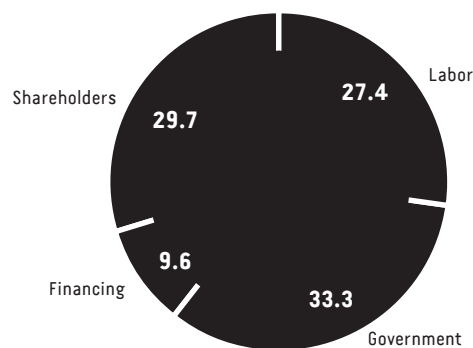
## DISTRIBUTION OF VALUE ADDED

In 2011, Duratex's Statement of Value Added (DVA) showed a total of R\$1,694.8 million, up 7.9% on 2010. Of this figure, R\$566.4 million, equivalent to 14.6% of revenues obtained

and 33.4% of the total value added, went to federal, state and municipal governments in the form of taxes and contributions.



**DVA 2011 %**



**DVA 2010 %**

## INDEBTEDNESS

Total debt in 2011 amounted to R\$1.92 billion, equivalent to a net debt of R\$1.19 billion, representing an increase of 21.7% compared to 2010. This is due mainly to investment of R\$635.8 million, which, for example, included the acquisition of Elizabeth Louças Sanitárias. During the year, R\$675.1 million in new loans was taken out, while R\$538.6 million was paid down.

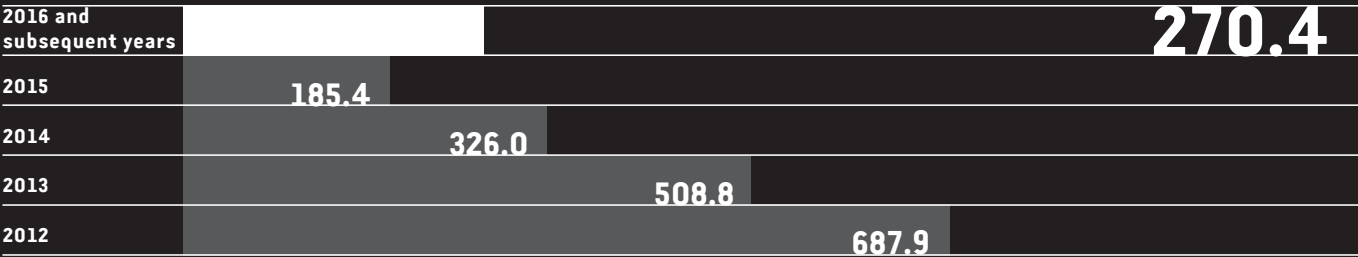
Duratex's debt is 94.2% denominated in the Brazilian national currency, the real, with only 5.8% of loans exposed to exchange rate risk due to being contracted in foreign currency. The Net Debt/EBITDA ratio amounted to 1.4 times.

Duratex kept its two lines of government financial assistance open in 2010: Fundiest and Fundopen, which are the counterparts to the investment in the municipalities of Taquari (RS) and Uberaba (MG). Fundiest, the credit line granted by the Development Bank (BDMG), is in the amortization phase, with the final repayment due in November 2020.

In December 2011, the balance remaining of this debt amounted to R\$139,831,000. Fundopen is still in the release phase. At the end of 2011, the balance owing in this credit line amounted to R\$4,023,000. The total amount borrowed in the form of government assistance amounted to R\$143,854,000 at the end of 2011, representing 7.5% of the Company's total debt. **GRI EC4**

|                                | 2011      | 2010      | 2009      |
|--------------------------------|-----------|-----------|-----------|
| <b>Debt Profile (R\$ '000)</b> |           |           |           |
| Short-term Debt                | 687,902   | 431,608   | 615,266   |
| Long-term Debt                 | 1,227,588 | 1,162,354 | 803,809   |
| Total Debt                     | 1,915,940 | 1,593,962 | 1,419,075 |
| Cash and Equivalents           | 726,159   | 616,549   | 300,924   |
| Net Debt                       | 1,189,331 | 977,413   | 1,118,151 |
| Net Debt/Net Equity (%)        | 32.2      | 28.3      | 35.6      |
| Net Debt/EBITDA                | 1.42x     | 1.09x     | 2.80x     |

TITLE: DEBT PAYDOWN SCHEDULE



CAPITAL MARKETS



Theme 13 of the Materiality Matrix:  
Stock Performance

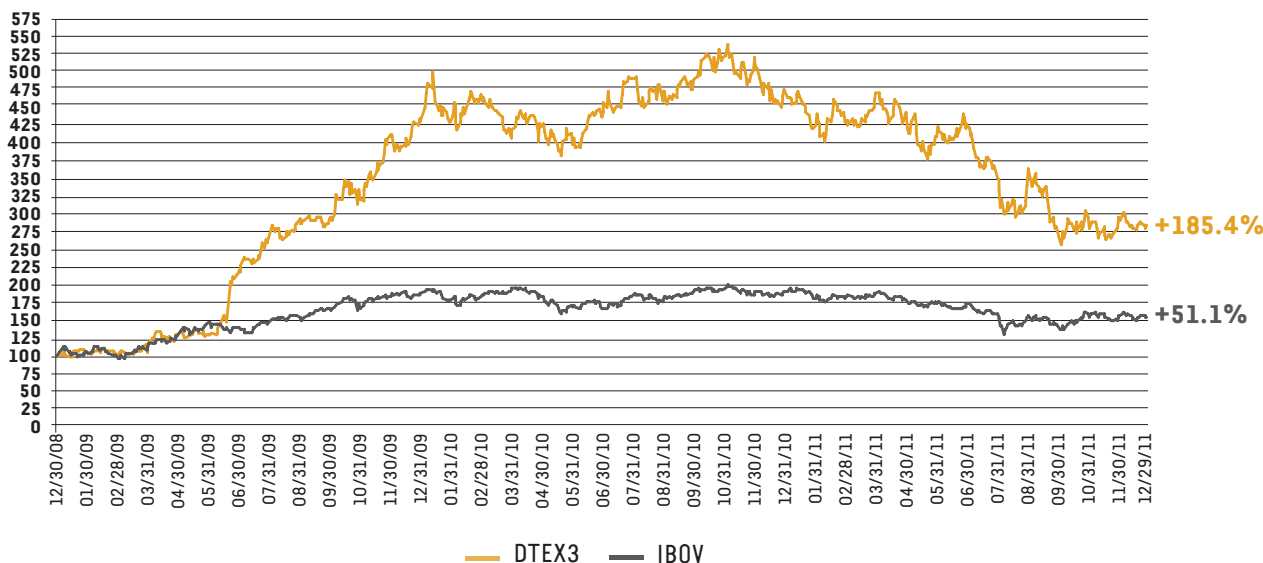
The shares of Duratex are listed on the BM&FBOVESPA Novo Mercado, the segment of the market that lists the shares of companies with the highest level of corporate governance. In this listing segment, the Company is obligated to abide by decisions made by the BM&FBOVESPA Novo Mercado arbitration chamber for the solution of any and every dispute between the Company, shareholders and managers.

In addition, the Company has a differentiated dividend distribution policy, with the distribution of the equivalent of 30% of adjusted net earnings to shareholders. A third of its Board of Directors consists of independent members, and the Company adopts international standards for its annual reports (GRI, level A).

In 2011, Duratex distributed a share bonus issue equivalent to 20%, the cost attributed to the bonus shares being R\$2.86 per share. With this, the quantity of shares in the Company's paid-up capital was increased to 550,035,331 shares, of which 42.3% represents the free-float.

At the end of the year, Duratex had a market capitalization of R\$4.9 billion, with the share price at the end of the year being R\$8.92. Almost 729,000 trades were registered on the stock exchange, equivalent to a trading volume of R\$4,203.7 billion.

## SHARE PERFORMANCE: BASE 100



This level of liquidity ensured the Company's presence in the IBOVESPA, the main index of the São Paulo stock exchange, consisting of approximately 60 companies, whose main criteria for inclusion is share liquidity. Another important index of which Duratex is a part is the ISE, consisting of companies with an outstanding level of sustainability in their corporate governance practices, business characteristics, the nature of their products, and aspects related to climate change.

Duratex adhered to the ABRASCA Self-Regulation Code, in force since August 2011, and set up a Committee for the Evaluation of Transactions with Related Parties, consisting only of independent members of the Board of Directors.

To strengthen its investor presence, Duratex held a number of regional APIMEC meetings in Belo Horizonte (MG), Brasília (DF) and Rio de Janeiro (RJ). The meeting in São Paulo (SP) marked the 25<sup>th</sup> year running that the Company has hosted presentations to the public, and emphasized its commitment to the best practices that it has adopted. The Company also maintains its communication channels for shareholders, via the e-mail address [investidores@duratex.com.br](mailto:investidores@duratex.com.br) and the telephone numbers (11) 3179-7259 and (11) 3179-7355.

## DECA DIVISION

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GRI PR1 | PR2 | PR3 | PR4



*Themes 61, 62, 66 and 69 of the Materiality Matrix: customer health and safety in the use of products, product information – access and quality of information, product quality and service to the client – pre-and post-sale*

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Through the Deca Division, the Company manufactures metal bathroom fittings, vitreous chinaware and accessories, which are sold in Brazil and exported to more than 30 countries, under the Deca, Hydra and Deca Piazza brand names (the latter in Argentina). The brand names of the Division stand out for their extensive line of products, design and quality. The Division is the leader in the Brazilian metal bathroom fittings market – a position that should be consolidated once the ongoing investments are concluded – in addition to being among the top 10 global players in this segment.

The Company's products are widely accepted in all markets, without any restrictions on their sale. In 2011, no cases were identified of non-compliance with regulatory codes with regard to customer and consumer health and safety, the labeling of the Company's products and services, or complaints referring to violation of privacy or loss of client data.

In its packaging Deca includes the required legal text required, with data on origin and manufacture, as well as the technical and functional characteristics. Water-saving attributes are emphasized on the packaging. Whenever necessary, information is also included on precautions for use. In the instruction booklet, Deca encourages correct disposal of their packaging and recyclable products.

For each project health and safety aspects are evaluated, in accordance with Brazilian regulations (ABNT). Tests in the laboratory and in the field ensure that the products do not represent any risks to users. After the launch, periodic analyses are carried out of lines of products, with respect to their performance and possible improvement.

### LOCATION OF THE PLANTS

The Deca Division's operations consist of two plants for the manufacture of metal bathroom fittings, in São Paulo and Jundiaí (SP), and one unit in Argentina (Deca Piazza). The six vitreous chinaware manufacturing plants are in the following locations: two in Jundiaí, one in São Leopoldo (RS), one in Cabo de Santo Agostinho (PE), another in Queimados (RJ) and another in João Pessoa (PB), which was acquired in February 2011.





Cubo toilet with Anna accessories

PLANTS

SÃO PAULO

- Metal bathroom fittings São Paulo and Jundiaí
- Vitreous chinaware – two plants in Jundiaí

RIO DE JANEIRO

- Vitreous chinaware – Queimados

RIO GRANDE DO SUL

- Vitreous chinaware – São Leopoldo

PERNAMBUCO

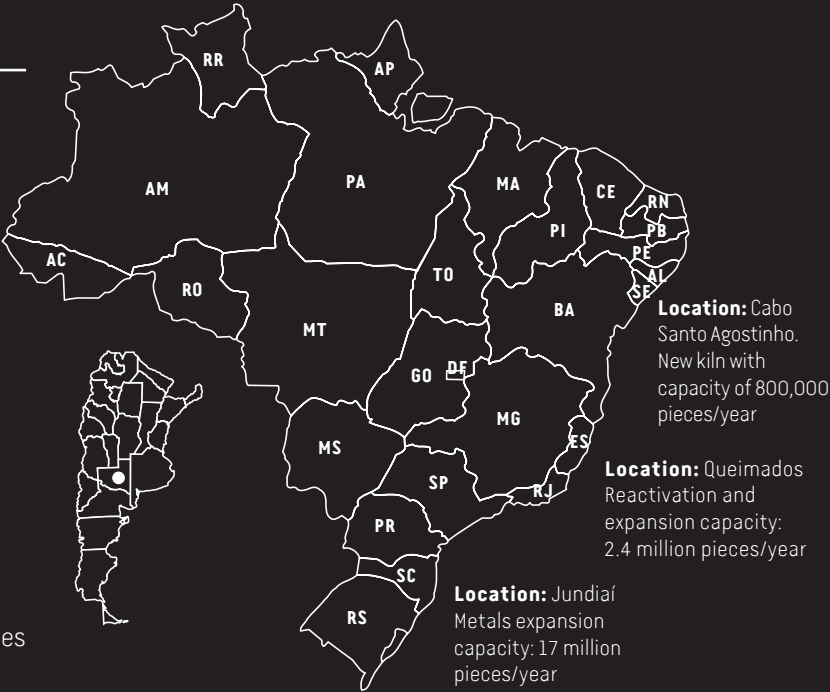
- vitreous chinaware – Cabo de Santo Agostinho

PARAÍBA

- Vitreous chinaware – João Pessoa

ARGENTINA

- Metal bathroom fittings – Decca Piazza in Buenos Aires



EBITDA of the Deca Division remained stable compared to the previous year, at R\$269.1 million

## PERFORMANCE

The Deca Division's volume shipped increased by 17.9% compared to the previous year, amounting to 25.5 million pieces in 2011. This increase in volume is due to the investments made in organic expansion to the division's operations, as well as the acquisition of Elizabeth Louças Sanitárias. Net re-

venue was up 20.1%, to R\$1.1 billion. This growth outperformed the domestic construction materials market, for which sales increased by 2.9% during the year, according to figures from the Brazilian Association for the Construction Materials Industry (ABRAMAT).

### DECA SHIPMENTS ('000 PIECES)

|      |        |        |
|------|--------|--------|
| 2011 |        | 25,505 |
| 2010 | 21,639 |        |
| 2009 | 19,800 |        |

The Deca Division's operational performance was affected by a combination of a sales mix with lower added value and higher costs. In this way, unit net revenue increased by 1.9% in the year, while the cash unit cost rose by 12.3%. These figures are due to the increase in shipment volume, and the incorporation of Elizabeth – which has a sales mix with a lower added value, and therefore lower profitability – in addition to the collective wage increases which put pressure on labor costs, representing 41% of the Division's total costs.

EBITDA remained stable compared to the previous year, at R\$269.1 million. The flat performance of this figure, combined with the increase in net revenue, explained the decline in margin from 29.7% in 2010 to 24.6% in 2011.

Ongoing investment at the units in São Paulo and Rio de Janeiro should strengthen Deca's position in the Southeast. The importance of the Northeast should increase in terms of sales weighting, due to the switching over of products manufactured in the Paraíba unit, to create a stronger sales mix.



L 701 square sink, with TWIST metal tap fittings

| After IFRS Adjustments                      | 2011          | 2010          | 2009          |
|---|---------------|---------------|---------------|
| <b>Shipments ('000 pieces)</b>              |               |               |               |
| Basic                                       | 8,870         | 7,965         | 7,326         |
| Finishing                                   | 16,636        | 13,673        | 12,475        |
| <b>Total</b>                                | <b>25,506</b> | <b>21,638</b> | <b>19,801</b> |
| <b>Financial Highlights (R\$ '000)</b>      |               |               |               |
| Net Revenue                                 | 1,094,386     | 911,525       | 757,244       |
| Domestic Market                             | 1,054,987     | 873,877       | 723,683       |
| Export Market                               | 39,399        | 37,648        | 33,561        |
| Net Unit Revenue (in R\$ per piece shipped) | 42,91         | 42,13         | 38,24         |
| Unit Cash Cost (in R\$ per piece shipped)   | (24,70)       | (21,99)       | (21,18)       |
| Sales Expenses                              | (155,568)     | (127,969)     | (231,552)     |
| General and Administrative Expenses         | (37,378)      | (35,047)      | (109,699)     |
| Operating Profit before Financial Expenses  | 222,792       | 257,039       | 149,854       |
| Depreciation and Amortization               | 50,248        | 40,254        | 35,630        |
| Employee Benefits                           | (3,927)       | (3,639)       | (1,161)       |
| EBITDA                                      | 269,113       | 293,654       | 184,323       |
| Extraordinary Items                         | 0             | (23,203)      | -             |
| Recurring EBITDA                            | 269,113       | 270,451       | 184,323       |
| Recurring EBITDA Margin                     | 24.6%         | 29.7%         | 24.3%         |
| <b>Prior to IFRS Adjustments</b>            |               |               |               |
| Recurring EBITDA                            | 290,440       | 290,958       | 199,661       |
| Recurring EBITDA Margin                     | 26.5%         | 31.9%         | 26.4%         |

## HIGHLIGHTS

**GRI EN26 | EN27** (partially met)



*Theme 27 of the Materiality Matrix:  
environmental impact of product use*

Expansion works at the unit in Queimados (RJ) continued on schedule, with start-up planned for 2012; gains were achieved from the acquisition of Elizabeth Louças. During the year, R\$19.3 million was invested in research and development, with a focus on the preservation of resources in production and packaging processes.

The Deca Division has kept itself up to date with respect to new demands, adapting its products to trends and demand in the market. In 2011, the Division launched a number of new products, of particular note being the Deca Balance shower lines, which reduce water consumption, in addition to the Base Fácil Deca solution, an innovative valve base which connects directly to cold water pipes (PVC) and hot water pipes (CPVC and PPR), with no need for connectors or adapters. In the vitreous chinaware segment, of particular note with the launching of the Quadra and Soho lines, the Studio Kids lines and the Electronic Lavatory Seat.

The Company is structuring itself to fully comply with the National Policy for Solid Residue, and has already provided guidelines to its consumers of metal bathroom fittings about the correct disposal of packaging, which carries identification of recyclable material.

## WOOD DIVISION

**GRI PR1 | PR2 | PR3 | PR4**



*Themes 61, 62, 66 and 69 of the Materiality Matrix: customer health and safety in the use of products, product information – access and quality of information, product quality and service to the client – pre-and post sale*

The mission of the Wood Division is to offer a complete line of differentiated products. These products have a significant competitive advantage, and include a wide variety of designs and solutions that reflect important innovations.

Our professional workforce is one of our differentiators. They are trained, committed and focused on results. Another of our strengths is in our assets, along with our relationship with clients and consumers. Attributing value to the brand name is focused on differentiation.

All the customer and consumer relationship activities of the Wood Division are linked to the marketing area, which operates with three objectives: building and improvement of the brand name; development of the market, partly based on the promotion of techniques of use in applications, as well as a training area, which on average trains an average of 9,000 to 10,000 people a year; and technical assistance provided for the installation of panels and Durafloor product. Customer satisfaction polls are conducted every year, that include both the domestic market, as well as export markets.

# The Wood Division offers a unique and complete product line

Various relationship events are held, particularly workshops, in which a selection of commercial partners and specifiers are invited to seminar sessions on products and themes of interest, as well as the Meeting of Friends. In total, 5,000 people participated in these events in 2011.

The Company's products are widely accepted in all markets, without any sale restrictions. Relevant product information is disclosed in a transparent manner on labels, packaging, and through the services offered. In 2011, no cases were identified at the Wood Division of non-compliance with voluntary codes with regard to the health and safety of clients and consumers. There were also no problems with respect to the labelling of the Company's products and services, or complaints with respect to the violation of privacy or loss of client data.

## **Location of plants**

The Wood Division operates with five industrial units in Brazil, located in Agudos, Botucatu and Itapetininga (SP), Uberaba (MG) and Taquari (RS). These are responsible for the production of fibreboard, MDP, MDF, HDF and SDF panels, Durafloor laminated flooring, semi-finished components for furniture and industrial resins.

The Division has a high degree of self-sufficiency in the supply of wood thanks to the sustainable maintenance of approximately 138,000 hectares of planted forest, with approximately 230,000,000 trees distributed over 431 plantations. From 2011 the division was able to count on a new Distribution Centre, located in the Brazilian Northeast, to improve the logistics services in that market.



## PLANTS

### SÃO PAULO

**Itapetininga:** MDP and new MDF plant (start-up in 2013)

**Agudos:** two MDF production lines, one for flooring and one for resin manufacture (DRI)

**Botucatu:** Fiberboard and MDF

### MINAS GERAIS

**Uberaba:** MDF and MDP

### RIO GRANDE DO SUL

**Taquari:** MDP

230,000 hectares of land:

- SP – 62%
- MG – 34%
- RS – 4%

140,000 hectares of planted forest



## PERFORMANCE

In the second half of 2011, the Wood Division showed a 6.1% improvement in the level of volumes shipped, compared to the first half of the year. However there was a decline of 1.9% in the volume shipped compared to the previous year. The panel industry experienced growth of 3.6%, according to sector

data from ABIPA. This performance is due to the precautionary stance taken by the Company to maintain its operational margins in a context of cost pressure, by improving its price base in a market which has idle capacity in terms of production capacity utilization.

**SHIPMENTS IN THE WOOD DIVISION ('000 M³)**

|      |       |       |
|------|-------|-------|
| 2011 |       | 2,269 |
| 2010 | 2,312 |       |
| 2009 | 1,499 |       |

Thus, net revenue increased by 2.5% in 2011, to R\$1.87 billion. Wood panel sales did not live up to initial expectations, given that the precautionary macroeconomic measures taken by the government slowed down the rate of consumption in the domestic market. This caused a reduction in the availability of credit offered to furniture consumers, as one of the ways of carrying out adjustments to the economy, which raised the average capacity utilization rate in the industry to around 25%, with an adverse effect on operational performance.

Recurring operational cash generation, as measured by EBITDA, disregarding the effect of the sale of assets in the period, totalled R\$530.3 million, with an EBITDA margin of 28.3%. In 2010, the corresponding figure was R\$580.1 million, with an EBITDA margin of 31.7%. This difference is due to the rise in production costs, which greatly exceeded the increase in product prices.

| After IFRS Adjustments                              | 2011             | 2010             | 2009             |
|---|------------------|------------------|------------------|
| <b>Shipments (in m³)</b>                            |                  |                  |                  |
| Standard  | 1,364,833        | 1,408,248        | 910,443          |
| Coated  | 903,989          | 903,929          | 588,748          |
| <b>Total</b>  | <b>2,268,822</b> | <b>2,312,177</b> | <b>1,499,191</b> |
| <b>Financial Highlights (R\$ '000)</b>              |                  |                  |                  |
| Net Revenue   | 1,875,979        | 1,830,285        | 1,172,806        |
| Domestic Market                                     | 1,780,982        | 1,755,192        | 1,082,982        |
| Export Market                                       | 94,997           | 75,093           | 89,824           |
| Net Revenue per Unit (in R\$ per m³ shipped)        | 826.85           | 791.59           | 782.29           |
| Unit Cash Cost <sup>1</sup> (in R\$ per m³ shipped) | (478.65)         | (426.26)         | (475.79)         |
| Sales Expenses                                      | (188,387)        | (180,385)        | (116,247)        |
| General and Administrative Expenses                 | (69,386)         | (74,283)         | (79,024)         |
| Operating Profit before Financial Results           | 353,576          | 458,516          | 109,020          |
| Variation in Fair Value of Biological Assets        | (154,009)        | (183,765)        | (96,853)         |
| Exhaustion Tranche of Biological Assets             | 137,898          | 132,173          | 100,623          |
| Depreciation, Amortization and Depletion            | 240,152          | 199,749          | 203,487          |
| Employee Benefits                                   | (7,379)          | (7,325)          | (1,791)          |
| EBITDA  | 570,236          | 599,348          | 213,863          |
| Extraordinary Items                                 | (39,888)         | (19,245)         | 96,606           |
| Recurring EBITDA                                    | 530,348          | 580,103          | 310,469          |
| Recurring EBITDA Margin                             | 28.3%            | 31.7%            | 26.5%            |
| <b>Prior to IFRS Adjustments</b>                    |                  |                  |                  |
| Recurring EBITDA                                    | 558,378          | 602,274          | 418,660          |
| Recurring EBITDA Margin                             | 29.8%            | 32.9%            | 28.1%            |

(1) Unit cash cost is arrived at by dividing the cost of goods sold – net of appreciation, amortization and depletion – by the volume shipped.

# In 2011, Duratex launched 26 new panel patterns, following trends in Brazil and around the world

## HIGHLIGHTS

During the year, Duratex, through the Wood Division, updated its portfolio and launched 26 new panel patterns, following the trends in the Brazilian and international market, in the panels and laminated floor product lines.

In 2011, the Company concluded the first phase of its effluent treatment station at the Uberaba (MG) unit, as well as installing a new panel impregnation line and beginning the stabilization of technical performance at the Agudos (SP) and Uberaba (MG) units. In Taquari (RS), of particular note was the conclusion of the project to renovate the wood stockyard, expanding its capacity to process wood.

All the units of the Division became part of the ISO 9001 quality system, and diagnoses were carried out with the aim of implementing ISO 14001 and Occupational Health and Safety Advisory Services (OHSAS) 18000 standards. A project was also launched for the optimization, standardization and dissemination of the best industrial practices, through participatory management.

The principal strategy is to expand and strengthen the line of products to cater to an increasing number of consumers. Duratex will be making further investment in the Wood Division, which will allow it to increase its shipments of products with a higher added value, such as low-pressure panels and Durafloor flooring. With respect to panel production, a new MDF panel line is planned to begin operations in 2013, with an effective production capacity of 520,000 m<sup>3</sup> per year, in addition to new coated product lines.

# Brazilian Institute of Social and Economic Analyses (Ibase) Social Balance Sheet + Brazilian Accounting Standards (NBCT)-15

GRI 2.8 | ECI

| 1 – Calculation Base                  |  |  |  |  | 2011 - R\$ '000 |          | 2010 - R\$ '000 |          |
|---------------------------------------|--|--|--|--|-----------------|----------|-----------------|----------|
| Net revenue (RL)                      |  |  |  |  | 2,970,365       |          | 2,741,810       |          |
| Operating results (RO)                |  |  |  |  | 576,366         |          | 715,555         |          |
| Gross payroll (FPB)                   |  |  |  |  | 496,313         |          | 426,540         |          |
| Total value added (VAT)               |  |  |  |  | 1,694,756       |          | 1,571,236       |          |
| 2 – Internal Social Indicators        |  |  |  |  | R\$ '000        | % of FPB | % of RL         | % of VAT |
| Food                                  |  |  |  |  | 22,568          | 4.55     | 0.76            | 1.33     |
| Compulsory social charges             |  |  |  |  | 180,472         | 36.36    | 6.08            | 10.65    |
| Private pension                       |  |  |  |  | 6,177           | 1.24     | 0.21            | 0.36     |
| Health                                |  |  |  |  | 21,014          | 4.23     | 0.71            | 1.24     |
| Occupational health and safety        |  |  |  |  | 11,098          | 2.24     | 0.37            | 0.65     |
| Education                             |  |  |  |  | 242             | 0.05     | 0.01            | 0.01     |
| Culture                               |  |  |  |  | 28              | 0.01     | 0.00            | 0.00     |
| Professional training and development |  |  |  |  | 1,732           | 0.35     | 0.06            | 0.10     |
| Nursery or day-care assistance        |  |  |  |  | 63              | 0.01     | 0.00            | 0.00     |
| Sport                                 |  |  |  |  | 204             | 0.04     | 0.01            | 0.01     |
| Profit-sharing                        |  |  |  |  | 34,071          | 6.86     | 1.15            | 2.01     |
| Transport                             |  |  |  |  | 13,557          | 2.73     | 0.46            | 0.80     |
| Others                                |  |  |  |  | 2,073           | 0.42     | 0.07            | 0.12     |
| Total - External Social Indicators    |  |  |  |  | 293,299         | 59.10    | 9.87            | 17.31    |
|                                       |  |  |  |  | 247,221         | 57.96    | 9.02            | 15.73    |

| <b>3 – External Social Indicators</b>                                       | <b>R\$ '000</b> | <b>% of<br/>RO</b> | <b>% of<br/>RL</b> | <b>% of<br/>VAT</b> | <b>R\$ '000</b> | <b>% of<br/>RO</b> | <b>% of<br/>RL</b> | <b>% of<br/>VAT</b> |
|---|-----------------|--------------------|--------------------|---------------------|-----------------|--------------------|--------------------|---------------------|
| Education   | 1,176           | 0.20               | 0.04               | 0.07                | 315             | 0.04               | 0.01               | 0.02                |
| Culture   | 3,049           | 0.53               | 0.10               | 0.18                | 19              | 0.00               | 0.00               | 0.00                |
| Health and sanitation   | 0               | 0.00               | 0.00               | 0.00                | 0               | 0.00               | 0.00               | 0.00                |
| Sport   | 0               | 0.00               | 0.00               | 0.00                | 5               | 0.00               | 0.00               | 0.00                |
| Fighting hunger and food security   | 0               | 0.00               | 0.00               | 0.00                | 0               | 0.00               | 0.00               | 0.00                |
| Sector Indicator  | 0               | 0.00               | 0.00               | 0.00                | 0               | 0.00               | 0.00               | 0.00                |
| Others  | 2               | 0.00               | 0.00               | 0.00                | 48              | 0.01               | 0.00               | 0.00                |
| Total contributions to society  | 4,227           | 0.73               | 0.14               | 0.25                | 387             | 0.05               | 0.01               | 0.02                |
| Taxes (excluding social charges)  | 0               | 0.00               | 0.00               | 0.00                | 0               | 0.00               | 0.00               | 0.00                |
| Total - External social indicators  | 4,227           | 0.73               | 0.14               | 0.25                | 387             | 0.05               | 0.01               | 0.02                |
| <b>4 – Environmental Indicators</b>   | <b>R\$ '000</b> | <b>% of<br/>RO</b> | <b>% of<br/>RL</b> | <b>% of<br/>VAT</b> | <b>R\$ '000</b> | <b>% of<br/>RO</b> | <b>% of<br/>RL</b> | <b>% of<br/>VAT</b> |
| <b>4.1 – Investments related to the production/operation of the Company</b> |                 |                    |                    |                     |                 |                    |                    |                     |
| Land expropriation  | 0               | 0.00               | 0.00               | 0.00                | 0               | 0.00               | 0.00               | 0.00                |
| Environmental liabilities and contingencies                                 | 385             | 0.07               | 0.01               | 0.02                | 149             | 0.02               | 0.01               | 0.01                |
| Technological and industrial development program                            | 0               | 0.00               | 0.00               | 0.00                | 0               | 0.00               | 0.00               | 0.00                |
| Energy conservation   | 0               | 0.00               | 0.00               | 0.00                | 0               | 0.00               | 0.00               | 0.00                |
| Environmental education   | 177             | 0.03               | 0.01               | 0.01                | 7               | 0.00               | 0.00               | 0.00                |
| Industry-specific indicator   | 0               | 0.00               | 0.00               | 0.00                | 0               | 0.00               | 0.00               | 0.00                |
| Others  | 26,503          | 4.60               | 0.89               | 1.56                | 17,567          | 2.46               | 0.64               | 1.12                |
| Total investment related to the operation/production of the Company         | 27,065          | 4.70               | 0.91               | 1.60                | 17,723          | 2.48               | 0.65               | 1.13                |
| <b>4.2 – Investment in external programs and/or projects</b>                |                 |                    |                    |                     |                 |                    |                    |                     |
| Environmental education community projects                                  | 14              | 0.00               | 0.00               | 0.00                | 301             | 0.04               | 0.01               | 0.02                |
| Preservation and/or revitalization of degraded environments                 | 49              | 0.01               | 0.00               | 0.00                | 1,020           | 0.14               | 0.04               | 0.06                |
| Others  | 0               | 0.00               | 0.00               | 0.00                | 0               | 0.00               | 0.00               | 0.00                |
| Total investments in external programs and/or projects                      | 63              | 0.01               | 0.00               | 0.00                | 1,321           | 0.18               | 0.05               | 0.08                |
| Total investments in the environment (4.1 + 4.2)                            | 27,128          | 4.71               | 0.91               | 1.60                | 19,044          | 2.66               | 0.69               | 1.21                |

| <b>Distribution of investments in the environment</b>   | <b>R\$ '000</b>  | <b>% of total</b> | <b>R\$ '000</b>  | <b>% of total</b> |
|---|--|-------------------|--|-------------------|
| Distribution of investments in the environment  | 3,990  | 14.71             | 7,953  | 41.76             |
| Total investment in environmental maintenance initiatives   | 22,704   | 83.69             | 9,922  | 52.10             |
| Total investment in environmental compensation initiatives  | 434  | 1.60              | 1,169  | 6.14              |
| Number of environmental, administrative and legal claims filed against the Company  |  | 3                 |  | 1                 |
| Value of fines and compensation payments related to environmental matters, either administratively or legally regulated   |  | 49,762            |  | 149,556           |
| With regard to the establishment of annual targets for the minimizing of residues, the general consumption in production/operations to increase efficiency in the use of natural resources, the Company : | ( ) does not have targets<br>(X) fulfilled 51 to 75%<br>( ) fulfilled 0 to 50%<br>( ) fulfilled 76 to 100% |                   | ( ) does not have targets<br>(X) fulfilled 51 to 75%<br>( ) fulfilled 0 to 50%<br>( ) fulfilled 76 to 100% |                   |

| <b>5 - Workforce Indicators</b>                           | <b>2011<br/>at units</b> | <b>2010<br/>at units</b> |
|---|--------------------------|--------------------------|
| Number of employees at the end of the period              | 10,390                   | 9,368                    |
| Number of employees joining the Company during the period | 2,647                    | 2,333                    |
| Number of employees leaving during the period             | 2,128                    | 1,646                    |
| Number of outsourced workers                              | 1,929                    | 1,682                    |
| Number of student trainees                                | 107                      | 148                      |
| Number of employees over 45 years old                     | 1,387                    | 1,330                    |
| <b>No. of employees by age group:</b>                     |                          |                          |
| Fewer than 18   | 99                       | 17                       |
| Between 18 and 35   | 6,362                    | 5,772                    |
| Between 36 and 45   | 2,542                    | 2,249                    |
| Between 46 and 60   | 1,334                    | 1,286                    |
| Over 60   | 53                       | 44                       |
| <b>No. of employees with by level of schooling:</b>       |                          |                          |
| Illiterate  | 0                        | 0                        |
| With elementary education                                 | 3,017                    | 2,508                    |



|  |   |   |
|--|---|---|
| With high school education   | 5,631   | 5,171   |
| With higher education  | 1,491   | 1,447   |
| Postgraduate   | 251   | 242   |
| No. of women who work at the Company   | 1,109   | 927   |
| % of supervisory positions occupied by women   | 8.4   | 8.2   |
| No. of men who work at the Company   | 9,281   | 8,441   |
| % of supervisory positions occupied by men   | 91.6  | 91.8  |
| No. of Blacks who work at the Company  | 2,978   | 1,904   |
| % of supervisory positions occupied by Blacks  | 10.9  | 6.8   |
| No. of disabled persons or those with special needs  | 283   | 272   |
| <b>Gross remuneration by employment category:</b>  |   |   |
| Employees  | 315,498   | 270,207   |
| Managers   | 13,581  | 10,115  |
| Difference between the minimum salary paid and the national or regional minimum salary   |   |   |
| Difference between the lowest salary paid by the Company and the minimum salary  | 0%  | 4.39%   |
| Source   | Payroll/National  | Payroll/National  |
| <b>6 - Significant information with regard to the exercising of Corporate Citizenship"</b>   |   |   |
|  | <b>2011</b>   | <b>2010</b>   |
| Ratio between the highest and lowest remuneration at the Company   | 89.76   | 86.11   |
| Total number of accidents in the workplace   | 241   | 372   |
| Social and environmental projects developed by the Company were defined by:  | ( ) directors<br>(X) directors and management<br>( ) all employees                            | ( ) directors<br>(X) directors and management<br>( ) all employees                            |
| Standards of safety and hygiene in the work environment, were formulated by:   | ( ) directors and management<br>( ) all employees<br>(X) everybody + CIPA                     | ( ) directors and management<br>( ) all employees<br>(X) everybody + CIPA                     |
| With regard to freedom to join a union, the right of collective wage bargaining and the internal representation of workers, the Company: | ( ) is not involved<br>(X) follows the norms of the ILO<br>( ) encourages and follows the ILO | ( ) is not involved<br>(X) follows the norms of the ILO<br>( ) encourages and follows the ILO |
| Private pension arrangements include:  | ( ) directors<br>( ) directors and management<br>(X) all employees                            | ( ) directors<br>( ) directors and management<br>(X) all employees                            |

|  |   |                   |   |                   |
|--|---|-------------------|---|-------------------|
| Employee profit-sharing includes:  | <input type="checkbox"/> directors<br><input type="checkbox"/> directors and management<br><input checked="" type="checkbox"/> all employees  |                   | <input type="checkbox"/> directors<br><input type="checkbox"/> directors and management<br><input checked="" type="checkbox"/> all employees  |                   |
| In the selection of suppliers, the same standards of ethics, and social and environmental responsibility adopted by the Company are: | <input type="checkbox"/> are not considered<br><input type="checkbox"/> are suggested<br><input checked="" type="checkbox"/> are required     |                   | <input type="checkbox"/> are not considered<br><input type="checkbox"/> are suggested<br><input checked="" type="checkbox"/> are required     |                   |
| With regard to the participation of employees in voluntary work programs, the Company:   | <input type="checkbox"/> is not involved<br><input type="checkbox"/> supports<br><input checked="" type="checkbox"/> organizes and encourages |                   | <input type="checkbox"/> is not involved<br><input type="checkbox"/> supports<br><input checked="" type="checkbox"/> organizes and encourages |                   |
| Total number of consumer complaints and criticisms:  | at the Company  | 51,515            | at the Company  | 51,320            |
|  | at Procon   | 42                | at Procon   | 21                |
|  | in court  | 62                | in court  | 50                |
| % of complaints and criticisms attended to or resolved:  | at the Company  | 100               | at the Company  | 0                 |
|  | at Procon   | 42                | at Procon   | 24                |
|  | in court  | 18                | in court  | 16                |
| Number of fines and client compensations, determined by consumer protection bodies or the courts:                                    | at Procon   | 0                 | at Procon   | 1,239             |
|  | in court  | 69,433            | in court  | 36,891            |
| <b>Actions taken by the organization to remedy or minimize the causes of complaints:</b>   |   |                   |   |                   |
| Number of labor cases:   |   |                   |   |                   |
| Brought against the entity   | 341   |                   | 400   |                   |
| Considered to have grounds   | 128   |                   | 87  |                   |
| Considered to be groundless  | 53  |                   | 150   |                   |
| Total value of fines and compensation payments paid as a result of court rulings:  | 2,894,529   |                   | 2,920,754   |                   |
| Total value added distributed (in R\$'000):  | 1,694,756   |                   | 1,571,236   |                   |
| <b>Distribution of value added:</b>  | <b>R\$ '000</b>   | <b>% of total</b> | <b>R\$ '000</b>   | <b>% of total</b> |
| Government   | 566,449   | 33.42             | 522,998   | 33.29             |
| Employees  | 536,658   | 31.67             | 430,734   | 27.41             |
| Shareholders   | 128,848   | 7.60              | 155,039   | 9.87              |
| Third parties  | 216,789   | 12.79             | 150,257   | 9.56              |
| Retained   | 246,012   | 14.52             | 312,208   | 19.87             |



2011



**DURATEX**

FINANCIAL STATEMENTS

# MINUTES OF THE EXECUTIVE BOARD

## MEETING HELD ON FEBRUARY 16, 2012

**DATE, HOUR AND PLACE:** On February 16, 2012, at 8:00 am, at Av. Paulista, 1938 – 5th floor, Sao Paulo (SP).

**PRESIDING:** Henri Penchas – CEO; and Flávio Marassi Donatelli – Secretary.

**QUORUM:** The majority of the elected members.

**RESOLUTIONS TAKEN UNANIMOUSLY:** After analyzing the financial statements of the period ended 31.Dec.2011, as well as PricewaterhouseCoopers Auditores Independentes' Report, the Executive Board unanimously approved according to the dispositions included on incises V and VI of Article 25 of instruction # 480/09 by Comissão de Valores Mobiliários, declare:

- a) Reviewed, discussed and agree with the expressed opinions included on PricewaterhouseCoopers Auditores Independentes' Report; and
- b) reviewed, discussed and agree with the financial statements relative to the period ended 31.Dec.2011.

**CLOSURE:** Nothing more to treat and anyone wishing to Express themselves, closed the works, drawing up these minutes, which were read, approved and signed by all in Sao Paulo (SP), February 16, 2012. (aa) Henri Penchas – CEO; Alexandre Coelho Neto do Nascimento, Antonio Joaquim de Oliveira, Antonio Massinelli, Flávio Marassi Donatelli, João Jacó Hazarabedian, Raul Penteadó de Oliveira Neto, Renato Aguiar Coelho and Roberto Szachnowicz – Executive Directors; Francisco de Assis Guimarães, Marco Antonio Milleo and Roney Rotenberg – Managing Directors.

**FLÁVIO MARASSI DONATELLI**

Investor Relations Director

# REPORT FROM THE COMMITTEE FOR AUDITING AND RISK MANAGEMENT

## INTRODUCTION

The Committee for Auditing and Risk Management of Duratex S.A. was created in November 2009, and according to its Regimen, has the following responsibilities: (i) to supervise the internal control processes and the management of risks inherent in the activities of the Company and its subsidiaries, as well as the work developed by the internal and external auditors; and (ii) to evaluate the quality and integrity of the financial statements (see <http://www.duratex.com.br> – Investor Relations). In the fulfillment of its tasks the analyses and evaluations produced by the Committee are based on information received from the management, the internal audit department the external auditors and the executives responsible for the management of risks and internal controls in the various segments of the Organization.

The management is responsible for the correct drawing up of the accounting statements of Duratex S.A., its subsidiaries, and affiliates. It is its responsibility, therefore, to establish procedures and monitoring to ensure the quality of the processes that generate the financial information. It is also responsible for the implementation and maintenance of internal control systems and the management of risks in accordance with the size and structure of the company.

The internal audit department has the task of evaluating the risks of the main processes and controls used to mitigate these risks, as well as verifying compliance to the policies and procedures determined by the management, including those referring to the drawing up of the accounting statements.

PricewaterhouseCoopers Independent Auditors is the company responsible for auditing the financial statements and must ensure that they satisfactorily represent, in all relevant aspects, the financial and equity position of Duratex S.A. and its subsidiaries, and that they were drawn up in accordance with the accounting practices in force in Brazil, as determined by the Brazilian Securities Commission – CVM.

## ACTIVITIES OF THE COMMITTEE

During 2011, the Committee for Auditing and Risk Management met on eleven occasions. At the second meeting in 2012, held on February 10, the accounting statements of 31.12.2011 were discussed and analyzed.

## INTERNAL CONTROLS AND RISK MANAGEMENT

The Committee conducted meetings with the Directors of the various segments of the Organization. During these meeting were evaluated financial, operational and environmental risks, key internal controls and risk mitigation.

In December, the Committee reviewed and approved the Risk Management Policy of Duratex S.A.

## **EXTERNAL AUDITING**

The Committee maintained quarterly meetings with the External Auditors. At these meetings were discussed points requiring attention or improvement observed during the course of the work carried out, whether they be related to internal controls or covering accounting aspects.

It was discussed and approved the Planning of work for the year 2011. It also analyzed the Internal Control Report prepares by external auditors on the basis of 31.12.2010.

Based on information received, there were no situations that could affect the objectivity and independence of external auditors.

The Committee considers the volume and quality of the information received to the satisfactory.

## **INTERNAL AUDITING**

The Committee acquainted itself with the Planning of the Internal Auditing Work for 2011. During the course of the year it adopted a Policy for Internal Audit and accompanied the restructuring of the area.

At quarterly meetings, the Executive Manager of the Internal Auditing Department presented the results of the major work done. Such performance have brought to the attention of Committee that there are risks that could affect the strength and continuity of the Company.

## **ACCOUNTING STATEMENTS**

The Committee discussed and analyzed the main accounting policies used in preparing and drafting of quarterly financial statements. Similarly, noted the main figures and the results submitted by the Company.

## **CONCLUSION**

Thus, based on activities in the period, and weighted the natural limitations under the scope of its activities, the Audit Committee and Risk Management believes that the financial statements of 31.12.2011 have been prepared in accordance with accounting practices adopted in Brazil and recommended its approval by the Board.

São Paulo, February 10, 2012..

## **COMMITTEE FOR AUDITING AND RISK MANAGEMENT**

Alcides Lopes Tápías – **President**

Álvaro A. Cardoso de Souza

Andrea Laserna Seibel

Ricardo Egydio Setúbal

Rodolfo Villela Marino

# INDEPENDENT AUDITOR'S REPORT

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To the Board of Directors and Stockholders  
Duratex S.A.

We have audited the accompanying financial statements of Duratex S.A. ("Parent Company"), which comprise the balance sheet as at December 31, 2011 and the statements of income, comprehensive income, changes in equity and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

We have also audited the accompanying consolidated financial statements of Duratex S.A. and its subsidiaries ("Consolidated"), which comprise the consolidated balance sheet as at December 31, 2011 and the consolidated statements of income, comprehensive income, changes in equity and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

## **MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS**

Management is responsible for the preparation and fair presentation of the parent company financial statements in accordance with accounting practices adopted in Brazil, and for the consolidated financial statements in accordance with the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) and accounting practices adopted in Brazil, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

## **AUDITOR'S RESPONSIBILITY**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Brazilian and International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.



We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

#### **OPINION ON THE PARENT COMPANY FINANCIAL STATEMENTS**

In our opinion, the parent company financial statements referred to above present fairly, in all material respects, the financial position of Duratex S.A. as at December 31, 2011, and its financial performance and cash flows for the year then ended, in accordance with accounting practices adopted in Brazil.

#### **OPINION ON THE CONSOLIDATED FINANCIAL STATEMENTS**

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of Duratex S.A. and its subsidiaries as at December 31, 2011, and their financial performance and cash flows for the year then ended in accordance with the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) and accounting practices adopted in Brazil.

#### **EMPHASIS OF MATTER**

As discussed in Note 2.2.2 to these financial statements, the parent company financial statements have been prepared in accordance with accounting practices adopted in Brazil. In the case of Duratex S.A., these practices differ from IFRS applicable to separate financial statements only in relation to the measurement of investments in subsidiaries based on equity accounting, while IFRS requires measurement based on cost or fair value. Our opinion is not qualified in respect of this matter.

#### **OTHER MATTERS – STATEMENT OF VALUE ADDED**

We also have audited the parent company and consolidated statements of value added for the year ended December 31, 2011, the presentation of which is required by the Brazilian corporate legislation for listed companies, but is considered supplementary information for IFRS. These statements were subject to the same audit procedures described above and, in our opinion, are fairly presented, in all material respects, in relation to the financial statements taken as a whole.

São Paulo, February 16, 2012

PricewaterhouseCoopers  
Auditores Independentes  
CRC 2SP000160/0-5

Carlos Alberto de Sousa  
Contador CRC 1RJ056561/0-0 "S" SP

# MANAGEMENT REPORT

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## SCENARIO AND MARKET

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The year 2011 began at a slower rhythm than in the previous period, as a consequence of a series of cautionary measures of a macro-economic nature introduced by the monetary authorities, with the objective of reducing the level of economic activity, and, as a consequence, existing inflationary pressure. From the second half of the year, with the reversion of the inflationary picture, and the worsening of the crisis in Europe, with possible negative repercussions for the local economy, the government decided to stimulate the economy by reducing interest rates and implementing tax incentives. The benefits of these measures are likely to become apparent during the course of 2012.

In this environment, the furniture sector was most affected, and as a consequence, the Wood Division's performance was worse than had been estimated at the beginning of the year. The scenario of higher interest rates and economic uncertainty led to more expensive credit for consumers of furniture, the main destination for panels sold, with a lower number of installment payments offered to the end consumer.

In the construction segment, which is linked to the Deca Division, the level of activity continued buoyant, seeing that real estate financing lines were not affected by the combination of changes, which had an impact on the durable goods segment.

According to figures from ABIPA – Brazilian Panel Industry Association, demand for hardboard, MDF and MDP, in the domestic and export markets experienced an aggregate annual expansion of 3.6%, while the level of Duratex's shipments experienced a retraction of 1.9%. This is due to the price increases, implemented by Duratex, in response to rising industrial costs, with the aim of maintaining operational margins, against a background of idle capacity in terms of panel supply. The ABRAMAT index, which measures sales performance in the construction sector, in the domestic market, indicated annual expansion of 2.9%, while Deca's sales were up 20.1%. Organic expansion, begun in 2007, together with a number of strategic acquisitions in the vitreous chinaware segment, from 2008, enabled the division to capture the benefit of a buoyant period in the sector.

Despite the more difficult global scenario in the background, and internally troubled by the prospect of a return of the inflation phantom, Brazil continued to produce an outstanding performance and even saw its credit rating raised by the agencies Fitch Ratings, S&P and Moody's. At the end of the year, the Brazilian real was quoted at R\$1.8758 against the U.S. dollar, compared to a rate of R\$1.6662 against the dollar at the end of 2010. This depreciation in the exchange rate, in response to deterioration in the international scenario, contributed to putting additional pressure on costs linked to the U.S. dollar, at the end of the year.

## STRATEGIC MANAGEMENT

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Aware of the challenges that it has ahead, due to possible repercussions from the severe liquidity crisis in European countries, Duratex is continuing with its strategic plan for expanding production capacity. This is because of the perception that current conditions in the domestic market continue to be favorable in its operational segments. In this regard, of particular note is the investment that has been carried out in the period, of R\$635.8 million, mainly in the following areas:

Wood Division: (i) down payment made for the purchase of equipment for the installation of two new MDF production lines, with a capacity of 1.2 million m<sup>3</sup>; (ii) construction works to the building that will receive the first of the two production lines planned in Itapetininga – SP; (iii) conclusion of the assembly and operational start-up of a new low-pressure coating line, located at Agudos – SP, which contributes to enlarging the panel sales mix; and (iv) inauguration of a new production line for laminated flooring, in Agudos – SP, to cater to the growing demand for this type of product.

Deca Division: (i) acquisition of Elizabeth Louças Sanitárias, renamed Deca Nordeste Louças Sanitárias, and subsequently incorporated into Duratex S.A.; (ii) conclusion of the assembly and operational start-up of new electro plating equipment, in the metal bathroom fittings segment; (iii) introduction of a new kiln with a firing capacity of 800 thousand pieces of vitreous chinaware a year, at the unit in Cabo de Santo Agostinho – PE; and (iv) also in the vitreous chinaware segment, a revision to investment in the unit at Queimados – RJ, for which investment was initially planned of R\$100 million for a production capacity of 1.9 million pieces a year; this investment being raised to R\$130 million, to increase planned production capacity to 2.4 million pieces a year.

For 2012, additional investments are estimated at approximately R\$650 million, focused on the following: (i) conclusion of building works and the assembly of equipment for the new MDF production line at the plant in Itapetininga – SP, with an effective production capacity of 520 thousand m<sup>3</sup> a year, and start-up planned for the beginning of 2013; (ii) the planting of trees and maintenance of the existing forestry base; and (iii) completion and inauguration, in the second half of the year, of the new vitreous chinaware unit at Queimados – RJ.

In this way, Duratex aims to strengthen its presence in the markets in which it operates, believing firmly that favorable structural conditions exist for continuing sustained growth in its operational segments.

## SUBSEQUENT EVENT – ISSUE OF CONVERTIBLE DEBENTURES

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In a Material Event notice, published on April 18, 2011, Duratex informed the market of its strategic decision to expand its operations in the MDF segment. To this end, investment is being made in the introduction, at its industrial unit in Itapetininga – SP, of a new production line for the manufacture of medium density fiber board panels (MDF), with an effective production capacity of 520 thousand m<sup>3</sup>/year. As a way of adding value to its sales mix, investment is also planned for the construction of a new low-pressure coating line and a low-pressure laminated paper impregnation line.

In order to fund this investment, the Company requested financing from the National Bank for Economic and Social Development (BNDES), which was approved under the following conditions (the full conditions are available on the company's website):

- (i) The granting of financial assistance to the Company in the amount of R\$178,722,000.00; and
- (ii) Participation by the BNDES, through its subsidiary BNDESPAR, in a private issue of debentures to be carried out by the Company, of R\$99,999,900.00. This debenture issue was approved at a General Shareholders Meeting held on February 8, 2012, and has the following characteristics: issue of 777,000 debentures, in a single series, with a nominal unit value of R\$128.70, issued in book entry form, with a floating guarantee, convertible into common shares issued by the Company, without the issue of receipts or certificates. The debentures have a five-year term before they are due for redemption. Each debenture may be converted on an isolated basis, at any time, once the period for preferential right of purchase has elapsed, at the discretion of its owner, for a number of common shares issued by the Company that is calculated by dividing its updated nominal book value, on the conversion date, by the price of R\$12.87 per share, this price being corrected by variation in the IPCA index from the date of issue, so that each debenture will be convertible into ten common shares of the Company.

## FINANCIAL SUMMARY

| (In IFRS and R\$'000)                        | 4Q11           | 3Q11           | 4Q10           | 2011             | 2010             |
|--|----------------|----------------|----------------|------------------|------------------|
| <b>Highlights</b>                            |                |                |                |                  |                  |
| Volume Shipped: Deca ('000 pieces)           | 6,729          | 6,780          | 5,413          | 25,505           | 21,639           |
| Volume Shipped: Panels (m³)                  | 555,656        | 611,696        | 569,223        | 2,268,822        | 2,312,177        |
| <b>Consolidated Net Revenue</b>              | <b>769,544</b> | <b>789,775</b> | <b>719,616</b> | <b>2,970,365</b> | <b>2,741,810</b> |
| Gross Profit                                 | 256,413        | 276,644        | 288,232        | 1,011,931        | 1,117,460        |
| Gross Margin                                 | 33.3%          | 35.0%          | 40.1%          | 34.1%            | 40.8%            |
| EBITDA <sup>1</sup>                          | 188,781        | 242,094        | 255,010        | 839,349          | 893,002          |
| EBITDA Margin                                | 24.5%          | 30.7%          | 35.4%          | 28.3%            | 32.6%            |
| Extraordinary Events <sup>2</sup>            | 0              | 25,820         | 36,444         | 39,888           | 42,448           |
| Recurring EBITDA                             | 188,781        | 216,274        | 218,566        | 799,461          | 850,556          |
| Recurring EBITDA Margin                      | 24.5%          | 27.4%          | 30.4%          | 26.9%            | 31.0%            |
| Net Earnings                                 | 79,387         | 118,214        | 143,453        | 374,860          | 467,247          |
| Recurring Net Earnings                       | 79,387         | 102,333        | 119,598        | 349,695          | 439,430          |
| Recurring Net Margin                         | 10.3%          | 13.0%          | 16.6%          | 11.8%            | 16.0%            |
| <b>Indicators</b>                            |                |                |                |                  |                  |
| Current Ratio <sup>3</sup>                   | 1.69           | 1.96           | 1.96           | 1.69             | 1.96             |
| Net Debt <sup>4</sup>                        | 1,189,331      | 1,196,777      | 977,413        | 1,189,331        | 977,413          |
| Net Debt/EBITDA (last 12 months)             | 1.42           | 1.32           | 1.09           | 1.42             | 1.09             |
| Average Shareholders' Equity                 | 3,665,424      | 3,600,150      | 3,426,898      | 3,573,234        | 3,302,350        |
| ROE <sup>5</sup>                             | 8.7%           | 13.1%          | 16.7%          | 10.5%            | 14.1%            |
| <b>Shares</b>                                |                |                |                |                  |                  |
| Earnings per Share (R\$) <sup>6</sup>        | 0.1448         | 0.2156         | 0.2610         | 0.6833           | 0.8504           |
| Closing Share Price (R\$) <sup>7</sup>       | 8.92           | 8.61           | 14.88          | 8.92             | 14.88            |
| Book Value per Share (R\$)                   | 6.71           | 6.61           | 6.28           | 6.71             | 6.28             |
| Shares Held in Treasury (shares)             | 1,889,486      | 1,849,486      | 629,486        | 1,889,486        | 629,486          |
| Market Capitalization (R\$'000) <sup>8</sup> | 4,889,460      | 4,719,880      | 8,175,159      | 4,889,460        | 8,175,159        |

<sup>1</sup> EBITDA: measure of operational performance given by Earnings Before Interest, Taxes, Depreciation and Amortization.

<sup>2</sup> Extraordinary events: events of an unusual nature outside the normal course of operations which have contributed to the Company's operational and net result. In 2011, there was a contribution of (+) R\$39.9 million to the operating result, principally referring to the sale of property, which had a positive impact on net earnings of R\$25.2 million. In 2010, there was a positive impact of (+) R\$42.4 million referring to taxes recovered and the reversion of bad debt provisions. This amount was equivalent to a positive effect on net earnings of R\$27.8 million.

<sup>3</sup> Current ratio: current assets divided by current liabilities. Indicates liquidity in R\$ for each R\$ of short-term obligations.

<sup>4</sup> Net debt: total financial debt (-) minus cash.

<sup>5</sup> Return on Equity (ROE): measure of performance arrived at by measuring net earnings in the period, annualized in the quarters, against shareholder's equity.

<sup>6</sup> Net earnings per share is calculated by dividing the profit attributable to the shareholders of the Company, by the weighted average quantity of ordinary shares in issue during the period, excluding ordinary shares held in treasury. This indicator was adjusted for periods prior to May 5, 2011 as a result of a 20% stock dividend, in order to enable comparisons to be made between periods.

<sup>7</sup> The share price quote before the stock dividend, mentioned above, has been adjusted for the purpose of enabling comparisons to be made between periods.

<sup>8</sup> Market capitalization was calculated based on the closing share price at the end of the period, multiplied by the quantity of shares in issue (550,035,331 shares), net of shares held in treasury, adjusted by the stock dividend for periods prior to May 2011.

## CONSOLIDATED PERFORMANCE – RECONCILIATION TO IFRS ACCOUNTING STANDARDS

The financial statements available on this date, filed with the CVM and BM&FBOVESPA, are based on International Financial Reporting Standards (IFRS) in keeping with CVM Instruction No. 485/10.

The main changes in the financial statements resulting from the adoption of IFRS are related to the following events: Combination of Businesses, Biological Assets and Employee Benefits. Below we show the reconciliation tables for Total Assets, Equity and Net Earnings as a result of the adoption of these new accounting standards. It should be pointed out that the analyses herein contained are of a spontaneous nature, in keeping with the best practices

of governance and transparency. However, they do not replace the official financial statements, filed with the CVM, in accordance with the terms of the applicable legislation, and so they should both be analyzed together.

| <b>Total Assets</b>                         | <b>4Q11</b>      | <b>3Q11</b>      | <b>4Q10</b>      |
|---|------------------|------------------|------------------|
| <b>Before IFRS Adjustments (in R\$'000)</b> | <b>5,656,456</b> | <b>5,553,312</b> | <b>5,011,223</b> |
| Business Combination                        | 728,437          | 733,919          | 757,805          |
| Biological Assets                           | 348,276          | 327,275          | 332,164          |
| Employee Benefits                           | 78,108           | 77,274           | 66,802           |
| Other Adjustments                           | 2,873            | 2,873            | 2,873            |
| <b>After IFRS Adjustments</b>               | <b>6,814,150</b> | <b>6,694,653</b> | <b>6,170,867</b> |
| Variation                                   | 1,157,694        | 1,141,341        | 1,159,644        |

| <b>Shareholders' Equity</b>                 | <b>4Q11</b>      | <b>3Q11</b>      | <b>4Q10</b>      |
|---|------------------|------------------|------------------|
| <b>Before IFRS Adjustments (in R\$'000)</b> | <b>2,849,357</b> | <b>2,800,726</b> | <b>2,623,454</b> |
| Business Combination                        | 542,739          | 550,514          | 556,241          |
| Biological Assets                           | 229,862          | 216,001          | 219,228          |
| Employee Benefits                           | 51,551           | 51,001           | 44,089           |
| Other Adjustments                           | 19,301           | 19,795           | 9,516            |
| <b>After IFRS Adjustments</b>               | <b>3,692,810</b> | <b>3,638,037</b> | <b>3,452,528</b> |
| Variation                                   | 843,453          | 837,311          | 829,074          |

| <b>Net Earnings</b>                         | <b>4Q11</b>   | <b>3Q11</b>    | <b>4Q10</b>    | <b>2011</b>    | <b>2010</b>    |
|---|---------------|----------------|----------------|----------------|----------------|
| <b>Before IFRS Adjustments (in R\$'000)</b> | <b>69,072</b> | <b>117,257</b> | <b>131,186</b> | <b>372,492</b> | <b>442,064</b> |
| Business Combination                        | (4,099)       | (4,639)        | (3,949)        | (15,729)       | (15,213)       |
| Biological Assets                           | 13,862        | 717            | 1,683          | 10,634         | 34,051         |
| Employee Benefits                           | 552           | 4,879          | 1,810          | 7,463          | 7,236          |
| Other Adjustments                           | 0             | 0              | 12,723         | 0              | (891)          |
| <b>After IFRS Adjustments</b>               | <b>79,387</b> | <b>118,214</b> | <b>143,453</b> | <b>374,860</b> | <b>467,247</b> |
| Extraordinary Event                         | 0             | (15,881)       | (23,855)       | (25,165)       | (27,817)       |
| <b>Recurring Net Earnings Under IFRS</b>    | <b>79,387</b> | <b>102,333</b> | <b>119,598</b> | <b>349,695</b> | <b>439,430</b> |

## EBITDA

Operating profit before the financial results underwent a considerable change with the introduction of the new accounting methodology. The main changes refer to the biological assets, principally, and to employee benefits. Because these events are of an accounting nature, with no cash effect, they are disregarded for the calculation of EBITDA. So as to make the calculation more transparent, below we show a reconciliation table for this indicator, based on operating profit before the financial result.

| <b>EBITDA Reconciliation R\$'000</b>            | <b>4Q11</b>    | <b>3Q11</b>    | <b>%</b>     | <b>4Q10</b>    | <b>%</b>     | <b>2011</b>    | <b>2010</b>    | <b>%</b>     |
|---|----------------|----------------|--------------|----------------|--------------|----------------|----------------|--------------|
| <b>Operating Profit Before Financial Result</b> | <b>131,218</b> | <b>178,560</b> | <b>-26.5</b> | <b>196,616</b> | <b>-33.3</b> | <b>576,366</b> | <b>715,555</b> | <b>-19.5</b> |
| Depreciation/Amortization/Exhaustion            | 79,400         | 72,013         | 10.3         | 63,686         | 24.7         | 290,400        | 240,003        | 21.0         |
| Variation in Fair Value of Biological Assets    | (53,519)       | (37,194)       | 43.9         | (34,354)       | 55.8         | (154,009)      | (183,765)      | -16.2        |
| Exhaustion Tranche of Biological Assets         | 32,517         | 36,108         | 9.9          | 31,804         | 2.2          | 137,898        | 132,173        | 4.3          |
| Employee Benefits                               | (835)          | (7,393)        | -88.7        | (2,742)        | -69.5        | (11,306)       | (10,964)       | 3.6          |
| <b>EBITDA</b>                                   | <b>188,781</b> | <b>242,094</b> | <b>-22.0</b> | <b>255,010</b> | <b>-26.0</b> | <b>839,349</b> | <b>893,002</b> | <b>-6.0</b>  |
| <b>EBITDA Margin</b>                            | <b>24.5%</b>   | <b>30.7%</b>   | <b>-</b>     | <b>35.4%</b>   | <b>-</b>     | <b>28.3%</b>   | <b>32.6%</b>   | <b>-</b>     |
| Extraordinary Events                            | 0              | (25,820)       | -            | (36,444)       | -            | (39,888)       | (42,448)       | -            |
| Recurring EBITDA                                | 188,781        | 216,274        | -12.7        | 218,566        | -13.6        | 799,461        | 850,554        | -6.0         |
| <b>Recurring EBITDA Margin</b>                  | <b>24.5%</b>   | <b>27.4%</b>   | <b>-</b>     | <b>30.4%</b>   | <b>-</b>     | <b>26.9%</b>   | <b>31.0%</b>   | <b>-</b>     |

The basic difference between the results before and after the adoption of IFRS methodology, disregarding the non-cash events mentioned above, is in the reclassification of employee profit sharing and stock options, which were previously classified after the operational result, therefore benefiting EBITDA. After the adoption of the IFRS methodology, these events are allocated proportionally at the lines: Cost of Goods Sold, and Sales, General and Administrative Expenses, thus reducing EBITDA.

| <b>Prior to IFRS Adjustments R\$'000</b>        | <b>4Q11</b>    | <b>3Q11</b>    | <b>%</b>     | <b>4Q10</b>    | <b>%</b>     | <b>2011</b>    | <b>2010</b>    | <b>%</b>     |
|---|----------------|----------------|--------------|----------------|--------------|----------------|----------------|--------------|
| <b>Operating Profit Before Financial Result</b> | <b>132,278</b> | <b>194,471</b> | <b>-32.0</b> | <b>211,701</b> | <b>-37.5</b> | <b>622,137</b> | <b>719,483</b> | <b>-13.5</b> |
| Depreciation/Amortization/Exhaustion            | 74,753         | 65,750         | 13.7         | 57,728         | 29.5         | 266,569        | 216,197        | 23.3         |
| <b>EBITDA</b>                                   | <b>207,031</b> | <b>260,221</b> | <b>-20.4</b> | <b>269,429</b> | <b>-23.2</b> | <b>888,706</b> | <b>935,680</b> | <b>-5.0</b>  |
| <b>EBITDA margin</b>                            | <b>26.9%</b>   | <b>32.9%</b>   | <b>-</b>     | <b>37.4%</b>   | <b>-</b>     | <b>29.9%</b>   | <b>34.1%</b>   | <b>-</b>     |
| Extraordinary Events                            | 0              | (25,820)       | -            | (36,444)       | -            | (39,888)       | (42,448)       | -            |
| <b>Recurring EBITDA</b>                         | <b>207,031</b> | <b>234,401</b> | <b>-11.7</b> | <b>232,985</b> | <b>-11.1</b> | <b>848,818</b> | <b>893,232</b> | <b>-5.0</b>  |
| <b>Recurring EBITDA Margin</b>                  | <b>26.9%</b>   | <b>29.7%</b>   | <b>-</b>     | <b>32.4%</b>   | <b>-</b>     | <b>28.6%</b>   | <b>32.6%</b>   | <b>-</b>     |

Both for the numbers according to IFRS, and before the adoption of the new accounting methodology, there was a nominal annual decrease in this indicator, as well as in margin in relation to net revenue, due to the lower volume shipped, at the Wood Division, and an increase in the cost of inputs, in general, aggravated by the exchange rate depreciation which took place in the final quarter of the year.

## OPERATIONS

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### WOOD DIVISION

The performance of the Wood Division, on the second half of the year, saw an improvement in terms of volume shipped, of 6.1%, compared to the first half of 2011. Net revenue, on same comparison base, was up by 9.8%. For the year as a whole, however, volume shipped was down 1.9%, while the panel industry as a whole grew by 3.6% according to sector data from ABIIPA. This performance is explained by the Company's decision to increase prices early, as a way of maintaining operational margins, against a background of cost pressure. In this way, net revenue was up by 2.5% on the year to R\$1,875.9 million.

Panel sales did not fulfill initial expectations. The series of interventions in the economy by the monetary authorities, with the aim of slowing down consumption in the domestic market, and thus cooling off inflationary pressure, fulfilled their function. Destocking was seen in the furniture supply chain, at the beginning of the year, while credit terms offered to furniture consumers were curtailed, as measures to adjust to the new market reality. This change led the industry to operate with an average idle capacity, for the year, estimated at approximately 25%, with an adverse effect on operational performance. The price increases implemented were not sufficient to compensate for the rise in costs, aggravated by the exchange rate appreciation at the end of the year.

Recurring operational cash generation, as measured by EBITDA disregarding the effect of asset sales in the period, totaled R\$530.3 million, with a corresponding margin of 28.3%. Compared to the performance of a year earlier, in which recurring EBITDA amounted to R\$580.1 million, with a margin of 31.7%, there was a deterioration as a result of the fact that prices did not keep pace

with the increase in production costs. Evidence of this situation is shown in the unit cash cost, which increased by 12.3% during the year, while unit net revenue rose by 4.5%. Of the main production costs, of particular note are resins, manufactured from urea and methanol, the cost of which rose by an average of 16% during the year, while labor costs increased by 8%, with electricity supply contracts being linked to the IGP-M index.

With respect to the market positioning of the Wood Division, of note was the conclusion, during the year, of investments which will enable value added an increase in the amount of products shipped with a higher value added: low-pressure coated panels and Durafloor flooring. In terms of panel production scale, investment is ongoing to inaugurate a new MDF production line, at the beginning of 2013, with an effective capacity of 520 thousand m<sup>3</sup>/year, in addition to more coating lines. It is also worth mentioning the restructuring carried out in this area, with the aim of achieving gains in efficiency and reducing fixed costs.

During the year, 26 new panel patterns were launched with the objective of updating the Division's product portfolio, following new trends in the domestic and international market. In this way, the panel sales mix gained 16 new low-pressure coated products, offered in MDP and MDF, and 15 patterns in lines of thinner panels – Duraplac and HDF – with a painted finish. The Durafloor product line was also renewed. The main strategy behind this initiative is to expand and strengthen our line of products, with the aim of catering to an increasing number of consumers. The Style line, for example, fills a gap in the segment of differentiated products focused on more upper market consumer segments. Among the unique selling points of this product line, is the fact that the joints between the floor boards are almost imperceptible, the result of the Ultra-Click fitting system and the new width of the boards. This new line is expected to add value to the existing portfolio. To serve the more competi-



tive segments, the lines Way and Ritz were also launched. With new patterns, textures and dimensions, these lines represent products with additional differentials in this segment. The complete project involved the launch of 31 new products, which were incorporated into 8 existing lines, resulting in a total of 54 different flooring options to serve a wider range of consumer segments.

By way of market recognition, at the 20<sup>th</sup> ANAMACO awards ceremony, an event promoted by the National Association of Construction Material Merchants, the company was awarded the Pini and Top of Mind prizes in the laminated flooring category, in addition to the Estan Design award which recognizes the best practices in the conception of stands exhibited at trade fairs in Brazil.

| After IFRS Adjustments                           | 4Q11            | 3Q11            | %            | 4Q10            | %            | 2011             | 2010             | %            |
|--|-----------------|-----------------|--------------|-----------------|--------------|------------------|------------------|--------------|
| <b>Shipments (in m³)</b>                         |                 |                 |              |                 |              |                  |                  |              |
| Standard   | 332,995         | 364,054         | -8.5         | 352,893         | -5.6         | 1,364,833        | 1,408,248        | -3.1         |
| Coated   | 222,661         | 247,642         | -10.1        | 216,330         | 2.9          | 903,989          | 903,929          | -            |
| <b>Total</b>                                     | <b>555,656</b>  | <b>611,696</b>  | <b>-9.2</b>  | <b>569,223</b>  | <b>-2.4</b>  | <b>2,268,822</b> | <b>2,312,177</b> | <b>-1.9</b>  |
| <b>Financial Highlights (R\$'000)</b>            |                 |                 |              |                 |              |                  |                  |              |
| <b>Net Revenue</b>                               | <b>479,506</b>  | <b>502,085</b>  | <b>-4.5</b>  | <b>474,056</b>  | <b>1.1</b>   | <b>1,875,979</b> | <b>1,830,285</b> | <b>2.5</b>   |
| Domestic Market                                  | 452,682         | 478,066         | -5.3         | 453,962         | -0.3         | 1,780,982        | 1,755,192        | 1.5          |
| Export Market                                    | 26,824          | 24,019          | 11.7         | 20,094          | 33.5         | 94,997           | 75,093           | 26.5         |
| <b>Unit Net Revenue (in R\$ per m³ shipped)</b>  | <b>862.95</b>   | <b>820.81</b>   | <b>5.1</b>   | <b>832.81</b>   | <b>3.6</b>   | <b>826.85</b>    | <b>791.59</b>    | <b>4.5</b>   |
| <b>Unit Cash Cost¹ (in R\$ per m³ shipped)</b>   | <b>(517.75)</b> | <b>(468.60)</b> | <b>10.5</b>  | <b>(429.66)</b> | <b>20.5</b>  | <b>(478.65)</b>  | <b>(426.26)</b>  | <b>12.3</b>  |
| Sales Expenses                                   | (46,585)        | (48,271)        | -3.5         | (50,250)        | -7.3         | (188,387)        | (180,385)        | 4.4          |
| General and Administrative Expenses              | (18,076)        | (18,075)        | -            | (20,739)        | -12.8        | (69,386)         | (74,283)         | -6.6         |
| <b>Operating Profit Before Financial Results</b> | <b>81,888</b>   | <b>119,165</b>  | <b>-31.8</b> | <b>119,900</b>  | <b>-31.7</b> | <b>353,576</b>   | <b>458,516</b>   | <b>-22.9</b> |
| Variation in Fair Value of Biological Assets     | (53,519)        | (37,194)        | 43.9         | (34,354)        | 55.8         | (154,009)        | (183,765)        | -16.2        |
| Exhaustion Tranche of Biological Assets          | 32,517          | 36,108          | -9.9         | 31,804          | 2.2          | 137,898          | 132,173          | 4.3          |
| Depreciation/Amortization/Exhaustion             | 66,628          | 59,872          | 11.3         | 52,914          | 25.9         | 240,152          | 199,749          | 20.2         |
| Employee Benefits                                | (584)           | (4,808)         | -87.9        | (1,806)         | -67.7        | (7,379)          | (7,325)          | 0.7          |
| <b>EBITDA</b>                                    | <b>126,930</b>  | <b>173,143</b>  | <b>-26.7</b> | <b>168,458</b>  | <b>-24.7</b> | <b>570,236</b>   | <b>599,348</b>   | <b>-4.9</b>  |
| Extraordinary Events                             | 0               | (25,820)        | -            | (13,241)        | -            | (39,888)         | (19,245)         | -            |
| <b>Recurring EBITDA</b>                          | <b>126,930</b>  | <b>147,323</b>  | <b>-13.8</b> | <b>155,217</b>  | <b>-18.2</b> | <b>530,348</b>   | <b>580,103</b>   | <b>-8.6</b>  |
| <b>Recurring EBITDA Margin</b>                   | <b>26.5%</b>    | <b>29.3%</b>    | <b>-</b>     | <b>32.7%</b>    | <b>-</b>     | <b>28.3%</b>     | <b>31.7%</b>     | <b>-</b>     |
| <b>Before IFRS Adjustments</b>                   |                 |                 |              |                 |              |                  |                  |              |
| Recurring EBITDA                                 | 138,196         | 147,930         | -6.6         | 160,720         | -14.0        | 558,378          | 602,274          | -7.3         |
| Recurring EBITDA Margin                          | 28.8%           | 30.8%           | -            | 33.9%           | -            | 29.8%            | 32.9%            | -            |

¹ The Unit Cash Cost is arrived at by taking the Cost of Goods Sold, net of depreciation, amortization and depletion, and dividing by volume shipped.

## DECA DIVISION

The performance of the Deca Division during the year was of particular note. The volume shipped increased by 17.9%, reaching 25.5 million items. Contributing to this increased capacity to serve the market, in addition to investments carried out in the past focused on expanding production capacity organically, was the acquisition of Elizabeth Louças Sanitárias. Even disregarding the volume added by this acquisition, the organic growth in shipments would have been approximately 10%. The increase in Net Revenue was even more significant, 20.1%, coming to a total of R\$1,094.4 million. By way of comparison, the ABRAMAT index, which measures revenue in the domestic market in the construction materials industry, showed an increase of 2.9% on the year.

The operational performance of the Division, however, was affected by the combination of a sales composition of a lower added-value and higher costs. As a result, unit net revenue increased by 1.9% on the year, while the unit cash cost rose by 12.3%. Contributing to this situation were factors linked to the increase in volume shipped, namely the incorporation of Elizabeth, which has a sales mix with a lower value, and therefore lower profitability, and the collective wage increases introduced which pressure on labor costs, which represent 41% of Deca's cost base. At the end of the year, dollar-denominated costs suffered from additional pressure, principally due to the depreciation in the exchange rate. The unit cash cost increased by 6.8% from the 3<sup>rd</sup> to the 4<sup>th</sup> quarter of 2011.

As a consequence, EBITDA remained stable year-on-year, at R\$269.1 million. This flat result, combined with the increase in net revenue, explains the narrowing in EBITDA margins from 29.7% to 24.6%, in 2011.

Investments are being carried out at the units in São Paulo and Rio de Janeiro which should strengthen Deca's position in the Southeast. The Northeast should increase in importance in terms of sales participation, as items manufactured at the unit in Paraíba are switched over to a richer sales mix.

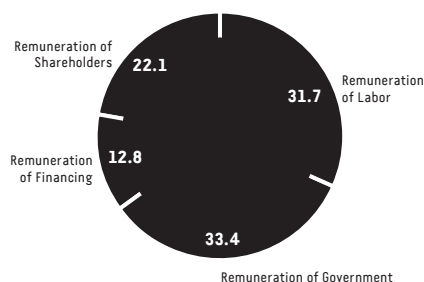
During 2011, a series of new products were launched, of particular note being the Deca Balance shower line, that reduces water consumption, in addition to the Base Fácil Deca solution, an innovative valve connection system which directly connects the cold water pipes (PVC) and hot water pipes (CPVC and PPR) without the need for connectors or adapters. In the vitreous chinaware segment, of note were the launches of the Quadra and Soho lines, in addition to the Studio Kids toilet bowl and the Electronic Toilet Seat which has 13 functions, among them being temperature control, seat angle, and water jet intensity.

By way of recognition of outstanding performance in the market, the following prizes were received: Company of Year for the Top of Mind award, the Museu da Casa Brasileira award for the Deca Twin Spa shower, the Pini award in the category of metal bathroom fittings and vitreous chinaware, the 6<sup>th</sup> Master Instal award for the Base Fácil Deca system, in addition to the Sustainable Company Award from the Brazilian Green Building Council, among others.

| After IFRS Adjustments                                       | 4Q11           | 3Q11           | %            | 4Q10           | %            | 2011             | 2010           | %            |
|--|----------------|----------------|--------------|----------------|--------------|------------------|----------------|--------------|
| <b>Shipments (in '000 items)</b>                             |                |                |              |                |              |                  |                |              |
| Basic  | 2,347          | 2,321          | 1.1          | 1,853          | 26.7         | 8,870            | 7,965          | 11.4         |
| Finishing  | 4,382          | 4,459          | 1.7          | 3,560          | 23.1         | 16,636           | 13,673         | 21.7         |
| <b>Total</b>   | <b>6,729</b>   | <b>6,780</b>   | <b>-0.7</b>  | <b>5,413</b>   | <b>24.3</b>  | <b>25,506</b>    | <b>21,638</b>  | <b>17.9</b>  |
| <b>Financial Highlights (R\$'000)</b>                        |                |                |              |                |              |                  |                |              |
| <b>Net Revenue</b>   | <b>290,038</b> | <b>287,690</b> | <b>0.8</b>   | <b>245,560</b> | <b>18.1</b>  | <b>1,094,386</b> | <b>911,525</b> | <b>20.1</b>  |
| Domestic Market  | 279,128        | 276,659        | 0.9          | 236,354        | 18.1         | 1,054,987        | 873,877        | 20.7         |
| Export Market  | 10,910         | 11,031         | -1.1         | 9,206          | 18.5         | 39,399           | 37,648         | 4.7          |
| <b>Unit Net Revenue (in R\$ per piece shipped)</b>           | <b>43.10</b>   | <b>42.43</b>   | <b>1.6</b>   | <b>45.36</b>   | <b>-5.0</b>  | <b>42.91</b>     | <b>42.13</b>   | <b>1.9</b>   |
| <b>Unit Cash Cost<sup>1</sup> (in R\$ per piece shipped)</b> | <b>(25.81)</b> | <b>(24.17)</b> | <b>6.8</b>   | <b>(24.58)</b> | <b>5.0</b>   | <b>(24.70)</b>   | <b>(21.99)</b> | <b>12.3</b>  |
| Sales Expenses   | (41,869)       | (41,602)       | 0.6          | (37,553)       | 11.5         | (155,568)        | (127,969)      | 21.6         |
| General and Administrative Expenses                          | (9,997)        | (9,646)        | 3.6          | (9,835)        | 1.6          | (37,378)         | (35,047)       | 6.7          |
| <b>Operating Profit Before Financial Results</b>             | <b>49,332</b>  | <b>59,395</b>  | <b>-16.9</b> | <b>76,716</b>  | <b>-35.7</b> | <b>222,792</b>   | <b>257,039</b> | <b>-13.3</b> |
| Depreciation and Amortization                                | 12,770         | 12,141         | 5.2          | 10,771         | 18.6         | 50,248           | 40,254         | 24.8         |
| Employee Benefits  | (251)          | (2,585)        | -90.3        | (936)          | -73.2        | (3,927)          | (3,639)        | 7.9          |
| <b>EBITDA</b>  | <b>61,851</b>  | <b>68,951</b>  | <b>-10.3</b> | <b>86,551</b>  | <b>-28.5</b> | <b>269,113</b>   | <b>293,654</b> | <b>-8.4</b>  |
| Extraordinary Events   | 0              | 0              | -            | (23,203)       | -            | 0                | (23,203)       | -            |
| <b>Recurring EBITDA</b>                                      | <b>61,851</b>  | <b>68,951</b>  | <b>-10.3</b> | <b>63,348</b>  | <b>-2.3</b>  | <b>269,113</b>   | <b>270,451</b> | <b>-0.5</b>  |
| <b>Recurring EBITDA Margin</b>                               | <b>21.3%</b>   | <b>24.0%</b>   | <b>-</b>     | <b>25.8%</b>   | <b>-</b>     | <b>24.6%</b>     | <b>29.7%</b>   | <b>-</b>     |
| <b>Prior to IFRS Adjustments</b>                             |                |                |              |                |              |                  |                |              |
| Recurring EBITDA   | 68,835         | 76,349         | -9.8         | 72,265         | -4.7         | 290,440          | 290,958        | -0.2         |
| Recurring EBITDA Margin                                      | 23.7%          | 26.5%          | -            | 29.4%          | -            | 26.5%            | 31.9%          | -            |

## VALUE ADDED

Value added in 2011 totaled R\$1,694.8 million, up 7.9% compared to that for the same period a year earlier. Of this total, R\$566.4 million, equivalent to 14.6% of revenues obtained, and 33.4% of total value added, was paid to the federal, state and municipal governments in the form of taxes and contributions.



**DISTRIBUTION OF VALUE ADDED IN 2011 – %**

## CAPITAL MARKETS

On May 5, the Company carried out a stock dividend, equivalent to 20%, with a cost attributed to the bonus shares of R\$2.85706740 per share. With this, the quantity of shares comprising the paid-up capital was increased to 550,035,331 shares (prior to the bonus share issue, paid-up capital comprised 458,362,776 shares). The amount and analyses contained in this Management Report take account of this bonus issue, also in previous periods, so as to allow comparisons to be made.

At the end of 2011, Duratex had a market capitalization of R\$4,889.5 million, based on a closing share price of R\$8.92.

Over the year, 728,700 share trades were carried, involving 4,343.7 million shares of the Company, representing a trading volume of R\$4,203.7 million. This level of liquidity ensured the presence of the Company shares in the IBOVESPA portfolio index, which comprises approximately 60 shares, for which the main inclusion criteria are aspects linked to share liquidity. Another important index in which the Company's shares are included is the Corporate Sustainability Index (ISE). This index is made up of 51 shares of companies that have shown outstanding performance in the application of the international concept of Triple Bottom Line sustainability, which evaluates, in an integrated manner, social, environmental and economic-financial aspects, and how these have been incorporated into corporate governance practices, characteristics of the business, the nature of the product, as well as climate change aspects.

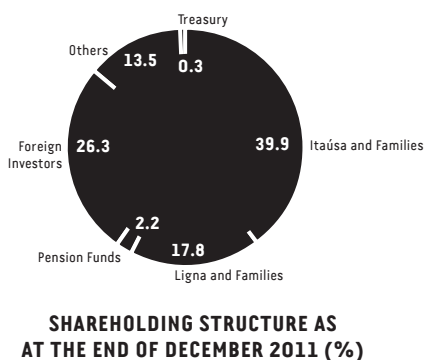
With the objective of strengthening the Company's presence among the local investment community, regional Association of Capital Market Investment Analysts and Professionals (APIMEC) meetings were held in Belo Horizonte, Brasília and Rio de Janeiro. The meeting in São Paulo celebrated the 25<sup>th</sup> year running that the Company has held presentation meetings of this type, emphasizing its commitment to the best market practices which have been incorporated into the Company's corporate culture.

In this regard, Duratex decided to adhere to Abrasca Self-Regulation Code, in force since August 15, 2011, and also established a new committee under the board of directors named Committee for the Evaluation of Transactions with Related Parties, which consists only of independent members of the Board of Directors. It should be borne in mind that the Company also has another three committees chaired by independent board members, namely: (i) Auditing and Risk Management, (ii) Sustainability and (iii) Staff, Governance and Nomination, as well as a Committee for Trading and Disclosure, chaired by the Investor Relations Director.

The shares of Duratex are listed on the Novo Mercado section of the BM&FBOVESPA, a differentiated listing segment, which covers those companies which, in spontaneous manner, have shown themselves to be outstanding in the adoption of the highest levels of corporate governance. In this listing segment, the company is bound to abide by the decision of the Arbitration Chamber of the BM&FBOVESPA Novo Mercado for the resolution of any and

every dispute involving controversies which may arise between the Company, shareholders and management.

In addition to the prerequisites of the Novo Mercado, the Company also has a differentiated dividend distribution policy, with the distribution of a minimum of 30% of net earnings to shareholders, while 1/3 of the seats on the Board of Directors are held by independent board members. Furthermore, the Company has adopted Global Reporting Initiative (GRI) Level A international reporting standards in its Annual and Sustainability reports. These reports can be found on the Company's website [www.duratex.com.br](http://www.duratex.com.br).



## DIVIDENDS/INTEREST ON EQUITY

According to the Company's bylaws, shareholders are guaranteed a minimum obligatory dividend of 30% of adjusted net earnings. On June 30, 2011, a provision was made for dividends of R\$59,655 thousand, in the form of interest on equity, paid out from August 15, 2011. Additionally, at a meeting of the Board of Directors, a provision was authorized of R\$64,680 thousand for interest on equity, to make up the total obligatory dividend for 2011, as well as an additional R\$3,865 thousand in dividends. A total provision was made of R\$68,545 thousand to be paid out starting February 29, 2012.

Gross remuneration to shareholders, for the financial year 2011, will total R\$128.2 million, equivalent to R\$0.2338 per share.

## 60 YEARS OF DURATEX

In commemoration of the Company's 60<sup>th</sup> birthday, Duratex held a series of 12 concerts with the Bachiana Sesi Philharmonic Orchestra – SP, conducted by João Carlos Martins, in the towns and cities where the Company's units are based. The concerts were aimed at employees and local communities, being open to the population, and were held in São Leopoldo and Taquari, in Rio Grande do Sul; in Estrela do Sul and Uberaba, in the State of Minas Gerais; in São Paulo, Botucatu, Agudos, Itapetininga, Lençóis Paulista and Jundiá, in the State of São Paulo; in João Pessoa, in the State of Paraíba; and in Cabo de Santo Agostinho, in Pernambuco. At each concert, the public was invited to donate books and food to institutions in the region. The maestro also made visits to social projects supported by the local municipal authorities. There was also a special concert dinner held for clients and suppliers in the city of São Paulo.

Together with a series of concerts, from September the Rino Mania project was introduced, which brought together 75 rhinoceros sculptures decorated by artists. Of these, 60 were exhibited in the city of São Paulo with the remaining 15 being part of a travelling exhibit in 11 different localities in which the Company operates its manufacturing and forestry units. At the end of the exhibition cycle, the sculptures were auctioned, raising approximately R\$600 thousand, which was donated to United Nations Children's Fund (UNICEF), various Association of Parents and Friends for Special Needs Children (APAEs) and non-governmental organizations.

The "Rino Mania" exhibition was also held for elementary education pupils at 128 schools in the public education network in 11 towns and cities in the States of São Paulo, Minas Gerais, Rio Grande do Sul and Pernambuco. The initiative promoted teaching workshops with 237 teachers, encouraging their pupils to have discussions about the preservation of threatened species, the study of wildlife and learning more about the importance of working as a team. During the project, children and youngsters decorated 220 mini rhinoceroses, in an initiative which involved approximately 7 thousand pupils.

## SOCIAL AND ENVIRONMENTAL RESPONSIBILITY

At the end of the financial year, the Company had a total of 10,667 employees, who received remuneration of R\$81.4 million in the quarter, bringing the total for the year to R\$315.5 million.

| (Amounts in R\$'000)        | 4Q11          | 3Q11          | Var. %      | 4Q10         | Var. %      | 2011          | 2010         | Var. %      |
|-----------------------------|---------------|---------------|-------------|--------------|-------------|---------------|--------------|-------------|
| <b>Employees (quantity)</b> | <b>10,667</b> | <b>10,806</b> | <b>-1.3</b> | <b>9,690</b> | <b>10.1</b> | <b>10,667</b> | <b>9,690</b> | <b>10.1</b> |
| Remuneration                | 81,411.1      | 79,645.8      | 2.2         | 71,006.1     | 14.6        | 315,498.2     | 270,207.3    | 16.8        |
| Obligatory Legal Charges    | 46,494.1      | 45,609.5      | 1.9         | 40,775.1     | 14.0        | 180,815.1     | 156,332.8    | 15.7        |
| Differentiated Benefits     | 15,829.7      | 15,288.3      | 3.5         | 13,697.8     | 15.6        | 59,368.2      | 48,707.2     | 21.9        |

In initiatives related to the environment, in 2011 the Company allocated a total of R\$26.7 million, of particular note being effluent treatment, the collection of residues and the maintenance of forestry areas. This figure corresponds to an increase of 51.7% compared to investment of this nature made in 2010.

During the year, a number of projects were developed of a social, sporting and environmental nature, involving a total investment of R\$3,265 thousand. The highlights were as follows: (i) season of concerts with Maestro João Carlos Martins, conducting the Bachiana Philharmonic Orchestra, and the Chamber Orchestra of João Pessoa, providing free entertainment to approximately 35,000 spectators; (ii) the project "Singing for a Better Brazil", with the musical group Trovadores Urbanos, which provided free entertainment to the population of 12 towns and cities in the State of São Paulo where the Company has its industrial and forestry units; (iii) the Musical Project "Voices for Children", which in the production of the event had the participation of Maestro João Carlos Martins, of the Bachiana Philharmonic Orchestra, the percussion band from the Samba School "Vai Vai" and young talented classical musicians; donations were made to Childhood Brazil as part of the "Na Mão Certa" program; (iv) travelling theatre "A Sustainable World", held in Estrela do Sul – MG and neighboring towns, which benefited 2,600 children

and adolescents in the public education network, with the aim of raising awareness on questions of sustainability; and (v) the exhibition "Ecological Home", at the São Paulo Museum of Modern Art, which displayed pioneering projects from architects from various parts of the globe, emphasizing the need for the preservation of scarce natural reserves, with the participation of more than 25 thousand visitors, among other projects.

For the year 2012 a series of projects are planned with the same focus, as follows: (i) the "Community Library", which involves the installation of 3 libraries in the municipal schools of Botucatu – SP, Uberaba – MG and Cabo de Santo Agostinho – PE, as well as the revitalization of 2 libraries already in place in the municipalities of Taquari – RS and Estrela do Sul – MG; (ii) the Educational Project "Contacts with Art", at the São Paulo Museum of Modern Art, which proposes links between art and various areas of knowledge, contributing to the training process of educators from various institutions; (iii) the project "Swimming, Athletics and Weightlifting Champions", which aims to provide better training conditions for athletes with disabilities, so that they can participate in the Paralympics in 2016 and (iv) the projects "Hands Teams" and "Magic Hands", which aims to provide support, respectively, for volleyball and basketball teams in high-performance wheelchairs, among other projects. For this purpose, funds of around R\$3,141 thousand have already been earmarked.

In addition, the Company has invested approximately R\$0.5 million in structured and recurring projects, such as: (i) the Tide Setubal Joinery School, that offers qualified teaching and professional training to needy youngsters; (ii) the Piatan Environmental Nursery, with the objective of spreading knowledge about the managing of sustainable forestry plantations, through visits, aimed at schools, plans and the community; and (iii) the “Escola Formare” program, carried out in partnership with the Iochpe Foundation of São Paulo and the Federal University of Technology of Paraná, with the aim of providing professional training to needy youngsters in high risk situations.

Internally, the Company invested R\$1.9 million in the training of its employees. This training involved a total of approximately 223 thousand training hours, with 83,000 participants.

In June, an electronic journal was launched entitled *Duratex Sustainability*. This newsletter is used for the publishing of themes related to sustainability carried out by the Company at the social, economic and environmental levels.

As mentioned in previous Management Reports, during the year the process of defining a new statement of Mission, Vision and Values for the Company was concluded, and from June an internal program was started to disseminate this concept, called “Somos Assim” (how we are), which is done through presentations and the distribution of explanatory pamphlets. This material introduced elements that reflect part of our way of being, indicative of our way of thinking, and providing guidelines for our methods of operation, all written in accessible language, with practical examples.

With a view to reinforcing the theme Mission, Vision and Values, which reflect our way of thinking and operating, they are defined as follows:

#### **MISSION**

To meet our customer’s requirements with excellence, by developing and offering products and services that contribute to the improvement of people’s quality of life, while generating wealth in a sustainable manner.

#### **VISION**

To be a reference company that is recognized by customers, employees, community, suppliers and investors, as the option, due to the quality of our products, services and relationships.

#### **VALUES**

Integrity; Commitment; Emphasis on People; Exceed Expectations; Continuous Improvement; Innovation and Sustainability.

#### **ACKNOWLEDGEMENTS**

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We are most grateful for the support received from our shareholders, and the dedication and commitment shown by our employees, in the partnerships we have with our suppliers, and the confidence entrusted in us by our clients and consumers.

#### **The Management**



# BALANCE SHEET

In thousands of reais

|   | Note | 12/31/11         | Parent Company<br>12/31/10 | Consolidated (IFRS)<br>12/31/11 | Consolidated (IFRS)<br>12/31/10 |
|---|------|------------------|----------------------------|---------------------------------|---------------------------------|
| <b>ASSETS</b>                               |      |                  |                            |                                 |                                 |
| <b>Current Assets</b>                       |      | <b>1,535,754</b> | <b>1,345,406</b>           | <b>1,933,005</b>                | <b>1,676,028</b>                |
| Cash and Cash Equivalents                   | 5    | 376,071          | 309,000                    | 726,159                         | 616,549                         |
| Trade Accounts Receivable                   | 6    | 639,562          | 578,661                    | 657,589                         | 564,810                         |
| Inventories                                 | 7    | 380,541          | 322,491                    | 411,427                         | 362,293                         |
| Other Receivables                           |      | 56,736           | 56,108                     | 31,496                          | 27,300                          |
| Recoverable Taxes and Contributions         | 8    | 76,714           | 73,301                     | 98,484                          | 96,715                          |
| Other Credits                               |      | 6,130            | 5,845                      | 7,850                           | 8,361                           |
| <b>Non-current Assets</b>                   |      | <b>4,537,077</b> | <b>4,111,519</b>           | <b>4,881,145</b>                | <b>4,494,839</b>                |
| Related Parties                             | 10   | 12               | 444                        | -                               | -                               |
| Linked Deposits                             |      | 18,245           | 10,807                     | 21,067                          | 12,908                          |
| Other Credits                               |      | 46,145           | 26,635                     | 71,738                          | 39,514                          |
| Pension Plan Credits                        |      | 72,402           | 62,035                     | 78,108                          | 66,802                          |
| Recoverable Taxes and Contributions         | 8    | 27,536           | 28,506                     | 29,763                          | 35,605                          |
| Deferred Income Tax and Social Contribution | 9    | 45,975           | 52,957                     | 62,488                          | 69,866                          |
| Investments in Subsidiaries                 | 11   | 1,373,739        | 1,350,103                  | -                               | -                               |
| Other Investments                           |      | 298              | 179                        | 772                             | 652                             |
| Property, Plant and Equipment               | 12   | 2,369,760        | 2,039,934                  | 2,939,835                       | 2,698,783                       |
| Biological Assets                           | 13   | -                | -                          | 1,094,220                       | 1,030,717                       |
| Intangible Assets                           | 14   | 582,965          | 539,919                    | 583,154                         | 539,992                         |
|   |      |                  |                            |                                 |                                 |
|   |      |                  |                            |                                 |                                 |
|   |      |                  |                            |                                 |                                 |
|   |      |                  |                            |                                 |                                 |
|   |      |                  |                            |                                 |                                 |
|   |      |                  |                            |                                 |                                 |
| <b>Total Assets</b>                         |      | <b>6,072,831</b> | <b>5,456,925</b>           | <b>6,814,150</b>                | <b>6,170,867</b>                |

The accompanying notes are an integral part of these financial statements.

In thousands of reais

|  |      | Parent Company   |                  | Consolidated (IFRS) |                  |
|--|------|------------------|------------------|---------------------|------------------|
|  | Note | 12/31/11         | 12/31/10         | 12/31/11            | 12/31/10         |
| <b>Liabilities and Stockholders' Equity</b>                        |      |                  |                  |                     |                  |
| <b>Current Liabilities</b>   |      | <b>939,858</b>   | <b>723,735</b>   | <b>1,141,539</b>    | <b>856,245</b>   |
| Loans and Financing  | 15   | 527,664          | 303,255          | 687,902             | 431,608          |
| Suppliers  |      | 162,580          | 169,108          | 159,262             | 126,238          |
| Personnel  |      | 96,588           | 80,143           | 104,893             | 86,105           |
| Accounts Payable   |      | 41,156           | 44,778           | 52,207              | 55,091           |
| Taxes and Contributions  |      | 51,718           | 36,777           | 68,987              | 59,347           |
| Dividends Payable  |      | 60,152           | 89,674           | 68,288              | 97,856           |
| <b>Non-current Liabilities</b>                                     |      | <b>1,443,764</b> | <b>1,281,324</b> | <b>1,979,801</b>    | <b>1,862,094</b> |
| Loans and Financing  | 15   | 1,096,056        | 989,512          | 1,227,588           | 1,162,354        |
| Provisions   | 16   | 83,283           | 81,443           | 135,437             | 142,423          |
| Deferred Income Tax and Social Contribution                        | 9    | 259,236          | 207,192          | 500,721             | 443,071          |
| Related Parties  | 10   | 95               | 17               | -                   | -                |
| Others   |      | 5,094            | 3,160            | 116,055             | 114,246          |
| <b>Stockholders' Equity</b>  | 18   | <b>3,689,209</b> | <b>3,451,866</b> | <b>3,692,810</b>    | <b>3,452,528</b> |
| Capital  |      | 1,550,000        | 1,288,085        | 1,550,000           | 1,288,085        |
| Costs on Issue of Shares   |      | (7,823)          | (7,823)          | (7,823)             | (7,823)          |
| Capital Reserves   |      | 307,932          | 303,103          | 307,932             | 303,103          |
| Revaluation Reserves   |      | 89,721           | 104,590          | 89,721              | 104,590          |
| Revenue Reserves   |      | 1,355,588        | 1,360,660        | 1,355,588           | 1,360,660        |
| Treasure Shares  |      | (23,032)         | (8,890)          | (23,032)            | (8,890)          |
| Carrying Value Adjustments   |      | 416,823          | 412,141          | 416,823             | 412,141          |
| <b>Equity Attributable to Equity Holders of the Parent Company</b> |      | <b>3,689,209</b> | <b>3,451,866</b> | <b>3,689,209</b>    | <b>3,451,866</b> |
| <b>Minority Interest</b>   |      |                  |                  | <b>3,601</b>        | <b>662</b>       |
| <b>Total Liabilities and Stockholders' Equity</b>                  |      | <b>6,072,831</b> | <b>5,456,925</b> | <b>6,814,150</b>    | <b>6,170,867</b> |

The accompanying notes are an integral part of these financial statements.

# STATEMENT OF INCOME

In thousands of reais

|   | Note | 12/31/11    | Parent Company<br>12/31/10 | Consolidated (IFRS)<br>12/31/11 | 12/31/10    |
|---|------|-------------|----------------------------|---------------------------------|-------------|
| <b>Net Sales Revenue</b>  | 20   | 2,829,388   | 2,633,085                  | 2,970,365                       | 2,741,810   |
| Domestic Market   |      | 2,727,936   | 2,559,197                  | 2,835,969                       | 2,629,069   |
| Foreign Market  |      | 101,452     | 73,888                     | 134,396                         | 112,741     |
| Variation in Fair Value of Biological Assets                              |      | -           | -                          | 154,009                         | 183,765     |
| Cost of Products Sold   |      | (2,008,751) | (1,755,457)                | (2,112,443)                     | (1,808,115) |
| <b>Gross Profit</b>   |      | 820,637     | 877,628                    | 1,011,931                       | 1,117,460   |
| Selling Expenses  |      | (334,751)   | (289,426)                  | (343,955)                       | (308,354)   |
| General and Administrative Expenses                                       |      | (95,424)    | (98,977)                   | (106,763)                       | (109,330)   |
| Management Expenses   |      | (13,103)    | (9,469)                    | (13,581)                        | (10,115)    |
| Other Operating Income (Expenses), Net                                    | 23   | 14,935      | 28,544                     | 28,734                          | 25,894      |
| <b>Operating Profit Before Financial Result and Result on Investments</b> |      | 392,294     | 508,300                    | 576,366                         | 715,555     |
| Financial Income  | 22   | 53,857      | 33,867                     | 98,131                          | 52,377      |
| Financial Expenses  | 22   | (167,255)   | (128,922)                  | (220,037)                       | (150,257)   |
| Equity in the Results of Investees  |      | 134,380     | 150,662                    | -                               | -           |
| <b>Profit Before Income Tax and Social Contribution</b>                   |      | 413,276     | 563,907                    | 454,460                         | 617,675     |
| Income Tax and Social Contribution - Current                              | 24   | (24,661)    | (59,339)                   | (59,421)                        | (98,930)    |
| Income Tax and Social Contribution - Deferred                             | 24   | (14,403)    | (37,673)                   | (20,179)                        | (51,498)    |
| <b>Net Income for the Year</b>  |      | 374,212     | 466,895                    | 374,860                         | 467,247     |
| <b>Net Income Attributable to:</b>  |      |             |                            |                                 |             |
| Owners of the Company   |      |             |                            | 374,212                         | 466,895     |
| Minority Interest   |      |             |                            | 648                             | 352         |

The accompanying notes are an integral part of these financial statements.

# STATEMENT OF COMPREHENSIVE INCOME

In thousands of reais

|   | Parent Company |                | Consolidated (IFRS) |                |
|---|----------------|----------------|---------------------|----------------|
|   | 12/31/11       | 12/31/10       | 12/31/11            | 12/31/10       |
| <b>Net Income for the Year</b>                        | <b>374,212</b> | <b>466,895</b> | <b>374,860</b>      | <b>467,247</b> |
| <b>Other Components of Comprehensive Income</b>       |                |                |                     |                |
| Participation in Comprehensive Income of Subsidiaries | 4,682          | (2,537)        | 4,682               | (2,537)        |
| <b>Comprehensive Income for the Year, Net of Tax</b>  | <b>378,894</b> | <b>464,358</b> | <b>379,542</b>      | <b>464,710</b> |
| <b>Attributable to:</b>                               |                |                |                     |                |
| <b>Owners of the Company</b>                          | <b>378,894</b> | <b>464,358</b> | <b>378,894</b>      | <b>464,358</b> |
| <b>Minority Interest</b>                              | <b>-</b>       | <b>-</b>       | <b>648</b>          | <b>352</b>     |

The accompanying notes are an integral part of these financial statements.

# STATEMENT OF CASH FLOWS

In thousands of reais

|   | Parent Company   |                  | Consolidated (IFRS) |                  |
|---|------------------|------------------|---------------------|------------------|
|   | 12/31/11         | 12/31/10         | 12/31/11            | 12/31/10         |
| <b>Operating Activities:</b>  |                  |                  |                     |                  |
| <b>Net Income for the Year</b>  | <b>374,212</b>   | <b>466,895</b>   | <b>374,860</b>      | <b>467,247</b>   |
| <b>Items not Affecting Cash:</b>  |                  |                  |                     |                  |
| Depreciation/Amortization/Depletion   | 218,805          | 187,959          | 430,288             | 372,175          |
| Variation in the Fair Value of Biological Assets  | -                | -                | (154,009)           | (183,765)        |
| Interest, Foreign Exchange and Monetary Variations, Net   | 158,392          | 114,588          | 195,173             | 133,327          |
| Equity in the Results of Investees  | (134,380)        | (150,662)        | -                   | -                |
| Provisions, Disposal of Assets  | 47,046           | 18,402           | 14,721              | 49,874           |
| <b>Investments in Working Capital:</b>  |                  |                  |                     |                  |
| (Increase) Decrease in Assets   |                  |                  |                     |                  |
| Trade Accounts Receivable   | (31,794)         | (144,814)        | (94,377)            | (142,913)        |
| Inventories   | (52,957)         | (81,690)         | (32,992)            | (103,884)        |
| Other Assets  | 19,232           | 98,160           | (146)               | 83,256           |
| Increase (Decrease) in Liabilities  |                  |                  |                     |                  |
| Suppliers   | (9,476)          | 58,060           | 31,737              | 19,441           |
| Personnel Liabilities   | 17,627           | 10,001           | 22,437              | 11,164           |
| Accounts Payable  | (1,264)          | (2,703)          | 36                  | 102,466          |
| Taxes and Contributions   | (4,665)          | 18,978           | (7,454)             | 34,981           |
| Other Liabilities   | (12,139)         | (45,512)         | (1,691)             | (36,894)         |
| <b>Cash Provided by Operating Activities</b>  | <b>588,639</b>   | <b>547,662</b>   | <b>778,583</b>      | <b>806,475</b>   |
| <b>Investing Activities:</b>  |                  |                  |                     |                  |
| Investment in Biological, Fixed and Intangible Assets   | (500,621)        | (151,394)        | (635,846)           | (459,564)        |
| Advance for Future Capital Increase in Subsidiaries   |                  | (162,300)        | -                   | -                |
| Net Cash Received on the Merger of DRI - Resinas and Deca Nordeste                                    | 1,720            | -                | -                   | -                |
| Net Cash Received on the Merger of Cerâmica Monte Carlo S.A. and Deca Ind. e Comércio Mat. Sanitários | -                | 228,471          | -                   | -                |
| <b>Cash Used in Investing Activities</b>  | <b>(498,901)</b> | <b>(85,223)</b>  | <b>(635,846)</b>    | <b>(459,564)</b> |
| <b>Financing Activities:</b>  |                  |                  |                     |                  |
| Financing   | 532,752          | 444,383          | 675,068             | 637,356          |
| Amortization of Financing   | (397,411)        | (527,304)        | (538,598)           | (559,517)        |
| Loans in Subsidiaries   | 578              | 21,481           | -                   | -                |
| Interest on Capital   | (144,444)        | (101,762)        | (159,428)           | (102,061)        |
| Treasury Shares and Others  | (14,142)         | (6,335)          | (11,508)            | (6,335)          |
| <b>Cash Used in Financing Activities</b>  | <b>(22,667)</b>  | <b>(169,537)</b> | <b>(34,466)</b>     | <b>(30,557)</b>  |
| Exchange Variation on Cash and Cash Equivalents   | -                | -                | 1,339               | (729)            |
| <b>Increase (Decrease) in Cash for the Year</b>   | <b>67,071</b>    | <b>292,902</b>   | <b>109,610</b>      | <b>315,625</b>   |
| <b>Opening Balance</b>  | <b>309,000</b>   | <b>16,098</b>    | <b>616,549</b>      | <b>300,924</b>   |
| <b>Closing Balance</b>  | <b>376,071</b>   | <b>309,000</b>   | <b>726,159</b>      | <b>616,549</b>   |

The accompanying notes are an integral part of these financial statements.

# STATEMENT OF VALUED ADDED

In thousands of reais

|   | Parent Company     |                    | Consolidated (IFRS) |                    |
|---|--------------------|--------------------|---------------------|--------------------|
|   | 12/31/11           | 12/31/10           | 12/31/11            | 12/31/10           |
| <b>Revenue</b>                                    | <b>3,694,968</b>   | <b>3,481,714</b>   | <b>3,872,471</b>    | <b>3,622,441</b>   |
| Gross Sales Revenue                               | 3,664,522          | 3,413,282          | 3,828,277           | 3,544,055          |
| Other revenue                                     | 32,495             | 69,177             | 46,676              | 79,406             |
| Allowance for Doubtful Accounts                   | (2,049)            | (745)              | (2,482)             | (1,020)            |
| <b>Inputs Acquired from Third Parties</b>         | <b>(2,117,707)</b> | <b>(2,014,455)</b> | <b>(1,845,558)</b>  | <b>(1,731,407)</b> |
| Cost of sales                                     | (1,846,642)        | (1,736,986)        | (1,557,114)         | (1,417,246)        |
| Materials, Energy, Outsourced Services and Others | (271,065)          | (277,469)          | (288,444)           | (314,161)          |
| <b>Gross Value Added</b>                          | <b>1,577,261</b>   | <b>1,467,259</b>   | <b>2,026,913</b>    | <b>1,891,034</b>   |
| Depreciation/Amortization/Depletion               | (218,805)          | (187,959)          | (430,288)           | (372,175)          |
| <b>Net Value Added</b>                            | <b>1,358,456</b>   | <b>1,279,300</b>   | <b>1,596,625</b>    | <b>1,518,859</b>   |
| <b>Value Added Received Through Transfer</b>      | <b>188,237</b>     | <b>184,529</b>     | <b>98,131</b>       | <b>52,377</b>      |
| Financial Income                                  | 53,857             | 33,867             | 98,131              | 52,377             |
| Equity in the Results of Investees                | 134,380            | 150,662            | -                   | -                  |
| <b>Value Added to be Distributed</b>              | <b>1,546,693</b>   | <b>1,463,829</b>   | <b>1,694,756</b>    | <b>1,571,236</b>   |
| <b>Distribution of Value Added</b>                |                    |                    |                     |                    |
| <b>Personnel Compensation</b>                     | <b>483,684</b>     | <b>383,042</b>     | <b>536,658</b>      | <b>430,734</b>     |
| Direct Compensation                               | 407,342            | 320,433            | 445,569             | 355,489            |
| Benefits  | 47,124             | 38,537             | 59,318              | 48,707             |
| Severance Indemnity Fund (FGTS)                   | 26,884             | 22,474             | 29,416              | 24,887             |
| Others  | 2,334              | 1,598              | 2,355               | 1,651              |
| <b>Government Compensation (taxes)</b>            | <b>524,480</b>     | <b>484,970</b>     | <b>566,449</b>      | <b>522,998</b>     |
| Federal   | 367,347            | 313,634            | 407,518             | 352,502            |
| State   | 153,288            | 169,697            | 155,077             | 167,350            |
| Municipal   | 3,845              | 1,639              | 3,854               | 3,146              |
| <b>Financing Remuneration (interest)</b>          | <b>164,317</b>     | <b>128,922</b>     | <b>216,789</b>      | <b>150,257</b>     |
| <b>Stockholders' Remuneration</b>                 | <b>374,212</b>     | <b>466,895</b>     | <b>374,860</b>      | <b>467,247</b>     |
| Interest on Capital/Dividends                     | 128,200            | 154,687            | 128,200             | 154,687            |
| Retained Earnings                                 | 246,012            | 312,208            | 246,012             | 312,208            |
| Minority Interest                                 | -                  | -                  | 648                 | 352                |
| <b>Total Value Added Distributed</b>              | <b>1,546,693</b>   | <b>1,463,829</b>   | <b>1,694,756</b>    | <b>1,571,236</b>   |

The accompanying notes are an integral part of these financial statements.

# STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY

In thousands of reais

|   | Note | Capital   | Costs on Issue of Shares | Capital Reserves | Revaluation Reserves | Revenue Reserves | Carrying Value Adjustments | Treasury Shares | Retained Earnings | Total     | Minority Interest | Total Stockholders' Equity |
|---|------|-----------|--------------------------|------------------|----------------------|------------------|----------------------------|-----------------|-------------------|-----------|-------------------|----------------------------|
|   |      |           |                          |                  |                      |                  |                            |                 |                   |           |                   |                            |
| Balances at 12/31/09                                      |      | 1,288,085 | (7,823)                  | 295,753          | 112,919              | 1,039,747        | 414,679                    | (2,177)         | -                 | 3,141,183 | 717               | 3,141,900                  |
| Comprehensive Income for the Year                         |      |           |                          |                  |                      |                  |                            |                 |                   |           |                   |                            |
| Net Income for the Year                                   |      | -         | -                        | -                | -                    | -                | -                          | -               | 466,895           | 466,895   | 352               | 467,247                    |
| Participation in the Comprehensive Income of Subsidiaries |      | -         | -                        | -                | -                    | -                | (2,537)                    | -               | -                 | (2,537)   | -                 | (2,537)                    |
|   |      |           |                          |                  |                      |                  |                            |                 |                   |           |                   |                            |
| Total Comprehensive Income for the Year                   |      | -         | -                        | -                | -                    | -                | (2,537)                    | -               | 466,895           | 464,358   | 352               | 464,710                    |
|   |      |           |                          |                  |                      |                  |                            |                 |                   |           |                   |                            |
| Share Options Granted                                     | 25   | -         | -                        | 7,350            | -                    | -                | -                          | -               | -                 | 7,350     | -                 | 7,350                      |
| Acquisition of Treasury Shares                            |      | -         | -                        | -                | -                    | -                | -                          | (19,847)        | -                 | (19,847)  | -                 | (19,847)                   |
| Decrease by Sale of Treasury Shares                       |      | -         | -                        | -                | -                    | -                | -                          | 13,134          | 375               | 13,509    | -                 | 13,509                     |
| Realization of Revaluation Reserve                        |      | -         | -                        | -                | (8,329)              | -                | -                          | -               | 8,329             | -         | -                 | -                          |
|   |      |           |                          |                  |                      |                  |                            |                 |                   |           |                   |                            |
| Appropriation of Net Income:                              |      |           |                          |                  |                      |                  |                            |                 |                   |           |                   |                            |
| Allocated to the Legal Reserve                            |      | -         | -                        | -                | -                    | 23,231           | -                          | -               | (23,231)          | -         | -                 | -                          |
| Interest on Capital - 1 <sup>st</sup> Half-year           | 18   | -         | -                        | -                | -                    | -                | -                          | -               | (65,624)          | (65,624)  | -                 | (65,624)                   |
| Interest on Capital - 2 <sup>nd</sup> Half-year           | 18   | -         | -                        | -                | -                    | -                | -                          | -               | (66,185)          | (66,185)  | -                 | (66,185)                   |
| Dividends - 2 <sup>nd</sup> Half-year                     | 18   | -         | -                        | -                | -                    | -                | -                          | -               | (22,878)          | (22,878)  | -                 | (22,878)                   |
| Appropriation to Tax Incentives                           |      | -         | -                        | -                | -                    | 2,272            | -                          | -               | (2,272)           | -         | -                 | -                          |
| Appropriation to Reserves                                 |      | -         | -                        | -                | -                    | 295,409          | -                          | -               | (295,409)         | -         | (407)             | (407)                      |
|   |      |           |                          |                  |                      |                  |                            |                 |                   |           |                   |                            |
| Balances at 12/31/10                                      |      | 1,288,085 | (7,823)                  | 303,103          | 104,590              | 1,360,660        | 412,141                    | (8,890)         | 3,451,866         | 662       | 3,452,528         |                            |

The accompanying notes are an integral part of these financial statements.

In thousands of reais

|   | Note | Capital          | Costs on Issue of Shares | Capital Reserves | Revaluation Reserves | Revenue Reserves | Carrying Value Adjustments | Treasury Shares | Retained Earnings | Total            | Minority Interest | Total Stockholders' Equity |
|---|------|------------------|--------------------------|------------------|----------------------|------------------|----------------------------|-----------------|-------------------|------------------|-------------------|----------------------------|
| <b>Comprehensive Income for the Year</b>                  |      |                  |                          |                  |                      |                  |                            |                 |                   |                  |                   |                            |
| Net Income for the Year                                   |      | -                | -                        | -                | -                    | -                | -                          | -               | 374,212           | 374,212          | 648               | 374,860                    |
| Participation in the Comprehensive Income of Subsidiaries |      | -                | -                        | -                | -                    | -                | 4,682                      | -               | -                 | 4,682            | -                 | 4,682                      |
| <b>Total Comprehensive Income for the Year</b>            |      | -                | -                        | -                | -                    | -                | 4,682                      | -               | 374,212           | 378,894          | 648               | 379,542                    |
| Share Options Granted                                     |      | -                | -                        | 4,829            | -                    | -                | -                          | -               | -                 | 4,829            | -                 | 4,829                      |
| Acquisition of Treasury Shares                            |      | -                | -                        | -                | -                    | -                | -                          | (14,142)        | -                 | (14,142)         | -                 | (14,142)                   |
| Capital Increase by Revenue Reserves                      |      | 261,915          | -                        | -                | -                    | (261,915)        | -                          | -               | -                 | -                | 2,634             | 2,634                      |
| Interest on Capital - 2010 Complement                     |      | -                | -                        | -                | -                    | (4,038)          | -                          | -               | -                 | (4,038)          | -                 | (4,038)                    |
| Realization of Revaluation Reserve                        |      | -                | -                        | -                | (14,869)             | -                | -                          | -               | 14,869            | -                | -                 | -                          |
| <b>Appropriation of Net Income:</b>                       |      |                  |                          |                  |                      |                  |                            |                 |                   |                  |                   |                            |
| Allocated to the Legal Reserve                            |      | -                | -                        | -                | -                    | 18,437           | -                          | -               | (18,437)          | -                | -                 | -                          |
| Interest on capital - 1 <sup>st</sup> Half-year           | 18   | -                | -                        | -                | -                    | -                | -                          | -               | (59,655)          | (59,655)         | -                 | (59,655)                   |
| Interest on capital - 2 <sup>nd</sup> Half-year           | 18   | -                | -                        | -                | -                    | -                | -                          | -               | (64,680)          | (64,680)         | -                 | (64,680)                   |
| Dividends - 2 <sup>nd</sup> Half-year                     | 18   | -                | -                        | -                | -                    | -                | -                          | -               | (3,865)           | (3,865)          | -                 | (3,865)                    |
| Appropriation to Tax Incentives                           |      | -                | -                        | -                | -                    | 5,478            | -                          | -               | (5,478)           | -                | -                 | -                          |
| Appropriation to Reserves                                 |      | -                | -                        | -                | -                    | 236,966          | -                          | -               | (236,966)         | -                | (343)             | (343)                      |
| <b>Balances at 12/31/11</b>                               |      | <b>1,550,000</b> | <b>(7,823)</b>           | <b>307,932</b>   | <b>89,721</b>        | <b>1,355,588</b> | <b>416,823</b>             | <b>(23,032)</b> | <b>-</b>          | <b>3,689,209</b> | <b>3,601</b>      | <b>3,692,810</b>           |

The accompanying notes are an integral part of these financial statements.



# NOTES TO THE FINANCIAL STATEMENTS

(All amounts in thousands of Brazilian reais, unless otherwise indicated)

## NOTE 1 – OPERATING CONTEXT

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### **(a) General information**

Duratex S.A. is a publicly held corporation headquartered in the city of São Paulo – SP, Brazil. Its controlling shareholders are Itaúsa – Investimentos Itaú S.A., with significant operations in the financial, chemical and information technology sectors, and Companhia Ligna de Investimentos, which has important operations in the retail market and in the distribution of civil construction and woodworking inputs and also operates in property construction and rental.

The main activities of Duratex and its subsidiaries (collectively, “the Group”) comprise the manufacture of wood panels (Wood Division), vitreous chinaware and sanitary ceramic and metal products (Deca Division). Duratex presently has fourteen industrial plants in Brazil and one in Argentina, maintains branches in the main Brazilian cities and commercial subsidiaries in the United States and Europe.

The Wood Division operates five industrial plants in Brazil, responsible for the production of hardboard, medium density particle panels (MDP), medium, high and super density fiberboard panels (MDF, HDF, SDF), Durafloor laminate flooring and components for the furniture industry, and also operates an industrial resin production plant.

The Deca Division operates eight industrial plants in Brazil and one in Argentina, responsible for the production of sanitary ceramic and metal products under the trademarks Deca, Hydra, Belize, Elizabeth and Deca Piazza (in Argentina).

### **(b) Approval of financial statements**

On February 16, 2012, the Supervisory Board approved the financial statements.

## NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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The main accounting policies applied in the preparation of these financial statements are as set out below. These policies were consistently applied in the periods presented.

### **2.1 – BASIS OF PREPARATION**

The financial statements were prepared taking into consideration the historical cost as the measurement basis and financial assets maintained for trading and financial liabilities (including derivative instruments), measured at fair value.

The preparation of financial statements requires the use of certain critical accounting estimates and the use of judgment by the Company’s management in the process of applying the Group’s accounting policies. The areas requiring the highest level of judgment and having the highest complexity, as well as the areas where assumptions and estimates are significant for the consolidated financial statements, are disclosed in Note 3.

### **(a) Consolidated financial statements**

The consolidated financial statements were prepared and are being presented according to the accounting practices adopted in Brazil, including the pronouncements issued by the Brazilian Accounting Pronouncements Committee (CPCs), as well as by International Financial Reporting Standards (IFRS), issued by the International Accounting Standards Board (IASB).

### **(b) Individual financial statements**

The individual financial statements of the Parent Company were prepared in accordance with accounting practices adopted in Brazil, issued by the Brazilian Accounting Pronouncements Committee (CPC) and are being presented together with the consolidated financial statements.

### ***(c) Changes in accounting policies and disclosures***

The Company did not adopt in advance any of the new accounting standards, pronouncements and interpretations issued by the IASB but which are not effective for 2011. Although early adoption of these accounting standards is encouraged, they have not been approved by the CPC. However, the Company has been analyzing the effects that may result from the adoption of these standards, from the date of its approval by the CPC.

## **2.2 – CONSOLIDATION**

### **2.2.1 – Consolidated financial statements**

The following accounting policies are applied in the preparation of financial statements.

#### ***(a) Subsidiaries***

Subsidiaries are all entities (including specific-purpose entities) whose financial and operating policies can be conducted by the Company and in which the Company has a shareholding exceeding half the voting rights.

The consolidated financial information includes the companies: Duratex S.A. and its direct subsidiaries: Duraflora S.A., Estrela do Sul Participações Ltda., Duratex Empreendimentos Ltda. and Duratex Comercial Exportadora S.A.; and its indirect subsidiaries: Duratex North America Inc., Duratex Europe N.V., TCI Trading S.A., Jacarandá Mimoso Participações Ltda. and Deca Piazza S.A.

Intercompany transactions, as well as the balances and unrealized gains and losses in respect of those transactions, were eliminated. The subsidiaries' accounting policies were adjusted to ensure consistency with the accounting policies of the Company.

#### ***(b) Business combination***

The acquired identifiable assets and the liabilities and contingent liabilities assumed in a business combination are initially measured at fair on the acquisition date.

The excess portion of the acquisition cost, which is the amount that exceeds the fair value of the Company's interest in the acquired identifiable net assets,

is recorded as goodwill. If the acquisition cost is less than the fair value of the net assets of the acquired subsidiary, the difference is recognized directly in the statement of income.

### ***(c) Transactions and participation of non-controlling entities***

These are recorded in a manner identical to transactions with the Group's shareholders. For acquisitions of non-controlling ownership interests, the difference between any consideration paid and the acquired portion of the controlling shareholder's net assets is recorded in stockholders' equity, as well as the gains or losses on sales to non-controlling shareholders.

### **2.2.2 – Individual financial statements**

Subsidiaries are accounted for under the equity method. The same adjustments are made both in the individual and consolidated financial information, in order to arrive at the same net income and stockholders' equity attributable to the Parent Company's shareholders. In the Company's case, the Brazilian accounting practices applied in the individual financial information differ from the IFRS applicable to separate financial statements only in respect of the valuation of investments in subsidiaries under the equity method of accounting. IFRS requires the valuation at cost or fair value.

## **2.3 – PRESENTATION OF SEGMENT INFORMATION**

The segment information is presented consistently with the decision-making process of the main operating decision maker. The main operating decision maker, responsible for allocating funds and evaluating the performance of operating segments, is the Company's Board of Directors, in charge of the Group's strategic decision-making, with the support of the Supervisory Board.

## **2.4 – FOREIGN CURRENCY TRANSLATION**

### ***(a) Functional currency and presentation currency***

The items included in the financial statements of each of the companies are measured using the main currency of the economic environment where the respective company operates (the "functional currency"). The individual and consolidated financial statements are being presented in Brazilian reais, which is the Company's functional and presentation currency.

### **(b) Transactions and balances**

Transactions in foreign currencies are converted into the functional currency by using exchange rates prevailing on the transaction or valuation dates, when the items are measured. Exchange gains and losses resulting from the settlement of those transactions and from the conversion at period-end exchange rates of monetary assets and liabilities in foreign currencies are recognized in the statement of income as financial income or expense, except when they are recorded in stockholders' equity when considered to be a hedge of net investments.

### **(c) Companies of the Group**

The net income and financial position of the subsidiaries located abroad (none of which have a currency of a hyperinflationary economy), whose functional currency differs from the presentation currency (Brazilian reais), are converted into the presentation currency as follows:

- assets and liabilities, translated at the exchange rate on the balance sheet date;
- income and expenses, translated at the average exchange rate of the month that they are recorded;
- all resulting exchange-related differences are recognized in stockholders' equity, in the caption "Accumulated conversion adjustments" and are recognized in the statement of income when the investments in the subsidiaries are realized.

## **2.5 – CASH AND CASH EQUIVALENTS**

Cash and cash equivalents include cash, bank deposits, other short-term highly liquid investments, with original maturities of three months or less and subject to an insignificant risk of change in value, and overdraft accounts that are presented in the balance sheet as "Loans" in current liabilities.

## **2.6 – FINANCIAL ASSETS**

### **2.6.1 – Classification**

The classification of financial assets is determined by management when they are initially recognized, and depends on the purpose for which they were acquired. There are two categories under which the financial assets are classified:

### **(a) Financial assets measured at fair value through profit or loss**

These are financial assets maintained for trading, acquired mostly for short-term sale, including derivatives not designated as hedge instruments, which are classified as current assets.

### **(b) Loans and receivables**

Loans and receivables comprise non-derivative financial assets with fixed or determinable payments which are not quoted in an active market. They are included in current assets, except for those maturing at least 12 months after the balance sheet date, which are classified as non-current assets. Loans and receivables comprise trade accounts receivable, other accounts receivable and cash and cash equivalents, except for short-term investments.

### **2.6.2 – Recognition and measurement**

The normal purchases and sales of financial assets are recognized on the trading date, which is the date when the Company and its subsidiaries commit to buy or sell the asset. Investments are initially recognized at fair value, plus transaction costs for all financial assets not classified at fair value through the results. Financial assets classified at fair value through profit or loss are initially recognized at fair value, and transaction costs are charged to the results. Financial assets are written-off when the rights to receive cash flows from the investments have been realized or transferred, and, in the latter case as long as the Company and its subsidiaries have transferred virtually all ownership risks and benefits. Financial assets measured at fair value through profit or loss are subsequently recorded at fair value. Loans and receivables are recorded at the amortized cost using the effective interest rate method.

Gains or losses resulting from fluctuations in the fair value of financial assets measured at fair value through profit or loss are presented in the statement of income in "Other net gains (losses)" in the period in which they occur.

The fair values of publicly quoted assets and liabilities are based on current purchase prices. If the market for a financial asset (and for securities not listed in a stock exchange) is not active, the Company establishes fair value by using valuation techniques. These techniques include the use of transactions with third parties, reference to other substantially similar instruments, analysis of discounted cash flow models and option pricing models making

maximum use of information generated by the market and the least possible use of information generated by the management of the Company.

### **2.6.3 – Offsetting of financial instruments**

Financial assets and liabilities can be reported at their net amounts in the balance sheet only when there is a legal right to offset the amounts recognized and there is intent to settle them on a net basis, or realize the asset and settle the liability simultaneously.

### **2.6.4 – Impairment of financial assets**

At the end of each reporting period, the Company evaluates whether there is objective evidence that a financial asset or group of financial assets has been impaired. An asset or group of financial assets has been impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events occurring after the initial recognition of the assets (a “loss event”) and such loss event(s) will have an impact on the estimated future cash flows of the financial asset or group of financial assets which can be reliably estimated.

The criteria used by the Company to determine whether there is objective evidence of an impairment loss include:

- issuer’s or debtor’s relevant financial difficulties;
- a breach of contract, such as a default or delay in the payment of interest or principal;
- the disappearance of an active market for that financial asset due to financial difficulties;
- observable data indicating a measurable reduction in the estimated future cash flows from a financial asset portfolio since the initial recognition of those assets, even if the decrease cannot yet be identified in respect of the individual financial assets in the portfolio, including:
  - a) adverse changes in the payment situation of the portfolio’s borrowers;
  - b) national or local economic conditions correlating with adverse changes in the payment situation of the portfolio’s borrowers;

c) national or local economic conditions correlating with defaults on the portfolio’s assets.

The Company and its subsidiaries first evaluate whether there is an objective evidence of impairment.

The loss amount is measured as the difference between the book value of the assets and the present value of estimated future cash flows (excluding future credit losses not yet incurred) discounted based on the existing interest rate originally contracted for the financial assets. The book value of the assets is reduced and the amount of the loss is recognized in the consolidated statement of income. If a loan or investment maintained through maturity has a variable interest rate, the discount rate utilized to measure the impairment loss is the current effective interest rate determined in accordance with the contract. For practical purposes, the Company and its subsidiaries can measure the impairment based on the fair value of an instrument obtained by utilizing an observable market price.

If, in a subsequent period, the value of the impairment loss decreases and the decrease can objectively be related to an event occurring after the impairment has been recognized, such as an improvement in the debtor’s credit classification, the reversal of the previously recognized impairment loss is recognized in the consolidated statement of income.

### **2.7 – DERIVATIVE FINANCIAL INSTRUMENTS AND HEDGING ACTIVITIES**

Derivatives are initially recognized at fair value on the date the derivative agreement is entered into, and are subsequently remeasured at fair value through the results.

Derivatives are contracted as a form of financial risk management, and the Company’s policy is not to enter into leveraged derivative transactions.

Although the Company does not have a hedge accounting policy, it has designated certain debts at fair value through profit or loss, because of the existence of derivative financial assets directly related to loans, as a manner of eliminating the recognition of gains and losses in different periods.

The hedge of net investment operations in foreign operations are recorded as a cash flow hedge. Any gain or loss on the hedge instrument is recognized in stockholders' equity, in the caption "Accumulated conversion adjustments", the gain or loss related to the non-effective portion is reported in the statement of income immediately in "Other operating income (loss), net".

Gains and losses accumulated in equity are included in the statement of income when the foreign operation is partially or totally transferred or sold.

## **2.8 – TRADE ACCOUNTS RECEIVABLE**

Trade accounts receivable are recorded and maintained at the nominal value of the amounts obtained on sales of products, plus exchange variations, where applicable. Trade accounts receivable substantially refer to short-term operations and are, therefore, not discounted to present value as, no significant adjustment would arise therefrom. The provision for doubtful receivables (allowance for doubtful accounts or impairment) is constituted based on the analysis of risks of realization of the credits receivable, in an amount considered sufficient by management to cover potential losses in the realization of these assets.

Recoveries of written-off items are credited to "Other operating income (loss), net", in the statement of income.

## **2.9 – INVENTORIES**

Inventories are stated at average purchase or production costs, not exceeding replacement costs or realizable amounts, lesser of the two. Imports in transit are stated at the cost of each import.

## **2.10 – INTANGIBLE ASSETS**

Intangible assets comprise goodwill, customer portfolio, trademarks, patents and rights of use of software. They are stated at acquisition cost less amortization over the period, calculated on the straight-line method, in accordance with the established useful life.

### **Goodwill**

Goodwill is the positive difference between the paid or payable amount for the acquisition of a business and the net fair value of assets and liabilities of

the acquired subsidiary or business combination. Goodwill is not amortized, but it is tested annually to identify the need to record impairment losses.

### **Trademarks and patents**

Separately acquired trademarks and licenses are initially stated at historical cost. Trademarks and licenses acquired in a business combination are recognized at fair value on the acquisition date. Since they have a defined useful life, trademarks and licenses are subsequently recorded at cost less accumulated amortization.

### **Contractual relationships with customers – customer portfolio**

Only customer relationships acquired in a business combination are recognized at fair value on the acquisition date. Customer relationships have a finite useful life and are recorded at cost less accumulated amortization. Amortization is calculated using the straight-line method over the expected useful life of the customer relationship.

### **Software**

Acquired software licenses are recorded as capital expenditures at the costs incurred to acquire the software and prepare it for use. The cost is amortized over the estimated useful life of the software.

## **2.11 – PROPERTY, PLANT AND EQUIPMENT**

Items of property, plant and equipment are stated at the cost of acquisition, formation or construction, including financing costs related to acquisition of qualified assets, less accumulated depreciation calculated on the straight-line method, taking into consideration the estimated economic useful lives of the assets, which are reviewed at the end of each year.

Subsequently incurred costs are added to an asset's book value or are recognized as a separate asset, as applicable, and only when it is likely that the future economic benefits associated with the asset will be realized and the cost of the asset can be reliably measured. The book value of replaced items and parts is written-off. All other maintenance and repair costs are recorded in the results of the year in which the costs are incurred.

The book value of property, plant and equipment is reduced to recoverable value if the book value exceeds the estimated recoverable value.

Gains and losses on disposals are determined by comparing the results with the book value and are recognized in "Other operating income (loss), net".

### **2.12 – IMPAIRMENT OF NON-FINANCIAL ASSETS**

The assets which have an undetermined useful life, such as goodwill, are not subject to amortization and are tested annually for impairment. The assets subject to depreciation or amortization are tested whenever there is objective evidence that the book value may not be recoverable. For this purpose, the companies take into consideration the effects arising from obsolescence, demand, competition and other economic factors. For impairment test purposes, assets are grouped at the lowest levels for which there are separately identifiable cash flows (Cash-Generating Units).

### **2.13 – BIOLOGICAL ASSETS**

Forest reserves are recognized at fair value, less the estimated selling costs at harvest time, as described in Note 13. For immature plantations (up to one year old), the cost is considered to approximate fair value. Gains or losses on the recognition of a biological asset at fair value, less selling costs, are recognized in the results. The depletion appropriated to the result is composed of the formation cost portion and the fair value adjustment portion.

The formation costs of these assets are recognized in the results as incurred. The effect of the variation in the fair value of a biological asset is presented in a separate account in the statement of income.

### **2.14 – LOANS AND FINANCING**

Borrowings are initially recognized at fair value when funds are received, net of transaction costs, and are subsequently stated at amortized cost, that is, with the addition of charges and interest proportional to the period elapsed (calculated on a *pro rata temporis* basis), using the effective interest rate method, except for borrowings hedged by derivative instruments, which are stated at fair value.

### **2.15 – ACCOUNTS PAYABLE TO SUPPLIERS AND PROVISIONS**

#### **Suppliers**

Accounts payable to suppliers are obligations to pay for goods or services that were purchased in the ordinary course of business and are classified as current liabilities if the payment is due in a period of up to one year. Otherwise, the accounts payable are presented as non-current liabilities. Accounts payable are initially recognized at nominal value which is equivalent to fair value and subsequently measured at amortized cost using the effective interest rate method.

#### **Provisions**

Provisions are recognized when there is a present legal or constructive obligation resulting from past events, and when there is the likelihood that a disbursement of funds will be required to settle the obligation, and its amount can be reliably estimated. Provisions are not recognized for future operating losses. Provisions are measured at the present value of the amount expected to be required to settle the obligation, that reflect the specific risk obligation.

### **2.16 – CURRENT AND DEFERRED INCOME TAX AND SOCIAL CONTRIBUTION ON NET INCOME**

The income tax and social contribution are calculated based on the net income for the year before taxation, adjusted for inclusions and exclusions in accordance with tax legislation. Deferred income tax and social contribution are recognized on temporary differences arising between the tax basis of assets and liabilities and their carrying amounts in the financial statements. In practice, the tax adjustments to the accounting net income, such as the inclusion of expenses and exclusion of revenues, are temporary differences and generate the recognition of deferred tax assets or liabilities.

These taxes are recognized in the statement of income, except for the proportion related to items directly recognized in equity. In this case, the tax is also recorded in equity.

Deferred taxes and contributions are recognized only if their offset against future taxable income is probable.

## **2.17 – EMPLOYEE BENEFITS**

### **(a) Pension plans**

The Company and its subsidiaries offer to all employees a defined contribution plan managed by Fundação Itaúsa Industrial. The regulation of the plan establishes that the sponsoring companies will make a contribution ranging from 50% to 100% of the amount contributed by the employees. The Company had previously offered a defined benefit plan to its employees, but this plan is being extinguished, with enrollment not permitted for new participants.

Regarding the defined contribution plan, the Company and its subsidiaries have no further payment obligations after the contribution is made. The contributions are recognized as employee benefit expenses when due. Contributions made in advance are recognized as an asset to the extent that these contributions lead to an effective reduction in future payments.

### **(b) Share-based compensation**

The Company offers to its executives a compensation plan based on stock options, and receives the employees' services as consideration for the stock options granted. The fair value of the employees' services, received in exchange for the stock options granted, is recognized as an expense, with a corresponding entry to stockholders' equity during the period when the executives render the services and acquire the right to exercise the stock options.

The fair value of options granted is calculated at the date of the granting of the options, and, at each financial statement date, the Company revises its estimates of the quantity of shares it expects to issue based on the vesting conditions.

### **(c) Profit sharing**

The Company and its subsidiaries compensate their employees with profit sharing if established performance targets are met. This remuneration is recognized as a liability and an expense in operating results (cost of goods sold, selling expenses and administrative expenses) when the employee attains the established performance conditions.

## **2.18 – CAPITAL**

The common shares are classified in equity. Incremental costs directly attributable to the issuance of new shares or options are presented in equity as a deduction from the funds obtained, net of taxes.

The amount paid for the acquisition of treasury shares, including any directly attributable costs, is deducted from equity attributable to the shareholders until the shares are cancelled, sold or utilized in the stock option plan.

## **2.19 – REVENUE RECOGNITION**

Revenue comprises the fair value of the consideration received or receivable for the sale of products in the normal course of the activities of the Company and its subsidiaries. The revenue is stated net of taxes, returns, discounts or rebates granted, as well as the elimination of intercompany sales, and is recognized when its amount can be reliably measured, and when it is probable that future economic benefits will be obtained by the Company and when specific criteria for each of the activities have been met.

### **(a) Sales of goods**

The sales revenues are recognized on the delivery of the products, as well as upon the transfer of the risks and benefits to the buyer.

### **(b) Financial income**

Financial income is recognized in accordance with the elapsed period, using the effective interest rate method. When an impairment loss is identified in respect of a financial instrument, the Company and its subsidiaries reduce the book value to its recoverable value, which corresponds to the estimated future cash flow, discounted at the original effective contractual interest rate of the instrument.

## **2.20 – LEASES**

The Company has lease contracts for land utilized for forestation. In these contracts, the risks and rights of ownership are retained by the lessor and the leases are, therefore, classified as operating leases. The costs incurred in operating lease agreements are recorded as part of the cost of formation of biological assets, on the straight-line method, over the contractual period. The Group does not have financial leases.

### **2.21 – DISTRIBUTION OF DIVIDENDS AND INTEREST ON CAPITAL**

The distribution of dividends to Company shareholders is recognized as a liability in the financial statements at the end of each year or at interim dates, as determined by the Supervisory Board. The balance is calculated based on the minimum dividend established in the Company's bylaws, net of the amounts approved and paid during the year.

As provided in the bylaws, the Company may pay interest on capital, attributing the amounts as dividends. The tax benefit of interest on capital is recognized in the statement of income.

### **NOTE 3 – CRITICAL ACCOUNTING JUDGMENTS AND ESTIMATES**

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In the preparation of the financial information, accounting judgments, estimates and assumptions are utilized to record certain assets and liabilities and other transactions. The definition of the estimates and accounting judgments adopted by management was based on the information available at the time of the preparation of the financial statements date, involving the experience from past events and the forecast of future events. The financial statements include several estimates, such as: the useful lives of property, plant and equipment items, realization of deferred tax credits, allowance for doubtful accounts, inventory losses, evaluation of the fair value of biological assets, provision for contingencies and impairment losses.

The main estimates and assumptions that may present risk, with the likelihood of requiring adjustments to asset and liability book values, are as follows:

#### ***(a) Risk of variation in the fair value of biological assets***

The Company adopted several estimates to evaluate its forestry reserves in accordance with the methodology established by CPC 29/IAS 41. These estimates were based on market references, which are subject to scenario changes impacting the Company's financial statements. In this context, a 5% reduction in standing wood prices would result in a reduction in the fair value of biological assets of about R\$28,994, net of tax effects. If the discount rate presented a 0.5% increase, it would result in a reduction in the fair value of biological assets of about R\$7,573, net of tax effects.

#### ***(b) Estimated loss (impairment) of goodwill***

Annually the Company and its subsidiaries test the possible impairment of goodwill in compliance with the accounting policy presented in Notes 2.10 and 2.12. The balance could be impacted by changes in the economic or market scenarios, without, however, creating an important effect in relation to stockholders' equity.

#### ***(c) Pension plan benefits***

The current value of assets related to pension plans depends on a number of factors that are determined based on actuarial calculations, which use a series of assumptions. Among the assumptions used in determining these values are the discount rate and current market conditions. Any changes in these assumptions will affect the corresponding book values.

### **NOTE 4 – FINANCIAL RISK MANAGEMENT**

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#### **4.1 – FINANCIAL RISK FACTORS**

The Company and its subsidiaries are exposed to market risks related to fluctuations in interest rates, exchange rates and credits.

Consequently, risk management follows the policies approved by the Supervisory Board and is monitored by the Audit and Risk Committee. The Company and its subsidiaries have procedures to manage those situations and can use hedge instruments to reduce the impacts of those risks. These procedures include the monitoring of levels of exposure to each market risk, in addition to establishing decision-making levels. All hedges effected by the Group are intended to protect its debts and investments, and it does not utilize leveraged financial derivatives.

#### ***(a) Market risk***

**(i) Exchange rate risk:** the exchange rate risk corresponds to a reduction in the values of the Group's assets or an increase in its liabilities due to an alteration in the exchange rate. The Group has an exchange rate risk policy establishing the maximum amount in foreign currency to which it can be exposed to exchange rate variations.



In view of the risk management procedures, the objective of which is to minimize the foreign exchange exposure of the Company and its subsidiaries', hedge mechanisms are maintained in order to protect the majority of the foreign exchange exposure.

**(ii) Derivatives:** in the derivative instruments, no verifications, monthly settlements or margin calls are made, and the contracts are settled on maturity, and recorded at fair value, considering market conditions for terms and interest rates.

The outstanding contracts at December 31, 2011 were as follows:

**a) US\$ vs. Interbank Deposit Certificate (CDI) swap agreements**

The Company had four agreements of this nature, with an aggregate notional amount of US\$23,747,000, with varying maturities up to April 10, 2014, and an asset (purchase) position in U.S. dollars and a liability (sale) position in CDI.

The Company contracted the transactions for the purpose of converting its debts denominated in U.S. dollars into debts indexed to the CDI.

**b) Fixed rate vs. Interbank Deposit Certificate (CDI) swap agreements**

The Company had nine agreements with an aggregate amount of R\$438,898, maturing through April 28, 2015, with an asset position in fixed rate and a liability position in a percentage of CDI.

The subsidiary Duraflora S.A. had two agreements with an aggregate amount of R\$190,000, maturing on September 30, 2013 with an asset position in fixed rate and a liability position in a percentage of CDI.

The Company contracted these transactions with the objective of converting its total fixed interest rate debts into CDI indexed debts.

**c) Non-Deliverable Forward (NDF) agreement**

The Company had one agreement of this type, the total contractual amount of which was US\$18,000,000, maturing on January 31, 2012, which represented a long (purchase) position in U.S. dollars.

The Company contracted this transaction for the purpose of converting its U.S. dollar liabilities into Brazilian reais. In this transaction, the agreement is settled on the maturity date, considering the difference between the forward exchange rate (NDF) and the end-of-period exchange rate (Ptax).

The Company contracted this operation in order to transform liabilities denominated in U.S. Dollars to Reais. In this operation the contract is net - in their respective maturity, considering the difference between the exchange rate forward (NDF) and the exchange rate at the end of the period.

**d) Calculation of the fair value of positions**

The fair value of the financial instruments was calculated by utilizing pricing effected based on the present value estimated for both the liability and asset positions, where the difference between the two represents the market value of the swap.

**Statement of Consolidated Position of Derivative Financial Instruments**

|                                   | Reference Value (notional) |           | Fair Value |           | Accumulated Effect (current period) |                     |
|-----------------------------------|----------------------------|-----------|------------|-----------|-------------------------------------|---------------------|
|                                   | 12/31/11                   | 12/31/10  | 12/31/11   | 12/31/10  | Amount Receivable/Received          | Amount Payable/Paid |
| <b>I. Swap Contracts</b>          |                            |           |            |           |                                     |                     |
| Asset Position                    |                            |           |            |           |                                     |                     |
| Foreign Currency (USD)            | 41,587                     | 14,139    | 43,732     | 10,189    | 538                                 | -                   |
| Fixed Rate                        | 628,898                    | 660,000   | 718,184    | 699,451   | 15,561                              | -                   |
| Liability Position                |                            |           |            |           |                                     |                     |
| CDI                               | (670,485)                  | (674,139) | 745,817    | (711,165) | -                                   | -                   |
| <b>II. Future Contracts (NDF)</b> |                            |           |            |           |                                     |                     |
| Commitment to Purchase            |                            |           |            |           |                                     |                     |
| Foreign Currency (USD)            | 33,541                     | 36,269    | (131)      | (1,012)   | -                                   | (131)               |

The gains or losses on the transactions listed above were offset by the liability and asset positions of interest rate and foreign currency, the effects of which were already recognized in the financial statements.

#### e) Sensitivity analysis

Presented below is a statement of the sensitivity analysis of financial instruments, including derivatives, describing the risks which could generate material

losses for the Group, with a Probable Scenario (Base Scenario) plus two other scenarios, under the terms determined by CVM No. 475/08, representing a 25% and 50% deterioration in the risk variable.

For the rates of risk variables used in the probable scenario, BM&FBOVESPA (São Paulo Stock, Futures and Commodities Exchange)/ Bloomberg quotations for the respective maturity dates were used.

**Sensitivity Analysis Table**

| Amounts in thousands of R\$ | Instrument/Operation                            | Description     | Probable Scenario | Possible Scenario | Remote Scenario |
|-----------------------------|---|-----------------|-------------------|-------------------|-----------------|
| Risk                        |   |                 |                   |                   |                 |
| Interest Rate Risk          | Swap - Fixed/CDI                                | Increase CDI    | 15,550            | (5,650)           | (27,281)        |
|                             | Subject to hedge: fixed rate loans.             |                 | (15,550)          | 5,650             | 27,281          |
|                             | Net Effect                                      |                 | -                 | -                 | -               |
| Foreign Exchange            | Swap - US\$/CDI (Res. No. 2770 e Res. No. 4131) | Decrease US\$   | 1,464             | (11,540)          | (24,544)        |
|                             | Subject to hedge: foreign currency debt(US\$)   | (Increase US\$) | (1,464)           | 11,540            | 24,544          |
|                             | Net Effect                                      |                 | -                 | -                 | -               |
| Foreign Exchange            | NDF (US\$)                                      | Decrease US\$   | -                 | (8,460)           | (16,920)        |
|                             | Subject to hedge: foreign currency debt(US\$)   | (Increase US\$) | -                 | 8,460             | 16,920          |
|                             | Net Effect                                      |                 | -                 | -                 | -               |
|                             | Total   |                 | -                 | -                 | -               |

#### (iii) Cash flow or fair value risk associated with the interest rate:

The interest rate risk is the risk of suffering economic loss due to adverse changes in interest rates. This risk is continually monitored to evaluate a possible need to contract derivative transactions to hedge against the rate volatility.

#### (b) Credit risk

The Group's sales policy is directly associated with the level of credit risk it is willing to accept in the course of its business. The diversification of its portfolio of receivables, the selection of its customers, and the monitoring of sales financing terms and individual position limits are procedures adopted to minimize defaults or realization losses in accounts receivable.

For temporary cash investments and all other investments, the Company follows the policy of working with blue-chip institutions and not concentrating its investments in only one economic group.

#### (c) Liquidity risk

The Company and its subsidiaries have a debt policy with the objective of defining the limits and parameters of debt and the minimum funds which should be maintained, the latter being the higher of the following: amount equivalent to 60 days of net revenue or the amount of the debt service plus dividends and/or interest on capital forecast for the following six months.

The management of the liquidity position occurs daily through the monitoring of cash flows.

Listed below are the maturities of financial liabilities contracted by the Company and its subsidiaries as presented in the financial statements:

|                                 | Parent Company        |                  |                      |           | Consolidated          |                  |                      |           |
|---------------------------------|-----------------------|------------------|----------------------|-----------|-----------------------|------------------|----------------------|-----------|
|                                 | Less than<br>One year | 2013 and<br>2014 | From 2015<br>to 2019 | Over 2020 | Less than<br>One year | 2013 and<br>2014 | From 2015<br>to 2019 | Over 2020 |
| <b>12/31/11</b>                 |                       |                  |                      |           |                       |                  |                      |           |
| Loans                           | 527,664               | 728,871          | 347,758              | 19,427    | 687,902               | 834,740          | 369,900              | 22,948    |
| Suppliers and Other Liabilities | 162,580               | -                | -                    | -         | 159,262               | -                | -                    | -         |
| Total                           | 690,244               | 728,871          | 347,758              | 19,427    | 847,164               | 834,740          | 369,900              | 22,948    |

The budget projection for the next fiscal year, approved by the Board of Directors, shows the Company's cash-generating capacity to meet the obligations, if the budget is attained.

#### 4.2 – CAPITAL MANAGEMENT

The Company and its subsidiaries manage their capital with the objective of ensuring the continuity of their operations, as well as providing shareholders with a return on their investment, also by capital cost optimization and the control of the level of indebtedness by monitoring the financial leveraging index. This index corresponds to the ratio between net debt and total capital.

|  | Parent Company |           | Consolidated |           |
|--|----------------|-----------|--------------|-----------|
|  | 12/31/11       | 12/31/10  | 12/31/11     | 12/31/10  |
| <b>A - Loans and Financing</b>           | 1,623,720      | 1,292,767 | 1,915,490    | 1,593,962 |
| Short-term                               | 527,664        | 303,255   | 687,902      | 431,608   |
| Long-term                                | 1,096,056      | 989,512   | 1,227,588    | 1,162,354 |
| <b>B - (-) Cash and Cash Equivalents</b> | 376,071        | 309,000   | 726,159      | 616,549   |
| <b>C=(A-B) Net Debt</b>                  | 1,247,649      | 983,767   | 1,189,331    | 977,413   |
| <b>D- Stockholders' Equity</b>           | 3,689,209      | 3,451,866 | 3,692,810    | 3,452,528 |
| <b>C/D = Financial Leverage Index</b>    | 34%            | 28%       | 32%          | 28%       |

The increasing financial leverage occurred through the raising of funds for investments.

#### 4.3 – FAIR VALUE ESTIMATE

It is assumed that the balances of accounts receivable from customers and payable to suppliers at book values, less the provision for loss (impairment), are close to their fair values. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate which is available to the Company and its subsidiaries for similar financial instruments.

The Company and its subsidiaries apply CPC 40/IFRS 7 for financial instruments measured at fair value, which require disclosure of the measurement criteria. As the Company has only Level 2 derivatives, it uses the following evaluation techniques:

- The fair value of the interest rate swap is calculated as the present value of the estimated future cash flows based on yield curves adopted by the market;
- The fair value of future foreign exchange contracts is determined based on future exchange rates at balance sheet dates, with the resulting amount discounted to present value.

The financial instruments by category/level are presented below:

|                                   | Loans and Receivables |           | Derivative Financial Instruments |          | Other Financial Assets and Liabilities |           | Financial Liabilities Designated at Fair Value |          | Total     |           |
|-----------------------------------|-----------------------|-----------|----------------------------------|----------|--|-----------|--|----------|-----------|-----------|
|                                   | 12/31/11              | 12/31/10  | 12/31/11                         | 12/31/10 | 12/31/11                               | 12/31/10  | 12/31/11                                       | 12/31/10 | 12/31/11  | 12/31/10  |
| <b>Assets</b>                     |                       |           |                                  |          |  |           |  |          |           |           |
| Cash and Cash Equivalents         | 726,159               | 616,549   | -                                | -        | -                                      | -         | -  | -        | 726,159   | 616,549   |
| Trade Accounts Receivable         | 657,589               | 564,810   | -                                | -        | -                                      | -         | -  | -        | 657,589   | 564,810   |
| Linked Deposits                   | 21,067                | 12,908    | -                                | -        | -                                      | -         | -  | -        | 21,067    | 12,908    |
| Total                             | 1,404,815             | 1,194,267 | -                                | -        | -                                      | -         | -  | -        | 1,404,815 | 1,194,267 |
| <b>Liabilities</b>                |                       |           |                                  |          |  |           |  |          |           |           |
| Loans and Financing               | -                     | -         | -                                | -        | 1,175,572                              | 893,346   | 739,918  | 700,616  | 1,915,490 | 1,593,962 |
| Suppliers                         | -                     | -         | -                                | -        | 159,262                                | 126,238   | -  | -        | 159,262   | 126,238   |
| Dividends/Interest on Capital     | -                     | -         | -                                | -        | 68,288                                 | 97,856    | -  | -        | 68,288    | 97,856    |
| Derivative Financial Instruments* | -                     | -         | (9,131)                          | 2,537    | -                                      | -         | -  | -        | (9,131)   | 2,537     |
| Total                             | -                     | -         | (9,131)                          | 2,537    | 1,403,122                              | 1,117,440 | 739,918  | 700,616  | 2,133,909 | 1,820,593 |

\* The derivative financial instruments are presented at the net value, asset or liability, and are all Level 2 financial instruments.

#### NOTE 5 – CASH AND CASH EQUIVALENTS

|                           | Parent Company |          | Consolidated – According to IFRS |          |
|---------------------------|----------------|----------|----------------------------------|----------|
|                           | 12/31/11       | 12/31/10 | 12/31/11                         | 12/31/10 |
| Cash and Banks            | 11,996         | 13,193   | 21,266                           | 26,713   |
| Fixed Income Securities   | 138            | 92       | 138                              | 1,229    |
| Bank Deposit Certificates | 363,937        | 295,715  | 704,755                          | 588,607  |
| Total                     | 376,071        | 309,000  | 726,159                          | 616,549  |

The balance of financial investments includes bank deposit certificates, remunerated by reference to the variation of the interbank deposit certificate (CDI) rate and foreign securities in U.S. dollars, remunerated by an interest rate. Although they have long-term maturities, bank deposit certificates can be redeemed at any time without loss of remuneration.

#### NOTE 6 – TRADE ACCOUNTS RECEIVABLE

|                                 | Parent Company |          | Consolidated – According to IFRS |          |
|---------------------------------|----------------|----------|----------------------------------|----------|
|                                 | 12/31/11       | 12/31/10 | 12/31/11                         | 12/31/10 |
| Domestic Customers              | 631,415        | 583,072  | 653,677                          | 567,768  |
| Foreign Customers               | 36,075         | 28,390   | 32,418                           | 30,397   |
| Allowance for Doubtful Accounts | (27,928)       | (32,801) | (28,506)                         | (33,355) |
| Total                           | 639,562        | 578,661  | 657,589                          | 564,810  |

The balances of accounts receivable by maturity are as follows:

|                     | Parent Company |          | Consolidated – According to IFRS |          |
|---------------------|----------------|----------|----------------------------------|----------|
|                     | 12/31/11       | 12/31/10 | 12/31/11                         | 12/31/10 |
| Falling Due         | 627,629        | 558,765  | 645,544                          | 544,929  |
| Due Up to 30 Days   | 6,699          | 8,679    | 6,852                            | 8,947    |
| From 31 to 60 Days  | 582            | 5,822    | 595                              | 5,828    |
| From 61 to 90 Days  | 1,131          | 409      | 1,204                            | 409      |
| From 91 to 180 Days | 3,172          | 3,272    | 3,424                            | 3,281    |
| More than 180 Days  | 28,277         | 34,515   | 28,476                           | 34,771   |
| Total               | 667,490        | 611,462  | 686,095                          | 598,165  |

The Company and its subsidiaries have a Credit Policy, the objective of which is to establish the procedures to be followed in granting credit in business operations, sales of products and services, domestically and abroad.

The determination of the limit occurs through credit analysis, considering the history of a company, its capacity as a borrower of credit and market information.

The credit limit could be defined based on a percentage of net revenues, stockholders' equity, or a combination of these, also considering the average volume of monthly purchases, but always supported by the evaluation of the economic and financial situation, documents and conduct of the Company.

Customers are classified as A, B, C and D based on the length of relationship and payment history.

| Classification | Length of Relationship | % of Customer Portfolio        |        |        |
|----------------|------------------------|--------------------------------|--------|--------|
|                |                        | Payment history                | Dec/11 | Dec/10 |
| A              | Over Five Years        | Punctual                       | 61%    | 53%    |
| B              | Over Three Years       | Up to One Day Late, on Average | 8%     | 11%    |
| C              | Below Three Years      | Over One Day Late, on Average  | 27%    | 30%    |
| D              |                        | Defaulted                      | 4%     | 6%     |

The maximum credit risk exposure on the report presentation date is the book value of each class of trade accounts receivable listed above. The Company and its subsidiaries have no securities as a guarantee.

## NOTE 7 – INVENTORIES

|                       | Parent Company Consolidated – According to IFRS |          |          |          |
|-----------------------|---|----------|----------|----------|
|                       | 12/31/11  | 12/31/10 | 12/31/11 | 12/31/10 |
| Finished Goods        | 100,868   | 86,343   | 114,122  | 103,684  |
| Raw Materials         | 143,238   | 119,589  | 150,764  | 120,191  |
| Work in Progress      | 61,958  | 60,988   | 69,730   | 70,477   |
| General Warehouse     | 65,854  | 50,239   | 64,774   | 51,505   |
| Advances to Suppliers | 8,623   | 5,332    | 12,037   | 16,436   |
| Total                 | 380,541   | 322,491  | 411,427  | 362,293  |

## NOTE 8 – RECOVERABLE TAXES AND CONTRIBUTIONS

The Company has recoverable federal and state tax credits, the compositions of which are as follows:

|   | Parent Company |          | Consolidated – According to IFRS |          |
|---|----------------|----------|----------------------------------|----------|
|   | 12/31/11       | 12/31/10 | 12/31/11                         | 12/31/10 |
| <b>Current</b>  |                |          |                                  |          |
| Income Tax (IRPJ) and Social Contribution (CSLL) to Be Offset             | 28,470         | 15,479   | 36,787                           | 19,237   |
| ICMS, PIS and COFINS on the Acquisition of Property, Plant and Equipment* | 44,300         | 48,639   | 46,889                           | 57,781   |
| PIS and COFINS to Be Offset   | 442            | 550      | 8,749                            | 11,001   |
| ICMS and IPI Recoverable  | 3,502          | 8,633    | 6,059                            | 8,696    |
| Total   | 76,714         | 73,301   | 98,484                           | 96,715   |
| <b>Non-current</b>  |                |          |                                  |          |
| ICMS, PIS and COFINS on the Acquisition of Property, Plant and Equipment* | 27,536         | 28,506   | 29,763                           | 35,605   |
| Total   | 27,536         | 28,506   | 29,763                           | 35,605   |

\* State Value-Added Tax (ICMS), Social Integration Program (PIS) and Social Contribution on Revenues (COFINS) recoverable were mainly generated on the acquisition of property, plant and equipment items for the industrial plants. Under current legislation, offsets of PIS/COFINS will be effected in 12, 24 and 48 months, and offsets of ICMS will be in 48 months.

## NOTE 9 – DEFERRED INCOME TAX AND SOCIAL CONTRIBUTION

Deferred income tax and social contribution are calculated on income tax and social contribution losses, temporary differences between the calculation bases of tax on assets and liabilities, and adjustments to comply with the

CPCs/IFRS. The tax rates currently defined to determine the deferred taxes are 25% for income tax and 9% for social contribution.

Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available to be offset by temporary differences, considering projections of future income prepared and based on internal assumptions and on future economic scenarios, which could, therefore, be subject to change.

|  | Parent Company |           | Consolidated – According to IFRS |           |
|--|----------------|-----------|----------------------------------|-----------|
|  | 12/31/11       | 12/31/10  | 12/31/11                         | 12/31/10  |
| Deferred Tax Asset - Short-term  | 21,830         | 25,853    | 27,088                           | 30,561    |
| Tax Losses and Social Contribution Losses  |                | -         | 57                               | -         |
| <b>Temporarily Non-deductible Provisions:</b>  |                |           |                                  |           |
| Provision for Sundry Labor Charges and Costs   | 11,275         | 8,845     | 12,314                           | 9,470     |
| Provisions for Losses on Inventory   | 3,042          | 3,264     | 3,106                            | 3,337     |
| Provision for Adjustment of Assets to Market Value                                     | 1,647          | 6,996     | 1,669                            | 7,019     |
| Provision for Commissions Payable  | 1,514          | 1,254     | 1,514                            | 1,254     |
| Sundry Provisions  | 4,352          | 3,658     | 8,428                            | 7,645     |
| Result of Swap (Cash vs. Accrual Basis)  |                | 1,836     |                                  | 1,836     |
| Deferred Tax Asset - Long-term   | 24,145         | 27,104    | 35,400                           | 39,305    |
| Provision for Sundry Labor Charges   | 8,653          | 6,380     | 9,506                            | 7,396     |
| Tax Provisions   | 9,379          | 8,925     | 20,107                           | 19,330    |
| Allowance for Doubtful Accounts  | 1,399          | 789       | 1,455                            | 847       |
| Provision for Loss on Investments  | 469            | 492       | 469                              | 492       |
| Sundry Provisions  | 895            | 566       | 895                              | 566       |
| Effect of Business Combination - CPCs/IFRS   | 3,350          | 9,952     | 2,968                            | 10,674    |
| Total Deferred Tax Assets  | 45,975         | 52,957    | 62,488                           | 69,866    |
| <b>Non-current Liabilities</b>   |                |           |                                  |           |
| Income Tax and Social Contribution on Revaluation Reserve                              | (35,317)       | (42,030)  | (65,237)                         | (73,633)  |
| Income Tax and Social Contribution on Present Value Adjustment of Loans                | (11,835)       | (13,916)  | (11,835)                         | (13,916)  |
| Income Tax and Social Contribution on Swap Result (Cash vs. Accrual Basis)             | (2,167)        | -         | (2,325)                          | (657)     |
| Income tax and social contribution on depreciation (25% credit of social contribution) | (4,185)        | (4,565)   | (13,826)                         | (13,568)  |
| Income Tax and Social Contribution on Unsettled Exchange Rate Variations - Cash Basis  | -              | (3,494)   | -                                | (3,494)   |
| Income Tax and Social Contribution on Goodwill Based on Future Profitability           | (4,302)        | (753)     | (4,302)                          | (753)     |
| Income Tax and Social Contribution on Sale of Real Estate                              | (9,029)        | -         | (11,762)                         | -         |
| Income Tax of Subsidiary Company Located Abroad (Deca Piazza)                          |                | -         | (471)                            | (525)     |
| Income Tax and Social Contribution on Other Fiscal Obligations                         | (49,235)       | -         | (51,454)                         | -         |
| Income Tax and Social Contribution on CPC/IFRS Adjustments                             | (143,166)      | (142,434) | (339,509)                        | (336,525) |
| Total Deferred Tax Liabilities   | (259,236)      | (207,192) | (500,721)                        | (443,071) |

## NOTE 10 – RELATED PARTIES

### (a) Transactions with subsidiaries

| Description               | Duratex Coml. Exportadora |          | Duraflora |          | Controlled Companies<br>Duratex Empreend. |          |
|---------------------------|---------------------------|----------|-----------|----------|---|----------|
|                           | 12/31/11                  | 12/31/10 | 12/31/11  | 12/31/10 | 12/31/11                                  | 12/31/10 |
| <b>Assets</b>             |                           |          |           |          |   |          |
| Trade Accounts Receivable | -                         | 17       | 48        | 16       | -   | -        |
| Dividends Receivable      | -                         | 1,175    | 31,914    | 22,167   | -   | -        |
| Accounts Receivable       | -                         | -        | 65        | -        | -   | -        |
| Subsidiaries              | 12                        | -        | -         | 261      | -   | 183      |
| <b>Liabilities</b>        |                           |          |           |          |   |          |
| Suppliers                 | 2                         | -        | 16,457    | 27,163   | -   | -        |
| Accounts Payable          | -                         | 17       | 95        | -        | -   | -        |

|                | 12/31/11 | 12/31/10 | 12/31/11 | 12/31/10 | 12/31/11 | 12/31/10 |
|----------------|----------|----------|----------|----------|----------|----------|
| <b>Results</b> |          |          |          |          |          |          |
| Sales          | -        | 21,743   | 12       | -        | -        | -        |
| Purchases      | -        | -        | 236,680  | 255,838  | -        | -        |
| Financial      | 1        | (158)    | (80)     | 778      | 8        | 12       |
| Others         | -        | -        | 43       | -        | -        | -        |

| Description         | TCI Trading |          | Duratex N. America |          | Duratex Europe |          | Indirect Subsidiaries<br>Deca Piazza |          |
|---------------------|-------------|----------|--------------------|----------|----------------|----------|--------------------------------------|----------|
|                     | 12/31/11    | 12/31/10 | 12/31/11           | 12/31/10 | 12/31/11       | 12/31/10 | 12/31/11                             | 12/31/10 |
| <b>Assets</b>       |             |          |                    |          |                |          |                                      |          |
| Clients             | -           | -        | 8,751              | 8,108    | 46             | 6,100    | 5,873                                | 1,627    |
| Accounts Receivable | 1           | -        | -                  | -        | -              | -        | -                                    | -        |
| <b>Liabilities</b>  |             |          |                    |          |                |          |                                      |          |
| Suppliers           | 6,151       | 2,424    | -                  | -        | -              | -        | 1                                    | -        |
| Accounts Payable    | -           | -        | -                  | -        | -              | -        | -                                    | -        |

|                | 12/31/11 | 12/31/10 | 12/31/11 | 12/31/10 | 12/31/11 | 12/31/10 | 12/31/11 | 12/31/10 |
|----------------|----------|----------|----------|----------|----------|----------|----------|----------|
| <b>Results</b> |          |          |          |          |          |          |          |          |
| Sales          | -        | -        | 20,482   | 11,689   | 7,814    | 8,268    | 3,670    | 1,683    |
| Purchases      | 111,953  | 74,268   | -        | -        | -        | -        | -        | -        |
| Financial      | -        | (88)     | 683      | (77)     | 217      | 98       | 586      | (25)     |

**(b) Other related parties**

| Description        | Leo Madeiras Máqs. & Fer. Ltda. |          | Leroy Merlin Cia. Bras. Bricolagem |          | Ligna Florestal Ltda. |          | Elekeiroz S.A. |          |
|--------------------|---------------------------------|----------|------------------------------------|----------|-----------------------|----------|----------------|----------|
|                    | 12/31/11                        | 12/31/10 | 12/31/11                           | 12/31/10 | 12/31/11              | 12/31/10 | 12/31/11       | 12/31/10 |
| <b>Assets</b>      |                                 |          |                                    |          |                       |          |                |          |
| Clients            | 16,551                          | 10,846   | 24,176                             | 16,441   | -                     | -        | -              | -        |
| <b>Liabilities</b> |                                 |          |                                    |          |                       |          |                |          |
| Suppliers          | 1                               | -        | -                                  | -        | -                     | -        | 564            | 467      |

|                | 12/31/11 | 12/31/10 | 12/31/11 | 12/31/10 | 12/31/11 | 12/31/10 | 12/31/11 | 12/31/10 |
|----------------|----------|----------|----------|----------|----------|----------|----------|----------|
| <b>Results</b> |          |          |          |          |          |          |          |          |
| Sales          | 83,875   | 86,191   | 76,888   | 58,590   | -        | -        | 394      | 31       |
| Purchases      | 72       | 84       | -        | -        | -        | -        | 22,103   | 15,010   |
| Lease Costs*   | -        | -        | -        | -        | 13,308   | 13,640   | -        | -        |

| Description               | Itautec S.A. |          | Itaúsa Empreendimentos S.A. |          | Itaúsa Investimentos S.A. |          | Banco Itaú S.A. |          | Itaú Seguros |          |
|---------------------------|--------------|----------|-----------------------------|----------|---------------------------|----------|-----------------|----------|--------------|----------|
|                           | 12/31/11     | 12/31/10 | 12/31/11                    | 12/31/10 | 12/31/11                  | 12/31/10 | 12/31/11        | 12/31/10 | 12/31/11     | 12/31/10 |
| <b>Assets</b>             |              |          |                             |          |                           |          |                 |          |              |          |
| Financial Investments     | -            | -        | -                           | -        | -                         | -        | 251,825         | 179,225  | -            | -        |
| Trade Accounts Receivable | 64           | 70       | -                           | -        | -                         | -        | -               | -        | -            | -        |
| <b>Liabilities</b>        |              |          |                             |          |                           |          |                 |          |              |          |
| Suppliers                 | 29           | 89       | -                           | -        | -                         | -        | -               | -        | -            | -        |

|  | 12/31/11 | 12/31/10 | 12/31/11 | 12/31/10 | 12/31/11 | 12/31/10 | 12/31/11 | 12/31/10 | 12/31/11 | 12/31/10 |
|--|----------|----------|----------|----------|----------|----------|----------|----------|----------|----------|
| <b>Results</b>                         |          |          |          |          |          |          |          |          |          |          |
| Sales                                  | 66       | 2        | -        | -        | -        | -        | -        | -        | -        | -        |
| Purchases                              | 4,284    | 1,058    | -        | -        | -        | -        | -        | -        | -        | -        |
| Rent Expenses                          | -        | -        | -        | -        | 1,174    | -        | 186      | 344      | 937      | 1,765    |
| Insurance Expenses                     | -        | -        | -        | -        | -        | -        | -        | -        | 3,187    | 3,194    |
| Remuneration on Financial Investments  | -        | -        | -        | -        | -        | -        | 15,511   | 20,534   | -        | -        |
| Financial Expenses                     | -        | -        | -        | -        | -        | -        | 511      | 124      | -        | -        |
| Other Operating Income (Expenses), Net | 4        | 6        | (2,399)  | (1,216)  | -        | -        | -        | -        | -        | -        |

\* Refers to costs of the rural leasing agreement entered into by the subsidiary Duraflora S.A. with Ligna Florestal Ltda. (controlled by Ligna de Investimentos) in connection with property used for reforestation. The monthly charges for this lease are R\$1,109. This agreement will expire in July 2036 and may be renewed automatically for a further 15 years, and will be readjusted annually based on the average price practiced by the Company for the sale of MDP panels.

The transactions with related parties are trade purchases and sales, in the normal course of business of the Company, realized under market conditions.



Financial investments in Banco Itaú S.A. are conducted under normal conditions of the financial market within the limits set by the Company's management. The amounts presented as financial income are related to earnings on investments, and financial expenses refer to fees for collection of receivables.

### (c) Management remuneration

The remuneration paid or payable to the executives of the Company and its subsidiaries at December 31, 2011 was R\$13,581 in fees (R\$10,115 – December 31, 2010), R\$10,397 as profit sharing (R\$15,400 – December 31, 2010), and R\$3,184 as long-term remuneration based on Stock Options (R\$4,593 – December 31, 2010).

### NOTE 11 – INVESTMENTS IN SUBSIDIARIES

|   | Duratex<br>Coml. Exp. | Duraflora | Estrela<br>do Sul | Duratex<br>Empreend. | Deca Ind.<br>Comércio | Cerâmica<br>Monte<br>Carlo | DRI – Res.<br>Industriais | Deca<br>Nordeste | Duratex<br>Europe | Direct<br>Total | Deca<br>Piazza | North<br>America | Duratex<br>Europe | TCL<br>Trading | Indirect<br>Jacarandá<br>Mimoso |
|---|-----------------------|-----------|-------------------|----------------------|-----------------------|----------------------------|---------------------------|------------------|-------------------|-----------------|----------------|------------------|-------------------|----------------|---------------------------------|
| <b>Number of Shares/<br/>Quotas Held (thousand)</b> |                       |           |                   |                      |                       |                            |                           |                  |                   |                 |                |                  |                   |                |                                 |
| Common  | 1                     | 182       | -                 | -                    | -                     | -                          | -                         | -                | -                 | -               | 16,446         | 500              | 3                 | 6,069          | -                               |
| Preferred   | 2                     | 52        | -                 | -                    | -                     | -                          | -                         | -                | -                 | -               | -              | -                | -                 | 6,069          | -                               |
| Quotas  | -                     | -         | 12                | 2,874                | -                     | -                          | -                         | -                | -                 | -               | -              | -                | -                 | -              | 88,700                          |
| Interest %  | 100.00                | 100.00    | 99.99             | 100.00               | -                     | -                          | -                         | -                | 0.01              | -               | 100.00         | 100.00           | 99.99             | 82.00          | 100.00                          |
| Capital   | 25,000                | 700,000   | 12                | 2,874                | -                     | -                          | -                         | -                | 19,904            | -               | 8,384          | 886              | 19,904            | 17,634         | 88,700                          |
| Equity  | 37,642                | 1,330,255 | 5,267             | 6,078                | -                     | -                          | -                         | -                | 17,482            | -               | 6,133          | 5,799            | 17,482            | 20,009         | 94,828                          |
| Net Income/(Loss) for the Period                    | (3,408)               | 131,008   | (557)             | 650                  | -                     | -                          | -                         | -                | (1,862)           | -               | (1,617)        | 188              | (1,862)           | 3,603          | 99                              |

|   |          |          |       |       |           |          |        |   |   |           |       |       |         |         |        |
|---|----------|----------|-------|-------|-----------|----------|--------|---|---|-----------|-------|-------|---------|---------|--------|
| <b>Movement of Investments</b>                          |          |          |       |       |           |          |        |   |   |           |       |       |         |         |        |
| At 12/31/09   | 91,944   | 977,826  | 5,395 | 5,099 | 126,757   | 116,322  | 71,339 | - | - | 1,394,682 | 5,452 | 7,208 | 22,945  | 3,021   | 84,840 |
| Equity in Results of Subsidiaries                       | 6,382    | 86,751   | 429   | 329   | 7,470     | 13,326   | 3,581  | - | - | 118,268   | 17    | 589   | 1,278   | 1,856   | 3,039  |
| Equity in Results of Subsidiaries<br>- CPCs/IFRS        | 60       | 33,498   | -     | -     | -         | -        | -      | - | - | 33,558    | -     | -     | -       | -       | -      |
| Reflex of Equity  | (46)     | -        | -     | -     | -         | -        | -      | - | - | (46)      | -     | -     | -       | -       | -      |
| Amortization of Goodwill                                | -        | (69)     | -     | -     | -         | (243)    | -      | - | - | (312)     | -     | -     | -       | -       | -      |
| Advances for Capital Increases                          | -        | 158,500  | -     | -     | -         | -        | 3,800  | - | - | 162,300   | -     | -     | -       | -       | 2,350  |
| Exchange variation on equity                            | (2,537)  | -        | -     | -     | -         | -        | -      | - | - | (2,537)   | (455) | (346) | (2,064) | -       | -      |
| Dividends   | (1,189)  | (30,123) | -     | -     | -         | -        | -      | - | - | (31,312)  | -     | -     | -       | (1,775) | -      |
| Capital Decrease with Quotas of<br>Deca Ind. E Comércio | (59,703) | -        | -     | -     | 59,703    | -        | -      | - | - | -         | -     | -     | -       | -       | -      |
| Merger of subsidiary<br>on 06/30/10                     | -        | -        | -     | -     | (179,326) | (91,548) | -      | - | - | (270,874) | -     | -     | -       | -       | -      |
| Goodwill Distributed in Originating<br>Accounts         | -        | -        | -     | -     | (14,604)  | (15,703) | -      | - | - | (30,307)  | -     | -     | -       | -       | -      |

|  | <div> <div>Direct</div> <div>Indirect</div> </div> |           |                   |                      |                       |                            |                           |                  |                   |           |                |                  |                   |                |                     |
|--|--|-----------|-------------------|----------------------|-----------------------|----------------------------|---------------------------|------------------|-------------------|-----------|----------------|------------------|-------------------|----------------|---------------------|
|  | Duratex<br>Coml. Exp.                              | Duraflora | Estrela<br>do Sul | Duratex<br>Empreend. | Deca Ind.<br>Comércio | Cerâmica<br>Monte<br>Carlo | DRI – Res.<br>Industriais | Deca<br>Nordeste | Duratex<br>Europe | Total     | Deca<br>Piazza | North<br>America | Duratex<br>Europe | TCI<br>Trading | Jacarandá<br>Mimoso |
| Goodwill Due to Expectation of<br>Future Profitability Transferred to<br>Intangible Assets | -  | -         | -                 | -                    | -                     | (22,154)                   | -                         | -                | -                 | (22,154)  | -              | -                | -                 | -              | -                   |
| Elimination of Unrealized Revenue  | (1,163)  | -         | -                 | -                    | -                     | -                          | -                         | -                | -                 | (1,163)   | -              | -                | -                 | -              | -                   |
| At 12/31/10  | 33,748   | 1,226,383 | 5,824             | 5,428                | -                     | -                          | 78,720                    | -                | -                 | 1,350,103 | 5,014          | 7,451            | 22,159            | 3,102          | 90,229              |
| Acquisition of 500 Shares of DRI<br>Resinas  | -  | -         | -                 | -                    | -                     | -                          | 205                       | -                | -                 | 205       | -              | -                | -                 | -              | -                   |
| Acquisition of Deca Nordeste   | -  | -         | -                 | -                    | -                     | -                          | -                         | 80,000           | -                 | 80,000    | -              | -                | -                 | -              | -                   |
| Acquisition of One share of Dura-<br>tex Europe  | -  | -         | -                 | -                    | -                     | -                          | -                         | -                | 9                 | 9         | -              | -                | (9)               | -              | -                   |
| Amortization of Goodwill   | -  | (65)      | -                 | -                    | -                     | -                          | -                         | (1,290)          | -                 | (1,355)   | -              | -                | -                 | -              | -                   |
| Equity in Results of Subsidiaries  | (3,068)  | 131,161   | (557)             | 650                  | -                     | -                          | 1,199                     | 4,995            | -                 | 134,380   | (1,617)        | 188              | (1,682)           | 3,137          | 99                  |
| Capital Increase   | -  | -         | -                 | -                    | -                     | -                          | -                         | -                | -                 | -         | 2,461          | -                | -                 | 12,000         | 4,500               |
| Exchange Variation on Equity   | 4,682  | -         | -                 | -                    | -                     | -                          | -                         | -                | -                 | 4,682     | 275            | 800              | 2,990             | -              | -                   |
| Dividends  | -  | (31,914)  | -                 | -                    | -                     | -                          | -                         | -                | (2)               | (31,916)  | -              | (2,640)          | (5,983)           | (1,832)        | -                   |
| Merger of Subsidiary on 04/30/11   | -  | -         | -                 | -                    | -                     | -                          | (80,124)                  | -                | -                 | (80,124)  | -              | -                | -                 | -              | -                   |
| Merger of subsidiary on 07/29/11   | -  | -         | -                 | -                    | -                     | -                          | -                         | (29,511)         | -                 | (29,511)  | -              | -                | -                 | -              | -                   |
| Reclassification of Goodwill to<br>Intangible Assets                                       | -  | -         | -                 | -                    | -                     | -                          | -                         | (54,194)         | -                 | (54,194)  | -              | -                | -                 | -              | -                   |
| Elimination of Unrealized Revenue  | 1,460  | -         | -                 | -                    | -                     | -                          | -                         | -                | -                 | 1,460     | -              | -                | -                 | -              | -                   |
| At 12/31/11  | 36,822   | 1,325,565 | 5,267             | 6,078                | -                     | -                          | -                         | -                | 7                 | 1,373,739 | 6,133          | 5,799            | 17,475            | 16,407         | 94,828              |

### Acquisition of subsidiary

On February 4, 2011, the Company acquired all the corporate shares of Elizabeth Louças Sanitárias Ltda., according to details in Note 29.

### Merger of subsidiary

1- DRI – Resinas Industriais S.A.

On April 30, 2011, the Extraordinary General Meeting approved the merger by Duratex S.A. of its subsidiary DRI – Resinas Industriais S.A., at book values, aiming to optimize production processes. The main assets and liabilities of the merged subsidiary are as follows:

#### Mergered Balance Sheet at April 30, 2011 DRI – Resinas Industriais S.A.

| Assets                               |                |
|--------------------------------------|----------------|
| <b>Current Assets</b>                | <b>33,738</b>  |
| Cash and Cash Equivalents            | 918            |
| Trade Accounts Receivable            | 20,227         |
| Inventories                          | 4,182          |
| Other Credits                        | 8,411          |
| <b>Non-current Assets</b>            | <b>84,374</b>  |
| Other Credits                        | 3,961          |
| <b>Property, Plant and Equipment</b> | <b>80,413</b>  |
| <b>Total Assets</b>                  | <b>118,112</b> |
| Liabilities and Stockholders' Equity |                |
| <b>Current Liabilities</b>           | <b>8,388</b>   |
| Loans and Financing                  | 5,748          |
| Suppliers                            | 671            |
| Personnel                            | 501            |
| Others                               | 1,468          |
| <b>Non-current Liabilities</b>       | <b>29,600</b>  |
| Loans and Financing                  | 29,600         |
| <b>Stockholders' Equity</b>          | <b>80,124</b>  |
| <b>Total Liabilities and Equity</b>  | <b>118,112</b> |

2- Deca Nordeste Louças Sanitárias Ltda.

On July 29, 2011, the Extraordinary General Meeting approved the merger by Duratex S.A. of its subsidiary Deca Nordeste Louças Sanitárias Ltda. (previously known as Elizabeth Louças Sanitárias Ltda.), at book values, aiming to optimize and rationalize the number of subsidiaries, as well as the reduction of administrative activities and annual accessory obligations. The main assets and liabilities of the merged subsidiary are as follows:

#### Mergered Balance Sheet at July 29, 2011 Deca Nordeste Louças Sanitárias Ltda.

| Assets                                      |               |
|---|---------------|
| <b>Current Assets</b>                       | <b>14,114</b> |
| Cash and Cash Equivalents                   | 802           |
| Trade Accounts Receivable                   | 10,928        |
| Inventories                                 | 2,124         |
| Taxes Recoverable                           | 117           |
| Other Credits                               | 143           |
| <b>Non-current Assets</b>                   | <b>29,947</b> |
| Other Credits                               | 39            |
| <b>Property, Plant and Equipment</b>        | <b>29,908</b> |
| <b>Total Assets</b>                         | <b>44,061</b> |
| Liabilities and Stockholders' Equity        |               |
| <b>Current Liabilities</b>                  | <b>5,602</b>  |
| Suppliers                                   | 2,276         |
| Personnel                                   | 1,646         |
| Taxes and Contributions                     | 1,090         |
| Others                                      | 590           |
| <b>Non-current Liabilities</b>              | <b>8,948</b>  |
| Provisions                                  | 28            |
| Deferred Income Tax and Social Contribution | 7,511         |
| Related Parties                             | 1,409         |
| <b>Stockholders' Equity</b>                 | <b>29,511</b> |
| <b>Total Liabilities and Equity</b>         | <b>44,061</b> |

# NOTE 12 – PROPERTY, PLANT AND EQUIPMENT

| Parent Company                                | Land    | Structures and Improvements | Machinery, Equipment and Facilities | Assets in Progress | Furniture and Fixtures | Vehicles | Other Assets | Total       |
|---|---------|-----------------------------|-------------------------------------|--------------------|------------------------|----------|--------------|-------------|
| <b>Opening Balance at 01/01/10</b>            |         |                             |                                     |                    |                        |          |              |             |
| Cost  | 72,355  | 530,695                     | 2,204,049                           | 77,535             | 21,380                 | 19,962   | 76,851       | 3,002,827   |
| Accumulated Depreciation                      | -       | (183,623)                   | (727,525)                           | -                  | (15,558)               | (12,393) | (53,821)     | (992,920)   |
| Net Book Value                                | 72,355  | 347,072                     | 1,476,524                           | 77,535             | 5,822                  | 7,569    | 23,030       | 2,009,907   |
| <b>At 03/31/10</b>                            |         |                             |                                     |                    |                        |          |              |             |
| Opening Balance                               | 72,355  | 347,072                     | 1,476,524                           | 77,535             | 5,822                  | 7,569    | 23,030       | 2,009,907   |
| Acquisitions                                  | 8       | 1,174                       | 42,340                              | 102,352            | 730                    | 1,396    | 2,633        | 150,633     |
| Write-offs                                    | -       | (64)                        | -                                   | -                  | (640)                  | (3,130)  | (7,234)      | (11,068)    |
| Depreciation                                  | -       | (20,224)                    | (138,029)                           | -                  | (1,135)                | (1,837)  | (2,459)      | (163,684)   |
| Transfers                                     | 16,361  | 11,058                      | 30,275                              | (39,288)           | 539                    | 42       | (6,700)      | 12,287      |
| Merger of CMC and Deca Ideal                  | -       | 20,005                      | 15,817                              | -                  | 654                    | 111      | 5,272        | 41,859      |
| Net Book Value                                | 88,724  | 359,021                     | 1,426,927                           | 140,599            | 5,970                  | 4,151    | 14,542       | 2,039,934   |
| <b>Opening Balance at 12/31/10</b>            |         |                             |                                     |                    |                        |          |              |             |
| Cost  | 88,724  | 562,868                     | 2,292,481                           | 140,599            | 22,663                 | 18,381   | 70,822       | 3,196,538   |
| Accumulated Depreciation                      | -       | (203,847)                   | (865,554)                           | -                  | (16,693)               | (14,230) | (56,280)     | (1,156,604) |
| Net Book Value                                | 88,724  | 359,021                     | 1,426,927                           | 140,599            | 5,970                  | 4,151    | 14,542       | 2,039,934   |
| <b>At 12/31/11</b>                            |         |                             |                                     |                    |                        |          |              |             |
| Opening Balance                               | 88,724  | 359,021                     | 1,426,927                           | 140,599            | 5,970                  | 4,151    | 14,542       | 2,039,934   |
| Acquisitions                                  | 1,800   | 1,233                       | 66,263                              | 334,703            | 1,578                  | 6,018    | 4,642        | 416,237     |
| Write-offs                                    | (7,456) | (6,554)                     | (1,120)                             | (12,659)           | (67)                   | (110)    | 15,581       | (12,385)    |
| Depreciation                                  | -       | (21,505)                    | (154,466)                           | -                  | (1,287)                | (2,460)  | (6,978)      | (186,696)   |
| Transfers                                     | (448)   | 18,788                      | 156,097                             | (176,769)          | 2,110                  | (191)    | 413          | -           |
| Acquisitions of Deca Nordeste and DRI Resinas | 4,010   | 27,691                      | 69,541                              | 9,371              | 197                    | 438      | 1,422        | 112,670     |
| Net Book Value                                | 86,630  | 378,674                     | 1,563,242                           | 295,245            | 8,501                  | 7,846    | 29,622       | 2,369,760   |
| <b>Balance at 12/31/11</b>                    |         |                             |                                     |                    |                        |          |              |             |
| Cost  | 86,630  | 604,026                     | 2,583,262                           | 295,245            | 26,481                 | 24,536   | 92,880       | 3,713,060   |
| Accumulated Depreciation                      | -       | (225,352)                   | (1,020,020)                         | -                  | (17,980)               | (16,690) | (63,258)     | (1,343,300) |
| Net Book Value                                | 86,630  | 378,674                     | 1,563,242                           | 295,245            | 8,501                  | 7,846    | 29,622       | 2,369,760   |

| Consolidated                                  | Land     | Structures and Improvements | Machinery, Equipment and Facilities | Assets in Progress | Furniture and Fixtures | Vehicles | Other Assets | Total       |
|---|----------|-----------------------------|-------------------------------------|--------------------|------------------------|----------|--------------|-------------|
| <b>Opening Balance at 01/01/10</b>            |          |                             |                                     |                    |                        |          |              |             |
| Cost  | 507,322  | 567,610                     | 2,154,932                           | 161,668            | 29,682                 | 34,378   | 82,557       | 3,538,149   |
| Accumulated Depreciation                      | -        | (194,710)                   | (653,247)                           | -                  | (22,230)               | (19,508) | (56,247)     | (945,942)   |
| Net Book Value                                | 507,322  | 372,900                     | 1,501,685                           | 161,668            | 7,452                  | 14,870   | 26,310       | 2,592,207   |
| <b>At 03/31/10</b>                            |          |                             |                                     |                    |                        |          |              |             |
| Opening Balance                               | 507,322  | 372,900                     | 1,501,685                           | 161,668            | 7,452                  | 14,870   | 26,310       | 2,592,207   |
| Acquisitions                                  | 94,817   | 1,347                       | 61,118                              | 136,330            | 790                    | 10,484   | 3,792        | 308,678     |
| Write-offs                                    | (80)     | (64)                        | (139)                               | -                  | -                      | (3,545)  | (7,640)      | (11,468)    |
| Depreciation                                  | -        | (21,697)                    | (149,207)                           | -                  | (1,343)                | (5,464)  | (2,521)      | (180,232)   |
| Transfers                                     | 157      | 25,785                      | 98,676                              | (129,510)          | 925                    | 1,104    | (7,539)      | (10,402)    |
| Merger of CMC and Deca Ideal                  | -        | -                           | 167                                 | (2,746)            | -                      | -        | 2,579        | -           |
| Net Book Value                                | 602,216  | 378,271                     | 1,512,300                           | 165,742            | 7,824                  | 17,449   | 14,981       | 2,698,783   |
| <b>Opening Balance at 12/31/10</b>            |          |                             |                                     |                    |                        |          |              |             |
| Cost  | 602,216  | 594,678                     | 2,314,754                           | 165,742            | 31,397                 | 42,421   | 73,749       | 3,824,957   |
| Accumulated Depreciation                      | -        | (216,407)                   | (802,454)                           | -                  | (23,573)               | (24,972) | (58,768)     | (1,126,174) |
| Net Book Value                                | 602,216  | 378,271                     | 1,512,300                           | 165,742            | 7,824                  | 17,449   | 14,981       | 2,698,783   |
| <b>At 12/31/11</b>                            |          |                             |                                     |                    |                        |          |              |             |
| Opening Balance                               | 602,216  | 378,271                     | 1,512,300                           | 165,742            | 7,824                  | 17,449   | 14,981       | 2,698,783   |
| Acquisitions                                  | 8,234    | 1,867                       | 76,800                              | 341,656            | 2,020                  | 9,327    | 5,422        | 445,326     |
| Write-offs                                    | (10,515) | (6,626)                     | (1,168)                             | (12,659)           | (70)                   | (993)    | 15,616       | (16,415)    |
| Depreciation                                  | -        | (22,684)                    | (165,265)                           | -                  | (1,462)                | (7,190)  | (7,135)      | (203,736)   |
| Transfers                                     |          |                             |                                     |                    |                        |          |              |             |
| Acquisitions of Deca Nordeste and DRI Resinas | 452      | 20,938                      | 160,237                             | (199,200)          | 1,002                  | 96       | 2,637        | (13,838)    |
|   | 3,959    | 17,380                      | 8,114                               | 4                  | 47                     | 133      | 78           | 29,715      |
| Net Book Value                                |          |                             |                                     |                    |                        |          |              |             |
| <b>Balance at 12/31/11</b>                    | 604,346  | 389,146                     | 1,591,018                           | 295,543            | 9,361                  | 18,822   | 31,599       | 2,939,835   |
| Cost  |          |                             |                                     |                    |                        |          |              |             |
| Accumulated Depreciation                      | 604,346  | 628,237                     | 2,558,737                           | 295,543            | 34,396                 | 50,984   | 97,502       | 4,269,745   |
| Net Book Value                                | -        | (239,091)                   | (967,719)                           | -                  | (25,035)               | (32,162) | (65,903)     | (1,329,910) |
| Net book value                                | 604,346  | 389,146                     | 1,591,018                           | 295,543            | 9,361                  | 18,822   | 31,599       | 2,939,835   |

Assets in progress substantially refer mostly to buildings, machinery, and equipment being installed.

The Company and its subsidiaries have formalized contracts for the acquisition of equipment and services totaling approximately R\$184.1 million in obligations assumed until December 31, 2011.

As provided for in Technical Interpretation ICPC 10 of the Brazilian Accounting Pronouncements Committee, approved by CVM Resolution No. 619/09, in 2011, the Company reviewed the estimated useful lives of its key assets to calculate the depreciation.

| Annual Depreciation Rates           |            |
|-------------------------------------|------------|
| Structures and Improvements         | 4.00%      |
| Machinery, Equipment and Facilities | 6.70%      |
| Furniture and Fixtures              | 10.00%     |
| Vehicles                            | 10% to 20% |
| Other Assets                        | 10% to 20% |

#### NOTE 13 – BIOLOGICAL ASSETS (FOREST RESERVES)

Through its wholly owned subsidiary Duraflora S.A., the Company is the owner of eucalyptus and pine forestry reserves, which are principally utilized as raw materials to produce wood panels, floors and components, and also for sale to third parties.

These reserves function as a guarantee of supplies for the factories, as well as a protection against risks of future wood price increases. This is a sustainable operation integrated with the manufacturing facilities, which, together with a supply network, provides a high degree of self-sufficiency in wood supplies.

At December 31, 2011 the Group had roughly 138 thousand hectares of planted areas (December 31, 2010: 136.2 thousand hectares), maintained in the States of São Paulo, Minas Gerais and Rio Grande do Sul.

##### (a) Fair value estimate

Fair value is determined based on the estimate of the volume of wood ready for harvesting, at current prices for standing wood, except for (i) forests up to two years old, which are stated at cost, because of the decision that such values approximate fair values; and (ii) forests in formation, for which the discounted cash flow method is employed.

Biological assets are measured at fair value, less selling cost at the time of harvesting.

Fair value was determined by valuing the estimated ready-to-harvest volumes at current market prices, based on volume estimates. The assumptions utilized were:

- (i) **Discounted cash flow:** estimated volume of ready-to-harvest wood considering current market prices, net of planting costs to be realized and the capital cost of land utilized for planting (brought to present value).
- (ii) **Prices:** cubic meter prices in R\$ are obtained by market surveys, which are disclosed by specialized firms in regions and for products similar to those of the Company, in addition to prices practiced in third party transactions, also in active markets.
- (iii) **Differentiation:** the volumes harvested were segregated and valued according to: (a) species – pine and eucalyptus, (b) region, (c) destination – sawmill and processing.
- (iv) **Volumes:** estimate of volumes ready for harvesting (6th year for eucalyptus and 12<sup>th</sup> year for pine), based on projected average productivity for each region and species. Average productivity may vary based on age, rotation, climatic conditions, quality of seedlings, fires, and other natural risks. In the case of mature forests, the actual volumes of wood are utilized. Rotating physical inventories are realized as of the second year of a forest's life, and the effects are incorporated in the financial statements.
- (v) **Regularity:** expectations with regard to future wood prices and volumes are reviewed at least every quarter, or as rotational physical inventories are concluded.

##### (b) Composition of balances

The balance of the biological assets is composed of the cost of forest formation and the adjustment to fair value, as shown below:

|  | 12/31/11  | 12/31/10  |
|--|-----------|-----------|
| Cost of Formation of Biological Assets | 518,927   | 471,536   |
| Difference Between Cost and Fair Value | 575,293   | 559,181   |
| Fair Value of the Biological Assets    | 1,094,220 | 1,030,717 |

The forests are unencumbered from any third party liens or warranties, including those of financial institutions. In addition, there are no forests with restricted legal title.

**(c) Changes in balances**

The following are the changes in the balances from the beginning to the end of the period:

|  | 12/31/11  | 12/31/10  |
|--|-----------|-----------|
| Opening Balance  | 1,030,717 | 870,446   |
| Variation in Fair Value  |           |           |
| Volume Price   | 154,009   | 183,765   |
| Depletion  | (137,898) | (132,173) |
| Variation in Book Value  |           |           |
| Formation  | 97,455    | 86,334    |
| Depletion  | (57,197)  | (36,110)  |
| Acquisitions   | 7,134     | 58,455    |
| Closing Balance  | 1,094,220 | 1,030,717 |
| <b>Gross Effect of the Variation in Fair Value of Biological Assets in the Statement of Income</b> |           |           |
| Variation in Fair Value  | 154,009   | 183,765   |
| Depletion in Fair Value  | (137,898) | (132,173) |

The increased balance results from an increase in planted areas to support the expansion of the Company's operations.

The positive adjustment in the value results from higher prices at present value of standing wood and greater productivity.

#### NOTE 14 – INTANGIBLE ASSETS

| Parent Company   | Software | Trademarks and Patents | Goodwill due to Future Profitability | Customer Portfolio | Total    |
|--|----------|------------------------|--------------------------------------|--------------------|----------|
| <b>Opening Balance at 01/01/10</b>   |          |                        |                                      |                    |          |
| Cost   | 29,056   | 2,178                  | 187,573                              | 329,000            | 547,807  |
| Accumulated Amortization   | (10,453) | -                      | -                                    | (7,311)            | (17,764) |
| Net Book Value   | 18,603   | 2,178                  | 187,573                              | 321,689            | 530,043  |
| <b>At 12/31/10</b>   |          |                        |                                      |                    |          |
| Opening Balance  | 18,603   | 2,178                  | 187,573                              | 321,689            | 530,043  |
| Additions  | 11,691   | 278                    | -                                    | -                  | 11,969   |
| Write-offs   | -        | -                      | -                                    | -                  | -        |
| Amortization   | (2,341)  | -                      | -                                    | (21,933)           | (24,274) |
| Merger of Cerâmica Monte Carlo   | 27       | -                      | 22,154                               | -                  | 22,181   |
| Net Book Value   | 27,980   | 2,456                  | 209,727                              | 299,756            | 539,919  |
| <b>Opening Balance at 12/31/10</b>   |          |                        |                                      |                    |          |
| Cost   | 40,774   | 2,456                  | 209,727                              | 329,000            | 581,957  |
| Accumulated Amortization   | (12,794) | -                      | -                                    | (29,244)           | (42,038) |
| Net Book Value   | 27,980   | 2,456                  | 209,727                              | 299,756            | 539,919  |
| <b>At 12/31/11</b>   |          |                        |                                      |                    |          |
| Opening Balance  | 27,980   | 2,456                  | 209,727                              | 299,756            | 539,919  |
| Additions  | 2,952    | 197                    | -                                    | -                  | 3,149    |
| Write-offs   | (156)    | -                      | -                                    | -                  | (156)    |
| Amortization   | (6,747)  | -                      | -                                    | (24,672)           | (31,419) |
| Merger of Deca Nordeste  | 2        | -                      | 17,092                               | 55,000             | 72,094   |
| Income Tax and Social Contribution on Customer Portfolio - Deca Nord.                | -        | -                      | -                                    | (18,700)           | (18,700) |
| Income Tax and Social Contribution on Transf. to Liabilities on Merger of Deca Nord. | -        | -                      | -                                    | 18,078             | 18,078   |
| Net Book Value   | 24,031   | 2,653                  | 226,819                              | 329,462            | 582,965  |
| <b>Balance at 12/31/11</b>   |          |                        |                                      |                    |          |
| Average Amortization Rate  | 20%      | 0%                     | 0%                                   | 6.67%              |          |



| Consolidated   | Software | Trademarks and Patents | Goodwill due to Future Profitability | Customer Portfolio | Total    |
|--|----------|------------------------|--------------------------------------|--------------------|----------|
| <b>Opening Balance at 01/01/10</b>   |          |                        |                                      |                    |          |
| Cost   | 29,338   | 2,181                  | 209,727                              | 329,000            | 570,246  |
| Accumulated Amortization   | (10,623) | -                      | -                                    | (7,311)            | (17,934) |
| Net Book Value   | 18,715   | 2,181                  | 209,727                              | 321,689            | 552,312  |
| <b>At 12/31/10</b>   |          |                        |                                      |                    |          |
| Opening Balance  | 18,715   | 2,181                  | 209,727                              | 321,689            | 552,312  |
| Additions  | 11,706   | 278                    | -                                    | -                  | 11,984   |
| Write-offs   | (2,371)  | -                      | -                                    | (21,933)           | (24,304) |
| Amortization   |          |                        |                                      |                    |          |
| Merger of Cerâmica Monte Carlo   | 28,050   | 2,459                  | 209,727                              | 299,756            | 539,992  |
| Net Book Value   |          |                        |                                      |                    |          |
| <b>Opening Balance at 12/31/10</b>   |          |                        |                                      |                    |          |
| Cost   | 41,044   | 2,459                  | 209,727                              | 329,000            | 582,230  |
| Accumulated Amortization   | (12,994) | -                      | -                                    | (29,244)           | (42,238) |
| Net Book Value   | 28,050   | 2,459                  | 209,727                              | 299,756            | 539,992  |
| <b>At 12/31/11</b>   |          |                        |                                      |                    |          |
| Opening Balance  | 28,050   | 2,459                  | 209,727                              | 299,756            | 539,992  |
| Additions  | 3,097    | 202                    | -                                    | -                  | 3,299    |
| Write-offs   | (160)    | -                      | -                                    | -                  | (160)    |
| Amortization   | (6,775)  | -                      | -                                    | (24,672)           | (31,447) |
| Acquisition of Louças Elisabeth  | -        | -                      | 17,092                               | 55,000             | 72,092   |
| Income Tax and Social Contribution on Customer Portfolio - Deca Nord.                | -        | -                      | -                                    | (18,700)           | (18,700) |
| Income Tax and Social Contribution on Transf. to Liabilities on Merger of Deca Nord. | -        | -                      | -                                    | 18,078             | 18,078   |
| Net Book Value   | 24,212   | 2,661                  | 226,819                              | 329,462            | 583,154  |
| <b>Balance at 12/31/11</b>   |          |                        |                                      |                    |          |
| Average Amortization Rate  | 20%      | 0%                     | 0%                                   | 6.67%              |          |

The impairment test was made by the Company's management, taking into consideration the cash-generating intangible asset. In this test were considered long-term discounted cash flow projections, and the nominal discount rate used was set at a rate of 14.2%, with no need for impairment, since the amounts are recoverable.

# NOTE 15 – LOANS AND FINANCING

| Type                             | Charges                          | Amortization          | Guarantees                                 | 12/31/11 |             | 12/31/10 |             |
|----------------------------------|----------------------------------|-----------------------|--|----------|-------------|----------|-------------|
|                                  |                                  |                       |  | Current  | Non-Current | Current  | Non-Current |
| BNDES                            | TJLP + 2.7 p.a.                  | Monthly and Quarterly | Guarantee - Ligna                          | 57,320   | 263,579     | 43,772   | 281,368     |
| BNDES                            | TJLP + 2.8 p.a.                  | Monthly and Quarterly | Surety - 70% Itaúsa and 30% Natural Person | 29,765   | 86,106      | 28,484   | 115,275     |
| BNDES                            | TJLP + 2.8 p.a.                  | Monthly and Quarterly |  | 557      | 5,018       | 521      | 4,980       |
| BNDES Revitaliza                 | 9% p.a.                          | june 2013             | Guarantee - Duratex Coml. Exp. S.A.        | 1,206    | 5,425       |          |             |
| FINAME                           | TJLP + 2.1% p.a./Fixed 5.3% p.a. | Monthly and Quarterly | Chattel Mortgage and PN                    | 180      | 50,000      |          |             |
| Industrial Credit with Swap      | 12.1% p.a.                       | Up to April 2015      | Surety - Duratex Coml. Exp. S.A.           | 565      | 5,788       | 562      | 1,031       |
| Industrial Credit                | 98.5% of CDI                     | Up to June 2014       | Surety - Duratex Coml. Exp. S.A.           | 343,711  | 150,378     | 145,405  | 345,337     |
| Industrial Credit                | SELIC + 2% p.a.                  | Up to December 2011   | Surety - Ligna                             |          | 158,508     |          |             |
| Bank Credit                      | 105% of CDI                      | Up to September 2012  |  |          |             | 11,682   | 778         |
| Floating Rate Note               | 109.3% of CDI                    | Up to December 2014   |  | 5,644    |             | 7,974    | 5,537       |
| FUNDIEST                         | 30% IGP-M per month              | Up to November 2020   | Guarantee - Ligna                          | 9,119    | 135,000     |          |             |
| FUNDOPEM                         | IPCA + 3% p.a.                   | Up to November 2024   | Surety - 70% Itaúsa and 30% Natural Person | 13,919   | 125,912     | 4,757    | 126,511     |
| PROIM/PROINVEST/PRO FLORESTA     | IGP-M + 4.0%p.a./IPCA + 6% p.a.  | up to January 2018    | Surety - Ligna and Mortgage of Assets      |          | 4,023       |          | 1,300       |
| Discounted Rural Promissory Note | 6.75% p.a.                       | Up to April 2012      | Guarantee - Duratex Coml. Exp. S.A.        | 21,047   | 24,476      | 11,818   | 43,089      |
| Financial Leasing                | CDI + 1.6% p.a.                  | Up to September 2011  | Promissory Note                            | 15,219   |             | 16,000   |             |
| Local Currency                   |                                  |                       |  | 498,252  | 1,014,213   | 271,134  | 925,206     |
| BNDES                            | Basket of currencies + 2.2% p.a. | Monthly and Quarterly | Surety - Itaúsa                            | 5,470    | 25,915      | 4,789    | 27,623      |
| BNDES                            | Basket of currencies + 2.4% p.a. | Monthly and Quarterly | Guarantee - Ligna                          | 3,761    | 10,889      | 2,837    | 13,456      |
| BNDES                            | US\$ + 1.6% p.a.                 | Monthly and Quarterly | Surety - Itaúsa                            | 955      | 4,320       |          |             |
| BNDES                            | US\$ + 2% p.a.                   | Monthly and Quarterly |  | 181      | 820         |          |             |
| Resolution No. 2770              | US\$ + 6.6% p.a.                 | Up to September 2012  |  | 15,320   |             | 13,862   | 13,329      |
| Resolution No. 2770/Swap         | Libor + 1.75% p.a.               | Up to March 2014      | Surety - Ligna - Mortgage and Trust        | 2,700    | 5,577       | 8,188    | 9,198       |
| Resolution No. 4131/Swap         | US\$ + 1.99% p.a.                | Up to March 2013      | Surety - Duraflora S.A.                    | 234      | 34,322      |          |             |
| Import financing                 | Libor + 0.5% p.a.                | Up to March 2012      | Natural Person                             | 689      |             | 1,132    | 90          |
| Import financing                 | Libor + 0.9% p.a.                | Up to February 2012   | Surety - Ligna and Notes                   | 102      |             | 1,313    | 610         |
| Foreign Currency                 |                                  |                       |  | 29,412   | 81,843      | 32,121   | 64,306      |
| Total Parent Company             |                                  |                       |  | 527,664  | 1,096,056   | 303,255  | 989,512     |
| Rural Credit Note with SWAP      | 11.5% p.a.                       | Up to September 2013  | Surety -Duratex                            | 100,484  | 102,512     | 120,516  | 89,972      |
| Export Credit Note               | 104.5% of CDI                    | Up to September 2012  | Surety -Duratex                            | 57,912   |             | 1,640    | 50,000      |
| BNDES                            | TJLP + 2.8 p.a.                  | Monthly and Quarterly | Surety - 70% Itaúsa and 30% Natural Person | 992      | 27,632      |          |             |
| BNDES                            | TJLP + 2.3 p.a.                  | Monthly and Quarterly | Surety - Itaúsa                            |          |             | 4,697    | 26,337      |
| FINAME                           | Fixed 7.4% p.a.                  | Monthly               | Chattel Mortgage and PN                    | 264      | 1,388       | 162      | 972         |
| FUNDAP                           | 1% p.a.                          | Monthly               | Surety - Duratex Coml. Exp.S.A.            | 586      |             | 325      |             |
| Local Currency                   |                                  |                       |  | 160,238  | 131,532     | 127,340  | 167,281     |
| BNDES                            | US\$ + 1.7% p.a.                 | Monthly and Quarterly | Surety - Itaúsa                            |          |             | 1,013    | 5,561       |
| Foreign Currency                 |                                  |                       |  | -        | -           | 1,013    | 5,561       |
| Total Subsidiaries               |                                  |                       |  | 160,238  | 131,532     | 128,353  | 172,842     |
|                                  |                                  |                       |  |          |             | -        |             |
| Total Consolidated               |                                  |                       |  | 687,902  | 1,227,588   | 431,608  | 1,162,354   |

Sureties and letters of guarantee securing loans and financing to Duratex S.A. were granted by Itaúsa S.A., totaling R\$364,278 (R\$362,113 at December 31, 2010), Companhia Ligna de Investimentos, in the amount of R\$324,254 (R\$377,996 at December 31, 2010), Duratex Comercial Exportadora S.A., totaling R\$717,996 (R\$506,742 at December 31, 2010) and Duraflora S.A., totaling R\$34,556. In the case of loans and financing obtained by the subsidiaries, the sureties were granted by Itaúsa S.A., totaling R\$20,036 (R\$37,608 at December 31, 2010), Ligna de Investimentos, totaling R\$8,588, Duratex S.A., totaling R\$260,908 (R\$262,128 at December 31, 2010) and Duratex Comercial Exportadora S.A., totaling R\$586 (R\$325 at December 31, 2010).

### Restrictive clauses

Loans and financing from the National Bank for Economic and Social Development (BNDES) are subject to restrictive covenants in accordance with usual market practices, which in addition to certain common obligations specify the following:

- a) MDP plant in Taquari and MDF plant in Uberaba – present operating licenses, adopt measures and actions intended to avoid or remedy damage to the environment, and measures with regard to occupational health and safety. In the loan agreement for the Taquari MDP plant, the covenants are based on the consolidated balance sheet of Companhia Ligna de Investimentos, which should maintain: current liabilities below 60% of total liabilities and EBITDA margin above 13%. In the financing agreement for the Uberaba MDF plant, the covenants are based on the balance sheet of Duratex S.A., which

should keep a debt coverage limit by means of a ratio of net bank debt vs. EBITDA\* of not over 3.5 times, and a ratio of gross debt/gross debt plus stockholders equity of not more than 0.75.

- b) HDF plant in Botucatu, MDFII plant in Agudos, industrial resins in Agudos, ceramics in Jundiaí, Deca sanitary metals in São Paulo and Jundiaí, and forestry area – during the contractual period, maintain the following ratios in the Duratex S.A. annual audited balance sheet: (i) EBITDA\*/net financial Expenses: above or equal to 3.0; (ii) EBITDA\*/net operating revenues equal to or above 0.20; and (iii) stockholders' equity/total assets equal to or above 0.45.

If these contractual obligations are not met, Duratex S.A. should provide additional guarantees.

Based on the available information the contractual obligations related to 2011 were met.

\*EBITDA – Earnings Before Interest, Taxes, Depreciation and Amortization  
 TJLP – Long-term Interest Rate  
 IPCA – Amplified Consumer Price Index  
 IGP-M – General Price Index Market)

### Loans and financing designated at fair value

Certain loans and financing (which can be identified in the table above as swap) were designated at fair value through profit or loss, as described in Note 2.7.

### Debt with Financial Institutions – Maturities

| Year  | 12/31/11<br>Parent company |                     |           | Consolidated      |                     |           |
|-------|----------------------------|---------------------|-----------|-------------------|---------------------|-----------|
|       | Local<br>Currency          | Foreign<br>Currency | Total     | Local<br>Currency | Foreign<br>Currency | Total     |
| 2013  | 357,446                    | 47,130              | 404,576   | 461,637           | 47,130              | 508,767   |
| 2014  | 311,166                    | 13,129              | 324,295   | 312,844           | 13,129              | 325,973   |
| 2015  | 171,409                    | 12,389              | 183,798   | 173,088           | 12,389              | 185,477   |
| 2016  | 85,186                     | 7,999               | 93,185    | 86,864            | 7,999               | 94,863    |
| 2017  | 28,294                     | 1,196               | 29,490    | 29,381            | 1,196               | 30,577    |
| 2018  | 23,803                     | -                   | 23,803    | 30,939            | -                   | 30,939    |
| 2019  | 17,482                     | -                   | 17,482    | 28,044            | -                   | 28,044    |
| 2020  | 17,722                     | -                   | 17,722    | 21,243            | -                   | 21,243    |
| Other | 1,705                      | -                   | 1,705     | 1,705             | -                   | 1,705     |
| Total | 1,014,213                  | 81,843              | 1,096,056 | 1,145,745         | 81,843              | 1,227,588 |

| Year  | 12/31/10<br>Parent Company |                     |         | Consolidated      |                     |           |
|-------|----------------------------|---------------------|---------|-------------------|---------------------|-----------|
|       | Local<br>Currency          | Foreign<br>Currency | Total   | Local<br>Currency | Foreign<br>Currency | Total     |
| 2012  | 407,336                    | 24,500              | 431,836 | 552,184           | 25,496              | 577,680   |
| 2013  | 101,065                    | 10,472              | 111,537 | 105,942           | 11,468              | 117,410   |
| 2014  | 110,547                    | 12,667              | 123,214 | 115,424           | 13,663              | 129,087   |
| 2015  | 154,263                    | 10,094              | 164,357 | 159,140           | 11,090              | 170,230   |
| 2016  | 77,439                     | 6,093               | 83,532  | 82,316            | 7,089               | 89,405    |
| 2017  | 22,437                     | 480                 | 22,917  | 25,349            | 1,061               | 26,410    |
| 2018  | 20,940                     | -                   | 20,940  | 20,953            | -                   | 20,953    |
| 2019  | 15,210                     | -                   | 15,210  | 15,210            | -                   | 15,210    |
| Other | 15,969                     | -                   | 15,969  | 15,969            | -                   | 15,969    |
| Total | 925,206                    | 64,306              | 989,512 | 1,092,487         | 69,867              | 1,162,354 |

### NOTE 16 – CONTINGENCIES

The Company and its subsidiaries are parties to judicial and administrative processes of a labor, civil, and tax nature arising from the normal course of business.

The respective provision for contingencies was constituted considering the evaluation of the likelihood of loss by the Company's legal advisors.

Based on the opinion of its legal advisors, the Company's management believes that the recorded provision for contingencies, presented below, is sufficient to cover any potential losses in these processes:

| Parent Company   | Tax           | Labor         | Civil        | Total         |
|--|---------------|---------------|--------------|---------------|
| <b>Balance at 01/01/11</b>                                       | <b>68,586</b> | <b>13,827</b> | <b>4,936</b> | <b>87,349</b> |
| Monetary Variance and Interest                                   | 3,426         | 2,406         | 2,324        | 8,156         |
| Constitution   | 4,427         | 6,577         | -            | 11,004        |
| Reversal   | (10,158)      | (32)          | (210)        | (10,400)      |
| Payments   | -             | (4,378)       | -            | (4,378)       |
| <b>Closing Balance at 12/31/11</b>                               | <b>66,281</b> | <b>18,400</b> | <b>7,050</b> | <b>91,731</b> |
| Judicial Deposits  | (1,805)       | (1,897)       | (4,746)      | (8,448)       |
| <b>Balance at 12/31/11 After Offsetting of Judicial Deposits</b> | <b>64,476</b> | <b>16,503</b> | <b>2,304</b> | <b>83,283</b> |

| Consolidated   | Tax            | Labor         | Civil        | Total          |
|--|----------------|---------------|--------------|----------------|
| <b>Balance at 01/01/11</b>                                       | <b>129,013</b> | <b>17,114</b> | <b>4,936</b> | <b>151,063</b> |
| Monetary Variance and Interest                                   | 6,460          | 2,792         | 2,324        | 11,576         |
| Constitution   | 4,789          | 7,244         | -            | 12,033         |
| Reversal   | (10,539)       | (37)          | (210)        | (10,786)       |
| Payments   | (2,416)        | (5,906)       | -            | (8,322)        |
| <b>Closing Balance at 12/31/11</b>                               | <b>127,307</b> | <b>21,207</b> | <b>7,050</b> | <b>155,564</b> |
| Judicial Deposits  | (13,211)       | (2,170)       | (4,746)      | (20,127)       |
| <b>Balance at 12/31/11 After Offsetting of Judicial Deposits</b> | <b>114,096</b> | <b>19,037</b> | <b>2,304</b> | <b>135,437</b> |

| Parent company   | Tax            | Labor         | Civil        | Total          |
|--|----------------|---------------|--------------|----------------|
| <b>Balance at 01/01/10</b>                                       | <b>112,558</b> | <b>7,329</b>  | <b>5,557</b> | <b>125,444</b> |
| Monetary Variance and Interest                                   | 4,370          | 1,965         | 656          | 6,991          |
| Constitution   | 3,080          | 8,986         | 183          | 12,249         |
| Reversal   | (51,422)       | -             | (179)        | (51,601)       |
| Payments   | -              | (4,453)       | (1,281)      | (5,734)        |
| <b>Closing Balance at 12/31/10</b>                               | <b>68,586</b>  | <b>13,827</b> | <b>4,936</b> | <b>87,349</b>  |
| Judicial Deposits  | (4,650)        | (1,063)       | (193)        | (5,906)        |
| <b>Balance at 12/31/10 After Offsetting of Judicial Deposits</b> | <b>63,936</b>  | <b>12,764</b> | <b>4,743</b> | <b>81,443</b>  |

| Consolidated   | Tax            | Labor         | Civil        | Total          |
|--|----------------|---------------|--------------|----------------|
| <b>Balance at 01/01/10</b>                                       | <b>171,032</b> | <b>9,827</b>  | <b>5,557</b> | <b>186,416</b> |
| Monetary Variance and Interest                                   | 8,418          | 2,556         | 656          | 11,630         |
| Constitution   | 3,317          | 10,793        | 183          | 14,293         |
| Reversal   | (53,660)       | -             | (179)        | (53,839)       |
| Payments   | (94)           | (6,062)       | (1,281)      | (7,437)        |
| <b>Closing Balance at 12/31/10</b>                               | <b>129,013</b> | <b>17,114</b> | <b>4,936</b> | <b>151,063</b> |
| Judicial Deposits  | (7,163)        | (1,284)       | (193)        | (8,640)        |
| <b>Balance at 12/31/10 After Offsetting of Judicial Deposits</b> | <b>121,850</b> | <b>15,830</b> | <b>4,743</b> | <b>142,423</b> |

Tax contingencies principally involve legal discussions on the Summere Plan (summer 1989 anti-inflationary measures) and the PIS six-monthly credits.

**(a) Summer Plan**

Refers to the lawsuit demanding the right to update for inflation the 1989 fiscal year balance sheet by utilizing the full IPC inflation index (gross rate) of 70.28%, thereby avoiding distortions that the non-recognition of the actual inflation rate would cause to the Company's balance sheet and also the taxation on income. A sentence was obtained acknowledging the right to adjust the balance sheet in accordance with the rate of 42.72%, which was effected in the fiscal years of 1994 to 1996. Though the Regional Federal Court (TRF) was opposed to the sentence, the Company obtained, by means of a writ of prevention, the suspension of the appeals in the Superior Court of Justice (STF), and the sentence was maintained. At December 31, 2011 there was a provision of R\$50,340 (R\$48,794 at December 31, 2010) relating to the offsetting of income tax and social contribution on net income.

**(b) PIS – six-monthly payments**

Refers to the appeal intended to acknowledge the right of paying PIS pursuant to Complementary Law No. 7/70. A final favorable and unappealable sentence was obtained in the lawsuit in 1997, which led the Company and its subsidiaries to offset the amounts in connection with the credits computed in accordance with the legal procedure. However, the discussions with the authorities are in progress in respect of the expiry of these credits and the abandonment of execution of the lawsuit. The credits are also subject to approval by the tax authorities. Because of these discussions, the amounts compensated against IRPJ, CSLL, IPI and COFINS have been provisioned and totaled R\$20,392 (R\$19,380 at December 31, 2010).

**(c) Contingencies not provisioned**

The Company and its subsidiaries are involved in other tax lawsuits totaling R\$61,060, which, in the opinion of the legal advisors, present a possible chance of loss. No provision has, therefore, been constituted.

**(d) Contingent assets**

The Company and its subsidiaries are discussing in court the refund of taxes and contributions, the likelihood of success of which is considered to be probable according to legal counsel. Because the amounts, presented below, represent contingent assets, they have not been recognized in the financial statements:

|  | 12/31/11       | 12/31/10       |
|--|----------------|----------------|
| IPI Credit Premium from 1960 to 1985   | 96,365         | 88,238         |
| Monetary Restatement of Federal Power Company (Eletrobás) Credits  | 58,160         | 52,533         |
| Refund of Withholding Tax on Net Income (ILL) Paid on Dividend Distributions from 1989 to 1992   | 9,973          | 7,800          |
| INSS (Social Security) - Accident Insurance (SAT), Alteration of Rural Tax Rate, Transport Benefits (Fares and Passes) and Health Insurance Plan | 8,044          | 5,135          |
| COFINS Judicial Deposit  | 3,229          | 3,023          |
| PIS - Calculation Basis  | 2,401          | 1,191          |
| PIS and COFINS - Manaus Free Trade Zone  | 1,928          | 1,508          |
| PIS and COFINS - Remittance of Commissions on Overseas Sales   | 2,253          | 1,681          |
| Other  | 1,306          | 1,352          |
| <b>Total</b>   | <b>183,659</b> | <b>162,461</b> |

**NOTE 17 – RURAL LEASE**

The rural lease refers to an agreement entered into by the subsidiary Duraflores S.A. with Ligna Florestal Ltda. (controlled by Companhia Ligna de Investimentos), in connection with property in the State of Minas Gerais and Rio Grande do Sul, where the forests are located. The monthly charges for this lease are R\$1,109. This agreement will expire in July 2036 and may be renewed automatically for a further 15 years, and will be readjusted annually by the average price practiced by the Company for the sale of MDP panels.

The minimum future payments are as follows:

| <b>linearization</b> |         |
|----------------------|---------|
| 2012                 | 13,308  |
| 2013 to 2017         | 66,540  |
| 2017 Onwards         | 247,307 |
| Total                | 327,155 |

Furthermore, in compliance with CPC 06 – “Leases”, the subsidiary Duraflora S.A. records the costs of the rural lease agreements on the straight-line method.

#### NOTE 18 – STOCKHOLDERS’ EQUITY

##### (a) Capital

The authorized capital of Duratex S.A. is 920,000,000 (nine hundred and twenty million) shares and the fully subscribed and paid-up capital is R\$1,550,000, represented by 550,035,331 registered common shares with no par value.

As provided in the Ordinary and Extraordinary General Meeting held on April 29, 2011, the capital was increased from R\$1,288,085 to R\$1,550,000, through capitalization of revenue reserves and, at the same time, a stock dividend, allocating to shareholders two new shares for each lot of 10 (ten) shares which they owned at the end of the date, April 29, 2011.

##### (b) Treasury shares

|  | <b>Nº of Shares</b> | <b>Amount</b> |
|--|---------------------|---------------|
| Balance at 12/31/10                              | 524,572             | 8,890         |
| Acquisitions                                     | 1,190,000           | 14,142        |
| Stock Dividend at the End of the Date - 04/29/11 | 174,914             |               |
| Balance at 12/31/11                              | 1,889,486           | 23,032        |

#### Prices

| <b>Minimum</b> | <b>Maximum</b> | <b>Weighted Average</b> | <b>Lastest Quotation</b> |
|----------------|----------------|-------------------------|--------------------------|
| 2.86           | 15.65          | 12.17                   | 8.92                     |

Based on the most recent market quotation on December 31, 2011, the value of treasury shares is R\$16,854 (R\$9,363 at December 31, 2010).

##### (c) Equity reserves

|                                       | <b>Parent Company<br/>12/31/11</b> | <b>Consolidated<br/>12/31/10</b> |
|---------------------------------------|------------------------------------|----------------------------------|
| <b>Capital Reserves</b>               | <b>307,932</b>                     | <b>303,103</b>                   |
| Premium on the Subscription of Shares | 218,720                            | 218,720                          |
| Tax Incentives                        | 13,705                             | 13,705                           |
| Prior to Law No. 6404                 | 18,426                             | 18,426                           |
| Options Granted                       | 69,857                             | 60,596                           |
| Options Granted to Be Appropriated    | (12,776)                           | (8,344)                          |
| Revaluation Reserves                  | 89,721                             | 104,590                          |
| <b>Revenue Reserves</b>               | <b>1,355,588</b>                   | <b>1,360,660</b>                 |
| Legal                                 | 96,053                             | 77,616                           |
| Statutory                             | 1,251,785                          | 1,280,772                        |
| Tax Incentives                        | 7,750                              | 2,272                            |
| Treasury Shares                       | (23,032)                           | (8,890)                          |
| <b>Carrying Value Adjustments</b>     | <b>416,823</b>                     | <b>412,141</b>                   |

The amount presented in capital reserves as premium on the subscription of shares refers to the additional amount paid by shareholders in relation to the nominal value per share at the time of the subscription for the shares.

The amounts for options granted in capital reserves refer to the recognition of the award of the options on the grant date.

As provided in the bylaws, the balance appropriated to the statutory reserve will be utilized for: (i) Reserve for Dividend Equalization; (ii) Reserve for Working Capital Increase; and (iii) Reserve for Capital Increase in Associated Companies.

##### (d) Dividends

Under the bylaws, the stockholders are assured a minimum mandatory dividend corresponding to 30% of net income. The are presented as follows dividend calculation, the amounts paid/ credited and the balance payable:

Dividends at December 31, 2011 were calculated as follows:

|  |                |
|--|----------------|
| <b>Net Income for the Year</b>           | <b>374,212</b> |
| (-) Tax Incentives                       | (5,478)        |
| (-) Legal Reserve                        | (18,437)       |
| (-) Realization of Revaluation Reserve   | 14,868         |
| <b>Adjusted net Income</b>               | <b>365,165</b> |
| <b>Minimum Compulsory Dividend (30%)</b> | <b>109,550</b> |

| <b>Dividends Declared in the Year</b>  | <b>Gross Amount</b> | <b>Withholding Tax (IRRF)</b> | <b>Net Amount</b> |
|--|---------------------|-------------------------------|-------------------|
| The Board of Director at a meeting held on July 29, 2011 resolved to credit interest on capital, on account of the compulsory dividend for 2011, the amount of R\$0.108694714 per share, totaling R\$59,656; the payment was made by August 15, 2011.  | 59,655              | (8,948)                       | 50,707            |
| The Board of Director at a meeting held on December 9, 2011, <i>ad referendum</i> of the General Meeting, decided to pay interest on own capital in December 29, 2011 according to the compulsory dividend of 2011 an amount of R\$0.1180 per share, totaling R\$64,680; the payment will be made by April 30, 2012. | 64,680              | (9,702)                       | 54,978            |
| <b>Dividends Provisioned at 12/31/11</b>   | <b>3,865</b>        |                               | <b>3,865</b>      |
| <b>Remuneration</b>  | <b>128,200</b>      | <b>(18,650)</b>               | <b>109,550</b>    |

#### NOTE 19 – INSURANCE COVERAGE

At December 31, 2011, the Company and its subsidiaries had insurance coverage against fire and various risks of property, plant and equipment, inventories and civil liability totaling R\$3,440 million. The Company does not have a forest insurance coverage. For minimizing the risk it maintains an internal fire brigade, fire trucks and motorized guards. The Company has not suffered relevant losses with forest fires.

#### NOTE 20 – NET SALES REVENUE

The reconciliation of gross and net sales revenues is as follows:

|                                  | <b>Parent Company</b> |                 | <b>Consolidated – According to IFRS</b> |                 |
|----------------------------------|-----------------------|-----------------|---|-----------------|
|                                  | <b>12/31/11</b>       | <b>12/31/10</b> | <b>12/31/11</b>                         | <b>12/31/10</b> |
| Gross Sales Revenue              | 3,664,522             | 3,413,282       | 3,828,277                               | 3,544,055       |
| Domestic Market                  | 3,563,070             | 3,339,394       | 3,693,306                               | 3,431,314       |
| Foreign Market                   | 101,452               | 73,888          | 134,971                                 | 112,741         |
| Taxes and Contributions on Sales | (835,134)             | (780,197)       | (857,912)                               | (802,245)       |
| Net Sales Revenue                | 2,829,388             | 2,633,085       | 2,970,365                               | 2,741,810       |
| Total                            | 380,541               | 322,491         | 411,427                                 | 362,293         |



## NOTE 21 – EXPENSES BY NATURE

|  | Parent Company   |                  | Consolidated –<br>According to IFRS |                  |
|--|------------------|------------------|-------------------------------------|------------------|
|  | 12/31/11         | 12/31/10         | 12/31/11                            | 12/31/10         |
| Variation in Fair Value of Biological Assets                           | -                | -                | (154,009)                           | (183,765)        |
| Variations in the Inventories of Finished Products and Work in Process | (373,428)        | (127,468)        | (349,680)                           | (175,214)        |
| Raw Materials and Consumption Materials                                | 1,647,963        | 1,275,622        | 1,515,983                           | 1,135,505        |
| Remuneration, Charges and Benefits to Employees                        | 529,246          | 446,695          | 581,348                             | 498,611          |
| Depreciation Charges, Amortization and Impairment                      | 191,479          | 163,450          | 402,519                             | 398,623          |
| Transport Expenses   | 173,396          | 154,119          | 177,634                             | 166,667          |
| Advertising Expenses   | 53,435           | 46,189           | 53,724                              | 46,530           |
| Other Expenses   | 216,835          | 185,253          | 181,633                             | 155,077          |
| <b>Total</b>   | <b>2,438,926</b> | <b>2,143,860</b> | <b>2,409,152</b>                    | <b>2,042,034</b> |

## NOTE 22 – FINANCIAL INCOME AND EXPENSES

|   | Parent Company   |                  | Consolidated –<br>According to IFRS |                  |
|---|------------------|------------------|-------------------------------------|------------------|
|   | 12/31/11         | 12/31/10         | 12/31/11                            | 12/31/10         |
| <b>Financial Income</b>                 |                  |                  |                                     |                  |
| Remuneration on Financial Investments   | 35,915           | 21,830           | 70,172                              | 43,889           |
| Foreign Exchange Variances              | 7,015            | (688)            | 8,365                               | (3,388)          |
| Indexation Adjustment                   | 6,396            | 2,443            | 7,942                               | 3,482            |
| Interest and Discounts Obtained         | 4,497            | 4,878            | 5,053                               | 5,014            |
| Operations with Subsidiaries            | 68               | 1,094            | -                                   | -                |
| Fair Value                              | (44)             | 5,128            | (45)                                | (651)            |
| Fundap Discount                         | -                | -                | 6,634                               | 4,353            |
| Others                                  | 10               | (818)            | 10                                  | (322)            |
| <b>Total</b>                            | <b>53,857</b>    | <b>33,867</b>    | <b>98,131</b>                       | <b>52,377</b>    |
| <b>Financial Expenses</b>               |                  |                  |                                     |                  |
| Charges on Financing - Local Currency   | (140,548)        | (95,927)         | (171,042)                           | (109,682)        |
| Charges on Financing - Foreign Currency | (18,361)         | (8,350)          | (19,381)                            | (8,813)          |
| Foreign Exchange Variances              | (3,764)          | (8,510)          | (4,853)                             | (6,717)          |
| Indexation Adjustment                   | (2,547)          | (2,463)          | (5,887)                             | (5,253)          |
| Derivatives                             | 7,585            | (2,981)          | 7,916                               | (1,300)          |
| Bank Charges                            | (4,874)          | (4,152)          | (5,647)                             | (4,782)          |
| Tax on Financial Operations             | (2,939)          | (1,624)          | (3,248)                             | (2,196)          |
| Others                                  | (1,807)          | (4,915)          | (17,895)                            | (11,514)         |
| <b>Total</b>                            | <b>(167,255)</b> | <b>(128,922)</b> | <b>(220,037)</b>                    | <b>(150,257)</b> |
| <b>Total Financial Result</b>           | <b>(113,398)</b> | <b>(95,055)</b>  | <b>(121,906)</b>                    | <b>(97,880)</b>  |

## NOTE 23 – OTHER OPERATING INCOME (EXPENSES), NET

|   | Parent Company |               | Consolidated – According to IFRS |               |
|---|----------------|---------------|----------------------------------|---------------|
|   | 12/31/11       | 12/31/10      | 12/31/11                         | 12/31/10      |
| Tax Recovery on the Lawsuit on PIS Six-monthly Payments, Complementary Law No. 7/70 |                | 36,444        | 36,444                           |               |
| Gains from Enrollment in Tax Amnesty Law  |                | 3,530         |                                  | 3,947         |
| Profit Sharing and Stock Option   | (15,226)       | (22,750)      | (15,226)                         | (22,750)      |
| Gain (Loss) on Disposal of Assets and Other Operating Income and Expenses           | 30,161         | 11,320        | 43,960                           | 8,253         |
| <b>Total</b>  | <b>14,935</b>  | <b>28,544</b> | <b>28,734</b>                    | <b>25,894</b> |

<sup>1</sup> Sale of the wood panels plant in Jundiá for a total of R\$28,929 million and the sale of the farm Boa Esperança from our wholly owned subsidiary Duraflores S.A. in the amount of R\$13,442.

## NOTE 24 – INCOME TAX AND SOCIAL CONTRIBUTION

### Reconciliation of income tax and social contribution expenses

Statement of reconciliation between income and social contribution tax expenses, at the nominal and effective rates:

|   | Parent Company  |                 | Consolidated – According to IFRS |                  |
|---|-----------------|-----------------|----------------------------------|------------------|
|   | 12/31/11        | 12/31/10        | 12/31/11                         | 12/31/10         |
| <b>Profit before Income Tax and Social Contribution</b>                               | <b>413,276</b>  | <b>563,907</b>  | <b>454,460</b>                   | <b>617,675</b>   |
| Income Tax and Social Contribution at the Rates of 25% and 9%, Respectively           | (140,514)       | (191,728)       | (154,516)                        | (210,008)        |
| <b>Income Tax and Social Contribution on Additions and Deductions from the Result</b> | <b>101,450</b>  | <b>94,716</b>   | <b>74,916</b>                    | <b>59,580</b>    |
| Income from Foreign Investments   | -               | -               | (788)                            | 1,219            |
| Interest on Capital   | 51,426          | 45,177          | 51,426                           | 45,177           |
| Equity in Results of Investees  | 45,690          | 40,211          | -                                | -                |
| Other Additions and Exclusions  | 4,334           | 9,328           | 24,278                           | 13,184           |
| <b>Income Tax and Social Contribution on Profit for the Period</b>                    | <b>(39,064)</b> | <b>(97,012)</b> | <b>(79,600)</b>                  | <b>(150,428)</b> |
| In the Results:   |                 |                 |                                  |                  |
| Current Income Tax and Social Contribution  | (24,661)        | (59,339)        | (59,421)                         | (98,930)         |
| Deferred Income Tax and Social Contribution   | (14,403)        | (37,673)        | (20,179)                         | (51,498)         |

## NOTE 25 – STOCK OPTION PLAN

As provided in the bylaws, the Company has a stock option plan with the objective of integrating the executives into the Company's medium- and long-term development process, enabling them to participate in the appreciation that their work and dedication will bring to Duratex's shares.

These options will grant their owners the right, pursuant to the Plan's conditions, to subscribe common shares of the authorized capital of Duratex.

The rules and operating procedures related to the Plan will be proposed by the Committee designated by the Board of Directors of the Company. Periodically, this Committee will submit to the Board of Directors proposals for the implementation of the Plan.

Options will only be granted for the fiscal years during which sufficient profits were earned to permit the mandatory minimum dividend distribution to shareholders. The total quantity of options to be granted during each fiscal year should not exceed 0.5% (one-half percent) of the total number

of shares owned by the controlling and non-controlling shareholders at the end of that same fiscal year.

The exercise price payable to Duratex will be defined by the Committee when granting the option. In order to define the exercise price, the Committee will consider the average price of Duratex's common shares in the BM&FBOVESPA trading sessions in a period of 5 to 90 days prior to the options' issue date, at the discretion of the Committee, which may also add or subtract an adjustment of up to 30%. The prices established will be readjusted until the month prior to the exercise of the options by the IGP-M index, or, in its absence, by an index specified by the Committee.

|                                  | 2006      | 2007      | 2008      | 2009      | 2010      | 2011      |
|----------------------------------|-----------|-----------|-----------|-----------|-----------|-----------|
| Total Stock Options Granted      | 2,659,180 | 2,787,050 | 2,678,901 | 2,517,951 | 1,333,914 | 1,875,322 |
| Exercise Price on the Grant Date | 11.16     | 11.82     | 15.34     | 9.86      | 16.33     | 13.02     |
| Fair Value on the Grant Date     | 9.79      | 8.88      | 7.26      | 3.98      | 7.04      | 5.11      |
| Deadline to Exercise             | 10 Years  | 10 Years  | 10 Years  | 8 Years   | 8 Years   | 8.5 Years |
| Vesting Period                   | 1.5 Years | 1.5 Years | 1.5 Years | 3 Years   | 3 Years   | 3.5 Years |

The following economic assumptions were utilized to determine these amounts:

|                                       | 2006   | 2007   | 2008   | 2009   | 2010   | 2011   |
|---------------------------------------|--------|--------|--------|--------|--------|--------|
| Volatility of Share Price             | 34.80% | 36.60% | 36.60% | 46.20% | 38.50% | 32.81% |
| Dividend Yield                        | 2.00%  | 2.00%  | 2.00%  | 2.00%  | 2.00%  | 2.00%  |
| Risk-free Rate of Return <sup>1</sup> | 8.90%  | 7.60%  | 7.20%  | 6.20%  | 7.10%  | 5.59%  |
| Actual Exercise Rate                  | 96.63% | 96.63% | 96.63% | 96.63% | 96.63% | 96.63% |

The Company settles this benefit plan by transferring shares, which are kept in treasury until the actual exercise of the options by the executives.

<sup>1</sup> General Market Price Index (IGP-M)

Statement of value and appropriation of the options granted:

| Grant Date              | Qty. Granted | Maturity date | Term for the Year | Grant price | Balance to be Exercised |            | Option Price | Total Value | 2007                | 2008                | 2009               | Allocation         |                    | Other Periods       |
|-------------------------|--------------|---------------|-------------------|-------------|-------------------------|------------|--------------|-------------|---------------------|---------------------|--------------------|--------------------|--------------------|---------------------|
|                         |              |               |                   |             | dec/10                  | dec/11*    |              |             |                     |                     |                    | 2010               | dez/11             |                     |
| 03/30/06                | 2,659,180    | From 07/01/07 | To 12/31/16       | 11.16       | 40,714                  | 48,856     | 11.42        | 586         | 586                 | -                   | -                  | -                  | -                  | -                   |
| 01/31/07                | 2,787,050    | From 07/01/08 | To 12/31/17       | 11.82       | 2,112,699               | 2,535,227  | 10.36        | 24,758      | 16,020              | 8,738               | -                  | -                  | -                  | -                   |
| 02/13/08                | 2,678,901    | From 07/01/09 | To 12/31/18       | 15.34       | 2,443,506               | 2,932,193  | 8.47         | 19,456      | -                   | 12,160              | 7,296 <sup>5</sup> | -                  | -                  | -                   |
| 06/30/09                | 2,517,951    | From 07/01/12 | To 12/31/17       | 9.86        | 1,652,752               | 1,983,285  | 4.64         | 9,194       | -                   | -                   | 1,669 <sup>6</sup> | 5,288              | 1,490              | 747                 |
| 04/14/10                | 1,333,914    | From 01/01/14 | To 12/31/18       | 16.33       | 1,220,697               | 1,464,818  | 8.21         | 8,716       | -                   | -                   | -                  | 2,319              | 2,132              | 4,265               |
| 06/29/11                | 1,875,322    | From 12/31/14 | To 12/31/19       | 13.02       | -                       | 1,875,322  | 5.11         | 9,583       | -                   | -                   | -                  | -                  | 1,374              | 8,209               |
| Total                   | 13,852,318   |               |                   |             | 7,470,368               | 10,839,701 |              | 72,293      | 16,606              | 20,898              | 8,965              | 7,607              | 4,996              | 13,221              |
| Effective Exercise Rate |              |               |                   |             |                         |            |              | 96.63%      | 96.63%              | 96.63%              | 96.63%             | 96.63%             | 96.63%             | 96.63%              |
| Value Established       |              |               |                   |             |                         |            |              | 69,857      | 16,046 <sup>1</sup> | 20,193 <sup>2</sup> | 8,663              | 7,350 <sup>3</sup> | 4,829 <sup>4</sup> | 12,776 <sup>7</sup> |

<sup>1</sup> amount recorded against retained earnings in the transition balance sheet.

<sup>2</sup> amount recorded against income for 2008.

<sup>3</sup> amount recorded against income for 2009 in the former Duratex S.A.

<sup>4</sup> amount recorded against income for the second half-year of 2009.

<sup>5</sup> amount recorded against income for 2010.

<sup>6</sup> amount recorded against income for 2011.

<sup>7</sup> amount to be recorded income until December 2019.

\* Contemplated with stock dividend of 20% as provided in the Ordinary and Extraordinary General Meeting held on April 29, 2011.

At December 31, 2011, the Company had 1,889,486 treasury shares that could be utilized for the exercise of options.

## NOTE 26 – PRIVATE PENSION PLAN

The Company and its subsidiaries are part of a group of sponsors of Fundação Itaúsa Industrial, a non-profit organization which has as its objective the administration of private plans for granting pension or supplementary income benefits, similar to those of the National Social Security. The Fundação Itaúsa manages a Defined Contribution Plan (DC Plan) and a Defined Benefit Plan (DB Plan).

### Defined Contribution Plan – (DC Plan)

This plan is offered to every employee, and at December 31, 2011 had 5,856 participants (5,515 at December 31, 2011).

In the DC-PAI plan (Individual Retirement Plan) there is no actuarial risk, and the investment risk is borne by the participants. The regulations provide for sponsor contributions of 50% to 100% of the amount paid in by participants.

### Pension Program Fund

The contributions by sponsors that remain in the Plan as a result of participants who opted to be paid out or who anticipated their retirement formed the Pension Program Fund, which, according to the Plan's regulations, is being utilized to compensate the contributions by sponsors.

The present value of normal future contributions, calculated by Towers Watson, according to the projected unit credit method, was recognized in the December 31, 2011 financial statements under "Pension Plan Credits" in the amount of R\$78,108 (R\$66,802 at December 31, 2010). The increase of R\$11,306 was recognized in the statement of income under the "Other net operating income (expenses)". Presented below the conciliation of the recognized amounts in the financial statements:

| Assets and Liabilities Relating to DB Plan                        | 12/31/11  | 12/31/10  |
|---|-----------|-----------|
| Present Value of the Actuarial Obligations                        | (629,390) | (587,782) |
| Fair Value of Assets  | 851,052   | 795,905   |
| (Liabilities)/Assets Calculated Based on Item 54 of CPC 33/IAS 19 | 221,662   | 208,123   |
| Restriction on Assets Due to Limit (item 58 of CPC 33/IAS 19)     | (143,554) | (141,321) |
| Assets and Liabilities Relating to DB Plan                        | 78,108    | 66,802    |

### Defined Benefit Plan – (DB Plan)

The DB Plan has the basic purpose of granting benefits in the form of a lifetime monthly income to complement National Social Security payments, according to its regulations. This plan is being discontinued and access by new participants is not permitted.

The Plan covers the following benefits: a retirement supplement, based on the period of contribution, special conditions, age, disability, lifetime monthly income, retirement premium, and death benefit.

As required by CVM Resolution No. 600 of October 7, 2009, Towers Watson, an independent actuary, calculated for Fundação Itaúsa Industrial the amounts to be recognized in the financial statements. Because the recognition of the surplus depends on the occurrence or non-occurrence of one or more uncertain events (approval of the request for special reserve destination by the

National Superintendence of Pension Funds (PREVIC) and maintenance of the contingency reserve amounts of the plan), the Company management opted not to recognize the asset.

Presented below the position on December 31, 2011:

| Assets and Liabilities Relating to DB Plan                               | 12/31/11      | 12/31/10      |
|--|---------------|---------------|
| Present Value of the Actuarial Obligations                               | (66,269)      | (64,462)      |
| Fair Value of Assets   | 124,965       | 122,303       |
| <b>(Liabilities)/Assets Calculated Based on Item 54 of CPC 33/IAS 19</b> | <b>58,696</b> | <b>57,841</b> |
| Restriction on Assets Due to Limit (Item 58 of CPC 33/IAS 19)            | (58,696)      | (57,841)      |
| <b>Assets and Liabilities Relating to DB Plan</b>                        | <b>-</b>      | <b>-</b>      |

### Actuarial Assumptions

| Economic Assumptions               | 12/31/11 | 12/31/10 |
|------------------------------------|----------|----------|
| Discount Rate                      | 9.52%    | 9.20%    |
| Estimated Rate of Return on Assets | 10.37%   | 10.56%   |
| Future Salary Increases            | 7.43%    | 7.12%    |
| Growth of Benefits                 | 4.30%    | 4.00%    |
| Inflation                          | 4.30%    | 4.00%    |
| Capacity Factor                    |          |          |
| Salaries                           | 100%     | 100%     |
| Benefits                           | 100%     | 100%     |

| Economic Assumptions   | 12/31/11                                   | 12/31/10                                   |
|--|--|--|
| Mortality Table  | AT - 2000                                  | AT - 2000                                  |
| Mortality Table for Disabled   | RRB 1983                                   | RRB 1983                                   |
| Table of Entry into Disability                                       | Modified RRB 1944                          | Modified RRB 1944                          |
| Turnover Table   | Null                                       | Null                                       |
| Retirement Age   | First Age Entitled to One of the Benefits  | First Age Entitled to One of the Benefits  |
| % of Participation of Married Active Participants on Retirement Date | 95%  | 95%  |
| Age Difference Between Participant and Spouse                        | Wives Are Four Years Younger than Husbands | Wives Are Four Years Younger than Husbands |
| Actuarial Method   | Projected Unit Credit                      | Projected Unit Credit                      |

## NOTE 27 – EARNINGS PER SHARE

### (a) Basic

The basic earnings per share is calculated by dividing the net income attributable to the Company's stockholders by the weighted average number of common shares outstanding during the period, excluding the common shares purchased by the Company as treasury shares.

|   | 12/31/11 | 12/31/10 |
|---|----------|----------|
| Earnings Attributable to the Company's Stockholders                 | 374,212  | 466,895  |
| Weighted Average Number of Common Shares Issued (in thousands)      | 550,035  | 458,362  |
| Weighted Average of Treasury Shares (in thousands)                  | (1,377)  | (481)    |
| Weighted Average Number of Common Shares Outstanding (in thousands) | 548,658  | 457,881  |
| Basic Earnings per Share  | 0.6820   | 1.0197   |

## NOTE 28 – INFORMATION ON BUSINESS SEGMENTS

Management defined the operating segments based on reports utilized to make strategic decisions and reviewed by the Supervisory Board.

The Supervisory Board analyzes the business based on two main segments: the Wood Division and the Deca Division. The segments presented in the financial statements are strategic business units that provide distinct goods and services. There are no sales between the segments.

|  | 12/31/11         |                  |                  | 12/31/10         |                |                  |
|--|------------------|------------------|------------------|------------------|----------------|------------------|
|  | Wood             | Deca             | Consolidated     | Wood             | Deca           | Consolidated     |
| <b>Net Sales Revenue</b>                             | <b>1,875,979</b> | <b>1,094,386</b> | <b>2,970,365</b> | <b>1,830,285</b> | <b>911,525</b> | <b>2,741,810</b> |
| Domestic Market                                      | 1,780,982        | 1,054,987        | 2,835,969        | 1,755,189        | 873,880        | 2,629,069        |
| Foreign Market                                       | 94,997           | 39,399           | 134,396          | 75,096           | 37,645         | 112,741          |
| Variation in the Fair Value of the Biological Assets | 154,009          | -                | 154,009          | 183,765          | -              | 183,765          |
| Cost of Goods Sold                                   | (1,085,975)      | (629,900)        | (1,715,875)      | (985,595)        | (475,799)      | (1,461,394)      |
| Depreciation/Amortization/Depletion                  | (212,454)        | (46,216)         | (258,670)        | (175,563)        | (38,985)       | (214,548)        |
| Depletion of Adjustment in the Biological Assets     | (137,898)        | -                | (137,898)        | (132,173)        | -              | (132,173)        |
| <b>Gross Profit</b>                                  | <b>593,661</b>   | <b>418,270</b>   | <b>1,011,931</b> | <b>720,719</b>   | <b>396,741</b> | <b>1,117,460</b> |
| Selling Expenses                                     | (188,387)        | (155,568)        | (343,955)        | (183,736)        | (124,618)      | (308,354)        |
| Administrative and General Expenses                  | (69,386)         | (37,377)         | (106,763)        | (74,284)         | (35,046)       | (109,330)        |
| Other Operating Income (Expenses)                    | 17,686           | (2,533)          | 15,153           | (7,535)          | 23,314         | 15,779           |
| <b>Operating Income Before</b>                       |                  |                  |                  |                  |                |                  |
| <b>Financial Result</b>                              | <b>353,574</b>   | <b>222,792</b>   | <b>576,366</b>   | <b>455,164</b>   | <b>260,391</b> | <b>715,555</b>   |

### (b) Diluted

The diluted earnings per share is calculated by adjusting the weighted average number of common shares outstanding, assuming the conversion of all dilutive potential common shares, resulting from the stock option program.

|   | 12/31/11 | 12/31/10 |
|---|----------|----------|
| Earnings Attributable to the Company's Stockholders                 | 374,212  | 466,895  |
| Weighted Average Number of Common Shares Issued (in thousands)      | 550,035  | 458,362  |
| Call Options for Shares   | 10,840   | 7,963    |
| Weighted Average of Treasury Shares (in thousands)                  | (1,377)  | (481)    |
| Weighted Average Number of Common Shares Outstanding (in thousands) | 559,498  | 465,844  |
| Diluted Earnings per Share  | 0.6688   | 1.0023   |

These operating segments have been defined based on the reports used for decision-making by the Supervisory Board. The accounting policies of each segment are the same as described in Note 2.

## NOTE 29 – BUSINESS COMBINATIONS

On February 4, 2011, Duratex S.A. acquired all the corporate shares of Elizabeth Louças Sanitárias Ltda., for R\$80 million. This transaction is covered by CPC 15 approved by CVM Resolution No. 580 of July 31, 2009. Therefore the recorded assets and liabilities were stated at their fair value.

Details of the book value and fair value of the net amounts acquired and goodwill are as follows:

|   | Fair value    | Book value of the Acquired Entity |
|---|---------------|-----------------------------------|
| <b>Assets</b>   | <b>95,416</b> | <b>37,240</b>                     |
| Cash and Cash Equivalents   | 236           | 236                               |
| Trade Accounts Receivable   | 6,114         | 6,193                             |
| Inventories   | 1,298         | 988                               |
| Taxes and Contribution Recoverable  | 45            | 45                                |
| Other Credits   | 90            | 63                                |
| Property, Plant and Equipment   | 32,633        | 29,715                            |
| Contractual Relation with the Customer<br>(Included in Intangible Assets - Note 14) | 55,000        | -                                 |
| <b>Liabilities</b>  | <b>32,508</b> | <b>12,724</b>                     |
| Suppliers   | 1,842         | 1,862                             |
| Personnel   | 1,729         | 1,729                             |
| Accounts Payable  | 352           | 352                               |
| Taxes and Contributions   | 1,010         | 1,010                             |
| Provisions for Contingencies  | 10            | 10                                |
| Deferred Income Tax and Social Contribution   | 27,565        | 7,761                             |
| <b>Total Net Assets</b>   | <b>62,908</b> | <b>24,516</b>                     |
| <b>Goodwill (Note 14)</b>   | <b>17,092</b> |                                   |
| <b>Total Consideration for the Purchase</b>   | <b>80,000</b> |                                   |

## NOTE 30 – SUBSEQUENT EVENT

### Private Issuance of Debentures Convertible into Shares

In the material fact of April 18, 2011, Duratex S.A. ("Company") reported a strategic decision to expand its operations in the segment of MDF, through investments of its own and third party resources for:

- (i) the implementation, at the Company's industrial unit located in Itapetininga - SP of: a new line of medium density fiberboards (MDF), with effective capacity of 520 thousand m<sup>3</sup>/year, a new low-pressure coating line, and an impregnator of laminated paper at low pressure; and
- (ii) acquisition, by the Company, within the domestic market of machinery and equipment required for the project described in subsection (i).

In this context, the Company disclosed in compliance with CVM Instruction No. 358/02 that the Banco Nacional de Desenvolvimento Economico e Social (BNDES) approved:

- the provision of financial cooperation to the Company in the amount of R\$178,722; and
- its participation, through BNDESPAR subsidiary, in the Company's private placement of debentures with the total issuance amount of R\$99,999, being of a floating charge type, convertible into shares, and assuming the commitment to underwrite and pay debentures, at least, as assignee of the preemptive rights of the Controlling Shareholders.

# INDEPENDENT AUDITOR'S LIMITED ASSURANCE REPORT ON THE ANNUAL SUSTAINABILITY REPORT FOR 2011

**To the Board of Directors  
Duratex S.A.**

## **INTRODUCTION**

We have been engaged to perform a limited assurance engagement on the accompanying annual Sustainability Report for 2011 of Duratex S.A. for the year ended December 31, 2011.

## **MANAGEMENT'S RESPONSIBILITY FOR THE ANNUAL SUSTAINABILITY REPORT FOR 2011**

The management of Duratex S.A. is responsible for the preparation and presentation of the annual Sustainability Report for 2011, in accordance with the criteria and guidelines for sustainability reports of the Global Reporting Initiative (GRI-G3). This responsibility includes designing, implementing and maintaining internal control over the proper preparation and presentation of the annual Sustainability Report for 2011.

## **RESPONSIBILITY OF THE PROFESSIONAL**

Our responsibility is to provide a limited assurance report on the information disclosed in the annual Sustainability Report for 2011 of Duratex S.A. for the year ended December 31, 2011, based on the work performed.

## **PROCEDURES APPLIED**

Our limited assurance engagement was performed in accordance with the Brazilian Accounting Standard NBC TO 3000, "Assurance Engagements Other than Audit and Review", issued by the Federal Accounting Council (CFC). This standard requires that we comply with ethical requirements and plan and perform the assurance engagement to obtain limited assurance whether any matters come to our attention that cause us to believe that the annual Sustainability Report for 2011 of Duratex S.A. does not comply, in all material respects, with the criteria and guidelines for sustainability reports of the Global Reporting Initiative (GRI-G3).

The procedures selected depend on the independent auditor's judgment, including the evaluation of risks that the Sustainability Report does not significantly meet the criteria and guidelines for sustainability reports of the Global Reporting Initiative (GRI-G3). Within the scope of our work, the procedures conducted included the following, among others: (i) planning the work, taking into consideration the materiality and the volume of information presented in the annual Sustainability Report for 2011; (ii) obtaining an understanding of the internal controls; (iii) examining, on a test basis, evidence that supports the quantitative and qualitative data in the annual Sustainability Report for 2011; (iv) understanding of the procedures and calculation methodology for the consolidation of in-



dicators; (v) comparing, on a sampling basis, the indicators disclosed in the annual Sustainability Report for 2011 with the quantitative and qualitative data; (vi) interviewing the members of management responsible for the information through visits to the Company's administrative unit; and (vii) comparing information of a financial nature with that in the accounting records.

The procedures to obtain evidence in a limited assurance engagement are more limited than in a reasonable assurance engagement; accordingly, the assurance level is substantially lower than that which would be obtained in a reasonable assurance engagement. Consequently, we were unable to express, and we do not express, a reasonable assurance opinion on the annual Sustainability Report which was the object of our work.

#### **SCOPE AND LIMITATIONS**

The objective of our work was to evaluate whether the data included in the annual Sustainability Report for 2011 of Duratex S.A., with respect to obtaining qualitative information and measuring and calculating quantitative information, are presented in accordance with the criteria and guidelines for sustainability reports of the Global Reporting Initiative (GRI-G3). Opinions, historical information, descriptive information and information resulting from subjective evaluations and evaluation of legal compliance of the information included in the annual Sustainability Report for 2011 were not included in the scope of the work performed. Additionally, we point out that the information relating to certain indicators with technical measures may present variations, since the accuracy depends on the nature of the indicator and is subject to the method used as reference.

#### **CONCLUSION**

Based on the procedures carried out and evidence obtained, nothing has come to our attention that causes us to believe that the annual Sustainability Report for 2011 of Duratex S.A., for the year ended December 31, 2011, does not comply, in all material respects, with the criteria described above (Scope and limitations).

São Paulo, April 26, 2012.

PricewaterhouseCoopers  
Auditores Independentes  
CRC 2SP000160/0-5

Manuel Luiz da Silva Araújo  
Contador CRC 1RJ039600/0-7 "S" SP



## Statement GRI Application Level Check

GRI hereby states that **Duratex S.A.** has presented its report "2011 Sustainability and Annual Report" to GRI's Report Services which have concluded that the report fulfills the requirement of Application Level A+.

GRI Application Levels communicate the extent to which the content of the G3 Guidelines has been used in the submitted sustainability reporting. The Check confirms that the required set and number of disclosures for that Application Level have been addressed in the reporting and that the GRI Content Index demonstrates a valid representation of the required disclosures, as described in the GRI G3 Guidelines.

Application Levels do not provide an opinion on the sustainability performance of the reporter nor the quality of the information in the report.

Amsterdam, 14 May 2012

A handwritten signature in blue ink, appearing to read "Nelmara Arbex".

Nelmara Arbex  
Deputy Chief Executive  
Global Reporting Initiative



The "+" has been added to this Application Level because Duratex S.A. has submitted (part of) this report for external assurance. GRI accepts the reporter's own criteria for choosing the relevant assurance provider.

*The Global Reporting Initiative (GRI) is a network-based organization that has pioneered the development of the world's most widely used sustainability reporting framework and is committed to its continuous improvement and application worldwide. The GRI Guidelines set out the principles and indicators that organizations can use to measure and report their economic, environmental, and social performance. [www.globalreporting.org](http://www.globalreporting.org)*

**Disclaimer:** Where the relevant sustainability reporting includes external links, including to audio visual material, this statement only concerns material submitted to GRI at the time of the Check on 2 May 2012. GRI explicitly excludes the statement being applied to any later changes to such material.

# GRI GLOBAL REPORTING INDEX

GRI 3.12

The Company organized the Annual and Sustainability Report 2011 based on items measured with greater relevance on the Panel of Stakeholders fulfilled last year. Those items are presented on "About this Report" and they are highlighted along the report. The other indicators were not reported because they were not considered materials on the evaluations of stakeholders and the Company.

| Profile Indicators           |  |                           |                          |
|------------------------------|--|---------------------------|--------------------------|
| 1. Strategy and Analysis     |  | Pages RAS                 | Pages DCs Global Compact |
| 1.1                          | Declaration of the holder of the post with the greatest decision-making power in the organisation, with respect to the importance of sustainability for the organisation and its strategy.   | 14 to 21                  |                          |
| 1.2                          | Description of the main impacts, risks and opportunities.  | 36 to 38                  | 139 to 142               |
| 2. Organisational Profile    |  | Pages RAS                 | Pages DCs Global Compact |
| 2.1                          | Name of the organisation.  | 1                         | 132                      |
| 2.2                          | Main brand names, products and/or services.  | 1                         | 132                      |
| 2.3                          | Operational structure of the organisation, including the main divisions, operational units, subsidiaries and joint ventures.   | 1                         | 132                      |
| 2.4                          | Location of the company's headquarters.  | 1                         |                          |
| 2.5                          | Number of countries in which the organisation operates and the name of the countries in which its main operations are located or which are particularly significant with respect to sustainability questions covered by this report.                                 | 1                         | 132                      |
| 2.6                          | Type and legal nature of ownership.  | 2                         | 132                      |
| 2.7                          | Markets served (including geographical breakdown, sectors served and type of clients/beneficiaries).   | 1                         | 132                      |
| 2.8                          | Size of the organisation.  | 1, 10 and 100 to 104      | 111 to 123               |
| 2.9                          | Principal changes during the period covered by the report with respect to size, structure or shareholding.   | 8                         | 111 to 123               |
| 2.10                         | Awards received during the period covered by the report.   | 42 and 43                 |                          |
| 3. Parameters for the report |  | Pages RAS                 | Pages DCs Global Compact |
| 3.1                          | Period covered by the report (such as financial year/calendar year) for the information presented.   | 8                         |                          |
| 3.2                          | Date of the most recent previous report (if there is one).   | 8                         |                          |
| 3.3                          | Report publication frequency (annually, every two years, etc.).  | 8                         |                          |
| 3.4                          | Contact data for questions posed with respect to the report or its content.  | 9 and 180                 |                          |
| 3.5                          | Process for the definition of report content, including: a) determination of materiality; b) prioritisation of themes in the report; c) identification of which stakeholders the organisation expects to use the report.   | 8 and 9                   |                          |
| 3.6                          | Scope of the report (such as countries, divisions, subsidiaries, leased installations, joint ventures, suppliers).   | 8 and 9                   |                          |
| 3.7                          | Declaration of any specific limits with regard to this scope or limit of the report.   | There are no declarations |                          |
| 3.8                          | Basis for the drawing up of the report, with respect to joint ventures, subsidiaries, leased installations, outsourced operations and other organisations which could significantly affect comparison between the periods and/or between organisations.              | 8 and 9                   |                          |
| 3.9                          | Techniques for measuring data and calculation bases, including those that are hypothetical and technical, which form the basis of the estimates applied in the compilation of the indicators and other information in the report.                                    | 8 and 9                   |                          |
| 3.10                         | Explanation of the consequences of any reformulation of information provided in previous reports, and the reasons for such reformulation (such as mergers or acquisitions, change in the accounting year, in the nature of the business, or in measurement methods). | 8                         |                          |
| 3.11                         | Significant changes in comparison to previous years, with respect to this scope, limit or measurement methods applied in the report.   | 8                         |                          |
| 3.12                         | Table that identifies the location of the information in the report.   | 174 to 179                |                          |
| 3.13                         | Current policy and practice with respect to the external verification of the report.   | 8 and 9                   | 109 and 110              |

| 4. Governance, commitments and engagement |   |  | Pages RAS | Pages DCs       | Global Compact |
|---|---|--|-----------|-----------------|----------------|
| 4.1                                       | Governance structure of the organisation, including committees reporting to the highest body of corporate governance, responsible for specific tasks, such as the establishment of strategy or supervision of the organisation.   |  | 27 to 34  |                 |                |
| 4.2                                       | Indication of whether the president of the highest corporate governance body is also the chief executive officer (and, if this be the case, his or her function within the management of the organisation, and the reasons for this structure).   |  | 27        |                 |                |
| 4.3                                       | For organisations with a unit administration structure, declaration of the number of independent members or non-executive members in the highest corporate governance body.   |  | 27        |                 |                |
| 4.4                                       | Mechanisms whereby shareholders and employees can make recommendations or provide guidance to the highest body of corporate governance.   |  | 27 and 53 |                 |                |
| 4.5                                       | Relationship between the remuneration of members of the highest body of corporate governance, the executive board and other executives (including rescinded agreements) and the performance of the organisation (including social and environmental performance).   |  | 26        | 148, 165 to 167 |                |
| 4.6                                       | Processes in force within the highest governance body to ensure that conflicts of interest are avoided.   |  | 27        |                 |                |
| 4.7                                       | Process for the determination of the qualifications and the knowledge of the members of the highest body of corporate governance, to define the strategy of the organisation on questions related to economic, environmental and social themes.   |  | 34        |                 |                |
| 4.8                                       | Declaration of mission and values, codes of conduct and internal principles which are significant for economic, environmental and social performance, as well as the stage of implementation.   |  | 26 and 27 |                 |                |
| 4.9                                       | Procedures of the highest body of corporate governance for the supervision and identification and management by the organisation of economic, environmental and social performance, including significant risks on opportunities, as well as adhesion or compliance to internationally agreed standards, codes of conduct and principles.   |  | 27        |                 |                |
| 4.10                                      | Processes for performance self-evaluation of the highest governance body, especially with respect to economic, environmental and social performance.  |  | 27        |                 |                |
| 4.11                                      | Explanation of how the organisation applies the principle of precaution.  |  | 36 to 38  |                 |                |
| 4.12                                      | Letters, principles or other initiatives developed externally, of an economic, environmental or social nature, which the organisation subscribes to or endorses.  |  | 44 and 63 |                 |                |
| 4.13                                      | Participation in associations (such as industry federations) and/or national/international defence organisations in which the organisation: a) holds a seat with groups responsible for corporate governance; b) forms part of projects or committees; c) to which it contributes an amount in addition to the basic rate of an associated organisation; d) considers its action as an associate to be strategic. |  | 63        |                 |                |
| 4.14                                      | Relationship of stakeholder groups engaged by the organisation.   |  | 44 to 73  |                 |                |
| 4.15                                      | Basis for the identification of stakeholders with which the company engages.  |  | 44 to 73  |                 |                |
| 4.16                                      | Approach for the engagement of stakeholders, including frequency of engagement by stakeholder type and group.   |  | 44 to 73  |                 |                |
| 4.17                                      | Main themes and concerns raised as a result of engagement with stakeholders and the measures taken by the organisation to deal with them.   |  | 44 to 73  |                 |                |

| Economic performance indicators |     |   | Pages RAS             | Pages DCs   | Global Compact |
|---------------------------------|-----|---|-----------------------|-------------|----------------|
| ASPECT: ECONOMIC PERFORMANCE    |     |   | Pages RAS             | Pages DCs   | Global Compact |
| ESSENTIAL                       | EC1 | Direct economic value generated and distributed, including revenues, operating costs, employee compensation, donations and other community investments, retained earnings, and payments to capital providers and governments. | 10, 79 and 100 to 104 | 130         |                |
| ESSENTIAL                       | EC2 | Financial implications and other risks and opportunities for the organization's activities due to climate change.   | 38                    |             | 7, 8 and 9     |
| ESSENTIAL                       | EC3 | Coverage of the organization's defined benefit plan obligations.  | 56                    | 167 and 168 |                |
| ESSENTIAL                       | EC4 | Significant financial assistance received from government.  | 85                    |             |                |
| ASPECT: MARKET PRESENCE         |     |   | Págs. RAS             | Págs. DCs   | Pacto Global   |
| ADDITIONAL                      | EC5 | Range of ratios of standard entry level wage by gender compared to local minimum wage at significant locations of operation.  |                       |             | Not material   |
| ESSENTIAL                       | EC6 | Policy, practices, and proportion of spending on locally-based suppliers at significant locations of operation.   |                       |             | Not material   |
| ESSENTIAL                       | EC7 | Procedures for local hiring and proportion of senior management hired from the local community at locations of significant operation.   |                       |             | Not material   |

| ASPECT: INDIRECT ECONOMIC IMPACTS       |      |  | Pages RAS | Pages DCs    | Global Compact |
|---|------|--|-----------|--------------|----------------|
| ESSENTIAL                               | EC8  | Development and impact of infrastructure investments and services provided primarily for public benefit through commercial, in-kind, or pro bono engagement.   |           | Not material |                |
| ADDITIONAL                              | EC9  | Understanding and describing significant indirect economic impacts, including the extent of impacts.   |           | Not material |                |
| Environmental Performance Indicators    |      |  |           |              |                |
| ASPECT: MATERIALS                       |      |  | Pages RAS | Pages DCs    | Global Compact |
| ESSENTIAL                               | EN1  | Materials used by weight or volume.  |           | Not material |                |
| ESSENTIAL                               | EN2  | Percentage of materials used that are recycled input materials.  |           | Not material |                |
| ASPECT: ENERGY                          |      |  | Pages RAS | Pages DCs    | Global Compact |
| ESSENTIAL                               | EN3  | Direct energy consumption by primary energy source.  |           | Not material |                |
| ESSENTIAL                               | EN4  | Indirect energy consumption by primary source.   |           | Not material |                |
| ADDITIONAL                              | EN5  | Energy saved due to conservation and efficiency improvements.  |           | Not material |                |
| ADDITIONAL                              | EN6  | Initiatives to provide energy-efficient or renewable energy based products and services, and reductions in energy requirements as a result of these initiatives.   |           | Not material |                |
| ADDITIONAL                              | EN7  | Initiatives to reduce indirect energy consumption and reductions achieved.   |           | Not material |                |
| ASPECT: WATER                           |      |  | Pages RAS | Pages DCs    | Global Compact |
| ESSENTIAL                               | EN8  | Total water withdrawal by source.  | 70 and 71 |              | 7, 8 and 9     |
| ADDITIONAL                              | EN9  | Water sources significantly affected by withdrawal of water.   | 70 and 71 |              | 7, 8 and 9     |
| ADDITIONAL                              | EN10 | Percentage and total volume of water recycled and reused.  | 70 and 71 |              | 7, 8 and 9     |
| ASPECT: BIODIVERSITY                    |      |  | Pages RAS | Pages DCs    | Global Compact |
| ESSENTIAL                               | EN11 | Location and size of land owned, leased, managed in, or adjacent to, protected areas and areas of high biodiversity value outside protected areas.   |           | Not material |                |
| ESSENTIAL                               | EN12 | Description of significant impacts of activities, products, and services on biodiversity in protected areas and areas of high biodiversity value outside protected areas.                                    |           | Not material |                |
| ADDITIONAL                              | EN13 | Habitats protected or restored.  |           | Not material |                |
| ADDITIONAL                              | EN14 | Strategies, current actions, and future plans for managing impacts on biodiversity.  |           | Not material |                |
| ADDITIONAL                              | EN15 | Number of IUCN Red List species and national conservation list species with habitats in areas affected by operations, by level of extinction risk.   |           | Not material |                |
| ASPECT: EMISSIONS, EFFLUENTS, AND WASTE |      |  | Pages RAS | Pages DCs    | Global Compact |
| ESSENTIAL                               | EN16 | Total direct and indirect greenhouse gas emissions by weight.  | 72 and 73 |              | 7, 8 and 9     |
| ESSENTIAL                               | EN17 | Other relevant indirect greenhouse gas emissions by weight.  | 72 and 73 |              | 7, 8 and 9     |
| ADDITIONAL                              | EN18 | Initiatives to reduce greenhouse gas emissions and reductions achieved.  | 72 and 73 |              | 7, 8 and 9     |
| ESSENTIAL                               | EN19 | Emissions of ozone-depleting substances by weight.   | 72 and 73 |              | 7, 8 and 9     |
| ESSENTIAL                               | EN20 | NO, SO, and other significant air emissions by type and weight.  | 72 and 73 |              | 7, 8 and 9     |
| ESSENTIAL                               | EN21 | Total water discharge by quality and destination.  | 72        |              | 7, 8 and 9     |
| ESSENTIAL                               | EN22 | Total weight of waste by type and disposal method.   | 72        |              | 7, 8 and 9     |
| ESSENTIAL                               | EN23 | Total number and volume of significant spills.   | 72        |              | 7, 8 and 9     |
| ADDITIONAL                              | EN24 | Weight of transported, imported, exported, or treated waste deemed hazardous under the terms of the Basel Convention Annex I, II, III, and VIII, and percentage of transported wasteshipped internationally. | 72        |              | 7, 8 and 9     |
| ADDITIONAL                              | EN25 | Identity, size, protected status, and biodiversity value of water bodies and related habitats significantly affected by the reporting organization's discharges of water and runoff.                         | 72        |              | 7, 8 and 9     |

| ASPECT: PRODUCTS AND SERVICES                          |      |   | Pages RAS | Pages DCs    | Global Compact |
|--|------|---|-----------|--------------|----------------|
| ESSENTIAL  | EN26 | Initiatives to mitigate environmental impacts of products and services, and extent of impact mitigation.  | 94        |              | 7, 8 and 9     |
| ESSENTIAL  | EN27 | Percentage of products sold and their packaging materials that are reclaimed by category.   | 94        |              | 7, 8 and 9     |
| ASPECT : COMPLIANCE                                    |      |   | Pages RAS | Pages DCs    | Global Compact |
| ESSENTIAL  | EN28 | Monetary value of significant fines and total number of non-monetary sanctions for noncompliance with environmental laws and regulations.   |           | Not material |                |
| ASPECT : TRANSPORT                                     |      |   | Pages RAS | Pages DCs    | Global Compact |
| ADICIONAL  | EN29 | Significant environmental impacts of transporting products and other goods and materials used for the organization's operations, and transporting members of the workforce.       |           | Not material |                |
| ASPECT : OVERALL                                       |      |   | Pages RAS | Pages DCs    | Global Compact |
| ADICIONAL  | EN30 | Total environmental protection expenditures and investments by type.  |           | Not material |                |
| Labor Practices and Decent Work Performance Indicators |      |   |           |              |                |
| ASPECT: EMPLOYMENT                                     |      |   | Pages RAS | Pages DCs    | Global Compact |
| ESSENTIAL  | LA1  | Total workforce by employment type, employment contract, and region, broken down by gender.   |           | Not material |                |
| ESSENTIAL  | LA2  | Total number and rate of new employee hires and employee turnover by age group, gender, and region.   |           | Not material |                |
| ADICIONAL  | LA3  | Benefits provided to full-time employees that are not provided to temporary or parttime employees, by significant locations of operation.   |           | Not material |                |
| ASPECT: LABOR/MANAGEMENT RELATIONS                     |      |   | Pages RAS | Pages DCs    | Global Compact |
| ESSENTIAL  | LA4  | Percentage of employees covered by collective bargaining agreements.  |           | Not material |                |
| ESSENTIAL  | LA5  | Minimum notice period(s) regarding operational changes, including whether it is specified in collective agreements.   |           | Not material |                |
| ASPECT: OCCUPATIONAL HEALTH AND SAFETY                 |      |   | Pages RAS | Pages DCs    | Global Compact |
| ADICIONAL  | LA6  | Percentage of total workforce represented in formal joint management-worker health and safety committees that help monitor and advise on occupational health and safety programs. |           | Not material |                |
| ESSENTIAL  | LA7  | Rates of injury, occupational diseases, lost days, and absenteeism, and total number of work-related fatalities, by region and by gender.   |           | Not material |                |
| ESSENTIAL  | LA8  | Education, training, counseling, prevention, and risk-control programs in place to assist workforce members, their families, or community members regarding serious diseases.     |           | Not material |                |
| ADDITIONAL   | LA9  | Health and safety topics covered in formal agreements with trade unions.  |           | Not material |                |
| ASPECT: TRAINING AND EDUCATION                         |      |   | Pages RAS | Pages DCs    | Global Compact |
| ESSENTIAL  | LA10 | Average hours of training per year per employee by gender, and by employee category.  |           | Not material |                |
| ADDITIONAL   | LA11 | Programs for skills management and lifelong learning that support the continued employability of employees and assist them in managing career endings.                            |           | Not material |                |
| ADDITIONAL   | LA12 | Percentage of employees receiving regular performance and career development reviews, by gender.  | 56        |              |                |
| ASPECT: DIVERSITY AND EQUAL OPPORTUNITY                |      |   | Pages RAS | Pages DCs    | Global Compact |
| ESSENTIAL  | LA13 | Composition of governance bodies and breakdown of employees per employee category according to gender, age group, minority group membership, and other indicators of diversity.   |           | Not material |                |
| ESSENTIAL  | LA14 | Ratio of basic salary and remuneration of women to men by employee category, by significant locations of operation.   |           | Not material |                |

| Human Rights Performance Indicators                      |     |  |           |                          |
|--|-----|--|-----------|--------------------------|
| ASPECT: INVESTMENT AND PROCUREMENT PRACTICES             |     |  | Pages RAS | Pages DCs Global Compact |
| ESSENTIAL  | HR1 | Percentage and total number of significant investment agreements and contracts that include clauses incorporating human rights concerns, or that have undergone human rights screening.                            |           | Not material             |
| ESSENTIAL  | HR2 | Percentage of significant suppliers, contractors, and other business partners that have undergone human rights screening, and actions taken.   |           | Not material             |
| ADDITIONAL   | HR3 | Total hours of employee training on policies and procedures concerning aspects of human rights that are relevant to operations, including the percentage of employees trained.                                     |           | Not material             |
| ASPECT: NON-DISCRIMINATION                               |     |  | Pages RAS | Pages DCs Global Compact |
| ESSENTIAL  | HR4 | Total number of incidents of discrimination and corrective actions taken.  |           | Not material             |
| ASPECT: FREEDOM OF ASSOCIATION AND COLLECTIVE BARGAINING |     |  | Pages RAS | Pages DCs Global Compact |
| ESSENTIAL  | HR5 | Operations and significant suppliers identified in which the right to exercise freedom of association and collective bargaining may be violated or at significant risk, and actions taken to support these rights. |           | Not material             |
| ASPECT: CHILD LABOR                                      |     |  | Pages RAS | Pages DCs Global Compact |
| ESSENTIAL  | HR6 | Operations and significant suppliers identified as having significant risk for incidents of child labor, and measures taken to contribute to the effective abolition of child labor.                               |           | Not material             |
| ASPECT: FORCED AND COMPULSORY LABOR                      |     |  | Pages RAS | Pages DCs Global Compact |
| ESSENTIAL  | HR7 | Operations and significant suppliers identified as having significant risk for incidents of forced or compulsory labor, and measures to contribute to the elimination of all forms of forced or compulsory labor.  |           | Not material             |
| ASPECT: SECURITY PRACTICES                               |     |  | Pages RAS | Pages DCs Global Compact |
| ADDITIONAL   | HR8 | Percentage of security personnel trained in the organization's policies or procedures concerning aspects of human rights that are relevant to operations.  |           | Not material             |
| ASPECT: INDIGENOUS RIGHTS                                |     |  | Pages RAS | Pages DCs Global Compact |
| ADDITIONAL   | HR9 | Total number of incidents of violations involving rights of indigenous people and actions taken.   |           | Not material             |
| Society Performance Indicators                           |     |  |           |                          |
| ASPECT: LOCAL COMMUNITIES                                |     |  | Pages RAS | Pages DCs Global Compact |
| ESSENTIAL  | S01 | Percentage of operations with implemented local community engagement, impact assessments, and development programs.  | 60 a 63   |                          |
| ASPECT: CORRUPTION                                       |     |  | Pages RAS | Pages DCs Global Compact |
| ESSENTIAL  | S02 | Percentage and total number of business units analyzed for risks related to corruption.  | 58        | 10                       |
| ESSENTIAL  | S03 | Percentage of employees trained in organization's anti-corruption policies and procedures.   | 58        | 10                       |
| ESSENTIAL  | S04 | Actions taken in response to incidents of corruption.  | 58        | 10                       |
| ASPECT : PUBLIC POLICY                                   |     |  | Pages RAS | Pages DCs Global Compact |
| ESSENTIAL  | S05 | Public policy positions and participation in public policy development and lobbying.   |           | Not material             |
| ADDITIONAL   | S06 | Total value of financial and in-kind contributions to political parties, politicians, and related institutions by country.   |           | Not material             |
| ASPECT: ANTI-COMPETITIVE BEHAVIOR                        |     |  | Pages RAS | Pages DCs Global Compact |
| ADDITIONAL   | S07 | Total number of legal actions for anticompetitive behavior, anti-trust, and monopoly practices and their outcomes.   |           | Not material             |
| ASPECT: COMPLIANCE                                       |     |  | Pages RAS | Pages DCs Global Compact |
| ESSENTIAL  | S08 | Monetary value of significant fines and total number of non-monetary sanctions for noncompliance with laws and regulations.  |           | Not material             |

| Product Responsibility Performance Indicators |     |  |           |                          |
|---|-----|--|-----------|--------------------------|
| ASPECT: CUSTOMER HEALTH AND SAFETY            |     |  | Pages RAS | Pages DCs Global Compact |
| ESSENTIAL                                     | PR1 | Life cycle stages in which health and safety impacts of products and services are assessed for improvement, and percentage of significant products and services categories subject to such procedures. | 88 and 94 |                          |
| ADDITIONAL                                    | PR2 | Total number of incidents of non-compliance with regulations and voluntary codes concerning health and safety impacts of products and services during their life cycle, by type of outcomes.           | 88 and 94 |                          |
| ASPECT: PRODUCT AND SERVICE LABELING          |     |  | Pages RAS | Pages DCs Global Compact |
| ESSENTIAL                                     | PR3 | Type of product and service information required by procedures, and percentage of significant products and services subject to such information requirements.  | 88 and 94 |                          |
| ADDITIONAL                                    | PR4 | Total number of incidents of non-compliance with regulations and voluntary codes concerning product and service information and labeling, by type of outcomes.   | 88 and 94 |                          |
| ADDITIONAL                                    | PR5 | Practices related to customer satisfaction, including results of surveys measuring customer satisfaction.  | 50        |                          |
| ASPECT: MARKETING COMMUNICATIONS              |     |  | Pages RAS | Pages DCs Global Compact |
| ESSENTIAL                                     | PR6 | Programs for adherence to laws, standards, and voluntary codes related to marketing communications, including advertising, promotion, and sponsorship.   |           | Not material             |
| ADDITIONAL                                    | PR7 | Total number of incidents of non-compliance with regulations and voluntary codes concerning marketing communications, including advertising, promotion, and sponsorship by type of outcomes.           |           | Not material             |
| ASPECT: CUSTOMER PRIVACY                      |     |  | Pages RAS | Pages DCs Global Compact |
| ADDITIONAL                                    | PR8 | Total number of substantiated complaints regarding breaches of customer privacy and losses of customer data.   |           | Not material             |
| ASPECT: COMPLIANCE                            |     |  | Pages RAS | Pages DCs Global Compact |
| ESSENTIAL                                     | PR9 | Monetary value of significant fines for noncompliance with laws and regulations concerning the provision and use of products and services.   |           | Not material             |



# CORPORATE INFORMATION

GRI 3.4

## INVESTOR RELATIONS DEPARTMENT

**Director: Flavio Marassi Donatelli**

Phone: 11 3179.7148

Fax: 11 3179.7300

[diretoria-ri@duratex.com.br](mailto:diretoria-ri@duratex.com.br)

**Executive Manager: Alvaro Penteadó de Castro**

Phone: 11 3179.7259

Fax: 11 3179.7355

[investidores@duratex.com.br](mailto:investidores@duratex.com.br)

## CORPORATE SUSTAINABILITY MANAGEMENT

**Executive Manager: João Carlos Redondo**

Phone: 11 3543.4072

Fax: 11 3543.3017

[sustentabilidade@duratex.com.br](mailto:sustentabilidade@duratex.com.br)

## DURATEX

Av. Paulista, 1.938 – 5º andar – Bela Vista – São Paulo (SP)

Phone: 11 3179.7733

Zip Code: 01310-942

PO Box: 7611

[www.duratex.com.br](http://www.duratex.com.br)

## SUBSIDIARIES IN BRAZIL

**Duraflora S.A.**

Av. Paulista, 1.938 – Bela Vista – São Paulo (SP)

Zip Code: 01310-942

## SUBSIDIARIES ABROAD

**Deca Piazza**

Zavaleta, 190 – 1.437

Buenos Aires, Argentina

Phone: 005411 4909.0900

Fax: 005411 4909.0992

**Deca North America**

1208 Easttchester Drive, Suite 202 High Point – NC

27265 3165 – USA

Toll free: 877-802 1250

Phone: 001-336-885-1225

Fax: 001-336-885-1501

**Duratex North America**

1208 Easttchester Drive, Suite 202 High Point – NC

27265 3167 – USA

Phone: 001-336-885-1500

Fax: 001-336-885-1501

**Duratex Europe**

Xavier de Cocklaan, 66, Unit 8 Latem Business Park 9831

Sint – Martens – Latem – Belgium

Phone: 0032-15-28-60-70

Fax: 0032-15-28-60-79

## SERVICES TO CONSUMERS (SAC)

**Deca:** [deca@deca.com.br](mailto:deca@deca.com.br) ou 0800-011-7073 (SAC)

**Wood Panels:** [rino.responde@duratex.com.br](mailto:rino.responde@duratex.com.br) or 0800-055-7474 (SAC)

**Duraflor:** [sac@duraflor.com.br](mailto:sac@duraflor.com.br) or 0800-770-3872 (SAC)

# CREDITS

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## EDITING AND GENERAL COORDINATION

Executive Management of Investor Relations

## CONSULTANCY FOR CONTENT AND GRAPHIC DESIGN

TheMediaGroup

## PHOTOS

Duratex archives

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