

Interfood Shareholding Company

**Seperated financial statements
Quarter 2 - 2013**

Interfood Shareholding Company

Corporate information

Investment Licence No.	270/GP	16/11/1991
Investment Certificate No.	472033000328 (1st amendment)	28/11/2007
	472033000328 (2nd amendment)	20/05/2010
	472033000328 (3rd amendment)	22/04/2011
	472033000328 (4th amendment)	18/10/2011

The Company's investment licence has been amended several times, the most recent of which is by investment licence No. 270 CPH/GCNDDC3-BHK dated 23 August 2006. The investment licence and its amendments were issued by the Ministry of Planning and Investment and are valid for 50 years.

The investment certificates were issued by the Dong Nai Industrial Zone Authority and are valid for 50 years from the date of the initial investment licence.

Board of Management:	Michio Nagabayashi	Chairman
	Toru Yamasaki	Member
	Hiroshi Fujikawa	Member
	Nguyen Thi Kim Lien	Member
	Pang Tze Wei	Member
Board of Director:	Michio Nagabayashi	General Director
	Kazufumi Nagashima	Director/General Manager of Factory
	Hidefumi Matsuo	Director/General Manager of Administration
	Nguyen Thi Kim Lien	Director/General Manager of Finance
	Takaaki Suemitsu	Director/General Manager of Sales and Marketing
Registered Office	Lot 13, Tam Phuoc Industrial Zone Bien Hoa City Dong Nai Province Vietnam	
Auditors	KPMG Limited Vietnam	

Interfood Shareholding Company

Report of the Board of Directors

The Board of Directors is responsible for the preparation and presentation of the separated financial statements in accordance with Vietnamese Accounting Standards, the Vietnamese Accounting System and the relevant statutory requirements. In the opinion of the Board of Directors:

- (a) the separated financial statements set out on pages 4 to 28 are prepared and presented so as to give a true and fair view of the separated financial position of the Company as at 30 June 2013, and of the separated results of operations and the separated cash flows of the Company for the year then ended in accordance with the Vietnamese Accounting Standards, the Vietnamese Accounting System and the relevant statutory requirements; and
- (b) at the date of this statement, there are no reasons to believe that the Company will not be able to pay its debts as and when they fall due.

The Board of Directors has, on the date of this statement, authorised these separated financial statements for issue.

On behalf of the Board of Directors

Signed and sealed

Michio Nagabayashi
Chairman, General Director
Dong Nai province, dated 14 August 2013.

Interfood Shareholding Company

Seperated balance sheet

			30/06/2013	31/12/2012
ASSETS	Code	Notes	VND'000	VND'000
Current assets (100=110+130+140+150)	100		364,652,487	394,740,754
Cash	110	4	30,612,727	81,642,948
Accounts receivable	130	5	146,133,459	154,689,431
Trade accounts receivable - trade	131		14,419,380	14,959,024
Prepayments to suppliers	132		7,071,730	3,035,244
Intercompany receivables	133		123,996,208	131,506,846
Other receivables	135		646,141	5,188,317
Inventories	140	6	182,622,707	157,649,819
Inventories	141		189,098,403	164,125,515
Allowance for inventories	149		(6,475,696)	(6,475,696)
Other current assets	150		5,283,594	758,556
Short term prepayments	151		1,989,354	12,726
Deductible value added tax	152		2,874,116	-
Other current assets	158		420,124	745,830
Long-term assets (200=220+260)	200		309,206,325	320,730,559
Longterm receivable	210	5	24,993,600	24,993,600
Longterm intrareceivable	213		24,993,600	24,993,600
Fixed assets	220		184,181,796	196,391,440
Tangible fixed assets	221	7	174,552,371	187,993,216
Cost	222		377,276,032	379,932,567
Accumulated depreciation	223		(202,723,661)	(191,939,351)
Intangible fixed assets	227	8	8,090,580	-
Cost	228		8,369,566	-
Accumulated depreciation	229		(278,986)	-
Construction in progress	230	9	1,538,845	8,398,224
Long-term financial investments	250		94,145,809	94,145,809
Investment in subsidiary company	251	10	94,145,809	94,145,809
Other long-term assets	260		5,885,120	5,199,710
Long-term prepayments	261	11	4,370,362	3,684,952
Other long-term assets	268		1,514,758	1,514,758
TOTAL ASSETS (270=100+200)	270		673,858,812	715,471,313

Interfood Shareholding Company

Separated balance sheet

			30/06/2013	31/12/2012
RESOURCES	Code	Notes	VND'000	VND'000
LIABILITIES (300=310+330)	300		640,286,723	676,501,188
Current liabilities	310		500,489,338	466,528,559
Short-term borrowings	311	12	347,094,000	364,490,000
Trade accounts payable-trade	312	13	120,806,881	66,406,162
Advances from customers	313		5,341,555	6,552,905
Taxes payable to State Treasury	314	14	422,321	2,516,127
Payable to employees	315		9,248,135	8,421,739
Accrued expenses	316	15	16,716,046	16,956,554
Other payables	319	16	860,400	1,185,072
Long term liabilities	330		139,797,385	209,972,629
Long-term deposits	333		26,139	26,139
Long-term borrowings	334	17	136,734,000	206,841,368
Provision for severance allowance	337	18	3,037,246	3,105,122
EQUITY (400=410)	400		33,572,089	38,970,125
Owners' equity	410	19	33,572,089	38,970,125
Share capital	411	20	381,443,888	381,443,888
Share premium	412		85,035,704	85,035,704
Difference of exchange rate	413		-	-
Accumulated losses	420		(432,907,503)	(427,509,467)
TOTAL RESOURCES (440=300+400+439)			<u>673,858,812</u>	<u>715,471,313</u>
			-	-
OFF BALANCE SHEET ITEMS				
Foreign currencies			VND'000	VND'000
US dollar			8,345,211	33,442,616
Euro			10,030	13,546

14 August 2013

Prepared by:

Approved by:

Signed

Signed and sealed

Nguyễn Hồng Phong
Chief Accountant

Michio Nagabayashi
Chairman, General Director

Interfood Shareholding Company

Separated statement of income

	Code	Notes	Q2-2013 VND'000	Q2-2012 VND'000	YTD2013 VND'000	YTD2012 VND'000
Total revenue	01	21	281,521,208	266,024,624	511,218,295	879,382,008
Less revenue deductions:	02	21	7,903,501	7,745,671	14,446,401	25,594,821
Net revenue (10=01-02)	10	21	273,617,707	258,278,953	496,771,894	853,787,187
Cost of sales	11	22	202,176,888	196,261,149	354,043,833	673,469,089
Gross profit (20=10-11)	20		71,440,819	62,017,804	142,728,061	180,318,098
Financial income	21	23	1,191,318	901,656	2,225,448	4,027,864
Financial expenses	22	24	6,953,209	2,632,909	9,140,666	9,546,014
<i>In which: Interest expenses</i>	23		<i>2,090,793</i>	<i>1,617,409</i>	<i>4,278,250</i>	<i>7,902,206</i>
Selling expenses	24		122,117,669	52,181,909	197,782,484	215,082,987
G&A expenses	25		7,543,210	6,700,741	16,307,917	28,525,321
Operating profit/(loss) {30=20+(21-22)-(24+25)}	30		(63,981,951)	1,403,902	(78,277,558)	(68,808,360)
Other income	31	25	727,052	9,571,460	75,175,996	25,958,311
Other expenses	32	26	1,302,791	1,873,563	2,296,474	43,050,497
Result of other activities (40 = 31 - 32)	40		(575,739)	7,697,897	72,879,522	(17,092,186)
Profit (loss) before tax	50		(64,557,690)	9,101,798	(5,398,036)	(85,900,546)
Income tax expenses - current	51	27	-	2,540,279	-	4,148,958
Income tax expenses - deferred	52	27	-	-	-	42,787,523
Profit(loss) after tax	60		(64,557,690)	6,561,519	(5,398,036)	(132,837,028)
Earning(loss) per share	36		(2.215)	0.225	(0.185)	(4.558)

14 August 2013

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Approved by:

Signed

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Nguyễn Hồng Phong
Chief Accountant

Michio Nagabayashi
Chairman, General Director

Interfood Shareholding Company

Separated statements of cash flows	Code	30/06/2013 VND'000	31/12/2012 VND'000
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit/(loss) before tax	01	(5,398,036)	(85,900,546)
Adjustments for:		-	-
Depreciation and amortisation	02	13,129,107	31,583,350
Increase in provisions	03	-	7,499,392
Gain on foreign exchange loss	04	4,678,937	-
Income from loan waiving	05	(71,459,368)	-
Interest income	05	(2,041,969)	(3,417,832)
Loss from disposal fixed assets	05	-	28,542,712
Interest expenses	06	4,278,250	7,902,206
Operating profit/(loss) before adjustments to w 8		(56,813,079)	(13,790,718)
Change in accounts receivable	09	25,323,449	37,501,272
Change in inventory	10	(24,972,888)	(26,701,996)
Change in accounts payable	11	51,039,916	5,377,748
Change in prepaid expenses	12	(1,250,947)	(3,628,467)
Interest paid	13	(6,892,360)	(4,279,925)
Business income tax paid	14	-	(1,922,299)
Other payable	16	-	(1,514,758)
Cash generated from operating activities	20	(13,565,909)	(8,959,143)
CASH FLOWS FROM INVESTING ACTIVITIES			
Acquisition of fixed assets and investment constru	21	(2,330,554)	(9,418,630)
Payments for purchase of debt instrument of the subsidiary		(15,000,000)	(24,678,889)
Interest income received	27	611,727	421,829
Net cash inflows/(outflows) from investing activ	30	(16,718,827)	(33,675,690)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from loan	33	-	83,312,000
Repayments for debt	34	(20,828,000)	-
Net cash inflows/(outflows) from financing acti	40	(20,828,000)	83,312,000
Net increase/(decrease) in cash	50	(51,112,736)	40,677,167
Cash at beginning of the year	60	81,642,948	40,965,781
Effects of changes in foreign exchange rates	61	82,515	-
Cash at end of the year	70	30,612,727	81,642,948

Interfood Shareholding Company

Prepared by:

Approved by:

Signed

Signed and sealed

Nguyễn Hồng Phong
Chief Accountant

Michio Nagabayashi
Chairman, General Director

Notes to the separated financial statements**1. Reporting Entity**

Interfood Shareholding Company (“the Company”) is a joint stock company incorporated in Vietnam. The principal activities of the Company are to produce agricultural and aquatic products into canned, dried, frozen, salted, and pickled products and the production of biscuits and snack food, carbonated fruit juice and fruit juice with 5% alcohol content, bottled filtered water and PET bottle; and to manufacture packaging for foods and beverages.

The Company’s shares are listed on the Ho Chi Minh Stock Exchange in accordance with the Listing License No. 61/UBCK-GPNY issued by the Ho Chi Minh City Stock Exchange on 29 September 2006.

As at 30 June 2013, the Company had 1298 employees (the year ended 31 December 2012: 1,196 employees).

2. Basis of preparation**(a) Statement of compliance**

The separated financial statements have been prepared in accordance with Vietnamese Accounting Standards, the Vietnamese Accounting System and the relevant statutory requirements.

(b) Basis of measurement

The separated financial statements, except for the statement of cash flows, are prepared on the accrual basis using the historical cost concept. The statement of cash flows is prepared using the indirect method.

(c) Going concern assumption

The separated financial statements have been prepared on a going concern basis. The Company has made loss of Million VND 5,398 (2012: Loss Million VND 132,837) during the year and at the balance sheet date, current liabilities still exceeded current assets by Million VND 135,837 (31/12/2012: Million VND 71,787) but total assets has exceeded total liabilities by Million VND 33,572 (31/12/2012: total liabilities exceeded total assets Million VND 38,970). Furthermore, the Company has significant loans that will require refinancing within the next 12 months (Note 12). The validity of the going concern assumption fundamentally depends on the ultimate majority shareholder continuing to provide such financial assistance as is necessary to enable the Company to meet its liabilities as and when they fall due and to maintain the Company in existence as a going concern for the foreseeable future.

At the time of this report, there is no reason for the management to believe that the ultimate majority shareholder will not continue its support.

(d) Annual accounting period

Interfood Shareholding Company

The annual accounting period of the Company is from 1 January to 31 December.

(e) Accounting currency

the Company maintains its accounting records in Vietnam Dong (“VND”) and presents its separated financial statements in VND.

Notes to the separated financial statements (continues)

3. Summary of significant accounting policies

(a) Foreign currency transactions

From year 2012 onward, monetary assets and liabilities denominated in currencies other than VND are translated into VND at rates of exchange ruling at the balance sheet date. Transactions in currencies other than VND during the year have been translated into VND at rates approximating those ruling at the transaction dates.

All foreign exchange differences are recorded in the separated statement of income.

(b) Cash

Cash comprises cash balances and call deposits.

(c) Investments

Investments are stated at cost. An allowance is made for reductions in investment values if market value of the investment falls below cost or if the investee has suffered a loss. The allowance is reversed if the subsequent increase in recoverable amount can be related objectively to an event occurring after the allowance was recognised. An allowance is reversed only to the extent that the investment’s carrying amount does not exceed the carrying amount that has been determined if no allowance had been recognised.

(d) Accounts receivable

Trade and other receivables are stated at cost less allowance for doubtful debts.

(e) Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined on a weighted average basis and includes all costs incurred in bringing the inventories to their present location and condition. Cost in the case of finished goods and work in progress includes raw materials, direct labour and attributable manufacturing overheads. Net realisable value is the estimated selling price of inventory items, less the estimated costs of completion and selling expenses.

the Company applies the perpetual method of accounting for inventory.

(f) Tangible fixed assets

Interfood Shareholding Company**(i) Cost****Notes to the separated financial statements (continues)**

Tangible fixed assets are stated at cost less accumulated depreciation. The initial cost of a tangible fixed asset comprises its purchase price, including import duties, non-refundable purchase taxes and any directly attributable costs of bringing the asset to its working condition for its intended use. Expenditure incurred after tangible fixed assets have been put into operation, such as repair, maintenance and overhaul cost, is charged to the separated statement of income in the year in which the cost is incurred. In situations where it can be clearly demonstrated that the expenditure has resulted in an increase in the future economic benefits expected to be obtained from the use of tangible fixed assets beyond their originally assessed standard of performance, the expenditure is capitalised as an additional cost of tangible fixed assets.

(ii) Depreciation

Depreciation is computed on a straight-line basis over the estimated useful lives of fixed assets. The estimated useful lives are as follow:

Machinery and equipment	10 – 15 years
Motor vehicles	6 years
Office equipment	10 years
ERP System	10 years

(g) Construction in progress

Construction in progress represents the cost of construction and machinery which have not been fully completed or installed. No depreciation is provided for construction in progress during the period of construction and installation.

(h) Long-term prepayments***Renovation expenses***

Renovation expenses are initially stated at cost and are amortised on a straight line basis over 3 years starting from the date of completion of the renovation.

(i) Trade and other payables

Trade and other payables are stated at their cost.

(j) Provisions

Interfood Shareholding Company

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

Notes to the separated financial statements (continues)

Severance allowance.

Under the Vietnamese Labour Code, when employees who have worked for 12 months or more (“eligible employees”) voluntarily terminates his/her labour contract, the employer is required to pay the eligible employee severance allowance calculated based on years of service and employees’ compensation at termination. Provision for severance allowance has been provided based on employees’ years of service and their current salary level.

Pursuant to Law on Social Insurance, effective from 1 January 2009 the Company and its employees are required to contribute to an unemployment insurance fund managed by the Vietnam Social Insurance Agency. The contribution to be paid by each party is calculated at 1% of the lower of the employees’ basic salary and 20 times the general minimum salary level as specified by the Government from time to time. With the implementation of unemployment insurance scheme, the Company is no longer required to provide severance allowance for the service period after 1 January 2009. However, severance allowance to be paid to the existing eligible employees as of 30 June 2013 will be determined based on the eligible employees’ years of service as of 31 December 2008 and their average salary for the six-month period prior to the termination date.

(k) Classification of financial instruments

Solely for the purpose of providing disclosures about the significance of financial instruments to the Company’s separated financial position and separated results of operations and the nature and extent of risk arising from financial instruments, the Company classifies its financial instruments as follow:

(i) Financial assets

Financial assets at fair value through profit or loss.

A financial asset at fair value through profit or loss is a financial asset that meets either of the following conditions:

- It is considered by management as held for trading. A financial asset is considered as held for trading if:
 - it is acquired principally for the purpose of selling it in the near term;
 - there is evidence of a recent pattern of short-term profit-taking; or;
 - a derivative (except for a derivative that is financial guarantee contract or a designated and effective hedging instrument)
- Upon initial recognition, it is designated by the Company as at fair value through profit or loss.

Held-to-maturity investments

Interfood Shareholding Company

Held-to-maturity investments are non-derivative financial assets with fixed or determinable payments and a fixed maturity that the Company has the positive intention and ability to hold to maturity, other than:

- those that the Company upon initial recognition designates as at fair value through profit or loss;
- those that the Company designates as available-for-sale; and;
- those that meet the definition of loans and receivables.

Notes to the separated financial statements (continues)

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market, other than those:

- that the Company intends to sell immediately or in the near term, which are classified as held for trading, and those that the entity on initial recognition designates as at fair value through profit or loss;
- that the Company upon initial recognition designates as available-for-sale; or
- for which the Company may not recover substantially all of its initial investment, other than because of credit deterioration, which are classified as available-for-sale

Available-for-sale financial assets

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market, other than those:

- financial assets at fair value through profit or loss
- held-to-maturity investments; or
- loans and receivables.

The Company's financial assets, comprising cash in bank, accounts receivable and other receivables, are under the category of loans and receivables.

(ii) *Financial liabilities*

Financial liabilities at fair value through profit or loss

A financial liability at fair value through profit or loss is a financial liability that meets either of the following conditions:

- It is considered by management as held for trading. A financial liability is considered as held for trading if:
 - it is incurred principally for the purpose of repurchasing it in the near term;
 - there is evidence of a recent pattern of short-term profit-taking; or;
 - a derivative (except for a derivative that is financial guarantee contract or a designated and effective hedging)
- A financial liability at fair value through profit or loss is a financial liability that meets either of the following conditions:

Interfood Shareholding Company

- Upon initial recognition, it is designated by the Company as at fair value through profit or loss.

Financial liabilities carried at amortised cost

Financial liabilities which are not classified as financial liabilities at fair value through profit or loss are classified as financial liabilities carried at amortised cost.

the Company's financial liabilities, comprising borrowings, accounts payables and other payables, are under the category of financial liabilities carried at amortised cost.

Notes to the seperated financial statements (continues)

The above described classification of financial instruments is solely for presentation and disclosure purpose and is not intended to be a description of how the instruments are measured. Accounting policies for measurement of financial instruments are disclosed in other relevant notes.

(l) Taxation

Income tax on the seperated profit or loss for the year comprises current and deferred tax. Income tax is recognised in the seperated statement of income except to the extent that it relates to items recognised directly to equity, in which case it is recognised in equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amounts of assets and liabilities using the tax rates enacted or substantively enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

(m) Revenue

Goods sold

Revenue from the sale of goods is recognised in the seperated statement of income when the significant risks and rewards of ownership have been transferred to the buyer. No revenue is recognised if there are significant uncertainties regarding recovery of the consideration due or the possible return of goods.

(n) Operating lease payments

Interfood Shareholding Company

Payments made under operating leases are recognised in the separated statement of income on a straight-line basis over the term of the lease. Lease incentives received are recognised in the separated statement of income as an integral part of the total lease expense

(o) Borrowing costs

Borrowing costs are recognised as an expense in the year in which they are incurred, except where the borrowing costs relate to borrowings in respect of the construction of qualifying assets, in which case the borrowing costs incurred during the period of construction are capitalised as part of the cost of the assets concerned.

Notes to the separated financial statements (continues)

(p) Related companies

the Company mainly operates in one business segment, which is the production and sales of beverage and in one geographical segment, which is Vietnam. During the year, the Company was involved in certain production and trading transactions of biscuits and other related products which do not qualify as separate segments.

4. Cash	30/06/2013	31/12/2012
	VND'000	VND'000
Cash on hand	152,411	105,514
Cash in banks	30,460,316	81,537,434
	<u>30,612,727</u>	<u>81,642,948</u>
	-	-
5. Accounts receivable short-term and long-term	30/06/2013	31/12/2012
	VND'000	VND'000
Short-term receivable:		
Short-term loan granted to a related company (a)	123,996,208	131,506,846
	<u>123,996,208</u>	<u>131,506,846</u>
	-	-
Long-term receivable:		
Long-term loan granted to a related company (b)	24,993,600	24,993,600
	<u>24,993,600</u>	<u>24,993,600</u>
	-	-

(a) This amount represented the short-term loan receivable from Avafood Shareholding Company (“Avafood”), a subsidiary.

The short-term loan to Avafood with credit limit of USD7 million was unsecured and earns interest at Libor plus 1% per annum. The applicable interest rates range from 1.731% to 1.896% per annum during the year (year ended 31 December 2012: 1.731% to 1.896% per annum for loans in USD).

Interfood Shareholding Company

(b) This amount represented long-term loan granted to Avafood which was unsecured and earns fixed interest rate of 1.896% per annum during the year. The principal and related interest is due in May 2017.

	30/06/2013	31/12/2012
	VND'000	VND'000
Other receivables comprised:		
Marketing support receivable from KHSPL*	-	5,087,364
Received for expenses pay on behalf of VKBC.	288,469	-
Other receivable	357,672	100,953
	<u>646,141</u>	<u>5,188,317</u>
	-	-

(*) The amount represented the financial support for marketing activities by Kirin Holdings Singapore Pte, Ltd., (KHSPL), a related company, which was received in 2013

Notes to the separated financial statements (continues)

6. Inventories	30/06/2013	31/12/2012
	VND'000	VND'000
Raw materials	60,973,968	63,741,782
Tools and supplies	10,348,159	8,727,411
Work in progress	7,253,090	4,413,016
Finished goods	110,523,186	87,243,306
	<u>189,098,403</u>	<u>164,125,515</u>
Provision for decline in inventory value	(6,475,696)	(6,475,696)
	<u>182,622,707</u>	<u>157,649,819</u>
	-	-

The outstanding balance of the allowance for inventories represented allowance made during the year.

7. Fixed assets				
(i) Tangible fixed assets	Machinery & Equipment	Motor vehicles	Office	Total
	VND'000	VND'000	VND'000	VND'000
Historical cost				
Opening balance	366,490,529	9,194,250	4,247,788	379,932,567
Additions	799,967	-	20,400	820,367
Disposals(*)	(2,573,072)	(42,559)	(861,271)	(3,476,902)
Closing balance	<u>364,717,424</u>	<u>9,151,691</u>	<u>3,406,917</u>	<u>377,276,032</u>
Accumulated depreciation				
Opening balance	184,426,733	5,610,543	1,902,075	191,939,351
Charge for the year	12,103,166	512,002	234,953	12,850,121
Disposals(*)	(1,645,531)	(7,527)	(412,753)	(2,065,811)
Closing balance	<u>194,884,368</u>	<u>6,115,018</u>	<u>1,724,275</u>	<u>202,723,661</u>

Interfood Shareholding Company**Net book value**

Opening balance	182,063,796	3,583,707	2,345,713	187,993,216
Closing balance	169,833,056	3,036,673	1,682,642	174,552,371

Included in the cost of tangible fixed assets were assets costing 21,076 million VND which were fully depreciated as of 30 June 2013 (31/12/2012: 16,435 million VND), but are still in active use.

The carrying amount of temporarily idle tangible fixed assets amounted to 1,925 million VND as of 30 June 2013 (31/12/2012: 2,177 million VND).

(*) During this quarter, the fixed asset carrying history cost lower than 30 million VND has been transferred to the prepayment expenses account in accordance to the Circular No 45/2013/TT-BTC dated 25/4/2013

Notes to the separated financial statements (continues)**(ii) Intangible fixed assets**

	ERP				Total
	VND'000				VND'000
Historical cost					
Opening balance					-
Transfer from CIP	8,369,566	-			8,369,566
Written off					-
Closing balance	8,369,566	-	-	-	8,369,566
Accumulated depreciation					
Opening balance	-	-			-
Charge for the year	278,986	-			278,986
Disposals	-	-			-
Closing balance	278,986	-	-	-	278,986
Net book value					
Opening balance	-	-	-	-	-
Closing balance	8,090,580	-	-	-	8,090,580

8. Construction in progress	30/06/2013	31/12/2012
	VND'000	VND'000
Opening balance	8,398,224	7,095,558
Additions during the quarter	1,510,187	1,302,666
Transferred to fixed assets	(8,369,566)	-
Closing balance	1,538,845	8,398,224

-

-

Interfood Shareholding Company**10. Long-term prepayment**

Investment in subsidiary represented 90.4% shareholding investment in Avafood Shareholding Company (“Avafood”) whose principal activities are to provide processing service and produce products including fruit juice, bottled filtered water, biscuits, jams and sweets of all kinds, and from agricultural and aquatic products as well as livestock and lease a workshop under the Investment Licence No. 48/GP-ĐN issued by the People’s Committee of Dong Nai Province on 19 July 2002.

In July to December 2012, the Company acquired a further 0.4% shareholding in Avafood for a consideration of USD20,156, increasing its equity interest in Avafood from 90% to 90.4%.

Notes to the separated financial statements (continues)**10. Long-term prepayment**

	Total
	VND'000
Opening balance	3,684,952
Additions	1,411,091
Amortisation	(725,681)
Closing balance	<u><u>4,370,362</u></u>
	-

11. Deferred tax assets and liabilities**(i). Recognised deferred tax assets and liabilities**

Deferred tax assets have not been recognised in respect of the following items:.

	30/06/2013	30/06/2013	31/12/2012	31/12/2012
	VND'000	VND'000	VND'000	VND'000
Deductible temporary differences	-	-	48,587,663	12,146,916
Tax losses	-	-	79,723,544	19,930,886
	<u>-</u>	<u>-</u>	<u><u>128,311,207</u></u>	<u><u>32,077,802</u></u>

The tax losses expire in the following years:

Year of expiry	Status of tax review	Tax losses available
		VND'000
2016	Outstanding	59,582,993
2017	Outstanding	11,668,929
		<u><u>71,251,922</u></u>

Interfood Shareholding Company

During the year, the Company's 2007, 2008 and 2009 open tax years were reviewed and finalised by the Tax Authorities. Based on the assessments made, the Company's previous tax losses were reduced by VND 239,522 million. the Company annually assesses changes that impact its projected performance and resulting projected taxable profits of its business.

The deductible temporary differences other than tax losses do not expire under current tax legislation. Deferred tax assets have not been recognised in respect of these items because it is not probable that future taxable profit will be available against which the Company can utilise the benefits therefrom.

Notes to the separated financial statements (continues)

12. Short-term borrowings

	30/06/2013	31/12/2012
	VND'000	VND'000
Short-term Loans from Kirin Holding Company, Limited	347,094,000	364,490,000
	-	-

Terms and conditions of outstanding unsecured short-term borrowings were as follow:

			30/06/2013	31/12/2012
	Currency	Nominal interest rate	VND'000	VND'000
Loan 1	USD	LIBOR + 0,8%/năm	126,216,000	145,796,000
Loan 2	USD	LIBOR + 0,8%/năm	52,590,000	52,070,000
Loan 3	USD	LIBOR + 0,8%/năm	63,108,000	62,484,000
Loan 5	USD	LIBOR + 0,8%/năm	105,180,000	104,140,000
			347,094,000	364,490,000

The applicable interest rates of these loans range from 1.456% to 1.928% per annum during the year (year ended 31 December 2012: 1.456% to 1.928%)

13. Accounts payable – trade

Accounts payable - trade included the following amounts due to related companies:

	30/06/2013	31/12/2012
	VND'000	VND'000
Amounts due to Vietnam Kirin Beverage Company, Limited	15,692,627	3,176,332

Interfood Shareholding Company

Amounts due to other related companies

- -

The amount due to Vietnam Kirin Beverage Company, Limited, was the processing fee payable, which was unsecured, interest free and are payable on demand.

14. Taxes payable to State Treasury

	30/06/2013	31/12/2012
	VND'000	VND'000
Value added tax	-	1,580,137
Import, export tax	166,670	591,662
Personal income tax	159,296	243,979
Foreign contractor tax	-	100,349
Other tax	96,355	-
	<u>422,321</u>	<u>2,516,127</u>
	-	-

Notes to the seperated financial statements (continues)**15. Accrued expenses**

	30/06/2013	31/12/2012
	VND'000	VND'000
Transportation fee	6,268,662	3,802,151
Sales discounts and commission	2,499,332	2,021,795
Loans interest payable	2,941,634	5,555,744
Secondment fee payable (*)	4,563,918	5,021,464
Others	442,500	555,400
	<u>16,716,046</u>	<u>16,956,554</u>
	-	-

(*) According to the Secondment Agreement dated 1 July 2011, the Company agreed to pay the secondment fee to Kirin Holdings Company, Limited, who provides strategic and management advice and assistance to the Company at fixed amounts stipulated in the agreement with each seconded employee.

16. Other payables

	30/06/2013	31/12/2012
	VND'000	VND'000
Dividend payable (Note 36)	505,391	505,391
Trade union, social and health insurance	169,176	164,229
Other payable	185,833	515,452
	<u>860,400</u>	<u>1,185,072</u>
	-	-

17. Long-term borrowings

Interfood Shareholding Company

			31/12/2013	31/12/2012
	Curre	Interest rate	VND'000	VND'000
	ncy			
		Year of		
		maturity		
Loan from Trade Ocean Holdings Sdn Bhd (a)	USD	three-month SIBOR minus 1% p.a.	-	71,459,368
Unsecured loan from Kirin Holdings Company, Limited (b)	USD	1.896% p.a.	136,734,000	135,382,000
			<u>136,734,000</u>	<u>206,841,368</u>

(a) The loans were unsecured and bore effective interest at 0% during the year as the interest at SIBOR three-month period less 1% p.a was negative (year ended 31 December 2012: 0%).

(b) The unsecured loans bears fixed interest rate of 1.896% p.a., which is based on USD Swap Semi 30/360 5-year plus 0.8% per annum according to current Kirin Group's financial rules.

Notes to the seperated financial statements (continues)

On 1 March 2013, Trade Ocean Holding Sdn. Bhd., shareholders ("the Lenders"), issued Deeds of Release ("Deeds") to waive the loans of Million VND 71,459 ("the Loans") granted to the Company under the Loan Novation Agreement date 28 February 2011 and loan contract dated 30 July 2009, respectively. According to the Deeds, the Lenders irrevocably releases and discharges the Company, without any representation or warranty and without any recourse of any nature whatsoever (whether past, present or future and whether actual or contingent), from any and all of its obligations to repay the Loans to the Lenders and also releases the Company from all of its liabilities (including the interest) in all aspects whatsoever in respect of the Loans.

18. Provision for severance allowance

Movements of provision during the year were as follow:

	30/06/2013	31/12/2012
	VND'000	VND'000
Opening balance	3,105,122	4,276,030
Provision made during the year	-	1,023,696
Utilised during the year	(67,876)	(2,194,604)
Closing balance	<u>3,037,246</u>	<u>3,105,122</u>
	-	-

During the year, the Company contributed 457 million VND (year ended 31 December 2012: 701 million VND) to the unemployment insurance fund and the amount is recorded as part of labour and staff costs in the seperated statement of income.

Interfood Shareholding Company**19. Movement in owner's equity**

	Paid in capital	Share premium	Acquisition Reserves	Undistributed earnings	Total
	VND'000	VND'000	VND'000	VND'000	VND'000
Prior year's opening balance	381,443,888	85,035,704	-	(294,672,440)	171,807,152
Prior year's adjustment				-	-
Prior year's net loss	-	-	-	(132,837,027)	(132,837,027)
Prior year's closing balance	381,443,888	85,035,704	-	(427,509,467)	38,970,125
Current year's opening balance	381,443,888	85,035,704	-	(427,509,467)	38,970,125
Current year's net profit	-	-	-	(5,398,036)	(5,398,036)
Foreign exchange differences	-	-	-	-	-
Current year's closing balance	381,443,888	85,035,704	-	(432,907,503)	33,572,089

Notes to the separated financial statements (continues)**20. Share capital**

the Company's authorised and issued share capital is:

	30/06/2013		31/12/2012	
	Number of shares	VND'000	Number of shares	VND'000
Authorised and issued share capital				
Ordinary shares	29,140,992	381,443,992	29,140,992	381,443,992
Shares in circulation				
Ordinary shares	29,140,984	381,443,888	29,140,984	381,443,888

All ordinary shares have a par value of VND10,000. Each share is entitled to one vote at meetings of the Company. Shareholders are entitled to receive dividend as declared from time to time. All ordinary shares are ranked equally with regard to the Company's residual assets. In respect of shares bought back by the Company, all rights are suspended until those shares are reissued.

There were no movements in share capital during the year.

21. Revenues

Total revenue represents the gross value of goods sold exclusive of value added tax. Net sales comprised.

Interfood Shareholding Company

	Q2-2013	Q2-2012	YTD2013	YTD2012
	VND'000	VND'000	VND'000	VND'000
Total revenue				
■ Sales of drinks	248,403,555	248,892,934	448,604,147	795,969,367
■ Sales of biscuits	2,530,332	6,955,196	12,639,173	29,868,164
■ Sales of other products	30,587,322	10,176,494	49,974,975	53,544,477
	281,521,208	266,024,624	511,218,295	879,382,008
	-	-	-	-
Less sales deductions:				
■ Sales allowances	7,903,501	7,630,847	14,446,401	25,180,156
■ Sales return	-	114,824	-	414,665
	7,903,501	7,745,671	14,446,401	25,594,821
Net sales	273,617,707	258,278,953	496,771,894	853,787,187
	-	-	-	-

Notes to the separated financial statements (continues)

23. Cost of goods sold

	Q2-2013	Q2-2012	YTD2013	YTD2012
	VND'000	VND'000	VND'000	VND'000
Total cost of sales				
■ Cost of drinks	174,461,590	183,726,368	312,432,941	603,878,888
■ Cost of biscuit	2,904,923	7,122,168	12,396,398	31,801,586
■ Cost of other products	24,810,375	5,412,614	29,214,494	37,788,615
	202,176,888	196,261,149	354,043,833	673,469,089
	-	-	-	-

24. Income from financial activities

	Q2-2013	Q2-2012	YTD2013	YTD2012
	VND'000	VND'000	VND'000	VND'000
Interest income from bank deposits	313,144	98,967	611,727	421,829
Interest income from loan to Avafood	694,695	743,327	1,430,242	2,996,003
Realised gains from foreign exchange	183,479	59,362	183,479	610,032
Unrealised gains from foreign exchange	-	-	-	-
	1,191,318	901,656	2,225,448	4,027,864
	-	-	-	-

25. Financial expenses

	Q2-2013	Q2-2012	YTD2013	YTD2012
	VND'000	VND'000	VND'000	VND'000
Interest expense	2,090,793	1,617,418	4,278,250	7,902,206
Realised foreign exchange losses	4,862,416	1,015,489	4,862,416	1,643,808
Unrealised foreign exchange losses	-	-	-	-

Interfood Shareholding Company

Other finance expenses	-	3	-	(0)
	6,953,209	2,632,909	9,140,666	9,546,014
	-	-	-	-
26. Other income				
	Q2-2013	Q2-2012	YTD2013	YTD2012
	VND'000	VND'000	VND'000	VND'000
Support for marketing activities from Kirin Hold	-	-	-	10,244,668
Reimbursement received for tax penalty paymen	-	-	-	10,026,016
Internal Loan waiver	-	-	71,459,368	-
Others	727,052	9,571,460	3,716,628	5,687,627
	727,052	9,571,460	75,175,996	25,958,311
	-	-	-	-
27. Other expenses				
	Q2-2013	Q2-2012	YTD2013	YTD2012
	VND'000	VND'000	VND'000	VND'000
Book value of tangible fixed assets written off	-	-	-	28,542,712
Tax penalties	-	-	-	7,605,365
Depreciation of idle fixed assets	114,223	1,558,566	190,739	6,255,086
Others	1,188,568	314,998	2,105,735	647,334
	1,302,791	1,873,563	2,296,474	43,050,497
	-	-	-	-

Notes to the seperated financial statements (continues)**28. Coporate Income Taxes****(a) Recognised in the seperated statement of income**

	2013	2012
	VND'000	VND'000
Current tax expense		
Under provision in prior years	-	4,148,958
Deferred tax income		
Written down of deferred tax asset	-	42,787,523
Origination and reversal of temporary	-	-
	-	42,787,523
Income tax expense	-	46,936,481

(b) Reconciliation of effective tax rate

	2013	2012
	VND'000	VND'000
Loss before tax	(5,398,036)	(85,900,547)
Tax at the Company's tax rate	(1,349,509)	(21,475,137)
Non-deductible expenses	14,128,487	9,116,260
Deferred tax assets not recognised	(7,208,593)	12,358,877
Tax losses not previously recognised utilised	(5,570,385)	-

Interfood Shareholding Company

Written down of deferred tax assets	-	42,787,523
Under provision in prior years	-	4,148,958
	<u>-</u>	<u>46,936,481</u>

(c) Applicable tax rates

Under the terms of the Company's Investment Certificate, the Company has an obligation to pay the government income tax at the rate of 15% of taxable profits for the first 12 years starting from the first year of operation (1994). Thereafter, from 2006 onwards the Company is subject to income tax at the rate of 25%.

According to Decree No. 24/2007/ND-CP dated 14 February 2007 (which replaced Decree No. 164/2003/ND-CP dated 22 December 2003), the Company is entitled to tax incentives in relation to the relocation of its business activities out of an urban area. In 2006, the Company relocated one of its production lines from Bien Hoa City to Tam Phuoc Industrial Zone, Bien Hoa City. As a result, profit derived from this line is exempted from corporate income tax for two years and a reduction of 50% for the following six years. Also as stated in this Decree, the Company is entitled to tax incentives in relation to investments made in new production lines that are qualified under this Decree. The tax incentives include one year of exemption from corporate income tax and a reduction of 50% for the following four years applied to profit derived from the new production lines.

Notes to the separated financial statements (continues)

Under Decree No. 124/2008/ND-CP dated 11 December 2008 (which replaced Decree No. 24/2007/ND-CP dated 14 February 2007) and Decree 122/2011ND-CP dated 27 December 2012 (which provided a number of amendments to prevailing Decree No.124/2008/ND-CP), the Company will continue to enjoy its tax incentives under Decree No. 24/2007/ND-CP dated 14 February 2007.

30. Financial instruments
(a) Financial risk management
(i) Overview

the Company has exposure to the following risks from its use of financial instruments:

- credit risk;
- liquidity risk; and
- market risk

This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk.

Risk management framework

management framework. The Board is responsible for developing and monitoring the Company's risk management policies.

(b) Credit risk

Interfood Shareholding Company

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers.

(i) *Exposure to credit risk*

The total of carrying amounts of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was as follow:

		2013	2012
	Notes	VND'000	VND'000
Cash in bank		30,460,316	81,537,434
Trade and other receivables		15,065,521	20,147,341
Intra company receivable short term		123,996,208	131,506,846
Long-term loan receivable		24,993,600	24,993,600
		<u>194,515,645</u>	<u>258,185,221</u>

(ii) *Cash in bank*

The cash at bank of the Company is mainly held with well-known financial institutions. Management does not foresee any significant credit risks from these deposits and does not expect that these financial institutions may default and cause losses to the Company.

Notes to the seperated financial statements (continues)

(iii) *Trade and other receivables*

The carrying amount of receivables represents the maximum credit risk pertaining to receivables.

the Company's exposure to credit risk in relation to receivables is mainly influenced by the individual characteristics of each customer. In response to the risk, the Company has established a credit policy under which most customers have to settle payment in advance before the goods delivery is carried out. Only customers considered with high creditworthiness by the management are offered credit terms. Receivables are due within 30 days to 45 days from the date of billing. Debtors with balances that are overdue are requested to settle the balances and management will perform an assessment before further credit is granted. No collateral is collected from the customers.

Based on historic default rates, the Company believes that no allowance for doubtful debts is necessary in respect of the outstanding trade and other receivables as of 30 June 2013.

The aging of trade and other receivables at year-end that were past due but not impaired is as follows:

	2013	2012
	VND'000	VND'000
Non past due	711,726	12,784,142
Past due 0 – 30 days	9,309,860	3,466,342

Interfood Shareholding Company

Past due 31 – 180 days	3,652,474	3,090,709
Over 180 days	1,391,461	806,148
	15,065,521	20,147,341

(c) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. the Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. the Company also manages its borrowings from related companies by managing the financing terms with the related companies.

Financial liabilities with fixed or determinable payments have the following contractual maturities including the estimated interest payments:

30/06/2013	Carrying amount. VND'000	Contractual cash flows VND'000	Within 1 year VND'000	1 – 2 years VND'000	2 – 5 years VND'000
Trade and other payables.	147,631,462	147,631,462	147,631,462	-	-
Short-term borrowings.	347,094,000	349,959,847	349,959,847	-	-
Long-term borrowings.	136,734,000	146,755,876	2,599,579	2,599,579	141,556,717
	631,459,462	644,347,185	500,190,888	2,599,579	141,556,717

Notes to the separated financial statements (continues)

31/12/2012	Carrying amount. VND'000	Contractual cash flows VND'000	Within 1 year VND'000	1 – 2 years VND'000	2 – 5 years VND'000
Trade and other payables.	92,969,527	92,969,527	92,969,527	-	-
Short-term borrowings.	364,490,000	368,196,343	368,196,343	-	-
Long-term borrowings.	206,841,368	218,037,044	74,033,251	2,573,883	141,429,910
	664,300,895	679,202,914	535,199,121	2,573,883	141,429,910

the Company manages its ability to meet the expected operational expenses and servicing its debts by maintaining several financial facilities as follow:

- USD19 million unused short-term loan facility which renew automatically at the option of the Company. Interest would be payable at rates of Libor + 0.8% per annum.

(d) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Interfood Shareholding Company

(i) *Currency risk*

the Company is exposed to currency risk on sales and purchases that are denominated in a currency other than the accounting currency of the Company. The currency in which these transactions primarily are denominated is VND.

the Company's exposure to currency risk is managed by keeping the exposure to an acceptable level by entering into currency transactions to address short-term over-exposures.

Exposure to currency risk

At 30 June 2013 and year 2012, the Company had the following net monetary liability position exposed to currency risk. The following balances are presented in original currency:

	USD	VND'000
	30/06/2013	31/12/2012
Cash	396,711	48,157,077
Accounts receivable – trade.	299,830	11,653,021
Intrareceivable		131,506,846
Intra-company long-term receivables		24,993,600
Account payables.	(697,360)	(62,606,200)
Other receivables.	-	100,953
Short-term deposit.	-	279,344
Long-term deposit.	-	1,514,758
Payables to employees.	(12,170)	(6,914,479)
Other payables.	-	(1,089,428)
	<u><u>(12,989)</u></u>	<u><u>147,595,492</u></u>

Notes to the separated financial statements (continues)

The followings are the significant exchange rates applied by the Company:

	VND	VND
	30/06/2013	31/12/2012
1 USD	<u><u>21,104</u></u>	<u><u>20,828</u></u>

Below is an analysis of the possible impact on the net profit of the Company, after taking into account the current level of exchange rates and the historical volatility as well as market expectations as at 30 June 2013. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecasted sales and purchases.

	Increase in net loss.
	USD
30/06/2013.	30/06/2013
USD (1% strengthening of USD)	<u><u>(4,530,494)</u></u>
	Increase in net loss.
	VND
31/12/2012.	31/12/2012
USD (1% weakening of USD)	<u><u>5,077,842</u></u>

Interfood Shareholding Company

The opposite movement of the currencies would have the equal but opposite effect to the net loss of the Company.

(ii) Interest rate risk

At the reporting date the interest rate profile of the Company's interest-bearing financial instruments was:

	Carrying amount	
	30/06/2013	31/12/2012
	VND'000	VND'000
Fixed rate instruments.		
Financial asset	24,993,600	24,993,600
Financial liabilities.	<u>(136,734,000)</u>	<u>(135,382,000)</u>
	<u>(111,740,400)</u>	<u>(110,388,400)</u>
Variable rate instruments.		
Financial assets.	154,456,524	213,044,280
Financial liabilities.	<u>(347,094,000)</u>	<u>(435,949,368)</u>
	<u>(192,637,476)</u>	<u>(222,905,088)</u>

A change of 100 basis points in interest rates would have increased net losses of the Company by Million VND 1,455 (2012: Million VND1,672). This analysis assumes that all other variables, in particular foreign currency rates, remain constant.

No policy was in place pertaining to the mitigation of potential volatility of the interest rate.

Notes to the separated financial statements (continues)

(e) Liquidity risk

the Company has not determined fair values of financial assets and liabilities in accordance with Article 28 of Circular No. 210/2009/TT-BTC dated 6 November 2009 of the Ministry of Finance because (i) quoted prices in active market are not available for these financial assets and liabilities; and (ii) Vietnamese Accounting Standards and the Vietnamese Accounting System do not provide guidance on measurement of fair values in the case where quoted prices in active market are not available. Fair values of these financial instruments may be different from their carrying values.

31. Significant transactions with related parties

In addition to related party balances disclosed in other notes to the separated financial statements, during the year there were the following significant transactions with related parties:

	Carrying amount	
	30/06/2013	31/12/2012
	VND'000	VND'000
<i>Related companies</i>		

Interfood Shareholding Company**Kirin Holding Company, Limited
Ultimate Parent Company**

Short-term loan repayment	20,828,000	83,312,000
Interest expenses	4,278,250	7,902,206
Secondment fee	4,642,731	8,718,434

Kirin Holding Singapore Pte, Ltd.

Financial support for marketing activities	-	10,244,668
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Avafood Shareholding Company.

Short-term loan granted	15,000,000	24,678,889
Interest income	1,430,242	2,996,004
Processing service	18,909,438	35,094,638
Office and factory rental fee	2,963,901	5,927,795

Vietnam Kirin Beverage Company, Limited

Purchase of goods	-	17,209,468
Processing fee	23,692,931	21,552,564

Board of Directors and Board of Management

Secondment fees	2,253,168	8,582,386
Salary	652,200	1,304,270

Notes to the separated financial statements (continues)**32. Commitments**

The future minimum lease payments under non-cancellable operating leases were as follows:

	VND'000	VND'000
	30/06/2013	31/12/2012
Within one year	12,530,771	11,271,343
Within two to five years	30,800,566	31,492,769
Over five years	14,423,608	17,387,506
	<u>57,754,945</u>	<u>60,151,618</u>

33. Production and business costs by element

	VND'000	VND'000
	30/06/2013	31/12/2012
Raw material costs included in production costs	271,766,724	601,653,437

Interfood Shareholding Company

Labour costs and staff costs	78,218,673	98,154,158
Depreciation and amortisation	12,980,552	31,583,350
Outside services	191,714,423	160,054,057
Other expenses	13,453,862	86,163,728
	<u>568,134,234</u>	<u>977,608,730</u>

14 August 2013

Prepared by:

Approved by:

Signed

Signed and sealed

Nguyễn Hồng Phong
Chief Accountant

Michio Nagabayashi
Chairman, General Director