Seperated financial statements Quarter 4 - 2013

# **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 Takayuki Morisawa 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

# **Report of the Board of Directors**

The Board of Directors is responsible for the preparation and presentation of the seperated 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 seperated financial statements set out on pages 4 to 28 are prepared and presented so as to give a true and fair view of the seperated financial position of the Company as at 31 December 2013, and of the seperated results of operations and the seperated 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 seperated financial statements for issue.

On behalf of the Board of Directors

Signed and sealed

Michio Nagabayashi *Chairman, General Director* Dong Nai province, dated 14th February 2014.

# **Interfood Shareholding Company Seperated balance sheet**

ASSETS	Code	Notes	31/12/2013 VND'000	31/12/2012 VND'000
Current assets (100=110+130+140+150)	100		423,369,697	394,740,754
Cash	110	4	96,582,678	81,642,948
Accounts receivable	130	5	144,730,352	154,689,431
Trade accounts receivable - trade	131		27,402,646	14,959,024
Prepayments to suppliers	132		2,631,416	3,035,244
Intercompany receivables	133		116,644,475	131,506,846
Other receivables	135		97,283	5,188,317
Provision for doubtful debts	139		(2,045,468)	-
Inventories	140	6	180,423,407	157,649,819
Inventories	141		180,423,407	164,125,515
Allowance for inventories	149		-	(6,475,696)
Other current assets	150		1,633,260	758,556
Short term prepayments	151		650,029	12,726
Deductible value added tax	152		509,851	-
Taxes receivable from State Treasury	154		19,552	-
Other current assets	158		453,828	745,830
Long-term assets				
(200=220+260)	200		297,092,300	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		172,202,425	196,391,440
Tangible fixed assets	221	7	163,978,859	187,993,216
Cost	222		378,446,061	379,932,567
Accumulated depreciation	223		(214,467,202)	(191,939,351)
Intangible fixed assets	227	8	8,223,566	-
Cost	228		8,926,021	-
Accumulated depreciation	229		(702,455)	-
Construction in progress	230	9	-	8,398,224
Long-term financial investments	250		94,145,800	94,145,809
Investment in subsidiary company	251	10	94,145,800	94,145,809
Other long-term assets	260		5,750,475	5,199,710
Long-term prepayments	261	11	4,299,991	3,684,952
Other long-term assets	268		1,450,484	1,514,758
TOTAL ASSETS	270		720,461,997	715,471,313
(270=100+200)				

# **Interfood Shareholding Company Seperated balance sheet**

RESOURCES         Code         Notes         VND'000         VND'000           LIABILITIES (300=310+330)         300         588,869,901         676,501,188           Current liabilities         310         448,949,767         466,528,559           Short-term borrowings         311         12         326,740,000         364,490,000           Trade accounts payable-trade         312         13         85,727,963         66,406,162           Advances from customers         313         6,118,814         6,552,905           Taxes payable to State Treasury         314         14         231,016         2,516,127           Payable to employees         315         12,367,541         8,421,739           Accrued expenses         316         15         17,089,922         16,956,554           Other payables         319         16         674,511         1,185,072           Long term liabilities         330         139,920,134         209,972,629           Long-term deposits         333         26,139         26,139           Long-term borrowings         334         17         137,020,000         206,841,368           Provision for severance allowance         337         18         2,873,995         3,105,122				31/12/2013	31/12/2012
Current liabilities	RESOURCES	Code	Notes	VND'000	VND'000
Short-term borrowings	LIABILITIES (300=310+330)	300		588,869,901	676,501,188
Trade accounts payable-trade       312       13       85,727,963       66,406,162         Advances from customers       313       6,118,814       6,552,905         Taxes payable to State Treasury       314       14       231,016       2,516,127         Payable to employees       315       12,367,541       8,421,739         Accrued expenses       316       15       17,089,922       16,956,554         Other payables       319       16       674,511       1,185,072         Long term liabilities       330       139,920,134       209,972,629         Long-term deposits       333       26,139       26,139         Long-term borrowings       334       17       137,020,000       206,841,368         Provision for severance allowance       337       18       2,873,995       3,105,122         EQUITY (400=410)       400       131,592,096       38,970,125         Share capital       411       20       591,443,888       381,443,888         Share premium       412       85,035,704       85,035,704         Difference of exchange rate       413       -       -       -         Accumulated losses       420       (544,887,496)       (427,509,467)	Current liabilities	310		448,949,767	466,528,559
Advances from customers 313 6,118,814 6,552,905 Taxes payable to State Treasury 314 14 231,016 2,516,127 Payable to employees 315 12,367,541 8,421,739 Accrued expenses 316 15 17,089,922 16,956,554 Other payables 319 16 674,511 1,185,072  Long term liabilities 330 139,920,134 209,972,629 Long-term deposits 333 26,139 26,139 26,139 Long-term borrowings 334 17 137,020,000 206,841,368 Provision for severance allowance 337 18 2,873,995 3,105,122  EQUITY (400=410) 400 131,592,096 38,970,125 Share capital 411 20 591,443,888 381,443,888 Share premium 412 85,035,704 85,035,704 Difference of exchange rate 413	Short-term borrowings	311	12	326,740,000	364,490,000
Taxes payable to State Treasury       314       14       231,016       2,516,127         Payable to employees       315       12,367,541       8,421,739         Accrued expenses       316       15       17,089,922       16,956,554         Other payables       319       16       674,511       1,185,072         Long term liabilities       330       139,920,134       209,972,629         Long-term deposits       333       26,139       26,139         Long-term borrowings       334       17       137,020,000       206,841,368         Provision for severance allowance       337       18       2,873,995       3,105,122         EQUITY (400=410)       400       131,592,096       38,970,125         Owners' equity       410       19       131,592,096       38,970,125         Share capital       411       20       591,443,888       381,443,888         Share premium       412       85,035,704       85,035,704         Difference of exchange rate       413       -       -         Accumulated losses       420       (544,887,496)       (427,509,467)         TOTAL RESOURCES (440=300+400+439)       720,461,997       715,471,313         Tops (40	Trade accounts payable-trade	312	13	85,727,963	66,406,162
Payable to employees         315         12,367,541         8,421,739           Accrued expenses         316         15         17,089,922         16,956,554           Other payables         319         16         674,511         1,185,072           Long term liabilities         330         139,920,134         209,972,629           Long-term deposits         333         26,139         26,139           Long-term borrowings         334         17         137,020,000         206,841,368           Provision for severance allowance         337         18         2,873,995         3,105,122           EQUITY (400=410)         400         131,592,096         38,970,125           Owners' equity         410         19         131,592,096         38,970,125           Share capital         411         20         591,443,888         381,443,888           Share premium         412         85,035,704         85,035,704           Difference of exchange rate         413         -         -           Accumulated losses         420         (544,887,496)         (427,509,467)           TOTAL RESOURCES (440=300+400+439)         720,461,997         715,471,313           Foreign currencies         VND'000 </td <td>Advances from customers</td> <td>313</td> <td></td> <td>6,118,814</td> <td>6,552,905</td>	Advances from customers	313		6,118,814	6,552,905
Accrued expenses 316 15 17,089,922 16,956,554 Other payables 319 16 674,511 1,185,072  Long term liabilities 330 139,920,134 209,972,629 Long-term deposits 333 26,139 26,139 Long-term borrowings 334 17 137,020,000 206,841,368 Provision for severance allowance 337 18 2,873,995 3,105,122  EQUITY (400=410) 400 131,592,096 38,970,125  Owners' equity 410 19 131,592,096 38,970,125 Share capital 411 20 591,443,888 381,443,888 Share premium 412 85,035,704 85,035,704 Difference of exchange rate 413	Taxes payable to State Treasury	314	14	231,016	2,516,127
Other payables         319         16         674,511         1,185,072           Long term liabilities         330         139,920,134         209,972,629           Long-term deposits         333         26,139         26,139           Long-term borrowings         334         17         137,020,000         206,841,368           Provision for severance allowance         337         18         2,873,995         3,105,122           EQUITY (400=410)         400         131,592,096         38,970,125           Owners' equity         410         19         131,592,096         38,970,125           Share capital         411         20         591,443,888         381,443,888           Share premium         412         85,035,704         85,035,704           Difference of exchange rate         413         -         -           Accumulated losses         420         (544,887,496)         (427,509,467)           TOTAL RESOURCES (440=300+400+439)         720,461,997         715,471,313           Foreign currencies         VND'000         VND'000           US dollar         43,639,871         33,442,616	Payable to employees	315		12,367,541	8,421,739
Long term liabilities         330         139,920,134         209,972,629           Long-term deposits         333         26,139         26,139           Long-term borrowings         334         17         137,020,000         206,841,368           Provision for severance allowance         337         18         2,873,995         3,105,122           EQUITY (400=410)         400         131,592,096         38,970,125           Owners' equity         410         19         131,592,096         38,970,125           Share capital         411         20         591,443,888         381,443,888           Share premium         412         85,035,704         85,035,704           Difference of exchange rate         413         -         -           Accumulated losses         420         (544,887,496)         (427,509,467)           TOTAL RESOURCES (440=300+400+439)         720,461,997         715,471,313           OFF BALANCE SHEET ITEMS           Foreign currencies         VND'000         VND'000           US dollar         43,639,871         33,442,616	Accrued expenses	316	15	17,089,922	16,956,554
Long-term deposits       333       26,139       26,139         Long-term borrowings       334       17       137,020,000       206,841,368         Provision for severance allowance       337       18       2,873,995       3,105,122         EQUITY (400=410)       400       131,592,096       38,970,125         Owners' equity       410       19       131,592,096       38,970,125         Share capital       411       20       591,443,888       381,443,888         Share premium       412       85,035,704       85,035,704         Difference of exchange rate       413       -       -         Accumulated losses       420       (544,887,496)       (427,509,467)         TOTAL RESOURCES (440=300+400+439)       720,461,997       715,471,313         OFF BALANCE SHEET ITEMS       VND'000       VND'000         US dollar       43,639,871       33,442,616	Other payables	319	16	674,511	1,185,072
Long-term borrowings   334   17   137,020,000   206,841,368     Provision for severance allowance   337   18   2,873,995   3,105,122     EQUITY (400=410)   400   131,592,096   38,970,125     Owners' equity   410   19   131,592,096   38,970,125     Share capital   411   20   591,443,888   381,443,888     Share premium   412   85,035,704   85,035,704     Difference of exchange rate   413   -	Long term liabilities	330		139,920,134	209,972,629
Provision for severance allowance 337 18 2,873,995 3,105,122  EQUITY (400=410) 400 131,592,096 38,970,125  Owners' equity 410 19 131,592,096 38,970,125  Share capital 411 20 591,443,888 381,443,888 Share premium 412 85,035,704 85,035,704  Difference of exchange rate 413	Long-term deposits	333		26,139	26,139
EQUITY (400=410)         400         131,592,096         38,970,125           Owners' equity         410         19         131,592,096         38,970,125           Share capital         411         20         591,443,888         381,443,888           Share premium         412         85,035,704         85,035,704           Difference of exchange rate         413         -         -           Accumulated losses         420         (544,887,496)         (427,509,467)           TOTAL RESOURCES (440=300+400+439)         720,461,997         715,471,313           OFF BALANCE SHEET ITEMS           Foreign currencies         VND'000         VND'000           US dollar         43,639,871         33,442,616	Long-term borrowings	334	17	137,020,000	206,841,368
Owners' equity         410         19         131,592,096         38,970,125           Share capital         411         20         591,443,888         381,443,888           Share premium         412         85,035,704         85,035,704           Difference of exchange rate         413         -         -           Accumulated losses         420         (544,887,496)         (427,509,467)           TOTAL RESOURCES (440=300+400+439)         720,461,997         715,471,313           OFF BALANCE SHEET ITEMS           Foreign currencies         VND'000         VND'000           US dollar         43,639,871         33,442,616	Provision for severance allowance	337	18	2,873,995	3,105,122
Share capital       411       20       591,443,888       381,443,888         Share premium       412       85,035,704       85,035,704         Difference of exchange rate       413       -       -         Accumulated losses       420       (544,887,496)       (427,509,467)         TOTAL RESOURCES (440=300+400+439)       720,461,997       715,471,313         OFF BALANCE SHEET ITEMS         Foreign currencies       VND'000       VND'000         US dollar       43,639,871       33,442,616	EQUITY (400=410)	400		131,592,096	38,970,125
Share premium       412       85,035,704       85,035,704         Difference of exchange rate       413       -       -         Accumulated losses       420       (544,887,496)       (427,509,467)         TOTAL RESOURCES (440=300+400+439)       720,461,997       715,471,313         OFF BALANCE SHEET ITEMS         Foreign currencies       VND'000       VND'000         US dollar       43,639,871       33,442,616	Owners' equity	410	19	131,592,096	38,970,125
Difference of exchange rate 413	Share capital	411	20	591,443,888	381,443,888
Accumulated losses 420 (544,887,496) (427,509,467)  TOTAL RESOURCES (440=300+400+439) 720,461,997 715,471,313  OFF BALANCE SHEET ITEMS Foreign currencies VND'000 VND'000 US dollar 43,639,871 33,442,616	Share premium	412		85,035,704	85,035,704
TOTAL RESOURCES (440=300+400+439)  720,461,997  -  OFF BALANCE SHEET ITEMS  Foreign currencies  VND'000  US dollar  43,639,871  33,442,616	Difference of exchange rate	413		-	-
Comparison of	Accumulated losses	420		(544,887,496)	(427,509,467)
Foreign currencies         VND'000         VND'000           US dollar         43,639,871         33,442,616	TOTAL RESOURCES (440=300+400	+439)		720,461,997	715,471,313
Foreign currencies         VND'000         VND'000           US dollar         43,639,871         33,442,616				-	-
US dollar 43,639,871 33,442,616					
Euro 10,426 13,546					
	Euro			10,426	13,546

14th February 2014

Prepared by: Approved by:

Signed Signed and sealed

Nguyễn Hồng Phong Chief Accountant Michio Nagabayashi Chairman, General Director

# **Interfood Shareholding Company Seperated statement of income**

	Code	Notes	<b>Q4-2013</b> VND'000	<b>Q4-2012</b> VND'000	YTD2013 VND'000	YTD2012 VND'000
Total revenue	01	21	295,632,884	218,495,417	1,022,018,674	879,382,008
Less revenue deductions:	02	21	8,447,877	6,408,558	28,872,788	25,594,821
Net revenue (10=01-02)	10	21	287,185,007	212,086,859	993,145,886	853,787,187
Cost of sales	11	22	205,740,754	168,604,166	721,964,445	673,469,089
Gross profit (20=10-11)	20		81,444,253	43,482,693	271,181,441	180,318,098
Financial income	21	23	2,380,006	1,349,158	5,368,283	4,027,864
Financial expenses	22	24	4,587,002	2,781,059	15,935,655	9,546,014
In which: Interest expenses	23		2,045,324	2,258,548	8,402,063	7,902,206
Selling expenses	24		114,574,592	83,537,600	414,545,956	215,082,987
G&A expenses	25		10,105,322	8,302,295	33,654,493	28,525,321
Operating profit/(loss) {30=20+(21-22)-(24+25)}	30	•	(45,442,657)	(49,789,103)	(187,586,380)	(68,808,360)
Other income	31	25	6,318,689	12,829,157	82,068,031	25,958,311
Other expenses	32	26	(105,013)	37,903,539	11,859,679	43,050,497
Result of other activities (40 = 31 - 32)	40		6,423,702	(25,074,382)	70,208,352	(17,092,186)
Profit (loss) before tax	50		(39,018,955)	(74,863,485)	(117,378,028)	(85,900,546)
Income tax expenses - current	51	27	-	4,148,958	-	4,148,958
Income tax expenses - deferred	52	27	-	42,787,523	-	42,787,523
Profit(loss) after tax	60		(39,018,955)	(121,799,966)	(117,378,028)	(132,837,028)
Earning(loss) per share	36		(1.263)	(4.180)	(3.800)	(4.558)

14th February 2014

Prepared by: Approved by:

Signed Signed and sealed

Nguyễn Hồng Phong Michio Nagabayashi

Chief Accountant Chairman, General Director

<b>Interfood Shareholding Company</b>			
Seperated statements of cash flows		31/12/2013	31/12/2012
	Code	VND'000	VND'000
CASH FLOWS FROM OPERATING A	CTIVITIES		
Profit/(loss) before tax	01	(117,378,028)	(85,900,546)
Adjustments for:			
Depreciation and amortisation	02	26,168,339	31,583,350
Increase in provisions	03	(4,661,355)	7,499,392
Gain on foreign exchange loss	04	5,788,032	-
Income from loan waiving	05	(71,459,368)	-
Interest income	05	(726,483)	(3,417,832)
Loss from disposal fixed assets	05	-	28,542,712
Interest expenses	06	8,402,063	7,902,206
Operating profit/(loss) before adjustmen	nts to w(8	(153,866,800)	(13,790,718)
Change in accounts receivable	09	7,747,432	37,501,272
Change in inventory	10	(16,297,892)	(26,701,996)
Change in accounts payable	11	22,002,300	5,377,748
Change in prepaid expenses	12	181,878	(3,628,467)
Interest paid	13	(10,340,401)	(4,279,925)
Business income tax paid	14	-	(1,922,299)
Other payable	16	-	(1,514,758)
Cash generated from operating activities	s 20	(150,573,483)	(8,959,143)
CASH FLOWS FROM INVESTING AC	CTIVITIES		
Acquisition of fixed assets and investment	construc 21	(3,349,271)	(9,418,630)
Payments for purchase of debt instrument of		<u>-</u>	(24,678,889)
Interest income received	27	726,483	421,829
Net cash inflows/(outflows) from investing	ng activ 30	(2,622,788)	(33,675,690)
CASH FLOWS FROM FINANCING A	CTIVITIES		
Proceeds from equity issued		210,000,000	-
Proceeds from loan	33	199,842,000	83,312,000
Repayments for debt	34	(241,706,000)	
Net cash inflows/(outflows) from financi	ng activ 40	168,136,000	83,312,000
Net increase/(decrease) in cash	50	14,939,729	40,677,167
Cash at beginning of the year	60	81,642,948	40,965,781
Cash at end of the year	70	96,582,677	81,642,948
		(1)	-

14th February 2014

Prepared by: Approved by:

Signed Signed and sealed

Nguyễn Hồng Phong Chief Accountant Michio Nagabayashi Chairman, General Director

### 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 with 5% alcohol content, bottled filtered water and PET bottle; and to manufacture packaging for foods and beverages.

As at 31 December 2013, the Company had 1279 employees (the year ended 31 December 2012: 1,196 employees).

### 2. Basis of preparation

#### (a) Statement of compliance

The seperated 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 seperated 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 seperated financial statements have been prepared on a going concern basis. The Company has made loss of 117,378 Million VND(2012: Loss 132,837 Million VND) during the year and at the balance sheet date, current liabilities still exceeded current assets by 25,580 Million VND (31/12/2012: 71,787 Million VND) and liabilities exceeded total assets 131,592 Million VND (31/12/2012: total liabilities exceeded total assets 38,970 Million VND). 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

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 seperated financial statements in VND.

# 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 seperated 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

### (i) Cost

# Notes to the seperated 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 seperated 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 equipment10-15 yearsMotor vehicles6 yearsOffice equipment10 yearsERP System10 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

### Other expenses

Other 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 works.

### (i) Trade and other payables

Trade and other payables are stated at their cost.

### (j) Provisions

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.

#### 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 31 December 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 seperated financial position and seperated 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*

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.

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

Available-for-sale financial assets are non-derivative financial assets that are designated as available for sale or that is not classified as:

- 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 instrument)
- 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

Payments made under operating leases are recognised in the seperated statement of income on a straight-line basis over the term of the lease. Lease incentives received are recognised in the seperated 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.

# (p) Related companies

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control or common significant influence

4.	Cash	31/12/2013	31/12/2012
		VND'000	VND'000
Cash on hand		142,279	105,514
Cash in banks		96,440,399	81,537,434
		96,582,678	81,642,948
		-	-
5.	Accounts receivable short-term and lon	ng-term	
		31/12/2013	31/12/2012
Short-term receiva	able:	VND'000	VND'000
Short-term loa	n granted to a related company (a)	116,644,475	131,506,846
		116,644,475	131,506,846
		<del></del>	-
		31/12/2013	31/12/2012
Long-term receiva	ıble:	VND'000	VND'000
Long-term loa	n granted to a related company (b)	24,993,600_	24,993,600
		24,993,600	24,993,600

(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).

(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.

	31/12/2013	31/12/2012
Other receivables comprised:	VND'000	VND'000
Marketing support receivable from KHSPL*	-	5,087,364
Received for expenses pay on behalf of VKBC.	-	-
Other receivable	97,283	100,953
	97,283	5,188,317

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

6.	Inventories	31/12/2013	31/12/2012
		VND'000	VND'000
Raw mater	ials	57,807,048	63,741,782
Tools and s	supplies	10,352,938	8,727,411
Work in pr	ogress	2,439,256	4,413,016
Finished go	oods	109,824,165	87,243,306
		180,423,407	164,125,515
Allowance	for inventories	-	(6,475,696)
		180,423,407	157,649,819

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	1,135,517	460,000	20,400	1,615,917
Transfer from CIP	1,269,831	-	-	1,269,831
Disposals(*)	(2,573,072)	(903,406)	(895,776)	(4,372,254)
Closing balance	366,322,805	8,750,844	3,372,412	378,446,061
Accumulated depreciation				
Opening balance	184,426,733	5,610,543	1,902,075	191,939,351
Charge for the year	23,984,129	979,163	502,592	25,465,884
Disposals(*)	(1,645,531)	(862,225)	(430,278)	(2,938,034)
Closing balance	206,765,331	5,727,482	1,974,389	214,467,202
Net book value				
Opening balance	182,063,796	3,583,707	2,345,713	187,993,216
Closing balance	159,557,474	3,023,363	1,398,023	163,978,860

Included in the cost of tangible fixed assets were assets costing 22,278 million VND which were fully depreciated as of 31 December 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 1,819 million VND as of 30 December 2013 (31/12/2012: 2,177 million VND).

(\*) During this year, the fixed asset carring historical cost lower than 30 million VND has been transferred to the prepayment expenses account

# Notes to the seperated financial statements (continues)

(ii)	Intangible fi	ixed assets				
		ERP				Total
		VND'000				VND'000
Historical cost	t					
Opening balan	ce					-
Additions		50,990				50,990
Transfer from	CIP	8,875,031	-			8,875,031
Writen off						-
Closing balanc	e	8,926,021	-	-	-	8,926,021
Accumulated						
Opening balance		-	-			-
Charge for the	year	702,455	-			702,455
Disposals	_	702.455	-			- - -
Closing balanc	e	702,455		-	-	702,455
Net book valu	e					
Opening balan	ce	-	_	1	-	_
Closing balanc		8,223,566	-	-	-	8,223,566
8.	Construction	on in progress		31/12/2013		31/12/2012
				VND'000		VND'000
Opening balan	ce			8,398,224		7,095,558
Additions during	ng the quarter	•		1,775,288		1,302,666
Transferred to	intangible fix	ed asset		(8,875,031)		-
Transferred to	tangible fixed	l assets		(1,269,831)		
Transferred to	other cost		_	(28,650)	_	-
Closing balanc	e				=	8,398,224

# 10. Long-term financial investments

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.

# 10. Long-term prepayment

	Total
	VND'000
Opening balance	3,684,952
Additions	2,383,575
Amortisation	(1,768,536)
Closing balance	4,299,991

#### 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:.

	31/12/2013	31/12/2013	31/12/2012	31/12/2012
	VND'000	VND'000	VND'000	VND'000
Deductible temporary differences	17,089,922	4,272,481	48,587,663	12,146,916
Tax losses	43,380,372	10,845,093	79,723,544	19,930,886
	60,470,294	15,117,574	128,311,207	32,077,802

The tax losses expire in the following years:

Year of expiry	Status of tax review	Tax losses available
		VND'000
2017	Outstanding	11,524,391
		11,524,391

During the year, the Company's 2010 and 2011 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 25,128 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.

21/12/2012

# **Interfood Shareholding Company Notes to the seperated financial statements (continues)**

# 12. Short-term borrowings

	31/12/2013	31/12/2012
	VND'000	VND'000
Short-term Loans from Kirin Holdings Company, Limited	326,740,000	364,490,000

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

VND'000	VND'000
	VINDUUU
147,560,000	145,796,000
-	52,070,000
-	62,484,000
-	104,140,000
179,180,000	-
326,740,000	364,490,000
1	47,560,000 - - - - - - - - - - - - - - - - -

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:

	31/12/2013	31/12/2012
	VND'000	VND'000
Amounts due to Vietnam Kirin Beverage Company, Limited	2,502,632	3,176,332
Amounts due to other related companies	<del>_</del>	

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

	31/12/2013	31/12/2012
	VND'000	VND'000
Value added tax	-	1,580,137
Import, export tax	-	591,662
Personal income tax	130,661	243,979
Foreign contractor tax	-	100,349
Other tax	100,355_	
	231,016	2,516,127

# 15. Accrued expenses

31/12/2013	31/12/2012
VND'000	VND'000
5,378,039	3,802,151
2,110,356	2,021,795
3,137,186	5,555,744
4,591,183	5,021,464
1,873,157	555,400
17,089,922	16,956,554
	VND'000 5,378,039 2,110,356 3,137,186 4,591,183 1,873,157

(\*) 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

	31/12/2013	31/12/2012
	VND'000	VND'000
Dividend payable (Note 36)	505,391	505,391
Trade union, social and health insurance	122,077	164,229
Other payable	47,043_	515,452
	674,511	1,185,072

# 17. Long-term borrowings

	~			31/12/2013	31/12/2012
	Curre ncy	Interest rate	Year of maturity	VND'000	VND'000
Loan from Trade Ocean Holdings Sdn Bhd (a) Unsecured loan from Kirin	USD	three-month SIBOR minus 1% p.a.	2014	-	71,459,368
Holdings Company, Limited (b)	USD	1.896% p.a.	2017	136,734,000 136,734,000	135,382,000 206,841,368

- (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.

On 1 March 2013, Trade Ocean Holding Sdn. Bhd., shareholders ("the Lenders"), issued Deeds of Release ("Deeds") to waive the loans of 71,459 Million VND ("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:

	31/12/2013	31/12/2012
	VND'000	VND'000
Opening balance	3,105,122	4,276,030
Provision adjustment during the year	(117,847)	1,023,696
Utilised during the year	(113,280)	(2,194,604)
Closing balance	2,873,995	3,105,122

During the year, the Company contributed 700 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.

# 19. Movement in owner's equity

	Paid in capital	Share	Acquisition	Undistributed	Total
		premium	Reserves	earnings	
	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 capital increase	210,000,000	-	-	-	210,000,000
Current year's net profit	-	-	-	(117,378,028)	(117, 378, 028)
Foreign exchange differences	-	-	-	-	-
Current year's closing balance	591,443,888	85,035,704	-	(544,887,495)	131,592,097

### 20. Share capital

the Company's authorised and issued share capital is:

. ,	31/12/2013		31/12/2012	
	Number of shares	VND'000	Number of shares	VND'000
<b>Authorised and issued share capital</b> Ordinary shares	50,140,992	591,443,992	29,140,992	381,443,992
Shares in circulation Ordinary shares	50,140,984	591,443,888	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.

According to the Plan of increasing and using Charter capital approved by the 1st Extraordinary General Assembly of Shareholders of Interfood Shareholding Company ("EGM-2013-1") dated 10 September 2013, the Board of Managerment has resolved to approve the issuance of 21,000,000 shares of the Company to Kirin Holdings Limited Company at the selling price of VND 10,000 per share.

Kirin Holdings Limited Company has completed transfer the proceeds for shares issuance with amount of VND billion 210 to the company account in November 2013

#### 21. Revenues

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

	Q4-2013	Q4-2012	YTD2013	YTD2012
Total revenue	VND'000	VND'000	VND'000	VND'000
<ul><li>Sales of drinks</li></ul>	255,489,750	189,276,775	888,947,223	795,969,367
<ul><li>Sales of biscuits</li></ul>	10,689,632	9,305,718	28,550,969	29,868,164
<ul><li>Sales of other products</li></ul>	29,453,502	19,912,923	104,520,481	53,544,477
	295,632,884	218,495,417	1,022,018,674	879,382,008
	-	-	-	-
Less sales deductions:				
<ul><li>Sales allowances</li></ul>	8,447,877	6,235,515	28,872,788	25,180,156
■ Sales return		173,043	-	414,665
	8,447,877	6,408,558	28,872,788	25,594,821
Net sales	287,185,007	212,086,859	993,145,886	853,787,187

23.	Cost of goods sold				
	<u> </u>	Q4-2013	Q4-2012	YTD2013	YTD2012
		VND'000	VND'000	VND'000	VND'000
Total cost of sa	ales				
■ Cost of dri	inks	177,295,024	149,846,140	632,621,467	603,878,888
■ Cost of bis	scuit	8,389,410	8,516,902	26,578,647	31,801,586
■ Cost of oth	ner products	20,056,320	10,241,124	62,764,331	37,788,615
	•	205,740,754	168,604,166	721,964,445	673,469,089
24.	Income from financial activ	-	-	-	-
24.	income from imancial activ	Q4-2013	Q4-2012	YTD2013	YTD2012
		VND'000	VND'000	VND'000	VND'000
Interest incom	ne from bank deposits	83,036	162,354	726,483	421,829
	ne from loan to Avafood	666,118	749,734	2,780,307	2,996,003
	s from foreign exchange	250	437,070	230,890	610,032
_	ins from foreign exchange	1,630,602	437,070	1,630,602	010,032
Officalised ga	mis from foreign exchange	2,380,006	1,349,158	5,368,283	4,027,864
		2,300,000	1,547,130	3,300,203	4,027,004
25.	Financial expenses	-	-	-	-
23.	r manciai expenses	Q4-2013	Q4-2012	YTD2013	YTD2012
		VND'000	VND'000	VND'000	VND'000
Interest expen	100	2,045,324	2,258,548	8,402,062	7,902,197
•	gn exchange losses		521,202		
	reign exchange losses	2,541,678	321,202	7,533,593	1,642,508
Other finance		-	1,309	-	1,309
Other Illiance	expenses	4,587,002	2,781,059	15,935,655	9,546,014
		-	-	-	-
26.	Other income				
		Q4-2013	Q4-2012	YTD2013	YTD2012
		VND'000	VND'000	VND'000	VND'000
Support for m	arketing fee from KHSPL(*)	-	10,244,668	-	10,244,668
Reimburseme	nt received for tax penalty	-	10,026,016	-	10,026,016
Internal Loan	waiver	-	-	71,459,368	-
Others		6,318,689	(7,441,527)	10,608,663	5,687,627
		6,318,689	12,829,157	82,068,031	25,958,311
•	in Holdings Singapore Pte, Ltd	-	-	-	-
27.	Other expenses				
		Q4-2013	Q4-2012	YTD2013	YTD2012
		VND'000	VND'000	VND'000	VND'000
	f tangible fixed assets written off	-	28,542,712	-	28,542,712
Tax penalties		124,460	7,605,365	9,579,311	7,605,365
-	of idle fixed assets	119,205	1,553,652	423,905	6,255,086
Others		(348,678)	201,810	1,856,464	647,334
		(105,013)	37,903,539	11,859,680	43,050,497

#### 28. Coporate Income Taxes

### (a) Recognised in the seperated statement of income

	2013 VND'000	2012 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	(117,378,028)	(85,900,547)
Tax at the Company's tax rate	(29,344,507)	(21,475,137)
Non-deductible expenses	37,994,346	9,116,260
Deferred tax assets not recognised	-	12,358,877
Tax losses not previously recognised utilised	(8,649,839)	-
Written down of deferred tax assets	-	42,787,523
Under provision in prior years	-	4,148,958
	(0)	46,936,481

### (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.

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 No124/2008/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

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board is responsible for developing and monitoring the Company's risk management policies.

#### (b) Credit risk

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
	96,440,399	81,537,434
	27,499,929	20,147,341
	116,644,475	131,506,846
	24,993,600	24,993,600
	265,578,403	258,185,221
	Notes	Notes <b>VND'000</b> 96,440,399 27,499,929 116,644,475 24,993,600

### (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.

# (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 has mad allowance for doubtful debts is necessary in respect of the outstanding trade and other receivables as of 31 December 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	23,186,248	12,784,142
Past due $0 - 30$ days	1,410,811	3,466,342
Past due 31 – 180 days	857,402	3,090,709
Over 180 days	2,045,468	806,148
	27,499,929	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:

31/12/2013	Carrying amount.	Contractual cash flows	Within 1 year	1 – 2 years	2 – 5 years
	VND'000	VND'000	VND'000	VND'000	VND'000
Trade and other payables.	115,859,937	115,859,937	115,859,937	-	_
Short-term borrowings.	326,740,000	329,290,444	329,290,444	-	-
Long-term borrowings.	137,020,000	145,753,213	2,605,017	2,605,017	140,543,178
	579,619,937	590,903,594	447,755,398	2,605,017	140,543,178

31/12/2012	Carrying amount VND'000	Contractual cash flows <b>VND'000</b>	Within 1 year <b>VND'000</b>	1 – 2 years <b>VND'000</b>	2 – 5 years <b>VND'000</b>
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:

• USD 8.5 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.

# (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 31 December 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
	31/12/2013	31/12/2012
Cash	2,070,203	48,157,077
Accounts receivable – trade.	306,838	11,653,021
Intrareceivable	-	131,506,846
Intra-company long-term receivables	-	24,993,600
Account payables.	(96,171)	(62,606,200)
Other receivables.	-	100,953
Short-term deposit.	-	279,344
Long-term deposit.	-	1,514,758
Short-term loan	(15,500,000)	
Long-term loan	(6,500,000)	
Payables to employees.	-	(6,914,479)
Other payables.	<u> </u>	(1,089,428)
	(19,719,131)	147,595,492

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

	VND	VND
	31/12/2013	31/12/2012
1 USD	21,080	20,828

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 31 December 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.
	VND'000
31/12/2013.	31/12/2013
USD (1% strenthening of USD)	(3,120,552)
	Increase in net loss.
	VND'000
31/12/2012.	31/12/2012
VND (1% weakening)	5,077,842

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		
	31/12/2013	31/12/2012	
	VND'000	VND'000	
Fixed rate instruments.			
Financial asset	24,993,600	24,993,600	
Financial liabilities	(137,020,000)	(135,382,000)	
	(112,026,400)	(110,388,400)	
	·		
Variable rate instruments.			
Financial assets	213,084,874	213,044,280	
Financial liabilities	(326,740,000)	(435,949,368)	
	(113,655,126)	(222,905,088)	

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.

# (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 seperated financial statements, during the year there were the following significant transactions with related parties:

	Carrying a	amount
Related companies	31/12/2013 VND'000	31/12/2012 VND'000
Kirin Holdings Company, Limited Ultimate Parent Company		
Short-term loan received	199,842,000	83,312,000
Short-term loan repayment	241,706,000	-
Interest expenses	8,402,063	7,902,206
Secondment fee	9,078,597	8,718,434
Share subscription	210,000,000	-
Kirin Holdings Singapore Pte, Ltd.		
Financial support for marketing activities	-	10,244,668
Avafood Shareholding Company.		
Short-term loan granted	31,050,000	24,678,889
Interest income	2,780,307	2,996,004
Processing service	38,445,194	35,094,638
Office and factory rental fee	5,929,779	5,927,795
Vietnam Kirin Beverage Company, Limited		
Purchase of goods	-	17,209,468
Processing fee	42,472,216	21,552,564
Board of Directors and Board of Management		
Secondment fees	4,517,690	8,582,386
Salary	1,312,409	1,304,270

# 32. Commitments

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

	VND'000 31/12/2013	VND'000 31/12/2012
Within one year	11,528,803	11,271,343
Within two to five years	27,499,588	31,492,769
Over five years	11,463,660	17,387,506
	50,492,051	60,151,618

# 33. Production and business costs by element

	Q4-2013	Q4-2012	YTD2013	YTD2012
	VND'000	VND'000	VND'000	VND'000
Raw material costs	172,424,457	132,339,333	581,402,278	601,653,437
Labour costs and staff costs	42,912,130	27,267,105	161,574,946	98,154,158
Depreciation and amortisation	6,653,683	9,429,074	26,304,665	31,583,350
Outside services	102,945,214	58,412,099	397,188,437	160,054,057
Other expenses	1,962,959	31,601,260	15,425,332	86,163,728
	326,898,443	259,048,870	1,181,895,657	977,608,730

14th February 2014

Prepared by: Approved by:

Signed Signed and sealed

Nguyễn Hồng Phong Michio Nagabayashi

Chief Accountant Chairman, General Director