**Seperated financial statements Quarter 2 - 2015** 

## **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
	472033000328 (5th amendment)	14/05/2014

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:**

Toru Yamasaki Chairman

Hiroshi Fujikawa Member (until 09 April 2015)

Nguyen Thi Kim Lien Member Takayuki Morisawa Member

Hajime Kobayashi Member (from 09 April 2015) Hirotsugu Otani Member (from 09 April 2015)

#### **Board of Director:**

Toru Yamasaki General Director

Nguyen Thi Kim Lien Director/General Manager of Internal Control

Yutaka Ogami Director/General Manager of Finance

Takayuki Morisawa Director/General Manager of Administration

Yoshihisa Fujiwara Director/General Manager of Factory

Taiichiro Iizumi 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 30 June 2015, 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)

Toru Yamasaki

Chairman, General Director

Dong Nai province, dated 14th August 2015.

# Seperated balance sheet

ASSETS	Code	Notes	30/06/2015 VND'000	31/12/2014 VND'000
Current assets (100=110+130+140+150)	100		374,853,380	436,632,039
Cash	110	4	71,589,525	111,277,531
Accounts receivable	130	5	117,766,161	144,159,414
Trade accounts receivable - trade	131		21,357,201	36,547,087
Prepayments to suppliers	132		3,915,521	4,579,446
Intercompany receivables	133		94,538,907	104,673,603
Other receivables	138		-	404,746
Provision for doubtful debts	139		(2,045,468)	(2,045,468)
Inventories	140	6	184,381,683	179,430,711
Inventories	141		189,255,506	182,865,732
Allowance for inventories	149		(4,873,823)	(3,435,021)
Other current assets	150		1,116,011	1,764,383
Short term prepayments	151		577,910	1,192,488
Taxes receivable from State Treasury	154		-	-
Other current assets	158		538,101	571,895
Long-term assets				
(200=220+260)	200		269,686,521	277,382,447
Longterm receivable	210	5	24,993,600	24,993,600
Longterm intrareceivable	213		24,993,600	24,993,600
Fixed assets	220		145,856,329	154,143,793
Tangible fixed assets	221	7	133,771,198	143,753,982
Cost	222		383,892,334	383,245,792
Accumulated depreciation	223		(250,121,136)	(239,491,810)
Intangible fixed assets	227	8	8,320,702	8,954,046
Cost	228		10,815,193	10,815,193
Accumulated depreciation	229		(2,494,491)	(1,861,147)
Construction in progress	230	9	3,764,429	1,435,765
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		4,690,783	4,099,245
Long-term prepayments	261	11	3,129,281	2,537,743
Other long-term assets	268		1,561,502	1,561,502
TOTAL ASSETS	270		644,539,901	714,014,486
(270=100+200)				

# Seperated balance sheet

Seperated balance sheet			30/06/2015	31/12/2014
RESOURCES	Code	Notes	VND'000	VND'000
LIABILITIES (300=310+330)	300		535,977,605	553,953,776
Current liabilities	310		391,234,328	412,178,083
Short-term borrowings	311	12	283,920,000	245,870,000
Trade accounts payable-trade	312	13	55,133,494	95,168,043
Advances from customers	313		3,054,988	3,316,859
Taxes payable to State Treasury	314	14	5,066,048	5,729,562
Payable to employees	315		9,418,347	9,496,505
Accrued expenses	316	15	32,206,751	51,940,032
Other payables	319	16	2,434,700	657,082
Long term liabilities	330		144,743,277	141,775,693
Long-term deposits	333		-	-
Long-term borrowings	334	17	141,960,000	138,970,000
Provision for severance allowance	337	18	2,783,277	2,805,693
EQUITY (400=410)	400		108,562,296	160,060,710
Owners' equity	410	19	108,562,296	160,060,710
Share capital	411	20	711,409,840	711,409,840
Share premium	412		85,035,704	85,035,704
Other reservers	418		90,034,048	90,034,048
Accumulated losses	420		(777,917,296)	(726,418,882)
TOTAL RESOURCES (440=300+400	<b>)</b> +439)		644,539,901	714,014,486
OFF BALANCE SHEET ITEMS				
Foreign currencies			VND'000	VND'000
US dollar			20,555,169	47,661,063
Euro			8,357	8,938

14th August 2015

Prepared by: Approved by:

(Signed) (Signed and Sealed)

Nguyễn Hồng Phong Toru Yamasaki
Chief Accountant Chairman, General Director

# **Seperated statement of income**

		Notes	Q2-2015	Q2-2014	YTD2015	YTD2014
	Code		VND'000	VND'000	VND'000	VND'000
Total revenue	01	22	350,840,089	310,377,378	585,296,603	1,185,919,021
Less revenue deductions:	02	22	9,676,398	11,810,663	16,294,245	38,707,794
Net revenue (10=01-02)	10	22	341,163,691	298,566,715	569,002,358	1,147,211,227
Cost of sales	11	23	254,677,217	232,338,877	412,815,895	846,280,556
Gross profit (20=10-11)	20		86,486,474	66,227,838	156,186,463	300,930,671
Financial income	21	24	7,674,392	3,694,158	12,116,858	12,763,212
Financial expenses	22	25	13,821,238	9,324,505	21,360,563	23,909,833
In which: Interest expenses	23		1,399,597	1,749,920	2,691,360	6,959,861
Selling expenses	24		107,143,528	121,904,602	184,972,298	449,269,706
G&A expenses	25		8,657,236	8,148,739	16,152,345	31,012,598
Operating profit/(loss) {30=20+(21-22)-(24+25)}	30		(35,461,136)	(69,455,850)	(54,181,885)	(190,498,254)
Other income	31	26	2,914,517	7,526,614	3,867,975	10,086,852
Other expenses	32		995,422	230,080	1,184,504	1,119,985
Result of other activities (40 = 31 - 32)	40		1,919,095	7,296,534	2,683,471	8,966,867
Profit (loss) before tax	50		(33,542,041)	(62,159,316)	(51,498,414)	(181,531,387)
Income tax expenses - current	51	27	-	-	-	-
Income tax expenses - deferred	52	27	-	-	-	-
Profit(loss) after tax	60		(33,542,041)	(62,159,316)	(51,498,414)	(181,531,387)

14th August 2015

Prepared by:

Approved by:

(Signed)

(Signed and Sealed)

Nguyễn Hồng Phong Chief Accountant Toru Yamasaki Chairman, General Director

Seperated statements of cash flows		30/06/2015	31/12/2014
	Code	VND'000	VND'000
CASH FLOWS FROM OPERATING ACT	TIVITIES		
Profit/(loss) before tax	01	(51,498,414)	(181,531,387)
Adjustments for:			
Depreciation and amortisation	02	13,240,629	26,183,300
Allowances and provisions	03	1,438,802	3,435,021
Unrealised foreign exchange losses	04	8,730,936	4,893,279
Gain on disposal of fixed assets	05	(571,664)	-
Interest income	05	(1,305,294)	(2,835,768)
Interest expenses	06	2,691,360	6,959,861
Operating loss before changes in working c	apit 8	(27,273,645)	(142,895,694)
Change in receivable	09	16,316,307	(11,055,131)
Change in inventory	10	(6,389,774)	(2,442,325)
Change in payables and other liabilities	11	(30,242,917)	99,902,710
Change in prepayment	12	23,040	1,219,789
Interest paid	13	(3,939,595)	(7,928,475)
Other receipts for operating activities	15	12,076	(55,039)
Cash generated from operating activities	20	(51,494,508)	(63,254,165)
CASH FLOWS FROM INVESTING ACTI	VITIES		
Payments for additions to fixed assets and other	er lo 21	(5,026,956)	(8,124,668)
Proceeds from disposals of fixed assets	22	645,455	-
Tranfer from CIP		-	-
Loan granted to a related company	23	(16,300,000)	(40,400,000)
Receipts of interests	27	148,003	328,686
Net cash inflows/(outflows) from investing a	ectiv 30	(20,533,498)	(48,195,982)
CASH FLOWS FROM FINANCING ACT	IVITIES		
Proceeds from equity issued		-	210,000,000
Proceeds from loan	33	32,340,000	126,945,000
Repayments for debt	34	-	(210,800,000)
Net cash inflows/(outflows) from financing	acti 40	32,340,000	126,145,000
Net increase/(decrease) in cash	50	(39,688,006)	14,694,853
Cash at beginning of the year	60	111,277,531	96,582,678
Cash at end of the year	70	71,589,525	111,277,531

14th August 2015

Prepared by: Approved by:

(Signed) (Signed and Sealed)

Nguyễn Hồng Phong Toru Yamasaki

Chief Accountant Chairman, General Director

## Notes to the seperated financial statements

## 1. Reporting Entity

Interfood Shareholding Company ("the Company") is a joint stock company incorporated in Vietnam. The principal activities of the Group are to process agricultural and aquatic products into canned, dried, frozen, salted, and pickled products; and the production of biscuits and snack food; carbonated fruit juice and non-carbonated fruit juice, beverage with non-carbonated or carbonated, with or without low alcohol (less than 10%); bottled filtered water; manufactured packaging for foods and beverages; and performance of the right to export, import products in accordance with business operation as required by law

As at 30 June 2015, the Company had 1,350 employees (the year ended 31 December 2014: 1,404 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 51,498 Million VND (2014: Loss 181,531 Million VND) during the year and at the balance sheet date, current assets exceeded current liabilities 16,381 Million VND (31/12/2014: 24,454 Million VND) and total assets exceeded total liabilities 108,562 Million VND (31/12/2014: 160,061 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.

## Notes to the seperated 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 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:

 $\begin{tabular}{lll} Machinery and equipment & $10-15$ years \\ Motor vehicles & 6 years \\ Office equipment & 10 years \\ ERP System & 10 years \\ \end{tabular}$ 

#### (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 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.

## Notes to the seperated 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 2015 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.

## Notes to the seperated 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

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.

#### (I) 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.

## **Interfood Shareholding Company**

## Notes to the seperated financial statements (continues)

#### **Related companies (p)**

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	30/06/2015	31/12/2014
		VND'000	VND'000
Cash on hand		86,003	159,047
Cash in banks		71,503,522	111,118,484
		71,589,525	111,277,531
		-	-
5.	Accounts receivable short-term and lo	ong-term	
		30/06/2015	31/12/2014
Short-term receiva	ble:	VND'000	VND'000
Short-term loan	n granted to a related company (a)	94,538,907	104,673,603
		94,538,907	104,673,603
		-	-
		30/06/2015	31/12/2014
Long-term receival	ble:	VND'000	VND'000
Long-term loar	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 VND145,796 million was unsecured and earns interest at Libor plus 1% per annum. The applicable interest rates at 1.896% per annum during the year (year ended 31 December 2014: 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.

	30/06/2015	31/12/2014
Other receivables comprised:	VND'000	VND'000
Other receivable		404,746
	-	404,746
	<del></del>	

## Notes to the seperated financial statements (continues)

30/06/2015	31/12/2014
VND'000	VND'000
57,364,875	52,314,741
12,559,583	10,882,858
12,225,222	13,602,577
107,105,826	106,065,556
189,255,506	182,865,732
(4,873,823)	(3,435,021)
184,381,683	179,430,711
	VND'000  57,364,875  12,559,583  12,225,222  107,105,826  189,255,506  (4,873,823)

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

## 7. Tangible Fixed assets

	Machinery & Equipment	Motor vehicles	Office	Total
	VND'000	VND'000	VND'000	VND'000
Historical cost				
Opening balance	370,000,367	8,980,844	4,264,581	383,245,792
Additions	819,899	-	132,937	952,836
Transfer from CIP	1,745,456	-	-	1,745,456
Disposals(*)		(2,051,750)	-	(2,051,750)
Closing balance	372,565,722	6,929,094	4,397,518	383,892,334
Accumulated depreciation				
Opening balance	230,561,264	6,410,169	2,520,377	239,491,810
Charge for the year	11,960,172	322,674	324,438	12,607,284
Disposals(*)		(1,977,959)	-	(1,977,959)
Closing balance	242,521,436	4,754,884	2,844,816	250,121,136
Net book value				
Opening balance	139,439,103	2,570,675	1,744,204	143,753,982
Closing balance	130,044,286	2,174,210	1,552,703	133,771,198

Included in the cost of tangible fixed assets were assets costing 27,162 million VND which were fully depreciated as of 30 June 2015 (31/12/2014: 26,263 million VND), but are still in active use.

The carrying amount of temporarily idle tangible fixed assets amounted to 24,960 million VND as of 30 June 2015 (31/12/2014: 1,415 million VND).

1,435,765

# **Interfood Shareholding Company**

## Notes to the seperated financial statements (continues)

8.	Intangible	e Fixed assets ERP				Total
		VND'000				VND'000
Historical co Opening bala Additions		10,815,193				10,815,193
Transfer from Writen off	n CIP	-	-			-
Closing balar	nce	10,815,193	-	-	-	10,815,193
Accumulate	d depreciation	n				
Opening bala	-	1,861,147	_			1,861,147
Charge for th		633,344	-			633,344
Disposals		-	-			-
Closing balar	nce	2,494,491	-	-	-	2,494,491
Net book val	lue					
Opening bala		8,954,046	-	-	_	8,954,046
Closing balar		8,320,702	-	-	-	8,320,702
9.	Construct	ion in progress		30/06/2015		31/12/2014
		1 8		VND'000		VND'000
Opening bala	ince			1,435,765		-
Additions du	ring the quarte	er		4,074,120		3,747,591
Transferred to	o tangible fixe	ed assets		(1,745,456)		(2,274,026)
	o intangible fi	xed asset		-		(37,800)
Writen off			_		_	-

#### 10. Investments

Closing balance

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-DN issued by the People's Committee of Dong Nai Province on 19 July 2002.

3,764,429

## Notes to the seperated financial statements (continues)

## 11. Long-term prepayment

<i>3</i> 1 1 <i>v</i>	Opening balance	Additions	Amortisation	Closing balance
	VND'000	VND'000	VND'000	VND'000
Renovation expenses	475,842	-	(475,842)	-
Tool and supplies	2,061,901	1,293,647	(918,941)	2,436,607
Other	-	2,655,374	(1,962,700)	
Closing balance	2,537,743	3,949,021	(3,357,483)	3,129,281

## 12. Short-term borrowings

	30/06/2015	31/12/2014
	VND'000	VND'000
Short-term Loans from Kirin Holdings Company, Limited	283,920,000	245,870,000

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

			30/06/2015	31/12/2014
	Currency	Nominal interest rate	VND'000	VND'000
Loan 7 Million USD	USD	LIBOR $+ 0.8\%/p.a$	152,880,000	149,660,000
Loan 9.5 Million USD	USD	LIBOR $+ 0.8\%/p.a$	131,040,000	96,210,000
			283,920,000	245,870,000

The applicable interest rates of these loans range from 1.034% to 1.200% per annum during the year (year ended 31 December 2014: 0.954% to 1.492%)

## 13. Accounts payable – trade

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

	30/06/2015	31/12/2014
	VND'000	VND'000
Amounts due to Vietnam Kirin Beverage Company, Limited	9,690,314	38,979,224
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.

## Notes to the seperated financial statements (continues)

14.	<b>Taxes</b>	pavable t	o State	Treasury

, and the property of the second seco	30/06/2015	31/12/2014
	VND'000	VND'000
Value added tax	4,822,760	5,338,398
Personal income tax	243,288	310,347
Other tax		80,817
	5,066,048	5,729,562
		-
15. Accrued expenses		
	30/06/2015	31/12/2014
	VND'000	VND'000
Sales discounts and commission	4,731,135	15,373,539
Display expenses	-	3,090,617
Promotion expenses	5,651,735	5,745,365
Transportation fee	9,505,290	7,920,713
Secondment fee payable (*)	5,042,103	4,742,113
Loans interest payable	920,337	2,168,572
Others	6,356,151	12,899,113
	32,206,751	51,940,032
	·	<u> </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.

4 /	0.1
16.	Other payables
IV.	CHIEL DAVADIES

Dividend payable Trade union, social and health Other payable		re	30/06/2015 VND'000 505,391 1,912,491 16,818 2,434,700	_ =	31/12/2014 VND'000 505,391 137,776 13,915 657,082
17. Long-teri	Curre	C	Year of	30/06/2015	31/12/2014
Unsecured loan from Kirin Holdings Company, Limited	USD	Interest rate 1.896% p.a.	maturity  2017 -	VND'000 141,960,000 141,960,000	VND'000 138,970,000 138,970,000

(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)

## 18. Provision for severance allowance

Movements of provision during the year were as follow:

	30/06/2015	31/12/2014
	VND'000	VND'000
Opening balance	2,805,693	2,873,995
Provision adjustment during the year	-	-
Utilised during the year	(22,416)	(68,302)
Closing balance	2,783,277	2,805,693

During the six-month period, the Company contributed 496 million VND (year ended 31 December 2014: 1,093 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 premium	Acquisition Reserves	Undistributed earnings	Total
	VND'000	VND'000	VND'000	VND'000	VND'000
Prior year's opening balance	591,443,888	85,035,704	-	(544,887,495)	131,592,097
Current year's capital increase	210,000,000	_	_	-	210,000,000
Prior year's adjustment	-	_	_	-	-
Reclassification (Note 21)	(90,034,048)	-	90,034,048	-	-
Prior year's net loss	-	-	-	(181,531,387)	(181,531,387)
Prior year's closing balance	711,409,840	85,035,704	90,034,048	(726,418,882)	160,060,710
Current year's opening balance	711,409,840	85,035,704	90,034,048	(726,418,882)	160,060,710
Current year's capital increase	-	-	-	(51 400 414)	- (51 400 414)
Current year's net profit	711 400 040	05.025.704		(51,498,414)	(51,498,414)
Current year's closing balance	711,409,840	85,035,704	90,034,048	(777,917,296)	108,562,296

## 20. Share capital

The Company's authorised and issued share capital is:

	30/06/2	30/06/2015		31/12/2014	
	Number of shares	VND'000	Number of shares	VND'000	
<b>Authorised and issued share capital</b> Ordinary shares	71,140,992	711,409,920	50,140,992	501,409,920	
Ordinary shares	71,140,772	711,407,720	30,140,772	301,407,720	
Shares in circulation Ordinary shares	71,140,984	711,409,840	50,140,984	501,409,840	
Treasury shares Treasury shares	8	80	8	80	

## Notes to the seperated financial statements (continues)

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.

Movements in share capital during the year were as follows:

	30/06/2015		31/12/2	2014
	shares	VND'000	shares	VND'000
Balance at the beginning of the period	71,140,984	711,409,840	50,140,984	591,443,888
Transferred to Acquisition reserve (21b)	-	-	-	(90,034,048)
Shares issued during the year		-	21,000,000	210,000,000
Balance at the end of period:	71,140,984	711,409,840	71,140,984	711,409,840
		-		-
21. Other reserves				
		30/06/2015		31/12/2014
		VND'000		VND'000
Other reserve	_	90,034,048		90,034,048
	=	90,034,048	=	90,034,048

On 1 January 2013, the Group changed its accounting currency from United States Dollars (USD) to Vietnam Dong (VND) in accordance with the requirements of Circular No. 244/2010/TT/BTC dated 31 December 2009 of the Ministry of Finance (Circular 244). Accordingly, all balances in USD as at 31 December 2012 have been translated to VND at the exchange rate of VND20,828 to USD1. This amount represents the difference between the converted value and par value of ordinary shares in VND.

#### 22. Revenues

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

	Q2-2015	Q2-2014	YTD2015	YTD2014
Total revenue	VND'000	VND'000	VND'000	VND'000
<ul><li>Sales of drinks</li></ul>	305,630,583	270,250,911	506,425,080	1,027,224,926
<ul><li>Sales of biscuits</li></ul>	1,325,731	3,277,071	7,689,901	22,852,895
<ul><li>Sales of other products</li></ul>	43,883,775	36,849,396	71,181,622	135,841,200
	350,840,089	310,377,378	585,296,603	1,185,919,021

- -

Notes to the se	perated financial statements (	(continues)			
	•	Q2-2015	Q2-2014	YTD2015	YTD2014
Less sales deduc	ctions:	VND'000	VND'000	VND'000	VND'000
<ul><li>Sales allow</li></ul>	ances	9,675,978	8,857,926	16,293,825	34,815,472
<ul><li>Sales return</li></ul>	ı _	420	2,952,737	420	3,892,322
	_	9,676,398	11,810,663	16,294,245	38,707,794
Net sales	=	341,163,691	298,566,715	569,002,358	1,147,211,227
22.	Cost of sales	-	-	-	-
		Q2-2015	Q2-2014	YTD2015	YTD2014
Total cost of sal	es	VND'000	VND'000	VND'000	VND'000
<ul><li>Cost of drir</li></ul>		228,513,832	189,537,713	371,980,923	720,636,381
<ul><li>Cost of bise</li></ul>		1,866,060	3,394,390	6,745,306	20,815,688
■ Cost of oth	er products	24,297,325	39,406,774	34,089,666	104,828,487
	=	254,677,217	232,338,877	412,815,895	846,280,556
23.	Income from financial activ	- vities	-	-	-
20.	meome nom manem activ	Q2-2015	Q2-2014	YTD2015	YTD2014
		VND'000	VND'000	VND'000	VND'000
Interest income	e from bank deposits	70,977	73,396	148,003	328,686
	e from loan to Avafood	568,451	633,556	1,157,291	2,507,082
	from foreign exchange	10,767,495	2,586,626	10,775,532	9,885,375
-	ns from foreign exchange	(3,732,531)	400,580	36,032	42,069
5 VW2 VW 8W-	<u> </u>	7,674,392	3,694,158	12,116,858	12,763,212
24	Financial cymongog	-	-		-
24.	Financial expenses	Q2-2015	Q2-2014	YTD2015	YTD2014
		VND'000	VND'000	VND'000	VND'000
Interest expens	Α	1,399,597	1,749,920	2,691,360	6,959,861
	n exchange losses	9,892,891	2,479,376	9,902,235	12,014,624
_	eign exchange losses	2,528,750	5,095,209	8,766,968	4,935,348
Omeansed for	Eight exchange losses	13,821,238	9,324,505	21,360,563	23,909,833
	=	-		21,000,000	-
25.	Other income	00.001.	00.0011		**************************************
		Q2-2015	Q2-2014	YTD2015	YTD2014
		VND'000	VND'000	VND'000	VND'000
	received for unqualified materials	-	-	-	4,523,606
	disposals of fixed assets	645,455	-	645,455	-
Others	-	2,269,062	7,526,614	3,222,520	5,563,246
	=	2,914,517	7,526,614	3,867,975	10,086,852
26.	Other expenses				
		Q2-2015	Q2-2014	YTD2015	YTD2014
		VND'000	VND'000	VND'000	VND'000
Depreciation o	f idle fixed assets	798,880	123,546	928,567	457,099
Net book value	of disposed fixed assets	73,791	-	73,791	-
Others		122,751	106,534	182,146	662,886
	_	995,422	230,080	1,184,504	1,119,985
	=				

## Notes to the seperated financial statements (continues)

## **27.** Coporate Income Taxes

(a)	Reconciliation of effective tax rate	30/06/2015 VND'000	31/12/2014 VND'000
Loss before tax		(51,498,414)	(181,531,387)
Tax at the Com	pany's tax rate (Note 27c)	(11,329,651)	(39,936,905)
Non-deductible	expenses	315,398	23,176,410
Effect of change	e in tax rate	-	1,821,622
Deferred tax as	sets not recognised	11,014,253	14,938,873
Written down o	f deferred tax assets	-	-
Under provision	n in prior years	<u> </u>	
		<u>-</u>	<u> </u>

## (b) Unrecognised deferred tax assets

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

	30/06	30/06/2015		2014
	Temporary difference	Tax value	Temporary difference	Tax value
	VND'000	VND'000	VND'000	VND'000
Deductible temporary differences	39,162,074	8,615,656	57,434,153	12,635,514
Taxes loss	114,207,706	25,125,695	45,870,837	10,091,584
	153,369,780	33,741,352	103,304,990	22,727,098

The tax losses expire in the following years:

Year of expiry	Status of tax	Tax losses
	review	available
2017	Outstanding	8,084,006
2019	Outstanding	37,786,831
2020	Outstanding	68,336,869
		114,207,706

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 Group can utilise the benefits therefrom.

#### (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 to 2013, the Company is subject to income tax at the rate of 25% and from 2014 onward will be 22%.

## Notes to the seperated financial statements (continues)

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.

According to Letter No. 11924/TC-CST dated 20 October 2004 issued by the Ministry of Finance, the Company is entitled to a 50% reduction for two years after listing its shares in Ho Chi Minh City Securities Trading Centre. The Company has completed the registration with the tax authority to apply the incentives commencing from 2007;

On 19 June 2013, the National Assembly approved the Law on amendments and supplements to a number of articles of the Corporate Income Tax Law. Accordingly, the highest income tax rate shall be reduced from 25% to 22% for 2014 and 2015, and to 20% from 2016.

- 28. 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,

## 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.

## Notes to the seperated financial statements (continues)

#### (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:

		30/06/2015	31/12/2014
	Notes	VND'000	VND'000
Cash in bank		71,503,522	111,118,484
Trade and other receivables		19,311,733	34,906,365
Intra company receivable short term		94,538,907	104,673,603
Long-term loan receivable		24,993,600	24,993,600
		210,347,762	275,692,052

#### (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 30 June 2015.

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

	30/06/2015	31/12/2014
	VND'000	VND'000
Non past due	13,055,950	18,098,697
Past due $0 - 30$ days	3,673,886	13,599,968
Past due 31 – 180 days	1,944,688	3,516,347
Over 180 days	2,682,677	1,736,821
	21,357,201	36,951,833

## Notes to the seperated financial statements (continues)

## (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:

30/06/2015	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.	99,193,293	99,193,293	99,193,293	-	_
Short-term borrowings.	283,920,000	284,763,601	284,763,601	-	-
Long-term borrowings.	141,960,000	146,974,416	2,706,310	144,268,106	-
	525,073,293	530,931,310	386,663,204	144,268,106	-
31/12/2014	Carrying amount VND'000	Contractual cash flows VND'000	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.	157,261,662	157,261,662	157,261,662	_	-
Short-term borrowings.	245,870,000	247,045,142	247,045,142	-	-
Long-term borrowings.	138,970,000	145,257,095	2,634,871	2,634,871	139,987,353
	542,101,662	549,563,899	406,941,675	2,634,871	139,987,353

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

• USD 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.

## Notes to the seperated financial statements (continues)

## (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 2015 and year 2014, the Company had the following net monetary liability position exposed to currency risk. The following balances are presented in original currency:

	USD	USD
	30/06/2015	31/12/2014
Cash	943,764	2,229,236
Accounts receivable – trade.	221,869	339,568
Short-term loan	(13,000,000)	(11,500,000)
Account payables.	(201,709)	(164,548)
Other monetary liabilities	(272,828)	(317,543)
Long-term loan	(6,500,000)	(6,500,000)
	(18,808,904)	(15,913,287)

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

	VND	VND
	30/06/2015	31/12/2014
1 USD	21,780	21,380

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 2015. 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
30/06/2015	30/06/2015
USD (2% strenthening of USD)	6,390,664
	Increase in net loss.
	VND'000
31/12/2014	31/12/2014
USD (1% strenthening of USD)	2,653,763

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

## Notes to the seperated financial statements (continues)

#### (ii) Interest rate risk

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

	Carrying a	amount
	30/06/2015	31/12/2014
	VND'000	VND'000
Fixed rate instruments.		
Financial asset	24,993,600	24,993,600
Financial liabilities	(141,960,000)	(138,970,000)
	(116,966,400)	(113,976,400)
Variable rate instruments.		
Financial assets	166,042,429	215,792,087
Financial liabilities	(283,920,000)	(245,870,000)
	(117,877,571)	(30,077,913)

A change of 100 basis points in interest rates would have increased net losses of the Company by Million VND 919 (2014: Million VND 235). 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.

## 29. 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 amount		
Related companies	30/06/2015 VND'000	31/12/2014 VND'000	
Kirin Holdings Company, Limited			
Ultimate Parent Company			
Short-term borrowings	32,340,000	126,945,000	
Shares issued	-	210,000,000	
Interest expenses	2,691,360	6,959,861	
Secondment fee	5,099,073	9,626,009	

## Notes to the seperated financial statements (continues)

Avafood Shareholding Company.		
Short-term loan granted	16,300,000	40,400,000
Interest income	1,157,291	2,507,082
Processing service	22,117,519	43,955,455
Office and factory rental fee	2,966,106	5,932,230
Vietnam Kirin Beverage Company, Limited		
Purchase of goods	-	8,808
Processing fee	81,233,516	132,662,976
<b>Board of Directors and Board of Management</b>		
Secondment fees	2,847,130	4,198,548
Salary	939,300	1,307,374

## 30. Commitments

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

	VND'000	VND'000	
	30/06/2015	31/12/2014	
Within one year	12,652,299	9,263,521	
Within two to five years	36,838,749	24,862,422	
Over five years	2,765,952	5,531,904	
	52,257,000	39,657,847	

## 31. Production and business costs by element

	Q2-2015	Q2-2014	YTD2015	YTD2014
	VND'000	VND'000	VND'000	VND'000
Raw material costs	99,987,661	185,139,693	273,947,461	639,452,313
Labour costs and staff costs	50,815,597	44,059,439	93,435,031	195,481,680
Depreciation and amortisation	6,371,390	6,669,817	13,240,629	26,183,300
Outside services	132,757,348	149,327,714	243,700,597	456,494,815
Other expenses	13,897,347	37,234	16,755,065	9,407,851
	303,829,342	385,233,898	641,078,783	1,327,019,959

14th August 2015

Prepared by: Approved by:

(Signed) (Signed and Sealed)

Nguyễn Hồng Phong Toru Yamasaki
Chief Accountant Chairman, General Director