Consolidated financial statements Quarter 2 - 2016



# Corporate information

| Investment Licence No.     | 270/GP   | 16/11/1991   |
|----------------------------|--|--|
| Investment Certificate No. | 472033000328 (1st amendment)<br>472033000328 (2nd amendment)<br>472033000328 (3rd amendment)<br>472033000328 (4th amendment)<br>472033000328 (5th amendment)<br>472033000328 (6th amendment)<br>6525867086 (7th amendment) | 28/11/2007<br>20/05/2010<br>22/04/2011<br>18/10/2011<br>14/05/2014<br>30/12/2015<br>05/02/2016 |

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 |
|---------------------|----------|
| Nguyen Thi Kim Lien | Member   |
| Takayuki Morisawa   | Member   |
| Hajime Kobayashi    | Member   |
| Hirotsugu Otani     | Member   |
|                     |          |

## **Board of Director:**

| Toru Yamasaki       | General Director/General Manager of Marketing |
|---------------------|---|
| Nguyen Thi Kim Lien | Director/General Manager of Internal Control  |
| Yutaka Ogami        | Director/General Manager of Planning          |
| Takayuki Morisawa   | Director/General Manager of Administration    |
| Yoshihisa Fujiwara  | Director/General Manager of Factory           |
| Taiichiro Iizumi    | Director/General Manager of Sales             |

## Registered Office

Lot 13, Tam Phuoc Industrial Zone Tam Phuoc Commune, 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 consolidated 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 consolidated financial statements set out on pages 4 to 29 are prepared and presented so as to give a true and fair view of the consolidated financial position of the Group as at 30 June 2016, and of the consolidated results of operations and the consolidated cash flows of the Group for the three month period 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 Group 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 consolidated financial statements for issue.

On School by Board of Directors

Toru Yamasaki

CONG TY

Chairman, General Director

Dong Nai province, dated 27th July 2016.

# Consolidated balance sheet

| Consolidated balance sneet           |      |       | 30/06/2016    | 21/12/2015            |
|--------------------------------------|------|-------|---------------|-----------------------|
| ASSETS                               | Code | Notes | VND'000       | 31/12/2015<br>VND'000 |
| Current assets (100=110+130+140+150) | 100  |       | 395,266,189   | 383,161,036           |
| Cash                                 | 110  | 6     | 163,764,854   | 172,435,846           |
| Cash                                 | 111  |       | 163,764,854   | 172,435,846           |
| Accounts receivable – short-term     | 130  |       | 23,359,939    | 26,263,656            |
| Accounts receivable from customers   | 131  | 7     | 17,696,962    | 22,218,569            |
| Prepayments to suppliers             | 132  |       | 7,149,558     | 5,543,647             |
| Other receivables – short-term       | 136  |       | 809,511       | 797,532               |
| Allowance for doubtful debts         | 137  | 8     | (2,296,092)   | (2,296,092)           |
| Inventories                          | 140  | 9     | 205,044,222   | 183,485,382           |
| Inventories                          | 141  |       | 205,164,732   | 185,404,269           |
| Allowance for inventories            | 149  |       | (120,510)     | (1,918,887)           |
| Other current assets                 | 150  |       | 3,097,174     | 976,152               |
| Short-term prepaid expenses          | 151  |       | 3,059,104     | 902,241               |
| Deductible value added tax           | 152  |       | -             | -                     |
| Taxes receivable from State Treasury | 153  |       | 38,070        | 73,911                |
| Long-term assets                     |      |       |               |                       |
| (200 = 210 + 220 + 240 + 260)        | 200  |       | 253,761,064   | 291,472,732           |
| Accounts receivable – long-term      | 210  |       | 1,575,362     | 1,575,362             |
| Other receivables – long-term        | 216  |       | 1,575,362     | 1,575,362             |
| Fixed assets                         | 220  |       | 220,387,567   | 255,929,850           |
| Tangible fixed assets                | 221  | 10    | 211,257,354   | 246,168,681           |
| Cost                                 | 222  |       | 550,086,522   | 609,272,533           |
| Accumulated depreciation             | 223  |       | (338,829,168) | (363, 103, 852)       |
| Intangible fixed assets              | 227  | 11    | 9,130,213     | 9,761,169             |
| Cost                                 | 228  |       | 13,042,688    | 12,913,118            |
| Accumulated depreciation             | 229  |       | (3,912,475)   | (3,151,949)           |
| Long-term work in progress           | 240  |       | 213,518       | 189,670               |
| Construction in progress             | 242  | 12    | 213,518       | 189,670               |
| Other long-term assets               | 260  |       | 31,584,617    | 33,777,850            |
| Long-term prepayments                | 261  | 13    | 31,584,617    | 33,777,850            |
| TOTAL ASSETS                         | 270  | •     | 649,027,253   | 674,633,768           |
| (270=100+200)                        |      |       |               |                       |

# Consolidated balance sheet

| RESOURCES                                | Codo        | Notes | 30/06/2016<br>VND'000 | 31/12/2015    |
|--|-------------|-------|-----------------------|---------------|
| RESOURCES                                | Coue        | Notes | VND 000               | VND'000       |
| LIABILITIES (300=310+330)                | 300         |       | 474,960,911           | 509,554,905   |
| Current liabilities                      | 310         |       | 322,356,762           | 356,330,596   |
| Accounts payable to suppliers            | 311         | 14    | 86,434,838            | 73,591,149    |
| Advances from customers                  | 312         |       | 4,626,724             | 3,116,598     |
| Taxes payable to State Treasury          | 313         | 15    | 3,778,197             | 10,444,482    |
| Payable to employees                     | 314         |       | 9,306,486             | 10,591,749    |
| Accrued expenses                         | 315         | 16    | 38,844,667            | 76,511,785    |
| Other payables – short-term              | 319         | 17    | 645,850               | 1,754,833     |
| Short-term borrowings                    | 320         | 18(a) | 178,720,000           | 180,320,000   |
| Long term liabilities                    | 330         |       | 152,604,149           | 153,224,309   |
| Long-term borrowings                     | 338         | 18(b) | 145,210,000           | 146,510,000   |
| Deferred tax liabilities                 | 341         | 19    | 3,755,286             | 4,170,398     |
| Provision – long-term                    | 342         | 20    | 3,638,863             | 2,543,911     |
| EQUITY (400=410)                         | 400         |       | 174,066,342           | 165,078,863   |
| Owners' equity                           | 410         | 21    | 174,066,342           | 165,078,863   |
| Share capital                            | 411         | 22    | 871,409,840           | 871,409,840   |
| - Ordinary shares with voting rights     | 411a        |       | 871,409,840           | 871,409,840   |
| Share premium                            | 412         |       | 85,035,704            | 85,035,704    |
| Other reserves                           | 420         | 23    | 57,498,796            | 57,498,796    |
| Accumulated losses                       | 420         |       | (843,890,471)         | (852,821,119) |
| - Accumulated losses brought forward     | 421a        |       | (852,821,119)         | (756,134,004) |
| - Net profit (loss) for the current year | <i>421b</i> |       | 8,930,648             | (96,687,115)  |
| Non-controlling interest                 | 420         |       | 4,012,473             | 3,955,642     |
| TOTAL RESOURCES (440=300+400)            |             |       | 649,027,253           | 674,633,768   |
| (  |             |       | 0.1750275200          | 0/4,033,708   |

27th July 2016

Prepared by:

Nguyễn Hồng Phong Chief Accountant Approved by:

Toru Yamasaki

Chairman, General Director

# Consolidated statement of income

|   | Code | Notes | Q2-2016<br>VND'000 | Q2-2015<br>VND'000 | YTD2016<br>VND'000 | YTD2015<br>VND'000 |
|---|------|-------|--------------------|--------------------|--------------------|--------------------|
| Revenue from sale of goods                      | 01   | 25    | 355,920,343        | 350,840,089        | 611,018,365        | 1,318,402,242      |
| Revenue deductions                              | 02   | 25    | 20,491,957         | 9,676,398          | 28,562,326         | 38,218,537         |
| Net revenue (10=01-02)                          | 10   | 25    | 335,428,386        | 341,163,691        | 582,456,039        | 1,280,183,705      |
| Cost of sales                                   | 11   | 26    | 235,477,326        | 251,483,550        | 405,488,022        | 941,763,989        |
| Gross profit (20=10-11)                         | 20   |       | 99,951,060         | 89,680,141         | 176,968,017        | 338,419,716        |
| Financial income                                | 21   | 27    | 1,976,823          | 7,178,984          | 8,311,782          | 17,537,953         |
| Financial expenses                              | 22   | 28    | 3,359,713          | 13,801,992         | 7,874,442          | 43,683,496         |
| In which: Interest expenses                     | 23   |       | 1,443,078          | 1,399,597          | 2,736,102          | 5,933,54 <b>5</b>  |
| Selling expenses                                | 24   | 29    | 69,121,246         | 107,143,528        | 127,731,031        | 360,120,414        |
| G&A expenses                                    | 25   | 30    | 8,285,641          | 9,413,541          | 18,066,453         | 41,476,966         |
| Operating profit/(loss) {30=20+(21-22)-(24+25)} | 30   |       | 21,161,283         | (33,499,936)       | 31,607,873         | (89,323,207)       |
| Other income                                    | 31   | 31    | 400,738            | 2,939,244          | 3,084,232          | 6,556,299          |
| Other expenses                                  | 32   | 32    | 1,690,160          | 1,535,301          | 26,119,738         | 10,321,381         |
| Result of other activities (40 = 31 - 32)       | 40   |       | (1,289,422)        | 1,403,943          | (23,035,506)       | (3,765,082)        |
| Profit (loss) before tax                        | 50   |       | 19,871,861         | (32,095,993)       | 8,572,367          | (93,088,289)       |
| Income tax expenses - current                   | 51   | 34    | -                  | -                  | _                  | 2,727,671          |
| Income tax expenses - deferred                  | 52   | 34    | (208,627)          | 97,370             | (415,113)          | 391,621            |
| Profit(loss) after tax                          | 60   |       | 20,080,488         | (32,193,363)       | 8,987,480          | (96,207,581)       |
| Attributable to:                                |      |       |                    |                    |                    |                    |
| Non-controlling interest                        | 61   |       | 30,294             | 129,473            | 56,832             | 479,534            |
| Equity holders of the Company                   | 62   |       | 20,050,194         | (32,322,836)       | 8,930,648          | (96,687,115)       |
| Basic earnings (loss) per share (in VND)        | 36   | 35    | 230                | (454)              | 102                | (1,352)            |

27th July 2016

Prepared by:

Nguyễn Hồng Phong Chief Accountant pproved by:

CÔNG TY CÓ PHẬN

THUC PHÂN

Ford Yamasaki O Thainman, General Director

| Consolidated statements of cash flows  |       | 30/06/2016   | 31/12/2015    |
|--|-------|--------------|---------------|
|  | Code  | VND'000      | VND'000       |
| CASH FLOWS FROM OPERATING ACTIVITI   | ES    |              |               |
| Profit/(loss) before tax   | 01    | 8,572,367    | (93,088,289)  |
| Adjustments for:   |       |              | , , ,         |
| Depreciation and amortisation  | 02    | 16,424,791   | 38,381,229    |
| Allowances and provisions  | 03    | 1,994,300    | 11,618,253    |
| Exchange rate losses   | 04    | (2,900,000)  | 14,750,685    |
| Losses from investing activities   | 05    | 19,546,707   | (976,747)     |
| Interest income  | 05    | (447,311)    | -             |
| Interest expense   | 06    | 2,736,102    | 5,933,545     |
| Operating profit/(loss) before adjustments to  |       |              |               |
| working capital  | 08    | 45,926,956   | (23,381,324)  |
| Change in receivable   | 09    | 2,939,558    | 13,836,193    |
| Change in inventories  | 10    | (22,458,188) | (13,295,688)  |
| Change in payables and other liabilities   | 11    | (33,420,929) | 4,458,796     |
| Change in prepaid expenses   | 12    | 2,714,448    | 1,433,279     |
| Interest paid  | 13    | (3,845,870)  | (5,922,380)   |
| Income tax paid  | 14    | -            | (2,727,671)   |
| Other payments for operating activities  | 16    | -            | -             |
| Cash generated from operating activities   | 20    | (8,144,025)  | (25,598,795)  |
| CASH FLOWS FROM INVESTING ACTIVITIES   | S     |              |               |
| Payments for additions to fixed assets   | 21    | (3,551,551)  | (4,662,888)   |
| Proceeds from disposals of fixed assets  | 22    | 2,577,273    | 645,455       |
| Receipts of interests  | 27    | 447,311      | 386,635       |
| Net cash inflows/(outflows) from investing activitie CASH FLOWS FROM FINANCING ACTIVITIE |       | (526,967)    | (3,630,798)   |
| Proceeds from shares issued  | 31    | -            | 160,000,000   |
| Proceeds from borrowings   | 33    | -            | 77,250,000    |
| Payments to settle loan principals   | 34    | <u> </u>     | (149,930,000) |
| Net cash inflows/(outflows) from financing activities                                    | es 40 | -            | 87,320,000    |
| Net increase/(decrease) in cash  | 50    | (8,670,992)  | 58,090,407    |
| Cash at beginning of the year  | 60    | 172,435,846  | 114,345,439   |
| Effects of changes in foreign exchange rates   | 61    | -            | -             |
| Cash at end of the year  | 70    | 163,764,854  | 172,435,846   |

27th July 2016

Prepared by:

Nguyễn Hồng Phong Chief Accountant Approved by:

CÔNG TY CÔ PHÂN

THỰC PHẨM

Jord Yamasaki

Chairman, General Director

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#### Interfood Shareholding Company and its subsidiaries

#### Notes to the consolidated financial statements

#### 1. Reporting Entity

#### (a) Ownership structure

Interfood Shareholding Company ("the Company") is incorporated as a joint stock company in Vietnam. The Company owns 90.4% of the equity interests in Avafood Shareholding Company ("Avafood"). The consolidated financial statements for the period ended 30 June 2016 comprise the Company and its subsidiary, Avafood (together referred to as "the Group").

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

According to the Announcement No. 395/2013 of Ho Chi Minh Stock Exchange, the Company's shares were delisted from 3 May 2013 and thereafter trading on Vietnam Security Depository.

## (b) Principal activities

The principal activities of the Company are to process agricultural and aquatic products into canned, dried, frozen, salted, and pickled products; the production of biscuits and snack food; carbonated and non-carbonated fruit juice, non-carbonated and carbonated beverages, with or without low level of alcohol (less than 10%); bottled filtered water; packaging for foods and beverages; and to export, import products in accordance with business operation.

The principal activities of Avafood are to provide processing service and produce products including fruit juice, beverage, bottled filtered water; biscuits, jams and sweets, snack food; and agricultural, aquatic and livestock products; lease a workshop, office; and to export, import products in accordance with business operation under the Investment Licence No. 48/GP-DN issued by the People's Committee of Dong Nai Province on 19 July 2002.

## (c) Normal operating cycle

The normal operating cycle of the Group is generally within 12 months.

## (d) Group structure

As at 30 June 2016, the Group had 1,299 employees (31/12/2015: 1,422 employees).

## 2. Basis of preparation

#### (a) Statement of compliance

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

#### Notes to the consolidated financial statements

## (b) Basis of measurement

The consolidated 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 consolidated financial statements have been prepared on a going concern basis. The Group incurred net profit after tax of VND 8,987 million (2015: Loss VND 96,208 million) during the year. Furthermore, the Group had significant loans that will require refinancing within the next 12 months (Note 18). The validity of the going concern assumption fundamentally depends on the Group generating enough operating and financing cash flows to meet the operational expenses and on the ultimate majority shareholder continuing to provide such financial assistance as is necessary to enable the Group to meet its liabilities as and when they fall due and to maintain the Group in existence as a going concern for the foreseeable future

At the time of this report, the Group had USD17.5 million unused short-term facility which can be used to meet the operational expenses and 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 Group is from 1 January to 31 December.

#### (e) Accounting and presentation currency

The Company's accounting currency is Vietnam Dong ("VND"). The consolidated financial statements are prepared and presented in Vietnam Dong rounded to the nearest thousand ("VND'000").

## 3. Adoption of new guidance on accounting system for enterprises

On 22 December 2014, the Ministry of Finance issued Circular No. 200/2014/TT-BTC providing guidance on Vietnamese Accounting System for enterprises ("Circular 200"). Circular 200 replaces previous guidance on Vietnamese Accounting System for enterprises under Decision No. 15/2006/QD-BTC dated 20 March 2006 and Circular No. 244/2009/TT-BTC dated 31 December 2009. Circular 200 is effective after 45 days from the signing date and applicable for annual accounting periods beginning on or after 1 January 2015.

On the same date of 22 December 2014, the Ministry of Finance also issued Circular No. 202/2014/TT-BTC providing guidance on preparation and presentation of consolidated financial statements ("Circular 202"). Circular 202 replaces previous guidance on preparation and presentation of consolidated financial statements provided in Part XIII of Circular No. 161/2007/TT-BTC dated 31 December 2007 of the Ministry of Finance. Circular 202 is also effective after 45 days from the signing date and applicable for annual accounting periods beginning on or after 1 January 2015.

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## Notes to the consolidated financial statements (continues)

The Group has adopted the applicable requirements of Circular 200 and Circular 202 effective from 1 January 2015 on a prospective basis. The significant changes to the Group's accounting policies and the effects on the consolidated financial statements, if any, are disclosed in the following note to the consolidated financial statements:

- Recognition of foreign exchange differences (Note 4(b)).
  - 4. Summary of significant accounting policies
  - (a) Basis of consolidation
  - (i) Subsidiaries

Subsidiaries are entities controlled by the Group. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

#### (ii) Transactions eliminated on consolidation

Intra-group balances, and any unrealised income and expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements.

#### (b) Foreign currency transactions

Transactions in currencies other than VND during the year have been translated into VND at actual rates of exchange ruling at the transaction dates. The actual rates of exchange applied to account for foreign currency transaction are determined as follows:

- Exchange rate applied to buying or selling foreign currency is the exchange rate stipulated in the currency exchange contract between the Group and the bank.:
- Exchange rate applied to capital contribution transaction is the foreign currency buying rate at the transaction date quoted by the bank through which the investor transfers funds for the capital contribution.
- Exchange rate applied to recognise trade and other receivables is the foreign currency buying rate at the transaction date quoted by the bank through which the Group receives money from the customer or counterparty.
- Exchange rate applied to recognise trade and other payables is the foreign currency selling rate at the transaction date quoted by the bank through which the Group intends to make payment for the liability.
- For asset acquisitions or expenses that are settled with immediate payment, the exchange rate applied is the foreign currency buying rate at the transaction date quoted by the bank through which the Group makes payment.

Monetary assets and liabilities denominated in currencies other than VND are translated into VND at actual rates of exchange ruling at the balance sheet date. The actual rates of exchange applied to retranslate monetary items denominated in foreign currency at reporting date are determined as follows:

#### Notes to the consolidated financial statements (continues)

- For monetary assets (cash and receivables): the foreign currency buying rate at the reporting date quoted by the commercial bank where the Group most frequently conducts transactions. Cash at banks and bank deposits are retranslated using the foreign currency buying rate of the bank where the Group deposits the money or maintains those bank accounts.
- For monetary liabilities (payables and borrowings): the foreign currency selling rate at reporting date quoted by the commercial bank where the Group most frequently conducts transactions.

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

#### (c) Cash

Cash comprises cash balances and call deposits.

#### (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 Group applies the perpetual method of accounting for inventory.

- (f) Tangible fixed assets
- (i) Cost

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 consolidated 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:

| Buildings               | 6 – 30 years |
|-------------------------|--------------|
| Machinery and equipment | 6 – 15 years |
| Motor vehicles          | 6 – 10 years |
| Office equipment        | 3-10 years   |

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#### Interfood Shareholding Company and its subsidiaries

#### Notes to the consolidated financial statements (continues)

# (g) Intangible fixed assets

Software

Cost of acquiring a new software, which is not an integral part of the related hardware, is capitalised and treated as an intangible asset. Software cost is amortised on a straight-line basis over 10 years.

#### (h) 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.

## (i) Long-term prepayments

# (i) Prepaid land costs

Prepaid land costs comprise prepaid land lease rentals, including those for which the Group obtained land use rights certificate but are not qualified as intangible fixed assets under Circular No. 45/2013/TT-BTC dated 25 April 2013 of the Ministry of Finance providing guidance on management, use and depreciation of fixed assets, and other costs incurred in conjunction with securing the use of leased land. These costs are recognised in the consolidated statement of income on a straight-line basis over the term of the lease of 40 years.

# (ii) Renovation expense

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 work.

#### (iii) Tools and supplies

Tools and supplies include assets held for use by the Group in the normal course of business whose costs of individual items are less than VND30 million and therefore not qualified for recognition as fixed assets under prevailing regulation. Cost of tools and supplies are amortised on a straight-line basis over 3 years.

#### (iv) Insurance and rental expenses

Insurance and rental expenses are initially stated at cost and are amortised on a straight-line basis over the insurance and rental terms.

#### (j) Trade and other payables

Trade and other payables are stated at their cost.

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# Interfood Shareholding Company and its subsidiaries

# Notes to the consolidated financial statements (continues)

#### (k) Provisions

A provision is recognised if, as a result of a past event, the Group has a present legal or contractual 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 Group 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 Group 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 2016 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.

#### (l) Share capital

#### Ordinary shares

Incremental costs directly attributable to the issue of shares, net of tax effects, are recognised as a deduction from share premium.

#### (m) Acquisition reserve

The difference between the consideration given and the aggregate value of the assets and liabilities of the acquired entity in a business combination involving entities under common control is recorded as acquisition reserve under other reserves.

# (n) Taxation

Income tax on the consolidated profit or loss for the year comprises current and deferred tax. Income tax is recognised in the consolidated 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.

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# Notes to the consolidated financial statements (continues)

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.

#### (n) Revenue

#### Goods sold

Revenue from the sale of goods is recognised in the consolidated 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.

#### Interest income

Interest income is recognised on a time proportion basis with reference to the principal outstanding and the applicable interest rate.

## (p) Operating lease payments

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

#### (q) 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.

#### (r) Earnings per share

The Group presents basic earnings per share ("EPS") for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Group by the weighted average number of ordinary shares outstanding during the year. The Group does not present diluted EPS as it has no potential ordinary shares.

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## Notes to the consolidated financial statements (continues)

## (s) Segment reporting

A segment is a distinguishable component of the Group that is engaged either in providing related products or services (business segment), or in providing products or services within a particular economic environment (geographical segment), which is subject to risks and rewards that are different from those of other segments. The Group's primary format for segment reporting is based on business segments.

#### (s) 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.

# 5. Segment reporting

The Group mainly operates in one business segment, which is the production and sale of foods and beverages and in one geographical segment, which is in Vietnam

| 6.              | Cash                               | 30/06/2016<br>VND'000 | 31/12/2015<br>VND'000 |
|-----------------|------------------------------------|-----------------------|-----------------------|
| Cash on hand    |                                    | 104,142               | 161,043               |
| Cash in banks   |                                    | 163,660,712           | 172,274,803           |
| Cash in the con | nsolidated statement of cash flows | 163,764,854           | 172,435,846           |

# 7. Accounts receivable from customers

#### (a) Accounts receivable from customers detailed by significant customers

|                                       | 30/06/2016 | 31/12/2015 |
|---------------------------------------|------------|------------|
|                                       | VND'000    | VND'000    |
| Saigon Union of Trading Co-operatives | 1,316,674  | 5,042,063  |
| EB Services Co., Ltd.                 | 2,065,132  | 4,075,204  |
| Others                                | 14,315,156 | 13,101,302 |
|                                       | 17,696,962 | 22,218,569 |

# (b) Accounts receivable from customers classified by payment term

|            | 30/06/2016<br>VND'000 | 31/12/2015<br>VND'000 |
|------------|-----------------------|-----------------------|
| Short-term | <u>17,</u> 696,962    | 22,218,569            |
|            | 17,696,962            | 22,218,569            |

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# Notes to the consolidated financial statements (continues)

## 8. Allowance for doubtful debts

Movements in the allowance for doubtful debts during the year were as follows:

|                                       | 30/06/2016<br>VND'000 | 31/12/2015<br>VND'000 |
|---------------------------------------|-----------------------|-----------------------|
| Opening balance                       | 2,296,092             | 2,045,468             |
| Increase in allowance during the year | -                     | 2,341,472             |
| Allowance utilised during the year    |                       | (2,090,848)           |
| Closing balance                       | 2,296,092             | 2,296,092             |

#### 9. Inventories

|                    | 30/06/20        | 30/06/2016           |                 | 015                  |
|--------------------|-----------------|----------------------|-----------------|----------------------|
|                    | Cost<br>VND'000 | Allowance<br>VND'000 | Cost<br>VND'000 | Allowance<br>VND'000 |
| Goods in transit   | -               | -                    | 790,291         | -                    |
| Raw materials      | 50,573,849      | -                    | 39,684,219      | -                    |
| Tools and supplies | 8,342,079       | -                    | 9,712,514       | -                    |
| Work in progress   | 784,331         | -                    | 4,646,405       | -                    |
| Finished goods     | 145,464,473     | (120,510)            | 130,570,840     | (1,918,887)          |
|                    | 205,164,732     | (120,510)            | 185,404,269     | (1,918,887)          |

There was no inventories as at 30 June 2016 (31 December 2015: VND14,207 million) of finished goods carried at net realisable value.

Movements in the allowance for inventories during the year were as follows:

|                                       | 30/06/2016  | 31/12/2015   |
|---------------------------------------|-------------|--------------|
|                                       | VND'000     | VND'000      |
| Opening balance                       | 1,918,887   | 3,435,021    |
| Increase in allowance during the year | 899,348     | 9,241,017    |
| Written back                          | (1,918,887) | -            |
| Allowance utilised during the year    | (778,838)   | (10,757,151) |
| Closing balance                       | 120,510     | 1,918,887    |

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# Notes to the consolidated financial statements (continues)

# 10. Tangible fixed assets

|                          | Building<br>VND'000 | Machinery &<br>Equipment<br>VND'000 | Motor vehicles<br>VND'000 | Office<br>equipment<br>VND'000 | Total<br>VND'000 |
|--------------------------|---------------------|-------------------------------------|---------------------------|--------------------------------|------------------|
| Historical cost          |                     |                                     |                           |                                |                  |
| Opening balance          | 117,128,132         | 478,364,593                         | 7,975,146                 | 5,804,662                      | 609,272,533      |
| Additions                | -                   | 1,440,363                           | 110,000                   | 973,055                        | 2,523,418        |
| Transfer from CIP        | -                   | 353,500                             | -                         | -                              | 353,500          |
| Disposals(*)             | -                   | (62,062,929)                        | -                         | -                              | (62,062,929)     |
| Closing balance          | 117,128,132         | 418,095,527                         | 8,085,146                 | 6,777,717                      | 550,086,522      |
| Accumulated depreciation |                     |                                     |                           |                                |                  |
| Opening balance          | 32,022,544          | 321,006,195                         | 5,926,408                 | 4,148,705                      | 363,103,852      |
| Charge for the year      | 1,972,316           | 13,040,506                          | 325,970                   | 325,474                        | 15,664,266       |
| Disposals(*)             | -                   | (39,938,949)                        | -                         | -                              | (39,938,949)     |
| Closing balance          | 33,994,860          | 294,107,752                         | 6,252,378                 | 4,474,179                      | 338,829,168      |
| Net book value           |                     |                                     |                           |                                |                  |
| Opening balance          | 85,105,588          | 157,358,398                         | 2,048,738                 | 1,655,957                      | 246,168,681      |
| Closing balance          | 83,133,272          | 123,987,776                         | 1,832,768                 | 2,303,538                      | 211,257,354      |

Included in the cost of tangible fixed assets were assets costing 55,660 million VND which were fully depreciated as of 30 June 2016 (31/12/2015: 61,681 million VND), but are still in active use.

The net book value of temporarily idle tangible fixed assets amounted to VND 23,119 million as at 30 June 2016 (31/12/2015: VND 33,602 million).

# 11. Intangible fixed assets

| ,                        | Software<br>VND'000 | Total<br>VND'000 |
|--------------------------|---------------------|------------------|
| Historical cost          | V112 000            | V11D 000         |
| Opening balance          | 12,913,118          | 12,913,118       |
| Additions                | 129,570             | 129,570          |
| Writen off               | -                   | ,                |
| Closing balance          | 13,042,688          | 13,042,688       |
| Accumulated depreciation |                     |                  |
| Opening balance          | 3,151,949           | 3,151,949        |
| Charge for the year      | 760,526             | 760,526          |
| Disposals                |                     | ,<br>-           |
| Closing balance          | 3,912,475           | 3,912,475        |
| Net book value           |                     |                  |
| Opening balance          | 9,761,169           | 9,761,169        |
| Closing balance          | 9,130,213           | 9,130,213        |

# Notes to the consolidated financial statements (continues)

| 12.          | Construction in progress | 30/06/2016 | 31/12/2015  |
|--------------|--------------------------|------------|-------------|
|              |                          | VND'000    | VND'000     |
| Opening bala | ance                     | 189,670    | 1,990,465   |
| Additions du | aring the year           | 898,563    | 2,823,245   |
| Transferred  | to tangible fixed assets | (353,500)  | (2,526,115) |
| Transferred  | to allocation expenses   | (521,215)  | (2,097,925) |
| Closing bala | nce                      | 213,518    | 189,670     |
|              |                          | 0          |             |

| 13.             | Long-term prepa                  | yment                             |                           |                                  |                               |               |
|-----------------|----------------------------------|-----------------------------------|---------------------------|----------------------------------|-------------------------------|---------------|
|                 | Prepaid land<br>costs<br>VND'000 | Renovation<br>expenses<br>VND'000 | Tool and supplies VND'000 | Insurance<br>expenses<br>VND'000 | Rental<br>expenses<br>VND'000 | Total VND'000 |
| Opening balance | 26,269,010                       | 4,691,077                         | 2,495,778                 | 280,150                          | 41,835                        | 33,777,850    |
| Additions       | -                                | 176,400                           | 103,500                   | -                                | ´-                            | 279,900       |
| Amortisation    | (347,499)                        | (1,393,462)                       | (579,037)                 | (124,319)                        | (28,816)                      | (2,473,133)   |
| Closing balance | 25,921,511                       | 3,474,015                         | 2,020,241                 | 155,831                          | 13,019                        | 31,584,617    |

#### 14. Accounts payable to suppliers

#### (a) Accounts payable to suppliers detailed by significant suppliers

|   | 30/06/2         | 016                                    | 31/12/          | 2015                                   |
|---|-----------------|--|-----------------|--|
|   | Cost<br>VND'000 | amount within payment capacity VND'000 | Cost<br>VND'000 | Amount within payment capacity VND'000 |
| Crown Beverage Cans (Dong Nai) Co., Ltd | 21,948,376      | 21,948,376                             | 23,567,042      | 23,567,042                             |
| Hoa Lam Transportation                  | 2,600,874       | 2,600,874                              | 7,034,398       | 7,034,398                              |
| Vietnam Kirin Beverage Company Limited  | 21,133,717      | 21,133,717                             | 4,272,267       | 4,272,267                              |
| Crown Beverage Cans Saigon Limited      | 5,560,626       | 5,560,626                              | 3,388,779       | 3,388,779                              |
| Others                                  | 35,191,246      | 35,191,246                             | 35,328,663      | 35,328,663                             |
|   | 86,434,838      | 86,434,838                             | 73,591,149      | 73,591,149                             |

30/06/2016

#### (b) Accounts payable to suppliers classified by payment term

|            | A               | mount within payment |                 | Amount within                  |
|------------|-----------------|----------------------|-----------------|--------------------------------|
|            | Cost<br>VND'000 | capacity<br>VND'000  | Cost<br>VND'000 | payment<br>capacity<br>VND'000 |
| Short-term | 86,434,838      | 86,434,838           | 73,591,149      | 73,591,149                     |
|            | 86,434,838      | 86,434,838           | 73,591,149      | 73,591,149                     |

31/12/2015

# Notes to the consolidated financial statements (continues)

# (c) Accounts payable to suppliers who are related parties

30/06/2016

31/12/2015

|   | A               | Amount within payment | 1               | Amount within payment |
|---|-----------------|-----------------------|-----------------|-----------------------|
|   | Cost<br>VND'000 | capacity<br>VND'000   | Cost<br>VND'000 | capacity<br>VND'000   |
| Vietnam Kirin Beverage Company, Limited | 21,133,717      | 21,133,717            | 4,272,267       | 4,272,267             |
|   | 21,133,717      | 21,133,717            | 4,272,267       | 4,272,267             |

The amounts due to Vietnam Kirin Beverage Company Limited represented the processing fee payable, which were unsecured, interest free and payable on demand.

# 15. Taxes payable to State Treasury

|                      | 31/12/2015<br>VND'000 | Incurred<br>VND'000 | Netted-off<br>VND'000 | Paid<br>VND'000 | 30/06/2016<br>VND'000 |
|----------------------|-----------------------|---------------------|-----------------------|-----------------|-----------------------|
| Value added tax      | 10,221,365            | 15,762,249          | -                     | 22,468,598      | 3,515,016             |
| Corporate income tax | -                     | -                   | _                     | _               | -                     |
| Personal income tax  | 219,468               | 2,773,198           | -                     | 2,731,505       | 261,161               |
| Other tax            | 3,649                 | 1,025,440           | _                     | 1,027,069       | 2,020                 |
|                      | 10,444,482            | 19,560,887          | -                     | 26,227,172      | 3,778,197             |

| 16.            | Accrued expenses | 30/06/2016<br>VND'000 | 31/12/2015<br>VND'000 |
|----------------|------------------|-----------------------|-----------------------|
| Sales discount | s and commission | 3,656,315             | 21,522,323            |
| Advertising ex | penses           | 3,867,003             | 3,707,076             |
| Promotion exp  | penses           | 10,517,109            | 21,585,877            |
| Transportation | ı fee            | 5,698,484             | 6,000,705             |
| Secondment fe  | ee payable (*)   | 4,966,756             | 5,470,153             |
| Loans interest | payable          | 940,438               | 2,179,737             |
| Others         |                  | 9,198,562             | 16,045,913            |
|                |                  | 38,844,667            | 76,511,785            |

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

# Notes to the consolidated financial statements (continues)

# 17. Other payables - short-term

|  | 30/06/2016<br>VND'000 | 31/12/2015<br>VND'000 |
|--|-----------------------|-----------------------|
| Non-trade amounts due to a related party | -                     | 852,501               |
| Dividend payable                         | 505,391               | 505,391               |
| Other payable                            | 140,459               | 396,941               |
|  | 645,850               | 1,754,833             |

The non-trade amounts due to a related party were unsecured, interest free and are payable on demand.

18. Borrowings

a) Short-term borrowings

Loans from Kirin Holdings Company, Limited

| 31/12/20:       | 15          | Moveme   | ent during the | year          | 30/06/2     | 2016        |
|-----------------|-------------|----------|----------------|---------------|-------------|-------------|
|                 | Amount      |          |                |               |             | Amount      |
|                 | within      |          |                | Unrealised    |             | within      |
|                 | repayment   |          |                | foreign       | Carrying    | repayment   |
| Carrying amount | capacity    | Increase | Decrease       | exchange gain | amount      | capacity    |
| VND'000         | VND'000     | VND'000  | VND'000        | VND'000       | VND'000     | VND'000     |
| 180,320,000     | 180,320,000 | -        | -              | (1,600,000)   | 178,720,000 | 178,720,000 |

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

|        |          |                      | 30/06/2016  | 31/12/2015  |
|--------|----------|----------------------|-------------|-------------|
|        | Currency | Annual interest rate | VND'000     | VND'000     |
| Loan 1 | USD      | LIBOR + 0.8%         | 134,040,000 | 135,240,000 |
| Loan 2 | USD      | LIBOR + 0.8%         | 44,680,000  | 45,080,000  |
|        |          |                      | 178,720,000 | 180,320,000 |

The applicable interest rates of these borrowings ranged from 1.336% to 1.744% per annum during the year (2015: 1.036% to 1.536% per annum).

# b) Long-term borrowings

| Unsecured loan from Kirin Holdings | Currency | Interest rate | maturity | 30/06/2016<br>VND'000 | 31/12/2015<br>VND'000 |
|------------------------------------|----------|---------------|----------|-----------------------|-----------------------|
| Company, Limited                   | USD      | 1.896%        | 2017     | 145,210,000           | 146,510,000           |
|                                    |          |               |          | 145,210,000           | 146,510,000           |

The unsecured loans bore fixed interest rate of 1.896% per annum during the year (2015: 1.896% per annum), which is based on USD Swap Semi 30/360 5-year plus 0.8% per annum according to current Kirin Group's financial rules.

# Interfood Shareholding Company and its subsidiaries Notes to the consolidated financial statements (continues)

#### 19. Deferred tax liabilities

## (a) Recognised deferred tax liabilities

Deferred tax liabilities related to temporary differences arising from depreciation of fixed assets.

#### (b) Unrecognised deferred tax assets

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

|                                  | 30/06/2016  |            | 31/12/2015  |            |  |
|----------------------------------|-------------|------------|-------------|------------|--|
|                                  | Temporary   |            | Temporary   |            |  |
|                                  | difference  | Tax value  | difference  | Tax value  |  |
|                                  | VND'000     | VND'000    | VND'000     | VND'000    |  |
| Deductible temporary differences | 40,737,644  | 8,147,529  | 79,427,763  | 15,885,553 |  |
| Taxes loss                       | 124,145,523 | 24,829,105 | 118,282,854 | 23,728,737 |  |
|                                  | 164,883,167 | 32,976,633 | 197,710,617 | 39,614,290 |  |

# The tax losses expire in the following years:

| Year of expiry | Status of tax review | Tax losses<br>available |
|----------------|----------------------|-------------------------|
| 2017           | Outstanding          | 11,692,311              |
| 2019           | Outstanding          | 37,786,831              |
| 2020           | Outstanding          | 68,803,712              |
| 2021           | Outstanding          | 5,862,669               |
|                |                      | 124,145,523             |
|                |                      |                         |

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.

# 20. Provision - long-term

Movements of provision during the year were as follow:

|                                | Severance<br>allowance | Severance<br>allowance |
|--------------------------------|------------------------|------------------------|
|                                | 30/06/2016             | 31/12/2015             |
|                                | VND'000                | VND'000                |
| Opening balance                | 2,543,911              | 3,076,345              |
| Provision made during the year | 1,192,008              | 35,764                 |
| Utilised during the year       | (97,056)               | (568,198)              |
| Closing balance                | 3,638,863              | 2,543,911              |

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# **Interfood Shareholding Company and its subsidiaries Notes to the consolidated financial statements (continues)**

# 21. Changes in owners' equity

|  | Share capital<br>VND'000 | Share premium<br>VND'000 | Other Reserves<br>VND'000 | Accumulated<br>losses<br>VND'000 | Non-<br>controlling<br>interest<br>VND'000 | Total<br>VND'000 |
|--|--------------------------|--------------------------|---------------------------|----------------------------------|--|------------------|
| Balance as at 01/01/2015                           | 711,409,840              | 85,035,704               | 57,498,796                | (756,134,004)                    | 3,476,108                                  | 101,286,444      |
| Share capital issued                               | 160,000,000              | -                        | -                         | -                                | -  | 160,000,000      |
| Net profit (loss) for<br>the year<br>Balance as at | -                        | -                        | -                         | (96,687,115)                     | 479,534                                    | (96,207,581)     |
| 31/12/2015   | 871,409,840              | 85,035,704               | 57,498,796                | (852,821,119)                    | 3,955,642                                  | 165,078,863      |
| Share capital issued                               | -                        | -                        | -                         | -                                | -  | -                |
| Net profit (loss) for<br>the year<br>Balance as at |                          |                          |                           | 8,930,648                        | 56,832                                     | 8,987,480        |
| 30/06/2016   | 871,409,840              | 85,035,704               | 57,498,796                | (843,890,471)                    | 4,012,473                                  | 174,066,342      |

# 22. Share capital

The Group's authorised and issued share capital is:

| The Group of Lamorood and Issued State Capital Isl | 30/06/2016       |             | 31/12/2015       |             |
|--|------------------|-------------|------------------|-------------|
|  | Number of shares | VND'000     | Number of shares | VND'000     |
| Authorised and issued share capital                |                  |             |                  |             |
| Ordinary shares                                    | 87,140,992       | 871,409,920 | 87,140,992       | 871,409,920 |
| Shares in circulation                              | 27 4 4 2 2 2 4   |             |                  |             |
| Ordinary shares                                    | 87,140,984       | 871,409,840 | 87,140,984       | 871,409,840 |
| Treasury shares Treasury shares                    | 8                | 80          | 8                | 80          |

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

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Movements in share capital during the year were as follows:

|                               |                         | 2010        | 2016         |            | 2015         |  |
|-------------------------------|-------------------------|-------------|--------------|------------|--------------|--|
|                               |                         | shares      | VND'000      | shares     | VND'000      |  |
| Balance at the l              | beginning of the period | 87,140,984  | 871,409,840  | 71,140,984 | 711,409,840  |  |
| Shares issued d               | luring the year         | <del></del> |              | 16,000,000 | 160,000,000  |  |
| Balance at the end of period: |                         | 87,140,984  | 871,409,840  | 87,140,984 | 871,409,840  |  |
|                               |                         |             | -            |            | -            |  |
| 23.                           | Other reserves          |             |              |            |              |  |
|                               |                         |             | 30/06/2016   |            | 31/12/2015   |  |
|                               |                         |             | VND'000      |            | VND'000      |  |
| Acquisition res               | erve (a)                |             | (32,535,252) |            | (32,535,252) |  |
| Other reserve (               | b)                      |             | 90,034,048   |            | 90,034,048   |  |
|                               |                         | _           | 57,498,796   |            | 57,498,796   |  |

(a) In 2007, the Group acquired 90% shareholding of Avafood in a business combination under common control. In 2012, the Group increased its shareholding of Avafood to 90.4%. This amount represents the difference between consideration given and the net amounts of assets and liabilities of Avafood attributable to the Group at the acquisition date.

(b) 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.

## 24. Off balance sheet items

(a) Lease

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

|                          | 30/06/2016 | 31/12/2015 |
|--------------------------|------------|------------|
|                          | VND'000    | VND'000    |
| Within one year          | 6,612,543  | 7,005,674  |
| Within two to five years | 6,699,107  | 10,056,987 |
|                          | 13,311,650 | 17,062,661 |

(b) Foreign currencies

| 9   | 30/06/2              | 30/06/2016            |                   | 015                   |
|-----|----------------------|-----------------------|-------------------|-----------------------|
|     | Original<br>currency | VND'000<br>Equivalent | Original currency | VND'000<br>Equivalent |
| USD | 359,521              | 8,002,946             | 1,120,316         | 25,151,090            |
| EUR | 334                  | 8,243                 | 339               | 8,291                 |
|     | <del></del>          | 8,011,189             |                   | 25,159,381            |

Notes to the consolidated financial statements (continues)

# 25. Revenue from sale of goods

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

| p                                    |                    | Q2-2016     | Q2-2015      | YTD2016     | YTD2015       |
|--------------------------------------|--------------------|-------------|--------------|-------------|---------------|
| Total revenue                        |                    | VND'000     | VND'000      | VND'000     | VND'000       |
| <ul> <li>Sales of drinks</li> </ul>  |                    | 303,801,654 | 305,630,583  | 530,013,602 | 1,151,774,724 |
| <ul> <li>Sales of biscuit</li> </ul> | :s                 | 165         | 1,325,731    | 541,741     | 10,625,268    |
| <ul> <li>Sales of foodst</li> </ul>  | uff                | 51,839,513  | 43,883,775   | 79,782,188  | 153,875,639   |
| <ul> <li>Sales of scraps</li> </ul>  |                    | 279,011     |              | 680,834     | 2,126,611     |
|                                      |                    | 355,920,343 | 350,840,089  | 611,018,365 | 1,318,402,242 |
|                                      |                    | -           | -            | -           | -             |
|                                      |                    | Q2-2016     | Q2-2015      | YTD2016     | YTD2015       |
| Less revenue deduc                   |                    | VND'000     | VND'000      | VND'000     | VND'000       |
| <ul> <li>Sales allowance</li> </ul>  | es                 | 20,491,957  | 9,675,978    | 28,521,076  | 37,370,580    |
| <ul><li>Sales return</li></ul>       |                    |             | 420          | 41,250      | 847,957       |
|                                      |                    | 20,491,957  | 9,676,398    | 28,562,326  | 38,218,537    |
| Net revenue                          |                    | 335,428,386 | 341,163,691  | 582,456,039 | 1,280,183,705 |
|                                      |                    | €-          | €-           | €-          | €-            |
| 26.                                  | Cost of sales      |             |              |             |               |
|                                      |                    | Q2-2016     | Q2-2015      | YTD2016     | YTD2015       |
|                                      |                    | VND'000     | VND'000      | VND'000     | VND'000       |
| Total cost of sales                  |                    |             |              |             |               |
| <ul><li>Cost of drinks</li></ul>     |                    | 201,232,842 | 222,180,733  | 357,826,581 | 845,289,291   |
| <ul> <li>Cost of biscuit</li> </ul>  |                    | 4,908       | 1,866,060    | 1,578,039   | 14,775,791    |
| <ul><li>Cost of foodstu</li></ul>    | ff                 | 34,239,577  | 27,436,757   | 46,083,403  | 81,698,907    |
|                                      |                    | 235,477,326 | 251,483,550  | 405,488,022 | 941,763,989   |
|                                      |                    | -           | <del>-</del> | _           | -             |
| 27.                                  | Financial income   |             |              |             |               |
|                                      |                    |             |              |             |               |
|                                      |                    | Q2-2016     | Q2-2015      | YTD2016     | YTD2015       |
|                                      |                    | VND'000     | VND'000      | VND'000     | VND'000       |
| Interest income fro                  | -                  | 240,106     | 71,906       | 447,311     | 386,635       |
| Foreign exchange                     | gains              | 1,736,717   | 7,107,078    | 7,864,471   | 17,151,318    |
|                                      |                    | 1,976,823   | 7,178,984    | 8,311,782   | 17,537,953    |
|                                      |                    | -           | -            | -           | -             |
| 28.                                  | Financial expenses |             |              |             |               |
|                                      | A IIII ON POLICE   | Q2-2016     | Q2-2015      | YTD2016     | YTD2015       |
|                                      |                    | VND'000     | VND'000      | VND'000     | VND'000       |
| Interest expenses                    |                    | 1,443,078   | 1,399,597    | 2,736,102   | 5,933,543     |
| Foreign exchange                     | osses              | 1,916,635   | 12,402,395   | 5,138,340   | 37,749,953    |
| - 0                                  |                    | 3,359,713   | 13,801,992   | 7,874,442   | 43,683,496    |

| 29.   | Selling expenses                        |           |              |             |             |
|---|---|-----------|--------------|-------------|-------------|
| _ <del></del> -   |   | Q2-20     | 16 Q2-2015   | YTD2016     | YTD2015     |
|   |   | VND'0     | -            |             | VND'000     |
| Staff costs   |   | 28,504,29 |              | 59,412,800  | 163,973,427 |
|   | promotion expenses                      | 16,480,60 |              | 23,281,858  | 87,223,620  |
| Transportation fee  | r · · · · · · · · · · · · · · · · · · · | 19,163,34 |              | 34,990,000  | 86,301,552  |
| Rental fee  |   | 1,208,79  |              | 2,861,089   | 7,607,197   |
| Others  |   | 3,764,21  | - ,          | 7,185,285   | 15,014,618  |
|   |   | 69,121,24 |              | 127,731,031 | 360,120,414 |
|   |   | € -       | € -          | € -         | € -         |
| 30.   | General and administration exp          | enses     |              |             |             |
|   | •                                       | Q2-20     | 16 Q2-2015   | YTD2016     | YTD2015     |
|   |   | VND'0     | •            |             | VND'000     |
| Staff costs   |   | 3,954,97  | 2 3,755,664  | 7,822,873   | 15,389,946  |
| Consultant fee  |   | 979,11    |              | 2,441,374   | 5,765,826   |
| Rental fee  |   | 729,27    |              | 1,478,429   | 2,791,031   |
| Depreciation and a  | mortisation                             | 655,67    | 7 624,347    | 1,264,837   | 2,517,059   |
| Allowance   |   | -         | -            | -           | 2,341,472   |
| Others  |   | 1,966,60  | 7 3,005,810  | 5,058,939   | 12,671,633  |
|   |   | 8,285,64  | 1 9,413,541  | 18,066,453  | 41,476,966  |
|   |   | € -       | € -          | € -         | € -         |
|   |   |           |              |             |             |
| 31.   | Other income                            |           |              |             |             |
|   |   | Q2-20     | <del>-</del> | YTD2016     | YTD2015     |
| D 1. C 11.  |   | VND'0     |              | VND'000     | VND'000     |
| •   | osals of fixed assets                   | -         | 645,455      | 2,577,273   | 590,112     |
| Others  |   | 400,73    |              | 506,959     | 5,966,187   |
|   |   | 400,73    | 8 2,939,244  | 3,084,232   | 6,556,299   |
|   |   | -         | -            | -           | -           |
| 32.   | Other expenses                          |           |              |             |             |
|   | •                                       | Q2-20     | 16 Q2-2015   | YTD2016     | YTD2015     |
|   |   | VND'0     | <del>-</del> | VND'000     | VND'000     |
| Depreciation of idle tangible fixed assets Loss from disposals of tangible fixed assets |   | 1,339,78  |              | 3,470,844   | 5,329,383   |
|   |   | · ·       | 73,791       | 22,123,979  | , - ,       |
| Tax penalties   | _                                       | 271,64    | -            | 271,647     | 3,495,646   |
| Others  |   | 78,72     |              | 253,267     | 1,496,352   |
|   |   | 1,690,16  |              | 26,119,738  | 10,321,381  |
|   |   |           |              | ·           |             |

#### 33. Production and business costs by element

|                               | Q2-2016<br>VND'000 | Q2-2015<br>VND'000 | YTD2016<br>VND'000 | YTD2015<br>VND'000 |
|-------------------------------|--------------------|--------------------|--------------------|--------------------|
| Raw material costs            | 148,416,680        | 100,218,443        | 291,344,229        | 659,990,981        |
| Labour costs and staff costs  | 43,628,716         | 52,504,260         | 86,876,658         | 235,841,385        |
| Depreciation and amortisation | 6,650,621          | 9,883,702          | 13,244,161         | 38,381,229         |
| Outside services              | 97,736,686         | 145,441,902        | 180,342,019        | 530,362,350        |
| Other expenses                | 4,620,822          | 12,079,066         | 10,827,027         | 30,351,869         |
|                               | 301,053,525        | 320,127,374        | 582,634,094        | 1,494,927,814      |
|                               |                    |                    |                    |                    |

#### 34. **Coporate Income Taxes**

| (a)   | Recognised in the consolidated statement o | f income              |                       |
|---|--|-----------------------|-----------------------|
|   |  | 30/06/2016<br>VND'000 | 31/12/2015<br>VND'000 |
| Current tax ex                                | nense                                      | VIAD 000              | V11D 000              |
| Under provision                               | =  |                       | 2,727,671             |
| Deferred tax ii                               | ncome                                      |                       |                       |
| Written down o<br>22% to 20%                  | f deferred tax so adjust CIT Tax from      |                       |                       |
| Origination and                               | reversal of temporary differences          | (415,113)             | 391,621               |
|   |  | (415,113)             | 391,621               |
| Income tax exp                                | pense                                      | (415,113)             | 3,119,292             |
| (b)   | Reconciliation of effective tax rate       |                       |                       |
|   |  | 30/06/2016            | 31/12/2015            |
|   |  | VND'000               | VND'000               |
| Profit (loss) bef                             | ore tax                                    | 8,572,367             | (93,088,289)          |
| Tax at the Grou                               | p's tax rate                               | 1,714,473             | (20,479,423)          |
| Non-deductible expenses                       |  | 4,886,394             | 3,808,243             |
| Deferred tax assets not recognised            |  | (7,015,980)           | 18,348,514            |
| Tax losses not previously recognised utilised |  |                       | (1,285,713)           |
| Under provision                               | n in prior years                           |                       | 2,727,671             |
|   |  | (415,113)             | 3,119,292             |
|   |  | <u> </u>              | C                     |

#### (c) Applicable tax rates

#### (i) **Interfood Shareholding Company**

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 consolidated 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.

The usual income tax rate applicable to enterprises before any incentives is 22% for 2015, and will be reduced to 20% from 2016.

## (ii) Avafood Shareholding Company

Under the terms of its Investment Certificates, Avafood has an obligation to pay the government income tax at the rate of 15% of taxable profits from manufacturing processed products, including fruit juice, bottled filtered water, biscuits, jams and sweets of all kinds, and from agricultural and aquatic products as well as livestock for the first 12 years starting from the first year of operation (from 2006 to 2018) and the tax rate applicable to enterprises before any incentives of 25% for the succeeding years. The current tax regulations allow the Avafood to be exempt from income tax for 2 years starting from the first year it generates a taxable profit (from 2011 to 2012) and entitled to a 50% reduction in income tax for the 3 succeeding years. The income tax regulations also specify that if the Avafood does not generate any taxable profit in three consecutive years from the first year it generates revenue, the above tax exemption period will start in the fourth year despite the fact that no taxable profit has been made.

All the above tax exemption and reduction are not applicable to other income which is taxed at the tax rate applicable to enterprises before any incentives.

Corporate income tax is payable at the rate stipulated by the current regulations on annual profit from processing service, office and workshop lease activity (2015 and 2014: 22%).

The usual income tax rate applicable to enterprises before any incentives is 22% for 2015, and will be reduced to 20% from 2016.

Notes to the consolidated financial statements (continues)

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# 35. Basic earnings per share

The calculation of basic earnings per share at 30 June 2016 was based on the profit or loss attributable to ordinary shareholders of the Group and a weighted average number of ordinary shares outstanding during the period, calculated as follows:

| <i>(i)</i>      | Net/(loss) profit attributable to ordinary sharehold | ers                   |                       |
|-----------------|--|-----------------------|-----------------------|
|                 |  | 30/06/2016<br>VND'000 | 31/12/2015<br>VND'000 |
| Net profit/(los | ss) attributable to ordinary shareholders            | 8,930,648             | (96,687,115)          |
| (ii)            | Weighted average number of ordinary shares           |                       |                       |
|                 |  | 2016                  | 2015                  |
|                 |  | VND'000               | · VND'000             |
| Weighted ave    | rage number of ordinary shares for the year          | 87.140.984            | 71,491,669            |

## 36. Significant transactions with related parties

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

|  | Transaction value |             |
|--|-------------------|-------------|
|  | 30/06/2016        | 31/12/2015  |
| Related companies  | VND'000           | VND'000     |
| Kirin Holding Company, Limited - Ultimate Parent Company |                   |             |
| Short-term loan received                                 | -                 | 77,250,000  |
| Share subscription                                       | _                 | -           |
| Interest expenses  | 2,736,102         | 5,933,545   |
| Secondment fee   | 5,167,619         | 10,693,893  |
| Kirin Holding Singapore Pte, Ltd - Parent company        |                   |             |
| Share subscription                                       |                   | 160,000,000 |
| Vietnam Kirin Beverage Company, Limited                  |                   |             |
| Processing fee   | 84,256,974        | 160,073,961 |
| Purchases of services                                    | 1,336,900         | 2,021,010   |
| Sale of finished goods                                   | 28,890            | 9,652       |
| Board of Directors and Board of Management               |                   |             |
| Secondment fees  | 2,947,560         | 5,709,669   |
| Salary   | 909,000           | 1,848,300   |

Notes to the consolidated financial statements (continues)

37. Non-cash investing activities

30/06/2016 VND'000 31/12/2015 VND'000

Cost of fixed assets acquired through incurrence of liabilities

27th July 2016

Approved by:

CÔNG TY CÔ PHẨN THỰC PHẨM

Tøru Yamasaki

Chairman, General Director

Nguyễn Hồng Phong Chief Accountant

Prepared by: