



RGBRANDSJSC & SUBSIDIARIES

NOTES

to the Interim Consolidated Financial Statements
as at 31 March 2013
(in KZT thousands unless stated otherwise)

1. GENERAL

The core business of RG Brands JSC and its subsidiaries (jointly referred to as “the Group”) is production, sale and distribution of juices, carbonated beverages, milk, chips, packing, sale and distribution of tea and other commercial products. The Group mainly operates in the Republic of Kazakhstan (hereinafter “Kazakhstan”).

Ownership structure of the Company – RG Brands JSC was initially registered on 22 June 1998 as a limited liability partnership and transformed into an open joint stock company on 27 March 2001. The Company was re-registered as a joint stock company on 17 February 2004.

As at 31 March 2013 and 31 March 2012 the registered share capital of RG Brands JSC was KZT 1,840,296 thousand. As at 31 March 2013 and 31 March 2012 the share capital was paid in full.

As at 31 March 2013 and 31 December 2012 the holders of ordinary shares of the Company were as follows:

Shareholders	Interest		Shares		Amount	
	31.03.2013	31.12.2012	31.03.2013	31.12.2012	31.03.2013	31.12.2012
Mr. T.S. Kaltayev.	1.30%	1.30%	45 024	45 024	34 384	34 384
Mr. K.K. Mazhibayev	51.18%	51.18%	1 767 044	1 767 044	917 313	917 313
Mr. A. Agybayev	0.66%	0.66%	22 655	22 655	24 780	24 780
Mr. R. Bayazerov	0.71%	0.71%	24 653	24 653	26 778	26 778
Mr. A.A. Kanafin	0.70%	0.70%	24 046	24 046	26 119	26 119
SMART WAY LTD	0.60%	0.60%	20 882	20 882	20 882	20 882
Mr. A.V. Khalyapin	0.00%	0.00%	138	138	501	501
SUCCESSFUL INVESTMENT TRUST LLP	7.85%	7.85%	271 198	271 198	250 178	250 178
Mr. Y.Zh. Koshkimbayev	28.50%	28.50%	983 953	983 953	386 933	386 933
Withdrawn capital	8.49%	8.49%	293 137	293 137	152 428	152 428
Total	100.0%	100.0%	3 452 730	3 452 730	1 840 296	296

In 2010, the shareholders authorized for issue by the Company 1,200,000 preferred shares with cumulative mandatory annual dividends of 240 tenge per share, 789,500 shares were placed during 2010 at 1,200 tenge each. There were no issues of preferred shares during 2011 and 2012. Refer Note 27.

As at March 31, 2013, 750,000 preferred shares with a carrying value 900,000 thousand tenge were held by a related party of the Group (LLP Resmi “Pryamye investicii”) and 39,500 preferred shares with a carrying value of 47,400 thousand tenge were held by entities within Group and thus eliminated on consolidation.

Group structure and transactions – The Group consists of RG Brands JSC and subsidiaries as follows:

	Ownership interest		Voting right	
	2013	2012	2013	2012
RG Brands Kazakhstan LLP	100%	100%	100%	100%
Uni Commerce Ltd.	100%	100%	100%	100%
RG Brands Kyrgyzstan LLC	100%	100%	100%	100%
RG Brands Tashkent LLC	100%	100%	100%	100%

RG Brands began production and packing of juice and juice-containing drinks in November 1999. Today the Group has the following trade marks in its portfolio: Gracio, Da-Da and Nectar Solnechnyi, Da-Da Day, Aport, and ASU.

The Group started up the first line for production of carbonated beverages under the trademarks of Pepsi, Seven Up, Mirinda and Aquafina in November 1999.

On 27 January 2004 RG Brands JSC acquired 99.9933% interest in the charter capital of Uni Commerce Ltd. Uni Commerce Ltd. was registered in 2003 to transfer the sale and distribution business of actual shareholders to the Group. On 28 November 2005 and 17 June 2008 RG Brands JSC acquired additional 0.0022% and 0.0045% interests in the charter capital of Uni Commerce Ltd. from the minority shareholder. Accordingly, as at 31 December 2009 RG Brands held 100% interest in the charter capital of Uni Commerce Ltd.

As at 31 March 2013 RG Brands owned 100% authorised capital of RG Brands Kyrgyzstan LLC registered on 11 March 2004. The interest of the minority shareholder was purchased on 7 October 2008.

RG Brands Kazakhstan LLP (hereinafter “RG Brands Kazakhstan”) was established on 4 April 2006 and comprised production facilities engaged in manufacture of juice, beverages, packaged milk under Moye trade mark, tea under Piala trade mark, bottled water under Asu trade mark, and Grizzly chips. This Company is also engaged in distribution of the Group products in the Republic of Kazakhstan.

In accordance with the decision of RG Brands, a 100% subsidiary – RG Brands Tashkent LLC was registered on 29 August 2009 in the Republic of Uzbekistan.

RG Brands Tashkent LLC and RG Brands Kyrgyzstan LLC are engaged in sale and distribution of the Group products in the Republic of Uzbekistan and Kyrgyz Republic accordingly.

The Head Office of the Company is located in Almaty; its production capacities are located in Almaty, Almaty Oblast, and Kostanai, Republic of Kazakhstan. As specified above, the Company is also present in Kyrgyz Republic and Republic of Uzbekistan to implement its sale and distribution strategies.

Legal address: 212b, Raimbek ave., Almaty, Republic of Kazakhstan

Form of ownership: Private

Bottling Agreements with PepsiCo and Seven-Up International – the Group produced and distributed carbonated alcohol-free beverages in accordance with the exclusive bottling agreements entered into and between PRG Bottlers and PepsiCo Inc. and PRG Bottlers and Seven-Up International on 22 July 2000. On 1 April 2008 the Group signed new exclusive bottling agreements under which the rights to bottle, sell and distribute PepsiCo and Seven-Up products in Kazakhstan passed to RG Brands Kazakhstan till 21 July 2010 with automatic prolongation for 5 years and subsequently for another 5-year period upon the end of each 5-year period.

On 12 January 2009 PepsiCo Inc., Seven-Up and the Group entered into the agreement providing the right to export PepsiCo Inc. products to Kyrgyzstan. Besides the Group entered into distribution agreements covering Tajikistan and Turkmenistan. These agreements were extended to 31 December 2013.

2. BASIS OF PREPARATION

These consolidated interim financial statements of RG Brands JSC and its subsidiaries (hereinafter “the Group”) have been prepared in accordance with International Financial Reporting Standard (hereinafter “IAS”) 34 *Interim Financial Reporting*.

The reporting period is from 01 January to 31 March 2013.

Persons in charge for the preparation of the consolidated financial statements are as follows:

Financial Director – Mr. Asylbek Abdukhalykovich Aydarkulov;
Chief Accountant – Ms. Yelena Vladimirovna Chumichyova.

The Group keeps accounts in Kazakhstan monetary units (KZT) in accordance with the effective laws of the Republic of Kazakhstan. These consolidated interim financial statements are presented in KZT thousands.

These consolidated interim financial statements have been prepared on the historical cost basis except for certain assets and liabilities measured at fair value.

These consolidated interim financial statements have been prepared based on two fundamental assumptions – accrual basis of accounting and going concern.

To calculate the carrying amount of shares, the Group uses the following method: the carrying amount per common share equals the difference between the Company equity and the value of preferred shares divided by the number of common shares placed.

The carrying amount per preferred share equals the value of preferred shares placed divided by the number thereof.

3. MAIN PRINCIPLES OF ACCOUNTING POLICY

Since 1 January 2010 the Group has made changes to the accounting policies for depreciation of production-related property, plant and equipment. Such equipment is depreciated using the units of production method instead of the straight-line method.

As for other recognition and measurement policies, when preparing these interim financial statements the Group used accounting policies applied in the latest annual financial statements.

4. REVENUE

Revenue was as follows:

	3 months of 2013	3 months of 2012
Revenue from sale of juices, juice-containing drinks	1 987 462	1 887 019
Revenue from sale of packaged tea	1 973 257	2 118 517
Revenue from sale of alcohol-free beverages	2 000 175	1 346 094
Revenue from sale of packaged milk	1 147 789	1 063 827
Revenue from sale of chips	94 273	86 767
	<u>7 202 956</u>	<u>6 502 224</u>

5. COST OF SALES

Cost of sales was as follows:

	3 months of 2013	3 months of 2012
Materials	4 003 787	3 566 944
Depreciation and amortisation	205 920	144 157
Salaries and related taxes	189 812	135 805
Utilities	71 179	50 070
Repair	68 068	41 246
Other costs	9 073	5 954
	<u>4 547 839</u>	<u>3 944 176</u>

6. SELLING EXPENSES

Selling expenses were as follows:

	3 months of 2013	3 months of 2012
Transportation expenses	443 857	364 626
Salaries and related taxes	166 634	123 565
Advertising campaigns and marketing research	221 426	328 369
Expenses for sales reps	173 874	146 132
Other selling costs	97 125	115 077
Amortisation	105 864	113 804
Lease of vehicles, warehouses and office premises	55 370	48 167
Travel expenses	6 770	5 209
	<u>1 270 920</u>	<u>1 244 949</u>

7. GENERAL AND ADMINISTRATIVE EXPENSES

General and administrative expenses:

	3 months of 2013	3 months of 2012
Salaries and related payments	352 607	270 416
Write-off of defected goods, losses of raw materials and supplies	21 116	24 712
Consulting services	72 841	71 627
Penalties and fines	201	4 126
Depreciation and amortisation	18 099	13 483
Taxes other than income tax	37 450	51 772
Bank services	54 630	64 242
Transportation charges	23 485	26 190

Utilities	10 246	21 148
Travel expenses	12 837	15 389
Communication services	8 009	9 815
Insurance	4 060	5 906
Provision for unused employee leaves	6 588	9 969
(Reversal of)/provision for hard-to-sell and obsolete inventory	-	590
Accrual/(reversal) of provision for doubtful debts	(1 883)	2 828
Other costs	66 307	57 262
	<u>686 595</u>	<u>649 475</u>

8. FINANCE COSTS

Finance costs were as follows:

	3 months of 2013	3 months of 2012
Interest on bank and other loans	162 797	195 481
Interest accrued on bonds	42 171	95 875
Interest accrued on finance lease payable	17 294	9 155
Dividends on preferred shares	35 520	45 000
Amortization of discount on loan from the parent		
	<u>257 781</u>	<u>345 511</u>

9. OTHER COSTS

Other costs were as follows:

	3 months of 2013	3 months of 2012
(Loss)/income from disposal of property, plant and equipment	(14 629)	16 385
Other operating expenses, net	25 381	15 135
Other	(10 509)	(19 212)
	<u>243</u>	<u>12 308</u>

10. EARNINGS PER SHARE

Earnings/(loss) per share is calculated by dividing net profit/(loss) for the year attributable to equity holders by the weighted average number of common shares outstanding during the year determined as follows:

	3 months of 2013	3 months of 2012
Net profit (loss) for the year attributable to equity holders	589 645	302 658
Weighted average number of common shares	3 159 593	3 286 003
Basic earnings per share, KZT	<u>187</u>	<u>92</u>

The Company uses the following calculation method to determine the carrying amount of shares:

Carrying amount per common share is a quotient of the net assets for common shares by the number of common shares.

$$3\ 006 = 10\ 378\ 024 / 3452.73$$

Net assets for common shares are calculated using the following formula:

$$NAV = (TA - IA) - TL - PS, \text{ where}$$

- TA – issuer's assets recognised in the issuer's statement of financial position as at the calculation date;
- IA – intangible assets in the issuer's statement of financial position as at the calculation date;
- TL – liabilities in the issuer's statement of financial position as at the calculation date;
- PS – balance of Authorised Capital, Preferred Shares item in the issuer's statement of financial position as at the calculation date.

$$10\ 378\ 024 = (30\ 833\ 097 - 21\ 576) - 20\ 433\ 497$$

Carrying amount per preferred share of the first group is calculated using the following formula:

$$BVPS2 = LPS / NOPS2, \text{ where}$$

BVPS2 – (book value per preferred share of the second group) carrying amount per preferred share of the second group as at the calculation date;

NOPS2 – number of outstanding preferred shares of the second group as at the calculation date;

LPS – balance of preferred shares recorded as liabilities in the issuer's statement of financial position as at the calculation date

$$1200 = 900\,000 / 750$$

11. PROPERTY, PLANT AND EQUIPMENT

As at 31 March 2013 property, plant and equipment less accumulated depreciation were as follows:

(KZT'000)

	Land	Buildings and construction s	Machinery and equipment	Vehicles	Other	Construct ion in progress	Total
Historical cost							
At 1 January 2013	1 122 088	5 320 877	16 841 926	267 693	654 188	649 162	24 855 934
Additions		1 299	248 011	14 301	21 108	1 666	286 385
Reclassification							-
Internal displacement			829			(829)	-
Disposal			(74 600)	(9 636)	(6 009)		(90 245)
At 31 March 2013	<u>1 122 088</u>	<u>5 322 176</u>	<u>17 016 166</u>	<u>272 358</u>	<u>669 287</u>	<u>649 999</u>	<u>25 052 074</u>
Accumulated depreciation							
At 1 January 2013	-	(271 896)	(6 960 987)	(129 805)	(484 707)	-	(7 847 395)
Accrued for the period		(135 146)	(179 308)	(16 759)	(24 921)		(356 134)
Reclassifications							-
Disposal			76 796	13 956	6 212		96 964
At 31 March 2013	<u>-</u>	<u>(407 042)</u>	<u>(7 063 499)</u>	<u>(132 608)</u>	<u>(503 416)</u>	<u>-</u>	<u>(8 106 565)</u>
Carrying amount at 31 March 2013	<u>1 122 088</u>	<u>4 915 134</u>	<u>9 952 667</u>	<u>139 750</u>	<u>165 871</u>	<u>649 999</u>	<u>16 945 509</u>

12. ACCOUNTS RECEIVABLE

As at 31 March 2013 accounts receivable were as follows:

(KZT'000)

Counterparty	Opening balance	Total debits	Total credits	Closing balance
Long-term accounts receivable	79 478	-	-	79 478
INNOVA INVESTMENT LLP	76 000			76 000
Alim Service LLP	2 710			2 710
Svetlana Valeriyevna Rusyayeva	768			768
Short-term accounts receivable	3 582 685	559 967	609 325	3 533 327
CARAT LLP	6 669	5 218		11 887
Central Asia Retail LLP	584		584	
Cinema Property Management LLP	1 830	1 538		3 368
INTERFOOD KGJC LLP	1 487		494	993
Magnum Cash&Carry LLP	29 887	25 504		55 391
Parade Retail LLP	2 651		2 130	521
PLASKAP BISHKEK PLASFORM	120		120	
PEPSI-COLA INTERNATIONAL CORK	58 632		58 632	
Silk Way City LLP	4 454		2 039	2 415
TANDEM EXCLUSIVE LLP	38 501		14 988	23 513
The Caspian International Restaurants Company LLP	18 277	730		19 007

Marat Abdanbayev Sole Proprietor	3 665		3 665	
Alma Retail Systems LLP	6 887		5 641	1 246
Alma Store LLP (ADK Mall)	16 394		10 000	6 394
Alyp-2008 LLP		3 271		3 271
Anvar LLP	1 341		1 341	
Khankuli Oraznazarovich Annaberdiyev Sole Proprietor		6 616		6 616
Anaur Consumers LLP, Atyrau	83 815	84 868		168 683
Arzan-Sauda LLP		5 349		5 349
Arzan-Sauda Branch, LLP	5 349		5 349	
B.A. Atayev, Sole Proprietor	3 707	2 862		6 569
S.U. Asatov, Sole Proprietor	837	250		1 087
Astykhzhan Kostanai LLP	1 889		1 889	
Almaty Branch No.1, Magnum Cash&Carry LLP	27 977		27 977	
Almaty Branch No.2, Magnum Cash&Carry LLP	33 161		33 161	
Almaty Branch No.3, Magnum Cash&Carry LLP	10 324		10 324	
G.K. Akhmetbekov Sole Proprietor	19 276	7 386		26 662
Basis-Terra LLP, Aktobe	40 786	10 802		51 588
Bahus-Center LLP	4 534		581	3 953
Kuanysh Oralbekovich Bokebayev	1 117		1 117	
A.V. Bolotin Sole Proprietor	1 069		68	1 001
Hermes-Trade LLP	2 796		588	2 208
Firkan City Hypermarket	13 856		12 346	1 510
Dastarkhan-TRADE LLP	3 020		952	2 068
Dastarkhan LLP*	2 224		97	2 127
Gulbanum Khamitovna Dulyatova Sole Proprietor	4 501	692		5 193
L. Yermokhina Sole Proprietor	2 363		2 363	
ZHETI ASPAN LLP	2 986		82	2 904
Balsheker Zhunusova Sole Proprietor (Distributor)	3 133		1 318	1 815
Yerkenbek Sabynbekovich Zaurbekov	760		760	
Ideal-2008 LLP	0	1 570		1 570
INTERFOOD KGJC LLP	3 156		200	2 956
Keleshek LLP	3 960		3 960	
Ye.M. Kerimbekov	7 092		4 357	2 735
Kim "Vegas Gas Station"		44 852		44 852
L.V. Kishchuk	1 092	8		1 100
Taimas LTD LLP	875		296	579
SOBLTD LLP	113 797	8 510		122 307
Leko LLP	1 166	649		1 815
Magnolia LLP, Taraz	43 765	23 393		67 158
Lider LLC	0	4 840		4 840
O. Litvinova, Sole Proprietor	933	286		1 219
Lotos-Kokshe LLP, Kokshetau	14 108	7 061		21 169
A.K. Mazur, Sole Proprietor	10 500		2 046	8 454
MEGA NETWORK LLP	366		366	
Gulzhakhan Konysbekovna Meirmankulova	1 200		22	1 178
METRO Cash & Carry LLP	33 751		7 602	26 149
Khasain Maksutovich Mukatayev Sole Proprietor	760		760	
G.M. Nurkasymov Sole Proprietor	2 000		1 006	994
Nesipkul Omirzakhova Sole Proprietor	8 641		28	8 613
Wholesale Club LLP	11 767		9 476	2 291
Palleta Wholesale Center LLP	3 889		859	3 030
O.N. Petukhova Sole Proprietor	2 278		942	1 336
Pischetorg LLP	17 158	1 139		18 297
Premium-Siberia LLC	5 051		5 051	
Ya.T.Raziyev Sole Proprietor	10 398		764	9 634
Ramstore Kazakhstan LLP, Astana Branch	6 362		3 183	3 179
Ramstore Kazakhstan LLP	33 660		8 980	24 680
Ye. Rakhimzhanov, Semei (FS)	50 255	13 648		63 903
SABYRZHAN COMPANY LLP	22 161		5 110	17 051
Rakhmet LLP, Supermarket Chain	15 230		13 364	1 866
Skif Sauda LLP	2 414	2 280		4 694
Skif Trade LLP	22 346		18 595	3 751
Skif Trade LLP, Almaty Branch	9 891		5 819	4 072
Skif Trade LLP, Branch	7 370		4 605	2 765
Skif Trade LLP, Karaganda Branch	12 158		4 132	8 026
Svit Trade 2009 LLP	3 737		3 737	
K.B. Stanbekov, Sole Proprietor	176	323		499

Sultan Torg LLP	6 464	3 071		9 535
Keremet Company LLP	1 200		562	638
GREEN MART Retail Chain	4 152	7 856		12 008
I.Ye. Tissen	929		929	
Terem LLC	5 632		4 140	1 492
Yuzhnyi Trade House		8 456		8 456
A.A. Trishnevskiy, Sole Proprietor	947		188	759
Tatiana Petrovna Troshina	1 186		730	456
Zhanat Turekulova Sole Proprietor	2 498		2 498	
Ramstore Kazakhstan LLP, Shymkent Branch	1 267		332	935
Branch No.5, Magnum Cash&Carry LLP	4 424		1 575	2 849
Firkan LLP (Chernyshevskiy Str.)	1 746		1 746	
G.S.Khozhanizyazova	2 005		905	1 100
Astykhzhan Trade Center LLP	3 248		739	2 509
Shyn LLP	9 322			9 322
Uma Zapad LLP	1 333		784	549
Uma Firm LLP	813		386	427
Uma Yug LLP	1 467		999	468
Other	83 631	18 773		102 404
Trade accounts receivable	1 076 586	301 802	320 380	1 058 008
A.S.K. Technik LLP		5 000		5 000
ADVANCED TECHNOLOGIES KAZAKHSTAN LLP		361		361
Agro Pak b.v.		4 995		4 995
APPLIED MEMBRANES INC	814		163	651
AquaSpoil MMM LLP	452		136	316
Ark Stone Group LLP	548	516		1 064
AROQ LTD	441		441	
Asian Development Bank Administrative Expense Acco		3 019		3 019
BC Industry LLP		269		269
BM POWER LLP	250			250
Busines & Sport Travel LLP	487		487	
Challenger Consulting Pty LTD		8 063		8 063
DG CONSULTING LTD	1 133	1 137		2 270
Ekber dis ticaret pazarlama LTD.STI.	393			393
Elspec Engineering LTD		11 897		11 897
ExSolCom LLP		675		675
Festo Ges.M.B.H.		494		494
ForkLift Service Sole Proprietor	603	368		971
G-FORCE LLP		6 812		6 812
HASSIA-REDATRON GMBH		870		870
HYUNDAI CORPORATION		1 207		1 207
InterTeach System Ltd LLP		989		989
JMP International JV LLP	1 616		1 616	
Kaufmann Umwelttechnik e.K.	877		877	
KHS AG		824		824
MACHINERY SERVICE LTD LLP		308		308
MAS Agro (Ivanhoe Invest b.v.)	2 210			2 210
Miranti GmbH & Co.KG		958		958
P.E LABELLERS S.P.A	2 232		2 232	
PricewaterhouseCoopers Tax and Advisory LLP	5 040		5 040	
SIDEL SpA	1 862			1 862
SINOOIL LLP, Shymkent Branch	2 629		32	2 597
Sinooil LLP, Astana Branch	1 644		1 175	469
Star Games LLP	190			190
Sun Ray LLP	278		278	
Telman Offset& Print LLP	280		280	
TERRIS CONSOLIDATED (USA)		690		690
TEXAR LLP	400		400	
Tianjin Kunyu International Co.,Ltd	80	2 444		2 524
TNO Triskelion B.V.		1 089		1 089
Topline LLP		501		501
TOURMALINE LLP	1 000		1 000	
Tuan Tuan LLP	640			640
UBC Cool Astana LLP	1 045			1 045
VAN DER MOLEN GMBA	5 501		5 501	
VSB Partners LLP	5 508		5 508	
YIYANG GOLD BUDDHA TEA CO. LTD	1 165		1 165	
Agro Tom Plus LLP	21 732		1 400	20 332

Agroteploenergomontazh LLP	1 615			1 615
Asia International Company LLP	52 103	2 281		54 384
N.R. Aksenova Sole Proprietor		840		840
Alash Broker LLP	1 000			1 000
Almaty Refrigerator Company		2 331		2 331
Almaty Gasservice Holding JSC	15 992		5 023	10 969
Almatyenergobyty	1 352	4 525		5 877
AlsuGrad LLP		558		558
American Appraisal LLP	616		616	
L.V. Amzoyev Sole Proprietor, Keruen Coffee-House		500		500
ASEM LLP	1 000			1 000
Astana Import Export LLP		991		991
Borusan Makina Kazakhstan LLP	6 284		6 284	
Gelios LLP, Almaty Branch	9 987		2 576	7 411
Davletov Sole Proprietor	301	2 920		3 221
Deloitte LLP	15 518			15 518
Dostyk-M LLP	1 218		1 218	
West-Kazakhstan Service Forwarding Company LLP	220		220	
IVK & Company LLP	338			338
Ilkomstroy LLP	1 199		1 199	
Inter-Holod LLP		2 051		2 051
Kuralai Maratovna Umbetova Sole Proprietor	2 190			2 190
Kar-Tel LLP	905		79	826
Kazakhstan Temir Zholy National Company JSC	7 011		916	6 095
Kaz Munai Gas OnemderiJSC		1 632		1 632
Kazspetsmontazh Engineering LLP		3 615		3 615
KAZTRANSERVICE, South Branch	964		18	946
Kapchagai Porcelain LLP		4 400		4 400
Progress Company LLC		540		540
ASSORTI LLP	250			250
S.S. Kuanbayev Sole Proprietor	3 381		3 381	
Abdukadyr Kubenov Sole Proprietor	500		171	329
Nikolai Peasant Farm	1 935			1 935
London-Almaty Insurance Company JSC	1 048	131		1 179
SpecialLine Workshop, U.Beisembayeva Sole Proprietor	643		643	
Oil Insurance Company OJSC	1 319		768	551
Nomad Insurance	234		234	
Tornado PLUS LLP	332		332	
PEPgroup LLC		1,771		1 771
National Institute of Intellectual Property, Republican State-Run Enterprise		2 212		2 212
National Institute of Intellectual Property, Republican State-Run Enterprise, of the Committee for Intellectual Property Rights	1 405		1 405	0
Rexam Beverage Can Dmitrov LLC	0	2 941		2 941
Remenergo LLP	4 288		773	3 515
Robert Bosch LLP	933		933	
RTS LTD	5 030		5 030	
Sidel Vostok LLC	8 573	937		9 510
Sport Estates Management LLP	238			238
EURASIA Insurance Company	1 038		323	715
Taiynsha-Astykh LLP		1 875		1 875
Customs Station – Temirzhol Customs Clearance Center, Almaty		1 928		1 928
Kostanai Customs		3 386		3 386
Tan Technoservice LLP		7 239		7 239
Tau-Dastarkhan	262	500		762
Nikolai Andreyevich Ten		1 740		1 740
TDK Alina LLP	522		522	
Technid Intellectual Property Agency LLC	685		685	
New Wave.KZ LLP		500		500
Halyk-Life JSC		768		768
Other	36 505	42 820		79 325
Advances paid	249 984	149 418	61 080	338 322
Almaty Cotton Plant LLP	822	60		882
INNOVA INVESTMENT LLP	201 697		201 697	
Resmi Direct Investments	1 562 000			1 562 000
Retail Management	223 619			223 619

Smart Way Ltd	24 170			24 170
Anar Alimovna Dzhamburshina	2 601			2 601
A.S. Zhanalinov	16 085		16 085	
Resmi Finance & Investment House JSC	28 959	57 503		86 462
Kazneftechim, Issuer	2 250			2 250
Kostanai City Tax Administration		346		346
Almaly District Tax Administration		14 672		14 672
Zhetysu District Tax Administration		4 755		4 755
Karasai District Tax Administration		133		133
Talgar District Tax Administration		3 479		3 479
PEPgroup LLC	1 770			1 770
Customs Station – Temirzhol Customs Clearance Center, Almaty	1 928			1 928
Customs Station – Alatau Customs Clearance Center (53706/54706/55402)	8 170	786		8 956
KARAGANDA CITY CUSTOMS-51804	805			805
Kostanai City Customs	3 799	15 482		19 281
Zhetysu Customs 50207/54701/55301 (airport)	635	11 531		12 166
Nikolai Andreyevich Ten	2 249			2 249
Abdukadyr Kubenov Sole Proprietor	500		171	329
Technology Center for Carriage Document Processing, Branch of Kazakhstan Temir Zholy National Company CJSC	889		540	349
Tukym LLP	1 032			1 032
Fluger Plus LLP	6 838			6 838
Other	165 297		9 372	155 925
Other accounts receivable	2 256 115	108 747	227 865	2 136 997
Total	3 662 163	559 967	609 325	3 612 805

13. INVENTORY

	at 31.03.2013	(KZT'000) at 31.12.2012
Finished goods	2 385 377	1 740 683
Raw material	1 437 778	1 447 019
Packing material	754 275	997 354
Other	224 814	216 357
Spare parts	330 477	328 323
Less provision for hard-to-sell and obsolete inventories	(44 791)	(55 172)
	<u>5 087 930</u>	<u>4 674 564</u>

14. OTHER FINANCIAL ASSETS

	at 31.03.2013	(KZT'000) at 31.12.2012
Loans at amortized cost	-	-
Investments available for sale	90 768	90 768
Investments held for trading	2 640 324	2 226 336
	<u>2 731 092</u>	<u>2 317 104</u>
Current portion	2 731 092	2 317 104
Non-current portion of related party receivables	-	-
	<u>2 731 092</u>	<u>2 317 104</u>

15. OTHER CURRENT ASSETS

	at 31.03.2013	(KZT'000) at 31.12.2012
Other receivables	2 020 431	2 217 534
Employee debts	188 575	188 111
Other recoverable tax	59 358	43 649
Recoverable VAT	-	3
Other receivables	116 566	38 581
Prepaid expenses	35 311	58 303
Less provision for doubtful debts	(243 827)	(261 466)
	<u>2 176 414</u>	<u>2 284 715</u>

16. LOANS, BONDS AND FINANCE LEASE

Below is the information of loans, finance lease and other financial liabilities as at 31 March 2013:

(KZT'000)

Creditor	Loan currency	Average rate, % per annum	Opening balance	Total		Closing balance	Maturity date
				Debits	Credits		
Bonds	KZT'000	8%	1 386 313		17 765	1 404 078	2014
Tetra Laval	EUR'000	7.25%	412	65		347	2014
	KZT'000		82 079	14 996		67 082	
Tetra Laval	EUR'000	6.40%	475	96		379	2013
	KZT'000		94 630	21 288		73 342	
Tetra Laval	EUR'000	6.40%	2 374	252		2 122	2014
	KZT'000		472 871	62 621		410 251	
Caterpillar Financial Service	EUR'000	8%	636	101		535	2014
	KZT'000		126 786	23 294		103 492	
Caterpillar Financial Service	EUR'000	8%	807	128		679	2014
	KZT'000		160 904	29 678		131 226	
Caterpillar Financial Service	EUR'000	8%	84	13		71	2014
	KZT'000		16 894	3 099		13 795	
Bank TuranAlem JSC	KZT'000	7%	1 267 563	63 378		1 204 185	2014
Kazinvest Bank JSC	KZT'000	8.50%	740 000	29 600		710 400	2015
Development Bank of Kazakhstan	KZT'000	8%	820 592	164 118		656 474	2015
Europe Development Bank	USD'000	4%	22 727			22 727	2015
	KZT'000		3 425 909		2 273	3 428 182	
Al Hilal Bank JSC	KZT'000	7.50%	1 539 164	36 935		1 502 229	2017
ALFA BANK JSC	KZT'000	8%		500 000	800 000	300 000	2013
Alliance Bank, Kazakhstan	KZT'000	7.2%-10.7%	970 000		530 000	1 500 000	2013
Sberbank of Russia	EUR'000	13%			222	222	2013
	KZT'000				42 861	42 861	
KAZAGROFINANCE JSC	KZT'000	9.00%	21 831			21 831	2018
Creditor	Loan amount, total	Maturity date					
		2013	2014	2015	2016	2017	2018
Bonds	1 404 078		1 404 078				
Tetra Laval, EUR'000	347	198	149				
Tetra Laval, EUR'000	379	379					
Tetra Laval, EUR'000	2 122	804	1 318				
Caterpillar Financial Service, EUR'000	535	314	221				
Caterpillar Financial Service, EUR'000	679	399	280				
Caterpillar Financial Service, EUR'000	71	42	29				
Kazinvest Bank JSC, USD'000	710 400	266 400	355 200	88 800			
Bank TuranAlem JSC, KZT'000	1 204 185	781 664	422 521				
Development Bank of Kazakhstan, USD'000	656 474	164 119	328 237	164 118			
Europe Development Bank, USD'000	22 727	9 091	9 091	4 545			
Al Hilal Bank JSC, KZT'000	1 502 229	289 916	373 019	373 019	373 019	93 256	
ALFA BANK JSC, KZT'000	300 000	300 000					
Alliance Bank, Kazakhstan, KZT'000	1 500 000	1 500 000					
Sberbank of Russia, EUR'000	222	222					
KAZAGROFINANCE JSC, KZT'000	21 831	4 075	4 075	4 075	4 075	4 075	1 456

17. ACCOUNTS PAYABLE

As at 31 March 2013 accounts payable were as follows:

(KZT'000)

Counterparty	Opening balance	Total debits	Total credits	Closing balance
Long-term accounts payable for equipment	596 214	104 441		491 773
Sidel Conveying SAS	424 393	68 644		355 749
TETRA LAVAL CREDIT AB	171 821	35 797		136 024
Short-term accounts payable	5 297 183	1 308 404	1 648 831	5 637 610
ACAR GRUP KZ LLP	1 019	1 019		
AL-SAGA LLP	743	743		
ALBE LOGISTIC UND TRADE GMBH	1 554	244		1 310
AMRAZ LTD	17 124		6 808	23 932
ASIAN TEA AND EXPORTS LIMITED	392 284		331 454	723 738
Astana Capital Advisors			156 375	156 375
BIG IDEA GROUP LLP	1 057	1 057		
COFCO Tunhe Co, Ltd	24 833	19 844		4 989
Crea LLP	58 533	55 444		3 089
Customs Consulting KZ LLP	453	453		
Das Marketing.kz LLP	7 630	4 578		3 052
DASM Interactive LLP	6 408	6 408		
Dinter Polska Sp.zo.z	382		763	1 145
DOHLER HOLLAND	38 513	14 039		24 474
Dolche Vita Sole Proprietor	2 641	2 641		
ED&F MAN SUGAR LTD	123 712	68 242		55 470
Elke Company LLP	4 117		21 420	25 537
ERP Systems Sole Proprietor (A.V. Goryunov)	238		252	490
Express Pro LLP	1 424		1 113	2 537
Favourite Media Group LLP	244 500	186 635		57 865
FIRMENICH SA	2 107		467	2 574
Flavourland LLP	4 466		819	5 285
Food Island LLP	822		5 278	6 100
Franck Benhamou	1 128	1 128		
Gan-Shmuel Foods LTD	214 482	194 587		19 895
G-FORCE LLP	10 288	10 288		
Georgian Industrial Management Group LLC	10 268	4 376		5 892
Givat Haim Cooperative Society For P. of A.P ltd	271 507	126 869		144 638
Golden Country LLP	1 760	1 760		
Green Line Paper LLP	7 051		2 750	9 801
GTS International LLP	1 109		296	1 405
Gulser Computers LLP	1 418	1 104		314
Happyllon Corporation LLP	2 668	2 668		
Hastamat Verpackungstechnik GmbH	3 029	89		2 940
High Tech Logistic JV LLP (Karaganda)	5 521		48	5 569
High Tech Logistic JV LLP	23 149		1 757	24 906
HYUNDAI CORPORATION	71 917	71 917		
HOTTLET Sugar Trading division of raffinerie tirl	464 534	186 596		277 938
HRC LLP	6 409	1 122		5 287
HTL Kedenservice LLP	11 605	10 486		1 119
IFL LTD GRETTON HOUSE	25 148	296		24 852
INNOVA INVESTMENT			235 637	235 637
Intellpack Sole Proprietor	2 511		5 441	7 952
IZ-Plast LLP	9 940	9 494		446
K CREATION AND PRODUCTION	3 053	3 053		
Kagazy Recycling LLP	45 717	4 498		41 219
KASKAT SP. Z O.O.	7 983		148 908	156 891
Kohegary Studio LLP	12 980	12 980		
KUIPERS Food Processing Machinery B.V.	4 921	942		3 979
Lanxess Deutschland GMBH	11 240	11 240		
LG International corp.	28 949		103 975	132 924
Like TOO	4 789	4 789		
Lonran intl engineering and techology co ltd	82 123	16 075		66 048
Maer Company	2 520	2 520		
MAGIC BOX	13 352	12 741		611
Magic System Market LLP	613	71		542
MILK LLP	2 396	2 396		

Morgan David Robin Idris	1 821	319		1 502
Peak Akzhal LLP	7 228	5 443		1 785
PEAK Logistics LLP	5 618		3 737	9 355
PEPSI LIPTON INTERNATIONAL	110 705		108 125	218 830
Peter Binder GMBA	144 316	3 120		141 196
POWER SOLUTIONS N.V.	20 537		4 851	25 388
PURICO GMBH	14 821	14 821		
ROTOPACK LLP	2 913	440		2 473
Sanatel LLP	413		76	489
Santrade Company LLP	8 177	451		7 726
Sidel Conveying SAS	481 799	18 991		462 808
Sky Media LLP	266		4 610	4 876
TETRA LAVAL CREDIT AB	46 894	46 894		
TETRA PAK Export Ltd	17 558	519		17 039
Tetra Pak Ltd	579 719		26 570	606 289
TETRA PAK SERVICE	315 048		19 632	334 680
Tetra Pak Service S.A.	1 839		402	2 241
TRESMONTES LUCCHETTI AGROINDUSTRIAL	7 103	7 103		
TSPS Company LLP	6 001		17 799	23 800
TURKUAZ HORECA LLP	7 902	1 153		6 749
UNIVERSAL LOGISTICS LLP	21 512		4 159	25 671
VAN REES B. V.	338 076		41 651	379 727
Veles Freya LLP	4 590	2 240		2 350
World Logistic Group LLP	2 599	1 784		815
Ybbstaler Fruit Austria GmbH	40 337	40 337		
Almaty Product LLP	2 553	1 518		1 035
Alaska-Poligraphoformleniye LLC	18 746		7 652	26 398
Arman-1, Peasant Farm	462		264	726
ART Agency Gingle LLP	3 540		7 074	10 614
Astana Import Export LLP	10 795	10 795		
Astron Limited Liability Partnership	4 345	3 782		563
Atasu Trans LLP	24 230	912		23 318
Basis-2010 LLP	1 200		1 046	2 246
Batalinskoye LLP	2 230		2 172	4 402
BialowiezaFairLLC	12 166	3 093		9 073
BERICAP KAZAKHSTAN LLP	33 098		61 765	94 863
Birlesu Insurance Company LLP	3 638		1 320	4 958
VAIT CJSC	7 500		88	7 588
Viktorovskoye LLP	11 754		7 928	19 682
Karasai Su Kubry	2 658		630	3 288
Globus LLP	567			567
GfK Kazakhstan LLP	4 030	4 030		
RESMI Group	118 979		3 216	122 195
Doehler Kazakhstan LLP	39 715		10 909	50 624
Unified Trade System Kazakhstan LLP	1 786		403	2 189
Zhibek Zholy LLP	1 840			1 840
Zholashar Railway Service LLP	1 698		331	2 029
Idzhim LLP	12 134	6 677		5 457
Intellservice LLP	8 238		27 010	35 248
Zh.U. Dzhamalov	706		251	957
Issyk Fruit Canning Plant LLP	2 195		1 923	4 118
KazMunaiGas Onimderi JSC	2 338	2 117		221
KazRefTransService	21 827		6 430	28 257
Raikhan Dzhientayevna Kasanova Sole Proprietor	237		3	240
Kombi Trans BM LLP	3 733		4 163	7 896
Nuker Garant Corporation LLP	1 920	1 120		800
KustanaiTransService LLP	800		460	1 260
Mak-Service LTD LLP	3 048	3 048		
MEGAPACK TRADE HOUSE LLP	19 899		1 178	21 077
Megachimproject LLP	1 884	1 699		185
MONTAZHLEGMACH LLP	1 814	1 284		530
A.S. Murzabayeva Sole Proprietor	1 635		368	2 003
Nadezhdinka LLP	1 690		311	2 001
Nestle Food Kazakhstan LLP	13 958	13 958		
Otrar Travel LLP	2 653	1 573		1 080
PEPSI INC., CORK, IRELAND, Concern	241 394	12 952		228 442
Beer Company LLP	3 745		9	3 754
Blago Food Processing Plant	4 644			4 644

Oleg GadzhibabayevichRadzhabi-Mugadam Sole Proprietor	1 783	168		1 615
Almagul Kaiyrovna Rymbayeva Sole Proprietor	1 431		15 904	17 335
Sarsenbekova Sole Proprietor	1 403		272	1 675
Saryagash LLP	14 372	13 134		1 238
SynteZ Firm LLP	2 117		151	2 268
M.A. Sokolenko Sole Proprietor	2 974	2 974		
Sorochinskoye– 2030 LLP	2 698	772		1 926
Soyuzoptorg-Asia LLP	1 670		256	1 926
Steels Security LLP	3 009		162	3 171
Cleanness Technology LLP	1 184			1 184
TransMagistral, O.G. Minulin Sole Proprietor	9 096	4 776		4 320
Turar LLP	16 038		1 774	17 812
Ulba Complex LLP, Ust-Kamenogorsk	1 423		3 302	4 725
Universal Cattering LLP	1 935		129	2 064
Ural-Paper LLC	2 292		4 340	6 632
BISAM Central Asia LLP	2 350	2 350		
Center No.1 LTD LLP	12 813		10 501	23 314
Admaker Marketing Group LLP	4 473	1 664		2 809
AC Nielsen KAZAKHSTAN LLP	14 659	14 659		
UNIUS Legal Company LLP	2 056	302		1 754
Other	50 955		209 963	260 918
Total	5 893 397	1 412 845	1 648 831	6 129 383

18. TAXES PAYABLE

	(KZT'000)	
	at 31.03.2013	at 31.12.2012
Value added tax	265 661	520 019
Personal income tax	25 690	29 067
Other taxes	3 333	2 216
Corporate income tax	0	0
Social tax	12 197	12 350
	<u>306 881</u>	<u>563 651</u>

19. OTHER ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	(KZT'000)	
	at 31.03.2013	at 31.12.2012
Employment expenses accrued	150 995	117 147
Employee leave allowances and bonuses accrued	213 267	191 491
Advances received	59 171	18 346
Other accrued liabilities	26 324	24 987
	<u>449 757</u>	<u>351 971</u>

20. OPERATING SEGMENTS AND GEOGRAPHICAL AREAS

In view of the management's assessment of the business on a single geographic base, i.e. Kazakhstan where 93% (2008: 95%) of the business is done, the management determined that the Group segmentation base is best reflected by the following business lines:

- Production, distribution and sale of products including juices (Gracio, Da-Da, Nectar Solnechnyi), juice-containing drink (DaDa-Day), Aport, Asu bottled water;
- Production, distribution and sale of milk under own brand of the Group (Moë);
- Production, distribution and sale of other products under own brands of the Group including Piala Tea and Grizzly Chips;
- Production, distribution and sale of franchised products including carbonated nonalcoholic beverages (Pepsi, Pepsi Light, Mirinda, Seven-Up, AquaFina);
- Trade transactions including sale and distribution of imported goods of other manufacturers.

(KZT'000)

	Production of juice and juice- containing beverages	Milk	Food stuff	Franchise	Trading	Consolidated
Period ended 31 March	2013					
Revenue	2 213 805	1 147 789	2 067 530	1 773 832	-	7 202 956
Operating profit (loss) before tax	170 997	47 172	300 719	70 757	-	589 645
Income tax expense	-	-	-	-	-	-
Net profit/(loss)	170 997	47 172	300 719	70 757	-	589 645
Depreciation and amortization	125 229	59 633	32 381	80 922	-	298 164
Acquisition of property, plant and equipment and intangible assets	153 917	31 056	58 435	14 987	-	258 395

	Production of juice and juice- containing beverages	Milk	Food stuff	Franchise	Trading	Consolidated
Period ended 31 March	2013					
Segment assets	14 799 887	2 158 317	3 083 310	10 791 584	-	30 833 097
Deferred income tax assets	-	-	-	-	-	-
Total assets	14 799 887	2 158 317	3 083 310	10 791 584	-	30 833 097
Segment liabilities	9 070 631	985 938	2 169 064	7493 130	-	19 718 763
Deferred income tax liabilities	235 862	92 915	192 978	192 978	-	714 734
Total liabilities	9 306 493	1 078 854	2 362 042	7 686 108	-	20 433

21. RETIREMENT BENEFITS

In accordance with the requirements of the laws of the Republic of Kazakhstan, the Group makes 10% pension contributions from the employee salaries. However, subject to the Republic of Kazakhstan laws, this amount per employee shall not exceed KZT 139,950 a month since 1 January 2013; previously monthly contributions per employee amounted to KZT 130,792. These amounts are expensed as incurred. Contributions to the pension funds are deducted from the employee salary and recognised in the total salaries paid in the consolidated statement of comprehensive income.

As of 31 March 2013 the Group had no liabilities to its current or former employees on additional pension contributions, postretirement medical benefits, insurance payments or other retirement benefits.

22. RELATED PARTIES

Related parties of the Group are companies controlled and related to the Company shareholders – Mr. K.K. Mazhibayev and Ye.Zh. Koshkinbayev (see Note 1).

Transactions between the Company and its subsidiaries are eliminated at consolidation and not disclosed in this note. Transactions entered by the Group with the related are disclosed below.

Trading transactions – as at 31 March 2013 and 31 March 2012 the Group entered into trading transactions with the following related parties: Resmi Group JSC, Innova LLP, Resmi Finance & Investment House JSC, Telman Offset & Print LLP, Resmi Direct Investments LLP, Retail Management LLP, and Almaty Cotton Plant LLP.

Related party transactions include sale of carbonated alcohol-free beverages, natural juice, tea, sale/purchase of other materials, property, plant and equipment, securities and rendering of various services.

	(KZT'000)			
	Sale		Acquisition	
	Year ended 31 March 2013	Year ended 31 March 2012	Year ended 31 March 2013	Year ended 31 March 2012
Parent company	325	3 923	62 265	236 755
Jointly controlled companies	11 056	143 189	17 853	36 172
	Receivables		Payables	
	At 31 March 2013	At 31 December 2012	At 31 March 2013	At 31 December 2012
Parent company				
Trading transactions	-	-	122 195	118 980
Loans from the parent	-	-	-	-
Transactions in securities	-	-	-	-
Jointly controlled companies				
Trading transactions	371 969	348 879	337 945	-
Transactions in securities	-	-	-	-
Broker's debt	86 462	28 960	-	-
Temporary financial aid	1 562 000	1 839 695	-	-

Key management benefits – Key management benefits are determined by the shareholders' meeting and senior management of the companies in accordance with the staff policy, staff list, personal employment contracts, decisions of the shareholders, orders on accrual of bonuses, etc.

23. EVENTS AFTER THE REPORTING DATE

There were no material events after the interim period end.

Chairman of the Management Board

David Paul Westall

Financial Director

Asylbek Aydarkulov

Chief Accountant

Yelena Chumichyova

