



RG BRANDS JSC & SUBSIDIARIES

NOTES

to the Interim Consolidated Financial Statements
as at 30 September 2013
(in KZT thousands unless stated otherwise)

1. GENERAL

The core business of RG Brands JSC and its subsidiaries (hereinafter 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 30 September 2013 and 31 December 2012 the registered share capital of RG Brands JSC was KZT 1,840,296 thousand. As at 30 September 2013 and 31 December 2012 the share capital was paid in full.

As at 30 September 2013 and 31 December 2012 shareholders of the Company were as follows:

Shareholders	Interest		Shares		Amount	
	30.09.2013	31.12.2012	30.09.2013	31.12.2012	30.09.2013	31.12.2012
Mr. T.S. Kaltayev.	1.30%	1.30%	45 024	45 024	34 384	34 384
Mr. K.K. Mazhibayev	51.93%	51.18%	1 793 103	1 767 044	944 574	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%	-	24 046	-	26 119
SMART WAY LTD	-	0.60%	-	20 882	-	20 882
Mr. A.V. Khalyapin	0.01%	0.01%	138	138	501	501
SUCCESSFUL INVESTMENT TRUST LLP	8.11%	7.85%	279 968	271 198	258 948	250 178
Mr. Y.Zh. Koshkimbayev	28.79%	28.50%	994 052	983 953	397 903	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Withdrawn capital	8.49%	8.49%	293 137	293 137	152 428	152 428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	1 840 296

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 30 September 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 expiration 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 (IAS) 34 *Interim Financial Reporting*.

The reporting period is from 01 January to 30 September 2013.

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:

	9 month of 2013	9 months of 2012
Revenue from sale of juices, juice-containing drinks	6 245 185	6 785 922
Revenue from sale of packaged tea	6 520 053	6 619 824
Revenue from sale of alcohol-free beverages	9 935 196	9 046 751
Revenue from sale of packaged milk	3 535 098	3 131 038
Revenue from sale of chips	365 078	354 512
	<u>26 600 609</u>	<u>25 938 047</u>

5. COST OF SALES

Cost of sales was as follows:

	9 month of 2013	9 months of 2012
Materials	14 710 544	13 649 113
Depreciation and amortisation	608 425	521 390
Salaries and related taxes	599 906	526 200
Utilities	268 205	143 684
Repair	211 685	226 768
Other costs	91 121	85 715
	<u>16 489 886</u>	<u>15 152 870</u>

6. SELLING EXPENSES

Selling expenses were as follows:

	9 month of 2013	9 months of 2012
Transportation expenses	1 853 037	1 510 663
Salaries and related taxes	534 535	417 312
Advertising campaigns and marketing research	1 473 008	1 545 065
Expenses for sales reps	630 148	573 264
Other selling costs	177 767	421 138
Amortisation	368 059	351 997
Lease of vehicles, warehouses and office premises	229 196	192 493
Travel expenses	10 989	7 374
	<u>5 276 739</u>	<u>5 019 306</u>

7. GENERAL AND ADMINISTRATIVE EXPENSES

General and administrative expenses were as follows:

	9 month of 2013	9 months of 2012
Salaries and related payments	1 173 675	959 406
Write-off of defected goods, losses of raw materials and supplies	106 016	82 548
Consulting services	248 268	231 176
Penalties and fines	58 234	159 317
Depreciation and amortisation	51 115	35 858
Taxes other than income tax	164 730	173 148
Bank services	156 980	161 908

Transportation charges	79 255	71 565
Utilities	55 786	50 735
Travel expenses	35 596	53 671
Communication services	22 925	26 352
Insurance	9 834	15 035
Provision for unused employee leaves	11 373	39 482
(Reversal of)/provision for hard-to-sell and obsolete inventory	(45 697)	3 276
Accrual/(reversal) of provision for doubtful debts	(11 735)	57 594
Other costs	286 682	298 086
	<u>2 403 037</u>	<u>2 419 157</u>

8. FINANCE COSTS

Finance costs were as follows:

	9 month of 2013	9 months of 2012	(KZT'000)
Interest on bank and other loans	428 470	542 330	
Interest accrued on bonds	129 229	274 686	
Interest accrued on finance lease payable	57 551	24 304	
Dividends on preferred shares	135 000	135 000	
Amortization of discount on loan from the parent			
	<u>750 250</u>	<u>976 320</u>	

9. OTHER COSTS

Other costs were as follows:

	9 month of 2013	9 months of 2012	(KZT'000)
(Loss)/income from disposal of property, plant and equipment	(14 595)	20 802	
Other operating expenses, net	74 043	67 477	
Other	(84 979)	13 378	
	<u>(25 532)</u>	<u>101 657</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:

	9 month of 2013	9 months of 2012	(KZT'000)
Net profit for the year attributable to equity holders	1 645 205	2 464 631	
Weighted average number of common shares	3 159 593	3 286 003	
Basic earnings per share, KZT	<u>521</u>	<u>750</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.

$$3,296.74 = 11,382,750 / 3,452.73$$

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.

$$11,382,750 = (31,213,505 - 70,700) - 19,760,055$$

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

$$1,200 = 900,000 / 750$$

11. PROPERTY, PLANT AND EQUIPMENT

As at 30 September 2013 property, plant and equipment less accumulated depreciation were as follows:

(KZT'000)

	Land	Buildings and constructions	Machinery and equipment	Vehicles	Other	Construction 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 93
Additions		14 574	1 036 216	26 653	134 577	120 683	1 332 70
Reclassification							
Internal displacement			1 565			(1 565)	
Disposal			(95 755)	(14 319)	(19 521)	(101)	(129 696)
At 30 September 2013	1 122 088	5 335 451	17 783 952	280 027	769 243	768 179	26 058 94
Accumulated depreciation							
At 1 January 2013	-	(271 896)	(6 960 987)	(129 805)	(484 707)	-	(7 847 395)
Accrued for the period		(395 713)	(554 114)	(33 633)	(70 646)		(1 054 106)
Reclassifications							
Disposal			76 109	12 040	4 160		92 30
At 30 September 2013	-	(667 609)	(7 438 992)	(151 398)	(551 193)	-	(8 809 193)
Carrying amount at 30 September 2013	1 122 088	4 667 842	10 344 960	128 629	218 050	768 179	17 249 74

12. ACCOUNTS RECEIVABLE

As at 30 September 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	3,496,690	355,261	582,518	3,269,433
CARAT LLP	10,147		10,147	0
Cinema Property Management LLP	2,833		760	2,073
INTERFOOD KGJC LLP	422		422	0
Magnum Cash&Carry LLP	36,309		28,607	7,702

Parade Retail LLP	1,433		215	1,218
Silk Way City LLP	1,459	523		1,982
TANDEM EXCLUSIVE LLP	67,639	11,305		78,944
The Caspian International Restaurants Company LLP	18,528		3,648	14,880
Alma Retail Systems LLP	1,224	2,257		3,481
Alma Store LLP (ADK Mall)	6,404		5,186	1,218
Alyp-2008 LLP	1,947		255	1,692
ALIKA LLC export	6,401		6,401	0
Anaur Consumers LLP, Atyrau	160,814		41,971	118,843
Arzan-Sauda LLP	5,349			5,349
B.A. Atayev, Sole Proprietor	9,716		2,831	6,885
S.U. Asatov, Sole Proprietor	1,224	813		2,037
Almaty Branch No.1, Magnum Cash&Carry LLP		26,969		26,969
Almaty Branch No.2, Magnum Cash&Carry LLP		19,077		19,077
Almaty Branch No.3, Magnum Cash&Carry LLP		6,494		6,494
Branch No. 4, Magnum Cash&Carry LLP		11,469		11,469
Almaty Branch No.6, Magnum Cash&Carry LLP		3,842		3,842
G.K. Akhmetbekov Sole Proprietor	4,310	5,099		9,409
Basis-Terra LLP, Aktobe	50,337	7,792		58,129
Bahus-Center LLP	2,531	98		2,629
Hermes-Trade LLP	2,235	17		2,252
Firkan City Hypermarket	1,449		1,051	398
Dastarkhan-TRADE LLP	2,575	852		3,427
Dastarkhan LLP*	1,600	22		1,622
Gulbanum Khamitovna Dulyatova Sole Proprietor	4,803	409		5,212
ZHETI ASPAN LLP	1,896		403	1,493
Balsheker Zhunusova Sole Proprietor (Distributor)	5,590	81		5,671
Ideal-2008 LLP	1,777		846	931
INTERFOOD KGJC LLP	2,453	242		2,695
Ye.M. Kerimbekov	2,784		1,466	1,318
L.V. Kishchuk	1,200		101	1,099
Taimas LTD LLP	585		160	425
SOBLTD LLP	145,765		23,874	121,891
Leko LLP	2,013	173		2,186
Magnolia LLP, Taraz	56,601	7,437		64,038
O. Litvinova, Sole Proprietor	1,550		778	772
Lotos-Kokshe LLP, Kokshetau	23,343		19,110	4,233
A.K. Mazur, Sole Proprietor	10,533		4,217	6,316
Gulzhakhan Konysbekovna Meirmankulova	1,200		19	1,181
METRO Cash & Carry LLP	51,517		16,471	35,046
Nesipkul Omirzakhova Sole Proprietor	8,627	32		8,659
Wholesale Club LLP	11,909	2,323		14,232
O.N. Petukhova Sole Proprietor	1,744		1,744	0
Pischetorg LLP	15,629		4,743	10,886
Ya.T.Raziyev Sole Proprietor	9,434		40	9,394
Ramstore Kazakhstan LLP, Astana Branch	9,021		5,660	3,361
Ramstore Kazakhstan LLP	21,235	1,077		22,312
Ye. Rakhimzhanov, Semei (FS)	42,176	26,775		68,951
SABYRZHAN COMPANY LLP	23,902	1,610		25,512
Skif Sauda LLP	6,492	2,285		8,777
Skif Trade LLP	8,052	20,735		28,787
Skif Trade LLP, Almaty Branch	7,285		2,550	4,735
Skif Trade LLP, Branch	2,791		219	2,572
Skif Trade LLP, Karaganda Branch	8,290		1,472	6,818
K.B. Stanbekov, Sole Proprietor	630		630	0
Sultan Torg LLP	8,168		2,437	5,731
Keremet Company LLP	643		119	524
GREEN MART Retail Chain	22,860	797		23,657
Terem LLC	6,121		5,514	607
A.A. Trishnevskiy, Sole Proprietor	1,813		1,243	570

Menzifa Umarova, Sole Proprietor		6,899		6,899
Ramstore Kazakhstan LLP, Shymkent Branch	1,252		420	832
Branch No.5, Magnum Cash&Carry LLP	3,232	994		4,226
G.S.Khozhaniazova	1,900	65		1,965
Astykhzan Trade Center LLP	4,067		3,384	683
Shyn LLP	9,322			9,322
Uma Zapad LLP	0	386		386
Uma Firm LLP	632		289	343
Uma Yug LLP	476	30		506
Other	176,176		59,971	116,205
Trade accounts receivable	1,124,375	168,979	259,374	1,033,980
ADVANCED TECNOLOGIES KAZAKHSTAN LLP	190		38	152
APPLIED MEMBRANES INC	488		162	326
AquaSpoil MMM LLP	180		136	44
ARCS Kazakhstan LLP		254		254
Ark Stone Group LLP	569		146	423
AROQ LTD		749		749
Asia Service Lines LLP		1,827		1,827
Asian Development Bank Administrative Expense Acco	3,019		3,019	-
BC Industry LLP	0	148		148
DG CONSULTING LTD	2,270		2,270	0
Ekber dis ticaret pazarlama LTD.STI.	393			393
Elspec Engineering LTD	30,051		29,742	309
Esperanza LLP		2,000		2,000
Festo Ges.M.B.H.	0	402		402
ForkLift Service Sole Proprietor	595		595	-
GVGroup Kazakhstan LLP	0	280		280
Happyllon Corporation LLP		2,500		2,500
HASSIA-REDATRON GMBH	0	2,322		2,322
HEADHUNTER.KZ LLP		574		574
KAZaircompressor LLP	0	1,657		1,657
L.A.B. INTERNATIONAL KENYA LIMITED	0	73,956		73,956
MAS Agro (Ivanhoe Invest b.v.)	2,210			2,210
Machinery Spec Service LTD		1,364		1,364
Revision Park Production LLP		1,149		1,149
SIDEL SpA	979			979
SINOOIL LLP, Shymkent Branch	791	2,371		3,162
Sinooil LLP, Astana Branch	0	561		561
Topline LLP	1,248		1,248	-
Tuan Tuan LLP	640			640
UNION ENGINEERING		1,263		1,263
Agro Tom Plus LLP	84,818		46,087	38,731
Agroteploenergomontazh LLP	1,615			1,615
Asia International Company LLP	7,835		2,664	5,171
Almaty Gasservice Holding JSC	11,939		701	11,238
Almatyenergobyty	1,355		1,355	-
Amanat Insurance JSC		2,579		2,579
ASEM LLP	1,000			1,000
Borusan Makina Kazakhstan LLP		4,670		4,670
Gelios LLP, Almaty Branch	5,309	1,976		7,285
Davletov Sole Proprietor	435		104	331
Dastarkhan-Toy LLP	310		239	71
Kar-Tel LLP	1,240		88	1,152
Kazakhstan Temir Zholy JSC	5,677	990		6,667
KAZTRANSSERVICE, South Branch	1,005		57	948
ASSORTI LLP	0	250		250
Abdukadyr Kubenov Sole Proprietor	500	342		842
Nikolai Peasant Farm	1,935			1,935
London-Almaty Insurance Company JSC	1,310	412		1,722

PEPgroup LLC	1,771			1,771
National Institute of Intellectual Property, Republican State-Run Enterprise	2,093	421		2,514
Remenergo LLP	6,496	1,180		7,676
Sidel Vostok LLC	9,510			9,510
Sport Estates Management LLP	238		238	-
EURASIA Insurance Company	464		250	214
Customs Station – Temirzhol Customs Clearance Center, Almaty	1,928			1,928
Tau-Dastarkhan LLP	762		429	333
Nikolai Andreyevich Ten	1,740			1,740
New Wave.KZ LLP	500		500	-
Halyk-Life JSC	1,163		478	685
Other	91,774		41,016	50,758
Advances paid	288,345	106,197	131,562	262,980
Almaty Cotton Plant LLP	882			882
Resmi Direct Investments	1,562,803	73,560		1,636,363
Retail Management	223,619	40		223,659
Smart Way Ltd	24,170			24,170
RESMI Group		6,485		6,485
Resmi Finance & Investment House JSC	139,310		83,622	55,688
Kazneftechim, Issuer	2,250			2,250
Almaty District Tax Administration	19,707		19,707	-
Zhetysu District Tax Administration	4,755		4,755	-
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)	8,260		8,260	-
KARAGANDA CITY CUSTOMS-51804	805		805	-
Kostanai City Customs	3,704		3,704	-
Zhetysu Customs 50207/54701/55301 (airport)	976		976	-
Tukym LLP	1,032			1,032
Fluger Plus LLP	6,838			6,838
Other	77,682		62,576	15,106
Other accounts receivable	2,083,970	80,085	191,582	1,972,473
Total	3,576,168	355,261	582,518	3,348,911

13. INVENTORY

	(KZT'000)	
	at 30.09.2013	at 30.12.2012
Finished goods	2 357 630	1 740 683
Raw material	1 703 292	1 447 019
Packing material	789 868	997 354
Other	259 352	216 357
Spare parts	305 305	328 323
Less provision for hard-to-sell and obsolete inventories	(10 843)	(55 172)
	<u>5 404 605</u>	<u>4 674 564</u>

14. OTHER FINANCIAL ASSETS

	(KZT'000)	
	at 30.09.2013	at 31.12.2012
Loans at amortized cost	-	-
Investments available for sale	79 723	90 768
Investments held for trading	2 436 960	2 226 336
	<u>2 516 683</u>	<u>2 317 104</u>
Current portion	2 516 683	2 317 104
Non-current portion of related party receivables	-	-
	<u>2 516 683</u>	<u>2 317 104</u>

15. OTHER CURRENT ASSETS

	at 30.09.2013	(KZT'000) at 31.12.2012
Other receivables	1 961 751	2 217 534
Employee debts	62 008	188 111
Other recoverable tax	62 130	43 649
Recoverable VAT	-	3
Other receivables	192 274	38 581
Prepaid expenses	37 056	58 303
Less provision for doubtful debts	(181 551)	(261 466)
	<u>2 133 668</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 30 September 2013:

(KZT'000)

Creditor	Loan currency	Average rate, % per annum	Opening balance	Total		Closing balance	Maturity date
				Debits	Credits		
Bonds	KZT'000	8%	1 508 843		26 926	1 535 769	2014
Tetra Laval	EUR'000	7.25%	282	66		216	2014
	KZT'000		55 728	10 942		44 786	
Tetra Laval	EUR'000	6.40%	283	97		186	2013
	KZT'000		56 010	17 370		38 640	
Tetra Laval	EUR'000	6.40%	1 869			1 869	2014
	KZT'000		369 831		18 240	388 071	
Caterpillar Financial Service	EUR'000	7.70%	432	105		327	2014
	KZT'000		85 548	17 587		67 961	
Caterpillar Financial Service	EUR'000	7.70%	548	134		414	2014
	KZT'000		108 470	22 498		85 972	
Caterpillar Financial Service	EUR'000	7.70%	58	14		44	2014
	KZT'000		11 408	2 342		9 066	
Asian Development Bank Administrative Expense Acco	USD'000	2.86%		169		9 831	2019
	KZT'000			14 036	1 526 100	1 512 064	
Kazinvest Bank JSC	KZT'000	8.50%	651 800		206 000	857 800	2015
Development Bank of Kazakhstan	KZT'000	8%	656 474	164 119		492 355	2015
	USD'000		18 182			18 182	
Europe Development Bank	KZT'000	4.24%	2 757 273		39 272	2 796 545	2015
	USD'000						
Al Hilal Bank JSC	KZT'000	7.50%	1 419 126	103 407		1 315 719	2017
ALFA BANK JSC	KZT'000	8%	850 000			850 000	2013
Alliance Bank, Kazakhstan	KZT'000	7.2%-10.7%	885 000	885 000		-	2013
	EUR'000					222	
Sberbank of Russia	EUR'000	7.50%	222			222	2013
	KZT'000		43 874		2 164	46 038	
Creditor	Loan amount, total	Maturity date					
		2013	2014	2015	2016	2017	2018
Bonds	1 535 769		1 535 769				
Tetra Laval, EUR'000	216	67	149				
Tetra Laval, EUR'000	186	186					
Tetra Laval, EUR'000	1 869	551	1 318				
Caterpillar Financial Service, EUR'000	327	106	221				
Caterpillar Financial Service, EUR'000	414	134	280				
Caterpillar Financial Service, EUR'000	44	15	29				
Asian Development Bank Administrative Expense Acco	9 831	799	1 633	1 633	1 633	1 633	2 501
Kazinvest Bank JSC, USD'000	857 800	413 800	355 200	88 800			

Development Bank of Kazakhstan, USD'000	492 355	-	328 237	164 118		
Europe Development Bank, USD'000	18 182	4 546	9 091	4 545		
Al Hilal Bank JSC, KZT'000	1 315 719	93 254	474 541	332 411	332 411	83 102
ALFA BANK JSC, KZT'000	850 000	850 000				
Sberbank of Russia, EUR'000	222		222			

17. ACCOUNTS PAYABLE

As at 30 September 2013 accounts payable were as follows:

(KZT'000)

Counterparty	Opening balance	Total debits	Total credits	Closing balance
Long-term accounts payable	1,057,673	79,973	4,919	982,619
Sidel Conveying SAS	223,505	79,973		143,532
TETRA LAVAL CREDIT AB	119,169		4,919	124,088
Resmi Direct Investments	714,999			714,999
Short-term accounts payable	8,272,367	2,873,851	266,597	5,665,113
ALBE LOGISTIC UND TRADE GMBH	1,660		282	1,942
AMRAZ LTD	84,782	62,747		22,035
Asian Tea Company Private Limited	897,338	156,310		741,028
Astana Capital Advisors	156,375			156,375
BIG IDEA GROUP LLP	8,391	7,466		925
COFCO Tunhe Co, Ltd	15,210	5,061		10,149
Crea LLP	50,836	40,167		10,669
Das Marketing.kz LLP	7,630	1,526		6,104
Dinter Polska Sp.zo.z	1,172	1,172		0
DOHLER HOLLAND	67,220		4,800	72,020
ED&F.MAN SUGAR LTD	388,843		16,965	405,808
Elke Company LLP	10,365	6,560		3,805
ERP Systems Sole Proprietor (A.V. Goryunov)	862	315		547
Favourite Media Group LLP	27,874		4,736	32,610
FIRMENICH SA	1,054	1,054		0
Flavourland LLP	8,969	4,067		4,902
Food Island LLP	10,951	6,050		4,901
G-FORCE LLP	7,432	3,237		4,195
Gan-Shmuel Foods LTD	47,381		25,207	72,588
Georgian Industrial Management Group LLC	5,706	3,228		2,478
Givat Haim Cooperative Society For P. of A.P ltd	141,067	3,150		137,917
Gulser Computers LLP	289	289		0
Hastamat Verpackungstechnik GmbH	3,009		149	3,158
High Tech Logistic JV LLP (Karaganda)	7,820	1,351		6,469
High Tech Logistic JV LLP	14,208		9,700	23,908
HRC LLP	12,878	3,562		9,316
HTL Kedenservice LLP	1,033	1,033		0
IFL LTD GRETTON HOUSE	34,109		7,314	41,423
INNOVA INVESTMENT	300,561	178		300,383
Intellpack Sole Proprietor	9,939	9,939		0
IZ-Plast LLP	446			446
Kagazy Recycling LLP	59,600	4,776		54,824
KASKAT SP. Z O.O.	186,678	113,510		73,168
KUIPERS Food Processing Machinery B.V.	4,889		58	4,947
LG International corp.	226,668	131,993		94,675
Lonran intl engineering and techology co ltd	85,769	61,669		24,100
MAGIC BOX	36,729	19,583		17,146
Magic System Market LLP	407	407		0
Morgan David Robin Idris	1,502	180		1,322
Mosaic Media LLP	136,136		144,769	280,905
Peak Akzhal LLP	1,448		3,913	5,361

PEAK Logistics LLP	12,428		2,430	14,858
PEPSI LIPTON INTERNATIONAL	329,136	194,287		134,849
PEPSI-COLA INTERNATIONAL CORK	133,370	47,314		86,056
Peter Binder GMBH	138,013	6,578		131,435
POWER SOLUTIONS N.V.	3,092		4,799	7,891
ROTOPACK LLP	18,759	13,310		5,449
Sanatel LLP	1,197	960		237
Santrade Company LLP	6,140	40		6,100
Sidel Conveying SAS (GEBO PACKAGING SOLUTIONS FRANCE SAS)	487,498	4,006		483,492
TETRA PAK Export Ltd	17,442		860	18,302
Tetra Pak Kazakhstan Ltd	761,340	311,850		449,490
TETRA PAK SERVICE	267,610	199,071		68,539
Tetra Pak Service S.A.	5,998		2,165	8,163
TSPS Company LLP	23,800	15,733		8,067
TURKUAZ HORECA LLP	8,790		997	9,787
UNIVERSAL LOGISTICS LLP	15,088	6,373		8,715
VAN REES B. V.	550,748	209,069		341,679
Veles Freya LLP	2,560		3,094	5,654
World Logistic Group LLP	415	415		0
Almaty Product LLP	1,970	1,295		675
Alaska-Poligraphoformleniye LLC	48,667	48,667		0
Arman-1, Peasant Farm	1,754	118		1,636
ART Agency Gingle LLP	1,475	1,475		0
Astron Limited Liability Partnership	2,788	679		2,109
Atasu Trans LLP	15,243		12,259	27,502
Basis-2010 LLP	4,119	833		3,286
Batalinskoye LLP	5,078	5,078		0
Bialowieza Fair LLC	19,190	11,483		7,707
BERICAP KAZAKHSTAN LLP	51,486	24,996		26,490
Birlesti Insurance Company LLP	6,215		484	6,699
VAIT CJSC	12,350	2,987		9,363
Viktorovskoye LLP	14,369	3,763		10,606
Karasai Su Kubry	6,258	3,318		2,940
Globus LLP	567			567
RESMI Group	98,314	98,314		0
Doehler Kazakhstan LLP	64,281	59,415		4,866
Unified Trade System Kazakhstan LLP	620		1,540	2,160
Zhibek Zholy LLP	1,840			1,840
Zholashar Railway Service LLP	3,818	2,054		1,764
Idzhim LLP	1,237	1,237		0
Intellservice LLP	17,312		17,135	34,447
Issyk Fruit Canning Plant LLP	3,688	608		3,080
KazMunaiGas Onimderi JSC	627	399		228
KazRefTransService	55,715	27,086		28,629
Raikhan Dzhientayevna Kasanova Sole Proprietor	234			234
Kombi Trans BM LLP	3,263	1,612		1,651
Nuker Garant Corporation LLP	800	800		0
KustanaiTransService LLP	1,000		540	1,540
MEGAPACK TRADE HOUSE LLP	90,209	79,288		10,921
Megachimproject LLP	475		434	909
MONTAZHLEGMACH LLP	3,605	1,992		1,613
A.S. Murzabayeva Sole Proprietor	2,102	488		1,614
Nadezhdinka LLP	2,415	474		1,941
PEPSI INC., CORK, IRELAND, Concern	409,429	217,141		192,288
Beer Company LLP	158			158
Blago Food Processing Plant	4,644			4,644
Oleg Gadzhibabayevich Radzhabi-Mugadam Sole Proprietor	1,813	1		1,812
Almagul Kaiyrovna Rymbayeva Sole Proprietor	35,932	6,700		29,232
Sarsenbekova Sole Proprietor	2,271	305		1,966
SynteZ Firm LLP	4,536	2,268		2,268

Steels Security LLP	2,648	2,648		0
Cleanness Technology LLP	1,184			1,184
TransMagistral, O.G. Minulin Sole Proprietor	3,692		1,967	5,659
Turar LLP	15,296	3,706		11,590
Ulba Complex LLP, Ust-Kamenogorsk	1,873	158		1,715
Universal Cattering LLP	2,439	1,311		1,128
Ural-Paper LLC	7,566	1,988		5,578
Center No.1 LTD LLP	17,534	4,500		13,034
Admaker Marketing Group LLP	17,582	4,528		13,054
UNIUS Legal Company LLP	222	222		0
Other	1,351,804	590,330		761,474
Total	9,330,040	2,953,824	271,516	6,647,732

18. TAXES PAYABLE

	(KZT'000)	
	at 30.09.2013	
	at 31.12.2012	
Value added tax	534 164	520 019
Personal income tax	25 819	29 067
Other taxes	7 118	2 216
Corporate income tax	(686)	-
Social tax	10 586	12 350
	<u>577 002</u>	<u>563 651</u>

19. OTHER ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	(KZT'000)	
	at 30.09.2013	
	at 31.12.2012	
Employment expenses accrued	129 225	117 147
Employee leave allowances and bonuses accrued	209 988	191 491
Advances received	74 043	18 346
Other accrued liabilities	23 100	24 987
	<u>433 356</u>	<u>351 971</u>

20. OPERATING AND GEOGRAPHICAL SEGMENTS

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 the home brand of the Group (Moye);
- Production, distribution and sale of other products under the home 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 30 September						
Revenue	7 597 846	3 535 098	6 885 131	8 582 535	-	26 600 609
Operating profit (loss) before tax	279 685	82 260	855 507	427 753	-	1 645 205

Income tax expense	-	-	-	-	-	-
Net profit/(loss)	279 685	82 260	855 507	427 753	-	1 645 205
Depreciation and amortization	431 592	205 520	111 597	278 890	-	1 027 599
Acquisition of property, plant and equipment and intangible assets	243 969	72 924	77 022	93 009	797 772	1 284 696

	Production of juice and juice-containing beverages	Milk	Food stuff	Franchise	Trading	Consolidated
Period ended 30 September 2013						
Segment assets	14 982 482	2 184 945	3 121 351	10 924 727	-	31 213 5
Deferred income tax assets	-	-	-	-	-	-
Total assets	14 982 482	2 184 945	3 121 351	10 924 727	-	31 213 5
Segment liabilities	8 760 848	952 266	2 094 985	7 237 222	-	19 045 3
Deferred income tax liabilities	235 862	92 915	192 978	192 978	-	714 7
Total liabilities	8 996 710	1 045 182	2 287 964	7 430 200	-	19 760 0

The Group's revenue from sales by countries was as follows:

(KZT'000)

	9 months of 2013	9 months of 2012
Kazakhstan	23 495 271	23 218 494
Kyrgyz Republic	2 023 930	1 955 463
Russia	561 553	308 151
Turkmenistan	365 000	301 881
Tajikistan	134 459	118 971
Mongolia	18 075	35 087
France	2 321	-
	26 600 609	25 938 046

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 30 September 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 30 September 2013 and 31 December 2012 the Group entered into trading transactions with the following related parties: Resmi Group JSC, Innova LLP, Innova LLP, Resmi Finance & Investment House JSC, Telman Offset & Print LLP, Resmi Direct Investments LLP, etc.

