



# Vilkyskiu pienine AB

Interim consolidated financial statements  
for the 9 months of 2013

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## Confirmation of Responsible Persons

Following the Article No. 22 of the Law on Securities of the Republic of Lithuania and Rules on Preparation and Submission of Periodic and Additional Information of the Lithuanian Securities Commission, we Gintaras Bertasius, General Director of Vilkyškių pieninė AB and Vilija Milaseviciute, Finance Director of Vilkyškių pieninė AB hereby confirm that, unaudited interim condensed consolidated financial statements for the nine months of 2013, prepared in accordance with International Financial Reporting Standards, give a true and fair view of the assets, liabilities, financial position and profit or loss and cash flows of Vilkyškių pieninė AB group.

General Director

Gintaras Bertasius

Finance Director

Vilija Milaseviciute



The financial statements were approved and signed by the Management on 29 November 2013.

## General information

Name of the Issue	Public Company Vilkyškių pieninė
Authorized capital	LTL 11 943 000
Registered office	Vilkyškiai, Pagegiai municipality
Telephone number	8-441 55330
Fax number	8-441 55242
E-mail address	info@vilkyškiu.lt
Date and place of registration	The 18 <sup>th</sup> of May 1993, Taurage Branch of Public Institution Center
Date and place of re-registration	The 30 <sup>th</sup> of December 2005, Taurage Branch of Public Institution Center of Registers
Code in the Register of Enterprises	277160980
Internet address	<a href="http://www.vilkyškiu.lt">http://www.vilkyškiu.lt</a>

### Vilkyškių pieninė AB Board

Gintaras Bertasius (Chairman)  
Sigitas Trijonis  
Rimantas Jancevicius  
Vilija Milaseviciute  
Andrej Cyba  
Linas Strelis

### Vilkyškių pieninė AB Management

Gintaras Bertasius	General Director
Vaidotas Juskys	Chief operation officer
Vilija Milaseviciute	Finance Director
Sigitas Trijonis	Technical Director
Rimantas Jancevicius	Stock Director
Arvydas Zaranka	Production Director

### The Group consists of the following companies:

- Vilkyškių Pieninė AB, the parent company
- Modest AB, the subsidiary
- Kelmes Pieninė AB, the subsidiary.

The parent Company is engaged in production and sales of different types of cheese. Also, it produces and sells whey, raw milk and cream.

The Company has a subsidiary Modest AB, which is engaged in milk processing and production of dairy products. The Company holds 99,7% voting rights of the subsidiary. Modest AB specialises in production of fermented cheese, cottage cheese and other cheese products.

Company also has a subsidiary - Kelmes Pieninė AB, which is engaged in milk processing and production of dairy products. The Company holds 99% voting rights of Kelmes Pieninė AB. Kelmes Pieninė AB specialises in production of fresh dairy products.

At 30 September 2013 the Group had 944 employees (30 September 2012 - 917).

## Consolidated statement of financial position

Thousand LTL	30 09 2013	31 12 2012
<b>Assets</b>		
Property, plant and equipment	96.806	93.927
Intangible assets	23.876	23.879
Long-term receivables	1.269	1.395
<b>Non-current assets</b>	<b>121.951</b>	<b>119.201</b>
Inventories	26.150	23.969
Trade and other receivables	23.707	16.724
Prepayments	1.487	1.406
Cash and cash equivalents	539	880
<b>Current assets</b>	<b>51.883</b>	<b>42.979</b>
<b>Total assets</b>	<b>173.834</b>	<b>162.180</b>
<b>Equity</b>		
Share capital	11.943	11.943
Share premium	11.396	11.396
Reserves	11.734	11.389
Retained earnings	32.490	25.132
<b>Total equity attributable to the shareholders of the Company</b>	<b>67.563</b>	<b>59.860</b>
<b>Non-controlling interest</b>	<b>196</b>	<b>141</b>
<b>Total equity</b>	<b>67.759</b>	<b>60.001</b>
<b>Liabilities</b>		
Interest-bearing loans and lease liabilities	30.090	35.755
Derivative financial instruments	1.338	1.707
Government grants	11.511	12.564
Deferred tax liabilities	2.443	1.862
<b>Non-current liabilities</b>	<b>45.382</b>	<b>51.888</b>
Interest-bearing loans and lease liabilities	22.288	17.950
Derivative financial instruments	398	436
Trade and other payables, including derivatives	38.007	31.905
<b>Current liabilities</b>	<b>60.693</b>	<b>50.291</b>
<b>Total liabilities</b>	<b>106.075</b>	<b>102.179</b>
<b>Total equity and liabilities</b>	<b>173.834</b>	<b>162.180</b>

## Consolidated income statement

Thousand LTL

	01.01.2013- 30.09.2013	01.01.2012- 30.09.2012	01.07.2013- 30.09.2013	01.07.2012- 30.09.2012
Revenue	264.431	216.372	106.385	77.703
Cost of sales	-234.830	-195.088	-90.366	-66.165
<b>Gross profit</b>	<b>29.601</b>	<b>21.284</b>	<b>16.019</b>	<b>11.538</b>
Other operating income	928	761	283	187
Distribution expenses	-12.676	-9.198	-4.734	-3.771
Administrative expenses	-5.684	-6.675	-1.986	-1.967
Other operating costs	-209	-117	-127	-66
<b>Result from operating activities</b>	<b>11.960</b>	<b>6.055</b>	<b>9.455</b>	<b>5.921</b>
Finance income	84	104	49	20
Finance costs	-1.604	-1.759	-458	-580
<b>Net finance expenses</b>	<b>-1.520</b>	<b>-1.655</b>	<b>-409</b>	<b>-560</b>
<b>Profit before income tax</b>	<b>10.440</b>	<b>4.400</b>	<b>9.046</b>	<b>5.361</b>
Income tax expense	-582	1.028	-940	44
<b>Profit for the period</b>	<b>9.858</b>	<b>5.428</b>	<b>8.106</b>	<b>5.405</b>
Attributable to:				
Shareholders of the Group	9.803	5.332	8.088	5.364
Non-controlling interest	55	96	18	41
<b>Net profit (loss) for the year</b>	<b>9.858</b>	<b>5.428</b>	<b>8.106</b>	<b>5.405</b>
Basic earnings per share (LTL)	0,82	0,45	0,68	0,45

## Consolidated statement of changes in equity

Equity, attributable to the shareholders of the Company

Thousand LTL	Share capital	Share premium	Revaluation reserve	Hedging reserve	Reserve for acquiring own shares	Legal reserve	Retained earnings	Total	Non-controlling interest	Total equity
Balance at 1 January 2012	11.943	11.396	6.929	-1.397	5.768	1.194	20.195	56.028	104	56.132
<b>Comprehensive income for the period</b>										
Net profit (loss)	-	-	-	-	-	-	5.332	5.332	96	5.428
<b>Other comprehensive income</b>										
Allocated from reserves	-	-	-270	-	-	-	270	-	-	-
Increase of revaluation reserve, net of tax	-	-	-	-	-	-	-	-	-	-
Formation of hedging reserve	-	-	-	-853	-	-	-	-853	-	-853
<b>Total other comprehensive income</b>	-	-	-270	-853	-	-	270	-853	-	-853
<b>Total comprehensive income for the period</b>	-	-	-270	-853	-	-	5.602	4.479	96	4.575
<b>Contributions by and distributions to owners:</b>										
Dividends	-	-	-	-	-	-	-2.986	-2.986	-	-2.986
Total contributions by and distributions to owners	-	-	-	-	-	-	-2.986	-2.986	-	-2.986
<b>Changes in the Group without losing control</b>										
Other changes in the Group	-	-	-	-	-	-	-	-	-	-
Total contributions by and distributions to owners	-	-	-	-	-	-	-	-	-	-
Balance at 30 September 2012	11.943	11.396	6.659	-2.250	5.768	1.194	22.811	57.521	200	57.721
Balance at 1 October 2012	11.943	11.396	6.659	-2.250	5.768	1.194	22.811	57.521	200	57.721
<b>Comprehensive income for the period</b>										
Net profit (loss)	-	-	-	-	-	-	2.232	2.232	15	2.247
<b>Other comprehensive income</b>										
Allocated from reserves	-	-	-89	-	-	-	89	-	-	-
Formation of hedging reserve	-	-	-	107	-	-	-	107	-	107
<b>Total other comprehensive income</b>	-	-	-89	107	-	-	89	107	-	107
<b>Total comprehensive income for the period</b>	-	-	-89	107	-	-	2.321	2.339	15	2.354
<b>Contributions by and distributions to owners:</b>										
Transfers to Reserve for acquiring own shares	-	-	-	-	-	-	-	-	-74	-74
Total contributions by and distributions to owners	-	-	-	-	-	-	-	-	-74	-74
<b>Changes in the Group without losing control</b>										
Other changes in the Group	-	-	-	-	-	-	-	-	-	-
Balance at 31 December 2012	11.943	11.396	6.570	-2.143	5.768	1.194	25.132	59.860	141	60.001

## Consolidated statement of changes in equity (continued)

Equity, attributable to the shareholders of the Company

Thousand LTL	Share capital	Share premium	Revaluation reserve	Hedging reserve	Reserve for acquiring own shares	Legal reserve	Retained earnings	Total	Non-controlling interest	Total equity
Balance at 1 January 2013	11.943	11.396	6.570	-2.143	5.768	1.194	25.132	59.860	141	60.001
<b>Comprehensive income for the period</b>										
Net profit (loss)	-	-	-	-	-	-	9.803	9.803	55	9.858
<b>Other comprehensive income</b>										
Allocated from reserves	-	-	-266	-	-	-	266	-	-	-
Formation of hedging reserve	-	-	-	408	-	-	-	408	-	408
<b>Total other comprehensive income</b>	-	-	-266	408	-	-	266	408	-	408
<b>Total comprehensive income for the period</b>	-	-	-266	408	-	-	10.069	10.211	55	10.266
<b>Contributions by and distributions to owners:</b>										
Transfers to Reserve for acquiring own shares	-	-	-	-	203	-	-203	-	-	-
Dividends	-	-	-	-	-	-	-2.508	-2.508	-	-2.508
Total contributions by and distributions to owners	-	-	-	-	203	-	-2.711	-2.508	-	-2.508
<b>Changes in the Group without losing control</b>										
Other changes in the Group	-	-	-	-	-	-	-	-	-	-
Total contributions by and distributions to owners	-	-	-	-	-	-	-	-	-	-
Balance at 30 September 2013	11.943	11.396	6.304	-1.735	5.971	1.194	32.490	67.563	196	67.759

## Consolidated statement of cash flows

Thousand LTL

	01.01.2013- 30.09.2013	01.01.2012- 30.09.2012
<b>Cash flows from operating activities</b>		
Net profit (loss)	9.858	5.428
Adjustments:		
Depreciation of property, plant and equipment	6.826	5.562
Amortisation of intangible assets	3	135
Amortisation and write down of grants	-926	-531
(Profit) loss on disposal of property, plant and equipment	-33	-139
Income tax expense	582	-1.028
Interest expenses, net	1.520	1.655
	<b>17.830</b>	<b>11.082</b>
Change in inventories	-2.181	-5.630
Change in long-term receivables	126	40
Change in trade and other receivables and prepayments	-7.214	-2.458
Change in trade and other payables	6.041	4.147
	<b>14.602</b>	<b>7.181</b>
Paid interest	-1.262	-1.029
<b>Net cash from operating activities</b>	<b>13.340</b>	<b>6.152</b>
<b>Cash flows from investing activities</b>		
Acquisition of property, plant and equipment	-10.225	-19.666
Acquisition of intangible assets	0	-7
Proceeds from sale of property, plant and equipment	682	155
Loans granted	0	-638
Recovery of the loans	0	998
Interest received	-	2
<b>Net cash from investing activities</b>	<b>-9.543</b>	<b>-19.156</b>
<b>Cash flows from financing activities</b>		
Loans received*	6.868	26.263
Repayment of borrowings	-8.498	-10.064
Dividends paid	-2.508	-2.986
<b>Net cash used in financing activities</b>	<b>-4.138</b>	<b>13.213</b>
<b>Increase (decrease) in cash and cash equivalents</b>	<b>-341</b>	<b>209</b>
Cash and cash equivalents at 1 January	880	337
<b>Cash and cash equivalents at 30 September</b>	<b>539</b>	<b>546</b>

\* Change of Credit line 2.199 Thousand LTL (for the nine months of 2012 – 8.488 Thousand LTL)

## Explanatory notes

### 1. Accounting principles

Consolidated financial statements of Vilkyskiu pienine AB are prepared following International Standards of Financial Accountability.

The interim condensed consolidated financial statements have been prepared in accordance with IAS 34 Interim Financial Reporting.

The accounting policies adopted in the preparation of the interim condensed consolidated financial statements are consistent with those followed in the preparation of the Consolidated annual financial statements for the year 2012.

### 2. Main financial indicators

	January - September 2013	January - September 2012
Revenue (Thousand LTL)	264.431	216.372
EBITDA (Thousand LTL)	17.863	11.219
EBITDA margin (%)	6,8%	5,2%
Operating result (Thousand LTL)	11.960	6.055
Operating result margin (%)	4,5%	2,8%
Profit (loss) (Thousand LTL)	9.858	5.428
Profit (loss) (%)	3,7%	2,5%
Profit (loss) per share (LTL)	0,82	0,45
Number of shares (vnt)	11 943 000	11 943 000

During the first nine months of this year, the revenue of the Group amounted to 264 million LTL and it is 22 percent more comparing to the same period of the last year. The sales increased due to changes in products' sales prices in export markets comparing to the same period of the last year. Net profit for the nine months of 2013 was almost 10 million LTL, while for the same period of the last year it was 5 million LTL.

During the nine months of this year, the Group of Vilkyskiu pienine AB intensified its activities in Israel, the Arab countries, the Balkans, the Greek markets, in which products are selling with higher added value. Over the past nine months, we have been conducting intensive marketing activity in neighboring countries, and as a result, the Group introduced its dairy products to major retailers in mentioned regions. What is more, we started to operate new liquid dairy products packaging line, started to sell milk, kefir and drinking yogurts in new tetra top packages and the assortment was supplemented by a new product - different flavor yogurt drink. In addition, the plans for the end of the year 2013 are to introduce several new products and to open the first branded shop of Vilkyskiu pienine AB in Taurage.

### 3. Segment information

#### Revenue per geographical zones:

Thousand LTL	January - September 2013	January - September 2012	Change
Lithuania	81.024	80.834	0,3%
European Union	72.885	63.513	14,7%
Russia	97.770	63.512	53,9%
Other countries	12.752	8.513	50%
	<u>264.431</u>	<u>216.372</u>	

### 4. Inventories

Thousand LTL	30 September 2013	31 December 2012
Finished production	19.330	17.824
Raw materials	309	87
Other auxiliary materials	6.511	6.026
Goods for re-sale	-	32
	<b>26.150</b>	<b>23.969</b>

### 5. Post balance sheet events

The following decisions was taken at the Ordinary General Meeting of Shareholders of Vilkyškių pieninė AB which was held on the 26 April 2013:

**Item 1 of the Agenda:** Company's annual report for the year 2012.

Resolution: To approve the Company's annual report for the year 2012.

**Item 2 of the Agenda:** Auditor's Report regarding the Company's Financial Statements for the year 2012.  
Heard.

**Item 3 of the Agenda:** Approval of Company's annual and consolidated financial statements of the year 2012.

Resolution: To approve of Company's annual and consolidated financial statements of the year 2012.

**Item 4 of the Agenda:** Profit (loss) appropriation for the year 2012.

Resolution: To approve the Audited Profit appropriation for the year 2012 as follows under IAS (in thousand LTL; in thousand EUR):

	thousand LTL	thousand EUR
1) Non-appropriated profit (loss) at the end of the year 2011	14.138	4.095
2) Approved by shareholders dividends of the year 2011	2.986	865
3) Transfers to reserves provided by law	0	0
4) Portion of the profit allocated to the reserve for the purchase of own shares	0	0
5) Non-appropriated profit (loss) at the beginning of the year 2011 after dividends payout and transfer to reserves	11.152	3.230
6) Net profit (loss) of the reporting period	5.175	1.499
7) Transfers from reserves	354	103
8) Total profit (loss) to be appropriated:	16.681	4.831
- portion of the profit allocated to the legal reserve	0	0
- portion of the profit allocated to the reserve for the purchase of own shares	203	59
- portion of the profit allocated for payment of the dividends (or 0,21 LTL (0,0608 EUR) per ordinary registered share with nominal value of 1 LTL)	2.508	726
- portion of the profit allocated to the other reserves	0	0
- portion of the profit allocated to be paid as annual payouts (tantiemes) to board members, bonuses to employees and for other purposes	150	43
9) Non-appropriated profit (loss) at the end of the year 2011 carried forward to next financial year	13.820	4.003

**Item 5 of the Agenda:** A decision on the purchase of own shares.

A decision with regard to the purchase of own shares has been approved:

- a) To purchase up to 10 percent of the Company's shares.
- b) The purpose of acquisition of own shares – to maintain and increase the price of the Company's shares.
- c) Period during which the Company may acquire own shares – until 25 April 2014.
- d) To set the maximum price per share of own shares to be acquired – at 1,45 EUR (5,00 LTL), at the same time setting the minimum acquisition price per share equal to the nominal value of a share, i.e. 0,29 EUR (1,00 LTL).
- e) To commit the Board to organize the purchase of own shares, to determine the procedure for purchase and sale of shares, time, number of shares and price, as well as to perform other actions relating thereto in compliance with the terms set in this resolution as well as in accordance with the requirements established in the Republic of Lithuania Law of Companies.

**Item 6 of the Agenda:** Election of the Company's Audit firm for the year 2013, 2014 and 2015 and setting the conditions of payment.

Resolution:

- 1) To elect KPMG Baltics, UAB as the Company's Audit firm for the year 2013, 2014 and 2015.
- 2) To authorize Mr. Gintaras Bertasius, the Company's General Director, to contract with KPMG Baltics, UAB and to set the conditions of payment for the services.