

APRANGA APB

Interim Consolidated Financial Statements

For the Nine months period ended 30 September 2016

(UNAUDITED)

APB APRANGA

Company's code 121933274, Kirtimu 51, Vilnius

INFORMATION ABOUT COMPANY

Name of the company Apranga APB

Legal form Public limited liability company

Date of registration 1st March 1993

Code of company 121933274

Share capital EUR 16 034 668.40

Registered office Kirtimu 51, LT-02244 Vilnius, Lithuania

Name of Register of Legal Entities Registru centras VĮ, Vilnius branch

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Internet address http://aprangagroup.lt

Main activities Retail trade of apparel

Auditor PricewaterhouseCoopers UAB

APB APRANGA

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REVIEW OF ACTYVITY OF THE GROUP COMPANIES

The retail turnover (including VAT) of Apranga Group amounted to EUR 153.8 million in January through September 2016 or by 8.4% more than in first nine months of 2015. The highest growth rates were recorded in Estonia (23.6%), when growth rates in Lithuania and Latvia were 5.2% and 6.8% accordingly.

According to EUROSTAT data, the retail trade (except of motor vehicles, motorcycles and fuel) in Baltic States during the 9 months 2016 grew the most in Estonia (+5%) and Lithuania (+4%). In Latvia in the same period, retail trade growth was much slower than in Estonia and Lithuania, and was about 2%. And while the average annual (i.e. of the last 12 months) retail trade growth rates in Baltic States were very similar to that in 9 months 2016, but in the third quarter, retail trade growth was significantly slower than the average annual (and ranged from 1% to 4%). European Union (28 countries) retail trade in 9 months 2016 in all quarters has been growing very steadily for about 2-3%.

The retail turnover of the Group's stores by countries during 9 months of 2016 was (EUR thousand, VAT included):

| Country | 9 months 2016 | 9 months 2015 | 9 months 2014 | 2016/2015, % | 2016/2014, % |
|-----------|------------------|------------------|------------------|-----------------|-----------------|
| Lithuania | 89 910 | 85 469 | 79 324 | 5,2% | 13,3% |
| Latvia | 37 330 | 34 964 | 34 431 | 6,8% | 8,4% |
| Estonia | 26 559 | 21 489 | 18 302 | 23,6% | 45,1% |
| Total: | 153 799 | 141 922 | 132 057 | 8,4% | 16,5% |

The retail turnover of the Group's stores during the third quarter 2016 by countries was as follows (EUR thousand, VAT included):

| Country | Q3 2016 | Q3 2015 | Q3 2014 | 2016/2015, % |
|-----------|---------|---------|---------|-----------------|
| Lithuania | 34 092 | 32 125 | 30 146 | 6,1% |
| Latvia | 14 497 | 13 185 | 13 386 | 10,0% |
| Estonia | 10 858 | 8 628 | 7 793 | 25,8% |
| Total: | 59 447 | 53 938 | 51 325 | 10,2% |

At the beginning of April 2016, the Group started online sales in Lithuania, Latvia and Estonia. There were opened Zara, Massimo Dutti, Bershka, Pull&Bear, Stradivarius, Zara Home, Uterqüe and Oysho online stores. In this way, the online sales in Lithuania, Latvia and Estonia has brought two more new Inditex brands - Oysho and Uterqüe, which are not traded in physical stores.

The retail turnover of the Group's stores by chains in first half of 2016 was as follows (EUR thousand, VAT included):

| Chain | 9 months 2016 | 9 months 2015 | 9 months 2014 | 2016/2015, % | 2016/2014, % |
|-----------------------|------------------|------------------|------------------|-----------------|-----------------|
| Economy ¹ | 22 000 | 22 375 | 22 962 | -1,7% | -4,2% |
| Youth ² | 31 442 | 31 517 | 30 941 | -0,2% | 1,6% |
| Footwear | 4 917 | 5 436 | 3 525 | -9,5% | 39,5% |
| Business ³ | 26 183 | 22 808 | 21 511 | 14,8% | 21,7% |
| Luxury ⁴ | 17 622 | 17 560 | 16 882 | 0,4% | 4,4% |
| Zara | 44 689 | 36 225 | 31 379 | 23,4% | 42,4% |
| Outlets | 6 946 | 6 001 | 4 857 | 15,8% | 43,0% |
| Total | 153 799 | 141 922 | 132 057 | 8.4% | 16.5% |

¹ Apranga, Promod, s.Oliver, Tom Tailor, Mexx;

In January-September 2016, Zara, Outlets and Business chain's turnover increased mostly (respectively by 23.4%, 15.8% and 14.8%). In the two-year period, highest increases were recorded by Zara and Outlets chains (respectively by 42.4% and 43.0%). The decrease in turnover in 2016 of the Economy chain mainly was influenced by the closure of 6 Mexx stores in 2015. Youth chain's turnover in 2016 decreased due to the closure of few this chain's stores during the year.

² Aprangos galerija, Moskito, Mango, Bershka, Pull & Bear, Stradivarius, Desigual;

³ City, Massimo Dutti, Strellson, Marella, Pennyblack, Coccinelle, Tommy Hilfiger, Zara Home;

⁴ Burberry, Emporio Armani, Hugo Boss, Ermenegildo Zegna, MaxMara, Weekend MaxMara, Armani Jeans, Marina Rinaldi, Mados linija, Nude, Sandro, Maje.

During the nine months of 2016 the Group opened 13 (6 Karen Millen stores in Vilnius, Kaunas, Riga and Tallinn, Sandro, Maje and Mango in Riga, City in Panevėžys, Pennyblack and Zara Home in Tallinn and Zara in Tartu), 3 reconstructed (Apranga and Pull & Bear in Kaunas, and Aprangos galerija in Panevėžys) and closed 3 stores. Sandro and Maje are the first in the Baltic countries, the so-called affordable luxury brand stores.

The capital expenditure of the retail chain expansion amounted to EUR 2.9 million (see Note 4 "Investments into non-current assets"). Investments (acquisitions) by segments are disclosed in Note 3 ("Segment information"). The Group is not engaged in activities related to research and experimental development, except to the extent of process improvement. Group uses the latest technology and the latest technology processes that meet environmental standards and help reduce the negative impact on the environment.

The number of stores by countries was as follows:

| Country | 30 09 2016 | 30 09 2015 | 30 09 2014 | 2016/2015, % |
|-----------|------------|------------|------------|-----------------|
| Lithuania | 103 | 100 | 96 | 3,0% |
| Latvia | 47 | 45 | 44 | 4,4% |
| Estonia | 29 | 23 | 18 | 26,1% |
| Total: | 179 | 168 | 158 | 6,5% |

The number of stores by chains was as follows:

| Chain | 30 09 2016 | 30 09 2015 | Change |
|----------|------------|------------|--------|
| Economy | 33 | 33 | 0,0% |
| Youth | 46 | 48 | -4,2% |
| Footwear | 15 | 15 | 0,0% |
| Business | 38 | 28 | 35,7% |
| Luxury | 27 | 25 | 8,0% |
| Zara | 12 | 11 | 9,1% |
| Outlets | 8 | 8 | 0,0% |
| Total | 179 | 168 | 6,5% |

The total sales area operated by the Group has increased by 5.1% or by 4.0 thousand sq. m. during the period untill 30 September 2016. Sales area increased the most in Estonia (+32.9%).

The total area of stores by countries was as follows (thousand sq. m):

| Country | 30 09 2016 | 30 09 2015 | 30 09 2014 | 2016/2015, % |
|-----------|------------|------------|------------|-----------------|
| Lithuania | 48,0 | 47,5 | 43,7 | 0,9% |
| Latvia | 20,7 | 20,5 | 20,5 | 0,9% |
| Estonia | 13,5 | 10,1 | 7,5 | 32,9% |
| Total: | 82,1 | 78,1 | 71,7 | 5,1% |

The Group has earned EUR 9.5 million of *profit before income tax* in nine months 2016, while profit before taxes amounted to EUR 8.3 million during nine months of 2015 (the increase of 14.4%). In 3^{rd} quarter the profit before income tax increased by 12.4% from EUR 4.4 million in 2015 to EUR 4.9 million in 2016.

EBITDA of the Group was EUR 14.1 million during 9 months 2016, and it was EUR 12.8 million in corresponding previous year period (+10.6%). EBITDA margin has increased from 11.3% to 11.4% during the year. The current ratio of the Group increased to 2.4 times during the year (mainly due to the substantial fall in short-term debts (borrowings)).

| | 9 months | 9 months | 9 months |
|--|----------|----------|----------|
| Main Group Indicators | 2016 | 2015 | 2014 |
| Net sales, EUR thousand | 123 502 | 113 278 | 105 103 |
| Net sales in foreign markets, EUR thousand | 51 162 | 44 962 | 41 772 |
| Like-to-like sales, % | 2,3% | 0,4% | 1,3% |
| Gross profit, EUR thousand | 54 990 | 50 562 | 48 527 |
| Gross margin, % | 44,5% | 44,6% | 46,2% |
| Operating profit, EUR thousand | 9 537 | 8 383 | 9 822 |
| Operating profit margin, % | 7,7% | 7,4% | 9,3% |
| EBT, EUR thousand | 9 512 | 8 316 | 9 773 |
| EBT margin, % | 7,7% | 7,3% | 9,3% |
| Profit for the period, EUR thousand | 7 918 | 6 898 | 8 208 |
| Profit for the period margin, % | 6,4% | 6,1% | 7,8% |
| EBITDA, EUR thousand | 14 113 | 12 757 | 13 932 |
| EBITDA margin, % | 11,4% | 11,3% | 13,3% |
| Return on equity (end of the period), % | 15,7% | 15,1% | 19,2% |
| Return on assets (end of the period), % | 10,3% | 8,9% | 10,8% |
| Net debt to equity*, % | 5,4% | 21,1% | 21,4% |
| Current ratio, times | 2,4 | 1,6 | 1,5 |

^{* (}Interest bearing liabilities less cash) / Equity

| Main Group Indicators | Q3 2016 | Q3 2015 | Q3 2014 |
|--|---------|---------|---------|
| Net sales, EUR thousand | 48 101 | 43 136 | 40 948 |
| Net sales in foreign markets, EUR thousand | 20 367 | 17 395 | 16 843 |
| Like-to-like sales, % | 4,5% | -1,6% | -2,0% |
| Gross profit, EUR thousand | 21 280 | 19 509 | 18 660 |
| Gross margin, % | 44,2% | 45,2% | 45,6% |
| Operating profit, EUR thousand | 4 911 | 4 383 | 4 936 |
| Operating profit margin, % | 10,2% | 10,2% | 12,1% |
| EBT, EUR thousand | 4 907 | 4 364 | 4 914 |
| EBT margin, % | 10,2% | 10,1% | 12,0% |
| Profit for the period, EUR thousand | 4 084 | 3 666 | 4 143 |
| Profit for the period margin, % | 8,5% | 8,5% | 10,1% |
| EBITDA, EUR thousand | 6 453 | 5 840 | 6 335 |
| EBITDA margin, % | 13,4% | 13,5% | 15,5% |
| Return on equity (end of the period), % | 8,1% | 8,0% | 9,7% |
| Return on assets (end of the period), % | 5,3% | 4,7% | 5,5% |
| Net debt to equity*, % | 5,4% | 21,1% | 21,4% |
| Current ratio, times | 2,4 | 1,6 | 1,5 |

^{* (}Interest bearing liabilities less cash) / Equity

The *operating expenses* of the Group totaled EUR 45.5 million during 9 months 2016 and increased by 7.8%, comparing to the same period 2015 (while the turnover increased by 8.4%). The *finance costs* of the Group were EUR 0.25 million in 9 months 2016 (9 months 2015: 0.67 million). It has decreased mainly due to lower borrowings from banks. Total *finance debts* of the Group decreased from EUR 10.6 million to EUR 3.9 million (by 2.7 times) during last 12 months.

| | 9 months | 9 months | |
|--|----------|----------|--------|
| Main Group Indicators | 2016 | 2015 | Change |
| Net sales, EUR thousand | 123 502 | 113 278 | 9,0% |
| Net sales in foreign markets, EUR thousand | 51 162 | 44 962 | 13,8% |
| Gross profit, EUR thousand | 54 990 | 50 562 | 8,8% |
| Operating expenses | (45 453) | (42 179) | 7,8% |
| Operating profit, EUR thousand | 9 537 | 8 383 | 13,8% |
| EBT, EUR thousand | 9 512 | 8 316 | 14,4% |
| Profit for the period, EUR thousand | 7 918 | 6 898 | 14,8% |
| EBITDA, EUR thousand | 14 113 | 12 757 | 10,6% |

The Group's level of inventories during the year grew by 6.4% (the increase from EUR 41.0 million to EUR 43.6 million). Due to a more efficient inventory control its growth was slower than the growth in turnover (+8.4%). Company's inventories grew by 5.5%.

The number of employees during the year till 30 September 2016 in the Group has increased by 135 to 2 020 (+7.2%), and has increased in Company by 10 to 756 (+1.3%). During the 3^{rd} quarter 2016 the number of employees decreased by 28 (-1.4%) in the Group, and decreased by 33 (-4.2%) in the Company.

The price of the Company share during 9 months 2016 decreased from EUR 2.58 per share to EUR 2.57 per share, or by 0.4%. The maximum share price during the six months period was EUR 2.68 per share, minimum share price - EUR 2.43 per share. The market capitalization of the Company decreased from EUR 143 million at the beginning of the year to EUR 142 million at the end of September 2016. The weighted average price of 1 share during the reporting period was EUR 2.54. Company's share turnover was EUR 10.3 million during 9 months 2016. The share price during the last 12 months decreased from EUR 2.68 to EUR 2.57 per share, or by 4%.

Apranga APB share price during 12 months period from 1st October 2015 to 30th September 2016:



Information about members of the Management board on 30 September 2016:

| Name, Surname | Position | Number of shares owned and part in the share capital | Election date | End of term |
|--------------------------|--|--|---------------|-------------|
| Darius Juozas Mockus | Chairman of the Board | <u>-</u> - | 29 04 2014 | 28 04 2018 |
| Rimantas Perveneckas | Member of the Board, General Director | 800 770 1.45% | 29 04 2014 | 28 04 2018 |
| Ilona Simkuniene | Member of the Board, Purchasing Director | - - | 29 04 2014 | 28 04 2018 |
| Ramunas Gaidamavicius | Member of the Board, Development Director | 5 000 0.01% | 29 04 2014 | 28 04 2018 |
| Vidas Lazickas | Member of the Board | 115 000 0.21% | 29 04 2014 | 28 04 2018 |
| Marijus Strončikas | Member of the Board | 4 450 0.01% | 29 04 2014 | 28 04 2018 |

STATEMENT OF COMPREHENSIVE INCOME

| | | Group | | Company | | |
|--|------|------------------|------------------|--------------------|-------------------|--|
| | Note | 9 months 2016 | 9 months 2015 | 9 months 2016 | 9 months 2015 | |
| Revenue | 3 | 123 502 | 113 278 | 50 995 | 50 764 | |
| Cost of sales | | (68 512) | (62 716) | (33 784) | (33 784) | |
| Gross profit | | 54 990 | 50 562 | 17 211 | 16 980 | |
| Operating expenses Other income | | (45 939) 477 | (42 738) 607 | (18 425) 11 499 | (17 591) 8 849 | |
| Net foreign exchange gain (loss) | | 9 | (48) | 9 | (48) | |
| Operating profit (loss) | | 9 537 | 8 383 | 10 294 | 8 190 | |
| Finance costs | 7 | (25) | (67) | (25) | (67) | |
| Profit (loss) before income tax | | 9 512 | 8 316 | 10 269 | 8 123 | |
| Income tax expense | | (1 594) | (1 418) | (272) | (367) | |
| Profit (loss) for the year | 3 | 7 918 | 6 898 | 9 997 | 7 756 | |
| Other comprehensive income | | | | | | |
| Items that may be subsequently reclassified to profit or loss: | | | | | | |
| Currency translation difference | | - | - | - | - | |
| TOTAL COMPREHENSIVE INCOME Basic and diluted earnings (losses) per | | 7 918 | 6 898 | 9 997 | 7 756 | |
| share (in EUR) | | 0,14 | 0,12 | 0,18 | 0,14 | |

| | <u>-</u> | Gro | up | Company | | |
|--|----------|----------|----------|----------|----------|--|
| | Note | Q3 2016 | Q3 2015 | Q3 2016 | Q3 2015 | |
| Revenue | 3 | 48 101 | 43 136 | 20 509 | 19 933 | |
| Cost of sales | | (26 821) | (23 627) | (14 233) | (13 712) | |
| Gross profit | ·- | 21 280 | 19 509 | 6 276 | 6 221 | |
| General and administrative expenses | | (16 474) | (15 242) | (6 585) | (6 306) | |
| Other income | | 107 | 107 | 1 076 | 926 | |
| Net foreign exchange gain (loss) | _ | (2) | 9 | (2) | 9 | |
| Operating profit (loss) | | 4 911 | 4 383 | 765 | 850 | |
| Finance costs | 7 | (4) | (19) | (4) | (19) | |
| Profit (loss) before income tax | | 4 907 | 4 364 | 761 | 831 | |
| Income tax expense | | (823) | (698) | (142) | (154) | |
| Profit (loss) for the year | 3 | 4 084 | 3 666 | 619 | 677 | |
| Other comprehensive income | | | | | | |
| Items that may be subsequently reclassified to profit or loss: | | | | | | |
| Currency translation difference | | - | - | - | - | |
| TOTAL COMPREHENSIVE INCOME | | 4 084 | 3 666 | 619 | 677 | |
| Basic and diluted earnings (losses) per share (in EUR) | _ | 0,07 | 0,07 | 0,01 | 0,01 | |

BALANCE SHEET

| | _ | Group | | Comp | any |
|--|--------------|------------------|------------------|----------|-------------|
| | N-4- | 30 09 | 31 12 | 30 09 | 31 12 |
| ASSETS | Note _ | 2016 | 2015 | 2016 | 2015 |
| | | | | | |
| Non-current assets | _ | | | | |
| Property, plant and equipment | 4 | 25 831 | 27 477 | 15 506 | 16 194 |
| Intangible assets | 4 | 459 | 514 | 250 | 302 |
| Investments in subsidiaries | 5 | - | - 326 | 4 798 | 4 741 82 |
| Prepayments Trade and other receivables | | 347 12 | 326 20 | 83 12 | 82 20 |
| Trade and other receivables | | 26 649 | 28 337 | 20 649 | 21 339 |
| | - | 20 049 | 28 337 | 20 049 | 21 339 |
| Current assets | | | | | |
| Inventories | | 43 579 | 33 230 | 22 505 | 18 387 |
| Available for sale financial assets | 6 | 1 614 | 2 598 | 1 614 | 2 598 |
| Non-current assets held for sale | | 324 | 324 | 324 | 324 |
| Prepayments | | 1 905 | 1 176 | 1 102 | 1 019 |
| Trade and other receivables | | 1 979 | 961 | 12 176 | 10 583 |
| Cash and cash equivalents | = | 1 175 | 1 913 | 334 | 448 |
| | - | 50 576 | 40 202 | 38 055 | 33 359 |
| TOTAL ASSETS | 3 _ | 77 225 | 68 539 | 58 704 | 54 698 |
| EQUITY AND LIABILITIES | | | | | |
| Equity | | | | | |
| Ordinary shares | | 16 035 | 16 035 | 16 035 | 16 035 |
| Legal reserve | | 1 601 | 1 601 | 1 601 | 1 601 |
| Translation difference | | (53) | (53) | - | - |
| Retained earnings | _ | 32 746 | 31 463 | 23 631 | 20 269 |
| | | 50 329 | 49 046 | 41 267 | 37 905 |
| Non-current liabilities | | | | | |
| Borrowings | 7 | 3 912 | 3 499 | 3 912 | 3 499 |
| Deferred tax liabilities | | 1 143 | 1 228 | 411 | 410 |
| Other liabilities | _ | 370 | 309 | 370 | 309 |
| | - | 5 425 | 5 036 | 4 693 | 4 218 |
| Current liabilities | _ | | | | |
| Borrowings | 7 | - | - | 4 742 | 6 463 |
| Current income tax liability | | 1 256 | 142 | 271 | 17 |
| Trade and other payables | _ | 20 215 | 14 315 | 7 731 | 6 095 |
| Total liabilities | _ | 21 471 | 14 457 | 12 744 | 12 575 |
| Total liabilities TOTAL EQUITY AND LIABILITIES | _ | 26 896 77 225 | 19 493 68 530 | 17 437 | 16 793 |
| IOINT FÁOTLL MAD FTABILITIES | _ | 77 225 | 68 539 | 58 704 | 54 698 |

STATEMENTS OF CHANGES IN EQUITY

| GROUP | Note | Share capital | Legal reserve | Translation reserve | Retained earnings | Total |
|---|------|------------------|------------------|---------------------|-----------------------|-----------------------|
| Balance at 1 January 2015 | | 16 014 | 1 601 | (53) | 28 252 | 45 814 |
| Comprehensive income Profit for the 9 months 2015 | 3 | | | | 6 898 | 6 898 |
| Total comprehensive income | | - | - | _ | 6 898 | 6 898 |
| Transactions with owners The difference arising from the | | | | | | |
| conversion of share capital into euros Dividends paid | | 21 | | | (7 188) | 21 (7 188) |
| Balance at 30 September 2015 | • | 16 035 | 1 601 | (53) | 27 962 | 45 545 |
| Balance at 1 January 2016 | | 16 035 | 1 601 | (53) | 31 463 | 49 046 |
| Comprehensive income | | | | | | |
| Profit for the 9 months 2016 Total comprehensive income | 3 | _ | | | 7 918 7 918 | 7 918 7 918 |
| Transactions with owners | | | | | | |
| Dividends paid | 9 | | | | (6 635) | (6 635) |
| Balance at 30 September 2016 | | 16 035 | 1 601 | (53) | 32 746 | 50 329 |

| OMPANY | | Share capital | Legal reserve | Retained earnings | Total |
|---|---|------------------|------------------|----------------------|---------------|
| Balance at 1 January 2015 | | 16 014 | 1 601 | 18 798 | 36 413 |
| Comprehensive income Profit for the 9 months 2015 | | | | 7 756 | 7 756 |
| Transactions with owners Difference arising from the conversion of share capital into euros Dividends paid | | 21 | | (7 188) | 21 (7 188) |
| Balance at 30 September 2015 | | 16 035 | 1 601 | 19 366 | 37 002 |
| Balance at 1 January 2016 | | 16 035 | 1 601 | 20 269 | 37 905 |
| Comprehensive income Profit for the 9 months 2016 | | | | 9 997 | 9 997 |
| Transactions with owners Dividends paid | 9 | | | (6 635) | (6 635) |
| Balance at 30 September 2016 | | 16 035 | 1 601 | 23 631 | 41 267 |

STATEMENTS OF CASH FLOW

| | | Gro | up | Company | | |
|---|------|------------------|------------------|------------------|-----------------------|--|
| | Note | 9 months 2016 | 9 months 2015 | 9 months 2016 | 9 months 2015 | |
| OPERATING ACTIVITIES | | | | | | |
| Profit (loss) before income taxes | 3 | 9 512 | 8 316 | 10 269 | 8 123 | |
| Adjustments for: | | | | | | |
| Depreciation and amortization | | 4 576 | 4 374 | 2 097 | 1 917 | |
| Impairment charge | | - | (210) | - | (210) | |
| Change in allowances for slow-moving inventories | | 26 | 194 | 91 | 255 | |
| (Gain) Loss on disposal of property, plant and equipment | | (6) | (16) | (3) | (16) | |
| Write-off of property, plant and equipment | | 14 | 267 | 12 | 229 | |
| Dividends income | | (26) | (25) | (8 616) (57) | (5 832) | |
| Interest income, net of interest expenses | | 14 096 | 12 900 | 3 793 | (56) 4 410 | |
| Changes in operating assets and liabilities: | | 14 090 | 12 900 | 3 / 93 | 4 410 | |
| Decrease (increase) in inventories | | (10 375) | (9 973) | (4 209) | (4 353) | |
| Decrease (increase) in receivables | | (1841) | (914) | (262) | (1 450) | |
| Increase (decrease) in payables | | 5 976 | 5 615 | 1 712 | 2 110 | |
| Cash generated from operations | | 7 856 | 7 628 | 1 034 | 717 | |
| Income taxes paid | | (565) | (396) | (17) | (27) | |
| Interest paid | 7 | (25) | (67) | (25) | (67) | |
| Net cash from operating activities | | 7 266 | 7 165 | 992 | 623 | |
| INVESTING ACTIVITIES | | | | | | |
| Interest received | | 51 | 92 | 82 | 123 | |
| Dividends received | | - | - | 8 616 | 5 832 | |
| Loans granted | | (13 700) | - | (21 493) | (11 224) | |
| Loans repayments received | | 13 700 | - | 20 005 | 10 701 | |
| Purchases of property, plant and equipment and intangible assets | 3, 4 | (4 714) | (8 338) | (1 516) | (2 796) | |
| Proceeds on disposal of property, plant and equipment Purchases of available-for-sale financial assets | 3, 4 | 1 831 - | 2 592 (249) | 150 - | 390 (249) | |
| Proceeds on disposal of available-for-sale financial assets | 6 | 1 065 | 1 432 | 1 065 | 1 432 | |
| Investment in subsidiaries | 5 | - | 52 | (57) | (75) | |
| Net cash used in investing activities | | (1 767) | (4 471) | 6 852 | 4 134 | |
| FINANCING ACTIVITIES | | | | | | |
| Dividends paid | 9 | (6 650) | (7 208) | (6 650) | (7 208) | |
| Proceeds from borrowings | 7 | 36 262 | 44 967 | 77 046 | 76 356 | |
| Repayments of borrowings | 7 | (36 262) | (43 128) | (78 767) | (75 787) | |
| Net cash from financing activities | | (6 650) | (5 369) | (8 371) | (6 639) | |
| NET INCREASE (DECREASE) IN CASH AND BANK | | | | | | |
| OVERDRAFTS | | (1 151) | (2 675) | (527) | (1 882) | |
| CASH AND BANK OVERDRAFTS: AT THE BEGINNING OF THE PERIOD | | 414 | 1 574 | (1 051) | 63 | |
| AT THE END OF THE PERIOD | | (737) | (1 101) | (1 578) | (1 819) | |
| | , | | | | | |

NOTES TO INTERIM CONSOLIDATED AND COMPANY'S FINANCIAL STATEMENTS

1. General information

APB Apranga, (hereinafter "the Company"), was incorporated and commenced its operations in March 1993. The Company's main office is situated in Kirtimu 51, Vilnius, Lithuania. The Company has legal form of public limited liability company under the Law on Companies of Republic of Lithuania. The principal activity of the Company and its subsidiaries (hereinafter "the Group") is retail trade of apparel.

At 30 September 2016 the Group consisted of the Company and the following 100% owned subsidiaries:

| Name | Country | Headquarters | Principal activity |
|----------------------|-----------|-------------------------------------|-------------------------|
| UAB Apranga LT | Lithuania | Kirtimu 51, Vilnius | Retail trade of apparel |
| UAB Apranga BPB LT | Lithuania | Kirtimu 51, Vilnius | Retail trade of apparel |
| UAB Apranga PLT | Lithuania | Kirtimu 51, Vilnius | Retail trade of apparel |
| UAB Apranga SLT | Lithuania | Kirtimu 51, Vilnius | Retail trade of apparel |
| UAB Apranga MLT | Lithuania | Kirtimu 51, Vilnius | Retail trade of apparel |
| UAB Apranga HLT | Lithuania | Kirtimu 51, Vilnius | Retail trade of apparel |
| UAB Apranga Ecom LT | Lithuania | Kirtimu 51, Vilnius | Retail trade of apparel |
| SIA Apranga | Latvia | Elizabetes 51, Riga | Retail trade of apparel |
| SIA Apranga LV | Latvia | Elizabetes 51, Riga | Retail trade of apparel |
| SIA Apranga BPB LV | Latvia | Elizabetes 51, Riga | Retail trade of apparel |
| SIA Apranga PLV | Latvia | Elizabetes 51, Riga | Retail trade of apparel |
| SIA Apranga SLV | Latvia | Terbatas 30, Riga | Retail trade of apparel |
| SIA Apranga MLV | Latvia | Terbatas 30, Riga | Retail trade of apparel |
| SIA Apranga Ecom LV | Latvia | Terbatas 30, Riga | Retail trade of apparel |
| OU Apranga¹ | Estonia | Pärnu mnt 10/Väike-Karja 12 Tallinn | Retail trade of apparel |
| OU Apranga Estonia | Estonia | Pärnu mnt 10/Väike-Karja 12 Tallinn | Retail trade of apparel |
| OU Apranga BEE | Estonia | Pärnu mnt 10/Väike-Karja 12 Tallinn | Retail trade of apparel |
| OU Apranga PB Trade | Estonia | Pärnu mnt 10/Väike-Karja 12 Tallinn | Retail trade of apparel |
| OU Apranga ST Retail | Estonia | Pärnu mnt 10/Väike-Karja 12 Tallinn | Retail trade of apparel |
| OU Apranga MDE | Estonia | Pärnu mnt 10/Väike-Karja 12 Tallinn | Retail trade of apparel |
| OU Apranga HEST | Estonia | Pärnu mnt 10/Väike-Karja 12 Tallinn | Retail trade of apparel |
| OU Apranga Ecom EE | Estonia | Pärnu mnt 10/Väike-Karja 12 Tallinn | Retail trade of apparel |

¹ 100 % jointly with OU Apranga Estonia

All 55 291 960 ordinary shares of nominal value EUR 0.29 each (ISIN code LT0000102337) that comprise Company's share capital are listed on Baltic equity list of Nasdaq Vilnius Stock Exchange.

At 30 September 2016 the Company had 2 588 shareholders. Company's shareholders which owned or had under management more than 5% of share capital were:

| | Enterprise | | Number of | % of total |
|-------------------------------|------------|-----------------------------------|------------|------------|
| Shareholder | code | Address | shares | ownership |
| UAB MG Baltic Investment | 123249022 | Jasinskio 16B, Vilnius, Lithuania | 31 949 186 | 57,8% |
| Swedbank AS (Estonia) clients | 10060701 | Liivalaia 8 Tallinn, Estonia | 5 638 304 | 10,2% |
| UAB Minvista | 110685692 | Jasinskio 16, Vilnius, Lithuania | 5 528 621 | 10,0% |

The ultimate parent company whose financial statements are available for public use is UAB Koncernas MG Baltic. The ultimate controlling individual of the Group is Mr. D. J. Mockus.

2. Basis of preparation and summary of main accounting policies

The financial statements have been prepared in accordance with International Financial Reporting Standards as adopted by the EU.

The principle accounting policies applied in the preparation of Interim financial statements are the same to those applied in preparation of the Annual financial statements.

In the financial statements all figures are presented in thousands of euro, unless indicated otherwise. The previous year comparison information recalculated using the official litas to euro conversion ratio: 1 euro = 3.45280 litas.

3. Segment information

Management has determined the operating segments based on the reports reviewed by the General Director and other 6 Directors (responsible for managing, marketing, human resources, purchases, development and finance) that are used to make strategic decisions.

All financial information, including the measure of profit and total assets, is analyzed on a country basis.

The segment information provided to the Directors for the reportable segments for the 9 months 2016 is as follows:

| 9 months 2016 | Lithuania | Latvia | Estonia | Total | Inter- company elimina- tions | Total in consolidated financial statements |
|---|-----------|--------|---------|----------|--|---|
| Total segment revenue | 83 762 | 30 406 | 21 855 | 136 023 | = | |
| Inter-segment revenue | (11 422) | (707) | (392) | (12 521) | = | |
| Revenue from external customers | 72 340 | 29 699 | 21 463 | 123 502 | - | 123 502 |
| Gross margin | 43,7% | 45,4% | 46,1% | 44,5% | | 44,5% |
| Profit (loss) for the year | 4 808 | 1 899 | 1 211 | 7 918 | - | 7 918 |
| Total assets | 66 387 | 15 707 | 11 535 | 93 629 | (16 404) | 77 225 |
| Additions to non-current assets (other than financial instruments and prepayments for leases) | 1 922 | 568 | 2 328 | 4 818 | (104) | 4 714 |

| 9 months 2015 | Lithuania | Latvia | Estonia | Total | Inter- company elimina- tions | Total in consolidated financial statements |
|---|-----------|---------|---------|----------|--|---|
| Total segment revenue | 80 338 | 28 824 | 17 928 | 127 090 | = | |
| Inter-segment revenue | (12 022) | (1 029) | (761) | (13 812) | = | |
| Revenue from external customers | 68 316 | 27 795 | 17 167 | 113 278 | - | 113 278 |
| Gross margin | 43,7% | 45,6% | 46,7% | 44,6% | | 44,6% |
| Profit (loss) for the year | 4 872 | 1 464 | 562 | 6 898 | - | 6 898 |
| Total assets | 66 765 | 15 366 | 10 602 | 92 733 | (15 189) | 77 544 |
| Additions to non-current assets (other than financial instruments and prepayments for leases) | 5 683 | 761 | 1 894 | 8 338 | (2 592) | 5 746 |

4. Investments into non-current assets

Net investments of the Group amounted to EUR 2.9 million in first nine months of 2016 (EUR 1.0 million in 3rd quarter 2016). The Company totally invested EUR 1.4 million in first nine months of 2016. Daughter companies' investments into development of the retail network amounted to EUR 1.5 million.

5. Investments into subsidiaries

In February-March 2016, the Company established subsidiaries UAB Apranga Ecom LT (share capital - EUR 2 500), SIA APRANGA ECOM LV (share capital - EUR 2 800) and OU APRANGA ECOM EE (share capital - EUR 2 500), which carry out e-commerce activities in Lithuania, Latvia and Estonia respectively. All shares of established subsidiaries have been fully paid in cash. The Company controls 100% of each of these subsidiaries' capital and voting rights.

APB APRANGA, company's code 121933274, Kirtimu 51, Vilnius

NOTES TO INTERIM CONSOLIDATED AND COMPANY'S FINANCIAL STATEMENTS

FOR THE NINE MONTHS PERIOD ENDED 30 SEPTEMBER 2016

(all tabular amounts are in EUR thousands unless otherwise stated)

In July 2016, the Company established a subsidiary OU Apranga HEST, which operates Zara Home stores in Estonia. The share capital of the subsidiary is EUR 50 thousand. All shares have been fully paid in cash. The Company controls 100% of the subsidiary's capital and voting rights.

6. Investments into financial assets

During the March 2016 the Company for EUR 1.1 million sold the part of Lithuanian Government issued long-term bonds, which in balance sheet are recorded as Available for sale financial assets. Total investments in the Lithuanian Government issued the long-term bonds amounted to EUR 1.6 million on 30 September 2016.

7. Borrowings

In November 2015, the Company and SEB bank have signed the amendment to agreement which modified the previous contract on the credit line. According to it, the credit line of EUR 20 500 thousand in order to finance the working capital, issuing guarantees and opening letters of credit, was provided. The credit line now will expire on 30 November 2017. The interests are paid for the amount used and the interest rate is calculated as 1-month EURIBOR plus margin. There is fixed interest rate set for amount used for the issuance of guarantees and letters of credit.

In June 2016, the Company and NORDEA bank have signed the amendment to the overdraft facility and general agreement on bank's guarantees. Under this amendment, the Group granted credit line extended until 30 June 2018. For the drawdown amount of the credit line a floating interest rate calculated as the EONIA plus margin is being paid. There is fixed interest rate set for amount used for the issuance of guarantees.

8. Guarantees and letters of credit

As of 30 September 2016 guarantees issued by the credit institutions on behalf of the Company to secure the obligations of its subsidiaries to their suppliers totaled EUR 11 173 thousand (31 December 2015: EUR 10 743 thousand). The letters of credit and guarantees provided to suppliers by the credit institutions on behalf of the Group as of 30 September 2016 amounted to EUR 13 345 thousand (31 December 2015: EUR 12 709 thousand).

As of 30 September 2016 the Company's guarantees issued to secure the obligations of its subsidiaries to their suppliers totaled EUR 875 thousand (31 December 2015: EUR 856 thousand).

9. Profit distribution

The Annual shareholders meeting of APB Apranga held on 28 April 2016 has resolved to pay EUR 6 635 thousand in dividends and to pay EUR 210 thousand as annual bonuses for the year 2015.
