

**ALMARAI COMPANY**  
**A SAUDI JOINT STOCK COMPANY**

**THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS**  
**AND REVIEW REPORT FOR THE THREE AND**  
**NINE MONTH PERIODS ENDED**  
**30 SEPTEMBER 2014**

**ALMARAI COMPANY**  
**A SAUDI JOINT STOCK COMPANY**

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**REVIEW REPORT  
TO THE SHAREHOLDERS OF ALMARAI COMPANY  
(A SAUDI JOINT STOCK COMPANY)**

**SCOPE OF REVIEW:**

We have reviewed the accompanying interim consolidated balance sheet of Almarai Company - A Saudi Joint Stock Company ("the Company") and its subsidiaries ("the Group") as at 30 September 2014, and the related interim consolidated statement of income for three-month and nine-month periods ended 30 September 2014, and interim consolidated statements of cash flows and changes in equity for the nine-month period then ended and notes 1 to 11 which form an integral part of these interim consolidated financial statements.

These interim consolidated financial statements are the responsibility of the Group's management and have been prepared by them and submitted to us together with all the information and explanations which we required. We conducted our limited review in accordance with the Standard on Review of Interim Financial Reporting issued by the Saudi Organization for Certified Public Accountants (SOCPA).

A limited review consists principally of applying analytical procedures to financial data and information and making inquiries of persons responsible for financial and accounting matters. It is substantially less in scope than an audit conducted in accordance with generally accepted auditing standards, the objective of which is the expression of an opinion regarding the financial statements taken as a whole. Accordingly, we do not express such an opinion.

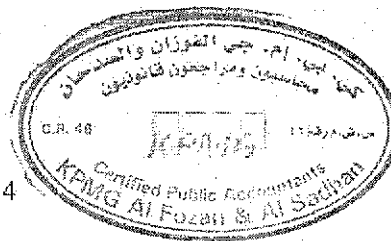
**CONCLUSION:**

Based on our limited review, we are not aware of any material modifications that should be made to the accompanying interim consolidated financial statements for them to be in conformity with accounting standards generally accepted in the Kingdom of Saudi Arabia.

**For KPMG Al Fozan & Al Sadhan**

**Abdullah H. Al Fozan**  
License No. 348

Date: 11 Dhul Hijjah 1435H  
Corresponding to: 5 October 2014




**ALMARAI COMPANY**  
**A SAUDI JOINT STOCK COMPANY**  
**INTERIM CONSOLIDATED BALANCE SHEET**  
**AS AT 30 SEPTEMBER 2014**

	Notes	30 September 2014 (Unaudited) SAR '000	31 December 2013 (Audited) SAR '000	30 September 2013 (Unaudited) SAR '000
<b>ASSETS</b>				
<b>Current Assets</b>				
Cash and Cash Equivalents		1,114,914	1,810,516	2,273,756
Receivables and Prepayments		1,343,801	978,086	1,121,237
Inventories		2,718,417	2,545,315	2,451,056
Derivative Financial Instruments		226	14,328	13,440
<b>Total Current Assets</b>		<b>5,177,358</b>	<b>5,348,245</b>	<b>5,859,489</b>
<b>Non Current Assets</b>				
Investments	5	416,963	479,075	403,004
Property, Plant and Equipment		16,218,289	15,028,012	14,613,787
Biological Assets		1,055,637	992,350	966,411
Intangible Assets - Goodwill		1,349,868	1,310,126	1,335,455
Derivative Financial Instruments		-	11,987	-
Deferred Tax Asset		1,965	1,577	8,832
<b>Total Non Current Assets</b>		<b>19,042,722</b>	<b>17,823,127</b>	<b>17,327,489</b>
<b>TOTAL ASSETS</b>		<b>24,220,080</b>	<b>23,171,372</b>	<b>23,186,978</b>
<b>LIABILITIES AND EQUITY</b>				
<b>LIABILITIES</b>				
<b>Current Liabilities</b>				
Current Portion of Long Term Loans	6	1,889,559	1,682,970	1,790,874
Payables and Accruals		2,217,310	1,988,591	2,116,109
Derivative Financial Instruments		125,346	48,902	33,307
<b>Total Current Liabilities</b>		<b>4,232,215</b>	<b>3,720,463</b>	<b>3,940,290</b>
<b>Non Current Liabilities</b>				
Long Term Loans	6	8,006,960	8,180,302	8,362,187
End of Service Benefits		386,871	340,045	324,083
Deferred Tax Liability		120,622	119,985	115,247
Derivative Financial Instruments		33,382	46,389	50,971
<b>Total Non Current Liabilities</b>		<b>8,547,835</b>	<b>8,686,721</b>	<b>8,852,488</b>
<b>TOTAL LIABILITIES</b>		<b>12,780,050</b>	<b>12,407,184</b>	<b>12,792,778</b>
<b>EQUITY</b>				
Share Capital		6,000,000	6,000,000	6,000,000
Statutory Reserve		1,063,138	1,063,138	912,917
Other Reserves		(245,556)	(188,585)	(196,789)
Treasury Shares		(146,386)	(146,386)	(146,386)
Retained Earnings		2,322,689	1,714,303	1,504,899
<b>Equity Attributable to Shareholders</b>		<b>8,993,885</b>	<b>8,442,470</b>	<b>8,074,641</b>
Perpetual Sukuk		1,700,000	1,700,000	1,700,000
<b>Equity Attributable to Equityholders of the Company</b>		<b>10,693,885</b>	<b>10,142,470</b>	<b>9,774,641</b>
Non Controlling Interest		746,145	621,718	619,559
<b>TOTAL EQUITY</b>		<b>11,440,030</b>	<b>10,764,188</b>	<b>10,394,200</b>
<b>TOTAL LIABILITIES AND EQUITY</b>		<b>24,220,080</b>	<b>23,171,372</b>	<b>23,186,978</b>

The accompanying notes 1 to 11 form an integral part of these interim consolidated financial statements.

  
Paul Gay  
Chief Financial Officer

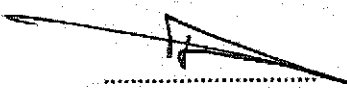
  
Naif bin Sultan  
bin Mohammed bin Saud Al Kabeer  
Board Member

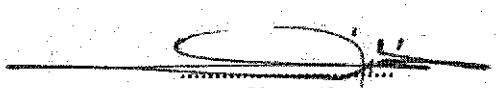
  
Abdulrahman Al Fadley  
Chief Executive Officer

**ALMARAI COMPANY**  
**A SAUDI JOINT STOCK COMPANY**  
**INTERIM CONSOLIDATED STATEMENT OF INCOME**  
**FOR THE THREE AND NINE MONTH PERIODS ENDED 30 SEPTEMBER 2014**

	Notes	July - September 2014 (Unaudited) SAR '000	July - September 2013 (Unaudited) SAR '000	YTD 30 September 2014 (Unaudited) SAR '000	YTD 30 September 2013 (Unaudited) SAR '000
Sales	7	3,269,365	2,926,093	9,274,805	8,211,007
Cost of Sales		(2,018,192)	(1,821,140)	(5,973,851)	(5,243,771)
<b>Gross Profit</b>		<b>1,251,173</b>	<b>1,104,953</b>	<b>3,300,954</b>	<b>2,967,236</b>
Selling and Distribution Expenses		(553,092)	(470,854)	(1,592,350)	(1,378,358)
General and Administration Expenses		(72,785)	(80,474)	(265,438)	(250,443)
<b>Operating Income</b>		<b>625,296</b>	<b>553,625</b>	<b>1,443,166</b>	<b>1,338,435</b>
Share of Results of Associates and Joint Ventures	5	(5,662)	(3,406)	(8,165)	(25,206)
Re-measurement to Fair Value of Equity Interest Already Held	4	-	-	20,897	-
Net Finance Costs		(50,942)	(62,923)	(151,369)	(159,808)
<b>Income from Main Operations</b>		<b>568,692</b>	<b>487,296</b>	<b>1,304,529</b>	<b>1,153,421</b>
Zakat and Foreign Income Tax		(22,663)	(8,811)	(45,902)	(28,477)
<b>Income before Non Controlling Interest</b>		<b>546,029</b>	<b>478,485</b>	<b>1,258,627</b>	<b>1,124,944</b>
Non Controlling Interest		(6,585)	(2,865)	(12,316)	3,994
<b>Net Income for the Period</b>		<b>539,444</b>	<b>475,620</b>	<b>1,246,311</b>	<b>1,128,938</b>
<b>Earnings per Share (SAR), based on Income from Main Operations</b>	8				
- Basic		0.93	0.82	2.13	1.93
- Diluted		0.93	0.81	2.11	1.92
<b>Earnings per Share (SAR), based on Net Income for the Period</b>	8				
- Basic		0.88	0.80	2.03	1.89
- Diluted		0.88	0.79	2.01	1.88

The accompanying notes 1 to 11 form an integral part of these interim consolidated financial statements.

  
Paul Gay  
Chief Financial Officer

  
Naif bin Sultan  
bin Mohammed bin Saud Al Kabeer  
Board Member


  
Abdulrahman Al Fadley  
Chief Executive Officer


**ALMARAI COMPANY**  
**A SAUDI JOINT STOCK COMPANY**  
**INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS**  
**FOR THE NINE MONTH PERIOD ENDED 30 SEPTEMBER 2014**

	Notes	YTD 30 September 2014 (Unaudited) SAR '000	YTD 30 September 2013 (Unaudited) SAR '000
<b>OPERATING ACTIVITIES</b>			
Net Income for the Period		1,246,311	1,128,938
Adjustments for:			
Depreciation of Property, Plant and Equipment		895,890	846,938
Depreciation of Biological Assets		164,398	119,914
Finance Costs Accrued		151,369	159,808
Zakat and Foreign Income Tax Accrued		45,902	28,477
Deferred Tax		863	(7,346)
Profit on Sale of Property, Plant and Equipment		(6,999)	(12,063)
Loss on Sale of Biological Assets		37,879	31,557
Share of Results of Associates and Joint Ventures	5	8,165	25,206
Re-measurement to Fair Value of Equity Interest Already Held	4	(20,897)	-
Provision for End of Service Benefits		65,306	63,743
Share Based Payment Expense		6,814	5,261
Non Controlling Interest		12,316	(3,994)
		<u>2,607,317</u>	<u>2,386,439</u>
Changes in:			
Receivables and Prepayments		(362,588)	(337,163)
Inventories		(168,812)	(145,769)
Payables and Accruals		215,968	(51,230)
<i>Cash Generated from Operations</i>		<u>2,291,885</u>	<u>1,852,277</u>
End of Service Benefits Paid		(18,482)	(26,716)
Zakat and Foreign Income Tax Paid		(32,317)	(33,614)
<b>Net Cash from Operating Activities</b>		<u><b>2,241,086</b></u>	<u><b>1,791,947</b></u>
<b>INVESTING ACTIVITIES</b>			
Acquisition of Subsidiary, Net of Cash Acquired	4	(13,160)	-
Investment in Associates and Joint Ventures	5	69,168	(144,817)
Additions to Property, Plant and Equipment		(2,083,825)	(2,063,158)
Proceeds from the Sale of Property, Plant and Equipment		15,880	23,984
Additions to Biological Assets		(61,626)	(53,214)
Appreciation of Biological Assets		(318,951)	(278,715)
Proceeds from the Sale of Biological Assets		114,944	115,076
Dividend Received from an Associate	5	1,875	1,116
<b>Net Cash Used in Investing Activities</b>		<u><b>(2,275,695)</b></u>	<u><b>(2,399,728)</b></u>
<b>FINANCING ACTIVITIES</b>			
Increase in Loans, net		35,746	1,554,992
Dividends Paid		(598,257)	(498,515)
Change in Deferred Charges		-	10,361
Finance Costs Paid		(177,314)	(198,502)
Purchase of Treasury Shares		-	(51,104)
Proceeds from Issuance of Perpetual Sukuk		-	1,700,000
Perpetual Sukuk Issuance Costs		-	(9,286)
Payment of Profit on Perpetual Sukuk		(25,603)	-
Transactions with Non Controlling Interests		112,111	(34,416)
<b>Net Cash (Used in) / Generated from Financing Activities</b>		<u><b>(653,317)</b></u>	<u><b>2,473,530</b></u>
<b>Currency Translation Impact on Cash and Cash Equivalents</b>		<u><b>(7,676)</b></u>	<u><b>(9,297)</b></u>
<b>Net (Decrease) / Increase in Cash and Cash Equivalents</b>		<u><b>(695,602)</b></u>	<u><b>1,856,452</b></u>
Cash and Cash Equivalents at 1 January		1,810,516	417,304
<b>Cash and Cash Equivalents at 30 September</b>		<u><b>1,114,914</b></u>	<u><b>2,273,756</b></u>

The accompanying notes 1 to 11 form an integral part of these interim consolidated financial statements.

  
Paul Gay  
Chief Financial Officer

  
Naif bin Sultan  
bin Mohammed bin Saud Al Kabeer  
Board Member

  
Abdulrahman Al Fadley  
Chief Executive Officer

**ALMARAI COMPANY**  
**A SAUDI JOINT STOCK COMPANY**  
**INTERIM CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**  
**FOR THE NINE MONTH PERIOD ENDED 30 SEPTMEBER 2014**

	Share Capital (Unaudited) SAR '000	Statutory Reserve (Unaudited) SAR '000	Other Reserves (Unaudited) SAR '000	Treasury Shares (Unaudited) SAR '000	Retained Earnings (Unaudited) SAR '000	Equity Attributable to Shareholders (Unaudited) SAR '000	Perpetual Sukuk (Unaudited) SAR '000	Equity Attributable to Equity Holders (Unaudited) SAR '000	Non Controlling Interest (Unaudited) SAR '000	Total Equity (Unaudited) SAR '000
Balance at 1 January 2013	4,000,000	912,917	(189,861)	(95,282)	2,921,667	7,549,441	-	7,549,441	621,549	8,170,990
Net Income for the Period	-	-	-	-	1,128,938	1,128,938	-	1,128,938	(3,994)	1,124,944
Dividend Declared	-	-	-	-	(500,000)	(500,000)	-	(500,000)	-	(500,000)
Net Movement in Fair Value of Available for Sale Investments	-	-	40,182	-	-	40,182	-	40,182	-	40,182
Net Movement on Cash Flow Hedges	-	-	(2,795)	-	-	(2,795)	-	(2,795)	-	(2,795)
Bonus Share Issue	2,000,000	-	-	-	(2,000,000)	-	-	-	-	-
Foreign Currency Translation Differences	-	-	(49,576)	-	-	(49,576)	-	(49,576)	-	(49,576)
Share Based Payment Transactions	-	-	5,261	-	-	5,261	-	5,261	-	5,261
Net Movement in Treasury Shares	-	-	-	(51,104)	-	(51,104)	-	(51,104)	-	(51,104)
Perpetual Sukuk Issue	-	-	-	-	-	-	1,700,000	1,700,000	-	1,700,000
Perpetual Sukuk Issuance Costs	-	-	-	-	(9,286)	(9,286)	-	(9,286)	-	(9,286)
Transaction with Non Controlling Interests	-	-	-	-	(36,420)	(36,420)	-	(36,420)	2,004	(34,416)
<b>Balance at 30 September 2013</b>	<b>6,000,000</b>	<b>912,917</b>	<b>(196,789)</b>	<b>(146,386)</b>	<b>1,504,899</b>	<b>8,074,641</b>	<b>1,700,000</b>	<b>9,774,641</b>	<b>619,559</b>	<b>10,394,200</b>
Balance at 1 January 2014	6,000,000	1,063,138	(188,585)	(146,386)	1,714,303	8,442,470	1,700,000	10,142,470	621,718	10,764,188
Net Income for the Period	-	-	-	-	1,246,311	1,246,311	-	1,246,311	12,316	1,258,627
Dividend Declared	-	-	-	-	(600,000)	(600,000)	-	(600,000)	-	(600,000)
Net Movement in Fair Value of Available for Sale Investments	-	-	29,850	-	-	29,850	-	29,850	-	29,850
Net Movement on Cash Flow Hedges	-	-	(89,526)	-	-	(89,526)	-	(89,526)	-	(89,526)
Foreign Currency Translation Differences	-	-	(16,431)	-	-	(16,431)	-	(16,431)	-	(16,431)
Share Based Payment Transactions	-	-	6,814	-	-	6,814	-	6,814	-	6,814
Profit on Perpetual Sukuk	-	-	37,925	-	(37,925)	-	-	-	-	-
Payment of Profit on Perpetual Sukuk	-	-	(25,603)	-	-	(25,603)	-	(25,603)	-	(25,603)
Transaction with Non Controlling Interests	-	-	-	-	-	-	-	-	112,111	112,111
<b>Balance at 30 September 2014</b>	<b>6,000,000</b>	<b>1,063,138</b>	<b>(245,556)</b>	<b>(146,386)</b>	<b>2,322,689</b>	<b>8,993,885</b>	<b>1,700,000</b>	<b>10,693,885</b>	<b>746,145</b>	<b>11,440,030</b>

The accompanying notes 1 to 11 form an integral part of these interim consolidated financial statements.

  
Paul Gay  
Chief Financial Officer

  
Naif bin Sultan  
bin Mohammed bin Saud Al Kabeer  
Board Member

  
Abdulrahman Al Fadley  
Chief Executive Officer

**ALMARAI COMPANY**  
**A SAUDI JOINT STOCK COMPANY**  
**NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS**  
**FOR THE NINE MONTH PERIOD ENDED 30 SEPTEMBER 2014**

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**1. THE COMPANY, ITS SUBSIDIARIES AND ITS BUSINESS DESCRIPTION**

Almarai Company (the "Company") is a Saudi Joint Stock Company, which was converted from a limited liability company to a joint stock company on 2 Rajab 1426 A.H. (8 August 2005). The Company initially commenced trading on 19 Dl' Hijjah 1411 A.H. (1 July 1991) and operates under Commercial Registration No. 1010084223. Prior to the consolidation of activities in 1991, the core business was traded between 1976 and 1991 under the Almarai brand name.

The Company's Head Office is located at Exit 7, North Ring Road, Al Izdihar District, P.O. Box 8524, Riyadh 11492, Kingdom of Saudi Arabia ("Saudi Arabia").

The Company and its subsidiaries (together, the "Group") are a major integrated consumer food and beverage Group in the Middle East with leading market shares in Saudi Arabia and the neighbouring Gulf Cooperation Council ("GCC") countries.

The dairy, fruit juices and related food business is operated under the Almarai, Beyti and Teeba brand names. All raw milk production and related processing along with dairy food manufacturing activities are undertaken in Saudi Arabia, United Arab Emirates ("UAE"), Egypt and Jordan. Final consumer products are distributed from the manufacturing facilities in these countries to local distribution centres by the Group's long haul distribution fleet.

Bakery products are manufactured and traded by Western Bakeries Company Limited and Modern Food Industries Company Limited under the brand names L'usine and 7 Days respectively. These are Limited Liability companies registered in Saudi Arabia.

Poultry products are manufactured and traded by Hail Agricultural Development Company ("HADCO") under the Alyoum brand. HADCO is a closed joint stock company registered in Saudi Arabia.

Infant Nutrition products are manufactured by International Pediatric Nutrition Company ("IPNC") under "Enfamil" and "Enfagrow" brand. IPNC is a limited liability company registered in Saudi Arabia.

The distribution centres in the GCC countries (except for Bahrain and Oman) are managed by the Group and operate under Distributor Agency Agreements as follows:

Kuwait	- Al Kharafi Brothers Dairy Products Company Limited
Qatar	- Khalid for Foodstuff and Trading Company
United Arab Emirates	- Bustan Al Khaleej Establishment

The Group operates in Bahrain through its subsidiary Almarai Company Bahrain S.P.C and in Oman through its subsidiaries Arabian Planets for Trade and Marketing L.L.C. and Alyoum for Food Products Company L.L.C.

The Group owns and operates arable farms in Argentina ("Fondomonte Argentina") through its subsidiary Almarai Investment Holding Company W.L.L. ("AIHC"), incorporated in Bahrain. The Group manages these operations through following legal entities:

- Agro Terra S.A.
- Fondomonte El Descanso S.A.
- Fondomonte Inversiones Argentina S.A.
- Fondomonte Sandoval S.A.

The Group owns and operates milk production, processing and dairy food manufacturing in Egypt and Jordan through its subsidiary AIHC. The Group manages these operations through following key legal entities:

- International Dairy and Juice Limited
- International Company for Agricultural Industries Projects (Beyti) (SAE)
- Teeba Investment for Developed Food Processing

On 1 January 2014, IPNC was equally owned and controlled by the Group and Mead Johnson. However, on 7 Rabi Al-Awal 1435 A.H. (8 January 2014) the Company received regulatory approvals with respect to the acquisition of shares in IPNC held by Mead Johnson, as a result of which IPNC became a wholly owned subsidiary of the Group. Consequently, the Company has consolidated IPNC in the current period.

On 5 Jamada Al-Awal 1435 A.H. (6 March 2014) the Group purchased 9,834 acres of farm land for USD 47.5 million (SAR 178.1 million) through its wholly owned subsidiaries Fondomonte Holdings North America L.L.C. ("FHNA") and Fondomonte Arizona L.L.C. which were incorporated as limited liability companies in the United States of America for the purpose of acquiring land to secure supply of animal feed.

On 17 Shawal 1435 A.H. (13 August 2014) a new company Fondomonte California L.L.C. was incorporated as a limited liability company in the United States of America, which is a wholly owned subsidiary of FHNA, for the purpose of acquiring land to secure supply of animal feed..



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**NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS**  
**FOR THE NINE MONTH PERIOD ENDED 30 SEPTEMBER 2014**

Details of subsidiary companies are as follows:

Name of Subsidiary	Country of Incorporation	Business Activity	Functional Currency	Ownership Interest				Share Capital	Number of Shares Issued
				2014		2013			
				Direct (a)	Effective	Direct (a)	Effective		
Almarai Investment Company Limited	Saudi Arabia	Holding Company	SAR	100%	100%	100%	100%	SAR 1,000,000	1,000
Almarai Baby Food Company Limited	Saudi Arabia	Manufacturing and Trading Company	SAR	100%	100%	100%	100%	SAR 200,000,000	20,000,000
Agricultural Input Company Limited (Mudkhalat)	Saudi Arabia	Agricultural Company	SAR	52%	52%	52%	52%	SAR 25,000,000	250
Hail Agricultural Development Company	Saudi Arabia	Poultry / Agricultural Company	SAR	100%	100%	100%	100%	SAR 300,000,000	30,000,000
International Baking Services Company Limited	Saudi Arabia	Dormant	SAR	100%	100%	100%	100%	SAR 500,000	500
International Pediatric Nutrition Company	Saudi Arabia	Manufacturing Company	SAR	100%	100%	50%	50%	SAR 41,000,000	410,000
Modern Food Industries Company Limited	Saudi Arabia	Bakery Company	SAR	60%	60%	60%	60%	SAR 70,000,000	70,000
Nourlac Company Limited	Saudi Arabia	Trading Company	SAR	100%	100%	100%	100%	SAR 3,000,000	3,000
Western Bakeries Company Limited	Saudi Arabia	Bakery Company	SAR	100%	100%	100%	100%	SAR 200,000,000	200,000
Agro Terra S.A.	Argentina	Dormant	ARS	100%	100%	100%	100%	ARS 475,875	475,875
Fondomonte El Descanso S.A.	Argentina	Agricultural Company	ARS	100%	100%	100%	100%	ARS 80,892,580	80,892,580
Fondomonte Inversiones Argentina S.A.	Argentina	Agricultural Company	ARS	100%	100%	100%	100%	ARS 66,170,335	66,170,335
Fondomonte Sandoval S.A.	Argentina	Agricultural Company	ARS	100%	100%	100%	100%	ARS 4,383,432	4,383,432
Almarai Company Bahrain S.P.C.	Bahrain	Sales Company	BHD	100%	100%	100%	100%	BHD 100,000	2,000
Almarai International Holding W.L.L.	Bahrain	Holding Company	BHD	100%	100%	100%	100%	BHD 250,000	2,500

(a) Direct ownership means directly owned by the Company or any of its subsidiaries.

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Name of Subsidiary	Country of Incorporation	Business Activity	Functional Currency	Ownership Interest				Share Capital	Number of Shares Issued
				2014		2013			
				Direct (a)	Effective	Direct (a)	Effective		
Almarai Investment Holding Company W.L.L.	Bahrain	Holding Company	BHD	99%	99%	99%	99%	BHD 250,000	2,500
IDJ Bahrain Holding Company W.L.L.	Bahrain	Holding Company	BHD	100%	52%	100%	52%	BHD 250,000	2,500
International Dairy and Juice Limited	Bermuda	Holding Company	USD	52%	52%	52%	52%	USD 7,583,334	7,583,334
International Dairy and Juice (Egypt) Limited	Egypt	Holding Company	EGP	100%	52%	100%	52%	EGP 320,000,000	32,000,000
International Company for Agricultural Industries Projects (Beyti) (SAE)	Egypt	Manufacturing and Trading Company	EGP	100%	52%	100%	52%	EGP 558,000,000	55,800,000
Markley Holdings Limited	Jersey	Dormant	GBP	100%	100%	100%	100%	-	-
Al Muthedoon for Dairy Production	Jordan	Manufacturing Company	JOD	100%	52%	100%	52%	JOD 500,000	500,000
Al Atheer Agricultural Company	Jordan	Agricultural Company	JOD	100%	52%	100%	52%	JOD 750,000	750,000
Al Namouthjya for Plastic Production	Jordan	Manufacturing Company	JOD	100%	52%	100%	52%	JOD 250,000	250,000
Al Rawabi for juice and UHT milk Manufacturing	Jordan	Manufacturing Company	JOD	100%	52%	100%	52%	JOD 500,000	500,000
Teeba Investment for Developed Food Processing	Jordan	Manufacturing Company	JOD	100%	52%	100%	52%	JOD 49,675,352	49,675,352
Arabian Planets for Trade and Marketing L.L.C.	Oman	Sales Company	OMR	90%	90%	90%	90%	OMR 150,000	150,000
Alyoum for Food Products Company L.L.C.	Oman	Sales Company	OMR	100%	100%	100%	100%	OMR 20,000	20,000
Fondomonte Inversiones S.L.	Spain	Holding Company	EUR	100%	100%	100%	100%	EUR 13,000,000	13,000,000
Almarai Emirates Company L.L.C.	United Arab Emirates	Sales Company	AED	100%	100%	100%	100%	AED 300,000 (Unpaid)	300

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Name of Subsidiary	Country of Incorporation	Business Activity	Functional Currency	Ownership Interest				Share Capital	Number of Shares Issued
				2014		2013			
				Direct (a)	Effective	Direct (a)	Effective		
International Dairy and Juice (Dubai) Limited	United Arab Emirates	Holding Company	USD	100%	52%	100%	52%	USD 22,042,183	22,042,183
Fondomonte Holding North America L.L.C.	United States of America	Holding Company	USD	100%	100%	-	-	USD 500,000	50,000
Fondomonte Arizona L.L.C.	United States of America	Agricultural Company	USD	100%	100%	-	-	USD 500,000	50,000
Fondomonte California L.L.C.	United States of America	Agricultural Company	USD	100%	100%	-	-	-	-

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**2. BASIS OF ACCOUNTING, PREPARATION, CONSOLIDATION AND PRESENTATION OF THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS**

- (a) These interim consolidated financial statements have been prepared on the accrual basis under the historical cost convention (except for derivative financial instruments and available for sale investments that are measured at fair value) and in accordance with the accounting standards generally accepted in Kingdom of Saudi Arabia as issued by the Saudi Organisation for Certified Public Accountants (SOCPA).
- (b) When necessary, prior year comparatives have been regrouped to conform with current period classification.
- (c) These interim consolidated financial statements include assets, liabilities and the results of the operations of Almarai Company (the "Company") and its Subsidiaries, as set out in note (1). The Company and its Subsidiaries are collectively referred to as the Group. A subsidiary company is that in which the Group has the power to govern the financial and operating policies to obtain economic benefit generally accompanying a direct or indirect shareholding of more than one half of the subsidiary's net assets or its voting rights. A subsidiary company is consolidated from the date on which the Group obtains control until the date that control ceases. The purchase method of accounting is used to account for the acquisition of subsidiaries. The cost of an acquisition is measured at fair value of the assets given or liabilities incurred or assumed at the date of acquisition. The excess of the cost of acquisition over the fair value of the Group's share of the identifiable net assets acquired is recorded as goodwill in the interim consolidated balance sheet. Intercompany transactions, balances and unrealised gains and losses on transactions between group companies are eliminated. Accounting policies of Subsidiaries are aligned where necessary to ensure consistency with the policies adopted by the Company. The Company and its Subsidiaries have identical reporting periods. Non controlling interests represent the portion of profit or loss and net assets not controlled by the Group and are presented separately in the interim consolidated statement of income and within equity in the interim consolidated balance sheet.
- (d) The preparation of interim consolidated financial statements, in conformity with accounting standards generally accepted in the Kingdom of Saudi Arabia, requires the use of estimates and assumptions. Such estimates and assumptions may affect the balances reported for certain assets and liabilities as well as the disclosure of certain contingent assets and liabilities as at the balance sheet date. Any estimates or assumptions affecting assets and liabilities may also affect the reported revenues and expenses for the same reporting period. Although these estimates are based on management's best knowledge of current events and actions, actual results ultimately may differ from those estimates.
- (e) These interim consolidated financial statements are presented in Saudi Riyal ("SAR"), which is the Company's functional currency. All amounts have been rounded to the nearest thousand, unless otherwise indicated.
- (f) The operating results reported in the interim consolidated statement of income, present a fair picture of the past performance of the Group, but are not necessarily indicative of annual results.

**3. SIGNIFICANT ACCOUNTING POLICIES**

**A. Cash and Cash Equivalents**

Cash and cash equivalents consist of cash at bank, cash in hand and short-term deposits that are readily convertible into known amounts of cash and have an original maturity of three months or less.

**B. Trade Receivables**

Trade receivables are carried at the original invoiced amount less any allowance made for impairment and expected sales returns. Allowance for impairment is made for the receivables which are more than three months due. Allowance for sales returns is calculated based on the forecasted return of expired products in line with the Group's product replacement policy. Bad debts are written off as incurred.

**C. Inventory Valuation**

Inventory is stated at the lower of cost and net realisable value. Cost is determined using weighted average method. Cost includes all direct manufacturing expenditure based on the normal level of activity and transportation and handling costs. Net realisable value comprises estimated selling price less further manufacturing costs to completion and appropriate selling and distribution costs. Allowance is made, where necessary, for obsolete, slow moving and defective stocks.

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**D. Investments**

**a. Investment in Associates and Joint Ventures**

The investments in associates and joint ventures are accounted for under the equity method of accounting when the Group exercises or has the ability to exercise significant influence through participation in financial and operating policy decisions of the investee. These Investments are initially recognised at cost and subsequently adjusted by the post-acquisition changes in the Group's share in net assets of the investee less any impairment in value. When the Group's share of losses arising from these investments equals or exceeds its interest in the investee, including any other unsecured receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the investee.

**b. Available for Sale Investments**

Available for Sale Investments that are actively traded in organised financial markets, are measured and carried in the interim consolidated balance sheet at fair value which is determined by reference to quoted market bid prices at the close of business at the interim consolidated balance sheet date. The unrealised gains or losses are recognised directly in equity. When the investment is disposed of or impaired, the cumulative gain or loss previously recorded in equity is recognised in the interim consolidated statement of income. Where there is no market for the investment, cost is taken as the most appropriate, objective and reliable measure of fair value of the investment.

**E. Property, Plant and Equipment**

Property, plant and equipment are measured at cost, less accumulated depreciation and accumulated impairment loss. Cost includes expenditure that is directly attributable to the acquisition of the asset. Finance costs on borrowings to finance the construction of the qualifying assets are capitalized during the period of time that is required to substantially complete and prepare the qualifying asset for its intended use.

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the item of property, plant and equipment. All other expenditures are recognized as an expense when incurred.

The cost less estimated residual value is depreciated on straight-line basis over the following estimated useful lives of the assets:

Buildings	5 – 33 years
Plant, Machinery and Equipment	1 – 20 years
Motor Vehicles	6 – 8 years
Land and Capital Work in Progress are not depreciated.	

Capital work in progress at year end includes certain assets that have been acquired but are not ready for their intended use. These assets are transferred to relevant assets categories and are depreciated once they are available for their intended use.

The assets' residual values, useful lives and impairment indicators are reviewed at each financial year end and adjusted prospectively, if appropriate.

**F. Biological Assets**

Biological assets acquired are stated at cost of purchase and biological assets reared internally are stated at the cost of rearing or growing to the point of commercial production (termed as appreciation), less accumulated depreciation. The costs of immature biological assets are determined by the cost of rearing or growing to their respective age. Immature biological assets are not depreciated. The dairy herd is depreciated over four lactation cycles and other biological assets are depreciated on a straight line basis to their estimated residual values over periods ranging from 36 weeks to 70 years as summarized below:

Dairy Herd	4 Lactation cycles
Plantations	22 – 70 years
Poultry Flock	36 weeks

**G. Impairment of Non Current Assets**

Non current assets are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable. If any such indication exists and where the carrying values exceed the estimated recoverable amount, which is the higher of an asset's fair value less cost to sell and value in use; the assets are written down to their recoverable amount. Impairment losses are recognized immediately as an expense in the interim consolidated statement of income.

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Non current assets other than intangible assets that suffered impairment are reviewed for possible reversal of impairment at each reporting date. Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but the increased carrying amount should not exceed the carrying amount that would have been determined, had no impairment loss been recognized for the assets in prior years. A reversal of an impairment loss is recognized as income immediately in the interim consolidated statement of income. Impairment losses recognized on intangible assets are not reversed.

**H. Intangible Assets - Goodwill**

Goodwill represents the difference between the cost of businesses acquired and the Group's share in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities at the date of acquisition. Goodwill arising on acquisitions is reviewed for impairment annually or more frequently if events or changes in circumstances indicate that the carrying value may be impaired.

**I. Trade Payable and Accruals**

Liabilities are recognised for amounts to be paid in the future for goods or services received, whether invoiced by the supplier or not.

**J. Zakat and Foreign Income Tax**

Zakat is provided for in accordance with Saudi Department of Zakat and Income Tax ("DZIT") regulations. Income tax for foreign entities is provided for in accordance with the relevant income tax regulations of the countries of incorporation. Adjustments arising from final Zakat and Foreign income tax assessments are recorded in the period in which such assessments are made.

**K. Deferred Tax**

Deferred tax is accounted for in foreign subsidiaries, where applicable using the liability method, on all temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on laws that have been enacted in the respective countries at the reporting date. Deferred tax assets are recognised for all deductible temporary differences and carry-forward of unused tax assets and unused tax losses to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry-forward of unused tax assets and unused tax losses can be utilised. The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

**L. Derivative Financial Instruments and Hedging**

Forward foreign exchange contracts are entered into to hedge exposure to changes in currency rates on purchases and other expenditures of the Group.

Commission rate swap agreements are entered into to hedge the exposure to commission rate changes on the Group's borrowings.

Forward purchase commodity contracts are entered into to hedge exposure to changes in the price of commodities used by the Group.

All hedges are expected to be in the range of 80% – 125% effective and are assessed on an ongoing basis. All hedges are classified as cash flow hedges and effective portion of the fair value gains / losses arising on revaluation of hedging instruments are recognized in directly in equity under other reserves. When the hedging instrument matures or expires any associated gain or loss in other reserves is reclassified to the interim consolidated statement of income, or the underlying asset purchased that was subjected to the hedge.

**M. End of Service Benefits**

End of service benefits are payable to all employees employed under the terms and conditions of the Labour Laws applicable on the Company and its subsidiaries, on termination of their employment contracts. The liability is calculated as the current value of the vested benefits to which the employee is entitled, should the employee leave at the balance sheet date.

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**N. Statutory Reserve**

In accordance with its by-laws and the Regulations for Companies in Kingdom of Saudi Arabia, the Company is required to transfer 10% of its net income for the year to a statutory reserve until such reserve equals 50% of its share capital. This statutory reserve is not available for distribution to shareholders.

**O. Sukuk**

The Group classifies Sukuk issued as financial liabilities or equity, in accordance with the substance of the contractual terms of the Sukuk. Sukuk having fixed maturity dates and fixed dates for payment of profit distribution are classified as a liability.

Sukuk having no fixed maturity date (Perpetual Sukuk) and no fixed date for payment of profit distribution are classified as equity. Distributions thereon are recognized directly in equity under Other reserves.

**P. Treasury Shares**

Own equity instruments that are reacquired (treasury shares), for discharging obligations under the Employee Stock Participation Programme, are recognised at cost and presented as a deduction from equity and are adjusted for any transaction costs, dividends and gains or losses on sale of such shares. No gain or loss is recognised in the interim consolidated statement of income on the purchase, sale, issue or cancellation of the Company's own equity instruments. Any difference between the carrying amount and the consideration, if reissued, is recognised as share premium or discount.

**Q. Share Based Payment Transactions**

Employees of the Group receive remuneration in the form of share based payments under the Employee Stock Participation Program, whereby employees render services as consideration for the option to purchase equity instruments at a predetermined price (equity settled transactions).

The cost of equity settled transactions is recognised, together with a corresponding increase in other reserves, in equity, over the period during which the service conditions are fulfilled. The cumulative expense recognised for equity settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. The interim consolidated statement of income expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in Employee Costs.

When the terms of an equity settled transaction award are modified, the minimum expense recognised is the expense as if the terms had not been modified, if the original terms of the award are met. An additional expense is recognised for any modification that increases the total fair value of the share based payment transaction, or is otherwise beneficial to the employee as measured at the date of the modification.

When equity settled award is terminated, it is treated as if it vested on the date of termination, and any expense not yet recognised for the award is recognised immediately. This includes any award where non vesting conditions within the control of either the entity or the employee are not met. However, if a new award is substituted for the terminated award, and designated as a replacement award on the date that it is granted, the terminated and new awards are treated as if they were a modification of the original award, as described in the previous paragraph.

**R. Conversion of Foreign Currency Transactions**

Foreign currency transactions are converted and booked in Saudi Riyals at standard exchange rates which are periodically set to reflect average market rates or forward rates if the transactions were so covered. At the balance sheet date, assets and liabilities denominated in foreign currencies are converted into SAR at the exchange rates ruling on such date or at the forward purchase rates if so covered. Any resulting exchange variances are charged or credited to the interim consolidated statement of income as appropriate.

The functional currencies of foreign subsidiaries are listed in Note 1. As at the reporting date, the assets and liabilities of these subsidiaries are translated into SAR the functional and presentation currency of the Company, at the rate of exchange ruling at the balance sheet date and their statement of income are translated at the weighted average exchange rates for the year. Components of equity, other than retained earnings, are translated at the rate ruling at the date of occurrence of each component. Translation adjustments in respect of these components of equity are recorded as a separate component of equity.

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**S. Revenue Recognition**

Products are sold principally on a sale or return basis. Revenue is recognised on delivery of products to customers by the Group or its distributors, at which time risk and reward passes, subject to the allowance for expected physical return of expired products. Adjustment to the allowance is made in respect of known actual returns.

Revenue from the sale of wheat guaranteed to be sold to the Government is recognised upon completion of harvest but the profit on any undelivered quantities is deferred until delivered to the Government.

**T. Government Grants**

Government grants are recognized when there is a reasonable assurance that they will be received from the state authority. When the grant relates to a cost item, it is recognized as income over the period necessary to match the grant on a systematic basis to the costs that it is intended to compensate.

**U. Selling, Distribution, General and Administration Expenses**

Selling, Distribution, General and Administration Expenses include direct and indirect costs not specifically part of Cost of Sales as required under accounting standards generally accepted in Kingdom of Saudi Arabia. Allocations between Cost of Sales and Selling, Distribution, General and Administration Expenses, when required, are made on a consistent basis. The Group charges the payments made in respect of long term agreements with customers and distributors to Selling and Distribution Expenses.

**V. Cost Reimbursement**

The reimbursement of cost incurred in respect of the management of Arable Farms is recognised as a deduction under general and administration expenses.

**W. Operating Leases**

Rentals in respect of operating leases are charged to the interim consolidated statement of income over the term of the leases.

**X. Borrowing Costs**

Borrowing costs that are directly attributable to the construction of a qualifying asset are capitalized up to a stage when substantially all the activities necessary to prepare the qualifying asset for its intended use are completed; otherwise, such costs are charged to the interim consolidated statement of income.

**Y. Segmental Reporting**

A segment is a distinguishable component of the Group that is engaged either in selling / providing products or services (a business segment) or in selling / providing products or services within a particular economic environment (a geographic segment), which is subject to risks and rewards that are different from those of other segments.



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**4. BUSINESS COMBINATION ACHIEVED IN STAGES**

On 7 Rabi Al-Awal 1435 A.H. (8 January 2014) the Company completed the acquisition of shares of International Pediatric Nutrition Company ("IPNC") held by Mead Johnson, for an agreed value of SAR 15.0 million. These interim consolidated financial statements include the results of IPNC from 9 January 2014, as the Company effectively obtained control of IPNC from that date. If the combination had taken place at the beginning of the period, the net operating income would have been higher by SAR 0.1 million and the net income of the Group would have been higher by SAR 0.1 million.

After this acquisition, the objective of IPNC remains to address the Infant Nutrition products market opportunity in the GCC and the wider Arab world. The acquisition will provide greater flexibility in the commercialisation process fully leveraging the existing processes and systems. The goodwill resulting from the transaction is driven by the strong market potential in this product category, including the potential to extend the reach and scope of existing products and introduce new products or brands without incurring significant investment, the expertise in marketing of Infant Nutrition products and the expertise to operate a state-of-art Infant Nutrition manufacturing facility.

The re-measurement to fair value of the Group's existing 50% interest in IPNC resulted in a one-time gain of SAR 20.9 million.

The fair value of identifiable assets and liabilities of IPNC as at the date of acquisition were as follows:

	<b>Fair Value on Acquisition at 8 January 2014 SAR'000</b>
<b><u>Goodwill on Acquisition</u></b>	
<b><u>Assets Acquired:</u></b>	
Cash and Cash Equivalents	1,856
Trade Receivables & Prepayments	5,605
Inventories	6,957
	<b>14,418</b>
<b><u>Liabilities Acquired:</u></b>	
Payables and Accruals	5,297
Due to Almarai	20,882
	<b>26,179</b>
Total Acquisition Cost	30,032
Goodwill	<b>41,793</b>
<b><u>Total Acquisition Cost:</u></b>	
Cash Consideration	15,016
Fair Value of Previously Held Equity Interest	15,016
Total	<b>30,032</b>
<b><u>Cash Outflow on Acquisition:</u></b>	
Net Cash Acquired with the Subsidiary	1,856
Cash Paid	(15,016)
Net Cash Outflow	<b>(13,160)</b>

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**5. INVESTMENTS**

The investments in associates, joint ventures and available for sale investments comprise of the following:

			<b>30</b>	<b>31</b>	<b>30</b>
			<b>September</b>	<b>December</b>	<b>September</b>
			<b>2014</b>	<b>2013</b>	<b>2013</b>
			<b>(Unaudited)</b>	<b>(Audited)</b>	<b>(Unaudited)</b>
			<b>SAR '000</b>	<b>SAR '000</b>	<b>SAR '000</b>
<b><u>Investments in Associates and Joint Ventures (Refer note a)</u></b>					
		<b>2014</b>	<b>2013</b>		
United Farmers Holding Company	33.0%	33.0%	129,882	203,950	128,576
Pure Breed Company	21.5%	21.5%	29,324	33,883	35,119
International Pediatric Nutrition Company	100.0%	50.0%	-	13,335	3,365
Almarai Company W.L.L.	50.0%	50.0%	204	204	204
			159,410	251,372	167,264
<b><u>Available for Sale Investments (Refer note b)</u></b>					
		<b>2014</b>	<b>2013</b>		
Mobile Telecommunications Company					
Saudi Arabia - ("Zain")	2.1%	2.1%	243,389	213,539	221,576
Jannat for Agricultural Investment Company	10.0%	10.0%	7,000	7,000	7,000
National Company for Tourism	1.1%	1.1%	4,500	4,500	4,500
National Seeds and Agricultural Services Company	7.0%	7.0%	2,064	2,064	2,064
United Dairy Farms Company	8.3%	8.3%	600	600	600
			257,553	227,703	235,740
			<b>416,963</b>	<b>479,075</b>	<b>403,004</b>

(a) The investment in associates and joint ventures comprises the following:

			<b>30</b>	<b>31</b>	<b>30</b>
			<b>September</b>	<b>December</b>	<b>September</b>
			<b>2014</b>	<b>2013</b>	<b>2013</b>
			<b>(Unaudited)</b>	<b>(Audited)</b>	<b>(Unaudited)</b>
			<b>SAR '000</b>	<b>SAR '000</b>	<b>SAR '000</b>
<b><u>United Farmers Holding Company</u></b>					
Opening Balance			203,950	-	-
Funds Introduced *			-	205,676	134,817
Repayment of loan			(69,168)	-	-
Share of Results for the period			(4,900)	(1,726)	(6,241)
Closing Balance			129,882	203,950	128,576

\* This Included loans amounting to SAR 205.3 million.

<b><u>Pure Breed Company</u></b>					
Opening Balance			33,883	36,886	36,886
Share of Results for the period			(3,309)	(637)	(651)
Distributions			(1,250)	(2,366)	(1,116)
Closing Balance			29,324	33,883	35,119

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	<b>30</b> <b>September</b> <b>2014</b> <b>(Unaudited)</b> <b>SAR '000</b>	<b>31</b> <b>December</b> <b>2013</b> <b>(Audited)</b> <b>SAR '000</b>	<b>30</b> <b>September</b> <b>2013</b> <b>(Unaudited)</b> <b>SAR '000</b>
<b><u>International Pediatric Nutrition Company</u></b>			
Opening Balance	13,335	11,679	11,679
Capital Introduced	-	29,260	10,000
Share of Results for the period	44 *	(27,604)	(18,314)
Re-measurement to Fair Value of Equity Interest			
Already held, net	1,637	-	-
Transfer to Consolidated Subsidiary (Refer note 4)	(15,016)	-	-
Closing Balance	<u>-</u>	<u>13,335</u>	<u>3,365</u>

\* This represents share of results for the eight day period ended 8 January 2014.

<b><u>Almarai Company W.L.L.</u></b>			
Opening Balance	<u>204</u>	<u>204</u>	<u>204</u>
Closing Balance	<u>204</u>	<u>204</u>	<u>204</u>

- (b) The equity investment of 23.0 million shares in Zain is measured at fair value based on quoted market price available on the Saudi Stock Exchange (Tadawul). The fair valuation resulted in unrealised gain of SAR 29.8 million for the nine months ended 30 September 2014. The closing balance of unrealised fair valuation loss was SAR 60.4 million as at 30 September 2014, presented within other reserves in equity. The Company has pledged Zain shares to Banque Saudi Fransi ("BSF") to secure the BSF loan to Zain KSA.

All other available for sale investments are stated at cost less impairment.

**6. TERM LOANS**

	<b>Notes</b>	<b>30 September</b> <b>2014</b> <b>(Unaudited)</b> <b>SAR '000</b>	<b>31 December</b> <b>2013</b> <b>(Audited)</b> <b>SAR '000</b>	<b>30 September</b> <b>2013</b> <b>(Unaudited)</b> <b>SAR '000</b>
Islamic Banking Facilities (Murabaha)	(a)	5,909,708	5,742,422	6,773,677
Saudi Industrial Development Fund	(b)	1,402,134	1,539,800	787,852
Banking Facilities of Foreign Subsidiaries	(c)	284,677	280,266	289,532
Agricultural Development Fund		-	784	2,000
		<u>7,596,519</u>	<u>7,563,272</u>	<u>7,853,061</u>
Sukuk	(d)	<u>2,300,000</u>	<u>2,300,000</u>	<u>2,300,000</u>
		<u>9,896,519</u>	<u>9,863,272</u>	<u>10,153,061</u>
Current Portion of Long Term Loans		1,889,559	1,682,970	1,790,874
Long Term Loans		<u>8,006,960</u>	<u>8,180,302</u>	<u>8,362,187</u>
		<u>9,896,519</u>	<u>9,863,272</u>	<u>10,153,061</u>

- (a) The borrowings through Islamic banking facilities (Murabaha) are secured by promissory notes given by the Group.
- (b) The borrowings of the Group from the Saudi Industrial Development Fund are secured by a mortgage on specific assets amounting to SAR 1,402.1 million as at 30 September 2014 (SAR 1,539.8 million as at 31 December 2013 and SAR 787.9 million as at 30 September 2013).
- (c) These banking facilities represent borrowings of foreign subsidiaries from foreign banking institutions.

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(d) On 14 Rabi Thani 1433 A.H. (7 March 2012), the Company issued its first Sukuk – Series I amounting to SAR 1,000.0 million at a par value of SAR 1.0 million each without discount or premium. The Sukuk issuance bears a return based on SIBOR plus a pre-determined margin payable semi-annually in arrears. The Sukuk is due for maturity at par on its expiry date of 30 Jamad Thani 1440 A.H. (7 March 2019).

On 19 Jamad Awal 1434 A.H. (31 March 2013), the Company issued its second Sukuk - Series II amounting to SAR 787.0 million at a par value of SAR 1.0 million each without discount or premium. The Sukuk issuance bears a return based on SIBOR plus a pre-determined margin payable semi-annually in arrears. The Sukuk is due for maturity at par on its expiry date of 7 Shabaan 1441 A.H. (31 March 2020).

On 19 Jamad Awal 1434 A.H. (31 March 2013), the Company issued its second Sukuk – Series III amounting to SAR 513.0 million at a par value of SAR 1.0 million each without discount or premium. The Sukuk issuance bears a return based on SIBOR plus a pre-determined margin payable semi-annually in arrears. The Sukuk is due for maturity at par on its expiry date of 15 Rajab 1439 A.H. (31 March 2018).

The terms of the Sukuk entitle the Company to commingle its own assets with the Sukuk Assets. Sukuk Assets comprise the sukukholders share in the Mudaraba Assets and the sukukholders interest in the Murabaha Transactions, together with any amounts standing to the credit of the Sukuk Account and the Reserve retained by the Company from the Sukuk Account.

**7. SEGMENT INFORMATION**

The Group's principal business activities involve manufacturing and trading of dairy and juice products under the Almarai, Beyti and Teeba brands, bakery products under the brands L'usine and 7 Days, poultry products under the Alyoum brand, arable and horticultural products as well as other activities. Other activities include Arable, Horticulture and Infant Nutrition. Selected financial information as of 30 September 2014, 31 December 2013 and 30 September 2013 and for the years then ended categorized by these business segments, are as follows:

	<b>Dairy and Juices</b>	<b>Bakery Products</b>	<b>Poultry</b>	<b>Other Activities</b>	<b>Total</b>
	SAR '000	SAR '000	SAR '000	SAR '000	SAR '000
<b>30 September 2014 (Unaudited)</b>					
Sales	7,306,793	1,138,572	735,089	403,231	9,583,685
Third Party Sales	7,276,411	1,138,572	735,089	124,733	9,274,805
Depreciation	(661,550)	(125,098)	(212,528)	(61,112)	(1,060,288)
Income / (loss) before Non Controlling Interest	1,547,119	110,462	(325,316)	(73,638)	1,258,627
Total Assets	14,556,838	1,971,278	5,221,177	2,470,787	24,220,080
<b>31 December 2013 (Audited)</b>					
Sales	8,868,185	1,445,116	792,332	435,103	11,540,736
Third Party Sales	8,835,807	1,445,116	792,332	145,927	11,219,182
Depreciation	(930,050)	(136,709)	(174,578)	(89,283)	(1,330,620)
Income / (loss) before Non Controlling Interest	1,705,293	139,387	(338,626)	(5,682)	1,500,372
Total Assets	13,360,045	2,021,600	4,937,621	2,852,106	23,171,372
<b>30 September 2013 (Unaudited)</b>					
Sales	6,477,478	1,035,148	577,769	322,126	8,412,521
Third Party Sales	6,464,537	1,035,148	577,769	133,553	8,211,007
Depreciation	(689,468)	(100,251)	(110,083)	(67,050)	(966,852)
Income / (loss) before Non Controlling Interest	1,264,287	77,256	(212,269)	(4,330)	1,124,944
Total Assets	13,634,852	2,097,185	4,631,121	2,823,820	23,186,978

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The business activities and operating assets of the Group are mainly concentrated in GCC countries, and selected financial information as at 30 September 2014, 31 December 2013 and 30 September 2013 and for the periods then ended, categorized by these geographic segments is as follows:

	<b>July - September 2014 (Unaudited) SAR '000</b>	<b>July - September 2013 (Unaudited) SAR '000</b>	<b>30 September 2014 (Unaudited) SAR '000</b>	<b>30 September 2013 (Unaudited) SAR '000</b>
<b>Sales</b>				
Saudi Arabia	2,124,096	1,919,019	5,992,840	5,379,016
Other GCC Countries	839,991	735,509	2,427,680	2,079,677
Other Countries	305,278	271,565	854,285	752,314
Total	<u>3,269,365</u>	<u>2,926,093</u>	<u>9,274,805</u>	<u>8,211,007</u>
		<b>30 September 2014 (Unaudited) SAR '000</b>	<b>31 December 2013 (Audited) SAR '000</b>	<b>30 September 2013 (Unaudited) SAR '000</b>
<b>Non - Current Assets</b>				
Saudi Arabia		16,900,361	15,966,171	15,431,876
Other GCC Countries		351,268	329,810	328,764
Other Countries		1,791,093	1,527,146	1,566,849
Total		<u>19,042,722</u>	<u>17,823,127</u>	<u>17,327,489</u>

**8. EARNINGS PER SHARE**

Basic Earnings per Share ("EPS") is calculated by dividing income from main operations and net income, attributable to shareholders for the period by the weighted average number of issued shares of 595.9 million and 596.4 million at 30 September 2014 and 30 September 2013 respectively.

Diluted EPS is calculated by dividing income from main operations and net income, attributable to shareholders for the year by 600.0 million shares which represent the weighted average number of issued shares at 30 September 2014 and 30 September 2013.

Income attributable to shareholders is after excluding profit on Perpetual Sukuk. Weighted average number of shares are retrospectively adjusted to reflect the effect of bonus shares and take account of treasury shares held under the Almarai Employees Stock Participation Program.

**9. DIVIDENDS APPROVED AND PAID**

On 2 Jamad Thani 1435 A.H. (2 April 2014) the Extraordinary General Assembly Meeting approved a dividend of SAR 600.0 million (SAR 1.00 per share) for the year ended 31 December 2013 which was paid on 9 Jamad Thani 1435 A.H. (9 April 2014).

**10. SUBSEQUENT EVENTS**

In the opinion of the management, there have been no significant subsequent events since the period end that would have a material impact on the financial position of the Group as reflected in these interim consolidated financial statements.

**11. BOARD OF DIRECTORS APPROVAL**

These interim consolidated financial statements were approved by the Board of Directors on 11 Dhul Hijjah 1435 A.H. (5 October 2014).