SAUDI PAPER MANUFACTURING CO. (A Saudi Joint Stock Company)

INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR SIX MONTHS PERIOD ENDED JUNE 30, 2013 TOGETHER WITH AUDITORS' REPORT ON THE REVIEW OF INTERIM CONSOLIDTED FINANCIAL STATEMENTS



SAUDI PAPER MANUFACTURING CO. (A Saudi Joint Stock Company)

INTERIM CONSOLIDATED FINANCIAL STATEMENT TOGETHER WITH AUDITORS' REPORT ON THE REVIEW OF INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR SIX MONTHS PERIOD ENDED JUNE 30, 2013

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AUDITORS' REPORT ON THE REVIEW OF INTERIM CONSOLIDATED WALLOWARD COME OF THE CHIEF COMMENT COM

SHAREHOLDERS OF SAUDI PAPER MANUFACTURING CO. (A Saudi Joint Stock Company)

Scope of examination: We have examined the accompanying Interim consolidated balance sheet of SAUDI PAPER MANUFACTURING CO. (A Saudi Joint Stock Company) and its Affiliated Companies (Combined "The Group") as of June 30, 2013 and the related interim consolidated statements of income, interim consolidated cash flows for six months period then ended, and the notes from 1 to 11 which are an integral part of these interim consolidated financial statements which have been prepared by the Company's management and submitted to us together with all the information and explanations which we requested. These interim consolidated financial statements are the responsibility of the Company's management.

Our examination was limited for the Interim consolidated financial statements of SAUDI PAPER MANUFACTURING CO. (A Saudi Joint Stock Company) and was conducted in accordance with the Saudi Organization for Certified Public Accountants standard on interim consolidated financial statements. The limited examination consists principally of analytical procedures applied to financial data and inquiries of the Company's personnel responsible for financial and accounting matters. It is substantially less in scope than an audit 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 interim consolidated financial statements for the six months' period ended June 30, 2013 to be in conformity with generally accepted accounting principles in the Kingdom of Saudi Arabia.

Al Azem & Al Sudairy
Centified Public Accountants

AlAzem & AlSudairy
Certified Public Accountants

Abdullah M. AlAzem License No. 335

1 Ramadan 1434H (July 10, 2013) Al Dammani, Saudi Arabia

(A Saudi Joint Stock Company)

INTERIM CONSOLIDATED BALANCE SHEET (UNAUDITED) AS OF JUNE 30, 2013

(Saudi Riyals)

ASSETS	30/06/2013	30/06/2012
ASSETS		
Current Assets: Cash and bank balances (Note 3c) Accounts receivable, net (Note 3d)	14,345,949 295,043,232	48,384,817 299,658,526
Inventory (Note 3e)	203,285,812	279,360,639
Investments, net (Noté 3f)	35,247,388	35,082,202
Prepayments and other assets	200,660,633	93.325,839
Total current assets	748,583,014	755,812,023
Non - Current Assets:	11 11 21 21 21 21	
Goodwill (Note 3g)	18,114,400	18,114,400
Intangible assets (Note 3h)	10,736,173	10,638,842
Projects under progress	41,402,945	97,808,685
Property and equipment, net (Note 3i)	887,381,171	866,862,154
Total non-current assets	957,634,689	993,424,081
Total assets	1.706,217,703	1,749,236,104
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current Liabilities:		
Short terms bank loans (Note 6a)	439,641,206	329,914,393
Accounts payable	180,420,101	101,594,745
Accrued expenses and other liabilities	14,166,113	19,266,365
Accrued Zakat (Note 3j)	4,538,470	2,584,815
Current portion of long term murabaha loans (Note 6b)	35,584,788	183,381,158
Current portion of SIDF loan (Note 7)	21,629,200	36,200,000
Total current liabilities	695,979,878	672,941,476
Non-Current Liabilities:		
Long term murabaha loans (Note 6b)	222,328,277	261,800,198
SIDF loan (Note 7)	106,670,000	141,870,000
End of Service Benefits (Note 3k)	21,057,983	18.625,446
Total non-current liabilities	350,056,260	422,295,644
Total liabilities	1,046,036,138	1,095,237,120
Shareholders' Equity:		
Paid-up capital (Note 8)	375,000,000	375,000,000
Statutory reserve	64,849,342	54,638,614
Unrealized loss from foreign transaction translate	(15,965)	(1,601,919)
Retained earnings	215,431,236	221,460,743
Shareholders' equity	655,264,613	649,497,438
Non-Controlling interest	4,916,952	4,501,546
Total Shareholders' equity	660,181,565	653,998.984
Total liabilities and shareholders' equity	1,706,217,703	1,749,236,104

The accompanying notes from (1) to (11) are an integral part of these interim consolidated financial statements

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(A Saudi Joint Stock Company)

INTERIM CONSOLIDATED STATEMENT OF INCOME (UNAUDITED)

FOR THE PERIOD ENDED JUNE 30, 2013

(Saudi Riyals)

	For the three months ended		For the six mont From 01/01/2013		
	From 01/04/2013 To 30/06/2013	From 01/04/2012 To 30/06/2012	To 30/06/2013	To 30/06/2012	
Sales (Note 3L)	212,773,171	204,510,260	419,446,465	416,563,074	
Costs of sales (Note 3m)	(158,286,837)	(145,144,320)	(328,700,554)	(300,053,002)	
Gross operation profit	54,486,334	59,365,940	90,745,911	116,510,072	
Marketing expenses (Note 3m)	(18,709,362)	(17,977,149)	(33,534,426)	(35,395,940)	
General and administrative expenses (Note 3m	(8,676,929)	(10.824,395)	(24,055,397)	(20,998,134)	
Net profit from the main operation	27,100,043	30,564,396	33,156,088	60,115,998	
Finance charges	(5,334,198)	(4,817,793)	(12,112,392)	(9,151,371)	
Other (expenses) income	(11,112,959)	1,379,915	(9,299,322)	2,524,341	
Net profit for the period before Zakat and Non-Controlling interest	10,652,886	27,126,518	11,744,374	53,488,968	
Accrued Zakat for the period (Note 3j)	(1,206,681)	(714,594)	(1,528,745)	(1.532,485)	
Net profit for the period before Non-Controlling interest	9,446,205	26,411,924	10,215,629	_51,956.483	
Non-Controlling interest shares in nct profit	(111,529)	(123,341)	(187,147)	(251,941)	
Net profit for the period	<u>9,334,676</u>	26,288,583	10.028.482	51,704,542	
Net profit for the period per share (Note	9) 0.25	0.70	0.27	1.38	

The accompanying notes from (1) to (11) are an integral part of these interim consolidated financial statements

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(A Saudi Joint Stock Company)

INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED) FOR THE PERIOD ENDED JUNE 30, 2013

(Saudi Riyals)

	From 1/1/2013 To 30/06/2013	From 1/1/2012 To30/06/2012
Cash Flows from Operating Activities: Net profit for the period	10,028,482	51,704,542
Adjustments to reconcile net profit to net cash provided by operating activities:		
Depreciation and amortization for the period	24,023,058	24,262,445
Provision for doubtful receivables	1,650,000	950,000
End of Service Benefits	1,752,341	1,154,820
Provision for slow moving inventory	11,192,049	2,702,000
Zakat provision for the period	1,528,745	1,532,484
Changes in assets and liabilities:		
Accounts receivable	(11,903,655)	(27,466,034)
Inventory	26,445,206	4,836,476
Prepayments and other assets	(9,901,949)	(5,197,800)
Accounts payable	45,931,420	19,839,678
Accrued expenses and other liabilities	10,686,183	4,897,153
Zakat paid during the period	(2,076,720)	(3,148,442)
End of Service Benefits paid during the period	(694,722)	(1.303.008)
Net cash provided by operating activities	108,660,438	74,764,314
Cash Flows from Investing Activities: Purchase of property and equipment and Projects under progress	_(8,058,341)	(36.025.432)
Net cash used in investing activities	(8,058,341)	(36.025,432)
Cash Flows from Financing Activities:		
Net change in SIDF loan	(36,400,000)	(13,500,000)
Net change in loans	(116,731,615)	8,955,634
Dividend distribution	(56,250,000)	(52,500.000)
Net cash used in financing activities	(209,381,615)	(57,044,366)
Net (decrease) increase in cash and bank balances	(108,779,518)	(18,305,484)
Cash and bank balances at beginning of the period	123,125,467	66.690,301
Cash and bank balances at end of the period	14.345.949	48,384,817
Non-cash item: Unrealized loss from foreign transaction translate	506,792	533,851

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The accompanying notes from (1) to (11) are an integral part of these interim consolidated financial statements

(A Saudi Joint Stock Company)

NOTES TO INTERIM CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) FOR THE PERIOD ENDED JUNE 30, 2012

(Saudi Riyals)

1. THE COMPANY, ITS SUBSIDIARIES AND PRINCIPAL ACTIVITIES

Saudi Paper Manufacturing Co. is a Saudi Joint Stock Company founded according to the decree No. 106 dated 03/03/1408H (corresponding to 25/10/1987) as a limited liability company based on Companies regulation in the Kingdom of Saudi Arabia under the commercial registration No. 2050028141 issued in Dammam dated 10/01/1415H (corresponding to 18/06/1994). The Company has been converted to A Saudi Joint Stock Company based on the Ministry of Commerce and Industry license to convert the legal format to the Company's and according to the decree No. 635 issued by the Ministry of Commerce and Industry dated 12/03/1427H (corresponding to 11/04/2006), accordingly Commercial Registration has been amendment to the Company.

The principal activities of the Company and its affiliates are manufacturing of tissue paper rolls and converting tissue rolls into facial, kitchen and toilet tissue papers. Also main activities include collecting, sorting, and pressing waste papers.

Company's Head Office located in the following address:

Saudi Paper Manufacturing Co., Industrial City # 2, Al Dammam - Saudi Arabia.

The accompanying interim consolidated financial statements for the six months ended June 30, 2013, 2012 comprise the Company's accounts and it's Subsidiaries Companies as a direct and indirect investments in the following Subsidiary Companies which are owning and controlling by the Company (Collectively known as the Group):

Affiliated Companies		The percentage of ownership (%) as of		Country of incorporation
		30/06/2013	31/12/2012	
•	Saudi Recycling Company	100%	100%	Saudi Arabia
•	Saudi Paper Converting Company	100%	100%	Saudi Arabia
•	Al Madar Paper Trading (Al Madar)	100%	100%	U.A.E
	Saudi Investment & Industrial Dev. Co.	100%	100%	Saudi Arabia
•	Al Madar Paper Trading (Al Madar)	100%	100%	Morocco
•	Al Madar Paper Recycling (Al Madar)	100%	100%	Bahrain
	Al Madar Paper Trading (Al Madar)	100%	100%	Jordan
•	Al Madar Paper	100%	100%	Algeria
	Al-Juthoor Paper Tissue Manufacturing Plant	85%	85%	Kuwait
•	Morocco Paper Converting Co.	100%	100%	Morocco
•	Premier Paper Converting Company	100%	100%	Turkey

When preparing the accompanying interim consolidated financial statements, all affiliate balances and transaction were settled between the Company and them and between Subsidiary companies. And any gain or loss resulted from this transaction were settled between the Company and it's Subsidiaries.

2. BASIS OF PREPARATION

The accompanying interim consolidated financial statements have been prepared on the basis of historical cost in accordance with the accrual base, and prepared in accordance with generally accepted accounting principles issued by Saudi Organization for Certified Public Accountants – SOCPA.

The accompanying interim consolidated financial statements have been prepared based on the interim financial report standard issued by Saudi Organization for Certified Public Accountants – SOCPA and on the basis of the periods integration where is each period consider as a part of financial year. Accordingly the revenue and gain, expenses, loss for the period were recorded in the period.

Items appear in the interim consolidated financial statements for the group in Saudi Riyals which is the functional currency and disclosure of the group.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The following is a summary of the Company's significant accounting policies:

a) Consolidation base --

The accompanying interim consolidated financial statements comprise the Company financial statement and it's Subsidiaries as mention in the Note (1). Subsidiaries are those entity controlled by the group. Control available when the company's ability to control the financial and operating policies of the entity so as to obtain benefits from its activities. To estimate control the potential voting rights that are currently practiced taken in the consideration. Financial statements for the Subsidiaries be included in the consolidated financial statements from the date that control commences until the date of stoppage.

All Subsidiaries balances and transaction were settled between the Company and it's Affiliates and between Subsidiary companies when preparing the accompanying interim consolidated financial statements, and any gain or loss resulted from internal transactions in the group were settled when preparing the accompanying interim consolidated financial statements.

b) Use of estimates --

The preparation of interim consolidated financial statements in accordance with the accepted principles requires the use of estimates and assumptions that may affect the value of restricted assets and liabilities, and disclosure of potential assets and liabilities in the date of the interim financial statements, and the value of revenue and expenses were disclosure to the period of the financial statements preparation. Although these estimates and judgments are based on management's best knowledge and events available to the management in the date of the accompanying interim consolidated financial statements. It is possible that actual final results differ from these estimates.

These estimates and assumptions are reviewed on a continual basis and effects resulting from these accounting changes will be disclosed in the year and future period which are affected by it.

c) Cash and cash equivalents --

Cash at banks comprised of the bank balances and bank deposits convertible into cash and which have specific dates within three months or less from the date of purchase.

d) Trade Receivable ---

Trade receivable balance appear in the interim financial statement in the original invoices amount after deduction of doubtful provision against any amount inapplicable to being collected. An estimate for the doubtful receivable is done when the company cannot collect the balances and write-off doubtful receivable when it incurs and approved by board of directors.

e) Inventory --

Inventories are stated at the lower of cost or estimated net realizable value. Costs of raw materials are calculated by using the weighted average method; the expenses incurred in acquiring the inventories include cost of production or recycling and other cost incurred to deliver inventory to the site in its current state. In the case of the finished goods and under progress costs include an appropriate share of the other production expenses based on normal operating capacity. Net realizable value is the estimated selling price in the ordinary course of business after deducting the estimated costs of completion and selling expenses. Appropriate provisions are made for obsolete and slow moving inventories, if any.

f) Investments --

Investments in subsidiaries: Investments in subsidiary companies represent shares in companies owned by the company in different percentages; when the percentage doesn't exceeds 20%, investments are shown at cost. When the percentage ranges between 20% to 50%, investments are accounted for, using the equity methods, whereas investment accounted for, using the consolidation methods, when the percentage exceeds 50%.

Investments in securities held for trading: Investments in securities held for trading are reported in the accompanying interim consolidated financial statements at market value. Realized gains or losses on sale of these investments are reported in the interim consolidated statement of income.

Investments in securities available for sale: Investments in securities available for sale are reported in the accompanying interim consolidated financial statements at fair value. Realized gains or losses on sale are recorded in the interim consolidated statement of income, and unrealized gains or losses are reported in the consolidated statement of equity section.

g) Goodwill --

Goodwill represents the excess of the cost of investments at fair value on the acquisition of the net assets acquired in business combination. Goodwill is assessed annually to determine the amount of impairment and are recorded at cost less impairment losses. No impairment loss is reversed after it is recorded. Gains or losses on the disposal entity include book value of goodwill relating to the entity sold.

If the cost of the investment, which was acquired less than fair value at the date of acquisition, this is the difference settled by reducing the fair values of non-current assets of the Company acquired in proportion with it's book value.

h) Intangible assets --

Intangible assets include assessment fees for loans the Saudi Industrial Development Fund – SIDF and amortized over the life of the loan. Amortization is the inclusion into projects under construction account until the project is completed. Value remaining after completion of the project is recorded on the income statement over the remaining term of the loan.

i) Property, plant and equipment --

Property, plant and equipment are stated at cost less accumulated depreciation and impairment loss, cost include expenses directly attributable to the acquisition of the assets. Finance charges are capitalized on loans used to finance the construction of assets during the period required to complete the assets prepared for the purpose of use. Subsequent expenditure is capitalized only when it increases the future economic benefits under full Property and equipment items. Repair and maintenance expenses are recorded which don't substantially increase the useful life of the asset within the expenses in the income statement. Depreciation is recorded on the income statement using the straight-line method over the estimated useful life of the asset. Estimated useful lives of the principal of these assets for the current year and the years of comparison are as follows:

Buildings	20-33 years
Machinery and equipments	10-25 years
Furniture and office equipments	5-15 years
Motor vehicles	4-5 years

i) Zakat -

Zakat is an obligation payable by the Company. Estimated Zakat is provided for in the accompanying consolidated financial statements and charged to the interim consolidated statement of income, in accordance with Zakat standard issued by the Saudi Organization for Certified Public Accountants. Any differences between Zakat provision and final settlement at the end of the year are settled. The affiliates company operating outside the Kingdom of Saudi Arabia is subject to the tax regulation of the countries in which they operate.

k) End of service benefits --

Benefits payable to the employees at the end of their services are provided in accordance with the guidelines set by the Saudi Arabian Labor Law, which represent accrued amount recorded in the income statement. These benefits are calculated on the basis of the present value of the benefits which the employee is entitled in the case of leaving work on the date of the interim consolidated financial statements.

1) Revenue recognition --

Revenue is recognized from sales when delivery or shipping of goods to customers and recorded net after a trade and quantity discount deduction. Revenue from services is recognized when they are submitted and other income is recognized when earned.

m) Expenses -

Selling and distribution expenses represent expenses resulting from the company's activities in the functions of sales, marketing and distribution. All other expenses other than direct costs and finance charge of funding are classified as general and administrative expenses. Common expenses are distributed between cost of sales, selling and marketing expenses and general and administrative expenses, if necessary, on a regular basis.

n) Pre-operating expenses --

Pre-operating expenses include all expenses incurred during the pre-operating stage and have the future economic benefits. Such expenses are amortized using the straight-line method over the estimated period of benefit.

o) Impairment of assets --

Property and equipment and the other non-current assets book value are reviewed for impairment to make sure there is no evidence of a loss as a result of a decline in value when events or changes in circumstances indicate that the book value is not recoverable. Loss recorded resulting from the decline in value (if any), which represents the increase in the book value of the recoverable amount. The recoverable amount is the fair value after deduction of selling expenses or value of the asset when in use, whichever is greater. For the purpose of evaluating the decline in the value of assets, assets are grouped to the lowest level so that they can determine the cash flows for each unit separately. Loss recorded resulting from the decrease in the book value (if any) on the interim consolidated statement of income.

p) Operating lease --

All amounts paid under operating leases are recognized in the income statement on a straight-line basis over the period of the contract leases. Received lease incentives are recognized as an integral part of the total lease expenses over the period of the lease.

q) Translation of foreign currencies --

Transactions that are being converted foreign currencies are translated to the functional currency of the group based on the conversion rates prevailing at the dates of the transactions. The monetary assets and liabilities in foreign currencies are translated to reflect the equivalent of the Group's main currency at the exchange rates prevailing at the consolidated balance sheet. Differences arising on translation of foreign currency are recorded in the interim consolidated statement of income for the current period.

The Company keep it's books and accounting records in Saudi Riyals. Assets and liabilities for the foreign subsidiaries are translated to the Saudi Riyal at the rate of exchange prevailing at the consolidated balance sheet. Equity items for the foreign affiliates transfer to the Saudi Riyal, except retained carnings, at the rate of exchange prevailing when each item appear. While income statement items for the foreign subsidiaries are translated to the Saudi Riyal on the basis of the weighted average conversion rates during the period. Adjustments arising on transfer of financial statements of foreign affiliates to the Saudi Riyal is recorded in the separate component of equity attributable to shareholders of the Company in the consolidated financial statements.

r) Segment reporting --

Segment information is presented in respect of the group's business and geographical segments. The group's primary format for segment reporting is based on business segments. The business segments are determined based on the company's management and internal reporting structure.

s) Dividend Distribution --

Dividend distribution for the period are recorded as a liabilities in the period in which it was approved by the Board of Directors. Also final Dividend distribution are recorded in the year that is approved by the General Assembly of Shareholders.

4. ADJUSTMENTS RELATED TO THE PERIOD

The company's management has prepared all the adjustments needed to fairly present The interim consolidated financial position and the results of its operations, however the results of its operations may or may not reflect of the actual results of the audited yearly financial statement.

5. DIVIDEND DISTRIBUTION

The Common General Assembly meeting for shareholders which was held during the first quarter of 2013 had approved the Board of Directors recommendation to distribute dividends for 2012 amounting to SAR 1.5 per share; as approved by the Board of Directors resolution No. (4/28/2012).

6. BANKS LOAN

a) Short term loans:

Short term loans represent amount outstanding under short term loan facilities with certain commercial banks to finance the working capital requirement of the Company. These facilities have been taken at different rates of SIBOR plus a margin and are collateralized by promissory notes signed by Management.

b) Long term loans:

The Long term Murabaha loans have been obtained from local banks, which are secured by promissory notes signed by Management of the Company. All bank borrowings bear commission at agreed commercial rates, The facility agreement with the banks contain covenants which require that certain financial ratios be maintained.

Presented at June 30 in the interim consolidated balance sheet as follows:

4 200 200 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	2013	2012
Current portion shown under current liabilities	35,584,788	183,381,158
Non-current portion shown under non-current liabilities	222,328,277	261,800,198
	257,913,065	445,181,356

7. SIDF LOAN

The loan from the Saudi Industrial Development Fund – ("SIDF") was obtained to finance the expansion of the Manufacturing facilities. The loan is secured by a mortgage on the Company's fixed assets. The loan agreement contains covenants which, among other things, require certain financial ratios to be maintained.

Based on the repayment schedule, the outstanding SIDF loan balance at June 30 is calculated in the interim consolidated balance sheet as follows:

	2013	2012
Current portion shown under current liabilities	21,629,200	36,200,000
Non-current portion shown under non-current liabilities	106,670,000	141,870,000
	128,299,200	178,070,000

8. CAPITAL

Capital consists of SAR 375,000,000 fully paid, divided into 37,500,000 shares, each worth SAR 10.

According to the decision issued by unordinary general assembly of the Company dated 10/05/143311 corresponding to 02/04/2012 for Capital increase from SAR 300 million to SAR 375 million by grant free shares (One share for each four shares) and capital increase SAR 75 million have been recorded from retained earnings account.

9. NET PROFIT PER SHARE

The earnings per share were calculated for the six months period ended June 30, 2013, 2012 by dividing the net profit for the periods by the number of ordinary shares during those periods amounted to 37.5 million shares.

10. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Financial instruments carried on the interim consolidated balance sheet principally include cash and cash equivalents, trade and other accounts receivable, investments, short term borrowings, trade payables, other liabilities, and long term debt.

- Credit risk: is the risk that one party will fail to discharge an obligation and will cause the other party to incur a financial loss. The Group has no significant concentration of credit risks. Cash and cash equivalents are placed with national and international banks with sound credit ratings. Trade and other accounts receivable are mainly due from local customers and related parties and are stated at their estimated realizable values.
- Liquidity risk: is the risk that the Company will encounter difficulties in raising funds to meet commitments associated with financial instruments. Liquidity risk may result from an inability to sell financial assets quickly at an amount close to its fair value. The Group manages its liquidity risk by ensuring that the necessary funds are available when needed.
- Currency risk: is the risk that the value of financial instruments will fluctuate due to change in
 forcign exchange rates. The transactions of the Group are principally in Saudi Riyals and US
 Dollars. Management keeps monitoring the associated currency risk which is mostly not material.
- Fair value: is the amount for which an asset could be exchanged, or a liability settled between knowledgeable willing parties in a arm's length transaction. As the Company's interim financial statements are prepared under the historical cost convention, differences can arise between book value and fair value estimates. Management believes that the fair values of the Company's financial assets and liabilities are not materially different from their carrying values.

11. APPROVAL OF INTERIM CONSOLIDATED FINANCIAL STATEMENTS

These interim consolidated financial statements have been approved by the Board of Directors on 14 July 2013.