HERFY FOOD SERVICES COMPANY (A Saudi Joint Stock Company)

INTERIM FINANCIAL STATEMENTS (Unaudited)
FOR THE THREE-MONTH AND NINE-MONTH PERIODS
ENDED SEPTEMBER 30, 2012 AND INDEPENDENT
ACCOUNTANTS' LIMITED REVIEW REPORT

HERFY FOOD SERVICES COMPANY (A Saudi Joint Stock Company) INTERIM FINANCIAL STATEMENTS (Unaudited) FOR THE THREE-MONTH AND NINE-MONTH PERIODS ENDED SEPTEMBER 30, 2012

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INDEPENDENT ACCOUNTANTS' LIMITED REVIEW REPORT

October 16, 2012

To the Shareholders of Herfy Food Services Company: (A Saudi Joint Stock Company)

Scope of review

We have reviewed the accompanying interim balance sheet of Herfy Food Services Company (a Saudi Joint Stock Company) (the "Company") as of September 30, 2012 and the related interim statements of income for the three-month and nine-month periods ended September 30, 2012 and the interim statement of cash flows for the nine-month period ended September 30, 2012 including the related notes which form an integral part of these interim financial statements. These interim financial statements are the responsibility of the Company's management.

We conducted our limited review in accordance with the standard of review of interim financial reporting issued by the Saudi Organization for Certified Public Accountants. 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. The scope of the limited review is substantially less than an audit conducted in accordance with auditing standards generally accepted in Saudi Arabia, 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 financial statements of the Company for them to be in conformity with accounting principles generally accepted in Saudi Arabia appropriate to the circumstances of the Company.

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HERFY FOOD SERVICES COMPANY (A Saudi Joint Stock Company) Interim balance sheet (All amounts in Saudi Riyals unless otherwise stated)

		September 30,		
	Note	2012	2011	
		(Unaudited)	(Unaudited)	
Assets				
Current assets				
Cash and cash equivalents		38,478,051	29,404,648	
Accounts receivable		20,554,229	25,192,968	
Inventories		68,796,486	59,803,664	
Prepayments and other receivables	_	62,631,001	49,530,815	
	_	190,459,767	163,932,095	
Non-current assets				
Investment properties		4,000,000	4,000,000	
Deferred charges		411,370	543,842	
Property, plant and equipment	_	453,264,460	360,477,390	
		457,675,830	365,021,232	
Total assets	_	648,135,597	528,953,327	
Liabilities				
Current liabilities				
Current maturity of long-term borrowings		15,866,666	8,379,000	
Accounts payable		46,460,816	36,007,760	
Accrued and other liabilities		45,211,740	36,486,115	
Zakat payable	_	3,300,000	2,860,603	
	_	110,839,222	83,733,478	
Non-current liabilities				
Long-term borrowings		28,682,001	15,375,000	
Employee termination benefits	_	36,016,547	30,539,244	
	_	64,698,548	45,914,244	
Total liabilities		175,537,770	129,647,722	
Total habilities	_	170,007,770	120,047,722	
Shareholders' equity				
Share capital	1	300,000,000	300,000,000	
Statutory reserve		52,340,718	24,446,449	
Retained earnings		120,257,109	74,859,156	
Total shareholders' equity		472,597,827	399,305,605	
	_			
Total liabilities and shareholders' equity	_	648,135,597	528,953,327	
Contingencies and commitments	6			
Contingencies and commitments	O			

The notes on pages 5 to 10 form an integral part of these interim financial statements.

HERFY FOOD SERVICES COMPANY (A Saudi Joint Stock Company) Interim income statement (All amounts in Saudi Riyals unless otherwise stated)

		Three-month period		Nine-month period		
		ended September 30,		ended September 30,		
	Note	2012	2011	2012	2011	
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	
Sales		203,042,724	172,520,855	620,304,145	520,238,066	
Cost of sales		(141,763,942)	(120,456,840)	(426,829,869)	(356,279,756)	
Gross profit		61,278,782	52,064,015	193,474,276	163,958,310	
Operating expenses						
Selling and marketing		(7,603,103)	(7,658,256)	(24,227,082)	(24,877,684)	
General and administrative		(10,375,456)	(8,822,732)	(34,059,152)	(28,718,907)	
Management fees		(1,308,816)	(1,065,852)	(4,084,648)	(3,289,705)	
Income from operations		41,991,407	34,517,175	131,103,394	10 7 ,072,01 4	
Other income (expenses)						
Financial charges		(200,564)	(111,655)	(570,292)	(365,607)	
Other - net		1,690,680	957,056	5,059,643	2,360,727	
Income before zakat		43,481,523	35,362,576	135,592,745	109,067,13 4	
Zakat		(1,100,000)	(900,000)	(3,300,000)	(2,700,000)	
Net income for the period		42,381,523	34,462,576	132,292,745	106,367,134	
Earnings per share:	5					
Operating income		1.40	1.15	4.37	3.57	
Non-operating income (loss)		0.01		0.04	(0.02)	
 Net income for the period 		1.41	1.15	4.41	3.55	

The notes on pages 5 to 10 form an integral part of these interim financial statements.

HERFY FOOD SERVICES COMPANY (A Saudi Joint Stock Company) Interim cash flow statement (All amounts in Saudi Riyals unless otherwise stated)

	For the nine-month period ended September 30		
	2012	2011	
	(Unaudited)	(Unaudited)	
Cash flow from operating activities			
Net income for the period	132,292,745	106,367,134	
Adjustments for non-cash items			
Depreciation	33,427,079	29,370,707	
Provision for slow moving inventory	100,000	-	
Amortization	97,589	154,785	
Provision for doubtful debts	22,461	150,000	
Gain on sale of property, plant and equipment	(764,895)	(338,709)	
Changes in working capital			
Accounts receivable	(167,762)	(1,225,196)	
Inventories	(3,734,953)	(11,628,382)	
Prepayments and other receivables	(5,290,482)	1,276,199	
Accounts payable	10,841,490	10,625,834	
Accrued and other liabilities	8,135,654	6,680,199	
Zakat payable	(460,603)	(589,397)	
Employee termination benefits	6,389,400	4,422,856	
Net cash generated from operating activities	180,887,723	145,266,030	
Cash flow from investing activities			
Purchase of property and equipment	(105,820,680)	(69,694,967)	
Proceeds from sale of property and equipment	1,729,683	1,248,123	
Net cash utilized in investing activities	(104,090,997)	(68,446,844)	
Cash flow from financing activities			
Proceeds from long-term borrowings	12,007,000	-	
Repayments of long-term borrowings	(8,712,333)	(10,100,000)	
Dividends paid	(99,283,332)	(87,300,000)	
Net cash utilized in financing activities	(95,988,665)	(97,400,000)	
Net decrease in cash and cash equivalents	(19,191,939)	(20,580,814)	
Cash and cash equivalents at beginning of period	57,669,990	49,985,462	
Cash and cash equivalents at end of period	38,478,051	29,404,648	
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Supplemental schedule of non-cash information			
Transfer from retained earnings to share capital		30,000,000	

The notes on pages 5 to 10 form an integral part of these interim financial statements.

HERFY FOOD SERVICES COMPANY
(A Saudi Joint Stock Company)
Notes to the interim financial statements
For the three-month and nine-month periods ended September 30, 2012 (Unaudited)
(All amounts in Saudi Riyals unless otherwise stated)

1 General information

Herfy Food Services Company (the "Company") is principally engaged in establishing and operating restaurants, providing companies and others with cooked meals, production and sale of bakery and pastry products, the sale and purchase of lands for the purpose of constructing buildings and own, use, maintain and lease stores and food store fridges.

The Company is a joint stock company registered in the Kingdom of Saudi Arabia under commercial registration number 1010037702 issued in Riyadh on Jumad-ul-Awal 4, 1401H (March 9, 1981). The registered address of the Company is at Al Moroug District, P.O. Box 86958, Riyadh 11632, Kingdom of Saudi Arabia.

At September 30, 2012, the total number of restaurants owned and leased by the Company were 20 and 174, respectively (2011 - 20 owned and 163 leased), operating in the Kingdom of Saudi Arabia under the trademark of "HERFY". The Company also operates bakeries and bakery shops ("Bakeries").

During 2003, the Company established a factory in Riyadh for the production of sweets, pastries, cakes, bread and rusks ("Rusk Factory"), which operates under commercial registration number 1010179007 issued on Jumad-ul-Awal 11, 1423H (July 20, 2002) and in accordance with industrial license number 1225/S issued on Dhul-Qada 6, 1422H (January 19, 2002). The Rusk Factory commenced production in April 2003.

During 2005, the Company established a meat factory in Riyadh ("Meat Factory"), which operates under commercial registration number 1010200515 issued on Jumad-ul-Thani 16, 1425H (August 2, 2004) and in accordance with industrial license number 249/S issued on Safar 16, 1422H (May 9, 2001). The Meat Factory commenced production in October 2005.

The accompanying financial statements include the accounts of the Company's head office and aforementioned restaurants, bakeries, shops and factories.

On January 17, 2010, the Company completed an initial public offering in the Saudi Capital Market ("Tadawul") of 30% of its share capital. The shares were listed on Tadawul on February 2, 2010. The related legal formalities to update the Articles of Association were completed during the year ended December 31, 2010.

In an extra-ordinary general assembly meeting held on August 1, 2011, the shareholders resolved to increase the share capital of the Company from Saudi Riyals 270 million to Saudi Riyals 300 million. Such increase in share capital of Saudi Riyals 30 million was effected by transferring Saudi Riyals 30 million from retained earnings to share capital. Accordingly, the number of shares has increased from 27 million to 30 million shares with a par value of Saudi Riyals 10 each. The legal formalities for such changes were completed during the year ended December 31, 2011.

The share capital of the Company as of September 30, 2012 comprised of 30 million shares stated at Saudi Riyals 10 each per share.

These interim financial statements were authorized for issue by the Company's Board of Directors on October 16, 2012.

2 Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all periods presented, unless otherwise stated.

2.1 Basis of preparation

The accompanying financial statements have been prepared under the historical cost convention on the accrual basis of accounting and in compliance with the accounting standards promulgated by the Saudi Organization for Certified Public Accountants ("SOCPA"). These interim financial statements should be read in conjunction with the annual audited financial statements for the year ended December 31, 2011.

HERFY FOOD SERVICES COMPANY
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(All amounts in Saudi Riyals unless otherwise stated)

The interim financial statements have been prepared in accordance with SOCPA's standard of Interim Financial Reporting, on the basis of integrated periods, which views each interim period as an integral part of the financial year. Accordingly, revenues, gains, expenses and losses of the period are recognized during the period. The accompanying interim financial statements include all adjustments, comprising mainly of normal recurring accruals, considered necessary by the management to present fair statements of financial position, results of operations and cash flows. The results of operations for the interim period may not represent a proper indication of the annual results of operations.

2.2 Critical accounting estimates and judgments

The preparation of financial statements in conformity with generally accepted accounting principles requires the use of certain critical estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The Company makes estimates and assumptions concerning the future which, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year include the following:

(a) Provision for doubtful debts

A provision for impairment of accounts receivables is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of the receivables. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganization, and default or delinquency in payments (more than 360 days overdue) are considered indicators that the account receivable is impaired. For significant individual amounts, assessment is made on an individual basis. Amounts which are not individually significant, but are overdue, are assessed collectively and a provision is recognized considering the length of time considering the past recovery rates.

2.3 Investment property

Property held for long-term rental yields or for capital appreciation or both, which is not occupied by the Company, is classified as investment property. Investment property is stated at historical cost. Historical cost includes expenditure that is directly attributable to the acquisition of the assets. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the asset will flow to the Company and the cost of the asset can be measured reliably. All other repairs and maintenance costs are charged to the income statement during the financial period in which they are incurred. The assets' useful lives are reviewed, and adjusted if appropriate, at each balance sheet date. Gains and losses on disposals, if any, are determined by comparing the proceeds with the carrying amount and are recognized in the income statement. At September 30, 2012 and 2011, the investment property recorded by the Company comprises one land parcel which is not subject to depreciation.

2.4 Segment reporting

(a) Business segment

A business segment is a group of assets and operations:

- engaged in revenue producing activities;
- (ii) results of its operations are continuously analyzed by management in order to make decisions related to resource allocation and performance assessment; and
- (iii) financial information is separately available.

(b) Geographical segment

A geographical segment is a group of assets and operations engaged in revenue producing activities within a particular economic environment that are subject to risks and returns different from those operating in other economic environments.

HERFY FOOD SERVICES COMPANY

(A Saudi Joint Stock Company)

Notes to the interim financial statements

For the three-month and nine-month periods ended September 30, 2012 (Unaudited)

(All amounts in Saudi Riyals unless otherwise stated)

2.5 Foreign currency translations

(a) Reporting currency

The financial statements of the Company are presented in Saudi Riyals which is the reporting currency of the Company.

(b) Transactions and balances

Foreign currency transactions are translated into Saudi Riyals using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at the period-end exchange rates of monetary assets and liabilities denominated in foreign currencies, which were not significant for the nine-month periods ended September 30, 2012 and 2011, are recognized in the income statement.

2.6 Cash and cash equivalents

Cash and cash equivalents include cash in hand and with banks and other short-term highly liquid investments with maturities of three months or less from the purchase date, if any.

2.7 Accounts receivable

Accounts receivable are carried at original invoice amount less provision for doubtful debts. A provision for doubtful debts is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of the receivables. Such provisions are charged to the income statement and reported under "selling and marketing expenses". When an account receivable is uncollectible, it is written-off against the provision for doubtful debts. Any subsequent recoveries of amounts previously written-off are credited against "selling and marketing expenses" in the income statement.

2.8 Inventories

Inventories are carried at the lower of cost and net realizable value. Cost is determined using the weighted average method. The cost of finished products include the cost of raw materials, labor and production overheads

Net realizable value is the estimated selling price in the ordinary course of business, less the costs of completion and selling expenses.

2.9 Property, plant and equipment

Property, plant and equipment are carried at cost less accumulated depreciation except construction in progress which is carried at cost. Land is not depreciated. Depreciation is charged to the income statement, using the straight-line method to allocate the costs of the related assets to their residual values over the following estimated useful lives:

		Number of years
•	Buildings	20
•	Machinery and equipment	4 - 10
•	Furniture and office equipment	3 - 7
•	Motor vehicles	5
•	Premises improvements	3 - 7

Premises improvement costs mainly consist of pre-operating costs incurred on newly established restaurants, and rent expenses for leased premises during the pre-operating phase, which are being amortized on the straight-line basis over a period of three to seven years starting from the date of commercial operation of the respective restaurant.

Gains and losses on disposals are determined by comparing proceeds with carrying amounts and are included in the income statement.

HERFY FOOD SERVICES COMPANY
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(All amounts in Saudi Riyals unless otherwise stated)

Maintenance and normal repairs which do not materially extend the estimated useful life of an asset are charged to the income statement as and when incurred. Major renewals and improvements, if any, are capitalized and the assets so replaced are retired.

2.10 Deferred charges

Costs that are not of benefit beyond the current period are charged to the income statement, while costs that will benefit future periods are capitalized. Deferred charges include certain indirect construction costs which are amortized over periods which do not exceed five years. Deferred charges also include loan approval fees and related costs on a loan from Saudi Industrial Development Fund ("SIDF"). Such charges are amortized over a period of five years.

2.11 Impairment of non-current assets

Non-current assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the carrying amount of the asset exceeds its recoverable amount which is the higher of an asset's fair value less cost to sell and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). 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 or cash-generating unit 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 or cash-generating unit in prior years. A reversal of an impairment loss is recognized as income immediately in the income statement. Impairment losses recognized on intangible assets are not reversible.

2.12 Borrowings

Borrowings are recognized equivalent to the proceeds received, net of transaction costs incurred. Borrowing costs that are directly attributable to the acquisition, construction or production of qualifying assets are capitalized as part of those assets. Other borrowing costs are charged to the income statement.

2.13 Accounts payable and accruals

Liabilities are recognized for amounts to be paid for goods and services received, whether or not billed to the Company.

2.14 Provisions

Provisions are recognized, when the Company has a present legal or constructive obligation as a result of a past event, it is probable that an outflow of resources will be required to settle the obligation, and the amount can be reliably estimated.

2.15 Zakat

The Company is subject to zakat in accordance with the regulations of the Department of Zakat and Income Tax ("DZIT"). Provision for zakat for the Company is charged to the income statement. Additional amounts payable, if any, at the finalization of final assessments are accounted for when such amounts are determined.

The Company withholds taxes on certain transactions with non-resident parties in the Kingdom of Saudi Arabia as required under Saudi Arabian Income Tax Law.

2.16 Employee termination benefits

Employee termination benefits required by Saudi Labor and Workman Law are accrued by the Company and charged to the income statement. The liability is calculated at the current value of the vested benefits to which the employee is entitled, should the employee leave at the balance sheet date. Termination payments are based on employees' final salaries and allowances and their cumulative years of service, as stated in the laws of Saudi Arabia.

HERFY FOOD SERVICES COMPANY (A Saudi Joint Stock Company) Notes to the interim financial statements For the three-month and nine-month periods ended September 30, 2012 (Unaudited)

(All amounts in Saudi Riyals unless otherwise stated)

2.17 Revenues

Restaurant sales are made on a cash basis and are recognized on a receipt basis. Revenues from factories, bakeries, catering services and other sales are recognized upon delivery of goods to the customers. Revenues are shown net of discounts and transportation expenses.

2.18 Selling, marketing, general and administrative expenses

Selling, marketing, general and administrative expenses include direct and indirect costs not specifically part of costs of sales as required under generally accepted accounting principles. Allocations between selling, marketing and general and administrative expenses and cost of sales, when required, are made on a consistent basis.

2.19 Dividends

Dividends are recorded in the financial statements in the period in which they are approved by the shareholders of the Company.

2.20 Operating leases

Rental expenses under operating leases are charged to the income statement over the period of the respective lease. Rental income is recognized on the accruals basis in accordance with the terms of the contracts.

3 Segment information

The Company operates principally in the following major business segments:

- (i) Providing catering services and operating of restaurants;
- (ii) Manufacturing and selling of meat products of Meat Factory;
- (iii) Manufacturing and selling of pastries of Rusk Factory; and
- (iv) Manufacturing and selling of bakery products of Bakeries and other.

Selected financial information as of September 30 and for the nine-month periods then ended, summarized by the above business segments, was as follows (in Saudi Riyals 000's):

	Restaurants	Meat Factory	Rusk Factory	Bakeries and other	Total
2012 (Unaudited)		•	•		
Total segment sales	509,564	68,800	16,800	85,790	680,954
Inter-segment sales	-	49,076	6,983	4,591	60,650
Sales from external customers	509,564	19,724	9,817	81,199	620,304
Net income	105,479	17,003	804	9,007	132,293
Financial charges	570	-	-	-	570
Depreciation and amortization	24,212	2,899	1,479	4,935	33,525
Property, plant and equipment	287,526	33,064	8,723	123,951	453,264
Total assets	415,556	71,473	16,845	144,262	648,136
		Meat	Rusk	Bakeries and	
	Restaurants	Factory	Factory	other	Total
2011 (Unaudited)					
Total segment sales	421,619	57,457	18,215	71,00 4	568,295
Inter-segment sales		39,880	8,177	-	48,057
Sales from external customers	421,619	17,577	10,038	71,004	520,238
Net income	81,231	14,527	1,268	9,341	106,367
Financial charges	366	-	-		366
Depreciation and amortization	20,495	2,970	1,562	4,498	29,525
Property, plant and equipment	234,357	34,930	9,152	82,038	360,47 7
Total assets	358,996	69,448	16,300	84,209	528,953

The Company's operations are only conducted in the Kingdom of Saudi Arabia.

HERFY FOOD SERVICES COMPANY
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Notes to the interim financial statements
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(All amounts in Saudi Riyals unless otherwise stated)

4 Operating leases

The Company has various operating leases for its restaurants, employees' accommodations and vehicles. Rental expenses for the nine-month period ended September 30, 2012 were Saudi Riyals 27.1 million (2011: Saudi Riyals 23.0 million).

Future rental commitments under non-cancelable operating leases with terms expiring within one year and in excess of one year are as follows:

	September 30, 2012 (Unaudited)	September 30, 2011 (Unaudited)
Within one year	27,235,266	27,221,489
Between two and five years	79,275,343	64,308,809
Greater than five years	132,214,113	86,570,895
	238,724,722	178,101,193

5 Earnings (loss) per share

Earnings (loss) per share for the nine-month periods ended September 30, 2012 and 2011 have been computed by dividing the operating income, non-operating loss and net income for such periods by the weighted average number of shares outstanding during such periods giving retrospective effect for the increase in number shares during the year ended December 31, 2011.

6 Contingencies and commitments

- (i) The Company is contingently liable for bank guarantees issued on behalf of the Company amounting to Saudi Riyals 0.1 million (2011: Saudi Riyals 0.1 million) in the normal course of business.
- (ii) The capital expenditure contracted by the Company but not incurred till September 30, 2012 is approximately Saudi Riyals 18.8 million (2011: Saudi Riyals 16.7 million).
- (iii) Also see Note 4 with respect to lease commitments.