JARIR MARKETING COMPANY (A Saudi Joint Stock Company)

INTERIM CONSOLIDATED FINANCIAL STATEMENTS (unaudited) FOR THE THREE-MONTH PERIOD ENDED MARCH 31, 2014 AND REVIEW REPORT

JARIR MARKETING COMPANY (A Saudi Joint Stock Company) INTERIM CONSOLIDATED FINANCIAL STATEMENTS (unaudited) FOR THE THREE-MONTH PERIOD ENDED MARCH 31, 2014

Contents	Pages
Review report	1
Interim consolidated balance sheet	2
Interim consolidated statement of income	3
Interim consolidated statement of cash flow	4
Interim consolidated statement of changes in shareholders' equity	5
Notes to the interim consolidated financial statements	6 – 11



REVIEW REPORT April 16, 2014

To the Shareholders of Jarir Marketing Company (A Saudi Joint Stock Company)

Scope of review

We have reviewed the accompanying interim consolidated balance sheet of Jarir Marketing Company (the "Company") and its subsidiaries (collectively referred to as the "Group") as of March 31, 2014 and the interim consolidated statements of income, cash flows and changes in shareholders' equity for the three-month period then ended, and the related notes 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 review in accordance with the standard of Review of Interim Financial Reporting issued by the Saudi Organization for Certified Public Accountants. A 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 such 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.

Review conclusion

Based on our 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 Saudi Arabia.

PricewaterhouseCoopers

Bv:

Omar M. Al Sagga License Number 369 JARIR MARKETING COMPANY
(A Saudi Joint Stock Company)
Interim consolidated balance sheet (Unaudited)
(All amounts in Saudi Riyals thousands unless otherwise stated)

		As at March 31,	
	Note	2014	2013
Assets			
Current assets			
Cash and cash equivalents		200,342	54,583
Accounts receivable		256,703	254,741
Inventories		681,011	799,666
Prepayments and other receivables	-	68,687	47,953
		1,206,743	1,156,943
Non-current assets			
Investment property		5,245	5,753
Available for sale investment		27,951	27,951
Property and equipment		1,015,096	835,080
		1,048,292	868,784
Total assets		2,255,035	2,025,727
Liabilities			
Current liabilities			
Current portion of bank borrowings and term loans		150,222	16,667
Liabilities against capital leases		462	-
Accounts payable		547,701	549,089
Current portion of employees' incentives program		912	-
Accrued expenses and other liabilities		75,929	78,265
Current portion of deferred revenues		20,730	11,688
Zakat payable		12,338	28,316
		808,294	684,025
Non-current liabilities			
Bank borrowings and term loans		75,000	183,333
Liabilities against capital leases		13,052	
Employees' termination benefits		58,224	49,321
Employees' incentives program		23,988	12,807
Deferred revenues		28,489	_
		198,753	245,461
Total liabilities		1,007,047	929,486
Shareholders' equity			
Share capital	1	900,000	600,000
Statutory reserve	3	85,459	126,365
Retained earnings		262,529	369,876
Total shareholders' equity		1,247,988	1,096,241
Total liabilities and shareholders' equity		2,255,035	2,025,727
Contingencies	7		

JARIR MARKETING COMPANY
(A Saudi Joint Stock Company)
Interim consolidated statement of income (Unaudited)
(All amounts in Saudi Riyals thousands unless otherwise stated)

		Three-month periods ended March 31,		
	2014	2013		
Sales	1,398,852	1,329,981		
Cost of sales	(1,163,802)	(1,119,230)		
Gross profit	235,050	210,751		
Operating expenses				
General and administrative	(22,700)	(19,288)		
Selling and marketing	(12,429)	(11,761)		
Income from operations	199,921	179,702		
Other income (expenses)				
Other income	9,166	7,555		
Financial charges	(1,475)	(1,367)		
Income before zakat	207,612	185,890		
Zakat	(6,286)	(5,048)		
Net income for the period	201,326	180,842		
Earnings per share (Saudi Riyals):				
 Income from operations 	2.22	2.00		
Net income for the period	2.24	2.01		

JARIR MARKETING COMPANY
(A Saudi Joint Stock Company)
Interim consolidated statement of cash flow (Unaudited)
(All amounts in Saudi Riyals thousands unless otherwise stated)

	Three-month periods ended March 31,	
	2014	2013
Cash flow from operating activities		
Income before zakat	207,612	185,890
Adjustments for non-cash items		
Depreciation	8,894	5,747
Provision for doubtful debts	(12,701)	(2,680)
Gain on sale of property and equipment	(1,683)	(75)
Provision for employees' incentives program	3,939	2,188
Provision for employees' termination benefits	2,949	2,517
Changes in working capital		
Accounts receivable	12,926	5,734
Inventories	90,479	(73,748)
Prepayments and other receivables	(9,446)	(9,951)
Accounts payable	20,273	(19,700)
Accrued expenses and other liabilities	(8,047)	822
Deferred revenues	(102)	1,221
Zakat paid	(20,818)	(151)
Employees' termination benefits paid	(801)	(191)
Net cash generated from operating activities	293,474	97,623
Cash flow from investing activities		
Additions to property and equipment	(29,965)	(26,099)
Proceeds from sale of property and equipment	1,769	73
Net cash utilized in investing activities	(28,196)	(26,026)
Cash flow from financing activities		
Bank borrowings and term loans, net	(24,778)	(16,918)
Dividends paid	(126,000)	(111,000)
Net cash utilized in financing activities	(150,778)	(127,918)
Net change in cash and cash equivalents	114,500	(56,321)
Cash and cash equivalents at beginning of period	85,842	110,904
Cash and cash equivalents at end of period	200,342	54,583

JARIR MARKETING COMPANY (A Saudi Joint Stock Company) Interim consolidated statement of changes in shareholders' equity (Unaudited) (All amounts in Saudi Riyals thousands unless otherwise stated)

	Note	Share capital	Statutory reserve	Retained earnings	Total
January 1, 2013		600,000	108,281	318,118	1,026,399
Net income for the period		-	-	180,842	180,842
Transfer to statutory reserve		-	18,084	(18,084)	-
Dividends		-	-	(111,000)	(111,000)
March 31, 2013		600,000	126,365	369,876	1,096,241
Increase in share capital	1	300,000	(108,281)	(191,719)	-
Net income for the period		-	-	472,421	472,421
Transfer to statutory reserve		-	47,242	(47,242)	-
Dividends				(396,000)	(396,000)
December 31, 2013		900,000	65,326	207,336	1,172,662
Net income for the period		-	-	201,326	201,326
Transfer to statutory reserve		-	20,133	(20,133)	-
Dividends		-	-	(126,000)	(126,000)
March 31, 2014		900,000	85,459	262,529	1,247,988

1. General information

Jarir Marketing Company (the "Company") is a Saudi joint stock company formed pursuant to the resolution of the Ministry of Commerce and Industry No. 1193 dated Rajab 11, 1421H (corresponding to October 8, 2000) and registered in Riyadh, Kingdom of Saudi Arabia under Commercial Registration No. 1010032264 dated Shaa'ban 18, 1400H (corresponding to July 1, 1980).

The Company's registered office is based in Riyadh. As at March 31, 2014, the Company had 39 showrooms (2013: 37 showrooms) including wholesale outlets in the Kingdom of Saudi Arabia and the GCC, in addition to real estate investments in the Arab Republic of Egypt through Jarir Egypt Financial Leasing Company SAE.

The objectives of the Company and its subsidiaries include; retail and wholesale trading in office and school supplies, children toys, books, educational aids, office furniture, engineering equipment, computers and computer systems, maintenance of computers, sports and scout equipment and paper. It also includes, purchase of residential and commercial buildings and the acquisition of land to construct buildings for sale or lease for the interest of the Company.

On Muharram 24, 1435H (corresponding to November 27, 2013) the shareholders resolved to increase the share capital of the Company from Saudi Riyals 600 million to Saudi Riyals 900 million by granting one share for each two shares, by transferring from statutory reserve Saudi Riyals 108 million and Saudi Riyals 192 million from retained earnings, following this increase the Company's capital became Saudi Riyals 900 million divided into 90 million shares of Saudi Riyals 10 each. The legal procedures relating to increase in share capital were completed by the end of December 31, 2013.

The accompanying interim consolidated financial statements include the accounts of the Company and its following subsidiaries:

Country of incorporation		Direct and indirect ownership as at March 31,	
	2014	2013	
	%	%	
Qatar	100	100	
Abu Dhabi	100	100	
Abu Dhabi	100	100	
Kuwait	100	100	
Egypt	100	100	
	Qatar Abu Dhabi Abu Dhabi Kuwait	incorporation ownership as 2014 % Qatar 100 Abu Dhabi 100 Abu Dhabi 100 Kuwait 100	

Certain ownership interests in the subsidiaries are registered in the name of trustees who have formally assigned their shares to the Company.

These interim consolidated financial statements were authorized for issue by the Company's Board of Directors on April 16, 2014.

2. Summary of significant accounting policies

Significant accounting policies applied in the preparation of these interim consolidated 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 interim consolidated financial statements have been prepared under the historical cost convention, as modified by revaluation of available-for-sale investments to fair value, on the accrual basis of accounting and in compliance with accounting standards promulgated by Saudi Organization for Certified Public Accountants ("SOCPA").

The interim consolidated financial statements have been prepared in accordance with SOCPA's Standard on Interim Financial Reporting. The accounting policies used in the preparation of the interim consolidated financial statements are consistent with those used in the preparation of annual consolidated financial statements for the year ended December 31, 2013.

The interim consolidated financial statements include the assets, liabilities and the results of operations of the Company and its subsidiaries (the "Group"). A subsidiary is a company in which the Group has, directly or indirectly, long term investment comprising an interest of more than 50% in the voting capital or over which it exerts a practical control. A subsidiary company is consolidated from the date on which the Group obtains a practical control until the date such control ceases. Significant balances and transactions, including unrealized gains or losses on transactions, between the Group companies have been eliminated in the interim consolidated financial statements.

The interim consolidated financial statements do not include all the information and disclosures required in the annual financial statements and should be read in conjunction with the Group's annual consolidated financial statements as at December 31, 2013. In the opinion of management, the interim consolidated financial statements reflect all adjustments (which include normal recurring adjustments) necessary to present fairly the results of operations for the period presented.

The Group's results may not be indicative of its annual results of operations.

2.2 Critical accounting estimates and judgments

The preparation of interim consolidated financial statements in conformity with generally accepted accounting principles requires the use of estimates and assumptions that affect the reported balances of assets and liabilities and disclosure of contingent assets and liabilities at the date of the interim consolidated financial statements and the reported amounts of revenue and expenses during the reporting period. Although these estimates and judgments are based on management's best knowledge of current events and actions, actual results ultimately may differ from those estimates.

In preparing these interim consolidated financial statements, the significant judgments made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those applied to the consolidated financial statements for the year ended December 31, 2013.

2.3 Accounts receivable

Accounts receivable are carried at original invoice amount less provision for doubtful debts. A provision against doubtful debts is established when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of the receivables. Such provisions are charged to the interim consolidated statement of income and reported under "General and administrative 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 "General and administrative expenses" in the interim consolidated statement of income.

2.4 Inventories

Inventories are carried at the lower of cost or net realizable value. Cost is determined using weighted average method. Net realizable value is the estimated selling price in the ordinary course of business, less the costs of completion and selling expenses.

2.5 Investments

a) Investment property

Property held to earn rentals or for capital appreciation or both, which is not occupied by the Group is classified as investment property. Investment property is recorded at historical cost, net of accumulated depreciation. 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's carrying amount will flow to the Group and the cost of the asset can be measured reliably. The carrying amount of the replaced part is derecognized. All other repairs and maintenance costs are charged to the interim consolidated statement of income during the financial period in which they are incurred. Land is not depreciated. Investment properties are depreciated on a straight line basis over their estimated useful lives.

b) Investment in available-for sale investments

Investments intended to be held for an indefinite period of time, which may be sold in response to needs for liquidity are classified as available for sale. Such investments are included in non-current assets unless management has expressed intention of holding the investment for less than twelve months from the balance sheet date, in which case they are included in current assets. After initial recognition, investments purchased neither with the intention of being held to maturity nor for trading purposes are re-measured at fair value as follows:

- Fair values of quoted securities are based on available market prices at the reporting date adjusted for any restriction on the transfer or sale of such investments; and
- (ii) Fair values of unquoted securities are based on a reasonable estimate determined by reference to the current market value of other similar quoted investment securities or is based on the expected discounted cash flows. Where fair values cannot be reliably estimated, the Group records such investments at cost.

Unrealized gains and losses are reported as a separate component of shareholders' equity until the investment is derecognized or the investment is determined to be impaired.

2.6 Property and equipment

Property and equipment are carried at cost less accumulated depreciation except land and capital work in progress which are recorded at cost. Depreciation is charged to the interim consolidated statement of income, using the straight-line method to allocate the costs of the related assets to their residual values over the following estimated useful lives:

	of years
Buildings	25 - 33
Machinery and equipment	5 - 13.33
Furniture and fixtures	5 -10
Motor vehicles	4
Computer software and hardware	5
Leasehold improvements	3

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

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

2.7 Impairment of financial assets

An assessment is made at each balance sheet date to determine whether there is objective evidence that a specific financial asset may be impaired. If such evidence exists, any impairment loss is recognized in the interim consolidated statement of income. Impairment is determined as follows:

- a) For assets carried at fair value, impairment is the difference between the carrying amount and fair value, less any impairment loss previously recognized in the interim consolidated statement of income;
- For assets carried at cost, impairment is the difference between carrying value and the present value of future cash flows discounted at the current market rate of return for a similar financial asset; and
- For assets carried at amortized cost, impairment is based on estimated cash flows that are discounted at the original effective special commission rate.

2.8 Accounts payable and accruals

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

2.9 Employees' incentive program

The Group has established an employees' incentive program (the Program) whereby the Group grants selected employees the right to receive incentive cash compensation at the end of a vesting period if specified conditions are met. The amount of compensation is dependent on the growth in net income as reported in the interim consolidated financial statements of the Group. Incentive compensation accrued under the Program is classified under current and non-current liability and adjustable against payments which will be made upon vesting takes place. Compensation charges are expensed throughout the vesting period. The amount recognized in the interim consolidated balance sheet as Employee's Incentive Program is the present value of the expected future payments as provided by the Program resulting from employees' service in the current and prior periods.

2.10 Employee termination benefits

Employee termination benefits required by Saudi Labor and Workman Law are accrued by the Group and charged to the consolidated statement of income. 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. Termination payments are based on employees' final salaries and allowances and their cumulative years of service, as stated in the laws of Saudi Arabia.

2.11 Zakat

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

Foreign subsidiaries are subject to income taxes in their respective countries of domicile. Such income taxes are charged to the consolidated statement of income.

2.12 Revenue

Sales are recognized upon delivery of products and customer acceptance, if any. Sales are shown net of discounts, if any.

2.13 Cost of revenues

Represent the cost of revenues incurred during the period, and include the costs of goods ready for sale, direct labor and other overheads related to the revenues recognized.

2.14 Selling and marketing expenses

Represent expenses resulting from the Company's management efforts with regard to the marketing function or the selling and distribution function. Selling and marketing expenses include direct and indirect costs not specifically part of cost of revenues. Allocations between selling and marketing expenses and cost of revenues, when required, are made on a consistent basis.

2.15 General and administrative expenses

Represent expenses relating to the administration and not to the revenue earning function or the selling and distribution functions. General and administrative expenses include direct and indirect costs not specifically part of cost of revenues. Allocations between general and administrative expenses and cost of revenues, when required, are made on a consistent basis.

2.16 Operating and capital leases

Lease agreements are classified as capital leases if the lease agreement transfers substantially all the risks and rewards incidental to ownership of an asset. Other leases are classified as operating leases whereby the expenses and the revenues associated with the operating leases are recognized in the consolidated statement of income on a straight-line basis over the terms of the leases.

2.17 Foreign currency translation

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 are recognized in the interim consolidated statement of income.

At the subsidiary level, transactions in foreign currencies are initially recorded in the functional currency rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency rate of exchange ruling at the interim balance sheet date. All differences are taken to the interim consolidated statement of income.

At the consolidation level, financial statements of foreign subsidiaries are translated into the Group's presentation currency using the exchange rate at each balance sheet date for assets and liabilities, and the average exchange rate for each period for revenues and expenses. Components of equity, other than retained earnings, are translated at the rate ruling at the date of occurrence of each component. Translation adjustments, material if any, are recorded as a separate component of equity.

3. Statutory reserve

In accordance with the Saudi Arabian Regulations for Companies, the Company sets aside 10% of its net income in each quarter to a statutory reserve until such reserve equals to one half of the share capital. This reserve is not available for distribution to the shareholders of the Company.

4. Earnings per share

Earnings per share for the three-month periods ended March 31, 2014 and 2013 has been computed by dividing the income from operations and net income for each period by the weighted average number of shares outstanding during such periods (Note 1).

5. Dividends

Based on pre-approval of the General Assembly, the Board of Directors in their meeting held on February 4, 2014, resolved to distribute interim cash dividends amounting to Saudi Riyals 126 million, which were paid to the shareholders during the three-month period ended March 31, 2014.

Based on pre-approval of the General Assembly, the Board of Directors in their meeting held on February 5, 2013, resolved to distribute interim cash dividends amounting to Saudi Riyals 111 million, which were paid to the shareholders during the three-month period ended March 31, 2013.

6. Segment information

a) Operating segment

The Group has two major operating segments namely, wholesale and retail. The segmental information for the three-month periods ended March 31, was as follows:

	Retail	Wholesale	Total	
	Saudi	Saudi Riyals in millions		
2014				
Total assets	2,041	214	2,255	
Total sales	1,275	124	1,399	
Net income	182	19	201	
2013				
Total assets	1,769	257	2,026	
Total sales	1,224	106	1,330	
Total net income	166	15	181	

b) Geographical Segment

The Group has two major geographical segments namely, Saudi Arabia and Gulf countries and Egypt. The Group's activity in different geographic areas for the three-month periods ended March 31, was as follows:

	Kingdom of Saudi Arabia	Gulf Countries and Egypt	Total
2014	Saudi	Riyals in millions	
Total sales	1,297	102	1,399
Total net income	184	17	201
2013			
Total sales	1,233	97	1,330
Total net income	164	17	181

The Group's operating assets are principally located in the Kingdom Saudi Arabia.

Due to the nature of the Group's activity, it is not practical to disclose further segmental information on the Group's assets and liabilities.

7. Contingencies

Contingencies are as follows:

	2014	2013
	Saudi Riyals in r	nillions
Letter of credits	59.2	58.9
Letter of guarantees	57.7	6