

SAVOLA GROUP COMPANY
(A Saudi Joint Stock Company)

**UNAUDITED INTERIM CONDENSED
CONSOLIDATED FINANCIAL STATEMENTS**
For the three-month period ended March 31, 2011



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REVIEW REPORT ON THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

The Shareholders
Savola Group Company
Jeddah, Saudi Arabia.

Scope of Review

We have reviewed the accompanying interim consolidated balance sheet of Savola Group Company (the Company) and its subsidiaries (the Group) as at March 31, 2011, the related interim consolidated statement of income and cash flows for the three-month period then ended and the attached condensed notes 1 to 13 which form an integral part of these interim condensed consolidated financial statements. These interim condensed 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. Our responsibility is to express a conclusion on these interim condensed consolidated financial statements based on our review.

We conducted our review in accordance with the auditing Standard on Review of Interim Financial Reporting issued by the Saudi Organization for Certified Public Accountants (SOCPA). A 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 review, we are not aware of any material modifications that should be made to the accompanying interim condensed 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:

Tareq Abdulrahman Al Sadhan
License No. 352

April 19, 2011G
Corresponding to Jumada Al Awal 15, 1432H



SAVOLA GROUP COMPANY
(A Saudi Joint Stock Company)

INTERIM CONSOLIDATED BALANCE SHEET (UNAUDITED)

As at March 31, 2011

	<u>Note</u>	<u>2011</u> (SR 000)	<u>2010</u> (SR 000)
<u>ASSETS</u>			
Current assets:			
Cash and cash equivalents		570,223	634,042
Trade receivables		1,745,476	1,534,361
Inventories		2,814,608	2,175,504
Prepayments and other current assets		1,068,026	946,185
Assets classified as held for sale	4	213,419	--
Total current assets		6,411,752	5,290,092
Non-current assets:			
Investments	5	6,165,793	6,021,934
Intangible assets		1,008,020	1,103,824
Property, plant and equipment		4,706,200	5,068,937
Total non-current assets		11,880,013	12,194,695
Total assets		18,291,765	17,484,787
 <u>LIABILITIES AND EQUITY</u>			
Current liabilities:			
Short-term bank debts	6	2,616,569	1,790,693
Current portion of long-term debts	7	752,891	741,929
Trade payables		2,175,165	1,796,958
Accrued expenses and other current liabilities		1,551,594	1,052,149
Liabilities classified as held for sale	4	232,609	--
Total current liabilities		7,328,828	5,381,729
Non-current liabilities:			
Deferred gain		109,654	91,569
Long-term payables		59,116	60,469
Long-term debts	7	2,267,999	2,754,667
Employees' termination benefits		280,565	250,423
Total non-current liabilities		2,717,334	3,157,128
Total liabilities		10,046,162	8,538,857
 <u>EQUITY</u>			
Equity attributable to the Company's shareholders:			
Share capital	8	5,000,000	5,000,000
Statutory reserve		956,772	868,102
General reserve		4,000	4,000
Unrealized (loss) on investments		(107,690)	(12,054)
Effect of acquisition transaction with minority shareholders without change in control		(59,443)	49,370
Foreign currency translation account		(246,797)	(189,588)
Retained earnings		1,465,003	1,648,100
Total shareholders' equity		7,011,845	7,367,930
Minority interests		1,233,758	1,578,000
Total equity		8,245,603	8,945,930
Total liabilities and equity		18,291,765	17,484,787

The accompanying notes 1 to 13 form an integral part of these interim condensed consolidated financial statements.

SAVOLA GROUP COMPANY
(A Saudi Joint Stock Company)

INTERIM CONSOLIDATED STATEMENT OF INCOME (UNAUDITED)
For the three-month period ended March 31, 2011

	<u>Note</u>	<u>2011</u> (SR 000)	<u>2010</u> (SR 000)
Revenues - net		5,641,740	4,778,781
Cost of revenues		<u>(4,778,731)</u>	<u>(3,974,249)</u>
Gross profit		863,009	804,532
Share of profits of associates and jointly controlled entity and dividend income - net		79,858	93,841
Other income - net		<u>2,434</u>	<u>59,985</u>
Total income		945,301	958,358
EXPENSES:			
Selling and marketing		(520,912)	(455,100)
General and administrative		<u>(136,059)</u>	<u>(172,132)</u>
Total expenses		(656,971)	(627,232)
Income from operations		288,330	331,126
Gain on disposal of investments		--	196,266
Financial charges - net		<u>(51,394)</u>	<u>(47,829)</u>
Income before Zakat and income tax and minority interests		236,936	479,563
Zakat and income tax		<u>(27,871)</u>	<u>(28,560)</u>
Net income before minority interests		209,065	451,003
Share of minority interests in the net income of consolidated subsidiaries		<u>(43,904)</u>	<u>(56,961)</u>
Net income		165,161	394,042
Earnings per share (SR)	9		
- Income from operations		<u>0.58</u>	<u>0.66</u>
- Net income		<u>0.33</u>	<u>0.79</u>

The accompanying notes 1 to 13 form an integral part
of these interim condensed consolidated financial statements.

SAVOLA GROUP COMPANY
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INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)

For the three-month period ended March 31, 2011

	<u>2011</u> (SR 000)	<u>2010</u> (SR 000)
Cash flows from operating activities:		
Net income	165,161	394,042
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation, amortisation and impairment	134,193	132,395
(Gain) on sale of property, plant and equipment	(2,472)	(1,795)
(Gain) on disposal of investments	--	(196,266)
Financial charges - net	51,394	47,829
Share of minority interests in net income of consolidated subsidiaries	43,904	56,961
Changes in operating assets and liabilities:		
Trade receivables	(242,542)	(134,439)
Inventories	(313,820)	78,120
Prepayments and other current assets	(156,106)	(37,161)
Trade payables	99,591	(11,895)
Accrued expenses and other current liabilities	20,039	(317,566)
Employees' termination benefits	4,459	8,135
Total adjustments	<u>(361,360)</u>	<u>(375,682)</u>
Net cash (used in) provided by operating activities	<u>(196,199)</u>	<u>18,360</u>
Cash flows from investing activities:		
Net change in investments	(92,587)	(618,255)
Net change in intangible assets	(9,892)	6,826
Net change in property, plant and equipment	(103,196)	(131,207)
Effect of deconsolidation of Herfy	--	(20,062)
Net cash provided by (used in) investing activities	<u>(205,675)</u>	<u>(762,698)</u>
Cash flows from financing activities:		
Net change in short-term bank debts	559,782	(436,488)
Net change in long-term debts	(66,155)	723,444
Net changes in minority interests	(4,977)	48,771
Financial charges - net	(51,394)	(47,829)
Net change in restricted deposits against financing	98,459	44,696
Dividends paid	(126,281)	(562)
Net cash provided by (used in) financing activities	<u>409,434</u>	<u>332,032</u>
Net change in cash and cash equivalents	<u>7,560</u>	<u>(412,306)</u>
Cash and cash equivalents at beginning of the period	<u>562,663</u>	<u>1,001,185</u>
Cash and cash equivalents at end of the period	<u>570,223</u>	<u>588,879</u>

The accompanying notes 1 to 13 form an integral part of these interim condensed consolidated financial statements.

SAVOLA GROUP COMPANY
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INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)
For the three-month period ended March 31, 2011

Non cash items:	<u>2011</u> (SR 000)	<u>2010</u> (SR 000)
Unrealized (loss) gain on available for sale investments	(17,578)	6,547
Foreign currency translation account	(16,371)	4,262
Directors' remuneration	600	550
Assets classified as held for sale	213,419	--
Liabilities classified as held for sale	232,609	--

The accompanying notes 1 to 13 form an integral part of these interim condensed consolidated financial statements.

SAVOLA GROUP COMPANY
(A Saudi Joint Stock Company)

**NOTES TO INTERIM CONDENSED CONSOLIDATED
FINANCIAL STATEMENTS (UNAUDITED)**
For the three-month period ended March 31, 2011

1. THE COMPANY, ITS SUBSIDIARIES AND NATURE OF BUSINESS

Savola Group Company (the "Company"), a Saudi joint stock company, was formed under the Regulations for Companies in the Kingdom of Saudi Arabia per Royal Decree number M/21 dated Rabi-ul-Awal 29, 1398H (March 9, 1978). The Company's commercial registration number 4030019708 was issued in Jeddah on Rajab 21, 1399H (June 16, 1979). The objectives of the Company along with its subsidiaries includes the manufacturing and marketing of vegetable oils and to set up related industries, retail outlets, dairy products, fast foods, packing materials, exports and imports, commercial contracting, trade agencies, development of agricultural products and real estate related investment activities

The Company's head office is located at the following address:

Saudi Business Centre
Madinah Road,
Jeddah, Kingdom of Saudi Arabia

At March 31, the Company has investments in the following subsidiaries (collectively referred as "the Group").

<u>Direct and indirect subsidiaries</u>	<u>Country of incorporation</u>	Ownership interest (%) <u>at March 31</u>	
		<u>2011</u>	<u>2010</u>
Savola Packaging Systems Limited ("SPS")	Saudi Arabia	100	100
Utur Packaging Materials Company Limited	Saudi Arabia	100	100
Savola Trading International Limited	British Virgin Islands	100	100
Tayseer FZCO	UAE	100	100
Batool International Trading Company Limited	Saudi Arabia	100	100
Al-Azizia Panda United Company ("APU")	Saudi Arabia	74.4	74.4
Savola Foods Company ("SFC")	Saudi Arabia	90	90
Savola Industrial Investments Co. ("SIIC")	Saudi Arabia	4.5	4.5
United Properties Development Company ("UPDC")	Saudi Arabia	100	100
Adeem Arabia Company Ltd. ("AAC")	Saudi Arabia	80	80
Kamin Al Sharq for Industrial Investments ("Kamin")	Saudi Arabia	100	100
Arabian Sadouk for Telecommunications Co. ("Sadouk")	Saudi Arabia	100	100
Al Maoun International Holding Company	Saudi Arabia	100	100
Al Matoun International for Real Estate Investment Holding Company	Saudi Arabia	80	80
AFIA Foods Arabia	Saudi Arabia	100	100
United Sugar Company, Egypt	Egypt	19.1	18.9
Giant Stores Trading Company ("Giant")	Saudi Arabia	8	8
United Company for Central Markets ("UCCM")	Lebanon	8	8
Kafazat Al Kawniah Limited	Saudi Arabia	100	--
Alwaqat Al Kawniah Limited	Saudi Arabia	100	--
Aalinah Al Kawniah Limited	Saudi Arabia	100	--
Abtkar Al Kawniah Limited	Saudi Arabia	100	--

1. THE COMPANY, ITS SUBSIDIARIES AND NATURE OF BUSINESS (continued)

<u>Entities controlled through subsidiaries</u>	<u>Country of incorporation</u>	<u>Subsidiary ownership interest (%)</u>	
		<u>2011</u>	<u>2010</u>
<u>SFC</u>			
Afia International Company ("AIC")	Saudi Arabia	95.19	95.19
Savola Industrial Investment Company ("SIIC")	Saudi Arabia	95	95
Savola Foods Emerging Markets Company Limited ("SFEM")	British Virgin Islands	95.4	95.4
Savola Foods for Sugar Company ("SFSC")	Cayman Islands	95	95
<u>AIC</u>			
Savola Behshahr Company ("SBeC")	Iran	80	80
Malintra Holdings	Luxembourg	100	100
Savola Foods Limited ("SFL")	British Virgin Islands	100	100
Afia International Company – Jordan	Jordan	97.4	97.4
Inveskz Inc.	British Virgin Islands	90	90
Afia Trading International	British Virgin Islands	100	100
Savola Food International	British Virgin Islands	100	100
KUGU Gıda Yatım ve Ticaret A.Ş ("KUGU")	Turkey	100	100
<u>SFL</u>			
Afia International Company, Egypt	Egypt	99.92	99.8
<u>Inveskz Inc.</u>			
Savola Foods CIS (former Turkuaz Edible Oils)	Kazakhstan	100	100
<u>KUGU</u>			
Yudum Gıda Sanayi ve Ticaret A.Ş ("Yudum")	Turkey	100	100
<u>SIIC</u>			
United Sugar Company ("USC")	Saudi Arabia	74.48	74.48
<u>USC</u>			
United Sugar Company Egypt ("USCE")	Egypt	56.75	56.75
<u>SFEM</u>			
Savola Morocco Company	Morocco	100	100
Savola Edible Oils (Sudan) Ltd.	Sudan	100	100
AFIA International Company – Algeria	Algeria	100	100
<u>SPS</u>			
New Marina for Plastic Industries	Egypt	100	100
Al Sharq Company for Plastic Industries. Ltd.	Saudi Arabia	100	93
<u>APU</u>			
Giant Stores Trading Company	Saudi Arabia	90	90
United Company for Central Markets ("UCCM")	Lebanon	90	14
<u>Giant</u>			
Lebanese Sweets and Bakeries ("LSB")	Saudi Arabia	95	95
United Company for Central Markets ("UCCM")	Lebanon	--	76

1. THE COMPANY, ITS SUBSIDIARIES AND NATURE OF BUSINESS (continued)

During the first quarter of 2010, the Group's subsidiary, Herfy Foods Services Company was offered to public subscription through Initial Public offering (IPO) of its 30% existing shares. This resulted in dilution of Group's interest in Herfy from 70% to 49% and loss of control. The Group received SR 289 million in consideration of its 5.67 million shares at a price of SR 51 per share and realised a net gain on disposal of SR 196 million. Herfy was deconsolidated from the date of its listing and has been recognised as an associate in these interim condensed consolidated financial statements.

During the third quarter of 2010, the Group has reached preliminary agreements with certain minority shareholders in its Retail and Foods businesses to acquire their respective stakes against issuance of 46.34 million new shares of the Group along with a net cash settlement of SR 20 million, payable on the closing of the said transaction. The proposed transaction is subject to approvals by regulatory authorities and by the shareholders of the Group.

During 2009, the Group reached an agreement with Tate & Lyle, the minority shareholders in United Sugar Company, Saudi Arabia and United Sugar Company Egypt to acquire their 9.68% and 2.58% shares in the two companies, respectively against a total consideration of SR 181.25 million. The transaction has been completed on January 6, 2011 when final part of total transaction consideration amounting to SR 135.96 million was deposited in Escrow account until legal formalities are fully completed. However, in line with Share Purchase Agreement, the Group was entitled for profits effective from January 1, 2010, accordingly such effect has been incorporated in these consolidated financial statements.

Effective September 16, 2009, the Group's subsidiary, Azizia Panda United acquired the operations of Saudi Geant Company Limited ("Geant") for a total consideration of SR 469.3 million, including cash consideration of Saudi Riyals 232 million and a deferred equity consideration of SR 237.3 million. The Company had paid the cash consideration on October 12, 2009 whereas the deferred equity component was settled during 2010, through issuance of 45.7 million new shares of APU at a price of SR 51.92 per share. Also as per the agreement, Geant is entitled to acquire 1% share each year at the fair value for a period of up to 3 years.

2. BASIS OF PREPARATION

(a) Statement of compliance

The accompanying interim condensed consolidated financial statements have been prepared in accordance with the Standard for Interim Financial Information issued by the Saudi Organization for Certified Public Accountants (SOCPA).

These interim condensed consolidated financial statements should be read in conjunction with the annual audited consolidated financial statements of the Group for the year ended December 31, 2010.

Certain comparative figures have been reclassified to conform to the current year's presentation.

2. **BASIS OF PREPARATION (continued)**

(b) **Basis of measurement**

The interim condensed consolidated financial statements are prepared under the historical cost basis (except for available-for-sale investments which are stated at their fair values), using the accrual basis of accounting and the going concern concept.

(c) **Functional and presentation currency**

The accompanying interim condensed consolidated financial statements are presented in Saudi Arabian Riyals (SR) which is the functional currency. All financial information presented in SR has been rounded to the nearest thousand.

(d) **Critical accounting judgements and estimates**

The preparation of financial statements requires the use of certain critical accounting estimates and assumptions that affect the reported amounts of assets and liabilities. It also requires management to exercise its judgment in the process of applying the Group's accounting policies and estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future period affected.

3. **SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

The accounting policies adopted by the Group for the preparation of these interim condensed consolidated financial statements are consistent with those used for the preparation of the annual consolidated financial statements. Significant accounting policies adopted by the Company for the preparation of these interim condensed financial statements are as follows:

(a) **Basis of consolidation**

These interim condensed consolidated financial statements include the interim consolidated financial statements of the Company and its subsidiaries set forth in Note 1 above. Associates and jointly-controlled entities are accounted for using the equity method.

(i) *Subsidiaries*

Subsidiaries are entities controlled by the Group. Control exists when the Group has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights that presently are exercisable are taken into account. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date control ceases. All intra-group balances and financial transactions resulting from transactions between the Company and the subsidiaries and those arising between the subsidiaries are eliminated in preparing these consolidated financial statements. Any unrealized gains and losses arising from intra-group transactions are also eliminated on consolidation.

3. **SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

(ii) Minority interests

Any changes in a group's ownership interest in a subsidiary after acquiring control, is accounted as an equity transactions and the carrying amounts of the minority interests is adjusted against the fair value of the consideration paid and any difference is recognised directly in equity under "Effect of acquisitions transaction with minority shareholders without change in control". Purchase of minority interests result in goodwill, if control is acquired, being the difference between any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary. Disposals to minority interest, if any, result in gains and losses for the Group that are recorded in the income statement if control is lost.

(b) Foreign currency translation

The interim condensed consolidated financial statements are reported in Saudi Riyals, which is the Group's functional and presentation currency. Each entity in the group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency.

Transactions denominated in foreign currencies are translated to the functional currencies of the Group at the exchange rates ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are translated to the functional currencies of the Group at the foreign exchange rate ruling at that date. Exchange differences arising on translation are recognized in the consolidated statement of income currently.

Assets and liabilities of foreign consolidated subsidiaries are converted into Saudi Arabian Riyals at the exchange rates in effect at the balance sheet date. The equity components of foreign subsidiaries with the exception of retained earnings of subsidiaries are translated at the exchange rates in effect at the dates the related items originated. The elements of foreign subsidiaries' income statements are translated using the weighted-average exchange rate for the period. Adjustments resulting from the translation of foreign subsidiaries' financial statements into Saudi Arabian Riyals are reported as a separate component of equity (foreign currency translation account) attributable to shareholders of the Company in the interim condensed consolidated financial statements.

Any goodwill arising on the acquisition of foreign subsidiaries and any fair value adjustments to the carrying amounts of assets and liabilities arising on the acquisition are translated at the closing rate at the balance sheet date.

(c) Trade receivables

Trade receivables are carried at original invoice amounts less provision made for doubtful accounts. A provision for doubtful accounts is established when there is a significant doubt that the Group will be able to collect all amounts due according to the original terms of agreement.

3. **SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

(d) **Inventories**

Inventories are valued at the lower of cost (determined principally by using the weighted average method) and net realizable value. Cost of finished goods and work-in-process includes the cost of raw materials, direct labour and appropriate production overheads. Inventories in transit are valued at cost. Stores and spares are valued at cost, less any provision for slow moving items.

(e) **Investments**

(i) *Investments in associates and jointly-controlled companies*

Associates are those entities in which the Group has significant influence, but not control, over the financial and operating policies. Jointly controlled companies are those where the Group shares effective control with other shareholders of the investee company.

The Group's investments in its associate and jointly controlled companies are accounted for using the equity method of accounting from the date that significant influence or joint-control commence until the date that such influence or joint-control cease. Under the equity method, the investment in the associate and jointly controlled entity are carried in the balance sheet at cost (including goodwill paid on acquisition, net of any impairment losses), plus post-acquisition changes in the Group's share of net assets of the investee company. Where there has been a change recognised directly in the equity of the associate or jointly controlled company, the Group recognises its share of such changes in its consolidated statement of changes in shareholders' equity.

When the Group's share of losses exceeds its interest in an associate or jointly-controlled company, the Group's carrying amount is reduced to nil and recognition of further losses is discontinued except to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of an associate.

(ii) *Available-for-sale investments*

Investments which are not held for trading purposes and where the Group does not have significant influence or control, are classified as investments available for sale. These primarily include Group's investment of less than 20% in certain listed and unlisted companies and investments funds.

3. **SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

These investments are initially recorded at cost and then re-measured and stated in the consolidated balance sheet at their fair values. Fair value is determined by reference to the market value in the open market if an open market exists. In the absence of an open market and where reliable estimate of the fair value cannot be established by other means the cost is considered to be the fair value for those investments. Any gain or loss arising from a change in their fair value is reported as a separate item under shareholders' equity until the investments are derecognized or impaired. On de-recognition, cumulative gains or losses previously recognized in shareholders' equity are included in the consolidated statement of income. On impairment, the difference between cost and fair value is included in the consolidated statement of income as impairment of loss on available for sale investment. Reversals of impairment loss in respect of equity instruments classified as available-for-sale are not recognised in the consolidated statement of income. Dividend income from such investments are recorded when declared.

(iii) *Other investments*

These include the Group's investment in real estate projects which are under development. These are carried at cost net of any impairment loss.

(f) **Business combinations**

Business combinations are accounted for using the purchase method. The cost of an acquisition is measured as the fair value of the assets given, equity instrument issued and liabilities incurred or assumed at the date of exchange, and includes costs directly attributable to the acquisition. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at fair values at the date of acquisition.

The excess of the cost of the business combination over the Group's share in the net fair value of the acquirer's identifiable assets, liabilities and contingent liabilities at the acquisition date is classified as Goodwill (also see Note 3(a) (ii)).

(g) **Intangible assets**

i) *Goodwill*

Goodwill represents the excess cost of investments over the fair value of the net assets acquired in a business combination. Goodwill is tested annually for impairment and is carried at cost net of accumulated impairment losses. Gains or losses on the disposal of an entity are determined taking into account the carrying value of goodwill relating to the entity sold.

3. **SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash generating units that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to these units.

If the cost of the acquired investment is less than its fair value as at the acquisition date, such difference is adjusted by reducing the fair values of the non-current assets of the acquired investee in proportion to their book values.

ii) Deferred costs

Deferred costs mainly consist of expenses incurred by the Group on setting up new retail outlets and other projects. Such expenses are amortized using the straight-line method over the related estimated economic lives not exceeding five years.

Deferred charges also include Saudi Industrial Development Fund (SIDF) loan approval fees and related costs, which are deferred and are being amortized using the straight-line method over the period of the respective loans.

(h) Assets and liabilities classified as held for sale

Assets held for sale comprises of assets and liabilities or disposal group, that are expected to be recovered primarily through sale rather than through continuing use. Immediately before classification as held for sale, non-current assets under disposal group are measured at the lower of their carrying amount and fair value less cost to sell. Subsequent to initial recognition, any impairment loss on a disposal group is first allocated to goodwill, (if there is any) and then to remaining assets and liabilities on pro rata basis. However, no loss is allocated to financial assets, which are continue to be measured in accordance with their initial accounting policies. Gains or losses on disposal of such assets or disposal group are recognised in statement of income currently.

(i) Property, plant and equipment

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment losses, if any. Depreciation is charged to statement of income statement on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment. Land is not depreciated. The estimated useful lives are as follow:

	<u>Years</u>
Buildings	12.5 – 33
Leasehold improvements	3 – 33
Plant and equipment	3 – 30
Furniture and office equipment	3 – 16
Motor vehicles	4 – 10

3. **SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

Finance costs on borrowings to finance the construction of assets are capitalized during the period of time that is required to complete and prepare the asset for its intended use.

Expenditures for maintenance and repairs that do not materially extend the asset's life are included in expenses.

(j) **Provisions**

Provisions are recognized when the Group has an obligation (legal or constructive) arising from a past event, and the costs to settle the obligation are both probable and able to be reliably measured.

(k) **Employees' termination benefits**

Employees' termination benefits, calculated in accordance with labour regulations of the countries of incorporation of the Group member companies, are accrued and charged to interim consolidated statements of income.

(l) **Revenue recognition**

Revenues are recognized upon delivery or shipment of products or providing services to customers, and are recorded net of trade discounts. Revenues also include: (a) rental income which is recognized over the lease terms, and (b) promotional and display income which is recognized as earned.

Revenues are principally derived from manufacturing, wholesale and retail businesses in food and related products.

(m) **Expenses**

Selling, marketing, general and administrative expenses include direct and indirect costs not specifically part of cost of revenues as required under generally accepted accounting principles. Selling and marketing expenses are those arising from the Group's efforts underlying the marketing, selling and distribution functions. All other expenses are classified as general and administrative expenses. Allocations of common expenses between cost of revenues and selling and marketing and general and administrative expenses, when required, are made on a consistent basis.

(n) **Derivative financial instruments – Hedge accounting**

The company uses derivative financial instruments (commodity future contracts) to hedge its price risk of raw material in the Sugar business. Derivatives are measured at fair value, and changes in the fair value of a derivative hedging instrument are recognized in statement of income under cost of sales as an adjustment to the carrying amount of hedged item – the inventory.

3. **SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

(o) **Operating leases**

Payments under operating leases are recognized in the interim consolidated statements of income on a straight-line basis over the lease terms.

(p) **Zakat and income tax**

The Company and its Saudi Arabian subsidiaries are subject to zakat and income tax in accordance with the regulations of the Department of Zakat and Income Tax ("DZIT"). Foreign subsidiaries are subject to tax regulations in their countries of incorporation. Zakat & income taxes are charged to the interim consolidated statements of income currently.

Deferred tax liabilities and assets are recognized for temporary differences at current rates of taxation. The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available in the near future to allow all or part of the deferred tax asset to be utilized.

(q) **Dividends**

Interim dividends are recorded as a liability in the period in which they are approved by the Board of Directors. Final dividends are recorded in the period in which they are approved by the shareholders.

(r) **Cash and cash equivalents**

Cash and cash equivalents comprise cash on hand, cash with banks and other short-term highly liquid investments, if any, with original maturities of three months or less, which are available to the Group without any restrictions. For purpose of Statement of Cash Flow, cash and cash equivalents excludes restricted deposits.

(s) **Offsetting**

Financial assets and liabilities are offset and reported net in the consolidated balance sheet when there is a legally enforceable right to set off the recognized amounts and when the Group intends to settle on a net basis, or to realize the asset and settle the liability simultaneously.

(t) **Segment reporting**

A segment is a distinguishable component of the Group that is engaged in providing products or services, which is subject to risks and rewards that are different from those of other segments. The Group's primary format for segmental reporting is based on business segments. The business segments are determined based on the Group's management and internal reporting structure.

4. ASSETS AND LIABILITIES CLASSIFIED AS HELD FOR SALE

During the fourth quarter of 2010, as an outcome of review of its Foods business pruning strategy, the Group has decided to entrench its position in core markets and assess exiting from certain overseas operations. Accordingly, part of manufacturing facilities within the oil segment are presented as a disposal group held for sale. Efforts to sell the disposal groups have commenced, and a sale is expected during the financial year ending December 31, 2011.

At March 31, 2011 the disposal group comprised assets of SR 213 million after recognition of impairment loss of SR 115 million during fourth quarter of 2010 and liabilities SR 186 million on the remeasurement of the disposal group to its recoverable amount.

5. INVESTMENTS

Investments at March 31 comprise the following:

	<u>2011</u> <u>(SR 000)</u> <u>(Unaudited)</u>	<u>2010</u> <u>(SR 000)</u> <u>(Unaudited)</u>
Investments in associates and jointly controlled companies - net (Note 5.1)	4,645,546	4,326,320
Available-for-sale (AFS) investments (Note 5.2)	707,994	857,391
Other investment carried at cost (Note 5.3)	812,253	838,223
Total	<u>6,165,793</u>	<u>6,021,934</u>

5.1 Investment in Associates and Jointly-controlled companies

	Effective ownership interest (%)		<u>2011</u> <u>SR (000)</u> <u>(Unaudited)</u>	<u>2010</u> <u>SR (000)</u> <u>(Unaudited)</u>
	<u>2011</u>	<u>2010</u>		
Al - Marai Company Limited – Saudi Arabia	29.95	29.95	2,828,357	2,578,068
Kinan International for Real Estate Development Company	30	30	580,947	563,905
Intaj Capital Limited	49	49	381,449	381,349
Diyar Al Mashreq	30	30	238,890	234,684
Herfy Foods Services Company (Note 1)	49	49	226,338	193,058
Alexandria Sugar Company	45.5	45.5	185,613	193,465
Emerge Investment Limited	20	20	16,539	23,233
Al-Seara City Company for Real Estate Development	40	40	154,800	134,800
Knowledge Economic City Development Company	17	17	17,200	13,200
Al Mojammatt Al Mowahadah Real Estate Co.	20	20	400	400
Others	Various	Various	15,013	10,158
Total			<u>4,645,546</u>	<u>4,326,320</u>

5. INVESTMENTS (continued)

5.2 Available for sale (AFS) investments

AFS investments at March 31, 2011 comprise the Company's 2.9% ownership interest amounting to SR 177 million (2010: SR 246 million 2.9%) in Emaar the Economic City (a joint stock company). It also includes the ownership interest of 14% in Swicorp Jousour Company amounting to SR 209 million (2010: SR 209 million), 15% in Swicorp, Saudi Arabia amounting to SR 116 million (2010: SR 116 million), 6.4% in Knowledge Economic City amounting to SR 174 million (2010: SR 217 million) and 5% in Taameer Jordanian Holding Company (Tameer) amounting to SR 22 million (2010: SR 42 million).

5.3 Other investments

Other investments at March 31, 2011 mainly represent investments in certain real estate projects in Saudi Arabia and long term bank deposits of SBeC.

6. SHORT-TERM BANK DEBTS

Short-term bank debts consist of bank overdrafts, short-term loans and Murabaha financing arrangements from various commercial banks and financial institutions. Such debts bear financing charges at the prevailing market rates. Some of the short-term debts of subsidiaries are secured by corporate guarantees of the Group.

7. LONG-TERM DEBTS

Long-term debts represent financing from Saudi Industrial Development Fund (SIDF), commercial banks and other financial institutions for Savola Group Company and its consolidated subsidiaries. Some of these loans are secured by a charge on the property, plant and equipment of certain subsidiaries. The loan agreements include covenants which, among other things, require certain financial ratios to be maintained.

8. SHARE CAPITAL AND DIVIDENDS DECLARATION

At March 31, 2011 and 2010, the Company's share capital of SR 5 billion consists of 500 million fully paid shares of SR 10 each.

The Board of Directors in its meeting held on April 18, 2011, approved interim dividends of SR 125 million (representing SR 0.25 per share).

9. EARNINGS PER SHARE

Earnings per share for the three-month period ended March 31, 2011 have been computed separately by dividing the income from operations (including minority's share) and net income for such period by the weighted-average number of ordinary shares outstanding during the three-month period ended March 31, 2011 of 500 million shares.

10. SEASONAL CHANGES

Some of the Group's activities are affected by seasonal movements related to the Holy months of Ramadan, Shawwal and Hajj season, which cause revenue to increase significantly during those periods. The effect of such period for 2011 and 2010 principally fall in third and fourth quarters of the financial year. Accordingly, the results of operations presented in the interim condensed consolidated financial statements for the quarter may not be a fair indicator of the results of operations for the full year.

11. SEGMENTAL INFORMATION

During the three-month period ended March 31, 2011 and 2010, the principal activities of the Group related to the manufacturing, wholesale and retail trading in various types of food and related products. Selected financial information as of March 31, 2011 and 2010, and for the period ended on those dates, summarized by segment, is as follows:

<u>2011 (Unaudited)</u>	<u>Manufacturing/ wholesale</u> (SR 000)	<u>Retail</u> (SR 000)	<u>Investments and other activities</u> (SR 000)	<u>Total</u> (SR 000)
Property, plant and equipment – net	2,492,565	2,205,802	7,833	4,706,200
Other non-current assets - net	877,757	565,507	5,730,549	7,173,813
Revenues – net	3,469,990	2,171,750	--	5,641,740
Net income	91,304	38,865	34,992	165,161

<u>2010 (Unaudited)</u>	<u>Manufacturing/ wholesale</u> (SR 000)	<u>Retail</u> (SR 000)	<u>Investments and other activities</u> (SR 000)	<u>Total</u> (SR 000)
Property, plant and equipment – net	2,758,224	2,304,013	6,700	5,068,937
Other non-current assets - net	971,000	566,618	5,588,140	7,125,758
Revenues – net	2,907,644	1,871,137	--	4,778,781
Net income	129,905	40,695	223,442	394,042

11. SEGMENTAL INFORMATION (continued)

The Group's operations are conducted in Saudi Arabia, Egypt, Iran and certain other geographical areas. Selected financial information as of March 31, 2011 and 2010, and for the three-month ended on those dates, summarized by geographic area, is as follows:

<u>2011 (unaudited)</u>	<u>Saudi Arabia</u>	<u>Egypt</u>	<u>Iran</u>	<u>Other countries</u>	<u>Total</u>
	(SR 000)	(SR 000)	(SR 000)	(SR 000)	(SR 000)
Property, plant and equipment – net	3,175,931	713,888	533,898	282,483	4,706,200
Other non-current assets-net	6,183,379	299,335	123,936	567,163	7,173,813
Revenue – net	3,666,701	508,681	822,557	643,801	5,641,740
Net income	153,580	(8,761)	25,624	(5,282)	165,161
<u>2010 (unaudited)</u>	<u>Saudi Arabia</u>	<u>Egypt</u>	<u>Iran</u>	<u>Other countries</u>	<u>Total</u>
	(SR 000)	(SR 000)	(SR 000)	(SR 000)	(SR 000)
Property, plant and equipment – net	3,336,941	790,751	560,372	380,873	5,068,937
Other non-current assets-net	6,008,760	315,422	165,441	644,939	7,134,562
Revenue – net	3,103,149	537,324	581,482	542,491	4,764,446
Net income	376,484	7,872	30,551	(20,865)	394,042

12. COMMITMENTS AND CONTINGENT LIABILITIES

Commitments

At March 31, 2011, the Group had outstanding commitments of SR 138 million (2010: SR 186 million) for investments.

Contingent liabilities

At March 31, 2011, the Department of Zakat and Income Tax (DZIT) has assessed an additional Zakat liability of SR 60 million (2010: SR 45.1 million) concerning prior periods against the Company and certain of its consolidated subsidiaries. Management has appealed such assessments and believes that the DZIT will eventually reverse the assessments. Accordingly, no provision for such amount has been made in the accompanying interim condensed consolidated financial statements.

13. BOARD OF DIRECTORS' APPROVAL

These interim condensed consolidated financial statements have been approved by the Company's Board of Directors on April 18, 2011.