UNAUDITED INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

30 JUNE 2014



Ernst & Young P.O. Box 9267 28th Floor, Al Attar Business Tower Sheikh Zayed Road Dubai, United Arab Emirates Tel: +971 4 332 4000 Fax: +971 4 332 4004 dubai@ae.ey.com ev.com/mena

REPORT ON REVIEW OF INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS TO THE BOARD OF DIRECTORS OF DUBAI REFRESHMENTS (P.J.S.C.)

Introduction

We have reviewed the accompanying interim condensed consolidated financial statements of Dubai Refreshments (P.J.S.C.) and its subsidiary (the "Group") as at 30 June 2014, comprising the interim condensed consolidated statement of financial position as at 30 June 2014 and the related interim condensed consolidated statements of income and comprehensive income for the three month and six month periods then ended, and the related interim condensed statements of changes in equity and cash flows for the six month period then ended and explanatory information. Management is responsible for the preparation and presentation of these interim condensed consolidated financial statements in accordance with International Accounting Standard 34, Interim Financial Reporting ("IAS 34"). Our responsibility is to express a conclusion on these interim condensed consolidated financial statements based on our review.

Scope of Review

We conducted our review in accordance with International Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing. Consequently, it does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim condensed consolidated financial statements are not prepared, in all material respects, in accordance with IAS 34.

Signed by

Anthony O'Sullivan

Ernst + Yo

Partner

Registration No. 687

3 August 2014

Dubai, United Arab Emirates

INTERIM CONDENSED CONSOLIDATED INCOME STATEMENT Period ended 30 June 2014 (Unaudited)

		Six month	s ended	Three moi	nths ended
	Notes	30 June 2014 AED '000	30 June 2013 AED '000	30 June 2014 AED '000	30 June 2013 AED '000
Sales		478,422	427,784	274,683	242,858
Cost of sales		(312,988)	(289,650)	(178,751)	(165,191)
GROSS PROFIT		165,434	138,134	96,932	77,667
Other operating income		767	5,196	383	4,892
Selling and distribution expenses		(74,117)	(64,535)	(40,448)	(37,254)
General and administrative expenses		(27,904)	(25,431)	(14,493)	(14,506)
Amortisation of intangible assets		(3,670)	(1,588)	(1,852)	(809)
OPERATING INCOME		60,510	51,776	39,222	29,990
Finance income		612	935	262	439
Finance expense		(397)	(1,943)	(290)	636
Dividend income		6,780	6,745	-	(53)
Gain on sale of available-for-sale investments		568	1,957	-	
Other income - net		699	776	440	566
PROFIT FOR THE PERIOD	4	68,772	60,246	39,634	31,578
Earnings per share in AED	9	0.76	0.67	0.44	0.35

INTERIM CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

Period ended 30 June 2014 (Unaudited)

		Six month	ns ended	Three mo	nths ended
	Note	30 June 2014 AED '000	30 June 2013 AED '000	30 June 2014 AED '000	30 June 2013 AED '000
Profit for the period		68,772	60,246	39,634	31,578
Other comprehensive income: Other comprehensive income to be reclassified to profit or loss in subsequent periods:					
Change in fair value of available-for-sale investments	6	(11,875)	292	(5,076)	(3,452)
Change in fair value of cash flow hedges		970	(2,696)	457	(1,120)
Net other comprehensive income to be reclassified to profit or loss in subsequent periods		(10,905)	(2,404)	(4,619)	(4,572)
Gain on sale of available-for-sale investments recognised in income statement		(568)	(1,957)		4
Other comprehensive income		(11,473)	(4,361)	(4,619)	(4,572)
Total comprehensive income for the period		57,299	55,885	35,015	27,006

Dubai Refreshments (P.J.S.C.) and its subsidiary INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION At 30 June 2014

	Notes	30 June 2014 AED '000 (Unaudited)	31 December 2013 AED '000 (Audited)
ASSETS			
Non-current assets	2	100010	400014
Property, plant and equipment	5	475,348 49,372	405,814
Intangible assets Available-for-sale investments	6	164,024	52,451 176,467
Available-101-3ale investments		104,024	
		688,744	634,732
Current assets			
Inventories		79,392	75,286
Trade and other receivables		126,793	92,235
Advances to contractors		92,450	92,326
Bank balances and cash	7	138,880	208,799
		437,515	468,646
TOTAL ASSETS		1,126,259	1,103,378
EQUITY AND LIABILITIES Equity			
Share capital		90,000	90,000
Statutory reserve		45,000	45,000
General reserve		342,182	34 2, 1 8 2
Fair value reserve		132,941	145,384
Cash flow hedge reserve		(649)	(1,619)
Retained earnings		134,255	119,483
Total equity		743,729	740,430
Non-current liabilities			
Non-current portion of term loans	11	139,335	116,966
Employees' end of service benefits		18,151	16,679
		157,486	133,645
Current liabilities			-
Trade and other payables		161,787	186,179
Current portion of term loans	11	49,009	33,281
Bank overdrafts	7	14,248	9,843
		225,044	229,303
Total liabilities		382,530	362,948
TOTAL EQUITY AND LIABILITIES		126,259	1,103,378
10	//		
144			
* Delay	1/	·	
Director	Director /	80W-1	
3 August 2014	3 August 2014	.	

Dubai Refreshments (P.J.S.C.) and its subsidiary

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY Period ended 30 June 2014 (Unaudited)

Ralance as of 1 January 2014	Share capital AED '000	Statutory reserve AED '000	General reserve AED '000	Fair value reserve AED'000	Cash flow hedge reserve AED'000	Retained earnings AED'000	Total AED'000 740,430
Profit for the period						68,772	68,772
Other comprehensive income for the period	Ŷ		•	(12,443)	970	30	(11,473)
Total comprehensive income for the period				(12,443)	026	68,772	57,299
Dividends paid (Note 8)	i	t a	¥.	Ü	T	(54,000)	(54,000)
Balance as of 30 June 2014	000,006	45,000	342,182	132,941	(649)	134,255	743,729

Dubai Refreshments (P.J.S.C.) and its subsidiary

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY Period ended 30 June 2014 (Unaudited)

	Share capital AED '000	Statutory reserve AED '000	General reserve AED'000	Fair value reserve AED'000	Cash flow hedge reserve AED '000	Retained earnings AED '000	Total AED'000
Balance as of 1 January 2013	000'06	45,000	226,403	144,655	(1,126)	160,779	665,711
Profit for the period	•	•	'	ę	Ē	60,246	60,246
Other comprehensive income for the period	*	ı	e	(1,665)	(2,696)	,	(4,361)
Total comprehensive income for the period	à	ı	£	(1,665)	(3,696)	60,246	55,885
Dividends paid (Note 8)	ı	1	1	,		(45,000)	(45,000)
Balance as of 30 June 2013	90,000	45,000	226,403	142,990	(3,822)	176,025	676,596

Dubai Refreshments (P.J.S.C.) and its subsidiary INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS At 30 June 2014 (Unaudited)

		Six mont	hs ended
		30 June 2014	30 June 2013
	Notes	AED '000	AED '000
OPERATING ACTIVITIES			
Profit for the period		68,772	60,246
Adjustments for:		10.220	0.202
Depreciation		10,230	8,283 2,771
Amortisation of intangible assets		3,670 (179)	(122)
Profit on disposal of property, plant and equipment Finance expense		397	1,943
Finance income		(612)	(935)
Dividend income		(6,780)	(6,745)
Gain on sale of available-for-sale investments		(568)	(1,957)
Provision for employees' end of service benefits		1,934	1,150
		76,864	64,634
Working capital changes:		(4,106)	(64)
Inventories Trade and other receivables		(34,558)	(30,139)
Trade and other receivables Trade and other payables		(17,984)	(4,823)
Cash from operations		20,216	29,608
Employees' end of service benefits paid		(462)	(855)
Net cash from operating activities		19,754	28,753
INVESTING ACTIVITIES			
Acquisition of intangible assets		(591)	(7,000)
Acquisition of property, plant and equipment	5	(75,936)	(66,972)
Proceeds from disposal of property, plant and		187	122
Advances to contractors		(124)	(40,372)
Proceeds from sale of available-for-sale investments		568	6,258
Dividend income received Finance income received		6,780 612	6,745 935
		(68,504)	(100,284)
Net cash used in investing activities			(100,204)
FINANCING ACTIVITIES		47.004	ć 1 2 05
Proceeds from term loans obtained		45,894	64,285
Repayment of term loans	8	(7,797) (54,000)	(4,727) (45,000)
Dividends paid	ŏ	(3,500)	(3,500)
Director fees paid		(397)	(1,943)
Finance expense paid Amount paid for the conversion of land to freehold		(5,774)	(5,774)
Net cash (used in)/ from financing activities		(25,574)	3,341
DECREASE IN CASH AND CASH EQUIVALENTS		(74,324)	(68,190)
Cash and cash equivalents at 1 January		198,956	281,246
CASH AND CASH EQUIVALENTS AT 30 JUNE	7	124,632	213,056
The attached notes 1 to 15 form part of these interim condens			

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS At 30 June 2014 (Unaudited)

1 ACTIVITIES

Dubai Refreshments (P.J.S.C.) (the "Company") was incorporated in Dubai in 1959 by a decree issued by His Highness The Ruler of Dubai. The registered address of the Company is P. O. Box 420, Dubai, United Arab Emirates.

The Company is engaged in bottling and selling Pepsi Cola International products in Dubai, Sharjah and the other Northern emirates in the UAE. The Company also exports Pepsi Cola International products from time to time to foreign countries after obtaining authorization from Pepsi Cola International. The Company holds 7Up and Aquafina bottling and selling rights for the whole of the UAE.

The Company is also the holding company for Emirates International Food Holdings Inc. (the "Subsidiary"), a limited liability company registered in the British Virgin Islands. The Subsidiary did not carry out any operations during the period. The Company and its subsidiary together are referred to as the "Group".

2 BASIS OF PREPARATION AND ACCOUNTING POLICIES

Basis of preparation

The interim condensed consolidated financial statements for the six months period ended 30 June 2014 have been prepared in accordance with IAS 34 "Interim Financial Reporting".

The interim condensed 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 financial statements as at 31 December 2013.

In addition, the results for the six months period ended 30 June 2014 are not necessarily indicative of the results that may be expected for the financial year ending 31 December 2014.

New standards, interpretations and amendments thereof, adopted by the Group

The accounting policies adopted in the preparation of the interim condensed consolidated financial statements are consistent with those followed in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2013, except for the adoption of the amended standard as at 1 January 2014, noted below:

Offsetting Financial Assets and Financial Liabilities - Amendments to IAS 32

These amendments clarify the meaning of 'currently has a legally enforceable right to set-off' and the criteria for non-simultaneous settlement mechanisms of clearing houses to qualify for offsetting.

Recoverable Amount Disclosures for Non-Financial Assets – Amendments to IAS 36

These amendments remove the unintended consequences of IFRS 13 Fair Value Measurement on the disclosures required under IAS 36 Impairment of Assets. In addition, these amendments require disclosure of the recoverable amounts for the assets or cash-generating units (CGUs) for which an impairment loss has been recognised or reversed during the period.

Novation of Derivatives and Continuation of Hedge Accounting – Amendments to IAS 39

These amendments provide relief from discontinuing hedge accounting when novation of a derivative designated as a hedging instrument meets certain criteria.

These amendments have no impact on the Group.

The following new amendments and standards did not have an impact on the interim condensed consolidated financial statements of the Group:

- Investment Entities Amendments to IFRS 10 Consolidated Financial Statements, IFRS 12 Disclosure of Interests in Other Entities and IAS 27 Separate Financial Statements; and
- IFRIC 21 Levies.

The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS At 30 June 2014 (Unaudited)

3 OPERATING SEGMENT INFORMATION

The Group operates in a single reporting segment of canning, bottling, distribution and trading of soft drinks and related beverages products. All the relevant information relating to this operating segment is disclosed in the interim consolidated statement of financial position, interim consolidated income statement and notes to the interim condensed consolidated financial statements.

Additional information required by IFRS 8 Segment Reporting, is disclosed below:

a) Information about geographical segments

During the period ended 30 June 2014, revenue from customers located in the Group's country of domicile (UAE) is AED 379,787 thousands (period ended 30 June 2013: AED 362,873 thousands) and revenue from customers outside UAE (foreign customers) is AED 98,635 thousands (period ended 30 June 2013: AED 64,911 thousands).

b) Major customer

During the period ended 30 June 2014, there was no single customer of the Group with revenues greater than 10% of the total revenue of the Group.

4 PROFIT FOR THE PERIOD

The profit for the period stated after charging:

	Six month	s ended	Three months ended	
	30 June 2014 AED '000	30 June 2013 AED '000	30 June 2014 AED '000	30 June 2013 AED '000
Staff costs	48,010	42,607	24,355	22,847
Rental-operating lease	13,110	11,726	6,678	6,170

5 PROPERTY, PLANT AND EQUIPMENT

Additions and disposal

During the period ended 30 June 2014, the Group acquired assets amounting to AED 10,282 thousands (period ended 30 June 2013: AED 10,010 thousands).

The Group also incurred AED 69,490 thousands (period ended 30 June 2013: AED 61,350 thousands) for the in progress construction of a warehouse and a new office building and production facility.

During the period ended 30 June 2014, the Group made disposals of assets with net book value of AED 8 thousands (period ended 30 June 2013: AED Nil).

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS At 30 June 2014 (Unaudited)

6 AVAILABLE-FOR-SALE INVESTMENTS

	30 June 2014 AED '000	31 December 2013 AED'000 (Audited)
Opening balance Changes in fair market value Disposals during the period / year	176,467 (11,875) (568)	184,816 2,610 (10,959)
Closing balance	164,024	176,467

7 CASH AND CASH EQUIVALENTS

For the purpose of the interim consolidated statement of cash flows, cash and cash equivalents comprise the following:

	30 June 2014 AED '000	31 December 2013 AED '000 (Audited)
Cash at banks and on hand Short-term deposits	21,176 117,704	27,036 181,763
Bank balances and cash Bank overdrafts	138,880 (14,248)	208,799 (9,843)
	124,632	198,956

8 DIVIDENDS

During the Annual General Meeting held on 20 March 2014, the shareholders approved a cash dividend of AED 0.60 per share totaling AED 54 million relating to 2013 (period ended 30 June 2013: AED 0.50 per share totaling AED 45 million relating to 2012).

9 EARNINGS PER SHARE

Basic earnings per share is calculated by dividing the profit for the period attributable to the shareholders of the Company of AED 68,772 thousands (period ended 30 June 2013: AED 60,246 thousands) by the weighted average number of shares outstanding during the period of 90 million shares (period ended 30 June 2013: 90 million shares).

The Group has not issued any instruments which would have a dilutive impact on earnings per share when exercised.

10 RELATED PARTY TRANSACTIONS AND BALANCES

a) Significant transactions with related parties:

Related parties represent shareholders, directors and key management personnel of the Group, and entities controlled, jointly controlled or significantly influenced by such parties. Pricing policies and terms of these transactions are approved by the Group's management.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS At 30 June 2014 (Unaudited)

RELATED PARTY TRANSACTIONS AND BALANCES (continued) 10

a) Significant transactions with related parties (continued)

Significant transactions with related parties included in the interim consolidated income statement are as follows:

	Six month	s ended	Three months ended	
	30 June 2014 AED '000	30 June 2013 AED '000	30 June 2014 AED '000	30 June 2013 AED '000
Sales to a related party	6,091	4,053	2,928	2,406
Purchases from related parties		3,000	44	1,527

Compensation of key management personn The remuneration of directors and other key r		ment during the perio	od was as follow	s:
	Six month	s ended	Three mon	ths ended
	30 June 2014 AED '000	30 June 2013 AED '000	30 June 2014 AED '000	30 June 2013 AED '000
Short-term benefits Employees' end of service benefits Directors' sitting fees	4,563 181 270 5,014	5,719 486 330 	2,321 91 90 2,502	2,858 289 180 3,327
b) Due from a related party:			30 June 2014 AED'000	31 December 2013 AED'000 (Audited)
Other related party Oman Refreshments Company Limited			871	1,549
11 TERM LOANS		Current portion AED '000	Non-current portion AED'000	Total AED'000

	Current portion AED '000	Non-current portion AED '000	Total AED '000
Loan 1 (a)	3,190	-	3,190
Loan 2 (b)	33,419	133,674	167,093
Loan 3 (c)	12,400	3,030	15,430
Loan 4 (d)	-	828	828
Loan 5 (e)	-	1,803	1,803
Balance at 30 June 2014	49,009	139,335	188,344
Balance at 31 December 2013	33,281	116,966	150,247

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS At 30 June 2014 (Unaudited)

11 TERM LOANS (continued)

- (a) In 2010, the Group obtained three term loans denominated in Euro to finance the purchasing and installation of new plant and machinery. These loans will be repaid over the term of 3-5 years and carry interest at 6 months EURIBOR plus margin. A fair value hedge has been created through a series of forward foreign exchange contracts matching the repayment dates.
- (b) The Group availed a term loan from a local bank to finance the construction of an office and plant facility (Greenfield Project) at the Dubai Investment Park. Originally, the term loan was repayable in 14 half yearly instalments starting on June 2014 and ending on December 2020. Currently, management is in the process of rescheduling the repayment to be paid in 10 half yearly installments to be started in second half of the year 2014. The loan carries interest at 3 months EIBOR plus margin.
- (c) The Group obtained a term loan from a local bank for the purpose of payment to Dubai Electricity and Water Authority for the Greenfield project. The loan is repayable in 30 monthly instalments ending on September 2015 and carries interest of 4% per annum.
- (d & e) The Group obtained two term loans denominated in Dollar to finance the acquisition of a new plant and machinery. The loans will be repaid over 14 semi-annual instalments commencing on 15 January 2015 and carry interests at 6 months L1BOR plus margin.

12 CONTINGENCIES AND CAPITAL COMMITMENTS

	30 June 2014 AED '000	31 December 2013 AED'000 (Audited)
Bank guarantees	103	103
Letter of credit	6,424	11,683
Capital commitments - contracted	229,399	282,388
Capital commitments - uncontracted	88,616	103,567
•		

The Group's capital commitments mainly pertain to an approved expenditure of AED 658.2 million on office and plant facility (Greenfield project) at the Dubai Investment Park.

13 FAIR VALUES OF FINANCIAL INSTRUMENTS

Financial instruments comprise financial assets and financial liabilities.

Financial assets consist of cash on hand and bank balances, receivables and available-for-sale investments. Financial liabilities consist of bank borrowings, payables and derivatives.

The fair values of financial instruments are not materially different from their carrying values.

Fair value hierarchy

The Group uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

- Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities.
- Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.
- Level 3: techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS At 30 June 2014 (Unaudited)

13 FAIR VALUES OF FINANCIAL INSTRUMENTS (continued)

As at 30 June 2014, the Group held the following financial instruments measured at fair value:

Assets measured at fair value	30 June 2014 AED '000	Level 1 AED'000	Level 2 AED 000	Level 3 AED'000
Available-for-sale investments Quoted equity shares Consumer product sector	164,024	164,024	-	-
Liabilities measured at fair value	30 June 2014 AED '000	Level 1 AED'000	Level 2 AED '000	Level 3 AED '000
Financial instruments at fair value through other comprehensive income Commodity derivative (aluminum)	649	- Control Control	649	-
As at 31 December 2013, the Group held the fo	ollowing financial in	nstruments measu	red at fair value:	
Assets measured at fair value	31 Dec 2013 AED '000	Level I AED '000	Level 2 AED '000	Level 3 AED'000
Available-for-sale investments Quoted equity shares Consumer products sector Telecommunications sector Financial instruments at fair value through profit or loss Foreign exchange forward contracts - EUR	175,906 561 50	175,906 561	50	-
Liabilities measured at fair value	31 Dec 2013 AED '000	Level I AED '000	Level 2 AED '000	Level 3 AED '000
Financial instruments at fair value through other comprehensive income Foreign exchange forward contracts - EUR Commodity derivative (aluminum)	62 1,557	- -	62 1,557	

During the period ended 30 June 2014 and year ended 31 December 2013, there were no transfers between the various levels of fair value measurements.

14 NON-CASH TRANSACTION

The following non-cash transaction has been excluded from the interim condensed consolidated statement of cash flows:

	30 June 2014 AED '000	30 June 2013 AED '000
Accrual for project costs	3,836	4,388

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS At 30 June 2014 (Unaudited)

15 COMPARATIVE INFORMATION

Certain comparative figures have been reclassified to conform to the presentation adopted in these financial statements. The below reclassification did not have any impact on the result for the period ended 30 June 2013 or on the equity of the Group as of 31 December 2013.

Statement of Financial Position:

In the prior year, capitalised software licenses amounting to AED 16.7 million was classified as property, plant and equipment. These have now been presented as part of intangible assets.