Ma San Group Corporation and its subsidiaries

Quarterly financial statements for the period ended 31 March 2015

Ma San Group Corporation Corporate Information

Business Registration Certificate No

0303576603

20 August 2014

The Company's Business Registration Certificate has been amended several times, the most recent of which is dated 20 August 2014. The Certificate and its amendments were issued by the Department of Planning and Investment of Ho Chi Minh City. The initial Business Registration Certificate No. 4103002877 was dated 18 November 2004.

Board of Directors

Dr Nguyen Dang Quang
Mr Ho Hung Anh
Ms Nguyen Hoang Yen
Mr Nguyen Thieu Nam
Mr Lars Kjaer
Mr Dominic Edward Salter Price
Mr Mairman
Member
Mr Member

Registered Office

Suite 802, Central Plaza 17 Le Duan Street Ben Nghe Ward, District 1 Ho Chi Minh City Vietnam

Ma San Group Corporation and its subsidiaries Balance sheets at 31 March 2015

Form B 01 - DN/HN

	Code			o <u>up</u> 31/12/2014 VND millionV Restated		31/12/2014
ASSETS						
Current assets (100 = 110 + 120 + 130 + 140 + 150)	100		12,321,130	16,428,327	5,638,303	7,247,661
Cash and cash equivalents Cash Cash equivalents	110 111 112	3	4,750,081 333,978 4,416,103	5,166,415 302,970 4,863,445	618,880 34,077 584,803	517,251 9,901 507,350
Short-term financial investments Held to maturity investments	120 123	10	1,417,703 1,417,703	4,042,212 4,042,212	-	239,614 239,614
Accounts receivable Accounts receivable Prepayments to suppliers Receivables on lending loans Other receivables Allowance for doubtful debts Shortage of assets awaiting for resolution	130 131 132 135 136 137	4	3,826,468 2,800,769 478,020 548,577 (1,962) 1,064	5,227,550 4,346,998 341,231 - 540,746 (2,064)	4,948,445 1,535,153 134,636 2,172,320 1,106,336	6,420,798 3,072,190 134,636 2,172,320 1,041,652
Inventories Inventories Allowance for inventories	140 141 149	5	1,979,655 2,014,734 (35,079)	1,604,854 1,627,172 (22,318)	- - -	- - -
Other current assets Short-term prepayments Deductible value added tax Taxes and other receivables from State Treasury	150 151 152 153		347,223 97,235 229,604 20,384	387,296 70,227 295,726 21,343	70,978 858 50,863 19,257	69,998 396 50,380 19,222

Ma San Group Corporation and its subsidiaries Balance sheets at 31 March 2015 (continued)

Form B 01 - DN/HN

	Code		<u>Gro</u> 31/3/2015 VND million	31/12/2014	<u>Com</u> 31/3/2015 VND million	31/12/2014
Long-term assets $(200 = 210 + 220 + 240 + 250 + 260)$	200		36,868,449	36,536,773	17,395,004	17,399,699
Accounts receivable –						
long-term	210	4	1,476,994	1,447,633	5,059,048	5,025,630
Receivables on long-term lending						
loans	215		-	-	2,206,489	2,283,927
Other long-term receivables	216		1,476,994	1,447,633	2,852,559	2,741,703
Fixed assets	220		19,988,551	20,253,476	7,995	9,443
Tangible fixed assets	221	6	18,216,721	18,409,913	6,000	7,172
Cost	222		19,969,977	19,887,100	20,804	20,759
Accumulated depreciation	223		(1,753,256)	(1,477,187)	(14,804)	(13,587)
Finance lease tangible fixed assets	224	7	41,502	44,867	-	-
Cost	225		67,300	67,300	-	_
Accumulated depreciation	226		(25,798)	(22,433)	-	_
Intangible fixed assets	227	8	1,730,328	1,798,696	1,995	2,271
Cost	228		2,235,424	2,262,894	4,532	4,532
Accumulated amortisation	229		(505,096)	(464,198)	(2,537)	(2,261)
Long-term assets in progress	240	9	4,412,608	3,811,051	_	_
Construction in progress	242		4,412,608	3,811,051	-	-
Long-term financial investments	250	10	8,848,432	8,745,176	12,322,338	12,322,338
Investments in subsidiaries	251		-	-	3,389,914	3,389,914
Investments in associates	252		8,704,382	8,601,126	8,932,424	8,932,424
Held to maturity investments	255		144,050	144,050	-	-
Other long-term assets	260		2,141,864	2,279,437	5,623	42,288
Long-term prepayments	261	11	1,078,410	1,369,592	5,623	42,288
Deferred tax assets	262		132,763	117,491	-	-
Goodwill	269	12	930,691	792,354	-	-
TOTAL ASSETS $(270 = 100 + 200)$	270		49,189,579	52,965,100	23,033,307	24,647,360

Ma San Group Corporation and its subsidiaries Balance sheets at 31 March 2015 (continued)

Form B 01 - DN/HN

	Code	Note	31/3/2015	oup 31/12/2014 aVND million	31/3/2015	<u>pany</u> 31/12/2014 VND million
DESCHIDEES				Restated		Restated
RESOURCES						
LIABILITIES $(300 = 310 + 330)$	300		27,209,961	31,039,961	5,495,554	7,116,242
Current liabilities	310		8,272,584	11,796,756	825,123	2,341,101
Accounts payable	311		1,161,406	999,340	507	1,451
Advances from customers	312		90,375	35,786	-	_
Taxes payable to State Treasury	313	13	218,812	962,550	7,74	1,127
Payables to employees	314		55,163	258	-	-
Accrued expenses	315	14	1,538,183	1,862,531	108,490	215,239
Other payables	319	15	304,000	1,894,013	148,166	1,555,324
Short-term borrowings and finance						
lease liabilities	320	16	4,904,645	6,042,278	567,960	567,960
Long-term borrowings and						
liabilities	330		18,937,377	19,243,205	4,670,431	4,775,141
Other long-term liabilities	337	15	79,848	177,901	4,070,431	75,141
Long-term borrowings and finance	337	13	72,040	177,501	5 1/2 1/01/ -	73,141
lease liabilities	338	17	17,327,342	17,521,970	4,670,431	4,700,000
Deferred tax liabilities	341	17	919,640	932,787	4,070,431	4,700,000
Provisions – long-term	342		610,547	610,547	2 112 117	
Trevisions long term	J 12		010,517	010,547		
EQUITY (400=410)	400		21,979,618	21,925,139	17,537,753	17,531,118
Ovenova? aguita	410	10	21 070 (10	21 027 120	15 525 552	18 834 446
Owners' equity	410	18	21,979,618	21,925,139	17,537,753	17,531,118
Share capital	411	19	7,358,081	7,358,081	7,358,081	7,358,081
Capital surplus	412	19	9,631,164	9,631,164	9,631,164	9,631,164
Other capital	414	20	(9,045,049)	. , , ,	, , , ,	(1,488,972)
Undistributed profits after tax	421		7,075,870	7,071,887	2,037,480	2,030,845
Non-controlling interest	429		6,959,552	6,909,056		-
TOTAL RESOURCES	440		49,189,579	52,965,100	23,033,307	24,647,360
(440 = 300 + 400)	-		2 8			, , , , , , , , ,

Prepared by:

Doan Thi My Duyen Chief Accountant Approved by:

TẬP ĐOÀN MA SAN

> P. Nguyen Dang Quang Chairman

Chai

15 May 2015

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Form B 02 - DN/HN

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Group	Code	Note	From 1/1/2015 to 31/3/2015 VND million	From 1/1/2014 to 31/3/2014 VND million Restated
Total revenue	01	21	3,626,175	2,757,671
Less sales deductions	02	21	41,797	38,790
Net sales $(10 = 01 - 02)$	10	21	3,584,378	2,718,881
Cost of sales	11	22	2,401,467	1,821,100
Gross profit $(20 = 10 - 11)$	20	•	1,182,911	897,781
Financial income	21	23	142,913	193,308
Financial expenses	22	24	519,309	316,912
Share of profit in associates Selling expenses	24 25	25	103,256 431,671	39,316 429,625
General and administration expenses	26		319,607	248,676
Net operating profit ${30 = 20 + (21 - 22) + 24 - (25 + 26)}$	30		158,493	135,192
Other income	31	26	12,309	3,831
Other expenses	32	27	13,167	1,198
Results of other activities $(40 = 31 - 32)$	40		(858)	2,633
Profit before tax $(50 = 30 + 40)$	50		157,635	137,825
Income tax expense – current	51		128,664	117,007
Income tax benefit- deferred	52		(28,419)	(2,078)
Net profit (60 = 50 - 51 - 52) (carried forward to next page)	60		57,390	22,896

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	Code Note	From 1/1/2015 to 31/3/2015 VND million	From 1/1/2014 to 31/3/2014 VND million Restated
Net profit (60 = 50 - 51 - 52) (brought forward from previous page)	60	57,390	22,896
Attributable to:			
Equity holders of the Company Non-controlling interest	61 62	4,354 53,036	(106,607) 129,503
Earnings per share Basic earnings per share in VND	70 28	6	(143)

Prepared by

Doan Thi My Duyen Chief Accountant 303576Approved by:

Fric

Nguyen Dang Quang Chairman

15 May 2015

<u>Group</u>	Code	Profession Profession Prom 1/1/2015 to 31/3/2015 VND million	From 1/1/2014 to 31/3/2014 VND million Adjusted
Total revenue	01	3,626,175	2,757,671
Less sales deductions	02	41,797	38,790
Net sales $(10 = 01 - 02)$	10	3,584,378	2,718,881
Cost of sales	11	2,356,321	1,821,100
Gross profit $(20 = 10 - 11)$	20	1,228,057	897,781
Financial income	21	142,913	193,308
Financial expenses	22	519,309	316,912
Share of profit associates	24	103,256	153,273
Selling expenses	25	431,671	429,625
General and administration expenses	26	252,349	160,824
Net operating profit ${30 = 20 + (21 - 22) + 24 - (25 + 26)}$	30	270,897	337,001
Other income	31	12,309	3,831
Other expenses	32	13,167	1,198
Results of other activities (40 = 31 - 32)	40	(858)	2,633
Profit before tax $(50 = 30 + 40)$	50	270,039	339,634
Income tax expense – current	51	128,664	117,007
Income tax (benefit)/expense- deferred	52	(15,271)	2,374
Net profit (60 = 50 - 51 - 52) (carried forward to next page)	60	156,646	220,253

Group

<u>Group</u>	Code	Profor From 1/1/2015 to 31/3/2015 VND million	rma ⁽¹⁾ From 1/1/2014 to 31/3/2014 VND million Adjusted
Net profit (60 = 50 - 51 - 52) (brought forward from previous page)	60	156,646	220,253
Attributable to:			
Equity holders of the Company Non-controlling interest	61 62	78,515 78,131	66,320 153,933
Earnings per share Basic earnings per share in VND	70	105	89

Proforma numbers, for each of the reporting periods and its respective comparative period, have been computed by reversing impact from the amortization of goodwill, tangible assets and intangible assets as a result of the Group's M&A transactions in the past, as well as removing contribution from businesses disposed prior to this reporting period.

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Code Not	From 1/1/2015 to te 31/3/2015 VND million	From 1/1/2014 to 31/3/2014 VND million
Total revenue 01 21	_	-
Less sales deductions 02 21		-
Net sales $(10 = 01 - 02)$ 10 21	-	-
Cost of sales 11 22	_	-
Gross profit $(20 = 10 - 11)$		
Financial income 21 23 Financial expenses 22 24 General and administration expenses 26	189,848 151,402 35,425	321,627 323,329 38,067
Net operating gain/(loss) $\{30 = 20 + (21 - 22) - 26\}$ 30	3,021	(39,769)
Other income Other expenses 31 26 32 27	3,617 3	1,515
Results of other activities $(40 = 31 - 32)$ 40	3,614	1,515
Gain/(loss) before $\tan (50 = 30 + 40)$ 50	6,635	(38,254)
Income tax expense – current 51		-
Income tax expense – deferred 52	-	_
Net gain/(loss) $(60 = 50 - 51 - 52)$	6,635	(38,254)

Prepared by:

Doan Thi My Duyen Chief Accountant TP. Nguyen Dang Quang Chairman

15 May 2015

The accompanying notes are an integral part of these quarterly financial statements

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Ma San Group Corporation and its subsidiaries Statements of cash flows for the period ended 31 March 2015

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	Code Note	From 1/1/2015 to 31/3/2015 VND million	up From 1/1/2014 to 31/3/2014 VND million	Com From 1/1/2015 to 31/3/2015 VND million	pany From 1/1/2014 to 31/3/2014 VND million
CASH FLOWS FROM OPERAT	TING ACTIV	TITIES			
Profit/(loss) before tax Adjustments for	01	157,635	137,825	6,635	(38,254)
Depreciation and amortisation Allowances and provisions Net unrealised foreign exchange	02 03	347,442 31,115	283,927 5,522	1,493 -	10,713
gains (Gain)/loss on disposal, write - off of fixed assets and other	04	48,702	(107)	-	-
long-term assets Interest, facility and dividend	05	(23)	2,557	-	-
income	05	(136,335)	(135,983)	(189,596)	(321,620)
Interest and facility expense	06	399,634	255,839	149,324	319,415
Share of profit in associates	07	(103,256)	(39,316)	-	-
Operating profit/(loss) before changes in working capital	08	744,914	510,264	(32,144)	(29,746)
Change in receivables and	0.0	(50.500)	(440, 400)	0.5.574	- -0
other assets	09	(78,529)	(440,428)	36,671	560
Change in inventories Change in payables and other	10	(405,966)	(229,667)	-	-
liabilities	11	78,584	722,657	25,831	(32,783)
Change in prepayment	12	112,485	-	6,634	-
	_	451,488	562,826	36,992	(61,969)
Interest paid	13	(855,981)	(651,418)	(264,214)	(281,347)
Corporate income tax paid	14	(723,801)	(374,016)	(= · ·, - · ·)	
Other payments for operating		` ' '	, , -/		
activities	16	(915)	-	-	-
Net cash flows from operating activities	20	(1,129,209)	(462,608)	(227,222)	(343,316)

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	Code Note	Grou	ıp	Company		
	2,000	From 1/1/2015 to 31/3/2015 VND million	From 1/1/2014 to 31/3/2014 VND million	From 1/1/2015 to 31/3/2015 VND million	From 1/1/2014 to 31/3/2014 VND million	
CASH FLOWS FROM INVEST	ING ACTIVI	TIES				
Payments for additions to fixed assets and other long-term						
assets	21	(491,515)	(1,002,050)	(45)	(1,188)	
Proceeds from disposals of		, , ,	, , , ,	,	· · · · · ·	
fixed assets and other long-						
term assets	22	45	428	-	-	
Loans provided to subsidiaries	23	-	-	(2,131)	(1,066,676)	
Loans provided to third party	23	-	(62,500)	-	-	
Collection on loans provided to						
subsidiaries	23	-	-	79,569	-	
Term deposit to banks	24	(2,945,500)	(5,853,084)	-	-	
Term deposit received	24	5,570,009	6,505,918	239,614	-	
Acquisition of subsidiary, net of						
cash	26	(180,839)	-	-	-	
Payments for investment in						
subsidiaries and in an entity	26	(1,741,240)	-	(1,502,060)	-	
Disposal of economic interests						
in subsidiaries	26	1,549,990	-	1,499,990	-	
Receipts of interest and						
dividend	27	120,089	162,989	13,914	8,341	
Net cash flows from investing activities	30	1,881,039	(248,299)	328,851	(1,059,523)	

Code Note

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Company

			From 1/1/2015 to 31/3/2015 VND million	From 1/1/2014 to 31/3/2014 VND million	From 1/1/2015 to 31/3/2015 VND million	From 1/1/2014 to 31/3/2014 VND million
CASH FLOWS FROM FINANC	CING A	ACTIV	VITIES			
Proceeds from issuance of new shares in subsidiaries to non-						
controlling interest Proceeds from short-term and	31			29,144	=	-
long-term borrowings Payments to settle debts to	33		4,163,111	4,668,299	Proceedings was a so base	735,000
banks and other entities	34		(5,332,353)	(5,076,131)	Selection 4 by	1312014 -
Net cash flows from financing activities	40		(1,169,242)	(378,688)	10,125	735,000
Net cash flows during the period $(50=20+30+40)$	50		(417,412)	(1,089,595)	101,629	(667,839)
Cash and cash equivalents at the beginning of the period Effect of exchange rate	60		5,166,415	5,698,563	517,251	1,379,279
fluctuation on cash and cash equivalents	61		1,078	(789)	-	-
Cash and cash equivalents at the end of the period (70 = 50 + 60 + 61)	70	3	4,750,081	4,608,179	618,880	711,440

Group

Prepared by:

Doan Thi My Duyen Chief Accountant 3035 Approved by:

Fric

Nguyen Dang Quang Chairman

15 May 2015

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These notes form an integral part of and should be read in conjunction with the accompanying financial statements.

1. Reporting entity

Ma San Group Corporation ("the Company") is a joint stock company incorporated in Vietnam. The principal activity of the Company is in investment holding.

The consolidated financial statements comprise the Company and its subsidiaries (together referred to as "the Group") and the Group's interest in an associate.

The principal activities of the subsidiaries are described as follows:

Name	Principal activity		itage of interests at
		31/3/2015	31/12/2014
MasanConsumerHoldings Company Limted	Investment holding	100%	100%
Masan Brewery Company Limited (formerly known as Orchid Consultant Company Limited)	Investment holding	100%	100%
LamKa One Member Company Limited	Beer and beverage trading	100%	100%
Phu Yen Beer and Beverage Joint Stock Company	Beer and beverage manufacturing	99.99%	99.99%
Ma San Consumer Corporation	Trading and distribution	78.4%	78.4%
Masan Food Company Limited	Food Trading	78.4%	78.4%
Ma San Industrial One Member Company Limited	Food sauce and instant noodle manufacturing	78.4%	78.4%
Viet Tien Food Technology One member Company Limited	Food sauce manufacturing	78.4%	78.4%
Ma San HD One member Company Limited	Food sauce and instant noodle manufacturing	78.4%	78.4%
Ma San PQ Corporation	Food sauce manufacturing	74.0%	74.0%

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Name	Principal activity		ntage of ic interests at 31/12/2014
VinaCafe Bien Hoa Joint Stock Company	Beverage manufacturing	41.7%	41.7%
Vinh Hao Mineral Water Corporation	Beverage manufacturing	50.1%	50.1%
Kronfa., JSC	Beverage manufacturing	50.1%	50.1%
Masan Beverage Company Limited	Beverage trading and manufacturing	78.4%	78.4%
Masan DN One Member Company Limited	Food sauce, instant noodle manufacturing and beverage manufacturing	78.4%	78.4%
Masan MB One Member Company Limited	Instant noodle and beverage manufacturing	78.4%	78.4%
Saigon Nutri Food Joint Stock Company (*)	Convenience food manufacturing	78.4%	-
Ma San Horizon Corporation	Investment holding	100%	100%
Ma San Resources Corporation	Investment holding	74.3%	74.1%
Ma San Thai Nguyen Resources Company Limited	Investment holding	74.3%	74.1%
Thai Nguyen Trading and Investment Company Limited	Investment holding	74.3%	74.1%
Nui Phao Mining Company Limited	Exploring and processing mineral	74.3%	74.1%
Nui Phao – H.C. Starck Tungsten Chemicals Manufacturing LLC	Processing mineral	37.9%	37.8%

^(*) On 14 January 2015, the Group completed the acquisition of 99.99% equity interest in Saigon Nutri Food Joint Stock Company ("SNF") through Masan Food Company Limited ("MSF") for a cash consideration of VND200,000 million excluding transactions costs. Such transaction resulted in SNF became a subsidiary indirectly owned by the Group through MSF.

All the subsidiaries are incorporated in Vietnam.

The percentage of economic interests represents the effective percentage of economic interests of the Group both directly and indirectly in the subsidiaries.

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2. Summary of significant accounting policies

The following significant accounting policies have been adopted by the Group and the Company in the preparation of these financial statements.

(a) Basis of financial statement preparation

(i) General basis of accounting

The financial statements, expressed in Vietnam Dong rounded to the nearest million ("VND million"), have been prepared in accordance with Vietnamese Accounting Standards, the Vietnamese Accounting System and the relevant statutory requirements.

The financial statements, except for the statements of cash flows, are prepared on the accrual basis using the historical cost concept. The statements of cash flows are prepared using the indirect method.

(ii) Basis of consolidation

Common-control business combination

Business combination where the same group of shareholders ("the Controlling Shareholders") control the combining companies before and after the business combination meets the definition of business combination under common control because there is a continuation of the risks and benefits to the Controlling Shareholders. Such common control business combination is specifically excluded from the scope of Vietnamese Accounting Standard 11 *Business Combination* and in selecting its accounting policy with respect to such transaction, the Group has considered Vietnamese Accounting Standard 01 *Framework* and Vietnamese Accounting Standard 21 *Presentation of Financial Statements*. Based on these standards, the Group has adopted the merger ("carry-over") basis of accounting. The assets and liabilities of the combining companies are consolidated using the existing book values from the Controlling Shareholders' perspective. Any difference between the cost of acquisition and net assets acquired is treated as a deemed distribution to or contribution from shareholders and recorded directly in equity.

The consolidated income statements, consolidated statements of changes in equity and consolidated cash flow statements include the results of operations of the combining companies as if the group structure had been in existence from the Controlling Shareholders' perspective throughout the entire periods presented (or where the companies were incorporated at a date later than the beginning of the earliest period presented, for the period from the date of incorporation to the end of the relevant reporting periods).

Non-common control business combination

Non-common control business combinations are accounted for using the purchase method as at the acquisition date, which is the date on which control is transferred to the Group. Control is the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, the Group takes into consideration potential voting rights that currently are exercisable.

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Under the purchase method, the assets and liabilities of the acquired entity are consolidated using their fair values. Cost of acquisition consists of the aggregate fair value, at the date of exchange, of assets given, liabilities incurred or assumed, and equity instruments issued by the Group. Goodwill represents the excess of the cost of acquisition over the Group's interest in the net fair value of the identifiable assets, *liabilities* and contingent liabilities of the acquired entity. When the excess is negative, it is recognised immediately in profit or loss.

Transaction costs, other than those associated with the issue of debt or equity securities, that the Group incurred in connection with business combinations included any costs directly attributable to the combination, such as professional fees paid to accountants, legal advisers, valuers and other consultants to effect the combination. Transaction costs are capitalised into the cost of business combination. General administrative costs and other costs that cannot be directly attributed to the particular *combination* being accounted for are not included in the cost of the combination; they are recognized as an expense when incurred.

(iii) 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 currently 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 that control ceases.

(iv) Associate (equity accounted investees)

Associates are those entities in which the Group has significant influence, but not control, over the financial and operating policies. Significant influence is presumed to exist when the Group holds between 20 and 50 percent of the voting power of another entity. Associates are accounted for in the consolidated financial statements using the equity method (equity accounted investees) and are initially recognised at cost. The Group's investment in associates includes goodwill identified on acquisition, net of any accumulated amortisation on the goodwill. The consolidated financial statements include the Group's share of the income and expenses of equity accounted investees, after adjustments to align the accounting policies with those of the Group, from the date that significant influence commences until the date that significant influence ceases. When the Group's share of losses exceeds its interest in an equity accounted investee, the carrying amount of that interest (including any long-term investments) is reduced to nil and the recognition of further losses is discontinued except to the extent that the Group has an obligation or has made payments on behalf of the investee.

(v) Non-controlling interest

For changes in the Group's ownership interest in a subsidiary that do not result in change in control, the difference between the cost of acquisition or proceeds on disposal of the interest and the proportionate carrying amount of net assets acquired or disposed at the date of exchange is recorded directly in equity.

(vi) Transactions eliminated on consolidation

Intra-group balances, and any unrealised income and expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements. Unrealised gains and losses arising

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from transactions with equity accounted investees are eliminated against the investment to the extent of the Group's interest in the investee.

(b) Annual accounting period

The annual accounting period of the Company is from 1 January to 31 December.

(c) Foreign currency transactions

Monetary assets and liabilities denominated in currencies other than VND are translated into VND at rates of exchange ruling at the balance sheet date. Transactions in currencies other than VND during the period have been translated into VND at rates approximating those ruling at the transaction dates.

All foreign exchange differences are recorded in the statement of income, except when they relate to the construction of tangible fixed assets or the translation of foreign currency monetary items during pre-operating stage, in which case they are recorded in the Foreign Exchange Difference Account in equity until the entity commences operations and the tangible fixed assets are put into use. Once the entity commences operations and the tangible fixed assets are put into use, the related realised foreign exchange differences are transferred to the statement of income, unrealised foreign exchange gains are transferred to the Unearned Revenue Account and unrealised foreign exchange losses are transferred to the Long-term Prepayment Account. The unrealised gains and losses are then amortised on a straight line basis over 5 years.

(d) Cash and cash equivalents

Cash comprises cash balances and call deposits. Cash equivalents are short-term highly liquid investments that are readily convertible to known amount of cash, are subject to an insignificant risk of changes in value, and are held for the purpose of meeting short-term cash commitments rather than for investment or other purposes.

(e) Investments

Investments in term deposits and debt instruments; investments in equity instruments of entities over which the Group has no control or significant influence in the consolidated financial statements; and investments in all equity instruments in the separate financial statements are stated at cost. Allowance is made for reductions in investment values which in the opinion of the management are not temporary. The allowance is reversed if the subsequent increase in recoverable amount can be related objectively to an event occurring after the allowance was recognised. An allowance is reversed only to the extent that the investment's carrying amount does not exceed the carrying amount that has been determined if no allowance had been recognised.

(f) Accounts receivable

Trade and other receivables are stated at cost less allowance for doubtful debts.

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(g) Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined on a weighted average basis and includes all costs incurred in bringing the inventories to their present location and condition. Cost in the case of finished goods and work in progress includes raw materials, direct labour and attributable manufacturing overheads. Net realisable value is the estimated selling price of inventory items, less the estimated costs of completion and selling expenses.

The Group apply the perpetual method of accounting for inventory.

(h) Tangible fixed assets

(i) Cost

Tangible fixed assets are stated at cost less accumulated depreciation. The initial cost of a tangible fixed asset comprises its purchase price, including import duties, non-refundable purchase taxes and any directly attributable costs of bringing the asset to its working condition and location for its intended use. Expenditure incurred after tangible fixed assets have been put into operation, such as repairs and maintenance and overhaul costs, are normally charged to income in the year in which the costs are incurred. In situations where it can be clearly demonstrated that the expenditure have resulted in an increase in the future economic benefits expected to be obtained from the use of tangible fixed assets beyond their originally assessed standard of performance, the expenditure are capitalised as an additional cost of tangible fixed assets.

(ii) Depreciation

Depreciation is computed on a straight-line basis over the estimated useful lives of tangible fixed assets. The estimated useful lives are as follows:

•	buildings and structures	5-25 years
•	leasehold improvements	3-5 years
•	mining properties	16 years
•	office equipment	3-10 years
•	machinery and equipment	3-16 years
•	motor vehicles	3-6 years

(i) Intangible fixed assets

(i) Land use rights

Land use rights are stated at cost less accumulated amortisation. The initial cost of a land use right comprises its purchase price and any directly attributable costs incurred in conjunction with securing the land use right. Amortisation is computed on a straight-line basis over their useful lives ranging from 40 to 47 years.

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(ii) Software

Cost of acquisition of new software, which is not an integral part of the related hardware, is capitalised and treated as an intangible asset. Software is amortised on a straight-line basis over 4 and 8 years.

(iii) Brand name

Cost of acquisition of brand name is capitalised and treated as an intangible asset.

The fair value of brand name acquired in a business combination is based on the discounted estimated royalty payments that have been avoided as a result of the brand name being owned. The fair value of brand name acquired in a business combination is recognised as an intangible asset and is amortised on a straight-line basis ranging from 10 to 20 years.

(iv) Customer relationships

Customer relationships that are acquired by the Group on the acquisition of subsidiary is capitalised and presented as an intangible asset. The fair value of customer relationships acquired in a business combination is determined using the multi-period excess earnings method, whereby the subject assets are valued after deducting a fair return on all other assets that are part of creating the related cash flows. The fair value of customer relationship is amortised on a straight line basis over 5 years.

(v) Mineral water resources

Mineral water resources that are acquired by the Group on the acquisition of subsidiary is capitalised and presented as an intangible asset. The fair value of mineral water resources acquired in a business combination is determined using the direct comparison method. The direct comparison approach estimates the value of mineral resources by comparing recent asking/transacted price of similar interests located in a similar area. The fair value of mineral water resources are amortised on a straight line basis over 10-19 years.

(j) Construction in progress

Construction in progress represents the cost of construction and machinery which have not been fully completed or installed and mineral assets under development. No depreciation is provided for construction in progress during the period of construction and installation.

Mineral assets under development comprise mineral reserve and related development costs acquired in a business combination and subsequent development expenditure. These assets qualify for capitalisation when the mineral reserve to which they relate is proven to be commercially and technically viable. They are initially recognised at their fair values as part of business combination accounting and subsequent development expenditures are capitalised net of proceeds from the sale of ore extracted during the development phase. On completion of development, defined as the time when saleable materials begin to be extracted from the mine, all assets are reclassified to tangible fixed assets.

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(k) Long-term prepayments

(i) Pre-operating expenses

Pre-operating expenses are recorded in the statement of income, except for establishment costs and expenditures on training, advertising and promotional activities incurred from the incorporation date to the commercial operation date. These expenses are recognised as long-term prepayments, initially stated at cost, and are amortised on a straight line basis over 3 years staring from the date of commercial operation.

(ii) Prepaid land costs

Prepaid land costs comprise prepaid land lease rentals and other costs incurred in conjunction with securing the use of leased land. These costs are recognised in the statement of income on a straight-line basis over the term of the lease from 20 to 50 years.

(iii) Tools and supplies and printing axles

Tools and supplies and printing axles are stated at cost and amortised over their useful lives ranging from 6 months to 2 years.

(iv) Borrowing fees

Loan origination costs are incurred in conjunction with the arrangement of long-term borrowings and are amortised on a straight-line basic over the tenure of the borrowings.

(l) Goodwill

Goodwill arises on acquisition of subsidiaries and associate in non-common control acquisition.

Goodwill is measured at cost less accumulated amortisation. Cost of goodwill represents the excess of the cost of the acquisition over the Group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities of the acquiree. Goodwill is amortised on a straight-line basis over 10 years. In respect of equity accounted investees, the carrying amount of goodwill is included in the carrying value of the investment.

(m) Trade and other payables

Trade and other payables are stated at their cost.

(n) Provisions

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

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(o) Taxation

Income tax on the profit or loss for the period comprises current and deferred tax. Income tax is recognised in the statement of income except to the extent that it relates to items recognised directly to equity, in which case it is recognised in equity.

Current tax is the expected tax payable on the taxable income for the period, using tax rates enacted or substantially enacted at the balance sheet date, and any adjustment to tax payable in respect of previous periods.

Deferred tax is provided using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities using tax rates enacted or substantively enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

(p) Equity

(i) Share capital and capital surplus

Ordinary share capital is classified as equity. The excess of proceeds contributed over the par value of shares issued is recorded as capital surplus. Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction from capital surplus.

(ii) Other capital

Agreements to issue a fixed number of shares in the future are recognised based on their fair values at the dates of the agreements under other capital if there are no other settlement alternatives.

Equity movements resulting from common-control business combination and acquisition of/disposal to non-controlling interest and the excess arising on redemption of other capital over the carrying amount are recorded in other reserves in equity.

(q) Revenue

Revenue from the sale of goods is recognised in the statement of income when the significant risks and rewards of ownership have been transferred to the buyer. No revenue is recognised if there are significant uncertainties regarding recovery of the consideration due or the possible return of goods.

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(r) Financial income and financial expenses

(i) Financial income

Financial income comprises interest income from deposits and loans, and foreign exchange gains. Interest income is recognised as it accrues in the statement of income.

(ii) Financial expenses

Financial expenses comprise interest expenses on borrowings and foreign exchange losses. Borrowing costs are recognised as an expense in the period in which they are incurred, except where the borrowing costs relate to borrowings in respect of the construction of tangible fixed assets, in which case the borrowing costs incurred during the period of construction are capitalised as part of the cost of the fixed assets concerned.

(s) Earnings per share

The Group presents basic earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period.

(t) Related parties

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control or common significant influence.

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Cash and cash equivalents **3.**

	<u>Group</u>		Company	
	31/3/2015	31/12/2014	31/3/2015	31/12/2014
	VND million	VND million	VND million	VND million
Cash on hand	1,076	1,432	116	124
Cash in bank	332,902	301,538	33,961	9,777
Cash equivalents	4,416,103	4,863,445	584,803	507,350
	4,750,081	5,166,415	618,880	517,251

4. Accounts receivable

Other receivables comprised:				
	<u>Gro</u>		<u>Com</u>	
	31/3/2015	31/12/2014	31/3/2015	31/12/2014
	VND million	VND million	VND million	VND million
		Restated		Restated
Receivables from related companies				
on lending loans	-	-	2,172,320	2,172,320
Other short-term receivables				
Receivables from sales of insurance				
claims	256,200	256,200	-	-
Non-trade receivables from related				
companies	142,244	142,244	1,068,773	996,348
Accrued interest receivable	85,803	64,972	25,653	3,398
Services receivable	11,547	11,547	11,547	11,547
Others	52,783	65,783	363	30,359
	548,577	540,746	1,106,336	1,041,652
Receivables from related companies				
on long-term lending loans	-	-	2,206,489	2,283,927
Other long-term receivables				
Long-term interest receivables	23,458	4,712	-	-
Other long-term receivables	1,453,536	1,442,921	39,238	9,381
Other long-term receivables from				
related companies	-	-	2,813,321	2,732,322
	1,476,994	1,447,633	2,852,559	2,741,703

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Other receivables include the following amounts due from related parties:

	Gre	oup	Company		
	31/3/2015	31/12/2014	31/3/2015	31/12/2014	
	VND million	VND million Restated	VND million	VND million Restated	
Amounts due from Ma San Corporation - parent company					
Non-trade – short-term	142,244	142,244	142,244	142,244	
Amounts due from other related					
companies Non-trade — short-term	_	_	926,529	854,104	
Non-trade – long-term	-	-	2,813,321	2,732,322	

The non-trade amounts due from Ma San Corporation were unsecured, interest free and receivable in accordance with contract terms.

Movement of allowance for doubtful debts during the period was as follows:

	<u>Group</u>		
	From	From	
	1/1/2015 to	1/1/2014 to	
	31/3/2015	31/3/2014	
	VND million	VND million	
Opening balance	2,064	1,784	
Allowance utilised during the period	(52)	-	
Allowance written back during the period	(50)	(40)	
Closing balance	1,962	1,744	

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5. Inventories

	<u>Group</u>		Com	<u>pany</u>
	31/3/2015	31/12/2014	31/3/2015	31/12/2014
	VND million	VND million	VND million	VND million
Goods in transit	17,246	64,148	-	-
Raw materials	678,443	598,649	-	-
Tools and supplies	546,102	530,305	-	-
Work in progress	175,123	79,803	-	-
Finished goods	586,462	345,726	-	-
Merchandise inventories	3,786	5,097	-	-
Goods on consignment	7,572	3,444	-	-
	2,014,734	1,627,172	-	-
Allowance for inventories	(35,079)	(22,318)	-	-
	1,979,655	1,604,854	-	-

Movements in the allowance for inventories during the period were as follows:

	Group		
	From 1/1/2015 to 31/3/2015 VND million	From 1/1/2014 to 31/3/2014 VND million	
Opening balance	22,318	20,739	
Increase in allowance during the period	31,176	8,649	
Allowance utilised during the period	(18,404)	(6,336)	
Allowance written back during the period	(11)	(3,087)	
Closing balance	35,079	19,965	

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6. Tangible fixed assets

Group

	Buildings and structures VND million	Mining Properties VND million	Leasehold improvements VND million	Office equipment VND million	Machinery and equipment VND million	Motor vehicles VND million	Total VND million
Cost							
Opening balance	2,805,492	5,800,051	25,760	77,484	11,123,071	55,242	19,887,100
Addition on business combination	916	-	-	120	9,707	816	11,559
Additions	34	15,471	-	45	1,072	-	16,622
Transfers from construction in progress	6,942	21,766	-	-	26,490	-	55,198
Disposals	-	-	-	-	(502)	-	(502)
Reclassifications	(15,115)	-	-	1,886	13,229	-	-
Closing balance	2,798,269	5,837,288	25,760	79,535	11,173,067	56,058	19,969,977
Accumulated depreciation							
Opening balance	183,107	171,419	19,076	36,627	1,040,564	26,394	1,477,187
Charge for the period	38,752	56,041	1,177	3,339	175,376	1,864	276,549
Disposals	-	-	-	-	(480)	-	(480)
Reclassifications	(4,763)	-	-	784	3,979	-	-
Closing balance	217,096	227,460	20,253	40,750	1,219,439	28,258	1,753,256
Net book value							
Opening balance	2,622,385	5,628,632	6,684	40,857	10,082,507	28,848	18,409,913
Closing balance	2,581,173	5,609,828	5,507	38,785	9,953,628	27,800	18,216,721

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Company

	Leasehold improvements VND million	Office equipment VND million	Total VND million
Cost			
Opening balance Addition	15,098	5,661 45	20,759 45
Closing balance	15,098	5,706	20,804
Accumulated depreciation			
Opening balance Depreciation for the period	11,353 803	2,234 414	13,587 1,217
Closing balance	12,156	2,648	14,804
Net book value			
Opening balance Closing balance	3,745 2,942	3,427 3,058	7,172 6,000

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7. Finance lease tangible fixed assets

	Machinery and equipment VND million
Cost	
Opening balance/closing balance	67,300
Accumulated amortisation	
Opening balance Charge for the period	22,433 3,365
Closing balance	25,798
Net book value	
Opening balance Closing balance	44,867 41,502

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8. Intangible fixed assets

Group

Land use rights VND million	Software VND million	Brand name VND million	Customer relationships VND million	Mineral resources VND million	Mining right VND million	Total VND million
170,254 - (27,563)	111,350 93	712,471	375,110 - -	305,336	588,373 - -	2,262,894 93 (27,563)
142,691	111,443	712,471	375,110	305,336	588,373	2,235,424
24,053 1,065 (3,324)	30,304 3,953	188,375 15,851	211,107 22,702	4,990 651	5,369 - -	464,198 44,222 (3,324)
21,794	34,257	204,226	233,809	5,641	5,369	505,096
146,201 120,897	81,046 77,186	524,096 508,245	164,003 141,301	300,346 299,695	583,004 583,004	1,798,696 1,730,328
	24,053 1,065 (3,324) 146,201	VND million 170,254	VND million VND million VND million 170,254 111,350 712,471 - 93 - (27,563) - - 142,691 111,443 712,471 24,053 30,304 188,375 1,065 3,953 15,851 (3,324) - - 21,794 34,257 204,226 146,201 81,046 524,096	Land use rights VND million Software VND million Brand name VND million relationships VND million 170,254 111,350 712,471 375,110 - 93 - - (27,563) - - - 142,691 111,443 712,471 375,110 24,053 30,304 188,375 211,107 1,065 3,953 15,851 22,702 (3,324) - - - 21,794 34,257 204,226 233,809 146,201 81,046 524,096 164,003	Land use rights VND million Software VND million Brand name VND million relationships VND million resources VND million 170,254 111,350 712,471 375,110 305,336 - 93 - - - (27,563) - - - - 142,691 111,443 712,471 375,110 305,336 24,053 30,304 188,375 211,107 4,990 1,065 3,953 15,851 22,702 651 (3,324) - - - - 21,794 34,257 204,226 233,809 5,641 146,201 81,046 524,096 164,003 300,346	Land use rights VND million Software VND million Brand name VND million relationships VND million resources VND million Mining right VND million 170,254 111,350 712,471 375,110 305,336 588,373 - 93 - - - - (27,563) - - - - - 142,691 111,443 712,471 375,110 305,336 588,373 24,053 30,304 188,375 211,107 4,990 5,369 1,065 3,953 15,851 22,702 651 - (3,324) - - - - - 21,794 34,257 204,226 233,809 5,641 5,369 146,201 81,046 524,096 164,003 300,346 583,004

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Company

	Software VND million
Cost	
Opening balance/closing balance	4,532
Accumulated amortisation	
Opening balance Charge for the period	2,261 276
Closing balance	2,537
Net book value	
Opening balance Closing balance	2,271 1,995

9. Long-term work in progress

	Gro	<u>up</u>	Company		
	31/3/2015 VND million	31/12/2014 VND million	31/3/2015 VND million	31/12/2014 VND million	
Opening balance Addition on business combination	3,811,051	20,042,933 2,799	-	10,021	
Additions during the period/year	633,479	3,365,614	-	1,093	
Transfer to tangible fixed assets	(55,198)	(17,145,154)	-	(4,313)	
Transfer to intangible fixed assets	-	(67,051)	-	-	
Transfer (to)/from long-term prepayments	24,497	(990,930)	-	(63)	
Transfer to short-term prepayments	(1,221)	(6,594)	-	-	
Disposals	-	(5,263)	-	(4,521)	
Written off Reclassify to other long-term	-	(2,217)	-	(2,217)	
receivables	-	(1,383,086)	-	-	
Closing balance	4,412,608	3,811,051	-	-	

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10. Financial investments

	31/3/2015	oup 31/12/2014 VND million Restated	31/3/2015	pany 31/12/2014 VND million
Long-term financial investments Investments in subsidiaries Investment in an associates (a) Held to maturity investments	8,704,382 144,050	8,601,126 144,050	3,389,914 8,932,424	3,389,914 8,932,424
	8,848,432	8,745,176	12,322,338	12,322,338
Short-term financial investments (b)	1,417,703	4,042,212	-	239,614
	1,417,703	4,042,212	-	239,614

Details of the Company's investments in subsidiaries are as follows:

		31/12/2014 VND million
MasanConsumerHoldings Company Limted Ma San Horizon Corporation	516,600 2,873,314	516,600 2,873,314
	3,389,914	3,389,914

(a) Investment in associates

Investments in associates represent investments in 30.36% (31/12/2014: 30.36%) of the effective economic interest in Vietnam Technological and Commercial Joint Stock Bank ("Techcombank") and in 25.75% (31/12/2014: 25.75%) of the effective economic interest in Cholimex Food Joint Stock Company ("Cholimex") as of 31 March 2015.

(b) Short-term financial investments

Mainly term deposits in banks represent deposits with original terms to maturity of more than three months and less than 12 months from their transaction dates. The term deposits are denominated in Vietnam Dong.

Ma San Group Corporation and its subsidiaries Notes to the financial statements for the period ended 31 March 2015 (continued)

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11. Long-term prepayments

Group

	Pre-operating expenses VND million	Prepaid land costs VND million	Land compensation cost VND million	Printing axles VND million	Tools and supplies VND million	Borrowing fees VND Million	FX difference VND Million	Others VND million	Total VND million
Opening balance	284,985	2,171	632,994	46	12,434	386,044	35,927	14,991	1,369,592
Addition on business									
combination	-	-	-	-	286	-	-		286
Additions	2,030	-	-	-	1,821	-	-	7,674	11,525
Transfer to long-term borrowings	-	-	-	-	-	(229,975)	-	-	(229,975)
Transfers from short-term									
prepayment	-	148	-	-	87	-	-	-	235
Transfer to construction	(27.024)							1 221	(0.1.10=)
in progress	(25,831)	-	-	-	-	-	-	1,334	(24,497)
Amortisation for the	(27.051)		(0.256)	(05)	(4.420)	(25.296)	(2.160)	(4.005)	(72,092)
period	(27,851)	-	(8,256)	(95)	(4,439)	(25,286)	(2,160)	(4,895)	(72,982)
Transfers to intangible fixed assets		24,239	_	_					24,239
	-	24,239	-	-	(13)	-	-	-	(13)
Disposals Reclassification	-	-	-	(2,622)	2,091	-	-	531	(13)
Reciassification			-	(2,022)	2,091			331	
Closing balance	233,333	26,558	624,738	(2,671)	12,267	130,783	33,767	19,635	1,078,410

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Company

<u>company</u>	Borrowing fees VND million	Tools and supplies VND million	Total VND million
Opening balance Transfer to long-term borrowings Amortisation for the period	35,969 (35,278) (691)	6,319 - (696)	42,288 (35,278) (1,387)
Closing balance	-	5,623	5,623

12. Goodwill

	Group
Cost	VND million
Opening balance	942,834
Addition	166,624
Closing balance	1,109,458
Accumulated amortisation	
Opening balance	150,480
Amortisation for the period	28,287
Closing balance	178,767
Net book value	
Opening balance	792,354
Closing balance	930,691

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13. Taxes payable to State Treasury

	<u>Group</u>		<u>Company</u>	
	31/3/2015	31/12/2014	31/3/2015	31/12/2014
	VND million	VND million	VND million	VND million
Corporate income tax	140,558	736,517	-	-
Value added tax	48,026	78,676	-	-
Import-export tax	16,274	7,457	-	-
Personal income tax	7,904	32,668	-	-
Special consumption tax	-	27,451	-	-
Other taxes	6,050	79,781	-	1,127
	218,812	962,550	-	1,127

14. Accrued expenses

	<u>Group</u>		Company	
	31/3/2015	31/12/2014	31/3/2015	31/12/2014
	VND million	VND million	VND million	VND million
Accrued interest payable	211,715	511,616	86,748	192,767
Accrual for construction work	158,586	179,717	-	-
Advertising and promotion expenses	452,157	494,099	-	-
Consultant fee	5,223	54,335	20,288	21,328
Bonus and 13 th month salary	52,438	112,487	-	-
Sales discount	63,713	70,621	-	-
Transportation expenses	143,971	103,563	-	-
Accrued withholding tax	677	2,241	677	334
Accruals for inventories purchased	98,177	10,401	-	-
Others	351,526	323,451	777	810
	1,538,183	1,862,531	108,490	215,239

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15. Other payables

	<u>Group</u>		Company	
	31/3/2015 VND million	31/12/2014 VND million	31/3/2015 VND million	31/12/2014 VND million
Other short-term payables				
Social and health insurance	15,172	104	-	-
Short-term deposits from customers	1,080	935	-	155
Dividend payables	52,071	54,672		-
Purchase of shares	-	1,739,738	-	1,500,558
Others	235,677	98,564	148,166	54,611
	304,000	1,894,013	148,166	1,555,324
Other long-term payables				
Long-term payables	52,214	93,043	-	14,580
Obligation to issue shares	-	60,561	-	60,561
Long-term deposits	27,634	24,297	-	-
	79,848	177,901	-	75,141

16. Short-term borrowings and finance lease liabilities

	31/3/2015	oup 31/12/2014 VND million	Com 31/3/2015 VND million	pany 31/12/2014 VND million
Short-term borrowings Current portion of long-term borrowings (Note 17)	4,233,064	5,329,970	-	-
	671,581	712,308	567,960	567,960
	4,904,645	6,042,278	567,960	567,960

Terms and conditions of outstanding short-term borrowings were as follows:

	Currency	Group		Company	
		31/3/2015 VND million	31/12/2014 VND million	31/3/2015 VND million	31/12/2014 VND million
Bank borrowings: VND denominated	VND	4,196,485	4,255,258	_	_
USD denominated	USD	36,579	1,074,712	-	-
	,	4,233,064	5,329,970	-	-

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17. Long-term borrowings and finance lease liabilities

	Gra	<u>oup</u>	Company		
	31/3/2015	31/12/2014	31/3/2015	31/12/2014	
	VND million	VND million	VND million	VND million	
Long-term borrowings (a)	4,010,837	4,015,514	_	-	
Convertible loan	567,960	567,960	567,960	567,960	
Secured bonds	13,373,283	13,600,000	4,670,431	4,700,000	
Finance lease liabilities	46,843	50,804	-	-	
	17,998,923	18,234,278	5,238,391	5,267,960	
Repayable within twelve months (Note 16)	(671,581)	(712,308)	(567,960)	(567,960)	
Repayable after twelve months	17,327,342	17,521,970	4,670,431	4,700,000	

a. Long-term borrowings

	<u>Gro</u>	oup_	Company		
	31/3/2015 VND million	31/12/2014 VND million	31/3/2015 VND million	31/12/2014 VND million	
Bank borrowings:					
 VND denominated 	233,462	276,639	-	-	
 USD denominated 	3,777,375	3,738,875	-	-	
	4,010,837	4,015,514	-	-	
			•		

Ma San Group Corporation and its subsidiaries Notes to the financial statements for the period ended 31 March 2015 (continued)

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18. Changes in owners' equity

STOUP	Share capital	Capital surplus VND	Other capital	Foreign exchange differences	Undistributed profits after tax		interest	Total
	VND million	million	VND million	VND million	VND million	VND million	VND million	VND million
Balance at 1 January 2014	7,349,113	9,601,627	(8,832,067)	(43,098)	6,357,394	14,432,969	8,828,528	23,261,497
Issuance of new shares due to conversion of debt instruments Transactions with non-controlling interest	8,968	29,537	-	-	-	38,505	-	38,505
in a subsidiary	-	-	14,161	-	-	14,161	(1,074,566)	(1,060,405)
Increase in non-controlling interest from share capital issued by subsidiaries Decrease in non-controlling interest from	-	-	(192,216)	-	-	(192,216)	581,896	389,680
share capital issued by a subsidiary	-	-	(34,927)	-	_	(34,927)	74,832	39,905
Disposal of investment in a subsidiary Foreign exchange differences in a	-	-	-	-	(349,327)	(349,327)	(1,152,733)	(1,502,060)
subsidiary	-	-	_	43,098	-	43,098	16,909	60,007
Net profit for the year	-	-	-	-	1,080,169	1,080,169	956,873	2,037,042
Dividend paid	-	-	-	-	-	-	(1,304,830)	(1,304,830)
Transfer to funds	-	-	-	-	(16,349)	(16,349)	(17,853)	(34,202)
Balance at 31 December 2014	7,358,081	9,631,164	(9,045,049)	-	7,071,887	15,016,083	6,909,056	21,925,139

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Group

	Share capital VND million	Capital surplus VND million	Other capital VND million	Undistributed profits after tax VND million		Non-controlling interest VND million	Total VND million
Balance at 1 January 2015	7,358,081	9,631,164	(9,045,049)	7,071,887	15,016,083	6,909,056	21,925,139
Net profit for the period Transfer to funds	-	-	-	4,354 (371)	4,354 (371)	53,036 (2,540)	57,390 (2,911)
Balance at 31 March 2015	7,358,081	9,631,164	(9,045,049)	7,075,870	15,020,066	6,959,552	21,979,618

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Company:

Company.	Share capital VND million	Capital Surplus VND million	Other capital VND million	Accumulated losses VND million	Total VND million
Balance at 1 January 2014	7,349,113	9,601,627	(1,488,972)	(1,206,546)	14,255,222
Issuance of new shares due to conversion of debt instruments	8,968	29,537	-	-	38,505
Net profit for the year	-	-	-	3,237,391	3,237,391
Balance at 31 December 2014	7,358,081	9,631,164	(1,488,972)	2,030,845	17,531,118
Balance at 1 January 2015	7,358,081	9,631,164	(1,488,972)	2,030,845	17,531,118
Net profit for the period	-	-	-	6,635	6,635
Balance at 31 March 2015	7,358,081	9,631,164	(1,488,972)	2,037,480	17,537,753

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19. Share capital and capital surplus

The Company's authorised and issued share capital comprises:

	31/3/2015			/2014
	Number of shares	VND million	Number of shares	VND million
Authorised share capital	735,808,140	7,358,081	735,808,140	7,358,081
Issued share capital Ordinary shares	735,808,140	7,358,081	735,808,140	7,358,081
Capital surplus	-	9,631,164	-	9,631,164

All ordinary shares have a par value of VND10,000. Each share is entitled to one vote at meetings of the Company. Shareholders are entitled to receive dividends as declared from time to time. All ordinary shares are ranked equally with regard to the Company's residual assets. In respect of shares bought back by the Company, all rights are suspended until those shares are reissued.

Capital surplus represents the excess of the proceeds on issuance of shares over the par value.

Movements in issued share capital during the period/year were as follows:

	31/3/2	015	31/12/2014		
	Number of shares	VND million	Number of shares	VND million	
Balance at beginning of the period/year Issuance of new shares due to	735,808,140	7,358,081	734,911,338	7,349,113	
conversion of debt instruments	-	_	896,802	8,968	
Balance at the end of the period/year	735,808,140	7,358,081	735,808,140	7,358,081	

20. Other capital

Other capital represents the fair value of the Company's fixed number of shares to be issued at a future date. Equity movements resulting from common-control business combination and acquisition of/disposal to non-controlling interest and the excess arising on redemption of other capital over the carrying amount are recorded in other reserves in equity.

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21. Total revenue

Total revenue represents the gross invoiced value of goods sold and services rendered exclusive of value added tax.

Net sales comprised:

Net sales comprised.	~		~	
	Gre	<u>oup</u>	<u>Com</u>	<u>pany</u>
	From	From	From	From
	1/1/2015 to	1/1/2014 to	1/1/2015 to	1/1/2014 to
	31/3/2015	31/3/2014	31/3/2015	31/3/2014
		VND million		
	A MAININII ON		VIAD IIIIIIOII	VIAD IIIIIIIOII
		Restated		
Total revenue				
 Sales of finished goods 	3,603,471	2,669,426	_	_
 Services and other sales 	22,704	88,245		
- Services and other sales	22,704	00,243	-	-
Less sales deductions				
 Sales discounts 	(34,437)	(27,740)	-	_
 Sales returns and allowances 	(7,360)	(11,050)	_	_
Sures returns and arrowances	(7,500)	(11,000)		
Nat calac	2 504 270	2.710.001		
Net sales	3,584,378	2,718,881	-	

22. Cost of sales

	From From 1/1/2015 to 1/1/2014 to 31/3/2015 31/3/2014		31/3/2015 31/3/201		
Total cost of sales	VND million	VND million Restated	VND million	VND million	
Finished goods soldAllowance for inventories	2,370,302 31,165	1,815,538 5,562	-	- -	
	2,401,467	1,821,100	-	-	

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23. Financial income

	Gre	<u>oup</u>	Company		
	From 1/1/2015 to 31/3/2015 VND million	From 1/1/2014 to 31/3/2014 VND million	From 1/1/2015 to 31/3/2015 VND million	From 1/1/2014 to 31/3/2014 VND million	
Interest income from:					
Deposits	136,335	124,036	31,273	8,326	
 Provided loans 	-	11,947	_	_	
 Loan to subsidiaries 	-	_	158,323	136,603	
Facility income from subsidiaries	-	-	-	176,691	
Foreign exchange gains	6,578	1,475	252	7	
Others	-	55,850	-	-	
	142,913	193,308	189,848	321,627	

24. Financial expenses

	Gre	oup_	Company		
	From 1/1/2015 to	From 1/1/2014 to	From 1/1/2015 to	From 1/1/2014 to	
	31/3/2015 VND million	31/3/2014 VND million	31/3/2015 VND million	31/3/2014 VND million	
	VI (D IIIII)			VI (D IIIII)	
Interest expenses payable to:					
 Banks 	110,008	103,341	-	-	
 Bondholders 	289,626	152,498	149,324	181,663	
 Subsidiary 	-	-	-	127,879	
Facility fee expenses to subsidiary	-	-	-	9,873	
Foreign exchange losses	73,733	8,443	705	12	
Other financial expenses	45,942	52,630	1,373	3,902	
	519,309	316,912	151,402	323,329	

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25. Share of profit in associates

	Group	
	From 1/1/2015 to 31/3/2015 VND million	From 1/1/2014 to 31/3/2014 VND million
Share of profit in associates Adjustment arising from purchase price allocation and goodwill	103,256	205,143
amortisation	-	(165,827)
	103,256	39,316

26. Other income

	Gr	ou <u>p</u>	Com	<u>pany</u>
	From	From	From	From
	1/1/2015 to	1/1/2014 to	1/1/2015 to	1/1/2014 to
	31/3/2015	31/3/2014	31/3/2015	31/3/2014
	VND million	VND million Restated	VND million	VND million
Proceeds on disposal of fixed assets and long				
term assets	45	428	-	-
Others	12,264	3,403	3,617	1,515
	12,309	3,831	3,617	1,515

27. Other expenses

	From 1/1/2015 to 31/3/2015	From 1/1/2014 to 31/3/2014 VND million Restated	From 1/1/2015 to 31/3/2015	From 1/1/2014 to 31/3/2014 VND million
Net book value of disposed and written off fixed assets, long term assets Others	22 13,145	1,027 171	3	- -
	13,167	1,198	3	-

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28. Earnings per share

The calculation of basic earnings per share at 31 March 2015 was based on the profit attributable to ordinary shareholders of VND4,354 million (the period ended 31 March 2014: VND(106,607) million) of the Group and a weighted average number of ordinary shares outstanding of 747,258,493 shares during the period (the period ended 31 March 2014: 746,361,691 shares), calculated as follows:

(i) Net profit attributable to ordinary shareholders

		From 1/1/2015 to 31/3/2015 VND million	From 1/1/2014 to 31/3/2014 VND million
	Net profit/(loss) attributable to ordinary shareholders	4,354	(106,607)
(ii)	Weighted average number of ordinary shares	From 1/1/2015 to 31/3/2015	From 1/1/2014 to 31/3/2014
	Issued ordinary shares at the beginning of the period Effect of shares to be issued solely after the passage of time	735,808,140 11,450,353	734,911,338 11,450,353
	Weighted average number of ordinary shares at the end of the period	747,258,493	746,361,691

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29. Significant transactions with related parties

In addition to related party balances and transactions disclosed in other notes to these financial statements, the Group has the following transactions with related parties during the period:

Group:

Related Party	Nature of transaction	From 1/1/2015 to I 31/3/2015 VND million	From 1/1/2014 to 31/3/2014 VND million
Key management personnel	Remuneration to key management personnel (*)	14,344	12,391

^(*) No board fees were paid to Board of Management members in the period ended 31 March 2015 and 31 March 2014.

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Company:

Related Party	Nature of transaction	From 1/1/2015 to 3 31/3/2015 VND million	From 1/1/2014 to 31/3/2014 VND million
Subsidiaries Ma San Consumer Corporation	Interest expense on long-term loan Facility fee expense	-	127,879 9,873
Ma San Horizon Corporation	Loan provided to a subsidiary Interest income from loans provided to	2,131	899,176
Corporation	a subsidiary	131,683	106,338
Ma San Resources Corporation	Interest income from loans provided to a subsidiary Facility fee income	18,596 -	15,883 72,995
Nui Phao Mining Company	Facility fee income	-	103,696
Limited	Loan provided to a subsidiary Interest income from loan provided to a	-	105,000
	subsidiary	6,698	2,435
Masan Brewery Company Limited	Loans provided to a subsidiary Interest income from loan provided to a	-	62,500
	subsidiary	1,346	11,947
Key management personnel	Remuneration to key management personnel (*)	4,423	2,120

^(*) No board fees were paid to Board of Management members in the period ended 31 March 2015 and 31 March 2014.

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30. Corresponding figures

On 22 December 2014, the Ministry of Finance issued Circular No. 200/2014/TT-BTC providing guidance on Vietnamese Accounting System for enterprises (Circular 200). Circular 200 is applicable for annual accounting periods beginning on or after 1 January 2015.

The Group has adopted guidance in Circular 200 from 1 January 2015. As a result of the change in accounting policy, corresponding figures for the year ended 31 December 2014 have been restated. In addition, certain corresponding figures have been reclassified to conform with the current period's presentation. A comparison of the amounts previously reported and as restated is as follows:

(a) Balance sheets

	<u>Group</u>		Company	
	31/12/2014	31/12/2014	31/12/2014	31/12/2014
	(as restated) VND million	(as previously reported) VND million	(as restated) VND million	(as previously reported) VND million
Receivable on lending loans – short-				
term	-	-	2,172,320	-
Other receivables	540,746	490,742	1,041,652	3,183,613
Shortage of assets awaiting				
resolution	639	-	-	-
Other current assets	-	50,643	-	30,359
Receivable on lending loans – long-				
term	-	-	2,283,927	-
Other long-term receivables	1,447,633	1,387,798	2,741,703	5,016,249
Fixed assets	20,253,476	24,064,527	-	-
Long-term work in progress	3,811,051	-	-	-
Investments in associates	8,601,126	8,597,526	-	-
Held to maturity investments	144,050	147,650	_	-
Other long-term assets	-	59,835	-	9,381

(b) Statement of income

	<u>Group</u>		
	From 1/1/2014 to 31/3/2014 (as restated) VND million	From 1/1/2014 to 31/3/2014 (as previously reported) VND million	
Total revenue Cost of sales Selling expenses Other income Other expenses	2,757,671 1,821,100 429,625 3,831 1,198	2,753,803 1,632,394 618,254 12,252 5,828	
Other expenses	1,198	5,828	

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31. Explanation of the net profit movement

The Group profit after tax in 1Q2015 is VND57 billion (after goodwill amortization) compared with profit after tax of VND23 billion in the last corresponding period due to the growth in revenue and improvement in operating margin.

The Company net profit after tax in 1Q2015 is VND7 billion compared with a loss of VND38 billion in the last corresponding period, mainly due to a reduction in financial expenses and in general and administration expenses.

Prepared by

Doan Thi My Duyen Chief Accountant Approved by:

Nguyen Dang Quang

Chairman

15 May 2015