



**ALKALOID AD SKOPJE
CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 DECEMBER 2012 AND
INDEPENDENT AUDITORS' REPORT**

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INDEPENDENT AUDITORS' REPORT

TO THE MANAGEMENT BOARD AND THE SHAREHOLDERS OF ALKALOID AD SKOPJE

We have audited the accompanying consolidated financial statements (page 4 to 42) of Alkaloid AD Skopje and its subsidiaries (hereinafter referred to as the "the Group"), which comprise the statement of consolidated financial position as at 31 December 2012, and the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with the accounting regulations prevailing in the Republic of Macedonia, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing and Audit Law of the Republic of Macedonia. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements of Alkaloid AD Skopje and its subsidiaries for the year ended at 31 December 2012 are presented fairly, in all material respects, in accordance with the accounting regulations of the Republic of Macedonia.

Lidija Nanus
Certified Auditor
Director

Aleksandar Arizanov
Certified Auditor

8 March 2013

Deloitte DOO Skopje

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	Note	As at 31 December	
		2012	2011
ASSETS			
Non-current assets			
Property, plant and equipment (PP&E)	6	3,851,987	3,847,724
Intangible assets	7	647,260	521,285
Deferred tax assets	18	15,728	14,849
Available-for-sale financial assets	9	4,784	4,442
Other non-current assets	12	30,618	55,440
		4,550,377	4,443,740
Current assets			
Inventories	10	1,791,379	1,647,549
Trade receivables	11	2,508,304	2,238,474
Other current assets	12	243,506	269,858
Cash and cash equivalents	13	185,589	188,824
		4,728,778	4,344,705
TOTAL ASSETS		9,279,155	8,788,445
EQUITY			
Capital and reserves			
Share capital	14	2,205,348	2,206,391
Share premiums	14	(1,127)	493
Legal reserves		604,746	599,909
Other reserves	15	1,524,599	1,538,559
Retained earnings		2,907,337	2,608,105
Minority interests		1,205	1,239
		7,242,108	6,954,696
LIABILITIES			
Non-current liabilities			
Non-current borrowings	16	208,342	60,823
Retirement benefit obligations	17	20,670	16,560
Deferred tax liabilities	18	7,831	8,436
		236,843	85,819
Current liabilities			
Trade and other payables	19	1,222,977	1,164,171
Income tax		18,682	9,600
Current borrowings	16	558,545	574,159
		1,800,204	1,747,930
Total liabilities		2,037,047	1,833,749
TOTAL EQUITY AND LIABILITIES		9,279,155	8,788,445

The accompanying notes are an integral part of these consolidated financial statements.

These consolidated financial statements have been approved by the Managing Board on 19 February 2013.

Approved by:

Zhivko Mukaetov
General Manager

Viktor Stojcevski
Finance Manager

CONSOLIDATED INCOME STATEMENT

	Note	Year ended 31 December	
		2012	2011
Sales	5	6,788,633	6,738,068
Cost of sales		(3,497,210)	(3,448,514)
Gross profit		3,291,423	3,289,554
Research and development expenses		(38,687)	(45,543)
Selling and marketing expenses		(2,272,187)	(2,215,549)
Administrative expenses		(269,326)	(292,637)
Provision for other liabilities and charges	20	(3,530)	(993)
Other income	21	313,091	310,345
Other expenses	22	(332,308)	(328,530)
Operating profit		688,476	716,647
Finance expenses (net)	26	(48,435)	(54,452)
Profit before income tax		640,041	662,195
Income tax	27	(56,311)	(45,942)
Profit for the year		583,730	616,253
Attributable to the:			
Shareholders of the Parent Company		583,763	616,290
Minority interests		(33)	(37)
Profit for the year		583,730	616,253
Earnings per share (In Denar)			
- Basic	28	410.52	433.19

The accompanying notes are an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	<u>Note</u>	<u>Year ended 31 December</u>	
		<u>2012</u>	<u>2011</u>
Profit for the year		583,730	616,253
Other comprehensive income:			
Fair value of investments	15	651	(946)
Translation differences	15	<u>(9,761)</u>	<u>7,031</u>
Other comprehensive income, net of tax		<u>(9,110)</u>	<u>6,085</u>
Total comprehensive income for the year		<u><u>574,620</u></u>	<u><u>622,338</u></u>

The accompanying notes are an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
Year ended 31 December

	Attributable to the Parent					Minority interests	Total equity
	Share capital	Share premiums	Legal reserves	Other reserves	Retained earnings		
As at 1 January 2011	2,206,548	734	599,813	1,504,953	2,284,072	1,275	6,597,395
Purchase of treasury shares	(157)	(241)	-	-	-	-	(398)
Fair value of investments (Note 9)	-	-	30	(946)	-	-	(916)
Deferred taxes (Note 18)	-	-	-	27,521	-	-	27,521
Dividends and tax of paid dividend (Note 29)	-	-	-	-	(275,071)	-	(275,071)
Decrease from previous year	-	-	-	-	(11,639)	-	(11,639)
Return of unpaid dividends	-	-	-	-	2,823	-	2,823
Net profit for the year	-	-	-	-	616,290	(37)	616,253
Translation differences	-	-	66	7,031	(8,370)	1	(1,272)
As at 31 December 2011	2,206,391	493	599,909	1,538,559	2,608,105	1,239	6,954,696
Purchase of treasury shares	(1,043)	(1,620)	-	-	-	-	(2,663)
Fair value of investments (Note 9)	-	-	-	651	-	-	651
Transfer of reserves	-	-	4,850	(4,850)	-	-	-
Dividends and tax of paid dividend (Note 29)	-	-	-	-	(281,501)	-	(281,501)
Net profit for the year	-	-	-	-	583,763	(33)	583,730
Translation differences	-	-	(13)	(9,761)	(3,030)	(1)	(12,805)
As at 31 December 2012	2,205,348	(1,127)	604,746	1,524,599	2,907,337	1,205	7,242,108

The accompanying notes are an integral part of these consolidated financial statements.

CONSOLIDATED CASH FLOW STATEMENT

	Year ended 31 December	
	2012	2011
CASH FLOW FROM OPERATING ACTIVITIES		
Cash receipts from customers	6,638,311	6,801,042
Cash paid to suppliers and employees	(5,984,484)	(6,071,337)
Cash generated from operations	653,827	729,705
Interest (paid)/received	(6,500)	2,931
Income tax paid	(15,040)	(20,142)
Net cash generated from operating activities	632,287	712,494
CASH FLOW FROM INVESTING ACTIVITIES		
Purchases of property, plant and equipment	(386,921)	(350,568)
Payments for bank deposits	-	(20)
Dividends received	40	40
Other payments to employees	(51,041)	(47,698)
Net cash used in investing activities	(437,922)	(398,246)
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from borrowings	1,496,291	1,324,494
Repayments of borrowings	(1,366,489)	(1,294,601)
Interest paid	(45,040)	(49,158)
Purchase of treasury shares	(2,663)	(398)
Interest from investment in bonds	326	333
Compensation to shareholders and tax of paid dividend and other allocation of profit	(275,323)	(255,347)
Net cash provided by financing activities	(192,898)	(274,677)
NET INCREASE IN CASH AND CASH EQUIVALENTS	1,467	39,571
Cash and cash equivalents at beginning of year	188,824	149,686
Translation differences	(4,702)	(433)
CASH AND CASH EQUIVALENTS AT THE END OF YEAR	185,589	188,824

The accompanying notes are an integral part of these consolidated financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1. GENERAL INFORMATION

Alkaloid AD Skopje (the Parent Company) and its subsidiaries produce and sell wide range of pharmaceutical, chemical and cosmetic products, as well as goods from herbal origin. The Parent Company (hereinafter referred to as “the Group”) has thirteen subsidiaries and one Foundation in the Republic of Macedonia and other countries. For the list of the subsidiaries refer to Note 2.4.

Production facilities of the Group are located in Skopje and Belgrade.

Alkaloid AD Skopje, the Parent Company is a joint stock company, established and with head office in the Republic of Macedonia. The registered address of the Parent Company is:

*Aleksandar Makedonski 12
1000 Skopje, Republic of Macedonia*

The shares of Alkaloid AD Skopje have been listed on the Macedonian Stock Exchange since 2002.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to the year presented.

2.1 Basis of preparation of Financial Statements

Pursuant to the provisions of the Company Law (Official Gazette of the Republic of Macedonia no. 28/04, 84/05, 71/06, 25/07, 87/08, 17/09, 23/09, 42/10, 48/10, 8/11,21/11 and 24/11), legal entities in Macedonia are required to maintain their books of account and to prepare their financial statements in conformity with the International Financial Reporting Standards officially adopted in the Republic of Macedonia and published in the Official Gazette of the Republic of Macedonia.

A newly-issued Rulebook for chart of accounts (Official Gazette of the Republic of Macedonia no. 159/09, 164/10 and 107/11) was adopted as of December 29, 2009. It contains: the International Accounting Standards (“IAS”), International Financial Reporting Standards (“IFRS”) and related interpretations issued by the Standing Interpretation Committee (“SIC”) and the International Financial Reporting Interpretations Committee (“IFRIC”) determined and issued by the International Accounting Standards Board (“IASB”) as of January 1, 2009. This Rulebook has been effective as from January 1, 2010.

However, until the preparation date of the accompanying consolidated financial statements, not all amendments to IAS/IFRS and IFRIC in effect for annual periods beginning on or after January 1, 2009 had been translated. In addition, the accompanying consolidated financial statements are presented in the format prescribed under the “Guidelines on the Prescribed Form and Content of the Annual Financial Statements” (Official Gazette of the Republic of Macedonia no. 52/11 and 174/11). Such statements represent the complete set of consolidated financial statements as defined under the law, which differ from those defined under the provisions of IAS 1, “Presentation of Financial Statements,” and differ in some respects, from the presentation of certain amounts as required under the aforementioned standard. Standards and interpretations in issue but not yet officially translated and adopted and standards and interpretations in issue but not yet in effect are disclosed in Notes 2.2 and 2.3.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.1 Basis of preparation of Financial Statements (Continued)

In accordance with the afore described, and given the potentially material effects which the departures of accounting regulations of the Republic of Macedonia from IAS and IFRS may have on the fairness presentations made in the consolidated financial statements, the accompanying consolidated financial statements cannot be treated as a set of consolidated financial statements prepared in accordance with IAS and IFRS.

The consolidated financial statements were prepared at historical cost principle, unless otherwise stipulated in the accounting policies presented hereunder.

In the preparation of the accompanying consolidated financial statements, the Company adhered to the accounting policies described in Note 2.

All amounts in the Company's consolidated financial statements are stated in thousands of Macedonian Denars (MKD). The denar is the official reporting currency in the Republic of Macedonia.

2.2 Standards and Interpretation in Issue, but not yet Translated and Adopted

As of the consolidated financial statements issuance date, the following standards, amendments were issued by the International Accounting Standards Board and Interpretations issued by the International Financial Reporting Interpretations Committee but were not officially adopted and translated in the Republic of Macedonia:

- Amendments to IFRS 7 "Financial Instruments: Disclosures" – Amendments improving fair value and liquidity risk disclosures (revised in March 2009, effective for annual periods beginning on or after January 1, 2009);
- Amendments to IFRS 1 "First-Time Adoption of IFRS" – Additional Exemptions for First-Time Adopters. The amendments relate to assets in oil and gas industry and determining whether an arrangement contains a lease (revised in July 2009, effective for annual periods beginning on or after January 1, 2010);
- Amendments to various standards and interpretations resulting from the Annual Quality Improvement Project of IFRS published on April 16, 2009 (IFRS 5, IFRS 8, IAS 1, IAS 7, IAS 17, IAS 36, IAS 39, IFRIC 16) primarily with a view to removing inconsistencies and clarifying wording, (amendments are to be applied for annual periods beginning on or after 1 January 2010, while the amendment to IFRIC is to become effective as of July 1, 2009);
- Amendments to IAS 38 "Intangible Assets" (effective for annual periods beginning on or after July 1, 2009);
- Amendments to IFRS 2 "Share-Based Payment": Amendments resulting from the Annual Quality Improvement Project of IFRS (revised in April 2009, effective for annual periods beginning on or after July 1, 2009) and amendments relating to group cash-settled share-based payment transactions (revised in June 2009, effective for annual periods beginning on or after January 1, 2010);

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.2 Standards and Interpretation in Issue, but not yet Translated and Adopted (Continued)

- Amendments IFRIC 9 “Reassessment of Embedded Derivatives” effective for annual periods beginning on or after July 1, 2009 and IAS 39 “Financial Instruments: Recognition and Measurement” – Embedded Derivatives (effective for annual periods beginning on or after June 30, 2009);
- IFRIC 18 “Transfers of Assets from Customers” (effective for annual periods beginning on or after July 1, 2009);
- “Conceptual Framework for Financial Reporting 2010” being an amendments to “Framework for the Preparation and Presentation of Financial Statements” (effective for transfer of assets from customers received on or after September 2010);
- „Amendments to IFRS 1 “First-time Adoption of International Financial Reporting Standards” – Limited Exemption from Comparative IFRS 7 Disclosures for First-time Adopters (effective for annual periods beginning on or after July 1, 2010);
- Amendments to IAS 24 “Related Party Disclosures” – Simplifying the disclosure requirements for government-related entities and clarifying the definition of a related party (effective for annual periods beginning on or after January 1, 2011);
- Amendments to IAS 32 “Financial Instruments: Presentation” – Accounting for Rights Issues (effective for annual periods beginning on or after February 1, 2010);
- Amendments to various standards and interpretations “Improvements to IFRSs” resulting from the Annual quality improvement project of IFRS published on May 6, 2010 (IFRS 1, IFRS 3, IFRS 7, IAS 1, IAS 27, IAS 34, IFRIC 13) primarily with a view to removing inconsistencies and clarifying wording, (most amendments are to be applied for annual periods beginning on or after January 1, 2011);
- Amendments to IFRIC 14 “IAS 19 – The Limit on a Defined Benefit Asset, Minimum Funding Requirements and Their Interaction” – Prepayments of a Minimum Funding Requirement (effective for annual periods beginning on or after January 1, 2011);
- IFRIC 19 “Extinguishing Financial Liabilities with Equity Instruments” (effective for annual periods beginning on or after July 1, 2010).
- Amendments to IFRS 1 “First-Time Adoption of IFRS” – Severe Hyperinflation and Removal of Fixed Dates for First-time Adopters (effective for annual periods beginning on or after July 1, 2011);
- Amendments to IFRS 7 “Financial Instruments: Disclosures” – Transfers of Financial Assets (effective for annual periods beginning on or after January 1, 2011);
- Amendments to IAS 12 “Income Taxes” – Deferred Tax: Recovery of Underlying Assets (effective for annual periods beginning on or after January 1, 2012);

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.3 Standards and Interpretation in Issue not yet in Effect

At the date of issuance of these consolidated financial statements the following standards, revisions and interpretations were in issue but not yet effective:

- IFRS 9 “Financial Instruments” (effective for annual periods beginning on or after January 1, 2015);
- Amendments to IFRS 9 “Financial Instruments” and IFRS 7 “Financial Instruments: Disclosures” – Mandatory Effective Date and Transition Disclosures (effective for annual periods beginning on or after January 1, 2015);
- IFRS 10 “Consolidated Financial Statements” (effective for annual periods beginning on or after January 1, 2013);
- IFRS 11 “Joint Arrangements” (effective for annual periods beginning on or after January 1, 2013);
- IFRS 12 “Disclosures of Involvement with Other Entities” (effective for annual periods beginning on or after January 1, 2013);
- Amendments to IFRS 10, IFRS 11 and IFRS 12 “Consolidated Financial Statements, Joint Arrangements and Disclosures of Involvement with Other Entities: Transition Guidance” (effective for annual periods beginning on or after January 1, 2013);
- IAS 27 (revised in 2011) “Separate Financial Statements” (effective for annual periods beginning on or after January 1, 2013);
- IAS 28 (revised in 2011) “Investments in Associates and Joint Ventures” (effective for annual periods beginning on or after January 1, 2013);
- IFRS 13 “Fair Value Measurement” (effective for annual periods beginning on or after January 1, 2013);
- Amendments to IAS 19 “Employee Benefits” – Improvements to the Accounting for Post-Employment Benefits (effective for annual periods beginning on or after January 1, 2013);
- Amendments to IFRS 1 “First-time Adoption of International Financial Reporting Standards” – Government Loans with a Below-Market Rate of Interest (effective for annual periods beginning on or after January 1, 2013);
- Amendments to IFRS 7 “Financial Instruments: Disclosures” – Offsetting Financial Assets and Financial Liabilities (effective for annual periods beginning on or after January 1, 2013);
- Amendments to IAS 1 “Presentation of Financial Statements” – Presentation of Items of Other Comprehensive Income (effective for annual periods beginning on or after July 1, 2012);
- Amendments to IAS 32 “Financial Instruments: Presentation” – Offsetting Financial Assets and Financial Liabilities (effective for annual periods beginning on or after January 1, 2014);

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.3 Standards and Interpretation in Issue not yet in Effect (Continued)

- Annual improvements 2009-2011 cycle issued in May 2012 (effective for annual periods beginning on or after January 1, 2013);
- IFRIC 20 “Stripping Costs in the Production Phase of a Surface Mine” (effective for annual periods beginning on or after January 1, 2013).
- Amendments to IFRS 10, IFRS 12 and IAS 27 - Exemption from Consolidation of Subsidiaries under IFRS 10 'Consolidated Financial Statements' (effective for annual periods beginning on or after January 1, 2014).

The management is assessing the impact of the changes to the IAS, the newly-issued IFRS and to the interpretations to the consolidated financial statements. Although the majority of these changes are not applicable to the Company’s operations, the Company’s management does not express an explicit and unreserved statement in the accompanying consolidated financial statements of compliance with IAS and IFRS, which have been applied in the period presented in the accompanying consolidated financial statements.

The presentation of the consolidated financial statements in accordance with the Trade Companies Law and the Rulebook for Accounting requires management to make best estimates and reasonable assumptions that affect the amounts presented in the consolidated financial statements. These estimations and assumptions are based on information available to us, as of the date of preparation of the consolidated financial statements. However, actual results may vary from these estimates. The management assessments are stated in Note 4.

2.4 Subsidiaries

Subsidiaries are all legal entities over which the Parent Company has the power to govern the financial and operating policies generally accompanying a shareholding of more than one-half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Parent Company controls another entity. The cost of acquisition is measured at fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the date of exchange, plus costs directly attributable to the acquisition.

Subsidiaries are fully consolidated from the date on which control is transferred to the Parent Company. They are de-consolidated from the date that control ceases.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.4 Subsidiaries (Continued)

The accompanying consolidated financial statements include the financial statements of the Parent Company Alkaloid AD Skopje and the following subsidiaries:

	2012	2011
	% of ownership	% of ownership
Alkaloid DOO Zagreb, Croatia	100%	100%
Alkaloid DOO Beograd, Serbia	100%	100%
Alkaloid INT DOO Ljubljana, Slovenia	100%	100%
Alkaloid DOO Sarajevo, Bosnia and Herzegovina	100%	100%
Alkaloidpharm SA Fribourg, Switzerland	100%	100%
Alkaloid EOOD Sofia, Bulgaria	100%	100%
ALK&KOS Shpk Prishtina, Kosovo	100%	100%
Alkaloid Kons DOOEL Skopje, Macedonia	100%	100%
Alkaloid USA LLC Columbus, Ohio USA	49%	49%
Fund "Trajce Mukaetov" Skopje, Macedonia	100%	100%
Alkaloid DOO Podgorica, Montenegro	100%	100%
OOO Alkaloid RUS Moscow, Russia	100%	100%
Alkaloid FARM DOO Ljubljana, Slovenia	100%	100%
Alkaloid Veleadrogerija DOO Beograd, Serbia	100%	100%

The investment in Alkaloid USA LLC Columbus, Ohio USA is the equity share of 49%, but the Parent Company exercises control. During 2010 Alkaloid AD, Skopje established a new subsidiary in Slovenia, Alkaloid Farm DOO Ljubljana. The new subsidiary is 100% owed by Alkaloid AD Skopje. The existing subsidiary in Slovenia is rebranded into Alkaloid INT DOO Ljubljana. During 2011 Alkaloid AD Skopje established a new subsidiary in Serbia, Alkaloid Veleadrogerija DOO Beograd.

Alkaloid's representative offices in Russia, Ukraine, Bosnia and Herzegovina and Albania are included in the consolidated financial statements of the Group.

2.5 Segment reporting

Operating segments are reported in a manner with the internal reporting provided to the Managing Board. Managing Board is responsible for strategic decisions for each segment.

At 31 December 2012, the Company is organized on a worldwide basis into four reportable segments:

- **Pharmaceuticals** - Production of medicines for human use, pharmaceutical raw materials and veterinary drugs.
- **Chemicals** - Production and sale of chemicals products;
- **Cosmetics** - Production and sale of cosmetics;
- **Botanicals** - Production and sale of botanicals products.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.5 Segment reporting (Continued)

The pharmaceutical overall production program of the products of Alkaloid Pharmaceuticals is consisted of the following pharmaceutical forms:

- Oral hard dosage forms: Tablets - conventional and modified release, film-tablets, coated tablets, sub-lingual tablets, capsules, dry powder for oral suspension.
- Liquid dosage forms for oral administration: Solutions for oral administration, syrups and suspensions.
- Topical preparations: Ointments, creams, solutions, gels, sprays, vaginal pessaries, suppositories.
- Sterile dosage forms: Parenteral small-volume, eye drops and ointments for eyes.

Besides the capacities for manufacturing finished pharmaceutical products, Alkaloid-Pharmaceuticals has also facilities for extraction of opioids which include production of morphine and its derivatives as pharmaceutical raw materials.

Alkaloid Chemical products today are developed programme for the production of chemicals and organic and non-organic reagents, with pa, puriss, purum and with pharmacopeial qualities. They are suitable for laboratories within institutions, faculties, clinics, the pharmaceutical and cosmetic industry, as well as in the production processes of other industries.

Alkaloid's Cosmetics Unit develops and produces skincare products, children's skincare, soaps, hair care products, dental care products, men's perfume collection, women's perfume collection, as well as household cleaners. The ingredients that are used in the products are purchased from suppliers that satisfy our high-quality standards and are in accordance with the requirements of the European directive for quality cosmetic products.

The activities in Botanical unit consists of processing blending and packing herbal materials like roots, leaves, fruits, seeds etc.

Segment revenue is revenue reported in the company's income statement that is directly attributable to a segment and the relevant portion of the company income that can be allocated on a reasonable basis to a segment.

Segment expense is an expense resulting from the operating activities of a segment that is directly attributable to the segment and the relevant portion of an expense that can be allocated on a reasonable basis.

Net operating assets consist primarily of property, plant and equipment, intangible assets, inventories and receivables less operating liabilities. Company assets and liabilities principally consist of net liquidity (cash, cash equivalents and other current financial assets less financial debts) and deferred and current taxes.

The accounting policies of the reportable segments are the same as the Company's accounting policies. This is the measure reported to the chief operating decision maker for the purposes of resource allocation and assessment of segment performance.

2.6 Leasing

Operating lease payments are recognized as an expense on a straight-line basis over the lease term.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.7 Foreign currency translation

Functional and presentation currency

The consolidated financial statements are presented in thousands of Macedonian Denar (Denar or MKD), which is the Group's functional currency and the presentation currency for the consolidated financial statements.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in the consolidated income statement. Translation differences of non-monetary assets denominated in foreign currency are recognized in equity.

Group companies

The results and financial position of all the group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

Assets and liabilities are translated at the closing rate at the date of the statement of financial position;

Income and expenses are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions); and

All resulting differences are recognized as a separate component of equity.

2.8 Property, plant and equipment

Property plant and equipment were initially recorded at cost. Land, buildings and part of equipment are stated at fair value, based on appraisal performed by external independent values, less subsequent depreciation. When an item of property, plant and equipment is revalued, any accumulated depreciation at the date of the revaluation is restated proportionately with the change in the gross carrying amount of the asset so that the carrying amount of the asset after revaluation equals its revalued amount. Other property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition.

Subsequent costs are included in the asset's carrying amount, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the consolidated income statement during the financial period in which they are incurred.

Increases in the carrying amount arising on revaluation of land and buildings are credited to other reserves in shareholders' equity. Decreases that offset previous increases of the same asset are charged against other reserves directly in equity; all other decreases are charged to the consolidated income statement. The revaluation surplus is transferred to retained earnings upon ultimate disposal of revaluated asset.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.8 Property, plant and equipment (Continued)

Land is not depreciated. Depreciation on other assets is calculated using the straight-line method to allocate their cost or revalued amounts to their residual values over their estimated useful lives, as follows:

Buildings	20 - 40	Years
Machinery	10 - 20	Years
Vehicles	4	Years
Furniture, fittings and equipment	4 - 10	Years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each consolidated statement of financial position date.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

The carrying amount of disposed PP&E is eliminated from the consolidated statement of financial position together with the carrying amount of accumulated depreciation. Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the consolidated income statement.

2.9 Intangible assets

Intangible assets consist of trademarks licenses and software. Intangible assets have a finite useful life and are carried at cost less accumulated amortization. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Amortization is calculated using the straight-line method to allocate the cost of trademarks, licenses and software over their estimated useful lives (5 - 10 years).

Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period.

Internally-generated intangible assets – research and development expenditure

Expenditure on research activities is recognised as an expense in the period in which it is incurred.

An internally-generated intangible asset arising from development is recognised if, and only if, all of the following have been demonstrated:

- the technical feasibility of completing the intangible asset so that it will be available for use or sale;
- the intention to complete the intangible asset and use or sell it;
- the ability to use or sell the intangible asset;
- how the intangible asset will generate probable future economic benefits;
- the availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
- the ability to measure reliably the expenditure attributable to the intangible asset during its development.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.9 Intangible assets (Continued)

Internally-generated intangible assets – research and development expenditure (Continued)

The amount initially recognised for internally-generated intangible assets is the sum of the expenditure incurred from the date when the intangible asset first meets the recognition criteria listed above. Where no internally-generated intangible asset can be recognised, development expenditure is recognised in profit or loss in the period in which it is incurred.

Subsequent to initial recognition, internally-generated intangible assets are reported at cost less accumulated amortisation and accumulated impairment losses, on the same basis as intangible assets that are acquired separately.

2.10 Impairment of non-financial assets

Assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment. Assets that are subject to amortization and depreciation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

2.11 Financial assets

The Group classifies its financial assets in the following categories: loans and receivables and available-for-sale. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition and re-evaluates this designation at every reporting date.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for maturities greater than 12 months after the balance sheet date. These are classified as non-current assets. Loans and receivables are classified as trade and other receivables in the consolidated statement of financial position (Note 2.13)

Available-for-sale financial assets

Available-for-sale financial assets are included in non-current assets unless management intends to dispose of the investment within 12 months of the consolidated statement of financial position date.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Regular purchases and sales of investments are recognized on trade date, the date on which the Group commits to purchase or sell the asset. The purchase value of investments includes transaction costs. Investments are derecognized when the rights to receive cash flows from the investments have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership. Available-for-sale financial assets are subsequently carried at fair value. The Group also has investments in unlisted shares that are not traded in an active market but that are also classified as AFS financial assets are stated at cost. Loans and receivables are carried at amortized cost using the effective interest method.

Gains or losses arising from changes in the fair value of the available-for-sale financial assets are presented in the equity and the consolidated statement of comprehensive income, except for impairment losses, interest calculated using the effective interest method and foreign exchange gains and losses on monetary assets, which are recognised in profit or loss.

When securities classified as available-for-sale are sold or impaired, the accumulated fair value adjustments recognized in equity are included in the consolidated income statement. Dividends on available-for-sale equity instruments are recognized in the consolidated income statement when the Group's right to receive payments is established.

The fair values of quoted investments are based on last traded prices. Investments in equity instruments that do not have a quoted market price in an active market and whose fair value cannot be reliably measured are recognized at cost, less impairment.

The Group assesses at each balance sheet date whether there is objective evidence that a financial asset is impaired. In the case of equity securities classified as available for sale, a significant or prolonged decline in the fair value of the security below its cost is considered an indicator that the securities are impaired. If any such evidence exists for available-for-sale financial assets, the cumulative loss - measured as the difference between the acquisition cost and the current fair value, less any impairment loss on that financial asset previously recognized in profit or loss - is removed from equity and recognized in the consolidated income statement. Method for evaluation of impairment of trade receivables is explained in Note 2.13.

2.12 Inventories

Inventories are stated at the lower of cost and net realizable value. Cost is determined using the actual cost method. The cost of finished goods and work in progress comprises direct production costs and related production overheads. Net realizable value is the estimated selling price in the ordinary course of business, less applicable variable selling expenses.

2.13 Trade receivables

Trade receivables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method, less provision for impairment. A provision for impairment of trade receivables is established when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of receivables. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganization, and default or delinquency in payments are considered indicators that the trade receivable is impaired. The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the effective interest rate. The amount of the provision is recognized in the consolidated income statement within "selling and marketing costs".

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.14 Cash and cash equivalents

Cash and cash equivalents include cash in bank and in hand.

2.15 Share capital

Ordinary shares are classified as equity. Purchases of the Parent Company's equity share capital (treasury shares), the consideration paid, including any directly attributable incremental costs are deducted from equity attributable to the Parent Company's equity holders until the shares are cancelled, reissued or disposed of. Where such shares are subsequently sold or reissued, any consideration received, net of any directly attributable incremental transaction costs and are included in equity attributable to the Parent Company's equity holders.

2.16 Borrowings

Borrowings are recognized initially at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortized cost. Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the consolidated statement of financial position date.

2.17 Income tax

Current income tax is calculated and paid in accordance with the Income tax Law. The estimated tax is paid in advance on a monthly basis. The final tax is payable in the Republic of Macedonia at the rate of 10% calculated on the expenses not deductible for tax purposes, adjusted for certain items as defined by the local tax legislation. In respect of the Group's subsidiaries the current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the Group's subsidiaries operate and generate taxable income.

Deferred tax

Deferred income tax is calculated for the temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, the deferred income tax is not accounted for if arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit nor loss. Deferred income tax is determined using tax rates that have been enacted or substantially enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

Deferred income tax assets are recognized to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilized.

Deferred tax is provided on temporary differences arising on investments in subsidiaries excepts where timing of the reversal of temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.18 Employee benefits

Pension liabilities

The Group has both defined benefit and defined contribution plans.

- Defined benefit plans define an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation.
- A defined contribution plan is a pension plan under which the Group pays contributions into publicly and privately administered pension plans on a mandatory basis. The Group has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

The liability recognized in the consolidated statement of financial position in respect of defined benefit pension plans is the present value of the defined benefit obligation at the balance sheet date. The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of high-quality corporate bonds that are denominated in the currency in which the benefits will be paid and that have terms to maturity approximating to the terms of the related pension liability.

The Group pays contributions to publicly or privately administered pension insurance plans on a mandatory basis. The Group has no further payment obligations once the contributions have been paid. The contributions are recognized as employee benefit expense when they are due. Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in the future payments is available.

Termination benefits

Termination benefits are payable when employees are terminated by the Group before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Group recognizes termination benefits when it is demonstrably committed to either: terminating the employment of current employees according to a detailed formal plan without possibility of withdrawal; or providing termination benefits as a result of an offer made to encourage voluntary redundancy. The Group recognizes a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

Profit-sharing and bonus plans

The Group recognizes a liability and an expense for bonuses and profit-sharing, based on a decision of a Managing Board. The Group recognizes a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

2.19 Provisions

Provisions for environmental restoration, restructuring costs and legal claims are recognized when the Group has a present legal or constructive obligation as a result of past events; it is more likely than not that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated. Provisions are not recognized for future operating losses.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.20 Revenue recognition

Revenue comprises the fair value of the consideration received or receivable for the sale of goods and services in the ordinary course of the Group's activities. Revenue is shown, net of value-added tax, estimated returns, discounts and rebates. Revenue is recognized as follows:

Sales of goods

Sales of goods are recognized when a group entity has delivered products to the customer; the customer has accepted the products and collectability of the related receivables is reasonably assured.

Sales of services

Sales of services are recognized in the accounting period in which the services are rendered, by reference to completion of the specific transaction assessed on the basis of the actual service provided as a proportion of the total services to be provided.

Interest income

Interest income is recognized on a time-proportion basis using the effective interest method. When a receivable is impaired, the Group reduces the carrying amount to its recoverable amount, being the estimated future cash flow discounted at original effective interest rate of the instrument, and continues unwinding the discount as interest income.

Dividend income

Dividend income is recognized when the right to receive payment is established.

2.21 Dividends

Dividend distribution to the Parent Company's shareholders is recognized as a liability in the Group's consolidated financial statements in the period in which the dividends are approved by the Group's shareholders.

3. FINANCIAL RISK MANAGEMENT

3.1 Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including currency risk, fair value interest rate risk and price risk), credit risk, liquidity risk and cash flow interest rate risk. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Group's financial performance. The financial risk management is performed by the Group's financial department, based on Decisions from Managing Board.

Market risk

a) Foreign exchange risk

The Group operates internationally and is exposed to foreign exchange risk arising from various currency exposures. To manage the foreign exchange risk the Group provides enough cash in foreign currencies held in banks in order to maintain its future commercial transactions.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3. FINANCIAL RISK MANAGEMENT (Continued)

3.1 Financial risk factors (Continued)

b) Price risks

The Group is exposed to equity securities price risk because of available-for-sale investments held by the Group. The Group is not exposed to commodity price risk.

Credit risk

The Group has no significant concentrations of credit risk. It has policies in place to ensure that wholesales of products are made to customers with an appropriate credit history. Trade receivables consist of large number of balances. The Group has policies that limit the amount of credit exposure.

Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities.

Interest risk

As the Group has no significant interest-bearing assets, the Group's income and operating cash flow are substantially independent of changes in market interest rates.

The Group's interest rate risk arises from borrowings. The Group has no specific policy, but in direct negotiation with lenders attempts to reduce interest rate risk. Interest rates of long-term borrowings are significantly lower than short term. Interest rates on short term borrowings are decreased in respect of previous year.

3.2 Fair value estimation

The fair value of available-for-sale financial assets traded in active markets is based on quoted market prices at the balance sheet date. The quoted market price used for financial assets held by the Group is the last traded price.

The fair value of financial instruments that are not traded in an active market is determined by assumptions that are based on public information for recent arm's length transactions or reference to other instruments that are substantially the same.

The nominal value less impairment provision of trade receivables and payables are assumed to approximate their fair values. The fair value of financial assets and liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Group for similar financial instruments.

3.3 Capital risk management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to minimize the cost of capital. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

4. ACCOUNTING ESTIMATES

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Fair value of property, plant and equipment

The Group tests annually whether fair value of land and buildings has suffered material changes compared with their fair value as assessed in the last appraisal. The Group estimation is that the difference between their fair value recorded into the books and the current market value is not material, and do not affect the result.

Fair value of financial assets

The available-for-sale financial assets that are not traded in an active market are stated at their cost. The Group estimation is that the difference between their fair value and cost is not material, and do not affect the result. This financial assets are insignificant both in the books in the Group and as a percentage of participation in the issuer capital.

Trade receivables

The Group assessed annually the fair value of trade receivables.

Estimates for accounting for employee benefits

IAS19, Employee Benefits, requires that certain assumptions are made in order to determine the amount to be recorded for retirement benefit obligations. These mainly actuarial assumptions such as expected inflation rates, long-term increase in health care costs, employee turnover and discount rates. Substantial changes in the assumed development of any one of these variables may change the Company's retirement benefit obligation.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

5. SEGMENT REPORTING

Primary reportable segments – business segment

Segment information reported to the Management Board is based on products and category of customers. The segment information by product is more relevant to the Group.

Principal categories of goods are pharmaceutical and non-pharmaceutical products (chemicals cosmetics and botanicals). Customers for the goods of the Group are wholesalers.

Segments revenues and results

	Segment revenues		Segment operating profit	
	2012	2011	2012	2011
Pharmaceutical products	5,708,116	5,597,696	634,733	611,244
Chemical products	229,094	307,431	15,413	57,515
Cosmetic products	657,491	635,754	34,705	36,737
Botanical products	193,932	197,187	3,625	11,151
Total	6,788,633	6,738,068	688,476	716,647
Finance expenses			(48,435)	(54,452)
Profit before tax			640,041	662,195
Income tax			(56,311)	(45,942)
Profit for the year			583,730	616,253

Revenue reported above represents revenue generated from external customers.

Segment assets and liabilities as at 31 December 2012:

Segment assets

	2012	2011
Pharmaceutical products	7,921,382	7,552,636
Chemical products	352,583	362,419
Cosmetic products	655,302	521,050
Botanical products	349,888	352,340
Total assets	9,279,155	8,788,445

Segment liabilities

	2012	2011
Pharmaceutical products	1,800,562	1,618,570
Chemical products	51,332	51,305
Cosmetic products	150,190	118,889
Botanical products	34,963	44,985
Total liabilities	2,037,047	1,833,749

Other segment information as at 31 December 2012:

	Depreciation and amortization		Addition to non-current assets	
	2012	2011	2012	2011
Pharmaceutical products	308,484	285,686	421,450	522,271
Chemical products	6,320	5,829	16,584	35,258
Cosmetic products	11,349	10,822	21,560	19,947
Botanical products	9,329	9,112	9,304	1,472
Total	335,482	311,449	468,898	578,948

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

5. SEGMENT REPORTING (Continued)

Secondary reportable segments - Geographical information

The Group operates in many geographical areas (countries). The Republic of Macedonia is the domicile country of the Group.

	Revenue from external customers		Non-current assets	
	2012	2011	2012	2011
Macedonia	2,877,739	2,793,477	4,403,145	4,289,497
Serbia	1,057,984	947,859	51,773	33,611
Croatia	709,123	716,726	21,488	22,471
Bosnia and Herzegovina	580,304	617,558	2,840	4,490
Other countries	1,563,483	1,662,448	20,001	18,940
Total	6,788,633	6,738,068	4,499,247	4,369,009

Geographical information about sales revenue is based on the customers' origin.

Non-current assets are consisted of PP&E and Intangible assets.

Information about major customers

The sales of Pharmaceutical products are spread over many countries and customers. No major customer participates in the direct sales of Pharmaceutical products.

In the sales of Chemicals products, there is one major customer with participation of 42.5% (2011: 58.5%) in direct sales.

In the sales of Cosmetics products, there is one major customer with participation of 14.0% (2011: 13.7%) in direct sales.

In the sales of Botanicals products, there is one major customer with participation of 24.3% (2011: 28.1%) in direct sales.

Sales by category

	2012	2011
Sales of goods	5,587,643	5,650,503
Sales of commodities	1,147,798	1,030,562
Revenue from services	13	104
Other revenue	53,179	56,899
	6,788,633	6,738,068

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

6. PROPERTY, PLANT AND EQUIPMENT

	<u>Land</u>	<u>Buildings</u>	<u>Equipment</u>	<u>Construction in progress</u>	<u>Total</u>
Cost or valuation					
At 1 January 2011	839,838	2,008,987	2,007,265	17,471	4,873,561
Additions	100,515	6,341	19,355	217,150	343,361
Transfer from construction in progress	-	26,071	194,208	(220,279)	-
Elimination	-	-	(23,432)	(47)	(23,479)
Translation differences	-	(461)	132	-	(329)
As at 31 December 2011	940,353	2,040,938	2,197,528	14,295	5,193,114
Accumulated depreciation					
At 1 January 2011	-	84,022	1,043,635	-	1,127,657
Depreciation charge for 2011	-	52,372	187,901	-	240,273
Elimination	-	-	(22,318)	-	(22,318)
Translation differences	-	(191)	(31)	-	(222)
As at 31 December 2011	-	136,203	1,209,187	-	1,345,390
Net book value					
As at 31 December 2011	940,353	1,904,735	988,341	14,295	3,847,724
Cost or valuation					
At 1 January 2012	940,353	2,040,938	2,197,528	14,295	5,193,114
Additions	-	339	18,124	223,850	242,313
Transfer from construction in progress	5,990	30,655	177,925	(214,570)	-
Elimination	-	-	(6,167)	-	(6,167)
Translation differences	-	(575)	(2,596)	-	(3,171)
As at 31 December 2012	946,343	2,071,357	2,384,814	23,575	5,426,089
Accumulated depreciation					
At 1 January 2012	-	136,203	1,209,187	-	1,345,390
Depreciation charge for 2012	-	53,262	181,657	-	234,919
Elimination	-	-	(5,554)	-	(5,554)
Translation differences	-	(119)	(534)	-	(653)
As at 31 December 2012	-	189,346	1,384,756	-	1,574,102
Net book value					
As at 31 December 2012	946,343	1,882,011	1,000,058	23,575	3,851,987

The land with surface of 328,429m², in accordance with the latest title deeds issued by AKN is property of Alkaloid AD Skopje.

According to Decisions U.no.26-359/2, issued by the Ministry of Finance - Property and Legal Affairs Office, in accordance with the Law on Privatization and Lease of State-Owned Construction Land (Official Gazette of RM 4/2005, 13/2007, 165/2008 and 146/2009) the land with surface of 13,133m² KO Kisela Voda 2, noted in title deed No.48872 by AKN is now property of Alkaloid AD Skopje. The amount of Denar 4,028 thousand was fully paid.

In accordance with the Law for dealing with illegally built objects (Official Gazette of RM 23/2011 and 54/2011) the procedure for legalization of premises at locality Avtokomanda is finished in the amount of Denar 1,962 thousand.

Land and buildings were revaluated as at 31 December 2009 by independent appraiser. The revaluation surplus was credited to other reserves in shareholders' equity (Note 15). The revaluation methods used are: market value, cost method and discounted cash flow.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

7. INTANGIBLE ASSETS

	<u>Trademarks and licenses</u>	<u>Software and Internally generated intangibles</u>	<u>Other assets</u>	<u>Construction in progress</u>	<u>Total</u>
Cost or valuation					
At 1 January 2011	176,283	121,874	17,844	172,317	488,318
Additions	139	6,770	1,794	226,884	235,587
Transfer from construction in progress	68,918	155,998	6,553	(231,469)	-
Elimination	(3,260)	(627)	(1,600)	(1,356)	(6,843)
Translation differences	(44)	(190)	(40)	(5)	(279)
As at 31 December 2011	242,036	283,825	24,551	166,371	716,783
Accumulated amortization					
At 1 January 2011	51,826	71,085	1,862	-	124,773
Charge for the year	41,576	25,588	4,012	-	71,176
Elimination	(384)	-	-	-	(384)
Translation differences	(345)	(35)	313	-	(67)
As at 31 December 2011	92,673	96,638	6,187	-	195,498
Net book value as at 31 December 2011	149,363	187,187	18,364	166,371	521,285
Cost or valuation					
At 1 January 2012	242,036	283,825	24,551	166,371	716,783
Additions	-	858	46	225,681	226,585
Transfer from construction in progress	81,808	145,896	11,852	(239,556)	-
Elimination	-	-	-	(24)	(24)
Translation differences	-	73	(71)	(18)	(16)
As at 31 December 2012	323,844	430,652	36,378	152,454	943,328
Accumulated amortization					
At 1 January 2012	92,673	96,638	6,187	-	195,498
Charge for the year	57,269	38,249	5,045	-	100,563
Elimination	-	-	-	-	-
Translation differences	(473)	356	124	-	7
As at 31 December 2012	149,469	135,243	11,356	-	296,068
Net book value as at 31 December 2012	174,375	295,409	25,022	152,454	647,260

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

8. FINANCIAL INSTRUMENTS

Capital risk management

The management of the Group reviews the capital structure on a regular basis.

	<u>2012</u>	<u>2011</u>
Debt	766,887	634,982
Cash and cash equivalents	<u>(185,589)</u>	<u>(188,824)</u>
Net debt	<u>581,298</u>	<u>446,158</u>
Equity	<u>7,242,108</u>	<u>6,954,696</u>
Net debt to equity ratio	<u>8.03%</u>	<u>6.41%</u>

Categories of financial instruments and risk management objectives

The Group's principal financial instruments are cash and cash equivalents and trade receivables, as well as, borrowings and trade payables. In the normal course of operations, the Group is exposed to the following risks:

Foreign currency risk

The Group undertakes certain transactions denominated in foreign currency in respect of sales of goods and services, purchase of raw materials, services and equipment and obtaining borrowings. The Group does not use any special financial instruments to hedge against this risk since no such instruments are in common use in the Republic of Macedonia.

The carrying amount of the Group's foreign currency denominated monetary assets and monetary liabilities at the reporting date are as follows:

	<u>Liabilities</u>		<u>Assets</u>	
	<u>2012</u>	<u>2011</u>	<u>2012</u>	<u>2011</u>
EUR	837,396	885,477	2,247,056	2,157,663
USD	151,398	175,690	50,463	45,556
CHF	26,338	26,016	8,034	17,827
Other currencies	91,475	42,086	748,388	573,878

The Group is mainly exposed to Euro currency.

The following table details the Group's sensitivity analysis to a 10% increase and decrease in the Macedonian Denar against the relevant foreign currency. The sensitivity analysis includes only outstanding foreign currency monetary items and adjusts their translation at the period end. A positive number below indicates an increase in profit and equity, and negative number below indicates a decrease.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

8. FINANCIAL INSTRUMENTS (Continued)

Foreign currency risk (Continued)

	Increase of 10%		Decrease of 10%	
	2012	2011	2012	2011
EUR	(140,966)	(127,218)	140,966	127,218
USD	10,093	13,013	(10,093)	(13,013)
CHF	1,830	819	(1,830)	(819)
Other currencies	(65,691)	(53,179)	65,691	53,179
Profit and loss and equity	(194,734)	(166,565)	194,734	166,565

The Group's sensitivity to foreign currency has increased during the current period mainly due to combine effect of increase of foreign trade receivables and foreign trade payables and increase of borrowings.

Interest rate risk

The Group is exposed to interest risk arising from variable interest rate on borrowings, which depends on the changes of the financial market.

The sensitivity analysis below has been determined based on the exposure to interest rates as a result of a 10% increase or decrease for foreign borrowings at the balance sheet date. A positive number below indicates a decrease in profit and equity, and negative number below indicates an increase.

	Increase of 10%		Decrease of 10%	
	2012	2011	2012	2011
Borrowings	4,989	5,277	(4,989)	(5,277)
Profit and loss and equity	(4,989)	(5,277)	4,989	5,277

If interest rates had been 10% higher the Group's profit for the year ended 31 December 2012 and retained earnings would decrease by Denar 4,989 thousands and opposite if interest rates had been 10% lower the Group's profit for the year ended 31 December 2012 and retained earnings would increase by Denar 4,989 thousands.

Liquidity risk

The management of the Group has responsibility for maintenance adequate liquidity. In certain cases the Group uses short and long-term funding for liquidity purposes. The Group manages liquidity risk by maintaining adequate cash reserves, by continuously monitoring forecast and actual cash flows. At any time, the Group can draw additional borrowings from banks with relatively low interest rates, which reduce further liquidity risk.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

8. FINANCIAL INSTRUMENTS (Continued)

Liquidity risk (Continued)

The following tables detail the Group's remaining contractual maturity for its financial liabilities:

2012	Less than 1 month	1 - 3 months	3 - 12 months	12 - 60 months	Total
Trade payables	616,449	327,738	106,529	1,431	1,052,147
Borrowings	116,862	1,474	440,209	208,342	766,887
	733,311	329,212	546,738	209,773	1,819,034
2011	Less than 1 month	1 - 3 months	3 - 12 months	12 - 60 months	Total
Trade payables	619,317	216,552	118,977	23	954,869
Borrowings	9,901	43,037	521,221	60,823	634,982
	629,218	259,589	640,198	60,846	1,589,851

The following tables detail the Group's remaining contractual maturity for its financial assets:

2012	Less than 1 month	1 - 3 months	3 - 12 months	12 - 60 months	Total
Trade receivables	1,556,075	524,343	427,886	-	2,508,304
Available-for-sale financial assets	-	-	-	4,784	4,784
Cash and cash equivalents	185,589	-	-	-	185,589
	1,741,664	524,343	427,886	4,784	2,698,677
2011	Less than 1 month	1 - 3 months	3 - 12 months	12 - 60 months	Total
Trade receivables	1,334,089	667,580	236,805	-	2,238,474
Available-for-sale financial assets	-	-	-	4,442	4,442
Cash and cash equivalents	188,824	-	-	-	188,824
	1,522,913	667,580	236,805	4,442	2,431,740

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

8. FINANCIAL INSTRUMENTS (Continued)

Taxation risks

Macedonian tax legislation is subject to varying interpretations and changes that occur frequently. As a result, transactions may be challenged by tax authorities and the Group may be assessed additional taxes, penalties and interest, which can be significant. The period that remains opened for review by the tax and customs authorities with respect to tax liabilities is five years.

9. AVAILABLE-FOR-SALE FINANCIAL ASSETS

	<u>2012</u>	<u>2011</u>
At 1 January	4,442	5,695
Additions	1,115	217
Disposals	(122)	(2,416)
Fair value adjustment	(651)	946
As at 31 December	<u>4,784</u>	<u>4,442</u>

Available-for-sale financial assets consist of:

	<u>2012</u>	<u>2011</u>
Available-for-sale financial assets in non-quoted companies	1,951	2,128
Available-for-sale financial assets in quoted companies	2,218	1,391
Available-for-sale financial assets in bonds	615	923
Available-for-sale financial assets in non-related parties	<u>4,784</u>	<u>4,442</u>

Investments in securities available-for-sale consist of shares in companies and banks. Participation in their shares is below 10% of the registered equity.

Investments in bonds relates to state bonds for denationalization - third emission with 2% interest rate p.a. and maturity in 2014.

Available-for-sale financial assets, of quoted shares and bonds are presented by market values of identical assets. The unlisted shares that are not traded in an active market are stated at cost. The Group considers that cost approximates their fair value.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

10. INVENTORIES

	<u>2012</u>	<u>2011</u>
Raw materials	607,325	577,078
Spare parts	1,422	505
Tools and consumable stores	1,631	2,188
Work in progress	168,882	122,694
Finished goods	736,694	689,764
Trading goods	275,425	255,320
	<u>1,791,379</u>	<u>1,647,549</u>

11. TRADE RECEIVABLES

	<u>2012</u>	<u>2011</u>
Trade receivables	2,677,553	2,360,515
Less: Provision for impairment of receivables	(169,249)	(122,041)
Trade receivables - net	<u>2,508,304</u>	<u>2,238,474</u>

Changes in the provision are as follows:

	<u>2012</u>	<u>2011</u>
At beginning of year	122,041	132,134
Provision for the year	50,576	25,312
Collected bad and doubtful debts	(3,368)	(35,405)
At end of year	<u>169,249</u>	<u>122,041</u>

	<u>2012</u>	<u>2011</u>
Up to 1 year	11,972	40,965
Over 1 year	157,277	81,076
At 31 December	<u>169,249</u>	<u>122,041</u>

12. OTHER CURRENT ASSETS

	<u>2012</u>	<u>2011</u>
Prepayments	61,291	91,243
Receivables from employees	15,057	16,591
Prepaid VAT	87,389	122,340
Other receivables	110,387	95,124
Less: non-current portion	(30,618)	(55,440)
	<u>243,506</u>	<u>269,858</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

12. OTHER CURRENT ASSETS (Continued)

Non-current receivables relate to loans to employees and prepayments for property, plant and equipment that are due within 3 years.

The fair value of non-current other assets are as follows:

	<u>2012</u>	<u>2011</u>
Other assets	30,618	55,440

The effective interest rate on non-current receivables was as follows:

	<u>2012</u>	<u>2011</u>
	5.49%	5.35%

There is no concentration of credit risk with respect to trade receivables, as the Group has a large number of customers, internationally dispersed.

Prepayments for VAT are refunded from the Tax authorities on regular basis.

13. CASH AND CASH EQUIVALENTS

	<u>2012</u>	<u>2011</u>
Cash at banks	184,122	185,208
Cash in hands	1,298	3,456
Other	169	160
	<u>185,589</u>	<u>188,824</u>

14. SHARE CAPITAL

	<u>Number of shares</u>	<u>Ordinary shares</u>	<u>Treasury shares</u>	<u>Total</u>	<u>Share premiums</u>
At 1 January 2011	1,422,696	2,220,127	(13,579)	2,206,548	734
Treasury shares purchased	(100)	-	(157)	(157)	(241)
As at 31 December 2011	<u>1,422,596</u>	<u>2,220,127</u>	<u>(13,736)</u>	<u>2,206,391</u>	<u>493</u>
Treasury shares purchased	(663)	-	(1,043)	(1,043)	(1,620)
As at 31 December 2012	<u>1,421,933</u>	<u>2,220,127</u>	<u>(14,779)</u>	<u>2,205,348</u>	<u>(1,127)</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

14. SHARE CAPITAL (Continued)

The total authorized number of ordinary shares is 1,431,353 with a par value of EUR 25.56 per share. All issued shares are fully paid.

During 2012 the Entity acquired 663 of its own shares through Macedonian stock exchange and held as treasury shares. The total number of treasury shares is 9,420. The number of 3,287 shares is reserved for former proprietors of which 3,228 are priority shares and 59 are ordinary shares acquired from the right to dividend payments..

15. OTHER RESERVES

	<u>Transfer of reserves</u>	<u>Property, plant and equipment</u>	<u>Available for-sale investments</u>	<u>Fund for shares</u>	<u>Total</u>
At 1 January 2011	-	1,260,447	(1,132)	245,638	1,504,953
Decrease	-	-	(946)	-	(946)
Deferred tax	-	27,521	-	-	27,521
Translation differences	-	7,031	-	-	7,031
As at 31 December 2011	-	1,294,999	(2,078)	245,638	1,538,559
Decrease	-	-	651	-	651
Transfer of reserves	(4,850)	-	-	-	(4,850)
Translation differences	-	(9,761)	-	-	(9,761)
As at 31 December 2012	(4,850)	1,285,238	(1,427)	245,638	1,524,599

The nature and rights of distribution of each class of other reserves are:

- Revaluation reserves for property, plant and equipment are created based on valuation of PP&E. These reserves are not distributable to shareholders.
- The reserves for available-for sales investments are created based on valuation of investments. These reserves are not distributable to shareholders.
- Funds for shares are created from retained earnings based on decision from Shareholders assembly and are distributable to shareholders if not utilized.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

16. BORROWINGS

	<u>2012</u>	<u>2011</u>
Non-current borrowings	208,342	60,823
Current borrowings	<u>558,545</u>	<u>574,159</u>
	<u>766,887</u>	<u>634,982</u>

Bank borrowings in amount of Denar 269,149 thousands are secured by the Property plant and equipment in net book value of Denar 248,213 thousands.

The maturity of the borrowings is as follows:

	<u>2012</u>	<u>2011</u>
Up to 1 year	558,545	574,159
Between 1 to 3 years	<u>208,342</u>	<u>60,823</u>
	<u>766,887</u>	<u>634,982</u>

The borrowings are denominated in following currencies:

	<u>2012</u>	<u>2011</u>
EUR	231,698	237,530
USD	-	-
MKD	517,421	397,452
Other	<u>17,768</u>	<u>-</u>
	<u>766,887</u>	<u>634,982</u>

The effective interest rates at the balance sheet date were as follows:

	<u>31 December 2012</u>		<u>31 December 2011</u>	
	<u>EUR</u>	<u>MKD</u>	<u>EUR</u>	<u>MKD</u>
Interest rates	6 month EURIBOR +3.75 - 4%	5.5 – 6.6%	6 month EURIBOR +3.75%	6.5 - 7%

17. RETIREMENT BENEFIT OBLIGATIONS

	<u>2012</u>	<u>2011</u>
Retirement benefits	<u>20,670</u>	<u>16,560</u>

The retirement benefits are calculated based on legal obligation for payment of two net monthly salaries on the retirement date, using actuarial calculation..

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

17. RETIREMENT BENEFIT OBLIGATIONS (Continued)

The amounts recognized in the Income statement are as follows:

	<u>2012</u>	<u>2011</u>
Beginning of the year	16,560	15,567
Increase in calculation	4,110	993
At end of year	<u>20,670</u>	<u>16,560</u>

The principal actuarial assumptions used were as follows:

	<u>2012</u>	<u>2011</u>
Discount rate	4.44%	5.41%

18. DEFERRED TAX

	<u>2012</u>	<u>2011</u>
Deferred tax assets	(15,728)	(14,849)
Deferred tax liabilities	7,831	8,436
	<u>(7,897)</u>	<u>(6,413)</u>

Deferred income tax is determined using tax rate of 10%.

	<u>2012</u>	<u>2011</u>
At 1 January	(6,413)	16,964
Deferred tax in Income statement	6,384	4,144
Deferred tax in Equity	-	(27,521)
Realized deferred tax liabilities	(7,868)	-
As at 31 December	<u>(7,897)</u>	<u>(6,413)</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

18. DEFERRED TAX (Continued)

The movement in deferred tax assets and liabilities is as follows:

	<u>Accruals</u>	<u>Fair value</u>	<u>Total</u>
At 1 January 2011	(10,557)	27,521	16,964
Charged to Income statement	4,144	-	4,144
Charged to equity	-	(27,521)	(27,521)
As at 31 December 2011	(6,413)	-	(6,413)
Charged to Income statement	6,384	-	6,384
Realized deferred tax liabilities	(7,868)	-	(7,868)
As at 31 December 2012	(7,897)	-	(7,897)

The deferred income tax charged to Income statement during the year is as follows:

	<u>2012</u>	<u>2011</u>
Provision for impairment of receivables	(6,900)	1,729
Accrued expenses	13,284	2,415
	6,384	4,144

The deferred income tax credited to the statement of financial position during the year is as follows:

	<u>2012</u>	<u>2011</u>
Land and buildings	-	(27,521)
	-	(27,521)

19. TRADE AND OTHER PAYABLES

	<u>2012</u>	<u>2011</u>
Trade payables	1,052,147	954,869
Customers' prepayments	5,420	1,556
Payables to employees	66,840	53,930
Dividends	6,573	4,304
Other payables and accrued expenses	91,997	149,512
	1,222,977	1,164,171

20. PROVISION FOR OTHER LIABILITIES AND CHARGES

	<u>2012</u>	<u>2011</u>
Provision for retirement benefits	3,530	993
	3,530	993

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

21. OTHER INCOME

	<u>2012</u>	<u>2011</u>
Collected written-off receivables	2,408	3,079
Interest income	499	1,614
Foreign exchange transaction gains	189,835	195,420
Other income	120,349	110,232
	<u>313,091</u>	<u>310,345</u>

22. OTHER EXPENSES

	<u>2012</u>	<u>2011</u>
Interest expenses	2,020	2,609
Foreign exchange transaction loss	173,929	228,504
Other expenses	156,359	97,417
	<u>332,308</u>	<u>328,530</u>

23. EXPENSES BY NATURE

	<u>2012</u>	<u>2011</u>
Raw materials	1,748,431	1,758,383
Employee benefit expense	1,318,416	1,297,320
Depreciation and amortization	335,482	311,449
Energy	199,146	193,828
Impairment of trade receivables	50,576	25,312
Transportation	134,303	122,799
Changes in the inventories	(65,572)	(74,982)
Cost of trading goods	1,001,989	931,720
Other expenses	1,354,639	1,436,414
	<u>6,077,410</u>	<u>6,002,243</u>

24. EMPLOYEE BENEFIT EXPENSE

	<u>2012</u>	<u>2011</u>
Gross salaries	1,156,892	1,103,646
Other employees benefits	161,524	193,674
	<u>1,318,416</u>	<u>1,297,320</u>
Number of employees as at 31 December	<u>1,413</u>	<u>1,374</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

25. OPERATING LEASING

Operating leasing relates to rent of premises and vehicles. The lease term is between 3-5 years. The Group do not has option to re-purchase premises and vehicles.

Minimum operating leasing	<u>2012</u>	<u>2011</u>
	56,636	51,593
	<u>56,636</u>	<u>51,593</u>
Future non-cancellable obligations	<u>2012</u>	<u>2011</u>
Up to 1 year	55,664	41,851
Between 2 to 5 years	48,169	56,422
	<u>103,833</u>	<u>98,273</u>

26. FINANCE EXPENSES

	<u>2012</u>	<u>2011</u>
Net foreign exchange transaction gains/(losses) on borrowings	1,458	(1,683)
Interest expense on borrowings	(49,893)	(52,769)
	<u>(48,435)</u>	<u>(54,452)</u>

27. INCOME TAX

	<u>2012</u>	<u>2011</u>
Current income tax	56,420	41,798
Net deferred income tax (Note 18)	(109)	4,144
	<u>56,311</u>	<u>45,942</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

27. INCOME TAX (Continued)

The income tax differs from the theoretical amount that would arise using the tax rate applicable to profit as follows:

	<u>2012</u>	<u>2011</u>
Profit before tax	640,041	662,195
Expenses not deductible for tax purposes	56,633	51,090
Tax allowances	(213)	(9,292)
Tax credits	(109)	4,144
Income tax	56,311	45,942

As a result of the anti-crisis measures, Income tax law in the Republic of Macedonia was amended in 2009, whereas the profit for the year ended 2009 is not taxable and the rate of 10% is applied only on the expenses not deductible for tax purposes.

28. EARNINGS PER SHARE

	<u>2012</u>	<u>2011</u>
Basic earnings per share		
Profit attributable to shareholders (In Denar)	583,730,219	616,253,479
Average number of shares	1,421,933	1,422,596
Basic earnings per share (in Denar)	410.52	433.19

29. DIVIDENDS

The Group does not recognize the dividend payable before it is approved on the Annual General Meeting.

The dividends approved by shareholders on 12 April 2012 were Denar 254,466 thousands. Tax of paid dividend was amounting Denar 27,036 thousands. Approved dividends are paid and retained earnings are appropriately decreased.

30. COMMITMENTS

Capital expenditures which are not yet incurred, relate to signed agreements with contractors for acquisition of property, plant and equipment at balance sheet date in the amount of Denar 4,946 thousands (2011: Denar 7,406 thousands).

31. CONTINGENCIES

The Group has contingent liabilities with respect to issued guaranties to third parties in the amount of Denar 26,526 thousands (2011: Denar 27,188 thousands).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

32. RELATED PARTY TRANSACTIONS

The Group has no ultimate controlling party, the shares are widely held.

Key management compensations

No compensations were paid to the Management Board members during 2012. In 2012, the amount of Denar 4,203 thousands was paid to the Supervisory Board members (2011: Denar 4,032 thousands).

33. EXCHANGE RATES OF PRINCIPAL CURRENCIES

Closing rates:

	<u>31.12.2012</u>	<u>31.12.2011</u>
EUR	61.50	61.50
USD	46.65	47.53
CHF	50.91	50.60