AS "TALSU MEŽRŪPNIECĪBA"

(REGISTRATION NUMBER 40003113243)

ANNUAL REPORT OF 9 MONTH 2010

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General Information

Company name	A/s "Talsu Mežrūpniecība"
Legal Status	Joint stock company
Registration number, time and place	40003113243, Riga January 29, 1993
Legal address	Eksporta iela 26, Tukums, LV- 3104
Address of the executive bodies	Dumpīšu iela 3, Stende, LV – 3257
Shareholders	Public placement at LCD – 230,000 shares Closed issue - 265,699 shares
Board	Gatis Štāks,chairman of the Board ID code 260576-11140, Rojas district, Rojas parish, Valgalciems "Birzītes" Ruta Krūze, member of the Board ID code 060949-12518 Talsu district., Ģibuļu parish "Nameji" Andis Gribusts, member of the Board ID code 211067-12501 Talsu district. Laucienes parish "Dzelzkalēji"
Supervisory Board	Oskars Dērings, Chairman of the Supervisory Board, ID code 090778-12500, Liepaja, Toma Street 12/20-41. Eva Emerberga , member of the Supervisory Board ID code 110280-12526 Liepaja, Toma Street 12/20-41. Alda Kiore, member of the Supervisory Board ID code 290152-12516 Talsu district, Stende, Robežu Street 4, Asmeralda KJava, member of the Supervisory Board ID code 130454-12512 Talsu district. Abavas parish "Vītiņi" Dace Štāka, member of the Supervisory Board ID code 251078-12529 Rojas district, Rojas parish, Valgalciems "Birzītes"
Reporting period	01.01. 2010 – 30.09. 2010.
Auditor – name and address	Zigrīda Šneidere, sworn auditor, "Revīzija un vadības konsultācijas", SIA member of the Board Registration number.40003611571 Licence nr. 79 Dārzaugļu street 1-107, Riga, LV-1012 Latvia

Management Report

The main activities of the Company in 9 month of 2010 were logging and production of timber products: peeled and turn poles production in timber processing unit.

The Company's financial situation during 2010 was influenced by significant price level increase and then sudden drop.

During 9 month of 2010, 10,073 m3 pales were produced in the timber processing unit, woodchips of 35,594 m3 were sold.

Total Company's revenues in 9 month of 2010 were Ls 1 086 744.-

The result for 9 month of 2010 is profit amounting to Ls 112 135,- which corresponds to profit per share of Ls 0.2262.

In the future the Company plans to continue the production of peeled and turn poles, increasing the proportion of timber purchased from small logging companies and private loggers, whose price offering is lower than that of VAS "Latvijas valsts mezi". It is also planned to sell the produced goods to a wider network of clients, achieving the most beneficial sales price.

Suggestions for distribution of profit and covering of losses

The profit of the reporting year will be planned to invest on stream.

Board:

19.10.2010.

Profit and Loss Statement

		2010	2009	2010	2009
	Note	Ls	Ls	EUR	EUR
Revenues	2	1 086 744	855 786	1 546 297	1 217 674
Cost of Goods Sold	3	(981 339)	(792 355)	(1 396 320)	(1 127 420)
Gross profit (loss)	-	105 405	63 431	149 977	90 254
Administration expenses	4	(25 981)	(23 877)	(36 968)	(33 974)
Other operating income		49 056	123	69 800	175
Other operating expenses	5	(4 784)	(10 455)	(6 807)	(14 876)
Financial income	6	1 320	2 974	1 878	4 232
Financial expenses	7	(10 969)	(9 698)	(15 607)	(13 799)
Profit/(loss) before taxes	-	114 047	22 498	162 273	32 012
Corporate income tax	8			-	-
Other taxes		(1 912)	(1 331)	(2 721)	(1 894)
Profit/(loss) of the reporting year	_	112 135	21 167	159 552	30 118

Notes on pages 10 to 18 are integral part of the financial statements

Board:

19.10.2010.

Balance Sheet

		ASSETS			
		30.09.2010.	30.09.2009.	30.09.2010.	30.09.2009.
Long term investments	Notes	Ls	Ls	EUR	EUR
Fixed assets					
Land, buildings and constructions		61 869	37 705	88 032	53 649
Machinery and equipment		119 067	146 562	169 417	208 539
Other fixed assets		9 939	13 191	14 142	18 769
Prepayment for fixed assets		19 860		28 258	-
TOTAL	9	210 735	197 458	299 849	280 957
Biological assets					
Forest	10	-	18 975	-	26 999
TOTAL		-	18 975	-	26 999
Total long term investments		-	216 433	-	307 956
Current assets					
Inventories					
Materials		8 299	11 019	11 808	15 679
Unfinished goods		47 052		66 949	-
Finished goods and goods for sale		37 352	109 561	53 147	155 891
Advances for goods		18 975	7 800	26 999	11 098
TOTAL		111 678	128 380	158 903	182 668
Receivables					
Trade receivables, net	11	117 323	136 191	166 936	193 782
Other debtors	12	10 352	719	14 730	1 023
Prepaid expenses		2 621	4 366	3 729	6 212
TOTAL		130 296	141 276	185 395	201 018
Cash and cash equivalents	_	110 914	53 399	157 816	75 980
TOTAL CURRENT ASSETS		352 888	323 055	502 114	459 666
TOTAL ASSETS	_	563 623	539 488	801 963	767 622

Notes on pages 10 to 18 are integral part of the financial statements

Board:

19.10.2010.

	EQUII	T AND LIABIL	.11153		
		30.09.2010.	30.09.2009.	30.09.2010.	30.09.2009.
EQUITY AND LIABILITIES	Notes	Ls	Ls	EUR	EUR
Share capital	13	495 699	495 699	705 316	705 316
Undistributed profit				-	-
Loss from previous periods		(216 160)	(243 324)	(307 568)	(346 219)
Current year (loss)/ profit		112 135	21 167	159 554	30 118
TOTAL EQUITY	-	391 674	273 542	557 302	389 215
PROVISIONS					
Provisions for taxes		-	-	-	-
Other provisions	14	12 773	15 951	18 174	22 696
TOTAL PROVISIONS	_	12 773	15 951	18 174	22 696
LIABILITIES					
Long terms liabilities					
Payables to related parties	15	-	113 386	-	161 334
Deffered taxation		10 524	4 210		
Loans from credit institutions	16	58 192	80 688	82 800	114 809
TOTAL		68 716	198 284	97 774	282 133
Short term liabilities					
Loans from credit institutions	16	2 530	5 335	3 600	7 591
Trade creditors		68 651	30 475	97 682	43 362
Taxes payable	17	7 858	6 335	11 181	9 014
Other liabilities		11 421	9 566	16 251	13 611
TOTAL		90 460	51 711	128 713	73 578
TOTAL LIABILITIES		159 176	249 995	226 487	355 711
TOTAL EQUITY AND LIABILITIE	S	563 623	539 488	801 963	767 622

EQUITY AND LIABILITIES

Notes on pages 10 to 18 are integral part of the financial statements

Board:

19.10.2010.

Equity Statement

Ls	Share capital	Prior period losses	Current year profit/ (loss)	Total
January 1, 2009	495 699	(131 753)	(111 571)	252 375
Transferred to prior period losses Current year loss	-	(111 571)	111 571 21 167	- 21 167
30.09.2009	495 699	(243 324)	21 167	273 542
Transferred to prior period losses Current year loss	-	(216 160) -	222 157 112 135	5 997 112 135
30.09. 2010	495 699	(459 484)	355 459	391 674
EUR	Share capital	Prior period losses	Current year profit/ (loss)	Total
January 1, 2009	705 316	(187 468)	(158 751)	359 097
Transferred to prior period losses Current year loss	-	(158 751)	158 751 30 118	- 30 118
30,09, 2009	705 316	(346 219)	30 118	389 215
Transferred to prior period losses Current year loss	-	(307 568) -	316 101 159 554	8 533 159 554
30,09, 2010	705 316	(653 787)	505 773	557 302

Notes on pages 10 to 18 are integral part of the financial statements

Cash Flow Statement (prepared based on indirect method)

	2010	2009	2010	2009
Operating cash flow	Ls	Ls	EUR	EUR
Profit/(loss) before taxes	114 047	21 167	162 274	30 118
Adjustments:			-	-
Depreciation	28 822	32 026	41 010	45 569
Interest			-	-
Increase of provisions		-	-	-
Asset writte off	(4 784)	-	(6 807)	-
(Profit)/loss from sale of fixed assets	(26 653)	-	(37 924)	-
Result of revaluation of biological assets		-	-	-
(Profit)/loss from currency fluctuations			-	-
Operating cash flow before changes in current				
assets	111 432	<i>53 193</i>	<i>158 553</i>	75 687
Decrease/(incraese) of inventories	60 279	83 262	85 769	118 471
Decrease/(incraese) of receivables	(27 892)	(14 865)	(39 687)	(21 151)
Increase/(decrease) of current liabilities	(92 419)	(66 531)	(131 500)	(94 665)
Operating cash flow	51 400	55 059	73 136	78 342
Interest paid	(10 969)	-	(15 607)	-
Corporate income tax paid			-	-
Real estate tax paid	(1 912)		(2 721)	-
Net operating cash flow	38 519	55 059	54 808	78 342
Cash flow from investing activities			-	-
Acquisition of long term investments	(58 674)	(3 395)	(83 486)	(4 831)
Proceeds from sale of fixed assets	75 709	-	107 724	-
Net cash flow from investing activities	17 035	(3 395)	24 239	(4 831)
Cash from from financing activties			-	-
Loans received/(repaid), net	(22 771)		(32 400)	-
Net financing cash flow	(22 771)	-	(32 400)	-
Increse/(decrease) in cash and cash equivglents	32 783	51 664	46 646	73 511
• • • =			-	-
Cash at the beginning of the year	78 131	1 735	111 170	2 469
Cash at the end of the year	110 914	53 399	157 816	75 980
Cash at the chu of the year	110314	JJ JJJ	137 010	15 300

Notes on pages 10 to 18 are integral part of the financial statements

Notes

1. Significant accounting policies

Annual report preparation principles

The annual report is prepared in accordance with the Law on Accounting, Law of Annual Accounts and Latvian accounting standards. For preparation of this annual report following Latvian accounting standards (LGS) were in force – LGS1 – main principles for annual reports, LGS 2 –Cash flow statements, LGS 3- Subsequent events, LGS 4 – Change of accounting policies, estimates and correction of major mistakes, LGS5 – Long term agreements, LGS6 – Revenues, LGS7 – Fixed assets and LGS 8 – Provisions, contingent liabilities and assets, LGS 9 – Investment properties.

Profit and loss statement was prepared based on turnover method.

Cash flow statement is prepared by indirect method.

The same accounting policies and valuation methods were applied in current and prior reporting

year.

The annual report is prepared based on business continuation principle.

Foreign currency translation

The accounting records are prepared in LVL. All transaction in foreign currencies are translated to LVL in according the Bank of Latvia rate as at date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are stated at the official currency exchange rate set by the Bank of Latvia at year end. Any gain or loss resulting from a change in the currency rates of exchange is included in the profit and loss statement at net value.

	30.09.2010. LVL	30.09.2009. LVL
1 GDP	0.819	0.765
1 USD	0.517	0,486
1 EUR	0.702804	0,702804

Fixed assets

All fixed assets are initially recorded at purchase price. Land is regularly revaluated and accounted for at market value. Increase of the value resulting from revaluation is accounted as long term revaluation reserve and included in the equity of the Company. The decrease of the value is first deducted from previously recognised revaluation reserve for the same asset and any uncovered loss recognised as expense in profit and loss account.

Fixed assets are stated at historical value less accumulated depreciation.

The assets are depreciated over their estimated useful lives using the straight-line method. Following depreciation rates are applied for fixed assets:

	/0
Buildings and constructions	3.33% - 5%
Machinery and equipment	10% - 20%
Other fixed assets	20% - 35%

1. Significant accounting policies (continued)

Biological assets

Company's biological assets are forests that are kept with the purpose to gain additional biological asset through means of growing. Biological assets are initially recognised and further accounted for based on fair value assessment, less sales expenses. The changes of the value of the assets that are due to revaluation to fair value, less relevant sales expenses, are accounted as expenses in profit and loss account.

Inventories

Inventories are accounted in lower of cost and net realisable value. For raw materials the cost is calculated based on purchase cost accounting to FIFO method, but for work in progress and goods for sale the cost is calculated based their purchase price or production costs according to weighted average principle.

Net realisable value is selling price in the ordinary course of business, less the costs of completion, marketing and distribution. Net value is disclosed as cast of production, less provisions established.

Advances for inventories include also cash paid for cutting rights on those cutting that were not yet processed at the end of the reporting period.

Receivables

Trade receivables are recorded and disclosed in the balance sheet in accordance with initial amount of the invoices, less provision established for doubtful accounts. Provisions for doubtful accounts are estimated when full recoverability of the amount is not likely. Provisions for doubtful accounts are estimated by individual assessment of each debtor.

Corporate income tax

Corporate income tax is calculated for the reporting year is calculated in accordance with regulatory requirements of the Republic of Latvia.

Deferred taxation arising from temporary differences in the timing of the recognition of items in the tax returns and these financial statements is calculated using the liability method. The deferred taxation liability is determined based on the current tax rates. The principal temporary timing differences arise from differing rates and methods of accounting and tax depreciation on tangible fixed assets, provision for vacation and accumulated tax losses.

Provisions

Provisions are recognised, when the Company has commitments (legal or supported) due to past events where the likelihood of outflow of economical benefits for Company is estimated and the amount of the liabilities can be reasonably estimated.

2. Revenues

	2010	2009	2010	2009
	Ls	Ls	EUR	EUR
Timber product related revenues	930325	726930	1323433	1034328
Other revenues	156419	128856	222564	183346
Total:	108674	855786	1546297	1217674

Revenues according to geographical markets:

		2010	2009	2010	2009
		Ls	Ls	EUR	EUR
Latvia Lithuania		940005	691677	1337507	984167
United Kingdom		146739	164109	208790	233507
	Total:	1086744	855786	1546297	1217674

3. Cost of goods sold

	2010	2009	2010	2009
	Ls	Ls	EUR	EUR
Cost of materials	605363	490980	861354	698602
Cost of external services	95015	60725	135194	86404
Depreciation	28822	32026	41009	45569
Salaries	118709	116852	168908	166265
Social contributions	34165	33006	48612	46963
Other costs of goods sold	99265	58766	141243	83617
Total:	981339	792355	1396320	1127420

4. Administration expenses

	2010	2009	2010	2009
	Ls	Ls	EUR	EUR
Personnel costs	23553	19627	33514	27927
Other administration expenses	2428	4250	3454	6047
Total	25981	23877	36968	33974

The Board does not receive remuneration.

5. Other operating expenses

	2010	2009	2010	2009
	Ls	Ls	EUR	EUR
Provisions for doubtful				
accounts				
Revaluation of biological				
assets				
Other asset write offs				
Stock exchange related	4765	2515	6780	3578
expenses				
Other expenses	19	7940	27	11298
Total:	4784	10455	6807	17346

6. Financial income

	2010	2009	2010	2009
	Ls	Ls	EUR	EUR
Income from currency				
fluctuations	1243	2963	1769	4216
Other income	77	11	109	16
Total	1320	2974	1878	4232

7. Financial expenses

	2010	2009	2010	2009
	Ls	Ls	EUR	EUR
Interest expenses	2490	6936	3543	9869
Loss from currency fluctuations	8479	2762	12064	3930
Total	10969	9698	15607	13799

8. Corporate income tax

	2010	2009	2010	2009
	Ls	Ls	EUR	EUR
Deferred corporate income tax		(6314)		(8984)
Total:		(6314)		(8984)

9. Fixed assets

	Land, buildings			Advance	
	and	Machinery and	Other fixed	payment for	
Ls	constructions	equipment	assets	assets	TOTAL
Historical cost 31.12.2009	93 570	848 191	39 279	2 733	983 773
2010 acquisitions	27 131	30 177	1 366	19 860	78 534
Writte-offs		(200 899)	(8 069)	(2 733)	(211 701)
Historical costs 30.09.2010	120 701	677 469	32 576	19 860	850 606
Accumulated depreciation 31.12.2009	56 597	709 613	27 154	-	793 364
2010 Depreciation	2 235	24 457	2 130	-	28 822
Depreciation of assets written o	-	(175 670)	(6 645)	-	(182 315)
Accumulated depreciation 30.09.2010	58 832	558 400	22 639	-	639 871
Net book value 31.12.2009	36 973	138 578	12 125	2 733	190 409
Net book value 30.09.2010	61 869	119 069	9 937	19 860	210 735

		Land, buildings				
		and	Machinery and	Other fixed	Pepayment	
EUR		constructions	equipment	assets	for assets	TOTAL
Historical	cost 31.12.2009	133 138	1 206 866	55 890	3 889	1 399 783
2010	acquisitions	38 604	42 938	1 943	28 258	111 743
2010	Writte-offs	-	(285 854)	(11 481)	(3 889)	(301 224)
Historical	costs 30.09.2009	171 742	963 950	46 352	28 258	1 210 302
Accumula	ted depreciation 31.12.2009	80 530	1 009 688	38 637	-	1 128 855
2010	Depreciation	3 180	34 799	3 030	-	41 009
2010	Depreciation of assets written c	-	(249 954)	(9 457)	-	(259 411)
Accumula	ted depreciation 30.09.2010	83 710	794 533	32 210	-	910 453
Net book	value 31.12.2009	52 608	197 178	17 253	3 889	270 928
Net book	value 30.09.2010	88 032	169 417	14 142	28 258	299 849

Cadastrial value of assets of the Company

	2010	2009	2010	2009
	Ls	Ls	EUR	EUR
Land		11700		16647
Buildings and constructions		170231		242219
Total	0	181931	0	258866

Fixed assets of the Company are pledged as security for credit line issued by AS "SEB banka" (see Note 18).

10. Biological assets

	2010	2009	2010	2009
	Ls	Ls	EUR	EUR
Value at the beginning of the		18876		26858
year				
Acquisitions during the		99		141
year				
Revaluation to fair value				
Total:	-	18975	<u> </u>	26999

11. Trade receivables, net

	2010	2009	2010	2009
	Ls	Ls	EUR	EUR
Gross trade receivables Provisions for doubtful accounts	117323	136191	166936	193782
Total:	117323	136191	166936	193782

12. Other debtors

	2010	2009	2010	2009
	Ls	Ls	EUR	EUR
VAT receivable	370	528	527	752
Advance payments of CIT				
Other debtors	9982	191	14203	271
Total	10352	719	14730	1023

13. Share capital

Share capital of the Company consists of 495,699 shares with nominal value Ls 1 per share.

	Akciju skaits	Akciju vērtība (Ls)	Kopējā vērtība (Ls)	Akciju vērtība (EUR)	Kopējā vērtība (EUR)
Close issue shares	265699	1	265699	1	378058
Public placement	227700	1	227700	1	323985
Boards' shares (without voting rights)	2 300	1	2 300	1	3273
Total _	495699		495699	_	705316

14. Other provisions

	2010	2009	2010	2009
	Ls	Ls	EUR	EUR
Provisions for vacations	13973	12773	19882	18174
Other provisions		1200		1708
Total	13973	13973	19882	19882

15. Payables to related c companies

Long-term	2010	2009	2010	2009
	Ls	Ls	EUR	EUR
Payable to related company				
(USD)		113 386		161 334
Total	•	113 386	•	161 334

In accordance with terms of existing agreements, the payable has to be settled in 2010. The loan is not interest bearing.

16. Loans from credit institutions

	2010	2009	2010	2009
	Ls	Ls	EUR	EUR
Long term				
Loan from AS SEB Latvijas				
Unibanka	58192	80688	82800	114809
Short term				
Credit line from AS SEB				
Latvijas Unibanka	2530	5335	3600	7591
Total:	60722	86023	86400	122400

In accordance with provisions of the agreement, the loan repayment shall be done in monthly principal repayments with final term on March 29, 2012. The interest rate for the loan is 3 month EURIBOR + 3.8%.

17. Taxes payable

Ls		(Payable)/ receivable 31.12.2009	Calculated	2010 Transfer from other taxes	Tax paid	(Payable)/ receivable 30.09.2010
Value added tax		(1 363)	(336 346)	-	337 901	192
Social security contributions		(4 320)	(46 956)		45 683	(5 593)
Personnel income tax		(1 491)	(24 938)	-	23 982	(2 447)
Real estate tax		-	(1 912)	-	1 912	-
Natural resource tax		(173)		-	173	-
Corporate income tax			-			-
Risk duties		(10)	(100)	-	100	(10)
	Total	(7 357)	(410 252)	-	409 751	(7 858)
	Payable	(7 357)				(8 050)
	Receivable	-				192

17. Taxes payable (continued)

EUR		(Payable)/ receivable 31.12.2009	Calculated	2010 Transfer from other taxes	Tax paid	(Payable)/ receivable 30.09.2010
Value added tax		(1 939)	(478 577)	-	480 792	276
Social security contributions		(6 147)	(66 812)		65 001	(7 958)
Personnel income tax		(2 121)	(35 483)	-	34 123	(3 481)
Real estate tax		-	(2 720)	-	2 720	-
Natural resource tax		(246)		-	246	-
Corporate income tax			-	-		-
Risk duties		(15)	(142)	-	142	(15)
	Total	(10 468)	(583 734)	-	583 024	(11 178)
	Payable	(10 468)				(11 454)
l	Receivable	-				276

Tax receivables are included in other debtors, see Note 12.

18. Off balance sheet liabilities

The Company has signed credit till 2012, March.

19. Number of employees

	2010	2009
Average number of employees for the reporting year	43	51

20. Financial risk management

The most significant financial instruments for the Company are loans from credit institutions, related entities and cash and cash equivalents. The main purpose of those financial instruments is to ensure operating activities of the Company. The Company is also exposed to other financial investments that are directly related to operating activities of the Company, such as, trade receivables and other receivables, trade payables and other payables.

Financial risks

The main financial risks that are related to financial instruments of the Company are currency risk, interest rate risk, liquidity risk, credit risk and debt concentration risk.

Board:

October 19, 2010