# **AGROWILL GROUP AB**

Consolidated Unaudited Interim Results and Consolidated Financial Information for 9 months ended 30 September 2014



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# **INTERIM REPORT**

(All amounts are in LTL thousand, unless otherwise stated)

## I. GENERAL PROVISIONS

## Accounting period covered by the Report

The report covers 9 month period ended 30 September 2014.

## Key data on the issuer

Name of the company: Agrowill Group AB (hereinafter – AWG or the Company)

Share capital: LTL 187,416,252

Address of headquarters: Smolensko g. 10, LT-03201 Vilnius, Lietuva

Telephone: (8~5) 233 53 40
Fax: (8~5) 233 53 45
E-mail address: info@agrowill.lt
Website: www.agrowill.lt

Legal-organizational form: Legal body, joint stock company

Place and date of registration: 25 June 2003, Vilnius

Register code: 1262 64360 Register number: AB2003-926

Registrant of the Register of legal bodies: State Enterprise Centre of registers

As at 30 September 2014 the Group was comprised of the Company and it's subsidiaries:

Name	Legal form	Date and place of registration	Company code	Address	Phone, fax and email
UAB AVG Investment	Joint stock company	2005-02-10, State Registrar	300087691	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB AWG Investment 1	Joint stock company	2008-06-18, State Registrar	301745765	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB AWG Investment 2	Joint stock company	2008-07-24, State Register	301807590	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agross	Joint stock company	2008-07-24, State Register	301807601	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
BUAB Abagrain	Joint stock company	2007-04-26, State Register	300713565	Adutiškio st. 3-3, Vilnius	(8~5) 203 26 86; fax: (8~5) 203 26 87, el.p. info@abagrain.lt
UAB Grain Lt	Joint stock company	2010-03-17, State Register	302489354	Adutiškio st. 3-3, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB AMT Žemė	Joint stock company	2011-03-15, State Register	302602713	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agro GIS	Joint stock company	2011-01-18, State Register	302583978	Saltoniškių st. 29/3, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Baltic farming land management	Joint stock company	2008-10-13, State Register	302003546	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agro Management Team	Joint stock company	2011-03-02, State Register	302599498	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrowill AgroTech	Joint stock company	2011-02-03, State Register	302589187	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB PRIMA BIO COOP LT	Joint stock company	2012-02-29, State Registrar	302753875	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
ŽŪB Žemės fondas	Agricultural entity	2006-04-07, State Register	300558595	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt

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(All amounts are in LTL thousand, unless otherwise stated)

Name	Legal form	Date and place of registration	Company code	Address	Phone, fax and email
UAB Žemės vystymo fondas	Joint stock company	2004-09-28, State Registrar	300057335	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 3	Joint stock company	2005-10-11, State Registrar	300151165	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 4	Joint stock company	2006-08-10, State Registrar	300589669	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 5	Joint stock company	2006-08-10, State Registrar	300589683	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 6	Joint stock company	2006-08-10, State Registrar	300589719	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 7	Joint stock company	2007-01-17, State Registrar	300634420	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 9	Joint stock company	2006-03-09, State Registrar	300547638	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 10	Joint stock company	2008-01-10, State Registrar	301522723	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 11	Joint stock company	2005-05-12, State Registrar	300114042	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 12	Joint stock company	2005-03-08, State Registrar	300094383	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 14	Joint stock company	2006-08-10, State Registrar	300589726	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 15	Joint stock company	2006-08-10, State Registrar	300589733	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 16	Joint stock company	2006-08-10, State Registrar	300589740	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 19	Joint stock company	2007-06-21, State Registrar	300886948	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 20	Joint stock company	2007-06-22, State Registrar	300887726	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 22	Joint stock company	2008-01-10, State Registrar	301522730	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
ŽŪB Agrowill Spindulys	Agricultural entity	1993-04-09, Radviliškis district municipality	171330414	Vaitiekūnai, Grinkiškis mun., LT-82380 Radviliškis distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
ŽŪB Agrowill Smilgiai	Agricultural entity	1992-09-16, Panevėžys district municipality	168548972	Panevėžys str. 23, Smilgiai, Smilgiai mun., LT-38375	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
ŽŪB Agrowill Skėmiai	Agricultural entity	1992-10-01, Radviliškis district municipality	171306071	Skėmiai, Skėmiai mun., LT-82350 Radviliškis distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
ŽŪB Agrowill Nausodė	Agricultural entity	1992-08-11, Anykščiai district municipality	154179675	Kirmėliai, Troškūnai mun., LT-29178 Anykščiai distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
ŽŪB Agrowill Dumšiškės	Agricultural entity	1992-09-29, LR Raseiniai district board	172276179	Paraseinis, Paliepiai mun., LT-60194 Raseiniai distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt

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# **INTERIM REPORT**

(All amounts are in LTL thousand, unless otherwise stated)

Name	Legal form	Date and place of registration	Company code	Address	Phone, fax and email
ŽŪB Agrowill Žadžiūnai	Agricultural entity	1992-06-30, Šiauliai district municipality	175706853	Gudeliai str. 30, Žadžiūnai, Kairiai mun., LT-80103 Šiauliai distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
ŽŪB Agrowill Mantviliškis	Agricultural entity	1992-11-06, Kédainiai district board	161274230	Liepos 6-osios str. 18, Mantviliškis, Dotnuva mun., LT-58332 Kėdainiai distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
ŽŪB Agrowill Alanta	Agricultural entity	1992-06-29, Molėtai district municipality	167527719	Ukmergės str. 7, Alanta mun. LT-33312 Molėtai distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
ŽŪB Agrowill Eimučiai	Agricultural entity	1992-06-29, Šiauliai district municipality	175705032	Eimučiai, Kairiai mun., 80101 Šiauliai distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
ŽŪB Agrowill Vėriškės	Agricultural entity	1992-09-29, Radviliškis district municipality	171305165	Vėriškės, Šeduva mun., LT-77199 Radviliškis distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
ŽŪB Agrowill Želsvelė	Agricultural entity	1992-07-03, Marijampolė municipality	165666499	Želsva, Liudvinavas mun., LT-69193 Marijampolė mun.	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
ŽŪB Agrowill Lankesa	Agricultural entity	1999-04-06, Jonava district municipality	156913032	Ukmergė str. 44, Bukoniai, Bukoniai mun., LT-55075	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
ŽŪB Agrowill Kairėnai	Agricultural entity	1993-03-02, Radviliškis district municipality	171327432	Jonava distr. Kairėnai, Grinkiškis mun., LT-82031 Radviliškis distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
ŽŪB Agrowill Jurbarkai	Agricultural entity	1992-07-31, Jurbarkas district municipality	158174818	Rytas str. 2, Jurbarkai, LT-74205 Jurbarkai distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Grūduva	Joing stock company	1997-02-24, Šakiai district municipality	174401546	Gotlybiškiai, Šakiai mun., LT-71372, Marijampolė distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Panevežio region ŽŪB Gustoniai	Agricultural entity	1992-12-09, Panevėžys district municipality	168565021	Smolensko str. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
S.R.L. Natur Agro Grup	Closed joint stock company	2005-09-23, Republic of Moldova	100560004509 8	Stefan cel Marebd. 132, ap. 64, Chisinau mun., Moldova	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
S.R.L. Agrowill group	Closed joint stock company	2008-07-01, Republic of Moldova	100860003153	Kogalniceanu Mihail, 51, Chisinau mun., Moldova	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
ZAO Agroprom	Closed joint stock company	2008-09-01, Russian Federation	108774606123 7	Baimanskaja st. 7-10, Moscow, Russia	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
KB Siesartis	Cooperative entity	2010-04-21, Šakiai district municipality	302501098	Mokyklos str. 18, Gotlybiškių mun., Šakių distr	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
KB Kašėta	Cooperative entity	2010-04-21, Jonavos district municipality	302501251	Ukmergės str. 44, Bukonių mun, LT- 55075 Jonavos distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
ŽŪB Gustonys	Agricultural entity	2010-06-08, Vilniaus district municipality	302520102	Panerių str 11, Vilnius LT-03209	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
ŽŪB Skėmių pienininkystės centras	Agricultural entity	2012-03-05 Radviliškis district municipality	302737554	Skėmiai, Skėmiai mun., LT-82350 Radviliškis distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Dzūkijos ŽŪK	Cooperative entity	2010-03-02, Marijampolė municipality	302485217	Želsva, Liudvinavas mun., LT-69193 Marijampolė mun.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
KB Dotnuvėlės valdos	Cooperative entity	2011-04-21, Šiauliai district municipality	302618614	Gudeliai str. 30, Žadžiūnai, Kairiai ṃun., LT-80103	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
KB Nevėžio lankos	Cooperative entity	2011-04-21, Radviliškis district municipality	302618596	Šiauliai distr. Vėriškės, Šeduva mun., LT-77199 Radviliškis distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt

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(All amounts are in LTL thousand, unless otherwise stated)

Name	Legal form	Date and place of registration	Company code	Address	Phone, fax and email
KB Radviliškio kraštas	Cooperative entity	2011-04-20, Radviliškis district municipality	302618742	Alyvų str. 1, Skėmiai, Skėmiai mun., LT- 82350 Radviliškis distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
KB Šventosios pievos	Cooperative entity	2011-04-20, Radviliškis district municipality	302618201	Vaitiekūnai, Grinkiškis mun., LT-82380 Radviliškis distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
KB Kairių ūkis	Cooperative entity	2011-04-13, Marijampolė municipality	302615194	Želsva, Liudvinavas mun., LT-69193 Marijampolė mun.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
KB Šiaurinė valda	Cooperative entity	2011-04-13, Šakiai district municipality	302615187	Gotlybiškiai, Šakiai mun., LT-71372, Marijampolė distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
KB Šušvės žemė	Cooperative entity	2011-04-21, Radviliškis district municipality	302618767	Kairėnai, Grinkiškis mun., LT-82031 Radviliškis distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 1	Joint stock company	2012-08-23, State Registrar	302846660	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 2	Joint stock company	2012-08-23, State Registrar	302846621	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 3	Joint stock company	2012-08-23, State Registrar	302846614	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 4	Joint stock company	2012-08-23, State Registrar	302846564	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 5	Joint stock company	2012-08-23, State Registrar	302846475	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 6	Joint stock company	2012-08-23, State Registrar	302846411	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 7	Joint stock company	2012-08-23, State Registrar	302846062	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 8	Joint stock company	2012-08-23, State Registrar	302846105	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 9	Joint stock company	2012-08-23, State Registrar	302846144	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 10	Joint stock company	2012-08-23, State Registrar	302846169	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 11	Joint stock company	2012-08-23, State Registrar	302846201	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 12	Joint stock company	2012-08-23, State Registrar	302846226	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 13	Joint stock company	2012-08-23, State Registrar	302846233	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 14	Joint stock company	2012-08-23, State Registrar	302846240	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 15	Joint stock company	2012-08-23, State Registrar	302846258	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 16	Joint stock company	2012-08-23, State Registrar	302846354	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 17	Joint stock company	2012-08-23, State Registrar	302846379	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt

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(All amounts are in LTL thousand, unless otherwise stated)

Name	Legal form	Date and place of registration	Company code	Address	Phone, fax and email
UAB Agrosaulė 18	Joint stock company	2012-08-23, State Registrar	302846436	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 19	Joint stock company	2012-08-23, State Registrar	302846468	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 20	Joint stock company	2012-08-23, State Registrar	302846482	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 21	Joint stock company	2012-08-23, State Registrar	303301257	M. Kriaučiūno st. 15, Gustoniai, Panevėžys distr.	(8~5) 233 53 40; faks: (8~5) 233 53 45, el. p. info@agrowill.lt
Biržai distr., Rinkuškiai reclamation infrastructure users association	Association	2009-12-11 Biržai district municipality	302465556	Vytauto str. 38, LT- 41143, Biržai distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Grūduvos melioracija	Association	2010-11-23, State Registrar	302567116	Mokyklos st. 2, Gotlybiškės, Šakiai distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB AGRO Ramučiai	Joint stock company	2012-09-05, State Registrar	302854479	Poviliškės, Šiauliai distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Luganta	Joint stock company	2012-09-05, State Registrar	300045023	Pašlaušė, Kelmė distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Baltic Champs	Joint stock company	2012-12-27, State Registrar	302942064	Poviliškės, Šiauliai distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB ŽVF projektai	Joint stock company	2012-12-27, State Registrar	300137062	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
ŽŪB Želsvelės ekologinis ūkis	Agricultural entity	2014-06-09, State Registrar	303325856	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
ŽŪB Smilgių ekologinis ūkis	Agricultural entity	2014-06-09, State Registrar	303325824	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
ŽŪB Skėmių ekologinis ūkis	Agricultural entity	2014-06-09, State Registrar	303325692	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
ŽŪB Mantviliškio ekologinis ūkis	Agricultural entity	2014-06-09, State Registrar	303325703	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
ŽŪB Spindulio ekologinis ūkis	Agricultural entity	2014-06-09, State Registrar	303325817	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
ŽŪB Lankesos ekologinis ūkis	Agricultural entity	2014-06-09, State Registrar	303325710	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
ŽŪB Dumšiškių ekologinis ūkis	Agricultural entity	2014-06-09, State Registrar	303324722	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
ŽŪB Kairėnų ekologinis ūkis	Agricultural entity	2014-06-09, State Registrar	303325774	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
ŽŪB Žadžiūnų ekologinis ūkis	Agricultural entity	2014-06-09, State Registrar	303325870	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
ŽŪB Vėriškių ekologinis ūkis	Agricultural entity	2014-06-09, State Registrar	303325849	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt

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(All amounts are in LTL thousand, unless otherwise stated)

Name	Legal form	Date and place of registration	Company code	Address	Phone, fax and email
ŽŪB Nausodės ekologinis ūkis	Agricultural entity	2014-06-09, State Registrar	303325781	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
ŽŪB Jurbarkų ekologinis ūkis	Agricultural entity	2014-06-09, State Registrar	303325361	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
ŽŪB Eimučių ekologinis ūkis	Agricultural entity	2014-06-09, State Registrar	303324715	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
ŽŪB Alantos ekologinis ūkis	Agricultural entity	2014-06-09, State Registrar	303324747	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
ŽŪB Grūduvos ekologinis ūkis	Agricultural entity	2014-06-09, State Registrar	303324804	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB eTime invest	Joint stock company	2014-06-09, State Registrar	300578676	Saltoniškių st. 29, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
OOO Karakash Agro	Joint stock company	2010-09-09, Ukraine	37171461	Adalet st. 18, Chechova, Razdolnenskiy distr.,	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Havestro OU	Private limited company	2013-12-11, Estonia	12583455	Krym Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Tabra Agro OU	Private limited company	2014-04-30, Estonia	12654586	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Springbox OU	Private limited company	2014-05-06, Estonia	12581947	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Newbygg OU	Private limited company	2014-05-02, Estonia	12505188	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Kangruaadu Agro OU	Private limited company	2014-04-30, Estonia	12654876	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Prestviigi OU	Private limited company	2014-04-30, Estonia	12654600	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Astermont OU	Private limited company	2014-05-06, Estonia	12582869	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Kropi Silm OU	Private limited company	2014-04-24, Estonia	12654868	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Lepaoja Agro OU	Private limited company	2014-04-30, Estonia	12654847	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Revalmarine OU	Private limited company	2014-05-06, Estonia	12583596	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Transrail OU	Private limited company	2013-12-11, Estonia	12583707	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
SwedGreen OU	Private limited company	2014-03-18, Estonia	12582987	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
First deal OU	Private limited company	2013-07-12, Estonia	12504154	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Viarock OU	Private limited company	2014-05-06, Estonia	12582993	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt

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(All amounts are in LTL thousand, unless otherwise stated)

Name	Legal form	Date and place of registration	Company code	Address	Phone, fax and email
Rame Agro OU	Private limited company	2014-04-25, Estonia	12652162	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Saastna Agro OU	Private limited company	2014-04-29, Estonia	12653575	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Pasilaid OU	Private limited company	2014-04-29, Estonia	12653569	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Lillhamne OU	Private limited company	2014-04-29, Estonia	12653747	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Ogerna OU	Private limited company	2014-04-28, Estonia	12653121	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Teorehe Agro OU	Private limited company	2014-04-29, Estonia	12653764	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Sendri Capital OU	Private limited company	2014-05-02, Estonia	12655539	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Turvaste partners OU	Private limited company	2014-05-02, Estonia	12655410	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Nakamaa Agro OU	Private limited company	2014-05-02, Estonia	12655522	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Hindaste Invest OU	Private limited company	2014-04-24, Estonia	12655384	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Tuudi River OU	Private limited company	2014-05-02, Estonia	12655384	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Palderma Partners OU	Private limited company	2014-05-02, Estonia	12654959	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Liialaid Capital OU	Private limited company	2014-05-02, Estonia	12655203	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Ave-Martna Capital OU	Private limited company	2014-05-02, Estonia	12655155	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Hobring Invest OU	Private limited company	2014-05-02, Estonia	12655427	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Rukkirahhu Capital OU	Private limited company	2014-05-02, Estonia	12655232	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Kaazys Agro OU	Private limited company	2014-05-02, Estonia	12655491	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Pahasoo OU	Private limited company	2014-05-02, Estonia	12655367	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Alizur OU	Private limited company	2014-05-09, Estonia	12503798	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Borgesto	Private limited company	2013-12-10, Estonia	12582177	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Balistaro OU	Private limited company	2013-04-30, Estonia	12566876	Rannaku st. 12, Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
123 Union OU	Private limited company	2013-08-31, Estonia	12502764	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt

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(All amounts are in LTL thousand, unless otherwise stated)

Name	Legal form	Date and place of registration	Company code	Address	Phone, fax and email
NovaCorpus OU	Private limited company	2013-04-30, Estonia	12583136	Rannaku st. 12, Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Bestmax OU	Private limited company	2013-11-12, Estonia	12568869	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Remidox OU	Private limited company	2013-08-31, Estonia	12504025	Parnu st. 15, Harju distr., Tallinn	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Pasvalys distr., Pušalotas reclamation infrastructure users association	Association	2009-12-11 Pasvalys district municipality	302465563	Diliauskai, LT-39188 Pasvalys distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Traktorių nuomos centras	Joint stock company	2012-07-16, State Registrar	302820808	J. Savickio st. 4, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Traktorių nuomos paslaugos	Joint stock company	2012-07-16, State Registrar	302820797	J. Savickio st. 4, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Arnega	Joint stock company	2011-08-13, State Registrar	302661957	Adutiškio st. 3-3, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt

# Information on where and when the Report and the documents, on which the Report is based, are publicly available and the name of the mass media means

The report is available during working days from 8.30 to 17.30 at the headquarters of Agrowill Group AB at the adress: Smolensko st. 10, Vilnius, or at the Company's internet website: <a href="www.agrowill.lt">www.agrowill.lt</a>. The announcements of the Company, including the information and other documents related to the Annual General meeting, also the information and other documents related to liquidation or reorganisation of the Company, minutes of the shareholder and Board meetings, other announcements and documents, which according to the law of Republic of Lithuania, the Statutes of the Company ant the decisions of the Management have to be announced publicly are announced in the state registrar electronic bulletin or delivered to each shareholder and other person personally – either by registered mail, or by signed delivery.

Announcements of the Company are placed on the NASDAQ OMX Vilnius Stock exchange information system and on the ESPI information system which is operated by Polish FSA, as well as on Electronic Information Base which is operated by Warsaw Stock Exchange.



#### **INTERIM REPORT**

(All amounts are in LTL thousand, unless otherwise stated)

#### II. INFORMATION ABOUT THE LARGEST SHAREHOLDERS AND ISSUERS MANAGEMENT

### Share capital

The share capital of Agrowill Group AB as at 30 September 2014 was LTL 187,416,252. The share capital was divided into 187,416,252 ordinary shares. Each issued share has a LTL 1 nominal value and fully paid.

#### Shareholders

Total number of shareholders as at 28 September 2014 was 775 (seven hundred seventy five). The shareholders owning more than 5 per cent of all the company shares:

Name, surname / name of the company	Company / personal code	Address	Votes held by shareholder	Shares held by shareholder
Baltic Champs Group UAB	145798333	Poviliškės, Šiaulių distr.	99,340,015	53.01%
Vretola Holdings Limited	HE270472	Stylianou Lena, 18, Pallouriot, Nicosia, Cyprus	27,511,660	14.68%
Volemer Holdings Limited	HE 268133	Avlonos 1, Nicosia, Cyprus	17,504,930	9.34%
Strėlis Linas	-	-	10,837,572	5.78%

# The main characteristics of debt securities issued for public circulation of securities

On 25 June 2008, the Company issued LTL 16 million of bonds into public trading:

Issue date	Term	Redemption date	Nominal value	Interest rate
25 June 2008	369 days	29 June 2009	LTL 16,000,000	12 %

All payments related to the payment for bonds emission, redemption of bonds and payment of interest are made in LTL or EUR. The bonds can not be redeemed before the redemption date either on demand by the Issuer, or the investor. The Company did announce that it will not redeem the above mentioned bonds issue on time in 2009.

The Company had also issued three non-public bonds issues, which are not traded in the open market:

Issue date	Term	Redemption date	Nominal value	Interest rate
23 December 2008	90 days	22 March 2009	LTL 2,275,000	12 %
20 January 2009	90 days	20 April 2009	LTL 315,000	14 %
25 June 2008	369 days	29 June 2009	LTL 8,816,000	14 %

The Company did also announce that it will not redeem the above mentioned bonds issues on time.

On 1 March 2010, Vilnius disctrict court has decided to initiate the Restructuring case for Agrowill Group AB. This ruling was sued to the Court of Appeal. On 20 May 2010 Lithuanian Court of Appeal left in force the ruling of a lower Court. After the Companies Restructuring Plan was approved, the outstanding bonds will be paid back according to the Restructuring plan: in years 2014 – 2015.

Certain bondholders made agreements with the Company to exchange the monetary claims arising from holding of bonds against newly issued shares in August and October of 2010. As at 30 September 2014, and 31 December 2013, the amount owed to the bondholders amounted to LTL 5,247 thousand and LTL 8,887 thousand respectively.



INTERIM REPORT

(All amounts are in LTL thousand, unless otherwise stated)

# The sales of the Issuer's securities on exchanges and other organized markets

Over the accounting period, the Companies shares were traded on the NASDAQ OMX Vilnius (hereinafter – OMX Vilnius).

	Price, LTL				Total tu	rnover
	l.		Last	Date of last		
Reporting period	max	min	session	session	Units	LTL, mill
I quarter 2014	0.98	0.69	0.93	2014.03.31	5,809,221	5.312
II quarter 2014	1.14	0.91	0.99	2014.06.30	3,420,356	3.261
III quarter 2014	0.99	0.73	0.79	2014.09.30	729,982	0.614

Trading information of Agrowill Group AB bonds on NASDAQ OMX Vilnius:

	Price, %				Total tu	rnover
			Last	Date of last		LTL,
Reporting period	max	min	session	session	Units	millin
I quarter 2014	-	-	-	2014.03.31	-	-
II quarter 2014	-	-	-	2014.06.30	I	=
III quarter 2014	=	-	-	2014.09.30	-	-

# Agreements with the mediators of securities public circulation

The Company and FMĮ Orion Securities UAB (A. Tumėno st. 4, B korpusas, LT-01109, Vilnius) signed an agreement regarding handling of Bondholder accounts.

The Company and FMĮ Orion Securities UAB (A. Tumėno st. 4, B korpusas, LT-01109, Vilnius) signed an agreement regarding handling of Shareholders accounts.

## Procedure for amendments of the Articles of Association

The Articles of Association can be changed following Lithuanian Republic law on Stock companies with an appropriate approval of the Companies' shareholders.



**INTERIM REPORT** 

(All amounts are in LTL thousand, unless otherwise stated)

# Members of the managing bodies

The managing bodies of the company are general meeting of the shareholders, the Supervisory Council, the Board of Directors and Managing Director. The Supervisory Council (consisting of 5 members) is elected by the shareholder meeting. The Board of directors is formed from 5 members. The chairman is elected by the Board. The Boardmembers are elected by the Supervisory Council. The Board of Directors elects and recalls the Director, decide upon remuneration and other working conditions, approves official rulebook, awards and handles penalties. The General director is the manager of the Company.

Information on managing bodies of the Company as at 30 September 2014:

Information on managing bodies of the Company as at 30 September 2014.				
		End of current term	Period of service	
Name, Surname	Position	of office	as a member	
	Chairman of	Until general meeting of	Member of Supervisory	
Kęstutis Juščius	Supervisory Board	shareholders to be held in 2016	Board since 13-03-2014	
	Member of	Until general meeting of	Member of Supervisory	
Liudas Navickas	Supervisory Board	shareholders to be held in 2016	Board since 13-03-2014	
	Member of	Until general meeting of	Member of Supervisory	
Aurimas Sanikovas	Supervisory Board	shareholders to be held in 2016	Board since 13-03-2014	
	Member of	Until general meeting of	Member of Supervisory	
Gediminas Žiemelis	Supervisory Board	shareholders to be held in 2016	Board since 13-03-2014	
	Member of	Until general meeting of	Member of Supervisory	
Rimantas Rudzkis	Supervisory Board	shareholders to be held in 2016	Board since 13-03-2014	

		End of current term	Period of service
Name, Surname	Position	of office	as a member
	Chairman of Board	Until general meeting of	Member of Board since 08-05-2014 General director since
Saulius Jurgelėnas	General Director	shareholders to be held in 2016	28-08-2014
Marius Žutautas	Member of Board	Until general meeting of shareholders to be held in 2016	Member of Board since 20-09-2011
Marijus Bakas	Member of Board	Until general meeting of shareholders to be held in 2016	Member of Board since 08-05-2014
Domantas Savičius	Member of Board	Until general meeting of shareholders to be held in 2016	Member of Board since 14-12-2007
Linas Strėlis	Member of Board	Until general meeting of shareholders to be held in 2016	Member of Board since 14-12-2007
Marius Žutautas	Member of Board	Until general meeting of shareholders to be held in 2016	Member of Board since 30-08-2010
Vladas Bagavičius	Member of Board	Until general meeting of shareholders to be held in 2016	Member of Board since 01-12-2008
Linas Bulzgys	Member of Board	Until general meeting of shareholders to be held in 2016	Member of Board since 08-05-2014

Information on the shares of the Company held by the members of the Supervisory Board, the Board and the top management as of 30 September 2014:

Name, Surname	Position	Owned shares in the Company, units	Owned shares in the Company, %
Linas Strėlis	Member of Board	10,837,572	5.78%
Vladas Bagavičius	Member of Board	660,137	0.35%
Domantas Savičius	Member of Board	659,521	0.35%
Marius Žutautas	Member of Board	442,568	0.24%
Gediminas Žiemelis	Member of Supervisory Board	8,993	0.00%



## **FINANCIAL INFORMATION**

(All amounts are in LTL thousand, unless otherwise stated)

## **III. FINANCIAL INFORMATION**

#### Consolidated income statement

	9 month period ended 30 September		3 month ended 30 S	
	2014 unaudited	2013 unaudited*	2014 unaudited	2013 unaudited*
Revenues Cost of sales Gain (loss) on changes in fair values of biological assets and on initial recognition	96,991 (79,251)	12,474 (9,031)	48,623 (43,531)	12,474 (9,031)
of agricultural produce	(385)		(385)	-
GROSS PROFIT	17,355	3,443	4,707	3,443
Operating expenses Write-offs of negative goodwill	(15,334) 26,754	(623)	(6,854)	(623)
Other income	8,652	(24)	1,501	(24)
OPERATING PROFIT	37,427	2,796	(646)	2,796
Finance cost	(4,795)	-	(2,651)	-
PROFIT (LOSS) BEFORE INCOME TAX	32,632	2,796	(3,297)	2,796
Profit tax	(936)	-	(70)	
NET PROFIT / (LOSS) FOR THE PERIOD	31,696	2,796	(3,367)	2,796
ATTRIBUTABLE TO: Equity holders of the Company Non-controlling interest	31,484 212	2,796 -	(3,456) 89	2,796 -
-	31,696	2,796	(3,367)	2,796
Consolidated statementof comprehensive income				
NET PROFIT/ (LOSS) FOR THE PERIOD	31,696	2,796	(3,367)	2,796
Other comprehensive income:	_	_	_	-
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD	31,696	2,796	(3,367)	2,796
ATTRIBUTABLE TO: Equity holders of the Company Non-controlling interest	31,484	2,796	(3,456)	2,796
Non-controlling interest	212 <b>31,696</b>	2,796	89 <b>(3,367)</b>	2,796

<sup>\*</sup>According to IFRS 3 (Business Combinations), the comparative figures are Baltic Champs UAB (accounting acquirer) standalone figures. For comparative figures of Agrowill Group AB (accounting acquiree) please see Notes to the consolidated unaudited interim financial information.



**FINANCIAL INFORMATION** 

(All amounts are in LTL thousand, unless otherwise stated)

# Consolidated balance sheet

	30 September 2014 unaudited	31 December 2013 audited*
ASSETS		
Non-current assets		
Property, plant and equipment	256,532	111,351
Investment property	47,505	-
Intangible assets Financial assets	805 299	2
Deferred tax asset	2,943	-
Biological assets - mushroom compost and perrenial grasses	2,943 4,422	3,918
Biological assets - livestock	23,750	5,510
Total non-current assets	336,256	115,271
Current assets		
Biological assets - crops	14,703	_
Inventory	45,662	10,622
Trade receivables, advance payments and other receivables	50,049	10,395
Cash and cash equivalents	5,712	527
Total current assets	116,126	21,544
TOTAL ASSETS	452,382	136,815
Capital and reserves		
Share capital	152,270	62,910
Share premium	- · · · · · · · · · · · · · · · · · · ·	-
Revaluation reserve	-	-
Legal reserve	-	-
Accumulated deficit	36,580	5,096
Equity attributable to equity holders		
of the Company	188,850	68,006
Non-controling interest	212	-
Shareholders equity, total	189,062	68,006
Non-current liabilities		
Borrowings	116,538	42,580
Obligations under finance lease	15,616	1,639
Grants	13,581	-
Restructured liabilities	6,135	-
Deferred tax liability	5,298	
Total non-current liabilities	157,168	44,219
Current liabilities		
Current portion of non-current borrowings	10,295	7,898
Current portion of non-current obligations under finance lease	1,752	2 000
Current borrowings	9,491	2,000
Current portion of restructured liabilities	13,473 54,049	- 12,677
Trade payables Other payables and current liabilities	17,092	2,015
Total current liabilities	106,152	24,590
Total liabilities	263,320	68,809
TOTAL EQUITY AND LIABILITIES	452,382	136,815
	452,502	130,013

<sup>\*</sup>According to IFRS 3 (Business Combinations), the comparative figures are Baltic Champs UAB (accounting acquirer) standalone figures. For comparative figures of Agrowill Group AB (accounting acquiree) please see Notes to the consolidated unaudited interim financial information.



## FINANCIAL INFORMATION

(All amounts are in LTL thousand, unless otherwise stated)

## Consolidated statement of changes in equity

Equity attributable to the shareholders Non-Share Share Revaluation Legal Retained of the controlling capital premium reserve earnings company interest Total reserve Audited balance as at **31 December 2013** 62,910 5.096 68,006 68,006 Comprehensive income 31,484 31,484 212 31,696 Net income for the period 31,484 31,484 212 31,696 Total comprehensive income Transactions with shareholders 89,360 89,360 New shares issue 89,360 Total transactions with 89,360 89,360 shareholders 89,360 Unaudited balance as at 36,580 152,270 188,850 212 189,062 30 September 2014

<sup>\*</sup>According to IFRS 3 (Business Combinations), the comparative figures are Baltic Champs UAB (accounting acquirer) standalone figures. For comparative figures of Agrowill Group AB (accounting acquiree) please see Notes to the consolidated unaudited interim financial information.



#### **FINANCIAL INFORMATION**

(All amounts are in LTL thousand, unless otherwise stated)

#### Consolidated statement of cash flows

9 month period ended 30 September 2014 2013 unaudited unaudited\* Cash flows from /(to) operating activities Net profit (loss) from continuing activities 31,484 2,796 Minority interest 212 Taxes and deferred taxes 936 Net profit before taxes and minority income 32,632 2,796 Adjustments for non-cash expenses (income) items and other adjustments Depreciation 10,924 Amortisation 89 Write-offs and sales of PPE 1,308 Negative goodwill (26,754)Gain on sale of investment property (6,523)3,934 Net interest expenses Currency exchange losses 710 Write-off of inventory 1,121 385 Revaluation of biological assets Grants, related to assets, recognised as income (925)Changes in working capital (Increase) decrease in biological assets 5,940 (Increase) decrease in trade receivables and prepayments (23,038)(36,744)(13,852)(Increase) decrease in inventory (11,463)(Decrease) increase in trade and other payables 19,836 151,681 5,787 106,270 Interest paid, net (1,436)Net cash flows from /(to) operating activities 4,351 (106,270)Cash flows from /(to) investing activities Cash acquired with subsidiaries 4,181 (106, 256)Purchase of non-current tangible assets (7,661)Purchase of non-current intangible assets (528)Revenues from sale of investment property 24,479 Grants related to investments 1,007 (106, 256)Net cash flows from/(to) investment activities 21,478 Cash flows from /(to) financing activities Disposal (acquisition) of available for sale investments (281)Amounts paid to banks (20,761)Borrowings received 10,000 Other borrowings received (paid) (10,061)Finance lease agreements 2,267 Increase (repayments) of obligations under finance lease (1,808)Net cash flows from/(to) financing activities (20,644)Net (decrease) / increase in cash and cash equivalents 5,185 14 Cash and cash equivalents at the beginning of the period **527** Cash and cash equivalents at the end of the period 5,712

<sup>\*</sup>According to IFRS 3 (Business Combinations), the comparative figures are Baltic Champs UAB (accounting acquirer) standalone figures. For comparative figures of Agrowill Group AB (accounting acquiree) please see Notes to the consolidated unaudited interim financial information.



## **FINANCIAL INFORMATION**

(All amounts are in LTL thousand, unless otherwise stated)

#### Comments to the Financial Information

#### **General information**

Agrowill Group AB (hereinafter – "the Company") was founded and started its operations on 25 June 2003. The Company's head office is located in Smolensko st. 10, Vilnius, Lithuania. The Group's main activity is crop growing and stock breeding.

The Company's shareholders' meeting has the power to amend the financial statements after issue. Starting since 1st of April 2008 the Company was listed on Vilnius Stock Exchange Main list, since 30 April 2009, the Company was moved to the Secondary list of NASDAQ OMX Vilnius Stock Exchange. Since 8th of July 2011 the company is also traded on the Warsaw Stock Exchange. The fiscal year of the Company and its subsidiaries corresponds with calendar year.

The consolidated Group (hereinafter the Group) consists of the Company and subsidiaries. The subsidiaries included in the Group's consolidated financial information are indicated below:

		Group owners	hip interest, %	
Subsidiary	Country	30 Sep 2014	31 Dec 2013	Profile
AVG Investment UAB	Lithuania	100.00%	100.00%	Management company
AWG Investment 1 UAB	Lithuania	100.00%	100.00%	Management company
AWG Investment 1 OAB  AWG Investment 2 UAB	Lithuania	100.00%	100.00%	
	Lithuania	100.00%	100.00%	Management company Trade and logistics
UAB Agross				
Abagrain BUAB	Lithuania	100.00%	100.00%	Trade and logistics
Grain Lt UAB AMT Žemė UAB	Lithuania	100.00%	100.00%	Trade and logistics
	Lithuania	90.00%	90.00%	Trade and logistics
Agro GIS UAB	Lithuania	90.00%	90.00%	IT system development
Baltic Farming Land Management UAB	Lithuania	100.00%	100.00%	Land management company
Agro Management Team UAB	Lithuania	90.00%	90.00%	Land management company
Agrotechnikos centras UAB	Lithuania	100.00%	100.00%	Lease of machinery
PRIMA BIO COOP LT, UAB	Lithuania	100.00%	100.00%	Trade activities
Žemės fondas ŽŪB	Lithuania	100.00%	100.00%	Rent of land
Žemės vystymo fondas UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 3 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 4 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 5 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 6 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 7 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 9 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 10 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 11 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 12 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 14 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 15 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 16 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 19 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 20 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 22 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Agricultural company Agrowill	Lithuania	100.00%	99.96%	Agricultural operations
Spindulys				
Agricultural company Agrowill Smilgiai	Lithuania	99.95%	99.95%	Agricultural operations
Agricultural company Agrowill Skėmiai	Lithuania	99.87%	99.87%	Agricultural operations
Agricultural company Agrowill Nausodė	Lithuania	99.81%	99.81%	Agricultural operations
Agricultural company Agrowill	Lithuania	99.38%	99.38%	Agricultural operations
Dumšiškės	Lithuania	00.030/	99.02%	Agricultural operations
Agricultural company Agrowill Žadžiūnai	Lithuania	99.02%	99.02%	Agricultural operations
Agricultural company Agrowill Mantviliškis	Lithuania	98.79%	98.79%	Agricultural operations



# **FINANCIAL INFORMATION**

(All amounts are in LTL thousand, unless otherwise stated)

		Group owners		
Subsidiary	Country	30 Sep 2014	31 Dec 2013	Profile
		•		
Agricultural company Agrowill Alanta	Lithuania	98.55%	98.55%	Agricultural operations
Agricultural company Agrowill Eimučiai	Lithuania	98.41%	98.41%	Agricultural operations
Agricultural company Agrowill Vėriškės	Lithuania	99.86%	99.86%	Agricultural operations
UAB Grūduva	Lithuania	97.28%	97.28%	Agricultural operations
Agricultural company Agrowill Želsvelė	Lithuania	97.17%	97.17%	Agricultural operations
Agricultural company Agrowill Lankesa	Lithuania	96.24%	96.24%	Agricultural operations
Agricultural company Agrowill Kairėnai	Lithuania	94.82%	94.82%	Agricultural operations
Agricultural company Agrowill Jurbarkai	Lithuania	87.78%	87.78%	Agricultural operations
Panevežys region Agricultural company "Gustoniai"	Lithuania	99.00%	99.00%	Agricultural operations
ZAO Agroprom	Russia	75.00%	75.00%	Management of subsidiaries
Agrowill group S.R.L.	Moldova	100.00%	100.00%	Acquisitions and rent of land
Natur Agro Grup S.R.L.	Moldova	100.00%	100.00%	Acquisitions and rent of land
Cooperative entity "Siesartis"	Lithuania	100.00%	100.00%	Agricultural services
Cooperative entity "Kašėta"	Lithuania	100.00%	100.00%	Agricultural services
Agricultural company "Gustonys"	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Agricultural company "Skėmių	Lithuania	50.00%	50.00%	Agricultural services
pienininkystės centras"				3
Cooperative entity Agrobokštai	Lithuania	100.00%	100.00%	Agricultural services
Cooperative entity "Dotnuvėlės valdos"	Lithuania	100.00%	100.00%	Agricultural services
Cooperative entity "Nevėžio lankos"	Lithuania	100.00%	100.00%	Agricultural services
Cooperative entity "Radviliškio kraštas"	Lithuania	100.00%	100.00%	Agricultural services
Cooperative entity "Šventosios" pievos	Lithuania	100.00%	100.00%	Agricultural services
Cooperative entity "Kairių ūkis"	Lithuania	100.00%	100.00%	Agricultural services
Cooperative entity "Šiaurinė valda"	Lithuania	100.00%	100.00%	Agricultural services
Cooperative entity "Šušvės žemė"	Lithuania	100.00%	100.00%	Agricultural services
Cooperative company Žalmargėlis	Lithuania	100.00%	100.00%	Agricultural services
Cooperative company Juodmargėlis	Lithuania	100.00%	100.00%	Agricultural services
Cooperative company AgroMilk	Lithuania	100.00%	100.00%	Agricultural services
UAB Agrosaulė 1	Lithuania	100.00%	100.00%	Renewable energy
UAB Agrokreditas	Lithuania	100.00%	100.00%	Renewable energy
UAB Agrosaulė 3	Lithuania	100.00%	100.00%	Renewable energy
UAB Agrosaulė 4	Lithuania	100.00%	100.00%	Renewable energy
UAB Agrosaulė 5	Lithuania	100.00%	100.00%	Renewable energy
UAB Agrosaulė 6	Lithuania	100.00%	100.00%	Renewable energy
UAB Agrosaulė 7	Lithuania	100.00%	100.00%	Renewable energy
UAB Agrosaulė 8	Lithuania	100.00%	100.00%	Renewable energy
UAB Agrosaulė 9	Lithuania	100.00%	100.00%	Renewable energy
UAB Agrosaulė 10	Lithuania	100.00%	100.00%	Renewable energy
UAB Agrosaulė 11	Lithuania	100.00%	100.00%	Renewable energy
UAB Agrosaulė 12	Lithuania	100.00%	100.00%	Renewable energy
UAB Agrosaulė 13	Lithuania	100.00%	100.00%	Renewable energy
UAB Agrosaulė 14	Lithuania	100.00%	100.00%	Renewable energy
UAB Agrosaulė 15	Lithuania	100.00%	100.00%	Renewable energy
UAB Agrosaulė 16	Lithuania	100.00%	100.00%	Renewable energy
UAB Agrosaulė 17	Lithuania	100.00%	100.00%	Renewable energy
UAB Agrosaulė 18	Lithuania	100.00%	100.00%	Renewable energy
UAB Agrosaulė 19	Lithuania	100.00%	100.00%	Renewable energy
UAB Agrosaulė 20	Lithuania	100.00%	100.00%	Renewable energy
UAB "Traktorių nuomos centras"	Lithuania	100.00%	100.00%	Agricultural services
UAB "Traktorių nuomos paslaugos"	Lithuania	100.00%	100.00%	Agricultural services
Arnega UAB	Lithuania	100.00%	100.00%	Agricultural services
AgroSchool OU	Estonia	100.00%	100.00%	Human resource
				management



Land management

#### **FINANCIAL INFORMATION**

Viarock OU

Pasilaid OU

Ogerna OU

Lillhamne OU

Rame Agro OU

Saastna Agro OU

Teorehe Agro OU

Sendri Capital OU

Nakamaa Agro Ou

Hindaste Invest OU

Turvaste partners OU

(All amounts are in LTL thousand, unless otherwise stated)

Group ownership interest, % 30 Sep 2014 31 Dec 2013 **Profile** Subsidiary Country Public institution AgroSchool Lithuania 50.00% 50.00% Human resource management Biržai distr., Rinkuškiai reclamation Lithuania 100.00% 100.00% Agricultural services infrastructure users association Pasvalys distr., Pušalotas reclamation Lithuania 100.00% 100.00% Agricultural services infrastructure users association Asociacija "Grūduvos melioracija" Lithuania 100.00% 100.00% Agricultural services UAB "Agrosaulė 21" Lithuania 100.00% Renewable energy Lithuania 100.00% UAB "Agro Ramučiai" Agricultural operations UAB "Luganta" Lithuania 100.00% Agricultural operations UAB "Baltic Champs" Lithuania 100.00% Agricultural operations UAB "eTime invest" Lithuania 100.00% Management company Karakash Agro, OOO Ukraine 100.00% Agricultural operations Karakash, 000 Ukraine 100.00% Agricultural operations UAB "ŽVF projektai" Lithuania 100.00% Acquisitions and rent of land UAB "Alantos ekologinis ūkis" Lithuania 100.00% Ecological agriculture UAB "Dumšiškių ekologinis ūkis" Lithuania 100.00% Ecological agriculture UAB "Eimučių ekologinis ūkis" Lithuania 100.00% Ecological agriculture UAB "Grūduvos ekologinis ūkis" Lithuania 100.00% Ecological agriculture UAB "Jurbarkai ekologinis ūkis" Lithuania 100.00% Ecological agriculture UAB "Kairėnų ekologinis ūkis" Lithuania 100.00% Ecological agriculture UAB "Lankesos ekologinis ūkis" Lithuania 100.00% Ecological agriculture UAB "Mantviliškio ekologinis ūkis" Lithuania 100.00% Ecological agriculture UAB "Nausodės ekologinis ūkis" Lithuania 100.00% Ecological agriculture UAB "Skėmių ekologinis ūkis" Lithuania 100.00% Ecological agriculture UAB "Smilgių ekologninis ūkis" Lithuania 100.00% Ecological agriculture UAB "Spindulio ekologinis ūkis" Lithuania 100.00% Ecological agriculture UAB "Vėriškės ekologinis ūkis" Lithuania 100.00% Ecological agriculture UAB "Žadžiūnų ekologinis ūkis" Lithuania 100.00% Ecological agriculture UAB "Želsvelės ekologinis ūkis" Lithuania 100.00% Ecological agriculture Havestro OU Estonia 100.00% Land management Tabra Agro OU Estonia 100.00% Land management Springbox OU 100.00% Estonia Land management Newbygg OU Estonia 100.00% Land management Kangruaadu Agro OU 100.00% Land management Estonia Prestviigi OU Estonia 100.00% Land management Astermont OU Land management Estonia 100.00% Kropi Silm OU Estonia 100.00% Land management Lepaoja Agro OU 100.00% Land management Estonia Revalmarine OU Estonia 100.00% Land management Transrail OU 100.00% Land management Estonia SwedGreen OU Estonia 100.00% Land management First deal OU Estonia 100.00% Land management

Estonia

100.00%

100.00%

100.00%

100.00%

100.00%

100.00%

100.00%

100.00%

100.00%

100.00%

100.00%



# **FINANCIAL INFORMATION**

(All amounts are in LTL thousand, unless otherwise stated)

		Group owners	hip interest, %	
Subsidiary	Country	30 Sep 2014	31 Dec 2013	Profile
Tuudi River OU	Estonia	100.00%	-	Land management
Palderma Partners OU	Estonia	100.00%	-	Land management
Liialaid Capital OU	Estonia	100.00%	-	Land management
Ave-Martna Capital OU	Estonia	100.00%	-	Land management
Hobring Invest OU	Estonia	100.00%	-	Land management
Rukkirahhu Capital OU	Estonia	100.00%	-	Land management
Kaazys Agro OU	Estonia	100.00%	-	Land management
Pahasoo OU	Estonia	100.00%	-	Land management
Alizur OU	Estonia	100.00%	-	Land management
Borgesto	Estonia	100.00%	-	Land management
Balistaro OU	Estonia	100.00%	-	Land management
123 Union OU	Estonia	100.00%	-	Land management
NovaCorpus OU	Estonia	100.00%	-	Land management
Bestmax OU	Estonia	100.00%	-	Land management
Remidox OU	Estonia	100.00%	-	Land management

In 2013 the Company sold 3 (three) land management entities and established 3 (three) cooperative entities for investments in stock-breeding as well as 2 (two) entities for human resource management related projects. The Company also acquired one company providing various agricultural services.

All agricultural entities that belonged to the Group in the beginning of 2014 (except for UAB "Grūduva") are undergoing Restructuring, during which the companies can not pay dividends until they have settled all the debts.

On April 15, 2014 documents regarding closing of the merger transaction of the Company with other companies was signed. With this transaction the Company merged with UAB "Baltic Champs" and UAB "eTime invest". The Company also acquired 2 (two) agriculture companies: Agro Ramučiai, UAB and Luganta, UAB. Also during 2014 the Group founded 15 (fifteen) new agriculture companies for ecological agriculture operations and 40 (fourty) private limited companies for land management activities.

As of 30 September 2014 the Group had 1,207 employees, 31 December 2013 – 516 employees. Main operations of the Group – production and sales of milk and different grain and rapeseed crops, as well as land management activities.

#### Basis of preparation

Except as described below, the accounting policies applied are consistent with those of the annual financial statements for the year ended 31 December 2013, as described in those annual financial statements. Taxes on income in the interim periods are accrued using the tax rate that would be applicable to expected total annual earnings.

The accompanying interim financial information for the period ended 30 September 2014 has been prepared in accordance with IAS 34, 'Interim financial reporting'. The consolidated financial information have been prepared on the historical cost basis, as modified by the revaluation of property, plant and equipment, investment property and biological assets (livestock and crops). This financial information should be read in conjunction with the annual financial statements for the year ended 31 December 2013, which have been prepared in accordance with IFRS as adopted by the EU.

The preparation of financial information in conformity with IAS 34 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated financial information, are disclosed below.

### Critical accounting estimates and assumptions

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 underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities in future periods are addressed below.



#### **FINANCIAL INFORMATION**

(All amounts are in LTL thousand, unless otherwise stated)

#### Income taxes

Tax authorities have right to examine accounting records of the Company and its Lithuanian subsidiaries at anytime during the 5 year period after the current tax year and account for additional taxes and fines. In the opinion of the Group's management, currently there are no circumstances which would raise substantial liability in this respect to the Group.

The Group has created deferred tax liability on revaluation amounts of investment property and own assets. The applicable tax rate used was 15%, as it is planned that assets will be realized (if will be realized) after 2013 when the 15% corporate tax effect will be applicable to all Group's entities (except for the agricultural subsidiaries which are currently taxed at lower transition tax rate of 5%).

#### Business combinations

In the first half of 2014 the Company issued new capital for acquisition of E-time Invest UAB, acquired two agricultural subsidiaries for cash, and merged with Baltic Champs UAB. Based on recommendations outlined in International financial reporting standart 3 "business combinations" (IFRS 3) the first two acquisitions are accounted as business combinations, while merger with Baltic Champs UAB is treated and accounted for as reverse acquisition. The calculation of business combination is outlined below.

Business combinations	E-time Group	Luganta UAB	Agroramučiai UAB
	April 2014	April 2014	April 2014
Non-current assets	650	2,287	2,177
Current assets	3,087	3,676	2,695
Grants	<del>-</del>	-	_
Long term liabilities	-	(992)	(1,564)
Short term liabilities	(1,537)	(2,372)	(3,136)
Net assets at acquisition date	2,200	2,599	172
Acquired share capital, %	100.00	100.00	100.00
Interest in net assets acquired	2,200	2,599	172
Therest in het assets acquired	2,200	2,555	172
Shares issued for acquisition purposes	14,151	-	_
Cash paid upon acquisition acquired	-	5,348	357
Total purchase consideration	14,151	5,348	357
Total (negative) goodwill	11,951	2,749	185

The merger of Agrowill Group AB and Baltic Champs UAB is a reverse acquisition, as former shareholders of Baltic Champs UAB obtain control of more thant 50% of Agrowill Group AB shares and receive majority of seats in the Board of Directors. For accounting purposes, the legal buyer Agrowill Group AB is treated as accounting acquiree, while legal acquiree Baltic Champs UAB is treated as accounting acquirer. Shares of Agrowill Group AB, were acquired in three tranches – by share capital increase of Agrowill Group AB (shares issued for acquisition purposes), by share acquisition from Vretola Holdings Limited (cash paid upon acquisition acquired I), and by shares acquisition in mandatory non-competitive offer (cash paid upon acquisition acquired II) in April – June 2014.

Business combinations	Agrowill Group AB Balance as at 31 March after above-mentioned acquisitions
Non-current assets Current assets Grants Long term liabilities	240,355 67,722 (13,435) (97,402)
Short term liabilities Net assets at acquisition date	(81,125) 116,115
Acquired share capital, %	53.01
Shares issued for acquisition purposes* Cash paid upon acquisition acquired (I) Cash paid upon acquisition acquired (II) Total purchase consideration	78,464 5,623 5,274 89,361
Total (negative) goodwill	(26,754)



## FINANCIAL INFORMATION

(All amounts are in LTL thousand, unless otherwise stated)

\*The shares issued for acquisition purposes represent the number of shares which theoretically should be issued by Baltic Champs UAB in order for old shareholders of Agrowill Group AB to control 46.99 percent of Baltic Champs UAB.

According to the International financial reporting standart 3 "business combinations" the comparative information presented in the financial information is Baltic Champs UAB comparative information. In order for financial information readers to have full view on Group's financial situation below we present the consolidated comparative information of pre-merger Agrowill Group AB, as disclosed in information fillings with Nasdaq OMX Baltic.

# Consolidated income statement of Agrowill Group AB

_	9 month period ended 30 September	3 month period ended 30 September
_	2013	2013
_	unaudited	unaudited
Revenues Cost of sales Gain (loss) on changes in fair values of biological assets and on initial recognition	50,148 (38,491)	31,530 (27,705)
of agricultural produce	(45)	(45)
GROSS PROFIT	11,612	3,780
Operating expenses Gain from acquisitions of subsidiaries	(12,709)	(3,808)
Other income	1,760	33
OPERATING PROFIT	663	5
Finance cost	(5,946)	(1,898)
PROFIT (LOSS) BEFORE INCOME TAX	(5,283)	(1,893)
Profit tax	(43)	(43)
NET PROFIT / (LOSS) FOR THE PERIOD	(5,326)	(1,936)
ATTRIBUTABLE TO : Equity holders of the Company	(5,285)	(1,788)
Non-controlling interest	(41) (5,326)	(148) (1,936)



# **FINANCIAL INFORMATION**

(All amounts are in LTL thousand, unless otherwise stated)

# Consolidated balance sheet of Agrowill Group AB

	As at 31 December 2013
	Audited
ASSETS	
Non-current assets  Property plant and equipment	145,471
Property, plant and equipment Investment property	70,863
Intangible assets	1,761
Available for sale investments	3
Deferred tax asset	2,943
Biological assets - livestock	20,152
Total non-current assets	241,193
Current assets	15.662
Biological assets - crops Inventory	15,663 14,017
Trade receivables, advance payments and other	14,017
receivables	11,095
Cash and cash equivalents	6,215
Total current assets	46,990
TOTAL ASSETS	288,183
FOURTY AND LIABILITIES	
EQUITY AND LIABILITIES	
Capital and reserves	04 021
Share capital Share premium	84,821
Revaluation reserve	24,639
Legal reserve	28,654
Retained earnings / (accumulated deficit)	2,000
Equity attributable to equity holders of the parent	(23,811) <b>116,303</b>
Non-controlling interest	862
Total equity	117,165
Non-current liabilities	
Borrowings	39,304
Obligations under finance lease	11,313
Grants	14,010
Restructured liabilities	33,756
Deferred tax liability	7,698
Total non-current liabilities	106,081
Current liabilities	
Current portion of non-current borrowings	16,896
Current portion of non-current obligations under	10,090
finance lease	4,699
Current borrowings	1,137
Current portion of restructured liabilities	20,875
Trade payables	11,858
Other payables and current liabilities	9,472
Total current liabilities	64,937
Total liabilities	171,018
TOTAL EQUITY AND LIABILITIES	288,183
	200,103



9 month period

## FINANCIAL INFORMATION

(All amounts are in LTL thousand, unless otherwise stated)

In order to present information in more detail, comparative figures of both Baltic Champs UAB and Agrowill Group AB will be presented below. Agrowill Group AB part of income statement is included only from 1 April 2014 – date of reverse acquisition.

#### Revenues

Revenues breakdown by type was the following:

, ,,	ei	9 month period nded 30 Septemb	er
	2014 Consolidated	2013 Baltic Champs	2013 Agrowill Group
Mushrooms and compost	56,538	12,474	-
Crop sales	20,822	-	25,076
Milk sales	13,695	-	18,338
Cattle sales	1,797	-	2,790
Other revenues	4,139		3,944
Total	96,991	12,474	50,148

Revenues of the Group increased compared to the same period previous year due to merger. Baltic Champs UAB began operations only in August 2013. Milk sales increased year on year due to increased production and sale of milk in 2014 as well as higher milk prices in the first half of 2014. The crop sales decreased due to lower grain and rapeseed prices in 2014 as compared to the year before.

#### Cost of sales

Cost of sales breakdown by type was the following:

	eı	nded 30 Septemb	er
	2014 Consolidated	2013 Baltic Champs	2013 Agrowill Group
Mushrooms and compost	49,428	9,031	=
Crop sales	18,756	-	23,651
Milk sales	12,319	-	15,054
Cattle sales	3,479	-	4,652
Other revenues	2,444	-	2,082
Less: State subsidies	(7,175)		(6,948)
Total	79,251	9,031	38,491

## **Operating expenses**

Operating expenses breakdown by type of expenses was the following:

., .,,	er	9 month period nded 30 Septemb	er
	2014 Consolidated	2013 Baltic Champs	2013 Agrowill Group
Payroll expenses	4,093	285	3,824
Social security expenses	1,270	88	1,187
Depreciation and amortization	3,238	-	2,303
Write-off of inventory	1,121	-	1,601
Consultation services	1,895	154	762
Fuel and transportation expenses	442	24	513
Tax and insurance expenses	393	-	650
Rent and utilities	271	20	210
Impairment of accounts receivable	-	-	36
Other expenses	2,611	52	1,623
Total	15,334	623	12,709



9 month period

## FINANCIAL INFORMATION

(All amounts are in LTL thousand, unless otherwise stated)

## Other income

Other income breakdown by type was the following:

	er	nded 30 Septemb	er
	2014 Consolidated	2013 Baltic Champs	2013 Agrowill Group
Gain on sale of investment property	6,847	-	1,470
Write-down of liabilities	590	-	83
Interest and fines income	104	-	20
Other income, net	1,111	(24)	187
Total	8,652	(24)	1,760

During 9 months of 2014 the Group sold investment property of the Group – agricultural land plots. Total revenues of land plots sales amounted to LTL 29 million, with net profit amounting to LTL 7 million.

## **Financial expenses**

Financial expenses breakdown by type was the following:

	eı	9 month period nded 30 Septemb	er
	2014 Consolidated	2013 Baltic Champs	2013 Agrowill Group
Bank interest expenses	2,441	-	2,214
Debt extinguishment interest expenses	898	-	2,027
Negative currency fluctuation effect	710	-	7
Other interest expenses	595	-	816
Other financial expenses	151		882
Total	4,795	-	5,946

Over the 9 month period ended 30 September 2014, the financial expenses of the Group decreased as compared to the corresponding period of 2013, with the restructured entities debt extinquishement interest expenses decrease contributing the most significantly.



Vehicles,

# **FINANCIAL INFORMATION**

(All amounts are in LTL thousand, unless otherwise stated)

# **Fixed assets**

_	Land	Buildings	Constructions and machinery	equipment and other property, plant and equipment	Construction in progress	Total
Carrying amount of Baltic Champs UAB						
As of 31 December 2012				-		
- additions	-	100,360	9,004	3,119	-	112,483
- depreciation _	-	(777)	(287)	(68)	-	(1,132)
As of 31 December 2013		99,583	8,717	3,051		111,351
- additions	1,272	187	4,786	911	513	7,669
- acquisition of subsidiaries	30,901	66,802	46,373	4,118	618	148,812
- disposals and write-offs	(5)	(3)	-	(368)	-	(376)
- depreciation	-	(4,505)	(5,510)	(909)	-	(10,924)
- reclassifications	-	(739)	175	861	(297)	
Consolidated balance						
As of 30 September 2014	32,168	161,325	54,541	7,664	834	256,532
Acquisition cost as at 31 December 2012 31 December 2013	- -	100,360	- 9,004	- 3,119	- -	- 112,483
30 September 2014	32,168	166,549	58,805	8,426	834	266,782
Accumulated depreciation and impairment losses as at 31 December 2012	_	_	-	_	-	-
31 December 2013	_	(777)	(287)	(68)	-	(1,132)
30 September 2014	-	(5,224)	(4,264)	(762)	-	(10,250)
Carrying amount as of 31 December 2012				-		
Carrying amount as of 31 December 2013	<u> </u>	99,583	8,717	3,051		111,351
Carrying amount as of 30 September 2014	32,168	161,325	54,541	7,664	834	256,532



#### **FINANCIAL INFORMATION**

(All amounts are in LTL thousand, unless otherwise stated)

## **Share capital**

The share capital of Agrowill Group AB as at 31 December 2013 was equal to LTL 84,820,986. The share capital was divided into 84,820,986 ordinary shares. Each issued share has a LTL 1 nominal value. The share capital of Baltic Champs UAB as at 31 December 2013 was equal to LTL 62,910,000. The share capital was divided into 62,910,000 ordinary shares. Each issued share has a LTL 1 nominal value. At 30 September 2014 the share capital of Baltic Champs UAB was equal to LTL 152,270,000 which was divided into 152,270,000 ordinary shares. Each issued share has a LTL 1 nominal value.

On 13 March 2014, the shareholders of the Company decided to increase the share capital of the Company by issuing new 102,595,266 shares. The Group paid for the shares of Baltic Champs UAB and E-Time invest UAB. The share capital increase was registered in State Registrar on 15 April 2014.

The consolidated share capital of Agrowill Group AB as at 30 September 2014 was equal to LTL 187,416 thousand. The share capital is divided into 187,416,252 ordinary shares. Each issued share has a LTL 1 nominal value.

#### Liabilities

As of 30 September the Group's long term borrowings consisted of the following:

	As at 30 September 2014	As at 31 December 2013	As at 31 December 2013
Borrowings from banks	Consolidated	Baitic Champs	Agrowill Group
Mushroom growing companies	42,992	48,241	_
Land management entities	33,221	40,241	47,609
Agricultural entities	36,247	-	37,270
5	1,157	-	810
Agricultural cooperatives	1,15/	-	810
Long-term payment to 3 <sup>rd</sup> parties	-	-	-
Long-term payable to the State	6,837	-	6,128
Long-term payable to creditors	8,732	1,339	503
Total	129,186	49,580	92,320
Less: amounts, payable within one year (breached covenants)	-	-	(2,620)
<b>Less:</b> amounts, payable within one year (according to agreements)	(10,602)	(7,000)	(14,276)
Less: amounts under approved restructuring plans	(2,046)	-	(36,120)
Total long term borrowings	116,538	42,580	39,304

Part of the loans taken by the entities for which restructuring plans are approved are classified as restructured liabilities in the balance sheet. Such loans amount to LTL 2,046 thousand as at 30 September 2014 (31 December 2013: LTL 36,120 thousand).

The Group owes payable amount to the State of LTL 6,837 thousand (2013: LTL 6,128 thousand) for land acquisition made by Group in 2008 - 2014. The payable amount to State is over 15 year period.

The long-term borrowings and payables are repayable as follows:	As at 30 September 2014 Consolidated	As at 31 December 2013 Baltic Champs	As at 31 December 2013 Agrowill Group
Borrowings from banks			
Within second year	14,662	8,338	6,209
Within third and fourth year	45,109	34,242	20,072
After fifth year and later	56,767	-	13,023
Total	116,538	42,580	39,304



## **FINANCIAL INFORMATION**

(All amounts are in LTL thousand, unless otherwise stated)

As of 30 September the Group's short term borrowings were the following:

	As at 30 September 2014 Consolidated	As at 31 December 2013 Baltic Champs	As at 31 December 2013 Agrowill Group
Borrowings from banks			
Mushroom growing companies	8,000	2,000	-
Agricultural entities	1,491	-	-
Bonds issued by the Parent Company, original maturity in 2009	(5,247)	-	7,164
Borrowings from legal entities by the Group	-	-	1,137
Total	14,713	2,000	8,301
Less: amounts under approved restructuring plans	(5,247)	-	(7,164)
Total short term borrowings	9,491	2,000	1,137

## Information on audit

Consolidated Interim Financial Information of the Group for the 9 month period ended 30 September 2014 was not audited.



#### **FINANCIAL INFORMATION**

(All amounts are in LTL thousand, unless otherwise stated)

#### IV. THE NEWEST AND ESSENTIAL EVENTS IN THE ACTIVITY OF THE ISSUER

### The newest events in the activity of the Issuer

On 20 February the Group announced that it is planning to merge with UAB "Baltic Champs" and UAB "E-time invest" by issuing new 102,595,266 shares with a total nominal value of LTL 102,595,266 (LTL 1 each), which will be paid by merging above mentioned entities into the Group. On 13 March 2014, the Shareholders of the Group approved the merger.

The Prospectus of new share issue was approved by Bank of Lithuania on 31 March 2014. On 1 April 2014 the Competition authority issued decision to allow the merger. On 15 April 2014, the Merger transaction was closed by the parties. After the transaction, it is estimated that the main shareholder of the Group will be Baltic Champs Group UAB with a 50,2 per cent shareholding.

On 22 April 2014 AB Agrowill Group received a notification that (i) Baltic Champs Group, UAB, code 145798333, with its registered office at Šiaulių distr. municip. Poviliškių vill., Lithuania, (ii) Vretola Holdings Limited, code HE 270472, with its registered office at Stylianou Lena, 18, Pallouriotissa, 1046, Nicosia, Cyprus, (iii) Volemer Holdings Limited, code HE 268133, with its registered office at Avlonos str. 1, Maria House 5th floor, CY 1075 Nicosia, Cyprus, (iv) UAB "Eastern Agro Holdings", code 300125868, with its registered office at Smolensko st. 10, Vilnius, Lithuania, (v) UAB Sauledra, code 302873255, with its registered office at Mindaugo st. 14B-14, Vilnius, Lithuania, (vi) Romualdas Antanas Petrošius, (vii) Aldona Petrošienė, (viii) Jurgis Petrošius, (ix) Marius Žutautas, (x) Vladas Bagavičius and (xi) Domantas Savičius (hereinafter jointly referred to as the "Offer Submitters"), intend to submit a non-competitive mandatory tender offer to buy up the remaining 33,456,444 (thirty three million four hundred fifty six thousand four hundred forty four) ordinary registered shares of AB Agrowill Group (legal form: public limited liability company, legal entity code 126264360, registered at Smolensko st. 10, Vilnius, Lithuania, data about the company are collected and kept in the Register of Legal Persons of the Republic of Lithuania) with the par value of LTL 1 (one litas) each, constituting 17.85% (seventeen and eighty five hundredths percent) of shares and votes carried by them at the general meeting of shareholders of AB Agrowill Group.

Through the implementation period of the tender offer the offerors bought-up 8 631 224 ordinary registered shares of AB "Agrowill Group", with nominal value of LTL 1 each (ISIN code LT0000127466), which represent 4,61 percent of voting rights at the general meeting of shareholders of the company.

In April 2014, an agreement was reached with DnB Bank AB to merge all loans issued to ZUB's (agricultural entities under restructuring) to one loan agreement – the total amount of outstanding payable to particular bank did not increase, the new loan amount issued was used to repay the old restructuring liabilities for which assets of restructured entities were pledged. The new issued loan has a 5 year repayment schedule with around 40 per cent of amount (LTL 14.8 million) bulleted for year 2019.

#### Material events over January - September 2014:

The Company informs of all material events over the CNS system of NASDAQ OMX VILNIUS stock Exchange and on the ESPI information system which is operated by Polish FSA, as well as on Electronic Information Base which is operated by Warsaw Stock Exchange.

Announcement
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date	Announcement header
20.02.2014	Agreement on the merger of AB Agrowill Group with other companies was signed
20.02.2014	Notice on Convocation of the Extraordinary General Meeting of Shareholders of Agrowill Group, AB
28.02.2014	Agrowill Group, AB Interim unaudited information for 12 months ended 31 December 2013
28.02.2014	On the alternative draft decision on the issue No. 2 of the agenda of the extraordinary general meeting of shareholders to be held on 13 March 2014 and on the draft decision on the issue No. 4 of the agenda
04.03.2014	Notification about acquisition of a block of shares of Agrowill Group, AB
12.03.2014	On the amended draft decision on the issue No. 4 of the agenda of the extraordinary general meeting of shareholders to be held on 13 March 2014
13.03.2014	Resolutions of the extraordinary shareholders meeting of "Agrowill Group" AB which took place on March 13, 2014.
27.03.2014	Chairman of the Supervisory Council of Agrowill Group, AB has been appointed
31.03.2014	Approved prospectus on admission of shares of Agrowill Group, AB to regulated markets
01.04.2014	The Competition Council cleared acquisition by Baltic Champs Group, UAB of 50,2 per cent Agrowill
	Group, AB shares and acquisition of sole control of Agrowill Group, AB
07.04.2014	Agrowill Group, AB fulfill its obligations of restructuring plan and made first payment to the creditors - 15 percent of creditor's amount



# **FINANCIAL INFORMATION**

(All amounts are in LTL thousand, unless otherwise stated)

April, 2014 15.04.2014 Transaction on the merger of AB Agrowill Group with other companies was closed; the new Arti	cles of
Association of the company were registered	
15.04.2014 Prospectus on admission of shares of Agrowill Group, AB to regulated markets	
16.04.2014 Regarding mandatory tender offer to to buy up the remaining voting securities of the Company with regard the price of mandatory tender offer	, also
22.04.2014 Notification on the acquisition of voting rights	
22.04.2014 Notification about the intention to submit a non-competitive mandatory tender offer	
23.04.2014 Draft resolutions of ordinary shareholders meeting of "Agrowill Group" which will take place on 30, 2014	April
28.04.2014 Newly issued shares of Agrowill Group, AB were introduced to trading on the Warsaw Stock Exc	
30.04.2014 Draft resolutions of ordinary shareholders meeting of Agrowill Group, AB which will take place A 30, 2014 (AMENDED)	April
30.04.2014 Resolutions of the ordinary shareholders meeting of "Agrowill Group" AB which took place on Ap 30, 2014	pril
30.04.2014 Annual information as of financial year 2013 approved by ordinary shareholders meeting of Agr Group, AB which took place on April 30, 2014	owill
05.05.2014 Additional information to Annual report of Agrowill Group AB	
08.05.2014 Resolutions of Supervisory Council of "Agrowill Group", AB with regard to recall of the managen Board and election of new management Board	nent
14.05.2014 Chairman of the management Board of "Agrowill Group", AB appointed	
20.05.2014 Regarding approval of the circular of the non-competitive mandatory tender offer	
22.05.2014 Opinion of the Board of AB Agrowill Group about the submitted mandatory non-competitive ten-	der
27.05.2014 Agrowill Group, AB and DNB bank, AB signed an agreement to merge and to prolong repaymen loan	t of
30.05.2014 Interim information of Agrowill Group AB for the 3 month period ended 31 March 2014	
03.06.2014 Presentation of Agrowill Group, AB for the conference CEO Meets Investors, organised by NASD OMX Vilnius	AQ
13.06.2014 The report on the implementation of mandatory non-competitive tender offer of Agrowill Group, was received	, AB
13.06.2014 Agrowill Group, AB Notifications on transactions concluded by managers of the company	
14.08.2014 Regarding impact of ban of imports of agricultural products to the Russian market and ban of in of goods of Crimean origin into the European Union	nports
28.08.2014 New CEO of Agrowill Group, AB has been appointed	
01.09.2014 Interim information of Agrowill Group AB for the 6 months period ended 30 June 2014	
26.09.2014 Agrowill Group, AB Notifications on transactions concluded by managers of the company	
29.09.2014 Agrowill Group, AB Notification on transactions concluded by manager of the company	