Tempo Beverages Ltd. and its Subsidiaries

Condensed Consolidated Interim Financial Statements

For the period ended June 30, 2017

Condensed Consolidated Interim Financial Statements For the Period Ended June 30, 2017 (Unaudited)

Contents

	<u>Page</u>
Condensed Consolidated Interim Statement of Financial Position	2-3
Condensed Consolidated Interim Income Statement	4
Condensed Consolidated Interim Statement of Comprehensive Income	5
Condensed Consolidated Interim Statement of Changes in Equity	6-7
Condensed Consolidated Interim Statement of Cash Flows	8
Condensed Consolidated Interim Segment Reporting	9-11

Condensed Consolidated Interim Statement of Financial Position

	June 30 2017 (Unaudited) NIS in thousands	June 30 2016 (Unaudited) NIS in thousands	December 31 2016 (Audited) NIS in thousands
Assets			
Assets			
Cash and cash equivalents	16,363	8,556	23,372
Short term deposits	-	5,458	-
Trade receivables	328,604	312,962	251,058
Other receivables	47,544	46,749	22,854
Derivatives	· -	156	261
Inventory	244,333	234,619	265,184
Current tax assets	1,781	1,666	2,236
Total current assets	638,625	610,166	564,965
Loans, other receivables and derivatives	38,561	28,886	29,248
Fixed assets	541,587	533,007	531,180
Intangible assets	42,882	21,845	27,376
Investments in equity accounted investees	4,572	7,676	7,415
Inventory in process	8,175	4,556	5,040
Employee benefits	215	1,003	770
Deferred tax assets	11,556	10,003	9,165
Total non-current assets	647,548	606,976	610,194
Total assets	1,286,173	1,217,142	1,175,159

Condensed Consolidated Interim Statement of Financial Position (cont'd)

Reported Amounts

	June 30 2017	June 30 2016	December 31 2016
	(Unaudited)	(Unaudited)	(Audited)
	NIS in thousands	NIS in thousands	NIS in thousands
Liabilities			
Bank overdraft	279,097	189,008	147,397
Trade payables	211,091	221,940	210,206
Other payables	120,690	132,870	115,928
Derivative instruments	1,243	183	968
Current maturity of debentures	23,852	24,078	24,078
Provisions	23,032	7,450	24,070
Current taxes liabilities	7,214	7,372	17,539
Current taxes habilities	7,214	1,312	
Total current liabilities	643,187	582,901	516,116
Liabilities to banks	47 077	69,184	58,956
Other Long-term liabilities and derivatives	47,977 2,790	4,599	4,490
Debentures	101,353	124,156	113,191
Deferred tax liabilities	37,181	36,883	32,527
Employee benefits	3,100	868	1,001
Employee beliefits	3,100	000	1,001
Total non-current liabilities	192,401	235,690	210,165
Total liabilities	835,588	818,591	726,281
Equity			
Non-controlling interests	640	595	626
Share capital	1	1	1
Share premium	147,334	147,334	147,334
Translation reserve	137	147,554	147,554
Retained earnings	302,473	250,621	300,917
retained earnings	302,473	230,021	300,717
Total equity attributable to owners of the company	449,945	397,956	448,252
Total equity	450,585	398,551	448,878
Total liabilities and equity	1,286,173	1,217,142	1,175,159
Jacques Beer Amir Bu Chairman of the Board Deputy chairma and CEO		•	egerman FO

Date financial statements confirmed: August 31, 2017.

Condensed Consolidated Interim Income Statement

		nonths ended e 30	For the three Jun	For the year ended December 31	
	2017	2016	2017	2016	2016
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
	NIS in thousands	NIS in thousands	NIS in thousands	NIS in thousands	NIS in thousands
Revenues from sales, net	641,933	609,043	329,483	326,688	1,240,562
Cost of sales	377,554	351,569	191,866	185,827	725,932
Gross profit Selling and marketing	264,379	257,474	137,617	140,861	514,630
expenses General and	(161,735)	(153,808)	(84,939)	(84,445)	(297,256)
administrative expenses	(39,599)	(36,651)	(20,326)	(18,107)	(76,611)
Other income	1,226	301	1,039	227	1,030
Other expenses		(679)		(663)	(4,445)
Operating profit	64,271	66,637	33,391	37,873	137,348
Financing income	3,797	883	1,963	460	1,555
Financing expenses	(11,940)	(8,218)	(3,879)	(3,848)	(14,499)
Financing expenses, net	(8,143)	(7,335)	(1,916)	(3,388)	(12,944)
Share of profits of equity accounted investees	622	376	414	336	115
Profit before taxes on income	56,750	59,678	31,889	34,821	124,519
Taxes on income	(15,157)	(14,087)	(8,425)	(8,932)	(28,747)
Profit for the period	41,593	45,591	23,464	25,889	95,772
Attributable to:					
Owners of the Company	41,579	45,566	23,456	25,892	95,716
Non-controlling interests	14	25	8	(3)	56
	41,593	45,591	23,464	25,889	95,772

Condensed Consolidated Interim Statement of comprehensive Income

	For the six n Jun	nonths ended e 30	For the three Jun	For the year ended December 31		
	2017	2016	2017	2016	2016	
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	
	NIS in thousands	NIS in thousands	NIS in thousands	NIS in thousands	NIS in thousands	
Profit for the period	41,593	45,591	23,464	25,889	95,772	
Other comprehensive income items that after initial recognition in comprehensive income will be transferred to profit or loss						
Foreign currency translation differences of foreign operations	137	-	167	-	-	
Components of recognized income never carried to profit or loss						
Actuarial gains (losses) from defined benefit plan	(23)	402	(141)	584	548	
Other comprehensive income (loss)	114	402	26	584	548	
Total comprehensive income for the period	41,707	45,993	23,490	26,473	96,320	
Attributable to:						
Owners of the Company	41,693	45,968	23,482	26,476	96,264	
Non-controlling interests	14	25	8	(3)	56	
Total comprehensive						
income for the period	41,707	45,993	23,490	26,473	96,320	

Condensed Consolidated Interim Statement of Changes in Equity

	Attributable to Owners of the Company						
_	Share	Share	Translation	Retained		controlling	Total
_	capital	premium	reserve	earnings	Total	interests	equity
_			NI	S in thousands	S		
For the six months ended June 30, 2017 (unaudited)							
Balance as at							
January 1, 2017	1	147,334	-	300,917	448,252	626	448,878
Distributed dividend	-	-	-	(40,000)	(40,000)	-	(40,000)
Actuarial losses							
from defined benefit plan	-	-	-	(23)	(23)	-	(23)
Foreign currency translation							
differences of foreign operations			137		137		137
Profit for the period	-	-	-	41,579	41,579	14	41,593
Balance as at June 30, 2017	1	147,334	137	302,473	449,945	640	450,585
Balance as at June 30, 2017		147,334		302,473	449,945		450,565
For the six months ended June 30, 2016 (unaudited)							
Balance as at							
January 1, 2016	1	147,334	_	229,653	376,988	570	377,558
Distributed dividend	_	-	-	(25,000)	(25,000)	-	(25,000)
Actuarial gains				, , ,			
from defined benefit plan	-	-	-	402	402	-	402
Profit for the period		-		45,566	45,566	25	45,591
Balance as at June 30, 2016	1	147,334		250,621	397,956	595	398,551
For the three months ended June 30, 2017 (unaudited)							
Balance as at April 1, 2017	1	147,334	(30)	279,158	426,463	632	427,095
Actuarial losses							
from defined benefit plan	-	-	-	(141)	(141)	-	(141)
Foreign currency translation differences of foreign							
operations	_	_	167	_	167	_	167
Profit for the period	_	_	107	23,456	23,456	8	23,464
Balance as at June 30, 2017	1	147,334	137	302,473	449,945	640	450,585
		117,001	107	302,175	110,010	040	400,000
For the three months ended June 30, 2016 (unaudited)							
Balance as at April 1, 2016	1	147,334	_	224,145	371,480	598	372,078
Actuarial gains	1	117,551		1,1 13	2.1,100	370	2.2,010
from defined benefit plan	-	-	_	584	584	-	584
Profit for the period	-	-	-	25,892	25,892	(3)	25,889
Balance as at June 30, 2016	1	147,334		250,621	397,956	595	398,551
_							

Condensed Consolidated Interim Statement of Changes in Equity (cont'd)

		Non-					
	Share	Share	Translation	Retained		controlling	Total
	capital	premium	reserve	earnings	Total	interests	equity
			NI	S in thousands	3		
For the year ended							
December 31, 2016							
(audited)							
Balance as at							
January 1, 2016	1	147,334	-	229,653	376,988	570	377,558
Distributed dividend	-	-	-	(25,000)	(25,000)	-	(25,000)
Actuarial gains							
from defined benefit plan	-	-	-	548	548	-	548
Profit for the year				95,716	95,716	56	95,772
Balance as at							
December 31, 2016	1	147,334		300,917	448,252	626	448,878

Condensed Consolidated Interim Statement of Cash Flows

	For the six months ended June 30		For the three n	For the year ended December 31	
	(Unaudited)	(Unaudited)	(Unaudited) IS in thousands	(Unaudited)	2016 (Audited)
Cash flows from operating activities					
Profit for the period Adjustments:	41,593	45,591	23,464	25,889	95,772
Depreciation and amortization	39,171	36,887	19,609	17,833	79,395
Depreciation of intangible assets Share of profits of equity accounted	4,590	4,571	2,291	2,196	9,228
investees	(622)	(376)	(414)	(336)	(115)
Gain on revaluation of investment	(701)	-	(701)	-	-
Interest expenses	4,900	7,600	1,015	4,823	14,302
Loss (gain) on sale of fixed assets	(223)	614	(191)	645	1,871
Income tax expense	15,157	14,087	8,425	8,932	28,747
	103,865	108,974	53,498	59,982	229,200
Change in inventory	24,036	17,466	17,128	5,632	(15,212)
Change in trade and other receivable	(96,846)	(100,853)	(34,899)	(57,347)	(14,361)
Change in trade and other payables	(6,151)	55,760	(24,822)	40,515	22,863
Changes in employee benefits	2,306	378	1,321	130	814
	(76,655)	(27,249)	(41,272)	(11,070)	(5,896)
Income tax paid	(23,062)	(15,236)	(6,493)	(11,516)	(23,741)
Net cash from operating activities	4,148	66,489	5,733	37,396	199,563
Cash flows from investing activities					5 450
An increase in deposits	- (4.40=)	-	- (4.40=)	-	5,458
Acquisition of subsidiary less cash acquired	(4,197)	-	(4,197)	-	- (6,000)
Acquisition of equity-accounted investee Dividend from investee companies	(2,800)	(6,000)	-	-	(6,000)
Proceeds from sale of fixed assets	3,775 608	314	206	283	871
Acquisition of fixed assets	(37,351)	(34,518)	(24,443)	(19,849)	(70,731)
Investment in intangible assets	(4,819)	(10,758)	(4,205)	(87)	(20,946)
Investment in long-term receivables	(29,015)	(18,731)	(10,812)	(8,184)	(34,056)
Repayment of investment in long-term					
receivables	10,157	10,878	2,115	3,971	18,064
Net cash used in investing activities	(63,642)	(58,815)	(41,336)	(23,866)	(107,340)
Cash flows from financing activities				-0	(10.505)
Short-term credit, net	122,671	22,084	92,951	29,256	(19,527)
Distributed dividend	(40,000)	(25,000)	(40,000)	(25,000)	(25,000)
Repayment of debentures	(12,000)	(12,000)	(0.507)	(0.549)	(23,190)
Repayment of long-term loans Repayment of other long-term liabilities	(11,681) (70)	(11,632) (287)	(9,597) (35)	(9,548) (237)	(21,860) (357)
Interest paid	(6,435)	(7,501)	(3,924)	(4,759)	(14,135)
•					
Net cash (used in) from financing activities	52,485	(34,336)	39,395	(10,288)	(104,069)
Net change in cash and cash equivalents Cash and cash equivalents as at	(7,009)	(26,662)	3,792	3,242	(11,846)
the beginning of the period	23,372	35,218	12,571	5,314	35,218
Cash and cash equivalents as at the end of the period	16,363	8,556	16,363	8,556	23,372
	= =		_	-	

Condensed Consolidated Interim Segment Reporting

	Alcohol d	rinks	Barka	n	Non-alcoho	l drinks	Consolid	lated
			F	or the six months	ended June 30	·		
	2017	2016	2017	2016	2017	2016	2017	2016
				(Unaudi				
				NIS in tho	usands			
Segment revenue	246,350	231,250	95,432	91,200	300,151	286,593	641,933	609,043
Segment profit	56,087	58,745	20,685	22,820	25,990	22,219	102,762	103,784
Unallocated expenses						-	(38,491)	(37,147)
Operating profit							64,271	66,637
Net financing expenses							(8,143)	(7,335)
Share of profits of equity accounted investees							622	376
Taxes on income						-	(15,157)	(14,087)
Profit for the period						=	41,593	45,591

Condensed Consolidated Interim Segment Reporting

	Alcohol d	rinks	Barka	n	Non-alcoho	l drinks	Consolid	ated
			For	r the three month	ns ended June 30			
	2017	2016	2017	2016	2017	2016	2017	2016
				(Unaudi				
	-			NIS in tho	usanas			_
Segment revenue	131,690	127,535	37,274	41,344	160,519	157,809	329,483	326,688
Segment profit	32,113	34,231	7,017	10,082	13,607	12,162	52,737	56,475
Unallocated expenses						-	(19,346)	(18,602)
Operating profit							33,391	37,873
Net financing expenses							(1,916)	(3,388)
Share of profits of equity accounted investees							414	336
Taxes on income						-	(8,425)	(8,932)
Profit for the period						=	23,464	25,889

Condensed Consolidated Interim Segment Reporting

	Alcohol drinks	Barkan	Non-alcohol drinks	Consolidated
	Fo	r the year ended Do (Audite		
		NIS in thou	•	
Segment revenue	474,357	167,467	598,738	1,240,562
Segment profit	119,231	39,103	59,276	217,610
Unallocated expenses			-	(80,262)
Operating profit				137,348
Net financing expenses				(12,944)
Share of profits of equity-accounted investees				(115)
Taxes on income			-	(28,747)
Profit for the period			=	95,772