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FOR	THE YEAR ENDED 31 DECEMBER 2011	
All a	mounts are presented in BGN'000 unless otherwise stated	
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## 1. BACKGROUND CORPORATE INFORMATION

Neochim AD (the 'Company') was established in 1951. It was registered as a joint-stock company in July 1997. Company's registered office and address of management is at Himkombinatska Str., East Industrial Zone, Dimitrovgrad and it has been entered in the Commercial Register under UIC 836144932. The latest changes in the Articles of Association were entered in the Register of Commercial Companies on 19 June 2009. The latest changes in the managing bodies were entered in the Commercial Register on 15 March 2011.

## 1.1. Ownership and management

Neochim AD is a public company under the Public Offering of Securities Act.

The structure of Company's share capital as at 31 December 2011 is as follows:

•	Eco Tech AD	- 24.37 %
•	Evro Fert AD	- 24.03 %
٠	Karifert International Offshore S.A.L., Lebanon	- 17.16 %
٠	Agrofer International Establishment, Lichtenstein	- 7.68 %
•	Neochim AD (treasury shares)	- 2.58 %
•	Forucom AD	- 2.38 %
•	UPF Saglasie	- 2.33 %
٠	UPF CCB Sila	- 2.19 %
•	Other	- 17.28 %

Neochim AD has one-tier management system with nine-member Board of Directors as follows:

Dimcho Staikov Georgiev	Chairman
Mohamed Hasan Mohamad Karabibar	Deputy Chairman
Dimitar Stefanov Dimitrov	Member
Tosho Ivanov Dimov	Member
Vasil Jivkov Grancharov	Member
Djamal Ahmad Hamud	Member
Victoria Ilieva Cenova	Member
Elena Simeonova Shopova	Member
Chimimport Group EAD	Member

The Company is represented and managed jointly and severally by Dimitar Stefanov Dimitrov – Chief Executive Director, Vasil Jivkov Grancharov – Executive Director and Tosho Ivanov Dimov – Executive Director (as from 9 March 2011).

As at 31 December 2011, the Company's personnel totalled 1,227 workers and employees (31 December 2010: 1,150).

## **1.2.** Principal activities

The principal activities of the Company include the following types of transactions and deals:

- production of inorganic and organic chemical products;
- trade.

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011 All amounts are presented in BGN'000 unless otherwise stated

## 1. BACKGROUND CORPORATE INFORMATION (CONTINUED)

## 1.3. Main indicators of the economic environment

The main economic indicators of the business environment that have affected the Company's activities throughout the period 2009 - 2011, are presented in the table below:

Indicator	2009	2010	2011	
GDP in million levs		70,474	55,722	
	66,256	,	,	*
Actual growth of GDP	-5.00%	0.20%	2.30%	*
Year-end inflation	0.60%	4.30%	-0.73%	*
Average exchange rate of USD for the year	1.4055	1.4779	1.4065	
Exchange rate of the USD at the year-end	1.3641	1.4728	1.5116	
Unemployment rate at the year-end	9.13%	9.24%	10.00%	*
Basic interest rate at the year-end	0.55%	0.18%	0.22%	
Source: BNB.				
* Data as at 30 September 2011				

# 2. BASIS FOR PREPARATION OF THE SEPARATE FINANCIAL STATEMENTS AND ACCOUNTING PRINCIPLES

## 2.1. Basis for preparation of the separate financial statements

These separate financial statements have been prepared in all material respects in accordance with International Financial Reporting Standards (IFRS), issued by the International Accounting Standards Board (IASB) and the interpretations for their application issued by the International Financial Reporting Interpretations Committee (IFRIC), accepted by the European Union (EU) and applicable in the Republic of Bulgaria as from 1 January 2011.

#### Amendments to IFRS

Standards and interpretations that have become effective in the current reporting period

The following amendments to existing standards, issued by IASB and endorsed by EU, came into force for the current reporting period:

- Amendments to IAS 24 Related Party Disclosures simplifying disclosure requirements for government-related entities and clarifying the definition of a related party, endorsed by EU on 19 July 2010 (in force for annual financial periods beginning on or after 1 January 2011),
- Amendments of IAS 32 Financial Instruments: Presentation classification of rights issues, endorsed by EU on 23 December 2009 (in force for annual financial periods beginning on or after 1 February 2010),
- Amendments to IFRS 1 First-time Adoption of International Financial Reporting Standards limited exemptions from disclosure of comparative data under IFRS 7 for first-time adopters of IFRS, endorsed by EU on 30 June 2010 (in force for annual financial periods beginning on or after 1 July 2010),

# 2. BASIS FOR PREPARATION OF THE SEPARATE FINANCIAL STATEMENTS AND ACCOUNTING PRINCIPLES (CONTINUED)

### 2.1. Basis for preparation of the separate financial statements (continued)

## Amendments to IFRS (continued)

Standards and interpretations that have become effective in the current reporting period (continued)

- Amendments to various standards and interpretations IFRS Improvements (2010) resulting from the annual project for IFRS improvements, published on 6 May 2010 (IFRS 1, IFRS 3, IFRS 7, IAS 1, IAS 27, IAS 34, IFRIC 13) intended mainly to remove the existing inconsistency and clarifying the formulation, endorsed by EU on 18 February 2011 (the amendments are applicable for annual financial periods beginning on or after 1 July 201 or 1 January 2011 depending on the specific standard or interpretation),
- Amendments to IFRIC 14 IAS 19 The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction prepayment of minimum funding requirement, endorsed by EU on 19 July 2010 (in force for annual financial periods beginning on or after 1 January 2011),
- IFRIC 19 Extinguishing Financial Liabilities with Equity Instruments, endorsed by EU on 23 July 2010 (in force for annual financial periods beginning on or after 1 July 2010).

The adoption of these amendments to existing standards has not resulted in changes in the accounting policy and respectively, in Company's assets, liabilities, transactions and performance.

### Standards and interpretations, issued by IASB and endorsed by EU, but not yet in force

The following IFRS, amendments to IFRS and interpretations were endorsed by EU but not yet in force at the date of approval of the current financial statements:

• Amendments of IFRS 7 Financial Instruments: Disclosures – transfer of financial assets, endorsed by EU (in force for annual financial periods beginning on or after 1 July 2011).

The Company has chosen to not adopt these standards, amendments and interpretations before their effective date.

## Standards and interpretations, issued by IASB, but not yet endorsed by EU

At present, the IFRS endorsed by EU do not differ materially from those approved by IASB except for the following standards, amendments to existing standards and interpretations, not yet endorsed by EU at the date of approval of these financial statements:

• IFRS 9 Financial Instruments (in force for annual periods beginning on or after 1 January 2015),

# 2. BASIS FOR PREPARATION OF THE SEPARATE FINANCIAL STATEMENTS AND ACCOUNTING PRINCIPLES (CONTINUED)

## 2.1. Basis for preparation of the separate financial statements (continued)

## Amendments to IFRS (continued)

Standards and interpretations, issued by IASB, but not yet endorsed by EU (continued)

- IFRS 10 Consolidated Financial Statements (in force for annual periods beginning on or after 1 January 2013),
- IFRS 11 Joint Arrangements (in force for annual periods beginning on or after 1 January 2013),
- IFRS 12 Disclosure of Interests in Other Entities (in force for annual periods beginning on or after 1 January 2013),
- IFRS 13 Fair Value Measurement (in force for annual periods beginning on or after 1 January 2013),
- IAS 27 (as revised in 2011) Separate Financial Statements (in force for annual periods beginning on or after 1 January 2013),
- IAS 28 (as revised in 2011) Investments in Associates and Joint Ventures (in force for annual periods beginning on or after 1 January 2013),
- Amendments to IFRS 1 First-time Adoption of International Financial Reporting Standards severe hyperinflation and removal of fixed dates for first-time adopters of IFRS (in force for annual periods beginning on or after 1 July 2011),
- Amendments to IFRS 7 Financial Instruments: Disclosures offsetting of financial assets and financial liabilities (in force for annual financial periods beginning on or after 1 January 2013),
- Amendments to IFRS 9 Financial Instruments and IFRS 7 Financial Instruments: Disclosure mandatory effective date and transient disclosures,
- Amendment to IAS 1 Presentation of Financial Statements presentation of items of other comprehensive income (in force for annual periods beginning on or after 1 July 2012),
- Amendments to IAS 12 Income Taxes deferred taxes: recovery of underlying assets (in force for annual periods beginning on or after 1 January 2012),
- Amendments to IAS 19 Employee Benefits improvements in the accounting for post employment benefits (in force for annual periods beginning on or after 1 January 2013),
- Amendments of IAS 32 Financial Instruments: Disclosures offsetting of financial assets and financial liabilities (in force for annual financial periods beginning on or after 1 January 2014),
- IFRIC 20 Stripping Costs in the Production Phase of a Surface Mine (in force for annual financial periods beginning on or after 1 January 2013).

The Company anticipates that the adoption of these standards, amendments to existing standards and interpretations will not have a significant effect on the separate financial statements in the period of their initial application except for the improvements in IAS 19 that will require reflection of all restatements (unrecognised actuarial gains or losses) in other comprehensive income and a retrospective application.

At the same time the accounting for hedges, referring to the portfolio of financial assets and liabilities whose principles have not been endorsed by the EU yet, is still not regulated.

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# 2. BASIS FOR PREPARATION OF THE SEPARATE FINANCIAL STATEMENTS AND ACCOUNTING PRINCIPLES (CONTINUED)

## 2.1. Basis for preparation of the separate financial statements (continued)

### Amendments to IFRS (continued)

According to the judgment of the Company, the adoption of accounting for hedging of portfolios of financial assets and liabilities in accordance with IAS 39 Financial Instruments: Recognition and Measurement, would not affect materially the financial statements if applied at the reporting date.

## 2.2. Consolidated financial statements of the Company

These financial statements represent the separate financial statements prepared in accordance with the requirements of the accounting and tax legislation of the Republic of Bulgaria. The Company has interest and exercises control over two subsidiaries (see Note 14) and therefore, in accordance with the requirements of the Bulgarian Accountancy Act and based on IAS 27 Consolidated and Separate Financial Statements it has also prepared consolidated financial statements approved for issue by the Board of Directors on 27 March 2012.

## 2.3 Accounting assumptions and estimates

The presentation of financial statements in accordance with International Financial Reporting Standards requires the management to make best estimates, accruals and reasonable assumptions that affect the reported values of assets and liabilities, the amounts of income and expenses and the disclosure of contingent receivables and payables as at the date of the financial statements. These estimates, accruals and assumptions are based on the information, which is available at the date of the financial statements, and therefore, the future actual results might be different from them (whereas in the conditions of financial crisis the uncertainties are more significant). The items presuming a higher level of subjective assessment or complexity or where the assumptions and accounting estimates are material for the financial statements, are disclosed in Note 2.27.

## 2.4. Comparatives

The Company presents in its separate financial statements comparative information for one prior year.

Where necessary, comparative data is reclassified for the purpose of achieving comparability in view of the current year presentation changes.

## 2.5. Functional currency and recognition of exchange differences

Functional currency is the currency of the main economic environment in which a company operates and where cash is mostly generated and expensed. It reflects the basic transactions, events and conditions, which are significant for the entity.

The Company keeps its accounting records and prepares its financial statements in the national currency of the Republic of Bulgaria – the Bulgarian lev, adopted by the Company as its functional currency.

# 2. BASIS FOR PREPARATION OF THE SEPARATE FINANCIAL STATEMENTS AND ACCOUNTING PRINCIPLES (CONTINUED)

#### **2.5.** Functional currency and recognition of exchange differences (continued)

Net foreign exchange differences related to cash, trade receivables and payables, denominated in foreign currency, are recognised in the statement of comprehensive income (within profit or loss for the year) when they arise and are presented net under 'other operating income/(losses)'.

The non-monetary items in the statement of financial position, which are initially denominated in a foreign currency, are accounted for in the functional currency by applying the historical exchange rate at the date of the transaction and are not subsequently revalued at the closing exchange rate.

These separate financial statements are prepared in hundred levs (BGN'000).

## 2.6. Revenue

Revenue is recognised on accrual basis and to the extent that it is probable that the economic benefits will flow to the Company and as far as the revenue can be reliably measured.

Upon sale of finished products, goods and materials, revenue is recognised when all significant risks and rewards of ownership have passed to the buyer.

Upon rendering of services, revenue is recognised by reference to the stage of completion of the transaction at the date of the statement of financial position, if this stage as well as the transaction and completion costs, can be measured reliably.

Revenue is measured on the basis of the fair value of the products, goods and services sold, net of indirect taxes (excise duties and VAT) and any discounts and rebates granted.

Upon sale on an instalment plan, revenue is recognised on the date of sale, excluding the incorporated interest.

Finance income is presented separately on the face of the statement of comprehensive income (within profit or loss for the year) and comprises interest income on placed deposits and gains from transactions with financial instruments.

## 2.7. Expenses

Expenses are recognised by the Company as they are incurred, following the accrual and matching concepts but only as far as the latter does not results in recognising reporting items for assets or liabilities that do not satisfy the criteria of IFRS and the framework thereto.

Deferred expenses are put off and recognised as current expenses in the period when the contracts, whereto they refer, are performed.

Finance costs are included in the statement of comprehensive income when incurred and comprise: interest expenses related to received loans as well as bank charges and other direct expenses on loans and bank guarantees and exchange differences from foreign currency loans.

# 2. BASIS FOR PREPARATION OF THE SEPARATE FINANCIAL STATEMENTS AND ACCOUNTING PRINCIPLES (CONTINUED)

## 2.8. Property, plant and equipment

Property, plant and equipment (tangible fixed assets) are presented in the financial statements at cost (cost of acquisition) less the accumulated depreciation (excluding land) and any impairment losses in value.

## Initial acquisition

Upon their initial acquisition, property, plant and equipment are valued at cost, which comprises the purchase price, customs duties and any other directly attributable costs of bringing the asset to working condition for its intended use. The directly attributable costs include the cost of site preparation, initial delivery and handling costs, installation costs, professional fees for people involved in the project, non-refundable taxes, expenses on capitalised interest for qualifying assets, etc.

The Company has set a value threshold of BGN 500, below which the acquired assets, regardless of having the features of property, plant and equipment, are treated as current expense at the moment of their acquisition.

#### Subsequent measurement

The chosen by the Company approach for subsequent measurement of property, plant and equipment, is the cost model under IAS 16, i.e. cost less any accumulated depreciation and any accumulated impairment losses in value.

## Depreciation methods

The Company applies the straight-line depreciation method for property, plant and equipment. Depreciation of an asset begins when it is available for use. Land is not depreciated. The useful life per group of assets is subject to their physical wear, the characteristic features of the equipment, the intentions for future use and the expected obsolescence.

The determined useful life per group of assets is as follows:

- buildings from 10 to 57 years;
- machinery and equipment, depending on their specific characteristics from 2 to 25 years;
- installations from 8 to 25 years;
- computers from 2 to 5 years;
- motor vehicles from 3 to 12.5 years;
- furniture and fixtures from 2 to 6.7 years.

The useful life, set for any tangible fixed asset, is reviewed at the end of each reporting period and in case of any material deviation from the future expectations of their period of use, the latter is adjusted as from the date of change.

# 2. BASIS FOR PREPARATION OF THE SEPARATE FINANCIAL STATEMENTS AND ACCOUNTING PRINCIPLES (CONTINUED)

### 2.8. Property, plant and equipment (continued)

### Subsequent costs

Repair and maintenance costs are recognised as current expenses as incurred. Subsequent expenses incurred in relation to property, plant and equipment having the nature of replacement of certain components, significant parts and aggregates or improvements and restructuring, are capitalised in the carrying amount of the respective asset whereas the residual useful life is reviewed at the capitalisation date. At the same time, the non-depreciated part of the replaced components is derecognised from the carrying amount of the assets and is recognised in the current expenses for the period of restructure.

## Impairment of assets

The carrying amounts of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying amount might significantly differ from their recoverable amount. If any indications exist that the estimated recoverable amount of an asset is lower than its carrying amount, the latter is adjusted to the recoverable amount of the asset. The recoverable amount of property, plant and equipment is the higher of fair value less costs to sell or the value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market conditions and assessments of the time value of money and the risks, specific to the particular asset. Impairment losses are recognised in the statement of comprehensive income (within profit or loss for the year).

## Gains and losses on disposal (sale)

Tangible fixed assets are derecognised from the statement of financial position when they are permanently disposed of and no future economic benefits are expected therefrom or on sale. The gains or losses arising from the sale of an item of property, plant and equipment are determined as the difference between the consideration received and the carrying amount of the asset at the date of sale. They are stated net under 'other operating income/(losses), net' in the statement of comprehensive income (within profit or loss for the year).

#### 2.9. Intangible assets

Intangible assets are stated in the separate financial statements at cost less accumulated amortisation and any impairment losses in value. They include licences for the use of software and EU emissions trading scheme and units of reduced emissions.

The Company applies the straight-line amortisation method for the intangible assets with determined useful life of 5 years.

The carrying amount of the intangible assets is subject to review for impairment when events or changes in the circumstances indicate that the carrying amount might exceed their recoverable amount. Then impairment is recognised as an expense in the statement of comprehensive income (within profit or loss for the year).

# 2. BASIS FOR PREPARATION OF THE SEPARATE FINANCIAL STATEMENTS AND ACCOUNTING PRINCIPLES (CONTINUED)

### 2.9. Intangible assets (continued)

Intangible assets are derecognised from the statement of financial position when they are permanently disposed of and no future economic benefits are expected therefrom or on sale. The gains or losses arising from the sale of an item of intangible assets are determined as the difference between the consideration received and the carrying amount of the asset at the date of sale. They are stated net under 'other operating income/(losses), net' in the statement of comprehensive income (within profit or loss for the year).

## EU emissions trading scheme and units of reduced emissions

On initial acquisition the allocated quotas for dangerous gases are recognised as intangible assets at nominal value (zero value). The purchased quotas are recognised on initial acquisition at cost. The Company recognises a liability in the statement of financial position when the level of noxious gases for a certain period exceeds the level of allocated and available quotas. The liability is measured at the acquisition cost of purchased quotas – until reaching the level of the quotas held by the Company, and at market price at the date of the statement of financial position – for the excess over the available quotas whereas the changes in the liability amount are recognised in the statement of comprehensive income (within the profit or loss for the year) (Note 13).

## 2.10. Investments in subsidiaries

Long-term investments, representing interest in subsidiaries are presented in the financial statements at acquisition cost (cost) being the fair value of the consideration paid. Investments in subsidiaries are not traded in the stock exchange. This circumstance does not provide opportunity for ensuring active market price quotations in order to determine reliably the fair value of these shares. In addition, the future functioning of a part of these companies is related to some uncertainties that affect the ability of making reasonable and justified long-term assumptions for the fair value calculation of their shares through other valuation methods.

The investments in subsidiaries, owned by the Company, are subject to review for impairment. Where conditions for impairment are identified, the impairment is recognised in the statement of comprehensive income (within profit or loss for the year).

In purchases and sales of investments in subsidiaries the date of trading (conclusion of the deal) is applied.

Investments are derecognised when the rights related thereto are transferred to third parties as a result of occurrence of legal rights for that and thus the control over the economic benefits from the investments are being lost. The gains or losses on the sale are presented respectively as 'finance income' or 'finance costs' in the statement of comprehensive income (within profit or loss for the year).

# 2. BASIS FOR PREPARATION OF THE SEPARATE FINANCIAL STATEMENTS AND ACCOUNTING PRINCIPLES (CONTINUED)

## 2.11. Available-for-sale investments

The Company's investments, representing shares in other companies (minority interest), are measured and included in the statement of financial position at cost since their shares are not traded on an active market, no active market price quotations are available thereof and the assumptions for the application of alternative valuation methods are highly uncertain so as to achieve a sufficiently reliable fair value determination.

The available-for-sale securities, owned by the Company, are reviewed for impairment at each statement of financial position date. If any such conditions are identified, the impairment is reported in the statement of comprehensive income (within profit or loss for the year). Available-for-sale investments are impaired if their carrying amount is higher than the expected recoverable amount. The recognised impairment loss is equal to the difference between the acquisition cost less the principal repayments and their recoverable amount, which is the present value of the expected future cash flows, discounted with the current interest rate for a similar financial asset.

Any purchase or sale of available-for-sale securities is recognised on the date of trading, i.e. the date when the Company undertakes the commitment to buy or sell the asset.

## 2.12. Inventories

Inventories are valued at the lower of acquisition cost (cost) and net realisable value.

Expenses, incurred at bringing a certain product to its current condition and location, are included in the cost (acquisition cost) as follows:

- Raw and other materials in finished form all delivery costs, including the purchase price, import customs duties and charges, transportation expenses, non-refundable taxes and other expenses, incurred for rendering the materials ready for usage;
- Finished products and work in progress cost of direct materials and labour and the attributable proportion of the manufacturing overheads, based on normal operating capacity of production facilities, but excluding administrative expenses, exchange rate gains and losses and borrowing costs.

Production overheads are included in the cost of finished and semi-finished products based on normal operating capacity of the production facilities. The Company has chosen to allocate them to products on the basis of the quantity of articles produced.

Upon putting into production (sale) of inventories, the Company applies the weighted average cost method.

The net realisable value represents the estimated selling price of an asset in the ordinary course of business less the estimated cost of completion and the estimated costs necessary to make the sale.

# 2. BASIS FOR PREPARATION OF THE SEPARATE FINANCIAL STATEMENTS AND ACCOUNTING PRINCIPLES (CONTINUED)

## **2.13.** Trade and other receivables

Trade receivables are recognised and carried at fair value based on the original invoice amount (cost) less any allowance for uncollectable debts. In case of payments deferred over a period exceeding the common credit terms, where no additional interest payment has been envisaged or the interest considerably differs from the common market interest rates, the receivables are initially valued at their fair value and subsequently – at amortised cost, after deducting the interest incorporated in their nominal value and determined following the effective interest rate method (Note 2.25).

An estimate of allowances for doubtful and bad debts is made when significant uncertainty exists as to the collection of the full amount or a part of it. Bad debts are written-off when the legal grounds for this are available. Impairment of trade receivables is being accrued through a respective corresponding allowance account for each type of receivable in the item 'impairment of assets' in the statement of comprehensive income (within profit or loss for the year). When a trade receivable is considered uncollectible, it is written-off against the allowance account.

## 2.14. Cash and cash equivalents

Cash and cash equivalents include cash in hand, current accounts and short-term deposits with banks, with original maturity of less than three months (Note 2.25).

For the purposes of the statement of cash flows:

- cash proceeds from customers and cash paid to suppliers are presented at gross amount, including value added tax (20%);
- interest on loans received for working capital is included as payment in the operating activities;
- interest on investment purpose loans received is included as payment in the financing activities;
- payments related to self-constructed assets (including to suppliers and personnel) are included as payments in the investing activities;
- permanently blocked funds are not treated as cash and are not included in the cash flow statement.

#### 2.15. Trade and other payables

Trade and other current amounts payable are carried at fair value on the basis of the original invoice amount (acquisition cost), which is the fair value of the consideration to be paid in the future for assets and services received. In case of payments deferred over a period exceeding the common credit terms, where no additional interest payment has been envisaged or the interest considerably differs from the common market interest rates, the payables are initially valued at their fair value and subsequently – at amortised cost, after deducting the interest incorporated in their nominal value and determined following the effective interest rate method (Note 2.25).

# 2. BASIS FOR PREPARATION OF THE SEPARATE FINANCIAL STATEMENTS AND ACCOUNTING PRINCIPLES (CONTINUED)

### 2.16. Interest-bearing loans and other borrowings

All loans (granted and received) and other borrowings are recognised at cost (nominal amount), which is accepted to be the fair value of the consideration received on the transaction, netted of the direct costs related to these loans and borrowings. After the initial recognition, the interest-bearing loans and other borrowings are subsequently measured at amortised cost by applying the effective interest rate method. The amortised cost is calculated by taking into account all types of charges, commissions and other costs, including any discount or premium on settlement associated with these loans. Gains and losses are recognised in the statement of comprehensive income (within profit or loss for the year) as finance income or costs throughout the amortisation period, or when the liabilities are derecognised or reduced.

Interest-bearing loans and other financial resources granted are classified as current ones unless (and for the relevant portion thereof) the Company has unconditionally the right to settle its obligation within 12 months after the statement of financial position date (Note 2.25).

#### 2.17. Borrowing costs

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of the cost of that asset. According to the requirements of IAS 23 *Borrowing Costs*, a qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use or sale.

The amount of borrowing costs eligible for capitalisation to the value of a qualifying asset is determined by applying a capitalisation rate. The capitalisation rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset.

The capitalisation of borrowing costs as part of the cost of a qualifying asset begins when the following conditions are met:

- expenditures for the asset are incurred;
- borrowing costs are incurred; and
- activities are undertaken that are necessary to prepare the asset for its intended use or sale.

Expenditures on a qualifying asset include only those expenditures that have resulted in payments of cash, transfers of other assets or the assumption of interest-bearing liabilities.

Borrowing costs are reduced by any payments received or grants received in connection with the asset. Borrowing costs are also reduced by any investment income earned on the temporary investment of those borrowed funds.

# 2. BASIS FOR PREPARATION OF THE SEPARATE FINANCIAL STATEMENTS AND ACCOUNTING PRINCIPLES (CONTINUED)

## **2.18.** Leases

Finance lease

Lessee

Finance leases, which transfer to the Company a substantial part of all risks and rewards incidental to ownership of the leased asset, are capitalised in the statement of financial position of the lessee and are presented as leased item of property, plant and equipment at their fair value at the date of acquisition or, if lower, at the present value of the minimum lease payments. The lease payments are apportioned between the finance cost (interest) and the attributable portion (reduction) of the lease liability (principal) so as to achieve a consistent interest rate on the remaining outstanding principal balance of the lease liability. Interest expenses are recognised in the statement of comprehensive income (within profit or loss for the year).

The finance lease gives rise to depreciable cost for depreciated assets as well as finance costs for each reporting period. The depreciation policy with regard to depreciable leased assets is compliant with that for Company's own depreciable assets. Where there is no sufficient assurance that the ownership will be acquired by the end of the lease term the asset is depreciated over the shorter of the term of the lease agreement and the useful life of the asset.

## **Operating lease**

Leases where the lessor keeps a substantial part of all risks and economic benefits incidental to the ownership of the specific asset are classified as operating leases.

Operating lease payments are recognised as expenses in the statement of comprehensive income (within profit or loss for the year) on a straight-line basis over the lease term.

Lease income from operating leases is recognised on a straight-line basis over the lease term in the statement of comprehensive income (within profit or loss for the year). Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight-line basis over the lease term.

# 2.19. Employee benefits

In accordance with the Bulgarian legislation, the Company is obliged to pay contributions to social security health insurance funds. The employment relations with the workers and employees of the Company, in its capacity of an employer, are based on the provisions of the Labour Code and the Collective Labour Agreement.

# 2. BASIS FOR PREPARATION OF THE SEPARATE FINANCIAL STATEMENTS AND ACCOUNTING PRINCIPLES (CONTINUED)

### **2.19.** Employee benefits (continued)

The employer's major duty is to make the mandatory social security contributions for the hired employees to the Pensions Fund, Supplementary Mandatory Pension Security (SMPS) to an Universal Pensions Fund (UPF) (for persons born after 31 December 1959), to the General Diseases and Maternity (GDM) Fund, the Unemployment Fund, the Labour Accident and Professional Diseases (LAPD) Fund, the Guaranteed Receivables of Workers and Employees (GRWE) Fund and for health insurance. The individuals working under the terms of the second category of employment are subject to also SMPS to a Professional Pensions Fund (PPF) entirely at employer's account.

The rates of the mandatory social security contribution and the ratio at which they shall be apportioned between an employee and an employee are provided for in the Social Security Code (SSC).

The social security and pension plans, applied by the Company in its capacity of an employer, are based on the Bulgarian legislation and are defined contributions plans. Under these plans, the employer pays monthly contributions to the government funds as follows: Pensions Fund, General Diseases and Maternity Fund, Unemployment Fund, Labour Accident and Professional Diseases Fund, Guaranteed Receivables of Workers and Employees Fund (up to 31 December 2010) as well as for supplementary mandatory pension security (universal and professional pension funds) – on the basis of rates fixed by law (as stated above), and has no other legal or constructive obligation to pay any additional amounts to the funds in the future. The obligations referring to health insurance are analogous.

There is no established and functioning private voluntary social security scheme at the Company.

## Short-term benefits

Short-term employee benefits in the form of remuneration, bonuses and social payments and benefits (payable within 12 months after the end of the period when the employees have rendered the service or has met the required terms and requirements) are recognised as an expense in the statement of comprehensive income (within profit or loss for the year) in the period when the service thereon has been rendered or the requirements for their receipt have been met and as a current liability (less any amounts already paid and deductions due) at their undiscounted amount. The Company's obligations for social security and health insurance are recognised as a current expense and liability at their undiscounted amount together with the relevant benefits and within the period of the respective income to which they are related.

At the date of each set of annual financial statements, the Company measures the estimated costs on the accumulating compensated absences, which amount is expected to be paid as a result of the unused entitlement. The measurement includes the estimated expenses on the employee's remunerations and the statutory social security contributions due by the employer thereon.

#### Long-term retirement benefits

In accordance with the requirements of the Labour Code and the Collective Labour Agreement of the Company, the employer is obliged to pay to its personnel upon retirement an indemnity, which depending on the length of service with the Company varies between two and six gross monthly salaries as at the termination date of the employment. In their nature these are defined benefit schemes.

# 2. BASIS FOR PREPARATION OF THE SEPARATE FINANCIAL STATEMENTS AND ACCOUNTING PRINCIPLES (CONTINUED)

## **2.19.** Employee benefits (continued)

The calculation of the amount of these liabilities necessitates the participation of qualified actuaries in order to determine their present value at the date of the financial statements, at which they are included in the statement of financial position, adjusted with the amount of the unrecognised actuarial gains and losses, and respectively, the change in their value including the recognised actuarial gains and losses is included in the statement of comprehensive income (within profit or loss for the year).

At the end of each reporting period, the Company assigns actuaries who provide their report with calculations regarding the long-term retirement benefit obligations. For this purpose, they apply the Projected Unit Credit Method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash flows, which are expected to be paid within the maturity of this obligation, and using the interest rates of long-term government bonds, denominated in Bulgarian levs.

Actuarial gains and losses arise from changes in the actuarial assumptions and experience adjustments. One-fifth of the actuarial gains and losses, representing the excess that falls outside the 10% corridor at the statement of financial position date, is recognised currently in the statement of comprehensive income (within profit or loss for the year).

## Termination benefits

The Company recognises employee benefit obligations on employment termination before the normal retirement date when it is demonstrably committed, based on announced plan, to terminating the employment contract with the respective individuals without possibility of withdrawal or in case of formal issuance of documents for voluntary redundancy. Termination benefits due more than 12 months are discounted and presented in the statement of financial position at their present value.

## 2.20. Share capital and reserves

Neochim AD is a joint-stock company and is obliged to register with the Commercial Register a specified share capital, which should serve as a security for the creditors of the Company for execution of their receivables. The shareholders are liable for the obligations of the Company up to the amount of the share of the capital held by each of them and may claim returning of this share only in liquidation or bankruptcy proceedings.

The Company reports its share capital at the nominal value of the shares registered in the Commercial Register.

According to the requirements of the Commercial Act and the Articles of Association, the Company is obliged to set aside a Reserve Fund (statutory reserves) by using the following sources:

- at least one tenth of the profit, which should be allocated to the Fund until its amount reaches one tenth of the share capital or any larger amount as provided in the Articles of Association;
- other sources as provided for by a decision of the General Meeting.

# 2. BASIS FOR PREPARATION OF THE SEPARATE FINANCIAL STATEMENTS AND ACCOUNTING PRINCIPLES (CONTINUED)

### 2.20. Share capital and reserves (continued)

The amounts in the Fund can only be used to cover annual loss or losses from previous years. When the amount of the Fund reaches the minimal value specified in the Articles of Association the excess may be used for increasing the share capital.

Treasury shares are presented in the statement of financial position at cost (acquisition cost) whereas the Company's equity is decreased with the gross amount of treasury shares. Gains or losses on sales of treasury shares are carried directly to Company's equity in the 'retained earnings' component.

## 2.21. Income taxes

*Current income taxes* are determined in accordance with the requirements of the Bulgarian tax legislation – the Corporate Income Taxation Act. The nominal income tax rate for year 2011 was 10% (2010: 10%).

*Deferred income taxes* are determined using the liability method on all temporary differences, existing at the date of the financial statements, between the carrying amounts of the assets and liabilities and their tax bases.

Deferred tax liabilities are recognised for all taxable temporary differences, with the exception of those originating from recognition of an asset or liability, which has not affected the accounting and the taxable profit/(loss) as at the date of the transaction.

Deferred tax assets are recognised for all deductible temporary differences and the carry-forward of unused tax losses, to the extent that it is probable they will reverse and a taxable profit will be available or taxable temporary differences might occur, against which these deductible temporary differences can be utilized, with the exception of the differences arising from the initial recognition of an asset or liability, which has affected neither the accounting nor taxable profit or loss as at the date of the transaction.

The carrying amount of all deferred tax assets is reviewed on the preparation of the statement of financial position and reduced to the extent that it is no longer probable that they will reverse and sufficient taxable profit to be generated or occurring in the same period taxable temporary differences to allow the deferred tax asset to be deducted or compensated.

Deferred taxes, related to items that are other components of comprehensive income or are directly credited or charged to equity or other item of the statement of financial position, are also reported directly in the respective comprehensive income or equity component or item of the statement of financial position.

Deferred tax assets and liabilities are measured at the tax rates that are expected to be applied in the period when the asset will be realised or the liability will be settled (paid), based on the tax laws that are enacted or substantively enacted. The tax rate applied as at 31 December 2011 was 10% (31 December 2010: 10%).

# 2. BASIS FOR PREPARATION OF THE SEPARATE FINANCIAL STATEMENTS AND ACCOUNTING PRINCIPLES (CONTINUED)

#### 2.22. Earnings per share

Basic earnings per share are calculated by dividing net profit or loss attributable to ordinary equity holders by the weighted average number of ordinary shares outstanding during the period.

The weighted average number of ordinary shares outstanding during the period is the number of ordinary shares outstanding during at the beginning of the period, adjusted by the number of ordinary shares bought back or issued during the period multiplied by a time-weighting factor. This factor represents the number of days that the shares are outstanding as a proportion of the total number of days in the period.

In case of a capitalization, additional issue or split, the number of the outstanding ordinary shares as at the date of such event, is adjusted as to reflect the proportional change in the number of outstanding ordinary shares as if the event has occurred in the beginning of the earliest presented period.

Diluted earnings per share are not calculated because no dilutive potential ordinary shares have been issued.

#### 2.23. Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources will be required to settle (repay) the obligation. The measurement of provisions is based on the best estimate, made by the management at the date of the statement of financial position, concerning the expenses that will be incurred for the settlement of the particular obligation. The estimate is discounted if the obligation is long-term. When part the resources required to settle the obligation are expected to be recovered from a third party, the Company recognises a receivable if it is virtually certain that reimbursement will be received, its amount can be reliably measured and income is recognised in the same item of the statement of comprehensive income (within profit or loss for the year) where the provision itself is presented.

#### 2.24. Long-term financing (grant from public institutions)

Long-term financing (a grant from public institutions) is initially recognised as deferred income (financing) when there is reasonable assurance that it will be received by the Company and that the latter has complied and complies with the associated thereto terms and requirements.

Long-term financing (a grant from public institutions) that compensates the Company for expenses incurred is recognised in current profit or loss on a systematic basis in the same period in which the expenses are recognised.

Long-term financing (a grant from public institutions) that compensates investment expenses incurred to acquire an asset is recognised in current profit or loss on a systematic basis over the useful life of the asset usually at the amount of the recognised depreciation charge.

# 2. BASIS FOR PREPARATION OF THE SEPARATE FINANCIAL STATEMENTS AND ACCOUNTING PRINCIPLES (CONTINUED)

## 2.25. Financial instruments

## 2.25.1. Financial assets

The Company classifies its financial assets in the following categories: loans and receivables and available-for-sale assets. The classification depends on the nature and purpose (designation) of the financial assets at the date of their acquisition. The management determines the classification of the financial assets of the Company at the time of their initial recognition on the statement of financial position.

The Company usually recognises its financial assets on the statement of financial position on the trade date, being the date on which the Company commits (undertakes an ultimate engagement) to purchase the respective financial assets. All financial assets are initially measured at their fair value plus the directly attributable transaction costs except for the assets at fair value though profit or loss. The latter are recognised at fair value while the directly attributable transaction costs are recognised immediately in the statement of comprehensive income (within profit or loss for the year).

Financial assets are derecognised from the Company's statement of financial position when the rights to receive cash (flows) from these assets have expired or have been transferred, and the Company has transferred substantially all the risks and rewards of ownership of the asset to another entity (person). If the Company retains substantially all risks and rewards associated with the ownership of a particular transferred financial asset, it continues to recognise the transferred asset on its statement of financial position but also recognises a secured liability (a loan) for the consideration received (Notes 2.13 and 2.14).

## Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are measured in the statement of financial position at their amortised cost using the effective interest method less any allowance for impairment. These assets are included in current assets when having maturity within 12 months or within a common operating cycle of the Company while the remaining ones are classified as non-current assets. This group of financial assets includes: loans granted, trade receivables, other receivables from counterparts and third parties, cash and cash equivalents from the statement of financial position. Interest income on loans and receivables is recognised by applying the effective interest rate except for short-term receivables (less than 12 months) where the recognition of such income would be unjustifiable as immaterial and within the common credit terms. It is presented in the statement of comprehensive income (within profit or loss for the year) under 'other operating income'.

#### Available-for-sale financial assets

Available-for-sale financial assets are those non-derivative assets that are either designated as available-for-sale or are not classified in any other category. These are usually unlisted or not actively traded shares, or shares in other companies, acquired for investment purposes, and are included within non-current assets, except where the Company intends to sell them in the following 12 months and is actively searching for a buyer.

# 2. BASIS FOR PREPARATION OF THE SEPARATE FINANCIAL STATEMENTS AND ACCOUNTING PRINCIPLES (CONTINUED)

#### **2.25.** Financial instruments (continued)

Available-for-sale financial assets are measured at acquisition cost because they are in closed-end companies for which it is difficult to find analogous market transactions data or due to the circumstance that the future operation of these companies is related to certain doubts so that reasonable and justifiable long-term assumptions are possible for the calculation of the fair value of their shares through other alternative valuation methods.

Dividends on shares, classified as available-for-sale financial assets, are recognised in the statement of comprehensive income (within profit or loss for the year) when the Company's right to receive the dividends is established.

#### 2.25.2. Financial liabilities and equity instruments

The Company classifies debt and equity instruments either as financial liabilities or as equity in accordance with the substance of the contractual arrangements with the respective counterparty regarding these instruments.

## Financial liabilities

Financial liabilities include loans and payables to suppliers and other counterparts. They are initially recognised in the statement of financial position at fair value net of the directly attributable transaction costs and are subsequently measured at amortised cost using the effective interest rate method (Note 2.15).

## 2.26. Segment reporting

A reporting segment is a distinguishable component of the Company that engages in business activities from which it may earn revenue and incur expenses (including revenue and expenses relating to transactions with other components of the Company), whose operating results are reviewed regularly by the chief operating decision maker to make decisions about resources to be allocated to the segment and assesses its performance, and for which discrete financial information is available. The Company has a single reporting segment.

# 2.27. Critical accounting judgments on applying the Company's accounting policies. Key estimates and assumptions of high uncertainty.

### **Recognition and evaluation of provisions**

The Company has recognised a provision for closing-down of industrial waste repositories and for recultivation of the terrain based on the simultaneous existence of:

- legal obligation by virtue of Ordinance No. 8 of 24 September 2004 of the Minister of Environment and Water (MEW) on the conditions and requirements for the construction and functioning of depots and other equipment and installations for waste recovery and disposal; and
- plan for rendering the repository in line with the legal requirements, which has been approved in terms of types of activities and terms and forecasted values by the Ministry of Environment and Water in accordance with the requirements of the above Ordinance.

# 2. BASIS FOR PREPARATION OF THE SEPARATE FINANCIAL STATEMENTS AND ACCOUNTING PRINCIPLES (CONTINUED)

# **2.27.** Critical accounting judgments on applying the Company's accounting policies. Key estimates and assumptions of high uncertainty (continued)

In order to determine the amount of the provision, the Company has assigned certified expertsecologists to prepare an estimate of costs by type of activity necessary for the execution of the obligation and to issue a special purpose report and a budget account. The amounts, expected to be utilised over a period longer than one year, are discounted (Note 25).

Under a contract for catalyser supply, the Company recognised a provision for future payments calculated per ton of finished products manufactured (Note 25).

At the end of each reporting period, the Company reports issued quantities of quotas for greenhouse gases. In case of shortage of quotas, the Company recognises a provision (Note 25).

## Recognition of tax assets

The Company's management has judged that, at the date of issue of these financial assets and based on the budgeted positive results for the following years, within the period (5 years) defined in the Bulgarian Corporate Income Taxation Act for tax losses carry forward, it will be able to generate sufficient taxable profit for deducting the tax losses for 2009 and 2010 amounting to BGN 14,187 thousand. Therefore, it has taken a decision to recognise deferred tax assets in the separate financial statements for 2010 at the amount of BGN 1,419 thousand.

In 2011, a tax loss at the amount of BGN 13,672 thousand was deducted and deferred tax assets at the amount of BGN 56 thousand were recognised for the remaining tax loss carried forward for future reporting periods (see Note 16).

### NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011 All amounts are presented in BGN'000 unless otherwise stated

## 3. **REVENUE**

	2011	2010
Domestic market sales	154,502	83,726
Export	121,448	72,633
•	275,950	156,359
Sales by product – domestic market	2011	2010
Ammonium Nitrate – EU Fertilizer	145,938	78,068
Ammonia	1,957	952
NPK EC Fertilizer	1,657	507
Royalty	1,605	1,057
Sodium Nitrate	1,150	530
Nitric Acid	450	450
Ammonia Water	446	520
KFS (Ureaformaldehyde Resin)	410	391
Nitrous Oxide	273	301
Carbon Dioxide	246	176
Ammonium Hydrogencarbonate	147	136
Oxygen	98	144
Formalin	10	237
Sodium Nitrite	-	104
Other	115	153
	154,502	83,726

# Sales by product – export for 2011 were as follows:

_	Europe	North America	South America	Asia and Africa	Total
Ammonium Nitrate – EU					
Fertilizer	71,930	12,119	-	27,418	111,467
Ammonia	4,400	-	-	2,699	7,099
Ammonium Hydrogencarbonate	913	-	-	447	1,360
Sodium Nitrate	262	-	-	1,007	1,269
Carbon Dioxide	253	-	-	-	253
_	77,758	12,119	-	31,571	121,448

Sales by product – export for 2010 were as follows:

_	Europe	North America	South America	Asia and Africa	Total
Ammonium Nitrate – EU					
Fertilizer	26,007	9,901	-	31,931	67,839
Ammonia	1,909	-	-	221	2,130
Sodium Nitrate	347	-	-	1,458	1,805
Ammonium Hydrogencarbonate	495	-	-	255	750
Carbon Dioxide	95	-	-	-	95
NPK	14	-	-	-	14
-	28,867	9,901	-	33,865	72,633

This is a translation from Bulgarian of the separate financial statements of Neochim AD for year 2011. 25

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011 All amounts are presented in BGN'000 unless otherwise stated

# **3. REVENUE** (CONTINUED)

The Company received royalties at the amount of BGN 1,605 thousand (2010: BGN 1,057 thousand) determined as a percentage of the profit of the main distributor Evro Fert AD for providing the exclusive right for sales of Ammonium Nitrate – fertilizer quality with the trade mark Neofert on the territory of the Republic of Bulgaria under an agreement of 1 September 2001. On 31 August 2011 the contract was terminated. A contract for the distribution of Ammonium Nitrate – fertilizer quality is in force as from 1 September 2011.

## Information on major clients

The total revenue from transaction with the largest clients of the Company are as follows:

	2011	2010
Client 1	150,319	81,051
Client 2	55,000	23,454
Client 3	19,770	21,054

# 4. OTHER OPERATING INCOME AND LOSSES, NET

	2011	2010
		• •
Sales of goods	299	29
Cost of goods sold	(263)	(25)
Gains on sales of goods	36	4
Sales of materials	948	372
Cost of materials sold		
	(442)	(226)
Gains on sales of materials	506	146
Sales of PPE	102	462
Carrying amount of PPE sold	(24)	(446)
Gains on sales of PPE	78	16
Sales of emission quotas	4,368	-
Sales of services	1,602	1,565
Foreign exchange gains	816	1,398
Reversal of impairment	373	338
Liquidation of PPE	260	109
Written-off liabilities	81	1
Payments for rights over trademarks	80	120
Surpluses of assets	23	90
Grant income	21	21
Fines and penalties income	21	27
Other	181	124
	8,446	3,959

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# NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011

All amounts are presented in BGN'000 unless otherwise stated

# 4. OTHER OPERATING INCOME AND LOSSES, NET (CONTINUED)

Sales of goods generally represent re-sale of imported and locally produced articles, which are not manufactured by the Company.

Gains on sales of materials include:	2011	2010
Metal scrap	437	93
Processed oil	30	18
Other	39	35
	506	146
Sales of services include:	2011	2010
Manoeuvre services	888	856
Rental income	282	295
Transport services	114	119
Other	318	295
	1,602	1,565
RAW MATERIALS AND CONSUMABLES USED		
Expenses on materials include:		
	2011	2010
Basic raw materials and consumables	205,034	108,535
Fuel and energy	14,803	9,856
Spare parts	1,198	942
Auxiliary materials	1,079	621
Other materials	653	344
Other materials	222,767	120,298
Basic raw materials and consumables include:		120,270
Dusic ruw materials and consumables include.	2011	2010
Natural gas	192,087	100,863
Packaging	4,907	2,672
Perflow	1,500	350
Magnesit	1,450	775
Calcinated soda	953	926
Monoammonium phosphate	838	253
Platinum	788	245
Sodium hydroxide	408	195
Monoethanolamine	276	-
Sulphuric acid	165	72
Carbamide	141	215
Quicklime	107	52
Kalium chloride	93	50
Zeolite	90	35
Novoflow	-	125
Ammonia	-	67
Galoryl	-	34
Other raw materials and consumables	1,231	1,606

205,034

108,535

## 6. HIRED SERVICES EXPENSE

	2011	2010
Transportation costs	5,056	3,143
Repairs of PPE	1,850	1,725
Porters' and port costs	1,284	941
Security	1,197	1,194
Insurance	765	761
Taxes and charges	503	690
Cleaning and planting	373	291
Subscribed servicing and technical control	309	356
Commissions under sales contract	217	-
Consulting services	198	185
Rental on other assets	169	174
Maintenance of railway facilities	168	150
Communication costs	126	122
Bank fees and charges	120	190
Recovery of packaging waste	101	83
Advertising	84	81
Energy efficiency	79	15
Railway tanks rentals	68	143
Shipping services	68	84
Training courses	36	31
Energy efficiency investigation for ammonia workshop	-	722
Membership fee for an European professional organisation	-	229
Freight	7	1,725
Other services	336	363
	13,114	13,398

The accrued expenses for the year on statutory audit and other services related thereto amount to BGN 162 thousand (2010: BGN 161 thousand).

# 7. EMPLOYEE BENEFITS EXPENSE

Personnel costs include:	2011	2010
Salaries and other remuneration	17,999	12,505
Social security/health insurance contributions	3,642	2,474
Food for personnel	1,182	924
Accruals for long-term payables to personnel	281	293
	23,104	16,196

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NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011 All amounts are presented in BGN'000 unless otherwise stated

# 7. EMPLOYEE BENEFITS EXPENSE (CONTINUED)

The accruals for long-term payables to personnel (Note 26) include:

	2011 BGN '000	2010 BGN '000
Interest expense	79	78
Current service costs	174	171
Past service costs	33	-
Net actuarial (gain)/loss recognised for the period	(5)	44
	281	293
Remuneration include:	2011	2010
Current salaries	18,110	12,569
Recovered amounts for unused paid leaves	(111)	(64)
	17,999	12,505
Social security/health insurance contributions include:	2011	2010
Social security/health insurance contributions	3,660	2,488
Recovered amounts for state social security on unused paid leaves	(18)	(14)
	3,642	2,474
IMPAIRMENT OF ASSETS		
Impairment of assets is as follows:	2011	2010
Materials	122	63
Finished products	51	154
Receivables	27	3
PPE	26	

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NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011 All amounts are presented in BGN'000 unless otherwise stated

## 9. OTHER OPERATING EXPENSES

Other operating expenses include:	2011	2010
Provisions	686	1
Written-off Construction work in progress	186	192
Entertainment costs	167	80
Carrying amount of PPE written-off	117	125
Business trips	114	92
Materials and finished products scrapped	57	33
Pollution penalties	48	42
Shortage of assets	32	31
VAT	29	53
Fines and penalties to suppliers	28	78
Donations	14	24
Scholarships	6	11
Indemnity under a civil case	-	454
Other	90	85
	1,574	1,301

# 10. FINANCE COSTS/INCOME, NET

	2011	2010
Interest expense	(1,041)	(1,725)
Interest income	58	5
Gains on transactions with financial assets and instruments	413	-
	(570)	(1,720)

# 11. INCOME TAX (EXPENSE)/BENEFIT

	2011	2010
<i>Statement of comprehensive income (profit or loss for the year)</i> Current income tax expense for the year	-	-
Deferred income taxes		
Related to occurrence and reversal of temporary differences	(2,204)	1,062
Total income tax (expense)/benefit	(2,204)	1,062

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011 All amounts are presented in BGN'000 unless otherwise stated

## 11. INCOME TAX (EXPENSE)/BENEFIT (CONTINUED)

# *Reconciliation of income tax expense applicable to the accounting profit or loss*

	2011	2010
Accounting profit/(loss) for the year	21,848	(10,842)
Income tax (expense)/benefit – 10% (2010: 10%)	(2,185)	1,084
Unrecognised amounts under tax return		
Related to increases – BGN 213 thousand (2010: BGN 234 thousand)	(21)	(22)
Related to decreases – BGN 17 thousand	(21)	(23)
(2010: BGN 13 thousand)	2	1
Total income tax (expense)/benefit carried to the statement of		
comprehensive income (within profit or loss for the year)	(2,204)	1,062
Effective tax rate	10.09%	(9.80)%

# 12. EARNINGS PER SHARE

	2011	2010
Weighted average number of shares based on days	2,609,842	2,609,842
Profit/(loss) for the year (BGN'000)	19,644	(9,780)
Earnings/(losses) per share (BGN)	7.53	(3.75)

## 13. PROPERTY, PLANT, EQUIPMENT AND INTANGIBLE ASSETS

	Land and buildings	Machinery and equipment	Motor vehicles	Other	PPE and IA in progress	Total	Intangible assets
Book value							
At 1 January 2010	24,025	92,909	6,524	1,020	10,054	134,532	672
Additions	-	-	62	-	4,974	5,036	16
Disposals	(489)	(162)	(170)	(5)	(257)	(1,083)	(1)
Transfers	1,501	8,521	-	21	(10,043)	-	-
31 December 2010	25,037	101,268	6,416	1,036	4,728	138,485	687
Additions	25	,	51	-	10,342	10,418	79
Disposals	(70)	(269)	(23)	(14)	(187)	(563)	-
Transfers	(301)	5,692	-	66	(5,457)	-	-
31 December 2011	24,691	106,691	6,444	1,088	9,426	148,340	766
Accumulated							
depreciation/amortisation							
At 1 January 2010	4,312	28,006	2,958	562	<u> </u>	35,838	344
Depreciation/amortisation charge for the year	654	7,489	642	86	_	8,871	90
Impairment written-off	(11)	(3)		-	_	(14)	<i>)</i> 0
Depreciation/amortisation	(11)	(5)	_	_	_	(14)	_
written-off	(9)	(84)	(23)	(4)	-	(120)	(1)
31 December 2010	4,946	35,408	3,577	644		44,575	433
Depreciation/amortisation				·			
charge for the year	615	8,120	604	79	-	9,418	92
Accrued impairment	-	26	-	-	-	26	-
Impairment written-off	(3)	(19)	-	-	-	(22)	-
Depreciation/amortisation				(10)		(212)	
written-off	(22)	(157)	(23)	(10)		(212)	
<b>31 December 2011</b>	5,536	43,378	4,158	713	<u> </u>	53,785	525
Net carrying amount at							
31 December 2010	20,091	65,860	2,839	392	4,728	93,910	254
Net carrying amount at							
31 December 2011	19,155	63,313	2,286	375	9,426	94,555	241

The Company's tangible fixed assets as at 31 December 2011 include land at the amount of BGN 3,605 thousand (31 December 2010: BGN 3,605 thousand) and building of carrying amount BGN 15,550 thousand (31 December 2010: BGN 16,486 thousand).

Tangible fixed assets as at 31 December 2011 include assets of book value BGN 3,204 thousand, which have been fully depreciated but still in use in the Company's activities (31 December 2010: BGN 2,344 thousand).

There is a pledge established at 31 December 2011 as collateral for bank investment-purpose loan of carrying amount BGN 19,117 thousand used for machinery and equipment (31 December 2010: BGN 19,616 thousand).

## 13. PROPERTY, PLANT, EQUIPMENT AND INTANGIBLE ASSETS (CONTINUED)

The tangible fixed assets and the intangible assets in progress are presented under the item property, plant and equipment on the face of the statement of financial position until the time when the assets become fit for operation and then they a presented respectively as tangible or intangible assets in the statement of financial position. The fixed assets in progress as at 31 December include:

- Increasing the energy efficiency and reduction of the emission of carbon dioxide BGN 3,202 thousand (31 December 2010: none);
- Device GPP2-1X20/25MV BGN 2,208 thousand (31 December 2010: BGN 1,673 thousand);
- Automation of steam system BGN 1,012 thousand (31 December 2010: BGN 53 thousand);
- Advances to suppliers BGN 646 thousand (31 December 2010: BGN 87 thousand);
- Neutralisation unit for cake processing BGN 475 thousand (31 December 2010: none);
- SAP information system equipment BGN 472 thousand (31 December 2010: BGN 394 thousand);
- Assembly of pumps and a heater for magnesium nitrate BGN 227 thousand (31 December 2010: BGN 217 thousand);
- Sulphuric acid warehouse BGN 217 thousand (31 December 2010: none);
- System for continuous automated monitoring of emission of waste gases from the production of 43% Nitric Acid BGN 210 thousand (31 December 2010: none);
- System for emissions reduction from the production of Nitric Acid-72 BGN 155 thousand (31 December 2010: none);
- Installation for individual start-up through hydrogen charging BGN 148 thousand (31 December 2010: none);
- Heat exchanger for natural gas R-40 BGN 75 thousand (31 December 2010: BGN 131 thousand);
- Chemical sewerage on the territory of Neochim AD BGN 64 thousand (31 December 2010: none);
- Depot for hazardous and production solid waste on the territory of Neochim AD unit A BGN 61 thousand (31 December 2010: none);
- Automated feeding of anti-packing additive in workshop 158 BGN 37 thousand (31 December 2010: none);
- Distribution and transformer sub-station RTP-6 BGN 36 thousand (31 December 2010: none);
- High density polyethylene pipes for water supply from Chernogorovo dam BGN 29 thousand (31 December 2010: none);
- Steam turbine reconstruction none (31 December 2010: BGN 650 thousand);
- Production of Ammonium Nitrate 43% Nitric Acid none (31 December 2010: BGN 579 thousand);
- Assembly of pumps for 43% Nitric Acid in a workshop for the production of weak nitric acid none (31 December 2010: BGN 265 thousand);
- Assembly of a compressor none (31 December 2010: BGN 147 thousand);
- Other projects BGN 152 thousand (31 December 2010: BGN 532 thousand).

As at 31 December 2010, the Company obtained quotas for 2009 and 2010 at the total of 489 thousand tons. It emitted 312 thousand tons and has 177 thousand tons net quotas in accordance with the National Plan for allocation of quotas for emission trading in greenhouse gases.

In 2011, the Company earned revenue at the amount of BGN 4,368 thousand (see Note 4) for the sale of 140 thousand tons of emissions. At 31 December 2011, it reported excessive use of emission quotas for trade in emissions of greenhouse gases -40 thousand tons. Following the judgment of the management and based the unit prices of the exchange indexes for trade in similar emissions, the Company recognised a provision at the amount of BGN 627 thousand (see Note 25).

# 14. INVESTMENTS IN SUBSIDIARIES

Company name	Location of registration	Carrying amount	% of interest	Carrying amount	% of interest
		31.12.2011		31.12.2010	
Neochim Ltd.	Turkey	3,144	99.83	3,144	99.83
Neochim Engineering EOOD	Bulgaria	1,000	100	1,000	100
Neochim Catering EOOD	Bulgaria	5	100	5	100
Neochim Protect EOOD	Bulgaria	5	100	5	100
	_	4,154	_	4,154	

The scope of activities of the subsidiaries and the dates of their acquisition are as follows:

- Neochim Ltd., Odrin, Turkey import, export and local trade in all types of chemical fertilizers. Date of acquisition 13 August 2002.
- Neochim Engineering EOOD, Dimitrovgrad design and construction activities; production of and trading in organic and inorganic chemical products and others. Date of acquisition 27 December 2000;
- Neochim Catering EOOD, Dimitrovgrad purchase of goods and other articles for the purpose of resale either in their initial form or after processing or finishing; sale of goods manufactured by the company and others. Date of acquisition 27 December 2000;
- Neochim Protect EOOD, Dimitrovgrad safeguarding property of legal entities, buildings, premises and offices; safeguarding physical persons and their property and others. Date of acquisition 24 April 2002;

## 15. LONG-TERM RECEIVABLES FROM RELATED PARTIES

	31.12.2011	31.12.2010
Trade receivables in foreign currency	5,591	5,521
Allowance for impairment	(819)	(1,139)
	4,772	4,382

In accordance with an agreement concluded with Neochim Ltd., Turkey, on 29 December 2006 (renegotiated on 19 December 2008), trade receivables were rescheduled. The non-current and current receivables amount to BGN 5,667 thousand (31 December 2010: BGN 5,595 thousand) and are due until 30 June 2014. There is no interest to be paid on instalments. For the purpose of debt measurement, its amortised cost was determined on the basis of all future cash instalments, discounted at 7.465% - the interest rate applied on Company's borrowings.

As at 31 December, the rescheduled debt includes:

nominal amount of BGN 5,667 thousand – USD 3,749 (31 December 2010: BGN 5,595 thousand – USD 3,799 thousand), including the non-current portion of BGN 5,591 thousand – USD 3,699 thousand (31 December 2010: BGN 5,521 thousand – USD 3,749 thousand).

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011 All amounts are presented in BGN'000 unless otherwise stated

## 15. LONG-TERM RECEIVABLES FROM RELATED PARTIES (CONTINUED)

amortised cost of BGN 4,845 thousand – USD 3,205 thousand (31 December 2010: BGN 4,453 thousand – USD 3,023 thousand), including the non-current portion of BGN 4,772 thousand – USD 3,157 thousand (31 December 2010: BGN 4,382 thousand – USD 2,975 thousand).

The amount recoverable within one year of BGN 73 thousand (31 December 2010: BGN 71 thousand) is presented in the statement of financial position as current assets (Note 18).

Movement of the allowance for impairment	2011	2010
Balance at the beginning of the year	1,139	1,354
Reversal of impairment	(338)	(296)
Effect of revaluation of foreign currency positions	21	84
Transfer of impairment to current portion	(3)	(3)
Balance at the end of the year	819	1,139

## 16. DEFERRED TAX (LIABILITIES)/ASSETS

*Deferred income taxes* as at 31 December are related to the following items of the statement of financial position:

-	Temporary difference 31.12.2011	<u>Tax</u> 31.12.2011	Temporary difference 31.12.2010	<u>Tax</u> 31.12.2010
Property, plant and equipment	(12,202)	(1,220)	(3,374)	(337)
Total deferred tax liabilities	(12,202)	(1,220)	(3,374)	(337)
Accruals for retirement benefit				
obligations to personnel	990	99	904	90
Impairment of receivables	810	81	1,123	112
Impairment of inventories	690	69	583	58
Provision for emissions	627	63	-	-
Tax loss carryforward	560	56	14,187	1,419
Accruals for unused paid leaves	389	39	518	52
Provision for recultivation	339	34	332	33
Accruals for unpaid benefits to local				
physical persons	118	11	92	9
Total deferred tax assets	4,523	452	17,739	1,773
Net balance of deferred income tax (liabilities)/assets	(7,679)	(768)	14,365	1,436

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## 16. DEFERRED TAX (LIABILITIES)/ASSETS (CONTINUED)

The movements within deferred tax assets are presented below:

Deferred tax (liabilities)/ assets	Balance at 1 January 2011	Recognised in profit or loss for the year	Balance at 31 December 2011
	BGN '000	BGN '000	BGN '000
Property, plant and equipment	(337)	(883)	(1,220)
Tax loss carryforward	1,419	(1,363)	56
Impairment of receivables	112	(31)	81
Impairment of inventories	58	11	69
Accruals for unused paid leaves	52	(13)	39
Accruals for retirement benefit obligations to personnel Accruals for unpaid benefits to local	90	9	99
physical persons	9	2	11
Provision for recultivation	33	1	34
Provision for emissions		63	63
Total tax (liabilities)/ assets	1,436	2,204	(768)
Deferred tax (liabilities)/ assets	Balance at 1 January 2010	Recognised in profit or loss for the year	Balance at 31 December 2010
	BGN '000	BGN '000	BGN '000
Property, plant and equipment	(1,225)	888	(337)
Tax loss carryforward	1,234	185	1,419
Impairment of receivables	147	(35)	112
Impairment of inventories	40	18	58
Accruals for unused paid leaves	60	(8)	52
Accruals for retirement benefit obligations to personnel Accruals for unpaid benefits to local	72	18	90
physical persons	11	(2)	9
Provision for recultivation	35	(2)	33
Total tax (liabilities)/ assets	374	1,062	1,436

# **17. INVENTORIES**

	31.12.2011	31.12.2010
Materials	19,533	17,105
Finished products	10,066	2,398
Work-in-progress	2,828	3,895
Goods	107	
	32,534	23,398
Materials include:	31.12.2011	31.12.2010
Precious metals	7,175	5,645
Basic materials	2,454	2,610
Spare parts and bearings	4,268	4,116
Auxiliary materials	3,243	3,451
Catalyzers	869	66
Packaging materials	860	810
Automobile tyres	92	91
Other materials	572	316
Other materials	19,533	17,105
Basic materials	31.12.2011	31.12.2010
Dusit materials		51.12.2010
Magnesit	551	277
Monoammonium phosphate	417	16
Chemicals, catalyzers	337	333
Wires and cables	209	770
Calcinated soda	199	150
Kalium chloride	160	252
Construction materials	149	194
Electrodes	140	141
Perflow	86	102
Carbamide	70	111
Sodium hydroxide	58	60
Zeolite	29	64
Quicklime	22	30
Novoflow	-	52
Other	27	58
	2,454	2,610
Finished products	31.12.2011	31.12.2010
Ammonium Nitrate – EU Fertilizer	9,763	2,234
Sodium Nitrate – technical grade	51	40
Ammonium Hydrogencarbonate	43	25
Ureaformaldehyde Resin	30	15
Ammonia Water	21	14
Other	158	70
	10,066	2,398

This is a translation from Bulgarian of the separate financial statements of Neochim AD for year 2011. 37

## **17. INVENTORIES (CONTINUED)**

Work-in-progress	31.12.2011	31.12.2010
Ammonia	2,318	3,354
Nitric Acid	333	202
Formalin	-	61
Ferro-molybdenum catalyzer	56	56
Ammonium Nitrate	33	26
Other	88	196
Total	2,828	3,895

There are encumbrances established on inventories as at 31 December 2011 as collateral for used bank loans:

- Precious metals BGN 7,175 thousand (31 December 2010: BGN 5,645 thousand);
- Finished products (Sodium Nitrate) BGN 9,763 thousand (31 December 2010: BGN 2,234 thousand);
- Work-in-progress (ammonia) BGN 2,318 thousand (31 December 2010: BGN 3,354 thousand).

# 18. RECEIVABLES FROM RELATED PARTIES

	31.12.2011	31.12.2010
Receivables on sales in foreign currency	8,633	8,909
Receivables on sales in BGN	104	328
Total trade receivables	8,737	9,237
Rescheduled debt from a subsidiary (Note 13)	76	74
Impairment of rescheduled debt	(3)	(3)
	73	71
Receivables under loans granted in foreign currency	1,814	-
Receivables as interest and penalties under loans granted in		
foreign currency	52	-
Receivables under advances paid in BGN	25	31
	10,701	9,339

The Company has set a common credit period of up to 270 days for which no interest is charged to counterparts – related parties. Any delay beyond 365 days is regarded by the Company as an indicator for impairment. The management judges collectability by analyzing the specific receivables and circumstances related to delay and takes a decision as to whether impairment is to be charged and at what amount. The policy adopted by the Company, for setting the common credit term is related to the seasonal nature of the manufactured finished products (fertilizers intended for agriculture).

The receivables from related parties denominated in foreign currency are as follows:

- in USD: USD 6,994 thousand BGN 10,572 thousand (31 December 2010: USD 4,731 thousand BGN 6,968 thousand);
- in EUR: none (31 December 2010: EUR 1,028 thousand BGN 2,012 thousand).

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011 All amounts are presented in BGN'000 unless otherwise stated

## **18. RECEIVABLES FROM RELATED PARTIES (CONTINUED)**

The *age structure* of non-matured (regular) trade receivables from related parties is as follows:

	31.12.2011	31.12.2010
up to 30 days	1,362	3,535
from 31 to 90 days	412	-
from 91 to 270 days	5,049	2,014
	6,823	5,549

The *age structure* of past due but not impaired trade receivables from related parties is as follows:

	31.12.2011	31.12.2010
from 31 to 90 days	15	16
from 91 to 180 days	-	-
from 180 to 365 days	1,899	3,672
	1,914	3,688

# Movement of allowance for impairment:

	2011	2010
Balance at the beginning of the year	3	2
Transfer from impairment of non-current portion	3	3
Reversal of impairment	(3)	(2)
Balance at the end of the year	3	3

The terms and conditions of the short-term loans granted to related parties are as follows:

Loan	31.12.2011	31.12.2010	Agreed	Maturity	Interest rate
	BGN'000	BGN'000	amount		
1	1,814		USD 1,200	15.12.2011	8%
	1,814				

The short-term loan granted to related parties in not secured.

# 19. TRADE RECEIVABLES AND ADVANCES

	31.12.2011	31.12.2010
Receivables from local clients	618	299
Impairment of receivables from local clients	(36)	(9)
Receivables from foreign clients	4,495	39
	5,077	329
Advances granted to local suppliers	272	65
Advances granted to foreign suppliers	49	78
	5,398	472

#### NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011 All amounts are presented in BGN'000 unless otherwise stated

# **19. TRADE RECEIVABLES AND ADVANCES (CONTINUED)**

The Company has set a common credit period of up to 365 days for which no interest is charged to counterparts – related parties. Any delay after this period is regarded by the Company as an indicator for impairment. The management assesses collectability by analyzing the exposure of the client as well as the possibilities for repayment and takes a decision as to whether to charge impairment.

The policy adopted by the Company, for setting the common credit term is related to the seasonal nature of the manufactured finished products (fertilizers intended for agriculture).

The *age structure* of non-matured (regular) trade receivables amounts to BGN 4,495 thousand (31 December 2010: BGN 146 thousand) is up to 30 days.

The age structure of past due but not impaired trade receivables is as follows:

	31.12.2011	31.12.2010
up to 30 days	192	126
from 31 to 90 days	184	29
from 91 to 180 days	193	9
from 181 to 365 days	13	19
-	582	183

The *age structure* of past due impaired trade receivables is as follows:

	31.12.2011	31.12.2010
from 1 to 2 years	27	-
over 2 year	9	9
Allowance for impairment	(36)	(9)
	-	-

# Movement of allowance for impairment:

	2011	2010
Balance at the beginning of the year	9	40
Impairment amount	27	3
Amounts written-off as uncollectable	<u> </u>	(34)
Balance at the end of the year	36	9

### The *advances granted* as at 31 December are regular and are for the purchase of:

	31.12.2011	31.12.2010
Services	281	109
Materials	40	34
	321	143

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011 All amounts are presented in BGN'000 unless otherwise stated

# 20. OTHER RECEIVABLES AND PREPAYMENTS

### Other receivables and prepayments include:

	31.12.2011	31.12.2010
VAT refundable	6,769	3,396
Prepayments	408	476
Corporate tax	120	-
Receivables from workers and employees	23	24
Rentals receivable from residential apartments and garages	14	27
Deposits	10	12
Court and awarded receivables	5	6
Impairment of court receivables	(2)	(2)
Other	40	48
Impairment of other receivables	(2)	(2)
	7,385	3,985
<i>Prepayments</i> are comprised of:	31.12.2011	31.12.2010
Insurance	380	378
Prepayments for handling of ships	-	47
Subscriptions	17	16
Other	11	35
	408	476
CASH AND CASH EQUIVALENTS		
	31.12.2011	31.12.2010
Current accounts	161	2,344

Current accounts	161	2,344
Cash in hand	21	18
Restricted amounts under bank guarantees (Note 34)	2,871	-
	3,053	2,362

## 22. SHARE CAPITAL AND RESERVES

### Share capital

21.

As at 31 December 2011, the registered share capital of Neochim AD amounted to BGN 2,654 thousand, distributed in 2,654,358 ordinary, registered shares with right of vote, dividend and liquidation share with nominal value of BGN 1 per share.

*The treasury shares* are 68,394 at the amount of BGN 3,575 thousand (31 December 2010: 68,394 shares - BGN 3,575 thousand).

*Statutory reserves* are set aside from distribution of profit in accordance with the Commercial Act and the Articles of Association of the Company.

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011 All amounts are presented in BGN'000 unless otherwise stated

# 23. LONG-TERM BANK LOANS

	31.12.2011	31.12.2010
Non-current payables under bank loans		
Bank loans	1,236	2,480
Deferred charges for loan management and administration	(11)	(8)
	1,225	2,472
Current portion of long-term bank loans		
Bank loans	1,985	4,272
Deferred charges for loan management and administration	(9)	(28)
	1,976	4,244
Total payables under interest-bearing loans	3,201	6,716

The terms and conditions of the authorised loans are as follows:

Loan	31.12.2011	31.12.2010	Agreed	Maturity	Interest rate
	BGN'000	BGN'000	amount in		
			foreign currency		
					1M EURIBOR plus
1	1,351	2,247	EUR 2,000 thousand	16.06.2013	3 points p.a.
					1M EURIBOR plus
2	799	3,982	EUR 5,500 thousand	20.03.2012	3 points p.a.
					3 M EURIBOR plus
3	725	-	EUR 376 thousand	20.04.2016	5 points p.a.
					3 M EURIBOR plus
4	286	427	EUR 220 thousand	20.08.2013	4 points p.a.
					3 M EURIBOR plus
5	40	60	EUR 31 thousand	20.08.2013	4 points p.a.
	3,201	6,716			

The funds were granted for the purpose of renewal and reconstruction of production facilities for Ammonium Nitrate, Ammonia and projects related to energy efficiency in the Company.

The long-term and short-term loans (Note 28) are secured with the following assets, owned by the Company:

- equipment of carrying amount BGN 19,117 thousand at 31 December 2011 (31 December 2010: BGN 19,616 thousand) (Note 13).
- precious metals of book value of BGN 7,175 thousand at 31 December 2011 (31 December 2010: BGN 5,645 thousand) (Notes 17 and 28).
- finished products Ammonium Nitrate with book value of BGN 9,763 thousand at 31 December 2011 (31 December 2010: BGN 2,234 thousand) (Notes 17 and 28).
- work-in-progress Ammonia with book value of BGN 2,318 thousand at 31 December 2011 (31 December 2010: BGN 3,354 thousand) (Notes 17 and 28).
- proceeds from future receivables under concluded sales contracts at the amount of USD 39,260 thousand (31 December 2011: BGN 39,260 thousand) (Note 28).

# 24. PAYABLES TO SUPPLIERS

	31.12.2011	31.12.2010
Bulgargaz EAD	2,203	4,403
Finance lease liabilities	179	395
	2,382	4,798

# Payables to Bulgargas EAD

An Annex (dated 7 May 2007) to the initial agreement with Bulgargas EAD was signed whereby an arrangement was achieved for rescheduling of the debt as follows:

- final term under initial agreement 31 December 2011
- final term under Annex of 7 May 2007 31 December 2013
- agreed interest for the rescheduled payments at the amount of the BIR plus 4 points annual interest. Interest payments shall be due after 2012.

The total obligation amounts to BGN 4,403 thousand (31 December 2010: BGN 6,503 thousand)

As at 31 December 2011, the liability is presented in the statement of financial position as follows:

- BGN 2,203 thousand non-current liability distributed in monthly instalments as per repayment schedule from 1 January 2013 to 31 December 2013 (31 December 2010: BGN 4,403 thousand).
- BGN 2,200 thousand payable until 31 December 2012 (the amount is presented as a current payable to suppliers (31 December 2010: BGN 2,100 thousand) (Note 30).

In case that any instalment of Neochim AD under the repayment schedule is past due by more than 5 days Bulgargas EAD may cease the supply of natural gas while if any instalment under the repayment schedule is past due by more than 30 days, the remaining amount of the rescheduled liability becomes eligible for immediate payment.

# Finance lease liabilities

The finance lease liabilities, included in the statement of financial position as at 31 December 2011, are under agreements for acquisition of motor vehicles. They are presented net of the interest due and are as follows:

Term	31.12.2011	31.12.2010
Up to one year	215	287
Over one year	179	395
	394	682

The minimum lease payments under finance lease are due as follows:

Term	31.12.2011	31.12.2010
Up to one year	234	323
Over one year	185	420
	419	743
Future finance costs under finance leases	(25)	(61)
Present value of finance lease liabilities	394	682

# 24. PAYABLES TO SUPPLIERS (CONTINUED)

Payments under finance lease agreements for the acquisition of automobiles due after 31 December 2012 are presented as non-current finance lease liabilities. Accordingly, the lease payments due in the following 12 months are presented in the statement of financial position under other current liabilities as current portion of finance lease liabilities (Note 33).

# 25. LONG-TERM PROVISIONS

The long-term provisions include:

- Amounts accrued for closing-down of production waste repositories used by the Company in prior periods and for recultivation of the terrains. The final term for performing the major recultivation procedures is year 2012 with continuing monitoring until year 2040. The total amount of the provision, determined on the basis of expert assessment of the expected expenses on the execution of the obligation is BGN 403 thousand (31 December 2010: BGN 457 thousand) while the amortised value at which it is presented in the statement of financial position is BGN 338 thousand (31 December 2010: BGN 331 thousand), including a non-current portion of BGN 37 thousand (31 December 2010: BGN 88 thousand). The amortised value has been calculated on the basis of the present value of all future cash payments discounted with interest of 6.142%. The payments due for a period of up to one year amount to BGN 301 thousand (31 December 2010: BGN 243 thousand) are presented in the statement of financial position as other current liabilities (Note 33).
- Accrued amounts in relation with an obligation under a contract for supply of catalyser representing payments per ton of manufactured 100% Nitric Acid at the amount of BGN 18 thousand, calculated in the course of the guarantee period, and expenses related to the reduction of emissions above the guaranteed level at the amount of BGN 33 thousand.
- At 31 December 2011, the Company reported excessive use of emission quotas for trade in emissions of greenhouse gases 40 thousand tons. Following the judgment of the management and the unit prices of the exchange indexes for trade in similar emissions, the recognised provision amounts to BGN 627 thousand.

	31.12.2011	31.12.2010
Up to 1 year (current portion)	301	243
Over 1 year (non-current portion)	716	88
	1,017	331

# 26. RETIREMENT BENEFIT OBLIGATIONS

The retirement benefit obligations include the present value of the Company's liability as at 31 December 2010 to pay indemnities to its employees upon coming of age for retirement. According to the provisions of the Labor Code and the Collective Labour Agreement of the Company, the employer is to pay an indemnity to its workers and employees upon retirement at the amount of two to six gross monthly salaries depending on the length of service with the Company.

For the purpose of establishing the amount of the long-term payables to personnel, the Company has assigned an actuarial valuation by using the services of a certified actuary.

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# 26. RETIREMENT BENEFIT OBLIGATIONS (CONTINUED)

The obligation is formed as follows:

_	31.12.2011	31.12.2010
Present value of the obligations at 1 January	1,320	1,163
Unrecognised actuarial loss at 1 January	(416)	(445)
Liability recognised in the statement of financial position		
at 1 January	904	718
Expense recognised in the statement of comprehensive income for the period (Note 7)	281	293
Payments for the period	(195)	(107)
Present value of the obligations at 31 December	1,069	1,320
Unrecognised actuarial loss at 31 December	(79)	(416)
Liability recognised in the statement of financial position		
at 31 December	<b>990</b>	904
The change in the present value of the liability is as follows:	31.12.2011	31.12.2010
Present value of the obligations at 1 January	1,320	1,163
Interest expense for the period	79	78
Current service costs for the period	174	171
Payments for the period	(195)	(107)
Past service costs	33	66
Actuarial (gain)/loss for the period	(342)	(51)
Present value of the obligation at 31 December	1,069	1,320

The cumulative effect of the difference between the actual experience in 2011, the assumptions made in the previous assessment and the change in the actuarial assumptions, is an increase in the present value of the liability and a decrease in the unrecognised actuarial loss as at 31 December 2011.

The following actuarial assumptions are used in calculating the present value of the liability as at 31 December 2011:

- mortality rate in accordance with the table issued by the National Statistics Institute for the total mortality rate of the population in Bulgaria for the period 2008 2010.
- staff turnover rate from 0% to 23 % for the five age groups formed with the Company.
- discount factor the rated applied is based on the effective annual interest rate i = 5.7 % (2010: i = 6.5 %). It is grounded on the market yield on the long-term government securities (of 10-year maturity). Considering that the average term to pensioning is longer than 10 years, the effective annual interest rate used as discount rate has been established through extrapolation.

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011 All amounts are presented in BGN'000 unless otherwise stated

# 26. RETIREMENT BENEFIT OBLIGATIONS (CONTINUED)

- the assumption for the future level of working salaries is based on the information provided by the Company's management and amounts by year as follows:
  - for 2012 growth of 5% against the level in 2011;
  - for 2013 growth of 5% against the level in 2012;
  - for 2014 growth of 5% against the level in 2013;
  - for 2015 growth of 5% against the level in 2014;
  - for 2016 and for each subsequent year growth of 5% against the prior year level.

The assumption in the previous year was as follows:

- for 2011 growth of 10% against the level in 2010;
- for 2012 growth of 2% against the level in 2011;
- for 2013 growth of 5% against the level in 2012;
- for 2014 growth of 10% against the level in 2013;
- for 2015 and for each subsequent year growth of 10% against the prior year level.

# 27. LONG-TERM FINANCING

*Long-term financing* include the value of subsidy received in 2009 for funding the project for construction of a turbo-generator station. The funds are granted by the European Bank of Reconstruction and Development in relation with the Framework Agreement for energy efficiency and recoverable energy resources.

The amount of the subsidy is BGN 293 thousand, of them recognised income from financing until 31 December 2011 - BGN 79 thousand and financing that will be recognised in subsequent reporting periods – BGN 214 thousand.

	31.12.2011	31.12.2010
Up to 1 year (current portion)	20	21
Over 1 year (non-current portion)	194	214
	214	235

The current portion of the financing will be recognised as current income over the following 12 months from the date of the statement of financial position and presented in Other current liabilities (Note 33).

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011 All amounts are presented in BGN'000 unless otherwise stated

# 28. SHORT-TERM BANK LOANS

	31.12.2011	31.12.2010
Bank loans	14,791	8,507
Deferred charges for loan management and administration	(19)	(18)
	14,772	8,489

The terms and conditions of the authorised loan are as follows:

Loan	31.12.2011	31.12.2010	Agreed	Maturity	Interest rate
	BGN'000	BGN'000	<i>amount</i> Up to BGN		1-month SOFIBOR plus
1	14,772	8,489	15,000 thousand	25.03.2012	4.2 points p.a.
	14,772	8,489	-		

The collateral provided for the loans is disclosed in Note 23.

# 29. PAYABLES TO RELATED PARTIES

	31.12.2011	31.12.2010
Advances received for sale of finished products	10,645	19,564
Loans received	3,145	-
Payables for supplied materials, fuel and services	371	724
Deposits received	45	44
Interest on loans received	13_	
	14,219	20,332

The loan received is from a shareholding company and is a revolving one with agreed amount of up to BGN 10,000 thousand, interest 6% and final term for repayment – up to 31 December 2012 (Note 36).

# **30. TRADE PAYABLES**

	31.12.2011	31.12.2010
Local suppliers	6,457	3,143
Current portion of payables to Bulgargas EAD	2,200	2,100
Foreign suppliers	988	543
Advances from customers in foreign currency	329	537
Advances from customers in BGN	16	20
	9,990	6,343

# **30. TRADE PAYABLES (CONTINUED)**

The payables to local suppliers include an amount due to Bulgargas EAD under current supplies of natural gas amounting to BGN 4,014 thousand (31 December 2010: BGN 1,338 thousand). The current portion of the payables to Bulgargas EAD includes the amounts due by the end of the following 12 months as instalments under the rescheduled debt as per an agreement and the annex thereto dated 7 May 2007 (Note 24). In accordance with the terms and conditions for the supply of natural gas the Company should pay the current supplies in advance as per the submitted order and additional payment within 10 days. After this date, Bulgargas EAD charges the statutory interest.

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The Company has no payables that are past due as at 31 December.

# 31. PAYABLES TO PERSONNEL AND FOR SOCIAL SECURITY

	31.12.2011	31.12.2010
Payables to personnel, including:	1,086	1,170
Current payables for December	764	738
Accruals for unused paid leaves	322	432
Payables for social security, including:	603	478
Current payables for December	536	392
Accruals for unused paid leaves	67	86
	1,689	1,648
TAX PAYABLES		
	31.12.2011	31.12.2010
Tax payables under Personal Income Taxation Act	218	112
Other	6	5
	224	117

The tax payables are regularly settled.

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By the date of issue of these financial statements the following inspections and audits have been performed:

- under VATA until 31 January 2008;
- full scope tax audit until 31 December 2006;
- National Social Security Institute until 31 March 2009.

# **33. OTHER CURRENT LIABILITIES**

Other current liabilities include:	31.12.2011	31.12.2010
Current portion of provisions (Note 25)	301	243
Current portion of finance lease liabilities	215	287
Deductions from work salaries	161	172
Deposits from clients	158	206
Guarantees received	129	83
Water usage charge	46	31
Dividend payable	39	73
Financing	20	21
Other liabilities	75	67
	1,144	1,183

The received deposits from clients are mainly for packaging.

# 34. CONTINGENT LIABILITIES AND COMMITMENTS

### Significant irrevocable agreements and commitments

In 2011, the Company received reports for energy efficiency investigation. As at 31 December 2011 the process was finalised. According to the issued documents, the Company should perform measures to increase the energy efficiency, the total investment being estimated to BGN 469 thousand. In 2011, the Company started activities for the execution of the necessary investments.

### Blocked amounts for bank guarantees

The Company has blocked amounts for bank guarantees at the amount of BGN 2,871 thousand, which have been issued for securing the value of a claim from EPET EOOD, Odrin, for damaged caused by the subsidiary company – Neochim Ltd., Turkey.

### **Issued guarantees**

The Company is a co-debtor with its subsidiary Neochim Engineering EOOD under a contract for a multi-purpose revolving credit line at the amount of BGN 250 thousand concluded with UniCredit Bulbank AD. Ultimate repayment term -17 October 2013. Balance of the debt of Neochim Engineering EOOD as at 31 December 2011: BGN 245 thousand.

### 35. FINANCIAL RISK MANAGEMENT

### **Categories of financial instruments:**

Financial assets	31.12.2011	31.12.2010
Cash and cash equivalents	3,053	2,362
Loans and receivables, including:	20,615	14,134
Trade receivables from related parties (Notes 15 and 18)	15,448	13,690
Trade and other receivables (Notes 19 and 20)	5,167	444
Available-for-sale investments	5	5
	23,673	16,501

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011 All amounts are presented in BGN'000 unless otherwise stated

# 35. FINANCIAL RISK MANAGEMENT (CONTINUED)

Financial liabilities	31.12.2011	31.12.2010
Financial liabilities at amortised cost, including:	35,414	27,807
Short-term and long-term loans (Notes 23, 28 and 29)	21,131	15,205
Trade and other payables (Notes 24, 25, 29, 30 and 33)	14,283	12,602

In the ordinary course of business, the Company can be exposed to a variety of financial risks the most important of which are market risk (including currency risk, risk of a change in the fair value and price risk), credit risk, liquidity risk and risk of interest-bearing cash flows. The general risk management is focused on the difficulty to forecast the financial markets and to achieve minimizing the potential negative effects that could affect the financial results and position of the Company. The financial risks are currently identified, measured and monitored through various control mechanisms in order to establish adequate prices for the Company's products and the borrowed thereby capital, as well as to assess adequately the market circumstance of its investments and the forms for maintenance of free liquid funds through preventing undue risk concentrations.

Risk management in the Company is currently performed by the management.

#### Market risk

#### Currency risk

The Company usually performs its activities with an active exchange with foreign suppliers and clients. The Company is exposed to currency risk mainly in respect of USD. Approximately 65% of Company's financial assets are formed from receivables related to export of finished products contracted as payable in USD. The currency risk is related with the adverse floating of the exchange rate of USD against BGN in future business transactions as to the recognised assets and liabilities denominated in foreign currency and as to the net investments in foreign companies.

Foreign currency structure analysis

31 December 2011	in EUR	in USD	in BGN	Total
	BGN'000	BGN'000	BGN'000	BGN'000
Financial assets				
Cash and cash equivalents	2,910	19	124	3,053
Loans and receivables	4,503	15,344	768	20,615
Available-for-sale investments	-	-	5	5
	7,413	15,363	897	23,673
Financial liabilities				
Financial liabilities at amortised cost	4,189		31,225	35,414

# 35. FINANCIAL RISK MANAGEMENT (CONTINUED)

### *Currency risk (continued)*

31 December 2010	in EUR	in USD	in BGN	Total
	<b>BGN'000</b>	BGN'000	BGN'000	BGN'000
Financial assets				
Cash and cash equivalents	558	1,763	41	2,362
Loans and receivables	2,070	11,350	714	14,134
Available-for-sale investments	-	-	5	5
	2,628	13,113	760	16,501
Financial liabilities				
Financial liabilities at amortised cost	7,594	16	20,197	27,807

### Foreign currency sensitivity analysis

The major foreign currency exposure of the Company is to USD. The effect of Company's sensitivity to 10% increase/decrease in current exchange rates of BGN to USD, based on the foreign currency assets and liabilities at 31 December and on the assumption that the influence of all other variables is ignored, has been measured and presented as impact on the post-tax financial result and on the equity.

In case of 10% increase in the rate of USD to BGN, the final effect on post-tax profit of the Company would be an increase by BGN 1,382 thousand (2010: BGN 1,179 thousand) mostly attributable to the receivables from clients denominated in foreign currency. Respectively, the impact on equity would be the same.

On 10% decrease in the exchange rate of USD to BGN, the final impact on the post-tax profit of the Company would be equal and reciprocal of the stated above.

The management believes that the presented above sensitivity analysis based on the balance sheet structure of foreign currency assets and liabilities is representative for the currency sensitivity of the Company for the respective period (reporting year).

### Price risk

The Company is exposed to a price risk of adverse changes in the price of the main raw material used in its production process – the natural gas, as far as this price is negotiated at government level.

The Company is not exposed to a significant price risk of adverse changes in the prices of other raw materials and other materials, because under the contractual relations with suppliers they are periodically analyzed and discussed for revision and update in accordance with the market changes.

The process of getting out of the economic crisis contributed to exhilaration both in the internal and international markets. This reduced the price risk of the finished products sold by the Company and most of all of the major product – Ammonium Nitrate.

The Company applies also a strategy for optimisation of production costs, flexible marketing and price policies.

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011 All amounts are presented in BGN'000 unless otherwise stated

# 35. FINANCIAL RISK MANAGEMENT (CONTINUED)

### Credit risk

The main financial assets of the Company are cash in hand and at bank accounts, trade and other receivables.

Credit risk is mainly the risk that any of the Company's clients (and other counterparts) will fail to discharge in full and within the normally envisaged terms the amounts due under trade and other receivables. The latter are presented in the statement of financial position at net value after deducting the impairment related to doubtful and bad debts. Such impairment is made where and when events have existed identifying loss due to uncollectability as per previous experience.

Collectability and concentration of receivables are strictly monitored on an ongoing basis by the Trade Department in accordance with the credit policy adopted by the Company. For this purpose, the open exposures by client, the observance of contractual payment terms, and the proceeds received are subject to review on daily basis. In addition, receivables that have not been paid within the set terms are also followed.

The Company performs the main part of its sales to four major distributors, including:

- For the domestic market the main distributor for the Company is Evro Fert AD and the common practice is to negotiate 100% advance payment of the transaction amount;
- Company's export in 2011 was performed by three main distributors: Distributor 1 16%, Distributor 2 44% and Distributor 3 8%.

The Company's management currently monitors and analyzes the trade practices established with the main distributors and clients. On the basis of experience, the sales to Neochim Ltd., Turkey, have been regarded as bearing higher risk due to the economic environment in this country and therefore, these receivables are subject to specific current consideration and assessment. The management judges as concentration of credit risk the receivables from Neochim Ltd., Turkey (72% of sales receivables), including current receivables on sales – BGN 8,633 thousand, rescheduled debt – BGN 4,845 thousand and a short-term loan granted – BGN 1,814 thousand.

Cash transactions are limited to reputable banks with high credit rating and liquid stability. The nature of Company's operations does not presume the existence of free funds of significant amount. In addition, the credit exposure with banks is currently monitored and analyzed for the purpose of efficient use of funds.

# Liquidity risk

Liquidity risk is the adverse situation when the Company encounters difficulty in meeting unconditionally its obligations within their maturity. The liquidity management policy of the Company's is conservative maintaining a constant optimal liquid reserve of cash and a capability for funding its business activities, including by securing and maintenance of adequate credit resources and facilities, continuous control monitoring of the actual and forecasted cash flows by periods ahead and matching maturity profiles of assets and liabilities.

One of the main resources for funding the Company's operations is the use of borrowings – bank loans.

#### NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011 All amounts are presented in BGN'000 unless otherwise stated

# 35. FINANCIAL RISK MANAGEMENT (CONTINUED)

#### Maturity analysis

The table below presents the financial non-derivative assets and liabilities of the Company at the statement of financial position date, grouped by remaining term to maturity, determined against the contractual maturity and cash flows. The table is prepared on the basis of undiscounted cash flows and the earliest date on which the receivable and respectively, the payable becomes due for payment. The amounts include principal and interest.

31 December 2011	up to 1 month	1-3 months	3-6 months	6-12 months	1 -2 years	2 -5 years	over 5 years	Total
<i>Financial assets</i> Cash and cash equivalents Loans and receivables Available-for-sale	182 8,567	4,517	- 1,096	2,871 1,659	2,029	3,569	- -	3,053 21,437
investments	-		-			-	5	5
	8,749	4,517	1,096	4,530	2,029	3,569	5	24,495
<i>Financial liabilities</i> Financial liabilities at								
amortised cost	10,569	17,291	750	2,938	3,932	507	30	36,017
31 December 2010	up to 1 month	1-3 months	3-6 months	6-12 months	1 -2 years	2 -5 years	over 5 years	Total
<i>Financial assets</i> Cash and cash								
equivalents Loans and receivables Available-for-sale	2,362 8,497	46	-	1,202	2,055	3,476	-	2,362 15,276
investments	-	-	-	-	-	-	5	5
	10,859	46	-	1,202	2,055	3,476	5	17,643
<i>Financial liabilities</i> Financial liabilities at								
amortised cost	9,728	5,089	2,094	3,771	4,533	3,030	88	28,333

### Risk of interest-bearing cash flows

In general, the Company does not have a significant portion of interest-bearing assets except for cash equivalents. Since it does not maintain significant amounts of free cash, its income and operating cash flows are largely independent from the changes in market interest rates.

The Company is exposed to interest risk because of its long-term and short-term loans. They are usually with a floating interest rate, which makes its cash flows dependent on the interest rate risk.

When concluding bank loan contracts, the Company manages cash flow risk of interest rate levels by trying to negotiate interest rates through choosing from the most favourable conditions offered on the banking market.

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011 All amounts are presented in BGN'000 unless otherwise stated

# 35. FINANCIAL RISK MANAGEMENT (CONTINUED)

# Interest analysis

31 December 2011	Interest- free	With floating interest %	With fixed interest %	Total
Financial assets				
Cash and cash equivalents	21	3,032	-	3,053
Loans and receivables	18,743	6	1,866	20,615
Available-for-sale investments	5	-	-	5
	18,769	3,038	1,866	23,673
<i>Financial liabilities</i> Financial liabilities at amortised cost	9,486	22,770	3,158	35,414

31 December 2010	Interest- free	With floating interest %	With fixed interest %	Total
Financial assets				
Cash and cash equivalents	18	2,344	-	2,362
Loans and receivables	14,057	6	71	14,134
Available-for-sale investments	5	-	-	5
	14,080	2,350	71	16,501
<i>Financial liabilities</i> Financial liabilities at amortised cost	7,517	20,290	<u> </u>	27,807

The Company's management currently monitors and analyzes its exposure to changes in interest rates. Various scenarios are simulated taking into consideration refinancing, renewal of existing positions, alternative financing. Based on these scenarios, the Company calculates the impact of a defined interest rate shift, expressed in points, on the financial result and equity.

The table below demonstrates the Company's sensitivity to possible increase in interest rates by 0.5% based on the structure of assets and liabilities as at 31 December and with the assumption that the influence of all other variables is ignored. The effect is measured and presented as impact on the financial result after taxes and on equity.

# 35. FINANCIAL RISK MANAGEMENT (CONTINUED)

#### Interest analysis (continued)

31 December 2011	With floating interest %	Interest rate increase	Impact on post-tax financial result	Impact on equity
Financial assets BGN	6	0.5	0.03	0.03
<i>Financial liabilities</i> EUR BGN	3,201 19,569 22,770	0.5 0.5	(14) (88) (102)	(14) (88) (102)
31 December 2010	With floating interest %	Interest rate increase	Impact on post-tax financial result	Impact on equity
Financial assets BGN	6	0.5	0.03	0.03
<i>Financial liabilities</i> EUR BGN	6,716 13,574	0.5 0.5	(30) (61)	(30) (61)

On interest rate decrease by 0.5%, the final impact on Company's post-tax profit would be equal and reciprocal to the stated above. The above table does not include cash and cash equivalents for which the effect of increase or decrease in the floating interest rate would be insignificant.

### Capital risk management

The capital management objectives of the Company are to build and maintain capabilities to continue its operation as a going concern and to provide return on the investments of shareholders and economic benefits to other stakeholders and participants in its business as well as to maintain an optimal capital structure to reduce the cost of capital.

The Company currently monitors the availability and structure of capital based on the gearing ratio as presented in the table below as at 31 December:

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011 All amounts are presented in BGN'000 unless otherwise stated

# 35. FINANCIAL RISK MANAGEMENT (CONTINUED)

	2011	2010
Total borrowings, including:	25,928	22,390
Loans from banks and third parties	21,131	15,205
Finance lease liabilities	394	682
Payables to Bulgargas (Notes 24 and 30)	4,403	6,503
Less: cash and cash equivalents	182	2,362
Net debt	25,746	20,028
Total equity	112,511	92,867
Total capital	138,257	112,895
Gearing ratio	18.62%	17.74%

### Fair values

Fair value is generally the amount for which an asset could be exchanged, or a liability settled in an arm's length transaction between independent, willing and knowledgeable parties.

The financial assets, owned by the Company, represent mainly trade receivables and cash available at current bank accounts and therefore, it has been accepted that their carrying amount is almost equal to their fair value. The financial liabilities, owned by the Company, represent mainly loans with floating interest and trade payables and therefore, it has been accepted that their carrying amount is almost equal to their fair value.

An exception to this are the investments in subsidiaries for which at present neither market is available nor objective conditions to determine reliably their fair value and therefore, they are presented in the annual financial statements at acquisition cost.

# 36. RELATED PARTY TRANSACTIONS

The Company's related parties are as follows:

Related parties	Relation type
Shareholders:	
Ecotech OOD	Main shareholder (24.37 %)
Evro Fert AD	Main shareholder (24.03 %)
Karifert International Offshore S.A.L., Lebanon	Main shareholder (17.16%)
Subsidiaries:	
Neochim Catering EOOD	100% owned by the Company
Neochim Engineering EOOD	100% owned by the Company
Neochim Protect EOOD	100% owned by the Company
Neochim Ltd., Turkey	99.83 % owned by the Company

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011 All amounts are presented in BGN'000 unless otherwise stated

# **36. RELATED PARTY TRANSACTIONS (CONTINUED)**

Companies owned by main shareholders and companies in which individuals who exercise control over Neochim AD directly or indirectly hold a significant share (other related parties) are as follows:

Bettran AD	Silico-07 OOD
Zemia OOD	Chimoil Trade OOD
AGRO DT OOD	Omega Finance OOD
Consilium EOOD	Bulchimtrade OOD
Shipicom OOD	Orgachim Trading 2008 OOD
Carimex Europe – Ship Agency OOD	Medical Centre – Health Medica OOD
Carimex Chemicals SAL	Rubber Trade OOD
Carimex Chemicals Cyprus	Fertilisers Trade OOD
BCS EOOD	Chimceltex OOD
Inofert 2001 OOD	Chimtrans OOD
Zemia Dobrich EOOD	Dialisa Bulgaria OOD
IT Systems Consult EOOD	BKS Dimitrovgrad Consortium AD
Terachim-Dimitrovgrad EOOD	Neo Kiten EOOD
Neo Titan EOOD	Association FC Dimitrovgrad 1947
MD Invest EOOD	DGT Consult OOD
Neoplod EOOD	Lotos OOD
Fertexpo International Offshore Lebanon	RECAP OOD

Supplies from related parties	2011	2010
Materials		
Subsidiaries	1,007	904
Other related parties	2,164	315
Main shareholder	737	625
	3,908	1,844
Services		
Subsidiaries	2,373	2,359
Other related parties	667	2,188
Main shareholder	259	254
	3,299	4,801
Goods		
Main shareholder	44	23
PPE		
Subsidiaries	112	346
Main shareholder	51	-
Other related parties	4	-
	167	346
Total	7,418	7,014

This is a translation from Bulgarian of the separate financial statements of Neochim AD for year 2011. 57

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011 All amounts are presented in BGN'000 unless otherwise stated

# 36. RELATED PARTY TRANSACTIONS (CONTINUED)

Sales to related parties	2011	2010
Finished products		
Main shareholder	148,417	79,245
Other related parties	74,769	44,508
Subsidiaries	10,726	12,593
	233,912	136,346
Payments for rights over trademarks and royalties		,
Main shareholder	1,685	1,177
Services		
Subsidiaries	305	339
Main shareholder	176	154
Other related parties	22	18
	503	511
Goods		
Subsidiaries	18	2
PPE		
Main shareholder	4	456
Other		
Subsidiaries	34	69
Main shareholder	20	19
Other related parties	4	7
	58	95
Total	236,180	138,587

The Company received royalties at the amount of BGN 1,605 thousand (2010: BGN 1,057 thousand) (Note 3). By virtue of a Contract of 4 June 2001 and an Annex thereto of 29 May 2006, Neochim AD has granted to Evro Fert AD the exclusive right of use of the trademark Neofert (Reg. No. 33171, date of registration 8 May 1998) for a period ending on 31 August 2011. The revenue earned on this right for year 2011 amount to BGN 80 thousand (2010: BGN 120 thousand) and are presented as 'other operating income' (Note 4).

On 31 August 2011 the contract was terminated. A contract for the distribution of Ammonium Nitrate – fertilizer quality is in force as from 1 September 2011.

The terms and conditions of these transactions do not deviate from the market ones for similar transactions.

Loan agreement was concluded with Evro Fert AD under the following terms and conditions:

Purpose of the loan:	For working capital
Contracted amount:	BGN 10,000 thousand
Maturity:	31 December 2012
Contracted interest rate:	6%
Collateral:	Promissory note
Balance at 31 December 2011:	BGN 3,145 thousand (31 December 2010: none)

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011 All amounts are presented in BGN'000 unless otherwise stated

# 36. RELATED PARTY TRANSACTIONS (CONTINUED)

In 2011 the Company used BGN 51,117 thousand (2010: BGN 17,470 thousand) and respectively, repaid amounts under loans for working capital from Evro Fert AD at the amount of BGN 47,971 thousand (2010: BGN 22,470 thousand) and interest was charged at the amount of BGN 207 thousand (2010: BGN 513 thousand). The Company issued a promissory note at the amount of BGN 10,000 thousand as loan collateral.

Short-term receivables from related parties as at 31 December are as follows:

	31.12.2011	31.12.2010
Receivables on sales in BGN		
Main shareholder	81	305
Subsidiaries	22	22
Other related parties	1	1
	104	328
Receivables on sales in foreign currency		
Subsidiaries	8,706	7,012
Including book value	8,709	7,015
accrued impairment	(3)	(3)
Other related parties		1,968
	8,706	8,980
Receivables under advances paid in BGN		
Subsidiaries	2	7
Other related parties	23	24
	25	31
Receivables under loans granted in foreign currency		
Subsidiaries	1,814	-
Receivables as interest and penalties under loans granted in foreign currency		
Subsidiaries	52	-
Total	10,701	9,339
Long-term receivables from related parties as at 31 December are as fol	llows:	

	31.12.2011	31.12.2010
Receivables on sales in foreign currency		
Subsidiaries	4,772	4,382
Including book value	5,591	5,521
accrued impairment	(819)	(1,139)

# 36. RELATED PARTY TRANSACTIONS (CONTINUED)

Payables to related parties as at 31 December are as follows:

	31.12.2011	31.12.2010
Advances received for sale of finished products		
Main shareholder	10,645	19,564
Loans		
Main shareholder	3,145	
Interest		
Main shareholder	13	
Payables for supplied materials, fuel and services		
Other related parties	45	386
Subsidiaries	277	300
Main shareholder	49	38
	371	724
Deposits		
Subsidiaries	25	26
Other related parties	19	18
Main shareholder	1	
	45	44
Total	14,219	20,332

### Remuneration of key managing personnel:

The members of the Company's key managing personnel are disclosed in Note 1.

	2011	2010
Salaries and other short-term benefits	1,044	859

# 37. EVENTS AFTER THE REPORTING PERIOD

On 16 February 2012, an agreement was signed with Bulgargas EAD whereby an arrangement was achieved for rescheduling of the debt as follows:

- final term under the initial agreement 31 December 2011
- final term under an annex of 7 May 2007 31 December 2013
- final term under the agreement of 16 February 2012 31 December 2015
- agreed interest for the rescheduled payments at the amount of the BIR plus a margin of 4.5 points annual interest. Interest payments shall be due after 1 January 2012.

In case of a default of any of the due instalments under the repayment schedule within the set term, the interest shall amount to the BIR plus 10 points on the respective sum until the date of its final payment.

At the date when the financial statements were approved for issue, the Company paid within the set terms the monthly instalments for January and February 2012, amounting to BGN 300 thousand and interest of BGN 32 thousand, due under the agreement for deferred payment of a liability to Bulgargas EAD (Note 24).

At the date of approval of the separate financial statements, part of Company's restricted funds (see Note 21) at the amount of BGN 2,510 thousand were released.