

AB Agrowill group

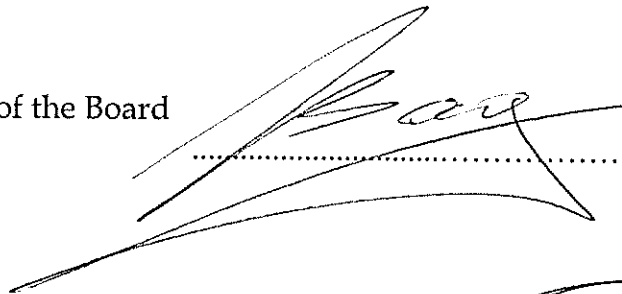
2013 02 28

## CONFIRMATION OF RESPONSIBLE PERSONS

Following the law on Securities of the Republic of Lithuania and the Rules for the Drawing up and the Submission of the Periodic and the Additional Information approved by the Lithuanian Securities Commission, hereby confirm that, to the best of our knowledge, the attached unaudited interim consolidated financial statements of Agrowill Group AB for the twelve month period ended 31 December 2012, prepared in accordance with International Financial Reporting Standards, give a true and fair view of the assets, liabilities, financial position and profit or loss and cash flow of consolidated Agrowill Group AB. The consolidated financial statements provide a true and fair overview of Agrowill Group AB business development and operations.

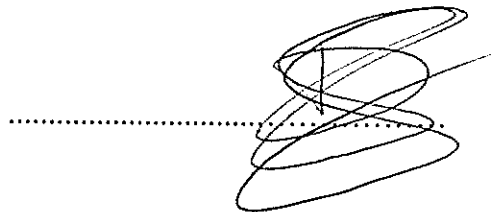
ENCLOSURE: unaudited interim consolidated financial statements of Agrowill Group AB for the twelve month period ended 31 December 2012.

Chairman of the Board

A large, stylized handwritten signature in black ink, consisting of several sweeping, overlapping strokes.

Vladas Bagavičius

Chief Financial Officer

A handwritten signature in black ink, featuring a circular, scribbled pattern with a vertical line through the center.

Domantas Savičius

**AGROWILL GROUP AB**

*Consolidated Unaudited Interim Results and  
Consolidated Financial Information  
for 12 months ended 31 December 2012*

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**INTERIM REPORT**

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

**I. GENERAL PROVISIONS**

**Accounting period covered by the Report**

The report covers 12 month period ended 31 December 2012.

**Key data on the issuer**

Name of the company: Agrowill Group AB (hereinafter – AWG or the Company)  
Share capital: LTL 84,820,986  
Address of headquarters: Smolensko g. 10, LT-03201 Vilnius, Lietuva  
Telephone: (8~5) 233 53 40  
Fax: (8~5) 233 53 45  
E-mail address: [info@agrowill.lt](mailto:info@agrowill.lt)  
Website: [www.agrowill.lt](http://www.agrowill.lt)  
Legal-organizational form: Legal body, joint stock company  
Place and date of registration: 25 June 2003, Vilnius  
Register code: 1262 64360  
Register number: AB2003-926  
Registrant of the Register of legal bodies: State Enterprise Centre of registers

As at 31 December 2012 the Group was comprised of the Company and it's subsidiaries:

<b>Name</b>	<b>Legal form</b>	<b>Date and place of registration</b>	<b>Company code</b>	<b>Address</b>	<b>Phone, fax and email</b>
UAB AVG Investment	Joint stock company	2005-02-10, State Registrar	300087691	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB AWG Investment 1	Joint stock company	2008-06-18, State Registrar	301745765	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB AWG Investment 2	Joint stock company	2008-07-24, State Register	301807590	Smolensko str. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrowill Trade	Joint stock company	2008-07-24, State Register	301807601	Smolensko str. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
BUAB Abagrain	Joint stock company	2007-04-26, State Register	300713565	Adutiškio str. 3-3	(8~5) 203 26 86; fax: (8~5) 203 26 87, el.p. info@abagrain.lt
UAB Grain Lt	Joint stock company	2010-03-17, State Register	302489354	Adutiškio str. 3-3	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB AMT Žemė	Joint stock company	2011-03-15, State Register	302602713	Smolensko str. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agro GIS	Joint stock company	2011-01-18, State Register	302583978	Saltoniškių str. 29/3, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Baltic farming land management	Joint stock company	2008-10-13, State Register	302003546	Smolensko str. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agro Management Team	Joint stock company	2011-03-02, State Register	302599498	Smolensko str. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrowill AgroTech	Joint stock company	2011-02-03, State Register	302589187	Smolensko str. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB PRIMA BIO COOP LT	Joint stock company	2012-02-29, State Registrar	302753875	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
ŽŪB Žemės fondas	Agricultural entity	2006-04-07, State Register	300558595	Smolensko str. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Žemės vystymo fondas	Joint stock company	2004-09-28, State Registrar	300057335	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt

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

Name	Legal form	Date and place of registration	Company code	Address	Phone, fax and email
UAB Žemės vystymo fondas 1	Joint stock company	2005-10-11, State Registrar	300151101	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 2	Joint stock company	2005-10-11, State Registrar	300151126	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 3	Joint stock company	2005-10-11, State Registrar	300151165	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 4	Joint stock company	2006-08-10, State Registrar	300589669	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 5	Joint stock company	2006-08-10, State Registrar	300589683	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 6	Joint stock company	2006-08-10, State Registrar	300589719	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 7	Joint stock company	2007-01-17, State Registrar	300634420	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
BUAB Žemės vystymo fondas 8	Joint stock company	2007-07-16, State Registrar	300921776	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 9	Joint stock company	2006-03-09, State Registrar	300547638	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 10	Joint stock company	2008-01-10, State Registrar	301522723	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 11	Joint stock company	2005-05-12, State Registrar	300114042	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 12	Joint stock company	2005-03-08, State Registrar	300094383	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 14	Joint stock company	2006-08-10, State Registrar	300589726	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 15	Joint stock company	2006-08-10, State Registrar	300589733	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 16	Joint stock company	2006-08-10, State Registrar	300589740	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 19	Joint stock company	2007-06-21, State Registrar	300886948	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 20	Joint stock company	2007-06-22, State Registrar	300887726	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Žemės vystymo fondas 22	Joint stock company	2008-01-10, State Registrar	301522730	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
ŽŪB Agrowill Spindulys	Agricultural entity	1993-04-09, Radviliškis district municipality	171330414	Vaitiekūnai, Grinkiškis mun., LT-82380 Radviliškis distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
ŽŪB Agrowill Smilgiai	Agricultural entity	1992-09-16, Panevėžys district municipality	168548972	Panevėžys str. 23, Smilgiai, Smilgiai mun., LT-38375	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
ŽŪB Agrowill Skėmiai	Agricultural entity	1992-10-01, Radviliškis district municipality	171306071	Skėmiai, Skėmiai mun., LT-82350 Radviliškis distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
ŽŪB Agrowill Nausodė	Agricultural entity	1992-08-11, Anykščiai district municipality	154179675	Kirmėliai, Troškūnai mun., LT-29178 Anykščiai distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt

**INTERIM REPORT**

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

Name	Legal form	Date and place of registration	Company code	Address	Phone, fax and email
ŽŪB Agrowill Dumšiškės	Agricultural entity	1992-09-29, LR Raseiniai district board	172276179	Paraseinis, Paliepiei mun., LT-60194 Raseiniai distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
ŽŪB Agrowill Žadžiūnai	Agricultural entity	1992-06-30, Šiauliai district municipality	175706853	Gudeliai str. 30, Žadžiūnai, Kairiai mun., LT-80103 Šiauliai distr. Liepos 6-osios str. 18, Mantviliškis, Dotnuva mun., LT-58332 Kėdainiai distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
ŽŪB Agrowill Mantviliškis	Agricultural entity	1992-11-06, Kėdainiai district board	161274230	Ukmergės str. 7, Alanta mun. LT-33312 Molėtai distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
ŽŪB Agrowill Alanta	Agricultural entity	1992-06-29, Molėtai district municipality	167527719		(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
ŽŪB Agrowill Eimučiai	Agricultural entity	1992-06-29, Šiauliai district municipality	175705032	Eimučiai, Kairiai mun., 80101 Šiauliai distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
ŽŪB Agrowill Vėriškės	Agricultural entity	1992-09-29, Radviliškis district municipality	171305165	Vėriškės, Šeduva mun., LT-77199 Radviliškis distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
ŽŪB Agrowill Želsvelė	Agricultural entity	1992-07-03, Marijampolė municipality	165666499	Želsva, Liudvinavas mun., LT-69193 Marijampolė mun. Ukmergė str. 44, Bukoniai, Bukoniai mun., LT-55075 Jonava distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
ŽŪB Agrowill Lankesa	Agricultural entity	1999-04-06, Jonava district municipality	156913032		(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
ŽŪB Agrowill Kairėnai	Agricultural entity	1993-03-02, Radviliškis district municipality	171327432	Kairėnai, Grinkiškis mun., LT-82031 Radviliškis distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
ŽŪB Agrowill Jurbarkai	Agricultural entity	1992-07-31, Jurbarkas district municipality	158174818	Rytas str. 2, Jurbarkai, LT-74205 Jurbarkai distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, email info@agrowill.lt
UAB Grūduva	Joining stock company	1997-02-24, Šakiai district municipality	174401546	Gotlybiškiai, Šakiai mun., LT-71372, Marijampolė distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Panevežio region ŽŪB Gustoniai	Agricultural entity	1992-12-09, Panevėžys district municipality	168565021	Smolensko str. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
S.R.L. Natur Agro Grup	Closed joint stock company	2005-09-23, Republic of Moldova	1005600045098	Stefan cel Marebd. 132, ap. 64, Chisinau mun., Moldova	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
S.R.L. Agrowill group	Closed joint stock company	2008-07-01, Republic of Moldova	100860003153	Kogalniceanu Mihail, 51, Chisinau mun., Moldova	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
ZAO Agroprom	Closed joint stock company	2008-09-01, Russian Federation	1087746061237	Baimanskaja st. 7-10, Moscow, Russia	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
KB „Siesartis“	Cooperative entity	2010-04-21, Šakiai district municipality	302501098	Mokyklos str. 18, Gotlybiškių mun., Šakių distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
KB „Kašėta“	Cooperative entity	2010-04-21, Jonavos district municipality	302501251	Ukmergės str. 44, Bukonių mun., LT-55075 Jonavos distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
ŽŪB „Gustonys“	Agricultural entity	2010-06-08, Vilniaus district municipality	302520102	Panerių str. 11, Vilnius LT-03209	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
ŽŪB „Skėmių pienininkystės centras“	Agricultural entity	2012-03-05 Radviliškis district municipality	302737554	Skėmiai, Skėmiai mun., LT-82350 Radviliškis distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Dzūkijos ŽŪK	Cooperative entity	2010-03-02, Marijampolė municipality	302485217	Želsva, Liudvinavas mun., LT-69193 Marijampolė mun.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
KB „Dotnuvėlės valdos“	Cooperative entity	2011-04-21, Šiauliai district municipality	302618614	Gudeliai str. 30, Žadžiūnai, Kairiai mun., LT-80103 Šiauliai distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt

**INTERIM REPORT**

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

Name	Legal form	Date and place of registration	Company code	Address	Phone, fax and email
KB "Nevėžio lankos"	Cooperative entity	2011-04-21, Radviliškis district municipality	302618596	Vėriškės, Šeduva mun., LT-77199 Radviliškis distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
KB "Radviliškio kraštas"	Cooperative entity	2011-04-20, Radviliškis district municipality	302618742	Alyvų str. 1, Skėmiai, Skėmiai mun., LT-82350 Radviliškis distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
KB "Šventosios pievos"	Cooperative entity	2011-04-20, Radviliškis district municipality	302618201	Vaitiekūnai, Grinkiškis mun., LT-82380 Radviliškis distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
KB "Kairių ūkis"	Cooperative entity	2011-04-13, Marijampolė municipality	302615194	Želsva, Liudvinavas mun., LT-69193 Marijampolė mun.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
KB "Šiaurinė valda"	Cooperative entity	2011-04-13, Šakiai district municipality	302615187	Gotlybiškiai, Šakiai mun., LT-71372, Marijampolė distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
KB "Šušvės žemė"	Cooperative entity	2011-04-21, Radviliškis district municipality	302618767	Kairėnai, Grinkiškis mun., LT-82031 Radviliškis distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 1	Joint stock company	2012-08-23, State Registrar	302846660	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 2	Joint stock company	2012-08-23, State Registrar	302846621	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 3	Joint stock company	2012-08-23, State Registrar	302846614	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 4	Joint stock company	2012-08-23, State Registrar	302846564	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 5	Joint stock company	2012-08-23, State Registrar	302846475	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 6	Joint stock company	2012-08-23, State Registrar	302846411	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 7	Joint stock company	2012-08-23, State Registrar	302846062	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 8	Joint stock company	2012-08-23, State Registrar	302846105	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 9	Joint stock company	2012-08-23, State Registrar	302846144	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 10	Joint stock company	2012-08-23, State Registrar	302846169	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 11	Joint stock company	2012-08-23, State Registrar	302846201	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 12	Joint stock company	2012-08-23, State Registrar	302846226	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 13	Joint stock company	2012-08-23, State Registrar	302846233	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 14	Joint stock company	2012-08-23, State Registrar	302846240	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 15	Joint stock company	2012-08-23, State Registrar	302846258	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 16	Joint stock company	2012-08-23, State Registrar	302846354	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt

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

<b>Name</b>	<b>Legal form</b>	<b>Date and place of registration</b>	<b>Company code</b>	<b>Address</b>	<b>Phone, fax and email</b>
UAB Agrosaulė 17	Joint stock company	2012-08-23, State Registrar	302846379	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 18	Joint stock company	2012-08-23, State Registrar	302846436	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 19	Joint stock company	2012-08-23, State Registrar	302846468	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB Agrosaulė 20	Joint stock company	2012-08-23, State Registrar	302846482	Smolensko st. 10, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Biržai distr., Rinkuškiai reclamation infrastructure users association	Association	2009-12-11 Biržai district municipality	302465556	Vytauto str. 38, LT-41143, Biržai distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
Pasvalys distr., Pušalotas reclamation infrastructure users association	Association	2009-12-11 Pasvalys district municipality	302465563	Diliauskai, LT-39188 Pasvalys distr.	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB "Traktorių nuomos centras"	Joint stock company	2012-07-16, State Registrar	302820808	J. Savickio st. 4, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt
UAB "Traktorių nuomos paslaugos"	Joint stock company	2012-07-16, State Registrar	302820797	J. Savickio st. 4, Vilnius	(8~5) 233 53 40; fax: (8~5) 233 53 45, el. p. info@agrowill.lt

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

The report is available during working days from 8.30 to 17.30 at the headquarters of Agrowill Group AB at the address: Smolensko st. 10, Vilnius, or at the Company's internet website: [www.agrowill.lt](http://www.agrowill.lt). The announcements of the Company, including the information and other documents related to the Annual General meeting, also the information and other documents related to liquidation or reorganisation of the Company, minutes of the shareholder and Board meetings, other announcements and documents, which according to the law of Republic of Lithuania, the Statutes of the Company and the decisions of the Management have to be announced publicly are announced in the state registrar electronic bulletin or delivered to each shareholder and other person personally – either by registered mail, or by signed delivery. Announcements of the Company are placed on the NASDAQ OMX Vilnius Stock exchange information system and on the ESPI information system which is operated by Polish FSA, as well as on Electronic Information Base which is operated by Warsaw Stock Exchange.



**INTERIM REPORT**

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

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

**Share capital**

The share capital of Agrowill Group AB as at 31 December 2012 was LTL 84,820,986. The share capital was divided into 84,820,986 ordinary shares. Each issued share has a LTL 1 nominal value and fully paid.

**Shareholders**

Total number of shareholders as at 31 December 2012 was 1,157 (one thousand one hundred fifty seven). The shareholders owning more than 5 per cent of all the company shares:

Name, surname / name of the company	Company / personal code	Address	Votes held by shareholder	Shares held by shareholder
Volemer Holdings Limited	HE 268133	Avlonos 1, Nicosia, Cyprus	16,575,672	19.54%
Linas Strėlis	-	-	10,837,572	12.78%
Vretola Holdings Limited	HE 270472	Baarerstrasse 75, Zug, Switzerland	10,800,202	12.73%
Eastern Agro Holdings UAB	300125868	Smolensko st. 10, Vilnius	8,343,609	9.84%
Romualdas Petrošius	-	-	6,468,984	7.63%
Clients of Orion Securities UAB FMĮ	122033915	A. Tumėno g. 4, Vilnius	5,782,416	6.82%
Clients of Polish national depository for securities KDPW	0000081582	Ksiazeca street 4 126, Warsaw, Poland	5,759,687	6.79%

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

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

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

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

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

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

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

On 1 March 2010, Vilnius district court has decided to initiate the Restructuring case for Agrowill Group AB. This ruling was sued to the Court of Appeal. On 20 May 2010 Lithuanian Court of Appeal left in force the ruling of a lower Court. After the Companies Restructuring Plan was approved, the outstanding bonds will be paid back according to the Restructuring plan: in years 2013 – 2014.

Certain bondholders made agreements with the Company to exchange the monetary claims arising from holding of bonds against newly issued shares in August and October of 2010. As at 31 December 2012, and 31 December 2011, the amount owed to the bondholders amounted to LTL 8,887 thousand.

**INTERIM REPORT**

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

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

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

Reporting period	Price, LTL			Date of last session	Total turnover	
	max	min	Last session		Units	LTL, mill
I quarter 2012	0.70	0.48	0.64	2012.03.30	2,073,797	1.204
II quarter 2012	0.66	0.49	0.52	2012.06.30	1,477,342	0.795
III quarter 2012	0.56	0.49	0.53	2012.09.28	5,371,276	2.738
IV quarter 2012	0.57	0.47	0.48	2012.12.28	4,084,153	2.031

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

Reporting period	Price, %			Date of last session	Total turnover	
	max	min	Last session		Units	LTL, millin
I quarter 2012	-	-	-	2012.03.30	-	-
II quarter 2012	-	-	-	2012.06.30	-	-
III quarter 2012	-	-	-	2012.09.28	-	-
IV quarter 2012	-	-	-	2012.12.28	-	-

***Agreements with the mediators of securities public circulation***

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

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

The Company and FMĮ Orion Securities UAB (A. Tumėno st. 4, B korpusas, LT-01109, Vilnius) had signed a market making agreement regarding Agrowill Group AB shares. The agreement was terminated in June 2012.

The Company and Dom Maklerski IDM SA (Maly Rynek st. 7, 31-041, Krakow, Poland) had signed a market making agreement regarding Agrowill Group AB shares. The agreement was terminated in July 2012.

***Procedure for amendments of the Articles of Association***

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

**INTERIM REPORT**

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

**Members of the managing bodies**

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

Information on managing bodies of the Company as at 31 December 2012:

Name, Surname	Position	End of current term of office	Period of service as a member
Ramūnas Audzevičius	Chairman of Supervisory Board	Until general meeting of shareholders to be held in 2013	Member of Supervisory Board since 23-08-2010
Česlav Okinčič	Member of Supervisory Board	Until general meeting of shareholders to be held in 2013	Member of Supervisory Board since 23-08-2010
Aurimas Sanikovas	Member of Supervisory Board	Until general meeting of shareholders to be held in 2013	Member of Supervisory Board since 23-08-2010
Gediminas Žiemelis	Member of Supervisory Board	Until general meeting of shareholders to be held in 2013	Member of Supervisory Board since 23-08-2010
Džiuginta Kalvelienė	Member of Supervisory Board	Until general meeting of shareholders to be held in 2013	Member of Supervisory Board since 23-08-2010

Name, Surname	Position	End of current term of office	Period of service as a member
Marius Žutautas	General director	Term not assigned	General director as of 2011-09-20
Mamertas Krasauskas	Member of Board	Until general meeting of shareholders to be held in 2013	Member of Board since 15-04-2011
Domantas Savičius	Member of Board	Until general meeting of shareholders to be held in 2013	Member of Board since 14-12-2007
Vladas Bagavičius	Chairman of Board	Until general meeting of shareholders to be held in 2013	Member of Board since 01-12-2008
Linas Strėlis	Member of Board	Until general meeting of shareholders to be held in 2013	Member of Board since 14-12-2007
Marius Žutautas	Member of Board	Until general meeting of shareholders to be held in 2013	Member of Board since 30-08-2010
Robertas Giedraitis	Chief accountant	Term not assigned	Chief accountant since 02-02-2009

Information on the shares of the Company held by the members of the Supervisory Board, the Board and the top management as of 31 December 2012:

Name, Surname	Position	Owned shares in the Company, units	Owned shares in the Company, %
Linas Strėlis	Member of Board	10,837,572	12.78%
Česlav Okinčič	Member of Supervisory Board	419,236	0.49%
Vladas Bagavičius	Chairman of Board	270,000	0.32%
Domantas Savičius	Member of Board	269,417	0.32%
Marius Žutautas	Member of Board	135,000	0.16%
Mamertas Krasauskas	Member of Board	28,000	0.03%
Gediminas Žiemelis	Member of Supervisory Board	8,993	0.01%
Robertas Giedraitis	Chief accountant	6,600	0.01%

**FINANCIAL INFORMATION**

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

**III. FINANCIAL INFORMATION**

**Consolidated income statement**

	12 month period ended 31 December		3 month period ended 31 December	
	2012 unaudited	2011 unaudited	2012 unaudited	2011 unaudited
Revenues	86,688	56,078	43,314	33,083
Cost of sales	(57,417)	(38,386)	(27,227)	(28,074)
Gain (loss) on changes in fair values of biological assets and on initial recognition of agricultural produce	(944)	(1,010)	(9,953)	(1,010)
<b>GROSS PROFIT</b>	<b>28,327</b>	<b>16,682</b>	<b>6,134</b>	<b>3,999</b>
Operating expenses	(16,258)	(21,667)	(4,806)	(9,882)
Gain from acquisitions of subsidiaries	-	412	-	-
Other income	267	7,613	146	1,877
<b>OPERATING PROFIT</b>	<b>12,336</b>	<b>3,041</b>	<b>1,474</b>	<b>(4,006)</b>
Finance cost	(6,884)	(9,585)	(1,690)	(774)
<b>PROFIT (LOSS) BEFORE INCOME TAX</b>	<b>5,452</b>	<b>(6,544)</b>	<b>(216)</b>	<b>(4,780)</b>
Income tax expense	(500)	1,502	(500)	484
<b>NET PROFIT / (LOSS) FOR THE PERIOD</b>	<b>4,952</b>	<b>(5,042)</b>	<b>(716)</b>	<b>(4,296)</b>
<b>ATTRIBUTABLE TO :</b>				
Equity holders of the Company	4,429	(5,378)	(983)	(4,363)
Non-controlling interest	523	336	267	67
	<b>4,952</b>	<b>(5,042)</b>	<b>(716)</b>	<b>(4,296)</b>

**Consolidated statement of comprehensive income**

<b>NET PROFIT/ (LOSS) FOR THE PERIOD</b>	<b>4,952</b>	<b>(5,042)</b>	<b>(716)</b>	<b>(4,296)</b>
<b>Other comprehensive income:</b>	-	-	-	-
<b>TOTAL COMPREHENSIVE INCOME FOR THE PERIOD</b>	<b>4,952</b>	<b>(5,042)</b>	<b>(716)</b>	<b>(4,296)</b>
<b>ATTRIBUTABLE TO :</b>				
Equity holders of the Company	4,429	(5,378)	(983)	(4,363)
Non-controlling interest	523	336	267	67
	<b>4,952</b>	<b>(5,042)</b>	<b>(716)</b>	<b>(4,296)</b>

**FINANCIAL INFORMATION**

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

**Consolidated balance sheet**

	<b>31 December 2012 unaudited</b>	<b>31 December 2011 unaudited</b>
<b>ASSETS</b>		
<b>Non-current assets</b>		
Property, plant and equipment	148,110	139,711
Investment property	69,048	68,732
Intangible assets	1,717	1,446
Long term receivables	4,926	5,512
Financial assets	13	702
Deferred tax asset	2,258	3,181
Biological assets - livestock	17,959	16,660
<b>Total non-current assets</b>	<b>244,031</b>	<b>235,944</b>
<b>Current assets</b>		
Biological assets - crops	12,139	12,239
Inventory	17,843	15,845
Trade receivables, advance payments and other receivables	17,049	12,859
Cash and cash equivalents	3,118	2,756
<b>Total current assets</b>	<b>50,149</b>	<b>43,699</b>
<b>TOTAL ASSETS</b>	<b>294,180</b>	<b>279,643</b>
<b>Capital and reserves</b>		
Share capital	84,821	84,821
Share premium	24,639	24,639
Revaluation reserve	40,630	44,182
Legal reserve	2,000	2,000
Accumulated deficit	(32,585)	(40,566)
<b>Equity attributable to equity holders of the Company</b>	<b>119,505</b>	<b>115,076</b>
Non-controlling interest	2,581	2,057
<b>Shareholders equity, total</b>	<b>122,086</b>	<b>117,133</b>
<b>Non-current liabilities</b>		
Borrowings	4,127	31,777
Obligations under finance lease	2,101	1,512
Grants	11,683	10,262
Restructured liabilities	53,335	51,296
Deferred tax liability	7,906	8,061
<b>Total non-current liabilities</b>	<b>79,152</b>	<b>102,908</b>
<b>Current liabilities</b>		
Current portion of non-current borrowings	54,854	33,388
Current portion of non-current obligations under finance lease	6,369	7,057
Current borrowings	2,771	816
Trade payables	16,682	11,906
Other payables and current liabilities	12,265	6,435
<b>Total current liabilities</b>	<b>92,942</b>	<b>59,602</b>
<b>Total liabilities</b>	<b>172,094</b>	<b>162,510</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>294,180</b>	<b>279,643</b>

**FINANCIAL INFORMATION**

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

**Consolidated statement of changes in equity**

	Share capital	Share premium	Revaluation reserve	Legal reserve	Retained earnings	Equity attributable to the shareholders of the company	Non-controlling interest	Total
<b>Audited balance as at 31 December 2010</b>	<b>71,552</b>	<b>25,595</b>	<b>45,885</b>	<b>2,000</b>	<b>(38,326)</b>	<b>106,706</b>	<b>2,431</b>	<b>109,137</b>
<i>Comprehensive income</i>								
Net loss for the period (Restated)	-	-	-	-	(5,379)	(5,379)	337	(5,024)
<i>Other comprehensive income</i>								
Decrease of revaluation reserve due to depreciation, disposals and write-offs of assets	-	-	(2,428)	-	2,428	-	-	-
Revaluation of assets			725			725		725
<b>Total comprehensive income</b>	<b>-</b>	<b>-</b>	<b>(1,703)</b>	<b>-</b>	<b>(2,951)</b>	<b>(4,654)</b>	<b>337</b>	<b>(4,317)</b>
<i>Transactions with shareholders</i>								
Increase in share capital (note 16)	13,269	(956)	-	-	-	12,313	-	12,313
Acquisition of minority					711	711	(711)	-
<b>Total transactions with shareholders</b>	<b>13,269</b>	<b>(956)</b>	<b>-</b>	<b>-</b>	<b>711</b>	<b>12,739</b>	<b>(711)</b>	<b>11,602</b>
<b>Unaudited balance as at 31 December 2011</b>	<b>84,821</b>	<b>24,639</b>	<b>44,182</b>	<b>2,000</b>	<b>(40,566)</b>	<b>115,076</b>	<b>2,057</b>	<b>117,133</b>

	Share capital	Share premium	Revaluation reserve	Legal reserve	Retained earnings	Equity attributable to the shareholders of the company	Non-controlling interest	Total
<b>Unaudited balance as at 31 December 2011</b>	<b>84,821</b>	<b>24,639</b>	<b>44,182</b>	<b>2,000</b>	<b>(40,566)</b>	<b>115,076</b>	<b>2,057</b>	<b>117,133</b>
<i>Comprehensive income</i>								
Net loss for the period (Restated)	-	-	-	-	4,429	4,429	524	4,953
<i>Other comprehensive income</i>								
Decrease of revaluation reserve due to depreciation, disposals and write-offs of assets	-	-	(3,552)	-	3,552	-	-	-
<b>Total comprehensive income</b>	<b>-</b>	<b>-</b>	<b>(3,552)</b>	<b>-</b>	<b>7,981</b>	<b>4,429</b>	<b>524</b>	<b>4,953</b>
<i>Transactions with shareholders</i>								
-	-	-	-	-	-	-	-	-
<b>Total transactions with shareholders</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Unaudited balance as at 31 December 2012</b>	<b>84,821</b>	<b>24,639</b>	<b>40,630</b>	<b>2,000</b>	<b>(32,585)</b>	<b>119,505</b>	<b>2,581</b>	<b>122,086</b>

**FINANCIAL INFORMATION**

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

**Consolidated statement of cash flows**

	12 month period ended 31 December	
	2012 unaudited	2011 unaudited
Cash flows from /(to) operating activities		
Net profit (loss) from continuing activities	4,429	(5,379)
Minority interest	523	337
Taxes and deferred taxes	500	(1,502)
<b>Net profit before taxes and minority income</b>	<b>5,452</b>	<b>(6,545)</b>
<i>Adjustments for non-cash expenses (income) items and other adjustments</i>		
Depreciation	10,159	10,001
Amortisation	51	29
Write-offs of PPE	118	623
Profit on sale of PPE	1,518	488
Revaluation of investments	-	1,818
Reversal of PPE provision	-	(1,567)
Negative goodwill	-	(412)
Gain (loss) on sale of subsidiaries	(267)	2,876
Write-off of inventory	965	2,485
Net interest expenses	6,875	7,449
Gain on debt extinguishment	-	(5,275)
Provisions for accounts receivable	-	1,056
Loss (gain) on changes in fair value of biological assets	944	1,010
Grants, related to assets, recognised as income	(1,629)	(1,062)
<i>Changes in working capital</i>		
(Increase) decrease in biological assets	(2,143)	(6,516)
(Increase) decrease in trade receivables and prepayments	(4,190)	4,427
(Increase) decrease in inventory	(2,963)	(6,423)
(Decrease) increase in trade and other payables	13,884	(5,615)
	<b>28,844</b>	<b>(1,153)</b>
Interest paid, net	(4,367)	(1,897)
<b>Net cash flows from /(to) operating activities</b>	<b>24,477</b>	<b>(3,050)</b>
Cash flows from /(to) investing activities		
Acquisition of subsidiaries	-	25
Disposal of subsidiaries	-	(173)
Purchase of non-current tangible assets	(20,263)	(4,476)
Purchase of non-current intangible assets	(322)	(57)
Grants related to investments	3,050	38
Other loans granted (repaid)	586	(48)
<b>Net cash flows from/(to) investment activities</b>	<b>(16,949)</b>	<b>(4,691)</b>
Cash flows from /(to) financing activities		
Payment of capital		12,313
Disposal (acquisition) of available for sale investments	689	56
Amounts paid to banks	(9,422)	(1,433)
Other borrowings received (paid)	4,105	(877)
Increase (repayments) of obligations under finance lease	(2,538)	(884)
<b>Net cash flows from/(to) financing activities</b>	<b>(7,166)</b>	<b>9,174</b>
<b>Net (decrease) / increase in cash and cash equivalents</b>	<b>362</b>	<b>1,434</b>
<b>Cash and cash equivalents at the beginning of the period</b>	<b>2,756</b>	<b>1,322</b>
<b>Cash and cash equivalents at the end of the period</b>	<b>3,118</b>	<b>2,756</b>

**COMMENTS TO THE FINANCIAL INFORMATION**

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

**Comments to the Financial Information**

**General information**

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

The Company’s shareholders’ meeting has the power to amend the financial statements after issue. Starting since 1st of April 2008 the Company was listed on Vilnius Stock Exchange Main list, since 30 April 2009, the Company was moved to the Secondary list of NASDAQ OMX Vilnius Stock Exchange. The fiscal year of the Company and its subsidiaries corresponds with calendar year.

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

Subsidiary	Country	Group ownership interest, %		Profile
		31 December 2012	31 December 2011	
AVG Investment UAB	Lithuania	100.00%	100.00%	The subsidiary specializes in acquisitions of agricultural companies
AWG Investment 1 UAB	Lithuania	100.00%	100.00%	The subsidiary specializes in acquisitions of agricultural companies
AWG Investment 2 UAB	Lithuania	100.00%	100.00%	The subsidiary specializes in acquisitions of agricultural companies
Agrowill trade UAB	Lithuania	100.00%	100.00%	The subsidiary specializes in acquisitions of agricultural companies
Abagrain BUAB	Lithuania	100.00%	100.00%	Grain trade and logistics
Grain Lt UAB	Lithuania	100.00%	100.00%	Grain trade and logistics
AMT Žemė UAB	Lithuania	100.00%	100.00%	Trade and logistics
Agro GIS UAB	Lithuania	100.00%	100.00%	Agriculture IT system development
Baltic Farming Land Management UAB	Lithuania	100.00%	100.00%	Land management company
Agro Management Team UAB	Lithuania	100.00%	100.00%	Land management company
Agrowill AgroTech UAB	Lithuania	100.00%	-	Lease of machinery
PRIMA BIO COOP LT, UAB	Lithuania	100.00%	100.00%	Trade activities
Žemės fondas ŽŪB	Lithuania	100.00%	100.00%	The subsidiary specializes in rent of land
Žemės vystymo fondas UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 1 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 2 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 3 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 4 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 5 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 6 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 7 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 8 BUAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 9 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 10 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 11 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 12 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 14 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 15 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 16 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 19 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 20 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Žemės vystymo fondas 22 UAB	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Agricultural company Agrowill Spindulys	Lithuania	99.96%	99.96%	Agricultural operations



**COMMENTS TO THE FINANCIAL INFORMATION**

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

Subsidiary	Country	Group ownership interest, %		Profile
		31 December 2012	31 December 2011	
Agricultural company Agrowill Smilgiai	Lithuania	99.95%	99.95%	Agricultural operations
Agricultural company Agrowill Skėmiai	Lithuania	99.87%	99.87%	Agricultural operations
Agricultural company Agrowill Nausodė	Lithuania	99.81%	99.81%	Agricultural operations
Agricultural company Agrowill Dumšiškės	Lithuania	99.36%	99.36%	Agricultural operations
Agricultural company Agrowill Žadžiūnai	Lithuania	99.02%	99.02%	Agricultural operations
Agricultural company Agrowill Mantviliškis	Lithuania	98.79%	98.79%	Agricultural operations
Agricultural company Agrowill Alanta	Lithuania	98.56%	98.56%	Agricultural operations
Agricultural company Agrowill Eimučiai	Lithuania	98.41%	98.41%	Agricultural operations
Agricultural company Agrowill Vėriškės	Lithuania	98.41%	98.41%	Agricultural operations
UAB Grūduva	Lithuania	97.28%	97.28%	Agricultural operations
Agricultural company Agrowill Želsvelė	Lithuania	97.17%	97.17%	Agricultural operations
Agricultural company Agrowill Lankesa	Lithuania	95.93%	95.93%	Agricultural operations
Agricultural company Agrowill Kairėnai	Lithuania	94.82%	94.82%	Agricultural operations
Agricultural company Agrowill Jurbarkai	Lithuania	87.78%	87.78%	Agricultural operations
Panevėžys region Agricultural company "Gustoniai"	Lithuania	75.30%	75.30%	Agricultural operations
ZAO Agroprom	Russia	75.00%	75.00%	Management of subsidiaries
Agrowill group S.R.L.	Moldova	100.00%	100.00%	Acquisitions and rent of land
Natur Agro Grup S.R.L.	Moldova	100.00%	100.00%	Acquisitions and rent of land
Cooperative entity „Siesartis“	Lithuania	100.00%	100.00%	Agricultural services
Cooperative entity „Kašėta“	Lithuania	100.00%	100.00%	Agricultural services
Agricultural company „Gustonys“	Lithuania	100.00%	100.00%	Acquisitions and rent of land
Agricultural company „Skėmių pienininkystės centras“	Lithuania	100.00%	-	Agricultural services
Cooperative entity "Dzūkijos"	Lithuania	100.00%	100.00%	Agricultural services
Cooperative entity "Dotnuvėlės valdos"	Lithuania	100.00%	100.00%	Agricultural services
Cooperative entity "Nevežio lankos"	Lithuania	100.00%	100.00%	Agricultural services
Cooperative entity "Radviliškio kraštas"	Lithuania	100.00%	100.00%	Agricultural services
Cooperative entity "Šventosios" pievos	Lithuania	100.00%	100.00%	Agricultural services
Cooperative entity "Kairių ūkis"	Lithuania	100.00%	100.00%	Agricultural services
Cooperative entity "Šiaurinė valda"	Lithuania	100.00%	100.00%	Agricultural services
Cooperative entity "Šušvės žemė"	Lithuania	100.00%	100.00%	Agricultural services
UAB Agrosaulė 1	Lithuania	100.00%	-	Renewable energy
UAB Agrosaulė 2	Lithuania	100.00%	-	Renewable energy
UAB Agrosaulė 3	Lithuania	100.00%	-	Renewable energy
UAB Agrosaulė 4	Lithuania	100.00%	-	Renewable energy
UAB Agrosaulė 5	Lithuania	100.00%	-	Renewable energy
UAB Agrosaulė 6	Lithuania	100.00%	-	Renewable energy

**COMMENTS TO THE FINANCIAL INFORMATION**

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

Subsidiary	Country	Group ownership interest, %		Profile
		31 December 2012	31 December 2011	
UAB Agrosaulė 7	Lithuania	100.00%		- Renewable energy
UAB Agrosaulė 8	Lithuania	100.00%		- Renewable energy
UAB Agrosaulė 9	Lithuania	100.00%		- Renewable energy
UAB Agrosaulė 10	Lithuania	100.00%		- Renewable energy
UAB Agrosaulė 11	Lithuania	100.00%		- Renewable energy
UAB Agrosaulė 12	Lithuania	100.00%		- Renewable energy
UAB Agrosaulė 13	Lithuania	100.00%		- Renewable energy
UAB Agrosaulė 14	Lithuania	100.00%		- Renewable energy
UAB Agrosaulė 15	Lithuania	100.00%		- Renewable energy
UAB Agrosaulė 16	Lithuania	100.00%		- Renewable energy
UAB Agrosaulė 17	Lithuania	100.00%		- Renewable energy
UAB Agrosaulė 18	Lithuania	100.00%		- Renewable energy
UAB Agrosaulė 19	Lithuania	100.00%		- Renewable energy
UAB Agrosaulė 20	Lithuania	100.00%		- Renewable energy
Biržai distr., Rinkušiai reclamation infr.users association	Lithuania	100.00%	100.00%	Agricultural services
Pasvalys distr.,Pušalotas reclamation infr. users association	Lithuania	100.00%	100.00%	Agricultural services
UAB "Traktorių nuomos centras"	Lithuania	100.00%		- Agricultural services
UAB "Traktorių nuomos paslaugos"	Lithuania	100.00%		- Agricultural services

All agricultural entities of the Group (except for UAB „Grūduva“) are undergoing Restructuring, during which the companies can not pay dividends until they have settled all the debts.

As of 31 December 2012 the Group had 540 employees, 31 December 2011 – 480 employees. Main operations of the Group – production and sales of milk and different grain and rapeseed crops, as well as land management activities.

**COMMENTS TO THE FINANCIAL INFORMATION**  
(All amounts are in LTL thousand, unless otherwise stated)

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**Basis of preparation**

Except as described below, the accounting policies applied are consistent with those of the annual financial statements for the year ended 31 December 2011, as described in those annual financial statements. Taxes on income in the interim periods are accrued using the tax rate that would be applicable to expected total annual earnings.

The accompanying interim financial information for the period ended 31 December 2012 has been prepared in accordance with IAS 34, 'Interim financial reporting'. The consolidated financial information have been prepared on the historical cost basis, as modified by the revaluation of property, plant and equipment, investment property and biological assets (livestock and crops). This financial information should be read in conjunction with the annual financial statements for the year ended 31 December 2011, which have been prepared in accordance with IFRS as adopted by the EU.

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

**Critical accounting estimates and assumptions**

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities in future periods are addressed below.

*Consolidation*

On 31 December 2012, the Group did not possess the shares of Grain Lt UAB, "Traktoriu nuomos centras" UBA and "Traktoriu nuomos paslaugos" UAB, however had control over the subsidiaries' operations and had signed agreements regarding the purchase of 100 per cent of each of the companies shares in the future. Due to this, the results and balances of these companies were included in the Consolidated Interim Financial Information for 12 months ended 31 December 2012.

*Income taxes*

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

The Group has created deferred tax liability on revaluation amounts of investment property and own assets. The applicable tax rate used was 15%, as it is planned that assets will be realized (if will be realized) after 2011 when the 15% corporate tax effect will be applicable to all Group's entities (except for the agricultural subsidiaries which are currently taxed at lower transition tax rate of 5% for 2009 and 10% for 2010, and 5% for 2011 and thereafter).

**COMMENTS TO THE FINANCIAL INFORMATION**  
 (All amounts are in LTL thousand, unless otherwise stated)

**Revenues**

Group's revenues breakdown by type was the following:

	<b>12 month period ended 31 December</b>	
	<b>2012</b>	<b>2011</b>
Crop sales	59,863	30,896
Milk sales	18,171	16,514
Cattle sales	3,999	2,553
Other revenues	4,655	6,115
<b>Total</b>	<b>86,688</b>	<b>56,078</b>

The revenues of the Group increased as compared to previous year due to a significantly larger harvest in 2012 together with higher crop prices in international markets. Also, larger quantities of milk and cattle were sold during the first three quarters of 2012 as compared to 2011.

**Cost of sales**

Group's cost of sales breakdown by type was the following:

	<b>12 month period ended 31 December</b>	
	<b>2012</b>	<b>2011</b>
Crop cost of sales	44,329	28,524
Milk cost of sales	17,092	15,766
Cattle cost of sales	6,728	4,438
Other expenses	1,444	430
<b>Less: State subsidies</b>	<b>(12,176)</b>	<b>(10,772)</b>
<b>Total</b>	<b>57,417</b>	<b>38,386</b>

The profitability of the Group's main lines of business developed differently during the first three quarters of 2012. The profitability of grain sales increased substantially as compared to the same period of 2011 while the growth in profitability of milk sales was more modest due to a drop in milk prices in mid-2012. Additionally, much more cattle were sold during the year 2012 with negative profitability. Overall the Group's gross profit for 2012 was LTL 11,579 thous. larger than last year.

**Operating expenses**

Group's operating expenses breakdown by type of expenses was the following:

	<b>12 month period ended 31 December</b>	
	<b>2012</b>	<b>2011</b>
Payroll expenses	3,929	3,420
Social security expenses	1,219	1,061
Depreciation and amortization	2,680	2,797
Write-off of inventory	1,691	2,662
Consultation services	917	1,652
Fuel and transportation expenses	652	503
Tax and insurance expenses	725	1,033
Rent and utilities	212	157
Impairment of accounts receivable	-	1,056
Other expenses	4,233	7,326
<b>Total</b>	<b>16,258</b>	<b>21,667</b>

Operating expenses of the Group decreased by about 25 per cent as compared to same period of 2011 due to increased operational efficiency and strong expenses control. During the accounting period of 2011 the Group experienced one-time operating expenses amounting to LTL 3.8 million. Payroll expenses increased in 2012 because more workers were required to gather the larger crop harvest in 2012.

**COMMENTS TO THE FINANCIAL INFORMATION**

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

**Other income**

Group's other income breakdown by type was the following:

	<b>12 month period ended 31 December</b>	
	<b>2012</b>	<b>2011</b>
Interest and fines income	182	42
Debt extinguishment	-	5,275
Reversal of provision for TFA	-	1,500
Write-down of liabilities	39	559
Other income	46	649
<b>Total</b>	<b>267</b>	<b>8,025</b>

Over 12 month period ended 31 December 2011, the Group earned debt extinguishment income of LTL 5,275 thousand, as restructuring plans were approved for 5 subsidiaries. The extinguished amount will be amortised over 4 years and included in Group's financial expenses.

**Financial expenses**

Group's financial expenses breakdown by type was the following:

	<b>12 month period ended 31 December</b>	
	<b>2012</b>	<b>2011</b>
Bank interest expenses	2,822	3,466
Debt extinguishment interest expenses	2,953	2,718
Bond expenses	-	1,818
Negative currency fluctuation effect	9	320
Other interest expenses	826	1,263
Other financial expenses	274	-
<b>Total</b>	<b>6,884</b>	<b>9,585</b>

Over reporting period of 2012, the Group's financial expenses decreased by around 28 per cent compared to the same period in 2011. Debt extinguishment interest expenses increased slightly as compared to 2011. In 2011, when restructuring plans were being approved by the courts, the interest was not calculated for the whole period, whereas in 2012 it was calculated for the full year.

**COMMENTS TO THE FINANCIAL INFORMATION**  
(All amounts are in LTL thousand, unless otherwise stated)

**Fixed assets**

	<b>Land</b>	<b>Buildings</b>	<b>Constructions and machinery</b>	<b>Vehicles, equipment and other property, plant and equipment</b>	<b>Construction in progress</b>	<b>Total</b>
<b>Carrying amount</b>						
<b>As of 31 December 2010</b>	<b>39,949</b>	<b>60,308</b>	<b>30,320</b>	<b>2,543</b>	<b>7,322</b>	<b>140,442</b>
- additions	1,564	317	1,035	384	1,176	4,476
- acquisition of subsidiaries	408	-	3,018	-	-	3,426
- disposals and write-offs	-	(782)	(96)	(56)	(177)	(1,111)
- depreciation	-	(3,482)	(5,859)	(660)	-	(10,001)
- revaluation of assets	270	455	-	-	-	725
- reversal of provision	-	-	1,550	17	-	1,567
- reclassifications	-	3,523	(12)	115	(3,439)	187
<b>As of 31 December 2011</b>	<b>42,191</b>	<b>60,339</b>	<b>29,956</b>	<b>2,343</b>	<b>4,882</b>	<b>139,711</b>
- additions	305	4,991	12,143	491	2,333	20,263
- disposals and write-offs	(30)	(1,283)	(304)	(11)	(77)	(1,705)
- depreciation	-	(3,255)	(6,161)	(743)	-	(10,159)
- reclassifications	-	174	272	160	(606)	-
<b>As of 31 December 2012</b>	<b>42,466</b>	<b>60,966</b>	<b>35,906</b>	<b>2,240</b>	<b>6,532</b>	<b>148,110</b>
<b>Acquisition cost as at</b>						
31 December 2010	39,949	66,309	44,680	3,659	7,322	161,919
31 December 2011	42,191	68,558	48,721	4,095	4,882	168,447
31 December 2012	42,466	72,058	59,393	4,616	6,532	185,065
<b>Accumulated depreciation and impairment losses as at</b>						
31 December 2010	-	(6,001)	(14,360)	(1,116)	-	(21,477)
31 December 2011	-	(8,319)	(18,765)	(1,752)	-	(28,736)
31 December 2012	-	(11,092)	(23,487)	(2,376)	-	(36,955)
<b>Carrying amount as of 31 December 2010</b>	<b>39,949</b>	<b>60,308</b>	<b>30,320</b>	<b>2,543</b>	<b>7,322</b>	<b>140,442</b>
<b>Carrying amount as of 31 December 2011</b>	<b>42,191</b>	<b>60,339</b>	<b>29,956</b>	<b>2,343</b>	<b>4,882</b>	<b>139,711</b>
<b>Carrying amount as of 31 December 2012</b>	<b>42,466</b>	<b>60,966</b>	<b>35,906</b>	<b>2,240</b>	<b>6,532</b>	<b>148,110</b>

**COMMENTS TO THE FINANCIAL INFORMATION**

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

**Trade and other current receivables**

Over the 12 month period ended 31 December 2012, trade and other receivables balance increased by around LTL 4 million (to LTL 17 million), as the Group still had some accrued receivables from crop sales as well as a new LTL 8 million receivable from the State Payment Agency and a higher tax receivable from the State.

**Share capital**

The share capital of Agrowill Group AB as at 31 December 2012 was equal to LTL 84,820,986 (31 December 2011: LTL 84,820,986). The share capital is divided into 84,820,986 ordinary shares. Each issued share has a LTL 1 nominal value. The latest increase in share capital was registered on 30 June 2011, while the payment for shares was received in July 2011.

**Liabilities**

The Group's liabilities increased by around LTL 10 million over the year 2012. The Group paid amounts to local banks as well as suppliers, as well as calculated debt extinguishment after approval of restructuring plans. The payables increased as the Group carried out significant investments in operations expansion and process optimisation.

Over the 1st half of 2011, as remaining 10 Group companies had their restructuring plans approved, the Group reclassified additional borrowings and accounts payable balances to the restructured liabilities account and calculated the debt extinguishment. The restructured liabilities have originated from and consists of the following:

	<u>31 December 2012</u>	<u>31 December 2011</u>
Long term borrowings from banks	35,397	35,907
Short term financial liabilities (bonds)	8,887	8,887
Leasing liabilities	531	533
Trade and other payables	14,679	15,043
Total before debt extinguishment	<b>59,494</b>	<b>60,369</b>
<b>Less:</b> gain from debt extinguishment	(11,970)	(11,970)
<b>Add:</b> debt extinguishment interest expense	5,811	2,897
<b>Total restructured liabilities</b>	<b>53,335</b>	<b>51,296</b>

**Information on audit**

Consolidated Interim Financial Information of the Group for the 12 month period ended 31 December 2012 was not audited.

**COMMENTS TO THE FINANCIAL INFORMATION**

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

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

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

In February 2012, the Group established a new subsidiary "PRIMA BIO COOP LT", UAB. The subsidiary is engaged in agriculture trade activities.

Additionally, in April 2012 a subsidiary of the Group "Tremina", UAB was renamed to "Agro GIS", UAB. The subsidiary will be engaged in the development of integrated agriculture IT solutions.

Also in April 2012 another subsidiary "AWG Trade", UAB was renamed to "AMT Žemė", UAB. This subsidiary will focus on providing agricultural land management services.

Furthermore, in May 2012 the Group acquired a 100% stake in the agriculture entity "Skėmių pienininkystės centras", ŽŪB.

In August 2012 the Group founded 20 new joint-stock companies "AgroSaulė", which will be used for investments into renewable energy projects at the Group's current locations.

**Material events over January – December 2012:**

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

**Announcement  
date**

**Announcement header**

31.12.2012	Agrowill Group, AB Notifications on transactions concluded by managers of the company
30.11.2012	Interim information of Agrowill Group AB for the 9 month period ended 30 September 2012
03.09.2012	Correction: Interim information of Agrowill Group AB for the 6 month period ended 30 June 2012
31.08.2012	Interim information of Agrowill Group AB for the 6 month period ended 30 June 2012
11.06.2012	Agrowill Group, AB Notification on transactions concluded by manager of the company
31.05.2012	In the first quarter of 2012, Agrowill Group, AB has achieved the planned results
31.05.2012	Interim information of Agrowill Group AB for the 3 month period ended 31 March 2012
30.04.2012	AB „Agrowill Group“ year 2012 net sales, net profit and EBITDA forecast
30.04.2012	Annual information as of financial year 2011 approved by ordinary shareholders meeting of „Agrowill Group“ which took place on April 30, 2012
30.04.2012	Resolutions of ordinary shareholders meeting of „Agrowill Group“ which took place on April 30, 2012.
30.04.2012	AB „Agrowill Group“ year 2012 net sales and EBITDA forecast
30.04.2012	Agrowill Group, AB and bank Snoras, BAB agreed to prolong repayment of loan
30.04.2012	Additional information on draft resolutions of ordinary shareholders meeting of „Agrowill Group“ which will take place April 30, 2012.
23.04.2012	Additional information on draft resolutions of ordinary shareholders meeting of „Agrowill Group“ which will take place April 30, 2012.
06.04.2012	Draft resolutions of ordinary shareholders meeting of „Agrowill Group“ which will take place April 30, 2012.
06.04.2012	The ordinary shareholders meeting „Agrowill Group“, AB
30.03.2012	Agrowill Group, AB has signed futures contracts for a sale of part of 2012's harvest
30.03.2012	Agrowill Group, AB has signed futures contracts for a sale of part of 2012's harvest
12.03.2012	Agrowill Group CEO Marius Žutautas acquires shares of the Company he manages
12.03.2012	Agrowill Group, AB Notification on transactions concluded by manager of the company
01.03.2012	Agrowill Group AB Interim unaudited information for 12 months ended 31 December 2011