

Hagar hf.

Consolidated Financial Statements  
for Year Ended 28 February 2011  
ISK

Hagar hf.  
Skútuvogi 7  
104 Reykjavík  
Iceland

Reg. no. 670203-2120

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Attached document: Spin off balance sheet as at 31 August 2010	

## Endorsement and Signatures by the Board of Directors and the CEO

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Hagar hf. is a retail company and its operation is in Iceland.

The consolidated financial statements of Hagar hf. ("the Company") have been prepared in accordance with International Financial Reporting Standards as adopted by the EU. The financial statements for the fiscal year ended 28 February 2011, comprise the consolidated financial statements of the Company and its subsidiaries, together referred to as the "Group".

At the Company's shareholders meeting on 30 August 2010 it was approved to divide Hagar hf. Rekstrarfélag Tíu-ellefu ehf., a company owned by Eignabjarg ehf., took over the operation of the retail stores 10-11. Hagar verslanir ehf., a company owned by Hagar hf., took over the operation of Bónus, Hagkaup, Aðföng, Útilif and Hýsing vöruhótel. Shareholders received shares in Rekstrarfélag Tíu-ellefu ehf. and Hagar verslanir ehf. for their shares in the Company. The operational separation of the companies was executed on 31 August 2010.

On the basis of a term and revolving facilities agreement dated 16 October 2009 between the Company on the one hand and Arion banki hf. and NBI hf. on the other the Company was refinanced with an ISK 15,000 million loan and a greater part of the loan falls due on 16 October 2011. With an agreement dated 18 November 2010, Arion banki hf. took over NBI hf.'s part of the loan. With an amendment agreement dated 13 April 2011, the Company reached an agreement with Arion banki hf. on the loan term and the final repayment date of the loan was extended until 16 October 2012. The Company may request for an extension of the final repayment date for a maximum period of 24 months. In accordance with the IFRS the repayment dated 16 October 2011 in the amount of ISK 11,481 million is recognized under current liabilities, even though the Company has extended the loan until 16 October 2012.

According to the statement of comprehensive income, profit of the Group for the year amounted to ISK 1,093 million. According to the balance sheet, equity at the end of the fiscal year amounted to ISK 3,612 million.

The Company's share capital amounted to ISK 1,172 million at the end of the fiscal year. Shareholders were four at the beginning and end of the fiscal year. Eignabjarg ehf., a company owned by Arion banki hf. held 99.5% of outstanding shares. The intention of the bank this year is to list the Company's shares on Nasdaq OMX Iceland.

The Board of Directors proposes that no dividends shall be paid to shareholders in the year 2011. Reference is made to the statement of changes in equity regarding information on changes in equity.

### Statement by the Board of Directors and the CEO

To the best of our knowledge, the consolidated financial statements give a true and fair view of the consolidated financial performance of the Company for the fiscal year ended 28 February 2011, its assets, liabilities and consolidated financial position as at 28 February 2011 and its consolidated cash flows for the fiscal year ended 28 February 2011 in accordance with International Financial Reporting Standards as adopted by the EU.

Further, in our opinion the consolidated financial statements and the endorsement by the Board of Directors and the CEO give a fair view of the development and performance of the Group's operations and its position and describes the principal risks and uncertainties faced by the Group.

The Board of Directors and the CEO have today discussed the annual consolidated financial statements of Hagar hf. for the year ended 28 February 2011 and confirm them by means of their signatures. The Board of Directors and the CEO recommend that the consolidated financial statements be approved at the annual general meeting of Hagar hf.

Reykjavik, 19 April 2011.

The Board of Directors:

The image shows four handwritten signatures in blue ink, arranged in two columns. The signatures are: 1. A large, flowing signature on the top left. 2. A signature on the middle left. 3. A signature on the bottom left. 4. A signature on the top right. 5. A signature on the middle right. 6. A signature on the bottom right.

CEO:

A single handwritten signature in blue ink, located below the CEO label.

# Independent Auditor's Report

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To the Board of Directors and Shareholders of Hagar hf.

We have audited the accompanying consolidated financial statements of Hagar hf., which comprise the consolidated balance sheet as at 28 February 2011, the consolidated statements of comprehensive income, changes in equity and cash flows for the year then ended, and notes, comprising a summary of significant accounting policies and other explanatory information.

## **Management's Responsibility for the Financial Statements**

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with International Financial Reporting Standards as adopted by the EU, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

## **Auditor's Responsibility**

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting principles used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

## **Opinion**

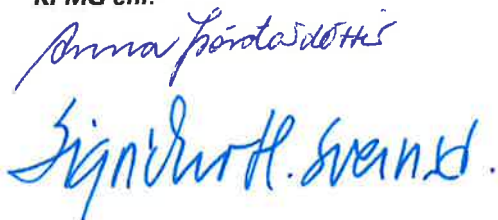
In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of Hagar hf. as at 28 February 2011 and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the EU.

## **Report on the Board of Directors report**

Pursuant to the legal requirement under Article 106, Paragraph 1, Item 5 of the Icelandic Financial Statement Act No. 3/2006, we confirm that, to the best of our knowledge, the report of the Board of Directors accompanying the financial statements includes the information required by the Financial Statement Act if not disclosed elsewhere in the Financial Statements.

Reykjavík, 19 April 2011.

**KPMG ehf.**



# Consolidated Statement of Comprehensive Income for the Year Ended 28 February 2011

	<b>Note</b>	<b>2010/11</b>	<b>2009/10</b>
Sales .....		66,700	68,278
Cost of goods sold .....		( 50,160)	( 51,376)
<b>Gross profit</b> .....		16,540	16,902
Other operating income .....	5	94	109
Salaries and related expenses .....	6	( 6,020)	( 6,584)
Other operating expenses .....	7	( 6,230)	( 6,393)
<b>Results from operating activities before fine, depreciation and amortisation</b> .....		4,384	4,034
Fine to the Competition Authority .....	22	( 273)	0
Depreciation and amortisation .....	8	( 955)	( 732)
		( 1,228)	( 732)
<b>Results from operating activities</b> .....		3,156	3,302
Finance income .....		184	43
Finance expenses .....		( 1,888)	( 2,926)
<b>Net finance expense</b> .....	9	( 1,704)	( 2,883)
Share of profit (loss) of associates .....	13	5	( 445)
<b>Profit (loss) before income tax</b> .....		1,457	( 26)
Income tax .....	10	( 333)	70
<b>Profit for the year</b> .....		1,124	44
Other comprehensive income .....		( 31)	0
<b>Comprehensive income for the year</b> .....		1,093	44
 <b>Earnings per share:</b>			
Basic and diluted earnings per share of ISK 1 .....	19	0.96	0.04

The notes on pages 9 to 27 are an integral part of these consolidated financial statements.

## Consolidated Balance Sheet as at 28 February 2011

	Note	28/02/2011	28/02/2010
<b>Assets</b>			
Operating assets .....	11	4,638	5,340
Intangible assets .....	12	8,172	9,664
Investments in associates .....	13	0	578
Deferred tax assets .....	14	0	154
Total non-current assets		<u>12,810</u>	<u>15,736</u>
Inventories .....	15	3,936	4,159
Trade and other receivables .....	16	541	761
Trade receivable - customers' credit cards .....	16	3,455	3,433
Cash and cash equivalents .....	17	1,088	475
Total current assets		<u>9,020</u>	<u>8,828</u>
<b>Total assets</b>		<u><u>21,830</u></u>	<u><u>24,564</u></u>
<b>Equity</b>			
Share capital .....	18	1,172	1,172
Share premium .....	18	1,272	1,272
Translation reserve .....	18	0	31
Retained earnings .....		1,168	44
Total equity		<u>3,612</u>	<u>2,519</u>
<b>Liabilities</b>			
Subordinated loan .....	20,25	0	828
Loans and borrowings .....	20	483	12,548
Incentives from operating leases .....	23	196	249
Deferred tax liability .....	14	151	0
Total non-current liabilities		<u>830</u>	<u>13,625</u>
Loans and borrowings .....	20	11,497	1,141
Trade and other payables .....	21	5,618	6,963
Provisions .....	22	273	316
Total current liabilities		<u>17,388</u>	<u>8,420</u>
Total liabilities		<u>18,218</u>	<u>22,045</u>
<b>Total equity and liabilities</b>		<u><u>21,830</u></u>	<u><u>24,564</u></u>

The notes on pages 9 to 27 are an integral part of these consolidated financial statements.

## Consolidated Statement of Changes in Equity for the Year Ended 28 February 2011

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	Share capital	Share premium	Translation reserve	Retained earnings	Total equity
<b>Changes in equity from 1 March 2009 to 28 February 2010</b>					
Equity at 1 March 2009 .....	1,189	1,570	31	0	2,790
Comprehensive income for the year .....				44	44
Own shares acquired .....	( 17 )	( 298 )			( 315 )
Equity at 28 February 2010 .....	1,172	1,272	31	44	2,519
<b>Changes in equity from 1 March 2010 to 28 February 2011</b>					
Equity at 1 March 2010 .....	1,172	1,272	31	44	2,519
Comprehensive income for the year .....			( 31 )	1,124	1,093
Equity at 28 February 2011 .....	1,172	1,272	0	1,168	3,612

The notes on pages 9 to 27 are an integral part of these consolidated financial statements.

# Consolidated Statement of Cash Flows

## for the Year Ended 28 February 2011

	<b>Note</b>	<b>2010/11</b>	<b>2009/10</b>
<b>Cash flows from operating activities:</b>			
Profit for the year .....		1,093	44
Adjustments for:			
Net finance expense .....	9	1,704	2,883
Depreciation .....	8	955	732
Gain on sale of assets .....		( 7)	( 1)
Incentives from operating lease .....		( 62)	( 62)
Share of (profit) loss of associates .....		( 5)	445
Income tax .....		333	( 70)
Working capital provided by operating activities		4,011	3,971
Change in current assets .....		74	450
Change in current liabilities .....		( 903)	489
Cash from operations before interest and taxes		3,182	4,910
Interest received .....		61	15
Interest paid .....		( 1,768)	( 1,698)
Net cash provided by operating activities		1,475	3,227
<b>Cash flows from (to) investing activities:</b>			
Acquisition of intangible assets .....	12	0	( 13)
Acquisition of real estate .....	11	0	( 449)
Acquisition of operating assets .....	11	( 399)	( 526)
Proceeds from the sale of shares in other companies .....		450	0
Restricted cash, decrease (increase) .....		0	558
Proceeds from the sale of operating assets .....		64	5
Derivatives, decrease .....		0	( 1,025)
Receivable from related parties, change .....		1,684	0
Net cash provided by (used in) investing activities		1,799	( 1,450)
<b>Cash flows to financing activities:</b>			
Own shares acquired .....		0	( 316)
Proceeds from borrowings .....		367	13,352
Repayment of borrowings .....		( 2,578)	( 12,900)
Short term borrowings, decrease .....		( 450)	( 1,758)
Net cash used in financing activities		( 2,661)	( 1,622)
<b>Net increase in cash and cash equivalents</b> .....		613	155
<b>Cash and cash equivalents at 1 March</b> .....		475	320
<b>Cash and cash equivalents at 28 February</b> .....		1,088	475
<b>Investment and financing activities without cash flow effect:</b>			
Proceeds from the sale of shares in other companies .....		0	80
Trade and other receivables .....		0	( 80)

The notes on pages 9 to 27 are an integral part of these consolidated financial statements.



# Notes to the Consolidated Financial Statements

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## **1. Reporting entity**

Hagar hf. (the "Company") is a limited liability company incorporated and domiciled in Iceland. The address of the Company's registered office is Skútuvogur 7, Reykjavík, Iceland. The consolidated financial statements of the Company as at and for the year ended 28 February 2011 comprise the Company and its subsidiaries (together referred to as the "Group" and individually as "Group entities") and the Group's interest in associates. The main activity of the Group is retail.

## **2. Basis of preparation**

### **a. Statement of compliance**

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the EU.

The Company's Board of Directors approved the financial statements on 19 April 2011.

### **b. Basis of measurement**

The consolidated financial statements have been prepared on the historical cost basis.

### **c. Functional and presentation currency**

These consolidated financial statements are presented in Icelandic kronas (ISK), which is the Company's functional currency. All financial information presented in Icelandic kronas has been rounded to the nearest million.

### **d. Use of estimates and judgements**

The preparation of the consolidated financial statements in conformity with the IFRSs requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods effected.

In particular, information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the financial statements are described in the following notes:

- Note 12 – measurement of the recoverable amounts of cash-generating units
- Note 22 – provision and contingencies

## **3. Significant accounting policies**

The accounting policies set out below have been applied consistently to all periods presented in these consolidated financial statements and have been applied consistently by Group entities.

### **a. Basis of consolidation**

#### **(i) Subsidiaries**

Subsidiaries are entities controlled by the Group. Control exists when the Group has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights that presently are exercisable are taken into account. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases. The accounting policies of subsidiaries have been changed when necessary to align them with the policies adopted by the Group.

## Notes, contd.:

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### **3. Significant accounting policies, contd.:**

#### **a. Basis of consolidation, contd.:**

##### *(ii) Associates*

Associates are those entities in which the Group has significant influence, but not control, over the financial and operating policies. Significant influence is presumed to exist when the Group holds between 20 and 50 percent of the voting power of another entity. Associates are accounted for using the equity method and are initially recognised at cost. The Group's investment includes goodwill identified on acquisition, net of any accumulated impairment losses. The consolidated financial statements include the Group's share of the income, expenses and equity movements of associates from the date that significant influence commences until the date that significant influence ceases. When the Group's share of losses exceeds its interest in an associate, the carrying amount of that interest (including any long-term investments) is reduced to nil and the recognition of further losses is discontinued except to the extent that the Group has an obligation or has made payments on behalf of the associate.

##### *(iii) Transactions eliminated on consolidation*

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements.

#### **b. Foreign currency**

##### *(i) Foreign currency transactions*

Transactions in foreign currencies are translated to the respective functional currencies of Group entities at exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are retranslated to the functional currency at the exchange rate at that date. The foreign currency gain or loss on monetary items is the difference between amortised cost in the functional currency at the beginning of the year, adjusted for effective interest and payments during the year, and the amortised cost in foreign currency translated at the exchange rate at the end of the year.

Foreign currency differences arising on retranslation are recognised in profit or loss, except for difference arising on the retranslation of foreign operation, which are recognised in other comprehensive income and presented in translation reserve in equity. When a foreign operation is disposed of, in full, the cumulative amount in the translation reserve is reclassified to profit or loss as part of the gain or loss on disposal.

#### **c. Financial instruments**

##### *(i) Financial assets*

Trade and other receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, loans and receivables are measured at amortised cost using the effective interest method, less any impairment losses.

Cash and cash equivalents comprise cash held at bank, at hand and call deposits with original maturities of three months or less.

##### *(ii) Financial liabilities*

Financial liabilities are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition financial liabilities are measured at amortised cost using the effective interest method.

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Group has a legal right to offset the amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

##### *(iii) Share capital*

###### *Ordinary shares*

Ordinary shares are classified as equity. Incremental costs directly attributable to issue of ordinary shares and share options are recognised as a deduction from equity, net of any tax effects.

###### *Repurchase of share capital (treasury shares)*

When share capital recognised as equity is repurchased, the amount of the consideration paid, which includes directly attributable costs, is net of any tax effects, and is recognised as a deduction from equity. Repurchased shares are classified as treasury shares and are presented as a deduction from total equity. When treasury shares are sold or reissued subsequently, the amount received is recognised as an increase in equity, and the resulting surplus or deficit on the transaction is included or deducted from share premium.

## Notes, contd.:

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### **3. Significant accounting policies, contd.:**

#### **d. Operating assets**

##### *(i) Recognition and measurement*

Items of operating assets are measured at cost less accumulated depreciation and accumulated impairment losses.

Cost includes expenditures that are directly attributable to the acquisition of the asset. Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

When parts of an item of operating assets have different useful lives, they are accounted for as separate items (major components) of operating assets.

Gains and losses on disposal of an item of operating assets are determined by comparing the proceeds from disposal with the carrying amount of operating assets and are recognised net within "other operating income" in profit or loss.

##### *(ii) Subsequent costs*

The cost of replacing part of an item of operating assets is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group and its cost can be measured reliably. The carrying amount of the replaced part is derecognised. The costs of the day-to-day servicing of operating assets are recognised in profit or loss as incurred.

##### *(iii) Depreciation*

Depreciation is recognised in profit or loss on a straight-line basis over the estimated useful lives of each part of an item of operating assets. Leased assets are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Group will obtain ownership by the end of the lease term. Land is not depreciated.

The estimated useful lives for the current and comparative periods are as follows:

Real estate .....	20-50 years
Fixtures and equipment .....	3-14 years

Depreciation methods, useful lives and residual values are reviewed at each reporting date.

#### **e. Intangible assets**

##### *(i) Goodwill*

Goodwill that arises upon the acquisition of subsidiaries is included in intangible assets.

Goodwill represents the excess of the cost of the acquisition over the Group's interest in the net fair value of identifiable assets, liabilities and contingent liabilities of the acquire.

##### *Subsequent measurement*

Goodwill is measured at cost less any accumulated impairment losses. In respect of associates, the carrying amount of goodwill is included in the carrying amount of the investment.

##### *(ii) Other intangible assets*

Other intangible assets that are acquired by the Group, which have finite useful lives, are measured at cost less accumulated amortisation and accumulated impairment losses.

##### *(iii) Subsequent expenditure*

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in profit or loss as incurred.

##### *(iv) Amortisation*

Amortisation is recognised in profit or loss on a straight-line basis over the estimated useful lives of intangible assets, other than goodwill, from the date that they are available for use. The estimated useful lives for the current and comparative periods are as follows:

Software .....	5-12 years
Lease rights .....	10-15 years

## Notes, contd.:

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### **3. Significant accounting policies, contd.:**

#### **f. Inventories**

Inventories are measured at the lower of cost and net realisable value. The cost of inventories is based on the first-in first-out principle, and includes expenditure incurred in acquiring the inventories and bringing them to their existing location and condition.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

#### **g. Impairment**

##### *(i) Financial assets (including receivables)*

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is any objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of that asset.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount, and the present value of the estimated future cash flows discounted at the original effective interest rate.

Individually significant financial assets are tested for impairment on an individual basis. The remaining financial assets are assessed collectively in groups that share similar credit risk characteristics.

All impairment losses are recognised in profit or loss.

An impairment loss is reversed if the reversal can be related objectively to an event occurring after the impairment loss was recognised. For financial assets measured at amortised cost the reversal is recognised in profit or loss.

##### *(ii) Non-financial assets*

The carrying amounts of the Group's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists then the asset's recoverable amount is estimated. For goodwill and intangible assets that have indefinite lives or that are not yet available for use, recoverable amount is estimated at each reporting date.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. 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 assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit"). The goodwill acquired in a business combination, for the purpose of impairment testing, is allocated to cash-generating units that are expected to benefit from the synergies of the combination.

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. Impairment losses are recognised in profit or loss. Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amount of the other assets in the unit (group of units) on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

## Notes, contd.:

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### **3. Significant accounting policies, contd.:**

#### ***h. Employee benefits***

##### *Defined contribution plans*

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognised as an employee benefit expense in profit or loss in the period which services are rendered by employees.

#### ***i. Provisions***

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

#### ***j. Revenue***

##### *Goods sold*

Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns, trade discounts and volume rebates. Revenue is recognised when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods, and the amount of revenue can be measured reliably.

##### *Services / other income*

Revenue from services rendered is recognised in profit or loss in proportion to the stage of completion of the transaction at the reporting date. The stage of completion is assessed by reference to surveys of work performed.

#### ***k. Lease payments***

Payments made under operating leases are recognised in profit or loss on a straight-line basis over the term of the lease. Lease incentives received are recognised as an integral part of the total lease expense, over the term of the lease.

Incentives from operating leases are recognised in profit or loss on a straight-line basis over the term of the lease.

#### ***l. Finance income and expenses***

Finance income comprises interest income on funds invested, an foreign currency gains. Interest income is recognised as it accrues, using the effective interest method.

Finance expenses comprise interest expense on borrowings, unwinding of the discount on provisions, impairment losses recognised on financial asset and foreign currency losses. All borrowing costs are recognised in profit or loss using the effective interest method.

Foreign currency gains and losses are reported on a net basis.

#### ***m. Income tax***

Income tax expense comprises current and deferred tax. Income tax expense is recognised in profit or loss except to the extent that it relates to items recognised directly in equity or in other comprehensive income.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for:

- \* temporary differences related to investments in subsidiaries to the extent that it is probable that they will not reversed in the foreseeable future; and
- \* taxable temporary differences arising on the initial recognition of goodwill.

**3. Significant accounting policies, contd.:**

**m. Income tax, cont.:**

Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which temporary difference can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

**n. Earnings per share**

The Group presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares, which could be issued.

**o. Segment reporting**

The Group does not present business nor geographical segments as it has only similar retail operation in Iceland.

**p. New standards and interpretations not yet adopted**

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning after 1 March 2010, and have not been applied in preparing these consolidated financial statements. None of these is expected to have a significant effect on the consolidated financial statements of the Group.

**4. Determination of fair values**

A number of the Group's accounting policies and disclosures require the determination of fair value, for both financial and non-financial assets and liabilities. Fair values have been determined for measurement and / or disclosure purposes based on the following methods. Where applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

**a. Operating assets**

The fair value of operating assets recognised as a result of a business combination is based on market values. The market value of property is the estimated amount for which a property could be exchanged on the date of valuation between a willing buyer and a willing seller in an arm's length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion. The market value of items of equipment, fixtures and machinery is based on the quoted market prices for similar items.

**b. Intangible assets**

The fair value of intangible assets is based on the discounted cash flows expected to be derived from the use and eventual sale of the assets.

**c. Inventories**

The fair value of inventories acquired in a business combination is determined based on its estimated selling price in the ordinary course of business less the estimated costs of completion and sale, and a reasonable profit margin based on the effort required to complete and sell the inventories.

**d. Trade and other receivables**

The fair value of trade and other receivables is estimated as the present value of future cash flows, discounted at the market rate of interest at the reporting date.

**e. None derivatives financial liabilities**

Fair value, which is determined for disclosure purposes, is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the reporting date.

## Notes, contd.:

### 5. Other income

Other income specifies as follows:	2010/11	2009/10
Concession rent .....	18	29
Sold services .....	76	80
	<u>94</u>	<u>109</u>

### 6. Salaries and related expenses

Salaries and related expenses are specified as follows:

Salaries .....	4,992	5,631
Pension cost .....	465	458
Salary-related expenses .....	563	495
Total salaries and related expenses .....	<u>6,020</u>	<u>6,584</u>
Average number of employees (full year equivalents) .....	1,220	1,375
Number of employees at year-end .....	2,162	2,383

Salaries paid to the Board of Directors and Management amounted to ISK 410 million in 2010/11 (2009/10: ISK 274 million). In May and June 2007, the Company entered into share-based contracts with its executives. The contracts were cash settled in May 2010 with ISK 184 million payment to the executives which had been recognised in previous accounts.

### 7. Other operating expenses

Other operating expenses are specified as follows:

Other operating expenses are specified as follows:	2010/11	2009/10
Lease expenses .....	3,236	3,277
Other operating expenses .....	2,994	3,116
Total operating expenses .....	<u>6,230</u>	<u>6,393</u>

### 8. Depreciation and amortisation

Depreciation and amortisation is specified as follows:

Depreciation of operating assets, see note 11 .....	685	666
Impairment of goodwill .....	201	0
Amortisation of intangible assets, see note 12 .....	69	66
Depreciation and amortisation recognised in the income statement .....	<u>955</u>	<u>732</u>

### 9. Finance income and expense

Finance income and finance expenses are specified as follows:

Interest income of bank deposits and account receivables .....	61	43
A final settlement with Skeljungur hf. (see note 22) .....	123	0
Total finance income .....	<u>184</u>	<u>43</u>
Net foreign exchange loss .....	( 53)	( 584)
Interest expenses and indexation .....	( 1,835)	( 1,830)
Net changes in the fair value of financial assets at fair value .....	0	( 512)
Total finance expense .....	<u>( 1,888)</u>	<u>( 2,926)</u>
Net finance expense .....	<u>( 1,704)</u>	<u>( 2,883)</u>

## Notes, cont.:

### 10. Income tax

#### Reconciliation of effective tax rate

	2010/11		2009/10	
Profit for the year .....		1,124		44
Income tax for the year .....		333	(	70)
Profit (loss) before income tax .....		<u>1,457</u>	(	<u>26)</u>
Income tax according to current tax rate .....	18.0%	( 262)	15.0%	4
Non-deductible expenses .....	10.0%	( 146)	( 580.8%)	( 151)
Non-taxable income .....	( 3.4%)	49	0.0%	0
Effects of change in statutory tax rate .....	1.2%	( 17)	188.5%	49
Deductible loss of shares in other companies .....	0.0%	0	607.7%	158
Other items .....	( 3.0%)	43	38.5%	10
Effective tax rate .....	<u>22.8%</u>	<u>( 333)</u>	<u>268.9%</u>	<u>70</u>

In December 2010 the Icelandic Parliament approved to increase the income tax rate from 18% to 20% as of 1 January 2011. The effect of the change in the income tax rate is ISK 17 million.

### 11. Operating assets

Operating assets and their depreciation is specified as follows:	Real estate	Fixtures and equipment	Total
<b>Cost</b>			
Balance at 1 March 2009 .....	35	10,376	10,411
Additions .....	449	526	975
Disposals .....	0	( 234 )	( 234 )
Balance at 28 February 2010 .....	<u>484</u>	<u>10,668</u>	<u>11,152</u>
Balance at 1 March 2010 .....	484	10,668	11,152
Additions .....	10	389	399
Disposal through division .....	0	( 771 )	( 771 )
Disposals .....	( 41 )	( 33 )	( 74 )
Balance at 28 February 2011 .....	<u>453</u>	<u>10,253</u>	<u>10,706</u>
<b>Depreciation and impairment losses</b>			
Balance at 1 March 2009 .....	7	5,375	5,382
Depreciation .....	1	665	666
Disposals .....	0	( 235 )	( 235 )
Balance at 28 February 2010 .....	<u>8</u>	<u>5,805</u>	<u>5,813</u>
Balance at 1 March 2010 .....	8	5,805	5,813
Depreciation .....	10	675	685
Disposal through division .....	0	( 414 )	( 414 )
Disposals .....	( 5 )	( 11 )	( 16 )
Balance at 28 February 2011 .....	<u>13</u>	<u>6,055</u>	<u>6,068</u>
<b>Carrying amounts</b>			
At 1 March 2009 .....	28	5,001	5,029
At 28 February 2010 .....	<u>476</u>	<u>4,864</u>	<u>5,340</u>
At 28 February 2011 .....	<u>440</u>	<u>4,198</u>	<u>4,638</u>



## Notes, contd.:

### 11. Operating assets, contd.:

#### **Official real estate value and insurance value**

Insurance value, official real estate value and carrying amount is specified as follows:	28/2/2011	28/2/2010
Official real estate value .....	140	190
Insurance value of buildings .....	267	342
Carrying value of buildings .....	440	476
Insurance value of fixtures and equipment .....	6,422	7,547
Carrying value of fixtures and equipment .....	4,198	4,864

#### **Pledged**

The Group has pledged all its assets.

### 12. Intangible assets

The Group's intangible assets are specified as follows:

	Lease rights	Software	Goodwill	Total
<b>Cost</b>				
Balance at 1 March 2009 .....	148	390	9,394	9,932
Acquisitions .....	0	13	0	13
Balance at 28 February 2010 .....	148	403	9,394	9,944
Balance at 1 March 2010 .....	148	403	9,394	9,945
Disposal through division .....			( 1,222 )	( 1,222 )
Balance at 28 February 2011 .....	148	403	8,172	8,723
<b>Amortisation and impairment losses</b>				
Balance at 1 March 2009 .....	40	136	39	215
Amortisation .....	17	49	0	66
Balance at 28 February 2010 .....	57	185	39	281
Balance at 1 March 2010 .....	57	185	39	281
Amortisation .....	22	47	0	69
Impairment of goodwill .....	-	-	201	201
Balance at 28 February 2011 .....	79	232	240	551
<b>Carrying amounts</b>				
At 1 March 2009 .....	108	254	9,355	9,717
At 28 February 2010 .....	91	218	9,355	9,664
At 28 February 2011 .....	69	171	7,932	8,172

#### **Impairment tests**

Goodwill arising on business combinations is not amortised but is tested for impairment on an annual basis or more frequently if there are indications that goodwill may be impaired. Goodwill acquired in a business combination is allocated to groups of cash-generating units according to the level at which management monitors that goodwill.

Recoverable amounts for cash-generating units are based on the higher of value in use and fair value less costs to sell. In 2010/11, recoverable amounts are based on value in use.

The carrying amount of one unit was determined to be higher than its recoverable amount and an impairment loss of ISK 201 million was recognised.

## Notes, contd.:

### 12. Intangible assets, contd.:

#### Impairment tests, contd.:

Cash flow were projected based on actual operating results and the 5-year business plan. The anticipated annual nominal revenue growth included in the cash flow projections was from 0,9% up to 7% for the years 2011 to 2015. The forecasts are extrapolated beyond five years based on estimated long-term average growth rates of 4%.

An after-tax discount rate of 12.4%-14.28% was applied in determining the recoverable amount of the units. The discount rate was estimated based on an industry average weighted cost of capital, which was based on debt leveraging of average 20% at a marked interest rate of 6.7%-12.4%. These discount rates are derived from the Group's post-tax weighted average cost of capital as adjusted for the specific risks related to each cash-generating unit.

### 13. Investments in associates

The Group's share of gain in its associate for the year amounted to ISK 5 million (2009/10: loss ISK 445 million).

The Group's investments in associates are specified as follows:

	Ownership	Carrying amount at 28/02/2011	Ownership	Carrying amount at 28/02/2010
Max ehf. ....	51%	0	51%	-
P/F SMS, Faroe Islands .....	0%	-	50%	-
		<u>0</u>		<u>578</u>

Summary of financial information for associates, not adjusted for the percentage ownership held by the Group:

	28/02/2011	28/02/2010
Assets .....	-	3,450
Liabilities .....	-	( 2,176 )
Revenue .....	-	8,397
Expenses .....	-	( 8,865 )
Net loss .....	-	( 468 )

The shares in P/F SMS were sold for ISK 450 million, see note 25.

### 14. Deferred tax assets and liabilities

The deferred tax assets and liabilities are specified as follows:

Deferred tax asset at 1 March .....	154	84
Adjustments for previous years .....	11	0
Disposal through division .....	16	0
Calculated income tax for the year .....	( 315 )	21
Effects of change in statutory tax rate .....	( 17 )	49
Deferred tax (liability) asset at the end of the year .....	<u>( 151 )</u>	<u>154</u>

## Notes, contd.:

### 14. Deferred tax assets and liabilities, contd.:

The Group's deferred income tax asset is attributable to the following balance sheet items:

	28/02/2011	28/02/2010
Intangible assets .....	( 19)	( 33)
Operating assets .....	( 347)	( 359)
Trade and other receivables .....	9	3
Trade and other payables .....	56	51
Foreign exchange difference .....	28	70
Carrying amount of losses carried forward .....	134	483
Other items .....	27	( 33)
Write-down of tax asset .....	( 39)	( 28)
Deferred tax (liability) asset .....	<u>( 151)</u>	<u>154</u>

Movement in temporary differences during the year:

	Balance 28/02/2010	Recognised in profit or loss	Effect of spin-off and other	Balance 28/02/2011
Intangible assets .....	( 33)	14	0	( 19)
Operating assets .....	( 359)	( 4)	16	( 347)
Trade and other receivables .....	3	6	0	9
Trade and other payables, .....	51	5	0	56
Foreign exchange difference .....	70	( 42)	0	28
Carrying amount of losses carried forward .....	483	( 361)	12	134
Other items .....	( 33)	60	0	27
Write-down of tax asset .....	( 28)	( 11)	0	( 39)
Net tax asset .....	<u>154</u>	<u>( 333)</u>	<u>28</u>	<u>( 151)</u>

Carry forward tax losses at year-end amounted to ISK 672 million (2009/10: ISK 2,783 million). Carry forward losses not used to offset taxable income within ten years expire. Carry forward tax losses can be used as follows:

	28/02/2011	28/02/2010
Loss for the year 2002, to be used before end of 2012 .....	-	28
Loss for the year 2003, to be used before end of 2013 .....	-	28
Loss for the year 2004, to be used before end of 2014 .....	89	26
Loss for the year 2005, to be used before end of 2015 .....	129	854
Loss for the year 2006, to be used before end of 2016 .....	107	241
Loss for the year 2007, to be used before end of 2017 .....	47	47
Loss for the year 2008, to be used before end of 2018 .....	281	492
Loss for the year 2009, to be used before end of 2019 .....	19	1,067
	<u>672</u>	<u>2,783</u>
Carry forward tax losses not recognised .....	( 4)	( 172)
Carry forward tax losses recognised in income tax assets or liabilities .....	<u>668</u>	<u>2,611</u>

### 15. Inventories

Inventories are specified as follows:

Groceries .....	2,319	2,551
Speciality goods .....	1,317	1,315
Goods in transit .....	300	293
Total inventories .....	<u>3,936</u>	<u>4,159</u>
Written down of inventories at the end of the year .....	115	86

## Notes, contd.:

### 16. Trade and other receivables

	28/02/2011	28/02/2010
Trade and other receivables are specified as follows:		
Trade receivables .....	431	515
Other receivables .....	133	159
Prepaid expenses .....	25	107
Allowance for bad debt .....	( 48)	( 20)
Trade and other receivables .....	541	761
Customers credit cards .....	3,455	3,433
Total trade and other receivables .....	<u>3,996</u>	<u>4,194</u>

### 17. Cash and cash equivalents

Cash and cash equivalents are specified as follows:		
Marketable securities .....	700	0
Cash .....	259	121
Bank balances .....	129	354
Cash and cash equivalents in the statement of cash flows .....	<u>1,088</u>	<u>475</u>

### 18. Equity

#### **Issued capital**

*In millions of shares*

On issue at 1 March .....	1,172	1,189
Acquired own shares .....	0	( 17)
On issue at 28 February .....	<u>1,172</u>	<u>1,172</u>

At 28 February 2011, the authorised share capital comprised 1,218 million shares according to the Company's Articles of Association. The Company holds own shares amounting to the nominal value of ISK 46.1 million. One vote is attached to each share. The holders of shares are entitled to receive dividend as declared from time to time at general meetings of the Company.

#### **Share premium**

Share premium represents excess of payment above nominal value (ISK 1 per share) that shareholders have paid for shares sold by the Company. According to the Icelandic Companies Act, 25% of the nominal value of share capital must be held in reserve which can not be paid out as dividend to shareholders.

#### **Translation reserve**

Foreign exchange differences arising on translation of financial statements of foreign associates are recognised directly in a separate component of equity.

#### **Dividends**

No dividends was paid to the shareholders of the Company for the year 2010/11 (ISK 0 per share 2009/10).

## Notes, contd.:

### 19. Earnings per share

Basic earnings per share is calculated by dividing the net profit attributable to equity holders of the parent by the weighted average outstanding number of shares during the year and shows the earnings per each share.

<b>Basic and diluted earnings per share</b>	<b>2010/11</b>	<b>2009/10</b>
Net profit for the year attributable to equity holders of the parent .....	1,124	44
Weighted average number of ordinary shares:		
Shares at the beginning of the year .....	1,172	1,189
Effect of own shares held .....	0	( 6)
Weighted average number of ordinary shares .....	1,172	1,183
Basic and diluted earnings per share .....	0.96	0.04

### 20. Loans and borrowings

Loans and borrowings are specified as follows:

	<b>28/02/2011</b>	<b>28/02/2010</b>
<b>Non-current loans and borrowings</b>		
Secured bank loans .....	283	12,339
Other loans .....	200	209
Total loans and borrowing .....	483	12,548
Subordinated loan .....	0	828
	483	13,376
<b>Current loans and borrowings</b>		
Current portion of secured bank loans .....	11,485	680
Current portion of finance lease liability .....	12	11
Secured bank facility .....	0	450
Total loans and borrowing .....	11,497	1,141

Terms and conditions of outstanding loans were as follows:

	<b>Weighted average interest rate</b>	<b>Carrying amount</b>	<b>Carrying amount</b>
Debt in ISK, indexed .....	7.0%	499	636
Debt in ISK, un-indexed .....	6.6%	11,481	13,879
Debt in JPY .....		0	1
Debt in CHF .....		0	1
Non-current loans and borrowing, including current portion .....		11,980	14,517
Current portion of non-current loans and borrowings .....		( 11,497 )	(1,141)
Total non-current loans and borrowings .....		483	13,376

Contractual repayments of loans and borrowings are specified as follows:

Repayments in 2010/11 .....	-	691
Repayments in 2011/12 .....	11,497	13,062
Repayments in 2012/13 .....	16	71
Repayments in 2013/14 .....	16	58
Repayments in 2014/15 .....	16	58
Repayments in 2015/16 .....	16	-
Subsequent .....	419	577
Total .....	11,980	14,517

## Notes, contd.:

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### 21. Trade and other payables

Trade and other payables are specified as follows:	28/02/2011	28/02/2010
Trade payables .....	4,161	4,550
Payables* .....	282	282
Other payables .....	1,121	2,192
Incentives from operating leases (see note 23) .....	54	62
Total trade and other payables, including derivatives .....	<u>5,618</u>	<u>7,086</u>

\*The Company entered into a forward sale contract with Glitnir Bank hf. where shares in FL Group hf. were sold forward. The expiration date of the contract was in October 2008. In the beginning of October 2008, the Company requested to close the contract with Glitnir Bank hf. At that time the Icelandic Financial Supervisory Authority had taken control of Glitnir Bank hf. and appointed a Resolution committee. Due to this, Glitnir Bank hf. informed the Company that it was unable to close the contract at that time. There is a disagreement between the Company and Glitnir Bank hf. about the amount of the final settlement.

### 22. Provisions and contingencies

At year-end the provision amounted to ISK 273 million (2009/10: ISK 316 million). The provision at year-end is for onerous leases related to lease liabilities for premises vacated from the Group's operating activities, and to net losses on rent of subleased premises. The provisions at the year-beginning was provision for onerous leases and due to an obligation to pay Skeljungur hf. any compensatory damages that may be imposed on Skeljungur hf. as a result of litigation from former customer of Skeljungur hf. due to its violation of the Icelandic Completion Law. The Company has closed this case with a final payment to Skeljungur hf.

In an agreement dated 23 September 2010 the Company reached a settlement with the Competition Authority in relation to an investigation on the Company's vertical collusion with meat suppliers. The Company agreed to pay an administrative fine to the amount of ISK 270 million, which is expensed in profit or loss.

The Company has received a payment claim from a competitor for indemnity due to misappropriation of market leading position. The Company has rejected the claim and a provision has not been recognised due to this matter.

### 23. Operating leases

Non-cancellable operating lease rentals are payable as follows:	28/02/2011	28/02/2010
Less than one year .....	2,995	3,013
Between one and five years .....	8,683	9,734
More than five years .....	10,949	7,514
	<u>22,627</u>	<u>20,261</u>

The Company leases buildings for its operations. The longest term of lease is until 2023. At the end of February 2011, the obligation in relation to these leases amounted to ISK 22,627 million (2009/10: ISK 20,261 million). The Company has also entered into operating lease agreements regarding machinery, equipment and operating assets.

The remaining incentives from operating leases amounting to ISK 249 million (2009/10: ISK 311 million) will be recognised in profit or loss on a straight-line basis over the next four years.

## Notes, contd.:

### 24. Financial risk management

#### a. Overview

The Group has exposure to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk

This note presents information about the Group's exposure to each of the above risks, the Group's objectives, policies, and processes for measuring and managing risk, and the Group's management of capital. Further quantitative disclosures are included throughout these consolidated financial statements.

The Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework.

The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group, through its training and management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

#### b. Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers and investment securities.

##### (i) Trade and other receivables

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer.

The Group establishes an allowance for impairment that represents its estimate of incurred losses in respect of trade and other receivables and investments. The main components of this allowance are a specific loss component that relates to individually significant exposures, and a collective loss component established for groups of similar assets in respect of losses that have been incurred but not yet identified. The collective loss allowance is determined based on historical data of payment statistics for similar financial assets.

At the reporting date there were no significant concentrations of credit risk.

##### *Exposure to credit risk*

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

	Notes	28/02/2011	28/02/2010
Trade receivables and other receivables .....	16	541	761
Trade receivables - customers credit cards .....	16	3,455	3,433
The maximum exposure to credit risk for trade receivables		3,996	4,194
Cash and cash equivalents .....		1,088	475
		<u>5,084</u>	<u>4,669</u>

The movement in the allowance for impairment in respect of trade receivables during the year was as follows:

Balance at the beginning of the year .....	21	134
Receivables written off .....	0 (	123)
Changes in provision during the period .....	27	10
Balance at year end .....	<u>48</u>	<u>21</u>

## Notes, contd.:

### 24. Financial risk management, contd.:

#### c. Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

#### Liquidity risk

The following are the contractual maturities of financial liabilities, including estimated interest payments:

##### 28 February 2011

Non-derivative financial instruments	Carrying amount	Contractual cash flows	Less than one year	1 - 2 years	2- 5 years	After 5 years
Loans and borrowings .	11,768	12,784	11,990	29	87	678
Finance lease liabilities	212	413	38	36	111	228
Trade and other payables .....	5,618	5,618	5,618			
	<u>17,598</u>	<u>18,815</u>	<u>17,646</u>	<u>65</u>	<u>198</u>	<u>906</u>

On the basis of a term and revolving facilities agreement dated 16 October 2009 between the Company on the one hand and Arion banki hf. and NBI hf. on the other the Company was refinanced with an ISK 15,000 million loan and a greater part of the loan falls due on 16 October 2011. With an agreement dated 18 November 2010, Arion banki hf. took over NBI hf.'s part of the loan. With an amendment agreement dated 13 April 2011, the Company reached an agreement with Arion banki hf. on the loan term and the final repayment date of the loan was extended until 16 October 2012. The Company may request for an extension of the final repayment date for a maximum period of 24 months.

##### 28 February 2010

Non-derivative financial instruments	Carrying amount	Contractual cash flows	Less than one year	1 - 2 years	2- 5 years	After 5 years
Loans and borrowings .	13,847	16,820	2,600	13,876	22	322
Finance lease liabilities	220	380	34	34	102	210
Trade and other payables .....	6,963	6,963	6,963			
Overdraft .....	450	450	450			
	<u>21,480</u>	<u>24,613</u>	<u>10,047</u>	<u>13,910</u>	<u>124</u>	<u>532</u>

#### d. Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will effect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

##### (i) Currency risk

The Group is exposed to currency risk on purchases and borrowings that are denominated in a currency other than ISK. The currencies in which these transactions primarily are denominated are US Dollar (USD), Euro (EUR), Pound sterling (GBP) and Swedish krona (SEK).



## Notes, contd.:

### 24. Financial risk management, contd.:

#### (i) Currency risk, contd.:

##### Exposure to currency risk

The Group's exposure to foreign currency risk, based on notional amounts, was as follows:

	EUR	USD	GBP	SEK	Other
<b>28 February 2011</b>					
Trade payables .....	181	3	46	22	12
<b>28 February 2010</b>					
Trade payables .....	242	44	25	19	12
Loans and borrowings .	0	0	0	0	2
Balance sheet risk .....	242	44	25	19	14

The following significant exchange rates applied during the year:

	Average rate		Reporting date spot rate	
	2010/11	2009/10	2010/11	2009/10
EUR .....	158.30	175.88	159.93	174.20
USD .....	120.12	124.63	115.67	128.01
SEK .....	16.94	16.79	18.19	17.95
GBP .....	186.05	198.70	187.97	195.70

A 10 percent weakening of the Icelandic Krona against the above currencies at 28 February 2011 would have decreased profit after tax by ISK 21 million (2009/10: ISK 25 million). This analysis assumes that all other variables, in particular interest rates, remain constant. The analysis is performed on the same basis for 2009/10.

#### (ii) Interest rate risk

A 95.2% of the Group's borrowings carry variable interest rates (2009/10: 90.8%).

##### Interest rate risk

Interest-bearing financial liabilities are as follows at year end:

	28/02/2011	28/02/2010
<b>Financial instruments with fixed interest rate</b>		
Financial liabilities .....	570	1,464
<b>Financial instruments with floating interest rate</b>		
Financial liabilities .....	11,410	13,053

#### e. Capital management

The Board's policy is to maintain a strong capital base to sustain future development of the business. The Company's Board of Directors monitors the level of dividends to shareholders.

The Company's Board of Directors seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position. Return on equity was 36.7% in the year ended 28 February 2011 (2009/10: 1.7%).

There were no changes in the Company's approach to capital management during the year and the Company is not obliged to comply with external rules on minimum equity.

## Notes, contd.:

### 24. Financial instruments, cont.:

#### **Fair value**

##### *Fair value versus carrying amounts*

The fair values of financial assets and liabilities, together with the carrying amounts shown in the balance sheet, are as follows:

	28 February 2011		28 February 2010	
	Carrying amount	Fair value	Carrying amount	Fair value
Trade and other receivables .....	541	541	761	761
Cash and cash equivalents .....	1,088	1,088	475	475
Loans and borrowings .....	( 11,980)	( 11,980)	( 14,067)	( 14,067)
Unsecured short-term bank facility .....	0	0	( 450)	( 450)
Trade and other payables .....	( 5,618)	( 5,618)	( 6,963)	( 6,963)
	<u>( 15,969)</u>	<u>( 15,969)</u>	<u>( 20,244)</u>	<u>( 20,244)</u>

The basis for determining fair values is disclosed in note 4.

### 25. Related parties

#### **Identity of related parties**

The Company has a related party relationship with its parent company, associates, directors and executive officers. Transactions between the Company and its subsidiaries, which are related parties, have been eliminated on consolidation and are not disclosed in this note. The Company's ultimate owner is Arion banki hf.

#### **Related party transactions**

With an agreement, dated 17 November 2010, the Company reached an agreement with its former shareholder, Baugur Group hf., regarding final settlement of the subordinated loan from Baugur Group hf.

With an agreement, dated 25 November 2010, between the Company and EB 1 ehf. (a company own by Eignabjarg ehf.) the Company sold its shares in P/F SMS for ISK 450 million which was paid upon the signing of the agreement.

Payable to related parties at year-end, was as follows:

	28/02/2011	28/02/2010
Arion banki hf. ....	( 11,481)	( 6,437)

Transactions between the Group and related parties in the statement of comprehensive income, was as follows:

	28/02/2011	28/02/2010
Interest income from Arion banki hf. ....	28	0
Fees paid to Arion banki hf. ....	4	0
Interest expense to Arion banki hf. ....	811	324

## Notes, contd.:

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### 26. Group entities

At 28 February 2011 the Company's subsidiaries were eight. The subsidiaries included in the consolidated financial statements are the following:

	Place of registration and operation	Ownership interest	
		28/02/2011	28/02/2010
Hagar verslanir ehf. ....	Iceland	100%	-
Banar ehf. ....	Iceland	100%	100%
DBH á Íslandi ehf. ....	Iceland	100%	100%
Ferskar kjötvörur ehf. ....	Iceland	100%	100%
Noron ehf. ....	Iceland	100%	100%
Sólhöfn ehf. ....	Iceland	100%	100%
Íshöfn ehf. ....	Iceland	100%	100%
Eignarhaldsfélagið Dagar ehf. ....	Iceland	100%	100%

At the Company's shareholders meeting on 30 August 2010 it was approved to divide Hagar hf. Rekstrarfélag Tíu-ellefu ehf., a company owned by Eignarbjarg ehf., took over the operation of the retail stores 10-11. Hagar verslanir ehf., a company owned by Hagar hf., took over the operation of Bónus, Hagkaup, Aðföng, Útilíf and Hýsing vöruhótel. Shareholders received shares in Rekstrarfélag Tíu-ellefu ehf. and Hagar verslanir ehf. for their shares in the Company. The operational separation of the companies was executed on 31 August 2010.

The Parent Company has pledged all its shares in the abovementioned subsidiaries.

### 27. Financial Ratios

*The Group's primary financial ratios are as follows:*

Balance sheet:	28/02/2011	28/02/2010
Current ratio - Current assets/current liabilities .....	0.52	1.05
Equity ratio - equity/total capital .....	16.5%	10.3%
Internal value of share capital .....	3.08	2.15

# Spin-off Balance Sheet as at 31 August 2010

	Hagar hf. parent 31/08/2010	Rekstrar- félag Tíu-ellefu ehf.	Hagar - verslanir ehf.	Hagar hf. parent 31/08/2010
<i>Amounts are in ISK million</i>				
<b>Assets</b>				
Operating assets .....	4,592	357	3,739	496
Intangible assets .....	7,803	1,222	5,357	1,224
Investments in subsidiaries .....	3,449	0	0	3,449
Investments in associates .....	450	0	0	450
Investments in other companies .....	0	0	0	0
Deferred tax assets .....	117	(16)	(277)	410
Non-current assets	16,411	1,563	8,819	6,029
Inventories .....	3,693	182	3,511	0
Trade receivables .....	123	11	111	1
Trade receivable - customers' credit cards .....	3,659	169	3,490	0
Other receivable .....	461	6	195	260
Receivable from related parties .....				11,859
Cash and cash equivalents .....	334	19	169	146
Current assets	8,270	387	7,476	12,266
<b>Total assets</b>	<b>24,681</b>	<b>1,950</b>	<b>16,295</b>	<b>18,295</b>
<b>Equity</b>				
Share capital .....	1,171.6	0.05	0.05	1,171.5
Share premium .....	1,272	0	0	1,272
Translation reserve .....	31	0	0	31
Retained earnings .....	514	0	0	514
Total equity	2,989	0	0	2,989
0				
<b>Liabilities</b>				
Loans and borrowings .....	12,646	0	206	12,440
Subordinated loan from Baugur Group hf. ....	828	0	0	828
Incentives from operating leases .....	118	0	118	0
Total non-current liabilities	13,592	0	324	13,268
Loans and borrowings .....	680	0	0	680
Trade and other payables .....	5,937	205	4,374	1,358
Payables to related parties .....	1,483	1,745	11,597	(11,859)
Receivable from related parties .....				11,859
Total current liabilities	8,100	1,950	15,971	2,038
Total liabilities	21,692	1,950	16,295	15,306
<b>Total equity and liabilities</b>	<b>24,681</b>	<b>1,950</b>	<b>16,295</b>	<b>18,295</b>