

N1 hf.

Condensed Interim Financial Statements
1 January to 30 June 2012

N1 hf.
Dalvegur 10-14
201 Kópavogur

Reg. no. 540206-2010

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Endorsement and Statement by the Board of Directors and the CEO

The unaudited interim financial statements of N1 hf. for the period 1 January to 30 June 2012 have been prepared in accordance with the International Financial Reporting Standard for interim financial reporting, IAS 34.

The Company's operating revenue for the first six months of the year amounted to ISK 28,727 million and increased by 16.9% compared to the same period the previous year. According to the income statement and statement of comprehensive income, profit from the Company's operations for the period amounted to ISK 624 million however when taking into account translation difference due to the operation of a foreign associated company the Company's total profit amounts to ISK 622 million. The Company's equity at the end of June amounted to ISK 13,946 million including share capital in the amount of ISK 1,000 million.

On July 11, Hermann Guðmundsson quit working for the Company's CEO. Eggert Benedikt Guðmundsson was hired as the Company's CEO and began working for the Company on August 13, 2012. Eggert Þór Kristófersson, the Company's Financial Director, acted as the Company's CEO until that date.

The Company's shareholders at the end of the period numbered 63 compared to 66 at the beginning of the year. At the time of approval of the interim financial statements the shareholders are 63 and 3 shareholders hold more than a 10% share in the Company, they are:

Framtakssjóður Íslands slhf.	44.8%
Íslandsbanki hf.	25.3%
Lífeyrissjóður verzlunarmanna.....	10.0%

Statement by the Board of Directors and the CEO

The interim financial statements of N1 hf. for the period 1 January to 30 June 2012 are prepared in accordance with the International Financial Reporting Standard for interim financial reporting, IAS 34. According to our best knowledge it is our opinion that the interim financial statements give a fair view of the Company's operating results, its assets, liabilities and financial position as at 30 June 2012 and changes in cash flows during the period from 1 January to 30 June 2012.

Furthermore, it is our opinion that the interim financial statements and the Endorsement by the Board of Directors and the CEO give a fair view of the Company's results, financial position and development and describe the main risk factors and uncertainty faced by the Company.

The Board of Directors and the CEO of N1 hf. have today discussed the Company's interim financial statements for the period 1 January to 30 June 2012 and hereby confirm them with their signatures.

Kópavogur, 30 August 2012

The Board of Directors of N1 hf.

Margrét Guðmundsdóttir

Þór Hauksson

Kristinn Pálmason

Hreinn Jakobsson

Helgi Magnússon

The CEO

Eggert Benedikt Guðmundsson

Independent Auditor's Review Report

To the Board of Directors and shareholders of N1 hf.

We have reviewed the accompanying interim financial statements of N1 hf. for the period 1 January to 30 June 2012. The interim financial statements comprise endorsement and statement by the board of directors, income statement and statement of comprehensive income, balance sheet, statement of changes in equity, statement of cash flows and information about significant accounting policies and other notes. Management is responsible for the preparation and presentation of the interim financial statements in accordance with International Financial Reporting Standards as adopted by the EU. Our responsibility is to express a conclusion on these interim financial statements based on our review.

Scope of Review

We conducted our review in accordance with International Standard on Review Engagements 2410 on review of Interim Financial Information performed by the Independent Auditor of the Entity. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim financial statements do not give a true and fair view of the company's results for the period, its financial position as at 30 June 2012 and changes in cash flows for the period, in accordance with International Financial Reporting Standards as adopted by the EU.

Reykjavík 30 August 2012

Ernst & Young ehf.

Jóhann Unnsteinsson
State Authorised Public Accountant

Income Statement and Statement of Comprehensive Income 1 January to 30 June 2012

	Notes	Q2		Two quarters	
		2012 * 1.4.-30.6.	2011 * 1.4.-30.6.	2012 1.1.-30.6.	2011 1.1.-30.6.
Sales		16.307.498	14.686.613	28.726.878	24.567.173
Cost of goods sold		(13.757.457)	(12.035.070)	(23.943.109)	(20.153.769)
Gross profit		<u>2.550.041</u>	<u>2.651.543</u>	<u>4.783.769</u>	<u>4.413.404</u>
Other operating income		54.697	46.325	100.632	93.368
Salaries and other personnel expenses		(1.052.413)	(1.060.882)	(2.000.343)	(1.945.841)
Sales and distribution expenses		(331.085)	(421.248)	(727.211)	(769.577)
Other operating expenses		(529.716)	(489.927)	(891.043)	(827.238)
		<u>(1.913.214)</u>	<u>(1.972.057)</u>	<u>(3.618.597)</u>	<u>(3.542.656)</u>
Profit before depreciation, amortisation, financial items and income tax		<u>691.524</u>	<u>725.811</u>	<u>1.265.804</u>	<u>964.116</u>
Depreciation and amortisation	8	(183.129)	(125.656)	(360.385)	(251.311)
Profit before financial items and income tax		<u>508.395</u>	<u>600.155</u>	<u>905.419</u>	<u>712.805</u>
Financial income		33.245	52.199	121.287	79.771
Financial expenses		(183.966)	(50.092)	(332.459)	(62.949)
Change in fair value of shares		7.621	6.831	24.611	28.413
Effect of associates		(2.246)	162.245	44.332	164.838
		<u>(145.346)</u>	<u>171.183</u>	<u>(142.229)</u>	<u>210.073</u>
Effect of financial restructuring		0	4.821.845	0	4.821.845
Profit before tax		<u>363.049</u>	<u>5.593.184</u>	<u>763.190</u>	<u>5.744.723</u>
Income tax	7	(70.554)	(253.503)	(139.062)	(278.976)
Profit for the period		<u>292.495</u>	<u>5.339.681</u>	<u>624.128</u>	<u>5.465.747</u>
Other comprehensive expenses:					
Translation difference arising from operations of a foreign associate		(27.632)	0	(1.811)	0
Total other comprehensive expenses		<u>(27.632)</u>	<u>0</u>	<u>(1.811)</u>	<u>0</u>
Total comprehensive income for the period		<u>264.863</u>	<u>5.339.681</u>	<u>622.317</u>	<u>5.465.747</u>
Basic and diluted earnings per share in ISK		0,29	0,95	0,62	0,94

* Amounts of Q2 have not been reviewed by the Company's auditors.

Notes on page 9 to 13 are an integral part of these interim financial statements.

Balance Sheet 30 June 2012

	Notes	30.6.2012	31.12.2011
Assets			
Intangible assets		490.583	520.683
Property and equipment	8	10.886.325	11.114.506
Shares in associates		1.226.310	1.183.790
Shares in other companies		137.993	113.382
Deferred tax asset	9	116.831	242.685
Bonds and debt instruments		80.128	102.054
Non-current assets		<u>12.938.170</u>	<u>13.277.099</u>
Inventories	10	7.002.084	5.929.618
Trade receivables	11	6.295.733	4.297.163
Receivable from related parties		174.982	53.774
Other short-term receivables	12	1.557.105	578.356
Cash and cash equivalents		2.652.939	2.191.295
Current assets		<u>17.682.843</u>	<u>13.050.206</u>
Total assets		<u><u>30.621.013</u></u>	<u><u>26.327.304</u></u>
Equity			
Share capital		1.000.000	1.000.000
Share premium		11.865.427	11.865.427
Revaluation reserve		470.104	484.617
Translation difference .....	(	28.603)	(26.792)
Retained earnings		638.640	0
Total equity		<u>13.945.568</u>	<u>13.323.252</u>
Liabilities			
Payable to credit institutions	13	7.480.000	7.820.000
Other obligations	14	73.988	244.146
Non-current liabilities		<u>7.553.988</u>	<u>8.064.146</u>
Payable to the State Treasury		4.105.560	2.716.484
Payable to credit institutions	13	3.002.332	566.667
Trade payables		1.389.188	1.137.553
Payable to related parties		63.106	58.851
Other short-term liabilities		561.271	460.351
Current liabilities		<u>9.121.457</u>	<u>4.939.906</u>
Total liabilities		<u>16.675.445</u>	<u>13.004.052</u>
Total equity and liabilities		<u><u>30.621.013</u></u>	<u><u>26.327.304</u></u>

Notes on page 9 to 13 are an integral part of these interim financial statements.

Statement of Changes in Equity 30 June 2012

	Share capital	Share premium	Revaluation reserve	Translation difference	Retained earnings (accumulated deficit)	Total equity
1 January to 30 June 2012						
Equity 1.1.2012	1.000.000	11.865.427	484.617	(26.792)	0	13.323.252
Profit for the period					624.128	624.128
Translation difference due to a foreign associated company				(1.811)	(1.811)	
Dissolution of revaluation of an associated company			(14.512)		14.512	
Equity 30.6.2012	<u>1.000.000</u>	<u>11.865.427</u>	<u>470.104</u>	<u>(28.604)</u>	<u>638.641</u>	<u>13.945.568</u>
1 January to 30 June 2011						
Equity 1.1.2011	6.000.000		616.601		(11.802.791)	(5.186.190)
Write-off of share capital	(6.000.000)				6.000.000	
Issued new share capital	1.000.000	13.000.000				14.000.000
Comprehensive income for the period					5.465.747	5.465.747
Dissolution of revaluation of an associated company			(120.616)		120.616	0
Equity 30.6.2011	<u>1.000.000</u>	<u>13.000.000</u>	<u>495.985</u>	<u>0</u>	<u>(216.428)</u>	<u>14.279.557</u>

Notes on page 9 to 13 are an integral part of these interim financial statements.

Statement of Cash Flows 1 January to 30 June 2012

	Notes	2012 1.1.-30.6.	2011 1.1.-30.6.
Cash flows from operating activities			
Profit for the period		624.128	5.465.747
Adjusted for:			
Depreciation	8	360.385	251.311
(Gain) loss on the sale of operating assets .....	(	829)	457
Inflation indexation of long-term loans		0	11.710
Effect of associated companies .....	(	44.331)	(164.838)
Fair value changes of shares .....	(	24.611)	(28.413)
Fair value changes of forward contracts .....	(	1.781)	0
Effect of financial restructuring		0	(4.821.845)
Deferred tax asset, change	7	125.854	278.976
Working capital from operation		<u>1.038.815</u>	<u>993.105</u>
Change in operating assets and liabilities:			
Inventories, change .....	(	1.072.466)	(1.515.962)
Trade and other receivables, change .....	(	3.070.567)	(3.267.426)
Trade and other payables, change		4.007.138	3.863.639
Change in operating assets and liabilities		<u>(135.895)</u>	<u>(919.749)</u>
Cash flows from operating activities		<u>902.920</u>	<u>73.356</u>
Cash flows from investing activities			
Purchase of property and equipment .....	(	197.042)	(236.351)
Proceeds on sale of property and equipment		95.766	27.827
Investment in intangible assets		0	(4.124)
Investment in shares in other companies		0	(3.621)
Net cash used in investing activities		<u>(101.276)</u>	<u>(216.269)</u>
Cash flows from financing activities			
Repayment of borrowings .....	(	340.000)	0
Paid due to composition settlement		0	(33.500)
Net cash used in financing activities		<u>(340.000)</u>	<u>(33.500)</u>
Increase (decrease) in cash and cash equivalents		461.644	(176.413)
Cash and cash equivalents at the beginning of the year		<u>2.191.295</u>	<u>1.733.258</u>
Cash and cash equivalents at the end of the period		<u><u>2.652.939</u></u>	<u><u>1.556.845</u></u>
Investing and financing activities not affecting cash flows:			
Purchase of real estates		0	(9.500.000)
Issued share capital due to financial restructuring		0	14.000.000
New long term loans		0	8.500.000
Settlement of long term liabilities		0	(17.860.085)
Other information:			
Interests and indexation paid .....	(	313.200)	(34.364)
Interests and indexation received		68.952	53.821

Notes on page 9 to 13 are an integral part of these interim financial statements.

Notes

1. Reporting entity

N1 hf. („the Company“) is an Icelandic limited liability company with headquarters at Dalvegur 10-14, Kópavogur. The objective of the Company is the sale of fuel, oils and lubricants in fixed, liquid and gaseous form, wholesale and retail, purchase, sale and ownership of securities, purchase, sale, ownership and operation of real estates and movable property, together with lending activities related to the Company's operations and other related

The Board of Directors of N1 hf. approved the interim financial statements on 30 August 2012.

2. Statement of compliance

The interim financial statements of N1 hf. have been prepared in accordance with the International Financial Reporting Standard for interim financial reporting, IAS 34. The condensed interim financial statements do not include all of the information required for full annual financial statements, and should be read in conjunction with the financial statements of the Company for the year ended 31 December 2011.

3. Significant accounting policies

The accounting policies applied by the Company in these interim financial statements are the same as those applied by the Company in its financial statements as at and for the year ended 31 December 2011. The Company's financial statements can be found at its website www.n1.is.

In the year 2011, the presentation of the income statement was changed. The changed presentation was explained comprehensively in the Company's financial statements for the year 2011.

4. Presentation and functional currency

These interim financial statements are prepared and presented in Icelandic krona, which is the Company's functional currency. All amounts are presented in thousands of Icelandic krona unless otherwise stated.

5. Risk management

In the year 2012, the Company started entering into currency swaps in order to limit foreign exchange risk. The swaps are forward agreement on sale of USD in order to hedge against foreign exchange risk from sale in that currency. On 30 June, open currency swaps amounted to the nominal value of USD 1.5 million. The contracts are recognised at fair value in the balance sheet and fair value changes are recognised in the income statement. At the end of the period, fair value was positive by ISK 1.8 million. The contracts are recognised among other short term receivables. The Company does not apply hedge accounting.

The Company's risk management policy remains otherwise unchanged from the Company's financial statements for the year 2011.

6. Use of estimates and judgements

The preparation of interim financial statements in accordance with International Financial Reporting Standards requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates.

7. Income tax

Effective income tax in the income statement is specified as follows:

		2012		2011
		1.1-30.6.		1.1-30.6.
Profit before income tax		763.190		5.744.723
Income tax based on current tax rate	20,00%	152.638	20,00%	1.148.945
Non-deductible expenses	0,03%	213	1,35%	77.344
Non-taxable income	(1,81% ) (	13.789)	(0,57% ) (	32.968)
Reversed write down of deferred tax asset	-	0	(8,95% ) (	514.000)
Other changes	-	0	(6,97% ) (	400.345)
Effective income tax	18,22%	139.062	4,86%	278.976

Notes, contd.:

8. Property and equipment

Items of property and equipment are specified as follows:

	Real estate, signs and tanks	Furnishings, machines, tools and equipment	Total
Total value			
Total value 1.1.2012	11.880.364	3.856.337	15.736.701
Addition during the period	53.720	143.322	197.042
Adjusted total value due to previous years	0	49.489	49.489
Sold and disposed of during the period	(94.014)	(5.654)	(99.668)
Total value 30.6.2012	<u>11.840.070</u>	<u>4.043.494</u>	<u>15.883.564</u>
Depreciation and impairment loss			
Depreciation and impairment loss 1.1.2012	2.495.871	2.126.324	4.622.195
Depreciated during the period	152.357	177.929	330.286
Adjusted due to previous years	0	49.489	49.489
Sold and disposed of during the period	(1.425)	(3.306)	(4.731)
Total depreciation 30.6.2012	<u>2.646.803</u>	<u>2.350.436</u>	<u>4.997.239</u>
Carrying amount			
Carrying amount 31.12.2011	9.384.493	1.730.013	11.114.506
Carrying amount 30.6.2012	9.193.267	1.693.058	10.886.325

Depreciation and amortisation in the income statement is specified as follows:

	2012 1.1-30.6.	2011 1.1-30.6.
Depreciation of items of property and equipment	330.286	221.211
Amortisation of intangible assets	30.099	30.100
Total depreciation and amortisation in the income statement	<u>360.385</u>	<u>251.311</u>

9. Deferred income tax asset

Deferred income tax asset at the end of the period is specified as following:

	30.6.2012	31.12.2011
Assets		
Property and equipment.....	270.802	273.697
Trade receivables.....	0	57.483
Other items.....	0	42.908
	<u>270.802</u>	<u>374.088</u>
Liabilities		
Intangible assets.....	61.721	62.555
Trade receivables.....	10.748	0
Foreign exchange rate difference.....	51.618	68.848
Forward contracts.....	356	0
Other items.....	29.528	0
	<u>153.971</u>	<u>131.403</u>
Deferred income tax asset.....	<u>116.831</u>	<u>242.685</u>

10. Inventories

Inventories at the end of the period are specified as follows:

	30.6.2012	31.12.2011
Fuel.....	4.191.813	3.138.630
Other goods.....	2.810.271	2.790.988
Total inventories.....	<u>7.002.084</u>	<u>5.929.618</u>

Notes, contd.:

10. Inventories, contd.:

Due to seasonal fluctuations in the Company's operation, inventories are higher in the second and third quarters compared to the first and fourth quarters.

11. Trade receivables

Trade receivables are specified as follows:

	30.6.2012	31.12.2011
Nominal value of trade receivables.....	6.482.229	4.486.994
Bonds.....	90.631	87.296
Provision due to doubtful receivables.....	(277.127)	(277.127)
Carrying amount of trade receivables.....	<u>6.295.733</u>	<u>4.297.163</u>

Due to seasonal fluctuations in the Company's operation, trade receivables are higher in the second and third quarters compared to the first and fourth quarters.

12. Other short-term receivables

Other short term receivables are specified as follows:

	30.6.2012	31.12.2011
Prepaid salaries.....	7.498	7.934
Prepaid inventories and expenses.....	560.529	182.353
VAT refund and other receivables from the State Treasury.....	972.337	386.773
Other short-term receivables.....	16.741	1.296
Total other short-term receivables.....	<u>1.557.105</u>	<u>578.356</u>

13. Payable to credit institutions

Interest bearing borrowings are specified as follows:

	Interest rate	30.6.2012
Long term loans		
Non-indexed loans in ISK.....	7,5%	8.046.667
Current maturities in ISK.....	-	(566.667)
Total long-term loans.....		<u>7.480.000</u>
Short term loans		
Non-indexed loans in ISK.....	6,2%	1.816.615
Non-indexed loans in USD.....	3,9%	619.050
Current maturities in ISK.....	-	566.667
		<u>3.002.332</u>
Total interest bearing borrowings.....		<u>10.482.332</u>

Loan maturities are specified as follows over the next years:

Year 2012.....	2.662.332
Year 2013.....	566.667
Year 2014.....	566.667
Year 2015.....	566.667
Year 2016.....	566.667
Year 2017.....	566.667
Later.....	4.986.667
	<u>10.482.332</u>

Notes, contd.:

14. Other obligations

Other obligations are specified as follows at the end of the period:	30.6.2012	31.12.2011
Obligation due to voluntary VAT registration of real estates.....	73.988	218.000
Other obligations.....	0	26.146
Total other obligations.....	<u>73.988</u>	<u>244.146</u>

15. Pledges, guarantees and other obligations

The Company has pledged all its real estates as collateral for a syndicated bank loan from Arion banki hf. and Íslandsbanki hf. and the Company may not according to provisions of the loan agreement pledge other property and equipment.

The Company has a line of credit with Íslandsbanki hf. in the amount of ISK 3,000 million and inventories and trade receivables in the amount of ISK 3,534 million are pledged as collateral for the line of credit. At the end of June 2012, the drawn amount by the Company was ISK 2,435 million.

The Company's rental obligation amounted to ISK 817 million at the end of June 2012.

16. Related parties

Definition of related parties

The Company's related parties are shareholders, associated companies, Board members, Managing Directors, and close family members of the aforementioned parties.

Transactions with associated companies

The following related party transactions are stated in the income statement and the balance sheet:

	2012	2011
	1.1-30.6.	1.1-30.6.
Purchased services from associated companies.....	487.377	514.488
Sold services to associated companies.....	553.055	280.874
	30.6.2012	31.12.2011
Bond on related party at the end of the period.....	34.338	32.094
Receivables from related parties at the end of the period.....	174.982	53.774
Payable to related parties at the end of the period.....	63.106	58.851

Transactions with other related parties

Transactions with other related parties were insignificant during the period covered by the interim financial statements. Such transactions were carried out on an arm's length basis.

17. Ratios

The Company's key ratios are specified as follows:

	30.6.2012	30.6.2011
Income statement		
Turnover rate of inventories at period end: utilisation of goods* / inventories at period end.....	6,84	6,16
Sales days in trade receivables: trade receivables at period end / goods and services sold*	40	44
Profit (loss) before depreciation, amortisation and finance items / gross profit.....	26,5%	21,8%
Salaries and salary related expenses / gross profit.....	41,8%	44,1%
Sales and distribution cost / gross profit.....	15,2%	17,4%
Other operating expenses / gross profit.....	18,6%	18,7%

Notes, contd.:

17. Ratios, contd.:

	30.6.2012	31.12.2011
Balance sheet		
Current ratio: current assets / current liabilities.....	1,94	2,64
Liquidity ratio: (current assets - inventories) / current liabilities.....	1,17	1,44
Leverage: Net interest bearing liabilities / EBITDA*	3,13	2,98
Equity ratio: Equity / total capital.....	45,5%	50,6%
Return on equity: Return of the period* / weighted average balance of equity.....	9,2%	111,5%

* operating figures are calculated on annual basis.

18. Events after the reporting date

On 11 July, Hermann Guðmundsson quit working as the Company's CEO. Eggert Benedikt Guðmundsson was hired as the Company's CEO and he began working for the Company on 13 August 2012. Eggert Þór Kristófersson, the Company's Financial Director, acted as the Company's CEO until that date.