# INTERPIPE LIMITED

**Consolidated Financial Statements**
Year ended 31 December 2015 together with

**Independent Auditor's Report**

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The Directors present their Report together with the accompanying Consolidated Financial Statements (the "Consolidated Financial Statements") of Interpipe Limited (referred to herein as the "Company") and its subsidiaries (collectively referred to herein as the "Group"), which comprise the consolidated statement of financial position as at 31 December 2015, and the consolidated statements of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory notes.

**Principal Activity and Subsidiaries**

The Company was incorporated under the Companies Law of Cyprus under the name of Ramelton Holdings Limited as a limited liability company on 30 December 2005 and changed its name to Interpipe Limited on 15 May 2007. The registered office and the principal place of business of the Company is Mykinon 8, P.C. 1065 Nicosia, Cyprus.

The Company operates through a number of subsidiaries in various jurisdictions (the list of the subsidiaries is disclosed in Note 32 to the accompanying Consolidated Financial Statements) and has concentration of its business in Ukraine, where its production subsidiaries are located.

The principal activity of the Company is holding ownership interests in its subsidiaries, their financing and strategic management. The Group's activities comprise design, manufacture and distribution of steel tubes, solid-rolled railway wheels and steel billets.

**Development and Performance of the Business**

The Group is the largest vertically integrated manufacturer of steel billets, steel pipes and railway wheels in Ukraine. The Company is a significant player in (i) the steel pipes international market supplying its products to customers in more than 70 countries globally, and (ii) in the railway wheels market being the number one wheels' exporter in the world, with a presence in more than 20 countries globally and significant market share in every important geographical region.

The political and economic crisis in Ukraine, which started in 2014, continued to have its negative effect on performance of the Company's business in Ukraine in 2015. The Ukrainian crisis has affected all economic activities in Ukraine and caused significant general decline in demand for all Interpipe products. During 2015, the Group's operations, its performance and production volumes have been materially affected by interruptions of electricity supply to Interpipe production plants, delays with VAT reimbursement and continuing pressure on the Company's working capital caused by unrecovered balances due from Ukrainian and CIS customers. In addition to that, the collapse of oil prices in the fourth quarter of 2014 led to a massive contraction of demand for oil and gas products globally and for the Group's products in particular during whole 2015. Furthermore, in 2015, global steel markets were depressed due to unprecedented dumping of Chinese products and the Company's steel business performance significantly suffered as a result. In response to these negative developments, the Company's management developed and implemented a number of contingency arrangements to limit a negative effect for the Group's operational performance. During 2015, management of the Group has implemented number of measures in order to maintain its liquidity position and operational sustainability such as reduction in capital expenditures, reduction of administrative cost, reduction of volume of operations (reduced utilization of certain production capacities, personnel layoffs etc.), suspension of debt servicing, and other measures.

The reduction in pipes, wheels and steel production in 2015 (compared to 2014) was 41%, 31% and 48%, respectively. In 2015, the Group generated revenue from sales of USD 626.4 million and net loss attributable to the equity holders of the Company amounted to USD 74.2 million. The pipes business segment accounted for 74 per cent of the revenue from sales, wheel business segment accounted for 20 per cent of the revenues and steel making segment accounted for 4 per cent of the revenues in 2015. Further segment information is disclosed in Note 6 to the accompanying Consolidated Financial Statements.

**Issued Capital and Capital Distributions**

Upon its incorporation on 30 December 2005, the Company issued to the subscribers of its Memorandum of Association 1,000 ordinary shares of CY£1 each at par. On 22 December 2006 the Company issued 4,000 additional ordinary shares of CY£1 each at a premium of CY£ 41,033 each for a total premium of CY£164,132 thousand, which is equivalent to USD 361,091 thousand translated at historic rate.

During the period from March to June 2008 a set of amendments was made to the authorised share capital of the Company, including conversion of the authorised share capital into euro, a subdivision of existing shares, a merge of the Company's shares and two additional issues of shares both before the merging and after it.

In December 2011, the Company issued 1,950,000 additional ordinary shares of EUR 0.01 each (equivalent of USD 26 thousand) at a premium of EUR 25 each for a total premium of EUR 48,591 thousand, which is equivalent of USD 64,974 thousand translated at historic rate.

As a result of the above mentioned transactions, as at 31 December 2014 and 2015, the number of shares equalled to 4,001,950 thousand ordinary shares of EUR 0.01 each and the authorised, issued and fully paid capital of the Company amounted to EUR 40,019 thousand (equivalent of USD 62,304 thousand).

During the year ended 31 December 2015, the Company did not declare any dividends.

Information relating to dividends payable by the subsidiaries is disclosed in Notes 21 and 31 to the accompanying Consolidated Financial Statements.

**Principal Risks and Uncertainties**

The Group is exposed to the risks of operating environment in Ukraine. Over the past years, Ukraine has been in a political and economic turmoil. Crimea, an autonomous republic of Ukraine, was effectively annexed by Russian Federation in 2014. Bilateral relations with the Russian Federation remain damaged over the annexation of Crimea and its alleged role in continuing support of separatists in certain parts of the Donetsk and Lugansk regions. Because of the signing of the association agreement between Ukraine and the EU in 2014, the Russian Federation started to implement various trade barriers for key Ukrainian export products, including the Group's products. Just after the trade agreement between Ukraine and the EU came into force, the Russian Federation implemented a trade embargo for many of Ukrainian export products. All these events resulted in higher inflation, devaluation of the national currency against major foreign currencies, illiquidity of the financial and capital markets, deterioration of public finances.

All negative developments in Ukraine and on key commodity markets increased uncertainties of the Group's business including the assessment of the fair value and the recoverable amounts of property plant and equipment under impairment testing. The final outcome of the political and economic instability in Ukraine and its corresponding effect are difficult to predict, but it may have further negative implications on the Ukrainian economy and the Group's operations.

The Ukrainian government attempts to pursue a comprehensive structural reform program aiming at the removal of the existing imbalances in the economy, public finance and governance, fighting corruption, reforming judiciary system, etc. with an ultimate goal to secure conditions for economic recovery in the country. The IMF continued to support the Ukrainian Government under the four-year Extended Fund Facility Programme, which was approved in March 2015. Availability of the IMF Programme highly depends on the continuing implementation of the Ukrainian government reforms, and other political and economic factors.

Since 2014, the National Bank of Ukraine has been imposing certain restrictions on purchase of foreign currencies at the inter-bank market, and also mandated obligatory conversion of foreign currency proceeds into Ukrainian Hryvnia. Such restrictions have material effect on Group's operations.

In late 2013, the Group breached certain financial covenants and missed scheduled principal repayments of USD 106 million, which triggered cross-default on the Group's borrowings. As a result, lenders became entitled to demand early repayment of all outstanding amounts. During 2015, further USD 169 million (USD 307 million in 2014) of the scheduled principal repayments were also missed and as at 31 December 2015 the carrying amount of such borrowings in default amounted to USD 998,192 thousand (USD 996,465 thousand as at 31 December 2014). Accordingly, the liabilities due or claimable within 12 months from 31 December 2015 and 2014 exceeded the Group's current assets as of that dates by USD 958,618 thousand and USD 850,235 thousand respectively. See Note 19 – Borrowings for further details.

As at 31 December 2015 and 2014, the Group's net equity deficit amounted to USD 628,089 thousand and USD 396,173 thousand, respectively, resulting to a material extend from the significant foreign exchange losses.

Further discussion on the operating environment and related risks of the Group as well as the discussion on the Group's going concern are included in Note 2 to the Consolidated Financial Statements.

Other principal operating and financial risks of the Group are discussed in Notes 34 and 35 to the accompanying Consolidated Financial Statements.

**Likely Future Developments**

The Group's key strategic objectives are to diversify its geographical presence and product mix in order to enhance its position as a leading producer of pipes and wheels in the CIS region and to expand presence of its products in the global markets. The Group intends to pursue this strategy by increasing its seamless pipe and wheel production, enhancing its product mix, improving quality of its products and services for customers and decreasing its costs to improve its profit margins, expanding its global presence and working more closely with its customers to deliver higher value-added products and services. The Group has launched its investments and capacities modernization program, which shall enable our products to meet more challenging and demanding quality requirement in the new markets. A success of this initiative is viewed as the key success factor for the Group's ability to penetrate new markets and diversify its customer base following a significant reduction of activity in our traditional segments, in particular, in the CIS.

The directors believe that a mutually acceptable restructuring agreement with the lenders will ultimately be reached to ensure sustainability of Group's capital structure, which shall support our long-term business strategy, and the Group will also be able to manage various other business risks in uncertain and volatile environment.

**Research and Development**

The Company did not carry out any material research and development activities in 2015.

**Events after the Reporting period**

Events after the reporting period date are disclosed in Note 36 to the accompanying Consolidated Financial Statements.

**Board of Directors**

As at 31 December 2015 composition and responsibilities of the Board of Directors was as follows:

| *Name* | *Function* | *Date of appointment* |
|---|---|---|
| Kirill Roubinski | Chairman of the Board of Directors of Interpipe Limited | 20 June 2012 |
| Gennady Gazin | Non-Executive Director | 15 October 2007 |
| Andrii Dudnyk | Non-Executive Director | 15 October 2007 |
| Jean Pierre Saltiel | Independent Non-Executive Director | 30 November 2007 |
| Ganna Khomenko | Non-Executive Director | 9 December 2009 |
| Michael Tsarev | Non-Executive Director | 11 May 2011 |
| Yakiv Konstantynivs'ky | Non-Executive Director | 20 July 2011 |
| Iuliia Chebotarova | Non-Executive Director | 10 October 2012 |
| Ulrich Becker | Independent Non-Executive Director | 1 June 2014 |
| Oleg Rozenberg | Chief Executive Officer of Interpipe Limited | 22 November 2013 |

There being no requirement in the Company's Articles of Association for the retirement of the Directors by rotation, the respective Directors presently members of the Board continue in the office.

Following changes occurred in Board of Directors' constitution and responsibilities allocation during the year and up to the date of this report:

- In June 2016, Philippe Bideau was appointed as an Independent Non-Executive Director;
- In November 2016, Fadi Khraybe was appointed as the Chief Executive Officer of the Company replacing Oleg Rozenberg, who resigned in October 2016;
- In April 2017, Kirill Roubinski, the Chairman of Interpipe Limited Board of Directors resigned;
- In May 2017, Jean Pierre Saltiel, an Independent Non-Executive Director of Interpipe Limited Board of Directors resigned;
- In July 2017, Gennady Gazin, a Non-Executive Director of Interpipe Limited Board of Directors resigned.

There were no other changes in the assignment of responsibilities and remuneration of the Board of Directors during the year and up to the date of this report.

**Independent Auditors**

The independent auditors, Ernst & Young Cyprus Limited, have expressed their willingness to continue in office. A resolution proposing their reappointment and giving authority to the Board of Directors to fix their remuneration will be proposed at the Annual General Meeting.

Signed and authorised for issue on behalf of the Board of the Company:

Member of the Board, Chief Executive Officer — Fadi Khraybe

Member of the Board, Non-Executive Director — Andrii Dudnyk

15 February 2018

## STATEMENT OF THE DIRECTORS' AND MANAGEMENT'S RESPONSIBILITIES FOR THE PREPARATION AND APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2015

The following statement is made with a view to specifying the respective responsibilities of the Directors and management in relation to the Consolidated Financial Statements of Interpipe Limited and its subsidiaries (collectively referred to herein as the "Group").

The Directors and management are responsible for the preparation of the Consolidated Financial Statements that present fairly the consolidated financial position of the Group as at 31 December 2015 and the consolidated statements of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, in accordance with International Financial Reporting Standards as adopted by the EU (hereafter "IFRS") and the Cyprus Companies Law, Cap.113.

In preparing the Consolidated Financial Statements, the Directors and management are responsible for:

- selecting suitable accounting principles and applying them consistently;
- making judgments and estimates that are reasonable and prudent;
- stating whether IFRS have been followed, subject to any material departures disclosed and explained in the Consolidated Financial Statements; and
- preparation of the Consolidated Financial Statements on a going concern basis, unless it is inappropriate to presume that the Group will continue in business for the foreseeable future.

The Directors and management, within their competencies, are also responsible for:

- designing, implementing and maintaining an effective system of internal controls, throughout the Group;
- maintaining statutory accounting records in compliance with local legislation and accounting standards in the respective jurisdictions of countries of incorporation;
- taking steps to safeguard the assets of the Group; and
- detecting and preventing fraud and other irregularities.

The Consolidated Financial Statements for the year ended 31 December 2015 were authorised for issue on 15 February 2018.

Member of the Board, Chief Executive Officer — Fadi Khraybe

Member of the Board, Non-Executive Director — Andrii Dudnyk

15 February 2018

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# Independent Auditor's Report

## To the Members of Interpipe Ltd

### Report on the Financial Statements

We have audited the accompanying consolidated financial statements of Interpipe Ltd (the "Company"), and its subsidiaries (together with the Company, the "Group"), which comprise the consolidated statement of financial position as at 31 December 2015, and the consolidated statement of comprehensive income , consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

*Board of Directors' Responsibility for the Consolidated Financial Statements*

The Company's Board of Directors is responsible for the preparation of financial statements that give a true and fair view in accordance with International Financial Reporting Standards as adopted by the European Union and the requirements of the Cyprus Companies Law, Cap. 113, and for such internal control as the Board of Directors determines is necessary to enable the preparation of 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 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 about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the 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 of financial statements that give a true and fair view 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 policies used and the reasonableness of accounting estimates made by the Board of Directors, 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.

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*Opinion*

In our opinion, the consolidated financial statements give a true and fair view of the financial position of Group as at 31 December 2015, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union and the requirements of the Cyprus Companies Law, Cap. 113.

*Emphasis of matter*

Without qualifying our opinion, we draw attention to Note 2 in the financial statements which indicates that as at the date of approval of the consolidated financial statements, the Group has not completed its negotiations with the lenders on reaching a mutually acceptable restructuring agreement with respect to its borrowing facilities and other debt, which remain in default since October 2013. The Group has negative equity of USD 628,089 thousand as at 31 December 2015 and, as of that date, the Group's current liabilities exceeded its current assets by USD 958,618 thousand. These conditions, along with other matters as set forth in Note 2, indicate the existence of a material uncertainty that may cast significant doubt about the Group's ability to continue as a going concern.

Our opinion is not qualified in respect of this matter.

## Report on Other Legal Requirements

Pursuant to the additional requirements of the Auditors Law of 2017, we report the following:

- In our opinion, the information given in the report of the Board of Directors is consistent with the financial statements.
- In our opinion, and in the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Board of Directors report.

## Other Matter

This report, including the opinion, has been prepared for and only for the Company's members as a body in accordance with Section 69 of the Auditors Law of 2017 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whose knowledge this report may come to.

Gabriel Onisiforou
Certified Public Accountant and Registered Auditor
for and on behalf of

**Ernst & Young Cyprus Limited**
Certified Public Accountants and Registered Auditors

Nicosia
15 February 2018

## INTERPIPE LIMITED

### CONSOLIDATED STATEMENT OF FINANCIAL POSITION
### AS AT 31 DECEMBER 2015
*(in US dollars and in thousands)*

INTERPIPE

| | Notes | 31 December 2015 | 31 December 2014 |
|---|---|---|---|
| **ASSETS** | | | |
| **Non-current assets** | | | |
| Property, plant and equipment | 8 | 388,387 | 514,604 |
| Intangible assets and goodwill | 9 | 886 | 973 |
| Investments in associates | 10 | 936 | 1,613 |
| Deferred tax assets | 11 | 2,072 | 9,497 |
| Prepaid income tax | | 6,429 | - |
| Other non-current assets | | 280 | 370 |
| | | **398,990** | **527,057** |
| **Current assets** | | | |
| Inventories | 12 | 88,875 | 188,042 |
| Trade and other accounts receivable | 13 | 87,952 | 98,767 |
| Prepayments and other current assets | 14 | 41,425 | 170,694 |
| Prepaid current income tax | | - | 9,926 |
| Taxes recoverable, other than income tax | 15 | 12,160 | 24,091 |
| Other financial assets | 16 | 19,893 | 24,550 |
| Cash and cash equivalents | 17 | 16,686 | 19,885 |
| | | **266,991** | **535,955** |
| **TOTAL ASSETS** | | **665,981** | **1,063,012** |
| **EQUITY AND LIABILITIES** | | | |
| **Equity attributable to equity holders of the parent** | | | |
| Issued capital | | 62,304 | 62,304 |
| Share premium | | 426,065 | 426,065 |
| Revaluation reserve | | 325,830 | 257,010 |
| Accumulated deficit | | (60,761) | (5,993) |
| Cash flow hedge reserve | | (319,677) | (234,774) |
| Foreign currency translation reserve | | (1,071,769) | (912,341) |
| | | (638,008) | (407,729) |
| **Non-controlling interests** | | 9,919 | 11,556 |
| **Total equity** | 31 | **(628,089)** | **(396,173)** |
| **Non-current liabilities** | | | |
| Subordinated loan | 18 | 40,000 | 40,000 |
| Deferred tax liabilities | 11 | 13,422 | 6,813 |
| Provisions | 20 | 15,028 | 26,139 |
| Other non-current liabilities | | 11 | 43 |
| | | **68,461** | **72,995** |
| **Current liabilities** | | | |
| Borrowings | 19 | 998,192 | 996,465 |
| Trade and other accounts payable | 21 | 153,681 | 154,194 |
| Advances and other current liabilities | 23 | 39,861 | 216,787 |
| Current income tax payable | | 6,447 | 3,445 |
| Taxes payable, other than income tax | 22 | 5,215 | 3,417 |
| Provisions | 20 | 22,213 | 11,882 |
| | | **1,225,609** | **1,386,190** |
| **Total liabilities** | | **1,294,070** | **1,459,185** |
| **TOTAL EQUITY AND LIABILITIES** | | **665,981** | **1,063,012** |

Member of the Board, Chief Executive Officer — Fadi Khraybe

Member of the Board, Non-Executive Director — Andrii Dudnyk

15 February 2018

*The Notes presented on pages 13 – 58 form an integral part of the Consolidated Financial Statements*

## CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
## FOR THE YEAR ENDED 31 DECEMBER 2015
*(in US dollars and in thousands)*

| | Notes | 2015 | 2014 |
|---|---|---|---|
| Revenue | 6 | 626,361 | 1,038,460 |
| Cost of sales | 24 | (522,853) | (810,128) |
| **Gross profit** | | **103,508** | **228,332** |
| Selling and distribution expenses | 25 | (100,085) | (166,870) |
| General and administrative expenses | 26 | (40,105) | (58,341) |
| Other operating income and expenses, net | 27 | (62,832) | (14,006) |
| Operating foreign exchange difference | 28 | 108,697 | 119,780 |
| **Operating profit** | | **9,183** | **108,895** |
| Finance income | 29 | 536 | 3,860 |
| Finance costs | 30 | (106,207) | (131,257) |
| Non-operating foreign exchange difference | 28 | 10,023 | 35,891 |
| Share of loss of associates | 10 | (130) | 2 |
| **(Loss) / profit before tax** | | **(86,595)** | **17,391** |
| Income tax benefit | 11 | 10,195 | 2,118 |
| **(Loss) / profit for the year** | | **(76,400)** | **19,509** |
| **(Loss) / profit attributable to:** | | | |
| Equity holders of the parent | | (74,224) | 27,376 |
| Non-controlling interests | | (2,176) | (7,867) |
| | | **(76,400)** | **19,509** |
| **Other comprehensive loss to be reclassified to profit or loss in subsequent periods:** | | | |
| Net loss on cash flow hedge | 35 | (84,903) | (234,774) |
| Exchange differences on translation of foreign operations, including net investments | 35 | (163,163) | (634,556) |
| **Net other comprehensive loss to be reclassified to profit or loss in subsequent periods:** | | **(248,066)** | **(869,330)** |
| **Other comprehensive income / (loss) not to be reclassified to profit or loss in subsequent periods:** | | | |
| Re-measurement gains / (losses) on defined benefit plans | 20 | 2,056 | (4,223) |
| Income tax effect | 11 | (370) | 760 |
| | | 1,686 | (3,463) |
| Revaluation of property, plant and equipment | 8 | 110,835 | - |
| Income tax effect | 11 | (19,951) | - |
| | | 90,884 | - |
| **Net other comprehensive income / (loss) not to be reclassified to profit or loss in subsequent periods:** | | **92,570** | **(3,463)** |
| **Other comprehensive loss for the year, net of tax:** | | **(155,496)** | **(872,793)** |
| **Total comprehensive loss attributable to:** | | | |
| Equity holders of the parent | | (230,287) | (831,295) |
| Non-controlling interests | | (1,609) | (21,989) |
| | | **(231,896)** | **(853,284)** |

*The Notes presented on pages 13 – 58 form an integral part of the Consolidated Financial Statements*

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
## FOR THE YEAR ENDED 31 DECEMBER 2015
*(in US dollars and in thousands)*

| | Attributable to equity holders of the parent | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|
| | **Issued capital** | **Share premium** | **Revaluation reserve** | **Accumulated deficit** | **Cash flow hedge reserve** | **Foreign currency translation reserve** | **Total** | **Non-controlling interests** | **Total equity** |
| **At 31 December 2013** | **62,304** | **426,065** | **294,870** | **(68,783)** | **-** | **(291,907)** | **422,549** | **34,634** | **457,183** |
| Profit / (loss) for the year | - | - | - | 27,376 | - | - | 27,376 | (7,867) | 19,509 |
| Other comprehensive loss (Note 20, 35) | - | - | - | (3,463) | (234,774) | **(620,434)** | (858,671) | (14,122) | (872,793) |
| **Total comprehensive income / (loss)** | **-** | **-** | **-** | **23,913** | **(234,774)** | **(620,434)** | **(831,295)** | **(21,989)** | **(853,284)** |
| Depreciation transfer | - | - | (37,860) | 37,860 | - | - | - | - | - |
| Acquisition of non-controlling interest | - | - | - | 1,017 | - | - | 1,017 | (1,089) | (72) |
| **At 31 December 2014** | **62,304** | **426,065** | **257,010** | **(5,993)** | **(234,774)** | **(912,341)** | **(407,729)** | **11,556** | **(396,173)** |
| Loss for the year | - | - | - | (74,224) | - | - | (74,224) | (2,176) | (76,400) |
| Other comprehensive income / (loss) (Note 20, 35) | - | - | 86,582 | 1,686 | (84,903) | (159,428) | (156,063) | 567 | (155,496) |
| **Total comprehensive income / (loss)** | **-** | **-** | 86,582 | **(72,538)** | **(84,903)** | **(159,428)** | **(230,287)** | **(1,609)** | **(231,896)** |
| Depreciation transfer | - | - | (17,762) | 17,762 | - | - | - | - | - |
| Acquisition of non-controlling interest | - | - | - | 8 | - | - | 8 | (28) | (20) |
| **At 31 December 2015** | **62,304** | **426,065** | **325,830** | **(60,761)** | **(319,677)** | **(1,071,769)** | **(638,008)** | **9,919** | **(628,089)** |

Share premium is not available for distribution.

*The Notes presented on pages 13 – 58 form an integral part of the Consolidated Financial Statements*

## CONSOLIDATED STATEMENT OF CASH FLOWS
## FOR THE YEAR ENDED 31 DECEMBER 2015

*(in US dollars and in thousands)*

| | Notes | 2015 | 2014 |
|---|---|---|---|
| **(Loss) / profit before tax** | | **(86,595)** | **17,391** |
| **Adjustments for:** | | | |
| Depreciation and amortisation | 24,25,26 | 60,946 | 97,881 |
| Impairment of property, plant and equipment and intangible assets | 27 | 51,021 | 4,208 |
| (Gain) / loss on disposal of property, plant and equipmentand intangible assets | 27 | (934) | 109 |
| Reclassification of the foreign exchange loss to cost of sales | 24 | 39,857 | 17,540 |
| Finance costs | 30 | 106,207 | 131,257 |
| Finance income | 29 | (536) | (3,860) |
| Movement in provisions less interest cost | | 36,608 | (2,279) |
| Share of profit of associates | 10 | 130 | (2) |
| Translation difference and foreign exchange difference | | (127,588) | (186,637) |
| **Operating cash flows before working capital changes** | | **79,116** | **75,608** |
| | | | |
| Decrease in inventories | | 36,769 | 3,360 |
| (Increase) / decrease in trade and other accounts receivable | | (25,145) | 43,887 |
| Decrease / (increase) in prepayments and other assets | | 159,383 | (122,508) |
| Decrease / (increase) in taxes recoverable, other than income tax | | 4,279 | (10,940) |
| (Decrease) / increase in trade and other accounts payable | | (22,095) | 23,047 |
| Increase / (decrease) in taxes payable, other than income tax | | 2,533 | (728) |
| (Decrease) / increase in advances and other current liabilities | | (167,652) | 123,475 |
| **Cash generated from operations** | | **67,188** | **135,201** |
| | | | |
| Income tax paid | | (2,238) | (8,064) |
| Interest and other finance costs paid | | (8,279) | (93,274) |
| **Net cash inflow from operating activities** | | **56,671** | **33,863** |
| | | | |
| **Cash flow from investing activities** | | | |
| Purchases of property, plant and equipment and intangible assets | | (53,144) | (72,581) |
| Proceeds from sale of property, plant and equipment | | 16 | 1,071 |
| Acquisition of non-controlling interests | | (28) | (72) |
| Interest received | | 629 | 4,425 |
| **Net cash outflow from investing activities** | | **(52,527)** | **(67,157)** |
| | | | |
| **Cash flows from financing activities** | | | |
| Proceeds from borrowings | | 255 | 4,441 |
| Repayments of borrowings | | (407) | (18,748) |
| Placement on restricted cash accounts | | (4,177) | (85) |
| Proceeds from subordinated loan | 18 | - | 40,000 |
| Dividends paid to non-controlling interest holders | | (2) | (7) |
| **Net cash (outflow) / inflow from financing activities** | | **(4,331)** | **25,601** |
| | | | |
| Net decrease in cash and cash equivalents | | (187) | (7,693) |
| Net foreign exchange difference | | (3,012) | (6,938) |
| **Cash and cash equivalents at period beginning** | | **19,885** | **34,516** |
| | | | |
| **Cash and cash equivalents at period end** | 17 | **16,686** | **19,885** |

*The Notes presented on pages 13 – 58 form an integral part of the consolidated financial statement.*

## 1. Corporate information

These Consolidated Financial Statements include the financial statements of Interpipe Limited (referred to as the "Company") and its subsidiaries (together referred to as the "Group").

The Company was incorporated as a limited liability company under the name of Ramelton Holdings Limited in accordance with the Companies Law of Cyprus on 30 December 2005. It was renamed to Interpipe Limited on 15 May 2007. The registered office and principal place of business of the Company is Mykinon 8, P.C. 1065 Nicosia, Cyprus .

The Company holds ownership interests in a number of subsidiaries registered in various jurisdictions as detailed in Note 32 with a concentration of the Group's business in Ukraine, where its production facilities are located. The principal business activities of the Group are described in more detail in Note 6.

Average number of employees for the year 2015 and 2014 equaled to 10.7 thousand and 12.2 thousand, respectively.

The Consolidated Financial Statements of the Group as at 31 December 2015 and for the year then ended were authorised for issue in accordance with a resolution of the Board of Directors on 15 February 2018.

## 2. Operating environment and risks of the Group

These Consolidated Financial Statements have been prepared on a going concern basis that contemplates the realization of assets and satisfaction of liabilities and commitments in the normal course of business.

In late 2013, the Group breached certain financial covenants and missed scheduled principal repayments of USD 106 million, which triggered cross-default on the Group's borrowings. As a result, lenders became entitled to demand early repayment of all outstanding amounts. During 2015, further USD 169 million (USD 307 million in 2014) of the scheduled principal repayments were also missed and as at 31 December 2015 the carrying amount of such borrowings in default amounted to USD 998,192 thousand (USD 996,465 thousand as at 31 December 2014). Accordingly, the liabilities due or claimable within 12 months from 31 December 2015 and 2014 exceeded the Group's current assets as of that dates by USD 958,618 thousand and USD 850,235 thousand respectively. See Note 19 – Borrowings for further details.

As at 31 December 2015 and 2014, the Group's net equity deficit amounted to USD 628,089 thousand and USD 396,173 thousand respectively resulting to a material extend from the significant foreign exchange losses.

In October 2013, the Group entered into financial debt restructuring negotiations with its lenders under the Override Agreement dated 25 November 2011 (the "Lenders") to revise the debt amortisation schedule. The Group settled interest payments and related charges in full during 2014 but missed respective scheduled payments in 2015. As at 31 December 2015, the Lenders had not indicated any intention to accelerate and had not accelerated any amounts owing to them and had not enforced their rights under any finance documents on the basis of the above events of default. As at the date of the issuance of these Consolidated Financial Statements, the Group is still in process of its negotiations with the lenders on reaching a mutually acceptable restructuring agreement.

In addition to the above, the Group continues to be exposed to the risks of operating environment in Ukraine. Over the past years, Ukraine has been in a political and economic turmoil. Crimea, an autonomous republic of Ukraine, was effectively annexed by Russian Federation in 2014. Bilateral relations with the Russian Federation remains damaged over the annexation of Crimea and its alleged role in continuing support of separatists in certain parts of the Donetsk and Lugansk regions. Since the signing of the association agreement between Ukraine and the EU in 2014, Russian Federation started to implement various trade barriers for key Ukrainian export products. In December 2015, the Russian Federation decree suspending the CIS Free Trade Agreement with respect to Ukraine was signed and custom duties of 7.5% and 5.0% on import of the steel pipes and railway wheels produced in Ukraine were imposed respectively. At the same time, the Eurasian Economic Commission issued 4.75% antidumping duty order on import of the railway wheels produced in Ukraine. Moreover, just after the trade agreement between Ukraine and the EU came into force, Russian Federation implemented a trade embargo to many of Ukrainian export products. All these events resulted in higher inflation, devaluation of the national currency against major foreign currencies, illiquidity of the financial and capital markets, deterioration of public finances.

The Ukrainian government attempts to pursue a comprehensive structural reform program aiming at the removal of the existing imbalances in the economy, public finance and governance, fighting corruption, reforming judiciary system, etc. with an ultimate goal to secure conditions for economic recovery in the country. The IMF continued to support the Ukrainian Government under the four-year Extended Fund Facility Programme, which was approved in March 2015. Availability of the IMF Programme highly depends on the continuing implementation of Ukrainian Government reforms, and other political and economic factors.

Since 2014, the National Bank of Ukraine has been imposing certain restrictions on purchase of foreign currencies at the inter-bank market, and also mandated obligatory conversion of foreign currency proceeds into Ukrainian Hryvnia. Such restrictions have material effect on Group's operations.

The Group's ability to operate as a going concern continues to be dependent on the successful completion of the restructuring negotiations as well as its success in entering new markets to replace reduced volume of business with Russian customers. As of the date of these Consolidated Financial Statements the restructuring terms have not been agreed by parties. Further negative developments in the political, macroeconomic or international trade conditions could also adversely affect the Group's results and financial position in a manner not currently determinable.

The directors and management of the Group have concluded that the combination of the above conditions and circumstances indicates the existence of a material uncertainty, which may potentially cast significant doubt about the Group's ability to continue as a going concern. Nevertheless, having assessed the situation, the directors and management believe that a mutually acceptable restructuring agreement with the lenders will be reached which would also remove all material risks relating to any ongoing or potential litigations and disputes related to the restructuring process, and the Group will be able to manage various business risks in uncertain and volatile environment and will be able to continue its operations for the foreseeable future in the normal course of business. For these reasons, the Group continues to adopt the going concern basis of accounting in preparing its financial statements.

## 3. Basis of preparation

**Statement of Compliance**

The Group's Consolidated Financial Statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as adopted by the European Union (EU) as well as in accordance with the requirements of the Cyprus Companies Law, Cap.113. The entities composing the Group maintain their accounting records in accordance with the accounting and reporting regulations of the countries of their incorporation. Local statutory accounting principles and procedures may differ from those generally accepted under IFRS. Accordingly, the Consolidated Financial Statements, which have been prepared from the Group entities' local statutory accounting records, reflect adjustments necessary for such financial statements to be presented in accordance with IFRS.

The Consolidated Financial Statements have been prepared on a historical cost basis except for property, plant and equipment and construction in progress, which have been measured at fair value as at 31 December 2015, investment in associates accounted for using the equity method, post-employment benefits measured in accordance with the requirements of IAS 19 "Employee benefits" and certain financial instruments measured in accordance with the requirements of IAS 39 "Financial instruments: recognition and measurement".

The preparation of the Consolidated Financial Statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities and reported amounts of revenues and expenses during the reporting period.

Due to the inherent uncertainty in making those estimates, actual results reported in future periods could differ from such estimates. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the Consolidated Financial Statements are disclosed in Note 5.

These Consolidated Financial Statements are presented in US Dollars ("USD") and all values are rounded to the nearest thousand except when otherwise indicated; all expenses are shown in brackets (unless indicated in notes).

The Consolidated Financial Statements provide comparative information in respect of the previous period.

**New and amended standards and interpretations**

The Group applied for the first time certain standards and amendments, which are effective for annual periods beginning on or after 1 January 2015.

The nature and the impact of each new standard or amendment is described below:

**Amendments to IAS 19 Defined Benefit Plans: Employee Contributions**

IAS 19 requires an entity to consider contributions from employees or third parties when accounting for defined benefit plans. Where the contributions are linked to service, they should be attributed to periods of service as a negative benefit. These amendments clarify that, if the amount of the contributions is independent of the number of years of service, an entity is permitted to recognise such contributions as a reduction in the service cost in the period in which the service is rendered, instead of allocating the contributions to the periods of service. This amendment is effective for annual periods beginning on or after 1 July 2014. This amendment is not relevant to the Group, since none of the entities within the Group has defined benefit plans with contributions from employees or third parties.

**Annual Improvements 2010-2012 Cycle**

With the exception of the improvement relating to IFRS 2 Share-based Payment applied to share-based payment transactions with a grant date on or after 1 July 2014, all other improvements are effective for accounting periods beginning on or after 1 July 2014. The Group has applied these improvements for the first time in these Consolidated Financial Statements. They include:

**IFRS 2 Share-based Payment**

This improvement is applied prospectively and clarifies various issues relating to the definitions of performance and service conditions which are vesting conditions. These amendments did not impact the Group's financial statements or accounting policies.

**IFRS 3 Business Combinations**

The amendment is applied prospectively and clarifies that all contingent consideration arrangements classified as liabilities (or assets) arising from a business combination should be subsequently measured at fair value through profit or loss whether or not they fall within the scope of IAS 39. This is consistent with the Group's current accounting policy and, thus, this amendment did not impact the Group's accounting policy.

**IFRS 8 Operating Segments**

The amendments are applied retrospectively and clarify that:

An entity must disclose the judgements made by management in applying the aggregation criteria in paragraph 12 of IFRS 8, including a brief description of operating segments that have been aggregated and the economic characteristics (e.g., sales and gross margins) used to assess whether the segments are 'similar'. The Group has not applied the aggregation criteria in IFRS 8.12.

The reconciliation of segment assets to total assets is only required to be disclosed if the reconciliation is reported to the chief operating decision maker, similar to the required disclosure for segment liabilities. The Group has presented the reconciliation of segment assets to total assets in previous periods and continues to disclose the same in Note 6 in this period's financial statements as the reconciliation is reported to the chief operating decision maker for the purpose of the decision making.

**IAS 16 Property, Plant and Equipment and IAS 38 Intangible Assets**

The amendment is applied retrospectively and clarifies in IAS 16 and IAS 38 that the asset may be revalued by reference to observable data by either adjusting the gross carrying amount of the asset to market value or by determining the market value of the carrying value and adjusting the gross carrying amount proportionately so that the resulting carrying amount equals the market value. In addition, the accumulated depreciation or amortisation is the difference between the gross and carrying amounts of the asset. This amendment did not have any impact to the revaluation adjustments recorded by the Group during the current period.

**IAS 24 Related Party Disclosures**

The amendment is applied retrospectively and clarifies that a management entity (an entity that provides key management personnel services) is a related party subject to the related party disclosures. In addition, an entity that uses a management entity is required to disclose the expenses incurred for management services. This amendment is not relevant for the Group as it does not receive any management services from other entities.

**Annual Improvements 2011-2013 Cycle**

These improvements are effective from 1 July 2014 and the Group has applied these amendments for the first time in these Consolidated Financial Statements. They include:

**IFRS 3 Business Combinations**

The amendment is applied prospectively and clarifies for the scope exceptions within IFRS 3 that:

- Joint arrangements, not just joint ventures, are outside the scope of IFRS 3
- This scope exception applies only to the accounting in the financial statements of the joint arrangement.

The Group is not a joint arrangement, and thus this amendment is not relevant for the Group and its subsidiaries.

**IFRS 13 Fair Value Measurement**

The amendment is applied prospectively and clarifies that the portfolio exception in IFRS 13 can be applied not only to financial assets and financial liabilities, but also to other contracts within the scope of IAS 39. This amendment did not affect the accounting policy of the Group.

**IAS 40 Investment Property**

The description of ancillary services in IAS 40 differentiates between investment property and owner-occupied property (i.e., property, plant and equipment). The amendment is applied prospectively and clarifies that IFRS 3, and not the description of ancillary services in IAS 40, is used to determine if the transaction is the purchase of an asset or a business combination. In previous periods, the Group has relied on IFRS 3, not IAS 40, in determining whether an acquisition is of an asset or is a business acquisition. Thus, this amendment did not impact the accounting policy of the Group.

**Basis of consolidation**

The IFRS Consolidated Financial Statements comprise the financial statements of the Company and its subsidiaries at 31 December 2015 and for the year then ended. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if, and only if, the Group has:

- Power over the investee (i.e., existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee
- The ability to use its power over the investee to affect its returns

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the Consolidated Financial Statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. The financial statements of the subsidiaries are prepared for the same reporting period as the parent Company, using consistent accounting policies. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Non-controlling interests represent the interest in subsidiaries not held by the Group. Non-controlling interests at the reporting date represent the non-controlling shareholders' portion of the fair value of the identifiable assets and liabilities of the subsidiary at the acquisition date and the non-controlling shareholders' portion of changes in net assets since the date of the combination. Non-controlling interests are presented within the shareholders' equity, except for those interests, which meet definition of the financial liabilities as referred to below in Note 4 under Financial liabilities.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it derecognises the related assets (including goodwill), liabilities, non-controlling interest and other components of equity while any resultant gain or loss is recognised in profit or loss. Any investment retained is recognised at fair value.

## 4. Summary of significant accounting policies

**Foreign currency translation**

The Consolidated Financial Statements are presented in the USD, which is the Company's functional and presentation currency. Items in the financial statements of each entity included in the Consolidated Financial Statements are measured using the functional currency determined for that entity. Transactions in foreign currencies are initially recorded in the functional currency at the rate ruling at the date of transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency rate of exchange ruling at the reporting date. All differences upon re-measurement are recognised in statement of comprehensive income. Non-monetary items that are measured at historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions.

Ukrainian hryvnia is the functional currency of the subsidiaries domiciled in Ukraine. The functional currencies of the subsidiaries domiciled outside of Ukraine are as follows: the United States dollar for those registered in Switzerland, Germany, United Arab Emirates, Republic of Cyprus and the United States of America, Russian rouble for a subsidiary in Russia, and Kazakhstani tenge for a subsidiary in Kazakhstan.

As at the reporting date, the assets and liabilities of these companies are translated into the presentation currency of the Group at the rate of exchange at the reporting date. For the reporting year, the amounts presented in their statements of comprehensive income and cash flows are translated at the monthly weighted average exchange rates. All equity transactions and significant transactions relating to the statement of comprehensive income such as revaluation and impairment of property, plant and equipment and write down of inventories to net realisable value were translated using the exchange rate ruling at the date of transaction. The exchange differences arising on the translation are taken directly to a separate component of equity.

On disposal of a foreign entity, the deferred cumulative amount recognised in equity relating to that particular foreign operation is recognised in the statement of comprehensive income.

**Net investments in foreign operations**

Intragroup net investments in foreign operations are accounted based on provisions of IAS 21 “The Effects of Changes in Foreign Exchange Rates”.

Net investment is considered to be monetary item with the settlement which is neither planned nor likely to occur in the foreseeable future. Such monetary items consist of intercompany loans and may include long-term receivables and payables.

In the Consolidated Financial Statements of the Group exchange differences arising on monetary items that are designated to form part of the intercompany net investments are recognised in other comprehensive income and taken to a separate component in equity during period of designation.

Exchange differences recognized in other comprehensive income should be reclassified from equity to profit or loss only on disposal of the respective net investment in accordance with provisions of IAS 21 “The Effects of Changes in Foreign Exchange Rates”.

**Business combinations and goodwill**

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the date of exchange, plus costs directly attributable to the acquisition. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at fair values at the date of acquisition, irrespective of the extent of any non-controlling interest.

Goodwill is initially measured at cost being the excess of the cost of the business combination over the Group’s share in the net fair value of the acquiree’s identifiable assets, liabilities and contingent liabilities. If the cost of acquisition is less than the fair value of the net assets of the subsidiary acquired, the difference is recognised directly in the statement of comprehensive income.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group’s cash generating units that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

Where goodwill forms part of a cash-generating unit and a part of the operation within that unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed of in this circumstance is measured based on the relative values of the operation disposed of and the portion of the cash-generating unit retained.

**Property, plant and equipment**

The Group applies revaluation model for all the groups of property, plant and equipment. The last revaluation was performed by independent appraiser as at 31 December 2015. Subsequently, property, plant and equipment are carried at revalued amounts, being their fair value at the date of the revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses. When no market values are available, fair value of specific machinery and equipment is determined by using depreciated replacement cost approach. Fair values of other items of property, plant and equipment are determined by reference to market-based evidence, which are the amounts for which the assets could be exchanged between a knowledgeable willing buyer and a knowledgeable willing seller in an arm’s length transaction as at the valuation date. Prior to the revaluation property, plant and equipment were stated at cost or deemed cost at the date of transition to IFRS (hereinafter referred as “cost”), excluding the costs of day-to-day servicing, less accumulated depreciation and accumulated impairment in value. Such costs included the cost of replacing part of such plant and equipment when that cost was incurred and if the recognition criteria were met.

Revaluations of property, plant and equipment are performed with sufficient regularity such that the carrying amount does not differ materially from that which would be determined using fair values at the reporting date.

Any accumulated depreciation at the date of revaluation is eliminated against the gross carrying amount of the asset, and the net amount is adjusted to the revalued amount of the asset.

A revaluation surplus is recorded in other comprehensive income (OCI) and credited to the asset revaluation surplus in equity.. However, such increase is recognised in profit or loss to the extent that it reverses a revaluation decrease of the same asset previously recognised in profit or loss. If the asset's carrying amount is decreased as the result of the revaluation, the decrease is recognised in profit or loss. However, the decrease is recognised in other comprehensive income to the extent of any credit balance existing in the revaluation reserve in respect of that asset. The decrease recognised in other comprehensive income reduces the amount accumulated in equity under the heading of revaluation reserve.

For the year ended 31 December 2015, the Group changed presentation of the results of property, plant and equipment impairment and revaluation. Corresponding reclassifications in cost of sales and other operating expenses were made for the year ended 31 December 2014. The reclassifications did not have any impact on the consolidated statement of financial position. Refer to Note 24 and Note 27 for more details.

As an asset is used by the Group, the difference between its depreciation based on the revalued carrying amount of the asset and depreciation based on the asset's original cost is transferred to retained earnings. On the subsequent sale or retirement of the revalued asset, the respective revaluation surplus carried in revaluation reserve is transferred directly to retained earnings.

Depreciable amount is the cost or revalued amount of the item of property, plant and equipment less estimated residual value at the end of the useful life. Depreciation is calculated on a straight-line basis over the estimated remaining useful life of the assets, determined at the date of revaluation, or estimated useful life of the assets, determined at the date the asset is available for use.

The asset's residual values, useful lives and methods are reviewed, and adjusted, if appropriate, at each financial year end. Depreciation is calculated over the estimated remaining useful life of the assets as follows:

| | |
|---|---|
| Buildings and structures | 3-50 years |
| Machinery and equipment | 1-25 years |
| Transport and motor vehicles | 1-10 years |
| Fixtures and office equipment | 1-7 years |

Construction in progress comprises prepayments made and letters of credit issued for purchases of property, plant and equipment, as well as property, plant and equipment which have not yet been completed. No depreciation is recorded on such assets until they are available for use.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the item) is included in profit or loss in the year when the item is derecognised.

The Group has the title to certain non-production and social assets, primarily buildings and social infrastructure facilities held by production subsidiaries in Ukraine. The items of social infrastructure facilities do not meet the definition of an asset according to IFRS; therefore, these items are not included in these IFRS Consolidated Financial Statements. Construction and maintenance costs of social infrastructure facilities are expensed as incurred.

**Borrowing costs**

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalised as part of the cost of the respective assets. All other borrowing costs are expensed in the period they are incurred. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

**Intangible assets**

Intangible assets include patents and trademarks, accounting and other software acquired separately from business combination and measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses. Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at each financial year-end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortisation period or method, as appropriate, and treated as changes in accounting estimates. Intangible assets are amortised using straight line method over estimated useful lives from three to ten years.

**Investments in associates**

The Group's investments in associates are accounted for under the equity method of accounting. An associate is an entity in which the Group has significant influence and which is neither a subsidiary nor a joint venture.

Under the equity method, on initial recognition the investment in an associate is recognised at cost, and the carrying amount is increased or decreased to recognise the Group's share of the profit or loss of the investee after the date of acquisition. The Group's share of the associates' profit or loss is recognised in the Group's profit or loss. Distributions received from an associate reduce the carrying amount of the investment. Adjustments to the carrying amount may also be necessary for changes in the Group's proportionate interest in the associate arising from changes in the associate's other comprehensive income. Such changes include those arising from the revaluation of property, plant and equipment and from foreign exchange translation differences. The Group's share of those changes is recognised in the Group's other comprehensive income.

The reporting dates of the associate and the Group are identical and the associates' accounting policies conform to those used by the Group for the like transactions and events in similar circumstances.

**Impairment of non-financial assets**

At each reporting date, the Group assesses whether there is any indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Group makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash generating unit's fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. 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 which the future cash flow estimates have not been adjusted.

Impairment losses on non-revalued assets are recognised in profit or loss. However, an impairment loss on a revalued asset is recognised directly against any revaluation surplus attributable to the asset to the extent that the impairment loss does not exceed the amount of the revaluation surplus for that same asset.

An assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in the prior years in profit or loss. After such the reversal, the depreciation charge in future periods is adjusted to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining useful life.

**Financial assets**

*Initial recognition*

Financial assets in the scope of IAS 39 are classified as either financial assets at fair value through profit or loss, loans and receivables, held-to-maturity investments, or available-for-sale financial assets, as appropriate. When financial assets are recognised initially, they are measured at their fair value, plus, in the case of investments not at fair value through profit or loss, directly attributable transaction costs. The Group determines the classification of its financial assets at their initial recognition and, where allowed and appropriate, re-evaluates this designation at each financial year end.

All regular way purchases and sales of financial assets are recognised on the trade date, which is the date on which the Group commits to purchase or sell the asset. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the marketplace.

*Subsequent measurement*

The subsequent measurement of financial assets depends on their classification as follows:

*Financial assets at fair value through profit or loss*

Financial assets at fair value through profit or loss include financial assets held for trading and financial assets designated upon their initial recognition at fair value through profit or loss. Financial assets are classified as held for trading, if they are acquired for the purpose of selling in the near term. Derivatives, including separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments. Financial assets at fair value through profit and loss are carried in the statement of financial position at fair value with gains or losses recognised as finance income or finance costs, respectively, in the consolidated statement of comprehensive income. The Group has not designated any financial asset at fair value through profit or loss.

*Loans and receivables*

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are carried at amortised cost using the effective interest method. Gains and losses are recognised as finance income or finance costs, respectively, in the consolidated statement of comprehensive income when the loans and receivables are derecognised or impaired, as well as through the amortisation process.

*Held-to-maturity and available for sale financial investments*

The Group did not have any financial asset held to maturity or available for sale during the years ended 31 December 2015 and 2014.

**Financial liabilities**

*Initial recognition*

Financial liabilities within the scope of IAS 39 are classified as financial liabilities at fair value through profit or loss, loans and borrowings, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. The Group determines the classification of its financial liabilities at initial recognition. Financial liabilities are recognised initially at fair value plus, in the case of loans and borrowings, directly attributable transaction costs. The Group's financial liabilities include trade and other payables, bank overdrafts, loans and borrowings and financial guarantee contracts.

*Subsequent measurement*

The measurement of financial liabilities depends on their classification as follows:

*Financial liabilities at fair value through profit or loss*

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition at fair value through profit or loss. Financial liabilities are classified as held for trading, if they are acquired for the purpose of selling in the near term. Gains or losses on liabilities held for trading are recognised as finance income or finance costs, respectively, in the consolidated statement of comprehensive income.

*Trade and other payables*

Trade and other payables are initially recognised at cost being the fair value of the consideration received, net of transaction costs incurred. Subsequently, instruments with fixed maturity are re-measured at amortised cost using the effective interest method. Amortised cost is calculated by taking into account any transaction costs, and any discount or premium on settlement.

*Borrowings*

Borrowings are initially recognised at the fair value of the consideration received less directly attributable transaction costs, and any discount or premium on settlement. After initial recognition, such instruments are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised as finance income or finance costs, respectively, in the consolidated statement of comprehensive income when the liabilities are derecognised as well as through the amortisation process.

*Liability attributable to non-controlling participants*

Some non-controlling interests in the Group subsidiaries established in the form of a limited liability company do not satisfy the conditions of an equity instrument. Such non-controlling interests are treated as financial liability attributable to non-controlling participants and are reclassified from equity. At initial recognition and subsequently at each reporting date, liability attributable to non-controlling participants is measured at the present value of the amount payable at exercise, with any change in value reflected in the consolidated statement of comprehensive income as finance income or expense.

**Guarantees issued**

The guarantee contract is measured at the higher of the amount determined in accordance with the principles discussed in Provisions below and the amount initially recognised less cumulative amortisation at the reporting date.

**Fair value of financial instruments**

The fair value of financial instruments that are actively traded in organised financial markets is determined by reference to quoted market bid prices at the close of business day on the reporting date. For financial instruments where there is no active market, fair value is determined using valuation techniques. Such techniques may include using recent arm's length market transactions; reference to the current fair value of another instrument that is substantially the same; discounted cash flow analysis or other valuation models.

**Amortised cost of financial instruments**

Amortised cost is computed using the effective interest method less any allowance for impairment and principal repayment or reduction. The calculation takes into account any premium or discount on acquisition and includes transaction costs and fees that are an integral part of the effective interest rate.

**Derecognition of financial assets and liabilities**

*Financial assets*

A financial asset (or, where applicable a part of a financial asset or part of a group of similar financial assets) is derecognised where:

- the rights to receive cash flows from the asset have expired;
- the Group retains the right to receive cash flows from the asset, but has assumed an obligation to pay them in full without material delay to a third party under a “pass-through” arrangement; or
- the Group has transferred its rights to receive cash flows from the asset and either (a) has transferred substantially all the risks and rewards of the asset, or (b) has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Where the Group has transferred its rights to receive cash flows from an asset and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the asset is recognised to the extent of the Group’s continuing involvement in the asset.

*Financial liabilities*

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised as finance income or finance costs in the consolidated statement of comprehensive income.

**Impairment of financial assets**

The Group assesses at each reporting date whether a financial asset or group of financial assets are impaired.

*Assets carried at amortised cost*

If there is objective evidence that an impairment loss on loans and receivables carried at amortised cost has been incurred, the amount of the loss is measured as the difference between the asset’s carrying amount and the present value of estimated future cash flows discounted at the financial asset’s original effective interest rate. The carrying amount of the asset is reduced either directly or through use of an allowance account. The amount of the loss is recognised as expenses in the consolidated statement of comprehensive income.

The Group first assesses whether objective evidence of impairment exists individually for financial assets that are individually significant, and individually or collectively for financial assets that are not individually significant. If it is determined that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, the asset is included in a group of financial assets with similar credit risk characteristics and that group of financial assets is collectively assessed for impairment. Assets that are individually assessed for impairment and for which an impairment loss is or continues to be recognised are not included in a collective assessment of impairment.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed. Any subsequent reversal of an impairment loss is recognised against the respective expenses in the consolidated statement of comprehensive income, to the extent that the carrying value of the asset does not exceed its amortised cost at the reversal date.

For trade and other receivables, an allowance for impairment is made when there is an objective evidence (such as probability of insolvency or significant financial difficulties of the debtor) that the Group will not be able to collect all of the amounts due under the original terms of the invoice. When trade and other receivables are uncollectible, they are written off against the allowance account. Changes in the carrying amount of the allowance account and subsequent recoveries of amounts previously written off are recognised as expenses in the consolidated statement of comprehensive income.

**Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

**Hedge accounting**

*Initial recognition and subsequent measurement*

At the inception of a hedge relationship, the Group formally designates and documents the hedge relationship to which the Group wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. The documentation includes identification of the hedging instrument, the hedged item or transaction, the nature of the risk being hedged and how the entity will assess the hedging instrument's effectiveness in offsetting the exposure to changes in the hedged item's fair value or cash flows attributable to the hedged risk. Such hedges are expected to be highly effective in achieving offsetting changes in fair value or cash flows and are assessed on an ongoing basis to determine that they actually have been highly effective throughout the financial reporting periods for which they were designated.

For the purpose of hedge accounting, hedges are classified as:

- fair value hedges when hedging the exposure to changes in the fair value of a recognised asset or liability or an unrecognised firm commitment; or
- cash flow hedges when hedging exposure to variability in cash flows that is either attributable to a particular risk associated with a recognised asset or liability or a highly probable forecast transaction or the foreign currency risk in an unrecognised firm commitment; or
- hedges of a net investment in a foreign operation.

*Cash flow hedge*

Cash flow hedge is a hedge of the exposure to variability in cash flows that is attributable to a particular risk associated with a highly probable forecast transaction and could affect profit or loss.

The hedging instrument is non-derivative financial liabilities of the Company on debts and loans denominated in foreign currencies. The hedged item is highly probable intercompany revenue denominated in foreign currencies. Hedged item will be received during risk management period in the amount equal to the amount of hedging instruments.

If a cash flow hedge is effective during the period, the portion of the gain or loss on the hedging instrument is recognised in other comprehensive income and ineffective portion of the gain or loss on the hedging instrument is recognised in profit or loss. The associated gains or losses that were recognised in other comprehensive income are reclassified from equity to profit or loss as a reclassification adjustment in the same period or periods during which the hedged forecast cash flows affect profit or loss. Refer to Note 35 for more details.

**Inventories**

Inventories are recorded at the lower of cost and net realisable value. Cost of inventory is determined on the first-in, first-out ("FIFO") basis, except for cost of work-in-process (comprising unfinished products and metal billets) which is determined on weighted average basis. The cost of finished goods and work in progress comprises raw material, direct labour, other direct costs and related production overheads (based on normal operating capacity) but excluding borrowing costs. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

**Cash and cash equivalents**

Cash and cash equivalents in the consolidated statement of financial position comprise cash in hand, cash at bank and highly liquid demand deposits (with original maturity date of less than 90 days) free from contractual encumbrances which are readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value.

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consist of the cash and cash equivalents as defined above less outstanding bank overdrafts, if any.

**Provisions**

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the Group expects a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. If the effect of the time value of money is material, 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, where appropriate, the risks specific to the liability.

**Pension obligations**

In the normal course of business the Group contributes to the Ukrainian, Russian and Kazakhstani state pension schemes at the statutory rates in force during the year, based on gross salary payments; such expense is charged in the period the related salaries are earned. The Group has also agreed to provide certain defined contribution pension benefits in Switzerland and the USA. The Group has no legal or constructive obligations to pay further contributions in respect of those benefits. Its only obligation is to pay contributions as they fall due. These contributions are expensed as incurred.

In addition, the Group's Ukrainian production subsidiaries provide other post-employment benefits to their employees. There are two significant defined benefit post-employment plans in Ukraine, both of which are unfunded. These plans comprise:

- the Group's legal contractual obligation to its employees to make one-off payment on retirement to employees with long service and other benefits according to the collective agreements, and
- the Group's legal obligation to compensate the Ukrainian state pension fund for additional pensions paid to certain categories of the eligible employees of the Group. The cost of providing benefits under defined benefit plans is determined separately for each plan using the projected unit credit method in respect of those employees entitled to such payments. Management uses actuarial techniques in calculating the liability related to these retirement obligations at each reporting date. Actual results could vary from estimates made to the date.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the statement of financial position of the Group with a corresponding debit or credit to retained earnings through other comprehensive income in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service cost resulting from introduction of pension benefits is recognised immediately in income.

**Contingent liabilities**

Contingent liabilities are recognised in the Consolidated Financial Statements if their fair value can be measured reliably and if it is a present obligation that arises from past events. They are disclosed unless the possibility of an outflow of resources embodying economic benefits is remote.

**Income tax**

*Current tax*

Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. Current tax expense is calculated by each entity on the pre-tax income determined in accordance with the tax law of a country in which the entity is incorporated, using tax rates enacted during the tax period when the respective transaction arises.

*Deferred tax*

Deferred income tax is recognised, using the balance sheet liability method, on all temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts in the Consolidated Financial Statements.

Deferred income tax liabilities are recognised for all taxable temporary differences, except:

- where the deferred income tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of taxable temporary differences associated with investments in subsidiaries and associates, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred income tax assets are recognised for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised except:

- where the deferred income tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of deductible temporary differences associated with investments in subsidiaries and associates, deferred income tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred income tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted by the reporting date.

Deferred tax assets and liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

**Revenue recognition**

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured, regardless of when the payment is received. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duty. The Group has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements, has pricing latitude, and is also exposed to inventory and credit risks.

The specific recognition criteria described below must also be met before revenue is recognised.
Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer, usually on delivery of the goods. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates. Revenue from rendering of services is recognised when services are rendered.

**Cost of sales and other expenses recognition**

Cost of revenue that relates to the same transaction is recognised simultaneously with the respective revenue. Expenses also include warranties and other costs which are to be incurred after the shipment of the goods is made and which can be measured reliably.

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

A number of new standards and amendments to standards and interpretations are effective for annual periods beginning after 1 January 2015, and have not been applied in preparing these Consolidated Financial Statements. This listing of standards and interpretations issued are those that the Group reasonably expects to have an impact on disclosures, financial position or performance when applied at a future date. The Group intends to adopt these standards when they become effective.

**IFRS 9 Financial instruments**

IFRS 9 addresses the classification, measurement and recognition of financial assets and financial liabilities. IFRS 9 was issued in November 2009 and October 2010. It replaces the parts of IAS 39 that relate to the classification and measurement of financial instruments. IFRS 9 requires financial assets to be classified into two measurement categories: those measured at fair value and those measured at amortised cost. The determination is made at initial recognition. The classification depends on the entity's business model for managing its financial instruments and the contractual cash flow characteristics of the instrument. For financial liabilities, the standard retains most of the IAS 39 requirements. The main change is that, in cases where the fair value option is taken for financial liabilities, the part of a fair value change due to an entity's own credit risk is recorded in other comprehensive income rather than the income statement, unless this creates an accounting mismatch. The Group is yet to assess the full impact of the application of IFRS 9. The Group will also consider the impact of the remaining phases of IFRS 9 when completed. IFRS 9 is effective for annual periods beginning on or after 1 January 2018, with early application permitted. Except for hedge accounting, retrospective application is required but providing comparative information is not compulsory. For hedge accounting, the requirements are generally applied prospectively, with some limited exceptions.

**IFRS 15 Revenue from contracts with customers**

IFRS 15 was issued in May 2014 and establishes a new five-step model that will apply to revenue arising from contracts with customers. Under IFRS 15 revenue is recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer. The principles in IFRS 15 provide a more structured approach to measuring and recognising revenue. The new revenue standard is applicable to all entities and will supersede all current revenue recognition requirements under IFRS. Either a full or modified retrospective application is required for annual periods beginning on or after 1 January 2017 with early adoption permitted. The Group is currently assessing the impact of IFRS 15 and plans to adopt the new standard on the required effective date.

There are no other IFRSs or IFRIC interpretations that are not yet effective that would be expected to have a material impact on the Group.

## 5. Significant accounting judgements and estimates

**Estimation of uncertainty**

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

*Pension obligations under defined benefit plan*

The Group collects information relating to its employees in service and pensioners receiving pension benefits and uses the actuarial valuation method for measurement of the present value of post-employment benefit obligations and related current service cost. These calculations require the use of demographic assumptions about the future characteristics of current and former employees who are eligible for benefits (mortality, both during and after employment, rates of employee turnover, disability and early retirement, etc.) as well as financial assumptions (discount rate and future projected salary). More details are provided in Note 20.

*Valuation of property, plant and equipment*

As described in the Note 4, the Group applies the revaluation model to its property, plant and equipment.

At each reporting date the Group carries out the review of the carrying value of these assets in order to determine whether it is materially different from the fair value. The majority of the Group's property, plant and equipment represent specialised items used in production process. Accordingly, management primarily uses the expected future cash flow models applied to the respective cash generating unit and considers such approach to be the most appropriate in the current operating environment of the Group.

*Useful life of property, plant and equipment and residual value*

The Group assesses the remaining useful lives of items of property, plant and equipment at least at each reporting date. If expectations differ from previous estimates, the changes are accounted for as a change in an accounting estimate in accordance with IAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors". These estimates may have a material impact on the amount of the carrying values of property, plant and equipment and on depreciation recognised in statement of comprehensive income.

*Impairment of property, plant and equipment*

The Group assesses at each reporting date whether there is any indication that an asset may be impaired. If any such indication exists, the Group estimates the recoverable amount of the asset. This requires an estimation of the value in use of the cash generating units ("CGU") to which the item is allocated. Estimating the value in use requires the Group to make an estimate of the expected future cash flows from the cash generating unit and also to choose a suitable discount rate in order to calculate the present value of those cash flows.

The Group also assesses at each reporting date whether there is any indication that an impairment loss recognised in prior periods for an asset other than goodwill may no longer exist or may have decreased. If any such indication exists, the Group estimates the recoverable amount of that asset.

*Impairment of goodwill*

For the purpose of impairment testing, goodwill acquired in a business combination is allocated to individual CGU.

An impairment of goodwill exists when the carrying value of the cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs to sell and its value in use. The fair value less costs to sell calculation is based on available data from binding sales transactions in an arm's length transaction of similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a discounted cash flow model. The cash flows are derived from the budget for the next five years and do not include restructuring activities or significant future investments that will enhance the asset's performance of the cash generating unit being tested. The recoverable amount is most sensitive to the discount rate used for the discounted cash flow model as well as the expected gross margins, raw materials price inflation and the growth rate used for extrapolation purposes.

*Allowance for doubtful accounts receivable*

The Group makes allowances for doubtful accounts receivable (Note 13). Significant judgment is used to determine the doubtful accounts. In determining the doubtful accounts and estimating impairment allowance such factors are considered as current overall economic conditions, industry-specific economic conditions, historical and anticipated customer performance. Changes in the economy, industry, or specific customer conditions may require adjustments to the allowance for doubtful accounts recorded in the financial statements.

*Net realisable value of inventories*

Inventory is carried at lower of cost and net realisable value. Estimates of net realisable value of raw materials, work in progress and finished goods are based on the most reliable evidence available at the time the estimates are made. These estimates take into consideration fluctuations of price or cost directly relating to events occurring subsequent to the reporting date to the extent that such events confirm conditions existing at the end of the period (Note 12).

*Taxes*

Uncertainties may exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given the wide range of international business relationships and the long-term nature and complexity of existing contractual agreements, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Group establishes provisions or discloses contingent liability, based on reasonable estimates, for probable or, respectively, possible consequences of audits to be conducted by the tax authorities of the respective countries in which it operates. The amount of such provisions is based on various factors, such as experience of previous tax audits and different interpretations of the tax regulations by the taxable entity and the respective tax authority. Such differences in interpretations may arise relative to a wide variety of issues depending on the conditions prevailing in the respective Group company domicile. When the Group assesses the probability of litigation and subsequent cash outflow in respect to taxes as remote, no contingent liability has been recognised.

Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. The estimation of that probability includes judgments based on the expected future performance

Further details on taxes are disclosed in Note 11 and Note 34.

*Value-added tax recoverable*

Value-added tax (“VAT”) recoverable is reviewed at each reporting date and reduced to the extent that it is no longer probable that a refund or VAT liabilities for netting will be available. The Group considers that the amount due from the state as at the reporting date will be either recovered in cash or reclaimed against the VAT liabilities related to sales.

**Judgements**

*Litigations*

The Group exercises considerable judgment in measuring and recognising provisions and the exposure to contingent liabilities related to pending litigations or other outstanding claims subject to negotiated settlement, mediation or arbitration, as well as other contingent liabilities. Judgement is necessary in assessing the likelihood that a pending claim will succeed, or a liability will arise, as well as in determining a possible range of any final settlement. Because of the inherent uncertainties in evaluation process, actual losses may be different from the originally estimated provision. These estimates are subject to change as any new information becomes available, primarily with the support of, as appropriate, internal specialists or outside consultants, such as legal counsel. Revisions to the estimates may significantly affect future operating results (Notes 20 and 34).

*Designation of monetary items as part of net investment in foreign operations*

Throughout the Group there are various intercompany balances between subsidiaries, including loans that are used to finance mainly capital expenditure projects as well as working capital requirements. The majority of these balances are denominated in the USD and are translated into the respective local functional currencies in the subsidiaries’ local accounts. Balances for which settlement is neither planned nor likely to occur in the foreseeable future are, in substance, a part of the Group’s net investment in that foreign operation and exchange differences on these balances are recognised in other comprehensive income and only reclassified from the equity to profit or loss on disposal of the respective net investment. It is the Group management’s view that the total balance of the loans and other liabilities granted by the parent and subholding companies to its Ukrainian subsidiaries as from 1 January 2014 qualify as net investments in its foreign operations (Note 35).

## 6. Segment information

A business segment is a distinguishable component of the Group that is engaged in providing an individual product or service or a group of related products or services and that is subject to risks and returns that are different from those of other business segments.

For management purposes, the Group is organised into business units based on its products and services, and has four reportable operating segments as follows:

1. Pipes segment – production and distribution of:
   - Seamless oil country tubular goods ("OCTG"), used for oil and gas exploration and production;
   - Seamless transportation line pipes, used for oil and gas transportation in severe pressure and temperature conditions;
   - Seamless industrial pipes, used in a large variety of infrastructure and industrial applications;
   - Seamless special applications pipes, used in various applications by the machine-building, power and heat generation and petrochemical industries, among others;
   - Industrial welded pipes, used mainly in the construction industry and in local water distribution networks;
   - Transportation line welded pipes, used to transport water, crude oil and natural gas in moderate pressure and temperature conditions.
2. Railway wheels segment - production and distribution of extensive range of forged wheels used for freight cars, passenger carriages, locomotives and underground trains as well as tyres for wheel sets used on locomotives, underground trains and trams.
3. Steel making segment:
   - Collection and processing of scrap for internal consumption in steel billets production. Scrap not usable for Group's production purposes is sold to external customers;
   - Production and distribution of Pipe steel billets – used both for internal production of the extensive range of seamless pipes and distribution to the external customers;
   - Production and distribution of Wheels steel billets – used both for internal production of railway wheels and distribution to the external customers.
4. Other operations segment - production and sales of enamel ware and other by-products and services.

Inter-segment sales primarily consisted of steel billets sold by the "Metallurgical Plant Dneprosteel" LLC to the JSC "Interpipe Niznedneprovsky Tube Rolling Plant" and "Interpipe Niko Tube" LLC, the cost of which was included in the cost of pipes and wheels.

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Group financing (including finance costs and finance revenue) and income taxes are managed on a group basis and are not allocated to operating segments.

(in US dollars and in thousands)

*Segment revenues and results*

| *Year ended 31 December 2015* | *Pipes* | *Railway wheels* | *Steel making* | *Other operations* | *Total* |
|---|---|---|---|---|---|
| Revenue | 462,231 | 126,509 | 248,404 | 10,842 | 847,986 |
| Elimination of sales to other segments | - | - | (221,625) | - | (221,625) |
| **Revenue - external** | **462,231** | **126,509** | **26,779** | **10,842** | **626,361** |
| **Operating profit / (loss)** | **9,748** | **21,713** | **(24,008)** | **1,730** | **9,183** |
| | | | | | |
| Finance income | | | | | 536 |
| Finance costs | | | | | (106,207) |
| Non-operating foreign exchange difference | | | | | 10,023 |
| Share of profit of associates | | | | | (130) |
| Income tax expense | | | | | 10,195 |
| **Loss for the year** | | | | | **(76,400)** |

For the year ended 31 December 2015, share of profit of associates was attributable to the pipes segment.

The Group measures the performance of its operating segments through a measure of earnings before interest, tax, depreciation and amortisation (EBITDA). EBITDA is calculated as operating profit or (loss) plus depreciation and amortisation charge, plus impairment of property, plant, equipment and intangible asset, plus loss / (gain) on disposal of property, plant and equipment, plus foreign exchange cash flow hedges effect, plus extraordinary losses / (gains) and plus operating foreign exchange gain / (loss).

EBITDA is not a measure of financial performance under IFRS. The calculation of EBITDA by the Group may be different from the calculations of similarly labelled measures used by other companies and it should therefore not be used to compare one company against another or as a substitute for analysis of the Group's operating results as reported under IFRS. EBITDA is not a direct measure of the Group's liquidity, nor is it an alternative to cash flows from operating activities as a measure of liquidity, and it needs to be considered in the context of the Group's financial commitments. EBITDA may not be indicative of the Group's historical operating results, nor is it meant to be predictive of the Group's potential future results. The Group believes that EBITDA provides useful information to the users of the Consolidated Financial Statements because it is an indicator of the strength and performance of the Group's ongoing business operations, including the Group's ability to fund discretionary spending such as capital expenditure, acquisitions and other investments and the Group's ability to incur and service debt.

*EBITDA by segments*

| *Year ended 31 December 2015* | *Pipes* | *Railway wheels* | *Steel making* | *Other operations* | *Total* |
|---|---|---|---|---|---|
| Operating profit / (loss) | 9,748 | 21,713 | (24,008) | 1,730 | 9,183 |
| Depreciation and amortisation | 33,493 | 8,909 | 18,532 | 12 | 60,946 |
| Impairment of property, plant and equipment and intangible assets (Note 27) | 19,135 | 1,880 | 30,006 | - | 51,021 |
| Loss / (gain) on disposal of property, plant and equipment (Note 27) | (568) | (374) | 8 | - | (934) |
| Foreign exchange cash flow hedge (Note 35) | 39,061 | - | 796 | - | 39,857 |
| Extraordinary loss | 528 | 27 | 705 | - | 1,260 |
| Operating foreign exchange difference | (95,476) | (12,650) | (510) | (61) | (108,697) |
| **EBITDA** | **5,921** | **19,505** | **25,529** | **1,681** | **52,636** |

*(in US dollars and in thousands)*

*Segment assets, liabilities and other information*

| *Year ended 31 December 2015* | *Pipes* | *Railway wheels* | *Steel making* | *Other operations* | *Total* |
|---|---|---|---|---|---|
| Segment assets | 331,338 | 97,392 | 173,619 | 4,568 | 606,917 |
| Segment liabilities | 90,758 | 14,491 | 37,609 | 4,933 | 147,791 |
| Investment in associates (Note 10) | 936 | - | - | - | 936 |
| Additions to property, plant and equipment (Note 8) | 28,549 | 4,189 | 6,996 | 55 | 39,789 |
| Movement in provisions (Note 20) | 10,424 | 1,873 | 144 | 128 | 12,569 |
| Other non-cash items | 39,756 | 611 | 578 | 819 | 41,764 |
| Revaluation increase (Note 8) | 49,144 | 25,200 | (14,530) | - | 59,814 |

*(in US dollars and in thousands)*

*Segment revenues and results*

| *Year ended 31 December 2014* | *Pipes* | *Railway wheels* | *Steel making* | *Other operations* | *Total* |
|---|---|---|---|---|---|
| Revenue | 781,341 | 183,559 | 482,546 | 30,016 | 1,477,462 |
| Elimination of sales to other segments | - | - | (439,002) | - | (439,002) |
| **Revenue - external** | **781,341** | **183,559** | **43,544** | **30,016** | **1,038,460** |
| **Operating profit / (loss)** | **74,978** | **48,196** | **(17,971)** | **3,692** | **108,895** |
| Finance income | | | | | 3,860 |
| Finance costs | | | | | (131,257) |
| Non-operating foreign exchange difference | | | | | 35,891 |
| Share of profit of associates | | | | | 2 |
| Income tax benefit | | | | | 2,118 |
| **Profit for the year** | | | | | **19,509** |

For the year ended 31 December 2014, share of profit of associates was attributable to pipes segment.

*EBITDA by segments*

| *Year ended 31 December 2014* | *Pipes* | *Railway wheels* | *Steel making* | *Other operations* | *Total* |
|---|---|---|---|---|---|
| Operating profit / (loss) | 74,978 | 48,196 | (17,971) | 3,692 | 108,895 |
| Depreciation and amortisation | 54,724 | 14,295 | 28,807 | 55 | 97,881 |
| Impairment of property, plant and equipment and intangible assets (Note 27) | - | - | 4,208 | - | 4,208 |
| (Gain) /Loss on disposal of property, plant and equipment (Note 27) | (29) | (53) | 191 | - | 109 |
| Foreign exchange cash flow hedges (Note 35) | 16,895 | 70 | 561 | 14 | 17,540 |
| Extraordinary loss | 1,827 | 402 | 4,475 | - | 6,704 |
| Operating foreign exchange difference | (109,685) | (13,499) | 3,220 | 184 | (119,780) |
| **EBITDA** | **38,710** | **49,411** | **23,491** | **3,945** | **115,557** |

*Segment assets, liabilities and other information*

| *Year ended 31 December 2014* | *Pipes* | *Railway wheels* | *Steel making* | *Other operations* | *Total* |
|---|---|---|---|---|---|
| Segment assets | 611,947 | 92,378 | 264,814 | 4,823 | 973,962 |
| Segment liabilities | 302,656 | 25,352 | 55,392 | 5,955 | 389,355 |
| Investment in associates (Note 10) | 1,613 | - | - | - | 1,613 |
| Additions to property, plant and equipment (Note 8) | 33,890 | 10,750 | 10,592 | 3 | 55,235 |
| Movement in provisions (Note 20) | 7,648 | 2,626 | 449 | 584 | 11,307 |
| Other non-cash items | 26,651 | 3,514 | (397) | 253 | 30,021 |

*(in US dollars and in thousands)*

*Reportable segments' assets are reconciled to total assets as follows:*

| | *31 December 2015* | *31 December 2014* |
|---|---|---|
| **Segment assets for reportable segments** | **603,285** | **969,139** |
| **Other operations** | **4,568** | **4,823** |
| **Unallocated** | | |
| Intangible assets | 886 | 973 |
| Deferred tax assets | 2,072 | 9,497 |
| Prepaid income tax | 6,429 | - |
| Prepaid current income tax | - | 9,926 |
| Taxes recoverable, other than income tax | 12,160 | 24,091 |
| Other financial assets | 19,893 | 24,550 |
| Cash and cash equivalents | 16,686 | 19,885 |
| Other non-current assets | 2 | 128 |
| | **58,128** | **89,050** |
| **Total assets** | **665,981** | **1,063,012** |

*Reportable segments' liabilities are reconciled to total liabilities as follows:*

| | *31 December 2015* | *31 December 2014* |
|---|---|---|
| **Segment liabilities for reportable segments** | **142,858** | **383,400** |
| **Other operations** | **4,933** | **5,955** |
| **Unallocated** | | |
| Deferred tax liabilities | 13,422 | 6,813 |
| Taxes payable, other than income tax | 5,215 | 3,417 |
| Current income tax liabilities | 6,447 | 3,445 |
| Borrowings | 998,192 | 996,465 |
| Subordinated loan | 40,000 | 40,000 |
| Interest payable | 82,394 | 18,947 |
| Dividends payable to non-controlling interest owners | 243 | 372 |
| Other liabilities | 366 | 371 |
| | **1,146,279** | **1,069,830** |
| **Total liabilities** | **1,294,070** | **1,459,185** |

*Property, plant and equipment revaluation adjustments by operational segments*

| *Year ended 31 December 2015* | *Pipes* | *Railway wheels* | *Steel making* | *Other operations* | *Total* |
|---|---|---|---|---|---|
| Impairment losses recognised in profit or loss | (20,074) | (2,183) | (33,675) | - | (55,932) |
| Reversal of impairment losses recognised in profit or loss | 857 | 309 | 3,745 | - | 4,911 |
| Revaluation decrease recognised in other comprehensive income | (13,133) | (511) | (786) | - | (14,430) |
| Revaluation increase recognised in other comprehensive income | 81,494 | 27,585 | 16,186 | - | 125,265 |
| **Total revaluation** | **49,144** | **25,200** | **(14,530)** | **-** | **59,814** |

*(in US dollars and in thousands)*

**Geographical information**

*Revenues from external customers*

| | *For the year ended 31 December 2015* | *For the year ended 31 December 2014* |
|---|---|---|
| Europe | 178,061 | 220,693 |
| Ukraine | 144,686 | 191,171 |
| Russia | 81,671 | 307,052 |
| Middle East and Africa | 75,073 | 66,656 |
| Americas | 74,652 | 146,048 |
| Other CIS countries | 70,153 | 103,665 |
| Other countries | 2,065 | 3,175 |
| | **626,361** | **1,038,460** |

Americas region includes the USA, Canada and Latin America countries. Other CIS countries region includes members of the Commonwealth of Independent States, except for Ukraine and Russia, both of which are presented as separate regions.

*Non-current assets*

Non-current assets comprising property, plant and equipment, intangible assets and goodwill are presented in the table below. Non-current assets are allocated by foreign countries in which the Group holds assets. If non-current assets in an individual foreign country are material, those assets are disclosed separately.

| | *31 December 2015* | *31 December 2014* |
|---|---|---|
| Ukraine | 389,012 | 515,192 |
| Europe | 122 | 192 |
| Other countries | 139 | 193 |
| | **389,273** | **515,577** |

*(in US dollars and in thousands)*

## 7. Fair value measurement

The Group measures property, plant and equipment and financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability or
- In the absence of a principal market, in the most advantageous market for the asset or liability

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 – Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The following table provides the fair value measurement hierarchy of the Group's assets and liabilities.

Fair value measurement hierarchy for assets and liabilities as at 31 December 2015:

| | | **Fair value measurement using** | | |
|---|---|---|---|---|
| | *Total* | *Quoted prices in active markets (Level 1)* | *Significant observable inputs (Level 2)* | *Significant unobservable inputs (Level 3)* |
| **Assets measured at fair value:** | | | | |
| Property, plant and equipment | 388,387 | - | - | 388,387 |
| Trade and other accounts receivable | 87,952 | - | 87,952 | - |
| | **476,339** | **-** | **87,952** | **388,387** |
| **Liabilities measured at fair value:** | | | | |
| Borrowings | 863,695 | - | 863,695 | - |
| Trade and other accounts payable | 153,681 | - | 153,681 | - |
| | **1,017,376** | **-** | **1,017,376** | **-** |

There have been no transfers between Level 1 and Level 2 during 2015.

Fair value measurement hierarchy for assets and liabilities as at 31 December 2014:

| | | **Fair value measurement using** | | |
|---|---|---|---|---|
| | *Total* | *Quoted prices in active markets (Level 1)* | *Significant observable inputs (Level 2)* | *Significant unobservable inputs (Level 3)* |
| **Assets measured at fair value:** | | | | |
| Property, plant and equipment | 514,604 | - | - | 514,604 |
| Trade and other accounts receivable | 98,767 | - | 98,767 | - |
| | **613,371** | **-** | **98,767** | **514,604** |
| **Liabilities measured at fair value:** | | | | |
| Borrowings | 914,246 | - | 914,246 | - |
| Trade and other accounts payable | 154,194 | - | 154,194 | - |
| | **1,068,440** | **-** | **1,068,440** | **-** |

There have been no transfers between Level 1 and Level 2 during 2014.

*(in US dollars and in thousands)*

## 8. Property, plant and equipment

Movement in property, plant and equipment and related accumulated depreciation for the years ended 31 December 2015 and 2014 was as follows:

| | *Buildings and structures* | *Machinery and equipment* | *Transport and motor vehicles* | *Fixtures and office equipment* | *Construction-in-progress and uninstalled equipment* | *Total* |
|---|---|---|---|---|---|---|
| **Cost or valuation:** | | | | | | |
| At 1 January 2014 | **579,611** | **598,598** | **37,466** | **8,653** | **69,535** | **1,293,863** |
| Additions | - | - | - | - | 55,235 | 55,235 |
| Transfers | 9,002 | 35,647 | 288 | 777 | (45,714) | - |
| Disposals and write-offs | (21) | (761) | (859) | (93) | (405) | (2,139) |
| Impairment (Note 24) | (4,256) | (909) | (285) | (15) | (83) | (5,548) |
| Translation difference | (282,416) | (293,842) | (18,094) | (3,767) | (59,225) | (657,344) |
| At 31 December 2014 | **301,920** | **338,733** | **18,516** | **5,555** | **19,343** | **684,067** |
| | | | | | | |
| Additions | - | - | - | - | 39,789 | 39,789 |
| Transfers | 4,381 | 22,188 | 381 | 582 | (27,532) | - |
| Disposals and write-offs | (342) | (1,142) | (210) | (28) | (17) | (1,739) |
| Elimination against gross carrying amount | (54,129) | (96,528) | (4,731) | (3,135) | - | (158,523) |
| Revaluation | 7,387 | 54,684 | 8,554 | - | (10,811) | 59,814 |
| Translation difference | (107,740) | (124,084) | (6,466) | (1,581) | 4,850 | (235,021) |
| At 31 December 2015 | **151,477** | **193,851** | **16,044** | **1,393** | **25,622** | **388,387** |
| | | | | | | |
| **Accumulated depreciation and impairment:** | | | | | | |
| At 1 January 2014 | **65,114** | **111,154** | **7,324** | **5,059** | **-** | **188,651** |
| Depreciation for the year | 32,557 | 61,419 | 2,931 | 765 | - | 97,672 |
| Disposals and write-offs | (4) | (494) | (386) | (78) | - | (962) |
| Impairment (Note 24) | (678) | (480) | (173) | (9) | - | (1,340) |
| Translation difference | (40,146) | (68,033) | (4,193) | (2,186) | - | (114,558) |
| At 31 December 2014 | **56,843** | **103,566** | **5,503** | **3,551** | **-** | **169,463** |
| | | | | | | |
| Depreciation for the year | 18,675 | 36,994 | 1,342 | 553 | - | 57,564 |
| Disposals and write-offs | (186) | (958) | (124) | (26) | - | (1,294) |
| Elimination against gross carrying amount | (54,129) | (96,528) | (4,731) | (3,135) | - | (158,523) |
| Translation difference | (21,203) | (43,074) | (1,990) | (943) | - | (67,210) |
| At 31 December 2015 | - | - | - | - | - | - |
| | | | | | | |
| **Net book value** | | | | | | |
| **At 31 December 2014** | **245,077** | **235,167** | **13,013** | **2,004** | **19,343** | **514,604** |
| **At 31 December 2015** | **151,477** | **193,851** | **16,044** | **1,393** | **25,622** | **388,387** |

As at 31 December 2015 and 2014, property, plant and equipment with carrying value of USD 291,448 thousand and USD 433,075 thousand, respectively, were pledged as a security for the Group's borrowings (Note 19).

*(in US dollars and in thousands)*

Revaluation adjustments/Impairment/Reversal of impairment

| | *Buildings and structures* | *Machinery and equipment* | *Transport and motor vehicles* | *Fixtures and office equipment* | *Construction-in-progress and uninstalled equipment* | *Total* |
|---|---|---|---|---|---|---|
| Impairment losses recognised in profit or loss | (26,677) | (20,422) | (132) | - | (8,701) | (55,932) |
| Reversal of impairment losses recognised in profit or loss | 1,138 | 3,497 | 276 | - | - | 4,911 |
| Decrease resulting from revaluations recognised in other comprehensive income | (10,073) | (2,200) | (22) | - | (2,135) | (14,430) |
| Increase resulting from revaluations recognised in other comprehensive income | 42,999 | 73,809 | 8,432 | - | 25 | 125,265 |
| **Total** | **7,387** | **54,684** | **8,554** | **-** | **(10,811)** | **59,814** |

The revalued property, plant and equipment are presented by buildings and structures; machinery and equipment; transport and motor vehicles; fixtures and office equipment; construction-in-progress and uninstalled equipment.

The Group engaged an independent appraiser to determine the fair value of all groups of property plant and equipment as at 31 December 2015. Valuation analysis and estimates of value, performed by the independent appraiser, were based on historical, current and prospective information, adjusted for any difference in nature, location or condition of the specific property compared to similar assets and benchmarks used.

Depending on the item of the property plant and equipment, fair value was determined using the combination of the following three methods:

- comparative method;
- cost approach method;
- discounted cash flows method.

The most significant observable and unobservable valuation inputs are listed below and their changes would result in a significant increase or decrease in fair value of the revalued assets:

- price per square metre – 133-505 USD;
- discount rate – 17.0%;
- terminal growth rate – 2.4%;
- inflation rate – 1.7-2.4%.

As at 31 December 2015 and 2014, the cost of fully depreciated items of property, plant and equipment, which remain in use, amounted to USD 3,152 thousand and USD 8,334 thousand, respectively.

If property, plant and equipment continued to be measured using cost model, their carrying amount would be as follows:

| | *Buildings and structures* | *Machinery and equipment* | *Transport and motor vehicles* | *Fixtures and office equipment* | *Construction-in-progress and uninstalled equipment* | *Total* |
|---|---|---|---|---|---|---|
| 31 December 2014 | 154,257 | 198,689 | 10,902 | 976 | 36,798 | 401,622 |
| 31 December 2015 | 91,384 | 118,324 | 6,422 | 625 | 15,192 | 231,947 |

*(in US dollars and in thousands)*

## 9. Intangible assets and goodwill

Movement in intangible assets and goodwill and related accumulated amortisation for the years ended 31 December 2015 and 2014 was as follows:

| | *Goodwill* | *Patents and trademark* | *Accounting software* | *Other software* | *Intangible assets under development* | *Total* |
|---|---|---|---|---|---|---|
| **Cost** | | | | | | |
| At 1 January 2014 | **10,478** | **101** | **2,934** | **2,478** | **3,183** | **19,174** |
| Additions | - | 1 | 87 | 38 | 488 | 614 |
| Transfers | - | 13 | 237 | (25) | (225) | - |
| Disposals | - | - | - | (9) | (12) | (21) |
| Impairment (Note 24) | - | - | - | (7) | - | (7) |
| Translation difference | - | (54) | (1,486) | (1,239) | (1,645) | (4,424) |
| At 31 December 2014 | **10,478** | **61** | **1,772** | **1,236** | **1,789** | **15,336** |
| Additions | - | - | 9 | 24 | 246 | 279 |
| Transfers | - | 69 | 77 | 90 | (236) | - |
| Disposals | - | (1) | - | (96) | - | (97) |
| Translation difference | - | (29) | (577) | (428) | (442) | (1,476) |
| At 31 December 2015 | **10,478** | **100** | **1,281** | **826** | **1,357** | **14,042** |
| **Accumulated amortisation and impairment** | | | | | | |
| At 1 January 2014 | **10,478** | **77** | **2,279** | **1,921** | **2,743** | **17,498** |
| Amortisation for the year | - | 11 | 284 | 124 | - | 419 |
| Disposals | - | - | - | (11) | - | (11) |
| Impairment (Note 24) | - | - | - | (7) | - | (7) |
| Translation difference | - | (40) | (1,159) | (986) | (1,351) | (3,536) |
| At 31 December 2014 | **10,478** | **48** | **1,404** | **1,041** | **1,392** | **14,363** |
| Amortisation for the year | - | 17 | 82 | 91 | - | 190 |
| Disposals | - | (1) | - | (93) | - | (94) |
| Translation difference | - | (17) | (461) | (346) | (479) | (1,303) |
| At 31 December 2015 | **10,478** | **47** | **1,025** | **693** | **913** | **13,156** |
| **Net book value** | | | | | | |
| **At 31 December 2014** | **-** | **13** | **368** | **195** | **397** | **973** |
| **At 31 December 2015** | **-** | **53** | **256** | **133** | **444** | **886** |

Accounting and other software is determined to have finite lives ranging from three to seven years; patents and trademark are determined to have finite lives ranging from three to eight years. Amortisation of intangible assets is included in general and administrative expenses in the consolidated statement of comprehensive income.

For the years ended 31 December 2015 and 2014, there were no internally generated intangible assets included into additions of intangible assets under development.

*(in US dollars and in thousands)*

## 10. Investments in associates

The Group's investments in associates were as follows:

| *Entity* | *Activity* | *% of the Group ownership* | *31 December 2015* | *31 December 2014* |
|---|---|---|---|---|
| PJSC "Nikopolsky Repairing Plant" | Repairs | 25% | 492 | 657 |
| PJSC "Nikopolsky Tooling Plant" | Tooling for machines | 25% | 444 | 605 |
| PJSC "Teplogeneratzia" | Utility services | 30% | - | 351 |
| | | | **936** | **1,613** |

PJSC "Teplogeneratzia", PJSC "Nikopolsky Tooling Plant" and PJSC "Nikopolsky Repairing Plant" are entities incorporated in Ukraine. They are private companies not listed on any public exchange.

During the year ended 31 December 2015, the Company did not change its ownership share in the share capital of its associates.

The following table illustrates summarised financial information of the Group's investments in associates:

| | *For the year ended 31 December 2015* | *For the year ended 31 December 2014* |
|---|---|---|
| At period beginning | 1,613 | 3,159 |
| Share of (loss) / profit | (130) | 2 |
| Translation difference | (547) | (1,548) |
| At period end | **936** | **1,613** |

The Group's share in net assets of its associates was as follows:

| | *CJSC "Teplo-generatzia"* | *CJSC "Nikopolsky Tooling Plant"* | *CJSC "Nikopolsky Repairing Plant"* |
|---|---|---|---|
| *At 31 December 2015* | | | |
| Assets | - | 837 | 652 |
| Liabilities | - | (393) | (160) |
| Net assets – carrying amounts of investments | **-** | **444** | **492** |

| | *CJSC "Teplo-generatzia"* | *CJSC "Nikopolsky Tooling Plant"* | *CJSC "Nikopolsky Repairing Plant"* |
|---|---|---|---|
| *At 31 December 2014* | | | |
| Assets | 1,040 | 981 | 899 |
| Liabilities | (689) | (376) | (242) |
| Net assets – carrying amounts of investments | **351** | **605** | **657** |

The following table illustrates the Group's share in revenues and profit or loss of associates:

| | *For the year ended 31 December 2015* | | *For the year ended 31 December 2014* | |
|---|---|---|---|---|
| | *Revenue* | *(Loss) / Profit* | *Revenue* | *(Loss) / Profit* |
| PJSC "Teplogeneratzia" | 1,528 | (247) | 2,808 | (56) |
| PJSC "Nikopolsky Repairing Plant" | 1,562 | 68 | 2,869 | (11) |
| PJSC "Nikopolsky Tooling Plant" | 1,455 | 49 | 2,152 | 69 |

*(in US dollars and in thousands)*

### 11. Income tax

The components of income tax expense for the years ended 31 December 2015 and 2014 were as follows:

| | *For the year ended 31 December 2015* | *For the year ended 31 December 2014* |
|---|---|---|
| Current income tax expense | (5,583) | (4,512) |
| Deferred income tax benefit | 15,778 | 6,630 |
| | **10,195** | **2,118** |

Income tax benefit / (expense) for the years ended 31 December 2015 and 2014 originated in the following tax jurisdictions:

| | *Domestic tax rates applicable to individual group entities as at* | | *For the year ended* | *For the year ended* |
|---|---|---|---|---|
| | *31 December 2015* | *31 December 2014* | *31 December 2015* | *31 December 2014* |
| Ukraine | 18% | 18% | 16,403 | 4,802 |
| Russia | 20% | 20% | (1,237) | (1,165) |
| Switzerland | 11% | 11% | (651) | (5,657) |
| The USA | 34% | 34% | (3,653) | 4,210 |
| Cyprus | 12.5% | 12.5% | (542) | (128) |
| Kazakhstan | 20% | 20% | (125) | 56 |
| | | | **10,195** | **2,118** |

(Loss) / Profit before tax for financial reporting purposes is reconciled to tax expense as follows:

| | *For the year ended 31 December 2015* | *For the year ended 31 December 2014* |
|---|---|---|
| **Accounting (loss) / profit before tax** | **(86,595)** | **17,391** |
| Tax benefit calculated at domestic rates applicable to individual Group entities | 28,011 | 8,898 |
| Tax effect of non-deductible expenses | (5,265) | (312) |
| Tax effect of non-taxable incomes | 5,528 | 2,474 |
| Adjustment of property, plant and equipment for tax purposes | 1,968 | - |
| Recognition of the tax asset relating to the change in an estimate of deductibility of certain temporary difference | (3,475) | (3,960) |
| Effect of change in tax rates in Ukraine (period of recoverability of temporary differences) | - | 1,278 |
| Change in unrecognised deferred tax assets | (21,825) | (8,765) |
| Translation difference | 5,167 | 2,410 |
| Other differences | 86 | 95 |
| | **10,195** | **2,118** |

*(in US dollars and in thousands)*

Deferred tax assets and liabilities related to the following:

| | *31 December 2015* | *Change recognised in profit or loss* | *Change recognised in other comprehensive income* | *Translation difference* | *31 December 2014* |
|---|---|---|---|---|---|
| **Deferred tax liabilities:** | | | | | |
| Taxable differences on intercompany settlements and investments | (10,336) | (6) | - | 15 | (10,345) |
| Revaluation of property, plant and equipment and difference in depreciation | (1,014) | 15,587 | (19,951) | (4,893) | 8,243 |
| | **(11,350)** | **15,581** | **(19,951)** | **(4,878)** | **(2,102)** |
| **Deferred tax assets:** | | | | | |
| Deferral of revenues and related costs | 1,730 | 1,802 | - | (38) | (34) |
| Deductible costs retained in inventories | 110 | (609) | - | (78) | 797 |
| Tax losses carry forward | 106,305 | 49,289 | - | (29,866) | 86,882 |
| Write-down of inventories | 835 | 205 | - | (356) | 986 |
| Deductible differences on intercompany settlements and investments | 7,530 | 7,293 | - | (97) | 334 |
| Accrued liabilities and provisions | 3,867 | (1,183) | (370) | (2,522) | 7,942 |
| Loans and interest payable | 4,906 | 947 | - | (2,468) | 6,427 |
| Allowance for doubtful accounts | 1,018 | (1,109) | - | (666) | 2,793 |
| Adjustment for unrealised profits in inventories | 614 | (3,423) | - | - | 4,037 |
| Deferral of deductible expenses | 499 | - | - | - | 499 |
| Other deferred tax assets | 332 | 302 | - | (14) | 44 |
| | **127,746** | **53,514** | **(370)** | **(36,105)** | **110,707** |
| Unrecognised deferred tax assets | (127,746) | (53,316) | - | 31,491 | (105,921) |
| Deferred income tax benefit from origination and reversal of temporary differences | | 15,778 | (20,321) | | |
| Reflected in the consolidated statement of financial position as follows: | | | | | |
| Deferred tax assets | 2,072 | | | | 9,497 |
| Deferred tax liabilities | (13,422) | | | | (6,813) |
| **Deferred tax assets, net** | **(11,350)** | | | | **2,684** |

*(in US dollars and in thousands)*

| | *31 December 2014* | *Change recognised in profit or loss* | *Change recognised in other comprehensive income* | *Translation difference* | *31 December 2013* |
|---|---|---|---|---|---|
| **Deferred tax liabilities:** | | | | | |
| Taxable differences on intercompany settlements and investments | (10,345) | (4,539) | - | 44 | (5,850) |
| Deferral of revenues and related costs | (34) | 442 | - | 308 | (784) |
| | **(10,379)** | **(4,097)** | **-** | **352** | **(6,634)** |
| **Deferred tax assets:** | | | | | |
| Revaluation of property, plant and equipment and difference in depreciation | 8,243 | 5,161 | - | (2,549) | 5,631 |
| Deductible costs retained in inventories | 797 | 474 | - | 227 | 96 |
| Tax losses carry forward | 86,882 | 10,714 | - | (32,301) | 108,469 |
| Write-down of inventories | 986 | 107 | - | (810) | 1,689 |
| Deductible differences on intercompany settlements and investments | 334 | 11 | - | (319) | 642 |
| Accrued liabilities and provisions | 7,942 | 1,904 | 760 | (5,901) | 11,179 |
| Loans and interest payable | 6,427 | 5,092 | - | (3,014) | 4,349 |
| Allowance for doubtful accounts | 2,793 | 3,417 | - | (1,148) | 524 |
| Adjustment for unrealised profits in inventories | 4,037 | 1,606 | - | (72) | 2,503 |
| Deferral of deductible expenses | 499 | (8,609) | - | (4,234) | 13,342 |
| Other deferred tax assets | 44 | (385) | - | (981) | 1,410 |
| | **118,984** | **19,492** | **760** | **(51,102)** | **149,834** |
| Unrecognised deferred tax assets | (105,921) | (8,765) | - | 6,069 | (103,225) |
| Deferred income tax benefit from origination and reversal of temporary differences | | 6,630 | 760 | | |
| Reflected in the consolidated statement of financial position as follows: | | | | | |
| Deferred tax assets | 9,497 | | | | 43,645 |
| Deferred tax liabilities | (6,813) | | | | (3,670) |
| **Deferred tax assets, net** | **2,684** | | | | **39,975** |

The deferred tax effect on tax losses carried forward was as follows:

| Country of origination | *For the year ended 31 December 2015* | *For the year ended 31 December 2014* |
|---|---|---|
| Ukraine | 95,833 | 75,197 |
| Cyprus | 3,235 | 1,132 |
| USA | 3,301 | 6,556 |
| Switzerland | 3,764 | 3,761 |
| Kazakhstan | 172 | 236 |
| | **106,305** | **86,882** |

Tax losses carry forward are available for offset against future taxable profits of the companies in which the losses arose for 20 years in the USA, for 5 years in Cyprus and indefinitely in all other jurisdictions.

Deferred tax assets were evaluated but not recognised in full amount for Ukrainian entities, in respect of write-down of inventories and tax losses carried forward for the USA, in respect of tax losses carried forward for Cyprus entities as there are doubts on availability of sufficient taxable profits in future periods against which assets can be utilised.

As at 31 December 2015 and 2014, the Company has not recognised deferred tax liability in respect of temporary differences amounting to USD 26,644 thousand and USD 32,358 thousand, respectively, associated with investments in subsidiaries as the Company is able to control the timing of the reversal of those temporary differences and does not intend to reverse them in the foreseeable future.

*(in US dollars and in thousands)*

## 12. Inventories

Inventories consisted of the following:

| | *31 December 2015* | *31 December 2014* |
|---|---|---|
| Raw materials | 25,085 | 51,723 |
| Work in process | 13,089 | 30,034 |
| Finished goods | 50,701 | 106,285 |
| | **88,875** | **188,042** |

As at 31 December 2015 and 2014, write down of inventories to net realisable value amounted to USD 19,341 thousand and USD 2,511 thousand, respectively.

As at 31 December 2015 and 2014, the following balances of raw materials, work in process and finished goods, were pledged as a security for the Group's borrowings (Note 19):

| | *31 December 2015* | *31 December 2014* |
|---|---|---|
| Raw materials | 9,311 | 19,509 |
| Work in process | 6,102 | 18,236 |
| Finished goods | 32,167 | 80,645 |
| | **47,580** | **118,390** |

## 13. Trade and other accounts receivable

Trade and other accounts receivable consisted of the following:

| | *31 December 2015* | *31 December 2014* |
|---|---|---|
| Trade accounts receivable | 121,236 | 117,428 |
| Less allowance for impairment | (38,113) | (24,632) |
| | 83,123 | 92,796 |
| Other receivables net of allowance for impairment | 4,829 | 5,971 |
| | **87,952** | **98,767** |

As at 31 December 2015, trade receivables with carrying value of USD 42,869 thousand (2014: USD 49,308 thousand), were pledged as a security for the Group's borrowings (Note 19).

Movement in the allowance for impairment of trade accounts receivable was as follows:

| | *For the year ended 31 December 2015* | *For the year ended 31 December 2014* |
|---|---|---|
| At period beginning | 24,632 | 6,439 |
| Charge for the year (Note 25) | 19,118 | 22,879 |
| Utilisation | (1,067) | (1,141) |
| Translation difference | (4,569) | (3,545) |
| At period end | **38,114** | **24,632** |

As at 31 December 2015 and 2014, allowance for impairment of other receivables amounted to USD 641 thousand and USD 1,530 thousand, respectively.

As at 31 December 2015 and 2014, the allowance for impairment of trade accounts receivable included USD 8,064 thousand and USD 3,976 thousand, respectively, of the allowance that was determined individually in respect of debtors with significant financial difficulties or with estimated high probability of their insolvency.

The analysis of trade and other accounts receivable is as follows:

| | | | *Past due, net of allowance for impairment* | | | |
|---|---|---|---|---|---|---|
| | *Total* | *Neither past due nor impaired* | *< 30 days* | *30 – 60 days* | *60 – 90 days* | *>90 days* |
| 31 December 2015 | 87,952 | 33,272 | 20,666 | 16,631 | 3,694 | 13,689 |
| 31 December 2014 | 98,767 | 40,965 | 22,472 | 8,751 | 6,220 | 20,359 |

Trade receivables are non-interest bearing and are generally collected within a three-month term. As at 31 December 2015 and 2014, 63% and 51% of trade accounts receivable, respectively, were due from twenty major customers.

*(in US dollars and in thousands)*

### 14. Prepayments and other current assets

Prepayments and other current assets consisted of the following:

| | *31 December 2015* | *31 December 2014* |
|---|---|---|
| Prepayments to suppliers | 39,406 | 169,164 |
| Prepaid insurance expense | 551 | 697 |
| Other current assets | 1,468 | 833 |
| | **41,425** | **170,694** |

### 15. Taxes recoverable, other than income tax

Taxes recoverable, other than income tax consisted of the following:

| | *31 December 2015* | *31 December 2014* |
|---|---|---|
| Value-added tax recoverable | 12,156 | 24,085 |
| Other taxes recoverable | 4 | 6 |
| | **12,160** | **24,091** |

VAT recoverable primarily originated in Ukraine (Note 5).

### 16. Other financial assets

Other financial assets consisted of the following:

| | *31 December 2015* | *31 December 2014* |
|---|---|---|
| Available reimbursement related to litigations | 10,750 | 3,750 |
| Restricted bank deposit | 4,774 | 16,562 |
| Guarantee deposits | 4,310 | 4,122 |
| Other | 59 | 116 |
| | **19,893** | **24,550** |

As at 31 December 2015 and 2014, restricted bank deposits with carrying value of USD 306 thousand and USD 16,271 thousand, respectively, were pledged as a security for the Group's borrowings (Note 19). Restricted bank deposits with carrying value of USD 4,000 thousand were placed as an appeal bond related to litigations as at 31 December 2015.

As at 31 December 2015 and 2014, the guarantee deposits represented restricted bank deposits relating to the letters of credit issued by banks in favour of the Group's suppliers and guarantees issued by banks in favour of the Group's customers.

### 17. Cash and cash equivalents

Cash and cash equivalents consisted of the following:

| | *31 December 2015* | *31 December 2014* |
|---|---|---|
| Current accounts and deposits on demand at banks | 16,472 | 19,848 |
| Time deposits at banks | 187 | 7 |
| Cash in hand | 27 | 30 |
| | **16,686** | **19,885** |

As at 31 December 2015 and 2014, cash and cash equivalents with carrying value of USD 8,728 thousand and USD 5,952 thousand, respectively, were pledged as a security for the Group's borrowings (Note 19).

### 18. Subordinated loan

During 2014, the shareholders have provided subordinated loan to the Group in the amount of USD 40.0 million to support its short-term liquidity position. The principal amount bears an interest at a rate of 10.5% per annum. The subordinated loan and accrued interest may be repaid only after 2011 Restructured facilities (Note 19) are settled in full.

*(in US dollars and in thousands)*

## 19. Borrowings

Interest bearing borrowings, net of unamortised portion of directly attributable loan origination costs consisted of the following:

| | 31 December 2015 | 31 December 2014 |
|---|---|---|
| *Current borrowings* | | |
| Interest bearing loans due to banks | 797,137 | 795,603 |
| Bonds issued | 199,497 | 199,219 |
| Other borrowings | 1,558 | 1,643 |
| | **998,192** | **996,465** |

Applicable interest rate and currency split for borrowings were as follows:

| | Applicable interest rates | 31 December 2015 | 31 December 2014 |
|---|---|---|---|
| ***2011 Restructured SACE facilities**** | | | |
| *USD* | | | |
| Fixed rate | 7.77% - 13.12% | 79,070 | 76,717 |
| Floating rate | LIBOR (3month) + 1.5% - 3.5% | 96,300 | 93,415 |
| Floating rate | LIBOR (3month) + 4.0% - 6.0% | 17,058 | 16,158 |
| | | 192,428 | 186,290 |
| ***2011 Restructured facilities*** | | | |
| *USD* | | | |
| Floating rate | LIBOR (3month) + 4.0% - 6.0% | 502,331 | 486,796 |
| | | 502,331 | 486,796 |
| ***Bonds*** | | | |
| *USD* | | | |
| Fixed rate | 10.25% | 199,497 | 199,219 |
| | | 199,497 | 199,219 |
| ***Other facilities*** | | | |
| *EUR* | | | |
| Floating rate | LIBOR (3month - 12month) + 4.0% - 10.5% | 8,792 | 56,264 |
| *EUR* | | | |
| Fixed rate | 7.00% - 13.25% | 34,526 | 54,274 |
| *USD* | | | |
| Fixed rate | 7.00% – 15.75% | 59,060 | 11,809 |
| *EUR* | | | |
| Fixed rate | 7.50% – 8.60% | 1,558 | 1,643 |
| *UAH* | | | |
| Fixed rate | 15.00% | - | 170 |
| | | 103,936 | 124,160 |
| | | **998,192** | **996,465** |

* *SACE - Italian export credit agency; SACE facilities - facilities backed by SACE.*

In 2011, the Group executed restructuring documentation with its lenders and bondholders. In order to give effect to the restructuring in a uniform manner, the lenders under various bilateral and syndicated facility agreements (the "2011 Restructured facilities"), the lenders under the EAF project finance facilities backed by SACE (the "2011 Restructured SACE facilities") and the Group have entered into one overriding agreement which contains provisions to amend and override certain clauses (including various rights and obligations of the parties) set out in each of the 2011 Restructured facilities and the 2011 Restructured SACE facilities (the "Override agreement") which has entered into full force and effect on 16 December 2011. The Override agreement acts as an umbrella amendment agreement applicable to each of the 2011 Restructured facilities and the 2011 Restructured SACE facilities.

As at 31 December 2015 and 2014, the Group was in breach of certain financial and non-financial covenants provided by 2011 Restructured SACE facilities, 2011 Restructured facilities, Other facilities agreements and bonds issue undertakings (Note 2). The non-compliance with the covenants provides the lenders with rights to demand accelerated or full immediate repayment of the borrowings. Loan portfolio restructuring process together with amendment to the existing covenants commenced in October 2013 and was not completed as at 31 December 2015 and is continuing.

As at 31 December 2015, USD 233,877 thousand (USD 274,127 thousand as at 31 December 2014) of borrowings, which otherwise would be maturing in more than 12 months from the reporting date, were reclassified into current loans as a result of the above non-compliance as it is required by IAS 1.74.

*(in US dollars and in thousands)*

As at 31 December 2015 and 2014, the nominal value of the Group's loans and borrowings was USD 999,930 thousand and USD 1,001,087 thousand, respectively.

*Pledges of assets*

A summary of the pledges to secure Group's obligations is set out below:

| | *31 December 2015* | *31 December 2014* |
|---|---|---|
| Carrying values of property, plant and equipment (Note 8) | 291,448 | 433,075 |
| Inventories (Note 12) | 47,580 | 118,390 |
| Trade receivables (Note 13) | 42,869 | 49,308 |
| Cash and cash equivalents (Note 17) | 8,728 | 5,952 |
| Other financial assets (Note 16) | 306 | 16,271 |
| Rights/title/interest under property, plant and equipment purchase agreements | 107 | 188 |

As at 31 December 2015 and 2014, shares and participatory interest of subsidiaries as detailed in Note 32, except for "META" LLC and "Interpipe Central Trade" GmbH, were pledged as collateral to secure Group's obligation under the Restructured facilities.

As at 31 December 2015 and 2014, the participatory interest in the "Metallurgical Plant Dneprosteel" LLC, Steel.One Limited and "Dneprosteel-Energo" LLC (Note 32) were also pledged in favour of the other 2011 Restructured lenders on a second-tier basis vis-a-vis 2011 Restructured SACE facility lenders.

## 20. Provisions

Provisions included the following:

| | *31 December 2015* | *31 December 2014* |
|---|---|---|
| Provision for customers' and other claims | 20,289 | 8,556 |
| Defined benefit state pension plan | 16,004 | 27,833 |
| Retirement benefit plan | 948 | 1,632 |
| | **37,241** | **38,021** |
| Provision – current portion | (22,213) | (11,882) |
| Provision – non-current portion | **15,028** | **26,139** |

Non-current portion of the provisions relates to defined benefit state pension plan and retirement benefit plan.

For the years ended 31 December 2015 and 2014, movements in the provisions were as follows:

| | *Provision for customers' and other claims* | *Defined benefit state pension plan* | *Retirement benefit plan* | *Total provisions* |
|---|---|---|---|---|
| At 1 January 2014 | **8,232** | **47,937** | **2,701** | **58,870** |
| Charge for the year | 1,060 | 8,928 | 842 | 10,830 |
| Payments and utilisation | (552) | (4,212) | (470) | (5,234) |
| Reversal | - | - | - | - |
| Translation difference | (184) | (24,820) | (1,441) | (26,445) |
| At 31 December 2014 | **8,556** | **27,833** | **1,632** | **38,021** |
| Charge for the year | 14,714 | 44 | 11 | 14,769 |
| Payments and utilisation | - | (2,428) | (159) | (2,587) |
| Reversal | (2,200) | - | - | (2,200) |
| Translation difference | (781) | (9,445) | (536) | (10,762) |
| At 31 December 2015 | **20,289** | **16,004** | **948** | **37,241** |

For the years ended 31 December 2015 and 2014, interest costs attributable to the provisions and amounting to USD 3,390 thousand and USD 4,172 thousand, respectively, were included in finance costs in the consolidated statement of comprehensive income.

*(in US dollars and in thousands)*

**Provision for customers' and other claims**

Provision for customers' and other claims represents provision for probable losses relating to customers' quality claims and other litigations filed against the Group in the courts. Charge, net of reversal, for the year ended 31 December 2015 amounted to USD 6,129 thousand (no charge for the year ended 31 December 2014) is credited against respective insurance coverage recognized in other financial assets. Charge, net of reversal, for the year ended 31 December 2015 for USD 6,385 thousand (USD 1,060 thousand for the year ended 31 December 2014) is included in customers` and other claims charges and other finance costs in profit or loss.

As at 31 December 2015 and 2014, insurance coverage and other reimbursements against probable losses amounting to USD 10,750 thousand and USD 3,750 thousand, respectively, were recognised as an asset and included in other financial assets (Note 16) in the consolidated statement of financial position. For the year ended 31 December 2015, change in insurance coverage for USD 6,129 thousand was debited against provision for customers' and other claims to customers' in the consolidated statement of financial position; the excess amount of insurance coverage for USD 871 thousand was included in other operating income and expenses in profit or loss. Refer to Note 34 for further details on the provision relating to litigations.

**Defined benefit state pension plan**

Production subsidiaries of the Group domiciled in Ukraine have a legal obligation to compensate the Ukrainian State Pension Fund for additional pensions paid to certain categories of the former and existing employees of the Group. Under the plan the Group's employees who have qualifying working experience in health hazardous environment and thus eligible to early retirement are entitled to additional compensations financed by the Group and paid through the Ukrainian State Pension Fund. These obligations fall under definition of a defined benefit plan.

The following tables summarise the components of benefit expense recognised in the consolidated statement of comprehensive income and the amounts recognised in the consolidated statement of financial position with respect to the plan. Benefit expense, with the exception of interest cost, is included in payroll and related expenses within costs of sales (Note 24). Interest cost is included in finance costs (Note 30).

*Benefit expense recognised in the consolidated income statement*

| | *For the year ended 31 December 2015* | *For the year ended 31 December 2014* |
|---|---|---|
| Interest cost (Note 30) | 3,212 | 3,944 |
| Current service cost | 356 | 1,311 |
| Past service cost | (1,671) | - |
| | **1,897** | **5,255** |

*Changes in the present value of the defined benefit state pension plan*

| | *For the year ended 31 December 2015* | *For the year ended 31 December 2014* |
|---|---|---|
| Present value at the beginning of the year | 27,833 | 47,937 |
| Current service cost | 356 | 1,311 |
| Past service cost | (1,671) | - |
| Interest cost (Note 30) | 3,212 | 3,944 |
| Payment | (2,428) | (4,212) |
| Re-measurement losses / (gains) on defined benefit plans: | | |
| - changes in financial assumptions | (3,046) | 363 |
| - experience adjustments | 1,193 | 3,310 |
| Translation difference | (9,445) | (24,820) |
| **Present value at the end of the year** | **16,004** | **27,833** |

The Group's best estimate of contributions expected to be paid to the plan during the year ending 31 December 2016 amounts to USD 2,359 thousand.

*(in US dollars and in thousands)*

**Retirement benefit plan**

Some production subsidiaries of the Group domiciled in Ukraine have contractual commitments to pay certain lump-sum payments to the retiring employees with a long service period as well as certain other post retirement and employment benefits according to the collective agreements. The following tables summarise the components of benefit expense recognised in the consolidated statement of comprehensive income and the amounts recognised in the statement of financial position with respect to the plan. Benefit expense, with the exception to interest cost, is included in payroll and related expenses within cost of sales and general and administrative expenses as appropriate. Interest cost is included in the finance costs (Note 30).

*Benefit expense recognised in the consolidated income statement*

| | *For the year ended 31 December 2015* | *For the year ended 31 December 2014* |
|---|---|---|
| Interest cost (Note 30) | 178 | 228 |
| Current service cost | 53 | 64 |
| Past service cost | (17) | - |
| | **214** | **292** |

*Changes in the present value of retirement benefit plan*

| | *For the year ended 31 December 2015* | *For the year ended 31 December 2014* |
|---|---|---|
| Present value at the beginning of the year | 1,632 | 2,701 |
| Current service cost | 53 | 64 |
| Past service cost | (17) | - |
| Interest cost (Note 30) | 178 | 228 |
| Payment | (159) | (470) |
| Re-measurement losses / (gains) on defined benefit plans: | | |
| - changes in financial assumptions | (144) | 119 |
| - experience adjustments | (59) | 431 |
| Translation difference | (536) | (1,441) |
| **Present value at the end of the year** | **948** | **1,632** |

The Group's best estimate of contributions expected to be paid to the plan during the year ending 31 December 2016 amounts to USD 103 thousand.

**Principal assumptions applicable to all plans**

The principal assumptions used in determining defined benefit obligations for the Group's defined benefit plans are shown below:

| | *31 December 2015* | *31 December 2014* |
|---|---|---|
| Annual discount rate | 17.0% | 16.0% |
| Annual salary increase rate | 20.0% in 2016, 10.0% afterwards | 12.7% in 2015, 10.0% afterwards |
| Annual pension increase rate | 0% in 2016, 8.0% afterwards | 0% in 2015, 8.0% afterwards |

*Sensitivity analysis*

A quantitative sensitivity analysis for significant assumption as at 31 December 2015 is as shown below:

| *Assumptions* | *Discount rate* | | *Future salary increases* | | *Staff turnover* | |
|---|---|---|---|---|---|---|
| *Sensitivity Level* | *1% increase* | *1% decrease* | *1% increase* | *1% decrease* | *25% increase* | *25% decrease* |
| Impact on the net defined benefit obligation | 985 | (880) | (81) | 86 | 390 | (317) |

The sensitivity analyses above have been determined based on a method that extrapolates the impact on net defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

*(in US dollars and in thousands)*

## 21. Trade and other accounts payable

Trade and other accounts payable consisted of the following:

| | *31 December 2015* | *31 December 2014* |
|---|---|---|
| Interest payable | 82,394 | 18,947 |
| Accounts payable to suppliers | 61,573 | 126,204 |
| Dividends payable to non-controlling interest owners | 243 | 372 |
| Other accounts payable | 9,471 | 8,671 |
| | **153,681** | **154,194** |

Trade accounts payable are non-interest bearing and are generally settled within a three-month term.

## 22. Taxes payable, other than income tax

Taxes payable, other than income tax consisted of the following:

| | *31 December 2015* | *31 December 2014* |
|---|---|---|
| VAT payable | 2,065 | 52 |
| Property tax payable | 1,910 | 1,624 |
| Accrued and withheld payroll taxes | 773 | 1,115 |
| Other miscellaneous taxes payable | 467 | 626 |
| | **5,215** | **3,417** |

## 23. Advances and other current liabilities

Advances and other current liabilities consisted of the following:

| | *31 December 2015* | *31 December 2014* |
|---|---|---|
| Advances from customers | 32,963 | 208,461 |
| Short-term employee benefits | 6,779 | 8,189 |
| Other current liabilities | 119 | 137 |
| | **39,861** | **216,787** |

## 24. Cost of sales

Cost of sales consisted of the following:

| | *For the year ended 31 December 2015* | *For the year ended 31 December 2014* |
|---|---|---|
| Materials | (250,878) | (439,895) |
| Energy and utilities | (81,286) | (134,600) |
| Depreciation | (58,656) | (93,380) |
| Foreign exchange cash flow hedge (Note 35) | (39,857) | (17,540) |
| Payroll and related expenses | (34,718) | (63,773) |
| Write down of inventories | (22,977) | (10,844) |
| Rolling tools and instruments | (10,124) | (17,072) |
| Repairs and maintenance | (6,981) | (15,434) |
| Other | (17,376) | (17,590) |
| | **(522,853)** | **(810,128)** |

*(in US dollars and in thousands)*

## 25. Selling and distribution expenses

Selling and distribution expenses consisted of the following:

| | *For the year ended 31 December 2015* | *For the year ended 31 December 2014* |
|---|---|---|
| Forwarding and transportation services | (46,666) | (78,644) |
| Accounts receivable impairment (Note 13) | (19,118) | (22,879) |
| Payroll and related expenses | (11,397) | (9,881) |
| Custom services and duties | (7,848) | (28,759) |
| Storage and packaging expenses | (5,931) | (11,181) |
| Sales agency fees | (2,840) | (10,288) |
| Professional fees | (981) | (868) |
| Advertising and promotion | (757) | (874) |
| Depreciation | (390) | (1,134) |
| Insurance expense | (310) | (336) |
| Other | (3,847) | (2,026) |
| | **(100,085)** | **(166,870)** |

## 26. General and administrative expenses

General and administrative expenses consisted of the following:

| | *For the year ended 31 December 2015* | *For the year ended 31 December 2014* |
|---|---|---|
| Payroll and related expenses | (24,342) | (33,737) |
| Professional fees | (4,937) | (7,731) |
| Business trips and transportation | (3,174) | (4,392) |
| Depreciation and amortisation | (1,900) | (3,367) |
| Rent | (1,697) | (2,160) |
| Taxes, other than income tax | (673) | (1,223) |
| Communication | (584) | (906) |
| Bank fees | (537) | (701) |
| Insurance expense | (486) | (657) |
| Repairs and maintenance | (241) | (698) |
| Other | (1,534) | (2,769) |
| | **(40,105)** | **(58,341)** |

**Auditors' remuneration**

Auditors' remuneration for the year ended 31 December 2015 is included in professional fees above and comprises statutory audit fee for the audit of the Consolidated Financial Statements of the Group and stand alone financial statements of certain Group entities of USD 493 thousand (2014: USD 600 thousand) as well as non-audit fees of USD 49 thousand (2014: USD 44 thousand).

## 27. Other operating income and expenses

Other operating income and expenses consisted of the following:

| | *For the year ended 31 December 2015* | *For the year ended 31 December 2014* |
|---|---|---|
| Revaluation decrease and impairment of property, plant and equipment | (51,021) | (4,208) |
| Customers' and other claims charges, net of reversals | (5,168) | (1,060) |
| Maintenance of social assets | (1,347) | (2,300) |
| Impairment of other assets | (852) | (4,857) |
| Impairment of prepayments and other accounts receivable | (517) | (1,248) |
| Gain from disposal of by-products | 273 | 754 |
| Gain / (loss) from disposal of property, plant and equipment and intangible assets | 934 | (109) |
| Other losses | (5,134) | (978) |
| | **(62,832)** | **(14,006)** |

*(in US dollars and in thousands)*

## 28. Operating and non-operating foreign exchange difference

Foreign currency translation differences (FOREX) on monetary assets and liabilities consisted of the following;

| | *For the year ended 31 December 2015* | *For the year ended 31 December 2014* |
|---|---|---|
| Operating FOREX gains / (losses) originated on | | |
| trade accounts receivable | 32,095 | 63,713 |
| settlements with suppliers | 70,281 | 51,807 |
| other operating exchange difference | 6,321 | 4,260 |
| | **108,697** | **119,780** |
| Non-operating FOREX gains / (losses) originated on | | |
| loans payable other than those designated as hedging items | 3,452 | 4,341 |
| cash balances | 6,571 | 31,550 |
| | **10,023** | **35,891** |

## 29. Finance income

Finance income consisted of the following:

| | *For the year ended 31 December 2015* | *For the year ended 31 December 2014* |
|---|---|---|
| Interest income | 455 | 3,787 |
| Other finance income | 81 | 73 |
| | **536** | **3,860** |

## 30. Finance costs

Finance costs consisted of the following:

| | *For the year ended 31 December 2015* | *For the year ended 31 December 2014* |
|---|---|---|
| Interest expense relating to bank loans and bonds issued | (94,690) | (97,708) |
| Insurance expenses | (4,358) | (20,831) |
| Defined benefit state pension plan interest costs (Note 20) | (3,212) | (3,944) |
| Debt restructuring costs | (1,877) | (4,275) |
| Retirement benefit plan interest costs (Note 20) | (178) | (228) |
| Other finance costs | (1,892) | (4,271) |
| | **(106,207)** | **(131,257)** |

*(in US dollars and in thousands)*

## 31. Equity

*Issued capital and capital distribution*

The Group was formed in April – September 2006 through a series of transactions that ultimately resulted in the Company obtaining controlling ownership interest in the subsidiaries from entities which were under common control at the time of the above reorganisation. As part of the reorganisation all the shares of the Company have been transferred to and, since 2006 are ultimately held by a number of discretionary trusts established to operate the Group as well as certain other investments. Mr. Viktor Pinchuk, a citizen of Ukraine, and his family members are beneficiaries of these discretionary trusts. The trustees engaged to manage the trusts are professional, experienced and reputable trust management companies.

Ordinary shares authorised and issued and fully paid were as follows:

| | *Shares* | *USD thousand* |
|---|---|---|
| At 1 January 2013 and 2014 | 4,001,950,000 | 62,304 |
| At 31 December 2015 | 4,001,950,000 | 62,304 |

Upon its incorporation on 30 December 2005, the Company issued to the subscribers of its Memorandum of Association 1,000 ordinary shares of CY£1 each at par. On 22 December 2006 the Company issued 4,000 additional ordinary shares of CY£1 each at a premium of CY£ 41,033 each for a total premium of CY£164,132 thousand, which is equivalent to USD 361,091 thousand, translated at historic rate.

During the period from March to June 2008 a set of amendments was made to the authorised share capital of the Company, including conversion of the authorised share capital into euro, a subdivision of existing shares, a merge of the Company's shares and two additional issues of shares both before the merging and after it.

In December 2011, the Company issued 1,950,000 additional ordinary shares of EUR 0.01 each (equivalent of USD 26 thousand) at a premium of EUR 25 each for a total premium of EUR 48,591 thousand, which is equivalent of USD 64,974 thousand, translated at historic rate.

As a result of the above mentioned transactions, as at 31 December 2014 and 2015, the number of shares equalled to 4,001,950 thousand ordinary shares of EUR 0.01 each and the authorised, issued and fully paid capital of the Company amounted to EUR 40,019 thousand (equivalent of USD 62,304 thousand).

The shares of the Company are not listed.

There were no changes in the share capital of the Company for the year ended 31 December 2015 and 2014.

*Revaluation reserve*

Revaluation reserve is used to record increases in the fair value of property, plant and equipment as well as decreases to the extent that such decreases relate to any prior increase on the same asset previously recognised in equity. Revaluation reserve is limited in respect of dividends distribution.

*Foreign currency translation reserve*

The foreign currency translation reserve is used to record exchange differences arising from the translation of the financial statements of foreign subsidiaries denominated in their respective functional currencies into the Group reporting currency as well as monetary items that form part of the net investment in these subsidiaries.

*Cash flow hedge reserve*

Cash flow hedge reserve is used to record the effective portion of the gain or loss on the hedging instrument in other comprehensive income. Amounts recognised as other comprehensive income are transferred to profit or loss when the hedged transaction affects profit or loss, such as when a forecast sale occurs.

*Dividends payable by the Company and its subsidiaries*

There were no dividends declared by the Company or its subsidiaries that should be paid to the shareholders for the years ended 31 December 2015 and 31 December 2014.

*(in US dollars and in thousands)*

**32. Principal subsidiaries**

The Group included the following subsidiaries as at 31 December 2015 and 2014:

| *Name of the company* | *Country of incorporation* | *Business activities* | *Effective ownership* 31 December 2015 | *Effective ownership* 31 December 2014 |
|---|---|---|---|---|
| JSC "Interpipe Niznedneprovsky Tube Rolling Plant" | Ukraine | Production of seamless and welded pipes and railway wheels | 93.93% | 93.93% |
| JSC "Interpipe Novomoskovsk Pipe-Production Plant" | Ukraine | Production of welded pipes | 89.24% | 89.24% |
| "Interpipe Niko Tube" LLC | Ukraine | Production of seamless pipes | 99.93% | 99.93% |
| "Metallurgical Plant Dneprosteel" LLC | Ukraine | Production of steel billets | 100.00% | 100.00% |
| "Dneprosteel-Energo" LLC | Ukraine | Resale of electricity | 100.00% | 100.00% |
| "Transkom - Dnepr" LLC | Ukraine | Transportation services | 100.00% | 100.00% |
| "Limestone factory" LLC | Ukraine | Production of limestone | 93.93% | 93.93% |
| Society "Dishware Novomoskovsk" Ltd | Ukraine | Production of dishware | 87.64% | 87.64% |
| "Interpipe Dneprovtormet" PJSC | Ukraine | Scrap metal processing | 98.67% | 98.67% |
| "Luganskiy Kombinat Vtormet" LLC | Ukraine | Scrap metal processing | 98.67% | 98.67% |
| "META" LLC | Ukraine | Scrap metal processing | 98.67% | 98.67% |
| "Research and development center "Quality" LLC | Ukraine | Research and development | 100.00% | 100.00% |
| "Interpipe Ukraine" LLC | Ukraine | Trading | 100.00% | 100.00% |
| "Interpipe Management" LLC | Ukraine | Management services | 100.00% | 100.00% |
| "KLW Production" LLC | Ukraine | Production of railway wheels | 100.00% | 100.00% |
| "Interpipe-M" LLC | Russia | Trading | 100.00% | 100.00% |
| "Interpipe Kazakhstan" LLC | Kazakhstan | Trading | 100.00% | 100.00% |
| "Interpipe Europe" LLC | Switzerland | Trading | 100.00% | 100.00% |
| "Klw-Wheelco" LLC | Switzerland | Trading | 100.00% | 100.00% |
| "North American Interpipe, Inc" | The United States | Trading | 100.00% | 100.00% |
| "Interpipe Middle East" FZE with limited liability | The United Arab Emirates | Trading | 100.00% | 100.00% |
| "Interpipe Central Trade" GmbH | Germany | Trading | 100.00% | 100.00% |
| Steel.One Limited | Cyprus | Subholding | 100.00% | 100.00% |
| Saleks Investments Limited | Cyprus | Subholding | 100.00% | 100.00% |

There were no acquisitions in 2015 and 2014.

In 2014, the Group established a new subsidiary "Interpipe Central Trade" GmbH which is responsible for the sales of Interpipe products throughout Europe.

*(in US dollars and in thousands)*

## 33. Related party transactions

The Group defines related parties in accordance with IAS 24 "Related Party Disclosures". IAS 24 focuses significantly on the concept of "control" (including common control) and "significant influence" as primary methods of related party identification.

During years ended 31 December 2015 and 2014, the Group's transactions with its related parties comprised those with its associates (Note 10), shareholders, key management personnel and other related parties.

***Transactions with associates and other related parties***

The transactions and outstanding balances of the Group with its related parties are presented below:

| | *Sales to related parties* | *Purchases from related parties* | *Amount owed to the Group* | *Amounts owed by the Group* |
|---|---|---|---|---|
| 2015 | 2,157 | 12,265 | 3,505 | 3,314 |
| 2014 | 1,470 | 14,274 | 2,149 | 4,134 |

The significant part of the related party transactions is with the Group's production entities.

*Terms and conditions of transactions with associates and other related parties*

The sales to and purchases from the related parties are made at terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured, interest free and settlement occurs in cash. For the year ended 31 December 2015, the Group has recorded an impairment charge relating to receivables from the related parties amounting to USD 51 thousand (2014: 1 thousand). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which it operates.

***Transactions with shareholders***

*Subordinated loan*

During 2014, the shareholders have provided unsecured subordinated loan to the Group in the amount of USD 40 million to support its short-term liquidity position. The principal amount bears an interest at a rate of 10.5% per annum. The subordinated loan and accrued interest may be repaid only after 2011 Restructured facilities (Note 19) are settled in full.

As at 31 December 2015 and 2014, interest payable, included in other accounts payable, amounted to USD 7,268 thousand and USD 3,010 thousand.

During the year 2015 and 2014, interest expenses per subordinated loan comprised USD 4,258 thousand and USD 3,010 thousand, respectively.

*Accounts payable to shareholders*

As at 31 December 2015, accounts payable to shareholders, included in other accounts payable, amounted to USD 228 thousand, (2014: USD 255 thousand) were interest free, unsecured and payable on demand.

*(in US dollars and in thousands)*

***Compensation to key management personnel***

Key management personnel of the Group as at 31 December 2015 comprised:

The members of the Board of Directors:

| Name | Function |
|---|---|
| Kirill Roubinski | Chairman of the Board of Directors of Interpipe Limited |
| Gennady Gazin | Non-Executive Director |
| Andrii Dudnyk | Non-Executive Director |
| Jean Pierre Saltiel | Independent Non-Executive Director |
| Ganna Khomenko | Non-Executive Director |
| Michael Tsarev | Non-Executive Director |
| Yakiv Konstantynivs'ky | Non-Executive Director |
| Iuliia Chebotarova | Non-Executive Director |
| Ulrich Becker | Independent Non-Executive Director |
| Oleg Rozenberg | Chief Executive Officer of Interpipe Limited |

Senior Management of the Group as at 31 December 2015 and 2014 comprised fourteen persons (including the CEO who is also a member of the Board of Directors) for both years.

For the year ended 31 December 2015, total compensation, comprising short-term employee benefits, to the members of the Board of Directors amounted to USD 2,422 thousand (2014: USD 930 thousand) and to the members of Senior Management of the Group – to USD 3,952 thousand (2014: USD 4,058 thousand). The compensation was included in general and administrative expenses in the consolidated statement of comprehensive income.

In addition to the above no other incentives were attributable to the key management personnel of the Group.

## 34. Commitments, contingencies and operating risks

*Operating environment*

The Group has significant operations in Ukraine as well as in Russia and some other CIS countries, whose economies while deemed to be of market status continue to display certain characteristics consistent with those of an economy in transition. These characteristics include, but are not limited to low levels of liquidity in the capital markets, relatively high inflation and the existence of currency controls which cause the national currencies to be illiquid outside of these countries. These countries continue economic reforms and development of their legal, tax and regulatory frameworks as required by a market economy. The future stability of the economies is largely dependent upon the success of these reforms and the effectiveness of economic, financial and monetary measures undertaken by their governments. As a result, operations in Ukraine, Russia and other CIS countries involve risks that are not typical for developed markets.

The all above factors, as disclosed in Note 2 "Operating environment and risks of the Group", had already affected and may have a further adverse effect on the Group's consolidated financial position and results of operations.

*Taxation*

Ukrainian as well as Russian and other CIS countries' legislations and regulations regarding taxation and other regulatory matters, including currency exchange control and custom regulations, continue to evolve. The legislations and regulations are not always clearly written and are subject to varying interpretations by local, regional and national authorities, and other governmental bodies. Instances of inconsistent interpretations continue to be not unusual.

The Ukrainian tax authorities have been seen to consistently increase their audit activity for transactions with non-resident entities, to which they seek to apply such relatively new requirements as "beneficial ownership", "substance over form", and other similar principles. They also have started to enforce more vigorous and stringent transfer pricing rules introduced in Ukraine in 2013. The transfer pricing legislation allows the tax authorities to make transfer pricing adjustments and impose additional tax liabilities in respect of controlled transactions (transactions with related parties and some types of transactions with unrelated parties), if the transaction price is not arm's length and not supported by relevant documentation.

*(in US dollars and in thousands)*

Management has implemented internal controls to be in compliance with such regulatory and tax compliance matters in the countries where the Group operates, including new Ukrainian transfer pricing legislation and believes that its interpretation of the relevant legislations is appropriate and that the Group has complied with all regulations, and paid or accrued all taxes and withholdings that are applicable. Where the risk of outflow of resources is probable, the Group has accrued tax liabilities based on management's best estimate.

Nevertheless, the uncertainty related to inconsistent enforcement and application of the tax legislation in the above countries creates a risk of substantial additional tax liabilities and penalties being claimed by the tax authorities, which cannot be reliably estimated, but, if sustained, could have a material effect on the Group's financial position, results of operations and cash flows. Management believes that there are strong arguments to successfully defend any such challenge and does not believe that the risk is any more significant than those of similar enterprises operating in Ukraine, Russia or other CIS countries. When it is not considered probable that a material claim will arise, no provision has been established in these financial statements. Management further believes that ascertained risks of possible outflow of resources arising from tax and other regulatory compliance matters are immaterial as at 31 December 2015 and do not exceed USD 3,326 thousand as at 31 December 2014.

*Litigation*

As at 31 December 2015 and 2014 North American Interpipe, OJSC Interpipe NTRP and LLC Interpipe Niko Tube were defendants in several litigations amounting to approximately USD 20,004 thousand and USD 7,700 thousand, respectively. Provision for probable adverse consequences of the above cases amounting to USD 20,004 thousand and USD 7,700 thousand was included in provision for customers' and other claims in the consolidated statement of financial position as at 31 December 2015 and 2014, respectively (Note 20).

In addition to the specific cases mentioned above, in the ordinary course of business the Group is subject to legal actions and complaints. As at 31 December 2015 and 2014, provisions have been made in respect of these cases amounting to USD 104 thousand and USD 856 thousand, respectively. Management believes that the ultimate liability arising from such actions or complaints will not have a material adverse effect on the consolidated financial position or the results of future operations of the Group.

*Lease of land*

The Group has the right to permanent use of the land plots on which its Ukrainian production facilities are located, and pays land tax as assessed annually by the state based on the total area and use for which the land is zoned.

*Contractual commitments for the acquisition of property, plant and equipment*

As at 31 December 2015 and 2014, the Group's other contractual commitments for acquisition and modernisation of production equipment amounted to USD 41,308 thousand and USD 18,866 thousand, respectively. The Group's contractual commitments for acquisition of property, plant and equipment as at 31 December 2015 included prepayments made for property, plant and equipment for USD 11,840 thousand and been recognized as construction-in-progress and uninstalled equipment in the consolidated statement of financial position.

## 35. Financial risk management

The Group's principal financial instruments comprise trade receivables and payables, interest bearing loans due to banks, bonds issued, cash and cash equivalents. The main purpose of these financial instruments is to provide funding for the Group's operations. The Group has various other financial assets and liabilities such as other receivables and other payables, which arise directly from its operations.

The Group also may enter into derivative transactions, primarily forward currency contracts. The purpose is to manage currency risks arising from Group's operations and its sources of finance.

The main risks arising from the Group's financial instruments are foreign currency risk, liquidity risk, credit risk and interest rate risk. The policies for managing each of these risks are summarised below.

**Foreign currency risk**

The Group performs its operations mainly in the following currencies: the Ukrainian hryvnia ("UAH"), the US dollar ("USD"), the Euro ("EUR"), the Russian rouble ("RUB") and the Kazakhstani tenge ("KZT").

The exchange rate of USD to UAH and related cross-rates to other currencies as set by the National Bank of Ukraine ("NBU") as at the dates stated were as follows:

| | *100 UAH* | *1 EUR* | *100 RUB* | *1000 KZT* |
|---|---|---|---|---|
| As at 31 December 2015 | 4.167 | 1.0926 | 1.3721 | 2.9458 |
| As at 31 December 2014 | 6.342 | 1.219 | 1.9218 | 5.4840 |

*(in US dollars and in thousands)*

The Group sells its products to Europe, Russia, Middle East and Africa, Americas and other regions; purchases materials from other countries; and attracts substantial amounts of foreign currency denominated short-term and long term borrowings, and is, thus, exposed to foreign exchange risk. Foreign currency denominated trade receivables and payables, and borrowings give rise to foreign exchange exposure.

Currency risks as defined by IFRS 7 arise on account of financial instruments being denominated in a currency that is not the functional currency and being of a monetary nature; translation-related risks are not taken into consideration. Relevant risk variables are generally non-functional currencies in which the Group has financial instruments.

The following tables demonstrate USD equivalents of the monetary assets and liabilities originally denominated in different currencies, as at 31 December 2015 and 2014:

| *As at 31 December 2015* | *UAH* | *USD* | *EUR* | *RUB* | *Other* | ***Total*** |
|---|---|---|---|---|---|---|
| Other non-current assets | 149 | 131 | - | - | - | **280** |
| Trade and other accounts receivable | 26,169 | 24,415 | 22,132 | 14,028 | 1,208 | **87,952** |
| Other financial assets | - | 19,785 | 87 | - | 21 | **19,893** |
| Cash and bank deposits | 2,727 | 9,564 | 1,240 | 2,666 | 489 | **16,686** |
| | **29,045** | **53,895** | **23,459** | **16,694** | **1,718** | **124,811** |
| Subordinated loan | - | 40,000 | - | - | - | **40,000** |
| Other non-current liabilities | 11 | - | - | - | - | **11** |
| Borrowings | - | 962,108 | 34,526 | 1,558 | - | **998,192** |
| Trade and other accounts payable | 36,085 | 100,643 | 16,093 | 567 | 293 | **153,681** |
| | **36,096** | **1,102,751** | **50,619** | **2,125** | **293** | **1,191,884** |

| *As at 31 December 2014* | *UAH* | *USD* | *EUR* | *RUB* | *Other* | ***Total*** |
|---|---|---|---|---|---|---|
| Other non-current assets | 242 | 128 | - | - | - | **370** |
| Trade and other accounts receivable | 21,580 | 35,515 | 23,292 | 14,289 | 4,091 | **98,767** |
| Other financial assets | - | 8,306 | 15,957 | - | 287 | **24,550** |
| Cash and bank deposits | 3,032 | 7,074 | 3,973 | 5,303 | 503 | **19,885** |
| | **24,854** | **51,023** | **43,222** | **19,592** | **4,881** | **143,572** |
| Subordinated loan | - | 40,000 | - | - | - | **40,000** |
| Other non-current liabilities | 21 | 22 | - | - | - | **43** |
| Borrowings | 170 | 940,378 | 54,274 | 1,643 | - | **996,465** |
| Trade and other accounts payable | 70,239 | 45,598 | 29,486 | 8,751 | 120 | **154,194** |
| | **70,430** | **1,025,998** | **83,760** | **10,394** | **120** | **1,190,702** |

The following table demonstrates the sensitivity of the Group's profit before tax to a reasonably possible change in the foreign currency exchange rate, with all other variables held constant:

| *For the year ended 31 December 2015* | *High / low limits of change in currency exchange rate, %* | *Effect on profit before tax* | *Effect on other comprehensive income* |
|---|---|---|---|
| USD/UAH | +18.00% | 17,282 | (163,575) |
| EUR/UAH | +18.00% | 9,152 | (6,215) |
| RUB/UAH | +50.00% | 7,953 | - |
| USD/KZT | +60.00% | (1,084) | - |
| EUR/USD | +12.50% | (9,663) | - |
| USD/UAH | -40.00% | (38,404) | 363,499 |
| EUR/UAH | -40.00% | (20,339) | 13,810 |
| RUB/UAH | -33.50% | (5,329) | - |
| USD/KZT | -20.00% | 361 | - |
| EUR/USD | -12.50% | 9,663 | - |

*(in US dollars and in thousands)*

| *For the year ended 31 December 2014* | *High / low limits of change in currency exchange rate, %* | *Effect on profit before tax* | *Effect on other comprehensive income* |
|---|---|---|---|
| USD/UAH | +28.93% | 35,023 | (280,091) |
| EUR/UAH | +28.96% | 23,071 | (11,264) |
| RUB/UAH | +39.92% | (1,121) | - |
| USD/KZT | +17.37% | (42) | - |
| EUR/USD | +6.23% | (6,957) | - |
| USD/UAH | -28.93% | (35,023) | 280,091 |
| EUR/UAH | -28.96% | (23,071) | 11,264 |
| RUB/UAH | -39.92% | 1,121 | - |
| USD/KZT | -17.37% | 42 | - |
| EUR/USD | -6.23% | 6,957 | - |

**Cash flow hedging of the Group's future revenues**

The Group, in particular its Ukrainian subsidiaries, are exposed to foreign currency risk related to their USD and EUR nominated export revenue, which is primarily intragroup. The subsidiaries attracted borrowings for its investing activities in the same currencies as the forecasted revenue streams to economically hedge the foreign currency risk exposure.

On 1 January 2014, the Group designated certain USD and EUR nominated borrowings as a hedge of the expected highly probable USD and EUR nominated intragroup export revenue streams in accordance with IAS 39 "Financial Instruments: Recognition and Measurement".

On 1 January 2014 a portion of future monthly intragroup export revenues expected to be received in USD and EUR over the period from January 2014 through December 2020 were designated as the hedged item. The USD and EUR nominated borrowings were designated as the hedging instruments. The nominal amounts of the hedged item and the hedging instruments are equal.

The cash flow hedge position was USD 459 million as of 1 January 2014. To the extent that a change in the foreign currency rate impacts the fair value of the hedging instrument, the effects are recognized in other comprehensive income or loss and then reclassified to profit or loss in the same period in which the hedged item affects profit or loss.

The impact on other comprehensive income is comprised of the following:

| | *For the year ended 31 December 2015* | *For the year ended 31 December 2014* |
|---|---|---|
| Foreign exchange cash flow hedges total charge | (124,760) | (252,314) |
| Reclassification of the foreign exchange loss to cost of sales | 39,857 | 17,540 |
| | **(84,903)** | **(234,774)** |

A schedule of the expected reclassification of the accumulated loss from the re-measurement of the hedging instruments recognized in other comprehensive income or loss to profit or loss as of 31 December 2015 is as follows:

| | *2016* | *2017* | *2018* | *2019* | *2020* |
|---|---|---|---|---|---|
| Reclassification | (28,348) | (60,490) | (53,073) | (53,048) | (124,718) |

**Net investments in foreign operations**

On 1 January 2014, the Company designated certain intragroup financial instruments with the settlement, which was neither planned nor likely to occur in the foreseeable future, as net investments in a number of its Ukrainian subsidiaries in accordance with IAS 21 "The Effects of Changes in Foreign Exchange Rates". Such financial instruments comprised of intercompany loans and, in some cases, other long-term receivables and payables. Accordingly, foreign exchange differences arising on such financial instruments after the designation date had been recognised in other comprehensive income.

As at 31 December 2015 and 2014, the remaining balance of exchange differences on net investment in foreign operations composed USD 668,449 thousand and USD 444,551 thousand, respectively.

*(in US dollars and in thousands)*

The impact of exchange differences on other comprehensive income is comprised of the following:

| | *For the year ended 31 December 2015* | *For the year ended 31 December 2014* |
|---|---|---|
| Exchange differences on translation of foreign operations (other than those designated as net investments) | 60,735 | (190,005) |
| Net foreign exchange loss from net investments in foreign operations | (223,898) | (444,551) |
| | **(163,163)** | **(634,556)** |

**Liquidity risk**

The Group's objective is to maintain continuity and flexibility of funding through the use of credit terms provided by suppliers and borrowings.

The Group analyses the ageing of its assets and the maturity of its liabilities and plans its liquidity depending on expected repayment of various instruments. In the case of insufficient or excessive liquidity in individual entities, the Group relocates resources and funds among the Group entities to achieve optimal financing of business needs of each entity.

As a result of the covenants breach, the lenders became entitled to demand early repayment of any outstanding amounts. Accordingly, the liabilities due or claimable due within 12 months from 31 December 2015 exceeded the Group's current assets as of that date by USD 958,618 thousand (Note 2).

The table below summarises the maturity profile of the Group's financial liabilities based on contractual undiscounted payments. The borrowings are included in the Less than 3 months category as a result of the breach of covenants as at 31 December 2015 and 2014 (Notes 2 and 19).

| *As at 31 December 2015* | *Less than 3 months* | *3 to 12 months* | *1 to 5 years* | *More than 5 years* | *Total* |
|---|---|---|---|---|---|
| Borrowings and interest payable | 1,080,586 | - | - | - | 1,080,586 |
| Trade and other accounts payable | 50,386 | 20,900 | - | - | 71,286 |
| | **1,130,972** | **20,900** | **-** | **-** | **1,151,872** |

| *As at 31 December 2014* | *Less than 3 months* | *3 to 12 months* | *1 to 5 years* | *More than 5 years* | *Total* |
|---|---|---|---|---|---|
| Borrowings and interest payable | 1,017,023 | - | - | - | 1,017,023 |
| Trade and other accounts payable | 87,630 | 26,161 | - | - | 113,791 |
| | **1,104,653** | **26,161** | **-** | **-** | **1,130,814** |

**Credit risk**

Financial instruments, which potentially subject the Group to significant concentrations of credit risk, consist principally of bank deposits (Notes 16, 17), trade and other accounts receivable (Note 13).

Cash is placed with financial institutions, which are considered to have minimal risk of default at the time of deposit.

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. Credit evaluations are performed on all customers requiring credit over a certain amount. Most of the Group's sales are made to customers with an appropriate credit history or on a prepayment basis. The Group does not require collateral in respect of its financial assets. The credit risk exposure of the Group is monitored and analysed on a case-by-case basis. Based on historical collection statistics, the Group's management believes that there is no significant risk of loss to the Group beyond the impairment allowances already recognised against the assets. The maximum exposure to the credit risk is represented by the carrying amounts of the financial assets that are carried in the consolidated statement of financial position.

*(in US dollars and in thousands)*

**Interest rate risk**

The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long-term debt obligations with floating interest rates (Note 19). The Group's policy is to manage its interest costs by monitoring changes in interest rates with respect to its borrowings. During 2015 and 2014, the Group borrowed at a fixed and floating rates. Floating rates are mostly linked to London Inter Bank Offering Rate ("LIBOR").

The following table demonstrates the annualised sensitivity of the Group's profit before tax to a reasonably possible change in interest rates, with all other variables held constant (through the impact on floating rate borrowings):

| *For the year ended 31 December 2015* | *High / low limits of change in interest rate, basic points* | *Effect on profit before tax* |
|---|---|---|
| LIBOR (USD) | + 12 | (734) |
| LIBOR (USD) | + 50 | (3,057) |

| *For the year ended 31 December 2014* | *High / low limits of change in interest rate, basic points* | *Effect on profit before tax* |
|---|---|---|
| LIBOR (USD) | + 40 | (2,542) |
| LIBOR (USD) | + 20 | (1,271) |

**Capital risk management**

The Group considers its debt and shareholders' equity as the primary capital sources. The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns to the shareholders and benefits to other stakeholders as well as to provide financing of its operating requirements, capital expenditures and the Group's development strategy.

The Group's capital management policies aim to ensure and maintain an optimal capital structure, to reduce the overall cost of capital and to provide flexibility relating to the Group's access to capital markets. Furthermore, the Group makes its investment decisions taking into consideration its capital structure.

**Fair values of financial instruments**

The carrying amounts of financial instruments, consisting of cash and cash deposits, short-term accounts receivable and payable, other financial assets, short-term loans and borrowings, derivative financial instruments approximate their fair values.

Long-term bank loans and borrowing predominately bear variable rates, which are based on prevailing market rates. Accordingly, carrying value of the long-term bank loans and borrowings as at the yearend approximates their fair value.

As at 31 December 2015 and 2014, the fair value of bonds issued and traded over-the-counter was based on market quotation and approximated to USD 65,000 thousand and USD 117,000 thousand, respectively.

## 36. Events after the reporting period

In June 2016, Philippe Bideau was appointed as Non-Executive Director.

In November 2016, Fadi Khraybe was appointed as a Chief Executive Officer of the Company replacing Oleg Rozenberg, who resigned in October 2016.

In April 2017, Kirill Roubinski, Chairman of the Board of Directors of Interpipe Limited Board of Directors resigned.

In May 2017, Jean Pierre Saltiel, Independent Non-Executive Director of Interpipe Limited Board of Directors resigned.

In July 2017, Gennady Gazin, Non-Executive Director of Interpipe Limited Board of Directors resigned.