Brunswick Rail Limited and its subsidiary companies

Interim Condensed Consolidated Financial Information for the three months ended 31 March 2016

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INDEPENDENT AUDITOR'S REPORT ON REVIEW OF INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION

To the Shareholders and Board of Directors of Brunswick Rail Limited

Introduction

We have reviewed the accompanying interim condensed consolidated balance sheet of Brunswick Rail Limited and its subsidiaries (collectively – the "Group") as of 31 March 2016 and the related interim condensed consolidated statements of income and comprehensive income, changes in equity and cash flows for the three-month period then ended and other explanatory notes as presented on the pages 4 to 20 of the accompanying document. Management is responsible for the preparation and presentation of this interim condensed consolidated financial information in accordance with International Accounting Standard ("IAS") 34, Interim Financial Reporting. Our responsibility is to express a conclusion on this interim condensed consolidated financial information based on our review.

Scope of Review

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

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim condensed consolidated financial information is not prepared, in all material respects, in accordance with IAS 34, Interim Financial Reporting.

Emphasis of matter

As explained in Note 2, the Group is required to repay the US$600.000 thousand Eurobond in November 2017. The Group's current financial position, including negative net assets of US$280.626 thousand and total assets of US$496.640 thousand as of 31 March 2016, raises substantial doubt about its ability to repay the Eurobond on maturity and, consequently, continue as a going concern. Management's plans concerning this matter are also discussed in Note 2. The interim condensed consolidated financial information does not include any adjustments that might result from the outcome of this uncertainty. Our conclusion is not qualified in respect of this matter.

Deloitte & Touche

26 June 2016
Moscow, Russian Federation

Interim Condensed Consolidated Income Statement for the three months ended 31 March 2016

	Note	**31 March 2016 US$000**	31 March 2015 US$000
Revenue	5	**27.236**	34.241
Cost of services	6	**(5.618)**	(5.071)
Property tax		**(1.346)**	(2.068)
Staff compensation, excluding share-based compensation		**(1.458)**	(2.310)
Other operating expenses	7	**(1.935)**	(5.718)
Other operating income		**144**	215
Operating profit before share-based compensation and depreciation		**17.023**	19.289
Share-based compensation		**-**	(209)
Depreciation and amortisation	10	**(4.705)**	(8.629)
Operating profit		**12.318**	10.451
Finance costs	8	**(16.428)**	(16.505)
Finance income	8	**1.270**	520
Revaluation of embedded derivatives on mezzanine		**-**	(41)
Net foreign exchange gains/(losses)	14	**50.467**	(24.623)
Profit/(loss) before income tax		**47.627**	(30.198)
Income tax (expense)/credit	9	**(3.748)**	5.496
Profit/(loss) for the period attributable to the owners of the Company		**43.879**	(24.702)

The notes on pages 9 to 20 are an integral part of the interim condensed consolidated financial information.

Interim Condensed Consolidated Statement of Comprehensive Income for the three months ended 31 March 2016

	Note	**31 March 2016 US$000**	31 March 2015 US$000
Profit/(loss) for the period		**43.879**	(24.702)
Other comprehensive (loss)/income:			
Items that may be reclassified subsequently to profit or loss			
Cash flow hedge (derivatives):			
- Fair value gains on hedging reserve	13	**-**	21
- Transfers to income statement	13	**-**	(370)
Currency translation differences		**(22.778)**	1.150
Total items that may be reclassified subsequently to profit or loss		**(22.778)**	801
Other comprehensive (loss)/income for the period, net of tax		**(22.778)**	801
Total comprehensive income/(loss) for the period		**21.101**	(23.901)
Attributable to:			
Owners of the Company		**21.101**	(23.901)

Items in the statement above are disclosed net of tax.

The notes on pages 9 to 20 are an integral part of the interim condensed consolidated financial information.

Interim Condensed Consolidated Balance Sheet as at 31 March 2016

Assets	Note	31 March 2016 US$000	31 December 2015 US$000
Non-current assets			
Equipment	10	**325.168**	302.643
Finance leases receivable		**4.424**	4.980
Deferred income tax asset		**69.298**	66.913
Other non-current assets		**6.693**	4.474
		405.583	379.010
Current assets			
VAT recoverable		**555**	396
Advances paid for rail tariffs		**343**	861
Trade and other receivables	11	**10.851**	13.453
Finance leases receivable		**1.886**	1.827
Current income tax prepayment		**264**	243
Cash and cash equivalents		**77.158**	67.315
		91.057	84.095
Total assets		**496.640**	463.105

Equity deficit and liabilities	Note	31 March 2016 US$000	31 December 2015 US$000
Capital and reserves			
Share capital	12	**271.895**	271.895
Share premium	12	**121.025**	120.880
Treasury shares	12	**(12.199)**	(12.199)
Other reserves	13	**(216.177)**	(193.399)
Accumulated losses		**(445.170)**	(489.049)
Total equity deficit		**(280.626)**	(301.872)
Non-current liabilities			
Borrowings	14	**618.265**	599.236
Mezzanine	19	**89.981**	86.768
		708.246	686.004
Current liabilities			
Trade and other payables	15	**6.763**	6.316
Current income tax liabilities		**296**	85
VAT payable	16	**11.021**	3.568
Other taxes payable		**1.487**	1.633
Borrowings	14	**49.453**	67.371
		69.020	78.973
Total liabilities		**777.266**	764.977
Total equity deficit and liabilities		**496.640**	463.105

On 26 June 2016, the Board of Directors of Brunswick Rail Limited ("the Board") authorised the interim condensed consolidated financial information for issue.

Paul Ostling, Director

Anders Lidefelt, Director

The notes on pages 9 to 20 are an integral part of the interim condensed consolidated financial information.

Interim Condensed Consolidated Statement of Changes in Equity for the three months ended 31 March 2016

	Note	Share capital/ share premium/ treasury shares US$000	Other reserves US$000	Accumulated Losses US$000	Total US$000
		Attributable to owners of the parent			
Balance at 1 January 2015		**372.481**	**(211.714)**	**(183.203)**	**(22.436)**
Comprehensive loss:					
Loss for the period		-	-	(24.702)	(24.702)
Total other comprehensive income		-	801	-	801
Total comprehensive (loss)/income		-	801	(24.702)	(23.901)
Transactions with owners					
Share-based payment		-	202	-	202
Total contribution from and distribution to owners of the Company		-	202	-	202
Balance at 31 March 2015		**372.481**	**(210.711)**	**(207.905)**	**(46.135)**
Balance at 1 January 2016		**380.576**	**(193.399)**	**(489.049)**	**(301.872)**
Comprehensive income:					
Profit for the period		-	-	43.879	43.879
Total other comprehensive loss		-	(22.778)	-	(22.778)
Total comprehensive (loss)/income		-	(22.778)	43.879	21.101
Transactions with owners					
Amendment in reallocation of CEO's loan		145	-	-	145
Total contribution from and distribution to owners of the Company		145	-	-	145
Balance at 31 March 2016		**380.721**	**(216.177)**	**(445.170)**	**(280.626)**
		==========	==========	==========	==========

The notes on pages 9 to 20 are an integral part of the interim condensed consolidated financial information.

Interim Condensed Consolidated Statement of Cash Flows for the three months ended 31 March 2016

	Note	Three months ended 31 March 2016 US$000	31 March 2015 US$000
Cash flows from operating activities			
Profit/(loss) before tax		**47.627**	(30.198)
Adjustments for:			
Depreciation and amortisation	10	**4.705**	8.629
Provision for bad debts	7	**874**	4.416
Profit on disposal of assets		**(158)**	(212)
Finance income	8	**(1.270)**	(520)
Finance costs	8	**16.428**	16.505
Revaluation of embedded derivatives on mezzanine		**-**	41
Net foreign exchange (gains)/losses		**(50.467)**	24.623
Share-based compensation		**-**	209
		17.739	23.493
Changes in working capital:			
Trade and other receivables		**(502)**	(7.462)
Finance leases receivable		**497**	407
Trade and other payables		**68**	692
Taxes payable other than income tax and VAT		**(273)**	2.185
VAT received/(paid), net		**224**	(877)
Cash generated from operations		**17.753**	18.438
Income tax paid		**(14)**	(77)
Net cash generated by operating activities		**17.739**	18.361
Cash flows from investing activities			
Purchase of other tangible assets		**(1)**	-
Purchase of wheelsets		**(820)**	(777)
VAT paid on purchase of railcars and wheel sets		**(148)**	(140)
Proceeds from disposal of assets		**415**	88
Interest received		**1.289**	132
Net cash from/(used) in investing activities		**735**	(697)
Cash flows from financing activities			
Repayments of bank and other borrowings	14, 19	**(51.677)**	(5.000)
Interest and commitment fees paid on borrowings		**(3.363)**	(2.505)
Capital review project costs capitalised		**(1.423)**	-
Proceeds from sale and lease back transaction, incl. VAT	14, 16	**50.969**	-
Finance leases liabilities – principal repayments		**(3.757)**	(328)
VAT paid on finance lease liabilities		**(1.022)**	(75)
Net cash used in financing activities		**(10.273)**	(7.908)
Net increase in cash and cash equivalents		**8.201**	9.756
Cash and cash equivalents at beginning of the period		**67.315**	72.910
Exchange gains/(losses) on cash and cash equivalents		**1.642**	(72)
Cash and cash equivalents at end of the period		**77.158**	82.594

The notes on pages 9 to 20 are an integral part of the interim condensed consolidated financial information.

Notes to the interim condensed consolidated financial information

1. General information

Introduction

The interim condensed consolidated financial information is prepared by consolidating the standalone financial information of Brunswick Rail Limited (the "Company") and its subsidiaries (the "Group"), for the three months ended 31 March 2016.

Country of incorporation

The Company is incorporated in Bermuda as a private limited liability company in accordance with the provisions of the section 14 of the Companies Act 1981. Its registered office is at Wessex House, 2nd Floor, 45 Reid Street, Hamilton HM 12, Bermuda.

Principal activities

The Group's principal activity is leasing of railcars and transportation services in the "1520 gauge territory" (the railway territory of Russian Federation and CIS).

2. Basis for preparation

(a) Statement of compliance

This interim condensed consolidated financial information of the Group has been prepared in accordance with International Accounting Standard ("IAS") 34 "Interim Financial Reporting" as issued by the International Accounting Standards Board ("IASB").

This interim condensed consolidated financial information does not include all the information and disclosures required in the annual financial statements. The Group omitted disclosures which would substantially duplicate the information contained in its audited annual consolidated financial statements for 2015 prepared in accordance with International Financial Reporting Standards ("IFRS"), such as accounting policies and details of accounts which have not changed significantly in amount or composition.

The interim condensed consolidated financial information has been prepared under the historical cost convention. Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ("the functional currency") which is the Russian Rouble ("RUB"). The interim condensed consolidated financial information is presented in US Dollar ("USD") which is the Group's presentation currency as this is the currency considered most appropriate by the Group's investors.

The preparation of financial information in conformity with IAS 34 requires the use of certain critical accounting estimates and requires Management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial information are disclosed in Note 4.

(b) Going concern

During Q1 2016, the market environment continued to be challenging and operating lease spot daily rates remained severely depressed. While the Group's contracts denominated in USD are currently at 38 percent of total revenues, Management expects the revenues to be almost 100 percent denominated in RUB in the next two years as USD-denominated contracts expire.

Clients' payment discipline slightly improved during the reporting period, however a number of clients continued to seek to renegotiate contractual terms, including, in certain cases, on the threat of default. Clients' willingness to enter into new multi-year operating leases on terms acceptable to the Group also remained strained. A substantial part of outstanding lease contracts with contractual rates above operating lease spot rates as of the date of this interim condensed consolidated financial information remains set to expire during 2016 (approximately 5.5 thousand railcars, ca. 21 percent of the Group's fleet).

The Group generated a net profit for the three months ended 31 March 2016 of approximately US$43.9 million compared to a loss of approximately US$24.7 million in the corresponding period in 2015. This was primarily a result of net foreign exchange gains ca. US$50.5 million due to the appreciation of the RUB against the USD during the period. Adjusted EBITDA for the three months ended 31 March 2016, however, was approximately US$17.0 million, ca. 12 percent lower than the corresponding period in 2015.

2. Basis for preparation (continued)

(b) Going concern (continued)

The continued weak operating performance in US Dollar terms means that the Group's ability to sustain its current capital structure, particularly the ability to maintain significant US dollar denominated debt, remains impaired. The Group's Eurobonds which require a bullet repayment at their November 2017 maturity, as well as its other US dollar denominated debt, give rise to particular concerns in the present environment as the Group is not expected to generate sufficient cash flows to repay its debt.

Management is taking measures to sustain the Group's business and long-term viability, including negotiations regarding the potential refinancing or restructuring of the Group's obligations, however the uncertainties associated with such efforts and the continuation of the weak and unstable business environment creates uncertainties over the Group's ability to continue as a going concern.

The Group has prepared a base case cash flow forecast which indicates that the Group's liquidity position allows discharging its obligations in due course during the twelve months beginning on 1 April 2016. The following key assumptions were used:

- a RUB/USD exchange rate of 77.0 RUB/USD;
- the ability of all of the Group's clients to settle their obligations in due course based on their current contractual terms; and
- the contract terms with the Group's clients not substantially changing compared to such terms as of 31 March 2016 and no such contracts being cancelled or renegotiated (other than certain potential cancellations or renegotiations already incorporated in the cash flow forecast).

The cash flow forecast has demonstrated high level of sensitivity to the above assumptions. The cash flow forecast is particularly sensitive to changes in exchange rates, liquidity of customers and management's ability to renegotiate contracts when they expire. The Group may face liquidity problems if experience significantly diverges from the above assumptions.

Management believes that the base case scenario represents the most probable outcome and accordingly this interim condensed consolidated financial information was prepared on a going concern basis.

3. Accounting policies

The accounting policies and methods of computation adopted in the preparation of this interim condensed consolidated financial information are consistent with those applied in preparation of the annual consolidated financial statements for the year ended 31 December 2015 as described therein. Additionally the following accounting policy was applied for the preparation of this interim condensed consolidated financial information:

<u>Sale and leaseback</u>

A sale and leaseback transaction involves the sale of an asset and the leasing back of the same asset. If a sale and leaseback transaction results in a finance lease, any excess of sales proceeds over the carrying amount is deferred and amortised over the lease term.

If a sale and leaseback transaction results in an operating lease any profit or loss will be recognised immediately. If the sale price is below fair value any profit or loss will be recognised immediately except that, if the loss is compensated for by future lease payments at below market price, it is deferred and amortised in proportion to the lease payments over the period for which the asset is expected to be used. If the sale price is above fair value, the excess over fair value is deferred and amortised over the period for which the asset is expected to be used.

As described in Note 14, the Group entered into a sale and leaseback transaction with Alfa-Leasing LLC and as a result the new accounting policy was applied.

3. Accounting policies (continued)

Adoption of New or Revised Standards and Interpretations

In the current period, the following new and revised Standards and Interpretations have been adopted:

- Amendments to IFRS 11 - *Accounting for Acquisition of Interests in Joint Operations*;
- Amendments to IAS 1 – *Disclosure Initiative*;
- Amendments to IAS 16 and IAS 38 - *Clarification of Acceptable Methods of Depreciation and Amortisation*;
- Amendments to IAS 16 and IAS 41 - *Agriculture: Bearer Plants*;
- Amendments to IFRS 10, IFRS 12 and IAS 28 – *Investment Entities: Applying the Consolidation Exception;*
- IFRS 14 *Regulatory Deferral Accounts*;
- Amendments to IAS 27 - *Equity Method in Separate Financial Statements*;
- Annual Improvements to IFRSs 2012-2014 Cycle.

The adoption of these new and revised standards and interpretations did not have a significant effect on the Group's interim condensed consolidated financial information.

New and revised IFRSs in issue but not yet effective

The Group has not applied the following new and revised IFRSs that have been issued but are not yet effective:

- IFRS 9 *Financial Instruments*[2];
- IFRS 15 *Revenue from Contracts with Customers*[2];
- *IFRS 16 Leases*[3];
- Amendments to IFRS 10 and IAS 28 - *Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*[4];
- Amendments to IAS 12 – *Recognition of Deferred Tax Assets for Unrealised Losses*[1].

[1] Effective for annual periods beginning on or after 1 January 2017, with earlier application permitted.
[2] Effective for annual periods beginning on or after 1 January 2018, with earlier application permitted.
[3] Effective for annual periods beginning on or after 1 January 2019, with earlier application permitted.
[4] The amendment was initially issued in September 2014 with the effective date on 1 January 2016. In December 2015 the IASB deferred the effective date of the amendments indefinitely until the research project on the equity method has been concluded.

Early adoption is permitted for all new or amended standards and interpretations. IFRS 16 can be early adopted if IFRS 15 Revenue from Contracts with Customers has also been applied.

Management is currently considering the potential impact of the adoption of these Standards and amendments. However, it is not practicable to provide a reasonable estimate of their effect until a detailed review has been completed.

4. Critical accounting estimates and judgments

The preparation of interim condensed consolidated financial information requires Management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates.

In preparing the interim condensed consolidated financial information, the significant judgments made by Management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the annual audited consolidated financial statements for the year ended 31 December 2015.

5. Revenue

	Three months ended	
	31 March 2016 US$000	31 March 2015 US$000
Full service operating leases	**16.247**	22.334
Triple-net operating leases	**5.606**	7.293
Transportation services income	**5.157**	4.329
Finance leases	**226**	285
Total external revenue	**27.236**	34.241

The revenue decrease compared to the prior corresponding period was primarily driven by (i) remarketing of railcars at the conclusion of operating leases to closer to prevailing operating lease spot rates levels denominated in RUB, which were significantly lower compared to the corresponding period last year, (ii) the sharp decline in the value of RUB against the USD which, in response to client pressure, led to the majority of USD-denominated contracts being renegotiated and switched to RUB-denominated leases, (iii) remaining USD-denominated client contracts renegotiated at significantly lower operating lease daily rates and (iv) the higher average exchange rate of USD to RUB during the first quarter of 2016 compared to 2015.

6. Cost of services

	Three months ended	
	31 March 2016 US$000	31 March 2015 US$000
Depot repairs	**2.715**	2.335
Other transportation services expenses	**2.577**	2.201
Other railcar expenses	**278**	471
Railcar insurance	**45**	64
Transportation services subcontracted	**3**	-
Total cost of services	**5.618**	5.071

The increase in cost of services was primarily due to an increase in depot repairs costs and other transportation services expenses.

The higher depot repair costs are attributable to a substantially higher number of depot repairs which took place during the current period, despite the decrease in average depot repair costs per railcar in USD terms of ca. 13.5% compared to the corresponding period last year.

The increase in other transportation expenses represents mainly an increase in rail tariffs for empty-run driven by (i) an annual increase in railway tariff and (ii) an increase of proportion of long-haul export transportation of coal in Q1 2016.

7. Other operating expenses

	Three months ended	
	31 March 2016 US$000	31 March 2015 S$000
Provision for bad debts	**874**	4.416
Rent and related expenses	**268**	287
Legal and other professional fees	**217**	285
Directors' fees and expenses (Note 19)	**216**	339
Travelling, accommodation and entertainment	**116**	102
Auditor's remuneration	**104**	83
Other operating expenses	**63**	62
Information technology costs	**28**	27
Consultancy fees	**25**	82
Advertising and marketing	**13**	18
Communication costs	**11**	17
Total other operating expenses	**1.935**	5.718

8. Finance costs and income

	Three months ended	
	31 March 2016 US$000	31 March 2015 US$000
Finance costs		
Interest expenses – Eurobond	**10.124**	10.319
Interest expenses – mezzanine facility	**3.122**	2.805
Interest expenses – finance lease payables	**1.867**	89
Interest expenses – syndicated bank loans	**1.019**	2.820
Other borrowing costs	**269**	456
	16.401	16.489
Bank charges	**27**	16
	16.428	16.505
Finance income		
Interest income on bank balances and other interest income	**(1.270)**	(150)
Fair value gains on interest rate swap – cash flow hedge, transfer from other comprehensive income	**-**	(370)
	(1.270)	(520)
Net finance costs	**15.158**	15.985

9. Income tax expense

Interim period income tax is accrued based on the estimated average annual effective income tax rate of 8.0 per cent (31 March 2015: 18 per cent). The change in effective tax rate is caused mainly by expenses to be incurred in jurisdictions which are exempt from taxation and therefore excluded from the calculation of the income tax base used for estimating the average annual effective tax rate.

As at 31 March 2016 it is estimated that none of the Group's subsidiaries have contingent tax liabilities arising from exposure other than remote tax risks (as at 31 December 2015: none).

10. Equipment

	Railcars US$000	Furniture, fittings & office equipment US$000	**Total US$000**
As at 1 January 2016			
Cost	634.485	521	**635.006**
Accumulated depreciation and impairment losses	(332.095)	(352)	**(332.447)**
Net book amount	302.390	169	**302.559**
Three-month period ended 31 March 2016			
Opening net book amount	302.390	169	**302.559**
Additions	4.507	1	**4.508**
Disposals / retirement of assets	(1.500)	(1)	**(1.501)**
Depreciation charge	(4.676)	(22)	**(4.698)**
Depreciation on disposal	712	-	**712**
Exchange differences on cost	49.819	41	**49.860**
Exchange differences on depreciation	(26.326)	(30)	**(26.356)**
Closing net book amount	324.926	158	**325.084**
As at 31 March 2016			
Cost	687.311	562	**687.873**
Accumulated depreciation and impairment losses	(362.385)	(404)	**(362.789)**
Net book amount	324.926	158	**325.084**
As at 1 January 2015			
Cost	803.277	667	**803.944**
Accumulated depreciation and impairment losses	(166.466)	(376)	**(166.842)**
Net book amount	636.811	291	**637.102**
Three-month period ended 31 March 2015			
Opening net book amount	636.811	291	**637.102**
Additions	4.597	11	**4.608**
Disposals / retirement of assets	(1.641)	-	**(1.641)**
Depreciation charge	(8.594)	(26)	**(8.620)**
Depreciation on disposal	436	-	**436**
Exchange differences on cost	(30.099)	(26)	**(30.125)**
Exchange differences on depreciation	5.757	12	**5.769**
Closing net book amount	607.267	262	**607.529**
As at 31 March 2015			
Cost	776.134	652	**776.786**
Accumulated depreciation and impairment losses	(168.867)	(390)	**(169.257)**
Net book amount	607.267	262	**607.529**

During the three months ended 31 March 2016 the Group’s fleet was increased by 102 railcars. Equipment includes 25,650 railcars (31 December 2015: 25,548 railcars) which are held by the Group’s subsidiary companies, out of which 6,098 railcars, with a net book value of US$77.701 thousand, are held under finance lease pursuant to the sale and leaseback transaction with Alfa-Leasing LLC (31 December 2015: nil) (Note 14).

Out of the total equipment, 21,739 railcars (31 December 2015: 20,920 railcars) are leased out under operating leases and short-term rentals and 3,911 (31 December 2015: 4,628 railcars) are used in the Group’s transportation business.

10. Equipment (continued)

Equipment pledged as collateral

As at 31 March 2016 no railcars were pledged as collateral (31 December 2015: 3.398 railcars) as the syndicated loan facility was fully repaid on 18 January 2016 (Note 14).

11. Trade and other receivables

	31 March 2016 US$000	31 December 2015 US$000
Other receivables and prepayments	**5.007**	4.598
Operating lease income receivables	**2.928**	6.469
Transportation income receivables	**2.916**	2.386
	10.851	13.453

Trade and other receivables balances in the amount of US$23.658 thousand, were impaired and provided for as of 31 March 2016 (31 December 2015: US$22.172 thousand).

12. Share capital, share premium and treasury shares

	31 March 2016 US$000	31 December 2015 US$000
Share capital	**271.895**	271.895
Share premium	**121.025**	120.880
Treasury shares	**(12.199)**	(12.199)
	380.721	380.576

	31 March 2016			31 December 2015		
	Share capital US$000	Share premium US$000	Treasury shares US$000	Share capital US$000	Share premium US$000	Treasury shares US$000
Ordinary shares	**212.198**	**123.747**	**(12.199)**	212.198	123.602	(12.199)
Convertible preference shares	**50.000**	**(2.722)**	**-**	50.000	(2.722)	-
Redeemable deferral shares	**9.697**	**-**	**-**	9.697	-	-
	271.895	**121.025**	**(12.199)**	271.895	120.880	(12.199)

Ordinary share capital

	Number of shares	Share capital US$000	Share premium US$000	Treasury shares US$000	Total US$000
At 1 January 2015 and 31 March 2015	**203.449.579**	**212.198**	**122.817**	**(12.837)**	**322.178**
At 1 January 2016	**204.088.504**	**212.198**	**123.602**	**(12.199)**	**323.601**
Amendment in reallocation of CEO's loan	63.439	-	145	-	145
At 31 March 2016	**204.151.943**	**212.198**	**123.747**	**(12.199)**	**323.746**

13. Other reserves

	Hedging reserve US$000	Translation reserve US$000	Share-based compensation reserve US$000	Share swap reserve US$000	Total US$000
Balance at 1 January 2015	**1.511**	**(158.556)**	**2.759**	**(57.428)**	**(211.714)**
Cash flow hedge (derivatives):					
- Cash flow gains on hedging reserve	21	-	-	-	21
- Transfers to income statement	(370)	-	-	-	(370)
Currency translation differences	-	1.150	-	-	1.150
Share-based payment	-	-	202	-	202
Balance at 31 March 2015	**1.162**	**(157.406)**	**2.961**	**(57.428)**	**(210.711)**
Balance at 1 January 2016	**-**	**(138.987)**	**3.016**	**(57.428)**	**(193.399)**
Currency translation differences	-	(22.778)	-	-	(22.778)
Balance at 31 March 2016	**-**	**(161.765)**	**3.016**	**(57.428)**	**(216.177)**

14. Borrowings

	31 March 2016 US$000	31 December 2015 US$000
Non-current borrowings		
Eurobond	**594.332**	593.665
Finance lease payables	**20.593**	2.231
Other borrowings (Note 19)	**3.340**	3.340
	618.265	599.236
Current borrowings		
Eurobond	**16.250**	6.500
Finance lease payables	**28.128**	1.235
Other borrowings (Note 19)	**5.075**	5.074
Bank borrowings	**-**	54.562
	49.453	67.371
Total borrowings	**667.718**	666.607

	31 March 2016 US$000	31 December 2015 US$000
Maturity of non-current borrowings (excluding finance lease liabilities)		
Later than 1 year and not later than 3 years	**597.672**	597.005
	597.672	597.005

<u>Finance lease liabilities</u>

	31 March 2016 US$000	31 December 2015 US$000
Maturity of non-current liabilities from finance leases		
Later than 1 year and not later than 3 years	**19.833**	1.440
Later than 3 years and not later than 5 years	**760**	791
	20.593	2.231

14. Borrowings (continued)

In December 2015, OOO Brunswick Rail, the Group's Russian subsidiary, and Alfa-Leasing LLC signed a term sheet for the provision of up to RUB 4 billion of financing pursuant to two new sale and leaseback facilities (with respect to 3,398 and 2,700 railcars, respectively). As part of the above financing plan, OOO Brunswick Rail signed the first agreement with Alfa-Leasing LLC for the provision of RUB 2.3 billion (incl. VAT) of financing under a new sale and leaseback facility on 28 December 2015 and the transaction was completed, followed by the drawdown, on 18 January 2016. On the same day OOO Brunswick Rail used the proceeds of this sale and leaseback facility, together with its own cash to repay fully its existing syndicated facility.

On 26 January 2016 OOO Brunswick Rail signed the agreement for the second sale and leaseback facility in the amount of ca. RUB 1.6 billion (incl. VAT); the transaction was completed, followed by the drawdown on the same day. The second Alfa-Leasing tranche (which is without additional fees, and can be repaid at any time without penalty) will provide liquidity in the event of a further market downturn.

Pursuant to the sale and leaseback transaction, OOO Brunswick Rail simultaneously leased back all railcars sold. The leases have a term that ends in January 2018, and an interest rate of 16%, plus customary fees charged over the life of the facility. OOO Brunswick Rail has an option to repurchase leased railcars at any time during the lease term at a price determined in the finance lease agreement.

The fair value of 'Finance lease payables' and 'Other borrowings' approximates their carrying value at the balance sheet date. The fair value of the Eurobond amounts to US$251.400 thousand and is based on a price on 31 March 2016 obtained from Bloomberg financial data service. The Eurobond is denominated in USD.

As a result of the RUB appreciation against the USD during the period ended 31 March 2016, net foreign exchange gains in the amount of US$50.467 thousand were recognized in the income statement, mostly attributable to the USD-denominated borrowings.

15. Trade and other payables

	31 March 2016 US$000	31 December 2015 US$000
Trade payables and accrued expenses	**5.303**	4.912
Advances from customers	**1.460**	1.404
	6.763	6.316

16. VAT payable

The VAT payable increase relates primarily to the VAT amount of US$7.775 thousand received on the sale of railcars to Alfa-Leasing LLC as part of the sale and leaseback transaction described in Note 14 and it is payable to the budget during the following quarter.

17. Contingencies, commitments and operating risks

Operating Environment

Emerging markets such as Russia are subject to different risks than more developed markets, including economic, political and social, and legal and legislative risks. Laws and regulations affecting businesses in Russia continue to change rapidly; tax and regulatory frameworks are subject to varying interpretations. The future economic direction of Russia is heavily influenced by the fiscal and monetary policies adopted by the government, together with developments in the legal, regulatory, and political environment.

Because Russia produces and exports large volumes of oil and gas, its economy is particularly sensitive to the price of oil and gas on the world market. During 2014, 2015 and the first quarter of 2016 the Russian economy was negatively impacted by low oil prices and substantial decrease of the Russian Rouble exchange rate.

Starting from 2014, sanctions have been imposed in several packages by the U.S. and the E.U. on certain Russian officials, businessmen and companies. In the first quarter of 2015 two international credit agencies downgraded Russia's long-term foreign currency sovereign rating to the speculative level with the negative outlook.

17. Contingencies, commitments and operating risks (continued)

The above mentioned events have led to reduced access of the Russian businesses to international capital markets, increased inflation, economic recession and other negative economic consequences. The impact of further economic developments on future operations and financial position of the Group is at this stage difficult to determine.

18. Operating lease commitments

The future aggregate minimum rentals receivable under non-cancellable operating leases are as follows:

	31 March 2016 US$000	31 December 2015 US$000
Not later than 1 year	**13.187**	14.389
Later than 1 year but not later than 5 years	**4.090**	6.212
	17.277	20.601

The Group leases out all railcars under operating lease arrangements for a period of 1 – 6 years.

The future aggregate total rentals receivable under cancellable operating leases, excluding fines for early termination, are as follows:

	31 March 2016 US$000	31 December 2015 US$000
Not later than 1 year	**70.512**	68.920
Later than 1 year but not later than 5 years	**101.779**	110.396
Later than 5 years	**1.505**	6.622
	173.796	185.938

19. Related party transactions

There is no single ultimate controlling party which exercises control over the affairs of the Group.

Transactions with related parties are as follows:

Key management compensation

	Three months ended	
	31 March 2016 US$000	31 March 2015 US$000
Salaries and other benefits	**675**	1.181
Directors' fees and expenses (Note 7)	**216**	339
Bonuses	**4**	22
Share-based payment	**-**	209
	895	1.751

19. Related party transaction (continued)

Shareholder loan

	31 March 2016 US$000	31 December 2015 US$000
Balance at beginning of period/year	**8.414**	14.740
Principal repayment	**-**	(6.350)
Interest charged	**135**	569
Interest paid	**(114)**	(535)
Currency translation differences	**(20)**	(10)
Balance at end of period/year	**8.415**	8.414
Current portion	**5.075**	5.074
Non-current portion	**3.340**	3.340
Total shareholder loan	**8.415**	8.414

Mezzanine

	31 March 2016 US$000	31 December 2015 US$000
Balance at beginning of period/year	**86.768**	75.026
Interest accrued	**3.254**	11.924
Unamortised borrowing costs under the effective interest method	**(132)**	5
Currency translation differences	**91**	(187)
Balance at end of period/year	**89.981**	86.768

The fair value of the mezzanine approximates the carrying amount of the instrument at the balance sheet date.

20. Non-IFRS measures (unreviewed)

The table below represents a reconciliation of the IFRS profit/loss for the period ended 31 March 2016 and 2015 to Adjusted EBITDA which is not defined by IFRS and used by Management for decision-making purposes as part of the analysis of the Group's results:

	Three months ended 31 March 2016 US$000	31 March 2015 US$000
Profit/(loss) for the period	**43.879**	(24.702)
plus/(minus):		
Income tax expense/(credit)	**3.748**	(5.496)
Net foreign exchange (gains)/losses	**(50.467)**	24.623
Revaluation losses of embedded derivatives on mezzanine	**-**	41
Finance income	**(1.270)**	(520)
Finance costs	**16.428**	16.505
Depreciation and amortisation	**4.705**	8.629
Share-based compensation	**-**	209
Adjusted EBITDA	**17.023**	19.289

21. Events after the balance sheet date

On 5 April 2016, OOO Brunswick Rail, the Group's Russian subsidiary, and PJSC VTB Bank signed a facility agreement for the provision of up to RUB 20 billion for the potential funding of the restructuring of the Group's existing debt.