



**Interim Condensed Consolidated Financial
Statements as of June 30, 2016 (unaudited)**

AGRO 
Generation



TABLE OF CONTENTS

CONSOLIDATED STATEMENT OF FINANCIAL POSITION	4
CONSOLIDATED INCOME STATEMENT	5
CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME	6
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY	7
CONSOLIDATED CASH FLOW STATEMENT	9
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS	11
1. SCOPE OF CONSOLIDATION	11
<i>General information and background</i>	11
2. MAJOR EVENTS OF THE PERIOD	12
2.1. <i>Purchase of Agroholding Tornado</i>	12
3. FINANCIAL RISK MANAGEMENT	13
3.1. <i>Political risks in Ukraine</i>	13
3.2. <i>Risks related to changes in the legal and fiscal environment</i>	14
3.3. <i>Risks related to changes in exchange rates</i>	14
3.4. <i>Risks related to commodities price changes</i>	15
3.5. <i>Liquidity risks on crop financing</i>	15
3.6. <i>Counterparty risks</i>	16
3.7. <i>Capital repatriation risks</i>	16
4. CRITICAL ACCOUNTING JUDGMENTS AND ESTIMATES	16
4.1. <i>Impairment test on intangible assets</i>	17
4.2. <i>Fair value of biological assets and net realisable value of agricultural produce</i>	17
4.3. <i>Equity-settled share-based transactions</i>	17
4.4. <i>Pre-emptive rights on land leases</i>	17
4.5. <i>Fair value of fixed assets</i>	18
5. EVENTS AFTER THE BALANCE SHEET DATE	18
5.1. <i>Early redemption of OSRANE bonds into shares</i>	18
6. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES	18
6.1. <i>Basis of preparation</i>	18
6.2. <i>Consolidation</i>	19
6.3. <i>Foreign currency translation</i>	20
6.4. <i>Intangible assets and leasehold rights</i>	21
6.5. <i>Property, plant and equipment</i>	22
6.6. <i>Impairment of non-financial assets</i>	23
6.7. <i>Financial assets and liabilities</i>	23
(a) <i>Accounts receivable</i>	24
(b) <i>Cash and cash equivalents</i>	24
(c) <i>Trade payables</i>	24
(d) <i>Bank borrowings and other long-term payables</i>	24
6.8. <i>Agriculture</i>	25
6.9. <i>Government grants</i>	26
6.10. <i>Inventories</i>	27
6.11. <i>Share capital</i>	27
6.12. <i>Current and deferred income tax</i>	27



6.13.	<i>Employees benefits</i>	29
6.14.	<i>Provisions</i>	29
6.15.	<i>Revenue</i>	29
6.16.	<i>Leases – The Group as a lessee</i>	30
6.17.	<i>Share-based payment</i>	30
7.	SEGMENT REPORTING	31
8.	INTANGIBLE FIXED ASSETS AND LAND LEASES	32
9.	PROPERTY, PLANT AND EQUIPMENT	33
10.	FINANCIAL ASSETS	34
11.	INVENTORIES	35
12.	BIOLOGICAL ASSETS	36
13.	TRADE AND OTHER RECEIVABLES	38
14.	CASH AND CASH EQUIVALENTS	39
15.	BORROWINGS	39
16.	SHARE CAPITAL	41
17.	PROVISIONS	42
18.	TRADE AND OTHER PAYABLES	42
19.	FINANCIAL ASSETS AND LIABILITIES	43
20.	REVENUES FROM OPERATING ACTIVITIES	44
21.	FUNCTIONAL COSTS / COSTS BY NATURE	45
22.	OTHER INCOME AND EXPENSE	45
23.	NET FINANCIAL INCOME / (EXPENSES)	46
24.	EARNINGS PER SHARE	47
25.	COMMITMENTS	48
25.1.	<i>Financing-related commitments</i>	48
25.2.	<i>Commitments related to operating activities</i>	48
26.	TRANSACTIONS WITH RELATED PARTIES	49
27.	LIST OF CONSOLIDATED COMPANIES	50



Consolidated statement of financial position

(in thousands of Euros)

Assets	Note	<u>June 30, 2016</u>	<u>December 31, 2015</u>
Non-current assets		80 051	81 428
Intangible assets and leasehold rights	8	40 262	37 922
Property, plant and equipment	9	39 427	43 070
Financial assets	10	219	245
Biological assets	12	143	191
Deferred tax assets		-	-
Current Assets		67 751	52 498
Inventories	11	4 372	14 251
Financial assets	10	3 952	16 173
Biological assets	12	51 177	14 491
Trade and other receivables	13	5 387	3 652
Cash and cash equivalents	14	2 863	3 931
Total assets		147 802	133 926
Equity and Liabilities	Note	<u>June 30, 2016</u>	<u>December 31, 2015</u>
Equity		67 077	69 462
Share capital	16	4 966	4 925
Share premium	16	169 287	168 955
Other reserves		(59 758)	(59 421)
Retained earnings		(47 646)	(39 790)
Revaluation reserves		38 763	38 835
Currency translation differences		(38 768)	(36 114)
Net Income		233	(7 928)
Non-controlling interests		-	-
Non-current liabilities		8 827	14 460
Provisions	17	-	-
Non-current borrowings	15	7 415	14 282
Non-current payables	18	1 243	-
Deferred tax liabilities		169	178
Current liabilities		71 898	50 004
Provisions	17	350	-
Current borrowings	15	44 166	40 265
Trade and other payables	18	25 814	8 277
Current income tax liability		1 568	1 462
Total equity and liabilities		147 802	133 926



Consolidated income statement

(in thousands of Euros)	Note	<u>first-half 2016</u>	<u>first-half 2015</u>
Revenue	20	3 828	3 082
Change in fair value of biological assets and finished goods	12	7 868	10 769
Cost of sales	21	(2 930)	(2 003)
Gross profit / (loss)		8 766	11 848
Selling, general and administrative expenses	21	(4 529)	(5 000)
Other income and expenses	22	(118)	(700)
Profit before interest and tax		4 119	6 148
Financial net expenses	23	(3 778)	(11 838)
Income tax expense		(108)	280
Profit / (loss) from continued operations		233	(5 410)
Profit after tax from discontinued operations (attributable to the Group)		-	-
Profit / (loss) for the period from continued and discontinued operations (attributable to the Group)		233	(5 410)
Non-controlling interests		-	-
Profit / (loss) for the period		233	(5 410)
Profit / (Loss) attributable to equity holders of the company (€, 000)		233	(5 410)
Weighted average number of ordinary shares		225 805 236	158 487 092
Basic earnings / (loss) per share (in Euros per share)	24	0,00	(0,03)
Profit / (loss) attributable to equity holders of the company after dilution (€, 000)		233	(5 410)
Weighted average number of ordinary and potential shares		225 875 180	158 487 092
Diluted earnings / (loss) per share (in Euros per share)	24	0,00	(0,03)



Consolidated statement of comprehensive income

(in thousands of Euros)

	<u>first-half 2016</u>	<u>first-half 2015</u>
Profit / (loss) for the period	233	(5 410)
Items non-recyclable in income, net of tax	-	25 146
Gains on Property, plant and equipment revaluation	-	25 146
Items recyclable in income, net of tax	(2 654)	(8 824)
Currency translation differences	(2 654)	(8 824)
Total comprehensive income of the period	(2 421)	10 912



Consolidated statement of changes in equity

(in thousands of euros)

	<u>Share capital</u>	<u>Share premium</u>	<u>Other reserves</u>	<u>Retained earnings</u>	<u>Revaluation reserves***</u>	<u>Currency translation differences*</u>	<u>Total, Group share</u>	<u>Non-controlling interest</u>	<u>Total equity</u>
Balance as of December 31, 2014	4618	166 468	(101 199)	(39 940)	-	(23 378)	6 569	-	6 569
Issue of new shares	-	-	-	-	-	-	-	-	-
Issue of OSRANE**	-	-	42 290	-	-	-	42 290	-	42 290
Change in scope	-	-	(3)	-	-	-	(3)	-	(3)
Other comprehensive income/(expenses)	-	-	-	-	25 146	(8 824)	16 322	-	16 322
Own shares	-	-	10	-	-	-	10	-	10
Net Income / (loss) for the year	-	-	-	(5 410)	-	-	(5 410)	-	(5 410)
Balance as of June 30, 2015	4 618	166 468	(58 902)	(45 350)	25 146	(32 202)	59 778	-	59 778
Issue of new shares**	307	2487	-	-	-	-	2794	-	2794
Issue of OSRANE**	-	-	1 666	-	-	-	1 666	-	1 666
Redemption of OSRANE**	-	-	(2 197)	-	-	-	(2 197)	-	(2 197)
Change in scope	-	-	-	-	-	-	-	-	-
Other comprehensive income/(expenses)	-	-	-	-	13 839	(3 912)	9 927	-	9 927
Transfer from other comprehensive income to retained earnings****	-	-	-	150	(150)	-	-	-	-
Own shares	-	-	12	-	-	-	12	-	12
Net Income / (loss) for the year	-	-	-	(2 518)	-	-	(2 518)	-	(2 518)
Balance as of December 31, 2015	4 925	168 955	(59 421)	(47 718)	38 835	(36 114)	69 462	-	69 462
Issue of new shares**	41	332	-	-	-	-	373	-	373
Redemption of OSRANE**	-	-	(302)	-	-	-	(302)	-	(302)
Change in scope	-	-	-	-	-	-	-	-	-
Other comprehensive income/(expenses)	-	-	-	-	-	(2 654)	(2 654)	-	(2 654)
Transfer from other comprehensive income to retained earnings****	-	-	-	72	(72)	-	-	-	-
Own shares	-	-	(35)	-	-	-	(35)	-	(35)
Net Income / (loss) for the year	-	-	-	233	-	-	233	-	233
Balance as of June 30, 2016	4 966	169 287	(59 758)	(47 413)	38 763	(38 768)	67 077	-	67 077

(*) Currency translation differences

Significant devaluation of Ukrainian hryvnia in 2015- first half 2016 had significant impact on assets and liabilities of the Consolidated Financial Statements.



The negative impact of currency translation differences for the first half 2016 amounts to **€2 654 k** and is composed of:

€ 4 972k loss related to inter-company loans of Ukrainian entities denominated in USD and translated into the functional currency, Ukrainian hryvnia, at the closing rate. These loans were treated as net investment (cf. Note 23).

€ 77k gain due to translation difference on **current year income** arising from the difference between average and closing rate (28,50 UAH/ EURO and 27,56 UAH/EURO respectively).

€ 2 241k gain due to translating the opening net assets at a closing rate (27,56 UAH/EURO) that differs from the previous closing rate (26.22 UAH/EURO): the gain is due to the fact that retained earnings of Ukrainian entities are negative.

(**) OSRANE issue

During the year ended December 31, 2015 the Group issued OSRANE for a total amount of €59,6 m (net of issuance costs), which resulted in the increase of equity by 44,6 m (including effect of from early redemption). (cf. Note 2.1 of the consolidated financial statements as of December 31, 2015).

(***) Revaluation reserves

Relates to the revaluation of the fixed assets, this revaluation recognised in other comprehensive income amounts to €39 m (cf. Note 2.4 of the consolidated financial statements as of December 31, 2015).

(****) Revaluation surplus on fixed assets disposed in 2015 and H1 2016.



Consolidated cash flow statement

(in thousands of Euros)	Note	first half 2016	first half 2015
Profit / (loss) for the period		233	(5 410)
Depreciation on fixed assets		1 322	1 107
Provisions		350	-
Capital (gains) / losses from disposals		10	(4)
Net financial (income) / loss	23	3 778	11 838
Deferred and income taxes (income) / expense		108	(280)
Impairment of finished goods inventory		-	-
Biological assets and finished goods fair value decrease / (increase)		(7 501)	(10 822)
Impairment of fixed assets	22	-	1 113
Other (income) / expense with no cash impact		5	2
Cash flow from operating activities		(1 695)	(2 456)
Trade and other payables (decrease) / increase* / ****		9 482	12 011
Inventories decrease / (increase)		1 700	(823)
Biological assets cost decrease / (increase)		(18 874)	(17 842)
Trade and other receivables decrease / (increase) **		4 724	5 667
Income tax paid		-	-
Working capital variation		(2 968)	(987)
Net operating cash flow		(4 663)	(3 443)
Cash flow from investing activities			
Acquisition of subsidiaries	2.1	(343)	(413)
Purchase of property, plant and equipment		(1 188)	(810)
Purchase of intangible assets		(10)	(29)
Purchase of financial assets		(190)	(23)
Disposal of subsidiaries		-	-
Disposal of property, plant and equipment		25	48
Disposal of intangible assets		-	-
Disposal of financial assets****		35	37
Net investing cash flow		(1 671)	(1 190)
Cash flow from financing activities			
Purchase/sale of treasury shares***		(35)	273
Issue of OSRANE (net of issuance costs)		-	-
Pledged term deposits decrease / (increase)	10	10 258	(2 462)
Proceeds from borrowings		73	9 102
Repayment of borrowings		(968)	(1 917)
Gain / (losses) from realised foreign exchange	23	615	(231)
Paid interests		(4 676)	(3 062)
Net cash generated from financing activities		5 267	1 703
Effects of exchange rate changes on cash and cash equivalents		(1)	(876)
Net movement in cash and cash equivalents		(1 068)	(3 806)
Cash and cash equivalents at beginning of period	14	3 931	5 415
Cash and cash equivalents at end of period	14	2 863	1 609



* In the consolidated balance sheet, the accounts receivable as of June 30, 2016 include prepayments made to suppliers of the Group in connection with inputs for the 2016 harvest. In the consolidated cash flow statement, the variation in prepayments to suppliers (positive cash flow / decrease in receivable), which stands at €436k, not inclusive of exchange rate effects, is presented as a change in accounts payable.

** In the consolidated balance sheet, the accounts payable as of June 30, 2016 include prepayments received from Group customers in respect of upcoming deliveries in the end of financial year 2016. In the consolidated cash flow statement, the change in customer prepayments (positive cash flow / decrease in debt), which amounts to € 6 220 k, not inclusive of exchange rate effects, is presented as a change in accounts receivable.

*** In the first half year 2015 purchase/sales of treasury shares included € 262k of cash inflow net of issuance costs from OSRANE.

**** Taking into account the nature of operation, the effect from settlement of letter of credit of €924k was reflected in the working capital variation of trade and other payables.



Notes to the Consolidated Financial Statements

The Interim Condensed Consolidated Financial Statements of the AgroGeneration Group (“AgroGeneration”, “the Group” or “the Company”) for the six months ended June 30, 2016 were authorized for issue by the Board of Directors on October 14, 2016. These Financial Statements are presented in thousands of euro for all financial years, except for the per-share information.

1. Scope of consolidation

The Group’s Interim Condensed Consolidated Financial Statements for the six months ended June 30, 2016 include the accounts of AgroGeneration SA and of all companies controlled by the Group, as well as companies over which the Group exercises significant influence. Please refer to the Note 27 for the List of consolidated companies.

General information and background

AgroGeneration was created in March 2007. The parent company is a Joint Stock Company (AgroGeneration SA) recorded on the Paris Trade and Companies Register with number 494 765 951, whose shares have been listed on the Alternext market of NYSE-Euronext Paris since March 1, 2010.

The registered office address is 3 rue de la Pompe, 75008 Paris.



2. Major events of the period

2.1. Purchase of Agroholding Tornado

In February 2015 the Group signed a General Agreement on acquisition of Agroholding Tornado. By the end of the year 2015, considering that a number of underlying conditions were no more completed at the year end, the Group cancelled the deal. By June 2016 the Group ensured that all critical deal conditions are in place and finalized the acquisition of 100% shares of Agroholding “Tornado”.

The Agroholding “Tornado” owns a grain elevator with storage capacity of 39,100 tons and provides full range of grain-storage related services. The acquisition will allow the Group to increase its storage capacities.

The Interim condensed consolidated financial statements include the results of Tornado for the one month period from acquisition date.

The acquisition is financed by operating cash flow and the consideration is payable in instalments till December 2017. As of June 30, 2016 the settlement made under this acquisition amounts to €0,34m. The down-payment of €0,7m made according the terms of the previous contract and depreciated as of December 31, 2015 constitutes, according to the terms of the contract concluded during the first semester 2016, a part of the consideration paid (in the Consolidated cash flow statement for 2015 the downpayment is reflected in the working capital variation of trade and other receivables)

The fair values of the identifiable assets and liabilities of Tornado at the date of acquisition were:

(in thousands of Euros)

Purchase price allocation

Fair value of the consideration paid (present value of the future cash outflows)	3 765
Tangible assets	732
Trade and other receivables	19
Cash and cash equivalents	1
Total assets purchased	752
Other debt	-
Trade and other payables	(8)
Short-term debt	-
Total liabilities purchased	(8)
Fair Value of the Net Assets	744
Preliminary Goodwill	3 021

The goodwill recognised is primarily attributed to the expected synergies and other benefits from combining the assets and activities of Tornado with those of the Group.

The purchase price allocation is in progress as of June 30, 2016 and will be completed within a maximum period of 12 months following the effective date of the business combination.



3. Financial risk management

3.1. Political risks in Ukraine

The Group conducts most of its operations in Ukraine. The Ukrainian economy while deemed to be of market status continues to display certain characteristics consistent with that of an economy in transition. These characteristics include, but are not limited to, low levels of liquidity in the capital markets, high inflation, and significant imbalances in the public finance and foreign trade.

The political and social unrest, which began in late 2013 and developed in 2014-2015, combined with regional tensions led to the secession of the Autonomous Republic of Crimea to the Russian Federation, full-fledged armed confrontations with separatists in certain parts of the Donetsk and Lugansk regions, ultimately, to the significant deterioration of the political and economic relations of Ukraine with the Russian Federation. These factors have contributed to the decline of key economic indices, increase of the state budget deficit, depletion of the NBU's foreign currency reserves and, as a result, further downgrading of the Ukrainian sovereign debt credit ratings.

To date, the country's political and economic situation is slowly improving. The conflict zone seems to be frozen with no notable military activity. As well, following an agreement with its principal creditors, Ukraine obtained new tranche of USD 1 billion loan from the IMF this September, an encouraging sign for the country's recovery.

From January 1, 2016 till June 30, 2016, the Ukrainian Hryvnia (the "UAH") depreciated against US Dollar by approximately 5% and against EURO by approximately 8% compared to 35% and 24% correspondingly for the same period in 2015 (calculated based on the National Bank of Ukraine (the "NBU") exchange rate of UAH to US Dollar and EURO). The NBU imposed certain restrictions on purchase of foreign currencies, cross border settlements, and also strengthened requirements on obligatory conversion of foreign currency proceeds into UAH.

The known and estimable effects of the above events on the financial position and performance of the Group in the reporting period have been taken into account in preparing these interim condensed consolidated financial statements.

The Government has committed to direct its policy towards the association with the European Union, to implement a set of reforms aiming at the removal of the existing imbalances in the economy, public finance and public governance, and the improvement of the investment climate.

Stabilisation of the Ukrainian economy in the foreseeable future depends on the success of the actions undertaken by the Government and securing continued financial support of Ukraine by international donors and international financial institutions.

The Group has a number of farming subsidiaries in the Kharkiv oblast of Ukraine, where there is a limited risk in the escalation of protests and possible military conflicts as the situation has stabilized significantly. As of June 30, 2016, the carrying value of the Group's assets located in the Kharkiv oblast is €58,3 m. Sowings of the Group in 2016 in Kharkiv oblast represents 63 147 ha.



Management is monitoring the developments in the current environment and taking actions, where appropriate, to minimize any negative effects to the extent possible. Further adverse developments in the political, macroeconomic and/or international trade conditions may further adversely affect the Group's financial position and performance in a manner not currently determinable.

3.2. Risks related to changes in the legal and fiscal environment

Ukraine currently lacks a comprehensive legal system allowing it to foster and consolidate a stable market economy. Its fundamental laws are relatively recent, little tested, subject to change and often characterised by ambiguity and inconsistency. While the pace of change of Ukraine's legislative framework is fast, several fundamental laws are still in the process of discussion or adoption by the Ukrainian parliament.

Uncertainties also arise due to the fact that different regulatory authorities can choose to reinterpret an applicable law, particularly in the field of taxation, possibly with retroactive effect. Also, the corpus of law relies on implementing decrees which have often not yet been promulgated, creating legal loopholes or else that have been promulgated with substantial differences in relation to the rules and conditions established by the corresponding law, which generates a lack of clarity and many conflicts between companies and the authorities.

No assurance can be given that the legal and fiscal environment in which the Company operates will become more stable in the near future. Insofar as Ukraine is continuing to develop its corpus of law, some existing laws might change and have a negative impact on the Company. To that respect and as indicated in note 6.12(b), the special VAT regime in the agricultural sector is expected not to be extended after 2016.

3.3. Risks related to changes in exchange rates

Incomes and expenses of the Group are partly exposed to changes in exchange rates, particularly the euro, the USD and the hryvnia.

Ukraine operations

Starting July 9, 2012 the National Bank of Ukraine (NBU) fixed the exchange rate for USD / hryvnia at the rate of 7,993 hryvnia per 1 USD. On February 6, 2014 this measure was released and NBU stopped supporting the exchange rate of hryvnia. This measure together with the economic situation resulted in a sharp decline of hryvnia foreign exchange rate which reached 15,77 UAH/USD as of the end of 2014. During 2015-first half 2016 hryvnia continued its decline till 24.85 UAH/USD.

The devaluation of hryvnia against the euro was in line with EURO/USD exchange rate.

Ukrainian legislation concerning the hryvnia prohibits the use of most of the exchange rate hedging instruments that are available in other countries. Options, futures, forwards, and swaps are not available in hryvnia. Therefore, AgroGeneration does not actively cover its exposure to fluctuations in the hryvnia on financial markets.

The Group is partially naturally hedged against a risk of change in exchange rate of the hryvnia against the USD. Indeed, in the scope of its operations in Ukraine, crop revenues and some of the Group's costs



(seeds, chemicals, pesticides, etc.) are influenced by worldwide commodity market in USD even if denominated in UAH. In case the local price is not automatically adjusted to the international market, the Group has sufficient storage capacity to postpone its sales.

At last, the currency risk in relation to USD denominated liabilities for crop financing is partially mitigated by the existence of USD export sales.

Financial debt

Interest rate risk sensitivity analysis

At June 30, 2016, if interest rates (for both variable-rate and fixed-rate borrowings) at that date had been 10 basis points higher/lower with all other variables held constant, interest expense for the half year would have been € 497k (2015 — € 528k) higher/lower.

Foreign currency exchange rate sensitivity analysis

The Group's foreign currency denominated monetary assets and liabilities as of June 30, 2016 consist of US dollar denominated loans and other debts. Other monetary assets and liabilities are not significant.

At June 30, 2016, if the USD had weakened/increased by 10 per cent with all other variables held constant, pre-tax profit for the half year would have been € 3 768k lower/higher.

3.4. Risks related to commodities price changes

Due to the size of its grain production, the Group is exposed to fluctuations of crop prices.

For a few years now, agricultural markets have been characterized by high volatility of prices, which depend on world prices which are mainly formed on the stock exchanges of agricultural products. The main factors affecting prices are the climatic factors, the level of energy and inputs prices, and the seasonality of demand.

The market for agricultural commodities in Ukraine is subject to fluctuations in agricultural commodity prices on international markets. It is also subject to conditions of Ukraine's local demand and export capacity, especially when export quota policies are set up, as was the case in 2010. Since Ukraine is a member of the WTO, these quotas are intended to be exceptional and of limited duration, justified only by a significant reduction in production on a country-wide scale. To limit this risk, the Group has developed its own storage capacity enabling it to better manage the pace of commercialization of its production.

The Group hedges against the pricing risk, making forward sales in Ukraine (sales at a fixed price with forward delivery, denominated in U.S. dollars) in the months prior to the harvest, so as to lock in its margin. The Group's goal is to be hedged at the rate of around 30% to 40% of its production prior to the harvest.

3.5. Liquidity risks on crop financing

The main liquidity risk arises from the seasonality of agricultural production. Costs and required working capital reach their peak in spring ahead of the harvest. The cash inflows are concentrated in the second half of the year after harvest. The Group remedies this seasonality by expanding its own storage capacity



which allows it to sell its production throughout the year. In addition, the management team controls the liquidity risk by monitoring key performance indicators, including those regarding cash flow.

Companies face significant liquidity problems due to poor sources of foreign investment and low lending capacity by the domestic banking system.

The Group continues collaboration with Ukrainian private bank, Alfa-Bank Ukraine, which granted a crop financing “revolver” credit line of \$35m until 2019 subject to annual review, releasable in several instalments. This financing will be released in successive instalments, of which the first instalments amounting to USD21 m are expected to be received till the end of December 2016.

In addition to the above elements, the Group is putting in place alternative sources of financing, such as prepayments of forward contracts and the use of guaranteed promissory notes and extended credit terms provided by some of the input suppliers. These additional sources of financing give additional comfort to continue normal operations through the harvest season.

3.6. Counterparty risks

The Group is exposed to credit risks through its cash and cash equivalents, which are kept in current accounts and with financial institutions (local banks), its supplier credit and customer credit, which includes commitments towards third parties. Credit risks are not concentrated in a particular counterparty. Although the company receives lines of credit from many input suppliers during the season, there is no line of credit secured in advance by the company because the Group manages its positions on a case by case basis. The Group tends to work with banks and financial institutions owned by leading international groups.

3.7. Capital repatriation risks

Risks related to repatriation of capital come from the investments in its Ukrainian subsidiaries. To date, foreign groups are able to repatriate their capital through dividend payments or the repayment of shareholder loans without tax implications. AgroGeneration finances most of its investments in Ukraine via shareholder loans, normally through its Cypriot entities. The capital repatriation risks are linked to these investments. Possible changes in the political environment in Ukraine or in Cyprus could lead to restrictions on repatriation of capital invested in this country.

4. Critical accounting judgments and estimates

The preparation of Interim Condensed Consolidated Financial Statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Group’s accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the Interim Condensed Consolidated Financial Statements are the following.

Estimates and judgments are continually evaluated on the basis of historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.



4.1. Impairment test on intangible assets

Intangible assets are tested for impairment at each balance sheet date and whenever there are indications of impairment. The outcome of this exercise is highly sensitive to certain assumptions (weighted average cost of capital, fluctuation of the commodities price (cf. Note 8 of the Consolidated Financial Statements as at December 31, 2015)).

4.2. Fair value of biological assets and net realisable value of agricultural produce

The Group's biological assets are measured at fair value less costs to sell at each balance sheet date. The fair value of biological assets varies according to climatic conditions during growth and harvest, yield potential and price development. A change in any of these estimates could lead to a material change in the income statement. If the management team's assumptions as of June 30, 2016, would have been by 10% better/lower, then the fair value of the biological assets and gross margin would increase/decrease by around € 6 001 k.

The agricultural produce harvested by the Group is first fair valued at the harvest date when accounted for in inventory in the "Agricultural produce". They are later revalued at the lower of that fair value and the net realizable value at the balance sheet date. The value used for agricultural produce in the assessment of fair value at harvest time and subsequently for the net realizable value at the balance sheet date is determined based on the actual prices less costs to sell at the point of harvest and contract prices on the presold crops.

4.3. Equity-settled share-based transactions

The Group measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. Estimating fair value requires determining the most appropriate valuation model for a grant of equity instruments, which is dependent on the terms and conditions of the grant. This also requires determining the most appropriate inputs to the valuation model including the expected life of the option, volatility and dividend yield and making assumptions about them. The assumptions and model used for payments made through shares within the Group are disclosed in the Note 26 "Share-based compensation" of the Consolidated Financial Statements as at December 31, 2015.

4.4. Pre-emptive rights on land leases

Due to the existence of a moratorium on any sale of arable land in Ukraine, either to nationals or foreigners, it has been decided to recognise land leases as operational leases, and not to take into account the pre-emptive rights to buy the land at the term of the lease in the assessment of the qualification of the lease. The moratorium will be lifted after the laws on the State land registry and the real estate market are passed. The deadline to pass these laws has already been pushed forward several times, and the Group is retaining this accounting method in the absence of any information concerning the actual lifting of the moratorium.



4.5. Fair value of fixed assets

Starting from January 1, 2015 the Group applies revaluation model to its tangible assets situated in Ukraine, such as buildings, constructions, machinery and equipment and other assets.

Under this model, property is carried at fair value less any subsequent accumulated depreciation and impairment losses. An impairment loss is recognized in the income statement, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Estimating the fair value of property requires the exercise of judgment and the use of assumptions. An external independent appraiser estimated the fair value of buildings, constructions, machinery and equipment and other assets located in Ukraine as at December 31, 2015. Previous valuation was performed as at January 1, 2015.

5. Events after the balance sheet date

5.1. Early redemption of OSRANE bonds into shares

On September 30, 2016 some bondholders of OSRANE opted for early redemption. As a result 4 051 OSRANE subordinated bonds were exchanged for 858 812 shares. AgroGeneration's share capital is made up of 100,173,448 shares.

6. Summary of significant accounting policies

The principal accounting policies applied are summarized below.

6.1. Basis of preparation

The Interim Condensed Consolidated Financial Statements for the six months ended June 30, 2016 are prepared in accordance with IAS 34 "Interim Financial Reporting", as adopted by the European Union. They do not include all information required for the complete annual financial statements and should be read in conjunction with the Group's Consolidated Financial Statements for the year ended December 31, 2015.

Pursuant to IAS 34, the Notes to these Interim Condensed Consolidated Financial Statements are designed to:

- update the accounting and financial information contained in the last published Consolidated Financial Statements at December 31, 2015;
- include new accounting and financial information about significant events and transactions that occurred during the period.

Except for the application of standards, interpretation and amendments being mandatory as of January 1, 2016, the accounting principles used for the preparation of the Interim Condensed Consolidated Financial



Statements are identical to those used for the preparation of the Consolidated Financial Statements for the year ended December 31, 2015. They were drawn up in accordance with IFRS, as adopted by the European Union as of June 30, 2016.

(a) Standards and amendments for mandatory application in the European Union for financial periods ended June 30, 2016

- Amendments to IAS 19 “Defined Benefit Plans”: Employee contributions
- Annual Improvements to IFRSs 2010–2012 Cycle
- Amendments to IAS 16 and IAS 41: Bearer Plants (issued on 30 June 2014)
- Amendments to IAS 16 and IAS 38: Clarification of Acceptable Methods of Depreciation and Amortisation (issued on 12 May 2014)
- Amendments to IFRS 11: Accounting for Acquisitions of Interests in Joint Operations
- Annual Improvements to IFRSs 2012–2014 Cycle
- Amendments to IAS 1: Disclosure Initiative
- Amendments to IAS 27: Equity Method in Separate Financial Statements

The application of these standards and amendments has had no significant impact on the Group’s Interim Condensed Consolidated Financial Statements as of June 30, 2016.

(b) Standards and Interpretations published by the IASB but not yet endorsed by the EU

- IFRS 14 Regulatory Deferral Accounts
- IFRS 15 Revenue from Contracts with Customers
- IFRS 9 Financial Instruments
- IFRS 16 Leases
- Amendments to IFRS 10, IFRS 12 and IAS 28: Investment Entities: Applying the Consolidation Exception
- Amendments to IFRS 10 and IAS 28: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture
- Amendments to IAS 12: Recognition of Deferred Tax Assets for Unrealised Losses
- Amendments to IAS 7: Disclosure Initiative
- Amendments to IFRS 2: Classification and Measurement of Share-based Payment Transactions

The potential impact of the above standards is currently under examination.

6.2. Consolidation

(a) Subsidiaries

All the subsidiaries in which the Group exercises control are fully consolidated. Control is exists when all the following conditions are met:

- power over the subsidiary;



- exposure, or rights, to variable returns from its involvement with the subsidiary;
- the ability to use its power to affect its returns.

The Group reassesses 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 listed above. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. The Group does not exert joint control over any of the entities within its scope of consolidation as at June 30, 2016.

All intercompany balances and transactions as well as income, expenses and unrealised gain/losses, which are included in the net book value of assets, which derive from intercompany transactions, are fully eliminated.

(b) Accounting for business combinations

The acquisitions of subsidiaries from third parties (which constitute Business Combination under IFRS) are accounted for using the acquisition method. On acquisition, the assets, liabilities and contingent liabilities of a subsidiary are measured at fair values.

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquired subsidiary, and the fair value of the Group's previously held equity interest in the acquired subsidiary (if any) over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities and contingent liabilities assumed.

In case identifiable net assets attributable to the Group, after reassessment, exceed the cost of acquisition, the difference is recognized in the Consolidated Income Statement as a bargain purchase gain.

6.3. Foreign currency translation

(a) Functional and presentation currency

Items included in the Financial Statements of each Group entity are measured using the currency of primary economic environment in which the entity operates ("the functional currency").

The functional currency of the parent and Cypriote subsidiaries is the euro (EUR) and the functional currency of Ukrainian subsidiaries is the hryvnia (UAH).

The presentation currency of the Consolidated Financial Statements is the euro (EUR).

(b) Foreign transactions

Foreign currency transactions are translated into the respective functional currencies using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised as financial income and expense in the income statement, except when deferred in other comprehensive income as qualifying cash flow hedges and qualifying net investment hedges.



Long-term intercompany loans to a foreign operation for which settlement is neither planned nor likely to occur in the foreseeable future are classified as net investments in the foreign operation.

Where a subsidiary that is a foreign operation repays a net investment loan but there is no change in the parent's proportionate percentage shareholding, cumulative translation adjustment is not reclassified from other comprehensive income to the income statement.

(c) *Translation of Financial Statements expressed in foreign currencies*

The income statements and statements of financial position of all Group entities that have a functional currency different from the presentation currency (none having a currency of a hyperinflationary economy as of June 30, 2016) are translated into the presentation currency as follows:

- Assets and liabilities of the statement of financial position are translated at the exchange rate of closing date,
- Revenues and charges in the income statement are translated at exchange rates at the dates of the transactions (for practical reasons, the Group translates items of income and expenses for each period presented in the financial statements using the average exchange rates for such an accounting period, if such translations reasonably approximate the results translated at exchange rates prevailing on the dates of the transactions),
- Residual foreign exchange differences are recognised in a separate component of equity.

The exchange rates used for translating Financial Statements of subsidiaries in Ukraine are the following:

Monetary unit per € 1	June 30, 2016		December 31, 2015		June 30, 2015	
	Average	Closing	Average	Closing	Average	Closing
Ukrainian Hryvnia (UAH)	28,4989	27,5635	24,1905	26,2231	23,7448	23,5414
American Dollar (USD)	1,1160	1,1090	1,1110	1,0926	1,1193	1,1202

The rates used for the hryvnia and the U.S. dollar are those of the National Bank of Ukraine (“NBU”) in force.

Exchange rate differences on a monetary item forming part of the net investment of the entity presenting the Financial Statements in a foreign operation are recognised in other comprehensive income and reclassified from equity to Income Statement upon partial or total disposal of this net investment.

Goodwill and fair value adjustments recognised in the acquisition of a foreign entity are recognised as assets and liabilities of the foreign entity and translated at closing exchange rate.

6.4. Intangible assets and leasehold rights

The main intangible assets recognised are goodwill and leasehold rights. These have been recognised as part of the business combination process.



Subsequent to initial recognition goodwill is recognized at initial cost less accumulated impairment losses, if any.

Subsequent to initial recognition, leasehold rights are recognised at cost less accumulated depreciation and accumulated impairment losses.

Depreciation of the leasehold rights is calculated on a linear basis using average residual useful lives until the term of the lease contract. The average residual term of depreciation of the leasehold rights is 6 years as of June 30, 2016.

6.5. Property, plant and equipment

Starting from January 1, 2015 the Group applies revaluation model for fixed assets situated in Ukraine. Under this model, fixed assets are carried at fair value less any subsequent accumulated depreciation and impairment losses.

Revaluation is made with sufficient regularity to ensure that the carrying amount does not differ materially from that which would be determined using fair value at the date of reporting period.

The acquisition cost of the tangible fixed assets includes all the expenses directly attributable to the acquisition of the fixed assets. Subsequently capitalized costs include major expenditures for improvements and replacements that extend the useful lives of the assets or increase their revenue generating capacity. All other repairs and maintenance costs are charged to the income statement during the financial period in which they are incurred. The carrying amount of the replaced limited-life component is derecognised.

Fixed assets are depreciated over their estimated useful lives:

- Buildings 10 – 55 years
- Machinery and equipment 5 – 30 years
- Other tangible assets 3 - 30 years

Production facilities represent immobile agricultural production equipment, mainly dryers and cleaners. Machinery and vehicles include other mobile agricultural equipment (tractors, combines, harvesters, seed planters, trucks etc.).

The assets' useful lives are reviewed, and adjusted if appropriate, at each financial year-end. The effect of any changes from previous estimates is accounted for prospectively as a change in an accounting estimate.

The gain or loss arising on a sale or disposal of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in the income statement.

Construction in progress comprises costs directly related to the construction of property, plant and equipment including an appropriate allocation of directly attributable variable overheads that are incurred in construction. Construction in progress is not depreciated. Depreciation of construction in



progress commences when the assets are available for use, i.e. when they are in the location and condition necessary for them to be capable of operating in the manner intended by the management.

On the subsequent sale or retirement of revalued assets, the revaluation surplus remaining in the revaluation reserve is transferred directly to retained earnings. No transfer is made from the revaluation reserve to retained earnings except when an asset is derecognized.

6.6. Impairment of non-financial assets

Non-financial assets other than goodwill are reviewed for possible impairment at each reporting date and whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units).

An impairment loss is recognized immediately in the Consolidated Income Statement unless the relevant asset is carried at revalued amount, in which case the impairment loss is treated as a revaluation decrease.

6.7. Financial assets and liabilities

Financial assets and financial liabilities are recognized when a Group entity becomes a party to the contractual provisions of financial instruments. Financial instruments are classified according to the following categories:

- financial assets or financial liabilities recognized at fair value through the profit or loss;
- held-to-maturity investments;
- available-for-sale financial assets - are non-derivatives financial assets that are either designated in this category or not classified in any of the other categories. They are included in non-current assets unless management intends to dispose of the investment within twelve months of the balance sheet date.
- loans and receivables - are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for maturities greater than twelve months after the balance sheet date. These are classified as non-current assets. Loans and receivables are classified as trade and other receivables in the statement of financial position.
- other financial liabilities.

The classification depends on the nature and purpose of financial assets or financial liabilities and is determined at the time of initial recognition.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the



financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

The effective interest method calculates the amortized cost of a debt instrument and allocates interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Interest income is recognized on an effective interest basis for debt instruments other than those financial assets classified as at fair value through profit or loss.

(a) Accounts receivable

Accounts receivable are measured at initial recognition at fair value, and are subsequently measured at amortized cost using the effective interest rate method. Accounts receivable, which are non-interest bearing, are stated at their nominal value.

Appropriate allowances for estimated irrecoverable amounts are recognized in the Consolidated Income Statement when there is objective evidence that the asset is impaired. The allowance recognized is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the effective interest rate computed at initial recognition.

If collection of accounts receivable is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non-current assets.

(b) Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks and other short-term highly liquid investments with original maturities of three months or less.

For the purpose of the consolidated cash flow statement, cash and cash equivalents are defined as above, less bank overdrafts.

(c) Trade payables

Trade payables are initially recognised at fair value and subsequently measured at amortized cost using the method of determining the effective interest rate.

(d) Bank borrowings and other long-term payables

Interest-bearing borrowings and other long-term payables are initially measured at fair value net of directly attributable transaction costs, and are subsequently measured at amortized cost using the



effective interest rate method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption amount is recognized over the term of the borrowings and recorded as finance costs.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement for at least 12 months after the date of closing of accounts

6.8. Agriculture

(a) Definitions

The Group accounting policies for agricultural activities are based on IAS 41 "Agriculture".

Agricultural activity is defined as a biological transformation of biological assets into agricultural products or into other biological assets.

Group classifies following biological assets: crops in field and livestock.

Agricultural produce are the products of the harvest of biological assets of the Group and produce received from cattle breeding, i.e. harvested grain that is stored, milk, meat and other livestock produce.

The Group recognizes a biological asset or an agricultural produce when the Group controls the asset as a result of past events, and it is probable that future economic benefits associated with the asset will flow to the Group, and the fair value or cost of the asset can be measured reliably.

(b) Biological assets

Biological assets are measured at initial recognition and at each balance sheet date at their fair value less costs to sell, with any resulting gain or loss recognized in the income statement. Costs to sell include all costs that would be necessary to sell the assets, including costs necessary to get the assets to market.

Biological assets are measured using the present value of expected net cash flows from the sale of an asset discounted at a current market determined rate. The objective of a calculation of the present value of expected net cash flows is to determine the fair value of a biological asset. The difference between fair value less costs to sell and total production costs is allocated to biological assets held in stock as of each reporting date as a fair value adjustment.

Based on the above policy, the principal groups of biological assets are stated as follows:

(i) Crops in fields

The fair value of crops in fields is determined by reference to the discounted cash flows that will be obtained from sales of harvested crops, with an allowance for costs to be incurred and risks to be faced during the remaining transformation process.

The fair value of plant-growing Biological assets is determined based on, among other estimates, weather conditions, quality of soils, growth potential, yields, harvest conditions and price development.



As of June 30, 2016, the Group had identified for each type of plant growing biological asset their respective principle market, and measures their fair value based on the following:

in determining prices

- Management assessment of future prices at the date of harvest reconciled to the Ukrainian FOB prices or Western markets offset prices on the balance sheet date. These prices have been reduced by fobbing and transport costs.

in determining yields

- Management assessment of future yields for crop based on the most relevant recent data from the crop surveys carried out in the fields.

Given the nature of these input parameters, the fair value of the biological assets is categorised as Level 3 as defined by IFRS 13. Change in any estimates could lead to recognition of significant fair values changes in income statement.

(ii) *Livestock*

The fair value of livestock is determined based on market prices of livestock of similar age, breed and genetic merit. Cattle, for which market-determined prices or values are not available and for which alternative estimates of fair value are determined to be clearly unreliable, are measured using the present value of expected net cash flows from the asset discounted at a current market-determined pre-tax rate.

Biological assets are recorded as current or non-current assets based on the operational cycle of the Group's biological assets.

(c) *Agricultural produce*

Agricultural produce harvested by the Group is initially measured at the time of harvest at its fair value less cost to sell at the point of harvest. It is subsequently recorded as inventory in "Agricultural produce" and stated at the lower of fair value at the time of harvest and net realizable value. This valuation at net realizable value is presented in the form of inventory depreciation. ("Change in fair value of finished goods", cf. Note 12).

The value of agricultural produce used for the assessment of fair value at the time of harvest and subsequent net realizable value is determined based on the actual prices less costs to sell at the point of harvest and contract prices on the presold crops.

(d) *Work in progress (inventory of work in progress)*

Work in progress is represented by the costs of preparing the land which has not been sown at balance sheet date (case of spring plants in Ukraine – corn, soybean, sunflower, etc. – when valued as of December 31). The soil preparation costs are measured on the basis of the historical costs incurred by the Group.

6.9. Government grants

An unconditional government grant is recognised as income when the government grant becomes receivable.



If a government grant is conditional, the Group recognises the government grant as income when the conditions attaching to the government grant are met (area-aid environmental subsidies) and until then aid received is recognised as a liability (Cf. Note 6.12 (b)).

6.10. Inventories

(a) Raw material and other supplies

Inventories are stated at the lower of cost and net realizable value. Costs comprise raw materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the inventories to their present locations and condition.

Cost is calculated using the weighted average cost method. Net realizable value is determined as the estimated selling price less all estimated costs of completion and costs to be incurred in marketing, selling and distribution.

(b) Finished goods (agricultural produce)

Cf. note 6.8 (c) – Agriculture.

(c) Work in progress

Cf. note 6.8 (d) – Agriculture.

6.11. Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or to the exercise of new options are recorded directly in equity as a deduction from the issue premium, net of tax effects.

6.12. Current and deferred income tax

(a) General tax treatment

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the Group's subsidiaries operate and generate taxable income.

The tax rates applicable on June 30, 2016 are 33,33% in France, 18% in Ukraine (see (b) Agricultural tax schemes for agricultural concerns in Ukraine) and 12,5% in Cyprus.

The deferred tax is determined using the tax rate and the tax regulations in effect or in effect in essence at the balance sheet date and which are likely to be applied when the deferred tax assets will be used or when the deferred tax liability will be paid.

Deferred tax is accounted for using the balance sheet liability method in respect of temporary differences arising from differences between the carrying amount of assets and liabilities in the consolidated financial statements and the corresponding tax basis used in the computation of taxable



profit. Deferred tax liabilities are generally recognized for all taxable temporary differences and deferred tax assets are recognized to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilized.

However, the deferred tax is not accounted for if at initial recognition of an asset or a liability at the time of a transaction other than a business combination the transaction has no implications for the accounting income or the taxable income.

Deferred tax is charged or credited to the income statement, except when it relates to items credited or charged directly to equity, in which case the deferred tax is also dealt with in equity.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are offset when:

- The Group has a legally enforceable right to set off the recognized amounts of current tax assets and current tax liabilities;
- The Group has an intention to settle on a net basis, or to realize the asset and settle the liability simultaneously;
- The deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority in each future period in which significant amounts of deferred tax liabilities and assets are expected to be settled or recovered.

(b) Agricultural tax scheme for agricultural companies in Ukraine

In Ukraine, a company is considered to be a farming company if at least 75% of its revenues from the previous fiscal year arise from the sale of agricultural products. In this case, a farming company enjoys special regime on corporate income tax and privileged VAT regime as described below.

- Corporate income tax: agricultural companies are not subject to corporate income tax but to the tax on land which is calculated on the basis of a percentage of the value of the land used for agricultural production. The related corresponding costs are classified in “Cost of sales”.
- Privileged VAT regime:
 - Revenues, expenses and assets are recognized net of VAT, except where the VAT incurred on purchase of assets or services is not recoverable from tax authorities, in which case the VAT is recognized as part of the acquisition cost of the assets or as part of the expense item as applicable. Receivables, payables, prepayments made and advances received are stated with the VAT amounts included.
 - The net amount of VAT recoverable from or payable to the tax authorities is recorded in a specific account as part of other current assets or liabilities in the statement of financial position.
 - The entities eligible to the privileged VAT regime transfer net VAT payable to special restricted accounts and are allowed to use the funds accumulated on these accounts for the purchase of goods and services related to their agricultural activities, rather than remitting such amounts to



the state budget, as other taxpayers are required to do. At the same time, such entities are not allowed to claim net VAT credit for refund from the state budget. The net amount of VAT payable, established at the entity level, is recorded as deferred income on government grants in the statement of financial position until the moment the respective entity incurred qualifying expenses, upon which the related amount was recognized in profit and loss as income from government grants.

- On December 24, 2015 the Parliament of Ukraine adopted the Law “On amending the Tax Code of Ukraine and certain other legislative acts of Ukraine in respect of ensuring the balanced budget revenues in 2016”. Tax changes are effective from January 1, 2016. According to the Law, privileged VAT regime for agricultural companies will be cancelled starting from January 1, 2017. For 2016 it is effective, but agricultural crop producers can retain only 15% of the net VAT payable at the special account as opposite to 100% in 2014-2015.

Among the 26 legal entities that the Group controls in Ukraine in as of June 30, 2016, 15 are involved in agricultural production and are eligible for the special tax regimes for agricultural companies in Ukraine in 2016.

6.13. Employees benefits

(a) Pension obligations

The Group does not operate any significant pension schemes. The contributions to the local pension funds are treated as defined contribution benefits.

(b) Termination benefits

Termination benefits are payable when employment is terminated by the Group before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Group recognises termination benefits when it is demonstrably committed to either terminate the employment of current employees according to a detailed formal plan without possibility of withdrawal or to provide termination benefits as a result of an offer made to encourage voluntary redundancy. Benefits falling due more than 12 months after the balance sheet date are discounted to present value.

6.14. Provisions

Provisions must be recognized when the Company has a present obligation (legal or constructive) as a result of a past event, and 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. Provisions are not recognised for future operating losses.

6.15. Revenue

Revenue represents the proceeds from ordinary business activities. These proceeds are measured at fair value of the counterparty received or to be received for the sale of goods or services in the scope of the Group’s typical operations.



The proceeds from typical operations presented for the Group's Ukrainian activities exclude the VAT collection on sales (other operating income) made by entities benefiting from the special tax scheme in that country for agricultural concerns (Note 6.12 (b)).

These same proceeds from agricultural operations are presented net of discounts and rebates, and after elimination of intra-Group sales.

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured.

The following specific recognition criteria must also be met before revenue is recognized:

- Sale of Goods and Finished Products – Revenue is recognized when the significant risks and rewards of ownership of goods for resale and finished products have passed to the buyer, the amount of revenue can be measured reliably and the Group retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold. The point of transfer of risk, which may occur at delivery or shipment, varies for contracts with different types of customers.
- Rendering of Services – Revenue is recognized in the accounting period in which services are rendered.

The Group's main revenue arises from the sales of agricultural produce.

6.16. Leases – The Group as a lessee

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to the income statement on a straight-line basis over the period of the lease.

Leases in which the risks and rewards incidental to the ownership of an asset are transferred substantially to the Group as a lessee are classified as finance leases. At the commencement of the lease, the Group recognizes the asset purchased on finance lease term (cf. note 9) and the relative debt (cf. note 15) on its Statement of Financial position at the amount equal to the fair value of the leased asset or, if it is lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the consolidated statement of financial position as a finance lease obligation. Lease payments are apportioned between finance charges and a reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance expenses are recognized directly to the Consolidated Income Statement and are classified as finance costs. The assets acquired under finance leases are depreciated over the shorter of their useful life or lease term.

6.17. Share-based payment

The fair value of services assumed to have been received in exchange for the equity instruments (warrants) issued is recognised as an expense in the income statement and in other reserves in equity during the vesting period (from the grant date of warrants until the vesting date). The fair value of the services received is determined by reference to the fair value (market value) of equity instruments granted at the grant date.



7. Segment reporting

The Group has one operating segment in Ukraine, which is composed of 26 agricultural legal entities operating around 120,000 hectares of farmland.

Furthermore, all operating and financing decisions are taken on the basis of agricultural season performances. Therefore, the Group presents contribution of each agricultural season (harvest) to the gross margin for the period.

Financial period - 6 months 2016								
(in thousands of Euros)	Crops				Total crops result	Livestock	Services & Other	Total result
	Harvest 2014	Harvest 2015	Harvest 2016	Harvest 2017				
Revenue	-	3 422	1	-	3 423	157	248	3 828
Cost of sale	-	(2 462)	-	-	(2 462)	(255)	(213)	(2 930)
Change in fair value of Biological Assets and finished goods	-	-	7 971	-	7 971	(103)	-	7 868
Gross Margin	-	960	7 972	-	8 931	(201)	35	8 766

Financial period - 6 months 2015								
(in thousands of Euros)	Crops				Total crops result	Livestock	Services & Other	Total result
	Harvest 2014	Harvest 2015	Harvest 2016	Harvest 2017				
Revenue	2 067	30	-	-	2 097	174	811	3 082
Cost of sale	(1 085)	(42)	-	-	(1 127)	(248)	(628)	(2 003)
Change in fair value of Biological Assets and finished goods	-	10 797	-	-	10 797	(28)	-	10 769
Gross Margin	982	10 785	-	-	11 767	(102)	183	11 848



8. Intangible fixed assets and land leases

(in thousands of Euros)	Gross value				Depreciation				Net value			
	Good-will	Leasehold rights	Others	Total	Good-will	Leasehold rights	Others	Total	Good-will	Leasehold rights	Others	Total
December 31, 2014	34 065	8 724	470	43 259	-	(2 160)	(223)	(2 383)	34 065	6 564	247	40 876
Change in scope	-	-	-	-	-	-	-	-	-	-	-	-
Purchases of assets	-	-	55	55	-	-	-	-	-	-	55	55
Depreciation	-	-	-	-	-	(1 098)	(74)	(1 172)	-	(1 098)	(74)	(1 172)
Exchange rate differences	(102)	(2 326)	(80)	(2 508)	-	661	31	692	(102)	(1 665)	(49)	(1 816)
Disposals of assets	-	-	(38)	(38)	-	-	17	17	-	-	(21)	(21)
Other transactions	-	-	-	-	-	-	-	-	-	-	-	-
December 31, 2015	33 963	6 398	407	40 768	-	(2 597)	(249)	(2 846)	33 963	3 801	158	37 922
Change in scope*	3 021	-	-	3 021	-	-	-	-	3 021	-	-	3 021
Purchases of assets	-	-	10	10	-	-	-	-	-	-	10	10
Depreciation	-	-	-	-	-	(457)	(36)	(493)	-	(457)	(36)	(493)
Exchange rate differences	9	(311)	(11)	(313)	-	111	4	115	9	(200)	(7)	(198)
Disposals of assets	-	-	-	-	-	-	-	-	-	-	-	-
Other transactions	-	-	-	-	-	-	-	-	-	-	-	-
June 30, 2016	36 993	6 087	406	43 486	-	(2 943)	(281)	(3 224)	36 993	3 144	125	40 262

(*) The goodwill arising from the acquisition of Tornado (cf. Note 2.1)

As of June 30, 2016 the group did not identify any indicator of impairment.



9. Property, plant and equipment

(in thousands of Euros)	Gross value				Depreciation			Net Book Value			
	Buildings	Agricultural machinery and others	Construction in progress and prepayments	Total	Buildings	Agricultural machinery and others	Total	Buildings	Agricultural machinery and others	Construction in progress and prepayments	Total
December 31, 2014	9 863	23 823	383	34 069	(1 924)	(9 964)	(11 888)	7 939	13 859	383	22 181
Change in scope	-	-	-	-	-	-	-	-	-	-	-
Revaluation to fair value	13 482	24 839	(73)	38 248	-	-	-	13 482	24 839	(73)	38 248
Impact of revaluation on depreciation	(3 113)	(14 943)	-	(18 056)	3 113	14 943	18 056	-	-	-	-
Purchases of assets	388	1 149	52	1 589	-	-	-	388	1 149	52	1 589
Depreciation	-	-	-	-	(1 293)	(5 483)	(6 776)	(1 293)	(5 483)	-	(6 776)
Exchange rate differences	(4 636)	(7 831)	(76)	(12 543)	100	423	523	(4 536)	(7 408)	(76)	(12 020)
Disposals of assets	(50)	(159)	(1)	(210)	4	55	59	(46)	(104)	(1)	(151)
Other movements	122	11	(134)	(1)	-	-	-	122	11	(134)	(1)
December 31, 2015	16 056	26 889	151	43 096	-	(26)	(26)	16 056	26 863	151	43 070
Change in scope	729	3	-	732	-	-	-	729	3	-	732
Revaluation to fair value	-	-	-	-	-	-	-	-	-	-	-
Impact of revaluation on depreciation	-	-	-	-	-	-	-	-	-	-	-
Purchases of assets	107	914	195	1 216	-	-	-	107	914	195	1 216
Depreciation	-	-	-	-	(616)	(2 782)	(3 398)	(616)	(2 782)	-	(3 398)
Exchange rate differences	(766)	(1 276)	(1)	(2 043)	(21)	(94)	(115)	(787)	(1 370)	(1)	(2 158)
Disposals of assets	-	(60)	-	(60)	-	25	25	-	(35)	-	(35)
Other movements	-	26	(26)	-	-	-	-	-	26	(26)	-
June 30, 2016	16 126	26 496	319	42 941	(637)	(2 877)	(3 514)	15 489	23 619	319	39 427

At June 30, 2016, total net value of property, plant and equipment acquired under finance leases amounted to €2,6 million (December 31, 2015: €4,2 million).

The total net carrying amount of tangible assets pledged as of June 30, 2016 amounts to €11 929k (€ 4 463k pledge on buildings, and € 7 466k pledge on agricultural machinery and other tangible fixed assets).



10. Financial assets

(in thousands of Euros)	<u>Non-current</u>		<u>Current</u>		<u>Total</u>
	<u>Non-consolidated subsidiaries (1)</u>	<u>Other financial assets (2)</u>	<u>Term deposit (3)</u>	<u>Other financial assets (4)</u>	
December 31, 2014	122	153	1 798	-	2 073
Change in scope	-	-	-	-	-
Acquisition of subsidiaries	-	-	-	-	-
Purchases of financial assets	-	34	16 792	1 089	17 915
Disposals of financial assets	-	(39)	(2 425)	-	(2 464)
Other transactions	-	-	-	-	-
Exchange rate difference	(25)	-	(997)	(84)	(1 106)
Depreciation	-	-	-	-	-
December 31, 2015	97	148	15 168	1 005	16 418
Change in scope	-	(176)	-	-	(176)
Acquisition of subsidiaries	-	-	-	-	-
Purchases of financial assets	-	190	2 952	-	3 142
Disposals of financial assets	-	(34)	(13 210)	(924)	(14 168)
Other transactions	-	4	-	-	4
Exchange rate difference	(3)	-	(958)	(81)	(1 042)
Depreciation	(7)	-	-	-	(7)
June 30, 2016	87	132	3 952	-	4 171

(1) Non-consolidated subsidiaries include 8,96% shares of Agro-Farme, acquired in March 2013, and 10% shares of Agropervomaisk, acquired in 2008.

(2) The “Other financial assets” are mainly a deposit made with a specialized financial intermediary in the scope of liquidity contract concerning transactions on the AgroGeneration share on the NYSE Euronext Alternext market. This contract has been in place since March 1, 2010, the date that the AgroGeneration security was admitted to Alternext. It is in line with the code of ethics of the AFEI approved by the AMF by decision of September 11, 2006.

The amount allocated to this liquidity contract is € 800k as of June 30, 2016. Over the 6 months 2016, and in the application of the liquidity contract, 517 000 securities were purchased at the average price of € 0,35 and 400 000 securities were sold at the average price of € 0,37.

As of June 30, 2016, the situation of the contract was as follows:



- 663 541 shares valued at € 219k (€ 0,33 / share) were owned by the Group under its liquidity contract (cf. Statement of change in consolidated shareholders' equity on page 7),
- The cash position available under this contract came to € 101k which was shown in "Other financial assets" in the above statement.

(3) As of June 30, 2016 the underlying amount is presented by €3 922k of term deposits and €30k of accrued interest income related to these term deposits.

These term deposits of the Ukrainian subsidiaries are pledged as security for liabilities under the loan contracts with Alfa-Bank (cf. Note 15). They may be withdrawn after the repayment of the related loan tranches and are classified as "Financial assets (current)" (cf. Note 19).

(4) As at December 31, 2015 other financial assets are presented by letter of credit.

11. Inventories

(in thousands of Euros)	<u>June 30, 2016</u>			<u>December 31, 2015</u>		
	Gross Value	Depreciation	Net value	Gross Value	Depreciation	Net value
Raw materials and other supplies	3 702	(70)	3 632	3 404	(73)	3 331
Works in progress	632	-	632	6 793	-	6 793
Agricultural produce	108	-	108	4 127	-	4 127
Total	4 442	(70)	4 372	14 324	(73)	14 251

Raw materials and other supplies are inputs to be used in the agricultural campaign 2015/2016, including purchased seeds, fertilizers, fuel, spare parts and other suppliers. **Work in progress** includes costs accumulated before crop sowing.

As of June 30, 2016, **agricultural produce** representing €108 k, is mainly made up of 458 tons of main crops from the 2015 harvest (31,808 tons as of December 31, 2015).

Depreciation represents write-down provisions of inventory to the net realizable value at the reporting date.

As of June 30, 2016 finished goods are not pledged ((€82.9 k (320 tons) of raw materials and other supplies has been pledged for the trade financing credit facility as of December 31, 2015)).



12. Biological assets

(in thousands of Euros)	<u>June 30, 2016</u>			<u>December 31, 2015</u>		
	Biological assets at cost	Adjustment to fair value	Fair value	Biological assets at cost	Adjustment to fair value	Fair value
Non-current						
Crops in fields	-	-	-	-	-	-
Livestock	160	(17)	143	144	47	191
Total non-current biological assets	160	(17)	143	144	47	191
Current						
Crops in fields	38 100	12 943	51 043	9 380	4 916	14 296
Livestock	269	(135)	134	379	(184)	195
Total current biological assets	38 369	12 808	51 177	9 759	4 732	14 491
TOTAL BIOLOGICAL ASSETS	38 529	12 791	51 320	9 903	4 779	14 682

The Group's biological assets are cereals and oilseeds that are planted as of June 30, 2016 for harvest in the second half of 2016 in Ukraine. It also includes livestock consisting of milk and meat cows and other cattle.

The biological assets of the Group are measured at fair value less estimated costs to sell and are within level 3 of the fair value hierarchy (for more details refer to Note 6.8). At the balance sheet date, the fair value of **the current crops in fields** is determined on the basis of the planted area and the following significant unobservable inputs as of June 30, 2016:

- Crops price
- Crops yields (tonnes per hectare)
- Expected production costs

	<u>June 30, 2016</u>				<u>December 31, 2015</u>			
	Cultivated area (in hectares)	Average yields (ton / ha)	Average price (EURO/ton)	Fair value (in kEURO)	Cultivated area (in hectares)	Average yields (ton / ha)	Average price (EURO/ton)	Fair value (in kEURO)
Winter Wheat	36 479	4,4	114	14 680	38 850	4,3	134	9 518
Winter Barley	4 987	4,3	100	1 719	5 180	4,8	136	1 566
Winter Rapeseed	4 876	2,0	342	2 965	6 315	2,5	358	3 212
Spring barley	6 241	4,1	102	1 925				
Corn	5 437	7,0	120	3 132				
Sunflower	29 988	2,5	272	16 214				
Pea	10 520	3,1	241	6 760				
Chick-pea	1 067	1,5	332	409				
Soy	8 354	1,8	288	2 980				
Other	1036			259				
TOTAL	108 985			51 043	50 345			14 296

If the management team's assumptions as of June 30, 2016, would have been different by 10% better/lower, then the fair value of the biological assets and gross margin would increase/decrease by around € 6 001k.



The significant unobservable inputs used in the fair value measurement of the **livestock** are as follows:

- Average number of heads and its weight
- Expected future inflows from livestock

The following table represents movements in biological assets for the year ended December 31, 2015 and the first half 2016:

(in thousands of Euros)	Crops	Livestock	TOTAL
Book value as of December 31, 2014	11 943	378	12 321
Current Biological Assets	11 931	162	12 093
Non-current Biological Assets	12	216	228
Reclassification of work in progress to biological assets	4 825	-	4 825
Costs incurred over the period	39 702	609	40 311
Biological assets decrease due to harvest	(56 775)	(456)	(57 231)
Gain/loss due to change in fair value	18 956	(35)	18 921
Impairment of biological assets	(706)	-	(706)
Exchange rate differences	(3 649)	(110)	(3 759)
Book value as of December 31, 2015	14 296	386	14 682
Current Biological Assets	14 296	195	14 491
Non-current Biological Assets	-	191	191
Reclassification of work in progress to biological assets	6 251	-	6 251
Costs incurred over the period	22 733	271	23 004
Biological assets decrease due to harvest	(25)	(255)	(280)
Gain/loss due to change in fair value	7 971	(103)	7 868
Impairment of biological assets	(716)	-	(716)
Exchange rate differences	533	(22)	511
Book value as of June 30, 2016	51 043	277	51 320
Current Biological Assets	51 043	134	51 177
Non-current Biological Assets	-	143	143

As of June 30, 2016 € 44 491k (97 606 ha) of biological assets have been pledged for the trade financing credit facility (€ 14 241k (50 236 ha) as of December 31, 2015) (cf. Note 15).



13. Trade and other receivables

(in thousands of Euros)	<u>June 30, 2016</u>	<u>December 31, 2015</u>
Trade receivables	445	1 228
Prepayments to suppliers (1)	231	726
Other receivables	673	510
Social and tax receivables (excl. VAT receivables)	94	127
VAT receivables (2)	3 763	903
Prepaid expenses	181	158
Trade and other receivables	5 387	3 652

	<u>June 30, 2016</u>	<u>December 31, 2015</u>
Currency:		
Denominated in EUR	242	248
Denominated in USD	268	876
Denominated in UAH	4 877	2 528
Trade and other receivables	5 387	3 652

The maximum exposure to credit risk as at the balance sheet date amounts to the fair value of each class of receivables mentioned above. The Group has no collateral for hedging.

(1) The advances paid correspond to prepayments to suppliers of inputs for the 2016 harvest.

(2) The VAT receivable mostly includes:

€2 842k related to the Ukrainian entities enjoying special agricultural regime (Note 6.12 (b)).

€832k related to the Ukrainian entities that did not opt for the special tax scheme for agricultural producers. It represents input VAT received at purchases that has been declared and is to decrease future VAT obligations.

€87k related to the input VAT of AgroGeneration SA.



14. Cash and cash equivalents

(in thousands of euros)	<u>June 30, 2016</u>	<u>December 31, 2015</u>
Cash at bank and in hand	2 863	3 931
Investment securities	-	-
Cash and cash equivalents	2 863	3 931

The Cash and cash equivalents are denominated in the following currencies as of June 30, 2016:

(in thousands of euros)	<u>June 30, 2016</u>	<u>December 31, 2015</u>
Currency :		
Denominated in EUR	152	2 557
Denominated in USD	2 271	1 071
Denominated in UAH	440	303
Total	2 863	3 931

15. Borrowings

(in thousands of euros)		<u>June 30, 2016</u>				<u>December 31, 2015</u>					
		Non-current	Current		TOTAL	Non-current	Current		TOTAL		
		Borrowings	Borrowings	Interest	Total	Borrowings	Borrowings	Interest	Total		
OSRANE	(1)	6 940	3 077	1 185	4 262	11 202	8 630	2 869	1 205	4 074	12 704
Konkur bonds		-	-	32	32	32	-	-	33	33	33
Financial lease	(2)	475	398	-	398	873	527	831	7	838	1 365
Bank borrowings	(3)	-	37 151	562	37 713	37 713	5 125	33 161	480	33 641	38 766
Other financial debt	(4)	-	1 701	60	1 761	1 761	-	1 658	21	1 679	1 679
Total borrowings		7 415	42 327	1 839	44 166	51 581	14 282	38 519	1 746	40 265	54 547

(1) As of June 30, 2016, the amortised cost of OSRANE amounts to €10 m and accrued interest to €1,19 m.

(2) Current and non-current lease payments are presented at the present value of the future minimum lease payments (cf. Note 25.2).

(3) Bank borrowings include borrowing from Alfa-Bank Ukraine (€31,5 m), and EBRD (€5,6 m).



In the scope of the borrowings with Alfa-Bank, the Group has pledged part of its current and non-current assets including:

- Some of the Fixed assets (Buildings and Agricultural machinery; cf. Note 9),
- Short-term deposits (cf. Note 10),
- Some of the biological assets (cf. Notes 12),
- Shares in Ukrainian and Cyprus subsidiaries
- Some of the inventories (cf Note 11)

The shares in the subsidiaries Marrimore, AJU, AFU and UCD are pledged to the benefit of the European Bank of Reconstruction and Development (EBRD) in the scope of the financing agreement signed in 2011. In accordance with the agreement signed on September 29, 2011, EBRD obtained 850 000 warrants which entitle EBRD for additional 850 000 shares with exercise price of €2,05, these warrants have been classified as equity instruments.

The shares in Harmelia, Wellaxo, Zito, Zeanovi, Azent and HAR, VYB, BAR, DON, NST, POD, AgroDom, ZACH, LAN, UNA, APK, ANN, AGZ, BUR are pledged to the benefit of Alfa Bank as part of loan agreement.

The loans granted by the Alfa-Bank and EBRD are subject to covenants. The Group is not compliant with some of these covenants. The loan granted by EBRD was classified as short-term as of June 30, 2016. The Group obtained waiver from EBRD relating to the breach of the covenants.

(4) Other financial debt relate to the borrowings from a private investor (€0.7 m) and related party SBT Investment (€1 m).

The maturity of the current and non-current borrowings is as follows:

(in thousands of euros)	<u>2017</u>	<u>2018</u>	<u>2019</u>	<u>2020 and after</u>	<u>Total</u>
OSRANE	4 262	3 695	3 245	-	11 202
Konkur bonds	32	-	-	-	32
Financial lease	398	379	73	23	873
Bank borrowings	37 713	-	-	-	37 713
Other financial debt	1 761	-	-	-	1 761
Total borrowings	44 166	4 074	3 318	23	51 581

Details of the variable-rate and fixed-rate borrowings (excluding interest):

(in thousands of euros)	<u>June 30, 2016</u>		<u>December 31, 2015</u>	
	Variable	Fixed	Variable	Fixed
OSRANE	-	10 017	-	11 499
Bonds	-	-	-	-
Bank borrowings	5 641	31 510	6 362	31 924
Financial lease	582	291	694	664
Other financial debt	-	1 701	-	1 658
Total borrowings	6 223	43 519	7 056	45 745



The carrying amounts of the Group's borrowings are denominated in the following currencies:

(in thousands of euros)	<u>June 30, 2016</u>	<u>December 31, 2015</u>
Currency:		
EUR	11 285	13 006
USD	40 296	41 541
UAH	-	-
Total borrowings	51 581	54 547

The average interest rates of the Group by currency are:

Currency	<u>June 30, 2016</u>	<u>December 31, 2015</u>
EUR	8,1%	8,4%
USD	13,8%	12,8%
UAH	-	-

16. Share Capital

	<u>Share capital in euros</u>	<u>Number of shares</u>	<u>Share premium in euros</u>
December 31, 2014	4 618 096	92 361 928	166 467 669
Additional shares issued (OSRANE redemption)	307 373	6 147 460	2 486 927
December 31, 2015	4 925 469	98 509 388	168 954 596
Additional shares issued (OSRANE redemption)	40 262	805 248	332 538
June 30, 2016	4 965 731	99 314 636	169 287 134

Instruments in circulation as of June 30, 2016

As of June 30, 2016 the financial instruments in circulation and the respective numbers of shares that could be issued by exercise of these instruments are presented below:

	<u>Number of instruments</u>	<u>Potential additional shares</u>
BSPCE	5 327	106 540
Stock-options	1 317 833	1 317 833
EBRD warrants	850 000	850 000
OSRANE (1)	594 082	125 945 384
Konkur warrants	1 379 487	2 519 544
Total number of potential additional shares		130 739 301

(1) The number of OSRANE potential additional shares is calculated considering 212 shares per OSRANE (the number maximum which could be redeemed on June 30, 2016).



17. Provisions

The management closely monitors legal and tax litigations and assesses the relating risks.

As of June 30, 2016 the Group accrued provision of EUR0.35m for the tax risks of the Cyprus companies of the Group.

As of June 30, 2016, the Group is not exposed to any other significant legal or tax litigation.

For more details on the risks of changes related to the legal and fiscal environment refer to the Note 3.2.

18. Trade and other payables

(in thousands of Euros)	<u>June 30, 2016</u>	<u>December 31, 2015</u>
Trade payables	12 638	5 383
Advance payments received	7 182	930
Social & tax payables	1 232	1 079
VAT payables	154	426
Payables on the purchase of subsidiary	2 825	-
Other payables (1)	3 026	459
Trade and other payables	27 057	8 277

(1) Other payables include EUR2 727k of payables for the use of land

The Trade and other payables are denominated in the following currencies :

(in thousands of Euros)	<u>June 30, 2016</u>	<u>December 31, 2015</u>
Currency:		
Denominated in EUR	913	1 069
Denominated in USD	9 799	3 473
Denominated in UAH	16 345	3 735
Trade and other payables	27 057	8 277



19. Financial assets and liabilities

Financial assets and liabilities are classified as follows in accordance with IFRS 7:

Financial assets and liabilities by category and fair value as of June 30, 2016

(in thousands of Euros)		Measured at amortised cost	Measured at fair value		Total carrying amount June 30, 2016	Valued at cost	Financial instrument at fair value hierarchy under IFRS 7		
			through profit or loss	through share-holders' equity			Level 1: quoted prices and cash	Level 2: valuation based on observable market data	Level 3: valuation based on unobservable market data
	<i>Note</i>								
Assets									
Financial assets (non-current)	10								
Shares in non-consolidated subsidiaries				87	87	87			
Other financial assets		13	119		132	13	119		
Financial assets (current)	10								
Term deposits			3 952		3 952		3 952		
Other financial assets									
Trade and other receivables	13	5 206			5 206	5 206			
Cash and cash equivalents	14		2 863		2 863		2 863		
Liabilities									
OSRANE	15	(11 202)			(11 202)	(11 202)			
Bonds	15	(32)			(32)	(32)			
Non-current and current bank borrowings	15	(37 713)			(37 713)	(37 713)			
Non-current and current financial lease	15	(873)			(873)	(873)			
Other financial debt	15	(1 761)			(1 761)	(1 761)			
Trade and other payables	18	(27 057)			(27 057)	(27 057)			



Financial assets and liabilities by category and fair value as of December 31, 2015

(in thousands of Euros)		Measured at amortised cost	Measured at fair value		Total carrying amount December 31, 2015	Valued at cost	Financial instrument at fair value hierarchy under IFRS 7		
	Note		<u>through profit or loss</u>	<u>through share-holders' equity</u>			<u>Level 1: quoted prices and cash</u>	<u>Level 2: valuation based on observable market data</u>	<u>Level 3: valuation based on unobservable market data</u>
Assets									
Financial assets (non-current)	10								
Shares in non-consolidated subsidiaries				97	97	97			
Other financial assets		2	146		148	2	146		
Financial assets (current)	10								
Term deposits			15 168		15 168		15 168		
Other financial assets			1 005		1 005		1 005		
Trade and other receivables	13	3 652			3 652	3 652			
Cash and cash equivalents	14		3 931		3 931		3 931		
Liabilities									
OSRANE	15	(12 704)			(12 704)	(12 704)			
Bonds	15	(33)			(33)	(33)			
Non-current and current bank borrowings	15	(38 766)			(38 766)	(38 766)			
Non-current and current financial lease	15	(1 365)			(1 365)	(1 365)			
Other financial debt	15	(1 679)			(1 679)	(1 679)			
Trade and other payables	18	(8 277)			(8 277)	(8 277)			

20. Revenues from operating activities

(in thousands of euros)	<u>first half 2016</u>	<u>first half 2015</u>
Sales of agricultural produce (1)	3 580	2 271
Services and others (2)	248	811
Total revenue from operating activities	3 828	3 082

(1) In first half 2016, AgroGeneration sold 19 387 tons of cereals and oilseeds

(2) The services are mainly composed of activities of drying, storage or loading grain for third parties.



21. Functional costs / costs by nature

(in thousands of euros)	<u>first half 2016</u>	<u>first half 2015</u>
Cost of sales	(2 930)	(2 003)
Administrative & Selling expenses	(4 529)	(5 000)
Costs by function	(7 459)	(7 003)
Raw materials, purchases services and leasing	(3 411)	(3 545)
Personnel costs	(1 633)	(1 711)
Depreciation	(1 322)	(1 107)
Fair value adjustment at the harvest date (for goods sold)	(367)	53
Other expenses	(726)	(693)
Costs by nature	(7 459)	(7 003)

On average, in first half 2016 the Group had 1 404 employees.

22. Other income and expense

(in thousands of euros)	<u>first half 2016</u>	<u>first half 2015</u>
Proceeds from fixed assets sold	25	48
Government grant	426	378
Other income	602	245
Other operating Income	1 053	671
Net book value of fixed assets sold	(35)	(46)
Impairment of fixed assets (*)	-	(1 113)
Provision for liabilities and expenses	(350)	-
Other expenses	(786)	(212)
Other operating expenses	(1 171)	(1 371)
Other operating income and expenses	(118)	(700)

(*) Decrease in value of fixed assets consequent to the revaluation (cf Note 2.4 of Consolidated financial statements as at December 31, 2015).



23. Net financial income / (expenses)

(in thousands of euros)

		<u>first half 2016</u>	<u>first half 2015</u>
Cost of debt	(1)	(3 850)	(4 140)
Foreign exchange gains and losses		(133)	(8 330)
<i>realised foreign exchange gains/losses</i>	(2)	615	(231)
<i>unrealised foreign exchange gains/losses</i>	(3)	(748)	(8 099)
Other		205	632
Net financial expense		(3 778)	(11 838)

Interest expense

(1) Cost of debt is mostly composed of:

€1 010 k interest on OSRANE

€2 542 k interest on bank loans.

Foreign exchange gains and losses

The Group's foreign currency denominated monetary assets and liabilities as of June 30, 2016 consist of USD and EURO denominated loans and other debts. Other monetary assets and liabilities are not significant.

Due to the impact of the current political situation on the volatility of Ukrainian hryvnia (cf. Note 3.3), the exchange rate Ukrainian hryvnia/USD fluctuated during the year and as of reporting date decrease from 24.01 UAH/USD on December 31, 2015 to 24,85 UAH/USD on June 30, 2016.

(2) Realised Foreign exchange gains and losses (net amount €615 k gain) generated by the Group in first half 2016 due to the change in foreign exchange rate between the dates when the liability/asset was recognised and when it was settled.

(3) Unrealised Foreign exchange gains and losses generated by the Group in first half 2016 due to the translation of all monetary items of Ukrainian entities (mostly bank loans and intercompany loans) from foreign currency (mostly USD) into functional currency (UAH). Unrealised foreign exchange loss generated included:

- €745 k loss mostly related to the bank loans and other debt;
- €626 k loss related to the inter-company loans, interest on loans and other ICO debt between Ukrainian, Cyprus and French entities.
- €623 k gain related to the derecognition as of June 9, 2016 from net investments loan granted to AFU.

Note that certain intercompany loans are classified as net investments (cf Note 6.3 (b)), therefore, corresponding unrealised foreign exchange loss (€ 4 972 k) is recognised directly in equity.



24. Earnings per share

The basic earnings per share are calculated by dividing:

- The net earnings (group share)
- By the weighted average number of ordinary shares in circulation during the financial year.

The diluted earnings per share are calculated by dividing:

- The net earnings (group share) taking into account the instruments that cause dilution,
- By the weighted average number of ordinary shares in circulation during the financial year plus the weighted average number of ordinary shares that would have been issued following the conversion of all the potential ordinary shares that cause dilution into ordinary shares.

(in thousands of euros)	<u>first half 2016</u>	<u>first half 2015*</u>
Net consolidated income / (loss) - group from continued activity (K€)	233	(5 410)
Net consolidated income / (loss) - group from discontinued activity (K€)	-	-
Net consolidated income / (loss) - group share (K€)	233	(5 410)
Dilution impact (K€)	-	-
Net consolidated income / (loss) after dilution impact	233	(5 410)
Weighted average number of ordinary shares	225 805 236	158 487 092
Potential dilution	69 944	-
Weighted average number of shares after dilution impact	225 875 180	158 487 092
Net income / (loss) per share (Euros) - group share	0,00	(0,03)
Net income / (loss) per share (Euros) after dilution - group share	0,00	(0,03)
Net income / (loss) per share (Euro) - from continued operations	0,00	(0,03)
Net income / (loss) per share (Euro) after dilution - from continued operations	0,00	(0,03)

*Compared to the interim condensed consolidated financial statements for first half 2015, the comparative information in these interim condensed consolidated financial statements is updated to correct an error.

Over the first half year 2015, the potential ordinary shares that would have been issued after the conversion of the stock-options, warrants or BSPCE are not included in the measurement, since they have an anti-dilutive effect.



25. Commitments

25.1. Financing-related commitments

The Group's commitments related to debt and financial instruments are discussed in Note 15.

25.2. Commitments related to operating activities

Non-current assets acquired under finance leases are recognized as an asset and a liability in the consolidated balance sheet.

At June 30, 2016, €873 thousands of future minimum lease payments due under finance leases concerned agricultural machinery and vehicles. Total assets under finance leases recognized in consolidated assets amounted to €2,6 million at June 30, 2016 (December 31, 2015: €4,2 million).

<i>(in thousands of Euros)</i>	<u>June 30, 2016</u>	<u>December 31, 2015</u>
Future minimum lease payments		
Due within 1 year	513	1 043
Due in 1 to 5 years	568	670
Due beyond 5 years	-	-
Total minimum lease payments	1 081	1 713
Less finance cost	(208)	(355)
Present value of future minimum lease payments	873	1 358

26. Transactions with related parties

Material transactions entered into over the period and remaining balances as at June 30, 2016 with parties that have significant influence over the Group are as follows:

kEURO	June 30, 2016		first half 2016		December 31, 2015		first half 2015	
	ASSETS	LIABILITIES	INCOME	EXPENSE	ASSETS	LIABILITIES	INCOME	EXPENSE
SigmaBleyzer group : various entities under common control								
Management Fees	-	-	-	(110)	-	(75)	-	(130)
Bonds issued to Konkur	-	-	-	-	-	-	-	-
Interest on bonds (Konkur)	-	(32)	-	-	-	(33)	-	(575)
Consulting services	108	-	-	(135)	-	-	-	(66)
Rent of premises	-	(1)	-	(1)	-	(1)	-	-
Loans	-	(994)	-	-	-	(994)	-	-
Interest on loans	-	(64)	-	(58)	-	-	-	-
Gravitation SAS : shareholder								
Re-invoicing of rent and office expenses	-	-	-	-	1	-	10	-
Consulting services	-	-	-	-	-	-	-	(29)
Safari Arms : controlled by a member of the Board of Directors								
Security services	-	(519)	-	(502)	-	(603)	-	(876)
Raw materials and other supplies	-	-	-	-	-	-	-	(17)
John Smorhun Key management								
Consulting services	-	-	-	(239)	-	(47)	-	(261)
Cordial Consulting : Controlled by a member of the Board of Directors								
Consulting services	-	-	-	(45)	-	(23)	-	-
TOTAL	108	(1610)	-	(1 090)	1	(1 776)	10	(1 954)



27. List of consolidated companies

All companies are fully consolidated.

#	Name	Conso name	Registered office	Activity	June 30, 2016	December 31, 2015
					% of interest	% of interest
1	AgroGeneration	AgroGeneration	Paris - France	Group Holding	Consolidating entity	Consolidating entity
2	Marrimore Holdings Ltd	Marrimore	Nicosia - Cyprus	Holding company	100%	100%
3	Haberly Properties Ltd	Haberly	Nicosia - Cyprus	Holding company	100%	100%
4	Harmelia Investments Limited	Harmelia	Nicosia - Cyprus	Holding company	100%	100%
5	Zeanovi Limited	Zeanovi	Nicosia - Cyprus	Holding company	100%	100%
6	Wellaxo Investments Limited	Wellaxo	Nicosia - Cyprus	Holding company	100%	100%
7	Azent Limited Company	Azent	Nicosia - Cyprus	Holding company	100%	100%
8	Zito Investments Limited	Zito	Nicosia - Cyprus	Holding company	100%	100%
9	UCD Ukraine	UCD UA	Kiev - Ukraine	Service operating company	100%	100%
10	LLC Agro NovaNyva	ANN	Kiev - Ukraine	Service operating company	100%	100%
11	Agrofuel Ukraine	Agrofuel	Kiev - Ukraine	Trading company	100%	100%
12	AFT-Agro	AFT	Kiev - Ukraine	Service operating company	100%	100%
13	Agroziom	AGZ	Sumy - Ukraine	Agricultural producer	100%	100%
14	Vinal Agro	VKD	Lviv - Ukraine	Agricultural producer	100%	100%
15	Knyazhi Lany (VKL)	VZL	Lviv - Ukraine	Agricultural producer	100%	100%
16	Zborivski Lany (VZB)	VZL	Ternopol - Ukraine	Agricultural producer	100%	100%
17	Agrodruzstvo Jevisovice Ukraine	AJU	Ternopol - Ukraine	Agricultural producer	100%	100%
18	Lishchynske	VLY	Zhitomir - Ukraine	Agricultural producer	100%	100%
19	Agro Fund Terestchenko	AFT	Zhitomir - Ukraine	Agricultural producer	100%	100%
20	APK Novy Stil LLC	NST	Kharkiv - Ukraine	Service operating company	100%	100%
21	APK Donets LLC	DON	Kharkiv - Ukraine	Agricultural producer	100%	100%
22	Burlukskoje PC	BUR	Kharkiv - Ukraine	Agricultural producer	100%	100%
23	Zachepilovskoje LLC	ZACH	Kharkiv - Ukraine	Agricultural producer	100%	100%
24	AF Barvenkovskaya LLC	BAR	Kharkiv - Ukraine	Agricultural producer	100%	100%
25	APK Ukraina Nova LLC	APK	Kharkiv - Ukraine	Service operating company	100%	100%
26	AF Podoljevskaja LLC	POD	Kharkiv - Ukraine	Agricultural producer	100%	100%
27	FG Podoljevskaja	POD	Kharkiv - Ukraine	Service operating company	100%	100%
28	AF Ukraina Nova LLC	UNA	Kharkiv - Ukraine	Agricultural producer	100%	100%
29	Lan LLC	LAN	Kharkiv - Ukraine	Agricultural producer	100%	100%
30	Vybor LLC	VYB	Kharkiv - Ukraine	Agricultural producer	100%	100%
31	Harmelia Trading LLC	HAR	Kharkiv - Ukraine	Trading company	100%	100%
32	Agro Dom Plus	AgroDom	Kharkiv - Ukraine	Service operating company	100%	100%
33	Register LLC	Registr	Kharkiv - Ukraine	Service operating company	100%	100%
34	Tornado Agro-holding PC *	Tornado	Kharkiv - Ukraine	Service operating company	100%	0%

* Tornado Agro-holding PC was acquired by the Group on June 01, 2016.