

# • 1Q 2018•

Consolidated Condensed Interim
Financial Statements
for the three months ended
31 March 2018

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# **REPRESENTATION** •

# **REPRESENTATION**

of the Board of Directors of Ovostar Union N.V.

on Compliance of the Consolidated Condensed Interim Financial Statements (Unaudited)

The Board of Directors of Ovostar Union N.V. hereby represent that to the best of their knowledge the consolidated condensed interim financial statements (unaudited) of Ovostar Union N.V. and subsidiaries for the three months ended 31 March 2018 and the comparable information are prepared in accordance with the applicable accounting standards and that they give a true, fair and clear view of the assets, financial standing and financial results of Ovostar Union N.V., and that the consolidated condensed interim financial statements for the three months ended 31 March 2018 give a true view of the developments, achievements and situation of the Company.

Board of Directors of Ovostar Union N.V.

Borys Bielikov [signed]

Vitalii Veresenko [signed]

Marc M.L.J. van Campen [signed]

Sergii Karpenko [signed]

14 May 2018

Kyiv, Ukraine



CONSOLIDATED CONDENSED INTERIM STATEMENT OF COMPREHENSIVE INCOME For the three months ended 31 March 2018

(in USD thousand, unless otherwise stated)

in osb thousand, uness otherwise stated)	Note	3 months ended 31 March 2018	3 months ended 31 March 2017
		(unaudited)	(unaudited)
Revenue from contracts with customers	8	33 854	19 797
Changes in fair value of biological assets	14	(1 543)	168
Cost of sales		(21 131)	(14 070)
Gross profit		11 180	5 895
Other operating income	9	65	27
Selling and distribution costs		(2 000)	(1 129)
Administrative expenses		(388)	(331)
Other operating expenses	10	(32)	(17)
Operating profit		8 825	4 445
Finance costs		(1 556)	(308)
Finance income		160	162
Profit before tax		7 429	4 299
Income tax expense	13	(100)	(3)
Profit for the period		7 329	4 296
Other comprehensive income			
Items that are or may be reclassified to profit or loss:			
Exchange differences on translation to presentation currency		7 254	845
Other comprehensive income for the period, net of tax		7 254	845
Total comprehensive income for the period, net of tax		14 583	5 141
Profit for the period attributable to:			
Equity holders of the parent company		7 233	4 277
Non-controlling interests		96	19
Total profit for the period		7 329	4 296
Other comprehensive income attributable to:			
Equity holders of the parent company		7 062	828
Non-controlling interests		193	17
Total other comprehensive income		7 255	845
Total comprehensive income attributable to:			
Equity holders of the parent company		14 295	5 105
Non-controlling interests		289	36
Total comprehensive income		14 584	5 141
Earnings per share:		14 504	5 141
Weighted average number of shares		6 000 000	6 000 000
-		0 000 000	0 000 000
Basic and diluted, profit for the period attributable to ordinary equity holders of the parent (USD per share)		1.21	0.71
[signed]			[signed]
Borys Bielikov Chief Executive Officer	Vitalii Ve Non-exed	resenko cutive director	· <del>-</del> -
[signed]			[signed]
Marc van Campen	Sergii Kai	penko	
Non-executive director	_	cutive director	



CONSOLIDATED CONDENSED INTERIM STATEMENT OF FINANCIAL POSITION As at 31 March 2018

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	Note	31 March 2018	31 December 2017	31 March 2017
		(unaudited)	(audited)	(unaudited)
Assets				
Non-current assets				
Biological assets	14	39 302	33 121	28 785
Property, plant and equipment and intangible assets	15	34 833	33 217	35 540
Deferred tax assets		147	151	46
Other non-current assets		987	934	971
Total non-current assets		75 269	67 423	65 342
Current assets				
Inventories	16	12 874	9 723	8 121
Biological assets	14	10 806	13 298	13 223
Trade and other receivables	17	19 213	24 720	10 237
Prepayments to suppliers		1 814	803	916
Prepayments for income tax		14	98	7
Cash and cash equivalents	18	27 414	14 958	18 039
Total current assets		72 135	63 600	50 543
Total assets		147 404	131 023	115 885
Equity and liabilities				
Equity				
Issued capital	19	74	72	64
Share premium	19	30 933	30 933	30 933
Foreign currency translation reserve		(125 211)	(132 271)	(127 166)
Retained earnings		205 347	182 890	182 890
Result for the period		7 233	22 457	4 277
Equity attributable to equity holders of the parent		118 376	104 081	90 998
Non-controlling interests	7	3 124	2 835	2 547
Total equity	,	121 500	106 916	93 545
		121 000	100 510	30 3 13
Non-current liabilities				
Interest-bearing loans and other financial liabilities	20	9 710	9 302	11 749
Deferred tax liability		543	513	788
Total non-current liabilities		10 253	9 815	12 537
Current liabilities				
Trade and other payables	21	10 564	9 342	5 374
Advances received		646	634	554
Interest-bearing loans and other financial liabilities	20	4 441	4 316	3 875
Total current liabilities		15 651	14 292	9 803
Total liabilities		25 904	24 107	22 340
Total equity and liabilities		147 404	131 023	115 885

[signed]	[signed]
Borys Bielikov	Vitalii Veresenko
Chief Executive Officer	Non-executive director
[signed]	[signed]
[signed] Marc van Campen	[signed]

# OVOSTAR UNION N.V. AND ITS SUBSIDIARIES CONSOLIDATED CONDENSED INTERIM FINANCIAL STATEMENTS



CONSOLIDATED CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY For the three months ended 31 March 2018 (in USD thousand, unless otherwise stated)

		Attributable	e to equity hol	ders of the p	arent comp	any		
	Issu		Foreign					
	ed		currency		Result		Non-	
	capit	Share	translation	Retained	for the		controlling	Total
	al	premium	reserve	earnings	period	Total	interests	equity
As at 31 December 2016			(407.000)	460				
(audited)	63	30 933	(127 993)	160 737	22 153	85 893	2 511	88 404
Profit for the period	-	-	-	-	4 277	4 277	19	4 296
Other comprehensive								
income	-	-	828	-	-	828	17	845
Total comprehensive income	-	-	828	-	4 277	5 105	36	5 141
Allocation of prior period								
result	-	-	-	22 153	(22 153)	-	-	-
Exchange differences	1	-	(1)	-	-	-	-	-
As at 31 March 2017								
(unaudited)	64	30 933	(127 166)	182 890	4 277	90 998	2 547	93 545
As at 31 December 2017								
(audited)	72	30 933	(132 271)	182 890	22 457	104 081	2 835	106 916
Profit for the period	-	-	-	-	7 233	7 233	96	7 329
Other comprehensive								
income	-	-	7 062	-	-	7 062	193	7 255
Total comprehensive income	-	-	7 062	-	7 233	14 295	289	14 584
Allocation of prior period								
result	-	-	-	22 457	(22 457)	-	-	-
Exchange differences	2	-	(2)	-	-	-	-	-
As at 31 March 2018								
(unaudited)	74	30 933	(125 211)	205 347	7 233	118 376	3 124	121 500

	[signed]		[signed]
Borys Bielikov		Vitalii Veresenko	
Chief Executive Officer		Non-executive director	
	[signed]		[signed]
Marc van Campen		Sergii Karpenko	
Non-executive director		Non-executive director	

# OVOSTAR UNION N.V. AND ITS SUBSIDIARIES CONSOLIDATED CONDENSED INTERIM FINANCIAL STATEMENTS



CONSOLIDATED CONDENSED INTERIM STATEMENT OF CASH FLOWS For the three months ended 31 March 2018 (in USD thousand, unless otherwise stated)

iii OSD tilousaliu, uliless otilei wise stateu)	Note	3 months ended 31 March 2018 (unaudited)	3 months ended 31 March 2017 (unaudited)
Operating activities			
Profit before tax		7 429	4 299
Non-cash adjustment to reconcile profit before tax to net cash flows:			
Depreciation of property, plant and equipment and amortisation of	11	677	681
intangible assets			
Net change in fair value of biological assets	14	1 543	(168)
Disposal of biological assets		293	293
Finance income		(160)	(162)
Finance costs		1 556	133
Recovery of assets previously written-off	9	(30)	(20)
Working capital adjustments:			
Decrease in trade and other receivables		6 795	2 257
Increase in prepayments to suppliers		(898)	(143)
Increase in other non-current assets		(54)	-
(Increase)/Decrease in inventories		(2 396)	1 145
Decrease in trade and other payables and advances received		177	360
		14 932	8 675
Net cash flows from operating activities		14 932	8 675
Investing activities			
Purchase of property, plant and equipment		(518)	(426)
Increase in biological assets	14	(2 832)	(2 634)
Net cash flows used in investing activities		(3 350)	(3 060)
Financing activities			
Proceeds from borrowings		_	_
Interest received		160	162
Interest paid		-	(12)
Net cash flows used in financing activities		160	150
Net (decrease)/increase in cash and cash equivalents		11 742	5 765
Effect from translation into presentation currency		714	96
Cash and cash equivalents at 01 January 2018		14 958	12 178
Cash and cash equivalents at 31 March 2018		27 414	18 039

For translating results and financial position into a presentation currency, the Group applies IAS 21 "The Effects of Changes in Foreign Exchange Rates". Procedures and rules applied by the Group are specified in Note 2.3.

[sign	ied]		[signed]
Borys Bielikov		Vitalii Veresenko	
Chief Executive Officer		Non-executive director	
[sign	ied]		[signed]
Marc van Campen		Sergii Karpenko	
		Non-executive director	



#### 1. Corporate information

Ovostar Union N.V. (referred to herein as the "Company"), a limited liability company registered under the laws of the Netherlands, was incorporated on 22 March 2011 in Amsterdam. Ovostar Union N.V. was formed to serve as the ultimate holding company of LLC "Ovostar Union" and its subsidiaries. Hereinafter, LLC "Ovostar Union" and its subsidiaries are referred to as the "Ovostar Union Group" or the "Group". The registered office and principal place of business of the Company is Jan van Goyenkade 8, 1075 HP Amsterdam.

Principal activities of the Group include egg production, distribution, egg products manufacturing and production of sunflower oil, rapeseed oil and related products. The largest shareholder is Prime One Capital Ltd., Cyprus. Its principal activity is the holding of ownership interests in its subsidiary and strategic management.

The Group operates through a number of subsidiaries in Ukraine, Latvia and British Virgin Islands (the list of the subsidiaries is disclosed in Note 7) and has a concentration of its business in Ukraine, where its production facilities are located. Subsidiary companies are registered under the laws of Ukraine and British Virgin Islands. The registered office and principal place of business of the subsidiary companies in Ukraine is 34 Petropavlivska Street, Kyiv, Ukraine.

Information on other related party relationships of the Group is provided in Note 22.

The company is listed on Warsaw Stock Exchange.

The Group is controlled by the Beneficial Owners – Mr. Borys Bielikov and Mr. Vitalii Veresenko (hereinafter, the "Beneficial Owners")

The consolidated condensed interim financial statements for the three months ended 31 March 2018 were authorized by the Board of Directors on 14 May 2018.

#### 2. Basis of preparation

# 2.1. Statement of compliance and basis of measurement

The consolidated condensed interim financial statements are prepared in accordance with International Financial Reporting Standards as adopted by the European Union ("IFRS EU" hereinafter).

The companies of the Group maintain their accounting records under Ukrainian Accounting Standards ("UAS" hereinafter). UAS principles and procedures may differ from those generally accepted under IFRS EU. Accordingly, the consolidated condensed interim financial state ments, which have been prepared from the Group entities' UAS records, reflect adjustments necessary for such financial statements to be presented in accordance with IFRS EU.

The consolidated condensed interim financial statements have been prepared on the historical cost basis except for the following items, which are measured on an alternative basis on each reporting date.

<u>Items</u> <u>Measurement bases</u>

Biological assets Fair value less costs to sell

Details of the Group accounting policies are included in Note 5.

#### 2.2. Going concern basis

The financial statements are prepared on a going concern basis, under which assets are sold and liabilities are repaid in the ordinary course of business. The accompanying consolidated condensed interim financial statements do not include adjustments that would need to be made in case if the Group was unable to continue as a going concern.

### 2.3. Functional and presentation currency

The functional currency of the Company is U.S. dollar (USD). The consolidated condensed interim financial statements are presented in the company's functional currency, that is, U.S. dollar (USD). The operating subsidiary have Ukrainian hryvnia (UAH) as their functional currency. All values are rounded to the nearest thousands, except when otherwise is indicated.

The USD has been selected as the presentation currency for the Group as: (a) management of the Group manages business risks and exposures, and measures the performance of its businesses in the USD; (b) the USD is widely used as a presentation currency of companies engaged primarily in agricultural; and (c) the USD is the most convenient presentation currency for non-Ukrainian users of these IFRS consolidated condensed interim financial statements.

The Group translates its results and financial position into the presentation currency as the follows:

• assets and liabilities for each statement of financial position presented (ie including comparatives) shall be translated at the closing rate at the date of that statement of financial position;

Notes on pages 8 - 38 form an integral part of these consolidated condensed interim financial statements



- income and expenses for each statement of comprehensive income or separate income statement presented (ie including comparatives) shall be translated at exchange rates at the dates of the transactions; and
- all resulting exchange differences shall be recognised in other comprehensive income.

During three months ended 31 March 2018 and 2017, the exchange rate had significant fluctuations. Consistent with IAS 21, if exchange rates fluctuate significantly, the use of the average rate for a period is inappropriate. Considering significant depreciation of Ukrainian currency against major foreign currencies and seasonality of sales, Management of the Group decided to translate income and expense items at average quarterly rates. On consolidation, the assets and liabilities of the Subsidiaries are translated at exchange rates prevailing on the reporting date. Income and expense items are translated at the average quarterly rates, unless the exchange rates fluctuate significantly during that period, in which case the exchange rates at the dates of the transactions are used. Exchange differences arising, if any, are recognized in "Other comprehensive income" and accumulated in the "Foreign currency translation reserve".

Relevant exchange rates are presented as follows:

	Closing rate as at 31 March 2018 (unaudited)	Average rate for the 3 months ended 31 March 2018 (unaudited)	Closing rate as at 31 December 2017 (audited)	Closing rate as at 31 March 2017 (unaudited)	Average rate for the 3 months ended 31 March 2017 (unaudited)
USD/UAH	26.5435	27.3203	28.0672	26.9761	27.0598
EUR/UAH	32.7042	33.5633	33.4954	28.9642	28.8073
USD/PLN	3.4303	3.4039	3.4889	3.9538	4.0607
USD/EUR	0.8112	0.8104	0.8348	0.9362	0.9387

#### 3. Basis of consolidation

The consolidated condensed interim financial statements comprise the financial statements of the Group and its subsidiaries as at 31 March 2018. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if, and only if, the Group has:

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

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

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

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

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

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



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

# 4. Use of estimates and assumptions

The preparation of the financial statements requires management to make estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities, at the end of the reporting period. However, due to uncertainty about these estimates, actual results recorded in future periods may differ from such estimates.

These consolidated condensed interim financial statements include management's estimates regarding the value of assets, liabilities, revenues, expenses, and recognized contractual obligations. These estimates mainly include:

# 4.1. Impairment of property, plant and equipment

In accordance with IAS 36 "Impairment of Assets" the Group reviews the carrying amount of non-current tangible assets (mainly property, plant and equipment) to identify signs of impairment of these assets.

If there is an indication that an asset may be impaired, the Group uses a model of strategic planning in order to calculate the discounted cash flows (using the "value in use" method, as defined in IAS 36) and, thus, assess the recoverability of the carrying amount of property, plant and equipment. The model was based on budgets and forecasts approved by the management for the next 5 years.

Expected future cash flows reflect long-term production plans formed on the basis of past experience and market expectations. The plans take into account all relevant characteristics of poultry farming, including egg production, volume of egg processing, prices for main components of mixed fodder. Thus, the production capacity is the basis for forecasting the future production volume for each subsequent year and related production costs.

Levels of costs included in projected cash flows are based on current long-term production plans. When conducting impairment testing, recent levels of costs are taken into account, as well as the expected cost changes based on the current condition of operating activities and in accordance with the requirements of IAS 36. IAS 36 provides a number of restrictions on future cash flows, which may be recognized in respect of future restructuring and capital modernization expenses.

Below are the key assumptions that formed the basis for forecasting future cash flows in the models:

- prices for main components of mixed fodder are based on internal forecasts of the Group's management;
- production data (production of eggs, safety of livestock, meat production volume, production of egg products) based on internal forecasts of the Group's management from past experience;
- selling prices for eggs, egg products and poultry meat are based on forecasts of the Group's management and market expectations.

Management believes that calculations of the recoverable amount are most sensitive to changes in such assumptions as the price of poultry meat, price of eggs and eggs product, price of poultry fodder and production data. Management believes that any reasonably possible change in key assumptions on which the recoverable amount of the Group is based will not cause the excess of carrying amount of the Group over its recoverable amount.

Application of IAS 36 requires extensive judgments by the management regarding estimates and assumptions related to future cash flows and discount rate. Given the nature of the current global economic environment, such assumptions and estimates have a high degree of uncertainty. Therefore, other similar assumptions may lead to significantly different results.

# 4.2. Fair value of biological assets

Estimation of fair value of biological assets is based on the discounted cash flow model. The fair value of biological assets might be affected by the fact that the actual future cash flows will differ from the current forecast, which typically occurs as a result of significant changes in any factors or assumptions used in the calculations.

Among such factors are:

- differences between actual prices and price assumptions used in estimating net realizable value of eggs;
- changes in productivity of laying hens;
- unforeseen operational problems inherent in the branch specificity;
- age of hens at the end of the reporting period;
- changes in production costs, costs of processing and products sales, discount and inflation rates and exchange rates that could adversely affect the fair value of biological assets.

Notes on pages 8 - 38 form an integral part of these consolidated condensed interim financial statements

# OVOSTAR UNION N.V. AND ITS SUBSIDIARIES CONSOLIDATED CONDENSED INTERIM FINANCIAL STATEMENTS



# NOTES TO THE CONSOLIDATED CONDENSED INTERIM FINANCIAL STATEMENTS (in USD thousand, unless otherwise stated)

The key assumptions concerning biological assets based on discounted cash flow approach are presented as follows:

- cost planning at each stage of poultry farming will remain constant in future periods;
- egg production volume will not be significantly changed;
- egg sale price in future periods;
- long-term inflation rate of Ukrainian UAH in future periods;
- discount rate for determining the present value of future cash flows expected from the biological assets (Note 14).

Management determined that calculations of the fair value of biological assets are the most sensitive to changes in such assumptions as the volume of egg production, cost planning and prices of eggs, eggs product and poultry meat. Management believes that any reasonably possible change in key assumptions will not cause any significant change in the fair value of biological assets.

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

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

Although some of these assumptions are obtained from published market data, the majority of these assumptions are estimated based on the Group's historical and projected results.

Fair value related disclosures for financial instruments and non-financial assets that are measured at fair value or where fair values are disclosed, are summarized in Notes 14.

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

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

#### 4.3. Allowances for doubtful debts

The Group forms allowances for doubtful debts to cover any potential losses arising in case of buyer's insolvency. In assessing the adequacy of the allowance for doubtful debts the management takes into account overall current economy conditions, terms of balances for outstanding receivables, the Group's experience to write-off liabilities, customers' solvency and changes in the conditions of payment. Changes in the economy, industry or financial position of individual buyers may cause adjustment to the amount of allowance for doubtful debts reflected in the consolidated condensed interim financial statements.

# 4.4. Useful lives of property, plant and equipment

The Group estimates useful lives of property, plant and equipment at least at the end of each financial year and, if expectations differ from previous estimates, changes are recorded as changes in accounting estimates in accordance with IAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors". These estimates can have a significant impact on the carrying amount of property, plant and equipment and depreciation expenses during the period.

### 4.5. Deferred tax assets

Deferred tax assets are recognized for all unused tax losses to the extent that the inflow of taxable profit is possible, at the expense of which these losses may be implemented. Significant judgments are required from the management in determining the amount of deferred tax assets that can be recognized on the basis of the possible terms of receipt and the level of future taxable profit together with the future tax planning strategy.



### 5. Summary of significant accounting policies

#### 5.1 Recognition and measurement of financial instruments

Financial assets and financial liabilities are recorded in the Group's consolidated condensed interim statement of financial position when the Group becomes a contractual party regarding the corresponding financial instrument. The Group records the acquisition and sale of financial assets and financial liabilities at the settlement date.

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 recognised immediately in profit or loss.

Fair value of investments that are actively traded in organized financial markets is calculated on the basis of current market value at the close of trading on the reporting date. Regarding investments in securities for which there is no active market, fair value is calculated using other methods of valuation of financial instruments. Such valuation methods include the use of information on recent market transactions between well informed, willing to commit such transaction, independent parties, or data about the current market value of another similar instrument, discounted cash flow analysis or other pricing models.

Accounting policy for subsequent revaluation of these items is disclosed below in the appropriate sections of accounting policy.

#### 5.2 Financial assets

Initial recognition and measurement

Financial assets are recognised initially at transaction costs that are attributable to the acquisition of the financial asset.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset

#### 5.3 Effective interest rate method

The effective interest rate method is used to calculate the amortized cost of a financial asset and distribute interest income during the relevant period. The effective interest rate is the rate that enables discounting of estimated future cash receipts through the expected life of a financial asset or a shorter period, if applicable.

Revenues relating to debt instruments are recorded using the effective interest rate method, except for financial assets at fair value through profit or loss.

Financial assets at fair value through profit or loss - a financial asset is classified as at fair value through profit or loss if it is held for trading or designated at fair value through profit or loss.

A financial asset is classified as held-for-trading if it is:

- purchased originally for the purpose of sale / repayment within a short period of time; or
- a part of the portfolio of identified financial instruments that are managed together, and structure of which demonstrates the intention of profit earning in the short term; or
- a derivative that is not classified as a hedging instrument and is not effective for these purposes.

A financial asset that is not a financial asset held-for-trading may be classified as a financial asset at fair value through profit or loss at the time of recognition in the accounting records if:

- application of such classification eliminates or significantly reduces discrepancies in valuation or accounting, that otherwise might arise, or
- a financial asset is a part of a group of financial assets, financial liabilities or both groups, which are managed and controlled on the basis of fair value in accordance with a documented risk or investment management strategy, and information about this group is provided internally on that basis, or
- it exists in the framework of the contract containing one or more embedded derivatives, and IAS 39 "Financial Instruments: Recognition and Measurement" permits to classify the whole contract (asset or liability) as at fair value through profit or loss.

Financial assets at fair value through profit or loss are measured at fair value with arising gains or losses recognized in the consolidated condensed interim statement of comprehensive income. Net gains or losses recognized in the income statement include dividends and interest received on the relevant financial asset.



Held-to-maturity investments - investments held to maturity are measured at amortized cost using the effective interest rate method, less impairment, and income is recognized using the effective yield method. During the reporting periods presented in these financial statements, the Group had no investments of this category.

Loans and receivables - accounts receivable regarding principal activities, loans, borrowings and other receivables with fixed or determinable payments that are not quoted in an active market are classified as "loans and receivables". Loans and receivables are measured at amortized cost using the effective interest rate method less impairment and uncollectible debts. Interest income is recognized by applying the effective interest rate, except for short-term receivables for which the amount of such interest income is insignificant.

Unquoted investments available for sale are accounted for at cost if their fair value cannot be reliably measured.

#### 5.4 Cash and cash equivalents

Cash and cash equivalents include cash on hand and cash in bank accounts and deposits with an original maturity date of three months or less and are stated at fair value.

#### 5.5 Cash deposits

Cash deposits in the statement of financial position are held for the investment activities. For the purpose of the consolidated condensed interim financial statement of cash flows, short-term deposits are included in the investing activities.

#### 5.6 Impairment of financial assets

Financial assets, except for financial assets at fair value through profit or loss, at each reporting date are assessed for signs indicating impairment. Impairment loss is recognized when there is objective evidence of reduction of the estimated future cash flows on this asset as a result of one or more events that occurred after the financial asset was recorded in the accounting. For financial assets at amortized cost, the amount of impairment is calculated as the difference between the asset's carrying amount and present value of the expected future cash flows discounted using the effective interest rate.

Impairment loss directly reduces the carrying amount of all financial assets, except for accounts receivable on principal activities, carrying amount of which is reduced due to the allowance formed. If the accounts receivable on principal activities are uncollectible, they are written-off against the related allowance. Subsequently received reimbursements of amounts previously written-off are recorded in credit of the allowance account. Changes in the carrying amount of the allowance account are recorded in the profit and loss.

Except for equity instruments available for sale, if in a subsequent period the amount of impairment loss decreases and such decrease can be objectively related to an event occurring after the impairment was recognized, the impairment loss previously recognized is recovered by adjusting the items in the income statement. In this case, the carrying amount of financial investments at the date of recovery of impairment cannot exceed its amortized cost, which would be reflected in the case, if impairment was not recognized.

In respect of equity securities available for sale, any increase in fair value after recognition of impairment loss relates directly to equity.

# 5.7 Writing-off of financial assets

The Group writes-off a financial asset only if rights for cash flows under the corresponding contract terminated the treaty or if a financial asset and corresponding risks and rewards are transferred to other organization. If the Group does not transfer or retain all the principal risks and rewards of ownership of the asset and continues to control the transferred asset, it shall record its share in the asset and related liability in the amount of possible payment of corresponding amounts. If the Group retains all the principal risks and rewards of ownership of the transferred financial asset, it shall continue to account for the financial asset, and reflect a secured loan on income earned.

### 5.8 Financial liabilities and equity instruments issued by the Group

#### 5.8.1 Accounting as liabilities or equity

Debt and equity financial instruments are classified as liabilities or equity based on the substance of the corresponding contractual obligations.

# 5.8.2 Equity instruments

Equity instrument is any contract confirming the right for a share in the company's assets remaining after deduction of all its liabilities. Equity instruments issued by the Group are recorded in the amount of generated income net of direct expenses for their issue.



### 5.8.3 Liabilities under financial guarantee contracts

Liabilities under financial guarantee contracts are initially measured at fair value and subsequently recorded at the higher of:

- cost of contractual obligations determined in accordance with IAS 37 "Provisions, Contingent Liabilities and Contingent Assets", and
- cost, less, where applicable, accumulated depreciation reflected in accordance with the principles of revenue recognition set forth below.

### 5.8.4 Financial liabilities

*Initial recognition and measurement* 

Financial liabilities are classified, at initial recognition as loans and borrowings, payables.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

A financial liability is classified as held for trading if it is:

- assumed mainly to be repurchased within a short period of time; or
- a part of the portfolio of identified financial instruments that are managed together, and structure of which demonstrates the intention of profit earning in the short term; or
- a derivative that is not classified as a hedging instrument and is not effective for these purposes.

A financial liability that is not a financial liability held-for-trading may be classified as a financial liability at fair value through profit or loss at the time of recognition in the accounting records if:

- application of such classification eliminates or significantly reduces discrepancies in valuation or accounting, that otherwise might arise, or
- a financial liability is a part of a group of financial assets, financial liabilities or both groups, which are managed and controlled on the basis of fair value in accordance with a documented risk or investment management strategy, and information about this group is provided internally on that basis, or
- it exists within the framework of the contract containing one or more embedded derivatives, and IAS 39 "Financial Instruments: Recognition and Measurement" permits to classify the whole contract (asset or liability) as at fair value through profit or loss.

Financial liabilities at fair value through profit or loss are measured at fair value with arising gains or losses recognized in the financial results. Net gains or losses recognized in the income statement include interest paid on a financial liability.

Other financial liabilities - other financial liabilities, including borrowings, are accounted for at fair value less transaction costs. Other financial liabilities are subsequently measured at amortized cost using the effective interest rate method, with the recognition of interest expenses using the effective (actual) yield.

### 5.8.5 Trade and other accounts payable

Trade payables are recognized when the counterparty fulfills its contractual obligations and measured at amortized cost using the effective interest rate.

#### 5.8.6 Loans and borrowings

Loans and borrowings are initially recognized at fair value less costs incurred in the transaction. Subsequently, loans and borrowings are stated at amortized cost; any difference between proceeds (net of transaction costs) and the amount of repayment is reflected in the income statement over the period for which loans and borrowings are issued using the effective interest rate method. Loans and borrowings are classified as current liabilities, unless the Group has an unconditional right to defer settlement of the obligation to at least one year after the date of balance sheet preparation.

#### 5.8.7 Writing-off of financial liabilities

The Group writes-off financial liabilities only when they are repaid, cancelled or expire.

### 5.9 Foreign currency transactions

Transactions in currencies other than the functional currency are initially recorded at exchange rates set on the dates of these transactions. Monetary assets and liabilities denominated in such currencies are translated at the rates applicable at the

# OVOSTAR UNION N.V. AND ITS SUBSIDIARIES CONSOLIDATED CONDENSED INTERIM FINANCIAL STATEMENTS



# NOTES TO THE CONSOLIDATED CONDENSED INTERIM FINANCIAL STATEMENTS (in USD thousand, unless otherwise stated)

reporting date. All realized and unrealized gains and losses resulting from exchange rate differences are included in profit or loss for the period.

### 5.10 Biological assets

Biological assets represented by the commercial herd and herd replacements are recorded at fair value less estimated selling and distribution expenses. Estimate of fair value of biological assets of the Group is based on discounted cash flow models, according to which the fair value of biological assets is calculated using present value of the expected net cash flows from biological assets discounted at the appropriate rate.

The Group recognizes a biological asset only where it controls an asset as a result of past events; it is probable that the economic benefits from the asset will flow to the Group; fair value or cost of an asset can be estimated with reasonable certainty.

Profit or loss arising on initial recognition of biological assets at fair value less estimated selling and distribution expenses is included in the consolidated condensed interim income statement as incurred.

Agricultural products collected from a biological asset are measured at fair value less estimated selling and distribution expenses. Profit or loss arising on initial recognition of agricultural products at fair value, less estimated selling and distribution expenses, is recognized in the consolidated condensed interim statement of comprehensive income.

#### 5.11 Inventories

Inventories consist mainly of raw materials, package and packing materials, agricultural produce and finished goods. Inventories are valued at the lower of cost and net realisable value.

Cost of goods includes the cost of acquisition and, where appropriate, costs incurred in bringing inventories to their present condition and location. Cost is calculated using the weighted average method. Initial cost of inventories includes the transfer of gains and losses on qualifying cash flow hedges, recognised in OCI, in respect to the purchases of raw materials.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

### 5.12 Property, plant and equipment

Property, plant and equipment are recorded at historical cost or deemed cost, equal to fair value at the date of transition to IFRS, less accumulated depreciation and accumulated impairment losses. Historical cost of an asset of property, plant and equipment includes (a) the purchase price, including non-recoverable import duties and taxes net of trade and other discounts; (b) any costs directly related to bringing an asset to the location and condition, which allow its functioning in accordance with the intentions of the Group's management; (c) initial assessment of the costs of dismantling and removal in the asset of property, plant and equipment and restoring the occupied territory; this obligation is assumed by the Company either upon the acquisition of an asset, or as a result of its operation for a certain period of time for the purposes not related to the production of inventories during this period. Cost of assets created in-house includes cost of materials, direct labor costs and an appropriate proportion of production overheads.

Construction in progress includes costs directly related to the construction of property, plant and equipment, including distribution of variable overheads associated with the construction and prepayments for the property, plant and equipment. Construction in progress is not depreciated. These assets are depreciated from the moment when they are used in economic activity, on the same basis as depreciation on other assets.

Subsequently capitalised costs include major expenditures for improvements and replacements that extend the useful lives of the assets or increase their revenue generating capacity. Repairs and maintenance expenditures that do not meet the foregoing criteria for capitalisation are charged to the consolidated condensed interim financial statement of comprehensive income as incurred.

Depreciable amount is the cost of an asset of property, plant and equipment, or any other amount, less its residual value. The residual value of an asset is the estimated amount that the company would receive to date from the sale of an item of property, plant and equipment, less estimated costs of disposal if the asset reached the age and condition, in which, presumably, it will be at the end of its useful life. Assets under finance lease are depreciated over the shorter of estimated useful life on the same basis as own assets or over the period of the relevant lease.



Depreciation is provided to write-off the depreciable amount over the useful life of an asset and is calculated using the straight-line method. Useful lives of the groups of property, plant and equipment are as follows:

Buildings10 - 40 yearsPlant and equipment5 - 25 yearsVehicles3 - 10 yearsFurniture and fittings3 - 5 yearsConstruction in progress and uninstalled equipmentNo depreciation

The residual value, useful life and depreciation method are reviewed at the end of each financial year. Impact of any changes arising from estimates made in prior periods is recorded as a change in an accounting estimate.

Gains or losses arising from disposal or liquidation of an asset of property, plant and equipment, are defined as the difference between sales proceeds and carrying amount of an asset and recognized in profit or loss.

# 5.13 Impairment of property, plant and equipment

At the end of each reporting period the Group identifies signs of possible impairment of assets. If any such indication exists, the Group reviews the carrying amount of its items of property, plant and equipment to determine whether any signs of impairment exist due to depreciation. If any such indication exists, the expected recoverable amount of an asset is estimated to determine the amount of impairment losses, if any.

In order to determine the impairment losses, assets are grouped at the lowest levels for which it is possible to identify separately the cash flows (cash generating unit).

The recoverable amount is the higher of fair value less selling and distribution expenses and value of an asset in use. In assessing the value of an asset in use, the estimated future cash flows associated with the asset, are discounted to their present value using pre-tax discount rate that reflects current market estimates of time value of money and the risks inherent in the asset.

If, according to the estimates, the recoverable amount of an asset (cash generating unit) is less than its carrying amount, the carrying amount of an asset (cash generating unit) is reduced to the recoverable amount. An impairment loss is recognized immediately in the income statement, except when the asset is recorded at a revalued amount. In this case the impairment loss is considered as a revaluation decrease.

In cases where impairment losses are subsequently reversed, the carrying amount of the asset (cash generating unit) is increased to the revised estimate of recovery amount, however, in such a way that the increased carrying amount does not exceed the carrying amount that would be determined, if an impairment loss was not recognized in respect of an asset (cash generating unit) in previous years. Reversal of impairment loss is recognized immediately in the income statement, except when the asset is recorded at a revalued amount. In this case, the reversal of an impairment loss is considered as a revaluation increase.

# 5.14 Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is its fair value as at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and any accumulated impairment losses. Internally generated intangible assets are not capitalized and expenditure is reflected in the income statement in the year in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at each financial year end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the income statement in the expense category consistent with the function of the intangible asset.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the income statement when the asset is derecognised.

Notes on pages 8 - 38 form an integral part of these consolidated condensed interim financial statements



Amortization is calculated on a straight line basis over the useful life of an asset, which is 10 years.

#### 5.15 Borrowing costs

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

#### 5.16 Leases

Leases are classified as finance leases when according to the terms of lease the lessee assumes all principal risks and rewards incident to ownership of the leased property. Other leases are classified as operating leases. Income and expenses associated with operating leases are accrued on a straight-line basis and recorded in the income statement over the lease term.

### 5.17 Group as a lessee

Finance leases, which transfer to the Group substantially all the risks and benefits incidental to ownership of the leased item, are capitalised at the commencement of the lease at the fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in the statement of comprehensive income. Operating lease payments are recognized as an expense in the income statement evenly over the lease term.

#### 5.18 Group as a lessor

Leases where the Group does not transfer substantially all the risks and rewards of ownership of the asset are classified as operating leases. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same base as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

#### 5.19 Contingent assets and liabilities

Contingent liabilities are not recognized in the financial statements. Such liabilities are disclosed in the notes to the financial statements, except where the probability of outflow of resources embodying economic benefits is insignificant.

Contingent assets are not recognized in the financial statements, but disclosed in the notes to the extent that it is probable that the economic benefits will flow to the Group.

#### 5.20 Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the obligation amount.

The amount recognized as a provision is the best estimate of compensation necessary to repay a current liability on the reporting date, which takes into account all the risks and uncertainties inherent in this liability. In cases where the amount of provision is estimated using cash flows that can be required to repay current liabilities, its carrying amount represents the present value of these cash flows.

Where there is a possibility that one or all of the economic benefits necessary to recover the amount of provision will be reimbursed by a third party, the receivables are recognized as an asset if there is actual assurance that such reimbursement will be received and the amount of receivables can be measured reliably.

# 5.21 Revenue recognition

Revenues from the sale of goods are recognized when the Group has transferred to the buyer all significant risks and rewards of ownership of the goods, and it is probable that the economic benefits associated with this transaction will flow to the Group.

Revenues from rendering of services are recognized in the reporting period in which the services were provided, based on the level of completion of the specific transaction and only when the amount of revenue can be reliably measured and it is probable that the economic benefits associated with this transaction will flow to the Group.

Income and expenses relating to the same transaction or event are recognized simultaneously. Interest income is recognized using the effective interest rate method.



#### 5.22 Income tax

Income tax is calculated in accordance with the requirements of the applicable legislation of Ukraine. Income tax is calculated on the basis of financial results for the year adjusted to items that are not included in taxable income or that cannot be attributed to gross expenses. It is calculated using tax rates effective at the reporting date.

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 financial statements and the corresponding tax base used to calculate taxable income. Deferred tax liabilities are generally recognized for all taxable temporary differences and deferred tax assets are recorded taking into account the degree of certainty in sufficient taxable income, which enables to realize temporary differences related to gross expenses.

Deferred tax is calculated at tax rates, which presumably will be applied during the sale of related assets or repayment of related liabilities.

Assets and liabilities on deferred income tax are offset when: a) the Group has a legally enforceable right to offset the recognized current income tax assets and liabilities; b) the Group intends either to perform settlement by offsetting counterclaims, or simultaneously sell the asset and settle the liability; c) deferred tax assets and liabilities relate to income taxes levied by the same taxation authority in each future period in which it is intended to repay or reimburse a significant amount of deferred tax liabilities and assets.

Deferred income tax is recognized in the income statement, except when it relates to items recognized directly in equity. In this case the deferred tax is also recognized in equity.

In 31 March 2018, Ukrainian corporate income tax was levied at a rate of 18% (2017: 18%)

**Fixed agricultural tax:** The majority of the Group companies that are involved in agricultural production (poultry farms and other entities engaged in agricultural production) benefit substantially from the status of an agricultural producer. These companies are exempt from income taxes and pay the Fixed Agricultural Tax instead (Note 13).

#### 5.23 Value Added Tax

For the three months ended 31 March 2018 and 2017, VAT was levied at two rates: 20% on Ukrainian domestic sales and imports of goods, works and services and 0% on export of goods and provision of works or services to be used outside Ukraine.

VAT output equals the total amount of VAT collected within a reporting period, and arises on the earlier of the date of shipping goods to the customer or the date of receiving payment from the customer. VAT input is the amount that a taxpayer is entitled to offset against his VAT liability in the reporting period. According to Ukrainian legislation, rights to VAT input arise on the earlier of the date of payment to the supplier or the date goods are received.

#### 5.24 Government grants

Government grants are stated at fair value when there is reasonable assurance that the grant will be received.

Ukrainian legislation provides a variety of tax benefits and subsidies for agricultural companies. Such benefits and subsidies are approved by the Supreme Council of Ukraine, the Ministry of Agrarian Policy, Ministry of Finance, local authorities. Under the applicable legislation, agricultural producers are entitled to use VAT benefit regarding agricultural transactions.

VAT refunds and other government grants

Upon introduction of a new agricultural support system in early 2017, Ukraine canceled specific VAT subsidies.

Early in 2016, under this program, the Group's companies are subject to special tax treatment for VAT. The Group's enterprises, which qualify as agricultural producers, are entitled to retain the net VAT payable. VAT amounts payable are not transferred to the State, but credited to the entity's separate special account to support the agriculture activities of the Group. Net result on VAT operations, calculated as excess of VAT liability over VAT credit is charged to profit or loss. VAT receivable exceeding VAT liability is used as a reduction in tax liabilities of the next period.

In 2017, the State Budget for agricultural support envisages that support automatically distributed among agricultural producers proportionally based on sales of agricultural products by those producers on a monthly basis. The budget subsidy for a sector is calculated on a monthly basis and is proportional to overall VAT paid. According to the Law of Ukraine On Agricultural Support, all agricultural producers that apply for the subsidy must be included in the State Registry of Budget Subsidy Recipients. An agricultural producer is defined as a farm or a company that derived 75% of its sales over the last 12 reporting periods (months) from sales of agricultural products. From 2017 onwards, budget subsidies will be provided until 1 January 2022. The agricultural producers will be engaged in the production of farm animals, as well as fruit and vegetable



farmers. For each agricultural producer, the amount of the subsidy is not to exceed the amount of VAT tax paid by the producers, and will be distributed on a monthly basis.

Government grants are recognised as income over the periods necessary to match them with the related costs, or as an offset against finance costs when received as compensation for the finance costs for agricultural producers. To the extent the conditions attached to the grants are not met at the reporting date, the received funds are recorded in the Group's consolidated financial statements as deferred income.

Other government grants are recognised at the moment when the decision to disburse the amounts to the Group is made.

Government grants are not recognised until there is reasonable assurance that the Group will comply with the conditions attached to them and that the grants will be received.

#### 5.25 Partial compensation of interest rates on loans raised by the agricultural companies from financial institutions

The Group companies are entitled to compensation from the government of a share of interest expenses incurred on loans which were received for agricultural purposes. The amount of interest compensation depends on the term and purpose of the loan. Due to the fact that the payment of interest compensations depends on the capabilities of the country's budget, they are recognized on a cash basis as other operating income in the period of receipt.

### 5.26 Related party transactions

For the purposes of these consolidated condensed interim financial statements, the parties are considered to be related if one of the parties has a possibility to control or considerably influence the operational and financial decisions of the other company. While considering any relation which can be defined as related party transactions it is necessary to take into consideration the substance of the transaction not only their legal form.

#### 5.27 Reclassification

Certain comparative information presented in the consolidated condensed interim financial statements for the three month ended 31 March 2017 has been revised in order to achieve comparability with the presentation used in the consolidated condensed interim financial statements for the three month ended 31 March 2018. Such reclassifications and revisions were not significant to the Group financial statements.

#### 6. New and amended standards

### (a) New and amended standards and interpretations adopted

The Group applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after 1 January 2017. The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

The nature and the effect of these changes are disclosed below. Although these new standards and amendments applied for the first time in 2017, they did not have a material impact on the annual consolidated financial statements of the Group. The nature and the impact of each new standard or amendment is described below:

Amendments to existing standards	Key issues
<ul> <li>IAS 7 Disclosure Initiative – Amendments to IAS 7</li> </ul>	Requires companies to disclose information about changes in their liabilities arising from financing activities.
<ul> <li>IAS 12 Recognition of Deferred Tax Assets for Unrealised Losses – Amendments to IAS 12</li> </ul>	Clarifies how to account for deferred tax assets related to debt instruments measured at fair value.
<ul> <li>Annual Improvements to IFRS Standards 2014-2016</li> <li>Cycle</li> </ul>	Minor amendments to IFRS 12.

Except for the changes described below, the Group has consistently applied the accounting policies in these interim consolidated financial statements as those applied in the Group's consolidated financial statements as at and for the year ended 31 December 2017. The changes in accounting policies are also expected to be reflected in the Group's consolidated financial statements as at and for the year ending 31 December 2018.

The Group has initially adopted IFRS 15 Revenue from Contracts with Customers (Note 8) and IFRS 9 Financial Instruments from 1 January 2018. The adoption of IFRS 9 have not material effect on the classification and measurement of the Group's financial assets and liabilities. The adoption of IFRS 15 have not significant effect on Group's revenues measurement and recognition.

Notes on pages 8 - 38 form an integral part of these consolidated condensed interim financial statements



# (b) Standards issued but not yet effective

At the date of authorization of these consolidated financial statements, the following Standards and Interpretations, as well as amendments to the Standards were in issue but not yet effective:

	Effective for annual period beginning
International Financial Reporting Standards ("IFRS")	
② IFRS 16 Leases	1 January 2019
IFRS 17 Insurance Contracts	1 January 2021
Amendments to existing standards and interpretations	
☑ Amendments to IFRS 10 and IAS 28 – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Deferred indefinitely
Amendments to IAS 28 – Long-term Interests in Associates and Joint Ventures	1 January 2019
☑ Amendments to IFRS 9 – Prepayment Features with Negative Compensation	1 January 2019
☑ IFRIC Interpretation 23 – Uncertainty over Income Tax Treatment	1 January 2019
2 Annual Improvements to IFRS Standards 2015-2017 Cycle	1 January 2019



### 7. Subsidiaries and Non-controlling interests

As at 31 March 2018, 2017 and 31 December 2017 the Group included the following subsidiaries:

7.5 4.5 51 17141 611 2010, 2017	and 31 December 2017 the Group included t	31 March	31 December	31 March
		2018	2017	2017
Name of the company	Business activities	(unaudited)	(audited)	(unaudited)
OAE Food Trade FZE	Trade company (United Arab Emirates)	100.0%	-	-
SIA "Gallusman"	Production of shell eggs (Latvia)	89.0%	-	-
SIA "OE Product"	Trade company (Latvia)	89.0%	-	-
International Food Trade Limited	Trade company (British Virgin Islands)	100.0%	100.0%	100.0%
Limited Liability Company "Ovostar Union"	Strategic management of subsidiary companies in Ukraine	100.0%	100.0%	100.0%
Limited Liability Company "Yasensvit"	Breeder farms, production of hatching eggs, farms for growing young laying flock and for laying flock, production and distribution of shell eggs, poultry feed production (Ukraine)	98.0%	98.0%	98.0%
Limited Liability Company "Ovostar"	Egg-products production and distribution (Ukraine)	100.0%	100.0%	100.0%
Public Joint Stock Company "Poultry Farm Ukraine"	Production of shell eggs, assets holding (Ukraine)	92.0%	92.0%	92.0%
Public Joint Stock Company "Malynove"	Production of shell eggs, assets holding (Ukraine)	94.0%	94.0%	94.0%
Public Joint Stock Company "Krushynskyy Poultry Complex"	Trading company, egg trading – non operational activity (Ukraine)	76.0%	76.0%	76.0%
Limited Liability Company "Skybynskyy Fodder Plant"	In the process of liquidation (Ukraine)	98.6%	98.6%	98.6%

On 6 March 2018, the Group acquired 89% interest in the voting shares of SIA "OE Product" and SIA "Gallusman", an unlisted company based in Latvia, located at: Tinuzu road 17, Ikskile. Ikskile area and Tinuzu road 17, Ikskile, LV-5052, Latvia.

Cash consideration of USD 61 888 (EUR 50 000) SIA "OE Product" and of USD 2 457 (EUR 2 000) SIA "Gallusman" was paid to the non-controlling shareholders. The Group acquired the above mentioned companies because it significantly enlarges the range of products in eggs segment that can be offered to its clients.

The Group has elected to measure the non-controlling interests in the acquire at fair value.

The group exports a large number of eggs and Egg-products to the United Arab Emirates. Having estimated potential and prospects of the further expansion to the UAE market, in 2018 the Group decided to open a company in Dubai. Share capital was USD 28 thousands. The Group owns 100% shares in OAE Food Trade FZE.



### Assets acquired and liabilities assumed

The fair values of the identifiable assets and liabilities of SIA "OE Product" as at the date of acquisition were:

	Note	SIA "Gallusman" (unaudited)	SIA "OE Product" (unaudited)
Assets			
Property, plant and equipment	15	-	11
Inventories	16	6	656
Prepayments		2	-
Trade receivables	17	10	5 449
Cash and cash equivalents	18	2	5 773
Total assets		20	11 889
Liabilities			
Loans		(18)	-
Trade and other payables	21	-	(11 876)
Total liabilities		(18)	(11 876)
Total identifiable net assets at fair value		2	13
Non-controlling interest measured at fair value		<del>-</del>	(1)
Goodwill arising on acquisition		1	50
Purchase consideration transferred		3	62
Consideration paid		(2)	(62)
Cash acquired		2	5 773
Purchase consideration transferred		-	5 711

As a result of business combination goodwill was recognized in the amount of USD 51 thousand. Loss on impairment of goodwill amounting to USD 51 thousand was recognized in the income statement as at the date of acquisition.

The fair value of the trade receivables amounts to USD 5 413 thousand. However, none of the trade receivables have been impaired and it is expected that the full contractual amounts can be collected.

The goodwill of USD 51 thousand is allocated entirely to the eggs segment. Due to the contractual terms imposed on acquisition, the customer list is not separable. Therefore, it does not meet the criteria for recognition as an intangible asset under IAS 38. None of the goodwill recognized is expected to be deductible for income tax purposes.

The fair value of the non-controlling interest in SIA"OE Product", an unlisted company, has been estimated by applying proportional to the interest in net assets.

From the date of acquisition, SIA "OE Product" contributed USD 1 286 thousands of revenue. SIA "Gallusman" did not receive any revenue. If the combination had taken place at the beginning of the year, revenue from continuing operations would have been USD 5 341 thousands.

When buying SIA "Gallusman", the group received long-term loan liabilities to USD 18 thousands.

The following tables summarize the information relating to each of the Group's subsidiaries that has material NCI, before any intra-group elimination:



31 March 2018 (unaudited)	LLC "Yasensvit"	PJSC "Poultry Farm Ukraine"	PJSC "Malynove"	PJSC "Krushynskyy Poultry Complex"	SIA "OE Product"	SIA "Gallus man"	Intra-group eliminations	Total
NCI percentage	2.0%	8.0%	6.0%	24.0%	11.0%	11.0%		
Non-current assets	44 204	3 355	7 234	-	11	-		
Current assets	87 285	2 934	1 159	577	11 958	19		
Non-current liabilities	-	-	(43)	(3)	-	(18)		
Current liabilities	(9 663)	(354)	(5 978)	6	(12 605)	2		
Net assets	121 826	5 935	2 372	581	(636)	4		
Carrying amount of NCI	2 437	476	142	139	(70)	-	-	3 124
Revenue	29 064	1 372	98	-	1 459	-		
Profit (loss)	9 870	(480)	(63)	(1)	(540)	-		
OCI	5 963	700	116	47	(2)	(2)		
Total comprehensive income	15 833	220	53	46	(542)	(2)		
Profit allocated to NCI	197	(38)	(4)	-	(59)	-		96
OCI allocated to NCI	119	56	7	11	-	-		193
Cash flows from operating activities	10 302	25	9	-	6 127	(16)		
Cash flows from investment activities	(3 520)	(25)	(65)	-	-	-		
Cash flows from financing activities (dividend to NCI:								
nil)		-	-	-	-	18		
Effect from translation into presentation currency	277	-	49	-	18	-		
Net (decrease)/ increase in cash and cash equivalents	7 059	-	(7)	-	6 145	2		



31 March 2017 (unaudited)	LLC "Yasensvit"	PJSC "Poultry Farm Ukraine"	PJSC "Malynove"	PJSC "Krushynskyy Poultry Complex"	SIA "OE Product"	Intra-group eliminations	Total
NCI percentage	2.0%	8.0%	6.0%	24.0%	11.0%		
Non-current assets	36 279	1 083	7 267	-	-		
Current assets	65 520	3 863	2 200	572	-		
Non-current liabilities	-	-	(204)	(3)	-		
Current liabilities	(6 739)	(298)	(7 000)	7	-		
Net assets	95 060	4 648	2 263	576	-		
Carrying amount of NCI	1 901	372	136	138	-	-	2 547
Revenue	17 933	1 453	808	-	-		
Profit (loss)	5 311	(1 003)	(122)	(1)	-		
OCI	1 001	(151)	33	23	-		
Total comprehensive income	6 312	(1 154)	(89)	22	-		
Profit allocated to NCI	106	(80)	(7)	-	-		19
OCI allocated to NCI	21	(12)	2	6	_		17
Cash flows from operating activities	3 723	31	88	-	_		
Cash flows from investment activities	(2 705)	(3)	(49)	-	-		
Cash flows from financing activities (dividend to NCI: nil)	-	(12)	-	-	-		
Net (decrease)/ increase in cash and cash equivalents	1 084	16	43	-	-		



# 8. Segment information

All of the Group's operations are located within Ukraine.

Segment information is analyzed on the basis of the types of goods supplied by the Group's operating divisions. The Group's reportable segments under IFRS 8 are therefore as follows:

Egg operations segment

Egg products operations segment
Oilseed operations segment

- sales of egg
- sales of chicken meat
- sales of egg processing products
- sales of sunflower oil, rapeseed oil and related products

The accounting policies of the reportable segments are the same as the Group's accounting policies described in Note 5. Sales between segments are mainly carried out at market prices. Operating profit before tax represents segment result. This is the measure reported to the chief operating decision maker for the purposes of resource allocation and assessment of segment performance.

For the purposes of monitoring segment performance and allocating resources between segments:

- All assets are allocated to reportable segments.
- All liabilities are allocated to reportable segments.

The following table presents revenue, results of operations and certain assets and liabilities information regarding segments for the three months ended 31 March 2018 and 2017:

3 months ended 31 March 2018 (unaudited)	Op	Operations segment			
3 months ended 31 March 2016 (dilaudited)	Egg	Egg products	Oilseed	Consolidated	
Revenue from contracts with customers	40 687	9 390	308	50 385	
Inter-segment revenue	(14 943)	(1 280)	(308)	(16 531)	
Revenue from external buyers	25 744	8 110	-	33 854	
Profit before tax	4 846	2 583	-	7 429	

2 months and ad 21 March 2017 (unaudited)	Op	perations segment		
3 months ended 31 March 2017 (unaudited)		Egg products	Oilseed	Consolidated
Revenue from contracts with customers	25 151	5 647	965	31 763
Inter-segment revenue	(11 042)	(391)	(533)	(11 966)
Revenue from external buyers	14 109	5 256	432	19 797
Profit before tax	2 654	1 645	-	4 299

For the three month ended 31 March 2018, 2017 no sales were settled by barter transactions.



Segment assets, liabilities and other information regarding segments as at 31 March 2018, 2017 and 31 December 2017 were presented as follows:

21 March 2019 (unaudited)	Ор	erations segment		
31 March 2018 (unaudited)	Egg	Egg products	Oilseed	Consolidated
Total acquirement access	131 826	14 313	1 265	147 404
Total segment assets	131 826	14 313	1 205	147 404
Total segment liabilities	25 308	571	25	25 904
Addition to property, plant and equipment and				
intangible assets	170	189	-	359
Net change in fair value of biological assets and agricultural produce	(988)	(555)	_	(1 543)
Depreciation and amortization	(544)	(130)	(2)	(676)
Interest income	160	-	-	160
Interest on debts and borrowings	(119)	-	-	(119)
Income tax expense	(1)	(99)	-	(100)
24 December 2017 (audited)	erations segment			
31 December 2017 (audited)	Egg	Egg products	Oilseed	Consolidated
Total segment assets	106 918	23 692	413	131 023
Total segment liabilities	22 803	1 283	21	24 107
31 March 2017 (unaudited)	Ор	erations segment		
31 March 2017 (unlauditeu)	Egg	Egg products	Oilseed	Consolidated
Total segment assets	108 457	6 019	1 409	115 885
Total segment liabilities	21 725	571	44	22 340
Addition to property, plant and equipment and				
intangible assets	238	188	-	426
Net change in fair value of biological assets and	127	41		168
agricultural produce  Depreciation and amortization	(639)	(40)	(2)	(681)
Interest income	162	(40)	( <i>∠</i> ) -	162
Interest on debts and borrowings	(134)	-	_	(134)
Income tax expense	-	(3)	-	(3)
<del>-</del>	(134)		-	, ,

The Group presented disaggregated revenue based on the type of goods or services provided to customers and the geographical region of goods and services. Entities will need to make this determination based on entity-specific and/or industry-specific factors that would be most meaningful to their business.

The Group presented a reconciliation of the disaggregated revenue with the revenue information disclosed for each reportable segment.



Set out below is the disaggregation of the Group's revenue from contracts with customers:

3 months ended 31 March 2018 (unaudited)	Operat	ions segment		
3 months chaca 31 march 2010 (anadatea)	Egg	Egg products	Oilseed	Total
Type of goods or service				
Goods	25 742	7 888	-	33 630
Services	2	222	-	224
Total revenue from contracts with customers	25 744	8 110	-	33 854
Geographical markets				
Ukraine	15 479	3 931	-	19 410
Middle East	7 911	873	-	8 784
European Union	1 855	2 965	-	4 820
Africa	499	236	_	735
Other	-	105	-	105
Total revenue from contracts with customers	25 744	8 110	-	33 854

	Operati	ons segment		
3 months ended 31 March 2017 (unaudited)		Egg		
	Egg	products	Oilseed	Total
Type of goods or service				
Goods	14 108	5 256	432	19 796
Services	1	-	-	1
Total revenue from contracts with customers	14 109	5 256	432	19 797
Geographical markets				
Ukraine	9 374	3 237	432	13 043
Middle East	4 360	733	-	5 093
European Union	-	861	-	861
CIS	116	6	-	122
Africa	259	418	-	677
Other	-	1	-	1
Total revenue from contracts with customers	14 109	5 256	432	19 797



### 9. Other operating income

	Note	3 months ended 31 March 2018 (unaudited)	3 months ended 31 March 2017 (unaudited)
Income from refund under the special legislation:			
Income from VAT subsidies	a)	-	-
Income from special VAT treatment	b)	-	1
Total income from refund under the special legislation		-	1
Gain on recovery of assets previously written off		30	20
Other income		35	6
Total		65	27

### a) Income from VAT subsidies

From 1 January 2017, in order to continue state support for agricultural companies, tax legislation introduces budget subsidies. From 2017 onwards, budget subsidies will be provided until 1 January 2022. The agricultural producers will be engaged in the production of farm animals, as well as fruit and vegetable farmers. For each agricultural producer, the amount of the subsidy is not to exceed the amount of VAT tax paid by the producers, and will be distributed on a monthly basis.

In accordance with the Tax Code, the VAT rate is currently effective at 20%.

All members of the Group qualify for the use of VAT benefits except for Limited Liability Company "Ovostar", Open Joint Stock Company "Krushynskyy Poultry Complex", Limited Liability Company "Skybynskyy Fodder Plant", Limited Liability Company "Ovostar Union", Public Joint Stock Company "Malynove".

Included in VAT refunds for the years ended 31 December 2017, 2016 were specific VAT subsidies for the production and sale of eggs and egg products for further processing.

### b) Income from special VAT treatment

According to the Tax Code of Ukraine, companies that generated not less than 75% of gross revenues for the previous tax year from sales of own agricultural products are entitled to retain VAT on sales products, net of VAT paid on purchases, for use in agricultural production. Producers of eggs, poultry and other agriculture producers shall retain VAT in a portion of 50%. In accordance with the changes in the tax legislation of Ukraine, from 1 January 2017, special VAT treatment is canceled.

#### 10. Other operating expenses

	3 months ended 31 March 2018 (unaudited)	3 months ended 31 March 2017 (unaudited)
Fines and penalties	(2)	-
Other expenses	(30)	(17)
Total	(32)	(17)

### 11. Amortisation and depreciation expenses

	3 months ended 31 March 2018 (unaudited)	3 months ended 31 March 2017 (unaudited)
Depreciation and amortisation:		
Cost of sales	(642)	(644)
Selling and distribution costs	(4)	(2)
Administrative expenses	(30)	(35)
Total	(676)	(681)



### 12. Employee benefits expense

	3 months ended 31 March 2018 (unaudited)	3 months ended 31 March 2017 (unaudited)
Wages, salaries and social security:		
Costs of production personnel	(1 206)	(883)
Costs of distribution personnel	(163)	(93)
Costs of administrative personnel	(126)	(97)
Total	(1 495)	(1 073)

#### 13. Income tax

Companies of the Group that are involved in agricultural production pay the Fixed Agricultural Tax (the "FAT") in accordance with the applicable laws. The FAT is paid in lieu of corporate income tax, land tax, duties for geological survey works and duties for trade patents.

The FAT is calculated by local authorities and depends on the area and valuation of land occupied. This tax regime is valid indefinitely. FAT does not constitute an income tax, and as such, is recognized in the statement of comprehensive income in administrative expenses.

During the three months ended 31 March 2018, the Group companies which have the status of the Corporate Income Tax (the "CIT") payers in Ukraine were subject to income tax at a 18% rate (31 March 2017: at a 18% rate). The deferred income tax assets and liabilities as of 31 March 2018 were measured based on the tax rates expected to be applied to the period when the temporary differences are expected to reverse.

The major components of income tax expense for the three months ended 31 March 2018 and 2017 were:

	3 months ended	3 months ended
	31 March 2018	31 March 2017
	(unaudited)	(unaudited)
Current income tax	(88)	(3)
Deferred tax	(12)	-
Income tax (expense)/benefit reported in the income statement	(100)	(3)

#### 14. Biological assets

As at 31 March 2018, 2017 and 31 December 2017 commercial and replacement poultry were presented as follows:

	31 Ma Number,	arch 2018	31 December 2017 Number,		Number,	31 March 2017
	thousand heads	Carryin g value	thousan d heads	Carrying value	thousan d heads	Carrying value
Non-current biological assets						
<u>Replacement poultry</u>						
Hy-line	3 905	39 302	3 632	33 121	3 966	28 785
Total non-current biological assets	3 905	39 302	3 632	33 121	3 966	28 785
Current biological assets						
<u>Commercial poultry</u>						
Hy-line	3 780	10 806	4 058	13 298	3 758	13 223
Total current biological assets	3 780	10 806	4 058	13 298	3 758	13 223
Total biological assets	7 685	50 108	7 690	46 419	7 724	42 008



Classification of biological assets into non-current and current component is based on the life cycle of a biological asset. Biological assets that will generate cash flow more than one year are classified as non-current biological assets, biological assets that will generate cash flow less than one year are classified as current biological assets.

Reconciliation of commercial and replacement poultry carrying values for the three months ended 31 March 2018 and 2017 was presented as follows:

	3 months ended 31 March 2018 (unaudited)	3 months ended 31 March 2017 (unaudited)
As at 01 January 2018	46 419	39 179
Increase in value as a result of assets acquisition	191	191
Increase in value as a result of capitalization of cost	2 641	2 443
Income/(Losses) from presentation of biological assets at fair value	(1 543)	168
Decrease in value as a result of assets disposal	(293)	(293)
Exchange differences	2 693	320
As at 31 March 2018	50 108	42 008

For the three months ended 31 March 2018 the Group produced shell eggs in the quantity of 386 413 thousand items (31 March 2017: 404 456 thousand).

Fair value of biological assets was estimated by the Group's specialists which have experience in valuation of such assets. Fair value was calculated by discounting of expected net cash flow (in nominal measuring) at the moment of eggs produced, using corresponding discount rate which is equal to 21.79% (31 March 2017: 29.87%). Management supposes that sale price and production and distribution costs fluctuations will comply with forecasted index of consumer price in Ukraine. The major assumptions were performed on the basis of internal and external information and it reflected Management's assessment of the future agricultural prospect.

Biological assets of the Group are measured at fair value within Level 3 of the fair value hierarchy.

Value measurement is a maximum value exposed to the following assumptions which were used in fair value calculations of biological assets:

	Assumption as at	Assumption as at
	31 March 2018	31 March 2017
	(unaudited)	(unaudited)
Eggs sale price, USD per item (UAH per item)	0.061(1.675)	0.061 (1.654)
Discount rate, %	21.79%	29.87%
Long-term inflation rate of Ukrainian hrivnya, %	101.13%	110.30%

Based on the current situation in Ukraine that provides a high degree of uncertainty in relation to many of the assumptions in the biological assets revaluation model, and guided by the prudence concept, the Group used conservative approach for calculation of fair value of biological assets as at 31 March 2018.

Changes in key assumptions that were used in fair value estimation of biological assets had the following influence on the value of biological assets as at 31 March 2018 and 2017:

	3 months ended	3 months ended
	31 March 2018	31 March 2017
	(unaudited)	(unaudited)
1% decrease in egg sale price	(677)	(967)
1% increase in discount rate	(650)	(542)
1% increase in long-term inflation rate of Ukrainian hrivnya	101	501



### 15. Property, plant and equipment and intangible assets

During the three months ended 31 March 2018, the Group's additions to property, plant and equipment amounted to USD 359 thousand (2017: USD 426 thousand). In particular the Group acquired equipment for poultry houses in the amount equal to USD 77 thousand (2017: USD 370 thousand) and capital expenditures in amount of USD 15 thousand (2017: 56 thousand) were incurred in connection with the reconstruction and improvement of the existing facilities and reconstruction of poultry buildings.

For the three months ended 31 March 2018 and 2017 respectively the Group has put into operation fixed assets of book value equal to USD 117 thousand and USD 1 105 thousand respectively.

As at 31 March 2018 net book value of property plant and equipment which was used as collateral for bank loans is nil and property, plant and equipment via finance lease amounted is nil (2017: USD 133 thousand).

As at 31 March 2018 construction-in-progress and uninstalled equipment also included prepayments for the property, plant and equipment which amounted to USD 159 thousand (2017: USD 178 thousand).

As at 31 March 2018, included within property, plant and equipment were fully depreciated assets with the original cost of USD 2 597 thousand (2017: USD 2 108 thousand).

Impairment assessment

The Group reviews its property, plant and equipment each period to determine if any indication of impairment exists. Based on these reviews, there were no indicators of impairment as of 31 March 2018, 2017 and 31 December 2017.

#### 16. Inventories

	31 March 2018	31 December 2017	31 March 2017
	(unaudited)	(audited)	(unaudited)
Raw materials	4 804	4 378	4 272
Agricultural produce and finished goods	5 545	3 338	2 168
Package and packing materials	1 274	1 072	669
Work in progress	280	182	124
Other inventories	1 082	858	893
(Less: impairment of agricultural produce and finished goods)	(111)	(105)	(5)
Total	12 874	9 723	8 121

# 17. Trade and other receivables

	31 March 2018	31 December 2017	31 March 2017
	(unaudited)	(audited)	(unaudited)
Trade receivables	16 214	22 076	8 497
VAT for reimbursement	2 844	2 820	1 875
Other accounts receivable	341	24	74
Provision for doubtful accounts receivable	(186)	(200)	(209)
Total	19 213	24 720	10 237



# 18. Cash and cash equivalents

	Note	31 March 2018	31 December 2017	31 March 2017
		(unaudited)	(audited)	(unaudited)
Cash in banks	a)	22 023	14 828	11 256
Cash in deposit		5 384	119	6 777
Cash on hand		7	11	6
Total		27 414	14 958	18 039

# a) Cash in banks by country of bank location denominated in the following currencies:

		21 March 2019	21 Docombor 2017	21 March 2017
	Currency	31 March 2018	31 December 2017	31 March 2017
		(unaudited)	(audited)	(unaudited)
Ukraine	UAH	8 124	4 097	11 880
Ukraine	USD	4 076	3 170	533
Ukraine	EUR	3 215	2 129	893
Ukraine	PLN	-	-	-
Total in Ukraine		15 415	9 396	13 306
Latvia	USD	6 008	-	-
Latvia	EUR	137	-	-
Total in		6 145	-	-
United Kingdom	USD	3 162	5 518	4 105
United Kingdom	EUR	2 665	9	174
<b>Total in United Kingdom</b>		5 827	5 527	4 279
Denmark	USD	3	3	110
Total in Denmark		3	3	110
Poland	USD	-	-	10
Poland	EUR	-	-	303
Total in Poland		-	-	313
Netherlands	USD	15	22	25
Total in Netherlands		15	22	25
Total cash in banks		27 405	14 948	18 033



19. Equity

# Issued capital and capital distribution

For the three months ended 31 March 2018 there were no changes in issued capital.

As referred to in Note 1, the Company was incorporated on 22 March 2011.

The Company's authorized share capital amounts to EUR 225 000 and consists of 22 500 000 ordinary shares with a nominal value off EUR 0.01 each. As at 31 December 2011, 6 000 000 ordinary shares were issued and fully paid. In June 2011 the shares of the Company were listed on the Warsaw Stock Exchange.

As at 31 March 2018, 2017 and 31 December 2017 the shareholder interest above 5% in the Share capital of Company was as follows:

	31 March 2018 (unaudited)	31 December 2017 (audited)	31 March 2017 (unaudited)
Prime One Capital Ltd.	67.93%	67.93%	70.24%
Generali Otwarty Fundusz Emerytalny	9.94%	9.94%	9.94%
FAIRFAX FINANCIAL Holdings Limited	5.35%	5.35%	5.35%
AVIVA Otwarty Fundusz Emerytalny Aviva BZ WBK	5.02%	5.02%	5.02%

#### Foreign currency translation reserve

According to section 373, Book 2 of the Dutch Civil Code, the Company's share capital has been converted at the exchange rate prevailing at the reporting date. The EUR 60 000 (equivalent to 6 000 000 shares) has been converted into USD 73 960 (31 March 2017: USD 64 089). The result arising from exchange rate differences has been recorded in the "Foreign currency translation reserve".

The foreign currency translation reserve is used also to record exchange differences arising from the translation of the financial statements of foreign subsidiaries.

# Share premium

As has been mentioned previously, in June 2011 the Group's shares have been placed on WSE. As a result of the transaction, USD 33 048 thousand was raised while the IPO costs amounted to USD 2 115 thousand. In these financial statements funds raised as a result of IPO are reflected in share premium as at 31 December 2011. For the three months ended 31 March 2018 and 2017, there were no movements in share premium.

### Dividends payable of the Company

During the three months ended 31 March 2018, 2017 and 31 December 2017, no dividends have been declared and paid.



# 20. Interest-bearing loans and other financial liab ilities

		Effective		31 March 2018	31 December 2017	31 March 2017
	Currency	interest rate, %	Maturity	(unaudited)	(audited)	(unaudited)
Current interest-bearing loa	•			(anadancea)	(addited)	(anadancea)
Landesbank Berlin AG / AKA		2.25%+	•			
Ausfuhrkredit-Gesellschaft		EURIBOR				
mbH	EUR	(6m)	30.12.2021	2 639	2 565	2 287
	LOI	1.65%+	30.12.2021	2 033	2 303	2 207
		EURIBOR				
Landesbank Berlin AG	EUR	(6m)	30.12.2020	1 777	1 727	1 540
Other current loans	UAH	. ,	_	25	24	25
Short-term financial lease						
liabilities (a)	UAH	7.0%	28.09.2017	-	-	23
Total current interest-bearing	ng loans and o	ther financial liab	oilities	4 441	4 316	3 875
Non-current interest-bearin	ng loans and ot	her financial liab	ilities			
Landesbank Berlin AG / AKA	-	2.25%+				
Ausfuhrkredit-Gesellschaft		EURIBOR				
mbH	EUR	(6m)	30.12.2021	7 193	6 905	8 179
		1.65%+				
		EURIBOR				
Landesbank Berlin AG	EUR	(6m)	30.12.2020	2 499	2 397	3 570
Other long-term liabilities	EUR			18	-	-
Total non-current interest-k liabilities	pearing loans a	nd other financia	al	9 710	9 302	11 749
Total interest-bearing loans	and other fina	ancial liabilities		14 151	13 618	15 624

The Interest-bearing loans from Landesbank Berlin AG and AKA Ausfuhrkredit-Gesellschaft mbH has been covered of Euler Hermes AG.

# **Covenants**

The Group's loan agreements contain a number of covenants and restrictions, which include, but are not limited to, financial ratios and other legal matters. Covenant breaches generally permit lenders to demand accelerated repayment of principal and interest.

As at 31 March 2018 and 2017 the Group was not in breach of any financial covenants which allow lenders to demand immediate repayment of loans.

As at 31 March 2018 net book value of property plant and equipment which was used as collateral for bank loans is nil and property, plant and equipment via finance lease amounted nil (2017: USD 133 thousand).

<u>Reconciliation of liabilities arising from financing activities.</u> The table below details changes in the Group's liabilities arising from financing activities, including both cash and non–cash changes.



Liabilities arising from financing activities are those for which cash flows were, or future cash flows will be, classified in the Group's consolidated statement of cash flows as cash flows from financing activities:

	31 December 2017	Financing cash flow	Increase (as a result of accruals and other)	Other changes	Exchange differences	31 March 2018
Interest-bearing loans	14 577	-	-	-	421	14 998
Interest expenses	(983)	-	121	-	(28)	(890)
Other borrowings	24	-	-	18	1	43
Total	13 618	-	121	18	394	14 151

	31 December 2016	Financing cash flow	Increase (as a result of accruals and other)	Other changes	Exchange differences	31 March 2017
Interest-bearing loans	16 577	-	-	-	249	16 826
Interest expenses	(1 362)	-	132	-	(20)	(1 250)
Other borrowings	60	(12)	-	-	1	49
Total	15 275	(12)	132	-	230	15 625

# (a) Finance lease liabilities

	Minimum lease payments	31 March 2018 (unaudited) Present value of minimum lease payments	31 Do Minimum lease payments	(audited) Present value of minimum lease payments	Minimum lease payments	31 March 2017 (unaudited) Present value of minimum lease payments
Amounts payable under finance						
lease:						
Within a year	-	-	-	-	23	23
From one to five years	-	-	-	-	-	-
Above 5 years	-	-	-	-	-	-
	-	-	-	-	23	23
Less: financial expenses of future						
periods	-		-		(1)	-
Present value of lease liabilities	-	-	-	-	22	23
Less: amount to be paid within a year		-		-		(23)
Amount to be paid after one year		-		-		-

Finance lease obligations represent amounts due under agreements for lease of poultry cage equipment with Ukrainian companies.

Net carrying value of property, plant and equipment acquired via finance lease as at 31 March 2018, 2017 and 31 December 2017 was as follows:

	31 March 2018 (unaudited)	31 December 2017 (audited)	31 March 2017 (unaudited)
Plant and equipment	-	-	133
Total	-	-	133



As at 31 March 2018, 2017 and 31 December 2017 there were no restrictions imposed by lease arrangements, in particular those concerning dividends, additional debt or further leasing.

# 21. Trade and other payables

	31 March 2018	31 December 2017	31 March 2017
	(unaudited)	(audited)	(unaudited)
Trade payables	8 028	7 801	3 980
Employee benefit liability	359	275	249
Liability for unused vacation	310	118	213
Taxes payable	309	293	97
VAT liabilities	1 227	811	757
Income tax payables	23	21	22
Other payables	308	23	56
Total	10 564	9 342	5 374



### 22. Related party disclosures

For the purposes of these consolidated condensed interim financial statements, the parties are considered to be related, if one of the parties has the ability to exercise control over the other party or influence significantly the other party in making financial and operating decisions. Considering the transactions with each possible related party, particular attention is paid to the essence of relationships, not merely their legal form.

Related parties may enter into transactions, which may not always be available to unrelated parties, and they may be subject to such conditions and such amounts that are impossible in transactions with unrelated parties.

According to the criteria mentioned above, related parties of the Group are divided into the following categories:

- (A). Key management personnel;
- (B). Companies which activities are significantly influenced by the Beneficial Owners;
- (C). Other related parties.

The following companies and individuals are considered to be the Group's related parties as at 31 March 2018, 2017:

(A). Key management personnel: Position:

Borys Bielikov Executive Director / CEO
Vitalii Veresenko Non-executive director
Marc van Campen Non-executive director
Sergii Karpenko Non-executive director
Vladimir Polishchuk Chief Financial Officer

Natalia Malyovana First Deputy CEO / Commercial director
Arnis Veinbergs Deputy CEO in charge of Production activity

Vitalii Voron Production director

Liliia Chernyak HR director

# (B). Companies which activities are significantly influenced by the Key management personnel:

Agrofirma Boryspilsky Hutir LLC Aleksa LTD LLC

As at 31 March 2018, 2017 and 31 December 2017 trade accounts receivable from related parties and advances issued to related parties were presented as follows:

	31 March 2017 (unaudited)	31 December 2017 (audited)	31 March 2017 (unaudited)
Prepayments to related parties (B). Companies which activities are significantly influenced by the Beneficial			
Owners: Aleksa LTD LLC	47	50	52
Total	47	50	52

# (C). Other related parties:

For the three months ended 31 March 2018, 2017 the Group has no other related parties.

### 23. Commitments and contingencies

### **Contingent liabilities**

Operating environment. During 2016 and three months 2017, the continued political and economic turmoil in Ukraine. During 2016 and three months 2017, Ukraine has also continued to suffer from the separatist movements in the Lugansk and Donetsk regions. (The Group does not have any assets in Crimea, Donetsk or Luhansk regions).

These events resulted in devaluation of the Ukrainian hryvnia against major foreign currencies, increase in annual inflation rate 12% (2015: 43%) and other negative influences on the economic environment of Ukraine. Unfavorable conditions on markets where Ukraine's primary commodities where traded also influenced further devaluation of the Ukrainian hryvnia against major

Notes on pages 8 - 38 form an integral part of these consolidated condensed interim financial statements

# OVOSTAR UNION N.V. AND ITS SUBSIDIARIES CONSOLIDATED CONDENSED INTERIM FINANCIAL STATEMENTS



# NOTES TO THE CONSOLIDATED CONDENSED INTERIM FINANCIAL STATEMENTS (in USD thousand, unless otherwise stated)

foreign currencies. Ukrainian companies and banks continued to suffer from the lack of funding from domestic and international financial markets. However, in 2016 Ukraine economy has signs of stabilization, what also resulted in decrease devaluation of the national currency against major foreign currencies in comparison with the previous year and GDP growth around 1%. In 2016 National Bank of Ukraine canceled restriction about decrease of the required share of foreign currency proceeds sale to 65% and permission of dividends remittance.

From 2015, political and economic relationships between Ukraine and the Russian Federation remained strained, leading to a significant reduction in trade and economic cooperation. On 1 January 2016, the free-trade section of Ukraine's Association Agreement with the European Union came into force. As a result, the Russian Federation implemented a trade embargo or import duties on key Ukrainian export products. In response, Ukraine implemented similar measures against Russian products.

Significant external financing is required to support economic stabilization and the political situation depends, to a large extent, upon success of the Ukrainian government's efforts. During 2015 and 2016, Ukraine received the first tranches of extended fund facilities agreed with the IMF. Further economic and political developments are currently difficult to predict and an adverse effect on the Ukrainian economy may continue.

**Taxation.** Ukrainian tax authorities are increasingly directing their attention to the business community as a result of the overall Ukrainian economic environment. In respect of this, the local and national tax environment in Ukraine is constantly changing and subject to inconsistent application, interpretation and enforcement. Non-compliance with Ukrainian laws and regulations can lead to the imposition of severe penalties and interest. Future tax examinations could raise issues or assessments which are contrary to the Group companies' tax filings. Such assessments could include taxes, penalties and interest, and these amounts could be material. While the Group believes it has complied with local tax legislation, there have been many new tax and foreign currency laws and related regulations introduced in recent years which are not always clearly written.

From 1 January 2017 Tax Code of Ukraine was changed in part which regulates the privileged VAT regime for agricultural companies as a result, specific VAT subsidies is canceled. However, from 1 January 2017, in order to continue state support for agricultural companies, tax legislation introduces budget subsidies. From 2017 onwards, budget subsidies will be provided until 1 January 2022. For each agricultural producer, the amount of the subsidy is not to exceed the amount of VAT tax paid by the producers, and will be distributed on a monthly basis.

The Group is currently estimating the impact of these new changes but does not expect these to result in a significant change in the Group's effective tax rate.

Starting from 1 September 2013, the Tax Code of Ukraine introduced new rules, based on OECD transfer pricing guidelines, for determining and applying fair market prices, which significantly changed transfer pricing regulations in Ukraine. The Group exports goods and services, which may potentially fall under the scope of the new Ukrainian transfer pricing regulations. The Group submitted a controlled transaction report within the required deadline. Management believes that the Group is in compliance with transfer pricing regulation requirements.

**Legal issues.** As at 31 March 2018 and 2017 the Group is involved in litigations and other claims that are in the ordinary course of its business activities. Management believes that the resolution of such matters will not have a material impact on its financial position or operating results

# 24. Subsequent events

After obtaining the permission to export table eggs to the EU, the Group has significantly increased its export sales to the EU countries by the end of 2017. Having estimated potential and prospects of the further expansion to the European market, in 2018 the Group decided to open a company in Latvia. In April 2018, Group together with Arnis Veinbergs successfully registered the company in Latvia, SIA "EPEX". Share capital was USD 4 thousands (EUR 3 thousands). The Group owns 89% shares in SIA "EPEX".