Joint Stock Company Territorial Generating Company №1 and its subsidiaries

International Financial Reporting Standards Consolidated Financial Statements for THREE MONTHS ended 31 March 2014 (not audited)

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#### JSC TERRITORIAL GENERATING COMPANY №1 AND ITS SUBSIDIARIES CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2014 (in thousands of Russian Roubles)

Approved for issue and signed on 22 May 2014.

**General Director** 

Chief Accountant

A.N. Filippov R.V. Stanishevskaya

The accompanying notes 1 to 25 form an integral part of these consolidated financial statements.

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#### JSC TERRITORIAL GENERATING COMPANY №1 AND ITS SUBSIDIARIES CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THREE MONTHS ENDED 31 MARCH 2014 (in thousands of Russian Roubles)

(in thousands	; of	Russian	Roubles)
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	Notes	Three months ended 31 March 2014	Three months ended 31 March 2013
Revenue			
Sales of electricity		11 604 862	12 257 355
Sales of heat		10 257 098	10 024 689
Other sales	20	109 286	145 051
Total revenue		21 971 246	22 427 095
Government grants	21	313 674	150 000
Operating expenses	22	(17 928 460)	(17 621 357)
Other operating income	23	137 533	81 221
Total operating expenses		(17 477 253)	(17 390 136)
Operating profit		4 493 993	5 036 959
Finance income	24	18 601	46 223
Finance costs	24	(679 964)	(657 177)
Finance costs, net		(661 363)	(610 954)
Profit before income tax		3 832 630	4 426 005
Income tax expense		(696 671)	(1 001 476)
Profit		3 135 959	3 424 529
Other comprehensive income		-	-
Other comprehensive income		-	-
Total comprehensive income		3 135 959	3 424 529
Profit is attributable to:			
Owners of the TGC-1		3 112 277	3 353 496
Non-controlling interests		23 682	71 033
Profit		3 135 959	3 424 529
Total comprehensive income is attributable to:			
Owners of the TGC-1		3 112 277	3 353 496
Non-controlling interests		23 682	71 033
Total comprehensive income		3 135 959	3 424 529

# JSC TERRITORIAL GENERATING COMPANY №1 AND ITS SUBSIDIARIES CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THREE MONTHS ENDED 31 MARCH 2014

(in thousands of Russian Roubles)

_		Attributable to	owners of the	Company					
	Share capital	Effect of remeasurements of post-employment benefits obligations	Share premium	Merger reserve	Other reserves	Retained earnings	Total	Non- controlling interest	Total equity
Balance at 1 January 2013	38 543 414	11 989	22 913 678	(6 086 949)	(1 209 011)	28 721 743	82 894 864	7 899 038	90 793 902
Comprehensive income for the year Profit for the year Other comprehensive income	-	-	-	-	-	6 323 685	6 323 685	443 854	6 767 539
Remeasurements of post-employment benefits obligations	-	32 353	-	-	-	-	32 353	(2 619)	29 734
Income tax on other comprehensive income	-	(7 341)	-	-	-	-	(7 341)	524	(6 817)
Total other comprehensive income	-	25 012	-	-	-	-	25 012	(2 095)	22 917
Total comprehensive income for the year	-	25 012	-	-	-	6 323 685	6 348 697	441 759	6 790 456
Transactions with owners Dividends	-	-	-	-	-	(469 478)	(469 478)	-	(469 478)
Total transactions with owners	-	-	-	-	-	(469 478)	(469 478)	-	(469 478)
Balance at 31 December 2013	38 543 414	37 001	22 913 678	(6 086 949)	(1 209 011)	34 575 950	88 774 083	8 340 797	97 114 880
Comprehensive income Profit Other comprehensive income	-	-	-	-	-	3 112 277	3 112 277	23 682	3 135 959
Remeasurements of post-employment benefits obligations	-	-	-	-	-	-	-	-	-
Income tax on other comprehensive income	-	-	-	-	-	-	-	-	-
Total other comprehensive income	-	-	-	-	-	-	-	-	-
Total comprehensive income	-	-	-	-	-	3 112 277	3 112 277	23 682	3 135 959
Transactions with owners Dividends	-	-	-	-	-	-	-	-	-
Total transactions with owners	-	-	-	-	-	-	-	-	-
Balance at 31 March 2014	38 543 414	37 001	22 913 678	(6 086 949)	(1 209 011)	37 688 227	91 886 360	8 364 479	100 250 839

#### JSC TERRITORIAL GENERATING COMPANY №1 AND ITS SUBSIDIARIES CONSOLIDATED STATEMENT OF CASH FLOWS FOR THREE MONTHS ENDED 31 MARCH 2014 (in thousands of Russian Roubles)

	Three months ended 31 March 2014	Three months ended 31 March 2013
Cash flows from operating activities		
Profit before income tax	3 832 630	4 426 005
Adjustments to non-cash items	2 461 520	2 160 585
Operating cash flows before working capital changes	6 294 150	6 586 590
Capital changes	(1 391 169)	(2 974 343)
Cash generated from operations	4 902 981	3 612 247
Income taxes paid and Interest paid	(722 714)	(787 692)
Net cash from operating activities	4 180 267	2 824 555
Net cash used in investing activities	(1 485 227)	(1 061 091)
Net cash from financing activities	(2 665 809)	(1 773 065)
Cash and cash equivalents at the beginning of the		
period	243 005	719 975
Cash and cash equivalents at the end of the period	272 236	710 374

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# Note 1. The Group and its operations

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) for three months ended 31 March 2014 for Open Joint-Stock Company (OJSC) Territorial Generating Company N $_{\rm 2}$  1(here in after "TGC-1", or the "Company") and its subsidiaries (the "Group").

The Company was incorporated and is domiciled in the Russian Federation. It is an open joint stock company and was established in accordance with Russian law.

"TGC-1" was established on 25 March 2005 as part of the restructuring of Russia's electricity sector in accordance with Board of Directors Resolution No. 181 of RAO UES of Russia (here in after "RAO UES") on 26 November 2004. The structure and founding principles of TGC-1 were adopted by the RAO UES Board of Directors on 23 April 2004 (Resolution No. 168).

The Group consists of the Company and the following subsidiaries. All Group companies are incorporated in the Russian Federation.

		rship as at Iarch	
Subsidiary	2014	2013	Immediate parent
JSC Murmanskaya TPP	90.34	90.34	JSC TGC-1
OJSC St Petersburg Heating Grid	75.00	75.00	JSC TGC-1

As the operator of 55 power plants, the Group is principally engaged in electricity, capacity and heat generation. The Group's generating assets are located in the North-West of Russia, in particular in St. Petersburg, the Leningrad region, the Murmansk region and in Karelia region.

The Company's registered office is located at 6 Bronevaya Str., litera B, St. Petersburg, Russia 198188.

# Note 2. Operating environment of the Group

The Russian Federation displays certain characteristics of an emerging market. Its economy is particularly sensitive to oil and gas prices. Tax, currency and customs legislation is subject to varying interpretations, which contributes to the challenges faced by companies operating in the Russia.

The ongoing uncertainty and volatility of the financial markets, in particular in Europe, and other risks could have significant negative effects on the Russian financial and corporate sectors. Management has determined impairment provisions by considering the economic situation and outlook at the end of the reporting period. Provisions for trade receivables are determined using the "incurred loss" model required by the applicable accounting standards. These standards require recognition of impairment losses for receivables that arose from past events and prohibit recognition of impairment losses that could arise from future events, no matter how likely those future events are. These standards also require recognition of impairment losses that could arise from future events, no matter how likely those from future events.

Russia's future economic development depends on external factors as well as domestic measures undertaken by the government aimed at promoting growth and to changing the tax, legal and regulatory environment. Management believes it is taking all necessary measures to support the sustainability and development of the Group's business in the current business and economic environment.

# Government relations and current regulation

As at 31 March 2014 and 31 December 2013 the Group was controlled by the Gazprom Group (51.75% stake) via its subsidiary Gazprom Energoholding LLC. The Group's other significant shareholder as at 31 March 2014 and 31 December 2013 was Fortum Power and Heat Oy (25.66% stake). The Gazprom Group is controlled by the government of the Russian Federation, which was the Group's ultimate controlling party as at 31 March 2014 and 31 December 2013.

The Group's customer base also includes a large number of state-controlled entities. Furthermore, the government also controls a number of the Group's suppliers of fuel and other materials.

The Russian government directly affects the Group's operations through the Federal Tariff Service ("FTS"), which regulates its wholesale energy purchases, and by the St Petersburg Tariff and Leningrad Regional Tariff Service, which regulate its retail electricity, capacity and heat sales. The operations of all generating facilities are coordinated by OJSC System Operator of Unified Energy System, a state-controlled company.

Tariffs which the Group may charge for electricity, capacity and heat sales are governed by regulations specific to the electricity, capacity and heat industry and that apply to natural monopolies. Historically, such tariffs have been based on a "cost-plus" system, meaning the cost of service plus a margin.

The government's economic, social and other policies could have a material effect on Group operations.

# Financial condition

As at 31 March 2014, the Group's current assets exceeded its current liabilities by RUB 2 770 683 thousand (as at 31 December 2013 the Group's current liabilities exceeded its current assets by RUB 1 577 211 thousand).

# Note 2. Operating environment of the Group (continued)

# Going concern

The accompanying consolidated financial statements have been prepared on a going concern basis, which contemplates the realisation of assets and the satisfaction of liabilities in the normal course of business. Management believes that the Group will have a sufficient liquidity to continue its operations in the foreseeable future. The accompanying financial statements do not include any adjustments should the Group be unable to continue as a going concern.

# Note 3. Summary of Significant Accounting Polices

# Basis of preparation

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") under the historical cost convention as modified by the initial recognition of financial instruments based on fair value. The principal accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the periods presented, unless otherwise stated.

# Consolidated financial statements

Subsidiaries are those investees, including structured entities, that the Group controls because the Group (i) has power to direct relevant activities of the investees that significantly affect their returns, (ii) has exposure, or rights, to variable returns from its involvement with the investees, and (iii) has the ability to use its power over the investees to affect the amount of investor's returns. The existence and effect of substantive rights, including substantive potential voting rights, are considered when assessing whether the Group has power over another entity. For a right to be substantive, the holder must have practical ability to exercise that right when decisions about the direction of the relevant activities of the investee need to be made. The Group may have power over an investee even when it holds less than majority of voting power in an investee. In such a case, the Group assesses the size of its voting rights relative to the size and dispersion of holdings of the other vote holders to determine if it has de-facto power over the investee. Protective rights of other investors, such as those that relate to fundamental changes of investee's activities or apply only in exceptional circumstances, do not prevent the Group from controlling an investee. Subsidiaries are consolidated from the date on which control ceases.

The acquisition method of accounting is used to account for the acquisition of subsidiaries. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured at their fair values at the acquisition date, irrespective of the extent of any non-controlling interest.

The Group measures non-controlling interest that represents present ownership interest and entitles the holder to a proportionate share of net assets in the event of liquidation on a transaction by transaction basis, either at: (a) fair value, or (b) the non-controlling interest's proportionate share of net assets of the acquiree. Non-controlling interests that are not present ownership interests are measured at fair value.

Goodwill is measured by deducting the net assets of the acquiree from the aggregate of the consideration transferred for the acquiree, the amount of non-controlling interest in the acquiree and fair value of an interest in the acquiree held immediately before the acquisition date. Any negative amount ("negative goodwill, bargain purchase") is recognised in profit or loss, after management reassesses whether it identified all the assets acquired and all liabilities and contingent liabilities assumed and reviews appropriateness of their measurement.

The consideration transferred for the acquiree is measured at the fair value of the assets given up, equity instruments issued and liabilities incurred or assumed, including fair value of assets or liabilities from contingent consideration arrangements but excludes acquisition related costs such as advisory, legal, valuation and similar professional services. Transaction costs related to the acquisition and incurred for issuing equity instruments are deducted from equity; transaction costs incurred for issuing debt as part of the business combination are deducted from the carrying amount of the debt and all other transaction costs associated with the acquisition are expensed.

Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated; unrealised losses are also eliminated unless the cost cannot be recovered. The Company and all of its subsidiaries use uniform accounting policies consistent with the Group's policies.

Non-controlling interest is that part of the net results and of the equity of a subsidiary attributable to interests which are not owned, directly or indirectly, by the Company. Non-controlling interest forms a separate component of the Group's equity.

## Presentation currency

These consolidated financial statements are presented in Russian Roubles (RUB), unless otherwise stated.

## Foreign currency translation

The functional currency of each of the Group's consolidated entities is the currency of the primary economic environment in which the entity operates. The functional currency of the Company and its subsidiaries, and the Group's presentation currency, is the national currency of the Russian Federation, Russian Roubles (RUB).

Monetary assets and liabilities are translated into each entity's functional currency at the official exchange rate of the Central Bank of the Russian Federation ("CBRF") at the respective end of the reporting period.

Foreign exchange gains and losses resulting from the settlement of the transactions and from the translation of monetary assets and liabilities into each entity's functional currency at year-end official exchange rates of the CBRF are recognised in profit or loss. Translation at year-end rates does not apply to non-monetary items that are measured at historical cost. Non-monetary items measured at fair value in a foreign currency, including equity investments, are translated using the exchange rates at the date when the fair value was determined. Effects of exchange rate changes on non-monetary items measured at fair value in a foreign currency are recorded as part of the fair value gain or loss.

Revenue is translated into each entity's functional currency using the official exchange rate of the CBRF at the respective date of transaction.

At 31 March 2014, the official rate of exchange, as determined by the Central Bank of the Russian Federation, between the Russian Rouble and the US Dollar (USD) was USD 1 = RUB 35.6871 (31 December 2013: USD 1 = RUB 32.7292), and between the Russian Rouble and the Euro (EUR): EUR 1 = RUB 49.0519 (31 December 2013: EUR 1 = RUB 44.9699).

# Associates

Associates are entities over which the Group has significant influence (directly or indirectly), but not control, generally accompanying a shareholding of between 20 and 50 percent of the voting rights. Investments in associates are accounted for using the equity method of accounting and are initially recognised at cost. Dividends received from associates reduce the carrying value of the investment in associates. Other post-acquisition changes in Group's share of net assets of an associate are recognised as follows: (i) the Group's share of profits or losses of associates is recorded in the consolidated profit or loss for the year as share of result of associates, (ii) the Group's share of other comprehensive income is recognised in other comprehensive income and presented separately, (iii); all other changes in the Group's share of the carrying value of net assets of associates are recognised in profit or loss within the share of result of associates.

However, when the Group's share of losses in an associate equals or exceeds its interest in the associate, including any other unsecured receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate.

Unrealised gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associates; unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

# Disposals of subsidiaries, associates or joint ventures

When the Group ceases to have control or significant influence, any retained interest in the entity is remeasured to its fair value, with the change in carrying amount recognised in profit or loss. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity, are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are recycled to profit or loss.

If the ownership interest in an associate is reduced but significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income are reclassified to profit or loss where appropriate.

# Financial instruments - key measurement terms

Depending on their classification financial instruments are carried at fair value or amortised cost as described below.

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 best evidence of fair value is price in an active market. An active market is one in which transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.

Valuation techniques such as discounted cash flow models or models based on recent arm's length transactions or consideration of financial data of the investees are used to measure fair value of certain financial instruments for which external market pricing information is not available. Fair value measurements are analysed by level in the fair value hierarchy as follows: (i) level one are measurements at quoted prices (unadjusted) in active markets for identical assets or liabilities, (ii) level two measurements are valuations techniques with all material inputs observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices), and (iii) level three measurements are valuations not based on solely observable market data (that is, the measurement requires significant unobservable inputs). Transfers between levels of the fair value hierarchy are deemed to have occurred at the end of the reporting period.

*Transaction costs* are incremental costs that are directly attributable to the acquisition, issue or disposal of a financial instrument. An incremental cost is one that would not have been incurred if the transaction had not taken place. Transaction costs include fees and commissions paid to agents (including employees acting as selling agents), advisors, brokers and dealers, levies by regulatory agencies and securities exchanges, and transfer taxes and duties. Transaction costs do not include debt premiums or discounts, financing costs or internal administrative or holding costs.

Amortised cost is the amount at which the financial instrument was recognised at initial recognition less any principal repayments, plus accrued interest, and for financial assets less any write-down for incurred impairment losses. Accrued interest includes amortisation of transaction costs deferred at initial recognition and of any premium or discount to maturity amount using the effective interest method. Accrued interest income and accrued interest expense, including both accrued coupon and amortised discount or premium (including fees deferred at origination, if any), are not presented separately and are included in the carrying values of related items in the statement of financial position.

# Financial instruments - key measurement terms (continued)

The effective interest method is a method of allocating interest income or interest expense over the relevant period, so as to achieve a constant periodic rate of interest (effective interest rate) on the carrying amount. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts (excluding future credit losses) through the expected life of the financial instrument or a shorter period, if appropriate, to the net carrying amount of the financial instrument. The effective interest rate discounts cash flows of variable interest instruments to the next interest repricing date, except for the premium or discount which reflects the credit spread over the floating rate specified in the instrument, or other variables that are not reset to market rates. Such premiums or discounts are amortised over the whole expected life of the instrument. The present value calculation includes all fees paid or received between parties to the contract that are an integral part of the effective interest rate.

# Classification of financial assets

Financial assets have the following categories: (a) loans and receivables; (b) available-for-sale financial assets; (c) financial assets held to maturity and (d) financial assets at fair value through profit or loss. Financial assets at fair value through profit or loss have two sub-categories: (i) assets designated as such upon initial recognition, and (ii) those classified as held for trading.

The Group does not have the following categories of financial assets: financial assets at fair value through profit or loss, financial assets held to maturity and available-for-sale financial assets.

Financial assets that would meet the definition of loans and receivables may be reclassified if the Group has the intention and ability to hold these financial assets for the foreseeable future or until maturity.

Loans and receivables are unquoted non-derivative financial assets with fixed or determinable payments other than those that the Group intends to sell in the near term.

# Classification of financial liabilities

Financial liabilities have the following measurement categories: (a) held for trading which also includes financial derivatives and (b) other financial liabilities. Liabilities held for trading are carried at fair value with changes in value recognised in profit or loss for the year (as finance income or finance costs) in the period in which they arise. Other financial liabilities are carried at amortised cost.

The Group does not have financial liabilities relate to category held for trading which also includes financial derivatives.

# Initial recognition of financial instruments

Financial assets and liabilities are initially recorded at fair value plus transaction costs. Fair value at initial recognition is best evidenced by the transaction price. A gain or loss on initial recognition is only recorded if there is a difference between fair value and transaction price which can be evidenced by other observable current market transactions in the same instrument or by a valuation technique whose inputs include only data from observable markets.

All purchases and sales of financial assets that require delivery within the time frame established by regulation or market convention ("regular way" purchases and sales) are recorded at the trade date, which is the date that the Group commits to deliver a financial asset. All other purchases are recognised when the entity becomes a party to the contractual provisions of the instrument.

After initial recognition, loans issued and accounts receivable are measured at amortized cost using the effective interest rate method ("EIR"), less impairment losses. The EIR amortization is included in Finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss in finance costs.

# Derecognition of financial assets

The Group derecognises financial assets when (a) the assets are redeemed or the rights to cash flows from the assets otherwise expired or (b) the Group has transferred the rights to the cash flows from the financial assets or entered into a qualifying pass-through arrangement while (i) also transferring substantially all the risks and rewards of ownership of the assets or (ii) neither transferring nor retaining substantially all risks and rewards of ownership but not retaining control.

Control is retained if the counterparty does not have the practical ability to sell the asset in its entirety to an unrelated third party without needing to impose additional restrictions on the sale.

# Property, plant and equipment

Property, plant and equipment are stated at cost, restated to the equivalent purchasing power of the Russian Rouble at 31 December 2002 for assets acquired prior to 1 January 2003, less accumulated depreciation and provision for impairment, where required. Cost includes borrowing costs incurred on specific or general funds borrowed to finance construction of qualifying assets.

At the time of the Group's establishment in 2005 property, plant and equipment were recorded at the carrying values determined in accordance with the IFRS at the date of their transfer to the Group by its predecessor entity RAO UES.

At each reporting date management assesses whether there is any indication of impairment of property, plant and equipment. If any such indication exists, management estimates the recoverable amount which is determined as the higher of an asset's fair value less selling costs and its value in use. The carrying amount is reduced to the recoverable amount and the difference is recognised as an expense (impairment loss) in the profit or losses. An impairment loss recognized for an asset in prior periods is reversed if there has been a positive change in the estimates used to determine the asset's recoverable amount.

Costs of minor repairs and maintenance are expensed when incurred. The cost of replacing major parts or components of property, plant and equipment items are capitalised and the replaced part is retired. Gains and losses arising from disposal of property, plant and equipment are included in profit or losses.

Social assets are not included in property, plant and equipment as they are not expected to result in future economic benefits to the Group. Costs associated with fulfilling the Group's social responsibilities are expensed as incurred.

Depreciation of property, plant and equipment is calculated on a straight-line basis over the estimated useful life of the asset when it is available for use. Depreciation commences on the date of acquisition, or for internally constructed assets, from the time the asset is completed and ready for use.

The estimated useful lives, in years, of assets by type of facility are as follows:

Type of facility	Useful lives,
Type of facility	years
Production buildings	40-50
Hydrotechnical buildings	50-60
Generating equipment	20-30
Heating networks	25-35
Other	10-25

The residual value of an asset is the estimated amount that the Group would currently obtain from disposal of the asset less the estimated disposal costs, if the asset were already of the age and in the condition expected at the end of its useful life. The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each reporting date.

# Investment property

Investment property is property held by the Group to earn rental income or for capital appreciation, or both and which is not occupied by the Group. Investment property includes assets under construction for future use as investment property.

# Investment property (continued)

Investment property is initially recognised at cost. Subsequent expenditure is capitalised only when it is probable that future economic benefits associated with the item will flow to the Group, and the cost can be measured reliably. All other repairs and maintenance costs are expensed when incurred. If an investment property becomes owner-occupied, it is reclassified to property, plant and equipment.

## Operating lease

Where the Group is a lessee in a lease which does not transfer substantially all the risks and rewards incidental to ownership from the lessor to the Group, the total lease payments are charged to profit or losses on a straight-line basis over the period of the lease. The lease term is the non-cancellable period for which the lessee has contracted to lease the asset together with any further terms for which the lessee has the option to continue to lease the asset, with or without further payment, when at the inception of the lease it is reasonably certain that the lessee will exercise the option.

## Finance lease liabilities

Where the Group is a lessee in a lease which transferred substantially all the risks and rewards incidental to ownership to the Group, the assets leased are capitalised in property, plant and equipment at the commencement of the lease at the lower of the fair value of the leased asset and the present value of the minimum lease payments. Each lease payment is allocated between the liability and finance charges so as to achieve a constant rate on the finance balance outstanding. The corresponding rental obligations, net of future finance charges, are included in borrowings. The interest cost is charged to profit or loss over the lease period using the effective interest method. The assets acquired under finance leases are depreciated over their useful life or the shorter lease term, if the Group is not reasonably certain that it will obtain ownership by the end of the lease term.

#### Intangible assets

The Group's intangible assets have definite useful lives and primarily include capitalised computer software and licences.

Acquired computer software licences are capitalised on the basis of the costs incurred to acquire and bring them into use. Amortisation is included in operating expenses (Note 22).

Intangible assets are amortised using the straight-line method over their useful lives:

	Useful lives in years
Software licences	2-15
Capitalised internal software development costs	2-15
Other licences	4-10

If impaired, the carrying amount of intangible assets is written down to the higher of value in use and fair value less costs to sell.

#### Income taxes

Income taxes have been provided for in the consolidated financial statements in accordance with legislation enacted or substantively enacted by the end of the reporting period. The income tax charge comprises current tax and deferred tax and is recognised in profit or loss for the year, except if it is recognised in other comprehensive income or directly in equity because it relates to transactions that are also recognised, in the same or a different period, in other comprehensive income or directly in equity.

Current tax is the amount expected to be paid to, or recovered from, the tax authorities on taxable profits or losses for the current and prior periods. Taxes other than on income are recorded within operating expenses.

The Group's uncertain tax positions are reassessed by management at every reporting date. Liabilities are recorded for income tax positions that are determined by management as more likely than not to result in additional taxes being levied if the positions were to be challenged by the tax authorities.

The assessment is based on the interpretation of tax laws that have been enacted or substantively enacted by the reporting date and any known court or other rulings on such issues. Liabilities for penalties, interest and taxes other than on income are recognised based on management's best estimate of the expenditure required to settle the obligations at the reporting date.

# Income taxes (continued)

Deferred income tax is provided using the balance sheet liability method for tax loss carry forwards and temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. In accordance with the initial recognition exemption, deferred taxes are not recorded for temporary differences on initial recognition of an asset or a liability in a transaction other than a business combination if the transaction, when initially recorded, affects neither accounting nor taxable profit. Deferred tax balances are measured at tax rates enacted or substantively enacted at the reporting date which are expected to apply to the period when the temporary differences will reverse or the tax loss carry forwards will be utilised. Deferred tax assets for deductible temporary differences and tax loss carry forwards are recorded only to the extent that it is probable that future taxable profits will be available against which the deductionscan be utilised. Deferred tax assets and liabilities are netted only within the individual entities of the Group.

Deferred tax is not provided for the undistributed earnings of the subsidiaries, as the Group controls the subsidiaries' dividend policy and requires profits to be reinvested. Only insignificant dividends are expected to be declared from future profits of the subsidiaries. Neither these future profits nor the related taxes are recognised in these consolidated financial statements.

# Inventories

Inventories are recorded at the lower of cost and net realisable value. Cost of inventory is determined on a weighted average basis. The net realisable value is the estimated selling price in the ordinary course of business, less the cost of completion and selling expenses. The Group established a provision for potential losses from obsolescent and slow moving inventories based on their expected use and estimated selling prices. The provision is recognised in profit or loss.

# Trade and other receivables

Accounts receivable are recorded inclusive of VAT. Trade and other receivables are carried at amortised cost using the effective interest method.

# Impairment of financial assets carried at amortised cost

Impairment losses are recognised in profit or loss when incurred as a result of one or more events ("loss events") that occurred after the initial recognition of the financial asset and which have an impact on the amount or timing of the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated.

If the Group determines that no objective evidence exists that impairment was incurred for an individually assessed financial asset, whether significant or not, it includes the asset in a group of financial assets with similar credit risk characteristics, and collectively assesses them for impairment. The primary factors that the Group considers in determining whether a financial asset is impaired are its overdue status and liquidity of related collateral, if any. The following other principal criteria are also used to determine whether there is objective evidence that an impairment loss has occurred:

- any portion or instalment is overdue and the late payment cannot be attributed to a delay caused by the settlement systems;
- the counterparty is experiencing a significant financial difficulty as evidenced by its financial data that the Group has obtained;
- the counterparty is considering bankruptcy or a financial reorganisation;
- there is an adverse change in the payment status of the counterparty as a result of changes in national or local economic conditions that impact the counterparty; or
- the value of collateral, if any, has significantly decreased as a result of deteriorating market conditions.

# Prepayments

Prepayments are carried at cost less any provision for impairment. A prepayment is classified as noncurrent when the goods or services relating to the prepayment are expected to be obtained after more than one year, or when the prepayment relates to an asset which will itself be classified as noncurrent upon initial recognition. Prepayments to acquire assets are transferred to the carrying amount of the asset once the Group has obtained control of the asset and it is probable that future economic benefits associated with the asset will flow to the Group. Other prepayments offset when the goods or services relating to the prepayment are received. If there is an indication that the assets, goods or services relating to a prepayment will not be received, the carrying value of the prepayment is written down accordingly and a corresponding impairment loss is recognised in profit or loss.

# Cash and cash equivalents

Cash and cash equivalents include cash on hand, deposits held at call with banks, and other shortterm highly liquid short-term investments with original maturities of three months or less. Cash and cash equivalents are carried at amortised cost using the effective interest method.

# Non-current assets classified as held for sale

Non-current assets and disposal groups (which may include both non-current and current assets) are classified in the consolidated statement of financial position as "non-current assets held for sale" if their carrying amount will be recovered principally through a sale transaction (including loss of control of a subsidiary holding the assets) within twelve months after the reporting period. Assets are reclassified when all of the following conditions are met: (a) the assets are available for immediate sale in their present condition; (b) the Group's management approved and initiated an active programme to locate a buyer; (c) the assets are actively marketed for sale at a reasonable price; (d) the sale is expected within one year; and (e) it is unlikely that significant changes to the plan to sell will be made or that the plan will be withdrawn.

Non-current assets or disposal groups classified as held for sale in the current period's consolidated statement of financial position are not reclassified or re-presented in the comparative consolidated statement of financial position to reflect the classification at the end of the current period.

A disposal group is a group of assets (current or non-current) to be disposed of, by sale or otherwise, together as a group in a single transaction, and liabilities directly associated with those assets that will be transferred in the transaction. Goodwill is included if the disposal group includes an operation within a cash-generating unit to which goodwill has been allocated on acquisition.

Non-current assets are assets that include amounts expected to be recovered or collected more than twelve months after the reporting period. If reclassification is required, both the current and non-current portions of an asset are reclassified.

Held for sale disposal groups as a whole are measured at the lower of their carrying amount and fair value less costs to sell. Held for sale property, plant and equipment are not depreciated. Reclassified non-current financial instruments, deferred taxes and investment properties held at fair value are not subject to write down to the lower of their carrying amount and fair value less costs to sell.

Liabilities directly associated with the disposal group that will be transferred in the disposal transaction are reclassified and presented separately in the consolidated statement of financial position.

# Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds. Any excess of the fair value of consideration received over the par value of shares issued is recorded in equity as a share premium.

# Merger reserve

Any difference between the carrying value of the net assets merged into the Group as a result of a transaction under common control, and the nominal value of any shares issued is recorded in equity, as a merger reserve. Merger reserve is not distributable to shareholders and not taxable for income tax purposes.

## Other reserves

Difference between the carrying value of the net assets merged into the Group in 2011 as a result of contribution in OJSC St Petersburg Heating Grid's share capital, and the nominal value of the shares issued is recorded in equity, as other reserves.

## Dividends

Dividends are recognised as a liability and deducted from equity at the reporting date only if they are declared and approved before or on the reporting date. Dividends are disclosed in subsequent events note when they are proposed before the reporting date or proposed or declared after the reporting date but before the consolidated financial statements are authorised for issue.

## Value added tax

Output value added tax (VAT) related to sales is payable to the tax authorities on the earlier of (a) collection of the receivables from customers or (b) delivery of the goods or services to customers. Input VAT is generally recoverable against output VAT upon receipt of the VAT invoice. The tax authorities permit the settlement of VAT on a net basis. VAT related to sales and purchases is recognised in the consolidated statement of financial position on a gross basis and disclosed separately as an asset and liability. Where provision has been made for the impairment of receivables, an impairment loss is recorded for the gross amount of the debtor, including VAT.

#### Government grants

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Group will comply with all attached conditions. Government grants relating to the compensation of income in relation to companies providing heating services per tariffs that don't cover expenses for the costs are deferred and recognised as deferred income in profit or loss over the period necessary to match them with the costs that they are intended to compensate.

#### Trade and other payables

Trade payables and accounts payable for capital construction are accrued when the counterparty performs its contractual obligations under the contract and are carried at amortised cost using the effective interest method.

# Borrowings

Borrowings are carried at amortised cost using the effective interest method.

#### Borrowing costs

Borrowing costs that are directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to prepare for its intended use or sale (a qualifying asset) are capitalised as part of the cost of that asset.

The Group capitalises borrowing costs that would have been avoided if it had not made capital expenditures on qualifying assets. Capitalised borrowing costs are calculated at the Group's average funding cost (the weighted average interest cost is applied to the expenditures on the qualifying assets), except to the extent that funds are borrowed specifically for the purpose of obtaining acquiring a qualifying asset. Where this occurs, the actual borrowing costs incurred less any investment income on the temporary investment of those borrowings are capitalised.

The commencement date for capitalisation is when the Group (i) incurs expenditures for the qualifying asset; (ii) it incurs borrowing costs; and (iii) it undertakes activities that are necessary to prepare the asset for its intended use or sale. Capitalisation ceases upon completion of all the activities necessary for preparing the qualifying asset for its intended use or sale.

## Provisions for liabilities and charges

Provisions for liabilities and charges are non-financial liabilities of uncertain timing and amount. They are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made.

## **Revenue** recognition

Revenue is recognised on the delivery of electricity, capacity and heat. Revenues from sales of non-utility goods are recognised at the point of transfer of risks and rewards of ownership of the goods. Correspondingly, when in accordance with the utilities market regulation in the Russian Federation, utilities companies are required to conclude transactions for the sale and repurchase of electricity (for bilateral contracts concluded or for electricity consumed in the production process) or when these transactions are performed for the purpose of the price risk hedging, these transactions are recorded on a net basis. Capacity sales are recognized when the capacity obligations have been fulfilled.

Revenues from sales of services are recognised in the accounting period in which the services are rendered, by reference to stage of completion of the specific transaction assessed on the basis of the actual service provided as a proportion of the total services to be provided. Revenue amounts are presented net of VAT. Revenues are measured at the fair value of the consideration received or receivable.

## Mutual cancellations

A portion of sales and purchases are settled by mutual cancellations or non-cash settlements. These transactions are generally in the form of cancellation of mutual balances.

Sales and purchases that are expected to be settled by mutual settlements or non-cash settlements are recognised based on management's estimate of the fair value to be received or given up in non-cash settlements.

Non-cash transactions have been excluded from the Consolidated Statement of Cash Flow. Investing and financing activities and the total of operating activities represent actual cash flows.

#### Pension and post-employment benefits

In the normal course of business the Group contributes to the Russian Federation defined contribution state pension scheme defined by the Russian Federation on behalf of its employees. Mandatory contributions (social insurance contributions) to the governmental pension scheme are expensed when incurred.

The Group also operates defined benefit plans. For some of these plans the Group has a contract with a non-governmental pension fund, whilst the other plans are operated by the Group without engaging pension funds.

Cash paid by the Group to the solidarity account with the non-governmental pension fund is refundable to the Group until it is allocated to individual pensioners' bank accounts, and, on that basis, is accounted for by the Group as an asset (accounts receivable from the pension fund).

Defined benefit plans determine the amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation. The liability recognised in the consolidated statement of financial position in respect of defined benefit pension plans operated by the Group is the present value of the defined benefit obligation at the reporting date. All defined benefit plans are considered to be fully unfunded. The defined benefit obligations are calculated using the projected unit credit method.

# Pension and post-employment benefits (continued)

The present value of the defined benefit obligations is determined by discounting the estimated future cash outflows using interest rates of government bonds that are denominated in the currency in which the benefits associated with the operations of the plan will be paid, and that have terms to maturity approximating the terms of the related post-employment benefits.

Remeasurement of defined benefit liability is the actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions and recognized in other comprehensive income at a time.

The cost of services of past periods is a change in the present value of defined benefit obligation as a result of adjustments of plan that recognises in the period of changes in plan's conditions.

# Employee benefits

Wages, salaries, contributions to the Russian Federation state pension and social insurance funds, paid annual leave and sick leave, bonuses, and non-monetary benefits (such as health services and kindergarten services) are accrued in the year in which the associated services are rendered by the employees of the Group.

## Environmental liabilities

Liabilities for environmental remediation are recorded where there is a present obligation, the payment is probable and reliable estimates can be made.

## Earnings per share

Earnings per share are determined by dividing the profit attributable to the Company's ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the reporting period.

# Offsetting

Financial assets and liabilities are offset and the net amount reported in the consolidated statement of financial position only when there is a legally enforceable right to offset the recognised amounts, and there is an intention to either settle on a net basis, or to realise the asset and settle the liability simultaneously.

#### Segment reporting

Segments are reported in a manner consistent with the internal reporting provided to the Group's chief operating decision maker. Segments whose revenue, result or assets are ten percent or more of all the segments are reported separately. Operating segments are defined as types of operations that generate revenue and incur expenses that are covered by separate financial information regularly submitted to the decision-making body which is represented by the Company's Management Board. The primary activity of the Group is production of electric and heat power and capacity.

The Group generates its revenues from the generation of electricity, capacity and heat in the Russian Federation, so the Group holds assets in the same geographical area, i.e. the Russian Federation. The technology of electricity, capacity and heat production does not allow for the segregation of the electricity, capacity and heat segments.

# Note 4. Critical Accounting Estimates and Judgments in Applying Accounting Policies

The Group makes estimates and assumptions that affect the reported amounts of assets and liabilities and carrying amounts of assets and liabilities within the next financial year. Estimates and judgments are continually evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Management also makes certain judgments, apart from those involving estimations, in the process of applying the accounting policies. Judgments that have the most significant effect on the amounts, recognised in the consolidated financial statements, and estimates that can cause a significant adjustment to the carrying amount of assets and liabilities within the next financial year, include:

# Provision for impairment of property, plant and equipment

At each reporting date the carrying amounts of the Group's property, plant and equipment and assets under construction are reviewed to determine whether there is any indication of impairment. If any such indication exists, then the assets' recoverable amount is estimated.

The recoverable amount of property, plant and equipment and assets under construction is the higher of an asset's fair value less costs to sell and its value in use. When such recoverable amount has declined below the carrying value, the carrying amount is reduced to the recoverable amount. The amount of the reduction is recorded in the Consolidated Statement of Profit or Loss and Other Comprehensive Income in the period in which the reduction is identified. If conditions change and management determines that the value of property, plant and equipment and assets under construction has increased, the impairment provision will be fully or partially reversed.

# Useful lives of property, plant and equipment

The estimation of the useful life based on an item of property, plant and equipment is a matter of management's judgment based upon experience with similar assets. In determining the useful life of an asset, management considers the expected usage, estimated technical obsolescence, physical wear and tear and the physical environment in which the asset is operated. Changes in any of these conditions or estimates may result in adjustments for future depreciation rates.

# Recoverability of accounts receivable

Provision for impairment of accounts receivable is based on the Group's assessment of whether the collectability of specific customer accounts deteriorated compared to previous period estimates. If there has been a deterioration in a major customer's creditworthiness or actual defaults are higher than the estimates, the actual results could differ from these estimates.

# Deferred income tax asset recognition

The recognised deferred tax asset represents income taxes recoverable through future deductions from taxable profits and is recorded in the consolidated statement of financial position. Deferred income tax assets are recorded to the extent that realisation of the related tax benefit is probable.

# Note 5. Adoption of New or Revised Standards and Interpretations

Certain new standards and interpretations have been issued that are mandatory for the annual periods beginning on or after 1 January 2014 or later. The next standards were adopted in Russia:

*IFRS 9 "Financial Instruments: Classification and Measurement"*. Key features of the standard issued in November 2009 and amended in October 2010, December 2011 and November 2013 are:

- Financial assets are required to be classified into two measurement categories: those to be measured subsequently at fair value, and those to be measured subsequently at amortised cost. The decision is to be made at initial recognition. The classification depends on the entity's business model for managing its financial instruments and the contractual cash flow characteristics of the instrument.
- An instrument is subsequently measured at amortised cost only if it is a debt instrument and both (i) the objective of the entity's business model is to hold the asset to collect the contractual cash flows, and (ii) the asset's contractual cash flows represent payments of principal and interest only (that is, it has only "basic loan features"). All other debt instruments are to be measured at fair value through profit or loss.
- All equity instruments are to be measured subsequently at fair value. Equity instruments that are held for trading will be measured at fair value through profit or loss. For all other equity investments, an irrevocable election can be made at initial recognition, to recognise unrealised and realised fair value gains and losses through other comprehensive income rather than profit or loss. There is to be no recycling of fair value gains and losses to profit or loss. This election may be made on an instrument-by-instrument basis. Dividends are to be presented in profit or loss, as long as they represent a return on investment.
- Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward unchanged to IFRS 9. The key change is that an entity will be required to present the effects of changes in own credit risk of financial liabilities designated at fair value through profit or loss in other comprehensive income.
- Hedge accounting requirements were amended to align accounting more closely with risk management. The standard provides entities with an accounting policy choice between applying the hedge accounting requirements of IFRS 9 and continuing to apply IAS 39 to all hedges because the standard currently does not address accounting for macro hedging.

The amendments made to IFRS 9 in November 2013 removed its mandatory effective date, thus making application of the standard voluntary. The Group does not intend to adopt the existing version of IFRS 9. The amendments made by International Accounting Standards Board (IASB) in November 2013 have not been adopted in Russia yet.

Offsetting Financial Assets and Financial Liabilities - Amendments to IAS 32 (issued in December 2011 and effective for annual periods beginning on or after 1 January 2014). The amendment added application guidance to IAS 32 to address inconsistencies identified in applying some of the offsetting criteria. This includes clarifying the meaning of 'currently has a legally enforceable right of set-off' and that some gross settlement systems may be considered equivalent to net settlement. The Group is considering the implications of the amendment and its impact on the Group.

Amendments to IFRS 10, IFRS 12 and IAS 27 - Investment entities (issued on 31 October 2012 and effective for annual periods beginning 1 January 2014). The amendment introduced a definition of an investment entity as an entity that (i) obtains funds from investors for the purpose of providing them with investment management services, (ii) commits to its investors that its business purpose is to invest funds solely for capital appreciation or investment entity will be required to account for its subsidiaries at fair value through profit or loss, and to consolidate only those subsidiaries that provide services that are related to the entity's investment activities.

IFRS 12 was amended to introduce new disclosures, including any significant judgements made in determining whether an entity is an investment entity and information about financial or other support to an unconsolidated subsidiary, whether intended or already provided to the subsidiary. The Group does not expect the amendment to have any impact on its financial statements.

# Note 5. Adoption of New or Revised Standards and Interpretations (continued)

**IFRIC 21 - "Levies" (issued on 20 May 2013 and effective for annual periods beginning 1 January 2014).** The interpretation clarifies the accounting for an obligation to pay a levy that is not income tax. The obligating event that gives rise to a liability is the event identified by the legislation that triggers the obligation to pay the levy. The fact that an entity is economically compelled to continue operating in a future period, or prepares its financial statements under the going concern assumption, does not create an obligation. The same recognition principles apply in interim and annual financial statements. The application of the interpretation to liabilities arising from emissions trading schemes is optional. The Group is currently assessing the impact of the amendments on its financial statements.

Amendments to IAS 36 - "Recoverable amount disclosures for non-financial assets" (issued in May 2013 and effective for annual periods beginning 1 January 2014; earlier application is permitted if IFRS 13 is applied for the same accounting and comparative period). The amendments remove the requirement to disclose the recoverable amount when a CGU contains goodwill or indefinite lived intangible assets but there has been no impairment. The Group does not expect the amendment to have any impact on its financial statements.

Amendments to IAS 39 - "Novation of Derivatives and Continuation of Hedge Accounting" (issued in June 2013 and effective for annual periods beginning 1 January 2014). The amendments will allow hedge accounting to continue in a situation where a derivative, which has been designated as a hedging instrument, is novated (i.e parties have agreed to replace their original counterparty with a new one) to effect clearing with a central counterparty as a result of laws or regulation, if specific conditions are met. The Group does not expect the amendment to have any impact on its financial statements.

Certain new standards and interpretations issued by IASB have not been adopted in Russia yet:

Amendments to IAS 19 - "Defined benefit plans: Employee contributions" (issued in November 2013 and effective for annual periods beginning 1 July 2014). The amendment allows entities to recognise employee contributions as a reduction in the service cost in the period in which the related employee service is rendered, instead of attributing the contributions to the periods of service, if the amount of the employee contributions is independent of the number of years of service. The amendment is not expected to have any material impact on the Group's financial statements.

# Annual Improvements to IFRSs 2012 (issued in December 2013 and effective for annual periods beginning on or after 1 July 2014, unless otherwise stated below).

The improvements consist of changes to seven standards. IFRS 2 was amended to clarify the definition of a 'vesting condition' and to define separately 'performance condition' and 'service condition'; The amendment is effective for share-based payment transactions for which the grant date is on or after 1 July 2014. IFRS 3 was amended to clarify that (1) an obligation to pay contingent consideration which meets the definition of a financial instrument is classified as a financial liability or as equity, on the basis of the definitions in IAS 32, and (2) all non-equity contingent consideration, both financial and non-financial, is measured at fair value at each reporting date, with changes in fair value recognised in profit and loss. Amendments to IFRS 3 are effective for business combinations where the acquisition date is on or after 1 July 2014. IFRS 8 was amended to require (1) disclosure of the judgements made by management in aggregating operating segments, including a description of the segments which have been aggregated and the economic indicators which have been assessed in determining that the aggregated segments share similar economic characteristics, and (2) a reconciliation of segment assets to the entity's assets when segment assets are reported. The basis for conclusions on IFRS 13 was amended to clarify that deletion of certain paragraphs in IAS 39 upon publishing of IFRS 13 was not made with an intention to remove the ability to measure short-term receivables and payables at invoice amount where the impact of discounting is immaterial. IAS 16 and IAS 38 were amended to clarify how the gross carrying amount and the accumulated depreciation are treated where an entity uses the revaluation model. IAS 24 was amended to include, as a related party, an entity that provides key management personnel services to the reporting entity or to the parent of the reporting entity ('the management entity'), and to require to disclose the amounts charged to the reporting entity by the management entity for services provided. The Group is currently assessing the impact of the amendments on its financial statements.

# Note 5. Adoption of New or Revised Standards and Interpretations (continued)

# Annual Improvements to IFRSs 2013 (issued in December 2013 and effective for annual periods beginning on or after 1 July 2014).

The improvements consist of changes to four standards. The basis for conclusions on IFRS 1 is amended to clarify that, where a new version of a standard is not yet mandatory but is available for early adoption; a first-time adopter can use either the old or the new version, provided the same standard is applied in all periods presented. IFRS 3 was amended to clarify that it does not apply to the accounting for the formation of any joint arrangement under IFRS 11. The amendment also clarifies that the scope exemption only applies in the financial statements of the joint arrangement itself.

The amendment of IFRS 13 clarifies that the portfolio exception in IFRS 13, which allows an entity to measure the fair value of a group of financial assets and financial liabilities on a net basis, applies to all contracts (including contracts to buy or sell non-financial items) that are within the scope of IAS 39 or IFRS 9. IAS 40 was amended to clarify that IAS 40 and IFRS 3 are not mutually exclusive. The guidance in IAS 40 assists preparers to distinguish between investment property and owner-occupied property. Preparers also need to refer to the guidance in IFRS 3 to determine whether the acquisition of an investment property is a business combination. The Group is currently assessing the impact of the amendments on its financial statements.

# IFRS 14, Regulatory Deferral Accounts (issued in January 2014 and effective for annual periods beginning on or after 1 January 2016).

IFRS 14 permits first-time adopters to continue to recognise amounts related to rate regulation in accordance with their previous GAAP requirements when they adopt IFRS. However, to enhance comparability with entities that already apply IFRS and do not recognise such amounts, the standard requires that the effect of rate regulation must be presented separately from other items. An entity that already presents IFRS financial statements is not eligible to apply the standard. IFRS 14 is not relevant to these consolidated financial statements.

Unless otherwise described above, the new standards and interpretations are not expected to affect significantly the Group's financial statements.

#### JSC TERRITORIAL GENERATING COMPANY №1 AND ITS SUBSIDIARIES NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THREE MONTHS ENDED 31 MARCH 2014 (in thousands of Russian Roubles)

#### Note 6. Property, Plant and Equipment

Movements in the carrying amount of property, plant and equipment were as follows:

Cost	Production H buildings	lydrotechnical buildings	Generating equipment	Heating networks	Construction in progress	Other	Total
Balance as at 31 December 2013	23 174 563	16 718 287	56 139 009	44 171 440	14 451 519	37 493 908	192 148 726
Effect of reclassifications	2 301	-	-	34 413	-	(36 714)	-
Balance as at 31 December 2013 including						· · · ·	
reclassifications	23 176 864	16 718 287	56 139 009	44 205 853	14 451 519	37 457 194	192 148 726
Additions	180	-	111	305 588	818 295	9 589	1 133 763
Transfers	83 845	-	130 157	349 408	(786 037)	222 627	-
Disposals	(14 589)	-	(5 144)	(9 006)	(6 993)	(498 710)	(534 442)
Balance as at 31 March 2014	23 246 300	16 718 287	56 264 133	44 851 843	14 476 785	37 190 699	192 748 047
Accumulated depreciation (including impairment) Balance as at 31 December 2013	(7 314 707)	(7 889 372)	(16 265 797)	(17 955 664)	(183 063)	(12 351 881)	(61 960 484)
Effect of reclassifications	(2 301)	(7 007 572)	(10 203 777)	· · · ·	(105 005)	(12 331 001)	
	(2 301)		-	(6,883)	-	9 184	(01 900 484)
Balance as at 31 December 2013 including			-	(6 883)	-	9 184	(01 900 484) -
Balance as at 31 December 2013 including reclassifications	(7 317 008)	(7 889 372)	- (16 265 797)	. ,	(183 063)		-
reclassifications	<b>(7 317 008)</b> (148 367)	(7 889 372) (68 238)	- ( <b>16 265 797)</b> (516 364)	(17 962 547)	(183 063)	(12 342 697)	(61 960 484)
5	<b>(7 317 008)</b> (148 367) 8 629	<b>(7 889 372)</b> (68 238)	- ( <b>16 265 797)</b> (516 364) 5 052	. ,	(183 063)		-
reclassifications Charge for the year	(148 367)	```	(516 364)	( <b>17 962 547</b> ) (354 322)	(183 063) - - (183 063)	<b>(12 342 697)</b> (544 257)	( <b>61 960 484</b> ) (1 631 548)
reclassifications Charge for the year Disposals	(148 367) 8 629	(68 238) -	(516 364) 5 052	( <b>17 962 547</b> ) (354 322) 8 785	-	( <b>12 342 697</b> ) (544 257) 227 487	( <b>61 960 484)</b> (1 631 548) 249 953

# Note 6. Property, Plant and Equipment (continued)

Cost	Production H buildings	ydrotechnical buildings	Generating equipment	Heating networks	Construction in progress	Other	Total
Balance as at 31 December 2012	22 963 755	16 871 063	54 462 504	41 586 103	14 115 102	34 844 560	184 843 087
Additions	-	-	120	200 118	1 105 699	42 017	1 347 954
Transfers	36 113	2 237	1 648	430 549	(618 603)	148 056	-
Disposals	(191)	-	(376)	(233 755)	(18 672)	(37 975)	(290 969)
Reclassification to non-current assets held for sale	(505)	-	-	-	-	(7 732)	(8 237)
Balance as at 31 March 2013	22 999 172	16 873 300	54 463 896	41 983 015	14 583 526	34 988 926	185 891 835
Accumulated depreciation (including impairment) Balance as at 31 December 2012	(6 500 760)	(7 553 883)	(14 329 655)	(17 062 483)	(20 664)	(10 319 108)	(55 786 553)
Charge for the year	(146 466)	(70 625)	(14 329 833)	(17 002 483)	(20 004)	(10 319 108)	(1 629 194)
Disposals	88	(70 025)	(558 447)	151 844	-	25 576	177 533
Reclassification to non-current assets held for sale	126	-	-	-	-	4 526	4 652
Balance as at 31 March 2013	(6 647 012)	(7 624 508)	(14 868 077)	(17 237 159)	(20 664)	(10 836 142)	(57 233 562)
Net book value as at 31 December 2012	16 462 995	9 317 180	40 132 849	24 523 620	14 094 438	24 525 452	129 056 534
Net book value as at 31 March 2013	16 352 160	9 248 792	39 595 819	24 745 856	14 562 862	24 152 784	128 658 273

# Note 6. Property, Plant and Equipment (continued)

Construction in progress represents the carrying amount of property, plant and equipment that has not yet been made available for use in production, including generating stations under construction.

Other property, plant and equipment include electricity transmission equipment, motor vehicles, computer equipment, office fixtures and other equipment.

As at 31 March 2014 the advances given to contractors, which amounted to RUB 839 453 thousand, net of VAT (as at 31 December 2013: RUB 742 249 thousand), are recognised within the construction in progress balance. The respective input VAT is recognized within accounts receivable and prepayments (Note 12).

As at 31 March 2014 and 31 December 2013 The Group had no property, plant and equipment pledged as collateral according to loan agreements.

The total amount of capitalised interests that were calculated using a 7.8% capitalization rate for three months ended 31 March 2014 is RUB 139 553 thousand (9% capitalization rate for three months ended 31 March 2013: RUB 145 222 thousand).

Other property, plant and equipment include assets held under finance leases with a carrying value of RUB 73 380 thousand (as at 31 December 2013: RUB 77 930 thousand).

# Note 7. Investments in Associates

LLC «TGC Service» and «JSC Hibinskaya Heating Company» are the associates for the Group. LLC «TGC Service» specializes in repairing of the capital and service equipment of the power enterprises and also provides maintenance, support, diagnostics and technical reequipment of power industry objects. JSC Hibinskaya Heating Company» specializes in production, transportation and sales of heat energy.

Information about Group's investments in associates is presented below:

	31 March 2014	31 December 2013
Investments in LLC TGC Service	12 085	9 841
Investments in JSC HHC	452 723	432 020
Total investments	464 808	441 861

As at 31 March 2014 and 31 December 2013 the ownership interest in JSC HHC was 50%. Management of the Group believes that there is a significant influence over JSC HHC as taking into account its current Board of Directors composition there is no joint control over the entity. Therefore, the investment in JSC HHC was accounted as investment in associate.

# Note 8. Other Non-Current Assets

	31 March	31 December	
	2014	2013	
Long-term receivables, net of provision for impairment of RUB 104 789			
thousand (31 December 2013: RUB 104 789 thousand)	260 655	188 145	
Loan issued	10 735	11 757	
Total other non-current assets	271 390	199 902	

# Note 9. Cash and Cash Equivalents

	31 March	31 December
	2014	2013
Cash in bank and in hand in RUB	119 095	167 016
Foreign currency accounts in EUR	153 141	75 989
Total cash and cash equivalents	272 236	243 005

# Note 10. Short-term Investments

	31 March	31 December 2013
	2014	
Loan issued	15 339	16 800
Total short-term investments	15 339	16 800

# Note 11. Non-current Assets Held for Sale

As at 31 March 2014 the property, plant and equipment with a total net book value amounting to RUB 56 357 thousand were classified as assets held for sale (31 December 2013: RUB 58 325 thousand). Movements of non-current assets held for sale for current and prior periods were as follows:

		Classification	
31 March 2014	Sale	as assets held for sale	31 December 2013
56 357	1 968	_	58 325

31 March 2013	Sale	Classification as assets held for sale	31 December 2012
41 043	15	14 353	26 705

# Note 12. Trade and other receivables

	24 March 2044	31 December
	31 March 2014	2013
Trade receivables, net of provision for impairment of RUB 2 609 110		
(31 December 2013: RUB 2 655 749 thousand)	14 798 848	14 228 323
Other receivables, net of provision for impairment of RUB 31 019		
(31 December 2013: RUB 14 220 thousand)	903 808	518 423
Total financial receivables	15 702 656	14 746 746
Value-added tax receivables	520 004	489 853
Advances to suppliers	617 584	390 490
Other taxes receivable	220 665	238 949
Total trade and other receivables	17 060 909	15 866 038

# Note 13. Inventories

	31 March	31 December	
	2014	2013	
Fuel	1 898 292	1 918 934	
Spare parts	201 161	195 428	
Raw materials and other supplies	548 562	494 018	
Total inventories	2 648 015	2 608 380	

Raw materials and other supplies are recorded net of provision for impairment in the amount of RUB 1 840 thousand (31 December 2013: RUB 1 893 thousand). Movements in the impairment provision are due to implication into production and sale of inventories.

# Note 14. Share capital

# Share capital

The Group's share capital as at 31 March 2014 and as at 31 December 2013 was RUB 38 543 414 thousand comprising 3 854 341 416 571 ordinary shares with a par value of RUB 0.01. All shares authorised are issued and fully paid.

# Share premium

Share premium represents the excess of contributions received over the nominal value of shares issued.

# Note 14. Share capital (continued)

### Merger reserve

As at 31 March 2014 and as at 31 December 2013 the merger reserve amounted to RUB 6 086 949 thousand.

## Dividends

All dividends are declared and paid in Russian Roubles. In accordance with Russian legislation, the Group distributes profits as dividends or transfers them to reserves (fund accounts) on the basis of financial statements prepared under Russian Accounting Rules. The Company's statutory accounting reports form the basis for profit distribution and other appropriations. Russian legislation identifies net profit as the basis for distribution.

# Note 15. Long-term Borrowings

	31 March	31 December	
	2014	2013	
Bank borrowings and bonds issued	21 401 212	21 070 249	
Total long-term borrowings	21 401 212	21 070 249	

	Currency	Contractual	Maturity	31 December	31 December 2013
Long-term bonds (01)	Currency RUB	interest rate 7.6%	Maturity 2014	2013	409 998
Long-term bonds (01)	RUB	7.0%	2014	128 029	125 780
Long-term bonds (02)	RUB	8.1%	2014	2 043 040	2 003 100
Long-term bonds (03)	RUB	8.1%	2021	2 043 040	2 003 100
Gazprom	RUB	8%	2022	10 000 000	10 000 000
•	RUB	م 8-8.95%	2016 2016 2016		4 203 545
Sberbank RF AKB ROSBANK	RUB	0-0.95% 9.9%	2015-2016	3 106 343 2 242 663	4 203 545 3 806 931
Gazprom Energoholding	RUB	8.5%	2015	2 014 438	2 014 438
VTB	RUB	8.65-8.85%	2015-2016	901 151	1 605 877
NORDIC Investment Bank	EUR	EURIBOR + 3%	2019	1 379 533	1 359 741
Alfabank	RUB	EURIBOR + 3.5%	2014	13 388	700 852
Bank Saint-Petersburg	RUB	8.4%	2014	500 000	700 000
VBRR	RUB	8.15%	2015	186 374	186 374
Nordic Environment			2045	24 554	22.072
Finance Corporation	EUR	EURIBOR + 2%	2015	24 551	33 962
Alfabank	EUR	7.4%	2014	-	12 274
Bank Rossiya	RUB	8.4%	2017	2 600 000	-
				27 154 850	29 219 252
Less: current portion					
Long-term bonds (01)	RUB	7.6%	2014	-	(409 998)
Long-term bonds (02)	RUB	7.25%	2014	(128 029)	(125 780)
Long-term bonds (03)	RUB	8.1%	2014	(43 040)	(3 100)
Long-term bonds (04)	RUB	8.1%	2014	(15 340)	(56 380)
Sberbank RF	RUB	7.8-9.5%	2014-2015	(1 558 037)	(2 680 802)
AKB ROSBANK	RUB	7.4-9.3%	2014	(1 017 139)	(2 388 942)
VTB	RUB	7.2-8.85%	2014	(5 736)	(710 462)
Alfabank	RUB	7.4%	2014	-	(700 852)
Bank Saint-Petersburg	RUB	8.4%	2014	(500 000)	(700 000)
NORDIC Investment Bank	EUR	EURIBOR + 3%	2014	(247 566)	(321 974)
Nordic Environment					
Finance Corporation	EUR	EURIBOR+ 2%	2015	(24 551)	(22 720)
Gazprom Energoholding	RUB	8.5%	2014	(2 014 438)	(14 438)
Alfabank	EUR	EURIBOR+ 3.5%	2014	(13 388)	(12 274)
VBRR	RUB	8.15%	2014	(186 374)	(1 281)
Total long-term bank					
borrowings and bonds				24 404 242	21 070 240
issued				21 401 212	21 070 249

# Note 15. Long-term Borrowings

## Compliance with covenants (continued)

Under long-term borrowings facility agreements, the Group is required to comply with certain financial and non-financial covenants.

The most significant and most important of these being:

- to maintain particular ratios, i.e. the EBITDA to Finance Charges, the total debt to equity and the Current Ratio;
- to maintain certain liquidity and debt-to-assets ratio.

If any of these covenants are breached, the repayment can be altered by the respective lender, up to immediate repayment.

# Note 16. Other Non-Current Liabilities

	31 March 2014	31 December 2013
Long-term accounts payable	182 483	139 958
Total other non-current liabilities	182 483	139 958

# Note 17. Short-Term Borrowings

	31 March 2014	31 December 2013
Bank borrowings and bonds issued	8 773 368	11 678 565
Total short-term borrowings	8 773 368	11 678 565

		Contractual		
Name of lender	Currency	interest rate	31 March 2014	31 December 2013
MDM Bank	RUB	7.25%	-	1 210 964
Bank Rossiya	RUB	7.5-8%	1 788 919	1 000 000
Gazprombank	RUB	10-12%	403 239	500 973
VTB	RUB	11.57%	596 572	339 687
Vozrozhdenie	RUB	11.9%	231 000	100 000
Alfabank	RUB	6%	-	377 938
Current portion of long- term borrowings:				
Long-term bonds (01)	RUB	7.6%	-	409 998
Long-term bonds (02)	RUB	7.25%	128 029	125 780
Long-term bonds (02)	RUB	8.1%	43 040	3 100
Long-term bonds (04)	RUB	8.1%	15 340	56 380
Sberbank RF	RUB	7.8-8.95%	1 558 037	2 680 802
AKB ROSBANK	RUB	7.4-9.3%	1 017 139	2 388 942
VTB	RUB	7.2-8.85%	5 736	710 462
Alfabank	RUB	7.4%	-	700 852
Bank Saint-Petersburg	RUB	8.4%	500 000	700 000
NORDIC Investment Bank	EUR	EURIBOR+3%	247 566	321 974
Nordic Environment				
Finance Corporation	EUR	EURIBOR +2%	24 551	22 720
Gazprom Energoholding	RUB	8.5%	2 014 438	14 438
Alfabank	EUR	EURIBOR+ 3.5%	13 388	12 274
VBRR	RUB	8.15%	186 374	1 281
Total bank borrowings and bonds issued			8 773 368	11 678 565

# Note 18. Trade and other payables

	31 March 2014	31 December 2013
Trade accounts payable	2 542 674	2 926 698
Accounts payable for capital construction	1 425 741	2 543 069
Accrued liabilities and other payables	423 149	434 660
Total financial payables	4 391 564	5 904 427
Advances from customers	1 299 522	1 115 278
Current employee benefits	642 212	537 108
Total trade and other payables	6 333 298	7 556 813

# Note 19. Other Taxes Payable

	31 March 2014	31 December 2013
VAT payable	1 323 438	900 900
Property tax	201 265	98 543
Employee taxes	124 648	112 214
Personal Income Tax	46 535	50 486
Water usage tax	9 706	9 717
Other taxes	6 715	7 435
Total taxes payable	1 712 307	1 179 295

As at 31 March 2014 and as at 31 December 2013 the Group had no past due tax liabilities.

# Note 20. Other Sales

	Three months ended 31 March 2014	Three months ended 31 March 2013
Connection of customers to heating network	23 237	56 867
Revenue from transit of rail cars	18 312	14 265
Maintenance of electrical facilities	9 496	10 845
Handling of heating oil	8 232	8 304
Installation of heating meters	-	13 325
Other	50 009	41 445
Total other sales	109 286	145 051

# Note 21. Government Grants

In accordance to Murmansk region law № 919-01-3MO «About budget process in Murmansk region» Group received a grant in first quarter 2014 for the compensation of income in relation to providing heating services (sales to consummers of heat) per tariffs that don't cover expenses from Murmansk Region budget for a total amount of RUB 313 674 thousand (in first quarter 2013 - RUB 150 000 thousand).

# Note 22. Operating Expenses

	Three months ended	Three months ended
	31 March 2014	31 March 2013
Fuel	10 022 795	10 461 152
Employee benefits	1 737 077	1 721 353
Depreciation of property, plant and equipment	1 631 548	1 629 194
Electricity, capacity and heat purchases	1 525 424	1 597 534
Water usage expenses	598 481	582 367
Heat distribution	431 430	207 893
Repairs and maintenance	421 965	174 063
Fees of electricity market operators	211 511	202 066
Taxes other than income tax	190 431	282 855
Other materials	125 856	122 774
Loss/(Gain) on disposal of property, plant and equipment	125 385	(107 327)
Security expenses	118 636	92 644
Operating lease expenses	81 234	101 804
IT services	78 828	75 005
Acceptance of payments	72 276	70 906
Insurance cost	64 212	62 603
Telecommunication expenses	58 714	60 335
Amortisation of intangible assets	42 974	65 515
Consulting, legal and audit expenses	21 971	16 239
Provision/(release) for impairment of accounts receivable	2 406	(77 280)
Amortisation of investment property	1 257	1 781
Reversal of provision for inventory obsolescence	(53)	-
Other operating expenses	364 102	277 881
Total operating expenses	17 928 460	17 621 357

# Note 23. Other Operating Income

	Three months ended 31 March 2014	Three months ended 31 March 2013
Fines and penalties	44 971	39 586
Operating lease income	38 588	36 864
Other operating income	53 974	4 771
Total other operating income	137 533	81 221

# Note 24. Finance Income and Finance Costs

	Three months ended 31 March 2014	Three months ended 31 March 2013
Interest income	8 212	5 931
Exchange differences (net)	-	24 465
Effect of discounting of financial instruments	10 389	15 827
Finance income	18 601	46 223
Interest expense	(500 243)	(647 153)
Exchange differences (net)	(125 330)	-
Effect of discounting of financial instruments	(54 391)	(10 024)
Finance costs	(679 964)	(657 177)

# Note 25. Events after the Reporting Period

# Borrowings

During the period between reporting date and signing date, the Group received long-term loans of RUB 2 413 372 thousand and short-term loans of RUB 577 300 thousand.

During the period between reporting date and signing date, the Group repaid borrowings of RUB 3 907 375 thousand.