

**CONDENSED CONSOLIDATED
QUARTERLY FINANCIAL STATEMENT
OF THE BORYSZEW CAPITAL GROUP
FOR 3Q 2015**



16 November, 2015



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CAPITAL GROUP**

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SELECTED FINANCIAL DATA

	in PLN thousands		in EUR thousands	
	01.01.2015 - 30.09. 2015	01.01.2014 - 30.09. 2014	01.01.2015 - 30.09. 2015	01.01.2014 - 30.09. 2014
Data for the interim condensed CONSOLIDATED financial statements				
Sales revenue from continuing operations	4 349 600	3 829 608	1 045 954	916 108
Operating profit (loss)	107 155	156 772	25 768	37 503
Net profit from continuing operations	60 475	105 183	14 543	25 162
Net cash flows from operating activities	178 000	79 186	42 804	18 943
Net cash flows from investing activities	(172 729)	(225 325)	(41 536)	(53 902)
Net cash flows from financing activities	(13 952)	113 771	(3 355)	27 216
No. of shares entitled to dividend *)	205 670 000	230 646 149	205 670 000	230 646 149
Net profit per ordinary share to equity holders of the parent (in PLN/EUR)	0,17	0,33	0,04	0,08
	in PLN thousands		in EUR thousands	
	As at 30.09.2015	As at 31.12.2014	As at 30.09.2015	As at 31.12.2014
Assets related to continuing operations	3 458 030	3 338 978	815 842	783 375
Liabilities related to continuing operations	2 034 046	1 881 675	479 886	441 469
Net interests debt	948 477	877 279	223 771	205 823
Net interests debt / EBITDA	3,4	3,5	3,4	3,5
Share capital	1 400 996	1 434 249	330 533	336 496
No. of shares entitled to dividend *)	205 670 000	229 000 000	205 670 000	229 000 000

*) The above number of shares do not include shares bought by the Group in the Programme of taking in of treasury shares



CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	01.01.2015 - 30.09. 2015	01.01.2014 - 30.09. 2014	01.07.2015 - 30.09. 2015	01.07.2014 - 30.09. 2014
Continuing operations				
Revenues from sales	4 349 600	3 829 608	1 293 156	1 295 678
Prime cost of sale	4 007 961	3 478 094	1 178 435	1 177 264
Gross profit (loss) from sales	341 639	351 514	114 721	118 414
Selling costs	91 052	82 103	32 135	24 897
General and administrative costs	154 614	161 436	52 657	56 951
Other operating revenue	40 782	64 302	21 920	45 551
Other operating expenses	29 600	15 505	13 904	4 467
Profit (loss) from operating activity	107 155	156 772	37 945	77 650
Financial income	3 495	12 081	(12 525)	1 465
Financial costs	34 647	53 652	16 670	26 764
Share in profits capital group entities	(1 467)	-	(1 467)	-
Profit (loss) before income tax	74 536	115 201	7 283	52 351
Income tax	14 061	10 018	292	(1 794)
Net profit (loss) on continued operations	60 475	105 183	6 991	54 145
Net profit/loss on discontinued operations	305	1 746	481	2 631
Net profit/loss on continued activity and discontinued operations including attributable:	60 780	106 929	7 472	56 776
<i>owners of the controlling entity</i>	34 229	76 741	1 198	40 343
<i>non-controlling shareholders</i>	26 551	30 188	6 274	16 433
Earnings/loss per share				
Net profit attributable to the parent (PLN thousand)	34 229	76 741	1 198	40 343
No. of shares entitled to dividend *)	205 670 000	230 646 149	205 670 000	230 646 149
Profit per 1 share (in PLN)	0,17	0,33	0,01	0,17

*) The above number of shares do not include shares bought by the Group in the Programme of taking in of treasury shares



	01.01.2015 - 30.09. 2015	01.01.2014 - 30.09. 2014	01.07.2015 - 30.09. 2015	01.07.2014 - 30.09. 2014
Net profit	60 780	106 929	7 472	56 776
Income recognised in capitals				
Income recognised in capitals, which may be transferred to profit and loss account				
Currency translation differences related to foreign operations	(14 454)	6 391	(13 936)	14 162
Financial assets available for sale	(14 179)	(7 833)	6 737	(3 996)
Hedge accounting	(11 385)	7 736	(15 225)	3 451
Income tax	(5 003)	(18)	(8 828)	(67)
Income recognised in capitals, not to be classified to financial result				
Employee benefit capital reserve	11	-	(4)	-
Income tax	2	-	(1)	-
Income recognised in capitals owners of the controlling entity	(35 006)	6 312	(13 599)	13 684
<i>owners of the controlling entity</i>	<i>(27 882)</i>	<i>6 488</i>	<i>(17 930)</i>	<i>13 984</i>
<i>non-controlling shareholders</i>	<i>(7 124)</i>	<i>(176)</i>	<i>(3 319)</i>	<i>-264</i>
Total overall income, including income due to:	25 774	113 241	(6 127)	70 460
<i>owners of the controlling entity</i>	<i>6 347</i>	<i>83 229</i>	<i>(16 732)</i>	<i>54 327</i>
<i>non-controlling shareholders</i>	<i>19 427</i>	<i>30 012</i>	<i>2 955</i>	<i>16 169</i>

CONSOLIDATED STATEMENT COMPREHENSIVE INCOME – DISCONTINUED OPERATIONS

	01.01.2015 - 30.09. 2015	01.01.2014 - 30.09. 2014	01.07.2015 - 30.09. 2015	01.07.2014 - 30.09. 2014
Revenues from sales, total	212	680	73	230
Cost of manufacture of products sold	218	680	79	230
Gross profit (loss) from sales	(6)	-	(6)	-
Selling costs	-	-	-	-
General and administrative costs	-	-	-	-
Other operating revenue	2 332	3 752	1 255	(955)
Other operating expenses	2 138	2 497	671	(3 219)
Profit (loss) from operating activity	188	1 255	578	2 264
Financial income	111	3	27	1
Financial costs	725	1 187	237	423
Profit (loss) before income tax	(426)	71	368	1 842
Deferred income tax	(731)	(1 675)	(113)	(789)
Profit (loss) from discontinuing operations due to:	305	1 746	481	2 631
<i>owners of the controlling entity</i>	<i>591</i>	<i>545</i>	<i>391</i>	<i>378</i>
<i>non-controlling shareholders</i>	<i>(286)</i>	<i>1 201</i>	<i>90</i>	<i>2 253</i>



CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	As at 30.09.2015	As at 31.12.2014
ASSETS		
Fixed assets		
Tangible fixed assets	1 073 753	1 087 041
Investment property	120 489	116 756
Goodwill	78 959	78 959
Intangible assets	28 238	21 629
Interests and shares in subsidiaries	25 030	25 027
Investment in affiliates	235 109	-
Financial assets	31 656	204 380
Deferred tax assets	50 941	52 143
Trade and other receivables	693	1 532
Other assets	10 161	25 835
Total fixed assets	1 655 029	1 613 302
Current assets		
Inventory	757 375	858 574
Trade and other receivables	847 019	685 506
Short-term financial assets	42 115	42 033
Derivative financial instruments	8 371	11 318
Current tax assets	1 921	4 388
Other assets	73 593	42 569
Cash and cash equivalents	72 607	81 288
Total current assets	1 803 001	1 725 676
Assets classified as held for sale	5 702	11 209
Total assets	3 463 732	3 350 187



LIABILITIES AND EQUITY	As at 30.09.2015	As at 31.12.2014
Equity	248 906	248 906
Share capital	(122 380)	(100 582)
Own (treasury) shares (stocks)	114 435	114 435
Share premium	(3 725)	2 138
Hedge accounting capital	(362)	(371)
Hedge accounting capital	(11 360)	(4 713)
Capital reserve on translating employee payables	(11 673)	3 708
Retained earnings	614 389	587 913
Total equity	828 230	851 434
Non-controlling shareholders' equity	572 766	582 815
Total equity	1 400 996	1 434 249
Long – term liabilities		
Bank credits, loans, bonds	101 358	137 297
Lease liabilities	77 773	74 734
Payables on perpetual usufruct of investment land	38 390	38 612
Deferred tax provision	95 882	97 578
Employee benefit provisions	17 196	17 870
Other provisions	7 403	7 449
Other liabilities	49 665	49 648
Total long-term liabilities	387 667	423 188
Short-term liabilities		
Bank credits, loans, bonds	812 858	719 364
Lease liabilities	29 095	27 172
Trade payables and other liabilities	710 671	632 917
Derivative financial instruments	15 464	7 178
Current tax liabilities	18 423	10 167
Employee benefit provisions	24 032	20 267
Other provisions	30 267	36 640
Other liabilities	5 569	4 782
Total short-term liabilities	1 646 379	1 458 487
Liabilities related to assets classified as held for sale	28 690	34 263
Total liabilities	2 062 736	1 915 938
Total equity and liabilities	3 463 732	3 350 187



CONSOLIDATED CASH FLOW STATEMENT

	01.01.2015 - 30.09. 2015	01.01.2014 -30.09. 2014
Cash flows from operating activities		
Profit (loss) before income tax	76 003	115 272
Adjustments for (+/-)	101 997	(36 086)
Depreciation / amortisation	87 661	83 943
Interest on financial liabilities	23 489	24 833
Dividends from share in profit	-	(2 117)
Profit on sale of subsidiaries	-	(24 860)
Change in receivables	(160 543)	(201 461)
Change in inventories	101 199	(121 272)
Change in liabilities	77 034	221 651
Change in reserves and prepayments	(17 154)	(8 740)
Other items	(3 694)	(6 133)
Income tax paid (refunded)	(5 995)	(1 930)
Net cash from operating activities	178 000	79 186
Cash flows from investment activities		
Revenues from fixed assets disposal	9 749	12 322
Revenues from disposal of shares in capital group entities	-	39 973
Revenues from dividend	-	2 098
Expenses on acquisition of fixed assets	(87 098)	(131 660)
Acquisition of shares in capital group entities	(87 380)	(6 735)
Purchase of financial assets	(8 000)	(141 323)
Net cash from investing activities	(172 729)	(225 325)
Cash flows from financial activities		
Net proceeds from issue of shares	-	110 000
Proceeds of credit	188 750	171 521
Proceeds of loan	-	1 852
Proceeds from issuance of debt securities and other	5 763	-
Expenses on acquisition of own shares	(21 798)	-
Payment of dividends	(22 672)	-
Repayment of credit	(135 231)	(136 875)
Repayment of loans	(1 727)	(355)
Interest paid on loans, bonds...	(23 489)	(24 833)
Payment of liabilities under finance lease agreements	(3 548)	(7 539)
Net cash from financing activities	-13 952	113 771
Net change in cash	(8 681)	(32 368)
Cash opening balance	81 288	92 977
Cash closing balance	72 607	60 609



CONSOLIDATED CASH FLOW STATEMENT – DISCONTINUED OPERATIONS

	01.01.2015 - 30.09. 2015	01.01.2014 - 30.09. 2014
Cash flows from operating activities		
Profit (loss) before income tax	(426)	71
Adjustments	(5 466)	(8 841)
Net cash from operating activities	(5 892)	(8 770)
Cash flows from investment activities		
Revenues	2 091	3 696
Expenses	-	-
Net cash from investing activities	2 091	3 696
Cash flows from financial activities		
Revenues	3 623	5 187
Expenses	-	-
Net cash from financial activities	3 623	5 187
Change in cash and cash equivalents	(178)	113
Cash and cash equivalents opening balance	375	68
Cash and cash equivalents closing balance	197	181



CONSOLIDATED STATEMENT ON CHANGES IN EQUITY

	Share capital	treasury shares	Share premium	Hedge accounting	Revaluation reserve	Profit/Loss on restatement of employee benefits	Currency translation differences (subsidiaries)	Retained earnings	Equity attributable to shareholders of the parent	Equity attributable to minority interest	Total equity
As at 01.01.2015	248 906	(100 582)	114 435	2 138	(4 713)	(371)	3 708	587 913	851 434	582 815	1 434 249
Valuation of hedge instruments				(5 863)					(5 863)	(3 359)	(9 222)
Valuation of assets available for sale					(6 647)				(6 647)	(4 838)	(11 485)
Valuation of employee benefits						9			9		9
Exchange differences							(15 381)		(15 381)	1 073	(14 308)
Profit for Q3 2015								34 229	34 229	26 551	60 780
Total comprehensive income for Q3 2015	-	-	-	(5 863)	(6 647)	9	(15 381)	34 229	6 347	19 427	25 774
Share buyback - Borszew SA		(21 798)							(21 798)		(21 798)
The payment of dividend								(22 672)	(22 672)		(22 672)
Change of group structure								14 919	14 919	(29 476)	(14 557)
As at 30.09.2015	248 906	(122 380)	114 435	(3 725)	(11 360)	(362)	(11 673)	614 389	828 230	572 766	1 400 996



Boryszew Capital Group
Condensed consolidated quarterly financial statement for 3Q_ 2015
 prepared in compliance with IFRS adopted by the European Union (EU)

(all amounts in PLN th. unless otherwise stated)

	Share capital	treasury shares	Share premium	Hedge accounting	Revaluation reserve	Profit/Loss on restatement of employee benefits	Currency translation differences (subsidiaries)	Retained earnings	Equity attributable to shareholders of the parent	Equity attributable to minority interest	Total equity
As at 01.01.2014	228 906	(89 978)	24 435	(1 445)	329	364	8 298	457 120	628 029	581 430	1 209 459
Valuation of hedge instruments				4 052					4 052	2 214	6 266
Valuation of assets available for sale					(3 331)				(3 331)	(3 014)	(6 345)
Valuation of employee benefits						-			-		-
Exchange differences							5 767		5 767	624	6 391
Profit for Q3 2014								76 741	76 741	30 188	106 929
Total comprehensive income for Q3 2014	-	-	-	4 052	(3 331)	-	5 767	76 741	83 229	30 012	113 241
Purchase of Tensho									-	1 733	1 733
Issue of shares	20 000		90 000					(102)	109 898		109 898
Other changes								(134)	134	173	307
As at 30.09.2014	248 906	(89 978)	114 435	2 607	(3 002)	364	14 065	533 625	821 022	613 002	1 434 024

**CONDENSED QUARTERLY
FINANCIAL STATEMENT OF BORYSZEW S.A.
FOR 1Q 2015**



**Boryszew S.A.**

Condensed quarterly financial statement for 3Q 2015

prepared in compliance with IFRS adopted by the European Union (EU)

*all amounts in PLN th. unless otherwise stated***STATEMENT OF COMPREHENSIVE INCOME**

	01.01.2015 - 30.09. 2015	01.01.2014 - 30.09. 2014	01.07.2015 - 30.09. 2015	01.07.2014 - 30.09. 2014
Revenues from sales	918 717	764 074	291 035	270 941
Prime cost of sale	798 852	651 904	248 472	230 890
Gross profit (loss) from sales	119 865	112 170	42 563	40 051
Selling costs	19 130	20 018	7 008	6 663
General and administrative costs	40 531	44 977	13 065	14 300
Other operating revenue	21 182	21 689	4 930	8 297
Other operating expenses	16 356	25 281	923	15 819
Profit (loss) from operating activity	65 030	43 583	26 497	11 566
Financial revenues	12 144	13 890	2 340	8 240
Financial expenses	18 647	21 820	6 359	9 823
Financial profit/loss	(6 503)	(7 930)	(4 019)	(1 583)
Profit before income tax	58 527	35 653	22 478	9 983
Income tax	10 369	7 286	10 369	2 355
Net profit	48 158	28 367	12 109	7 628
Profit/loss per 1 share				
No of shares entitled to dividend *)	213 840 000	210 646 149	213 840 000	210 646 149
Profit/loss per 1 share (in PLN)	0,23	0,13	0,06	0,04

*) The above number of shares do not include shares bought by the Group in the Programme of taking in of treasury shares

	01.01.2015 - 30.09. 2015	01.01.2014 - 30.09. 2014	01.07.2015 - 30.09. 2015	01.07.2014 - 30.09. 2014
Net profit	48 158	28 367	12 109	7 628
Other income recognized in equity				
Other income recognized in equity, to be transferred to profit and loss account				
Currency translation differences related to foreign operations				
Financial assets available for sale	(762)	(180)	828	324
Hedge accounting	(2 372)	2 296	(1 191)	(3 136)
<i>Income tax</i>	595	(402)	69	535
Income recognised in capitals, not to be classified to financial result				
Capital from the valuation of provisions for employee benefits	(27)	-	(25)	-
<i>Income tax</i>	5	-	5	-
Income recognized in equity	(2 561)	1 714	(314)	(2 277)
Total comprehensive income	45 597	30 081	11 795	5 351

**Boryszew S.A.**

Condensed quarterly financial statement for 3Q 2015

prepared in compliance with IFRS adopted by the European Union (EU)

*all amounts in PLN th. unless otherwise stated***STATEMENT OF FINANCIAL POSITION**

	As at 30.09.2015	As at 31.12.2014
ASSETS		
Non-current assets		
Tangible fixed assets	208 942	217 142
Investment property	1 190	82 760
Intangible assets	17 779	10 234
Interests and shares in subsidiaries	411 472	338 808
Financial assets	26 005	10 324
Deferred tax assets	-	-
Receivables and other assets	306 906	253 297
Other assets	929	1 247
Total fixed assets	973 223	913 812
Current assets		
Inventory	204 443	173 552
Trade and other receivables	297 123	280 662
Short-term financial assets	25 068	29 868
Derivative financial instruments	-	735
Current tax assets	-	-
Other assets	12 977	5 394
Cash and cash equivalents	25 895	23 920
Total current assets	565 506	514 131
Assets classified as held for sale	-	234
Total assets	1 538 729	1 428 177

**Boryszew S.A.**

Condensed quarterly financial statement for 3Q 2015

prepared in compliance with IFRS adopted by the European Union (EU)

all amounts in PLN th. unless otherwise stated

LIABILITIES AND EQUITY	As at 30.09.2015	As at 31.12.2014
EQUITY		
Share capital	248 906	248 906
Own shares	(41 073)	(34 673)
Share premium	112 346	112 346
Hedge accounting capital	(1 285)	636
Capital reserve on translating employee payables	(189)	(167)
Revaluation reserve assets	(645)	(28)
Retained earnings	296 557	271 846
<i>Profit of the year</i>	<i>48 158</i>	<i>25 548</i>
Total equity	614 617	598 866
Long-term liabilities		
Bank credits, loans, bonds	34 702	35 180
Lease liabilities	47 042	42 602
Payables on perpetual usufruct of investment land	564	37 813
Deferred tax provision	18 511	16 465
Employee benefit provisions	2 470	2 596
Other provisions	5 165	5 205
Deferred income	3 647	4 150
Total long-term liabilities	112 101	144 011
Short-term liabilities		
Bank credits, loans, bonds	493 659	409 157
Lease liabilities	23 094	19 823
Trade payables and other liabilities	274 095	245 990
Current tax liability	8 730	-
Derivative financial instruments	1 329	-
Rezerwy na świadczenia pracownicze	4 986	5 392
Other provisions	1 995	1 666
Deferred income	4 123	3 272
Total short-term liabilities	812 011	685 300
Total liabilities	924 112	829 311
Total equity and liabilities	1 538 729	1 428 177

**Boryszew S.A.**

Condensed quarterly financial statement for 3Q 2015

prepared in compliance with IFRS adopted by the European Union (EU)

*all amounts in PLN th. unless otherwise stated***CASH FLOW STATEMENT**

	01.01.2015 - 30.09. 2015	01.01.2014 - 30.09. 2014
<i>Cash flows from operating activities</i>		
Profit (loss) before income tax	58 527	35 653
Adjustments for (+/-)	-2 238	4 624
Depreciation / amortisation	17 688	17 332
Interest on financial liabilities	13 068	13 340
Profit (loss) on financial assets	-	-
Dividends from share in profit	(810)	(1 970)
Profit (loss) on investment activity	-	-
Change in receivables	(16 273)	(60 264)
Change in inventories	(30 891)	(56 072)
Change in liabilities	44 576	104 735
Change in provisions and accruals	(7 160)	(4 023)
Other items	(22 436)	(10 244)
Income tax paid (refunded)	-	1 790
Net cash from operating activities	56 289	40 277
<i>Cash flows from investment activities</i>		
Revenues on fixed assets disposal	-	321
Revenues from disposal of shares in capital group entities	-	-
Revenues from dividend	810	1 970
Revenues from granted long-term loans	-	-
Expenses on acquisition of fixed assets	(17 033)	(30 739)
Acquisition of shares in capital group entities	(14 852)	(6 793)
Granted long-term loans	(53 797)	(62 019)
Other investment expenses	(10 551)	(7 460)
Net cash from investing activities	(95 423)	(104 720)
<i>Cash flows from financial activities</i>		
Net incomes on issue of shares	-	110 000
Revenues from credits	63 231	83 898
Revenues from received loans	28 580	21 743
Revenues from issue of debt and other securities	-	-
Other financial income	-	14 703
Share buyback expense	(23 447)	-
Loans repaid	(6 400)	-
Repayment of borrowings	-	(50 319)
Repayment of debt securities	-	(180)
Interest paid on loans, bonds.	(7 787)	(100 902)
Payment of liabilities under finance lease agreements	(13 068)	(13 340)
Net cash from financing activities	-	(789)
Net change in cash	41 109	64 814
Cash at the beginning of the business year	1 975	371
Cash at the end of the business year	23 920	28 835
Proceeds from credits	25 895	29 206

**Boryszew S.A.**

Condensed quarterly financial statement for 3Q 2015

prepared in compliance with IFRS adopted by the European Union (EU)

*all amounts in PLN th. unless otherwise stated***STATEMENT ON CHANGES IN EQUITY**

	Share capital	Treasury share	Share premium	Hedge accounting	Revaluation reserve	Profit/Loss on restatement of employee benefits	Retained earnings	Total equity
As at 01.01.2015	248 906	(34 673)	112 346	636	(28)	(167)	271 846	598 866
Valuation of hedge instruments				(1 921)				(1 921)
Valuation of assets available for sale					(617)			(617)
Valuation of employee benefits						(22)		(22)
Profit for Q3 2015							48 158	48 158
Total comprehensive income for Q3 2015	-	-	-	(1 921)	(617)	(22)	48 158	45 598
Purchase of own shares		(6 400)						(6 400)
The payment of dividend							(23 447)	(23 447)
As at 30.09.2015	248 906	(41 073)	112 346	(1 285)	(645)	(189)	296 557	614 617

	Share capital	Treasury share	Share premium	Hedge accounting	Revaluation reserve	Profit/Loss on restatement of employee benefits	Retained earnings	Total equity
As at 01.01.2014	228 906	(30 322)	22 346	(246)	618	270	245 975	467 547
Valuation of hedge instruments				1 860				1 860
Valuation of assets available for sale					(146)			(146)
Valuation of employee benefits								-
Profit for Q3 2015							28 367	28 367
Total comprehensive income for Q3 2015	-	-	-	1 860	(146)	-	28 367	30 081
Purchase of own shares								-
Issue of shares	20 000		90 000				(104)	109 896
As at 30.09.2014	248 906	(30 322)	112 346	1 614	472	270	274 238	607 524



Consolidated financial statements of Boryszew Capital Group for the period from 1 January to 30 September 2015 have been signed at the headquarters of the 16 November, 2015.

The consolidated financial statements are presented by the Management Board of Boryszew S.A.:

Piotr Szeliga – President of the Management Board

Mikołaj Budzanowski – Member of the Management Board

Cezary Pyszkowski – Member of the Management Board

Chief Accountant – Elżbieta Słaboń

Translation from the original Polish version.

In the event of differences resulting from the translation, reference should be made to the official Polish version.