

9. CONSOLIDATED FINANCIAL STATEMENTS

OA O TMK

Notes to the Consolidated Financial Statements (continued)

(All amounts are in thousands of US dollars, unless specified otherwise)

17) Goodwill and Other Intangible Assets (continued)

As at December 31, 2014, the Group determined that the recoverable amount of American division was 1,054,894 (December 31, 2013: 1,270,592 using the pre-tax discount rate of 11.38%). The Group recognised the impairment loss of 150,396 in respect of American division goodwill in the year ended December 31, 2014.

The impairment of American division goodwill was primarily driven by expected decline in consumption of OCTG products in the US market due to the drop of oil prices in the past few months.

Based on external sources of information and management judgment the Group made the following assumption to calculate value in use of American division:

- forecast OCTG prices decrease by 9% in 2015 compared to 2014;
- forecast OCTG volumes decrease by 26% in 2015 compared to 2014;
- forecast raw materials costs (both scrap and HRC) decrease by \$150 in 2015 compared to 2014;
- OCTG volumes and prices are expected to steadily recover to the 2014 levels by 2017.

The reasonably possible deviations of assumptions from the underlying operating plans could affect the recoverable amount of American division. American division recoverable amount was the most sensitive to the growth of discount rate, changes in sales volumes, prices and costs. A 10% increase in the discount rate would result in an additional decrease of the recoverable amount by 123,563; a 5% rise in costs would result in an additional decrease of the recoverable amount by 801,007; a decrease in sales prices by 5% would result in an additional decrease of the recoverable amount by 990,120; a decrease in sales volume by 5% would result in an additional decrease of the recoverable amount by 197,585.

18) Other Non-Current Assets

Other non-current assets consisted of the following:

	2014	2013
Prepayment for acquisition of subsidiary (Note 27)	48,506	—
Prepayments for acquisition of property, plant and equipment	15,627	34,987
Loans to employees	2,497	5,193
Restricted cash deposits for fulfillment of guaranties	1,143	351
Long-term trade receivables	287	13,356
Other	6,180	15,184
	74,240	69,071
Allowance for doubtful debts	(38)	(18,819)
	74,202	50,252

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Notes to the Consolidated Financial Statements (continued)

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19) Trade and Other Payables

Trade and other payables consisted of the following:

	2014	2013
Trade payables	530,501	708,350
Accounts payable for property, plant and equipment	52,429	64,763
Liabilities for VAT	39,523	32,880
Payroll liabilities	21,095	31,685
Liabilities for property tax	12,980	16,898
Accrued and withheld taxes on payroll	11,361	16,123
Sales rebate payable	9,440	8,601
Liabilities under put options of non-controlling interest shareholders in subsidiaries	6,639	9,323
Notes issued to third parties	3,133	5,353
Liabilities for other taxes	1,309	1,840
Other payables	34,286	48,349
	722,696	944,165

20) Provisions and Accruals

Provisions and accruals consisted of the following:

	2014	2013
Current		
Provision for bonuses	17,190	16,816
Accrual for long-service bonuses	9,396	15,286
Accrual for unused annual leaves, current portion	3,060	4,213
Current portion of employee benefits liability	2,366	6,215
Environmental provision, current portion	1,351	1,510
Other provisions	8,034	7,144
	41,397	51,184
Non-current		
Accrual for unused annual leaves	14,062	22,515
Environmental provision	4,133	3,887
Provision for bonuses	770	2,532
Other provisions	3,951	4,393
	22,916	33,327

21) Interest-Bearing Loans and Borrowings

Interest-bearing loans and borrowings consisted of the following:

	2014	2013
Current		
Bank loans	265,439	69,647
Interest payable	30,841	32,735
Current portion of non-current borrowings	152,135	292,522
Current portion of bearer coupon debt securities	311,000	—
Unamortised debt issue costs	(610)	(963)
Total short-term loans and borrowings	758,805	393,941
Non-current		
Bank loans	1,571,236	2,139,397
Bearer coupon debt securities	1,311,000	1,412,500
Unamortised debt issue costs	(8,201)	(11,298)
Less: current portion of non-current borrowings	(152,135)	(292,522)
Less: current portion of bearer coupon debt securities	(311,000)	—
Total long-term loans and borrowings	2,410,900	3,248,077

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Notes to the Consolidated Financial Statements (continued)

(All amounts are in thousands of US dollars, unless specified otherwise)

21) Interest-Bearing Loans and Borrowings (continued)

The Group's borrowings were denominated in the following currencies:

	Interest rates	2014	Interest rates	2013
Russian rouble	Fixed 7.99%-13%	958,177	Fixed 7.35%-9.6%	1,183,323
	Fixed 5.25%	313,262	Fixed 5.25%	415,508
	Fixed 6.75%	505,235	Fixed 6.75%	504,693
	Fixed 7.75%	514,521	Fixed 7.75%	513,951
US dollar	Fixed 4.99%-5.8%	406,272	Fixed 4.99%-5.8%	407,578
	Variable:	386,679	Variable:	484,711
	Libor (1m) + 2.25%-2.75%		Libor (1m) + 2.25%-3%	
	Libor (3m) + 2.75%-4.5%		Libor (3m-12m) + 1.4%-4.5%	
Euro	Fixed 5.19%	11,540	Fixed 5.19%	38,157
	Variable:	74,019	Variable:	93,989
	Euribor (1m) + 1.15%-3.5%		Euribor (1m) + 1.9%-4%	
	Euribor (3m) + 1.7%-3%		Euribor (3m) + 1.7%-3%	
Romanian lei	–	–	Euribor (6m) + 0.9%	108
		3,169,705	Robor (6m) + 3%	3,642,018

Unutilised Borrowing Facilities

As at December 31, 2014, the Group had unutilised borrowing facilities in the amount of 879,656 (December 31, 2013: 1,619,478).

22) Convertible Bonds

On February 11, 2010, TMK Bonds S.A., the Group's structured entity, completed the offering of 4,125 convertible bonds due 2015 convertible into Global Depository Receipts each representing four ordinary shares of OAOTM. The bonds are listed on the London Stock Exchange. The bonds have nominal value of 100,000 US dollars each and were issued at 100% of their principal amount. The convertible bonds carry a coupon of 5.25% per annum, payable on a quarterly basis. As at December 31, 2014, the bonds were convertible into GDRs at conversion price of 22.137 US dollars per GDR (December 31, 2013: 22.137 US dollars per GDR).

The Group can early redeem all outstanding bonds, in whole but not in part, at any time on or after March 4, 2013 at their principal amount plus accrued interest, if the volume weighted average price of the GDRs traded on the London Stock Exchange during 30 consecutive dealing days exceeds 130 per cent of the conversion price (the "Issuer Call"). In addition, the Group has the option to redeem the bonds at the principal amount plus accrued interest if 15% or less of the bonds remain outstanding.

The Group determined that the convertible bonds represent a combined financial instrument containing two components: the bond liability (host component) and an embedded derivative representing conversion option in foreign currency combined with the Issuer Call (the "Embedded Conversion Option").

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Notes to the Consolidated Financial Statements (continued)

(All amounts are in thousands of US dollars, unless specified otherwise)

22) Convertible Bonds (continued)

The Embedded Conversion Option in foreign currency was classified as financial instrument at fair value through profit or loss. The Embedded Conversion Option was initially recognised at the fair value of 35,455. The Group used binomial options pricing model for initial and subsequent measurement of fair value of this embedded derivative. For the purposes of this model, the Group assessed that the credit spread comprised 2,422 bps and 410 bps as at December 31, 2014 and December 31, 2013, respectively. The change in the fair value of the embedded derivative during the reporting period resulted in a gain of 2,080 (2013: 8,410), which was recorded as gain on changes in fair value of derivative financial instruments in the income statement.

The fair value of the host component at the initial recognition date has been determined as a residual amount after deducting the fair value of the Embedded Conversion Option from the issue price of the convertible bonds adjusted for transaction costs. The host component is subsequently carried at the amortised cost using the effective interest method. As at December 31, 2014, the carrying value of the host component was 313,262 (December 31, 2013: 415,508).

Up to the date of authorisation of these consolidated financial statements for issuance, the Group fully redeemed the convertible bonds.

23) Finance Lease Liability

The Group's finance lease obligations primarily related to machinery, equipment and transport with certain leases having renewal and purchase options at the end of lease term.

The carrying value of the leased assets was as follows as at December 31:

	2014	2013
Machinery and equipment	26,752	40,362
Transport and motor vehicles	7,791	668
	34,543	41,030

The leased assets were included in property, plant and equipment in the consolidated statement of financial position.

Future minimum lease payments were as follows as at December 31, 2014:

	Minimum payments	Present value of payments
2015	7,664	5,545
2016-2019	22,176	16,615
After 2019	36,099	31,026
Total minimum lease payments	65,939	53,186
Less amounts representing finance charges	(12,753)	–
Present value of minimum lease payments	53,186	53,186