

## **REPORT ON REVIEW OF CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS**

### **To the Shareholders and Supervisory Board of Orbis S.A.**

#### *Introduction*

We have reviewed the accompanying condensed interim consolidated financial statements of the Orbis Capital Group (hereinafter: the "Capital Group"), for which Orbis S.A. (hereinafter: the "Parent Company") with its registered office in Warsaw, ul. Bracka 16 is the Parent Company, including consolidated statement of financial position prepared as at 30 June 2017, consolidated profit and loss account, consolidated statement of comprehensive income, consolidated statement of changes in equity, consolidated statement of cash flows for the period then ended and explanatory notes.

Management Board and Supervisory Board of the Parent Company is responsible for the preparation and fair presentation of these condensed interim consolidated financial statements in accordance with the IAS 34 "Interim Financial Reporting" as endorsed by the European Union ("IAS 34") and with other regulations in force. Our responsibility is to express a conclusion on this condensed interim consolidated financial information based on our review.

#### *Scope of Review*

We conducted our review in accordance with National Auditing Standard 2410 in line with the wording of the International Standard on Review Engagements 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" adopted by Resolution No. 2783/52/2015 of the National Council of Statutory Auditors of 10 February 2015 as amended. A review of interim financial statements consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures.

A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

#### *Basis for Qualified Conclusion*

As presented in the Explanatory Note 1.2, as at the date of first time adoption of International Financial Reporting Standards for preparation of the financial statements, the Management Board of the Parent considered various interpretations regarding IAS 17 and decided that perpetual usufruct of land acquired free of charge as a result of privatization of the Group companies should be recognized in the balance sheet in amounts determined in the course of independent valuation. As of 30 June 2017, 31 December 2016 and 30 June 2016, net value of perpetual usufruct of land as presented in fixed assets amounted to PLN 250,794 thousand, PLN 253,336 thousand and PLN 258,777 thousand, respectively, presented as investment property – to PLN 3,583 thousand, PLN 3,394 thousand and PLN 3,417 thousand, respectively, and presented as assets held for sale,

to PLN 1,193 thousand as of 30 June 2017, PLN 3,314 thousand as of 31 December 2016 and PLN 5,926 thousand as of 30 June 2016. At the same time, as at 30 June 2017, 31 December 2016 and 30 June 2016, the Group created a provision for deferred income tax related to titles acquired free of charge, in the amount of PLN 48,558 thousand, PLN 49,408 thousand and PLN 50,943 thousand, respectively. In our opinion, due to the fact that the ownership title is not transferred to the Group upon contract termination, in line with IAS 17 such rights are regarded as operating lease and ought to be disclosed in off-balance sheet records.

Had the perpetual usufruct of land acquired free of charge not been recognized in the balance sheet, the financial profit/loss for the 6 months ended 30 June 2017, 12 months ended 31 December 2016 and 6 months ended 30 June 2016 including deferred tax would have been PLN 3,624 thousand, PLN 8,110 thousand and PLN 1,456 thousand respectively higher, and the previous years' profit/loss as at 30 June 2017, 31 December 2016 and 30 June 2016 would have been PLN 210,636 thousand, PLN 218,745 thousand and PLN 218,633 thousand respectively lower.

Additionally, the Group recognized perpetual usufruct of land acquired for a charge and amounting to PLN 59,716 thousand as at 30 June 2017, PLN 60,108 thousand as at 31 December 2016 and PLN 64,830 thousand as at 30 June 2016 as property, plant and equipment. Additionally, the Group recognized as assets held for sale perpetual usufruct of land acquired for a charge amounting to PLN 1,274 thousand as at 31 December 2016 and 187 thousand as at 30 June 2016. In our opinion, such rights should have been classified as operating lease, in accordance with IAS 17 and the value of payment, as long-term accruals and settled over time.

#### *Qualified Conclusion*

Except for the adjustments to the condensed interim consolidated financial information that we might have become aware of had it not been for the situation described above, based on our review, with the exception of the matter described in the preceding paragraph, nothing has come to our attention that causes us to believe that the accompanying condensed interim consolidated financial statements do not give, in all material respects, a true and fair view of the financial position of the Capital Group as at 30 June 2017, and of its financial performance and its cash flows for the 6-month period then ended in accordance with the IAS 34 "Interim Financial Reporting" as endorsed by the European Union ("IAS 34") and with other regulations in force.

On behalf of Deloitte Polska Spółka z ograniczoną odpowiedzialnością Sp. k. – entity authorized to audit financial statements entered under number 73 on the list kept by the National Council of Statutory Auditors:

Maciej Krason

Key certified auditor conducting the review No. 10149, Vice-President of the Management Board of Deloitte Polska Sp. z o.o. – which is the General Partner of Deloitte Polska Spółka z ograniczoną odpowiedzialnością Sp. k.

Warsaw, 26 July 2017

**The above review report is a translation from the original Polish version. In case of any discrepancies between the Polish and English version, the Polish version shall prevail.**