

## **Condensed Consolidated Interim Financial Statements**

For the Quarter Ended June 30, 2017 (Unaudited)

(Expressed in thousands of United States Dollars)

Centerra Gold Inc. Condensed Consolidated Interim Statements of Financial Position (Unaudited)

			June 30, 2017	Ι	December 31, 2016
(Expressed in thousands of United States Dollars)	Notes				_
Assets					
Current assets					
Cash and cash equivalents	4	\$	101,229	\$	160,017
Short-term investments			77		74
Restricted cash and restricted short-term investments	4		299,218		247,844
Amounts receivable	5		73,508		48,097
Inventories	6		465,369		540,753
Prepaid expenses and other current assets			21,948		18,418
1 1			961,349		1,015,203
Property, plant and equipment	7		1,637,222		1,564,891
Goodwill	-		16,070		16,070
Restricted cash	4		827		824
Reclamation deposits			26,354		32,035
Other assets			26,503		25,728
Other assets		-	1,706,976		1,639,548
Total assets		\$	2,668,325	\$	2,654,751
Total assets		Ψ	2,000,323	Ψ	2,034,731
Liabilities and Shareholders' equity					
Current liabilities					
Accounts payable and accrued liabilities	8	\$	132,308	\$	130,342
Short-term debt	9		72,833		72,281
Current portion of lease obligations			31,986		-
Revenue-based taxes payable			12,112		19,202
Taxes payable			2,487		2,302
Current portion of provision for reclamation	10		958		918
Other current liabilities			4,676		1,563
<del></del>		<del></del>	257,360		226,608
Long-term debt	9		333,550		392,851
Provision for reclamation	10		159,416		157,498
Lease obligations			-		29,901
Deferred income tax liability			_		1,661
Other liabilities			13,274		21,950
Other hadmites		-	506,240		603,861
Shareholders' equity			200,240		005,001
Share capital			944,660		944,633
Contributed surplus			26,422		25,876
Accumulated other comprehensive loss			(3,116)		(2,592)
Retained earnings			936,759		856,365
· · · · · · · · · · · · · · · · · · ·			1,904,725		1,824,282
Total liabilities and Shareholders' equity		\$	2,668,325	\$	2,654,751
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Commitments and contingencies (note 15)

Centerra Gold Inc. Condensed Consolidated Interim Statements of Earnings and Comprehensive Income (Unaudited)

			Three mont		Six months June 3		
			2017	2016	2017	2016	
(Expressed in thousands of United States Dollars)							
(except per share amounts)							
Gold sales	Notes	<b>\$</b>	219,333 \$	160,448 \$	439,599 \$	233,254	
Copper sales		Ψ	27,317	-	55,879	-	
Molybdenum sales			30,623	_	64,894	_	
Tolling, calcining and other			1,945	-	4,188	_	
Revenue			279,218	160,448	564,560	233,254	
Cost of sales	11		165,195	116,827	337,084	147,864	
Standby costs, net			1,347	(639)	2,733	(696)	
Regional office administration			4,145	3,706	8,296	7,048	
Earnings from mine operations			108,531	40,554	216,447	79,038	
Revenue-based taxes			23,812	22,627	46,982	32,878	
Other operating expenses			2,652	706	4,668	1,266	
Care and maintenance expense			3,391	_	6,645	_	
Pre-development project costs			1,323	3,987	2,431	5,284	
Exploration expenses and business development			2,470	5,149	4,242	7,190	
Thompson Creek Metals Inc. acquisition and integration expenses			504	- -	1,438	_	
Corporate administration			8,866	6,785	19,038	12,612	
Asset impairment	12		41,300	-	41,300	12,012	
Earnings from operations	12		24,213	1,300	89,703	19,808	
Other income, net			(2,862)	(469)	(3,195)	(1,736)	
Finance costs	13		7,257	1,427	14,989	2,674	
Earnings before income tax	13		19,818	342	77,909	18,870	
Income tax recovery			(3,622)	(2,570)	(2,485)	(2,100)	
Net earnings		\$	23,440 \$	2,912 \$	80,394 \$	20,970	
Other Comprehensive Income (Loss)							
Items that may be subsequently reclassified to earnings:							
Net gain (loss) on translation of foreign operation			977	23	1,267	(219)	
Loss on derivative instruments, net of tax	17		(1,509)	-	(1,791)	-	
Other comprehensive (loss) income			(532)	23	(524)	(219)	
Total comprehensive income		\$	22,908 \$	2,935 \$	79,870 \$	20,751	
Basic earnings per common share	14	\$	0.08 \$	0.01 \$	0.28 \$	0.09	
Diluted earnings per common share	14	\$	0.08 \$	0.00 \$	0.27 \$	0.08	

Centerra Gold Inc. Condensed Consolidated Interim Statements of Cash Flows (Unaudited)

(Chadated)		,	Three months June 30		Six months June 3		
			2017	2016	2017	2016	
(Expressed in thousands of United States Dollars)	Notes						
Operating activities							
Net earnings		\$	23,440 \$	2,912 \$	80,394 \$	20,970	
Adjustments for the following items:							
Depreciation, depletion and amortization	7		52,181	55,980	108,105	76,730	
Finance costs	13		7,257	1,427	14,989	2,674	
Loss on disposal of equipment			323	-	363	119	
Compensation expense on stock options			230	722	546	1,344	
Other share based compensation expense (reversal)			684	(483)	2,438	(1,549)	
Inventory impairment (reversal)	11		-	1,159	-	(11,786)	
Income tax recovery			(3,622)	(2,570)	(2,485)	(2,100)	
Asset impairment	12		41,300	_	41,300	-	
•			121,793	59,147	245,650	86,402	
Change in operating working capital	18(a)		20,833	(1,951)	(33,657)	(19,741)	
Change in long-term inventory	` ′		10	-	24	_	
Purchase and settlement of derivatives			610	-	58	_	
Payments toward provision for reclamation			(133)	-	(254)	_	
Income taxes (paid) recovered			(336)	51	(764)	13	
Cash provided by operations	,		142,777	57,247	211,057	66,674	
Investing activities	•				,		
Additions to property, plant and equipment	18(b)		(77,299)	(45,017)	(146,279)	(80,422)	
Net purchase of short-term investments	10(0)		(77,299) $(35,002)$	(120,114)	(60,003)	(30,422) $(100,536)$	
Decrease (increase) in restricted cash			11,339	20	8,623	(299)	
Long-term reclamation deposits recovery (payments) and			11,339	20	0,023	(299)	
other assets			<b>7</b> 120	(920)	2 120	(4.220)	
			7,138	(830)	3,120	(4,238)	
Cash used in investing	•		(93,824)	(165,941)	(194,539)	(185,495)	
Financing activities	18(c)						
Dividends paid - declared in period			-	(5,146)	-	(10,170)	
Dividends paid - from trust account			-	(2,248)	-	(4,468)	
Debt (repayment) proceeds			(22,500)	24,000	(60,000)	24,000	
Payment of interest and borrowing costs			(6,564)	(3,128)	(15,306)	(6,603)	
Proceeds from common shares issued for options exercised			-	682	-	682	
Cash (used in) provided by financing			(29,064)	14,160	(75,306)	3,441	
Increase (decrease) in cash during the period			19,889	(94,534)	(58,788)	(115,380)	
Cash and cash equivalents at beginning of the period			81,340	339,767	160,017	360,613	
Cash and cash equivalents at end of the period		\$	101,229 \$	245,233 \$	101,229 \$	245,233	
Cash and cash equivalents consist of:							
Cash		\$	58,176 \$	114,776 \$	58,176 \$	114,776	
Cash equivalents		Ψ	43,053	130,457	43,053	130,457	
Canal equit atomo		\$	101,229 \$	245,233 \$	101,229 \$	245,233	
	•	Ψ	1019227 Ψ	210,200 <b>p</b>	101,447 Ψ	212,233	

Centerra Gold Inc. Condensed Consolidated Interim Statements of Shareholders' Equity (Unaudited)

(Expressed in thousands of United	States Dollars, ex	cept share i	nformation)			
	Number of Common Shares	Share Capital Amount	Contributed Surplus	Accumulated Other Comprehensive Loss ("OCI")	Retained Earnings	Total
Balance at January 1, 2016	237,889,274 \$	668,705	\$ 24,153 \$	220 \$	5 727,773 \$	1,420,851
Share-based compensation expense	-	-	1,344	-	-	1,344
Shares issued on exercise of stock						
options	153,915	1,012	(330)	-	-	682
Shares issued on redemption of						
restricted share units	3,976	20	-	-	-	20
Shares issued to settle obligations	4,117,120	19,857	-	-	-	19,857
Foreign currency translation	-	-	-	(219)	-	(219)
Dividends declared	-	-	-	-	(14,638)	(14,638)
Net earnings for the period	-	-	-	-	20,970	20,970
Balance at June 30, 2016	242,164,285 \$	689,594	\$ 25,167 \$	1 \$	3 734,105 \$	1,448,867
Balance at January 1, 2017	291,276,068 \$	944,633	\$ 25,876 \$	(2,592)\$	856,365 \$	1,824,282
Share-based compensation expense	-	-	546	-	-	546
Shares issued on redemption of						
restricted share units	5,138	27	-	-	-	27
Foreign currency translation	-	-	-	1,267	-	1,267
Loss on derivative instruments,						
net of tax (note 17)	_	-	-	(1,791)	-	(1,791)
Net earnings for the period	-	-	-	-	80,394	80,394
Balance at June 30, 2017	291,281,206 \$	944,660	\$ 26,422 \$	(3,116)\$	936,759 \$	1,904,725

# **Notes to the Condensed Consolidated Interim Financial Statements** (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

### 1. Nature of operations

Centerra Gold Inc. ("Centerra" or the "Company") was incorporated under the *Canada Business Corporations Act* on November 7, 2002. Centerra's common shares are listed on the Toronto Stock Exchange. The Company is domiciled in Canada and its registered office is located at 1 University Avenue, Suite 1500, Toronto, Ontario, M5J 2P1. The Company is primarily focused on operating, developing, exploring and acquiring gold properties in North America, Asia and other markets worldwide.

### 2. Basis of presentation

These condensed consolidated interim financial statements ("interim financial statements") of the Company and its subsidiaries have been prepared in accordance with International Accounting Standard 34, *Interim Financial Reporting* ("IAS 34"), as issued by the International Accounting Standards Board ("IASB"). These interim financial statements do not contain all of the required annual disclosures and should be read in conjunction with the Company's December 31, 2016 annual consolidated financial statements.

Certain comparative figures have been reclassified to comply with the basis of presentation adopted in the current quarter. There has been no change to the Company's subsidiaries during the current quarter.

These financial statements were authorized for issuance by the Board of Directors of the Company on July 31, 2017.

### 3. Changes in accounting policies

These interim financial statements have been prepared using accounting policies consistent with those used in the Company's annual consolidated financial statements as at and for the year ended December 31, 2016 and those new standards adopted in the period as described below.

### Recently adopted accounting policies are as follows:

Amendments to IAS 7, *Statements of Cash Flows* ("IAS 7"). The amendments require disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flow and non-cash changes. The Company adopted amendments to IAS 7 on a prospective basis in its interim financial statements on January 1, 2017. The adoption of these amendments did not have a material impact on the Company's interim financial statements, but did result in additional supplemental cash flow disclosure (note 18(c)).

Amendments to IAS 12, *Income Taxes* ("IAS 12"). The amendments clarify that the existence of a deductible temporary difference is not affected by possible future changes in the carrying amount

# **Notes to the Condensed Consolidated Interim Financial Statements** (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

or expected manner of recovery of the asset and also clarify the methodology to determine the future taxable profits used for assessing the utilization of deductible temporary differences. The Company adopted amendments to IAS 12 in its interim financial statements on January 1, 2017. The adoption of these amendments did not have a material impact on the Company's interim financial statements

### Recently issued but not adopted accounting guidance are as follows:

In May 2014, the IASB issued IFRS 15, *Revenue from Contracts with Customers* ("IFRS 15"). IFRS 15 establishes principles for reporting the nature, amount, timing, and uncertainty of revenue and cash flows arising from an entity's contract with customers. This standard is effective for annual periods beginning on or after January 1, 2018, and permits early adoption. The Company is making progress in the assessment of the impact of adopting this standard on its financial statements. As at June 30, 2017, the Company believes the impact on the revenue recognized related to the sales of gold doré, concentrate and molybdenum will be immaterial.

In January 2016, the IASB issued IFRS 16, *Leases* ("IFRS 16"). IFRS 16 revises the definition of leases and requires companies to bring most leases on-balance sheet, recognizing new assets and liabilities. The objective of this change is to increase the transparency and comparability of a company's financial statements. IFRS 16 is effective for annual periods beginning on or after January 1, 2019, and permits early adoption provided IFRS 15 has been applied or is applied at the same date as IFRS 16. The Company has initiated a project to identify all leasing contracts that may be impacted by IFRS 16. The Company plans to quantify the impact of these leases under IFRS 16 by the end of 2017.

#### 4. Cash and restricted cash and restricted short-term investments

The cash and cash equivalents balance at June 30, 2017 of \$101.2 million (December 31, 2016 - \$160.0 million) includes \$44.9 million held in Centerra (December 31, 2016 - \$99.8 million), \$51.6 million held in Centerra B.C. Holdings Inc. ("Centerra B.C. Holdings") (December 31, 2016 - \$51.6 million) and the remaining \$4.7 million in other Company subsidiaries (December 31, 2016 - \$8.6 million). Under the terms of the Centerra B.C. Holdings Credit Facility ("Credit Facility"), Centerra B.C. Holdings is required to prepay a portion of the Credit Facility in an amount equal to any amounts paid to Centerra as a distribution, with the exception of amounts outstanding under a general facility between the companies. As at June 30, 2017, Centerra B.C. Holdings owed \$8.9 million to Centerra under a general facility, which can be re-paid provided covenants in the Credit Facility are met. Included in the funds held in Centerra is \$22.0 million advanced under the EBRD Revolving Credit Facility (note 9) that can only be used for direct and indirect costs in Mongolia.

## Centerra Gold Inc. Notes to the Condensed Consolidated Interim Financial Statements (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

	June 30,	Ι	December 31,
<u> </u>	2017		2016
<u>Current</u>			
Cash deposits held subject to court order (a)	\$ 239,218	\$	247,844
Short-term investments subject to court order (b)	60,000		-
	299,218		247,844
Non-current			
Öksüt Project	552		550
Other	275		274
	 827		824
Total restricted cash and restricted short-term investments	\$ 300,045	\$	248,668

- (a) As discussed in note 15, a Kyrgyz Republic court order requires cash generated from the Kumtor Project to continue to be held in Kumtor Gold Company ("KGC") and among other things restrict the distribution of such cash to Centerra and any other Centerra group entity as a loan, advance or dividend. The cash subject to the court order is available to fund operations at the Kumtor Project.
- (b) The short-term investments balance at June 30, 2017 of \$60.1 million (December 31, 2016 \$0.1 million) includes \$60.0 million held by KGC (December 31, 2016 nil), the distribution of which is restricted under the Kyrgyz Republic court order discussed in note 15. The short-term investments subject to the court order are available to fund operations at the Kumtor Project and have maturities of less than twelve months from the statement of financial position date.

# **Notes to the Condensed Consolidated Interim Financial Statements** (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

### 5. Amounts receivable

	June 30,	Dec	ember 31,
	2017		2016
Gold sales receivable from related party (note 16)	\$ 33,761	\$	11,611
Gold and copper concentrate sales receivable	2,572		9,704
Molybdenum sales receivable	16,254		14,439
Provisionally priced concentrate sales receivable	13,926		4,148
Consumption tax receivable	3,878		4,854
Other receivables	3,117		3,475
Total amounts receivable	73,508		48,231
Less: Provision for credit losses	-		(134)
Total amounts receivable (net of provision)	\$ 73,508	\$	48,097

#### 6. Inventories

	June 30, 2017	Dec	cember 31, 2016
Stockpiles of ore	\$ 169,454	\$	252,357
Gold in-circuit	25,919		20,304
Gold doré	6,388		7,710
Copper and gold concentrate	21,204		29,113
Molybdenum inventory	31,664		28,923
	254,629		338,407
Supplies (net of provision)	212,462		204,092
Total inventories (net of provisions)	\$ 467,091	\$	542,499
Less: Long-term supplies inventory	(1,722)		(1,746)
Total inventories - current portion	\$ 465,369	\$	540,753

The Company has a provision for supplies obsolescence recorded of \$30.2 million as at June 30, 2017 (December 31, 2016 - \$26.6 million).

Molybdenum inventory of \$31.7 million as at June 30, 2017 (December 31, 2016 - \$28.9 million) included work-in-process inventory of \$18.6 million (December 31, 2016 - \$16.3 million) and finished goods inventory of \$13.1 million (December 31, 2016 - \$12.6 million).

# Notes to the Condensed Consolidated Interim Financial Statements (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

# 7. Property, plant and equipment

The following is a summary of the carrying value of property, plant and equipment ("PP&E"):

		Buildings,	_	Capitalized	_	_	
		Plant and	Mineral	Stripping	Mobile	Construction	
	F	Equipment	Properties	Costs	Equipment	In Progress	Total
Cost							
January 1, 2017	\$	1,083,911 \$	517,249 \$	181,724 \$	537,938 \$	\$ 82,966 \$	2,403,788
Additions		225	3,749	126,857	722	50,427	181,980
Disposals		-	-	-	(378)	-	(378
Reclassification		5,504	2,350	-	29,089	(36,943)	-
Balance June 30, 2017	\$	1,089,640 \$	523,348 \$	308,581 \$	567,371 \$	96,450 \$	2,585,390
Accumulated depreciation							
January 1, 2017	\$	288,809 \$	159,015 \$	26,597 \$	364,476 \$	- \$	838,897
Charge for the period		24,956	5,665	-	37,587	-	68,208
Disposals		_	-	-	(237)	-	(237
Impairment (note 12)		25,000	1,952	-	-	14,348	41,300
Reclassification		(120)	120	-	-	-	-
Balance June 30, 2017	\$	338,645 \$	166,752 \$	26,597 \$	401,826	\$ 14,348 \$	948,168
Net book value							
Balance, January 1, 2017	\$	795,102 \$	358,234 \$	155,127 \$	173,462 \$	\$ 82,966 \$	1,564,891
Balance, June 30, 2017	\$	750,995 \$	356,596 \$	281,984 \$	165,545	82,102 \$	1,637,222

# Notes to the Condensed Consolidated Interim Financial Statements (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

The following is an analysis of the depreciation, depletion and amortization charge recorded in the Statements of Financial Position and Statements of Earnings:

		onths ended		Six months ended			
	Jur	ne 30,		June 30,			
	2017	2016		2017	2016		
Amount recorded in cost of sales (note 11)	\$ 50,784	\$ 55,697	\$	105,093	\$ 78,006		
Amount recorded in corporate	·	, ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	4	200,000	, ,,,,,,,		
administration	121	99		233	198		
Amount recorded in standby costs, net	586	184		1,134	(1,474)		
Amount recorded in care & maintenance							
expense	690	-		1,645	_		
Total included in Statement of Earnings	52,181	55,980		108,105	76,730		
Inventories movement (note 18(a))	(34,632)	(2,138)		(72,611)	10,751		
Amount capitalized in PP&E							
(note 18(b))	16,919	6,703		32,714	10,358		
Depreciation, depletion and amortization							
charge for the period	\$ 34,468	\$ 60,545	\$	68,208	\$ 97,839		

# 8. Accounts payable and accrued liabilities

	June 30,	December 31		
	2017		2016	
Trade creditors and accruals	\$ 91,320	\$	92,715	
Amount due to Royal Gold	34,369		29,170	
Liability for share-based compensation	6,619		8,457	
Total	\$ 132,308	\$	130,342	

# **Notes to the Condensed Consolidated Interim Financial Statements** (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

#### 9. Debt

	June 30,	De	cember 31,
	2017		2016
Centerra B.C. Holdings Credit Facility			
Term Facility	\$ 215,000	\$	250,000
Revolving Facility	74,363		74,363
Less: deferred financing fees	(5,609)		(6,528)
	283,754		317,835
Less: current portion (net of deferred financing fees)	(48,307)		(47,943)
	\$ 235,447	\$	269,892
EBRD Facility	-		
EBRD revolving credit facility	\$ 125,000	\$	150,000
Less: deferred financing fees	(2,371)		(2,703)
	122,629		147,297
Less: current portion (net of deferred financing fees)	(24,526)		(24,338)
	\$ 98,103	\$	122,959
Short-term debt	\$ 72,833	\$	72,281
Long-term debt	333,550		392,851
Total debt	\$ 406,383	\$	465,132

### Centerra B.C. Holdings Credit Facility

In connection with the 2016 acquisition of Thompson Creek Metals Inc., Centerra B.C. Holdings Inc., entered into a five-year term facility with a lending syndicate with an aggregate principal amount of \$325 million consisting of a \$75 million senior secured revolving credit facility (the "Revolving Facility") and a \$250 million senior secured non-revolving term credit facility (the "Term Facility", collectively, the "Credit Facility"). Finance fees for the facility are deferred and amortized over the term of the facility.

Centerra B.C. Holdings' obligations under the Credit Facility are guaranteed by its material subsidiaries and secured by the material assets acquired, which includes the Mount Milligan mine, the Endako mine, the Langeloth facility and certain material subsidiaries.

In January 2017, the covenants for 2017 were amended to reflect the planned 2017 production profile. The Company was in compliance with the revised covenants for the three and six months ended June 30, 2017.

# **Notes to the Condensed Consolidated Interim Financial Statements** (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

As outlined in the Credit Facility, the Company repaid principal amounts of \$12.5 million and \$12.5 million on March 31, 2017 and June 30, 2017, respectively. In addition, on June 30, 2017, the Company made a mandatory pre-payment of \$10 million as a result of a distribution paid from Centerra B.C Holdings to Centerra Gold Inc.

		June 30,	December 31,	
		2017	2016	
Centerra B.C. Holdings Credit Facility				
Undrawn amount (millions)	\$	0.6	\$ 0.6	
Term Facility - Interest rate - three month LIBOR plus <sup>(1)</sup>		3.75%	3.75%	
Revolving Facility - Interest rate - three month LIBOR plus	.)	3.75%	3.75%	

<sup>(1)</sup> The interest rate applied is dependent on an indebtedness ratio calculation and is paid and re-assessed quarterly. The margin interest rate ranges from 2.75% to 3.75%. Accrued interest is included in the Statement of Financial Position as part of 'Accounts payable and accrued liabilities'.

### **EBRD Revolving Credit Facility**

In 2016, the Company entered into a five-year \$150 million revolving credit facility with European Bank for Reconstruction and Development (the "EBRD Facility"). Of the EBRD Facility, \$50 million must be used for the purposes of funding direct and indirect costs associated with the Gatsuurt Project.

The terms of the EBRD Facility require the Company to pledge certain mobile equipment from the Kumtor mine as security with a book value of \$97.9 million as at June 30, 2017 (December 31, 2016 - \$110.7 million), and maintain compliance with specified covenants (including financial covenants). The Company was in compliance with all covenants for the three and six months ended June 30, 2017.

Funds drawn under the EBRD Facility are available to be re-drawn on a semi-annual basis, at the Company's discretion, and repayment of the loaned funds may be extended until 2021. In February 2017, EBRD agreed to amend the collateral coverage ratio associated with the EBRD Facility in consideration of the KGC Interim Order (refer to note 15) and the Company was required to repay \$25 million of the facility in the first quarter of 2017. The remaining \$25 million must be repaid on February 3, 2018 if a definitive agreement for the Gatsuurt Project (refer to note 15) is not reached by that time. Therefore \$25 million has been classified as short-term debt and the remaining \$100 million as long-term debt.

# **Notes to the Condensed Consolidated Interim Financial Statements** (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

	June 30,	Dece	mber 31,
	2017		2016
EBRD Facility			_
Undrawn amount of the facility <sup>(1)</sup>	\$ 25,000	\$	-
Interest rate - six month LIBOR plus <sup>(2)</sup>			
First tranche - \$100 million	3.0%		3.0%
Second tranche - \$50 million	5.0%		5.0%

<sup>(1)</sup> Undrawn amount can only be used for the Gatsuurt Project.

## **OMAS Facility**

In 2016, Öksüt Madencilik A.S. ("OMAS"), a wholly-owned subsidiary of the Company, entered into a \$150 million five-year revolving credit facility (the "OMAS Facility") that expires on December 30, 2021. The purpose of the OMAS Facility is to assist in financing the construction of the Company's Öksüt Project.

Availability of the OMAS Facility is subject to customary conditions precedent, including receipt of all necessary permits and approvals. If the conditions are not satisfied, waived or amended by the deadline, the commitments under the OMAS Facility will be cancelled. On June 29, 2017, the previous deadline of June 30, 2017 was extended to December 31, 2017.

The Company continues to work on satisfying the conditions precedents by such deadline, however some conditions, such as the receipt of the pastureland permit for the Öksüt Project, are beyond the Company's control. There are no assurances that all conditions will be satisfied by the deadline, or that the lenders will provide any waivers or extensions.

	June 30,	De	cember 31,
OMAS Facility Undrawn amount of the facility	\$ 2017 150,000	\$	2016 150,000
Interest rate - LIBOR plus <sup>(1)</sup>	2.65%	- 2.95	5%

<sup>(1)</sup> The interest rate applied is dependent on the timing of the completion of the Öksüt Project construction.

<sup>(2)</sup> Interest is payable at the end of the term.

# Notes to the Condensed Consolidated Interim Financial Statements (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

# 10. Provision for reclamation

	June 30, 2017	Dec	cember 31, 2016
	2017		2010
Kumtor gold mine	\$ 52,224	\$	51,593
Boroo gold mine	23,088		23,044
Mount Milligan mine	24,645		24,211
Thompson Creek mine	32,137		31,744
Endako mine	26,480		26,046
Gatsuurt Project	1,800		1,778
Total provision for reclamation	160,374		158,416
Less: current portion	(958)		(918)
	\$ 159,416	\$	157,498

For the three and six months ended June 30, 2017, there were no changes to the risk-free discount rates or undiscounted costs on any of the Company's reclamation provisions.

### 11. Cost of sales

	Three mon	ths ended	Six mont	hs ended
	June	30,	June	e <b>30</b> ,
	2017	2016	2017	2016
Operating costs:				
Salaries and benefits \$	28,292	\$ 15,048	\$ 55,813	\$ 28,947
Consumables and maintenance charges	45,606	35,682	89,470	81,779
Third party services	7,236	826	12,853	1,491
Other operating costs	6,083	3,277	12,310	6,358
Royalties, levies and production taxes	3,065	93	6,064	189
By-product sales <sup>(1)</sup>	(4,529)	(1,176)	(8,838)	(1,591)
Changes in inventories	27,522	6,221	61,608	(35,529)
	113,275	59,971	229,280	81,644
Supplies inventory obsolescence charge				
(note 6)	1,136	-	2,711	-
Inventory impairment (reversal)	-	1,159	-	(11,786)
Depreciation, depletion and amortization				
(note 7)	50,784	55,697	105,093	78,006
\$	165,195	\$ 116,827	\$ 337,084	\$ 147,864

# **Notes to the Condensed Consolidated Interim Financial Statements** (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

(1) For the three months ended June 30, 2017, by-product sales included \$2.4 million, \$1.0 million and \$1.1 million of silver, sulfuric acid and rhenium sales, respectively (three months ended June 30, 2016 - \$1.2 million of silver sales).

For the six months ended June 30, 2017, by-product sales included \$5.0 million, \$2.1 million and \$1.7 million of silver, sulfuric acid and rhenium sales, respectively (six months ended June 30, 2016 - \$1.6 million of silver sales).

## 12. Impairment of Mongolia Segment

The Company assesses at the end of each reporting period whether there is any indication from external and internal sources of information, that an asset may be impaired.

After receipt in the second quarter of 2017 of the preliminary results from the ongoing technical and economic studies (incorporating updated capital and operating costs) related to the Gatsuurt Project which were initiated in 2016 and the current Mongolian tax and royalty regime, the Company determined that it could no longer support the carrying value of the Mongolian segment cash generating unit ("CGU") and that it would be appropriate to recognize an impairment charge. The amount of the charge was determined as the excess of the carrying value over the fair value less cost to sell the resources in place (estimated to be \$25 per resource ounce) based on comparable market transactions.

Based on this estimate, management determined that the carrying amount of \$101.3 million exceeded the recoverable amount of \$60 million (net of costs to sell), resulting in an impairment charge of \$41.3 million. The impairment was allocated to buildings, plant and equipment, mineral properties and construction in progress within property, plant and equipment for the Mongolian segment.

The fair value of the Mongolian segment CGU and associated impairment charge was determined using significant unobservable (level 3) inputs (note 17).

# Notes to the Condensed Consolidated Interim Financial Statements (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

# 13. Finance costs

	7.	Three mont		Six mont		ıded
		June	/	June	30,	2016
		2017	2016	2017		2016
EBRD Facility:						
Interest expense	\$	1,327	\$ 742	\$ 3,091	\$	1,417
Financing costs amortized		165	101	331		161
Commitment fees		32	93	46		187
Centerra B.C. Holdings Credit						
Facility:						
Interest expense		3,864	-	8,190		-
Financing costs amortized		423	-	920		-
Accretion of provision for reclamation		967	384	1,901		769
Other financing fees		479	107	510		140
	\$	7,257	\$ 1,427	\$ 14,989	\$	2,674

# 14. Shareholders' equity

# Earnings per share

Basic and diluted earnings per share computation:

	7	Three mor	ths	s ended	Six montl	hs e	ended
		June	e 30	),	June	30	•
		2017		2016	2017		2016
Net earnings attributable to shareholders	\$	23,440	\$	2,912 \$	80,394	\$	20,970
Adjustment to earnings:							
Impact of performance share units accounted for as equity-settled		(756)		(2,049)	(217)		(2,870)
Impact of restricted share units treated as equity-settled		(37)		-	-		
Net earnings for the purposes of diluted earnings per share	\$	22,647	\$	863 \$	80,177	\$	18,100

# **Notes to the Condensed Consolidated Interim Financial Statements** (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

	r	Three mon June		Six month	
(Thousands of common shares)		2017	2016	2017	2016
Basic weighted average number of common shares outstanding		291,281	242,051	291,279	240,854
Effect of potentially dilutive securities:					
Stock options		642	465	540	424
Restricted share units		190	-	-	
Diluted weighted average number of common shares outstanding		292,113	242,516	291,819	241,278
Basic earnings per common share	\$	0.08	\$ 0.01	\$ 0.28	0.09
Diluted earnings per common share	\$	0.08	\$ 0.00	\$ 0.27	0.08

For the three and six months ended June 30, 2017 and 2016, certain potentially dilutive securities, including stock options and restricted share units, were excluded from the calculation of diluted earnings per share due to the exercise prices being greater than the average market price of the Company's common shares for the period.

Potentially dilutive securities are summarized below:

	Three month June 30		Six months ended June 30,			
(Thousands of units)	2017	2016	2017	2016		
Stock options	1,392	2,778	2,136	2,360		
Restricted share units	-	108	168	115		
	1,392	2,886	2,304	2,475		

### 15. Commitments and contingencies

### **Commitments**

### (a) Contracts

As at June 30, 2017, the Company had entered into contracts to purchase capital equipment and operational supplies totalling \$97 million (Öksüt Project \$50 million, Kumtor - \$39 million, Mount Milligan - \$5 million, Greenstone Gold Property - \$2 million, and other - \$1 million). Öksüt Project commitments include \$36 million of contracts that will be settled over the next two to three years, while a majority of all other contracts are expected to be settled over the next twelve months.

# **Notes to the Condensed Consolidated Interim Financial Statements** (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

### (b) Greenstone Partnership

As partial consideration for the Company's initial 50% partnership interest in Greenstone Gold Mines LP, the Company agreed to commit up to an additional Cdn\$185 million to fund the project, subject to certain feasibility and project advancement criteria. In the event that the project is put under care and maintenance as a result of feasibility study or project criteria not being met, the Company will be required to make contributions towards the costs associated with the care and maintenance of the project for a period of two years or until the Cdn\$185 million is spent (if such event occurs first), after which time the partners would fund such costs on a pro rata basis. Any such costs will form part of the Cdn\$185 million development contributions commitment of the Company. As at June 30, 2017, the Company has funded a total of Cdn\$62 million (\$47.5 million) of its commitment since the inception of the partnership.

### (c) Molybdenum Purchases

In the normal course of operations, the Company enters into agreements for the purchase of molybdenum. As at June 30, 2017, the Company had commitments to purchase approximately 12.1 million pounds of molybdenum as unroasted molybdenum concentrate in 2017 primarily priced at the time of purchase at a set discount to the market price for roasted molybdenum concentrate.

### **Contingencies**

Various legal and tax matters are outstanding from time to time due to the nature of the Company's operations. While the final outcome with respect to actions outstanding or pending at June 30, 2017 cannot be predicted with certainty, it is management's opinion that it is not, except as noted below, more likely than not that these actions will result in the outflow of resources to settle the obligation; therefore no amounts have been accrued.

### **Kyrgyz Republic**

### Arbitration

Centerra commenced an arbitration proceeding against the Kyrgyz Republic and Kyrgyzaltyn JSC ("Kyrgyzaltyn") on July 12, 2016, in relation with certain ongoing disputes relating to the Kumtor Project. In February 2017, Centerra filed with the Permanent Court of Arbitration ("PCA") a statement of claim for this main arbitration proceeding.

On January 12, 2017, Centerra filed with the PCA an application for partial award, or in the alternative, interim measures, against the Kyrgyz Republic with respect to certain Kyrgyz Republic environmental, dividend and land use claims and court orders, including the Kyrgyz court order which restricts Centerra's access to funds held by KGC (collectively, the "Kyrgyz court

# **Notes to the Condensed Consolidated Interim Financial Statements** (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

proceedings"), as more fully set out below. In this application, Centerra sought an award ordering that the Kyrgyz Republic withdraw or stay (suspend) the Kyrgyz court proceedings.

On July 17, 2017, the arbitrator rendered a decision (the "Interim Arbitration Decision") on Centerra's application for partial award/interim relief which among other things: (i) orders the Kyrgyz Republic to give 30 days' prior notice to the arbitrator and Centerra in the event of resumption of the Kyrgyz court proceedings, in order to allow Centerra to seek appropriate relief from the arbitrator; (ii) directs the Kyrgyz Republic to give immediate notice to the arbitrator and Centerra if any procedural action is taken in the Kyrgyz court proceedings; and (iii) orders the Kyrgyz Republic to use its best efforts to ensure that public officials, authorities, agencies, and instrumentalities of the Kyrgyz Republic comply with the decision.

In addition, the arbitrator found that Centerra had made both (i) a *prima facie* case for the arbitrator to take jurisdiction over the arbitration proceeding; and (ii) a *prima facie* case on the merits of the case. Such findings relating to jurisdiction and merits support Centerra's long-standing view that the Kyrgyz court proceedings are disputes that should be brought in international arbitration and may not be brought before the courts of the Kyrgyz Republic. Centerra further believes that the Kyrgyz court proceedings are without foundation or substance on the merits.

The arbitrator's order does not grant the original relief requested by Centerra because it did not find an imminent threat of irreparable or substantial harm to Centerra's rights if the Kyrgyz court order remained in place while the main arbitration proceeding proceeds. However, the order effectively prohibits the Kyrgyz Republic from taking further action in the Kyrgyz court proceedings without providing Centerra the opportunity to object to such action, and preserves for the arbitrator the authority to order the Kyrgyz Republic to refrain from taking any proposed action.

Even if the Company receives an arbitral award (in respect of the main arbitration which is still ongoing) in its favour against the Kyrgyz Republic and/or Kyrgyzaltyn, there are no assurances that it will be recognized or enforced in the Kyrgyz Republic. Accordingly, the Company may be obligated to pay part of or the full amounts of, among others, the SIETS and SAEPF claims (referred to below), regardless of the action taken by the arbitrator. The Company does not have insurance or litigation reserves to cover these costs. If the Company were obligated to pay these amounts, it would have a material adverse impact on the Company's future cash flows, earnings, results of operations and financial condition.

## **Kyrgyz Permitting and Regulatory Matters**

As at June 30, 2017, KGC has all key permits and approvals in place for mining operations at the Kumtor Project in 2017, including the maximum allowable discharge permit which was received in April 2017. The withdrawal of any required permit could lead to a suspension of Kumtor operations.

# **Notes to the Condensed Consolidated Interim Financial Statements** (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

### Kyrgyz Republic Claims

The Kumtor Project is subject to a number of claims made by, among others, Kyrgyz Republic state environmental agencies and the Kyrgyz Republic General Prosecutor's Office. The claims set out below relating to environmental, dividend and land use claims are subject to the Interim Arbitration Decision described above.

#### SIETS and SAEPF Claims

On May 25, 2016, the Bishkek Inter-District Court in the Kyrgyz Republic ruled against Kumtor Operating Company ("KOC"), Centerra's wholly-owned subsidiary, on two claims made by SIETS in relation to the placement of waste rock at the Kumtor waste dumps and unrecorded wastes from Kumtor's effluent and sewage treatment plants. The Inter-District Court awarded damages of 6,698,878,290 Kyrgyz soms (approximately US\$96.5 million, based on an exchange rate of 69.43 Kyrgyz soms per US\$1.00) and 663,839 Kyrgyz soms (approximately US\$9,500), respectively. On June 1, 2016, the Inter-District Court ruled against KOC on two other claims made by SIETS in relation to alleged land damage and failure to pay for water use. The Inter-District Court awarded damages of 161,840,109 Kyrgyz soms (approximately US\$2.3 million) and 188,533,730 Kyrgyz soms (approximately US\$2.7 million), respectively. Centerra and KOC strongly dispute the SIETS claims and have appealed the decisions to the Bishkek City Court and will, if necessary, appeal to the Kyrgyz Republic Supreme Court.

On June 3, 2016, the Inter-District Court held a hearing in respect of the claim made by SAEPF alleging that Kumtor owes additional environmental pollution fees in the amount of approximately US\$220 million. The court did not issue a decision on the merits of the claim itself. However, at the request of SAEPF, the court granted the Kyrgyz Republic an interim court order which prohibits KGC from taking any actions relating to certain financial transactions including, transferring property or assets, declaring or paying dividends, pledging assets or making loans. The injunction was effective immediately. KGC's appeal of the Inter-District Court's order to Bishkek City Court was dismissed on July 19, 2016, and its subsequent appeal to the Kyrgyz Republic Supreme Court was dismissed on October 19, 2016.

The Kyrgyz Republic court order dated June 3, 2016 purports to: (i) require cash generated from the Kumtor Project to continue to be held in KGC; and (ii) prevent distribution of such cash to Centerra ("KGC Interim Order"). As at June 30, 2017, KGC's cash balance of approximately \$239 million (December 31, 2016 - \$248 million) and short-term investments of approximately \$60 million (December 31, 2016 – nil) was restricted under the KGC Interim Order (note 4). The cash generated from the Kumtor Project is available to fund Kumtor's operation.

The most recent claim was filed on August 23, 2016 by the Chui-Bishkek-Talas Local Fund of Nature Protection and Forestry Development of SAEPF, seeking compensation for environmental pollution in the amount of 40,340,819 Kyrgyz soms (approximately \$0.6 million).

# **Notes to the Condensed Consolidated Interim Financial Statements** (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

### 2013 KGC Dividend Civil Proceeding

On June 3, 2016, the Inter-District Court renewed a claim previously commenced by the Kyrgyz Republic General Prosecutor's Office seeking to unwind the \$200 million dividend paid by KGC to Centerra in December 2013 (the "2013 Dividend"). Centerra believes that the claim is without merit.

#### Mongolia

#### Gatsuurt

Since 2016, the Company has been in discussions with the Mongolian Government to implement a 3% special royalty in lieu of the Government's 34% direct interest in the Gatsuurt Project. Various working groups were established by the Mongolian Government to negotiate with Centerra and its wholly owned subsidiary, Centerra Gold Mongolia ("CGM"), the definitive agreements relating to the Gatsuurt Project. The Company expects to continue such negotiation in 2017.

Concurrent with the negotiations of such agreements, the Company undertook an update of its existing technical studies on the project. During the second quarter 2017, preliminary findings were received and optimization was initiated.

There are no assurances that Centerra will be able to negotiate definitive agreements with the Mongolian Government on terms that are commercially economic or that such economic and technical studies will have positive results. The inability to successfully negotiate the definitive agreements and/or adverse results of the additional economic and technical studies being conducted would result in a write down of the approximately \$32 million related to the investment in Gatsuurt and approximately \$28 million of remaining capitalized costs for the Boroo mill facility, other surface structures and equipment parts.

### **Corporate**

### Ontario Court Proceedings Involving the Kyrgyz Republic and Kyrgyzaltyn

Since 2011, there have been four applications commenced in the Ontario courts by different applicants against the Kyrgyz Republic and Kyrgyzaltyn, each seeking to enforce in Ontario international arbitral awards against the Kyrgyz Republic. None of these disputes relate directly to Centerra or the Kumtor Project. In each of these cases, the applicants have argued that the Kyrgyz Republic has an interest in the Centerra common shares held by Kyrgyzaltyn, a state controlled entity, and therefore that such applicant(s) are entitled to seize such number of common shares and/or such amount of dividends as necessary to satisfy their respective arbitral awards against the Kyrgyz Republic. On July 11, 2016, the Ontario Superior Court of Justice released a decision on the common issue in these four applications - whether the Kyrgyz Republic has an exigible ownership interest in the Centerra common shares held by Kyrgyzaltyn. The Ontario Superior

# **Notes to the Condensed Consolidated Interim Financial Statements** (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

Court of Justice determined that the Kyrgyz Republic does not have any equitable or other right, property, interest or equity of redemption in the common shares held by Kyrgyzaltyn. As a result, on July 20, 2016, the Ontario Superior Court of Justice set aside previous injunctions which prevented Centerra from, among other things, paying any dividends to Kyrgyzaltyn. Accordingly, Centerra released to Kyrgyzaltyn approximately Cdn\$18.9 million which was previously held in trust for the benefit of two Ontario court proceedings.

Three of the applicants appealed the decision to the Ontario Court of Appeal which heard the case on December 4, 2016. The court issued its decision on January 3, 2017 which upheld the trial judge's decision. Two of the applicants applied to the Supreme Court of Canada for leave to appeal this decision, which application was refused on June 15, 2017.

### 16. Related party transactions

#### a. Kyrgyzaltyn

Revenues from the Kumtor gold mine are subject to a management fee of \$1.00 per ounce based on sales volumes, payable to Kyrgyzaltyn, a shareholder of the Company and a state-owned entity of the Kyrgyz Republic.

The table below summarizes the management fees paid and accrued by KGC to Kyrgyzaltyn and the amounts paid and accrued by Kyrgyzaltyn to KGC according to the terms of a Restated Gold and Silver Sale Agreement ("Sales Agreement") between KGC, Kyrgyzaltyn and the Government of the Kyrgyz Republic dated June 6, 2009.

# **Notes to the Condensed Consolidated Interim Financial Statements** (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

The breakdown of the sales transactions and expenses with Kyrgyzaltyn are as follows:

		Three moi				Six mont		
		2017		2016		2017		2016
Sales:								
Gross gold and silver sales to Kyrgyzaltyn	\$	171,101	\$	162,582	\$	337,571	\$	236,276
Deduct: refinery and financing charges		(1,012)		(958)		(1,982)		(1,431)
Net sales revenue received from Kyrgyzaltyn	\$	170,089	\$	161,624	\$	335,589	\$	234,845
Expenses: Contracting services provided by Kyrgyzaltyn	\$	286	\$	347	\$	465	\$	699
Management fees payable to Kyrgyzaltyn	Ψ	135	Ψ	128	Ψ	270	Ψ	190
	\$	421	\$	475	\$	735	\$	889
Dividends:								
Dividends declared to Kyrgyzaltyn	\$	-	\$	2,364	\$	-	\$	4,701
Withholding taxes		-		(118)		-		(235)
Net dividends payable to Kyrgyzaltyn	\$	-	\$	2,246	\$	-	\$	4,466

#### Related party balances

The assets and liabilities of the Company include the following amounts receivable from and payable to Kyrgyzaltyn:

	June 30, 2017	Dec	cember 31, 2016
Amounts receivable <sup>(a)</sup>	\$ 33,761	\$	11,611
Amount payable	1,171		1,218
Total related party liabilities	\$ 1,171	\$	1,218

<sup>(</sup>a) Subsequent to June 30, 2017, the balance receivable from Kyrgyzaltyn was paid in full.

Gold produced by the Kumtor mine is purchased at the mine site by Kyrgyzaltyn for processing at its refinery in the Kyrgyz Republic pursuant to the Sales Agreement. Amounts receivable from Kyrgyzaltyn arise from the sale of gold to Kyrgyzaltyn. Kyrgyzaltyn is required to pay for gold delivered within 12 days from the date of shipment. Default interest is accrued on any unpaid balance after the permitted payment period of 12 days. The obligations of Kyrgyzaltyn are partially secured by a pledge of 2,850,000 shares of Centerra owned by Kyrgyzaltyn.

# **Notes to the Condensed Consolidated Interim Financial Statements** (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

#### 17. Financial Instruments

The Company's financial instruments include cash and cash equivalents, short-term investments, restricted cash, restricted short-term investments, amounts receivable (including embedded derivatives), derivative assets and liabilities, reclamation deposits, long-term receivables, accounts payable and accrued liabilities, debt, and revenue-based taxes payable.

### **Derivative Instruments**

The Company uses derivatives as part of its risk management program to mitigate exposures to various market risks including, commodity prices, currency exchange rates and the cost of fuel.

Gold, copper and fuel hedge contracts

During the first quarter 2017, the Company commenced a program to mitigate copper price risk, purchasing fixed price forward sales contracts and zero-cost collars to hedge a portion of its expected 2017 and 2018 copper price risk. As at June 30, 2017, the Company has in place derivatives for 15,000 metric tonnes (33 million pounds) designated as cash flow hedges against forecasted production at the Company's Mount Milligan mine of which 7,000 metric tonnes are fixed price forwards and 8,000 metric tonnes are zero-cost collars.

During the second quarter 2017, the Company commenced a program to mitigate gold price risk, purchasing fixed price forward sales contracts and zero-cost collars to hedge a portion of expected 2017 and 2018 gold price risk. As at June 30, 2017, the Company has in place zero cost collars covering 25,000 ounces designated as cash flow hedges against forecasted production at the Company's Mount Milligan mine.

Fuel hedging contracts consist of call options to purchase crude oil, which are designated as cash flow hedges against forecast fuel consumption at the Company's Kumtor Project. As at June 30, 2017, the Company has in place call options on 554,000 barrels of Brent crude oil (December 31, 2016 - 535,000).

Non-hedge gold, copper and currency contracts

Non-hedge gold contracts are not designated as hedging instruments and are entered into to manage the price risk associated with the provisional pricing of gold deliverables to Royal Gold. As at June 30, 2017, the Company had forward contracts outstanding for 18,000 ounces of gold (December 31,2016-35,000 ounces).

Non-hedge copper contracts are not designated as hedging instruments and are entered into to manage the price risk associated with the provisional pricing of copper deliverables to Royal Gold. As at June 30, 2017, the Company had forward contracts outstanding for 1,000 metric tonnes (2 million pounds) of copper (December 31, 2016 – nil).

# **Notes to the Condensed Consolidated Interim Financial Statements** (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

Non-hedge foreign currency contracts are used to mitigate the variability of non-US dollar denominated exposures that do not meet the strict hedge effectiveness criteria.

### Provisionally-priced contracts

Certain copper-gold concentrate sales contracts provide for provisional pricing. These sales contain an embedded derivative related to the provisional pricing mechanism and are marked to market at the end of each reporting period. As at June 30, 2017, the Company's trade receivables with embedded derivatives had a fair value of \$14 million (December 31, 2016 - \$4.1 million), representing 18 million pounds of copper and 72,000 ounces of gold (December 31, 2016 - 6.5 million pounds of copper and 61,693 ounces of gold).

The hedge positions outstanding for each of the type of commodity contracts as at June 30, 2017 are summarized as follows:

					Settle	ment		As at June 30, 2017
Contract	Instrument	Unit	Strike price	Q3-2017	Q4-2017	2018	2019	Total position
Fuel	Crude oil options(1)	Barrels	\$62.03 - \$65.45	125,000	46,000	288,000	95,000	554,000
Copper	Forward contracts(2)	Pounds	\$2.69 - \$2.76	7.4 million	6.2 million	1.2 million	-	14.8 million
Copper	Zero-cost collars(3)	Pounds	\$2.25 - \$3.21	3.0 million	2.8 million	11 million	-	16.8 million
Gold	Zero-cost collars(3)	Ounces	\$1,225 - \$1,383	6,800	9,000	9,400	-	25,200
<u>Royal Gold</u> <u>deliverables</u>								
Non-hedge gold	Forward contracts <sup>(4)</sup>	Ounces	ND	18,000	-	-	-	18,000
Non-hedge copper	Forward contracts <sup>(4)</sup>	Pounds	ND	2.4 million	-	-	-	2.4 million

ND = Contracts with floating terms, that are not defined as at June 30, 2017.

<sup>(1)</sup> Under the option contract, the Company has the option buy or sell specified assets, typically metals or currency, at a specified price at a certain future date.

<sup>(2)</sup> Under the forward contract, the Company will buy or sell specified assets, typically metals or currency, at a specified price to be settled at a certain future date.

<sup>(3)</sup> Under the zero-cost collar, the Company can put the number of gold ounces or copper pounds to the counterparty at the minimum price, if the price were to fall below the minimum, and the counterparty has the option to require the Company to sell to it the number of gold ounces or copper pounds at the maximum price, if the price were to rise above the maximum.

<sup>(4)</sup> Regarding sales to Royal Gold, the Company has entered into forward gold and copper contracts pursuant to which it purchases gold copper at an average price during a quotational period and sells gold or copper at a spot price. These derivative contracts are not designated as hedging instruments.

## **Notes to the Condensed Consolidated Interim Financial Statements** (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

The following table is an analysis of the derivative instruments recorded in the Statement of Earnings.

			mondeo	ì		Six ı eı Jun	nde	d
		2017		2016		2017		2016
Cash flow hedge Gold, copper and fuel contracts								
Unrealized loss recognized in OCI, net	\$	(1,509)	\$	-	\$	(1,791)	\$	-
Net realized gain included in earnings from mine operations	\$	59	\$	-	\$	337	\$	
Non-hedge derivatives Non-hedge gold, non-hedge copper and currency co	ontro	acts						
Total (loss) gain included in revenue	\$	(340)	\$	-	\$	2,236	\$	-
Total gain included in other income, net	\$	007	ф					
	φ	896	\$	-	\$	1,206	\$	-
The following table is an analysis of the derivati				recorde		Í		nent of
The following table is an analysis of the derivati				June :	d i	n the St	ater	ber 31,
The following table is an analysis of the derivati				June :	d i	n the St	ater	ber 31,
The following table is an analysis of the derivative Financial Position.  Cash flow hedge  Gold, copper and fuel contracts				June 3	30, 017	n the St	ater	ber 31, 2016
The following table is an analysis of the derivative Financial Position.  Cash flow hedge Gold, copper and fuel contracts  Prepaid expenses and other current assets Other non-current assets		nstrume		June 3	30, 017	n the St	ater	ber 31, 2016
The following table is an analysis of the derivative Financial Position.  Cash flow hedge Gold, copper and fuel contracts  Prepaid expenses and other current assets		nstrume		June 3 20 48 49 (87	30, 017	n the St	ater	ber 31, 2016
The following table is an analysis of the derivative Financial Position.  Cash flow hedge Gold, copper and fuel contracts  Prepaid expenses and other current assets Other non-current assets Other current liabilities  Non-hedge derivatives	ve in	strumer		June 3 20 48 49 (87	30, 017 82 96 71)	n the St  Dec	ater	750 904
The following table is an analysis of the derivative Financial Position.  Cash flow hedge Gold, copper and fuel contracts  Prepaid expenses and other current assets Other non-current assets	ve in	strumer		June 3 20 48 49 (87	30, 017 82 96 71)	n the St  Dec	ater	<b>ber 31, 2016</b> 750 904

# **Notes to the Condensed Consolidated Interim Financial Statements** (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

#### Fair value measurement

All financial instruments measured at fair value are categorized into one of three hierarchy levels for which the financial instruments must be grouped based on whether the inputs to those valuation techniques are observable or unobservable. Observable inputs reflect market data obtained from independent sources, while unobservable inputs reflect the Company's assumptions. These two types of inputs create the following fair value hierarchy:

Level 1: observable inputs such as quoted prices in active markets;

Level 2: inputs, other than the quoted market prices in active markets, which are observable, either directly and/or indirectly; and

Level 3: unobservable inputs for the asset or liability in which little or no market data exists, which therefore require an entity to develop its own assumptions.

Classification and the fair value measurement by level of the financial assets and liabilities in the Statement of Financial Position were as follows:

June 30, 2017

	Amortized cost	Assets/liabilities at fair value through earnings (loss)	Assets/liabilities at fair value through OCI
<u>Financial assets</u>			
Cash and cash equivalents - Level 1	-	\$ 101,229	\$ -
Short-term investments	77	-	-
Restricted cash - Level 1	-	240,045	-
Restricted short-term investments	60,000	-	-
Amounts receivable	59,582	-	-
Provisionally-priced receivables - Level 2	-	13,926	-
Reclamation deposits	26,354	-	-
Long-term receivables	2,979	-	-
Derivative assets - Level 2	· -	516	978
	148,992	\$ 355,716	\$ 978
Financial liabilities			
Trade creditors and accruals	91,320	\$ -	\$ -
Amount due to Royal Gold - Level 2	-	34,369	-
Finance lease liability	31,986	-	-
Debt	406,383	-	-
Revenue-based taxes payable	12,112	-	-
Derivative liabilities - Level 2	· -	-	871
	541,801	\$ 34,369	\$ 871

**Centerra Gold Inc. Notes to the Condensed Consolidated Interim Financial Statements** 

#### (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

**December 31, 2016** 

	A	amortized cost	•	Assets/liabilities at fair value through earnings (loss)	Assets/liabilities at fair value through OCI
Financial assets				3 \ /	
Cash and cash equivalents - Level 1	\$	-	\$	160,017	\$ -
Short-term investments		74		-	-
Restricted cash - Level 1		-		248,668	-
Amounts receivable		43,949		-	-
Provisionally-priced receivables - Level 2	2	-		4,148	-
Reclamation deposits		32,035		-	-
Long-term receivables		6,326		-	-
Fuel derivative assets - Level 2		-		-	1,654
	\$	82,384	\$	412,833	\$ 1,654
Financial liabilities					
Trade creditors and accruals	\$	92,715	\$	-	\$ -
Amount due to Royal Gold - Level 2		-		29,170	-
Finance lease liability		29,901		-	-
Debt		465,132		-	-
Revenue-based taxes payable		19,202		-	-
Commodity derivative liability - Level 2				1,512	
	\$	606,950	\$	30,682	\$ -

The recorded value of short-term investments, restricted short-term investments, amounts receivable, reclamation deposits, long-term receivables, accounts payable and accrued liabilities, lease obligation, debt and revenue-based taxes payable approximate their relative fair values.

The fair value of gold, copper, diesel and currency derivative instruments, classified within Level 2, is determined using derivative pricing models that utilize a variety of inputs that are a combination of quoted prices and market-corroborated inputs. The fair value of the Company's derivative contracts includes an adjustment for credit risk.

Forward commodity contracts and provisionally priced contracts, are classified within Level 2 because they are valued using a market-based-approach, other than observable quoted prices included within Level 1, other inputs from published market prices and contracted prices and terms.

## Centerra Gold Inc. Notes to the Condensed Consolidated Interim Financial Statements (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

# 18. Supplemental disclosure

## a. Changes in operating working capital

	Three mont		Six month June	
	2017	2016	2017	2016
Decrease (increase) in amounts receivable \$	34,282 \$	S (39,637) <b>\$</b>	(23,939)	\$ (14,003)
Decrease (increase) in inventory - ore and metal	33,332	7,910	83,779	(47,573)
Decrease (increase) in inventory - supplies	6,184	14,148	(8,395)	18,383
(Increase) decrease in prepaid expenses	(3,809)	3,720	(3,277)	7,096
(Decrease) increase in trade creditors and accruals	(10,998)	8,360	(1,873)	12,997
Increase (decrease) in revenue-based tax payable	(5,702)	7,585	(7,090)	1,600
Increase (decrease) in depreciation and amortization included in inventory (note 7)	(34,632)	(2,138)	(72,611)	10,751
Decrease (increase) in accruals included in additions to PP&E	2,283	(2,015)	542	(9,651)
(Decrease) increase in other taxes payable	(107)	116	(793)	659
\$	20,833 \$	(1,951) \$	(33,657)	(19,741)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

## b. Investment in PP&E

	Three mo	nth	s ended	Six montl	hs ended		
	Jun	e 30	),	<b>June 30,</b>			
	2017		2016	2017	2010		
Additions to PP&E during the period (note 7)	\$ (94,113)	\$	(53,735)	<b>\$</b> (181,980)	\$ (103,385		
Greenstone Gold Property translation adjustment	977		-	1,267			
Capitalized parts	1,436		-	1,436			
Purchase of Teck royalty via share issuance	-		-		2,954		
Impact of revisions to asset retirement obligation included in PP&E	(364)		-	-			
Depreciation and amortization included in additions to PP&E (note 7)	16,919		6,703	32,714	10,358		
Capitalization of OMAS financing costs	209		-	908			
(Decrease) increase in accruals related to additions to PP&E	(2,363)		2,015	(624)	9,65		
	\$ (77,299)	\$	(45,017)	(146,279)	\$ (80,422		

## c. Changes in liabilities arising from financing activities

	Three months ended June 30, 2017		
	$\mathbf{Debt}^{(2)}$	Interest payable <sup>(1)</sup>	
Opening balance	428,294	2,208	
Changes due to:			
Repayments	(22,500)	(6,564)	
Amortization of deferred financing costs	589	-	
Interest expense	-	5,669	
Capitalized interest and other	-	727	
Balance at June 30, 2017	406,383	2,040	

<sup>(1)</sup>Included within "Accounts payable and accrued liabilities".

<sup>(2)</sup>Includes short term debt (\$72,833) and long term debt (\$333,550).

# Notes to the Condensed Consolidated Interim Financial Statements (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

	Six month	s ended	
	June 30, 2017		
	$\mathbf{Debt}^{(2)}$	Interest payable <sup>(1)</sup>	
Opening balance	465,132	4,783	
Changes due to:			
Repayments	(60,000)	(15,306)	
Amortization of deferred financing costs	1,251	-	
Interest expense	-	12,154	
Capitalized interest and other	-	409	
Balance at June 30, 2017	406,383	2,040	

<sup>(1)</sup>Included within "Accounts payable and accrued liabilities".

# 19. Segmented Information

The following table reconciles segment earnings (loss) per the reportable segment information to earnings (loss) per the Statements of Earnings.

<sup>(2)</sup>Includes short term debt (\$72,833) and long term debt (\$333,550).

Centerra Gold Inc. Notes to the Condensed Consolidated Interim Financial Statements (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

Three months ended June 30, 2017

				_	North	America		
	K	yrgyz			Gold-		Corporate	
(Millions of U.S. Dollars)	Re	public	Mongolia	Turkey	Copper	Molybdenum	and other	Total
Gold sales	\$	168.6 \$	- \$	- \$	50.7	\$ -	\$ - \$	219.3
Copper sales		-	-	-	27.3	-	-	27.3
Molybdenum sales		-	-	-	-	30.6	-	30.6
Tolling, calcining and other		-	-	-	-	1.9	-	1.9
Revenue		168.6	-	-	<b>78.0</b>	32.5	-	279.1
Cost of sales		80.3	-	-	52.9	32.0	-	165.2
Standby costs, net		-	1.3	-	-	-	-	1.3
Regional office administration		4.1	-	-	-	-	-	4.1
Earnings (loss) from mine operations		84.2	(1.3)	-	25.1	0.5	-	108.5
Revenue-based taxes		23.8	-	-	-	-	-	23.8
Other operating expenses		0.1	0.3	-	1.8	0.5	-	2.7
Care and maintenance		-	-	-	-	3.3	-	3.3
Pre-development project costs		-	-	-	-	-	1.3	1.3
Exploration expenses and business								
development		-	0.2	-	-	-	2.3	2.5
Thompson Creek Metals Inc. acquisition								
and integration expenses		-	-	-	-	-	0.5	0.5
Corporate administration		-	0.2	0.2	-	-	8.5	8.9
Asset impairment		-	41.3	-	-	-	-	41.3
Earnings (loss) from operations		60.3	(43.3)	(0.2)	23.3	(3.3)	(12.6)	24.2
Other income, net								(2.9)
Finance costs								7.3
Earnings before income tax								19.8
Income tax recovery								(3.6)
Net earnings		·					\$	23.4
Capital expenditure for the period	\$	82.6 \$	1.3 \$	2.4 \$	5.3	\$ -	\$ 2.5 \$	94.1

## Centerra Gold Inc. Notes to the Condensed Consolidated Interim Financial Statements (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

### Three months ended June 30, 2016

				North .	America		
(Millions of U.S. Dollars)	Kyrgyz Republic	Mongolia	Turkey	Gold- Copper	Molybdenum	Corporate and other	Total
Gold sales	\$ 160.4 \$	- \$	- \$	- 5	5 - 5	- \$	160.4
Revenue	160.4	-	-	-	-	-	160.4
Cost of sales	116.8	-	-	-	-	-	116.8
Standby costs, net	-	(0.6)	-	-	-	-	(0.6)
Regional office administration	3.7	-	-	-	-	-	3.7
Earnings from mine operations	39.9	0.6	-	-	-	-	40.5
Revenue-based taxes	22.6	-	-	-	-	-	22.6
Other operating expenses	0.7	-	-	-	-	-	0.7
Pre-development project costs	-	-	-	-	-	4.0	4.0
Exploration expenses and business							
development	-	0.5	-	-	-	4.6	5.1
Corporate administration	0.1	=	-	-	=	6.7	6.8
Earnings (loss) from operations	16.5	0.1	-	-	-	(15.3)	1.3
Other income, net							(0.4)
Finance costs							1.4
Earnings before income tax							0.3
Income tax recovery							(2.6)
Net earnings						\$	2.9
Capital expenditure for the period	\$ 44.6 \$	3.0 \$	1.6 \$	- 5	5 - 5	\$ 4.5 \$	53.7

Centerra Gold Inc. Notes to the Condensed Consolidated Interim Financial Statements (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

Six months ended June 30, 2017

				North America							
	Kyrgyz			_	Gold-	_	Corporate				
(Millions of U.S. Dollars)	Republic	Mongolia	Turk	кey	Copper	Molybdenum	and other	Total			
Gold sales	\$ 332.8 \$	- (	\$	- \$	106.8	\$ -	\$ - \$	439.6			
Copper sales	-	-		-	55.9	-	-	55.9			
Molybdenum sales	-	-		-	-	64.9	-	64.9			
Tolling, calcining and other	-	-		-	-	4.1	-	4.1			
Revenue	332.8	-		-	162.7	69.0	-	564.5			
Cost of sales	152.8	-		-	118.6	65.7	-	337.1			
Standby costs, net	-	2.7		-	-	-	-	2.7			
Regional office administration	8.3	-		-	-	-	-	8.3			
Earnings (loss) from mine operations	171.7	(2.7)		-	44.1	3.3	-	216.4			
Revenue-based taxes	47.0	-		-	-	-	-	47.0			
Other operating expenses	0.2	0.5		-	3.0	1.0	-	4.7			
Care and maintenance	-	-		-	-	6.6	-	6.6			
Pre-development project costs	-	-		-	-	-	2.4	2.4			
Exploration expenses and business											
development	-	0.4		-	-	-	3.8	4.2			
Thompson Creek Metals Inc. acquisition											
and integration expenses	-	-		-	-	-	1.4	1.4			
Corporate administration	0.1	0.2		0.2	-	-	18.6	19.1			
Asset impairment	-	41.3		-	-	-	-	41.3			
Earnings (loss) from operations	124.4	(45.1)		(0.2)	41.1	(4.3)	(26.2)	89.7			
Other income, net								(3.2)			
Finance costs								15.0			
Earnings before income tax								77.9			
Income tax recovery								(2.5)			
Net earnings							\$	80.4			
Capital expenditure for the period	\$ 161.3 \$	1.8	\$	5.2 \$	9.7	\$ 0.1	\$ 3.9 \$	182.0			
Goodwill	\$ - \$	- 9	\$	- \$	16.1	\$ -	\$ - \$	16.1			
Total assets (excluding goodwill)	\$ 1,274.6 \$	69.2	\$	42.0 \$	896.9	\$ 190.7	\$ 178.9 \$	2,652.3			
<b>Total liabilities</b>	\$ 117.9 \$	30.1	\$ <u> </u>	0.7 \$	127.2	\$ 66.2	\$ 421.5 \$	763.6			

Centerra Gold Inc. Notes to the Condensed Consolidated Interim Financial Statements (Unaudited)

(Expressed in thousands of United States Dollars, except where otherwise indicated)

Six months ended June 30, 2016

				North	America		
(Millions of U.S. Dollars)	Kyrgyz Republic	Mongolia	Turkey	Gold- Copper	Molybdenum	Corporate and other	Total
Gold sales	\$ 233.2 \$	- \$	- \$	- 9	- :	\$ - \$	233.2
Revenue	233.2	-	-	-	-	-	233.2
Cost of sales	147.9	-	-	-	-	-	147.9
Standby costs, net	-	(0.7)	-	-	-	-	(0.7)
Regional office administration	7.0	-	-	_	-	-	7.0
Earnings from mine operations	78.3	0.7	-	-	-	-	79.0
Revenue-based taxes	32.9	-	-	-	-	-	32.9
Other operating expenses	1.3	(0.1)	-	-	-	-	1.2
Pre-development project costs	-	-	-	-	-	5.3	5.3
Exploration expenses and business							
development	-	0.6	-	-	-	6.6	7.2
Corporate administration	0.1	-	-	_	-	12.5	12.6
Earnings (loss) from operations	44.0	0.2	-	-	-	(24.4)	19.8
Other income, net							(1.7)
Finance costs							2.6
Earnings before income tax							18.9
Income tax recovery							(2.1)
Net earnings						\$	21.0
Capital expenditure for the period	\$ 86.5 \$	3.4 \$	8.2 \$	- 9	- :	\$ 5.3 \$	103.4
Total assets	\$ 958.3 \$	3 175.1 \$	27.3 \$	- (	- :	\$ 551.1 \$	1,711.8
Total liabilities	\$ 105.1 \$	3 28.8 \$	3.4 \$	- 5	- :	\$ 125.6 \$	262.9