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2018

**Semi-Annual Condensed  
Consolidated Financial  
Statements  
OCI N.V.**

for the period ended 30 June 2018

(Unaudited)

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# CONSOLIDATED STATEMENT OF FINANCIAL POSITION

\$ millions	Note	30 June 2018	31 December 2017
<b>Assets</b>			
<b>Non-current assets</b>			
Property, plant and equipment		5,054.4	5,143.2
Goodwill and other intangible assets	(8)	489.0	491.0
Trade and other receivables		60.6	62.0
Equity-accounted investees		614.3	626.9
Available-for-sale financial assets		-	50.0
Financial assets at fair value through other comprehensive income		37.8	-
Deferred tax assets		26.6	31.5
<b>Total non-current assets</b>		<b>6,282.7</b>	<b>6,404.6</b>
<b>Current assets</b>			
Inventories		177.0	190.8
Trade and other receivables		343.0	317.1
Income tax receivables		0.1	0.1
Cash and cash equivalents		384.3	231.0
<b>Total current assets</b>		<b>904.4</b>	<b>739.0</b>
<b>Total assets</b>		<b>7,187.1</b>	<b>7,143.6</b>
<b>Equity</b>			
Share capital		5.6	5.6
Share premium		6,316.3	6,316.3
Reserves		(272.0)	(242.9)
Retained earnings		(4,928.1)	(4,929.4)
<b>Equity attributable to owners of the Company</b>		<b>1,121.8</b>	<b>1,149.6</b>
Non-controlling interest		398.2	292.4
<b>Total equity</b>		<b>1,520.0</b>	<b>1,442.0</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Loans and borrowings	(9)	4,512.4	3,844.5
Trade and other payables		18.4	19.3
Provisions		9.8	10.1
Deferred tax liabilities		210.7	224.6
<b>Total non-current liabilities</b>		<b>4,751.3</b>	<b>4,098.5</b>
<b>Current liabilities</b>			
Loans and borrowings	(9)	207.6	833.1
Trade and other payables		518.3	569.1
Provisions		116.6	126.9
Income tax payables		73.3	74.0
<b>Total current liabilities</b>		<b>915.8</b>	<b>1,603.1</b>
<b>Total liabilities</b>		<b>5,667.1</b>	<b>5,701.6</b>
<b>Total equity and liabilities</b>		<b>7,187.1</b>	<b>7,143.6</b>

# CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

\$ millions	Note	Three month period ended 30 June 2018	Three month period ended 30 June 2017	Six month period ended 30 June 2018	Six month period ended 30 June 2017
Revenue	(10)	792.7	552.8	1,537.5	1,026.2
Cost of sales	(11)	(632.4)	(461.2)	(1,207.5)	(830.3)
<b>Gross profit</b>		<b>160.3</b>	<b>91.6</b>	<b>330.0</b>	<b>195.9</b>
Other income	(12)	0.3	1.7	20.1	2.9
Selling, general and administrative expenses	(11)	(45.8)	(41.0)	(86.5)	(95.7)
Other expenses		(2.1)	(15.1)	(1.1)	(11.7)
<b>Operating profit</b>		<b>112.7</b>	<b>37.2</b>	<b>262.5</b>	<b>91.4</b>
Finance income	(13)	14.3	119.2	65.6	136.5
Finance cost	(13)	(136.7)	(185.0)	(259.2)	(271.5)
<b>Net finance cost</b>	(13)	<b>(122.4)</b>	<b>(65.8)</b>	<b>(193.6)</b>	<b>(135.0)</b>
Income from equity-accounted investees (net of tax)		(8.7)	(1.3)	(12.3)	(2.0)
<b>Profit / (loss) before income tax</b>		<b>(18.4)</b>	<b>(29.9)</b>	<b>56.6</b>	<b>(45.6)</b>
Income tax expense		13.3	37.5	5.7	23.8
<b>Total net profit / (loss)</b>		<b>(5.1)</b>	<b>7.6</b>	<b>62.3</b>	<b>(21.8)</b>
<b>Other comprehensive income:</b>					
<b>Items that are or may be reclassified to profit or loss</b>					
Net change in fair value of financial assets at fair value through other comprehensive income		(5.0)	(0.2)	(10.9)	(0.2)
Changes in fair value of cash flow hedges		(1.6)	-	(1.6)	-
Currency translation differences		47.9	(66.1)	7.7	(60.9)
<b>Other comprehensive income, net of tax</b>		<b>41.3</b>	<b>(66.3)</b>	<b>(4.8)</b>	<b>(61.1)</b>
<b>Total comprehensive income</b>		<b>36.2</b>	<b>(58.7)</b>	<b>57.5</b>	<b>(82.9)</b>
<b>Profit / (loss) attributable to:</b>					
Owners of the Company		(39.5)	12.2	(15.0)	(35.1)
Non-controlling interest		34.4	(4.6)	77.3	13.3
<b>Net profit / (loss)</b>		<b>(5.1)</b>	<b>7.6</b>	<b>62.3</b>	<b>(21.8)</b>
<b>Total comprehensive income attributable to:</b>					
Owners of the Company		9.1	(59.0)	(12.5)	(100.1)
Non-controlling interest		27.1	0.3	70.0	17.2
<b>Total comprehensive income</b>		<b>36.2</b>	<b>(58.7)</b>	<b>57.5</b>	<b>(82.9)</b>
<b>Earnings per share (in USD)</b>					
Basic earnings per share		(0.189)	0.058	(0.072)	(0.168)
Diluted earnings per share		(0.189)	0.058	(0.072)	(0.168)

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

\$ millions	Share capital	Share premium	Reserves	Retained earnings	Equity attributable to owners of the Company	Non-controlling interest	Total equity
<b>Balance at 1 January 2017</b>	<b>5.6</b>	<b>6,316.3</b>	<b>(112.3)</b>	<b>(4,776.9)</b>	<b>1,432.7</b>	<b>345.3</b>	<b>1,778.0</b>
Net (loss)	-	-	-	(35.1)	(35.1)	13.3	(21.8)
Other comprehensive income	-	-	(65.0)	-	(65.0)	3.9	(61.1)
<b>Total comprehensive income</b>	<b>-</b>	<b>-</b>	<b>(65.0)</b>	<b>(35.1)</b>	<b>(100.1)</b>	<b>17.2</b>	<b>(82.9)</b>
Impact difference in profit sharing non-controlling interest	-	-	-	-	-	4.1	4.1
Share-based payments	-	-	-	1.8	1.8	-	1.8
Treasury shares sold	-	-	1.7	-	1.7	-	1.7
Dividends to non-controlling interest	-	-	-	-	-	(34.6)	(34.6)
<b>Balance at 30 June 2017</b>	<b>5.6</b>	<b>6,316.3</b>	<b>(175.6)</b>	<b>(4,810.2)</b>	<b>1,336.1</b>	<b>332.0</b>	<b>1,668.1</b>
<b>Balance at 1 January 2018</b>	<b>5.6</b>	<b>6,316.3</b>	<b>(242.9)</b>	<b>(4,929.4)</b>	<b>1,149.6</b>	<b>292.4</b>	<b>1,442.0</b>
Impact of adoption of IFRS 9	-	-	-	(7.3)	(7.3)	(0.4)	(7.7)
<b>Restated balance at 1 January 2018</b>	<b>5.6</b>	<b>6,316.3</b>	<b>(242.9)</b>	<b>(4,936.7)</b>	<b>1,142.3</b>	<b>292.0</b>	<b>1,434.3</b>
Net profit	-	-	-	(15.0)	(15.0)	77.3	62.3
Other comprehensive income	-	-	2.5	-	2.5	(7.3)	(4.8)
<b>Total comprehensive income</b>	<b>-</b>	<b>-</b>	<b>2.5</b>	<b>(15.0)</b>	<b>(12.5)</b>	<b>70.0</b>	<b>57.5</b>
Impact difference in profit sharing non-controlling interest	-	-	-	-	-	19.7	19.7
Share-based payments	-	-	-	0.4	0.4	-	0.4
Treasury shares sold	-	-	4.7	-	4.7	-	4.7
Treasury shares acquired	-	-	(0.8)	-	(0.8)	-	(0.8)
Repayment of convertible bond (equity component)	-	-	(35.5)	23.2	(12.3)	-	(12.3)
Reduction of declared dividends to non-controlling interest <sup>1</sup>	-	-	-	-	-	23.1	23.1
Dividends to non-controlling interest	-	-	-	-	-	(6.6)	(6.6)
<b>Balance at 30 June 2018</b>	<b>5.6</b>	<b>6,316.3</b>	<b>(272.0)</b>	<b>(4,928.1)</b>	<b>1,121.8</b>	<b>398.2</b>	<b>1,520.0</b>

<sup>1</sup>The reduction of declared dividends to non-controlling interest relates to the dividends declared by Sorfert relating to the financial year 2016, that were reduced by a resolution on the general meeting of shareholders of Sorfert in March 2018.

## CONSOLIDATED STATEMENT OF CASH FLOWS

\$ millions	Note	Three month period ended 30 June 2018	Three month period ended 30 June 2017	Six month period ended 30 June 2018	Six month period ended 30 June 2017
<b>Net profit / (loss)</b>		<b>(5.1)</b>	<b>7.6</b>	<b>62.3</b>	<b>(21.8)</b>
<b>Adjustments for</b>					
Depreciation and amortization	(11)	102.5	74.7	204.8	150.1
Interest income	(13)	(1.2)	(1.2)	(4.6)	(2.6)
Interest expense	(13)	96.3	49.2	182.2	96.8
Foreign exchange (gain) / loss and others	(13)	27.3	17.8	16.0	40.8
Share in income of equity-accounted investees		8.7	1.3	12.3	2.0
Gain on sale of available-for-sale investment		-	-	-	(0.4)
Loss on sale of property, plant and equipment		1.0	-	1.0	-
Impact difference in profit sharing non-controlling interest		9.5	(2.6)	19.7	4.1
Equity-settled share-based payment transactions		1.2	2.4	0.4	1.8
Income tax expense		(13.3)	(37.5)	(5.7)	(23.8)
<b>Changes in</b>					
Inventories		58.6	22.4	11.0	(33.6)
Trade and other receivables		60.1	(7.7)	13.1	(24.8)
Trade and other payables		(69.6)	(16.6)	(52.9)	(22.9)
Provisions		(11.1)	-	(11.4)	-
<b>Cash flows</b>					
Interest paid		(76.9)	(47.8)	(129.6)	(92.2)
Interest paid shareholder loans		(75.1)	-	(75.1)	-
Interest received		0.7	0.8	2.4	2.4
Income taxes paid		(0.7)	(2.2)	(1.6)	(2.4)
<b>Cash flow from operating activities</b>		<b>112.9</b>	<b>60.6</b>	<b>244.3</b>	<b>73.5</b>
Investments in property, plant and equipment		(89.1)	(41.3)	(132.0)	(86.6)
Proceeds from sale of investment in equity instruments		-	-	-	1.5
Dividends from equity-accounted investees		-	2.4	-	2.4
Loans to related parties		(27.5)	(27.5)	(27.5)	(27.5)
<b>Cash flow (used in) investing activities</b>		<b>(116.6)</b>	<b>(66.4)</b>	<b>(159.5)</b>	<b>(110.2)</b>
Proceeds from sale of treasury shares		2.2	1.6	4.7	1.7
Purchase of treasury shares		(0.2)	-	(0.8)	-
Proceeds from borrowings	(9)	2,421.4	40.4	3,195.4	133.0
Repayment of borrowings	(9)	(2,294.4)	(15.0)	(3,025.2)	(145.6)
Repayment of convertible bond (equity component)	(9)	-	-	(12.3)	-
Debt modification costs	(9)	(49.8)	-	(73.4)	(0.3)
Dividends paid to non-controlling interest		(13.1)	(4.0)	(13.1)	(4.0)
<b>Cash flow from / (used in) financing activities</b>		<b>66.1</b>	<b>23.0</b>	<b>75.3</b>	<b>(15.2)</b>
<b>Net increase / (decrease) in cash and cash equivalents</b>		<b>62.4</b>	<b>17.2</b>	<b>160.1</b>	<b>(51.9)</b>
Cash and cash equivalents opening balance		331.1	324.4	231.0	391.5
Effect of exchange rate fluctuations on cash held		(9.2)	13.4	(6.8)	15.4
<b>Cash and cash equivalents at</b>		<b>384.3</b>	<b>355.0</b>	<b>384.3</b>	<b>355.0</b>

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 1. General

This report contains the semi-annual condensed consolidated financial statements of OCI N.V. ('OCI', 'the Group' or 'the Company'), a public limited liability company incorporated under Dutch law, with its head office located at Honthorststraat 19, Amsterdam, the Netherlands. OCI N.V. is registered in the Dutch commercial register under No. 56821166 dated 2 January 2013. The Group is primarily involved in the production of nitrogen-based fertilizers and industrial chemicals.

The semi-annual condensed consolidated financial statements for the period ended 30 June 2018 have been authorized for issue by the Board of Directors on 29 August 2018.

The semi-annual condensed consolidated financial statements for the period ended 30 June 2018 have not been audited or reviewed by an external auditor.

The notes to the condensed consolidated financial statements relate to the six month period ended 30 June 2018.

## 2. Basis of preparation

The semi-annual condensed consolidated financial statements for the period ended 30 June 2018 have been prepared in accordance with IAS 34 'Interim Financial Reporting' and do not include all the information and disclosures required in the annual financial statements. Selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group's financial position and performance since the last annual consolidated financial statements as at and for the year ended 31 December 2017. The semi-annual condensed consolidated financial statements should be read in conjunction with the consolidated financial statements for the year ended 31 December 2017 which have been prepared in accordance with IFRS, as adopted by the European Union.

## 3. Summary of significant accounting policies

The accounting policies applied over the period ended 30 June 2018 are consistent with those applied in the consolidated financial statements for the year ended 31 December 2017, except for the adoption of IFRS 9 and IFRS 15 as of 1 January 2018. The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

### 3.1 New standards adopted by the Group

IFRS 9 and IFRS 15 became effective as of 1 January 2018. The impact of the adoptions and the accounting policies is disclosed below. IFRS 16 Leases becomes effective on 1 January 2019 and will be implemented as of this date. OCI is in the process of preparing for the implementation of this standard. The preliminary assessment provided in the consolidated financial statements for the year ended 31 December 2017 is still valid.

#### 3.1.1 IFRS 9 Financial instruments

IFRS 9 replaces the provisions of IAS 39 that relate to the recognition, classification and measurement of financial assets and financial liabilities, derecognition of financial instruments, impairment of financial assets and hedge accounting.

The adoption of IFRS 9 resulted in changes in accounting policies and adjustments to the amounts recognized in the financial statements. In accordance with the transitional provisions in IFRS 9 comparative figures have not been restated.

The total impact on the Group's retained earnings as at 1 January 2018 is disclosed in the quarterly financial statements for the period ended 31 March 2018.

From 1 January 2018, the Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value through other comprehensive income, and
- those to be measured at amortized cost.

The classification depends on the business model for managing the financial assets and the contractual terms of the cash flows.

At initial recognition, the Group measures a financial asset at its fair value plus transaction costs that are directly attributable to the acquisition of the financial asset. Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

#### Financial liabilities

There was no impact on the group's accounting for financial liabilities, except for modifications of financial liabilities. That is, when a financial liability measured at amortised cost is modified without this resulting in derecognition, a gain or loss is recognized in profit or loss. The gain or loss is calculated as the difference between the original contractual cash flows and the modified cash flows discounted at the original effective interest rate.

As IFRS 9 is required to be applied retrospectively, the modification gains and losses arising from financial liabilities that are still recognized at the date of initial application (1 January 2018) were calculated and adjusted through opening retained earnings on transition based on the transitional provisions in IFRS 9. Except for debt modification losses relating to Iowa Fertilizer Company ('IFCo'), which are adjusted in the opening balance of property, plant and equipment.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## CONTINUED

### 3.1.1 IFRS 9 Financial instruments (continued)

#### Debt instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset.

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. Interest income from these assets is included in finance income using the effective interest rate method. Any gain or loss on derecognition is recognized directly in profit and loss.

Assets that are held for collection of contractual cash flows and for selling the financial assets where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income ('FVOCI'). Movements in the carrying amount are recognized in other comprehensive income, except for the recognition of impairment gains and losses, interest income and foreign exchange gains and losses which are recognized in the profit and loss. On derecognition the cumulative gain or loss recognized in other comprehensive income is reclassified from equity to profit and loss.

The Group sells certain trade receivables under a factoring agreement to a third party. For these selected debtors the Group will use the 'hold-to-collect-and-sell business model' as defined under IFRS 9 and will measure these receivables going forward at FVOCI. All other trade receivables in the Group will fall under the 'hold-to-collect' business model and will continue to be measured at amortised cost.

#### Equity instruments

The Group subsequently measures all equity investments at fair value and fair value gains and losses are presented in other comprehensive income. There is no subsequent reclassification of these fair value gains and losses to profit and loss following the derecognition of the investment. Dividend income is recognized in profit and loss when the Group's right to received payment is established.

#### Impairment

The new impairment model requires the recognition of impairment provisions based on expected credit losses (ECL) rather than only incurred credit losses as is the case under IAS 39. Based on the assessment undertaken on historical data, there's no impact from the expected credit loss model. The Group will evaluate any possible impact going forward.

### 3.1.2 IFRS 15 Revenue from contracts with customers

IFRS 15 has been adopted retrospectively, however no opening balance adjustments were made as the impact was immaterial.

Revenues are recognized to depict the transfer of goods or services to customers in the ordinary course of the Group's activities, in the amounts that reflect the considerations received or expected to be received in exchange for those goods or services. Revenue is recognized when control of the products has transferred, based on the agreed sales terms, and there is no unfulfilled obligation that could affect the customer's acceptance of the products.

Revenue is recognized net of expected discounts and rebates to customers. Accumulated experience and management judgement is used to estimate and provide for the discounts and rebates and revenue is only recognized to the extent that it is highly probable that a significant reversal will not occur. The Group does not have any contracts where the period of time between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. Consequently, no adjustment is made to transaction prices for the time value of money.

## 4. Seasonality of operations

Our product portfolio is diversified primarily by industry and geography. The nitrogen fertilizer industry is inherently dependent on fundamental supply and demand drivers, including global population growth, crop yields, feedstock costs, and seasonality of crop planting and harvesting seasons. These and other long-term and short-term drivers result in cyclical nitrogen fertilizer pricing trends. Supply and demand dynamics in the industrial chemicals industries in which we operate, including industrial ammonia, methanol, and melamine, are more evenly distributed throughout the year, thereby contributing to stability in sales. The global sales and diversified product mix - both as fertilizers and chemical products - mitigate the impact of any one product or region's seasonal fluctuations.

## 5. Critical accounting judgements, estimates and assumptions

The preparation of the financial statements in compliance with IFRS requires management to make judgements, estimates and assumptions that affect amounts reported in the condensed consolidated financial statements. The estimates and assumptions are based on experience and various other factors that are believed to be reasonable under the circumstances and are used to judge the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised or in the revision period and future periods, if the changed estimates affect both current and future periods.

Compared to the consolidated financial statements for the year ended 31 December 2017 there were no significant changes to the critical accounting judgements, estimates and assumptions that could result in significantly different amounts than those recognized in the financial statements. With respect to financial instruments, there has not been any reclassification between categories of financial instruments compared to the consolidated financial statements for the year ended 31 December 2017, other than those described in note 3.1.1.

The objectives and policies of financial risk and capital management are consistent with those disclosed in the consolidated financial statements for the year ended 31 December 2017.



## 6. Significant rates

The following exchange rates applied during the financial period:

	Average during the six month period ended 30 June 2018	Average during the six month period ended 30 June 2017	Closing as at 30 June 2018	Closing as at 31 December 2017
Euro	1.2104	1.0847	1.1684	1.2020
Egyptian pound	0.0565	0.0561	0.0561	0.0561
Algerian dinar	0.0087	0.0091	0.0085	0.0088

## 7. Financial risk and capital management

### 7.1 Financial risk management

The group measures the following financial instruments at fair value:

\$ millions	30 June 2018	31 December 2017	Category of fair value hierarchy
Derivatives receivables	2.0	2.5	2
Derivatives payables	-	(1.4)	2
<b>Total derivatives</b>	<b>2.0</b>	<b>1.1</b>	
<b>Total financial assets at fair value through other comprehensive income / Available-for-sale financial assets</b>	<b>37.8</b>	<b>50.0</b>	1 & 3
<b>Total assets and liabilities at fair value</b>	<b>39.8</b>	<b>51.1</b>	

The carrying amounts of financial assets and liabilities carried at amortized cost (loans and borrowings, trade and other receivables and trade and other payables) approximates their fair values. Included in financial assets at fair value through other comprehensive income is one category 1 investment (investment in OCL) and two category 3 investments (investments in Notore Chemical Industries and the Infra Structure and Growth Capital Fund). There have been no changes in valuation techniques of fair value level 3 instruments compared to the financial statements for the year ended 31 December 2017. There have been no reclassifications between categories of financial instruments compared to the consolidated financial statements for the year ended 31 December 2017.

### 7.2 Capital management

The Group's net debt to equity ratio at the reporting date was as follows:

\$ millions	Note	30 June 2018	31 December 2017
Loans and borrowings	(9)	4,720.0	4,677.6
<b>Less: cash and cash equivalents</b>		<b>384.3</b>	<b>231.0</b>
<b>Net debt</b>		<b>4,335.7</b>	<b>4,446.6</b>
Total equity		1,520.0	1,442.0
<b>Net debt to equity ratio</b>		<b>2.85</b>	<b>3.08</b>

## 8. Goodwill and other intangible assets

No impairment test was performed on goodwill in the period, as no impairment triggers were identified. The annual goodwill impairment test will be performed in the fourth quarter.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## CONTINUED

### 9. Loans and borrowings

\$ millions	30 June 2018	31 December 2017
<b>Balance at 1 January</b>	<b>4,677.6</b>	<b>4,586.0</b>
Impact of adoption of IFRS 9	19.4	-
<b>Restated balance at 1 January</b>	<b>4,697.0</b>	<b>-</b>
Proceeds from loans	3,195.4	140.1
Redemptions of loans	(3,025.2)	(288.9)
Amortization of transaction costs / (bond) premiums	21.4	22.7
Debt modification costs on existing loans paid	(73.4)	(0.3)
Debt modification gain	(2.2)	-
Effect of movement in exchange rates	(42.1)	188.3
Accrued interest	(49.7)	29.7
Other	(1.2)	-
<b>Balance at</b>	<b>4,720.0</b>	<b>4,677.6</b>
Non-current	4,512.4	3,844.5
Current	207.6	833.1
<b>Total</b>	<b>4,720.0</b>	<b>4,677.6</b>

#### New and amended financing arrangements

##### OCI N.V.

On 26 April 2018, OCI N.V. successfully completed the offering of a dual-tranche debut bond consisting of USD 650.0 million senior secured fixed rate notes due 2023 (the "Dollar Notes") and EUR 400.0 million senior secured fixed rate notes due 2023 (the "Euro Notes", and together with the Dollar Notes, the "Notes"). The Dollar Notes bear interest at a rate of 6.625% per annum and the Euro Notes bear interest at a rate of 5.0% per annum. The Notes were issued at par, are senior secured obligations of the Company and are, or will be, guaranteed by certain of the Company's subsidiaries. Interest will be payable semi-annually.

On 26 April 2018, OCI N.V. also entered into a new revolving credit facility and term loan A facility. The new revolving credit facility has a total commitment of USD 700 million (USD 500 million with a 5-year maturity and USD 200 million with a 3-year maturity), with two 1-year extension options. The new term loan A facility has a total commitment of USD 400 million equivalent denominated in euros and a 4-year maturity. Both facilities bear an initial interest rate margin of 4.0% over LIBOR, which declines with the Company's deleveraging profile. The existing debt at OCI N.V. and OCI Nitrogen B.V. was fully replaced and redeemed after this refinancing.

On 8 May OCI N.V. exercised its option to redeem all of the remaining outstanding USD 396.1 million (EUR 339 million) 3.875% convertible bonds due 2018, constituting an aggregate principal amount of USD 13.4 million (EUR 11.5 million).

##### EFC

In May 2018, EFC closed a refinancing of its existing financial indebtedness, with facilities from commercial banks (including Egyptian, regional and international) and Development Financing Institutions (EBRD and IFC). The facility size is USD 380 million and EGP 1.120 billion of debt, or approximately a total of USD 445 million, and bears an interest rate margin of 3.75% over LIBOR on the USD commitments and 0.75% over CBE Mid Corridor on the EGP commitments.

##### Covenants

As per 30 June 2018 all financial covenants were met.

## 10. Segment reporting

30 June 2018 \$ millions	OCI Partners	IFCo and OCI Fertilizers USA	OCI Nitrogen and Trading	BioMCN	North Africa	Corporate and other	Total
Segment revenues	223.5	422.0	715.6	117.8	508.5	7.8	1,995.2
Inter-segment revenues	(18.4)	(192.2)	(41.2)	-	(202.0)	(3.9)	(457.7)
<b>Total revenues</b>	<b>205.1</b>	<b>229.8</b>	<b>674.4</b>	<b>117.8</b>	<b>306.5</b>	<b>3.9</b>	<b>1,537.5</b>
Fertilizers	30.9	216.9	560.4	-	306.5	-	1,114.7
Chemicals	174.2	12.9	114.0	117.8	-	3.9	422.8
<b>Total revenues</b>	<b>205.1</b>	<b>229.8</b>	<b>674.4</b>	<b>117.8</b>	<b>306.5</b>	<b>3.9</b>	<b>1,537.5</b>
<b>Net profit / (loss)</b>	<b>59.2</b>	<b>(39.0)</b>	<b>13.1</b>	<b>4.7</b>	<b>99.4</b>	<b>(75.1)</b>	<b>62.3</b>
<b>Total assets</b>	<b>599.7</b>	<b>2,265.7</b>	<b>650.6</b>	<b>182.4</b>	<b>2,706.1</b>	<b>782.6</b>	<b>7,187.1</b>

  

30 June 2017 \$ millions	OCI Partners	IFCo and OCI Fertilizers USA	OCI Nitrogen and Trading	BioMCN	North Africa	Corporate and other	Total
Segment revenues	166.9	33.8	649.4	88.3	358.7	2.1	1,299.2
Inter-segment revenues	(5.2)	(3.2)	(60.8)	-	(201.7)	(2.1)	(273.0)
<b>Total revenues</b>	<b>161.7</b>	<b>30.6</b>	<b>588.6</b>	<b>88.3</b>	<b>157.0</b>	<b>-</b>	<b>1,026.2</b>
Fertilizers	33.3	30.6	472.9	-	157.0	-	693.8
Chemicals	128.4	-	115.7	88.3	-	-	332.4
<b>Total revenues</b>	<b>161.7</b>	<b>30.6</b>	<b>588.6</b>	<b>88.3</b>	<b>157.0</b>	<b>-</b>	<b>1,026.2</b>
<b>Net (loss) / profit</b>	<b>14.4</b>	<b>(46.2)</b>	<b>40.7</b>	<b>43.8</b>	<b>(31.1)</b>	<b>(43.4)</b>	<b>(21.8)</b>
<b>Total assets</b>	<b>628.8</b>	<b>2,281.4</b>	<b>690.5</b>	<b>90.8</b>	<b>2,891.4</b>	<b>771.7</b>	<b>7,354.6</b>

## 11. Expenses by nature

\$ millions	30 June 2018	30 June 2017
Raw materials and consumables and finished goods	873.6	593.5
Employee benefit expenses	115.9	100.7
Depreciation and amortization	204.8	150.1
Consultancy expenses	14.1	5.0
Other	85.6	76.7
<b>Total</b>	<b>1,294.0</b>	<b>926.0</b>
Cost of sales	1,207.5	830.3
Selling, general and administrative expenses	86.5	95.7
<b>Total</b>	<b>1,294.0</b>	<b>926.0</b>

## 12. Other income

Other income of USD 20.0 million relates to the partial recognition of the insurance claim for the business interruption caused by an incident at Sorfert in 2017.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## CONTINUED

### 13. Net finance cost

\$ millions	30 June 2018	30 June 2017
Interest income on loans and receivables	4.6	2.6
Fair value gain on derivatives	1.4	-
Foreign exchange gain	59.6	133.9
<b>Finance income</b>	<b>65.6</b>	<b>136.5</b>
Interest expense on financial liabilities measured at amortized cost	(182.2)	(96.8)
Fair value loss on derivatives	-	(2.1)
Foreign exchange loss	(77.0)	(172.6)
<b>Finance cost</b>	<b>(259.2)</b>	<b>(271.5)</b>
<b>Net finance cost recognized in profit or loss</b>	<b>(193.6)</b>	<b>(135.0)</b>

Included in interest income is an amount of USD 2.2 million, which relates to debt modifications.

The increase in interest expense during the first half of 2018 compared to the same period in 2017 is mainly caused by interest expense relating to IFCo, which is no longer capitalized in 2018 and debt settlement expenses incurred for refinancing activities.

### 14. Contingencies

There have been no significant changes in contingencies compared to the situation as described in the consolidated financial statements for the year ended 31 December 2017.

### 15. Subsequent events

#### Buyout and delisting of OCI Partners LP

As of 3 July 2018, 9,290,248 common units representing limited partner interests in OCI Partners LP ("OCIP"), including those Common Units delivered through notices of guaranteed delivery, were validly tendered and accepted for purchase in the tender offer by OCIP Holding II LLC, an indirect wholly owned subsidiary of OCI N.V. ("OCI"). OCI has made payment to Computershare Trust Company, N.A., which is acting as the Depository in connection with the Offer, for the accepted Common Units. Upon purchase of the tendered Common Units, OCI owned 86,064,387 Common Units, representing 98.93% of the outstanding OCIP Common Units.

On 17 July 2018, OCI announced that the buyout had been completed. OCIP Holding II LLC exercised their right, pursuant to Section 15.1(a) of the First Amended and Restated Agreement of Limited Partnership of OCI Partners LP ("OCIP"), to purchase all of the outstanding common units representing limited partner interests ("Common Units") in OCIP that were not previously tendered pursuant to the previously announced tender offer. OCI now owns 100% of the Common Units. The Common Units have been suspended from trading and delisted from the New York Stock Exchange.

# DIRECTORS' RESPONSIBILITY STATEMENT

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The members of the board of directors of OCI N.V. declare that, to the best of their knowledge, the semi-annual condensed consolidated financial statements included in this semi-annual report, which have been prepared in accordance with IAS 34 'Interim Financial Reporting', give a true and fair view of OCI N.V.'s assets, liabilities, financial position and profit or loss of OCI N.V. and its consolidated group companies taken as a whole and the half-year press release attached to this semi-annual report gives a fair view of the information required pursuant to section 5:25d (8)/(9) of the Dutch Financial Market Supervision Act.

Amsterdam, the Netherlands, 29 August 2018

The OCI N.V. Board of Directors

