## **Condensed Consolidated Interim Financial Statements**

For the Quarter Ended March 31, 2017 (Unaudited)

(Expressed in thousands of United States Dollars)

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

			March 31, 2017	Γ	December 31, 2016
(Expressed in Thousands of United States Dollars)	Notes				
Assets					
Current assets					
Cash and cash equivalents	4	\$	81,340	\$	160,017
Short-term investments	4		25,075		74
Restricted cash	4		248,801		247,844
Amounts receivable	5		107,267		48,097
Inventories	6		504,885		540,753
Prepaid expenses			19,632		18,418
			987,000		1,015,203
Property, plant and equipment	7		1,618,951		1,564,891
Goodwill			16,070		16,070
Restricted cash	4		2,583		824
Reclamation deposits			36,269		32,035
Other assets			25,247		25,728
		_	1,699,120		1,639,548
Total assets		\$	2,686,120	\$	2,654,751
Liabilities and Shareholders' Equity					
Current liabilities					
Accounts payable and accrued liabilities	8	\$	141,891	\$	130,342
Short-term debt	9	•	48,307		72,281
Current portion of lease obligations			31,986		, -
Revenue-based taxes payable			17,814		19,202
Taxes payable			1,790		2,302
Current portion of provision for reclamation	10		949		918
Other current liabilities			3,796		1,563
			246,533		226,608
Long-term debt	9		379,987		392,851
Provision for reclamation	10		158,644		157,498
Lease obligations					29,901
Deferred income tax liability			1,621		1,661
Other liabilities			17,763		21,950
			558,015		603,861
Shareholders' equity			•		,
Share capital			944,645		944,633
Contributed surplus			26,192		25,876
Accumulated other comprehensive loss			(2,584)		(2,592)
Retained earnings			913,319		856,365
			1,881,572		1,824,282
Total liabilities and Shareholders' equity		\$	2,686,120	\$	2,654,751

Commitments and contingencies (note 14)

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

			Three months ended March 31,		
			2017		2016
(Expressed in Thousands of United States Dollars)					
(except per share amounts)					
Gold sales	Notes	\$	220,266	\$	73,221
Copper sales		Φ	28,562	Ф	73,221
Molybdenum sales			34,271		_
Tolling, calcining and other			2,243		_
Revenue			285,342		73,221
Cost of sales	11		171,889		31,452
Standby costs			1,386		(57)
Regional office administration			4,150		3,341
Earnings from mine operations			107,917		38,485
Revenue-based taxes			23,170		10,251
Other operating expenses			2,017		561
Care and maintenance expense			3,254		_
Pre-development project costs			1,108		1,297
Exploration expenses and business development			1,772		2,041
Thompson Creek Metals Inc. acquisition and integration expenses			934		-
Corporate administration			10,172		5,829
Earnings from operations			65,490		18,506
Other income, net			(333)		(1,267)
Finance costs	12		7,732		1,246
Earnings before income tax			58,091		18,527
Income tax expense			1,137		469
Net earnings		\$	56,954	\$	18,058
Other Comprehensive Income (Loss)					
Items that may be subsequently reclassified to earnings:					
Net gain (loss) on translation of foreign operation			290		(231)
Loss on derivative instruments, net of tax	16		(282)		-
Other comprehensive income (loss)			8		(231)
Total comprehensive income		\$	56,962	\$	17,827
Basic earnings per common share	13	\$	0.20	\$	0.08
Diluted earnings per common share	13	\$	0.20	\$	0.07

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

			March 31,		
			2017		2016
(Expressed in Thousands of United States Dollars)	Notes				
Operating activities					
Net earnings		\$	56,954	\$	18,058
Adjustments for the following items:					
Depreciation, depletion and amortization	7		55,924		20,749
Finance costs	12		7,732		1,246
Loss on disposal of equipment			40		118
Compensation expense on stock options			316		622
Reversal of other share based compensation expense			(2,911)		(1,066)
Reversal of inventory impairment charge	11		-		(12,946)
Income tax expense			1,137		469
			119,192		27,250
Change in operating working capital	17(a)		(45,642)		(17,785)
Change in long-term inventory	17 (u)		14		(17,705)
Purchase and settlement of derivatives	16		(552)		_
Payments toward provision for reclamation	10		(121)		_
Income taxes paid	10		(428)		(38)
Cash provided by operations			72,463		9,427
			72,105		<i>&gt;</i> ,127
Investing activities					
Additions to property, plant and equipment	<b>17(b)</b>		(68,980)		(35,405)
Net (purchase) redemption of short-term investments			(25,001)		19,578
Increase in restricted cash			(2,716)		(319)
Payments for long-term reclamation deposits and other assets			(8,201)		(3,408)
Cash used in investing			(104,898)		(19,554)
Financing activities	17(c)				
Dividends paid - declared in period	17(0)		_		(5,024)
Dividends paid - from trust account			_		(2,220)
Debt repayment			(37,500)		(2,220)
Payment of interest and borrowing costs			(8,742)		(3,475)
Cash used in financing			(46,242)		(10,719)
Decrease in cash during the period			(78,677)		(20,846)
Cash and cash equivalents at beginning of the period			160,017		360,613
Cash and cash equivalents at beginning of the period		\$	81,340	\$	339,767
		Ψ	01,570	Ψ	337,101
Cash and cash equivalents consist of:			<b>.</b>		
Cash		\$	38,287	\$	113,562
Cash equivalents			43,053		226,205
		\$	81,340	\$	339,767

Three months ended

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

(Expressed in Thousands of United	States Dollars, ex	cept share	information)			
	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	-	-	622	-	-	622
Shares issued on redemption of						
restricted share units	3,034	15	-	-	-	15
Shares issued to settle obligations	4,117,120	19,857	-	-	-	19,857
Foreign currency translation	-	-	-	(231)	-	(231)
Dividends declared	-	-	-	-	(7,244)	(7,244)
Net earnings for the period	-	-	-	-	18,058	18,058
Balance at March 31, 2016	242,009,428 \$	688,577	\$ 24,775 \$	(11)	3 738,587 \$	1,451,928
Balance at January 1, 2017	291,276,068 \$	944,633	\$ 25,876 \$	(2,592)\$	8 856,365 \$	1,824,282
Share-based compensation expense	-	-	316	-	-	316
Shares issued on redemption of						
restricted share units	2,369	12	-	-	-	12
Foreign currency translation	-	-	-	290	-	290
Loss on derivative instruments,						
net of tax (note 16)	-	-	-	(282)	-	(282)
Net earnings for the period	-	-	-	-	56,954	56,954
Balance at March 31, 2017	291,278,437 \$	944,645	\$ 26,192 \$	(2,584)\$	913,319 \$	1,881,572

## **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 consolidated financial statements. Certain comparative figures included in the statement of cash flows 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 and preparation of these interim financial statements during the current quarter.

These financial statements were authorized for issuance by the Board of Directors of the Company on May 1, 2017.

#### 3. Changes in accounting policies

These interim financial statements have been prepared using accounting policies consistent with those used in the Company's consolidated financial statements as at and for the year ended December 31, 2016 and those new standards adopted in the quarter 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 17(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 or expected manner of recovery of the asset and also clarify the methodology to determine the

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

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

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

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

The cash and cash equivalents balance at March 31, 2017 of \$81.3 million (December 31, 2016 - \$160 million) includes \$48.1 million held in Centerra (December 31, 2016 - \$99.8 million), \$24.8 million held in Centerra B.C. Holdings Inc. ("Centerra B.C. Holdings") (December 31, 2016 - \$51.6 million) and the remaining \$8.4 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 March 31, 2017, Centerra B.C. Holdings owed \$13.1 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 \$25.0 million advanced under the EBRD Revolving Credit Facility (note 9) that can only be used for direct and indirect costs in Mongolia.

	March 31,	D	ecember 31,
	2017		2016
Current			
Cash deposits held subject to court order (a)	\$ 248,801	\$	247,844
Non-current			
Öksüt Project	532		550
Letter of credit cash collateral (b)	1,775		-
Other	276		274
	2,583		824
Total restricted cash	\$ 251,384	\$	248,668

- (a) As discussed in note 14, 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 entities as a loan, advance or dividend. The cash subject to the court order is available to fund operations at the Kumtor Project.
- (b) The amount represents cash collateral for a letter of credit related to reclamation bonds.

The short-term investments balance at March 31, 2017 of \$25.1 million (December 31, 2016 - \$0.1 million) includes \$25 million held by KGC (December 31, 2016 - nil), the distribution of which is restricted under the Kyrgyz Republic court order discussed in note 14.

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

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

#### 5. Amounts receivable

	March 31, 2017	Dec	cember 31, 2016
Gold sales receivable from related party (note 15)	\$ 26,211	\$	11,611
Gold and copper concentrate sales receivable	2,619		9,704
Molybdenum sales receivable	23,883		14,439
Provisionally priced sales receivable	46,409		4,148
Consumption tax receivable	5,681		4,854
Other receivables	2,598		3,475
Total amounts receivable	107,401		48,231
Less: Provision for credit losses	(134)		(134)
Total amounts receivable (net of provision)	\$ 107,267	\$	48,097

#### 6. Inventories

	March 31, 2017	Dec	cember 31, 2016
Stockpiles of ore	\$ 212,350	\$	252,357
Gold in-circuit	27,064		20,304
Gold doré	4,111		7,710
Copper and gold concentrate	18,209		29,113
Molybdenum inventory	26,226		28,923
	287,960		338,407
Supplies (net of provision)	218,657		204,092
Total inventories (net of provisions)	\$ 506,617	\$	542,499
Less: Long-term supplies inventory	(1,732)		(1,746)
Total inventories - current portion	\$ 504,885	\$	540,753

The Company recorded a provision for supplies obsolescence of \$27.0 million as at March 31, 2017 (December 31, 2016 - \$26.6 million).

Molybdenum inventory of \$26.2 million as at March 31, 2017 (December 31, 2016 - \$28.9 million) included work-in-process inventory of \$16.5 million (December 31, 2016 - \$16.3 million) and finished goods inventory of \$9.7 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	
	I	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		194	1,360	62,529	49	23,734	87,866
Disposals		-	-	-	(303)	-	(303)
Fully depreciated assets		-	-	-	(9,941)	-	(9,941)
Reclassification		5,542	-	-	9,392	(14,934)	-
Balance March 31, 2017	\$	1,089,647 \$	518,609 \$	244,253 \$	537,135	91,766 \$	2,481,410
Accumulated depreciation							
January 1, 2017	\$	288,809 \$	159,015 \$	26,597 \$	364,476 \$	- \$	838,897
Charge for the period		11,536 \$	2,688 \$	- \$	19,516 \$	-	33,740
Disposals		- \$	- \$	- \$	(237)	-	(237)
Fully depreciated assets		- \$	- \$	- \$	(9,941)	-	(9,941)
Balance March 31, 2017	\$	300,345 \$	161,703 \$	26,597 \$	373,814 9	- \$	862,459
Net book value							
Balance, January 1, 2017	\$	795,102 \$	358,234 \$	155,127 \$	3 173,462 5	82,966 \$	1,564,891
Balance, March 31, 2017	\$	789,302 \$	356,906 \$	217,656 \$	163,321 \$	91,766 \$	1,618,951

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

	Three mo	Three months ended			
	Mar	ch 31,			
	2017		2016		
Amount recorded in cost of sales (note 11) \$	54,309	\$	22,309		
Amount recorded in corporate administration	112		98		
Amount recorded in standby costs	548		(1,658)		
Amount recorded in care & maintenance costs	955		-		
Total included in Statement of Earnings	55,924		20,749		
Inventories movement (note 17(a))	(37,979)		12,889		
Amount capitalized in PP&E (note 17(b))	15,795		3,655		
Depreciation, depletion and amortization charge for the period \$	33,740	\$	37,293		

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

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

## 8. Accounts payable and accrued liabilities

	March 31,	, December 3		
	2017		2016	
Trade creditors and accruals	\$ 100,065	\$	92,715	
Liability to Royal Gold	36,066		29,170	
Liability for share-based compensation	5,760		8,457	
Total	\$ 141,891	\$	130,342	

## 9. Debt

	March 31,	, December	
	2017		2016
Centerra B.C. Holdings Credit Facility			
Term Facility	\$ 237,500	\$	250,000
Revolving Facility	74,363		74,363
Less: deferred financing fees	(6,032)		(6,528)
	305,831		317,835
Less: current portion (net of deferred financing fees)	(48,307)		(47,943)
	257,524		269,892
EBRD Facility			
EBRD revolving credit facility	125,000		150,000
Less: deferred financing fees	(2,537)		(2,703)
	122,463		147,297
Less: current portion (net of deferred financing fees)	· -		(24,338)
	122,463		122,959
	,		
Short-term debt	48,307		72,281
Long-term debt	379,987		392,851
Total	\$ 428,294	\$	465,132

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

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

#### 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.

In January 2017, the covenants for 2017 were amended to reflect the planned 2017 production profile. The Company was in compliance with the covenants for the three months ended March 31, 2017. On March 31, 2017, as outlined in the Credit Facility, the Company re-paid \$12.5 million of the Term 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.

	March 31,	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 <sup>(1)</sup>	3.75%	3.75%

<sup>(1)</sup> The interest rate applied is dependent on an indebtedness ratio calculation and is paid and reassessed 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").

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 \$104.3 million as at March 31, 2017 (December 31, 2016 - \$110.7 million), and maintain compliance with specified covenants (including financial covenants). 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 14) 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 14) is not reached by that time. The Company was in compliance with all covenants for the

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

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

three months ended March 31, 2017 and repaid \$25 million of the EBRD Facility on February 17, 2017.

Except as noted above, 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.

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

<sup>(1)</sup> Interest is payable at the end of the term.

### **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 of June 30, 2017, the commitments under the OMAS Facility will be cancelled. 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.

		March 31, 2017	De	cember 31, 2016
OMAS Facility				
Undrawn amount of the facility	\$	150,000	\$	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.

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

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

#### 10. Provision for reclamation

	March 31, 2017	Dec	cember 31, 2016
Kumtor gold mine	\$ 51,909	\$	51,593
Boroo gold mine	23,073		23,044
Mount Milligan mine	24,519		24,211
Thompson Creek mine	31,941		31,744
Endako mine	26,362		26,046
Gatsuurt Project	1,789		1,778
Total provision for reclamation	159,593		158,416
Less: current portion	(949)		(918)
	\$ 158,644	\$	157,498

For the three months ended March 31, 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 months ended			
	March 31,			
	2017		2016	
Operating costs:				
Salaries and benefits	\$ 28,358	\$	13,898	
Consumables and maintenance charges	44,072		46,099	
Third party services	6,761		665	
Other operating costs	4,144		3,081	
Royalties, levies and production taxes	2,894		96	
By-product sales <sup>(1)</sup>	(4,309)		-	
Changes in inventories	35,660		(41,750)	
	117,580		22,089	
Inventory impairment	-		(12,946)	
Depreciation, depletion and amortization (note 7)	54,309		22,309	
	\$ 171,889	\$	31,452	

<sup>&</sup>lt;sup>(1)</sup> By-product sales included \$2.6 million, \$1.1 million and \$0.6 million of silver, sulfuric acid and rhenium sales, respectively (three months ended March 31, 2016 - nil).

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

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

## 12. Finance costs

	Three mor	ded	
	2017		2016
EBRD Facility:			
Interest expense	\$ 1,764	\$	674
Financing costs amortized	165		61
Commitment fees	15		94
<b>Centerra B.C. Holdings Credit Facility:</b>			
Interest expense	4,326		-
Financing costs amortized	496		-
Commitment fees	(28)		-
Accretion expense	934		384
Other financing fees	 60		33
	\$ 7,732	\$	1,246

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

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

### 13. Shareholders' equity

#### Earnings per share

Basic and diluted earnings per share computation:

	Three months ended March 31,		
	2017		2016
Net earnings attributable to shareholders	\$ 56,954	\$	18,058
Adjustment to earnings:			
Impact of performance share units accounted for as equity-			
settled	-		(687)
Impact of restricted share units treated as equity-settled	-		(82)
Net earnings for the purposes of diluted earnings per share	\$ 56,954	\$	17,289
(Thousands of common shares)			
Basic weighted average number of common shares	291,278		239,656
Effect of potentially dilutive securities:			
Stock options	425		353
Restricted share units	-		107
Diluted weighted average number of common shares	291,703		240,116
Basic earnings per common share	\$ 0.20	\$	0.08
Diluted earnings per common share	\$ 0.20	\$	0.07

For the three months ended March 31, 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 ordinary shares for the period.

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

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

Potentially dilutive securities are summarized below:

	Three months	ended
(Thousands of units)	March 31	,
	2017	2016
Stock options	2,200	3,204
Restricted share units	148	-
	2,348	3,204

#### 14. Commitments and contingencies

#### **Commitments**

#### (a) Contracts

As at March 31, 2017, the Company had entered into contracts to purchase capital equipment and operational supplies totalling \$101.9 million (Öksüt Project \$49.1 million, Kumtor - \$46.7 million, Mount Milligan - \$3.6 million, Greenstone Gold Property - \$1.9 million, and other - \$0.6 million). Öksüt Project commitments include \$36.1 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.

#### (b) Concentrate Sales Agreements

As of March 31, 2017, the Company is party to three multi-year concentrate sales agreements for the sale of concentrate produced at Mount Milligan Mine. Pursuant to these agreements, the Company has agreed to sell an aggregate amount of the copper and gold concentrate produced at Mount Milligan Mine of approximately 100,000 tonnes in 2017, 90,000 tonnes in 2018 and 40,000 tonnes in 2019. Pricing under these concentrate sales agreements will be determined by reference to specified published reference prices during the applicable quotation periods. Payment for the concentrate will be based on the price for the agreed copper and gold content of the parcels delivered, less smelting and refining charges and certain other deductions, if applicable. The copper smelting and refining charges will be negotiated in good faith and agreed by the parties for each contract year based on terms generally acknowledged as industry benchmark terms. The gold refining charges are as specified in the agreements. The remaining concentrate produced at the Mount Milligan Mine will be sold under short-term contracts or on a spot basis.

#### (c) 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,

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

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

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 noted above. As at March 31, 2017, the Company has funded a total of Cdn\$58.5 million (\$44.9 million) of its commitment since the inception of the partnership.

#### (d) Molybdenum Purchases and Sales

In the normal course of operations, the Company enters into agreements for the purchase of molybdenum. As of March 31, 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.

In the normal course of operations, the Company enters into certain molybdenum sales contracts pursuant to which it sells future production at fixed prices. As of March 31, 2017, the Company had commitments to sell approximately 56,000 pounds of molybdenum oxide annually from 2017 to 2019 at an average price of \$12.73 per pound.

#### **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 March 31, 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.

On January 12, 2017, Centerra filed with the Permanent Court of Arbitration a request for partial award, or in the alternative, interim measures, against the Kyrgyz Republic with respect to certain decisions and court orders.

Even if the Company receives an arbitral award in our favour against the Kyrgyz Republic and/or Kyrgyzaltyn, there are no assurances that it will be recognized or enforced in the Kyrgyz Republic.

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

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 March 31, 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.

#### **SIETS and SAEPF Claims**

The Kumtor Project is subject to a number of claims made by, among others, Kyrgyz Republic state environmental agencies. A 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).

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. As a result of the appeal by KGC,

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

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

the proceedings on the merits of the SAEPF claim were suspended, however, the Company now expects such hearings on the merits to resume.

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 March 31, 2017, KGC's cash balance of approximately \$249 million (December 31, 2016 - \$248 million) and short-term investments of approximately \$25 million (December 31, 2016 – nil) were restricted under the KGC Interim Order (note 4). The cash generated from the Kumtor Project is available to fund Kumtor's operation.

#### 2013 KGC Dividend Civil Proceeding

On June 3, 2016, the Inter-District Court renewed a claim previously commenced by the GPO 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 is undertaking economic and technical studies to update the existing studies on the project, which were initially completed and published in May 2006.

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 \$48 million related to the investment in Gatsuurt and approximately \$53 million of remaining capitalized costs for the Boroo mill facility, other surface structures and equipment parts.

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

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

#### **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 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.

#### 15. 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 months ended March 31,		
	2017		2016
Included in sales:			
Gross gold and silver sales to Kyrgyzaltyn	\$ 165,119	\$	73,694
Deduct: refinery and financing charges	(970)		(473)
Net sales revenue received from Kyrgyzaltyn	\$ 164,149	\$	73,221
Included in expenses:			
Contracting services provided to Kyrgyzaltyn	\$ 179	\$	352
Management fees payable to Kyrgyzaltyn	135		62
Expenses paid to Kyrgyzaltyn	\$ 314	\$	414
Silver by-product sales included in cost of sales	\$ (1,351)	\$	_
Dividends:			
Dividends declared to Kyrgyzaltyn (as shareholder)	\$ -	\$	2,337
Withholding taxes	-		(117)
Net dividends payable to Kyrgyzaltyn	\$ -	\$	2,220

#### Related party balances

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

	March 31, 2017	De	cember 31, 2016
Amounts receivable <sup>(a)</sup>	\$ 26,211	\$	11,611
Amount payable	1,235		1,218
Total related party liabilities	\$ 1,235	\$	1,218

<sup>(</sup>a) Subsequent to March 31, 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)

#### 16. Financial Instruments

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

### Copper and fuel hedge contracts

During the three months ended March 31, 2017, the Company purchased call options for 701,000 barrels of crude oil which were designated as cash flow hedges against forecasted fuel consumption at the Company's Kumtor Project (March 31, 2016 – nil). As at March 31, 2017, there remain call options for 617,000 barrels of Brent crude oil designated (December 31, 2016 - 535,000).

During the three months ended March 31, 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 first quarter 2018 copper price risk. Derivatives for approximately 18,000 metric tonnes of copper were designated against forecasted copper production at the Company's Mount Milligan mine. As at March 31, 2017, there remain derivatives for 15,000 metric tonnes (32 million pounds) designated as cash flow hedges of which 10,000 are fixed price forwards and 5,000 are zero-cost collars.

#### Non-hedge gold, copper and currency contracts

During the three months ended March 31, 2017, the Company entered into spot and forward contracts for 37,000 ounces of gold, with forward contracts for 18,000 ounces of gold outstanding at March 31, 2017 (December 31, 2016 – 35,000 ounces). As at March 31, 2017, the Company had one counterparty to its gold derivative positions, with which the Company holds an asset position of \$0.9 million. Although the gold derivative contracts were not designated as hedging instruments, they were entered into to manage the price risk associated with the provisional pricing of the deliverables to Royal Gold.

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

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

During the three months ended March 31, 2017, the Company entered into forward contracts for 790 metric tonnes of copper, with forward contracts for 790 metric tonnes of copper outstanding at March 31, 2017 (December 31, 2016 – nil). As at March 31, 2017, the Company had one counterparty to its copper derivative positions, with which the Company holds an asset position of nil. Although the copper derivative contracts were not designated as hedging instruments, they were entered into to manage the price risk associated with the provisional pricing of the deliverables to Royal Gold.

Non-hedge currency contracts are used to mitigate the variability of non-US dollar denominated exposures that do not meet the strict hedge effectiveness criteria. As at March 31, 2017, the Company had one counter party to its currency derivative position, with which the Company holds an asset position of \$0.2 million.

#### Provisionally-priced contracts

Certain copper-gold 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 March 31, 2017, the Company's trade receivables with embedded derivatives had a fair value of \$45.3 million (December 31, 2016 - \$4.1 million), representing 8.2 million pounds of copper and 78,255 ounces of gold.

contracts.

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

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

Cash flow hedge gains (losses) for the three months ended March 31, 2017		
Copper and fuel contracts		
Effective (unrealized) portion of change in fair value of hedging instruments	\$	(303)
Settled (realized) derivatives instruments included in the Statement of Earnings		21
Loss recognized in OCI, net	\$	(282)
Amount of loss transferred from OCI to Inventory (effective portion)	\$	(170)
Amount of gain transferred from OCI to Revenue (effective portion)	\$	190
Gain recognized in other expense, net (ineffective portion)	\$	2
Non-hedge derivatives for the three months ended March 31, 2017		
Revenue		
Non-hedge gold contracts - realized	\$	210
Non-hedge gold contracts - unrealized		2,370
Non-hedge copper contracts - realized		254
Total gain included in revenue	\$	2,834
Other expense (income)		
Non-hedge gold contracts - realized	\$	(121)
Fuel hedge contracts (ineffective portion)		(2)
Non-hedge currency contract		(189)
Total gain included in other expense, net	\$	(312)
During the three months ended March 31, 2016, the Company did not enter	into d	lerivative

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

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

<b>Derivative assets</b>			
	March 31,	Dec	ember 31,
	2017		2016
Copper hedge contracts	\$ 1,041	\$	-
Fuel hedge contracts	900		1,654
	\$ 1,941	\$	1,654
Classification of cash flow hedges:			
Current assets - Prepaid expenses	\$ 1,286	\$	750
Non-current assets - Other assets	655		904
	\$ 1,941	\$	1,654
Classification of non-hedge:			
Non-hedge gold contracts	\$ 859	\$	1,512
Non-hedge currency contracts	189		_
Current assets - Prepaid expenses	\$ 1,048	\$	1,512

#### 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.

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

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

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

March 31, 2017

,	Amortized cost	Assets/liabilities at fair value through earnings (loss)	Assets/liabilities at fair value through OCI
Financial assets			
Cash and cash equivalents - Level 1	- :	\$ 81,340	\$ -
Short-term investments	25,075	-	-
Restricted cash - Level 1	-	251,384	-
Amounts receivable	61,943	-	-
Provisionally-priced receivables - Level 2	-	45,324	-
Reclamation deposits	36,269	-	-
Long-term receivables	3,912	-	-
Derivative assets - Level 2	-	1,210	1,941
	127,199	\$ 379,258	\$ 1,941
Financial liabilities			
Trade creditors and accruals	100,065	\$ -	\$ -
Amount due to Royal Gold - Level 1	-	36,066	-
Finance lease liability	31,986	-	-
Debt	428,294	-	-
Revenue-based taxes payable	17,814		
	578,159	\$ 36,066	\$ -

Centerra Gold Inc.
Notes to the Condensed Consolidated Int.

## **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	Assets/liabilities at fair value through	Assets/liabilities at fair value through
		cost	earnings (loss)	OCI
Financial assets				
Cash and cash equivalents - Level 1	\$	-	\$ 6 160,017	\$ -
Short-term investments		74	-	-
Restricted cash - Level 1		-	248,668	-
Amounts receivable		43,949	-	-
Provisionally-priced receivables - Level 2		-	4,148	-
Reclamation deposits		32,035	-	-
Long-term receivables		6,326	-	-
Consumable 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 1		-	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, amounts receivable, reclamation deposits, long-term receivables, trade creditors and accruals, finance lease liability, debt and revenue-based taxes payable approximate their relative fair value.

The fair value of copper and diesel 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.

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

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

## 17. Supplemental disclosure

### a. Changes in operating working capital

		Three mo	nths e	nded
		Marc	ch 31,	
		2017		2016
(Increase) decrease in amounts receivable	\$	(58,221)	\$	25,634
Decrease (increase) in inventory - ore and metal		50,447		(55,483)
(Increase) decrease in inventory - supplies		(14,579)		4,235
Decrease in prepaid expenses		532		3,376
Increase in trade creditors and accruals		17,971		4,642
Decrease in revenue-based tax payable		(1,388)		(5,985)
Increase (decrease) in depreciation and amortization includ-	ed			
in inventory (note 7)		(37,979)		12,889
Increase in accruals included in additions to PP&E		(1,739)		(7,636)
(Decrease) increase in other taxes payable		(686)		543
	\$	(45,642)	\$	(17,785)

### b. Investment in PP&E

	Three mor	nths e	nded
	Marc	ch 31,	
	2017		2016
Additions to PP&E during the period (note 7)	\$ (87,867)	\$	(49,650)
Greenstone Gold Property translation adjustment	290		-
Purchase of Teck royalty via share issuance	-		2,954
Impact of revisions to asset retirement obligation included in			
PP&E (note 10)	364		-
Depreciation and amortization included in additions to PP&E			
(note 7)	15,795		3,655
Capitalization of OMAS financing costs	699		-
Increase in accruals related to additions to PP&E	1,739		7,636
	\$ (68,980)	\$	(35,405)

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

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

## c. Changes in liabilities arising from financing activities

	Three mo		
	Debt	31, 2	Interest payable <sup>(1)</sup>
Balance at January 1, 2017	\$ 465,132	\$	4,783
Changes due to:			
Repayments	(37,500)		(8,742)
Amortization of deferred financing costs	662		-
Interest expense	-		6,090
Others	-		77
Balance at March 31, 2017	\$ 428,294	\$	2,208

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

### 18. Segmented Information

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

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 March 31, 2017

				North America						
		Kyrgyz			Gold-		Corporate			
(Millions of U.S. Dollars)		Republic	Mongolia	Turkey	Copper	Molybdenum	and other	Total		
Gold sales	\$	164.2 \$	- \$	- \$	56.1	- 9	- \$	220.3		
Copper sales		-	-	-	28.6	-	-	28.6		
Molybdenum sales		-	-	-	-	34.3	-	34.3		
Tolling, calcining and other		-	-	-	-	2.2	-	2.2		
Revenue		164.2	-	-	84.7	36.5	-	285.4		
Cost of sales		72.5	-	-	65.7	33.7	-	171.9		
Standby costs, net		-	1.4	-	-	-	-	1.4		
Regional office administration		4.2	-	-	-	-	-	4.2		
Earnings (loss) from mine operations		87.5	(1.4)	-	19.0	2.8	-	107.9		
Revenue-based taxes		23.2	-	-	-	-	-	23.2		
Other operating expenses		0.1	0.2	-	1.2	0.5	-	2.0		
Care and maintenance		-	-	-	-	3.3	-	3.3		
Pre-development project costs		-	-	-	-	-	1.1	1.1		
Exploration expenses and business										
development		-	0.2	-	-	-	1.5	1.7		
TCM acquisition and integration costs		-	-	-	-	-	0.9	0.9		
Corporate administration		0.1	-	-	-	-	10.1	10.2		
Earnings (loss) from operations		64.1	(1.8)	-	17.8	(1.0)	(13.6)	65.5		
Other expenses, net								(0.3)		
Finance costs								7.7		
Earnings before income tax								58.1		
Income tax expense								1.1		
Net earnings and comprehensive income							\$	57.0		
Capital expenditure for the period	\$	78.7 \$	0.5 \$	2.8 \$	4.4 5	0.1	\$ 1.4 \$	87.9		
Goodwill	\$	- \$	- \$	- \$	16.1	- 9	\$ - \$	16.1		
Total assets (excluding goodwill)	\$	1,225.0 \$	110.5 \$	34.1 \$	914.7	\$ 206.7	\$ 179.1 \$	2,670.1		
Total liabilities	\$	129.3 \$	31.1 \$	0.7 \$	125.5	70.8	\$ 447.1 \$	804.5		
								_		

### 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 March 31, 2016

				North	America		
(Millions of U.S. Dollars)	Kyrgyz Republic	Mongolia	Turkey	Gold- Copper	Molybdenum	Corporate and other	Total
Gold sales	\$ 73.2 \$	- \$	- \$	- ;	\$ - :	\$ - \$	73.2
Revenue	73.2	-	-	-	-	-	73.2
Cost of sales	31.5	-	-	-	-	-	31.5
Standby costs, net	-	(0.1)	-	-	-	-	(0.1)
Regional office administration	3.3	-	-	-	-	-	3.3
Earnings from mine operations	38.4	0.1	-	-	-	-	38.5
Revenue-based taxes	10.3	-	-	-	-	-	10.3
Other operating expenses	0.5	0.1	-	-	-	-	0.6
Pre-development project costs	-	-	-	-	-	1.3	1.3
Exploration expenses and business							
development	-	0.1	-	-	-	1.9	2.0
Corporate administration	-	-	-	-	-	5.8	5.8
Earnings (loss) from operations	27.6	(0.1)	-	-	-	(9.0)	18.5
Other income, net							(1.3)
Finance costs							1.2
Earnings before income tax							18.6
Income tax expense							0.5
Net earnings and comprehensive income						\$	18.1
Capital expenditure for the period	\$ 41.8 \$	0.4 \$	6.7 \$	- ;	\$ - :	\$ 0.8 \$	49.7
Total assets	\$ 983.6 \$	171.5 \$	25.8 \$	- :	\$ - :	\$ 493.3 \$	1,674.2
Total liabilities	\$ 92.1 \$	30.9 \$	1.3 \$	- :	\$ - :	\$ 98.0 \$	222.3