

Presentation of information and general disclosures

Presentation of Financial and Other Information

Financial Data

Unless otherwise indicated, the financial information in this Prospectus has been prepared in accordance with International Financial Reporting Standards, as adopted by the EU, and the basis of preparation set out in Note 1 to the Combined and Consolidated Financial Information in Part V. Any investor considering an acquisition of Ordinary Shares must rely on its own examination of the Group, the terms of the Global Offer and the financial information in this Prospectus.

Certain figures contained in this Prospectus, including financial information, have been subject to rounding adjustments. Accordingly, in certain instances, the sum of the numbers in a column or a row in tables contained in this Prospectus may not conform exactly to the total figure given for that column or row.

Non IFRS Financial Measures

Adjusted EBITDA represents profit before finance income, finance costs, income tax expense and depreciation and amortisation (including negative goodwill), as further adjusted to add back exceptional items. Adjusted EBITDA Margin represents Adjusted EBITDA as a percentage of revenue. Adjusted EBIT Margin represents profit before finance income, finance costs and income tax expense, as further adjusted to add back exceptional items, as a percentage of revenue. Adjusted EBITDA, Adjusted EBITDA Margin and Adjusted EBIT Margin are presented because the Company believes they are useful measures for evaluating the Group's ability to generate cash and its operating performance. None of Adjusted EBITDA, Adjusted EBITDA Margin and Adjusted EBIT Margin is a measure of financial performance under IFRS. Adjusted EBITDA, Adjusted EBITDA Margin and Adjusted EBIT Margin should not be considered in isolation or as substitutes for operating profit, cash flow from operating activities or any other measure for determining the Group's operating performance or liquidity that is calculated in accordance with IFRS. Adjusted EBITDA, Adjusted EBITDA Margin and Adjusted EBIT Margin may not be comparable to similarly titled measures employed by other companies.

Market, Economic and Industry Data

Market, economic and industry data used throughout this Prospectus have been derived from various industry and other independent sources. Information contained in this Prospectus relating to the mining industry and the Group's competitors (which may include estimates and approximations) was derived from publicly available information, including press releases and filings under various securities laws. The Company confirms that such information has been accurately reproduced from its sources and, as far as the Company is aware and is able to ascertain, no facts have been omitted that would render the reproduced information inaccurate or misleading.

The market, economic and industry data on the ferrochrome and chrome ore industries contained in "Part II: Information on ENRC—Description of the Group's Operations: Ferroalloy Division—Industry Overview" has been derived from a report issued to the Company by Heinz H. Pariser in March 2007 (supplemented by certain updated information provided in August 2007 and September 2007). Unless otherwise indicated, such data has been prepared on the basis of 2006 information. Heinz H. Pariser is a leading independent alloy metals and steel analyst.

The market, economic and industry data on the iron ore industries contained in "Part II: Information on ENRC—Description of the Group's Operations: Iron Ore Division—Industry Overview" has been derived from a report issued to the Company by CRU Strategies Limited ("CRU") in March 2007 (supplemented by certain updated information provided in October 2007). Unless otherwise indicated, such data has been prepared on the basis of 2006 information and any forecasts, predictions or estimates attributed to CRU in this Prospectus are the forecasts, predictions or estimates of CRU as of March 2007. CRU is a subsidiary of CRU International Limited, an internationally recognised, independent consultancy company dealing with analyses and information across a spectrum of industries including mining, minerals and metals.

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The market, economic and industry data on the alumina and aluminium industries contained in “Part II: Information on ENRC—Description of the Group’s Operations: Alumina and Aluminium Division—Industry Overview” has been derived from reports issued to the Company by CRU in March 2007. Unless otherwise indicated, such data has been prepared on the basis of 2006 information and any forecasts, predictions or estimates attributed to CRU in this Prospectus are the forecasts, predictions or estimates of CRU as of March 2007.

Ore Reserve and Mineral Resource Reporting—Basis of Preparation

SRK has reviewed the reserves and resources statements compiled by the Company and has restated the ore reserves and mineral resources as in the tables set out in the “MER” in Annex A, in compliance with the Prospectus Rules and the Committee of European Securities Regulators recommendations and in accordance with the criteria for internationally recognised ore reserve and mineral resource categories as included in the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (“JORC Code”). In this Prospectus, all reserve and resource estimates, initially prepared by the Company in accordance with the Former Soviet Union (“FSU”) classification and practice (“GKZ” type estimates, as explained in Chapter 9.1 of the “MER”), have been substantiated by evidence obtained from SRK’s site visits and observation and are supported by details of drilling results, analyses and other evidence and take account of all relevant information supplied by the Company’s management and the Directors of the Company.

Mineral resources are based on mineral occurrences quantified on the basis of geological data and an assumed cut-off grade, and are divided into measured, indicated and inferred categories reflecting decreasing confidence in geological and/or grade continuity. No allowances are included for dilution and losses during mining, but the reporting of mineral resource estimates carries the implication that there are reasonable prospects for eventual economic exploitation. Mineral resources may therefore be viewed as the estimation stage prior to the application of more stringent economic criteria for reserve definition, such as a rigorously defined cut-off grade and mine design outlines, along with allowances for dilution and losses during mining. It is common practice, for example, for companies to include in the mineral resources category material with a reasonable expectation of being converted to ore reserves, but for which either the detailed mine planning work has not been undertaken or for which an improvement in economic conditions or exploitation efficiencies would be required to enable the company to exploit the resources economically. Ore reserves as defined by the JORC Code are designated as proved and probable in order of decreasing reliability of the estimates, and are derived from the corresponding measured and indicated resource estimates by including allowances for dilution and losses during mining. Proved ore reserves can only be based on measured mineral resources, while probable ore reserves can be based on both measured and indicated mineral resources. It is an explicitly stated further requirement that other modifying economic, mining, metallurgical, marketing, legal, environmental, social and governmental factors also be taken into account. The measured and indicated mineral resources can be reported as either being inclusive of those mineral resources modified to produce the ore reserves or additional to the ore reserves.

Except for certain reserve and resource estimates which are stated to have been prepared in accordance with the FSU classification, the reserve and resource estimates provided in this Prospectus comply with the reserve and resource definitions of the JORC Code. The relevant definitions from the 2004 edition of the JORC Code can be found in the Glossary in the “MER” in Annex A.

In this Prospectus, reserve and resource estimates are reported as at 1 July 2007, unless otherwise stated. In this Prospectus, resources are inclusive of reserves.

Inferred Resources

The reserves and resources tables in “Information on ENRC” in Part II and the “MER” in Annex A make reference to “inferred resources”. An inferred resource is that part of a mineral resource for which tonnage, grade and mineral content can be estimated with a low level of confidence. This categorisation is inferred from geological evidence and assumed but not verified geological and/or grade continuity. It is based on information gathered through appropriate techniques from

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locations such as outcrops, trenches, pits, workings and drill holes which may be limited or of uncertain quality and reliability.

Cost Curves

This Prospectus contains "cost curves". A cost curve is a graphic representation in which the production volume of a given commodity across the relevant industry is arranged on the basis of average unit costs of production from lowest to highest to permit comparisons of the relative cost positions of particular production sites, individual producers or groups of producers within a given country or region or globally. Generally, a producer's position on a cost curve is described in terms of the particular quartile, the first quartile being the lowest cost and the fourth quartile being the highest.

The cost curves contained or referred to in this Prospectus have been obtained by the Company from independent industry analysts with recognised experience in constructing cost curves and providing industry analysis for the relevant commodities, specifically CRU and Heinz H. Pariser. To construct cost curves, the analyst compiles information from a variety of sources, including reports made available by producers, site visits, personal contacts, trade publications and other analysts' reports. Although producers may thus participate to some extent in the process through which cost curves are constructed and market information and forecasts are prepared, they are typically unwilling to validate cost analyses directly because of commercial sensitivities. Inevitably, assumptions must be made by the analyst with respect to data that such analyst is unable to obtain and judgement must be brought to bear in the case of virtually all data, however obtained. In addition, the time required to produce cost curves means that even the most recent available examples will be unable to take account of recent developments; in some cases, the most recent available cost curve may be based on data that is several years old. Cost data for specific producers may be based on costs incurred by the producers over their respective accounting years; to the extent these differ, the direct comparability of their costs may be limited. The cost curves referred to in this Prospectus reflect direct cash costs of production only, and exclude non-cash or indirect costs (such as depreciation, interest and unrelated overhead expenses) and costs relating specifically to marketing and export. Delivery costs reflect estimates for each producer to accepted selling points, based on actual sales. They include estimates for all costs involved in delivery, including freight, insurance, warehousing and financing costs as well as sales commissions. In summary, the manner in which cost curves are constructed means that they have a number of significant inherent limitations.

In certain cases, cost curves and market information and forecasts produced by more than one reputable industry analyst may exist with regard to a specific commodity. The methodologies employed and conclusions reached by such analysts may differ. This can provide a useful indication of the reliability of a cost curve overall and, notwithstanding their shortcomings, independently produced cost curves are widely used in the industries in which the Group operates.

The cost curves contained in this Prospectus, or to which this Prospectus refers, are the most recent cost curves that have been obtained by the Group, and all such cost curves are based on 2006 data. The Directors have satisfied themselves that the Group's own production costs, which were used in the preparation of the cost curves, are reasonably represented.

No Incorporation of Website Information

The contents of the Company's website do not form part of this Prospectus.

References to Defined Terms

Certain terms used in this Prospectus, including industry and technical terms, are defined and explained in "Part XIV: Definitions and glossary".

Exchange Rates

The following table sets out for the periods indicated, the period-end, average, high and low exchange rates of the Tenge to the US Dollar, as applied in the preparation of the Group's audited,

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combined and consolidated financial information for the relevant periods and expressed in Tenge per US Dollar.

Period	Period-end	Average	High	Low
2004	130.00	135.96	143.33	130.00
2005	133.77	132.85	136.12	129.83
2006	127.00	126.09	133.85	117.25
1 Jan 2007 – 30 June 2007	121.66	123.16	127.00	118.79

The inclusion of the exchange rates set forth above is not meant to suggest that the Tenge amounts appearing elsewhere in this Prospectus actually represent such US Dollar amounts or that such amounts could have been converted into US Dollars at any particular rate, or at all.

As at 30 November 2007, the exchange rate published by the National Bank of Kazakhstan was KZT 120.87:US\$1.

FORWARD-LOOKING STATEMENTS

Certain statements contained in this Prospectus, including but not limited to those in “Part II: Information on ENRC”, “Part IV: Operating and financial review” and “MER” in Annex A, constitute “forward-looking statements”. Such forward-looking statements involve known or unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Group or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Such risks, uncertainties and other factors include, among others, general economic and business conditions, industry trends, competition, commodity prices, changes in government regulation, currency fluctuations (including the US Dollar, the Tenge and the Euro exchange rates), the Group’s ability to recover its reserves or develop new reserves, implement its expansion plans and achieve cost reductions and efficiency measures, changes in business strategy or development, political and economic uncertainty natural disasters, other factors beyond the Group’s control and other risks described in “Risk factors”. There can be no assurance that the results and events contemplated by the forward-looking statements contained in this Prospectus will, in fact, occur. These forward-looking statements speak only as at the date of this Prospectus and the Company undertakes no obligation to release publicly any revisions to these forward-looking statements to reflect events, circumstances or unanticipated events or circumstances occurring after the date of this Prospectus, except as required by law, the Prospectus Rules, the Listing Rules, the Disclosure Rules and Transparency Rules or any appropriate regulatory authority.

ENFORCEABILITY OF JUDGEMENTS

All of the Directors and executive officers of the Company are residents of countries other than the United States. The Company is a public limited company incorporated under the laws of England and Wales. Furthermore, a substantial proportion of the Directors’ assets and all of the assets of the Group are located outside the United States. As a result, it may not be possible for investors in the United States to:

- effect service of process within the United States upon any of the Directors or executive officers of the Company; or
- enforce judgements obtained against any of the Directors or executive officers of the Company in US courts in any action, including actions under the civil liability provisions of the US securities laws; or
- enforce in US courts judgements obtained against any of the Directors or executive officers of the Company in courts in jurisdictions outside the United States in any action, including actions under the civil liability provisions of the US securities laws.

Investors may also have difficulties enforcing, in original actions brought in courts in jurisdictions outside the United States, liabilities under the US securities laws.

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There is doubt as to the enforceability of liabilities against any of the Directors or executive officers of the Company in the United Kingdom in original actions or in actions for the enforcements of judgements of US courts predicated upon the federal securities laws of the United States.

Certain of the Directors of the Company are residents of countries outside the EEA. Furthermore, a substantial proportion of the assets of the Directors and the Group are located outside the EEA. As a result, the service of process within the EEA upon such Directors and/or the enforcement of judgements obtained by EEA investors may be more difficult.

AVAILABLE INFORMATION

For so long as any of the Ordinary Shares remain outstanding and are “restricted securities” within the meaning of Rule 144(a)(3) under the Securities Act, the Company will, during any period in which it is neither subject to Section 13 or Section 15(d) under the US Securities Exchange Act of 1934, as amended (the “Exchange Act”), nor exempt from reporting under the Exchange Act pursuant to Rule 12g3-2(b) thereunder, make available to any holder or beneficial owner, or to any prospective purchaser of such restricted securities designated by such holder or beneficial owner, the information specified in, and meeting the requirements of, Rule 144A(d)(4) under the Securities Act upon the request of such holder, beneficial holder or prospective purchaser.

STABILISATION AND OVER-ALLOTMENT OPTION

In connection with the Global Offer, the Company will appoint Deutsche Bank as stabilising manager (the “Stabilising Manager”). The Stabilising Manager or anybody acting on behalf of the Stabilising Manager may over-allot the Ordinary Shares or effect transactions with a view to supporting the market price of the Ordinary Shares at a level higher than that which might otherwise prevail. However, there is no assurance that the Stabilising Manager (or any person acting on behalf of the Stabilising Manager) will take stabilisation action. Such transactions may be effected on the London Stock Exchange or any other securities market, over the counter market, stock exchange or otherwise. Stabilisation action may begin on the date on which adequate public disclosure of the Offer Price is made and, if commenced, may be discontinued at any time, but it must end no later than 30 calendar days after publication of the Offer Price. Any stabilisation action or over-allotment shall be conducted in accordance with all applicable laws and rules. Save as required by law, the Stabilising Manager does not intend to disclose the extent of any over-allotments and/or stabilisation transactions under the Global Offer or the amount of any long or short positions.

The Company will agree with the Stabilising Manager that the Stabilising Manager may, acting as principal, acquire or procure acquirers for such number of additional Ordinary Shares (the “Over-allotment Shares”), representing additional Ordinary Shares to be issued by the Company, as represents up to 10% of the total number of Ordinary Shares to be made available in the Global Offer (excluding any Over-allotment Shares) at the Offer Price to cover over-allotments and/or cover short positions resulting from stabilisation transactions (the “Over-allotment Option”). Over-allotment Shares made available pursuant to the Over-allotment Option will rank *pari passu* with the Ordinary Shares, including for all dividends and other distributions declared, made or paid on the New Ordinary Shares and will form a single class for all purposes with the other Ordinary Shares.