

# **Central Térmica Roca S.A.**

## **Special financial statements**

At December 31, 2015  
presented in a comparative format

# **Central Térmica Roca S.A.**

## **FINANCIAL STATEMENTS**

**At December 31, 2015**

**presented in a comparative format**

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## GLOSSARY OF TECHNICAL TERMS

The following are not technical definitions, but they are helpful for the reader's understanding of some terms used in the notes to the special consolidated financial statements of the Company.

<b>Terms</b>	<b>Definitions</b>
/day	Per day
AFIP	Federal Administration of Public Revenue
AFSA	Albanesi Fuegoína S.A.
AISA	Albanesi Inversora S.A.
AJSA	Alba Jet S.A.
ASA	Albanesi S.A.
AVRC	Alto Valle Río Colorado S.A.
AVSA	Albanesi Venezuela S.A.
BADLAR	Interest rates paid by financial institutions on their time deposits for over one million pesos.
BADCOR	Adjusted BADLAR rate
BDD	Bodega del Desierto S.A.
BCRA	Argentine Central Bank
CAMMESA	Compañía Administradora del Mercado Mayorista Eléctrico S.A.
CC	Combined cycle
IFRIC	International Financial Reporting Interpretations Committee
CNV	National Securities Commission
CTR	Central Térmica Roca S.A. / the Company
CVP	Variable Production Cost
Dam3	Cubic decameter Volume equivalent to 1,000 (one thousand) cubic meters.
DH	Historical availability
Availability	Percentage of time in which the power plant or machinery, as applicable, is in operation (generating power) or available for power generation, but not called by CAMMESA
DMC	Minimum Availability Committed
DO	Target availability
DR	Registered availability
the Group	Albanesi S.A. and its subsidiaries
Energía Plus	Plan created under ES Resolution 1281/06
ENRE	National Electricity Regulatory Authority
EPEC	Empresa Provincial de Energía de Córdoba
FACPCE	Argentine Federation of Professional Councils in Economic Sciences
FONINVEMEM	Fund for investments required to increase the electric power supply in the WEM
GE	General Electric
GMSA	Generación Mediterránea S.A.
GFSA	Generación Frías S.A.
GISA	Generación Independencia S.A.
GLBSA	Generación La Banda S.A.
Large Users	WEM agents classified according to their consumption into: GUMAs, GUMEs, GUPAs and GUDIs
GRISA	Generación Riojana S.A.
GROSA	Generación Rosario S.A.

## GLOSSARY OF TECHNICAL TERMS (Cont'd)

<b>Terms</b>	<b>Definitions</b>
GUDIs	Large Demand from Distributors, with declared or demanded supplies of over 300kW.
GUMAs	Major Large Users
GUMEs	Minor Large Users
GUPAs	Particular Large Users
GW	Gigawatt Unit of power equivalent to 1,000,000,000 watts
GWh	Gigawatt hour Unit of energy equivalent to 1,000,000,000 watts hour
IASB	International Accounting Standards Board
IGJ	Superintendency of Commercial Companies
kV	Kilovolt Unit of electromotive force which is equal to 1,000 volts
kW	Kilowatt Unit of power equivalent to 1,000 watts
kWh	Kilowatt hour Unit of energy equivalent to 1,000 watts hour
LGS	General Companies Law
LVFVD	Sales liquidations with maturity date to be defined
MAT	Futures market
MAPRO	Major Scheduled Maintenance
WEM	Wholesale Electric Market
MMm3	Million cubic meters
MW	Megawatt Unit of power equivalent to 1,000,000 watts
MWh	Megawatt hour Unit of energy equivalent to 1,000,000 watts hour
MVA	Mega-volt ampere, unit of energy equivalent to 1 volt x 1 ampere x 106
AR GAAP	Argentine Generally Accepted Accounting Principles
IAS	International Accounting Standards
IFRS	International Financial Reporting Standards
ON	Negotiable obligations
PWPS	Pratt & Whitney Power System Inc
Resolution 220/07	Regulatory framework for the sale of energy to CAMMESA through the "WEM Supply Contract" under Energy Secretariat Resolution No. 220/07
GR	General Resolution
RGA	Rafael G. Albanesi S.A.
RT	Technical Pronouncement
SADI	Argentine Interconnected System
ES	Energy Secretariat
TRASNOA S.A.	An electric power carriage company by means of a trunk line in the Argentine Northwestern region
CGU	Cash-Generating Unit

# **Central Térmica Roca S.A.**

Composition of the Board of Directors and Syndics' Committee  
At December 31, 2015

**President**

Armando R. Losón

**Directors**

Carlos A. Bauzas  
Guillermo G. Brun  
Julián P. Sarti  
Roberto F. Picone

**Full Syndics**

Enrique O. Rucq  
Marcelo P. Lerner  
Francisco A. Landó

**Alternate Syndic**

Santiago R. Yofre  
Carlos I. Vela  
Augusto N. Arena

## Legal information

Business name: **Central Térmica Roca S.A.**

Legal domicile: Av. Leandro N. Alem 855, 14th floor, City of Buenos Aires.

Main business activity: Generation and sale of electric energy

Tax ID: 33-71194489-9

**DATE OF REGISTRATION WITH THE PUBLIC REGISTRY OF COMMERCE**

By-Laws: July 26, 2011  
 Last amendment: May 15, 2014

Registration number with the Superintendency of Commercial Companies: No. 14,827 of Book 55, Volume of Companies by shares

Expiration date of the Company: July 26, 2110

Name of Parent Company: **Albanesi Inversora S.A.**

Legal domicile of Parent Company: Av. Leandro N. Alem 855, 14th floor, City of Buenos Aires

Main line of business of Parent Company: Investment on the entity's own behalf, or on behalf of or in association with third parties.

Percentage of participation of Parent Company in equity: 75%

Percentage of voting rights of Parent Company: 75%

CAPITAL STATUS (Note 14)			
Shares			Subscribed, paid-in and registered
Number	Type	Number of votes per share	
73,070,470	Ordinary of face value \$ 1	1	\$ 73,070,470

See our report dated  
 March 10, 2016  
 PRICE WATERHOUSE & CO. S.R.L.  
 (Partner)  
 C.P.C.E.C.A.B.A. T° 1 F° 17

  
 Armando R. Losón  
 President

## Central Térmica Roca S.A.

### Special Statement of Financial Position

At December 31, 2015

presented in a comparative format

Stated in pesos

	Note	12.31.15	12.31.14	12.31.13
<b>ASSETS</b>				
<b>NON-CURRENT ASSETS</b>				
Property, plant and equipment	8	785,565,264	461,701,523	246,694,511
Deferred tax assets, net	20	-	-	13,530,764
Other receivables	11	7,375,755	5,420,882	7,040,464
<b>Total non-current assets</b>		<b>792,941,019</b>	<b>467,122,405</b>	<b>267,265,739</b>
<b>CURRENT ASSETS</b>				
Other receivables	11	35,410,103	12,920,469	28,774,483
Other financial assets at fair value through profit and loss	12	193,786,870	-	-
Trade receivables	10	90,188,409	124,147,988	94,912,785
Cash and cash equivalents	13	24,408,866	8,568,207	14,676,437
<b>Total current assets</b>		<b>343,794,248</b>	<b>145,636,664</b>	<b>138,363,705</b>
<b>Total Assets</b>		<b>1,136,735,267</b>	<b>612,759,069</b>	<b>405,629,444</b>
<b>SHAREHOLDERS' EQUITY</b>				
Share capital	14	73,070,470	73,070,470	73,070,470
Legal reserve		62,505	62,505	62,505
Optional reserve		526,539	526,539	526,539
Technical revaluation reserve		265,425,008	136,844,866	-
Retained earnings		(69,135,766)	(48,337,780)	(22,979,814)
<b>TOTAL SHAREHOLDERS' EQUITY</b>		<b>269,948,756</b>	<b>162,166,600</b>	<b>50,679,700</b>
<b>LIABILITIES</b>				
<b>NON-CURRENT LIABILITIES</b>				
Deferred tax liabilities, net	20	104,790,911	46,294,578	-
Tax payables	19	-	243,102	-
Loans	17	473,362,944	225,758,571	235,009,075
<b>Total non-current liabilities</b>		<b>578,153,855</b>	<b>272,296,251</b>	<b>235,009,075</b>
<b>CURRENT LIABILITIES</b>				
Other liabilities	27	9,400,000	-	-
Tax payables	19	4,980,871	3,331,171	1,869,493
Salaries and social security charges	18	1,188,501	558,459	222,249
Derivative financial instruments		-	3,981,487	-
Loans	17	200,789,997	103,961,827	60,813,898
Trade payables	16	72,273,287	66,463,274	57,035,029
<b>Total current liabilities</b>		<b>288,632,656</b>	<b>178,296,218</b>	<b>119,940,669</b>
<b>Total Liabilities</b>		<b>866,786,511</b>	<b>450,592,469</b>	<b>354,949,744</b>
<b>Total Liabilities and Shareholders' Equity</b>		<b>1,136,735,267</b>	<b>612,759,069</b>	<b>405,629,444</b>

The accompanying notes form an integral part of these special financial statements.

See our report dated  
March 10, 2016  
PRICE WATERHOUSE & CO. S.R.L.  
(Partner)  
C.P.C.E.C.A.B.A. T° 1 F° 17  
Carlos Horacio Rivarola  
Public accountant (UBA)  
C.P.C.E.C.A.B.A. T° 124 F° 225

Armando R. Losón  
President

## Central Térmica Roca S.A.

**Special Statement of Comprehensive Income**  
For the fiscal years ended December 31, 2015, 2014 and 2013  
Stated in pesos

	Note	12.31.15	12.31.14	12.31.13
Sales revenue	21	284,246,909	230,591,129	172,388,560
Cost of sales	22	(153,560,068)	(121,184,753)	(91,645,236)
<b>Gross income</b>		<b>130,686,841</b>	<b>109,406,376</b>	<b>80,743,324</b>
Selling expenses	23	(8,112,090)	(6,599,734)	(4,984,791)
Administrative expenses	24	(7,822,640)	(5,689,673)	(2,849,121)
<b>Operating income</b>		<b>114,752,111</b>	<b>97,116,969</b>	<b>72,909,412</b>
Financial income	25	2,353,072	1,406,795	1,201,967
Financial expenses	25	(64,136,070)	(55,104,628)	(54,589,446)
Other financial results	25	(94,845,492)	(87,807,089)	(55,448,300)
<b>Financial results, net</b>		<b>(156,628,490)</b>	<b>(141,504,922)</b>	<b>(108,835,779)</b>
<b>Income before tax</b>		<b>(41,876,379)</b>	<b>(44,387,953)</b>	<b>(35,926,367)</b>
Income tax	20	14,357,871	15,669,726	13,551,954
<b>Net loss for the year</b>		<b>(27,518,508)</b>	<b>(28,718,227)</b>	<b>(22,374,413)</b>
Revaluation of property, plant and equipment		208,154,868	215,700,195	-
Impact on income tax	20	(72,854,204)	(75,495,068)	-
<b>Other comprehensive income for the year</b>		<b>135,300,664</b>	<b>140,205,127</b>	<b>-</b>
<b>Comprehensive income for the year</b>		<b>107,782,156</b>	<b>111,486,900</b>	<b>(22,374,413)</b>
<b>Earnings per share</b>				
Basic and diluted loss per share	26	(0.3766)	(0.3930)	(0.3062)

The accompanying notes form an integral part of these special financial statements.

See our report dated  
March 12, 2016  
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Armando R. Losón  
President

## Central Térmica Roca S.A.

### Special Statement of Changes in Equity

For the fiscal years ended December 31, 2015, 2014 and 2013  
Stated in pesos

	Share capital (Note 14)	Legal Reserve	Optional reserve	Technical revaluation reserve (Note 5)	Retained earnings	Total shareholders' equity
<b>Balances at January 1, 2013</b>	<u>54,363,953</u>	-	-	-	<u>(16,357)</u>	<u>54,347,596</u>
Setting up of reserves as per Minutes of Shareholders' Meeting dated May 28, 2013						
- Setting up of legal reserve	-	62,505	-	-	(62,505)	-
- Setting up of optional reserve	-	-	526,539	-	(526,539)	-
Capitalization of debt approved by Shareholders' Meeting dated August 30, 2013	12,000,000	-	-	-	-	12,000,000
Capitalization of debt approved by Shareholders' Meeting dated December 30, 2013	6,706,517	-	-	-	-	6,706,517
Net loss for the year	-	-	-	-	(22,374,413)	(22,374,413)
<b>Balances at December 31, 2013</b>	<u>73,070,470</u>	<u>62,505</u>	<u>526,539</u>	-	<u>(22,979,814)</u>	<u>50,679,700</u>
Other comprehensive income for the year						
Reversal of technical revaluation reserve	-	-	-	140,205,127	-	140,205,127
Net loss for the year	-	-	-	(3,360,261)	3,360,261	-
<b>Balances at December 31, 2014</b>	<u>73,070,470</u>	<u>62,505</u>	<u>526,539</u>	<u>136,844,866</u>	<u>(28,718,227)</u>	<u>(28,718,227)</u>
Other comprehensive income for the year						
Reversal of technical revaluation reserve	-	-	-	135,300,664	-	135,300,664
Net loss for the year	-	-	-	(6,720,522)	6,720,522	-
<b>Balances at December 31, 2015</b>	<u>73,070,470</u>	<u>62,505</u>	<u>526,539</u>	<u>265,425,008</u>	<u>(69,135,766)</u>	<u>269,948,756</u>

The accompanying notes form an integral part of these special financial statements.

See our report dated  
March 16, 2016

PRICE WATERHOUSE & CO. S.R.L.

(Partner)  
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Carlos Horacio Rivarola

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Armando R. Losón  
President

# Central Térmica Roca S.A.

## Statement of Cash Flows

For the fiscal years ended December 31, 2015 2014 and 2013

Stated in pesos

	Notes	12.31.15	12.31.14	12.31.13
<b>Cash flow provided by operating activities:</b>				
Loss for the year		(27,518,508)	(28,718,227)	(22,374,413)
<b>Adjustments to arrive at net cash flows provided by operating activities:</b>				
Income tax	20	(14,357,871)	(15,669,726)	(13,551,954)
Accrued interest	25	58,254,792	47,013,340	52,713,706
Depreciation of property, plant and equipment	8	25,400,083	18,362,087	9,055,415
Exchange differences and other financial results	25	101,692,314	78,729,456	55,345,441
Income/Loss from changes in the fair value of financial instruments	25	(6,846,822)	8,798,421	-
<b>Changes in operating assets and liabilities:</b>				
Decrease / (Increase) in trade receivables		45,011,560	(23,054,704)	(20,183,326)
(Increase) / Decrease in other receivables		(20,693,640)	31,004,362	1,016,141
(Decrease) / Increase in trade payables		(35,042,136)	2,094,397	40,180,754
(Decrease) in other liabilities		-	-	(9,914,373)
Increase in salaries and social security charges		630,042	336,210	(58,978)
(Decrease) in tax payables		(10,516,445)	(21,069,395)	(1,882,705)
<b>Net cash flow generated by operating activities</b>		<b>116,013,369</b>	<b>97,826,221</b>	<b>90,345,708</b>
<b>Cash flow provided by investment activities:</b>				
Acquisition of property, plant and equipment	8	(107,755,066)	(18,469,934)	(26,124,004)
Payment of financial instruments		(5,627,043)	(4,816,934)	-
Collection of financial instruments (rofex)		4,554,297	-	-
Subscription and redemption of mutual funds		(189,848,788)	-	-
<b>Net cash flow (applied to) investment activities</b>		<b>(298,676,600)</b>	<b>(23,286,868)</b>	<b>(26,124,004)</b>
<b>Cash flow provided by financing activities:</b>				
Payment of loans	17	(71,135,107)	(131,084,063)	(18,537,745)
Payment of interest	17	(56,749,720)	(57,171,444)	(47,214,932)
Loans taken	17	326,830,632	103,374,755	10,000,000
<b>Net cash flow generated by (applied to) financing activities</b>		<b>198,945,805</b>	<b>(84,880,752)</b>	<b>(55,752,677)</b>
<b>NET (DECREASE) INCREASE IN CASH</b>		<b>16,282,574</b>	<b>(10,341,399)</b>	<b>8,469,027</b>
Cash and cash equivalents at the beginning of year	13	2,161,409	14,676,437	6,207,410
Financial results of cash and cash equivalents		(2,420,386)	2,173,629	-
Cash and cash equivalents at the end of year	13	20,864,369	2,161,409	14,676,437
		<b>16,282,574</b>	<b>(10,341,399)</b>	<b>8,469,027</b>
<b>Material transactions not showing changes in cash</b>				
Increase in technical revaluation	8	(208,154,868)	(215,700,195)	-
Spare parts used	8	-	801,030	-
Capitalization of debts		-	-	18,706,517
Acquisition of property, plant and equipment not yet paid	8	(37,947,762)	-	(3,957,839)
Withdrawal of property, plant and equipment not yet paid	8	4,593,872	-	-
Financial costs capitalized in property, plant and equipment		-	-	(356,258)

The accompanying notes form an integral part of these special financial statements.

See our report dated  
March 19, 2016  
PRICE WATERHOUSE & CO. S.R.L.

(Partner)

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Carlos Horacio Rivarola  
Public accountant (UBA)  
C.P.C.E.C.A.B.A. T° 124 F° 225

Armando R. Losón  
President

**Central Térmica Roca S.A.**  
**Notes to the Special Financial Statements**

Corresponding to the fiscal year ended December 31, 2015,  
presented in a comparative format  
Stated in pesos

**NOTE 1: GENERAL INFORMATION**

The interest in the capital stock of CTR is held in a 75% by AISA and 25% by Tefu S.A.

CTR was set up on July 8, 2011 and its main business is the generation and sale of electric energy.

In 2011 Grupo Albanesi, through CTR acquired a power plant (the "Plant") located in the outskirts of the city of General Roca, province of Río Negro, on Provincial Road No. 6, km 11.1, which was unavailable since 2009.

The Plant, built in 1995, is equipped with a generation unit with EGT technology (European Gas Turbines) and has a nominal power of 130 MW. In fiscal year 2012 the first stage of repair and reconditioning was completed, and the Plant was authorized for commercial operation by the end of June 2012. In late June 2013 the second stage was completed, which consisted in the conditioning and modification of facilities and infrastructure for the purposes of the conversion to dual fuel, permitting feed of the turbo generator with alternative fuel (gas oil).

The electricity generated by the Plant is supplied to CAMMESA under Resolution No. 220/07 of the Energy Secretariat. The Thermal Power Plant is electrically connected to the Argentine Grid (SADI) by means of a 132-kV transmission system.

The project for the closure of the Power Plant combined cycle is still in progress and this means that an additional power of 60 MW will be incorporated to the current 130 MW turbine operating with gas and gasoil. Not only will this work provide extra power but will also be significant in environmental terms as it will not require additional fuel. The work will require an investment of 82 million dollars approximately.

**NOTE 2: REGULATORY ASPECTS RELATED TO THE COMPANY'S POWER GENERATION ACTIVITIES**

The electric energy generated by the Company is sold to CAMMESA according to Resolution 220/07.

**WEM Supply Contracts (Resolution 220/07)**

In January 2007, the Energy Secretariat adopted Resolution No. 220/07 authorizing the execution of Supply Contracts between the WEM and additional offers of available generation and associated energy submitted by generating, co-generating or self-generating agents which, at the date of publication of the said resolution are not WEM agents or do not have the generation facilities to be agreed under these commercially authorized offers, or are not interconnected with WEM at that date. In this regard, the execution of Supply Contracts was foreseen as another way to generate incentives for the development of additional energy projects. These Supply Contracts are entered into between generating agents and CAMMESA, with a duration of 10 years or a shorter term that may exceptionally be established. The valuable consideration for availability of generation and energy shall be established in each contract based on the costs accepted by the ES. The contracts will also establish that the machines and power plants used to cover the Supply Contracts will generate energy as they are dispatched by CAMMESA.

See our report dated  
March 10, 2016  
PRICE WATERHOUSE & CO. S.R.L.  
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Armando R. Losón  
President

## Central Térmica Roca S.A.

Notes to the special financial statements (Cont'd)

### **NOTE 2: REGULATORY ASPECTS RELATED TO THE COMPANY'S POWER GENERATION ACTIVITIES** (Cont'd)

Further, as envisaged with respect to the Supply Commitment Contracts and for the purpose of mitigating the collection risk of the generating agents, the payment obligations assumed by CAMMESA under those Supply Contracts will rank at least *pari passu* with the recognized operating costs of the thermal power generators.

The Company and CAMMESA entered into a WEM supply contract for 116.7 MW, for a term of 10 years counted as from June 2012. Sales under this modality are denominated in dollars and are paid by CAMMESA under a take or pay clause and the generated surplus is sold to the Spot Market, pursuant to regulations in effect in the WEM administered by CAMMESA.

This contract sets a remuneration comprised of 5 components: i) a fixed charge for the average monthly availability of contracted power, for a price of 12,540 USD/MW per month; ii) a fixed charge that recognizes the costs of transportation plus other costs of the generating agents; iii) a variable charge associated with the energy actually provided under the contract, the objective of which is to remunerate operation and maintenance of the power plant (Gas 10.28 USD/MWh – Fuel oil 14.18 USD/MWh); iv) a variable charge for repayment of fuel costs, all at reference price; and v) a discount for penalties. These penalties are applied to the hours in which 92% of the agreed upon power has not been reached and are valued on a daily basis and according to the operating condition of the machine and the market situation.

On October 14, 2015, the Company and CAMMESA entered into a new WEM supply contract for 55 MW, for a term of 10 years counted as from the date of commercial operation of the turbine at issue. This contract establishes a fixed rate remuneration of 31,916 USD/MW-month and a variable rate associated with the energy actually provided of 5.38 USD/MWh.

The contract will be supported by the conversion of the current thermal cycle into a combined cycle, as mentioned in Note 1. To this end, the equipment must be installed, so that the exhaust fume recovery of the present gas turbine generates an amount of steam such that when expanded through a steam turbine, a power of 60 MW may be generated. In addition to the heat recovery steam generator, the project requires the installation of a steam turbine, a water plant and a cooling tower, the construction of an aqueduct of 16 km with the related intake and the rest of the balance of the plant.

#### Supply of natural gas

The natural gas needed to support the contract under ES Resolution 220/07, in accordance with the regulations mentioned above, is provided by RGA.

### **NOTE 3: BASIS FOR PREPARATION AND PRESENTATION OF THE SPECIAL FINANCIAL STATEMENTS**

These special financial statements were prepared for submission to the investors for the Company to obtain funding in the national and international capital market through the issuance of ON.

These financial statements ended December 31, 2015 and 2014 have been prepared in accordance with FACPCE Technical Pronouncement No. 26, which adopts the IFRS issued by the IASB and IFRIC Interpretations. All IFRS effective at the date of preparation of these financial statements have been applied.

The presentation in the statement of financial position segregates current and non-current assets and liabilities. Current assets and liabilities are those which are expected to be recovered or settled within the twelve months after the end of the reporting period. In addition, the Company reports on the cash flows from operating activities using the indirect method. The fiscal year commences on January 1st and ends December 31 of each year. Economic and financial results are presented on the basis of the fiscal year.

See our report dated  
March 10, 2016  
PRICE WATERHOUSE & CO. S.R.L.  
(Partner)  
C.P.C.E.C.A.B.A. T° 1 F° 17

Armando B. Losón  
President

**Central Térmica Roca S.A.**  
Notes to the special financial statements (Cont'd)

**NOTE 3: BASES OF PRESENTATION (Cont'd)**

These financial statements are stated in pesos. They have been prepared under the historical cost convention, modified by the measurement of certain financial assets and liabilities at fair value through profit or loss.

The preparation of these financial statements in accordance with IFRS requires making estimates and assessments that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of issue of these financial statements, as well as the income and expenses recorded in the fiscal year. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 7.

These financial statements were approved for issuance by the Company's Board of Directors on March 10, 2016.

**Comparative information**

Balances at December 31, 2014 disclosed for comparative purposes arise from financial statements at that date. Certain reclassifications have been included in the financial statement figures presented for comparative purposes to conform them to the current year presentation.

**NOTE 4: CHANGES IN ACCOUNTING POLICIES**

**4.1 Changes in the accounting policies under IFRS**

**4.1.1 New mandatory standards, modifications and interpretations for years commenced on January 1, 2014 adopted by the Company**

- IAS 36 (revised 2013) "Impairment of assets" was issued in May 2013. This standard modified the disclosure requirements for the recoverable value of impaired assets, if this is based on fair value less costs to sell.
- IFRIC 21 "Levies" was issued in May 2013. It provides guidance on when to recognize a liability to pay a levy that is imposed by government, both for levies that are accounted for in accordance with IAS 37 "Provisions, Contingent Liabilities and Contingent Assets" and for those whose timing and amount is certain.

**4.1.2 New standards, modifications and interpretations not yet effective, but early adopted by the Company**

The Company has early adopted the following IFRS or revised IFRS:

- IFRS 9 "Financial Instruments": applicable to the fiscal years commenced on or after January 1, 2015.

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President

## Central Térmica Roca S.A.

Notes to the special financial statements (Cont'd)

### **NOTE 4: CHANGES IN ACCOUNTING POLICIES (Cont'd)**

#### **4.1.2 New standards, modifications and interpretations not yet effective, but early adopted by the Company (Cont'd)**

- IFRS 9 "Financial Instruments" addresses the classification, valuation and recognition of financial assets and liabilities. IFRS 9 was published in November 2009 and October 2010. It replaces parts of IAS 39 relating to classification and valuation of financial instruments. IFRS 9 requires that financial assets are measured either at amortized cost or at fair value. Measurement is made at initial recognition. This classification depends on the business model of the entity to manage its financial instruments and the characteristics of the instrument's contractual cash flows. For financial liabilities, the standard retains most of the IAS 39 requirements. The main change is that, in cases where the fair value option is taken for financial liabilities, the part of a fair value change due to an entity's own credit risk is recorded in Other comprehensive income rather than the income statement, unless this creates an accounting mismatch.

#### **4.1.3 New standards, modifications and interpretations not yet effective and not early adopted by the Company**

- IFRS 15 "Revenue from Contracts with Customers": it was issued in May 2014 and applies to an annual reporting period beginning on or after 1 January 2017. IFRS 15 specifies how and when an IFRS reporter will recognize revenue as well as requiring such entities to provide users of financial statements with more informative disclosures. The standard provides a single, principles based five-step model to be applied to all contracts with customers. The Company is analyzing the impact; however, it estimates that the application of this interpretation will not have a significant impact on the results of operations or the financial position of the Company.

In December 2014, the IASB modified IAS 1 "Presentation of financial statements" to include guidelines for the presentation of financial statements. This standard is effective for annual periods beginning on or after 1 January 2016, with earlier application being permitted. The Company is considering the potential impact of this amendment.

In September 2014, the IASB published amendments to IFRS which apply to annual periods beginning on or after 1 January 2016, with earlier application being permitted. The Company is analyzing the impact of the application of the modifications; however, it estimates that the application thereof will not have a significant impact on the results of operations or the financial position of the Company.

### **NOTE 5: ACCOUNTING POLICIES**

#### **5.1) Revenue recognition – Sale of energy**

Revenue is calculated at fair value of the consideration received or to be collected, considering the estimated amount of discounts, thus determining net amounts.

The criteria for revenue recognition from the main activity of the Company is to recognize revenue from the electricity generation activity through the accrual method, comprising the energy and power actually consumed by customers or delivered to the SPOT market.

Ordinary revenue was recognized when each and all of the following conditions were satisfied:

- a. the entity has transferred to the buyer the significant risks and rewards;
- b. the amount of revenue was measured reliably;
- c. it is probable that the economic benefits associated with the transaction will flow to the entity;
- d. the costs incurred or to be incurred in respect of the transaction were measured reliably.

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Notes to the special financial statements (Cont'd)

**NOTE 5: ACCOUNTING POLICIES (Cont'd)**

**5.2) Effects of the foreign exchange rate fluctuations**

*a) Functional and presentation currency*

These financial statements are presented in pesos (legal currency in Argentina for all the companies domiciled in this country), which is also the Company's functional currency.

The Company assessed and concluded that at the date of the financial statements the conditions set in IAS 29 "Financial Reporting in Hyperinflationary Economies" to consider Argentina as a hyperinflationary economy are not met. These conditions include that the cumulative inflation rate over three years approaches, or exceeds, 100%. At the date of issue of these financial statements.

This requirement, measured as a change in the Internal Wholesale Price Index published by the National Institute of Statistics and Census, was not met. In consequence, these financial statements were not restated.

If the requirements set in IAS 29 to consider Argentina as a hyperinflationary economy are met, the financial statements should be restated from the latest restatement date (March 1, 2003) or the latest revaluation of assets that would have been revalued in the transition to IFRS.

*b) Transactions and balances*

Transactions in foreign currency are translated into the functional and presentation currency using the exchange rates prevailing at the date of the transaction or of revaluation, when the items are restated. Gains and losses generated by foreign exchange differences resulting from each transaction and by the translation of monetary items stated in foreign currency at year end are recognized in the statement of income, except for the amounts that are capitalized.

The exchange rates used are: bid exchange rate for monetary assets, offer exchange rate for monetary liabilities, both prevailing at year end, as released by Banco Nación, and one-off rates for transactions in foreign currency.

**5.3) Property, plant and equipment**

In general terms, property, plant and equipment, excluding land, buildings, plant facilities, gas plant, water fire protection system, fuel oil storage and treatment system, demi water system, medium voltage cells and transformers, aqueduct and turbine, generator and accessories are registered at the net cost of accumulated depreciation and/or accumulated impairment losses, if any.

Depreciation of property, plant and equipment begins when it is available for use. Repair and maintenance expenses of property, plant and equipment are recognized in the income statement during the financial year in which they are incurred.

Works in progress are valued based on the degree of progress. Works in progress are stated at cost less impairment losses, if any. Depreciation of these assets begins when it is available for use.

Buildings, plant facilities, gas plant, water fire protection system, fuel oil storage and treatment system, demi water system, medium voltage cells and transformers, aqueduct and turbine, generator and accessories are measured at their fair value less accumulated depreciation and impairment losses recognized at the date of revaluation, if any. Land is measured at fair value and is not depreciated.

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Notes to the special financial statements (Cont'd)

**NOTE 5: ACCOUNTING POLICIES (Cont'd)**

**5.3) Property, plant and equipment (Cont'd)**

Revaluations shall be made with sufficient regularity to ensure that the carrying amount does not differ materially from that which would be determined using fair value. In addition, at each reporting date, the Company compares the carrying amount of lands, buildings and machinery with their recoverable values, calculated in the manner described below.

If an asset's carrying amount is increased as a result of a revaluation, the increase shall be recognized in other comprehensive income and accumulated in equity under the heading of revaluation surplus. However, the increase shall be recognized in profit or loss to the extent that it reverses a revaluation decrease of the same asset previously recognized in profit or loss. If an asset's carrying amount is decreased as a result of a revaluation, the decrease shall be recognized in profit or loss. However, the decrease shall be recognized in other comprehensive income to the extent of any credit balance existing in the revaluation surplus in respect of that asset.

At the time of sale of the revalued assets, any revaluation surplus related to this asset is transferred to retained earnings. However, some of the surplus may be transferred to retained earnings as the asset is used by the company. In such a case, the amount of the surplus transferred would be the difference between depreciation based on the revalued carrying amount of the asset and depreciation based on the asset's original cost.

According to IAS 23 "Borrowing costs", financial costs must be capitalized in the cost of an asset when it is in the process of production, construction, assembly or finishing, and those processes are not interrupted due to their long-term nature; the term for production, construction, assembly or finishing does not exceed the period technically required; the activities needed for the asset to be ready for its intended use or sale are not substantially complete; and the asset is not in condition to be used in the production of other assets or placed into service, according to the purpose of its production, construction, assembly or finishing.

Subsequently to initial recognition, costs are included in the carrying amount of that asset or recognized as a separate asset, as applicable, only when it is probable that the future economic benefits associated to those assets will flow to the Company and their cost can be determined reliably. In the case of replacements, the carrying amounts of the replaced part is derecognized from accounting. Other repair and maintenance costs are recognized as an expense in the fiscal year in which they are incurred.

If the items land, buildings, plant facilities, gas plant, water fire protection system, fuel oil storage and treatment system, demi water system, medium voltage cells and transformers, aqueduct and turbine, generator and accessories had been measured using the cost model, the carrying amounts would have been:

	<b>12.31.2015</b>	<b>12.31.2014</b>
Cost	414,536,269	273,427,312
Accumulated depreciation	(37,317,169)	(22,256,351)
<b>Residual value</b>	<b>377,219,100</b>	<b>251,170,961</b>

The estimated useful lives for the main items in property, plant and equipment are the following:

- Buildings: 50 years
- Turbine, generator and accessories: 20 years
- Transformers and medium voltage cells: 20 years
- Water fire protection system: 20 years
- Fuel oil storage and treatment system: 20 years
- Demi water system: 20 years
- Gas plant: 20 years
- Aqueduct: 20 years
- Facilities - Plant: 10 years
- Instruments and tools: 10 years
- Vehicles: 5 years
- Furniture and fixtures: 5 years

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Notes to the special financial statements (Cont'd)

**NOTE 5: ACCOUNTING POLICIES (Cont'd)**

**5.4) Impairment of non-financial assets**

For assets subject to depreciation, an impairment test is performed whenever facts or circumstances suggest that the carrying amount may not be recoverable. An impairment loss is recognized for the amount in which the carrying amount of the asset exceeds its recoverable amount. The recoverable amount of an asset is the higher of the fair value less costs to sell or value in use. The value in use is the total amount of the net discounted cash flows expected to be derived from the use of the assets and from their eventual disposal. To this purpose, the assumptions that represent management's best estimate of the range of economic conditions that will exist over the remaining useful life of the asset are considered, among other elements. To assess impairment losses, assets are grouped at the lowest level for which cash flows can be identified separately (cash-generating units).

The possible reversal of impairment losses of non-financial assets is reviewed at every date that financial information is presented.

The Company has not recorded impairment losses in any of the reporting fiscal years.

At December 31, 2015, the Company concluded that the accounting value of land, buildings, plant facilities, gas plant, water fire protection system, fuel oil storage and treatment system, demi water system, medium voltage cells and transformers, aqueduct and turbine, generator and accessories does not exceed their recoverable value.

**5.5) Financial assets**

**5.5.1 Classification**

The Company has not recorded impairment losses in any of the reporting fiscal years.

The Company classifies its financial assets in the following categories: assets subsequently measured at fair value and assets measured at amortized cost. This classification depends on whether the financial asset is an investment in a debt or equity instrument. To be measured at amortized cost, the two conditions described below must be met. The remaining financial assets are measured at fair value. IFRS 9 "Financial instruments" requires that all the investments in equity instruments are measured at fair value.

*a) Financial assets at amortized cost*

Financial assets are measured at amortized cost if both the following conditions are met:

- The objective of the Company's business model is to maintain the assets to obtain contractual cash flows;
- contractual conditions of the financial asset give rise on specified dates to cash flows that are only payments of the principal and interest on the outstanding principal amount.

*b) Financial assets at fair value*

If any of the above conditions is not met, the financial assets are measured at fair value through profit or loss.

All the investments in equity instruments are measured at fair value. For investments not held for trading, the Company may irrevocably opt on initial recognition to present the changes in the fair value in other comprehensive income. The Company's decision was to recognize the changes in fair value in income.

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Notes to the special financial statements (Cont'd)

**NOTE 5: ACCOUNTING POLICIES (Cont'd)**

**5.5) Financial assets (Cont'd)**

**5.5.2 Recognition and measurement**

Regular purchases and sales of financial assets are recognized on the trade date, when the Company undertakes to purchase or sell the asset. Financial assets are derecognized when the rights to receive cash flows from investments have expired or have been transferred and the Company has transferred substantially all the risks and rewards of ownership.

Financial assets are initially recognized at fair value plus transaction costs directly attributable to their acquisition, for all financial assets not carried at fair value through profit or loss.

**5.6) Impairment of financial assets**

*Financial assets at amortized cost*

The Company assesses at each balance sheet date whether there is objective evidence that a financial asset or a group of financial assets may have suffered impairment losses. A financial asset or a group of financial assets is impaired, and an impairment loss is incurred if, and only if, there is objective evidence of the impairment of value as a result of one or more events that have occurred after the initial recognition of the asset, and such an event (or events) causing the loss has (have) an impact on the estimated future cash flows from the financial asset or group of financial assets, which may be reliably estimated.

**5.7) Trade and other receivables**

The Company uses the following criteria for determining whether there is objective evidence of an impairment loss:

- Significant financial difficulties of the debtor;
- Noncompliance with contractual covenants, such as arrears in the payment of principal or interest;
- Likelihood that the debtor might file for insolvency proceedings or other type of reorganization proceeding.

The amount of the impairment loss is measured as the difference between the carrying amount of the asset and the present value of estimated future cash flows (excluding future credit losses expected and that have not yet occurred), discounted at the original effective interest rate of financial assets. The carrying amount of the asset is written down and the amount of the impairment loss is recognized in the statement of comprehensive income.

If in future fiscal years the amount of the impairment loss declines and that decline may be objectively associated with an event subsequent to the recognition of impairment (such as the improvement in a debtor's credit rating), the reversal of the impairment loss previously recorded is recognized in the statement of comprehensive income.

Trade receivables are amounts due by customers for sales of energy made by the Company in the ordinary course of business. If collection is expected within one year or less, receivables are classified under current assets. Otherwise, they are classified as non-current assets.

Trade and other receivables are initially recognized at fair value and subsequently measured at amortized cost, using the effective interest rate method and, where appropriate, adjusted at the time value of money.

The Company sets up bad debt allowances when there is objective evidence that it will not be able to collect all amounts due according to the original terms of the receivables.

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Notes to the special financial statements (Cont'd)

**NOTE 5: ACCOUNTING POLICIES (Cont'd)**

**5.8) Cash and cash equivalents**

Cash and cash equivalents include cash on hand, sight deposits in banks and other short-term highly liquid investments originally falling due within three months or less and subject to low material risk of changes in value. Bank overdrafts, if any, are disclosed under cash and cash equivalents in the cash flow statement since they are part of the Company's cash management.

**5.9 ) Trade and other payables**

Trade payables are payment obligations for goods or services purchased from suppliers in the ordinary course of business. Trade payables are classified as current liabilities if payments fall due within one year or less. Otherwise, they are classified as non-current liabilities.

Trade and other payables are initially recognized at fair value and subsequently valued at amortized cost applying the effective interest rate method.

**5.10) Loans**

Loans are initially recognized at fair value, less direct transaction costs incurred. Subsequently, they are measured at amortized cost and any difference between the funds obtained (net of direct transaction costs) and the amount payable at maturity is recognized under profit or loss during the term of the loan using the effective interest method.

**5.11) Borrowing costs**

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, if any, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Other borrowing costs are recognized as expenses in the period in which they are incurred.

**5.12) Income tax and minimum notional income tax**

**a) Current and deferred income taxes**

The income tax charge for the year comprises deferred tax. Income tax is recognized in income.

Deferred tax is recognized according to the liability method, for the temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the statement of financial position. However, deferred tax liabilities are not recognized if they come from the initial recognition of goodwill or an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit.

Deferred tax assets are recognized only to the extent that taxable profits are likely to be obtained in the future to be able to offset the temporary differences.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset recognized amounts and if deferred tax assets and liabilities derive from income tax levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

Current and deferred tax assets and liabilities have not been discounted and are stated at nominal value.

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Notes to the special financial statements (Cont'd)

**NOTE 5: ACCOUNTING POLICIES (Cont'd)**

**5.12) Income tax and minimum notional income tax (Cont'd)**

**b) Minimum notional income tax**

The Company determines the minimum notional income tax by applying the current 1% rate on computable assets at year end. This tax is supplementary to income tax; the Company tax liability is to coincide in each fiscal year with the higher of the two taxes. If in a given fiscal year, however, minimum notional income tax exceeds income tax, the surplus will be computable as a payment on account of income tax accrued during the next ten fiscal years.

The Company has recognized the tax on minimum notional income accrued in the year and paid in prior years as a credit, considering that it will be offset against future years' taxable profits.

Minimum notional income tax assets and liabilities have not been discounted and are stated at nominal value.

**5.13) Balances with related parties**

Debts and receivables with related parties have been valued based on the terms agreed upon between the parties.

**5.14) Leases**

Leases where the lessor retains a significant portion of the risks and rewards of ownership are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to income on a straight-line basis over the period of the lease.

The Company leases some items of property, plant and equipment. Leases where the Company retains a significant portion of the risks and rewards of ownership are classified as finance leases. Finance leases are capitalized at the lease's inception at the lower of the fair value of the leased property and the present value of the minimum lease payments.

Lease liabilities, net of financial costs, are disclosed under current and non-current loans based on their maturity dates. The interest element of the finance cost is charged to income over the lease period so as to produce a constant periodic rate of interest on the outstanding debt in each period. The asset acquired through a finance lease is depreciated over the useful life of the asset and the lease period, whichever is shorter.

**5.15) Derivative financial instruments**

Derivatives are initially recognized at fair value on the date when the contract of the derivative is executed. Subsequent to initial recognition, they are again measured at fair value.

The method for recognizing the resulting loss or profit depends on whether the derivative has been designated as a hedging instrument and, if so, on the nature of the item it is covering. The Company has executed financial derivatives contracts in foreign currency, for the purpose of hedging the next payments falling due in connection with the principal installments and interest of its loans in US dollars. However, the Company has not applied hedge accounting; therefore, the changes in its value are recognized under profit or loss in the caption "Changes of fair value of financial instruments", under the line Other financial results.

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Notes to the special financial statements (Cont'd)

**NOTE 5: ACCOUNTING POLICIES (Cont'd)**

**5.15) Derivative financial instruments (Cont'd)**

Fair values of derivative financial instruments that are traded in active markets are recorded according to quoted market prices. Fair values of derivative financial instruments that are not traded in active markets are determined by using valuation techniques. The Company applies critical judgment to select the most appropriate methods and to determine assumptions that are based mainly on the market conditions existing at the end of each year.

In the year ended December 31, 2015, the Company executed ROFEX forward purchase contracts of US dollars against Argentine pesos through SBS bank, for a nominal value of USD 2.7 million, at an average exchange rate of 12.33 pesos per dollar, expiring between January and April 2016. At December 31, 2015, the economic impact of these transactions shows net profits in the amount of \$ 4,554,297, which is shown under Other financial results from the Statement of comprehensive income.

**5.16) Equity accounts**

Movements in this item have been accounted for in accordance with the pertinent decisions of shareholders' meetings and legal or regulatory provisions.

*a) Share capital*

Share capital represents the capital issued, composed of the contributions that were committed and/or made by the shareholders and represented by shares that comprise outstanding shares at nominal value. Ordinary shares are classified under equity.

*b) Retained earnings*

Retained earnings comprise accumulated profits or losses without a specific appropriation; positive earnings can be distributable by the decision of the shareholders' meeting, as long as they are not subject to legal restrictions.

These earnings comprise prior year earnings that were not distributed and prior year adjustments derived from application of the accounting standards.

*c) Distribution of dividends*

The distribution of dividends among the shareholders of the Company is recognized as a liability in the financial statements for the fiscal year in which dividends are approved by the meeting of shareholders.

**NOTE 6: FINANCIAL RISK MANAGEMENT**

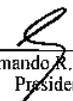
**6.1) Financial risk factors**

Financial risk management is encompassed within the global policies of the Company, which are focused on the uncertainty of the financial markets and are aimed at minimizing the potential adverse effects on its financial yield. Financial risks are the risks associated with financial instruments to which the Company is exposed during or at the end of each fiscal year. Financial risks comprise market risk (including the foreign exchange risk, price risk and interest rate risk), credit risk and liquidity risk.

Financial risk management is controlled by the Finance Division of the Company, which identifies, assesses and covers the financial risks. The financial risk management policies and systems are reviewed regularly to reflect the changes in the market conditions and in the Company's business activities.

This section includes a description of the main financial risks and uncertainties that could have a material adverse effect on the Company's strategy, performance, results of operations and financial condition.

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Notes to the special financial statements (Cont'd)

**NOTE 6: FINANCIAL RISK MANAGEMENT (Cont'd)**

**6.1) Financial risk factors (Cont'd)**

*a) Market risk*

Foreign exchange risk

Sales made by the company are denominated in US dollars, but due to the fact that they are performed under Resolution 220/07, they are converted into pesos at the exchange rate per BCRA Communication A 3500 (Wholesale) corresponding to the business day preceding the due date. The financial debt for working capital and the investment in the cycle closing project is denominated in pesos, while the debt corresponding to the foreign loan and part of the operating expenses is denominated in and/or calculated through reference to dollars.

At December 31, 2015 the debt under the loan taken out abroad amounts to USD 19,382,038, which accounts for the settlement of 35 % of the structured foreign debt that financed the purchase of turbines, the assembly and construction of the ancillary facilities and works necessary for the placing into service of the plant. At the date of signing of these financial statements, principal amount due was USD 18,643,915. In addition, the Company has taken different actions to mitigate the potential negative effects of a change in exchange rates.

The following table shows the Company's exposure to the foreign exchange risk associated with the financial assets and liabilities denominated in a currency other than the functional currency of the Company.

Net Asset/ (Liability) position	Argentine peso		
	12.31.15	12.31.14	12.31.13
US dollars	(255,814,631)	(254,386,651)	(231,850,565)
	<b>(255,814,631)</b>	<b>(254,386,651)</b>	<b>(231,850,565)</b>

The Company considers that, if all variables remain constant, a devaluation of 1% of US dollar compared to the Argentine peso would increase loss for the year in the following way:

Increase in loss for the year	Argentine peso		
	12.31.15	12.31.14	12.31.13
US dollars	(2,558,146)	(2,543,866)	(2,318,506)
	<b>(2,558,146)</b>	<b>(2,543,866)</b>	<b>(2,318,506)</b>

Price risk

The price for the Company's sales revenues under Resolution 220/07 is expressly stipulated in US dollars in the contract in force signed with CAMMESA, the duration of which is 10 years.

If Resolution No. 220/07 was repealed or substantially amended in such a way that the Company is obliged to sell the power generated in the Spot Market, the income/loss of CTR might depend on the price of electricity in the Spot Market. Likewise, the Company's results could also be badly affected if the National Government or CAMMESA limited the price receivable under Resolution 220/07. If these situations occur, there might be an adverse impact on the Company business, financial condition and results of operations.

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Notes to the special financial statements (Cont'd)

**NOTE 6: FINANCIAL RISK MANAGEMENT (Cont'd)**

**6.1) Financial risk factors (Cont'd)**

*a) Market risk (Cont'd)*

Interest rate risk

The Company analyzes its exposure to the interest rate risk in a dynamic manner to reduce exposure to the risk and it has an efficient financing structure according to the working capital needs.

Interest rate risk arises from the Company's debt at floating rate. Indebtedness at floating rate exposes the Company to interest rate risk on their cash flows. At December 31, 2015, most of the loans had been taken out at floating rate, mainly based on Libor, Badlar and Badcor interest rate (in all cases, plus margin).

At the date of publication of these financial statements, exposure to Badcor is very low as indebtedness is through two classes of ON issued at Badlar rate plus an applicable margin. Regarding the Syndicated Loan, International Tranche, the reference rate is three-month LIBOR, which during the last few years has remained stable at levels noticeably lower than 1%.

The Company analyzes its exposure to interest rate risk in a dynamic manner. Hypothetical situations are simulated considering the positions relating to refinancing, renewal of current positions, alternative financing and hedging. Based on these scenarios, the Company estimates the impact on profit or loss of a definite variation in interest rates. Simulation is only made in relation to obligations representing the main positions that accrue interest.

The following table shows the Company's loans broken down by interest rate:

	<u>12.31.15</u>	<u>12.31.14</u>	<u>12.31.13</u>
Fixed rate	7,527,762	31,286,705	26,195,098
	<u>7,527,762</u>	<u>31,286,705</u>	<u>26,195,098</u>
Variable rate	666,625,179	298,433,693	269,627,875
	<u>666,625,179</u>	<u>298,433,693</u>	<u>269,627,875</u>
	<u>674,152,941</u>	<u>329,720,398</u>	<u>295,822,973</u>

Based on simulations run with all the other variables kept constant, an increase of 1% in the variable interest rates would increase the loss for the year as follows:

	<u>12.31.15</u>	<u>12.31.14</u>	<u>12.31.13</u>
Variable rate	6,666,252	2,984,337	2,659,212
<b>Increase in loss for the year</b>	<u>6,666,252</u>	<u>2,984,337</u>	<u>2,659,212</u>

*b) Credit risk*

Credit risk arises from cash and cash equivalents, deposits with banks and financial institutions, and from the exposure to credit with CAMMESA, including the outstanding balances of accounts receivable and arranged transactions.

The electricity generators with sales to the spot market and with contracts under Resolution 220/07 collect through CAMMESA the payments for making available the power and energy supplied to the system. Although CAMMESA relies on refundable contributions from the Treasury to make payments, in the last fiscal year it has reduced the average payment term.

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President

**Central Térmica Roca S.A.**  
Notes to the special financial statements (Cont'd)

**NOTE 6: FINANCIAL RISK MANAGEMENT (Cont'd)**

**6.1) Financial risk factors (Cont'd)**

*c) Liquidity risk*

The Company Management supervises the updated projections of the liquidity requirements to ensure the correct administration of the working capital and permit the normal development of the Company's operating activities. In this important stage of development, the majority shareholder has made capital contributions to assist the Company.

These projections take into consideration compliance with covenants and legal and external regulatory requirements.

The cash surpluses and the balances above the required balance for the administration of the working capital are accumulated in bank accounts or short-term placements until they are applied to the payment of the service of debt.

The Company now has short-term loans and credit facilities available to meet its commitments.

The following table shows an analysis of the Company's financial liabilities classified according to the due dates, considering the remaining period from the respective balance sheet date to their contractual due date. The amounts shown in the table are the non-discounted contractual cash flows.

At December 31, 2015	Less than 3 months	Between 3 months and 1 year	Between 1 and 2 years	After 2 years	Total
Trade payables	39,035,439	33,237,848	-	-	72,273,287
Loans	96,910,279	245,801,869	174,426,064	445,897,053	963,035,265
<b>Total</b>	<b>135,945,718</b>	<b>279,039,717</b>	<b>174,426,064</b>	<b>445,897,053</b>	<b>1,035,308,552</b>

At December 31, 2014	Less than 3 months	Between 3 months and 1 year	Between 1 and 2 years	After 2 years	Total
Trade payables	35,392,495	31,070,779	-	-	66,463,274
Loans	35,722,318	100,982,775	198,442,759	74,495,548	409,643,400
<b>Total</b>	<b>71,114,813</b>	<b>132,053,554</b>	<b>198,442,759</b>	<b>74,495,548</b>	<b>476,106,674</b>

At December 31, 2013	Less than 3 months	Between 3 months and 1 year	Between 1 and 2 years	After 2 years	Total
Trade and other payables	57,035,029	-	-	-	57,035,029
Loans	24,226,963	85,927,049	103,697,005	174,689,099	388,540,116
<b>Total</b>	<b>81,261,992</b>	<b>85,927,049</b>	<b>103,697,005</b>	<b>174,689,099</b>	<b>445,575,145</b>

**6.2) Management of capital risk**

The objectives of the Company when it administers capital are to secure the correct operation of the Company, to encourage its growth, to meet the financial commitments taken on and produce yields to its shareholders, keeping an optimum capital structure.

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# Central Térmica Roca S.A.

Notes to the special financial statements (Cont'd)

## **NOTE 6: FINANCIAL RISK MANAGEMENT (Cont'd)**

### **6.3) Management of capital risk (Cont'd)**

Consistently with the industry, the Company monitors its capital based on the Consolidated Debt to Adjusted EBITDA ratio. This ratio is calculated dividing the net loans by Adjusted EBITDA. Net borrowings correspond to total borrowings (including current and non-current borrowings) less cash and cash equivalents. Adjusted EBITDA represents earnings before net financial results, income tax, minimum notional income tax, depreciation and amortization.

The Company started business operations by the end of June 2012. The debt/EBITDA adjusted ratio increased at December 31, 2015 to 4.64 compared to 2.64 for the fiscal year ended 2014.

It is important to highlight that the rise in the debt/EBITDA ratio at December 31, 2015 arises from the debt incurred to face the investment for closing the cycle of the Power Plant mentioned in note 1. The investment will enable the increase in the available power of 60 MW, remunerated under a contract in accordance with Resolution 220/07.

Consolidated Debt to Adjusted EBITDA ratios were as follows:

	<u>12.31.15</u>	<u>12.31.14</u>	<u>12.31.13</u>
Total loans	674,152,941	329,720,398	295,822,973
Less: Cash and cash equivalents	(24,408,866)	(8,568,207)	(14,676,437)
Less : Calistey debt	-	(16,243,207)	(16,161,673)
Net debt	649,744,075	304,908,984	264,984,863
EBITDA	140,152,194	115,479,056	82,475,221
<b>Net debt/ EBITDA</b>	<u>4.6359</u>	<u>2.6404</u>	<u>3.2129</u>

## **NOTE 7: CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS**

These estimates and judgments are continually evaluated and are based on historical experience and other factors that are believed to be reasonable under the circumstances.

The preparation of the financial statements require that the Company makes estimates and carries out evaluations relating to the future. Actual future results may differ from those estimates and assessments made at the date these financial statements were prepared. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next fiscal year are detailed below

### **a) Impairment of assets**

Long-lived assets are tested for impairment at the lowest levels for which there are separately identifiable cash flows (cash-generating units or CGUs).

The Company in itself is a cash generating unit, which is composed of its electric power generation plant. Consequently, the Company represents the lowest level of separation of assets that generate independent cash flows.

Assets that are subject to amortization are tested for impairment whenever events or circumstances indicate that the carrying amount may not be recoverable.

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**Central Térmica Roca S.A.**  
Notes to the special financial statements (Cont'd)

**NOTE 7: CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS (Cont'd)**

**a) Impairment of financial assets (Cont'd)**

In evaluating whether there is any indication that the cash generating unit could be affected, internal and external sources of information are analyzed. Specific events and circumstances are considered, which in general include the discount rate used in the projections of cash flows of each of the CGU and the business condition in terms of market and economic factors, such as the cost of raw materials, the regulatory framework of the energy industry, projected capital expenditure and the evolution of energy demand.

An impairment loss is recognized when the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. Any impairment loss will be distributed (to reduce the carrying amount of the assets of the CGU) as follows:

- a) First, to reduce the carrying amount of goodwill allocated to the cash generating unit, and
- b) To the other assets of the unit (or group of units), prorated on the basis of the carrying amount of each asset in the unit (or group of units), taking into account not to reduce the carrying amount of the asset below the higher of its fair value less costs to sell and value in use or zero.

Judgment is required from Management at the time of estimating the future cash flows. Actual cash flows and values may vary significantly from the foreseen future cash flows and the related values obtained through discount techniques.

**b) Current and deferred income tax / Minimum notional income tax**

The Company recognizes income taxes applying the deferred tax method. Consequently, the deferred tax assets and liabilities are recognized according to the future tax consequences attributable to the differences between the carrying amount of existing assets and liabilities and the respective tax bases. Deferred tax assets and liabilities are valued at the approved tax rates that should theoretically be applied on the taxable income in the years in which the temporary differences are expected to be settled. A high degree of judgment is required to determine the provision for income tax since Management regularly assesses the positions on the tax returns regarding situations where the applicable tax regulation is subject to interpretation and, if necessary, sets out provisions based on the amounts payable to the tax authorities. When the final outcome of these matters is different from the initially recognized amounts, such differences will have an impact on income tax and deferred taxes in the fiscal year in which they are determined.

**c) Provisions**

Provisions have been set up to cover contingencies arising in the ordinary course of business and other sundry risks that could create obligations for the Company. In estimating the amounts, the likelihood of occurrence is considered, taking into account the opinion of the Company's legal advisors.

At the date of these financial statements, the Management of the Company understands that there are no elements which may determine the existence of other contingencies that could materialize and have a negative impact on these financial statements.

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Notes to the special financial statements (Cont'd)

## NOTE 8: PROPERTY, PLANT AND EQUIPMENT

Type of asset	Original value				Depreciation		Net amount at end of year					
	Value at beginning of year	Increases	Withdrawals / Transfers	Technical revaluation (2)	Value at end of year	Accumulated at beginning of year	For the year (1)	Technical revaluation (3)	Accumulated at end of year	12.31.2015	12.31.2014	12.31.2013
<b>Assets held in trust</b>												
Vehicles	410,172	-	-	-	410,172	172,549	82,034	-	254,583	155,589	237,623	319,656
Turbine, generator and accessories	350,515,304	-	(4,593,872)	138,563,268	484,484,700	9,455,289	19,638,424	(29,093,713)	-	484,484,700	341,060,015	184,352,519
Instruments and tools	742,012	7,185	-	-	749,197	68,897	80,385	-	149,282	599,915	673,115	453,132
Furnitures and fixtures	133,416	77,405	-	-	210,821	12,660	33,354	-	46,014	164,807	120,756	50,638
Facilities - Plant	7,188,058	-	-	2,732,542	9,920,600	74,891	150,087	(224,978)	-	9,920,600	7,113,167	2,826,728
Water fire protection system	3,634,573	27,275	-	951,752	4,613,600	94,675	196,150	(290,825)	-	4,613,600	3,539,898	6,553,121
Fuel oil storage and treatment system	67,345,147	-	-	16,585,153	83,930,300	1,752,453	3,586,068	(5,338,521)	-	83,930,300	65,592,694	14,993,868
Demi water system	6,119,232	-	-	1,844,968	7,964,200	120,019	239,906	(359,925)	-	7,964,200	5,999,213	2,246,394
Gas reducing plant	1,337,809	530,632	-	1,074,191	2,942,632	112,903	225,804	(338,707)	-	2,942,632	1,224,906	66,401
Transformers and medium voltage cells	5,298,930	-	-	3,732,170	9,031,100	431,690	873,242	(1,304,932)	-	9,031,100	4,867,240	4,588,919
Land	3,776,111	-	-	2,113,289	5,889,400	-	-	-	-	5,889,400	3,776,111	238,388
Aqueduct	489,630	-	-	160,870	650,500	12,885	25,770	(38,655)	-	650,500	476,745	113,159
Building	12,589,072	-	-	3,011,228	15,600,300	126,322	268,859	(395,181)	-	15,600,300	12,462,750	27,034,960
Works in progress	225,797	36,532,668	101,995,028	-	138,753,493	-	-	-	-	138,753,493	225,797	-
Spare parts and materials	14,331,493	108,527,663	(101,995,028)	-	20,864,128	-	-	-	-	20,864,128	14,331,493	1,790,333
Advances to suppliers	-	-	-	-	-	-	-	-	-	-	-	1,066,295
<b>Total at 12.31.2015</b>	<b>474,136,756</b>	<b>145,702,828</b>	<b>(4,593,872)</b>	<b>170,769,431</b>	<b>786,015,143</b>	<b>12,435,233</b>	<b>25,400,083</b>	<b>(37,385,437)</b>	<b>449,879</b>	<b>785,565,264</b>	<b>461,701,523</b>	<b>246,694,511</b>
<b>Total at 12.31.2014</b>	<b>255,758,408</b>	<b>18,469,934</b>	<b>(801,030)</b>	<b>200,709,444</b>	<b>474,136,756</b>	<b>9,063,897</b>	<b>18,362,087</b>	<b>(14,990,751)</b>	<b>12,435,233</b>	<b>461,701,523</b>	<b>461,701,523</b>	<b>246,694,511</b>
<b>Total at 12.31.2013</b>	<b>225,320,307</b>	<b>30,443,548</b>	<b>(5,447)</b>	<b>-</b>	<b>255,758,408</b>	<b>8,482</b>	<b>9,055,415</b>	<b>-</b>	<b>9,063,897</b>	<b>246,694,511</b>	<b>246,694,511</b>	<b>246,694,511</b>

(1) Depreciation charges for the fiscal years ended December 31, 2015 and 2014 were allocated to cost of sales, including \$ 10,339,266 and \$ 5,169,633, respectively, for higher value from the technical revaluation.

(2) Corresponds to the revaluation of \$ 208,154,868 offset by the accumulated depreciation at the time of the revaluation of \$ 37,385,437.

(3) It includes the accumulated depreciation corresponding to the deletion of the Turbine, Generator and Accessories line.

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Notes to the special financial statements (Cont'd)

**NOTE 8: PROPERTY, PLANT AND EQUIPMENT (Cont'd)**

Property, plant and equipment include the following amounts of which the Company is a lessee under the terms of finance lease agreements:

	<b>12.31.15</b>	<b>12.31.14</b>	<b>12.31.13</b>
Cost - Capitalized finance lease	3,346,504	2,812,871	2,807,452
Accumulated depreciation	(299,092)	(148,045)	-
<b>Net carrying amount</b>	<b>3,047,412</b>	<b>2,664,826</b>	<b>2,807,452</b>

**NOTE 9: FINANCIAL AND NON-FINANCIAL ASSETS AND LIABILITIES**

<b>At December 31, 2015</b>	Financial assets/ liabilities at amortized cost	Financial assets/ liabilities at fair value through profit and loss	Non-financial assets/ liabilities	Total
<b>Assets</b>				
Trade and other receivables	105,268,885	-	27,705,382	132,974,267
Other financial assets at fair value through profit and loss	-	193,786,870	-	193,786,870
Cash and cash equivalents	14,281,469	10,127,397	-	24,408,866
Non-financial assets	-	-	785,565,264	785,565,264
<b>Total</b>	<b>119,550,354</b>	<b>203,914,267</b>	<b>813,270,646</b>	<b>1,136,735,267</b>

<b>Liabilities</b>				
Trade and other payables	81,673,287	-	-	81,673,287
Loans (finance leases excluded)	672,563,152	-	-	672,563,152
Financial leases	-	-	1,589,789	1,589,789
Non-financial liabilities	-	-	110,960,283	110,960,283
<b>Total</b>	<b>754,236,439</b>	<b>-</b>	<b>112,550,072</b>	<b>866,786,511</b>

<b>At December 31, 2014</b>	Financial assets/ liabilities at amortized cost	Financial assets/ liabilities at fair value through profit and loss	Non-financial assets/ liabilities	Total
<b>Assets</b>				
Trade and other receivables	127,802,830	-	14,686,509	142,489,339
Cash and cash equivalents	8,568,207	-	-	8,568,207
Non-financial assets	-	-	461,701,523	461,701,523
<b>Total</b>	<b>136,371,037</b>	<b>-</b>	<b>476,388,032</b>	<b>612,759,069</b>

<b>Liabilities</b>				
Trade and other payables	66,463,274	-	-	66,463,274
Loans (finance leases excluded)	327,918,786	-	-	327,918,786
Financial instruments	-	3,981,487	-	3,981,487
Financial leases	-	-	1,801,612	1,801,612
Non-financial liabilities	-	-	50,427,310	50,427,310
<b>Total</b>	<b>394,382,060</b>	<b>3,981,487</b>	<b>52,228,922</b>	<b>450,592,469</b>

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Notes to the special financial statements (Cont'd)

**NOTE 9: FINANCIAL AND NON-FINANCIAL ASSETS AND LIABILITIES (Cont'd)**

<u>At December 31, 2013</u>	Financial assets/ liabilities at amortized cost	Financial assets/ liabilities at fair value through profit and loss	Non-financial assets/ liabilities	Total
<b>Assets</b>				
Trade and other receivables	103,051,204	-	25,805,071	128,856,275
Cash and cash equivalents	6,821,649	7,854,788	-	14,676,437
Non-financial assets	-	-	262,096,732	262,096,732
<b>Total</b>	<b>109,872,853</b>	<b>7,854,788</b>	<b>287,901,803</b>	<b>405,629,444</b>
<b>Liabilities</b>				
Trade and other payables	57,035,029	-	-	57,035,029
Loans (finance leases excluded)	293,397,668	-	-	293,397,668
Financial leases	-	-	2,425,305	2,425,305
Non-financial liabilities	-	-	2,091,742	2,091,742
	<b>350,432,697</b>	<b>-</b>	<b>4,517,047</b>	<b>354,949,744</b>

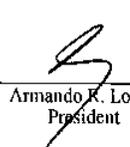
The categories of financial instruments were determined based on IFRS 9.

Below are presented the revenues, expenses, profits and losses arising from each financial instrument category:

<u>At December 31, 2015</u>	Financial assets at amortized cost	At fair value through profit and loss	Financial liabilities at amortized cost	Non-financial instruments	Total
Interest earned	2,353,072	-	-	-	2,353,072
Interest paid	(1,713,969)	-	(62,245,860)	(176,241)	(64,136,070)
Exchange differences, net	-	-	(89,945,512)	-	(89,945,512)
Changes at fair value through profit and loss	-	6,846,822	-	-	6,846,822
Other financial costs	(4,861,281)	-	(6,885,521)	-	(11,746,802)
<b>Total</b>	<b>(4,222,178)</b>	<b>6,846,822</b>	<b>(159,076,893)</b>	<b>(176,241)</b>	<b>(156,628,490)</b>

<u>At December 31, 2014</u>	Financial assets at amortized cost	At fair value through profit and loss	Financial liabilities at amortized cost	Non-financial instruments	Total
Interest earned	1,241,977	-	-	-	1,241,977
Interest paid	(1,519,451)	-	(53,501,007)	(84,170)	(55,104,628)
Exchange differences, net	-	-	(69,849,427)	-	(69,849,427)
Changes at fair value through profit and loss	-	(8,798,421)	-	-	(8,798,421)
Other financial costs	(3,697,739)	-	(5,461,502)	-	(9,159,241)
<b>Total</b>	<b>(3,975,213)</b>	<b>(8,798,421)</b>	<b>(128,811,936)</b>	<b>(84,170)</b>	<b>(141,669,740)</b>

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Notes to the special financial statements (Cont'd)

**NOTE 9: FINANCIAL AND NON-FINANCIAL ASSETS AND LIABILITIES (Cont'd)**

<u>At December 31, 2013</u>	Financial assets at amortized cost	At fair value through profit and loss	Financial liabilities at amortized cost	Non-financial instruments	Total
Interest earned	1,070,728	-	-	-	1,070,728
Interest paid	(805,012)	-	(52,305,106)	(1,479,328)	(54,589,446)
Exchange differences, net	-	-	(50,468,645)	-	(50,468,645)
Other financial costs	(2,823,724)	-	(2,155,931)	-	(4,979,655)
<b>Total</b>	<b>(2,558,008)</b>	<b>-</b>	<b>(104,929,682)</b>	<b>(1,479,328)</b>	<b>(108,967,018)</b>

Fair value estimates

The Company classifies fair value measurements of financial instruments using a three-level hierarchy, which gives priority to the inputs used in making such measurements: Fair value hierarchies:

- Level 1: Inputs such as (unadjusted) quoted prices in active markets for identical assets or liabilities.
- Level 2: Inputs other than quoted prices included within Level 1, that are observable for the asset or liability, either directly (i.e., prices) or indirectly (i.e. deriving from prices).
- Level 3: Inputs on the assets or liabilities not based on observable market inputs (i.e. unobservable inputs).

These charts show financial assets and liabilities measured at fair value at December 31, 2015 and 2014 and their allocation to the different hierarchy levels:

<u>At December 31, 2015</u>	<u>Level 1</u>	<u>Total</u>
<b>Assets</b>		
Cash and cash equivalents	10,127,397	10,127,397
Other financial assets at fair value through profit and loss	193,786,870	193,786,870
<b>Total</b>	<b>203,914,267</b>	<b>203,914,267</b>

<u>At December 31, 2014</u>	<u>Level 1</u>	<u>Total</u>
<b>Liabilities</b>		
Financial instruments	3,981,487	3,981,487
<b>Total</b>	<b>3,981,487</b>	<b>3,981,487</b>

<u>At December 31, 2013</u>	<u>Level 1</u>	<u>Total</u>
<b>Liabilities</b>		
Cash and cash equivalents	7,854,788	7,854,788
<b>Total</b>	<b>7,854,788</b>	<b>7,854,788</b>

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Notes to the special financial statements (Cont'd)

**NOTE 9: FINANCIAL AND NON-FINANCIAL ASSETS AND LIABILITIES (Cont'd)**

The fair value of financial instruments traded in active markets is based on quoted market prices at the date of these financial statements. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. The quoted market price used for financial assets held by the Company is the current bid price. These instruments are included in Level 1.

The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. These valuation techniques maximize the use of observable market data where it is available and rely as little as possible on the Company's specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2. No financial instruments should be included in Level 2.

If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. These instruments are included in Level 3.

**NOTE 10: TRADE RECEIVABLES**

	<u>12.31.15</u>	<u>12.31.14</u>	<u>12.31.13</u>
<u>Current</u>			
Trade receivables	68,569,499	93,228,125	67,485,681
Energy sold to be billed	21,618,910	30,919,863	27,427,104
	<u><b>90,188,409</b></u>	<u><b>124,147,988</b></u>	<u><b>94,912,785</b></u>

The carrying amount of current trade receivables approximates their fair value since they fall due in the short term.

**NOTE 11: OTHER RECEIVABLES**

	<u>12.31.15</u>	<u>12.31.14</u>	<u>12.31.13</u>
<u>Non-Current</u>			
Minimum notional income tax credit	7,375,755	4,059,822	2,493,137
Deferred charges	-	1,361,060	1,871,457
Value added tax	-	-	2,675,870
	<u><b>7,375,755</b></u>	<u><b>5,420,882</b></u>	<u><b>7,040,464</b></u>
<u>Current</u>			
Value added tax	18,224,733	9,157,696	20,602,707
Income tax withholding	1,650,811	-	-
Turnover tax withholdings and collections at source	-	-	19,765
Sundry tax credits	454,083	107,931	13,592
Subtotal tax credits	<u><b>20,329,627</b></u>	<u><b>9,265,627</b></u>	<u><b>20,636,064</b></u>
Insurance to be accrued	2,696,633	2,556,997	2,217,131
Security deposits and derivative financial instruments	5,179,107	1,069,789	5,899,826
Prepayments to Customs	847,216	11,947	16,262
Sundry	87,811	16,109	5,200
Related companies (Note 27)	4,593,872	-	-
Advances to suppliers	1,675,837	-	-
	<u><b>35,410,103</b></u>	<u><b>12,920,469</b></u>	<u><b>28,774,483</b></u>

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**Central Térmica Roca S.A.**  
Notes to the special financial statements (Cont'd)

**NOTE 11: OTHER RECEIVABLES (Cont'd)**

The carrying amount of other current receivables approximates their fair value since they fall due in the short term.

Other long-term receivables are measured at present value applying a market rate. The amount thus obtained does not differ significantly from its fair value.

**NOTE 12: OTHER FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT AND LOSS**

	<u>12.31.15</u>	<u>12.31.14</u>	<u>12.31.13</u>
Mutual funds	146,952,482	-	-
Lebac and bills of exchange	46,834,388	-	-
	<u>193,786,870</u>	<u>-</u>	<u>-</u>

**NOTE 13: CASH AND CASH EQUIVALENTS**

	<u>12.31.15</u>	<u>12.31.14</u>	<u>12.31.13</u>
Cash	24,999	26,755	23,762
Banks in local currency	1,254,233	79,914	311,770
Banks in foreign currency	13,002,237	8,461,538	6,486,117
Temporary investments	10,127,397	-	7,854,788
<b>Cash and cash equivalents (bank overdrafts excluded)</b>	<u>24,408,866</u>	<u>8,568,207</u>	<u>14,676,437</u>

For the purposes of the cash flow statement, cash, cash equivalents and bank overdraft facilities include:

	<u>12.31.15</u>	<u>12.31.14</u>	<u>12.31.13</u>
Cash and cash equivalents	24,408,866	8,568,207	14,676,437
Bank overdrafts (Note 17)	(3,544,497)	(6,406,798)	-
<b>Cash and cash equivalents (bank overdrafts included)</b>	<u>20,864,369</u>	<u>2,161,409</u>	<u>14,676,437</u>

**NOTE 14: CAPITAL STATUS**

Subscribed Capital at December 31, 2015 amounts to \$ 73,070,470.

**NOTE 15: Distribution of profits**

*Dividends*

As established by Law No. 25063 enacted in December 1998, dividends that are distributed or that the Company receives from its subsidiaries, in cash or in kind, in excess of the profits determined in accordance with the general provisions of the Income Tax Law, accumulated at the end of the fiscal year immediately preceding the payment or distribution date, shall be subject to a 35% income tax withholding, as a sole and final payment.

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## Central Térmica Roca S.A.

Notes to the special financial statements (Cont'd)

### NOTE 15: DISTRIBUTION OF PROFITS (Cont'd)

As established by Section 70 of the LGS and the Company Bylaws, at least 5% of the realized and liquid profits shown by the income statement for the year is to be allocated to the Legal Reserve, until it reaches 20% of capital.

As a result of the commitments taken on under the International Syndicated Loan mentioned in Note 17.a.1) of Exhibit I, CTR may not distribute or pay dividends, except in the cases expressly mentioned in clause 6.10 of that Syndicated Loan, which is transcribed below: "(i) provided that no EVENT OF DEFAULT shall have occurred and be continuing, as set forth herein; (ii) that the consolidated indebtedness ratio at the date the Restricted Payment is proposed is less than 1.50:1.00; (iii) that on the date on which the Restricted Payment is proposed, the aggregate of the total principal amount due under the Loans Tranche A and the total principal amount under the Loans Tranche B is less than USD 18,000,000".

### NOTE 16: Trade payables

	<u>12.31.15</u>	<u>12.31.14</u>	<u>12.31.13</u>
<u>Current</u>			
Suppliers in local currency	12,095,048	12,644,344	5,715,911
Related companies in local currency (Note 27)	19,848,883	1,468,768	2,746,259
Related companies in foreign currency (Note 27)	39,146,019	48,925,523	44,214,960
Provision for invoices to be received	1,183,337	3,424,639	4,357,899
	<u>72,273,287</u>	<u>66,463,274</u>	<u>57,035,029</u>

### NOTE 17: LOANS

	<u>12.31.15</u>	<u>12.31.14</u>	<u>12.31.13</u>
<u>Non-Current</u>			
Finance lease debts	1,011,633	1,075,837	1,801,607
Principal of syndicated loan - Local tranche	-	-	54,571,248
Syndicated loan - International tranche	204,745,488	140,324,140	153,849,819
Related company - Calistey loan - principal (Note 27)	-	-	16,161,673
Banco Ciudad loan	-	3,968,343	8,624,728
Banco Provincia loan	-	1,666,667	-
Negotiable obligations	267,605,823	78,723,584	-
	<u>473,362,944</u>	<u>225,758,571</u>	<u>235,009,075</u>

	<u>12.31.15</u>	<u>12.31.14</u>	<u>12.31.13</u>
<u>Current</u>			
Finance lease debts	578,156	725,775	623,698
Syndicated loan - International tranche	49,479,738	68,515,570	30,884,781
Syndicated loan - Local tranche	-	-	27,896,722
Bank overdrafts	3,544,497	6,406,798	-
Banco Ciudad loan	3,983,265	4,668,357	1,408,697
Related company - Calistey loan (Note 27)	-	16,243,207	-
BST loan	8,176,000	3,574,337	-
Banco Provincia loan	1,679,946	2,028,753	-
Banco Provincia II loan	1,316,614	-	-
BICE/ Banco Hipotecario syndicated loan	36,853,085	-	-
Banco Industrial loan	305,880	-	-
Banco Chubut loan	3,690,884	-	-
Negotiable obligations	91,181,932	1,799,030	-
	<u>200,789,997</u>	<u>103,961,827</u>	<u>60,813,898</u>

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**Central Térmica Roca S.A.**  
Notes to the special financial statements (Cont'd)

**NOTE 17: LOANS (Cont'd)**

**a.1) Calistey S.A. loan**

During August 2011, the Company obtained a loan for USD 1,999,000 from its related company Calistey S.A. The funds disbursed under this loan were applied to the partial payment of the purchase price of CTR assets, as shown by the bidding terms and conditions.

At the date of these financial statements, the debt has been repaid in full.

**a.2) Syndicated loan - International tranche**

The Company sent on January 13, 2012 a loan offer to Credit Suisse A.G. London Branch, as Administrative Agent, in order to obtain the necessary funds for the repair of the turbine and the resumption of the power plant activity, together with the conversion of the plant so that it may operate both on natural gas and gas oil.

On January 20, 2012, Credit Suisse A.G. London Branch accepted the loan offer for an amount of USD 30,000,000 by disbursing USD 25,000,000 to CTR. An additional amount of USD 2,000,000 was disbursed during February and March 2012. The outstanding balance of USD 3,000,000 was disbursed in October 2012. Principal was repaid in 17 quarterly installments from January 20, 2013 until January 20, 2017 and interest would accrue at 3-month Libor rate + 12% margin.

On July 15, 2015, the Company successfully agreed to an amendment to the loan from Credit Suisse AG, London Branch, whereby the maturity dates of the financial tranche under that loan were rescheduled. This involves a considerable improvement of the Company's financial profile, reducing the concentration of debt maturities.

Below is a detail of the repayment schedule in effect, after the agreement to the loan amendment mentioned in the preceding paragraph, compared to the original schedule under the loan agreed on January 20, 2012.

<b>Maturity date</b>	<b>Agreed - amendment 7.15.15</b>	<b>Original schedule</b>
7/20/2015	USD 738,123	USD 2,109,714
10/20/2015	USD 738,123	USD 2,109,714
1/20/2016	USD 738,123	USD 2,109,714
4/20/2016	USD 738,123	USD 2,109,714
7/20/2016	USD 738,123	USD 2,109,714
10/20/2016	USD 1,230,205	USD 3,309,714
1/20/2017	USD 2,870,479	USD 7,000,000
4/20/2017	USD 1,500,000	-
7/20/2017	USD 1,500,000	-
10/20/2017	USD 1,500,000	-
1/20/2018	USD 1,500,000	-
4/20/2018	USD 1,500,000	-
7/20/2018	USD 1,500,000	-
10/20/2018	USD 1,500,000	-
1/20/2019	USD 2,566,985	-
<b>Total</b>	<b>USD 20,858,284</b>	<b>USD 20,858,284</b>

The offer mentioned has contractual provisions relating to compliance with the covenants involving financial ratios (Leverage, EBITDA on interest expenses and Debt service hedging ratio). In addition, limits are set in relation to indebtedness, equity, sale of property and investments.

The Company also has a reserve account with a foreign bank for USD 1,000,000.

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Notes to the special financial statements (Cont'd)

**NOTE 17: LOANS (Cont'd)**

**a.2) Syndicated loan - International tranche (Cont'd)**

The Company sent to Credit Suisse A.G. London Branch, in its capacity as Administrative Agent, a proposal for suspension until June 30, 2016 of compliance with ratios commitments relating to the leverage and indebtedness ratio. At the date of these financial statements, a note from Credit Suisse A.G. London Branch was received giving its consent to the petition for suspension. The purpose of this change was to adjust the covenants of the loan to the new macroeconomic context after the devaluation of the peso in December 2015 and the issuance of class II ON for \$ 270,000,000 (see point a.7).

At December 31, 2015 the debt amounted to \$ 254,225,226, including interest of \$ 5,907,180, net of the transaction costs pending amortization of \$ 4,585,206.

At the date of signing of these financial statements, principal amount due was USD 18,643,915.

**a.3) Loan from Banco Ciudad de Buenos Aires**

On September 17, 2013, the Company borrowed \$ 10,000,000 from Banco Ciudad de Buenos Aires for a term of 36 months under Communication A 5449 of the BCRA.

**Principal:** \$ 10,000,000.

**Interest:** Principal accrues interest at a nominal annual rate of 15.25%, payable monthly.

**Repayment:** Interest will be paid monthly as from the loan agreement execution date. Principal will be repaid in 25 (twenty five) monthly installments as from September 22, 2014, maturing on September 22, 2016.

At December 31, 2015 the debt amounted to \$ 3,983,265 and at the date of execution of these financial statements amounted to \$ 3,125,049.

**a.4) Loan from Banco de Servicios y Transacciones**

On August 8, 2014, the Company borrowed \$ 5,000,000 from Banco de Servicios y Transacciones for a term of 12 months.

**Principal:** \$ 5,000,000.

**Interest:** Principal accrues interest at a nominal annual rate of 33.05%, payable monthly.

**Repayment:** Interest will be paid monthly as from the loan agreement execution date. Principal will be repaid in 12 (twelve) monthly installments as from September 8, 2014, maturing on August 8, 2015.

At December 31, 2015, the principal was repaid in full.

On August 12, 2015, the Company borrowed \$ 8,000,000 from Banco de Servicios y Transacciones for a term of 60 days.

**Principal:** \$ 8,000,000.

**Interest:** Principal accrues interest at a nominal annual rate of 33.50%, payable monthly.

**Repayment:** Interest will be paid monthly as from the loan agreement execution date. Principal will be repaid in 1 (one) instalment, maturing on October 11, 2015.

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Notes to the special financial statements (Cont'd)

**NOTE 17: LOANS (Cont'd)**

**a.4) Loan from Banco de Servicios y Transacciones (Cont'd)**

On October 13, November 9 and December 9, the Company agreed with the banking institution a change in the original maturity date, which was extended to January 8, 2016.

At December 31, 2015 the debt amounted to \$ 8,176,000.

**a.5) Loan from Banco Provincia de Buenos Aires**

On October 20, 2014, the Company borrowed \$ 4,000,000 from Banco de la Provincia de Buenos Aires for a term of 24 months.

**Principal:** \$ 4,000,000.

**Interest:** Principal accrues interest at a nominal annual rate of 26.89%, payable monthly.

**Repayment:** Interest will be paid monthly as from the loan agreement execution date. Principal will be repaid in 24 (twenty four) monthly installments as from November 20, 2014, maturing on October 20, 2016.

At December 31, 2015, the debt amounted to \$ 1,679,946, and at the date of these financial statements, the principal amount due was \$ 1,333,333.

**a.6) Loan from Banco Industrial**

On June 5, 2015, the Company borrowed \$ 2,000,000 from Banco Industrial for a term of 8 months.

**Principal:** \$ 2,000,000.

**Interest:** BADCOR rate plus margin of 5.5%

**Repayment:** Interest will be paid monthly as from the loan agreement execution date. Principal will be repaid in 8 (eight) monthly installments as from June 22, 2015, maturing on January 22, 2016.

At December 31, 2015, the debt amounted to \$ 305,880, and at the date of these financial statements, the debt was repaid in full.

**a.7) Negotiable obligations**

To improve the financial profile of the company, on August 8, 2014 CTR obtained, through Resolution 17413 of the CNV, authorization for: (i) incorporation of CTR to the public offering system; and (ii) creation of a global program to issue simple (non-convertible) negotiable obligations for a total nominal value outstanding of USD 50,000,000 (fifty million US dollars) or its equivalent in other currencies, in one or more classes or series.

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Notes to the special financial statements (Cont'd)

**NOTE 17: LOANS (Cont'd)**

***a.7) Negotiable obligations (Cont'd)***

**Class I Negotiable Obligations:**

The Company issued Class I Negotiable Obligations in the amount and under the conditions described below:

**Principal:** nominal value: \$ 80,000,000 (eighty million pesos)

**Interest private banks:** BADLAR rate plus 5.5%

Interest of Class I ON will be paid on a quarterly basis, on arrears, on the following dates: (i) February 7, 2015; (ii) May 7, 2015; (iii) August 7, 2015; (iv) November 7, 2015; (v) February 7, 2016; (vi) May 7, 2016; (vii) August 7, 2016, and; (viii) November 7, 2016.

**Repayment:** The principal of Class I ON will be repaid in three installments, equivalent to 33%, 33% and 34%, respectively, of the nominal value of Class I Negotiable Obligations, on the following dates: (i) May 07, 2016; (ii) August 07, 2016, and; (iii) November 07, 2016.

Maturity date of Class I ON: November 07, 2016

At the date of issue of these financial statements, principal amount due under this class was \$ 80,000,000.

**Class II Negotiable Obligations:**

On November 17, 2015 the Company issued class II ON. Class II ON were considered a productive investment within the scope of subsection k) of section 35.8.1 of the General Rules of the Insurance Activity (SSN Resolution 21523/1992), pursuant to communication No. 4841 of the National Insurance Superintendency dated November 6, 2015.

**Principal:** nominal value: \$ 270,000,000 (two hundred and seventy million)

**Interest:** private banks BADLAR rate plus 2%

**Repayment:**

Repayment: The principal of ON will be amortized in ten (10) consecutive instalments payable on a quarterly basis, equivalent to 10% of the nominal value of the negotiable obligations on August 17, 2018, November 17, 2018, February 17, 2019, May 17, 2019, August 17, 2019, November 17, 2019, February 17, 2020, May 17, 2020, August 17, 2020 and November 17, 2020. At the date of issue of these financial statements, principal amount due under this class was \$ 270,000,000.

At December 31, 2015 the total debt for both classes of ON amounted to 358,787,755.

***a.8) Loan from Banco Provincia de Buenos Aires II***

On August 5, 2015, the Company borrowed \$ 1,300,000 from Banco de la Provincia de Buenos Aires for a term of 12 months.

**Principal:** \$ 1,300,000.

**Interest:** private banks BADLAR rate plus 7%

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Notes to the special financial statements (Cont'd)

**NOTE 17: LOANS (Cont'd)**

**a.8) Loan from Banco Provincia de Buenos Aires (Cont'd)**

**Repayment:** Interest will be paid monthly as from the loan agreement execution date. Principal will be repaid in 1 (one) instalment, maturing on July 14, 2016.

At December 31, 2015, the principal due amounted to \$ 1,316,614, and at the date of these financial statements, the principal due amounted to \$ 1,300,000.

**a.9) Syndicated loan from Banco Hipotecario and Banco de Inversión y Comercio Exterior**

On September 29, 2015 the Company took out a syndicated loan with Banco Hipotecario (lead arranger and lender) and Banco de Inversión y Comercio Exterior S.A. (lender) for a total of \$ 40,000,000 and a term of 48 months.

**Principal:** \$ 40,000,000

**Interest:** there are two tranches: Tranche A (\$ 20 million from Banco Hipotecario) = BADCOR + 6.25%, and Tranche B (\$ 20 million from Banco de Inversión y Comercio Exterior) = BADLAR + 6.25%

**Repayment:** Interest will be paid monthly as from the loan agreement execution date. Principal will be repaid in 48 (forty-eight) monthly installments as from October 29, 2015, maturing on October 29, 2019.

At December 31, 2015, the debt amounted to \$ 36,853,085, net of transaction costs pending amortization of \$ 717,188, and at the date of these financial statements, the principal amount due was \$ 35,833,333.

The Company requested to Banco Hipotecario, as lead arranger, lender and administrative agent, and the Banco de Inversión y Comercio Exterior S.A. the granting of a waiver of compliance with certain commitments assumed by the Company. Specifically, a waiver was requested of the leverage ratio set in clause 8.19 of the loan agreement and the limitations assumed when incurring the new financial debt that the Company assumed under clause 8.22.

Since at the date of issue of these financial statements, the Company had not received a formal acceptance of the waiver, the total debt under the syndicated loan is disclosed under current liabilities. The Company is negotiating with the banks involved to regularize this situation in the first quarter of 2016.

**a.10) Loan from Banco Chubut**

On October 21, 2015, the Company borrowed \$ 5,000,000 from Banco Chubut for a term of 7 months.

**Principal:** \$ 5,000,000.

**Interest:** Principal accrues interest at a nominal annual rate of 31.87%, payable monthly.

**Repayment:** Interest will be paid monthly as from the loan agreement execution date. Principal will be repaid in 7 (seven) instalments, maturing on May 21, 2016.

At December 31, 2015, the principal due amounted to \$ 3,690,884, and at the date of these financial statements, the principal due amounted to \$ 2,223,102.

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Notes to the special financial statements (Cont'd)

**NOTE 17: LOANS (Cont'd)**

**a.11) Additional information**

The due dates of Company loans and their exposure to interest rates are as follow:

	<u>12.31.15</u>	<u>12.31.14</u>	<u>12.31.13</u>
<b>Fixed rate</b>			
Less than 1 year	7,527,762	27,318,362	1,408,696
Between 1 and 2 years	-	3,968,343	5,038,350
Between 2 and 3 years	-	-	3,586,379
After 3 years	-	-	16,161,673
	<u>7,527,762</u>	<u>31,286,705</u>	<u>26,195,098</u>
<b>Variable rate</b>			
Less than 1 year	193,262,235	76,643,465	59,405,202
Between 1 and 2 years	96,500,790	163,537,887	72,716,130
Between 2 and 3 years	132,577,521	58,252,341	91,464,244
After 3 years	244,284,633	-	46,042,299
	<u>666,625,179</u>	<u>298,433,693</u>	<u>269,627,875</u>
	<u>674,152,941</u>	<u>329,720,398</u>	<u>295,822,973</u>

Company loans are denominated in the following currencies:

	<u>12.31.15</u>	<u>12.31.14</u>	<u>12.31.13</u>
Argentine pesos	419,927,714	104,637,481	94,926,700
US dollars	254,225,227	225,082,917	200,896,273
	<u>674,152,941</u>	<u>329,720,398</u>	<u>295,822,973</u>

Changes in loans during the fiscal year ended December 31, 2015, 2014 and 2013 were as follow:

	<u>12.31.15</u>	<u>12.31.14</u>	<u>12.31.13</u>
Loans at beginning of year	329,720,398	295,822,973	244,664,741
Loans received	326,830,632	103,374,755	10,000,000
Loans paid	(71,135,107)	(131,084,063)	(18,537,745)
Accrued interest	62,245,860	53,501,007	52,305,106
Interest paid	(56,749,720)	(57,171,444)	(47,214,932)
Exchange difference	90,574,657	66,653,072	55,075,730
Bank overdrafts	(2,862,301)	6,406,798	-
Capitalized expenses/present values	(4,471,478)	(7,782,700)	(469,927)
<b>Loans at year end</b>	<u>674,152,941</u>	<u>329,720,398</u>	<u>295,822,973</u>

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**NOTE 18: SALARIES AND SOCIAL SECURITY CHARGES**

	<u>12.31.15</u>	<u>12.31.14</u>	<u>12.31.13</u>
<u>Current</u>			
Social security charges	565,544	497,668	163,247
Provision for vacation pay	622,957	60,791	59,002
	<u>1,188,501</u>	<u>558,459</u>	<u>222,249</u>

**NOTE 19: TAX PAYABLES**

	<u>12.31.15</u>	<u>12.31.14</u>	<u>12.31.13</u>
<u>Non-Current</u>			
Payment plan	-	243,102	-
	<u>-</u>	<u>243,102</u>	<u>-</u>
<u>Current</u>			
Minimum notional income tax provision, net of prepayment	2,359,100	1,308,086	872,150
Income tax withholdings to be deposited	1,413,908	918,231	189,934
Turnover tax	881,495	740,912	778,827
Payment plan	326,368	349,000	-
Sundry tax payables	-	14,942	28,582
	<u>4,980,871</u>	<u>3,331,171</u>	<u>1,869,493</u>
	<u>4,980,871</u>	<u>3,574,273</u>	<u>1,869,493</u>

**NOTE 20: INCOME TAX - DEFERRED TAX**

The analysis of deferred tax assets and liabilities is as follows:

	<u>12.31.15</u>	<u>12.31.14</u>	<u>12.31.13</u>
Deferred tax assets:			
Deferred tax assets to be recovered in more than 12 months	38,130,246	27,391,118	28,073,615
	<u>38,130,246</u>	<u>27,391,118</u>	<u>28,073,615</u>
Deferred tax liabilities:			
Deferred tax liabilities payable in more than 12 months	(142,921,157)	(73,685,696)	(14,542,851)
	<u>(142,921,157)</u>	<u>(73,685,696)</u>	<u>(14,542,851)</u>
Deferred tax (liabilities), net	<u>(104,790,911)</u>	<u>(46,294,578)</u>	<u>13,530,764</u>

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**NOTE 20: INCOME TAX - DEFERRED TAX (Cont'd)**

The gross transactions recorded in the deferred tax account are as follows:

	12.31.15	12.31.14	12.31.13
Balances at beginning of year	(46,294,578)	13,530,764	(21,190)
Charge to income statement	14,357,871	15,669,726	13,551,954
Charge to equity for revaluation	(72,854,204)	(75,495,068)	-
<b>Balance at year end</b>	<b>(104,790,911)</b>	<b>(46,294,578)</b>	<b>13,530,764</b>

The income tax charge calculated under the deferred tax method corresponds to the following breakdown:

Items	Balances at 12.31.2014	Movements for the year	Balances at 12.31.2015
	\$		
Deferred tax - Asset (Liability)			
Tax losses	36,675,179	17,954,056	54,629,235
Property, plant and equipment	(11,454,099)	5,287,349	(6,166,750)
Other receivables	-	(259,856)	(259,856)
Financial debts	3,979,410	(8,623,678)	(4,644,268)
<b>Total</b>	<b>29,200,490</b>	<b>14,357,871</b>	<b>43,558,361</b>

The reconciliation of the deferred income tax charge for the year resulting from the application of the tax rate corresponding to the accounting profit/loss (effective rate test) is the following:

	12.31.2015	12.31.2014	12.31.2013
	\$		
Net (loss) for the year before taxes	(41,876,379)	(44,387,953)	(35,926,368)
Current tax rate	35%	35%	35%
Profit/Loss for the year before taxes at the tax rate	14,656,732	15,535,783	12,574,228
Permanent differences at the tax rate:			
Non-deductible expenses and other expenses	(111,637)	(16,849)	(27,948)
Variation of the previous tax loss as per the final tax return	(187,224)	150,792	1,005,674
<b>Total income tax (charge) / refund accounted for</b>	<b>14,357,871</b>	<b>15,669,726</b>	<b>13,551,954</b>
Deferred tax for the year	14,357,871	15,669,726	13,551,954
<b>Total income tax charge accounted for - Profit</b>	<b>14,357,871</b>	<b>15,669,726</b>	<b>13,551,954</b>

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Armando R. Losón  
President

**Central Térmica Roca S.A.**  
Notes to the special financial statements (Cont'd)

**NOTE 20: INCOME TAX - DEFERRED TAX (Cont'd)**

The accumulated tax losses recorded by the Company that are pending use at December 31, 2015 and may be offset against the taxable income for the year ended on that date are as follows:

Year	\$	Year of expiration
Tax losses for the year (2011)	2,239,822	2016
Tax losses for the year (2012)	35,575,592	2017
Tax losses for the year (2013)	29,746,645	2018
Tax losses for the year (2014)	37,224,166	2019
Tax losses for the year (2015)	51,832,225	2020
<b>Total accumulated tax losses at December 31, 2015</b>	<b>156,618,450</b>	

**NOTE 21: SALES REVENUE**

	12.31.15	12.31.14	12.31.13
Electric energy sales - Resolution No. 220	284,222,811	230,541,952	172,146,028
Electric energy sales - forward market	24,098	49,177	242,532
	<b>284,246,909</b>	<b>230,591,129</b>	<b>172,388,560</b>

**NOTE 22: COST OF SALES**

	12.31.15	12.31.14	12.31.13
Cost of gas and gasoil consumption at the plant	(97,038,218)	(83,170,203)	(71,641,839)
Salaries and wages	(10,983,424)	(7,808,048)	(5,422,305)
Professional fees	(57,155)	(402,163)	(140,724)
Maintenance services	(10,821,633)	(4,518,733)	(1,389,692)
Depreciation of property, plant and equipment	(25,400,083)	(18,362,087)	(9,055,415)
Security guard and porter	(1,397,098)	(942,453)	(673,421)
Travel and per diem	(598,199)	(435,595)	(375,942)
Leases	(10,470)	-	(1,400)
Insurance	(2,928,828)	(3,262,701)	(1,777,175)
Communication expenses	(214,796)	(13,983)	(10,179)
Snacks and cleaning	(656,574)	(479,605)	(383,794)
Taxes and rates	(1,614,903)	(935,554)	-
Sundry	(1,838,687)	(853,628)	(773,350)
	<b>(153,560,068)</b>	<b>(121,184,753)</b>	<b>(91,645,236)</b>

**NOTE 23: SELLING EXPENSES**

	12.31.15	12.31.14	12.31.13
Advertising	(56,564)	(55,000)	(111,310)
Taxes, rates and contributions	(8,055,526)	(6,544,734)	(4,873,481)
	<b>(8,112,090)</b>	<b>(6,599,734)</b>	<b>(4,984,791)</b>

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Armando R. Losón  
President

## Central Térmica Roca S.A.

Notes to the special financial statements (Cont'd)

### NOTE 24: ADMINISTRATIVE EXPENSES

	<b>12.31.15</b>	<b>12.31.14</b>	<b>12.31.13</b>
Fees and compensation for services	(3,874,990)	(1,525,019)	(1,281,177)
Salaries and social security contributions	(3,045,641)	(1,738,703)	(737,821)
Taxes, rates and contributions	(6,950)	(376,600)	(346,970)
Leases	(24,000)	(14,834)	(6,000)
Per diem, travel and representation expenses	(56,357)	(1,018,687)	(376,200)
Communication expenses	(127,438)	(13,983)	(10,179)
Sundry	(687,264)	(1,001,847)	(90,774)
	<b>(7,822,640)</b>	<b>(5,689,673)</b>	<b>(2,849,121)</b>

### NOTE 25: FINANCIAL RESULTS

	<b>12.31.15</b>	<b>12.31.14</b>	<b>12.31.13</b>
<u>Financial income</u>			
Commercial interest	2,353,072	1,406,795	1,201,967
<b>Total financial income</b>	<b>2,353,072</b>	<b>1,406,795</b>	<b>1,201,967</b>
<u>Financial expenses</u>			
Loan interest	(62,245,860)	(53,501,007)	(52,305,106)
Tax interest	(176,241)	(84,170)	(1,479,328)
Bank expenses and commissions	(1,713,969)	(1,519,451)	(805,012)
<b>Total financial expenses</b>	<b>(64,136,070)</b>	<b>(55,104,628)</b>	<b>(54,589,446)</b>
<u>Other financial results</u>			
Exchange differences, net	(89,945,512)	(69,849,427)	(50,468,645)
Changes in the fair value of financial instruments	6,846,822	(8,798,421)	-
Other financial results	(11,746,802)	(9,159,241)	(4,979,655)
<b>Total other financial results</b>	<b>(94,845,492)</b>	<b>(87,807,089)</b>	<b>(55,448,300)</b>
<b>Total financial results, net</b>	<b>(156,628,490)</b>	<b>(141,504,922)</b>	<b>(108,835,779)</b>

### NOTE 26: EARNINGS PER SHARE

#### *Basic*

The basic earnings per share are calculated by dividing the income attributable to the holders of the Company's equity instruments by the weighted average number of ordinary shares outstanding during the fiscal year.

	<b>12.31.15</b>	<b>12.31.14</b>	<b>12.31.13</b>
Loss for the year	(27,518,508)	(28,718,227)	(22,374,413)
Weighted average of outstanding ordinary shares	73,070,470	73,070,470	73,070,470
<b>Basic and diluted loss per share</b>	<b>(0.3766)</b>	<b>(0.3930)</b>	<b>(0.3062)</b>

There are no differences between the calculation of the basic earnings per share and the diluted earnings per share.

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Armando R. Losón  
President

**Central Térmica Roca S.A.**  
Notes to the special financial statements (Cont'd)

**NOTE 27: TRANSACTIONS AND BALANCES BETWEEN RELATED PARTIES**

a) *Purchase of gas*

<b>Other related parties:</b>	<b>12.31.15</b>	<b>12.31.14</b>	<b>12.31.13</b>
RGA (*)	(100,375,031)	(108,514,116)	(117,708,749)
	<b>(100,375,031)</b>	<b>(108,514,116)</b>	<b>(117,708,749)</b>

(\*) It corresponds to the purchase of gas, part of which are assigned to CAMMESA, in the framework of the Procedure for the Dispatch of Natural Gas for electricity generation.

b) *Flights*

<b>Other related parties:</b>			
AJSA	(2,056,008)	(1,016,910)	(376,200)
	<b>(2,056,008)</b>	<b>(1,016,910)</b>	<b>(376,200)</b>

c) *Services received*

<b>Other related parties:</b>			
RGA – Leases	(24,000)	(19,000)	(9,166)
BDD – Purchase of wines	(1,964)	(14,126)	(5,460)
RGA – Administrative services	(1,673,116)	(839,434)	-
GMSA – Expense reimbursement	(1,977,937)	(1,267,477)	-
GMSA – Administrative services	(1,500,000)	-	-
RGA – Expense reimbursement	(4,960)	(52,972)	(2,774)
	<b>(5,181,977)</b>	<b>(2,193,009)</b>	<b>(17,400)</b>

d) *Interest paid*

<b>Other related parties:</b>			
RGA	(9,690,795)	(860,976)	-
	<b>(9,690,795)</b>	<b>(860,976)</b>	<b>-</b>

e) *Remuneration of key managerial staff.*

The senior management includes directors (executive and non-executive). Their fees at December 31, 2015 and December 31, 2014 amounted to \$ 2,237,521 and \$ 1,357,161, respectively.

	<b>12.31.15</b>	<b>12.31.14</b>	<b>12.31.13</b>
Salaries	2,237,521	1,357,161	923,843
	<b>2,237,521</b>	<b>1,357,161</b>	<b>923,843</b>

f) *Balances at the date of the statements of financial position*

<b>Other current receivables with other related parties</b>	<b>12.31.15</b>	<b>12.31.14</b>	<b>12.31.13</b>
AISA (Note 33)	4,593,872	-	-
	<b>4,593,872</b>	<b>-</b>	<b>-</b>
<b>Current trade payables with other related parties</b>			
RGA	23,569,071	48,925,523	46,956,341
GMSA	1,500,000	1,463,176	4,878
GRISA (Note 34)	33,237,849	-	-
AJSA	687,982	5,592	-
	<b>58,994,902</b>	<b>50,394,291</b>	<b>46,961,219</b>

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President

**Central Térmica Roca S.A.**  
Notes to the special financial statements (Cont'd)

**NOTE 27: TRANSACTIONS AND BALANCES BETWEEN RELATED PARTIES (Cont'd)**

f) *Balances at the date of the statements of financial position (Cont'd)*

<u>Other current financial debts with other related parties</u>	<u>12.31.15</u>	<u>12.31.14</u>	<u>12.31.13</u>
Calistey S.A.	-	16,243,207	16,243,207
	<u>-</u>	<u>16,243,207</u>	<u>16,243,207</u>
 <u>Other current debts with other related parties</u>			
RGA	9,400,000	-	-
	<u>9,400,000</u>	<u>-</u>	<u>-</u>
 <u>Other non-current financial debts with other related parties</u>			
Related company – Calistey S.A.	-	-	16,161,673
	<u>-</u>	<u>-</u>	<u>16,161,673</u>
 <u>Other current financial debts with other related parties</u>			
Related company – Calistey S.A.	-	16,243,207	-
	<u>-</u>	<u>16,243,207</u>	<u>-</u>

**NOTE 28: WORKING CAPITAL**

At December 31, 2015, the Company has a surplus working capital of \$ 55,161,592 (calculated as current assets less current liabilities). At December 31, 2014, it amounted to \$ 32,659,554.

It should be noted that EBITDA at December 31, 2015 amounted to \$ 140,152,194, 21% above the value that the Company reached in December 2014, which shows compliance with the objectives and efficiency of the transactions carried out by the Company.

**NOTE 29: RESTRICTED ASSETS AND OTHER COMMITMENTS**

As provided for in the loan offers mentioned in Note 17, on January 13, 2012 a trust agreement was entered into between CTR, AISA, Tefu S.A., ICBC S.A. (formerly, Standard Bank Argentina S.A), Credit Suisse A.G. London Branch and Banco de Servicios y Transacciones S.A., and the latter bank was designated as Trustee.

Under the trust agreement, CTR assigned the ownership rights over its assets and the assets that will be added to the power plant in the future. The parties leave evidence that the assigned assets exclusively and specifically include all the assets that in view of their nature qualify as property, plant and equipment. Additionally, the ownership rights over the real property and all its appurtenances at the contract date have been assigned, including those that will be replaced or added to the real property in the future.

Further, to secure compliance with all of the obligations assumed under the loan agreements, CTR has assigned to the Trustee, and to the benefit of the Creditors-Beneficiaries, all the rights to collect and receive the sums of money or payments in kind for any guarantee, indemnification, insurance, lien, bond insurance, suretyship, repair fund, security interest or any fine, interest, compensation, or right to collect for the sale of energy.

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**Central Térmica Roca S.A.**  
Notes to the special financial statements (Cont'd)

**NOTE 29: RESTRICTED ASSETS AND OTHER COMMITMENTS (Cont'd)**

The purpose of the trust agreement is to secure proper compliance with the obligations, it being understood as such the obligations assumed by CTR with the Creditors-Beneficiaries under the loan agreements, the Trustee under the trust agreement, the sureties under the suretyships released in favor of CTR and with AISA and Tefu S.A. under the Share Pledge Offer.

The credits and assets held in trust at December 31, 2015, 2014 and 2013 are the following:

	<b>12.31.15</b>	<b>12.31.14</b>	<b>12.31.13</b>
<b>Assets held in trust</b>			
Property, plant and equipment	<u>785,565,264</u>	<u>461,701,521</u>	<u>246,694,511</u>
<b>Total</b>	<u><b>785,565,264</b></u>	<u><b>461,701,521</b></u>	<u><b>246,694,511</b></u>

If the Company does not fulfill its obligations, the trustee will withhold in the guarantee accounts the amount that needs to be paid to the beneficiaries on the following settlement day, which includes the principal installment and/or compensatory interest applicable under the relevant contract.

**NOTE 30: SEGMENT REPORTING**

The information on operating segments is presented in accordance with the internal information furnished to the chief operating decision maker (CODM). The Board of Directors of the Company has been identified as the highest authority in decision-making, responsible for allocating resources and assessing the performance of the operating segments.

Management has determined the operating segment based on reports reviewed by the Board of Directors and used for strategic decision making.

The Board of Directors considers the business as having a single segment, the generation and sale of electricity.

The information used by the Board of Directors for decision-making is based primarily on operating indicators of the business. Considering that the adjustments between the prior accounting standards and IFRS refer to non-operating items, such information is not substantially affected by the application of the new standards.

**NOTE 31: PENALTY IMPOSED BY CAMMESA**

In January 2014, the Company received a penalty from CAMMESA (Compañía Administradora del Mercado Mayorista Eléctrico S.A.) for approximately \$ 10 million, for not having available power, under the commitment assumed by the Company.

On February 27, 2014, the Company submitted to CAMMESA a note making reference to the application of penalties as stipulated in the Offer for the Commitment to Power Availability and Supply in the WEM, pursuant to Energy Secretariat Resolution 220/2007, as a result of the malfunction on January 13, 2014 of a transformer in one of the phases of the ROCATG1 machine generation system.

The Company has requested a forgiveness of those penalties, inasmuch as the incident that caused the malfunction was clearly due to a totally unexpected act of God (Section 514 of the Civil Code), the effects of which could not be avoided in spite of the efforts made to solve it.

The general norm (Section 513 of the Civil Code) is applicable in these circumstances, which releases from liability for noncompliance with obligations, when such noncompliance is caused by an act of God or force majeure event, the malfunction of the transformer in this case.

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President

**Central Térmica Roca S.A.**  
Notes to the special financial statements (Cont'd)

**NOTE 31: PENALTY IMPOSED BY CAMMESA (Cont'd)**

In relation to the presentation made by the Company, CAMMESA sent on May 26, 2014 to the Undersecretariat of Energy a note requesting that the service outage associated with the event described above be considered as a force majeure event or an act of God, so as not to impose the penalties stipulated in the respective Offer for the Commitment to Power Availability and Supply in the WEM, accepted by Energy Secretariat Note No. 316/2012.

The legal counsel for the Company have reported that there are sufficient legal arguments to consider that the request for a forgiveness of the penalties filed by the Company to CAMMESA will be sustained. At the date of issue of these financial statements, the Company has not set up any provisions for this item.

**NOTE 32: STORAGE OF DOCUMENTATION**

On August 14, 2014, the CNV issued General Resolution No. 629 that introduces amendments to its regulations involving storage and preservation of corporate books, accounting records and business documents. The Company keeps and preserves its corporate books, accounting records and relevant business documents at its principal place of business located at Av. L.N. Alem 855, 14th floor - City of Buenos Aires.

Furthermore, it is informed that the Company sent its working papers and non-sensitive information for fiscal years not yet statute-barred to its storage services supplier:

Company - Location

Iron Mountain Argentina S.A. - Av. Amancio Alcorta 2482, City of Buenos Aires

Iron Mountain Argentina S.A. San Miguel de Tucumán 601, Spegazzini, Ezeiza, Province of Buenos Aires

In addition, it is hereby stated that a detail of the documents stored and the documents referred to in article 5 a.3) of Section I, Chapter V, Title II of the RULES (NT 2013 as amended).

**NOTE 33: ASSIGNMENT OF IMPORT DUTIES**

On January 23, 2012, CTR requested that the Undersecretariat for Coordination and Management Control, under the authority of the Ministry of Federal Planning, Public Investment and Services, exempt it from payment of the import duties, statistical charge and destination verification rate for the import from GE of the compressor and turbine rotor and the nozzles used in the completion of the project for the repair and commissioning of the power plant.

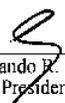
For these items, the Company paid to the Customs Service the amount of \$ 4,593,872, equivalent to USD 1,035,837, at the exchange rate in effect at the moment of the registration of the goods with the Argentine Customs (April and May 2012).

On January 16, 2015, the Company was notified of Resolution No. 1718 dated December 30, 2014, adopted by the Ministry of Federal Planning, Public Investment and Services, which sustained the request for this benefit.

On July 24, 2015 a petition for refund was filed seeking the reimbursement of the amounts timely paid.

On October 28, 2015 the Company's Board approved the assignment of import duties for \$ 4,593,872 in favor of AISA.

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**Central Térmica Roca S.A.**  
Notes to the special financial statements (Cont'd)

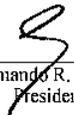
**NOTE 34: PURCHASE OFFER - SALE OF SPARE PARTS TO GENERACION RIOJANA S.A.**

On June 26, the Company entered into an agreement with GRISA whereby it would purchase spare parts and components to carry out the tasks required for the cycle closure of the Power Plant. The amount of the transaction amounted to USD 8,030,407. Purchase is to be paid in two instalments: one due November 30, 2015 of USD 3,269,560 and the second due on January 31, 2017 of USD 4,760,847.

At the date of these financial statements, the debt amounts to \$ 33,237,849, disclosed under current trade payables.

This investment confirms the policy of Grupo Albanesi to continue investing in the energy market, thus increasing the generation capacity and, in consequence, improving the Company's operating results.

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Armando R. Losón  
President



## INDEPENDENT AUDITORS' REPORT

To the President and Directors of  
Central Térmica Roca S.A.  
Legal address: Leandro N. Alem 855 14th floor  
Autonomous City of Buenos Aires  
Tax Code No. 33-71194489-9

### Report on the financial statements

We have audited the accompanying financial statements of Central Térmica Roca S.A. ("the Company"), including the statement of financial position at December 31, 2015, 2014 and 2013, the statements of comprehensive income, of changes in equity and cash flows for each of the three years then ended, as well as a summary of the most significant accounting policies and other explanatory information.

### Board of Directors' responsibility

The Board of Directors of the Company is responsible for the preparation and presentation of the financial statements under International Financing Reporting Standards (IFRS), which were adopted by the Argentine Federation of Professional Councils in Economic Sciences (FACPCE) as professional accounting standards and incorporated into the regulations of the National Securities Commission (CNV), as approved by the International Accounting Standards Board (IASB). Further, the Board of Directors is responsible for the existence of adequate internal control to prepare financial statements free of any material misstatements due to error or irregularities.

### Auditors' responsibility

Our responsibility is to express an opinion on the attached financial statements, based on our audit. We performed our audit in accordance with International Standards on Auditing (ISAs). These standards were adopted as review standard in Argentina through Technical Pronouncement No. 32 of the FACPCE (Argentine Federation of Professional Councils in Economic Sciences), as approved by the International Auditing and Assurance Standards Board (IAASB) and they require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and other information disclosed in the financial statements. The selected procedures depend on the auditor's judgment, which includes assessing the risk of the financial statements containing material errors due to fraud or involuntary errors.

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When performing this risk assessment, the auditor must consider the internal control system relevant to the fair preparation and presentation of the financial statements of the Company in order to design the audit procedures that are appropriate in the circumstances, but not with the purpose of expressing an opinion on the effectiveness of the Company's internal controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant estimates made by the Company's management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### **Opinion**

In our opinion, the financial statements mentioned in the first paragraph present fairly, in all material respects, the financial position of Central Térmica Roca S.A. at December 31, 2015, 2014 and 2013, its comprehensive income and cash flows for each of the three years then ended, in conformity with International Financial Reporting Standards.

### **Report on compliance with current regulations**

In accordance with current regulations, we report that, in connection with Central Térmica Roca S.A.:

- a) the financial statements of Central Térmica Roca S.A. are transcribed into the "Inventory and Balance Sheet" book and as regards those matters that are within our competence, they are in compliance with the provisions of the General Companies Law and pertinent resolutions of the National Securities Commission;
- b) the financial statements of Central Térmica Roca S.A. arise from accounting records kept in all formal respects in conformity with legal regulations, which maintain the security and integrity conditions on the basis of which they were authorized by the National Securities Commission;
- c) we have read the summary of activity, on which, as regards those matters that are within our competence, we have no observations to make;
- d) we have read the additional information of the notes to the financial statements required by section 12, Chapter III, Title IV of the rules of the National Securities Commission and insofar as concerns our field of competence, we have no observations to make;
- e) at December 31, 2015 the debt accrued by Central Térmica Roca S.A. in favor of the Argentine Integrated Social Security System according to the Company's accounting records amounted to \$ 410,067, none of which was claimable at that date.
- f) as required by section 21, subsection e), Chapter III, Part IV, Title II of the rules issued by the National Securities Commission, we report that total fees for auditing and related services billed to the Company during the fiscal year ended December 31, 2015 account for:

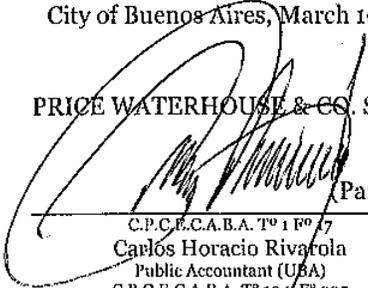


- e.1) 72 % of the total fees for services billed to the Company for all items during that fiscal year;
- e.2) 14 % of the total fees for services for auditing and related services billed to the Company, its parent companies, subsidiaries and related companies during that year;
- e.3) 8 % of the total fees for services billed to the Company, its parent companies, subsidiaries and related companies for all items during that year;

g) we have applied the anti-money laundering and financing of terrorism procedures for Central Térmica Roca S.A., prescribed by professional standards issued by the Professional Council of Economic Sciences for the Autonomous City of Buenos Aires.

City of Buenos Aires, March 10, 2016

PRICE WATERHOUSE & CO. S.R.L.



(Partner)

C.P.C.E.C.A.B.A. Tº 1 Fº 17  
Carlos Horacio Rivarola  
Public Accountant (UBA)  
C.P.C.E.C.A.B.A. Tº 124 Fº 225