



PRESS RELEASE

8 March, 2016, Kyiv, Ukraine

MHP S.A.

ANNOUNCES RESULTS OF ITS CONSENT SOLICITATION

(a *société anonyme* organised and incorporated under Luxembourg law, with registered office at 5, rue Guillaume Kroll, L-1882 Luxembourg and registered with the Luxembourg Register of Commerce and Companies under number B 116.838)

Results of Solicitation of Consents to amend the Indenture dated as of April 2, 2013 in relation to the outstanding U.S.\$750,000,000 8.25% Notes due 2020 issued by MHP S.A.

(Regulation S Notes: Common Code 078395044/ ISIN USL6366MAC75/ CUSIP L6366MAC7
Rule 144A Notes: Common Code 078395079/ ISIN US55302TAC99/ CUSIP 55302TAC9)

THIS ANNOUNCEMENT IS NOT FOR DISTRIBUTION TO ANY PERSON LOCATED OR RESIDENT IN ANY JURISDICTION WHERE IT IS UNLAWFUL TO DISTRIBUTE THIS ANNOUNCEMENT.

MHP S.A. (the “**Company**”) today announces the results of its consent solicitation (the “**Consent Solicitation**”) to seek the consent of holders (the “**Holders**”) of the outstanding U.S.\$750,000,000 8.25% Notes due 2020 issued by the Company (Regulation S Notes: Common Code 078395044/ ISIN USL6366MAC75/ CUSIP L6366MAC7; Rule 144A Notes: Common Code 078395079/ ISIN US55302TAC99/ CUSIP 55302TAC9) (the “**Notes**”) pursuant to an indenture dated as of April 2, 2013, between the Company, Citibank, N.A., London Branch, as trustee, transfer agent, paying agent and exchange agent, Citigroup Global Markets Deutschland AG, as registrar and Citibank, N.A., London Branch as note security agent (the “**Indenture**”) to certain proposed amendments (the “**Amendments**”) to the Indenture and the Notes (such solicitation, as may be amended from time to time, the “**Consent Solicitation**”).

The Consent Solicitation and the Amendments were announced on February 29, 2016, and were made on the terms and subject to the conditions contained in the Consent Solicitation Memorandum prepared by the Company dated February 29, 2016 (the “**Consent Solicitation Memorandum**”). Capitalised terms used but not otherwise defined in this announcement have the meanings given in the Consent Solicitation Memorandum.

The Company now announces that the Requisite Consents of the Holders to implement the Amendments were obtained before the Consent Expiration Date and therefore the Effective Time occurred at 5:00 p.m. New York City time on March 7, 2016. The Amendments will be implemented by way of execution of the Supplemental Indenture on March 8, 2016, but shall not become effective until the Consent Settlement Date.

The Consent Payments will be paid by the Company on the Consent Settlement Date which will take place March 9, 2016. The obligation of the Company to pay the Consent Payment will be discharged by depositing with DTC the amount of cash necessary to pay the Consent Payment in respect of all Consents validly received and not revoked on or prior to the Consent Expiration Date.

The Notes in relation to which Consents were delivered pursuant to the Consent Solicitation will be unblocked as soon as practicable as described in the Consent Solicitation Memorandum, but no later than three business days after the Consent Expiration Date.

For further information please contact:

Anastasiya Sobotyuk (Kyiv)

Kyiv: +38 044 207 00 70
a.sobotyuk@mhp.com.ua