

# ANNUAL ACCOUNTS OF AKZO NOBEL SWEDEN FINANCE AB (publ) AND CONSOLIDATED ACCOUNTS OF THE GROUP 2015

Akzo Nobel Sweden Finance AB (publ)
Company identification number 556768-4062
January 1, 2015 – December 31, 2015

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# 1. Administration report

### Scope and type of operations

### General

Akzo Nobel Sweden Finance AB (publ) (the Company) was incorporated as a public limited liability company under the laws of the Kingdom of Sweden on October 30, 2008, with registration number 556768-4062. It is domiciled in the Kingdom of Sweden. The registered office of the Company is at c/o Akzo Nobel Pulp and Performance Chemicals AB, SE-445 80 Bohus, Sweden and the telephone number of its registered office is +46 31 58 70 00.

We have prepared the financial statements of the Company and the consolidated accounts of the Group in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union. The consolidated financial statements include the accounts of the Company and its subsidiaries. Subsidiaries are companies over which the Company has directly and/or indirectly the power to control the financial and operating policies so as to obtain benefits, hereafter referred to as the Group.

The Company has a Board of Directors consisting of six members. The Board of Directors is responsible for managing the business of the Company in accordance with Swedish law and the Company's Articles of Association. The Board of Directors also represents the Company in its dealings with third parties and in court.

The members of the Board of Directors of the Company, their functions and their principal activities outside the Company and its subsidiaries, where these are significant, are as follows:

Name	Principal activities
Remko van de Peppel, Chairman	Global manager, global finance
Gijsberth de Ruiter	Director Finance - Business unit Pulp and Performance Chemicals
Jacq Derckx	Director Specialist Accounting & Governance - Akzo Nobel N.V.
Anita Lindqvist	Director Human Resources - Sweden
Anna-Lena Palm	Employee representative, Product Specialist
Rolf Eriksson	Employee representative, Property Technician Infrastructure
Esbjörn Boman	Deputy employee representative
Dennis Ljunggren	Deputy employee representative

The Managing Director of the Company is Bjarne Kristiansson.

None of the members of the Board of Directors have any potential conflict of interests between duties to the Company or AkzoNobel N.V. ("the Guarantor"), and their private interests or other duties.

### Objective

The object of the company's business is to carry on the business of a finance company, including lending, borrowing and the issuing of guarantees; directly or indirectly to own and manage movable and immovable property; and any other activities compatible therewith, as well as to provide administrative and other corporate services to companies in which the company directly or indirectly owns shares and carry on any other activities compatible therewith. The company shall, however, not carry on such business as is subject to regulatory authorization in accordance with the Swedish Act (2004:297) on Banking Business and Financing Operations.

### **Business review**

The Company was incorporated on October 30, 2008, with Akzo Nobel N.V. (Parent Company and Guarantor) being the sole shareholder. On July 27, 2012, a bond loan with a nominal amount of €750 million bond loan was issued by the Company, at a 2.625 percent coupon rate. The €750 million bond matures on July 27, 2022.

Interest on the bond is payable annually in arrears. The bond is listed on the Luxemburg stock exchange. The Parent Company has fully guaranteed the Company's completion of its payment obligations which follow from the bond terms.

In 2008, the Company entered into a contract ("Cross-Guarantee") giving the creditors of the Company a guarantee from the Parent Company of completion of the payment obligations in accordance with the bonds' contractual terms. The contract also involves the Company taking the correspondent obligation to complete the Parent Company's payment obligations in accordance with certain bond programs and external credit arrangements amounting to €1.750 million on December 31, 2015 (on December 31, 2014: €2.396 million). The purpose of this Cross-Guarantee is to ensure that creditors in respect of the debt guaranteed by the Cross-Guarantee are placed in a substantially equivalent structural position to the holders of bonds issued by the Company.

The Parent Company has undertaken to make a capital contribution in order to ensure that the equity of the Company will at all times amount to at least the registered share capital.

From January 1, 2013, the Company has expanded its business and now also includes administrative and corporate services for the Swedish companies within the areas of Human Resource, Legal, Intellectual Property, Communication and HSE.

# Significant events during and after the financial year 2015 General development

Revenue decreased compared to the previous year as a result of divestments, adverse currency effects and a negative price/mix effect. Total revenue amounted to €1.601 million (€1.626 million). The volume development in Europe has been flat.

Operating profit amounted to €146 million compared to €101 million in 2014. Margins have improved in most areas as a result of lower raw material and energy prices. The strong focus on cost control and operating efficiency continues. Production cost has decreased in 2015 as a result of more efficient processes. General administration cost has increased mainly as a result of higher allocated cost to the Swedish units

In 2014, the company repaid a €825 million, 7.75 percent, bond loan. The repayment was financed by a €750 million, 2.625 percent, bond loan issued in 2012 and additional capital injections made in 2013. This refinancing of the Group has substantially decreased the financial expenses of the Group to €24 million (2014 €32 million). Earnings after tax amounted to €96 million (2014 €48).

### Acquisitions/divestments

Specialty Chemicals concluded the sale of its Paper Chemicals portfolio in 2015. The business was part of Pulp and Performance Chemicals. For the units in Sweden this mainly affected transfer of inventory and assets at customer sites. The subsidiary in Indonesia was divested as a part of this transaction. The divestment of paper chemicals resulted in an incidental gain of €32 million for the Swedish group.

In 2015, the closure of the coatings operations in Gamleby was finalized. In connection with this, the business has been transferred to another unit at an estimated market value. This has resulted in an incidental profit of €21 MEUR for the Swedish group. In connection with these divestment projects expenses for restructuring have been incurred or provided for and in 2015 the result of the group included cost of €8 million related to these projects.

AkzoNobel decided to transfer its European business for personal care to the Swedish group during the year.

Within Decorative Paints businesses have been acquired to strengthen local market positions.

### Incidental items

In total an €9 million loss was related to incidental items in 2015 (2014: €42 million loss). This included a positive result on divestment for paper chemicals and customer lists of €53 million. The main incidental cost was related to restructuring measures and provisions for legal claims.

### Significant events after the financial year

Akzo Nobel N.V. announced that the company on April 1, 2016 has launched a €500 million bond at attractive terms, with a ten-year maturity, at a coupon of 1.125 percent. This also affects Akzo Nobel Sweden Finance AB (publ) through the cross-guarantee between the companies.

From 2016, the common service activities within Akzo Nobel are organized in a separate company. The majority of the staff in the company has therefore been transferred.

### Ownership

The Company is a wholly-owned subsidiary of the Parent Company, which is a public limited liability company (Naamloze Vennootschap) incorporated in the Netherlands, with registered office at Christiaan Neefestraat 2, 1070 AS Amsterdam (telephone number +31 88 969 7555).

Since the Group is an integrated part of the AkzoNobel Group there is no separate management for units in the Group. Management and control is carried out through the organizational structure in the AkzoNobel Group, therefore the same operational reporting structure is used. The AkzoNobel Group is organized in three segments:

- Decorative Paints
- Performance Coatings
- Specialty Chemicals

### Governance and compliance

The Group is an integrated part of the AkzoNobel Group, therefore the corporate governance structure is used.

### **Audit Committee**

The Audit Committee consists of three members from the Board of Directors; Remko van de Peppel, Jacq Derckx and Gijsberth de Ruiter, and is chaired by Remko van de Peppel. Discussions regularly focus on financial statements, internal and external control procedures, risk management, internal auditing reports, planning, tax and the external auditor's performance and independence. The Audit Committee also discussed topics including:

- Compliance within the Group
- · Environmental and legal liabilities
- Treasury

### Corporate governance statement

The Company is a public limited liability company established under the laws of Sweden. The Board of Directors is responsible for managing and supervision of the business of the Company. Our corporate governance structure is based on the requirements of the Swedish Company's Act, the Company's Articles of Association and the rules and regulations applicable to companies listed on the Luxembourg stock exchange, complemented by several internal procedures. These procedures include a risk management and control system, as well as a system of assurance of compliance with laws and regulations.

The Board of Directors is of the opinion that the Company's corporate governance structure is the most appropriate for the Company at this point in time.

### **Board of Directors**

The Board of Directors is entrusted with the management of the Company. Among other responsibilities, the members of the Board establish the policies and manage the Company's day-to-day operations.

The members of the Board of Directors are appointed to, and removed from, office by the Annual General Meeting of shareholders.

### Remuneration

No remuneration has been paid to the members of the Board of Directors or to the Managing Director.

### Risk management and (financial) reporting

Internal risk management and control systems are in place. We have strict procedures for internal and disclosure controls and auditor independence. The Audit Committee monitors the procedures established by the Company to ensure adequate and timely disclosure of material financial and non-financial information. A separate internal control function is operational to secure compliance with the Company's internal control requirements. The AkzoNobel Group wide internal control self-assessment was strengthened and aligned with a number of other internal representation and compliance processes.

### **Auditors**

The external auditor is appointed by the Company at the Annual General Meeting of shareholders. The appointment is for the time until the end of the next annual shareholders' meeting. The Audit Committee and the Board of Directors annually evaluate their dealings with the external auditor and discuss the auditor's independence.

### Inside information and insider trading, Code of Conduct, Code of Financial Ethics and complaints procedure

Members of the Board of Directors are subject to the AkzoNobel Group Code on Insider Trading, which limits their opportunities to trade in the Parent Company – and in certain circumstances – other Company shares. The AkzoNobel Group Code on Insider Trading states that carrying out transactions in the Parent Company securities – as well as securities other than the Parent Company's securities – is prohibited if the person concerned has inside information regarding such securities. Furthermore, the Compliance Officer may determine that Board of Directors and certain designated employees may not carry out transactions in the Parent Company securities, or other securities, both during and outside a closed period.

A comprehensive Code of Conduct, followed by officers and employees committed to individual and corporate integrity, is one of the critical foundations of good corporate governance. AkzoNobel Group's Code of Conduct, which incorporates our business principles, sets out the Company's position.

We have established several procedures to arrange for company-wide dissemination of the Code of Conduct and training. We have also established procedures to monitor compliance with the code in general, and certain of its provisions in particular, and to provide for its enforcement.

### Information about risks and uncertainties

The Board of Directors is responsible for the internal control and the management of risks within the Company and for the assessment of the effectiveness of these control systems. Such control systems were set up in cooperation with the Parent Company to identify and subsequently manage the credit and interest rate risks, which could endanger the realization of the objectives of the Company.

Our activities expose us to a variety of financial risks: market risk (including: currency risk, fair value interest rate risk and price risk), credit risk and liquidity risk. Our overall risk management program seeks to identify, assess, and – if necessary – mitigate these financial risks in order to minimize potential adverse effects on our financial performance. Our risk mitigating activities include the use of derivative financial instruments to hedge certain risk exposures.

As a subsidiary to Akzo Nobel N.V. the Company has adopted the risk management system of the Parent Company. The Board of Management of the Parent Company is ultimately responsible for risk management. Day-to-day risk management activities are carried out by a central treasury department (Corporate Treasury) in line with clearly identified and formalized corporate policies and in line with the Treasury Statute. Corporate Treasury identifies, evaluates and hedges financial risks at a corporate level, and monitors compliance with the corporate policies approved by the Parent Company, except for commodity risks, which are subject to identification, evaluation and hedging at business unit level rather than at corporate level. For further descriptions of financial risks, see note 28.

### Environmental information which is important to assess the Company's financial position and results of operations

The Company is confronted with substantial costs arising out of environmental laws and regulations, which include obligations to eliminate or limit the effects on the environment of the disposal or release of certain wastes or substances at various sites. Proceedings involving environmental matters, such as the alleged discharge of chemicals or waste materials into the air, water, or soil, are pending against companies in the Group. It is our policy to accrue and charge against earnings environmental clean-up costs when it is probable that a liability has materialized and an amount is reasonably estimable. These accruals are reviewed periodically and adjusted, if necessary, as assessments and clean-ups proceed and additional information becomes available. Environmental liabilities can change substantially due to the emergence of additional information on the nature or extent of the contamination, the necessity of employing particular methods of remediation, actions by governmental agencies or private parties, or other factors. Cash expenditures often lag behind the period in which an accrual is recorded by a number of years.

The sites at Skoghall and Bohus are contaminated with mercury from previous chlor-alkali production. Mercury emissions are associated with those past activities. In Skoghall, the responsibility for the contamination of different operators at the site, past and present, is

currently being investigated by the Country Administrative Board. The provision made is based on the information available at the time being. All contaminated buildings at the Skoghall site were demolished during 2014.

### Statement of the Board of Directors on the financial statements and the management report

The Company has prepared this report in accordance with the Swedish Annual Accounts Act (1995:1554), the Swedish Financial Reporting Board's recommendation RFR 2 Accounting for legal entities and in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union (EU). RFR 2 means that the Company in its Annual Report shall comply with all IFRS and pronouncements adopted by the EU as far as possible within the boundaries of the Swedish Accounts Act, Tryggandelagen (TrL) and with consideration to the connection between accounting and taxation. The recommendation specifies which exceptions from and additions to IFRS should be made. However, the Company has not had to use any exceptions from IFRS.

To the best of our knowledge:

- 1. The financial statements in this report give a true and fair view of our assets and liabilities, and financial position at December 31, 2015, and of the result for the period January 1 to December 31, 2015.
- 2. The Business Review in this report includes a fair review of the development, performance and position of the Company and the Group, and describes the principal risks and uncertainties the Company and the Group faces.

### Outlook

The net result of the Group improved significantly in 2015. The current trade surpluses in chemicals in Europe are expected to continue, particularly in the chemical sectors relevant to AkzoNobel. 2016 is still expected to be a challenging year. No significant improvement is anticipated in Europe, particularly in the Buildings and Infrastructure segment. Deflationary pressures continue and currency tailwinds are moderating.

### Proposal for the appropriation of profits

### The Group

The Group's equity amounts to €-60,517 thousand, of which €95,708 thousand are the profit of the year.

### The Company

The following profits are available for appropriation at the Annual General Meeting (in € thousands):

Profit brought forward from previous years	-86,434
Capital injection	341,127
Profit for the year	104,308
	359,001
The Board and Managing Director propose that	
85 thousand per share is distributed to the owners	85,000
the following be carried forward	274,001
	359,001

### Proposal for the treatment of the profit

The financial situation of the group improved in 2015 as a result of improved operating efficiency, a favorable financing structure and divestments of units and assets. The proposed dividend of €85 thousand per share is a result of this improvement.

We recommend that this report for 2015 is adopted at the coming Annual General Meeting. In accordance with § 11 p. 7 in the Articles of Association, we recommend the Annual General Meeting to adopt the report, and to allocate the profit of the Company in accordance with the proposal and to discharge the members of the Board from liability.

Please refer to the following income statements, balance sheets and additional information regarding the Company's and the Group's profits and financial position in general. All amounts are in thousands of euro unless otherwise indicated.

# 2. THE GROUP INCOME STATEMENT

THE GROUP INCOME STATEMENT thousands €	Note	January 1, 2015 December 31, 2015	January 1, 2014 December 31, 2014
Revenue	1, 2	1,601,311	1,626,261
Cost of goods sold	,	-1,169,738	-1,233,451
Gross profit		431,573	392,810
Selling expenses		-129,912	-128,376
Administrative expenses		-118,879	-93,466
Research and development costs		-35,201	-36,716
Other operating expenses		-2,014	-32,900
Other operating income	3, 4, 5, 6	145,567	101,352
Result from financial items			
Other interest income and similar profit/loss items		233	366
Interest expense and similar profit/loss items		-22,347	-26,771
Interest expense to group companies and other		-2,035	-5,578
Interest income / expense	8	-24,149	-31,983
Profit/ loss after financial items		121,418	69,369
Tax on profit for the year	9	-25,710	-20,883
NET PROFIT/ LOSS FOR THE YEAR		95,708	48,486
ATTRIBUTABLE TO:			
Shareholders of the company		95,695	48,162
Non-controlling interests		13	324
		95,708	48,486
STATEMENT OF COMPREHENSIVE INCOME		January 4, 0045	I 4 0044
thousands €		January 1, 2015	January 1, 2014 December 31, 2014
Net profit/loss for the period		December 31, 2015 95,708	48,486
Items that will never be reclassified to profit or lo	220	33,100	40,400
Actuarial gains/losses		10,095	-9,002
Taxes related actuarial gains/losses		-2,282	1,905
Items that are or may be reclassified to profit or l	oss	, -	,
Exchange differences arising on translation of foreign		8,987	-38,296
Cash flow hedges	•	-13,095	6,154
Taxes related to comprehensive income		2,881	-1,354
Comprehensive income for the period		102,294	7,893
Comprehensive income attributable to:			
Shareholders of the company		102,144	7,353
Non-controlling interests		150	540
Comprehensive income for the period		102,294	7,893

# 3. THE GROUP BALANCE SHEET

THE GROUP BALANCE SHEET thousands €	Note	December 31, 2015	December 31, 2014
ASSETS			
Fixed assets			
Intangible assets			
Goodwill	10	61,179	58,679
Other intangible assets	11	98,041	40,553
		159,220	99,232
Tangible assets			
Land and buildings	12	48,406	49,713
Plant and machinery	13	165,794	176,986
Constructions in progress and advance payments for tangible			
assets	14	56,675	30,432
		270,875	257,131
Financial assets			
Participations in associated companies	16	117	117
Loans to partners or other closely related parties		25,776	745
Other long-term receivables	17	12,812	5,176
Deferred tax assets	9	0	306
		38,705	6,344
Total fixed assets		468,800	362,707
Current assets			
Inventories	18	150,121	150,068
Current receivables			
Accounts receivable trade	19	153,730	170,745
Receivables on other AkzoNobel units		84,099	54,304
Other receivables		14,533	29,218
Prepaid expenses and accrued income		3,478	3,054
Current tax assets		1,425	11,813
		257,265	269,134
Cash and bank balances	21	296,457	254,934
Total current assets		703,843	674,136
	*******************************	1,172,643	

THE GROUP BALANCE SHEET thousands €	Note	December 31, 2015	December 31, 2014
EQUITY AND LIABILITIES			
Equity			
Share capital, 1000 shares		52	52
Capital contribution		341,127	341,127
Reserves		115,613	113,999
Result carried forward		-518,674	-621,812
Total equity related to majority owned interests		-61,882	-166,634
Non-controlling interests		1,365	2,429
Total equity		-60,517	-164,205
Long-term liabilities			
Bond loans	23	742,225	741,178
Long-term portion of provisions	22	59,856	66,936
Liabilities to group companies		0	16,076
Other long-term liabilities		1,645	1,780
Deferred tax liabilities	9	24,808	24,401
		828,534	850,371
Current liabilities			
Accounts payable - trade		156,578	162,713
Current portion of provisions	22	72,665	29,196
Liabilities to group companies		49,417	45,829
Current tax liability		6,657	0
Other liabilities	24	103,305	97,899
Accrued expenses and deferred income	25	16,003	15,040
		404,625	350,677
TOTAL EQUITY AND LIABILITIES		1,172,642	1,036,843
MEMORANDUM ITEMS		31 december 2015	December 31, 2014
Pledged assets	26	70,000	70,000
Contingent liabilities	27	1,750,000	2,396,000

# 4. THE GROUP CHANGE IN EQUITY

### THE GROUP CHANGE IN EQUITY

thousands €

					Other			
		Additional	Cash flow		reserves and		Non-	
	Share	paid in	hedge	Translation	undistributed	Shareholders'	controlling	
The Group	capital	capital	reserve	reserve	profits	equity	interests	Total equity
Amount brought forward January 1, 2014	52	341,127	9,441	145,275	-669,974	-174,079	5,113	-168,966
Net profit/loss for the year					48,162	48,162	324	48,486
Reclassification into the statement of income			13,506			13,506		13,506
Other comprehensive income			-7,352	-38,512	-9,002	-54,866	216	-54,650
Tax on other comprehensive income			-1,354		1,905	551		551
Total comprehensive income	0	0	4,800	-38,512	41,065	7,353	540	7,893
Reversal of share base payments					1,310	1,310		1,310
Capital contribution / dividend						0	-4,442	-4,442
Non-controlling interests of equity					-1,218	-1,218	1,218	0
Amount carried forward December 31, 2014	52	341,127	14,241	106,763	-628,817	-166,634	2,429	-164,205

					Other			
		Additional	Cash flow		reserves and		Non-	
	Share	paid in	hedge	Translation	undistributed	Shareholders'	controlling	
The Group	capital	capital	reserve	reserve	profits	equity	interests	Total equity
Amount brought forward January 1, 2015	52	341,127	14,241	106,763	-628,817	-166,634	2,429	-164,205
Net profit/loss for the year					95,695	95,695	13	95,708
Reclassification into the statement of income			17,774			17,774		17,774
Other comprehensive income			-30,869	8,849	10,095	-11,925	137	-11,788
Tax on other comprehensive income			2,881		-2,282	599		599
Total comprehensive income	0	0	-10,214	8,849	103,508	102,143	150	102,293
Reversal of share base payments					1,395	1,395		1,395
Capital contribution / dividend						0		0
Non-controlling interests of equity					1,213	1,213	-1,213	0
Amount carried forward December 31, 2015	52	341,127	4,027	115,612	-522,701	-61,883	1,366	-60,517

The Company's issued share capital is €52,000 divided into 1,000 shares with a quota value of €52 each. Other paid in capital comprises shareholders' contribution totaling €341 million.

The Group uses energy forwards to secure the price level of electricity in the coming 3 to 5 years. The unrealized change in fair value of these contracts is reported as a change in other comprehensive income in accordance with the rules for cash flow hedge accounting as included in IAS 39. At December 31, 2015, energy forwards with a fair value of €27.8 million (December 31, 2014: €14.1 million), was included in the Group's equity.

The functional currency of most companies in the Group is the Swedish krona and therefore the movement in the Swedish krona/euro exchange rate affects the Company's equity.

# 5. THE GROUP CASH FLOW STATEMENT

THE GROUP CASH FLOW STATEMENT	January 1, 2015 December 31, 2015	January 1, 2014 December 31, 2014
thousands €		
Operating activities		
Operating profit/ loss	145,567	101,352
Adjustments for items excluded from cash flow statement, etc.	61,156	74,283
•	206,723	175,635
Interest paid	-20,050	-83,650
Income taxes paid	-7,398	-2,365
Cash flow from operating activities before changes		
in working capital	179,275	89,620
Cash flow from changes in working capital		
Decrease/increase in inventories	-432	-5,689
Decrease/increase in accounts receivables	-59,270	-15,627
Decrease/increase in accounts payable	50,275	26,319
Decrease/increase in other receivables and liabilities	2,690	6,016
Cash flow from operating activities	172,538	100,639
In constitution and trials and		
Investing activities Divestments	43,466	0
Acquisitions	-69,148	-8,714
Purchase of tangible assets	-58,687	-6,714 -40,910
Disposal of tangible assets	1,919	2,239
Purchase of intangible assets	-3,912	-4,268
Investments/redemption of long-term receivables	-3,912 -7,167	-4,200 -412
Cash flow from investing activities	-93,529	-52,065
Financing activities		
Increase in internal loans	-35,990	564,233
Increase/decrease in external loans	794	-822,868
Dividends paid	0	-4,442
Cash flow from financing activities	-35,196	-263,077
Net change in cash and cash equivalents	43,813	-214,503
Cash and cash equivalents beginning of the year	254,934	484,355
Exchange rate difference in cash and cash equivalents	-2,290	-14,918
Cash and cash equivalents end of the year	296,457	254,934
ADJUSTMENTS FOR ITEMS EXCLUDED FROM CASH FLOW STATEMENT		
ADJUST MENTO FOR THEMS EXCEUDED TROM CASTIT EOW STATEMENT		
	January 1, 2015	January 1, 2014
	December 31, 2015	December 31, 2014
Depreciations	47,218	54,663
Impairments / reversal of impairment	-137	393
Fair value of FX contracts	-3,830	2,821
Change in provisions	35,702	-1,810
Result on divestment	-33,798	8,714
Amortization intangible assets	16,001	9,502
Total adjustments for items excluded from cash flow statement	61,156	74,283

# 6. THE COMPANY INCOME STATEMENT

THE COMPANY INCOME STATEMENT	Note	January 1, 2015 December 31, 2015	January 1, 2014 December 31, 2014
thousands €			
Cost recharges to other group companies		9,264	10,858
Gross profit/ loss		9,264	10,858
Administrative expenses		-8,747	-11,050
Other operating income		1,261	77
Other operating expenses		-317	-65
Operating profit/ loss		1,461	-180
Result from financial investments			
Result from participations in group companies	7	35,885	-11,115
Interest expense and similar profit/loss items		-20,761	-26,453
Guarantee fee bond loan		-1,901	-2,084
Interest income and expense, group companies		-7	149
Profit/ loss after financial items	8	14,677	-39,683
Appropriations	7	108,991	74,479
Tax on profit for the year	9	-19,360	-12,448
NET PROFIT/ LOSS FOR THE YEAR		104,308	22,348

# 7. THE COMPANY BALANCE SHEET

THE COMPANY BALANCE SHEET thousands €	Note	December 31, 2015	December 31, 2014
ASSETS			
Fixed assets			
Tangible assets			
Property, plant and equipment	1900	11 11	15 15
Financial assets			
Participations in group companies	15	957,024	945,904
Other long-term receivables		0	5
	-	957,024	945,909
Total fixed assets		957,035	945,924
Current assets			
Current receivables			
Accounts receivable-trade		0	37
Receivables from group companies		178,587	171,876
Other receivables		195 6	18 9
Prepaid expenses and accrued income			
		178,788	171,940
Cash and bank balances	21	65,343	229
Total current assets		244,131	172,169
TOTAL ASSETS		1,201,166	1,118,093

THE COMPANY BALANCE SHEET thousands €	Note	December 31, 2015	December 31, 2014
EQUITY AND LIABILITIES			
Equity			
Restricted equity			
Share capital, 1000 shares		52	52
	ess.	52	52
Non-restricted equity			
Capital contribution		341,127	341,127
Profit or loss brought forward		-86,434	-108,781
Profit/loss for the year		104,308	22,348
	econ.	359,001	254,694
Total equity		359,053	254,746
Long-term borrowings			
Bond loans	23	742,225	741,178
	exec.	742,225	741,178
Current liabilities			
Accounts payable - trade		348	346
Liabilities to group companies		69,506	109,394
Current tax liability	9	18,366	1,090
Current part of provisions		0	94
Other liabilities		2,721	2,298
Accrued expenses and deferred income	25	8,947	8,947
	6000	99,888	122,169
TOTAL EQUITY AND LIABILITIES		1,201,166	1,118,093
MEMORANDUM ITEMS		December 31, 2015	December 31, 2014

359,054

# 8. THE COMPANY CHANGE IN EQUITY

Amount carried forward December 31, 2015

The Company	Share capital	Capital contribution	Profit brought forward	Profit/ loss for the year	Total equity
Amount brought forward January 1, 2014	52	341,127	-57,330	-51,451	232,398
Appropriation of profits as resolved by the annual general meeting			-51,451	51,451	0
Capital contribution  Net profit/ loss for the year				22,348	0 22,348
Amount carried forward December 31, 2014	52	341,127	-108,781	22,348	254,746
	Share	Capital	Profit brought	Profit/ loss	
The Company	capital	contribution	forward	for the year	Total equity
Amount brought forward January 1, 2015	52	341,127	-108,781	22,348	254,746
Appropriation of profits as resolved by the annual					
general meeting			22,348	-22,348	0
Capital contribution					0
Net profit/ loss for the year				104,308	104,308

The company's issued share capital is €52 thousand divided into 1,000 shares with a quota value of €52 each (SEK 500). Other paid in capital comprises shareholders contributions totaling €341 million.

341,127

-86,433

104,308

52

Group contributions between companies in the tax group are reported in the income statement as an appropriation.

# 9. THE COMPANY CASH FLOW STATEMENT

THE COMPANY CASH FLOW STATEMENT	January 1, 2015 December 31, 2015	January 1, 2014 December 31, 2014
thousands €	December 31, 2013	December 31, 2014
Operating activities		
Operating profit/ loss	1,461	-180
Depreciations added back	4	
	1,465	-180
Interest paid	-21,588	-84,627
Income taxes paid	-2,134	0
Cash flow from operating activities before changes		
in working capital	-22,257	-84,807
Cash flow from changes in working capital	400	405
Decrease/increase in receivables Decrease/increase in payables	-166 25	195
Cash flow from operating activities	-22,398	1,693 <b>-82,919</b>
Investing activities		
Investing activities Investments/redemption of long-term receivables		546,000
Cash flow from investing activities	0	546,000
Financing activities		
Increase/decrease in external loans	1,047	-824,950
Increase/decrease in internal loans	-12,784	12,660
Shares and participations in Group companies	99,249	92,443
Cash flow from financing activities	87,512	-719,847
Net change in cash and cash equivalents	65,114	-256,766
Cash and cash equivalents beginning of the year	229	256,995
Cash and cash equivalents end of the year	65,343	229

# 10. ADDITIONAL INFORMATION

### **Accounting principles**

The Company has prepared the consolidated financial statements in accordance with the Swedish Annual Accounts Act (1995:1554), the Swedish Financial Reporting Board's recommendation RFR 2 Accounting for legal entities and in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union (EU).

RFR 2 means that the Company in its Annual Report shall comply with all IFRS and pronouncements adopted by the EU as far as possible within the boundaries of the Swedish Accounts Act, Tryggandelagen (TrL) and with consideration to the connection between accounting and taxation. The recommendation specifies which exceptions from and additions to IFRS should be made. However, the Company has not had to use any exceptions from IFRS.

The following valuation and recalculation principles are applied to the annual accounts:

### Consolidated accounts

The income statements and balance sheets of the Group include all of the companies of which the Company owns more than half of the voting shares either directly or indirectly, as well as companies in which the Group influences the decision making in other manners and is entitled to a more significant portion of the earnings.

The consolidated accounts are prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union (EU). All corporate acquisitions are accounted for using the acquisition method.

Untaxed reserves in the individual Group companies are separated on the consolidated balance sheet into a capital portion and a tax portion.

Non-controlling interests in equity and related results are presented separately. Transactions between consolidated companies and intercompany balances within the Group are eliminated. Accounting policies, as set out below, have been applied consistently for all periods presented in these consolidated financial statements and by all subsidiaries.

### Use of estimates

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

### Impairment of intangible assets and property, plant and equipment

We assess whether the carrying values of intangible assets and of property, plant and equipment are recoverable. In this assessment, we make significant judgments and estimates to determine if the future cash flows expected to be generated by those assets are less than their carrying value. The data necessary for the impairment tests are based on our strategic plans and our estimates of future cash flows, which require estimating revenue growth rates and profit margins. The estimated cash flows are discounted using a net present value technique with business-specific discount rates.

### Accounting for income tax

As part of the process of preparing consolidated financial statements, we estimate income tax in each of the jurisdictions in which we operate. This process involves estimating actual current tax expense and temporary differences between carrying amounts of assets and liabilities for tax and financial reporting purposes. Temporary differences result in deferred tax assets and liabilities, which are included in the consolidated balance sheet. We assess the likelihood that deferred tax assets will be recovered from future taxable income.

### **Provisions**

By their nature, provisions and contingent liabilities are dependent upon estimates and assessments as to whether the criteria for recognition have been met, including estimates of the probability of cash outflows. Estimates related to provisions for environmental matters are based on the nature and seriousness of the contamination, as well as on the technology required for clean-up. The provisions for legal cases are based on an estimate of the costs, fines, and civil damages, taking into account legal advice and the current facts and circumstances. Provisions for termination benefits and exit costs also involve management's judgment in estimating the expected cash outflows for severance payments and site closure or other exit costs.

### Accounting for pensions and other post-retirement benefits

Post-retirement benefits represent obligations that will be settled in the future and require assumptions to project obligations and fair values of plan assets. The accounting requires us to make assumptions regarding variables such as discount rate, rate of compensation increase, return on assets and mortality rates. Periodically, we consult with external actuaries regarding these assumptions. Changes in key assumptions can have a significant impact on the projected benefit obligations, funding requirements and periodic costs incurred.

### Statement of cash flows

We have used the indirect method to prepare the statement of cash flows. Cash flows in foreign currencies have been translated at transaction rates. Exchange rate differences affecting cash items are presented separately in the statement of cash flows. Receipts and payments with respect to income tax are included in cash from operating activities. Interest payments are included in cash from operating activities, while interest receipts are included in cash from investing activities. The costs of acquisition of subsidiaries, associates and joint ventures, and other investments, as long as paid in cash, are included in cash from investing activities. Acquisitions or divestments of subsidiaries are presented net of cash and cash equivalents acquired or disposed of, respectively. Acquisitions of non-controlling interests are reported in cash from financing activities. Cash flows from derivatives are recognized in the statement of cash flows in the same category as those of the hedged items.

# Operating segments

The Group uses the same operational structure as the AkzoNobel Group. Therefore, we determine and present operating segments (Business Areas) on the information that internally is provided to the AkzoNobel's Executive Committee. A Business Area is a component that engages in business activities from which it may earn revenue and incur expenses, including revenue and expenses that relate to transactions with other Business Areas within the Company. Operating results of a Business Area have been reviewed regularly by the Executive Committee to make decisions about resources to be allocated to the Business Area and assess its performance, and for which discrete financial information is available. Business Area results reported to the Executive Committee include items directly attributable to a Business Area as well as those items that can be allocated on a reasonable basis.

The relevant segments for the 2015 report are Specialty Chemicals, Performance Coatings and Decorative Paints.

Since its incorporation the sole activities of the Company is the placement of bond loans, therefore segment reporting is not applicable for the Company, neither based on products and services nor on geographical areas in which the Company operates. As from 2013, the Company also provides services for other Group companies in the areas of human resources, legal services, intellectual property, etc.

### Functional and presentation currency

These Financial Statements are presented in euro, which is the Company's functional currency. All financial information presented in euro has been rounded to the nearest thousand unless otherwise stated.

Transactions in foreign currencies are translated into the functional currency using the foreign exchange rate at transaction date. Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency using the exchange rates at the balance sheet date. Resulting foreign currency differences are included in the income statement. Non-monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at acquisition date. The assets and liabilities of entities with other functional currencies are translated into the functional currency of the Company, using the exchange rates at the balance sheet date. Foreign exchange differences resulting from translation into the functional currency of investments in subsidiaries and of intercompany loans of a permanent nature with other functional currencies are recorded as a separate component (cumulative translation reserves) within other comprehensive income. These cumulative translation adjustments are reclassified to the income statement (either fully or partly) upon disposal or liquidation of a foreign subsidiary to which the investment or the intercompany loan with a permanent native relates to.

Exchange rate effects on group contributions as an effect of the difference between the exchange rate per balance date and the exchange rate per payment date are booked directly to equity together with the underlying group contribution.

### Revenue recognition

Revenue is defined as the revenue from the sale and delivery of goods and services and royalty income, net of rebates, discounts and similar allowances, and net of sales tax. Revenue is recognized when the significant risks and rewards have been transferred to a third party, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably and there is no continuing management involvement with the goods. For revenue from sales of goods these conditions are generally met at the time the product is shipped and delivered to the customer, depending on the delivery conditions. Service revenue is generally recognized as services are rendered.

### Pensions and other post-retirement benefits

Contributions to defined contribution plans are recognized in the income statement as incurred. Most of our defined benefit pension plans are funded with plan assets that have been segregated in a trust or foundation. Valuations of both funded and unfunded plans are carried out by independent actuaries based on the projected unit credit method. Pension costs primarily represent the increase in the actuarial present value of the obligation for projected pension benefits based on employee service during the year and the interest on this obligation with respect to employee service in previous years, net of the expected return on plan assets.

Actuarial gains and losses that arise in calculating our obligation with reference to a plan are recognized in other comprehensive income. When the benefits of a plan improve, the portion of the increased benefits related to past service by employees is recognized as an expense in the income statement immediately. We recognize gains and losses on the curtailment or settlement of a defined benefit plan when the curtailment or settlement occurs. The gain or loss on curtailment comprises any resulting change in the fair value of plan assets and change in the present value of defined benefit obligation and any related actuarial gains and losses and past service cost that had not previously been recognized.

### Income tax

As part of the process of preparing consolidated financial statements, we estimate income tax in each of the jurisdictions in which we operate. This process involves estimating actual current tax expense and temporary differences between carrying amounts of assets and liabilities for tax and financial reporting purposes. Temporary differences result in deferred tax assets and liabilities, which are included in the consolidated balance sheet. We assess the likelihood that deferred tax assets will be recovered from future taxable income.

Income tax expense comprises both current and deferred tax, including effects of changes in tax rates. Income tax is recognized in the income statement, unless it relates to items recognized in other comprehensive income. In the balance sheet, current tax includes the expected tax payable and receivable on the taxable income for the year, using tax rates enacted or substantially enacted at reporting date, as well as any adjustments to tax payable and receivable with respect to previous years. Current tax assets and liabilities have been offset in cases where there is a legally enforceable right to set off current tax assets against current tax liabilities and when the intention exists to settle on a net basis or to realize the assets and liabilities simultaneously.

Deferred tax is recognized using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting and the amount used for taxation purposes. A deferred tax asset is recognized for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilized.

We do not recognize deferred tax for the following temporary differences: the initial recognition of goodwill; the initial recognition of assets or liabilities that affect neither accounting nor taxable profit; nor differences related to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future.

The income tax consequences of dividends are recognized when a liability to pay the dividend is recognized. Deferred tax assets are offset only when there is a legally enforceable right to offset tax assets against tax liabilities and when the deferred tax assets and liabilities relate to the same tax authority. Measurement of deferred tax assets and liabilities is based upon the enacted or substantially enacted tax rates expected to apply to taxable income in the years in which temporary differences are expected to be reversed. Non-refundable dividend tax is taken into account in the determination of deferred tax liabilities to the extent of earnings expected to be

distributed by subsidiaries in the foreseeable future. If separate tax rates exist for distributed and undistributed profit, the current and deferred taxes are measured at the tax rate applicable to undistributed profit. Deferred tax is not discounted.

### Intangible assets

Intangible assets are valued at cost less accumulated amortization and impairment charges. All intangibles assets are tested for impairment whenever there is an indication that the intangible asset may be impaired. In addition, intangible assets with an indefinite useful life, such as goodwill and certain brands, are not amortized, but tested for impairment annually. In cases where the carrying value of the intangibles exceeds the recoverable amount, an impairment charge is recognized in the income statement.

Goodwill in a business combination represents the excess of the consideration paid over the net fair value of the acquired identifiable assets, liabilities and contingent liabilities. The cost of an acquisition is measured as the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the date of exchange. If the cost of an acquisition is less than the fair value of the net assets of the subsidiary acquired, the difference is recognized directly in the income statement. Goodwill related to an investment in associates and joint ventures is included in the carrying value of that investment.

Intangible assets with a finite useful life, such as certain licenses, know-how and brands, customer relationships and intellectual property rights, are capitalized at historical cost and amortized on a straight-line basis over the estimated useful life, which generally ranges from 10 to 40 years. Development costs are capitalized if the costs can be measured reliably, the product or process is technically and commercially feasible and sufficient future economic benefits will be generated, and we have sufficient resources to complete the development. The expenditures capitalized, include the cost of materials, direct labor and overhead costs that are directly attributable to preparing the asset for its intended use. Capitalized development costs are amortized on a straight-line basis over the estimated useful life, which generally is up to five years. Amortization methods, useful lives and residual values are reassessed annually.

### Property, plant and equipment

Property, plant and equipment are valued at cost less accumulated depreciation and impairment charges. Costs include expenditures that are directly attributable to the acquisition of the asset, including financing expenses of capital investment projects under construction. Government grants to compensate for the cost of an asset are deducted from the cost of the related asset.

Depreciation is calculated using the straight-line method, based on the estimated useful life. In the majority of cases the useful life of plant equipment and machinery is ten years, and for buildings ranges from 20 to 30 years. Land is not depreciated. In the majority of cases residual value is assumed to be insignificant. Depreciation methods, useful lives and residual values are reassessed annually.

Parts of property, plant and equipment that have different useful lives are accounted for as separate items of property, plant and equipment. Cost of major maintenance activities is capitalized as a separate component of property, plant and equipment, and depreciated over the estimated useful life. Maintenance costs which cannot be separately defined as a component of property, plant and equipment are expensed in the period in which they occur. Gains and losses on the sale of property, plant and equipment are included in the statement of income.

### Impairment of intangible assets and property, plant and equipment

We assess whether the carrying values of intangible assets and of property, plant and equipment are recoverable. In this assessment, we make significant judgments and estimates to determine if the future cash flows expected to be generated by those assets are less than their carrying value. The data necessary for the impairment tests are based on our strategic plans and our estimates of future cash flows, which require estimating revenue growth rates and profit margins. The estimated cash flows are discounted using a net present value technique with business-specific discount rates.

If any indication of impairment exists, the asset's recoverable amount is estimated. An impairment loss is recognized whenever the carrying amount of an asset exceeds its recoverable amount. Impairment losses are recognized in the income statement.

### Leases

Lease contracts in which we have substantially all the risks and rewards of ownership are classified as finance leases. Upon initial recognition, the leased asset is measured at the lower of its fair value and the present value of minimum lease payments. Subsequent to initial recognition, the asset is accounted for in accordance with the accounting policy applicable to the asset. Minimum lease payments made under finance leases are apportioned between the financing expenses and the reduction of the outstanding liability. The financing expenses are recognized as interest over the lease term.

Payments made under operating leases are recognized in the income statement on a straight line basis over the term of the lease. Lease incentives received are recognized over the term of the lease.

### Inventories

Inventories are measured at the lower of cost and net realizable value. Costs of inventories comprise all cost of purchase, costs of conversion and other costs incurred in bringing the inventories to the present location and condition. The cost of conversion of inventories includes direct labor and fixed and variable production overheads, and takes into account the stage of completion. The cost of inventories is determined using the weighted average cost formula. Net realizable value is the estimated selling price in the ordinary course of business, less the estimated cost of completion and selling expenses.

### **Provisions**

We recognize provisions when a present legal or constructive obligation as a result of a past event exists, and it is probable that an outflow of economic benefits is required to settle the obligation. Provisions are measured at net present value and take into account anticipated legal fees. The expected future cash outflows are discounted at appropriate pre-tax interest rates, reflecting current market assessments of the time value of money and, if applicable, the risks specific to the liability. The increase of provisions as a result of the passage of time is recognized in the income statement under financing expenses.

Provisions for restructuring are recognized when a detailed and formal restructuring plan has been approved, and the restructuring has either commenced or has been announced publicly. We do not provide for future operating costs. Termination benefits for voluntary redundancy are recognized if we have made an offer encouraging voluntary redundancy, it is probable that the offer will be accepted and the number of acceptances can be estimated reliably.

In accordance with our environmental policy and applicable legal requirements, we recognize a provision for environmental clean-up cost when it is probable that a liability has materialized and the amount of cash outflow can be reasonably estimated.

### Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability of another entity. Financial assets mainly include cash and cash equivalents and receivables from group companies. Financial liabilities mainly comprise the bond issued.

Financial instruments are recognized on the balance sheet when a Group entity becomes a party to the contractual obligations of the instrument. Receivables are recognized when revenue has been recognized. Trade receivables are recognized in the balance sheet at the time the bill has been sent. Liabilities are recognized when the counterparty has delivered and a contractual obligation to pay exists, even if the bill has not yet been received. Trade payables are recognized when the bill is received.

A financial asset is removed from the balance sheet when the contractual rights have been realized, expired or the Company loses control of them. The same holds true for a part of a financial asset. A financial liability is removed from the balance sheet when the contractual obligation is fulfilled or in other way extinguished. The same holds true for a part of a financial liability. A financial asset and a financial liability are offset and recognized on a net basis in the balance sheet only when a legal right to offset them exists and the intent is to settle the financial asset and financial liability on the net basis or to realize the asset and liability at the same time.

Initially, financial instruments are recognized at their fair value. Transaction costs directly attributable to the acquisition or issue of financial instruments are only recognized in determining the carrying amount, if the financial instruments are not measured at fair value through profit or loss. Subsequently, financial instruments are recognized from the measurement and accounting policies which arise from the classification into categories of financial instruments described below.

Regular purchases and sales of financial assets and liabilities are recognized on trade date, which is the date we commit to purchase or sell the asset. The initial measurement of all financial instruments is fair value adjusted for directly attributable transaction costs. Below, the accounting policies for financial instruments are explained.

### **Derivative financial instruments**

Derivative financial instruments include forward exchange contracts, interest rate derivatives and commodity contracts, as well as embedded derivatives included in normal business contracts. All derivative financial instruments are recognized at fair value on the balance sheet. Fair values are derived from market prices and quotes from dealers and brokers, or are estimated using observable market inputs. Forward exchange and commodity contracts are reported under trade and other receivables, or under trade and other payables. Changes in the fair value of forward exchange and commodity contracts are recognized in operating income, unless cash flow hedge accounting is applied. In that case, the effective part of the fair value changes is deferred in other comprehensive income (in equity) and released to the related specific lines in the income statement or balance sheet at the same time as the hedged item.

### Other financial non-current assets

Loans and receivables are measured at amortized cost using the effective interest method, less any impairment losses. Long-term receivables are discounted to their net present value. Interest receivable is included in financing income.

### Trade and other receivables

Trade and other receivables are measured at amortized cost, using the effective interest method, less any impairment loss. An allowance for impairment of trade and other receivables is established if the collection of a receivable becomes doubtful. Such receivable becomes doubtful when there is objective evidence that we will not be able to collect all amounts due according to the original terms of the receivables. Significant financial difficulties of the debtor, probability that the debtor will enter into bankruptcy or financial reorganization, and default or delinquency in payments are considered indicators that the receivable is impaired. The amount of the allowance is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. An impairment loss is recognized in the income statement, as are subsequent recoveries of previous impairments.

## Cash and cash equivalents

Cash and cash equivalents include all cash balances and short-term highly liquid investments that are directly convertible into cash. Cash and cash equivalents are measured at fair value.

### Financial liabilities

The financial liabilities of the Company comprise the issued bonds and financial guarantees given. The issued bond of the Company is recognized at amortized cost. This means that any premium or discount, as well as any transaction costs, are distributed over the expected duration of the bonds, using the effective interest rate method.

### Financial guarantees

The guarantee contract where on one side the payment obligations of the Company arising from the issued bonds are guaranteed by the Parent Company and on the other side the contracts where the Company guarantees the obligation to complete the Parent Company's payment obligations in accordance with certain bond programs and external credit arrangements (Cross-Guarantee) is netted as a financial cost in the income statement. The Company performs a test to see if the issued guarantees are probable to be realized, in which case a provision is recognized in accordance with IAS 37.

# New IFRS accounting standards

IFRS standards and interpretations thereof not yet in force which may apply to our consolidated financial statements for 2016 and beyond have been assessed for their potential impact. The most important upcoming changes are:

Standard	Published	Implementation date in the standard	Endorsed by the European Union	Anticipated impact
IFRS 9, "Financial Instruments"	2009-2014	Implementation date of January 1, 2018, with earlier adoption permitted	Not yet endorsed	IFRS 9 introduces new requirements for classifying and measuring financial assets and liabilities. This standard encompasses an overall change of accounting principles for financial instruments and replaces IAS 39 – the current standard on financial instruments. The standard contains new requirements for impairment of financial assets and for hedge accounting. In 2015, we started the assessment of the impact of IFRS 9 on our Consolidated financial statements; we expect to complete this process in 2016.
IFRS 15, "Revenue from Contracts with Customers"	May 28, 2014	January 1, 2018, with earlier adoption permitted	Not yet endorsed	IFRS 15 replaces existing revenue recognition guidance in IFRS. It introduces a five-step model to determine when to recognize revenue and at what amount, based on transfer of control over goods or services to the customer. New qualitative and quantitative disclosures will also be required. In 2015, we started the assessment of the impact of IFRS 15 on our Consolidated financial statements, which sofar indicated that the effects are limited. We expect to complete this process in 2016.
IFRS 16, "Leases"	January 13, 2016	January 1, 2019, with earlier adoption permitted, if IFRS 15 is also applied at the date of adoption	Not yet endorsed	IFRS 16 replaces existing guidance on lessee accounting for leases. It requires lessees to bring most leases on balance sheet in a single lease accounting model, recognizing a right-of-use asset and a lease liability. In 2016, we will start with our impact assessment.

	The Grou	p
Revenue per business area is allocated		
as follows:	2015	2014
Decorative Paints	98,048	126,619
Performance Coatings	356,629	411,192
Specialty Chemicals	1,146,634	1,088,450
otal	1,601,311	1,626,261

The segment information is presented according to AkzoNobel's business structure in 2015. The segment information includes items directly attributable to a business area, as well as those that can be allocated on a reasonable basis. Group wide functions and eliminations are normally allocated to Specialty chemicals.

	The Group		
Operating income	2015	2014	
Decorative Paints	5,322	-1,432	
Performance Coatings	14,444	13,271	
Specialty Chemicals	125,801	89,513	
otal	145,567	101,352	

	The Grou	The Group		
Net sales per destination are allocated				
as follows:	2015	2014		
Europe	1,323,179	1,336,785		
Americas	88,636	80,624		
Asia, Oceania and Africa	189,496	208,852		
otal	1,601,311	1,626,261		

# Note 2 - Information regarding intercompany purchases and sales

	The Group		
Purchases and sales between			
Group companies	2015	2014	
Purchases	21.2%	17.7%	
Sales	20.3%	19.7%	

# Note 3 Items affecting comparability - incidental items

	The Group		
Incidental gains and losses included in operating income/expenses	2015	2014	
Restructuring charges and transformation cost	-14,092	-20,625	
Reversal of impairment	136	-393	
Result on divestment incl. Divested customer lists	53,090	0	
Charges related to legal claims	-47,579	-18,344	
Environmental and other incidental items	-854	-2,317	
Total incidental items	-9,299	-41,679	

Restructuring charges mainly relate to closure of sites and functions. During 2015 the closure of the Industrial finishes site in Gamleby was finalized. The customer lists in the unit have been transferred to other parts of the AkzoNobel group, resulting in a capital gain for the Swedish unit.

In May 2015, the paper chemicals business was divested. Provisions have been made for the closure of production sites that were not transferred in the divestment. Legal charges relate to provisions for civil damage claims in specialty chemicals.

Note 4 - Disclosure of audit fee and cost reimbursements

	The Group		The Company	
Remuneration	2015	2014	2015	2014
KPMG auditors				
Audit assignment	752	483	53	29
Non-audit assignments	0	0	0	0
Other audit related services	0	0	0	0
otal	752	483	53	29

An audit assignment includes the audit of the annual accounts, the accounting records and the administration report of the Board of Directors and the Managing Director.

Note 5 - Average number of employees, salaries, other remunerations and social security charges

Average no. of employees	2015		2015	
	No. of		No. of	
	employees	Men	employees	Men
The Company				
Sweden	61	30%	75	30%
Subsidiaries				
Sweden	2,746	65%	2,940	67%
Other	40	56%	78	56%
Total in subsidiaries	2,786	65%	3,018	67%
Group total	2,847	64%	3,093	66%
Salaries, remunerations, etc.	2015		2014	
	Salaries	Soc.costs	Salaries	Soc.costs
	and other	(of which	and other	(of which
	remun.	pen. costs)	remun.	pen. costs)
The Company	3,741	2,066	4,836	1,190
		(713)		(257)
Subsidiary	154,248	70,809	161,969	71,096
-		(16,457)		(16,266)
Group total	157,989	72,875	166,805	72,286
		(17,170)		(16,523)

€0.5 million (€0.5 million) of the Group's pension cost refers to the subsidiaries' Board and Managing Directors. No remuneration has been made to the Board of Directors of the Company for the financial year 2015 or 2014.

	The Group		
Allocation of senior management	2015	2014	
Women	27%	24%	
Men	73%	76%	

Senior management is defined as board members and CEO of the company and all consolidated companies.

Note 6- Depreciation and amortization of tangible and intangible assets

	The Group	1
Depreciation and amortization of tangible and intangible assets	2015	2014
Other intangible assets	-16,001	-9,502
Construction in progress and other assets	-1,774	-2,025
Land and buildings	-5,015	-8,213
Machinery, plant and equipment	-40,428	-44,425
Total	-63,219	-64,165
	The Group	)
Depreciation charges included in:	2015	2014
Production cost	-42,068	-48,166
Selling expenses	-2,433	-3,357
Administrative expenses	-1,506	-1,874
Research and development costs	-1,211	-1,266
Total	-47,218	-54,663
	The Group	)
Amortization charges included in:	2015	2014
Production cost	-2,747	-2,340
Selling expenses	-11,238	-2,720
Administrative expenses	-2,016	-4,362
Research and development costs	0	-80
Total	-16,001	-9,502

### Note 7 Result from participations in Group companies

Group contributions received amounted to €109 million (2014: €74 million).

As a result of the announced closure of the site in Gamleby the shares in Akzo Nobel Industrial Finishes AB were written down by €11.1 million in 2014. This write down has been reversed in 2015 since the unit has transferred it business to other parts of Akzo Nobel to market value. The company has received dividend of €25 million from group companies in 2015.

### Note 8 Interest income and expense

	The Group		The Comp	any
	2015	2014	2015	2014
Guarantee fee on bond loan	-1,901	-2,084	-1,901	-2,084
Interest expense on bond loan	-20,734	-26,453	-20,734	-26,453
Interest income from Group companies	0	589	733	2,041
Interest expense to Group companies	-114	0	-739	-1,891
Other interest expenses and income	-1,400	-4,034	-28	0
Total	-24,149	-31,982	-22,669	-28,387

All interest income and expenses are attributable to instruments not belonging to the categories financial assets or liabilities at fair value through profit or loss.

# Note 9 Income tax

# Breakdown of deferred tax assets and liabilities

The Group December 31, 2015

	2000		
	Assets	Liabilities	Net tax liabilities
Intangible assets	4,884	4,034	-850
Property, plant and equipment	1,188	34,290	33,102
Goodwill	289	733	444
Inventories	1,125	0	-1,125
Trade and other receivables	145	0	-145
Other current assets	0	218	218
Investments in companies	0	197	197
Pensions and other post retirement benefits	0	1,457	1,457
Restructuring	998	0	-998
Other provisions	9,404	1,983	-7,421
Deferred tax assets not recognized	71		-71
deferred tax assets/liabilities	18,104	42,912	24,808

# Breakdown of deferred tax assets and liabilities

The Group
December 31, 2014

	December 31, 2014		
	Assets	Liabilities	Net tax liabilities
Intangible assets	501	2,149	1,648
Property, plant and equipment	2,287	33,282	30,995
Goodwill	0	620	620
Inventories	1,663	0	-1,663
Trade and other receivables	212	0	-212
Other current assets	76	313	237
Investments in companies	0	197	197
Pensions and other post retirement benefits	1,135	101	-1,034
Restructuring	815	0	-815
Other provisions	7,948	2,070	-5,878
deferred tax assets/liabilities	14,637	38,732	24,095

Effective consolidated tax rate	The 0	Group	The (	Group
	2015	2015	2014	2014
con	%	thousands €	%	thousands €
Profit before tax		121,418		69,369
Corporate tax rate at standard tax rate	22.0%	-26,712	22.0%	-15,261
Actual effective tax rate	21.2%	-25,710	30.1%	-20,883
Variance	0.8%	-1,002	-8.1%	5,622
Specification of variance in tax rate				
Adjustment in tax rate	0.0%	-18	0.3%	240
Non-deductible/non-taxable items	1.9%	2,306	-4.9%	-3,369
Under/(over)-provided in prior years	-1.0%	-1,260	-2.1%	-1,481
Non-refundable withholding taxes	0.0%	-26	-1.5%	-1,012
Effective consolidated tax rate	0.8%	1.002	-8.1%	-5.622

	The Co	mpany	The Co	ompany
	2015	2015	2014	2014
ess.	%	thousands €	%	thousands €
Profit before tax		123,668		34,796
Corporate tax rate at standard tax rate	22.0%	-27,207	22.0%	-7,655
Actual effective tax rate	15.7%	-19,360	35.8%	-12,448
Variance	6.3%	-7,847	-13.8%	4,793
Specification of variance in tax rate				
Non-deductible/non-taxable items	6.4%	7,874	-9.0%	-3,128
Under/(over)-provided in prior years	-0.1%	-118	-4.2%	-1,458
Different FX valuation in tax return	0.1%	91	-0.6%	-207
Effective consolidated tax rate	6.3%	7,847	-13.8%	-4,793

### Note 10 Goodwill

	The Group	
	2015	2014
Acquisition value brought forward	58,679	122,107
Transferred during the year	-1,415	-58,995
Exchange rate differences	3,915	-4,433
Accumulated acquisition values carried forward	61,179	58,679
Impairment brought forward	0	-58,995
Transferred during the year	0	58,995
Accumulated amortization carried forward	0	0
ok value according to plan carried forward	61,179	58,679

Goodwill and other intangibles with indefinite useful lives are tested for impairment per business unit (one level below segment level) in the fourth quarter or whenever an impairment trigger exists. No impairment triggers were identified in 2015. In 2013 the business model for Decorative paints was changed within the Akzo Nobel group on European level. The risk and benefit of the decorative paints business was transferred in this model and therefore the impaired goodwill has been reported as transferred.

The impairment test is based on cash flow projections of the five-year plan. The key assumptions used in the projections are:

- Revenue growth: based on actual experience, an analysis of market growth and the expected development of market share
- Margin development: based on actual experience and management's long-term projections.

Revenue growth and margin development projections are extrapolated beyond this five-year explicit forecast period for another five years with reduced growth rates, except for the emerging markets. No intangible assets were registered as security for bank loans.

Note 11 Other intangible assets

	The Group	
	2015	2014
Acquisition value brought forward	94,875	97,805
Transferred during the year	0	-848
Acquisitions/Divestments	67,514	0
Purchases	3,896	4,268
Exchange rate differences	4,971	-6,350
Accumulated acquisition values carried forward	171,256	94,875
Amortization brought forward	-54,322	-48,374
Amortization for the year	-16,001	-9,502
Exchange rate differences	-2,892	3,554
Accumulated amortization carried forward	-73,215	-54,322
ook value according to plan carried forward	98,041	40,553

In 2015 a business in the personal care area was acquired from other parts of Akzo Nobel. This resulted in additional intangible assets of €67 million. These assets are related to technology and customer lists.

Note 12 Land and buildings

	The Group	
	2015	2014
Acquisition value brought forward	141,705	150,920
Purchases	1,236	1,037
Sales/disposals	-1,529	-449
Reclassifications	1,898	2,058
Exchange rate differences	4,533	-11,861
Accumulated acquisition values carried forward	147,843	141,705
Depreciation brought forward	-91,992	-93,907
Depreciation for the year	-5,015	-8,213
Disposals and reclassifications	938	1,459
Exchange rate differences	-3,368	8,669
Accumulated depreciation carried forward	-99,437	-91,992
Book value according to plan carried forward	48,406	49,713

Note 13 Machinery, plant and equipment Note 13 Machinery, plant and equipment

	The Group	
	2015	2014
Acquisition value brought forward	962,098	1,021,688
Transferred during the year	1,725	18
Acquisitions/divestments	-6,204	0
Purchases	11,112	25,591
Sales/disposals	-2,129	-12,756
Reclassifications	19,534	-11,508
Exchange rate differences	22,305	-60,935
Accumulated acquisition values carried forward	1,008,441	962,098
Depreciation brought forward	-789,205	-827,343
Depreciation for the year	-40,428	-44,425
Impairment / reversal	136	-393
Acquisitions/divestments	4,653	0
Disposals and reclassifications	773	33,284
Exchange rate differences	-18,576	49,672
Accumulated depreciation carried forward	-842,647	-789,205
ook value according to plan carried forward	165,794	172,893

The reversal of impairment is reported under production cost in the income statement.

Note 14 Constructions in progress and other assets

	The Group	
	2015	2014
Acquisition value brought forward	58,506	77,459
Purchases	44,614	14,282
Sales/disposals	-1,362	-3,802
Reclassifications	-21,131	-22,992
Exchange rate differences	3,511	-6,441
Accumulated acquisition values carried forward	84,138	58,506
Depreciation brought forward	-23,984	-39,531
Depreciation for the year	-1,774	-2,025
Disposals and reclassifications	552	13,331
Exchange rate differences	-2,260	4,241
Accumulated depreciation carried forward	-27,466	-23,984
Residual value according to plan carried forward	56,672	34,522

### Note 15 Shares in subsidiaries

The company's name	Corp. ID No.	Domicile	
Akzo Nobel Pulp and Performance Chemicals AB	556022-9972	Bohus	
Akzo Nobel Car Refinishes AB	556416-0975	Tyresjö	
Akzo Nobel Surface Chemistry AB	556013-8983	Stenungsund	
International Färg AB	556496-9666	Gothenburg	
Akzo Nobel Industrial Finishes AB	556494-9641	Gamleby	
Casco Adhesives AB	556004-5311	Nacka	
Akzo Nobel Bygglim AB	556026-1876	Nacka	
Akzo Nobel Industrial Coatings AB	556035-9993	Malmö	
Akzo Nobel Functional Chemicals AB	556234-9398	Stenungsund	
Anholmen Fastighets AB	556235-2418	Skoghall	
Akzo Nobel Decorative Coatings AB	556142-8011	Malmö	
Carbide Sweden AB	556416-1031	Sundsvall	
Akzo Nobel AB	556416-0967	Nacka	
Akzo Nobel International AB	556000-1629	Stockholm	
Akzo Nobel Chemicals holding AB	556416-1007	Stockholm	
Fastighets AB Hammarö Vindö	556808-1607	Stockholm	

# Shareholding of AkzoNobel Sweden finance AB (publ)

# Value of holding

	No. of shares	Share of	Book
Company's name	(thousands)	equity %	value
Akzo Nobel Pulp and Performance Chemicals AB	80	100%	170,852
Akzo Nobel Car Refinishes AB	10	100%	25,878
Akzo Nobel Surface Chemistry AB	1.200	100%	152,050
International Färg AB	201	100%	27,847
Akzo Nobel Industrial Finishes AB	17	100%	9,230
Casco Adhesives AB	25	100%	12,413
Akzo Nobel Bygglim AB	160	100%	4,573
Akzo Nobel Industrial Coatings AB	150	100%	95,123
Akzo Nobel Functional Chemicals AB	1	100%	300,000
Anholmen Fastighets AB	400	100%	0
Akzo Nobel Decorative Coatings AB	1	100%	11,167
Carbide Sweden AB	1	100%	0
Akzo Nobel AB	1.000	100%	147,886
Fastighets AB Hammarö Vindö	0.5	100%	5_

957,024

As a result of transfer of business a reallocation of value has been made between Akzo Industrial Finishes AB and Akzo Nobel Industrial Coatings AB amounting to €51,885 thousand.

# Note 16 Participations in associated companies

Company's name	Corp. ID No.	Domicile
GANSCA Deponi AB	556431-3772	Sundsvall
Etenförsörjning Stenungsund AB	556258-6536	Stenungsund

# Scope of ownership

·		Share of	
Company's name	No. of shares	equity %	Book value
GANSCA Deponi AB	33	33%	11
Etenförsörjning Stenungsund AB	20	20%	106
			117

All shares in associated companies are attributable to subsidiaries. Shares in Vindln AB, 556713-5172, Bas EI i Sverige AB, 556672-5858 and Åhus stuveriintressenter AB 556039-8256 are reported as long-term receivables.

### Note 17 Other long-term receivables

	The Group		
	December 31, 2015	December 31, 2014	
Pensions and other post retirement-benefits	6,314	0	
Shares in non-consolidated companies	2,449	2,449	
Prebates and deposits	2,674	1,384	
Other long-term receivables	1,375	1,343	
Total	12,812	5,176	

### Pensions and other post retirement-benefits

The Group operates several Defined Benefit (DB) employee benefit plans (including other long-term employee benefit plans) in Sweden. However, only one of these plans is treated as a DB plan for accounting purposes. Below we provide a summary description: Skandia Plan: Opted-out pension arrangements for high income earners (referred to as "tiotaggare"), funded through insurance company Skandia Liv.

The Plan(s) listed above includes participants from the following entities:

- (a) Akzo Nobel Decorative Coatings AB
- (b) Akzo Nobel Bygglim AB
- (c) Akzo Nobel Functional Chemicals AB
- (d) Akzo Nobel Industrial Coatings AB
- (e) Akzo Nobel Sweden Finance AB
- (f) Akzo Nobel Surface Chemistry AB
- (g) Casco Adhesives AB
- (h) Akzo Nobel Pulp and Performance Chemicals AB

The benefits are determined as a part of the salary and depend on different salary levels. Retirement pension up to 7.5 Income Base Amounts (IBA), and disability pension is covered through insurance company Alecta and treated as Defined Contribution as this is a so called multi-employer plan. Benefit levels for different portions of final salary (1 IBA is €6.5 thousand in 2015 (€6.5 thousand in 2014)). The benefit may be adjusted if the service time within the plan is less than 30 years. For the Skandia Plan, contributions are paid to a pension fund within the insurance company Skandia Liv. The pension fund covers many companies and AkzoNobel cannot affect what kind of asset classes are part of the portfolio. The pension fund is supposed to cover the local GAAP liability for the Skandia Plan, and contributions are paid annually in order to match the liability. No special events occured during fiscal year 2015.

In the table below the assumptions as of 31 December 2015 and 2014 are illustrated. The table below shows the assumptions used in the valuation of the pension plans (on a consolidated level).

	- · · · · · · · · · · · · · · · · · · ·	<b>5</b>
Assumptions in pension plans (weighted averages)	December 31, 2015	December 31, 2014
Economic assumptions		
Discount rate	3.00%	2.00%
Inflation	1.50%	1.50%
Rate of compensation increase	2.50%	2.50%
Pension increases	1.50%	2.50%
Total Return on assets	3.00%	2.00%
Asset categories as a percentage of total plan assets		
Equity securities	26.3%	27.7%
Long-term earning interest investments	40.3%	40.9%
Real Estate	10.1%	9.8%
Other	23.3%	21.6%
Total	100.0%	100.0%
Demographic assumptions		
Life expectancy for a male		
- currently aged 60	26.2	25.3
- currently aged 45 (at age 60)	27.4	26.2
Life expectancy for a female		
- currently aged 60	28.9	28.0
- currently aged 45 (at age 60)	30.0	28.7

# Movements in provisions for pension obligations under the Swedish defined benefit plan

	The Group	
Defined benefit obligations	2015	2014
Balance at beginnig of year	52,204	45,736
Exchange rate adjustment opening balance	1,163	-3,039
Service costs	325	282
Interest costs	913	1,407
Benefits paid	-2,624	-2,220
Other changes	-218	
Actuarial (gains)/losses	-3,974	10,038
Defined benefit obligations at year end	47,789	52,204
Movements in the fair value of plan assets	The Group	
Plan assets	2015	2014
Balance at beginnig of year	-47,643	-49,033
Exchange rate adjustment opening balance	-1,260	2,985
Expected return on plan assets	-940	-1,692
Contribution by employer	-598	-1,072
Benefits paid	2,624	2,220
Actuarial (gains)/losses	-6,063	-1,051
Plan assets at year end	-53,880	-47,643

Reconciliation balance sheet position	The Group	
Swedish defined benefit plan	December 31, 2015 December 31	
Defined benefit obligation	47,789	52,204
Fair value of plan asset	-53,880	-47,643
Funded status	-6,091	4,561

Minor plans in foreign subsidaries	December 31, 2015	<b>December 31, 2014</b>
Defined benefit obligation	1,514	2,638
Fair value of plan asset	-1,737	-2,295
Funded status	-223	343

Swedish defined benefit blan	The Gr	The Group		
	December 31, 2015	<b>December 31, 2014</b>		
Actives	5,739	11,448		
Deferred members	7,160	5,555		
Pensioners	34,890	35,201		
Total	47.789	52.204		

Assets Swedish defined benefit plan	The Group		
	<b>December 31, 2015</b>	December 31, 2014	
Readily marketable / quoted assets			
Equities	-14,170	-13,197	
Fixed interest government bonds	-21,714	-18,628	
Index-linked government bonds	-2,586	-858	
Real estate	-5,442	-4,903	
Other securities	-9,968	-10,493	
Total	-53,880	-48,079	

The expected benefit payments for the coming ten years amounts to €29 million.

# Sensitivity analysis of defined benfit obligation

	The Group December 31, 2015 Defined benefit obligation		Dece	he Group mber 31, 2015 al service cost
Increase/decrease	Impact 0.5% increase Impact 0.5% decrease		increase	Impact 0.5% decrease
Discount rate	-3,285	3,599	-23	26
Inflation	3,301	-3,053	16	-15
Rate of compensation increases	216	-209	10	-10
Rate of pension increase for pensioners	3,301	-3,053	16	-15
1 additional year in life expectancy	2,015	-2,018	8	-8

In addition to the Swedish plan there are defined retirement obligations in the subsidiary in Norway.

The ITP2 plan in Sweden is financed through insurance with the Alecta insurance company and is classified as a multiemployer defined benefit plan. The Group does not have access to sufficient information from Alecta to enable a defined benefit accounting treatment and hence it is accounted for as a defined contribution plan.

The funded status shows a surplus as the plan assets are larger than the defined benefit obligation. The pension assets that the Group has within the Skandia Plan are fully recoverable. There is no general minimum funding requirement in Sweden. Based on this there is no impact of IFRIC 14 for 2015.

### **Note 18 Inventories**

	The Group		
	December 31, 2015	December 31, 2014	
Raw materials and consumables	56,579	53,860	
Semi-finished products	7,717	7,545	
Finished products and goods for resale	85,825	88,663	
Total value	150,121	150,068	

In 2015, €0.9 million was recognized as an expense in the income statement for the write-down of inventories while €0.6 million of write-down from earlier periods was reversed. €2.0 million was provided for obsolete stock. As of December 31, 2015, inventory of €2.0 million was valued to net realizable value. No inventory prepayments were made.

In 2014, €1.6 million was recognized as an expense in the income statement for the write-down of inventories while €0.8 million of write-down from earlier periods was reversed. €4.6 million was provided for obsolete stock.

### Note 19 Accounts receivable - trade

	The Gr	oup
Ageing of accounts receivables	December 31, 2015	December 31, 2014
Performing accounts receivable	140,836	154,627
Past due accounts receivables and not impaired:		
< 3 month	12,141	15,058
3-6 month	751	709
6-9 month	2	38
9-12 month	0	14
> 12 month	0	39
Impaired accounts receivable	2,532	3,791
Allowance for impairment	-2,532	-3,531
	153,730	170,745

With respect to the accounts receivables that are neither impaired nor past due, there are no indications as of reporting date that the debtors will not meet their payment obligations. The maximum exposure to credit risk at the reporting date is the carrying value of each class of receivable mentioned above. The Group does not hold any collateral for impaired trade receivables.

### Note 20 Credit risk

### Hedged notional amounts at year-end

We have subsidiaries with a functional currency other than the euro. Therefore our consolidated financial statements are exposed to translation risk related to equity, intercompany loans of a permanent nature and earnings of foreign subsidiaries and investment in associates and joint ventures. In principle, we do not use financial instruments to hedge this risk.

We have hedging policies for energy contracts and have long-term purchase contracts in place. Derivatives used are reported as other short-term assets or liabilities.

The table below presents a breakdown of the national amounts of outstanding foreign currency contracts for entities with other functional currencies than the euro.

		2015	2015		2014	
€million	Buy	Sell	Net	Buy	Sell	Net
Euro	2,111	-121,251	-119,140	11,322	-33,956	-22,634
US dollar	3,809	-1,368	2,441	6,121	-6,870	-749
Pound sterling	237	-4,507	-4,270	1,331	-5,466	-4,135
SEK		-1,498	-1,498	0	-2,232	-2,232
Other	5,111	-1,646	3,465	3,189	-6,436	-3,247
al	11.268	-130.270	-119.002	21.963	-54.960	-32.997

Our subsidiaries operate in a large number of countries, and as such have clients and suppliers in many countries. Many of these subsidiaries have clients and suppliers that are outside of their functional currency environment. This creates currency exposure which is partly netted out on consolidation. The purpose of our foreign currency hedging activities is to protect us from the risk that the eventual functional currency net cash flows resulting from trade or financing transactions are adversely affected by changes in exchange rates. It is our policy to fully hedge our transactional foreign exchange rate exposures from recognized assets and liabilities.

Corporate Treasury enters into derivative transactions with external parties and is bound by overnight limits per currency. Where hedging through Corporate Treasury is not feasible under local legislation, local hedging may take place. In general, forward exchange contracts that we enter into have a maturity of less than one year. When necessary, forward exchange contracts are rolled over at maturity. Currency derivatives are not used for speculative purposes.

Note 21 Cash and cash equivalents

	The Group		The Company	
	December 31, 2015	December 31, 2014	December 31, 2015	December 31, 2014
Cash pool account with Akzo Nobel	285,286	242,825	65,114	
Cash on hand and in banks	11,171	12,109	229	229
Total	296,457	254,934	65,343	229

At December 31, 2015, there were no restrictions to transfer cash in the Group. For information on credit risk management, see note 28. At December 31, 2015, an amount of €285 million (December 31, 2014: €243 million) in cash and cash equivalents was short-term invested with the AkzoNobel group.

Note 22 Provisions

	The Group			
	December 31, 2015	December 31, 2014		
Environmental provisions	54,677	59,423		
Provisions for restructuring measures	3,871	2,103		
Other provisions	1,308	1,368		
Provisions for pensions	0	4,041		
Total	59,856	66,935		
Current portion provision	72,665	29,196		
Total provisions	132,521	96,131		

### **Environmental matters**

We are confronted with substantial costs arising out of environmental laws and regulations, which include obligations to eliminate or limit the effects on the environment of the disposal or release of certain wastes or substances at various sites. Proceedings involving environmental matters, such as the alleged discharge of chemicals or waste materials into the air, water, or soil, are pending against us in various countries. As stated in the note, the provisions for environmental costs accounted for in accordance with the aforesaid policies aggregated €73 million on December 31, 2015. The provision has been discounted.

### Other provisions

Other provisions relate to a great variety of risks and commitments, including provisions for antitrust cases, claims, other long-term employee benefits such as long-service leave and jubilee payments.

Novements in provisions (excl. Pensions)		The Group	)	
		Environmental	Restructuring	
	Total	costs	measures	Other
Balance at January 1, 2014	91,443	77,286	9,751	4,406
Additions made during the year	59,498	1,334	10,007	48,157
Withdrawals	-20,046	-7,263	-10,568	-2,215
Unwind of discount	970	951	19	0
Release of used amount and transfers outside the group	-1,321	135	-1,456	0
Changes in exchange rates	1,977	1,789	124	64
Balance at December 31, 2014	132.521	74.232	7.877	50.412

### Note 23 Long-term liabilities

	The Gro	oup	The	The Company		
Long-term liabilities due later than one year after closing	December 31, 2015	December 31, 2014	December 31, 2015	December 31, 2014		
Bond loan	742,225	741,178	742,225	741,178		
Total	742 225	741 178	742 225	741 178		

On December 12, 2008, the Company placed a 7.75 percent €1 billion bond with an issue price of 99.552 percent of the principle amount. The bond matured on January 31, 2014. Interest on the bond was payable annually in arrears on January 31.

On July 27, 2012, the Company placed a new 2.625 percent €750 million bond with an issue price of 98.911 percent of the principle amount. The bond will mature on July 27, 2022. Interest on the bond is paid annually in arrears on July 27.

### Note 24 Other liabilities

Other current liabilities

Total

	The Group		
	December 31, 2015	December 31, 2014	
Compensated absences and vacations	17,651	17,766	
Wage taxes and social charges	20,683	17,839	
Amount payable to employees	16,571	17,030	
Invoices to be received from suppliers	10,009	7,344	
Payables related to antitrust settlements	0	18,288	
Future contracts	27,801	16,122	
Prepayment from customers	5,111	5	

# Note 25 Accrued expenses and deferred income

·	The Gr	oup	The	e Company
	December 31, 2015	December 31, 2014	December 31, 2015	December 31, 2014
Current portion of bond loan (accrued interest)	8,468	8,253	8,468	8,253
Accrued interest	0	215	0	215
Accrued bonuses and discounts	6,856	5,756	0	0
Other accrued expenses	679	816	479	479
Total	16,003	15,040	8,947	8,947

### Note 26 Pledged assets

# The Group

3,505

97,899

5,479

103,305

	December 31, 2015	<b>December 31, 2014</b>
Liabilities to credit institutions	70,000	70,000
Total	70.000	70.000

Liabilities to credit institutions includes a counter-guarantee of €70 million (2014: €70 million) to RBS from company Kemanord Kraft AB, registration number 556013-1715, relating to a guarantee that RBS provides to Nasdaq OMX.

### Note 27 Contingent liabilities

	The Group		Th	e Company
	December 31, 2015	December 31, 2014	December 31, 2015	December 31, 2014
Operating lease commitments	21,390	21,571	0	0
Other purchase obligations	5,857	3,709	0	0
Contingent liability relating to cross-guarantee	1,750,000	2,396,000	1,750,000	2,396,000
Total	1,777,247	2,421,280	1,750,000	2,396,000

In 2008 Akzo Noble Sweden finance AB (publ) entered into a contract ("Cross-Guarantee") pursuant to which it irrevocably and unconditionally guarantees parts of the payment obligations of the Parent Company relating to public debt and external credit- and guarantee contracts.

The total amount of public debt and external credit arrangements covered by this guarantee outstanding at December 31, 2015, amounted to €1,750 million (December 31, 2014: €2,396 million). In the same contract the Parent Company has irrevocably and unconditionally guaranteed the payment obligations of the Company relating to the €750 million bond. The purpose of this "Cross-Guarantee" is to ensure the creditors of both companies are placed in a substantially equivalent structural position regarding the debt covered by the guarantee. According to a contract between the Company and the Parent Company, the Company pays 0.25 percent yearly on the amount (€750 million) guaranteed by the Parent Company as net settlement for the mutual guarantees in accordance with the Cross-Guarantee contract.

### **Operating lease commitments**

	December 31, 2015	December 31, 2014
Paid in current year	10,302	8,661
N+1	8,421	6,862
N+2	5,915	4,261
N+3	5,160	2,623
N+4	1,019	1,914
N+5	875	1,691
Thereafter	0	4,220
Total operating leases	21,390	21,571

### Note 28 Additional disclosures on financial instruments and financial risk management

### Market risk

The market risks of the Company comprise of the currency- and interest rate risks below.

# **Currency risk**

Currency risk is the risk that the fair value of, or future cash flows from, a financial instrument varies due to changes in foreign exchange rates. The Company manages its risks associated with fluctuations in foreign-currency denominated receivables and liabilities, if any, through forward exchange contracts.

## Interest rate risk

Interest rate risk is the risk that the fair value of, or future cash flows from, a financial instrument varies due to changes in market interest rates. The Company's borrowings have fixed interest rates. Hence the Company does not have a cash flow interest rate risk. A change in market interest rate would not affect the income statement or equity since lending is measured at amortized cost.

### Credit risk

Credit risk arises from financial assets such as cash and cash equivalents, derivative financial instruments with a positive fair value, deposits with banks and financial institutions, and trade receivables. We have a credit risk management policy in place to limit credit losses due to non-performance of financial counterparties and customers. We monitor our exposure to credit risk on an ongoing basis at various levels. We only deal with counterparties that have a sufficiently high credit rating. Generally, we do not require collateral in respect of financial assets. The Company's borrowing has fixed interest rates; therefore the credit risk is limited. Akzo Nobel N.V's rating is at S & P BBB+ and at Moody's Baa1, and the loan does not have any overdue payments.

### **Pensions**

We practice pro-active pension risk management. Our pension policy is to offer a defined contribution scheme where appropriate. We are committed to further de-risk over time. Our defined benefit schemes are closed to new entrants.

### Impairment

In view of the current financial market conditions, asset value decline offers both opportunities and threats to our company. We perform impairment tests for intangibles with indefinite lives (goodwill, some brands) every year and whenever an impairment trigger exists. For tangibles and other fixed assets, we do impairment tests whenever an impairment trigger exists.

# Liquidity risk

The primary objective of liquidity management is to provide for sufficient cash and cash equivalents at all times and any place in the world to enable us to meet our payment obligations. We aim for a well-spread maturity schedule of our long-term borrowings and a strong liquidity position. Liquidity risk results from the Company's potential inability to meet its financial liabilities when they become due, at reasonable costs and in a timely manner. The €750 million matures in July 2022. The company will pay 2.625 percent (€19.7 million) interest yearly until the maturity of this bond.

### **Debt issued**

€million		December 31, 2015	December 31, 2014
Debt issued		Carrying amount	Carrying amount
2.625% 2012/22 (€750 million)		742,225	741,178
<b>Debt maturity - bond loan</b> € million			
Year	Amount		
2022	750,000		

### Fair value of financial instruments

The fair value of the €750 million 2.625 percent bond issued by the Company at December 31, 2015 amounted to €817 million (December 31, 2014: €832 million) based on price quotations at the balance sheet date. The carrying value as per that date was €742 million (December 31, 2014: €741 million).

The fair values of cash and cash equivalents, current receivables, other current financial liabilities and approximate their carrying amount largely due to the short-term maturities of these instruments.

### Fair value per financial instruments category

	,g p						
2014 year-end:		_	categor	у			
		At fair value					
		Out of scope of IFRS 7	Loans and receivables/ other liabilities	through profit or loss			
					carrying		
	Carrying amount				Hedging	value	Fair value
Trade and other receivables	230,970	3,349	227,621			227,621	227,621
Other current receivables	32,272		32,272			32,272	32,272
Cash and cash equivalents	254,934		0	254,934		254,934	254,934
Total financial assets	518,176	3,349	259,893	254,934	0	514,827	514,827
Borrowings	742,958		742,958			742,958	833,780
Trade and other payables	350,677		334,556	2,003	14,118	350,677	350,677
Total financial liabilities	1,093,635	0	1,077,514	2,003	14,118	1,093,635	1,184,457
Gross balance sheet exposure	-575.459	3.349	-817.621	252.931	-14.118	-578.808	-669.630

Carrying value per IAS 39

	Carrying value per IAS 39						
2015 year-end:			category				
				At fair value			
			Loans and	through		Total	
		Out of scope of	receivables/	profit	carrying		
	Carrying amount	IFRS 7	other liabilities	or loss	Hedging	value	Fair value
Trade and other receivables	237,829	3,157	234,672			234,672	234,672
Other current receivables	18,011		16,158	1,853		18,011	18,011
Cash and cash equivalents	296,457		0	296,457		296,457	296,457
Total financial assets	552,297	3,157	250,830	298,310	0	549,140	549,140
Borrowings	743,870		743,870			743,870	818,425
Trade and other payables	397,967		370,165		27,802	397,967	397,967
Total financial liabilities	1,141,837	0	1,114,035	0	27,802	1,141,837	1,216,392
Gross balance sheet exposure	-589,540	3,157	-863,205	298,310	-27,802	-592,697	-667,252

Loans and receivables and other liabilities are recognized at amortized cost, using the effective interest method. We estimated the fair value of our long-term borrowings based on the quoted market prices for the same or similar issues or on the current rates offered to us for debt with similar maturities.

The carrying amounts of cash and cash equivalents, receivables less allowance for impairment, short-term borrowings and other current liabilities approximate fair value due to the short maturity period of those instruments.

The only financial instruments accounted for at fair value through profit or loss is derivative financial instruments and the short-term investments included in cash. The fair value of foreign currency contracts, swap contracts, forward rate agreements, oil contracts and gas futures was determined by valuation techniques using market observable input (such as foreign currency interest rates based on Reuters) and by obtaining quotes from dealers and brokers. The profit and loss effect of the fair value changes in FX contracts amounted to --€1,630 thousand (2014: €9,743 thousand).

The following valuation methods for financial instruments carried at fair value through profit or loss are distinguished:

- Level 1: quoted prices (unadjusted) 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. as prices) or indirectly (i.e. derived from prices)
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

All fair values of financial instruments carried at fair value through profit or loss in the table above are level 2 valuation methods.

### **Energy prices**

The group operates some energy intensive businesses. A non-level playing field for energy and emission trading rights can affect the competitive position of these businesses. We are pro-actively managing energy costs. We are implementing our carbon policy, working on energy efficiency programs and investing in energy from waste and biomass. We have hedging policies for energy contracts and have long-term purchase contracts in place. To hedge the price risk of electricity that is used for the Specialty Chemicals plants in Sweden and Finland, we entered into future contracts on the power exchange Nasdaq OMX commodities, based on expected use of electricity over the period 2016 − 2020. Cash flow hedge accounting is applied to these contracts in order to mitigate the accounting mismatch that would otherwise occur. The effective part of the fair value changes of these contracts amounted to a €22 million (€11 million loss) loss net of deferred taxes in equity. In 2015 nothing was recorded in cost of goods sold due to ineffectiveness. The amounts deferred in equity at year-end are expected to affect operational cost within the next five years.

### **Future contracts**

Year	Inflow	Outflow	Total
2016	9,223	-24,236	-15,013
2017	2,215	-10,503	-8,288
2018	336	-3,518	-3,182
2019	0	-932	-932
2020	93	-480	-387
Gross value	11,867	-39,669	-27,802
Tax effect	-2,611	8,728	6,117
Net value	9,256	-30,941	-21,685

We perform our commodity price risk sensitivity analysis by applying an adjustment to the forward rates prevailing at year-end. This adjustment is based on observed changes in commodity prices in the previous year and management expectations for possible future movements. We then apply the expected volatility to revalue all commodity-derivative financial instruments in the applicable commodity in its balance sheet at year-end. For the purpose of this sensitivity analysis, the change of the price of the commodity is not discounted to the net present value at balance sheet date.

On December 31, 2015, if the forward price of electricity on the Nasdaq OMX commodities exchange had weakened by €2 per MWh (€3 per MWh), 10 percent, as compared with the market prices prevailing at that date, with all other variables held constant, equity would have been €6 million (2014: €7 million) lower. This is due to the fair value changes of electricity futures which have been accounted for under cash flow hedge accounting.

### Note 29 Related party transactions

The AkzoNobel Sweden Group is an integrated part of the AkzoNobel Group. A significant part of the turnover of the Swedish units is with other parts of the AkzoNobel Group. The transactions of the Company comprise mainly transactions with Group companies and are priced at an "arm length" basis. Certain administrative tasks and R&D have been performed by Group companies, for which the expenses in 2015 amounted to €38.4 million (2014: €26.2 million). The Company also does transactions with the Parent Company, AkzoNobel N.V., in accordance with the so called Cross-guarantee contract.

There have not been any transactions with members of the Board of Directors or the Managing Director or any family member of such persons. Also no loans have been extended to members of the Board of Directors or any family member of such persons.

Jacq Derckx

Gothenburg 2016-04-29

Bjarne Kristiansson Remko van de Peppel Managing Director

Chairman

Gijsberth de Ruiter Anita Lindqvist

Anna-Lena Palm Rolf Eriksson

Employee representative Employee representative

Our auditors' report is submitted on 2016-05-02 KPMG AB

Johan Kratz **Authorized Public Accountant** 



# **Auditor's report**

To the annual meeting of the shareholders of Akzo Nobel Sweden Finance AB (publ), corp. id 556768-4062

# Report on the annual accounts and consolidated accounts

We have audited the annual accounts and consolidated accounts of Akzo Nobel Sweden Finance AB (publ) for the year 2015

Responsibilities of the Board of Directors and the Managing Director for the annual accounts and consolidated accounts

The Board of Directors and the Managing Director are responsible for the preparation and fair presentation of these annual accounts in accordance with the Annual Accounts Act and of the consolidated accounts in accordance with International Financial Reporting Standards, as adopted by the EU, and the Annual Accounts Act, and for such internal control as the Board of Directors and the Managing Director determine is necessary to enable the preparation of annual accounts and consolidated accounts that are free from material misstatement, whether due to fraud or error.

### Auditor's responsibility

Our responsibility is to express an opinion on these annual accounts and consolidated accounts based on our audit. We conducted our audit in accordance with International Standards on Auditing and generally accepted auditing standards in Sweden. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the annual accounts and consolidated accounts are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the annual accounts and consolidated accounts. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the annual accounts and consolidated accounts, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the company's preparation and fair presentation of the annual accounts and consolidated accounts in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors and the Managing Director, as well as evaluating the overall presentation of the annual accounts and consolidated accounts.

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

### **Opinions**

In our opinion, the annual accounts have been prepared in accordance with the Annual Accounts Act, and present fairly, in all material respects, the financial position of the parent company as of 31 December 2015 and of their financial performance and cash flows for the year then ended in accordance with the Annual Accounts Act. The consolidated accounts have been prepared in accordance with the Annual Accounts Act and present fairly, in all material respects, the financial position of the group as of 31 December 2015 and of their financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards, as adopted by the EU, and in accordance with the Annual Accounts Act. The statutory administration report is consistent with the other parts of the annual accounts and consolidated accounts.

We therefore recommend that the annual meeting of shareholders adopt the income statement and balance sheet for the parent company and the group.

# Report on other legal and regulatory requirements

In addition to our audit of the annual accounts and consolidated accounts, we have also audited the proposed appropriations of the company's profit or loss and the administration of the Board of Directors and the Managing Director of Akzo Nobel Sweden Finance AB (publ) for the year 2015.

Responsibilities of the Board of Directors and the Managing Director

The Board of Directors is responsible for the proposal for appropriations of the company's profit or loss, and the Board of Directors and the Managing Director are responsible for administration under the Companies Act.

### Auditor's responsibility

Our responsibility is to express an opinion with reasonable assurance on the proposed appropriations of the company's profit or loss and on the administration based on our audit. We conducted the audit in accordance with generally accepted auditing standards in Sweden.

As basis for our opinion on the Board of Directors proposed appropriations of the company's profit or loss we examined the Board of Directors' reasoned statement and a selection of supporting evidence in order to be able to assess whether the proposal is in accordance with the Companies Act.

As basis for our opinion concerning discharge from liability, in addition to our audit of the annual accounts and consolidated accounts, we examined significant decisions, actions taken and circumstances of the company in order to determine whether any member of the Board of Directors or the Managing Director is liable to the company. We also examined whether any member of the Board of Directors or the Managing Director has, in any other way, acted in contravention of the Companies Act, the Annual Accounts Act or the Articles of Association.

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

### **Opinions**

We recommend to the annual meeting of shareholders that the profit be appropriated in accordance with the proposal in the statutory administration report and that the members of the Board of Directors and the Managing Director be discharged from liability for the financial year.

Göteborg 2 May 2016

KPMG AB

Signature on the Swedish original

Johan Kratz Authorized Public Accountant