Registered No: 02343599

Zeon Chemicals Europe Limited

Report and Financial Statements

31 December 2008

Registered No: 02343599

Directors
Y Kuroda

Secretary
K S Gallon

Auditors
Ernst & Young LLP
One Bridewell Street
Bristol
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Bankers
HSBC plc
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Directors' report

The directors present their report and financial statements for the year ended 31 December 2008.

Results and dividends

The profit for the year after taxation amounted to £1,777,000 (2007: loss of £1,123,000).

The directors do not recommend the payment of a dividend (2007: £nil).

Principal activities and review of business

The company's principal activities during the year continued to be the manufacture and sale of synthetic rubber. The company's key financial performance indicators during the year were as follows:

	2008	*2007*	*Change*
	£'000	*£'000*	*%*
Turnover	33,585	31,766	6%
Total operating profit/(loss) before exceptionals	1,981	(1,008)	296%
Profit/(loss) after tax	1,777	(1,123)	258%
Shareholders' funds	14,343	14,500	-1%
Current assets as % of current liabilities	239%	179%	60%

Company turnover increased by 6% (2007: 10%). The company continues to expand the sales of new speciality rubber products and this has resulted in the growth in turnover, and improvement in profitability.

The operating profit before exceptional items for 2008 compares to an operating loss in 2007, an improvement of 296% (2007: 44%). This improvement was as a result of greater operational efficiency and the improved contribution from the speciality rubber products.

Shareholders' funds decreased by 1% (2007: decrease 4%).

Financial risk management objectives and policies

The principal areas of financial risk to which the company is exposed continue to be in the areas of foreign exchange rate fluctuation and credit.

Foreign exchange risk is primarily managed by the means of purchasing as well as selling in the same foreign currency. The result is an offset rather a complete elimination of exchange rate risk.

Credit risk is the risk that one party to a financial instrument will cause a financial loss for that other party by failing to discharge an obligation. Company policies are aimed at minimising such losses, and require that payment terms are only granted to customers who demonstrate an appropriate payment history and satisfy credit worthiness procedures. Credit insurance cover is also a counter measure that is in place to offset this risk. Details of the group's debtors are shown in note 11 to the financial statements.

Future developments

The directors aim to continue to promote the emphasis on the recently introduced speciality rubber products and to grow that area of the business.

Fixed assets

The changes in fixed assets during the year are summarised in note 8 to the financial statements.

Directors' report (continued)

Directors

The directors who served during the year were as followed:

Y Kuroda
T Saya (resigned 16 July 2008)

Directors' qualifying third party indemnity provision

The company has granted an indemnity to one or more of its directors against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 1985. Such qualifying third party indemnity provision remains in force as at the date of approving the directors' report.

Disabled employees

The company gives full consideration to applications for employment from disabled persons where the candidate's particular aptitudes and abilities are consistent with adequately meeting the requirements of the job. Opportunities are available to disabled employees for training, career development and promotion.

Where existing employees become disabled, it is the company's policy to provide continuing employment wherever practicable in the same or alternative position and to provide appropriate training to achieve this aim.

Employment involvement

The company operates a framework for employee information and consultation which complies with the requirements of the Information and Consultation of Employees Regulations 2004. During the year, the policy of providing employees with information about the company is achieved by means of a monthly newsletter.

Regular communications meetings are also held and all employees are invited and encouraged to attend

Directors' statement as to disclosure of information to auditors

The directors who were members of the board at the time of approving the directors' report are listed on page 1. Having made enquires of fellow directors and of the company's auditors, each of these directors confirm that:

- to the best of each director's knowledge and belief, there is no information relevant to the preparation of their report of which the company's auditors are not aware; and
- each director has taken all the steps a director might reasonably be expected to have taken to be aware of relevant audit information and to establish that the company's auditors are aware of that information.

Creditor payment policy and practice

It is the company's policy that payments to suppliers are made in accordance with those terms and conditions agreed between the company and its suppliers, provided that all trading terms and conditions have been complied with.

Directors' report (continued)

At 31 December 2008, the company had an average of 64 days outstanding in trade creditors (2007: 63 days).

Auditors

A resolution to reappoint Ernst & Young LLP as auditors will be put to the members at the Annual General Meeting.

By order of the Board

Y Kuroda
Director

Date: 27.05.2009

Statement of directors' responsibilities in respect of the financial statements

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Independent auditors' report

to the members of Zeon Chemicals Europe Limited

We have audited the financial statements of Zeon Chemicals Europe Limited for the year ended 31 December 2008 which comprise the Profit and Loss Account, the Statement of Total Recognised Gains and Losses, the Balance Sheet and the related notes 1 to 21. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the Annual Report and the financial statements in accordance with applicable United Kingdom law and Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the directors' report is consistent with the financial statements.

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the directors' report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Independent auditors' report

to the members of Zeon Chemicals Europe Limited (continued)

Opinion

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2008 and of its profit for the year then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the directors' report is consistent with the financial statements.

Ernst & Young LLP

Ernst & Young LLP
Registered Auditor
Bristol

Date: 5 June 2009

Profit and loss account

for the year ended 31 December 2008

	Note	2008 £000	2007 £000
Turnover	2	33,585	31,766
Cost of sales		(29,439)	(29,498)
Gross profit		4,146	2,268
Distribution costs		(853)	(938)
Administration expenses		(1,444)	(2,338)
Operating Profit/(loss)	3	1,849	(1,008)
Profit on disposal of fixed asset investments		132	-
Profit/(loss) on ordinary activities before interest and taxation		1,981	(1,008)
Interest receivable	5	36	12
Interest payable	6	(282)	(195)
Net finance income on pension scheme obligations	14	148	213
Profit/(loss) on ordinary activities before taxation		1,883	(978)
Taxation on profit/(loss)on ordinary activities	7	(106)	(145)
Retained profit/(loss) for the financial year	18	1,777	(1,123)

Statement of total recognised gains and losses

for the year ended 31 December 2008

	2008 £000	2007 £000
Profit/(loss) for the year	1,777	(1,123)
Actuarial (loss)/gain relating to pension scheme obligations (note 14(d))	(2,685)	702
Deferred tax relating to actuarial gain (note 7(c))	751	(197)
Total recognised gains and losses for the year	(157)	(618)

Balance sheet

at 31 December 2008

	Note	2008 £000	2007 £000
Fixed assets			
Tangible assets	8	9,417	10,287
Investments	9	16	27
		9,433	10,314
Current assets			
Stocks	10	6,643	5,772
Debtors	11	3,039	3,780
Cash at bank and in hand		1,594	428
		11,276	9,980
Creditors: amounts falling due within one year	12	(4,719)	(5,576)
Net current assets		6,557	4,404
Total assets less current liabilities		15,990	14,718
Creditors: amounts falling due after more than one year	13	-	(231)
Net assets excluding pension (liabilities)/assets		15,990	14,487
Pension (liabilities)/assets	14	(1,647)	13
Total net assets		14,343	14,500
Capital and reserves			
Called up share capital	17	23,300	23,300
Profit and loss account	19	(8,957)	(8,800)
Equity shareholders' funds	18	14,343	14,500

Approved by the Board

Y Kuroda
Director

Date: 27.05.2009

Notes to the financial statements

at 31 December 2008

1. Accounting policies

Accounting convention

The financial statements are prepared under the historical cost convention and in accordance with applicable accounting standards.

Depreciation

Depreciation is provided on all tangible fixed assets, other than freehold land and capital work in progress. Depreciation rates are calculated to write off the cost, less estimated residual value, of each asset evenly over its expected useful life, as follows:

Freehold buildings	-	over 50 years
Leasehold land and buildings	-	over the lease term
Plant and machinery	-	over 3 to 20 years

The carrying value of tangible fixed assets are reviewed for impairment if events or changes in circumstances indicate that the carrying value may not be recoverable.

Stocks and work in progress

Stocks are stated at the lower of cost and net realisable value as follows:

Cost incurred in bringing each product to its present location and condition:

Raw materials and goods for re-sale	purchase cost on a first-in, first-out basis
Work in progress and finished goods	cost of direct materials and labour plus attributable overheads based on the normal level of activity

Net realisable value is based on estimated selling price less further costs expected to be incurred to completion and disposal.

Research and development

Research and development expenditure is written off as incurred.

Taxation

The charge for taxation is based on the loss for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more, or a right to pay less, tax in the future have occurred at the balance sheet date.

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured on a non-discounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

Notes to the financial statements

at 31 December 2008

1. Accounting policies (continued)

Pensions

Zeon Chemicals Europe Limited operates a defined benefit pension scheme. Contributions are made by the company and the employees to a separately administered fund.

In accordance with FRS 17 'Retirement Benefits', the service cost of the pension provision relating to the period, together with the cost of any benefits relating to past service, is charged to the profit and loss account. A charge equal to the increase in the present value of the scheme liabilities (because the benefits are closer to settlement) and a credit equivalent to the company's long-term expected returns on assets (based on the market value of the scheme assets at the start of the period), are included in the profit and loss account under "net finance charge on pension scheme obligations".

The difference between the market value of the assets of the scheme and the present value of the accrued pension liabilities is shown as an asset or liability on the balance sheet net of deferred tax. Any difference between the expected return on assets and that actually achieved is recognised in the statement of total recognised gains and losses along with differences arising from experience or assumption changes.

Foreign currencies

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the balance sheet date. All differences are taken to the profit and loss account.

Leasing commitments

Rentals paid under operating leases are charged to income on a straight line basis over the lease term.

Cash flow statement

The company has taken advantage of FRS 1 (Revised) and not prepared a cash flow statement.

2. Turnover

Turnover comprises the invoice value of goods and services supplied by the company stated net of value added tax, and is attributable to the continuing activity of the manufacture and sale of synthetic rubber.

The geographical split of turnover can be analysed as follows:

	2008	*2007*
	£000	*£000*
United Kingdom	9,529	12,873
Other European countries	19,614	15,833
Rest of the World	4,442	3,060
	33,585	31,766

Notes to the financial statements

at 31 December 2008

3. Operating Profit/(loss)

This is stated after charging/(crediting):

	2008	*2007*
	£000	*£000*
Auditors' remuneration - audit services	39	39
- non-audit services	50	33
Depreciation of owned asset	1576	1,539
Operating lease rentals - plant hire	57	62
Foreign exchange gain	(690)	(59)

Directors' remuneration

	2008	*2007*
	£000	*£000*
Emoluments	60	111

4. Staff costs

	2008	*2007*
	£000	*£000*
Wages and salaries	2,863	2,811
Social security costs	206	199
Other pension costs	282	277
	3,351	3,287

The average weekly number of employees during the year was made up as follows:

	2008	*2007*
	No.	*No.*
Office management	15	15
Production	71	68
Technical service	5	5
	91	88

5. Interest receivable

	2008	*2007*
	£000	*£000*
Bank interest receivable	36	12

Notes to the financial statements
at 31 December 2008

6. Interest payable

	2008 £000	2007 £000
Bank loans and overdrafts	33	52
Group interest payable	161	92
Suppliers	88	51
	282	195

7. Taxation

(a) Tax on profit/loss on ordinary activities

The tax charge is made up as follows:

	2008 £000	2007 £000
Current tax		
UK corporation tax	-	-
Total current tax	-	-
Deferred tax		
Origination and reversal of timing differences (note 7(c))	(106)	(145)
	(106)	(145)

(b) Factors affecting the current tax position for the year

The tax assessed on the profit on ordinary activities for the year differs from the standard rate of corporation tax in the UK. The differences are explained below:

	2008 £000	2007 £000
Profit/(loss)Loss on ordinary activities before tax	1,883	(978)
Profit/(loss) on ordinary activities multiplied by the standard rate of corporation tax in the UK of 28% (2007: 30%)	527	(293)
Effect of:		
Disallowed expenses and non-taxable income	4	80
Depreciation in excess of capital allowances	(88)	(416)
Other timing differences	(106)	(132)
Unrelieved tax losses carried forward	-	761
Losses brought forward utilised in the year	(337)	-
Current tax charge for the year	-	-

Notes to the financial statements

at 31 December 2008

7. Taxation (continued)

(c) Deferred taxation

The company has a deferred tax liability relating to its pension scheme surplus, which is shown net in the balance sheet (note 14). The movements in this deferred tax are as follows:

	2008	*2007*
	£000	*£000*
At beginning of year	(5)	337
Amounts charged to the profit and loss account	(106)	(145)
Amounts charged to the statement of total recognised gains and losses	751	(197)
At end of year	640	(5)

(d) Factors that may affect future tax charges

In addition, the company has an unrecognised deferred tax asset at the year end as follows:

	2008	*2007*
	£000	*£000*
Accelerated capital allowances	131	236
Other timing differences	-	-
Tax losses	2,085	2,421
Unrecognised deferred tax asset	2,216	2,657

The deferred tax has not been recognised as the recognition criteria set out in FRS 19 have not been met. The tax losses would be eligible for relief against future trading profits arising from the same trade in which the losses arose.

Under the 2007 Finance Act, the rate of UK corporation tax reduced from 30% to 28% with effect from 1 April 2008.

The effect on the company of these proposed changes to the UK tax system has been fully reflected in these financial statements.

Notes to the financial statements

at 31 December 2008

8. Tangible fixed assets

	Freehold land and buildings *£000*	*Short leasehold* *£000*	*Plant and machinery* *£000*	*Capital work in progress* *£000*	*Total* *£000*
Cost:					
At 1 January 2008	145	3,608	25,980	446	30,179
Additions	-		35	771	806
Transfers	(22)	51	979	(1,008)	-
Disposals	(123)	-	-	-	(123)
At 31 December 2008	-	3,659	26,994	209	30,862
Depreciation:					
At 1 January 2008	28	1,775	18,089	-	19,892
Provided during the year	-	184	1,392	-	1,576
Transfers	(5)	5	-	-	-
Disposals	(23)	-	-	-	(23)
At December 2008	-	1,964	19,481	-	21,445
Net book value:					
At 31 December 2008	-	1,695	7,513	209	9,417
At 31 December 2007	117	1,833	7,891	446	10,287

9. Investments

	2008 *£000*	*2007* *£000*
Other investments - unlisted	16	27

10. Stocks

	2008 *£000*	*2007* *£000*
Raw materials	1,797	1,383
Work in progress	151	73
Finished goods	4,695	4,316
	6,643	5,772

Notes to the financial statements

at 31 December 2008

11. Debtors

	2008 *£000*	*2007* *£000*
Trade debtors	1,771	2,723
Amounts owed by group undertakings	1,083	717
Prepayments and accrued income	185	340
	3,039	3,780

12. Creditors: amounts falling due within one year

	2008 *£000*	*2007* *£000*
Bank loans and overdrafts	231	902
Trade creditors	3,309	3,104
Amounts owed to group undertakings	250	774
Other taxes and social security costs	76	56
Accruals and other creditors	853	740
	4,719	5,576

13. Creditors: amounts falling due after more than one year

	2008 *£000*	*2007* *£000*
Loans repayable:		
- between one and two years	-	231
- between two and five years	-	-
	-	231

Notes to the financial statements

at 31 December 2008

14. Pension commitments

The company operates a defined benefit pension scheme which is funded by the payment of contributions to a separately administered trust fund. In addition the company operates an unfunded arrangement for certain employees working overseas.

Company contributions of £514,000 (2007: £503,000) were paid during the year.

The basis rate of employer contribution remains at 13.5% of pensionable pay.

The valuation used for accounting under FRS 17 has been based on the most recent actuarial valuation at 31 December 2004, updated to 31 December 2008.

The pension scheme assets are stated at their market values at the respective balance sheet dates, and the main assumption used by the actuary were:

	2008	*2007*	*2006*
	%	*%*	*%*
Inflation rate	2.7	3.2	3.0
Salary increase rate	2.7	4.1	3.9
Pension increase rate	2.7	3.2	3.0
Discount rate	6.3	5.9	5.2
Long-term rate of return	6.0	6.6	7.1

(a) The assets in the scheme and the expected rates of return were as follows:

	Long-term rate of return expected 2008	*Value at 2008*	*Long-term rate of return expected 2007*	*Value at 2007*	*Long-term rate of return expected 2006*	*Value at 2006*
	%	*£000*	*%*	*£000*	*%*	*£000*
Equities and property	7.0	10,537	7.0	15,667	7.1	14,684
Bonds	4.6	4,037	5.0	3,061	4.8	2,608
Cash	2.0	1,309	5.5	729	5.0	1,112
Total market value of assets		15,883		19,457		18,404
Present value of scheme liabilities		(18,170)		(19,439)		(19,527)
Scheme (deficit)/surplus		(2,287)		18		(1,123)
Related deferred tax asset/(liability)		640		(5)		337
Net pension (liability)/asset		(1,647)		13		(786)

(b) Amounts charged to operating profit:

	2008	*2007*
	£000	*£000*
Current service costs	282	277

Notes to the financial statements

at 31 December 2008

14. Pension commitments (continued)

(c) Amounts charged/(credited) to other finance costs:

	2008 *£000*	*2007* *£000*
Expected return on pension scheme assets	1,293	1,222
Interest on pension scheme liabilities	(1,145)	(1,009)
Net finance income	148	213

(d) Amounts recognised in the statement of total recognised gains and losses (STRGL)

	2008 *£000*	*2007* *£000*
Actual return less expected return on pension scheme assets	(4,966)	(134)
Experience gains and losses arising on the scheme liabilities	(316)	285
Changes in assumptions underlying the present value on scheme liabilities	2,597	551
Actuarial (loss)/gain recognised in the STRGL	(2,685)	702

(e) The movement in the deficit during the year is analysed as follows:

	2008 *£000*	*2007* *£000*
Surplus/(deficit) in scheme at 1 January	18	(1,123)
Current service cost	(282)	(277)
Contributions	514	503
Other finance income	148	213
Actuarial gain	(2,685)	702
(Deficit)/surplus in scheme at 31 December	(2,287)	18

Notes to the financial statements

at 31 December 2008

14. Pension commitments (continued)

(f) History of experience gains and losses:

	2008	*2007*	*2006*	*2005*	*2004*
Difference between the expected and actual return on scheme assets:					
Amount (£'000)	(4,966)	(134)	146	2,002	373
Percentage of scheme assets (%)	(31.3)	(0.7)	0.8	12.1	2.8
Experience gains and losses on scheme liabilities:					
Amount (£'000)	(316)	285	1,494	1,462	(1)
Percentage of the present value of scheme liabilities (%)	(1.7)	1.5	7.7	7.4	(0.0)
Total amount recognised in STRGL:					
Amount (£'000)	(2,685)	702	1,721	(486)	(226)
Percentage of the present value of scheme liabilities (%)	14.8	3.6	8.8	(2.5)	(1.4)

15. Capital commitments

The company had capital commitments contracted for but not provided for in the financial statements of £95,000 at 31 December 2008 (2007: £62,000).

16. Obligations under operating leases

	2008	*2007*
	£000	*£000*
Operating leases which expire:		
- within one year	17	23
- in two to five years	29	54
	46	77

Notes to the financial statements

at 31 December 2008

17. Share capital

	Authorised		*Allotted, called up and fully paid*	
	2008	*2007*	*2008*	*2007*
	£000	*£000*	*£000*	*£000*
23,300,000 ordinary shares of £1 each	23,300	23,300	23,300	23,300

18. Reconciliation of movements in shareholders' funds

	2008	*2007*
	£000	*£000*
Profit/(Loss) for the financial year	1,777	(1,123)
Other recognised gains and losses relating to the year	(1,934)	505
Net decrease in shareholders' funds	(157)	(618)
Opening shareholders' funds	14,500	15,118
Closing shareholders' funds	14,343	14,500

19. Reserves

	Profit and loss account
	£000
At beginning of year	(8,800)
Decrease in shareholders' funds (note18)	(157)
At end of year	(8,957)

	2008	*2007*
	£000	*£000*
Profit and loss reserve (excluding pension deficit)	(7,310)	(8,813)
Pension (deficit)/surplus	(1,647)	13
Profit and loss reserve	(8,957)	(8,800)

Notes to the financial statements

at 31 December 2008

20. Related party transactions

The company has taken advantage of the exemption within FRS 8 which allows related party transactions with other group companies not to be disclosed on the basis that greater than 90% of the company's voting rights are held within the group and that group consolidated financial statements are publicly available.

21. Ultimate parent undertaking

The directors regard Zeon Corporation, a company incorporated in Japan, as being the ultimate parent undertaking and controlling party.

Group financial statements are prepared by Zeon Corporation, copies of which can be obtained from 2-6-1 Shin Maranouchi, 6-2 Maranouchi, Chiyoda-ku, Tokyo 100-8246, Japan.