# INEOS Industries Holdings Limited

Annual report and financial statements Registered number 6958119 31 December 2014

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## Strategic report for the year ended 31 December 2014

The directors present their strategic report for the year ended 31 December 2014.

#### Principal activities and business review

The principal activity of the Company is the management activities of a financial holding company.

#### **Future developments**

The Company held its investments in the year and will continue to do for the foreseeable future.

#### Principal risks and uncertainties

The principal risk and uncertainty of the business is the potential impairment of the investments it holds. The directors review the investments for impairment annually or when an indication of impairment is deemed to exist.

#### Key performance indicators ("KPIs")

Given the straightforward nature of the business, the Company's directors are of the opinion that analysis using KPIs is not necessary for an understanding of the development, performance or position of the business.

#### Results

The result for the year ended 31 December 2014 was a profit for the financial year of  $\in 10,145,000$  (2013:  $\in 7,551,000$ ).

#### Dividends

A dividend of €4,487,000 was declared and paid in respect of the year (2013: none).

Approved and signed by order of the board

Company Secretary 21 January 2016

## Directors' report for the year ended 31 December 2014

The directors present their report and the audited financial statements for the year ended 31 December 2014.

#### Directors

The directors who held office during the year and up to the date of signing the financial statements are given below:

J F Ginns (appointed 3 July 2014)
G Leask
J Dawson (resigned 1 September 2014)
Y Ali (appointed 8 September 2014 and resigned 13 October 2014)

#### Financial risk management

The company's operations expose it to a variety of financial risks that include the effects of changes in credit risk, liquidity risk and interest rate risk. The company has in place a risk management programme that seeks to limit the adverse effects on the financial performance of the company where appropriate. The company is funded internally by the INEOS group and therefore has no direct exposure to liquidity or debt market risk. Interest rate exposures are managed on a group basis.

#### Statement of directors' responsibilities

The directors are responsible for preparing the Strategic Report, Directors' 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 prepared the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101).

Under company law the directors must not approve the financial statements unless they are satisfied that they 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 these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable United Kingdom Accounting Standards, including FRS 101 have been followed, subject to any material departures disclosed and explained in the financial statements;
- notify its shareholders about the use of disclosure exemptions, if any, of FRS 101 used in the preparation of 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 adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. 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.

# Directors' report for the year ended 31 December 2014 (continued)

#### Disclosure of information to auditors

The directors confirm that as far as they are aware, there is no relevant audit information of which the Company's auditors are unaware and that they have taken all steps necessary as directors in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

#### Independent auditors

PricewaterhouseCoopers LLP are deemed to be reappointed in accordance with an elective resolution made under section 487 of the Companies Act 2006.

Approved and signed by order of the Board

Y Ali

Company Secretary
INEOS Industries Holdings Limited
Hawkslease, Chapel Lane, Lyndhurst, SO43 7FG
21 January 2016

# Independent auditors' report to the members of INEOS Industries Holdings Limited

#### Report on the financial statements

#### Our opinion

In our opinion, INEOS Industries Holdings Limited's financial statements (the "financial statements"):

- give a true and fair view of the state of the company's affairs as at 31 December 2014 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
   and
- have been prepared in accordance with the requirements of the Companies Act 2006.

#### What we have audited

INEOS Industries Holdings Limited's financial statements comprise:

- the balance sheet as at 31 December 2014;
- the profit and loss account for the year then ended;
- the statement of changes in equity for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in the preparation of the financial statements is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 101 "Reduced Disclosure Framework".

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

#### Opinion on other matter prescribed by the Companies Act 2006

In our opinion, the information given in the Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

#### Other matters on which we are required to report by exception

### Adequacy of accounting records and information and explanations received

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

#### Directors' remuneration

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

# Independent auditors' report to the members of INEOS Industries Holdings Limited (continued)

Responsibilities for the financial statements and the audit

#### Our responsibilities and those of the directors

As explained more fully in the Statement of directors' responsibilities set out on page 4, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

#### What an audit of financial statements involves

We conducted our audit in accordance with ISAs (UK & Ireland). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the directors; and
- the overall presentation of the financial statements.

We primarily focus our work in these areas by assessing the directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

In addition, we read all the financial and non-financial information in the Annual report and financial statements to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Steve Denison (Senior Statutory Auditor)

for and on behalf of PricewaterhouseCoopers LLP Chartered Accountants and Statutory Auditors

Newcastle upon Tyne

21 January 2016

# Profit and Loss Account for the year ended 31 December 2014

|   | Note |          |          |
|---|------|----------|----------|
|   |      | 2014     | 2013     |
|   |      | €000     | €000     |
| Other operating income                        | 3    | 8,627    | 17,393   |
| Income from shares in group undertakings      |      | 6,362    | -        |
| Income from other fixed asset investments     |      | -        | 273      |
| Interest receivable and similar income        | 5    | 12,767   | 8,829    |
| Interest payable and similar charges          | 6    | (17,611) | (17,518) |
| Profit on ordinary activities before taxation |      | 10,145   | 8,977    |
| Tax on profit on ordinary activities          | 7    | -        | (1,426)  |
| Profit for the financial year                 |      | 10,145   | 7,551    |

All activities of the company relate to continuing operations.

The company has no recognised other comprehensive income and therefore no separate statement of other comprehensive income has been presented.

# Balance Sheet As at 31 December 2014

|  | Note |              | ****         | 2012         | 2012         |
|--|------|--------------|--------------|--------------|--------------|
|  |      | 2014<br>€000 | 2014<br>€000 | 2013<br>€000 | 2013<br>€000 |
| Fixed assets Investments in subsidiaries and joint ventures              | . 8  | 0000         | 284,587      |              | 214,341      |
| Other investments  | 9    |              | 11,100       |              | 12,426       |
| Current assets   |      |              | 295,687      |              | 226,767      |
| Debtors (including €162,977 (2013: €53,251) due after more than one year | 10   | 244,182      | ,            | 165,861      | •            |
| Cash at bank and in hand   |      | 532          |              | 2,466        |              |
|  |      | 244,714      |              | 168,326      |              |
| Creditors: amounts falling due within one year                           | 11   | (289,820)    |              | (288,373)    |              |
| Net current liabilities  |      |              | (45,106)     |              | (120,046)    |
| Total assets less current liabilities                                    |      |              | 250,581      |              | 106,721      |
| Creditors: amounts falling due after more than one year                  | 12   |              | (197,715)    |              | (59,513)     |
| Net assets   |      |              | 52,866       |              | 47,208       |
| Capital and reserves Called up share capital                             | 13   |              | -            |              | -            |
| Profit and loss account  |      |              | 52,866       |              | 47,208       |
| Total shareholders' funds  |      |              | 52,866       |              | 47,208       |

These financial statements on pages 8 to 20 were approved by the board of directors on 21 January 2016 and were signed on its behalf by:

G Leask Director

Company registered number: 6958119

# Statement of Changes in Equity for the year ended 31 December 2014

|  | Called up<br>Share<br>capital | Profit and loss account | Total<br>shareholders'<br>funds |
|--|-------------------------------|-------------------------|---------------------------------|
|  | €000                          | €000                    | €000                            |
| Balance at 1 January 2013                | -                             | 39,657                  | 39,657                          |
| Profit for the financial year            | -                             | 7,551                   | 7,551                           |
| Balance at 31 December 2013              | -                             | 47,208                  | 47,208                          |
|  | B                             |                         |                                 |
|  | Called up<br>Share<br>capital | account                 | Total<br>shareholders'<br>funds |
|  | €000                          | €000                    | €000                            |
| Balance at 1 January 2014                | -                             | 47,208                  | 47,208                          |
| Profit for the financial year · Dividend | -                             | 10,145<br>(4,487)       | 10,145<br>(4,487)               |
| Balance at 31 December 2014              | <del></del>                   | 52,866                  | 52,866                          |

## Notes (forming part of the financial statements)

#### 1 Accounting policies

INEOS Industries Holdings Limited (the "Company") is a company incorporated and domiciled in the UK.

The Company is exempt by virtue of section 400 of the Companies Act 2006 from the requirement to prepare group financial statements. These financial statements present information about the Company as an individual undertaking and not about its group.

These financial statements were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101").

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs"), but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

In these financial statements, the company has early adopted FRS 101 for the first time.

In the transition to FRS 101, the Company has applied IFRS 1 whilst ensuring that its assets and liabilities are measured in compliance with FRS 101. The transition to FRS 101 has not materially affected the financial position or financial performance of the company.

INEOS Industries Limited is the parent undertaking of the only group of undertakings to consolidate these financial statements. The consolidated financial statements of INEOS Industries Limited are prepared in accordance with International Financial Reporting Standards and may be obtained from Company Secretary, Hawkslease, Chapel Lane, Lyndhurst, Hampshire, SO43 7FG.

IFRS 1 grants certain exemptions from the full requirements of Adopted IFRSs in the transition period.

In these financial statements, the company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- Business combinations Business combinations that took place prior to 1 January 2013 have not been restated.
- a Cash Flow Statement and related notes;
- Disclosures in respect of transactions with wholly owned subsidiaries;
- Disclosures in respect of capital management;
- The effects of new but not yet effective IFRSs;
- Disclosures in respect of the compensation of Key Management Personnel.

As the consolidated financial statements of INEOS Industries Limited include the equivalent disclosures, the Company has also taken the exemptions under FRS 101 available in respect of the following disclosures:

- IFRS 2 Share Based Payments in respect of group settled share based payments;
- Certain disclosures required by IAS 36 Impairment of assets in respect of the impairment of goodwill and indefinite life intangible assets;
- Disclosures required by IFRS 5 Non-current Assets Held for Sale and Discontinued Operations in respect of the cash flows of discontinued operations;
- Certain disclosures required by IFRS 13 Fair Value Measurement and the disclosures required by IFRS 7 Financial Instrument Disclosure.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements and in preparing an opening FRS 101 balance sheet at 1 January 2013 for the purposes of the transition to FRS 101.

#### 1 Accounting policies (continued)

#### 1.1 Measurement convention

The financial statements are prepared on the historical cost basis.

#### 1.2 Going concern

The financial statements are prepared on a going concern basis under the historical cost convention, except that the following assets and liabilities which are stated at their fair value: derivative financial instruments, financial instruments classified as fair value through the profit or loss or as available-for-sale, in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom. Based on the budgeted cash flows of the Company and its subsidiaries and taking into account the facilities available, the directors continue to adopt the going concern basis in preparing the financial statements.

#### 1.3 Foreign currency

Transactions in foreign currencies are translated to the Company's functional currencies at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are retranslated to the functional currency at the foreign exchange rate ruling at that date. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are retranslated to the functional currency at foreign exchange rates ruling at the dates the fair value was determined. Foreign exchange differences arising on translation are recognised in the profit and loss account.

#### 1.4 Non-derivative financial instruments

Non-derivative financial instruments comprise investments in equity and debt securities, trade and other debtors, cash and cash equivalents, loans and borrowings, and trade and other creditors.

Trade and other debtors

Trade and other debtors are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses.

Trade and other creditors

Trade and other creditors are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method.

Investments in jointly controlled entities, associates and subsidiaries are carried at cost less impairment.

Interest-bearing borrowings

Interest-bearing borrowings are recognised initially at fair value less attributable transaction costs. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost using the effective interest method, less any impairment losses.

#### 1.5 Provisions

A provision is recognised in the balance sheet when the Company has a present legal or constructive obligation as a result of a past event, that can be reliably measured and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects risks specific to the liability.

#### 1 Accounting policies (continued)

#### 1.6 Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of goodwill; the initial recognition of assets or liabilities that affect neither accounting nor taxable profit other than in a business combination, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date. A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised.

#### 1.7 Investments in subsidiaries

Investments are stated in the balance sheet at cost less any provisions for impairment.

#### 1.8 Interest

Interest income and interest payable is recognised in profit or loss as it accrues, using the effective interest method. Foreign currency gains and losses are reported on a gross basis.

#### 2 Auditors' remuneration

The audit fee has been included in the overall audit fee for Ineos Industries Limited both in the current and prior year and is not separately recharged to the company.

#### 3 Other operating income

During the year the company wrote back an amount owed to a related party of €12.6 million that was no longer required. During 2013, the company wrote back a carrying value adjustment of €21.6 million, acquired on acquisition against a receivable loan that was no longer required.

### 4 Staff numbers and costs

The Company had no employees during the year (2013: nil).

No directors received any fees or remuneration in respect of their services to the Company during the financial year (2013: none).

#### 5 Interest receivable and similar income

|  | 2014<br>€000 | 2013<br>€000 |
|--|--------------|--------------|
| Interest receivable and similar income             | 8,338        | 8,829        |
| Exchange gains                                     | 4,429        | -            |
| Total other interest receivable and similar income | 12,767       | 8,829        |
|  |              |              |

Interest receivable and similar income includes €8,338,000 (2013:€8,829,000) receivable from group undertakings.

#### 6 Interest payable and similar charges

|  | 2014<br>€000 | 2013<br>€000 |
|--|--------------|--------------|
| Interest payable and similar charges             | 17,611       | 16,155       |
| Exchange losses                                  | -            | 1,363        |
| Total other interest payable and similar charges | 17,611       | 17,518       |
|  |              |              |

Interest payable and similar charges includes €17,611,000 (2013:€16,155,000) payable to group undertakings.

### 7 Tax on profit on ordinary activities

| Recognised in the profit and loss account   |  | 2014<br>€000                                | 2013<br>€000                               |
|---|--|---|--|
| UK Corporation tax  |  | -   | 1,426                                      |
| Reconciliation of effective tax rate  |  |   |  |
|   |  | 2014<br>€000                                | 2013<br>€000                               |
| Total tax expense   |  | <u>-</u>                                    | 1,426                                      |
| Profit on ordinary activities before taxation   |  | 10,145                                      | 8,977                                      |
| Profit multiplied by the standard rate of tax in the UK of 21.5% Expenses not deductible for tax purposes Recognition of previous unrecognised tax losses Adjustments in respect of prior periods | 6 (2013: 23.25%)                       | 2,181<br>(615)<br>(1,566)                   | 2,087<br>(5,142)<br>3,055<br>1,426         |
| Total tax expense   |  | <del></del>                                 | 1,426                                      |
| 8 Investments   |  |   |  |
| Cost  | Subsidiaries<br>€000                   | Joint<br>ventures<br>€000                   | Total<br>€000                              |
| At beginning of year Transfer Additions Amendment Reclassification  | 54,542<br>159,799<br>69,588<br>(1,968) | 159,799<br>(159,799)<br>1,300<br>-<br>1,326 | 214,341<br>-<br>70,888<br>(1,968)<br>1,326 |
| At end of year  | 281,961                                | 2,626                                       | 284,587                                    |

### Additions in the current year

## **Grangemouth CHP Limited**

On 1 October 2014, the Group acquired all of the ordinary shares in Grangemouth CHP Limited for €69.6 million, satisfied in cash. The primary business of Grangemouth CHP Limited is to sell the steam and electricity from its plant in Grangemouth to Petroineos Manufacturing Scotland Limited (a joint venture between INEOS AG and Petrochina).

The directors believe the carrying value of the investments is supported by the underlying net assets of the subsidiaries.

### 8 Investments (continued)

|                               | Country of incorporation | Class of shares | Owne | ership |
|-------------------------------|--------------------------|-----------------|------|--------|
| Investments in joint ventures |                          | held_           | 2014 |        |
| Styrolution Holding GmbH      | Germany                  | Ordinary        | -    | 50%    |
| Tricoya Technologies          | UK                       | B Shares        | 50%  | 50%    |

On 17 November 2014, the Company undertook a share for share exchange of its 50% shareholding in Styrolution Holding GmbH for a 100% shareholding in INEOS Styrolution Holding GmbH resulting in a transfer of the investment value of €159,799,000 from a joint venture investment to an investment in a subsidiary. INEOS Styrolution Holding GmbH then acquired the remaining 50% of the Styrolution business from BASF SE. Styrolution was previously a 50/50 joint venture between INEOS and BASF. The Styrolution business is a global styrenics supplier with a focus on styrene monomer, polystyrene, ABS (acrylonitrile butadiene styrene) and styrenic specialties.

|                                       | Country of               | Class of shares | Owne | rship |
|---------------------------------------|--------------------------|-----------------|------|-------|
| Investments in subsidiaries           | Country of incorporation | held            | 2014 | 2013  |
| Grangemouth CHP Limited*              | UK                       | Ordinary        | 100% | -     |
| INEOS Industries America I LLC*       | United States            | Ordinary        | 100% | 100%  |
| INEOS Industries America II LLC       | United States            | Ordinary        | 100% | 100%  |
| INEOS ABS (USA) LLC*                  | United States            | Ordinary        | 100% | 100%  |
| INEOS Mexico S de RL de CV            | Mexico                   | Ordinary        | 100% | 100%  |
| INEOS Bio USA LLC                     | United States            | Ordinary        | 100% | 100%  |
| INEOS New Planet BioEnergy LLC        | United States            | Ordinary        | 80%  | 80%   |
| INEOS Melamines LLC                   | United States            | Ordinary        | 100% | 100%  |
| INEOS Styrenics US LLC                | United States            | Ordinary        | 100% | 100%  |
| INEOS ABS (UK) Limited*               | UK                       | Ordinary        | 100% | 100%  |
| INEOS Bio Holdings Limited*           | UK                       | Ordinary        | 80%  | 80%   |
| INEOS Bio Limited                     | UK                       | Ordinary        | 80%  | 80%   |
| INEOS Bio Resources Limited           | UK                       | Ordinary        | 80%  | 80%   |
| INEOS ChloroToluenes Limited*         | UK ·                     | Ordinary        | 100% | 100%  |
| INEOS ChloroToluenes Belgium NV       | Belgium                  | Ordinary        | 100% | 100%  |
| INEOS ChloroToluenes Holdings BV      | Netherlands              | Ordinary        | 100% | 100%  |
| INEOS Maastricht BV                   | Netherlands              | Ordinary        | 100% | 100%  |
| INEOS Healthcare Holdings Limited*    | UK                       | Ordinary        | 80%  | 80%   |
| INEOS Healthcare Limited              | UK                       | Ordinary        | 80%  | 80%   |
| INEOS Melamines GmbH*                 | Germany                  | Ordinary        | 100% | 100%  |
| INEOS Melamines Pte Ltd*              | Singapore                | Ordinary        | 100% | 100%  |
| INEOS Styrenics European Holding B.V* | Netherlands              | Ordinary        | 100% | 100%  |
| INEOS Styrenics Holding France S.A.S  | France                   | Ordinary        | 100% | 100%  |
| INEOS Styrenics Ribécourt S.A.S       | France                   | Ordinary        | 100% | 100%  |
| INEOS Styrenics Wingles S.A.S         | France                   | Ordinary        | 100% | 100%  |
|                                       |                          |                 |      |       |

## 8 Investments (continued)

|  | Country of incorporation | Country of            | Class o |      | Owne | wnership |  |
|--|--------------------------|-----------------------|---------|------|------|----------|--|
|  |                          | shares<br><u>held</u> | 2014    | 2013 |      |          |  |
|  |                          |                       |         |      |      |          |  |
| INEOS Styrenics Manufacturing GmbH           | Germany                  | Ordinary              | 100%    | 100% |      |          |  |
| INEOS Styrenics Germany GmbH                 | Germany                  | Ordinary              | 100%    | 100% |      |          |  |
| INEOS Styrenics Netherlands B.V              | Netherlands              | Ordinary              | 100%    | 100% |      |          |  |
| INEOS Styrenics Services B.V                 | Netherlands              | Ordinary              | 100%    | 100% |      |          |  |
| INEOS Styrenics Kimyasal Urunler L.S         | Turkey                   | Ordinary              | 100%    | 100% |      |          |  |
| INEOS Styrenics UK Limited                   | UK                       | Ordinary              | 100%    | 100% |      |          |  |
| INEOS Styrenics GmbH*                        | Germany                  | Ordinary              | 100%    | 100% |      |          |  |
| INEOS Styrenics International S.A*           | Switzerland              | Ordinary              | 100%    | 100% |      |          |  |
| INEOS Upstream Limited*                      | UK                       | Ordinary              | 100%    | -    |      |          |  |
| INEOS Vinyls Holdings Italia S.r.l.*         | Italy                    | Ordinary              | 100%    | 100% |      |          |  |
| INEOS Films Italia S.r.l.                    | Italy                    | Ordinary              | 100%    | 100% |      |          |  |
| INEOS Styrolution Holding GmbH*              | Germany                  | Ordinary              | 100%    | -    |      |          |  |
| Styrolution Holding GmbH                     | Germany                  | Ordinary              | 100%    | -    |      |          |  |
| Styrolution Beteiligungs GmbH                | Germany                  | Ordinary              | 100%    | -    |      |          |  |
| Styrolution Group GmbH                       | Germany                  | Ordinary              | 100%    | -    |      |          |  |
| Styrolution (Jersey) Limited                 | Jersey                   | Ordinary              | 100%    | -    |      |          |  |
| Styrolution (Thailand) Co., Ltd              | Thailand                 | Ordinary              | 100%    | -    |      |          |  |
| Styrolution ABS (India) Ltd                  | India                    | Ordinary              | 75%     | -    |      |          |  |
| Styrolution Koeln GmbH                       | Germany                  | Ordinary              | 100%    | -    |      |          |  |
| Styrolution Belgium N.V                      | Belgium                  | Ordinary              | 100%    | -    |      |          |  |
| Styrolution do Brasil Polimeros Ltda         | Brazil                   | Ordinary              | 100%    | -    |      |          |  |
| Styrolution France S.A.S                     | France                   | Ordinary              | 100%    | -    |      |          |  |
| Styrolution GmbH                             | Germany                  | Ordinary              | 100%    | -    |      |          |  |
| Styrolution Belgium N.V                      | Belgium                  | Ordinary              | 100%    | -    |      |          |  |
| Styrolution Kimyasal Urunler Ticaret Limited | Turkey                   | Ordinary              | 100%    | -    |      |          |  |
| Styrolution Schwarzheide GmbH                | Germany                  | Ordinary              | 100%    | -    |      |          |  |
| Styrolution Holding Company                  | Mauritius                | Ordinary              | 100%    | -    |      |          |  |
| Styrolution India Pv. Ltd                    | India                    | Ordinary              | 100%    | -    |      |          |  |
| Styrolution Iberia, S.L                      | Spain                    | Ordinary              | 100%.   | _    |      |          |  |
| Styrolution Industries US LLC                | United States            | Ordinary              | 100%    | _    |      |          |  |
| Styrolution America LLC                      | United States            | Ordinary              | 100%    | _    |      |          |  |
| •  | United States            | Ordinary              | 100%    |      |      |          |  |
| INEOS Styrenics Receivables Company LLC      | Canada                   | Ordinary              | 100%    | -    |      |          |  |
| Styrolution Canada Limited                   |                          | •                     |         | -    |      |          |  |
| Styrolution Industries US II LLC             | United States            | Ordinary              | 100%    | •    |      |          |  |
| Styrolution America LLC                      | United States            | Ordinary              | 100%    | -    |      |          |  |
| Styrolution International S.A                | Switzerland              | Ordinary              | 100%    | -    |      |          |  |
| Styrolution Italia S.r.l                     | Italy                    | Ordinary              | 100%    | -    |      |          |  |
| Styrolution Kimyasal Urunler Ticaret Limited | Turkey                   | Ordinary              | 100%    | -    |      |          |  |
| Styrolution Korea Ltd                        | Korea                    | Ordinary              | 100%    | -    |      |          |  |

## 8 Investments (continued)

|  | Country of incorporation | Class of  | Owne          | ership                 |
|--|--------------------------|---|---------------|------------------------|
|  |                          | shares<br>held  | 2014          | _2013                  |
| Styrolution Mexicana S.A. de C.V   | . Mexico                 | Ordinary  | 100%          | -                      |
| Styrolution Netherlands B.V  | Netherlands              | Ordinary  | 100%          | -                      |
| Styrolution Poland z.o.o   | Poland                   | Ordinary  | 100%          | -                      |
| Styrolution Polimeros de Mexico S.A. de C.V  | Mexico                   | Ordinary  | 100%          | -                      |
| Styrolution Services SAS   | France                   | Ordinary  | 100%          | -                      |
| Styrolution Servicios S.A. de C.V  | Mexico                   | Ordinary  | 100%          | -                      |
| Styrolution South East Asia Pte. Ltd   | Singapore                | Ordinary  | 100%          | -                      |
| Styrolution Sweden AB  | Sweden                   | Ordinary  | 100%          | -                      |
| Styrolution Vietnam Co Ltd   | Vietnam                  | Ordinary  | 100%          | -                      |
| Styrolution UK Limited   | UK                       | Ordinary  | 100%          | -                      |
| Styrolution US Holding LLC   | United States            | Ordinary  | 100%          | -                      |
| Styrolution USA LLC  | United States            | Ordinary  | 100%          | •                      |
| *held directly by the Company as at 31 December 2014                                 |                          |   |               |                        |
| *held directly by the Company as at 31 December 2014  9 Other investments            |                          |   |               |                        |
|  |                          | 2014<br>€000  |               |                        |
|  |                          |   |               | €000                   |
| 9 Other investments  At beginning of year Additions                                  |                          | €000<br>12,426  |               | €000<br>9,351          |
| 9 Other investments  At beginning of year  | •                        | €000  |               | €000<br>9,351          |
| 9 Other investments  At beginning of year Additions                                  |                          | €000<br>12,426  |               | €000<br>9,351<br>3,075 |
| 9 Other investments  At beginning of year Additions Reclassification                 |                          | 12,426<br>(1,326)   |               | €000<br>9,351<br>3,075 |
| 9 Other investments  At beginning of year Additions Reclassification                 |                          | 12,426<br>(1,326)   | Owner         | 9,351<br>3,075         |
| 9 Other investments  At beginning of year Additions Reclassification                 |                          | 12,426<br>(1,326)<br>———————————————————————————————————— | Owner<br>2014 | 9,351<br>3,075         |
| 9 Other investments  At beginning of year Additions Reclassification  At end of year | inco                     | 12,426<br>(1,326)<br>———————————————————————————————————— |               | -                      |

| 10 Debtors   |                       |                            |
|--|-----------------------|----------------------------|
|  | 2014<br>€000          | 2013<br>€000               |
| Amounts owed by group undertakings<br>Amounts owed by related parties<br>Other debtors | 236,475<br>-<br>7,707 | 114,669<br>44,324<br>6,868 |
|  | 244,182               | 165,861                    |
| Due within one year  | 81,205                | 112,610                    |
| Due after more than one year   | 162,977               | 53,251                     |
|  |                       |                            |
| 11 Creditors: amounts falling due within one year                                      |                       |                            |
|  | 2014<br>€000          | 2013<br>€000               |
| Amounts owed to group undertakings Amounts owed to related parties Other creditors     | 289,820<br>-<br>-     | 254,343<br>34,018<br>12    |
|  | 289,820               | 288,373                    |
| 12 Creditors: amounts falling after more than one year                                 |                       |                            |
|  | 2014<br>€000          | 2013<br>€000               |
| Amounts owed to group undertakings   | 197,715               | 59,513                     |
|  |                       |                            |

#### 13 Called up share capital

|  | 2014 | 2013 |
|--|------|------|
|  | €000 | €000 |
| Allotted, called up and fully paid                             |      |      |
| 2 (2013: 2) ordinary shares of £1.00 each                      | -    | -    |
| 214,913 (2013: 214,913) business tracker shares of 0.001p each | •    | -    |
|  |      |      |

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company.

As the reporting currency of the Company is the Euro, share capital has been converted to Euros at the effective rate of exchange ruling at the date of issuance.

A summary of the rights that attach to each class of shares is as follows:

The holders of the Business Tracker shares shall be entitled to receive dividends as determined by the Company out of profits of the Company available for distribution in a financial year up to a maximum of 10% of such profits available for distribution or such higher amount as the Special Committee may determine. On a return of capital, the holders of the Business Tracker shares shall be entitled to receive up to a maximum of 10% of the surplus assets of the Company remaining after the payment of its liabilities, or such higher amount as the Special Committee may determine. Each holder of Business Tracker shares shall receive that portion of the surplus assets for the year over which the Business Tracker shares have been held by them. The holders of the Business Tracker shares are not entitled to vote at any general meeting of the Company.

The holders of the Ordinary shares shall be entitled to receive dividends as determined by the Company out of the profits remaining after the deduction of the proportion of the profits attributed to the holders of the relevant Business Tracker shares. On a return of capital, the holders of the Ordinary shares shall be entitled to receive that portion of the surplus assets remaining after the deduction of the proportion of the surplus assets attributed to the holders of the relevant Business Tracker shares. The holders of the Ordinary shares are entitled to one vote per share at any general meeting of the Company.

#### 14 Controlling parties

The Company is a subsidiary undertaking of Ineos AG which is the ultimate parent company incorporated in Switzerland. The ultimate controlling party Mr J Ratcliffe, director and majority shareholder in Ineos AG.

The largest and smallest group in which the results of the Company are consolidated is that headed by Ineos Industries Limited, incorporated in the United Kingdom. No other group financial statements include the results of the Company. The consolidated financial statements of Ineos Industries Limited are available to the public and may be obtained from the Company Secretary, Ineos Industries Limited, Hawkslease, Chapel Lane, Lyndhurst, Hampshire, UK, SO43 7FG.

#### 15 Subsequent event

On 31 March 2015, the company sold its investment in Tricoya Technologies for €1 plus a further €600,000 provided certain conditions are met.