SCA Hygiene Products Tissue Limited Annual report and financial statements for the year ended 31 December 2016

Registered number: 08033620

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Directors and advisers

Directors

P A Bailey

K J Starr

A Richards

Company secretary and registered office

P A Bailey

Southfields Road

Dunstable

Bedfordshire

LU6 3EJ

Independent auditors

Ernst & Young LLP
Chartered Accountants and Statutory Auditors
400 Capability Green
Luton

Luton

LU1 3LU

Solicitors

Reynolds Porter Chamberlain Chichester House 278/282 High Holborn London WC17 7HA

Bankers

Natwest Bank Plc City of London Office PO Box 12258 1 Princes Street London EC2R 8PA

Strategic report for the year ended 31 December 2016

Principal activities

The company is dormant but for an onerous lease.

Review of business

The results for the year are set out in the profit and loss account on page 11 and the position of the company as at the year end is set out in the balance sheet on page 12.

The results of the company show a profit on ordinary activities before taxation of £0.2 million (2015: £5.5 million) for the year.

During the year, a release of £0.1 million (2015: £6.1 million) was recognised in respect of operating exceptional items as explained in note 5. The exceptional items relate to the following:

- A provision has been established for the shortfall between a lease and a sublease agreement for the
 Horwich site. The charge to the P & L relates to the discounting of the provision at the internal
 WACC rate of 5.74%.
- The release of the provision established for the mothballing costs of the Oughtibridge site.

The sale of the branded and manufacturer retailer branded businesses to third parties and the transfer of the Away from Home sales division into SCA Hygiene Products UK Limited occurred in 2013. This left the remaining converting site within SCA Hygiene Products Tissue Limited, the final converting machine ceased production at the end of October 2014 when the Away from Home trade transferred to SCA Hygiene Products UK Limited with the majority of the assets being transferred.

The site at Oughtibridge was sold to a third party on 25 September 2015 for a consideration of £7,400,000.

Strategic report for the year ended 31 December 2016 (continued)

Key performance indicators ("KPIs")

Given the straight forward 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.

Financial risk management

The company has in place a risk management programme that seeks to limit the adverse effects on the financial performance of the company by monitoring levels of debt finance and the related finance costs. The company does not use derivative financial instruments to manage interest rate costs and as such, no hedge accounting is applied.

The finance department has a policy and procedure manual set by the SCA AB Board that sets out specific guidelines to manage interest rate risk, credit risk and circumstances where it would be appropriate to use financial instruments.

Credit risk

The company has implemented policies that require appropriate credit checks on potential customers before sales are made. Credit checks are carried out on major customers where information about the customers' financial position is obtained from various credit rating companies. The amount of exposure to any individual counterparty is subject to a limit, which is reassessed on a continual basis by the credit manager.

Liquidity risk

The company actively maintains short term debt finance that is designed to ensure that the company has sufficient available funds for operation. This is maintained in the short term by the SCA UK cash pooling facility.

As a member of the SCA cash pool arrangement, the company's cash management is effectively controlled by SCA Capital NV, a fellow group company. The SCA treasury function conducts an annual risk assessment exercise, taking into account credit rating information regarding the company, provided by an external credit rating agency. This information is used to provide a risk adjusted interest rate which is applied between the company and its parent in respect of any loans receivable or payable, on an arm's length basis.

Interest rate and cash flow risk

The company has policies and procedures that set out the specific guidelines that must be followed to manage the interest rate risk. The directors monitor these interest rate risks periodically. The exposure to interest rate risk is minimal as this is monitored by a central group treasury function, which is responsible for identifying and managing interest rate exposure.

Strategic report for the year ended 31 December 2016 (continued)

Principal risks and uncertainties

The management of the business and execution of the company's strategy are subject to a number of risks.

The key business risks and uncertainties affecting the company are considered to relate to the competitive nature of the market place and fluctuations in energy and raw materials costs.

The board has overall responsibility for the company's risk management and internal control systems and for reviewing their effectiveness. The systems are designed to provide reasonable control over the activities of the company and to enable the board to comply with the directors' responsibilities.

This has been further considered within the financial risk management section.

Future developments

The Company will continue in its present capacity for the foreseeable future.

By order of the board

Paul Bailey Company secretary

27 July 2017

Directors' report for the year ended 31 December 2016

The directors present their annual report and the audited financial statements of SCA Hygiene Products Tissue Limited for the year ended 31 December 2016.

Results and dividends

The results of the company show a profit on ordinary activities before taxation of £193,000 (Profit 2015: £5.480.000).

Ordinary dividends of £nil (2015: £30,000,000) were paid in the year. The directors do not propose the payment of a final dividend (2015: £nil).

Future developments

See the Strategic report on page 2 for information on future developments.

Directors

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

P A Bailey (company secretary)
S A Barker (resigned 3 March 2017)
K J Starr (appointed 3 March 2017)

A Richards

Independent auditors

The board has appointed Ernst & Young LLP as the new company auditor effective for periods from 31 December 2016.

Provision of information to the auditors

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as that director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the company's auditors in connection with preparing their report and to establish that the company's auditors are aware of that information.

Directors' report for the year ended 31 December 2016 (continued)

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 elected to prepare 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'.

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 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 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.

By order of the board

Paul Bailey Company secretary

27 July 2017

Independent auditors' report to the members of SCA Hygiene Products Tissue Limited

We have audited the financial statements of SCA Hygiene Products Tissue Limited for the year ended 31 December 2016 which comprise the Profit and loss account, the Balance Sheet, the Statement of changes in equity and the related notes 1 to 18. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 101 "Reduced Disclosure Framework".

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. 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 auditor's 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 auditor

As explained more fully in the Directors' Responsibilities Statement set out on page 8, 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). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

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. In addition, we read all the financial and non-financial information in the report 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.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2016 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including FRS 101 "Reduced Disclosure Framework"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Independent auditors' report to the members of SCA Hygiene Products Tissue Limited (continued)

Opinion on other matter prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- 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.
- the Strategic Report and the Directors' Report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have identified no material misstatements in the Strategic Report or Directors' Report.

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- 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; or
- certain disclosures of directors' remuneration specified by law are not made; or
- · we have not received all the information and explanations we require for our audit.

John Dervley (Senior statutory auditor)

for and on behalf of Ernst & Young LLP, Statutory Auditor

28 July 2017

Ernt + Yang LLP

Luton

Date

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Profit and loss account for the year ended 31 December 2016

	3	Year ended 31 December 2016	Year ended 31 December 2015
	Note	£'000	£,000
Administrative expenses	2	<u>-</u>	(28)
Operating Loss before exceptional items		-	(28)
Exceptional items	5	130	6,138
Profit on ordinary activities before interest		130	6,110
Interest receivable and similar income	6	63	533
Interest payable and similar charges	7	<u>-</u>	(1,163)
Profit on ordinary activities before taxation		193	5,480
Tax on profit on ordinary activities	8	(27)	(173)
Profit for the financial year	15	166	5,307

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 2016

		As at 31 December 2016	As at 31 December 2015
	Note	£'000	£'000
Current assets			
Debtors	10	4,638	6,029
		4,638	6,029
Creditors: amounts falling due within one year	11	(606)	(1,888)
Net current assets		4,032	4,141
Total assets less current liabilities		4,032	4,141
Provisions for liabilities	12	(1,808)	(2,083)
Net assets		2,224	2,058
Capital and reserves			-
Called up share capital	14	-	-
Profit and loss account	15	2,224	2,058
Total shareholders' funds	15	2,224	2,058

The financial statements on pages 11 to 24 were approved by the board of directors on 27 July 2017 and were signed on its behalf by:

Paul Bailey

Director

SCA Hygiene Products Tissue Limited is registered in England and Wales under company number 08033620.

Statement of changes in equity for the year ended 31 December 2016

·	Called up share capital	Profit and loss account	Total shareholders' funds/(deficit)
	£'000	£'000	£'000
As at 1 January 2015	-	26,751	26,751
Profit for the financial year	-	5,307	5,307
Capital reduction	-	(30,000)	(30,000)
As at 31 December 2015	•	2,058	2,058
As at 1 January 2016	-	2,058	2,058
Profit for the financial year	<u>-</u>	166	166
As at 31 December 2016	-	2,224	2,224

Notes to the financial statements for the year ended 31 December 2016

1 Accounting policies

General information

The company is dormant but for an onerous lease. The company is a private company incorporated in the United Kingdom. Its registered address is Southfields Road, Dunstable, Bedfordshire, LU6 3EJ.

Basis of preparation

These financial statements have been prepared in accordance with Financial Reporting Standard 101 "Reduced Disclosure Framework" ("FRS101") and the Companies Act 2006.

The accounting policies set out below have been consistently applied to all the years presented unless otherwise stated. They have been prepared under the historical cost convention, and on a going concern basis.

The preparation of financial statements in conformity with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in this note below.

Exemptions

The following exemptions from the requirements of IFRS have been applied in the preparation of these financial statements, in accordance with FRS 101:

- IFRS 7, 'Financial Instruments: Disclosures'
- Paragraphs 91 to 99 of IFRS 13, 'Fair value measurement' (disclosure of valuation techniques and inputs used for fair value measurement of assets and liabilities)
- Paragraph 38 of IAS 1, 'Presentation of financial statements' comparative information requirements in respect of:
- (i) paragraph 79(a)(iv) of IAS 1;
- The following paragraphs of IAS 1, 'Presentation of financial statements':
- 10(d), (statement of cash flows)
- -10(f) (a statement of financial position as at the beginning of the preceding period when an entity applies an accounting policy retrospectively or makes a retrospective restatement of items in its financial statements, or when it reclassifies items in its financial statements),
- 16 (statement of compliance with all IFRS),
- 38A (requirement for minimum of two primary statements, including cash flow statements),
- 38B-D (additional comparative information),
- 40A-D (requirements for a third statement of financial position)
- 111 (cash flow statement information), and
- 134-136 (capital management disclosures)
- IAS 7, 'Statement of cash flows'
- Paragraph 30 and 31 of IAS 8 'Accounting policies, changes in accounting estimates and errors'
 (requirement for the disclosure of information when an entity has not applied a new IFRS that has been issued but is not yet effective)
- Paragraph 17 of IAS 24, 'Related party disclosures' (key management compensation)
- The requirements in IAS 24, 'Related party disclosures' to disclose related party transactions entered into between two or more members of a group

Notes to the financial statements for the year ended 31 December 2016 (continued)

1 Accounting policies (continued)

Debtors

Trade debtors are recognised and carried at the lower of their original invoiced value and recoverable amount. Provision for impairment is made through profit and loss when there is objective evidence that the Company will not be able to recover balances in full. Balances are written off when the probability of recovery is assessed as being remote.

Creditors

Short term creditors are measured at the transaction price.

Cash at bank and in hand

Cash and short term deposits in the balance sheet comprise cash at bank and in hand and short term deposits with an original maturity of three months or less.

Operating leases

Costs in respect of operating leases are charged on a straight line basis over the lower of the useful economic life and lease term. Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease.

Provisions

Provisions are recognised when the company has a present obligation, as result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation, and a reliable estimate of that obligation can be made. Provisions for restructuring measures are made when a detailed, formal plan for the measures exists and well-founded expectations have been created among those who will be affected by the measures.

Exceptional Items

Exceptional items are disclosed separately in the financial statements where it is necessary to do so to provide further understanding of the financial performance of the group. They are material items of income or expense that have been shown separately due to the significance of their nature or amount.

Notes to the financial statements for the year ended 31 December 2016 (continued)

1 Accounting policies (continued)

Taxation

UK corporation tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantially enacted by the balance sheet date.

Deferred taxation 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 tax in the future, or a right to pay less tax in the future, have occurred at the balance sheet date. Timing differences are differences between the company's taxable profits and its results as stated in the financial statements.

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

Critical accounting estimates and assumptions

The company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

Provision for onerous lease

There is a time difference between the lease for the Horwich site and the sub lease. This is reviewed annually to reflect the potential impact of any rent reviews or any breaks in the contracts. See note 12 for the current carrying value of the provision.

2 Distribution costs and administrative expenses

	Year ended 31 December 2016	Year ended 31 December 2015
	£'000	£'000
Selling and distribution expenses	•	-
Administrative expenses	-	28
·	•	28

3 Profit on ordinary activities before taxation

Auditors' remuneration has been met on behalf of the company by SCA Hygiene Products UK Limited, a fellow subsidiary company. Services provided by the company's auditors: Fees payable for the audit of £13,000 (2015: £13,000 paid to PWC).

Notes to the financial statements for the year ended 31 December 2016 (continued)

4 Directors' emoluments

The directors of the company were also directors of another UK group company for which remuneration was received in relation to services performed. The directors did not receive remuneration for any services provided for SCA Hygiene Products Tissue Limited (2015: nil).

5 Exceptional Items

	Year ended 31 December 2016	Year ended 31 December 2015
	£'000	£'000
Onerous lease (note 12)	115	126
Indemnification for lost inventory in fire	-	(1,993)
Profit on sale of Oughtibridge	•	(4,909)
Mothballing Cost	•	638
Release of provision	(245)	
	(130)	(6,138)

6 Interest receivable and similar income

	Year ended 31 December 2016	Year ended 31 December 2015
	£,000	£'000
On amounts owed by group undertakings	63	533

7 Interest payable and similar charges

	Year ended 31 December	Year ended 31 December
	2016	2015
	£'000	£'000
On amounts owed to group undertakings	 ·	1,163

Notes to the financial statements for the year ended 31 December 2016 (continued)

8 Tax on profit on ordinary activities

Tax credit included in profit and loss

	Year ended 31 December 2016	Year ended 31 December 2015
	£'000	£'000
Current tax		
UK corporation tax on charge for the year	(57)	-
Prior year adjustment	•	452
Group relief surrendered	·	(948)
Total current tax credit	(57)	(496)
Deferred tax		
Other timing differences	84	669
Total deferred tax charge (note 13)	84	669
Tax on profit on ordinary activities	27	173

Notes to the financial statements for the year ended 31 December 2016 (continued)

8 Tax on profit on ordinary activities (continued)

The tax assessed for the year is lower (2015: lower) than the standard effective rate of corporation tax in the UK for the year ended 31 December 2016 of 20.0% (2015: 20.25%). The differences are explained below:

Reconciliation of current tax credit

	Year ended 31 December 2016	31 December 31 December	
	£'000	£'000	
Profit on ordinary activities before taxation	193	5,480	
Profit on ordinary activities multiplied by standard rate in the UK 20.0% (2015: 20.25%)	39	1,109	
Effects of:			
Expenses not deductible for tax purposes	(3)	-	
Income not taxable for tax purposes	•	(1,134)	
Depreciation in excess of capital allowances	-	(686)	
Prior year adjustments		· 451	
Effect of rate change	(9)	-	
Other short term timing differences	-	433	
Tax charge	27	173	

The standard rate of corporation tax in the UK changed from 21% to 20% with effect from 1 April 2015. Accordingly, the company's profits for this accounting period are taxed at an effective rate of 20% (2015: 20.25%). A change to the UK Corporation tax rate was announced in the Chancellor's budget on 16 March 2016. The change announced is to reduce the main rate to 17% from 1 April 2020. Changes to reduce the UK Corporation tax rate from 19% from 1 April 2017 and to 18% from 1 April 2020 had already been substantively enacted on 26 October 2015. As the change to 17% was substantively enacted on 6 September 2016 its effects are included in these financial statements.

Notes to the financial statements for the year ended 31 December 2016 (continued)

9 Dividends paid and proposed

Equity dividends

	2016	2015
	£,000	£'000
Ordinary shares		
£nil (2015: £15,000,000) per £1 share		30,000

10 Debtors

	2016	2015
	£,000	£'000
Amounts falling due within one year:		
Trade debtors	255	17
Amounts owed by group undertakings	4,133	5,719
Other debtors	41	-
Prepayments and accrued income	190	190
Deferred tax asset (note 13)	. 19	103
	4,638	6,029

The balances owed by group undertakings are all unsecured, interest free and have no fixed date of repayment, except:

- (i) Amounts due from SCA Capital NV of £730,000 (2015: £nil), on which the interest rate is fixed at the Bank of England rate of 0.5%.
- (ii) Amounts due from SCA Hygiene Products UK Limited of £2,655,000 (2015: £2,655,000), on which the interest rate is the Bank of England rate plus 0.5%

Notes to the financial statements for the year ended 31 December 2016 (continued)

11 Creditors: amounts falling due within one year

	2016	2015
	£'000	£,000
Trade creditors	•	129
Amounts owed to group undertakings	305	1,373
Taxation and social security	-	239
Accruals and deferred income	301	147
	606	1,888

The amounts owed to group undertakings are unsecured, interest free and have no fixed date of repayment.

12 Provisions for liabilities

	Reorganisation	Onerous lease	Total	
	£'000	£,000	£'000	
At 1 January 2016	499	1,584	2,083	
Arising in the year	-	-	-	
Profit and loss account (credit)/charge for the year	(245)	115	(130)	
Transferred out	-	-	-	
Utilised during the year	(145)	<u>-</u>	(145)	
At 31 December 2016	109	1,699	1,808	

Onerous lease

A provision has been established for the shortfall between a lease and a sublease agreement. The release to the P & L relates to the discounting of the provision at the internal WACC rate of 5.74%.

Reorganisation

In May 2013, the company announced the closure of the Oughtibridge site and its former head office. The total provision remaining at the end of 2016 is £109,000 which will be utilised in 2017.

Notes to the financial statements for the year ended 31 December 2016 (continued)

13 Deferred Tax

Deferred tax

The provision for deferred tax consists of the following deferred tax liabilities (assets):

Deferred tax liabilities/(assets)	Other	Total
At January 2016	(103)	(103)
Charged / (credited) to the income statement	84	84
At 31 December 2016	(19)	_(19)

14 Called up share capital

	2016 £'000	2015 £'000
Authorised		
2 (2015: 2) ordinary share of £1 each	-	<u>-</u>
Allotted and fully paid	,	
2 (2015: 2) ordinary shares of £1 each	<u> </u>	-

Notes to the financial statements for the year ended 31 December 2016 (continued)

15 Reserves

	Profit and loss account £'000
At 1 January 2016	2,058
Profit for the financial year	166
At 31 December 2016	2,224

16 Reconciliation of movements in shareholders' funds

	Year ended 31 December 2016 £'000	Year ended 31 December 2015 £'000
Profit for the financial year	166	5,307
Dividends paid		(30,000)
Opening shareholders' funds	2,058	26,751
Closing shareholders' funds	2,224	2,058

17 Financial commitments

The company had the following future minimum lease payments under non-cancellable operating leases for each of the following periods:

	2016 £'000	2015 £,000
Not later than one year	750	750
Later than one and not later than five years	3,000	3,000
Later than five years	2,063	2,813
	5,813	6,563

Notes to the financial statements for the year ended 31 December 2016 (continued)

18 Immediate and ultimate parent undertaking and controlling party

The company is a subsidiary of SCA Group Holding BV, a company registered in the Netherlands. By virtue of their shareholding, the ultimate parent company and controlling party of the company was Svenska Cellulosa Aktiebolaget SCA (Publ) ('SCA'), a company incorporated in Sweden. On April 5th 2017 SCA's shareholders voted in favour of the proposal to split the Group into two separate listed companies. The hygiene business will become a leading global hygiene and health company operating under the name Essity. Therefore from June 15th 2017 the ultimate parent company will be Essity Aktiebolag (publ) a company incorporated in Sweden. The immediate parent company is SCA UK Holdings Limited a company registered in England and Wales

Svenska Cellulosa Aktiebolaget SCA (Publ) is the parent company of the largest and smallest group to prepare consolidated financial statements for 2016. Copies of these financial statements for the year ended 31 December 2016 may be obtained from the following address:

Southfields Road Dunstable Bedfordshire LU6 3EJ