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DON'T
STAPLE**OS AA01**Statement of details of parent law and other
information for an overseas company

Companies House

☒ **What this form is for**
You may use this form to
accompany your accounts
disclosed under parent law.

☐ **What this form is NOT for**
You cannot use this form for
an alteration of manner of
with accounting requirements.

SATURDAY



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09/07/2022

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COMPANIES HOUSE

Part 1 Corporate company nameCorporate name of
overseas company ①

SUMITOMO CORPORATION CAPITAL

NETHERLANDS B.V.

UK establishment
number

B R 0 1 4 6 6 8

→ Filling in this formPlease complete in typescript or in
bold black capitals.All fields are mandatory unless
specified or indicated by *① This is the name of the company in
its home state.**Part 2 Statement of details of parent law and other
information for an overseas company****A1****Legislation**Please give the legislation under which the accounts have been prepared and
audited.

Legislation ②

Dutch

② This means the relevant rules or
legislation which regulates the
preparation of accounts.**A2****Accounting principles**

Accounts

Have the accounts been prepared in accordance with a set of generally accepted
accounting principles?

Please tick the appropriate box.



No. Go to Section A3.

Yes. Please enter the name of the organisation or other
body which issued those principles below, and then go to Section A3.Name of organisation
or body ③

Part 9 Book 2 of the Dutch Civil Code

③ Please insert the name of the
appropriate accounting organisation
or body.

OS AA01

Statement of details of parent law and other information for an overseas company

A3**Audited accounts**

Audited accounts

Have the accounts been audited in accordance with a set of generally accepted auditing standards?

Please tick the appropriate box.

☐ No. Go to **Part 3 'Signature'**.☒ Yes. Please enter the name of the organisation or other body which issued those standards below, and then go to **Part 3 'Signature'**.

❶ Please insert the name of the appropriate accounting organisation or body.

Name of organisation or body ❶

KMPG NL

Part 3**Signature**

I am signing this form on behalf of the overseas company.

Signature

Signature

X

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X

This form may be signed by:
Director, Secretary, Permanent representative.

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Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name	CHHB/AMXM
Company name	Dentons UK and Middle East LLP
Address	The Pinnacle
170 Midsummer Boulevard	
Post town	Milton Keynes
County/Region	
Postcode	M K 9 1 F E
Country	
DX	
Telephone	



Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and, if appropriate, the registered number, match the information held on the public Register.
- ☐ You have completed all sections of the form, if appropriate.
- ☐ You have signed the form.



Important information

Please note that all this information will appear on the public record.



Where to send

You may return this form to any Companies House address:

England and Wales:

The Registrar of Companies, Companies House,
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Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1

Northern Ireland:

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.



Further information

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**Sumitomo Corporation Capital
Netherlands B.V.**

FC029685

**Financial statements for the
year ended 31 March 2015**



KPMG Audit
Document to which our report dated

12 JUN 2015

also refers.
Initials for identification purposes
KPMG Accountants N.V.

Sumitomo Corporation Capital Netherlands B.V.

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Balance sheet as at 31 March 2015

(before proposed appropriation of result)

		2015		2014	
		USD	USD	USD	USD
Fixed assets					
Intangible fixed assets	1		12,059		36,177
Financial fixed assets:					
• Loans to related companies	2	19,509,283		34,548,682	
			19,509,283		34,548,682
			19,521,342		34,584,859
Current assets					
Receivables:					
• Loans to related companies	2	8,330,043		8,234,303	
• Other receivables from related companies	3	21,989,866		37,611,135	
• Other receivables	4	-		267,369	
• Prepayments and accrued income		2,653		8,817	
			30,322,562		46,121,624
Cash	3		-		-
			30,322,562		46,121,624
Total			49,843,904		80,706,483



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		2015		2014	
		USD	USD	USD	USD
Shareholder's equity	5				
Share capital paid up and called up		23,775,502		30,469,060	
Other reserves		(4,416,016)		(11,109,572)	
Retained earnings		30,261,148		30,124,019	
Result for the year		160,821		137,129	
			49,781,455		49,620,636
Short-term liabilities					
Debentures	6	-		30,979,918	
Loans from related companies	7	10,108		11,628	
Other payables to related companies		-		23,341	
Corporate tax payable	14	35,421		15,889	
Other payables		16,913		30,000	
Accrued liabilities	8	7		25,071	
			62,449		31,085,847
Total			49,843,904		80,706,483

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Profit and loss account for the year ended 31 March 2015

		2014/2015		2013/2014	
		USD	USD	USD	USD
Interest income					
Related companies	9	327,699		562,933	
			327,699		562,933
Interest expenses and similar charges					
Related companies	10	94		96,355	
Other		8,013		106,756	
			8,107		203,111
Interest margin			319,592		359,822
General and administrative expenses					
Amortization		24,118		24,118	
Other operating expenses		75,546		64,042	
			99,664		88,160
Operating result			219,928		271,662
Foreign currency exchange gain/(loss)		(16,358)		(93,573)	
			(16,358)		(93,573)
Result before taxation			203,570		178,089
Corporate income tax	14		42,750		40,960
Net result for the year			160,820		137,129



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Notes to the financial statements for the year ended 31 March 2015

Relationship with parent company and principal activities

Sumitomo Corporation Capital Netherlands B.V. ("the Company") was established and registered in Amsterdam on 5 October 1987 and is a 100% subsidiary of Sumitomo Corporation Capital Europe plc., London, which is wholly owned by Sumitomo Corporation Europe Ltd., London, the United Kingdom. The Company's address is Vintners' Place, 68 Upper Thames Street, London EC4V 3BJ. The Company's ultimate parent is Sumitomo Corporation, Japan. The Company's financial statements are included in the consolidated financial statements of the parent company, which can be obtained from their website.

Its main operations are raising funds in the capital market for financing the business activities of Sumitomo Corporation's overseas subsidiaries.

Basis of preparation

The financial statements are prepared under the historical cost convention and in accordance with Part 9 of Book 2 of the Netherlands Civil Code.

Accounting policies

Going concern

These financial statements have been prepared on the basis of the going concern assumption.

General

Assets and liabilities are stated at cost, unless mentioned otherwise. Income and expenses are accounted for on an accrual basis. The financial statements have been prepared in US dollars, the functional currency of the Company, as a significant part of the Company's transactions are denominated in US dollars.

An asset is disclosed in the balance sheet when it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity and the cost of the asset can be measured reliably. A liability is recognised in the balance sheet when it is expected to result in an outflow from the entity of resources embodying economic benefits and the amount of the obligation can be measured with sufficient reliability.

Income is recognised in the profit and loss account when an increase in future economic potential related to an increase in an asset or a decrease of a liability has arisen, the size of which can be measured reliably. Expenses are recognised when a decrease in the economic potential related to a decrease in an asset or an increase of a liability has arisen, the size of which can be measured with sufficient reliability.

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If a transaction results in a transfer of future economic benefits and or when all risks relating to assets or liabilities transfer to a third party, the asset or liability is no longer included in the balance sheet. Assets and liabilities are not included in the balance sheet if economic benefits are not probable and/or cannot be measured with sufficient reliability.

The revenue and expenses are allocated to the period to which they relate.

Financial instruments

Financial instruments include amongst others loans receivable, cash items, loans payable and other financing commitments. After initial recognition, financial instruments are valued in the manner described below.

Loans to related companies

Loans to related companies are stated at amortized cost or lower realizable value. Loans which will be repaid within one year are presented as current assets.

Hedge accounting

The Company employs currency and interest rate swaps and other derivatives to minimize interest rate and currency risks on certain assets and liabilities. Forward foreign exchange contracts are being recognized at fair value with value changes directly recognized in profit and loss. These fair value changes are anticipated to largely offset the foreign exchange results of foreign exchange denominated assets and liabilities.

The Company applies cost price hedge accounting for interest rate swaps to measure in the same way the hedged item and the hedging instruments.

The results from the non-effective part of the hedge relationship are included in the profit and loss account.

If an interest rate swap contract no longer qualifies for hedge accounting, expires or is sold, the hedging relationship is terminated. The cumulative gain or loss previously not recognized in the profit or loss account is recognized in the balance sheet as deferred income/liability until the transaction has taken place. When it is expected that the transaction will not take place anymore, the cumulative gain or loss is reclassified to profit or loss.

Use of estimates

The preparation of the financial statements requires the management to form opinions and to make estimates and assumptions that influence the application of principles and the reported values of assets and liabilities and of income and expenditure. Actual results may differ from these estimates. The estimates and the underlying assumptions are constantly assessed. Revisions of estimates are recognised in the period in which the estimate is revised and in future periods for which the revision has consequences.

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Foreign currencies

Unless stated otherwise, all assets and liabilities expressed in currencies other than US dollars are translated into US dollars at the exchange rates at the balance sheet date. All transactions in foreign currencies are initially accounted at the exchange rates at the end of the relevant month. Resulting exchange differences are recognized in the profit and loss account. As at 31 March 2015, an exchange rate of EUR 1 = USD 1.0759 is used (31 March 2014: EUR 1 = USD 1.3788).

Principles of valuation of assets and liabilities

Intangible fixed assets

Intangible fixed assets are valued at cost less amortization, calculated on the basis of the straight-line method, over the estimated useful lives of the relevant assets, namely:

- Software: 20% - 33 1/3%.

Loans to related companies

The accounting policy for loans to related companies is explained under the heading "Financial instruments".

Shareholder's equity

Share capital paid up is stated at the closing rate. Foreign exchange differences resulting from a divergence between the exchange rates prevailing on the balance sheet date and the historical rate of conversion are booked to other reserves.

Principles for the compilation of the profit and loss account

Income and expenses are accounted for in the period to which they relate.

Taxation

Corporate income tax is determined according to local tax regulations and tax rates.

Current tax comprises the expected tax payable or receivable on the taxable profit or loss for the financial year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to the tax payable in respect of previous years.

Deferred tax is provided for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

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. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realised.

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Sumitomo Corporation Capital Netherlands B.V.

1 Intangible fixed assets

This item represents software.

	2015 USD	2014 USD
Balance as at the beginning of the year	36,177	60,295
Amortization	(24,118)	(24,118)
Balance as at the end of the year	12,059	36,177
Accumulated amortization	387,048	362,930

2 Loans to related companies

	2015 USD	2014 USD
Balance as at the beginning of the year	34,548,682	42,782,985
Repayments	(6,709,356)	-
Reclassification to current assets	(8,330,043)	(8,234,303)
Balance as at the end of the year	19,509,283	34,548,682

Maturity analysis

	2015 USD	2014 USD
Within one year, presented under current receivables	8,330,043	8,234,303
Between one year and five years	19,509,283	34,548,682
	27,839,326	42,782,985

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The loan relates to SMBC Aviation Capital Netherlands B.V.

Document to which our report dated

The interest rate of loans to related companies is based on one month LIBOR plus 0.48% 12 JUN 2015

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Sumitomo Corporation Capital Netherlands B.V.

3 Other receivables from related companies

	2015 USD	2014 USD
CMS receivables from Sumitomo Corporation Capital Europe plc., London	21,984,012	37,599,355
Interest on loans	5,854	11,780
	<u>21,989,866</u>	<u>37,611,135</u>

All other receivables from related companies are due within one year.

CMS receivables from Sumitomo Corporation Capital Europe plc., London is the receivable from Sumitomo Corporation Capital Europe plc., London through CMS (cash management system) which the Company introduced in June 2007. There is no restriction of usage. The average interest rate was 0.41% in 2014/2015 (in 2013/2014: 0.39%).

4 Other receivables

	2015 USD	2014 USD
Derivatives	-	267,369
	<u>-</u>	<u>267,369</u>

The other receivables were due within one year.

5 Shareholder's equity

	Share capital paid up and called up USD	Other reserves USD	Retained earnings USD	Result for the year USD	Total USD
Balance as at 31 March 2014	30,469,060	(11,109,572)	30,124,019	137,129	49,620,636
Currency translation adjustments	(6,693,558)	6,693,558	-	-	-
Appropriation of the result for the year (2013/2014)	-	-	137,129	(137,129)	-
Result for the year 2014/2015	-	-	160,820	160,820	160,820
Balance as at 31 March 2015	<u>23,775,502</u>	<u>(4,416,014)</u>	<u>30,261,148</u>	<u>160,820</u>	<u>49,781,455</u>

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Share capital paid up and called up

As at 31 March 2015, the issued share capital consists of 100,000 ordinary shares having a par value of EUR 453.80 (2014: EUR 453.80). The paid-up and called-up share capital amounts to USD 23,775,502 and consists of 48,696 shares of EUR 453.80 (USD 488.24) each.

The share capital paid up in cash and called up at the date of incorporation consists of 48,696 shares.

The other reserves consist of restricted reserves relating to the translation differences of the euro denominated share capital into US dollars.

6

Debentures

This item comprises Medium Term Notes issued.

	USD
Beginning balance of 31 March 2014	30,979,918
Movements:	
• Repayment	(30,979,918)
Ending balance of 31 March 2015	-

	2015 USD	2014 USD
< 1 year	-	30,979,918
	-	30,979,918

The interest rates are based on three month LIBOR plus 0.25%. The debentures due within one year have been classified as short-term liability.

The Medium Term Notes programme is listed on the London Stock Exchange's Professional Securities Market and these debentures are guaranteed by Sumitomo Corporation.

As at 31 March 2015, all Medium Term Notes have been fully repaid.

7

Loans from related companies

These loans represent loans from related companies due within one year. The loans bear an interest of 0.83% (2014: 0.85%).

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8 Accrued liabilities

This item comprises interest payable on Medium Term Notes issued and on loans due within one year.

9 Interest income

Interest income from related companies is mainly related to the loans to related companies amounted to USD 27,839,326 (2013/2014, USD 42,782,985) .

10 Interest expenses and similar charges

	2015 USD	2014 USD
Related companies	94	96,355
Medium Term Notes	5,419	104,279
Other	2,594	2,477
	<u>8,107</u>	<u>203,111</u>

The interest expenses related to the Medium Term Notes has decreased to USD 5,419 due to the repayment.

11 Financial instruments

The Company uses derivatives to manage risks related to the business activities. Exposure to credit, interest rate and currency risk arises in the normal course of the Company's business.

Derivative financial instruments are used to reduce exposure to fluctuations in foreign exchange rates and interest rates. While these are subject to the risk of market rates changing subsequent to acquisition, such changes are generally offset by opposite effects on the items being hedged.

The Company has granted options to settle (part of) the derivatives before the due date.

Credit risk

The loans and receivables are concentrated to related companies. Therefore management monitors the developments regarding this project during the period. Based on this and on the size and the reputation of these parties, the Company assesses the credit risk as low.

Currency risk

The Company is exposed to currency risk on purchases and borrowings that are denominated in a currency other than functional currency of the Company (USD). The currencies in which these transactions primarily are denominated are USD and EUR.

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The significant operational activities of the Company are charged and invoiced in USD, the currency risk is therefore considered low.

Interest rate risk

The Company borrows loans in currencies at both fixed and floating interest rate and then uses interest rate swaps to generate the desired interest profile and to manage the company's exposure to interest rate fluctuations.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. Liquidity risk is managed by the Company, which ensures adequate coverage of cash needs (using lines of credit) and appropriate management of any excess liquidity.

The Company is exposed to limited liquidity risk due to the fact that transactions are mainly with the related parties; also the current liabilities are mainly due to related parties. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation. Therefore, management consider the liquidity risk as low.

Fair value

A number of accounting policies and disclosures in the Group's financial statements require the determination of the fair value for both financial and non-financial assets and liabilities. For measurement and disclosure purposes, fair value is determined on the basis of the following methods. Where applicable, detailed information concerning the principles for determining fair value are included in the section that specifically relates to the relevant asset or liability.

The fair value of financial instruments is determined by reference to the mark-to-market value as at the balance sheet date.

The fair value of the derivative regarding interest swap on long-term loans to related companies is approximately USD 2.5 million losses (2013/2014: USD 3.4 million losses).

The fair values of the derivatives regarding interest swap on the long-term and short-term debentures were nil (2014: USD 0.1 million).

12 Commitments and contingent liabilities

The Company has no contingent liabilities as at balance sheet date.



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13 Wages and salaries

Average number of employees

During the financial year 2014/2015, the average number of persons employed by the Company was nil (2013/2014: nil).

Remuneration of directors

During the year, the Managing Directors did not receive any remuneration. (2013/2014: nil).

14 Tax expense

The company is a UK registered resident taxpayer. The taxable profit of the company is subject to the standard corporate income tax rate. The effective tax rate is 21.0% (2013/2014: 23.0%).

15 Transactions with related parties

In the ordinary course of business, the Company provides loans to and obtains loans from related companies. All transactions with related companies are transacted either through applying a transfer price mechanism or on an arm's-length basis.

Amsterdam, 12 June 2015

Management Board:

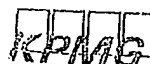
K. Tamefusa

T. Takahashi

A. Yoshitsugu

Supervisory Board:

M. Yamane



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Other information

Statutory rules concerning appropriation of the result

According to Article 17 of the Articles of Incorporation, the result for the year is at the disposal of the General Meeting of Shareholders.

“Article 17

1. The profits of the company, according to the annual accounts confirmed by the general meeting, are – insofar as they are not to be preserved for the formation or maintenance of reserves prescribed by law – at the disposal of the general meeting which decides about reservation or payment of profits.
2. Dividends may be paid up only to the amount above the sum of the balances between net assets and paid in capital, increased with reserves which must be maintained by virtue of law.
3. The general meeting may resolve to pay out an interim-dividend with due observance of the provisions of paragraph 2.
4. The claim of a shareholder for payment of dividend will expire after a period of five years.”

Proposed appropriation of the result

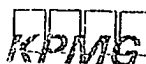
Management proposes to add the net result for the year to the retained earnings. This proposal has not been included in the financial statements for the year ended 31 March 2015.

Subsequent events

No material subsequent events, affecting the financial statements, have occurred to date.

Independent auditor's report

The independent auditor's report is set forth on the following pages.



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Independent auditor's report

To: the General Meeting of the Shareholder of Sumitomo Corporation Capital Netherlands B.V.

Report on the financial statements

We have audited the accompanying financial statements for the year ended 31 March 2015 of Sumitomo Corporation Capital Netherlands B.V., Amsterdam, which comprise the balance sheet as at 31 March 2015, the profit and loss account for the year then ended and the notes, comprising a summary of the accounting policies and other explanatory information.

Management's responsibility

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Part 9 of Book 2 of the Netherlands Civil Code. Furthermore, Management is responsible for such internal control as it determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Dutch law, including the Dutch Standards on Auditing. This requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

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



Opinion

In our opinion, the financial statements give a true and fair view of the financial position of Sumitomo Corporation Capital Netherlands B.V. as at 31 March 2015 and of its result for the year then ended in accordance with Part 9 of Book 2 of the Netherlands Civil Code.

Report on other legal and regulatory requirements

Pursuant to the legal requirements under Section 2:393 sub 5 at e of the Netherlands Civil Code, we have no deficiencies to report as a result of our examination whether the information as required under Section 2:392 sub 1 at b - h has been annexed. Furthermore, we are not able to report on the management board report because the Company has not prepared the management board report as required by Section 2:391 sub 1 of the Netherlands Civil Code.

Amstelveen, 12 June 2015

KPMG Accountants N.V.

L.M.A. van Opzeeland RA