
ANGLO AMERICAN FINLAND HOLDINGS 1 LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2016

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ANGLO AMERICAN FINLAND HOLDINGS 1 LIMITED

COMPANY INFORMATION

Directors	A C Macpherson (appointed 13 May 2016, resigned 21 November 2016) A V Kirthi Singha (resigned 13 May 2016) C W Miller (appointed 13 May 2016, resigned 21 November 2016) J M Mills (appointed 13 May 2016, resigned 2 December 2016) A F Pace-Bonello (resigned 13 May 2016) D Smailes (appointed 13 May 2016, resigned 21 November 2016) C Howells (appointed 21 November 2016) E Klonarides (appointed 21 November 2016) W K B Ward-Brew (appointed 21 November 2016) M P Donnelly (appointed 21 November 2016)
Company secretary	Anglo American Corporate Secretary Limited Intertrust Corporate Services (Jersey) Limited
Registered number	121265
Registered office	44 Esplanade St Helier Jersey JE4 9WG
Administration office	20 Carlton House Terrace London United Kingdom SW1Y 5AN
Bankers	Barclays Bank plc 1 Churchill Place Canary Wharf London United Kingdom E14 5HP

ANGLO AMERICAN FINLAND HOLDINGS 1 LIMITED

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ANGLO AMERICAN FINLAND HOLDINGS 1 LIMITED

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2016**

The directors present their annual report and the financial statements for the year ended 31 December 2016.

Principal activity

The Company's principal activity is as an investment holding company.

On 13 May 2016, the Company completed the migration requirements and formally transferred its place of registration from Luxembourg to Jersey as a private limited company in accordance with Companies (Jersey) Law 1991.

Dividends paid

There were no dividends paid in the year under review (2015 - \$NIL).

Results

The statement of comprehensive income for the year is set out on page 3.

Directors

The directors who served during the year were:

A C Macpherson (appointed 13 May 2016, resigned 21 November 2016)
A V Kirithi Singha (resigned 13 May 2016)
C W Miller (appointed 13 May 2016, resigned 21 November 2016)
J M Mills (appointed 13 May 2016, resigned 2 December 2016)
A F Pace-Bonello (resigned 13 May 2016)
D Smailes (appointed 13 May 2016, resigned 21 November 2016)
C Howells (appointed 21 November 2016)
E Klonarides (appointed 21 November 2016)
W K B Ward-Brew (appointed 21 November 2016)
M P Donnelly (appointed 21 November 2016)

Future developments

The directors are not aware, at the date of this report, of any likely major changes in the Company's activities in the next year.

Post balance sheet events

There have been no significant events affecting the Company since the year end.

This report was approved by the board on 11 August 2017 and signed on its behalf.



Matthew Loosley
For and on behalf of
Anglo American Corporate Secretary Limited
Secretary

ANGLO AMERICAN FINLAND HOLDINGS 1 LIMITED

**DIRECTORS' RESPONSIBILITIES STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2016**

The directors are responsible for preparing the Directors' report and the financial statements in accordance with applicable law and generally accepted accounting practice.

Company law applicable to companies in Jersey requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Company and of the surplus or deficit 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 accounting estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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 (Jersey) Law 1991. 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.

ANGLO AMERICAN FINLAND HOLDINGS 1 LIMITED

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2016**

	Note	2016 \$	2015 \$
Administrative expenses		(33,939)	(14,537)
Exceptional operating expenses	7	(10,124,369)	3,481,371
Operating (loss)/profit	4	(10,158,308)	3,466,834
Interest receivable and similar income	5	14	18
(Loss)/profit before tax		(10,158,294)	3,466,852
Tax on (loss)/profit	6	(497)	(1,028)
(Loss)/profit for the year		(10,158,791)	3,465,824
Total comprehensive (loss)/income for the year		(10,158,791)	3,465,824

The notes on pages 7 to 16 form part of these financial statements.

The results relate to continuing operations of the Company.

ANGLO AMERICAN FINLAND HOLDINGS 1 LIMITED

**BALANCE SHEET
AS AT 31 DECEMBER 2016**

	Note	2016 \$	2015 \$
Fixed assets			
Investments	8	-	2
		<u>-</u>	<u>2</u>
Current assets			
Cash at bank and in hand	9	14,683	4,267
		<u>14,683</u>	<u>4,267</u>
Creditors: amounts falling due within one year	10	(2,464,404)	(81,178,623)
Net current liabilities		<u>(2,449,721)</u>	<u>(81,174,356)</u>
Total assets less current liabilities		<u>(2,449,721)</u>	<u>(81,174,354)</u>
Net liabilities		<u><u>(2,449,721)</u></u>	<u><u>(81,174,354)</u></u>
Capital and reserves			
Called up share capital	12	80,386	50,000
Share premium account	13	7,623,676	-
Profit and loss account	13	(10,153,783)	(81,224,354)
		<u>(2,449,721)</u>	<u>(81,174,354)</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 11 August 2017.


W K B Ward-Brew
Director

The notes on pages 7 to 16 form part of these financial statements.

ANGLO AMERICAN FINLAND HOLDINGS 1 LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2016**

	Called up share capital	Share premium account	Profit and loss account	Total equity
	\$	\$	\$	\$
At 1 January 2016	50,000	-	(81,224,354)	(81,174,354)
Comprehensive income for the year				
Loss for the year	-	-	(10,158,791)	(10,158,791)
Total comprehensive income for the year	-	-	(10,158,791)	(10,158,791)
Shares issued during the year	30,386	88,853,038	-	88,883,424
Transfer to/from profit and loss account	-	(81,229,362)	81,229,362	-
Total transactions with owners	30,386	7,623,676	81,229,362	88,883,424
At 31 December 2016	80,386	7,623,676	(10,153,783)	(2,449,721)

Further details in respect of the shares issued during the year are disclosed in note 12.

Further details in respect of the share premium reduction are disclosed in note 13.

ANGLO AMERICAN FINLAND HOLDINGS 1 LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2015**

	Called up share capital	Profit and loss account	Total equity
	\$	\$	\$
At 1 January 2015	50,000	(84,690,178)	(84,640,178)
Comprehensive income for the year			
Profit for the year	-	3,465,824	3,465,824
Total comprehensive income for the year	-	3,465,824	3,465,824
At 31 December 2015	50,000	(81,224,354)	(81,174,354)

ANGLO AMERICAN FINLAND HOLDINGS 1 LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016**

1. General information

On 13 May 2016, the Company completed the migration requirements and formally transferred its place of registration from Luxembourg to Jersey as a private limited company in accordance with Companies (Jersey) Law 1991.

The nature of the Company's operations and principal activities is set out in the Directors' report.

The address of the registered office is given on the Company Information page.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' and the Companies (Jersey) Law 1991.

Information on the impact of first-time adoption of FRS 101 is given in note 15.

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 3).

First time application of FRS 100 and FRS 101

In the current year the Company has adopted FRS 100 and FRS 101. In previous years the financial statements were prepared in accordance with Luxembourg GAAP.

This change in the basis of preparation has not materially altered the recognition and measurement requirements previously applied in accordance with Luxembourg GAAP. Consequently the principal accounting policies are unchanged from the prior year. The change in basis of preparation has enabled the Company to take advantage of some of the available disclosure exemptions permitted by FRS 101 in the financial statements, the most significant of which are summarised below. There have been no other material amendments to the disclosure requirements previously applied in accordance with Luxembourg GAAP.

The following principal accounting policies have been applied:

ANGLO AMERICAN FINLAND HOLDINGS 1 LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

2. Accounting policies (continued)

2.2 Financial reporting standard 101 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
 - paragraph 79(a)(iv) of IAS 1;
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors
- the requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member
- the requirements of paragraphs 134(d)-134(f) and 135(c)-135(e) of IAS 36 Impairment of Assets.

2.3 Going concern

The Company's ability to operate as a going concern is assessed in conjunction with Anglo American plc and its subsidiaries (together the "Group") as its viability is dependent upon the ability of the Group companies to settle their intercompany balances with the Company and to provide funds for working capital needs. Anglo American Services (UK) Ltd have confirmed that they intend to provide financial resources, where requested, for at least 12 months from the date of signing these financial statements, whilst the Company remains a subsidiary of Anglo American plc.

The directors of the Company therefore feel that the Company will have sufficient funds, taking account of possible changes in trading performance and amounts owed by other Group companies, to conclude that the Company can adopt the going concern basis for the foreseeable future.

2.4 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

Investments in unlisted Company shares, whose market value can be reliably determined, are remeasured to market value at each balance sheet date. Gains and losses on remeasurement are recognised in the Statement of comprehensive income for the period. Where market value cannot be reliably determined, such investments are stated at historic cost less impairment.

Investments in listed company shares are remeasured to market value at each Balance sheet date. Gains and losses on remeasurement are recognised in profit or loss for the period.

ANGLO AMERICAN FINLAND HOLDINGS 1 LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

2. Accounting policies (continued)

2.5 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.6 Financial instruments

The Company recognises financial instruments when it becomes a party to the contractual arrangements of the instrument. Financial instruments are de-recognised when they are discharged or when the contractual terms expire. The Company's accounting policies in respect of financial instruments transactions are explained below:

Financial assets

The Company classifies all of its financial assets as loans and receivables.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise principally through the provision of goods and services to customers (e.g. trade receivables), but also incorporate other types of contractual monetary asset. They are initially recognised at fair value plus transaction costs that are directly attributable to their acquisition or issue, and are subsequently carried at amortised cost using the effective interest rate method, less provision for impairment.

Impairment provisions are recognised when there is objective evidence (such as significant financial difficulties on the part of the counterparty or default or significant delay in payment) that the Company will be unable to collect all of the amounts due under the terms receivable, the amount of such a provision being the difference between the net carrying amount and the present value of the future expected cash flows associated with the impaired receivable. For trade receivables, which are reported net, such provisions are recorded in a separate allowance account with the loss being recognised within administrative expenses in the Statement of comprehensive income. On confirmation that the trade receivable will not be collected, the gross carrying value of the asset is written off against the associated provision.

Financial liabilities

The Company classifies all of its financial liabilities as liabilities at amortised cost.

At amortised cost

Financial liabilities at amortised cost including bank borrowings are initially recognised at fair value net of any transaction costs directly attributable to the issue of the instrument. Such interest bearing liabilities are subsequently measured at amortised cost using the effective interest rate method, which ensures that any interest expense over the period to repayment is at a constant rate on the balance of the liability carried into the Balance sheet.

ANGLO AMERICAN FINLAND HOLDINGS 1 LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016**

2. Accounting policies (continued)

2.7 Creditors

Creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers.

Creditors are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

2.8 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is USD.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

2.9 Interest income

Interest income is recognised in the Statement of comprehensive income using the effective interest method.

2.10 Taxation

Tax is recognised in the Statement of comprehensive income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company operates and generates income.

2.11 Exceptional Items

Exceptional items are transactions that fall within the ordinary activities of the Company but are presented separately due to their size or incidence.

ANGLO AMERICAN FINLAND HOLDINGS 1 LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016**

3. Judgments in applying accounting policies and key sources of estimation uncertainty

There are no critical judgements made by the directors in applying the Company's accounting policies other than assessing investments for impairment. There are no key sources of estimation uncertainty.

Impairment of investments in subsidiaries

Determining whether the Company's debt and equity investments in subsidiaries have been impaired requires estimations of the recoverable amount of the investments. Recoverable amount is the higher of fair value less costs of disposal and value in use. The value in use calculations require the Company to estimate the future cash flows expected to arise from the investments and suitable discount rates in order to calculate present values. If the recoverable amount of an investment is estimated to be less than its carrying amount, the carrying amount of the investment is reduced to its recoverable amount. An impairment loss is recognised in the income statement.

4. Operating (loss)/profit

The operating (loss)/profit is stated after charging:

	2016	2015
	\$	\$
Foreign exchange differences	23,033	340

5. Interest receivable

	2016	2015
	\$	\$
Other interest receivable	14	18
	14	18

6. Taxation

The UK rate of corporation tax has been presented within the rate reconciliation below as the most applicable rate due to the company being UK resident for tax purposes.

	2016	2015
	\$	\$
Foreign tax		
Foreign tax on income for the year	497	1,028
Total tax charge for the year	497	1,028

ANGLO AMERICAN FINLAND HOLDINGS 1 LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016**

6. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2015 - *lower than*) the standard rate of corporation tax of 20% (2015 - 20.25%). The differences are explained below:

	2016 \$	2015 \$
(Loss)/profit on ordinary activities before tax	(10,158,294)	3,466,852
(Loss)/profit on ordinary activities multiplied by standard rate of corporation tax of 20% (2015 - 20.25%)	(2,031,659)	702,038
Effects of:		
Pre-migration - Impairment of investments	17,754,681	-
Pre-migration - Reversal of connected party loan impairment	(15,729,808)	(704,977)
Losses no longer available	2,541	2,939
Group relief surrendered for nil consideration	4,245	-
Foreign tax suffered	497	1,028
Total tax charge for the year	497	1,028

Factors that may affect future tax charges

On 26 October 2015, the Finance (No. 2) Act 2015 was substantively enacted and provided for a reduction in the main rate of corporation tax from 20% to 19% effective from 1 April 2017 and a further 1% reduction to 18% from 1 April 2020. On 6 September 2016, the Finance Act 2016 was substantively enacted and provided for a reduction in the main rate of UK corporation tax to 17% from 1 April 2020.

7. Exceptional operating expenses

	2016 \$	2015 \$
Impairment charge/(reversal)	10,124,369	(3,481,371)
	10,124,369	(3,481,371)

ANGLO AMERICAN FINLAND HOLDINGS 1 LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016**

8. Fixed asset investments

	Investments in subsidiary companies \$	Loans to subsidiaries \$	Total \$
Cost or valuation			
At 1 January 2016	50,000	81,095,188	81,145,188
Additions	88,773,406	4,082,049	92,855,455
Repayments	-	(82,731,088)	(82,731,088)
At 31 December 2016	<u>88,823,406</u>	<u>2,446,149</u>	<u>91,269,555</u>
Impairment			
At 1 January 2016	49,999	81,095,187	81,145,186
Charge for the period	88,773,407	(78,649,038)	10,124,369
At 31 December 2016	<u>88,823,406</u>	<u>2,446,149</u>	<u>91,269,555</u>
Net book value			
At 31 December 2016	<u>-</u>	<u>-</u>	<u>-</u>
At 31 December 2015	<u>1</u>	<u>1</u>	<u>2</u>

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Country of incorporation	Class of shares	Holding	Principal activity
Anglo American Finland Holdings 2 Limited	Jersey	Ordinary	100 %	Investment Company

ANGLO AMERICAN FINLAND HOLDINGS 1 LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016**

8. Fixed asset investments (continued)

Group financial statements are not presented as the Company is a wholly-owned subsidiary undertaking of Anglo American plc, which is registered in England and Wales. Accordingly, these financial statements present information about the Company as an individual undertaking and not about its group. Consolidated financial statements have not been prepared because there is no regulatory obligation to prepare consolidated financial statements in Jersey.

On 24 March 2016, the Company purchased 79 ordinary shares of €1 in Anglo American Finland Holdings 2 Limited for a total consideration of US\$88,773,406. This investment has been fully provided for, resulting in a corresponding impairment of US\$88,773,406. As a result of this additional investment, Anglo American Finland Holdings 2 Limited was able to repay the loan to subsidiary balance that had previously been impaired, resulting in a partial reversal of impairments for the year.

9. Cash and cash equivalents

	2016 \$	2015 \$
Cash at bank and in hand	14,683	4,267
	<u>14,683</u>	<u>4,267</u>

10. Creditors: Amounts falling due within one year

	2016 \$	2015 \$
Amounts owed to group undertakings	2,462,682	81,176,904
Accruals	1,722	1,719
	<u>2,464,404</u>	<u>81,178,623</u>

ANGLO AMERICAN FINLAND HOLDINGS 1 LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016**

11. Financial Instruments

	2016 \$	2015 \$
Financial assets		
Cash	14,683	4,267
	<u>14,683</u>	<u>4,267</u>
Financial liabilities		
Financial liabilities measured at amortised cost	(2,464,405)	(81,178,623)
	<u>(2,464,405)</u>	<u>(81,178,623)</u>

Financial liabilities measured at amortised cost comprise amounts owed to group undertakings and accruals.

12. Share capital

	2016 \$	2015 \$
Shares classified as equity		
Allotted, called up and fully paid		
80,386 (2015 - 50,000) Ordinary shares of \$1 each	<u>80,386</u>	<u>50,000</u>

On 23 March 2016, the Company made a new allotment of 86 ordinary shares of \$1. These ordinary shares were subscribed by Anglo American Exploration Overseas Holdings Limited for total consideration of \$86,000,000.

On 27 May 2016, the Company made a new allotment of 30,300 ordinary shares of \$1. These ordinary shares were subscribed by Anglo American Exploration Overseas Holdings Limited for total consideration of \$2,883,000.

ANGLO AMERICAN FINLAND HOLDINGS 1 LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016**

13. Reserves

Share premium account

Share premium represents the excess of the issue price over the par value on shares issued less transaction costs arising on issue.

On 31 March 2016, the Company undertook a share premium reduction of \$81,229,362 with the amount being credited to retained earnings.

Other reserves

Other reserves represent a legal reserve.

In accordance with Luxembourg company law, the Company was required to appropriate a minimum of 5% of the net profit after tax for the year to a legal reserve until the balance of such reserve is equal to 10% of the issued share capital. Following the migration to Jersey, the legal reserve has been transferred back against share premium.

Profit and loss account

Profit and loss account reserve represents accumulated retained earnings.

14. Controlling party

The immediate parent company is Anglo American Exploration Overseas Holdings Limited, a company registered in Jersey. The registered address of the immediate parent company is 44 Esplanade, St Helier, JE4 9WG, Jersey.

The ultimate parent company and ultimate controlling entity is Anglo American plc, a company incorporated in the United Kingdom and registered in England and Wales. Anglo American plc is the parent undertaking of the largest and smallest group which includes the Company and for which group financial statements are prepared. Its financial statements may be obtained from the Company Secretary, 20 Carlton House Terrace, London SW1Y 5AN, the registered office of the ultimate parent company.

15. First time adoption of FRS 101

The policies applied under the entity's previous accounting framework are not materially different to FRS 101 and have not impacted on equity or profit or loss.