

Financial Statements

of Bayer CropScience Aktiengesellschaft, Monheim am Rhein

for the Fiscal Year from January 1 to December 31, 2015

Income statement of Bayer CropScience AG, Monheim am Rhein for the Period from January 1, 2015 to December 31, 2015

	2014	
	€ thousand	2015 € thousand
Net sales	6,036,560	6,463,11
Cost of goods sold	(4,175,871)	(4,511,475
Gross profit	1,860,689	1,951,63
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Selling expenses	(1,023,338)	(1,062,846
Research and development expenses	(445,776)	(484,097
General administration expenses	(112,006)	(104,567
Other operating income	124,616	394,72
of which from currency translation	46,754	21,16
Other operating expenses	(81,829)	(314,748
of which from currency translation	(52,086)	(223,506
Operating result	322,356	380,10
Income from investments in affiliated companies	6,396	79,72
of which from subsidiaries	6,396	79,72
Income from silent interests	556,285	550,35
of which from subsidiaries	556,285	550,35
Income from profit and loss transfer agreements with subsidiaries	2,883	2,31
Expenses for the assumption of losses of subsidiaries	(339)	(423
Write-downs of investments in affiliated companies	(1,357)	(1,088
Write-backs of investments in affiliated companies	0	1,95
Gains from the sale of investments in affiliated companies	5,812	14,27
Income (loss) from investments in affiliated companies	569,680	647,12
Income from other securities and loans included in investments	16	
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Other interest and similar income	2,000	97,31
Other interest and similar income of which from subsidiaries		
	2,000 1,488 1,007	61 78
of which from subsidiaries	2,000	61 78
of which from subsidiaries of which from discounting	2,000 1,488 1,007	61 78 (121,343
of which from subsidiaries of which from discounting Interest and similar expenses	2,000 1,488 1,007 (57,181)	61 78: (121,343 (47
of which from subsidiaries of which from discounting Interest and similar expenses of which to subsidiaries of which for the unwinding of discounts	2,000 1,488 1,007 (57,181) (1)	61 78 (121,343 (47 (121,296
of which from subsidiaries of which from discounting Interest and similar expenses of which to subsidiaries of which for the unwinding of discounts Net interest expense	2,000 1,488 1,007 (57,181) (1) (57,159)	61 78 (121,343 (47 (121,296 (24,025
of which from subsidiaries of which from discounting Interest and similar expenses of which to subsidiaries of which for the unwinding of discounts Net interest expense	2,000 1,488 1,007 (57,181) (1) (57,159) (55,165)	61 78 (121,343 (47 (121,296 (24,025
of which from subsidiaries of which from discounting Interest and similar expenses of which to subsidiaries of which for the unwinding of discounts Net interest expense Other financial income	2,000 1,488 1,007 (57,181) (1) (57,159) (55,165)	61 78 (121,343 (47 (121,296 (24,025 269,85
of which from subsidiaries of which from discounting Interest and similar expenses of which to subsidiaries of which for the unwinding of discounts Net interest expense Other financial income of which from currency translation	2,000 1,488 1,007 (57,181) (1) (57,159) (55,165) 160,801	61 78 (121,343 (47 (121,296 (24,025 269,85
of which from subsidiaries of which from discounting Interest and similar expenses of which to subsidiaries of which for the unwinding of discounts Net interest expense Other financial income of which from currency translation Other financial expenses of which to subsidiaries of which from currency translation	2,000 1,488 1,007 (57,181) (1) (57,159) (55,165) 160,801 160,801 (210,115)	61 78 (121,343 (47 (121,296 (24,025 269,85 (308,901
of which from subsidiaries of which from discounting Interest and similar expenses of which to subsidiaries of which for the unwinding of discounts Net interest expense Other financial income of which from currency translation Other financial expenses of which to subsidiaries	2,000 1,488 1,007 (57,181) (1) (57,159) (55,165) 160,801 160,801 (210,115) (177,937)	61 78: (121,343 (47 (121,296 (24,025 269,85: 269,85: (308,901
of which from subsidiaries of which from discounting Interest and similar expenses of which to subsidiaries of which for the unwinding of discounts Net interest expense Other financial income of which from currency translation Other financial expenses of which to subsidiaries of which from currency translation Other financial income and expenses	2,000 1,488 1,007 (57,181) (1) (57,159) (55,165) 160,801 160,801 (210,115) (177,937) (195,371)	61 78: (121,343 (47) (121,296) (24,025) 269,856 269,856 (308,901) (293,500) (39,042)
of which from subsidiaries of which from discounting Interest and similar expenses of which to subsidiaries of which for the unwinding of discounts Net interest expense Other financial income of which from currency translation Other financial expenses of which to subsidiaries of which from currency translation Other financial income and expenses	2,000 1,488 1,007 (57,181) (1) (57,159) (55,165) 160,801 160,801 (210,115) (177,937) (195,371) (49,314)	61 78 (121,343 (47 (121,296 (24,025 269,85 269,85 (308,901 (293,500 (39,042
of which from subsidiaries of which from discounting Interest and similar expenses of which to subsidiaries of which for the unwinding of discounts Net interest expense Other financial income of which from currency translation Other financial expenses of which to subsidiaries of which from currency translation Other financial income and expenses	2,000 1,488 1,007 (57,181) (1) (57,159) (55,165) 160,801 160,801 (210,115) (177,937) (195,371) (49,314)	97,315 617 788 (121,343 (47 (121,296 (24,025 269,859 269,859 (308,901 (293,500) (39,042 584,054
of which from subsidiaries of which from discounting Interest and similar expenses of which to subsidiaries of which for the unwinding of discounts Net interest expense Other financial income of which from currency translation Other financial expenses of which to subsidiaries of which from currency translation Other financial income and expenses Financial result Income before income taxes	2,000 1,488 1,007 (57,181) (1) (57,159) (55,165) 160,801 160,801 (210,115) (177,937) (195,371) (49,314) 465,201	61 78: (121,343 (47) (121,296) (24,025) 269,85: 269,85: (308,901) (293,500) (39,042) 584,05:

Statement of Financial Position of Bayer CropScience AG, Monheim am Rhein as of December 31, 2015

	Dec. 31, 2014	Dec. 31, 2015
	€ thousand	€ thousand
ASSETS		
Noncurrent assets		
Intangible assets	174,343	167,863
Property, plant and equipment	484,197	639,245
Financial assets	1,977,752	1,977,634
	2,636,292	2,784,742
Current assets		
Inventories		
Raw materials and supplies	357,324	372,122
Work in process	263,347	321,428
Finished goods and goods purchased for resale	540,023	550,546
Advance payments	249	2,374
	1,160,943	1,246,470
Receivables and other assets		
Trade accounts receivable	592,374	556,380
of which from subsidiaries	489,808	434,776
of which from companies in which		
a participating interest is held	1,641	4,473
of which maturing in > 1 year	493	11,517
Receivables from subsidiaries	939,957	798,217
of which from stockholders	371,825	190,649
of which maturing in > 1 year	1,936	5,657
Other assets	42,388	409,722
of which maturing in > 1 year	274	137
	1,574,719	1,764,319
Cash and cash equivalents	593	754
	2,736,255	3,011,543
Prepaid expenses and deferred charges	12,686	21,261
Surplus from offsetting	21,488	5,653
	5,406,722	5,823,199

Statement of Financial Position of Bayer CropScience AG, Monheim am Rhein as of December 31, 2015

		Dec. 31, 2014	Dec. 31, 2015		
		€ thousand	€ thousand		
EQUITY AND LIABILITIES					
Equity					
Capital stock		501,001	501,00		
Capital reserves		2,612,344	2,612,34		
		3,113,345	3,113,34		
Provisions					
Provisions for pensions		580,010	676,797		
Other provisions		312,339	271,460		
		892,349	948,257		
Other liabilities					
Liabilities to banks		20	(
Advance payments received on orders		102	102		
of which maturing in < 1 year		102	102		
Trade accounts payable		502,195	618,12		
of which to subsidiaries		182,747	261,912		
of which to stockholders		2,610	2,06		
of which maturing in < 1 year		502,195	618,12		
Other liabilities to subsidiaries		793,351	1,037,469		
of which to stockholders		789,307	965,764		
of which maturing in < 1 year		793,351	1,037,46		
Miscellaneous liabilities		57,498	60,246		
of which from taxes		18,747	21,94		
of which from social security		1,830	1,52		
of which maturing in < 1 year		55,669	59,360		
		1,353,166	1,715,942		
Deferred income and accrued expenses		47,862	45,656		
		5,406,722	5,823,199		
Contingent liabilities					
Liabilities from guarantees		2,654	2,40		
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Monheim am Rhein, January 25, 2016					
Bayer CropScience AG					
Liam Condon	Michael Andreas Schulz	Bernd Na	af		

Changes in noncurrent assets as of December 31, 2015

					Gross carrying amounts	Accumulated depreciation, amortization and write-downs	Net carrying amounts	Net carrying amounts
	Jan. 1, 2015	Additions	Transfers, reclassifications	Retirements	Dec. 31, 2015	Dec. 31, 2015	Dec. 31, 2015	Dec. 31, 2014
	€ thousand	€ thousand	€ thousand	€ thousand	€ thousand	€ thousand	€ thousand	€ thousand
Intangible assets								
Acquired concessions, industrial property rights, similar rights and assets, and licenses thereunder	520,743	8,547	1,949	(13)	531,226	(430,036)	101,190	108,793
Goodwill	63,313	0,5.7	0	0	63,313	(3,595)	59,718	63,035
Construction in progress and advance payments	2,516	8,376	(1,949)	0	8,943	(1,988)	6,955	2,516
	586,572	16,923	0	(13)	603,482	(435,619)	167,863	174,343
Property, plant and equipment								
Land and buildings	141,777	2,119	5,572	(7)	149,461	(89,327)	60,134	57,015
Plant installations and machinery	994,572	31,785	57,760	(13,676)	1,070,441	(733,877)	336,564	290,499
Furniture, fixtures and other equipment	100,878	5,049	2,296	(5,073)	103,150	(81,006)	22,144	20,175
Construction in progress and advance payments	116,508	172,490	(65,628)	0	223,370	(2,967)	220,403	116,508
	1,353,735	211,443	0	(18,756)	1,546,422	(907,177)	639,245	484,197
Financial assets								
Investments in subsidiaries	4,490,647	5,373	0	(7,011)	4,489,009	(2,611,210)	1,877,799	1,877,257
Loans to subsidiaries	32,612	561	0	0	33,173	0	33,173	32,612
Silent interests	60,164	0	0	0	60,164	0	60,164	60,164
Investments in other affiliated companies	8,659	0	0	(1,088)	7,571	(1,236)	6,335	7,423
Securities included in investments	0	1,056	0	(1,056)	0	0	0	0
Other loans	296	0	0	(133)	163	0	163	296
	4,592,378	6,990	0	(9,288)	4,590,080	(2,612,446)	1,977,634	1,977,752
	6,532,685	235,356	0	(28,057)	6,739,984	(3,955,242)	2,784,742	2,636,292

Changes in noncurrent assets (depreciation, amortization and write-downs/write-backs) as of December 31, 2015

	Accumulated depreciation, amortization and write-downs						
	Jan. 1, 2015	Depreciation and amortization	Write-downs	Write-backs	Transfers, reclassifications	Retirements	Dec. 31, 2015
	€ thousand	€ thousand	€ thousand	€ thousand	€ thousand	€ thousand	€ thousand
Intangible assets							
Acquired concessions, industrial property rights, similar rights							
and assets, and licenses thereunder	(411,950)	(18,099)	0	0	0	13	(430,036)
Goodwill	(278)	(3,563)	0	246	0	0	(3,595)
Construction in progress and advance payments	0	0	(1,988)	0	0	0	(1,988)
	(412,228)	(21,662)	(1,988)	246	0	13	(435,619)
Property, plant and equipment							
Land and buildings	(84,763)	(4,071)	(500)	0	0	7	(89,327)
Plant installations and machinery	(704,072)	(56,241)	(153)	0	0	26,589	(733,877)
Furniture, fixtures and other equipment	(80,703)	(5,099)	0	0	0	4,796	(81,006)
Construction in progress and advance payments	0	0	(2,967)	0	0	0	(2,967)
	(869,538)	(65,411)	(3,620)	0	0	31,392	(907,177)
Financial assets							
Investments in subsidiaries	(2,613,389)	0	0	1,959	0	220	(2,611,210)
Loans to subsidiaries	0	0	0	0	0	0	0
Silent interests	0	0	0	0	0	0	0
Investments in other affiliated companies	(1,236)	0	0	0	0	0	(1,236)
Securities included in investments	0	0	0	0	0	0	0
Other loans	0	0	0	0	0	0	0
	(2,614,625)	0	0	1,959	0	220	(2,612,446)
	(3,896,391)	(87,073)	(5,608)	2,205	0	31,625	(3,955,242)