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BASF Finance Europe N.V.
Arnhem, The Netherlands

Semi-annual report 2017

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FINANCIAL REPORT

1 REPORT OF THE BOARD OF MANAGING DIRECTORS

1.1 General information

The Company is having its legal address in the Netherlands, Groningensingel 1, 6835 EA, Arnhem, is listed under number 09041351 in the Trade Register.

All amounts are in € x 1,000 unless otherwise stated.

BASF Finance Europe N.V. (hereinafter: the Company) is a 100% subsidiary of BASF SE, a German based.

The activities of the Company involve the founding of, financing of, participating in, managing of, supervision of and contribution of services to companies, as well as performing commercial, industrial and financial operations.

The Company has no employees and receives services through the staff of other BASF group companies. The Board of Managing Directors comprises of two persons.

In 2007, BASF Group decided to increase the financing activities through the Company. The Company takes loans from and issues notes to the market for internal financing purposes. Currency risks for these loans/notes, if any, are passed on to other group companies. All non-group loan/note programs are conducted under a guarantee of the parent company BASF SE.

On September 7, 2007 the Company and BASF SE established a so-called Debt Issuance Program (hereinafter: DIP). Under this DIP, the Company or BASF SE may from time to time issue one or more notes to a specific number of banks (so-called: Dealers). In September 2014, the maximum aggregate principal amount of notes which can be issued and outstanding under the Program was increased from € 15,000,000 to € 20,000,000. Notes issued by the Company under the DIP have the benefit of a guarantee provided by BASF SE. Notes will be issued in such denominations as may be agreed between the issuer and the relevant Dealer and as indicated in the applicable final terms.

Notes issued under the DIP can be listed for trading on the regulated market of the Luxembourg Stock Exchange.

The DIP prospectus is updated annually.

In November 2016 two new notes were issued for a total nominal value of € 1,500,000.

As a consequence of the new issued notes, the Company was based on the EU Transparency Directive, obliged to disclose their Home Member State. At the beginning of 2017, the Company has disclosed, the Netherlands as its Home Member State. Therefore the Company falls under the supervision of the Dutch competent authority (AFM).

1.2 Current notes overview DIP at nominal value

| Date | Interest rate | | Carrying amount 30/06/2017 |
|--|---------------|---------------|-------------------------------|
| November 10, 2016 | 0.75% | EUR 500,000 | 494,007 |
| November 10, 2016 | 0.00% | EUR 1,000,000 | 995,384 |
| Total outstanding notes at June 30, 2017 | | | 1,489,391 |

1.3 Result

The Company has completed the half year with a negative result of € 656 (June 30, 2016: € 265). The result changed mainly due to an adjustment of amortized costs of receivable internal loans.

During the reporting period the Company did not use financial derivatives.

1.4 Risk report

The risk management goal of the Company is to identify and evaluate risks as early as possible and limit business losses by taking appropriate measures, thus avoiding risks that pose a threat to the continuity of the Company.

Management is not aware of any significant risks and uncertainties.

Financial risk

The management of currency and interest rate risks is conducted in the treasury department of BASF Nederland B.V., detailed BASF guidelines and procedures exist for dealing with financial risks.

Interest risk

Interest rate risks are the result of changes in prevailing market interest rates, which can cause a change in the present value of fixed-rate instruments, and changes in the interest payments of floating rate instruments. To hedge these risks the interest rates of the assets and the liabilities have the same base. This will offset the interest rate risk.

Liquidity risk

Risks from cash flow fluctuations are recognized in a timely manner as part of the liquidity planning. Uncertainties are taken into account by means of additional risk scenarios and the short-term updating of our liquidity planning. This means we can promptly take the necessary measures when required. The liquidity policy is determined by BASF SE.

Credit Risk

The assessment of credit risk for counter parties within BASF Group is primarily done at the time loans are granted to BASF group companies. The Company so far has only granted loans to 100% group companies, including BASF SE, which are classified as counter parties with low credit risk.

Foreign currency risk

Financial foreign currency risks are the result of the translation of receivables, liabilities and other monetary items. These risks are not hedged by using derivative instruments.

Current ratio

The current ratio as per June 30, 2017 measured as Current Assets / Current Liabilities amounts to 1.0123 (December 31, 2016: 1.0120).

Solvency ratio

The solvency ratio as per June 30, 2017 measured as Stockholders' Equity / Total Liabilities amounts to 0.003 (December 31, 2016: 0.003).

Outlook for the second half of 2017 and 2018

The Company plans to keep the current loans which are not due in 2017 and 2018 and repay the loans which are due. If new applications for financing will be received during the course of 2017 and 2018, the Company will decide if, how and where to issue new notes or to take or provide new loans.

The Company neither conducts nor plans to conduct, activities regarding research and development.

The Company does not plan to have employees for 2017 and 2018.

The Company does not intend to make investments in 2017 and 2018.

Internal control

The Board of Managing Directors is responsible for the establishment and adequate functioning of internal control in the Company. Consequently, the Board of Managing Directors has implemented a range of processes designed to provide control by the Board of Managing Directors over the Company's operations. These processes and procedures include measures regarding the general control environment as well as specific internal control measures.

All these processes and procedures are aimed at ensuring a reasonable level of assurance that the Company has identified and managed its significant risks and that it meets the operational and financial objectives in compliance with applicable laws and regulations.

While the Board of Managing Directors routinely works towards continuous improvement of the processes and procedures regarding financial reporting, the Board of Managing Directors is of the opinion that, regarding financial reporting risks, the internal risk management and control systems:

- provide a reasonable level of assurance that the financial reporting in this semi-annual report does not contain any errors of material importance;
- have worked properly in the first half of 2017.

1.5 Responsibility statement

In accordance with article 5:25c of the Financial Markets Supervision Act (Wet op het financieel toezicht), the Board of Managing Directors confirms that to the best of its knowledge:

- the semi-annual financial statements give a true and fair view of the assets, liabilities, financial position and profit and loss of the Company;
- the semi-annual report gives a true and fair view of the position as per June 30, 2017 and the development during the financial year of the Company;
- the semi-annual report describes the principal risks the Company is facing;
- the semi-annual report has not been audited by any auditors

Arnhem, August 21, 2017

H.M. Fisch
Director

U.H. Loleit
Director

FINANCIAL STATEMENTS

1 BALANCE SHEET AS PER JUNE 30, 2017

| | | 06/30/2017 | | 12/31/2016 | |
|--|------------|------------|------------------|------------|------------------|
| | | € x 1,000 | € x 1,000 | € x 1,000 | € x 1,000 |
| ASSETS | | | | | |
| FIXED ASSETS | | | | | |
| Financial fixed assets | (1) | | | | |
| Loans to group companies | | | 3,148,316 | | 3,148,651 |
| CURRENT ASSETS | | | | | |
| Other receivables | (2) | | 1,377,962 | | 1,376,599 |
| | | | <u>4,526,278</u> | | <u>4,525,250</u> |
| SHAREHOLDERS' EQUITY | | | | | |
| | (3) | | | | |
| Issued share capital | | 2,087 | | 2,087 | |
| Share premium reserve | | 10,477 | | 10,477 | |
| Other reserves | | 2,477 | | 2,204 | |
| Retained earnings | | -656 | | 273 | |
| | | | <u>14,385</u> | | <u>15,041</u> |
| PROVISIONS | (4) | | 2,237 | | 2,562 |
| LONG-TERM AND CURRENT LIABILITIES | | | | | |
| Non-current loans | (5) | | 3,148,391 | | 3,147,408 |
| CURRENT LIABILITIES | (6) | | | | |
| Other current liabilities | | | 1,361,265 | | 1,360,239 |
| | | | <u>4,526,278</u> | | <u>4,525,250</u> |

2 PROFIT & LOSS ACCOUNT FOR THE FIRST HALF YEAR OF 2017

| | 01/01/2017 - 06/30/2017 | | 01/01/2016 - 06/30/2016 | |
|---|-------------------------|-----------|-------------------------|-----------|
| | € x 1,000 | € x 1,000 | € x 1,000 | € x 1,000 |
| Interest and similar income (7) | 13,350 | | 9,338 | |
| Interest and similar charges (8) | 9,205 | | 8,926 | |
| Net financial income | | 4,145 | | 412 |
| General and administrative expense (9) | | 5,017 | | 58 |
| Result from ordinary activities before tax | | -872 | | 354 |
| Tax on result from ordinary activities (10) | | 216 | | -89 |
| Net result | | -656 | | 265 |

3 CASH FLOW STATEMENT FOR THE FIRST HALF YEAR OF 2017

The cash flow statement has been prepared using the indirect method.

| | 06/30/2017 | | 12/31/2016 | |
|--|------------|-----------|------------|------------|
| | € x 1,000 | € x 1,000 | € x 1,000 | € x 1,000 |
| Net cash flow from operating activities | | | | |
| Result before taxation | -872 | | 366 | |
| Adjustment interest result included in result before taxation | -5,463 | | -2,323 | |
| Adjustment interest result for effective interest rate method | 1,318 | | 376 | |
| Change current account with group companies | 5,286 | | -1,486,372 | |
| Change in other working capital | -4 | | 18 | |
| | | 265 | | -1,487,935 |
| Interest paid | - | | - | |
| Interest received | - | | - | |
| Corporate income tax paid | -265 | | -190 | |
| | | -265 | | -190 |
| Net cash flow from operating activities | | - | | - |
| Issued Financial Assets | - | | - | |
| Repayment Financial Assets | - | | - | |
| Net cash flow from investing activities | | - | | - |
| Repayment Loans/Notes | - | | - | |
| Dividend payment | - | | - | |
| Proceeds Loans/Notes | - | | 1,488,125 | |
| Net cash flow from financing activities | | - | | 1,488,125 |
| Changes in cash & cash equivalents | | - | | - |
| Cash & cash equivalents January 1 | | - | | - |
| Cash & cash equivalents end of period | | - | | - |
| Changes in cash & cash equivalents | | - | | - |

4 NOTES TO THE FINANCIAL STATEMENTS

GENERAL

BASF Finance Europe N.V. (the Company) has been established per April 22, 1976. The first financial year started on April 22 and ended on December 31, 1976.

Activities

The activities of the Company involve the founding of, financing of, participating in, managing of, supervision of and contribution of services to companies, as well as performing commercial, industrial and financial operations.

Ownership

The financial statements of the Company are consolidated in the consolidated financial statements of BASF SE in Ludwigshafen, Germany, the ultimate parent company, which can be found on the website: <http://www.basf.com>.

GENERAL ACCOUNTING PRINCIPLES FOR THE PREPARATION OF THE SEMI-ANNUAL ACCOUNTS

The financial statements have been prepared in accordance with Title 9 Book 2 of the Netherlands Civil Code. These financial statements have been prepared on the basis of the going concern assumption.

Valuation of assets and liabilities and determination of the result takes place under the historical cost convention. Unless presented otherwise at the relevant principle for the specific balance sheet item, assets and liabilities are presented at nominal value.

An asset is recognized 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 recognized in the balance sheet when it is expected to result in an outflow of resources embodying economic benefits and the amount of the obligation can be measured reliably.

An asset or liability that is recognized in the balance sheet, remains on the balance sheet if a transaction (with respect to the asset or liability) does not lead to a major change in the economic reality with respect to the asset or liability.

An asset or liability is no longer recognized in the balance sheet when a transaction results in all or substantially all rights to economic benefits and all or substantially all of the risks related to the asset or liability being transferred to a third party.

Management 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. The actual results may differ from these estimates. Revisions of estimates are recognized in the period in which the estimate is revised and in future periods for which the revision has consequences.

The major estimations, management made, were regarding the credibility of the counter parties of the loan receivable and the determination of the fair value of the financial instruments.

Financial instruments

Financial instruments are both primary financial instruments, such as receivables and financial derivatives. For the principles of primary financial instruments, reference is made to the treatment per balance sheet item.

Financial instruments are recognized initially at fair value, including discounts/premium and any directly attributable transaction costs. If instruments are not subsequently measured at fair value with value changes recognized in the profit and loss account, any directly attributable transaction costs are included to the initial measurement.

Financial instruments include loans and (other) receivables, cash items, bonds/notes and other financing commitments.

The company has no derivative financial instruments embedded in contracts.

After initial recognition, financial instruments are valued in the manner described below.

Determination of Fair Value

A number of accounting principles and disclosures require the determination of fair values, for both financial and non-financial assets and liabilities.

The fair value of financial fixed assets is estimated on the basis of the expected and/or contractual cash flows. These cash flows are discounted at the market interest rates as at balance sheet date, including a margin representing the relevant risks involved.

If applicable, detailed information concerning the principles for determining the fair value is included in the section that specifically relates to the relevant asset or liability.

Loans granted, other receivables and cash and cash equivalents

Loans and receivables are measured after their initial valuation at amortized cost using the effective interest rate method, less impairment losses. The loans and receivables with a remaining time to maturity exceeding 12 months are presented as financial fixed assets. Interest income, based on the effective interest rate method, are accounted for in the interest and similar income within the income statement.

Notes issued, loans received and other payables

Notes, loans and other financial commitments are carried after their initial valuation at amortized cost using the effective interest rate method. The notes and loans with a remaining time to maturity exceeding 12 months are presented as non-current liabilities. Interest expense, based on the effective interest rate method, is accounted for in the interest and similar charges.

Translation of assets, liability and transactions denominated in foreign currency

Monetary assets and liabilities denominated in foreign currency are translated into the functional currency (Euro) at the balance sheet date at the exchange rate applying on that date. Non-monetary assets and liabilities in foreign currency that are stated at historical cost are translated into Euro at the applicable exchange rates on the transaction date. Translation gains and losses are taken to the profit and loss account as income and expenditure.

The Company issues loans to group companies, for the same amount and denominated in the same currency as the notes issued. As such, except for the applicable margin, foreign currency risks are passed on to group companies and do not have any impact on the results of the Company.

The balance sheet positions denominated in foreign currency are translated at the exchange rate on the balance sheet date.

In the profit and loss account foreign currency amounts are translated at monthly average rates. Foreign exchange gains and losses are included in interest and similar income.

PRINCIPLES OF VALUATION OF ASSETS AND LIABILITIES

Financial fixed assets

Loans and other financial commitments are carried at amortized cost using the effective interest rate method. Interest income, based on the effective interest rate method, is accounted for under the interest and similar income from financing activities within the profit and loss account.

A financial asset and a financial liability are offset when the entity has a legally enforceable right to set off the financial asset and financial liability and the company has the firm intention to settle the balance on a net basis, or to settle the asset and the liability simultaneously.

If there is a transfer of a financial asset that does not qualify for derecognition in the balance sheet, the transferred asset and the associated liability are not offset.

Impairment of fixed assets

A financial asset is impaired if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset, with negative impact on the estimated future cash flows of that asset, which can be estimated reliably.

Objective evidence that financial assets are impaired includes default or delinquency by a debtor, indications that a debtor or issuer will enter bankruptcy, adverse changes in the payment status of borrowers or issuers, indications that a debtor or issuer is approaching bankruptcy, or the disappearance of an active market for a security.

The entity considers evidence of impairment for financial assets measured at amortized cost, loan and receivables both individually and on a portfolio basis. All individually significant assets are assessed individually for impairment. Those individually significant assets found not to be individually impaired and assets that are not individually significant are then collectively assessed for impairment by grouping together assets with similar risk characteristics.

In assessing collective impairment, the company uses historical trends of the probability of default, the timing of collections and the amount of loss incurred, adjusted for management's judgement as to whether current economic and credit conditions are such that the actual losses are likely to be greater or lesser than suggested by historical trends.

A previously recognised impairment loss is reversed if the decrease of the impairment can be related objectively to an event occurring after the impairment was recognised. The reversal is limited to at most the amount required to measure the asset at its original amortised cost at the date of reversal had the impairment not been recognised.

An impairment loss in respect of a financial asset stated at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate.

Losses are recognised in the profit and loss account and reflected in an allowance account against loans and receivables. Interest on the impaired asset continues to be recognised by using the asset's original effective interest rate.

Provisions

A provision is recognised when the company has a present obligation as a result of a past event, when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. Provisions are valued at nominal value.

Liabilities

Long-term and current liabilities and other financial commitments are stated after their initial recognition at amortized cost on the basis of the effective interest rate method.

Redemption payments regarding long-term liabilities that are due next year, are presented under current liabilities.

PRINCIPLES FOR THE DETERMINATION OF THE RESULT

Determination of the result

Interest income and expenses are accounted for on accrual basis. Profit is only included when realized on the balance sheet date. Losses originating before the end of the financial year are taken into account if they have become known before preparation of the financial statements.

Interest and similar income

Interest income is recognized in the profit and loss account on an accrual basis, using the effective interest rate method. Interest expenses and similar charges are recognized in the period to which they belong.

Premium, discount and redemption premiums are recognized as interest expense in the period to which they belong. The allocation of these interest expenses and the interest income on the loan is the effective interest rate that is recognized in the profit and loss account. On the balance sheet, the amortized value of the debt(s) is recognized (on balance). The amounts of the premium that are not yet recognized in the profit and loss account and the redemption premiums already recognized in the profit and loss account, are recognized as an increase in debt(s) to which they relate. Amounts of the discount that are not yet recognized in the profit and loss account are recognized as a reduction of the debt(s) to which they relate.

Taxes

Corporate income tax expense comprises current and deferred tax. Corporate income tax expense is recognized in profit or loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity.

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

Deferred tax is recognized for temporary differences between the carrying amounts of assets and liabilities in the financial statements and the carrying amounts for tax purposes. A deferred tax asset is recognized for future tax benefits, arising from temporary differences and for tax loss carry forwards to the extent that the tax benefits are likely to be realized.

Taxes on income are based on the result in the financial statements, taking into account the permanent differences between determinations of result according to the financial statements on the one hand and according to the fiscal determination of result on the other. Calculation is based on current tax rate.

PRINCIPLES FOR PREPARATION OF THE CASH FLOW STATEMENT

The cash flow statement has been prepared using the indirect method.

The cash flow statement is prepared using the indirect method. Cash flows in foreign currency are translated into euros using the weighted average exchange rates at the dates of the transactions.

Transactions that do not result in exchange of cash and cash equivalents are not presented in the cash flow statement.

5 NOTES TO THE BALANCE SHEET AS PER JUNE 30, 2017

ASSETS

1. Financial fixed assets

| | 06/30/2017 | 12/31/2016 |
|---------------------------------|------------------|------------------|
| | € x 1,000 | € x 1,000 |
| Loans to group companies | | |
| Loan 17, BASF Antwerpen N.V. | 900,000 | 900,000 |
| Loan 18, BASF Antwerpen N.V. | 750,000 | 750,000 |
| Loan 20, BASF Antwerpen N.V. | 493,995 | 493,700 |
| Loan 21, BASF Antwerpen N.V. | 1,004,321 | 1,004,951 |
| | <u>3,148,316</u> | <u>3,148,651</u> |

Loan 17, BASF Antwerpen N.V.

| | | |
|-----------------------------|----------------|----------------|
| Initial value | <u>900,000</u> | <u>900,000</u> |
| Balance as of June 30, 2017 | <u>900,000</u> | <u>900,000</u> |

This loan has been granted on April 2, 2015 to BASF group company BASF Antwerpen N.V. for a total amount of €900,000 and a term of 5 years. As of June 30, 2017, the interest rate amounts to 0.650%, based on 12-months Euribor plus an applicable spread of 0.760% according to the loan agreement. The loan shall be repaid in full on April 2, 2020.

Loan 18, BASF Antwerpen N.V.

| | | |
|-----------------------------|----------------|----------------|
| Initial value | <u>750,000</u> | <u>750,000</u> |
| Balance as of June 30, 2017 | <u>750,000</u> | <u>750,000</u> |

This loan has been granted on May 7, 2015 to BASF group company BASF Antwerpen N.V. for a total amount of €750,000 and a term of 5 years. As of June 30, 2017, the interest rate amounts to 0.635%, based on 12-months Euribor plus an applicable spread of 0.760% according to the loan agreement. The loan shall be repaid in full on May 7, 2020.

Loan 20, BASF Antwerpen N.V.

| | <u>06/30/2017</u> | <u>12/31/2016</u> |
|----------------------------------|-------------------|-------------------|
| | € x 1,000 | € x 1,000 |
| Initial value | 493,700 | - |
| Initial valuation of issued loan | - | 493,615 |
| Amortization of disagio | 295 | 85 |
| Balance as of June 30, 2017 | <u>493,995</u> | <u>493,700</u> |

Cumulative amortization of disagio as of June 30, 2017 amounts to €295 (December 31, 2016 €85)

This loan has been issued on November 10, 2016 to BASF Group company BASF Antwerpen N.V. for a total amount of €500,000 less disagio and bank fees of €6.385 and a term of 10 years. The interest rate amounts to 0.750% per annum plus the applicable spread of 0.680% per annum. The effective interest 2017 amounts to 1.569%. The loan shall be repaid in full on November 10, 2026.

Loan 21, BASF Antwerpen N.V.

| | | |
|----------------------------------|------------------|------------------|
| Initial value | 1,004,951 | - |
| Initial valuation of issued loan | - | 1,005,129 |
| Amortization of agio | -630 | -178 |
| Balance as of June 30, 2017 | <u>1,004,321</u> | <u>1,004,951</u> |

Cumulative amortization of agio as of June 30, 2017 amounts to €630 (December 31, 2016 €178)

This loan has been issued on November 10, 2016 to BASF Antwerpen N.V. for a total amount of €1,000,000 less disagio and bank fees of €5,490 and a term of 4 years. The nominal interest rate amounts to 0.000% per annum plus the applicable spread of 0.680% per annum. The loan shall be repaid in full on November 10, 2020. The loan is recognized initially at fair value plus any directly attributable transaction costs. The fair value is calculated based on the determined market rate of 0.550%. The effective interest amounts to 0.550%. The adjustment for the difference (€10,619) is recorded as share premium reserve, net of taxes.

CURRENT ASSETS

| | 06/30/2017 | 12/31/2016 |
|--|------------------|------------------|
| | € x 1,000 | € x 1,000 |
| 2. Other receivables | | |
| Receivables from group companies | 1,377,803 | 1,376,594 |
| Corporate income tax | 159 | 5 |
| | <u>1,377,962</u> | <u>1,376,599</u> |
| Receivables from group companies | | |
| Interest receivable from group companies | 12,631 | 11,051 |
| Current account with group companies | 14,667 | 14,502 |
| Loan 16 BASF Antwerpen N.V. | 1,350,505 | 1,351,041 |
| | <u>1,377,803</u> | <u>1,376,594</u> |

The accounts receivable from group companies and other receivables are due within one year.

Loan 16 is recognized initially at fair value plus any directly attributable transaction costs. The estimated market rate is 0.130%. The adjustment for the difference € 1,079 is recorded as share premium reserve, net of taxes. The current interest rate for the Loan 16 BASF Antwerpen N.V. amounts to 0.209%, based on 12-months Euribor plus an applicable spread of 0.290%. The loan shall be repaid in full on December 18, 2017. The cumulative amortization amounts to € 574.

The Company has a current account with BASF SE. The interest rate is based on Euro Overnight Index Average (EONIA) - 0.050% or + 0.260% depending on a debit or credit balance, with a minimum of 0%.

EQUITY AND LIABILITIES

3. SHAREHOLDERS' EQUITY

Issued share capital

| | Common shares | |
|---|------------------|------------|
| | € x 1,000 | |
| Balance as of January 1, 2017 | | 2,087 |
| Balance as of June 30, 2017 | | 2,087 |
| Authorized share capital (x € 1,-), consists of ordinary shares | | 2,086,875 |
| Ordinary shares issued | | 46,375 |
| Nominal value per ordinary share (x € 1,-) | | 45.00 |
| | 06/30/2017 | 12/31/2016 |
| | € x 1,000 | € x 1,000 |

Share premium reserve

| | | |
|-----------------------------|--------|--------|
| Initial value | 10,477 | 2,513 |
| Additions | - | 7,964 |
| Balance as of June 30, 2017 | 10,477 | 10,477 |

The share premium concerns the income from the issuing of shares in so far as this exceeds the nominal value of the shares (above par income).

During 2016 an amount of € 7,964 is added to the share premium reserve due to the adjustment of loan 15,16 and 21. These loans are initially recognized at fair value and the difference between nominal value loans and the calculated fair value is recognized as share premium reserve, net of taxes.

The share premium reserve can be considered as freely distributable share premium as referred in the 2001 Income Tax Act.

Other reserves

| | | |
|--|-------|-------|
| Initial value | 2,204 | 1,188 |
| Allocation of previous financial year net result | 273 | 1,016 |
| Balance as of June 30, 2017 | 2,477 | 2,204 |

Retained earnings

| | | |
|-----------------------------|------|--------|
| Initial value | 273 | 1,016 |
| Addition to other reserves | -273 | -1,016 |
| Unappropriated profit | -656 | 273 |
| Balance as of June 30, 2017 | -656 | 273 |

4. PROVISIONS

Deferred tax liability

| | 06/30/2017 | 12/31/2016 |
|-----------------------------|--------------|--------------|
| | € x 1,000 | € x 1,000 |
| Initial value | 2,562 | - |
| Additions | - | 2,655 |
| Realized in the year | -325 | -93 |
| Balance as of June 30, 2017 | <u>2,237</u> | <u>2,562</u> |

This provision concerns the temporary differences between the valuation in the annual account and the tax valuation of assets and liabilities. The provision is calculated based on the applicable tax rate of 25%. The provisions are mostly long-term.

5. LONG-TERM AND CURRENT LIABILITIES

Non-current loans

| | | |
|--|------------------|------------------|
| Loan 14, BASF Nederland B.V. | 900,000 | 900,000 |
| Loan 19, Cognis B.V. | 750,000 | 750,000 |
| Loan 13, BASF Belgium Coordination Center C.V. | 9,000 | 9,000 |
| Note 20, 0.75% EUR bond 2016-2026 | 494,007 | 493,703 |
| Note 21, 0% EUR bond 2016-2020 | 995,384 | 994,705 |
| | <u>3,148,391</u> | <u>3,147,408</u> |

Loan 14, BASF Nederland B.V.

| | | |
|-----------------------------|----------------|----------------|
| Initial value | 900,000 | 900,000 |
| Balance as of June 30, 2017 | <u>900,000</u> | <u>900,000</u> |

On April 2, 2015 the Company took a loan from BASF Nederland B.V. for a total amount of €900,000 and a term of 5 years. As of June 30, 2017, the interest rate amounts to 0.620%, based on 12-months Euribor plus an applicable spread of 0.730% according to the loan agreement. The loan shall be repaid in full on April 2, 2020.

Loan 19, Cognis B.V.

| | | |
|-----------------------------|----------------|----------------|
| Initial value | 750,000 | 750,000 |
| Balance as of June 30, 2017 | <u>750,000</u> | <u>750,000</u> |

On May 7, 2015 the Company took a loan from Cognis B.V. for a total amount of €750,000 and a term of 5 years. As of June 30, 2017, the interest rate amounts to 0.605%, based on 12-months Euribor plus an applicable spread of 0.730% according to the loan agreement. The loan shall be repaid in full on May 7, 2020.

| | 06/30/2017 | 12/31/2016 |
|---|--------------|--------------|
| | € x 1,000 | € x 1,000 |
| <i>Loan 13, BASF Belgium Coordination Center C.V.</i> | | |
| Initial value | 9,000 | 4,500 |
| Initial valuation of issued loan | - | 4,500 |
| Balance as of June 30, 2017 | <u>9,000</u> | <u>9,000</u> |

On December 16, 2016 the Company rolled over the short term part Loan 13 BASF Belgium Coordination Center C.V. to a long term loan. The long term loan is for a total amount of €9,000 and has a term of 5 years. As of June 30, 2017, the interest rate amounts to 0.579%, based on 12-months Euribor plus an applicable spread of 0.660%. The one half of the loan will be repaid on December 16, 2020 and the other half on December 16, 2021.

Note 20, 0.75% EUR bond 2016-2026

| | | |
|----------------------------------|----------------|----------------|
| Initial value | 493,703 | - |
| Initial valuation of issued loan | - | 493,615 |
| Amortization of disagio | 304 | 88 |
| Balance as of June 30, 2017 | <u>494,007</u> | <u>493,703</u> |

Cumulative amortization of disagio as of June 30, 2017 amounts to €304 (December 31, 2016 €88)

On November 10, 2016 the Company issued notes for a total amount of €500,000 less a disagio and bank fees of €6,385 through the banking group. The notes will be repaid in full on November 10, 2026. The interest amounts to 0.750% per annum (effective interest 0.884% per annum) and is paid annually. BASF SE is the guarantor for these notes.

Note 21, 0% EUR bond 2016-2020

| | | |
|----------------------------------|----------------|----------------|
| Initial value | 994,705 | - |
| Initial valuation of issued loan | - | 994,510 |
| Amortization of disagio | 679 | 195 |
| Balance as of June 30, 2017 | <u>995,384</u> | <u>994,705</u> |

Cumulative amortization of disagio as of June 30, 2017 amounts to €679 (December 31, 2016 €195)

On November 10, 2016 the Company issued notes for a total amount of €1,000,000 less a disagio and bank fees of €5,490 through the banking group. The notes will be repaid on November 10, 2020. The interest amounts to 0.000% per annum (effective interest 0.138% per annum). BASF SE is the guarantor for these notes.

6. CURRENT LIABILITIES

| | <u>06/30/2017</u> | <u>12/31/2016</u> |
|----------------------------------|-------------------|-------------------|
| | € x 1,000 | € x 1,000 |
| Other current liabilities | | |
| Accruals and deferred income | 5,810 | 9,198 |
| Guarantee fee bonds | 4,950 | - |
| Loan 15 BASF SE | <u>1,350,505</u> | <u>1,351,041</u> |
| | <u>1,361,265</u> | <u>1,360,239</u> |

The Loan 15 BASF SE with a principal amount € 1,350,000 is prolonged for the next period until December 18, 2017. The loan is recognized initially at fair value plus any directly attributable transaction costs. The estimated market rate is 0.100%. The adjustment for difference € 1,079 is recorded as share premium reserve, net of taxes.

The interest rate amounts to 0.179%, based on 12-months Euribor plus an applicable spread of 0.260%.

The cumulative amortization amounts to € 574.

The current liabilities are all due within one year.

OFF-BALANCE SHEET COMMITMENTS

Financial instruments

General

During the normal course of business, the Company uses various financial instruments that expose the Company to market, credit and liquidity risks. The Company is exposed to these risks given the portfolio of interest-bearing receivables (mainly taken up in financial fixed assets and cash and cash equivalents), interest-bearing non-current and current liabilities (including bonds, notes and bank loans).

Credit risk

In the first half 2017, 100% (2016: 100%) of the receivables of the Company were held with related parties, which are 100% (2016: 100%) concentrated with BASF Group companies.

In general, the management of the Company assesses and reviews credit risk for counter parties within the BASF Group.

Interest rate risk

The Company is currently not exposed to interest rate risk regarding floating interest rates on receivables and liabilities. In general, the Company strives to match interest rate risks of its assets and liabilities.

Derivative financial instruments may be used by the entity to hedge interest rate risks, if deemed necessary. Interest rate derivative financial instruments may be used to adjust the fixed or floating nature of the external notes or loans obtained to the desired profile. The interest rate policy is determined by BASF SE. In the first half of 2017 no derivative financial instruments are outstanding and no derivative instruments have been used during the reporting period.

Cash flow risk

The Company is currently not exposed to cash flow risk due to the intercompany financing structure. Any cash payment regarding loans payable are directly offset by a cash flow regarding the loans receivable.

Foreign currency risk

The company is currently not exposed to foreign exchange risk on loans and receivables denominated in a currency other than Euro. In general, the Company strives to match foreign exchange risks of its assets and liabilities.

Foreign currency derivative financial instruments, mainly currency forwards and swaps, may be used to reduce the foreign currency risk arising on financing and funding transactions in foreign currencies.

Liquidity risk

Due to a cash-pooling agreement for all bank accounts of the Company with BASF SE, the Company has access to sufficient liquidity reserves so that there is no danger of liquidity risk even if an unexpected event has a negative financial impact on the Company's liquidity situation.

6 NOTES TO THE PROFIT & LOSS ACCOUNT FOR THE FIRST HALF YEAR OF 2017

| | 01/01/2017 - 06/30/2017 | 01/01/2016 - 06/30/2016 |
|---------------------------------------|----------------------------|----------------------------|
| | € x 1,000 | € x 1,000 |
| 7. Interest and similar income | | |
| Loan 16 BASF Antwerpen N.V. | 895 | 2,116 |
| Loan 17 BASF Antwerpen N.V. | 3,182 | 3,904 |
| Loan 18 BASF Antwerpen N.V. | 2,691 | 3,318 |
| Loan 20 BASF Antwerpen N.V. | 3,841 | - |
| Loan 21 BASF Antwerpen N.V. | 2,741 | - |
| | <u>13,350</u> | <u>9,338</u> |

8. Interest and similar charges

| | | |
|--|--------------|--------------|
| Loan 13, BASF Belgium Coordination Center C.V. | 50 | 43 |
| Loan 14 BASF Nederland B.V. | 3,047 | 3,768 |
| Loan 15 BASF SE | 687 | 1,911 |
| Loan 19 Cognis B.V. | 2,578 | 3,204 |
| Note 20, 0.75% EUR bond 2016-2026 | 2,164 | - |
| Note 21, 0% EUR bond 2016-2020 | 679 | - |
| | <u>9,205</u> | <u>8,926</u> |

Emoluments of directors

The Company pays no remuneration and has not issued loans or advances to members of the Board of Managing Directors.

Staff

During the first half year of 2017 the Company had no employees.

9. General and administrative expense

| | | |
|------------------------|--------------|-----------|
| Guarantee fees | 4,950 | - |
| Other general expenses | 67 | 58 |
| | <u>5,017</u> | <u>58</u> |

The other general expenses include the auditing fees and the foreign exchange result. With reference to Section 2:382a (3) of the Netherlands Civil Code the Company did not disclose the fees for the auditor as these are incorporated in the consolidated financial statements of BASF SE.

10. Tax on result from ordinary activities

| | | |
|---------------------------------|------------|------------|
| Corporate income tax | -110 | -89 |
| Movement of deferred tax assets | 326 | - |
| | <u>216</u> | <u>-89</u> |

Income tax expense consists of current corporate income tax. The effective tax rate of 25.60% (June 30, 2016: 25.14%) is not equal to the prevailing tax rates for 2017 (20% tax rate on the first €200,000 of taxable profits, 25% tax rate for the rest) in the Netherlands. This is due to non-deductible interest expenses.

11. Transactions with related parties

There were no reportable related party transactions with members of the Board of Managing Directors. There are no transactions with related parties, except otherwise disclosed in this report.

Transactions with related parties are assumed when a relationship exists between the company and an natural person or entity that is affiliated with the company. This includes, amongst others, the relationship between the company and its group companies, shareholders, directors and key management personnel. Transactions are transfers of resources, services or obligations, regardless whether anything has been charged.

The Company has loans and receivables outstanding with the shareholder and other group companies. The terms and conditions are disclosed at the respective note.

Board of Managing Directors signature for approval

Arnhem, August 21, 2017

BASF Finance Europe N.V.

H.M. Fisch

U.H. Loleit

OTHER INFORMATION**1 Provisions of the Articles of Association relating to profit appropriation**

In the articles of association it is stated that profits of the company shall be at the disposal of the General Meeting of Shareholders. At the same time, the articles state that the Company may distribute profits only if and to the extent that its shareholders' equity is higher than the aggregate of the paid and called-up part of the issued capital and the reserves, which must be maintained by law.

The Company can only make payments to the shareholders insofar as:

- 1 the Company can continue to pay its outstanding debts after the distribution (the so-called distribution test), and;
- 1 the shareholders' equity exceeds the legal reserves and statutory reserves under the articles of association to be maintained (the so-called balance sheet test).
If not, management of the Company shall not approve the distribution.

2 Appropriation of the result for 2016

The annual accounts for 2016 were adopted by the General Meeting of Shareholders. The General Meeting of Shareholders has determined the appropriation of the result as it was proposed.

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