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ANNUAL FINANCIAL STATEMENTS OF EVONIK INDUSTRIES AG FOR THE FISCAL YEAR JANUARY 1 TO DECEMBER 31, 2013

Annual financial statements

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Balance sheet

Balance sheet for Evonik Industries AG

Assets	Note	Dec. 31, 2013 € million	Dec. 31, 2012 € million
Intangible assets		3	3
Property, plant and equipment		5	8
Financial assets		8.745	8.818
Non-current assets	1.	**8.753**	**8.829**
Receivables from affiliated companies		3.480	3.175
Other receivables and other assets		191	106
Receivables and other assets	2.	**3.671**	**3.281**
Other securities	3.	**630**	**900**
Cash and cash equivalents	4.	**1.186**	**421**
Current assets		**5.487**	**4.602**
Prepaid expenses and deferred charges		**1**	**2**
Total assets		**14.241**	**13.433**
Equity and Liabilities			
Issued capital	5.	**466**	**466**
Capital reserve	6.	**720**	**720**
- statutory reserve		47	47
- other revenue reserves		3.145	2.238
Revenue reserves	7.	**3.192**	**2.285**
Net profit		908	429
Equity	8.	**5.286**	**3.900**
Provisions for pensions and similar obligations		896	759
Provisions for taxes		168	121
Other provisions		980	863
Provisions	9.	**2.044**	**1.743**
Bonds		1.250	750
Liabilities to banks		95	98
Advance payments received for orders		0	6
Trade accounts payable		385	352
Liabilities to affiliated companies		5.038	6.472
Other liabilities		143	111
Payables	10.	**6.911**	**7.789**
Deferred income		**0**	**1**
Total equity and liabilities		**14.241**	**13.433**

Income statement

Income statement for Evonik Industries AG

	Note	2013 € million	2012 € million
Sales	11.	**44**	**71**
Other operating income	12.	2.194	505
Personnel expense	13.	-116	-79
Depreciation and amortization of intangible assets, property, plant and equipment		-3	-3
Other operating expenses	14.	-620	-707
Operating result		**1.499**	**-213**
Income from profit-and-loss transfer agreements	15.	168	363
Income from investments	15.	500	5
Expenses for the assumption of losses	15.	-215	-3
Income from investments	15.	**453**	**365**
Write-downs of financial assets and current securities	16.	-17	-4
Write-ups of financial assets	17.	48	0
Net interest expense	18.	-99	-93
Income before income taxes		**1.884**	**55**
Extraordinary income		12	8
Extraordinary expense		-15	-10
Extraordinary loss	20.	**-3**	**-2**
Income taxes	21.	-66	23
Net income		**1.815**	**76**
Additions to (2012: withdrawal from) revenue reserves		-907	353
Net profit		**908**	**429**

Notes to the financial statements for 2013

I. Basis of preparation of the financial statements

General information

The annual financial statements for Evonik Industries AG, Essen (Germany) have been prepared in accordance with the accounting standards set out in the German Commercial Code (HGB) and the German Stock Corporation Act (AktG).

To enhance clarity, some items have been combined in the balance sheet and income statement. These are stated separately in the notes.

The income statement has been drawn up using the total cost format.

Evonik Industries AG is a large stock company within the meaning of Section 267 Paragraph 3 of the German Commercial Code (HGB).

The strategic focus of the Evonik Group includes more direct management of the core chemicals business and speeding up existing decision-making lines by implementing a new corporate structure. To realize this, plant management contracts have been concluded between Evonik Industries AG and eleven subsidiaries. The agreements with five subsidiaries (Evonik Degussa GmbH, Essen (Germany), Evonik Goldschmidt GmbH, Essen (Germany), Evonik Oxeno GmbH, Marl (Germany), Evonik Röhm GmbH, Darmstadt (Germany) and Evonik Stockhausen GmbH, Krefeld (Germany)) took effect on August 1, 2011, while the agreements with four further companies (Evonik Oil Additives GmbH, Darmstadt (Germany), Evonik Tego Chemie GmbH, Essen (Germany), Evonik Goldschmidt Rewo GmbH, Stainau a. d. Strasse (Germany) and Evonik Technochemie GmbH, Dossenheim (Germany)) took effect on April 1, 2012. Evonik Stockhausen GmbH was merged into Evonik Degussa GmbH effective January 1, 2012. Evonik Tego Chemie GmbH was merged into Evonik Goldschmidt GmbH effective January 1, 2013. Evonik Goldschmidt GmbH and Evonik Oxeno GmbH were both merged into Evonik Degussa GmbH effective January 1, 2013.

With effect from July 1, 2013, two new plant management agreements were concluded, with Industriepark Wolfgang GmbH, Hanau (Germany) and Infracor GmbH, Marl (Germany). As of December 31, 2013 there were plant management agreements with a total of seven companies. Either party may terminate the agreement by giving three months notice to the end of a calendar year.

The plants are managed in the name of Evonik Industries AG. The relationship with the subsidiaries provides that management is performed for their account. Pursuant to Section 613a Paragraph 1 Sentence 1 of the German Civil Code (BGB), under an arrangement of this type, the employment contracts previously concluded by the company that owns the plants is transferred to the company that manages the plants. Effective July 1, 2013, employment contracts with about 4,500 employees were transferred to Evonik Industries AG. The owner companies retain their direct obligations for employees whose contracts are not currently active.

As the owners of the plants, these companies remain the economic owners of the assets and liabilities of the plants, as in a trust structure, and they have to be recognized in their financial statements in compliance with Section 246 Paragraph 1 Sentences 2 and 3 of the German Commercial Code (HGB). They thus retain the associated economic opportunities and risks. As the operator, Evonik Industries AG recognizes all liabilities entered into in its name and capitalizes a claim for compensation from the owners of the plants.

As a result of this structure, the sales revenues shown on the income statement of Evonik Industries AG only contain fees for the management of these plants. All other income and expenses are allocated to the companies that own the plants and are recognized in their annual financial statements.

The fee charged for this is 5.0 percent of income from operations within the meaning of Section 275 Paragraph 2 Nos. 1-8 of the German Commercial Code (HGB), but at least 0.2 percent of the sales of the companies that own the plants within the meaning of Section 275 Paragraph 2 No. 1 of the German Commercial Code. This is calculated on a pro rata temporis basis from the start of the agreement. The plant management fee of €44 million (2012: €70 million) is recognized in sales.

The plant management agreement details activities that do not fall within the scope of the agreement. These principally comprise:

- The purchase and sale of plants, components of plants, ancillary fittings and investments
- Commitments and fulfillment obligations relating to commercial property rights that are owned by the companies that own the plants
- Energy supply to the plants
- Authorization and registration of substances under the applicable legal regulations and/or the REACH Regulation
- Confidentiality agreements

With regard to these activities, the companies continue to operate in their own name and for their own account, even after the effective date of the plant management agreements.

Trust assets held on behalf of companies covered by a plant management agreement
Evonik Industries AG holds the following assets in trust on behalf of the companies covered by a plant management agreement. Essentially they comprise financial assets, inventories and trade accounts receivable.

Trust assets held on behalf of companies covered by a plant management agreement

in € million	Dec. 31, 2013	Dec. 31, 2012
Evonik Degussa GmbH*	5.826	6.460
Evonik Goldschmidt GmbH**	194	276
Evonik Oxeno GmbH**	195	243
Evonik Röhm GmbH	363	353
Evonik Oil Additives GmbH	70	72
Evonik Tego Chemie GmbH**	31	28
Evonik Goldschmidt Rewo GmbH	32	29
Evonik Technochemie GmbH	60	74
Industriepark Wolfgang GmbH	14	0
Infracor GmbH	36	0

* Evonik Stockhausen GmbH was merged into Evonik Degussa GmbH effective January 1, 2012.
** Evonik Tego Chemie GmbH was merged into Evonik Goldschmidt GmbH effective January 1, 2013. Evonik Goldschmidt GmbH and Evonik Oxeno GmbH were merged into Evonik Degussa GmbH effective January 1, 2013.

Receivables, liabilities and provisions relating to the companies covered by a plant management agreement

The provisions and liabilities arising under the plant management structure amounted to €2,215 million (2012: €1,940 million). Under civil law, they are allocated to Evonik Industries AG. Receivables from affiliated companies contain corresponding compensatory claims on the companies covered by the plant management agreements.

The domination agreement between Evonik Industries AG, Essen (Germany) and Evonik Degussa GmbH, Essen (Germany) was amended by an agreement dated March 1/6, 2013. The amendment established the „dynamic reference" to Section 302 of the German Stock Corporation Act (AktG) required for tax purposes. On March 22, 2011, a one-year profit-and-loss transfer agreement was concluded between Evonik Industries AG and Evonik Degussa GmbH. This agreement will be extended by one year at a time unless notice of termination is given three months before the end of the fiscal year or it is terminated for cause. The profit-and-loss transfer agreement was not terminated in either 2012 or 2013. In an agreement dated March 4/6, 2013, a fixed term of five years was set. The profit-and-loss transfer agreement can be terminated for the first time as of December 31, 2017, provided a period of notice of three months is observed, or for cause. If notice of termination of the agreement as of December 31, 2017 has not been submitted by September 30, 2017 at the latest, it will be extended to the end of the following fiscal year, and then by a further year unless three months notice of termination is given. Further, the dynamic reference was also inserted into the profit-and-loss transfer agreement.

Accounting and valuation principles

Purchased intangible assets are recognized at the cost of acquisition, including ancillary acquisition costs, and amortized on a straight-line basis over their estimated useful lives. Their useful life is between one and five years. Self-generated intangible assets are not capitalized.

Property, plant and equipment are valued at the cost of acquisition, including ancillary acquisition costs.

For assets added since fiscal 2010, only the straight-line depreciation method is used. For depletable assets included in property, plant and equipment, which were acquired in previous years, the depreciation method that resulted in the optimal tax position in the year of acquisition was selected. Depreciation is calculated on the basis of the following useful lives:

Factory fittings	20	years
Vehicles	6	years
IT systems	3 to 7	years
Factory and office equipment	5 to 13	years

Movable assets acquired in the reporting period are depreciated on a pro rata temporis basis from the month of acquisition using the straight-line method. Assets purchased for more than €150 but no more than €1,000 are grouped in a collective item for the year. The overall cost of this collective item is depreciated in five equal installments in the year in which it is established and the following four years.

Write-downs are made for any decline in the value of assets that is expected to be lasting and goes beyond normal wear and tear.

Financial assets are recognized at cost of acquisition or, in the event of a decline in value that is expected to be lasting, at the lower fair value. If and insofar as the reasons for a write-down no longer apply, financial assets are written up to their value on the reporting date, but only up to their amortized cost.

Other securities are carried at cost of acquisition or fair value, whichever is lower on the reporting date.

Receivables, other assets, and cash and cash equivalents are recognized at nominal value.

Specific risks relating to receivables are recognized through write-downs.

The issued capital (capital stock) is carried at nominal value.

In accordance with Section 253 Paragraphs 1 and 2 of the German Commercial Code (HGB), provisions for pensions and similar commitments are valued using the projected unit credit method. This method takes account of expected future salary and pension increases as well as pension obligations and accrued entitlements as of the reporting date. As in the previous year, the valuation is based on the biometric data in the 2005 G mortality tables published by Klaus Heubeck.

Actuarial methods are used to value provisions for pensions and other non-current personnel-related provisions for phased retirement programs, early retirement, continued payment of salaries after death, and annual bonuses and the granting of annual vacation entitlements in the event of illness, anniversaries and some elements of employees' long-term accounts.

In application of the option provided for by Section 253 Paragraph 2 Sentences 2 and 3 of the German Commercial Code (HGB), these provisions are discounted over an expected term of fifteen years using the average market interest rate for the past seven years. The discount rate used for this calculation was 4.89 percent (as of November 30, 2013). As of December 31, 2013 the discount rate was 4.88 percent (2012: 5.04 percent).

The table shows the assumptions used for the actuarial valuation of the obligations:

Assumptions for actuarial valuation

in %	2013
Future salary increases	2,50
Employee turnover	2,28
Future pension increases	2,00

Obligations relating to pension commitments apply to the company pension plans. On November 15, 2013 the company paid €138 million (2012: €124 million) to the pension trust Evonik Pensionstreuhand e.V., Essen (Germany), thereby insuring some of the pension obligations to employees against insolvency. A total of €123 million (2012: €102 million) paid in by companies covered by a plant management agreement were offset so that they remain the economic owners of the assets and liabilities as set out in the section of the plant management agreements, and can thus offset pension provisions in their balance sheets. Pension provisions at the companies covered by a plant management agreement can be reduced accordingly and the resulting interest income from the pension assets can also be allocated to these companies.

In accordance with Section 246 Paragraph 2 Sentence 2 of the German Commercial Code (HGB), these assets were offset against the provisions of €1,347 million (2012: €1,066 million) for settlement of these obligations. €1,166 million (2012: €906 million) is for the settlement of obligations of the operating companies covered by the plant management agreements with Evonik Industries AG. The fair value of the netted funded assets is €451 million (2012: €308 million), with €391 million (2012: €263 million) of this relating to the companies covered by a plant management agreement.

The historical cost of acquisition of the assets was €423 million (2012: €285 million). The market values were taken as their fair values and correspond to the fair values derived from the master fund as of December 30, 2013. Section 268 Paragraph 8 of the German Commercial Code (HGB) imposes a ban on the distribution of any fair value in excess of the cost of acquisition of pension assets, less the related deferred tax liabilities recognized in the balance sheet. This does not apply to the company as it has sufficient reserves.

The company has established provisions for the full amount of top-up and termination benefits for employees on the German phased retirement plan or who have signed agreements to embark on this plan, plus pro rata provisions for their salary payments in the period in which they are not working.

Further, for employees born in 1955/1956, provisions have been established for potential use of the phased early retirement plan, based on a probable take-up rate of 24 percent.

Commitments relating to long-term accounts comprise two components. The first is an obligation to grant collectively agreed one-time payments and vacation during the period in which employees do not work, plus final company-financed benefits. This obligation is recognized in the financial statements through a provision. Entitlements to final company-financed benefits for which there is not yet a firm agreement are weighted by the probability of use. The second component comprises current amounts credited by employees to their personal long-term accounts, which are insured against insolvency through a contractual trust arrangement. This component is a securities-based commitment as defined by Section 253 Paragraph 1 Sentence 3 German Commercial Code (HGB).

The obligations correspond to the fair value of the assets allocated, totaling €118 million (2012: €81 million). Of this amount, €114 million (2012: €78 million) relates to the plants managed by Evonik Industries AG. Pursuant to Section 246 Paragraph 2 Sentence 2 of the German Commercial Code (HGB), the assets that are designated as insolvency insurance for commitments on employee accounts are offset against these commitments. The historical cost of acquisition of the assets was €105 million (2012: €72 million), €102 million (2012: €69 million) of which comprised acquisition costs relating to the companies whose plants are managed by Evonik Industries AG. Where market values are available for assets, these are used as the fair value. Since November 2011 these assets have been held in a segregated equity and bond fund. The asset valuations correspond to the fair values of this segregated fund, which is managed by Allianz, as of December 30, 2013.

The other provisions and tax provisions take adequate account of all identifiable risks and uncertain liabilities. The amounts allocated to provisions reflect the anticipated utilization of the provisions based on the amount required to settle the obligation. In accordance with Section 253 Paragraph 2 Sentence 1 of the German Commercial Code (HGB), provisions due in more than one year are discounted over their remaining term using the average market interest rate for the past seven years.

Deferred taxes were established in accordance with Section 274 Paragraph 1 of the German Commercial Code (HGB) for differences between the valuation of assets, liabilities and deferred income/deferred charges in the commercial accounts and the valuation used for tax purposes. These differences are expected to be settled in subsequent fiscal years. Tax loss carryforwards and interest carried forward are included in the calculation of deferred tax assets at the level at which they are expected to be offset in the next five years.

The tax rates used to calculate deferred taxes are those valid under current legislation or that have been announced as being applicable as of the date when the temporary differences will probably be settled. Such discrepancies between balance sheet valuations are valued using a company-specific tax rate of 32 percent (2012: 31.0 percent). This comprises 15 percent German corporation tax, a 5.5 percent solidarity surcharge on the corporation tax and 16.2 percent trade tax.

If a company forms part of a tax entity, deferred taxes are assigned to the controlling company (formal viewpoint).

If deferred tax assets exceed deferred tax liabilities, the option of recognizing the net deferred tax asset in accordance with Section 274 Paragraph 1 Sentence 2 of the German Commercial Code (HGB) is not utilized. If the net result is a tax liability, this is recognized on the balance sheet as a deferred tax liability. On the income statement, the change in deferred taxes is then shown separately in income taxes.

The bond and liabilities are recognized at nominal value or at the repayment value if this is higher.

Foreign currency assets and liabilities are recognized at the historical rates at the time of their initial recognition. Items with a remaining term of more than one year are subsequently valued using the imparity principle at the average spot rates on the reporting date. As a result, positive values are not recognized. Items with a remaining term of less than one year are valued at the average spot rate on the reporting date so positive values are also included.

The valuation of receivables and liabilities from the cash pool, overnight funds, trade accounts receivable and payable, cash and cash equivalents, and liabilities to banks are valued at the average spot rate.

Valuation units are formed in accordance with Section 254 of the German Commercial Code (HGB) by comparing the fair value of overnight funds with the fair value of the related hedging transaction. If the difference is negative, a provision for impending losses is recognized. All valuation units are presented on the balance sheet as net hedges.

II. Notes to the balance sheet

(in € million, except where stated otherwise)

1. Non-current assets

Additions to shares in affiliated companies principally comprised payments totaling €68 million into the capital reserves of two companies.

The disposals mainly relate to the interest in Vivawest GmbH, Essen (Germany) as Evonik Industries AG has gradually withdrawn from the Real Estate segment in order to concentrate its activities on specialty chemicals. This comprised several transactions. Under an agreement dated July 5, 2013, a 30 percent stake in Vivawest GmbH was sold to RAG-Stiftung, Essen (Germany). Further, under the agreement of July 5, 2013, a 25 percent stake in Vivawest was sold to Evonik Degussa GmbH, Essen (Germany). Evonik Degussa GmbH transferred this stake directly to the pension trust fund Evonik Pensionstreuhand e.V. on the basis of a funding commitment dated July 5, 2013. In the last step for the time being, under an agreement dated July 5, 2013, Evonik Industries AG sold a 7.3 percent stake to RAG AG. The purchase prices were €909 million for the transaction with RAG-Stiftung, €220 million for the transaction with RAG Aktiengesellschaft, and €758 million for the transaction with Evonik Degussa GmbH. The carrying amount of the remaining shares is €17 million.

The breakdown of items combined in non-current assets and their development during the fiscal year are shown in the statement of non-current assets.

Amortization of intangible assets and depreciation of property, plant and equipment was €3 million and thus essentially unchanged from the previous year.

For information on the list of shareholdings of Evonik Industries AG, please refer to Note 33.

2. Receivables and other assets

Receivables and other assets

	Dec. 31, 2013			Dec. 31, 2012
	Remaining term			
in € million	up to 1 year	more than 1 year	Total	Total
Receivables from affiliated companies	2.335	1.145	3.480	3.175
Other assets	188	3	191	106
Total	**2.523**	**1.148**	**3.671**	**3.281**

The following table shows the breakdown of receivables from affiliated companies:

in € million	Dec. 31, 2013	Dec. 31, 2012
Financial receivables	1.208	1.158
Other receivables	2.272	2.017
Total	**3.480**	**3.175**

Receivables from affiliated companies include claims for reimbursements under plant management agreements and claims relating to tax allocations and profit transfers from Evonik Degussa GmbH and Evonik Risk and Insurance Services GmbH, Essen (Germany).

Other assets mainly comprise income tax receivables and value-added tax credits.

3. Other securities

In fiscal 2013 some of the liquidity surplus was invested in securities. These were securities from issuers with high credit standing, which are used for diversification and to avoid cluster risks.

As of September 1, 2011, Evonik Industries AG acquired all units in Deutsche Asset Management Treasury 1 Spezialfonds. This segregated investment fund is used to reduce risk and diversify the liquid assets of Evonik Industries AG. It invests principally in bonds and Pfandbriefe with short maturities. In principle, the fund units can be redeemed at any time. There is a de facto restriction on the ability to redeem fund units, comprising the ability to sell the securities held by the fund, which normally takes a few working days.

In 2013, there were cash inflows of €300 million and cash outflows of €350 million from/to Evonik Industries AG (2012: cash inflows of €200 million). As of December 31, 2013, the value of these units was €500 million (2012: €553 million) and therefore corresponded to the cost of acquisition. The net income of €17 million from the segregated fund (2012: €13 million) is retained in the fund. However, €5 million (2012: €3 million) was paid to the fiscal authorities as capital gains tax plus the solidarity surcharge.

4. Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and credit balances with banks.

5. Issued capital

The company's issued capital (capital stock) was €466,000,000 on the reporting date. It is divided into 466,000,000 no-par registered shares. All shares are ordinary shares.

Pursuant to Section 4 Paragraph 6 of the Articles of Incorporation, the Executive Board is authorized until March 10, 2018 to increase the company's capital stock, subject to the approval of the Supervisory Board, by issuing up to €4,660,000 new registered no-par shares against cash or contributions in kind (Authorized Capital). This authorization may be exercised through one or more issuances. The subscription rights of shareholders have been excluded. The new shares may only be issued to grant shares to employees of Evonik Industries AG and its subordinated affiliated companies (employee stock). The new shares may also be issued to a bank or other company that fulfills the criteria of Section 186 Paragraph 5 Sentence 1 of the German Stock Corporation Act (AktG) and that assumes the shares with the obligation to use them exclusively to grant employee stock. Insofar as is permitted, the employee stock may also be issued in such a manner that the contribution to be paid for them is covered by part of the net profit that the Executive Board and Supervisory Board can allocate to other revenue reserves pursuant to Section 58 Paragraph 2 of the German Stock Corporation Act (AktG). The employee stock can also be procured through securities loans from a bank or other company that fulfills the criteria of Section 186 Paragraph 5 Sentence 1 of the German Stock Corporation Act, where the new shares are used to repay the securities loan. Further, the Executive Board is authorized, with the approval of the Supervisory Board, to determine the content of the rights accorded to these shares and the terms of issue.

6. Capital reserve

The capital reserve of €720 million results from additions pursuant to Section 272 Paragraph 2 No. 4 of the German Commercial Code (HGB).

7. Revenue reserves

This balance sheet item contains the statutory reserve totaling €47 million. The other revenue reserves amounted to €3,145 million as of December 31, 2013 (2012: €2,238 million).

The change was due to the allocation of €907,155,984.30 from the net profit to revenue reserves in 2013.

8. Equity

The company's equity amounts to €5,286 million (2012: €3,900 million).

9. Provisions

Provisions

in € million	Dec. 31, 2013	Dec. 31, 2012
Provisions for pensions and similar obligations	**896**	**759**
Provisions for taxes	**168**	**121**
Other provisions	**980**	**863**
of which		
- personnel-related	780	640
- miscellaneous	200	223
Total	**2.044**	**1.743**

Within the scope of the plant management agreement, provisions have been transferred from two further companies (Industriepark Wolfgang GmbH and Infracor GmbH). In total, provisions of €1,565 million (2012: €1,289 million) were transferred to the company by companies included in the plant management structure, including pension provisions amounting to €775 million (2012: €642 million), other personnel-related provisions amounting to €723 million (2012: €588 million), and miscellaneous provisions of €67 million (2012: €59 million). At the same time, a compensatory claim against the owners of the plants was capitalized.

Provisions for taxes contain appropriate amounts for fiscal years for which tax assessments have not yet been finalized.

Other provisions contain a provision for various risks relating to the divestment of the stake in STEAG GmbH to cover a range of guarantee risks in connection with the release and operation of the coal-fired power plant in Duisburg (Walsum 10). Further, this item includes, among other things, provisions for restructuring, dismantling obligations, discounts and rebates, and provisions for impending liabilities from pending transactions.

€1,316 million (2012: €1,130 million) of the total provisions relates to components due in more than one year.

10. Payables

Payables

in € million	Remaining term: up to 1 year	Remaining term: more than 1 year 5 years	Remaining term: over 5 years	Dec. 31, 2013 Total	Dec. 31, 2012 Total
Bonds	750	0	500	1.250	750
Liabilities to banks	95	0	0	95	98
Advance payments received for orders	0	0	0	0	6
Trade accounts payable	385	0	0	385	352
Liabilities to affiliated companies	5.003	4	31	5.038	6.472
Other liabilities	78	65	0	143	111
of which for taxes	27	0	0	27	19
of which for social security	3	0	0	3	4
	6.311	**69**	**531**	**6.911**	**7.789**
Prior year	6.957	801	31	7.789	

In October 2009 the company issued a €750 million bond with a coupon of 7 percent p.a. and a maturity of 5 years. The issue price was 99.489 percent.

Further, in April 2013 the company issued a €500 million bond with a coupon of 1.875 percent p.a. and a tenor of 7 years. The issue price was 98.185 percent.

The €82 million fixed-interest promissory note recognized in liabilities to banks in 2012 was repaid in January 2013.

Trade accounts payable include payables to suppliers totaling €374 million transferred to Evonik Industries AG under plant management agreements.

The following table shows the breakdown of liabilities to affiliated companies:

in € million	Dec. 31, 2013	Dec. 31, 2012
Financial liabilities	4.685	6.114
Trade accounts payable	279	287
Other payables	74	71
Total	**5.038**	**6.472**

The financial liabilities to affiliated companies include a loan from RÜTGERS GmbH, Essen (Germany), and RCIV Vermögensverwaltungs-GmbH, Essen (Germany), and liabilities relating to cash pooling and short-term time deposits with, among others, Evonik Speciality Organics Ltd., Milton Keynes (UK), Evonik Corporation, Parsippany (USA), Evonik Oxeno Antwerpen N.V., Antwerp (Belgium), Evonik International Holding B.V., Amsterdam (Netherlands), RBV Verwaltungs-GmbH, Essen (Germany), Evonik Peroxide Holding B.V., Amsterdam (Netherlands), Evonik Röhm

GmbH, Darmstadt (Germany), Evonik Degussa Antwerpen N.V., Antwerp (Belgium), Evonik Services GmbH, Essen (Germany), Infracor GmbH, Marl (Germany), and Evonik Degussa Italia S.p.A., Pandino (Italy). Further, this item includes liabilities to affiliated companies totaling €228 million relating to the plant management structure, value-added tax invoiced for the tax entity, imputable taxes, other liabilities for the assumption of losses under profit-and-loss transfer agreements, and the reimbursement of expenses.

The other liabilities totaling €143 million contain liabilities of €48 million relating to plant management, liabilities for the payment of wage tax and interest on bonds (€18 million). Further, this item includes liabilities relating to profit-participation rights amounting to €69 million issued by Evonik Industries AG under the profit participation plans 2009 through 2013, to which eligible employees within the Group were able to subscribe. The nominal value of each right is €1. In 2013, employees subscribed to 22,174,050 rights. In the previous year, they subscribed to 17,774,283 rights. A discount of €0.50 was granted on the first 270 rights. Every further right up to the nominal subscription ceiling of €4,135 could be purchased for €1. The total number of rights in circulation is 68,781,142. They earn a fixed return of 2 percent or 4 percent; a higher return is dependent on the Group's return on capital employed (ROCE).

III. Notes to the income statement

(in € million, except where stated otherwise)

11. Sales

Sales are comprised almost entirely of plant management fees of €44 million (2012: €70 million). The year-on-year decline is mainly attributable to the fact that the calculation base for plant management fees was lower.

12. Other operating income

Other operating income

in € million	2013	2012
Proceeds from the disposal of assets	1.791	16
Currency translation gains	342	421
IT licenses	13	14
Invoicing of rental costs	12	11
Miscellaneous costs passed through to Group companies	5	5
Income from project expenses passed through to Group companies	3	10
Invoicing of consulting and M&A project costs	0	5
Miscellaneous operating income	23	2
Income relating to other periods:		
Income from the reversal of provisions	3	21
Reimbursement of subsidies for construction costs	2	0
Total	**2.194**	**505**

The proceeds from the disposal of assets mainly relate to the sale of the shares in Vivawest GmbH to RAG-Stiftung, Evonik Degussa GmbH and RAG AG (see Note 1).

The currency translation gains of €342 million are stated gross in compliance with the ban on netting imposed by Section 246 Paragraph 2 of the German Commercial Code (HGB). Currency translation losses amounted to €336 million. Economically, these two items comprise a single unit. In a net view, the overall result would have been a net gain of €6 million.

13. Personnel expense

Personnel expense

in € million	2013	2012
Wages and salaries	98	66
Social security contributions and expenses for pensions and similar obligations	18	13
of which for pensions	13	9
Total	**116**	**79**

The employees transferred to the company effective August 1, 2011, April 1, 2012 and July 1, 2013 did not result in a change in personnel expenses as the operating companies are still economically responsible for them.

14. Other operating expenses

Other operating expenses

in € million	2013	2012
Currency translation losses	336	477
Corporate services	95	88
Waiver of a loan to an affiliated company	54	0
Legal and consulting expenses	24	26
IT expense	18	21
Rental costs	14	14
Expenses for additions to provisions	8	14
Miscellaneous operating expenses	71	67
Total	**620**	**707**

The currency translation losses of €336 million are stated gross in compliance with the ban on netting imposed by Section 246 Paragraph 2 of the German Commercial Code (HGB). Currency translation gains amounted to €342 million. Economically, these two items comprise a single unit. In a net view, the overall result would have been net gain of €6 million.

Evonik Industries AG waived the receivable on a loan of €54 million that it had made to an affiliated company.

15. Income from investments

Income from investments

in € million	2013	2012
Income from profit-and-loss transfer agreements	168	363
Income from investments	500	5
Expenses for the assumption of losses	-215	-3
Total	**453**	**365**

Income from investments includes income of €166 million (2012: €116 million) from German corporation tax and trade tax allocations from various companies included in the same tax entity as Evonik Industries AG.

The year-on-year reduction in income from profit-and-loss transfer agreements is mainly attributable to termination of the profit-and-loss transfer agreement with Evonik Oxeno GmbH, Marl (Germany), which was merged into Evonik Degussa GmbH effective January 1, 2013.

€500 million of the income from investments results from dividend payments from Vivawest GmbH.

The expenses for the assumption of losses relate to the profit-and-loss transfer agreements with Evonik Degussa GmbH and Evonik Services GmbH and amounted to €215 million including tax allocations (2012: €3 million). There was no profit transfer from Evonik Degussa GmbH in 2012.

16. Write-downs of financial assets and current securities

Write-downs of financial assets totaled €16 million (2012: €4 million) while write-downs of current securities amounted to €1 million (2012: €0 million).

This first of these amounts resulted from the write-down of the value of an affiliated company to its fair value.

17. Write-ups of financial assets

Write-ups of financial assets totaled €48 million (2012: €0 million).

This amount resulted from the write-up of an affiliated company.

18. Net interest expense

Net interest expense

in € million	2013	2012
Income from other securities and loans included in financial assets	0	3
Other interest and similar income	40	36
of which interest on provisions	1	0
of which from affiliated companies	27	26
Interest and similar expenses	-139	-132
of which for interest on provisions	-17	-14
of which due to affiliated companies	-21	-53
Total	**-99**	**-93**

The €4 million change in interest relating to pensions and personnel-related commitments is included in interest and similar expense. Current income from pension fund assets of €1 million was offset against interest and other expenses.

19. Deferred taxes

If a company forms part of a tax entity, deferred taxes are assigned to the controlling company (formal viewpoint).

Tax-relevant temporary differences relating to other provisions are offset against tax-deductible temporary differences relating to other receivables. In accordance with Section 274 Paragraph 1 Sentence 2 of the German Commercial Code (HGB), net deferred tax assets relating to temporary differences are not capitalized.

20. Extraordinary loss

Extraordinary loss

in € million	2013	2012
Extraordinary income	12	8
Extraordinary expense	-15	-10
Extraordinary loss	**-3**	**-2**

The extraordinary expense of €15 million comprises expenses of €12 million for preparations for the stock exchange listing and further related expenses of €3 million. The extraordinary income resulted from the reimbursement of expenses for preparations for the planned stock exchange listing under the agreement with the company's shareholders on the assumption of these costs concluded on August 12, 2011.

21. Income taxes

The tax expense totaling €66 million comprises tax expenses of €40 million for current taxes in 2013 and tax expense of €26 million relating to previous years. The current tax expense comprises corporation tax of €19 million and trade tax of €21 million. The tax expense for previous years comprises corporation tax of €15 million (2012: €16 million) and trade tax of €11 million (2012: €15 million).

IV. Other disclosures

22. Further information on the reporting period

Average number of employees during the year

	2013	2012
Exempt employees	3.316	2.956
Other employees	11.958	10.176
Apprentices	1.271	745
	16.545	**13.877**

The increase mainly results from the four companies whose plants have been managed by Evonik Industries AG since April 1, 2012, which were included for the whole of 2013, and the employees transferred to Evonik Industries effective July 1, 2013 due to the plant management agreements. As of December 31, 2013, the company had 18,863 employees (2012: 14,148).

Auditors' fees

As permitted by Section 285 No. 17 of the German Commercial Code (HGB), no information is given on the auditors' fees as these are included in the consolidated financial statements of Evonik Industries AG, Essen (Germany).

23. Contingent liabilities

Contingent liabilities

in € million	Dec. 31, 2013	Dec. 31, 2012
Guarantee obligations	44	51
of which to the benefit of affiliated companies	43	50
Obligations under indemnity guarantees	515	519
of which to the benefit of affiliated companies	481	499
	559	**570**

As part of its Group financing activities, Evonik Industries AG provides banks with guarantees and indemnities in respect of companies in the Evonik Group. Further, Evonik Industries AG has provided guarantees and indemnities for possible obligations of Group companies towards third parties.

With the exception of one contentious withdrawal of €12 thousand, no guarantees or indemnities have been utilized since the establishment of Evonik Industries AG. All guarantees and indemnities are continuously monitored by the Accounting and Corporate Finance departments. They are provided exclusively to assure the activities of Group companies.

Credit insurance guarantees totaled €263 million and are examined as part of the monthly financial reporting and liquidity planning process. The liquidity of the subsidiaries in the Evonik Group is ensured through a uniform corporate financing strategy, so utilization is not likely.

Contract fulfillment guarantees amounted to €165 million. Group companies are required to meet the contractual obligations they have entered into. Controlling of contracts at individual companies ensures ongoing monitoring so utilization of these guarantees is not probable.

As well as the guarantee obligations and indemnity guarantees of Evonik Industries AG, contract fulfillment guarantees include guarantees in respect of credit balances for the phased early retirement plan under the statutory insolvency requirements for Evonik Degussa GmbH. These credit balances are covered by bank guarantees that are renewed every six months and cover the maximum balance in the relevant period. The level of these bank guarantees is based on the companies included in the guarantees and the forecast data on the number of employees to be covered by the guarantees. The trustee for this guarantee model for the phased early retirement plan is Deutsche Treuinvest-Stiftung, Frankfurt am Main (Germany). As of December 31, 2013, the guarantee totaled €155 million.

There are also other guarantees amounting to €131 million. Since these are managed by the responsible specialist departments, especially the Legal Division, it is assumed that they will not be utilized.

Evonik has issued letters of comfort for affiliated companies in which it undertakes to provide liquid assets for these companies insofar as is necessary to enable them to settle obligations in existence as of December 31, 2013 and those that arise in 2014 and that are due in not less than twelve months from December 31, 2013. The liquidity of the subsidiaries in the Evonik Group is ensured through a uniform corporate financing strategy, so utilization is not likely.

24. Other financial obligations

Other financial obligations

as of December 31 in € million	2013
Commitments arising from rental and leasing agreements	
due in 2014	14
due in 2015	13
due in 2016	12
due in 2017	10
due in 2018	9
due after 2018	17
Total	**75**
of which due to affiliated companies	0
Order commitments relating to investments	1
Commitments under long-term offtake agreements and other legal commitments	
due in 2014	33
due in 2015	20
due in 2016	6
due in 2017	1
due in 2018	1
due after 2018	2
Total	**63**
of which due to affiliated companies	6

25. Financial derivatives

In the course of its business, Evonik Industries AG is exposed to currency and interest rate risks. Financial derivatives are used to reduce or eliminate these risks. Foreign currency receivables and liabilities are hedged. Moreover, as the in-house bank for the Evonik Group, Evonik Industries AG concludes financial derivatives contracts on behalf of subsidiaries. Financial derivatives contracts are only concluded with banks and trading institutions with first-class credit standing within fixed limits. Only common instruments found on the market with sufficient liquidity are used. Consequently, the company has no material credit risks.

Forward exchange rate agreements and cross-currency swaps were concluded in fiscal 2013 to hedge currency risks.

For the annual financial statements, all derivative financial instruments are measured at fair value. The fair value shows the result that would have been obtained by closing out the derivative as of the reporting date, without taking the underlying (hedged) item into account. The fair value of forward exchange rate agreements is calculated as the present value based on the spot price on the balance-sheet date. A premium or discount is then applied for the exchange rate agreed in the contract.

Fair values are recognized using the imparity principle: Negative fair values are recognized as provisions for anticipated losses unless they are included in a valuation portfolio or form a valuation unit with corresponding underlying transactions. Under its currency hedging policy, Evonik Industries AG has passed on some forward exchange rate agreements concluded with subsidiaries to banks on a back-to-back basis and grouped some to form a currency portfolio. The amount remaining after internal netting is closed out with banks. Forward exchange rate agreements concluded with banks on a back-to-back basis and the corresponding counter-transactions with subsidiaries are combined in valuation units through macro hedges. These are presented as net hedges so the valuation result is low. The critical terms match method is to determine the effectiveness of the hedging relationship and the average term of the derivatives is less than one year. In addition, Evonik Industries AG establishes currency portfolios for those transactions that are not passed on through other transactions. As of December 31, 2013, provisions for impending losses totaling €10 million were established for negative balances on these currency portfolios and the negative fair values of forward exchange agreements for which no counter-transaction was recognized on the balance sheet. The amounts relating to the establishment of these provisions are shown in other operating expense.

The following hedged items are included in valuation units with forward exchange rate agreements:

in € million	
Assets	857
Liabilities	1.482
Total	**2.339**

In addition, Evonik Industries AG has hedged intragroup foreign currency loans in CNH and BRL through cross-currency swaps with expiration dates up to 2019. By entering into these swaps, Evonik Industries AG has hedged both the currency risks arising from the foreign currency loans and the interest rates in the foreign currencies. As of December 31, 2013, Evonik Industries AG established micro-hedges for some of these swaps (all fix-to-fix cross-currency swaps). They are accounted for as net hedges and the effectiveness of the hedging relationship is demonstrated using the critical terms match method. It was not necessary to recognize any provisions for impending losses as of December 31, 2013. Similarly, no provisions for impending losses had to be recognized for the fix-to-float cross-currency swaps, which are not included in the micro-hedges, as they have positive market values.

Further, Evonik Industries AG granted USD loans to Group companies in China. Since the USD is not the functional currency of these companies, there is a foreign exchange risk for these companies. Evonik Industries AG hedged this risk „offshore" by purchasing USD forward exchange rate contracts. A micro-hedge was formed for these transactions. Like all valuation units, they are recognized as net hedges. The hedges have a residual term of 6 months and the intention is to extend them if the loans are extended. As of December 31, 2013, it was not necessary to recognize any provisions for impending losses as the hedge relationship was effective according to the dollar offset method.

The interest rate swaps concluded in 2011 and 2012 to hedge the interest risk of refinancing the bond in 2013 were closed out in March 2013. This resulted in interest expense of €16 million.

As of the reporting date, Evonik Industries AG had the following derivative financial instruments to hedge interest rate and currency risks:

Rate and currency risks

in € million	Notional value < 1 year Dec. 31, 2013 External	Dec. 31, 2013 Intragroup	Notional value > 1 year Dec. 31, 2013 External	Dec. 31, 2013 Intragroup	Fair value Dec. 31, 2013 Positive	Dec. 31, 2013 Negative
Forward exchange rate agreements	3.456	1.783	212	210	77	68
Cross-currency swaps	-	-	231	21	12	2

26. Performance-related remuneration – Long-Term Incentive Plan

Evonik's remuneration system comprises a basic salary, annual short-term incentive payments and, as a long-term component, the Long-Term Incentive Plans for members of the Executive Board and other executives of the Evonik Group. Since Evonik did not have a quoted share price, for both members of the Executive Board and other executives, the targets for the annual tranches of these LTI plans issued up to and including 2012 were based on the development of uniformly defined business indicators. However, the target amounts and performance periods of the plans differed. Following the stock exchange listing, the performance of Evonik shares became the central element in the LTI Plan for the first time in 2013. The redesigned LTI Plan was introduced for both Executive Board members and other executives. Following the stock exchange listing of Evonik Industries AG, the performance of shares in the company also became relevant for the valuation of the pre-2013 LTI Plans.

All LTI Plans are share-based remuneration with cash settlement. They are valued on the reporting date using a Monte Carlo simulation, which models exercise patterns. The LTI Plans result in personnel expense which is distributed of the term of each tranche.

Evonik LTI Plan for members of the Executive Board – Tranches 2009 through 2012

The reference base for this long-term remuneration component is a sustained rise in the value of the company. The plan rewards achieving or exceeding the operating earnings targets set in the mid-term planning and their impact on the value of the company. Each plan runs for five years from January 1 of the year in which it is granted.

Entitlements are based on individually agreed target amounts provided that earnings targets are met (lower threshold). LTI payments are calculated in the year following the end of the performance period, when the necessary indicators are available. Payments are capped at three times the target amount, and can be zero if the defined lower threshold is not reached.

To determine the value of the company as a basis for ascertaining target attainment, the share price at the end of the performance period is used. For this purpose, the average price of shares in Evonik in the three months prior to the end of the performance period is calculated. In addition, dividends paid and any capital increases or decreases during the performance period are taken into account. The cumulative discrepancy between planned and actual target attainment in the performance period and the dividends paid in the last year of the performance period are taken into account in the calculation. If there is no share price, the value of equity is determined on the basis of the last share transaction in the last twelve months of the performance period. If there was no share transaction in the last twelve months, a fictitious equity value is used. This is derived by applying a fixed EBITDA multiple to the company's business performance in the last full fiscal year.

As of December 31, 2013, there was a provision of €1.7 million (2012 including the 2008 tranche: €4.5 million) for the tranches for members of the Executive Board for the years 2009 through 2012. In keeping with the terms of the plan, regular exercise of the 2008 plan took place in 2013 (€0.6 million). The 2009 tranche of the Evonik LTI Plan for Executive Board members was vested as of December 31, 2013. The intrinsic value of this tranche was €0.8 million at year end.

Evonik LTI Plan for executives – Tranches 2011 through 2012

The reference base for this long-term remuneration component is also a sustained rise in the value of the company. The plan rewards achieving or exceeding the operating earnings targets set in the mid-term planning (75 percent) and economic value added (EVA) (25 percent). Each tranche runs for three years from May 1 of the year in which it is granted.

Entitlements are based on individually agreed target amounts provided that earnings targets are met (lower threshold). LTI payments are calculated in the year following the end of the performance period, when the necessary indicators are available. Payments are capped at twice the target amount, and can be zero if the defined lower threshold is not reached.

To determine the value of the company as a basis for ascertaining target attainment, the share price at the end of the performance period is used. For this purpose, the average price of shares in Evonik in the three months prior to the end of the performance period is calculated. In addition, dividends paid and any capital increases or decreases during the performance period are taken into account. The cumulative discrepancy between planned and actual target attainment in the performance period and the dividends paid in the last year of the performance period are taken into account in the calculation. If there is no share price, the value of equity is determined on the basis of the last share transaction in the last twelve months of the performance period. If there was no share transaction in the last twelve months, a fictitious equity value is used. This is derived by applying a fixed EBITDA multiple to the company's business performance in the last full fiscal year. The actual EVA values in the performance period are used to measure attainment of the EVA target.

As of December 31, 2013, there was a provision of €6.7 million for the tranches for 2011 through 2012 (2012 including the 2010 tranche: €21.8 million). In keeping with the terms of the plan, regular exercise of the 2010 tranche took place in 2013 (€19.6 million).

Evonik LTI Plan for Executive Board members and other executives – Tranche 2013

In view of the stock exchange listing of Evonik Industries AG, the Supervisory Board redesigned the LTI plan for the period from 2013 so it differs from the tranches 2009 through 2012. Performance is measured by the absolute performance of Evonik's share price and its performance relative to the MSCI World Chemicals Index^{SM}.

Based on the contractually agreed target amount, which is defined in euros, a number of virtual shares is calculated using the share price at the start of the performance period. This is based on the price in the last 60 trading days before the start of performance period. The performance period starts on January 1 of the grant year and runs for four years. Since there was no share price at the start of the performance period, as an exception, the virtual shares for the 2013 tranche were calculated from the share price in the first 60 trading days following admission to the stock exchange (April 25, 2013) were used. At the end of the performance period, the starting price of Evonik shares is viewed against the average share price at the end of the performance period. This is compared with the performance of the benchmark index (total shareholder return).

If the relative performance is below 70 percentage points, the relative performance factor is zero. If the relative performance exceeds 130 percentage points, the relative performance is 130 percent.

The payment is calculated by multiplying the relative performance by the number of virtual shares allocated and the average price of Evonik shares at the end of the performance period.

At the end of the performance period, there is an option to extend it once for a further year. Partial exercise at the end of the original performance period is not permitted. The upper limit for these payments is set at 300 percent of the individual target amount.

Since the previous performance periods for the LTI Plan for executives, including the 2012 tranche, were three years, the 2013 tranche for executives was set to allow the first half of the 2013 tranche to be exercised after three years and the second half after four years. As a further incentive for the transition, the payments for this tranche are multiplied by 1.2. From 2014, a four-year performance period is planned for executives. As of December 31, 2013, there was a provision of €4.7 million for the Evonik LTI Plan 2013.

As of December 31, 2013, total provisions for share-based remuneration amounted to €13.0 million. In 2013, total expense including expense for share-based remuneration, including the 2010 tranche, was €12.2 million.

27. Related parties

in € million

	Type of related party			
Type of transaction	Affiliated companies	Other related parties	Investments	Public sector corporations
Interest income	26	0	3	0
Interest expense	20	0	0	0
Currency translation gains	104	0	0	0
Currency translation losses	186	0	0	0
Rental income	10	0	0	0
Income from costs that were passed through	46	0	0	0
Reimbursement of project costs	0	13	0	0
Reimbursement of costs and other expenses	99	0	0	0
Plant management fees	44	0	3	
Dividend	728	0	0	0
Contingent liabilities	524	0	0	0
Other financial commitments	6	0	0	0
Time-deposit investments	0	0	0	100
Sale of shares in affiliated companies	1.887	0	0	0
Sale of a promissory note loan	221	0	0	0

For information on income and expenses relating to profit-and-loss transfer agreements with subsidiaries, please see Note 15.

The presentation includes all material transactions with related parties. Under the German Commercial Code, the provisions of IAS 24 are used to define related parties.

28. Members of the Executive Board and Supervisory Board

Members of the Executive Board

Dr. Klaus Engel, Mülheim an der Ruhr,
Chairman of the Executive Board
a) NATIONAL-BANK AG
Vivawest Wohnen GmbH (until July 4, 2013)
STEAG GmbH
b) Vivawest GmbH* (until July 4, 2013)
Universitätsklinikum Essen (since January 21, 2013)

Dr. Thomas Haeberle, Einhausen,
(until December 31, 2013)
Responsible for the Resource Efficiency segment
a) Evonik Services GmbH (until December 31, 2013)
b) Evonik Corporation (until December 31, 2013)

Thomas Wessel, Herten,
Chief Human Resources Officer
Responsible for Site Services
a) Evonik Services GmbH
Industriepark Wolfgang GmbH (Chair) (until September 30, 2013)
Infracor GmbH (Chair) (until September 30, 2013)
Vivawest GmbH* (Vorsitz bis 5. Juli 2013)
Vivawest Wohnen GmbH (Chair until July 5, 2013)
b) Gesellschaft zur Sicherung von Bergmannswohnungen mbH
Pensionskasse Degussa VVaG
THS GmbH (until July 4, 2013)

Patrik Wohlhauser, Kelkheim,
Responsible for the Consumer, Health & Nutrition segment
b) Evonik Degussa Brasil Ltda.

Ute Wolf, Düsseldorf,
Chief Financial Officer (from October 1, 2013)
Responsible for Evonik Business Services
a) Evonik Services GmbH (Chair) (since October 1, 2013)
STEAG GmbH (since October 1, 2013)
b) Advanced Metallurgical Group N.V.
Amsterdam (Netherlands) (since May 3, 2013)
Pensionskasse Degussa VVaG

a) Membership of other statutory supervisory boards.
b) Membership of comparable German and foreign supervisory bodies of business enterprises pursuant to Section 125 Paragraph 1 Sentence 5 of the German Stock Corporate Act (AktG).
* Until August 23, 2013 defined as a comparable supervisory body pursuant to Section 125 Paragraph 1 Sentence 5 of the German Stock Corporation Act (AktG).

Dr. Dahai Yu, Mülheim a. d. Ruhr,
(until December 31, 2013)
Responsible for the Specialty Materials segment
b) Evonik Japan Co. Ltd. (until December 31, 2013)
Evonik Korea Ltd. (until December 31, 2013)
Evonik (SEA) Pte. Ltd. (until December 31, 2013)

The following gentleman left the Executive Board of Evonik Industries on September 30, 2013:

Dr. Wolfgang Colberg, Ratingen,
Chief Financial Officer
Responsible for Evonik Business Services
a) Evonik Services GmbH (Chair) (until September 30, 2013)
STEAG GmbH (until September 30, 2013)
Vivawest Wohnen GmbH (until July 4, 2013)
b) Pernod Ricard SA
THS GmbH (until July 4, 2013)
Vivawest GmbH* (until July 4, 2013)

Members of the Supervisory Board

Dr. Werner Müller, Mülheim an der Ruhr,
Chairman of the Supervisory Board
Chairman of the Executive Board of RAG-Stiftung
a) RAG Aktiengesellschaft (Chair)
RAG Deutsche Steinkohle AG (Chair)
b) Contilia GmbH
Stadler Rail AG

Michael Vassiliadis, Hannover,
Deputy Chairman of the Supervisory Board
Chairman of the Mining, Chemical and Energy Industrial Union (IG BCE)
a) K + S AG
STEAG GmbH
b) BASF SE
Henkel AG & Co. KGaA (until April 15, 2013)
RAG-Stiftung

Günter Adam, Freigericht,
Deputy Chairman of the Group Works Council of Evonik Industries AG
Chairman of the Works Council for the Hanau facilities

a) Membership of other statutory supervisory boards.
b) Membership of comparable German and foreign supervisory bodies of business enterprises pursuant to Section 125 Paragraph 1 Sentence 5 of the German Stock Corporate Act (AktG).
* Until August 23, 2013 defined as a comparable supervisory body pursuant to Section 125 Paragraph 1 Sentence 5 of the German Stock Corporation Act (AktG).

Dr. Dr. Peter Bettermann, Weinheim,
Former spokesman for the management of
Freudenberg & Co. KG
a) BATIG Gesellschaft für Beteiligungen (Chair)
British American Tobacco (Germany) GmbH (Chair)
British American Tobacco (Industries) GmbH (Chair)
b) Wilh. Werhahn KG
Thyssen'sche Handelsgesellschaft mit beschränkter Haftung (since July 1, 2013)

Karin Erhard, Hannover,
Secretary of the Board of the Mining, Chemical and Energy Industrial Union (IG BCE)
a) INEOS Deutschland GmbH
INEOS Köln GmbH

Stephan Gemkow, Overath,
Chairman of the Management Board of Franz Haniel & Cie. GmbH
a) Celesio AG (Chair)
TAKKT AG (Chair)
b) Amadeus IT Group S.A., Madrid (Spain) (until June 30, 2013)
c) Amadeus IT Holding S.A., Madrid (Spain) (until June 30, 2013)
JetBlue Airways Corporation, New York (USA)

Ralf Giesen, Hannover,
Union Secretary of the Mining, Chemical and Energy Industrial Union (IG BCE)
a) Altana AG

Professor Dr. Barbara Grunewald, Bonn,
Chair for Civil Law, Labor Law and Commercial Law at Cologne University
(since March 11, 2013)

Ralf Hermann, Herten,
Chairman of the Group Works Council of Evonik Industries AG
b) RAG-Stiftung

Professor Dr. Dr. h.c. mult. Wolfgang A. Herrmann, Freising,
President of Munich Technical University
b) Bayrische Forschungsallianz GmbH (Chair)

Dieter Kleren, Wesseling,
Chairman of the Works Council for the Wesseling facilities

Steven Koltes, St. Moritz (Switzerland)
Co-Chairman CVC Capital Partners Group
b) Flint Group Holdings S.à.r.l., Luxembourg
Flint Group Investments S.à.r.l., Luxembourg
Flint Group S.A., Luxembourg

a) Membership of other statutory supervisory boards.
b) Membership of comparable German and foreign supervisory bodies of business enterprises pursuant to Section 125 Paragraph 1 Sentence 5 of the German Stock Corporate Act (AktG).

Dr. Siegfried Luther, Gütersloh,
Former Chief Financial Officer of Bertelsmann AG
a) Schaeffler AG
Sparkasse Gütersloh

Jürgen Nöding, Duisburg,
Chairman of the Central Works Council of Evonik Services GmbH
a) Evonik Services GmbH

Norbert Pohlmann, Essen,
Chairman of the Works Council for the Goldschmidtstraße facilities
b) BKK Novitas

Dr. Wilfried Robers, Gescher,
Chairman of the Group Executive Staff Committee of Evonik Industries AG
b) Pensionskasse Degussa VVaG

Michael Rüdiger, Utting am Ammersee,
Chairman of the Board of Management of DekaBank Deutsche Girozentrale
(since March 11, 2013)
a) Deutsche Landesbankenzentrale AG (Chair until December 31, 2013)
b) Liquiditäts-Konsortialbank GmbH (since March 18, 2013, Chair since May 6, 2013)
Gesellschaft für Mittelstandskreditfonds der Sparkassen-Finanzgruppe mbH
(since November 16, 2013)

Ulrich Terbrack, Reinheim,
Deputy Chairman of the Group Works Council of Evonik Industries AG

Dr. Volker Trautz, Munich,
Former Chairman of the Management Board of LyondellBasell Holdings B.V.
a) Citigroup Global Markets Deutschland AG
Solar Tower Technologies AG
b) CERONA Companhia de Energia Renovável, Sáo Paulo (Brazil)
La Seda de Barcelona, Barcelona (Spain) (until July 31, 2013)
OSF Mercant Banking, Sáo Paulo (Brazil)

Dr. Christian Wildmoser, Savigny (Switzerland)
Managing Director of CVC Capital Partners Switzerland GmbH
b) Flint Group Holdings S.à.r.l., Luxembourg
Flint Group Investments S.à.r.l., Luxembourg
Flint Group S.A., Luxembourg

a) Membership of other statutory supervisory boards.
b) Membership of comparable German and foreign supervisory bodies of business enterprises pursuant to Section 125 Paragraph 1 Sentence 5 of the German Stock Corporate Act (AktG).

The following gentlemen left the Supervisory Board of Evonik Industries on March 11, 2013:

Dr. Hans Michael Gaul, Düsseldorf,
Former member of the Management Board of E.ON AG
a) BDO AG
HSBC Trinkaus & Burkhardt AG
Siemens AG

Christian Strenger, Frankfurt am Main,
Former spokesperson for the management of DWS Investment GmbH
a) DWS Investment GmbH
Fraport AG (until May 31, 2013)
TUI AG
b) The Germany Funds, New York (USA) (Chair)

a) Membership of other statutory supervisory boards.
b) Membership of comparable German and foreign supervisory bodies of business enterprises pursuant to Section 125 Paragraph 1 Sentence 5 of the German Stock Corporate Act (AktG).

29. Total remuneration of the Executive Board and Supervisory Board

The total remuneration paid to the members of the Executive Board for their work in 2013 was €25,997,217.86 (2012: €10,083,378.55). The amount for 2013 included bonus payments of €738,077.75 for the previous year, for which no provision was established in 2012. The total remuneration also contains the fair value of LTI Plan 2013 as of the legally binding commitment or grant date. As of the grant date, this comprised €3,650,452.00 over the four-year performance period. There are a total of 153,123 virtual shares that will be used as the calculation basis to determine possible future payments. Further, the accumulated fair values of the LTI Plans 2009 through 2012 as of the legally binding commitment is €5,120,219.00. This has to be stated due to the first-time classification of these plans as share-based remuneration pursuant to DRS 17. This is performance-related remuneration.

Current expenses for pensions for the Executive Board were €693,364.00 (2012: 1,565,968.00). The settlement amount of the pension obligations was €13,455,358.00 as of December 31, 2013 (2012: €17,772,312.00).

Total remuneration for former members of the Executive Board and their surviving dependents was €868,065.72 in 2013 (2012: €801,620.16).

As of the reporting date €28,001,503.00 (2012: €15,360,119.00) was allocated to provisions for pension obligations to former members of the Executive Board and their surviving dependents.

The remuneration of the Supervisory Board for 2013 was €2,785,000.00 (2012: €3,310,958.34).

Details of the remuneration system of the Executive Board members, together with an individual breakdown of the amounts paid to Executive Board and Supervisory Board members can be found in the remuneration report in the combined management report for Evonik Industries AG for 2013.

30. Declaration of conformity with the German Corporate Governance Code

The Executive Board and Supervisory Board have submitted the declaration prescribed by Section 161 of the German Stock Corporation Act (AktG). The declaration on corporate governance in compliance with Section 289a of the German Commercial Code (HGB) has been made available to the public on the company's website at **www.evonik.com/declaration-on-corporate-governance**.

31. Information pursuant to Section 160 Paragraph 1 No. 8 of the German Stock Corporation Act (AktG)

Notifications pursuant to Section 26 Paragraph 1 of the German Securities Trading Act (WpHG)

Between the start of 2013 and the date of adoption of the financial statements we received the following notifications of shareholdings in Evonik Industries AG pursuant to Section 21 Paragraph 1 or Paragraph 1a of the German Securities Trading Act (WpHG). Under this Act, notification must be submitted not only of directly acquired voting rights in the company (Section 21 WpHG), but also of those voting rights attributable to the notifier through a subsidiary or a third party with which the notifier has a contractual agreement governed by the law of obligations (Section 22 Paragraph 1 WpHG). Further, voting rights may be attributable to shareholders on the basis of shareholder agreements (Section 22 Paragraph 2 WpHG). The total voting rights disclosed therefore comprise both directly acquired voting rights and those determined indirectly on the basis of attribution.

Notifications pursuant to Section 26 Paragraph 1 of the German Securities Trading Act

				Voting rights		Attributable voting rights
Notifier	Date of notification	Date of change	Threshold	in %	absolute	
RAG-Stiftung, Essen (Germany)	April 24, 2013, corrected on April 29, 2013	April 24, 2013	75%	87,84	409.325.998	18.93% attributable from Gabriel Acquisitions GmbH pursuant to Section 22 Paragraph 2 WpHG
Ellington Investments Pte. Ltd., Singapore (Republic of Singapore)	April 26, 2013	April 24, 2013	3%	4,64	21.630.616	
Bartley Investments Pte. Ltd., Singapore (Republic of Singapore)	April 26, 2013	April 24, 2013	3%	4,64	21.630.616	4.64% attributable from Ellington Investments Pte. Ltd. pursuant to Section 22 Paragraph 1, Sentence 1, No. 1 WpHG
Tembusu Capital Pte. Ltd., Singapore (Republic of Singapore)	April 26, 2013	April 24, 2013	3%	4,64	21.630.616	4.64% attributable from Ellington Investments Pte. Ltd. and Bartley Investments Pte. Ltd. pursuant to Section 22 Paragraph 1, Sentence 1, No. 1 WpHG
Temasek Holding (Private) Limited, Singapore (Republic of Singapore)	April 26, 2013	April 24, 2013	3%	4,64	21.630.616	4.64% attributable from Ellington Investments Pte. Ltd., Bartley Investments Pte. Ltd. and Tembusu Capital Pte. Ltd. pursuant to Section 22 Paragraph 1, Sentence 1, No. 1 WpHG
Gabriel Acquisitions GmbH, Gadebusch (Germany)	April 26, 2013	April 24, 2013	75%	87,84	409.325.998	68.91% attributable from RAG-Stiftung pursuant to Section 22 Paragraph 2 WpHG
Gabriel Investments S.à r.l., Luxembourg (Luxembourg)	April 26, 2013	April 24, 2013	75%	87,84	409.325.998	18.93% attributable from Gabriel Acquisitions GmbH pursuant to Section 22 Paragraph 1, Sentence 1, No. 1 WpHG 68.91% attributable from RAG-Stiftung pursuant to Section 22, Paragraph 2 WpHG
Gabriel Investments S.à r.l., Luxembourg (Luxembourg)	April 26, 2013	April 24, 2013	75%	87,84	409.325.998	18.93% attributable from Gabriel Acquisitions GmbH and Gabriel Investments S.à r.l. pursuant to Section 22 Paragraph 1, Sentence 1, No. 1 WpHG 68.91% attributable from RAG-Stiftung pursuant to Section 22, Paragraph 2 WpHG
CVC European Equity Partners V (A) L.P. Georgetown (Cayman Islands)	April 26, 2013, corrected on April 30, 2013	April 24, 2013	75%	87,84	409.325.998	18.93% attributable from Gabriel Acquisitions GmbH, Gabriel Investments S.à r.l. and Gabriel Holdings S.à r.l. pursuant to Section 22 Paragraph 1, Sentence 1, No. 1 WpHG 68.91% attributable from RAG-Stiftung pursuant to Section 22, Paragraph 2 WpHG
CVC European Equity Partners V (B) L.P., Georgetown (Cayman Islands)	April 26, 2013, corrected on April 30, 2013	April 24, 2013	75%	87,84	409.325.998	18.93% attributable from Gabriel Acquisitions GmbH, Gabriel Investments S.à r.l. and Gabriel Holdings S.à r.l. pursuant to Section 22 Paragraph 1, Sentence 1, No. 1 WpHG 68.91% attributable from RAG-Stiftung pursuant to Section 22, Paragraph 2 WpHG
CVC European Equity Partners V (C) L.P., Georgetown (Cayman Islands)	April 26, 2013, corrected on April 30, 2013	April 24, 2013	75%	87,84	409.325.998	18.93% attributable from Gabriel Acquisitions GmbH, Gabriel Investments S.à r.l. and Gabriel Holdings S.à r.l. pursuant to Section 22 Paragraph 1, Sentence 1, No. 1 WpHG 68.91% attributable from RAG-Stiftung pursuant to Section 22, Paragraph 2 WpHG

Notifier	Date of notification	Date of change	Threshold	Voting rights in %	Voting rights absolute	Attributable voting rights
CVC European Equity Partners V (D) L.P., Georgetown (Cayman Islands)	April 26, 2013, corrected on April 30, 2013	April 24, 2013	75%	87,84	409.325.998	18.93% attributable from Gabriel Acquisitions GmbH, Gabriel Investments S.à r.l. and Gabriel Holdings S.à r.l. pursuant to Section 22 Paragraph 1, Sentence 1, No. 1 WpHG 68.91% attributable from RAG-Stiftung pursuant to Section 22, Paragraph 2 WpHG
CVC European Equity Partners V (E) L.P., Georgetown (Cayman Islands)	April 26, 2013, corrected on April 30, 2013	April 24, 2013	75%	87,84	409.325.998	18.93% attributable from Gabriel Acquisitions GmbH, Gabriel Investments S.à r.l. and Gabriel Holdings S.à r.l. pursuant to Section 22 Paragraph 1, Sentence 1, No. 1 WpHG 68.91% attributable from RAG-Stiftung pursuant to Section 22, Paragraph 2 WpHG
CVC European Equity Partners Tandem Fund (A) L.P., Georgetown (Cayman Islands)	April 26, 2013, corrected on April 30, 2013	April 24, 2013	75%	87,84	409.325.998	18.93% attributable from Gabriel Acquisitions GmbH, Gabriel Investments S.à r.l. and Gabriel Holdings S.à r.l. pursuant to Section 22 Paragraph 1, Sentence 1, No. 1 WpHG 68.91% attributable from RAG-Stiftung pursuant to Section 22, Paragraph 2 WpHG
CVC European Equity Partners Tandem Fund (B) L.P., Georgetown (Cayman Islands)	April 26, 2013, corrected on April 30, 2013	April 24, 2013	75%	87,84	409.325.998	18.93% attributable from Gabriel Acquisitions GmbH, Gabriel Investments S.à r.l. and Gabriel Holdings S.à r.l. pursuant to Section 22 Paragraph 1, Sentence 1, No. 1 WpHG 68.91% attributable from RAG-Stiftung pursuant to Section 22, Paragraph 2 WpHG
CVC European Equity Partners Tandem Fund (C) L.P., Georgetown (Cayman Islands)	April 26, 2013, corrected on April 30, 2013	April 24, 2013	75%	87,84	409.325.998	18.93% attributable from Gabriel Acquisitions GmbH, Gabriel Investments S.à r.l. and Gabriel Holdings S.à r.l. pursuant to Section 22 Paragraph 1, Sentence 1, No. 1 WpHG 68.91% attributable from RAG-Stiftung pursuant to Section 22, Paragraph 2 WpHG
CVC European Equity Tandem GP Limited, St. Helier (Jersey)	April 26, 2013, corrected on April 30, 2013	April 24, 2013	75%	87,84	409.325.998	18.93% attributable from Gabriel Acquisitions GmbH, Gabriel Investments S.à r.l., Gabriel Holdings S.à r.l., CVC European Equity Partners Tandem Fund (A) L.P., CVC European Equity Partners Tandem Fund (B) L.P. and CVC European Equity Partners Tandem Fund (C) L.P. pursuant to Section 22 Paragraph 1, Sentence 1, No. 1 WpHG 68.91% attributable from RAG-Stiftung pursuant to Section 22, Paragraph 2 WpHG
CVC European Equity V Limited, St. Helier (Jersey)	April 26, 2013	April 24, 2013	75%	87,84	409.325.998	18.93% attributable from Gabriel Acquisitions GmbH, Gabriel Investments S.à r.l., Gabriel Holdings S.à r.l., CVC European Equity Partners V (A) L.P., CVC European Equity Partners V (B) L.P. CVC European Equity Partners V (C) L.P., CVC European Equity Partners V (D) L.P. and CVC European Equity Partners V (E) L.P., pursuant to Section 22 Paragraph 1, Sentence 1, No. 1 WpHG 68.91% attributable from RAG-Stiftung pursuant to Section 22, Paragraph 2 WpHG

				Voting rights		Attributable voting rights
Notifier	Date of notification	Date of change	Threshold	in %	absolute	
CVC Capital Partners Advisory Company Limited, St. Helier (Jersey)	April 26, 2013, corrected on April 30, 2013	April 24, 2013	75%	87,84	409.325.998	18.93% attributable from Gabriel Acquisitions GmbH, Gabriel Investments S.à r.l., Gabriel Holdings S.à r.l., CVC European Equity Partners V (A) L.P., CVC European Equity Partners V (B) L.P., CVC European Equity Partners V (C) L.P., CVC European Equity Partners V (D) L.P., CVC European Equity Partners V (E) L.P., CVC European Equity V Limited, CVC European Equity Partners Tandem Fund (A) L.P., CVC European Equity Partners Tandem Fund (B) L.P., CVC European Equity Partners Tandem Fund (C) L.P. and CVC European Equity Tandem GP Limited pursuant to Section 22 Paragraph 1, Sentence 1, No. 1 WpHG 68.91% attributable from RAG-Stiftung pursuant to Section 22, Paragraph 2 WpHG
CVC Capital Partners Finance Limited, St. Helier (Jersey)	April 26, 2013, corrected on April 30, 2013	April 24, 2013	75%	87,84	409.325.998	18.93% attributable from Gabriel Acquisitions GmbH, Gabriel Investments S.à r.l., Gabriel Holdings S.à r.l., CVC European Equity Partners V (A) L.P., CVC European Equity Partners V (B) L.P., CVC European Equity Partners V (C) L.P., CVC European Equity Partners V (D) L.P., CVC European Equity Partners V (E) L.P., CVC European Equity V Limited, CVC European Equity Partners Tandem Fund (A) L.P., CVC European Equity Partners Tandem Fund (B) L.P., CVC European Equity Partners Tandem Fund (C) L.P., CVC European Equity Tandem GP Limited and CVC Capital Partners Advisory Company Limited pursuant to Section 22 Paragraph 1, Sentence 1, No. 1 WpHG 68.91% attributable from RAG-Stiftung pursuant to Section 22, Paragraph 2 WpHG
CVC Group Holdings L.P., St. Helier (Jersey)	April 26, 2013, corrected on April 30, 2013	April 24, 2013	75%	87,84	409.325.998	18.93% attributable from Gabriel Acquisitions GmbH, Gabriel Investments S.à r.l., Gabriel Holdings S.à r.l., CVC European Equity Partners V (A) L.P., CVC European Equity Partners V (B) L.P., CVC European Equity Partners V (C) L.P., CVC European Equity Partners V (D) L.P., CVC European Equity Partners V (E) L.P., CVC European Equity V Limited, CVC European Equity Partners Tandem Fund (A) L.P., CVC European Equity Partners Tandem Fund (B) L.P., CVC European Equity Partners Tandem Fund (C) L.P., CVC European Equity Tandem GP Limited, CVC Capital Partners Advisory Company Limited and CVC Capital Partners Finance Limited pursuant to Section 22 Paragraph 1, Sentence 1, No. 1 WpHG 68.91% attributable from RAG-Stiftung pursuant to Section 22, Paragraph 2 WpHG

						Voting rights		Attributable voting rights
Notifier	Date of notification	Date of change			Threshold	in %	absolute	
CVC Group Limited, St. Helier (Jersey)	April 26, 2013, corrected on April 30, 2013	April 24, 2013			75%	87,84	409.325.998	18.93% attributable from Gabriel Acquisitions GmbH, Gabriel Investments S.à r.l., Gabriel Holdings S.à r.l., CVC European Equity Partners V (A) L.P., CVC European Equity Partners V (B) L.P., CVC European Equity Partners V (C) L.P., CVC European Equity Partners V (D) L.P., CVC European Equity Partners V (E) L.P., CVC European Equity V Limited, CVC European Equity Partners Tandem Fund (A) L.P., CVC European Equity Partners Tandem Fund (B) L.P., CVC European Equity Partners Tandem Fund (C) L.P., CVC European Equity Tandem GP Limited, CVC Capital Partners Advisory Company Limited, CVC Capital Partners Finance Limited and CVC Group Holdings L.P. pursuant to Section 22 Paragraph 1, Sentence 1, No. 1 WpHG 68.91% attributable from RAG-Stiftung pursuant to Section 22, Paragraph 2 WpHG
CVC Portfolio Holdings Limited, St. Helier (Jersey)	April 26, 2013, corrected on April 30, 2013	April 24, 2013			75%	87,84	409.325.998	18.93% attributable from Gabriel Acquisitions GmbH, Gabriel Investments S.à r.l., Gabriel Holdings S.à r.l., CVC European Equity Partners V (A) L.P., CVC European Equity Partners V (B) L.P., CVC European Equity Partners V (C) L.P., CVC European Equity Partners V (D) L.P., CVC European Equity Partners V (E) L.P., CVC European Equity V Limited, CVC European Equity Partners Tandem Fund (A) L.P., CVC European Equity Partners Tandem Fund (B) L.P., CVC European Equity Partners Tandem Fund (C) L.P., CVC European Equity Tandem GP Limited, CVC Capital Partners Advisory Company Limited, CVC Capital Partners Finance Limited, CVC Group Holdings L.P. and CVC Group Limited pursuant to Section 22 Paragraph 1, Sentence 1, No. 1 WpHG 68.91% attributable from RAG-Stiftung pursuant to Section 22, Paragraph 2 WpHG

						Voting rights		Attributable voting rights
Notifier	Date of notification	Date of change			Threshold	in %	absolute	
CVC MMXII Limited, St. Helier (Jersey)	April 26, 2013, corrected on April 30, 2013	April 24, 2013			75%	87,84	409.325.998	18.93% attributable from Gabriel Acquisitions GmbH, Gabriel Investments S.à r.l., Gabriel Holdings S.à r.l., CVC European Equity Partners V (A) L.P., CVC European Equity Partners V (B) L.P., CVC European Equity Partners V (C) L.P., CVC European Equity Partners V (D) L.P., CVC European Equity Partners V (E) L.P., CVC European Equity V Limited, CVC European Equity Partners Tandem Fund (A) L.P., CVC European Equity Partners Tandem Fund (B) L.P., CVC European Equity Partners Tandem Fund (C) L.P., CVC European Equity Tandem GP Limited, CVC Capital Partners Advisory Company Limited, CVC Capital Partners Finance Limited, CVC Group Holdings L.P., CVC Group Limited and CVC Portfolio Holdings Limited pursuant to Section 22 Paragraph 1, Sentence 1, No. 1 WpHG 68.91% attributable from RAG-Stiftung pursuant to Section 22, Paragraph 2 WpHG
CVC Capital Partners 2012 Limited, St. Helier (Jersey)	April 26, 2013, corrected on April 30, 2013	April 24, 2013			75%	87,84	409.325.998	18.93% attributable from Gabriel Acquisitions GmbH, Gabriel Investments S.à r.l., Gabriel Holdings S.à r.l., CVC European Equity Partners V (A) L.P., CVC European Equity Partners V (B) L.P., CVC European Equity Partners V (C) L.P., CVC European Equity Partners V (D) L.P., CVC European Equity Partners V (E) L.P., CVC European Equity V Limited, CVC European Equity Partners Tandem Fund (A) L.P., CVC European Equity Partners Tandem Fund (B) L.P., CVC European Equity Partners Tandem Fund (C) L.P., CVC European Equity Tandem GP Limited, CVC Capital Partners Advisory Company Limited, CVC Capital Partners Finance Limited, CVC Group Holdings L.P., CVC Group Limited, CVC Portfolio Holdings Limited and CVC MMXII Limited pursuant to Section 22 Paragraph 1, Sentence 1, No. 1 WpHG 68.91% attributable from RAG-Stiftung pursuant to Section 22, Paragraph 2 WpHG

				Voting rights		Attributable voting rights
Notifier	Date of notification	Date of change	Threshold	in %	absolute	
CVC Capital Partners SICAV–FIS S.A., Luxem-bourg (Luxembourg)	April 26, 2013, correc-ted on April 30, 2013	April 24, 2013	75%	87,84	409.325.998	18.93% attributable from Gabriel Acquisitions GmbH, Gabriel Investments S.à r.l., Gabriel Holdings S.à r.l., CVC European Equity Partners V (A) L.P., CVC Euro-pean Equity Partners V (B) L.P., CVC European Equity Partners V (C) L.P., CVC European Equity Partners V (D) L.P., CVC European Equity Partners V (E) L.P., CVC European Equity V Limited, CVC European Equity Partners Tandem Fund (A) L.P., CVC European Equity Partners Tandem Fund (B) L.P., CVC European Equity Partners Tandem Fund (C) L.P., CVC European Equity Tandem GP Limited, CVC Capital Partners Advisory Company Limited, CVC Capital Partners Finance Limi-ted, CVC Group Holdings L.P., CVC Group Limited, CVC Portfolio Holdings Limited, CVC MMXII Limited and CVC Capital Partners 2012 Limited pursuant to Section 22 Paragraph 1, Sentence 1, No. 1 WpHG 68.91% attributable from RAG-Stiftung pursuant to Section 22, Paragraph 2 WpHG
CVC Nominees Limited, St. Helier (Jersey)	April 26, 2013, correc-ted on April 30, 2013	April 24, 2013	75%	87,84	409.325.998	18.93% attributable from Gabriel Acquisitions GmbH, Gabriel Investments S.à r.l., Gabriel Holdings S.à r.l., CVC European Equity Partners V (A) L.P., CVC Euro-pean Equity Partners V (B) L.P., CVC European Equity Partners V (C) L.P., CVC European Equity Partners V (D) L.P., CVC European Equity Partners V (E) L.P., CVC European Equity V Limited, CVC European Equity Partners Tandem Fund (A) L.P., CVC European Equity Partners Tandem Fund (B) L.P., CVC European Equity Partners Tandem Fund (C) L.P., CVC European Equity Tandem GP Limited, CVC Capital Partners Advisory Company Limited, CVC Capital Partners Finance Limi-ted, CVC Group Holdings L.P., CVC Group Limited, CVC Portfolio Holdings Limited, CVC MMXII Limited, CVC Capital Partners 2012 Limited and CVC Capital Partners SICAV-FIS S.A. pursuant to Section 22 Paragraph 1, Sentence 1, No. 1 WpHG 68.91% attributable from RAG-Stiftung pursuant to Section 22, Paragraph 2 WpHG
The Gabriel Finance Limited Partnership, St. Helier (Jersey)	Nov. 28, 2013	Nov. 26, 2013	3%	4,24	19.753.142	
Gabriel Finance GP Limited, St. Helier (Jersey)	Nov. 28, 2013	Nov. 26, 2013	3%	4,24	19.753.142	4.24% attributable from The Gabriel Finance Limited Partnership pursuant to Section 22 Paragraph 1, Sentence 1, No. 1 WpHG

Notifications pursuant to Section 21 Paragraph 1 of the German Securities Trading Act (WpHG)

Notifier	Date of change	Thresh-old	Voting rights in %	Voting rights absolute	Attributable voting rights
The Gabriel Finance Limited Partnership, St. Helier (Jersey)	Nov. 28, 2013	3%	4,24	19.753.142	
Gabriel Finance GP Limited, St. Helier (Jersey)	Nov. 28, 2013	3%	4,24	19.753.142	4.24% attributable from The Gabriel Finance Limited Partnership pursuant to Section 22 Paragraph 1 No. 1 WpHG

32. Inclusion in the consolidated financial statements of RAG-Stiftung

RAG-Stiftung is the parent company of Evonik Industries AG, and prepares the consolidated financial statements for largest and smallest groups of companies. The consolidated financial statements are published in the Federal Gazette.

The consolidated financial statements for Evonik Industries AG are also published in the Federal Gazette.

33. List of shareholdings

Affiliated companies

Consolidated subsidiaries: Germany

	Name	Registered office	Sharehol-ding in %	Fiscal year	Equity in € million	Net in-come/loss & P/L agreement in € million
1	AQura GmbH	Hanau	100	2013	2	-2*
2	BHS Liegenschaften GmbH & Co. KG	Peißenberg	100	2013	1	0
3	BHS Liegenschaften Verwal-tungs-GmbH	Peißenberg	100	2013	0	0
4	BK-Wolfgang-Wärme GmbH	Hanau	100	2013	1	0
5	CyPlus GmbH	Hanau	100	2013	53	11*
6	Evonik Beteiligungs-GmbH	Frankfurt am Main	100	2013	1	-1*
7	Evonik Chempower GmbH	Essen	100	2013	0	0
8	Evonik Dahlenburg GmbH	Dahlenburg	100	2013	2	-1*
9	Evonik Degussa GmbH	Essen	100	2013	4.907	-160*

Consolidated subsidiaries: Germany

	Name	Registered office	Sharehol-ding in %	Fiscal year	Equity in € million	Net in-come/loss & P/L agreement in € million
10	Evonik Goldschmidt Rewo GmbH	Essen	100	2013	14	3
11	Evonik Gorapur GmbH	Wittenburg	100	2013	1	2*
12	Evonik Hanse GmbH	Geesthacht	100	2013	11	3*
13	Evonik IP GmbH	Eschborn	100	2013	50	50
14	Evonik Litarion GmbH	Kamenz	100	2013	8	-57*
15	Evonik Oil Additives GmbH	Darmstadt	100	2013	31	43*
16	Evonik Peroxygens Holding GmbH	Essen	100	2013	63	0
17	Evonik Projekt-Beteiligungs-GmbH & Co. KG	Essen	99	2013	343	0
18	Evonik Projekt-Beteiligung Verwaltungs-GmbH	Essen	100	2013	0	0
19	Evonik Real Estate GmbH & Co. KG	Marl	100	2013	134	17
20	Evonik Real Estate Verwaltungs-GmbH	Marl	100	2013	0	0
21	Evonik Risk and Insurance Services GmbH	Essen	100	2013	1	2*
22	Evonik Röhm GmbH	Darmstadt	100	2013	170	95*
23	Evonik Services GmbH	Essen	100	2013	2	-55*
24	Evonik Technochemie GmbH	Dossenheim	100	2013	58	-7*
25	Evonik Venture Capital GmbH	Hanau	100	2013	1	-1*
26	Goldschmidt ETB GmbH	Berlin	100	2013	1	0*
27	HD Ceracat GmbH	Frankfurt am Main	100	2013	0	0
28	Hüls Service GmbH	Marl	100	2013	0	-2*
29	Industriepark Wolfgang GmbH	Hanau	100	2013	5	-1*
30	Infracor GmbH	Marl	100	2013	67	14*
31	Infracor Lager- und Speditions-GmbH	Marl	100	2013	1	0*
32	JSSi GmbH	Freiberg	100	2013	0	-2
33	KMV Vermögensverwaltungs-GmbH	Marl	100	2013	12	0
34	Li-Tec Battery GmbH	Kamenz	50,10	2013	-15	-89

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Consolidated subsidiaries: Germany

	Name	Registered office	Shareholding in %	Fiscal year	Equity in € million	Net income/loss & P/L agreement in € million
35	Mönch-Kunststofftechnik GmbH	Bad König	100	2013	1	0*
36	R & B Industrieanlagenverwertung GmbH	Essen	100	2013	3	1
37	RBV Verwaltungs-GmbH	Essen	100	2013	643	46
38	RCIV Vermögensverwaltungs-GmbH	Essen	100	2013	29	-1
39	RÜTGERS Dienstleistungs-GmbH	Essen	100	2013	2	0
40	RÜTGERS GmbH	Essen	100	2013	355	-12
41	RÜTGERS Rail Verwaltungs GmbH	Essen	100	2013	50	4
42	Stockhausen Unterstützungseinrichtung GmbH	Krefeld	100	2013	0	0
43	Th. Goldschmidt-Fürsorge GmbH (i.L.)	Essen	100	2013	in liquidation	
44	Westgas GmbH	Marl	100	2013	8	8
	Consolidated subsidiaries: other countries					
45	Degussa International Inc.	Wilmington	100	2013	454	9
46	Degussa SKW Co.	Milton Keynes	100	2013	749	0
47	Egesil Kimya Sanayi ve Ticaret A.S.	Istanbul	51	2013	11	7
48	Evonik Acrylics Africa (Pty) Ltd.	Johannesburg	51	2013	5	1
49	Evonik Aerosil France S.A.R.L.	Salaise-sur-Sanne	100	2013	3	0
50	Evonik Africa (Pty) Ltd.	Johannesburg	100	2013	4	2
51	Evonik Agroferm Zrt.	Kaba	100	2013	18	2
52	Evonik Amalgamation Ltd.	Milton Keynes	100	2013	7	2
53	Evonik Australia Pty Ltd.	Mount Waverley	100	2013	4	0
54	Evonik Canada Inc.	Calgary	100	2013	14	13
55	Evonik Carbon Black Nederland B.V. (in liquidation)	Rotterdam	100	2013	in liquidation	
56	Evonik CB LLC	Wilmington	100	2012	0	0

Consolidated subsidiaries: other countries

	Name	Registered office	Shareholding in %	Fiscal year	Equity in € million	Net income/loss & P/L agreement in € million
57	Evonik Corporation	Parsippany	100	2013	1.480	124
58	Evonik Cristal Materials Corporation	Taipei	52	2013	1	-1
59	Evonik Cyro Canada Inc.	Etobicoke	100	2013	6	1
60	Evonik Cyro LLC	Wilmington	100	2013	77	12
61	Evonik Degussa Africa (Pty) Ltd.	Midrand	100	2013	14	0
62	Evonik Degussa Antwerpen N.V.	Antwerp	100	2013	310	29
63	Evonik Degussa Argentina S.A.	Buenos Aires	100	2013	12	0
64	Evonik Degussa Brasil Ltda.	São Paulo	100	2013	82	-7
65	Evonik Degussa Carbons, Inc.	Wilmington	100	2013	0	0
66	Evonik Degussa Chile S.A.	Santiago	99,99	2013	0	0
67	Evonik Degussa (China) Co., Ltd.	Beijing	100	2012	-10	-57
68	Evonik Degussa France Groupe S.A.S.	Ham	100	2013	13	0
69	Evonik Degussa Ibérica S.A.	Granollers	100	2013	11	-8
70	Evonik Degussa International AG	Zurich	100	2013	21	17
71	Evonik Degussa Iran AG	Teheran	100	2013	1	0
72	Evonik Degussa Italia S.p.A.	Pandino	100	2013	77	1
73	Evonik Degussa Mexico S.A. de C.V.	Mexico City	100	2013	43	9
74	Evonik Degussa Mexico Servicios, S.A. de C.V.	Mexico City	100	2013	1	1
75	Evonik Degussa Peroxid GmbH	Weißenstein	100	2013	8	1
76	Evonik Degussa Services LLC	Wilmington	100	2012	0	0
77	Evonik Degussa Ticaret Ltd. Sirketi	Tuzla / Istanbul	100	2013	7	2
78	Evonik Degussa UK Holdings Ltd.	Milton Keynes	100	2013	857	26
79	Evonik Dutch Holding B.V.	Amsterdam	100	2013	42	0

Consolidated subsidiaries: other countries

	Name	Registered office	Shareholding in %	Fiscal year	Equity in € million	Net income/loss & P/L agreement in € million
80	Evonik Fermas s.r.o.	Slovenská L'upča	100	2013	20	2
81	Evonik Fibres GmbH	Schörfling	100	2013	7	-1
82	Evonik Finance B.V.	Amsterdam	100	2013	53	1
83	Evonik Foams Inc.	Wilmington	100	2013	21	3
84	Evonik Forhouse Optical Polymers Corporation	Taichung	51	2013	21	-1
85	Evonik Goldschmidt Corp.	Wilmington	100	2013	146	45
86	Evonik Goldschmidt UK Ltd.	Milton Keynes	100	2013	20	1
87	Evonik Gulf FZE	Dubai	100	2013	0	0
88	Evonik Hong Kong Ltd.	Hong Kong	100	2013	7	5
89	Evonik India Pvt. Ltd.	Mumbai	100	2013	7	2
90	Evonik International Holding B.V.	Amsterdam	100	2013	3.488	67
91	Evonik Japan Co., Ltd.	Tokio	100	2013	106	-7
92	Evonik Jayhawk Fine Chemicals Corporation	Carson City	100	2013	16	3
93	Evonik Korea Ltd.	Seoul	100	2013	15	3
94	Evonik Limited Egypt	Cairo	100	2013	0	0
95	Evonik Malaysia Sdn. Bhd.	Kuala Lumpur	100	2013	0	0
96	Evonik MedAvox S.p.A. (i.L.)	Milan	100	2013	in liquidation	
97	Evonik Membrane Extraction Technology Limited	Milton Keynes	100	2013	-3	-1
98	Evonik Methionine SEA Pte. Ltd.	Singapore	100	2013	205	6
99	Evonik Metilatos S.A.	Rosario	100	2013	5	-1
100	Evonik Mexico S.A. de C.V.	Mexico City	100	2013	7	1
101	Evonik Monosilane Japan Co., Ltd.	Tokyo	100	2013	-7	-9
102	Evonik Oil Additives Asia Pacific Pte. Ltd.	Singapore	100	2013	69	28
103	Evonik Oil Additives Canada Inc.	Morrisburg	100	2013	18	5
104	Evonik Oil Additives S.A.S.	Lauterbourg	100	2013	21	2

Consolidated subsidiaries: other countries

	Name	Registered office	Shareholding in %	Fiscal year	Equity in € million	Net income/loss & P/L agreement in € million
105	Evonik Oil Additives USA, Inc.	Horsham	100	2013	64	16
106	Evonik Oxeno Antwerpen N.V.	Antwerp	100	2013	346	34
107	Evonik Para-Chemie GmbH	Gramatneusiedl	99	2013	14	1
108	Evonik Pension Scheme Trustee Limited	Milton Keynes	100	2013	0	0
109	Evonik Peroxide Africa (Pty) Ltd.	Umbogintwini	100	2013	5	0
110	Evonik Peroxide Holding B.V.	Amsterdam	100	2013	193	0
111	Evonik Peroxide Ltd.	Morrinsville	100	2013	18	2
112	Evonik Re S.A.	Luxembourg	100	2013	5	0
113	Evonik Rexim (Nanning) Pharmaceutical Co., Ltd.	Nanning	100	2013	13	-2
114	Evonik Rexim S.A.S.	Ham	100	2013	1	-5
115	Evonik (SEA) Pte. Ltd.	Singapore	100	2013	211	6
116	Evonik Silquimica S.A.	Zubillaga-Lantaron	100	2013	11	1
117	Evonik Speciality Organics Ltd.	Milton Keynes	100	2013	771	2
118	Evonik Specialty Chemicals (Chongqing) Co., Ltd.	Chongqing	100	2013	-5	-3
119	Evonik Specialty Chemicals (Jilin) Co., Ltd.	Jilin	100	2013	50	0
120	Evonik Specialty Chemicals (Shanghai) Co., Ltd.	Shanghai	100	2013	111	-29
121	Evonik Taiwan Ltd.	Taipei	100	2013	45	12
122	Evonik Tasnee Marketing LLC	Riyad	75	2013	5	0
123	Evonik Thai Aerosil Co. Ltd.	Bangkok	100	2013	12	3
124	Evonik (Thailand) Ltd.	Bangkok	100	2013	6	0
125	Evonik Tianda (Liaoyang) Chemical Additive Co., Ltd.	Liaoyang	97,04	2013	22	2
126	Evonik Trustee Limited	Milton Keynes	100	2013	0	0
127	Evonik United Silica Industrial Ltd.	Tao Yuan Hsien	100	2013	25	2

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	Name	Registered office	Shareholding in %	Fiscal year	Equity in € million	Net income/loss & P/L agreement in € million
Consolidated subsidiaries: other countries						
128	Evonik United Silica (Siam) Ltd.	Rayong	70	2013	8	1
129	Evonik Vietnam Limited Liability Company	Ho-Chi-Minh City	100	2013	0	0
130	Evonik Wellink Silica (Nanping) Co., Ltd.	Nanping	60	2013	30	7
131	Insilco Ltd.	Gajraula	73,11	2013	10	-1
132	JIDA Evonik High Performance Polymers (Changchun) Co., Ltd.	Changchun	84,04	2013	4	0
133	Laporte Industries Ltd.	Milton Keynes	100	2013	0	0
134	Laporte Nederland (Holding) B.V.	Amsterdam	100	2013	2	0
135	Nilok Chemicals Inc. (i.L.)	Parsippany	100	2013	in liquidation	
136	Nippon Aerosil Co., Ltd.	Tokyo	80	2013	52	10
137	OOO Destek	Podolsk	62,25	2013	5	1
138	OOO Evonik Chimia	Moscow	100	2013	7	1
139	PT. Evonik Indonesia	Cikarang Bekasi	100	2013	5	-1
140	PT. Evonik Sumi Asih	Bekasi Timur	75	2013	10	2
141	Qingdao Evonik Chemical Co., Ltd.	Jiaozhou	52	2013	28	2
142	Roha B.V.	Tilburg	100	2013	2	0
143	RÜTGERS Organics Corporation	State College	100	2013	-10	-2
144	SKC Evonik Peroxide Korea Co., Ltd.	Ulsan	55	2013	25	3
145	St. Bernard Reinsurance Company S.A.	Luxembourg	100	2013	1	0
146	Stockhausen Nederland B.V.	Amsterdam	100	2013	22	0
Non-consolidated subsidiaries: Germany						
147	PKU Pulverkautschuk Union GmbH (i.L.)	Marl	100	2013	in liquidation	
148	Studiengesellschaft Kohle mbH	Mülheim	69,99	2012	0	0

	Name	Registered office	Shareholding in %	Fiscal year	Equity in € million	Net income/loss & P/L agreement in € million
Non-consolidated subsidiaries: other countries						
149	Degussa Limited (i.L.)	Crawley	100	2013	in liquidation	
150	EGL Ltd.	Milton Keynes	100	2013	0	0
151	Evonik Guatemala, S.A.	Guatemala City	100	2012	0	0
152	Evonik (Shanghai) Investment Management Co., Ltd.	Shanghai	100	2013	-**	-**
153	Laporte Chemicals Ltd.	Milton Keynes	100	2013	0	0
Joint ventures (recognized at equity): Germany						
154	StoHaas Management GmbH	Marl	50	2013	0	0
155	StoHaas Monomer GmbH & Co. KG	Marl	50	2013	202	50
Joint ventures (recognized at equity): other countries						
156	CyPlus Idesa S.A.P.I de C.V.	Mexiko-Stadt	50	2013	-**	-**
157	Daicel-Evonik Ltd.	Tokio	50	2013	13	0
158	DSL. Japan Co., Ltd.	Tokio	51	2012	6	1
159	Evonik Headwaters LLP	Milton Keynes	50	2013	0	0
160	Evonik Lanxing (Rizhao) Chemical Industrial Co., Ltd.	Rizhao	50	2013	3	0
161	Evonik Treibacher GmbH	Treibach-Althofen	50	2013	10	1
162	LiteCon GmbH	Mürzzuschlag	49	2013	2	0
163	Perorsa - Peróxidos Orgánicos S.A. (i.L.)	Barcelona	50	2013	in liquidation	
164	Rusferm Limited	Nikosia	49	2013	24	0
165	Saudi Acrylic Polymers Company, Ltd.	Jubail	25	2012	84	0
Joint ventures (not recognized at equity): Germany						
166	Faserwerke Hüls Gesellschaft mit beschränkter Haftung	Marl	50	2012	1	0

	Name	Registered office	Sharehol-ding in %	Fiscal year	Equity in € million	Net in-come/loss & P/L agreement in € million
Associated companies (recognized at equity): Germany						
167	ARG mbH & Co. KG	Duisburg	19,93	2013	8	27
168	STEAG GmbH	Essen	49	2012	435	103
169	TÜV NORD InfraChem GmbH & Co. KG	Marl	49	2012	2	0
170	TÜV NORD InfraChem Verwaltungsgesellschaft mbH	Marl	49	2012	0	0
171	Vivawest GmbH	Essen	35,93	2013	1.064	136
Associated companies (recognized at equity): Germany						
172	ARG Verwaltungs GmbH	Duisburg	20	2013	0	0
173	Industriepark Münchsmünster GmbH & Co. KG	Münchsmünster	30	2012	8	0
174	Industriepark Münchsmünster Verwaltungsgesellschaft mit beschränkter Haftung	Münchsmünster	38	2012	0	0
175	Umschlag Terminal Marl GmbH & Co. KG	Marl	50	2012	0	0
176	Umschlag Terminal Marl Verwaltungs-GmbH	Marl	50	2012	0	0

* There are domination and profit-and-loss transfer agreements between these companies and Evonik Industries AG.
** Company established in 2013; financial statements are not yet available.

34. Proposal for the distribution of the profit

The Executive Board proposes that the net profit of Evonik Industries AG for fiscal 2013 amounting to €907,500,000.00 should be utilized as follows:

–Payment of a dividend of €1.00 per no-par share entitled to the dividend	=€466,000,000.00
–Addition to other revenue reserves	=€441,500,000.00
Net profit	**=€907,500,000.00.**

The proposal for the distribution of the profit is based on the capital stock of €466,000,000.00 divided into 466,000,000 no-par shares entitled to a dividend as of February 27, 2014 (date of finalization of the annual financial statements). Through the acquisition of treasury stock, the number of shares entitled to the dividend and thus the total dividend could decrease by the date of the adoption of the resolution. In this case, the Executive Board and Supervisory Board will submit an amended proposal for the distribution of the profit, which will propose an unchanged dividend of €1.00 per no-par share entitled to the dividend. The amount allocated to other revenue reserves would increase accordingly.

35. Responsibility statement

To the best of our knowledge, and in accordance with the applicable reporting principles, the annual financial statements give a true and fair view of the assets, liabilities, financial position and profit or loss of the company in accordance with German accepted accounting principles, and the management report for the company, which is combined with the management report for the Evonik Group, includes a fair review of the development and performance of the business and the position of the company, together with a description of the material opportunities and risks associated with the expected development of the company.

Essen, February 27, 2014

Evonik Industries AG
The Executive Board

Dr. Engel Wessel

Wohlhauser Wolf

Appendix

Change in the non-current assets of Evonik Industries AG, Essen between January 1 and December 31, 2013

	Cost of acquisition or production					Depreciation and amortization						Carrying amounts	
	Carried forward as of Jan. 1, 2013	Additions	Disposal	Reclassification	As of Dec. 31, 2013	Carried forward as of Jan, 1, 2013	Depreciation/amortization in fiscal year*	Write-ups in fiscal year	Disposal	Reclassification	As of Dec. 31, 2013	Dec. 31, 2013	Dec. 31, 2013
I. Intangible assets													
1 . Acquired licenses, trademarks and similar rights	9	0	1	2	10	6	2	0	1	0	7	3	3
	9	**0**	**1**	**2**	**10**	**6**	**2**	**0**	**1**	**0**	**7**	**3**	**3**
II. Property, plant and equipment													
1 . Land, land rights and buildings, including buildings on leased land	1	0	0	0	1	0	0	0	0	0	0	1	1
2 . Other plant, factory fittings and equipment	9	1	2	1	9	6	1	0	1	0	6	3	3
3 . Advance payments and construction in progress	4	0	0	-3	1	0	0	0	0	0	0	1	4
	14	**1**	**2**	**-2**	**11**	**6**	**1**	**0**	**1**	**0**	**6**	**5**	**8**
III. Financial Assets													
1 . Shares in affiliated companies	9.312	68	323	0	9.057	595	16	48	0	0	563	8.494	8.717
2 . Loans to affiliated companies	101	178	0	-28	251	0	0	0	0	0	0	251	101
	9.413	**246**	**323**	**-28**	**9.308**	**595**	**16**	**48**	**0**	**0**	**563**	**8.745**	**8.818**
Total	**9.436**	**247**	**326**	**-28**	**9.329**	**607**	**19**	**48**	**2**	**0**	**576**	**8.753**	**8.829**

* Depreciation for the fiscal year includes extraordinary write-downs on financial assets of €16,088 thousand.

Auditor's Report

We have audited the annual financial statements, comprising the balance sheet, the income statement and the notes to the financial statements, together with the bookkeeping system and the management report, which is combined with the group management report, of Evonik Industries AG, Essen, for the business year from January 1, to December 31, 2013. The maintenance of the books and records and the preparation of the annual financial statements and the combined management report in accordance with German commercial law are the responsibility of the Company's Executive Board. Our responsibility is to express an opinion on the annual financial statements, together with the bookkeeping system, and the combined management report based on our audit.

We conducted our audit of the annual financial statements in accordance with § (Article) 317 HGB („Handelsgesetzbuch": „German Commercial Code") and German generally accepted standards for the audit of financial statements promulgated by the Institut der Wirtschaftsprüfer (Institute of Public Auditors in Germany) (IDW). Those standards require that we plan and perform the audit such that misstatements materially affecting the presentation of the net assets, financial position and results of operations in the annual financial statements in accordance with (German) principles of proper accounting and in the combined management report are detected with reasonable assurance. Knowledge of the business activities and the economic and legal environment of the Company and expectations as to possible misstatements are taken into account in the determination of audit procedures. The effectiveness of the accounting-related internal control system and the evidence supporting the disclosures in the books and records, the annual financial statements and the combined management report are examined primarily on a test basis within the framework of the audit. The audit includes assessing the accounting principles used and significant estimates made by the Company's Executive Board as well as evaluating the overall presentation of the annual financial statements and the combined management report. We believe that our audit provides a reasonable basis for our opinion.

Our audit has not led to any reservations.

In our opinion based on the findings of our audit, the annual financial statements comply with the legal requirements and give a true and fair view of the net assets, financial position and results of operations of the Company in accordance with (German) principles of proper accounting. The combined management report is consistent with the annual financial statements and as a whole provides a suitable view of the Company's position and suitably presents the opportunities and risks of future development.

Düsseldorf, February 28, 2014

PricewaterhouseCoopers
Aktiengesellschaft
Wirtschaftsprüfungsgesellschaft

Lutz Granderath
Wirtschaftsprüfer
(German Public Auditor)

Antje Schlotter
Wirtschaftsprüferin
(German Public Auditor)

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Evonik. Power to create.