

CONSOLIDATED FINANCIAL STATEMENTS 2013
OF THE KUEHNE + NAGEL GROUP



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# 4 CONSOLIDATED FINANCIAL STATEMENTS 2013 OF THE KUEHNE + NAGEL GROUP

#### Income Statement

CHF million	Note	2013	2012 1	Variance per cent
Turnover	20	20,929	20,753	0.8
Customs duties and taxes		-3,751	-3,633	
Net turnover		17,178	17,120	0.3
Net expenses for services from third parties		-10,921	-11,026	
Gross profit	20_	6,257	6,094	2.7
Personnel expenses	21_	-3,735	-3,606	
Selling, general and administrative expenses	22	-1,562	-1,592	
Other operating income/expenses, net	23_	2	24	
Expense for EU antitrust fines	23/41			
EBITDA		962	855	12.5
Depreciation of property, plant and equipment	27	-143	-146	
Amortisation of other intangibles	28			
Impairment of other intangibles	28			
EBIT		761	633	20.2
Financial income	24	5	12	
Financial expenses	24			
Result from joint ventures and associates	20_	7	4	
Earnings before tax (EBT)		767	644	19.1
Income tax	25_	-160		
Earnings for the year		607	492	23.4
Attributable to:				
Equity holders of the parent company		597	484	23.3
Non-controlling interests		10	8	
Earnings for the year		607	492	23.4
Basic earnings per share in CHF	26	4.98	4.05	23.0
Diluted earnings per share in CHF	26	4.98	4.05	23.0

<sup>1</sup> See note 3 for the impact of the application of IAS 19 (revised).

# Statement of Comprehensive Income

CHF million	Note	2013	2012 1
Earnings for the year		607	492
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss:			
Foreign exchange differences		66	-21
Items that will not be reclassified to profit or loss:			
Actuarial gains/(losses) on defined benefit plans	36/25	27	-57
Income tax on actuarial gains/(losses) on defined benefit plans		-19	19
Total other comprehensive income, net of tax		-58	-59
Total comprehensive income for the year		549	433
Attributable to:			
Equity holders of the parent company		540	425
Non-controlling interests		9	8

<sup>1</sup> See note 3 for the impact of the application of IAS 19 (revised).

#### Balance Sheet

CHF million	Note	Dec. 31, 2013	Dec. 31, 2012 <sup>1</sup>
Assets			
Property, plant and equipment	27_	1,151	1,134
Goodwill	28_	688	694
Other intangibles	28	89	141
Investments in joint ventures	29	33	39
Deferred tax assets	25	172	195
Non-current assets		2,133	2,203
Prepayments		105	109
Work in progress	30	296	306
Trade receivables	31	2,426	2,428
Other receivables	32	107	116
Income tax receivables	32	52	34
Cash and cash equivalents	33/34	1,255	1,083
Current assets		4,241	4,076
Total assets		6,374	6,279

<sup>1</sup> See note 3 for the impact of the application of IAS 19 (revised).

Schindellegi, February 28, 2014

**KUEHNE + NAGEL INTERNATIONAL AG** 

Dr. Detlef Trefzger Gerard van Kesteren

CEO CFO

<sup>1</sup> See note 3 for the impact of the application of IAS 19 (revised).

# Statement of Changes in Equity

CHF million	Note	Share capital	Share premium	Treasury shares	Cumulative translation adjustment	Actuarial gains & losses	Retained earnings	Total equity attributable to the equity holders of parent company	Non- controlling interests	Total equity
Balance as of January 1, 2013		120	549	-20	-736	-81	2,564	2,396	29	2,425
Earnings for the year							597	597	10	607
Other comprehensive income										
Foreign exchange differences					-65			-65	-1	-66
Actuarial gains/(losses) on										
defined benefit plans, net of tax	36/25					8		8		8
Total other comprehensive										
income, net of tax					65	8				
Total comprehensive income										
for the year					65	8	597	540	9	549
Purchase of treasury shares	35									
Disposal of treasury shares	35		2	37				39		39
Dividend paid	35						-419	419		_436
Expenses for share-based										
compensation plans	37						5	5		5
Total contributions by and										
distributions to owners			2	13			-414	399		-416
Balance as of December 31, 2013		120	551		-801		2,747	2,537	21	2,558

<sup>1</sup> See note 3 for the impact of the application of IAS 19 (revised),

CHF million	Note	Share capital	Share premium	Treasury shares	Cumulative translation adjustment	Actuarial gains & losses	Retained earnings	Total equity attributable to the equity holders of parent company	Non- controlling interests	Total equity
Balance as of January 1, 2012		120	535	-45	-715	-44	2,531	2,382	23	2,405
Change in accounting policy <sup>1</sup>			_			1	-1			_
Restated balance										
as of January 1, 2012		120	535	45	715	-43	2,530	2,382	23	2,405
Earnings for the year <sup>1</sup>							484	484	8	492
Other comprehensive income										
Foreign exchange differences		_	_		-21			-21		-21
Actuarial gains/(losses) on										
defined benefit plans, net of tax <sup>1</sup>	36/25					-38				-38
Total other comprehensive										
income, net of tax						-38				-59
Total comprehensive income										
for the year					-21	-38	484	425	8	433
Purchase of treasury shares	35			-20				-20		-20
Disposal of treasury shares	35		14	45				59		59
Dividend paid	35						-460	-460		-462
Expenses for share-based										
compensation plans	37						10	10		10
Total contributions by and										
distributions to owners			14	25			-450	-411	-2	-413
Balance as of December 31, 2012		120	549	-20	-736	-81	2,564	2,396	29	2,425

<sup>1</sup> See note 3 for the impact of the application of IAS 19 (revised).

### Cash Flow Statement

CHF million	Note	2013	2012 1
Cash flow from operating activities			
Earnings for the year		607_	492
Reversal of non-cash items:			
Income tax	25	160	152
Financial income	24		
Financial expenses	24	6	5
Result from joint ventures and associates			
Depreciation of property, plant and equipment	27	143	146
Amortisation of other intangibles	28	57	74
Impairment of other intangibles	28_	1	2
Expenses for share-based compensation plans	21	5	10
Gain on disposal of property, plant and equipment and associate	23	-11	-29
Loss on disposal of property, plant and equipment	23	2	5
Net addition to provisions for pension plans and severance payments		8	8
Subtotal operational cash flow		966	849
(Increase)/decrease work in progress		-6	-38
(Increase)/decrease trade and other receivables, prepayments		-59	-198
Increase/(decrease) other liabilities		-7	20
Increase/(decrease) provisions		7	-24
Increase/(decrease) trade payables, accrued trade expenses/deferred income		82	123
Income taxes paid		-190	-176
Total cash flow from operating activities		793	556

 $<sup>1\,</sup>$  See note 3 for the impact of the application of IAS 19 (revised).

CHF million	Note	2013	2012 1
Cash flow from investing activities			
Capital expenditure			
<ul> <li>Property, plant and equipment</li> </ul>	27	-181	-163
<ul> <li>Other intangibles</li> </ul>	28	-7	-12
Disposal of property, plant and equipment		24	41
Acquisition of subsidiaries, net of cash acquired	43		-9
Disposal of financial investments	33		252
Interest received		4	6
(Increase)/decrease of share capital in joint ventures	29	6	
Disposal of associate	23	11	5
Dividend received from associates		7	5
Total cash flow from investing activities		-146	125
Cash flow from financing activities			
Proceeds from interest-bearing liabilities			2
Repayment of interest-bearing liabilities		-12	-29
Interest paid		-6	-5
Purchase of treasury shares	35	-24	-20
Disposal of treasury shares	35	39	59
Dividend paid to equity holders of parent company	35	-419	-460
Dividend paid to non-controlling interests		-17	-2
Total cash flow from financing activities		-439	-455
Exchange difference on cash and cash equivalents		-24	-3
Increase/(decrease) in cash and cash equivalents		184	223
Cash and cash equivalents at the beginning of the year, net	34	1,058	835
Cash and cash equivalents at the end of the year, net	34	1,242	1,058

<sup>1</sup> See note 3 for the impact of the application of IAS 19 (revised).

#### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

#### **ACCOUNTING POLICIES**

#### **ORGANISATION**

Kuehne + Nagel International AG (the Company) is incorporated in Schindellegi (Feusisberg), Switzerland. The Company is one of the world's leading global logistics providers. Its strong market position lies in seafreight, airfreight, overland and contract logistics business.

The Consolidated Financial Statements of the Company for the year ended December 31, 2013, comprise the Company, its subsidiaries (the Group) and its interests in joint ventures.

#### STATEMENT OF COMPLIANCE

The Consolidated Financial Statements have been prepared in accordance with International Financial Reporting Standards (IFRSs).

#### **BASIS OF PREPARATION**

The Consolidated Financial Statements are presented in Swiss francs (CHF) million and are based on the individual financial statements of the consolidated companies as of December 31, 2013. Those financial statements have been prepared in accordance with uniform accounting policies issued by the Group, which comply with the requirements of the International Financial Reporting Standards (IFRS) and Swiss law (Swiss Code of Obligation). The Consolidated Financial Statements are prepared on a historical cost basis except for certain financial instruments, which are stated at fair value. Non-current assets and disposal groups held for sale are stated at the lower of the carrying amount and fair value less costs to sell.

The preparation of financial statements in accordance with IFRS requires the management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. The actual result may differ from these estimates. Judgments made by the management in the application of IFRS that have a significant effect on the Consolidated Financial Statements and estimates with a significant risk of material adjustment in future are shown in note 51.

The accounting policies are the same as those applied in the Consolidated Financial Statements for the year ended December 31, 2012. The only exception with an impact on the opening balance sheet as of January 1, 2012, and the 2012 and 2013 income statements is the adoption of IAS 19 (revised) as of January 1, 2013. The interest costs and expected return on plan assets used in the previous version of IAS 19 have been replaced with a net interest amount which is calculated by multiplying the discount rate with the net defined benefit obligation. The impacts of this change on the relevant positions in the Income Statement, Statement of Comprehensive Income, Balance Sheet, Cash Flow Statement, Statement of Changes in Equity and Earnings per Share are shown below.

Impact of application of IAS 19 (revised) CHF million	Reported	Adjustment	Restated
Income Statement 2012			
Personnel expenses	-3,605	-1	-3,606
Earnings for the year	493	-1_	492
Earnings per share 2012			
Basic earnings per share in CHF	4.06	-0.01	4.05
Diluted earnings per share in CHF	4.06	-0.01	4.05
Statement of Comprehensive Income 2012			
Earnings for the year	493	-1	492
Actuarial gains/(losses) on defined benefit plans, net of tax	-39	1	-38
Balance Sheet 2012			
Reserves and retained earnings		1	1,792
Earnings for the year attributable to equity holders			
of the parent company	485	-1_	484
Statement of Changes in Equity 2012			
Restated balances on opening January 1, 2012			
Actuarial gains/(losses) on defined benefit plans, net of tax		1	-43
Retained earnings	2,531	-1	2,530
Restated balances 2012			
Earnings for the year attributable to equity holders			
of the parent company	485		484
Actuarial gains/(losses) on defined benefit plans, net of tax		1	-38
Cash Flow Statement 2012			
Earnings for the year	493		492
Net addition to provisions for pension plans	_	_	_
and severance payments		1	8

The application of IAS 19 (revised) does not have any material impact on the Kuehne + Nagel Group's financial position, on its results of operations and on its cash flows. Therefore, the presentation of a third Balance Sheet as of January 1, 2012, has not been considered necessary.

New, revised and amended standards that are effective for the 2013 reporting year other than IAS 19 (revised) are not applicable to the Group or do not have a significant impact on the Consolidated Financial Statements.

### Adoption of new and revised standards and interpretations in 2014 and later

The following new, revised and amended standards and interpretations have been issued but are not yet effective and not applied early in the Consolidated Financial Statements of the Group. Their impact on the Consolidated Financial Statements has not yet been systematically analysed. A first assessment by the Group Management shows the expected effects as disclosed in the table below.

Standard/interpretation	Effective date	Planned application
Amendments to IAS 32 – Offsetting Financial Assets		
and Financial Liabilities <sup>1</sup>	1 January 2014	Reporting year 2014
Investment Entities		
(Amendments to IFRS 10, IFRS 12 and IAS 27)	1 January 2014	Reporting year 2014
IFRIC Interpretation 21: Levies <sup>1</sup>	1 January 2014	Reporting year 2014
Recoverable Amount Disclosures for Non-Financial		
Assets (Amendments to IAS 36) <sup>2</sup>	1 January 2014	Reporting year 2014
Novation of Derivatives and Continuation of Hedge Accounting		
(Amendments to IAS 39) 1	1 January 2014	Reporting year 2014
IFRS 9 Financial Instruments <sup>1</sup>	1 January 2015	Reporting year 2015
Defined Benefit Plans: Employee Contributions		
(Amendments to IAS 19) <sup>1</sup>	1 July 2014	Reporting year 2015

<sup>1</sup> No or no significant impacts are expected on the Consolidated Financial Statements.

### **SCOPE OF CONSOLIDATION**

The Group's significant subsidiaries and joint ventures are listed on pages 78 to 85. Significant changes in the scope of consolidation in 2013 relate to the following companies (for further information on the financial impact of the acquisition refer to note 43):

Changes in the scope of consolidation 2013	Capital share acquired in per cent equals voting rights	Currency	Share capital in 1,000	Acquisition/ incorporation date
Acquisition				
Universal Freight Services LLC, Oman	70	OMR	250	Jan. 8, 2013
Incorporations Kuehne + Nagel Logistics Services Limited,				
Barbados	100	BBD	195	March 1, 2013
Kuehne + Nagel Ltd., Myanmar	100	USD	50	April 1, 2013
Kuehne + Nagel Real Estate Pty Ltd, Australia	100	AUD		Oct. 1, 2013
Kuehne + Nagel Solutions, France	100	EUR	10	Dec. 1, 2013
Nacora (Luxembourg) S.a.r.l., Luxembourg	100	EUR	50	Dec. 1, 2013

<sup>2</sup> The impact on the Consolidated Financial Statements is expected to result in additional disclosures or changes in presentation.

Consolidated Financial Statements 2013

There were no significant divestments in 2013.

Significant changes in the scope of consolidation for the year 2012 are related to the following companies (for further information on the financial impact of the acquisitions refer to note 43):

Changes in the scope of consolidation 2012	Capital share acquired in per cent equals voting rights	Currency	Share capital in 1,000	Acquisition/ incorporation date
Acquisitions				
Link Logistics International Pty. Ltd., Australia	100	AUD	< 1	Feb. 2, 2012
Flowerport Logistics B.V., Netherlands	100	EUR	2,768	Oct. 1, 2012
AgriAir Logistics B.V., Netherlands	100	EUR	18	Oct. 1, 2012
Incorporations				
Kuehne & Nagel SAS, Morocco	100	MAD	300	March 1, 2012
Kuehne + Nagel Logistique SASU, France	100	EUR	37	May 1, 2012
KN Ibrakom Logistics Services Ltd, Georgia	60	GEL	83	Nov. 6, 2012

There were no significant divestments in 2012.

#### 5 PRINCIPLES OF CONSOLIDATION

#### **Business Combinations**

Business combinations are accounted for by applying the acquisition method. The Group measures goodwill as the fair value of the consideration transferred (including the fair value of any previously held equity interest in the acquiree) and the recognised amount of any non-controlling interests in the acquiree, less the net recognised amount (generally fair value) of the identifiable assets acquired and liabilities assumed, all measured as of the acquisition date. If the excess is negative, a bargain purchase gain is recognised immediately in profit or loss.

The Group elects on a transaction-by-transaction basis whether to measure non-controlling interest at its fair value or at its proportionate share of the recognised amount of the identifiable net assets, at the acquisition date.

Consideration transferred includes the fair values of the assets transferred, liabilities incurred by the Group to the previous owners of the acquiree, equity interests issued by the Group and the fair value of any contingent consideration. If the contingent consideration is classified as equity, it is not re-measured, and settlement is accounted for within equity. Otherwise, subsequent changes to the fair value of the contingent consideration are recognised in profit or loss. The consideration transferred does not include amounts related to the settlement of pre-existing relationships. Such amounts are generally recognised in profit or loss.

Transaction costs other than those associated with the issue of debt or equity securities incurred in connection with a business combination are expensed as incurred.

#### Written put options held by non-controlling shareholders

If the Group has a potential obligation to purchase shares in a subsidiary from a non-controlling shareholder through a written put option, a liability is recognised at the present value of the redemption amount with a corresponding entry in equity. If a non-controlling shareholder still has present access to the economic benefits associated with the underlying ownership interest, the non-controlling interest in the subsidiary continues to be recognised as a separate component in equity.

The liability is re-estimated at each reporting date. Any subsequent changes in the liability's carrying amount are recognised in profit or loss.

#### Acquisitions and disposals of non-controlling interests

Changes in the parent's ownership interest in a subsidiary after having obtained control that do not result in a loss of control are accounted for as transactions with owners in their capacity as owners, and the effect of such transactions is recognised in equity. No goodwill is recognised as a result of acquisition of noncontrolling interests, and no gain or loss on disposals of non-controlling interests is recognised in profit or loss. The adjustments to non-controlling interests are based on a proportionate amount of the net assets of the subsidiary.

#### **Subsidiaries**

The Group controls an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Subsidiaries are companies controlled, directly or indirectly, by the Group. This control is normally evidenced if the Group owns, either directly or indirectly, more than 50 per cent of the voting rights whereby potential voting rights of a company are also considered. Subsidiaries are included in the Consolidated Financial Statements by the full consolidation method as from the date on which control is transferred to the Group until the date control ceases. The non-controlling interests in equity as well as earnings for the period are reported separately in the Consolidated Financial Statements.

#### Associates and joint ventures

Associates are companies over which the Group has significant influence but which it does not control. Significant influence is normally evidenced if the Group owns 20 per cent or more of the voting or potential voting rights. Joint ventures are contractual arrangements in which the Group has joint control, whereby the Group has rights to the net assets of the arrangement, rather than rights to its assets and obligations for its liabilities.

Interests in associates and joint ventures are accounted for using the equity method. They are initially recognised at cost, including transaction costs. Subsequent to initial recognition, the Group's share of the profit or loss and other comprehensive income of associates and joint ventures is included in the Group's financial statements, until the date significant influence or joint control ceases.

#### Transactions eliminated on consolidation

Intra-group balances, transactions, income and expenses are eliminated in preparing the Consolidated Financial Statements

#### Foreign exchange translation

Financial statements of consolidated companies are prepared in their respective functional currencies and translated into CHF (the Group's presentation currency) as of year-end. Assets and liabilities, including goodwill and fair value adjustments arising on consolidation, are translated at year-end exchange rates and all items included in the income statement are translated at average exchange rates for the year, which approximate actual rates. Exchange differences originating from such translation methods have no impact on the income statement since they are recognised in other comprehensive income.

Transactions in foreign currencies in individual subsidiaries are translated into the functional currency at actual rates of the transaction day. Monetary assets and liabilities are translated at year-end rates. Nonmonetary assets and liabilities that are stated at historical cost are translated at actual rates of the transaction day. Non-monetary assets and liabilities that are stated at fair value, are translated at the rate at the date the values are determined. Exchange differences arising on the translation are included in the income statement.

The major foreign currency conversion rates applied are as follows:

# Income statement and cash flow statement (average rates for the year)

Currency	2013 CHF	Variance per cent	2012 CHF
EUR 1	1.2296	1.9	1.2062
USD 1	0.9237	-1.0	0.9327
GBP 1	1.4492	-2.3	1.4827

### Balance sheet (year-end rates)

Currency	Dec. 2013 CHF	Variance per cent	Dec. 2012 CHF
EUR 1	1.2252	1.5	1.2076
USD 1	0.8916	-2.5	0.9149
GBP 1	1.4697	-0.4	1.4759

#### FINANCIAL ASSETS AND LIABILITIES

The accounting policy applied to financial instruments depends on their classification. The Group's financial assets and liabilities are classified into the following categories:

 The category financial assets or liabilities at fair value through profit or loss includes financial assets or liabilities held for trading and financial assets designated as such upon initial regognition. There are no financial liabilities that, upon initial recognition, have been designated at fair value through profit or loss.

- Loans and receivables are carried at amortised cost, calculated by using the effective interest rate method, less allowances for impairment.
- Financial assets/investments available for sale include all financial assets/investments not assigned to one of the above mentioned categories. These might include investments in affiliates that are not associates or joint ventures and investments in bonds and notes. Financial assets/investments available for sale are recognised at fair value, changes in value (after tax) are recognised directly in other comprehensive income until the assets are sold, at which time the amount reported in other comprehensive income is transferred to the income statement. As of December 31, 2013 and 2012, the Group did not have any financial assets/investments available for sale.
- Financial liabilities that are not at fair value through profit or loss, are carried at amortised cost calculated by using the effective interest rate method.

#### Derivatives and hedge accounting

Derivative financial instruments (foreign exchange contracts) are used to hedge the foreign exchange exposures on outstanding balances in the Group's internal clearing system, centralised at the head office. Given that the Group's hedging activities are limited to hedges of recognised foreign currency monetary items, the Group does not apply hedge accounting under IAS 39. Derivatives are carried at fair value, and all changes in fair value are recognised immediately in the income statement as part of financial income or expenses. All derivatives with a positive fair value are disclosed as derivative assets and included in the line "financial investments" on the balance sheet, while all derivatives with a negative fair value are disclosed as derivative liabilities and included in the line current "other liabilities".

#### Impairment of financial assets

If there is any indication that a financial asset (loans and receivables) or financial assets/investments available for sale may be impaired, its recoverable amount is calculated. The recoverable amount of the Group's loans and receivables is calculated as the present value of expected future cash flows, discounted at the original effective interest rate inherent in the asset. Receivables with a short duration are not discounted.

Trade receivables are reported at their anticipated recoverable amounts. The allowance for bad debts is determined based on an individual basis or on a portfolio basis, where there is objective evidence that impairment losses have been incurred. The allowance account is used to record impairment losses unless the Group is satisfied that no recovery of the amount due is possible; at that point the amount considered irrecoverable is written off against the financial assets directly.

If an asset's recoverable amount is less than its carrying amount, the asset is written down to its recoverable amount. All resultant impairment losses (after reversing previous revaluations recognised in other comprehensive income of available for sale equity securities) are recognised in the income statement.

An impairment loss in respect of a financial asset is reversed if there is a subsequent increase in recoverable amount that can be related objectively to an event occurring after the impairment loss was recognised. Reversals of impairment losses are recognised in the income statement, with the exception for reversals of impairment losses on available for sale equity securities, for which any reversals are recognised in other comprehensive income.

#### **SEGMENT REPORTING**

An operating segment is a component of the Group that engages in business activities from which it earns revenues and incurs expenses, including revenues and expenses that relate to transactions with any of the Group's other components. Refer to note 20 for additional information about the segments in the Group.

### PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment are included in the Consolidated Financial Statements at cost less accumulated depreciation and accumulated impairment losses. The depreciation is calculated on a straight line basis considering the expected useful life of the individual assets. The estimated useful lives for the major categories are:

Category	Years
Buildings	40
Vehicles	4-10
Leasehold improvements	5
Office machines	4
IT hardware	3
Office furniture	5

If parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items of property, plant and equipment. Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other expenditure is recognised in the income statement as an expense as incurred.

## **LEASES**

Leases that transfer substantially all the risks and rewards of ownership of the leased asset to the Group are classified as finance leases. Other leases are classified as operating leases.

Assets leased under finance leases are included at the present value of the future minimum lease payments or their fair value if lower, less accumulated depreciation and accumulated impairment losses. If there is a reasonable certainty that the Group will obtain ownership by the end of the lease term, leased assets are depreciated over their useful life. Otherwise, leased assets are depreciated over the shorter of the lease term and their useful life. The interest portion of the lease payments is expensed through the income statement based on the effective interest rate inherent in the lease.

Operating lease payments are treated as operating cost and charged to the income statement on a straight line basis over the lease period unless another basis is more appropriate to reflect the pattern of benefits to be derived from the leased asset.

Any gain or loss from sale and lease-back transaction resulting in operating leases is taken directly to the income statement if the transaction is established at fair value. If the transaction is established below fair value, any loss that is compensated by future lease payments at below market price is deferred and amortised over the length of the period the asset is expected to be used. Any other loss is recognised in the income statement immediately. If the transaction is established above fair value the gain arising from the transaction is deferred and amortised over the period the asset is expected to be used. If the fair value at the time of the sale and lease-back transaction is less than the carrying amount of the asset, a loss equal to the difference between the carrying amount and the fair value is recognised immediately.

#### **INTANGIBLES** 10

#### Goodwill

All business combinations are accounted for by applying the acquisition method. Goodwill arising from an acquisition represents the fair value of the consideration transferred (including the fair value of any previously held equity interest in the acquiree) and the recognised amount of any non-controlling interests in the acquiree, less the net recognised amount (generally fair value) of the identifiable assets acquired and liabilities assumed. Goodwill is allocated to cash-generating units.

Goodwill is stated at cost less accumulated impairment losses. Goodwill is tested annually for impairment at year-end. However, if there is an indication that goodwill would be impaired at any other point in time, an impairment test is performed.

#### Other intangibles

Other identifiable intangibles (i.e. software, customer lists, customer contracts, etc.) purchased from third parties or acquired in a business combination are separately recognised as intangibles, and are stated at cost less accumulated amortisation and accumulated impairment losses. Intangibles acquired in a business combination are recognised separately from goodwill if they are subject to contractual or legal rights or are separately transferable. Software is amortised over its estimated useful life, three years maximum. Other intangibles are amortised on a straight line basis over their estimated useful life (up to ten years maximum). There are no intangibles with indefinite useful life recognised in the Group's balance sheet.

#### CASH AND CASH EQUIVALENTS

Cash and cash equivalents comprise cash at banks and in hand as well as short-term deposits and highly liquid investments with a term of three months or less from the date of acquisition that are readily convertible to known amounts of cash and that are subject to an insignificant risk of changes in value. For the purpose of the consolidated cash flow statement, cash and cash equivalents consist also of bank overdrafts that are repayable on demand as forming an integral part of the Group's cash management.

#### **IMPAIRMENT OF NON-FINANCIAL ASSETS**

The carrying amounts of the Group's investments in associates and joint ventures, its intangibles and property, plant and equipment, are reviewed at each balance sheet date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. Goodwill is tested for impairment every year. An impairment loss is recognised whenever the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount.

#### Calculation of a recoverable amount

The recoverable amount of an asset is the greater of its fair value less costs of disposal and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

#### Reversals of impairment losses

An impairment loss recognised for goodwill is not reversed. In respect to other assets, an impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

#### 13 SHARE CAPITAL

#### **Shares**

Shares are classified as equity. Incremental costs directly attributable to the issue of shares and share options are recognised as a deduction from equity.

#### Treasury shares

When share capital recognised as equity is repurchased, the amount of the consideration paid, which includes directly attributable costs, net of any tax effects, is recognised as a deduction from equity. Repurchased shares are classified as treasury shares and are presented as a deduction from total equity. When treasury shares are sold or reissued subsequently, the amount received is recognised as an increase in equity, and the resulting surplus or deficit on the transaction is transferred to/from the share premium.

#### **PROVISIONS**

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event if it is probable that an outflow of resources will be required to settle the obligation and the amount of the obligation can be estimated reliably. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. The provision is classified in non-current liabilities in case the expected timing of the payment of the amounts provided for is more than 1 year.

#### PENSION PLANS, SEVERANCE PAYMENTS AND SHARE-BASED COMPENSATION PLANS 15

Some consolidated companies maintain pension plans in favour of their personnel in addition to the legally required social insurance schemes. The pension plans partly exist as independent trusts and are operated either under a defined contribution or a defined benefit plan.

#### Defined benefit plans

The aggregate of the present value of the defined benefit obligation and the fair value of plan assets for each plan is recorded in the Balance Sheet as net defined benefit liability or net defined benefit asset. The discount rate is the yield at the reporting date on "AA" credit-rated bonds that have maturity dates approximating the terms of the Group's obligations and that are denominated in the same currency in which benefits are expected to be paid. The calculation is performed by an independent, qualified actuary using the projected unit credit method.

All actuarial gains and losses arising from defined benefit plans are recognised immediately in other comprehensive income.

#### Defined contribution plans

Obligations for contributions to defined contribution pension plans are recognised in the income statement as an expense in the periods during which services are rendered by the employees.

#### Severance payments

The Group provides severance benefits to employees as legally required in certain countries, which are accounted for as defined benefit plans if material.

#### Share-based compensation plans

#### Share Matching Plan (SMP)

The Company implemented a share-based compensation plan effective August 7, 2012, referred to as "Share Matching Plan" (SMP) that replaced the employee "Share Purchase and Option Plan" (SPOP) implemented in 2001. This new long-term incentive plan allows selected employees of the Group to acquire shares of the Company with a discount compared to the actual share price at a specified date; such shares are blocked for three years, give its holder immediate voting rights and rights to receive dividends.

For each purchased share, the Company will match additional shares upon completion of a three years vesting period and service condition during the same period. The level of the share match (share match ratio) is defined based on the achieved performance over the next three financial years against defined targets.

When employees purchase shares at a discounted price, the difference between the fair value of the shares at purchase date and the purchase price of the shares is recognised as a personnel expense with a corresponding increase in equity. The fair value of the shares granted is measured at the market price of the Company's shares.

The fair value of shares matched under SMP is recognised as a personnel expense with a corresponding increase in equity. The fair value of matched shares is equal to the market price at grant date reduced by the present value of the expected dividends during the vesting period and recognised as personnel expense over the relevant vesting periods. The amount expensed is adjusted to reflect actual and expected levels of vesting.

For further details about the SMP refer to note 37.

### Share Purchase and Option Plan (SPOP)

The Group's previous employee share purchase and option plan was discontinued as of July 1, 2012. It allowed selected employees of the Group to acquire shares of the Company at a reduced price at a specified date; such shares are blocked for three years, give its holder immediate voting rights and rights to receive

dividends. For each share purchased under this plan, the Company granted two options to the participants. Each option entitled the participant to purchase one share of the Company at a pre-defined price upon completion of the three years vesting period and service condition during the same period.

When employees purchased shares at a discounted price, the difference between the fair value of the shares at purchase date and the purchase price of the shares was recognised as a personnel expense with a corresponding increase in equity. The fair value of the shares granted is measured at the market price of the Company's shares.

The fair value of options granted under SPOP was recognised as a personnel expense with a corresponding increase in equity. The fair value of the granted options is calculated using the lattice binomial model and is measured at grant date and recognised as personnel expense over the relevant vesting periods. The amount expensed is adjusted to reflect actual and expected levels of vesting.

For further details about the SPOP refer to note 37.

#### REVENUE RECOGNITION

The Company generates its revenues from five principal services: 1) Seafreight, 2) Airfreight, 3) Road & Rail Logistics, 4) Contract Logistics, and 5) Insurance Brokers. Revenues reported in each of these reportable segments include revenues generated from the principal service as well as revenues generated from services like customs clearance, export documentation, import documentation, door-to-door service, and arrangement of complex logistics supply movement, that are incidental to the principal service.

In Seafreight, Airfreight, and Road & Rail Logistics the Group generates the majority of its revenues by purchasing transportation services from direct (asset-based) carriers and selling a combination of those services to its customers. In its capacity of arranging carrier services, the Group issues to customers a contract of carriage. Revenues related to shipments are recognised based upon the terms in the contract of carriage. Revenues from other services, involving providing services at destination, are recognised when the service is rendered.

In Contract Logistics the principal services are related to customer contracts for warehousing and distribution activities. Based on the customer contracts, revenues are recognised when service is rendered.

In Insurance Brokers, the principal service is the brokerage of insurance coverage, mainly marine liability. Revenues are recognised, when a policy is issued.

A better indication of performance in the logistics industry compared to the turnover is the gross profit. The gross profit represents the difference between the turnover and the cost of services rendered by third parties for all reportable segments.

#### INTEREST EXPENSES AND INCOME

Interest income is recognised as it accrues using the effective interest method.

Borrowing costs that are not directly attributable to an acquisition, construction, or production of a qualifying asset are recognised in the income statement by using the effective interest method. The Group has not capitalised any borrowing costs as it does not have any qualifying assets.

#### **INCOME TAXES**

Income tax on earnings for the year comprises current and deferred tax. Both current and deferred tax are recognised in the income statement, except to the extent that the tax relates to business combinations or items recognised directly in equity or in other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantially enacted at the balance sheet date and any adjustment to tax payable for previous years.

Deferred tax is recognised based on the balance sheet liability method, on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and their tax base. The following temporary differences are not accounted for: initial recognition of goodwill, initial recognition of assets or liabilities that affects neither accounting nor taxable profit, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax recognised is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantially enacted at the balance sheet date.

A deferred tax asset in respect of temporary differences or unused tax losses is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

#### NON-CURRENT ASSETS HELD FOR SALE AND DISCONTINUED OPERATIONS

Non-current assets (or disposal groups) are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than from continuing use. The asset (or disposal group) must be available for immediate sale in its present condition and the sale must be highly probable. Immediately before classification as held for sale, the measurement of the assets (and all assets and liabilities in a disposal group) is updated in accordance with applicable IFRS. Then, on initial classification as held for sale, non-current assets and disposal groups are recognised at the lower of carrying amount and fair value less costs to sell. Impairment losses on initial classification as held for sale are included in the income statement. Intangible assets and property, plant and equipment once classified as held for sale are not amortised or depreciated.

A discontinued operation is a component of the Group's business that represents a separate major line of business or geographical area of operations or is a company acquired exclusively with a view to resale. Classification as a discontinued operation occurs upon disposal or, if earlier, when the operation meets the criteria to be classified as held for sale.

#### **OTHER NOTES**

#### 20 **SEGMENT REPORTING**

#### a) Reportable segments

The Group provides integrated logistics solutions across customers' supply chains using its global logistics network. The business is divided into six operating segments namely Seafreight, Airfreight, Road & Rail Logistics, Contract Logistics, Real Estate and Insurance Brokers. These six reportable segments reflect the internal management and reporting structure to the Management Board (the chief operating decision maker, CODM) and are managed through specific organisational structures. The CODM reviews internal management reports on a monthly basis. Each segment is a distinguishable business unit and is engaged in providing and selling discrete products and services.

The discrete distinction between Seafreight, Airfreight and Road & Rail Logistics is the usage of a single transportation mode within a reportable segment. In addition to common business processes and management routines, an identical main transportation mode is used within a reportable segment. For the reportable segment Contract Logistics the services performed are related to customer contracts for warehousing and distribution activities, whereby services performed are storage, handling and distribution. In the reportable segment Real Estate, activities mainly related to internal rent of facilities are reported. Under Insurance Brokers, activities exclusively related to brokerage of insurance coverage, mainly marine liability, are reported.

Pricing between segments is determined on an arm's length basis. The accounting policies of the reportable segments are the same as applied in the Consolidated Financial Statements.

Information about the reportable segments is presented on the next pages. Segment performance is based on EBIT as reviewed by the CODM. The column "elimination" is eliminations of turnover and expenses between segments. All operating expenses are allocated to the segments and included in the EBIT.

#### b) Geographical information

The Group is operating on a worldwide basis in the following geographical areas: Europe, Americas, Asia-Pacific and Middle East, Central Asia and Africa. All products and services are provided in each of these geographical regions. The segment revenue is based on the geographical location of the customers invoiced, and segment assets are based on the geographical location of assets.

### c) Major customers

There is no single customer who represents more than 10 per cent of the Group's total revenue.

# a) Reportable segments

	Tota	Group	Seafreight		Airfreight		Road & Rail Logistics		
CHF million	2013	2012 1	2013	2012	2013	2012 <sup>2</sup>	2013	2012	
Turnover (external customers)	20,929	20,753	8,998	9,059	4,143	4,063	3,059	3,155	
Inter-segment turnover			1,625	1,667	2,299	2,260	1,375	1,252	
Customs duties and taxes	-3,751	-3,633	-2,479	-2,416	-662	-658	-253	-271	
Net turnover	17,178	17,120	8,144	8,310	5,780	5,665	4,181	4,136	
Net expenses for services	-10,921	-11,026	-6,865	-7,035	-4,903	-4,828	-3,279	-3,249	
Gross profit	6,257	6,094	1,279	1,275	877	837	902	887	
Total expenses <sup>1, 2</sup>	-5,295	-5,239	-871	-860	-630	-673	-869	-851	
EBITDA	962	855	408	415	247	164	33	36	
Depreciation of property, plant and equipment	-143	-146	-15	-16	-13	-11	-20	-26	
Amortisation of other intangibles	-57	-74	-9	-8	-12	-14	-21	-26	
Impairment of other intangibles	-1	-2	-	_	-	-1	_	-	
EBIT (segment profit/(loss))	761	633	384	391	222	138	-8	-16	
Financial income	5	12							
Financial expenses	-6	-5							
Result from joint ventures and associates	7	4	3	1		1	3	2	
Earnings before tax (EBT)	767	644							
Income tax	-160	-152							
Earnings for the year	607	492							
Attributable to: Equity holders of the parent company	597_	484							
Non-controlling interests	10	8							
Earnings for the year	607	492							
Additional information not regularly reported to the CODM									
Reportable non-current segment assets	1,928	1,969	90	100	71	88	298_	321	
Segment assets	6,374	6,279	1,188	1,233	652	687	764	822	
Segment liabilities	3,816	3,854	1,121	1,136	616	644	669	645	
Allocation of goodwill	688_	694	43	47	39	42	214	214	
Allocation of other intangibles	89	141	12	19	13	25	48	67	
Capital expenditure property,									
plant and equipment	181_	163	15	16	14	14	20	19	
Capital expenditure other intangibles	7	12_	2	3	1	2	1	1	
Property, plant and equipment, goodwill									
and intangibles through business combinations		16				16			
Non-cash expenses	66	222	5	22	4	85	10	30	

See note 3 for the impact of the application of IAS 19 (revised).
 Total expenses in 2012 include an expense for EU commission antitrust fines of CHF 65 million in Airfreight.

Contract	Logistics	Real E	state	Insurance Brokers		Tot Reportable		Elimi	nations	Unallocated Corporate	
2013	2012 1	2013	2012	2013	2012	2013	2012 1	2013	2012	2013	2012
4,608	4,357	1	2	120	117	20,929	20,753		_	_	_
176	144	72	74	69	62	5,616	5,459	-5,616	-5,459		_
-357	-288		_			-3,751	-3,633				_
4,427	4,213	73	76	189	179	22,794	22,579	-5,616	-5,459	_	_
-1,269	-1,157		-1	-149	-141	-16,465	-16,411	5,544	5,385		_
3,158	3,056	73	75	40	38	6,329	6,168	-72	-74	-	-
	-2,906	-11	-5	-19	-18	-5,367	5,313	72	74		_
191	150	62	70	21	20	962	855				-
		-24	-25			-143	-146				_
	-26					-57	74				_
						-1					_
104	55	38	45	21	20	761	633				_
1						7	4				_
571	575		 885			1,928	1,969				
1,347	1,286	901	888	10	12	4,862	4,928			1,512	1,351
1,071	1,042	14	20	55	59	3,546	3,546			270	308
392	391					688	694				
16	30					89	141				_
86	85	46	29	_	_	181	163	_	_	_	_
3	6		_			7			_		_
							16				_
38	77		1	9	7	66	222				-

# b) Geographical information

	Total	Total Group			Americas		
CHF million	2013	2012 1	2013	2012 <sup>2</sup>	2013	2012 1	
Turnover (external customers)	20,929	20,753	12,530	12,472	4,676	4,572	
Inter-regional turnover			3,398	2,979	757	737	
Customs duties and taxes	-3,751	-3,633	-1,973	-1,971	-856	-878	
Net turnover	17,178	17,120	13,955	13,480	4,577	4,431	
Net expenses for services	-10,921	-11,026	-9,518	-9,136	-3,549	-3,458	
Gross profit	6,257	6,094	4,437	4,344	1,028	973	
Total expenses <sup>1, 2</sup>	-5,295	-5,239	-3,915	-3,870	-844	-813	
EBITDA	962	855	522	474	184	160	
Depreciation of property, plant and equipment	-143	-146	-107	-109	-20	-22	
Amortisation of other intangibles	-57	-74	-48	-63	-5	-7	
Impairment of other intangibles	-1	-2	-1	-2	-	-	
EBIT	761	633	366	300	159	131	
Financial income	5	12					
Financial expenses	-6	-5					
Result from joint ventures and associates	7	4	7	4			
Earnings before tax (EBT)	767	644					
Income tax	-160	-152					
Earnings for the year	607	492					
Attributable to:							
Equity holders of the parent company	597	484					
Non-controlling interests	10	8					
Earnings for the year	607	492					
Reportable non-current assets	1,928	1,969	1,592	1,610	195	215	
·							
Additional information not regularly							
reported to the CODM							
Segment assets	6,374	6,279	3,339	3,383	865	860	
Segment liabilities	3,816	3,854	2,478	2,457	531	558	
Allocation of goodwill	688	694	555	553	104	110	
Allocation of other intangibles	89	141	74	118	9	15	
Capital expenditure property,							
plant and equipment	181_	163	128	111_	20	21	
Capital expenditure other intangibles	7	12	7	11	_	1	
Property, plant and equipment, goodwill							
and intangibles through business combinations		16		9		2	
Non-cash expenses	66	222	61	185	-4	12	

<sup>1</sup> See note 3 for the impact of the application of IAS 19 (revised).

<sup>2</sup> Total expenses in 2012 include an expense for EU commission antitrust fines of CHF 48 million in Europe and CHF 17 million in Asia-Pacific.

Asia-P	acific	Middle Central Asia		Elimina	Eliminations		ated ate
2013	2012 <sup>2</sup>	2013	2012	2013	2012	2013	2012
2,162	2,120	1,561	1,589	_	_	_	_
1,124	1,231	266	438	-5,545	-5,385		
-326	-273	-596	<u>-511</u>				
2,960	3,078	1,231	1,516	-5,545	-5,385		_
	-2,514	-1,002	-1,303	5,545	5,385	_	_
563	564	229	213				_
-362	-383	-174	-173				
201	181	55	40		_	_	_
	-9	-6	-6		_	_	_
-3	-4	-1	_		_	_	_
			_		_	_	_
188	168	48	34	_	_		_
			_		_		_
88	88	53	56				-
371	374	287	311			1,512	1,351
344	332	193	199			270	308
23	25	6	6				
6	8						
				-			
19	14	14	17				
<u> </u>							
	-			-			
	5						
3	22	6	3				

# b) Geographical information **Country** information

The following countries individually constitute more than 10 per cent of the Group's non-current assets or of its net turnover. In addition, Switzerland is reported as the country of domicile of the ultimate holding company of the Group.

	2013	2013			
Countries CHF million	Reportable non- current assets	Net turnover	Reportable non- current assets	Net turnover	
France <sup>1</sup>	550	1,458	559	1,396	
Germany <sup>1</sup>	443	3,165	450	3,118	
Great Britain <sup>1</sup>	230	1,508	224	1,569	
Switzerland <sup>1</sup>	6	258	6	250	
USA <sup>2</sup>	96	1,852	97	1,780	
Others	603	8,937	633	9,007	
Total	1,928	17,178	1,969	17,120	

- 1 Part of region Europe.
- 2 Part of region Americas.

#### 21 PERSONNEL EXPENSES

CHF million	2013	2012 1
Salaries and wages	2,947	2,867
Social expenses and employee benefits	667	629
Expenses for share-based compensation plans	5	10
Expenses for pension plans		
- defined benefit plans	23	22
<ul> <li>defined contribution plans</li> </ul>	57	53
Other	36	25
Total	3,735	3,606

 $<sup>1\,</sup>$  See note 3 for the impact of the application of IAS 19 (revised).

#### SELLING, GENERAL AND ADMINISTRATIVE EXPENSES 22

CHF million	2013	2012
Administration	205	215
Communication	75	78
Travel and promotion	75	76
Vehicles	271	293
Operating expenses	236	231
Facilities	686	682
Bad debt and collection expenses	14	17
Total	1,562	1,592

# 23 OTHER OPERATING INCOME/EXPENSES, NET

CHF million	2013	2012
Gain on disposal of property, plant and equipment	10	24
Gain on disposal of associate <sup>1</sup>	1	5
Loss on disposal of property, plant and equipment		
Other operating expenses		
Total other operating income/expenses, net	2	24
Expense for EU antitrust fines <sup>2</sup>		-65
Total	2	-41

<sup>1</sup> During the year a disposal of one associate resulted in a cash inflow and a gain of CHF 1 million (2012: CHF 5 million).

### 24 FINANCIAL INCOME AND EXPENSES

CHF million	2013	2012
Interest income	4	6
Exchange differences, net	1	6
Financial income	5	12
Interest expenses		
Financial expenses		
Net financial result	-1	7

#### 25 INCOME TAX

Current tax expense		
- in current year	175	190
<ul> <li>under/(over)-provided in previous years</li> </ul>	2	3
	177	193
Deferred tax expense from		
- changes in temporary differences	-17	-15
- impact of deferred tax assets previously not recognised		-26
	-17	-41
Income tax	160	152

Income tax of CHF 19 million (2012: CHF 19 million) relating to actuarial gains and losses of CHF 27 million before tax (2012: CHF 57 million) arising from defined benefit plans is recognised in other comprehensive income.

<sup>2</sup> See also note 41.

#### Reconciliation of the effective tax rate

The contributing factors for the difference between the expected tax rate (the Group's overall expected tax rate is calculated as the weighted average tax rate based on earnings before tax of each subsidiary and can change on a yearly basis) and the effective tax are as follows:

CHF million	2013	per cent	2012	per cent
Earnings before tax according to the				
income statement	767		644	
Income tax/expected tax rate	144	18.8	137	21.3
Tax effect on				
— tax exempt (income)/non-deductible expenses	2	0.3	24	3.7
– tax losses (utilised)/expired	-4	-0.5	-3	-0.5
- change of deferred tax assets not recognised	-	-	-26	-4.0
<ul><li>under/(over)-provided in previous years</li></ul>	2	0.3	3	0.5
<ul> <li>unrecoverable withholding taxes</li> </ul>	16	2.1	13	2.0
– other	-	-	4	0.6
Income tax/effective tax rate	160	21.0	152	23.6

# Deferred tax assets and liabilities

	Ass	ets <sup>1</sup>	Liabil	ities <sup>1</sup>	Ne	t <sup>1</sup>
CHF million	Dec. 31, 2013	Dec. 31, 2012	Dec. 31, 2013	Dec. 31, 2012	Dec. 31, 2013	Dec. 31, 2012
Property, plant and equipment	29	33	-64	-69	-35	-36
Goodwill and other intangibles	25	28			16	
Trade receivables	19	17	_1	-4	18	13
Other receivables	3	4	-23	-25	-20	-21
Finance lease obligations	11	13	_		- 11	13
Provisions for pension plans						
and severance payments	21	42			20	40
Other liabilities	56	50	-6		50	46
Tax value of loss carry-						
forwards recognised	8	8			8	8
Tax assets/(liabilities)	172	195	-136		36_	44
of which acquired in business combinations		1		-2		-1

The recognised deferred tax assets relating to tax losses carried forward are expected to be used by the end of the next two years at the latest.

# Unrecognised deferred tax assets

CHF million	Dec. 31, 2013	Dec. 31, 2012
On tax losses	48	44

It is not probable that future taxable profits will be available against which the unrecognised deferred tax assets can be used. CHF 43 million (2012: CHF 41 million) of unrecognised deferred tax assets is relating to tax losses that do not expire.

#### 26 **EARNINGS PER SHARE**

The following reflects the data used in the basic and diluted earnings per share computations for the years ending December 31.

Earnings per share	2013	2012 1
Earnings for the year attributable to the equity holders		
of the parent company in CHF million	597	484
Weighted average number of ordinary shares outstanding during the year	119,813,251	119,511,009
Dilutive effect on number of shares outstanding:		
Share-based compensation plans	130,040	87,265
Adjusted weighted number of ordinary shares applicable		
to diluted earnings per share	119,943,291	119,598,274
Basic earnings per share in CHF	4.98	4.05
Diluted earnings per share in CHF	4.98	4.05

<sup>1</sup> See note 3 for the impact of the application of IAS 19 (revised).

### PROPERTY, PLANT AND EQUIPMENT

2013

2013					
CHF million	Properties including buildings on third parties' land	Other operating and office equipment	Properties, buildings under finance leases	Other operating and office equipment under finance leases	Total
Cost					
Balance as of January 1, 2013	827	688	189	45	1,749
Additions	46	135	_	-	181
Disposals	_7	-72	_	-6	-85
Adjustments/transfers	42	3	-45	_	=
Effect of movements in					
foreign exchange		-13	3		-16
Balance as of December 31, 2013	902	741	147	39	1,829
Accumulated depreciation and impairment losses					
Balance as of January 1, 2013	126	443	12	34	615
Depreciation charge for the year	20	116	3	4	143
Disposals					-70
Adjustments/transfers	9				_
Effect of movements					
in foreign exchange					-10
Balance as of December 31, 2013	153	486	6	33	678
Carrying amount					
As of January 1, 2013	701	245	177	11	1,134
As of December 31, 2013	749	255	141	6	1,151
·					

Fire insurance value as of December 31, 2013: CHF 2,049 million. No restriction on the title exists except for items under finance leases as of December 31, 2013.

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2012					
CHF million	Properties including buildings on third parties' land	Other operating and office equipment	Properties buildings under finance leases	Other operating and office equipment under finance leases	Total
Cost					
Balance as of January 1, 2012	848	622	192	44	1,706
Additions through					
business combinations		2		1	3
Other additions	28_	134		1	163
Disposals	-26				-104
Adjustments/transfers		13		3	
Effect of movements					
in foreign exchange					-19
Balance as of December 31, 2012	827	688	189	45	1,749
Accumulated depreciation and impairment losses					
Balance as of January 1, 2012	120	403	9	28	560
Depreciation charge for the year	19	115	4	8	146
Disposals	-12				-81
Adjustments/transfers				1	
Effect of movements					
in foreign exchange		-8			-10
Balance as of December 31, 2012	126	443	12_	34	615
Carrying amount					
As of January 1, 2012	728	219	183	16	1,146
As of December 31, 2012	701	245	177	11	1,134

Fire insurance value as of December 31, 2012: CHF 1,991 million. No restriction on the title exists except for items under finance leases as of December 31, 2012.

### GOODWILL AND OTHER INTANGIBLES

#### 2013

2013		
CHF million	Goodwill	Other intangibles <sup>1</sup>
Cost		
Balance as of January 1, 2013	711	646
Additions		7
Deletions		-3
Effect of movements in foreign exchange		-2
Balance as of December 31, 2013	701	648
Accumulated amortisation and impairment losses		
Balance as of January 1, 2013	17	505
Amortisation charge for the year		57
Impairment loss		1²
Deletions		-3
Effect of movements in foreign exchange		-1
Balance as of December 31, 2013	13	559
Carrying amount		
As of January 1, 2013	694	141
As of December 31, 2013	688	89

 $<sup>1 \ \</sup> Other intangibles \ mainly \ comprise \ customer \ contracts/lists \ and \ software.$ 

 $<sup>{\</sup>bf 2} \ \ {\bf The \ impairment \ charge \ of \ CHF \ 1 \ million \ relates \ to \ other \ intangibles \ pertaining \ to \ reportable \ segment}$ Contract Logistics recognised upon the acquisition of ACR Group, Europe, due to loss of customer contracts.

#### 2012

2012		
CHF million	Goodwill	Other intangibles <sup>1</sup>
Cost		
Balance as of January 1, 2012	717	639
Additions through business combinations	4	9
Other additions		12
Deletions	<u> </u>	-10
Effect of movements in foreign exchange	-10	-4
Balance as of December 31, 2012	711	646
Accumulated amortisation and impairment losses  Balance as of January 1, 2012  Amortisation charge for the year	21	443 74
Impairment loss	-	2 <sup>2</sup>
Deletions		-10
Effect of movements in foreign exchange	-4	-4
Balance as of December 31, 2012	17	505
Carrying amount		
As of January 1, 2012	696	196
As of December 31, 2012	694	141

Other intangibles mainly comprise customer contracts/lists and software.
 The impairment charge of CHF 2 million relates to other intangibles pertaining to the reportable segments Airfreight and Contract Logistics recognised upon the acquisitions of J. Martens Group, Norway, and ACR Group, Europe, due to loss of customer contracts.

### Impairment testing of goodwill

The Group has performed impairment tests of goodwill at the end of the financial years 2013 and 2012. For the purpose of impairment testing, goodwill is allocated to cash-generating units which are expected to benefit from the synergies of the corresponding business combination. The goodwill impairment test is performed at the level of a cash-generating unit or a group of cash-generating units represented by a business unit in the respective country. The allocation of goodwill to reportable segments (business units) and geographical regions is further illustrated in note 20.

For the goodwill allocated to the cash-generating units, the impairment tests are based on calculations of value in use. Cash flow projections are based on actual operating results and three year business plans. Cash flows beyond the three year period are extrapolated by using estimated long-term growth rates. The growth rates do not exceed the long-term average growth rate for the logistics industry in which the cash generating units operate. Future cash flows are discounted based on the weighted average cost of capital (WACC), taking into account risks that are specific to the cash-generating units.

Key assumptions used for value-in-use calculations of goodwill:

Business acquired	USCO Group	ACR Group, Europe <sup>1</sup>	Alloin Group, France	Multiple units <sup>2</sup>	Total
Year of acquisition	2001	2006	2009	2004-2012	
Carrying amount of goodwill in CHF million	79	292	88	229	688
Cash-generating unit within segment	Contract	Contract	Road & Rail	All	
	Logistics	Logistics	Logistics	Segments	
Basis for recoverable amount	Value in use	Value in use	Value in use	Value in use	
Pre-tax discount rate in per cent 2013	13.1	11.6-17.4	13.4	11.5-18.1	
Pre-tax discount rate in per cent 2012	13.3	11.5-16.8	12.6	11.3-18.0	
Projection period	3 years	3 years	3 years	3 years	
Terminal growth rate in per cent 2013	1.5	1.5	1.5	1.5	
Terminal growth rate in per cent 2012	1.5	1.5	1.5	1.5	

- 1 ACR Group, Europe, goodwill relates to Great Britain (CHF 98 million), France (CHF 69 million), Netherlands (CHF 57 million) and other various countries (CHF 68 million).
- 2 Including cash generating units without significant goodwill Cordes & Simon Group, Germany (CHF 38 million), G.L. Kayser Group, Germany (CHF 36 million) and
- J. Martens Group, Norway (CHF 28 million), RH Group, United Kingdom (CHF 53 million), Cooltainer, New Zealand (CHF 21 million), Eichenberg Group, Brazil (CHF 17 million),
- J. Van de Put. Netherlands (CHF 12 million).

Key assumptions have not changed compared with the previous year with the exception of discount rates used. For both 2013 and 2012, all recoverable amounts exceeded their carrying amounts and consequently no impairment of goodwill was recognised for the years 2013 and 2012.

Management considers that it is not likely for the assumptions used to change so significantly, as to eliminate the excess of recoverable amounts. A sensitivity analysis for the three major acquisitions - USCO Group, ACR Group and Alloin Group - has been prepared with the following outcome:

# Sensitivity analysis of goodwill USCO Group

Amount of excess (+)/necessary impairment (-) in CHF million depending on:

### Discount rate

CHF million	14.0 per cent	15.0 per cent	16.0 per cent	17.0 per cent
Growth rate				
0.0 per cent	29	20	13	6
0.5 per cent	33	24	15	8
1.0 per cent	37	27	18	10
1.5 per cent	41	30	21	13

# Sensitivity analysis of goodwill ACR Group

Amount of excess (+)/necessary impairment (-) in CHF million depending on:

## Discount rate

CHF million	15.0 per cent	16.0 per cent	17.0 per cent	18.0 per cent
Growth rate				
0.0 per cent	484	439	399	364
0.5 per cent	501	454	412	375
1.0 per cent	520	470	426	387
1.5 per cent	540	487	441	400

# Sensitivity analysis of goodwill Alloin Group

Amount of excess (+)/necessary impairment (-) in CHF million depending on:

## Discount rate

CHF million	13.0 per cent	14.0 per cent	15.0 per cent	16.0 per cent
Growth rate				
0.0 per cent	72	60	50	41
0.5 per cent	77	65	54	44
1.0 per cent	82	69	57	48
1.5 per cent	88	74	62	51

## **INVESTMENTS IN JOINT VENTURES & ASSOCIATES**

As of December 31, 2013, the following investments in joint ventures are held (all with 50 per cent voting rights/KN share):

- KN-ITS S.A.L., Lebanon
- Kuehne + Nagel Drinkflow Logistics Ltd., Great Britain
- Kuehne + Nagel Drinkflow Logistics (Holdings) Ltd., Great Britain
- Sindos Railcontainer Services S.A., Greece

The table below provides a summary of financial information on joint ventures (100 per cent):

CHF million	Dec. 31, 2013	Dec. 31, 2012
Non-current assets	51	57
Current assets	53	59
Total assets	104	116
Current liabilities	-38	-38
Equity	66	78
Kuehne + Nagel's share of equity (50%)	33	39
Net turnover	291	293
Earnings for the year		

No significant investments in associates were held at December 31, 2013 and 2012.

## **WORK IN PROGRESS**

This position decreased from CHF 306 million in 2012 to CHF 296 million in 2013, which represents a billing delay of 5.2 working days compared with the previous year's 5.5 working days.

#### TRADE RECEIVABLES 31

CHF million	2013	2012
Trade receivables	2,510	2,503
Impairment allowance	-84	
Total trade receivables	2,426	2,428

The majority of all billing is done in the respective Group companies' own functional currencies and is mainly in EUR 43.6 per cent (2012: 42.8 per cent), USD 13.6 per cent (2012: 12.1 per cent) and GBP 9.0 per cent (2012: 8.9 per cent).

Trade receivables outstanding at year-end averaged 43.2 days (2012: 42.6 days). 94.2 per cent (2012: 95.1 per cent) of the total trade receivables were outstanding between 1 and 90 days.

No trade receivables are pledged in 2013 and 2012.

The Group has a credit insurance programme in place, covering trade receivables, focusing mainly on small and medium exposures. The credit insurance policy covers up to 80 per cent of the approved customer credit limit, excluding any items being more than 120 days past due. As a company policy, the Group excludes customers from its insurance program based on certain criteria (so-called blue chip companies).

The Group establishes an impairment allowance that represents its estimate of incurred losses in respect of trade receivables. The two components of this impairment allowance of CHF 84 million (2012: CHF 75 million) are:

- specific loss component that relates to individually significant exposure
- collective loss component based on historical experience.

Trade receivables with credit insurance cover are not included in the impairment allowance. The individual impairment allowance relates to specifically identified customers representing extremely high risk of being declared bankrupt, Chapter 11 customers in the USA and customers operating with significant financial difficulties (such as negative equity). The impairment allowance for individually significant exposures is CHF 47 million at year-end 2013 (2012: CHF 44 million).

The collective impairment allowance based on overdue trade receivables is estimated considering statistical information of past payment experience. The Group has established a collective impairment allowance of CHF 37 million (2012: CHF 31 million) which represents 3.4 per cent (2012: 3.0 per cent) of total outstanding trade receivables, excluding trade receivables with insurance cover (see above) and trade receivables included in the individual impairment allowance.

The majority of the trade receivables not past due relates to customers who have good payment records with the Group and are subject to yearly credit risk assessments. Therefore, the Group does not believe that an additional impairment allowance for these trade receivables is necessary.

	2013			2012			
CHF million	Gross (excluding insured receivables and individual allowance)	Collective allowance	Collective allowance per cent of subtotal	Gross (excluding insured receivables and individual allowance)	Collective allowance	Collective allowance per cent of subtotal	
Not past due	773			625			
Past due 1-30 days	191		_	279			
Past due 31-90 days	72	4	5	83	4	5	
Past due 91-180 days	18	2	10	19	2	10	
Past due 181-360 days	23	23	100	18	18	100	
More than 1 year	8	8	100	7	7	100	
Total	1,085	37	3.4	1,031	31	3.0	

The movement in the impairment allowance during the year was as follows:

		2013			2012	
CHF million	Individual allowance	Collective allowance	Total allowance	Individual allowance	Collective allowance	Total allowance
Balance as of January 1	44	31	75	42	25	67
Additional impairment						
losses recognised	20	12	32	21	10	31
Reversal of impairment						
losses and write-offs		6	-23	-19		-23
Balance as						
of December 31	47	37	84	44	31	75

#### 32 OTHER RECEIVABLES

CHF million	Dec. 31, 2013	Dec. 31, 2012
Receivables from tax authorities	26	29
Deposits	45	30
Sundry	36	57
Total other receivables	107	116
Income tax receivables	52	34
<u>Total</u>	159	150

The majority of the other receivables are held in the respective Group companies' own functional currencies, which represents EUR 52.4 per cent (2012: 54.5 per cent), USD 6.0 per cent (2012: 8.0 per cent) and GBP 0.8 per cent (2012: 0.7 per cent).

# FINANCIAL INVESTMENTS AND DERIVATIVE INSTRUMENTS

As of December 31, 2013 and 2012, no material financial investments and derivative instruments were held.

#### 34 **CASH AND CASH EQUIVALENTS**

CHF million	Dec. 31, 2013	Dec. 31, 2012
Cash in hand	2	2
Cash at banks	1,095	919
Short-term deposits	158	162
Cash and cash equivalents	1,255	1,083
Bank overdraft	-13	-25
Cash and cash equivalents in the cash flow statement, net	1,242	1,058

The majority of the above mentioned cash and cash equivalents is held in commercial banks and managed centrally in order to limit currency risks. A netting system and a Group cash pool are in place which also further reduce the currency exposure. Most of the bank balances held by Group companies are in their respective functional currencies, which are mainly in CHF, EUR, USD and GBP.

#### 35 **EQUITY**

# Share capital and treasury shares 2013

2013		Balance Dec. 31			Jan. 1
Main shareholders	Registered shares of nominal CHF 1 per share	CHF million	Capital share per cent	Voting share per cent	Registered shares of nominal CHF 1 per share
Kuehne Holding AG, Schindellegi (Feusisberg)	63,900,000	64	53.3	53.3	63,900,000
Public shareholders	56,038,474	56	46.7	46.7	55,834,609
Entitled to voting rights and dividends	119,938,474	120	100.0	100.0	119,734,609
Treasury shares	61,526				265,391
Total	120,000,000	120	100.0		120,000,000

In 2013 the Company sold 403,865 (2012: 628,527) treasury shares for CHF 39 million (2012: CHF 59 million) under the share-based compensation plans. The Company also purchased 200,000 (2012: 202,017) treasury shares for CHF 24 million (2012: CHF 20 million).

On December 31, 2013, the Company had 61,526 treasury shares (2012: 265,391), of which 61,526 (2012: 265,391) are reserved under the share-based compensation plans; refer to note 37 for more information.

## Dividends

The proposed dividend payment, subject to approval by the Annual General Meeting, is as follows:

Year	per share	CHF million	Dividend
2014	CHF 3.85	462	dividend
2014	CHF 2.00	240	extraordinary dividend

The dividend payment 2013 to owners amounted to CHF 3.50 per share or CHF 419 million (2012: CHF 3.85 per share or CHF 460 million).

## Share capital and treasury shares 2012

2012		Balance Dec. 31				
Main shareholders	Registered shares of nominal CHF 1 per share	CHF million	Capital share per cent	Voting share per cent	Registered shares of nominal CHF 1 per share	
Kuehne Holding AG, Schindellegi (Feusisberg)	63,900,000	64	53.3	53.4	63,900,000	
Public shareholders	55,834,609	56	46.5	46.6	55,408,099	
Entitled to voting rights and dividends	119,734,609	120	99.8	100.0	119,308,099	
Treasury shares	265,391		0.2		691,901	
Total	120,000,000	120	100.0		120,000,000	

## Authorised and conditional share capital

The Annual General Meeting held on May 8, 2012, extended its approval of authorised share capital up to a maximum of CHF 20 million by another two years until May 6, 2014.

The Annual General Meeting held on May 2, 2005, approved a conditional share capital increase up to a maximum of CHF 12 million and to add a respective section in the articles of association.

The Annual General Meeting held on May 8, 2012, approved a conditional share capital increase up to a maximum of CHF 20 million for the provision of the employee share-based compensation plans of the company.

So far no use has been made of these rights. There is no resolution of the Board of Directors outstanding for further issuance of either authorised or conditional capital.

## **Capital Management**

The Group defines the capital managed as the Group's total equity, including non-controlling interests. The Group's main objectives when managing capital are:

- To safeguard the Group's ability to continue as a going concern, so that it can continue to provide services to its customers;
- To provide an adequate return to investors based on the level of risk undertaken;
- To have the necessary financial resources available to allow the Group to invest in areas that may deliver future benefits for customers and investors.

Capital is monitored on the basis of the equity ratio and its development is shown in the table below:

CHF million	2013	2012	2011	2010	2009
Total equity	2,558	2,425	2,405	2,378	2,290
Total assets	6,374	6,279	6,141	5,941	5,933
Equity ratio in per cent	40.1	38.6	39.2	40.0	38.6

The Group is not subject to regulatory capital adequacy requirements as known in the financial services industry.

#### 36 PROVISIONS FOR PENSION PLANS AND SEVERANCE PAYMENTS

The Group maintains defined benefit pension plans as well as defined contribution plans. Retirement benefits vary from plan to plan reflecting applicable local practices and legal requirements. Retirement benefits are based on years of credited service and the compensation as defined in the respective plan.

# Overview of provisions for pension plans and severance payments

CHF million	Pension plans	Severance payments	Total
Balance as of January 1, 2012	261	35	296
Provisions made	21	7	28
Provisions used		-5	-22
Actuarial (gains)/losses recognised in other comprehensive income	58		58
Effect of movements in foreign exchange			-3
Balance as of December 31, 2012	320	37	357
Provisions made	24	5	29
Provisions used		-5	-21
Actuarial (gains)/losses recognised in other comprehensive income			-27
Effect of movements in foreign exchange	3	-1	2
Balance as of December 31, 2013	304	36	340

# a) Defined benefit plans

The Group has a number of defined benefit plans. For a description and detailed information of the major  $\label{thm:continuous} \mbox{defined benefit plans in Germany, the USA and Switzerland, please refer to letter b) of this note.}$ 

		2013			2012	
CHF million	Funded plans	Unfunded plans	Total	Funded plans	Unfunded plans	Total
Net liability for defined benefit obligations						
Present value						
of obligations	174	269	443	181	271	452
Fair value of plan assets	-139		-139	-132		-132
Present value of net						
obligations	35	269	304	49	271	320
Recognised net liability						
for defined benefit						
obligations	35	269	304	49	271	320

CHF million	2013	per cent	2012	per cent
Allocation of plan assets				
Debt securities	78	56.1	79	59.8
Equity securities	36	25.9	30	22.7
Property	10	7.2	8	6.1
Others	15	10.8	15	11.4
Total	139	100.0	132	100.0

The pension plan assets are held in multi-employer funded plans. The Group is not in a position to state whether the funded plans contain any investments in shares of Kuehne + Nagel International AG or in any property occupied by the Group.

	2013	<b>2012</b> <sup>1</sup>
CHF million	Funded plans	Funded plans
Movements of fair value of plan assets		
Opening fair value of plan assets	132	118_
Employer contribution	6	8
Employee contribution	4	4
Return on plan assets, excluding interest	2	3
Interest on plan assets	3	4
Benefits paid by the plan	-7	
Effect of movements in foreign exchange		
Closing fair value of plan assets	139	132
Expected payments to defined benefit plan in next year	6	7
Actual return on plan assets for the year	6	7

<sup>1</sup> See note 3 for the impact of the application of IAS 19 (revised).

		2013			2012 1	
CHF million	Funded plans	Unfunded plans	Total	Funded plans	Unfunded plans	Total
Movements of present value of						
defined benefit obligations						
Opening liability for defined						
benefit obligations	181_	271	452	161	218	379
Current service costs	6	5	11	6	4	10
Interest costs	5	9	14	6	10	16
Employee contribution	4		4	4		4
Actuarial (gains)/losses recognised						
in other comprehensive income:						
<ul> <li>due to changes in financial</li> </ul>						
assumptions			-24		53	67
— due to experience adjustments				-5	-2	-7
Benefits paid by the plan			-16	-5		-14
Past service costs - amendments	1		1			
Effect of movements						
in foreign exchange		3	2	_		-3
Closing liability for defined						
benefit obligations	174	269	443	181	271	452
Expense recognised in the						
income statement						
Service costs	7	5	12	6	4	10
Net interest on the net						
defined benefit liability	2	9	11	2	10	12
Expense recognised in						
personnel expenses						
(refer to note 21)	9	14	23	8	14	22
Actuarial gains/(losses)						
recognised in other						
comprehensive income						
Cumulative amount as of January 1			<u>-98</u>	-35		-41
Recognised during the year	18_	9	27	-6		-57
Effect of movements						
in foreign exchange	1				<del></del>	
Cumulative amount						

 $<sup>1\,</sup>$  See note 3 for the impact of the application of IAS 19 (revised).

-22

-49

-71

-41

-57

-98

as of December 31

	Ac	tive	Defe	rred	Reti	ired	To	tal
Plan participants	2013	2012	2013	2012	2013	2012	2013	2012
Number of plan participants	14,572	15,182	1,933	2,027	1,994	1,934	18,499	19,143
Present value of the defined								
benefit obligations								
In CHF million	241	251	57	62	145	139	443	452
Share in per cent	54.3	55.6	12.9	13.7	32.8	30.7	100.0	100.0
Duration in years	18.5	19.5	13.4	14.2	10.0	10.3	15.0	15.9

The duration in years corresponds to the average weighted period.

# Weighted actuarial assumptions at the balance sheet date

	2013			2012			
Per cent	Funded plans	Unfunded plans	Total	Funded plans	Unfunded plans	Total	
Discount rate	3.3	3.6	3.5	2.9	3.3	3.2	
Future salary increases	1.2	2.0	1.9	1.0	2.0	1.6	
Future pension increases	0.2	1.8	1.6	0.2	1.8	1.2	

# Sensitivities of significant actuarial assumptions

 $The \ discount \ rate \ and \ the \ future \ salary \ increases \ were \ identified \ as \ significant \ actuarial \ assumptions. \ An$ increase/decrease of 0.25 per cent in the respective assumption would have the following impact on the defined benefit obligation:

		2013	
CHF million	Funded plans	Unfunded plans	Total
Reasonably possible change +/- in per cent	0.25	0.25	0.25
Discount Rate			
Increase of defined benefit obligation		8	15
Decrease of defined benefit obligation		-8	-15
Future salary increases			
Increase of defined benefit obligation	1	1	2
Decrease of defined benefit obligation	-1	-1	-2

The sensitivity analysis is based on reasonably possible changes as of the end of the reporting year. Each change in a significant actuarial assumption was analysed separately as part of the test. Interdependencies between individual assumptions were not taken into account.

## b) Major defined benefit plans

The Group maintains significant defined benefit pension plans in Germany, the USA and in Switzerland constituting 86 per cent (2012: 86 per cent) of the defined benefit obligations and 80 per cent (2012: 79 per cent) of the plan assets.

### Germany

There is one major defined benefit pension plan in Germany that provides retirement and disability benefits to employees and their dependants. This plan is based on an internal pension scheme (Versorgungsordnung), with the employers' retirement benefits law (Betriebsrentengesetz) specifying the minimum benefits to be provided. The plan is entirely funded by Kuehne + Nagel. Risks in relation to guarantees provided, such as investment risk, asset volatility, salary increase and life expectancy, are borne by the Group.

Contributions are based on the salary of the employee. Pensions are calculated as a percentage of contributory base salary multiplied with the years of service. Normal retirement age for the plan is 65. Members can draw retirement benefits early with a proportionate reduction of the pension.

The plan is closed to new entrants, who instead can participate in a defined contribution plan.

CHF million	2013	2012
Net liability for defined benefit obligations		
Present value of obligations	 245	246
Fair value of plan assets	 	
Present value of net obligations	 245	246
Recognised net liability for defined benefit obligations	245	246

CHF million	2013	2012
Expense recognised in the income statement		
Service costs	4	3
Net interest on the net defined benefit liability	8	9
Expense recognised in personnel expenses	12	12
Plan participants	2013	2012
Number of plan participants	3,882	3,941
B		
Present value of the defined benefit obligations		
In CHF million	245	246

The duration in years corresponds to the average weighted period.

# Weighted actuarial assumptions at the balance sheet date

Per cent	2013	2012
Discount rate	3.5	3.3
Future salary increases	2.0	2.0
Future pension increases	2.0	2.0
Mortality table	Dr. K. Heubeck 2005 G	Dr. K. Heubeck 2005 G

### USA

The US pension plan is a defined benefit pension plan that provides retirement and disability benefits to employees and their dependents. The various insurance benefits are governed by regulations. The US plan is qualified under and is managed in accordance with the requirements of US federal law. In accordance with federal law, there are plan fiduciaries that are responsible for the governance of the plan. Fiduciaries also are responsible for the investment of the plan's assets, which are held in a pension trust that is legally separate from the employer. The plan is entirely funded by Kuehne + Nagel. Risks in relation to guarantees provided, such as investment risk, asset volatility, salary increase and life expectancy, are borne by the Group.

Contributions are based on the salary of the employee. Normal retirement age is 65, with a minimum of 5 years of service. The plan provides a lifetime pension at normal retirement, which is based on a percentage of the highest average monthly compensation over a five-year period (limited to USD 100'000), multiplied by credited service under the plan. Members can draw retirement benefits early, with a proportionate reduction of the pension, at the age of 55 if the employee has a minimum of 10 years of service.

The plan is closed to new entrants and its benefits are frozen. New employees are instead covered by a defined contribution plan.

CHF million			2013	2012
Net liability for defined benefit obligations				
Present value of obligations			49	55
Fair value of plan assets			-41	-37
Present value of net obligations			8	18
Recognised net liability for defined benefit obligations	Recognised net liability for defined benefit obligations		8	18
CHF million	2013	per cent	2012	per cent
CUE william	2012		2012	
Allocation of plan assets				
Debt securities	14	34.1	18	48.6
Equity securities	25	61.0	19	51.4
Property	2	4.9	<u> </u>	
Others				
Total	<b>41</b>	100.0	37	100.0

CHF million	2013	2012
Actual return on plan assets for the year	5	4
Expected payments to defined benefit plan in next year	 1	2
CHF million	2013	2012
Expense recognised in the income statement		
Service costs		_
Net interest on the net defined benefit liability	 1	1
Expense recognised in personnel expenses	 1	1
Plan participants	2013	2012
Number of plan participants	1,896	1,936
Present value of the defined benefit obligations		
In CHF million	 49	55
Duration in years	14.4	15.9

The duration in years corresponds to the average weighted period.

# Weighted actuarial assumptions at the balance sheet date

Per cent	2013	2012
Discount rate	4.9	4.0
Future salary increases		
Future pension increases		
Mortality table	IRS PPA 2013 Non-	IRS PPA 2012 Non-
	Annuitant (pre retirement)	Annuitant (pre retirement)
	and Annuitant (post	and Annuitant (post
	retirement)	retirement)

### **Switzerland**

Others

Total

The Swiss pension plans are defined benefit plans that provide retirement and disability benefits to employees and their dependents. Swiss pension plans are governed by the Swiss Federal Law on Occupational Retirement, Survivor's and Disability Pension Plans (BVG), which stipulates that pension plans have to be managed by independent, legally autonomous units. A pension plan's governing body (Board of Trustees) is responsible for the investment of the plan's assets and must be composed of equal numbers of employee's and employer's representatives. The various insurance benefits are governed in regulations, with the BVG specifying the minimum benefits that are to be provided. As a consequence, there are a number of quarantees provided within the pension funds which expose them to the risks of underfunding and may require the Group to provide re-financing. Such risks include mainly investment risks (as there is a guaranteed return on account balances), asset volatility and life expectancy.

The monthly contributions to the pension plans are paid by the employees as well as by the employer. The contributions are calculated as a percentage of the contributory salary and vary depending on the age of the employee. The pension plans provide a lifetime pension to members at the ordinary retirement age as defined in the Swiss Pension law. The pension is calculated as a percentage of the individual plan participant's pension account at retirement date. A portion of the benefit, up to the full amount under certain conditions, can be taken as lump sum payment at retirement. Members can draw retirement benefits early from the age of 58, with a proportionate reduction of the pension.

CHF million			2013	2012
Net liability for defined benefit obligations				
Present value of obligations			87	88
Fair value of plan assets				-67
Present value of net obligations			17	21
Recognised net liability for defined benefit obligations			17	21
CHF million	2013	per cent	2012	per cent
Allocation of plan assets				
Debt securities	56	80.0	53	79.1
Equity securities	3	4.3	3	4.5
Property	8	11 4	8	11 9

3

70

4.3

100.0

3

67

4.5

100.0

CHF million	2013	2012
Actual return on plan assets for the year		
Expected payments to defined benefit plan in next year	4	4
CHF million	2013	2012
CAT IIIIIII0II	2013	2012
Expense recognised in the income statement		
Service costs	7	6
Net interest on the net defined benefit liability		
Expense recognised in personnel expenses	7	6
Plan participants	2013	2012
Number of plan participants	551	559
Present value of the defined benefit obligations		
In CHF million	87	88
Duration in years	18.2	19.6

The duration in years corresponds to the average weighted period.

# Weighted actuarial assumptions at the balance sheet date

Per cent	2013	2012
Discount rate	2.2	1.8
Future salary increases	1.5	1.5
Future pension increases		
Mortality table	BVG 2010 Generational	BVG 2010 Generational

#### 37 **EMPLOYEE SHARE-BASED COMPENSATION PLANS**

## Share Matching Plan (SMP)

During 2012 the Company implemented a share-based compensation plan referred to as a "Share Matching Plan" (SMP) that replaced the employee "Share Purchase and Option Plan" (SPOP) implemented in 2001. This new long-term incentive plan allows selected employees of the Group to acquire shares of the Company with a discount compared to the actual share price at a specified date; such shares are blocked for three years and give its holder immediate voting rights and rights to receive dividends.

For each purchased share as per above, the Company will match additional shares upon completion of a three years vesting period and service condition during the same period. The level of the share match (share match ratio) is dependant on the achievement of performance over the next three financial years against defined targets. The maximum matching of one share for each share purchased by the employee (minimum investment is 75 shares) can be obtained by exceeding the defined target by more than 15 per cent. A guaranteed return per purchased share is granted through a minimum matching of 0.2 shares after the vesting period. Should the number of allocated shares be a fraction of shares, then the number of shares is rounded up to the next whole number.

The terms and conditions of the shares allocated under the SMP are as follows:

Share matching plan	2013	2012
Grant date	Aug 3, 2013	Aug 7, 2012
Performance period	Jan 2013-Dec 2015	Jan 2012-Dec 2014
Vesting, service and blocking period	Aug 3, 2013-June 30, 2016	Aug 7, 2012-June 30, 2015
Fair value of shares at grant date in CHF per share	115.40	111.50
Purchase price of shares in CHF per share	94.60	100.00
Number of shares granted at grant date	252,894	232,077
Number of shares to be matched	252,894	220,204
Expected share match ratio	0.6	0.5
Fair value of shares to be matched		
at grant date in CHF per share	103.20	98.60

## Share Purchase and Option Plan (SPOP)

In 2001 the Company implemented an employee "Share Purchase and Option Plan" (SPOP). The plan allowed selected employees of the Group to acquire shares of the Company. The employees were able to buy shares at a reduced price compared to the actual share price at a specified date. The price of the shares offered was 90 to 96.5 per cent of the share price corresponding to the average closing price of one share at the SIX Swiss Exchange during the months April to June. There are no vesting conditions. The shares are restricted for a period of three years before being released to the employees.

For each share purchased under this plan, the Company granted two options to the participants. Each option entitles the participant to purchase one share of the Company at a specified price. The exercise price is 100 per cent of the share price corresponding to the average closing price of one share at the SIX Swiss Exchange during the months April to June. The options vest three years after the grant date and can be exercised during the three-year period starting on the vesting date. The options cannot be settled in cash. The options granted under this plan continue until they vest and until the exercise period for the options issued in 2012 will expire on June 30, 2018.

The fair value of the shares granted is measured at the market price of the Company's shares, adjusted to take into consideration the conditions upon which the shares will be granted, such as blocking periods. Since the SPOP was discontinued as of July 1, 2012, no shares were granted in 2013 (2012: 1,645 shares).

CHF per share	2013	2012
	not	
Fair value of shares granted at measurement date	applicable	101.90

The terms and conditions of the options granted are as follows:

Grant date	Exercise period	Number issued	Exercise price CHF	Number outstanding as of Dec. 31, 2013	Number outstanding as of Dec. 31, 2012
June 30, 2007	July 1, 2010-June 30, 2013	605,990	110.71	_	280,110
June 30, 2008	July 1, 2011-June 30, 2014	25,756	107.27	7,626	17,968
June 30, 2009	July 1, 2012-June 30, 2015	307,802	82.12	68,783	136,883
June 30, 2010	July 1, 2013-June 30, 2016	447,398	111.37	311,365	394,272
June 30, 2011	July 1, 2014-June 30, 2017	37,374	131.15	31,374	37,374
June 30, 2012	July 1, 2015-June 30, 2018	3,290	113.40	3,290	3,290
Total		1,427,610		422,438	869,897

The vesting condition is service during the three-year vesting period. The number and weighted average exercise prices of options are as follows:

	201	2013		2012	
Options	Weighted average exercise price (CHF)	Number of options	Weighted average exercise price (CHF)	Number of options	
Options outstanding as of January 1	107.31	869,897	102.18	1,283,575	
Options granted during the year	n/a	n/a	113.40	3,290	
Options cancelled during the year	114.99	-32,150	113.50	-22,163	
Options expired during the year	110.71	-268,720			
Options exercised during the year	97.38	-146,589	90.32	-394,805	
Options outstanding as of December 31	108.01	422,438	107.31	869,897	
Options exercisable as of December 31		387,774		434,961	

The weighted average life of the options outstanding at December 31, 2013, is 2.4 years (2012: 2.4 years). The options outstanding at December 31, 2013, have an exercise price in the range of CHF 82.12 to CHF 131.15 (2012: CHF 82.12 to CHF 131.15).

CHF	2013	2012
Fair value of options granted at measurement date	n/a	22.28
Share price	n/a	101.90
Exercise price	n/a	113.4
Expected volatility in per cent	n/a	33.6
Expected option life	n/a	5 years
Dividend yield in per cent	n/a	2.2
Risk-free interest rate in per cent	n/a	0.04

The expected volatility is based on the historic volatility (calculated based on the weighted average remaining life of the share options), adjusted for any expected changes to future volatility due to publicly available information. The share options are granted under a service condition. Service conditions are not taken into account in the grant date fair value measurement of the services received.

CHF million	2013	2012
Total personnel expense for employee share-based compensation plans	5	10

#### 38 BANK LIABILITIES AND OTHER INTEREST-BEARING LIABILITIES

CHF million	Dec. 31, 2013	Dec. 31, 2012
Less than 1 year	21	36
Between 1-5 years	_	_
Total	21	36

The current bank and other interest-bearing liabilities include finance lease liabilities due for payment within one year of CHF 8 million (2012: CHF 11 million). Current bank and other interest-bearing liabilities also include bank overdrafts of CHF 13 million (2012: CHF 25 million), which are included in cash and cash equivalents for the purpose of the consolidated cash flow statement.

All loans and bank overdrafts are held in the respective Group companies' own functional currencies, which mainly is in EUR 40.7 per cent (2012: 34.8 per cent), GBP 2.6 per cent (2012: 7.8 per cent) and USD 1.7 per cent (2012: 7.1 per cent) on terms of the prevailing market conditions. The majority of bank overdraft facilities are repayable upon notice or within one year of the contractual term. The applicable interest rates are at prime interest rates of the respective country.

The non-current portion of finance lease liabilities amounts to CHF 24 million (2012: CHF 32 million) and is presented separately on the face of the balance sheet.

#### 39 FINANCE LEASE OBLIGATIONS

		2013			2012	
CHF million	Payments	Interest	Present value	Payments	Interest	Present value
Less than 1 year	9	1	8	12	1	11
Between 1-5 years	21_	11	20	27	2	25
After 5 years	5	1	4	7		7
Total	35	3	32	46	3	43

#### TRADE PAYABLES/ACCRUED TRADE EXPENSES/DEFERRED INCOME 40

CHF million	Dec. 31, 2013	Dec. 31, 2012
Trade payables	1,362	1,337
Accrued trade expenses	786	801
Deferred income	150	130
Total	2,298	2,268

The majority of all trade payables is in the respective Group companies' own functional currencies, which is in EUR 46.9 per cent (2012: 48.6 per cent), USD 9.7 per cent (2012: 9.0 per cent) and GBP 10.2 per cent (2012: 9.7 per cent).

#### 41 **PROVISIONS**

The movements in provisions were as follows:

CHF million	Claim provisions <sup>1</sup>	Provision for deductible of transport liability insurance <sup>2</sup>	Others <sup>3</sup>	Total provision
Balance as of January 1, 2012	75	30	56	161
Provisions used	-108		-16	-135
Provisions reversed	12		-12	-24
Provisions made	100	7	29	136
Effect of movements in foreign exchange			_1_	-1
Balance as of December 31, 2012	55	26	56	137
of which				
<ul><li>Current portion</li></ul>	26	11_	31	68
<ul> <li>Non-current portion</li> </ul>	29	15	25	69
Total provisions	55	26	56	137
Balance as of January 1, 2013	55	26	56_	137
Provisions used	-14	_9_	-21	-44
Provisions reversed	-6		-9	-15
Provisions made	23	8	33	64
Effect of movements in foreign exchange	-1	_	_	-1
Balance as of December 31, 2013	57	25	59	141
of which				
<ul><li>Current portion</li></ul>	28	9	41	78
<ul><li>Non-current portion</li></ul>	29	16	18	63
Total provisions	57	25	59	141

<sup>1</sup> Some Group companies are involved in legal proceedings on various issues (disputes about logistics services, antitrust etc.). Some legal proceedings have been settled in the reporting period, and corresponding payments have been made. Since October 2007 various competition authorities have investigated certain antitrust allegations against international freight forwarding companies, inter alia against Kuehne + Nagel. A number of these investigations have been concluded meanwhile. The competent US court has meanwhile also confirmed the out of court settlement in a US class action lawsuit which is related to a previously settled antitrust investigation of the Department of Justice. The Group has appealed the decision of the EU Commission according to which Kuehne + Nagel had to pay a fine of CHF 65 million

<sup>(</sup>EUR 53.7 million) at the European Court of Justice in 2012. The case is still pending. (see also notes 23 and 45). 2 An additional provision for deductibles in case of transport liability has been recognised for the current year's exposure.

<sup>3</sup> Other provisions mainly consist of provisions for dilapidation costs amounting to CHF 23 million (2012: CHF 28 million) and of provisions for onerous contracts amounting to CHF 12 million (2012: CHF 14 million).

#### 42 **OTHER LIABILITIES**

CHF million	Dec. 31, 2013	Dec. 31, 2012
Personnel expenses (including social security)	456	443
Other tax liabilities	72	71
Other operating expenses	185	203
Sundry	54	67
Total	767	784

#### 43 ACQUISITION OF BUSINESSES/SUBSIDIARIES

## 2013 Acquisitions

There were no significant acquisitions of subsidiaries in 2013.

Effective January 8, 2013, the Group acquired 70 per cent of the shares of Universal Freight Services LLC, Oman, mainly specialised in seafreight and airfreight forwarding activities. The purchase price of CHF 0.6 million has been paid in cash.

# 2012 Acquisitions

The acquisition of businesses and subsidiaries, each individually immaterial, had the following effect on the Group's assets and liabilities in 2012:

CHF million	Recognised fair values
Property, plant and equipment	3
Other intangibles	9
Other non-current assets	1
Trade receivables	10
Subtotal assets	23
Trade payables	
Other current liabilities	
Non-current liabilities	
Total identifiable net assets	11
Goodwill	4
Total consideration	15
Contingent and deferred consideration	-6
Purchase price, paid in cash	9
Acquired cash and cash equivalents	
Net cash outflow	9

Effective February 2, 2012, the Group acquired Link Logistics International Pty. Ltd, an Australian freight forwarder specialised in perishables logistics. The purchase price of CHF 5.4 million includes a contingent consideration of CHF 1.8 million depending on the financial performance of the acquired business until December 2013. CHF 3.6 million has been paid in cash.

Effective July 3, 2012, the Group acquired the perishable logistics business (mainly a customer list) of Perishables International Transportation Inc., a Canadian independent freight forwarder, specialising in handling and transportation of fresh and frozen perishable goods. The purchase price of CHF 2.2 million includes a contingent consideration of CHF 0.7 million depending on the financial performance of the acquired business until June 2014. CHF 1.5 million has been paid in cash.

Effective October 1, 2012, the Group acquired the companies Flowerport Logistics B.V. and AgriAir Logistics B.V., Netherlands, both specialised in handling airfreight of perishables. The purchase price of CHF 7.0 million includes a deferred consideration of CHF 3.3 million to be paid in three instalments until October 2015. CHF 3.7 million is paid in cash.

The acquisitions (including the part of 2011 acquisitions that completes a twelve months period since the date of acquisition) contributed CHF 287 million of turnover and CHF 9 million of loss to the consolidated turnover and earnings respectively for the year 2012. If the acquisitions had occurred on January 1, 2012, the Group's turnover would have been CHF 20,790 million and consolidated earnings for the period would have been CHF 480 million.

The trade receivables comprise gross contractual amounts due of CHF 10 million, and all amounts are expected to be collectible.

Goodwill of CHF 4 million arose on these acquisitions because certain intangible assets did not meet the IFRS 3 criteria for the recognition as intangible assets at the date of acquisition. These assets mainly consist of management expertise and workforce. Other intangibles of CHF 9 million recognised on these acquisitions represent non-contractual customer lists having a useful life of one year.

The accounting for the acquisitions made in 2012 was initially determined provisionally only. No material adjustments to the values previously reported were deemed necessary after having finalised the acquisition accounting.

#### 44 **PERSONNEL**

Number	Dec. 31, 2013	Dec. 31, 2012
Europe	43,887	44,360
Americas	9,214	9,073
Asia-Pacific	6,809	6,989
Middle East, Central Asia and Africa	2,834	2,826
Total employees (unaudited)	62,744	63,248
Full-time equivalent	72,036	72,399

Employees within the Group are defined as persons with valid employment contracts as of December 31, on payroll of the Group.

Full-time equivalent as disclosed in the table above, is defined as all persons working for the Kuehne + Nagel Group including part-time (monthly, weekly, daily or hourly) working persons with or without permanent contract of which all expenses are recorded in the personnel expenses. Pro rata temporis employment, has been recalculated into the number of full-year employees.

#### 45 **CONTINGENT LIABILITIES**

As of year-end the following contingent liabilities existed:

CHF million	Dec. 31, 2013	Dec. 31, 2012
Guarantees in favour of customers and others	21	8
Contingency under unrecorded claims	3	_ 1
Total	24	9

Some Group companies are defendants in various legal proceedings. Based on respective legal advice, the management is of the opinion that the outcome of those proceedings will have no effect on the financial situation of the Group beyond the existing provision for pending claims (refer to note 41) of CHF 57 million (2012: CHF 55 million).

Antitrust cases in various jurisdictions, amongst them proceedings in Brazil, New Zealand, France and Austria, are still ongoing. It is currently not possible to reliably estimate a potential financial impact of these cases. Consequently, no provision or quantification of the contingent liability for these cases was made in the Consolidated Financial Statements 2013.

#### 46 OTHER FINANCIAL COMMITMENTS

The Group operates a number of warehouse facilities under operating lease contracts. The lease contracts run for a fixed period and none of the lease contracts includes contingent rentals.

As of year-end the following financial commitments existed in respect of non-cancellable long-term operating leases and rental contracts:

### As of December 31, 2013

CHF million	Properties and buildings	Operating and office equipment	Total
2014	351	84	435
2015-2018	665	116_	781
Later	249	1	250
Total	1,265	201	1,466

### As of December 31, 2012

CHF million	Properties and buildings	Operating and office equipment	Total
2013	334	80	414
2014-2017	618	119	737
Later	241	3	244
Total	1,193	202	1,395

The expense for operating leases recognised in the income statement amounts to CHF 579 million (2012: CHF 585 million).

## **CAPITAL COMMITMENTS**

As of year-end the following capital commitments existed in respect of non-cancellable purchase contracts.

CHF million	Dec. 31, 2013	Dec. 31, 2012
Australia	19	
Great Britain		1
Italy	1	
New Zealand		2
Total	20	3

#### 48 RISK MANAGEMENT, OBJECTIVES AND POLICIES

## Group risk management

Risk management is a fundamental element of the Group's business practice on all levels and is embedded into the business planning and controlling processes of the Group. Material risks are monitored and regularly discussed with the Risk and Compliance Committee and the Audit Committee of the Board of Directors.

The Risk and Compliance Committee led by the CEO comprising the members of the Management Board and heads of central Internal Audit, Legal and Compliance departments, monitor the risk profile of the Group, and the development of essential internal controls to mitigate these risks.

In accordance with Article 663b of the Swiss Code of Obligations, the Group carries out an annual risk assessment. In conformity with the Swiss Code of Best Practice for Corporate Governance, the Group's risk management system covers both financial and operational risks.

A risk is defined as the possibility of an adverse event which has a negative impact on the achievement of the Group's objectives.

## Risk management as an integral part of the Internal Control System

Risk management is incorporated within the Internal Control System (ICS). Preventive, risk-mitigating measures to control risks are proactively taken at different levels and are an integral part of management responsibility.

### Risk assessment in 2013

An independent risk assessment procedure was adopted for operational risks. Regional Management was interviewed with reference to a risk assessment overview. Strategic risks and the countermeasures were discussed with Management Board members. Within the framework of the corporate governance process, the updated risk assessment was then presented to the Audit Committee of the Board of Directors. Financial risks analysis and assessment was carried out by the finance and accounting department.

The following risk areas have been identified amongst others and mitigating actions are implemented as follows:

- Financial risks such as development of interest rates, credit and financial markets and currency risks, which are all constantly monitored and controlled by the finance and accounting department.
- The continuing challenges of the global economic development as well as the uncertainties in the financial markets are of essential importance from the risk-policy point of view. These are managed by appropriate risk diversification and avoidance of regional and industry clustering.
- Risks related to the IT network availability, IT data and security are managed by the permanent monitoring of systems, redundant infrastructure as well as interlinked data centers with back-up structures and business continuity plans.
- Organised crime and terrorism, and also an increase of regulations, growing complexity and customer expectations have led to rising security requirements and risks; such risks and requirements are considered in the planning of supply chain solutions and worldwide operation.
- Legal and compliance risks such as fraud, intentional and unintentional violations of the law or compliance to export regulations are counteracted by comprehensive staff training and the worldwide network of compliance officers at regional and national levels.

Reputation and image risks with respect to communication with capital markets as well as in connection with compliance-related issues, are taken into consideration by a centralised approach towards corporate communications.

## Organisation of risk management

A continuous dialogue between the Management Board, Risk Management and the Audit Committee is maintained in order to assure the Group's effectiveness in this area. The risk management system is governed by the Risk Assessment Guideline defining the structure and the process of risk assessments. The risk cataloque is reviewed regularly and critical analysis ensures a continuous development of the risk management system.

## Summarised assessment of the risk situation

In the 2013 business year no significant risks were identified that would have the potential to substantially negatively impact the Group and its future development.

The most material risk remains the uncertainty of the global economic development and the financial markets, thus being in the constant focus of management.

### Financial risk management

The Group is exposed to various financial risks arising from its underlying operations and finance activities. The Group is primarily exposed to market risk (i.e. interest rate and currency risk) and to credit and liquidity risk.

Financial risk management within the Group is governed by policies and guidelines approved by the senior management. These policies and quidelines cover interest rate risk, currency risk, credit risk and liquidity risk. Group policies and guidelines also cover areas such as cash management, investment of excess funds and the raising of short and long-term debt. Compliance with the policies and guidelines is managed by segregated functions within the Group. The objective of financial risk management is to contain, where deemed appropriate, exposures to the various types of financial risks mentioned above in order to limit any negative impact on the Group's results and financial position.

In accordance with its financial risk policies, the Group manages its market risk exposures by using financial instruments when deemed appropriate. It is the Group's policy and practice neither to enter into derivative transactions for trading or speculative purposes, nor for any purpose unrelated to the underlying business.

## Market risk

Market risk is the risk that market prices change due to interest rates and foreign exchange rates risk affecting the Group's income or the value of its financial instruments.

### Interest rate risk

Interest rate risk arises from movements in interest rates which could have effects on the Group's net income or financial position. Changes in interest rates may cause variations in interest income and expenses resulting from interest-bearing assets and liabilities. Interest rate risk is the risk that the fair value or the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Loans and investments at variable interest rates expose the Group to cash flow interest rate risk. Loans and investment at fixed interest rates expose the Group to fair value interest rate risk in case they are measured at fair value.

### Exposure

The Group's exposure to interest rate risk relates primarily to the Group's bank loans and finance lease liabilities and to the Group's investments of its excess funds. The Group's exposure to changes in interest rates is limited due to the short-term nature of investments of excess funds and borrowings. The Group does not use derivative financial instruments to hedge its interest rate risk in respect of investments of excess funds or loans.

### Profile

At the reporting date, the interest profile of the Group's interest-bearing financial assets and liabilities was as follows:

## Fair value sensitivity analysis – fixed rate instruments

As of December 31, 2013 and 2012, the Group does not hold significant investments in fixed rate instruments. A change of 100 basis points in interest rates would not have increased or decreased profit or loss significantly.

## Cash flow sensitivity analysis - variable rate instruments

A change of 100 basis points in interest rates on December 31, 2013, would have increased or decreased profit or loss by CHF 12 million (2012: CHF 10 million) due to changed interest payments on variable rate interest-bearing liabilities and assets. The analysis assumes that all other variables, in particular foreign exchange rates, remain constant.

	Carry	Carrying amount		
CHF million	2013	2012		
Variable rate instruments				
Cash and cash equivalents	1,253	1,081		
Current bank and other interest-bearing liabilities	-21	36		
Non-current finance lease obligations	-24	-32		
Total	1,208	1,013		

### Currency risk

Currency risk is the risk that the fair value or the future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

## Exposure

The Group operates on a worldwide basis and, as a result, is exposed to movements in foreign currency exchange rates of mainly EUR, USD and GBP on sales, purchases, investments in debt securities and borrowings that are denominated in a currency other than the respective functional currencies of the Group entities. Monthly intercompany payments are conducted through a Group clearing system in EUR and USD which facilitates monitoring and control of the group-wide foreign exchange rate exposures.

Derivative financial instruments (foreign exchange contracts) are, to a limited extent, in use to hedge the foreign exchange exposure on outstanding balances in the Group's internal clearing system centralised at the head office. Given that the Group's hedging activities are limited to hedges of recognised foreign currency monetary items, hedge accounting under IAS 39 is not applied. As of the 2013 and 2012 year-end there were no material derivative instruments outstanding. Investments in foreign subsidiaries are not hedged as those currency positions are considered to be long-term in nature.

The Group's exposure to foreign currency risk was as follows as of year-end:

		2013			2012	
CHF million	EUR	USD	GBP	EUR	USD	GBP
Cash and cash equivalents	117	90	1	121	75	1
Trade receivables	34	228	1	33	288	2
Interest-bearing liabilities	. <u> </u>					
Trade payables	-32					
Gross balance						
sheet exposure	119	238	1	127_	280	2

The majority of all trade related billings and payments as well as all payments of interest-bearing liabilities are made in the respective functional currencies of the Group entities.

## Sensitivity analysis

A 10 per cent strengthening of the CHF against the following currencies on December 31, would have reduced profit by the amounts shown below. A 10 per cent weakening of the CHF against the following currencies on December 31, would have had the equal but opposite effect on the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant.

### 2013

CHF million	1 CHF/EUR	1 CHF/USD	1 GBP/EUR	1 GBP/USD	1 USD/EUR
Reasonably possible change +/-					
in per cent	10.0	10.0	10.0	10.0	10.0
Negative effect on P/L	-11.9	-23.8	-8.1	-16.2	-13.4
Positive effect on P/L	11.9	23.8	8.1	16.2	13.4

The impact on the profit or loss is mainly a result of foreign exchange gains or losses arising from translation of trade receivables, trade payables and cash and cash equivalents in foreign currencies. Significant fluctuations of foreign currency exchange rates would not result in an impact on other comprehensive income as the Group does not have any securities classified as available for sale or applies cash flow hedge accounting.

### 2012

CHF million	1 CHF/EUR	1 CHF/USD	1 GBP/EUR	1 GBP/USD	1 USD/EUR
Reasonably possible change +/-					
in per cent	10.0	10.0	10.0	10.0	10.0
Negative effect on P/L		-28.0	-8.6	-19.0	-13.9
Positive effect on P/L	12.7	28.0	8.6	19.0	13.9

## Foreign currency exchange rates applied

The major foreign currency exchange rates applied during the year are as explained in note 5 (principles of consolidation).

### Credit risk

Credit risk arises from the possibility that the counterparty to a transaction may be unable or unwilling to meet its obligations, causing a financial loss to the Group. Credit risk arises primarily from the Group's trade receivables.

### Exposure

At the balance sheet date, the maximum exposure to credit risk from financial assets without taking into account any collateral held or other credit enhancements was:

CHF million	2013	2012
Trade receivables	2,426	2,428
Other receivables	60	83
Cash and cash equivalents	1,253	1,081
Total	3,739	3,592

### Trade receivables

Trade receivables are subject to a policy of active risk management which focusses on the assessment of country risk, credit availability, ongoing credit evaluation, and account monitoring procedures. There are no significant concentrations of credit risk due to the Group's large number of customers and their wide geographical spread. For a large part of credit exposures in critical countries, the Group has obtained credit insurance from first-class insurance companies (for further details refer to note 31).

The maximum exposure to credit risk for trade receivables at the reporting date by geographical area was:

CHF million	2013	2012
Europe	1,474	1,467
Americas	548	527
<u>Asia-Pacific</u>	224	232
Middle East, Central Asia & Africa	180	202
Total	2,426	2,428

It is considered that the credit insurance is sufficient to cover potential credit risk concentrations (for additional information refer to note 31).

## Investments of excess funds

The Group considers its credit risk to be minimal in respect of investments made of excess funds invested in short-term deposits (with a maturity of less than three months) and in debt securities with first-class financial institutions and countries with the close coordination and management of Centralised Corporate Treasury function. The Group does not invest in equity securities.

## Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulties to meet obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. Group companies require sufficient availability of cash to meet their obligations. Individual companies are generally responsible for their own cash management, including the short-term investment of cash surplus and the raising of loans to cover cash deficits subject to guidance by the Group and, in certain cases, to approval at Group level. The Group maintains sufficient reserves of cash to meet its liquidity requirements at all times.

The following are the contractual maturities of financial liabilities (undiscounted), including interest payments and excluding the impact of netting agreements:

•		

CHF million	Carrying amounts	Contractual cash flow	Up to 6 months	6-12 months	Over 1 year
Bank and other interest-bearing					
liabilities	21	23	18	5	
Trade payables	1,362	1,362	1,362	<u> </u>	_
Accrued trade expenses	786	786	786		-
Other liabilities	231	231	231		-
Finance lease obligations					
(non-current)	24	26			26
Total	2,424	2,428	2,397	5	26

# 2012

CHF million	Carrying amounts	Contractual cash flow	Up to 6 months	6-12 months	Over 1 year
Bank and other interest-bearing					
liabilities	36	39	33	6	
Trade payables	1,337	1,337	1,337		
Accrued trade expenses	801	801	801		
Other liabilities	262	262	236	26	=
Finance lease obligations (non-current)	32	34			34
Total	2,468	2,473	2,407	32	34

It is not expected that the cash flow included in the above maturity analysis could occur at significantly different points in time or at significantly different amounts.

### FAIR VALUE OF FINANCIAL ASSETS AND LIABILITIES

The fair values of financial assets and liabilities carried at amortised cost are approximately equal to the carrying amounts.

Cash and cash equivalents with a carrying amount of CHF 1,255 million (2012: CHF 1,083 million) as well as financial assets with a carrying amount of CHF 2,486 million (2012: CHF 2,511 million) classified as loans and receivables carried at amortised cost, are all classified as current assets.

The Group has financial liabilities with a carrying amount of CHF 2,424 million (2012: CHF 2,468 million) carried at amortised cost. The majority of these financial liabilities are current liabilities. At year-end 2013 and 2012 there were no non-current fixed rate interest-bearing loans and other liabilities.

As of December 31, 2013 and 2012, the Group holds no debt instruments designated as financial assets at fair value through profit or loss and no significant derivative instruments.

The Group's financial instruments measured at fair value have been categorised into below mentioned levels, reflecting the significance of inputs used in estimating fair values:

- Level 1: Quoted prices (unadjusted) in active markets for identical instruments.
- Level 2: Input other than quoted prices included within Level 1 that are observable for the instrument, either directly or indirectly,
- Level 3: Valuation techniques using significant unobservable inputs.

The fair value of the derivative instruments (forward foreign exchange contracts) is determined based on current and available market data. Pricing models commonly used in the market are used, taking into account relevant parameters such as forward rates, spot rates, discount rates, yield curves and volatility.

## **RELATED PARTIES AND TRANSACTIONS**

The Group has a related party relationship with its subsidiaries, joint ventures and with its Board of Directors and Management Board.

## **Subsidiaries and Joint Ventures**

The Group's operations involve operating activities between the parent company and its subsidiaries and between the subsidiaries themselves due to the nature of business. Overheads are to a certain extent also charged to the subsidiaries based on their use of services provided. All these transactions are eliminated upon consolidation. There were no significant transactions between the Group and its joint ventures and other related parties.

Transactions with related parties are conducted at arm's length.

## **Board of Directors and Management Board**

The total compensation and remuneration paid to and accrued for the members of the Board of Directors and the Management Board of Kuehne + Nagel International AG, Schindellegi, Switzerland, amounted to:

- Board of Directors: CHF 5.9 million (2012: CHF 4.7 million)
- Management Board: CHF 14.5 million (2012: CHF 11.3 million)

As of December 31, 2013, no loans or any other commitments were outstanding towards members neither of the Board of Directors nor of the Management Board. Members of the Board of Directors and the Management Board control 53.6 per cent (2012: 53.7 per cent) of the voting shares of the Company.

The following compensation and remuneration has been paid to and accrued for the Board of Directors and the Management Board:

	Management Board		Board of Directors	
CHF million	2013	2012	2013	2012
Wages, salaries and other short-term employee benefits	11.7	10.1	4.9	4.3
Post-employment benefits	0.5	0.4	0.2	0.2
Share-based compensation	2.3	0.8	0.8	0.2
Total compensation	14.5	11.3	5.9	4.7

Refer to pages 152 to 157; note 12 of the Financial Statements of Kuehne + Nagel International AG for disclosure requirements according to the Swiss law (Article 663b/c CO). For other related parties refer to note 35 outlining the shareholder's structure, and pages 78 to 85 listing the Group's significant subsidiaries and joint ventures.

## **ACCOUNTING ESTIMATES AND JUDGMENTS**

The management has carefully considered the development, selection and disclosure of the Group's critical accounting policies and estimates as well as the application of these policies and estimates.

## Acquisition accounting

Intangible assets acquired in a business combination are required to be recognised separately from goodwill and amortised over their useful life if they are subject to contractual or legal rights or are separately transferable. The Group has separately recognised customer lists and customer contracts based on contractual agreements in acquisitions made (see note 28).

### Carrying amount of goodwill, other intangibles and property, plant and equipment

The group tests its goodwill with a total carrying amount of CHF 688 million (2012: CHF 694 million) for impairment every year as disclosed in note 12. No impairment loss on goodwill was recognised in 2013 and 2012. The Group also assesses annually whether there is any indication that other intangible assets or property, plant and equipment may be impaired. In such a case, the assets are tested for impairment. An impairment loss on other intangible assets of CHF 1 million was recognised in 2013 (2012: CHF 2 million). The carrying amount of other intangibles is CHF 89 million (2012: CHF 141 million), and of property, plant and equipment CHF 1,151 million (2012: CHF 1,134 million).

Impairment tests are based on value-in-use calculations, which involve a variety of assumptions such as estimates of future cash inflows and outflows and choice of a discount rate. Actual cash flows might, for example, differ significantly from management's current best estimate. Changes in market environment, evolution of technologies, etc. might have an impact on future cash flows and result in recognition of impairment losses.

### Defined benefit pension plans

The Group has recognised a liability for defined benefit pension plans in the amount of CHF 304 million (2012: CHF 320 million). A number of assumptions are made in order to calculate the liability, including discount rate and future salary increases. A relatively minor change in any of these assumptions can have a significant impact on the carrying amount of the defined benefit obligation.

#### Share-based compensation plans

Judgment and estimates are required when determining the expected share match ratio. The variance between estimated and actual share match ratio might have an impact on the amount recognised as personnel expense (see note 37 for more information).

#### Accrued trade expenses and deferred income

Freight forwarding transactions which are completed and for which the costs are not fully received, are accrued for expected costs based on best estimate. For transactions which are not complete on account of pending service at cut-off date or transactions for which revenue is earned and relevant costs can not be estimated, the related revenue is deferred. The Group management's judgment is involved in the estimate of costs and deferral of revenue and their completeness.

#### Income tax

Judgement and estimates are required when determining deferred as well as current tax assets and liabilities. The management believes that its estimates, based on, for example, interpretation of tax laws, are reasonable. Changes in tax laws and rates, interpretations of tax laws, earnings before tax, taxable profit etc. might have an impact on the amounts recognised as tax assets and liabilities.

The Group has recognised a net deferred tax asset of CHF 36 million (2012: Net deferred tax asset of CHF 44 million). Furthermore, the Group has unrecognised deferred tax assets relating to unused tax losses of CHF 48 million (2012: CHF 44 million). Based on estimates of the probability of realising these tax benefits, available taxable temporary differences, periods of reversals of such differences etc., the management does not believe that the criteria to recognise deferred tax assets are met (see note 25).

#### Provisions and contingent liabilities

The Group has recognised provisions for an amount of CHF 141 million (2012: CHF 137 million) related to legal claims and other exposures in the freight forwarding and logistics operations (see note 41). The provisions represent the best estimate of the risks, but the final amount required is subject to uncertainty.

#### 52 POST BALANCE SHEET EVENTS

There have been no material events between December 31, 2013, and the date of authorisation of the Consolidated Financial Statements that would require adjustments of the Consolidated Financial Statements or disclosure.

## RESOLUTION OF THE BOARD OF DIRECTORS

The Consolidated Financial Statements of the Group were authorised for issue by the Board of Directors on February 28, 2014. A resolution to approve the Consolidated Financial Statements will be proposed at the Annual General Meeting on May 6, 2014.

As statutory auditor, we have audited the accompanying consolidated financial statements of Kuehne + Nagel International AG, which comprise the income statement, statement of comprehensive income, balance sheet, statement of changes in equity, cash flow statement and notes to the consolidated financial statements on the pages 4 to 75 for the year ended December 31, 2013.

#### Board of Directors' Responsibility

The board of directors is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with International Financial Reporting Standards (IFRS) and the requirements of Swiss law. This responsibility includes designing, implementing and maintaining an internal control system relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error. The Board of Directors is further responsible for selecting and applying appropriate accounting policies and making accounting estimates that are reasonable in the circumstances.

#### Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with Swiss law and Swiss Auditing Standards as well as International Standards on Auditing. Those standards require that we plan and perform the audit to obtain reasonable assurance whether the consolidated financial statements are free from material misstatement.

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

as evaluating the overall presentation of the consolidated financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

#### Opinion

In our opinion, the consolidated financial statements for the year ended December 31, 2013, give a true and fair view of the financial position, the results of operations and the cash flows in accordance with International Financial Reporting Standards (IFRS) and comply with Swiss law.

#### Other matter

The consolidated financial statements of Kuehne + Nagel International AG for the year ended December 31, 2012, were audited by another auditor who expressed an unmodified opinion on those statements on March 1, 2013.

#### **Report on Other Legal Requirements**

We confirm that we meet the legal requirements on licensing according to the Auditor Oversight Act (AOA) and independence (article 728 CO and article 11 AOA) and that there are no circumstances incompatible with our independence.

In accordance with article 728a paragraph 1 item 3 CO and Swiss Auditing Standard 890, we confirm that an internal control system exists, which has been designed for the preparation of consolidated financial statements according to the instructions of the Board of Directors.

We recommend that the consolidated financial statements submitted to you be approved.

#### **Ernst & Young Ltd**

Alessandro Miolo Licensed Audit Expert (Auditor in Charge)

Christian Krämer Licensed Audit Expert

Zurich, February 28, 2014

## Holding and Management Companies

Country	Name of the company	Location	Currency	Share capital (in 1,000)	KN voting share (in per cent)
Switzerland	Kuehne + Nagel International AG	Schindellegi	CHF	120,000	100
	Kuehne + Nagel Management AG	Schindellegi	CHF	1,000	100
	Kuehne + Nagel Liegenschaften AG	Schindellegi	CHF	500	100
	Nacora Holding AG	Schindellegi	CHF	500	100
	Nacora Agencies AG	Schindellegi	CHF	400	100
	Kuehne + Nagel Real Estate Holding AG	Schindellegi	CHF	100	100

# **Operating Companies**

**Western Europe** 

Name of the company	Location	Currency	Share capital (in 1,000)	KN voting share (in per cent)
Kuehne + Nagel NV	Antwerp	EUR	6,338	100
Kuehne + Nagel Logistics NV	Geel	EUR	5,206	100
Nacora Insurance Brokers NV	Brussels	EUR	155	100
Logistics Kontich BVBA	Antwerp	EUR	50	100
Logistics Nivelles SA	Nivelles	EUR	1,521	100
Kuehne + Nagel A/S	Copenhagen	DKK	5,200	100
Kuehne + Nagel Holding Denmark A/S	Copenhagen	DKK	750	100
Oy Kuehne + Nagel Ltd	Helsinki	EUR	200	100
Kuehne + Nagel SAS	Ferrières	EUR	17,380	100
Kuehne + Nagel France Immobilier SCI	Ferrières	EUR	4	100
Kuehne + Nagel Parts SAS	Trappes	EUR	87_	100
Kuehne + Nagel DSIA SAS	Nantes	EUR	360	100
Kuehne + Nagel Management SAS	Ferrières	EUR_	570	100
Nacora Courtage d'Assurances SAS	Paris	EUR_	40_	100
Kuehne + Nagel Aerospace &	Ferrières	FUR	37	100
_ <del> </del>				100
				100
_ ·	Villefranche	EUR	8	100
Almeca SNC	Villefranche	EUR	32	100
	Ferrières	EUR		100
	Le Meux	EUR	91	100
Kuehne + Nagel Logistique SASU	Bresles	EUR	37	100
Kuehne + Nagel Solutions	Saint Vulbas	EUR	10	100
	Kuehne + Nagel NV  Kuehne + Nagel Logistics NV  Nacora Insurance Brokers NV  Logistics Kontich BVBA  Logistics Nivelles SA  Kuehne + Nagel A/S  Kuehne + Nagel Holding Denmark A/S  Oy Kuehne + Nagel Ltd  Kuehne + Nagel SAS  Kuehne + Nagel France Immobilier SCI  Kuehne + Nagel Parts SAS  Kuehne + Nagel Parts SAS  Kuehne + Nagel Management SAS  Nacora Courtage d'Assurances SAS  Kuehne + Nagel Aerospace &  Industry SAS  Logistique Distribution Gasocogne SAS  Kuehne + Nagel Road SAS  I.M. Alloin SARL  Almeca SNC  Kuehne + Nagel Participations Sarl  K Logistics Sarl  Kuehne + Nagel Logistique SASU	Kuehne + Nagel NV  Kuehne + Nagel Logistics NV  Geel  Nacora Insurance Brokers NV  Logistics Kontich BVBA  Logistics Nivelles SA  Kuehne + Nagel A/S  Kuehne + Nagel Holding Denmark A/S  Oy Kuehne + Nagel Ltd  Kuehne + Nagel SAS  Kuehne + Nagel France Immobilier SCI  Kuehne + Nagel Parts SAS  Kuehne + Nagel DSIA SAS  Kuehne + Nagel Management SAS  Kuehne + Nagel Management SAS  Kuehne + Nagel Aerospace &  Industry SAS  Logistique Distribution Gasocogne SAS  Kuehne + Nagel Road SAS  Villefranche  I.M. Alloin SARL  Almeca SNC  Kuehne + Nagel Participations Sarl  Kuehne + Nagel Participations Sarl  Kuehne + Nagel Logistique SASU  Bresles	Kuehne + Nagel NV Kuehne + Nagel Logistics NV Geel EUR Nacora Insurance Brokers NV Brussels EUR Logistics Kontich BVBA Antwerp EUR Logistics Nivelles SA Nivelles Kuehne + Nagel A/S Copenhagen DKK Kuehne + Nagel Holding Denmark A/S Oy Kuehne + Nagel Ltd Kuehne + Nagel SAS Ferrières EUR Kuehne + Nagel France Immobilier SCI Kuehne + Nagel Parts SAS Trappes EUR Kuehne + Nagel DSIA SAS Nantes EUR Kuehne + Nagel Management SAS Ferrières EUR Kuehne + Nagel Management SAS Ferrières EUR Kuehne + Nagel Aerospace & Industry SAS Logistique Distribution Gasocogne SAS Ferrières EUR Kuehne + Nagel Road SAS Villefranche Logistique Distribution Gasocogne SAS Ferrières EUR Kuehne + Nagel Road SAS Villefranche EUR Kuehne + Nagel Participations Sarl Ferrières EUR Kuehne + Nagel Participations Sarl Ferrières EUR Kuehne + Nagel Participations Sarl Ferrières EUR Kuehne + Nagel Logistique SASU Bresles EUR	Kuehne + Nagel NVAntwerpEUR6,338Kuehne + Nagel Logistics NVGeelEUR5,206Nacora Insurance Brokers NVBrusselsEUR155Logistics Kontich BVBAAntwerpEUR50Logistics Nivelles SANivellesEUR1,521Kuehne + Nagel A/SCopenhagenDKK5,200Kuehne + Nagel Holding Denmark A/SCopenhagenDKK750Oy Kuehne + Nagel LtdHelsinkiEUR200Kuehne + Nagel SASFerrièresEUR17,380Kuehne + Nagel France Immobilier SCIFerrièresEUR4Kuehne + Nagel Parts SASTrappesEUR87Kuehne + Nagel Management SASFerrièresEUR360Kuehne + Nagel Management SASFerrièresEUR40Kuehne + Nagel Aerospace & Industry SASFerrièresEUR37Logistique Distribution Gasocogne SASFerrièresEUR37Logistique Distribution Gasocogne SASFerrièresEUR37Kuehne + Nagel Road SASVillefrancheEUR4,000I.M. Alloin SARLVillefrancheEUR8Almeca SNCVillefrancheEUR32Kuehne + Nagel Participations SarlFerrièresEUR203,630K Logistics SarlLe MeuxEUR91Kuehne + Nagel Logistique SASUBreslesEUR37

Country	Name of the company	Location	Currency	Share capital (in 1,000)	KN voting share (in per cent)
Germany	Kuehne + Nagel (AG & Co.) KG	Bremen	EUR	15,000	100
	KN Airlift GmbH	Frankfurt	EUR	256	100
	Stute Logistics (AG & Co.) KG	Bremen	EUR	1,023	100
	CS Parts Logistics GmbH	Bremen	EUR	426	50
	Kuehne + Nagel Euroshipping GmbH	Regensburg	EUR	256	51
	Pact GmbH	Hamburg	EUR	50	100
	SPS Zweite Vermögensverwaltungs GmbH	Hamburg	EUR	25	90
	Cargopack Verpackungsgesellschaft für				
	Industriegüter mbH	Bremen	EUR	307	100
	Aircraft Production Logistics GmbH	Hamburg	EUR	25	100
	Kuehne + Nagel Beteiligungs-AG	Bremen	EUR	10,277	100
	Nacora Versicherungsmakler GmbH	Hamburg	EUR	79_	100
	Gustav. F. Huebener GmbH	Hamburg	EUR	31	100
	Kuehne + Nagel Logistics				
	Langenau GmbH	Langenau	EUR	25	100
	Carl Drude GmbH & Co. KG	Hauneck	EUR	250	100
	Gebr. Mönkemöller				
	Speditionsgesellschaft mbH	Bielefeld	EUR	300	100
United	Kuehne + Nagel (UK) Limited	Uxbridge	EUR	8,000	100
Kingdom	Kuehne + Nagel Limited	Uxbridge	GBP	8,867	100
	Nacora Insurance Brokers Limited	Uxbridge	GBP	150	100
	Kuehne + Nagel Drinks	Milton			
	Logistics Limited	Keynes	GBP	_	100
	*Kuehne + Nagel Drinkflow	Milton			
	Logistics Limited	Keynes	GBP	877	50
	*Kuehne + Nagel Drinkflow Logistics	Milton			
	Holdings Limited	Keynes	GBP	6,123	50
Ireland	Kuehne & Nagel (Ireland) Limited	Dublin	EUR	500	100
Italy	Kuehne + Nagel Srl	Milan	EUR	4,589	100
	Nacora Srl	Milan_	EUR	104	70
Luxembourg	Kuehne + Nagel S.a.r.l.	Contern	EUR	5,750	100
	Kuehne und Nagel AG	Contern	EUR	31	100
	Kuehne + Nagel Investments S.a.r.l.	Contern	EUR	200	100
	Nacora (Luxembourg) S.a.r.l.	Contern	EUR	50	100
Malta	Kuehne + Nagel Limited	Hamrun	EUR	14_	100
Morocco	Kuehne + Nagel SAS	Casablanca	MAD	300	100
The	Kuehne + Nagel N.V.	Rotterdam	EUR	3,325	100
Netherlands	Kuehne + Nagel Investments B.V.	Rotterdam	EUR	50	100
	Nacora Assurantiekantoor B.V.	Rotterdam	EUR	45	100
	Kuehne + Nagel Logistics B.V.	Veghel	EUR	63	100
	Kuehne + Nagel Transport B.V.	Schiphol	EUR	18	100

**Western Europe** 

western Eu	Tope				
Country	Name of the company	Location	Currency	Share capital (in 1,000)	KN voting share (in per cent)
Norway	Kuehne + Nagel AS	Oslo	NOK	3,100	100
Portugal	Kuehne + Nagel Lda	Porto	EUR	165	100
Spain	Kuehne & Nagel S.A.U.	Madrid	EUR	60	100
	Kuehne Nagel Investments S.L.U.	Madrid	EUR	3	100
	Nacora Correduria de Seguros S.A	Madrid	EUR	150	100
Sweden	Kuehne & Nagel AB	Stockholm	SEK	500	100
	Kuehne & Nagel Investment AB	Stockholm	EUR	112	100
	Nacora International Insurance Brokers AB	Stockholm	SEK	100	100
Switzerland	Kuehne + Nagel AG	Opfikon	CHF	3,000	100
	Nacora Insurance Brokers AG	Opfikon	CHF	100	100

**Eastern Europe** 

Country	Name of the company	Location	Currency	Share capital (in 1,000)	KN voting share (in per cent)
Albania	Transalbania Sh.p.k	Tirana	ALL	41,725	51
Austria	Kuehne + Nagel Eastern Europe AG	Vienna	EUR	1,090	100
	Kuehne + Nagel GmbH	Vienna	EUR	1,820	100
	Nacora Insurance Brokers GmbH	Vienna	EUR	35	100
Belarus	Kuehne + Nagel FPE	Minsk	BYR	286,000	100
Bosnia and					
Herzegovina	Kuehne + Nagel doo	Sarajevo	BAM	95	100
Bulgaria	Kuehne + Nagel EOOD	Sofia_	BGN	365	100
Croatia	Kuehne + Nagel d.o.o.	Zagreb_	HRK	4,300	100
Cyprus	Nakufreight Limited	Nicosia_	EUR	17	100
Czech					
Republic	Kuehne + Nagel spol. s r.o.	Prague	CZK	21,000	100
Estonia	Kuehne + Nagel AS	Tallinn	EUR	26	100
Greece	Kuehne + Nagel AE	Athens	EUR	6,648	100
	Arion SA	Athens	EUR	411_	100
	Nacora Brokins International AE	Athens	EUR	60	60
	*Sindos Railcontainer Services AE	Thessaloniki	EUR	3,038	50

Country	Name of the company	Location	Currency	Share capital (in 1,000)	KN voting share (in per cent)
Hungary	Kuehne + Nagel Kft	Budapest	HUF	134,600	100
Latvia	Kuehne + Nagel SIA	Riga	LVL	100	100
Lithuania	Kuehne & Nagel UAB	Vilnius	LTL	800	100
Macedonia	Kuehne + Nagel d.o.o.e.l.	Skopje	MKD	8,232	100
Poland	Kuehne + Nagel Poland sp.z o.o.	Poznan	PLN	104,416	100
Romania	Kuehne + Nagel SRL	Bucharest	RON	2,543	100
Russia	000 Kuehne + Nagel	Moscow	RUR	1,228,036	100
	OOO Kuehne & Nagel Sakhalin	Sakhalin	RUR	500	100
	OOO Nakutrans	Moscow	RUR	278	100
Serbia	Kuehne + Nagel d.o.o.	Belgrade	RSD	3,039	100
Slovakia	Kuehne + Nagel s r.o.	Bratislava	EUR	470_	100
Slovenia	Kuehne + Nagel d.o.o.	Ljubljana	EUR	10	100
Ukraine	Kuehne + Nagel Ltd.	Kiev	UAH	30,903	100

## **North America**

Country	Name of the company	Location	Currency	Share capital (in 1,000)	KN voting share (in per cent)
Bermuda	Kuehne + Nagel Ltd.	Hamilton	EUR	12	100
Canada	Kuehne + Nagel Ltd.	Toronto	CAD	2,910	100
	Nacora Insurance Brokers Ltd.	Toronto	CAD		100
	Kuehne + Nagel Real Estate Ltd.	Toronto	CAD		100
	Kuehne + Nagel Services Ltd.	Vancouver	USD		100
Mexico	Kuehne + Nagel S.A. de C.V.	México' D.F.	MXN	24,447	100
	Kuehne + Nagel Servicios				
	Administrativos S.A. de C.V.	México' D.F.	MXN	50_	100
	Agente de Seguros S.A. de C.V.	México' D.F.	MXN	50_	100
USA	Kuehne + Nagel Investment Inc.	Jersey City	USD	1,400	100
	Kuehne + Nagel Inc.	Jersey City	USD	1,861	100
	Nacora Insurance Brokers Inc.	Jersey City	USD	25	100
	Kuehne + Nagel Special Logistics Inc.	Dulles	USD	30	100
	Kuehne + Nagel Real Estate USA Inc.	Jersey City	USD		100

South Ame	rica				
Country	Name of the company	Location	Currency	Share capital (in 1,000)	KN voting share (in per cent)
		Buenos			
Argentina	Kuehne + Nagel S.A.	Aires	ARS	3,208	100
		Buenos			
	Nacora S.A.	Aires	ARS	20	100
	Kuehne + Nagel Logistics				
Barbados	Services Limited	Bridgetown	BBD	195	100
Bolivia	Kuehne + Nagel Ltda.	Santa Cruz	BOB	260	100
Brazil	Kuehne + Nagel Serviços Logisticos Ltda.	Sao Paulo	BRL	143,629	100
	Nacora Corretagens de Seguros Ltda.	Sao Paulo	BRL	1,094	100
	Transeich Armazens Gerais S.A.	Porto Alegre	BRL	2,479	100
	Transeich Assessoria e Transportes S.A.	Porto Alegre	BRL	17,918	100
Chile	Kuehne + Nagel Ltda.	Santiago	CLP	575,000	100
Colombia	Kuehne + Nagel S.A.S.	Bogotá	СОР	5,184,600	100
	Agencia De Aduanas				
	KN Colombia S.A.S. Nivel 2	Bogotá	СОР	595,000	100
	Nacora Ltda. Agencia de Seguros	Bogotá	СОР	20,000	100
Costa Rica	Kuehne + Nagel S.A.	San Jose	CRC		100
Cuba	Kuehne Nagel Logistic Services S.A.	Havana	CUC		100
Ecuador	Kuehne + Nagel S. A.	Quito	USD	7	100
	Kuehne + Nagel	San			
El Salvador	S.A. DE C.V.	Salvador	USD	69	100
Guatemala	Kuehne + Nagel S.A.	Guatemala	GTQ	4,245	100
		San Pedro			
Honduras	Kuehne + Nagel S.A.	Sula	HNL	25	100
Nicaragua	Kuehne + Nagel S.A.	Managua	NIO	10	100

Country	Name of the company	Location	Currency	Share capital (in 1,000)	KN voting share (in per cent)
Panama	Kuehne + Nagel S.A.	Colon	USD	1	100
	Kuehne + Nagel Management S.A.	Colon	USD	10	100
Peru	Kuehne + Nagel S.A.	Lima	PEN	12,896	100
Trinidad &		Port of			
Tobago	Kuehne + Nagel Ltd.	Spain	TTD	31_	100
Uruguay	Kuehne + Nagel S.A.	Montevideo	UYU	3,908	100
Venezuela	Kuehne + Nagel S.A.	Caracas	VEF	1,000	100
	KN Venezuela Aduanas C.A.	Caracas	VEF	2	100
	Nacora S.A.	Caracas	VEF	60	100

#### North Asia-Pacific

MOLTH W21	a-r actific				
Country	Name of the company	Location	Currency	Share capital (in 1,000)	KN voting share (in per cent)
China	Kuehne & Nagel Ltd.	Shanghai	CNY	22,072	100
	Kuehne & Nagel Logistics Co Ltd.	Shanghai	CNY	5,515	100
	Kuehne & Nagel				
	Information Company Ltd.	Guangzhou	CNY	1,008	100
	Kuehne & Nagel Ltd.	Hong Kong	HKD	1,560	100
	Transpac Container System Ltd.	Hong Kong	HKD	100	100
	Nacora Insurance Brokers Ltd.	Hong Kong	HKD	500	70
Macao	Kuehne & Nagel Ltd.	Macau	HKD	971	100
	Nacora Insurance Brokers Ltd.	Macau	HKD	53	51
Taiwan	Kuehne + Nagel Ltd.	Taipei	TWD	20,000	100
	Nacora Insurance Brokers Ltd.	Taipei	TWD	6,000	100

Australia  Bangladesh Cambodia India Indonesia Japan Korea  Malaysia	Kuehne + Nagel Ltd Kuehne & Nagel Pty Ltd Nacora Insurance Services Pty Ltd Cooltainer Australia Pty Limited Kuehne + Nagel Real Estate Pty Ltd Kuehne + Nagel Limited Kuehne + Nagel Limited Kuehne + Nagel Pvt. Ltd. PT. KN Sigma Trans Kuehne + Nagel Ltd. Kuehne + Nagel Ltd. Kuehne + Nagel Ltd. Kuehne + Nagel Sdn. Bhd.	Kabul Melbourne Melbourne Sydney Melbourne Dhaka Phnom Penh New Delhi Jakarta Tokyo Seoul Kuala Lumpur Kuala	USD AUD AUD AUD BDT USD INR IDR JPY KRW	Share capital (in 1,000)  6 2,900  10,000 5 30,000 1,730,100 80,000 500,000	KN voting share (in per cent)  100 100 100 75 100 100 100 100 100 100 100 100
Bangladesh Cambodia India Indonesia Japan Korea	Kuehne & Nagel Pty Ltd  Nacora Insurance Services Pty Ltd  Cooltainer Australia Pty Limited  Kuehne + Nagel Real Estate Pty Ltd  Kuehne + Nagel Limited  Kuehne + Nagel Limited  Kuehne + Nagel Pvt. Ltd.  PT. KN Sigma Trans  Kuehne + Nagel Ltd.  Kuehne + Nagel Ltd.  Kuehne + Nagel Ltd.  Kuehne + Nagel Sdn. Bhd.	Melbourne  Sydney  Melbourne  Dhaka Phnom Penh  New Delhi  Jakarta  Tokyo  Seoul  Kuala  Lumpur	AUD AUD AUD AUD BDT USD INR IDR JPY KRW	2,900 - - 10,000 5 30,000 1,730,100 80,000 500,000	100 100 75 100 100 100 95 100
Bangladesh Cambodia India Indonesia Japan Korea	Nacora Insurance Services Pty Ltd Cooltainer Australia Pty Limited Kuehne + Nagel Real Estate Pty Ltd Kuehne + Nagel Limited Kuehne + Nagel Limited Kuehne + Nagel Pvt. Ltd. PT. KN Sigma Trans Kuehne + Nagel Ltd. Kuehne + Nagel Ltd. Kuehne + Nagel Ltd.	Melbourne Sydney Melbourne Dhaka Phnom Penh New Delhi Jakarta Tokyo Seoul Kuala Lumpur	AUD AUD AUD BDT USD INR IDR JPY KRW	10,000 5 30,000 1,730,100 80,000 500,000	100 75 100 100 100 100 95 100
Bangladesh Cambodia India Indonesia Japan Korea	Cooltainer Australia Pty Limited  Kuehne + Nagel Real Estate Pty Ltd  Kuehne + Nagel Limited  Kuehne + Nagel Limited  Kuehne + Nagel Pvt. Ltd.  PT. KN Sigma Trans  Kuehne + Nagel Ltd.  Kuehne + Nagel Ltd.  Kuehne + Nagel Ltd.	Sydney  Melbourne  Dhaka  Phnom Penh  New Delhi  Jakarta  Tokyo  Seoul  Kuala  Lumpur	AUD AUD BDT USD INR IDR JPY KRW	5 30,000 1,730,100 80,000 500,000	75 100 100 100 100 95 100
Bangladesh Cambodia India Indonesia Japan Korea	Kuehne + Nagel Real Estate Pty Ltd  Kuehne + Nagel Limited  Kuehne + Nagel Limited  Kuehne + Nagel Pvt. Ltd.  PT. KN Sigma Trans  Kuehne + Nagel Ltd.  Kuehne + Nagel Ltd.  Kuehne + Nagel Ltd.	Melbourne Dhaka Phnom Penh New Delhi Jakarta Tokyo Seoul Kuala Lumpur	AUD BDT USD INR IDR JPY KRW	5 30,000 1,730,100 80,000 500,000	100 100 100 100 95 100
Bangladesh Cambodia India Indonesia Japan Korea	Kuehne + Nagel Limited Kuehne + Nagel Limited Kuehne + Nagel Pvt. Ltd. PT. KN Sigma Trans Kuehne + Nagel Ltd. Kuehne + Nagel Ltd. Kuehne + Nagel Sdn. Bhd.	Dhaka Phnom Penh New Delhi Jakarta Tokyo Seoul Kuala Lumpur	BDT USD INR IDR JPY KRW	5 30,000 1,730,100 80,000 500,000	100 100 100 95 100
Cambodia India Indonesia Japan Korea Malaysia	Kuehne + Nagel Limited  Kuehne + Nagel Pvt. Ltd.  PT. KN Sigma Trans  Kuehne + Nagel Ltd.  Kuehne + Nagel Ltd.  Kuehne + Nagel Sdn. Bhd.	Phnom Penh New Delhi Jakarta Tokyo Seoul Kuala Lumpur	USD INR IDR JPY KRW	5 30,000 1,730,100 80,000 500,000	100 100 95 100 100
India Indonesia Japan Korea Malaysia	Kuehne + Nagel Pvt. Ltd. PT. KN Sigma Trans Kuehne + Nagel Ltd. Kuehne + Nagel Ltd. Kuehne + Nagel Sdn. Bhd.	New Delhi Jakarta Tokyo Seoul Kuala Lumpur	INR IDR JPY KRW	30,000 1,730,100 80,000 500,000	100 95 100 100
Japan Korea Malaysia	PT. KN Sigma Trans Kuehne + Nagel Ltd. Kuehne + Nagel Ltd. Kuehne + Nagel Sdn. Bhd.	Jakarta Tokyo Seoul Kuala Lumpur	IDR JPY KRW	1,730,100 80,000 500,000	95 100 100
Japan Korea Malaysia	Kuehne + Nagel Ltd.  Kuehne + Nagel Ltd.  Kuehne + Nagel Sdn. Bhd.	Tokyo Seoul Kuala Lumpur	JPY KRW	80,000 500,000	100
Korea Malaysia	Kuehne + Nagel Ltd.  Kuehne + Nagel Sdn. Bhd.	Seoul Kuala Lumpur	KRW	500,000	100
Malaysia	Kuehne + Nagel Sdn. Bhd.	Kuala Lumpur			
		Lumpur	MYR	1,000	
			MYR	1,000	
	Nacora (Malaysia) Sdn. Bhd.	Kuala			100
	Nacora (Malaysia) Sdn. Bhd.				
		Lumpur_	MYR	100	100
Maldives	Kuehne + Nagel Private Limited	Male	USD	1	100
Myanmar	Kuehne + Nagel Ltd.	Yangon	USD	50	100
New Zealand	Kuehne + Nagel Limited	Auckland	NZD	200	100
	Nacora Insurance Services Limited	Auckland	NZD	10	100
	Cooltainer New Zealand Limited	Christchurch	NZD	1,200	75
Pakistan	Kuehne + Nagel (Private) Limited.	Karachi	PKR	9,800	100
Philippines	Kuehne + Nagel Inc.	Manila	PHP	5,000	100
	KN Subic Logistics Inc.	Manila_	PHP	1,875	100
Singapore	Kuehne + Nagel Pte. Ltd.	Singapore	SGD	500	100
	Nacora Insurance Agency Pte. Ltd.	Singapore	SGD	100	100
	Kuehne + Nagel (Asia Pacific)				
	Management Pte. Ltd.	Singapore	SGD	200	100
Sri Lanka	Kuehne & Nagel (Pvt) Ltd.	Colombo	LKR	2,502	100
Thailand	Kuehne + Nagel Limited	Bangkok	THB	20,000	100
	Consolidation Transport Limited	Bangkok	THB	100	100
Middle East a	nd Africa				
Country	Name of the company	Location	Currency	Share capital (in 1,000)	KN voting share (in per cent)
Angola	Kuehne & Nagel (Angola) Transitarios Lda	Luanda	AON	7,824	100
Bahrain	Kuehne + Nagel WLL	Manama	BHD	200	100
Egypt	Kuehne + Nagel Ltd.	Cairo	EGP	1,000	100

Country	Name of the company	Location	Currency	Share capital (in 1,000)	KN voting share (in per cent)
Georgia	KN Ibrakom Logistics Services Ltd	Tbilisi	GEL	83	60
Iran	Kala Navegan Shargh Co. Ltd.	Tehran	IRR	2,000	60
	Caspian Terminal	Bandar			
	Services Qeshm Co.Ltd.	Abbas	IRR	200,000	57
	Jawharat Al-Sharq Co. for General Trans-				
Iraq	portation & Support Services Ltd	Baghdad	USD	85	100
	Kuehne + Nagel for General Trans-				
	portation and Logistics Services L.L.C.	Erbil	USD	45	100
Israel	Amex Ltd.	Holon	ILS	2	87.5
Jordan	Kuehne and Nagel Jordan LLC	Amman	JOD	300	100
Kazakhstan	KN Ibrakom L.L.P.	Almaty	KZT	140,000	60
Kenya	Kuehne + Nagel Limited	Nairobi	KES	63,995	100
Kuwait	Kuehne + Nagel Company W.L.L.	Kuwait	KWD	150	100
Lebanon	*KN-ITS SAL	Beirut	LBP	113,000	50
Mauritius	KN (Mauritius) Limited	Port Louis	MUR	4,000	100
Mozambique	Kuehne & Nagel Mocambique Lda.	Maputo	MZN	133	100
Namibia	Kuehne and Nagel (Pty) Ltd.	Windhoek	NAD	340	100
Nigeria	Kuehne & Nagel (Nigeria) Limited	Lagos	NGN	10,000	100
Oman	Universal Freight Services LLC	Muscat	OMR	250	70
Qatar	Kuehne + Nagel L.L.C.	Doha	QAR	1,900	100
Saudi Arabia	Kuehne and Nagel Limited	Jeddah	SAR	1,000	100
	Kuehne + Nagel	Johannes-			
South Africa	(Proprietary) Limited	burg	ZAR	1,651	75
	Nacora Insurance	Johannes-			
	Brokers (Proprietary) Limited	burg	ZAR	35	100
Tanzania	Kuehne + Nagel Limited	Dar Salaam	TZS	525,000	100
Turkey	Kuehne + Nagel Nakliyat Sti.	Istanbul	TRY	5,195	100
	KN Ibrakom Lojistik Hizmetleri Ltd. Sti.	Istanbul	TRY	945	60
UAE	Kuehne + Nagel L.L.C.	Dubai	AED	1,000	100
	Kuehne + Nagel L.L.C.	Abu Dhabi	AED	1,000	100
	Kuehne + Nagel DWC L.L.C.	Dubai	AED	13,000	100
	Kuehne + Nagel Management ME FZE	Dubai	AED	1,000	100
	Ibrakom FZCO	Jebel Ali	USD	273	60
	Ibrakom Cargo LLC	Jebel Ali	USD	82	60
	Lloyds Maritime & Trading Limited	Jebel Ali	USD		60
Uganda	Kuehne + Nagel Limited	Kampala	UGX	827,500	100
Uzbekistan	Kuehne + Nagel Ibrakom Tashkent Ltd.	Tashkent	UZS	14,000	60

April 14, 2014	First quarter 2014 results
May 6, 2014	Annual General Meeting
May 13, 2014	Dividend Payment for 2013
July 14, 2014	Half-year 2014 results
October 13, 2014	Nine-months 2014 results