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media release

Basel, Switzerland, February 8, 2017

## 2016 Full Year Results

### Strong full year free cash flow generation and fourth quarter sales

- **Sales \$12.8 billion: 2 percent lower at constant exchange rates**
  - up 1 percent excluding Brazil sales terms change and 2015 corn trait royalty
  - reported sales 5 percent lower
  - Q4 regional sales up 7 percent excluding corn trait royalty
- **EBITDA \$2.7 billion: margin 20.8 percent (2015: 20.7 percent)**
  - 130 bps improvement excluding corn trait royalty
- **\$320 million savings from Accelerating Operational Leverage (AOL) program**
- **Earnings per share<sup>1</sup> \$17.03 (2015: \$17.78)**
- **Free cash flow \$1.4 billion (2015: \$0.8 billion)**
- **ChemChina transaction expected to close in second quarter of 2017**
  - **AGM scheduled in June; no regular dividend proposed**

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Reported Financial Highlights

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|                                       | 2016<br>\$m   | 2015<br>\$m | Actual<br>% | CER <sup>2</sup><br>% |
|---------------------------------------|---------------|-------------|-------------|-----------------------|
| <b>Sales</b>                          | <b>12,790</b> | 13,411      | -5          | -2                    |
| <b>Operating income</b>               | <b>1,647</b>  | 1,841       | -11         |                       |
| <b>Net income</b>                     | <b>1,178</b>  | 1,339       | -12         |                       |
| <b>EBITDA</b>                         | <b>2,659</b>  | 2,777       | -4          | +2                    |
| <b>Earnings per share<sup>1</sup></b> | <b>17.03</b>  | 17.78       | -4          |                       |

<sup>1</sup> Excluding restructuring and impairment; EPS on a fully diluted basis.

<sup>2</sup> At constant exchange rates

## **Erik Fyrwald, Chief Executive Officer, said:**

“In 2016, Syngenta showed a resilient performance in the face of another difficult year for the agriculture industry, with crop prices remaining low and grower profitability under pressure in many areas. The announcement of the transaction with ChemChina promises continuity for the future and has allowed our people to remain focused on delivering their business goals.

We saw an encouraging sales performance in the fourth quarter, with regional sales up 7 percent excluding the non-recurring corn trait royalty received in 2015. Europe showed excellent growth, resulting in a solid performance for the full year despite very adverse weather in the second quarter. Asia Pacific continued its recovery as the effects of El Nino receded. North and Latin America both showed moderate growth excluding the corn trait royalty.

With regard to profitability, we met our target of maintaining the EBITDA margin at the 2015 level. Excluding the \$200 million headwind from the corn trait royalty, the EBITDA margin increased by 130 basis points. This reflects the successful implementation of the AOL program, which again delivered savings ahead of target, and our ability to capture price increases.

Innovation also played an important role in 2016 with a number of new product launches. In the USA, our new corn herbicide ACURON™, providing growers with an effective solution for weed resistance, achieved sales of over \$200 million. We saw the further geographic expansion of SOLATENOL™ based fungicides and the registration of ADEPIDYN™ in Argentina. In Seeds, the unparalleled performance of our VIPTERA™ trait drove an increase in corn market share in Brazil. These all demonstrate the importance of our investment in R&D, which has been recognized by ChemChina and which will continue under their ownership.”

## **Financial highlights 2016**

### **Sales \$12.8 billion**

Sales were 2 percent lower at constant exchange rates, with volume down 4 percent and prices 2 percent higher. Sales were flat excluding the change in Brazil sales terms; if both the sales terms change and the non-recurring corn trait royalty are excluded, sales were one percent higher. Reported sales were 5 percent lower due to the strength of the dollar in the first half: the exchange rate effect was broadly neutral in the second half.

### **EBITDA \$2.7 billion**

EBITDA was 4 percent lower in reported terms but increased by 2 percent at constant exchange rates. The reported EBITDA margin of 20.8% was in line with the previous year (2015: 20.7%). Excluding the corn trait royalty recognized in 2015, the EBITDA margin increased by 130 basis points.

### **Net financial expense and taxation**

Net financial expense was \$291 million (2015: \$256 million), with the increase due mainly to higher hedging costs. The tax rate before restructuring was 15 percent (2015: 17 percent).

## **Net income**

Net income including restructuring and impairment was \$1.2 billion (2015: \$1.3 billion). The post-tax restructuring and impairment charge increased from \$300 million in 2015 to \$390 million, including ChemChina transaction costs and incremental charges relating to the cash settlement of employee share plans post transaction.

Earnings per share, excluding restructuring and impairment, were \$17.03 (2015: \$17.78).

## **Cash flow and balance sheet**

Free cash flow was \$1.4 billion (2015: \$806 million), reflecting in particular a significantly lower outflow from trade working capital. Period end trade working capital as a percentage of sales was 40 percent (2015: 38 percent): the level of receivables remained high in Latin America due to tight credit conditions but there was a further improvement in inventories. Fixed capital expenditure including intangibles was \$575 million. Cash flow return on investment was 12 percent (2015: 11 percent).

End year net debt totaled \$2.3 billion and the ratio of net debt to equity was 29 percent (2015: 31 percent).

## **Annual General Meeting and dividend**

In view of the proximity of the closure of the ChemChina transaction, the Board of Directors has decided to schedule the Annual General Meeting (AGM) in June 2017. With the first settlement of the transaction expected to take place before the AGM, there will not be a proposal for payment of a regular dividend. As previously communicated, a special dividend of CHF 5.00 will be paid conditional upon and prior to the first settlement of the transaction.

## **ChemChina transaction**

ChemChina and Syngenta have made significant progress towards achieving the necessary regulatory approvals and closing the transaction. To date approvals have been achieved from 13 regulatory authorities; approvals are still awaited from Brazil, Canada, China, the EU, India, Mexico and the United States. National security clearance has been granted by CFIUS in the United States.

In the context of the EU anti-trust review, on 3 January 2017 ChemChina and Syngenta requested a further 10 day extension of the review period until 12 April 2017. The extension is to allow sufficient time for the process to complete. On 13 January 2017 the companies submitted a formal filing to the FTC in the United States, which also included remedy proposals.

ChemChina and Syngenta remain fully committed to the transaction and are confident of its closure.

## Business highlights 2016

|                             | Full Year     |               | Growth      |           | 4 <sup>th</sup> Quarter |              | Growth      |           |
|-----------------------------|---------------|---------------|-------------|-----------|-------------------------|--------------|-------------|-----------|
|                             | 2016<br>\$m   | 2015<br>\$m   | Actual<br>% | CER<br>%  | 2016<br>\$m             | 2015<br>\$m  | Actual<br>% | CER<br>%  |
| Europe, Africa, Middle East | 3,793         | 3,884         | -2          | +5        | 572                     | 493          | +16         | +19       |
| North America               | 3,202         | 3,410         | -6          | -6        | 656                     | 790          | -17         | -17       |
| Latin America               | 3,293         | 3,632         | -9          | -9        | 1,253                   | 1,229        | +2          | -1        |
| Asia Pacific                | 1,839         | 1,837         | -           | +2        | 504                     | 461          | +9          | +8        |
| <b>Total regional sales</b> | <b>12,127</b> | <b>12,763</b> | <b>-5</b>   | <b>-2</b> | <b>2,985</b>            | <b>2,973</b> | <b>-</b>    | <b>-1</b> |
| Lawn and Garden             | 663           | 648           | +2          | +4        | 187                     | 188          | -1          | -         |
| <b>Group sales</b>          | <b>12,790</b> | <b>13,411</b> | <b>-5</b>   | <b>-2</b> | <b>3,172</b>            | <b>3,161</b> | <b>-</b>    | <b>-1</b> |

### Regional sales performance

- **Sales \$12.1 billion, 2 percent lower at constant exchange rates**
  - **volume -4%, price up 2 percent**
- **EBITDA \$2.5 billion (2015: \$2.6 billion)**
- **EBITDA margin 20.6% (2015: 20.5%)**

**Europe, Africa and the Middle East:** Full year sales growth was achieved despite exceptionally difficult weather conditions affecting north-west Europe in the second quarter. The main growth driver was an excellent performance in the CIS, with an expansion of strong market positions in both crop protection and seeds. Volumes increased in both Russia and Ukraine, with further price increases implemented to offset the impact of currency depreciation. In the fourth quarter, Ukraine made a major contribution with an early start to the season, and sales recovered strongly in Africa Middle East as drought conditions eased.

**North America:** Crop protection sales were unchanged despite challenging grower economics and the deliberate reduction in glyphosate. A total of 16 new products were introduced, including the launch of the fungicides TRIVAPRO™ and ORONDIS™. In the corn herbicide market, ACURON™ continued to win recognition for its control of resistant weeds, and full year sales exceeded \$200 million. Seeds sales were lower, largely due to the non-recurrence of the corn trait royalty.

**Latin America:** Excluding the impact of the change in sales terms in Brazil, sales were 3 percent lower. While sales were curtailed in Venezuela, business improved significantly in Argentina as the new government implemented reforms to support agriculture. In Brazil, conditions improved in the Cerrados in the second half but worsened in other growing areas as dry weather moved south. Insecticides sales continue to be constrained by the high level of channel inventories and by soybean trait adoption. Corn seed sales progressed strongly underpinned by the success of the VIPTERA™ trait.

**Asia Pacific:** El Niño receded towards the end of the second quarter and the business recovered strongly in the second half. Channel inventory in ASEAN was reduced, contributing to a rebound in demand, particularly for fungicides and insecticides. South Asia also saw a strong second half, benefiting from new launches in crop protection and expansion of vegetables and corn seeds.

## **Lawn and Garden performance**

- **Sales \$663 million, +4 percent at constant exchange rates**
- **EBITDA \$164 million (2015: \$159 million)**
- **EBITDA margin 24.7% (2015: 24.6%)**

Sales growth was driven by high demand for vector controls including Actellic® 300CS, a longer-lasting, more effective product to prevent the spread of malaria. Growth in turf was mainly driven by golf course sales in North America. The improvement in profitability has been sustained, with the EBITDA margin remaining above the targeted level of 20 percent.

## **Accelerating Operational Leverage**

The Accelerating Operational Leverage (AOL) program, announced in February 2014, has three main pillars: Commercial; Research and Development; and Global Operations. The program's aim is to optimize the cost structure across the business in order to attain industry-leading efficiency. In 2016 savings of \$320 million were again ahead of target. Although the industry downturn has made the achievement of operating efficiencies more challenging, the 2018 target of \$1 billion in productivity savings is maintained.

## **Outlook**

**Erik Fyrwald, Chief Executive Officer, said:**

“2017 will be a landmark year for Syngenta as we look forward to closing the transaction with ChemChina in the second quarter. Under the new ownership, we will continue to enhance our focus on execution in order to drive the business forward. We will remain committed to our global objective of profitably growing market share. In support of this objective, we will pursue our corporate goals of improving the customer experience, driving simplification and meeting our financial commitments. These commitments include improving our seeds performance, realizing further AOL savings, increased cash conversion and a return to growth.

“For the full year 2017, we expect low single digit growth in sales at constant exchange rates. We are targeting an improvement in the EBITDA margin and another year of strong free cash flow generation.”

## Crop Protection

| Crop Protection<br>by product line <sup>3</sup> | Full Year   |             | Growth      |          | 4 <sup>th</sup> Quarter |             | Growth      |          |
|---|-------------|-------------|-------------|----------|-------------------------|-------------|-------------|----------|
|   | 2016<br>\$m | 2015<br>\$m | Actual<br>% | CER<br>% | 2016<br>\$m             | 2015<br>\$m | Actual<br>% | CER<br>% |
| Selective herbicides                            | 2,853       | 2,894       | -1          | +2       | 543                     | 499         | +9          | +8       |
| Non-selective herbicides                        | 773         | 913         | -15         | -13      | 181                     | 191         | -5          | -6       |
| Fungicides                                      | 3,157       | 3,357       | -6          | -4       | 742                     | 736         | +1          | -        |
| Insecticides                                    | 1,643       | 1,705       | -4          | -2       | 453                     | 375         | +21         | +19      |
| Seedcare  | 1,003       | 994         | +1          | +5       | 334                     | 296         | +13         | +14      |
| Other crop protection                           | 142         | 142         | -           | -        | 38                      | 57          | -34         | -38      |
| Total   | 9,571       | 10,005      | -4          | -2       | 2,291                   | 2,154       | +6          | +6       |

**Selective herbicides:** major brands ACURON™, AXIAL®, CALLISTO® family, DUAL MAGNUM®, BICEP® II MAGNUM, FUSILADE® Max, FLEX®, TOPIK®

Sales growth was driven by EAME and North America. In Europe, AXIAL® continued its success on cereals and CALLISTO® expanded on corn in Africa and the CIS. In North America the main growth driver was the continued adoption by US growers of the novel corn herbicide ACURON™, combining three modes of action and four active ingredients.

**Non-selective herbicides:** major brands GRAMOXONE®, TOUCHDOWN®

Performance reflected the deliberate reduction in solo glyphosate, now complete, undertaken in order to improve profitability. At the same time glyphosate prices continue to decline. Sales of GRAMOXONE® were also lower, with volumes in the first half affected by dry weather in ASEAN, and some price pressure from generics in North America.

**Fungicides:** major brands ALTO®, AMISTAR®, BONTIMA®, BRAVO®, ELATUS™, MIRAVIS™ (based on ADEPIDYN™), MODDUS®, REVUS®, RIDOMIL GOLD®, SCORE®, SEGURIS®, UNIX®

North America saw good growth as new products ORONDIS™ and TRIVAPRO™ (based on SOLATENOL™) gained momentum. EAME registered growth for the full year despite a difficult first half, when wet weather resulted in missed sprays; the second half saw a strong recovery, with late season demand in cereals and good demand on specialty crops. Innovation continued to expand the portfolio with the launch in the fourth quarter of ELATUS™ PLUS in France and MIRAVIS™ Duo (based on ADEPIDYN™) in Argentina.

**Insecticides:** major brands ACTARA®, DURIVO®, FORCE®, KARATE®, PROCLAIM®, VERTIMEC®

Insecticides saw growth across the northern hemisphere, with particularly good performances by ACTARA®, DURIVO® and KARATE®. In Brazil, sales were affected by low insect pressure and soybean trait penetration, with channel inventories remaining high. Sales in Asia Pacific, which were affected by drought in the first half of the year, rebounded strongly in the second half.

**Seedcare:** major brands AVICTA®, CRUISER®, DIVIDEND®, CELEST®/MAXIM®, VIBRANCE®

CRUISER® showed good growth in a number of European markets despite limitations on its use for certain crops. Sales in Canada staged a strong recovery, led by the fungicide VIBRANCE®, which was more than offset by lower treatment intensity and higher inventory in the USA.

<sup>3</sup> Excluding Lawn & Garden

| Crop Protection<br>by region <sup>4</sup> | Full Year   |             | Growth      |          | 4 <sup>th</sup> Quarter |             | Growth      |          |
|---|-------------|-------------|-------------|----------|-------------------------|-------------|-------------|----------|
|   | 2016<br>\$m | 2015<br>\$m | Actual<br>% | CER<br>% | 2016<br>\$m             | 2015<br>\$m | Actual<br>% | CER<br>% |
| Europe, Africa, Middle East               | 2,862       | 2,892       | -1          | +6       | 441                     | 353         | +25         | +29      |
| North America                             | 2,306       | 2,326       | -1          | -        | 370                     | 380         | -3          | -3       |
| Latin America                             | 2,860       | 3,249       | -12         | -12      | 1,064                   | 1,056       | +1          | -2       |
| Asia Pacific                              | 1,543       | 1,538       | -           | +2       | 416                     | 365         | +14         | +12      |
| Total                                     | 9,571       | 10,005      | -4          | -2       | 2,291                   | 2,154       | +6          | +6       |

## Seeds

| Seeds<br>by product line <sup>1</sup> | Full Year   |             | Growth      |          | 4 <sup>th</sup> Quarter |             | Growth      |          |
|---------------------------------------|-------------|-------------|-------------|----------|-------------------------|-------------|-------------|----------|
|                                       | 2016<br>\$m | 2015<br>\$m | Actual<br>% | CER<br>% | 2016<br>\$m             | 2015<br>\$m | Actual<br>% | CER<br>% |
| Corn and soybean                      | 1,375       | 1,564       | -12         | -11      | 472                     | 597         | -21         | -24      |
| Diverse field crops                   | 666         | 658         | +1          | +11      | 108                     | 99          | +8          | +11      |
| Vegetables                            | 616         | 616         | -           | +3       | 161                     | 160         | +1          | +3       |
| Total                                 | 2,657       | 2,838       | -6          | -3       | 741                     | 856         | -13         | -15      |

**Corn and soybean:** major brands AGRISURE<sup>®</sup>, GOLDEN HARVEST<sup>®</sup>, NK<sup>®</sup>

Sales in the fourth quarter were affected by the non-recurrence of the \$200 million corn trait royalty received from KWS/Limagrain in the fourth quarter of 2015. This revenue was recorded in North America (\$145 million) and Latin America (\$55 million). Full year branded corn seed sales were slightly higher in the USA but lower in Europe due to reduced acreage. In Latin America we saw strong underlying growth in both Brazil and Argentina supported by the adoption of VIPTERA<sup>™</sup> trait technology. Soybean sales were lower in a competitive environment.

**Diverse field crops:** major brands NK<sup>®</sup> oilseeds, HILLESHÖG<sup>®</sup> sugar beet

Sunflower sales grew strongly in Russia and Ukraine. In addition to increased acreage, growers continue to adopt superior genetics with a proven track record on the field. Sugar beet sales also increased.

**Vegetables:** major brands ROGERS<sup>™</sup>, S&G<sup>®</sup>

Demand was strong in Latin America, notably in Brazil and Mexico, as favorable currency rates improved growers' profitability in export markets. South Asia also performed well in crops such as cabbage, cauliflower and okra. Price increases were achieved in all regions, reflecting the ability to capture value from a high quality portfolio of hybrids.

<sup>4</sup> Excluding Lawn & Garden

|  | Full Year    |              | Growth      |           | 4 <sup>th</sup> Quarter |             | Growth      |            |
|--|--------------|--------------|-------------|-----------|-------------------------|-------------|-------------|------------|
|  | 2016<br>\$m  | 2015<br>\$m  | Actual<br>% | CER<br>%  | 2016<br>\$m             | 2015<br>\$m | Actual<br>% | CER<br>%   |
| <b>Seeds<br/>by region<sup>5</sup></b> |              |              |             |           |                         |             |             |            |
| Europe, Africa, Middle East            | 973          | 1,017        | -4          | +4        | 161                     | 158         | +3          | +5         |
| North America                          | 933          | 1,116        | -16         | -16       | 301                     | 428         | -30         | -30        |
| Latin America                          | 448          | 400          | +12         | +11       | 189                     | 173         | +9          | -          |
| Asia Pacific                           | 303          | 305          | -1          | +2        | 90                      | 97          | -8          | -7         |
| <b>Total</b>                           | <b>2,657</b> | <b>2,838</b> | <b>-6</b>   | <b>-3</b> | <b>741</b>              | <b>856</b>  | <b>-13</b>  | <b>-15</b> |

The full version of the Full Year Results 2016 press release and a presentation covering the results are available [here](#).

## Announcements and meetings

2016 Annual Report publication  
First quarter trading statement 2017

March 15, 2017  
April 24, 2017

Syngenta is a leading agriculture company helping to improve global food security by enabling millions of farmers to make better use of available resources. Through world class science and innovative crop solutions, our 28,000 people in over 90 countries are working to transform how crops are grown. We are committed to rescuing land from degradation, enhancing biodiversity and revitalizing rural communities. To learn more visit [www.syngenta.com](http://www.syngenta.com) and [www.goodgrowthplan.com](http://www.goodgrowthplan.com). Follow us on Twitter® at [www.twitter.com/Syngenta](https://www.twitter.com/Syngenta)

### Cautionary Statement Regarding Forward-Looking Statements

This document contains forward-looking statements, which can be identified by terminology such as 'expect', 'would', 'will', 'potential', 'plans', 'prospects', 'estimated', 'aiming', 'on track' and similar expressions. Such statements may be subject to risks and uncertainties that could cause the actual results to differ materially from these statements. We refer you to Syngenta's publicly available filings with the U.S. Securities and Exchange Commission for information about these and other risks and uncertainties. Syngenta assumes no obligation to update forward-looking statements to reflect actual results, changed assumptions or other factors. This document does not constitute, or form part of, any offer or invitation to sell or issue, or any solicitation of any offer, to purchase or subscribe for any ordinary shares in Syngenta AG, or Syngenta ADSs, nor shall it form the basis of, or be relied on in connection with, any contract therefor.

<sup>5</sup> Excluding Lawn & Garden



## Syngenta Group

### Condensed Consolidated Financial Statements

The following condensed consolidated financial statements and notes thereto, which do not themselves contain all of the information which IFRS would require for a complete set of financial statements, are based on and are consistent with Syngenta's consolidated financial statements prepared in accordance with International Financial Reporting Standards (IFRS) as described in Note 1.

### Condensed Consolidated Income Statement

for the years ended December 31,

(\$m, except share and per share amounts)

|   | 2016          | 2015          |
|---|---------------|---------------|
| <b>Sales</b>                              | <b>12,790</b> | <b>13,411</b> |
| Cost of goods sold                        | (6,507)       | (7,042)       |
| <b>Gross profit</b>                       | <b>6,283</b>  | <b>6,369</b>  |
| Marketing and distribution                | (2,117)       | (2,210)       |
| Research and development                  | (1,299)       | (1,362)       |
| General and administrative:               |               |               |
| Restructuring                             | (407)         | (388)         |
| Other general and administrative          | (813)         | (568)         |
| <b>Operating income</b>                   | <b>1,647</b>  | <b>1,841</b>  |
| Income from associates and joint ventures | 5             | 7             |
| Financial expense, net                    | (291)         | (256)         |
| <b>Income before taxes</b>                | <b>1,361</b>  | <b>1,592</b>  |
| Income tax expense                        | (180)         | (248)         |
| <b>Net income</b>                         | <b>1,181</b>  | <b>1,344</b>  |
| Attributable to:                          |               |               |
| Syngenta AG shareholders                  | 1,178         | 1,339         |
| Non-controlling interests                 | 3             | 5             |
| <b>Net income</b>                         | <b>1,181</b>  | <b>1,344</b>  |
| <b>Earnings per share (\$):</b>           |               |               |
| <b>Basic</b>                              | <b>12.80</b>  | <b>14.57</b>  |
| <b>Diluted</b>                            | <b>12.79</b>  | <b>14.52</b>  |
| <b>Weighted average number of shares:</b> |               |               |
| Basic                                     | 92,020,494    | 91,908,128    |
| Diluted                                   | 92,092,649    | 92,206,535    |

All activities were in respect of continuing operations.

## Condensed Consolidated Statement of Comprehensive Income

For the years ended December 31,

| (\$m)   | 2016         | 2015         |
|---|--------------|--------------|
| <b>Net income</b>   | <b>1,181</b> | <b>1,344</b> |
| <b>Components of other comprehensive income (OCI)</b>   |              |              |
| Items that will not be reclassified to profit or loss:  |              |              |
| Losses on equity investments at fair value through OCI  | -            | (3)          |
| Actuarial losses of defined benefit post-employment plans   | (520)        | (61)         |
| Income tax relating to items that will not be reclassified to profit or loss                                | 114          | 10           |
|   | <b>(406)</b> | <b>(54)</b>  |
| Items that may be reclassified subsequently to profit or loss:  |              |              |
| Unrealized gains on derivatives designated as cash flow and net investment hedges and related hedging costs | 34           | 38           |
| Currency translation effects  | (301)        | (698)        |
| Income tax relating to items that may be reclassified subsequently to profit or loss                        | 37           | (74)         |
|   | <b>(230)</b> | <b>(734)</b> |
| <b>Total comprehensive income</b>   | <b>545</b>   | <b>556</b>   |
| Attributable to:  |              |              |
| Syngenta AG shareholders  | 543          | 553          |
| Non-controlling interests   | 2            | 3            |
| <b>Total comprehensive income</b>   | <b>545</b>   | <b>556</b>   |

All activities were in respect of continuing operations.

## Condensed Consolidated Balance Sheet

| (\$m)  | 2016            | 2015            |
|--|-----------------|-----------------|
| <b>Assets</b>  |                 |                 |
| <b>Current assets:</b>                                 |                 |                 |
| Cash and cash equivalents                              | 1,284           | 1,141           |
| Trade receivables                                      | 4,543           | 4,128           |
| Other accounts receivable                              | 570             | 721             |
| Inventories  | 3,884           | 4,345           |
| Derivative and other financial assets                  | 500             | 401             |
| Other current assets                                   | 386             | 338             |
| Income taxes recoverable                               | 189             | 124             |
| <b>Total current assets</b>                            | <b>11,356</b>   | <b>11,198</b>   |
| <b>Non-current assets:</b>                             |                 |                 |
| Property, plant and equipment                          | 3,298           | 3,383           |
| Intangible assets                                      | 2,863           | 3,040           |
| Deferred tax assets                                    | 941             | 783             |
| Financial and other non-current assets                 | 440             | 396             |
| Investments in associates and joint ventures           | 170             | 177             |
| <b>Total non-current assets</b>                        | <b>7,712</b>    | <b>7,779</b>    |
| <b>Total assets</b>                                    | <b>19,068</b>   | <b>18,977</b>   |
| <b>Liabilities and equity</b>                          |                 |                 |
| <b>Current liabilities:</b>                            |                 |                 |
| Trade accounts payable                                 | (3,338)         | (3,311)         |
| Current financial debt and other financial liabilities | (1,047)         | (730)           |
| Income taxes payable                                   | (526)           | (444)           |
| Other current liabilities                              | (1,174)         | (983)           |
| Provisions   | (182)           | (193)           |
| <b>Total current liabilities</b>                       | <b>(6,267)</b>  | <b>(5,661)</b>  |
| <b>Non-current liabilities:</b>                        |                 |                 |
| Financial debt and other non-current liabilities       | (3,077)         | (3,501)         |
| Deferred tax liabilities                               | (610)           | (668)           |
| Provisions   | (1,143)         | (727)           |
| <b>Total non-current liabilities</b>                   | <b>(4,830)</b>  | <b>(4,896)</b>  |
| <b>Total liabilities</b>                               | <b>(11,097)</b> | <b>(10,557)</b> |
| <b>Shareholders' equity:</b>                           |                 |                 |
| Total shareholders' equity                             | (7,950)         | (8,401)         |
| Non-controlling interests                              | (21)            | (19)            |
| <b>Total equity</b>                                    | <b>(7,971)</b>  | <b>(8,420)</b>  |
| <b>Total liabilities and equity</b>                    | <b>(19,068)</b> | <b>(18,977)</b> |

## Condensed Consolidated Cash Flow Statement

For the years ended December 31,

| (\$m)  | 2016           | 2015           |
|--|----------------|----------------|
| <b>Income before taxes</b>   | <b>1,361</b>   | <b>1,592</b>   |
| Reversal of non-cash and other reconciling items                                     | 1,300          | 1,203          |
| <b>Cash (paid)/received in respect of:</b>   |                |                |
| Interest and other financial receipts  | 363            | 472            |
| Interest and other financial payments  | (684)          | (623)          |
| Income taxes   | (219)          | (482)          |
| Restructuring costs  | (73)           | (125)          |
| Contributions to pension plans, excluding restructuring costs                        | (150)          | (156)          |
| Other provisions   | (55)           | (80)           |
| <b>Operating cash flow before change in net working capital</b>                      | <b>1,843</b>   | <b>1,801</b>   |
| <b>Change in net working capital:</b>  |                |                |
| Change in inventories  | 252            | 32             |
| Change in trade and other working capital assets                                     | (374)          | (868)          |
| Change in trade and other working capital liabilities                                | 86             | 225            |
| <b>Cash flow from operating activities</b>   | <b>1,807</b>   | <b>1,190</b>   |
| Additions to property, plant and equipment   | (425)          | (453)          |
| Purchases of intangible assets, investments in associates and other financial assets | (203)          | (119)          |
| Proceeds from disposals of non-current assets  | 47             | 120            |
| Acquisitions and divestments, net  | 60             | (10)           |
| <b>Cash flow used for investing activities</b>                                       | <b>(521)</b>   | <b>(462)</b>   |
| Proceeds from increase in third party interest-bearing debt                          | 400            | 1,098          |
| Repayments of third party interest-bearing debt                                      | (586)          | (1,174)        |
| Sales/(purchases) of treasury shares and options over own shares, net                | 92             | (34)           |
| Distributions paid to shareholders   | (1,040)        | (1,078)        |
| <b>Cash flow used for financing activities</b>                                       | <b>(1,134)</b> | <b>(1,188)</b> |
| Net effect of currency translation on cash and cash equivalents                      | (9)            | (37)           |
| <b>Net change in cash and cash equivalents</b>                                       | <b>143</b>     | <b>(497)</b>   |
| Cash and cash equivalents at the beginning of the year                               | 1,141          | 1,638          |
| <b>Cash and cash equivalents at the end of the year</b>                              | <b>1,284</b>   | <b>1,141</b>   |

## Condensed Consolidated Statement of Changes in Equity

|  | Attributable to Syngenta AG shareholders |                            |                          |                     |                                   |                   |                            |                           |              |
|--|--|----------------------------|--------------------------|---------------------|-----------------------------------|-------------------|----------------------------|---------------------------|--------------|
| (\$m)                                    | Par value of ordinary shares             | Additional paid-in capital | Treasury shares, at cost | Fair value reserves | Cumulative translation adjustment | Retained earnings | Total shareholders' equity | Non-controlling interests | Total equity |
| <b>January 1, 2015</b>                   | <b>6</b>                                 | <b>3,430</b>               | <b>(458)</b>             | <b>(96)</b>         | <b>(282)</b>                      | <b>6,289</b>      | <b>8,889</b>               | <b>16</b>                 | <b>8,905</b> |
| Net income                               |  |                            |                          |                     |                                   | 1,339             | 1,339                      | 5                         | 1,344        |
| OCI                                      |  |                            |                          | 24                  | (760)                             | (50)              | (786)                      | (2)                       | (788)        |
| <b>Total comprehensive income</b>        | <b>-</b>                                 | <b>-</b>                   | <b>-</b>                 | <b>24</b>           | <b>(760)</b>                      | <b>1,289</b>      | <b>553</b>                 | <b>3</b>                  | <b>556</b>   |
| Share based compensation                 |  |                            | 171                      |                     |                                   | (10)              | 161                        |                           | 161          |
| Dividends paid                           |  |                            |                          |                     |                                   | (1,078)           | (1,078)                    |                           | (1,078)      |
| Share repurchases                        |  |                            | (134)                    |                     |                                   |                   | (134)                      |                           | (134)        |
| Income taxes on share based compensation |  |                            |                          |                     |                                   | 10                | 10                         |                           | 10           |
| <b>December 31, 2015</b>                 | <b>6</b>                                 | <b>3,430</b>               | <b>(421)</b>             | <b>(72)</b>         | <b>(1,042)</b>                    | <b>6,500</b>      | <b>8,401</b>               | <b>19</b>                 | <b>8,420</b> |
| Net income                               |  |                            |                          |                     |                                   | 1,178             | 1,178                      | 3                         | 1,181        |
| OCI                                      |  |                            |                          | 23                  | (274)                             | (384)             | (635)                      | (1)                       | (636)        |
| <b>Total comprehensive income</b>        | <b>-</b>                                 | <b>-</b>                   | <b>-</b>                 | <b>23</b>           | <b>(274)</b>                      | <b>794</b>        | <b>543</b>                 | <b>2</b>                  | <b>545</b>   |
| Share based compensation                 |  |                            | 168                      |                     |                                   | (102)             | 66                         |                           | 66           |
| Dividends paid                           |  |                            |                          |                     |                                   | (1,040)           | (1,040)                    |                           | (1,040)      |
| Cancellation of treasury shares          |  | (14)                       | 128                      |                     |                                   | (114)             | -                          |                           | -            |
| Income taxes on share based compensation |  |                            |                          |                     |                                   | (20)              | (20)                       |                           | (20)         |
| <b>December 31, 2016</b>                 | <b>6</b>                                 | <b>3,416</b>               | <b>(125)</b>             | <b>(49)</b>         | <b>(1,316)</b>                    | <b>6,018</b>      | <b>7,950</b>               | <b>21</b>                 | <b>7,971</b> |

A dividend of CHF 11.00 (\$11.32) (2015: CHF 11.00 (\$11.73)) per share was paid to Syngenta AG shareholders during 2016.

## Syngenta Group

### Notes to Condensed Consolidated Financial Statements

#### Note 1: Basis of preparation

**Nature of operations:** Syngenta AG (“Syngenta”) is a world leading agribusiness operating in the crop protection, seeds and lawn and garden markets. Crop protection chemicals include herbicides, insecticides, fungicides and seed treatments to control weeds, insects and diseases in crops, and are essential inputs enabling growers around the world to improve agricultural productivity and food quality. In Seeds, Syngenta operates in the high value commercial sectors of field crops (including corn, oilseeds, cereals and sugar beet) and vegetables. The Lawn and Garden business provides professional growers and consumers with flowers, turf and landscape, and professional pest management products.

**Basis of presentation and accounting policies:** The condensed consolidated financial statements for the years ended December 31, 2016 and 2015 incorporate the financial statements of Syngenta AG and of all of its subsidiaries (“Syngenta Group”). The condensed consolidated financial statements are based on and are consistent with Syngenta’s consolidated financial statements. Syngenta’s consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) as issued by the International Accounting Standards Board (IASB) and, except as described in Note 2 below, with the accounting policies set out in the Syngenta Financial Report 2015. The condensed consolidated financial statements were authorized for issue by the Board of Directors on February 7, 2017.

The condensed consolidated financial statements are presented in United States dollars (\$) as this is the major currency in which revenues are denominated. Financial figures are presented in millions of dollars (\$m) except where otherwise stated.

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimated.

## Note 2: Adoption of new IFRSs

Syngenta has adopted the following new or revised IFRSs from January 1, 2016. These IFRSs have not been early adopted and their adoption had no material impact on these condensed consolidated financial statements:

- “Accounting for Acquisitions of Interests in Joint Operations”, Amendments to IFRS 11;
- “Clarification of Acceptable Methods of Depreciation and Amortization”, Amendments to IAS 16 and IAS 38;
- “Agriculture: Bearer Plants”, Amendments to IAS 16 and IAS 41;
- Annual Improvements to IFRSs, 2012-2014 cycle;
- “Disclosure Initiative”, Amendments to IAS 1.

## Note 3: Business combinations, divestments and other significant transactions

### 2016

On March 15, 2016, Syngenta completed the divestiture of Syngenta Bioline Ltd. (“Bioline”), its beneficial insect breeding business. On June 1, 2016, Syngenta completed the divestiture of its manufacturing operations in Goa, India to Deccan Fine Chemicals India Private Ltd. Neither transaction had individually material proceeds nor led to a material gain or loss; the aggregate net gains on these divestments were \$12 million. Payments and receipts in 2016 of deferred and contingent consideration related to acquisitions and divestments completed in prior periods are not material.

### Public tender offer for Syngenta AG shares by CNAC Saturn (NL) B.V. (“the Offeror”)

As of March 23, 2016, CNAC Saturn (NL) B.V. (“the Offeror”), a subsidiary of China National Chemical Corporation (ChemChina), a state-owned enterprise of the People’s Republic of China, launched public tender offers in Switzerland and in the United States to acquire all the publicly held Ordinary Shares and, in the U.S. offer, also all American Depositary Shares (ADSs) of Syngenta AG (“the Offer” or “the Transaction”) for \$465 per Ordinary Share in cash. Syngenta and its Board of Directors have agreed to support the Offer. ChemChina has announced that, as of 5:00 p.m., New York City time, on December 16, 2016, approximately 19,222,302 Syngenta AG Ordinary Shares (including those represented by ADSs) had been validly tendered in, and not withdrawn from, the Offer. The Main Offer Period has been extended until March 2, 2017, with further extension likely to follow until all offer conditions are fulfilled. At such time, the Offeror will extend the Offer for the last time by a period of up to 20 trading days. The Offer is conditional among other things on acceptance by shareholders owning 67 percent of Syngenta AG issued shares and on regulatory approval by the competent merger control and other authorities.

The Transaction Agreement between ChemChina and Syngenta AG may be terminated in specified circumstances, including by either party if all conditions are not satisfied by June 30, 2017, provided the Swiss Takeover Board no longer requires the Offer to remain open. Pursuant to the Transaction Agreement, ChemChina has agreed to pay Syngenta an amount equal to \$3 billion if, despite all other conditions of the Offer having been satisfied or still being capable of being satisfied, the Offer does not become unconditional and/or is terminated as a result of the failure to obtain Chinese regulatory approvals or antitrust approvals, subject to certain exceptions. In certain circumstances, including if the Syngenta AG Board of Directors were to withdraw its support for the Offer and as a result the Offer is

not successful or does not become unconditional, Syngenta would be required to pay ChemChina \$848 million.

Regulatory approval for the Transaction was received from the Committee on Foreign Investment in the United States (CFIUS) on August 19, 2016. At December 31, 2016, clearance for the Transaction had been received from antitrust authorities in respect of Australia, COMESA (Common Market for Eastern and Southern Africa), Israel, Japan, Kenya, Macedonia, Pakistan, Russia, Serbia, the Republic of South Africa, South Korea, Turkey and Ukraine.

If the Offer becomes unconditional, Syngenta AG will pay a special dividend of CHF 5.00 per share immediately before the First Settlement of the Offer. The Offer price will not be adjusted for this dividend. The Transaction Agreement provides that after the First Settlement, 4 out of 10 members of Syngenta's board of directors shall be persons who have no affiliation with ChemChina or its affiliates (each, an Independent Director). Certain matters will require the affirmative vote of at least two Independent Directors, including, among others, (i) any change in the location of Syngenta's headquarters, (ii) any raising of new debt or making of distributions which would lower the rating of Syngenta to a level below investment grade (by Moody's and Standard & Poor's), (iii) any reduction in Syngenta's Research and Development budget in any given year to a level below 80% of the average Research and Development spend in the years 2012-2015, (iv) any material change in the agricultural sustainability programs or reduction of funding of the Syngenta Foundation for Sustainable Agriculture to a level below 80% of the average funding per year 2012-2015, (v) any material change to Syngenta's Health, Safety and Environment Policy and Standards and (vi) any material change to Syngenta's Code of Conduct. Approval by the Independent Directors will also be required, subject to certain exceptions, for any transaction between any member of the ChemChina Group, on the one hand, and any member of Syngenta group, on the other hand, if the transaction is not made at market terms. The above corporate governance arrangements shall remain in place until the earlier of (i) 5 years following the First Settlement of the Offer and (ii) a re-listing of Syngenta Shares through an initial public offering.

In the event that ChemChina and/or its Subsidiaries hold between 90% and 98% of the voting rights in Syngenta after the Second Settlement of the Offer, ChemChina intends to merge Syngenta with a Swiss company directly or indirectly controlled by ChemChina in accordance with articles 8 para. 2 and 18 para. 5 of the Swiss Merger Act, whereby the remaining public shareholders of Syngenta will be compensated (in cash or otherwise) and not receive any shares in the surviving company. In the event that ChemChina and/or its Subsidiaries hold more than 98% of the voting rights in Syngenta after the Second Settlement, the Offeror intends to request the cancellation of the remaining publicly held Syngenta Shares in accordance with article 137 of the Financial Markets Infrastructure Act (FMIA).

#### Impact of the Offer on the consolidated financial statements

Given the conditional status of the Offer at December 31, 2016, accounting judgments have been required as to the likelihood that the Offer will complete and how its completion may affect the presentation, classification or measurement of the financial statement items referred to below. Syngenta has considered the possible scenarios in which the Offer might not complete successfully, which include failure to obtain those regulatory approvals that are still outstanding. While there can be no certainty that one or more of these scenarios will not occur, in the opinion of Syngenta, successful completion of the Offer is probable and Syngenta has no indications that the Offer could not be successfully executed before June 30, 2017.



Transaction Costs incurred by Syngenta in 2016 in connection with the Offer were \$50 million and have been expensed as incurred within Restructuring in the condensed consolidated income statement, as further disclosed in Note 6.

#### Change of control

Syngenta has identified the following material items where completion of the Offer could trigger an impact:

#### Special dividend

Completion of the Offer will require Syngenta to obtain financing to pay the CHF 5.00 per share special dividend immediately before the First Settlement. Because the approval given by the Syngenta AG Annual General Meeting on April 26, 2016 is conditional on the Offer being declared unconditional, no liability has been recognized for the dividend in the consolidated balance sheet at December 31, 2016. Based on the total number of shares in issue including Treasury shares held by Syngenta AG at that date, the special dividend would amount to \$454 million at the December 31, 2016 exchange rate.

#### Financial debt

Syngenta has the following long-term debt instruments outstanding which have change of control clauses under which holders may require early repayment if the credit rating of Syngenta falls below Investment grade:

- Two US (SEC registered) bonds issued in March 2012 (face values \$250 million and \$500 million); on occurrence of a change of control, holders have the right to require Syngenta to purchase all or a portion of the outstanding notes at a price equal to 101% of the principal amount plus accrued and unpaid interest to the date of purchase if Syngenta's credit rating according to at least two out of the three rating agencies (Moody's, Standard & Poors and Fitch) has fallen below investment grade on any date during the period starting 60 days prior to the first public announcement of any change of control and ending 60 days following consummation of the change of control and upon the confirmation that the changed rating is attributable to the change of control.
- Three US private placements issued in December 2005 (face values \$75 million, \$75 million and \$100 million); holders have the option to require Syngenta to prepay its notes at par together with the interest thereon to the prepayment date selected by Syngenta if within 90 days after the public announcement of the change of control having occurred, any of Moody's, Standard & Poor's, or any other rating agency of equivalent international standing specified from time to time by Syngenta (i) withdraws the rating, (ii) changes the rating so that it falls below investment grade or (iii) in case the rating is already below investment grade, the rating is lowered by one full rating category.

At December 31, 2016 no such fall in credit rating had occurred, and the above instruments have been presented within non-current financial debt in the December 31, 2016 consolidated balance sheet.

The current syndicated committed loan facility of \$2,500 million (which serves as a backstop facility for the \$2,500 million Global Commercial Paper program) has a change of control clause that allows each lender to cancel its commitment unless renegotiated terms are agreed within 30 days of a change of control occurring. In order to address the risk of early termination, ChemChina has provided cover for the backstop facility and also for other financing arising from the change of control via a committed Target Facilities Agreement that Syngenta expects to be able to access on successful completion of the Offer.

## Non-current assets

In prior years, Syngenta entered into certain agreements which give the respective counterparties early termination rights on a change of control of Syngenta. Syngenta has recognized payments made under certain agreements as intangible assets. Exercise of termination rights on change of control could result in impairment losses or changes to amortization in future periods. Syngenta does not believe that such losses or changes will have a material impact on its consolidated income statement and balance sheet.

Regulatory authorities who are still considering the Transaction may impose conditions which require Syngenta to divest as yet unspecified intangible assets or property, plant and equipment, and the proceeds that Syngenta can obtain from their disposal may not be sufficient to cover the carrying amount of these assets at December 31, 2016. This could lead to Syngenta recognizing additional asset impairments or divestment losses in 2017. Syngenta cannot reasonably determine the assets impacted (if any) or estimate the amounts of such impairments or divestment losses until it is informed of the decisions of the regulatory authorities.

## Amendments to Syngenta's Equity Plans

On February 1 and 2, 2016 the Syngenta Board of Directors and the Compensation Committee of the Board of Directors, amended Syngenta's Equity Plans for Directors and Employees, respectively. Under the amended terms of the Equity Plans, on the Offer being declared unconditional, all blocking and holding periods for vested shares held in the plans will be waived to enable holders of these shares, if they wish, to tender them into the Offer during the Additional Acceptance Period. Effective as of the Offer becoming successful (i.e., pursuant to the Transaction Agreement, withdrawal rights of shareholders have lapsed and the minimum acceptance condition has been satisfied), all outstanding share awards and Restricted Share Units will be converted into Syngenta shares and deferral and vesting periods will be waived and matching shares will be granted, Performance Share Units will vest at target levels of performance and will be converted into Syngenta shares, options will vest and their exercise periods will lapse, and performance options will vest at target levels of performance and their exercise periods will lapse. Phantom awards and ADSs will be treated in an analogous way to the above. Syngenta AG will settle all outstanding awards, other than Syngenta shares to which the Equity Plan participants have acquired valid title before the Offer became unconditional, in cash instead of Syngenta shares on the date of the Second Settlement.

In order to determine the appropriate accounting treatment of its equity plans in the light of these amendments, Syngenta is required to estimate at each reporting date whether it is more likely than not that outstanding awards will be equity-settled or cash-settled, and apply the corresponding accounting treatment in accordance with IFRS 2. Under equity-settled share based payment accounting, the fair value of awards granted is determined at grant date and this value is recognized on a straight-line basis over the vesting period, so that the expense recognized in each period varies according to the extent to which the service and performance conditions applicable to each award are expected to be met by the end of the vesting period. On settlement of the awards, the cumulative expense recognized for awards that vest is equal to their fair value when granted. Under cash-settled share based payment accounting, a fair valuation of outstanding awards is carried out using current assumptions at each reporting date, so that the expense recognized in each period also varies according to changes in the Syngenta share price and other valuation assumptions during the period. This results in greater fluctuation in expense recognized from one period to another than under equity-settled accounting. On settlement of the awards, the cumulative expense recognized since grant is equal to the cash paid on settlement. Because of the requirement for Syngenta AG to settle outstanding awards in cash on

completion of the Offer, and having judged that successful completion of the Offer is probable, Syngenta changed the accounting for all outstanding awards made under its Equity Plans, except for awards of Syngenta shares that have vested or will equity vest before the Offer is expected to complete, from equity-settled share based payment arrangements to cash-settled share based payment arrangements with effect from February 2, 2016, and has continued to account for them as cash-settled awards at December 31, 2016.

The effect of this change in accounting for the plans was as follows:

- \$47 million credited to equity under equity-settled share based payment accounting up to February 2, 2016 in respect of those outstanding awards which Syngenta would settle in cash assuming the Offer completes on March 31, 2017, has been reclassified as a liability;
- In respect of those awards, \$70 million share based payment expense was recognized as a liability and recorded in function expenses according to where the related personnel costs are charged for the year ended December 31, 2016, in addition to the \$71 million charge that would have been made under equity-settled share based payment accounting, had the change to cash-settled share based payment accounting not occurred;
- At December 31, 2016, \$178 million share based payment liabilities (2015: \$2 million) were presented within Other current liabilities.

The principal assumptions used to measure the share based payment expense and the fair value of the share based payment liability at December 31, 2016 were as follows:

- Syngenta AG share price at December 31, 2016: ordinary shares: CHF 402.50; ADS: \$79.04
- Vesting period remaining at December 31, 2016: 3 months
- Expected option term remaining at December 31, 2016: 3 months
- Risk-free interest rate: CHF: -0.63%; \$: 0.48%
- Share price volatility: 17.91%
- Dividend yield: 0.0%

Under cash-settled share based payment accounting, the fair value of the awards is charged to profit or loss and no equity instruments are assumed to be issued on settlement. Therefore, for the purposes of calculating diluted earnings per share in respect of those awards which have been accounted for as cash-settled, basic and diluted numbers of shares are the same.

The expected amount to be paid by Syngenta AG to settle awards on completion of the Offer is \$318 million at December 31, 2016 exchange rates, which would result in a further \$140 million expense being recognized in the 2017 consolidated income statement for awards outstanding at December 31, 2016.

## **2015**

On October 15, 2015, Syngenta acquired 100 percent of the shares of Land.db Enterprises Inc. in exchange for cash, including contingent consideration. The primary reason for the acquisition was to gain exclusive control of the AgriEdge Excelsior<sup>®</sup> farm management software program, which integrates products, services, risk management and technology for growers. The assets, liabilities, acquisition-date fair value of consideration and related costs for the acquisition were not material.

Payments and receipts in 2015 of deferred and contingent consideration related to acquisitions and divestments completed in prior periods were not material.

## Note 4: Segmental information

Syngenta is organized on a worldwide basis into five operating segments: the four geographic regions, comprising the Crop Protection and Seeds businesses, and the global Lawn and Garden business. Some costs do not relate to a geographic destination and are unallocated.

No operating segments have been aggregated to form the above reportable segments.

| <b>2016</b><br><b>(\$m)</b>               | Europe,<br>Africa,<br>Middle<br>East | North<br>America | Latin<br>America | Asia<br>Pacific | Un-<br>allocated | <b>Total<br/>regional</b> | Lawn<br>and<br>Garden | <b>Group</b>  |
|---|--------------------------------------|------------------|------------------|-----------------|------------------|---------------------------|-----------------------|---------------|
| <b>Sales</b>                              | <b>3,793</b>                         | <b>3,202</b>     | <b>3,293</b>     | <b>1,839</b>    | -                | <b>12,127</b>             | <b>663</b>            | <b>12,790</b> |
| Cost of goods sold                        | (1,801)                              | (1,720)          | (1,766)          | (986)           | 48               | (6,225)                   | (282)                 | (6,507)       |
| <b>Gross profit</b>                       | <b>1,992</b>                         | <b>1,482</b>     | <b>1,527</b>     | <b>853</b>      | <b>48</b>        | <b>5,902</b>              | <b>381</b>            | <b>6,283</b>  |
| Marketing and distribution                | (554)                                | (528)            | (492)            | (279)           | (102)            | (1,955)                   | (162)                 | (2,117)       |
| Research and development                  | -                                    | -                | -                | -               | (1,247)          | (1,247)                   | (52)                  | (1,299)       |
| General and administrative                | (234)                                | (161)            | (102)            | (66)            | (607)            | (1,170)                   | (50)                  | (1,220)       |
| <b>Operating income/(loss)</b>            | <b>1,204</b>                         | <b>793</b>       | <b>933</b>       | <b>508</b>      | <b>(1,908)</b>   | <b>1,530</b>              | <b>117</b>            | <b>1,647</b>  |
| Income from associates and joint ventures |                                      |                  |                  |                 |                  |                           |                       | 5             |
| Financial expense, net                    |                                      |                  |                  |                 |                  |                           |                       | (291)         |
| <b>Income before taxes</b>                |                                      |                  |                  |                 |                  |                           |                       | <b>1,361</b>  |

| <b>2015</b><br><b>(\$m)</b>               | Europe,<br>Africa,<br>Middle<br>East | North<br>America | Latin<br>America | Asia<br>Pacific | Un-<br>allocated | <b>Total<br/>regional</b> | Lawn<br>and<br>Garden | <b>Group</b>  |
|---|--------------------------------------|------------------|------------------|-----------------|------------------|---------------------------|-----------------------|---------------|
| <b>Sales</b>                              | <b>3,884</b>                         | <b>3,410</b>     | <b>3,632</b>     | <b>1,837</b>    | -                | <b>12,763</b>             | <b>648</b>            | <b>13,411</b> |
| Cost of goods sold                        | (1,889)                              | (1,779)          | (2,118)          | (1,012)         | 54               | (6,744)                   | (298)                 | (7,042)       |
| <b>Gross profit</b>                       | <b>1,995</b>                         | <b>1,631</b>     | <b>1,514</b>     | <b>825</b>      | <b>54</b>        | <b>6,019</b>              | <b>350</b>            | <b>6,369</b>  |
| Marketing and distribution                | (586)                                | (537)            | (557)            | (286)           | (83)             | (2,049)                   | (161)                 | (2,210)       |
| Research and development                  | -                                    | -                | -                | -               | (1,310)          | (1,310)                   | (52)                  | (1,362)       |
| General and administrative                | (254)                                | (121)            | (67)             | (55)            | (442)            | (939)                     | (17)                  | (956)         |
| <b>Operating income/(loss)</b>            | <b>1,155</b>                         | <b>973</b>       | <b>890</b>       | <b>484</b>      | <b>(1,781)</b>   | <b>1,721</b>              | <b>120</b>            | <b>1,841</b>  |
| Income from associates and joint ventures |                                      |                  |                  |                 |                  |                           |                       | 7             |
| Financial expense, net                    |                                      |                  |                  |                 |                  |                           |                       | (256)         |
| <b>Income before taxes</b>                |                                      |                  |                  |                 |                  |                           |                       | <b>1,592</b>  |

All activities were in respect of continuing operations.

## Note 5: General and administrative

The increase in Other general and administrative from 2015 to 2016 includes losses of \$73 million (2015: gains of \$21 million) on hedges of forecast transactions, \$30 million charged for the cash-settlement treatment of equity plans discussed in Notes 3 and 6 (2015: \$nil), a gain on the sale of land of \$34 million recognized in 2015 and increases in litigation expenses. In addition, functional support costs are charged to the regions based on US dollar amounts fixed at the start of the year. An excess cost recovery was recorded in 2015 due to the general strength of the \$ during the year. That level of excess cost recovery was not repeated in 2016.

## Note 6: Restructuring

For the years ended December 31,

| (\$m)   | 2016       | 2015       |
|---|------------|------------|
| Accelerating operational leverage programs:                 |            |            |
| Cash costs  | 214        | 228        |
| Non-cash costs  | 9          | 12         |
| Integrated crop strategy programs:                          |            |            |
| Cash costs  | 1          | 27         |
| Acquisition, divestment and related costs:                  |            |            |
| Cash costs  |            |            |
| Associated with industry consolidation, including ChemChina | 50         | 62         |
| Other acquisition and related integration costs             | 24         | 29         |
| Non-cash items  | (12)       | 1          |
| Other non-cash restructuring and impairment:                |            |            |
| Other non-current asset impairments                         | 121        | 29         |
| <b>Total</b>  | <b>407</b> | <b>388</b> |

The above costs are presented within Restructuring in the consolidated income statement.

In addition to the above, of the \$141 million share based payment expense charged to the 2016 condensed consolidated income statement, \$70 million (2015: \$ nil) is the incremental effect of applying cash-settled share based payment accounting due to the share plan amendments related to the ChemChina offer, as described in Note 3. The \$70 million is presented as costs of the following functions: Cost of goods sold \$6 million, Marketing and distribution \$26 million, Research and development \$8 million, Other general and administrative \$30 million.

The total of the above material items is presented within the condensed consolidated income statement as follows:

| <b>(\$m)</b>                     | <b>2016</b> | <b>2015</b> |
|----------------------------------|-------------|-------------|
| Cost of goods sold               | 6           | -           |
| Marketing and distribution       | 26          | -           |
| Research and development         | 8           | -           |
| Other general and administrative | 30          | -           |
| Restructuring                    | 407         | 388         |
| <b>Total</b>                     | <b>477</b>  | <b>388</b>  |

Restructuring represents the effect on reported performance of initiating and enabling business changes that are considered major and that, in the opinion of management, will have a material effect on the nature and focus of Syngenta's operations, and therefore require separate disclosure to provide a more thorough understanding of business performance. Restructuring includes the incremental costs of closing, restructuring or relocating existing operations, and gains or losses from related asset disposals. Restructuring also includes the costs of analyzing and preparing for potential industry consolidation transactions, including costs associated with the ChemChina takeover offer, as well as the effects of completing and integrating significant business combinations and divestments, including related transaction costs, gains and losses. Recurring costs of normal business operations and routine asset disposal gains and losses are excluded.

Impairment includes impairment losses associated with major restructuring as well as impairment losses and reversals of impairment losses resulting from major changes in the markets in which a reported segment operates.

The incidence of these business changes may be periodic and the effect on reported performance of initiating them will vary from period to period. Because each such business change is different in nature and scope, there will be little continuity in the detailed composition and size of the reported amounts which affect performance in successive periods. Separate disclosure of these amounts facilitates the understanding of performance including and excluding items affecting comparability. Syngenta's definition of restructuring and impairment may not be comparable to similarly titled line items in financial statements of other companies.

### **Analysis of restructuring costs**

#### **2016**

#### **Accelerating operational leverage programs**

Cash costs of \$214 million, including \$36 million of severance and pension charges and \$35 million of information systems projects, consist of \$95 million for initiatives to restructure marketing and commercial operations, \$61 million for projects to improve the effectiveness of back office support, \$30 million for Research and Development productivity projects, \$23 million for activity to optimize production and supply and \$5 million for project management.

Non-cash costs include tangible asset write-downs associated with the above projects.

#### **Integrated crop strategy programs**

The integrated crop strategy programs announced in 2011 are substantially complete and final costs in 2016 relate to the completion of certain projects initiated before the end of 2015.

## **Acquisition, divestment and related costs**

Cash costs include \$50 million of transaction costs related to the Offer. Other cash costs include \$13 million of transaction costs and \$11 million incurred for integration projects, including the divestments of the Goa manufacturing site and the Bioline beneficial insects breeding business and the subsequently cancelled projects to divest the Flowers and Vegetables businesses.

Non-cash items consist of aggregate gains of \$12 million on sale of the Bioline beneficial insects breeding business and the manufacturing site in Goa.

## **Other non-cash restructuring**

Other non-current asset impairments include \$61 million for the impairment of product rights where production challenges have increased the uncertainties of commercializing a product profitably, \$31 million for the impairment of two sites and \$16 million for the write-down of a building, both in the US and now classified as held for sale, \$10 million to impair the assets of a seeds crop where expectations of future operating profitability have reduced and various other individually small write-downs.

## **2015**

### **Accelerating operational leverage programs**

Cash costs of \$228 million, including \$127 million of severance and pension charges, consisted of \$77 million for initiatives to restructure marketing and commercial operations, \$43 million for projects to drive efficiencies in territory commercial operations, \$48 million to rationalize logistical operations and optimize production capacity, \$36 million for Research and Development productivity projects, \$17 million for projects to increase the effectiveness of back office support services and \$7 million for project management.

Non-cash costs of \$12 million included \$33 million of tangible asset write-downs at three sites resulting from projects to rationalize logistical operations and optimize production capacity and a \$21 million pension curtailment gain related to the Swiss defined benefit pension plan. The pension curtailment gain represents the difference between the cash costs for early retirements and the calculation of net pension curtailment costs according to IFRS. Cash costs for early retirements are included in the cash costs of various projects described above.

### **Integrated crop strategy programs**

Cash costs of \$27 million included \$20 million of charges for the transfer of certain system and process management activities to the internal service center in India, including \$11 million for information system projects, \$1 million to restructure the integrated Research and Development function, \$1 million to restructure the Human Resource organization and \$5 million of corporate headquarter and other costs.

## **Acquisition, divestment and related costs**

Costs associated with industry consolidation represented transaction charges related to transactions, such as the proposals received from Monsanto Company and ChemChina. Further cash costs included \$21 million of transaction costs and \$8 million incurred to integrate previous acquisitions, mainly the German and Polish winter wheat and winter oilseed rape breeding and business operations of Lantmännen, PSB and MRI, as well as costs associated with the separation and planned divestments of the Flowers and Vegetables Seeds businesses announced during 2015, which were subsequently cancelled. The non-cash item was an impairment related to fixed assets acquired with the German and Polish winter wheat and winter oilseed rape breeding and business operations of Lantmännen.



### Other non-cash restructuring

Other non-current asset impairments of \$29 million included \$20 million to impair the assets of a seeds crop where expectations of future operating profitability had reduced, \$7 million of impairment of exclusive distribution rights where the distribution agreement was terminated and \$2 million for two other intangible asset impairments.

### Note 7: Non-cash and other reconciling items included in income before taxes

| (\$m)   | 2016         | 2015         |
|---|--------------|--------------|
| Depreciation, amortization and impairment of:           |              |              |
| Property, plant and equipment                           | 397          | 392          |
| Intangible assets                                       | 265          | 212          |
| Financial assets  | -            | 1            |
| Deferred revenue and other gains and losses             | (62)         | (70)         |
| Charges in respect of share based compensation          | 141          | 74           |
| Charges in respect of provisions, net of reimbursements | 246          | 355          |
| Financial expense, net                                  | 291          | 256          |
| Losses/(gains) on hedges reported in operating income   | 27           | (10)         |
| Income from associates and joint ventures               | (5)          | (7)          |
| <b>Total</b>  | <b>1,300</b> | <b>1,203</b> |

See Note 3 for a description of the change in accounting treatment of share based payment arrangements.

## Note 8: Principal currency translation rates

As an international business selling in over 100 countries and having major manufacturing and research and development facilities in Switzerland, the UK, the USA and India, movements in currencies impact Syngenta's business performance. The principal currencies and exchange rates against the US dollar used in preparing the condensed consolidated financial statements were as follows:

| Per \$                 |     | Average |       | Period ended December 31, |       |
|------------------------|-----|---------|-------|---------------------------|-------|
|                        |     | 2016    | 2015  | 2016                      | 2015  |
| Brazilian real         | BRL | 3.49    | 3.33  | 3.26                      | 3.90  |
| Swiss franc            | CHF | 0.99    | 0.96  | 1.02                      | 0.99  |
| Euro                   | EUR | 0.90    | 0.90  | 0.95                      | 0.92  |
| British pound sterling | GBP | 0.73    | 0.65  | 0.81                      | 0.68  |
| Russian ruble          | RUB | 67.57   | 61.05 | 61.55                     | 73.89 |
| Ukrainian hryvnia      | UAH | 25.43   | 21.45 | 27.19                     | 23.79 |

The average rates presented above are an average of the monthly rates used to prepare the condensed consolidated income and cash flow statements. The period end rates were used for the preparation of the condensed consolidated balance sheet.

## Note 9: Issuances, repurchases and repayments of debt and equity securities

### 2016

During 2016, no shares were repurchased. No treasury shares were reissued except in accordance with Syngenta's share based payment plans disclosed in Note 23 to the 2015 annual consolidated financial statements.

On January 29, 2016, the terms of Syngenta's \$1.5 billion committed, revolving, multi-currency syndicated credit facility were amended to increase its amount to \$2.5 billion. The facility supports the Global Commercial Paper program which provides short-term funding for working capital fluctuations due to the seasonality of the business. The facility's contractual expiry date is in 2019, but it has a change of control clause that allows each lender to cancel its commitment unless renegotiated terms are agreed within 30 days of a change of control occurring.

### 2015

During 2015, Syngenta repurchased 389,500 of its own shares at a cost of \$134 million of which 158,000 shares had been intended to be used to meet future requirements of share based payment plans and 231,500 shares related to the share repurchase program. No treasury shares were reissued except in accordance with Syngenta's share based payment plans disclosed in Note 23 to the 2015 annual consolidated financial statements.

During 2015, Syngenta repaid a Eurobond with principal of EUR 500 million at maturity, and issued a EUR 500 million Eurobond with a coupon rate of 1.25 percent and a maturity date in September 2027.

## Note 10: Subsequent events

No events occurred between the balance sheet date and the date on which these condensed consolidated financial statements were approved by the Board of Directors that would require adjustment to or disclosure in the condensed consolidated financial statements.

## Supplementary financial information

### Financial summary

| For the years ended December 31,<br>(\$m, except per share amounts)   | Excluding<br>restructuring and<br>impairment <sup>1</sup> |               | Restructuring and<br>impairment |               | As reported under<br>IFRS |               |
|---|---|---------------|---------------------------------|---------------|---------------------------|---------------|
|   | 2016  | 2015          | 2016                            | 2015          | 2016                      | 2015          |
| <b>Sales</b>  | <b>12,790</b>   | <b>13,411</b> | -                               | -             | <b>12,790</b>             | <b>13,411</b> |
| <b>Gross profit</b>   | <b>6,289</b>  | <b>6,369</b>  | <b>(6)</b>                      | -             | <b>6,283</b>              | <b>6,369</b>  |
| Marketing and distribution  | (2,091)   | (2,210)       | (26)                            | -             | (2,117)                   | (2,210)       |
| Research and development  | (1,291)   | (1,362)       | (8)                             | -             | (1,299)                   | (1,362)       |
| General and administrative  | (783)   | (568)         | (437)                           | (388)         | (1,220)                   | (956)         |
| <b>Operating income</b>   | <b>2,124</b>  | <b>2,229</b>  | <b>(477)</b>                    | <b>(388)</b>  | <b>1,647</b>              | <b>1,841</b>  |
| <b>Income before taxes</b>  | <b>1,838</b>  | <b>1,980</b>  | <b>(477)</b>                    | <b>(388)</b>  | <b>1,361</b>              | <b>1,592</b>  |
| Income tax expense  | (267)   | (336)         | 87                              | 88            | (180)                     | (248)         |
| <b>Net income</b>   | <b>1,571</b>  | <b>1,644</b>  | <b>(390)</b>                    | <b>(300)</b>  | <b>1,181</b>              | <b>1,344</b>  |
| Attributable to non-controlling interests                             | (3)   | (5)           | -                               | -             | (3)                       | (5)           |
| <b>Attributable to Syngenta AG<br/>shareholders</b>                   | <b>1,568</b>  | <b>1,639</b>  | <b>(390)</b>                    | <b>(300)</b>  | <b>1,178</b>              | <b>1,339</b>  |
| <b>Earnings/(loss per share (\$)²</b>                                 |   |               |                                 |               |                           |               |
| - basic   | <b>17.04</b>  | <b>17.83</b>  | <b>(4.24)</b>                   | <b>(3.26)</b> | <b>12.80</b>              | <b>14.57</b>  |
| - diluted   | <b>17.03</b>  | <b>17.78</b>  | <b>(4.24)</b>                   | <b>(3.26)</b> | <b>12.79</b>              | <b>14.52</b>  |
|   |   |               | <b>2016</b>                     | <b>2015</b>   | <b>2016 CER³</b>          |               |
| <b>Gross profit margin excluding restructuring and<br/>impairment</b> |   |               | <b>49.2%</b>                    | <b>47.5%</b>  | <b>49.6%</b>              |               |
| <b>EBITDA⁴</b>  |   |               | <b>2,659</b>                    | <b>2,777</b>  |                           |               |
| <b>EBITDA margin</b>  |   |               | <b>20.8%</b>                    | <b>20.7%</b>  | <b>21.5%</b>              |               |
| <b>Tax rate on results excluding restructuring and<br/>impairment</b> |   |               | <b>15%</b>                      | <b>17%</b>    |                           |               |
| <b>Free cash flow⁵</b>  |   |               | <b>1,357</b>                    | <b>795</b>    |                           |               |
| <b>Trade working capital to sales⁶</b>                                |   |               | <b>40%</b>                      | <b>38%</b>    |                           |               |
| <b>Debt/equity gearing⁷</b>   |   |               | <b>29%</b>                      | <b>31%</b>    |                           |               |
| <b>Net debt⁷</b>  |   |               | <b>2,281</b>                    | <b>2,586</b>  |                           |               |
| <b>Cash flow return on investment⁸</b>                                |   |               | <b>12%</b>                      | <b>11%</b>    |                           |               |

1 For further analysis of restructuring and impairment charges, see Note 6 on page 22. Net income and earnings per share excluding restructuring and impairment are provided as additional information and not as an alternative to net income and earnings per share determined in accordance with IFRS.

2 The weighted average number of ordinary shares in issue used to calculate earnings per share are as follows: For 2016 basic EPS 92,020,494 and diluted EPS 92,092,649; for 2015 basic EPS 91,908,128 and diluted EPS 92,206,535.

3 For a description of CER see Appendix A on page 38.

4 EBITDA is defined in Appendix B on page 38.

5 For a description of free cash flow, see Appendix D on page 40.

6 Period-end trade working capital as a percentage of twelve-month sales, see Appendix E on page 40.

7 For a description of net debt and the calculation of debt/equity gearing, see Appendix F on page 41.

8 For a description of cash flow return on investment and the calculation, see Appendix G on page 42.

## Full year segmental results excluding restructuring and impairment

| Group<br>(\$m)                            | For the years ended December 31, |               |           |
|---|----------------------------------|---------------|-----------|
|   | 2016                             | 2015          | CER %     |
| <b>Sales</b>                              | <b>12,790</b>                    | <b>13,411</b> | <b>-2</b> |
| Gross profit                              | 6,289                            | 6,369         | +2        |
| Marketing and distribution                | (2,091)                          | (2,210)       | +2        |
| Research and development                  | (1,291)                          | (1,362)       | +2        |
| General and administrative                | (783)                            | (568)         | -30       |
| <b>Operating income</b>                   | <b>2,124</b>                     | <b>2,229</b>  | <b>+2</b> |
| Depreciation, amortization and impairment | 530                              | 541           |           |
| Income from associates and joint ventures | 5                                | 7             |           |
| <b>EBITDA</b>                             | <b>2,659</b>                     | <b>2,777</b>  | <b>+2</b> |
| <b>EBITDA margin (%)</b>                  | <b>20.8</b>                      | <b>20.7</b>   |           |

### Total regional

| (\$m)                                     |               |               |           |
|---|---------------|---------------|-----------|
| <b>Sales</b>                              | <b>12,127</b> | <b>12,763</b> | <b>-2</b> |
| Gross profit                              | 5,908         | 6,019         | +2        |
| Marketing and distribution                | (1,930)       | (2,049)       | +3        |
| Research and development                  | (1,239)       | (1,310)       | +2        |
| General and administrative                | (743)         | (558)         | -30       |
| <b>Operating income</b>                   | <b>1,996</b>  | <b>2,102</b>  | <b>+1</b> |
| Depreciation, amortization and impairment | 494           | 509           |           |
| Income from associates and joint ventures | 5             | 7             |           |
| <b>EBITDA</b>                             | <b>2,495</b>  | <b>2,618</b>  | <b>+1</b> |
| <b>EBITDA margin (%)</b>                  | <b>20.6</b>   | <b>20.5</b>   |           |

### Lawn and Garden

| (\$m)                                     |             |             |            |
|---|-------------|-------------|------------|
| <b>Sales</b>                              | <b>663</b>  | <b>648</b>  | <b>+4</b>  |
| Gross profit                              | 381         | 350         | +10        |
| Marketing and distribution                | (161)       | (161)       | -1         |
| Research and development                  | (52)        | (52)        | +1         |
| General and administrative                | (40)        | (10)        | -60        |
| <b>Operating income</b>                   | <b>128</b>  | <b>127</b>  | <b>+22</b> |
| Depreciation, amortization and impairment | 36          | 32          |            |
| <b>EBITDA</b>                             | <b>164</b>  | <b>159</b>  | <b>+20</b> |
| <b>EBITDA margin (%)</b>                  | <b>24.7</b> | <b>24.6</b> |            |

## Full year segmental results excluding restructuring and impairment: continued

| Europe, Africa and Middle East<br>(\$m) | For the years ended December 31, |              |            |
|---|----------------------------------|--------------|------------|
|   | 2016                             | 2015         | CER %      |
| <b>Sales</b>                            | <b>3,793</b>                     | <b>3,884</b> | <b>+5</b>  |
| Gross profit                            | 1,992                            | 1,995        | +11        |
| Marketing and distribution              | (545)                            | (586)        | +4         |
| General and administrative              | (136)                            | (126)        | -10        |
| <b>Operating income</b>                 | <b>1,311</b>                     | <b>1,283</b> | <b>+17</b> |

| North America<br>(\$m)     | For the years ended December 31, |              |            |
|----------------------------|----------------------------------|--------------|------------|
|                            | 2016                             | 2015         | CER %      |
| <b>Sales</b>               | <b>3,202</b>                     | <b>3,410</b> | <b>-6</b>  |
| Gross profit               | 1,484                            | 1,631        | -8         |
| Marketing and distribution | (520)                            | (537)        | +3         |
| General and administrative | (103)                            | (84)         | -23        |
| <b>Operating income</b>    | <b>861</b>                       | <b>1,010</b> | <b>-14</b> |

| Latin America<br>(\$m)     | For the years ended December 31, |              |           |
|----------------------------|----------------------------------|--------------|-----------|
|                            | 2016                             | 2015         | CER %     |
| <b>Sales</b>               | <b>3,293</b>                     | <b>3,632</b> | <b>-9</b> |
| Gross profit               | 1,528                            | 1,514        | -3        |
| Marketing and distribution | (488)                            | (557)        | +5        |
| General and administrative | (57)                             | (39)         | +41       |
| <b>Operating income</b>    | <b>983</b>                       | <b>918</b>   | <b>-</b>  |

| Asia Pacific<br>(\$m)      | For the years ended December 31, |              |            |
|----------------------------|----------------------------------|--------------|------------|
|                            | 2016                             | 2015         | CER %      |
| <b>Sales</b>               | <b>1,839</b>                     | <b>1,837</b> | <b>+2</b>  |
| Gross profit               | 853                              | 825          | +6         |
| Marketing and distribution | (277)                            | (286)        | +2         |
| General and administrative | (41)                             | (35)         | -16        |
| <b>Operating income</b>    | <b>535</b>                       | <b>504</b>   | <b>+10</b> |

## Second half segmental results excluding restructuring and impairment

| Group<br>(\$m)                            | For the six months ended December 31, |              |            |
|---|---------------------------------------|--------------|------------|
|   | 2016                                  | 2015         | CER %      |
| <b>Sales</b>                              | <b>5,696</b>                          | <b>5,777</b> | <b>-2</b>  |
| Gross profit                              | 2,764                                 | 2,598        | +5         |
| Marketing and distribution                | (1,077)                               | (1,133)      | +4         |
| Research and development                  | (639)                                 | (674)        | +3         |
| General and administrative                | (420)                                 | (294)        | -34        |
| <b>Operating income</b>                   | <b>628</b>                            | <b>497</b>   | <b>+18</b> |
| Depreciation, amortization and impairment | 264                                   | 278          |            |
| Income from associates and joint ventures | -                                     | 2            |            |
| <b>EBITDA</b>                             | <b>892</b>                            | <b>777</b>   | <b>+10</b> |
| <b>EBITDA margin (%)</b>                  | <b>15.7</b>                           | <b>13.5</b>  |            |

### Total regional

| (\$m)                                     |              |              |            |
|---|--------------|--------------|------------|
| <b>Sales</b>                              | <b>5,369</b> | <b>5,454</b> | <b>-2</b>  |
| Gross profit                              | 2,566        | 2,415        | +5         |
| Marketing and distribution                | (993)        | (1,052)      | +5         |
| Research and development                  | (613)        | (648)        | +3         |
| General and administrative                | (395)        | (288)        | -34        |
| <b>Operating income</b>                   | <b>565</b>   | <b>427</b>   | <b>+20</b> |
| Depreciation, amortization and impairment | 244          | 262          |            |
| Income from associates and joint ventures | -            | 2            |            |
| <b>EBITDA</b>                             | <b>809</b>   | <b>691</b>   | <b>+10</b> |
| <b>EBITDA margin (%)</b>                  | <b>15.1</b>  | <b>12.7</b>  |            |

### Lawn and Garden

| (\$m)                                     |             |             |            |
|---|-------------|-------------|------------|
| <b>Sales</b>                              | <b>327</b>  | <b>323</b>  | <b>+1</b>  |
| Gross profit                              | 198         | 183         | +8         |
| Marketing and distribution                | (84)        | (81)        | -4         |
| Research and development                  | (26)        | (26)        | +1         |
| General and administrative                | (25)        | (6)         | -47        |
| <b>Operating income</b>                   | <b>63</b>   | <b>70</b>   | <b>+11</b> |
| Depreciation, amortization and impairment | 20          | 16          |            |
| <b>EBITDA</b>                             | <b>83</b>   | <b>86</b>   | <b>+12</b> |
| <b>EBITDA margin (%)</b>                  | <b>25.3</b> | <b>26.8</b> |            |

## Second half segmental results excluding restructuring and impairment: continued

| Europe, Africa and Middle East<br>(\$m) | For the six months ended December 31, |              |            |
|---|---------------------------------------|--------------|------------|
|   | 2016                                  | 2015         | CER %      |
| <b>Sales</b>                            | <b>1,101</b>                          | <b>1,002</b> | <b>+14</b> |
| Gross profit                            | 565                                   | 466          | +26        |
| Marketing and distribution              | (272)                                 | (291)        | +5         |
| General and administrative              | (67)                                  | (50)         | -40        |
| <b>Operating income</b>                 | <b>226</b>                            | <b>125</b>   | <b>+91</b> |

| North America<br>(\$m)     |              |              |            |
|----------------------------|--------------|--------------|------------|
| <b>Sales</b>               | <b>1,087</b> | <b>1,180</b> | <b>-8</b>  |
| Gross profit               | 481          | 595          | -19        |
| Marketing and distribution | (260)        | (270)        | +4         |
| General and administrative | (61)         | (53)         | -16        |
| <b>Operating income</b>    | <b>160</b>   | <b>272</b>   | <b>-41</b> |

| Latin America<br>(\$m)     |              |              |            |
|----------------------------|--------------|--------------|------------|
| <b>Sales</b>               | <b>2,252</b> | <b>2,462</b> | <b>-11</b> |
| Gross profit               | 1,039        | 966          | -          |
| Marketing and distribution | (261)        | (301)        | +12        |
| General and administrative | (33)         | (12)         | +86        |
| <b>Operating income</b>    | <b>745</b>   | <b>653</b>   | <b>+8</b>  |

| Asia Pacific<br>(\$m)      |            |            |            |
|----------------------------|------------|------------|------------|
| <b>Sales</b>               | <b>929</b> | <b>810</b> | <b>+14</b> |
| Gross profit               | 432        | 340        | +26        |
| Marketing and distribution | (142)      | (140)      | -1         |
| General and administrative | (22)       | (17)       | -34        |
| <b>Operating income</b>    | <b>268</b> | <b>183</b> | <b>+44</b> |

## Full year sales

| (\$m)  | For the years ended December 31, |               |            |            |
|--|----------------------------------|---------------|------------|------------|
|  | 2016                             | 2015          | Actual %   | CER %      |
| <b>Group sales</b>                                   |                                  |               |            |            |
| Europe, Africa and Middle East                       | 3,793                            | 3,884         | -2         | +5         |
| North America  | 3,202                            | 3,410         | -6         | -6         |
| Latin America  | 3,293                            | 3,632         | -9         | -9         |
| Asia Pacific   | 1,839                            | 1,837         | -          | +2         |
| <b>Total regional sales</b>                          | <b>12,127</b>                    | <b>12,763</b> | <b>-5</b>  | <b>-2</b>  |
| <b>Lawn and Garden</b>                               | <b>663</b>                       | <b>648</b>    | <b>+2</b>  | <b>+4</b>  |
| <b>Group sales</b>                                   | <b>12,790</b>                    | <b>13,411</b> | <b>-5</b>  | <b>-2</b>  |
| <b>Crop Protection by region</b>                     |                                  |               |            |            |
| Europe, Africa and Middle East                       | 2,862                            | 2,892         | -1         | +6         |
| North America  | 2,306                            | 2,326         | -1         | -          |
| Latin America  | 2,860                            | 3,249         | -12        | -12        |
| Asia Pacific   | 1,543                            | 1,538         | -          | +2         |
| <b>Total</b>   | <b>9,571</b>                     | <b>10,005</b> | <b>-4</b>  | <b>-2</b>  |
| <b>Seeds by region</b>                               |                                  |               |            |            |
| Europe, Africa and Middle East                       | 973                              | 1,017         | -4         | +4         |
| North America  | 933                              | 1,116         | -16        | -16        |
| Latin America  | 448                              | 400           | +12        | +11        |
| Asia Pacific   | 303                              | 305           | -1         | +2         |
| <b>Total</b>   | <b>2,657</b>                     | <b>2,838</b>  | <b>-6</b>  | <b>-3</b>  |
| <b>Sales by business</b>                             |                                  |               |            |            |
| Crop Protection                                      | 9,571                            | 10,005        | -4         | -2         |
| Seeds  | 2,657                            | 2,838         | -6         | -3         |
| <i>Elimination of Crop Protection sales to Seeds</i> | <i>(101)</i>                     | <i>(80)</i>   | <i>n/a</i> | <i>n/a</i> |
| <b>Total regional sales</b>                          | <b>12,127</b>                    | <b>12,763</b> | <b>-5</b>  | <b>-2</b>  |
| <b>Lawn and Garden</b>                               | <b>663</b>                       | <b>648</b>    | <b>+2</b>  | <b>+4</b>  |
| <b>Group sales</b>                                   | <b>12,790</b>                    | <b>13,411</b> | <b>-5</b>  | <b>-2</b>  |



## Full year product line sales

| (\$m)  | For the years ended December 31, |               |            |            |
|--|----------------------------------|---------------|------------|------------|
|  | 2016                             | 2015          | Actual %   | CER %      |
| Selective herbicides                                 | 2,853                            | 2,894         | -1         | +2         |
| Non-selective herbicides                             | 773                              | 913           | -15        | -13        |
| Fungicides   | 3,157                            | 3,357         | -6         | -4         |
| Insecticides   | 1,643                            | 1,705         | -4         | -2         |
| Seedcare   | 1,003                            | 994           | +1         | +5         |
| Other crop protection                                | 142                              | 142           | -          | -          |
| <b>Total Crop Protection</b>                         | <b>9,571</b>                     | <b>10,005</b> | <b>-4</b>  | <b>-2</b>  |
| Corn and soybean                                     | 1,375                            | 1,564         | -12        | -11        |
| Diverse field crops                                  | 666                              | 658           | +1         | +11        |
| Vegetables   | 616                              | 616           | -          | +3         |
| <b>Total Seeds</b>                                   | <b>2,657</b>                     | <b>2,838</b>  | <b>-6</b>  | <b>-3</b>  |
| <i>Elimination of Crop Protection sales to Seeds</i> | <i>(101)</i>                     | <i>(80)</i>   | <i>n/a</i> | <i>n/a</i> |
| <b>Lawn and Garden</b>                               | <b>663</b>                       | <b>648</b>    | <b>+2</b>  | <b>+4</b>  |
| <b>Group sales</b>                                   | <b>12,790</b>                    | <b>13,411</b> | <b>-5</b>  | <b>-2</b>  |

## Second half year sales

| (\$m)  | For the six months ended December 31, |              |            |            |
|--|---------------------------------------|--------------|------------|------------|
|  | 2016                                  | 2015         | Actual %   | CER %      |
| <b>Group sales</b>                                   |                                       |              |            |            |
| Europe, Africa and Middle East                       | 1,101                                 | 1,002        | +10        | +14        |
| North America  | 1,087                                 | 1,180        | -8         | -8         |
| Latin America  | 2,252                                 | 2,462        | -9         | -11        |
| Asia Pacific   | 929                                   | 810          | +15        | +14        |
| <b>Total regional sales</b>                          | <b>5,369</b>                          | <b>5,454</b> | <b>-2</b>  | <b>-2</b>  |
| <b>Lawn and Garden</b>                               | <b>327</b>                            | <b>323</b>   | <b>+1</b>  | <b>+1</b>  |
| <b>Group sales</b>                                   | <b>5,696</b>                          | <b>5,777</b> | <b>-1</b>  | <b>-2</b>  |
| <b>Crop Protection by region</b>                     |                                       |              |            |            |
| Europe, Africa and Middle East                       | 836                                   | 729          | +15        | +19        |
| North America  | 774                                   | 743          | +4         | +4         |
| Latin America  | 1,945                                 | 2,190        | -11        | -13        |
| Asia Pacific   | 772                                   | 662          | +16        | +15        |
| <b>Total</b>   | <b>4,327</b>                          | <b>4,324</b> | <b>-</b>   | <b>-</b>   |
| <b>Seeds by region</b>                               |                                       |              |            |            |
| Europe, Africa and Middle East                       | 300                                   | 296          | +2         | +4         |
| North America  | 338                                   | 461          | -27        | -27        |
| Latin America  | 314                                   | 278          | +13        | +5         |
| Asia Pacific   | 161                                   | 150          | +7         | +8         |
| <b>Total</b>   | <b>1,113</b>                          | <b>1,185</b> | <b>-6</b>  | <b>-7</b>  |
| <b>Sales by business</b>                             |                                       |              |            |            |
| Crop Protection                                      | 4,327                                 | 4,324        | -          | -          |
| Seeds  | 1,113                                 | 1,185        | -6         | -7         |
| <i>Elimination of Crop Protection sales to Seeds</i> | <i>(71)</i>                           | <i>(55)</i>  | <i>n/a</i> | <i>n/a</i> |
| <b>Total regional sales</b>                          | <b>5,369</b>                          | <b>5,454</b> | <b>-2</b>  | <b>-2</b>  |
| <b>Lawn and Garden</b>                               | <b>327</b>                            | <b>323</b>   | <b>+1</b>  | <b>+1</b>  |
| <b>Group sales</b>                                   | <b>5,696</b>                          | <b>5,777</b> | <b>-1</b>  | <b>-2</b>  |

## Second half year product line sales

| (\$m)  | For the six months ended December 31, |              |            |            |
|--|---------------------------------------|--------------|------------|------------|
|  | 2016                                  | 2015         | Actual %   | CER %      |
| Selective herbicides                                 | 1,004                                 | 914          | +10        | +10        |
| Non-selective herbicides                             | 382                                   | 423          | -10        | -10        |
| Fungicides   | 1,399                                 | 1,486        | -6         | -7         |
| Insecticides   | 858                                   | 856          | -          | -          |
| Seedcare   | 600                                   | 556          | +8         | +9         |
| Other crop protection                                | 84                                    | 89           | -6         | -8         |
| <b>Total Crop Protection</b>                         | <b>4,327</b>                          | <b>4,324</b> | <b>-</b>   | <b>-</b>   |
| Corn and soybean                                     | 607                                   | 698          | -13        | -16        |
| Diverse field crops                                  | 217                                   | 202          | +7         | +10        |
| Vegetables   | 289                                   | 285          | +2         | +3         |
| <b>Total Seeds</b>                                   | <b>1,113</b>                          | <b>1,185</b> | <b>-6</b>  | <b>-7</b>  |
| <i>Elimination of Crop Protection sales to Seeds</i> | <i>(71)</i>                           | <i>(55)</i>  | <i>n/a</i> | <i>n/a</i> |
| <b>Lawn and Garden</b>                               | <b>327</b>                            | <b>323</b>   | <b>+1</b>  | <b>+1</b>  |
| <b>Group sales</b>                                   | <b>5,696</b>                          | <b>5,777</b> | <b>-1</b>  | <b>-2</b>  |

## Fourth quarter sales

| (\$m)  | 4 <sup>th</sup> Quarter, |              |            |            |
|--|--------------------------|--------------|------------|------------|
|  | 2016                     | 2015         | Actual %   | CER %      |
| <b>Group sales</b>                                   |                          |              |            |            |
| Europe, Africa and Middle East                       | 572                      | 493          | +16        | +19        |
| North America  | 656                      | 790          | -17        | -17        |
| Latin America  | 1,253                    | 1,229        | +2         | -1         |
| Asia Pacific   | 504                      | 461          | +9         | +8         |
| <b>Total regional sales</b>                          | <b>2,985</b>             | <b>2,973</b> | -          | <b>-1</b>  |
| <b>Lawn and Garden</b>                               | <b>187</b>               | <b>188</b>   | <b>-1</b>  | <b>-</b>   |
| <b>Group sales</b>                                   | <b>3,172</b>             | <b>3,161</b> | <b>-</b>   | <b>-1</b>  |
| <b>Crop Protection by region</b>                     |                          |              |            |            |
| Europe, Africa and Middle East                       | 441                      | 353          | +25        | +29        |
| North America  | 370                      | 380          | -3         | -3         |
| Latin America  | 1,064                    | 1,056        | +1         | -2         |
| Asia Pacific   | 416                      | 365          | +14        | +12        |
| <b>Total</b>   | <b>2,291</b>             | <b>2,154</b> | <b>+6</b>  | <b>+6</b>  |
| <b>Seeds by region</b>                               |                          |              |            |            |
| Europe, Africa and Middle East                       | 161                      | 158          | +3         | +5         |
| North America  | 301                      | 428          | -30        | -30        |
| Latin America  | 189                      | 173          | +9         | -          |
| Asia Pacific   | 90                       | 97           | -8         | -7         |
| <b>Total</b>   | <b>741</b>               | <b>856</b>   | <b>-13</b> | <b>-15</b> |
| <b>Sales by business</b>                             |                          |              |            |            |
| Crop Protection                                      | 2,291                    | 2,154        | +6         | +6         |
| Seeds  | 741                      | 856          | -13        | -15        |
| <i>Elimination of Crop Protection sales to Seeds</i> | <i>(47)</i>              | <i>(37)</i>  | <i>n/a</i> | <i>n/a</i> |
| <b>Total regional sales</b>                          | <b>2,985</b>             | <b>2,973</b> | <b>-</b>   | <b>-1</b>  |
| <b>Lawn and Garden</b>                               | <b>187</b>               | <b>188</b>   | <b>-1</b>  | <b>-</b>   |
| <b>Group sales</b>                                   | <b>3,172</b>             | <b>3,161</b> | <b>-</b>   | <b>-1</b>  |

## Fourth quarter product line sales

| (\$m)  | 4th Quarter, |              |            |            |
|--|--------------|--------------|------------|------------|
|  | 2016         | 2015         | Actual %   | CER %      |
| Selective herbicides                                 | 543          | 499          | +9         | +8         |
| Non-selective herbicides                             | 181          | 191          | -5         | -6         |
| Fungicides   | 742          | 736          | +1         | -          |
| Insecticides   | 453          | 375          | +21        | +19        |
| Seedcare   | 334          | 296          | +13        | +14        |
| Other crop protection                                | 38           | 57           | -34        | -38        |
| <b>Total Crop Protection</b>                         | <b>2,291</b> | <b>2,154</b> | <b>+6</b>  | <b>+6</b>  |
| Corn and soybean                                     | 472          | 597          | -21        | -24        |
| Diverse field crops                                  | 108          | 99           | +8         | +11        |
| Vegetables   | 161          | 160          | +1         | +3         |
| <b>Total Seeds</b>                                   | <b>741</b>   | <b>856</b>   | <b>-13</b> | <b>-15</b> |
| <i>Elimination of Crop Protection sales to Seeds</i> | <i>(47)</i>  | <i>(37)</i>  | <i>n/a</i> | <i>n/a</i> |
| <b>Lawn and Garden</b>                               | <b>187</b>   | <b>188</b>   | <b>-1</b>  | <b>-</b>   |
| <b>Group sales</b>                                   | <b>3,172</b> | <b>3,161</b> | <b>-</b>   | <b>-1</b>  |

## Supplementary financial information

### Appendix A: Constant exchange rates (CER)

Results in this report from one period to another period are, where appropriate, compared using constant exchange rates (CER). To present that information, current period results for entities reporting in currencies other than US dollars are converted into US dollars at the prior period's exchange rates, rather than at the exchange rates for the current year. CER margin percentages for gross profit and EBITDA are calculated by the ratio of these measures to sales after restating the measures and sales at prior period exchange rates. The CER presentation indicates the underlying business performance before taking into account currency exchange fluctuations.

### Appendix B: Reconciliation of EBITDA to net income

EBITDA is defined as earnings before interest, tax, non-controlling interests, depreciation, amortization, restructuring and impairment. Information concerning EBITDA has been included as it is used by management and by investors as a supplementary measure of operating performance. Management excludes restructuring and impairment from EBITDA in order to focus on results excluding items affecting comparability from one period to the next. EBITDA is not a measure of cash liquidity or financial performance under generally accepted accounting principles and the EBITDA measures used by Syngenta may not be comparable to other similarly titled measures of other companies. EBITDA should not be construed as an alternative to operating income or cash flow as determined in accordance with generally accepted accounting principles.

For the years ended December 31,

| (\$m)  | 2016         | 2015         |
|--|--------------|--------------|
| <b>Net income attributable to Syngenta AG shareholders</b> | <b>1,178</b> | <b>1,339</b> |
| Non-controlling interests                                  | 3            | 5            |
| Income tax expense   | 180          | 248          |
| Financial expense, net                                     | 291          | 256          |
| Restructuring and impairment                               | 477          | 388          |
| Depreciation, amortization and other impairment            | 530          | 541          |
| <b>EBITDA</b>  | <b>2,659</b> | <b>2,777</b> |

## Appendix C: Segmental operating income reconciled to segmental results excluding restructuring and impairment

| <b>2016<br/>(\$m)</b>   | Europe,<br>Africa,<br>Middle<br>East | North<br>America | Latin<br>America | Asia<br>Pacific | Un-<br>allocated | <b>Total<br/>regional</b> | Lawn<br>and<br>Garden | <b>Group</b> |
|---|--------------------------------------|------------------|------------------|-----------------|------------------|---------------------------|-----------------------|--------------|
| <b>Operating income/(loss)</b>  | <b>1,204</b>                         | <b>793</b>       | <b>933</b>       | <b>508</b>      | <b>(1,908)</b>   | <b>1,530</b>              | <b>117</b>            | <b>1,647</b> |
| Restructuring and impairment  | 107                                  | 68               | 50               | 27              | 214              | 466                       | 11                    | 477          |
| <b>Operating income/(loss)<br/>excluding restructuring and<br/>impairment</b> | <b>1,311</b>                         | <b>861</b>       | <b>983</b>       | <b>535</b>      | <b>(1,694)</b>   | <b>1,996</b>              | <b>128</b>            | <b>2,124</b> |
| <b>Operating margin (%)</b>   | <b>34.6</b>                          | <b>26.9</b>      | <b>29.9</b>      | <b>29.1</b>     | <b>n/a</b>       | <b>16.5</b>               | <b>19.3</b>           | <b>16.6</b>  |

| <b>2015<br/>(\$m)</b>   | Europe,<br>Africa,<br>Middle<br>East | North<br>America | Latin<br>America | Asia<br>Pacific | Un-<br>allocated | <b>Total<br/>regional</b> | Lawn<br>and<br>Garden | <b>Group</b> |
|---|--------------------------------------|------------------|------------------|-----------------|------------------|---------------------------|-----------------------|--------------|
| <b>Operating income/(loss)</b>  | <b>1,155</b>                         | <b>973</b>       | <b>890</b>       | <b>484</b>      | <b>(1,781)</b>   | <b>1,721</b>              | <b>120</b>            | <b>1,841</b> |
| Restructuring and impairment  | 128                                  | 37               | 28               | 20              | 168              | 381                       | 7                     | 388          |
| <b>Operating income/(loss)<br/>excluding restructuring and<br/>impairment</b> | <b>1,283</b>                         | <b>1,010</b>     | <b>918</b>       | <b>504</b>      | <b>(1,613)</b>   | <b>2,102</b>              | <b>127</b>            | <b>2,229</b> |
| <b>Operating margin (%)</b>   | <b>33.1</b>                          | <b>29.6</b>      | <b>25.3</b>      | <b>27.5</b>     | <b>n/a</b>       | <b>16.5</b>               | <b>19.6</b>           | <b>16.6</b>  |

## Appendix D: Free cash flow

Free cash flow comprises cash flow from operating and investing activities:

- excluding investments in and proceeds from marketable securities, which are included in investing activities;
- excluding cash flows from and used for foreign exchange movements and settlement of related hedges on inter-company loans, which are included in operating activities; and
- including cash flows from acquisitions of non-controlling interests, which are included in financing activities.

Free cash flow is not a measure of financial performance under generally accepted accounting principles and the free cash flow measure used by Syngenta may not be identical to similarly titled measures in other companies. Free cash flow has been included as many investors consider it to be a useful supplementary measure of cash generation.

**For the years ended December 31,**

| <b>(\$m)</b>   | <b>2016</b>  | <b>2015</b> |
|--|--------------|-------------|
| Cash flow from operating activities  | 1,807        | 1,190       |
| Cash flow used for investing activities  | (521)        | (462)       |
| Cash flow used for marketable securities   | 53           | -           |
| Cash flow (from)/used for foreign exchange movements and settlement of hedges of inter-company loans | 18           | 67          |
| <b>Free cash flow</b>  | <b>1,357</b> | <b>795</b>  |

## Appendix E: Period-end trade working capital

The following table expresses trade working capital as a percentage of sales for the years ended December 31, 2016 and 2015:

| <b>(\$m)</b>  | <b>2016</b> | <b>2015</b> |
|---|-------------|-------------|
| Inventories   | 3,884       | 4,345       |
| Trade accounts receivable                               | 4,543       | 4,128       |
| Trade accounts payable                                  | (3,338)     | (3,311)     |
| Net trade working capital                               | 5,089       | 5,162       |
| Twelve-month sales                                      | 12,790      | 13,411      |
| <b>Trade working capital as percentage of sales (%)</b> | <b>40</b>   | <b>38</b>   |

In addition to period-end trade working capital and due to the seasonal nature of its business, Syngenta also monitors average trade working capital as a percentage of sales. This is determined by dividing the average month-end net trade working capital for the past twelve months by sales for the same twelve-month period.



## Appendix F: Net debt reconciliation

Net debt comprises total debt net of cash and cash equivalents and marketable securities. Net debt is not a measure of financial position under generally accepted accounting principles and the net debt measure used by Syngenta may not be comparable to the similarly titled measure of other companies. Net debt has been included as many investors consider it to be a useful measure of financial position and risk. The following table provides a reconciliation of movements in net debt during the period:

For the years ended December 31,

| (\$m)   | 2016         | 2015         |
|---|--------------|--------------|
| <b>Opening balance at January 1</b>                                       | <b>2,586</b> | <b>2,248</b> |
| Other non-cash items  | 15           | 13           |
| Cash paid under CSAs, net and settlement of financing-related derivatives | 116          | 181          |
| Foreign exchange effect on net debt                                       | (27)         | (173)        |
| Sale of treasury shares, net  | (92)         | 34           |
| Dividends paid  | 1,040        | 1,078        |
| Free cash flow  | (1,357)      | (795)        |
| <b>Closing balance at December 31</b>                                     | <b>2,281</b> | <b>2,586</b> |
| <b>Components of closing balance:</b>                                     |              |              |
| Cash and cash equivalents   | (1,284)      | (1,141)      |
| Marketable securities <sup>1</sup>  | (56)         | (3)          |
| Current financial debt <sup>2</sup>                                       | 767          | 547          |
| Non-current financial debt <sup>3</sup>                                   | 2,854        | 3,183        |
| <b>Closing balance at December 31</b>                                     | <b>2,281</b> | <b>2,586</b> |

1 Long-term marketable securities are included in Financial and other non-current assets. Short-term marketable securities are included in Derivative and other financial assets.

2 Included in Current financial debt and other financial liabilities.

3 Included in Financial debt and other non-current liabilities.

The following table presents the derivation of the debt/equity gearing ratio at December 31, 2016 and 2015:

| (\$m)                                | 2016      | 2015      |
|--------------------------------------|-----------|-----------|
| Net debt                             | 2,281     | 2,586     |
| Shareholders' equity                 | 7,950     | 8,401     |
| <b>Debt/Equity gearing ratio (%)</b> | <b>29</b> | <b>31</b> |

## Appendix G: Cash flow return on investment

Cash flow return on investment is a measure used by Syngenta to compare cash returns to average invested capital. Gross cash flow used in the calculation comprises cash flow before change in net working capital, excluding interest and other financial receipts and payments. Invested capital comprises:

- total current assets, excluding cash and derivative and other financial assets;
- total non-current assets, excluding non-current derivative and other financial assets and defined benefit pension assets, and adjusted to reflect the gross book values of property, plant and equipment and intangible assets;
- total current liabilities, excluding current financial debt and other financial liabilities; and
- deferred tax liabilities.

For the years ended December 31,

| (\$m)  | 2016          | 2015          |
|--|---------------|---------------|
| Cash flow before change in net working capital               | 1,843         | 1,801         |
| Interest and other financial receipts                        | (363)         | (472)         |
| Interest and other financial payments                        | 684           | 623           |
| <b>Gross cash flow</b>                                       | <b>2,164</b>  | <b>1,952</b>  |
| Total current assets   | 11,356        | 11,198        |
| Less: cash   | (1,284)       | (1,141)       |
| Less: derivative and other financial assets                  | (500)         | (401)         |
| Total non-current assets                                     | 7,712         | 7,779         |
| Add: property, plant and equipment, accumulated depreciation | 4,069         | 4,103         |
| Add: intangible assets, accumulated amortization             | 2,939         | 2,773         |
| Less: non-current derivative and other financial assets      | (103)         | (105)         |
| Less: defined benefit post-retirement benefit assets         | (18)          | (34)          |
| Total current liabilities                                    | (6,267)       | (5,661)       |
| Less: current financial debt and other financial liabilities | 1,047         | 730           |
| Deferred tax liabilities                                     | (610)         | (668)         |
| <b>Invested capital</b>                                      | <b>18,341</b> | <b>18,573</b> |
| Average invested capital                                     | 18,457        | 18,539        |
| <b>Cash flow return on investment (%)</b>                    | <b>12</b>     | <b>11</b>     |

## Glossary and Trademarks

All product or brand names included in this results statement are trademarks of, or licensed to, a Syngenta group company. For simplicity, sales are reported under the lead brand names, shown below, whereas some compounds are sold under several brand names to address separate market niches.

### Selective herbicides

|                  |   |
|------------------|---|
| ACURON™          | broad-spectrum herbicide for flexible use on broadleaf weeds and grasses for Corn |
| AXIAL®           | cereal herbicide  |
| BICEP® II MAGNUM | broad spectrum pre-emergence herbicide for corn and sorghum                       |
| CALLISTO®        | herbicide for flexible use on broad-leaved weeds for corn                         |
| DUAL GOLD®       | season-long grass control herbicide used in a wide range of crops                 |
| DUAL MAGNUM®     | grass weed killer for corn and soybeans   |
| FUSILADE® MAX    | grass weed killer for broad-leaf crops  |
| TOPIK®           | post-emergence grass weed killer for wheat  |

### Non-selective herbicides

|            |   |
|------------|---|
| GRAMOXONE® | rapid, non-systemic burn-down of vegetation |
| TOUCHDOWN® | systemic total vegetation control           |

### Fungicides

|                     |   |
|---------------------|---|
| ADEPIDYN™           | broad spectrum SDHI fungicide   |
| ALTO®               | broad spectrum triazole fungicide   |
| AMISTAR®            | broad spectrum strobilurin for use on multiple crops  |
| BONTIMA®/SEGURIS®   | next-generation fungicides for use on multiple crops  |
| BRAVO®              | broad spectrum fungicide for use on multiple crops  |
| ELATUS™, SOLATENOL™ | broad spectrum SDHI fungicide for use on multiple crops   |
| MODDUS®             | plant growth regulator for use on cereals and sugarcane   |
| ORONDIS™            | control of soil and foliar diseases caused by Oomycete fungi in vegetables, potatoes and tobacco  |
| REVUS®              | for use on potatoes, tomatoes, vines and vegetable crops  |
| RIDOMIL GOLD®       | systemic fungicide for use in vines, potatoes and vegetables  |
| SCORE™/ARMURE®      | triazole fungicide for use in vegetables, fruits and rice   |
| TILT®               | broad spectrum triazole for use in cereals, bananas and peanuts   |
| TRIVAPRO™           | contains the technical ingredient SOLATENOL™ fungicide and delivers long-lasting disease control and crop enhancement for use on multiple crops |
| UNIX®               | cereal and vine fungicide with unique mode of action  |

### Insecticides

|           |   |
|-----------|---|
| ACTARA®   | second-generation neonicotinoid for controlling foliar and soil pests in multiple crops |
| DURIVO®   | broad spectrum, lower dose insecticide, controls resistant pests                        |
| FORCE®    | unique pyrethroid controlling soil pests in corn  |
| KARATE®   | foliar pyrethroid offering broad spectrum insect control                                |
| PROCLAIM® | novel, low-dose insecticide for controlling lepidoptera in vegetables and cotton        |
| VERTIMEC® | acaricide for use in fruits, vegetables and cotton                                      |

### Seedcare

|                    |  |
|--------------------|--|
| AVICTA®            | breakthrough nematode control seed treatment   |
| CELEST®/MAXIM®     | broad spectrum seed treatment fungicide  |
| CLARIVA®           | nematicide offering revolutionary control of soybean cyst nematode                   |
| CRUISER®           | novel broad spectrum seed treatment - neonicotinoid insecticide                      |
| DIVIDEND®          | triazole seed treatment fungicide  |
| FORTENZA®/MINECTO™ | second-generation diamide for controlling lepidoptera, chewing and sucking pests     |
| VIBRANCE®          | new proprietary broad spectrum Seed Care fungicide with novel root health properties |

### Field Crops

|                 |  |
|-----------------|--|
| AGRISURE®       | new corn trait choices   |
| ENOGEN®         | trait for improving ethanol product in corn                                      |
| GOLDEN HARVEST® | brand for corn and soybean in North America and Europe                           |
| HILLESHÖG®      | global brand for sugar beet  |
| HYVIDO™         | technology brand for hybrid barley seed  |
| NK®             | global brand for corn, oilseeds and other field crops                            |
| VIPTERA™        | trait providing a broad spectrum of control on above-ground lepidopteran insects |

### Vegetables

|                    |  |
|--------------------|--|
| ROGERS™ vegetables | leading brand throughout the Americas    |
| S&G® vegetables    | leading brand in Europe, Africa and Asia |

## Addresses for Correspondence

| <b>Swiss Depository</b>  | <b>Depository for ADS</b>  | <b>Registered Office</b>                             |
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### ***Cautionary Statement Regarding Forward-Looking Statements***

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