On the cover: “We create chemistry” world tour arrived in Tokyo to showcase BASF innovations from around the world.
Chemicals

The Chemicals segment comprises our business with basic chemicals and intermediates. Its portfolio ranges from solvents, plasticizers and high-volume monomers to glues and electronic chemicals as well as raw materials for detergents, plastics, textile fibers, paints and coatings, plant protection and pharmaceuticals. In addition to supplying customers in the chemical industry and numerous other sectors, we also ensure that other BASF segments are supplied with chemicals for producing downstream products.

Performance Products

Our Performance Products lend stability and color to many everyday items and help to improve their application properties. Our product portfolio also includes vitamins and other food additives as well as ingredients for pharmaceuticals and for hygiene, home and personal care items. Other products from this segment improve processes in the paper industry, oil and gas production, mining and water treatment. They can also enhance the efficiency of fuels and lubricants, the effectiveness of adhesives and coatings, and the stability of plastics.

Functional Materials & Solutions

In the Functional Materials & Solutions segment, we bundle system solutions, services and innovative products for specific sectors and customers, in particular for the automotive, electrical, chemical and construction industries as well as for household applications and for sports and leisure. Our portfolio comprises catalysts, battery materials, engineering plastics, polyurethane systems, automotive and industrial coatings and concrete admixtures as well as construction systems such as tile adhesives and decorative paints.

Agricultural Solutions

Our crop protection products guard against fungal diseases, insects and weeds, increase the quality of agricultural products and secure crop yields. Our research in plant biotechnology concentrates on plants for greater efficiency in agriculture, better nutrition, and use as renewable raw materials. Research and development expenses, sales, earnings and all other data of BASF Plant Science are not included in the Agricultural Solutions segment; they are reported in Other.

Oil & Gas

We focus our exploration and production on oil and gas-rich regions in Europe, North Africa, South America, Russia and the Middle East. Together with our Russian partner Gazprom, we are active in the transport, storage and trading of natural gas in Europe.
## BASF Group 2013 at a glance

### Economic data

<table>
<thead>
<tr>
<th></th>
<th>2013</th>
<th>2012</th>
<th>Change in %</th>
</tr>
</thead>
<tbody>
<tr>
<td>Sales (million €)</td>
<td>73,973</td>
<td>72,129</td>
<td>2.6</td>
</tr>
<tr>
<td>Income from operations before depreciation and amortization (EBITDA) (million €)</td>
<td>10,427</td>
<td>10,009</td>
<td>4.2</td>
</tr>
<tr>
<td>Income from operations (EBIT) before special items (million €)</td>
<td>7,190</td>
<td>6,647</td>
<td>8.2</td>
</tr>
<tr>
<td>Income from operations (EBIT) (million €)</td>
<td>7,273</td>
<td>6,742</td>
<td>7.9</td>
</tr>
<tr>
<td>Income from operations (EBIT) after cost of capital (million €)</td>
<td>1,872</td>
<td>1,164</td>
<td>60.8</td>
</tr>
<tr>
<td>Income before taxes and minority interests (million €)</td>
<td>6,713</td>
<td>5,977</td>
<td>12.3</td>
</tr>
<tr>
<td>Net income (million €)</td>
<td>4,842</td>
<td>4,819</td>
<td>0.5</td>
</tr>
<tr>
<td>Earnings per share (€)</td>
<td>5.27</td>
<td>5.25</td>
<td>0.4</td>
</tr>
<tr>
<td>Adjusted earnings per share (€)</td>
<td>5.37</td>
<td>5.64</td>
<td>(4.8)</td>
</tr>
<tr>
<td>Dividend per share (€)</td>
<td>2.70</td>
<td>2.60</td>
<td>3.8</td>
</tr>
<tr>
<td>Cash provided by operating activities (million €)</td>
<td>7,870</td>
<td>6,602</td>
<td>19.2</td>
</tr>
<tr>
<td>Additions to noncurrent assets (including acquisitions) (million €)</td>
<td>7,513</td>
<td>5,263</td>
<td>42.8</td>
</tr>
<tr>
<td>Depreciation and amortization (including acquisitions) (million €)</td>
<td>3,154</td>
<td>3,267</td>
<td>(3.5)</td>
</tr>
<tr>
<td>Return on assets (%)</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Return on equity after tax (%)</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

1 Including acquisitions

### Employees and society

<table>
<thead>
<tr>
<th></th>
<th>2013</th>
<th>2012</th>
<th>Change in %</th>
</tr>
</thead>
<tbody>
<tr>
<td>Employees at year-end</td>
<td>112,206</td>
<td>110,782</td>
<td>1.3</td>
</tr>
<tr>
<td>Apprentices at year-end</td>
<td>3,060</td>
<td>2,809</td>
<td>8.9</td>
</tr>
<tr>
<td>Personnel expenses (million €)</td>
<td>9,285</td>
<td>8,963</td>
<td>3.6</td>
</tr>
<tr>
<td>Annual bonus % of Group companies</td>
<td>98.9</td>
<td>97.9</td>
<td>1.0</td>
</tr>
<tr>
<td>Donations and sponsorship (million €)</td>
<td>49.2</td>
<td>49.0</td>
<td>0.4</td>
</tr>
</tbody>
</table>

### Environment, safety and health

<table>
<thead>
<tr>
<th></th>
<th>2013</th>
<th>2012</th>
<th>Change in %</th>
</tr>
</thead>
<tbody>
<tr>
<td>Primary energy usage (including acquisitions) (million MWh)</td>
<td>59.2</td>
<td>57.4</td>
<td>3.1</td>
</tr>
<tr>
<td>Energy efficiency in production processes (metric tons of sales product/MWh)</td>
<td>0.592</td>
<td>0.602</td>
<td>(1.7)</td>
</tr>
<tr>
<td>Total water withdrawal (million cubic meters)</td>
<td>1,781</td>
<td>1,999</td>
<td>(10.9)</td>
</tr>
<tr>
<td>Withdrawal of drinking water (million cubic meters)</td>
<td>22.6</td>
<td>23.2</td>
<td>(2.5)</td>
</tr>
<tr>
<td>Emissions of organic substances to water (including acquisitions) (thousand metric tons)</td>
<td>19.7</td>
<td>21.2</td>
<td>(7.5)</td>
</tr>
<tr>
<td>Emissions of nitrogen to water (including acquisitions) (thousand metric tons)</td>
<td>2.9</td>
<td>2.8</td>
<td>4.7</td>
</tr>
<tr>
<td>Emissions of heavy metals to water (including acquisitions) (metric tons)</td>
<td>21.9</td>
<td>26.2</td>
<td>(16.7)</td>
</tr>
<tr>
<td>Emissions of greenhouse gases (million metric tons of CO₂ equivalents)</td>
<td>23.0</td>
<td>22.8</td>
<td>0.8</td>
</tr>
<tr>
<td>Emissions to air (air pollutants) (including acquisitions) (thousand metric tons)</td>
<td>32.4</td>
<td>30.6</td>
<td>5.9</td>
</tr>
<tr>
<td>Waste (metric tons)</td>
<td>2.5</td>
<td>2.2</td>
<td>11.8</td>
</tr>
<tr>
<td>Operating costs for environmental protection facilities (million €)</td>
<td>893</td>
<td>901</td>
<td>(0.9)</td>
</tr>
<tr>
<td>Investments in environmental protection (million €)</td>
<td>325</td>
<td>268</td>
<td>21.3</td>
</tr>
<tr>
<td>Transportation accidents (per 10,000 shipments)</td>
<td>0.22</td>
<td>0.24</td>
<td>(8)</td>
</tr>
<tr>
<td>Product spillages during transportation (per 10,000 shipments)</td>
<td>0.23</td>
<td>0.25</td>
<td>(8)</td>
</tr>
<tr>
<td>Lost time injuries (per million working hours)</td>
<td>1.4</td>
<td>1.7</td>
<td>(18)</td>
</tr>
<tr>
<td>Health Performance Index</td>
<td>0.89</td>
<td>0.89</td>
<td>0.4</td>
</tr>
</tbody>
</table>

1 Primary energy used in BASF’s plants as well as in the plants of our energy suppliers to cover energy demand for production processes

2 Excluding emissions from oil and gas production
About this report

The “BASF in Japan – Report” is published annually as a concise document about the performance of our activities across the three dimensions of sustainability – economy, environment, and society – in Japan. The reporting period for this publication is the financial year 2013. This report also carries an overview of BASF Group along with its financial performance, prepared in accordance with the requirements of the German Commercial Code and the International Financial Reporting Standards (IFRS). Since January 1, 2013, BASF has applied IFRS 10 and 11 and International Accounting Standard (IAS) 19 (revised). We have adjusted the figures for the 2012 financial year accordingly in order to ensure comparability. The figures for the 2011 financial year and earlier were not restated according to the new accounting and reporting standards IFRS 10 and 11. The emissions, waste, energy and water use of consolidated joint operations are included pro rata, based on our stake. The employee numbers refer to employees within the BASF Group scope of consolidation as of December 31, 2013.
The towers of the aromatics plant on Friesenheim Island, a part of BASF’s Ludwigshafen Verbund site, are visible in the background. It is one of the central Verbund plants that are directly linked to both steam crackers.
In 2013, business conditions for Japan’s chemical industry showed signs of improvement, with a mild recovery in domestic demand. Our 2013 sales to customers in Japan of €1.51 billion (around ¥195.9 billion) in net sales are a solid basis for our continued contribution to those ambitious goals, contributing to our “grow smartly” strategy, which describes our regional targets for 2020.

“Innovation from Japan” was a central theme for BASF in Japan in 2013. In February, we hosted BASF’s “We create chemistry” world tour in Tokyo. This event gave our stakeholders the opportunity to experience the broad range of innovations at BASF from Japan and around the world.

At the end of 2013, we expanded the existing Amagasaki Research and Development (R&D) Center, and opened the new Research and Development Laboratory and Application Technology Center for Battery Materials in Amagasaki, specializing in developing battery materials. This new facility will allow BASF to extend its successful R&D network with research institutions and the battery industry to Japan.

BASF continues to provide ongoing support for the reconstruction of areas affected by the Great East Japan Earthquake. During 2013, we conducted the “Feel Home & Create Home” project in partnership with the University of the Sacred Heart, Tokyo.

In 2014 and beyond, BASF, the world’s leading chemical company, will continue to fulfill its responsibilities to all stakeholders in Japan, and utilizing its global network, will provide leading-edge solutions and high value-added products to best meet the needs of customers.

I look forward to continuing to create chemistry with you!

Dr. Joerg-Christian Steck
Representative Director & President
BASF Japan Ltd.
We are the world’s leading chemical company – The Chemical Company. In the BASF Group, around 112,000 employees work on contributing to the success of our customers in nearly all sectors and almost every country in the world. Our broad portfolio is arranged into five segments: Chemicals, Performance Products, Functional Materials & Solutions, Agricultural Solutions and Oil & Gas.

Organization of the BASF Group
Arranged into five segments, 14 divisions bear operational responsibility and manage our 66 global and regional business units. The divisions develop strategies for our 86 strategic business units and are organized according to sectors or products.

The regional divisions contribute to the local development of our business and help to exploit market potential. They are also responsible for optimizing the infrastructure for our business. For financial reporting purposes, our divisions are grouped into the following four regions: Europe; North America; Asia Pacific; and South America, Africa, Middle East.

Three central divisions, six corporate departments and eleven competence centers provide services for the BASF Group in areas such as finance, investor relations, communications, human resources, research, engineering, site management, and environment, health and safety.

In line with our “We create chemistry” strategy, we optimized our segment structure as of January 1, 2013, in order to better serve customer industries and further increase our operational and technological excellence. By combining businesses that share the same business model, we can sharpen our focus on the respective success factors.

Markets and sites
BASF has companies in more than eighty countries and supplies products to a large number of business partners in nearly every part of the world. In 2013, we achieved 56% of our sales with customers in Europe, of which 35 percentage points were in the Oil & Gas segment. North America accounted for 19% of sales; Asia Pacific, 17%; and 8% of sales were generated in South America, Africa, Middle East.

We operate six Verbund sites as well as 376 additional production sites worldwide. Our Verbund site in Ludwigshafen is the largest integrated chemical complex in the world. This was where the Verbund concept was developed and continuously optimized before it was applied to other sites around the world.

Verbund
The Verbund system is one of BASF’s great strengths. Here, we add value as one company by using our resources efficiently. The Production Verbund, for example, intelligently links production units and energy demand so that heat released by production processes can be used as energy in other plants. Furthermore, by-products of one plant can serve as feedstock elsewhere. In this system, chemical processes run with lower energy use and higher product yield. This not only saves us raw materials and energy, it also minimizes emissions, lowers logistics costs and makes use of synergies.

Another important part of the Verbund concept is the Technology and Know-How Verbund. Expert knowledge is pooled in our central research areas.

For more on the Verbund concept, see basf.com/verbund_e

Corporate legal structure
As the publicly traded parent company, BASF SE takes a central position: Directly or indirectly, it holds the shares in the companies belonging to the BASF Group, and is also the largest operating company. The majority of Group companies cover a broad spectrum of our business. Some concentrate on specific business areas.

The BASF Group
- Six Verbund sites and 376 other production sites worldwide; around 112,000 employees
- Largest BASF Verbund site located in Ludwigshafen, where Verbund concept was created
- Verbund: Intelligent plant networking in the Production Verbund; Technology and Know-how Verbund

One of various tanks that supply the production facilities in Ludwigshafen with feedstocks.
Corporate strategy

With the “We create chemistry” strategy, BASF has set itself ambitious goals in order to strengthen its position as the world’s leading chemical company. We want to contribute to a sustainable future, and have embedded this into our corporate purpose: “We create chemistry for a sustainable future.”

In 2050, around nine billion people will live on this planet. While the world population and its demands will keep growing, the planet’s resources are finite. On the one hand, population growth is associated with huge global challenges; and yet we also see many opportunities, especially for the chemical industry.

Our purpose
We create chemistry for a sustainable future

Through research and innovation, we support our customers in nearly every industry in meeting the current and future needs of society. Our products and solutions contribute to conserving resources, ensuring good nutrition and improving quality of life.

Innovations based on chemistry will play a key role in three areas in particular:

– Resources, environment and climate
– Food and nutrition
– Quality of life

Our leading position as an integrated global chemical company opens up opportunities for us in all three of these areas. In pursuing them, we act in accordance with four strategic principles.

Our strategic principles

We add value as one company
Our Verbund concept is unique in the industry. We plan to strengthen this sophisticated and profitable system even further. It extends from the Production Verbund and Technology Verbund to the Know-How Verbund, and provides access to all relevant customer industries worldwide. In this way, we combine our strengths and add value as one company.

We innovate to make our customers more successful
We want to align our business even more closely with our customers’ needs and contribute to their success with innovative and sustainable solutions. Through close partnerships with customers and research institutes, we link expertise in chemistry, biology, physics, materials sciences and engineering to jointly develop customized products as well as functional materials and system solutions.

We drive sustainable solutions
In the future, sustainability will serve more than ever before as a starting point for new business opportunities. We therefore value sustainability and innovation as important drivers for profitable growth.

We form the best team
Committed and qualified employees around the world are the key to making our contribution to a sustainable future. That is why we will continue to pursue our goal of building the best team. We offer excellent working conditions and an open leadership culture that fosters mutual trust and respect and encourages high motivation.

Our values
How we act is critical for the successful implementation of our strategy: This is what our values represent. They guide how we interact with society, our partners and with each other.

Creative
In order to find innovative and sustainable solutions, we have the courage to pursue bold ideas. We join our areas of expertise from many different fields and build partnerships to develop creative, value-adding solutions. We constantly improve our products, services and solutions.

Open
We value diversity – in people, opinions and experience. That is why we foster dialog based on honesty, respect and mutual trust. We explore our talents and capabilities.

Responsible
We act responsibly as an integral part of society. In doing so, we strictly adhere to our compliance standards. And in everything we do, we never compromise on safety.

Entrepreneurial
All employees contribute to BASF’s success – as individuals and as a team. We turn market needs into customer solutions. We succeed in this because we take ownership and embrace accountability for our work.
## Goals

### Growth and profitability

<table>
<thead>
<tr>
<th></th>
<th>Annual goals</th>
<th>2015 Goals</th>
<th>2020 Goals</th>
<th>Status at year-end 2013</th>
</tr>
</thead>
<tbody>
<tr>
<td>Sales</td>
<td>Approx. €80 billion</td>
<td>Approx. €110 billion</td>
<td>€74.0 billion</td>
<td></td>
</tr>
<tr>
<td>Premium on cost of capital</td>
<td>At least €2.0 billion on average each year</td>
<td>€1.9 billion</td>
<td></td>
<td></td>
</tr>
<tr>
<td>EBITDA</td>
<td>Approx. €14 billion</td>
<td>Approx. €22 billion</td>
<td>€10.4 billion</td>
<td></td>
</tr>
<tr>
<td>Earnings per share</td>
<td>Around €7.50</td>
<td>€5.27</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

1 For more on the application of International Financial Reporting Standards 10 and 11, see basf.com/goals

### Employees

<table>
<thead>
<tr>
<th>Long-term goals</th>
<th>Status at year-end 2013</th>
</tr>
</thead>
<tbody>
<tr>
<td>International proportion of senior executives (baseline 2003: 30%)</td>
<td>35.0%</td>
</tr>
<tr>
<td>Senior executives with international experience over 80%</td>
<td>81.6%</td>
</tr>
<tr>
<td>Women in executive positions</td>
<td>18.5%</td>
</tr>
<tr>
<td>Establishment of employee development as a responsibility shared by employees and leaders based on relevant processes and tools</td>
<td>The project has been implemented for around 40,000 employees worldwide</td>
</tr>
</tbody>
</table>

### Environment, safety, security and health

#### Energy and climate protection

<table>
<thead>
<tr>
<th>2020 Goals</th>
<th>Status at year-end 2013</th>
</tr>
</thead>
<tbody>
<tr>
<td>Improvement of energy efficiency in production processes (baseline 2002)</td>
<td>+35%</td>
</tr>
<tr>
<td>Greenhouse gas emissions per metric ton of sales product (baseline 2002)</td>
<td>–40%</td>
</tr>
<tr>
<td>Stop flaring of associated gas released during Wintershall’s production of crude oil (2012 goal)</td>
<td>100%</td>
</tr>
<tr>
<td>Greenhouse gas emissions per amount and distance of transported gas (baseline 2010)</td>
<td>–10%</td>
</tr>
</tbody>
</table>

#### Water

<table>
<thead>
<tr>
<th>2020 Goals</th>
<th>Status at year-end 2013</th>
</tr>
</thead>
<tbody>
<tr>
<td>Emission of organic substances to water (baseline 2002)</td>
<td>–80%</td>
</tr>
<tr>
<td>Emission of nitrogen to water (baseline 2002)</td>
<td>–80%</td>
</tr>
<tr>
<td>Emission of heavy metals to water (baseline 2002)</td>
<td>–60%</td>
</tr>
<tr>
<td>Withdrawal of drinking water for production (baseline 2010)</td>
<td>–50%</td>
</tr>
<tr>
<td>Introduction of sustainable water management at production sites in water stress areas (baseline 2010)</td>
<td>100%</td>
</tr>
</tbody>
</table>

#### Air

<table>
<thead>
<tr>
<th>2020 Goals</th>
<th>Status at year-end 2013</th>
</tr>
</thead>
<tbody>
<tr>
<td>Emission of air pollutants (baseline 2002)</td>
<td>–70%</td>
</tr>
</tbody>
</table>

### Transportation

<table>
<thead>
<tr>
<th>2020 Goals</th>
<th>Status at year-end 2013</th>
</tr>
</thead>
<tbody>
<tr>
<td>Transportation accidents per 10,000 shipments (baseline 2003)</td>
<td>–70%</td>
</tr>
</tbody>
</table>

### Production

<table>
<thead>
<tr>
<th>2020 Goals</th>
<th>Status at year-end 2013</th>
</tr>
</thead>
<tbody>
<tr>
<td>Lost time injuries per million working hours (baseline 2002)</td>
<td>–80%</td>
</tr>
<tr>
<td>Health Performance Index (annual goal)</td>
<td>&gt;0.9</td>
</tr>
</tbody>
</table>

### Products

<table>
<thead>
<tr>
<th>2020 Goals</th>
<th>Status at year-end 2013</th>
</tr>
</thead>
<tbody>
<tr>
<td>Risk assessment for all products sold worldwide by BASF in quantities of more than one metric ton per year</td>
<td>&gt;99%</td>
</tr>
</tbody>
</table>

² Excluding oil and gas production
**BASF in the regions**

Sales 2013: €73,973 million; EBIT before special items 2013: €7,190 million

**North America**

At €14,573 million, sales for companies headquartered in North America were up year-on-year by 1%. In local-currency terms, sales in the region grew by 4%. Income from operations before special items increased by 49% to €1,539 million compared with the previous year.

**South America, Africa, Middle East**

At €4,386 million, sales for companies headquartered in South America, Africa, Middle East were 4% below the level of 2012. In local-currency terms, sales rose by 7%. Income from operations before special items in the region improved by 5% to €387 million.
In 2013, companies headquartered in Europe posted a sales increase of 5% to €43,335 million. At €4,422 million, income from operations before special items surpassed the level of the previous year by 2%.

Companies headquartered in Asia Pacific were able to increase sales by 5% in local-currency terms in 2013; in euro terms, sales matched the prior-year level, reaching €11,679 million. Income from operations before special items declined by 5% to €842 million.
BASF in Asia Pacific

At a glance

BASF strategy in Asia Pacific: grow smartly
In 2013, BASF announced the implementation of its global "We create chemistry" strategy in Asia Pacific with a set of ambitious targets and a focus on sustainability.

To achieve sales of €25 billion to customers in the region by 2020, BASF’s Asia Pacific strategy "grow smartly" outlines investments of €10 billion, and annual savings of €1 billion. Around 25% of BASF’s global R&D activities will happen in Asia Pacific by 2020, to develop innovative solutions that address the region’s challenges of resource efficiency, food and nutrition, and quality of life. By 2020, BASF plans to employ a total of around 3,500 R&D personnel in the region.

Investment in local production
By 2020, BASF aims for local production of approximately 75% of the products it sells in the Asia Pacific region, in order to intensify its collaboration with and strengthen its supply position to customers in Asia Pacific. At the same time, local production improves resource efficiency by reducing the transportation needed for imports and exports, and by enhancing energy and raw material efficiency through highly-integrated production systems close to customers.

In 2013, BASF started production at several new sites, including the inauguration of a wholly-owned tert-Butylamine plant in Nanjing, China, with a capacity of 10,000 metric tons per year, as well as starting up production of Hydraulan® brake fluid at its site in Shanghai, China. BASF also achieved several investment milestones in 2013. In Maoming, China, BASF and Sinopec took the next steps towards the establishment of a joint venture world-scale isononanol (INA) plant. In Chennai, India, BASF is expanding its production of mobile emissions reduction catalysts with new production lines and manufacturing capabilities. In Shanghai, China, BASF broke ground on an Ultramid® polymerization plant with a capacity of 100,000 metric tons per year, and announced plans to invest €90 million to set up a world-scale production plant to produce high performance resins and electrocoat for the automotive industry.

Business performance
In 2013, BASF achieved sales of €12.5 billion to customers located in Asia Pacific (2012: €12.5 billion). EBIT before special items earned by companies in the region was €842 million (2012: €888 million).

Collaborative projects help BASF “create chemistry” with customers and local industries throughout the region. For example, BASF is working with the National Academy of Construction in India to provide vocational training for builders to improve the sustainability, durability, and performance of buildings. In the automotive industry, BASF and Somic Ishikawa jointly developed a plastic seat damper that helps carmakers improve comfort and decrease production costs. Working together with the entire textile value chain, BASF in 2013 adopted the bluesign® system, an internationally-recognized system for safety and environmental protection in textile chemicals. Through cooperation with partners in Japan, BASF’s gas treatment technology is now supporting Japan’s first large-scale carbon capture and storage demonstration project.

Portfolio development
BASF continues to improve its portfolio to enhance the resiliency towards market fluctuation. The goal is to generate more than €2 billion in regional sales by location of customer by 2020 through new business and acquisitions.

BASF in Asia Pacific: at a glance
- Customers in 17 countries
- 16,708 employees
- Sales to customers in the region of around €12.5 billion
- EBIT before special items of around €842 million
- 700 R&D employees
- Around 100 production sites
- More than 130 sales offices

The picture shows three employees working at the water treatment and paper chemicals plant in Nanjing, China.
Operational excellence
In order to achieve our ambitious goals, we need to continuously improve our operational efficiency and our organizational effectiveness. BASF will implement a range of efficiency measures that will save approximately €1 billion annually by 2020. Excellence in functional units, marketing and sales, organization structures, investment processes and operations are the focus areas addressed to establish a competitive advantage for BASF in the region.

Talent development
Our employees are key to our long-term success in Asia Pacific. We focus on attracting and developing the most qualified talents. In 2013, BASF employed 16,708 people in the Asia Pacific region (2012: 16,406).

Innovation
BASF is continuously expanding its R&D footprint in the region. We plan to employ a total of around 3,500 R&D personnel in the region by 2020. In 2013, BASF announced its intention to set up its new Electronic Materials Research and Development Center Asia Pacific in Seoul, Korea. The facility will serve as an integrated hub for electronic materials research in the region. We also inaugurated an R&D laboratory and application technology center for Battery Materials in Amagasaki, Japan.

What is BASF's biggest challenge in Asia Pacific?
We see a rapid rise in the innovativeness and competitiveness of Asian companies in the marketplace. This is why we have to grow smartly by delivering leading-edge solutions in the most efficient way. Societies are also becoming more demanding, when it comes to companies’ contribution to this development. We reflect this with our corporate purpose: “We create chemistry for a sustainable future.”

How will BASF tackle the sustainability needs in the region?
Our strategy balances the three dimensions of sustainability: economy, society and environment. Resource scarcity drives the need for more innovative and sustainable solutions. To deliver those, we can build on our strong local presence, our portfolio and our innovation capabilities. Cross-business growth initiatives, innovations, and close partnerships will contribute to the solutions we offer to customers to help tackle these challenges.
BASF in Japan

History

1865 Badische Anilin- und Soda-Fabrik Aktiengesellschaft (BASF AG) is founded in Ludwigshafen, Germany.

1888 BASF is introduced to the Japanese market through H. Ahrens & Co.

1898 Yamada Shoten and Shibata Shoten import the first BASF dye, Indigo Pure, into Japan.

1927 First technology licensing in Japan. BASF provides methyl alcohol technology to Mitsubishi Gas Chemical.


1951 Osaka sales office and laboratory established. BASF transfers exclusive distributor rights from H. Ahrens to Color Chemie Trading.

1953 BASF AG makes equity investment in Color Chemie Trading.

1956 Osaka Takakura plant and warehouse completed; BASF starts production in Japan.

1962 Yuka Badische Co., Ltd. (renamed Mitsubishi Chemical BASF Co., Ltd. in 1994) established as BASF’s first joint venture in Japan, for the production of expandable polystyrene (Styropor®).

1965 Color Chemie Trading becomes BASF Dyes & Chemicals Co., Ltd.

1969 Following BASF’s acquisition of German Elastogran Group, Polyurethane Chemical Co., Ltd. (renamed BASF INOAC Polyurethanes Ltd.) becomes a BASF subsidiary.

1974 BASF Dyes & Chemicals Co., Ltd. renamed BASF Japan Ltd. Mitsui Badische Dyes Ltd. (renamed Mitsui BASF Dyes Ltd.) established as a joint venture to produce dyestuffs for synthetic fibers.

1975 BASF purchases pharmaceutical manufacturer Knoll AG; Knoll Japan K.K. joins the BASF Group.

1985 Following BASF’s acquisition of Inmont Corporation (U.S.A.), Nippon Risned-Mason (renamed Nippon R-M Co., Ltd.), a producer of automotive refinishing paints, becomes a BASF subsidiary. BASF Japan acquires its own production site in Yokkaichi, Mie Prefecture.

1987 Takeda Badische Urethane Industries, Ltd. (renamed BASF Polyurethane Elastomers Ltd.) established to expand polyurethane business.

1988 Yokkaichi Works starts up. BASF starts production of auxiliaries for paper, textile and leather industries.

1989 Thermoplastic polyurethane production starts at Yokkaichi. BASF Engineering Plastics Co., Ltd. (integrated into BASF Japan Ltd.) established.

1991 BASF Nichiyu Coating R&D Co., Ltd., a joint venture between BASF Coatings AG and NOF Corporation, established for automotive OEM paints.

1992 Production of THF and Poly THF starts at Yokkaichi. Yokkaichi Technical Center established.

1995 Idemitsu BASF Co., Ltd. (renamed BASF Idemitsu Co., Ltd.) established for 1,4-butanediol production. Nisso BASF Agro Co., Ltd. established to produce and market herbicides.

BASF: a part of Japan’s history

For over 125 years, since first entering the Japanese market, BASF has supported customers in Japan by offering advanced solutions and high value-added products.
1996  BASF acquires Hokuriku Seiyaku Co., Ltd.

1998  Yokkaichi starts production of polyvinyl pyrrolidone (PVP).

1999  As part of restructuring, Polyurethane Chemical Co., Ltd. renamed BASF INOAC Polyurethanes Ltd.
Mitsubishi Chemical BASF Co., Ltd. divided into BASF Dispersions Co., Ltd. and Mitsubishi Chemical Foam Plastic Corp.
BASF acquires Takeda Kagaku Shiryo Co., Ltd.

2000  Yokkaichi starts production of N-Methyl Pyrrolidone Ultra Pure Grade (NMP-UP).
BASF Coatings AG and NOF Corporation establish BASF NOF Coatings Co., Ltd., a joint venture for coatings.
Nichiyu BASF Coating R&D and Nippon R-M are integrated into the new company.
BASF’s dyestuff business for fibers consolidated in DyStar; BASF’s shares in Mitsui BASF Dyes Ltd. are transferred to DyStar Japan Ltd.
With BASF’s acquisition of crop protection business of American Home Products Corporation, BASF Japan Ltd. acquires all shares in Cyanamid (Japan) Limited (in 2001 renamed BASF Agro, Ltd.).

2001  BASF Takeda Vitamins Ltd. established, in conjunction with BASF’s acquisition of global vitamin business from Takeda Chemical Industries Ltd.
With BASF’s acquisition of American Cyanamid Co. in 2000, Cyanamid (Japan) Ltd. and BASF Japan Ltd.’s agrochemical business merge to become BASF Agro Ltd.
Knoll Japan K.K. and Hokuriku Seiyaku Co., Ltd. are transferred to Abbott Laboratories when BASF sells its pharmaceutical business to Abbott.

2002  BASF Polyurethane Elastomers Ltd. integrates with BASF Japan Ltd.’s Polymers Division.

2003  BASF Dispersions Co., Ltd. integrates with BASF Japan Ltd.’s Specialties Division.

2005  BASF acquires full ownership of BASF NOF Coatings Co., Ltd., and establishes BASF Coatings Japan Ltd.

2006  BASF acquires Engelhard.
BASF acquires Degussa Construction Chemicals and Johnson Polymer.

2007  With merger of three major construction chemicals companies BASF Pozzolith Ltd. is formed.

2009  BASF acquires Ciba.
BASF Japan Ltd. merges with BASF Agro, Ltd.

2010  BASF Japan Ltd. merges with Ciba Japan K.K.
BASF Japan Ltd. merges with Musashino-Geigy Co., Ltd.

2011  BASF Japan Ltd. merges with Cognis Japan Ltd.

2012  Opening of Yokohama Innovation Center.
BASF Japan Ltd. merges with BASF Pozzolith Ltd. and BASF Coatings Japan Ltd.

2013  Opening of the Research and Development Laboratory and Application Technology Center for Battery Materials in Amagasaki.

**BASF in Japan today**

In 2013, BASF expanded its existing Amagasaki R&D Center, and opened the Research and Development Laboratory and Application Technology Center for Battery Materials. The facilities are located in the Amagasaki Research Incubation Center (ARIC).
BASF in Japan

Sites

BASF’s activities in Japan cover the four business segments Chemicals, Performance Products, Functional Materials & Solutions and Agricultural Solutions.

At a glance
The main production sites are in Chigasaki (admixtures for concrete, construction materials), Kitatone (personal care ingredients), Isohara (plastic additives), Totsuka (coatings), and Yokkaichi (thermoplastic polyurethanes and polymer dispersions).

In research and development, BASF in Japan aims to bring innovative products from Japan to global markets. BASF maintains a strong research and development presence in Japan including the Yokohama Innovation Center (engineering plastics) and the Research and Development Laboratory and Application Technology Center for Battery Materials in Amagasaki. In 2013, we expanded the existing Amagasaki R&D Center, and opened the Research and Development Laboratory and Application Technology Center for Battery Materials.

Today, BASF in Japan is supporting many industries, including automotive, pharmaceutical, paint and coating materials, packaging materials, construction, and electronics and electric as fields with particular growth potential. Through science and innovation, we enable our customers to meet the current and future needs of society.

23 Production Sites
(including 16 admixture plants of the Construction Chemicals division in BASF Japan)

The Yokohama Innovation Center
(Engineering Plastic Innovation Center)

The center allows BASF to provide technical support for engineering plastics at all stages in the development process, from concept through design, such as application development and final product testing.
Strategic areas
Overview

In 2050, around nine billion people will live on this planet. On the one hand, this population growth is associated with enormous global challenges but we also see many opportunities, especially for the chemical industry. We expect the chemical industry to grow particularly strongly in the emerging economies, and that these markets will account for around 60% of global chemical production by 2020. Innovations based on chemistry will play a key role in three areas in particular:

Resources, environment and climate
Dramatically rising energy demand is one of the world’s most pressing challenges. In addition, access to clean water and efficient use of resources are becoming increasingly important.

Food and nutrition
A growing world population obviously needs correspondingly more food. And it will be necessary to enhance nutrition quality.

Quality of life
Population growth and globalization present further challenges. Aspirations differ greatly from region to region and among different social groups, but there is a common ambition: people want to improve their individual quality of life.

BASF’s products and solutions contribute to conserving resources, ensuring nutrition, and improving quality of life.

We create chemistry for a sustainable future
We combine economic success, social responsibility and environmental protection. Through science and innovation, we enable our customers in almost all industries to meet the current and future needs of society.
Resources, environment and climate
Energy-efficient solutions through chemistry

Innovations derived from effective and efficient research and development (R&D) are important growth engines for BASF. We focus on the most promising growth fields in seven key sectors where intelligent chemistry is key, such as batteries for energy-efficient mobility, and heat management for construction. BASF is working with Japanese customers to improve energy availability, efficiency, and recyclability.

Research for next generation batteries
Energy-efficient electromobility concepts require high-performance and affordable batteries. BASF expanded the Amagasaki R&D Center in 2013, opening the Research and Development Laboratory and Application Technology Center for Battery Materials in Amagasaki. The facility is BASF’s first combined battery materials R&D and application technology operation in Asia Pacific. The laboratory will focus on developing electrolytes and electrode materials for high-performance lithium ion batteries as part of BASF’s global R&D network, leveraging technology platforms from around the world. In addition, the Amagasaki laboratory will run development programs jointly with Japanese customers.

The laboratory will combine organic and inorganic synthesis, analytics and electrochemical testing. This facilitates understanding of how different materials such as electrodes and electrolytes interact with each other in battery applications, thus supporting materials optimization. In addition, the laboratory will better integrate the know-how of existing BASF teams that are researching chemistry for use in organic photovoltaic cells and electronic materials.

In July 2013, the Battery Materials Laboratory was selected by the Ministry of Economy, Trade and Industry as a “Project Promoting Asian Site Location in Japan” as part of a program supporting global companies’ establishment of new, high-value-adding business locations in the country.

Yokohama Smart Community
BASF is contributing to the development of the construction industry by providing a wide range of solutions and technologies. One example is BASF’s participation in the Yokohama Smart Community, supported by the city of Yokohama, in March 2012. The Smart Cell, a field demonstration and research house designed as a next-generation community model, was completed in April 2013. BASF contributed to the Smart Cell project by providing construction materials, including the high-fluidity concrete Smart Dynamic Concrete, advanced insulation foam Neopor, water-permeable pavement Elastopave® and concrete surface impregnation material Protectosil®.

BASF’s Smart Dynamic Concrete allows for shorter construction periods, as well as the building of highly durable and solid concrete structures regardless of the technical skills of construction workers. Neopor enhances energy efficiency with improved home insulation, while Protectosil® CIT is an ideal solution for prolonging the life span of a building structure. Paving road surfaces with Elastopave® helps to alleviate the urban heat island effect, and curbs CO₂ emissions by enhancing the energy efficiency of structures. These products and solutions from BASF help to lower the environmental impact of Smart Cell.

The Smart Cell project put forward under the Yokohama Smart Community initiative is a community model that is designed to nurture the natural environment as well as the arts and culture that help invigorate people’s lives. In addition to bolstering food supplies and improving health care, the model also aims to develop eco-friendly energies and to contribute to a recycling-oriented society.

BASF solutions for energy efficient construction
The construction industry is one of BASF’s key customer industries. As a leading provider of raw materials, systems and finished products to the construction industry, BASF provides economically and environmentally sound solutions that contribute to sustainable housing and construction by reducing resource consumption, lowering energy consumption, increasing building life expectancy and enabling faster construction processes.
Strategic areas

A growing world population demands a lot from agriculture. The Earth’s surface may comprise around 13 billion hectares – but the capacities of arable land are limited. An environmentally friendly and resource-saving approach helps to ensure enough food for the world’s population. BASF meets this challenge by developing crop protection products and fostering responsible agriculture.

Improving plant health
Weeds, pests, disease – many external factors can damage crops and impair the harvest. One of the most destructive soybean diseases is Asian soybean rust – a fungal infection that reduces farmers’ crop yields. Farmers have recently been able to turn to BASF’s fungicide Xemium® to combat this fungal disease. Xemium is applied directly to the seeds and, from there, distributed throughout the entire plant as the plant grows. Small amounts are enough to ensure long-lasting protection.

For more on Xemium, see basf.com/xemium

Rice is a main food source for a large percentage of the world’s population, and thus one of the most important crops of all. “Red rice,” a type of wild grass, can cause considerable harvest losses in rice cultivation. BASF’s Clearfield® Production System provides a solution: It combines a broadband herbicide with Clearfield technology’s nontransgenic, herbicide-tolerant seeds, which can result in up to three times greater rice yields.

For more on Clearfield, see basf.com/clearfield

Promoting responsible agriculture
BASF develops product solutions and supports its customers in their application. The company provides them with training in the safe and environmentally conscious use of crop protection products.

For example, BASF’s Samruddhi initiative has supported smallholder soybean farms in India since 2006. “Samruddhi” means “success” in the ancient Indian language Sanskrit. The project’s goal is to improve economic conditions for Indian farmers. BASF agronomists work together with farmers to show how they can secure reliable yields in the long term under fluctuating climatic conditions by protecting the plants from pests and disease.

For more on Samruddhi, see basf.com/samruddhi

BASF also launched AgBalance® in India in 2013. With this method, farms can be evaluated in terms of ecological, economic and social indicators along the entire value chain and potential for improvement can be identified. Farmers can thus improve their sustainability profile. Emissions and energy use also play a role, as do considerations of cost, future generations and consumers.

For more on AgBalance, see basf.com/agbalance

Securing the world’s food sources
Ensuring enough food for a growing world population is one of the major challenges of sustainable development. BASF helps to meet this challenge by developing and producing innovative solutions to improve crop health and yields.
Quality of life
Everyday chemistry: innovations that make life easier

Whether enjoying a cup of coffee, doing the laundry or getting some exercise – BASF’s innovations can be found in many of the products we use throughout the day. They make day-to-day tasks easier, and, thanks to their special chemical composition, often even provide a more environmentally friendly alternative to conventional products.

Coffee capsules made of compostable plastic
In many households, the day begins with a cup of coffee. When time in the morning is limited, this is often accomplished through a simple coffee capsule and the push of a button. Together with the Swiss Coffee Company, BASF has developed an innovative coffee capsule. What makes it so special? The coffee grounds’ high-quality roast aromas are sealed into an entirely compostable package. Instead of aluminum, the packaging is made of BASF’s biodegradable ecovio® plastic, which is predominantly based on renewable raw materials. This means that both coffee grounds and packaging can be discarded into the compost heap.

For more on ecovio, see basf.com/ecovio_e

Special polymers make laundry detergent more environmentally friendly
Freshly washed laundry should smell good, the colors should look bright, and, above all, the material should be stain-free. This usually takes a lot of water, energy and resources, putting a strain on the environment and climate. To combat this, BASF offers a wide array of highly efficient and environmentally friendly ingredients for detergents and cleaners. For example, BASF has developed special polymers under the brand name Sokalan® that enable the production of highly concentrated detergents. The active ingredients are effective in small doses, even working in low temperatures to ensure clean laundry. At the same time, the reduced consumption of resources helps protect the environment.

For more on Sokalan, see basf.com/sokalan_e

More energy and fun while jogging
To keep physically fit, more and more people are going for a jog. You can run almost anywhere – all you need are comfortable clothes and the right pair of shoes. These should be selected carefully. A good shoe is comfortable and makes exercise even more fun. Together with adidas, BASF developed the Energy Boost shoe, which combines comfort with top running properties. The shoe’s midsole is made up of around 2,500 extremely bouncy foam beads; BASF’s Infinergy® foam. The special properties of this expanded thermoplastic polyurethane are exhibited particularly well in running: For one thing, the highly elastic material absorbs the shock of the foot’s impact. For another, it demonstrates outstanding resilience. After being compressed, the foam springs instantly back into its original shape and sends the impact energy back to the runner.

For more on Infinergy, see basf.com/infinergy_e

Improving quality of life
People around the globe aspire to enhance their individual quality of life. Innovations based on chemistry play a key role here, for they provide a critical contribution beyond known solutions.
Business development in Japan
Focus on innovation

BASF faced a difficult business environment in Japan in 2013, including a weakened yen that led to appreciation of raw material and energy prices. BASF achieved sales of €1.51 billion (around ¥195.9 billion) in 2013 (2012: €1.67 billion/around ¥171.6 billion). During 2013, BASF achieved several key milestones in Japan.

Bringing Japan’s innovations to the world
In 2013, BASF worked with customers and networks in Japan to bring innovations from Japan to markets around the world. BASF expanded the Amagasaki R&D Center in 2013, opening the Research and Development Laboratory and Application Technology Center for Battery Materials in Amagasaki. In April 2013, the Smart Cell, a field demonstration and research house designed as a next-generation community model, was completed with multiple solutions from BASF.

Local production of global star products
In 2013, BASF’s innovative new material Infinergy® was first adopted by adidas for use in its Energy Boost running shoe. Infinergy® was developed and is manufactured at BASF’s headquarters in Germany, with the production and R&D for the raw material, thermoplastic polyurethane, conducted at BASF’s site in Yokkaichi, Japan.

The adidas Energy Boost running shoe incorporating Infinergy®
BASF's Responsible Care Management System (RCMS) comprises the global rules, standards and procedures for environmental and health protection, safety and security for the various stations along our value chain. It allows BASF to achieve compliance with regulatory and internal requirements, operate safe and environmentally sound facilities and manufacture safe products. Adherence to the processes in RCMS drives continuous improvement in performance and increases the efficiency and effectiveness of environment, health and safety (EHS)-related activities.

Product stewardship
Amid the widespread use of a broad spectrum of chemical products, BASF has taken steps to introduce a product safety management system. In utilizing this system and employing proper product labeling while providing safety data sheets, BASF has achieved the safe use, transport and disposal of products.

As one component of its product safety management activities, BASF strictly observes procedures for chemical substance management for all its domestically manufactured and imported products in Japan. This includes a close management of information on national regulations as well as those of other countries. BASF SE, through the regular exchange of information with BASF regional offices in the Asia Pacific region, obtains the latest information on REACH (EU chemical regulations) and the regulations of each country.

Transportation and distribution safety
As a company that handles a wide variety of chemicals, BASF places considerable emphasis on logistics safety. An officer is appointed at each production site to oversee the management of logistics safety including in-plant transportation. Working in tandem with head office logistics safety advisors, every effort is made to improve logistics safety. Each officer in charge of logistics safety is responsible for the education of employees engaged in the logistics function. Regular training sessions are conducted on such topics as international and domestic regulations as well as safety management standards regarding the handling of products. BASF takes comprehensive measures to strengthen logistics safety and conducts periodic checks of logistics service providers including transport and warehouse operators.

Occupational safety
Our ultimate goal is to prevent any incidents or accidents attributable to workplace environments and operating systems. While BASF's manufacturing processes are built on the highest safety standards, we recognize that process integrity alone cannot ensure genuine safety. The proper attitude and behavior of employees are also essential to securing safety. BASF is fully cognizant that workplace safety is part and parcel of its daily operations and takes steps to share details of its worldwide experiences and instances where successful improvements have been made.

BASF regularly undertakes a risk assessment of all operations across its entire operating network. Increasingly sophisticated safety measures are implemented as needed in a bid to mitigate residual risks. To prevent incidents during non-routine operations, BASF also conducts an appropriate assessment of applicable risks and requires the use of work permits. In addition to measures taken at production sites, BASF also undertakes risk assessments at its offices and research centers in order to further enhance workplace safety. The prevention of incidents during business trips and while outside the office is another issue of key importance. With this in mind, BASF conducts relevant preventative campaigns.

The lost time injury rate per million working hours in 2013 was 0.4 for BASF employees, and zero for contractors (2012: 0.4 for BASF employees, and zero for contractors). During the past five years, there have been no fatalities or other major accidents.

Lost Time Injury rate per million working hours – Employees

<table>
<thead>
<tr>
<th>Year</th>
<th>Injury Rate</th>
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<tbody>
<tr>
<td>2013</td>
<td>0.4</td>
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<tr>
<td>2012</td>
<td>0.4</td>
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Lost Time Injury rate per million working hours – Contractors

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<tr>
<th>Year</th>
<th>Injury Rate</th>
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<tbody>
<tr>
<td>2013</td>
<td>0</td>
</tr>
<tr>
<td>2012</td>
<td>0</td>
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Lifesaving training
Courses in lifesaving techniques were held at the Tokyo office including training for a large number of employees in such skills as Cardio Pulmonary Resuscitation (CPR) and the use of Automated External Defibrillators (AEDs) under the instruction of the Tokyo Fire Department. These initiatives form part of ongoing efforts to improve occupation safety and emergency response measures at offices as well as at BASF’s production sites and research centers.
Environment, health and safety

Global Safety Week

BASF holds an annual Global Safety Week that encompasses its entire worldwide network. BASF’s production sites, research centers and offices in Japan all participated in the most recent event, with each location taking steps to strengthen its safety activities. External lecturers were invited by each of the company’s principal offices, including Tokyo and Osaka, to speak on how to respond to an earthquake with an epicenter directly below the city.

Occupational health

Each BASF business location in Japan has an Occupational Safety and Health Committee, which plays a leading role in improving occupational safety and health based on BASF’s health management program. Extending well beyond workplace compliance as well as safety and health education conducted by occupational health physicians, BASF promotes a variety of safety and health initiatives at each business location including the skin care program, measures to prevent noise-induced hearing loss, and the smoke-free campaign. Moreover, the company medical office is overseeing a campaign to secure an increase in medical checkup consultation rates. Steps are also being taken to conduct a campaign to help boost immunization rates. In this manner, BASF is making every effort to improve occupational safety and health.

Process safety

Our ultimate goal is to prevent incidents and accidents attributable to processes at each manufacturing site. BASF’s manufacturing processes are based on the highest safety standards. Whenever a new process is planned, a safety review is conducted to ensure absolute integrity. Safety reviews are also conducted when processes are modified to confirm that any change does not lower the level of safety. At the same time, business locations are required to undertake regular safety reviews. This ensures that continuous and repeated efforts are made to improve BASF’s processes based on the latest information and knowledge.

Daily maintenance is essential to preserving process integrity. BASF engages vigorously in process as well as safety and instrumentation maintenance while implementing the “5S methodology”: seiri (sorting), seiton (set in order), seiso (systematic cleaning), seiketsu (standardizing), and shitsuke (sustaining) at all of its production sites. We also continuously update and manage safety-related documentation encompassing piping and instrumentation diagrams as well as other items including safety management data and explosion protection. Through these means, BASF is securing the comprehensive safety of its plants.

Emergency response and community awareness

In striving to reduce the risk of accidents to the greatest extent possible, it is important to recognize the difficulties in eliminating risk altogether. Against this backdrop, each business location is putting in place countermeasures to minimize the potential damage attributable to accidents. Also, emergency response plans are developed based on realistic assumptions regarding specific events including earthquakes, tsunamis, fire as well as leakage and spills. At the time of an emergency, response teams at each business location, Tokyo Head Office, regional offices in Asia Pacific and BASF SE work in unison to push forward appropriate measures.

Moreover, joint emergency drills are conducted regularly to minimize any potential damage.

Security

BASF believes that the basic concept of security revolves around efforts that protect the company and its employees from criminal behavior and acts of terrorism as well as the loss of information or other inadvertent breaches of internal rules and regulations. Specific activities include security measures related to the risk level of each business location as well as initiatives aimed at ensuring the safety of employees during business trips. BASF also works diligently to raise employee awareness toward the importance of the company’s know-how and information as part of its information protection endeavors.
Environmental protection

Energy
While energy consumption can fluctuate strongly depending on the volume of production, energy consumption per unit of production at BASF in Japan is declining overall due to daily "Kaizen" activities of production sites. In addition to increasing our energy efficiency at our production sites, we are also reducing our energy consumption at offices and research centers.

In 2013, consumption of all types of energy decreased compared with levels recorded in 2012. Steam consumption in 2013 amounted to 135,172 metric tons (2012: 151,663 metric tons) with electricity consumption at 32,637 MWh (2012: 35,384 MWh) and fuel consumption at 20,870 MWh (2012: 25,725 MWh). Energy consumption per unit has been improved not only by introduction of energy-efficient equipment, such as boilers with high heat efficiency and LED lights, but also through employee efforts.

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<thead>
<tr>
<th>Steam consumption (total) (metric tons)</th>
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<tr>
<td>2013</td>
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<td>2012</td>
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<th>Electricity consumption (total) (MWh)</th>
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<td>2013</td>
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<td>2012</td>
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<th>Fuel consumption (MWh)</th>
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<tr>
<td>2013</td>
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<td>2012</td>
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Emissions to air
BASF is making a worldwide effort to reduce greenhouse gas emissions. On a global basis, BASF aims to reduce greenhouse gas emissions per metric ton of sales products by 40% compared with the baseline 2002. Measures by BASF in Japan help realize this global target.

Greenhouse gas emissions by BASF in Japan in 2013 amounted to 43,278 metric tons, a significant decrease from the previous year (2012: 51,466 metric tons). Emission of air pollutants by BASF in Japan in 2013 amounted to 24 metric tons. This was a substantial reduction from the previous year (2012: 31 metric tons) due to a variety of ongoing incremental efficiency programs.

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<tr>
<th>Greenhouse gas emissions (total)¹ (metric tons of CO₂ equivalents)</th>
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<tr>
<td>2013</td>
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<td>2012</td>
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<tr>
<th>Air pollutants² (metric tons)</th>
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<tr>
<td>2013</td>
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<tr>
<td>2012</td>
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</tbody>
</table>

¹ CO₂, N₂O, CH₄, HFC, PFC, SF₆
² CO, NOₓ, NMVOC, SOₓ, dust, NH₃ / other inorganics

Responsible Care® management system
The Responsible Care Management System (RCMS) comprises the global rules, standards and procedures for environmental and health protection, safety and security for the various stations along our value chain. Using the RCMS, BASF ensure compliance with regulatory and internal requirements, driving continuous improvement in the EHS performance of facilities, processes and products.

BASF supports the chemical industry’s global Responsible Care initiative.
Emissions to water
Organic substances and nitrogen emissions can fluctuate strongly with changes in the products handled and specific activities at each production site.

BASF’s emissions of organic substances in 2013 slightly increased to 11 metric tons (2012: 10 metric tons). Nitrogen emissions were at one metric ton, the same level as the previous year. Emissions of heavy metals to water have been below the detectable limit since 2006.

Water supply
The amount of water supply fluctuates with changes in the volume of production.

Water supply in 2013 amounted to 3.70 million cubic meters, a decrease from the previous year’s level (2012: 4.21 million cubic meters). Use of cooling water (including recirculated cooling water) decreased to 5.60 million cubic meters compared with the previous year (2012: 6.10 million cubic meters). This reflects the considerable impact of changes in operating rates at production sites that use large amounts of cooling water.

Water used for production decreased slightly to 0.32 million cubic meters in 2013 (2012: 0.34 million cubic meters).

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<tr>
<th>Organic substances (metric tons)</th>
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<tbody>
<tr>
<td>2013</td>
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<td>2012</td>
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<tr>
<th>Nitrogen (metric tons)</th>
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<tr>
<td>2013</td>
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<td>2012</td>
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</table>

Water consumption in Japan in 2013 (million cubic meters)

<table>
<thead>
<tr>
<th>Water supply</th>
<th>Water use</th>
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</thead>
<tbody>
<tr>
<td>2013</td>
<td>3.7</td>
</tr>
<tr>
<td>2012</td>
<td>4.2</td>
</tr>
</tbody>
</table>

| 1 | Production | 0.3 | 0.3 |
| 2 | Cooling | 5.6 | 6.1 |

While we used 5.6 million cubic meters of water for cooling and 0.3 million cubic meters of water for production in 2013, thanks to recirculation our actual water supply was only 3.7 million cubic meters.
Waste
BASF in Japan takes a proactive stance toward reducing the absolute amount of waste, and to promoting waste recycling.

Total waste in 2013 amounted to 9,746 metric tons, a reduction from the previous year (2012: 11,341 metric tons). The waste recycling rate was 49% in 2013. By increasing the absolute amount of waste reduction and the waste recycling rate, successful steps have also been taken to lower the amount of waste that is not recycled to a record minimum. Daily “Kaizen” activities, such as yield improvement and reduction of off-spec materials, contribute to the reduction of waste.

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<thead>
<tr>
<th>Waste (total) (metric tons)</th>
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<tbody>
<tr>
<td>2013</td>
<td>9,746</td>
<td>49%</td>
</tr>
<tr>
<td>2012</td>
<td>11,341</td>
<td>37%</td>
</tr>
</tbody>
</table>

Audits
BASF aims to control latent risks through safety management systems and risk mitigation measures. Risk levels at each production site are determined by the materials used and surrounding conditions at each location. Regular internal audits conducted by qualified in-house personnel ensure that appropriate measures are being undertaken to reduce these latent risks to the greatest degree possible. Effective improvement initiatives are then introduced based on the issues raised and improvements recommended during each audit.

In addition to audits of production sites, audits of occupational safety and health contribute significantly to enhancing safety. These include audits at each business location, as well as security audits, audits of contract manufacturers, transport audits and warehouse operator audits.

Accident survey report
BASF utilizes a system for in-depth incident investigation employing root-cause analysis, and implements countermeasures even for minor incidents that do not result in lost time, events that have the potential to lead to incidents (near misses), and for the malfunction of safety equipment. Both the analysis and the countermeasures are shared across BASF’s global network. BASF also ensures the regular exchange of safety information and experiences between production sites in Japan as well as those around the world.

Kitatone plant achieves five years of zero lost time injuries
BASF’s plant in Kitatone produces raw materials for personal care products used in everyday life. In November 2013, the plant reported five years of zero lost time injuries. BASF employees are making efforts to enhance this record through continuous improvements in health, safety and environmental protection.
Chemical technicians carry out an inspection in the hydrogen plant. This plant is an important supplier of industrial gases in BASF’s Verbund.
Employees
Form the best team

BASF employees are fundamental to achieving the goals of the “We Create Chemistry” strategy. To meet the targets established by our regional Asia Pacific strategy “grow smartly,” the company requires a high performance culture. BASF aims to create space for its employees’ performance and personal development across regions, divisions and teams. As of the end of 2013, BASF in Japan had 1,301 employees (2012: 1,309).

Strategy
Our Best Team Strategy is derived from our corporate strategy and simultaneously contributes to its implementation. We want to form the best team. To achieve this, we put focus on three strategic directions: excellent people, excellent place to work and excellent leaders. We concentrate on increasing our attractiveness in worldwide labor markets, sharpening our focus on career development, and life-long learning in all regions, as well as supporting and developing our leaders.

Recruitment and new graduate programs
From recruitment to succession planning, competency assessment lies at the heart of BASF’s human resource development activities in Japan. Competencies refer to the conduct expected of employees who demonstrate superior performance. BASF in Japan provides human resource development based on globally accepted competencies.

During the recruitment process, candidates meet with several BASF interviewers to ensure that they fulfill BASF’s standards and the requirements of the position and to give them the opportunity to better understand BASF, its requirements and its corporate culture.

Career development
We formulate and implement development programs in accordance with the employees’ career paths as well as enhancing performance in their current position. In this regard, training programs are personalized to meet individual needs. For ongoing performance management and development, employees talk with supervisors about their goals and the skills necessary for their current position and career advancement. The outcome of these discussions is used to design targeted training programs.

Business skills training
BASF provides training programs for all employees in Japan to further enhance the business knowledge and skills related to their particular jobs. These programs include presentation and negotiation skills as well as project management.

Management training
Programs for both current and future managers are available to suit a wide range of management needs, from basic management skills to upper level positions. The system comprises programs specifically designed for Japanese managers as well as regional and global programs.

Development of successors
For the development of successors, BASF shares information on potential candidates not only in Japan, but on the Asia Pacific and global levels as well. We provide programs to promote career growth for candidates suited to the level they are seeking to achieve, and regularly monitor their progress.

Number of employees (as of December 31)

<table>
<thead>
<tr>
<th>Year</th>
<th>Number of Employees</th>
</tr>
</thead>
<tbody>
<tr>
<td>2013</td>
<td>1,301</td>
</tr>
<tr>
<td>2012</td>
<td>1,309</td>
</tr>
</tbody>
</table>

1 Employee numbers for the business year 2012 and 2013 refer to total figures by BASF group companies where BASF has a stake greater than 50%.
Work-life balance
To build a diverse workforce, BASF aims to provide a flexible framework to support a range of work practices and lifestyles. Flexible working hours were introduced in 1994, and BASF's employee benefit system now includes child care and nursing care leave, as well as reduced working hours for employees with young children. Training-related leave is offered for employees with three or more continuous years of service.

For many years, BASF in Japan has been at the leading edge of efforts to ensure a healthy balance between the work and family lives of its employees. We have introduced a work-at-home program for employees with family needs. We also encourage employees to take their paid holidays over a longer term, and are making efforts to reduce overtime work. BASF will continue to support employees in Japan in their efforts to pursue self-directed work methods.

Diversity + Inclusion
BASF recognizes employee diversity as a strategic strength to succeed in an extremely competitive global market. A robust and dynamic workforce encompasses a wide spectrum of nationalities, gender, experience, age, and cultural backgrounds. Over the past decade, BASF in Japan has welcomed employees from a wide range of nationalities into its workforce. As of the end of 2013, the largest age group was the one between 40 and 54 years with a share of 53.3% (2012: 51.3). The number of female recruits is steadily increasing.

Performance management system
The performance management system is a year-long cycle in which employees and their managers engage in a series of meetings to jointly manage their performance. This employee dialogue includes setting targets, providing feedback, competency evaluation as well as developing and implementing development plans. Employees and managers reflect on what went well during the previous year and what did not, determine which job roles reveal the conduct and competencies that need improvement, and decide on trainings to acquire the necessary skills and knowledge. Since 2011, BASF has conducted an initiative to allow employees to better take ownership of their medium and long term careers. Under this initiative, development plans are aligned more closely with employees’ career ambitions as well as with their vision of the future.
Society
Earthquake recovery programs

Three years after the Great East Japan Earthquake in March 2011, many children still live in temporary housing, and have limited space to live and play. In 2013, as part of its efforts toward long-term support for disaster victims, BASF and BASF Stiftung, a Germany based charitable foundation, continued the “Bringing Back Smiles” project in cooperation with UNESCO, and conducted the “Feel Home & Create Home” project with the University of the Sacred Heart, Tokyo.

The “Bringing Back Smiles” project with UNESCO
BASF began this project with UNESCO in 2011. In 2013, BASF provided recreational and learning support, and donated playground and sports equipment to 40 kindergarten and elementary schools in Tohoku area. Since the project began, about 16,000 children in Miyagi and about 360 children in Iwate have participated in recreational and learning support activities.

As an additional measure of this project, the National Federation of UNESCO Associations in Japan published a booklet compiling the disaster experiences of schools in Kesennuma. This booklet was distributed to the Kesennuma Board of Education and all UNESCO schools nationwide, where it will be used as material for future disaster prevention education.

The “Feel Home & Create Home” Project
BASF and BASF Stiftung provided support during 2013 for the “Feel Home & Create Home” project implemented by the University of the Sacred Heart, Tokyo to build a new playground and recreation area in Rikuzentakata, Iwate Prefecture. The project was conducted by Sacred Heart students in collaboration with internationally-reknown artist Kyoji Takubo along with other architects and experts, and with support from local NPOs, the Rikuzentakata Board of Education, and local children and their parents.

BASF also provided support for an additional project measure, the “Playtime Supporter” activities conducted by Sacred Heart students and faculty members, begun in May 2012. Around 60 university students and faculty members provided playtime and educational support for a total of 200 children in Rikuzentakata between June and December 2013.

All above mentioned projects were funded by donations by BASF Group and their employees to BASF Stiftung, following the earthquake disaster.

The “Feel Home & Create Home” Project
Relaxation areas were established near temporary housing facilities in Takekoma, and in front of Shogetsuji-temple (both in Rikuzentakata). Children and local residents, together with students from the University of the Sacred Heart, Tokyo and BASF Japan employees, laid small cubes and set up tables and umbrellas to create the space. The area, a component-based design, can be renewed as required.
BASF Kids’ Lab is a chemistry education program first launched at the BASF headquarters in 1997 in Germany. The program was expanded to the Asia Pacific region in 2002, and to Japan in 2003. BASF Kids’ Lab offers children aged 6-12 the opportunity to discover the world of chemistry through simple and safe chemical experiments. In 2013, more than 30 countries participated in the program.

To commemorate the 10th anniversary of the program in Japan, we broadened the scope of activities by holding family events at BASF sites. More than 3,900 children have participated in BASF Kids’ Lab in Japan over the past decade.

In 2013, BASF Kids’ Lab was held in two locations in Japan, at Roppongi Hills where BASF Japan’s head office is located, and at the Science Museum in Chiyoda-ku, Tokyo. At Roppongi Hills, BASF Kids’ Lab was held as part of the Roppongi Hills Summer Kids’ Workshop program sponsored by the Mori Building Company. Children conducted experiments to purify polluted water using the power of chemistry, and to learn about the role that concrete admixtures play in buildings. At the Science Museum, BASF participated in the Children’s Chemical Experiment Show, a program for school children on summer break sponsored by the Dream Chemistry 21 committee. Under the program name “Let’s make sunscreen,” children had the opportunity to make sunscreen using safety-tested BASF chemicals, and learn about ultraviolet radiation.

In addition, to commemorate the 10th anniversary of the program in Japan, BASF provided opportunities for children of employees at the Chigasaki Technical Development Center, Kitatone Plant, and Amagasaki R&D Center to conduct experiments, giving them a greater connection to chemistry and their parents’ workplace.

Employee volunteers serve as teachers
BASF employees who have received training play an active role in the program as instructors. The volunteers explain the experiments to the children in an easy-to-understand way, and then let the children have fun conducting the experiments. The sessions bring employees together as instructors, providing an opportunity for communication that extends beyond the bounds of each division.

Skin loves sun
Through the “Let’s make sunscreen!” program, children learn about ultraviolet radiation, then use safety-tested BASF chemicals to make a sunscreen cream and check its effectiveness with an ultraviolet radiation tester.
Selected prizes and awards

CDP Global 500 Climate Disclosure Leadership Index
BASF in leading position in reporting on climate protection
In 2013, BASF was included in the CDP Global 500 Climate Disclosure Leadership Index for the ninth time in succession. The index contains companies that report on climate protection in a particularly transparent and comprehensive manner. As in previous years, BASF achieved the top ranking in the Materials sector.

Dow Jones Sustainability Index
BASF share included in DJSI World for thirteenth consecutive year
BASF shares were again included in the Dow Jones Sustainability World Index. The analysts especially pointed out the company’s commitment to risk and crisis management, human capital development, and plant biotechnology.

World’s Top 50 Most Attractive Employers
BASF was voted by students worldwide as one of the world’s top 50 most attractive employers in 2013. The rankings are based on the nomination of almost 200,000 business and engineering students from top universities in the world’s 12 largest economies: Australia, Brazil, Canada, China, France, Germany, India, Italy, Japan, Russia, UK and USA. The research was conducted by Universum, a global research and employer branding consultancy.

Technical Award
BASF received the “Technical Award” at the 30th Symposium on Particulate Preparations and Designs in Japan. BASF was rewarded for the technical breakthrough on drug design and preparation in the pharmaceutical industry. The award was presented to BASF by Division of Particulate Preparation and Design (PPD) in the Society of Powder Technology Japan, the organizing committee of the Symposium.
Ten-year summary

<table>
<thead>
<tr>
<th></th>
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<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Sales</td>
<td>37,537</td>
<td>42,745</td>
<td>52,610</td>
<td>57,951</td>
<td>62,304</td>
<td>50,693</td>
<td>63,873</td>
<td>73,497</td>
<td>72,129</td>
<td>73,973</td>
</tr>
<tr>
<td>EBITDA</td>
<td>7,685</td>
<td>8,233</td>
<td>9,723</td>
<td>10,225</td>
<td>9,562</td>
<td>7,388</td>
<td>11,131</td>
<td>11,993</td>
<td>10,009</td>
<td>10,427</td>
</tr>
<tr>
<td>EBIT</td>
<td>5,193</td>
<td>5,830</td>
<td>6,750</td>
<td>7,316</td>
<td>6,463</td>
<td>5,172</td>
<td>7,761</td>
<td>8,586</td>
<td>6,742</td>
<td>7,273</td>
</tr>
<tr>
<td>EBT</td>
<td>4,347</td>
<td>5,268</td>
<td>6,276</td>
<td>6,935</td>
<td>6,197</td>
<td>4,689</td>
<td>7,761</td>
<td>8,586</td>
<td>6,742</td>
<td>7,273</td>
</tr>
<tr>
<td>Income</td>
<td>2,133</td>
<td>3,168</td>
<td>3,468</td>
<td>4,325</td>
<td>3,305</td>
<td>1,655</td>
<td>5,074</td>
<td>6,603</td>
<td>5,067</td>
<td>5,173</td>
</tr>
<tr>
<td>Net income</td>
<td>2,004</td>
<td>3,007</td>
<td>3,215</td>
<td>4,065</td>
<td>2,912</td>
<td>1,410</td>
<td>4,557</td>
<td>6,188</td>
<td>4,819</td>
<td>4,824</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Capital expenditures, depreciation and amortization</th>
</tr>
</thead>
<tbody>
<tr>
<td>Additions to property, plant and equipment and intangible assets</td>
</tr>
<tr>
<td>Thereof property, plant and equipment</td>
</tr>
<tr>
<td>Depreciation and amortization of property, plant and equipment and intangible assets</td>
</tr>
<tr>
<td>Thereof property, plant and equipment</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Number of employees</th>
</tr>
</thead>
<tbody>
<tr>
<td>At year-end</td>
</tr>
<tr>
<td>Annual average</td>
</tr>
</tbody>
</table>

| Personnel expenses | 5,615 | 5,574 | 6,210 | 6,648 | 6,364 | 7,107 | 8,228 | 8,576 | 8,963 | 9,285 |

| Research and development expenses | 1,173 | 1,064 | 1,277 | 1,380 | 1,355 | 1,398 | 1,492 | 1,609 | 1,732 | 1,835 |

<table>
<thead>
<tr>
<th>Key data</th>
</tr>
</thead>
<tbody>
<tr>
<td>Earnings per share</td>
</tr>
<tr>
<td>Cash provided by operating activities</td>
</tr>
<tr>
<td>EBITDA margin %</td>
</tr>
<tr>
<td>Return on assets %</td>
</tr>
<tr>
<td>Return on equity after tax %</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Appropriation of profits</th>
</tr>
</thead>
<tbody>
<tr>
<td>Net income of BASF SE</td>
</tr>
<tr>
<td>Dividends</td>
</tr>
<tr>
<td>Dividend per share</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Number of shares as of December 31</th>
</tr>
</thead>
<tbody>
<tr>
<td>million</td>
</tr>
</tbody>
</table>

1 We have applied International Financial Reporting Standards 10 and 11 as well as International Accounting Standard 19 (revised) since January 1, 2013. Figures for 2012 have been restated; no restatement has been made for 2011 and earlier.
2 We conducted a two-for-one stock split in the second quarter of 2008. The previous year’s figures for earnings per share, dividend per share and number of shares have been adjusted accordingly.
3 Adjusted for special items and impairment of intangible assets, earnings per share were €5.37 in 2013 and €5.64 in 2012.
4 Includes the change in reporting from 2009 onward of the effects of regular extensions of U.S. dollar hedging transactions
5 Before external financing of pension obligations
6 Calculated in accordance with German GAAP
7 After deduction of repurchased shares earmarked for cancellation
Contacts

BASF Japan Ltd.
Head Office
Roppongi Hills Mori Tower 21F, 6-10-1 Roppongi, Minato-ku, Tokyo 106-6121, Japan
Tel: 03-3796-5111
Fax: 03-3796-4111

Osaka Office
Nomura Fudosan Osaka Bldg. 1-8-15 Azuchi-machi, Chuo-ku, Osaka 541-0052, Japan
Tel: 06-6266-6825
Fax: 06-6266-6974

Nagoya Office
Nagoya Mitsui New Bldg. 6F, 1-24-20 Meieki-minami, Nakamura-ku, Nagoya-shi, Aichi 450-0003, Japan
Tel: 052-533-9965
Fax: 052-533-9960

Chigasaki Site
3-1-70 Chigasaki, Chigasaki-shi, Kanagawa 253-0041, Japan
Tel: 0467-83-1241
Fax: 0467-85-6995

Chigasaki Technical Development Center
2722 Hagisono, Chigasaki-shi, Kanagawa 253-0071, Japan
Tel: 0467-59-5180
Fax: 0467-82-6299

Isohara Site
1094-2 Isohara, Isohara-cho, Kitaibaraki-shi, Ibaraki 319-1541, Japan
Tel: 0293-42-1297
Fax: 0293-42-1054

Kitatone Site
9-3 Kitatone, Kogas-ku, Ibaraki 306-0213, Japan
Tel: 0280-92-1488
Fax: 0280-92-4503

Totsuka Office / Totsuka Site
296 Shimokurata-cho, Totsuka-ku, Yokohama-shi, Kanagawa 244-0815, Japan
Tel: 045-862-7500
Fax: 045-864-0791

Yokkaichi, Kasumi Site
1-23-2 Kasumi, Yokkaichi-ku, Mie 510-0011, Japan
Tel: 059-366-7777
Fax: 059-366-7719

Yokkaichi, Rokuroki Site
653-2 Rokuroki-cho, Yokkaichi-shi, Mie 510-0881, Japan
Tel: 059-348-1563
Fax: 059-348-1560

Amagasaki R&D Center
7-1-13 Doi-cho, Amagasaki-shi, Hyogo 660-0083, Japan
Tel: 06-6415-1500
Fax: 06-6415-1505

Nippa Refinish Competence Center
1237 Nippa-cho, Kokoku-ku, Yokohama-shi, Kanagawa 223-0057, Japan
Tel: 045-546-8020
Fax: 045-546-8050

Tahara Agricultural Station
16-1 Kamigaya, Mutsure-cho, Tahara-ku, Aichi 441-3413, Japan
Tel: 0531-27-1630
Fax: 0531-27-1634

Yokohama Innovation Center
(Engineering Plastic Innovation Center)
1-18-2 Hakusan, Midori-ku, Yokohama-shi, Kanagawa 226-0006, Japan
Tel: 045-938-8205
Fax: 045-938-8225
BASF Metals Japan Ltd.
Head Office
World Trade Center Bldg. 24F, 2-4-1
Hamamatsu-cho, Minato-ku, Tokyo 105-6124, Japan
Tel: 03-3578-6661
Fax: 03-5425-7481

BASF Idemitsu Co., Ltd.
Head Office
Roppongi Hills Mori Tower 21F, 6-10-1
Roppongi, Minato-ku, Tokyo 106-6121, Japan
Tel: 03-3796-4100
Fax: 03-3796-4109

Chiba Plant
2-1 Aneasakkaigan, Ichihara-shi, Chiba 299-0192, Japan
Tel: 0436-60-1865
Fax: 0436-60-1941

BASF INOAC Polyurethanes, Ltd.
Head Office / Plant
1-196 Hongudo, Kawada, Shinshiro-shi, Aichi 441-1347, Japan
Tel: 0536-23-5511
Fax: 0536-23-2557

Higashi Nihon Sales Office
Gotanda NN Bldg. 4F, 2-12-19
Nishi-Gotanda, Shinagawa-ku, Tokyo 141-0031, Japan
Tel: 03-5759-8701
Fax: 03-5759-8704

Nishi Nihon Sales Office
KIRIX Marunouchi Bldg. 3F, 1-17-19 Marunouchi,
Naka-ku, Nagoya-shi, Aichi 460-0002, Japan
Tel: 052-229-0600
Fax: 052-204-6505

N.E. Chemcat Corporation
Head Office
World Trade Center Bldg. 24F, 2-4-1
Hamamatsu-cho, Minato-ku, Tokyo 105-6124, Japan
Tel: 03-3435-5490
Fax: 03-3435-5484

Numazu Plant
678 Ipponmatsu, Numazu-shi, Shizuoka 410-0314, Japan
Tel: 055-966-1080
Fax: 055-967-2544

Tsukuba Plant
25-3 Kohshindaira, Bando-shi, Ibaraki 306-0608, Japan
Tel: 0297-36-7777
Fax: 0297-36-7733

As of June 30, 2014