Directors' report and financial statements

For the period from 17 February 2014 to 30 June 2015

Registered number 539687

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### Directors and other information

**Directors** Christian Donagh (Irish), resigned 5 March 2014

> Michael Whelan (Irish), resigned 27 February 2015 Niall O'Carroll (Irish), appointed 5 March 2014 Philip Lovegrove (Irish), resigned 5 March 2014 Rhys Owens (Irish), appointed 27 February 2015 Turlough Galvin (Irish), appointed 5 March 2014 Adrian Bailie (Irish), Alternate Director to Rhys Owens

6<sup>th</sup> Floor, Pinnacle 2 Registered office

Eastpoint Business Park

Dublin 3, Ireland

Deutsche Trustee Company Limited Trustee

Winchester House

1 Great Winchester Street

London EC2N 2DB

Administrator & Deutsche International Corporate Services (Ireland) Limited **Company Secretary** 

6<sup>th</sup> Floor, Pinnacle 2 Eastpoint Business Park

Dublin 3, Ireland

Independent auditor **KPMG** 

Chartered Accountants, Statutory Audit Firm

1 Harbourmaster Place

International Finance Services Centre,

Dublin 1, Ireland

**Bankers** Bank of Ireland

La Touche House

Custom House Dock, IFSC, Dublin, Ireland

Swap Counterparty Deutsche Bank AG London

> PO Box 441 6 Bishopsgate

London EC2P 2AT, United Kingdom

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Dublin 2, Ireland

### Directors' Report

The Directors present the annual report and audited financial statements of dbInvestor Solutions 2 plc for the period from 17 February 2014 up to 30 June 2015.

### Principal activities, business review and future developments

The dbInvestor Solutions 2 plc programme was set up in 17 February 2014 to issue multiple series of Debt Securities under the Companies Act 2014 as a public limited company with the intention of, inter alia, carrying on the business of a securitisation company to include all activities ancillary thereto.

Each Series is governed by a separate Prospectus. Each Series consists of investment in bonds from the proceeds of the issuance of debt securities. The Prospectus offers investors the opportunity to invest in a portfolio of investments, the "investment securities" and alter the interest rate risk and credit risk profile of the portfolio through the use of derivative instruments.

Each series of debt securities issued is secured as set out in the terms and conditions of the debt securities issued including a first fixed charge over certain collateral as set out in the relevant Supplemental Programme Memorandum and a first fixed charge over funds held by the Agents under the Agency Agreement (each as defined in the terms and conditions of the debt securities issued). Refer to note 22 (d) for the profile series of debt securities issued. Each Series may also be secured by an assignment of the Company's rights under a Swap Agreement and/or Option Agreement and/or Repurchase Agreement and/or Credit Support Document (each as defined in the terms and conditions of the debt securities issued) and any additional security as may be described in the relevant Supplemental Programme Memorandum (together the "Mortgaged Property"). For details about the assets held by the Company refer to note 7. The Company's obligation to the holders of debt securities of a particular series is limited to the net proceeds upon realisation of the collateral of that series. Refer to note 4 (b) (ii) on details on debt securities.

The Company has entered into asset swaps for each series of Debt Securities issued to eliminate the mismatch between the amount payable in respect of those debt securities issued and the return from the investment securities held by the Company as collateral. The swap counterparty provides a return that replicates the return due to the holders of the debt securities and also reimburses all the expenses related to the series.

The credit risk of the investment securities is borne by either the Company's swap counterparty (in cases where a default swap transaction has been entered into for that particular series) or the Company's holders of debt securities issued. Refer to note 4 (b) (i) and 22 (a) for further details about how the Company manages credit risk.

For every new issuance of Debt Securities, Deutsche Bank AG London, as arranger, transfers to the Company an amount of EUR 500 as corporate benefit (income). This income is taxable under Irish law at a current rate of 25% and the net amount is retained as the profit for the period. As arranger, Deutsche Bank AG London also agreed to reimburse the Company against any costs, fees, expenses or out-goings incurred. The arranger is also the Swap counterparty for all Series containing asset swap agreements.

### Directors' Report (continued)

### Principal activities, business review and future developments (continued)

The Company made a net gain on investment securities of EUR 625,264 for the period and a net gain on derivatives of EUR 823,966. Due to the limited recourse nature of the debt securities issued and as the return on those issued securities is directly linked to the performance of the investment securities and derivatives, the Company made a corresponding loss of EUR 1,449,230 on the debt securities issued resulting in a net profit of EUR 2,625 for the period ended 30 June 2015.

As at 30 June 2015, the fair value of the Company's total debt securities issued was EUR 76,393,851.

During the period, the Company partially redeemed series 1.

The following series are currently in issue as at period end date: Series 1, 3, 4, 5, 6, 7, and 8.

Series 2 has never been issued.

### Results and dividends for the period

The results for the period are set out on page 12. The Directors do not recommend the payment of a dividend for the period under review.

### Changes in directors during the period

The Directors of the Company are shown on page 1. Christian Donagh and Philip Lovegrove resigned and Niall O'Carroll and Turlough Galvin were appointed as Directors on 5 March 2014. Michael Whelan resigned and Rhys Owens was appointed as Director on 27 February 2015. There were no further changes to the Company Directors during the period.

#### Risks and uncertainties

The principal risks and uncertainties facing the Company relate to the debt securities issued, the investment securities and derivative financial instruments held by the Company The principal financial risks and uncertainties facing the Company (other than operational risk) and the risk management framework in place to deal with these risks are explained in note 4 and 22 of the financial statements.

Operational risk is the risk of direct or indirect loss arising from a wide variety of causes associated with the Company's processes, personnel and infrastructure, and from external factors other than credit, market and liquidity risks such as those arising from legal and regulatory requirements and generally accepted standards of corporate behaviour. Operational risks arise from all of the Company's operations.

#### Directors, secretary and their interests

The Directors and secretary who held office on 30 June 2015 did not hold any beneficial interest in the shares of the Company or in any Group Company at that date, or during the period. There were no contracts of any significance in relation to the business of the Company in which the Directors had any interest, as defined in the Companies Act 2014, at anytime during the period.

### Subsequent events

On 12 October 2015, the Company issued debt securities under series 9 with nominal amount of EUR 8,995,000.

### Directors' Report (continued)

### Annual Corporate governance statement

The Board of Directors (the "Board") is responsible for establishing and maintaining adequate internal control and risk management systems for the Company in relation to the financial reporting process. Such systems are designed to manage rather than eliminate the risk of failure to achieve the Company's financial reporting objectives and can only provide reasonable and not absolute assurance against material misstatement or loss.

The Board has established processes regarding internal control and risk management systems to ensure its effective oversight of the financial reporting process. These include appointing Deutsche International Corporate Services (Ireland) Limited (the "Administrator") to maintain the accounting records of the Company independently of the Company and the Trustee. The Administrator is contractually obliged to maintain proper accounting records and to that end performs reconciliations of its records to those of the Servicer and the Trustee.

The Administrator is also contractually obliged to prepare the annual report including financial statements for review and approval by the Board. The Board evaluates and discusses significant accounting and reporting issues as the need arises.

From time to time, the Board also examines and evaluates the Administrator's financial accounting and reporting routines and monitors and evaluates the external auditor's performance, qualifications and independence. The Administrator has operating responsibility for internal control in relation to the financial reporting process and reports to the Board.

The Board is responsible for assessing the risk of irregularities whether caused by fraud or error in financial reporting and ensuring that the processes are in place for the timely identification of internal and external matters with a potential effect on financial reporting. The Board has also put in place processes to identify changes in accounting rules and recommendations and to ensure that these changes are accurately reflected in the Company's financial statements.

The Administrator is contractually obliged to design and maintain control structures to manage the risks which the Board judges to be significant for internal control over financial reporting. These control structures include segregation of responsibilities and specific control activities aimed at detecting or preventing the risk of significant deficiencies in financial reporting for every significant account in the financial statements and the related notes in the Company's annual report.

The Board delegates the asset valuation function to Deutsche Bank AG, London Branch (the "Swap Counterparty") who operates a sophisticated system of controls to ensure appropriate valuation of the assets. All the values for the financial instruments held by the Company (other than derivatives) have been provided by the Swap Counterparty. In our opinion, Deutsche Bank AG, London Branch is the most appropriate and reliable source of such fair values in its capacity as the Swap Counterparty. We are satisfied that the amounts as stated in the Company's financial statements represent a reasonable approximation of those values.

### Directors' Report (continued)

### Annual Corporate governance statement (continued)

The Company's policies and the Board's instructions with relevance for financial reporting are updated and communicated via appropriate channels, such as e-mail, correspondence and meetings to ensure that all financial reporting information requirements are met in a complete and accurate manner. The Board has an annual process to ensure that appropriate measures are taken to consider and address the shortcomings identified and measures recommended by the independent auditors.

Given the contractual obligations on the Administrator, the Board has concluded that there is currently no need for the Company to have a separate internal audit function in order for the Board to perform effective monitoring and oversight of the internal control and risk management systems of the Company in relation to the financial reporting process.

No individual, including any individual Director has any special rights of control over the Company's share capital, including issuance or buying back of the Company's shares. However collectively as a board, the Directors of the Company have authority to issue or buy back shares of the Company.

There are no restrictions on voting rights.

Appointment and replacement of directors and amendments in the Articles of Association With regard to the appointment and replacement of Directors, the Company is governed by its Articles of Association and Irish Statute comprising the Companies Acts 2014. The Articles of Association themselves may be amended by special resolution of the shareholders.

#### Powers of directors

The board is responsible for managing the business affairs of the Company with the Articles of Association. The Directors may delegate certain functions to the administrator and other parties subject to the supervision and direction by the Directors. The Directors have delegated the day to day administration of the Company to the administrator as stated above.

### Transfer of shares

The instrument of transfer of any share shall be executed by or on behalf of the transferor and, in cases where the share is not fully paid, by or on behalf of the transferee. The transferor shall be deemed to remain the holder of the share until the name of the transferee is entered on the register in respect thereof. If the Directors refuse to register a transfer, they shall, within two months after the date on which the transfer was lodged by the Company, send to the transferee notice of the refusal.

### **Audit committee**

The sole business of the Company relates to the issuing of asset-backed securities. It also enters into certain derivatives to hedge out interest rate and currency risk exposures arising between asset and liability mismatches. Under Regulation 91(9)(d) of the European Communities (Statutory Audits) (Directive 2006/43/EC) Regulations 2010 (the "Regulations"), which were published by the Irish Minister for Enterprise, Trade and Innovation on 25 May 2010, such a Company may avail itself of an exemption from the requirement to establish an audit committee.

Given the contractual obligations of the administrator and the limited recourse nature of the securities issued by the Company, the Board of Directors has concluded that there is currently no need for the Company to have a separate audit committee in order for the board to perform effective monitoring and oversight of the internal control and risk management systems of the Company in relation to the financial reporting process. Accordingly, the Company has availed itself of the exemption under Regulation 91(19)(d) of the Regulations.

### Directors' Report (continued)

#### **Credit Events**

There have been no credit events during the period.

### Accounting records

The Directors believe that they have complied with the requirements of Section 281 of the Companies Act 2014 with regard to the accounting records by engaging accounting personnel with the appropriate expertise and by providing adequate resources to the finance function. The accounting records of the Company are maintained at 6th Floor, Pinnacle 2, Eastpoint Business Park, Dublin 3, Ireland.

### Independent auditor

On behalf of the Board

In accordance with Section 383(2) of the Companies Act 2014, KPMG, Chartered Accountants, Statutory Audit Firm, will continue in office.

Director

Date: 29/16/2015

Niall O'Carroll Director

### Directors' Report (continued)

### **Credit Events**

There have been no credit events during the period.

### Accounting records

The Directors believe that they have complied with the requirements of Section 281 of the Companies Act 2014 with regard to the accounting records by engaging accounting personnel with the appropriate expertise and by providing adequate resources to the finance function. The accounting records of the Company are maintained at 6th Floor, Pinnacle 2, Eastpoint Business Park, Dublin 3, Ireland.

### Independent auditor

In accordance with Section 383(2) of the Companies Act 2014, KPMG, Chartered Accountants, Statutory Audit Firm, will continue in office.

On behalf of the Board

Adrian Bailie Director Date:

2 9 OCT 2015

Niall O'Carroll Director

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Statement of directors' responsibilities in respect of directors' report and the financial statements

The Directors are responsible for preparing the Director's Report and financial statements, in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial period. Under that law, the Directors have elected to prepare the financial statements in accordance with International Financial Reporting Standards ("IFRS") as adopted by the European Union ("EU") and applicable law.

Under company law the Directors must not approve the Company financial statements unless they are satisfied that they give a true and fair view of the assets, liabilities and financial position of the Company and of the its profit or loss for that period. In preparing each of the Company financial statements, the Directors are required to:

- · select suitable accounting policies and then apply them consistently;
- · make judgments and estimates that are reasonable and prudent;
- state whether they have been prepared in accordance with IFRS as adopted by the EU; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are also required by the Transparency (Directive 2004/109/EC) Regulations 2007 (the "Transparency Regulations"), to include a management report containing a fair review of the business and a description of the principal risks and uncertainties facing the Company.

The Directors are responsible for keeping adequate accounting records that disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that its financial statements comply with the Companies Act 2014. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities. The Directors are also responsible for preparing a Directors' Report that complies with the requirements of the Companies Act 2014.

### Responsibility Statement, in accordance with the Transparency Regulations

Each of the Directors, whose names and functions are listed on page 1 of these Financial Statements confirm that, to the best of each person's knowledge and belief;

- the financial statements, prepared in accordance with IFRS as adopted by the EU, give a true
  and fair view of the assets, liabilities and financial position of the Company at 30 June 2015
  and its result for the period then ended; and
- the Directors' Report contained in the Annual Report includes a fair review of the development and performance of the business and the position of the Company, together with a description of the principal risks and uncertainties that it faces.

On behalf of the Board

Adrian Bailie

Director Date: 29/10/2015

Niall O'Carroll Director

Statement of directors' responsibilities in respect of directors' report and the financial statements

The Directors are responsible for preparing the Director's Report and financial statements, in accordance with applicable law and regulations.

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- · select suitable accounting policies and then apply them consistently;
- · make judgments and estimates that are reasonable and prudent;
- · state whether they have been prepared in accordance with IFRS as adopted by the EU; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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### Responsibility Statement, in accordance with the Transparency Regulations

Each of the Directors, whose names and functions are listed on page 1 of these Financial Statements confirm that, to the best of each person's knowledge and belief;

- the financial statements, prepared in accordance with IFRS as adopted by the EU, give a true
  and fair view of the assets, liabilities and financial position of the Company at 30 June 2015
  and its result for the period then ended; and
- the Directors' Report contained in the Annual Report includes a fair review of the development and performance of the business and the position of the Company, together with a description of the principal risks and uncertainties that it faces.

On behalf of the Board

Adrian Bailie Director

Date: 2 9 OCT 2015

Niall O'Carroll Director

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#### KPMG Audit 1 Harbourmaster Place IFSC

Dublin 1 Ireland

### Independent Auditor's Report to the Members of dbInvestor Solutions 2 plc

We have audited the financial statements ("financial statements") of dbInvestor Solutions 2 plc for the period 17 February 2014 to 30 June 2015 which comprise Statement of Financial Position, Statement of Comprehensive Income, Statement of Cash flows Statement of Changes in Equity and the related notes. The financial reporting framework that has been applied in their preparation is Irish law and International Financial Reporting Standards (IFRS) as adopted by the European Union.

### Opinions and conclusions arising from our audit

### 1 Our opinion on the financial statements is unmodified

In our opinion the financial statements:

- give a true and fair view of the assets, liabilities and financial position of the Company as at 30 June 2015 and of its profit for the period then ended;
- · have been properly prepared in accordance with IFRS as adopted by the European Union; and
- have been properly prepared in accordance with the requirements of the Companies Act 2014.

# 2 Our conclusions on other matters on which we are required to report by the Companies Act 2014 are set out below

We have obtained all the information and explanations which we consider necessary for the purposes of our audit.

In our opinion the accounting records of the Company were sufficient to permit the financial statements to be readily and properly audited and the financial statements are in agreement with the accounting records.

In addition we report, in relation to information given in the Corporate Governance Statement on pages 4 to 5, that:

- based on knowledge and understanding of the company and its environment obtained in the course
  of our audit, no material misstatements in the information identified above have come to our
  attention;
- based on the work undertaken in the course of our audit, in our opinion:
  - the description of the main features of the internal control and risk management systems in relation to the process for preparing the Company financial statements, and information relating to voting rights and other matters required by the European Communities (Takeover Bids (Directive 2004/25/EC) Regulations 2006 and specified by the Companies Act 2014 for our consideration; are consistent with the financial statements and have been prepared in accordance with the Companies Act 2014,
  - the Corporate Governance Statement contains the information required by the Companies Act 2014.



### Independent Auditor's Report to the Members of dbInvestor Solutions 2 plc (continued)

### 3 We have nothing to report in respect of matters on which we are required to report by exception

ISAs (UK & Ireland) require that we report to you if, based on the knowledge we acquired during our audit, we have identified information in the annual report that contains a material inconsistency with either that knowledge or the financial statements, a material misstatement of fact, or that is otherwise misleading.

In addition, the Companies Act 2014 requires us to report to you if, in our opinion, the disclosures of directors' remuneration and transactions required by sections 305 to 312 of the Act are not made.

### Basis of our report, responsibilities and restrictions on use

As explained more fully in the Statement of Directors' Responsibilities set out on page 7, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view and otherwise comply with the Companies Act 2014. Our responsibility is to audit and express an opinion on the financial statements in accordance with Irish law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Financial Reporting Council's Ethical Standards for Auditors.

An audit undertaken in accordance with ISAs (UK & Ireland) involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the Company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements.

In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Whilst an audit conducted in accordance with ISAs (UK & Ireland) is designed to provide reasonable assurance of identifying material misstatements or omissions it is not guaranteed to do so. Rather the auditor plans the audit to determine the extent of testing needed to reduce to an appropriately low level the probability that the aggregate of uncorrected and undetected misstatements does not exceed materiality for the financial statements as a whole. This testing requires us to conduct significant audit work on a broad range of assets, liabilities, income and expense as well as devoting significant time of the most experienced members of the audit team, in particular the engagement partner responsible for the audit, to subjective areas of the accounting and reporting.



### Independent Auditor's Report to the Members of dbInvestor Solutions 2 plc (continued)

Our report is made solely to the Company's members, as a body, in accordance with section 391 of the Companies Act 2014. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Colm Clifford

for and on behalf of

**KPMG** 

Chartered Accountants, Statutory Audit Firm

1 Harbourmaster Place

**IFSC** 

Dublin I

Date: 29 October 2015

## Statement of financial position

For the period 17 February 2014 to 30 June 2015

	Note	2015 €'000
Assets	72	
Cash and cash equivalents	5	37
Derivative assets	6	02 701
Investment securities at fair value through profit or loss Other assets	7 8	93,701
Other assets	0	504
Total assets	_	94,242
Liabilities		
Derivative liabilities	6	17,746
Debt securities issued at fair value through profit or loss	9	76,394
Other liabilities	10	61
Total liabilities	7 <u></u>	94,201
Capital and reserves		
Share capital	11	38
Retained earnings		3
Total equity	0 <del></del>	41
Total liabilities and equity	_	94,242

On behalf of the Board

Adrian Bailie Director

Date:

2 9 OCT 2015

Niall O'Carroll Director

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### Statement of financial position

For the period 17 February 2014 to 30 June 2015

	Note	2015 €'000
Assets Cash and cash equivalents	5	37
Derivative assets Investment securities at fair value through profit or loss Other assets	6 7 8	93,701 504
Total assets	=	94,242
Liabilities Derivative liabilities Debt securities issued at fair value through profit or loss Other liabilities	6 9 10	17,746 76,394 61
Total liabilities	-	94,201
Capital and reserves Share capital Retained earnings	11	38 3
Total equity	-	41
Total liabilities and equity	=	94,242

On behalf of the Board

Adrian Bailie Director
Date: 19/10/2015

Niall O'Carroll Director

### Statement of comprehensive income

For the period 17 February 2014 to 30 June 2015

	Note	2015 €'000
Net gain from investment securities	13	625
Net gain from derivative financial instruments Net loss on debt securities issued	14 15	824 (1,449)
	k. <del>.</del>	
Operating income		<u>-</u> 0
Other income	16	95
Other expenses	17	(91)
Profit before taxation	* <del>-</del>	4
Income tax expense	18	(1)
Result for the period		3
Other comprehensive income		(5.
Total comprehensive income for the period	(*	3

All items dealt with in arriving at the above profit for the period ended 30 June 2015 related to continuing operations.

On behalf of the Board

Adrian Baille

Director

Date: 29/10

Niall O'Carroll Director

### Statement of comprehensive income

For the period 17 February 2014 to 30 June 2015

	Note	2015 €'000
Net gain from investment securities	13	625
Net gain from derivative financial instruments  Net loss on debt securities issued	14 15	824 (1,449)
	_	
Operating income		
Other income	16	95
Other expenses	17	(91)
Profit before taxation		4
Income tax expense	18	(1)
Result for the period	-	3
Other comprehensive income		
Total comprehensive income for the period	=	3

All items dealt with in arriving at the above profit for the period ended 30 June 2015 related to continuing operations.

On behalf of the Board

Adrian Bailie Director Niall O'Carroll
Director

Date:

2 9 OCT 2015

### Statement of cash flows

For the period 17 February 2014 to 30 June 2015

	2015 €'000
Cash flows from operating activities	
Profit for the period before taxation	4
Adjustments for:	
Coupon income	(858)
Coupon expense	772
Net unrealised loss on investment securities	1,290
Net unrealised gain on debt securities issued	(792)
Net unrealised gain on derivative financial instruments	(413)
Net realised gain on investment securities	(1,057)
Net realised loss on debt securities issued	1,469
Net realised gain on derivative financial instruments	(411)
Changes in:	
Other assets	(64)
Other liabilities	61_
Cash generated from operating activities	1
Interest paid	(772)
Net cash outflow from operating activities	(771)
Cash flows used in investing activities	
Payment on acquisition of investment securities	(98,339)
Proceeds from disposal of investment securities	12,000
Net receipts in respect of derivative financial instruments	390
Interest received	418
Net cash used in investing activities	(85,531)
Cash flows from financing activities	
Proceeds from issuance of debt securitites	98,339
Payments on redemption of debt securities	(12,000)
Net cash from financing activities	86,339
Net increase in cash and cash equivalents	37
Cash and cash equivalent at beginning of period	5 <b>-</b>
	37
Cash and cash equivalent at 30 June 2015	

## Statement of changes in equity For the period 17 February 2014 to 30 June 2015

	Share capital €'000	Retained earnings €'000	Total €'000
Balance as at 17 February 2014	<u></u>		=
Issuance during the period	38	-	38
Profit for the period	-	3	3
Balance as at 30 June 2015	38	3	41

### Notes to the financial statements For the period ended 30 June 2015

#### 1 General information

dbInvestor Solutions 2 plc (the "Company") was incorporated on 17 February 2014 in the Republic of Ireland with registered number 539687. The registered office of the Company is 6th Floor, Pinnacle 2 Eastpoint Business Park Dublin 3, Ireland.

The Company is a special purpose vehicle that has been established to issue debt securities under a Multi-issuance note programme.

The programme offers investors the opportunity to invest in a portfolio of investments, (the "investment securities") and alter the interest rate risk and credit risk profile of the investment portfolio through the use of derivative instruments.

The Company has no direct employees.

### 2 Basis of preparation

### (a) Statement of compliance

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) and its interpretations as adopted by the EU and the Irish Companies Acts 2014.

The accounting policies set out below have been applied in preparing the financial statements for the period ended 30 June 2015.

### (b) Changes in accounting policies

There were no changes in accounting policies which had a financial impact on the Company's financial statements during the period.

Notes to the financial statements (continued) For the period ended 30 June 2015

### 2 Basis of preparation (continued)

### (c) New standards, amendments or interpretations

### (i) Effective for annual periods beginning on 1 January 2014

A number of new standards and interpretations are effective for annual periods beginning on or after 1 January 2014. Of these, the following were of relevance to the Company and were considered for adoption:

The amendments to IAS 32 Financial Instruments: Presentation (Offsetting Financial Assets and Financial Liabilities) clarify the offsetting criteria in IAS 32 by revising the guidance on when an entity currently has a legally enforceable right to set-off and when gross settlement is considered to be equivalent to net settlement. Based on the new requirements, the Company has a legal right to offset the amounts if and only when it intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

IFRS 10 Consolidated Financial Statements establishes a new control-based model for consolidation that replaces the existing requirements of both IAS 27 and SIC-12 Consolidation - Special Purpose Entities. Under the new standard an investor controls an investee when (i) it has exposure to variable returns from that investee (ii) it has the power over relevant activities of the investee that affect those returns and (iii) there is a link between that power and those variable returns. The standard includes specific guidance on the question of whether an entity is acting as an agent or principal in its involvement with an investee. The assessment of control is based on all facts and circumstances and is reassessed if there is an indication that there are changes in those facts and circumstances.

The Directors have assessed that IFRS 10 did not have an impact on the Company as it is a stand-alone entity with no interests that could potentially qualify as a subsidiary interest. Therefore, based on the new requirements, the Company assessed that there was no implications for the financial statements. As the Company has no subsidiaries, the IFRS 10 Amendment on Investment Entities does not apply.

IFRS 12 Disclosure of Interests in Other Entities sets out more comprehensive disclosures relating to the nature, risks and financial effects of interests in subsidiaries, associates, joint arrangements and unconsolidated structured entities. Interests are widely defined as contractual and non-contractual involvement that exposes an entity to variability of returns from the performance of the other entity or operation.

Notes to the financial statements (continued) For the period ended 30 June 2015

### 2 Basis of preparation (continued)

### (c) New standards, amendments or interpretations (continued)

### (i) Effective for annual periods beginning after 1 January 2014 (continued)

The Directors have set out below both the upcoming EU endorsed and un-endorsed accounting standards, amendments or interpretations and have then summarised the new requirements that may be relevant to the Company.

Description	Effective date (period beginning)*
Defined Benefit Plans: Employee Contributions (Amendments to IAS 19)	1 February 2015**
Annual Improvements to IFRSs 2010-2012 Cycle, and Annual Improvements to IFRSs 2011-2013 Cycle	1 February 2015**
Amendments to IFRS 11: Accounting for acquisitions of interests in Joint Operations	1 January 2016
IFRS 14: Regulatory Deferral Accounts	1 January 2016
Amendments to IFRS 10 and IAS 28: Sale or contribution of assets between an investor and its associate or joint venture	1 January 2016
Amendments to IFRS 10, IFRS 12 and IAS 28: Investment Entities: Applying the Consolidation Exception	1 January 2016
Amendments to IAS 1: Disclosure Initiative	1 January 2016
Annual Improvements to IFRSs 2012-2014 Cycle	1 January 2016
IFRS 9 <i>Financial Instruments</i> (2009, and subsequent amendments in 2010 and 2013)	1 January 2018

<sup>\*</sup>Where new requirements are endorsed the EU effective date is disclosed. For un-endorsed standards and interpretations, the IASB's effective date is noted. Where any of the upcoming requirements are applicable to the Company, it will apply them from their EU effective date.

The Directors have considered the new standards, amendments and interpretations as set out in the above table and have concluded that the following may be relevant to the Company. The Company does not plan to adopt these standards early; instead it will apply them from their effective dates as determined by their dates of EU endorsement. The Company is still reviewing the impact of the upcoming standards to determine their impact.

Annual improvement to IFRSs 2010-2012 Cycle and Annual Improvement to IFRSs 2011-2013 Cycle:

As part of its annual improvements process, the IASB has published non-urgent but necessary amendments to IFRS. Together, the two cycles cover a total of nine standards, with consequential amendments to other standards. The topics covered in these revisions which may impact the Company are listed below.

<sup>\*\*</sup> EU endorsed

Notes to the financial statements (continued) For the period ended 30 June 2015

### 2 Basis of preparation (continued)

- (c) New standards and interpretations (continued)
  - (i) Effective for annual periods beginning after 1 January 2014 (continued)

Annual Improvements to IFRSs 2010-2012 Cycle:

IAS 24 Related Party Disclosure: This improvement clarifies that an entity providing key management personnel (KMP) services to the reporting entity or to the parent of the reporting entity is a related party of the reporting entity. The reporting entity is not required to disclose the compensation paid or payable by the management entity to the management entity's employees or directors. Instead the reporting entity discloses the amounts incurred for the provision of key management personnel services that are provided by the separate management entity.

Amendments to IAS 1: Disclosure Initiative: The amendments to IAS 1 Presentation of Financial statements address some of the concerns expressed about existing presentation and disclosure requirements and ensure that the entities are able to use judgement where applying IAS 1. The amendments relate to the following; materiality, order of the notes, subtotals, accounting policies and disaggregation. The impact of these amendments are currently under consideration by the Company.

IFRS 9 Financial Instruments (2014)

IFRS 9 Financial Instruments issued on 24 July 2014 is the IASB's replacement of IAS 39's Financial Instruments: Recognition and Measurement. The Standard includes requirements for recognition and measurement, impairment, derecognition and general hedge accounting.

Recognition and measurement

Financial assets

### 1. Investments in debt instruments

The recognition and measurement of financial assets under IFRS 9 is built on a single classification and measurement approach for financial assets that reflects the business model in which they are managed and their cashflow characteristics. There are three measurement methods available for financial assets (a) amortised cost, (b) fair value through other comprehensive income and (c) fair value through profit or loss. The existing IAS 39 categories held-to-maturity, loans and receivables, and available-for-sale are removed.

Notes to the financial statements (continued) For the period ended 30 June 2015

- 2 Basis of preparation (continued)
  - (c) New standards and interpretations (continued)
    - (i) Effective for annual periods beginning after 1 January 2014 (continued)

IFRS 9 Financial Instruments (2014) (continued)

Recognition and measurement (continued)

Financial assets (continued)

- 1. Investments in debt instruments (continued)
  - (a) Amortised cost

In order for a financial asset to be measured at amortised cost the following two criteria are required:

- (i) The asset is held to collect its contractual cash flows; and
- (ii) The asset's contractual cash flows represent 'solely payments of principal and interest' ("SPPI")

The assessment as to whether cash flows meet this test is made in the currency in which the financial asset is denominated. Financial assets included within this category are initially recognised at fair value and subsequently measured at amortised cost.

(b) Fair value through other comprehensive income ("FVOCI")

A financial asset is measured at FVOCI if both the following criteria are met:

- (i) The objective of the business model is achieved both by collecting contractual cash flows and selling financial assets; and
- (ii) The asset's contractual cash flows represent SPPI.

Financial assets included within the FVOCI category are initially recognised and subsequently measured at fair value. Movements in the carrying amount should be recognised through other comprehensive income ("OCI"), except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss.

(c) Fair value through profit or loss ("FVPL")

FVPL is the residual category. Financial assets should be classified as FVPL if they do not meet the criteria of FVOCI or amortised cost with any changes in fair value recorded through profit or loss.

Notes to the financial statements (continued) For the period ended 30 June 2015

### 2 Basis of preparation (continued)

- (c) New standards and interpretations (continued)
  - Effective for annual periods beginning after 1 January 2014 (continued)

IFRS 9 Financial Instruments (2014) (continued)

Recognition and measurement (continued)

Financial assets (continued)

2. Investments in equity instruments

Investments in equity instruments are always measured at fair value. Equity instruments are those that meet the definition of "equity" from the perspective of the issuer as defined in IAS 32: Financial Instruments: Presentation. Equity instruments that are held for trading are required to be classified at FVPL. For all other equities, management has the ability to make an irrevocable election on initial recognition, on an instrument-by-instrument basis, to present changes in fair value in OCI rather than profit or loss.

#### Financial liabilities

The recognition of financial liabilities under IFRS 9 carries forward the treatment of IAS 39, except that IFRS 9 introduces, with some limited exceptions, new requirements for the accounting for and presentation of changes in the fair value of an entity's own debt when the entity has chosen to measure the debt at fair value using the fair value option. IFRS 9 generally requires that the changes in the fair value of an entity's own credit risk should be recognised in OCI rather than through profit or loss. Amounts in OCI relating to own credit are not reclassified to profit or loss even when the liability is derecognised and the amounts are realised. However, the new standard does allow transfers within equity.

#### Impairment

IFRS 9 requires an entity to recognise expected credit losses on financial assets measured at amortised cost and to update the amount of expected credit losses recognised at each reporting date to reflect changes in the credit risk of financial instruments. This model is forward looking and it eliminates the threshold for the recognition of expected credit losses, so that it is no longer necessary for a trigger event to have occurred before credit losses are recognised. Consequently more timely information is provided about expected credit losses. Specifically, IFRS 9 generally requires an entity to base its measurement of expected credit losses on reasonable and supportable information that is available without undue cost or effort, and that includes historical, current and forecast information. In addition, the same impairment model is applied to all financial assets subject to impairment accounting.

Notes to the financial statements (continued) For the period ended 30 June 2015

### 2 Basis of preparation (continued)

### (c) New standards and interpretations (continued)

### (i) Effective for annual periods beginning after 1 January 2014 (continued)

IFRS 9 Financial Instruments (2014) (continued)

Hedge accounting

IFRS 9 introduces a substantial revision to hedge accounting requirements which will allow entities to better reflect their risk management activities in their financial statements. The revision was issued in a response to concerns of preparers of financial statements about the difficulty of appropriately reflecting risk management activities in financial statements. The changes also address concerns raised by users of the financial statements about the difficulty of understanding hedge accounting.

The version of IFRS 9 issued in 2014 supersedes all previous versions and is mandatorily effective for periods beginning on or after 1 January 2018 with early adoption permitted. For a limited period, previous versions of IFRS 9 may be adopted early if not already done so provided the relevant date of initial application is before 1 February 2015. In addition, the own credit changes can be early applied in isolation without otherwise changing the accounting for financial instruments. For EU Companies, endorsement by the EU is required, thereby limiting the ability to early adopt this standard.

Given the nature of the Company's operations, this standard is not expected to have a material impact on the Company's financial statements as the Company adopts fair value accounting in relation to all its significant financial instruments.

### (d) Basis of measurement

The financial statements are prepared on the historical cost basis except for the following:

- Derivative financial instruments are measured at fair value;
- Investment securities designated at fair value through profit or loss are measured at fair value; and
- Debt securities issued designated at fair value through profit or loss are measured at fair value.

The methods used to measure fair values are discussed further in note 3(a).

Notes to the financial statements (continued) For the period ended 30 June 2015

### 2 Basis of preparation (continued)

### (e) Use of estimates and judgments

The preparation of the financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that may affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses.

### (i) Assumptions and estimation uncertainties - Measurement of fair values

The estimates and associated assumptions are reviewed on an ongoing basis and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are described in Note 22(e).

### (f) Functional and presentation currency

The financial statements are presented in Euro, which is the Company's functional currency. Functional currency is the currency of the primary economic environment in which the entity operates.

The issued share capital of the Company is denominated in Euro and the debt securities issued are also primarily denominated in Euro. The Directors of the Company believe that euro most faithfully represents the economic effects of the underlying transactions, events and conditions.

Except as otherwise indicated, all financial information presented in Euro has been rounded to the nearest thousand.

### (g) Involvement with unconsolidated structured entities

The Company has concluded that unlisted open-ended investments, that it does not consolidate, meet the definition of structured entities because:

- each investment's activities are restricted by its prospectus; and
- the structured entity have narrow and well-defined objective to provide investment opportunities to investors.

Notes to the financial statements (continued)

For the period ended 30 June 2015

### 3 Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

### (a) Financial instruments

The financial instruments held by the Company at fair value through profit or loss includes the following:

- Investment securities;
- Derivative financial instruments; and
- Debt securities issued.

### Categorisation

A financial asset or financial liability at fair value through profit or loss is a financial asset or liability that is classified as held-for-trading or designated as at fair value through profit or loss. Other financial instruments are carried at amortised cost.

Derivative financial instruments are carried at fair value through profit or loss. The Company has designated the Investment securities as well as debt securities issued at fair value through profit or loss.

Designation at fair value through profit or loss upon initial recognition

The Company has designated financial assets and liabilities at fair value through profit or loss when either:

- The assets or liabilities are managed, evaluated and reported internally on a fair value basis;
- The designation eliminates or significantly reduces an accounting mismatch which would otherwise arise; or
- The asset or liability contains an embedded derivative that significantly modifies the cash flows that would otherwise be required under the contract.

### Investment securities

Investment securities consist of bonds held by the Company and these are designated as at fair value through profit or loss. Investment securities include corporate bonds and government bonds.

# Notes to the financial statements (continued) For the period ended 30 June 2015

### 3 Significant accounting policies (continued)

### (a) Financial instruments (continued)

### Derivative financial instruments

Derivative financial instruments held for risk management purposes include derivative assets and liabilities that are used to economically hedge the risk to the Company of interest rate or market fluctuations affecting the relevant collateral assets. Such derivatives are not formally designated into a qualifying hedging relationship and therefore all changes in their fair value are recognised in the statement of comprehensive income.

### Debt securities issued

The debt securities issued are initially measured at fair value and are designated as liabilities at fair value through profit or loss when they either eliminate or significantly reduce an accounting mismatch or contain an embedded derivative that significantly modifies the cash flows that would otherwise be required under the contract.

Financial assets and liabilities that are not at fair value through profit or loss
Financial assets that are not at fair value through profit or loss and are not quoted in an
active market include cash at bank, deposits with credit institutions and other assets and
are categorised as loans and receivables for measurement purposes.

Financial liabilities that are not at fair value through profit or loss include accrued expenses and other payables. These are categorised as financial liabilities measured at amortised cost, adjusted for initial direct costs in the case of instruments to be carried subsequently at amortised cost for measurement purposes.

#### Recognition and measurement

The Company initially recognises all financial assets and liabilities at fair value on the trade date, which is the date on which the Company becomes a party to the contractual provisions of the instruments. From trade date, any gains and losses arising from changes in fair value of the financial assets or financial liabilities at fair value through profit or loss are recorded in the statement of comprehensive income.

Financial assets and financial liabilities not categorised as at fair value through profit or loss are subsequently measured at amortised cost.

Notes to the financial statements (continued) For the period ended 30 June 2015

### 3 Significant accounting policies (continued)

### (a) Financial instruments (continued)

#### Derecognition

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred. Any interest in transferred financial assets that is created or retained by the Company is recognised as a separate asset or liability.

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled or expire.

#### Offsettina

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Company has a legal right to offset the amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously. Income and expenses are presented on a net basis only when permitted by the accounting standards.

### Fair value measurement principles

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value of a liability reflects its non-performance risk. The determination of fair values of financial assets and financial liabilities are based on quoted bid market prices or dealer price quotations for financial instruments traded in active markets, where these are available. The market is regarded as active if transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis. The Company measures instruments quoted in an active market at bid price. For all other financial instruments fair value is determined by using valuation techniques.

Valuation techniques include net present value techniques, the discounted cash flow method, comparison to similar instruments for which market observable prices exist, and valuation models. The Company uses widely recognised valuation models for determining the fair value of common and simpler financial instruments like call options, interest rate and currency swaps.

For more complex instruments, the Company uses proprietary models, which usually are developed from recognised valuation models. Some or all of the inputs into these models may not be market observable, and are derived from market prices or rates or are estimated based on assumptions.

Notes to the financial statements (continued) For the period ended 30 June 2015

### 3 Significant accounting policies (continued)

### (a) Financial instruments (continued)

#### Structured entities

A structured entity is an entity that has been designed so that voting or similar rights are not the dominant factor in deciding who controls the entity, such as when any voting rights relate to administrative tasks only and the relevant activities are directed by means of contractual arrangements. A structured entity often has some or all of the following features or attributes; (a) restricted activities, (b) a narrow and well-defined objective, such as to provide investment opportunities for investors by passing on risks and rewards associated with the assets of the structured entity to investors, (c) insufficiency equity to permit the structured entity to finance its activities without subordinated financial support and (d) financing in the form of multiple contractually linked instruments to investors that create concentrations of credit or other risks (tranches).

The Company accounts for its investments in structured entities as financial assets at fair value through profit or loss and recognises any gains and losses arising from changes in the fair value in the Statement of Comprehensive Income in the period in which they arise.

### (b) Financial liability and equity

The financial instruments issued by the Company are treated as equity (i.e. forming part of shareholder's funds) only to the extent that they meet the following two conditions:

- they include no contractual obligations upon the Company to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the Company; and
- where the instrument will or may be settled in the Company's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the Company's own equity instruments or is a derivative that will be settled by the Company exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability.

Finance payments associated with financial liabilities are dealt with as part of the ongoing remeasurement of debt securities to fair value. Any payments associated with financial instruments that are classified in equity are distributions from the net income attributable to equity holders and are recorded directly in equity.

### Notes to the financial statements (continued)

For the period ended 30 June 2015

### 3 Significant accounting policies (continued)

### (c) Operating segments

The Company has applied IFRS 8 Operating Segments which puts emphasis on the "management approach" to reporting on operating segments.

The Company is engaged as one segment. It involves the repackaging of bonds and other debt instruments, on behalf of investors, which are bought from the market and subsequently securitised to avail of potential market opportunities and risk-return asymmetries.

Refer to note 22(a) for the geographical segmental information of the assets.

### (d) Cash and cash equivalents, and cash collateral

Cash and cash equivalents consist of cash at bank which is on demand and can be used at any time. These are subject to insignificant risk of changes in their fair value.

Cash and cash equivalents are carried at amortised cost in the statement of financial position.

### (e) Foreign currency transaction

Transactions in foreign currencies are translated to the functional currency of the Company at exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are retranslated to the functional currency at the exchange rate at that date. Non monetary assets and liabilities denominated in foreign currencies that are measured at fair value are retranslated to the functional currency at the exchange rate at the date that the fair value was determined.

Foreign currency differences arising on retranslation are recognised through profit or loss and are included under net gain from Investment securities, derivatives or debt securities issued, as appropriate.

### (f) Net gain from investment securities

Net gain from Investment securities relates to investments in bonds and includes realised income (including coupon receipts), and unrealised fair value changes including foreign exchange differences.

### (g) Net gain from derivative financial instruments

Net gain from derivative financial instruments relates to the fair value movements on derivatives held by the Company and includes realised and unrealised fair value changes, settlements and foreign exchange differences.

# Notes to the financial statements (continued) For the period ended 30 June 2015

## 3 Significant accounting policies (continued)

### (h) Net finance loss on debt securities issued

Finance expense on debt securities issued relates to debt securities issued and includes financing costs (including coupon payments) realised and unrealised fair value changes and foreign exchange differences.

### (i) Taxation

Income tax expense comprises current and deferred tax. Income tax expense is recognised through profit or loss, in other comprehensive income or directly in equity consistent with the accounting for the item to which it is related.

Current tax is the expected tax payable on the taxable income for the period, using tax rates applicable to the Company's activities enacted or substantively enacted at the reporting date, and adjustment to tax payable in respect of previous periods.

Deferred tax is provided for temporary differences arising between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

### (j) Other income and expenses

All other income and expenses are accounted for on an accruals basis.

### (k) Share capital and dividends

Share capital is issued in Euro and is classified as equity. Dividends are recognised as a liability in the period in which they are approved.

Notes to the financial statements (continued) For the period ended 30 June 2015

### 4 Financial risk management

### (a) Introduction and overview

The Company was set up in February 2014 to issue multiple series of debt securities, with the rating on each series independent of the other. This means that the Company can issue various series of debt securities ranging from AAA to not rated.

The Company was set up as a segregated multi issuance Special Purpose Entity. The Programme offers investors the opportunity to invest in a portfolio of investments and alter the interest rate risk and credit risk profile of the portfolio through the use of derivative instruments.

This ensures that if one series defaults, the holders of that series do not have the ability to reach other assets of the issuer which might otherwise have resulted in the Company's bankruptcy and the default of the other series of debt securities. The segregation criteria include the following:

- The Company is a bankruptcy remote SPE, organized in Ireland
- The Company issues separate series of debt obligations
- Assets relating to any particular series of debt securities are held separate and apart from the assets relating to any other series
- Any swap transaction entered into by the Company for a series is separate from any other swap transaction for any other series.
- For each series of debt securities, only the trustees are entitled to exercise remedies on behalf of the debt security holders.
- Each series of issued debt securities are reviewed by a recognised rating agency prior to issuance regardless of whether it is to be rated or not.

Each series is governed by a separate Supplemental Programme Memorandum. Each series consists of an investment in collateral from the proceeds of the issuance of debt securities. There are currently 7 series in issue as at the period end.

The net proceeds from the issue of the Notes are paid to the Swap Counterparty to purchase a portfolio of investment securities plus any interest accrued. The credit quality details of the investment securities held by the Company are disclosed in note 22(a).

The Company has entered into Asset Swap Agreements with Deutsche Bank AG. During the term of the Asset Swap arrangements, the Company pays to the Swap Counterparty amounts equal to the interest received in respect of the investments. In return, the Swap Counterparty will pay to the Company amounts equal to the coupon payable on the notes.

## Notes to the financial statements (continued)

For the period ended 30 June 2015

### 4 Financial risk management (continued)

### (a) Introduction and overview (continued)

The Swap Counterparty delivers the collateral to the account of the Company and pays the Company amounts equal to the interest payable under the debt securities, and if the swap agreement has not terminated prior to the maturity date of the respective debt securities, a sum equal to the redemption amount payable on the debt securities.

The Debt securities issued are initially recorded at fair value which equates to the proceeds received in Euros and are subsequently carried at fair value through profit or loss. The ultimate amount repaid to the holders of these debt securities will depend on the proceeds from the Investment securities and any payment the Swap counterparty is obliged to make under the terms of the swap agreement.

### (b) Risk management framework

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

The risk profile of the Company is such that market, credit, liquidity and other risks relating to the Investment securities as well as derivative financial instruments are borne fully by the holders of debt securities issued.

The Company has exposure to the following risks from its use of financial instruments:

- (i) Credit risk:
- (ii) Liquidity risk; and
- (iii) Market risk.

This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk and the Company's management of capital. Further quantitative disclosures are included in Note 22 to these financial statements.

#### (i) Credit risk

Credit risk is the risk of the financial loss to the Company if the counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's investment in corporate bonds and also from the derivative contracts, that the Company has entered into.

The Company limits its exposure to credit risk by only investing in corporate and government bonds with counterparties that have a credit rating defined in the documentation of the relevant series. The risk of default on these assets is borne by the swap counterparty and/or the holders of the debt securities of the relevant series that the Company has in issue.

Notes to the financial statements (continued) For the period ended 30 June 2015

#### 4 Financial risk management (continued)

#### (b) Risk management framework (continued)

#### (i) Credit risk (continued)

The credit quality of the Company's asset has been disclosed in Note 22(a).

Refer to the table in Note 22(e) "Fair Values" for further details.

#### (ii) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulties in meeting obligations arising from its financial liabilities that are settled by delivering cash or another financial asset, or that such obligation will have to be settled in a manner disadvantageous to the Company.

The Company's obligation to the holders of debt securities of a particular series is limited to the net proceeds upon realisation of the collateral of that series, i.e. investment securities and derivatives. Should the net proceeds be insufficient to make all payments due in respect of a particular series of Notes, the other assets of the Company are not contractually required to be made available to meet payment and the deficit is instead borne by the holders of debt securities and/or the Swap Counterparty according to established priority of payments.

The timing and amount of proceeds from realising the collateral of each series is subject to market conditions.

There were no liquidity issues experienced by the Company or the Swap Counterparty in respect to meeting its obligations to holders of debt securities issued or to Swap Counterparty. Neither the Company nor the Swap Counterparty defaulted on any of their contractual commitments during the period.

#### (iii) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and other price risk will affect the Company's income or the value of its holdings of financial instruments.

The objective of the market risk management is to manage and control market risk exposures within acceptable parameters while optimising the return on risk.

Foreign exchange risk and interest rate risk are economically hedged with the use of currency swap agreements and the asset swap agreements, respectively. Cross currency swaps are incorporated in the asset swaps, where applicable.

### Notes to the financial statements (continued)

For the period ended 30 June 2015

5	Cash and cash equivalents	2015
		€'000
	Cash at bank	37
		37

Cash balances are held with Bank of Ireland, Dublin. The cash at bank is on demand and can be used at any time.

Refer to Note 22 (a) for credit rating for cash at bank counterparty.

#### 6 Derivative financial instruments

	Less than one year	Greater than one year	2015
	€'000	€'000	€'000
Derivative assets			
Asset swaps	-	-	-
Derivative liabilities			
Asset swaps	=	17,746	17,746
	-	17,746	17,746

The Company has entered into asset swaps for each series of Debt Securities issued to eliminate the mismatch between the amount payable in respect of those debt securities issued and the return from the investment securities held by the Company as collateral.

The asset swaps consist mainly of interest rate swaps and currency swaps.

### Notes to the financial statements (continued)

For the period ended 30 June 2015

7	Investment securities at fair value through profit or loss	2015 €'000
	Designated at fair value through profit or loss	
	Bonds	93,701
		93,701
	Maturity analysis of investment securities at fair value through profit or loss	
		2015
		€'000
	Two to five years	9,198
	Greater than five years	84,503
		93,701

The carrying value of all the above assets of the Company represents their maximum exposure to credit risk. The credit risk is eventually transferred to the swap counterparty or the noteholders. The investment securities are held as collateral for debt securities issued by the Company.

Refer to Note 22(a) for credit risk disclosures relating to the investment securities.

8	Other assets	2015 €'000
	Coupon income receivable from investment securities Other receivables	440 64
		504

All other assets are current.

# Notes to the financial statements (continued) For the period ended 30 June 2015

9	Debt securities issued at fair value through profit or loss	2015 €'000
	Designated at fair value through profit or loss	76,394
		76,394
	Maturity analysis of the debt securities issued at fair value through profit or loss	
		2015 €'000
	Two to five years Greater than five years	7,308 69,086
		76,394

The Company's obligations under the debt securities issued and related derivative financial instruments are secured by collateral purchased as noted in Note 7. The investors' recourse per series is limited to the assets of that particular series.

In the event that accumulated losses prove not to be recoverable during the life of the debt securities issued, then the obligation to the holders of the debt securities issued by the Company will reduce to the extent of the accumulated losses.

Debt securities for series 1 and 3 are listed on Irish Stock Exchange. Debt security for series 4 is listed on Vienna Stock Exchange and Cayman Islands Stock Exchange. Debt securities for series 5, 6, 7, and 8 are listed on Vienna Stock Exchange.

The fair value of financial liabilities designated at fair value through profit or loss as at 30 June 2015 was EUR 10,435,876 less than the contractual amount at maturity on the assumption that there will not be any payment calls made in the event of credit events until maturity.

# Notes to the financial statements (continued) For the period ended 30 June 2015

10	Other liabilities	2015
		€'000
	Accrued expenses	31
	Current tax liabilities	1
	Other payables	29
		61
	All other liabilities are current.	
11	Share capital	2015 €'000
	Authorised	
	40,000 ordinary shares of €1 each	40
	Issued and paid up	
	38,100 ordinary shares of €1 each	38_

# Notes to the financial statements (continued) For the period ended 30 June 2015

12	Accounting categorisations and fair values of financial assets and liabilities	2015 Carrying value €'000	2015 Fair value €'000
	Financial assets at amortised cost		
	Cash and cash equivalents	37	37
	Other assets	504	504
	Total financial assets at amortised cost	, <u>,</u>	
		541	541
	Financial assets designated at fair value through profit or loss		
	Investment securities	227223	
	Bonds	93,701	93,701
		94,242	94,242
	Financial liabilities at amortised cost Other liabilities	61	61
	Financial liabilities designated at		
	fair value through profit or loss		
	Debt securities issued	76,394	76,394
	Financial liabilities at fair value		
	through profit or loss		
	Derivative liabilities	17,746	17,746
		94,201	94,201

The financial instruments not accounted for at fair value through profit or loss are short-term financial assets and liabilities whose carrying amounts approximate their fair values.

# Notes to the financial statements (continued) For the period ended 30 June 2015

13	Net gain from Investment securities (including coupon income)	2015 €'000
	Net gain from investment securities designated at fair value through profit or loss :	
	- Bonds	625
		625
	Analysed as follows:	050
	Coupon income including accrued income	858
	Net unrealised loss on investment securities	(1,290)
	Realised gain on disposal of Investment securities	1,057
		625
14	Net gain from derivative financial instruments	2015
14	Net gain from derivative infancial instruments	€'000
	Net gain from derivative financial instruments	
	carried at fair value through profit or loss	
	- Asset swaps	824
		824
	Analysed as follows:	
	Net unrealised gain on derivative financial instruments	413
	Realised gain on settlement of derivative financial instruments	411
		824

# Notes to the financial statements (continued) For the period ended 30 June 2015

15	Net loss on debt securities issued at fair value	2015
	through profit or loss (including coupon expense)	€'000
	Net loss on debt securities issued at fair value	
	through profit or loss	(1,449)
	through profit of 1033	(1,443)
		(1,449)
		(1)110/
	Analysed as follows:	
	Coupon expense including accrued expenses	(772)
	Net unrealised gain on debt securities issued	792
	Realised loss on redemption of debt securities issued	(1,469)
		(1,449)
		(.,,)
16	Other income	2015
10	Other income	€'000
		€ 000
	Corporate benefit	4
	Arranger income	91
		95

For every new issuance of Debt Securities, Deutsche Bank AG London, as arranger, does transfer to the Company an amount of EUR 500 as corporate benefit. This income is taxable under the Irish law at a current rate of 25% and the net amount is retained as the profit for the period. As arranger, Deutsche Bank AG London also agreed, as per Service Agreement, to reimburse the Company against any costs, fees, expenses or out-goings incurred. Arranger income is the total expenses incurred by the Company during the period that is borne by Deutsche Bank AG London.

### Notes to the financial statements (continued)

For the period ended 30 June 2015

17	Other expenses	2015 €'000
	Administration fee Audit and Taxation fee Director's fee	(60) (21) (10)
		(91)
	The Company is administered by Deutsche International Corporate Services (Ireland has no employees.	l) Limited and
	Other operating expenses are after charging the following:	
	Auditors remuneration (excluding VAT)	2015 €'000
	Audit of company financial statements	(17)
		(17)
	There were no audit fees in respect of the other assurance services, tax advisory other non audit services.	services, and
18	Income tax expense	2015 €'000
	Corporate tax	(1)
	Factors affecting tax charge for the year Corporation taxation has been calculated based on the results for the period and taxation charge is as follows:	I the resulting
	Profit before tax	4
	Current tax at standard rate of 25%	(1)
	Current tax charge	(1)
	The section 11	0 of the Taxes

The Company will continue to be actively taxed at 25% in accordance with Section 110 of the Taxes Consolidation Act, 1997.

#### Deferred tax

Any temporary difference arising on the assets will be offset by a corresponding difference in the liabilities. Therefore the Company does not have any deferred tax exposure.

Notes to the financial statements (continued) For the period ended 30 June 2015

#### 19 Ownership of the Company

The issued shares are held in trust by MEDB Charitable Trust Limited (12,699 shares), BADB Charitable Trust Limited (12,699 shares), Eurydice Charitable Trust Limited (12,698 shares), Christian Donagh (1 share), Philip Lovegrove (1 share), Shay Lydon (1 share), Shane Hogan (1 share), together (the "Share Trustees"), each of whom own a share under the terms of a declaration of trust dated 17 February 2014, under which the relevant Share Trustee holds an issued share of the Company in trust for charity. The Share Trustees have appointed a Board of Directors to run the day-to-day activities of the Company.

The Board of Directors have considered the issue as to who is the controlling party of the Company. It has determined that the control of the day-to-day activities of the Company rests with the Board. The Board is composed of three directors, one of whom, is an employee of Deutsche International Corporate Services (Ireland) Limited, being the entity that acts as the administrator of the Company. The remaining two directors are considered to be independent of the Deutsche Bank Group.

Deutsche Bank AG London, under International Financial Reporting Standards (IFRS) as adopted by the EU, has not consolidated any series as at 30 June 2015.

#### 20 Charges

The Debt Securities issued by the Company are secured by way of mortgage over the collateral purchased in respect of each of the debt securities issued, and by the assignment of a fixed first charge of the Company's rights, title and interest under the respective Swap Agreement for each series.

#### 21 Transactions with related parties

During the period the Company incurred a fee of EUR 16,234 relating to administration services provided by Deutsche International Corporate Services (Ireland) Limited, refer to Note 17 for details. Rhys Owens, as a director of the Company, had an interest in this fee in his capacity as director of Deutsche International Corporate Services (Ireland) Ltd.

Under a Series Proposal Agreement entered into for each series by the company and Deutsche Bank AG London, Deutsche Bank AG London, as Arranger for each Series, will pay the Company a series fee of EUR 500 per series on commencement of the series and agree to reimburse the Company against any costs, fees, expenses or out-goings incurred, refer to Note 16 for details. Deutsche Bank AG London is also the Swap Counterparty for all series containing asset swap agreements.

The Company also incurred fees of EUR 7,850 relating to the services provided by Matheson on the establishment of the entity and the related series, refer to note 17 for details. Niall O'Carroll as a director of the Company had an interest in this fee in his capacity as partner of Matheson solicitors. Christian Donagh and Philip Lovegrove, who resigned as directors of the Company effective 5 March 2014, each are the legal owner of 1 share of the issued shares.

Administration fee of EUR 3,028, acceptance fee of EUR 6,353, and register fee of EUR 423 were also incurred relating to the services provided by Deutsche Trustee Company Limited.

Notes to the financial statements (continued) For the period ended 30 June 2015

#### 22 Financial instruments

#### (a) Credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to the credit risk at the reporting date was:

	2015 €'000
Cash and cash equivalents	37
Derivative assets	¥
Investment securities	93,701
Other assets	504
	94,242

The credit risk is the risk of financial loss to the Company if a counterparty fails to meet its contractual obligations and arises principally from investment securities. The Company limits its exposure to credit risk by issuing notes that are linked to its investment securities. If a credit event were to occur with respect to any of the investment securities and the value of the security is not sufficient to settle the Company's liabilities, any such losses would ultimately be borne by the Company's Swap Counterparty and/or the Company's holders of debt securities issued.

At the reporting date the credit quality of the Company's financial assets was as follows:

#### Cash and cash equivalents:

The Company's cash and cash equivalents are held with Bank of Ireland which is rated BBB- by S&P as at 30 June 2015.

#### Derivative financial instruments:

The Company has entered into derivative transactions with swap counterparties to eliminate the mismatch between the amount payable in respect of the debt securities and the return from the investments securities and total return swaps held as collateral.

The table below shows a breakdown by derivative financial instruments for each class of debt securities issued:

Derivatives Types	2015 %
Assets swap Assets swap	19.57% 80.43%
	100.00%
	Assets swap

Notes to the financial statements (continued) For the period ended 30 June 2015

#### 22 Financial instruments

#### (a) Credit risk (continued)

Derivative financial instruments are always settled net and therefore the above reflects the net portion of the derivative financial instruments at the period end as the Company has a legal or enforceable right and intention to do so as disclosed in Note 3 (a).

The Company is exposed to the credit risk of the Derivative Counterparty with respect to payments due under the derivatives. This risk is borne by the holders who are subject to the risk of defaults by the swap counterparty. The Company's exposure and the credit rating of its counterparty are continually monitored. Deutsche Bank AG London is the primary derivative counterparty which are rated BBB+ by Standard and Poor's (S&P) as at 30 June 2015. The Directors are satisfied with the Company's current exposure.

#### Investment securities:

At the reporting date, the credit quality and the assets concentration of the Company's investment securities were as shown in the table below based on carrying amount in statement of financial position.

None of the investments held were past due or defaulted during the period.

Class of debt securities issued	Collateral type	Country of issuance	Rating Agency	Rating 2015	2015 %
Equity Linked Secured Notes	Corporate bonds	Denmark Mexico Luxembourg	Moody S&P S&P	Baa2 BBB+ BBB	22.66% 26.33% 18.17%
	Government bonds	Italy	Moody	Baa2u	32.84%
Equity Linked Secured Notes To	otal				100.00%
Index Linked Notes	Government bonds	Portugal Lithuania	Moody S&P	Ba1 A-	64.08% 35.92%
Index Linked Notes Total					100.00%

For those investment securities in which ratings were not available on any market sources, management assessed the associated credit risk based on the coupon received on the investments and historical performance of the investment in terms of default. During the year, no defaults occurred in respect of the bonds held and interests were received when paid, accordingly.

#### Other assets:

The other assets mainly include income receivable from corporate and government bonds held by the Company at the period end. The credit ratings and concentration of the investments securities at the period-end are disclosed under investment securities above.

The Directors recognise the requirement under IFRS 7 to disclose the change in fair value attributable to both market and credit risks. However, due to fair value movement relating to credit risk not being available, all changes in fair value have been disclosed in the accounts as due to market risk.

Notes to the financial statements (continued) For the period ended 30 June 2015

#### 22 Financial instruments (continued)

#### (b) Liquidity risk

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

		0	2015		
	Carrying amounts €'000	Gross contractual cash flows €'000	Less than one year €'000	One to five years €'000	More than five years €'000
Cash and cash equivalents Derivative	37	37	37		-
assets Investment	-	91 <del>11</del> 11	-	-	=
securities	93,701	102,682	2,728	18,870	81,084
Other assets	504	504	504	-	-
Derivative					
liabilities Debt securities	(17,746)	(14,463)	(2,839)	(9,411)	(2,213)
issued	(76,394)	(88,658)	(369)	(9,459)	(78,830)
Other liabilities	(61)	(61)	(61)	· · · · · · · · · · · · · · · · · · ·	-
<del></del>	41	41	123	3 <b>4</b>	41

Derivative liabilities represent asset swaps.

Refer to Note 6, 7 and 9 for maturity profile of derivatives, investment securities, and debt securities issued.

The derivatives have been entered into to hedge liquidity exposure on a series by series basis. The above table reflects derivative liability cash flows as being the cash flows required to ensure that the contractual undiscounted cash flows arising on the Company's assets match the undiscounted cash flows arising on the Company's liabilities.

### Notes to the financial statements (continued)

For the period ended 30 June 2015

#### 22 Financial instruments (continued)

#### (c) Market risk

Market risk embodies the potential for both losses and gains and includes currency risk, interest rate risk and other price risk.

#### (i) Currency risk

The Company is exposed to movements in exchange rates between its functional currency - Euro and foreign currency denominated financial instruments. At the reporting date, the Company had the following exposure to foreign currency risk:

	2015 USD
	€'000
Monetary assets	
Investment securities	5,155
Other assets	148
	5,303
Monetary liabilities	
Debt securities issued	3,737
Other liabilities	=
	3,737
Net exposure	1,566

The following significant exchange rates applied during the period:

	Average rate	Closing rate
	2015	2015
USD	1.202	1.114

#### Sensitivity analysis

The impact of any change in the exchange rates on the investment securities and relating to any series issued is offset by entering into asset swap agreements for each series. Any difference is borne by the swap counterparty and thus the exchange rate changes have no net impact on the equity or the profit or loss of the Company.

## Notes to the financial statements (continued)

For the period ended 30 June 2015

#### 22 Financial instruments (continued)

#### (c) Market risk (continued)

#### (ii) Interest rate risk

At the reporting date, the interest rate risk profile of the Company's non-derivative interest bearing financial instruments was:

#### Investment securities

Class of debt securities issued	Currency	2015 €'000
Fixed rate assets:		
Equity Linked Notes	EUR	79,348
Index Linked Notes	EUR	9,198
	USD	5,155
		93,701
Debt securities issued		
Class of debt securities issued	Currency	2015
		€'000
Variable rate instruments:		
Index Linked Notes	EUR	7,308
		7,308

Refer to note 7 for maturity profile for investment securities. The Company manages its interest rate risk by entering into asset swap agreements.

Notes to the financial statements (continued) For the period ended 30 June 2015

#### 22 Financial instruments (continued)

#### (c) Market risk (continued)

#### (ii) Interest rate risk (continued)

Sensitivity analysis

A 100 basis point increase or decrease represents management's assessment of a reasonable, potential change in interest rates.

A 100 basis point increase in interest rates (assuming all other variables are held constant) would have resulted in an increase of coupon expenditure payable on the debt securities issued of EUR 147,906 for the period. Under the same conditions, the coupon income receivable from investment securities would have increased by EUR 211,272 for the same period. A similar 100 basis point decrease in interest rates would have resulted in an equal, but opposite effect on coupon expenditure and coupon income respectively.

The Company does not bear any significant interest rate risk as the interest rate risk associated with the debt securities issued by the Company is neutralised by entering into asset swap agreements whereby the swap counterparty pays the Company amounts equal to the interest payable to the holders of the debt securities issued in return for the interest earned by the Company on its investment securities. Similarly, changes in fair value of the investment securities and debt securities issued arising from changes in market interest rates are offset by changes in the fair value of the swap agreements. Therefore any change in the interest rates would not affect the equity or the profit or loss of the Company.

#### (iii) Other price risk

Other price risk is the risk that the value of the instruments will fluctuate as a result of changes in market prices (other than those arising from interest rate risk or currency risk), whether caused by factors specific to an individual investment, its issuer or all factors affecting all instruments traded in the market.

Other price risk may include risks such as equity price risk, commodity price risk, prepayment risk (i.e. the risk that one party to a financial asset will incur a financial loss because the other party repays earlier or later than expected), and residual value risk.

The Company's portfolio of investment securities is not subject to equity price risk, commodity price risk, prepayment risk or residual value risk.

# Notes to the financial statements (continued) For the period ended 30 June 2015

#### 22 Financial instruments (continued)

#### (c) Market risk (continued)

#### (iii) Other price risk (continued)

The following is the breakdown of the Company's investment securities by class of debt securities issued and listing status at the reporting date:

Class of debt securities issued	Listed / Unlisted	2015 €'000
Equity Linked Notes	Listed	79,348
Index Linked Notes	Listed	14,353
		93,701

#### Sensitivity analysis

The market price of the investments securities will generally fluctuate with, among other things, the liquidity and volatility of the financial markets, general economic conditions, political events, developments or trends in a particular industry and the financial conditions of the securities issuer.

Any changes in the quoted or unquoted prices of the investment securities held by the Company would not have any effect on the equity or profit or loss of the Company as any fair value fluctuations are ultimately borne by either the swap counterparty or the holders of the debt securities issued by the Company.

If the market prices of the investment securities held by the Company had increased or decreased by 10% with all other variables held constant, this would have increased or reduced the carrying value of the debt securities issued by EUR 9.37m.

Notes to the financial statements (continued) For the period ended 30 June 2015

### 22 Financial instruments (continued)

#### (d) Specific instruments

Profile of the series of debt securities issued by the Company

The following are the broad categories as at 30 June 2015:

Type of transaction	Number of series	%	Cash and cash equivalents €'000	%	Debt securities issued €'000	%	Investment securities €'000
Equity Linked							
Notes Index Linked	5	70%	26	86%	65,349	85%	79,348
Notes	2	30%	11	14%	11,045	15%	14,353
Total	7	100%	37	100%	76,394	100%	93,701
Type of transaction	Number of series	%	Derivative liabilities €'000	%	Other assets €'000	%	Other liabilities €'000
Equity Linked Notes	5	80%	14,273	55%	275	41%	25
Index Linked Notes	2	20%	3,473	45%	229	59%	36
Total	7	100%	17,746	100%	504	100%	61

Notes to the financial statements (continued) For the period ended 30 June 2015

#### 22 Financial instruments (continued)

#### (e) Fair values

The Company's investment securities, derivative financial instruments and debt securities issued are carried at fair value on the Statement of Financial Position. Usually the fair value of the financial instruments can be reliably determined within a reasonable range of estimates. The carrying amounts of all the Company's financial assets and financial liabilities carried at amortised cost at the reporting date approximated their fair values. Their fair values together with carrying amounts shown in the statement of financial position are disclosed in note 12.

These disclosures supplement the commentary on financial risk management (see note 22).

#### Determining fair values

The determination of fair value for financial assets and liabilities for which there is no observable market price requires the use of valuation techniques as described in accounting policy 3(a) under the sub heading "Fair value measurement principles". For financial instruments that trade infrequently and have little price transparency, fair value is less objective, and requires varying degrees of judgement depending on liquidity, concentration, uncertainty of market factors, pricing assumptions and other risks affecting the specific instrument.

The Company's accounting policy on fair value measurements is discussed under note 3(a) under the sub heading "Fair value measurement principles". Critical accounting judgements made in applying the Company's accounting policies in relation to valuation of financial instruments are as follows:

#### Valuation of financial instruments

The Company measures fair values using the following hierarchy of methods:

- Level 1 Quoted market price (unadjusted) in an active market for an identical instrument.
- Level 2 Valuation techniques based on observable inputs, either directly (i.e. as prices) or indirectly (i.e. derived by prices). This category includes instruments valued using: quoted market prices in active markets for similar instruments; quoted prices for similar instruments in markets that are considered less than active; or other valuation techniques where all significant inputs are directly or indirectly observable from market data.
- Level 3 Valuation techniques using significant unobservable inputs. This category includes all instruments where the valuation technique includes inputs not based on observable data and the unobservable inputs could have a significant effect on the instrument's valuation. This category includes instruments that are valued based on quoted prices for similar instruments where significant unobservable adjustments or assumptions are required to reflect differences between the instruments.

Notes to the financial statements (continued) For the period ended 30 June 2015

#### 22 Financial instruments (continued)

#### (e) Fair values (continued)

Valuation Techniques

The following is an explanation of the valuation techniques used in establishing the fair value of the different types of financial instruments of the Company.

Investment securities: Where there are no recent transactions then fair value may be determined from the last market price adjusted for all changes in risks and information since that date. Where a close proxy instrument is quoted in an active market then fair value is determined by adjusting the proxy value for differences in the risk profile of the instruments. Where close proxies are not available then fair value is estimated using more complex modelling techniques. These techniques include discounted cash flow models using current market rates for credit, interest, liquidity and other risks. For equity securities modelling techniques may also include those based on earnings multiples.

Derivative Financial Instruments: Market standard transactions in liquid trading markets, such as interest rate swaps, foreign exchange forward and option contracts in G7 currencies, and equity swap and option contracts on listed securities or indices are valued using market standard models and quoted parameter inputs. Parameter inputs are obtained from pricing services, consensus pricing services and recently occurring transactions in active markets wherever possible. More complex instruments are modelled using more sophisticated modelling techniques specific for the instrument and are calibrated to available market prices. Where the model output value does not calibrate to a relevant market reference then valuation adjustments are made to the model output value to adjust for any difference. In less active markets, data is obtained from less frequent market transactions, broker quotes and through extrapolation and interpolation techniques. Where observable prices or inputs are not available, management judgment is required to determine fair values by assessing other relevant sources of information such as historical data, fundamental analysis of the economics of the transaction and proxy information from similar transactions.

Debt securities issued at fair value through profit and loss: The fair value of debt securities issued at fair value through profit and loss is dependent upon the fair value of investment securities and derivative financial instruments. Any changes in the valuation have direct impact to the fair value of debt securities issued.

For more complex Level 3 instruments, more sophisticated modelling techniques are required which usually are developed from recognised valuation models. Some or all of the significant inputs into these models may not be observable in the market, and are derived from market prices or rates or are estimated based on assumptions or more complex parameters. Examples of instruments involving significant unobservable inputs include correlations, prepayments speeds, default rates and loss severity, certain over the counter derivatives and certain securities for which there is no active market. Where no observable information is available to support the valuation models then they are based on other relevant sources of information such as prices for similar transactions, historic data, economic fundamentals, and research information, with appropriate adjustment to reflect the terms of the actual instrument being valued and current market conditions.

Notes to the financial statements (continued) For the period ended 30 June 2015

#### 22 Financial instruments (continued)

#### (e) Fair values (continued)

Valuation models that employ significant unobservable inputs require a higher degree of management judgement and estimation in the determination of fair value. When determining the appropriate valuation model to be used, Management selects which valuation technique makes the least adjustment to the inputs used, analyse the range of values indicated by the techniques used and whether they overlap and check the reasons for the differences in value under different techniques. Depending on the circumstances, one valuation model might be more appropriate than another. Management decides the valuation model to be used based on the provisions indicated in the swap agreements. Some factors that are considered includes information that is reasonably available, the market conditions, the type of investment, expected future cash flows on the financial instrument being valued, determination of probability of counterparty default and discount rates. Level 3 valuations are reviewed quarterly and disclosed periodically in the financial statements.

At the reporting date, the carrying amounts of investment securities, derivative financial instruments and debt securities issued by the Company where fair values were determined directly, in full or in part, by reference to published price quotations and determined using valuation techniques are as follows:

	2015		
	Level 1 €'000	Level 2 €'000	Level 3 €'000
Investment securities	26,055	67,646	-
Derivative financial liabilities	t <del>=</del> .	=	(17,746)
Debt securities issued	:=	=	(76,394)
	26,055	67,646	(94,140)

Derivative financial instruments classified as Level 3 involves asset swaps where the fair value measurements were based on unobservable inputs and no active market data available for similar instruments.

The levelling of debt securities is dependent on the levelling of the investment securities, and derivative financial instruments.

Debt securities issued are traded in the institutional market and the prices for these at period end have been obtained from market sources. Notwithstanding that a quoted market price exists for these, the Directors have concluded that the debt securities are not actively traded due to the limited liquidity that exists in the market.

### Notes to the financial statements (continued)

For the period ended 30 June 2015

#### 22 Financial instruments (continued)

#### (e) Fair values (continued)

Closing balance

As a result, the levelling of debt securities is dependent on the levelling of the investment securities, and derivative financial instruments. The levelling of debt securities is dependent on the levelling of underlying financial instruments. Where a debt security is backed by level 1 and level 2 instruments, the debt securities default to the lower level (i.e. level 2). As no derivatives have been classified as level 1 or level 2, debt securities have been classified as level 3.

The below table shows the movements for derivative financial liabilities classified under valuation techniques unobservable parameter (Level 3):

2015

(17,746)

2015

	€'000
Opening balance	-
Issuances	(21,227)
Sum of settlements	2,657
Fair value movements	824

During the period, the derivative liability to series 1, 3, 4, 5, 6, 7, and 8 were classified as level 3 due to unavailability of observable inputs and market data for similar instruments.

Fair value movements are recognised under net finance gain on derivative financial instruments in the statement of comprehensive income.

The below table shows the roll-forward movements for debt securities classified under valuation techniques unobservable parameter (Level 3):

	€'000
Opening balance	-
Acquisition	(87,062)
Redemptions	11,345
Fair value movements	(677)
Closing balance	(76,394)

The debt securities issued for series 1 were partially redeemed during the year.

Fair value movements are recognised under net finance loss on debt securities issued in the statement of comprehensive income.

#### Sensitivity Analysis

Where the value of financial instruments is dependent on unobservable valuation models, appropriate models and inputs are chosen so that they are consistent with prevailing market evidences. A 10% change in the price of the financial assets under Level 3 held by the Company would increase or decrease the fair value as at 30 June 2015 by EUR 7.64m.

Notes to the financial statements (continued) For the period ended 30 June 2015

#### 22 Financial instruments (continued)

#### (e) Fair values (continued)

The total amount of realised and unrealised gain estimated using a valuation technique based on significant unobservable data (Level 3) that was recognised in statement of comprehensive income for the year is as follows:

2015

€'000
-
824
(677)
147

The total amount of change in fair value estimated using valuation techniques based on significant unobservable data (Level 3) for assets and liabilities held at the end of the reporting period:

yepening periods	2015 €'000
Investment securities	8素
Derivative financial instruments	411
Debt securities issued	791
	1,202

Although the directors believe that their estimates of fair value are appropriate, the use of different methodologies or assumptions could lead to different measurements of fair value as fair value estimates are made at a specific point in time, based on market conditions and information about the financial instrument. These estimates are subjective in nature and involve uncertainties and matters of significant judgment e.g. interest rates, volatility, credit spreads, probability of defaults, estimates cash flows, etc and therefore, cannot be determined with precision.

For recognised fair values measured using significant unobservable inputs, changing one or more assumptions used to reasonably possible alternative assumptions would not have any effect on the profit or loss or on equity of the Company as any change in fair value will be borne by the holders of Debt Securities due to the limited recourse nature of the debt issued by the Company.

Notes to the financial statements (continued) For the period ended 30 June 2015

#### 22 Financial instruments (continued)

#### (f) Financial instruments not measured at fair value

The financial instruments not measured at fair value through profit or loss are financial assets and financial liabilities whose carrying amounts approximate fair value.

The following table sets out the fair values of financial instruments not measured at fair value and analyses it by the level in the fair value hierarchy into which each fair value measurement is categorised.

	Level 1 €'000	Level 2 €'000	Level 3 €'000
Financial assets			
Cash and cash equivalents	37	-	(a=)
Other assets	62	504	-
	37	504	
Financial liabilities			
Other liabilities		(61)	
		(61)	

Cash and cash equivalents classified as level 1 includes deposit held with banks which are on demand and can be terminated immediately provided all parties agree to the transaction.

Other assets and other liabilities

These balances are mainly comprised of contractual amounts due to/by the Company in relation to the investments securities and debt securities issued respectively.

Notes to the financial statements (continued) For the period ended 30 June 2015

#### 23 Interest in unconsolidated structured entities

# (a) Disclosure of the nature, purpose, size and activities of the structured entity and how it is financed.

dbInvestor Solutions 2 plc invested in debt securities issued by structured entities. The structured entity has the following business activities:

Glencore Finance (Europe) S.A. is a debt issuing vehicle incorporated in 2003 and is based in Luxembourg. The primary business of the entity is raising of money for the purpose of lending to Glencore Xstrata plc and its consolidated subsidiaries ("Group"). Accordingly, substantially all Glencore Finance (Europe) S.A.'s assets are loans and advances made to other members of the Group and the ability to satisfy its obligations in respect of the note issuances will depend upon the payments made to it in respect of loans and advances made by the entity.

dbInvestor Solutions 2 plc owns the note issuance of Glencore Finance (Europe) S.A. with principal amount of EUR 13,241,000 due on 30 September 2020.

The Company has no contractual arrangements nor commitments or intentions to provide financial or other assistance to the unconsolidated structured entity.

#### (a) Risk associated with unconsolidated structured entities

The below table summarises the Company's interest in unconsolidated structured entities included in the investment securities and total return swaps at fair value through profit and loss as at 30 June 2015:

Series Number of dblnvestor Solutions II plc		2015					
	Issuer Name	CCY	Outstanding Nominal of investment securities	% of Notional issued by the structured entity	Fair Value of investment securities	Fair Value of Debt securities	Maximum exposure to loss
			€'000		€'000	€'000	€'000
S0007	Glencore Finance Europe SA	EUR	13,241	1.77%	14,415	12,200	14,415
			13,241	1.77%	14,415	12,200	14,415

The Company has maximum exposure to the risk associated with the carrying value of the above investments. If these investments are deemed worthless, the Company will not receive anything. The Company bears no risk and it is the swap counterparties and noteholders that bear all the risk. Refer to note 22 (a) for the details on credit risk.

Notes to the financial statements (continued) For the period ended 30 June 2015

#### 24 Subsequent events

On 12 October 2015, the Company issued debt securities under series 9 with nominal amount of EUR 8,995,000.

### 25 Approval of the financial statements

The financial statements were approved and authorised for issue by the Board of Directors on \_\_\_\_\_ 2015.

2 9 OCT 2015