

CARNEGIE HOLDING AB

YEAR-END REPORT

1 January – 31 December 2015



“Our ability to defend and strengthen our position in all Nordic market segments is evident in our full-year results for 2015 - the best profit before tax in five years,” says President and CEO Björn Jansson.

- Operative income increased by 11 percent to SEK 2,327 million (2,101).
- Profit before tax increased by 7 percent to SEK 289 million (271). Excluding restructuring costs, profit rose by 14 percent to SEK 342 million (299).
- Assets under management grew by 10 percent to SEK 155 billion (140).
- Common Equity Tier 1 capital ratio of 18.1 percent (19.5) and capital adequacy ratio of 20.6 percent (27.2), a decrease mainly related to repayments of preference shares and subordinated debt.
- Liquidity reserve of SEK 3.8 billion and liquidity coverage ratio of 283 percent.

A FINANCIAL BANK OF KNOWLEDGE.

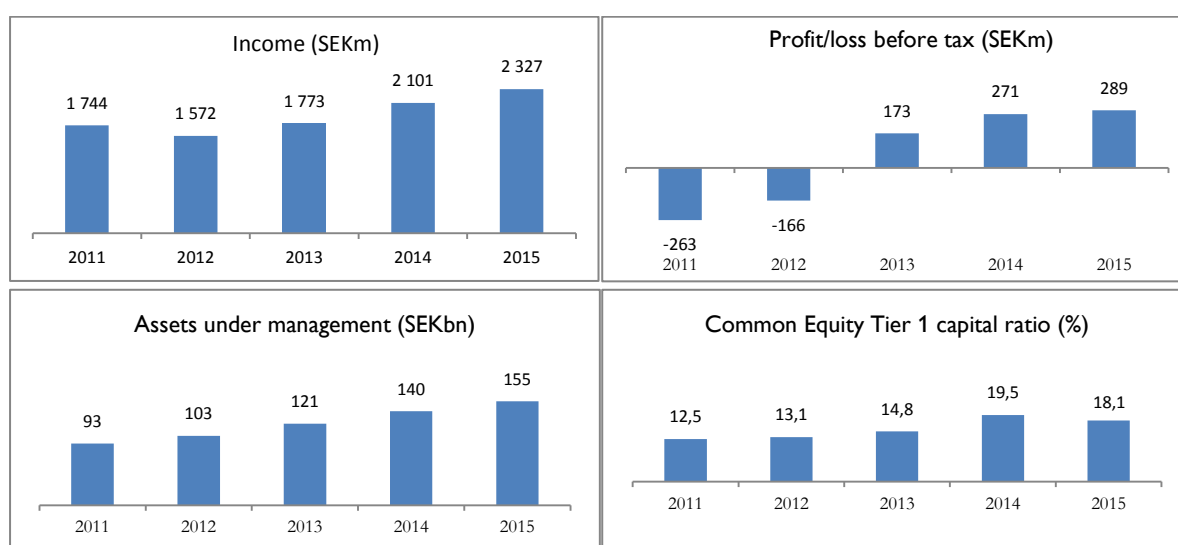
Carnegie creates added value for institutions, companies and private clients in the areas of securities trading, investment banking, private banking and asset management. Carnegie has approximately 640 employees among its offices in seven countries.

1 JANUARY – 31 DECEMBER 2015

The report pertains to the Carnegie Holding Group and its parent company. Unless otherwise stated, comments in the report refer to the Group.

- Group operative income and profit before tax are the highest in five years.
- Income rose in all business areas and the Group is reporting strong underlying earnings. In the process, Carnegie has continued to strengthen the business organisation, investing in efficiency improvements and system platforms to enhance readiness for future years.
- During the year, activities linked to organisational changes resulted in restructuring costs of SEK 52 million (28).
- Carnegie participated in more equity capital market transactions (ECM) than any other institution in the Nordic market in 2015 and participated in more than half of all Nordic initial public offerings (IPO), each valued at more than USD 50 million.
- Measured in number of transactions, the Swedish IPO market was the strongest in more than 15 years.
- Carnegie participated in more mergers, acquisitions and sales (M&A) than any other Nordic bank.
- The Group's financial position remains strong with the common equity Tier 1 capital ratio at 18.1 percent (19.5) and capital adequacy ratio at 20.6 percent (27.2). This was accomplished while Carnegie also repaid the debt instrument issued within the Swedish National Debt Office guarantee scheme and redeemed the preference shares and the majority of the subordinated debt previously owned by Investment AB Öresund and Creades AB.

FINANCIAL KEY DATA



IMPORTANT EVENTS DURING THE PERIOD

■ **New President and CEO**

Björn Jansson acceded as president and CEO of Carnegie as of 30 September.

■ **Changed ownership structure**

During the period, Carnegie redeemed the preference shares owned by Investment AB Öresund and Creades AB since the acquisition of HQ Fonder in 2010. Consequently, Carnegie Holding AB was owned by Altor Fond III (75%) and employees of Carnegie (25%) at year-end 2015.

■ **Board changes**

Ingrid Bojner and Andreas Rosenlew were elected directors of Carnegie Holding AB and the subsidiary Carnegie Investment Bank AB, effective 30 September. At the same date and in relation to the change in ownership structure, Erik Törnberg (Creades AB) left the board.

■ **Divestment of Carnegie Fonder AB**

During the period, the board of directors of Carnegie Holding AB decided to divest operations within Carnegie Fonder AB. The transaction is conditional upon customary approvals by supervisory authorities and is expected to be executed during the first half of 2016.

■ **Organisational and management changes**

In line with Carnegie's strategic direction, executive management and the organisation have been adjusted to a more streamlined business, divided into the areas of Securities, Investment Banking and Wealth Management. The changes are also reflected in the new Group management team, effective 1 October 2016: Björn Jansson (CEO), Henrik Rättzén (CFO), Anders Antas (COO), Fredrik Leetmaa (CRO), Jonas Predikaka (Wealth Management, as of spring 2016), Ulf Vucetic (Investment Banking), Henric Falkenberg (Securities), Christian Begby (Norway), Claus Gregersen (Denmark), Annika Agri Larsson (Head of HR, as of September) and Helena Nelson (Head of Group Legal).

■ **Stronger market position**

A series of market surveys in 2015 confirmed Carnegie's position as a market leader:

- Carnegie was ranked first among all Nordic institutions when Nordic companies evaluated market advisers in corporate finance in a survey conducted by TNS Sifo Prospera. Carnegie was also at the top of the lists for the individual markets of Sweden and Denmark.
- Carnegie was named the best research house in Sweden in Financial Hearings' annual survey of brokerage houses in Sweden, thus defending its leading position last year.
- *Privata Affärer* and TNS Sifo Prospera both named Carnegie Fonder AB the best fund manager in Sweden in 2015.
- Carnegie's Danish operations were named "Financial Adviser of the Year" by Mergermarket.

EVENTS AFTER THE END OF THE PERIOD

■ **Top rankings in Private Banking and Nordic equity research**

In February 2016, Carnegie was named the best Private Banking provider in Sweden in the client net worth category of USD 5-30 million and topped the segment that defines access to Investment Banking services, according to the annual *Euromoney* survey. The award was followed by further recognition when global institutional investors ranked Carnegie number one in Nordic equity research, according to Institutional Investors All-Europe 2016.

STRENGTHENED MARKET POSITION

President and CEO Björn Jansson comments on the results

Carnegie's strong performance in the past year aligns with our own expectations and long-term forecasts. Our ability to defend and strengthen our position, in tough competition, in all Nordic market segments is evident in our full-year results for 2015 - the best profit before tax in five years.

Even though the market was more volatile and stock market performance weaker than in 2014, market conditions in 2015 offered business opportunities that Carnegie leveraged with skill. For example, we participated in more than half of all Nordic IPOs during the year, each valued at more than USD 50 million, including Attendo, a care and healthcare provider; Dometic, a manufacturer of heating and cooling products; debt management partner Hoist; and Norwegian Skandiabanken. The Swedish IPO market was stronger than ever before and the number of companies introduced to Swedish marketplaces was the highest in 15 years. Overall, Carnegie once again executed more equity capital market transactions than any other institution in the Nordic market and, on the strength of its placement capacity, generated strong profits in the ECM after-market.

The successes of the year were also confirmed in the overall picture painted by external recognitions in 2015, in which clients and other stakeholders ranked us the best in the market in nearly all areas in which we operate. We defended our position as the best research house in Sweden according to the Financial Hearings annual survey. In the autumn, Carnegie was named the top adviser in corporate transactions in both the Swedish and Danish markets, as well as best Swedish fund manager, according to client surveys performed by TNS SIFO Prospera.

In parallel, we have definitively strengthened the organisation in the growth segment of Private Banking. Along with the fund operations, the business unit increased Carnegie's total assets under management by SEK 15 billion in 2015.

Moreover, Carnegie took another important step with the decision to divest the fund business in 2016. This will create the conditions for a dedicated private banking and investment banking business focused on financial advisory services. Among other advantages, this will allow us to devote greater energy to business development and generate higher gains for our clients in the long run.

2015 can be summed up as a year of good profitability, strong financial position and market leadership. We are continuing to improve and sharpen financial advisory services to our clients by exploiting potentials and synergies in all market-leading segments. It is with joint efforts that employees of Carnegie continue to deliver the highest quality in our advisory. This is how we earn continued trust by our clients.



Björn Jansson

THIS IS CARNEGIE

Carnegie is one of the top financial advisers and asset managers in the Nordics. Separately, each of our areas of business is among the market leaders in their fields. Together, they build an unbeatable combination of integrated knowledge. Experts in capital acquisition, research and equity sales, together with specialists in wealth management and fund management, are guiding our clients towards better business.

SECURITIES

Carnegie *Securities* targets institutional clients and offers services within research, equity sales and equity capital market transactions. The Fixed Income unit offers bond research and sales. Carnegie's top-ranked research and equity sales enjoy a globally leading position in Nordic equities. Securities operate in Denmark, Finland, Norway, the United Kingdom, Sweden and the United States.

INVESTMENT BANKING

Carnegie *Investment Banking* offers professional advisory services in mergers and acquisitions (M&A) and equity capital market (ECM) transactions. The DCM unit offers advice related to capital acquisition via corporate bonds and fixed income instruments. Carnegie has a long-established local presence, with unique understanding and expertise concerning industries and equity markets in the Nordic region. Investment Banking operates in Denmark, Norway and Sweden.

WEALTH MANAGEMENT

Carnegie *Private Banking & Investment Solutions* offers comprehensive financial advisory services to high net worth individuals, small businesses, institutions, foundations, affiliated agents and product brokers. The staff of Carnegie Private Banking & Investment Solutions includes experts in asset allocation, asset management, law, tax management, pensions and trading in securities and fixed-income bonds. Private Banking & Investment Solutions operates in Denmark, Luxembourg and Sweden.

Carnegie Fonder specialises in management of equities and fixed income instruments in Sweden, the Nordics and global emerging markets. Clients include private individuals, companies and institutions. The funds invest in a limited number of assets assessed as attractively valued according to our investment philosophy: active value management. *Carnegie has decided to divest the operations within Carnegie Fonder AB and the transaction is expected to be executed during the first half of 2016.*

CLIENT GROUPS AND SERVICES

INSTITUTIONS & FOUNDATIONS	RESEARCH, EQUITY SALES, ALLOCATION STRATEGY AND ASSET MANAGEMENT
CORPORATIONS	CAPITAL ACQUISITION, ADVICE IN RELATION TO IPOs, MERGERS & ACQUISITIONS
HIGH-NET WORTH INDIVIDUALS	ASSET MANAGEMENT SERVICES AND EXPERTISE IN TAX, LAW AND PENSIONS
PENSION AND INSURANCE INTERMEDIARIES	ASSET MANAGEMENT PRODUCTS (FUNDS, STRUCTURED INVESTMENTS)
PRIVATE SAVERS	SAVINGS ACCOUNT AND ASSET MANAGEMENT THROUGH FUND SAVINGS

FINANCIAL REVIEW

OPERATIVE PROFIT AND LOSS STATEMENT & KEY DATA

	Jan-Dec	Jan-Dec	
(SEKm)	2015	2014	%
Investment Banking & Securities	1,341	1,218	10
Wealth Management	986	883	12
Operative income	2,327	2,101	11
Personnel expenses before variable remuneration	-1,104	-998	11
Other expenses	-547	-523	5
Operative costs¹⁾	-1,651	-1,522	9
Operative profit¹⁾	675	579	17
Finance costs, variable remuneration, etc ²⁾	-386	-308	25
Profit before tax	289	271	7
Taxes ³⁾	-75	-36	
Net profit for the year	214	235	-9
Financial key data			
Operative C/I ratio, %	71	72	
Operative income per employee (average), SEKm	3.6	3.3	
Operative costs per employee (average), SEKm	2.6	2.4	
Profit margin, %	9.2	11.2	
Assets under management (VVM), SEKbn	155	140	
Return on equity, %	9.1	10.4	
Return on assets, %	1.6	2.1	
Total assets, SEKm	12,234	12,443	
Equity, SEKm	2,088	2,369	
Financial position			
Common equity Tier 1 capital ratio (CET1), %	18.1	19.5	
Capital adequacy ratio, %	20.6	27.2	
Liquidity coverage ratio, % ⁴⁾	283	-	
Liquidity reserve, SEKm ⁴⁾	3,754	-	
Employees			
Average number of employees	642	633	
Number of employees at the end of the period	654	638	

1) Excluding variable remuneration, group-wide amortisation of intangible assets and credit losses.

2) Including group-wide amortisation of intangible assets and credit losses.

3) Of which SEK -59m (-31) pertained to deferred tax on loss carryforwards.

4) Reporting of the liquidity coverage ratio and liquidity reserve is a regulatory requirement as of 2015.

MARKET & POSITION

EQUITY MARKET

The equity markets were characterised by turbulence in 2015, in part due to uncertainty about the growth outlook of the Chinese economy and serious fluctuations in emerging economies and commodities sectors, where the falling oil price contributed to increased volatility in the second half. The MSCI World Index lost 0.9 percent for the full year. The Nordic equity markets (OMX Nordic 40) rose by 11.9 percent. In Stockholm, the OMXSPI went up by 6.6 percent, driven by a strong year for small cap equities, while the large cap index (OMX Stockholm 30) fell back, primarily as a consequence of strong exposure to the Chinese economy.

CORPORATE TRANSACTIONS MARKET

Equity capital market transactions (ECM)

Measured in volume, ECM transactions in Europe declined by 10 percent in 2015, even though the number of deals increased. The same pattern summarised the entire Nordic market, where Nordic transaction volume declined although the number of deals increased. The Swedish ECM market, however, departed from the mainstream and grew in 2015, measured in both number of deals and transaction volume, while the total volume for Swedish IPOs was the highest in 15 years (Thomson Reuters). In all, there were 27 IPOs in the Nordics, each with a transaction value in excess of USD 50 million.

For Carnegie's part, the number of advisory assignments in ECM transactions increased significantly, as did the total volume of deals in which Carnegie was the adviser. Carnegie executed more ECM transactions than any other Nordic institution in 2015 and was an adviser in a majority of all Nordic IPOs. Carnegie was an adviser in 16 of the 27 major Nordic IPOs, acting as book runner or joint book runner in 14 of these. Of the 20 IPOs executed in the Swedish market, each valued in excess of USD 50 million, Carnegie participated as book runner or joint book runner in 13 (Thomson Reuters). Standouts among the Nordic IPOs in which Carnegie was involved in 2015 include the care and healthcare provider Attendo, the debt management partner Hoist, the cooling and heating products manufacturer Dometic and Norwegian Skandiabanken.

Mergers, acquisitions & sales (M&A)

The M&A market grew on a global basis in 2015. M&A deals in Europe increased in volume overall while Nordic M&A volume declined, even though more transactions were executed than in the previous year. Carnegie acted as the adviser in more transactions than any other Nordic bank, with the advisory assignments equally distributed across the Scandinavian markets (Thomson Reuters).

Awards

Carnegie was ranked first among all Nordic institutions when Nordic companies ranked market advisers in corporate finance in a survey conducted by TNS Sifo Prospera. Carnegie was also named the best Swedish and Danish investment bank and the top M&A adviser in the Nordics. In Sweden, Carnegie was ranked first in both ECM and M&A. Carnegie was also named best research house in Sweden in the annual survey conducted by Financial Hearings and won the award for Sweden's best individual analysts.

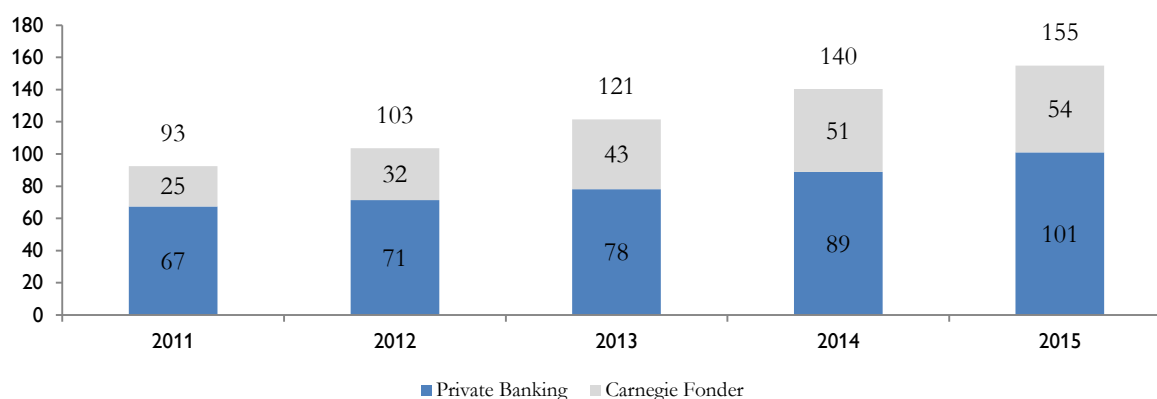
THE CAPITAL AND WEALTH MANAGEMENT MARKET

The financial assets of Swedish households rose by 7 percent as of 31 September to around SEK 11,130 billion (SCB Statistics Sweden). An increase of about 8 percent in total fund assets in Sweden since the preceding year was also recorded, amounting to SEK 3,246 billion at year-end 2015. Net deposits to fund savings in Sweden amounted to SEK 84 billion during the year. A net outflow was recorded for equity fund savings, primarily to the advantage of mixed funds (Swedish Investment Fund Association).

Assets under management (AuM)

Total assets under management amounted to SEK 155 billion (140) at the end of 2015, an increase of SEK 15 billion.

Development of assets under management (SEKbn)



Awards

Privata Affärer and TNS Sifo Prospera both named Carnegie Fonder AB the best fund manager in Sweden.

GROUP FINANCIAL PERFORMANCE

Group operative income increased by 11 percent compared with 2014 to SEK 2,327 million (2,101). Operative costs during the same period amounted to SEK 1,651 million (1,522). The Group is reporting operative income of SEK 675 million (579) and profit before tax of SEK 289 million (271).

INCOME

Investment Banking & Securities

Income within Securities is generated primarily from commissions related to brokerage services and equity capital market transactions and fees for research services. Advisory services income arises within Investment Banking in connection with ECM and M&A transactions.

The Investment Banking & Securities business area sustained its strong development during 2015 and is reporting income for the full year of SEK 1,341 million (1,218), largely driven by increased commission income within Securities as well as higher income from advisory services. The growth of 10 percent should be considered in the light of the strong performance and high activity level last year. For the full year, Carnegie executed the highest number of equity capital market transactions in the Nordics and acted as the advisor in more mergers and acquisitions than any other Nordic bank. Carnegie participated in more than half of all Nordic IPOs valued in excess of USD 50 million.

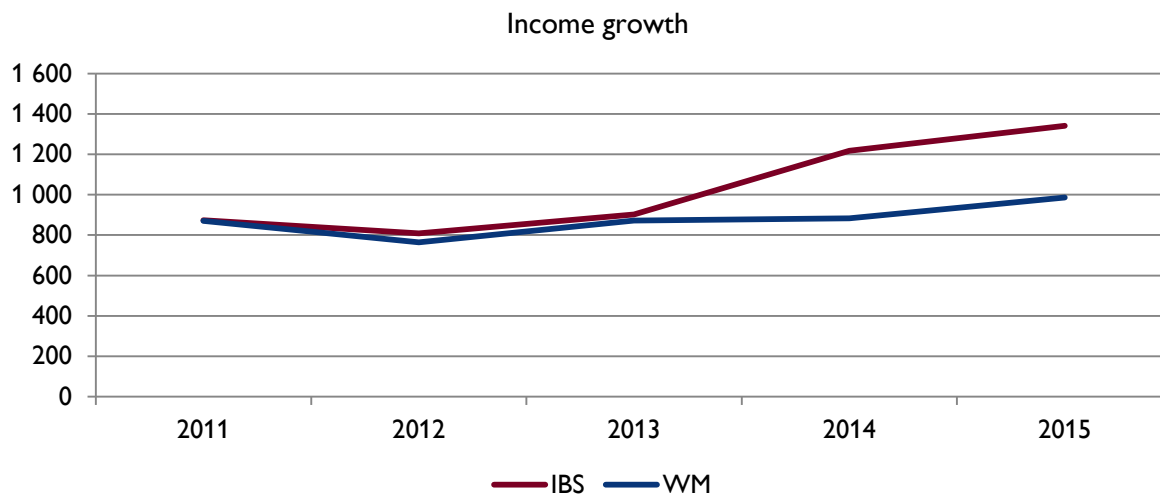
Wealth Management

Income in Private Banking & Investment Solutions is generated mainly from discretionary management, advisory services, commissions on sales of Carnegie's own and external equity funds, net interest income, legal and insurance-related advisory fees and fees in connection with sales of structured products. Carnegie Fonder AB generates income through fixed management charges and, to an extent, performance-based remuneration.

Income in Wealth Management amounted to SEK 986 million (883) in 2015, an increase of 12 percent compared with 2014. Positive contributions were made by both Private Banking & Investment Solutions and Carnegie Fonder. Growth in Private Banking & Investment Solutions was driven by positive

development in all markets, with increased AuM and stronger management results.

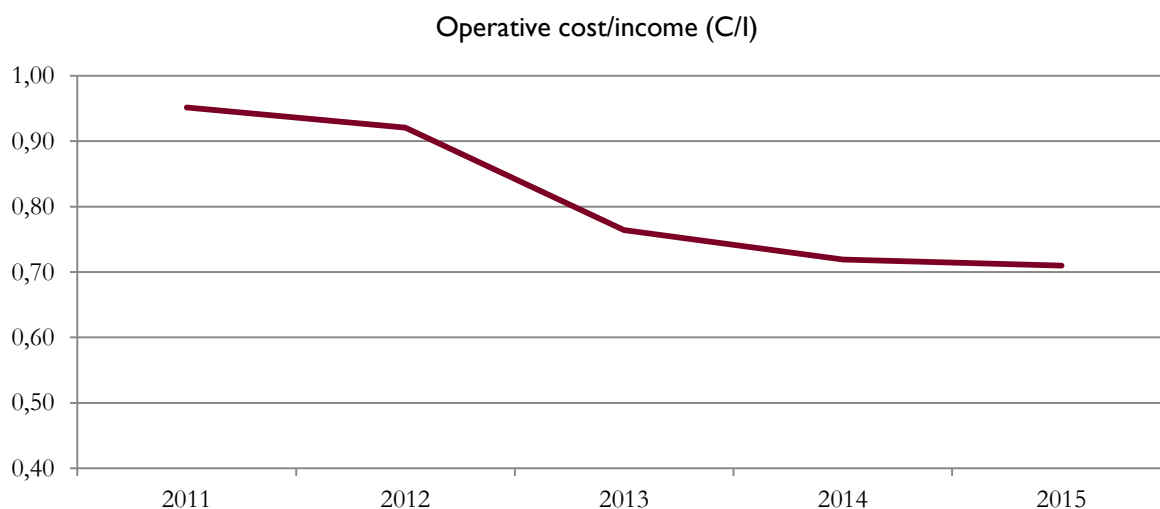
The fund business delivered record-high income and profitability in 2015. Carnegie Fonder AB is reporting a net inflow of SEK 160 million and total assets under management of SEK 54 billion. The largest net inflow by far was recorded by Carnegie Småbolagsfond.



COSTS

Operative costs amounted to SEK 1,651 million (1,522) in 2015, corresponding to a 9 percent increase year-on-year. Excluding currency effects, the increase is 7 percent. Carnegie continued to invest in the business during the year through selective recruitments, efficiency improvements, investments in system platforms and major strategic projects. Overall, this increased cost for the full year of 2015, but the investments have put Carnegie into a better position going forward. Reported profit in 2015 was reduced by restructuring costs of SEK 52 million (28).

The chart below illustrates the relationship between operative costs and operative income for the past five years.



PROFIT

Operative profit rose to SEK 675 million (579), an increase of 17 percent since 2014. Profit before tax amounted to SEK 289 million (271), an increase of 7 percent year-on-year and the strongest result in five years. Adjusted for restructuring costs, profit amounts to SEK 342 million (299), an increase of 14 percent. Profit after tax for the year was SEK 214 million (235). Currency effects during the period had a net negative effect of SEK 25.3 million on profit for the year.

INVESTMENTS

Group investments in fixed assets amounted to SEK 25 million (18) during the year.

FINANCIAL POSITION

Carnegie has continued the effort to optimise its financial position. The outstanding debt instrument of SEK 935 million issued in 2010 within the framework of the Swedish National Debt Office guarantee scheme was repaid as planned during the first half. During the autumn, Carnegie redeemed all outstanding preference shares and parts of the convertible debenture issued connection with the acquisition of HQ. Notwithstanding these events, the balance sheet total is virtually unchanged compared with the preceding year. This is attributable to higher deposits and borrowing from the public.

The Common Equity Tier 1 capital ratio is 18.1 percent (19.5), the liquidity coverage ratio is 283 percent and the liquidity reserve amounts to SEK 3,754 million. Carnegie's financial position remains strong and resilient due to the Group's low exposure to financial risks combined with good earnings.

The Group's capital target states that Carnegie shall have capital adequacy of 15 percent, including a margin of 150 points above the statutory requirement for common equity Tier 1 capital. Two thirds of the Group's risk-weighted assets are comprised of currency risk and operational risk. The currency risk is structural by nature and is attributable to the Group's foreign subsidiaries. About 5 percent of risk-weighted assets relate to risks in the trading book.

CAPITAL ADEQUACY

(SEKm)	Carnegie Holding Group	
	31 Dec 2015	31 Dec 2014
Capital base		
Equity instruments and associated premium reserve	922	1 252
Retained earnings and reserves	1 166	1 029
Anticipated dividend	-	-22
Goodwill and intangible assets	-610	-622
Deferred tax assets	-306	-365
Common equity Tier 1 capital	1 172	1 272
Preference shares	-	88
Tier 1 capital	1 172	1 360
Tier II capital (subordinated debt)	162	410
Capital base for capital adequacy purposes	1 334	1 770
Capital requirement		
Credit risk (standardised method)	161	177
Trading book risk	38	26
Currency risk	54	68
Operational risk (base method)	266	250
Total capital requirement	519	521
Surplus capital	815	1 249
Financial position		
Equity, SEKm	2 088	2 369
Common Equity Tier 1 Capital, SEKm	1 172	1 272
Capital base, SEKm	1 334	1 770
Risk-weighted assets, SEKm	6 488	6 510
Common equity Tier 1 capital ratio, %	18,1	19,5
Capital adequacy ratio, %	20,6	27,2

CAPITAL REQUIREMENT AND CAPITAL ADEQUACY RATIO

For the financial Group, that is, the Carnegie Holding Group, capital adequacy ratio was 20.6 percent (27.2) and the common equity Tier 1 capital ratio was 18.1 percent (19.5). Risk-weighted assets are unchanged on an annualised basis. It should be noted that risk-weighted assets comprise mainly non-financial risks, as illustrated on page 11. A more detailed description of Carnegie's capital adequacy is available on www.carnegie.se.

LIQUIDITY

The Group's financing comprises equity, issued bonds and deposits from the public. Equity and bonds account for 18 percent (30), deposits from the public account for 71 percent (60) and other debt accounts for 11 percent (10) of the balance sheet total.

As of 31 December 2015, the liquidity reserve (as defined in the prudential requirements regulation) in the Carnegie Holding Group was SEK 3,754 million. The liquidity coverage ratio was 283 percent. The liquidity reserve comprised 31 percent of the balance sheet total as of 31 December 2015.

OVERVIEW OF PARENT COMPANY

Total income in the parent company amounted to SEK 10 million (10). The parent company is reporting an operating loss of SEK -34 million (-6) attributable to increased costs for strategic projects and the severance package for the former president and CEO, which was charged against operating profit. Profit from financial items amounted to SEK 711 million (-28), which includes dividend income of SEK 737 million (-) from Carnegie Investment Bank AB. Profit for the year amounted to SEK 678 million (-33).

There were no investments in fixed assets during the period (-). Liquidity, defined as cash and lending to credit institutions, was SEK 4 million (6) as of 31 December 2015. Equity amounted to SEK 2,414 million (2,215) as of 31 December 2015.

RISKS AND UNCERTAINTIES

Carnegie's business activities expose the Group to market, credit, liquidity and operational risks. Market risk is defined as the risk of loss due to, for example, movements in equity prices, interest rates, or foreign exchange rates. Credit risk is defined as the risk of loss due to a counterparty being unable to meet its obligations. Credit risk mainly arises as a consequence of loans to clients using shares as collateral. Liquidity risk is related to the need for liquidity in day-to-day operations. Operational risk is the risk of loss resulting from inadequate and/or failed processes and systems, human error or external events. A more detailed description of risk management at the Carnegie Group is available in the 2014 Annual Report and online at www.carnegie.se.

CONSOLIDATED FINANCIAL STATEMENTS

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(SEKm)	Notes	Jan-Dec	Jan-Dec
		2015	2014
Continuing operations:			
Commission income		1,868	1,689
Commission expenses		-17	-9
Net commission income		1,851	1,680
Interest income		95	121
Interest expenses		-49	-63
Net interest income		46	59
Net profit from financial transactions		70	59
Total operating income		1,967	1,797
Personnel expenses		-1,341	-1,202
Other administrative expenses		-448	-440
Amortisation and depreciation of assets		-23	-27
Total operating expenses		-1,812	-1,669
Profit before credit losses		155	128
Credit losses, net		4	25
Profit before tax		159	153
Taxes		-81	-42
Profit for the year from continuing operations		79	111
Discontinuing operations:			
Net profit from discontinuing operations	3	135	124
Profit for the year		214	235
Other comprehensive income from continuing operations:			
<i>Items that may subsequently be reclassified to the income statement:</i>			
Translation differences relating to foreign operations		-17	20
Total comprehensive income for the year		197	255

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

(SEKm)	Notes	31 Dec 2015	31 Dec 2014
Assets			
Cash and bank deposits with central banks		1,581	1,833
Negotiable government securities	1	694	291
Loans to credit institutions ¹⁾		2,411	3,488
Loans to the public		3,540	2,628
Bonds and other interest-bearing securities	1	1,899	1,702
Shares and participations	1	264	319
Derivative instruments	1	75	94
Shares in associates		10	9
Intangible assets		11	678
Tangible fixed assets		65	74
Current tax assets		32	2
Deferred tax assets		420	477
Other assets	2	336	614
Prepaid expenses and accrued income		99	236
Assets held for sale	3	798	-
Total assets		12,234	12,443
Liabilities and equity			
Liabilities to credit institutions		3	10
Deposits and borrowing from the public ¹⁾		8,651	7,496
Issued securities		-	935
Short positions, shares	1	104	143
Derivative instruments	1	83	70
Current tax liabilities		12	11
Deferred tax liabilities		13	67
Other liabilities	2	266	236
Accrued expenses and prepaid income		556	614
Other provisions		66	82
Subordinated liabilities		162	410
Liabilities held for sale	3	230	-
Equity		2,088	2,369
Total liabilities and equity		12,234	12,443
Pledged assets and contingent liabilities			
Pledged assets		1,515	2,287
Contingent liabilities		393	505

1) Whereof SEK 139m (1,157) in client funds.

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

	Jan-Dec	Jan-Dec
(SEKm)	2015	2014
Equity - at beginning of year	2,369	2,136
Dividends paid ¹⁾	-38	-22
Redemption of preference shares	-440	-
Total comprehensive income for the year	197	255
Equity - at end of year	2,088	2,369

CONSOLIDATED CASH FLOW STATEMENTS²⁾

	Jan-Dec	Jan-Dec
(SEKm)	2015	2014
Profit before tax	289	271
Adjustments for items not affecting cash flow	71	41
Paid income tax	-24	-24
Cash flow from operating activities before changes in working capital	336	288
Changes in working capital	2,100	-1,010
Cash flow from operating activities	2,436	-722
Acquisitions of intangible and tangible fixed assets	-25	-18
Cash flow from investing activities	-25	-18
Dividends paid ¹⁾	-38	-22
Redemption of preferred shares	-440	-
Amortisation of bond issue	-935	-
Amortisation of subordinated liabilities	-248	-
Cash flow from financing activities	-1,661	-22
Cash flow for the year	749	-762
Cash and cash equivalents at beginning of year ³⁾	2,947	3,570
Translation differences in cash and cash equivalents	-77	140
Cash and cash equivalents at end of year ³⁾	3,620	2,947

1) Refers to dividends distributed to preference shares (Öresund/Creades), whereof SEK 22m refers to 2014 and the remaining SEK 16m was paid out in connection to the redemption of preferred shares.

2) The consolidated statements of cash flows include discontinuing operations. Cash flow statements for discontinuing operations are presented in Note 3.

3) Excluding cash and cash equivalents pledged as collateral.

PARENT COMPANY INCOME STATEMENT

	Jan-Dec	Jan-Dec
(SEKm)	2015	2014
Net income	10	10
Other external expenses	-17	-5
Personnel expenses	-28	-11
Operating profit/loss	-34	-6
Other interest income and similar income	-	0
Interest expenses and similar expenses	-21	-21
Profit/loss from participations in subsidiaries ¹⁾	732	-7
Profit/loss from financial items	711	-28
Profit/loss before tax	677	-33
Tax	0	0
Profit/loss for the year	678	-33

PARENT COMPANY STATEMENT OF OTHER COMPREHENSIVE INCOME

	Jan-Dec	Jan-Dec
	2015	2014
Profit/loss for the year	678	-33
Other comprehensive income:	-	-
Total comprehensive income for the year	678	-33

1) Includes dividend income from Carnegie Investment Bank AB of SEK 737m (-). It also includes a cost of SEK 30m (43) for additional purchase price to the National Debt Office (Riksgälden) and anticipated dividend income of SEK 25m from Carnegie Investment Bank AB. Carnegie Investment Bank AB has income of SEK 25m (36) from Valot Group AB attributable to its sale of Norrvidden. Accordingly, the effect in the Carnegie Holding Group, in respect of additional purchase price to the National Debt Office, is SEK -5m (-7).

PARENT COMPANY BALANCE SHEET

(SEKm)	31 Dec 2015	31 Dec 2014
Assets		
Shares and participations in group companies	2,604	2,604
Deferred tax assets	2	1
Total financial non-current assets	2,606	2,605
Receivables from group companies	28	79
Current tax assets	1	-
Other current receivables	9	7
Prepaid expenses and accrued income	0	0
Cash and bank	4	6
Total current assets	43	92
Total assets	2,648	2,697
Equity and liabilities		
Shareholders' equity	2,414	2,215
Convertible debentures	162	410
Trade account payables	4	0
Other current liabilities	33	44
Accrued expenses and prepaid income	27	23
Other provisions	2	-
Pension provisions	8	5
Total equity and liabilities	2,648	2,697
Pledged assets and contingent liabilities		
Pledged assets	-	-
Contingent liabilities	115	120

ACCOUNTING POLICIES

With respect to the Group, this report was prepared in compliance with IAS 34 Interim Reporting, the Swedish Act on Annual Reports of Credit Institutes and Securities Companies (ÅRKL 1995:1559) and the Regulations and general recommendations regarding annual reporting of credit institutions and securities companies issued by the Swedish Financial Supervisory Authority (FFFS 2008:25). RFR 1, Supplementary Accounting Regulations for Corporate Groups, issued by the Swedish Financial Accounting Standards Council, was also applied. The parent company's financial statements were prepared in accordance with the Swedish Annual Accounts Act (ÅRL 1995:1554) and recommendation RFR 2 Accounting of Legal Entities issued by the Swedish Financial Accounting Standards Council.

The accounting policies and calculation methods applied in the report are identical in all material respects to those applied in the annual report for 2014. However, Carnegie Fonder AB is presented as "Discontinuing operations" in the Consolidated statements of comprehensive income and the Consolidated statements of financial position, in accordance with IFRS 5. Supplementary disclosures are presented in Note 3.

Please note that rounding in the report may result in amounts in SEK millions not agreeing when summed. Unless otherwise specified, all comparison figures in the report refer to the corresponding period in 2014.

NOTE 1 ASSETS AND LIABILITIES MEASURED AT FAIR VALUE

31 Dec 2015				
(SEKm)	Quoted prices in active markets (Level 1)	Valuation technique using observable inputs (Level 2)	Valuation technique using non-observable inputs (Level 3)	Total
Assets				
Negotiable government securities	694	-	-	694
Bonds and other interest-bearing securities	1,863	37	-	1,899
Shares and participations	232	32	-	264
Derivative instruments	74	1	-	75
Total	2,862	70	-	2,932
Liabilities				
Short positions, shares	104	-	-	104
Derivative instruments	81	2	-	83
Total	185	2	-	187

31 Dec 2014				
(SEKm)	Quoted prices in active markets (Level 1)	Valuation technique using observable inputs (Level 2)	Valuation technique using non-observable inputs (Level 3)	Total
Assets				
Negotiable government securities	291	-	-	291
Bonds and other interest-bearing securities	1,655	47	-	1,702
Shares and participations	307	11	-	319
Derivative instruments	92	2	-	94
Total	2,345	60	-	2,406
Liabilities				
Short positions, shares	143	-	-	143
Derivative instruments	69	0	-	70
Total	212	-	-	213

The table above presents the Group's financial assets and liabilities measured at fair value as of 31 December 2015, with comparison figures for December 2014. When the fair value is determined for financial instruments, various methods are used depending upon the degree of observability of market data in the valuation and market activity. The valuation techniques and the Group's valuation process are described in more detail in the Annual Report for 2014.

There were no transfers between Level 1 and Level 2 during the presented periods.

The fair value of other financial assets recognised at amortised cost is estimated to be equal or close to the carrying amounts for these assets.

NOTE 2 FINANCIAL ASSETS AND LIABILITIES SUBJECT TO OFFSETTING

31 Dec 2015			
Financial assets and liabilities subject to offsetting			
(SEKm)	Gross amounts	Offset	Net amounts in balance sheet
Assets			
Trade and client receivables ¹⁾	1,693	-1,485	208
Liabilities			
Trade and client payables ²⁾	1,555	-1,488	67
31 Dec 2014			
Financial assets and liabilities subject to offsetting			
(SEKm)	Gross amounts	Offset	Net amounts in balance sheet
Assets			
Trade and client receivables ¹⁾	1,327	-937	390
Liabilities			
Trade and client payables ²⁾	956	-937	19

1) Included in the balance sheet item *Other assets*

2) Included in the balance sheet item *Other liabilities*

The above table presents the financial assets and liabilities that are recognised net in the balance sheet. Net accounting is applied for financial assets and financial liabilities in the balance sheet where Carnegie is legally entitled to offset transactions and has an intention to offset. At the closing date, these financial instruments comprised trade and client receivables and trade and client payables. Since the scope of financial assets and liabilities for which gross accounting is applied in the balance sheet, but which are subject to legally binding master netting agreements or the like, is marginal, these disclosures have been omitted.

NOTE 3 DISCONTINUING OPERATIONS - CARNEGIE FONDER

Profit from discontinuing operations¹⁾

	Jan-Dec	Jan-Dec
(SEKm)	2015	2014
Operating income	346	260
Operating expenses ²	-211	-137
Operating profit	135	123
Financial items, net	0	1
Profit after financial items	135	124
Income tax	-	-
Profit from discontinuing operations	135	124

¹⁾ Includes profit from Carnegie Fonder AB and group items related to Carnegie Fonder AB.

²⁾ Whereof SEK -21m (-21) relates to amortisation of intangible assets, net after reversal of deferred tax.

Assets and liabilities held for sale

(SEKm)	31 Dec 2015	31 Dec 2014
Intangible assets ²⁾	648	675
Tangible fixed assets	2	4
Current receivables	94	181
Cash	54	223
Total assets	798	1,083
Deposits and borrowing from the public	-	70
Current liabilities	180	144
Deferred tax liabilities ²⁾	50	56
Total equity and liabilities	230	270

²⁾ Refers to group surplus values.

Cash flow from discontinuing operations

Cash flow from operating activities	-24	154
Cash flow from investing activities	-	-3
Cash flow from financing activities	-145	-123
Cash flow for the year	-170	28
Cash at beginning of year	223	195
Cash at end of year	54	223

HISTORICAL DATA

	2015	2014	2013	2012	2011
Income Statement, SEKm					
Operative income	2,327	2,101	1,773	1,572	1,744
Personnel expenses before variable remuneration	-1,104	-998	-906	-1,010	-1,310
Other expenses	-547	-523	-482	-579	-640
Operative expenses¹⁾	-1,651	-1,522	-1,388	-1,590	-1,950
Operative profit/loss¹⁾	675	579	385	-17	-206
Financing expenses, variable remuneration, etc. ²⁾	-386	-308	-212	-149	-57
Profit/loss before taxes	289	271	173	-166	-263
Taxes	-75	-36	21	-117	9
Profit/loss for the period	214	235	194	-283	-254
Financial key data					
Operative C/I ratio, %	71	72	78	101	112
Operative income per employee (average), SEKm	3.6	3.3	2.8	2.2	2.2
Operative costs per employee (average), SEKm	2.6	2.4	2.2	2.3	2.4
Profit margin, %	9.2	11.2	11.0	neg.	neg.
Assets under Management, SEKm	101	89	78	71	93
Return on equity, %	9.1	10.4	9.7	neg.	neg.
Return on assets, %	1.6	2.1	1.8	neg.	neg.
Total assets, SEKm	12,234	12,443	10,613	10,741	12,483
Equity, SEKm	2,088	2,369	2,136	1,964	2,189
Financial position³⁾					
Common Equity Tier 1 Capital, SEKm	1,172	1,272	969	824	906
Total capital base, SEKm	1,334	1,770	1,378	1,234	1,316
Riskweighted assets, SEKm	6,488	6,510	6,541	6,288	7,238
Common equity Tier 1 capital ratio (CET1), %	18.1	19.5	14.8	13.1	12.5
Capital adequacy ratio, %	20.6	27.2	21.1	19.6	18.2
Liquidity Coverage Ratio, % ⁴⁾	283	-	-	-	-
Liquidity reserve, SEKm ⁴⁾	3,754	-	-	-	-
Employees					
Average number of employees	642	633	631	704	808
Number of employees at period end (FTE)	654	638	622	653	758

1) Excluding remuneration, Group-wide amortisation of intangible assets and credit losses.

2) Including Group-wide amortisation of intangible assets and credit losses.

3) In compliance with the Capital Requirements Regulation (CRR) implemented in 2014, the calculation of the capital base has changed slightly compared with earlier years.

4) Reporting of liquidity coverage ratio and liquidity reserve is a regulative requirement as of 2015.

DEFINITIONS OF KEY DATA

Average number of employees for the period

Number of employees at the end of each month divided by the number of months in the period.

Capital requirement

A measure of how much capital an institution must have, taking into consideration the risks involved in the business.

Capital adequacy ratio

Total regulatory capital base as a percentage of risk-weighted assets.

Common equity Tier 1 capital ratio

Total regulatory common equity Tier 1 capital as a percentage of risk-weighted assets.

Income per employee

Operative income for the period per the average number of employees

Liquidity coverage ratio

Total regulatory liquid assets as a percentage of net outflows.

Number of employees at the end of the period

Number of annual employees (full-time equivalents) at the end of the period.

Operative C/I ratio

Operative expenses as a percentage of operative income.

Operative costs per employee

Operative costs for the period per the average number of employees

Profit margin

Profit for the period as a percentage of operative income.

Return on assets

Profit as a percentage of average assets.

Return on equity

Profit as a percentage of average equity.

REVIEW

This report has been reviewed by the company's auditors.

CERTIFICATION

The Board of Directors and the President and CEO hereby certify that the report provides a true and fair view of the operations, position and earnings of the parent company and the Group and describes the material risks and uncertainties faced by the parent company and the companies included in the Group.

Carnegie Holding AB
Stockholm, 17 February 2016

Bo Magnusson
Chairman of the Board

Mårten Andersson
Board member

Ingrid Bojner
Board member

Björn Jansson
President and CEO

Harald Mix
Board member

Andreas Rosenlew
Board member

Fredrik Strömholm
Board member