## ON TRACK. To a successful future. INTERIM REPORT 2<sup>ND</sup> QUARTER 2015





# Our key figures

|                                                                                     | Unit        | 1.1.–<br>30.6.2015 | 1.1<br>30.6.2014 | Change on prior year % | Q2 2015   | Q2 2014   | Change on prior year % |
|-------------------------------------------------------------------------------------|-------------|--------------------|------------------|------------------------|-----------|-----------|------------------------|
| SCHMOLZ + BICKENBACH GROUP                                                          |             |                    |                  |                        |           |           |                        |
| Sales volume 1)                                                                     | kilotonnes  | 952                | 980              | -2.9                   | 469       | 480       | -2.3                   |
| Revenue 1)                                                                          | million EUR | 1 488.9            | 1 487.5          | 0.1                    | 723.2     | 739.1     | -2.2                   |
| Adjusted EBITDA 1)                                                                  | million EUR | 117.5              | 133.8            | -12.2                  | 61.1      | 71.2      | -14.2                  |
| Operating profit before depreciation and amortisation (EBITDA) $^{\mbox{\tiny 1)}}$ | million EUR | 112.5              | 130.8            | -14.0                  | 58.0      | 69.9      | -17.0                  |
| Adjusted EBITDA margin (%) 1)                                                       | %           | 7.9                | 9.0              | -12.2                  | 8.4       | 9.6       | -12.5                  |
| EBITDA margin (%) 1)                                                                | %           | 7.6                | 8.8              | -13.6                  | 8.0       | 9.5       | -15.8                  |
| Operating profit (EBIT) 1)                                                          | million EUR | 49.1               | 73.8             | -33.5                  | 27.6      | 41.3      | -33.2                  |
| Earnings before taxes (EBT) 1)                                                      | million EUR | 26.4               | 49.6             | -46.8                  | 17.4      | 32.2      | -46.0                  |
| Net income (loss) (EAT)                                                             | million EUR | -117.6             | 35.2             | <-100                  | 4.8       | 22.8      | -78.9                  |
| Investments 1)                                                                      | million EUR | 77.5               | 30.7             | > 100                  | 58.3      | 18.8      | > 100                  |
| Free cash flow from continuing operations <sup>1)</sup>                             | million EUR | -7.9               | -0.8             | <-100                  | -10.2     | -77.3     | 86.8                   |
| Net debt <sup>2)</sup>                                                              | million EUR | 637.9              | 633.7            | 0.7                    | -         | _         |                        |
| Gearing <sup>2)</sup>                                                               | %           | 78.3               | 70.4             | 11.2                   | -         | -         |                        |
| Employees as at closing date 1)                                                     | positions   | 8 900              | 8 993            | -1.0                   | -         | _         |                        |
| Total assets                                                                        | million EUR | 2476.3             | 2 5 2 2 . 9      | -1.8                   | -         | _         |                        |
| Shareholders' equity                                                                | million EUR | 814.5              | 900.7            | -9.6                   | -         | -         |                        |
| Equity ratio                                                                        | %           | 32.9               | 35.7             | -7.8                   | -         |           |                        |
| SCHMOLZ + BICKENBACH SHARE                                                          |             |                    |                  |                        |           |           |                        |
| Earnings per share from continuing operations $^{\scriptscriptstyle 3\!j}$          | EUR/CHF     | 0.01/0.01          | 0.04/0.05        |                        | 0.01/0.01 | 0.03/0.03 |                        |
| Earnings per share 3)                                                               | EUR/CHF     | -0.13/-0.14        | 0.04/0.05        |                        | 0.00/0.00 | 0.03/0.03 |                        |
| Shareholders' equity per share                                                      | EUR/CHF     | 0.85/0.89          | 0.94/1.14        |                        |           |           |                        |
| Highest/lowest share price                                                          | CHF         | 1.08/0.78          | 1.51/1.14        |                        | 0.96/0.83 | 1.51/1.19 |                        |

<sup>1)</sup> Following reclassification of the discontinued operations as at 31.3.2015, the figure for the reporting period now refers only to continuing operations. The prior-year figures were restated accordingly.

<sup>2</sup> Following reclassification of the discontinued operations as at 31.3.2015, the figure for the reporting period now refers only to continuing operations. The prior-year figures were not restated and continue to include all operations.

<sup>3)</sup> The earnings per share are based on the net income (loss) after deduction of the portions allocable to the non-controlling interests.

# Our profile

SCHMOLZ + BICKENBACH is one of the leading producers of premium special steel long products, operating with a global sales and service network. We focus on meeting our customers' specific needs and delivering high-quality products.

Providing special steel solutions.

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### Dear shareholders,

Following our announcement end of March 2015 that we had signed a sales agreement for the selected distribution entities in Germany, Belgium, the Netherlands and Austria, the second quarter of 2015 was characterised by the steps required prior to closing.

We successfully concluded the transaction on 22 July 2015. The enterprise value agreed for the distribution entities came to EUR 88.6 million. The provisional purchase price (equity value) is EUR 56.6 million and will be finalised following discussions between the two parties. JACQUET METAL SERVICE transferred EUR 48.6 million on 22 July 2015. This has enabled us to take a major step forward in our strategic realignment, which provides for a focus on the production of special long steel and the sale of our own products via the Group's own *Sales & Services* network. As in the first quarter of 2015, reporting in this quarterly report is on the basis of the continuing operations, excluding the selected distribution entities.

We had to hold our ground in a market environment that continues to be challenging. The nickel price fluctuated heavily in the second quarter of the year and decreased to around USD 11 800/tonne as at the end of the quarter. The fact that the euro was still weak against the Swiss franc continued to negatively impact our Swiss entities. The continued weak oil price, the subdued outlook for the steel industry and the cautious expectations of our customers' industries round off this picture.

Rest assured that I – together with Mr Wellhausen, an experienced CFO and steel manager with extensive management competence, who took up his post on 1 April 2015 – will not let up in my efforts to support SCHMOLZ + BICKENBACH and help it make further progress on the course we are taking.

#### Order situation down

In the first half of 2015, there was a slight decrease in order intake compared to the prior-year figure. For example, the order backlog of 476 kilotonnes as at 30 June 2015 was down on the levels as at 30 June 2014 (539 kilotonnes) and as at 31 December 2014 (497 kilotonnes).

#### Sales and revenue down

Compared to the same quarter of the prior year, sales at the continuing operations decreased by 11 kilotonnes or 2.3% to 469 kilotonnes, and revenue by EUR 15.9 million or 2.2% to EUR 723.2 million, in the second quarter of 2015.

#### Percentage gross margin improved, EBITDA margin down

We improved the percentage gross margin to 38.2% in the second quarter compared to the prior year. The EBITDA margin decreased in comparison to the same period of the prior year from 9.5% to 8.0%.

#### Earnings after taxes from continuing operations still positive

Earnings after taxes from continuing operations fell by EUR 11.9 million on the prior-year quarter and came to EUR 10.3 million.

#### Thanks to our shareholders, employees and customers

On behalf of the Board of Directors and Executive Board, allow me to thank our shareholders for their confidence and ask for their continued support. I would also like to thank our employees, who work tirelessly each and every day to shape SCHMOLZ + BICKENBACH's future. Allow me also to thank our customers and business partners for the good, long-standing and trust-based working relationships.

Clemens Iller CEO

# Management report

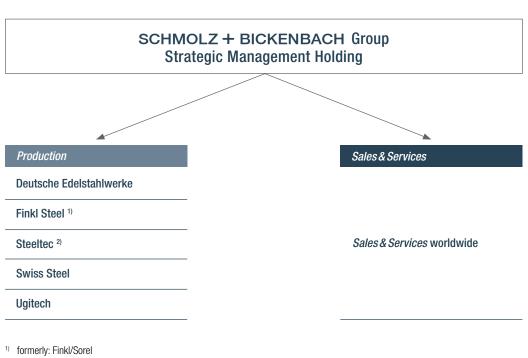
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## BUSINESS ENVIRONMENT AND STRATEGY

**Business model** 

SCHMOLZ + BICKENBACH is an independent and fully integrated steel group with operations around the world. One of the leading global producers of special long steel, SCHMOLZ + BICKENBACH has an integrated business model built around the divisions Production and Sales & Services, which allow SCHMOLZ + BICKENBACH to leverage strategic and operational synergies. With a premium product portfolio and a focus on research and development, we are able to enter strategic growth markets.



2) formerly: S+B Bright Bar

#### Our divisions

## *Production* – specialised steelmaking, forging and rolling plants in Europe and North America; drawing mills, bright steel production and heat treatment in northern and western Europe and Turkey

SCHMOLZ + BICKENBACH operates a total of nine steelmaking plants in Canada, France, Germany, Switzerland and the USA. Of these, six have their own melting furnaces, while three operate without on-site melting facilities. The steel plants complement each other in terms of formats and qualities, covering the entire spectrum for special long steel. Besides the three main product groups – engineering steel, stainless steel and tool steel – the range includes special steel products. The mills sell their products via *Sales & Services* or directly to external customers. SCHMOLZ + BICKENBACH is represented in Denmark, France, Germany, Italy, Sweden, Switzerland and Turkey, where it operates its own processing plants. These include bar and wire-drawing mills, bright-steel products to the customer's exact specifications. Characteristics such as close dimensional tolerance, strength and surface quality are precisely matched to the customer's brief.

The *Production* division encompasses the business units Deutsche Edelstahlwerke (DE), Finkl Steel (CA, US), Steeltec (CH, DE, DK, SE, TR), Swiss Steel (CH) and Ugitech (DE, FR, IT).

Since April 2015, the Group's North American subsidiaries Finkl & Sons, Composite Forgings and Sorel Forge have come closer together and cooperate as the Finkl Steel group.

Since March 2015, we have pooled the production and sales activities of the bright steel entities in Germany at the Dusseldorf and Niedereschach locations, in Switzerland, Denmark, Sweden and Turkey. Under the Steeltec name (formerly: S+B Bright Bar), we are now trading as a unified organisation and bringing together our expertise in the areas of materials, production and service, as well as applications.

#### Sales & Services

We combine our global sales activities within *Sales & Services*. The aim of this organisation is to offer our customers global access to our products in the high quality they expect and when they need them. With around 69 distribution and service branches in more than 30 countries, the *Sales & Services* organisation guarantees the consistent and reliable supply of special steel and end-to-end customer solutions worldwide. These include technical consulting and downstream processes such as sawing, milling and hardening as well as supply chain management. The product range is dominated by special steel long products from our own *Production* division, supplemented by a selection of products purchased externally from third-party providers.

We consciously and continuously extend our sales network. As part of this expansion strategy, we opened a new location in the emerging Indian market in 2014 and are planning to open new sites in the coming years. SCHMOLZ + BICKENBACH's integrated and complementary structure helps us realise important synergies across the Group.

#### Our market

We operate in the niche market for special long steel, i.e. long steel with specific properties resulting from the chemical composition of the steel, a defined crystalline structure (achieved through heat treatment), or a combination of the two. The special long steel niche market accounts for around 7% of total steel production worldwide. It differs significantly in a number of respects from the rest of the steel market, which tends to have standard grades and flat products: special long steel can be tailored to customers' exact needs and specific application properties, enabling considerable product differentiation. The production of tailored products calls for extensive know-how in the individual application industries. We often work closely with our customers at the development stage, which results in a high degree of loyalty to us as a supplier. Substitution pressure is less severe than for other materials as special steel solutions combine a number of properties for a given application. Megatrends such as population growth, urbanisation and increased mobility go hand in hand with a shortage of resources. This development is forcing more sustainable behaviour, which will in turn drive demand for special steel solutions in terms of both volume and value.

Our special long steel is produced from scrap with the addition of alloys. Prices are determined using base prices plus an industry-standard surcharge system for scrap and alloys. This system enables commodity price fluctuations to be passed on to customers without the need for renegotiation. Compared to conventional steel, special long steel is therefore considerably less exposed to the volatility of commodity prices.

#### Products

SCHMOLZ + BICKENBACH has a broad product range covering the entire application spectrum of special long steel. With our comprehensive range of steel grades, dimensions and surface treatments, we offer our partners solutions tailored to their needs.

#### Engineering steel - special materials for extreme loads

Engineering steel is used in a multitude of applications. However, it is especially called for in applications with high mechanical loads and when components need to be both reliable and durable. Examples include drive, engine and chassis components for the automotive industry, turbine parts for power generation and gear components for wind energy systems.

#### Stainless steel - resistant to corrosion, acids and heat

Stainless steel is resistant to corrosion, acids and extreme thermal stresses. It is strong but ductile. These characteristics, paired with aesthetic design options, make stainless long steel an attractive material for many specialised applications. Key application areas include the automotive, mechanical engineering, food and chemical industries as well as medical engineering, the oil and gas industry and aviation.

#### Tool steel - technical application consulting as the key to success

SCHMOLZ + BICKENBACH is a global leader in producing tool steel. The product range spans cold-work steel, hot-work steel, highspeed steel and plastic mould steel, which is used in the automotive or the food packaging industry, for example. SCHMOLZ + BICKENBACH has many years of extensive know-how in customers' specific application areas. It is this expertise that enables us to advise customers on the technical aspects of their products. We work closely with them to find the best special steel solutions for their individual requirements.

#### Strategy

Our long-term goal is to create a robust, profitable, innovative and global group for special long steel. Our strategy, geared towards sustainable earnings growth, dictates the tactical moves in our corporate development, including realising the market and structural synergy potential of an integrated group.

Thanks to a successful buy-and-build investment strategy launched back in 2003, SCHMOLZ + BICKENBACH has developed into a fully integrated supplier of special long steel and is today a global leader. Our core competence – and the focus of our corporate strategy – is production. With the signing of the purchase agreement on the disposal of selected distribution entities in Germany, Belgium, the Netherlands and Austria to JACQUET METAL SERVICE at the end of March 2015, SCHMOLZ + BICKENBACH has taken a major step forward in its strategic realignment. The distribution entities concerned were part of the *Sales & Services* division. Their business models are not consistent with that of the Group in general and they mainly sell third-party products. These entities therefore no longer reflected the SCHMOLZ + BICKENBACH Group's strategic focus on production and sale of mill-own products. The strategically important area of tool steel will remain at SCHMOLZ + BICKENBACH.

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The European anti-trust authorities approved the transaction unconditionally. As a result, the sale was closed on 22 July 2015. SCHMOLZ + BICKENBACH and the selected distribution entities have been independent of each other in both operational and legal terms since this date.

SCHMOLZ + BICKENBACH is clearly positioned in the market for high-grade special long steel – a considerable advantage in terms of competition and differentiation:

- > As a fully integrated and leading global supplier for the entire special long steel products range
- > Excellent potential for differentiation in products and customised solutions
- Strong customer loyalty through technical application consulting, high quality of service as well as operating and functional reliability
- > Low substitution pressure, since often only special long steel can embody all of the required properties
- > Technological expertise and many years of management experience

These qualities secure our leading position in the three main product segments – engineering steel, stainless steel and tool steel.

In 2013, the Executive Board launched an extensive programme across all business units to boost growth and earnings and improve operational earning power and the capital structure in a sustainable manner. This was expected to increase the operating profit (EBITDA) by around EUR 230 million in the medium term (based on the 2012 earnings level). Just over EUR 100 million of this relates to cost-cutting and efficiency measures alone. This overall effect included the disposed-of selected distribution entities in an amount of around EUR 20 million, with the result that the expected overall effect now comes to EUR 210 million. The earnings contribution from the growth and earnings improvement programme met the target in 2014, demonstrating the considerable impact of this initiative on the positive development of key financial performance indicators within the SCHMOLZ + BICKENBACH Group.

#### Strategic growth potential

We strive to extend our leading position in our core business and have identified key potential to do so as follows:

- > Enhance and optimise the product portfolio continuously (focusing on technical products) and expand sales activities by strengthening our international sales network
- > Continue to deepen know-how in application industries and expand operations in new application areas as a way to strengthen customer loyalty and safeguard our position as technology leader
- Strengthen our innovative capacity through internal measures and targeted collaboration with customers and other external partners such as universities and trade associations
- Position and strengthen SCHMOLZ + BICKENBACH as an attractive brand in the sales, capital and employment markets
- > Exploit synergies and complementary strengths within the Group to the fullest extent
- > Take M&A opportunities as they arise with a focus on growth regions and consolidation opportunities

## CAPITAL MARKET

The SCHMOLZ + BICKENBACH share is listed on the SIX Swiss Exchange in accordance with the International Reporting Standard and traded daily on a liquid market.

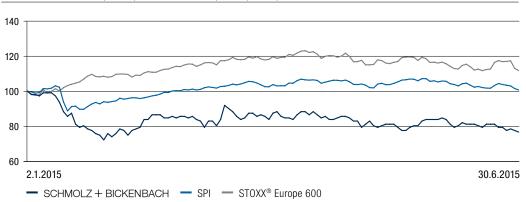
#### SCHMOLZ + BICKENBACH share price development

The continued low prevailing interest rates due to the central banks' expansive monetary policy meant that shares remained one of the few forms of investment that promised a yield. Major European share indices reached new record levels over the course of the first half of 2015. Neither the Greek debt crisis nor the conflicts in Ukraine and the Middle East could dampen the rise in share prices for long.

The first positive effects of lower energy prices and the weak euro for the economy in the Eurozone were seen in the first half of the year. According to the ifo business climate indicator, sentiment at companies in the Eurozone rose continuously in the first half of the year. The slight economic weakness seen in the USA at the beginning of the year was mainly due to temporary effects such as the harsh winter. The continuing fall in the oil price as well as the stronger dollar against the euro led to a slight deterioration in economic prospects in the USA over the remainder of the first half of 2015.

However, the signs for the steel sector have taken a considerable turn for the worse. For example, the German Steel Federation (Wirtschaftsvereinigung Stahl) significantly lowered its forecast for the market as a whole and for the most important steel consumers.

The SCHMOLZ + BICKENBACH share did not benefit from the general upward trend of the stock exchanges. The substantial appreciation of the Swiss franc at the beginning of the year, a blow from which the share has so far been unable to recover, had a particularly negative impact. After opening the quarter at CHF 0.93, the share closed at CHF 0.83 as at 30 June 2015 – a loss of 10.8%. The SPI, which includes the SCHMOLZ + BICKENBACH share, fell by 2.5% in the same period, while the STOXX<sup>®</sup> Europe 600 was down 6.5%.

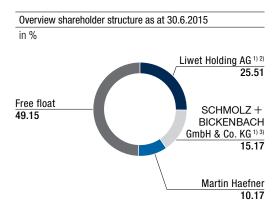


**Development of share price from 2.1.2015 to 30.6.2015 |** SCHMOLZ + BICKENBACH share compared to Swiss Performance Index (indexed) and to STOXX<sup>®</sup> Europe 600 (indexed)

#### Facts and figures on the share

| ISIN                         | CH0005795668                                      |
|------------------------------|---------------------------------------------------|
| Securities number            | 579566                                            |
| Ticker symbol                | STLN                                              |
| Bloomberg                    | STLN SE                                           |
| Reuters                      | STLN.S                                            |
| Type of security             | Registered share                                  |
| Trading currency             | CHF                                               |
| Listed on                    | SIX Swiss Exchange                                |
| Indices                      | SPI, SPI Extra, SPI ex SLI, Swiss All Share Index |
| Number of shares outstanding | 945000000                                         |
| Nominal value in CHF         | 0.50                                              |
|                              |                                                   |

In the first half of 2015, an average of 2.3 million SCHMOLZ + BICKENBACH shares were traded each day compared to around 3.2 million shares in 2014.



<sup>1)</sup> Form a group according to SESTA.

<sup>2)</sup> Renova group company; the shares held by Venetos Holding AG were transferred to Liwet Holding AG in Zurich as the result of a merger.

<sup>3)</sup> Indirectly via the subsidiaries SCHMOLZ + BICKENBACH Beteiligungs GmbH and SCHMOLZ + BICKENBACH Holding AG.

#### Shareholder structure

Share capital as at 30 June 2015 comprised 945 000 000 fully paid-up registered shares with a nominal value of CHF 0.50 each. There were no major changes to the shareholder structure in the reporting period. In addition to the long-term anchor shareholder Liwet Holding AG (the shares held by Venetos Holding AG were transferred to Liwet Holding AG in Zurich as a result of a merger), a Renova group company, and SCHMOLZ + BICKENBACH GmbH & Co. KG, which bundles the interests of the former founding families, Martin Haefner holds 10.2% of the voting rights.

#### **Annual General Meeting**

The Annual General Meeting was held in Emmenbrücke on 15 April 2015. It approved the annual report for the fiscal year 2014, the annual and consolidated financial statements for the fiscal year 2014, the proposal not to distribute a dividend, as well as the compensation report, on the basis of a consultative vote.

Ernst & Young was confirmed as auditor for a further year. The law firm Burger & Müller from Lucerne was elected as independent proxy.

The following members of the Board of Directors were re-elected: Edwin Eichler (Chairman), Michael Büchter, Marco Musetti, Dr Heinz Schumacher, Dr Oliver Thum and Hans Ziegler. Johan Van de Steen was elected as a new member of the Board of Directors. In addition, Marco Musetti, Dr Heinz Schumacher and Hans Ziegler were elected members of the Compensation Committee.

The Annual General Meeting also approved the Board of Directors' proposal for total compensation of the members of the Board of Directors and of the members of the Executive Committee.

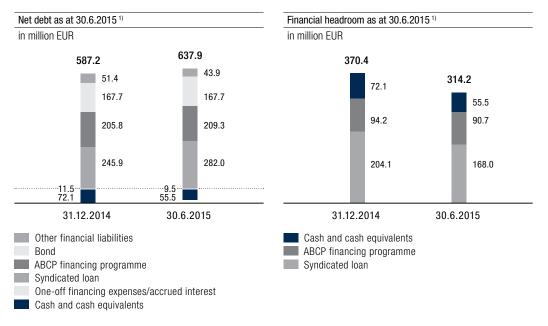
#### Financing

SCHMOLZ + BICKENBACH's financing structure is built on three main pillars: a syndicated loan, an ABCP financing programme and a corporate bond.

SCHMOLZ + BICKENBACH successfully refinanced the syndicated loan and ABCP financing programme in June 2014. The new revolving loan facility – once again a syndicated loan – and the ABCP financing programme replace or extend the previous financing, which was due to expire in April 2015.

SCHMOLZ + BICKENBACH was able to extend the maturity dates considerably by a term of five years ending April 2019. The Company also secured better structural conditions for both financing lines.

Unused financing lines and freely disposable funds come to around EUR 314 million as at 30 June 2015, ensuring the Company has sufficient financial resources.



<sup>1)</sup> Following reclassification of the discontinued operations as at 31.3.2015, the figures for the reporting period now refer only to continuing operations. The prior-year figures were not restated and continue to include all operations.

#### Corporate bond 2012-2019 of SCHMOLZ + BICKENBACH Luxembourg S.A. (LU)

SCHMOLZ + BICKENBACH issued a corporate bond on 16 May 2012 with a final maturity date of 15 May 2019. The senior secured notes were issued by our indirect subsidiary SCHMOLZ + BICKENBACH Luxembourg S.A. (LU) at 96.957% of the nominal value and with a coupon of 9.875% p.a. Interest is payable semi-annually on 15 May and 15 November. The senior secured notes are listed on the Luxembourg Stock Exchange and traded on the Euro MTF market.

SCHMOLZ + BICKENBACH carried out a capital increase with a volume of around CHF 438 million in October 2013. This transaction considerably strengthened the Company's capital basis. Proceeds from the capital increase were used to repay some of the syndicated loan still current at that time and to redeem a portion of the corporate bond in December 2013.

As at 30 June 2015, the bond was priced at 106.75%, giving an effective yield of 5.4%.

| Issuer                 | SCHMOLZ + BICKENBACH Luxembourg S.A. |
|------------------------|--------------------------------------|
| Listed on              | Luxembourg Stock Exchange            |
| ISIN                   | DE000A1G4PS9/DE000A1G4PT7            |
| Type of security       | Fixed-interest notes                 |
| Trading currency       | EUR                                  |
| Nominal volume         | EUR 258.0 million                    |
| Outstanding volume     | EUR 167.7 million                    |
| Pool factor            | 0.65253                              |
| Issue price            | 96.957%                              |
| Issue date             | 16 May 2012                          |
| Coupon                 | 9.875%                               |
| Interest payable       | 15 May and 15 November               |
| Maturity               | 15 May 2019                          |
| Next term of notice    | 15 May 2015                          |
| Denomination           | 1 000                                |
| Minimum trading volume | 100 000                              |

| Key bond facts and figures |
|----------------------------|
|                            |

| Rating agency     | Rating | Outlook | Latest rating    |
|-------------------|--------|---------|------------------|
| Moody's           | B2     | stable  | 24 November 2014 |
| Standard & Poor's | B+     | stable  | 30 October 2014  |
|                   |        |         |                  |

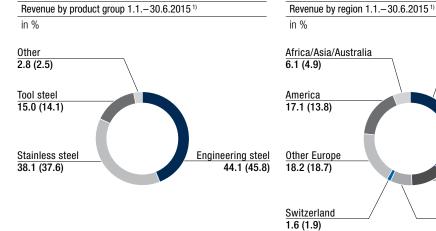
| Financial calendar |                               |
|--------------------|-------------------------------|
| 12 November 2015   | Q3 Report 2015, Investor Call |

#### Contact

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## BUSINESS DEVELOPMENT OF THE GROUP

|                                                               | 1.1       | 1.1       | Change on    | 00.0015 | Q2 2014 | Change on    |
|---------------------------------------------------------------|-----------|-----------|--------------|---------|---------|--------------|
| Key figures on results of operations                          | 30.6.2015 | 30.6.2014 | prior year % | Q2 2015 | QZ 2014 | prior year % |
| in million EUR                                                |           |           |              |         |         |              |
| Sales volume (kilotonnes) 1)                                  | 952       | 980       | -2.9         | 469     | 480     | -2.3         |
| Revenue <sup>1)</sup>                                         | 1 488.9   | 1 487.5   | 0.1          | 723.2   | 739.1   | -2.2         |
| Adjusted EBITDA 1)                                            | 117.5     | 133.8     | -12.2        | 61.1    | 71.2    | -14.2        |
| Operating profit before depreciation and amortisation         |           |           |              |         |         |              |
| (EBITDA) <sup>1)</sup>                                        | 112.5     | 130.8     | -14.0        | 58.0    | 69.9    | -17.0        |
| Adjusted EBITDA margin (%) 1)                                 | 7.9       | 9.0       | -12.2        | 8.4     | 9.6     | -12.5        |
| EBITDA margin (%) 1)                                          | 7.6       | 8.8       | -13.6        | 8.0     | 9.5     | -15.8        |
| Operating profit (EBIT) <sup>1)</sup>                         | 49.1      | 73.8      | -33.5        | 27.6    | 41.3    | -33.2        |
| Earnings before taxes (EBT) <sup>1)</sup>                     | 26.4      | 49.6      | -46.8        | 17.4    | 32.2    | -46.0        |
| Earnings after taxes from continuing operations <sup>1)</sup> | 12.2      | 33.5      | -63.6        | 10.3    | 22.2    | -53.6        |
| Net income (loss) (EAT)                                       | -117.6    | 35.2      | <-100        | 4.8     | 22.8    | -78.9        |





Revenue | Compared to 1.1.-30.6.2014 (in brackets)

<sup>1)</sup> Following reclassification of the discontinued operations as at 31.3.2015, the figures for the reporting period now refer only to continuing operations. The prior-year figures were restated accordingly.

Germany 38.3 (41.9)

Italy 11.2 (11.0)

France

7.5 (7.8)

#### **Discontinued operations**

With the conclusion of the agreement on the disposal of selected distribution entities in Germany, Belgium, the Netherlands and Austria, these entities were classified as discontinued operations as at 31 March 2015. The assets and liabilities of these entities have been disclosed separately in the statement of financial position since then. In the income statement, the profit or loss from discontinued operations is disclosed separately, and the income statement of the prior period was restated accordingly. In the statement of cash flows, the cash flows of the discontinued operations are disclosed separately from the cash flows of the continuing operations, and the presentation of the prior period was restated accordingly. The following information on the business development of the Group relates to the continuing operations, unless stated otherwise.

#### Order situation down

In the first half of 2015, there was a slight decrease in order intake compared to the prior-year figure. As a result, the order backlog of 476 kilotonnes as at 30 June 2015 was down on the levels as at 30 June 2014 (539 kilotonnes) and as at 31 December 2014 (497 kilotonnes).

The volume of crude steel produced at our plants in the first six months of the fiscal year saw a slight decrease of 5.2% compared to the prior-year period to 1.047 kilotonnes (1.1-30.6.2014: 1.105 kilotonnes).

#### Stable revenue due to exchange rate effects despite slight fall in sales

Compared to the same quarter of the prior year, sales at the continuing operations decreased by 11 kilotonnes or 2.3% to 469 kilotonnes (Q2 2014: 480 kilotonnes), and revenue by EUR 15.9 million or 2.2% to EUR 723.2 million (Q2 2014: EUR 739.1 million), in the second quarter of 2015. Compared to the first half of 2014, we likewise had to contend with a slight decrease in sales of 28 kilotonnes or 2.9% to 952 kilotonnes (1.1-30.6.2014: 980 kilotonnes), while revenue increased slightly compared to the prior-year period by EUR 1.4 million or 0.1% to EUR 1 488.9 million (1.1-30.6.2014: EUR 1 487.5 million) on account of exchange rate effects. Adjusted for exchange rate effects, revenue would have decreased by 4.8% compared to the first half of the prior year.

There was some variation in the performance of sales volume and revenue in the individual regions and product groups. While revenue in Europe decreased by 5.5% in comparison to the first half of 2014, we achieved revenue growth of 26.6% and 20.3% in North America and the rest of the world, respectively. While the sales volume decreased in all three product groups (stainless steel -4.3%, tool steel -3.2%, engineering steel -2.4%), we achieved revenue growth with tool steel (+5.9%) and stainless steel (+1.4%), and revenue for engineering steel decreased by 3.7%.

Due to the removal of the selected distribution entities to be sold, the share in revenue of continuing operations attributable to Germany decreased in the first half of 2015 to 38.3% compared to the figure of 43.6% that would have been achieved had the discontinued operations been included. In contrast, the share in the Group's revenue attributable to the rest of the world increased to 23.2%, while a figure of 20.1% would have been achieved in the first half of 2015 had the discontinued operations been included.

#### Gross margin improved

Cost of materials of continuing operations – adjusted for the change in semi-finished and finished products – fell by EUR 11.5 million or 2.5% to EUR 446.6 million in the second quarter of 2015 (Q2 2014: EUR 458.1 million) and by EUR 10.0 million or 1.1% to EUR 927.9 million in the first half of 2015 (1.1.– 30.6.2014: EUR 937.9 million). Despite the slight decrease of EUR 4.4 million or 1.6% in the gross margin to EUR 276.6 million in the second quarter (Q2 2014: EUR 281.0 million), we recorded an overall increase of EUR 11.4 million or 2.1% to EUR 561.0 million (1.1.– 30.6.2014: EUR 549.6 million) in the gross margin in the first half of the year compared to the prior-year period. This is primarily attributable to a lower share of engineering steel in the product mix. As a result of this, we also improved the percentage gross margin in the second quarter to 38.2% (Q2 2014: 38.0%) and in the first half of the year to 37.7% (1.1.–30.6.2014: 36.9%) compared to the comparative prior-year period.

#### Other operating income and expenses up on prior-year level

At EUR 6.6 million (Q2 2014: EUR 7.8 million), other operating income of the continuing operations in the second quarter of 2015 was EUR 1.2 million or 15.4% lower than the prior-year level. Compared to the first half of the prior year, other operating income increased slightly by EUR 1.1 million or 7.1% to EUR 16.7 million (1.1.–30.6.2014: EUR 15.6 million).

Personnel costs rose by EUR 5.6 million or 4.0% in the second quarter to EUR 146.4 million (Q2 2014: EUR 140.8 million) and by EUR 17.5 million or 6.2% in the first six months of the fiscal year to EUR 298.9 million (1.1.–30.6.2014: EUR 281.4 million). This is largely due to collectively bargained pay rises and higher costs in the USA and Switzerland due to exchange rates. At the same time, the number of employees decreased by 93 employees compared to 30 June 2014 and by 101 employees compared to 31 December 2014.

In connection with the sudden appreciation of the Swiss franc against the euro as a result of the Swiss National Bank's discontinuation of the minimum exchange rate of CHF 1.20/EUR in mid-January, and the appreciation of the US dollar against the euro, there were net exchange losses totalling EUR 7.6 million (1.1.-30.6.2014): gains of EUR 0.8 million) in the first half of 2015. Driven by these exchange losses, other operating expenses of the continuing operations increased to EUR 166.3 million (1.1.-30.6.2014): EUR 153.0 million) in the first half of 2015, a rise of EUR 13.3 million or 8.7% compared to the prior-year level. By contrast, the increase of EUR 0.7 million or 0.9% in the second quarter of 2015 to EUR 78.8 million (Q2 2014): EUR 78.1 million) was comparatively moderate as the exchange losses were mainly recorded in the first quarter of the year.

#### EBITDA and EBIT negatively impacted by exchange losses and pressure on margins

At EUR 58.0 million in the second quarter of 2015 (Q1 2015: EUR 54.5 million, Q2 2014: EUR 69.9 million), operating profit before amortisation and depreciation (EBITDA) outperformed the first quarter but was down on the good figure for the same quarter of the prior year. There was a decrease in EBITDA of EUR 18.3 million or 14.0% to EUR 112.5 million compared to the first half of 2014 (1.1-30.6.2014: EUR 130.8 million). We increased the EBITDA margin in the second quarter of 2015 to 8.0% (Q1 2015: 7.1%) compared to the prior quarter; however, there was a decrease of 1.5 percentage points compared to the second quarter of the previous year (Q2 2014: 9.5%). The EBITDA margin for the first half of the year fell from 8.8% to 7.6% in a comparison with the first half of the prior year, reflecting ongoing price pressure.

Restructuring measures, the implementation of our new strategy and other special projects resulted in net nonrecurring expenses of EUR 5.0 million (1.1.–30.6.2014: EUR 3.0 million) in the first half of the year, which were deducted to give adjusted EBITDA. At EUR 117.5 million (1.1.–30.6.2014: EUR 133.8 million), adjusted EBITDA was down EUR 16.3 million or 12.2% compared to the prior year. The adjusted EBITDA margin decreased to 7.9% (1.1.–30.6.2014: 9.0%). In the second quarter, the adjusted EBITDA came to EUR 61.1 million (Q2 2014: EUR 71.2 million), representing a decrease of EUR 10.1 million or 14.2% on the same period of the prior year. The EBITDA margin fell to 8.4% (Q2 2014: 9.6%) in the second quarter of 2015.

Depreciation, amortisation and impairment increased by EUR 1.8 million or 6.3% in the second quarter to EUR 30.4 million (Q2 2014: EUR 28.6 million) and by EUR 6.4 million or 11.2% in the first half of the year to EUR 63.4 million (1.1.–30.6.2014: EUR 57.0 million). This figure for the first half of the year includes impairment losses on trademarks of EUR 2.2 million, which were necessitated by the pooling of the production and sales activities of the bright steel entities under the Steeltec umbrella brand in the first quarter of 2015. Compared to the prior-year figures, operating profit (EBIT) was down EUR 13.7 million or 33.2% to EUR 27.6 million (Q2 2014: EUR 41.3 million) in the second quarter of 2015 and down EUR 24.7 million or 33.5% to EUR 49.1 million (1.1.–30.6.2014: EUR 73.8 million) in the first half of the year.

#### Improved interest terms reduce net financial expense

The improved interest terms for the refinancing concluded in June 2014 are reflected in interest expenses on financial liabilities, which decreased by EUR 7.4 million or 28.0% compared to the same period of the prior year to EUR 19.0 million (1.1.-30.6.2014: EUR 26.4 million). Taking into account negative effects from marking interest and embedded derivatives to market, we thus reduced the net financial expense of the continuing operations by EUR 1.5 million or 6.2% compared to the first six months of the prior year to EUR 22.7 million (1.1.-30.6.2014: EUR 24.2 million).

#### Profit/loss from continuing operations down year-on-year

Earnings before taxes (EBT) of the continuing operations decreased in comparison to the respective prior-year periods by EUR 14.8 million or 46.0% to EUR 17.4 million (Q2 2014: EUR 32.2 million) in the second quarter of 2015 and by EUR 23.2 million or 46.8% to EUR 26.4 million (1.1.-30.6.2014: EUR 49.6 million) in the first half of 2015 as a consequence of the matters presented above. At EUR 14.2 million (1.1.-30.6.2014: EUR 16.1 million), the tax expense was EUR 1.9 million or 11.8% down on the prior-year figure, corresponding to a Group tax rate of 53.8% (1.1.-30.6.2014: 32.5%). The increase in the Group tax rate is primarily to be explained in terms of a change in composition of the profits or losses of the individual countries and the non-recognition of deferred tax assets on the losses of the German entities. As a result, earnings after taxes from continuing operations saw a total decrease of EUR 21.3 million or 63.6% to EUR 12.2 million in the first half of 2015 (1.1.-30.6.2014: EUR 33.5 million).

#### Profit/loss from discontinued operations negatively impacted by impairment losses

At EUR -3.1 million in the first half of 2015 (1.1.-30.6.2014: EUR 1.7 million), earnings after taxes from ordinary activities of the discontinued operations were EUR 4.8 million down on the figure for the same period of the prior year. As part of the first-time classification as discontinued operations, the disposal group was measured in its entirety at fair value less costs to sell as at 31 March 2015 and thereafter as at 30 June 2015. In both cases, this measurement was performed on the basis of provisional purchase price calculations and costs to sell, and as at 30 June 2015 resulted in a provisional impairment loss of EUR 126.7 million, for which no tax effects were taken into account as the expected loss on disposal will not be tax deductible. As a result, overall earnings after taxes from discontinued operations came to EUR -129.8 million (1.1.-30.6.2014: EUR 1.7 million).

#### Impairment loss of discontinued operations results in substantial net loss

Due to the loss from the discontinued operations, the Group's net income (loss) (EAT), which is calculated from the earnings after taxes from continuing and discontinued operations, was down EUR 152.8 million on the prior-year figure at EUR -117.6 million (1.1.-30.6.2014: EUR 35.2 million). As a result, earnings per share decreased to EUR -0.13 (1.1.-30.6.2014: EUR 0.04).

## BUSINESS DEVELOPMENT OF THE DIVISIONS

| Key figures of the divisions                                   | 1.1.–<br>30.6.2015 | 1.1.–<br>30.6.2014 | Change on<br>prior year % | Q2 2015 | Q2 2014 | Change on<br>prior year % |
|----------------------------------------------------------------|--------------------|--------------------|---------------------------|---------|---------|---------------------------|
| in million EUR                                                 |                    |                    |                           |         |         |                           |
| Production                                                     |                    |                    |                           |         |         |                           |
| Revenue                                                        | 1 382.4            | 1 388.7            | -0.5                      | 666.5   | 690.3   | -3.4                      |
| Adjusted EBITDA                                                | 111.6              | 126.3              | -11.6                     | 59.6    | 66.7    | -10.6                     |
| Operating profit before depreciation and amortisation (EBITDA) | 111.3              | 124.4              | -10.5                     | 59.9    | 65.6    | -8.7                      |
| Adjusted EBITDA margin (%)                                     | 8.1                | 9.1                | -11.0                     | 8.9     | 9.7     | -8.2                      |
| EBITDA margin (%)                                              | 8.1                | 9.0                | -10.0                     | 9.0     | 9.5     | -5.3                      |
| Investments                                                    | 35.6               | 29.2               | 21.9                      | 16.9    | 18.2    | -7.1                      |
| Operating free cash flow                                       | 18.6               | -18.2              | > 100                     | 42.4    | -59.1   | > 100                     |
| Employees as at closing date (positions)                       | 7510               | 7 7 50             | -3.1                      |         |         | _                         |
| Sales & Services <sup>1)</sup>                                 |                    |                    |                           |         |         |                           |
| Revenue                                                        | 293.0              | 246.1              | 19.1                      | 145.7   | 123.7   | 17.8                      |
| Adjusted EBITDA                                                | 11.1               | 13.3               | -16.5                     | 5.7     | 6.9     | -17.4                     |
| Operating profit before depreciation and amortisation (EBITDA) | 11.1               | 12.5               | -11.2                     | 5.7     | 6.1     | -6.6                      |
| Adjusted EBITDA margin (%)                                     | 3.8                | 5.4                | -29.6                     | 3.9     | 5.6     | -30.4                     |
| EBITDA margin (%)                                              | 3.8                | 5.1                | -25.5                     | 3.9     | 4.9     | -20.4                     |
| Investments                                                    | 1.7                | 1.2                | 41.7                      | 1.2     | 0.5     | > 100                     |
| Operating free cash flow                                       | -14.2              | 12.2               | <-100                     | 1.8     | 6.8     | -73.5                     |
| Employees as at closing date (positions)                       | 1 290              | 1149               | 12.3                      | _       | _       | _                         |

<sup>1)</sup> Following reclassification of the discontinued operations as at 31.3.2015, the figure for the reporting period now refers only to continuing operations. The prior-year figures were restated accordingly.

As a result of the classification of selected distribution entities as discontinued operations, segment reporting is limited to the continuing operations. The presentation of the prior period for the relevant segment, *Sales & Services*, was restated accordingly.

#### Earnings in the Production division down on prior-year figure

In the *Production* division, revenue decreased by EUR 6.3 million or 0.5% in comparison to the first half of 2014 to EUR 1 382.4 million (1.1.-30.6.2014: EUR 1 388.7 million). At EUR 111.3 million (1.1.-30.6.2014: EUR 124.4 million), EBITDA was down EUR 13.1 million or 10.5% on the figure for the prior-year period, meaning that the EBITDA margin also decreased to 8.1% (1.1.-30.6.2014: 9.0%). With the investment volume up, the merely moderate increase in net working capital resulted in positive operating free cash flow of EUR 18.6 million (1.1.-30.6.2014: EUR -18.2 million).

#### Marked revenue increase in the Sales & Services division, EBITDA slightly down

In the *Sales & Services* division, we achieved revenue growth of EUR 46.9 million or 19.1% to EUR 293.0 million (1.1.-30.6.2014: EUR 246.1 million). At EUR 11.1 million, however, EBITDA was down EUR 1.4 million or 11.2% on the same period of the prior year (1.1.-30.6.2014: EUR 12.5 million). The EBITDA margin thus decreased from 5.1% to 3.8%. In contrast to the first half of the prior year, operating free cash flow was negative at EUR -14.2 million (1.1.-30.6.2014: EUR 12.2 million).

## FINANCIAL POSITION AND NET ASSETS

|                                                                                          |             |           |            | Change on 31.12.2014 |         |         |              |
|------------------------------------------------------------------------------------------|-------------|-----------|------------|----------------------|---------|---------|--------------|
| Key figures on the financial position and net assets                                     | Unit        | 30.6.2015 | 31.12.2014 | in %                 |         |         |              |
|                                                                                          |             |           |            |                      |         |         |              |
| Shareholders' equity                                                                     | million EUR | 814.5     | 900.9      | -9.6                 |         |         |              |
| Equity ratio                                                                             | %           | 32.9      | 35.9       | -8.4                 |         |         |              |
| Net debt <sup>2)</sup>                                                                   | million EUR | 637.9     | 587.2      | 8.6                  |         |         |              |
| Gearing <sup>2)</sup>                                                                    | %           | 78.3      | 65.2       | 20.1                 |         |         |              |
| Net working capital 2)                                                                   | million EUR | 928.9     | 992.3      | -6.4                 |         |         |              |
| Total assets                                                                             | million EUR | 2476.3    | 2509.6     | -1.3                 |         |         |              |
|                                                                                          |             |           |            |                      |         |         |              |
|                                                                                          |             | 1.1       | 1.1        | Change on            |         |         | Change on    |
|                                                                                          | Unit        | 30.6.2015 | 30.6.2014  | prior year %         | Q2 2015 | Q2 2014 | prior year % |
| Cash flow before changes in net working capital from continuing operations <sup>1)</sup> | million EUR | 123.6     | 127.5      | -3.1                 | 59.1    | 50.1    | 18.0         |
| Cash flow from operating activities of continuing operations <sup>1)</sup>               | million EUR | 68.6      | 28.3       | > 100                | 47.5    | -59.3   | > 100        |
| Cash flow from investing activities of continuing                                        |             |           |            |                      |         |         |              |
| operations <sup>1)</sup>                                                                 | million EUR | -76.5     | -29.1      | <-100                | -57.7   | -18.0   | <-100        |
| Free cash flow from continuing operations <sup>1)</sup>                                  | million EUR | -7.9      | -0.8       | <-100                | -10.2   | -77.3   | 86.8         |
| Depreciation and amortisation <sup>1)</sup>                                              | million EUR | -61.2     | -57.0      | 7.4                  | -30.4   | -28.6   | 6.3          |
| Investments 1)                                                                           | million EUR | 77.5      | 30.7       | > 100                | 58.3    | 18.8    | > 100        |

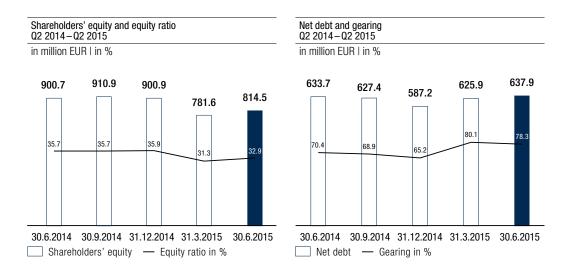
<sup>1)</sup> Following reclassification of the discontinued operations as at 31.3.2015, the figure for the reporting period now refers only to continuing operations. The prior-year figures were restated accordingly.

<sup>2)</sup> Following reclassification of the discontinued operations as at 31.3.2015, the figure for the reporting period now refers only to continuing operations. The prior-year figures were not restated and continue to include all operations.

#### **Financial position**

#### Shareholders' equity and equity ratio temporarily down

Due to the negative impact of the impairment loss recognised on the discontinued operations on net income (loss), shareholders' equity has decreased by EUR 86.4 million since 31 December 2014 to EUR 814.5 million (31.12.2014: EUR 900.9 million, 31.3.2015: EUR 781.6 million). The equity ratio fell to 32.9% (31.12.2014: 35.9%, 31.3.2015: 31.3%) due to the only slight decrease in total assets. Shareholders' equity and equity ratio increased in comparison to the first quarter of 2015 on account of the higher other comprehensive income. A further tangible improvement in the equity ratio can be expected in the third quarter of 2015, as the deconsolidation of the discontinued operations will significantly reduce total assets. Deducting the assets of the discontinued operations would have resulted in a pro-forma equity ratio of 34.7% as at 30 June 2015.



#### Increase in net debt

As a result of more capital being tied up due to seasonal effects, net debt, comprising current and non-current financial liabilities less cash and cash equivalents, came to EUR 637.9 million (31.12.2014: EUR 587.2 million), an increase of EUR 50.7 million or 8.6% on the figure as at 31 December 2014. Moreover, the separately disclosed assets and liabilities of the discontinued operations as at 30 June 2015 contained net debt of EUR 4.3 million. The gearing, which expresses the relationship between the net debt of the continuing operations to shareholders' equity, increased from 65.2% as at 31 December 2014 to 78.3%. Upon receipt of the purchase price for the selected distribution entities, the gearing is expected to improve in the third quarter of 2015.

#### Marked decrease in free cash flow due to increase in investing activities

The cash flow before changes in net working capital from continuing operations decreased compared to the first half of 2014 by EUR 3.9 million or 3.1% to EUR 123.6 million (1.1.-30.6.2014: EUR 127.5 million) as a result of the lower earnings before taxes and the higher income taxes paid despite the high contrary change in other assets and liabilities. Taking into account the lower net working capital, this led to cash flow from operating activities of continuing operations of EUR 68.6 million (1.1.-30.6.2014: EUR 28.3 million), representing an increase of EUR 40.3 million on the prior-year figure. Cash flow from operating activities of the discontinued operations decreased compared to the first half of 2014 by EUR 9.1 million to EUR -1.1 million (1.1.-30.6.2014: EUR 8.0 million).

With a higher capital expenditure volume compared to the same period of the prior year, cash flow from investing activities of the continuing operations rose by EUR 47.4 million to EUR 76.5 million (1.1 - 30.6.2014: EUR 29.1 million). The increase is primarily attributable to the purchase in January 2015 of a slag disposal site at Deutsche Edelstahlwerke GmbH's (DE) Siegen plant and to the acquisition in April 2015 of the already rented real estate at Eupener Strasse in Dusseldorf. At EUR 1.4 million (1.1 - 30.6.2014: EUR 0.8 million), the negative cash flow from investing activities of the discontinued operations was slightly up on the prior-year level.

For the first half of 2015, this resulted in free cash flow from continuing operations that was down by EUR 7.1 million and thus remained negative at EUR –7.9 million (1.1.–30.6.2014: EUR –0.8 million).

In the first six months of fiscal 2015, financial liabilities of the continuing operations increased by a net amount of EUR 10.0 million (1.1.-30.6.2014: EUR 27.8 million). Thanks to improved interest terms, we were able once again to reduce the amount of interest paid (EUR 17.2 million) compared to the prior-year period (1.1.-30.6.2014: EUR 29.0 million). Net cash outflow from financing activities of the continuing operations thus saw an increase of EUR 6.4 million to EUR 8.0 million (1.1.-30.6.2014: EUR 1.6 million). The discontinued operations recorded positive cash flow from financing activities of EUR 1.3 million in the first half of 2015 (1.1.-30.6.2014: EUR -8.0 million).

#### Net assets

#### Total assets down slightly

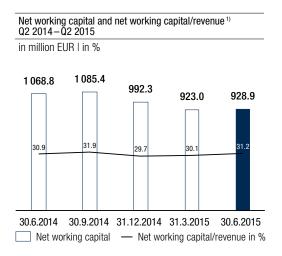
At EUR 2 476.3 million (31.12.2014: EUR 2 509.6 million), total assets as at 30 June 2015 were EUR 33.3 million or 1.3% down on the figure as at 31 December 2014, although normally an increase in total assets would be expected at the end of the second quarter compared to the lower level of capital tied up at year-end. This is essentially linked to the impairment losses of EUR 126.7 million recognised on the assets of the discontinued operations.

#### Share of non-current assets at prior-year level, investments up significantly

Compared to 31 December 2014, non-current assets decreased by a modest EUR 15.5 million or 1.5% to EUR 990.8 million (31.12.2014: EUR 1 006.3 million). The decrease was mainly due to the reclassification of the non-current assets of EUR 52.0 million allocable to the discontinued operations to current assets. However, this amount was virtually offset by higher investments and the increase in non-current assets of our Swiss and US entities due to currency effects. At 40.0% (31.12.2014: 40.1%), the share of non-current assets remained roughly at the level as at 31 December 2014 while total assets were lower.

#### Net working capital down due to reclassification of discontinued operations

At 60.0% (31.12.2014: 59.9%), the share of current assets in total assets changed only marginally compared to 31 December 2014, with a slight decrease of EUR 17.8 million or 1.2% to EUR 1485.5 million (31.12.2014: EUR 1503.3 million). This is essentially linked to the write-down of the inventories of the discontinued operations of EUR 85.2 million. This amount was not completely offset by the higher trade accounts receivable and inventories of the continuing operations attributable to seasonal effects. Overall, net working capital came to EUR 928.9 million (31.12.2014: EUR 992.3 million), down EUR 63.4 million or 6.4% on the figure as at 31 December 2014. Net working capital as a percentage of revenue thus changed from 29.7% as at year-end 2014 to 31.2% due to seasonal effects. A sustainable improvement in this figure is to be expected following the launch of a programme in 2015 to reduce net working capital permanently. This is expected to have a positive impact by the next quarterly reporting dates.



<sup>1)</sup> Following reclassification of the discontinued operations as at 31.3.2015, the figures for the reporting period now refer only to continuing operations. The prior-year figures were not restated and continue to include all operations.

#### Increase in current and non-current liabilities

Non-current liabilities totalled EUR 857.9 million (31.12.2014: EUR 847.7 million) as at the reporting date and were therefore slightly up by EUR 10.2 million or 1.2% on the figure as at 31 December 2014. This is primarily attributable to the increase in non-current financial liabilities, which was not counterbalanced by the reclassification of EUR 22.2 million from non-current liabilities of the discontinued operations to current liabilities and the decrease in pension obligations as a result of the increase in the discount rates as at 30 June 2015. The share of non-current liabilities in total shareholders' equity and liabilities consequently increased from 33.8% as at 31 December 2014 to 34.6%. Current liabilities rose by EUR 42.9 million or 5.6% to EUR 803.9 million (31.12.2014: EUR 761.0 million), which is mainly linked to the reclassification of the non-current liabilities of the discontinued operations. The decrease in trade accounts payable was not able to compensate for this. The share of current liabilities in total shareholders' equity and liabilities thus rose from 30.3% as at 31 December 2014 to 32.5% as at 30 June 2015.

## **RISK FACTORS – RISK CATEGORIES AND INDIVIDUAL RISKS**

#### Political and regulatory risks

Some of the Group's business activities depend heavily on the legal and regulatory environment both nationally and internationally. Changes in submarkets can therefore be associated with risks, leading to higher costs or other disadvantages. The Company monitors national and European legislative processes via industrial associations and is a proactive voice in consultation procedures, drawing attention to potential competitive imbalances.

The third EU emissions trading period (2013–2020) is expected to result in substantial costs for electricity and gas suppliers which will be reflected in price increases for consumers. As an energy-intensive industrial and trading group, we risk damage to our results of operations if the costs cannot be completely passed on to customers. SCHMOLZ + BICKENBACH is actively following the discussion process via the respective associations (e.g. International Stainless Steel Forum (ISSF) and World Steel Association (WSA)).

SCHMOLZ + BICKENBACH operates in an industry that is deemed energy intensive. Several of its German entities were entitled to a reduction on the surcharge in accordance with the German Renewable Energies Act (EEG). In December 2013, the EU Commission launched an in-depth investigation into the Federal Republic of Germany's EEG for compatibility with EU state aid rules. Proceedings have since been concluded. The Commission approved the applicable German laws with certain amendments. We do not expect additional payment obligations. At the same time, a revised version of the EEG was issued in Germany, with new provisions governing the period from 1 January 2015. Our production companies meet the requirements contained therein and have therefore received the relevant exemption.

#### Risks relating to the future economic development

The entrepreneurial activity of SCHMOLZ + BICKENBACH depends on the economic development not only of international markets but also of individual industries. A change in the overall economic situation is linked to a risk that prices and sales volumes will fluctuate more. SCHMOLZ + BICKENBACH employs various measures to counter this risk. Our global structure allows us to launch a robust response to local crises, while our broad, fragmented industry mix and our uniquely wide product range ensure wide risk diversification. In crisis situations, this diversified base, coupled with a lean and flexible organisation, allows us to react quickly and effectively. Our business performance is strongly influenced by the Group's economic dependency on the automotive and mechanical engineering industries. We aim to balance risks by continuously developing our broad product portfolio as well as maintaining an international sales focus, diversifying the business portfolio, focusing on niche products and optimising the supply chain. Prices on the sales and procurement markets, as well as energy prices, are also of fundamental importance to SCHMOLZ + BICKENBACH. We operate a price surcharge system for scrap and alloys to reduce price fluctuations and have entered into long-term contracts with the suppliers to secure gas and electricity prices over time.

#### Environmental and health risks

The production processes in our industrial plants are associated with intrinsic risks of potential environmental pollution. Taking responsibility for protecting the environment and climate is therefore of major significance and an important corporate goal for SCHMOLZ + BICKENBACH. Efficient use of resources and energy, recyclable products, minimum environmental impact of activities, and open dialogue with neighbours, authorities and stakeholders are the principles that underpin our environmental behaviour. For further information about environmental and climate protection, please refer to "Environmental protection and energy management" in the annual report for 2014.

#### **Risks from IT/security and internal processes**

The IT landscape is regularly reviewed and adjusted to ensure the professional operation of computer-assisted business processes within the Group and with customers, suppliers and business partners. Existing data security measures are continually refined to eliminate, or at least minimise, the risks associated with IT processes.

#### Personnel risks

SCHMOLZ + BICKENBACH's success hinges on the expertise and commitment of its employees. The major challenge is therefore to recruit and retain qualified specialists. SCHMOLZ + BICKENBACH emphasises further education and training as one way to achieve this. For further information about ongoing employee training and development, please refer to "Non-financial performance indicators" in our annual report for 2014. Furthermore, in connection with the relocation of functions formerly performed by SCHMOLZ + BICKENBACH Edelstahl GmbH to Switzerland, loss of expertise due to unplanned departure of employees cannot be ruled out. In view of demographic developments and the later statutory retirement age in many countries, it will be increasingly important to have a human resources policy that is aligned to these trends. Existing structures need to be analysed in this context in order to identify any required action. Besides the age structure analysis agreed within some collectively bargained wage agreements, one example is the workplace stress analysis. This process examines individual stressors in the workplace so that measures can be determined to support ergonomic standards for physical working conditions, employee motivation, etc. Ultimately, the key challenges that we face in the years ahead will be occupational health and safety, age-appropriate workplaces, employee retention, and maintaining a motivating corporate culture.

#### **Financial risks**

#### Foreign currency risk

Foreign currency risks arise mainly when trade accounts receivable and payable are settled in foreign currencies, future revenue is planned in a foreign currency, or existing or planned fixed-price commodity supply contracts are in a foreign currency. Currency management is country specific, with foreign currency amounts being translated regularly into the respective functional currency, mainly by means of forward exchange contracts.

#### Interest rate risk

Interest rate risks arise mainly on interest-bearing liabilities that are denominated in euro. The Executive Board stipulates an appropriate target ratio of fixed and floating-rate liabilities and monitors compliance with the target on an ongoing basis. Interest rates are primarily managed using interest rate swaps.

#### Commodity price risk

Commodity price risks result from fluctuations in the prices of raw materials and energy required for steel production. Fluctuations in commodity prices can usually be passed on to customers in the form of alloy surcharges. Where this is not possible, commodity derivative instruments are used to hedge some of the risk. Currently, these mainly comprise forward exchange contracts for nickel. SCHMOLZ + BICKENBACH receives payments depending on the nickel price development, and is therefore protected against price hikes.

#### Credit risk

Credit risks are mainly linked to trade accounts receivable, bank balances and derivative financial instruments. In view of the broadly diversified customer base, which spans a variety of regions and industries, the credit risk on trade accounts receivable is limited. Moreover, some of the trade accounts receivable are covered by credit insurance with varying deductibles.

Credit risks from operating activities are mitigated by selecting external business partners based on internal credit checks and a credit approval process. A credit risk limit is set for each contractual partner based on the internal credit check. Each subsidiary is essentially responsible for setting and monitoring its own limits, with various approval processes applicable depending on the credit limit. In addition, the credit and collection policies of the local entities are captured by the internal control system and are therefore audited periodically by Internal Audit.

All of the banks with which SCHMOLZ + BICKENBACH maintains business relationships have good credit ratings considering the prevailing market conditions and are in most cases members of deposit guarantee funds. Derivative financial instruments are only entered into with these banks.

#### Liquidity risk

The Group ensures solvency at all times through a largely centralised cash management system. This involves preparing liquidity plans comparing all the anticipated cash receipts and payments for a specified time period. In addition, balances and irrevocable credit facilities are held with banks as liquidity reserves. Financial covenants in most of our financing agreements are one potential source of liquidity risk and are tested for compliance at the end of each quarter. Although compliance with the covenants is monitored on an ongoing basis, they depend on a large number of external factors, including the general economic development. Depending on the financing agreement in question, failure to comply with the covenants can lead to a substantial increase in financing costs or trigger an obligation to settle all or part of the relevant financial liabilities.

## OUTLOOK

Our expectations for the fiscal year 2015 as a whole remain cautious on account of the considerable uncertainties stemming from the weaker economic development and the fall in demand for steel. For 2015, we continue to expect EBITDA to come in at between EUR 190 million and EUR 230 million, with an anticipated figure at the lower end of this range due to the current framework conditions.

This section contains forward-looking statements, including presentations of developments, plans, intentions, assumptions, expectations, beliefs and potential impacts or descriptions of future events, income, results, situations or outlook. They are based on the Company's current expectations, beliefs and assumptions, which are subject to uncertainty and may differ materially from the current facts, situation, impact or developments.

#### **Economic development**

Expectations regarding global economic development in 2015 have fallen slightly compared to the first quarter. The World Bank, OECD and IMF anticipate growth of between 2.8% and 3.5% (previously: 3.0% to 3.7%). It is still assumed that the regional picture will be quite mixed in 2015. It is expected that the USA, as a growth driver, will grow by between 2.0% and 3.1% (previously: 3.1% to 3.7%). Although the economy in the Eurozone is likely to recover significantly more slowly, with expected growth of 1.4% to 1.5%, estimates were raised slightly (previously: 1.1% to 1.5%). Within the Eurozone, the major economies are expected to see only modest growth. For example, OECD and IMF forecast that Germany will achieve growth rates of 1.6%. The estimates for France range from 1.1% to 1.2%. The geopolitical landscape is still marked by uncertainty, which is likely to dampen economic growth again in 2015.

#### **Development of steel demand**

In contrast to the improved expectations for the general economic situation, the outlook for steel demand has deteriorated significantly. In its latest forecast for steel consumption in 2015, the World Steel Association considerably reduced the expected average growth rate for 2015 from 2.0% to 0.5%, following weaker-than-initially-expected growth in 2014. Closer inspection reveals that growth is slowing down even more, particularly in the important Asian market. Accounting for by far the highest steel consumption in terms of tonnes (2014: 1 016 million tonnes), demand in this region is now expected to increase by just 0.6% (formerly: 1.4%) in 2015. This is primarily due to the expected weakness in the Chinese market, which accounted for around 70% of demand in Asia in 2014 and is currently expected to decline by 0.5%. The second-largest steel consumption in the EU is expected to grow by just 2.1% in 2015 instead of the previously expected 2.9%. The third-largest market is NAFTA, where steel consumption is actually set to decrease by 0.9% in 2015 following on from the extraordinary 11.3% increase in steel consumption in 2014. The difficult geopolitical development mentioned above could also dampen general demand for steel.

#### **Development of relevant sectors**

The global automotive industry is set to continue the 2014 trend with growth of around 2% once again in 2015. As in the last two years, China seems likely to be the growth driver although other major sales markets, such as the USA and Europe, are also expected to match the performance of the global market. The significantly lower oil price compared to recent years could stoke demand.

The mechanical engineering sector has now revised its optimistic estimates for 2015. In the meantime, the VDMA (German Engineering Association) expects stagnation, i.e., growth of 0% in real terms (previously: 2.0%). Due to the high level of exports, the association expects to benefit if the euro remains weak and to reverse the decrease in sales volumes recorded in the first half of the year.

The situation remains difficult in the oil and gas sector, which is important for SCHMOLZ + BICKENBACH, above all in the fracking industry. The number of active wells has already decreased significantly following the sharp fall in the oil price from mid-2014 onwards. Only the most efficient fracking firms with sound financing are expected to survive the current crisis. As a result, demand for our products fell noticeably in the second quarter. We expect this trend to continue for the time being.

#### Development of commodity prices and currencies

Since 2014, Indonesia has banned exports of unprocessed nickel ore, with the result that nickel production in China is decreasing. The initially high nickel ore stocks in China have now been used up, leading to a sharp increase in Chinese imports of ferronickel and nickel metal. The latter increase is also due to the Chinese State Reserve Bureau's (SRB) establishment of strategic national stocks. Nevertheless, nickel prices on the London Metal Exchange (LME) were around a six-year low, and the official stocks of LME-certified nickel are at historically high levels. The likely reason for this is that global, and in particular Chinese, nickel consumption has not matched the high expectations of the start of the year. As a result of this, the situation has been exacerbated by growing reluctance to invest. According to market estimates, at the prevailing level producers are no longer covering their costs. From this point of view, it is therefore quite likely that prices will rise in the medium term. At present, however, it is scarcely possible to predict with any certainty when and to what extent this development will materialize. It is also currently impossible to estimate the effects of the nickel prices introduced in June on the Shanghai Futures Exchange, which competes with the LME.

The oil price, which was squeezed massively in 2014, is unlikely to recover to its previous level of over USD 100/ barrel any time soon in 2015. Experts have further lowered their expectations for 2015, putting the average price per barrel of North Sea Brent at around USD 50. At the same time, it is assumed that the general economy will benefit from lower price levels due to falling consumer prices for petrol and heating oil.

After several years where the Swiss National Bank defended a CHF/EUR exchange rate of at least 1.20, the certainty no longer applies in 2015. The policy was abandoned on 15 January 2015 and the exchange rate has hovered in a corridor of CHF 1.00/EUR to CHF 1.08/EUR since then. Experts do not expect the Swiss franc to weaken significantly against the euro, and the euro is likely to remain weak against the US dollar.

#### Development of the SCHMOLZ + BICKENBACH Group

As described above, the estimates for steel consumption carry a negative sign. We see these estimates as presenting considerable uncertainties for our further earnings development. Our expectations for 2015 as a whole therefore remain cautious.

As a result of the reclassification of the selected distribution entities as discontinued operations, we are adjusting our estimates for the sales volumes by the amounts these entities generated with third-party products. We now expect sales volumes for 2015 which are around 300 kilotonnes lower than 2014 levels.

Our earnings for 2015 as a whole will be burdened by currency effects, especially with the Swiss franc stronger against the euro since January 2015. Aside from the non-recurring net exchange losses of EUR 7.6 million recorded in the first half of the year, we assume that based on sensitivity analyses every increase of one centime in the Swiss franc against the euro would see EBITDA fall by around CHF 1.5 million per year. Translation effects in the opposite direction will only partially make up for this.

For 2015, we continue to expect EBITDA to come in at between EUR 190 million and EUR 230 million, with a currently anticipated figure at the lower end of this range due to the framework conditions described above. This estimate is based on the assumption that forecasts as to the development of the economy and commodity prices prove accurate and that no other unexpected events occur that impact negatively on our business activities.

We plan to invest more heavily in 2015, with a total volume of around EUR 150 million. This is due to the acquisition of real property at the Dusseldorf site in April 2015, which is used by several Group companies of SCHMOLZ + BICKENBACH, as well as the purchase in January 2015 of a slag disposal site at Deutsche Edel-stahlwerke's Siegen plant.

Following its launch in 2013, our comprehensive earnings improvement programme is clearly progressing successfully. In response to the challenges posed by exchange rates and to the uncertainties in the oil and gas business, we will step up our efforts in 2015 and expand the programme to include additional measures. A project has already been launched to reduce the net working capital and is expected to have a positive impact by the next quarterly reporting dates.

# Financial reporting

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With the conclusion of the agreement on the disposal of selected distribution entities in Germany, Belgium, the Netherlands and Austria, these entities were classified as discontinued operations as at 31 March 2015. The assets and liabilities of these entities have been disclosed separately in the statement of financial position since then. The profit or loss from discontinued operations is disclosed separately in the income statement, and the income statement of the prior period was restated accordingly. In the statement of cash flows, the cash flows of the discontinued operations are disclosed separately from the cash flows of the continuing operations, and the presentation of the prior period was restated accordingly. The following information relates to the continuing operations, unless stated otherwise.

## CONSOLIDATED INCOME STATEMENT

|                                                       |      | 1.1       | 1.1                     |         |                       |
|-------------------------------------------------------|------|-----------|-------------------------|---------|-----------------------|
| in million EUR                                        | Note | 30.6.2015 | 30.6.2014 <sup>1)</sup> | Q2 2015 | Q2 2014 <sup>1)</sup> |
| Revenue                                               |      | 1 488.9   | 1 487.5                 | 723.2   | 739.1                 |
| Change in semi-finished and finished goods            |      | -9.5      | 32.7                    | 6.6     | 30.5                  |
| Cost of materials                                     |      | -918.4    | -970.6                  | -453.2  | -488.6                |
| Gross margin                                          |      | 561.0     | 549.6                   | 276.6   | 281.0                 |
| Other operating income                                |      | 16.7      | 15.6                    | 6.6     | 7.8                   |
| Personnel costs                                       |      | -298.9    | -281.4                  | -146.4  | -140.8                |
| Other operating expenses                              | 8.2  | -166.3    | -153.0                  | -78.8   | -78.1                 |
| Operating profit before depreciation and amortisation |      | 112.5     | 130.8                   | 58.0    | <u> </u>              |
|                                                       |      |           |                         |         |                       |
| Depreciation/amortisation and impairment              |      | -63.4     | -57.0                   | -30.4   | -28.6                 |
| Operating profit                                      |      | 49.1      | 73.8                    | 27.6    | 41.3                  |
| Financial income                                      |      | 0.4       | 5.4                     | 0.2     | 3.9                   |
| Financial expense                                     |      | -23.1     | -29.6                   | -10.4   | -13.0                 |
| Financial result                                      | 8.3  | -22.7     | -24.2                   | -10.2   | -9.1                  |
| Earnings before taxes                                 |      | 26.4      | 49.6                    | 17.4    | 32.2                  |
| Income taxes                                          | 8.4  | -14.2     | -16.1                   | -7.1    | -10.0                 |
| Earnings after taxes from continuing operations       |      | 12.2      | 33.5                    | 10.3    | 22.2                  |
| Earnings after taxes from discontinued operations     | 7    | -129.8    | 1.7                     | -5.5    | 0.6                   |
| Net income (loss)                                     |      | -117.6    | 35.2                    | 4.8     | 22.8                  |
| of which attributable to                              |      |           |                         |         |                       |
| - shareholders of SCHMOLZ + BICKENBACH AG             |      | -118.8    | 34.0                    | 4.1     | 22.2                  |
| of which from continuing operations                   |      | 11.0      | 32.3                    | 9.6     | 21.6                  |
| of which from discontinued operations                 |      | -129.8    | 1.7                     | -5.5    | 0.6                   |
| - non-controlling interests                           |      | 1.2       | 1.2                     | 0.7     | 0.6                   |
| Earnings per share from continuing operations         |      | 0.01      | 0.04                    | 0.01    | 0.03                  |
| Earnings per share from discontinued operations       |      | -0.14     | 0.00                    | -0.01   | 0.00                  |
| Earnings per share in EUR (basic/diluted)             |      | -0.13     | 0.04                    | 0.00    | 0.03                  |
|                                                       |      |           |                         |         |                       |

<sup>1)</sup> Restated due to the classification of the discontinued operations as at 31.3.2015.

## CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

|                                                                         |      | 1.1       | 1.1       |         |         |
|-------------------------------------------------------------------------|------|-----------|-----------|---------|---------|
| in million EUR                                                          | Note | 30.6.2015 | 30.6.2014 | Q2 2015 | Q2 2014 |
|                                                                         |      |           |           |         |         |
| Net income (loss)                                                       |      | -117.6    | 35.2      | 4.8     | 22.8    |
|                                                                         |      |           |           |         |         |
| Gains/losses from currency translation                                  |      | 24.5      | 2.3       | -8.1    | 4.7     |
| Change in unrealised gains/losses from cash flow hedges                 |      | -0.6      | 0.7       | 0.4     | 0.2     |
| Realised gains/losses from cash flow hedges                             |      | 0.0       | 0.1       | 0.0     | 0.0     |
| Tax effect from cash flow hedges                                        |      | 0.3       | -0.3      | -0.1    | -0.1    |
| Items that may be reclassified subsequently to profit or loss           |      | 24.2      | 2.8       | -7.8    | 4.8     |
| Actuarial gains/losses from pension-related and similar obligations and |      |           | _         |         |         |
| effects due to asset ceiling                                            | 9.3  | 14.0      | -36.3     | 51.2    | -17.4   |
| Tax effect from pensions and similar obligations                        |      | -6.8      | 9.4       | -15.5   | 4.4     |
| Items that will not be reclassified subsequently to profit or loss      |      | 7.2       | -26.9     | 35.7    | -13.0   |
| Other comprehensive income (loss)                                       |      | 31.4      | -24.1     | 27.9    | -8.2    |
| Total comprehensive income (loss)                                       |      | -86.2     | 11.1      | 32.7    | 14.6    |
| of which attributable to                                                |      |           |           |         |         |
| - shareholders of SCHMOLZ + BICKENBACH AG                               |      | -87.4     | 9.9       | 32.0    | 14.0    |
| of which from continuing operations                                     |      | 42.4      | 8.2       | 37.5    | 13.4    |
| of which from discontinued operations                                   |      | -129.8    | 1.7       | -5.5    | 0.6     |
| – non-controlling interests                                             |      | 1.2       | 1.2       | 0.7     | 0.6     |

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION

|                                                 |      |             | 30.6.2015 |             | 31.12.2014 |             | 30.6.2014 |
|-------------------------------------------------|------|-------------|-----------|-------------|------------|-------------|-----------|
|                                                 | Note | million EUR | %         | million EUR | %          | million EUR | %         |
| Assets                                          | -    |             |           |             |            |             |           |
| Intangible assets                               | 9.1  | 28.0        |           | 32.9        |            | 30.6        |           |
| Property, plant and equipment                   | 9.1  | 887.4       |           | 869.1       |            | 837.7       |           |
| Other non-current financial assets              |      | 1.6         |           | 3.2         |            | 3.2         |           |
| Non-current income tax assets                   |      | 6.0         |           | 15.8        |            | 14.9        |           |
| Other non-current assets                        |      | 0.5         |           | 0.4         |            | 0.4         |           |
| Deferred tax assets                             |      | 67.3        |           | 84.9        |            | 70.1        |           |
| Total non-current assets                        |      | 990.8       | 40.0      | 1 006.3     | 40.1       | 956.9       | 37.9      |
| Inventories                                     | 9.2  | 787.7       |           | 918.5       |            | 895.4       |           |
| Trade accounts receivable                       |      | 465.6       |           | 440.2       |            | 547.9       |           |
| Current financial assets                        |      | 0.1         |           | 1.6         |            | 1.7         |           |
| Current income tax assets                       |      | 4.2         |           | 3.7         |            | 5.1         |           |
| Other current assets                            |      | 40.0        |           | 67.2        |            | 49.7        |           |
| Cash and cash equivalents                       |      | 55.5        |           | 72.1        |            | 65.7        |           |
| Non-current assets held for sale                |      | 0.0         |           | 0.0         |            | 0.5         |           |
| Assets of discontinued operations               | _    | 132.4       |           | 0.0         |            | 0.0         |           |
| Total current assets                            |      | 1 485.5     | 60.0      | 1 503.3     | 59.9       | 1 566.0     | 62.1      |
| Total assets                                    |      | 2476.3      | 100.0     | 2 509.6     | 100.0      | 2 5 2 2 . 9 | 100.0     |
| Shareholders' equity and liabilities            |      |             |           |             |            |             |           |
| Share capital                                   |      | 378.6       |           | 378.6       |            | 378.6       |           |
| Capital reserves                                |      | 952.8       |           | 952.8       |            | 952.8       |           |
| Retained earnings (accumulated losses)          |      | -477.2      |           | -358.3      |            | -373.0      |           |
| Accumulated income and expense recognised in    |      |             |           | 000.0       |            | 070.0       |           |
| other comprehensive income (loss)               |      | -51.9       |           | -83.3       |            | -68.0       |           |
| Treasury shares                                 | _    | -0.1        |           | 0.0         |            | -0.1        |           |
| Attributable to shareholders of                 |      |             |           |             |            |             |           |
| SCHMOLZ + BICKENBACH AG                         |      | 802.2       |           | 889.8       |            | 890.3       |           |
| Non-controlling interests                       |      | 12.3        |           | 11.1        |            | 10.4        |           |
| Total shareholders' equity                      |      | 814.5       | 32.9      | 900.9       | 35.9       | 900.7       | 35.7      |
| Provisions for pensions and similar obligations | 9.3  | 310.5       |           | 332.9       |            | 281.8       |           |
| Other non-current provisions                    |      | 32.8        |           | 33.6        |            | 36.4        |           |
| Deferred tax liabilities                        |      | 41.6        |           | 39.9        |            | 34.3        |           |
| Non-current financial liabilities               | 9.4  | 471.7       |           | 440.2       |            | 455.3       |           |
| Other non-current liabilities                   |      | 1.3         |           | 1.1         |            | 1.6         |           |
| Total non-current liabilities                   | _    | 857.9       | 34.6      | 847.7       | 33.8       | 809.4       | 32.1      |
| Current provisions                              |      | 32.1        |           | 39.4        |            | 50.3        |           |
| Trade accounts payable                          |      | 324.4       |           | 366.4       |            | 374.5       |           |
| Current financial liabilities                   | 9.4  | 221.7       |           | 219.1       |            | 244.1       |           |
| Current income tax liabilities                  |      | 10.4        |           | 12.9        |            | 10.0        |           |
| Other current liabilities                       |      | 132.3       |           | 123.2       |            | 133.9       |           |
| Liabilities of discontinued operations          |      | 83.0        |           | 0.0         |            | 0.0         |           |
| Total current liabilities                       |      | 803.9       | 32.5      | 761.0       | 30.3       | 812.8       | 32.2      |
| Total liabilities                               |      | 1661.8      | 67.1      | 1 608.7     | 64.1       | 1 622.2     | 64.3      |
| Total shareholders' equity and liabilities      |      | 2 476.3     | 100.0     | 2 509.6     | 100.0      | 2522.9      | 100.0     |

## CONSOLIDATED STATEMENT OF CASH FLOWS

| in million EUR                                                                                 | Note | 1.1.–<br>30.6.2015 | 1.1.–<br>30.6.2014 <sup>1)</sup> |
|------------------------------------------------------------------------------------------------|------|--------------------|----------------------------------|
| Earnings before taxes                                                                          |      | 26.4               | 49.6                             |
| Depreciation, amortisation and impairment                                                      |      | 63.4               | 57.0                             |
| Gain/loss on disposal of intangible assets, property, plant and equipment and financial assets |      | -0.1               | -0.1                             |
| Increase/decrease in other assets and liabilities                                              |      | 17.1               | -0.5                             |
| Financial income                                                                               |      | -0.4               | -5.4                             |
| Financial expense                                                                              |      | 23.1               | 29.6                             |
| Income taxes paid                                                                              | 10   | -5.9               | -2.7                             |
| Cash flow before changes in net working capital from continuing operations                     |      | 123.6              | 127.5                            |
| Increase/decrease in inventories                                                               |      | 1.8                | -62.9                            |
| Increase/decrease in trade accounts receivable                                                 |      | -46.9              | -82.0                            |
| Increase/decrease in trade accounts payable                                                    |      | -9.9               | 45.7                             |
| Cash flow from operating activities of continuing operations                                   |      | 68.6               | 28.3                             |
| Cash flow from operating activities of discontinued operations                                 |      | -1.1               | 8.0                              |
| Cash flow from operating activities – Total                                                    |      | 67.5               | 36.3                             |
| Investments in property, plant and equipment                                                   |      | -76.8              | -29.0                            |
| Proceeds from disposal of property, plant and equipment                                        |      | 0.6                | 0.4                              |
| Investments in intangible assets                                                               |      | -0.5               | -0.8                             |
| Interest received                                                                              |      | 0.2                | 0.3                              |
| Cash flow from investing activities of continuing operations                                   |      | -76.5              | -29.1                            |
| Cash flow from investing activities of discontinued operations                                 |      | -1.4               | -0.8                             |
| Cash flow from investing activities – Total                                                    |      | -77.9              | -29.9                            |
| Free cash flow from continuing operations                                                      |      | -7.9               | -0.8                             |
| Free cash flow from discontinued operations                                                    |      | -2.5               | 7.2                              |
| Free cash flow – Total                                                                         |      | -10.4              | 6.4                              |
| Proceeds from the new syndicated loan                                                          |      | 0.0                | 258.3                            |
| Repayment of the syndicated loan                                                               |      | 0.0                | -221.4                           |
| Increase in financial liabilities                                                              |      | 19.7               | 11.4                             |
| Repayment of financial liabilities                                                             |      | -9.7               | -20.5                            |
| Investment in treasury shares                                                                  | 10   | -0.8               | -0.4                             |
| Interest paid                                                                                  |      | -17.2              | -29.0                            |
| Cash flow from financing activities of continuing operations                                   |      | -8.0               | -1.6                             |
| Cash flow from financing activities of discontinued operations                                 |      | 1.3                | -8.0                             |
| Cash flow from financing activities – Total                                                    |      | -6.7               | -9.6                             |
| Change in cash and cash equivalents due to cash flow – Total                                   |      | -17.1              | -3.2                             |
| Effect of foreign currency translation – Total                                                 |      | 1.8                | 0.5                              |
| Change in cash and cash equivalents – Total                                                    |      | -15.3              | -2.7                             |
| Cash and cash equivalents as at 1.1. – Total                                                   |      | 72.1               | 68.4                             |
| Cash and cash equivalents as at 30.6. – Total                                                  |      | 56.8               | 65.7                             |
| Change in cash and cash equivalents – Total                                                    |      | -15.3              | -2.7                             |

 $^{\scriptscriptstyle 1\!\!\!)}$  Restated due to the classification of the discontinued operations as at 31.3.2015.

## CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

| in million EUR                       | Share capital | Capital<br>reserves | Retained<br>earnings<br>(accumulated<br>losses) | Accumulated<br>income and<br>expense<br>recognised in<br>other com-<br>prehensive<br>income | Treasury<br>shares | Attributable to<br>shareholders of<br>SCHMOLZ +<br>BICKENBACH<br>AG | Non-con-<br>trolling<br>interests | Total<br>share-<br>holders'<br>equity |
|--------------------------------------|---------------|---------------------|-------------------------------------------------|---------------------------------------------------------------------------------------------|--------------------|---------------------------------------------------------------------|-----------------------------------|---------------------------------------|
| As at 1.1.2014                       | 378.6         | 952.8               | -406.9                                          | -43.9                                                                                       | 0.0                | 880.6                                                               | 9.3                               | 889.9                                 |
| Purchase of treasury shares          |               | 0.0                 | 0.0                                             | 0.0                                                                                         | -0.4               | -0.4                                                                | 0.0                               | -0.4                                  |
| Expenses from share-based            |               |                     |                                                 |                                                                                             |                    |                                                                     |                                   |                                       |
| payments                             | 0.0           | 0.0                 | 0.2                                             | 0.0                                                                                         | 0.0                | 0.2                                                                 | 0.0                               | 0.2                                   |
| Definitive allocation of             |               |                     |                                                 |                                                                                             |                    |                                                                     |                                   |                                       |
| share-based payments                 |               |                     |                                                 |                                                                                             |                    |                                                                     |                                   |                                       |
| for the prior year                   | 0.0           | 0.0                 | -0.3                                            | 0.0                                                                                         | 0.3                | 0.0                                                                 | 0.0                               | 0.0                                   |
| Dividends                            | 0.0           | 0.0                 | 0.0                                             | 0.0                                                                                         | 0.0                | 0.0                                                                 | -0.1                              | -0.1                                  |
| Capital transactions with            |               |                     |                                                 |                                                                                             |                    |                                                                     |                                   |                                       |
| shareholders                         | 0.0           | 0.0                 | -0.1                                            | 0.0                                                                                         | -0.1               | -0.2                                                                | -0.1                              | -0.3                                  |
| Net income (loss)                    | 0.0           | 0.0                 | 34.0                                            | 0.0                                                                                         | 0.0                | 34.0                                                                | 1.2                               | 35.2                                  |
| Other comprehensive                  |               |                     |                                                 |                                                                                             |                    | - · ·                                                               |                                   |                                       |
| income (loss)                        | 0.0           | 0.0                 | 0.0                                             | -24.1                                                                                       | 0.0                | -24.1                                                               | 0.0                               | -24.1                                 |
| Total comprehensive<br>income (loss) | 0.0           | 0.0                 | 34.0                                            | -24.1                                                                                       | 0.0                | 9.9                                                                 | 1.2                               | 11.1                                  |
| As at 30.6.2014                      | 378.6         | 952.8               | -373.0                                          | -68.0                                                                                       | -0.1               | <u> </u>                                                            | 10.4                              | 900.7                                 |
| AS at 30.0.2014                      |               | 952.8               | -373.0                                          | -08.0                                                                                       | -0.1               | 890.3                                                               | 10.4                              | 900.7                                 |
| As at 1.1.2015                       | 378.6         | 952.8               | - 358.3                                         | -83.3                                                                                       | 0.0                | 889.8                                                               | 11.1                              | 900.9                                 |
| Purchase of treasury shares          |               | 0.0                 | 0.0                                             | 0.0                                                                                         | -0.8               | -0.8                                                                | 0.0                               | -0.8                                  |
| Expenses from share-based            |               |                     |                                                 |                                                                                             |                    |                                                                     |                                   |                                       |
| payments                             | 0.0           | 0.0                 | 0.6                                             | 0.0                                                                                         | 0.0                | 0.6                                                                 | 0.0                               | 0.6                                   |
| Definitive allocation of             |               |                     |                                                 |                                                                                             |                    |                                                                     |                                   |                                       |
| share-based payments                 |               |                     |                                                 |                                                                                             |                    |                                                                     |                                   |                                       |
| for the prior year                   | 0.0           | 0.0                 | -0.7                                            | 0.0                                                                                         | 0.7                | 0.0                                                                 | 0.0                               | 0.0                                   |
| Capital transactions with            |               |                     |                                                 |                                                                                             |                    |                                                                     |                                   |                                       |
| shareholders                         | 0.0           | 0.0                 | -0.1                                            | 0.0                                                                                         | -0.1               | -0.2                                                                | 0.0                               | -0.2                                  |
| Net income (loss)                    | 0.0           | 0.0                 | -118.8                                          | 0.0                                                                                         | 0.0                | -118.8                                                              | 1.2                               | -117.6                                |
| Other comprehensive                  |               |                     |                                                 |                                                                                             |                    | <b></b>                                                             |                                   |                                       |
| income (loss)                        | 0.0           | 0.0                 | 0.0                                             | 31.4                                                                                        | 0.0                | 31.4                                                                | 0.0                               | 31.4                                  |
| Total comprehensive                  |               |                     | 110.0                                           | 01.4                                                                                        |                    | 07.4                                                                | 4.0                               | 00.0                                  |
| income (loss)                        | 0.0           | 0.0                 | -118.8                                          | 31.4                                                                                        | 0.0                | -87.4                                                               | 1.2                               | -86.2                                 |
| As at 30.6.2015                      | 378.6         | 952.8               | -477.2                                          | -51.9                                                                                       | -0.1               | 802.2                                                               | 12.3                              | 814.5                                 |

# NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 1\_\_\_ About the Company

SCHMOLZ + BICKENBACH AG (SCHMOLZ + BICKENBACH) is a Swiss company limited by shares which is listed on the SIX Swiss Exchange (SIX) and has its registered office at Emmenweidstrasse 90 in Emmen. SCHMOLZ + BICKENBACH is a global producing company operating in the special long steel business. Its activities are divided into two divisions: *Production* and *Sales & Services*.

These interim condensed consolidated financial statements were authorised for issue by the Board of Directors on 24 August 2015.

## 2\_\_\_Accounting policies

The Group prepared these interim condensed consolidated financial statements of SCHMOLZ + BICKENBACH AG for the first six months of the fiscal year 2015 in accordance with IAS 34 "Interim Financial Reporting". They contain all the information required of interim condensed consolidated financial statements in accordance with the International Financial Reporting Standards (IFRSs). More detailed disclosures on accounting policies can be found in the consolidated financial statements as at 31 December 2014. For the purposes of preparing this quarterly report, the Board of Directors and Executive Board assess the Group as being in a position to continue as a going concern.

This quarterly report is presented in euro. Unless otherwise stated, monetary amounts are denominated in millions of euro.

# 3\_\_\_\_Significant accounting judgements, estimates and assumptions

In preparing these interim condensed consolidated financial statements in accordance with IAS 34, assumptions and estimates have been made which affect the carrying amounts and disclosure of the recognised assets and liabilities, income and expenses, and contingent liabilities. Actual amounts may differ from the estimates.

# 4\_\_\_Standards and interpretations applied

The relevant accounting policies applied in the interim condensed consolidated financial statements are consistent with those used for the most recent consolidated financial statements prepared as at the end of the fiscal year 2014.

The new and revised standards and interpretations whose adoption is mandatory as at 1 January 2015 are an exception. These include minor amendments to the standard IAS 19 "Employee Benefits" as well as the two omnibus standards of the 2010–2012 and 2011–2013 annual improvement cycles. None of the above had any material impact on this quarterly report.

Regarding the restatement of exchange gains and losses, please refer to section 8.1.

## 5\_\_\_ Seasonal effects

There are slight seasonal effects affecting sales and revenue in both segments of the Group. These effects are attributable to the number of working days in the second half of the year, which is regularly lower due to our customers' vacation periods in July and August as well as the second half of December. These periods are associated with plant downtime in some cases. The effects are particularly pronounced in the third quarter, which is affected by the summer vacation period. Fixed costs are distributed fairly equally over all four quarters, however. Furthermore, the majority of general overhaul work on production and processing plants is carried out over the summer during plant downtime. As a result, expenses for servicing and maintenance as well as capital expenditures are usually at their highest in the third quarter. Inventories of semi-finished and finished goods are usually increased before the summer vacation period starts, i.e. towards the end of the second quarter. This safeguards the supply of customers after the end of the vacation period and has the effect that net working capital usually peaks around this time. In contrast, trade accounts receivable and payable, and with them net working capital, tend to reach their lowest level at year-end due to the reduction in inventories typically seen at the end of the year. Furthermore, the amount of net working capital is significantly affected by commodity prices.

The (cyclical) economic development has a much more pronounced impact than seasonal effects on the development of the Group's sales, revenue and earnings, however.

# 6\_\_\_ Scope of consolidation and business combinations

In order to further simplify the structure of the Group, the two Group entities Ardenacier S.A.R.L. (FR) and Steeltec FIC S.A.R.L. (FR) were merged into SCHMOLZ + BICKENBACH France S.A.S. (FR) in the first quarter of 2015.

### 7 Discontinued operations

The disposal process for selected distribution entities in Germany, Belgium, the Netherlands and Austria, which was initially concluded at the end of 2014 without an agreement being reached, was resumed in March 2015. The distribution entities concerned are part of the Sales & Services division. Their business models are not consistent with that of the Group in general and they mainly sell third-party products. Following the realignment agreed in 2013, these entities no longer reflect the SCHMOLZ + BICKENBACH Group's strategic focus on production and sale of internally produced goods. At the end of March 2015, a purchase agreement on these distribution entities was concluded with JACQUET METAL SERVICE, a leading European distributor of special steel listed on the Euronext Paris Exchange (EPA: JCQ). This agreement was closed in July.

As at 31 March 2015, the criteria of IFRS 5 for classifying these entities as discontinued operations were fulfilled for the first time, and the assets and liabilities of the discontinued operations have been disclosed separately in the statement of financial position since then. The profit or loss of the discontinued operations is disclosed separately in the income statement. The income statement of the prior period was restated accordingly. In the statement of cash flows, the cash flows of the discontinued operations are disclosed separately from the cash flows of the continuing operations, and the presentation of the prior period was restated accordingly.

The carrying amounts of the assets and liabilities of the discontinued operations as at 30 June 2015, following elimination of all relationships with the continuing operations, are as follows:

| in million EUR                          | 30.6.2015 |
|-----------------------------------------|-----------|
|                                         |           |
| Other non-current financial assets      | 0.5       |
| Other non-current assets                | 1.2       |
| Deferred tax assets                     | 8.8       |
| Total non-current assets                | 10.5      |
| Inventories                             | 57.7      |
| Trade accounts receivable               | 59.2      |
| Current financial assets                | 1.4       |
| Other current assets                    | 2.3       |
| Cash and cash equivalents               | 1.3       |
| Total current assets                    | 121.9     |
| Total assets of discontinued operations | 132.4     |
|                                         |           |
| Provisions for pensions and similar     |           |
| obligations                             | 16.2      |
| Other non-current provisions            | 2.3       |
| Deferred tax liabilities                | 0.1       |
| Non-current financial liabilities       | 3.2       |
| Other non-current liabilities           | 0.5       |
| Total non-current liabilities           | 22.3      |
| Current provisions                      | 4.4       |
| Trade accounts payable                  | 36.8      |
| Current financial liabilities           | 2.4       |
| Current income tax liabilities          | 0.2       |
| Other current liabilities               | 16.9      |
| Total current liabilities               | 60.7      |
| Total liabilities of discontinued       |           |
| operations                              | 83.0      |

The following table shows the composition of the profit or loss of the discontinued operations:

|                                               | 1.1       | 1.1       |
|-----------------------------------------------|-----------|-----------|
| in million EUR                                | 30.6.2015 | 30.6.2014 |
|                                               |           |           |
| Revenue                                       | 241.9     | 242.1     |
| Other income                                  | 1.7       | 1.5       |
| Expenses                                      | -245.6    | -241.0    |
| Loss recognised on the                        |           |           |
| measurement at fair value                     |           |           |
| less costs to sell                            | -126.7    | 0.0       |
| Earnings before taxes                         |           |           |
| from discontinued                             |           |           |
| operations                                    | -128.7    | 2.6       |
| Income taxes                                  | -1.1      | -0.9      |
| - from ordinary activites                     | -1.1      | -0.9      |
| – from measurement at                         |           |           |
| fair value less costs                         |           |           |
| to sell                                       | 0.0       | 0.0       |
| Earnings after taxes                          |           |           |
| from discontinued                             |           |           |
| operations                                    | -129.8    | 1.7       |
| <ul> <li>– from ordinary activites</li> </ul> | -3.1      | 1.7       |
| – from measurement at                         |           |           |
| fair value less costs                         |           |           |
| to sell                                       | -126.7    | 0.0       |
|                                               |           |           |

## 8\_\_\_ Notes to the consolidated income statement

### 8.1 Other operating income

|                              | 1.1       | 1.1          |
|------------------------------|-----------|--------------|
| in million EUR               | 30.6.2015 | 30.6.2014 1) |
|                              |           |              |
| Rent and lease income        | 2.3       | 1.4          |
| Income from recovery of      |           |              |
| previously written off       |           |              |
| receivables and reversal of  |           |              |
| allowances on receivables    | 1.2       | 0.1          |
| Grants and allowances        | 1.0       | 0.8          |
| Commission income            | 0.9       | 0.5          |
| Income from reversal of      |           |              |
| provisions                   | 0.4       | 0.4          |
| Insurance reimbursement      | 0.3       | 0.4          |
| Gains on disposal of         |           |              |
| intangible assets, property, |           |              |
| plant and equipment, and     |           |              |
| financial assets             | 0.3       | 0.2          |
| Net exchange gains/losses    | 0.0       | 0.8          |
| Miscellaneous income         | 10.3      | 11.0         |
| Total                        | 16.7      | 15.6         |

<sup>1)</sup> Restated due to the classification of the discontinued operations as at 31.3.2015.

The enterprise value agreed for the distribution entities comes to EUR 88.6 million. The provisional purchase price (equity value) was calculated on the basis of the statements of financial position of the distribution entities as at the closing date 30 April 2015 and amounts to EUR 56.6 million, and will be finalised following negotiations between the two parties. In July, JACQUET METAL SERVICE already made a payment of EUR 48.6 million. Measurement of the discontinued operations at fair value less costs to sell was performed on the basis of the provisional purchase price less costs to sell. As at 30 June 2015, there was a provisional need to recognise impairment losses and provisions of EUR 126.7 million. Of this amount, EUR 1.9 million was allocated to intangible assets, EUR 39.6 million to property, plant and equipment, and EUR 85.2 million to inventories. No deferred tax assets were recognised on the expected loss on disposal, as this will not be tax deductible.

As the foreign currency risk from operating receivables and liabilities within the SCHMOLZ + BICKENBACH Group is increasingly hedged using financial receivables and liabilities, a distinction is no longer drawn between operating and financial receivables and liabilities in the presentation of exchange gains and losses. All exchange gains and losses on receivables and liabilities or derivative currency contracts concluded to hedge these are stated net and presented as other operating expenses or income as well, depending on whether the net figure is negative or positive. The exchange gains and losses item for the prior period was restated by EUR +1.4 million; the financial result was restated accordingly by EUR –1.4 million.

The net figures break down as follows:

| in million EUR                    | 1.1.–<br>30.6.2015 | 1.1<br>30.6.2014 <sup>1)</sup> |
|-----------------------------------|--------------------|--------------------------------|
| Exchange gains<br>Exchange losses | 65.2               | 15.0                           |
| Net exchange<br>gains/losses      | -7.6               | 0.8                            |

<sup>1)</sup> Restated due to the classification of the discontinued operations as at 31.3.2015. The amount of the exchange gains and losses in the first half of 2015 primarily results from the change in the exchange rate between the euro and the Swiss franc following the discontinuation of the minimum exchange rate of CHF 1.20/EUR by the Swiss National Bank in mid-January 2015, as well as from the appreciation of the US dollar against the euro.

Miscellaneous income comprises a number of individually immaterial items which cannot be allocated to another line item.

### 8.2 Other operating expenses

| in million EUR               | 1.1<br>30.6.2015 | 1.1<br>30.6.2014 <sup>1)</sup> |
|------------------------------|------------------|--------------------------------|
|                              |                  |                                |
| Freight                      | 44.3             | 44.5                           |
| Maintenance, repairs         | 31.8             | 30.1                           |
| Advisory, audit and          |                  |                                |
| IT services                  | 15.0             | 11.9                           |
| Rent and lease expenses      | 11.1             | 12.4                           |
| Travel, advertisement and    |                  |                                |
| distribution costs           | 8.8              | 8.1                            |
| Net exchange gains/losses    | 7.6              | 0.0                            |
| Insurance fees               | 6.3              | 6.3                            |
| Commission expense           | 4.7              | 5.1                            |
| Non-income taxes             | 4.5              | 4.6                            |
| Energy costs                 | 1.7              | 0.9                            |
| Cost of allowances on        |                  |                                |
| receivables and bad debts    | 1.6              | 0.8                            |
| Cost for environmental       |                  |                                |
| protection measures          | 1.5              | 1.8                            |
| Vehicle fleet                | 1.0              | 1.0                            |
| Guarantee expenses           | 0.9              | 1.4                            |
| Licenses and patents         | 0.9              | 0.6                            |
| Voluntary social security    |                  |                                |
| contributions                | 0.8              | 1.6                            |
| Losses on disposal of        |                  |                                |
| intangible assets, property, |                  |                                |
| plant and equipment, and     | 0.0              | 0.1                            |
| financial assets             | 0.2              | 0.1                            |
| Donations                    | 0.1              | 0.2                            |
| Miscellaneous expense        | 23.5             | 22.3                           |
| Total                        | 166.3            | 153.0                          |

<sup>1)</sup> Restated due to the classification of the discontinued operations as at 31.3.2015.

Miscellaneous expense comprises a number of individually immaterial items which cannot be allocated to another line item.

### 8.3 Financial result

| 1.1       | 1.1                                                                     |
|-----------|-------------------------------------------------------------------------|
| 30.6.2015 | 30.6.2014 <sup>1)</sup>                                                 |
|           |                                                                         |
| 0.4       | 0.4                                                                     |
| 0.0       | 5.0                                                                     |
| 0.4       | 5.4                                                                     |
| -19.0     | -26.4                                                                   |
|           |                                                                         |
| -2.8      | -3.7                                                                    |
|           |                                                                         |
| 0.2       | 0.8                                                                     |
| -1.5      | -0.3                                                                    |
| -23.1     | -29.6                                                                   |
| -22.7     | -24.2                                                                   |
|           | 30.6.2015<br>0.4<br>0.0<br>0.4<br>-19.0<br>-2.8<br>0.2<br>-1.5<br>-23.1 |

<sup>&</sup>lt;sup>1)</sup> Restated due to the classification of the discontinued operations as at 31.3.2015.

Interest expense on financial liabilities includes transaction costs of EUR 2.4 million (1.1.-30.6.2014: EUR 5.9 million) that were recognised through profit or loss over the term of the respective financial liability.

Other financial expense, and in the prior year also other financial income, mainly contains gains and losses from marking embedded derivatives and interest rate derivatives to market.

### 8.4 Income taxes

| in million EUR     | 1.1.–<br>30.6.2015 | 1.1.–<br>30.6.2014 <sup>1)</sup> |
|--------------------|--------------------|----------------------------------|
|                    |                    |                                  |
| Current taxes      | 13.8               | 10.8                             |
| Deferred taxes     | 0.4                | 5.3                              |
| Income tax expense | 14.2               | 16.1                             |

<sup>1)</sup> Restated due to the classification of the discontinued operations as at 31.3.2015.

The local tax rates used to determine current and deferred taxes have not changed materially in comparison to the prior year. The effective Group tax rate for the first six months of fiscal year 2015 was 53.8% (1.1.-30.6.2014: 32.5%). This rate considers the tax rates of the individual countries in which the Group operates, weighted for earnings before taxes. The increase in the tax rate is mainly attributable to a change in composition of the profits or losses of the individual countries and the non-recognition of deferred tax assets on the losses of the German entities.

The following table presents the net change in deferred tax assets and liabilities. Since 31 March 2015, the deferred taxes attributable to the discontinued operations have been classified as assets and liabilities of the discontinued operations so that the deferred tax assets and deferred tax liabilities recognised in the statement of financial position as at 30 June 2015 now include only the figures for the continuing operations.

| in million EUR                                       | 1.1<br>30.6.2015 | 1.1.–<br>30.6.2014 |
|------------------------------------------------------|------------------|--------------------|
|                                                      | 30.0.2013        | 30.0.2014          |
| Balance as at 1.1.                                   | 45.0             | 32.5               |
| Changes from continuing operations recognised in     |                  |                    |
| profit or loss                                       | -0.4             | -5.3               |
| Changes from discontin-<br>ued operations recognised |                  |                    |
| in profit or loss                                    | -1.4             | -0.6               |
| Changes recognised in other comprehensive            |                  |                    |
| income                                               | -6.5             | 9.1                |
| Foreign currency effects                             | -2.3             | 0.1                |
| Reclassification of discon-                          |                  |                    |
| tinued operations                                    | -8.7             | -                  |
| Balance as at 30.6.                                  | 25.7             | 35.8               |

# 9\_\_\_Notes to the consolidated statement of financial position

# 9.1 Intangible assets and property, plant and equipment

Investments of the continuing operations totalling EUR 77.5 million (1.1.-30.6.2014: EUR 30.7 million) break down into additions to intangible assets of EUR 0.5 million (1.1.-30.6.2014: EUR 0.8 million) and additions to property, plant and equipment of EUR 77.0 million (1.1.-30.6.2014: EUR 29.9 million). Most of the additions relate to the *Production* division and other areas. As part of the classification of selected distribution entities as discontinued operations as defined by IFRS 5, intangible assets and property, plant and equipment of EUR 41.5 million were classified as assets of the discontinued operations and written off in full as at 30 June 2015.

In addition, a trademark allocated to Boxholm Stål AB (SE) amounting to EUR 2.2 million was written off in full in the first quarter after all bright steel entities were legally pooled under the roof of Steeltec AG (CH) and will in the future trade under the Steeltec umbrella brand.

#### 9.2 Inventories

| in million EUR          | 30.6.2015 | 31.12.2014 |
|-------------------------|-----------|------------|
|                         |           |            |
| Raw materials, consum-  |           |            |
| ables and supplies      | 119.4     | 125.1      |
| Semi-finished goods and |           |            |
| work in progress        | 317.7     | 313.7      |
| Finished products and   |           |            |
| merchandise             | 350.6     | 479.7      |
| Total                   | 787.7     | 918.5      |

Inventories of EUR 142.9 million were classified as assets of the discontinued operations as at 30 June 2015, where they are disclosed with a carrying amount of EUR 57.7 million, following recognition of a write-down of EUR 85.2 million.

### 9.3 Provisions

The discount rates used to remeasure pension obligations were updated as follows compared to 31 December 2014:

|               | Switz     | Switzerland Eurozone USA |           | Eurozone   |           | Canada     |           |            |
|---------------|-----------|--------------------------|-----------|------------|-----------|------------|-----------|------------|
| in %          | 30.6.2015 | 31.12.2014               | 30.6.2015 | 31.12.2014 | 30.6.2015 | 31.12.2014 | 30.6.2015 | 31.12.2014 |
|               |           |                          |           |            |           |            |           |            |
| Discount rate | 0.9       | 1.1                      | 2.4       | 1.9        | 4.2       | 3.8        | 3.9       | 3.9        |

Actuarial gains of EUR 14.0 million (1.1.–30.6.2014: losses of EUR 36.3 million) before tax were recorded in other comprehensive income. These gains primarily reflect the significant increase in discount rates in the Eurozone and the USA in the second quarter of 2015. Provisions of EUR 22.9 million were classified as liabilities of the discontinued operations as at 30 June 2015.

### 9.4 Financial liabilities

The Group's financial liabilities break down as follows as at 30 June 2015:

| in million EUR              | 30.6.2015 | 31.12.2014 |
|-----------------------------|-----------|------------|
|                             |           |            |
| Syndicated loan             | 275.9     | 238.7      |
| Other bank loans            | 30.8      | 33.3       |
| Bond                        | 161.6     | 160.7      |
| Liabilities from finance    |           |            |
| leases                      | 2.4       | 6.1        |
| Other financial liabilities | 1.0       | 1.4        |
| Total non-current           | 471.7     | 440.2      |
| Other bank loans            | 7.9       | 7.6        |
| ABCP financing pro-         |           |            |
| gramme                      | 209.3     | 205.7      |
| Liabilities from finance    |           |            |
| leases                      | 1.1       | 2.3        |
| Other financial liabilities | 3.4       | 3.5        |
| Total current               | 221.7     | 219.1      |

Financial liabilities of EUR 5.6 million were classified as liabilities of the discontinued operations as at 30 June 2015.

Other current financial liabilities include accrued interest for the bond of EUR 2.1 million (31.12.2014: EUR 2.1 million).

SCHMOLZ + BICKENBACH had available liquidity and credit lines of around EUR 314 million as at 30 June 2015.

# 10\_\_\_Notes to the consolidated statement of cash flows

Treasury shares worth EUR 0.8 million (1.1.–30.6.2014: EUR 0.4 million) were acquired in the first quarter of 2015 for definitive allocation in the second quarter under the share-based payment plans for the fiscal year 2014 (also see note 14).

The total amount of the income taxes paid contains a tax refund of EUR 9.9 million in the second quarter of 2015. This refund was granted to the subsidiary Ugitech SA (FR) for prior years.

# 11\_\_Contingent liabilities and other financial obligations

Contingent liabilities from guarantees, warranties and purchase commitments amounted to EUR 53.5 million in total as at 30 June 2015 (31.12.2014: EUR 65.2 million).

# 12\_\_\_Fair value measurement considerations

In accordance with the requirements of IFRS 13, items which are recognised at fair value in the statement of financial position, or whose fair value is disclosed in the notes, are allocated to one of the following three levels of the fair value hierarchy. The table below only presents the financial instruments of relevance for the SCHMOLZ + BICKENBACH Group.

The fair value hierarchy distinguishes between the following levels:

### Level 1:

Quoted prices (unadjusted) in active markets for identical assets or liabilities.

#### Level 2:

Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

### Level 3:

Unobservable inputs for the asset or liability that affect the fair value.

SCHMOLZ + BICKENBACH regularly reviews the procedure for measuring items at fair value. If the material input parameters change, the Group assesses whether an item needs to be transferred between the levels. There were no transfers between the individual levels during the reporting period.

The fair value of the bond was EUR 179.1 million as at 30 June 2015 (31.12.2014: EUR 180.3 million) (Level 1 of the fair value hierarchy), while the carrying amount was EUR 161.6 million (31.12.2014: EUR 160.7 million).

As at the respective reporting dates, financial instruments measured at fair value were categorised as follows:

|                                                                                        | Lev       | Level 1 Level 2 |           | Level 3    |           | Fair value as at |           |            |
|----------------------------------------------------------------------------------------|-----------|-----------------|-----------|------------|-----------|------------------|-----------|------------|
| in million EUR                                                                         | 30.6.2015 | 31.12.2014      | 30.6.2015 | 31.12.2014 | 30.6.2015 | 31.12.2014       | 30.6.2015 | 31.12.2014 |
|                                                                                        |           |                 |           |            |           |                  |           |            |
| Financial assets                                                                       |           |                 |           |            |           |                  |           |            |
| Positive market values of derivative financial instruments                             |           |                 |           |            |           |                  |           |            |
| <ul> <li>Derivatives without hedging relationship<br/>(no hedge accounting)</li> </ul> | 0.0       | 0.0             | 3.6       | 6.7        | 0.0       | 0.0              | 3.6       | 6.7        |
| Financial liabilities                                                                  |           |                 |           |            |           |                  |           |            |
| Negative market values of derivative financial instruments                             |           |                 |           |            |           |                  |           |            |
| <ul> <li>Derivatives with hedging relationship<br/>(hedge accounting)</li> </ul>       | 0.0       | 0.0             | 1.0       | 0.4        | 0.0       | 0.0              | 1.0       | 0.4        |
| <ul> <li>Derivatives without hedging relationship<br/>(no hedge accounting)</li> </ul> | 0.0       | 0.0             | 8.7       | 10.5       | 0.0       | 0.0              | 8.7       | 10.5       |

## 13\_\_\_Segment reporting

The Group is presented in accordance with its internal reporting and organisational structure, comprising the two divisions (hereafter also referred to as operating segments): *Production* and *Sales & Services*.

The table below shows the segment reporting for the continuing operations as at 30 June 2015. The presentation of the prior period for the *Sales & Services* segment was restated to eliminate the discontinued operations.

|                                                                     |           | Production |           | Sales & Services |  |
|---------------------------------------------------------------------|-----------|------------|-----------|------------------|--|
|                                                                     | 1.1       | 1.1        | 1.1       | 1.1              |  |
| in million EUR                                                      | 30.6.2015 | 30.6.2014  | 30.6.2015 | 30.6.2014        |  |
|                                                                     |           | /          |           |                  |  |
| Third-party revenue                                                 | 1 195.9   | 1 241.5    | 293.0     | 246.0            |  |
| Intersegment revenue                                                | 186.5     | 147.2      | 0.0       | 0.1              |  |
| Total revenue                                                       | 1 382.4   | 1 388.7    | 293.0     | 246.1            |  |
| Segment result (= adjusted EBITDA) <sup>2)</sup>                    | 111.6     | 126.3      | 11.1      | 13.3             |  |
| Adjustment                                                          | -0.3      | -1.9       | 0.0       | -0.8             |  |
| Operating profit before depreciation and amortisation (EBITDA)      | 111.3     | 124.4      | 11.1      | 12.5             |  |
| Depreciation and amortisation of intangible assets, property, plant |           |            |           |                  |  |
| and equipment                                                       | -57.2     | -53.8      | -2.3      | -2.1             |  |
| Impairment of intangible assets, property, plant and equipment      |           |            |           |                  |  |
| and assets held for sale                                            | -2.2      | 0.0        | 0.0       | 0.0              |  |
| Operating profit (loss) (EBIT)                                      | 51.9      | 70.6       | 8.8       | 10.4             |  |
| Financial income                                                    | 0.6       | 0.7        | 2.1       | 2.6              |  |
| Financial expense                                                   | -19.6     | -23.1      | -5.0      | -7.0             |  |
| Earnings before taxes (EBT)                                         | 32.9      | 48.2       | 5.9       | 6.0              |  |
| Segment assets <sup>3)</sup>                                        | 1 954.4   | 1916.6     | 302.6     | 252.6            |  |
| Segment liabilities 4)                                              | 305.8     | 320.8      | 130.9     | 105.2            |  |
| Segment assets less segment liabilities (capital employed)          | 1 648.6   | 1 595.8    | 171.7     | 147.4            |  |
| Segment investments <sup>5)</sup>                                   | 35.6      | 29.2       | 1.7       | 1.2              |  |
| Operating free cash flow 6)                                         | 18.6      | -18.2      | -14.2     | 12.2             |  |
| Employees                                                           | 7510      | 7 750      | 1 290     | 1 1 4 9          |  |

<sup>1)</sup> Thereof revenue with discontinued operations in the amount of EUR 58.1 million (1.1.-30.6.2014: EUR 65.2 million).

<sup>2)</sup> Adjusted EBITDA: Operating profit before depreciation, amortisation and non-recurring effects.

- <sup>3)</sup> Segment assets: Intangible assets (without goodwill) + property, plant and equipment + inventories + trade accounts receivable (total matches total assets of the continuing operations).
- <sup>4)</sup> Segment liabilities: Trade accounts payable (total matches total liabilities of the continuing operations).
- <sup>5</sup> Segment investments: Additions to intangible assets (without goodwill) + additions to property, plant and equipment (without reclassification from assets held for sale).
- <sup>6)</sup> Operating free cash flow: Adjusted EBITDA +/- change in inventories, trade accounts receivable less trade accounts payable less segment investments less capitalised borrowing costs.
- <sup>7</sup> Including discontinued operations the number of employees amounted to 9 885 (30.6.2014: 10 018 employees).

|                             |            |                          | on        | Reconciliat |           |                |            |
|-----------------------------|------------|--------------------------|-----------|-------------|-----------|----------------|------------|
| Total continuing operations |            | Eliminations/adjustments |           | Other       |           | ating segments | Total oper |
| 1.1                         | 1.1        | 1.1                      | 1.1       | 1.1         | 1.1       | 1.1            | 1.1        |
| 30.6.2014                   | 30.6.2015  | 30.6.2014                | 30.6.2015 | 30.6.2014   | 30.6.2015 | 30.6.2014      | 30.6.2015  |
|                             |            |                          |           |             |           |                |            |
| 1 487.5 1                   | 1 488.9 1) | 0.0                      | 0.0       | 0.0         | 0.0       | 1 487.5        | 1 488.9    |
| 0.0                         | 0.0        | -147.3                   | -186.5    | 0.0         | 0.0       | 147.3          | 186.5      |
| 1 487.5                     | 1 488.9    | -147.3                   | -186.5    | 0.0         | 0.0       | 1634.8         | 1 675.4    |
| 133.8                       | 117.5      | -1.2                     | -2.5      | -4.6        | -2.7      | 139.6          | 122.7      |
| -3.0                        | -5.0       | 0.0                      | 0.0       | -0.3        | -4.7      | -2.7           | -0.3       |
| 130.8                       | 112.5      | -1.2                     | -2.5      | -4.9        | -7.4      | 136.9          | 122.4      |
|                             |            |                          |           |             |           |                |            |
| -57.0                       | -61.2      | 0.0                      | 0.0       | -1.1        | -1.7      | -55.9          | -59.5      |
|                             |            |                          |           |             |           |                |            |
| 0.0                         | -2.2       | 0.0                      | 0.0       | 0.0         | 0.0       | 0.0            | -2.2       |
| 73.8                        | 49.1       | -1.2                     | -2.5      | -6.0        | -9.1      | 81.0           | 60.7       |
| 5.4                         | 0.4        | -29.6                    | -23.7     | 31.7        | 21.4      | 3.3            | 2.7        |
| -29.6                       | -23.1      | 29.6                     | 23.7      | -29.1       | -22.2     | -30.1          | -24.6      |
| 49.6                        | 26.4       | -1.2                     | -2.5      | -3.4        | -9.9      | 54.2           | 38.8       |
| 2 250.1                     | 2343.9     | 72.0                     | 36.9      | 8.9         | 50.0      | 2169.2         | 2257.0     |
| 1 524.3                     | 1 578.8    | 1 097.5                  | 1140.4    | 0.8         | 1.7       | 426.0          | 436.7      |
|                             |            |                          |           |             |           | 1743.2         | 1 820.3    |
| 30.7                        | 77.5       | 0.0                      | 0.0       | 0.3         | 40.2      | 30.4           | 37.3       |
| -12.1                       | -40.4      | -0.3                     | 0.6       | -5.8        | -45.4     | -6.0           | 4.4        |
| 8 993 7                     | 8 900 7)   | 0                        | 0         | 94          | 100       | 8 8 9 9        | 8 800      |

### 14\_\_\_Related party disclosures

There were no significant changes in the nature of transactions with related parties compared to 31 December 2014.

As at 30 June 2015, equity instruments of EUR 0.6 million (1.1.–30.6.2014: EUR 0.2 million) were granted within the scope of the share-based payment plan and recorded as an expense in the consolidated income statement, with a counter-entry under retained earnings (accumulated losses). Shares worth EUR 0.7 million were allocated for the fiscal year 2014 and reclassified within shareholders' equity from treasury shares to retained earnings (accumulated losses).

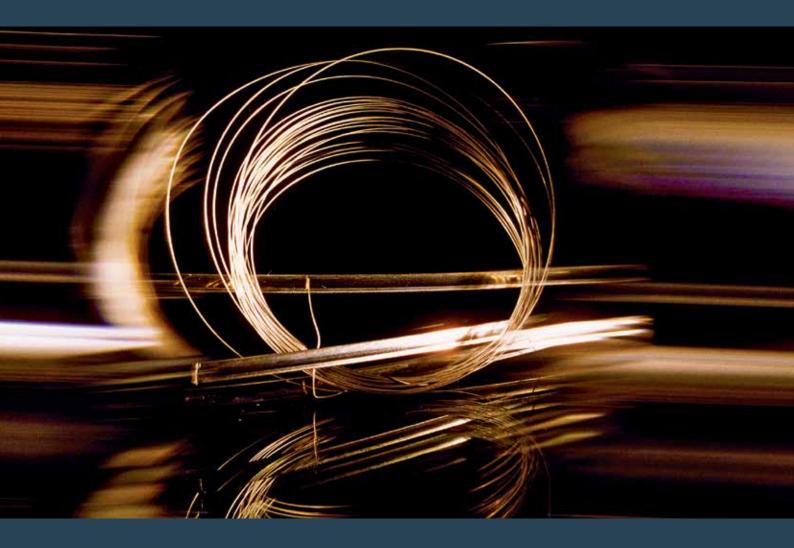
With effect as at 1 April 2015, SCHMOLZ + BICKENBACH Edelstahl GmbH acquired for a purchase price of EUR 36.9 million the already rented real estate at Eupener Strasse in Dusseldorf from Mietverwaltungsgesellschaft SCHMOLZ + BICKENBACH mbH & Co. KG, a company owned by SCHMOLZ + BICKENBACH GmbH & Co. KG.

### 15\_\_\_Subsequent events

On 22 July 2015, SCHMOLZ + BICKENBACH closed the disposal of selected distribution entities in Germany, Belgium, the Netherlands and Austria to JACQUET METAL SERVICE. The European anti-trust authorities approved the transaction unconditionally in July. The enterprise value agreed for the distribution entities came to EUR 88.6 million. The provisional purchase price (equity value) is EUR 56.6 million and will be finalised following negotiations between the two parties. In July, JACQUET METAL SERVICE already made a payment of EUR 48.6 million. As a result of the closing, SCHMOLZ + BICKENBACH and the selected distribution entities are now independent of each other in both operational and legal terms. The deconsolidation of these entities will be presented in the financial statements for the third quarter of 2015.

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# MEMBERS OF THE BOARD OF DIRECTORS

The following overview provides details of the composition of the Board of Directors as at 30 June 2015.

### SCHMOLZ + BICKENBACH Board of Directors

#### Edwin Eichler (DE) 1)

Year of birth 1958 Chairman Chairman of the Strategy Committee Member since 2013 Elected until 2016

#### Marco Musetti (CH) 2)

Year of birth 1969 Vice Chairman Chairman of the Compensation Committee Member of the Strategy Committee Member since 2013 Elected until 2016

### Michael Büchter (DE) 1)

Year of birth 1949 Member Member of the Audit Committee Member since 2013 Elected until 2016

#### Dr Heinz Schumacher (DE) 1)

Year of birth 1948 Member Member of the Compensation Committee Member since 2013 Elected until 2016

### Dr Oliver Thum (DE) 3)

Year of birth 1971 Member Member of the Strategy Committee Member since 2013 Elected until 2016

### Johan Van de Steen (DE) 2)

Year of birth 1965 Member Member of the Audit Committee Member of the Strategy Committee Member since 2015 Elected until 2016

#### Hans Ziegler (CH) 1)

Year of birth 1952 Member Chairman of the Audit Committee Member of the Compensation Committee Member since 2013 Elected until 2016

<sup>1)</sup> Independent member.

2) Representative of Renova.

<sup>3)</sup> Representative of SCHMOLZ + BICKENBACH GmbH & Co. KG.

The Annual General Meeting was held in Emmenbrücke on 15 April 2015. The following members of the Board of Directors were re-elected: Edwin Eichler (Chairman), Michael Büchter, Marco Musetti, Dr Heinz Schumacher, Dr Oliver Thum and Hans Ziegler. Johan Van de Steen was elected as a new member of the Board of Directors. In addition, Marco Musetti, Dr Heinz Schumacher and Hans Ziegler were elected members of the Compensation Committee.

# MEMBERS OF THE EXECUTIVE BOARD

The following overview provides details of the Executive Board as at 30 June 2015.

| Name                | Function       | Period             |
|---------------------|----------------|--------------------|
| Clemens Iller       | CEO            | Since 1.4.2014     |
|                     | CFO ad interim | 1.3.2015-31.3.2015 |
| Matthias Wellhausen | CFO            | Since 1.4.2015     |

The previous CFO Hans-Jürgen Wiecha left the Company as at 28 February 2015. Matthias Wellhausen took up his post as new CFO on 1 April 2015.

# GLOSSARY

## Α\_\_\_

Adjusted EBITDA Operating profit before depreciation, amortisation and non-recurring effects

Adjusted EBITDA margin (%) Ratio of adjusted EBITDA to revenue

# C\_\_\_

**Capital employed** Net working capital plus intangible assets (excl. goodwill) plus property, plant and equipment

**Cash flow before changes in net working capital** Cash flow from operating activities without changes in net working capital

## E\_\_\_

EAT Earnings after taxes

EBIT Earnings before interest and taxes

**EBITDA** Earnings before interest, taxes, depreciation, and amortisation

EBITDA leverage Ratio of net debt to adjusted EBITDA

EBITDA margin (%) Ratio of EBITDA to revenue

EBT Earnings before taxes

Equity ratio Ratio of shareholders' equity to total assets

F\_\_\_

Free cash flow Cash flow from operating activities plus cash flow from investing activities

G\_\_\_

Gearing Ratio of net debt to shareholders' equity

**Gross margin** Revenue plus change in semi-finished and finished goods less cost of materials

Gross margin (%) Ratio of gross margin to revenue

Investment ratio Ratio of investments to depreciation/ amortisation

# N\_\_\_\_

Net debt Current and non-current financial liabilities less cash and cash equivalents

Net financial expense Financial expense less financial income

Net working capital Inventories plus trade accounts receivable less trade accounts payable

0\_\_\_

**Operating free cash flow** Adjusted EBITDA plus/less change in inventories, trade accounts receivable and trade accounts payable less segment investments less capitalised borrowing costs

# ABBREVIATIONS

| ABCP Asset Backed Commercial Paper                                          | <b>m</b> million                                                                     |
|-----------------------------------------------------------------------------|--------------------------------------------------------------------------------------|
| CEO Chief Executive Officer                                                 | M&A Mergers & Acquisitions                                                           |
| CFO Chief Financial Officer                                                 | <b>p.a.</b> per year                                                                 |
| CGU Cash Generating Unit                                                    | R&D Research & Development                                                           |
| CHF Swiss franc                                                             | SPI Swiss Performance Index                                                          |
| CO Swiss Code of Obligations                                                | t tonne                                                                              |
| EEG German Renewable Energies Act                                           | USD US dollar                                                                        |
| e.g. for example                                                            | VDMA Verband Deutscher Maschinen- und Anlagenbauer                                   |
| EUR euro                                                                    | VegüV Swiss Ordinance against Excessive Compensation<br>in listed stock corporations |
| IAS International Accounting Standards                                      |                                                                                      |
| IASB International Accounting Standards Board                               |                                                                                      |
| i.e. which means                                                            |                                                                                      |
| IFRIC International Financial Reporting<br>Interpretations Committee        |                                                                                      |
| IFRS International Financial Reporting Standards                            |                                                                                      |
| <b>KfW</b> Kreditanstalt für Wiederaufbau (Development Loan<br>Corporation) |                                                                                      |
| Kt kilotonne                                                                |                                                                                      |

# LEGAL NOTICE

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Every care has been taken to ensure that we do not exclude either gender in this report.

This report contains forward-looking statements, including presentations of developments, plans, intentions, assumptions, expectations, beliefs and potential impacts as well as descriptions of future events, income, results, situations or outlook. They are based on the Company's current expectations, beliefs and assumptions, which are subject to uncertainty and may differ materially from the current facts, situation, impact or developments.

This company brochure is also available in German. The German version is binding.

### Photos

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