



Group Interim Report
as at 31 March 2013

Schaltbau Group Key Financial Figures for the period ended 31 March

Group key financial figures		31 March 2013	31 December 2012	31 March 2012	31 December 2011
Order situation					
Order-intake	€ m.	107.8	372.3	105.5	342.8
Order-book	€ m.	241.8	229.8	239.6	197.4
Income statement					
Sales	€ m.	95.3	362.8	84.7	318.4
Total output	€ m.	95.6	367.9	88.4	324.4
EBITDA	€ m.	11.1	37.0	8.3	34.7
Profit from operating activities (EBIT)	€ m.	9.0	29.5	6.6	27.5
EBIT margin	%	9.5	8.1	7.7	8.6
Group net profit for the period	€ m.	6.3	22.2	4.5	21.7
Profit attr. to shareholders of the AG	€ m.	5.0	19.0	3.7	18.7
Return on capital employed	%	17.8	15.8	15.0	18.9
Balance sheet					
Fixed Assets	€ m.	82.1	80.7	77.0	74.0
Working capital	€ m.	120.2	105.6	97.6	71.8
Capital employed	€ m.	202.3	186.3	174.7	145.8
Group equity ¹	€ m.	76.6	71.1	60.8	57.8
Net bank liabilities	€ m.	49.0	45.0	34.3	27.4
Balance sheet total ¹	€ m.	269.4	258.2	240.2	214.3
Personnel					
Employees at end of reporting period	Number	1,993	1,972	1,854	1,738
Personnel expense	€ m.	29.4	112.1	27.2	95.4
Personnel expense ² per employee ³	€ 000	65.1	64.3	64.0	62.1
Total output ² per employee ³	€ 000	211.3	211.1	207.7	211.3
Earnings per share⁴					
Earnings per share (undiluted)	€	0.81	3.09	0.60	3.13
Earnings per share (diluted)	€	0.81	3.09	0.60	3.13

¹ The previous year's figures were adjusted as a result of the changed accounting treatment required to be applied retrospectively for pension provisions.

² Based on figures to date extrapolated to twelve months

³ Weighted average for period including trainees, executive directors and members of Management Board

⁴ Prior year period adjusted for share split

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Dear shareholders

The Schaltbau Group again performed extremely well in the first quarter 2013 and we grew more quickly than expected in all three segments. Both order intake and sales again increased notably. However, we have not only achieved growth in volume, we have also significantly improved in terms of quality, a fact which is plainly visible in an EBIT margin that rose distinctly from 7.7 per cent to 9.5 per cent year-on-year. The figure also compares favourably with competitors in the same sector.

These developments are a smooth continuation of our outstanding business performance over the last few years. Why is that? In 2004 we began setting the future course of the Schaltbau Group with a clearly focused, rigorously implemented strategy, which we have permanently improved upon without changing its fundamental principles. The strategy we adopted now seems to be paying off. At a very early stage in the year we already upwardly adjusted our forecast for the full fiscal year to earnings per share of € 3.24. This move makes it clear that the quality of our earnings is likely to improve significantly. Our medium-term target of achieving earnings per share of € 3.66 in the fiscal year 2015 is therefore coming one major step closer to becoming reality.

What are the fundamental principles of our strategy? I have repeatedly emphasised the various points over the past few years. Now I would like to summarise them again. The nucleus of our strategy is our products. Everything at Schaltbau revolves around its products. In this point we are extremely innovative and spend a lot of money on perfecting them – a fact borne out by the large amount we quite consciously spend on R&D each year. Exemplary results in the Mobile Transportation Technology segment, represented by the Bode Group, are the Bode Innovative Door System, with which we cover the railway industry's entire range of requirements, and the Compact Allround Drive System, with which we have created a completely new type of electrical drive system for bus doors. These systems make Bode technology leader in its various markets.

At the same time we have consistently expanded our existing range of products, focused on the customer-oriented adaptation of our products for new applications and thereby attracted additional customers in new markets. Striking examples from the other segments are the recently developed contactors widely used in the railway industry or for generating renewable energy and our brake systems that are key components in wind turbines. These developments enable us to expand our target markets in regional terms, gain new

customer groups with new applications and simultaneously minimise our commercial risk, even in times of economic difficulty, just as we have successfully done in recent years.

With our strategy we promote innovation and thereby create a sound basis for future growth in our core business fields. In making our decisions we need to anticipate how conditions are likely to be on the markets concerned in a number of years from now and there is generally a gap of some five years between the initial approval of a development project and the earning of sustainable sales revenues with satisfactory margins.

Alongside these strategic considerations, we also intend to continue growing by means of acquisition, which we always approach with definite aims in mind, avoiding any type of excessive or incalculable risk. We also have to be prepared to accept occasional setbacks, such as the recently attempted takeover of a Dutch company. The consistency of our actions has always been the basis of profitable corporate growth and will continue to be so in the future.

Best regards

A handwritten signature in black ink, consisting of a large, stylized 'A' followed by a series of fluid, connected strokes that form the rest of the name.

Dr Jürgen Cammann

Spokesman of the Executive Board

Group Interim Management Statement

Throughout the first quarter 2013, the Schaltbau Group maintained the same high level of performance seen in 2012 and significantly improved its key value drivers. Both order intake and sales figures were well above those of the previous year and surpassed the Group's own expectations. Despite the high expenditure needed to drive growth, operating profit rose at an above-average rate, which is clearly visible in the greatly improved EBIT margin. The Group's fine business performance during the first quarter and the optimistic prospects for the coming months led the Executive Board to upwardly adjust its forecast for the full fiscal year 2013.

Major events during the first quarter 2013

On 4 March 2013 Schaltbau Holding AG announced that ongoing negotiations to take over the Dutch Vialis Railway Systems B.V. by PINTSCH BAMAG had been unexpectedly broken off by the selling party.

With economic effect from 31 March 2013, Gebr. Bode GmbH & Co. KG acquired a further 25% share in the British company Rail Door Solutions Ltd. (RDS) of Milton Keynes, via its subsidiary Gebr. Bode & Co. Beteiligungs GmbH, thereby increasing its share in that entity to 50%. The transaction took place under the terms of existing purchase options, which allow Bode to acquire a majority share in RDS.

Business environment

Overall, the business environment is beginning to show moderate signs of improvement. After the negative growth seen in Germany in the last quarter 2012, the economic outlook has meanwhile become somewhat brighter. According to the joint economic forecast published by leading German economic research institutes in April, the reduced tension on financial markets has significantly improved the general mood in the German economy. The headwind slowing world economic growth has also eased off and the rate of expansion in emerging markets has moderately risen. However, a return to the high levels of growth seen in the years prior to the global financial crisis is not currently expected.

The markets relevant for the Schaltbau Group generally continued to perform well during the period under report. In the rail sector the economic environment remained fundamentally stable and the business situation on the key Chinese market in particular has also steadied. Demand in the industrial sectors for components and brake systems grew considerably in the first quarter.

Business performance

The order situation in the Schaltbau Group continued its upward trend throughout the first three months of 2013. Order intake rose by a further 2.2% on the excellent figure of € 105.5 million achieved one year earlier to total € 107.8 million. The figure is well above our expectations for the first three months of the fiscal year.

First-quarter order volume in the **Mobile Transportation Technology** segment continued at the high level reported for the same period one year earlier. Weak demand in the field of Door Systems for Buses continued to reflect the reluctance of public-sector customers to invest. Growing order activity from smaller-scale manufacturers in the travel coach sector did, however, provide some partial compensation. The Door Systems for Railway Vehicles product group recorded strong growth in order intake. The Fittings for Sliding Vehicle Doors product group also performed steadily. However, despite a renewed order for linear sliding doors, order volume did not quite match the level seen one year earlier.

First-quarter order-intake figures in the **Stationary Transportation Technology** segment were around 10% down on those of the previous year. The lower figure reported for the first three months of this year is mainly attributable to exceptional factors in the Rail Infrastructure business field in 2012 relating to a major order for warning technology equipment placed by the German state of North Rhine-Westphalia. Incoming orders for signalling equipment declined during the first quarter, primarily due to postponements by customers. The Brake Systems business field performed extremely well across all product groups, thereby affirming the upward trend this industry is experiencing. The most notable sign of expansion was the number of large orders placed in the North American wind power sector and the delivery of various applications for the mining industry.

The **Components** segment recorded a strong 20% rise in incoming orders for the period under report. This outstanding performance was bolstered by strong demand from North American markets. The renewal of spare parts orders for snap-action switches as well as various refurbishment projects caused incoming orders to develop particularly well in the field of Switches. The segment received additional impetus from the series supply of high-voltage contactors for Russian railway systems, which began during the second half of 2012. The order situation on the Chinese railway market has meanwhile returned to normal.

At 31 March 2013, the Schaltbau Group's **order book** stood at € 241.8 million, surpassing both the € 239.6 million recorded one year earlier and the € 229.8 million seen at the end of 2012.

Sales

The higher volume of orders had a positive impact on the Schaltbau Group's sales during the first quarter 2013. At € 95.3 million, the figure was 12.5% up on the € 84.7 million recorded one year earlier.

The **Mobile Transportation Technology** segment showed a sales increase of 18.9% during the period under report. This substantial growth is mainly attributable to the Door Systems for Railway Vehicles product group, reflecting the considerable volume of orders placed over the last 18 months. The slightly lower sales figures for the product groups "Door Systems for Buses and Coaches" and "Fittings for Sliding Vehicle Doors" were more than compensated for.

The upward trend in the Brake Systems business field of the **Stationary Transportation Technology** segment continued unabated. The Rail Infrastructure business field showed a slight improvement on figures reported for the same period one year earlier. Overall, the segment recorded a sales increase of 8.8%.

Sales in the **Components** segment rose by 9.3%, profiting from the recently initiated delivery of high-voltage contactors to Russia as well as the outstanding order situation for switches in general. Furthermore, the Chinese joint venture in Xi'an reported marked growth in sales.

Group earnings performance

Earnings from operating activities (EBIT) for the Schaltbau Group improved by € 2.5 million to € 9.0 million in the first quarter 2013. The EBIT margin rose from 7.7% to 9.5%, although major expense items were impacted by the considerable degree of upfront expenditure required to continue fuelling future growth.

In addition to its dynamic sales performance, the **Mobile Transportation Technology** segment profited from the integration of Bode Zustiegssysteme. Segment EBIT jumped to € 3.1 million (2012: € 1.6 million), resulting in a far higher EBIT margin of 8.8% (2012: 5.4%).

EBIT for the **Stationary Transportation Technology** segment in the first quarter 2013 went down slightly to € 0.7 million (2012: € 0.9 million). The lower level of total output in the Rail Infrastructure business field, partly due to persistently harsh weather conditions, stood in stark contrast to the outstanding sales figures achieved for Brake Systems. The EBIT margin stood at 2.2% (first quarter 2012: 3.2%).

Despite the substantial degree of expenditure required to boost sales and improve infrastructure in the USA, the **Components** segment reported EBIT of € 6.4 million for the three-month period under report (2012: € 5.4 million). The EBIT margin improved to 22.1% (2012: 20.4%).

Group net profit for the period rose by € 1.8 million to € 6.3 million. The first-quarter profit attributable to shareholders of Schaltbau Holding AG amounted to € 5.0 million (2012: € 3.7 million). On this firm basis, earnings per share for the quarter under report stood at € 0.81, as compared with € 0.60 for the same period the previous year. The first-time application of the revised IAS 19 (see Notes "Accounting Policies") had only a very minor impact on Group net profit.

Group financial and net assets position

The following information relates to the changes between this quarterly report and the Consolidated Financial Statements published for the 12-month period ended 31 December 2012. The previous year's figures contained in this report do not show these changes in respect to balance sheet total, equity, pension provisions and deferred tax assets. The adjustments to last year's balance sheet were necessary due to a change in the method of recognising actuarial gains and losses in accordance with IAS 19 (see also "Accounting Policies – Provisions" in the Notes).

The higher volume of business had an impact on balance sheet ratios. Basically, on the assets side of the balance sheet, trade accounts receivable increased. For this reason, working capital rose from € 105.6 million at 31 December 2012 to € 120.2 million at 31 March 2013. A total of € 1.7 million was invested in property, plant and equipment and intangible assets during the period under report, compared with € 2.1 million in amortisation and depreciation. Non-current assets increased, primarily due to gaining a greater share in the UK-based company RDS and deferred tax assets relating to adjustments connected with the first-time application of the revised version of IAS 19.

On the liabilities side of the balance sheet, net bank liabilities went up from € 45.0 million at the balance sheet date 2012 to € 49.0 million, also due to the higher sales volume. The application of the revised version of IAS 19 led to a rise in pension provisions, which is the primary reason for the € 9.7 million increase in non-current debt, which now totals € 103.9 million. At € 76.6 million, equity changed only minimally from the figure recorded at the end of 2012 (€ 76.5 million). It includes an effect due to the first-time application of the revised IAS 19 of a negative amount of € 5.3 million. The equity ratio stood at 28.4% at 31 March 2013, as compared with 29.9% on 31 December 2012.

Purchasing

Prices on procurement markets tended to fall during the first quarter 2013. Not only the important non-ferrous metals aluminium and copper, but also gold and silver were significantly cheaper at the end of the first quarter than they had been at the beginning of the year. Then in April, the downward pressure on prices increased significantly, particularly after ECB President Mario Draghi announced that the Central Bank of Cyprus may possibly have to sell some of its gold reserves to cover losses incurred by the granting of emergency loans. The news caused the price of gold to fall by more than 10%. The impact on silver was even greater. Copper prices also slumped, although aluminium remained stable at the level seen at the end of March 2013.

In the wake of the sharp drop in gold prices, crude oil prices also fell in April 2013, after having spent the first three months at levels mostly just above those recorded at the beginning of the year. However, these movements did not have a noticeable impact on the prices of plastic parts.

The prices of electronic components, steel and steel products remained generally stable during the quarter under report and there were no supply bottlenecks.

Significant events occurring after 31 March 2013

On 10 April 2013 the Executive Board of Schaltbau Holding AG announced the raising of its forecast for the fiscal year 2013.

Opportunity and risk report

During the first three months of the fiscal year 2013, the opportunity and risk profile of the Schaltbau Group remained identical with that presented in the Annual Report for the year ended 31 December 2012.

Outlook and other assertions relating to future developments

In the opinion of the major economic research institutes, the world economy is likely to regain some of its former vitality in the further course of 2013, which should additionally bolster the generally good condition of the Schaltbau Group's main markets. We can safely assume that order volumes in the domestic rail sector will remain stable. The prospects of further business with Russia and North America are especially favourable. Overall, the Chinese market gives good reason for optimism in view of the considerably higher targets set for railway spending last year. Apart from stepping up activities in the fields of refurbishment and maintenance, we see additional potential in the trams sector. We also expect a continuation of the positive performance seen in international business with brake systems.

Based on the impressive business performance of the first quarter 2013, which exceeded our expectations, and in view of the unbroken positive outlook for the coming months – assuming underlying business conditions remain stable – the Executive Board of Schaltbau Holding AG recently raised its forecast for the fiscal year 2013. Group sales are now expected to grow to around € 390 million in 2013 (previous forecast: € 374 million). Earnings from operating activities (EBIT) are accordingly predicted to reach € 35.9 million (previously: € 32.8 million). At a tax rate gradually returning to normal levels, Group net profit for the full year is now forecast to reach € 23.5 million (previously: € 22.1 million). Earnings per share will accordingly total € 3.24 per share.

Significant related party transactions

Information available in the Notes.

Condensed Interim Consolidated Financial Statements as at 31.03.2013

Consolidated Income Statement for the period from 1 January to 31 March 2013

€000	1.1.-31.03.2013	1.1.-31.03.2012
1. Sales	95,306	84,692
2. Change in inventories of finished and work in progress	-10	3,583
3. Own work capitalised	305	99
4. Total output	95,601	88,374
5. Other operating income	788	370
6. Cost of materials	46,624	44,610
7. Personnel expense	29,434	27,233
8. Amortisation and depreciation	2,129	1,761
9. Other operating expenses	9,192	8,589
10. Profit from operating activities (EBIT)	9,010	6,551
a) Result from at-equity accounted investments	648	520
b) Other results from investments	-125	0
11. Results from investments	523	520
a) Interest income	28	40
b) Interest expense	1,210	1,291
12. Finance result	-1,182	-1,251
13. Profit before tax	8,351	5,820
14. Income taxes	2,091	1,352
15. Group net profit for the period	6,260	4,468
Analysis of group net profit		
attributable to minority shareholders	1,296	791
attributable to the shareholders of Schaltbau Holding AG	4,964	3,677
Group net profit for the period	6,260	4,468
Earnings per share – undiluted:	0.81 €	0.60 €
Earnings per share – diluted:	0.81 €	0.60 €

Statement of Income and Expenses Recognised in Equity

€000	1.1.-31.03.2013			1.1.-31.03.2012		
	Before tax	Tax effect	After tax	Before tax	Tax effect	After tax
Group net profit for the period			6,260			4,468
Items which will not subsequently be reclassified to profit or loss						
Actuarial gains/losses relating to pensions	0		0	0		0
Items which will subsequently be reclassified to profit or loss						
Unrealised gains/losses arising on currency translations						
- from fully consolidated companies			939			-416
- from at-equity accounted companies			-15			258
Derivative financial instruments						
- Change in unrealised gains / losses	-178	53	-125	273	-82	191
- Realised gains / losses	99	-30	69	148	-44	104
	-79	23	868	421	-126	137
Other comprehensive income			868			137
Group comprehensive income			7,128			4,605
of which attributable to minority shareholders			1,682			649
of which attributable to the shareholders of Schaltbau			5,446			3,956

Consolidated Cash Flow Statement for the period from 1 January to 31 March 2013

	€ 000	€ 000
	1.1.-31.03.2013	1.1.-31.03.2012
Profit before financial result and taxes (EBIT)	9,010	6,551
Amortisation, depreciation and impairment losses on intangible assets and property, plant and equipment	2,129	1,761
Gains/losses on the disposal of intangible assets and property, plant and equipment	13	0
Change in current assets	-11,194	-12,305
Change in provisions	941	900
Change in current liabilities	-1,075	1,246
Dividends received	844	0
Income tax paid	-837	-1,562
Other non-cash income / expenses	4	3
Cash flow from operating activities	-165	-3,406
Payments for investments in:		
- intangible assets and property, plant and equipment	-1,705	-1,368
- financial investments	-1,146	-141
- payments for investments to acquire fully consolidated entities less cash acquired	-150	-389
Proceeds from disposal of:		
- property, plant and equipment	18	1
Cash flow from investing activities	-2,983	-1,897
Distribution to minority interests	-166	-163
Loan repayments	-406	-242
Interest paid	-667	-612
Interest received	28	40
Change in current financial liabilities	2,152	-187
Cash flow from financing activities	941	-1,164
Change in cash funds due to exchange rate fluctuations	177	-59
Changes in cash funds	-2,030	-6,526
Cash funds at the end of the period	5,633	5,692
Cash funds at the beginning of the period	7,663	12,218
	-2,030	-6,526

Consolidated Balance Sheet as at 31 March 2013

ASSETS	€ 000	€ 000	€ 000
	31.03.2013	*31.12.2012	*1.1.2012
A. NON-CURRENT ASSETS			
I. Intangible assets	23,091	22,943	20,020
II. Property, plant and equipment	46,204	46,654	43,975
III. At-equity accounted investments	8,833	7,459	6,347
IV. Other investments	3,939	3,660	3,655
V. Deferred tax assets*	15,364	15,637	11,110
	97,431	96,353	85,107
B. CURRENT ASSETS			
I. Inventories	77,713	75,008	60,833
II. Trade accounts receivable	75,643	66,440	47,830
III. Income tax receivables	487	453	242
IV. Other receivables and assets	11,636	11,413	7,603
V. Cash and cash equivalents	6,525	8,510	12,727
	172,004	161,824	129,235
Total assets	269,435	258,177	214,342
EQUITY AND LIABILITIES			
	€ 000	€ 000	€ 000
	31.03.2013	*31.12.2012	*1.1.2012
A. EQUITY			
I. Subscribed capital	7,506	7,506	7,506
II. Capital reserves	15,805	15,805	15,805
III. Statutory reserves	231	231	231
IV. Revenues reserves*	35,603	16,678	5,120
V. Income/expense recognised directly in equity	829	292	273
VI. Revaluation reserve	3,041	3,041	3,041
VII. Group net profit attributable to shareholders of Schaltbau Holding AG	4,964	18,980	18,707
VIII. Equity attributable to shareholders of Schaltbau Holding AG	67,979	62,533	50,683
IX. Minority interests	8,662	8,599	7,150
	76,641	71,132	57,833
B. NON-CURRENT LIABILITIES			
I. Participation rights capital	7,111	7,104	7,077
II. Pension provisions*	34,149	34,248	20,931
III. Personnel-related accruals	3,559	3,481	3,578
IV. Other provisions	73	66	334
V. Financial liabilities	51,897	49,866	36,700
VI. Other liabilities	150	178	10
VII. Deferred tax liabilities	6,926	6,845	6,602
	103,865	101,788	75,232
C. CURRENT LIABILITIES			
I. Personnel-related accruals	6,979	6,332	5,676
II. Other provisions	20,471	19,469	16,117
III. Income taxes payable	1,001	160	561
IV. Financial liabilities	7,097	7,199	7,120
V. Trade accounts payable	19,945	21,137	20,023
VI. Advance payments received	13,177	14,699	16,823
VII. Other liabilities	20,259	16,261	14,957
	88,929	85,257	81,277
Total equity and liabilities	269,435	258,177	214,342

* The previous year's figures were adjusted as a result of the changed accounting treatment required to be applied retrospectively for pension provisions. Please refer to the accounting policies section in the Notes.

Consolidated Statement of Changes in Equity as at 31 March 2013

	Equity attributable to shareholders of Schaltbau Holding AG					
	Subscribed capital	Capital reserves	Statutory reserves	Revenue	Reserves	Revaluation reserve
				Other	Derivate financial Instruments	
Balance at 31.12.2011	7,506	15,805	231	8,416	-1,597	3,041
Effekt aus der Änderung der Bilanzierung von Pensionsrückstellungen*	0	0	0	-1,699	0	0
Balance at 1.1.2012*	7,506	15,805	231	6,717	-1,597	3,041
Profit brought forward	0	0	0	18,707	0	0
Shares issued / converted	0	0	0	0	0	0
Dividends	0	0	0	0	0	0
Group net profit for the period	0	0	0	0	0	0
Other comprehensive income	0	0	0	0	295	0
Group comprehensive income	0	0	0	0	295	0
Balance at 31.03.2012	7,506	15,805	231	25,424	-1,302	3,041
Balance at 1.4.2012	7,506	15,805	231	25,424	-1,302	3,041
Profit brought forward	0	0	0	0	0	0
Shares issued / converted	0	0	0	0	0	0
Dividend paid	0	0	0	-3,682	0	0
Group net profit for the period	0	0	0	0	0	0
Other comprehensive income	0	0	0	-3,633	-129	0
Group comprehensive income	0	0	0	-3,633	-129	0
Balance at 31.12.2012	7,506	15,805	231	18,109	-1,431	3,041
Balance at 1.1.2013	7,506	15,805	231	18,109	-1,431	3,041
Profit brought forward	0	0	0	18,980	0	0
Dividend paid	0	0	0	0	0	0
Group net profit for the period	0	0	0	0	0	0
Other comprehensive income	0	0	0	0	-55	0
Group comprehensive income	0	0	0	0	-55	0
Balance at 31.03.2013	7,506	15,805	231	37,089	-1,486	3,041

Note: rounding differences may arise due to the use of electronic rounding aids.

* The previous year's figures were adjusted as a result of the changed accounting treatment required to be applied retrospectively for pension provisions. Please refer to the explanatory comments provided in the Notes

Income/expenses directly in equity	recognised		Net profit for the period	Total	Minority interests in equity			Group equity
	from fully consolidation	from at-equity consolidation			in capital and reserves	in net profit for the period	Total	
568	-295	18,707	52,382	4,204	2,946	7,150	59,532	
0	0	0	-1,699	0	0	0	-1,699	
568	-295	18,707	50,683	4,204	2,946	7,150	57,833	
0	0	-18,707	0	2,946	-2,946	0	0	
0	0	0	0	0	0	0	0	
0	0	0	0	-1,640	0	-1,640	-1,640	
0	0	3,677	3,677	0	791	791	4,468	
-273	257	0	279	-142	0	-142	137	
-273	257	3,677	3,956	-142	791	649	4,605	
295	-38	3,677	54,639	5,368	791	6,159	60,798	
295	-38	3,677	54,639	5,368	791	6,159	60,798	
0	0	0	0	0	0	0	0	
0	0	0	0	0	0	0	0	
0	0	0	-3,682	0	0	0	-3,682	
0	0	15,303	15,303	0	2,453	2,453	17,756	
25	10	0	-3,727	-13	0	-13	-3,740	
25	10	15,303	11,576	-113	2,453	2,440	14,016	
320	-28	18,980	62,533	5,355	3,244	8,599	71,132	
320	-28	18,980	62,533	5,355	3,244	8,599	71,132	
0	0	-18,980	0	3,244	-3,244	0	0	
0	0	0	0	-1,619	0	-1,619	-1,619	
0	0	4,964	4,964	0	1,296	1,296	6,260	
552	-15	0	482	386	0	386	868	
552	-15	4,964	5,446	386	1,296	1,682	7,128	
872	-43	4,964	67,979	7,366	1,296	8,662	76,641	

Notes and segment information as at 31 March 2013

DESCRIPTION OF BUSINESS

The Schaltbau Group is one of the leading manufacturers of components and equipment for traffic technology and industry. In addition to electro-mechanical components and equipment, the Group supplies door systems for buses and trains, safety systems for level crossings, train formation and signalling systems, equipment for railway vehicles, point heating systems, maritime aids and industrial braking systems. Its innovative and future-oriented products make Schaltbau a highly influential business partner in the area of traffic technology.

BASIS OF PREPARATION

The Interim Financial Report of Schaltbau Holding AG, Munich, has been prepared in accordance with the requirements of IAS 34 "Interim Financial Reporting", issued by the International Accounting Standards Board (IASB), and with those of German Accounting Standard No. 16 "Interim Reporting" issued by the Accounting Standards Committee of Germany (DRSC). The same accounting principles and policies have been applied as in the consolidated financial statements for the fiscal year ended 31 December 2012.

In addition to the figures reported in the financial statements, the interim report also includes explanatory notes to selected financial statement items.

BUSINESS COMBINATIONS / GROUP REPORTING ENTITY

On March 31, 2013 Gebr. Bode & Co. Beteiligungs GmbH, Kassel, acquired a further 25% of the shares of Rail Door Solutions Ltd., Milton Keynes, (UK) for a consideration of GBP 629,000 (€ 741,000). This entity continues to be consolidated using the equity method. In addition, a put / call option remains in place for the period from 1 April 2015 to 31 March 2020 with respect to further shares which give Bode the opportunity to take over a majority interest in the British company.

USE OF ESTIMATES

For the purposes of drawing up the consolidated financial statements, it is necessary to make estimates and assumptions which affect the carrying amounts of assets, liabilities and contingent liabilities at the balance sheet and the amounts of income and expense recognised in the period under report. Actual results can differ from estimates as a result of changes in the economic situation and due to other circumstances.

FOREIGN CURRENCY TRANSLATION

The financial statements of consolidated companies whose functional currency is not the Euro are drawn up in accordance with the modified closing rate method.

Exchange rates relevant for foreign currency translation into Euro changed as follows:

	Closing rate		Average rate	
	31.03.2013	31.12.2012	1.1. bis 31.03.2013	1.1. bis 31.03.2012
Chinese renminbi yuan	7.9600	8.3378	8.2962	8.2694
US dollar	1.2805	1.3217	1.3208	1.3108
British pound	0.8456	0.8179	0.8506	0.8345
New Turkish lire	2.3212	2.3660	2.3571	2.3570
Polish Zloty	4.1804	4.0762	4.1513	4.2341

ACCOUNTING PRINCIPLES AND POLICIES

Provisions

Pension provisions are measured on the basis of values stated in the relevant actuarial reports for 2013, taking into account pensions paid during the period under report. The provision for obligations for early retirement part-time working arrangements is based on management estimates, unlike in the financial statements for the year ended 31 December 2012 when the provision was based on actuarial reports.

The accounting policy for the recognition of actuarial gains and losses has been changed with effect from the beginning of 2013 in accordance with IAS 19. Actuarial gains and losses are now recorded in the year in which they arise by recognition directly in equity (revenue reserves). These amounts will not be recognised in profit or loss in subsequent accounting periods. Previously, they were only recognised -- in profit or loss -- when their net cumulative amount exceeded 10 % of the defined benefit obligation at the beginning of the period. IAS°8.19°(b) requires that the accounting policy change is applied retrospectively, thus resulting in adjustments to comparative figures for the previous year. Given that the impact on profit or loss in 2012 is less than € 10,000, no adjustment has been made the previous year's income statement on the grounds of immateriality. The following table shows the impact on items in the previous year's balance sheet and statement of total comprehensive income.

€ 000	Balance sheet			Statement of comprehensive income
	Deferred tax assets	Revenue reserves	Pension provision	
1.1.2012	728	-1,699	2,427	0
1.1.2012 to 31.3.2012	0	0	0	0
1.4.2012 to 30.6.2012	0	0	0	0
1.7.2012 to 30.9.2012	0	0	0	0
1.10.2012 to 31.12.2012	1,557	-3,633	5,190	-3,633
31.12.2012	2,285	-5,332	7,617	-3,633

Contingent liabilities

Contingent liabilities correspond to contingent obligations existing at the balance sheet date.

Consolidated cash flow statement

The cash flow statement shows changes in the Schaltbau Group's cash and cash equivalents since 31 December 2012. Cash and cash equivalents comprise checks, cash on hand, cash at bank and the net amount on cash management balances with non-consolidated companies (see also additional disclosures made for the Consolidated Statement of Cash Flows).

The cash flow statement has been prepared in accordance with IAS 7, with cash flows classified into cash flows from operating, investing and financing activities. The cash flow from operating activities is determined using the indirect method.

ANALYSIS OF SELECTED ITEMS REPORTED IN THE FINANCIAL STATEMENTS

PERSONNEL EXPENSE / EMPLOYEES

in € 000	1.1. – 31.03.	2013	2012
Wages and salaries		24,639	22,839
Social security, pension and welfare expenses		4,795	4,394
		29,434	27,233

EMPLOYEES

	2013	2012
Employees	1,809	1,702

These employee figures show the weighted average for the period under report (including trainees, executives and board members).

FINANCIAL RESULT

in € 000	1.1. – 31.03.	2013	2012
Other interest and similar income (of which from affiliated companies)		28 (-)	40 (-)
Interest and similar expenses (of which to affiliated companies)		- 1,210 (- 5)	- 1,291 (- 4)
		- 1,182	- 1,251

Interest expenses include €295,000 (1.1. – 31.03.2012: € 346,000) relating to the interest component of the allocation to the pension provision.

INCOME TAXES

in € 000	1.1. – 31.03.	2013	2012
Income tax expense		- 1,698	- 1,678
Deferred tax expense (2012: income)		- 393	326
		- 2,091	- 1,352

In the first quarter of the previous year, deferred tax assets amounting to € 125,000 were recognised on tax losses available for carryforward in Germany. By contrast, a deferred tax expense of € 416,000 was recorded in the first quarter of the current year 2013.

NOTES TO THE CONSOLIDATED BALANCE SHEET

INTANGIBLE ASSETS, PLANT PROPERTY AND EQUIPMENT AND INVESTMENTS

The **revaluation method** has only been applied for land. The revaluation reserve did not change during the period under report.

INVENTORIES

in € 000	31.03.2013	31.12.2012
Raw materials, consumables and supplies	35,203	34,524
Work in progress	30,038	27,206
Finished products, goods for resale	12,183	12,794
Advance payments to suppliers	289	484
	77,713	75,008

Write-downs totalling € 28,000 (January - March 2012: € 240,000) and reversals of impairment losses totalling € 103,000 (January - March 2012: € 4,000) were recognised on inventories during the period under report. Write-downs on inventories at the end of the reporting period totalled € 14,144,000 (2011: € 14,243,000).

RECEIVABLES AND OTHER ASSETS

in € 000	30.03.2013	31.12.2012
Trade accounts receivable	75,643	66,440
Receivables from affiliated companies	4,816	3,769
Receivables from associated companies	1,576	2,207
Income tax receivables	487	453
Positive fair values of derivative instruments	103	54
Other assets	5,141	5,383
	87,766	78,306

Allowances on trade accounts receivable amount to € 3,058,000 (31 March 2012: €2,764,000). Write-downs amounting to €272,000 (January – March 2012: €132,000) and reversals of write-downs amounting to €21,000 (January – March 2012: €19,000) were recorded against receivables and other assets.

CASH AND CASH EQUIVALENTS

in € 000	30.03.2013	31.12.2012
Cheques and cash on hand	71	44
Cash at bank	6,454	8,466
	6,525	8,510

CHANGES IN GROUP EQUITY

Details relating to the balance sheet line items presented are shown in the Statement of Changes in Group Equity. The Company's subscribed capital (share capital) was split in a ratio of 1:3 on 20 August 2012, as a result of which it since then comprises 6,152,190 shares (before: 2,050,730 shares). The carrying amount of share capital was not affected by the share split. The previous year's figures were adjusted as a result of the changed accounting treatment required to be applied retrospectively for pension provisions (see also section on "Accounting policies").

PROVISIONS

in € 000	31.03.2013	31.12.2012
Non-current provisions		
Pension provision*	34,149	34,248
Personnel-related accruals	3,559	3,481
Warranties	73	66
Other non-current provisions	3,632	3,547
	37,781	37,795
Current provisions		
Personnel-related accruals	6,979	6,332
Current tax	2,137	2,075
Warranties	7,930	7,884
Outstanding costs and material	6,215	6,249
Other provisions	4,189	3,261
Other current provisions	20,471	19,469
	27,450	25,801
Total provisions*	65,231	63,596

* The previous year's figure was adjusted as a result of the changed accounting treatment required to be applied retrospectively for pension provisions

LIABILITIES

in € 000	31.03.2013	31.12.2012
Non-current liabilities		
Liabilities to banks	48,543	46,470
Other financial liabilities	<u>3,354</u>	<u>3,396</u>
Financial liabilities	51,897	49,866
Other liabilities	<u>150</u>	<u>178</u>
	52,047	50,044
Current liabilities		
Current income tax liabilities	1,001	160
Liabilities to banks	6,935	7,039
Other financial liabilities	<u>162</u>	<u>160</u>
Financial liabilities	7,097	7,199
Trade accounts payable	19,945	21,137
Advance payments received	13,177	14,699
Payables to affiliated companies	1,121	1,027
Liabilities to other group entities	290	570
Negative fair values of derivatives	2,418	2,140
Sundry other liabilities	<u>16,430</u>	<u>12,524</u>
Other liabilities	20,259	16,261
	61,479	59,456
Total liabilities	113,526	109,500

Segments

The Group's segment designations are product-oriented. The Group's business units are allocated to the segment for which they generate most of their sales. A detailed description of the three segments, "Mobile Transportation Technology", "Stationary Transportation Technology" and "Components" is provided in the Combined Group and Company Management Report in the section "Business activities"

The column "Holding company, other consolidation items" comprises the activities of the holding company. This is influenced by the financing function of the holding company for the Group and by the tax group arrangements in place in Germany. These expenses are not recharged to the subsidiaries concerned. By contrast, expenses incurred for providing centralised services (e.g. SAP system costs) are recharged. The financial reporting principles used for segment reporting correspond to those used in the consolidated financial statements.

Reconciliations

€ 000	Sales		€ 000	EBIT	
	2013	2012		2013	2012
Total sales of segments	95,872	84,839	Total EBIT of segments	10,190	7,916
Other sales	642	526	Other EBIT	-1,145	-1,296
Consolidation	-1,208	-673	Consolidation	-35	-69
Sales as per income statement	95,306	84,692	EBIT as per income statement	9,010	6,551

€ 000	Assets		€ 000	Liabilities	
	2013	2012		2013	2012
Total segment assets	284,126	261,368	Total segment liabilities	185,488	177,460
Other assets excluding deferred tax assets	53,894	44,209	Other liabilities excluding deferred tax liabilities	69,956	58,956
Deferred taxes	7,020	6,387	Deferred taxes	788	765
Consolidation	-75,605	-71,784	Consolidation	-63,438	-57,800
Group assets as per balance sheet	269,435	240,180	Group liabilities as per balance sheet	192,794	179,381

"Other sales" comprise almost entirely sales recorded at the level of Schaltbau Holding AG for IT services provided to subsidiaries. These sales, together with inter-segment sales, are eliminated on consolidation.

"Other EBIT" comprises mainly expenses recorded at the level of Schaltbau Holding AG for personnel, non-rechargeable materials expenses, other operating expenses and other taxes.

"Other assets" relate primarily to receivables of Schaltbau Holding AG from affiliated companies in connection with financing activities. These receivables are eliminated on consolidation along with other inter-segment receivables.

"Other liabilities" comprise mainly financial liabilities, pension provisions and payables to affiliated companies recorded at the level of Schaltbau Holding AG. The latter are eliminated on consolidation along with other inter-segment payables.

PRODUCT-BASED SEGMENT INFORMATION

Disclosures in € 000

1.1. – 31.03.

	Mobile Transportation Technology		Stationary Transportation Technology	
	2013	2012	2013	2012
Order-intake (external)	37,489	36,080	38,322	42,757
Sales	35,624	29,915	31,134	28,366
- of which external	35,574	29,915	30,806	28,306
- of which with other segment	50	0	328	60
External order-book	107,866	107,890	82,635	84,906
EBITDA	3,647	2,015	1,429	1,475
Result from operating activities (EBIT)	3,133	1,612	670	910
Result from at-equity accounted investments	648	520	0	0
Other results from investments	0	0	-125	0
Interest income	42	29	24	50
Interest expense	-143	-120	-565	-575
Income taxes	-192	-53	-46	-87
Segment result / Group result	3,488	1,988	-42	298
Changes in group reporting entity	0	0	0	2,659
Capital expenditure on investments	940	100	205	41
Impairment losses on investments	0	0	-125	0
Capital expenditure ¹⁾	411	267	705	715
Amortisation and depreciation ¹⁾	-514	-403	-759	-565
Impairment losses	0	0	0	372
Reversal of impairment losses	0	0	0	23
Other significant non-cash expenses	-1,730	-1,518	-2,235	-2,360
Segment assets ^{2) 7)}	78,853	66,641	104,827	103,572
Investments accounted for at-equity	8,833	7,124	0	0
Capital employed ³⁾	62,022	52,444	71,896	62,668
Segment liabilities ^{4) 7)}	35,786	31,311	86,244	86,847
Employees (average as per HGB)	565	500	642	617
EBIT margin ⁵⁾	8.8 %	5.4 %	2.2 %	3.2 %
Return on capital employed ⁶⁾	20.2 %	12.3 %	3.7 %	5.8 %

¹⁾ = in / on intangible assets and property, plant and equipment

²⁾ = Balance sheet total

³⁾ = Working capital (inventories + trade accounts receivable – advance payments received – trade accounts payable) plus non-current assets excluding deferred tax assets

⁴⁾ = Liabilities

⁵⁾ = EBIT / external sales

⁶⁾ = EBIT / capital employed (EBIT extrapolated to annual amount)

⁷⁾ = The previous year's figures were adjusted as a result of the changed accounting treatment required to be applied retrospectively for pension provisions.

Components		Sub-total		Holding, Reconciling items		Schaltbau Group	
2013	2012	2013	2012	2013	2012	2013	2012
31,992	26,665	107,803	105,502	25	25	107,828	105,527
29,114	26,558	95,872	84,839	-566	-147		
28,903	26,447	95,283	84,668	23	24	95,306	84,692
211	111	589	171	-589	-171		
51,261	46,838	241,762	239,634			241,762	239,634
7,101	6,059	12,177	9,549	-1,038	-1,237	11,139	8,312
6,387	5,394	10,190	7,916	-1,180	-1,365	9,010	6,551
0	0	648	520	0	0	648	520
0	0	-125	0	0	0	-125	0
23	22	89	101	-61	-61	28	40
-435	-467	-1,143	-1,162	-67	-129	-1,210	-1,291
-964	-853	-1,202	-993	-889	-359	-2,091	-1,352
5,011	4,096	8,457	6,382	-2,197	-1,914	6,260	4,468
0	0	0	2,659	0	0	0	2,659
0	0	1,145	141	0	0	1,145	141
0	0	-125	0	0	0	-125	0
588	341	1,704	1,323	1	45	1,705	1,368
-714	-664	-1,987	-1,632	-142	-129	-2,129	-1,761
-300	0	-300	-372	0	0	-300	-372
124	0	124	23	0	0	124	23
-4,144	-1,557	-8,109	-5,435	-1,229	-1,507	-9,338	-6,942
100,446	91,155	284,126	261,368	-14,691	-21,188	269,435	240,180
0	0	8,833	7,124	0	0	8,833	7,124
79,864	72,631	213,782	187,743	-11,481	-13,078	202,301	174,665
63,458	59,302	185,488	177,460	7,306	1,921	192,794	179,381
584	566	1,790	1,683	19	19	1,809	1,702
22.1 %	20.4 %					9.5 %	7.7 %
32.0 %	29.7 %					17.8 %	15.0 %

Consolidated cash flow statement

The presentation of the Statement of Cash Flows has been changed compared to the previous year. Prior year figures have been adjusted accordingly. The change has been made to improve the clarity and transparency of presentation and hence to increase the reliability and relevance of information disclosed. The Statement of Cash Flows now begins with EBIT rather than the Group net profit for the period, as a result of which non-cash items no longer need to be adjusted below EBIT. Interest paid and received are now reported as part of the "Cash flows from financing activities" rather than as part of "Cash flows from operating activities", in order to make a clearer distinction between financing and operating activities. Interest received arises only on short-term deposits of surplus cash and thus has the same cash flow effect of using cash to repay financial liabilities subject to interest. Cash funds have been expanded to include the net balances pertaining to cash management arrangements with non-consolidated entities, reflecting the fact that they are equivalent to cash funds due to their availability.

Composition of cash funds

Cash funds comprise:

€ 000	31.03.2013	31.12.2012
Cash and cash equivalents	6,525	8,510
Balance on cash management accounts	-892	-847
	5,633	7,663

€ 000	31.03.2012	31.12.2011
Cash and cash equivalents	5,706	12,727
Balance on cash management accounts	-14	-509
	5,692	12,218

In addition to cash and cash equivalents, the balance on cash management accounts with non-consolidated subsidiaries is included. This item is presented in the balance sheet in current other liabilities (payables to affiliated companies).

OTHER DISCLOSURES

Contingent liabilities and other financial commitments

in € 000	31.03.2013	31.12.2012
Other financial obligations		
Rental and lease expenses	10,621	10,442
Other commitments	3,348	3,470

Contingent liabilities amounted to € 703,000 at 31 March 2013 (31 December 2012: € 681,000).

The risk of incurring costs in connection with these contingent liabilities is considered small.

The rental and leasing expenses shown under **other financial obligations** have been calculated on the basis of the earliest possible cancellation dates.

Other financial obligations are all of a nature and amount customary for the business.

Related party relationships

Transactions between fully consolidated companies on the one hand and associated and non-consolidated companies on the other are disclosed below from the perspective of the fully consolidated companies:

	Volume of services performed		Volume of services received	
	1.1.-31.3.2013	1.1.-31.3.2012	1.1.-31.3.2013	1.1.-31.3.2012
	€ 000	€ 000	€ 000	€ 000
Associated companies				
goods and services	2,063	698	840	1,286
other relationships	-	-	-	-
Non-consolidated companies				
goods and services	2,530	1,331	452	364
other relationships	-	-	294	9

The following receivables and payables existed at the balance sheet date from the perspective of the fully consolidated companies (mostly relating to the supply of goods).

	Receivables		Payables	
	31.03.2013	31.12.2012	31.03.2013	31.12.2012
	€ 000	€ 000	€ 000	€ 000
Associated companies	1,576	2,207	290	570
Non-consolidated companies	4,816	3,769	1,121	1,027

Munich, 30 April 2013

Schaltbau Holding AG
The Executive Board



Dr. Jürgen Cammann



Elisabeth Prigge



Dirk Christian Löchner

Disclaimer

Some of the assertions made in this report may be similar in character to forecasts or may be interpreted as such. The assertions are made to the best of the knowledge and belief of management and apply, in accordance with the nature of such asserts, on the condition that there are no massive contraction of the markets relevant for the Schaltbau Group and in the specific market position of the individual group entities and that the forecasting assumptions turn out to be appropriate, both in terms of scale and timing. The Company does not assume any responsibility for updating forward-looking assertions.

Responsibility statement

“To the best of our knowledge, and in accordance with the applicable reporting principles for interim financial reporting, the interim consolidated financial statements give a true and fair view of the assets, liabilities, financial position and profit or loss of the group, and the interim management report of the group includes a fair review of the development and performance of the business and the position of the group, together with a description of the principal opportunities and risks associated with the expected development of the group for the remaining months of the financial year.”

Munich, 30 April 2013

Schaltbau Holding AG
The Executive Board



Dr. Jürgen Cammann



Elisabeth Prigge



Dirk Christian Löchner

Comment on unaudited status

The Interim Consolidated Financial Statements and Interim Group Management Report as at 31 March 2013 have neither been audited in accordance with § 317 HGB nor subject to a limited review by the group auditor.

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