

# STARTING A NEW SUCCESS STORY

## INTERIM REPORT 2<sup>ND</sup> QUARTER 2014



# Our key figures

		1.1.– 30.6.2014	1.1.– 30.6.2013	Change on prior year %	Q2 2014	Q2 2013	Change on prior year %
	Unit						
<b>SCHMOLZ + BICKENBACH Group</b>							
Sales volume	kilotonnes	1 138	1 063	7.1	557	533	4.5
Revenue	million EUR	1 729.6	1 740.5	-0.6	858.0	873.1	-1.7
Adjusted EBITDA	million EUR	139.4	96.0	45.2	73.8	48.8	51.2
Operating profit before depreciation and amortisation (EBITDA)	million EUR	136.3	90.4	50.8	72.5	43.8	65.5
Adjusted EBITDA margin (%)	%	8.1	5.5	47.3	8.6	5.6	53.6
EBITDA margin (%)	%	7.9	5.2	51.9	8.4	5.0	68.0
Operating profit (EBIT)	million EUR	76.5	30.4	> 100	42.5	13.1	> 100
Earnings before taxes (EBT)	million EUR	52.2	-14.6	> 100	33.2	-10.1	> 100
Net income (loss) (EAT)	million EUR	35.2	-18.9	> 100	22.8	-11.2	> 100
Investments	million EUR	31.6	32.3	-2.2	19.3	18.8	2.7
Free cash flow	million EUR	6.4	-2.7	> 100	-72.1	-6.8	< -100
Total assets	million EUR	2 522.9	2 553.0	-1.2	–	–	–
Shareholders' equity	million EUR	900.7	625.7	44.0	–	–	–
Equity ratio	%	35.7	24.5	45.7	–	–	–
Net debt	million EUR	633.7	952.7	-33.5	–	–	–
Gearing	%	70.4	152.3	-53.8	–	–	–
Employees as at closing date	positions	10 018	10 038	-0.2	–	–	–
<b>SCHMOLZ + BICKENBACH share</b>							
Earnings per share <sup>1)</sup>	EUR/CHF	0.04/0.05	-0.17/-0.21	–	0.03/0.04	-0.10/-0.12	–
Shareholders' equity per share <sup>2)</sup>	EUR/CHF	0.94/1.14	5.22/6.42	–	–	–	–
Highest/lowest share price	CHF	1.51/1.14	0.81/0.59 <sup>3)</sup>	–	1.51/1.19	0.81/0.61 <sup>3)</sup>	–

<sup>1)</sup> The earnings per share are based on the net income (loss) of the Group after deduction of the portions allocable to the non-controlling interests.

In 2014 the calculation is based on an average of 945 million shares (1.1.–30.6.2013: 118 million).

<sup>2)</sup> In 2014 the shareholders' equity per share is based on 945 million shares (1.1.–30.6.2013: 118 million).

<sup>3)</sup> Adjusted to nominal value reduction implemented in fourth quarter 2013.

## 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

## Contents

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2	Foreword
3	Management report
25	Financial reporting
43	Imprint

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## Dear shareholders,

It has been a number of months since I took over responsibility as CEO of SCHMOLZ+BICKENBACH – months in which I have familiarised myself with the Company and worked hard gain insights. Allow me today to bring you up to speed with what I have found and how I intend to lead SCHMOLZ+BICKENBACH into the future.

My experience confirms that the Company is a highly specialised steel manufacturer. SCHMOLZ+BICKENBACH stands out as a provider of high-grade special steel long products which are sold through a global sales and services network. At SCHMOLZ+BICKENBACH, the focus is on meeting specific customer needs and safeguarding product quality. The Company concentrates on its core competencies: tool steel, stainless steel and engineering steel. I am fully behind this strategic direction and will be implementing various measures over the coming months to take the next steps forward. For instance, we plan to create new structures and optimise existing ones where necessary to future-proof SCHMOLZ+BICKENBACH. Examples include a new Group-wide procurement function, central sales coordination and our technology think tank designed to embed uniform technological standards, coordinate investments centrally and drive technological developments in the Group. These structures will strengthen the management holding company, release synergies and facilitate ongoing efforts to implement the strategy consistently.

I would like to reinforce the Group identity at all of the SCHMOLZ+BICKENBACH Group companies. Acting as an integrated Group will allow synergy potential to emerge. Knowledge transfer will secure our position as technology leader. Our existing efficiency improvement programme will give way to a continuous improvement process to ensure that new potential is discovered and exploited as a matter of course. Now, and in the future, SCHMOLZ+BICKENBACH will accompany its customers wherever their business takes them, offering the high level of service and quality that they have come to expect and working together to develop products fit for the future and tap into new growth potential. For me, workplace safety is particularly important, and something that needs to be strengthened and increased continually. It will also make working for SCHMOLZ+BICKENBACH even more attractive and help reduce costs.

### **Order situation remains good**

The particularly high order intake in the first quarter of 2014 settled down in the second quarter. At 539 kilotonnes, the order backlog as at 30 June 2014 was down 5.6% on the figure reported as at 31 March 2014 but up 34.1% on the level of 30 June 2013. Compared to the same quarter of the prior year, the sales volume increased by 4.5% to 557 kilotonnes, while revenue fell slightly by 1.7% to EUR 858.0 million.

### **Strong upward trend in earnings**

The earnings situation developed extremely positively once again in the second quarter. Adjusted for special effects, operating profit before amortisation and depreciation (EBITDA) increased by 51.2%, while operating profit (EBIT) almost tripled. Our bottom line was positive again in the second quarter of 2014.

### **Successful refinancing**

We successfully refinanced the syndicated loan and ABCP financing programme at the end of June 2014. We managed to extend the maturities significantly to a term of five years and secured better structural conditions for both financing instruments.

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

On behalf of the Board of Directors and Executive Board, I would like to thank our shareholders for their confidence in our Company. Allow me also to thank our employees for their commitment and hard work, as well as our customers and business partners for the good working relationship and their loyalty to our business.

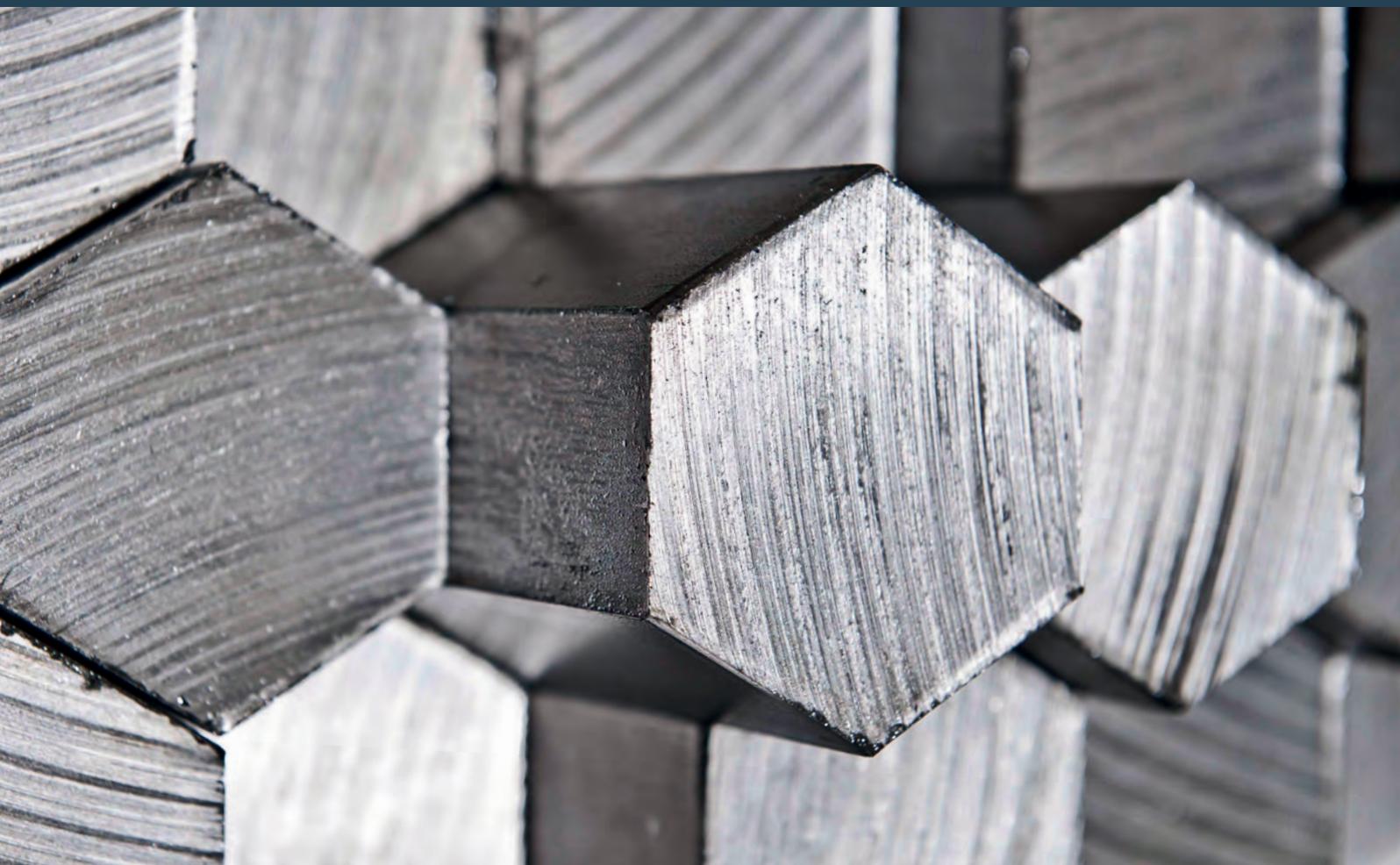


Clemens Iller, CEO

# Management report

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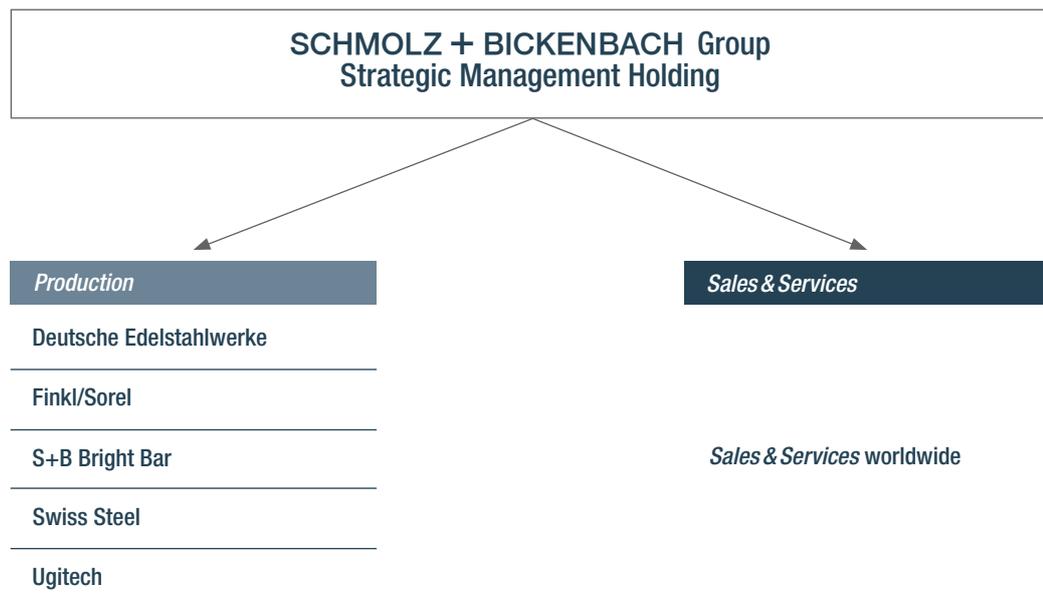
- 4 Business environment and strategy
  - 8 Capital market
  - 13 Business development of the Group
  - 17 Business development of the divisions
  - 18 Financial position and net assets
  - 21 Risk factors – risk categories and individual risks
  - 24 Outlook
- 



## Business environment and strategy

SCHMOLZ + BICKENBACH is an independent and fully integrated steel group with operations around the world. An international leader in the field of special long steel, SCHMOLZ + BICKENBACH has an integrated dual business model built around the divisions *Production* and *Sales & Services*, allowing the Group to leverage strategic and operational synergies. With a premium product portfolio and a focus on research and development, SCHMOLZ + BICKENBACH aims to access strategic growth segments.

### Business model



## Our divisions

The strategic realignment of the business model – agreed by resolution in June 2013 – was carried out in the third quarter of 2013. The new business model is now based on the two divisions *Production* and *Sales & Services*. The interim report for Q3 2013 reflected the new segment structure for the first time.

### ***Production* – specialised steelmaking, forging and rolling plants, drawing mills, bright steel production and heat treatment**

SCHMOLZ+BICKENBACH operates a total of nine steel mills in Germany, France, Switzerland, the USA and Canada. The steel mills complement each other in terms of formats and qualities, covering the entire spectrum for special long steel – tool steel, engineering steel and stainless steel.

The mills sell their products directly to external customers or via *Sales & Services*. Our high-grade steel is processed to produce long 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.

### ***Sales & Services***

With around 85 distribution and service branches in over 35 countries, SCHMOLZ+BICKENBACH guarantees the consistent and reliable supply of special steel and end-to-end customer solutions. 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.

### **Our market**

We operate in the niche market for special long steel. This 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.
- > Manufacturing customised products of this kind calls for extensive know-how in the individual application industries.
- > A natural consequence of this is that in many cases we collaborate closely with our customers in the field of development, leading to a high degree of loyalty to us as a supplier.
- > Substitution pressure is lower than for other materials, because special steel solutions combine many of the properties that are required in each of the applications.

**Our products**

SCHMOLZ + BICKENBACH has a broad product range covering the entire application spectrum of special long steel.

**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 stretchable. 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 leader in the global market for tool steel. The product range comprises cold work steel, hot-work tool steel, high-speed steel and mould steel, which is used e.g. in the automotive industry or in the food industry. 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 production. We work together with our customers to find the best special steel solutions for their individual requirements.

## Strategy

Our long-term goal is to create an innovative, robust and global group for special steel. Our strategy is geared towards sustainable earnings growth. With two divisions, *Production* and *Sales & Services*, the Group operates along the entire supply chain. This integrated structure and management facilitates the realisation of synergies, particularly in the areas of sales, procurement, market and product segmentation, R&D and technical knowledge transfer.

The Executive Board has 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. From its sound starting point, SCHMOLZ+BICKENBACH is well positioned to benefit from global megatrends such as urbanisation, increasing mobility, and resource scarcity and efficiency in the future, leading to long-term growth in terms of volume and value.

SCHMOLZ+BICKENBACH's clear positioning in the market for high-grade special long steel is a considerable advantage in terms of competition and differentiation:

- > Sound positioning as a fully integrated and leading global supplier for the entire product range of special long steel
- > 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 be made to 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.

### 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 strategic sales activities
- > Continue to deepen know-how in key 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
- > Technological development and excellence by establishing group-wide applicable standards, internal benchmarking, investments in forward-looking technologies as well as technical developments harmonised across the Group
- > Position and strengthen SCHMOLZ+BICKENBACH as an attractive brand in the sales, capital and employment markets
- > Exploit synergies and complementary strengths within the Group
- > Take M & A opportunities as they arise with a focus on growth regions and consolidation opportunities.

# Capital market

## SCHMOLZ + BICKENBACH share

The SCHMOLZ + BICKENBACH share is listed on the SIX Swiss Exchange in accordance with the Main Standard and traded daily on a liquid market. Reputable banks and financial institutions regularly observe and analyse the Company's development.

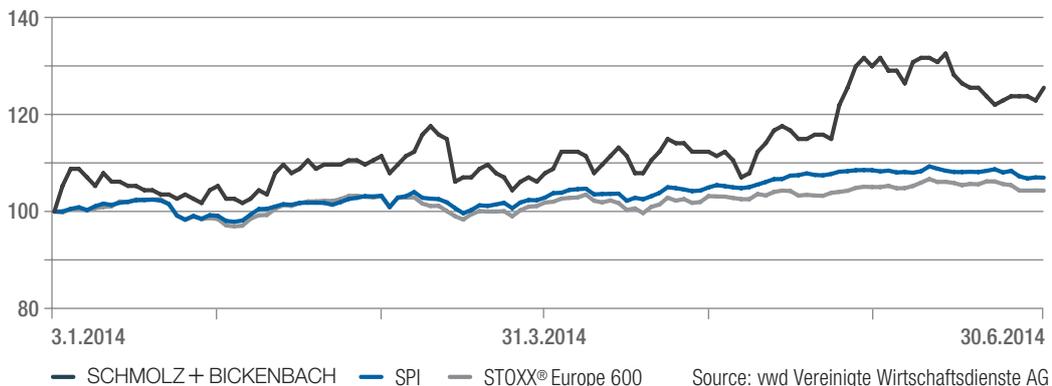
### SCHMOLZ + BICKENBACH share price development

Varying signs in the first quarter of 2014 – the result of geopolitical uncertainty and mixed signals from monetary policy – gave way to a more positive mood in the second quarter, thanks mainly to the positive macroeconomic environment. From spring onwards there were signs of a major turnaround in the US, although expectations were scaled back slightly after the end of the reporting period. Furthermore, positive economic figures from China confirmed once again that the local economy is on course for growth, even if the pace is slowing. The market environment was friendly overall thanks to the continuing expansive monetary policy of the major central banks, although signs at the end of the second quarter pointed increasingly to an early interest rate rise in the US and expectations of global economic growth were adjusted downwards.

In the second quarter of 2014, the SCHMOLZ + BICKENBACH share price continued the upward climb started last year. After opening the quarter at CHF 1.27, the share closed at CHF 1.47 as at 30 June 2014 – a price gain of 11.8%. The SPI, which includes the SCHMOLZ + BICKENBACH share, saw growth of 3.0% in the same period, while the STOXX® Europe 600 was up 2.3%.

The average daily trading volume was 4.2 million SCHMOLZ + BICKENBACH shares in the second quarter of 2014, compared to around 2.8 million shares in 2013 as a whole and around 3.1 million in the first quarter of the current fiscal year. This shows that the share's liquidity has improved.

Development of share price 3.1.2014 until 30.6.2014 | SCHMOLZ + BICKENBACH share compared to Swiss Performance Index and to STOXX® Europe 600 (all indexed)



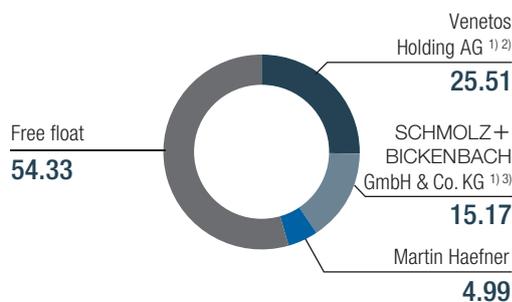
Facts and figures on the share	
ISIN	CH0005795668
Securities number	579566
Ticker symbol	STLN
Bloomberg	STLN SE
Reuters	STLN.S
Type of security	Registered share
Trading currency	CHF
Listed on	SIX Swiss Exchange
Indices	SPI, SPI Extra, SPI ex SLI, Swiss All Share Index
Number of shares outstanding	945 000 000
Nominal value in CHF	0.50

### Shareholder structure

Share capital as at 30 June 2014 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 Venetos Holding AG, a Renova Group company, and SCHMOLZ + BICKENBACH GmbH & Co. KG, which bundles the interests of the former founding family, Martin Haefner holds 4.99% of voting rights. The free float comes to 54.33%.

#### Overview shareholder structure as at 30.6.2014

in %



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

<sup>2)</sup> Renova Group company.

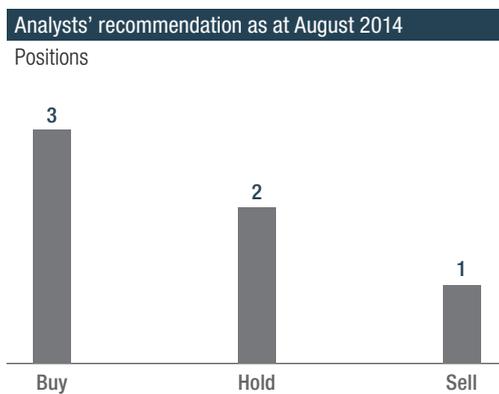
<sup>3)</sup> Indirectly via the subsidiaries SCHMOLZ + BICKENBACH Beteiligungs GmbH and SCHMOLZ + BICKENBACH Holding AG.

### Analysts' recommendations

There are currently six analysts that regularly cover the SCHMOLZ+ BICKENBACH share (as at August 2014), providing potential investors with independent views on SCHMOLZ+ BICKENBACH's present situation and future outlook. The share is covered by the following analysts:

Institut	Analyst
Commerzbank	Ingo-Martin Schachel
Kepler Cheuvreux	Rochus Brauneiser
MainFirst	Alexander Hauenstein
UBS	Andre Rudolf von Rohr
Vontobel	Patrick Rafaisz
Zürcher Kantonalbank	Dr Martin Schreiber

At present (August 2014), three analysts have issued a "buy" recommendation, two a "hold" and one a "sell":



## Financing

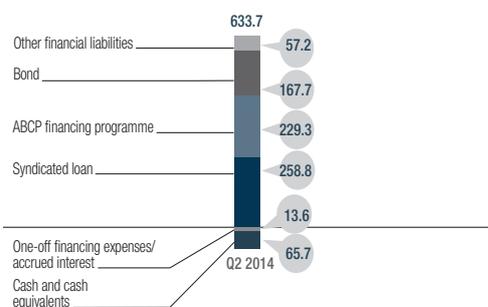
SCHMOLZ+BICKENBACH's financing structure is built on three main pillars: a syndicated loan, an ABCP financing programme and a corporate bond.

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 maturities to a considerable term of five years. The Company also secured better structural conditions for both financing lines.

Unused financing lines and freely disposable funds come to around EUR 330 million, ensuring the Company has sufficient financial resources.

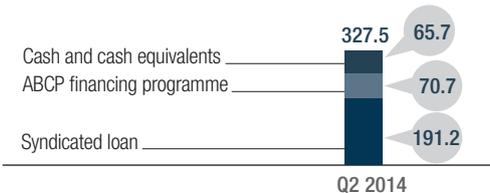
### Net debt as at 30.6.2014

in million EUR



### Financial headroom as at 30.6.2014

in million EUR



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

On 16 May 2012, SCHMOLZ + BICKENBACH issued a corporate bond with a final maturity date of 15 May 2019. The senior secured notes were issued by our 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 and redeem a portion of the corporate bond in December 2013.

As at 30 June 2014, the bond was priced at 112.00%, giving an effective yield of 6.9%.

Key bond facts and figures	
Issuer	SCHMOLZ + BICKENBACH LUXEMBOURG S.A. (LUXEMBOURG)
Listed on	Luxembourg Stock Exchange
ISIN	DE000A1G4PS9 / DE000A1G4PT7
Type of security	Fixed-interest notes
Trading currency	EUR
Original 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
Denomination	1 000
Minimum trading volume	100 000

Rating agency	Rating	Outlook	Latest rating
Moody's	B3	stable	26 March 2014
Standard & Poor's	B	stable	15 April 2014

Financial calendar 2014	
20 November 2014	Q3 Report 2014, Investor Call

### Contacts

Stefanie Steiner | Director Investor Relations | Phone: +41 41 209 50 42 | Fax: +41 41 209 50 43

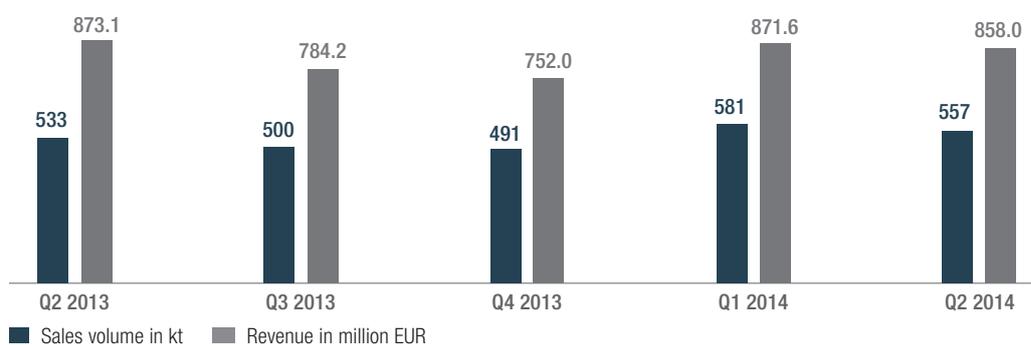
E-Mail: [s.steiner@schmolz-bickenbach.com](mailto:s.steiner@schmolz-bickenbach.com) | [www.schmolz-bickenbach.com](http://www.schmolz-bickenbach.com)

## Business development of the Group

Key figures on results of operations in million EUR	1.1.– 30.6.2014	1.1.– 30.6.2013	Change on prior year %	Q2 2014	Q2 2013	Change on prior year %
Sales volume (kt)	1 138	1 063	7.1	557	533	4.5
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Net income (loss) (EAT)	35.2	-18.9	> 100	22.8	-11.2	> 100

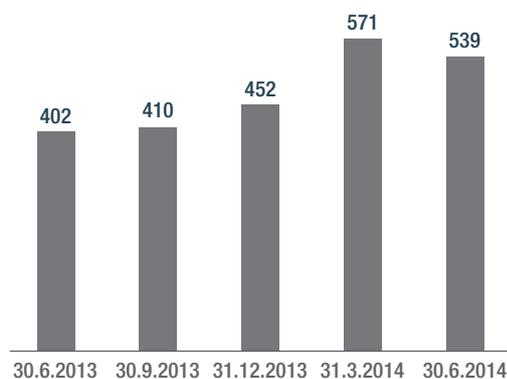
### Sales volume and revenue Q2 2013–Q2 2014

in kt | in million EUR



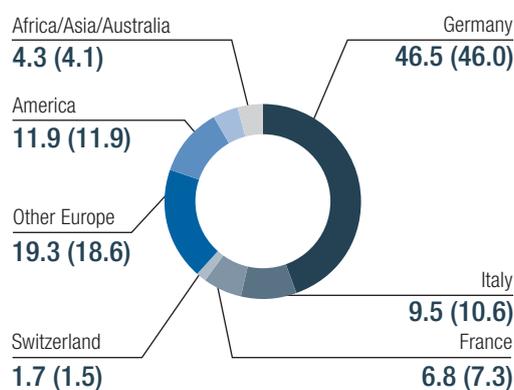
### Order backlog Q2 2013–Q2 2014

in kt



### Revenue by region Q2 2014

in %



Revenue | Compared to Q2 2013 (in brackets)

**Order situation remains good**

Following a particularly high order intake in the first quarter of 2014, the situation settled down in the second quarter and figures stabilised at around the prior-year level. Compared to the same period of the prior year, order intake was up 12.8% overall in the first half year. At 539 kilotonnes, the order backlog as at 30 June 2014 fell 5.6% short of the level recorded as at 31 March 2014 (571 kilotonnes) but was nevertheless up 19.2% on the order backlog of 31 December 2013 (452 kilotonnes) and as much as 34.1% on the figure for 30 June 2013 (402 kilotonnes).

Compared to the prior year, the volume of crude steel produced at our plants in the first six months of the fiscal year saw an increase of 9.6% to 1 105 kilotonnes (1.1.–30.6.2013: 1 008 kilotonnes).

**Sales volume up, revenue burdened by sluggish prices**

Compared to the same quarter of the prior year, the sales volume increased by 4.5% to 557 kilotonnes (Q2 2013: 533 kilotonnes), while revenue fell slightly by 1.7% to EUR 858.0 million (Q2 2013: EUR 873.1 million). In a year-on-year comparison of the full six months, however, the sales volume was up 7.1% to 1 138 kilotonnes (1.1.–30.6.2013: 1 063 kilotonnes), while revenue decreased by 0.6% to EUR 1 729.6 million (1.1.–30.6.2013: EUR 1 740.5 million). The fall in revenue despite the higher sales volume is attributable to two main factors. Commodity prices – which are passed on to customers via scrap and alloy surcharges – were lower, and price pressure on base prices remained high. Alloy prices, in particular nickel, increased significantly again compared to the second half of the prior year, however. Furthermore, the currency exchange rates of relevance for us took a negative turn compared to the same period of the prior year. Adjusted for exchange rate effects, revenue would have increased by 0.4% compared to the first half of 2013.

There was some variation in the performance of sales volume and revenue in the individual regions and product groups. Revenue was up by a modest 2.2% in North America, but fell by 0.8% and 3.5% in Europe and the rest of the world, respectively, compared to the first half of the prior year. We saw the sales volume increase in all product groups, with a rise of 8.3% in engineering steel, 6.2% in tool steel and 3.6% in stainless steel. For engineering steel, the Group also enjoyed revenue growth (+4.2%), while for tool and stainless steel lower alloy surcharges caused revenue to drop by 2.4% and 5.5%, respectively.

**Percentage gross margin improved further**

Cost of materials – adjusted for the change in semi-finished and finished products – fell by 5.2% compared to the same period of the prior year to EUR 1 125.4 million (1.1.–30.6.2013: EUR 1 187.6 million) in the first half of 2014. At EUR 604.2 million (1.1.–30.6.2013: EUR 552.9 million), the absolute gross margin was EUR 51.3 million or 9.3% higher than in the same period of the prior year. The percentage gross margin of 35.8% (Q1 2014: 34.1%, Q2 2013: 31.7%) represents a renewed improvement in the second quarter of 2014, giving an overall percentage gross margin for the first half year of 34.9% (1.1.–30.6.2013: 31.8%). This is due, among other things, to the EUR 12.8 million allowance recognised on nickel inventories in the prior year.

**Other operating income and expenses down**

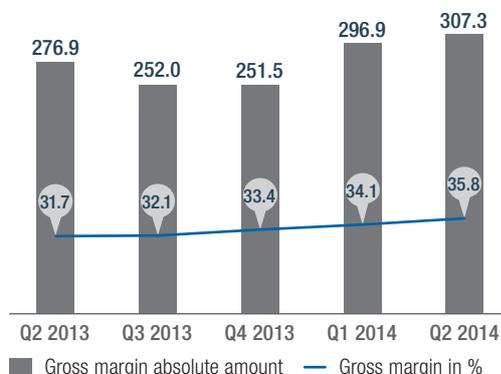
Other operating income fell in the second quarter of 2014 to EUR 7.4 million (Q1 2014: EUR 8.3 million, Q2 2013: EUR 5.8 million) – a decrease compared to the first quarter but up on the figure reported in the second quarter of the prior year. Compared to the first half of the prior year, other operating income decreased by EUR 3.9 million or 19.9% to EUR 15.7 million (1.1.–30.6.2013: EUR 19.6 million) – primarily due to exchange rate losses replacing exchange rate gains and a fall in insurance refunds.

Personnel costs rose by 4.3% to EUR 154.2 million (Q2 2013: EUR 147.9 million) in the second quarter. In the first half of 2014 they came to EUR 307.7 million (1.1.–30.6.2013: EUR 298.6 million), an increase of EUR 9.1 million or 3.0% on the same period of the prior year. The improved order situation and better activity level explain this rise in spite of the restructuring measures launched in 2012 and extended in 2013.

Despite more activity, other operating expenses were brought down again in the second quarter of 2014 with a decrease of EUR 3.0 million or 3.3% compared to the same quarter of the prior year to EUR 88.0 million (Q2 2013: EUR 91.0 million). Overall, other operating expenses fell by EUR 7.6 million or 4.1% to EUR 175.9 million (1.1.–30.6.2013: EUR 183.5 million) in the first half of 2014.

**Gross margin absolute amount and in %**  
 Q2 2013–Q2 2014

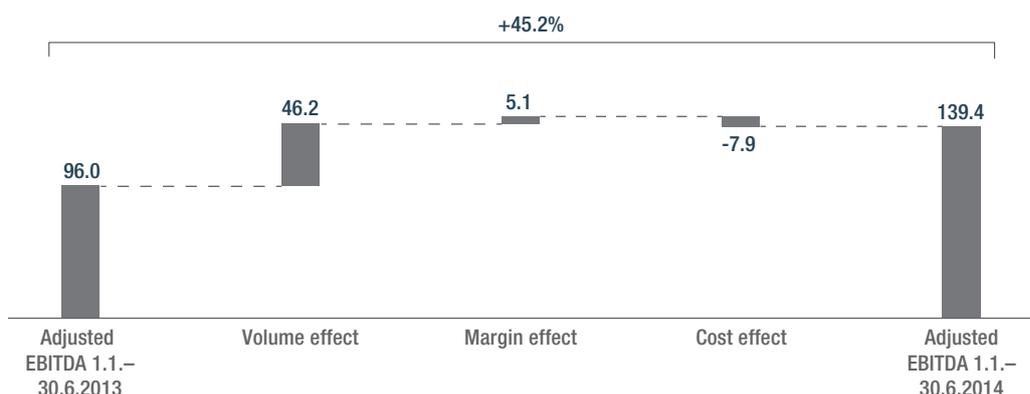
in million EUR | in %


**Adjusted EBITDA and adjusted EBITDA margin**  
 Q2 2013–Q2 2014

in million EUR | in %


**EBITDA reconciliation**

in million EUR


**EBITDA significantly higher, EBIT more than doubled**

At EUR 72.5 million (Q1 2014: EUR 63.8 million, Q2 2013: EUR 43.8 million), operating profit before amortisation and depreciation (EBITDA) outperformed both the first quarter of 2014 and the same quarter of the prior year. It increased by EUR 45.9 million or 50.8% to EUR 136.3 million (1.1.–30.6.2013: EUR 90.4 million) compared to the first half of the prior year. Non-recurring expenses totalling EUR 3.1 million (net) (1.1.–30.6.2013: EUR 5.6 million) were incurred in the first half of 2014 in connection with ongoing restructuring measures, consulting projects and the relocation of the A. Finkl & Sons Co. steel plant in the US. We eliminated these effects, giving an adjusted EBITDA of EUR 139.4 million (1.1.–30.6.2013: EUR 96.0 million) and an adjusted EBITDA margin of 8.1% (1.1.–30.6.2013: 5.5%).

Amortisation, depreciation and impairment of EUR 59.8 million (1.1.–30.6.2013: EUR 60.0 million) matched the prior-year level. Compared to the same period of the prior year, operating profit (EBIT) more than doubled to 76.5 million (1.1.–30.6.2013: EUR 30.4 million).

**Net financial expense almost halved**

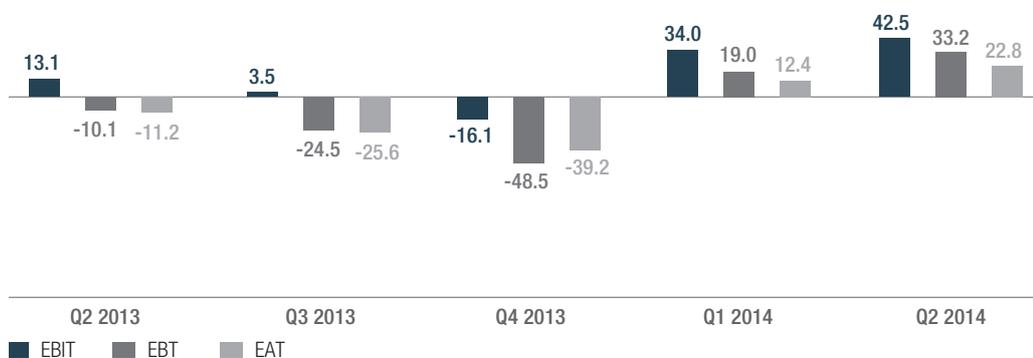
The Group used funds generated from the capital increase to reduce debt in the fourth quarter of 2013. This, as well as improved interest terms, led to a significant drop in net financial expense. Compared to the same period of the prior year, it fell by a considerable 46.0% or EUR 20.7 million to EUR 24.3 million (1.1.–30.6.2013: EUR 45.0 million) in the first six months of fiscal 2014. At EUR 9.3 million (Q2 2013: EUR 23.2 million), the net financial expense more than halved in the second quarter of 2014 alone.

### Bottom line remains clearly positive

At EUR 33.2 million (Q1 2014: EUR 19.0 million, Q2 2013: EUR -10.1 million), earnings before tax (EBT) improved once again on both the first quarter of 2014 and the same quarter of the prior year. Overall, the Group generated an EBT of EUR 52.2 million (1.1.–30.6.2013: EUR -14.6 million) in the first half of 2014 – an increase of EUR 66.8 million on the same period of the prior year. The tax expense also rose in comparison to the first half of 2013, increasing by EUR 12.7 million to EUR 17.0 million (1.1.–30.6.2013: EUR 4.3 million) to give a Group tax rate of 32.6% (1.1.–30.6.2013: -29.5%). The effective Group tax rate for the same period of the prior year reflects the fact that no additional deferred tax assets were recorded on losses incurred at the German Group companies as there was uncertainty surrounding their future realisation. At EUR 35.2 million (1.1.–30.6.2013: net loss of EUR 18.9 million), net income (EAT) showed an improvement of EUR 54.1 million on the same period of the prior year. Earnings per share improved to EUR 0.04 (1.1.–30.6.2013: EUR -0.17).

#### EBIT, EBT and EAT Q2 2013–Q2 2014

in million EUR



## Business development of the divisions

Key figures of the divisions in million EUR	1.1.– 30.6.2014	1.1.– 30.6.2013	Change on prior year %	Q2 2014	Q2 2013	Change on prior year %
<b>Production</b>						
Revenue	1 388.7	1 353.0	2.6	690.3	683.7	1.0
Adjusted EBITDA	125.8	94.5	33.1	66.6	52.9	25.9
Operating profit before depreciation and amortisation (EBITDA)	123.9	94.5	31.1	65.5	52.9	23.8
Adjusted EBITDA margin (%)	9.1	7.0	30.0	9.6	7.7	24.7
EBITDA margin (%)	8.9	7.0	27.1	9.5	7.7	23.4
Investments	29.2	28.8	1.4	18.2	16.9	7.7
Operating free cash flow	-18.5	26.4	< -100	-59.0	19.0	< -100
Employees as at closing date (positions)	7 750	7 690	0.8	–	–	–
<b>Sales &amp; Services</b>						
Revenue	551.2	613.0	-10.1	270.9	302.1	-10.3
Adjusted EBITDA	19.2	8.3	> 100	9.5	1.5	> 100
Operating profit before depreciation and amortisation (EBITDA)	18.3	8.2	> 100	8.7	1.4	> 100
Adjusted EBITDA margin (%)	3.5	1.4	> 100	3.5	0.5	> 100
EBITDA margin (%)	3.3	1.3	> 100	3.2	0.5	> 100
Investments	2.1	3.3	-36.4	1.0	1.8	-44.4
Operating free cash flow	14.5	-10.0	> 100	-14.7	13.4	< -100
Employees as at closing date (positions)	2 174	2 258	-3.7	–	–	–

### Strong sales and earnings development in the *Production* Division

In the first half of 2014, the *Production* Division saw the sales volume increase by 10.1% compared to the same period of the prior year. Lower commodity prices, which are passed on to customers through scrap and alloy surcharges, coupled with continuing pressure on base prices, meant that revenue only managed an increase of 2.6% to EUR 1 388.7 million (1.1.–30.6.2013: EUR 1 353.0 million), however. At EUR 125.8 million (1.1.–30.6.2013: EUR 94.5 million), adjusted EBITDA was up 33.1% on the figure for the prior-year period, with the effect that the adjusted EBITDA margin was also significantly improved at 9.1% (1.1.–30.6.2013: 7.0%). With the investment volume virtually unchanged, operating free cash flow was negative at EUR -18.5 million (1.1.–30.6.2013: EUR +26.4 million) due to the significant increase in net working capital.

### Sales and revenue down in the *Sales & Services* Division, EBITDA more than doubled

The *Sales & Services* Division suffered a fall in sales volume and revenue of 5.3% and 10.1%, respectively. Revenue dropped by EUR 61.8 million overall to EUR 551.2 million (1.1.–30.6.2013: EUR 613.0 million). The main reason for the decrease in sales and revenue was the fact that the bright steel business was transferred from Distribution Germany to the *Production* Division. Without this reclassification, revenue would have only fallen by EUR 40.3 million or 6.5% and sales would have actually increased by 0.7%. However, with personnel costs and other operating expenses cut thanks to the effective restructuring measures implemented, we were able to more than double adjusted EBITDA to EUR 19.2 million (1.1.–30.6.2013: EUR 8.3 million). The adjusted EBITDA margin thus rose from 1.4% in the same period of the prior year to 3.5%. With the investment volume slightly down and net working capital only up slightly, this resulted in a positive operating free cash flow of EUR 14.5 million (1.1.–30.6.2013: EUR -10.0 million).

## Financial position and net assets

Key figures on the financial position and net assets		30.6.2014	31.12.2013	Change on 31.12.2013 %
Shareholders' equity	Unit million EUR	900.7	889.9	1.2
Equity ratio	%	35.7	37.4	-4.5
Net debt	million EUR	633.7	610.1	3.9
Gearing	%	70.4	68.6	2.6
Net working capital	million EUR	1 068.8	949.5	12.6
Total assets	million EUR	2 522.9	2 377.5	6.1

		1.1.– 30.6.2014	1.1.– 30.6.2013	Change on prior year %
Cash flow before changes in net working capital	million EUR	153.2	80.4	90.5
Cash flow from operations	million EUR	36.3	23.2	56.5
Cash flow from investing activities	million EUR	-29.9	-25.9	15.4
Free cash flow	million EUR	6.4	-2.7	> 100
Depreciation and amortisation	million EUR	59.8	60.0	-0.3
Investments	million EUR	31.6	32.3	-2.2

### Financial position

#### Shareholders' equity up, equity ratio down slightly

The net income for the period, which was burdened to some extent by high actuarial losses in connection with remeasuring pension obligations, led to a EUR 10.8 million increase in shareholders' equity to EUR 900.7 million (31.12.2013: EUR 889.9 million) compared to 31 December 2013. As total assets were also up, the equity ratio decreased slightly to 35.7% (31.12.2013: 37.4%).

#### Increase in net debt

Net debt, comprising current and non-current financial liabilities less cash and cash equivalents, came to EUR 633.7 million (31.12.2013: EUR 610.1 million), an increase of 3.9% on the figure as at 31 December 2013 as a result of more capital being tied up due to seasonal effects. This triggered a slight increase in the gearing, which expresses the ratio of net debt to shareholders' equity, from 68.6% as at 31 December 2013 to 70.4%.

### Shareholders' equity and equity ratio

Q2 2013–Q2 2014

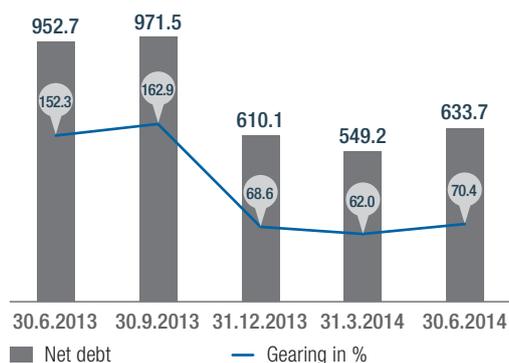
in million EUR | in %



### Net debt and gearing

Q2 2013–Q2 2014

in million EUR | in %



### Marked increase in cash flow from operations

Due to the significantly improved EBT, cash flow before changes in net working capital almost doubled to EUR 153.2 million (1.1.–30.6.2013: EUR 80.4 million). The seasonal increase in net working capital, coupled with growing demand, led to cash flow from operating activities of EUR 36.3 million (1.1.–30.6.2013: EUR 23.2 million), up 56.5% or EUR 13.1 million on the prior year.

With proceeds from divestments down compared to the same period of the prior year, cash flow from investing activities dropped by 15.4% or EUR 4.0 million overall to EUR -29.9 million (1.1.–30.6.2013: EUR -25.9 million). This means the free cash flow for the first six months of 2014 was positive at EUR 6.4 million (1.1.–30.6.2013: EUR -2.7 million), an improvement of EUR 9.1 million compared to the same period of the prior year.

As part of the refinancing, a repayment of EUR 221.4 million was made on the previous syndicated loan in the second quarter of 2014 and EUR 258.3 million of the new syndicated loan had been drawn as at 30 June 2014. This, coupled with repayments of other financial liabilities of EUR 16.0 million (net), resulted in a net amount of new financial liabilities of EUR 20.9 million (1.1.–30.6.2013: EUR 49.3 million). At the same time, interest paid decreased by 20.2% or EUR 7.6 million to EUR 30.1 million (1.1.–30.6.2013: EUR 37.7 million). This figure includes one-off payments of EUR 7.7 million incurred in connection with refinancing. Overall, cash flow from financing activities fell to EUR -9.6 million, a drop of EUR 20.9 million compared to the positive figure of EUR 11.3 million recorded in the comparative period.

## Net assets

### Total assets up

Total assets were up EUR 145.4 million or 6.1% on the figure as at 31 December 2013 to EUR 2 522.9 million (31.12.2013: EUR 2 377.5 million). This development is mainly attributable to the increase in inventories and trade accounts receivable, which were up due to seasonal effects, the larger order backlog overall and the sales volume increase.

### Share of non-current assets down

Compared to 31 December 2013, non-current assets decreased by a modest 2.8% to EUR 956.9 million (31.12.2013: EUR 984.4 million). Continued low investment activity is the main reason for the decrease. The investment volume once again decreased, dropping 2.2% on the same period of the prior year to EUR 31.6 million (1.1.–30.6.2013: EUR 32.3 million). Overall, investment equates to less than half of amortisation and depreciation. As total assets increased at the same time, the share of non-current assets fell slightly to 37.9% (31.12.2013: 41.4%).

### Increase in net working capital

The share of current assets in total assets increased from 58.6% as at 31 December 2013 to 62.1%, which corresponds to a 12.4% rise in current assets to EUR 1 566.0 million (31.12.2013: EUR 1 393.1 million). The change is mainly attributable to the increase in inventories and trade accounts receivable attributable to seasonal effects, the larger order backlog and the increased sales volume. Net working capital was up EUR 119.3 million or 12.6% overall to EUR 1 068.8 million (31.12.2013: EUR 949.5 million). As a percentage of revenue, net working capital thus just overtook the prior-year level, increasing from 29.0% at year-end 2013 to 30.9%.

#### Net working capital and net working capital/ revenue Q2 2013–Q2 2014

in million EUR | in %



### Increase in liabilities

At EUR 809.4 million (31.12.2013: EUR 733.6 million) as at the reporting date, non-current liabilities were up 10.3% on the figure as at 31 December 2013. This development is mainly attributable to higher pension provisions and non-current financial liabilities. The share of non-current liabilities in total assets increased from 30.9% as at 31 December 2013 to 32.1%.

Current liabilities rose by 7.8% to EUR 812.8 million (31.12.2013: EUR 754.0 million), which is mainly linked to the increase in trade accounts payable. The share of current liabilities in total assets thus rose overall, from 31.7% as at 31 December 2013 to 32.2% as at 30 June 2014.

# 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 industrial and trading group with considerable power requirements, 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 energy-intensive industry. As such, several German subsidiaries are exempt from paying the full surcharge provided for in the German Renewable Energy Sources Act (EEG). In December 2013 the European Commission launched a state aid investigation against the Federal Republic of Germany. If the aforementioned exemption is found to be in derogation of European law, companies could – in a worst case scenario – be required to repay the exemptions in full, and the exemption would be withdrawn. This would endanger German companies' ability to compete on the international stage, and would also put them at a disadvantage compared to global competitors on the German market. We observe proceedings closely and take every opportunity to point out unfair competition. At the same time an amended version of the EEG has been approved in Germany, which will newly regulate the period from 1 January 2015 on.

## **Risks relating to the future economic development**

The business 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 the risk of price fluctuations and have entered into long-term contracts with the suppliers to secure gas and electricity prices over time.

## **Environmental and health risks**

There are risks of potential environmental pollution from the production processes in our industrial plants. A responsible approach to environmental and climate protection is therefore of key importance 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 our Annual Report 2013.

**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**

The success of SCHMOLZ+ BICKENBACH hinges on the competence and commitment of its employees. The major challenge is therefore to recruit and retain qualified specialists. SCHMOLZ+ BICKENBACH emphasises in-house training and further education 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 2013.

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 constantly monitors compliance with the target. 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 the prices of raw materials 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 list, 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. The credit and collections policies of the local entities are captured by the internal control system and are therefore audited periodically by Internal Audit.

All of SCHMOLZ+BICKENBACH's partner banks have good credit ratings considering the prevailing market conditions and most are members of deposit guarantee schemes. 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. As such, they are only within our control to a limited extent. 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

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We stand by our medium-term goals: from 2016 onwards, we intend to generate adjusted EBITDA of > EUR 300 million and an adjusted EBITDA margin of > 8% over an economic cycle. We aim to bring down adjusted EBITDA leverage (ratio of net debt to adjusted EBITDA) to < 2.5.

*This section 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.*

We expect the recovery of the global economy to continue, albeit at a somewhat slower pace. The latest forecasts of the World Bank, OECD and IMF project growth of between 2.5% and 3.6%. In its April forecast, the World Steel Association predicts a 3.1% rise in global steel consumption for 2014. This breaks down into an increase of 3.1% for the EU, 3.8% for the NAFTA region and 2.8% for Asia. Recently published economic data does not reflect these rather optimistic expectations, however. For instance, Germany's industrial order intake was in some cases down significantly in May and June, while Italy slipped back into recession. Mounting concern around geopolitical developments, e.g. in Ukraine, is also a factor to consider as these might dampen the economic mood – including demand for steel – over the coming months.

We remain cautiously optimistic for the fiscal year 2014. The 539-kilotonnes order backlog achieved in the second quarter of 2014 will ensure good capacity utilisation in the third quarter and leading into the fourth. Customers' purchasing patterns after the summer break will be decisive in determining how the development continues. We stand by our guidance that the sales volume for the entire year will increase by around 2% to 5% compared to the prior-year level of 2 045 kilotonnes.

Base prices seem to have bottomed out, bringing the prospect of price increases in some areas. However, in general base prices remain very low and have yet to reach the level of the prior year. We do not anticipate a recovery in base prices across the board. The sharp rise in the nickel price should push up alloy surcharges over the coming months and have a positive impact on revenue. We expect scrap prices to stay low. Based on the above, we continue to assume that revenue will exceed the prior-year level by 2%–5%, although there is greater uncertainty surrounding this forecast due to somewhat unpredictable changes in scrap and alloy surcharges and the exchange rate development. We could see typical cyclical patterns, with sales volume and revenue lower in the second half of the year than the first due to our customers' holiday periods in July, August and the second half of December. Our assumptions are based on more or less stable exchange rates for the currencies of relevance for us – CHF/EUR and USD/EUR.

We will press ahead in 2014 with the cost-cutting and efficiency improvement programme launched in 2012 and significantly expanded in 2013. Its results should be reflected in better earnings. Non-recurring expenses in the low to mid single-digit millions are expected for these measures in 2014. We are satisfied with the way earnings have developed in the first half of the year. As described above, there are a number of uncertain factors for the second half of the year and the picture will not be clearer until after the summer break. From a current perspective and based on our cautiously optimistic estimate for the fiscal year 2014 as a whole – taking account of the uncertainty – we anticipate adjusted EBITDA of between EUR 210 million and EUR 230 million (hitherto: between EUR 190 million and EUR 230 million).

Investments planned for 2014 match the prior-year level, and are once again well below the level of depreciation.

## Financial reporting

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- 26 Consolidated income statement
  - 27 Consolidated statement of comprehensive income
  - 28 Consolidated statement of financial position
  - 29 Consolidated statement of cash flows
  - 30 Consolidated statement of changes in shareholders' equity
  - 31 Notes to the interim condensed consolidated financial statement
- 



## Consolidated income statement

		1.1.– 30.6.2014	1.1.– 30.6.2013	Q2 2014	Q2 2013
in million EUR	Note				
Revenue		1 729.6	1 740.5	858.0	873.1
Change in semi-finished and finished goods		32.6	24.4	30.5	7.2
Cost of materials		-1 158.0	-1 212.0	-581.2	-603.4
<b>Gross margin</b>		<b>604.2</b>	<b>552.9</b>	<b>307.3</b>	<b>276.9</b>
Other operating income	7.1	15.7	19.6	7.4	5.8
Personnel costs		-307.7	-298.6	-154.2	-147.9
Other operating expenses	7.2	-175.9	-183.5	-88.0	-91.0
<b>Operating profit before depreciation and amortisation</b>		<b>136.3</b>	<b>90.4</b>	<b>72.5</b>	<b>43.8</b>
Depreciation/amortisation and impairment		-59.8	-60.0	-30.0	-30.7
<b>Operating profit</b>		<b>76.5</b>	<b>30.4</b>	<b>42.5</b>	<b>13.1</b>
Financial income	7.3	6.9	6.1	4.6	5.0
Financial expense	7.3	-31.2	-51.1	-13.9	-28.2
<b>Financial result</b>		<b>-24.3</b>	<b>-45.0</b>	<b>-9.3</b>	<b>-23.2</b>
<b>Earnings before taxes</b>		<b>52.2</b>	<b>-14.6</b>	<b>33.2</b>	<b>-10.1</b>
Income taxes	7.4	-17.0	-4.3	-10.4	-1.1
<b>Net income (loss)</b>		<b>35.2</b>	<b>-18.9</b>	<b>22.8</b>	<b>-11.2</b>
of which attributable to					
- shareholders of SCHMOLZ + BICKENBACH AG		34.0	-20.0	22.2	-11.6
- non-controlling interests		1.2	1.1	0.6	0.4
<b>Earnings per share in EUR (basic/diluted)</b>		<b>0.04</b>	<b>-0.17</b>	<b>0.03</b>	<b>-0.10</b>

## Consolidated statement of comprehensive income

		1.1.– 30.6.2014	1.1.– 30.6.2013	Q2 2014	Q2 2013
in million EUR	Note				
<b>Net income (loss)</b>		<b>35.2</b>	<b>-18.9</b>	<b>22.8</b>	<b>-11.2</b>
Gains/losses from currency translation		2.3	-7.2	4.7	-11.2
Change in unrealised gains/losses from cash flow hedges		0.7	-0.4	0.2	-0.3
Realised gains/losses from cash flow hedges		0.1	0.2	0.0	0.1
Tax effect from cash flow hedges		-0.3	0.1	-0.1	0.1
<b>Items that may be reclassified subsequently to profit or loss</b>		<b>2.8</b>	<b>-7.3</b>	<b>4.8</b>	<b>-11.3</b>
Actuarial gains/losses from pension-related and similar obligations and effects due to asset ceiling	8.3	-36.3	23.2	-17.4	17.0
Tax effect from pension-related and similar obligations		9.4	-4.1	4.4	-3.6
<b>Items that will not be reclassified subsequently to profit or loss</b>		<b>-26.9</b>	<b>19.1</b>	<b>-13.0</b>	<b>13.4</b>
<b>Other comprehensive income (loss)</b>		<b>-24.1</b>	<b>11.8</b>	<b>-8.2</b>	<b>2.1</b>
<b>Total comprehensive income (loss)</b>		<b>11.1</b>	<b>-7.1</b>	<b>14.6</b>	<b>-9.1</b>
of which attributable to					
- shareholders of SCHMOLZ + BICKENBACH AG		9.9	-8.1	14.0	-9.5
- non-controlling interests		1.2	1.0	0.6	0.4

# Consolidated statement of financial position

Note	30.6.2014		31.12.2013		30.6.2013	
	in million EUR	%	in million EUR	%	in million EUR	%
<b>Assets</b>						
Intangible assets	8.1	30.6	32.4		33.5	
Property, plant and equipment	8.1	837.7	862.6		865.8	
Investments accounted for using the equity method		0.0	0.0		0.6	
Other non-current financial assets		3.2	3.2		3.7	
Non-current income tax assets		14.9	15.0		12.6	
Other non-current assets		0.4	1.8		1.8	
Deferred tax assets		70.1	69.4		57.8	
<b>Total non-current assets</b>		<b>956.9</b>	<b>984.4</b>	<b>41.4</b>	<b>975.8</b>	<b>38.2</b>
Inventories	8.2	895.4	822.8		886.5	
Trade accounts receivable		547.9	451.1		567.0	
Current financial assets		1.7	2.1		6.8	
Current income tax assets		5.1	6.7		3.7	
Other current assets		49.7	41.5		52.0	
Cash and cash equivalents		65.7	68.4		58.3	
Assets held for sale		0.5	0.5		2.9	
<b>Total current assets</b>		<b>1 566.0</b>	<b>1 393.1</b>	<b>58.6</b>	<b>1 577.2</b>	<b>61.8</b>
<b>Total assets</b>		<b>2 522.9</b>	<b>2 377.5</b>	<b>100.0</b>	<b>2 553.0</b>	<b>100.0</b>
<b>Equity and liabilities</b>						
Share capital		378.6	378.6		297.6	
Capital reserves		952.8	952.8		703.7	
Retained earnings (accumulated losses)		-373.0	-406.9		-341.6	
Accumulated income and expense recognised directly in equity		-68.0	-43.9		-42.9	
Treasury shares		-0.1	0.0		0.0	
<b>Attributable to shareholders of SCHMOLZ + BICKENBACH AG</b>		<b>890.3</b>	<b>880.6</b>		<b>616.8</b>	
Non-controlling interests		10.4	9.3		8.9	
<b>Total shareholders' equity</b>		<b>900.7</b>	<b>889.9</b>	<b>37.4</b>	<b>625.7</b>	<b>24.5</b>
Provisions for pensions and similar obligations	8.3	281.8	244.4		260.7	
Other non-current provisions		36.4	35.9		41.9	
Deferred tax liabilities		34.3	36.9		35.0	
Non-current financial liabilities	8.4	455.3	412.7		686.7	
Other non-current liabilities		1.6	3.7		1.9	
<b>Total non-current liabilities</b>		<b>809.4</b>	<b>733.6</b>	<b>30.9</b>	<b>1 026.2</b>	<b>40.2</b>
Current provisions		50.3	49.8		38.7	
Trade accounts payable		374.5	324.4		395.7	
Current financial liabilities	8.4	244.1	265.8		324.3	
Current income tax liabilities		10.0	6.2		7.2	
Other current liabilities		133.9	107.8		135.2	
<b>Total current liabilities</b>		<b>812.8</b>	<b>754.0</b>	<b>31.7</b>	<b>901.1</b>	<b>35.3</b>
<b>Total liabilities</b>		<b>1 622.2</b>	<b>1 487.6</b>	<b>62.6</b>	<b>1 927.3</b>	<b>75.5</b>
<b>Total shareholders' equity and liabilities</b>		<b>2 522.9</b>	<b>2 377.5</b>	<b>100.0</b>	<b>2 553.0</b>	<b>100.0</b>

## Consolidated statement of cash flows

in million EUR	Note	1.1.– 30.6.2014	1.1.– 30.6.2013
Earnings before taxes		52.2	-14.6
Depreciation, amortisation and impairment		59.8	60.0
Reversal of impairment		0.0	-0.6
Gain/loss on disposal of intangible assets, property, plant and equipment, and financial assets		-0.1	0.9
Increase/decrease in other assets and liabilities		20.3	0.4
Financial income		-6.9	-6.1
Financial expense		31.2	51.1
Income taxes paid		-3.3	-10.7
<b>Cash flow before changes in net working capital</b>		<b>153.2</b>	<b>80.4</b>
Change in inventories		-70.3	-21.1
Change in trade accounts receivable		-94.8	-126.7
Change in trade accounts payable		48.2	90.6
<b>Cash flow from operations</b>		<b>36.3</b>	<b>23.2</b>
Investments in property, plant and equipment		-29.9	-29.8
Proceeds from disposal of property, plant and equipment		0.4	5.0
Investments in intangible assets		-0.9	-1.0
Investments in financial assets		0.0	-0.8
Proceeds from disposal of financial assets		0.0	0.2
Interest received		0.5	0.5
<b>Cash flow from investing activities</b>		<b>-29.9</b>	<b>-25.9</b>
<b>Free cash flow</b>		<b>6.4</b>	<b>-2.7</b>
Proceeds from the new syndicated loan	9	258.3	0.0
Repayment of the previous syndicated loan	9	-221.4	0.0
Increase in financial liabilities		11.4	67.6
Repayment of financial liabilities		-27.4	-18.3
Investment in treasury shares	9	-0.4	0.0
Investments in shares in previously consolidated companies		0.0	-0.3
Interest paid	9	-30.1	-37.7
<b>Cash flow from financing activities</b>		<b>-9.6</b>	<b>11.3</b>
<b>Change in cash and cash equivalents</b>		<b>-3.2</b>	<b>8.6</b>
Effect of foreign currency translation		0.5	-0.8
<b>Change in cash and cash equivalents</b>		<b>-2.7</b>	<b>7.8</b>
Cash and cash equivalents as at 1.1.		68.4	50.5
Cash and cash equivalents as at 30.6.		65.7	58.3
<b>Change in cash and cash equivalents</b>		<b>-2.7</b>	<b>7.8</b>

## Consolidated statement of changes in shareholders' equity

	Share capital	Capital reserves	Retained earnings (accumulated losses)	Accumulated income and expense recognised in other comprehensive income	Treasury shares	Attributable to shareholders of SCHMOLZ+BICKENBACH AG	Non-controlling interests	Total shareholders' equity
in million EUR								
<b>As at 1.1.2013</b>	<b>297.6</b>	<b>703.7</b>	<b>-321.7</b>	<b>-54.8</b>	<b>0.0</b>	<b>624.8</b>	<b>8.2</b>	<b>633.0</b>
Effects from the increase in ownership interests in Group companies	0.0	0.0	0.0	0.0	0.0	0.0	-0.3	-0.3
Expenses from share-based payments	0.0	0.0	0.1	0.0	0.0	0.1	0.0	0.1
<b>Capital transactions with shareholders</b>	<b>0.0</b>	<b>0.0</b>	<b>0.1</b>	<b>0.0</b>	<b>0.0</b>	<b>0.1</b>	<b>-0.3</b>	<b>-0.2</b>
Net income (loss)	0.0	0.0	-20.0	0.0	0.0	-20.0	1.1	-18.9
Other comprehensive income (loss)	0.0	0.0	0.0	11.9	0.0	11.9	-0.1	11.8
<b>Total comprehensive income (loss)</b>	<b>0.0</b>	<b>0.0</b>	<b>-20.0</b>	<b>11.9</b>	<b>0.0</b>	<b>-8.1</b>	<b>1.0</b>	<b>-7.1</b>
<b>As at 30.6.2013</b>	<b>297.6</b>	<b>703.7</b>	<b>-341.6</b>	<b>-42.9</b>	<b>0.0</b>	<b>616.8</b>	<b>8.9</b>	<b>625.7</b>
<b>As at 1.1.2014</b>	<b>378.6</b>	<b>952.8</b>	<b>-406.9</b>	<b>-43.9</b>	<b>0.0</b>	<b>880.6</b>	<b>9.3</b>	<b>889.9</b>
Purchase of treasury shares	0.0	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
<b>Capital transactions with shareholders</b>	<b>0.0</b>	<b>0.0</b>	<b>-0.1</b>	<b>0.0</b>	<b>-0.1</b>	<b>-0.2</b>	<b>-0.1</b>	<b>-0.3</b>
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
<b>Total comprehensive income (loss)</b>	<b>0.0</b>	<b>0.0</b>	<b>34.0</b>	<b>-24.1</b>	<b>0.0</b>	<b>9.9</b>	<b>1.2</b>	<b>11.1</b>
<b>As at 30.6.2014</b>	<b>378.6</b>	<b>952.8</b>	<b>-373.0</b>	<b>-68.0</b>	<b>-0.1</b>	<b>890.3</b>	<b>10.4</b>	<b>900.7</b>

# Notes to the interim condensed consolidated financial statements

## 1\_\_ About the Company

SCHMOLZ+BICKENBACH AG 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 steel company operating in the special and engineering steel sectors of the long-products 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 20 August 2014.

## 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 2014 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 2013.

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 significant accounting policies applied in the interim condensed consolidated financial statements are largely consistent with those used for the most recent consolidated financial statements prepared as at the end of the fiscal year 2013, with the exception of the new and revised standards and interpretations whose adoption is mandatory as at 1 January 2014.

These include amendments to IAS 32 "Financial Instruments: Presentation", IAS 39 "Financial Instruments: Recognition and Measurement", IFRS 10 "Consolidated Financial Statements", IFRS 12 "Disclosure of Interests in Other Entities" and the new interpretation IFRIC 21 "Levies". None of the above had any material impact on this quarterly report.

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

The joint venture StahlLogistik & ServiceCenter GmbH (AT) was liquidated in the second quarter of 2014.

## 6\_\_ Seasonal effects

There are slight seasonal effects affecting sales volume and revenue in both of the Group segments. These effects are attributable to the lower number of working days in the second half of the year 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 volume, revenue and earnings, however.

## 7 Notes to the consolidated income statement

### 7.1 Other operating income

	1.1.– 30.6.2014	1.1.– 30.6.2013
in million EUR		
Rent and lease income	1.6	1.6
Grants and allowances	0.8	0.7
Income from reversal of provisions	0.5	1.5
Insurance reimbursement	0.5	2.0
Income from recovery of previously written off receivables and reversal of allowances on receivables	0.3	0.6
Gains on disposal of intangible assets, property, plant and equipment, and financial assets	0.2	0.7
Commission income	0.2	0.1
Net exchange gains/losses	0.0	1.3
Miscellaneous income	11.6	11.1
<b>Total</b>	<b>15.7</b>	<b>19.6</b>

Exchange rate gains and losses are stated net in the income statement and presented in other operating income or expenses depending on whether the net figure is positive or negative.

The net figure breaks down as follows:

	1.1.– 30.6.2014	1.1.– 30.6.2013
in million EUR		
Exchange gains	7.8	24.1
Exchange losses	8.4	22.8
<b>Net exchange gains/losses</b>	<b>-0.6</b>	<b>1.3</b>

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

### 7.2 Other operating expenses

	1.1.– 30.6.2014	1.1.– 30.6.2013
in million EUR		
Freight	54.4	52.6
Maintenance, repairs	33.0	29.5
Rent and lease expenses	15.4	17.2
Advisory, audit and IT services	12.5	18.8
Travel, advertisement and office supply expenses	9.1	9.5
Insurance fees	6.7	7.1
Commission expense	5.2	5.2
Non-income taxes	4.8	5.0
Cost for environmental protection measures	1.8	1.6
Vehicle fleet	1.6	1.4
Cost of allowances on receivables and bad debts	1.3	3.7
Net exchange gains/losses	0.6	0.0
Losses on disposal of intangible assets, property, plant and equipment, and financial assets	0.1	1.6
Miscellaneous expense	29.4	30.3
<b>Total</b>	<b>175.9</b>	<b>183.5</b>

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

### 7.3 Financial result

	1.1.– 30.6.2014	1.1.– 30.6.2013
in million EUR		
Interest income	0.5	1.4
Other financial income	6.4	4.7
<b>Financial income</b>	<b>6.9</b>	<b>6.1</b>
Interest expense on financial liabilities	-27.7	-47.7
Net interest expense on pension provisions and plan assets	-4.0	-4.1
Capitalised borrowing costs	0.8	1.2
Other financial expense	-0.3	-0.5
<b>Financial expense</b>	<b>-31.2</b>	<b>-51.1</b>
<b>Financial result</b>	<b>-24.3</b>	<b>-45.0</b>

Other financial income and other financial expense contain gains and losses from marking to market interest rate derivatives and embedded derivatives. These items also contain the net exchange gain or loss on financial receivables and financial liabilities relating exclusively to intergroup transactions.

Interest expense on financial liabilities includes transaction costs of EUR 5.9 million (1.1.–30.6.2013: EUR 9.9 million) that are recognised through profit and loss over the term of the respective financing agreements.

### 7.4 Income taxes

	1.1.– 30.6.2014	1.1.– 30.6.2013
in million EUR		
Current taxes	11.1	8.1
Deferred taxes	5.9	-3.8
<b>Income tax expense</b>	<b>17.0</b>	<b>4.3</b>

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 2014 was 32.6% (1.1.–30.6.2013: -29.5%). This rate considers the tax rates of the individual countries in which the Group operates, weighted for earnings before taxes. The effective Group tax rate for the same period of the prior year reflects the fact that no additional deferred tax assets were recorded on losses incurred at the German Group companies as there was uncertainty surrounding their future realisation.

The net change in deferred tax assets and liabilities breaks down as follows:

	1.1.– 30.6.2014	1.1.– 30.6.2013
in million EUR		
Balance as at 1.1.	32.5	23.2
Changes recognised in profit and loss	-5.9	3.8
Changes recognised in other comprehensive income	9.1	-4.0
Foreign currency effects	0.1	-0.2
<b>Balance as at 30.6.</b>	<b>35.8</b>	<b>22.8</b>

## 8 Notes to the consolidated statement of financial position

### 8.1 Intangible assets and property, plant and equipment

Investments totalling EUR 31.6 million (1.1.–30.6.2013: EUR 32.3 million) break down into additions to intangible assets of EUR 0.9 million (1.1.–30.6.2013: EUR 1.0 million) and additions to property, plant and equipment of EUR 30.7 million (1.1.–30.6.2013: EUR 31.3 million). Most of the additions relate to the *Production Division*.

### 8.2 Inventories

	30.6.2014	31.12.2013
in million EUR		
Raw materials, consumables and supplies	115.5	103.6
Semi-finished goods and work in progress	336.7	284.1
Finished products and merchandise	443.2	435.1
<b>Total</b>	<b>895.4</b>	<b>822.8</b>

### 8.3 Provisions

The discount rates used to remeasure pension obligations were updated as follows compared to 31 December 2013:

	Switzerland		Euro area		USA		Canada	
	30.6.2014	31.12.2013	30.6.2014	31.12.2013	30.6.2014	31.12.2013	30.6.2014	31.12.2013
in %								
Discount rate	1.7	2.3	2.8	3.5	4.0	4.6	4.0	4.5

Actuarial losses of EUR 36.3 million before tax (1.1.–30.6.2013: actuarial gains of EUR 23.2 million) were recorded in other comprehensive loss. These losses primarily reflect the lower discount rates.

### 8.4 Financial liabilities

In the second quarter of 2014, SCHMOLZ + BICKENBACH concluded a new syndicated loan agreement with a volume of EUR 450.0 million to refinance the previous syndicated loan from 2011. The new loan is provided by an international syndicate of eleven banks and expires in April 2019. The syndicated loan is structured as a revolving credit line. Interest is charged based on the EURIBOR/LIBOR rate plus a margin linked to the ratio of net debt to EBITDA. Interest is payable on the expiry date of each individual portion of the loan drawn. The loan terms can in principle range from one to six months, or can be set at any alternative period with the consent of the syndicate of banks. A commitment fee is payable on the unused portion of the loan. Additional one-off payments were due when the refinancing was arranged; these will be accrued over the economic term of the loan. In addition, customary bank collateral was provided, among other things through assignment of inventories and receivables as well as pledges of shares of material Group companies. The loan agreement provides for financial covenants to be reviewed each quarter.

Furthermore, the EUR 300.0 million ABCP financing programme was extended until April 2019. As factoring is used for financing purposes, the corresponding financial liabilities continue to be classified as current items in the statement of financial position. The financial covenants for the ABCP financing programme are the same as those for the new syndicated loan.

The Group's financial liabilities break down as follows as at 30 June 2014:

	30.6.2014	31.12.2013
in million EUR		
Syndicated loan	250.4	204.3
Other bank loans	36.5	39.6
Bond	159.8	159.0
Liabilities from finance leases	7.2	8.2
Other financial liabilities	1.4	1.6
<b>Total non-current</b>	<b>455.3</b>	<b>412.7</b>
Syndicated loan	0.0	12.4
Other bank loans	8.8	24.5
ABCP financing programme	229.1	221.8
Liabilities from finance leases	2.7	2.9
Other financial liabilities	3.5	4.2
<b>Total current</b>	<b>244.1</b>	<b>265.8</b>

Other current financial liabilities include accrued interest for the bond of EUR 2.1 million (31.12.2013: EUR 2.1 million).

SCHMOLZ + BICKENBACH had available liquidity and credit lines of around EUR 330 million as at 30 June 2014.

## **9 Notes to the consolidated statement of cash flows**

As part of the refinancing arrangements, the old syndicated loan of EUR 221.4 million was replaced by a new syndicated loan, EUR 258.3 million of which had been drawn as at 30 June 2014.

Non-recurring payments of EUR 7.7 million were made for refinancing in the first half of 2014 and presented within interest paid. The figure for the first half of the prior year includes non-recurring payments of EUR 11.0 million made in connection with adjusting the financing agreements at the beginning of March 2013.

Treasury shares worth EUR 0.4 million were acquired in the first quarter of 2014 for definitive allocation under the share-based payment plan for the fiscal year 2013 (also see note 13).

## 10 Segment reporting

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

The table below shows segment reporting as at 30 June 2014:

	1.1.– 30.6.2014	Production 1.1.– 30.6.2013 <sup>1)</sup>	1.1.– 30.6.2014	Sales & Services 1.1.– 30.6.2013 <sup>1)</sup>
in million EUR				
Third-party revenue	1 180.6	1 131.6	549.0	608.9
Intersegment revenue	208.1	221.4	2.2	4.1
<b>Total revenue</b>	<b>1 388.7</b>	<b>1 353.0</b>	<b>551.2</b>	<b>613.0</b>
<b>Segment result (= adjusted EBITDA) <sup>2)</sup></b>	<b>125.8</b>	<b>94.5</b>	<b>19.2</b>	<b>8.3</b>
Adjustment	-1.9	0.0	-0.9	-0.1
<b>Operating profit before depreciation and amortisation (EBITDA)</b>	<b>123.9</b>	<b>94.5</b>	<b>18.3</b>	<b>8.2</b>
Depreciation and amortisation of property, plant and equipment and intangible assets	-53.8	-52.3	-4.9	-5.2
<b>Operating profit (EBIT)</b>	<b>70.1</b>	<b>42.2</b>	<b>13.4</b>	<b>3.0</b>
Financial income	2.9	2.8	4.0	4.0
Financial expense	-24.8	-22.0	-9.7	-12.6
<b>Earnings before taxes (EBT)</b>	<b>48.2</b>	<b>23.0</b>	<b>7.7</b>	<b>-5.6</b>
Segment assets <sup>3)</sup>	1 916.6	1 919.7	509.7	552.1
Segment liabilities <sup>4)</sup>	320.8	330.7	162.9	175.2
<b>Segment assets less segment liabilities (capital employed)</b>	<b>1 595.8</b>	<b>1 589.0</b>	<b>346.8</b>	<b>376.9</b>
Segment investments <sup>5)</sup>	29.2	28.8	2.1	3.3
Operating free cash flow <sup>6)</sup>	-18.5	26.4	14.5	-10.0
Employees	7 750	7 690	2 174	2 258

<sup>1)</sup> Adjusted to new segment structure, applicable since third quarter 2013.

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

<sup>3)</sup> Segment assets: Intangible assets (excluding goodwill) + property, plant and equipment + inventories + trade accounts receivable (total matches total assets in the statement of financial position).

<sup>4)</sup> Segment liabilities: Trade accounts payable (total matches total liabilities in the statement of financial position).

<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 borrowing costs.

	Total operating segments		Reconciliation				Total	
	1.1.– 30.6.2014	1.1.– 30.6.2013 <sup>1)</sup>	1.1.– 30.6.2014	Other 1.1.– 30.6.2013 <sup>1)</sup>	Eliminations/adjustments		1.1.– 30.6.2014	1.1.– 30.6.2013 <sup>1)</sup>
					1.1.– 30.6.2014	1.1.– 30.6.2013 <sup>1)</sup>		
	1 729.6	1 740.5	0.0	0.0	0.0	0.0	1 729.6	1 740.5
	210.3	225.5	0.0	0.0	-210.3	-225.5	0.0	0.0
	<b>1 939.9</b>	<b>1 966.0</b>	<b>0.0</b>	<b>0.0</b>	<b>-210.3</b>	<b>-225.5</b>	<b>1 729.6</b>	<b>1 740.5</b>
	<b>145.0</b>	<b>102.8</b>	<b>-4.8</b>	<b>-5.6</b>	<b>-0.8</b>	<b>-1.2</b>	<b>139.4</b>	<b>96.0</b>
	-2.8	-0.1	-0.3	-5.5	0.0	0.0	-3.1	-5.6
	<b>142.2</b>	<b>102.7</b>	<b>-5.1</b>	<b>-11.1</b>	<b>-0.8</b>	<b>-1.2</b>	<b>136.3</b>	<b>90.4</b>
	-58.7	-57.5	-1.1	-2.5	0.0	0.0	-59.8	-60.0
	<b>83.5</b>	<b>45.2</b>	<b>-6.2</b>	<b>-13.6</b>	<b>-0.8</b>	<b>-1.2</b>	<b>76.5</b>	<b>30.4</b>
	6.9	6.8	36.6	37.3	-36.6	-38.0	6.9	6.1
	-34.5	-34.6	-33.3	-54.5	36.6	38.0	-31.2	-51.1
	<b>55.9</b>	<b>17.4</b>	<b>-2.9</b>	<b>-30.8</b>	<b>-0.8</b>	<b>-1.2</b>	<b>52.2</b>	<b>-14.6</b>
	2 426.3	2 471.8	5.9	7.5	90.7	73.7	2 522.9	2 553.0
	483.7	505.9	0.8	2.0	1 137.7	1 419.4	1 622.2	1 927.3
	<b>1 942.6</b>	<b>1 965.9</b>						
	31.3	32.1	0.3	0.2	0.0	0.0	31.6	32.3
	-4.0	16.4	-6.0	-2.4	-0.7	-0.8	-10.7	13.2
	9 924	9 948	94	90	0.0	0.0	10 018	10 038

## 11\_\_Contingent liabilities and other financial obligations

Contingent liabilities from guarantees, warranties and purchase commitments amounted to EUR 47.6 million in total (31.12.2013: EUR 45.7 million).

In 2012, a prospectus liability suit was filed against SCHMOLZ+BICKENBACH by a bond creditor in the USA in connection with the bond issue. The Group believes the action to be without merit. If the Group were to lose the case, it could be liable for premature repayment of the corresponding liability or an indemnification. Provisions have been set up for legal costs beyond the costs covered by prospectus liability insurance.

In December 2013, the EU Commission launched an in-depth investigation into the reduction on the surcharge granted by the Federal Republic of Germany to companies operating in energy-intensive sectors in accordance with the German Renewable Energies Act (EEG). If the practice is found to be in breach of European law, the companies affected could be required to make a full back-payment of the EEG surcharge. In the meantime, the EU Commission has adopted new rules on public support for environmental protection and energy and will apply these to the aforementioned investigation. We believe that the reduction granted to our companies is compatible with these rules. The Board of Directors and Executive Board therefore consider the risk of a claim to be low.

## 12\_\_Disclosures about fair value measurement

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.

During the 2012 restructuring process for the Brazilian distribution company, a line of business was discontinued. The assets allocated to this line of business were written down to fair value less costs to sell and reclassified to assets held for sale as at 31 December 2012. The fair value was calculated based on market prices for assets of a similar type and age (level 3 of the fair value

hierarchy). The sales process had not been completed as at 30 June 2014. However, it is still deemed highly probable that they will be sold within the next twelve months.

The fair value of the bond was EUR 187.8 million as at 30 June 2014 (31.12.2013: EUR 183.7 million) (level 1 of the fair value hierarchy), while the carrying amount was EUR 159.8 million (31.12.2013: EUR 159.0 million).

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

	Level 1		Level 2		Level 3		Fair value as at	
	30.6.2014	31.12.2013	30.6.2014	31.12.2013	30.6.2014	31.12.2013	30.6.2014	31.12.2013
in million EUR								
<b>Financial assets</b>								
Financial assets available for sale	0.2	0.3	0.0	0.0	0.0	0.0	0.2	0.3
Positive market values of derivative financial instruments								
- Derivatives with hedging relationship (hedge accounting)	0.0	0.0	0.7	0.0	0.0	0.0	0.7	0.0
- Derivatives without hedging relationship (no hedge accounting)	0.0	0.0	8.6	4.7	0.0	0.0	8.6	4.7
<b>Financial liabilities</b>								
Negative market values of derivative financial instruments								
- Derivatives with hedging relationship (hedge accounting)	0.0	0.0	0.0	0.2	0.0	0.0	0.0	0.2
- Derivatives without hedging relationship (no hedge accounting)	0.0	0.0	1.5	1.1	0.0	0.0	1.5	1.1

### **13\_ Related party disclosures**

There were no significant changes in the nature of transactions with related parties compared to 31 December 2013.

Since 2013, part of the variable remuneration for some members of the Executive Board and a selected group of other executive employees is payable in the form of shares in SCHMOLZ + BICKENBACH AG. There is no future performance caveat attached to the purchase of these shares. However, they are subject to a vesting period in which they cannot be transferred, pledged or encumbered in any other way. Expenses of EUR 0.2 million were recognised for share-based payments in the first half of 2014 (1.1.–30.6.2013: EUR 0.1 million). The fair value of the allocated shares equals the share of variable remuneration to be paid out in shares. As a result, the actual number of shares and the definitive fair value per share determined in the subsequent year are not relevant for calculating personnel costs. Shares worth EUR 0.3 million were allocated for the fiscal year 2013 and reclassified within equity from treasury shares to retained earnings (accumulated losses).

Settlement negotiations with a former Chairman of the Board of Directors were successfully concluded in the second quarter of 2014. These related to the improper separation of private and company expenses, which resulted in his immediate resignation in December 2011. The parties have agreed not to disclose the terms of the agreement.

### **14\_ Subsequent events**

There were no reportable events between the reporting date and the publication date of this interim report.

# Members of the Board of Directors

This section provides details of the composition of the Board of Directors as at 30 June 2014.

## SCHMOLZ + BICKENBACH Board of Directors

### Edwin Eichler (DE) <sup>1</sup>

Year of birth 1958  
Chairman  
Member Strategy Committee  
Member since 2013  
Elected until 2015

### Dr Vladimir V. Kuznetsov (RU) <sup>2</sup>

Year of birth 1961  
Vice-Chairman  
Chairman Compensation  
Committee  
Member Strategy Committee  
Member since 2013  
Elected until 2015

### Michael Büchter (DE) <sup>1</sup>

Year of birth 1949  
Board Member  
Member Audit Committee  
Member since 2013  
Elected until 2015

### Marco Musetti (CH) <sup>2</sup>

Year of birth 1969  
Board Member  
Chairman Strategy Committee,  
Member Audit Committee  
Member since 2013  
Elected until 2015

### Dr Heinz Schumacher (DE) <sup>1</sup>

Year of birth 1948  
Board Member  
Member Compensation  
Committee  
Member since 2013  
Elected until 2015

### Dr Oliver Thum (DE) <sup>3</sup>

Year of birth 1971  
Board Member  
Member Strategy Committee  
Member since 2013  
Elected until 2015

### Hans Ziegler (CH) <sup>1</sup>

Year of birth 1952  
Board Member Board  
Chairman Audit Committee,  
Member Compensation  
Committee  
Member since 2013  
Elected until 2015

<sup>1</sup> Independent member.

<sup>2</sup> Representative of Renova.

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

# Members of the Executive Committee

By resolution dated 12 March 2014, the Board of Directors redefined "Executive Committee" to mean the members of the Executive Board only from 2014 onwards.

This following overview provides details of the composition of the Executive Committee until 31 March 2014.

## SCHMOLZ + BICKENBACH Executive Committee until 31 March 2014

### Hans-Jürgen Wiecha (DE)

Year of birth 1962  
CEO ad interim und CFO  
Joined: 2013

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The overview below shows the composition of the Executive Committee from 1 April 2014.

## SCHMOLZ + BICKENBACH Executive Committee from 1 April 2014

### Clemens Iller (DE)

Year of birth 1960  
CEO  
Joined: 2014

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### Hans-Jürgen Wiecha (DE)

Year of birth 1962  
CFO  
Joined: 2013

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# Glossary

## A\_\_

**Adjusted EBITDA** EBITDA before restructuring costs and other non-recurring expenses

**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 operations without changes in net working capital

## E\_\_

**EAT** Earnings after taxes

**EBT** Earnings before 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

**Equity ratio** Ratio of shareholders' equity to total assets

## F\_\_

**Free cash flow** Cash flow from operations 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

## I\_\_

**Investment ratio** Ratio of investments to depreciation/ amortisation

## N\_\_

**Net financial expense** Financial expense less financial income

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

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

## O\_\_

**Operating free cash flow** Adjusted EBITDA plus/less change in inventories, trade accounts receivable and trade accounts payable less segment investments without borrowing costs.

# List of abbreviations

<b>ABCP</b> Asset-Backed Commercial Paper	<b>t</b> tonne
<b>CEO</b> Chief Executive Officer	<b>USD</b> US dollar
<b>CFO</b> Chief Financial Officer	<b>VegüV</b> Swiss Ordinance against Excessive Compensation
<b>CGU</b> Cash Generating Unit	
<b>CHF</b> Swiss franc	
<b>COO</b> Chief Operating Officer	
<b>EEG</b> Erneuerbare-Energien-Gesetz (German Renewable Energies Act)	
<b>EUR</b> Euro	
<b>IAS</b> International Accounting Standard	
<b>IASB</b> International Accounting Standards Board	
<b>IFRIC</b> International Financial Reporting Interpretations Committee	
<b>IFRS</b> International Financial Reporting Standards	
<b>KfW</b> Kreditanstalt für Wiederaufbau (Development Loan Corporation)	
<b>kt</b> kilotonne	
<b>m</b> million	
<b>M&amp;A</b> Mergers & Acquisitions	
<b>p.a.</b> per year	
<b>R &amp; D</b> Research & Development	
<b>SPI</b> Swiss Performance Index	

# Imprint

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This interim 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.

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