

Semi-Annual Report of DATAGROUP AG,
Pliezhausen, for H1 2015/2016



Semi-Annual Report of DATAGROUP AG, Pliezhausen, for H1 2015/2016



Overview of Key Figures

in k€	Q1-Q2 2015/2016		Q1-Q2 2014/2015		Q1-Q2 2013/2014		Q1-Q2 2012/2013		Q1-Q2 2011/2012		Q1-Q2 2010/2011	
Revenues	82,680	100.0%	78,417	100.0%	79,103	100.0%	79,582	100.0%	66,384	100.0%	52,289	100.0%
thereof services and maintenance	65,092	78.7%	58,519	74.6%	58,772	74.3%	58,186	73.1%	42,946	64.7%	30,579	58.5%
thereof trade	17,492	21.2%	19,781	25.2%	20,192	25.5%	21,215	26.7%	23,266	35.0%	21,547	41.2%
thereof other / consolidation	96	0.1%	117	0.1%	139	0.2%	181	0.2%	172	0.3%	163	0.3%
Other own work capitalised	268		23		49		276		88		0	
Total revenues	82,948	100.0%	78,440	100.0%	79,152	100.0%	79,858	100.0%	66,472	100.0%	52,289	100.0%
Material expenses /												
Expenses for purchased services	27,242	32.8%	27,781	35.4%	29,303	37.0%	29,032	36.4%	27,751	41.7%	22,650	43.3%
Gross profit	55,706	67.2%	50,659	64.6%	49,849	63.0%	50,826	63.6%	38,721	58.3%	29,639	56.7%
Personnel expenses	41,369	49.9%	37,344	47.6%	36,071	45.6%	38,414	48.1%	29,072	43.7%	22,512	43.1%
Other income etc.	1,298	1.6%	2,401	3.1%	1,205	1.5%	1,521	1.9%	1,371	2.1%	1,196	2.3%
Other expenses etc.	9,633	11.6%	8,432	10.7%	8,835	11.2%	8,780	11.0%	6,936	10.4%	5,327	10.2%
EBITDA	6,002	7.2%	7,284	9.3%	6,148	7.8%	5,153	6.5%	4,084	6.1%	2,996	5.7%
Depreciation from PPA	1,295	1.6%	1,415	1.8%	1,522	1.9%	1,648	2.1%	1,104	1.7%	432	0.8%
Other depreciation	1,872	2.3%	1,365	1.7%	1,351	1.7%	1,554	1.9%	763	1.1%	695	1.3%
EBIT	2,835	3.4%	4,504	5.7%	3,275	4.1%	1,951	2.4%	2,217	3.3%	1,869	3.6%
Financial result	-858	-1.0%	-795	-1.0%	-1,472	-1.9%	-956	-1.2%	-781	-1.2%	-321	-0.6%
EBT	1,977	2.4%	3,709	4.7%	403	0.5%	995	1.2%	1,436	2.2%	1,548	3.0%
Taxes on income and profit	659	0.8%	1,241	1.6%	390	0.5%	254	0.3%	534	0.8%	563	1.1%
Net income	1,318	1.6%	2,468	3.1%	13	0.0%	741	0.9%	902	1.4%	985	1.9%
Shares ¹⁾	7,572		7,572		7,572		7,582		6,792		5,747	
EPS	0.17		0.33		0.00		0.10		0.13		0.17	
Tax rate	33.3%		33.5%		96.8%		25.5%		37.2%		36.4%	

	31.03.2016	30.09.2015	30.09.2014	30.09.2013	30.09.2012	30.09.2011
Balance sheet total	101,324	103,346	95,098	101,699	100,666	59,993
Equity ²⁾	25,476	26,051	23,264	24,511	24,698	19,054
Equity ratio (in %) ²⁾	25.1	25.2	24.5	24.1	24.5	31.8
Net Debt ²⁾	29,990	28,154	20,369	23,675	31,114	18,025

1) plus treasury shares:

18

18

18

8

108

73

2) under consideration of subordinated loans

The semi-annual report of DATAGROUP AG is published in German. Despite the care taken in the preparation there may be errors when translating it into English. We do not assume any liability for deviations from the German original; hence only the German original version is binding.

DATAGROUP. We manage IT.

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Dear Shareholders,

In fiscal year 2015/2016, we put the company on a steeper growth path again. DATAGROUP recorded strong revenue growth in the first half of the year. Revenues increased by over 5% to EUR 82.7m, reaching a new peak. We managed to grow strongly by 11% particularly with regard to the IT services core business. Service revenues reached a volume of EUR 65.1m (previous year EUR 58.5m), the share of services in revenues climbed to 79% (previous year 75%).

The operating business with Cloud services and managed IT services is developing very well. In particular the demand for our modular complete offer, CORBOX, continues to be strong. The high customer satisfaction is a key sales argument. This was confirmed by a comparative study conducted by Pan-European market research company Whitelane and sourcing advisor Navisco: DATAGROUP ranks third among the 22 leading IT outsourcing service providers, which puts us right in the top group in Germany. We are very proud of this result. It proves that we are close to our customers and provide the right answers to their questions.

At present, we are pressing ahead with several important projects around the strategic corporate development, e.g. the transformation to a European company (SE) as well as the integration of our most recent acquisition, DATAGROUP Vega. It has already become profitable as scheduled. Our intensive activities in M&A will temporarily lead to higher expenses and reduce the very good operating earnings. However, targeted inorganic growth offers great and sustainable development opportunities, which we can optimally exploit with the experience of 17 successful acquisitions since the IPO. This is definitely worth the expenditure.

As a result of large one-off income in the same quarter a year ago, which will not occur to this extent this year, as well as acquisition-related expenses, earnings for the half-year just ended remained below the prior-year level. That said, we continue to expect an increase in revenues and earnings for FY 2015/2016 due to the very good development of the operating business and possible additional effects from acquisitions.

Pliezhausen, May 2016

Management Board

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DATAGROUP
IT Services + Solutions

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Organisational and legal structure of the DATAGROUP Group

DATAGROUP is one of the leading IT service providers in Germany¹. In essence, the following operating subsidiaries are under the umbrella of DATAGROUP AG at the reference date on March 31, 2016:



Within the DATAGROUP Group, DATAGROUP AG assumes the central financing and management function for its entities. It provides central services such as accounting, human resources, and the central IT services for the group companies.

Since the IPO in 2006, DATAGROUP AG has acquired 17 companies or business units. The acquisition strategy primarily focuses on IT services companies in Germany. It is based on a buy-and-build strategy (i.e. the acquired companies complement or strengthen DATAGROUP’s existing service portfolio) and a buy-and-turnaround strategy (i.e. the acquired companies are in situations of radical change).

¹ Source: Lünendonk.

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DATAGROUP AG integrates these companies into the Group. In this process, the individual companies are preserved as much as possible so as not to jeopardise the proximity to the customer and the customer relationships that to some extent have been existing for decades.

All companies are operated under the uniform brand name DATAGROUP across Germany. Newly acquired companies are renamed after a transition period; most recently, Excelsis Business Technology AG was renamed DATAGROUP Mobile Solutions AG in April 2016. An umbrella brand campaign throughout Germany actively promotes the perception of DATAGROUP and an increase in brand awareness within the relevant target group.

The DATAGROUP Group is to grow within the context of this acquisition strategy in the future as well.

Focus of activity and sales markets

'We manage IT' – this claim concisely sums up DATAGROUP's core competence. The business activities of the DATAGROUP companies comprise the operation and further development of their customers' infrastructure.

DATAGROUP IT-Services focuses on the fail-proof operation of IT infrastructures. With CORBOX, a suite of IT services, DATAGROUP offers its customers a modular all-in-one-solution for carefree IT operations. CORBOX covers a company's entire IT operations: from service desk - the competent and reliable single point of contact for all questions and error messages of users - and management as well as on-site support of stationary and mobile IT workplaces to the entire range of data centre and Cloud services. The CORBOX services also include the management of business applications and SAP systems. With CORBOX, DATAGROUP offers companies a one-stop service for their IT operations. Customers choose exactly those services required for an optimal support of their business out of 12 combinable and perfectly compatible CORBOX service families. Defined service level agreements guarantee maximum performance and cost transparency. The security of all centralised CORBOX services is guaranteed by ISO 27001-certified DATAGROUP data centres in Germany. Continuous monitoring of performance, capacities and security status guarantees an optimal availability of services.

Since September 2012, DATAGROUP is ISO 20000-certified – this is the highest possible ISO certification for professional IT service management. DATAGROUP has undergone a testing procedure to design its IT services according to industry standards and to consistently improve them. CORBOX customers benefit from the certified quality: Their IT services always are state-of-the-art – and this also includes security and compliance. All CORBOX services are based on ISO 20000-certified processes according to ITIL® and meet the quality criteria

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of industrial production. This guarantees a consistently high process quality, service quality and safety. DATAGROUP is one of the few providers of IT services in Germany, which has standardised its entire service processes in accordance with ISO standards. In September 2015, the ISO 2000 certification was successfully extended by three years. With the help of CORBOX, company IT becomes a reliable and efficient means of production for business success.

Furthermore, DATAGROUP's technology and solution consultants ensure optimal further development of the customer's IT. Together with their customers, these specialists analyse, plan and optimise business processes and the suitable IT concepts. Whether it is an infrastructure project, SAP solution, individualised software application or innovative high-end solution for mobile applications – the bespoke solution for the customer is always at the forefront. And a preferably silent implementation in the business operations.

DATAGROUP is a full-service provider serving over 360,000 global IT workplaces for medium and large enterprises as well as for public-sector clients. DATAGROUP currently is represented at 16 locations in Germany.

Revenue and earnings

In H1 2015/2016, **revenues** amounted to TEUR 82,680 after TEUR 78,417 In H1 2014/2015. Sales increased by TEUR 4,263 or 5.4%. As DATAGROUP is focussing on the higher-margin service business, the **service share** rose once again – from 74.6% in H1 of the previous year to 78.7%. The share of trading revenues in the overall performance declined to 21.2% (25.2% in H1 2014/2015).

The business activity of the DATAGROUP Group is mainly geared towards Germany. The share abroad amounted to TEUR 1,424 or 1.7% (prior-year period TEUR 563 or 0.7%).

The **gross profit** was up 10.0% yoy to TEUR 55,706. Accordingly, the gross profit margin increased from 64.6% to 67.2%.

EBITDA came in at TEUR 6,002 after TEUR 7,284 in H1 2014/2015. This is a reduction of TEUR 1,282 or 17.6% compared to the same period a year ago. Earnings in the previous year were characterised by various positive special effects, which altogether amounted to some EUR 1m. Furthermore, earnings in the current fiscal year are additionally burdened by intensive M&A activities. As a result, the EBITDA margin dropped from 9.3% in the prior-year period to 7.2%.

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Depreciation and amortisation rose from TEUR 2,780 to TEUR 3,167. This increase is due to higher investments in the CORBOX infrastructure, which were necessary on the back of the strong intake in the previous year. Amortisation of goodwill was not required in H1 2015/2016 or in the previous years.

The **financial result** amounted to TEUR -858 after TEUR -795 in H1 2014/2015. The reduction is due to positive special effects in the previous year's financial statements, namely the revaluation of earn-out obligations as well as investment income.

The **Group's tax rate** was 33.3% after 33.5% in H1 2014/2015.

Financial and assets position

The balance sheet total declined by 2.0% on March 31, 2016 compared to September 30, 2015.

	31.03.2016	30.09.2015
	TEUR	TEUR
Assets		
Non-current assets	66,545	68,062
Current assets	34,779	35,284
	101,324	103,346
Liabilities		
Equity	23,476	24,051
Non-current liabilities	37,052	39,013
Current liabilities	40,796	40,282
	101,324	103,346

The development of the balance sheet total was impacted by different opposite effects.

The decline in the leasing volume (reduction of receivables from finance lease by TEUR 1,558 and reduction of liabilities from finance lease by TEUR 937) reduced the balance sheet. The net repayment of a loan granted to parent company HHS Beteiligungsgesellschaft mbH by TEUR 1,712 as well as the write-down on intangible assets, which had been capitalised in the context of the purchase price allocation in the event of acquisitions

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(order backlogs, customer base, in-house developed software), in the amount of TEUR 1,295 also led to a reduction of the balance sheet.

Opposite (increase in the balance sheet) effects resulted from higher bank loans totalling TEUR 2,187 with a simultaneous increase in cash by TEUR 945 and from the project-related inventory increase by TEUR 3,615.

Compared to September 30, 2015, the total net debt on March 31, 2016 looks as follows:

	31.03.2016	30.09.2015
	TEUR	TEUR
Non-current financial		
liabilities	22,884	24,634
Current financial		
liabilities	17,556	14,584
Minus equity-like		
financial resources	-2,000	-2,000
Receivables from		
finance leases	-5,026	-6,584
Cash and cash equivalents	-3,210	-2,265
Short-term realisable		
equities	-214	-215
	29,990	28,154

The increase in the total net debt is predominantly attributable to the dividend pay-out of TEUR 1,893.

Equity declined by TEUR 575 from TEUR 24,051 on September 30, 2015 to TEUR 23,476. The equity ratio of 23.2% on March 31, 2016 remained almost stable compared to September 30, 2015 (23.3%). When adjusted for subordinated loans, the modified equity ratio is 25.1% (25.2% on September 30, 2015).

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Risk report

The annual report on September 30, 2015 comprehensively commented on the risk and opportunities management as well as the internal control system of the DATAGROUP Group. These explanations remain in place unchanged.

There were no risks to the continued existence of DATAGROUP in FY 2014/2015 and in H1 2015/2016. From the current standpoint, there is also no indication of future risks that could jeopardise the continued existence of the company or have a sustainable negative impact on net assets, financial position and results of operations.

Outlook

For the fiscal year 2015/2016, management expects revenues of EUR 167-175m and an EBITDA of EUR 15.5–20m.

Pliezhausen, May 9, 2016
DATAGROUP AG

Management Board

Max H.-H. Schaber, Dirk Peters

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Consolidated income statement

	01.10.2015 - 31.03.2016	01.10.2014 - 31.03.2015
	EUR	EUR
Revenues	82,680,378.50	78,416,613.46
Other own work capitalised	268,156.13	22,544.60
Total revenues	82,948,534.63	78,439,158.06
Other operating income	1,298,375.61	2,401,203.98
Material expenses / expenses for purchased services	27,243,680.18	27,780,846.40
Personnel expenses	41,368,787.92	37,344,147.27
Goodwill amortisation	0.00	0.00
Depreciation of property, plant and equipment and other intangible assets	3,167,154.19	2,779,542.15
Other operating expenses	9,632,908.84	8,431,752.99
Operating income	2,834,379.11	4,504,073.23
Financial income	131,763.94	360,071.00
Financial expenses	989,325.64	1,155,444.31
Financial result	-857,561.70	-795,373.31
Earnings before taxes	1,976,817.41	3,708,699.92
Taxes on income and profit	658,645.50	1,241,107.81
Net income	1,318,171.91	2,467,592.11

Consolidated statement of comprehensive income

	01.10.2015 - 31.03.2016	01.10.2014 - 31.03.2015
	EUR	EUR
Net income	1,318,171.91	2,467,592.11
Other earnings before taxes		
Actuarial gains or losses from pension provisions	0.00	0.00
Income tax effects on other income	0.00	0.00
Comprehensive income	1,318,171.91	2,467,592.11

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Consolidated balance sheet

	31.03.2016	30.09.2015
	EUR	EUR
Assets		
Long-term assets		
Goodwill	38,523,419.65	38,523,419.65
Other intangible assets	10,273,171.64	11,445,269.01
Property, plant and equipment	7,222,686.02	7,316,127.83
Long-term financial assets	3,029,034.98	3,822,514.90
Claims from reinsurance coverage for pension obligations	5,354,911.90	5,354,911.90
Other long-term assets	109,328.52	134,889.32
Deferred taxes	2,032,089.56	1,464,480.04
	66,544,642.27	68,061,612.65
Short-term assets		
Inventories	5,147,684.18	1,532,497.41
Trade receivables	13,876,677.37	16,667,072.92
Short-term financial assets	3,184,381.09	5,477,056.77
Construction contracts	1,836,672.22	2,994,874.95
Other short-term assets	7,524,102.38	6,348,504.81
Cash and cash equivalents	3,209,999.70	2,264,789.71
	34,779,516.94	35,284,796.57
	101,324,159.21	103,346,409.22
Liabilities		
Equity		
Subscribed capital	7,590,000.00	7,590,000.00
Capital reserves	11,796,385.73	11,796,385.73
Repayment of capital	-98,507.73	-98,507.73
Retained earnings	8,158,547.46	8,733,490.30
Accumulated other comprehensive income	-3,970,814.23	-3,970,814.23
	23,475,611.23	24,050,554.07
Long-term liabilities		
Long-term financial liabilities	22,884,043.10	24,633,738.97
Pension provisions	12,727,996.02	12,822,342.00
Other provisions	775,028.18	775,192.84
Other long-term liabilities	31,569.93	0.00
Deferred taxes	633,079.00	782,107.01
	37,051,716.23	39,013,380.81
Short-term liabilities		
Short-term financial liabilities	17,556,493.05	14,583,861.69
Provisions	2,892,902.18	2,463,011.85
Trade payables	2,848,261.15	4,748,518.08
Surplus of liabilities from construction contracts	170,280.61	50,989.47
Income tax liabilities	2,154,290.84	3,062,851.29
Other liabilities	15,174,603.92	15,373,241.96
	40,796,831.75	40,282,474.34
	101,324,159.21	103,346,409.22

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Consolidated cash flow statement

	01.10.2015 - 31.03.2016	01.10.2014 - 31.03.2015
	EUR	EUR
Cash flows from operating activities		
Net income for the period	1,318,171.91	2,467,592.11
Interest received	-110,954.92	-242,150.71
Interest paid	1,094,640.94	1,032,120.70
Depreciation and amortisation of current assets	0.00	5,545.44
Depreciation and amortisation of non-current assets	3,167,154.19	2,779,542.15
Changes in pension provisions	-94,345.98	-2,448.48
Cash flow	5,374,666.14	6,040,201.21
Gains (-) / losses (+) on disposals of non-current assets	1,295.00	-44,048.83
Increase (-) / decrease (+) of receivables or liabilities to shareholders, related and associated companies	1,228,737.96	832,608.35
Increase (-) / decrease (+) of inventories, trade receivables and other assets	-1,276,153.98	-19,191.70
Increase (+) / decrease (-) of trade payables and other liabilities	-3,912,715.44	-4,479,627.77
Other non-cash transactions	-297,000.14	-123,209.15
Cash flow from operating activities	1,118,829.54	2,206,732.10
Cash flow from investing activities		
Cash inflow from sale of property, plant and equipment	50,315.00	62,033.95
Cash outflow for investment in property, plant and equipment	-116,531.73	-627,169.08
Cash inflow from intangible assets	615.00	2,125.49
Cash outflow for investments in intangible assets	-604,668.43	-167,601.22
Cash outflow for investments in financial assets	-530,375.53	-192,000.00
Cash inflow from repayment of financial assets	2,080,000.00	745,767.50
Cash outflow for investments in fully consolidated companies	-31,720.27	-4,159,497.11
Interest received	110,954.92	242,150.71
Net cash used in investing activities	958,588.96	-4,094,189.76
Cash flow from financing activities		
Cash outflow for dividend paid	-1,893,114.75	-1,514,491.80
Cash inflow (+) / outflow (-) for finance lease contracts as part of investments in own property, plant and equipment	625,468.20	282,468.04
Cash inflow (+) / outflow (-) for leasing contracts with customers	-1,236,819.44	-592,870.87
Cash outflow for the repayment of liabilities to banks	-8,625,000.00	-3,520,100.00
Cash inflow from receipt of liabilities to banks	6,400,000.00	0.00
Interest paid	-1,094,640.94	-1,032,120.70
Net cash used in financing activities	-5,824,106.94	-6,377,115.33
Changes in cash and cash equivalents		
Cash and cash equivalents at the beginning of the period	2,072,356.16	9,447,794.35
Cash and cash equivalents at the end of the period	-1,674,332.28	1,183,221.36

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Consolidated statement of changes in equity

01.10.2015 to 31.03.2016	Subscribed capital	Capital reserves	Repayment of capital	Retained earnings	Accumulated other comprehensive income			Total
					Changes without effects on net income	Result from actuarial gains and losses	Sum	
							EUR	
Balance at the beginning of the fiscal year	7,590,000.00	11,796,385.73	-98,507.73	8,733,490.30	-1,625,377.21	-2,345,437.02	-3,970,814.23	24,050,554.07
Dividend distribution	0.00	0.00	0.00	-1,893,114.75	0.00	0.00	0.00	-1,893,114.75
Consolidated profit	0.00	0.00	0.00	1,318,171.91	0.00	0.00	0.00	1,318,171.91
Balance at the end of the fiscal year	7,590,000.00	11,796,385.73	-98,507.73	8,158,547.46	-1,625,377.21	-2,345,437.02	-3,970,814.23	23,475,611.23

DATAGROUP. We manage IT.

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**Semi-Annual Report of
DATAGROUP AG,
Pliezhausen, for
H1 2015/2016**



01.10.2014 bis 31.03.2015

	Subscribed capital	Capital reserves	Repayment of capital	Retained earnings	Accumulated other comprehensive income			Total
					Changes without effects on net income	Result from actuarial gains and losses	Sum	
Balance at the beginning of the fiscal year	7,590,000.00	11,796,385.73	-98,507.73	5,324,950.22	-1,625,377.21	-1,723,129.79	-3,348,507.00	21,264,321.22
Dividend distribution	0.00	0.00	0.00	-1,514,491.80	0.00	0.00	0.00	-1,514,491.80
Consolidated profit	0.00	0.00	0.00	2,467,592.11	0.00	0.00	0.00	2,467,592.11
Balance at the end of the periode	7,590,000.00	11,796,385.73	-98,507.73	6,278,050.53	-1,625,377.21	-1,723,129.79	-3,348,507.00	22,217,421.53

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Consolidated notes

General

The semi-annual report of the DATAGROUP Group as at March 31, 2016 was prepared in accordance with the International Financial Reporting Standards (IFRS), as applicable in the European Union (EU). The financial statements are unaudited.

For details on the applied accounting policies we refer to the explanations in our Annual Report as at September 30, 2015. The methods have not been adjusted.

In addition to the parent company, DATAGROUP AG, 20 domestic subsidiaries (on September 30, 2015 21) have been included in the semi-annual report by means of full consolidation.

Transactions with affiliated and associated companies and/or persons

The management board members and managing directors of the individual DATAGROUP companies, their close family members, HHS Beteiligungsgesellschaft mbH (HHS) and its subsidiaries were identified as affiliated and associated companies and/or persons.

Transactions with affiliated and associated companies and persons mainly relate to clearing transactions, current account and loan relationships as well as service contracts. These transactions above were settled at fair market conditions.

Contact

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