

### To our shareholders



Tanja Tamara Dreilich, Executive Board

Dear shareholders, ladies and gentlemen,

In the second quarter we were able to continue the solid development from the first quarter. Overall, group revenues climbed by 5 percent in the first half year of 2013 to EUR 88.5 million. Earnings before interest, tax and depreciation (EBITDA) rose over-proportionally to revenues and amounted to EUR 20.4 million at the end of the half year, an increase of 12 percent compared to the prior year. This represents an operating margin of 23.0 percent. The positive development in earnings is reflected in net income for the year. The earnings per share rose to EUR 1.04 from EUR 0.86 in the prior year, which means a plus of 21 percent.

The strong market position of the Group in its core markets once again proved to be a strong basis. In particular the DACH region, but also the US markets, showed stable growth. Approximately 60 percent of revenues originate from international markets.

The revenues from maintenance contracts were the main contributors to growth. These increased in the first half year by 9.0 percent to  $\leqslant$  42.3 million (prior year: EUR 38.8 million). The share of revenues from maintenance contracts compared to total revenues has subsequently grown from 46.0 percent to 47.8 percent. The license revenues of EUR 41.3 million were slightly higher than the prior year amount of EUR 41.0 million; a share of overall revenues of 46.6 percent (prior year: 48.5 percent).

### **OUR BUSINESS SEGMENTS**

A major highlight in the second quarter was the launch of the software **ArchiCAD 17** by Graphisoft. The new version offers numerous new functions and significantly simplifies and accelerates working with the BIM model even at the highest degree of detail. Thus, ArchiCAD 17 enables an even better overall use of the building model from the first draft through to the last detail.

Maxon's cooperation with the leading global software group Adobe is developing successfully. In the first step of the new strategic cooperation two new types of Maxon technology, which have been offered since June 17, 2013, have been directly integrated into the new version Adobe After Effects CC. CINEWARE and CINEMA 4D Lite. These enable CINEMA 4D scenes to be opened, processed and rendered directly natively in After Effects CC. Users from the motion graphics and visual effects industry benefit from an optimized work flow, shortened render periods and more functionality for the creation of digital media content. Similarly, in June CINEMA 4D was presented with the Macworld Award for the best 3D and video software. In order to gain an even better insight into the diverse possibilities of 3D and visualization software from Maxon we have provided a QR code for you on the last page of our report.

Our **bim+** platform has also been improved constantly and was presented for the first time in the USA at the technology conference TechBrunch Disrupt in New York. The cloud based platform makes it possible to import and to save BIM models with common formats in the bim+ Cloud and enables access via end devices such as iPad or iPhone, too. Similarly, new bim+ Apps such as the Explorer or the 3D Viewer were presented.

The structural engineering solution **Nevaris**, presented at the end of last year, was awarded the red dot award. It impresses with its consistency and process orientation from the construction process through cost budgeting to controlling. The award has stood for belonging to the best in design and business for many years already.

### SHAREHOLDERS' MEETING IN MUNICH

We also have something positive to report about our ordinary shareholders' meeting on May 16, 2013 in Munich. All points on the agenda received almost unanimous agreement of the shareholders present, including the dividend proposal of EUR 1.15 per share. Based on the share's year-end closing price, the dividend yield was at 3.5 percent.

### **PROSPECTS**

For the rest of the year market experts have partially adjusted their growth rates downwards for the construction industry. The experts expect continued good development in the core markets addressed by Nemetschek. Against the background of the reasonable developments in the first half of 2013 and of a challenging but solid market environment, the Executive Board confirms the prospects published in the 2012 annual report, whereby revenue growth is expected rather at the lower end of the range of around 6 to 9 percent. Expectations for the EBITDA margin are at 22 to 24 percent of revenues.

Thank you for your loyalty!

Yours

Tanja Tamara Dreilich

### Nemetschek on the capital market

#### STOCK MARKETS IN CONSOLIDATION MODUS

After a strong upwards trend in the stock markets at the beginning of the year, since mid May there has been a moderate correction. In order to continue the upwards trend on the stock markets in the medium term the profit dynamics of the companies and global economic growth need to pick up. Until now the economic indicators have been rather mediocre. In the emerging countries the data for this year is below expectations, whereas the economic situation is improving in the USA. Experts are reckoning with rather moderate economic growth for the Euro region.

Below the line the leading index DAX ended the first half year with a slight gain of 2.3 percent, whereby the TecDAX, which includes the largest technology values, climbed by 12.3 percent.

In contrast, the Nemetschek share price increased significantly and closed the first half year at EUR 49.50 which represents a growth rate of 49.1 percent since the beginning of the year. Since July 2012 the Executive Board has considerably intensified the Investor Relations activities.

Nemetschek share develops better than the TecDAX





The Nemetschek share was able to clearly improve its position in the TecDAX ranking. It ended the half year 2013 in 26th position according to free float market capitalization and in 28th position according to trading volume. Thus, Nemetschek has the possibility to climb within the imminent Tec DAX index revision in September.

ANALYSTS' RECOMMENDATION ON NEMETSCHEK SHAP
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Institution	Vote	Price Target	Analysi
Baader Bank	Hold	50.00 €	Knut Woller
Berenberg Bank	Buy	57.00 €	Sebastian Grabert
BHF Bank	Overweight	46.80 €	Jens Jung
Close Brothers			
Seydler Research	Hold	48.00 €	Felix Parmantie
Goldman Sachs	Sell	31.50 €	Mohammed Moawalla
Montega Research	Hold	46.00 €	Alexander Drews
M.M. Warburg Research	Hold	50.00 €	Andreas Wol



### SHAREHOLDERS' MEETING APPROVED ALL POINTS ON THE AGENDA

On May 16, 2013 the Supervisory and Executive Board of the companies welcomed about 130 shareholders who met in the conference centre Hanns-Seidel-Stiftung (foundation) in Munich. The Supervisory and Executive Board informed the shareholders about the past financial year 2012 and of the prospects for the current financial year. Subsequently, the resolutions from the agenda were made. As part of this the shareholders of the company approved all agenda points almost unanimously.

### DIVIDEND PAYMENT OF EURO 1.15 PER SHARE

The dividend proposal to distribute in total almost EUR 11.1 million, or rather EUR 1.15 per no-par share, was also approved by 99.7 percent. Thus, the company maintains its dividend policy of paying out about 25 to 30 percent of the operative cash flow to its shareholders. With the operative cash flow Nemetschek has a benchmark that is closely oriented towards actual corporate success and enables the shareholders to participate accordingly in the development.

The following table gives an overview of the material key figures in the first half year.

in million €	June 30, 2013	June 30, 2012	Chang
Revenues	88.5	84.4	5 %
EBITDA	20.4	18.2	12 %
as % of revenue	23 %	22 %	
ЕВІТ	14.8	12.6	<b>17</b> %
as % of revenue	17 %	15 %	
Net income (group shares)	10.0	8.3	21 %
per share in €	1.04	0.86	
Cash flow from operating activities	19.1	16.9	13 %
Free Cash Flow	16.6	13.8	20 %
Net cash*	48.7	44.3	10 %
Equity-quote*	66 %	68 %	
Headcount as of balance sheet date	1,254	1,231	2%

<sup>\*</sup> Presentation of previous year as of December 31, 2012

### Interim Management Report

### Report on the earnings, financial, and asset situation

#### EBITDA MARGIN AT 23 PERCENT

In the first six months the Nemetschek Group increased revenues by 4.8 % to EUR 88.5 million (previous year: EUR 84.4 million). EBITDA amounted to EUR 20.4 million (previous year: EUR 18.2 million) which represents an operative margin of 23.0 % (previous year. 21.5 %). Net income for the year (Group shares) amounted to EUR 10.0 million (previous year: EUR 8.3 million). The Nemetschek Group generated an operating cash flow of EUR 19.1 million (previous year: EUR 16.9 million).

#### REVENUE FROM MAINTENANCE CONTRACTS IS INCREASING

Revenues from maintenance contracts climb by 9,0 percent

The Nemetschek Group increased revenue from maintenance contracts in the first half year by 9.0 % to EUR 42.3 million (previous year: EUR 38.8 million). The share of revenues from maintenance contracts compared to total revenues has grown from 46.0 % to 47.8 %. The license revenues of EUR 41.3 million were slightly up on those of the previous year of EUR 41.0 million. Thus, their share of total revenues amounts to 46.6 % (previous year: 48.5 %). Regionally the growth impulses came primarily from the core markets of the DACH region. The revenues within Germany increased by 8.0 % to EUR 35.3 million (previous year: EUR 32.7 million). In the foreign markets the Nemetschek Group generated revenues of EUR 53.2 million (previous year: EUR 51.7 million). The share of revenues from overseas amounted to 60.1 % of revenues compared with 61.3 % in the previous year.

#### PROFITABLE SEGMENTS

In the Design segment the Group generated revenue growth of 3.9 % to EUR 70.9 million (previous year: EUR 68.3 million). The EBITDA increased marginally to EUR 14.2 million (previous year: EUR 12.2 million). This is equivalent to an operating margin of 20.0 % after 17.9 % in the previous year. The Multimedia segment continued to develop positively: Revenues increased by 8.8 %from EUR 7.1 million to EUR 7.8 million with an above-average EBITDA margin of 41.9 % (previous year: 45.2 %).

In the Build segment the Group generated revenues of EUR 7.5 million (previous year: EUR 7.0 million), with an EBITDA margin of 34.0% (previous year: 35.4%). In the Manage segment revenues rose by 11.2% to EUR 2.2 million. It was possible to raise the EBITDA margin from 12.4% in the prior year to 18.2%.

### EARNINGS PER SHARE OF EUR 1.04

Operating margin amounts to 23,0 percent

In the first six months the Nemetschek Group achieved EBITDA of EUR 20.4 million (previous year: EUR 18.2 million). This represents an operating margin of 23.0 % (previous year: 21.5 %).

The operating expenses rose slightly by 2.3 % from EUR 74.0 million to EUR 75.7 million. The cost of materials increased by EUR 0.7 million to EUR 4.3 million. Personnel expenses were up by 1.7 % from EUR 37.8 million EUR 38.4 million. Other operating expenses of EUR 27.4 million are almost at the prior year level.

The net income for the year (Group shares) amounted to EUR 10.0 million and thus exceeded the prior year amount of EUR 8.3 million. The tax rate of the Group amounted to 28 % (previous year: 26 %). The earnings per share were thus EUR 1.04 (previous year: EUR 0.86).

#### OPERATING CASH FLOW AMOUNTS TO EUR 19 MILLION

The Nemetschek Group generated an operating cash flow of EUR 19.1 million (previous year: EUR 16.9 million). The increase is primarily due to the result before taxes (EUR 2.7 million higher) as well as the resulting climb in cash flow for the period of EUR 2.0 million. The cash flow from investing activities of EUR – 2.5 million was below the prior year level (EUR – 3.0 million). The cash flow from financing activities of EUR – 12.1 million (previous year: EUR – 16.8 million) primarily includes the dividend distribution amounting to EUR 11.1 million as well as the net interest payments for the interest rate hedging transaction. In the prior year this included the last installment of the bank loan amounting to EUR 4.7 million.

#### LIQUID FUNDS AT EUR 49 MILLION

After dividend payments amounting to EUR 11.1 million in total liquid funds amounted to EUR 48.7 million (December 31, 2012: EUR 44.3 million).

Mainly due to this rise in liquidity the current assets increased to EUR 81.9 million (December 31, 2012: EUR 74.4 million). The non-current assets reduced, as a result of scheduled amortization on assets from the purchase price allocation, to EUR 87.6 million (December 31, 2012: EUR 90.6 million).

#### THE EQUITY RATIO AMOUNTS TO 66 PERCENT

# Equity ratio at 65,7 percent

The deferred revenues increased by EUR 7.3 million to EUR 28.9 million in line with maintenance fees already invoiced. The balance sheet total amounted to EUR 169.6 million as of June 30, 2013 (December 31, 2012: EUR 165.0 million). Equity amounted to EUR 111.4 million (December 31, 2012: EUR 112.0 million), thus the equity ratio amounted to 65.7 % after 67.9 % as of December 31, 2012.

### EVENTS AFTER THE END OF THE INTERIM REPORTING PERIOD

There were no significant events after the end of the interim reporting period.

### **EMPLOYEES**

At the reporting date June 30, 2013, the Nemetschek Group employed 1,254 staff (June 30, 2012: 1,231). The increase is due to the planned recruitment in several Group companies.

### REPORT ON SIGNIFICANT TRANSACTIONS WITH RELATED PARTIES

There are no significant changes compared to the information provided in the consolidated financial statements as of December 31, 2012.

### OPPORTUNITY AND RISK REPORT

Please see the opportunities and risks described in the group management report for the year ended December 31, 2012 for details on significant opportunities and risks for the prospective development of the Nemetschek Group. In the interim period there have been no material changes.

#### REPORT ON FORECASTS AND OTHER STATEMENTS ON PROSPECTIVE DEVELOPMENT

Forecast confirmed for the financial year 2013

The development in the first six months confirms the expectations for the fiscal year 2013. Although economic uncertainties continue to remain, the Nemetschek Group confirms the prospects published in the 2012 annual report, whereby revenue growth is expected rather at the lower end of the range of around 6% - 9%. Based on the background of good cost discipline in the Nemetschek Group, the Executive Board expects to be able to achieve an EBITDA margin of 22% - 24% of revenues in 2013.

### Notes to the Interim Financial Statements based on IFRS

The half-year financial statements of the Nemetschek Group have been prepared in accordance with the International Financial Reporting Standards (IFRS), as required to be applied in the European Union, and the interpretations of the International Financial Reporting Interpretations Committee (IFRIC), as well as of the Standing Interpretations Committee (SIC). The attached half-year financial statements have been prepared in accordance with the provisions of IAS 34 and the requirements of § 37 w WpHG (Wertpapierhandelsgesetz: German Securities Trading Act). The interim financial statements as of June 30, 2013 have not been audited and have not undergone an audit review. Except for IAS 19 (Employee benefits) to be applied for the first time from January 1, 2013, the same accounting policies and calculation methods are applied to the interim financial statements as to the consolidated financial statements dated December 31, 2012. Significant changes to the consolidated statement of financial position, the consolidated statement of comprehensive income and the consolidated cash flow statements are detailed in the report on the earnings, financial and asset situation.

The group of companies consolidated is the same as at December 31, 2012 except for the following changes:

On September 21, 2012 the formation of Nemetschek Engineering PTE LDT, Singapore was completed on filing it in the commercial register. Furthermore, on 16 February 2012 Nemetschek Vectorworks Training LLC, Columbia, Maryland, USA was founded and filed in the trade register. As the result of the taking up of the operative business in the 1st quarter 2013, the companies were included for the first time in the consolidated financial statements of Nemetschek AG as at March 31, 2013. On April 1, 2013 Graphisoft purchased the Mexican dealer Anzix S.A. de C.V. which was included for the first time in the consolidated financial statements of Nemetschek AG as at the half year financial statements 2013. There were no material effects on the consolidated financial statements.

### Declaration of the legal representatives

"We hereby confirm that to the best of our knowledge, the interim consolidated financial statements give a true and fair view of the net assets, financial position and results of operations of the Group and the interim Group management report gives a true and fair view of the business performance, including the results of operations and the situation of the Group, and describes the main opportunities and risks and anticipated development of the Group in the remaining fiscal year, in accordance with the applicable framework for interim financial reporting."

Munich, July 2013

Tanja Tamara Dreilich

# Consolidated Statement of Comprehensive Income

for the period from January 1 to June 30, 2013 and 2012

STATEMENT OF COMI REHENSIVE INCOME	STATEMENT	OF	COMPREHENSIVE INCOME
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TEMENT OF COMPREHENSIVE INCOME				
Thousands of €	2nd Quarter 2013	2nd Quarter 2012	6 month 2013	6 month 2012
Revenues	44,758	42,810	88,459	84,403
Own work capitalized	436	381	831	773
Other operating income	235	665	1,151	1,417
Operating Income	45,429	43,856	90,441	86,593
Cost of materials/cost of purchased services	-2,193	- 1,925	-4,270	-3,617
Personnel expenses	-19,221	-19,317	-38,421	- 37,793
Depreciation of property, plant and equipment and amortization of intangible assets	-2,838	-3,056	-5,624	- 5,569
thereof amortization of intangible assets due to purchase price allocation	-1,763	- 1,763	-3,525	-3,525
Other operating expenses	-14,398	-13,836	- 27,375	- 27,030
Operating expenses	-38,650	-38,134	-75,690	-74,009
Operating results (EBIT)	6,779	5,722	14,751	12,584
Interest income	412	157	850	294
Interest expenses	- 385	-396	-766	
Income from associates	- 14		- 59	- 82
Earnings before taxes	6,792	5,403	14,776	12,032
Income taxes	-1,968	-1,168	-4,205	- 3,113
Net income for the year	4,824	4,235	10,571	8,919
Other comprehensive income:				
Difference from currency translation	267	990	43	1,477
Subtotal of items of other comprehensive income that will be reclassified to income in future periods:	267	990	43	1,477
Actuarial gains / losses from pensions and related obligations	1	-200*	53	
Tax effect	0	55*	- 14	21
Subtotal of items of other comprehensive income that will not be reclassified to income in future periods:	1	-145	39	-56
Subtotal other comprehensive income	268	845	82	1,421
Total comprehensive income for the year	5,092	5,080	10,653	10,340
Net income for the year attributable to:				
Equity holders of the parent	4,712	3,926	10,013	8,264
Minority interests	112	309	558	655
Net income for the year	4,824	4,235	10,571	8,919
Total comprehensive income for the year attributable to:				
Equity holders of the parent	4,992	4,783	10,085	9,679
Minority interests	100	297*	568	661
Total comprehensive income for the year	5,092	5,080	10,653	10,340
Earnings per share (undiluted) in euros	0.49	0.41	1.04	0.86
Earnings per share (diluted) in euros	0.49	0.41	1.04	0.86
Average number of shares outstanding (undiluted)	9,625,000	9,625,000	9,625,000	9,625,000

<sup>\*</sup> Adjusted due to effects of adoption of IAS 19R

### Consolidated Statement of Financial Position

as of June 30, 2013 and December 31, 2012

ASSETS Thousands of €	June 30, 2013	December 31, 201
Current assets		
Cash and cash equivalents	48,657	44,28
Trade receivables, net	22,754	21,38
Inventories	738	73
Tax refunded claims for income taxes	2,432	1,99
Current financial assets	34	4
Other current assets	7,323	5,91
Current assets, total	81,938	74,37
Non-current assets		
Property, plant and equipment	4,931	5,01
Intangible assets	28,022	31,39
Goodwill	52,896	52,64
Associates/investments	17	7
Deferred tax assets	947	62
Non-current financial assets	86	8
Other non-current assets	745	79
Non-current assets, total	87,644	90,63
Total assets	169,582	165,00

EQUITY AND LIABILITIES Thousands of €	June 30, 2013	December 31, 2012
Current liabilities		
Trade payables	4,495	4,931
Provisions and accrued liabilities	12,400	14,051
Deferred revenue	28,903	21,617
Income tax liabilities	1,478	1,156
Other current liabilities	5,434	5,151
Current liabilities, total	52,710	46,906
Non-current liabilities		
Deferred tax liabilities	1,684	1,685
Pensions and related obligations	897	901
Non-current financial obligations	1,876	2,672
Other non-current liabilities	1,040	841
Non-current liabilities, total	5,497	6,099
Equity		
Subscribed capital	9,625	9,625
Capital reserve	41,360	41,360
Revenue reserve	52	52
Other comprehensive income	-3,829	-3,901
Retained earnings	62,624	63,554
Equity (Group shares)	109,832	110,690
Minority interests	1,543	1,308
Equity, total	111,375	111,998
Total equity and liabilities	169,582	165,003

 $<sup>^{\</sup>star}$  Adjusted due to effects of adoption of IAS 19R

### Consolidated Cash Flow Statement

for the period from January 1 to June 30, 2013 and 2012  $\,$ 

Thousands of €	2013	2012
Profit (before tax)	14,776	12,032
Depreciation and amortization of fixed assets	5,624	5,569
Change in pension provision	49	130
Other non-cash transactions	- 980	- 322
Income from associates	59	82
Losses from disposals of fixed assets	15	17
Cash flow for the period	19,543	17,508
Interest income	- 850	- 294
Interest expenses	766	764
Change in other provisions and accrued liabilities	-1,651	-2,902
Change in trade receivables	-1,182	1,810
Change in other assets	- 473	- 447
Change in trade payables	-436	<b>- 79</b> !
Change in other liabilities	6,808	4,823
Interest received	53	8
Income taxes received	811	482
Income taxes paid	-4,331	-4,174
Cash flow from operating activities	19,058	16,856
Capital expenditure	-2,473	-2,54
Cash paid for granted loans	0	- 500
Cash received from disposal of minority shares	6	(
Cash received from the disposal of fixed assets	37	(
Cash paid for acquisition of a subsidiary, net of cash acquired	- 47	(
Cash flow from investing activities	-2,477	-3,032
Dividend payments	-11,069	- 11,069
Minority interests paid	- 213	- 312
Repayments of borrowings	0	-4,700
Interest paid	-769	- 71 °
Cash flow from financing activities	-12,051	-16,792
Changes in cash and cash equivalents	4,530	-2,968
Effect of exchange rate differences on cash and cash equivalents	-156	31
Cash and cash equivalents at the beginning of the period	44,283	33,50°
Cash and cash equivalents at the end of the period	48,657	30,850

 $<sup>\</sup>ensuremath{^{\star}}$  For reasons of comparability the prior year figures were reclassified

# Consolidated Segment Reporting

for the period from January 1 to June 30, 2013 and 2012  $\,$ 

MENT REPORTING						
2013 Thousands of €	Total	Elimination	Design	Build	Manage	Multimedi
Revenue, external	88,459		70,945	7,534	2,224	7,75
Intersegment revenue	0	-340	3	1	4	33
Total revenue	88,459		70,948	7,535	2,228	8,08
EBITDA	20,375		14,157	2,565	405	3,24
Depreciation/Amortization	-5,624		-5,154	-336	- 18	- 11
Segment Operating result (EBIT)	14,751		9,003	2,229	387	3,13

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2012 Thousands of €	Total	Elimination	Design	Build	Manage	Multimedia
Revenue, external	84,403		68,291	6,985	2,000	7,127
Intersegment revenue	0	-314	1	25	4	284
Total revenue	84,403		68,292	7,010	2,004	7,411
EBITDA	18,153		12,212	2,474	248	3,219
Depreciation/Amortization	-5,569		-5,269	-112	- 29	- 159
Segment Operating result (EBIT)	12,584		6,943	2,362	219	3,060

# Consolidated Statement of Changes in Equity

for the period from January 1 to June 30, 2013 and 2012  $\,$ 

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STATEMENT	OF CHANGES	IN EQUILY

				Other com-				
	Subscribed	Capital	Revenue	prehensive	Retained		Minority	
Thousands of €	capital	reserve	reserve	income*	earnings	Total	interests*	Total equity
As of January 1, 2012	9,625	41,360	52	-4,582	55,909	102,364	1,349	103,713
Difference from currency translation				1,454		1,454	23	1,477
Actuarial gains / losses from pensions and related obligations				- 39		-39	<b>–</b> 17	- 56
Net income for the year					8,264	8,264	655	8,919
Total comprehensive income for the year	0	0	0	1,415	8,264	9,679	661	10,340
Share purchase from minorities						0	- 11	- 11
Dividend payments minorities					- 256	- 256	- 56	- 312
Dividend payment					-11,069	-11,069		-11,069
As of June 30, 2012	9,625	41,360	52	-3,167	52,848	100,718	1,943	102,661
As of January 1, 2013	9,625	41,360	52	-3,901	63,554	110,690	1,308	111,998
Difference from currency translation				45		45	- 2	43
Actuarial gains / losses from pensions and						27		20
related obligations				27		27	12	39
Net income for the year					10,013	10,013	558	10,571
Total comprehensive income for the year	0	0	0	72	10,013	10,085	568	10,653
Share purchase from minorities					141	141	- 135	6
Dividend payments minorities						- 15	_ 198	- 213
Dividend payment					_11,069	- 11,069		-11,069
As of June 30, 2013	9,625	41,360	52	-3,829	62,624	109,832	1,543	111,375

<sup>\*</sup> Adjusted due to effects of adoption of IAS 19R



Here you can gain an even better insight into the diverse possibilities of 3D and visualization software from Maxon. Get inspired!

# **Financial Calendar 2013**

# July 31, 2013 Publication First-Half Report 2013 October 31, 2013 Publication Quarterly Statement 3/2013 November 11- 13, 2013 German Equity Forum, Frankfurt / Main

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