



INTERIM STATEMENT
MARCH 31, 2019

MBB SE, Berlin

MBB in figures

| Three months (unaudited) | 2019 adjusted* IFRS | 2018 adjusted* IFRS | Δ 2019 / 2018 |
|---|---------------------------|---------------------------|------------------|
| Earnings figures | €k | €k | % |
| Revenue | 128,466 | 117,839 | 9.0 |
| Operating performance | 127,267 | 119,812 | 6.2 |
| Total performance | 129,609 | 121,603 | 6.6 |
| Cost of materials | -76,702 | -74,762 | 2.6 |
| Staff costs | -31,884 | -27,535 | 15.8 |
| EBITDA | 13,289 | 12,880 | 3.2 |
| <i>EBITDA margin</i> | <i>10.4%</i> | <i>10.8%</i> | |
| EBIT | 9,309 | 9,863 | -5.6 |
| <i>EBIT margin</i> | <i>7.3%</i> | <i>8.2%</i> | |
| EBT | 8,924 | 9,453 | -5.6 |
| <i>EBT margin</i> | <i>7.0%</i> | <i>7.9%</i> | |
| Consolidated net profit after non-controlling interests | 2,876 | 3,492 | -17.6 |
| eps after adjustments in € | 0.45 | 0.53 | -15.1 |
| Unadjusted consolidated net profit after non-controlling interests | 2,771 | 3,353 | -17.4 |
| eps before adjustments in € | 0.43 | 0.51 | -15.7 |
| Number of shares in circulation | 6,458 | 6,587 | -2.0 |
| Figures from the statement of financial position | 31 Mar €k | 31 Dec €k | % |
| Non-current assets | 247,509 | 217,487 | 13.8 |
| Current assets | 492,931 | 508,170 | -3.0 |
| thereof cash and equivalents** | 365,322 | 376,204 | -2.9 |
| Issued capital (share capital) | 5,941 | 6,587 | -9.8 |
| Other equity | 443,255 | 492,705 | -10.0 |
| Total equity | 449,196 | 499,292 | -10.0 |
| <i>Equity ratio</i> | <i>60.7%</i> | <i>68.8%</i> | |
| Non-current liabilities | 89,583 | 78,132 | 14.7 |
| Current liabilities | 201,661 | 148,233 | 36.0 |
| Total assets | 740,440 | 725,657 | 2.0 |
| Net debt (-) or net cash (+)** | 297,500 | 312,325 | -4.7 |
| Employees | 2,241 | 2,184 | 2.6 |

* Adjustments essentially relate to the write-down on assets capitalised in the context of PPAs.

** This figure includes physical gold reserves and securities.

Business development, result of operations, financial position and net assets

Business development

In the first three months of 2019, MBB achieved revenue growth of 9.0% year-on-year to €128.5 million and growth in adjusted EBITDA of 3.2% to €13.3 million. All Group companies and their 2,241 employees contributed towards this encouraging growth. The EBITDA margin was roughly stable at 10.4% as against the previous year's level of 10.8%.

All segments increased their revenues in the first quarter of 2019. DTS and Delignit grew particularly strongly, but also Aumann was able to significantly increase its revenues, especially in its E-mobility segment. While DTS benefited from the increasing attention paid to IT security in the German SME sector, Delignit increased its sales through new series orders.

DTS successfully completed the acquisition of 66% of the shares in ISL Internet Sicherheitslösungen GmbH in February 2019. This important strategic step will further sharpen the company's profile as a provider of IT security solutions. ISL is a leading German software developer for network access control, a core area of IT security. Well-known companies from industry and commerce as well as banks, authorities and research institutions rely on the software developed by ISL to protect their IT infrastructure against the unnoticed intrusion of unauthorized devices as well as against internal attacks. ISL will further accelerate DTS's revenue and earnings growth in the coming quarters.

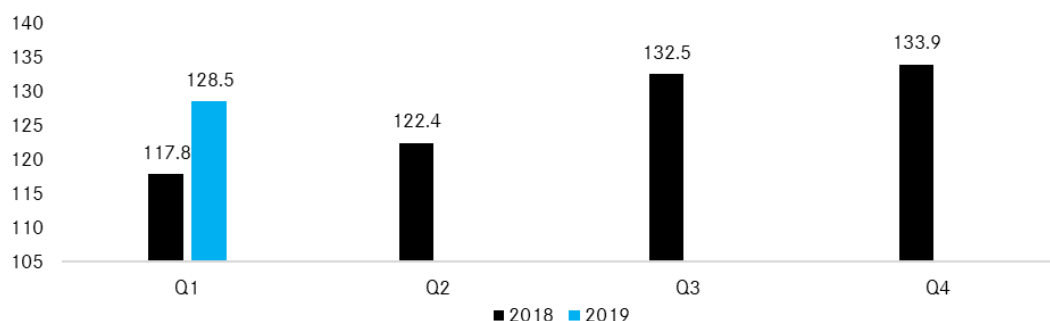
At the end of the first quarter, net cash of the MBB group was at €297.5 million, of which the holding MBB SE held €257.5 million. Thanks to its excellent capital resources, MBB is optimally positioned for further acquisitions. In addition to acquisitions for subsidiaries, MBB is planning to build new business areas through acquisitions. Impeccable references from previous transactions and a long-term investment approach are very compelling arguments for potential sellers. As a result, MBB is increasingly becoming a preferred partner for succession solutions.

On 13 March 2019, the Board of MBB SE resolved to exercise the authorisation granted by the Annual General Meeting on 28 June 2018 to purchase treasury shares and to purchase up to 646,775 treasury shares over-the-counter in the period from 18 March 2019 up to and including 2 April 2019 by way of a voluntary public buyback offer to all shareholders. From MBB's perspective, the public buyback offer represents a contractual obligation, which is the reason why a liability of €62.0 million was classified as a liability as at 31 March 2019.

MBB announced on 5 April 2019 that a total of 646,024 shares, representing 9.79% of the share capital of the company, were bought back at a price of €96.00 per share. The offer was wound up on 9 April 2019. After it was wound up, all treasury shares held by the company, 659,249 in total, were retired in the context of a capital reduction. Following the retirement of the shares and the implementation of the capital reduction, the share capital of MBB SE amounts to €5,940,751 and is divided into 5,940,751 bearer shares, each representing a notional amount of the share capital of €1.00. The Group's liquidity decreased by €62.0 million after the quarterly reporting date as a result of the settlement of the public buyback offer.

Results of operations, financial position and net assets

The results of operations, financial position and net assets are still on track. At €128.5 million, the consolidated revenue of the MBB Group is up 9.0% year-on-year after the first three months of the 2019 financial year (previous year: €117.8 million).

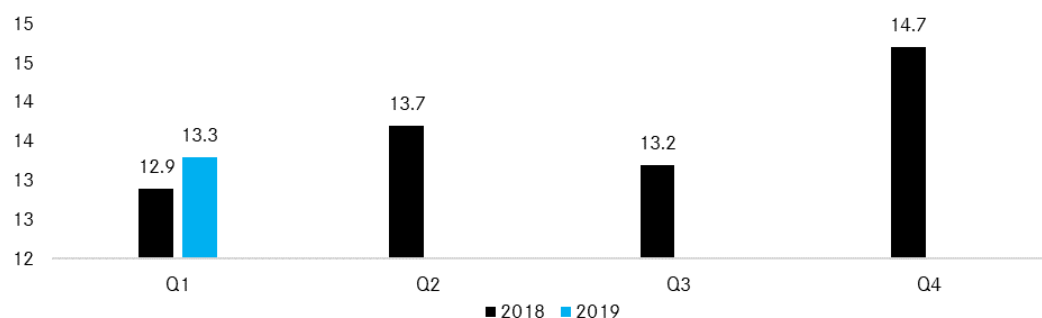
Revenue by quarters
in millions of €

Other operating income of €2.3 million (previous year: €1.8 million) includes income from capitalised development costs of €0.7 million, income from sales of securities and other income from securities of €0.6 million, income from the reversal of provisions of €0.4 million and other income of €0.6 million. Own work capitalised relates to development costs recognised at Aumann AG.

The ratio of the cost of materials to the total operating performance of €127.3 million (previous year: €119.8 million) fell from 62.4% in the previous year to 60.3% in the first three months, while the staff costs ratio rose from 23.0% to 25.1%.

A settlement has now been reached on a dispute concerning a receivable from a former member of Executive Management that was still pending as at the end of the 2018 financial year. This resulted in a one-time increase in expenses and the recognition of a provision €0.4 million in the first quarter.

EBITDA climbed by 3.2% to €13.3 million (previous year: €12.9 million) with a margin of 10.4%. After depreciation and amortisation of €4.0 million, adjusted EBIT amounted to €9.3 million (previous year: €9.9 million). These figures have been adjusted for depreciation and amortisation on assets of €0.3 million capitalised in connection with the purchase price allocation for USK and the preliminary purchase price allocation for ISL.

EBITDA by quarters
in millions of €

Taking into account net finance costs of €-0.4 million, adjusted EBT amounted to €8.9 million (previous year: €9.5 million). Adjusted consolidated net profit after non-controlling interests was €2.9 million (previous year: €3.5 million) or €0.45 per share in the first three months. Without adjustment, consolidated net profit after non-controlling interests amounted to €2.8 million or €0.43 per share. When calculating the average number of shares outstanding during the period, MBB takes into account the reduced number of shares outstanding as a result of the public buyback offer at the time of the resolution of the public buyback offer.

Equity amounted to €449.2 million as at 31 March 2019 (31 December 2018: €499.3 million). The decrease of €50.1 million results from the recognition of a liability from the public buyback offer and a put option from the acquisition of ISL. This was offset by positive net income and other comprehensive income.

As at 31 March 2019, the MBB Group had financial liabilities of €67.8 million (31 December 2018: €63.9 million) and cash funds including securities and physical gold reserves of €365.3 million (31 December 2018: €376.2 million). The MBB Group's net cash from the above liabilities and cash items therefore amounts to €297.5 million as against €312.3 million on 31 December 2018. The rise in financial liabilities is essentially on account of the adoption of IFRS 16. Further information on this will be published in the 2019 half-year financial report.

The change in cash and cash equivalents amounts to €-21.4 million in the reporting period. Payments essentially resulted from the acquisition of ISL (€6.4 million), the repayment of financial liabilities (€5.8 million) and investments in non-current assets (€3.3 million).

Outlook

For the fiscal year 2019, management continues to forecast revenues of more than €550 million and EBITDA of more than €58 million.

Berlin, 15 May 2019

The Executive Management of MBB SE

Consolidated statement of comprehensive income

| IFRS consolidated statement of profit or loss (unaudited) | 1 Jan - 31 Mar 2019 €k | 1 Jan - 31 Mar 2018 €k |
|---|------------------------------|------------------------------|
| Revenue | 128,466 | 117,839 |
| Increase (+) / decrease (-) in finished goods and work in progress | -1,199 | 1,973 |
| Operating performance | 127,267 | 119,812 |
| Other operating income | 2,342 | 1,791 |
| Total performance | 129,609 | 121,603 |
| Cost of raw materials and supplies | -60,232 | -57,751 |
| Cost of purchased services | -16,470 | -17,011 |
| Cost of materials | -76,702 | -74,762 |
| Wages and salaries | -25,579 | -22,019 |
| Social security and pension costs | -6,305 | -5,516 |
| Staff costs | -31,884 | -27,535 |
| Other operating expenses | -7,734 | -6,426 |
| Earnings before interest, taxes, depreciation, and amortisation (EBITDA) | 13,289 | 12,880 |
| Amortisation and depreciation expense | -4,267 | -3,540 |
| Earnings before interest and taxes (EBIT) | 9,022 | 9,340 |
| Other interest and similar income | 177 | 74 |
| Interest and similar expenses | -562 | -484 |
| Net finance costs | -385 | -410 |
| Earnings before taxes (EBT) | 8,637 | 8,930 |
| Income tax expense | -2,610 | -2,306 |
| Other taxes | -107 | -107 |
| Profit or loss for the period | 5,920 | 6,517 |
| Non-controlling interests | -3,149 | -3,164 |
| Consolidated net profit | 2,771 | 3,353 |
| Earnings per share (in €) | 0.43 | 0.51 |

| IFRS consolidated statement of comprehensive income (unaudited) | 1 Jan - 31 Mar 2019 €k | 1 Jan - 31 Mar 2018 €k |
|--|------------------------------|------------------------------|
| Consolidated net profit before adjustments | 2,771 | 3,353 |
| Non-controlling interests | 3,150 | 3,164 |
| Profit or loss for the period | 5,921 | 6,517 |
| Items that may be subsequently reclassified to profit and loss | | |
| Fair value changes bonds and gold | 414 | -1 |
| Currency translation differences | 98 | -93 |
| Items that not be subsequently reclassified to profit and loss | | |
| Fair value changes shares | 8,709 | -1,505 |
| Other comprehensive income after taxes | 9,221 | -1,599 |
| Comprehensive income for the reporting period | 15,142 | 4,918 |
| thereof attributable to: | | |
| - Shareholders of the parent company | 11,332 | 1,760 |
| - Non-controlling interests | 3,810 | 3,158 |

Consolidated statement of financial position

| Statement of financial position Assets (IFRS) | 31 Mar 2019 unaudited €k | 31 Dec 2018 audited €k |
|---|--------------------------------|------------------------------|
| Non-current assets | | |
| Concessions, industrial property rights and similar rights | 18,568 | 10,526 |
| Goodwill | 44,449 | 40,300 |
| Advance payments and assets under development | 552 | 549 |
| Intangible assets | 63,569 | 51,375 |
| Land and buildings including buildings on third-party land | 59,022 | 55,508 |
| Technical equipment and machinery | 28,637 | 26,307 |
| Other equipment, operating and office equipment | 12,988 | 11,317 |
| Advance payments and assets under development | 4,015 | 5,351 |
| Property, plant and equipment | 104,662 | 98,483 |
| Investment securities | 70,684 | 59,459 |
| Other loans | 1,198 | 1,198 |
| Financial assets | 71,882 | 60,657 |
| Deferred tax assets | 7,396 | 6,972 |
| | 247,509 | 217,487 |
| Current assets | | |
| Raw materials and supplies | 14,833 | 12,404 |
| Work in progress | 6,721 | 6,269 |
| Finished goods | 11,751 | 13,154 |
| Advance payments | 6,018 | 4,715 |
| Inventories | 39,323 | 36,542 |
| Trade receivables | 42,866 | 39,551 |
| Contract assets | 104,295 | 99,622 |
| Other current assets | 11,621 | 15,710 |
| Trade receivables and other current assets | 158,782 | 154,883 |
| Gold and commodities | 2,958 | 2,879 |
| Securities | 5,759 | 6,350 |
| Available-for-sale financial assets | 8,717 | 9,229 |
| Cash in hand | 22 | 16 |
| Bank balances | 286,087 | 307,500 |
| Cash in hand, bank balances | 286,109 | 307,516 |
| | 492,931 | 508,170 |
| Total assets | 740,440 | 725,657 |

| Statement of financial position Equity and liabilities (IFRS) | 31 Mar 2019 unaudited €k | 31 Dec 2018 audited €k |
|--|--------------------------------|------------------------------|
| Equity | | |
| Issued capital | 5,941 | 6,587 |
| Capital reserve | 233,350 | 294,722 |
| Legal reserve | 61 | 61 |
| Retained earnings | 78,838 | 72,400 |
| Non-controlling interests | 131,006 | 125,522 |
| | 449,196 | 499,292 |
| Non-current liabilities | | |
| Liabilities to banks | 35,832 | 36,554 |
| Other liabilities | 6,725 | 1,456 |
| Lease liabilities | 6,488 | 2,431 |
| Pension provisions | 23,445 | 23,511 |
| Other provisions | 5,979 | 6,400 |
| Deferred tax liabilities | 11,114 | 7,780 |
| | 89,583 | 78,132 |
| Current liabilities | | |
| Liabilities to banks | 20,802 | 22,197 |
| Contract liabilities | 18,235 | 21,186 |
| Trade payables | 47,982 | 52,565 |
| Other liabilities | 73,482 | 13,405 |
| Lease liabilities | 4,701 | 2,697 |
| Provisions with the nature of a liability | 21,179 | 18,987 |
| Tax provisions | 1,578 | 2,755 |
| Other provisions | 13,702 | 14,441 |
| | 201,661 | 148,233 |
| Total equity and liabilities | 740,440 | 725,657 |

Consolidated statement of cash flows

| Consolidated statement of cash flows (unaudited) | 1 Jan - 31 Mar 2019 €k | 1 Jan - 31 Mar 2018 €k |
|---|------------------------------|------------------------------|
| 1. Cash flow from operating activities | | |
| Earnings before interest and taxes (EBIT) before adjustments | 9,022 | 9,340 |
| Adjustments for non-cash transactions | | |
| Write-downs on non-current assets | 4,267 | 3,540 |
| Increase (+) / decrease (-) in provisions | -1,681 | -3 |
| Gains (+) / losses (-) from disposal of financial assets | -233 | 0 |
| Other non-cash expenses / income | 283 | -92 |
| | 2,636 | 3,445 |
| Change in working capital: | | |
| Increase (-) / decrease (+) in inventories, trade receivables and other assets | -6,127 | -43,345 |
| Decrease (-) / increase (+) in trade payables and other liabilities | -9,340 | 22,387 |
| | -15,467 | -20,958 |
| Income taxes paid | -2,894 | 955 |
| Interest received | 177 | 74 |
| | -2,717 | 1,029 |
| Cash flow from operating activities | -6,526 | -7,144 |
| 2. Cash flow from investing activities | | |
| Investments (-) / divestments (+) intangible assets | -984 | -437 |
| Investments (-) / divestments (+) property, plant and equipment | -2,335 | -6,366 |
| Investments (-) / divestments (+) of financial assets and securities | -1,469 | -7,140 |
| Acquisition of ISL | -6,938 | 0 |
| (less cash and cash equivalents received) | 570 | 0 |
| Cash flow from investing activities | -11,156 | -13,943 |
| 3. Cash flow from financing activities | | |
| Replacement Aumann Shares | 0 | 102,117 |
| Payments to non-controlling interests | -103 | -4 |
| Proceeds from borrowing financial loans | 2,648 | 856 |
| Repayments of financial loans | -4,768 | -1,488 |
| Finance lease payments | -1,031 | 913 |
| Interest payments | -553 | -439 |
| Cash flow from financing activities | -3,807 | 101,955 |
| Cash and cash equivalents at end of period | | |
| Change in cash and cash equivalents (Subtotal 1-3) | -21,489 | 80,868 |
| Effects of changes in foreign exchange rates (non-cash) | 82 | -20 |
| Cash and cash equivalents at start of reporting period | 307,516 | 233,816 |
| Cash and cash equivalents at end of period | 286,109 | 314,664 |
| Composition of cash and cash equivalents | | |
| Cash in hand | 22 | 13 |
| Bank balances | 286,087 | 314,651 |
| Reconciliation to liquidity reserve on 31 Mar | 2019 | 2018 |
| Cash and cash equivalents at end of period | 286,109 | 314,664 |
| Gold | 2,958 | 1,897 |
| Securities | 76,255 | 49,134 |
| Liquidity reserve on 31 Mar | 365,322 | 365,695 |

Segment reporting

| 1 Jan - 31 Mar 2019 (unaudited) | Technical Applications | Industrial Production | Trade & Services | Recon- ciliation | Group |
|------------------------------------|---------------------------|--------------------------|---------------------|---------------------|----------------|
| | €k | €k | €k | €k | €k |
| Revenue from third parties | 83,711 | 30,120 | 14,635 | 0 | 128,466 |
| Other segments | 1 | 28 | 86 | -115 | 0 |
| Total revenue | 83,712 | 30,148 | 14,721 | -115 | 128,466 |
| EBIT before adjustments | 7,687 | 1,044 | 1,006 | -715 | 9,022 |
| Amortisation and depreciation | 1,809 | 1,046 | 1,356 | 56 | 4,267 |
| Investments | 2,444 | 228 | 643 | 4 | |
| Segment assets | 265,354 | 64,321 | 33,590 | | |
| Segment liabilities | 108,245 | 18,246 | 21,560 | | |

| 1 Jan - 31 Mar 2018 (unaudited) | Technical Applications | Industrial Production | Trade & Services | Recon- ciliation | Group |
|------------------------------------|---------------------------|--------------------------|---------------------|---------------------|----------------|
| | €k | €k | €k | €k | €k |
| Revenue from third parties | 76,989 | 27,500 | 13,350 | 0 | 117,839 |
| Other segments | 1 | 27 | 135 | -163 | 0 |
| Total revenue | 76,990 | 27,527 | 13,485 | -163 | 117,839 |
| EBIT | 7,904 | 737 | 840 | -141 | 9,340 |
| Amortisation and depreciation | 1,728 | 1,191 | 610 | 11 | 3,540 |
| Investments | 1,880 | 2,874 | 2,048 | | |
| Segment assets | 278,997 | 67,669 | 13,911 | | |
| Segment liabilities | 145,229 | 19,941 | 6,520 | | |

Financial calendar

Annual General Meeting 2019

28 May 2019, 10:00 a.m.
in the premises of Ludwig Erhard Haus,
Fasanenstrasse 85, 10623 Berlin

Half-year Financial Report 2019

16 August 2019

Quarterly Report Q3/2019

15 November 2019

End of financial year

31 December 2019

Conferences

Hauck & Aufhäuser IB Stockpicker Summit

16-17 May 2019

Lang & Schwarz Small-/Midcap Konferenz

5 June 2019

Quirin Champions Conference

12 June 2019

Commerzbank Sector Conference

28 August 2019

Berenberg & Goldman Sachs German Corporate Conference

24 September 2019

Deutsches Eigenkapitalforum 2019

25-27 November 2019

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