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2016/17

HALF-YEAR REPORT as of 31 March 2017

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B·R·A·I·N

ABOUT BRAIN

BRAIN AG ranks among the technologically leading companies in Europe in the bioeconomy area, and operates in the area of industrial – so-called “white” – biotechnology with its key technologies. BRAIN identifies previously untapped high-performing enzymes, microbial producer organisms and natural materials derived from complex biological systems to transform them into industrially usable applications. Innovative solutions and products developed from this “Toolbox of Nature” are deployed successfully in the chemicals sector, as well as in the cosmetics and food manufacturing industries.

BRAIN’s business model stands on two pillars: “BioScience” and “BioIndustrial”. The BioScience pillar includes the company’s collaboration business with industrial partners, usually arranged on an exclusive basis. The second pillar, “BioIndustrial”, comprises the development and marketing of the company’s own products and product components through direct access to markets and licensing partnerships.

As part of its growth-oriented industrialisation strategy, B.R.A.I.N. Biotechnology Research and Information Network AG (BRAIN AG; ISIN DE0005203947 / WKN 520394) has been the first bioeconomy company to be listed in the Prime Standard of the Frankfurt Stock Exchange since February 2016.

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SIGNIFICANT EVENTS

01.10.2016 – 31.03.2017

First consumer goods manufacturer invests in DOLCE program to produce new biological sweeteners and sweetness enhancers

In October 2016, BRAIN AG, natural product specialist AnalytiCon Discovery GmbH and Roquette, a market leader for ingredients for special foodstuffs made from plant-based raw materials, announced that an important globally operating consumer goods manufacturer would join the DOLCE product development program for two significant application areas. The DOLCE program that was launched in August 2016 aims to develop natural sweeteners and reduce sugar and calories in food and beverages. BRAIN and AnalytiCon are focusing on identifying and developing natural sweeteners. Roquette is responsible for the requisite formulations and for production. Marketing is to be addressed with a consumer goods company as a third partner segment. The “breakfast cereals” and “snacks” product categories were integrated just a few weeks after program launch with the signing of the aforementioned agreement and consequent involvement by the first consumer goods manufacturer.

Negotiations with further consumer goods companies from various application areas are currently underway and have advanced to various stages.

BRAIN publishes its annual report for the 2015/16 financial year

Almost one year after its IPO, BRAIN AG published its first annual report as a listed company on 16 January 2017, in which it confirmed the preliminary results for the 2015/16 financial year elapsed that it had already published on 19 December 2016. The BRAIN Group reported a slight year-on-year increase in its total operating performance from € 25.7 million to € 26.1 million during the reporting year between 1 October 2015 and 30 September 2016. In Q4 2015/16 alone, such growth amounted to 18 percent compared with Q3 2015/16. Full-year revenues in both of the segments, “BioIndustrial” and “BioScience”, rose together by 8 percent to reach € 22.8 million.

Increase in the free float of the BRAIN share

On 8 February 2017, BRAIN AG was informed that, following the expiry of the one-year lock-up period, former shareholders MIG funds had sold their entire interest of 2,528,389 shares to more than 20 institutional investors. These shares were placed off-bourse as part of an accelerated bookbuilding process. This placing raised the free float of the BRAIN share from 22 % to 42 %.

BRAIN successfully completes its first Ordinary AGM

On 9 March 2017, BRAIN AG held its first Ordinary Annual General Meeting after its IPO. A total of 70.77 % of the share capital of BRAIN AG, which is divided into 16,414,348 shares, was represented at the AGM. The participating shareholders accepted all agenda items with large majorities.

The AGM followed the proposal of the Management and Supervisory boards in creating a new authorised capital, to maintain flexibility in corporate financing. The Management Board can now increase the share capital, with Supervisory Board consent, once or on several occasions until 8 March 2022 by a total of up to nominal € 8.2 million through issuing an equal number of new ordinary shares.

Four of the six Supervisory Board members were also newly elected at the AGM. Along with the re-election of Supervisory Board member Prof Dr Klaus-Peter Koller, Dr Anna Eichhorn, Dr Martin Jager and Dr Georg Kellinghusen were elected to the Supervisory Board.

The term of office of Dr Georg Kellinghusen as a Management Board member and as the Chief Financial Officer of BRAIN AG ended with the conclusion of the AGM of BRAIN AG on 9 March 2017, as planned. Since then, the new CFO has been Frank Goebel, who joined the BRAIN Group in February 2015 and was appointed to its Management Board in November 2016. Dr Jürgen Eck (CEO) and Frank Goebel (CFO) now form the two-member Management Board of BRAIN AG.

Expanded patent protection for Aurase® enzyme to treat chronic wounds

BRAIN AG announced on 21 March 2017 that it had received far-reaching patent protection for a newly developed enzyme with the product name Aurase®. For a total of 20 countries in Europe, Asia, North America, Oceania and Africa, this has established the preconditions for the later marketing of Aurase® based applications to treat skin and scars, as well as for the fast-growing market to treat chronic wounds. The Aurase® development forms part of the portfolio of the BRAIN BioIndustrial operating segment.

INTERIM GROUP MANAGEMENT REPORT

01.10.2016 – 31.03.2017

GROUP BASIS AND CONDITIONS

The remarks made in the 2015/16 consolidated financial statements about the Group's basis and conditions continue to be applicable.

1. Results of operations

During the first six months of the 2016/17 financial year, the BRAIN Group generated € 13.3 million of total operating performance (revenue, research and development grant revenue, changes in inventories, and other income), compared with € 13.0 million in the previous year's reporting period. Consolidated revenue increased by approximately 9 % to € 12.1 million in this context, compared with € 11.2 million in the previous year's period, mainly reflecting the sales dynamic during the second quarter (up 18 % year-on-year).

The "BioScience" segment increased its total operating performance by 8 % to € 6.9 million in the reporting period, compared with the previous year's period. The rise reflects a growing cooperation business with globally operating industrial partners, especially from the specialty chemicals and food manufacturing industries, as well as the reaching of development milestones. Revenue grew from € 4.9 million in the previous year to € 5.5 million in the reporting period under review, equivalent to 10 % sales revenue growth. A considerable increase in segment total operating performance from € 2.9 million to € 3.7 million was achieved in the second quarter, representing a 27 % improvement. The unadjusted operating result of € 5.7 million in the reporting period (prior-year period: € -5.1 million) mainly reflects € 2.3 million of expenses from a non-cash share-based compensation program for key individuals of BRAIN AG, and non-cash personnel expenses from share-based employee compensation programs for the subsidiary AnalytiCon Discovery GmbH (€ 0.5 million). After adjusting for these effects, the operating segment reports an adjusted result (adjusted EBIT) of € -3.0 million (previous-year period: € -3.1 million), which includes expenses for the research and development of new products and substances.

The "BioIndustrial" segment, which includes the development and commercialisation of the company's own products and active product components, achieved total operating performance of € 6.5 million during the first six months of the financial year, compared with € 6.6 million in the previous year's reporting period, and based on € 6.7 million of revenue, compared with € 6.2 million in the prior-year period (an increase of 7 %).

The segment's operating result (EBIT) improved from € -0.2 million in the previous year's period to € 0.2 million during the first half of the 2016/17 financial year (both adjusted and unadjusted), mainly due to improved gross profit contributions and the focus on the high-margin product business.

The unadjusted consolidating operating result (EBIT) of € –5.6 million in the reporting period (previous-year period: € –5.3 million) is chiefly affected by expenses from a non-cash share-based compensation program (see the notes to the financial statements). The adjusted consolidated operating result amounts to € –2.9 million as a consequence, compared with € –3.3 million in the previous year.

Unchanged from previous information BRAIN sticks to the goals of a sustainable growth and of reaching EBIT break-even during fiscal year 2017/18.

The net financial result stood at € –20 thousand, compared with € –413 thousand in the previous year's period. The reduction in borrowing costs from € –425 thousand to € –182 thousand arises mainly from scheduled repayment of financial liabilities.

The consolidated net result amounted to € –5.9 million during the first nine months, compared with € –6.2 million in the previous year's period. Non-controlling interests accounted for a € –21 thousand share of results, compared with € –63 thousand in the previous year.

Undiluted (basic) and diluted earnings per share during the first six months of the financial year amounted to € –0.36, compared with € –0.44 in the previous year's period.

2. Net assets

Non-current assets of € 15.3 million as of 31 March 2017 were almost unchanged compared with their level as of 30 September 2016 (€ 15.5 million). Current assets reduced from € 32.0 million to € 28.3 million. This decrease chiefly relates to liquid funds, including other current financial assets, and inventories, which were reduced as planned.

Equity decreased from € 26.9 million as of 30 September 2016 to € 23.2 million as of 31 March 2017. This reduction is mainly due to the net result for the period. The capital reserves increased in connection with a share-based compensation scheme, which is neutral in terms of its effect on cash and equity (see the notes to the financial statements).

Non-current liabilities rose from € 10.2 million to € 11.6 million, mainly reflecting a € 1.5 million reclassification from current to non-current financial liabilities. Inversely, this reclassification reduced current liabilities from € 10.4 million to € 8.8 million.

3. Financial position

The Group's gross cash flow improved to € –3.6 million, compared with the previous year's € –5.2 million. This improvement is chiefly attributable to the better result achieved in the period as well as a higher level of non-cash expenses. Cash flow from operating activities improved from € –4.6 million to € –2.3 million.

Investments and disposals of financial assets relate to current fixed term deposits arranged on a revolving basis to avoid negative interest, and held at banks that are connected to the deposit insurance scheme. Apart from these changes, cash flow from investing activities was almost unchanged.

A total of € 0.5 million was invested in property, plant and equipment (mainly laboratory equipment) during the reporting period.

Cash flow from financing activities, which was affected by the IPO and related cash inflows in the previous year, comprised solely the scheduled repayment of financial liabilities.

Liquid funds, including current financial assets, reduced from € 18.3 million as of 30 September 2016 to € 15.0 million, which is predominantly attributable to investments and cash outflows entailed in current operating activities.

4. Significant opportunities and risks

No significant changes occurred in relation to opportunities and risks compared with the 2015/16 annual report.

Risks pursuant to Section 91 (2) of the German Stock Corporation Act (AktG), which might comprise going concern risks for the BRAIN Group, are not identifiable at present.

5. Outlook

No significant changes are identifiable concerning the business outlook compared with the outlook report contained in the 2015/16 annual report.

CONSOLIDATED INCOME STATEMENT [UNAUDITED]

€ thousand	6M 2016/17	6M 2015/16	Q2 2016/17	Q2 2015/16
Revenue	12,120	11,160	6,041	5,112
Research and development grant revenue	1,112	1,242	597	676
Change in inventories of finished goods and work in progress	-448	23	-269	26
Other income	507	527	328	165
	13,291	12,952	6,697	5,980
Cost of materials				
Costs of raw materials and supplies, and purchased merchandise	-3,858	-3,975	-1,634	-1,712
Cost of purchased services	-1,140	-1,472	-629	-751
	-4,998	-5,447	-2,263	-2,463
Personnel expenses				
Wages and salaries	-5,930	-5,897	-2,579	-3,091
Share-based compensation	-2,261	0	-323	0
Social security and post-employment benefit costs	-1,107	-998	-538	-499
	-9,298	-6,895	-3,440	-3,590
Depreciation and amortisation	-756	-727	-381	-363
Other expenses	-3,873	-5,154	-1,817	-2,722
	-5,634	-5,271	-1,204	-3,159
Finance income	162	12	30	3
Finance costs	-182	-425	-91	-195
	-20	-413	-61	-192
Pretax loss for the reporting period	-5,654	-5,684	-1,265	-3,350
Income tax expense / income				
a) Current tax expense	-272	-65	-110	-19
b) Deferred tax expense / income	35	-376	73	-360
	-237	-441	-37	-379
Net loss for the reporting period	-5,891	-6,125	-1,303	-3,730
of which attributable to:				
Non-controlling interests	-21	-63	6	-38
Shareholders of BRAIN AG	-5,870	-6,062	-1,309	-3,692
Earnings per share, basic (undiluted)	-0.36	-0.44	-0.08	-0.25
Number of shares taken as basis	16,414,348	13,843,846	16,414,348	14,837,425
Earnings per share, diluted	-0.36	-0.44	-0.08	-0.25
Number of shares taken as basis	16,414,348	13,843,846	16,414,348	14,837,425

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME [UNAUDITED]

€ thousand	6M 2016/17	6M 2015/16	Q2 2016/17	Q2 2015/16
Net loss for the reporting period	-5,891	-6,125	-1,303	-3,730
of which attributable to:				
Non-controlling interests	-21	-63	6	-38
Shareholders of BRAIN AG	-5,870	-6,062	-1,309	-3,692
Other comprehensive income:				
Items that will not be reclassified subsequently to profit or loss				
Gain (loss) from revaluing obligations from post-employment employee benefits	0	-53	0	0
Deferred tax liabilities	0	15	0	0
Other comprehensive income (loss), net	0	-37	0	0
Consolidated total comprehensive income (loss)	-5,891	-6,162	-1,303	3,730
of which attributable to:				
Non-controlling interests	-21	-63	6	-38
Shareholders of BRAIN AG	-5,870	-6,099	-1,309	-3,692

CONSOLIDATED STATEMENT OF FINANCIAL POSITION (BALANCE SHEET) [UNAUDITED]

€ thousand	31.03.2017	30.09.2016
Non-current assets		
Intangible assets	7,479	7,747
Property, plant, and equipment	7,126	7,095
Equity-accounted investments	168	168
Deferred tax liabilities	357	342
Available-for-sale financial assets	0	0
Other non-current assets	145	159
	15,275	15,511
Current assets		
Inventories	6,651	7,130
Trade receivables	5,759	5,683
Other current assets	582	491
Current tax assets	1	36
Other financial assets	4,348	10,400
Cash and cash equivalents	10,953	8,261
	28,294	32,001
ASSETS	43,569	47,512
Equity		
Subscribed capital	16,414	16,414
Capital reserves	51,530	49,369
Retained earnings	-43,400	-38,129
Other reserves	-974	-974
	22,970	26,679
Non-controlling interests	225	246
Total equity	23,195	26,926
Non-current liabilities		
Deferred tax liabilities	1,239	1,259
Provisions for post-employment benefits for employees	1,445	1,445
Financial liabilities	7,433	6,241
Other liabilities	1,323	1,128
Deferred income	155	100
	11,595	10,173
Current liabilities		
Other provisions	356	868
Current tax liabilities	441	252
Financial liabilities	1,695	3,448
Prepayments received	647	211
Trade payables	2,441	2,862
Other liabilities	2,918	2,364
Deferred income	280	408
	8,778	10,413
EQUITY AND LIABILITIES	43,569	47,512

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY [UNAUDITED]

1 October 2015 to 31 March 2016	Interests of shareholders of BRAIN AG					Non-controlling interests	
€ thousand	Subscribed capital	Capital reserves	Retained earnings	Other reserves	Total		Total
Balance at 30 September 2015	12,726	16,883	-23,439	-719	5,451	304	5,755
Gain/loss from revaluing obligations from post-employment employee benefits, after tax				-37	-37		-37
Net loss for the reporting period			-6,062		-6,062	-63	-6,125
Total comprehensive income (loss) (1.10.2015 – 31.03.2016)			-6,062	-37	-6,099	-63	-6,162
Cash capital increase through issuing new shares	188				188		188
Contributions to free capital reserve as part of converting shareholder loans		1,811			1,811		1,811
Capital increase through issuing new shares:							
Increase in subscribed share capital	3,500				3,500		3,500
Share premium, less equity capital raising costs, after tax		26,734			26,734		26,734
Balance at 31 March 2016	16,414	45,428	-29,501	-756	31,585	241	31,826

1 October 2016 to 31 March 2017	Interests of shareholders of BRAIN AG					Non-controlling interests	
€ thousand	Subscribed capital	Capital reserves	Retained earnings	Other reserves	Total		Total
Balance at 30 September 2016	16,414	49,369	-38,129	-974	26,680	246	26,926
Net loss for the reporting period			-5,871		-5,871	-21	-5,892
Total comprehensive income (loss) (1.10.2016 – 31.03.2017)			-5,871		5,871	-21	-5,892
Transfers due to employee share scheme		2,161			2,161		2,161
Balance at 31 March 2017	16,414	51,530	-44,000	-974	22,970	225	23,195

CONSOLIDATED CASH FLOW STATEMENT [UNAUDITED]

€ thousand	6M 2016/17	6M 2015/16
Net profit (loss) for the period, after tax	-5,892	-6,125
Depreciation and amortisation	756	727
Deferred tax expense (income)	-35	375
Change in deferred income recognised in profit or loss	-432	-1,248
Income from the release of provisions and liabilities	-68	-44
Change in net pension provisions recognised in profit or loss	0	31
Other non-cash expenses (income)	2,119	1,041
Losses on disposals of intangible assets and property, plant and equipment	0	1
Gross cash flow	-3,551	-5,242
Change in pension provision	0	-65
Change in trade receivables	-99	-557
Change in inventories	479	112
Change in tax assets and liabilities	226	27
Change in other assets and financial assets	9	-154
Change in trade payables	-412	50
Change in prepayments received	399	-88
Change in provisions and other liabilities	311	13
Additions from deferred income	385	1,382
Cash flow from operating activities	-2,252	-4,523
Payments to acquire companies (less cash and cash equivalents acquired)	0	0
Payments to acquire intangible assets	-63	-131
Payments to acquire property, plant and equipment	-456	-289
Proceeds from disposal of property, plant and equipment	0	12
Investments in interests in affiliated companies	-2	0
Net proceeds from other non-current assets	13	0
Payments to acquire financial assets	-3,000	-15,000
Disposals of financial assets	9,000	
Cash flow from investing activities	5,492	-15,408
Proceeds from borrowings	0	2,035
Repayments of borrowings	-547	-7,237
Contributions to equity less related capital raising costs	0	30,440
Cash flow from financing activities	-547	25,238
Net change in cash and cash equivalents	2,692	5,309
Cash and cash equivalents at start of reporting period	8,261	3,180 *
Cash and cash equivalents at end of reporting period	10,953	8,489 *
Cash flows from operating activities include:		
Interest paid	128	318
Interest received	4	4
Income taxes paid	86	38
Income taxes received	15	7

* Previous year's figures adapted to the consolidated financial statements as of 30 September 2016.

SELECTED EXPLANATORY NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS [UNAUDITED]

The accounting policies on which the consolidated financial statements as of 30 September 2016 were based were also applied for the first six months of 2016/17.

The consolidated interim financial report was not audited according to §317 HGB or reviewed by a certified auditor.

Segment reporting

Compared with the consolidated financial statements as of 30 September 2016, no changes have occurred in relation to segment reporting. The following overview presents the segment results¹.

€ thousand	BioScience		BioIndustrial		Reconciliation		Group	
	6M 16/17	6M 15/16	6M 16/17	6M 15/16	6M 16/17	6M 15/16	6M 16/17	6M 15/16
Total revenue	5,462	4,950	6,669	6,229	-11	-19	12,120	11,160
Of which: Revenue generated with other segments	6	11	5	8	-11	-19	0	0
Of which: Revenue generated with external customers	5,456	4,939	6,663	6,221	0	0	12,120	11,160
R&D grant revenue ² [External customers]	1,112	1,213	0	29	0	0	1,112	1,242
Changes in inventories ³	-6	-25	-442	47	0	0	-448	22
Other income	301	248	244	326	-38	-47	507	527
Total operating performance	6,869	6,375	6,470	6,577	0	0	13,291	12,952
Operating result (EBIT)	-5,697	-5,098	172	-173	-110	0	-5,634	-5,271
Adjusted operating result (adjusted EBIT)⁴	-2,958	-3,081	172	-173	-110	0	-2,895	-3,253
Finance income							162	12
Finance costs							-182	-425
Result before taxes							-5,654	-5,684

¹ After partial elimination within the segment

² Research and development grant revenue

³ Changes in inventories of finished goods and work in progress

⁴ Adjusted for expenses from a share-based employee share scheme for the subsidiary AnalytiCon Discovery GmbH

⁵ Excluding the members of the parent company's Management Board and the subsidiaries' managing directors

Number of employees in the Group⁵

Average for the reporting period	6M 2016/17	FY 2015/16
Employees	228	221
of which scholarship/grant holders	7	7
of which temporary employees	15	10

Share-based payment and other long-term employee benefits

Share-based employee compensation at the BRAIN Group includes the share-based payment commitments transferred with the acquisition of the subsidiary AnalytiCon Discovery GmbH on the 20 December 2013 acquisition date, as well as such commitments that have meanwhile been granted additionally to employees and managers of the AnalytiCon Discovery GmbH subsidiary. It also includes payments from options granted reciprocally to purchase and sell shares in AnalytiCon Discovery GmbH between employees and managers of AnalytiCon Discovery GmbH, on the one hand, and BRAIN AG, on the other.

The "Post IPO Framework Agreement for key individuals at BRAIN AG" (pages 199 et seq. of the annual report), which was already recognised on the balance sheet and described in the annual financial statements as of 30 September 2016, was signed by all parties in the second quarter and came into force on the grant date as a consequence. The improvement in the share price compared with 30 September 2016 incurred a notional expense of € 2.3 million in the final valuation in the second quarter, € 1.8 million of which was already incurred during the first quarter. Only a minor amount is expensed during the remaining course of the financial year. Due to the grant date having been reached, there is also no need for the revaluation to reflect changes in the share price. This program has no effect on the equity or the cash position for BRAIN, as the previous shareholders set this program up to incentivise key management personnel.

Related party transactions

During the first six months of the 2016/17 financial year, no new transactions with related parties were concluded that were not already presented in the financial statements as of 30 September 2016, and that had a significant effect on the financial position and performance of the BRAIN Group.

Events after the end of the quarter

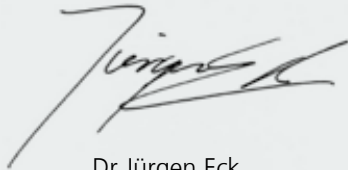
The Management Board is not aware of any events of particular significance, or with considerable effects on the financial position and performance, after the balance sheet date on 31 March 2017.

Responsibility statement

According to the best of our knowledge and in accordance with applicable principles for interim reporting, the interim consolidated financial statements convey a true and fair view of the Group's financial position and performance. The interim Group management report conveys a true and fair view of the development and course of business operations as well as of the Group's position, and appropriately presents the significant opportunities and risks entailed in the Group's future development during the remaining months of the financial year.

Zwingenberg, 31 May 2017

The Management Board



Dr Jürgen Eck



Frank Goebel

CONTACT

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FINANCIAL CALENDAR

31. 05. 2017 **Publication of the interim report for the period ending 31 March 2017 (6M)**

31. 08. 2017 **Publication of the quarterly report for the period ending 30 June 2017 (9M)**

11. 01. 2018 **Publication of the annual report for the period ending 30 September 2017 (12M)**

08. 03. 2018 **Annual General Meeting in Zwingenberg, Germany**

Disclaimer

This interim report might contain certain forward-looking statements that are based on current assumptions and forecasts made by the management of the BRAIN Group and other currently available information. Various known and unknown risks and uncertainties as well as other factors can cause the company's actual results, financial position, development or performance to diverge significantly from the estimates provided here. BRAIN AG does not intend and assumes no obligation of any kind to update such forward-looking statements and adapt them to future events or developments. The interim report can include information that does not form part of accounting regulations. Such information is to be regarded as a supplement to, but not a substitute for, information prepared according to IFRS. Due to rounding, it is possible that some figures in this and other documents do not add up precisely to the stated sum, and that stated percentages do not reflect the absolute figures to which they relate. This document is a translation of a document originally prepared in German. Where differences occur, preference is given to the original German version.

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