(CDAX, Software/IT)



| Coll             |             | Value Indicators:    | EUR       | Share data:         |              | Description:                     |        |
|------------------|-------------|----------------------|-----------|---------------------|--------------|----------------------------------|--------|
| Sell             | (Hold)      | DCF:                 | 25.79     | Bloomberg:          | AOF GR       | ATOSS supplies sofware and       |        |
|                  |             | FCF-Value Potential: | 18.43     | Reuters:            | AOFG         | services for the optimisation of | f      |
| EUR <b>25.80</b> | (EUR 22.20) |                      |           | ISIN:               | DE0005104400 | workforce management.            |        |
|                  |             | Market Snapshot:     | EUR m     | Shareholders:       |              | Risk Profile (WRe):              | 2013e  |
|                  |             | Market cap:          | 133.6     | Freefloat           | 32.7 %       | Beta:                            | 1.4    |
| Price            | EUR 33.60   | No. of shares (m):   | 4.0       | Founding Famely     | 56.4 %       | Price / Book:                    | 9.8 x  |
| Downside         | -23.2 %     | EV:                  | 121.2     | Mainfirst           | 5.1 %        | Equity Ratio:                    | 57 %   |
|                  |             | Freefloat MC:        | 43.7      | Investment TGV Bonn | 5.8 %        | Net Fin. Debt / EBITDA:          | -1.6 x |
|                  |             | Ø Trad. Vol. (30d):  | 255.79 th |                     |              | Net Debt / EBITDA:               | -1.4 x |

### Strong Q1 - share overvalued

| Stated Figure              | es Q1/2    | 013:       |            |             |             |             |             |
|----------------------------|------------|------------|------------|-------------|-------------|-------------|-------------|
| FY End: 31.12.<br>in EUR m | Q1<br>13   | Q1<br>13e  | Q1<br>12   | vov         | 13e         | 12          | vov         |
| Sales<br>EBIT              | 8.7<br>2.1 | 8.3<br>2.0 | 7.8<br>2.0 | 10 %<br>5 % | 36.3<br>8.2 | 33.0<br>7.6 | 10 %<br>7 % |
| Margin                     | 24.0 %     | 24.1%      | 25.1 %     |             | 22.5 %      | 23.1 %      |             |

Comment on Figures:

- After seven record years, Atoss has again delivered a very strong quarter
- At operating level, expectations were slightly exceeded
- Gold price decline might substantially burden the next quarter's financial result

On April 22, ATOSS Software AG published its financial results for **Q1 2013**. At operating level, these exceeded expectations slightly and were in-line with the trend of the last seven record years. The numbers once again confirm the high degree of consistency in Atoss's operating performance. A solid order backlog in software licenses (EUR 3.3m) underlines this development. Owing to the good figures, assumptions are being raised slightly and the PT is being increased once more.

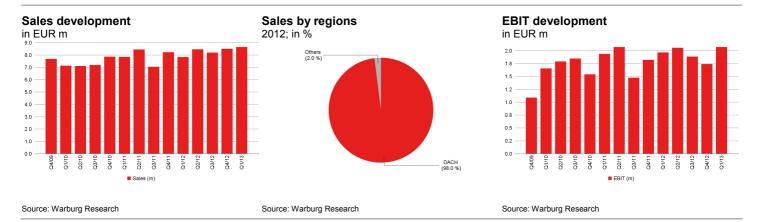
- Gold price burdens financial assets: However, the significant decreased gold price could be a burden in the current year. The company holds parts of the high non-operating liquidity in gold (above EUR 13m). This could lead to an adjustment in the balance sheet approach in Q2. If the gold price stays at the current level, this will lead to impairments by approximately EUR 2.5m. This is anticipated in the new estimates.
- Increase in share price due to announced special distribution: In January, Atoss announced a special distribution leading to a dividend payment of EUR 3.62 (EUR 0.72 + EUR 2.90 special dividend). As a result, the share price has increased materially and, at the current level, even exceeded the raised PT. Regardless the excellent company quality and the good operating performance, the rating is being lowered to Sell (Hold) owing to the very strong price performance. The PT is EUR 25.80.

| Changes in Es              | stimates:      |         |                |       |                |      | Comment on Changes:   |
|----------------------------|----------------|---------|----------------|-------|----------------|------|---|
| FY End: 31.12.<br>in EUR m | 2013e<br>(old) | + / -   | 2014e<br>(old) | + / - | 2015e<br>(old) | +/-  | <ul> <li>Increase in operating forecasts for 2013 and the following years</li> <li>Adjustments in earnings and dividend due to an expected weak financia</li> </ul> |
| Sales                      | 34.7           | 4.8 %   | 36.4           | 6.8 % | n.a.           | n.m. | result in 2013  |
| EBIT                       | 7.8            | 4.3 %   | 8.4            | 6.3 % | n.a.           | n.m. | <ul> <li>Reason for this is the substantially lower gold price – Atoss holds major</li> </ul>   |
| EPS                        | 1.36           | -27.2 % | 1.46           | 6.8 % | n.a.           | n.m. | financial assets in gold  |
| DPS                        | 0.68           | -26.5 % | 0.73           | 6.8 % | n.a.           | n.m. |   |

|                        | 1              | FY End: 31.12.<br>in EUR m | CAGR<br>(12-15e) | 2009        | 2010         | 2011       | 2012          | 2013e      | 2014e   | 2015e   |
|------------------------|----------------|----------------------------|------------------|-------------|--------------|------------|---------------|------------|---------|---------|
| 32.5 -                 | IV.            | Sales                      | 7.3 %            | 29.1        | 29.3         | 31.6       | 33.0          | 36.3       | 38.8    | 40.8    |
| 30 -                   | J ∣            | Change Sales yoy           |                  | 8.0 %       | 0.8 %        | 7.7 %      | 4.5 %         | 10.0 %     | 7.0 %   | 5.0 %   |
| 27.5 -                 |                | Gross profit margin        |                  | 66.7 %      | 68.1 %       | 70.4 %     | 70.8 %        | 69.5 %     | 70.0 %  | 70.0 %  |
|                        | $\sim$         | EBITDA                     | 7.5 %            | 5.9         | 7.3          | 7.8        | 8.2           | 8.9        | 9.7     | 10.2    |
| 25 -                   | A CAN          | Margin                     |                  | 20.3 %      | 24.9 %       | 24.7 %     | 24.8 %        | 24.4 %     | 24.9 %  | 24.9 %  |
| 225 - M MAAAA          | and the second | EBIT                       | 7.2 %            | 5.5         | 6.8          | 7.3        | 7.6           | 8.2        | 8.9     | 9.4     |
| and amount v           | Jung Park      | Margin                     |                  | 19.0 %      | 23.3 %       | 23.1 %     | 23.1 %        | 22.5 %     | 23.0 %  | 23.0 %  |
| 20 My Kar V Mar        | •              | Net income                 | 4.2 %            | 4.0         | 4.8          | 5.7        | 5.8           | 3.9        | 6.2     | 6.5     |
| 17.6                   | 01/13 03/13    | EPS                        | 4.2 %            | 1.00        | 1.21         | 1.43       | 1.45          | 0.99       | 1.56    | 1.64    |
|                        |                | EPS adj.                   | 4.2 %            | 1.00        | 1.21         | 1.43       | 1.45          | 0.99       | 1.56    | 1.64    |
|                        | LENGAG         | DPS                        | -39.0 %          | 0.50        | 0.60         | 0.71       | 3.62          | 0.50       | 0.78    | 0.82    |
| Rel. Performance vs CI | DAX:           | Dividend Yield             |                  | 5.0 %       | 4.0 %        | 4.2 %      | 17.9 %        | 1.5 %      | 2.3 %   | 2.4 %   |
| 1 month:               | 14.3 %         | FCFPS                      |                  | 1.77        | 0.83         | 1.17       | 0.75          | 0.92       | 1.61    | 1.69    |
|                        |                | EV / Sales                 |                  | 0.8 x       | 1.4 x        | 1.4 x      | 1.7 x         | 3.3 x      | 3.0 x   | 2.8 x   |
| 6 months:              | 56.6 %         | EV / EBITDA                |                  | 3.7 x       | 5.6 x        | 5.7 x      | 7.0 x         | 13.7 x     | 12.1 x  | 11.1 x  |
| Year to date:          | 62.4 %         | EV / EBIT                  |                  | 4.0 x       | 5.9 x        | 6.1 x      | 7.5 x         | 14.8 x     | 13.1 x  | 12.0 x  |
| Trailing 12 months:    | 51.6 %         | P/E                        |                  | 9.9 x       | 12.4 x       | 11.8 x     | 14.0 x        | 33.9 x     | 21.5 x  | 20.5 x  |
|                        | 0110 /0        | P / E adj.                 |                  | 9.9 x       | 12.4 x       | 11.8 x     | 14.0 x        | 33.9 x     | 21.5 x  | 20.5 x  |
| Company events:        |                | FCF Yield Potential        |                  | 16.8 %      | 11.6 %       | 10.4 %     | 8.7 %         | 5.4 %      | 5.4 %   | 5.9 %   |
| 26.04.13               | AGM            | Net Debt                   |                  | -17.4       | -18.9        | -22.6      | -23.2         | -12.4      | -16.8   | -20.5   |
| 13.05.13               | Q1             | ROE                        |                  | 29.2 %      | 29.7 %       | 29.3 %     | 25.7 %        | 21.0 %     | 39.2 %  | 32.9 %  |
| 22.07.13               | Prel. Q2       | ROCE (NOPAT)               |                  | -245.8 %    | -234.8 %     | -354.9 %   | -1024.3 %     | 644.7 %    | 499.9 % | 545.8 % |
| 12.08.13               | Q2             | Guidance: F                | Positive reven   | ue and earn | ings develop | ment, EBIT | margin secure | e over 20% |         |         |
| 12.08.13<br>Analyst    | Q2             | Guidance:                  | Positive reven   | ue and earn | ings develop | ment, EBIT | margin secure | e over 20% |         |         |

Felix Ellmann fellmann@warburg-research.com +49 40 309537-120



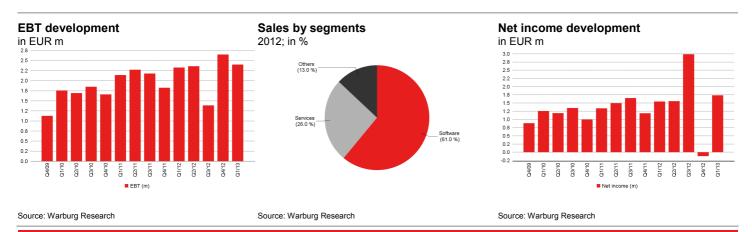


### **Company Background**

- ATOSS Software AG is a supplier of software and services for the optimisation of workforce management.
- ATOSS solutions optimises companies' personnel procedures, improving the level of service and efficiency of the employees and improving customer satisfaction
- The company has achieved a leading market position, particularly in the German speaking countries.
- From medium-sized companies (Mittelstand) to blue-chip firms, several million employees use ATOSS solutions.

### **Competitive Quality**

- ATOSS has a leading sofware product (the most modern Java technology)
- ATOSS specialises in regions and industry sectors (country-specific work conditions in the Germany, Austria, Swiss region and mapping out work processes in core industries)
- ATOSS works independently of producers (no ties to hardware or large software producers) and the ATOSS solutions have a high level of compatibility (e.g. seamless integration in the ERP systems possible)
- Financial stability and balance sheet quality is excellent, which can be regarded as a competitive advantage in the software industry.
- ATOSS is a relatively large supplier (in comparison to the competition) among many much smaller suppliers, which still pose stiff competition for ATOSS.





| DCF model                   |                 |           |                      |          |        |              |          |                           |           |        |        |            |            |             |
|-----------------------------|-----------------|-----------|----------------------|----------|--------|--------------|----------|---------------------------|-----------|--------|--------|------------|------------|-------------|
|                             | De <u>taile</u> | d forecas | t per <u>iod</u>     |          |        |              | 1        | ransition                 | al period |        |        |            |            | Term. Value |
| Figures in EUR m            | 2013e           | 2014e     | 2015e                | 2016e    | 2017e  | 2018e        | 2019e    | 2020e                     | 2021e     | 2022e  | 2023e  | 2024e      | 2025e      |             |
| Sales                       | 36.3            | 38.8      | 40.8                 | 42.8     | 45.0   | 47.2         | 49.6     | 52.1                      | 54.7      | 57.4   | 59.1   | 60.9       | 62.7       |             |
| Sales change                | 10.0 %          | 7.0 %     | 5.0 %                | 5.0 %    | 5.0 %  | 5.0 %        | 5.0 %    | 5.0 %                     | 5.0 %     | 5.0 %  | 3.0 %  | 3.0 %      | 3.0 %      | 2.5 %       |
| EBIT                        | 8.2             | 8.9       | 9.4                  | 10.3     | 10.8   | 11.3         | 11.9     | 12.5                      | 13.1      | 13.8   | 14.2   | 14.6       | 15.1       |             |
| EBIT-margin                 | 22.5 %          | 23.0 %    | 23.0 %               | 24.0 %   | 24.0 % | 24.0 %       | 24.0 %   | 24.0 %                    | 24.0 %    | 24.0 % | 24.0 % | 24.0 %     | 24.0 %     |             |
| Tax rate (EBT)              | 32.0 %          | 32.0 %    | 32.0 %               | 35.0 %   | 35.0 % | 35.0 %       | 35.0 %   | 35.0 %                    | 35.0 %    | 35.0 % | 35.0 % | 35.0 %     | 35.0 %     |             |
| NOPAT                       | 5.6             | 6.1       | 6.4                  | 6.7      | 7.0    | 7.4          | 7.7      | 8.1                       | 8.5       | 9.0    | 9.2    | 9.5        | 9.8        |             |
| Depreciation                | 0.7             | 0.7       | 0.8                  | 0.9      | 0.8    | 0.7          | 0.7      | 0.8                       | 0.8       | 0.9    | 0.9    | 0.9        | 0.9        |             |
| in % of Sales               | 1.9 %           | 1.9 %     | 1.9 %                | 2.0 %    | 1.7 %  | 1.5 %        | 1.5 %    | 1.5 %                     | 1.5 %     | 1.5 %  | 1.5 %  | 1.5 %      | 1.5 %      |             |
| Changes in provisions       | 0.0             | 0.0       | 0.0                  | 0.0      | -0.1   | 0.0          | 0.0      | 0.0                       | 0.0       | 0.0    | 0.0    | 0.0        | 0.0        |             |
| Change in Liquidity from    |                 |           |                      |          |        |              |          |                           |           |        |        |            |            |             |
| - Working Capital           | 0.6             | 0.2       | 0.2                  | 0.4      | 0.2    | 0.2          | 0.2      | 0.2                       | 0.3       | 0.3    | 0.2    | 0.2        | 0.2        |             |
| - Capex                     | 0.4             | 0.4       | 0.4                  | 0.6      | 0.7    | 0.7          | 0.7      | 0.8                       | 0.8       | 0.9    | 0.9    | 0.9        | 0.9        |             |
| Capex in % of Sales         | 1.0 %           | 0.9 %     | 0.9 %                | 1.5 %    | 1.5 %  | 1.5 %        | 1.5 %    | 1.5 %                     | 1.5 %     | 1.5 %  | 1.5 %  | 1.5 %      | 1.5 %      |             |
| Other                       | 0.0             | 0.0       | 0.0                  | 0.0      | 0.0    | 0.0          | 0.0      | 0.0                       | 0.0       | 0.0    | 0.0    | 0.0        | 0.0        |             |
| Free Cash Flow (WACC Model) | 5.3             | 6.3       | 6.6                  | 6.5      | 6.8    | 7.1          | 7.5      | 7.8                       | 8.2       | 8.6    | 9.0    | 9.3        | 9.6        | 10          |
| PV of FCF                   | 5.0             | 5.3       | 5.1                  | 4.5      | 4.2    | 4.0          | 3.8      | 3.5                       | 3.3       | 3.2    | 3.0    | 2.7        | 2.5        | 32          |
| share of PVs                |                 | 18.80 %   |                      |          |        |              |          | 42.38                     | 3 %       |        |        |            |            | 38.81 %     |
| Model parameter             |                 |           |                      |          |        |              | Valuat   | ion (m)                   |           |        |        |            |            |             |
| Derivation of WACC:         |                 |           | Derivation           | of Beta: |        |              | Presen   | t values 20               | )25e      |        | 50     |            |            |             |
| Dabt satia                  | 0.00.0/         |           |                      |          |        | 1.00         |          | al Value                  | _         |        | 32     |            |            |             |
| Debt ratio<br>Cost of debt  | 0.00 %<br>3.9 % |           | Financial S          | suength  |        | 1.00<br>2.00 |          | al liabilities            |           |        | 0<br>2 |            |            |             |
| Market return               | 3.9 %<br>9.00 % |           | Liquidity            |          |        |              |          |                           |           |        | 2      |            |            |             |
|                             |                 |           | Cyclicality          |          |        | 1.50         | Hybrid   | •                         |           |        | 0      |            |            |             |
| Risk free rate              | 4.00 %          |           | Transparer<br>Others | icy      |        | 1.20<br>1.50 |          | y interest<br>val. of inv | ootmonto  |        | 0      |            |            |             |
|                             |                 |           | Others               |          |        | 1.50         | Liquidit |                           | esiments  |        |        | No. of sha | res (m)    | 4.0         |
| WACC                        | 11.20 %         |           | Beta                 |          |        | 1.44         | Equity   |                           |           |        |        | Value per  | . ,        |             |
|                             | 11.20 %         |           | Dela                 |          |        | 1.44         | Equity   | value                     |           |        | 5      | value per  | Silai e (E | 23.79       |

### Sensitivity Value per Share (EUR)

|      |        | Terminal ( | Growth |        |        |        |        |        |      |        | Delta EBIT | -margin |         |         |         |         |         |
|------|--------|------------|--------|--------|--------|--------|--------|--------|------|--------|------------|---------|---------|---------|---------|---------|---------|
| Beta | WACC   | 1.75 %     | 2.00 % | 2.25 % | 2.50 % | 2.75 % | 3.00 % | 3.25 % | Beta | WACC   | -1.5 pp    | -1.0 pp | -0.5 pp | +0.0 pp | +0.5 pp | +1.0 pp | +1.5 pp |
| 1.64 | 12.2 % | 23.14      | 23.28  | 23.44  | 23.60  | 23.77  | 23.94  | 24.13  | 1.64 | 12.2 % | 22.43      | 22.82   | 23.21   | 23.60   | 23.98   | 24.37   | 24.76   |
| 1.54 | 11.7 % | 24.10      | 24.27  | 24.45  | 24.63  | 24.83  | 25.04  | 25.27  | 1.54 | 11.7 % | 23.41      | 23.82   | 24.23   | 24.63   | 25.04   | 25.45   | 25.86   |
| 1.49 | 11.5 % | 24.61      | 24.80  | 24.99  | 25.20  | 25.41  | 25.64  | 25.89  | 1.49 | 11.5 % | 23.94      | 24.36   | 24.78   | 25.20   | 25.62   | 26.04   | 26.46   |
| 1.44 | 11.2 % | 25.16      | 25.36  | 25.57  | 25.79  | 26.03  | 26.28  | 26.55  | 1.44 | 11.2 % | 24.50      | 24.93   | 25.36   | 25.79   | 26.23   | 26.66   | 27.09   |
| 1.39 | 11.0 % | 25.74      | 25.95  | 26.18  | 26.43  | 26.69  | 26.96  | 27.25  | 1.39 | 11.0 % | 25.09      | 25.54   | 25.98   | 26.43   | 26.87   | 27.32   | 27.76   |
| 1.34 | 10.7 % | 26.35      | 26.58  | 26.83  | 27.10  | 27.38  | 27.68  | 28.00  | 1.34 | 10.7 % | 25.72      | 26.18   | 26.64   | 27.10   | 27.56   | 28.02   | 28.48   |
| 1.24 | 10.2 % | 27.68      | 27.96  | 28.26  | 28.58  | 28.92  | 29.28  | 29.67  | 1.24 | 10.2 % | 27.11      | 27.60   | 28.09   | 28.58   | 29.07   | 29.56   | 30.05   |

• In the DCF model, a moderate continuation of the constant growth of the past years is anticipated.

• A margin improvement due to economies of scale is not assumed.

• The long-term margin remains at a high level

•



| Valuation                           |        |        |        |        |        |        |        |
|-------------------------------------|--------|--------|--------|--------|--------|--------|--------|
|                                     | 2009   | 2010   | 2011   | 2012   | 2013e  | 2014e  | 2015e  |
| Price / Book                        | 2.7 x  | 3.4 x  | 3.2 x  | 3.4 x  | 9.8 x  | 7.4 x  | 6.2 x  |
| Book value per share ex intangibles | 3.69   | 4.40   | 5.26   | 5.92   | 3.43   | 4.54   | 5.47   |
| EV / Sales                          | 0.8 x  | 1.4 x  | 1.4 x  | 1.7 x  | 3.3 x  | 3.0 x  | 2.8 x  |
| EV / EBITDA                         | 3.7 x  | 5.6 x  | 5.7 x  | 7.0 x  | 13.7 x | 12.1 x | 11.1 x |
| EV / EBIT                           | 4.0 x  | 5.9 x  | 6.1 x  | 7.5 x  | 14.8 x | 13.1 x | 12.0 x |
| EV / EBIT adj.*                     | 4.0 x  | 5.9 x  | 6.1 x  | 7.5 x  | 14.8 x | 13.1 x | 12.0 x |
| P / FCF                             | 5.6 x  | 18.0 x | 14.5 x | 26.9 x | 36.7 x | 20.9 x | 19.8 x |
| P/E                                 | 9.9 x  | 12.4 x | 11.8 x | 14.0 x | 33.9 x | 21.5 x | 20.5 x |
| P / E adj.*                         | 9.9 x  | 12.4 x | 11.8 x | 14.0 x | 33.9 x | 21.5 x | 20.5 x |
| Dividend Yield                      | 5.0 %  | 4.0 %  | 4.2 %  | 17.9 % | 1.5 %  | 2.3 %  | 2.4 %  |
| Free Cash Flow Yield Potential      | 16.8 % | 11.6 % | 10.4 % | 8.7 %  | 5.4 %  | 5.4 %  | 5.9 %  |
| *Adjustments made for: -            |        |        |        |        |        |        |        |



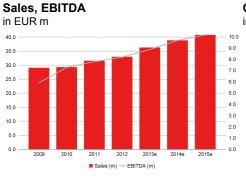
### Consolidated profit and loss

| In EUR m   | 2009   | 2010   | 2011   | 2012   | 2013e  | 2014e  | 2015e  |
|--|--------|--------|--------|--------|--------|--------|--------|
| Sales  | 29.1   | 29.3   | 31.6   | 33.0   | 36.3   | 38.8   | 40.8   |
| Change Sales yoy                                 | 8.0 %  | 0.8 %  | 7.7 %  | 4.5 %  | 10.0 % | 7.0 %  | 5.0 %  |
| COGS   | 9.7    | 9.4    | 9.3    | 9.7    | 11.1   | 11.7   | 12.2   |
| Gross profit                                     | 19.4   | 20.0   | 22.2   | 23.4   | 25.2   | 27.2   | 28.6   |
| Gross margin                                     | 66.7 % | 68.1 % | 70.4 % | 70.8 % | 69.5 % | 70.0 % | 70.0 % |
| Research and development                         | 5.6    | 6.0    | 6.7    | 7.1    | 8.0    | 8.5    | 9.0    |
| Sales and marketing                              | 5.8    | 4.8    | 5.5    | 5.7    | 6.3    | 6.7    | 7.0    |
| Administration expenses                          | 2.5    | 2.5    | 2.7    | 2.9    | 3.2    | 3.4    | 3.6    |
| Other operating expenses                         | 0.0    | 0.0    | 0.1    | 0.1    | 0.0    | 0.0    | 0.0    |
| Other operating income                           | 0.0    | 0.2    | 0.1    | 0.0    | 0.4    | 0.4    | 0.4    |
| Unfrequent items                                 | 0.0    | 0.0    | 0.0    | 0.0    | 0.0    | 0.0    | 0.0    |
| EBITDA   | 5.9    | 7.3    | 7.8    | 8.2    | 8.9    | 9.7    | 10.2   |
| Margin   | 20.3 % | 24.9 % | 24.7 % | 24.8 % | 24.4 % | 24.9 % | 24.9 % |
| Depreciation of fixed assets                     | 0.3    | 0.4    | 0.4    | 0.6    | 0.6    | 0.7    | 0.7    |
| EBITA  | 5.6    | 6.9    | 7.4    | 7.6    | 8.2    | 9.0    | 9.5    |
| Amortisation of intangible fixed assets          | 0.1    | 0.1    | 0.1    | 0.0    | 0.1    | 0.1    | 0.1    |
| Goodwill amortization                            | 0.0    | 0.0    | 0.0    | 0.0    | 0.0    | 0.0    | 0.0    |
| EBIT   | 5.5    | 6.8    | 7.3    | 7.6    | 8.2    | 8.9    | 9.4    |
| Margin   | 19.0 % | 23.3 % | 23.1 % | 23.1 % | 22.5 % | 23.0 % | 23.0 % |
| EBIT adj.  | 5.5    | 6.8    | 7.3    | 7.6    | 8.2    | 8.9    | 9.4    |
| Interest income                                  | 0.4    | 0.2    | 2.1    | 1.2    | 0.2    | 0.3    | 0.3    |
| Interest expenses                                | 0.0    | 0.1    | 1.0    | 0.3    | 2.6    | 0.1    | 0.1    |
| Other financial income (loss)                    | 0.0    | 0.0    | 0.0    | 0.0    | 0.0    | 0.0    | 0.0    |
| EBT  | 5.9    | 7.0    | 8.4    | 8.5    | 5.8    | 9.1    | 9.6    |
| Margin   | 20.1 % | 23.7 % | 26.6 % | 25.8 % | 15.9 % | 23.5 % | 23.5 % |
| Total taxes                                      | 1.9    | 2.2    | 2.7    | 2.8    | 1.8    | 2.9    | 3.1    |
| Net income from continuing operations            | 4.0    | 4.8    | 5.7    | 5.8    | 3.9    | 6.2    | 6.5    |
| Income from discontinued operations (net of tax) | 0.0    | 0.0    | 0.0    | 0.0    | 0.0    | 0.0    | 0.0    |
| Net income before minorities                     | 4.0    | 4.8    | 5.7    | 5.8    | 3.9    | 6.2    | 6.5    |
| Minority interest                                | 0.0    | 0.0    | 0.0    | 0.0    | 0.0    | 0.0    | 0.0    |
| Net income                                       | 4.0    | 4.8    | 5.7    | 5.8    | 3.9    | 6.2    | 6.5    |
| Margin   | 13.6 % | 16.4 % | 18.0 % | 17.5 % | 10.8 % | 16.0 % | 16.0 % |
| Number of shares, average                        | 4.0    | 4.0    | 4.0    | 4.0    | 4.0    | 4.0    | 4.0    |
| EPS  | 1.00   | 1.21   | 1.43   | 1.45   | 0.99   | 1.56   | 1.64   |
| EPS adj.   | 1.00   | 1.21   | 1.43   | 1.45   | 0.99   | 1.56   | 1.64   |
| *Adjustments made for:                           |        |        |        |        |        |        |        |

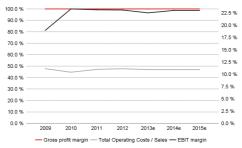
Guidance: Positive revenue and earnings development, EBIT margin secure over 20%

### **Financial Ratios**

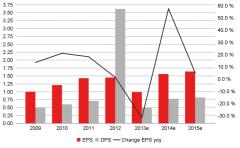
|                               | 2009    | 2010    | 2011    | 2012    | 2013e   | 2014e   | 2015e   |
|-------------------------------|---------|---------|---------|---------|---------|---------|---------|
| Total Operating Costs / Sales | 47.7 %  | 44.8 %  | 47.3 %  | 47.7 %  | 47.0 %  | 47.0 %  | 47.0 %  |
| Operating Leverage            | 1.2 x   | 30.6 x  | 0.9 x   | 0.9 x   | 0.7 x   | 1.3 x   | 1.0 x   |
| EBITDA / Interest expenses    | 178.9 x | 81.0 x  | 8.0 x   | 27.9 x  | 3.4 x   | 96.8 x  | 101.6 x |
| Tax rate (EBT)                | 32.3 %  | 31.0 %  | 32.5 %  | 32.5 %  | 32.0 %  | 32.0 %  | 32.0 %  |
| Dividend Payout Ratio         | 49.9 %  | 49.6 %  | 49.7 %  | 249.9 % | 50.6 %  | 49.9 %  | 50.0 %  |
| Sales per Employee            | 128,137 | 120,634 | 121,911 | 121,364 | 130,127 | 132,606 | 132,606 |







#### Performance per Share



Source: Warburg Research

Source: Warburg Research

Source: Warburg Research

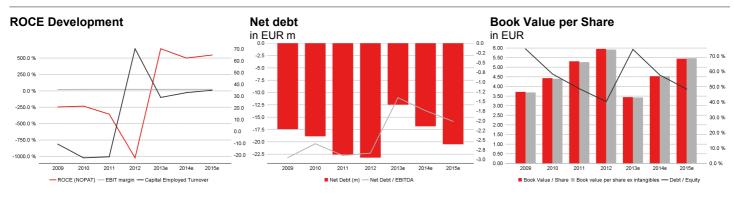
### **Consolidated balance sheet**



| In EUR m  | 2009 | 2010 | 2011 | 2012 | 2013e | 2014e | 2015e |
|---|------|------|------|------|-------|-------|-------|
| Assets  |      |      |      |      |       |       |       |
| Goodwill and other intangible assets                    | 0.1  | 0.1  | 0.2  | 0.1  | 0.1   | 0.0   | -0.1  |
| thereof other intangible assets                         | 0.1  | 0.1  | 0.2  | 0.1  | 0.1   | 0.0   | -0.1  |
| thereof Goodwill  | 0.0  | 0.0  | 0.0  | 0.0  | 0.0   | 0.0   | 0.0   |
| Property, plant and equipment                           | 0.8  | 2.8  | 2.9  | 2.8  | 2.5   | 2.2   | 1.9   |
| Financial assets  | 0.0  | 0.0  | 0.0  | 0.6  | 0.6   | 0.6   | 0.6   |
| Other long-term assets                                  | 0.0  | 0.0  | 0.0  | 0.0  | 0.0   | 0.0   | 0.0   |
| Fixed assets  | 0.9  | 2.9  | 3.1  | 3.5  | 3.2   | 2.8   | 2.4   |
| Inventories   | 0.0  | 0.0  | 0.0  | 0.0  | 0.0   | 0.0   | 0.0   |
| Accounts receivable                                     | 4.3  | 3.1  | 2.6  | 3.2  | 4.4   | 4.7   | 4.9   |
| Liquid assets   | 19.3 | 20.7 | 24.3 | 24.9 | 14.1  | 18.5  | 22.2  |
| Other short-term assets                                 | 1.2  | 1.1  | 1.3  | 1.6  | 2.3   | 2.5   | 2.7   |
| Current assets  | 24.8 | 24.8 | 28.3 | 29.7 | 20.8  | 25.7  | 29.7  |
| Total Assets  | 25.7 | 27.8 | 31.4 | 33.2 | 23.9  | 28.4  | 32.1  |
| Liabilities and shareholders' equity                    |      |      |      |      |       |       |       |
| Subscribed capital                                      | 4.0  | 4.0  | 4.0  | 4.0  | 4.0   | 4.0   | 4.0   |
| Capital reserve   | -0.3 | -0.4 | -0.4 | -0.7 | -0.7  | -0.7  | -0.7  |
| Retained earnings                                       | 0.0  | 0.0  | 0.0  | 0.0  | 0.0   | 0.0   | 0.0   |
| Other equity components                                 | 11.0 | 13.9 | 17.5 | 20.3 | 10.3  | 14.7  | 18.3  |
| Shareholder's equity                                    | 14.7 | 17.6 | 21.1 | 23.7 | 13.7  | 18.0  | 21.6  |
| Minority interest                                       | 0.0  | 0.0  | 0.0  | 0.0  | 0.0   | 0.0   | 0.0   |
| Total equity  | 14.7 | 17.6 | 21.1 | 23.7 | 13.7  | 18.0  | 21.6  |
| Provisions  | 5.7  | 2.8  | 2.8  | 2.2  | 2.3   | 2.4   | 2.5   |
| thereof provisions for pensions and similar obligations | 1.9  | 1.7  | 1.7  | 1.7  | 1.7   | 1.7   | 1.7   |
| Financial liabilites (total)                            | 0.0  | 0.1  | 0.0  | 0.0  | 0.0   | 0.0   | 0.0   |
| thereof short-term financial liabilities                | 0.0  | 0.0  | 0.0  | 0.0  | 0.0   | 0.0   | 0.0   |
| Accounts payable  | 0.7  | 0.8  | 0.8  | 0.4  | 0.9   | 1.0   | 1.0   |
| Other liabilities                                       | 4.6  | 6.6  | 6.6  | 7.0  | 7.0   | 7.0   | 7.0   |
| Liabilities   | 11.0 | 10.3 | 10.3 | 9.5  | 10.2  | 10.4  | 10.5  |
| Total liabilities and shareholders' equity              | 25.7 | 27.8 | 31.4 | 33.2 | 23.9  | 28.4  | 32.1  |

#### **Financial Ratios**

|                                     | 2009     | 2010     | 2011     | 2012      | 2013e    | 2014e    | 2015e    |
|-------------------------------------|----------|----------|----------|-----------|----------|----------|----------|
| Efficiency of Capital Employment    |          |          |          |           |          |          |          |
| Operating Assets Turnover           | 6.6 x    | 5.8 x    | 6.6 x    | 5.8 x     | 6.0 x    | 6.6 x    | 7.1 x    |
| Capital Employed Turnover           | -10.7 x  | -22.5 x  | -21.4 x  | 70.4 x    | 28.9 x   | 33.0 x   | 35.1 x   |
| ROA                                 | 437.3 %  | 162.7 %  | 181.5 %  | 165.5 %   | 124.6 %  | 224.1 %  | 276.5 %  |
| Return on Capital                   |          |          |          |           |          |          |          |
| ROCE (NOPAT)                        | -245.8 % | -234.8 % | -354.9 % | -1024.3 % | 644.7 %  | 499.9 %  | 545.8 %  |
| ROE                                 | 29.2 %   | 29.7 %   | 29.3 %   | 25.7 %    | 21.0 %   | 39.2 %   | 32.9 %   |
| Adj. ROE                            | 29.2 %   | 29.7 %   | 29.3 %   | 25.7 %    | 21.0 %   | 39.2 %   | 32.9 %   |
| Balance sheet quality               |          |          |          |           |          |          |          |
| Net Debt                            | -17.4    | -18.9    | -22.6    | -23.2     | -12.4    | -16.8    | -20.5    |
| Net Financial Debt                  | -19.3    | -20.6    | -24.3    | -24.9     | -14.1    | -18.5    | -22.2    |
| Net Gearing                         | -118.4 % | -107.4 % | -107.0 % | -98.0 %   | -90.8 %  | -93.5 %  | -94.6 %  |
| Net Fin. Debt / EBITDA              | -327.0 % | -282.9 % | -311.7 % | -303.6 %  | -159.2 % | -191.4 % | -218.0 % |
| Book Value / Share                  | 3.7      | 4.4      | 5.3      | 6.0       | 3.4      | 4.5      | 5.4      |
| Book value per share ex intangibles | 3.7      | 4.4      | 5.3      | 5.9       | 3.4      | 4.5      | 5.5      |



Source: Warburg Research

Source: Warburg Research

Source: Warburg Research

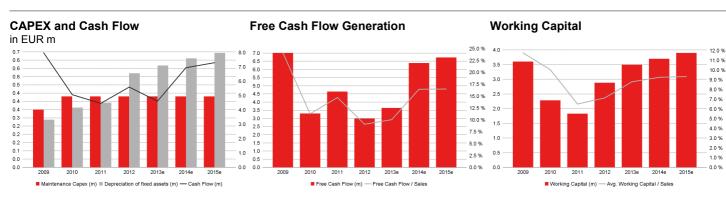
### **Consolidated cash flow statement**



| In EUR m   | 2009 | 2010 | 2011 | 2012 | 2013e | 2014e | 2015e |
|--|------|------|------|------|-------|-------|-------|
| Net income   | 4.0  | 4.8  | 5.7  | 5.8  | 3.9   | 6.2   | 6.5   |
| Depreciation of fixed assets                           | 0.3  | 0.4  | 0.4  | 0.6  | 0.6   | 0.7   | 0.7   |
| Amortisation of goodwill                               | 0.0  | 0.0  | 0.0  | 0.0  | 0.0   | 0.0   | 0.0   |
| Amortisation of intangible assets                      | 0.1  | 0.1  | 0.1  | 0.0  | 0.1   | 0.1   | 0.1   |
| Increase/decrease in long-term provisions              | 0.7  | -0.1 | 0.0  | 0.0  | 0.0   | 0.0   | 0.0   |
| Other non-cash income and expenses                     | 2.9  | 0.0  | -1.7 | -0.7 | 0.0   | 0.0   | 0.0   |
| Cash Flow  | 8.0  | 5.1  | 4.5  | 5.6  | 4.6   | 7.0   | 7.3   |
| Increase / decrease in inventory                       | 0.1  | 0.1  | -0.1 | 0.0  | 0.0   | 0.0   | 0.0   |
| Increase / decrease in accounts receivable             | -0.8 | 1.2  | 0.5  | -0.6 | -1.2  | -0.3  | -0.2  |
| Increase / decrease in accounts payable                | 0.5  | 0.1  | 0.0  | -0.4 | 0.5   | 0.1   | 0.0   |
| Increase / decrease in other working capital positions | -0.1 | -0.7 | 0.5  | -1.2 | 0.0   | 0.0   | 0.0   |
| Increase / decrease in working capital (total)         | -0.4 | 0.7  | 0.9  | -2.3 | -0.6  | -0.2  | -0.2  |
| Net cash provided by operating activities              | 7.6  | 5.8  | 5.3  | 3.4  | 4.0   | 6.8   | 7.1   |
| Investments in intangible assets                       | 0.0  | 0.0  | 0.0  | 0.0  | 0.0   | 0.0   | 0.0   |
| Investments in property, plant and equipment           | -0.6 | -2.5 | -0.7 | -0.4 | -0.4  | -0.4  | -0.4  |
| Payments for acquisitions                              | 0.0  | 0.0  | 0.0  | 0.0  | 0.0   | 0.0   | 0.0   |
| Financial investments                                  | 0.0  | 0.0  | -7.9 | -6.4 | 0.0   | 0.0   | 0.0   |
| Income from asset disposals                            | 0.0  | 0.0  | 0.0  | 0.0  | 0.0   | 0.0   | 0.0   |
| Net cash provided by investing activities              | -0.6 | -2.5 | -8.5 | -6.8 | -0.4  | -0.4  | -0.4  |
| Change in financial liabilities                        | 0.0  | 0.0  | 0.0  | 0.0  | 0.0   | 0.0   | 0.0   |
| Dividends paid   | -1.7 | -2.0 | -2.4 | -2.8 | -14.4 | -2.0  | -3.1  |
| Purchase of own shares                                 | 0.0  | 0.0  | 0.0  | 0.0  | 0.0   | 0.0   | 0.0   |
| Capital measures                                       | 0.0  | 0.0  | 0.0  | 0.0  | 0.0   | 0.0   | 0.0   |
| Other  | 0.0  | 0.0  | 0.0  | 0.0  | 0.0   | 0.0   | 0.0   |
| Net cash provided by financing activities              | -1.7 | -1.9 | -2.3 | -2.8 | -14.4 | -2.0  | -3.1  |
| Change in liquid funds                                 | 5.3  | 1.4  | -5.6 | -6.3 | -10.8 | 4.4   | 3.6   |
| Effects of exchange-rate changes on cash               | 0.0  | 0.0  | 0.0  | 0.0  | 0.0   | 0.0   | 0.0   |
| Cash and cash equivalent at end of period              | 19.3 | 20.7 | 15.1 | 18.0 | 14.1  | 18.5  | 22.2  |

#### **Financial Ratios**

|                                      | 2009     | 2010     | 2011     | 2012     | 2013e   | 2014e   | 2015e   |
|--------------------------------------|----------|----------|----------|----------|---------|---------|---------|
| Cash Flow                            |          |          |          |          |         |         |         |
| Free Cash Flow                       | 7.0      | 3.3      | 4.6      | 3.0      | 3.6     | 6.4     | 6.7     |
| Free Cash Flow / Sales               | 24.1 %   | 11.3 %   | 14.7 %   | 9.1 %    | 10.0 %  | 16.5 %  | 16.5 %  |
| Free Cash Flow Potential             | 3.7      | 4.7      | 4.6      | 5.0      | 6.6     | 6.3     | 6.7     |
| Free Cash Flow / Sales               | 24.1 %   | 11.3 %   | 14.7 %   | 9.1 %    | 10.0 %  | 16.5 %  | 16.5 %  |
| Free Cash Flow / Net Profit          | 176.8 %  | 68.8 %   | 81.9 %   | 52.0 %   | 92.7 %  | 102.9 % | 103.3 % |
| Interest Received / Avg. Cash        | 2.2 %    | 1.0 %    | 9.2 %    | 4.9 %    | 1.0 %   | 1.8 %   | 1.5 %   |
| Interest Paid / Avg. Debt            | 137.5 %  | 191.5 %  | 2788.6 % | n.a.     | n.a.    | n.a.    | n.a.    |
| Management of Funds                  |          |          |          |          |         |         |         |
| Investment ratio                     | 2.1 %    | 8.5 %    | 2.1 %    | 1.1 %    | 1.0 %   | 0.9 %   | 0.9 %   |
| Maint. Capex / Sales                 | 1.2 %    | 1.5 %    | 1.4 %    | 1.3 %    | 1.2 %   | 1.1 %   | 1.1 %   |
| Capex / Dep                          | 156.1 %  | 553.6 %  | 138.3 %  | 63.2 %   | 52.2 %  | 48.8 %  | 46.5 %  |
| Avg. Working Capital / Sales         | 11.8 %   | 10.0 %   | 6.5 %    | 7.1 %    | 8.8 %   | 9.3 %   | 9.3 %   |
| Trade Debtors / Trade Creditors      | 625.0 %  | 388.8 %  | 330.6 %  | 910.1 %  | 488.9 % | 470.0 % | 490.0 % |
| Inventory Turnover                   | 1076.8 x | 1039.2 x | 1168.3 x | 1206.6 x | n.a.    | n.a.    | n.a.    |
| Receivables collection period (days) | 54       | 38       | 30       | 36       | 44      | 44      | 44      |
| Payables payment period (days)       | 26       | 31       | 31       | 13       | 30      | 31      | 30      |
| Cash conversion cycle (Days)         | -25      | -30      | -31      | -13      | n.a.    | n.a.    | n.a.    |



#### Source: Warburg Research

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Published 23.04.2013



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| -1- | or companies affiliated with this enterprise holds 5% or more of the share capital of the analysed company  |
|-----|---|
| -2- | or companies affiliated with this enterprise was a member in a <b>consortium</b> which acquired the shares of the analysed company within the last twelve months  |
| -3- | or companies affiliated with this enterprise <b>manages</b> the <b>securities</b> of the analysed company on the basis of an existing contract  |
| -4- | or companies affiliated with this enterprise over the previous 12 months has been providing <b>investment banking services</b> for the analysed company for which a compensation has been or will be paid |
| -5- | effected an agreement with the analysed company for the preparation of the financial analysis   |
| -6- | or companies affiliated with this enterprise regularly trade in shares or derivatives of the analysed company   |
| -7- | or the analyst responsible for this company has <b>other important financial interests</b> in relation to the analysed company such as e.g. the performance of mandates for the analysed company          |

This report has been made accessible to the company analysed.

| Company | Disclosure | Link to the historical price targets and rating changes (last 12 months) |
|---------|------------|--|
| ATOSS   | 5          | http://www.mmwarburg.com/disclaimer/disclaimer_en/DE0005104400.htm       |

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Investment recommendation: expected direction of the share price development of the financial instrument up to the given <u>price target</u> in the opinion of the analyst who covers this financial instrument.

| -B- | Buy:              | The price of the analysed financial instrument is expected to rise over the next 12 months.               |
|-----|-------------------|---|
| -H- | Hold:             | The price of the analysed financial instrument is expected to remain mostly flat over the next 12 months. |
| -S- | Sell:             | The price of the analysed financial instrument is expected to fall over the next 12 months.               |
| "_" | Rating suspended: | The available information currently does not permit an evaluation of the company.                         |

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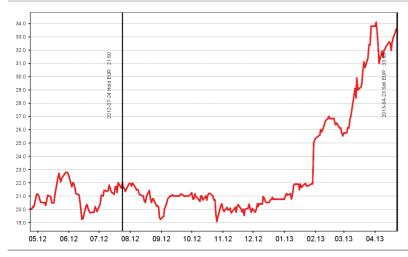
| Rating           | Number of stocks | % of Universe |
|------------------|------------------|---------------|
| Buy              | 108              | 56            |
| Hold             | 70               | 36            |
| Sell             | 13               | 7             |
| Rating suspended | 2                | 1             |
| Total            | 193              | 100           |

### WARBURG RESEARCH GMBH – ANALYSED RESEARCH UNIVERSE BY RATING ...

... Looking only at companies for which a disclosure according to § 34b of the Germany Securities Trading Act and the FinAnV has to be made.

| Rating           | Number of stocks | % of Universe |
|------------------|------------------|---------------|
| Buy              | 97               | 62            |
| Hold             | 52               | 33            |
| Sell             | 6                | 4             |
| Rating suspended | 1                | 1             |
| Total            | 156              | 100           |

### PRICE AND RATING HISTORY ATOSS AS OF 23.04.2013



The chart has markings if Warburg Research GmbH changed its rating in the last 12 months. Every marking represents the date and closing price on the day of the rating change.

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Henner Rüschmeier Head of Research

**Christian Cohrs** Engineering, Logistics

Felix Ellmann Software, IT

Jörg Philipp Frey Retail, Consumer Goods

**Ulrich Huwald** Health Care, Pharma

Thilo Kleibauer Retail, Consumer Goods

Torsten Klingner Real Estate

Eggert Kuls Engineering

Frank Laser Construction, Industrials

Andreas Pläsier Banks, Financial Services

#### SALES

Holger Nass Head of Equity Sales, USA

Klaus Schilling Dep. Head of Equity Sales, GER

Christian Alisch Scandinavia, Spain

Tim Beckmann United Kingdom

Robert Conredel Germany

**Matthias Fritsch** United Kingdom

Marie-Therese Grübner France

Michael Kriszun United Kingdom

Marc Niemann Germany

**Dirk Rosenfelder** Austria, Switzerland

**Julian Straube** Small & Mid Caps

Philipp Stumpfegger Australia, United Kingdom

#### +49 40 309537-220 rrapelius@warburg-research.com

+49 40 309537-270 hrueschmeier @warburg-research.com

> +49 40 309537-175 ccohrs@warburg-research.com

+49 40 309537-120 fellmann@warburg-research.com

> +49 40 309537-258 jfrey@warburg-research.com

+49 40 309537-255 uhuwald@warburg-research.com

+49 40 309537-257 tkleibauer@warburg-research.com

+49 40 309537-260 tklingner@warburg-research.com

+49 40 309537-256 ekuls@warburg-research.com

+49 40 309537-235 flaser@warburg-research.com

+49 40 309537-246 aplaesier@warburg-research.com

> +49 40 3282-2669 hnass@mmwarburg.com

+49 40 3282-2664 kschilling@mmwarburg.com

+49 40 3282-2667 calisch@mmwarburg.com

+49 40 3282-2665 tbeckmann@mmwarburg.com

+49 40 3282-2633 rconredel@mmwarburg.com

+49 40 3282-2696 mfritsch@mmwarburg.com

+49 40 3282-2630 mgruebner@mmwarburg.com

+49 40 3282-2695 mkriszun@mmwarburg.com

+49 40 3282-2660 mniemann@mmwarburg.com

+49 40 3282-2692 drosenfelder@mmwarburg.com

> +49 40 3282-2666 jstraube@mmwarburg.com

+49 40 3282-2635 pstumpfegger@mmwarburg.com Malte Räther Technology, Telco, Internet

Jochen Reichert Telco, Internet, Media

**Christopher Rodler** Utilities

Malte Schaumann Technology

Susanne Schwartze Telco, Internet, Media

**Oliver Schwarz** Chemicals, Agriculture

Marc-René Tonn Automobiles, Car Suppliers

Björn Voss Steel, Car Suppliers

Andreas Wolf Software, IT

Stephan Wulf Utilities

#### SALES TRADING

**Oliver Merckel** Head of Sales Trading

**Gudrun Bolsen** Sales Trading

**Bastian Quast** Sales Trading

Patrick Schepelmann Sales Trading

Thekla Struve Sales Trading

Jörg Treptow Sales Trading

#### Support

Katharina Bruns Roadshow/Marketing

#### **MACRO RESEARCH**

**Carsten Klude** Macro Research

Matthias Thiel Macro Research

Dr. Christian Jasperneite Investment Strategy

+49 40 309537-185 mraether@warburg-research.com

+49 40 309537-130 jreichert@warburg-research.com

+49 40 309537-290 crodler@warburg-research.com

+49 40 309537-170 mschaumann@warburg-research.com

+49 40 309537-155 sschwartze@warburg-research.com

+49 40 309537-250 oschwarz@warburg-research.com

+49 40 309537-259 mtonn@warburg-research.com

+49 40 309537-254 bvoss@warburg-research.com

+49 40 309537-140 awolf@warburg-research.com

+49 40 309537-150 swulf@warburg-research.com

> +49 40 3282-2634 omerckel@mmwarburg.com

+49 40 3282-2679 gbolsen@mmwarburg.com

+49 40 3282-2701 bquast@mmwarburg.com

+49 40 3282-2700 pschepelmann@mmwarburg.com

> +49 40 3282-2668 tstruve@mmwarburg.com

+49 40 3262-2658 jtreptow@mmwarburg.com

+49 40 3282-2694 kbruns@mmwarburg.com

+49 40 3282-2572 cklude@mmwarburg.com

+49 40 3282-2401 mthiel@mmwarburg.com

+49 40 3282-2439 cjasperneite@mmwarburg.com

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| For access please co                  | ntact:  |                                    |   |
| Andrea Carstensen<br>Sales Assistance | +49 40 3282-2632<br>acarstensen@mmwarburg.com | Kerstin Muthig<br>Sales Assistance | +49 40 3282-2703<br>kmuthig@mmwarburg.com |

