



ANNUAL REPORT
2013·14



**WERTE
LEBEN**



KEY FIGURES

IFRS in EUR millions unless otherwise stated	10/2013 – 9/2014	10/2012 – 9/2013 Adjusted*	Difference	in %
Earnings Situation				
Sales revenues	217.2	186.3	30.9	17
EBITDA	20.5	16.8	3.6	21
EBITDA margin (in %)	9.4	9.0		
EBITA	17.2	13.7	3.4	25
EBIT	13.5	10.5	3.0	28
EBIT margin (in %)	6.2	5.6		
Earnings after tax	8.8	5.6	3.2	56
Balance Sheet				
Total assets	154.2	141.2	13.0	9
Equity	52.1	49.3	2.8	6
Equity ratio (in %)	34	35		
Net debt	-5.3	-6.2	0.9	-15
Employees				
Number of Employees (at end of financial year)	1,077	926	151	16
Full-time equivalents (Ø)	922	764	158	21
Share				
Number of shares (Ø)	4,954,926	4,860,000		
Share price (at end of financial year, in EUR)	30.40	15.45	14.95	97
Market capitalisation (at end of financial year)	151.5	75.1	76.4	102
Earnings per share (in EUR)	1.63	0.98	0.65	66

* Adjusted in accordance with IAS 19 (amended 2011)

AT A GLANCE

Annual Report – All for One Steeb AG Financial Year from 1 October 2013 to 30 September 2014

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REPORT OF THE SUPERVISORY BOARD

Dear Shareholders,

2013/14 was yet another highly successful financial year for All for One Steeb AG. Revenues increased 17% to EUR 217.2 million while the EBIT gained 28% to improve from EUR 10.5 million to 13.5 million. These results even exceeded the sales and earnings forecasts that had already been raised at the end of July 2014. Our integrated business model and clear positioning as a leading SAP full-service provider in countries where German is spoken were the foundation for these accomplishments.

There were no changes in the supervisory board in the financial year 2013/14.

The supervisory board diligently carried out the duties required of it as prescribed by law, the company articles of association, the standing rules and the German Corporate Governance Code – particularly that of advising and overseeing the management board – during the financial year 2013/14. The supervisory board was briefed thoroughly and regularly – usually through written, but also verbal reports by the management board – about the course of business, the direction the company is taking, the position of the company and Group, the earnings, assets and financial situation including the return on equity, the risk situation, risk management and compliance and also about all fundamental issues relating to corporate planning and budgeting (including financial, capital and human resource budgeting), as well as developments, decisions and plans of particular importance for the company. These also included extraordinary events to the extent such were required to be reported. The supervisory board also requested additional and more in-depth reports in isolated cases and as deemed necessary. The management board ensured that the supervisory board was provided with all the required information at all times, and forwarded the essential decision-making documents and files to the members of the supervisory board on a timely basis prior to each of the supervisory board meetings. There was no cause to warrant special investigative or auditing actions. Acquisition projects, a capital increase against a non-cash contribution that excluded subscription rights, integration projects, expanding the strategy to respond to evolving markets, and the early extension of management board member contracts were the primary orders of business in 2013/14. During the times between supervisory board meetings, the chairman of the supervisory board was in continuous contact – including personal discussions – with the management board, and gathered information about the latest business developments, the status of the transactions and other important actions and decisions.

Focus of the Supervisory Board Meetings

During its meetings, the supervisory board regularly concerned itself with overseeing the transactions, as well as with business developments, planning, budgeting, compliance and corporate governance within the company. The supervisory board gathered information about the risk situation and further improvements in risk management, especially in regard to the risk early warning and internal control system. In so doing, and by having made spot checks of specific cases and instances, the board expressed its confidence in the effectiveness and efficiency of the accounting-based control system. No grounds were found for raising any objections. The board also discussed acquisition projects and internal Group transactions in great detail, and is satisfied that a comprehensive due diligence and auditing system is in place. Furthermore, the supervisory board carried out and then discussed an efficiency review of its own activities, and incorporated the review's findings and conclusions into its work.

The entire supervisory board came together for eight meetings in the reporting year, some in the form of telephone conferences. There were also a number of co-ordinating discussions made by telephone, as well as decisions made electronically, by telephone or in writing. The following matters were discussed specifically:

The major subjects of the financial-statements meeting on **4 December 2013** were presented in the supervisory board's report to the annual general meeting on 27 March 2014 and in the Annual Report 2012/13. The primary concerns of these meetings were consultations and in-depth discussions of the documentation relating to the annual accounts, as well as finalising the annual financial statements and the approving of the consolidated financial statements. The primary subjects discussed during the supervisory board meeting on **5 February 2014** were the latest business developments, the forecast for the financial year, the status of various acquisition projects, the Declaration of Conformity with the German Corporate Governance Code, and the pending annual general meeting. Also during its meeting of 5 February 2014, the supervisory board consulted with the management board about SAP's current strategy, carefully examined steps to expand All for One Steeb's strategy, and discussed what the objectives are for additional acquisitions. In its meeting of **27 March 2014** the supervisory board dealt mainly with an acquisition project and, following thorough discussions, granted its approval for the planned equity acquisition in its subsequent supervisory board meeting (telephone conference) held on **7 April 2014**. In its meeting of **13 May 2014** the supervisory board reviewed the business performance of the first half of the financial year and the draft of the half-year financial report. Other key items on the meeting's agenda were a detailed discussion of the outlook for full year, the status of the acquisition of avantum consult AG, as well as possible future acquisition projects. In its meeting on **9 July 2014** the supervisory board used a telephone conference to deal with the early extension of management board member contracts, while also taking into account the recommendations of the human resources committee. Again as part of a telephone conference, the supervisory board devoted its meeting on **25 August 2014** to two internal Group transactions. The final meeting of the financial year 2013/14 took place on **23 September 2014**. The main subjects discussed during this meeting were the business performance after nine months, the outlook for the full 2013/14 year and the 2014/15 budget was approved.

All for One Steeb AG, together with the German Equity Institute, Frankfurt, and the Frankfurt School of Finance & Management, conducted training sessions for the supervisory board, the management board and other employees of the company on **5 December 2013** (»Corporate Governance and Legal Requirements in Practice«) and **22 September 2014** (»Accounting, Auditing Financial Statements and In-Depth Review of Corporate Monitoring Systems«).

Committees

Specifically, the **audit committee** monitors the accounting process, the effectiveness of the internal control system, the risk management system and the internal audit system, the audit of the annual accounts and in particular the auditor's independence, qualifications and performance, to include any additional services the auditor may provide. The audit committee consists of three members. The committee chairman is supervisory board member Peter Fritsch, the CFO of BEKO HOLDING AG. The supervisory board members Josef Blazicek and Friedrich Roithner are also members of the audit committee. The audit committee held one meeting during the reporting year. The major subjects of this meeting on **28 November 2013** were presented in the supervisory board's report to the annual general meeting on 27 March 2014 and in the Annual Report 2012/13. The meeting focused on consultations and in-depth discussions of the annual financial statements. During the current reporting year, the audit committee also conducted separate discussions to co-ordinate and set the auditing priorities for the internal audit, as well as annual financial statements and consolidated financial statements for the financial year 2013/14.

The chairman and two other members of the supervisory board form the **human resources committee**. Josef Blazicek is committee chairman and co-ordinates the committee's work. The other two members of the compensation committee are the supervisory board members Peter Brogle and Friedrich Roithner. This committee is primarily responsible for making recommendations to the supervisory board regarding the appointment and removal of members of the management board,

the handling of agreements with company directors, making preparations for setting the compensation of company directors, as well as for reviewing the management board's compensation system.

The human resources committee conducted one meeting by telephone during the reporting year. During this telephone conference on **7 July 2014** the human resources committee dealt with the matter of the early reappointment of the two members of the management board, Lars Landwehrkamp (CEO) and Stefan Land (CFO), as of 1 October 2014 for an additional five years until 30 September 2019, as well as with the related employment contracts. The committee members also held various co-ordination discussions.

Annual and Consolidated Financial Statements and Management Reports

The annual general meeting of 27 March 2014 elected the Stuttgart offices of KPMG AG Wirtschaftsprüfungsgesellschaft, Berlin, («KPMG») to be the auditors of the company and consolidated financial statements for the financial year 2013/14. The audit committee contracted the KPMG to carry out the audit. KPMG examined the annual financial statements and management report, as well as the consolidated financial statements and Group management report prepared by the management board pertaining to the financial year 2013/14, and issued them an unqualified audit opinion.

The documents relating to the annual accounts and the audit reports from the auditor for the financial year 2013/14 were duly submitted for review to the audit committee and the supervisory board. The supervisory board carefully examined these records and thoroughly discussed them with the management board during a meeting by telephone on **24 November 2014**. The audit committee discussed the documents at length and in detail with the auditor and management board, which were present at its meeting on **28 November 2014**, and prepared the supervisory board resolution approving the annual and consolidated financial statements in its meeting on **28 November 2014**. The auditor reported about the findings of its audit in the audit committee meeting on 28 November 2014. The auditor's explanations, especially those regarding the earnings, assets and financial situation of the company and the Group, were then discussed at length and in detail. All of the audit committee's questions were answered. The audit committee was satisfied that there was no evidence of bias or conflicts of interest on the part of the auditor. The audit committee was also briefed in depth about the services KPMG provided that were not part of the audit itself. In line with its supervisory function, the audit committee also reviewed the Group's internal control and risk management system during its meeting of 28 November 2014 and expressed confidence in its effectiveness. The risk management records for the financial year 2013/14 were presented for examination to the audit committee and supervisory board on a timely basis. Furthermore, the company's risk manager reported directly to the audit committee about the findings in his report. All of the audit committee's questions were answered.

During the supervisory board meeting convened on **28 November 2014** to finalise the financial statements, the audit committee reported to the supervisory board about its deliberations with the auditor and the management board, its oversight and monitoring of the accounting process, and the findings of its own audit. Furthermore, the audit committee described to the supervisory board how, as part of its supervisory function, it concerns itself with the Group's internal control and risk management system, and how it was satisfied with the system's effectiveness and appropriateness. The supervisory board also expressed its confidence in the effectiveness and appropriateness of the internal control and risk management system following its own thorough review. The risk manager, the head of internal auditing, and the management board answered all of the questions that the supervisory board had about this subject. The auditor also gave a detailed report to the supervisory board about the audit and the findings that were presented and discussed earlier in the meeting of the audit committee. The supervisory board carefully discussed the documents relating to the annual accounts in the presence of the auditor on 28 November 2014 and concluded that the audit by KPMG was conducted properly and that the audit reports and the audit itself comply with statutory requirements. The auditor and the management board answered all of the questions raised by the supervisory board. Based on the final results of its own examination of the annual financial statements, the consolidated financial statements, and the management reports, the supervisory board raised no objections to the annual and consolidated financial statements prepared by the management board, followed the audit committee's

recommendations, and concurred with the findings of the auditor. On 28 November 2014, the supervisory board approved the annual and consolidated financial statements prepared by the management board. The annual financial statements for All for One Steeb AG were thereby finalised pursuant to § 172 of the German Stock Corporation Act (hereafter called »Aktiengesetz«). After a long and careful discussion, the supervisory board approved the management board's recommendation as presented for the appropriation of the net earnings. Also during its meeting of 28 November 2014, the supervisory board discussed the current business situation and the agenda for the annual general meeting scheduled for 11 March 2015.

Dependent Company Report

The management board prepared a report about relationships with affiliated companies pursuant to §312 »Aktiengesetz«. The auditor examined this report and issued the following audit opinion:

»Based on our audit and review in accordance with professional standards, we certify that:

1. The actual information contained in the report is accurate.
2. The consideration paid by the company for the transactions listed in the report was not inappropriately high«.

The management board informed the audit committee and the supervisory board promptly about the Dependent Company Report and the audit report that the auditor prepared concerning it. The audit committee thoroughly examined and discussed these documents again in its meeting on 28 November 2014 and the supervisory board did the same in its meeting on 28 November 2014. These examinations did not give rise to any objections.

Corporate Governance

The management board and supervisory board fulfilled their obligation to prepare a joint Declaration of Conformity pursuant to §161 »Aktiengesetz« in February 2014. The wording was published on the company's website and in the Federal Gazette. Over the course of the financial year 2013/14, the supervisory board and the management board were both extensively involved in improving and enhancing corporate governance within All for One Steeb AG and dealt in depth with the new version of the German Corporate Governance Code that was issued on 24 June 2014. Additional information about corporate governance can be found in the »Corporate Governance Report« in the annual report.

No conflicts of interest arose between the members of the management board and supervisory board during the reporting period, such as would be required to be reported to the supervisory board or about which the annual general meeting would have to be informed.

The supervisory board wishes to thank the management board and each and every employee throughout the Group for their personal commitment, their hard work and accomplishments. You have taken All for One Steeb AG another major step forward. We in the supervisory board have every reason to believe that the company is well prepared and positioned to achieve even more in the future.

Filderstadt, 28 November 2014

The Supervisory Board

Peter Brogle

Chairman of the Supervisory Board

CORPORATE GOVERNANCE REPORT

Corporate governance is of central importance for All for One Steeb AG and therefore firmly anchored within our day-to-day business. Governance that is responsible, transparent and sustainable is a key part of our strategy and a principle that we actively live by here at All for One Steeb AG. The following is the report on corporate governance published by the management board – and on behalf of the supervisory board – in accordance with section 3.10 of the German Corporate Governance Code.

Trustworthy corporate governance is not only the very essence of everything that All for One Steeb does on a daily basis for its shareholders, business partners, employees and relationships with the public, it also forms the foundation for sustained success and achievement. The recommendations made by the Government Commission on the German Corporate Governance Code provide important advice and guidance to this end. The Government Commission issued a new version of the Corporate Governance Code on 24 June 2014. Apart from a few clarifications, this 24 June 2014 version of the code contains no changes or additions.

Declaration of Conformity and Corporate Governance Statement

The Declaration of Conformity by the supervisory board and management board prepared in accordance with §161 »Aktien-gesetz« and the Corporate Governance Statement pursuant to §289a of the German Commercial Code (hereafter called »Handelsgesetzbuch« or »HGB«) can be found in the Investor Relations section of the company's website www.all-for-one.com.

Shareholders and the Annual General Meeting

The shareholders of All for One Steeb AG exercise their rights at the annual general meeting. Each registered share carries one vote in accordance with §13 of the company articles of association. The chairman of the supervisory board chairs the annual general meeting. The annual general meeting decides on all its tasks and duties as prescribed by law.

Supervisory Board

The primary task of the supervisory board is to advise and oversee the management board. The supervisory board of All for One Steeb AG currently consists of six members, two of which are employee representatives. The responsibilities and obligations of the supervisory board are regulated in the »Aktiengesetz«, the company articles of association and in the standing rules of the supervisory board and its committees.

Management Board

As the governing body of a stock corporation, the management board directs the business and, in accordance with the provisions of stock corporation law, is bound to the interests and the business policies of the company. In exercising its executive authority, the management board is committed to the company's interests and to increasing its sustainable enterprise value. It reports to the supervisory board comprehensively and on a regular basis about all issues concerning business performance, the corporate strategy and potential risks. The responsibilities and obligations of the management board are as regulated in the »Aktiengesetz«, the articles of association, the standing rules and in the management board's schedule of responsibilities.

The Work of the Management Board and Supervisory Board / Committees

The management board and supervisory board maintain a close and trusted relationship as they work in the interest of All for One Steeb AG. The chairman of the supervisory board co-ordinates the work of the supervisory board and chairs its meetings. The supervisory board also appointed committees. The management board usually participates in the meetings of the supervisory board, reports orally and in writing about the individual agenda items and proposed resolutions, and answers questions put forth by the members of the supervisory board.

In accordance with §6 of the All for One Steeb AG articles of association, the supervisory board appoints the members of the management board and establishes the standing rules and a schedule of responsibilities for the management board. The chairman of the supervisory board decides if the members of the management board should take part in the supervisory board meetings. And finally, the supervisory board establishes standing rules for itself. The supervisory board provides details about its activities in its report to the shareholders and during the annual general meeting.

The supervisory board respects diversity in the composition of the management board. In appointing the members, the supervisory board evaluates the relevant personal and professional qualifications of the candidates, such as knowledge of the industry, experience, technical expertise and international character, and endeavours to provide appropriate consideration to women.

The supervisory board makes every effort to focus on the interests of the company when nominating suitable candidates for election as members of the supervisory board. In so doing, the supervisory board respects diversity and strives to achieve an equitable representation of women.

Transparency

All for One Steeb AG attaches great importance to an information policy that stresses the provision of information that is uniform, comprehensive and timely. This is why the company informs all interest groups about the company's situation and all significant changes and developments within the business on a regular and timely basis. The most important communication tools used for this purpose are the Internet and the company's website. Reporting is also made in the annual report, as part of press and analyst conferences, during roadshows and in the regular quarterly financial reports. Furthermore, information is also published in the form of press releases and ad hoc announcements. The company also complies with the disclosure requirements regarding such matters as voting rights announcements. All disclosures, announcements, presentations and reports are also permanently available in the Investor Relations and Press Center sections of the company's website. All for One Steeb AG has also prepared, and continually maintains and updates, the insider list pursuant to §15b German Securities Trading Act (hereafter called »Wertpapierhandelsgesetz« or »WpHG«). The individuals included in this list have been informed of their statutory duties and the sanctions associated with access to insider information.

In line with the principle of fair disclosure, all shareholders and significant target groups are treated equally when it comes to the disclosure of information. For statutory reasons principal shareholders may receive some information in advance if such is required for preparing its group financial statements, group interim reporting, business plans and budgets. The recipients of such information are formally bound to treat this information as confidential and not to disclose it.

Compensation Report

The management board's compensation system is explained in the Group Management Report. The notes to the consolidated financial statements also provide detailed information about compensation for each member of the management board and supervisory board divided into fixed and variable components. The structure of the compensation system is reviewed regularly.

Stock Option Programmes and Similar Incentive Systems

There are currently no stock option programmes or similar incentive systems in place for the members of the supervisory board or the management board.

Shares Held by Board Members

The members of the management board and the supervisory board hold shares in All for One Steeb AG as shown in the following table:

SHARES	30.09.2014 Direct	30.09.2014 Indirect	30.09.2013 Direct	30.09.2013 Indirect
Supervisory Board				
Peter Brogle	42,513	0	41,263	0
Josef Blazicek	6,500	12,000	6,500	12,000
Peter Fritsch	24,000	0	24,000	0
Friedrich Roithner (since 14 March 2013)	0	0	0	0
Jörgen Dalhoff (since 14 March 2013)	250	0	250	0
Detlef Mehlmann (since 14 March 2013)	0	0	0	0
Management Board				
Lars Landwehrkamp	50,000	22,500	50,000	22,500
Stefan Land	32,000	0	32,735	0
	155,263	34,500	154,748	34,500

All changes in the amount of stock held by the members of the management board and the supervisory board are disclosed in accordance with statutory regulations and also made permanently available to the public on the company's website.

Accounting and Auditing

All for One Steeb AG prepares its consolidated financial statements in accordance with IFRS, and the annual financial statements in accordance with the »Handelsgesetzbuch«. Once prepared by the management board, the consolidated financial statements and the annual financial statements are audited by the auditors, approved and finalised by the supervisory board, and then published within 90 days after the end of the financial year. The auditors do not review the interim reports.

Key Performance Indicators and Control Systems

Sales revenues and operating earnings (EBIT) are the key financial figures used in managing the All for One Steeb Group. These control parameters are aligned with one another with an eye toward pursuing as sustainable and profitable a path to growth as possible.

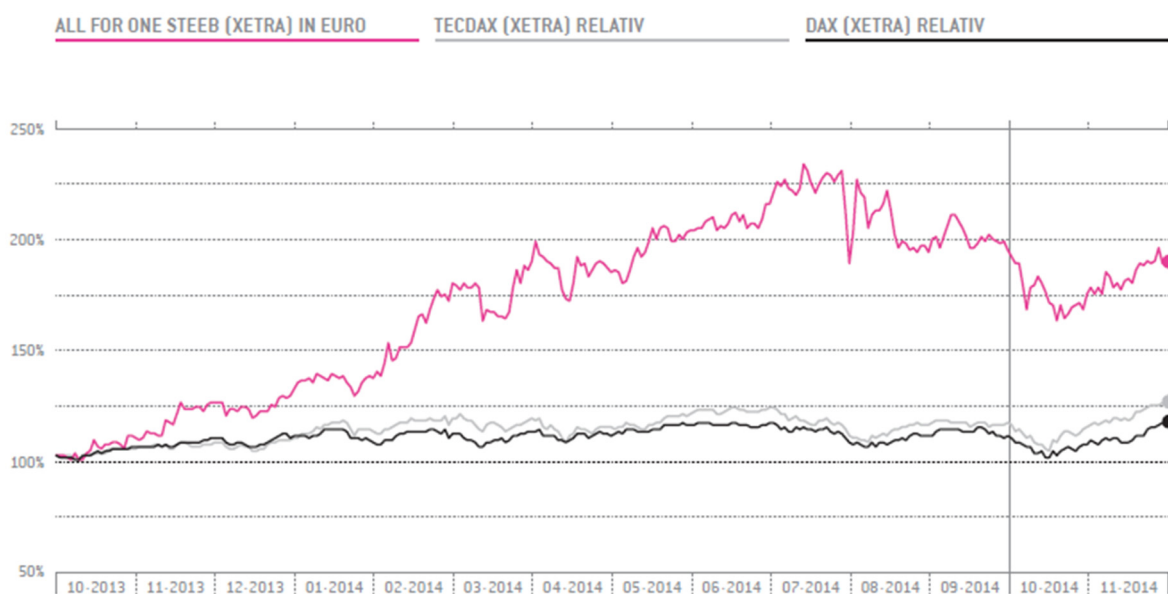
As part of its overall responsibility for the Group, the management board is required in accordance with §91, section 2 »Aktiengesetz« to establish a risk early warning system to identify existential risks as early as possible. This risk early warning system is an integral part of the planning, budgeting, control and reporting processes. A detailed description of the risk management system and the internal control system is included in the Opportunities and Risk Report section of the Group Management Report (see also the Group Management Report sections 3.2. Risk Management System and 3.3. Internal Control System).

The Share

On the Radar

The Financial year 2013/14 marked the first time that All for One Steeb AG broke the EUR 100 million market capitalisation threshold. This milestone makes this SAP full-service provider's stock more than just a bright blip on the radar of institutional and other investors.

Share Performance 2013/14



The business model is robust and generates sustainable growth, and the dividend policy is designed to ensure continuity. Both are a winning combination on the capital markets. The share's trendline is pointing upwards. While the share price rose from EUR 10.87 to 15.45 during the financial year 2012/13, it climbed to a closing price of EUR 30.40 in the current 2013/14 reporting year. The financial magazine *Focus Money* considers All for One Steeb's stock to be nothing less than a »German stock market wunderkind«. Only three other securities managed to also record a gain of more than 1,000 percent over the past five years. Even a direct comparison with the DAX and TecDAX for the current reporting year 2013/14 clearly shows: All for One Steeb shares again performed significantly better and left both benchmark indices far behind.

Good Foundation

The foundation is remarkably good. All for One Steeb is growing sustainably, in the right direction and with good prospects. Recurring revenues from outsourcing and cloud services, including software maintenance, reached a volume of about EUR 100 million in the financial year 2013/14. This is nearly half of total revenues. The expanded strategy means that additional market opportunities can be targeted, such as for cloud services, corporate performance management and business analytics. These are all good signs that the value of All for One Steeb will advance in the coming years.

Dividend Distribution Increased from 15 to 50 Euro Cents per Share

Shareholders benefit from good business performance through gains in the share price and from dividends. The annual general meeting of 27 March 2014 increased the dividend from 15 euro cents per share (2011/12) to 50 euro cents per share (2012/13). In relation to the 2012/13 Group earnings after tax of EUR 5.6 million (2011/12: EUR 4.2 million), the dividend payout ratio was 43% (2011/12: 17%). Accordingly, the amount of the distribution was approximately EUR 2.4 million for the total of 4,860,000 shares entitled to dividends as at 27 March 2014. The 122,000 new ordinary shares created in December 2013 as part of a capital increase against a non-cash contribution that excluded subscription rights will be initially eligible to dividends beginning on 1 October 2013 (financial year 2013/14).

Taking Excellent Care of Business and Private Investors

All for One Steeb communicates and shares information in a manner that is candid, transparent and sustained. The focus of these efforts is as much on shareholders, investors, analysts and the financial and business press as it is on private investors. Leading media outlets, such as *Euro am Sonntag*, *Börse Online*, *Der Aktionär*, *Focus Money*, as well as market letters including *Prior Börse*, *Der Platow Brief* and *Czerwensky intern*, use our corporate news releases as the basis for preparing their own articles and feature stories. We regularly report in-depth about the company's business developments during individual discussions hosted at All for One Steeb and those conducted at investor events, press meetings and trade shows, as well as during telephone and analyst conferences. Investors can find a broad range of continuously updated information about All for One Steeb and its stock in the Investor Relations tab of the corporate website (www.all-for-one.com/ir-english). The company also offers investors such services as corporate news forwarded by e-mail, a variety of social-media feeds, and announcements of and registrations for the annual general meeting. The Investor Relations department also publishes current analyst estimates, corporate studies and financial reports and presentations, in addition to reporting about corporate governance and serving as the key initial point of contact for countless one-on-one discussions.

KEY FIGURES	
ISIN / WKN	DE0005110001 / 511 000
Market Segment	Prime Standard
Stock Exchange Centre	Frankfurt Stock Exchange
Date of Listing	30 November 1998 (then: AC-Service AG)
Indices	CDAX, Prime All Share, Technology All Share, DAXsector All Software, DAXsector Software, DAXsubsector All IT-Services, DAXsubsector IT-Services
Designated Sponsor	BankM
Highest Price Financial Year 2013/14*	EUR 36.50 (16 July 2014)
Lowest Price Financial Year 2013/14*	EUR 15.36 (9 October 2013)
Price at Start of Financial Year 2013/14*	EUR 15.75 (1 October 2013)
Price at End of Financial Year 2013/14*	EUR 30.40 (30 September 2014)
Market Capitalisation**	EUR 151.5 million
Earnings per Share in Financial Year 2013/14	EUR 1.63
Share Capital	EUR 14.95 million
Number of Shares	4,982,000 registered shares

SHAREHOLDERS' STRUCTURE	
Pierer Industrie AG	approx. 25%
Unternehmens Invest AG	approx. 25%
BEKO HOLDING AG	approx. 12%
Qino Capital Partners AG	approx. 10%
Management and Supervisory Board	approx. 4%
Freefloat	approx. 24%

* share price at day-end (XETRA)

** with reference to share price at end of 30 September 2014 (XETRA) and 4,982,000 shares

GROUP MANAGEMENT REPORT

All for One Steeb AG

Financial Year from 1 October 2013 to 30 September 2014

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1. Principles of the Group

1.1. General Information

All for One Steeb AG, Filderstadt/Germany, is the leading SAP full-service provider in the German-speaking midmarket segment. The company is listed on the Prime Standard of the Frankfurt Stock Exchange (ISIN DE0005110001, WKN 511 000).

The All for One Steeb Group

Unless otherwise indicated or apparent from context, the designations »All for One Steeb AG«, »All for One Steeb«, »company«, and »Group« as used in this Group Management Report indicate the All for One Steeb AG Group including its subsidiaries.

Financial Year

The financial year 2013/14 of All for One Steeb AG began – deviating from the calendar year – on 1 October 2013 and ended on 30 September 2014. The corresponding prior year period covers the timeframe of 1 October 2012 to 30 September 2013.

Segment Information

We no longer review profitability and decisions regarding the allocation of Group resources in terms of individual segments, but on an integrated basis instead. The separation into the Integrated Solutions and HR Solutions segments and the related segment reporting were discontinued entirely starting with the 9-Month Report dated 30 June 2014.

Percentages

All percentages were calculated on values given in KEUR.

Forward-Looking Statements

This Group Management Report contains statements pertaining to the future performance of All for One Steeb AG and to future economic conditions and developments. These statements represent estimates and projections that we made based on the information that was available to us at the time this Group Management Report was prepared. Actual results may differ materially from the results forecast here in the event that the underlying assumptions do not materialise or additional risks arise. No warranty can be made as to the accuracy of any such forward-looking statements.

1.2. Strategy

All for One Steeb AG considers itself the Number 1 in the German-speaking SAP market serving the largest midmarket customer base. Our portfolio comprises end-to-end services and solutions along the entire IT value chain. Operations are run on site at our clients' facilities and from the private cloud of our data centers. In light of the fact that our services are increasingly being asked for by larger businesses, market observers, such as PAC (Pierre Audoin Consultants GmbH, Munich) and Experton (Experton AG, Ismaning), now rank us among the leading IT service providers in the extended market that includes cloud services, business analytics, corporate performance management, human capital management, application management services, and managed communications and collaboration (*see BI Services in Germany, PAC, 2014; Application Management in Germany, PAC, 2013; Leading Providers of SAP Hosting in Germany, PAC, 2013; Big Data Vendor Benchmark, Experton, 2014; Cloud Vendor Benchmark, Experton, 2014*).

Our industry focus is directed toward the machinery and equipment manufacturing, automotive, consumer goods, technical wholesaling and project service sectors. We also provide high-availability operations for all business-related IT systems as a full service from our data centers' private cloud – and not just for SAP solutions, but for Microsoft Exchange, SharePoint and Lync as well. As a founding member of United VARs, the global network of leading SAP partners for small and mid-sized

enterprises, All for One Steeb offers a comprehensive range of consulting, services, and on-site support in more than 60 countries including those where German is spoken.

Innovative software technologies are often introduced in large businesses before gaining a foothold among small to mid-sized enterprises. As a specialist for technology consulting, in-memory high-speed computing (SAP HANA), business analytics and corporate performance management, as well as special operating models from within our data centers (private cloud solutions and services), we use both our SAP expertise and other technology skills to build value for our customers.

We made further fine adjustments to our strategy during this reporting year in order to proactively manage the way we utilise expanded market opportunities. The company *avantum consult AG*, Düsseldorf, has been a wholly owned subsidiary of All for One Steeb AG since May 2014. This manufacturer-independent consulting company is one of the leading addresses in the German-speaking market for business analytics and corporate performance management and is already working for many large corporations in addition to larger midmarket companies. As was the case with KWP (Kümmel, Wiedmann + Partner Unternehmensberatung GmbH, Heilbronn) – we enlarged our shareholdings to 100% in this, our biggest subsidiary, at the end of 2013 – *avantum consult AG*, Düsseldorf, helps enhance our integrated business model of being an SAP full-service provider for the midmarket segment by adding the kind of specialised skills that are increasingly being asked for by large corporations.

1.3. Business Model and Portfolio

Using an efficient one-stop-shop concept, we provide our customers with all-encompassing services and support from one single source. The important thing here is the focus on selected industries in countries where German is spoken, the partnership with SAP and what in our view is its most extensive portfolio of cloud services, and our United VARs partner network for worldwide projects.

The full range of products and services geared towards end-to-end customer support extends from management and technology consulting, software licenses, industry solutions, and optimisation projects to software maintenance, outsourcing and managed services from our data centers' private cloud, and also covers all enterprise processes. Our integrated portfolio also encompasses add-on solutions and services for the SAP ERP HCM (Enterprise Resource Planning Human Capital Management) platform and SAP SuccessFactors that form the basis for offering extensive implementation, advisory and support services that reach all the way to recurring HR Business Process Outsourcing Services. Besides the more traditional administrative HCM requirements, our portfolio of products and services is increasingly being determined by strategic human resource initiatives, such as employee portals (employee self-service), candidate management (e-recruitment), management appraisals, and workforce training and development (talent management). Thanks to the acquisition of *avantum consult AG*, Düsseldorf (see section 2.2, Acquisitions), we have also significantly expanded our solutions and consulting portfolio for business analytics and corporate performance management.

This means that our overall portfolio is more strongly oriented towards future growth fields beyond enterprise solutions and applications, which include enterprise data analysis (analytics), mobile solutions (mobile business), SAP proprietary technologies (database and technology), and new types of data center services (cloud) often in connection with in-memory computing.

Industry-Focused Products and Services

One major pillar of All for One's integrated business model is formed by its proprietary and certified All-in-One solutions. These are carefully pre-configured to the typical business processes of specific branches of industry, are very economical to implement and can be run either within the All for One Steeb data centers or at the customer's facilities. Within the All for One Steeb AG these are predominately the industry solutions for the manufacturing and the consumer goods industry.

Proprietary industry solutions specifically developed for the wide-ranging demands of human resource management and for the SAP Business ByDesign cloud software are also available. Along with that, numerous in-house-developed add-on solutions are being offered to meet the management and organisational challenges faced by these target industries. Characteristically tailored to specific industry needs, these add-on solutions not only improve the user friendliness of the SAP software, but also considerably reduce SAP project implementation costs. As a result, the market penetration of our target groups, namely the machinery and equipment manufacturers, the automotive supplier industry, the consumer goods industry and project services providers, was further increased during the reporting year.

Sales Organisation and Customer Service and Support

All for One Steeb is highly sales and service oriented. We use our own sales, consulting and support resources to serve our customers primarily in Germany, Austria and Switzerland. In addition to direct sales teams that mostly cover specific regions and subjects, we also have an extended indirect sales channel in the form of our »All for One Steeb Business Partner Programme« with more than 100 partners with whom we collaborate as if »from one source« to support our customers as completely and comprehensively as possible. Our consulting and advisory services in countries where German is spoken are provided in close touch with the customers from a number of offices that are firmly established within the respective regions. As a means of supplementing our service and support facilities in German-speaking countries, we further expanded our service center in Turkey during the reporting year, which exclusively serves our customers in those countries where German is spoken.

All for One Steeb founded the United VARs partner network back in 2006 to provide worldwide support to its small and mid-sized customers. The leading SAP partners in their respective countries have since joined this alliance – organised similarly to Lufthansa’s Star Alliance – and offer internationally operating customers in over 60 countries across the world a wide range of professional on-site services and support based on uniform quality standards and recognised project methods. All for One Steeb established the limited liability partnership United VARs LLP together with 21 other partners in November 2011. This gave the alliance, which had its beginnings in 2006 as a partner network, a powerful marketing, sales and co-ordination platform that not only promotes the globally co-ordinated service and support provided to established clients, but also the acquisition of new international client projects. All for One will hold the chairmanship of United VARs LLP’s three-member board of directors. This allows All for One to create a tremendous degree of efficiency to benefit its clients on a global scale.

Partnership with SAP and the SAP Ecosystem

The partnership with SAP is the hub of our daily business. By its own estimates, All for One Steeb directly, meaning software maintenance and outsourcing contracts, serves the largest installed base of SAP midmarket customers within the German-speaking region. SAP software and related services form the core of the company’s portfolio of products and services. SAP underscores the important role that All for One Steeb AG plays within the SAP midmarket segment by having presented it with numerous awards and granting it the highest partner status. All for One Steeb belongs to that small group of partners that have qualified not only as a Gold Partner, but as an SAP-Certified Provider of Hosting Services, SAP-Certified Provider of Cloud Services«, SAP-Certified Provider of SAP HANA Operations Services, SAP-Certified Provider of Application Management Services and as Special Expertise Partner. We moved into a special Joint Research & Development Lab directly within the SAP PartnerPort in Walldorf during the 2013/14 reporting year in order to maintain close feedback with SAP in developing new reference architectures and operating solutions for SAP HANA. As a result, All for One Steeb AG not only managed to further enhance its top position in the German-speaking SAP midmarket segment, but also its role as a recognised and leading authority within the SAP ecosystem as well. In addition to SAP, All for One Steeb also works closely together with such technology partners as NetApp, Cisco and VmWare. We are also a Microsoft Gold Hosting Partner and a Gold Access and Identity Partner.

Brand Strategy

Primarily through purchases, All for One Steeb has acquired a number of valuable brands in recent years, which are well established within their respective market segments. For this reason we are pursuing a multi-brand strategy, the heart of which is formed by the strong appeal of the »All for One Steeb« (Das SAP Haus, full-service provider) master brand, which in turn reinforces the »avantum« (business analytics, corporate performance management), »Grandconsult« (management consulting), »KWP« (human capital management), »OSC« (logistics), and »WEBMAXX« (managed communications and collaboration) family of brands.

Competition

All for One Steeb faces intense competition. Besides ERP manufacturers outside of SAP, our competitors include SAP system resellers and internationally operating IT outsourcing and technology service providers. Our company also competes with consultancies specialised in SAP HCM, business analytics and corporate performance, the SAP consulting units of major international IT services groups, as well as with providers of human resources and business analytics software other than from SAP.

1.4. Customers

As a strategic partner, we help our customers make their business processes and workflows more powerful and reliable, enhance the security and availability of software applications and systems that are critical to their business, and in turn improve their competitiveness. We also support them with software and technology innovations not only when developing new business models, but in the planning, control and analysis of business performance as well. We work closely with our customers on every level to deliver value. Because our extensive customer communications programme includes numerous event formats, we can actively promote the exchange of knowledge among our customers, and provide them with early insights into and the opportunity of helping shape new developments and applications.

This kind of close relationship goes down well with our customers. All for One Steeb was the only company from the German-speaking region to be awarded the Pinnacle Award as »SME VAR/Reseller of the Year« by SAP for the second year running. Customer feedback was a decisive factor in earning this award, which otherwise has only been conferred on globally operating companies such as IBM, HP, Accenture, Atos, Tata Consultancy, Cap Gemini, Deloitte. We rank among the »Best Consultants 2014« according to the business magazine *brand eins* after it completed one of the most extensive surveys ever conducted in Germany that included major corporations. We are also recognised as one of »Germany's Best IT Consultancies« (TOP Consultant 2013/14).

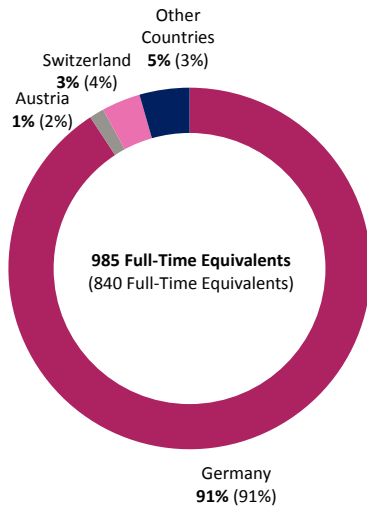
1.5. Employees

For an IT services company like All for One Steeb AG, sustained business success is closely linked to highly qualified and motivated employees. A consistent and sustained programme of human-resource-related activities forms an essential pillar of our corporate culture. Such activities are designed to maintain and promote our employees' commitment to performance with an eye towards outstanding service quality and customer satisfaction, as well as to further enhance All for One Steeb's outstanding image as an employer of choice.

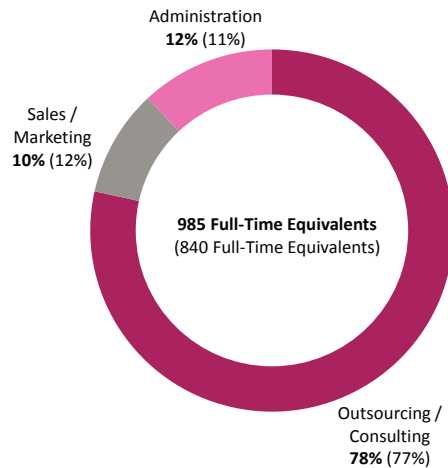
Staffing strength as at 30 September 2014 increased 16% to 1.077 employees (30 September 2013: 926 employees) as a result of the incorporation of the acquisitions (see section 2.2, Acquisitions) and a number of additional new hires and exceeded the mark of 1,000 employees for the first time. The average personnel capacity increased from 764 (2012/13) to 922 (2013/14) full-time equivalents. Of the 985 full-time equivalents as at 30 September 2014 (30 September 2013: 840), a total of 894 were in Germany (30 September 2013: 767), 13 in Austria (30 September 2013: 16), 34 in Switzerland (30 September 2013: 33) and 44 full-time equivalents were in the other countries (30 September 2013: 24).

The following charts show the percentage distribution of full-time equivalents as at 30 September 2014:

Distribution of Full-Time Equivalents by Country



Distribution of Full-Time Equivalents by Field of Work



Of the 985 full-time equivalents (30 September 2013: 840), 773 were employed in the areas of outsourcing services and consulting (30 September 2013: 650), 118 were in administration (30 September 2013: 92) and 94 were in sales and marketing (30 September 2013: 98) as at 30 September 2014.

Over the course of several years, and including acquisitions, the number of employees more than doubled from 477 (30 September 2011) to 1,077 (30 September 2014). Despite this growth in personnel, All for One Steeb continues to look for well-trained and highly skilled employees for a number of areas. As a result Recruiting campaigns in German airports, trains, at trade fairs and on the internet (www.neuer-freiraum.de), very good ratings in career portals and accelerated training programmes have all strengthened our image as the Number 1 in the SAP midmarket segment and also as an attractive employer of choice. There has been a notable increase in the number and quality of applications received for the many vacant positions. Contributing to this were special incentive programmes (such as an employee referral programme) and the continuing public visibility from having earned the awards as Germany's »Best Employer in ITC« (Great Place to Work, 2014) and »Best Employers in Germany« (*Focus Spezial*, 2014) awards. Along with that, the expansion of our service location in Turkey will allow All for One Steeb to tap into and develop the local human resources market in Istanbul with its many German-speaking SAP experts. Nevertheless, the job-market availability of SAP specialists with experience in the midmarket sector remains very slim.

Besides the skills of our employees, our sustained success is due primarily to our corporate culture with its clear objectives and the values we live every day. We dealt more intensively with our corporate values and management guidelines during the reporting year in order to not only promote and give greater awareness to our longstanding practices, but to better illustrate these to our many new employees across the Group. Among other things, this involved carrying out numerous workshops and starting a special communications programme.

In its efforts to promote training and education, All for One Steeb has expanded its co-operation with the Duale Hochschule Baden-Württemberg Ravensburg (DHBW), a state university that employs a dual system of theoretical and practical training. This co-operation helps train students pursuing a Bachelor of Science dual-study degree in the university's Department of Business Informatics. Furthermore, the company supervises and advises on college-degree-related semester and final-year projects, arranges internships for school-age and college students, and now employs trainees in addition to student hires.

Salaries consist of performance-based variable components in addition to a fixed rate of compensation. The amount of these variable components depends on the scope and responsibilities of the job and position within the company.

1.6. Internal Management System: Financial and Non-Financial Performance Indicators

All for One Steeb AG's management and control system primarily involves financial performance indicators. As in the prior year, the two control parameters of sales revenues and operating results (EBIT) were again used in the current 2013/14 reporting year. Both control parameters are allied with one another with an eye toward pursuing as sustainable an approach to profitable growth as possible and, consistent with the business planning, are newly aligned in their absolute numbers every year. The indicators of orders on hand, new orders and order range are still not quantified and therefore not included in our management and control system.

The management and control system of All for One Steeb AG contains no non-financial performance indicators that are employed, quantified, planned or monitored in terms of target achievement throughout the Group according to a consistent and uniform system. Various non-financial performance indicators are used for fine tuning at the individual company, department and team leadership levels. These mainly involve what are strictly qualitative target values. As an example, specific qualification programmes are an integral part of the performance objective agreements for many employees in the consulting field. One example of a qualitative target value within the business development field is maintaining our high level of geographical coverage of customer markets outside of German-speaking countries as part of the United VARs partner network (see section 1.3, Business Model and Portfolio). This is the reason why our outlook (see section 5) contains no quantitative information about non-financial performance indicators.

2. Report on Economic Position

2.1. Economy and the Market

Overall Economic Development

The German economy is losing momentum. Following advances in 2010 (plus 3.9%), 2011 (plus 3.4%) and 2012 (plus 0.9%), the growth in the (seasonally and calendar-adjusted) gross domestic product in 2013 declined to a mere plus of 0.5% compared to that of the prior year. Whereas the GDP posted a gain of 0.7% during the period of January to March 2014, economic output fell 0.2% in the 2nd quarter 2014 over that of the prior quarter (*Source: Federal Statistics Office*). Then in the 3rd quarter 2014, the many international crises further diminished the state of the economy in Germany. September 2014 saw the monthly Ifo Business Climate Index drop for the fifth time in a row. The Association of German Banks adjusted its annual GDP forecast for 2014 downward from plus 1.8% to 1.5%. The VDMA German Engineering Federation now only expects a growth of 1% in production value for the highly export-dependent machinery and equipment manufacturing sector. It had earlier projected a plus of 3% (*Source: VDMA, 28 July 2014*). The ZVEI German Electrical and Electronics Manufacturers Association announced an increase in orders of 0.8% for the period of January to July 2014 (*Source: ZVEI, 8 September 2014*). This association's members include many automotive suppliers and project service companies, which along with machinery and equipment manufacturers are All for One Steeb's core markets.

On the whole, Germany survived the major crisis of 2009/10 much better than most other economies and is in good shape when compared internationally. In September 2014 the overall picture within our key branches of industry, especially the machinery and equipment manufacturing, automotive and consumer goods industries, was one of a delicate balance between confidence and restraint. Growing internationalisation and increasing needs for process optimisation along the entire value chain were the sources of robust demand for IT investments during the reporting year.

IT Market Developments and their Impact on All for One Steeb

The primary drivers for investing in advanced enterprise software solutions and related IT services were still intact in 2014. In particular, these include the growing internationalisation and globalisation of the procurement and sales markets and those innovations that customers need to optimise costs, quality and processes. Trends such as enterprise data analysis (business analytics), the use of mobile devices in business environments (mobile solutions), high-speed data processing (in-memory computing) or cloud services further enhance the role played by business software solutions (enterprise backbone) while also providing a powerful stimulus for enhancing and improving SAP AG's business performance. These new technologies provide an umbrella of opportunities under which leading partners such as All for One Steeb can attain ever-greater prominence.

Besides its innovative strength, it is the outstanding investment security that comes with the world's leading enterprise resource planning (ERP) solution that is the most powerful argument for using SAP-based enterprise software applications. The rapid pace of innovation and the many new solutions and services being offered have accelerated both the trend toward obtaining end-to-end IT solutions from a single source, and the rate at which customers are outsourcing their IT infrastructure to outside service providers such as All for One Steeb.

The IT markets in Germany are again projected to grow significantly faster than the economy as a whole. The German market for IT services, such as consulting and outsourcing, is projected to expand by some 3.2% in 2014 (*Source: German Association for Information Technology, Telecommunications and New Media (BITKOM), 9 March 2014*). The top 25 companies in the IT consulting and systems-integration segment even expect a medium market growth of approximately 7% for 2014 (*Source: Lünendonk, 20 May 2014*). The shortage of highly trained and skilled workers remains the biggest impediment to growth (*Source: BITKOM, 24 January 2014*).

All for One Steeb AG again posted much higher rates of growth than the IT markets during the current 2013/14 reporting year, and as a result was once again able to make additional gains in market share.

2.2. Acquisitions

We view acquisitions as investments in customers, employees, know-how and growth. For this reason we used strategic acquisitions during the financial year 2013/14 to enlarge the Group beyond our normal organic growth:

avantum consult AG

Operating primarily in Germany and Switzerland, **avantum consult AG**, Düsseldorf, is a technology-independent consultancy in the market for business analytics and corporate performance management. The company and its some 70 employees generated revenues of approximately EUR 10 million in the calendar year 2013 and serves larger midmarket businesses and major corporations. In addition to bolstering our position as the Number 1 in the German-speaking midmarket segment, we want to use this strategic acquisition to also take a top spot in the rapidly growing overall market for business analytics and performance management. Market watchers such as Experton Group AG, Ismaning, already rank us among the top 20 big data companies in Germany (Big Data Vendor Benchmark 2013). The company was fully consolidated within the Group's consolidated financial statements with effect from 1 May 2014. Although the share of our recurring outsourcing revenues (including software maintenance) to sales as a whole may decline briefly – avantum mostly generates consulting revenues – our integrated business model's expanded access to the market should unlock new growth potential for recurring revenues. From May to September 2014, avantum consult AG recorded external revenues of EUR 3.6 million, which stemmed predominantly from consulting services. The transaction was funded using our own capital resources.

KWP

KWP KümmeI, Wiedmann + Partner Unternehmensberatung GmbH, Heilbronn, is our largest subsidiary and operates as a consulting company for SAP human resources software. We enlarged our equity interest in the company from 56% to 100% in December 2013 in order to decidedly broaden our joint customer base by offering new and integrated human resource products and services, and to form a powerful HCM (human capital management) house within the All for One Steeb Group. In addition to a cash component from our own capital resources, a capital increase against non-cash contributions from authorised capital was carried out to fund the transaction.

Because »KWP« and »avantum« are strong brands that are well established in their target market segments, we shall continue to use both names. The integration of avantum consult AG and KWP within the All for One Steeb Group is proceeding as scheduled and should be completed in the course of the financial year 2014/15.

2.3. Business Performance

Key Figures: Business Performance

in EUR millions	10/2013 – 9/2014	10/2012 – 9/2013 Angepasst*	Δ in %**
Sales revenues	217.2	186.3	17
EBITDA	20.5	16.8	21
EBIT	13.5	10.5	28
EBIT margin (in %)	6.2	5.6	
Employees (Ø number)	1,014	847	20

* Adjusted in accordance with IAS 19 (amended 2011)

** Deviations result from the calculation of values in KEUR

- Sales increased by 17% to EUR 217.2 million; organic growth was about 15%
- EBIT increased a disproportionate 28% to EUR 13.5 million; the EBIT margin was 6.2% (prior year: 5.6%)
- Group earnings increased by 56% to EUR 8.8 million
- Net debt of EUR 5.3 million (30 September 2013: EUR 6.2 million)
- 1,077 employees (30 September 2013: 926 employees)
- Equity ratio of 34% (30 September 2013: 35%)
- Forecast exceeded

All for One Steeb AG continued to successfully execute its growth strategy in the financial year 2013/14. In six-year comparison (continuing operations, acquisitions included) sales increased 193% to EUR 217.2 million (sales 2008/09: EUR 74.1 million) and the EBIT improved from minus EUR 0.3 million (2008/09) to plus EUR 13.5 million (2013/14). The current EBIT margin is 6.2% (2012/13: 5.6%). The share of recurring revenues to total revenues is virtually unchanged at 46% (2012/13: 47%). Our strong market position, unwavering focus on the customer, integrated business model, initial steps toward successfully expanding our strategy, and our buy & build strategy contributed greatly to these developments.

Forecast 2013/14 and Actual Performance

We published our forecast for the financial year 2013/14 on 7 November 2013, which projected revenues of EUR 205 to 210 million and an EBIT of between EUR 10.5 and 11.0 million. After an unexpectedly strong rise in recurring outsourcing revenues (including software maintenance), very high levels of license sales and the acquisition of avantum consult AG (fully consolidated since May 2014), we then raised our forecast on 31 July 2014 to revenues of at least EUR 215 million and an EBIT of between EUR 11 million and 12 million. These revenues and EBIT projections were surpassed. We finished the financial year 2013/14 with revenues of EUR 217.2 million (2012/13: EUR 186.3 million) and an EBIT of EUR 13.5 million (2012/13: EUR

10.5 million). These figures include external revenues of EUR 3.6 million from avantum consult AG, which was acquired in May 2014. Of this increase in revenues from EUR 186.3 million (2012/13) to EUR 217.2 million (2013/14), representing a total gain of 17%, 2 percentage points are attributable to external growth.

2.3.1. Earnings Situation

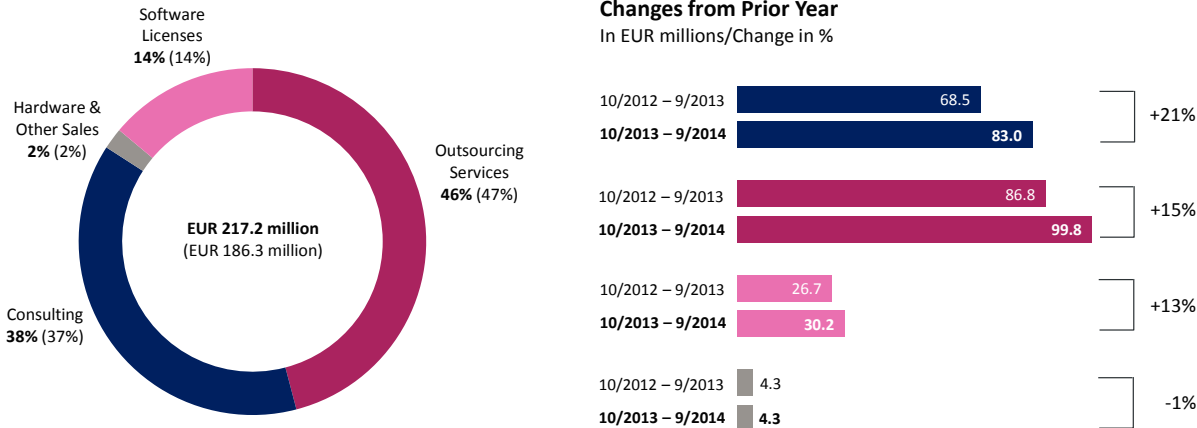
Sales Performance

During the reporting period All for One Steeb AG generated sales of EUR 217.2 million, for an increase of 17% over 2012/13 (EUR 186.3 million). Our integrated business model of outsourcing services (including software maintenance), software licenses and consulting again resulted in strong gains in all sources of revenues. We also managed to post a clear double-digit gain of 15% (2012/13: approximately 14%) in organic revenues even without including the acquisitions (see section 2.2, Acquisitions).

Sales by Type

The following charts illustrate the breakdown of sales revenues:

(Deviations result from the calculation of values in KEUR)

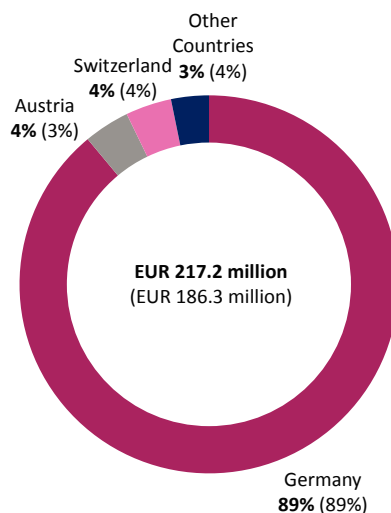


The amount of recurring revenues from outsourcing services (including software maintenance) increased during the reporting period by 15% to EUR 99.8 million (2012/13: EUR 86.8 million). This increase is attributable to both the acquisition of new customers and an extended range of services, including operating (Microsoft) e-mail landscapes in conjunction with (SAP) enterprise software in our data centers. These services now account for 46% of total sales revenues (2012/13: 47%).

This reporting year saw an unexpectedly strong increase in proceeds from the sale of SAP licenses, which totalled EUR 30.2 million, compared to the record level of the prior year (2012/13: EUR 26.7 million). This also explains why there was an overall high level of utilisation within the consulting business. Consulting revenues posted the strongest gain (21%) to EUR 83.0 million (2012/13: EUR 68.5 million). This achievement is a result of many new projects and the inclusion of avantum consult AG (see section 2.2, Acquisitions).

Sales by Country

The following chart illustrates the breakdown of sales revenues by country (based on domicile of servicer provider):



EUR 193.2 million (share of sales: 89%) of the sales revenues in the reporting period were attributable to Germany – a gain of 16% over the EUR 166.3 million in the prior year (share of sales 2012/13: 89%). Sales revenues in Austria increased by a considerable 37% to EUR 8.5 million (2012/13: EUR 6.2 million). Sales revenues in Switzerland also increased significantly by 26% to EUR 8.5 million (2012/13: EUR 6.7 million) in the reporting period. Sales revenues from the other countries of EUR 7.0 million remained virtually unchanged from the prior year.

Earnings Performance

Key Figures: Earnings Performance:

in EUR millions**	10/2013 – 9/2014	10/2012 – 9/2013 Adjusted*	Δ in %***
Sales revenues	217.2	186.3	17
Cost of materials and purchased services	-79.6	-71.5	11
Personnel expenses	-88.6	-72.2	23
Depreciation and amortisation	-7.0	-6.4	10
Other operating expenses/income	-28.6	-25.8	11
EBIT	13.5	10.5	28
Financial result	-1.4	-1.7	-15
EBT	12.0	8.8	37
Income tax	-3.3	-3.2	2
Earnings after tax	8.8	5.6	56

* Adjusted in accordance with IAS 19 (amended 2011)

** Some rounding differences

*** Deviations result from the calculation of values in KEUR

EBITDA Improves 21% to EUR 20.5 Million / EBIT up 28% to EUR 13.5 million / EBIT Margin of 6.2% (2012/13: 5.6%)

Other operating income was EUR 1.5 million (2012/13: EUR 1.5 million) and primarily comprises income from marketing support and employee payments in kind. The cost of materials mostly involves the purchase of SAP software licenses and expenditures for SAP maintenance contracts. The cost of materials ratio (cost of materials to sales) remained virtually unchanged at 37% (2012/13: 38%) due to a slightly modified revenue structure. Personnel expenses increased disproportionately to sales by 23% to EUR 88.6 million (2012/13: EUR 72.2 million). Personnel costs as a share of sales increased

from 39% (2012/13) to 41% (2013/14). This increase is partly due to the inclusion of avantum consult AG. Although other operating expenses increased 10% to EUR 30.1 million (2012/13: EUR 27.3 million), the ratio of these expenses to total sales declined slightly from 15% (2012/13) to 14% (2013/14). The depreciation and amortisation of EUR 7.0 million was greater than that of the prior year (2012/13: EUR 6.4 million) and resulted for the most part from the increase in regular amortisation of other intangible assets from EUR 3.2 million (2012/13) to EUR 3.7 million (2013/14), which was due partly to the inclusion of avantum consult AG.

The EBITDA was EUR 20.5 million (2012/13: EUR 16.8 million) for a gain of 21%. The corresponding EBIT also improved to EUR 13.5 million and was 28% above the prior-year figure of EUR 10.5 million. The EBIT margin increased to 6.2% (2012/13: 5.6%).

The financial result for the reporting year improved to minus EUR 1.4 million (2012/13: minus EUR 1.7 million). On-hand liquidity was used to fund the acquisitions in the financial year 2013/14 (see section 2.2, Acquisitions). In addition, a capital increase against a non-cash contribution from the authorised capital was carried out.

The EBT rose 37% to EUR 12.0 million (2012/13: EUR 8.8 million), whereas income taxes were an unchanged EUR 3.2 million. The Group's tax rate (income tax/EBT) for the current reporting period therefore declined from 36% (2012/13) to 26% (2013/14). Deferred taxes account for approximately EUR 0.2 million (2012/13: EUR 1.0 million) of the total income taxes. Earnings after tax were thus EUR 8.8 million for a plus of 56% (2012/13: EUR 5.6 million). Due for the most part to having enlarged our shareholdings in KWP to 100%, the non-controlling interest's share of earnings declined from EUR 0.8 million (2012/13) to EUR 0.7 million (2013/14). 122,000 new ordinary shares were issued in the course of the capital increase against a non-cash contribution in December 2013. Therefore the average number of shares outstanding increased from 4,860,000 (2012/13) to 4,954,926 (2013/14). Earnings per share were EUR 1.63 (2012/13: EUR 0.98), which is an increase of 66%. The adjustments to the prior year Income Statement including the Other Comprehensive Income, which were made because of revisions to IAS 19 (amended 2011), are explained under Employee Benefit Obligations in section H of the notes to the consolidated financial statements .

2.3.2. Assets and Financial Situation

Financial Management Principles and Objectives

Financial management at All for One Steeb is primarily understood as liquidity management, capital structure management and the management of interest rates and currencies. Another key focus of financial management is the monitoring of and compliance with the terms and conditions of loan agreements used to fund the company. The Opportunities and Risk Report (section 3) provides more details about financial and liquidity risks.

Key Asset and Financial Indicators

	Unit	30.09.2014	30.09.2013 Adjusted*	Δ in %
Equity to assets	%	70	71	-3
Days of sales outstanding	days	55	59	-8
Cash	EUR million	33.3	31.6	5
Net debt	EUR million	-5.3	-6.2	-15
Equity ratio	%	34	35	-2
Return on equity	%	17.3	12.4	16
Return on total capital	%	5.9	4.4	35

* Adjusted in accordance with IAS 19 (amended 2011)

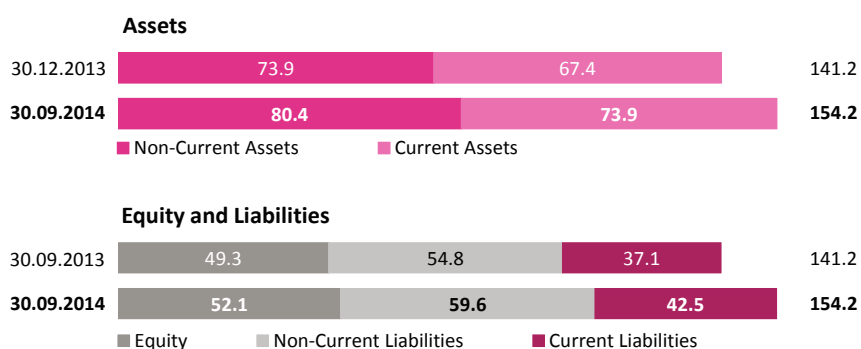
Group Balance Sheet

Total assets increased 9% from EUR 141.2 million (30 September 2013) to EUR 154.2 million (30 September 2014) and includes the initial consolidation of avantum consult AG (see section 2.2, Acquisitions). The following bar chart shows the most important changes:

Balance Sheet Structure

in EUR millions

(Figures may contain rounding differences. Prior year values adjusted in accordance with IAS 19 (amended 2011).)



The increase in non-current assets from EUR 73.9 million (30 September 2013) to EUR 80.4 million (30 September 2014) is mostly attributable to the inclusion of avantum consult AG (see section 2.2, Acquisitions). The other intangible assets item, which also includes the amounts recognised for the portfolio of customers (EUR 3.8 million) and the brand (EUR 1.6 million) acquired from avantum, increased from EUR 43.5 million (30 September 2013) to EUR 47.1 million (30 September 2014). Goodwill grew by EUR 2.6 million to 19.2 million. Tangible fixed assets declined slightly from EUR 8.9 million (30 September 2013) to EUR 8.6 million (30 September 2014) and primarily include technology landscapes for the operation of customer applications.

Current assets increased from EUR 67.4 million (30 September 2013) to EUR 73.9 million (30 September 2014). Trade accounts receivable improved from EUR 30.8 million (30 September 2013) to EUR 33.0 million (30 September 2014) in line with the major expansion of the business (including the initial consolidation of avantum (see section 2.2, Acquisitions)). As a result of intensive receivables management, the DSO (days of sales outstanding) were reduced from 59 to 55 days. Despite the distribution of a dividend in the amount of EUR 2.4 million as approved by the annual general meeting of 27 March 2014, the payment of the minimum purchase price of EUR 5.1 million for the acquisition of avantum consult AG, and the payment of a cash component of EUR 1.7 million to enlarge the shareholdings in KWP, the amount of cash resources increased from EUR 31.6 million as at 30 September 2013 to EUR 33.3 million as at 30 September 2014. The increase is due to the excess liquidity from the operating business.

The non-current liabilities increased by EUR 4.8 million to 59.6 million (30 September 2014). This change is attributable primarily to increases in deferred tax liabilities (plus EUR 2.4 million), employee benefit obligations (plus EUR 0.9 million) and other liabilities (plus EUR 2.6 million). The rise in current liabilities of EUR 5.4 million to 42.5 million (30 September 2014) is mostly a consequence of changes in other liabilities (plus EUR 5.0 million), current income tax liabilities (plus EUR 1.8 million) and trade accounts payable (minus EUR 2.5 million).

Total financial liabilities increased from EUR 37.9 million (30 September 2013) to EUR 38.6 million (30 September 2014). The rise in provisions from EUR 5.3 million (30 September 2013) to EUR 7.3 million (30 September 2014) is due predominantly to the inclusion of avantum (see section 2.2, Acquisitions), and for the most part includes future obligations for severance payments, pre-retirement part-time work arrangements, and work-hours accounts. The increase in other liabilities from EUR

23.4 million (30 September 2013) to EUR 31.0 million (30 September 2014) is mainly due to the initial consolidation of avantum (see section 2.2, Acquisitions). Net debt as at 30 September 2014 was EUR 5.3 million (30 September 2013: EUR 6.2 million).

Equity improved by EUR 2.8 million to 52.1 million (30 September 2014) and includes a negative effect on equity totalling EUR 1.7 million from the enlargement of the shareholdings in KWP that takes into consideration the use of a funding mix consisting of a capital increase and additional cash components. This equity interest was already fully consolidated prior to its enlargement and therefore represents what is purely an equity transaction. In addition, a dividend payment of EUR 2.4 million was paid to the shareholders. The equity ratio declined slightly from 35% (30. September 2013) to 34% (30. September 2014). The return on equity (earnings after income tax divided by the average equity) improved to 17% (2012/13: 12%). The return on total capital (earnings after income tax divided by the average total assets) rose from 4% (2012/13) to 6% (2013/14).

The results shown in the consolidated balance sheet as at 30 September 2014 were driven by changes in equity and a major organic expansion of the business as well as by the initial consolidation of avantum consult AG. The adjustments to the balance sheet made because of revisions to IAS 19 (amended 2011) are explained under Employee Benefit Obligations in section H of the notes to the consolidated financial statements.

Cash Flow and Investments

The cash flow from operating activities improved considerably from EUR 10.7 million (2012/13) to EUR 15.8 million (2013/14). The EBITDA is EUR 20.5 million and therefore EUR 3.6 million greater than the corresponding prior-year figure.

Cash flows from investing activities totalled minus EUR 6.7 million in the current reporting period (2012/13: minus EUR 1.1 million) and include payments totalling EUR 5.1 million (minimum purchase price) for the acquisition of all of the shareholdings in avantum consult AG. In the prior year EUR 4.2 million in cash was received in connection with the ORGA transaction. Net cash of EUR 3.0 million (2012/13: EUR 3.3 million) was used to purchase intangible assets, tangible fixed assets and other assets, which pertain primarily to investments in technology for the data centers comprising both investments in replacement equipment and new investments attributable to the continued addition of customers for outsourcing services. This means that a positive free cash flow (operating cash flow less cash flows from investing activities) of EUR 9.1 million (2012/13: plus EUR 9.5 million) was achieved during the reporting year.

Total cash flows from financing activities were minus EUR 7.9 million (30 September 2013: plus EUR 2.0 million), which included dividend payments totalling EUR 2.7 million (2012/13: EUR 1.0 million) and payments totalling EUR 2.5 million (prior year: none) for the enlargement of the equity interest in KWP (see section 2.2, Acquisitions) and one of its subsidiaries. In the prior year promissory notes totalling EUR 35 million were placed and a syndicate loan in the amount of EUR 29 million was repaid.

Cash funds as at 30 September 2014 thus totalled EUR 33.3 million (30 September 2013: EUR 31.6 million).

2.3.3. Overall Financial Position

We completed the first steps toward extending our business model to become an SAP full-service provider with an expanded portfolio in the financial year 2013/14. In addition to organically growing the business, we also undertook selected acquisitions. The Group balance sheet as at 30 September 2014 again underscores what continues to be an accelerated growth phase for the company. The Group's funding is solid with cash resources of EUR 33.3 million (30 September 2014). Furthermore, operational funding lines of credit in the amount of EUR 8.2 million are also available, which offer additional short-term financial flexibility. Looking beyond the current reporting period that ended on 30 September 2014, and after these first few weeks of the financial year 2014/15, we continue to regard the business situation of All for One Steeb AG as being stable.

3. Opportunities and Risk Report

The All for One Steeb Group operates in a dynamic market environment and is managed in a value based manner. We systematically identify and evaluate opportunities and risks in order to successfully implement our strategy, grow profitably, and achieve our goals and forecasts. We closely link the way we manage opportunities and risks so that even when the opportunities and risk situations change, we can still effectively exploit business opportunities, while identifying and proactively managing potential risks early on. We also further refined our extensive risk management system and the company's internal control system consistent with the way we expanded our opportunity management efforts during the reporting year. Our fundamental aim is to reach a balance between opportunities and risks.

3.1. Opportunities Management

The innovative power and quality of our solutions and services are often critical to our customers' business. We show customers how they can use these to not only improve their enterprise processes, but create and expand new business models as well. We are continuously driving growth in order to go beyond the midmarket and be capable of also serving large corporations. The smart use of new technologies makes our operations more efficient and helps us productively use and exploit new opportunities.

We intentionally work in industries and submarkets in which we can take and expand a leading position. An essential part of our opportunities management effort is carefully examining the current and future needs of our customers and their industry-specific success factors. We analyse technology trends and, in particular, the opportunities presented by SAP innovations and related software solutions, and how these can be employed to benefit our customers. We always take a values-based approach to opportunities in order to enhance the enterprise value for our shareholders. We also assess opportunities in terms of investments, personnel resources, capabilities, and other factors that are vital for best accessing and using the identified opportunities. We then reconcile these with the appropriate risk mitigation measures in order to strike a careful balance between opportunities and risks.

Our revenues and earnings forecasts (see section 5, Outlook) take into consideration that portion of the following described opportunities, which we consider as being likely to arise. Not taken into consideration, however, were the opportunities from the trend towards further consolidation on the market, such as through acquisitions.

Opportunities Arising from Significantly Expanding the Customer Base

The acquisitions that were made (see section 2.2, Acquisitions) and the strong organic growth of the business have improved the opportunities for subsequent sales and the further penetration of our expanded customer base. What's more, there is the opportunity to again increase the share of recurring revenues and improve the predictability and scalability of our business. A better-than-expected penetration of our markets could also have a positive impact on our earnings, assets and financial situation and result in what would be favourable deviations in our revenues and earnings forecasts (see section 5, Outlook).

Opportunities Arising from Greater Visibility on the Target Markets

Despite the significant increase in business volume, the clear focus on key industries in selected midmarket segments accompanied by a significantly larger core customer base opens an even greater opportunity of being the first choice as the consulting, solutions and services partner for information technology projects. All for One Steeb is also listed in many market profiles and is often named in the media. Strong and effective direct selling, along with sales through partners, contribute to further expanding the portfolio of reference customers. The character of being a quality-conscious and economically sound service partner that offers its customers exceptional long-term investment prospects has not only afforded the company a very good reputation on the market, but offers good opportunities for a greater and more successful sales performance. Very

good positioning in the SAP midmarket segment and our high visibility within the SAP organisation provide us with good opportunities for selling SAP licenses. Doing so would expand the portfolio of software maintenance agreements, which in turn can lead to a rise in recurring revenues. Our earnings, assets and financial situation could benefit from any major improvement in our visibility on the market, which in turn could lead to favourable deviations in our revenues and earnings forecasts (see section 5, Outlook).

Opportunities Arising from an Expanded Partner Programme

As the leading SAP full-service provider on our markets, we remain highly focused and work closely and carefully with selected partners. Doing so allows us to comprehensively and efficiently serve our customers as if from one source without having to diminish our otherwise clear operational focus. Our »All for One Steeb Business Partner Programme« has given us a real competitive edge. This indirect sales channel comprises more than 100 partners in countries where German is spoken, who work the market in close co-ordination with our own direct sales assets. The support provided by these partners enables us to better penetrate our current target markets and sell additional SAP licenses. As another example, these All for One Steeb Business Partners also help place SAP licenses with companies outside our target segments. On a worldwide scale, our co-operation with United VARs ensures low-risk and well-established worldwide customer service and support of a very high quality in more than 60 countries. Our direct sales performance influences our earnings, assets and financial situation. Better-than-expected performance could therefore also lead to favourable deviations in our revenues and earnings forecasts (see section 5, Outlook).

Opportunities as a Full-Service Provider with an Expanded Portfolio

SAP's high pace of innovation guarantees a significantly expanded portfolio of services and solutions. We saw an increased demand for consulting and specialised integration skills relating to the implementation and use of new technologies and initiatives. The fact that small and mid-sized companies are the ones most apt to prefer the benefits that come from having a one-stop resource, provides us in our role as a full-service provider a greater opportunity of implementing new and expanded solution packages, supplementing existing solutions, and providing customers with continuous, end-to-end service and support. Expanding our full range of products and services also improves the opportunities of not only comprehensively supporting customers during economic downturns, but also of using and going beyond the portfolio they have already purchased to gradually sell them our entire line of products and services. Because major corporations are the first movers when it comes to new trends and issues, we have expanded our consulting services accordingly. We increasingly work for large businesses, particularly in the fields of business analytics and corporate performance management, human resource services and solutions, management and technology consulting, and software services from the cloud. This gives us the opportunity of accelerating the transfer of these kinds of services to larger midmarket companies and significantly improving the value of our services for small to mid-sized customers as well. Our earnings, assets and financial situation will not be the only thing that benefits if these trends are realised more quickly and comprehensively than planned. Such an accelerated development could also lead to favourable deviations in our revenues and earnings forecasts (see section 5, Outlook).

Opportunities Arising from the Trend Towards Consolidation in the Market

This same high pace of innovation at SAP should continue to accelerate the trend towards specialisation and consolidation among its system resellers and consultancies. Being one of the biggest and strongest SAP full-service providers within our target markets creates opportunities for us to apply our buy & build strategy and use acquisitions to pursue external growth and gain additional market shares beyond our organic growth targets (see section 5, Outlook). We intend to continue playing an active role in the ongoing consolidation of our highly fragmented markets. The opportunities presented by such a continued consolidation could in part significantly influence our earnings, assets and financial situation. These opportunities are again not reflected in our revenues and earnings forecasts (see section 5, Outlook).

3.2. Risk Management System

All for One Steeb AG is exposed to a number of different risks. As part of its overall responsibility for the Group in accordance with §91, section 2 »Aktiengesetz«, the management board established a system for risk management and internal controls especially for the purpose of identifying, analysing and implementing effective countermeasures against existential risks as early as possible. This system is also designed to adequately ensure that the planned financial, operational and strategic goals can be achieved. Risk early warning and internal controls are integral parts of our budgeting, control, and reporting processes and as such are firmly anchored within our business processes and workflows in the form of a number of monitoring and management mechanisms. Consequently, this system represents an important cornerstone for making our business decisions. The entities included in the risk consolidation are the same as those within the scope of the consolidation for these consolidated financial statements. All identified risks (gross risks, i.e. before exposure-mitigating countermeasures) are recognised for the purpose of risk reporting and hence also include those risks that have largely been avoided thanks to appropriate countermeasures. The actual reporting is divided into various risk groups (see section 3.5, Individual Risks).

The basic structure of the risk management organisation has not changed from the prior year. The organisation is headed by the risk manager under whose leadership the risk management team performs its operational risk management functions. Risk officers from the various areas and departments of the lead operating company form the core of this team. The subsidiaries also appoint risk officers. They continuously monitor the development of risks and the effectiveness of measures to limit risks within their respective areas or subsidiaries, and on the basis of this prepare a risk analysis and assessment and report regularly to the risk manager. The risk handbook prescribes a standardised method, documents the risk management processes, and provides tools for continuously recording and tracking the results. The risk management team periodically attends workshops under the direction of the risk manager. The findings and results of these workshops are incorporated into the risk report that the risk manager prepares and submits to management. Alongside this, individual risks are monitored on a decentralised basis within each of the departments, segments and subsidiaries by means of special analyses and additional assigned duties and responsibilities. The management board and the risk manager discuss the identified risks in detail, examine and update countermeasures and assess any residual exposure.

This risk management system is fully integrated within the organisational and operational structure and provides the foundation for risk early warning and control.

3.3. Internal Control System

The control system is based on the pillars of the »four-eye principle«, »separation of duties«, »integrated reporting« and »internal audits«. Here is where controlling plays a key role. The »four-eye principle« is operationally implemented and monitored within the Group with the help of structured and uniform policies, such as signatory guidelines, operational rules, organisational guidance. Another effective control and security mechanism is the carefully crafted and tailored rights and authorisations concept that applies across the entire management organisation, and which precisely defines and limits the access and activities of individuals and groups of people to what are predominantly SAP-based applications and functional features. The SAP systems and applications, along with their respective rights and authorisation concepts, were further enhanced with respect to the acquisitions that were made (see section 2.2, Acquisitions). The »separation of duties« relating to critical business processes enhances the security, reliability and quality of the workflow. Individual groups of people are also assigned horizontal duties, so that a system of mutual checks and balances is implemented across the various departments and areas of responsibility.

»Integrated reporting« includes a detailed planning, control and reporting system with numerous analyses and reports about the Group's situation, position and outlook. The planning process runs from the bottom up and on a monthly basis. In addition, regular forecasting is carried out for the individual companies and operating units, in order to further improve

management controls, to recognise any discrepancies or deviations as early as possible and to be able to counteract them with appropriate measures. The current Group information system is supplemented by management meetings and business reviews on various levels within the individual divisions, departments and companies. At these meetings and reviews, risks are also discussed, tracked and evaluated, and documented in reports and minutes.

In addition, one or two Group companies undergo a separate audit each year which, among other things, examines their compliance with internal regulations and the quality of the internal control system. The audit manager reports the findings of these internal audits directly to the management and the supervisory board. Auditing during the current reporting year focused on the newly acquired companies (see section 2.2, Acquisitions).

3.4. Risk Management Method and Reporting

We use the following tables to assess identified risks in terms of their probability of occurrence and their impact on our earnings, assets and financial situation and our revenues and earnings forecasts:

Probability of Occurrence	Description
Less than 1%	unlikely
1% to 5%	remote
6% to 10%	infrequent
11% to 30%	probable
31% to 50%	frequent

Accordingly, we classify risks with a probability of occurrence of less than 1% as »unlikely«. On the other hand, risks that occur on a »frequent« basis have a probability of occurrence of between 31% and 50%. In addition to our own experience and outside appraisals, we also include comparative values from other market participants in our assessment.

The severity or degree of damage that these identified risks can present range from »negligible« to »critical« according to the following scale. This rating depends on the expected impact the damage will have on our earnings, assets and financial situation as well as on our revenues and earnings forecasts (see section 5, Outlook). The time frame for the assessment of these impacts corresponds at least to the forecast period specified in the Outlook section.

Severity / Degree of Damage	Description
1	negligible
2	minor
3	moderate
4	serious
5	critical

We have compiled both assessments – namely the probability of occurrence and severity/degree of damage – in the form of risk priority benchmarks in the following risk matrix. Classifications extend from »low risk« to »medium risk« up to »high risk«. This matrix shows those risks that are most likely to endanger our earnings, assets and financial situation as well as our revenues and earnings forecasts.

Risk Matrix of All for One Steeb AG

Severity / Degree of Damage	Critical (5)					
	Serious (4)			High Risk		
	Moderate (3)			Medium Risk		
	Minor (2)		Low Risk			
	Negligible (1)					
		Unlikely (1)	Remote (2)	Infrequent (3)	Probable (4)	Frequent (5)
		Probability				

3.5. Individual Risks

The following provides a list of risk factors that we have identified and are addressing as part of our risk management system. We do not quantify the individual risks depicted here according to a consistent group-wide methodology for the purpose of internal control and management. These individual risks are instead classified qualitatively as part of an overall assessment of their probability of occurrence and severity. We distinguish between three classes of risk: low, medium and high.

In the interests of providing a balanced consideration of opportunities and risks, our revenues and earnings forecasts (see section 5, Outlook) appropriately take into account both the aforementioned opportunities and the following risks in proportion to their overall qualitative assessment.

Risks Associated with the Development of the Economy and the Regulatory Environment

The economic mood darkened at the close of the current reporting year due to the Ukraine crisis and the imposition of additional economic sanctions. We are carefully monitoring further events, particularly among our customers from those industries that are highly dependent on exports, the machinery and equipment manufacturing segment, and the automotive parts supplier sector so that we will be able to initiate corrective measures as quickly as possible. Further developments have so far been difficult to gauge, especially the specific impact they might have on our target markets, and could significantly damage our business performance.

In our estimation it is »probable« that these risks will ensue. This assessment also reflects the risks associated with other potential developments beyond the control of All for One Steeb AG. Changes in tax legislation could, for example, impair our business performance. We consider the potential impact on our earnings, assets and financial situation, the other risks discussed in this report, and on our revenues and earnings forecasts (see section 5, Outlook) to be »serious«. For this reason we have categorised these risks in our overall assessment as »high«.

Risks Associated with the Dependence on SAP

Due to the strategy of being a full-service provider of enterprise software solutions from SAP, there is a high level of dependence on the world's largest supplier of enterprise software solutions. The continued success for existing and future SAP products on the market and the sustainability of SAP's midmarket strategy, and the terms and conditions for partner sales that go with it, cannot be predicted with any certainty. All for One Steeb AG, however, continues working closely and intensively with SAP on all levels. Management also maintains regular and close contact with the decision makers at SAP to represent the positions held by the partners and highlight the needs and concerns of our many small to mid-sized customers. Although we estimate the probability of these risks occurring as being »infrequent«, we consider the potential impact on our earnings, assets and financial situation, the other risks discussed in this report, and on our revenues and earnings forecasts (see section 5, Outlook) to be »critical«. For this reason we have categorised these risks in our overall assessment as »high«.

Risks Associated with the Use and Valuation of Tax Loss Carry Forwards

The Group balance sheet of All for One Steeb AG as at 30 September 2014 contains deferred tax assets on loss carry forwards before offsetting deferred tax liabilities in the amount of EUR 0.6 million (30 September 2013: EUR 1.9 million). The use and valuation of tax loss carry forwards and the related deferred tax assets are, however, subject to risks stemming primarily from tax-related legal uncertainties with respect to the provisions of §8c German Corporation Tax Act (hereafter called »Körperschaftsteuergesetz«).

Following a tax audit that was conducted in the reporting year, we estimate the probability of these risks occurring as being »remote«. Nevertheless, we cannot rule out them having a potential impact on our earnings, assets and financial situation, the other risks discussed in this report, and on our revenues and earnings forecasts (see section 5, Outlook), which we consider as being »serious«. Other restructurings under corporate law at the shareholder level, new decisions by the Federal Fiscal Court and lower fiscal courts, and tax legislation as such could considerably impair the use of the company's remaining loss carry forwards. For this reason we have categorised these risks in our overall assessment as »medium«.

Industry Risks: Pricing Pressures / Bad Debts / Insolvencies

All for One Steeb AG operates predominantly in markets where the competition is extremely intense. These markets are distinguished by rapid advances in technology, which naturally generate their own risks. Tremendous competitive pressures could well result in greater-than-expected strains on prices and margins, endanger the consultants' workloads and impair the sales of software licenses and outsourcing services. Additional risks arise from our focus on the machinery and equipment manufacturer, automotive supplier, project service, consumer goods and technical wholesale industry and what is in part their major dependence on exports. The further refined systems and procedures for the early recognition of the risk of customer insolvencies – combined with a vigorous programme of receivables management – have proven to be reliably effective. Insurance is also used to mitigate the risk posed by bad debts depending on the amount of the accounts receivable and the creditworthiness of the business partner. We also further enhanced the high-quality range of services and its integration into the entire portfolio of products and services in order to increase recurring revenues from longstanding client contracts. Customer benefits and value were improved, which in turn helped cushion the impact on margins caused by severe pricing pressures. However, the risk of cost overruns or losses from bad debts can not be completely eliminated.

Overall we estimate the probability of these risks occurring as being »remote«. However, we consider the potential impact on our earnings, assets and financial situation, the other risks discussed in this report, and on our revenues and earnings forecasts (see section 5, Outlook) to be »serious«. For this reason we have categorised these risks in our overall assessment as »medium«.

Risks Associated with Human Resources

In the case of service companies, sustained business success is inextricably linked to having highly qualified and motivated employees working for you. Should we fail to adequately develop and retain our current employees, promote and reward talent, recruit new personnel resources, and effectively manage and lead our entire workforce, we may no longer be able to successfully grow and develop our business. The integration of the acquisitions (see section 2.2, Acquisitions) and the major increase in the number of employees have increased the risks associated with human resources. It is when managers and experts leave the company without being able to smoothly transition their duties and responsibilities to qualified replacements that we face the risk of deterioration in service quality and customer satisfaction, and consequently the impairment of the business. In addition to expanding its staffing base in line with the development of the business, All for One Steeb is also working diligently to ensure that new employees are properly integrated. Extensive experience from previous and likewise successfully completed integration projects serves as a good basis for this.

We estimate the probability of these risks occurring as being »infrequent«. However, here remain risks associated with human resources despite having made careful preparations and continuously monitoring the integration projects. The fact that we consider the potential impact on our earnings, assets and financial situation, the other risks discussed in this report, and on our revenues and earnings forecasts (see section 5, Outlook) to be »moderate«, is why we have categorised these risks in our overall assessment as »medium«.

Financial and Liquidity Risks

Promissory notes in the amount of EUR 35 million were successfully placed in the prior year in order to better align the corporate funding with the planned business development over the long term and to mitigate financial and liquidity risks. The current market's favourable financing conditions were secured over the long term in the form of what are mostly fixed interest rates – currently between 2.6% and 4.3% depending on the tranche and term. All three tranches with terms of three, five and seven years are due at maturity. The promissory notes are not subordinated and are unsecured. Predominately longer-term tranches were allocated.

Should certain events occur, the holders of the promissory notes are authorised to raise the interest margin or, as applicable, to call the promissory notes due immediately. These events primarily involve adhering to the agreed targets for the equity ratio and the relationship between total net debt and EBITDA. Should there be certain changes in the shareholder structure of All for One Steeb (change of control), the creditors will also be authorised to completely cancel their loan commitments and call the loans due immediately. The management board carefully monitors compliance with the terms and conditions of the promissory notes. Furthermore, earnings, as well as the assets and financial situation, are monitored monthly using a Group-wide reporting system – alongside a detailed annual budgeting of the revenues, assets and financial position – and variances to budget are analysed to counteract any unplanned outflows or too few inflows of cash as quickly as possible. Risk is also mitigated by the fact that major parts of the business are distributed across many individual customers. The management board expects to comply with the terms and conditions in this financial year and in the future.

We estimate the probability of these risks occurring as being »unlikely«. We consider the potential impact on our earnings, assets and financial situation, the other risks discussed in this report, and on our revenues and earnings forecasts (see section 5, Outlook) to be »critical«. Our overall assessment categorises these risks as »medium«.

Risks Associated with the Operation of Data Centers

All for One Steeb AG is exposed to the risks inherent with the operation of data centers including those relating to the transmission of data. All for One Steeb reduces these risks by employing extensive security measures against unauthorised access. The use of high-availability solutions, for example, keep the risk of system failures to an absolute minimum. Applications and systems are also operated redundantly in state-of-the-art buildings and infrastructures that are divided into two autonomous data centers. These are physically and geographically separated and fully independent of each other in terms of utilities and services (particularly telecommunications, operating and cooling energy). In the event of an interruption in systems operations, which in the case of disaster could extend so far as to the failure of an entire data center, operations can be continued virtually without interruption from the other data center. Investments are also made in cutting-edge technologies from major-name manufacturers. Service management processes consistent with strict process definitions and which include audits and periodically renewed certifications – such as those that meet the requirements of the Sarbanes-Oxley Act (ISAE 3402, formerly SAS 70) or as an »SAP-Certified Provider of Cloud Services« for example – not only further reduce risks, but improve the quality of the services being provided at the same time. Insurance coverage is also in place that can help mitigate the damage even further.

Despite extensive security measures, the many risks associated with the operation of data centers cannot be ruled out entirely.

We estimate the probability of these risks occurring as being »unlikely«. We consider the potential impact on our earnings, assets and financial situation, the other risks discussed in this report, and on our revenues and earnings forecasts (see section 5, Outlook) to be »critical«. We have categorised these risks in our overall assessment as »medium«.

Risks Associated with Acquisitions

The acquisitions that were made (see section 2.2, Acquisitions) are not only accompanied by the risks of financial miscalculations and errors in business judgement that can impair the ability of these equity investments to retain their value, but more importantly by the integration risks associated with the customers and employees that were taken over. All for One Steeb has extensive experience in acquisitions and exercises great care and attention to detail in their related preparation, due diligence and integration of new customers and employees. Even so, there remain significant risks. We estimate the probability of these risks occurring as being »infrequent«. We consider the potential impact on our earnings, assets and financial situation, the other risks discussed in this report, and on our revenues and earnings forecasts (see section 5, Outlook) to be »moderate«. For this reason we have categorised these risks in our overall assessment as »medium«.

3.6. Overall Risk Profile

In our overall assessment, and in spite of the apparent domination of reported risks as compared to the aforementioned opportunities (see section 3.1, Opportunities Management), we believe that opportunities outweigh the risks. Given our market position and the large and ever-growing number of regular customers, and in light of our highly trained and dedicated employees, and what is now a firmly established foundation of solutions and services, we are confident that we can not only successfully meet the new challenges posed by this latest overall risk profile, but also strengthen what we consider to be our Number 1 position in the SAP midmarket segment in countries where German is spoken and increasingly serve larger clients. All of this reinforces our claim to a permanent place within the relevant set of IT contract awards and projects in our target industries. This overall risk profile also forms the basis for our outlook report (see section 5).

4. Supplementary Report

No reportable events occurred after 30 September 2014.

5. Outlook

Outlook for the Economy as a Whole

The German economy is losing momentum. In general, it is uncertainty, scepticism and caution that will shape the outlook of how the economy will develop in 2015. Latent risks, such as the high sovereign debt of some countries, the yet uncertain outcome of the euro crisis, the restrained prospects for growth in developing countries and the impact that these have on the highly export-driven German economy, may further undermine the state of the economy. The German government realised that its earlier projection of the gross domestic product increasing by 2.0% in 2015 was far too optimistic and consequently lowered it to 1.2% in October 2014. Business risks have increased significantly overall and it is impossible to rule out scenarios of sudden and dramatic economic setbacks for 2015.

Projected Developments in the Target Markets

The uncertain overall economic picture has long since impacted the machinery and equipment manufacturing industry, and automotive suppliers. Leading industry groups such as the VDMA German Engineering Federation and the ZVEI German Electrical and Electronics Manufacturers Association are noticeably reserved when it comes to making their own projections. One ray of hope is the consistently high degree of innovativeness with which many companies will be able to defend or strengthen their good positions on the global marketplace. Despite increased risks, this is why many market observers see German businesses with their equally strong industrial and technological base as being well positioned on worldwide markets well into the future. Many companies are better prepared now than ever before, even to the extent of surviving long dry spells.

Outlook for the IT Markets

The many international crises and the subdued prospects for economic growth are even making themselves felt in terms of the outlook for the IT markets in 2015. Furthermore, it is unknown to what extent companies may feel the need to revise their planned investments in information technology. Challenges such as »internationalisation«, »competition« and »cost pressures« continue to be sources of ever-greater demands on the enterprise software landscape and IT infrastructures. The most-important factors in the case of the latter are the increased use of energy-efficient technologies, making better use of existing resources through virtualisation, and ensuring uninterrupted system availability and security.

Projected Business Performance for All for One Steeb

Over the past few years, All for One Steeb AG has gradually established an improved position from which to move forward thanks to careful preparations and a strategy that has been adjusted to allow it to not only concentrate on SAP for selected midmarket industries in countries where German is spoken, but also include a range of products and services for larger mid-sized enterprises and major corporations alike. The robust business model features a large share of recurring revenues from outsourcing services (including software maintenance). By progressively implementing its buy & build strategy, we enhanced our strength on the market as an SAP full-service provider with an expanded portfolio and unlocked new growth potential. All for One Steeb, as the recognised Number 1 in the SAP midmarket segment in countries where German is spoken, is increasingly being asked by large companies for new technologies such as enterprise data analysis (business analytics), the use of mobile devices in business environments (mobile solutions) and high-speed data processing (in-memory computing).

Should the demand in our markets prove to be as steady and robust as this in the financial year 2014/15, then, with our business model and our current overall risk profile, we may well see yet another step in growth. Our greatly expanded core customer base provides a solid foundation for recurring revenues. For this reason we should succeed in further increasing the amount of recurring revenues from outsourcing services (including software maintenance) again in 2015. The sale of software licenses is subject to major fluctuations and therefore difficult to predict and budget. Our projections take into consideration a progressive shift towards software leasing models provided from our data centers' public cloud at the expense of one-time revenues generated from the sale of software licenses. The full twelve-month inclusion of avantum consult AG may provide the impetus for additional growth in our consulting business. Overall however, what continues to be a tight labour market could put the brakes on the pace of growth in the financial year 2014/15. The capital investments planned for the financial year 2014/15 relate mostly to customers and the data centers in particular. We will make further investments in selected new technologies, such as the high-speed SAP HANA platform, in order to foster and develop extended growth opportunities for the future. We also want to make further investments towards an energy-efficient IT infrastructure.

Overall for 2014/15, we anticipate additional investments and increased expenditures to further fine-tune our expanded strategy. Consequently, revenues for 2014/15 are expected to be within a range of between EUR 230 million to 240 million and the EBIT to be between EUR 14.0 million and 15.0 million. The number of employees is expected to mirror this growth in revenues. Based on current assessments, there are no foreseeable special factors that would influence the preceding projections for our current financial year 2014/15 or the financial years beyond. Especially economic setbacks of the kind that are difficult to assess and cannot be ruled out could, however, result in lowered demand together with delinquent debt and insolvencies among our customer base, and endanger our ability to achieve these forecasts.

The management and control system of All for One Steeb AG still does not include any non-financial performance indicators that are employed, quantified, planned or monitored in terms of target achievement throughout the Group according to a consistent and uniform system.

6. Other Information

6.1. Dependent Company Report

Pierer Industrie AG, Wels/Austria, and Unternehmens Invest AG, Wels/Austria, each hold 25.07% of the share capital of All for One Steeb AG, which was increased to 4,982,000 shares as a result of the 122,000 new shares that were issued on 20 December 2013. A voting agreement exists between both companies. In addition to Pierer Industrie AG and Unternehmens Invest AG as directly controlling companies, these companies' shareholders and other parent companies, along with Mr Stefan Pierer and Dr Rudolf Knünz, can also indirectly exercise a controlling influence over All for One Steeb AG. Because a dependency may exist to these indirect companies, all the relationships with all controlling companies and their affiliated companies are documented in the dependent company report.

In accordance with §312, section 3 »Aktiengesetz«, the management board declares in the dependent company report that – based on the circumstances known to it at the time the respective legal transaction was undertaken – the company and its subsidiaries have received appropriate consideration for each transaction made.

6.2. Corporate Governance Statement

The Corporate Governance Statement is published in the Investor Relations section of the company's website www.all-for-one.com.

6.3. Compensation Report

The management board of All for One Steeb AG consisted of Lars Landwehrkamp and Stefan Land during the reporting year. Total compensation for the members of the management board for the current financial year was KEUR 1,486 (2012/13: KEUR 1,196). Fixed compensation (including miscellaneous) for the members of the management board consisted of a basic salary, benefits in kind for the use of a company car and the payment of direct insurance. The additional performance-related compensation component is based on the annual target achievement of the EBT as reflected in the audited consolidated financial statements of All for One Steeb AG. A long-term variable compensation component will also be paid and which is calculated based on the cumulative earnings per share over a period of four years.

Compensation for the supervisory board is regulated in §11 of the company articles of association. In accordance with these provisions, the members of the supervisory board receive an annual fixed amount of compensation that is determined by the annual general meeting. The chairman receives three times and the deputy chairman one-and-a-half times this amount of compensation. Furthermore, members also receive compensation for their work in committees. The chairman of a committee receives four times the amount of this committee membership remuneration. Members of the supervisory board who were not in office for the entire financial year receive compensation on a pro rata basis. No performance-based compensation is provided. Total compensation during the reporting year for the supervisory board was KEUR 116 (2012/13: KEUR 85).

No loans were extended nor stock options granted to the members of the management board or the supervisory board during the reporting year. Individual compensation for members of each of the boards is reported in the notes to the consolidated financial statements.

6.4. Information Concerning Takeovers

Information Pursuant to §315, Section 4 »Handelsgesetzbuch« (HGB)

Composition of Issued Share Capital (No. 1)

Since 20 December 2013, the issued share capital in the amount of EUR 14,946,000 (30 September 2013: EUR 14,580,000) consists of 4,982,000 (30 September 2013: 4,860,000) registered no-par-value shares with a nominal value of EUR 3 per share (see section 20, Equity, in the notes to the consolidated financial statements).

Restrictions on Voting Rights or the Transfer of Shares (No. 2)

The management board is not aware of any restrictions affecting voting rights or the transfer of shares, or in particular of any restrictions that could result from agreements among the shareholders.

Direct or Indirect Shares in the Capital that Exceed 10% of the Voting Rights (No. 3)

Pierer Industrie AG, Wels/Austria, holds 25.07%, Unternehmens Invest AG, Wels/Austria, holds 25.07%, BEKO HOLDING AG, Nöhagen/Austria, holds 11.58% and Qino Capital Partners AG, Hünenberg/Switzerland, holds 10.18% of the share capital and voting rights in the company. A voting agreement exists between the first two companies.

Holders of Shares with Special Rights (No. 4)

No All for One Steeb AG shares confer special rights of control.

Type of Voting Rights Control for Employee Shares (No. 5)

There are no employees holding an interest in the share capital of All for One Steeb AG, who cannot directly exercise their rights of control.

Legal Provisions and Stipulations in the Company Articles of Association Governing the Appointment and Removal of Members of the Management Board and on Amending the Company Articles of Association (No. 6)

a) Appointment of Members of the Management Board

According to §6, section 2 of the company articles of association, the management board shall consist of at least two individuals. Furthermore, the supervisory board will determine the number of members in the management board in accordance with the provisions set forth by law. The supervisory board can appoint a member of the management board to be chairman of the management board and may also appoint deputy members of the management board. Pursuant to §85, section 1 »Aktiengesetz« the court can, in urgent cases and on petition of an involved party, appoint the member in the event that a required member of the management board is lacking (for example when there is only one member of the management board in office). In any case, and pursuant to §85, section 2 »Aktiengesetz«, the term of the court-appointed member of the management board expires as soon as the original deficiency is corrected.

b) Removal of Members of the Management Board

The supervisory board may revoke the appointment as member of the management board and the appointment as chairman of the management board with good cause in accordance with §84, section 3, sentence 1 »Aktiengesetz«. Good cause according to §84, section 3, sentence 2 »Aktiengesetz« is gross dereliction of duty, inability to properly manage the business or a vote of no confidence by the annual general meeting, unless such confidence by the shareholders was withdrawn for clearly irrelevant reasons. The revocation of appointment to the management board is effective according to §84, section 3, sentence 4 »Aktiengesetz« until such time as the invalidity of such revocation may be judged legally final.

c) Amendments to the Company Articles of Association

Pursuant to §179, section 1, sentence 1 »Aktiengesetz«, a resolution of the annual general meeting is required for any amendment to the company articles of association. The supervisory board is, however, authorised according to §17 of the company articles of association in connection with §179, section 1, sentence 2 »Aktiengesetz« to approve amendments to the company articles of association that only affect its wording.

According to §179, section 2, sentence 1 »Aktiengesetz«, a resolution by the annual meeting on amending the company articles of association requires a majority vote that includes at least three-quarters of the represented share capital at the time the resolution was adopted. According to §179, section 2, sentence 2 »Aktiengesetz«, the company articles of association may set forth other requirements and a different capital majority, although only a larger capital majority may be stipulated for any changes to the corporate purpose. On the basis of this statutory authority, §14, section 3, sentence 3 of the company articles of association provides that resolutions for amending the company articles of association be approved by simple majority vote to the extent that such is legally permissible.

Authority of the Management Board, Particularly Regarding its Ability to Issue or Repurchase Shares (No. 7)

In accordance with §5, section 4 of the company articles of association, the management board is authorised until 15 March 2016, with the approval of the supervisory board, to increase the share capital up to EUR 6,924,000 (see section 20, Equity, in the notes to the consolidated financial statements) through one or more issues of new registered shares for cash contributions and/or contributions in kind (»Authorised Capital 2011«). The supervisory board is authorised to amend the wording of the company articles of association according to the size of the capital increase from authorised capital.

When exercising the »Authorised Capital 2011« the management board is authorised, with the approval of the supervisory board, to exclude subscription rights for shareholders in part or in full:

- a) to eliminate fractions;
- b) if the capital increase for cash contributions does not exceed EUR 1,458,000 and the issue price of the shares is not significantly less than the market price; this limit will include those shares that were issued on the basis of other authorisations and that excluded subscription rights;
- c) in the case of capital increases for contributions in kind, particularly in connection with the purchase of companies, parts of companies, equity interests or assets, provided that the total of EUR 6,924,000 (see section 20, Equity, in the notes to the consolidated financial statements) is not exceeded; this limit will include those shares that were issued on the basis of other authorisations and that excluded subscription rights.

The management board is authorised until 15 March 2016, pursuant to §71 section 1, number 8 »Aktiengesetz«, to repurchase treasury shares in All for One Steeb AG up to a total amount of 10% of the share capital at the time of resolution (16 March 2011). This corresponds to 4,860,000 registered no-par-value shares. The management board made no use of this authorisation during the reporting period.

Material Agreements under the Condition of a Change of Control as a Result of a Takeover Bid (No. 8)

Certain changes in the shareholder structure of All for One Steeb (change of control) may result in the holders of the promissory notes (totalling EUR 35 million) being able to call their share of the notes due payable immediately.

Indemnity Agreements in the Event of a Takeover Bid (No. 9)

No company indemnity agreements with members of the management board or other employees have been made for the event of a takeover bid.

Filderstadt, 28 November 2014

All for One Steeb AG

Lars Landwehrkamp
CEO

Stefan Land
CFO

CONSOLIDATED FINANCIAL STATEMENTS

All for One Steeb AG

Financial Year from 1 October 2013 to 30 September 2014

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Group Income Statement and Other Comprehensive Income of All for One Steeb AG
Financial Year from 1 October 2013 to 30 September 2014

in KEUR	10/2013 – 9/2014	10/2012 – 9/2013 Adjusted*
Income statement		
Sales revenues (1)	217,227	186,334
Other operating income (2)	1,513	1,519
Cost of materials and purchased services (3)	-79,643	-71,518
Personnel expenses (4)	-88,577	-72,213
Depreciation and amortisation (6)	-6,992	-6,354
Other operating expenses (7)	-30,064	-27,276
EBIT	13,464	10,492
Financial income	353	342
Financial expense	-1,791	-2,025
Financial result (8)	-1,438	-1,683
EBT	12,026	8,809
Income tax (9)	-3,259	-3,206
Earnings after tax	8,767	5,603
<i>attributable to equity holders of the parent</i>	<i>8,068</i>	<i>4,772</i>
<i>attributable to non-controlling interests</i>	<i>699</i>	<i>831</i>
Other comprehensive income		
Remeasurements of defined benefit liability	-784	-240
Related tax	154	57
Items that will never be reclassified to profit or loss	-630	-183
Unrealised profits (+) / losses (-) from currency translation **	17	-26
Unrealised profits (+) / losses (-) from derivative financial instruments	0	226
Items that are or may be reclassified to profit or loss	17	200
Other comprehensive income	-613	17
Total comprehensive income	8,154	5,620
<i>attributable to equity holders of the parent</i>	<i>7,455</i>	<i>4,792</i>
<i>attributable to non-controlling interests</i>	<i>699</i>	<i>828</i>
Undiluted and diluted earnings per share		
Earnings per share in EUR (10)	1.63	0.98

* Adjusted in accordance with IAS 19 (amended 2011)

The accompanying notes are an integral part of these consolidated financial statements.

Group Balance Sheet of All for One Steeb AG
as at 30 September 2014

ASSETS in KEUR	30.09.2014	30.09.2013 Adjusted*	01.10.2012 Adjusted*
Non-current assets			
Goodwill (11)	19,184	16,601	14,695
Other intangible assets (11)	47,126	43,473	39,317
Tangible fixed assets (12)	8,615	8,943	7,840
Financial assets (13)	4,934	4,583	4,549
Deferred tax assets (14)	514	264	233
	80,373	73,864	66,634
Current assets			
Inventories (16)	686	362	662
Trade accounts receivable (17)	32,972	30,767	25,241
Current income tax assets (15)	310	235	216
Financial assets (13)	2,980	2,658	2,817
Other assets (18)	3,576	1,705	1,130
Cash and cash equivalents (19)	33,347	31,637	18,783
	73,871	67,364	48,849
Total assets	154,244	141,228	115,483

EQUITY AND LIABILITIES in KEUR	30.09.2014	30.09.2013 Adjusted*	01.10.2012 Adjusted*
Equity			
Issued capital (20)	14,946	14,580	14,580
Capital reserve (20)	11,228	8,849	8,849
Other reserves (20)	420	403	200
Retained earnings	20,794	19,280	15,445
Share of equity attributable to equity holders of the parent	47,388	43,112	39,074
Non-controlling interests (22)	4,706	6,214	1,701
Total equity	52,094	49,326	40,775
Non-current liabilities			
Provisions (23)	1,432	2,941	862
Employee benefit obligations (5)	1,983	1,126	710
Financial liabilities (24)	37,236	36,776	27,262
Deferred tax liabilities (25)	15,228	12,823	9,563
Other liabilities (26)	3,736	1,131	63
	59,615	54,797	38,460
Current liabilities			
Provisions (23)	2,093	1,331	1,080
Current income tax liabilities (15)	2,501	690	320
Financial liabilities (24)	1,387	1,076	3,846
Trade accounts payable (27)	9,276	11,735	10,936
Other liabilities (26)	27,278	22,273	20,066
	42,535	37,105	36,248
Total liabilities	102,150	91,902	74,708
Total equity and liabilities	154,244	141,228	115,483

* Adjusted in accordance with IAS 19 (amended 2011)

The accompanying notes are an integral part of these consolidated financial statements.

Group Cash Flow Statement of All for One Steeb AG
Financial Year from 1 October 2013 to 30 September 2014

in KEUR	10/2013 – 9/2014	10/2012 – 9/2013 Adjusted*
EBT	12,026	8,809
Amortisation of intangible assets	3,690	3,215
Depreciation of tangible fixed assets	3,302	3,139
Financial result	1,438	1,683
EBITDA	20,456	16,846
Increase (+) / decrease (-) in value adjustments and provisions	-469	-1,365
Other non-cash expense (+) and income (-)	-21	-12
<i>Changes in assets and liabilities:</i>		
Increase (-) / decrease (+) in trade receivables	-579	-3,991
Increase (-) / decrease (+) in financial assets	-577	124
Increase (-) / decrease (+) in other assets	-1,336	275
Increase (+) / decrease (-) in trade payables	-2,697	600
Increase (+) / decrease (-) in other liabilities	2,484	-189
Income tax paid	-1,468	-1,617
Cash flow from operating activities	15,793	10,671
Purchase of intangible, tangible fixed and other assets	-2,993	-3,317
Sale of intangible, tangible fixed and other assets	1,038	805
Purchase of consolidated equity interests	-5,070	-3,184
Purchase of other business units	0	4,198
Interest received	324	353
Cash flow from investing activities	-6,701	-1,145
Cash flow from loans and long-term financial liabilities	15	35,000
Repayment of loans and long-term financial liabilities	-15	-28,814
Interest paid	-1,418	-1,817
Repayment of finance leases	-1,258	-968
Payments against prior year claims to a distribution of earnings from an acquisition	0	-395
Increase in shareholding in consolidated equity interests	-2,471	0
Dividend payments to shareholders and non-controlling interests	-2,734	-971
Cash flow from financing activities	-7,881	2,035
Increase / decrease in cash and cash equivalents	1,211	11,561
Effect of exchange rate fluctuations on cash funds	21	-25
Change in cash from initial consolidation of fully consolidated companies	479	1,318
Cash funds at start of financial year	31,636	18,783
Cash funds at end of financial year (19)	33,347	31,637

* Adjusted in accordance with IAS 19 (amended 2011)

The accompanying notes are an integral part of these consolidated financial statements.

Group Statement of Changes in Equity of All for One Steeb AG
Financial Year from 1 October 2013 to 30 September 2014

	Share of equity attributable to equity holders of the parent					Non-controlling interests (22)	Total shareholders' equity
	Other provisions (20)						
in KEUR	Issued share capital (20)	Capital reserve (20)	Reserve from currency translation	Derivative financial instruments	Retained earnings		
1 October 2013	14,580	8,849	403	0	19,597	6,214	49,643
Adjustment in accordance with IAS 8	0	0	0	0	-317	0	-317
1 October 2013 Adjusted*	14,580	8,849	403	0	19,280	6,214	49,326
Earnings after tax	0	0	0	0	8,068	699	8,767
Other comprehensive income	0	0	17	0	-630	0	-613
Total comprehensive income	0	0	17	0	7,438	699	8,154
Issue of ordinary shares	366	2,379	0	0	0	0	2,745
Dividend distribution	0	0	0	0	-2,430	0	-2,430
Distribution to non-controlling interests	0	0	0	0	0	-304	-304
Acquisition of non-controlling interests without a change in control	0	0	0	0	-3,494	-1,903	-5,397
Acquisition of a subsidiary with non-controlling interests	0	0	0	0	0	0	0
Transactions with owners of the company	366	2,379	0	0	-5,924	-2,207	-5,386
30 September 2014	14,946	11,228	420	0	20,794	4,706	52,094
1 October 2012	14,580	8,849	426	-226	15,560	1,701	40,890
Adjustment in accordance with IAS 8	0	0	0	0	-115	0	-115
1 October 2012 Adjusted*	14,580	8,849	426	-226	15,445	1,701	40,775
Earnings after tax*	0	0	0	0	4,772	831	5,603
Other comprehensive income*	0	0	-23	226	-183	-3	17
Total comprehensive income	0	0	-23	226	4,589	828	5,620
Issue of ordinary shares	0	0	0	0	0	0	0
Dividend distribution	0	0	0	0	-729	0	-729
Distribution to non-controlling interests	0	0	0	0	0	-242	-242
Acquisition of non-controlling interests without a change in control	0	0	0	0	-25	27	2
Acquisition of a subsidiary with non-controlling interests	0	0	0	0	0	3,900	3,900
Transactions with owners of the company	0	0	0	0	-754	3,685	2,931
30 September 2013	14,580	8,849	403	0	19,280	6,214	49,326

* Adjusted in accordance with IAS 19 (amended 2011)

The accompanying notes are an integral part of these consolidated financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

All for One Steeb AG

Financial Year from 1 October 2013 to 30 September 2014

A. General

All for One Steeb AG is a public corporation with its headquarters at Gottlieb-Manz-Strasse 1, Filderstadt, Germany. As a leading SAP full-service provider, All for One Steeb AG's range of products and services includes consulting, the sale of software licenses, outsourcing and IT services.

The financial year of All for One Steeb AG begins on 1 October and ends on 30 September of the following year.

B. Accounting

The consolidated financial statements of All for One Steeb AG (hereafter called All for One Steeb, the company or the Group) as at 30 September 2014 are based on the company's uniform accounting principles. The valuation, consolidation and classification principles were applied consistently by all the Group companies. The consolidated financial statements are presented in thousand euros (KEUR) rounded to the next thousand.

The consolidated financial statements were prepared in accordance with International Financial Reporting Standards (IFRS), which are required to be applied in the European Union. All of the International Financial Reporting Standards (IFRS) and International Accounting Standards (IAS) of the International Financial Reporting Interpretations Committee/Standing Interpretations Committee (IFRIC/SIC) required for the preparation of the IFRS consolidated financial statements in this financial year were applied.

The consolidated financial statements of All for One Steeb AG apply the cost method except for securities and first-time reported assets from business combinations at the time control was assumed. These assets are reported at their respective fair values. Expenses and income are allocated on an accrual basis.

C. New Accounting Standards

Changes in Accounting Principles

The following standards and interpretations issued by the International Accounting Standards Board (IASB) were adopted by the European Union (EU) and were applied in preparing the consolidated financial statements as at 30 September 2014:

- IFRS 1 »Severe Hyperinflation and Removal of Fixed Dates for First-Time Adopters« (revised)
- IFRS 1 »Government Loans« (revised)
- IFRS 7 »Financial Instruments: Disclosures« (revised)
- IFRS 13 »Fair Value Measurement«
- Annual Improvements to IFRSs – 2009-2011 Cycle
- IAS 12 »Deferred Tax: Recovery of Underlying Assets« (revised)
- IAS 19 »Employee Benefits« (revised)
- IFRIC 20 »Stripping Costs in the Production Phase of a Surface Mine«

The revised version of IAS 19 »Employee Benefits« (amended 2011) was adopted by the Group for the first time in the financial year 2013/14. The previous corridor approach is no longer authorised, and instead the full amount of the post-employment benefit liabilities is presented in the balance sheet as at the respective reporting date. Actuarial gains and losses are no longer amortised over future periods and recognised rateably in the income statement, but are instead recognised directly in other comprehensive income in the periods in which they occur, with deferred taxes being taken into account. Other measurement differences must also be considered and additional disclosures were introduced in the notes. IAS 19 (amended 2011) is to be applied retrospectively in accordance with IAS 8. The effects on the balance sheet items and on the income statement and other comprehensive income of prior years is reported under »Employee Benefit Obligations« (see section H, Accounting and Valuation Principles) and »Provisions« (see section H, Accounting and Valuation Principles).

IFRS 13 »Fair Value Measurement« qualifies and standardises the way fair values are measured by introducing a fair value hierarchy, which categorises the inputs used in valuation into three levels. Level 1 inputs are based on quoted market prices.

Level 2 inputs are non-quoted market prices that are observable either directly or indirectly. Level 3 inputs are based on unobservable market data. Level 3 inputs were used exclusively in measuring fair values within the Group and resulted in no effects on the balance sheet items or the income statement.

The application of new or revised standards and interpretations had no further impact on the All for One Steeb consolidated financial statements.

Additional New or Revised Standards

The following standards were adopted by the European Union (EU) but were not applied to the consolidated financial statements as at 30 September 2014 because their application was not yet compulsory:

- IFRS 10 »Consolidated Financial Statements«
- IFRS 10 »Transition Guidance« (IFRS 10, IFRS 11 and IFRS 12) (revised)
- IFRS 10 »Investment Entities« (IFRS 10, IFRS 12 and IAS 27) (revised)
- IFRS 11 »Joint Arrangements«
- IFRS 12 »Disclosures of Interests in Other Entities«
- IAS 27 »Separate Financial Instruments« (revised)
- IAS 28 »Investments in Associates and Joint Ventures« (revised)
- IAS 32 »Offsetting Financial Assets and Financial Liabilities« (revised)
- IAS 36 »Recoverable Amount Disclosures for Non-Financial Assets« (revised)
- IAS 39 »Novation of Derivatives and Continuation of Hedge Accounting« (revised)
- IFRIC 21 »Levies«

The following new or revised standards were not yet adopted by the EU:

- IFRS 9 »Financial Instruments«
- IFRS 11 »Accounting for Acquisitions of Interests in Joint Operations« (revised)
- IFRS 14 »Regulatory Deferral Accounts«
- IFRS 15 »Revenue from Contracts with Customers«
- Annual Improvements to IFRSs – 2010-2012 Cycle
- Annual Improvements to IFRSs – 2011-2013 Cycle
- Annual Improvements to IFRSs – 2012-2014 Cycle
- IAS 16 and IAS 38 »Clarification of Acceptable Methods of Depreciation and Amortisation« (revised)
- IAS 16 and IAS 41 »Agriculture« (revised)
- IAS 19 »Defined Benefit Plans: Employee Contributions« (revised)
- IAS 27 »Equity Method in Separate Financial Statements« (revised)
- IFRS 10 and IAS 28 »Sale or Contribution of Assets between an Investor and its Associate or Joint Venture« (revised)

These changes/revisions are not expected to have any material impact on the Group's earnings, assets and financial situation.

D. Structure of the Operating Segment and Sales Revenues

We significantly advanced our strategy following the December 2013 acquisition of all the shares in KWP, the merger of AC-Service Beteiligungs GmbH with All for One Steeb AG, and the May 2014 acquisition of avantum consult AG. The integration of new consulting competencies and technology innovations has progressed so well that we consider the realignment we initiated in 2008 to make the Group a »single-segment company« as being completed. There is no part of our Group that can now be described as a separate operating segment. All for One Steeb has had only one single operating segment since May 2014. We no longer review profitability or decisions about the allocation of Group resources on the basis of individual segments, but rather in terms of a single integrated whole. Beginning with the 9-Month Report as at 30 June 2014, the »Integrated Solutions« and »HR Solutions« segments are no longer recognised as separate segments and their related segment reporting have been discontinued completely.

The Group's sales revenues are divided among the areas of consulting, software licenses, outsourcing services (including software maintenance), hardware and other revenues. Revenues are broken down geographically into Germany, Austria, Switzerland and other countries.

E. Consolidation Principles

All for One Steeb AG and all subsidiaries over which the company exercises legal or actual control are included in the company's consolidated financial statements.

The exercise of control is presumed once the parent company holds more than 50% of the voting rights in a company or controls the financial or business policies of a company in any other way, or can exercise a controlling influence on the company through a majority in the supervisory board or other executive body.

The financial statements of the companies to be included in the consolidated financial statements are included in the consolidated financial statements from the beginning of the time exercise of control was possible until the end of the time of exercise of control was possible.

The purchase method and the full goodwill method are used in the capital consolidation of the subsidiaries. At the time of the acquisition the cost of the acquisition is offset against its revalued equity. The subsidiary's assets and liabilities are measured at fair value as part of the revaluation. Deferred taxes are recognised on hidden reserves and liabilities disclosed as part of the initial consolidation to the extent that this realisation is not also applicable for tax purposes. Whereas any remaining positive difference between the cost of an acquisition and the net assets measured at fair value is recognised as goodwill, a negative difference is reported as income from the acquisition after again identifying all of the assets acquired and liabilities assumed.

Whereas the measurement of the non-controlling interests' goodwill using the purchase method is based on the proportionate share of the revalued net assets, the full goodwill method uses fair value. In subsequent periods, any discovered hidden reserves and liabilities will be adjusted, amortised or eliminated in accordance with how the corresponding asset or liability is to be treated.

Intergroup revenues, expenses and income, as well as all receivables and liabilities among the consolidated companies, were eliminated. The effects on income tax were taken into account for those consolidation transactions treated as income and deferred taxes were recognised.

The effects that the acquisition of former non-controlling interests has on already fully consolidated companies are reported under equity.

F. Scope of the Consolidation and Changes in Group Structure

In addition to All for One Steeb AG, the consolidated financial statements include all domestic and foreign companies in which the company as at 30 September 2014 directly or indirectly held a majority of the voting rights or exercised control on the basis of other rights in terms of IAS 27.

In addition to All for One Steeb AG, the following companies are included in the company's consolidated financial statements as at 30 September 2014:

COMPANY	Share in %
Direct interests	
Process Partner AG, St. Gallen/Switzerland	100.0
All for One Steeb (Schweiz) AG, Regensdorf/Switzerland	100.0
All for One Steeb GmbH, Vienna/Austria	100.0
AC Automation Center Sàrl, Luxembourg/Luxembourg (10% of which is indirect)	100.0
AC Automation Center SA/NV, Zaventem/Belgium	100.0
All for One Steeb Yazılım Servisleri LTD, Istanbul/Turkey	100.0
KWP Kümmel, Wiedmann + Partner Unternehmensberatung GmbH, Heilbronn/Germany	100.0
avantum consult AG, Düsseldorf/Germany	100.0
OSC AG, Lübeck/Germany	60.0
WEBMAXX GmbH, Munich/Germany	73.7
Indirect interests	
KWP Austria GmbH, Vienna/Austria	100.0
KWP France S.à.r.l., Haguenau/France	75.0
KWP Czech s.r.o., Prague/Czech Republic	100.0
KWP Professional Services GmbH, Hamburg/Germany	83.0
KWP team HR GmbH, Düsseldorf/Germany	100.0
OSC Smart Integration GmbH, Hamburg/Germany	60.0
OSC Business Xpert GmbH, Burgdorf/Germany	30.6

The scope of the consolidation changed during the reporting year as follows:

	Germany	Abroad	Total
Number of companies as at 1 October 2013	9	9	18
Additions in the reporting year	1	0	1
Disposals from mergers	-1	0	-1
Number of companies as at 30 September 2014	9	9	18

Significant Transactions and Changes in the Scope of the Consolidation:

avantum

On 7 May 2014, All for One Steeb AG concluded a strategic acquisition and closed a share purchase agreement to acquire all the shares of **avantum consult AG**, Düsseldorf. The German Federal Cartel Office had approved the proposed merger prior to the closing. The transaction is considered a business combination according to IFRS 3.

This consulting company operates predominantly in Germany and Switzerland and specialises in performance management and business analytics. avantum consult AG employed some 70 people, posted total revenues of approximately EUR 10 million in the calendar year 2013 and was clearly profitable. This acquisition is of strategic importance: Together with avantum, All for One Steeb wants to take a top spot in the growing overall market for performance management and business analytics.

The purchase price of the acquisition, less the assumed cash and cash equivalents, is EUR 7.1 million. A fixed minimum purchase price component of EUR 5.1 million has already been paid from on-hand liquidity. An earnout element was also agreed to and is based on the company's further performance. The total purchase price payment, including the earnout element, is limited to an amount of EUR 10.0 million. An amount of EUR 2.5 million was recognised for the earnout element at the time of the acquisition. The actual earnout amount will depend on an adjusted EBIT target that avantum consult AG is to achieve over a multi-year earnout phase. Payment of the earnout amount is due at the end of this earnout phase.

The following table depicts the allocation of the acquisition costs to the fair values of the acquired assets and liabilities as at the date of the acquisition and their carrying amounts immediately prior to the business combination:

avantum in KEUR	Carrying amount	Adjustments to fair values	Opening carrying value
Goodwill	0	2,584	2,584
Other intangible assets	22	6,458	6,480
Tangible fixed assets	214	0	214
Financial assets	87	0	87
Inventories	13	0	13
Trade accounts receivable	1,650	0	1,650
Current tax assets	219	0	219
Other assets	880	0	880
Cash	479	0	479
Total assets	3,564	9,042	12,606
Financial liabilities	300	0	300
Deferred tax liabilities	1	2,092	2,093
Provisions	22	0	22
Current income tax liabilities	138	0	138
Trade accounts payable	232	0	232
Other liabilities	2,210	0	2,210
Total liabilities	2,903	2,092	4,995
Net assets	661	6,950	7,611
Purchase price			7,611
Assumed cash and cash equivalents			479
Net purchase price			7,132

The opening carrying value of the trade accounts receivable comprises the following:

avantum in KEUR	
Gross receivables	1,676
Value adjustments	-26
Fair value	1,650

Pro Forma Disclosures (IFRS 3)

External revenues of EUR 3.6 million and a contribution to earnings after taxes of minus EUR 0.3 million are attributable to the avantum consult AG acquisition for the period of May to September 2014. This includes EUR 0.3 million in depreciation and amortisation of the assets acquired in conjunction with the avantum consult AG acquisition.

Had the initial consolidation of avantum consult AG been made at the beginning of the financial year 2013/14, then this would have resulted in pro forma revenues of EUR 223.0 million and pro forma earnings after tax of EUR 8.9 million. These pro forma figures were determined for indicative and comparative purposes only. They provide no reliable information about the operating results that would actually have been achieved had the acquisition been made at the beginning of the financial year, nor about future revenues and earnings.

The following table shows the identifiable intangible assets assumed from the acquisition of avantum consult AG expressed in KEUR:

OTHER INTANGIBLE ASSETS OF AVANTUM in KEUR	Purchase price	Estimated useful life Months
Customer base	3,825	120
Maintenance contracts	664	120
Orders on hand	403	17
Trademark	1,566	unlimited
	6,458	

The goodwill of EUR 2.6 million consists in particular of intangible assets that can neither be identified nor recognised separately as an asset other than as goodwill, and include »human capital«, such as the consultant's qualifications and expertise.

All for One Steeb AG assumes that the goodwill recognised in the financial year 2013/14 will not be deductible for tax purposes.

KWP

On 20 December 2013, the company enlarged its equity interest in its largest subsidiary, **KWP Kümmel, Wiedmann + Partner Unternehmensberatung GmbH**, Heilbronn, (KWP), from 56% to 100%. In addition to the payment of a cash component, a capital increase was carried out against a non-cash contribution from the authorised capital and 112,000 new shares were issued. AC-Service Beteiligungs GmbH, Filderstadt, which previously functioned strictly as an intermediate holding company, was merged with All for One Steeb AG.

G. Foreign Currency Translation

The items recognised in the financial statements of the individual companies within the Group are valued on the basis of the respective functional currency. The consolidated financial statements are prepared in the euro currency. All for One Steeb's reporting currency and functional currency is the euro.

Transactions made in foreign currencies are translated into the functional currency at the prevailing rate of exchange on the date of the transaction. Foreign-currency monetary assets and liabilities are translated at the exchange rate on the balance sheet date. Exchange differences are recognised in the income statement under other operating expenses. Non-monetary assets and liabilities, which were valued at historical cost in a foreign currency, are translated at the exchange rate on the day of the business transaction.

The translation of the financial statements of the included companies, whose functional currency differs from the Group's reporting currency, is made as follows: The assets and liabilities are translated at the period-end exchange rate, equity at historical rates and the expenses and income at the average annual exchange rate. The resulting exchange differences are recognised as equity not affecting net income.

The most important changes in exchange rates in relation to the euro were as follows:

in EUR	Year-end rate		Average exchange rate	
	30.09.2014	30.09.2013	10/2013 – 9/2014	10/2012 – 9/2013
CHF	1.2076	1.2338	1.2208	1.2256
CZK	27.5990	25.7890	27.3037	25.6045
TRY	2.8543	2.6952	2.8897	2.5087

Source: reference euro exchange rates from the European Central Bank published monthly by the Deutsche Bundesbank

H. Accounting and Valuation Principles

The financial statements of All for One Steeb AG and its domestic and foreign subsidiaries are prepared in accordance with IAS 27 using uniform accounting and valuation principles.

Assumptions and Estimates

Assumptions were made and estimates were used when preparing the consolidated financial statements, which affected the disclosure and amounts of the reported assets, debts, income, expenses and contingent liabilities. In some cases, the actual amounts may vary from the assumptions and estimates that were made. Changes will be recognised in the income statement at the time more accurate information becomes available.

In this regard, particular note should be made of the reporting and valuation of goodwill and other intangible assets (note 11), trade accounts receivable (note 17), provisions (note 23), current and deferred (income) tax assets and liabilities (notes 14, 15 and 25).

Recognition of Revenues and Expenses

Sales revenues and other operating income are credited to the income statement at the time the product is delivered to, or the service is rendered for, the customer. Sales revenues are reported without value-added tax and take into consideration sales adjustments such as credit notes, commercial discounts and similar deductions.

Revenues from software maintenance and service agreements, as well as from managed services, are recognised on an accrual basis. Revenues from the sale of licenses are considered realised when the customer acquires actual power of disposition over the software.

Consulting and training revenues are generated on the basis of individual services agreements and realised as the services are performed.

In accordance with IAS 18 and in conjunction with IAS 11, revenues from the rendering of longer-term project contracts are recognised with reference to their stage of completion using the percentage of completion method of accounting. The stage of completion is determined on the basis of the hours of work already performed in relation to the estimated total number of hours for the respective project. The amount of revenue to be recognised on the reporting date is determined by applying this result (as a percentage) to the total revenues.

Operating costs are recognised in the income statement at the time use is made of the rendered service, or at the time of its causation, while interest income and expenses are recognised on an accrual basis. Dividends are recognised at the time they are distributed.

Financial Result

Valuation differences from adjustments of foreign currency exchange rates, which arise on financial assets and liabilities including internal Group financial relationships, are reported in the financial result.

Financial income includes dividend income from unconsolidated equity interests, interest income from loans granted and assets from finance leases as well as other income directly related to the financing or the investment in financial assets.

Financial expenses include the interest expenses from loans and finance lease obligations, as well as other expenses directly related to the financing or the investment in financial assets, insofar as these are not required to be reported as shareholders' equity. Interest expenses are recognised in the income statement using the effective-interest method. The cost of borrowed capital is not capitalised.

Government Grants

These government grants relate to assets. In accordance with IAS 20, they are only recognised when there is reasonable assurance that any conditions attached to the grants will be complied with and that the grants will be awarded.

Earnings per Share

Earnings per share are determined on the basis of dividing the annual net earnings by the average number of shares outstanding (issued shares less treasury stock). There are no effects from dilution.

Goodwill

Goodwill arises from the application of the purchase method and the full goodwill method to business combinations, provided the cost exceeds the fair value of the net assets of the purchased subsidiary on the acquisition date. In accordance with IAS 38 no write-downs on goodwill have been made since 1 January 2005.

Other Intangible Assets

Acquired and self-created intangible assets are capitalised at cost or fair value if it involves business combinations, provided that the criteria stipulated in IAS 38 are met. Regular straight-line amortisation is made over the projected useful lives of the assets, provided that their useful lives can be determined with sufficient accuracy.

Impairment of Goodwill and Other Intangible Assets

Goodwill and other intangible assets with an indefinite useful life are tested for impairment at least once a year in accordance with IAS 36. Each impairment loss is recognised immediately in the income statement. All other intangible assets are tested for impairment as circumstances dictate. For impairment testing, assets are allocated where necessary to the smallest identifiable group of assets, or cash-generating unit, which generates cash flows that can be measured. An impairment loss is recognised when the cash-generating unit's carrying amount is greater than the recoverable amount. This is determined by the higher of the fair value less costs to sell and the value in use as measured using the discounted cash flow method.

Tangible Fixed Assets

Tangible fixed assets are reported at cost less regular straight-line depreciation in accordance with IAS 16.

Regular depreciation is made across the projected economic life of the assets within the Group, which are as follows:

	Years
Buildings	30
Leasehold improvements	2 – 15
IT systems	3 – 6
Operating and office equipment	4 – 13

Land is not depreciated.

An impairment loss is charged against earnings in accordance with IAS 36 in the event that the carrying amount is greater than the estimated recoverable amount. Any income or loss generated from the disposal of tangible fixed assets is reported in the income statement.

Leasing Arrangements

Leased assets under IAS 17, which are leased under terms by which the Group assumes all substantial risks and benefits incident to ownership from an economic perspective, are classified as finance leases and capitalised as non-current assets at the time of acquisition. At the same time, financial liabilities of the corresponding amount are recognised. Recognition is made at the lower of the fair value at the inception of the lease or the present value of the minimum lease payments. The depreciation methods and useful lives should be consistent with those for other comparable purchased assets. The interest component of lease payments is recognised in the interest result.

Lease payments are recognised in full as an expense in the case of operating leases in which beneficial ownership remains with the lessee.

Financial Assets

Financial assets in terms of IAS 39, which are of relevance for All for One Steeb, are classified as follows:

- Held-to-maturity financial investments
- Receivables and loans
- Available-for-sale financial assets

With the exception of receivables and loans, financial assets with determinable payments and fixed terms, which the company can and wishes to hold to maturity, are classified as held-to-maturity financial investments. These financial investments with a maturity of more than twelve months after the balance sheet date are reported as **non-current assets**, while all others are reported as **current assets**. In particular, the former includes entitlements from finance leases as well as other assets. Their value is stated at nominal value or at the original cost including transaction costs less cumulative value adjustments.

Cash and cash equivalents include cash on hand and deposits in banks. Changes in fair values are recognised in the financial result. **Trade accounts receivable** and other receivables are reported at amortised cost. Trade accounts receivable are reported less value adjustments. Accounts receivable exposed to an increased risk of default are evaluated individually and written down as needed. No value adjustments were made to any of the other financial assets. As yet uncompleted contract activity from consulting or managed services agreements is valued using the percentage of completion method and reported under trade accounts receivable, provided it is probable that payment will be made to the Group. Included under **available-for-sale financial assets** are those assets that cannot be allocated to the categories above. Gains and losses from the evaluation of the fair value are recognised directly in equity. Cumulative profit or losses that were previously recognised in equity are reported in the income statement at the time the financial investments are cancelled.

Non-Controlling Interests

As at the acquisition date, the non-controlling interests measured using the purchase method are recognised with the proportionate share of revalued net assets of the subsidiary, while the non-controlling interests measured using the full goodwill method are recognised at the proportionate share of fair value of the subsidiary. An adjustment of non-controlling interests will be made in subsequent periods taking into consideration current profits and losses, distributions to non-controlling interests and currency differences. Non-controlling interests are reported as equity in the Group balance sheet.

Inventories

Inventories of merchandise (hardware and software held for sale) are valued at average cost or their potentially lower net realisable sale value. An appropriate value adjustment will be made for any other impairment.

Provisions

Provisions are recognised with respect to the cause or amount of uncertain obligations, provided there exists a legal or constructive obligation stemming from an underlying causal event occurring prior to the balance sheet date, and it is probable that an outflow of resources embodying economic benefits will be necessary in order to fulfill the obligation. Long-term provisions with a remaining term of more than one year are reported at their discounted settlement amount on the balance sheet date, provided the discounting effect is significant.

Employee Benefit Obligations

All for One Steeb's active and former employees receive benefits and pensions based on the various local statutory employee benefit plans. In addition to defined contribution plans, there are also defined benefit plans whose value is determined using the projected unit credit method stipulated in IAS 19. The employer contributions for the respective period are recognised in the income statement for all defined contribution plans.

The revised version of IAS 19 »Employee Benefits« (amended 2011) was adopted by the Group for the first time in the financial year 2013/14. The previous corridor approach is no longer authorised, and instead the full amount of the post-employment benefit liabilities is presented in the balance sheet as at the respective reporting date. Actuarial gains and losses are no longer amortised over future periods and recognised rateably in the income statement, but are instead recognised directly in other comprehensive income in the periods in which they occur, with deferred taxes being taken into account. Other measurement differences must also be considered and additional disclosures were introduced in the notes. IAS 19 (amended 2011) is to be applied retrospectively in accordance with IAS 8. Prior-year figures were adjusted as follows with the Group's first-time adoption of IAS 19 (2011):

In the balance sheet as at 1 October 2012, the post-employment benefit liabilities were increased by KEUR 143 and the other assets were reduced by KEUR 7, while the deferred tax liabilities were reduced by KEUR 35. Overall, this led to a decline of KEUR 115 in retained earnings as at 1 October 2012. In the balance sheet as at 30 September 2013, the post-employment benefit liabilities were increased by KEUR 350 and the other assets were reduced by KEUR 65. The deferred tax liabilities and the retained earnings declined by KEUR 97 and KEUR 317 respectively.

In the income statement for the financial year 2012/13, personnel expenses were reduced by KEUR 5 and the financial income was reduced by KEUR 30. Taking into consideration deferred taxes of KEUR 6, these adjustments resulting in a decline in earnings after tax of KEUR 19. Earnings per share did not change significantly.

The effects from reporting according to IAS 19 (old version) are as follows:

EFFECTS FROM REPORTING UNDER THE OLD VERSION OF IAS 19 in KEUR	30.09.2014
Other assets	75
Employee benefit obligation	982
Equity	-835
Balance of deferred tax assets and liabilities	-42
EBIT	-163
Interest result	25
Income tax	-42
Earnings after tax	-180

Liabilities

Trade accounts payable and other liabilities are reported at their nominal value or amortised cost.

Financial Liabilities

The financial liabilities include interest-bearing liabilities from loans and from finance lease transactions as well as short-term liabilities to banks. These are reported at their nominal value or amortised cost.

Taxes

Current income taxes are calculated on the basis of earnings before taxes taking into account the respective country-specific regulations governing the computation of taxable income.

Deferred tax assets and liabilities result from the differences between the amounts stated for assets and liabilities in the tax balance sheet and the IFRS consolidated financial statements, provided such differences are not permanent. The Group uses the liability method, according to which deferred tax assets or liabilities can be determined based on the legal principles that are either valid or actually in force on the balance sheet date. In this case the tax rates at the time of the projected tax realisation are applied. Deferred tax assets also result from accumulated tax losses that can be carried forward (tax loss carry forwards), which can be offset against subsequent taxable earnings.

Deferred tax assets on temporary differences and on tax losses brought forward are only recognised in an amount corresponding to the probability that in the foreseeable future there will be sufficient taxable income available and that the Group will derive a benefit from applying them to it. The foreseeable future is principally considered to be the next four financial years.

Deferred tax assets and liabilities are not discounted and are reported in the balance sheet as non-current assets and liabilities.

Other taxes, such as transaction taxes or taxes on wealth and capital, are shown as operating expenses.

Personnel Figures

Unless otherwise indicated, the personnel figures refer to the number of individuals employed. Part-time positions are not included on a pro rata basis. Trainees and interns are not included in the personnel figures.

Cash Flow Statement

The cash flow statement depicts an analysis of the changes in cash and cash equivalents. In accordance with IAS 7, the cash flow statement differentiates between cash flows from operating activities, investing activities and financing activities. The operating cash flow is derived from the Group balance sheet and income statement using the indirect method. Influences from changes in the scope of the consolidation, effects from the application of IFRS 5, as well as any currency-related valuation differences on the cash and cash equivalents, are reported separately.

Contingent Liabilities

Potential obligations for which the outflow of resources is considered improbable are not reported in the balance sheet and their potential projected financial effects (exposure) are reported as contingent liabilities.

I. Risk Management

Financial Risks

Financial risk management is handled according to the principles established by the company. These govern the company's protection against currency, interest and credit risks, cash management and short-term and long-term financing. The goal is to reduce financial risks while weighing the hedging costs against the risks being taken. Derivative financial instruments to hedge the mainstream business may be used when deemed appropriate. In order to minimise the counterparty credit risk, transactions will only be made with first-class counterparties.

Currency Risks

Fluctuations in currency rates have an impact on the presentation of assets and liabilities in the consolidated financial statements that are prepared in euros, insofar as assets and liabilities are denominated in currencies other than the euro. This is why All for One Steeb strives to finance its assets in the same currency. Revenue recognition within the individual companies is made predominantly in the same currency as that used for expenses. To the extent deemed necessary, remaining risks involved in foreign-currency accounting are covered using currency transactions (futures, options). Foreign currency hedges are not being used at the present time.

Changes in Interest Rate Risks

There will be exposure to changes in interest rates as long as there are long-term, interest-bearing liabilities with variable interest rates. These risks are minimised by interest hedges and the continuous monitoring of global interest-rate policies. Derivative financial instruments (interest rate swaps) were used during the prior year to partially hedge future cash flows from loans with variable interest rates. These were, however, discontinued in their entirety as part of the placement of the promissory notes that was made during the prior year.

A reasonably possible change in interest rates of +/- 100 basis points would have an impact of +/- KEUR 120 (prior year: +/- KEUR 120) on Group earnings before taxes. The sensitivity analysis assumed that all other variables remain constant.

Liquidity Risks

All for One Steeb places the utmost importance on maintaining solvency at all times. Each company maintains an adequate amount of cash. The lead operating company All for One Steeb AG also has liquidity reserves and unused operational funding lines of credit.

In the case of the All for One Steeb AG promissory notes in a nominal amount of EUR 35.0 million, the holders of these promissory notes are authorised to raise the interest margin or, as applicable, to call the promissory notes due immediately should certain events occur as stipulated in the covenants. These events primarily involve adhering to the agreed targets for the equity ratio and the relationship between total net debt and EBITDA. The creditors will also be authorised to cancel their loan commitments and call a total amount of EUR 35.0 million due immediately should certain changes be made in the All for One Steeb shareholder structure (change of control). These covenants had been complied with in full as at the balance sheet date. Because the management board continuously monitors compliance with the terms and conditions of the promissory notes, the risks resulting from such covenants are considered to be minor.

Default Risks

Default risks arise primarily from affording clients time to make payments and from the counterparty risk involved in financial transactions. The default risks from providing services and products are addressed in part through commercial credit insurance, credit checks on customers, monitoring of accounts receivable and the implementation of regular reminder procedures.

Explanatory Notes to the Consolidated Financial Statements

J. Income Statement

The income statement was prepared according to the aggregate cost method.

1. Sales Revenues

Sales by type of revenue are depicted as follows:

SALES BY TYPE in KEUR	10/2013 – 9/2014	10/2012 – 9/2013
Consulting	82,970	68,507
Outsourcing services	99,822	86,784
Software licenses	30,167	26,734
Hardware	4,225	4,274
Other sales	43	35
Total	217,227	186,334

Sales by country are depicted as follows:

SALES BY COUNTRY* in KEUR	10/2013 – 9/2014	10/2012 – 9/2013
Germany	193,196	166,301
Austria	8,518	6,235
Switzerland	8,519	6,761
Other countries	6,994	7,037
Total	217,227	186,334

* based on domicile of the service provider

Sales revenues include revenues of KEUR 17,098 (prior year: KEUR 16,094) determined by using the percentage of completion method. The cumulative expenses for ongoing projects valued using the percentage of completion method totalled KEUR 36,677 (prior year: KEUR 32,394) and the cumulative gains were KEUR 2,601 (prior year: KEUR 2,816).

2. Other Operating Income

in KEUR	10/2013 – 9/2014	10/2012 – 9/2013
Marketing support	712	715
Income from co-payments for cars from employees	220	238
Investment tax credits (public authorities)	138	0
Income from disposal of assets	22	15
Other income	421	551
Total	1,513	1,519

3. Cost of Materials and Purchased Services

in KEUR	10/2013 – 9/2014	10/2012 – 9/2013
Purchased services	56,847	51,101
Cost of materials	22,796	20,417
Total	79,643	71,518

Purchased services mainly include expenses for SAP maintenance contracts. The cost of materials is primarily a result of the purchase of SAP software licensing rights and the procurement of hardware for customer projects.

4. Personnel Expenses

in KEUR	10/2013 – 9/2014	10/2013 – 9/2013 Adjusted*
Salaries and wages	76,329	62,123
Social security contributions	10,948	9,016
Defined contribution plan expenses	679	704
Defined benefit plan expenses	354	284
Other personnel expenses	267	86
Total	88,577	72,213

* Adjusted in accordance with IAS 19 (amended 2011)

AVERAGE PERSONNEL CAPACITY BY FUNCTION	10/2013 – 9/2014	10/2012 – 9/2013
Outsourcing services and consulting	722	588
Sales	94	90
Administration and management	106	86
Total	922	764

PERSONNEL CAPACITY AT FINANCIAL YEAR-END	30.09.2014	30.09.2013
Germany	894	767
Austria	13	16
Switzerland	34	33
Other countries	44	24
Total	985	840

The average number of people (by headcount) employed in the financial year 2013/14 was 1,014 (prior year: 847).

5. Employee Benefit Obligations

There are both defined benefit and defined contribution plans for retirement, disability and survivor benefits. The amount of the benefit obligations for the defined benefit plans is calculated primarily on the basis of the individual employee's length of employment and compensation. There also exists a domestic employee-funded retirement benefits plan in the form of a direct benefit commitment that is secured by a congruent and pledged reinsurance programme. Although the risk that All for One Steeb may be liable for a return that cannot be met by the insurance company is considered very small, this employee-funded retirement benefits plan is not required to be classified as a defined benefit plan under IFRS. All plans are exposed to those risks that are customary for defined benefits, particularly the risks associated with changes in discount rates.

The following information provides an overview of the financial situation of the defined benefit plans as at 30 September 2014 and 2013:

in KEUR	Defined benefit obligation		Fair value of plan assets		Net liabilities/assets from defined benefit plans	
	10/2013 – 9/2014	10/2012 – 9/2013	10/2013 – 9/2014	10/2012 – 9/2013 Adjusted*	10/2013 – 9/2014	10/2012 – 9/2013 Adjusted*
Balance as at 1 October	10,905	10,087	-9,780	-9,393	1,125	694
Recognised in profit and loss						
Current service cost	354	302	0	0	354	302
Interest expense/income	287	273	-265	-260	22	13
	641	575	-265	-260	376	315
Recognised in other comprehensive income						
Loss/profit from revaluations						
Actuarial loss/gains from:						
demographic assumptions	0	267	0	-226	0	41
financial assumptions	1,505	-262	-421	0	1,084	-262
experience-based adjustments	-56	627	0	0	-56	627
Return on plan assets	0	0	-254	-158	-254	-158
Foreign currency differences	122	5	-106	0	16	5
	1,571	637	-781	-384	790	253
Other items						
Additions from initial consolidation	0	82	0	0	0	82
Company contributions	-231	-157	-65	-93	-296	-250
Payments made	392	-318	-404	350	-12	32
	161	-393	-469	257	-308	-136
Balance as at 30 September	13,278	10,906	-11,295	-9,780	1,983	1,126
Of which are attributable to:						
Germany	6,426	5,804	-5,832	-5,363	594	441
Switzerland	6,852	5,102	-5,463	-4,417	1,389	685
	13,278	10,906	-11,295	-9,780	1,983	1,126

* Adjusted in accordance with IAS 19 (amended 2011)

The assumptions for the actuarial valuations differ for each individual plan, since they were made by taking into consideration the specific circumstances of the asset investment strategy and the personnel structure of the affiliated companies. The following table shows the key benchmarks of the plans that are included in the calculation and the average weighted assumptions on which the actuarial estimates of the defined benefit plans were based:

in KEUR	30.09.2014	30.09.2013
Number of plans	8	8
of which with assets set aside	2	2
of which with no assets set aside	5	5
Number of individuals participating in the plans	139	143
of whom are active insurance participants	88	91
of whom are inactive insurance participants	33	35
of whom are retired	18	17
Discount rate Germany	2.10%	3.00%
Discount rate Switzerland	1.65%	2.40%
Development of salaries Germany	0.00%	0.00%
Development of salaries Switzerland	1.00%	2.00%
Development of pensions Germany	1.70%	2.00%
Development of pensions Switzerland	0.00%	0.00%

On 30 September 2014 the weighted average duration of the defined benefit obligations was 12.2 years in Germany and 13.1 years in Switzerland.

Plan assets as at 30 September 2014 and 2013 were as follows:

in %	30.09.2014	30.09.2013
Rented properties	623	479
Obligations CHF	645	1,513
Obligations other currencies	1,590	660
Shares Switzerland	276	202
Shares other countries	917	582
Liquid assets and other financial assets	7,244	6,344
Total plan assets	11,295	9,780

The expected payments for All for One Steeb's employee benefit plans for the financial year 2014/15 are KEUR 516 (prior year: KEUR 437).

Sensitivity Analysis

On the basis that other assumptions remain the same, a change of 0.5 percentage points respectively in the discount rate or the development in pensions would have the following effects on the defined benefit obligations:

Effect in EUR	Defined benefit obligation	
	Increase	Decrease
Discount rate (+/- 0.5% points)	-871,263	1,013,983
Pension progression (+/- 0.5% points)	534,711	-117,989

6. Depreciation and Amortisation

The amounts of depreciation and amortisation are determined by the changes in non-current assets (see statement of changes in fixed assets). No write-downs were made in the current financial year.

7. Other Operating Expenses

in KEUR	10/2013 – 9/2014	10/2012 – 9/2013
Vehicle costs	6,626	5,645
Data processing expenses	9,181	8,534
Cost of premises	3,893	3,240
Travel and overnight accommodation expenses	3,380	2,884
Marketing and advertising	1,428	1,779
Human resource management expenses	1,665	2,145
Expenses from currency differences	22	5
Other items	3,869	3,044
Total	30,064	27,276

8. Financial Result

Financial income includes finance lease interest income in the amount of KEUR 286 (prior year: KEUR 293). Financial expenses include finance lease interest expenses in the amount of KEUR 133 (prior year: KEUR 187).

9. Income Tax

Tax expenses consist of the following:

in KEUR	10/2013 – 9/2014	10/2012 – 9/2013 Adjusted*
Current tax expense	3,040	2,168
Deferred tax expense	219	1,038
Total	3,259	3,206

* Adjusted in accordance with IAS 19 (amended 2011)

CURRENT TAX EXPENSES in KEUR	10/2013 – 9/2014	10/2012 – 9/2013
Current income tax for the reporting year	2,998	1,938
Current income and withholding taxes relating to prior periods	42	230
Total	3,040	2,168

EXPENSES FROM DEFERRED TAXES in KEUR	10/2013 – 9/2014	10/2012 – 9/2013 Adjusted*
Change in tax charge on undistributed profits for the reporting year	2	12
Change in timing differences for the reporting year	-1,151	144
Recognition of tax assets from tax losses brought forward	1,368	883
Tax rate changes	0	-1
Total	219	1,038

* Adjusted in accordance with IAS 19 (amended 2011)

Your attention is directed to deferred tax assets (note 14) and deferred tax liabilities (note 25) for details regarding changes in deferred tax assets and liabilities.

Current taxes are calculated on the basis of prevailing tax rates rates The Group's tax rate of 30.0% (prior year: 30.0%) was determined on the basis of a corporate income tax rate of 15.0% plus the solidarity surcharge of 5.5% on this rate, and a municipal trade income tax rate of 14.2%.

The following table shows a reconciliation of the expected and the actually reported tax expenses:

in KEUR	10/2013 – 9/2014	10/2012 – 9/2013 Adjusted*
EBT	12,026	8,809
Expected tax expense/revenue at the rate of 30%	-3,608	-2,643
Temporary tax differences	120	-168
Non-tax-deductible expenses/revenues	-254	-265
Capitalisation of tax losses brought forward	326	16
Current tax expenses/revenues relating to prior periods	-42	-230
Use of uncapitalised tax losses brought forward for current year	183	70
Waiver of capitalisation of tax losses brought forward for current year	-152	-114
Effect of different tax rates in foreign countries	139	91
Other effects	29	37
Total	-3,259	-3,206

* Adjusted in accordance with IAS 19 (amended 2011)

The following table shows the composition of deferred tax assets and deferred tax liabilities:

in KEUR	Deferred tax assets 30.09.2014	Deferred tax liabilities 30.09.2014	Deferred tax assets 30.09.2013 Adjusted*	Deferred tax liabilities 30.09.2013 Adjusted*	Total 30.09.2014	Total 30.09.2013 Adjusted*
Financial assets	-8	1,138	-15	1,099	1,130	1,084
Financial liabilities	-1	115	0	145	114	145
Trade accounts receivable	0	1,247	-5	1,282	1,247	1,277
Intangible assets	-304	13,999	-476	12,898	13,695	12,422
Employee liabilities	-21	0	-29	0	-21	-29
Employee benefit obligations	-642	0	-446	0	-642	-446
Provisions	-312	23	-62	19	-289	-43
Tangible fixed assets	-12	30	-10	58	18	48
Other timing differences	0	69	0	74	69	74
Other liabilities	-26	0	-24	0	-26	-24
Tax loss carry forwards	-581	0	-1,949	0	-581	-1,949
Deferred tax assets (-) / liabilities (+)	-1,907	16,621	-3,016	15,575	14,714	12,559
Balancing	1,393	-1,393	2,752	-2,752	0	0
Total deferred tax assets (-) / liabilities (+)	-514	15,228	-264	12,823	14,714	12,559

* Adjusted in accordance with IAS 19 (amended 2011)

10. Earnings per Share

Earnings per share were calculated based on the net annual earnings and the average number of shares outstanding (issued shares less treasury stock). An average number of 4,954,926 shares (prior year: 4,860,000) were outstanding in the financial year 2013/14.

The average number of shares (diluted) outstanding is the same as the average number of shares (undiluted) outstanding. The diluted earnings per share are therefore the same as the undiluted earnings per share.

K. Notes to the Balance Sheet

11. Goodwill and Other Intangible Assets

The Group balance sheet as at 30 September 2014 reported goodwill with a balance sheet value of KEUR 19,184 (prior year: KEUR 16,601) other intangible assets with a balance sheet value of KEUR 47,126 (prior year: KEUR 43,473). In order to determine if any assets may be impaired, the company estimated the expected cash flows from the use and eventual sale of the assets. The actual cash flows derived may vary from the projected cash flows and from the cash flows discounted to the balance sheet date. In particular, any departure of customers from the core client business accounted for in the balance sheet, and the subsequent lower-than-projected amount of products and services sold, may result in shortened useful lives and impairment.

Impairment Testing of Goodwill and Trademark Rights

For the purpose of performing impairment tests, All for One Steeb has designated the following companies as cash-generating units (CGU) to which the respective goodwill and trademark rights are allocated. The value in use was applied when testing goodwill and trademark rights for impairment. The value in use of the future cash flows was determined using the discounted cash flow method, which does not take tax payments into consideration. As in the prior year, the applied discount rate built on the capital asset pricing model and was derived from the average weighted cost of equity and borrowed capital. The cost of equity is based on a risk-free capital-market interest rate for the respective period taking into consideration the Beta factor for the industry and a risk premium based on the relevant capital market. From this a pre-tax discount rate was derived based on the tax situation.

Current assets and earnings projections for the next three to five years have been prepared for the cash-generating units (CGU), which reflect and incorporate the company's latest estimates regarding how these units' sales and costs will develop. Prospective cash flow statements were derived from this and plausible assumptions were made about the further development in the years to follow that reflect a growth rate of 1%.

Goodwill and Trademark Rights

Goodwill increased by KEUR 2,584 to KEUR 19,184 as at 30 September 2014. This increase resulted from the purchase of shareholdings (100%) in avantum consult AG, Düsseldorf.

No write-downs on goodwill were made in the reporting year.

GOODWILL in KEUR	30.09.2014	30.09.2013
CGU All for One Steeb AG		
Steeb Anwendungssysteme GmbH, Abstatt (merged into the Group parent in December 2011)	9,692	9,692
All for One Midmarket Solutions & Services GmbH, Stuttgart (merged into the Group parent in September 2008)	2,434	2,434
Other CGU's		
avantum consult AG, Düsseldorf	2,584	–
OSC AG, Lübeck	1,906	1,906
Process Partner AG, St. Gallen/Switzerland	1,596	1,596
KWP team HR GmbH, Düsseldorf	482	483
KWP Kümmel, Wiedmann + Partner Unternehmensberatung GmbH, Heilbronn	365	365
All for One Steeb GmbH, Vienna/Austria	125	125
Total	19,184	16,601

The goodwill and trademark rights were tested for impairment at the end of the financial year. This testing showed no impairment of the goodwill and trademark rights allocated to the cash-generating units (CGU) as at 30 September 2014. The company believes, extraordinary events and circumstances aside, that a revision of its assumptions would not lead to the carrying amounts of the goodwill and trademark rights exceeding their respective recoverable amounts.

Other intangible assets include brand names (trademark rights) totalling KEUR 11,253 (prior year: KEUR 9,687). These brand names are company brands for which an economic life cannot be determined. Unlike product brands, these have no life cycle. For this reason it is assumed that they have an indefinite useful life.

No internally generated software (prior year: KEUR 191) was capitalised during the financial year.

OTHER INTANGIBLE ASSETS in KEUR	Purchase price	Estimated useful life in months	Remaining useful life in months	Net carrying amount 30.09.2014	Net carrying amount 30.09.2013
Trademark rights					
CGU All for One Steeb AG					
Trademark rights of former Steeb Anwendungssysteme GmbH, Abstatt	5,465	unlimited	unlimited	5,465	5,465
Trademark rights of former All for One Midmarket Solutions & Services GmbH, Stuttgart	3,283	unlimited	unlimited	3,283	3,283
Other CGU's					
Trademark rights of avantum consult AG, Düsseldorf	1,566	unlimited	unlimited	1,566	–
Trademark rights of OSC AG, Lübeck	939	unlimited	unlimited	939	939
Customer base					
Customer base of former Steeb Anwendungssysteme GmbH, Abstatt	27,626	48 – 180	26 – 146	22,148	24,081
Customer base of former All for One Midmarket Solutions & Services GmbH, Stuttgart	6,283	18 – 180	0 – 76	2,628	3,043
Customer base of avantum consult AG, Düsseldorf	3,825	120	115	3,666	–
Customer base of OSC AG, Lübeck	5,903	144	121	4,960	5,452
Customer base of KWP team HR GmbH, Düsseldorf	628	120	57	298	361
Customer base of KWP Kümmel, Wiedmann + Partner Unternehmensberatung GmbH, Heilbronn	374	120	5	16	53
Other intangible assets					
Internal software solutions	288	60	15 – 47	120	212
Maintenance contracts of avantum consult AG, Düsseldorf	664	120	115	636	–
Orders on hand of avantum consult AG, Düsseldorf	403	17	12	284	–
Other acquired intangible assets	3,406	12 – 72	0 – 48	1,117	584
30 September 2014	60,653			47,126	43,473

Impairment tests using the relief from royalty method were performed at the end of the financial year due to the trademark rights having an indefinite useful life. No write-downs were made as at 30 September 2014.

Impairment testing was based on the following pre-tax discount rates:

(Formerly) Steeb Anwendungssysteme GmbH, Abstatt: The implied average pre-tax discount rate is 6.89% (prior year: 7.01%).

(Formerly) All for One Midmarket Solutions & Services GmbH, Stuttgart: The implied average pre-tax discount rate is 6.89% (prior year: 7.01%).

avantum consult AG, Düsseldorf: The implied average pre-tax discount rate is 7.66%.

OSC AG, Lübeck: The implied average pre-tax discount rate is 7.82% (prior year: 8.05%).

Process Partner AG, St. Gallen/Switzerland: The implied average pre-tax discount rate is 6.93% (prior year: 7.04%).

KWP team HR GmbH, Düsseldorf: The implied average pre-tax discount rate is 7.94% (prior year: 8.07%).

KWP Kümmel, Wiedmann + Partner Unternehmensberatung GmbH, Heilbronn: The implied average pre-tax discount rate is 7.66% (prior year: 7.15%).

All for One Steeb GmbH, Vienna/Austria: The implied average pre-tax discount rate is 7.28% (prior year: 6.82%).

12. Tangible Fixed Assets

Your attention is directed to the statement of changes in fixed assets regarding the composition of tangible fixed assets.

The land and buildings pertain to an office building belonging to the Belgian subsidiary, AC Automations Center Sàrl, Brussels, which was sold during the reporting period and generated proceeds of EUR 0.9 million from the sale.

Also included under leasehold improvements are those improvements over which the lessor has since assumed legal ownership, but which remain in the beneficial ownership of the lessee for the term of the lease. The useful life for depreciation purposes is the shorter of the remaining term of the lease or the useful life.

The other tangible fixed assets include office machines and equipment, office furniture and furnishings, as well as company cars.

The lessor has legal ownership of the tangible fixed assets in the amount of KEUR 3,687 (prior year: KEUR 3,164) under finance leases.

13. Financial Assets

in KEUR	Total receivables	Due under 1 year	Due between 1 and 5 years	Due after 5 years
Gross receivables from finance leases	7,950	2,849	5,101	0
Unrealised share of interest therein	-444	-48	-396	0
Net receivables from finance leases	7,506	2,801	4,705	0
Other loans	311	104	207	0
Security deposits	97	75	22	0
Total as at 30 September 2014	7,914	2,980	4,934	0
Gross receivables from finance leases	7,415	2,685	4,730	0
Unrealised share of interest therein	-455	-50	-405	0
Net receivables from finance leases	6,960	2,635	4,325	0
Other loans	252	8	244	0
Security deposits	29	15	14	0
Total as at 30 September 2013 Adjusted*	7,241	2,658	4,583	0

* Adjusted in accordance with IAS 19 (amended 2011)

Receivables from finance leases pertain to customer-specific IT systems from the IT outsourcing business and fulfil the application regulations set forth in IFRIC 4.

14. Deferred Tax Assets

See note 9, Income Tax, for detailed information about the structure of the deferred tax assets.

All for One Steeb AG has corporation and municipal trade tax loss carry forwards of EUR 1.9 million (prior year: EUR 7.0 million) and EUR 0.1 million (prior year: EUR 5.7 million) respectively, which were recognised as deferred tax assets in the amount of KEUR 320 (prior year: KEUR 1,800). During the financial year these deferred tax assets declined in an amount of KEUR 1,480 as adjusted for positive earnings. Based on the current plans and budgeting for All for One Steeb AG, Group management considers it probable that the loss carry forwards can be used in these amounts in the coming years.

The subsidiary All for One Steeb GmbH, Vienna/Austria, has a tax loss carry forward of KEUR 2,703 (prior year: KEUR 3,590) that was capitalised as a deferred tax asset in the amount of KEUR 175 (prior year: KEUR 149). Furthermore, the subsidiary All for One Steeb (Schweiz) AG, Regensdorf/Switzerland, has unrecognised tax loss carry forwards of EUR 1.5 million (prior year: KEUR 576).

Recognition of deferred tax assets is made on the basis of each respective company's budget. These budgets are revised annually and require a variety of estimations. These estimations may change as a result of changes in the market, competitive environment, customer structure and general economic situation. There is a great deal of volatility involved in recognising deferred tax assets in light of the regular reassessments that are made.

15. Current and Deferred (Income) Tax Assets and Liabilities

As at 30 September 2014, All for One Steeb showed net liabilities from current income taxes in the amount of KEUR 2,191 (prior year: KEUR 455) and net liabilities from deferred taxes in the amount of KEUR 14,714 (prior year: KEUR 12,657). The management board has to make far-reaching estimates to determine the receivables and liabilities relating to current income taxes and deferred taxes. These estimates are based among other things on the interpretation of each country's prevailing tax laws and regulations. The management board makes estimates about the subsidiaries' future taxable earnings situation

both upon the initial recognition and regular determination of deferred tax assets from chargeable tax loss carry forwards. Numerous internal and external factors can have a favourable or unfavourable impact on the assets and liabilities from deferred income taxes. Changes can also be attributable to amendments in tax legislation, final tax assessment notices and the favourable or less-favourable way that the taxable income projections for the subsidiaries develop. Such factors may necessitate adjustments in the reported income tax assets and liabilities.

16. Inventories

Inventories mainly consist of hardware held for sale in the amount of KEUR 363 (prior year: KEUR 331) and software held for sale in the amount of KEUR 304 (prior year: KEUR 22).

17. Trade Accounts Receivable

in KEUR	30.09.2014	30.09.2013
Accounts receivable from other third parties	33,864	31,581
Value adjustments	-892	-814
Total	32,972	30,767

Trade accounts receivable include construction contracts with a credit balance due from customers in the amount of KEUR 1,741 (prior year: KEUR 2,024).

The trade accounts receivable also include an amount from related parties of KEUR 264 (prior year: KEUR 86).

Changes in Allowances for Doubtful Accounts

The KEUR 814 in allowances for doubtful accounts as at 30 September 2013 was reversed by KEUR 221, utilised in the amount of KEUR 256 and increased by KEUR 555. This resulted in an allowance for doubtful accounts in the amount of KEUR 892 as at 30 September 2014.

The following table shows the breakdown of trade accounts receivable not yet due and overdue based on the terms agreed to with the customers and the age structure of the receivables:

in KEUR	30.09.2014	30.09.2013
Total gross trade accounts receivable	33,864	31,581
Thereof:		
Not yet due	24,290	18,207
Due under 1 month	4,665	7,358
Due between 1 and 3 months	3,284	3,766
Due between 3 and 6 months	461	483
Due between 6 and 12 months	502	640
Due after 12 months	662	1,127
Allowance for doubtful accounts	-892	-814
Total net trade accounts receivable	32,972	30,767

The allowances for doubtful accounts are determined based on the difference between the nominal value of the accounts receivable and their estimated net recoverable amounts.

The trade accounts receivable of KWP Kümmel, Wiedmann + Partner Unternehmensberatung GmbH, Heilbronn, are pledged to the financing bank through a blanket assignment, which serves as security for a current account and aval credit line in the amount of KEUR 357 (prior year: KEUR 357) (see note 24, Financial Liabilities). The receivables as at 30 September 2014 totalled KEUR 1,991 (prior year: KEUR 1,883).

18. Other Current Assets

in KEUR	30.09.2014	30.09.2013
Prepaid services	2,952	1,122
Other accounts receivable	624	583
Total	3,576	1,705

19. Cash and Cash Equivalents

in KEUR	30.09.2014	30.09.2013
Cash assets	32,462	30,897
Financial investments with an original fixed term of under 90 days	874	732
Cash on hand	11	8
Total	33,347	31,637

The average interest on bank deposits was 0.1% (prior year: 0.2%). Of the cash and cash equivalents, 92.1% (prior year: 93.4%) is denominated in EUR, 7.0% (prior year: 5.7%) in CHF, 0.4% (prior year: 0.5%) in CZK and 0.5% (prior year: 0.4%) in TRY.

20. Shareholders' Equity

As at 30 September 2014 the issued share capital is divided into 4,982,000 (30 September 2013: 4,860,000) registered no-par-value shares (individual share certificates) and has been fully paid in. The arithmetic nominal value of the shares outstanding remains unchanged at EUR 3.00 per share.

The increase in the equity interest in KWP from 56% to 100% in December 2013 represented what is purely an equity transaction that led to no changes in controlling relationships. The transaction that was funded by a capital increase against a non-cash contribution in addition to a cash component, resulted overall in a negative effect on equity of EUR 1.7 million.

The share of equity attributable to the non-controlling interests in the amount of EUR 1.7 million was reclassified to the retained earnings, and recognised in the retained earnings together with the difference between the amount of the non-controlling interests' share of equity to be reclassified and the fair value of the consideration paid. As a result, the retained earnings were reduced by EUR 2.7 million.

122,000 new registered shares were issued during the capital increase against a non-cash contribution carried out in conjunction with the transaction. These shares, with an accounting par value of EUR 3, were created with no nominal value (share certificates) and excluded statutory subscription rights. The issued share capital thereby increased from EUR 14.6 million to 14.9 million and is now divided into 4,982,000 shares (30 September 2013: 4,860,000). In addition, an amount of EUR 2.4 million was transferred to the capital reserve. The new shares have carried full dividend rights since 1 October 2013. A multi-year retention period restricts the ability to dispose of these newly issued ordinary shares. The annual general meeting of 16 March 2011 approved a resolution (limited until 15 March 2016) creating a new authorised capital totalling EUR 7,290,000. The amount of authorised capital that was created by resolution of the annual general meeting of 16 March 2011 decreased from EUR 7,290,000 to EUR 6,924,000.

Furthermore, the management board is authorised until 15 March 2016 to repurchase treasury shares in All for One Steeb AG up to a total amount of 10% of the share capital at the time of resolution (16 March 2011). This corresponds to 4,860,000 registered no-par-value shares. The management board made no use of this authorisation during the reporting period.

Furthermore, the effects of those adjustments that were made to equity as required in accordance with IAS 19 (2011) are explained under »Employee Benefit Obligations« (see section H, Accounting and Valuation Principles).

One of the items approved by the annual general meeting of 27 March 2014 was a dividend of 50 euro cents per share, which was distributed in an amount of KEUR 2.430 (prior year: KEUR 729) on the following day.

All for One Steeb's capital is governed by the cost of equity. Investments and acquisitions will continue to be made with borrowed capital as long as borrowing costs are lower than the cost of equity. Variable interest rates were agreed to as part of the loans. Should certain events occur as described in covenants stipulated in the loan agreements, then the lenders will be authorised to increase the interest rate on the loans and, as applicable, call the loans due payable immediately. These covenants pertain to maintaining established corporate operating figures. All figures are calculated and evaluated at the Group level. The management board monitors compliance with contractual requirements and observes the movement in interest rates. In managing the capital, All for One Steeb AG continuously monitors variances in the equity ratio and net debt to the corresponding budget figures. Net debt was lower than planned during the reporting year. The equity ratio fell slightly short of the budgeted figure.

All for One Steeb seeks to use its dividend policy to enable shareholders to partake directly in the company's earnings and cash flow. However, the basic premise is to always maintain adequate financial flexibility for greater business performance and additional inorganic growth.

The capital reserve consists primarily of the premium from the issue of shares.

The other reserves pertain to the reserve from currency translation and the reserve from derivative financial instruments.

The reserve from currency translation results from gains and losses on currency translation that arise from the conversion of the financial statements of foreign Group companies included in the consolidation. This item will be reclassified in the income statement as soon as the balance sheet items belonging to it are disposed of through deconsolidation.

21. Treasury Stock

As in the prior year, All for One Steeb AG holds no treasury stock.

22. Non-Controlling Interests

in KEUR	10/2013 – 9/2014	10/2012 – 9/2013
At start of financial year	6,214	1,701
Additions from initial consolidation	0	3,946
Distribution of profit to non-controlling interests	-304	-242
Cash outflow non-controlling interests	-2,471	0
Profit share of current year	699	831
Currency translation	0	-3
Change in non-controlling interests	568	-19
At end of financial year	4,706	6,214

This figure contains an amount of KEUR 4,566 (prior year: KEUR 4,033) for a 40% shareholding in OSC AG, Lübeck, and its subsidiaries; and an amount of KEUR 66 (prior year: KEUR 50) for a 26% shareholding in WEBMAXX GmbH, Munich. The prior year figure contains an amount of KEUR 2,131 for a 44% shareholding in KWP KümmeL, Wiedmann + Partner Unternehmensberatung GmbH, Heilbronn, and its subsidiaries.

23. Provisions

in KEUR	01.10.2014	Addition initial consolidation	Provisions made	Provisions used	Provisions reversed	30.09.2014
Anniversary provision	87	0	20	0	0	107
Provision for onerous contracts	3,619	0	0	-964	0	2,655
Impending losses from construction contracts	205	0	129	0	0	334
Pre-retirement part-time work / accrued-hours accounts	114	0	0	-94	0	20
Severance payments Austria	12	0	4	0	0	16
Severance payments	92	0	442	-189	-129	216
Warranty and damage claims	133	22	71	-11	-50	165
Restoration liability	10	0	2	0	0	12
Total	4,272	22	668	-1,258	-179	3,525
Long-term (> 12 months)	2,941					1,432
Short-term (< 12 months)	1,331					2,093
Total	4,272					3,525

Provision for Onerous Contracts

Unfavourable contracts were assumed with the acquisition of the SAP midmarket business of ORGA, and for which All for One Steeb received an appropriate compensation payment. A provision for these onerous contracts was recognised as an impending loss provision. This provision will be utilised over the term of the onerous contracts or reversed, such as in the case of migrations or contract terminations.

This item consists of a non-current portion of KEUR 1,404 (prior year: KEUR 2,859) and a current portion of KEUR 1,251 (prior year: KEUR 760).

Impending Losses from Construction Contracts

This item comprises only a current portion.

Pre-Retirement Part-Time Work Arrangements / Accrued Hours Accounts

The company has partial-retirement programme obligations within the meaning of the German Partial Retirement Act (hereafter called »Altersteilzeitgesetz«). These pre-retirement part-time work arrangements are conducted exclusively using the block model, under which the employee receives 50% of his or her full-time salary for the entire duration. In addition, the

employee receives a supplementary top-up payment that is not subject to taxes or social-security contributions. The company also makes additional contributions to the statutory pension insurance scheme on behalf of the employee.

The metric used for establishing the provision is the total amount of remuneration to be provided during the entire retirement phase, including the supplementary top-up payments to be rendered and other benefits (e.g. paid holiday, Christmas bonuses and employer contributions to social insurance programmes). A discount is made if the term of the obligation is 12 months or longer on the balance sheet date. Furthermore, biometric risks (e.g. death, disability) are taken into consideration as part of an actuarial valuation. The provisions for the current remuneration in the retirement phase are accrued pro rata in the working phase in proportion to the duration of the working phase fulfilled to the entire duration of the working phase.

There are accrued-hours accounts in which employees can accumulate hours by converting elements of remuneration into time credits. These time credits can be used, among other things, for taking a longer period of release or pursuing professional development activities.

The valuation of the accrued-hours accounts is made based on recognised actuarial principles using what is called the projected unit credit (PUC) method. Under this PUC method, the amount of the provision is defined as the actuarial present value of the obligations, which the employees have earned up to this time as a result of the »savings« they have deposited in their accrued-hours accounts in the past.

For the current financial year, this item consists only of a current portion. In the prior year, the non-current portion was KEUR 61 and the current portion was KEUR 53.

In establishing the other provisions, the management board estimated the probabilities and the amounts of the expected future outflow of resources for each respective situation. These estimates are reviewed at each balance sheet date. If the effect is material, then in the case of long-term provisions the expected future cash outflows are discounted. Provisions are also recognised for contractual obligations where the unavoidable costs involved in fulfilling or revoking them are greater than the expected benefits and value to be received (onerous contracts).

Unlike in the prior year, the provisions for pre-retirement part-time work and accrued-hours accounts are reported on a net basis and the plan assets and obligations were offset. The prior-year figures were adjusted accordingly.

An amount of KEUR 198 (prior year: KEUR 127) was reported as interest expense from compounding the interest on provisions.

Severance Payments Austria

This item pertains to statutory entitlements to severance payments or redundancies in cases of regular retirement or severance actions initiated by the company in Austria. Recognised values are based on actuarial calculations. This item consists only of a non-current portion.

Severance Payments

Provisions for severance payments are recognised when existing employment relationships must be terminated for operational reasons or dissolved by mutual consent. The amount of such severance payments is not always established definitively at the time the balance sheet is prepared. In such cases, provisions are recognised in the amount that would be expected to be paid were the matter to be settled through a legal process. This item consists only of a non-current portion.

Restoration Liability

This item consists only of a non-current portion. The other provision items consist only of a current portion.

24. Financial Liabilities

in KEUR	Total liabilities	Due under 1 year	Due between 1 and 5 years	Due after 5 years
Future payments for finance leases	3,866	1,409	2,457	0
Interest therein	-176	-22	-154	0
Finance lease liabilities	3,690	1,387	2,303	0
Bank loans	34,933	0	34,903	30
Total as at 30 September 2014	38,623	1,387	37,206	30
Future payments for finance leases	3,525	1,079	2,446	0
Interest therein	-203	-18	-185	0
Finance lease liabilities	3,322	1,061	2,261	0
Bank loans	34,530	15	26,035	8,480
Total as at 30 September 2013	37,852	1,076	28,296	8,480

The financial liabilities as at 30 September 2014 include liabilities to banks totalling KEUR 34,933 (30 September 2013: KEUR 34,530), the current portion of which is KEUR 0 (30 September 2013: KEUR 15). The financial liabilities as at 30 September 2014 also include obligations from finance lease agreements totalling KEUR 3,690 (30 September 2013: KEUR 3,322), the current portion of which is KEUR 1,387 (30 September 2013: KEUR 1,061). The finance lease agreements consist primarily of lease-to-own agreements on parts of data center facilities, the legal ownership of which is transferred to the company with the respective payment of the final lease instalment.

Promissory notes in an amount of EUR 35 million were successfully placed as at 30 April 2013. The current market's favourable financing terms and conditions were locked in for an extended period of time and mostly in the form of fixed interest rates – currently between 2.6% and 4.3% depending on the tranche and term. All three tranches with terms of three, five and seven years are due at maturity. The promissory notes are not subordinated and are unsecured. Predominantly longer-term tranches were allocated. The syndicated loan of EUR 29 million taken out in December 2011 to fund the acquisition of Steeb was in turn fully repaid and the interest rate swaps were discontinued. These swaps were used to hedge against the risks associated with the syndicated loan's variable interest rate and were recognised directly in equity (other reserves) using cash flow hedge accounting according to IAS 39 until they were discontinued. After the swaps were discontinued in the prior year, the reserve for derivative financial instruments changed to zero (30 September 2013).

In the case of the All for One Steeb AG promissory notes in a nominal amount of EUR 35.0 million, the holders of these promissory notes are authorised to raise the interest margin or, as applicable, to call the promissory notes due immediately should certain events occur as stipulated in the covenants. These events primarily involve adhering to the agreed targets for the equity ratio and the relationship between total net debt and EBITDA. The creditors will also be authorised to cancel their loan commitments and call a total amount of EUR 35.0 million due immediately should certain changes be made in the All for One Steeb shareholder structure (change of control). The management board believes that these requirements can be met both during the reporting year and in the future.

There was also a loan with the Volksbank Flein-Talheim eG in the amount of KEUR 240, which ended on 30 December 2013 and had an interest rate of 4.5%. The principal repayment rates of KEUR 5 were paid monthly. There is also a credit line (operational funding line of credit) totalling EUR 0.4 million, which was utilised in the amount of EUR 0.1 million. The assignment of the trade accounts receivable of KWP Kümmel, Wiedmann + Partner Unternehmensberatung GmbH, Heilbronn, serves as security for the loan and the line of credit. There are no other contractual guarantees or obligations in place.

avantum consult AG has a loan agreement with Commerzbank AG, Frankfurt, in the amount of KEUR 300. The interest rate consists of the EURIBOR plus a margin of 1.90%. The loan was granted without security and must be repaid by 12 September 2016.

The average weighted interest rate for lease liabilities during the reporting period was 3.26% (prior year: 4.41%). The lease payments are established at the beginning of the contract and are not subject to changes in the instalment amount or interest rate for the duration of the term.

The borrowings from banks as at 30 September 2014 comprise KEUR 34,933 (prior year: KEUR 34,530) in loan agreements.

As at the balance sheet date, the All for One Steeb Group had approved lines of credit at banks in the amount of KEUR 8,807 (prior year: KEUR 8,518).

Aval guarantees for rental security deposits are being utilised in the amount of KEUR 564 (prior year: KEUR 576).

25. Deferred Tax Liabilities

See note 9, Income Tax, for detailed information about the structure of deferred tax liabilities.

26. Other Liabilities

in KEUR	30.09.2014	30.09.2013
Personnel obligations	16,086	13,332
Other tax liabilities	2,454	1,036
Advanced payment on maintenance charges	3,548	2,718
Variable purchase price elements	3,736	997
Other liabilities	5,190	5,321
Total	31,014	23,404
Short-term element thereof	27,278	22,273
Long-term element thereof	3,736	1,131

The »personnel obligations« item relates predominately to liabilities from unused holiday leave, as yet unpaid variable compensation components, commissions, flexi-time and overtime payments, bonuses and obligations to social security providers.

There remain obligations to pay variable purchase price elements stemming from the acquisition of OSC AG and avantum consult AG, the amount of which depends on the future performance of the acquired companies. These amounts are due payable at the end of their respective multi-year earnout phase. These obligations are measured at fair value.

Unlike in the prior year when they were recognised under provisions, these obligations are reported under other liabilities. Prior-year figures were adjusted accordingly.

27. Trade Accounts Payable

The trade accounts payable include the gross amount due to customers for contract work as a liability in the amount of KEUR 610 (prior year: KEUR 476). The general payment term for trade accounts payable is 0 to 60 days.

28. Additional Information about Financial Instruments

Measurement Categories as at 30 September 2014

in KEUR	Category	Carrying amount 30.09.2014	Fair value IFRS 7*
Assets			
Cash and cash equivalents	Loans and receivables	33,347	-
Trade accounts receivable	Loans and receivables	31,231	-
Receivables from finance leases	Loans and receivables	7,506	7,538
Other loans /deposits	Loans and receivables	408	-
Equity and liabilities			
Trade accounts payable	Financial obligations	11,125	-
Bank loans	Financial obligations	34,933	-
Finance lease liabilities	Financial obligations	3,690	3,677
Variable purchase price elements	Financial obligations	3,736	3736

* The carrying amount represents a suitable approximate value for the fair value in those cases where a fair value was not stated.

Measurement Categories as at 30 September 2013

in KEUR	Category	Carrying amount 30.09.2013 Adjusted*	Fair value IFRS 7**
Assets			
Cash and cash equivalents	Loans and receivables	31,637	-
Trade accounts receivable	Loans and receivables	28,743	-
Receivables from finance leases	Loans and receivables	6,961	7,034
Other loans /deposits	Loans and receivables	281	-
Equity and liabilities			
Trade accounts payable	Financial obligations	11,259	-
Bank loans	Financial obligations	34,530	-
Finance lease liabilities	Financial obligations	3,318	3,311
Variable purchase price elements	Financial obligations	997	997

* Adjusted in accordance with IAS 19 (amended 2011)

** The carrying amount represents a suitable approximate value for the fair value in those cases where a fair value was not stated.

Cash and cash equivalents, trade accounts receivable and payable, as well as other loans/deposits have largely short remaining terms or are subject to variable interest rates that follow the market interest rates. These items are recognised at amortised cost.

Receivables from finance leases and the finance lease liabilities are also reported at amortised cost. The fair value measurement of the receivables from finance leases is made based on the present value of the payments associated with the assets. The fair values were measured based on the current interest parameters which reflect market-related changes in terms and expectations. The fair value measurement of the finance lease liabilities was made similarly.

The variable purchase price elements are financial obligations that are measured at fair value through profit or loss. The fair value is measured as the present value of the expected discounted cash flows on the basis of the future business performance that is planned for the affected companies. The valuation parameters for measuring the fair value are based on unobservable market data (Level 3).

The total interest income for financial assets not recognised as income at fair value was KEUR 286 (prior year: KEUR 294). The total interest expense for financial liabilities not recognised as income at fair value was KEUR 236 (prior year: KEUR 268). The financial liabilities also resulted in an amount of KEUR 0 (prior year: KEUR 265) recognised as an expense during the financial year.

29. Related Parties

Pierer Industrie AG, Wels/Austria, and Unternehmens Invest AG, Wels/Austria, each hold 25.07% of the share capital of All for One Steeb AG. A voting agreement exists between both companies. Therefore, All for One Steeb AG is considered a dependent company of Pierer Industrie AG and Unternehmens Invest AG in accordance with §§16 sections 1, 2; 17 section 2 »Aktengesetz«. In addition to Pierer Industrie AG and Unternehmens Invest AG as directly controlling companies, these companies' shareholders and other parent companies, along with Mr Stefan Pierer and Dr Rudolf Knünz, can also indirectly exercise a controlling influence over All for One Steeb AG. Because a dependency may exist to these indirect companies, all the relationships with all controlling companies and their affiliated companies are documented in the dependent company report.

During the financial year, All for One Steeb AG, Filderstadt, provided consulting services for the company Die Wethje GmbH, Hengersberg/Germany, totalling KEUR 82 (prior year: KEUR 205). Furthermore, outsourcing revenues totalling KEUR 61 (prior year: KEUR 59) were generated in the financial year in connection with a managed services master agreement and All for EDI hosting. There were outstanding balances of KEUR 10 (prior year: KEUR 11) as at the balance sheet date.

From 1 March 2014, All for One Steeb AG, Filderstadt, has rented out office space to Brain Force Software GmbH, Munich, and generated rental income totalling KEUR 8. There were no outstanding balances as at the balance sheet date.

All for One Steeb GmbH, Vienna/Austria, in which All for One Steeb AG holds 100% of the shares, generated outsourcing revenues in the amount of KEUR 28 in the financial year (prior year: KEUR 28) with the company Die Wethje GmbH, Hengersberg/Germany, and which were in connection with a software maintenance agreement from the year 2010 taken over from CROSS Industries AG. There were no outstanding balances as at the balance sheet date (prior year: KEUR 0).

During the financial year, All for One Steeb GmbH provided SAP licensing revenues for the company WP Performance Systems GmbH, Munderfing/Austria, totalling KEUR 25 (prior year: KEUR 0). Furthermore, consulting services totalling KEUR 727 (prior year: KEUR 92) were generated. Outsourcing revenues from SAP implementation services in the amount of KEUR 9 (prior year: KEUR 4) were posted. SAP maintenance revenues in the amount of KEUR 42 (prior year: KEUR 0) were achieved. In the financial year, hardware sales amounting to KEUR 1 (prior year: KEUR 0) were made. There were outstanding balances of KEUR 128 (prior year: KEUR 74) as at the balance sheet date.

This financial year was the first year that All for One Steeb GmbH generated SAP licensing revenues, in an amount of KEUR 928, with KTM Sportmotorcycle AG, Mattighofen/Austria. Furthermore, consulting services in a total amount of KEUR 465 were provided. SAP maintenance revenues in the amount of KEUR 51 were posted. There were outstanding balances of KEUR 126 as at the balance sheet date.

All business transactions with related parties were made on the basis of terms and conditions that would apply among independent business partners.

Members of the Supervisory Board

The following individuals were members of the supervisory board during the reporting year:

Peter Brogle (independent businessman, chairman), Josef Blazicek (independent businessman, deputy chairman), Peter Fritsch (CFO of BEKO HOLDING AG, Nöhagen/Austria, and member of control bodies in other BEKO Group companies), Friedrich Roithner (CFO of CROSS Industries AG, Wels/Austria), Jörgen Dalhoff (Portfolio Manager at All for One Steeb AG, Filderstadt/Germany), Detlef Mehlmann (Head of Business Development International and United VARs at All for One Steeb AG, Filderstadt/Germany).

During the reporting year, the supervisory board members were also members of the supervisory boards and control bodies of the following companies in terms of §125, section 1, sentence 3 »Aktengesetz«:

Peter Brogle: alupak AG, Belp/Switzerland (member of the administrative board), Nahrin AG, Sarnen/Switzerland (member of the administrative board), Neumatt-Park AG, Hünenberg/Switzerland (president of the administrative board), Similasan AG, Jonen/Switzerland (member of the administrative board), Swissburg AG, Baar/Switzerland (president of the administrative board), TRIPLAN AG, Bad Soden/Germany (chairman of the supervisory board up to 19 October 2013).

Josef Blazicek: CROSS Industries AG, Wels/Austria (chairman of the supervisory board since 29 April 2014), update software AG, Vienna/Austria (member of the supervisory board up to 26 August 2014), Pankl Racing Systems AG, Kapfenberg/Austria (deputy chairman of the supervisory board), KTM AG, Mattighofen/Austria (chairman of the supervisory board), BEKO HOLDING AG, Nöhagen/Austria (chairman of the supervisory board), BRAIN FORCE HOLDING AG, Vienna/Austria (member of the supervisory board), Pierer Industrie AG, Wels/Austria (member of the supervisory board), TRIPLAN AG, Bad Soden/Germany (member of the supervisory board up to 19 October 2013).

Peter Fritsch: TRIPLAN AG, Bad Soden/Germany (deputy chairman of the supervisory board).

Friedrich Roithner: BRAIN FORCE HOLDING AG, Vöcklabruck/Austria (deputy chairman of the supervisory board), WP AG, Munderfing/Austria (deputy chairman of the supervisory board since 12 August 2014), Pankl Racing Systems AG, Kapfenberg/Austria (member of the supervisory board), Wirtschaftspark Wels Errichtungs- und Betriebs-Aktiengesellschaft, Wels/Austria (member of the supervisory board), Wethje Group, Hengersberg/Pleinting/Germany (chairman of the advisory board), WP Performance Systems GmbH, Munderfing/Austria (deputy chairman of the advisory board up to 29 August 2014).

Jörgen Dalhoff: None

Detlef Mehlmann: None

Compensation for Supervisory Board

Total fixed compensation for the supervisory board was as follows:

COMPENSATION FOR SUPERVISORY BOARD in KEUR	10/2013 – 9/2014	10/2012 – 9/2013
Peter Brogle	33	31
Josef Blazicek	28	18
Peter Fritsch	20	16
Friedrich Roithner (since 14 March 2013)	15	8
Jörgen Dalhoff (since 14 March 2013)	10	6
Detlef Mehlmann (since 14 March 2013)	10	6
Total	116	85

The members of the supervisory board also receive reimbursement for their expenses.

The compensation system for the supervisory board is as follows:

The members of the supervisory board each receive a fixed compensation in the amount of KEUR 10 (plus any value-added tax that may be owed) for each full financial year that they belong to the supervisory board, and which is payable at the end of the financial year. The chairman of the supervisory board receives three times and the deputy chairman one-and-a-half times the preceding fixed amount of compensation. The members of the supervisory board also receive a remuneration for their work in committees as follows:

A simple member of a committee receives EUR 2,500 per year (plus any value-added tax that may be due) for each committee membership. The chairman of a committee receives four times the above committee membership remuneration.

Performance-related components are not included in the compensation for the supervisory board. Payment of the total fixed compensation for the supervisory board will be made in the financial year 2014/15 and is reported under »Other Liabilities« as at 30 September 2014.

Members of the Management Board

During the reporting year, the management board consisted of Lars Landwehrkamp (CEO since May 2007) and Stefan Land (CFO since April 2008). Membership by management board members in control bodies in terms of §125, section 1, sentence 3 »Aktiengesetz« are limited to various companies within All for One Steeb AG. The compensation for the management board members for all of their employment relationships in companies included within the scope of the consolidation for the financial year 2013/14 include salaries, bonuses (performance-related components) and benefits in kind from the use of company cars, insurance and pension plans.

Compensation for Management Board

in KEUR	Lars Landwehrkamp (CEO)	Stefan Land	Total
Compensation for 10/2013 – 9/2014			
Fixed compensation	324	240	564
Variable compensation*	463	289	752
Long-term variable compensation*	45	45	90
Other compensation**	62	18	80
Total	894	592	1,486
Compensation for 10/2012 – 9/2013			
Fixed compensation	312	231	543
Variable compensation	317	198	515
Long-term variable compensation	35	35	70
Other compensation**	50	18	68
Total	714	482	1,196

* variable compensation based on estimates

** benefits in kind from use of company cars, insurances and pension plans

The compensation system for members of the management board is described in detail in the Group Management Report. The amounts stated for the performance-based compensation component for the reporting year are estimates. Actual amounts paid may deviate from these figures. The variable compensation component of the prior year was paid out in an amount of KEUR 515 during the current financial year and was KEUR 4 less than the estimated amount stated in the prior-year financial statements.

No loans were extended and no options for shares of All for One Steeb AG were granted to the management board during the reporting year. Unusual transactions with related parties did not take place.

Management Board Contracts

In July 2014 the company's supervisory board decided to extend the contracts with the two members of the management board, Lars Landwehrkamp (CEO) and Stefan Land (CFO), by an additional five years to September 2019 through an early reappointment effective 1 October 2014. The respective contracts have already been signed by both parties.

30. Other Financial Liabilities not Reported on the Balance Sheet

The financial obligations from »Operating Leases« not reported on the balance sheet primarily consist of leases for company cars and the leasing of EDP infrastructure (predominantly hardware and operating software). The lease periods range from 1 to 10 years. These obligations are as follows:

OPERATING LEASES in KEUR	30.09.2014	30.09.2013
2013/2014	–	3,075
2014/2015	3,301	2,067
2015/2016	2,128	879
2016/2017	886	36
2017/2018	1	0
2018/2019	0	0
2019/2020 and later	0	–
Total	6,316	6,057

In addition there are other unreported financial obligations, particularly from rental agreements, as shown below:

RENTAL AGREEMENTS in KEUR	30.09.2014	30.09.2013
2013/2014	–	4,400
2014/2015	4,673	3,967
2015/2016	4,152	3,824
2016/2017	3,590	3,493
2017/2018	2,435	2,592
2018/2019	1,388	3,901
2019/2020 and later	2,568	–
Total	18,806	22,177

The expenditures for operating leases and rental agreements totalled EUR 7.1 million in the financial year 2013/14 (prior year: EUR 9.0 million).

The finance lease liabilities are included under financial liabilities (see note 24, Financial Liabilities).

31. Currency Hedges

Revenues generated by the individual companies are predominantly made in the same currency in which expenses are incurred. Therefore, no currency hedges were undertaken in the years 2012/13 and 2013/14.

32. Non-Current Assets by Country

in KEUR*	30.09.2014	30.09.2013
Germany	64,111	66,549
Austria	145	143
Switzerland	1,834	1,806
Other countries	5,033	5,490
Total	71,123	73,988

* based on domicile of the service provider and not including deferred tax assets

33. Notifications about the Share of Voting Rights in All for One Steeb AG according to §21, Section 1 and §25a, Section 1 »Wertpapierhandelsgesetz« (WpHG)

1. On 16 March 2011, **BEKO HOLDING AG**, Nöhagen, Austria, has informed us according to article 21, section 1 of the WpHG that the share of voting rights of BEKO HOLDING AG in All for One Midmarket AG, Filderstadt-Bernhausen, Germany, ISIN: DE0005110001, WKN: 511000 has fallen below the limits of 50%, 30%, 25%, 20%, 15% on 12 March 2011 and on that day amounted to 11.11% (this corresponds to 540,000 voting rights).

2. On 13 September 2013, **Ocean Consulting GmbH**, Vienna, Austria, has informed us according to article 21, section 1 of the WpHG that the share of voting rights of Ocean Consulting GmbH from shares in All for One Steeb AG, Filderstadt-Bernhausen, Germany, ISIN: DE0005110001, WKN: 511000 has exceeded the limits of 3%, 5%, 10% on 13 September 2013 and on that day amounted to 13.13% (this corresponds to 638,000 voting rights). The chain of companies controlled by Ocean Consulting GmbH is as follows:

- Swissburg AG
- Qino Capital Partners AG

3. On 13 September 2013, **Swissburg AG**, Baar, Switzerland, has informed us according to article 21, section 1 of the WpHG that the share of voting rights of Swissburg AG from shares in All for One Steeb AG, Filderstadt-Bernhausen, Germany, ISIN: DE0005110001, WKN: 511000 has exceeded the limits of 3%, 5%, 10% on 13 September 2013 and on that day amounted to 13.13% (this corresponds to 638,000 voting rights). The chain of companies controlled by Swissburg AG is as follows:

- Qino Capital Partners AG

4. On 13 September 2013, **Qino Capital Partners AG**, Hünenberg, Switzerland, has informed us according to article 21, section 1 of the WpHG that the share of voting rights of Capital Partners AG from shares in All for One Steeb AG, Filderstadt-Bernhausen, Germany, ISIN: DE0005110001, WKN: 511000 has exceeded the limits of 3%, 5%, 10% on 13 September 2013 and on that day amounted to 11.76% (this corresponds to 571,537 voting rights).

5. On 13 September 2013, **Pierer GmbH**, Wels, Austria, has informed us according to article 25a, section 1 of the WpHG am 13 September 2013, that the share of voting rights of Pierer GmbH from shares in All for One Steeb AG, Filderstadt-Bernhausen, Germany, ISIN: DE0005110001, WKN: 511000 has fallen below the limits of 5%, 10%, 15%, 20%, 25%, 30%, 50% on 13 September 2013 and on that day amounted to 0.0% (this corresponds to 0 voting rights). 52.07% (this corresponds to 2,530,377 voting rights) are attributed to Pierer GmbH from shares in All for One Steeb AG according to articles 21, 22 of the WpHG.

6. On 13 September 2013, **Dipl. Ing. Stefan Pierer**, Austria, has informed us according to article 25a, section 1 of the WpHG that the share of voting rights of Dipl. Ing. Stefan Pierer in All for One Steeb AG, Filderstadt-Bernhausen, Germany, ISIN: DE0005110001, WKN: 511000 from financial instruments has fallen below the limits of 5%, 10%, 15%, 20%, 25%, 30%, 50% on 13 September 2013 and on that day amounted to 0.0% (this corresponds to 0 voting rights). 52.07% (this corresponds to 2,530,377 voting rights) are attributed to Dipl. Ing. Stefan Pierer from shares in All for One Steeb AG according to articles 21, 22 of the WpHG.

7. On 13 September 2013, **Knünz Invest Beteiligungs GmbH**, Wels, Austria, has informed us according to article 25a, section 1 of the WpHG that the share of voting rights of Knünz Invest Beteiligungs GmbH in All for One Steeb AG, Filderstadt-Bernhausen, Germany, ISIN: DE0005110001, WKN: 511000 from financial instruments has fallen below the limits of 5%, 10%, 15%, 20%, 25%, 30%, 50% on 13 September 2013 and on that day amounted to 0.0% (this corresponds to 0 voting rights). 52.07% (this corresponds to 2,530,377 voting rights) are attributed to Knünz Invest Beteiligungs GmbH from shares in All for One Steeb AG according to articles 21, 22 of the WpHG.

8. On 13 September 2013, **Unternehmens Invest AG**, Wels, Austria, has informed us according to article 25a, section 1 of the WpHG that the share of voting rights of Unternehmens Invest AG in All for One Steeb AG, Filderstadt-Bernhausen, Germany, ISIN: DE0005110001, WKN: 511000 from financial instruments has fallen below the limits of 5%, 10%, 15%, 20%, 25%, 30%, 50% on 13 September 2013 and on that day amounted to 0.0% (this corresponds to 0 voting rights). 52.07% (this corresponds to 2,530,377 voting rights) are attributed to Unternehmens Invest AG from shares in All for One Steeb AG according to articles 21, 22 of the WpHG.

9. On 18 November 2013, **CROSS Informatik GmbH**, Wels, Austria, has informed us according to article 21, section 1 of the WpHG that the share of voting rights of CROSS Informatik GmbH in All for One Steeb AG, Filderstadt-Bernhausen, Germany, ISIN: DE0005110001, WKN: 511000 has fallen below the limits of 3%, 5%, 10%, 15%, 20%, 25%, 30%, 50% on 15 November 2013 and on that day amounted to 0.0% (this corresponds to 0 voting rights).

10. On 25 November 2013, **Pierer Industrie AG**, Wels, Austria, has informed us according to article 21, section 1 of the WpHG that the share of voting rights of Pierer Industrie AG in All for One Steeb AG, Filderstadt-Bernhausen, Germany, ISIN: DE0005110001, WKN: 511000 has exceeded the limits of 5%, 10%, 15%, 20%, 25%, 30%, 50% on 25 November 2013 and on that day amounted to 51.39% (this corresponds to 2,497,746 voting rights). 25.70% (this corresponds to 1,248,873 voting rights) are held directly by Pierer Industrie AG. 25.70% (this corresponds to 1,248,873 voting rights) are attributed to Pierer Industrie AG according to article 22, section 2 of the WpHG. Attributed voting rights are held by the following shareholders and whose share of stock in All for One Steeb AG amount to 3% or more:

- Unternehmens Invest AG

11. On 25 November 2013, **CROSS Industries AG**, Wels, Austria, has informed us according to article 21, section 1 of the WpHG that the share of voting rights of CROSS Industries AG in All for One Steeb AG, Filderstadt-Bernhausen, Germany, ISIN: DE0005110001, WKN: 511000 has fallen below the limits of 5%, 10%, 15%, 20%, 25%, 30%, 50% on 25 November 2013 and on that day amounted to 0.0% (this corresponds to 0 voting rights).

12. On 25 November 2013, **Pierer Invest Beteiligungs GmbH**, Wels, Austria, has informed us according to article 21, section 1 of the WpHG that the share of voting rights of Pierer Invest Beteiligungs GmbH in All for One Steeb AG, Filderstadt-Bernhausen, Germany, ISIN: DE0005110001, WKN: 511000 has fallen below the limits of 5%, 10%, 15%, 20%, 25%, 30%, 50% on 25 November 2013 and on that day amounted to 0.0% (this corresponds to 0 voting rights).

13. On 2 January 2014, **Pierer Finanzierungsgesellschaft m. b. H.**, Wels, Austria, has informed us according to article 21, section 1 of the WpHG in a correction of a voting rights announcement correction of 23 December 2013 of a voting rights announcement of 25 November 2013 that the share of voting rights of Pierer Finanzierungsgesellschaft m. b. H. in All for One Steeb AG, Filderstadt-Bernhausen, Germany, ISIN: DE0005110001, WKN: 511000 has exceeded the limits of 3%, 5%, 10%, 15%, 20%, 25%, 30%, 50% on 25 November 2013 and on that day amounted to 51.39% (this corresponds to 2,497,746 voting rights). 25.70% (this corresponds to 1,248,873 voting rights) are attributed to Pierer Finanzierungsgesellschaft m. b. H. from Pierer Industrie AG according to article 22, section 1, sentence 1, no. 1 of the WpHG. 25.70% (this corresponds to 1,248,873 voting rights) are attributed to Pierer Finanzierungsgesellschaft m. b. H. from Unternehmens Invest AG according to article 22, section 2 of the WpHG.

14. On 9 May 2014, **Knünz GmbH**, Dornbirn, Austria, has informed us according to article 25a, section 1 of the WpHG that on 7 May 2014 the share of financial instruments of Knünz GmbH that had enabled them to acquire shares in All for One Steeb AG, Filderstadt-Bernhausen, Germany, ISIN: DE0005110001, WKN: 511000 has fallen below the limits of 5%, 10%, 15%, 20%, 25%, 30%, 50%. On this day the share of financial instruments amounted to 0% (this corresponds to 0 voting rights) according to article 25a of the WpHG, the share of voting rights amounted to 50.14% (this corresponds to 2,497,746 voting rights) according to articles 21, 22 of the WpHG. The financial instruments derived from a notarial splitting contract of 15 April 2014 between Robo Invest GmbH and RK Invest Holding GmbH that has since been closed.

15. On 9 May 2014, **Dr. Rudolf Knünz**, Austria, has informed us according to article 25a, section 1 of the WpHG that on 7 May 2014 the share of financial instruments of Dr. Rudolf Knünz that had enabled him to acquire shares in All for One Steeb AG, Filderstadt-Bernhausen, Germany, ISIN: DE0005110001, WKN: 511000 has fallen below the limits of 5%, 10%, 15%, 20%, 25%, 30%, 50%. On this day the share of financial instruments amounted to 0% (this corresponds to 0 voting rights) according to article 25a of the WpHG, the share of voting rights amounted to 50.14% (this corresponds to 2,497,746 voting rights) according to articles 21, 22 of the WpHG. The financial instruments derived from a notarial splitting contract of 15 April 2014 between Robo Invest GmbH and RK Invest Holding GmbH that has since been closed.

16. On 7 May 2014, **Robo Invest GmbH**, Dornbirn, Austria, has informed us according to article 21, section 1 of the WpHG that on this day their share of voting rights from shares in All for One Steeb AG, Filderstadt-Bernhausen, Germany, ISIN: DE0005110001, WKN: 511000 has exceeded the limits of 3%, 5%, 10%, 15%, 20%, 25%, 30%, 50% and on this day amounted to 50.14% (this corresponds to 2,497,746 voting rights). 25.07% of the voting rights (this corresponds to 1,248,873 voting rights) are attributed to Robo Invest GmbH according to article 22, section 1, sentence 1, no. 1 of the WpHG and are held by the following companies controlled by Robo Invest GmbH, whose share of voting rights amount to 3% or more:

- Knünz Invest Beteiligungs GmbH
- Unternehmens Invest AG

25.07% (this corresponds to 1,248,873 voting rights) are attributed to Robo Invest GmbH from Pierer Industrie AG according to article 22, section 2 of the WpHG.

17. On 7 May 2014, **„RoboCarParking“ Technologies GmbH**, Dornbirn, Austria, has informed us according to article 21, section 1 of the WpHG that on this day their share of voting rights from shares in All for One Steeb AG, Filderstadt-Bernhausen, Germany, ISIN: DE0005110001, WKN: 511000 has exceeded the limits of 3%, 5%, 10%, 15%, 20%, 25%, 30%, 50% and on this day amounted to 50.14% (this corresponds to 2,497,746 voting rights). 25.07% of the voting rights (this corresponds to 1,248,873 voting rights) are attributed to „RoboCarParking“ Technologies GmbH according to article 22, section 1, sentence 1, no. 1 of the WpHG and are held by the following companies controlled by „RoboCarParking“ Technologies GmbH, whose share of voting rights amount to 3% or more:

- Robo Invest GmbH
- Knünz Invest Beteiligungs GmbH
- Unternehmens Invest AG

25.07% (this corresponds to 1,248,873 voting rights) are attributed to „RoboCarParking“ Technologies GmbH from Pierer Industrie AG according to article 22, section 2 of the WpHG.

18. On 7 May 2014, **RK Invest Holding GmbH**, Wels, Austria, has informed us according to article 21, section 1 of the WpHG that on this day their share of voting rights from shares in All for One Steeb AG, Filderstadt-Bernhausen, Germany, ISIN: DE0005110001, WKN: 511000 has fallen below the limits of 3%, 5%, 10%, 15%, 20%, 25%, 30%, 50% and on this day amounted to 0% (this corresponds to 0 voting rights).

The **total number of shares with voting rights of All for One Steeb AG** as of 20 December 2013 is 4,982,000 (30 September 2013: 4,860,000).

34. Corporate Governance Code

Corporate Governance is fully anchored within All for One Steeb AG's day to day business in the form of responsible and transparent leadership and management, which is actively »lived« and continuously reviewed and improved. The Declaration of Conformity by the supervisory and management board prepared in accordance with §161 »Aktiengesetz« and the Corporate Governance Statement pursuant to §289a »Handelsgesetzbuch« (HGB) can be found in the Investor Relations section of the company's website www.all-for-one.com.

35. Group Auditors Fees and Services

The auditors' fees were as follows:

in KEUR	10/2013 – 9/2014	10/2012 – 9/2013
Audit services	224	210
Other confirmation services	79	53
Other services	48	61
Total	351	324

36. Release of Consolidated Financial Statements for Publication

The management board released these consolidated financial statements for publication on 28 November 2014 .

37. Subsequent Events

No reportable events occurred after 30 September 2014.

Filderstadt, 28 November 2014

All for One Steeb AG

Lars Landwehrkamp
CEO

Stefan Land
CFO

Consolidated Statement of Changes in Fixed Assets

Financial Year from 1 October 2013 to 30 September 2014

in KEUR	Costs							Accumulated depreciation/amortisation					Carrying amounts		
	01.10.13	Foreign currency differences	Change in scope of consolidation	Additions	Disposals	Reclassifications	30.09.14	01.10.13	Foreign currency differences	Deprec./amortisation	Disposals	Reclassifications	30.09.14	30.09.14	30.09.13
Intangible assets															
Goodwill	17,873	0	2,583	0	0	0	20,456	1,272	0	0	0	0	1,272	19,184	16,601
Other intangible assets	53,591	0	6,480	876	-284	-10	60,653	10,118	0	3,690	-277	-4	13,527	47,126	43,473
	71,464	0	9,063	876	-284	-10	81,109	11,390	0	3,690	-277	-4	14,799	66,310	60,074
Tangible fixed assets															
Land and buildings	1,948	0	0	0	-1,948	0	0	1,106	0	0	-1,106	0	0	0	842
Leasehold improvements	912	1	85	87	-251	9	843	583	0	125	-216	3	495	348	329
IT systems	15,000	7	0	2,752	-1,144	-5	16,610	9,022	5	2,578	-1,130	-5	10,470	6,140	5,978
Operating and office equipment	3,765	2	129	921	-371	6	4,452	1,971	2	600	-254	6	2,325	2,127	1,794
	21,625	10	214	3,760	-3,714	10	21,905	12,682	7	3,303	-2,706	4	13,290	8,615	8,943
Total	93,089	10	9,277	4,636	-3,998	0	103,014	24,072	7	6,993	-2,983	0	28,089	74,925	69,017

In den Zugängen zum Anlagevermögen sind 2.049 TEUR aus Finanzierungsleasing enthalten.

Financial Year from 1 October 2012 to 30 September 2013

in KEUR	Costs							Accumulated depreciation/amortisation					Carrying amounts		
	01.10.12	Foreign currency differences	Change in scope of consolidation	Additions	Disposals	Reclassifications	30.09.13	01.10.12	Foreign currency differences	Deprec./amortisation	Disposals	Reclassifications	30.09.13	30.09.13	30.09.12
Intangible assets															
Goodwill	15,967	0	1,906	0	0	0	17,873	1,272	0	0	0	0	1,272	16,601	14,695
Other intangible assets	46,875	0	6,871	500	-655	0	53,591	7,558	0	3,215	-655	0	10,118	43,473	39,317
	62,842	0	8,777	500	-655	0	71,464	8,830	0	3,215	-655	0	11,390	60,074	54,012
Tangible fixed assets															
Land and buildings	1,948	0	0	0	0	0	1,948	1,053	0	53	0	0	1,106	842	895
Leasehold improvements	907	0	0	5	0	0	912	484	0	99	0	0	583	329	423
IT systems	12,532	-7	9	4,134	-1,668	0	15,000	8,517	-6	2,167	-1,656	0	9,022	5,978	4,015
Operating and office equipment	3,981	-3	163	727	-1,103	0	3,765	1,474	-2	820	-321	0	1,971	1,794	2,507
	19,368	-10	172	4,866	-2,771	0	21,625	11,528	-8	3,139	-1,977	0	12,682	8,943	7,840
Total	82,210	-10	8,949	5,366	-3,426	0	93,089	20,358	-8	6,354	-2,632	0	24,072	69,017	61,852

In den Zugängen zum Anlagevermögen sind 2.049 TEUR aus Finanzierungsleasing enthalten.

RESPONSIBILITY STATEMENT

of the Management Board

»To the best of our knowledge, and in accordance with the applicable reporting principles, we affirm that the consolidated financial statements give a true and fair view of the assets, financial position and earnings of the Group, and that the Group Management Report includes a fair review of the development and performance of the business and the position of the Group, together with a description of the principal opportunities and risks associated with the expected development of the Group«.

Filderstadt, 28 November 2014

All for One Steeb AG

Lars Landwehrkamp
CEO

Stefan Land
CFO

AUDITOR'S REPORT

We have audited the consolidated financial statements prepared by the All for One Steeb AG, Filderstadt, comprising the the Group income statement and other comprehensive income, Group balance sheet, Group cash flow statement, Group statement of changes in equity and the notes to the consolidated financial statements, together with the Group management report for the business year from 1 October 2013 to 30 September 2014. The preparation of the consolidated financial statements and the Group management report in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union (EU), and the additional requirements of German commercial law pursuant to §315a sec. 1 of German Commercial Code (HGB) are the responsibility of the parent company's management. Our responsibility is to express an opinion on the consolidated financial statements and the Group management report based on our audit.

We conducted our audit of the consolidated financial statements in accordance with §317 HGB and German generally accepted standards for the audit of financial statements promulgated by the Institut der Wirtschaftsprüfer [Institute of Public Auditors in Germany] (IDW). Those standards require that we plan and perform the audit such that misstatements materially affecting the presentation of the net assets, financial position and results of operations in the consolidated financial statements in accordance with the applicable financial reporting framework and in the Group management report are detected with reasonable assurance. Knowledge of the business activities and the economic and legal environment of the Group and expectations as to possible misstatements are taken into account in the determination of audit procedures. The effectiveness of the accounting-related internal control system and the evidence supporting the disclosures in the consolidated financial statements and the Group management report are examined primarily on a test basis within the framework of the audit. The audit includes assessing the annual financial statements of those entities included in consolidation, the determination of entities to be included in consolidation, the accounting and consolidation principle used and significant estimates made by management, as well as evaluation the overall presentation of the consolidated financial statements and the Group management report. We believe that our audit provides a reasonable basis for our opinion.

Our audit has not led to any reservations.

In our opinion, based on the findings of our audit, the consolidated financial statements comply with IFRSs as adopted by the EU, the additional requirements of German commercial law pursuant to §315a Abs. 1 HGB and give a true and fair view of the net assets, financial position and results of operations of the Group in accordance with these requirements. The Group management report is consistent with the consolidated financial statements and as a whole provides a suitable view of the Group's position and suitably presents the opportunities and risks of future development.

Stuttgart, 28 November 2014

KPMG AG

Wirtschaftsprüfungsgesellschaft

Schwebler
Auditor

Köpke
Auditor

INFORMATION / IMPRINT

FINANCIAL CALENDAR FOR FINANCIAL YEAR 2014/15

Thu	12.02.15	3-Month Report 2014/15 as at 31 December 2014
Wed	11.03.15	Annual General Meeting, Leinfelden-Echterdingen
Wed	13.05.15	Half-Year Financial Report 2014/15 as at 31 March 2015
Thu	06.08.15	9-Month Report 2014/15 as at 30 June 2015
Wed	16.12.15	Publication of Consolidated and Annual Financial Statements Financial Year from 1 October 2014 to 30 September 2015
Wed	16.12.15	Press Conference on Consolidated and Annual Financial Statements, Filderstadt
Thu	17.12.15	Analyst Presentation, Frankfurt

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Our homepage offers an extensive IR Service. Apart from finding company reports, analyst reports, financial presentations or information concerning the annual general meeting, you can also put yourself on the distribution list for press and financial announcements.

www.all-for-one.com/ir-relations

Imprint

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Responsible for the Content

All for One Steeb AG
Filderstadt, Germany

Disclaimer

As far as this annual report contains forecasts, estimates or expectations, these can be associated with risks and uncertainties. The actual results and developments can deviate from the expectations and assumptions made. Changes in the general economic and competitive situation, particularly in the core business divisions and markets, changes in legislation, in particular tax regulations, can cause such deviations. The German version is the definite version of this annual report.

The company assumes no obligation to update statements made in this annual report.

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