

# ANNUAL FINANCIAL REPORT 2007



# Group Management Report POLYTEC Holding AG, Hörsching

for the financial year 2007

## 1. Economic conditions<sup>1</sup>

The extremely strong growth in the world economy in 2006 of +5.4% will be achieved neither in 2007 with 4.9% nor 2008 with 4.5%. The regional differences in growth apparent in recent years will also remain in the years to come.

The US economy will achieve average real growth of 2.9% for 2007; for 2008, however, a slowdown in growth to 1.7% should be expected. Development forecasts for the Eurozone are similar. After a 2.9% growth in GDP in 2006, the economy is expected to grow somewhat less in 2007, namely by 2.7%. The soaring Euro will have an ever greater effect on exports and this in turn will have a negative influence on investments. Forecasts for 2008 predict GDP growth in the Eurozone of a mere 1.9%.

The consequences of the subprime credit crisis are sharply reverberating on the financial markets. The announcement of losses far higher than those originally expected at major banks, above all in the USA, once again increased uncertainty and heightened the effects of the crisis.

On the money market, too, the major upsets caused by the credit crisis are taking on ever greater proportions. The gap between the central banks' reference interest rate and the money market interest rate has been widening increasingly since the summer of 2007. The latter rate is around 75 basis points in both Eurozone and the USA, significantly higher than the 20 basis points recorded for the summer.

In the next few months of 2008, the market expects further interest rate cuts in the USA; most expect steady base rates for the Eurozone. This puts yet more pressure on the US Dollar, already at a record low against the Euro.

## 2. Situation in the sector<sup>2</sup>

Brisk foreign trade meant German manufacturers were able to achieve a new production record in 2007. Their car production rose by 6% to over 5.7 million vehicles. Last year, German car manufacturers posted a new export record for the fifth time in a row. With 4.3 million cars, export figures exceeded the previous record from 2006 by 11%.

Growth on the domestic market on the other hand, was, as expected, subdued. Sales on the German market were 3.15 million cars for 2007 as a whole and thus 9% lower than the preceding year. German manufacturers fared better than importers and succeeded in slightly increasing their share of the market to just over 70%.

The sector which experienced the strongest growth in the previous financial year was the commercial vehicle industry. Sustained, dynamic domestic and foreign trade meant a 16% increase in production figures and a total production output of 486,500 commercial vehicles.

### Development of the most important customers

According to its own figures, the **BMW Group** once more set a new sales record in the previous financial year with an increase of 9.2%. This consisted of around 1.50 million vehicles supplied by the group's brands BMW, Mini and Rolls Royce. As expected, growth in sales in 2007 came above all from the core brand BMW with an increase of 7.7% to around 1.28 million vehicles; the most important 3 series model, also key for the POLYTEC GROUP, sold 555,219. This is an increase of 9.2%. Four years after its launch, the BMW X3 continues to flourish with 111,879 sales (previous year: 114,000/-1.9%). MINI also posted a major increase: compared to the previous year (188,077), the brand increased deliveries by 18.5% to 222,875. With 1,010 vehicles sold in 2007, Rolls-Royce Motor Cars recorded an increase of 25.5% in sales compared to the previous year (805) and thus achieved annual sales in the thousands for the very first time. Its fourth consecutive rise in sales figures means Rolls-Royce remains the undisputed market leader in the absolute luxury

<sup>1</sup> Source: Bank Austria

<sup>2</sup> Source: ACEA—EU Economic Report

segment. The BMW Group has pledged to once more retain its pole position as leading international premium manufacturer in 2008 and aim for new sales records for all three brands.

Last year saw the **Volkswagen Group** supplying over 6 million vehicles to customers for the first time ever. The group sold 6.189 million vehicles worldwide and increased its deliveries by 7.9% compared to the previous year. The Volkswagen Pkw [car] brand set a new record with 3.66 million vehicles supplied worldwide and a sharp increase of 7.8%. With 964,200 vehicles and a 6.5% increase in 2007, Audi reached a new supply record, its 12<sup>th</sup> in a row. Skoda also achieved a new record, supplying 630,000 vehicles and posting a 14.6% increase. Seat supplied 431,000 vehicles worldwide (+0.4%). Bentley once more reached record sales and, with 10 014 vehicles and a 6.7% increase, also passed the 10,000 mark for the first time.

The **GM Group** succeeded in increasing sales despite a continuing sales problem on the US market. GM Europe improved on sales for the previous year and reported vehicle supply figures totaling 2.20 million on the European market, a market extremely important for the POLYTEC GROUP. This constitutes an increase of around 9.5% compared to 2006. Sales were strongest in eastern European countries and the UK market; these markets largely contributed to the excellent results.

**Daimler Truck** sold 159,900 (+12.5%) vehicles and thus achieved record sales of historic proportions, due in most part to the high demand for the Mercedes-Benz Actros. There was clear growth in Europe for the fifth consecutive year (+6.8% to 104,400 vehicles). In Latin America (+27.4% to 38,100 vehicles), the Near East and Middle East (+44.3% to 6,000 vehicles) and Eastern Europe (+19.6% to 25,900 vehicles), the business also experienced extremely positive development. Mercedes-Benz Lkw [HGV] thus remained secure in its position as market leader in the key markets of Western Europe, Germany and Brazil and was even able to significantly increase its lead on the Turkish market.

**Mercedes-Benz Car Group** also reached a new sales figures record in 2007 for the Mercedes-Benz, AMG, Maybach and Smart brands. More than 1.2 million vehicles were sold worldwide; this is an increase of around 2% compared to 2006. As in previous years, Mercedes-Benz played a key part in achieving these record sales: sales of the brand rose by 3% to a total of 1,185,300 vehicles. The main growth markets were once more Asia and Eastern Europe; this is currently the general trend across the board.

### Outlook for 2008

The global development of new car registration in 2008 will continue the trend from the previous years. For the year 2008 an increase of new passenger car registrations of approx. 2.1% to a total of 70 million vehicles is expected. This development is mainly driven by BRIC countries. For those, a double digit

increase is forecasted. On the, for the POLYTEC GROUP important European market a increase in new registrations of approx. 1.7% is expected.

The main factors which will be decisive for the supply industry in 2008 are largely the same as those in precious years. Factors governing the growth in earnings in the supply industry in 2008 are once more the rising cost of raw materials, high energy prices and continuing pricing pressure from the customer, pressure almost impossible to combat through increases in efficiency. It is thus all the more important to make the best possible use of the possibilities the industry offers in 2008. These are provided above all by the increasing variety of models provided by the OEMs. Taking up the opportunity this offers to widen the customer portfolio is an important way of sharing in the industry's success, in particular on the foreign markets.

### 3. Business development and group position

In accordance with POLYTEC GROUP's growth and acquisition strategy, two large-scale acquisitions of POLYTEC Composites Germany and Polytec Intex were concluded in the 2007 financial year. This circumstance had a particularly strong effect on the economic development of the Group in the past financial year.

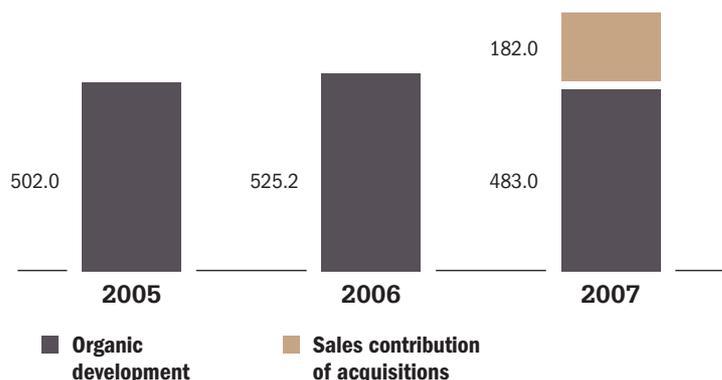
Details of the development of the key figures are as follows:

Key figures: Group profits	Unit	2007	2006	2005
Sales	EUR mill.	665.0	525.2	502.0
EBITDA	EUR mill.	63.7	48.0	41.9
EBITDA margin (EBITDA/sales)	%	9.6	9.1	8.4
EBIT	EUR mill.	41.0	30.3	25.0
EBIT margin (EBIT/sales)	%	6.2	5.8	5.0
Net profit	EUR mill.	37.3	18.3	14.5
Net profit margin (net profit/sales)	%	5.6	3.5	2.9
Earnings per share	EUR	1.66	0.86	0.75
Average capital employed	EUR mill.	171.9	143.9	139.5
<b>ROCE pre tax (EBIT/capital employed)</b>	<b>%</b>	<b>23.9</b>	<b>21.0</b>	<b>17.9</b>

## Management Report

The increase in sales is, naturally, a result of the acquisitions made in 2007. Around EUR 182.0 million (+34.7%) of the total increase in sales of EUR 139.8 million (+26.6%) came from new acquisitions, whilst there was an organic drop in sales of EUR 42.2 million (-8.0%). The drop in sales from the “old business” was in line with expectations and a consequence of the expiry of large-scale contracts in the autumn of 2006.

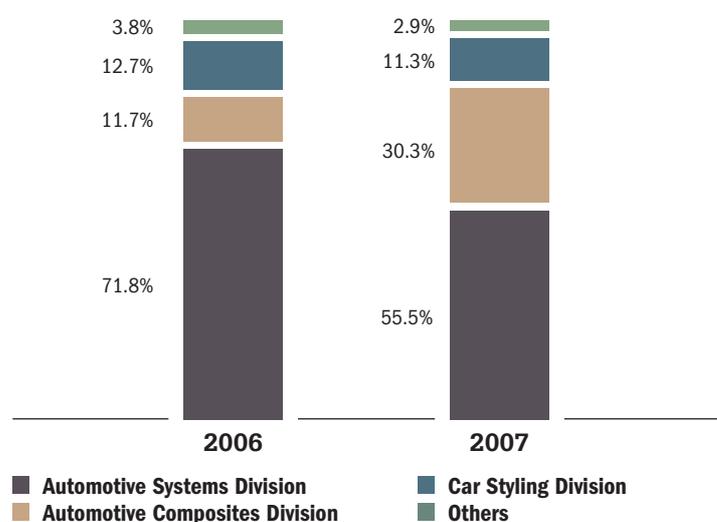
### Group sales development 2005–2007 in EUR mill.



The group succeeded in increasing all key financial figures in the course of the financial year; this was admittedly partly a result of the one-off effects of the acquisitions. This led to a EUR 19.0 million or +103.8% increase in net profit. The increase in the return on capital employed (ROCE) is of particular significance. This figure is the main regulatory tool for the Group management and rose once more by 2.9 percentage points to 23.9% in the course of the financial year.

The development in Group profits was a result of development in the individual divisions. Thus individual development and contribution of sales significantly changed as a fact of acquisitions.

### Contribution to sales by segment

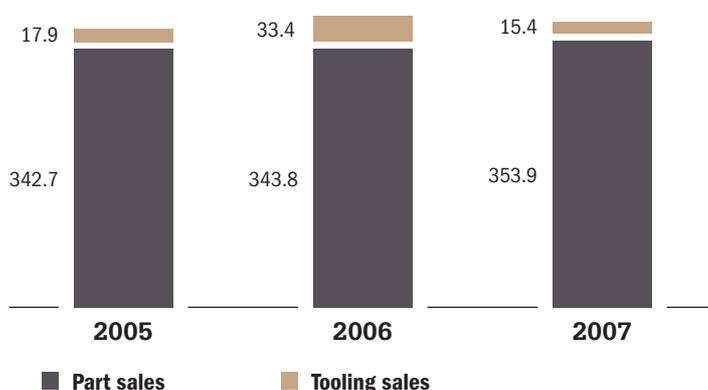


## Automotive Systems Division

	Unit	2007	2006	2005
Sales	EUR mill.	369.3	377.2	360.6
Share on group sales	%	55.5	71.8	71.8
EBITDA	EUR mill.	25.8	34.1	29.0
EBITDA margin (EBITDA/sales)	%	7.0	9.0	8.0
EBIT	EUR mill.	10.8	21.1	17.1
EBIT margin (EBIT/sales)	%	2.9	5.6	4.7
Net profit	EUR mill.	4.1	12.5	10.2
Net profit margin (net profit/sales)	%	1.1	3.3	2.8
Average capital employed	EUR mill.	106.2	86.9	82.6
<b>ROCE pre tax (EBIT/capital employed)</b>	<b>%</b>	<b>10.2</b>	<b>24.2</b>	<b>20.7</b>

The division still the most important in the Group with sales totalling 55.5% of that of the group recorded a decrease in sales of EUR 7.9 million (-2.1%) in 2007. This drop is the net result product of the contribution to sales from the new acquisition POLYTEC Intex GmbH & Co KG, EUR 48.1 million, and a EUR 56.0 million drop in sales for the existing business. This drop in sales was largely in the field of tools and development (EUR -17.9 million); this area had posted figures well above the usual annual average in 2006 as result of payment for the BMW 3 series door panels; the return to 2005 levels was thus merely logical.

### Development of sales in EUR mill.



In the case of sales regarding parts, the drop is above all a result of the full-year effect from the expiry of the large-scale contracts for door panels for Land Rover Range Rover and Opel Corsa. Sales lost from each of the two customers totalled EUR 11.7 million (Land Rover) and EUR 10.3 million (Opel).

Operating result increased, unlike sales, rising by 5.7% from 2006 to 2007 to EUR 383.1 million.

The percentage material costs (included services purchased) were lowered once more in proportion to operating capacity by 0.5 percentage points whilst the percentage personnel costs rose by 1.7 percentage points, mainly as a result of the new acquisitions.

Overall, the division's EBIT was down EUR 10.3 million on the previous year. This drop was expected as a result of the organic developments in sales, although the pricing pressure from our customers and the cost increases from the acquisitions sharpened this trend. The contracts currently under development which shall affect sales as of 2008 coupled with the full-year effect from the acquisition made in 2007 will nevertheless mean a clear increase in sales for 2008.

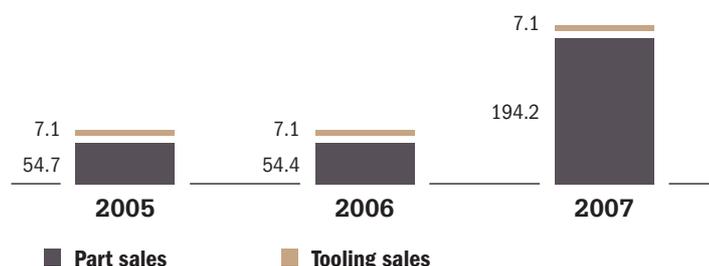
### Automotive Composites Division

	Unit	2007	2006	2005
Sales	EUR mill.	201.3	61.5	61.8
Share on group sales	%	30.3	11.7	12.3
EBITDA	EUR mill.	24.9	2.0	2.9
EBITDA margin (EBITDA/sales)	%	12.4	3.3	4.7
EBIT	EUR mill.	19.9	-0.2	0.9
EBIT margin (EBIT/sales)	%	9.9	-0.3	1.5
Net profit	EUR mill.	23.7	-1.6	-0.4
Net profit margin (net profit/sales)	%	11.8	-2.6	-0.6
Average capital employed	EUR mill.	22.3	16.3	18.1
<b>ROCE pre tax (EBIT/capital employed)</b>	%	<b>89.4</b>	<b>-1.2</b>	<b>4.9</b>

The Automotive Composites Division underwent the most fundamental changes of all business units in 2007. After the acquisition of the moulding business of Menzolit-Fibron, now operating under the name POLYTEC Composites Germany Group, this business unit grew to become the largest European automotive supplier of thermosetting plastic exterior and engine parts.

The EUR 139.8 million (+227.1%) increase in sales was a result of the EUR 133.8 million sales from new acquisitions and an organic increase in sales of EUR 6.0 million (+9.8%). The organic growth was due above all to the customer Iveco, whilst the new acquisitions allowed the Group to enter into business with major players in the European commercial vehicle industry, in particular MAN and John Deere. Through the acquisition of Menzolit-Fibron, the Daimler Group became the division's most important customer. This customer's HGV and car sectors were responsible for around 29% of the division sales.

### Development of sales in EUR mill.



The extremely healthy progress in results for this division—after EUR -0.2 million in the previous year, an EBIT of EUR 19.9 million was achieved in the course of the financial year—should not obscure the fact that the 2007 results were strongly influenced by one-off effects. Firstly, the “badwill” from the acquisition to the order of EUR 6.6 million was received with effect on the current results in accordance with IFRS 3. Secondly, provisions for deficit contracts to the sum of EUR 5.1 million formed in the course of the so-called purchase price allocation were released after the first significant successes in the course of the post-merger restructuring measures.

Restructuring the business of the former Menzolit-Fibron, which had a negative EBITDA at the time of purchase, involved both economising internally and renegotiating prices and other terms and conditions of delivery with the main customers. The former did not, however, necessitate a reduction in personnel as the booming commercial vehicle industry meant that good use was being made of operational capacity; talks for the latter were successfully concluded in the 4<sup>th</sup> quarter of 2007 and a cooperative customer-supplier relationship established.

When judging the net results for 2007, note should be taken of the fact that the division pre-tax results of EUR 18.8 million were subject to tax to the sum of EUR 4.8 million. This tax was based largely on the cancellation of tax relief on deferred tax assets built up in the course of the initial consolidation of POLYTEC Composites Germany. Reorganisation, successfully completed in the autumn of 2007, allowed results to be made comparable in terms of tax with those of other companies in the group with the result that the deferred taxes needed to be revaluated.

As a result of the full-year effect of the new acquisition in 2007, this division will once more achieve a considerable increase in sales for 2008 and grow to over EUR 260.0 million. The growth or developments in results will be determined by the further firm and determined implementation of the as yet unfinished restructuring of Menzolit-Fibron; account must be taken of the fact that the extraordinary income in 2007 were the results of one-off effects.

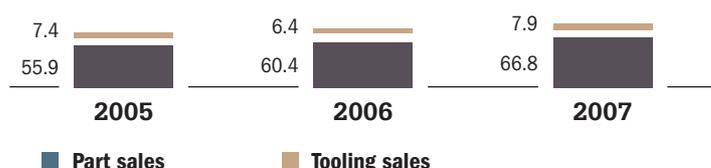
## Management Report

### Car Styling Division

	Unit	2007	2006	2005
Sales	EUR mill.	74.7	66.8	63.3
Share on group sales	%	11.3	12.7	12.6
EBITDA	EUR mill.	9.6	7.1	6.5
EBITDA margin (EBITDA/sales)	%	12.9	10.6	10.3
EBIT	EUR mill.	7.9	5.3	4.2
EBIT margin (EBIT/sales)	%	10.6	7.9	6.6
Net profit	EUR mill.	5.3	3.3	2.7
Net profit margin (net profit/sales)	%	7.1	4.9	4.3
Average capital employed	EUR mill.	33.0	32.7	32.3
<b>ROCE pre tax (EBIT/capital employed)</b>	%	<b>24.0</b>	<b>16.2</b>	<b>13.1</b>

The Car Styling Division increased its sales by EUR 7.9 million or 11.9% over the course of the financial year. This growth is exclusively organic and was achieved with the division's main existing customers (Ford, Suzuki).

### Development of sales in EUR mill.



It was possible to make savings, above all in the personnel sector, as a result of the reduction in unit costs after the increase in sales. Although absolute personnel costs rose by EUR 1.5 million, the percentage personnel costs dropped by 1.5 percentage points. As operating expenses and depreciation were maintained more or less at their previous year's level, the EBIT increased overall by EUR 2.6 million or an impressive 49,1%, despite percentage material costs slightly higher than those of the previous year.

### Other business units

	Unit	2007	2006	2005
Sales	EUR mill.	19.6	19.7	16.3
Share on group sales	%	2.9	3.8	3.3
EBITDA	EUR mill.	3.5	4.8	3.5
EBIT	EUR mill.	2.4	4.1	2.8
Net profit	EUR mill.	4.2	4.1	2.1

The other business units mainly consist of the Group's non-automotive business, reported as "Industrial Division" in the previous year. On account of the Group's strong growth in the automotive sector, which will continue in 2008 on the basis of the full-year effect from the 2007 acquisitions, this business unit will no longer be reported separately.

This unit also includes the POLYTEC Holding AG and the effects on results stemming from consolidation proceedings which cannot be allocated to a particular division.

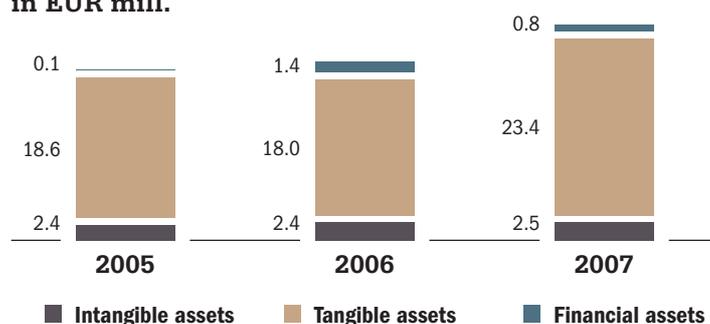
### Key figures on the Group's balance sheet

	Unit	Dec. 31, 2007	Dec. 31, 2006	Dec. 31, 2005
Asset ratio (Long term assets/Total balance sheet)	%	32.7	37.6	39.6
Equity ratio (Equity/Total balance sheet)	%	35.7	45.7	33.8
Net working capital	EUR mill.	77.3	41.7	51.4
Net working capital in % of group sales (NWC/sales) <sup>3</sup>	%	8.9	7.9	10.2

<sup>3</sup> Calculations based on the average NWC on account of acquisitions during the financial year.

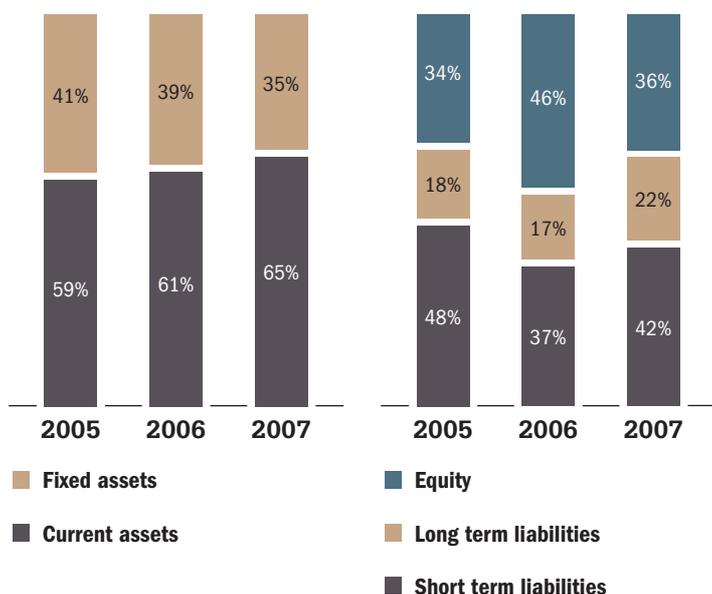
The Group's percentage investment dropped slightly in the financial year although the investments of EUR 25.9 million were around EUR 3.2 million greater than depreciation. The drop is therefore to be explained by the growth of the balance sheet total as a result of the new acquisitions. The percentage investment of the new acquisitions is considerably below the Group average due to the revaluation of assets undertaken in the course of the initial consolidation. 2007 investments concerned in particular the Automotive Systems Division, where investments were made mainly in the contracts currently under development.

### Development of capital expenditures by asset class in EUR mill.



The reduction in the equity ratio to a nevertheless extremely solid 35.7% is the result solely of the increase in the balance sheet total after the acquisitions. Notice was already given in the course of the IPO that the capital increase undertaken was to be considered as a reserve for POLYTEC's growth through acquisitions. Seen thus, the drop in the equity ratio which has now occurred is also an expression symptom result of the agreed application of funds.

## Balance sheet structure



	Unit	2007	2006	2005
Cash flow from operating activities	EUR mill.	-7.5	48.4	16.8
Cash flow from investing activities	EUR mill.	-9.7	-20.7	-16.3
Cash flow from financing activities	EUR mill.	23.6	3.9	0.7
Changes in cash and cash equivalents	EUR mill.	6.4	31.6	1.2

The negative cash flow from operating activities in the financial year 2007 is comprised of a cash flow from earnings of EUR 49.9 million (2006: EUR 38.3 million) and a change in working capital of EUR -57.4 million (2006: EUR 10.2 million). The negative development in Working Capital is among other also attributable to the acquisitions of ISE Intex. As in the course of the acquisitions basically fixed assets and inventory were acquired out of receivership, working capital has been build up gradually. This one off effect charges the cash flow from operating activities by EUR 4.3 million.

## 4. Group growth and development predictions

On account of the acquisitions made during the financial year of 2007 and the full contribution this will make to sales in the year 2008, the POLYTEC GROUP will be able to continue growing in the current financial year. The target is a Group sales of around EUR 800 million, a sum which will be secured by contracts already received. Variations from this figure would thus mainly arise from a change in the quantity requirements (construction figures) over which POLYTEC has no control.

Results will greatly depend on the extent to which POLYTEC succeeds in countering continuing and extreme pricing pressure from its customers. Customers' desire for price cuts continue at a time of rising raw material and energy prices and wage settlements considerably higher than those of previous years, a result of the good overall economic situation. As such, this desire can in some cases no longer be justified by any economic arguments.

Alongside this trend, which poses a danger to the western European supply industry in general, the determined pursuance of restructuring measures for the two 2007 acquisitions will be decisive in the development of POLYTEC. The first success of 2007 should thus be seen first and foremost not as a reason to celebrate but as an incentive to make further wide-reaching changes.

The net current assets (both in absolute figures and in terms of sales) were up on the previous year, once more a result of the acquisitions made. In 2007, the average net current assets were used to calculate the ratio; this ensured that they were more easily and usefully comparable with figures from the previous year. A ratio of net current assets on the balance sheet date to the 2007 sales would not have been meaningful: although this would have taken account of the "full" working capital, acquisitions during the year would have meant that only the partial sales would have been included.

## Key figures on the Group's financial position

	Unit	2007	2006	2005
Net debt	EUR mill.	29.2	4.2	53.7
Net debt to EBITDA	-	0.46	0.09	1.28
Gearing (net debt/equity)	-	0.18	0.03	0.61

The increase in net debt is by its nature also to be put down to the acquisitions made in 2007. With a net debt to EBITDA ratio of less than 0.5, POLYTEC has as before sufficient capacity for further and larger acquisitions without raising equity.

## Management Report

In spite of the improvement measures mentioned, still ongoing, and the new 2008 start-ups with their negative effect on results, POLYTEC is aiming to remain in the target range of a sustainable 8–10% EBITDA in the current financial year. From today's perspective, it is however to be expected that the 2008 EBITDA will be at the lower end of this spectrum.

## 5. Non-financial performance indicators

### Environmental protection

Dealing carefully and responsibly with natural resources is an essential part of the POLYTEC GROUP's business activities. Avoiding waste is particularly important for a group specialising in processing plastics. In those factories which work mainly with injection moulding technology, every effort is therefore made to regranulate the waste material and channel it back into the production process. The Group is also focusing on increasing the use of natural materials.

All activities in the area of research and development also focus on the economic (sparing) use of raw materials or utilising alternative materials. EMPEFLEX (flax fibre-reinforced polypropylene) is also being used to a great extent in the field of car interiors.

Several new developments and trademarks which are also positive from an environmental point of view were registered: POLYSWIRL (oil separator system; reduces oil consumption), POLYFLAX (natural fibre-based composite).

A more recent development is the use of sugar cane resin as a matrix material for long fibre-reinforced interior components. The car interior lining parts produced in this manner contain up to 100% renewable raw materials. The process has, however, not yet been used in series production. POLYTEC is thus once more taking a pioneering role in the use of renewable raw materials and the development of recyclable materials for use in automobile construction. These materials can be moreover, largely be produced without the need for crude oil.

The TS 16949:2002 quality standard has become the Automotive Systems Division Standard in all factories. In 2007, the Group succeeded in harmonising the processes in the individual units as far as possible and optimising operations using a joint management system known as PEMS (Polytec Excellence Management System). Corporate identity, cost savings, comparability and collaboration are the benefits this has brought.

Plans for the 2008 financial year are to extend the existing management system in the most important production branches and to integrate the "Environmental Management" and "Industrial Health and Safety" systems.

The use of solvent-free varnishing systems was pursued in particular in the Car Styling Division and also in the Automotive

Composites Division. This transition meant the fulfilment of the EU Solvent Directive.

All the Group's most important branches are certified in accordance with the extremely strict environmental standard ISO 14001; ISO 14001 certification is planned for further branches in 2008.

### Employees

The average number of those employed by the Group<sup>4</sup> and their geographic spread in the years from 2005 to 2007 is as follows:

	2007	2006	2005
Austria	357	349	349
Germany	2,893	1,920	1,923
Rest of Europe	1,409	1,234	1,301
North America	20	22	22
South Africa	88	99	60
Asia	103	0	0
<b>Total</b>	<b>4,767</b>	<b>3,624</b>	<b>3,655</b>

<sup>4</sup> Employees of companies only recently integrated into the group are shown in the table in terms of time worked from the time of initial consolidation.

The average number of employees by division can be broken down as follows:

	2007	2006	2005
Automotive Systems Division	2,727	2,507	2,489
Automotive Composites Division	1,326	421	448
Car Styling Division	580	568	598
Holding/other segments	134	128	120
<b>Total</b>	<b>4,767</b>	<b>3,624</b>	<b>3,655</b>

A key figure in terms of personnel, sales per employee, developed as follows:

Key figure	Unit	2007	2006	2005
Sales per employee	TEUR	139	145	137

Working with the customer in mind, continuing to improve processes in terms of profitability, the environment and efficiency are top priorities for the automobile supplier; this also defines the attitude of POLYTEC employees to their work. A process of continual improvement or the in-house programme POLYBEST (profitability, economy, efficiency) are long-term measures to secure the company's future. These programmes can only be successful if staff are constantly prepared to contribute their ideas to all areas of work and service provision. POLYTEC promotes this through a company suggestion scheme involving suitable incentives. In order to deal with this process of constant change, POLYTEC promotes staff training and development for its employees, both through internal further training measures

within the group and by sending its employees to external educational institutions. Alongside the development of technical know-how and skills, there is also a focus on teaching foreign languages, essential to business success for an international company such as POLYTEC.

In accordance with the careful and efficient use of financial resources, part of employee remuneration is linked to company success through performance criteria.

### Research and development

The current and future demands of all stakeholders such as customers, authorities, the environment etc. pose companies a particular challenge: to innovate so that they may offer solutions to problems or be able actively to solve them. It is imperative to provide sufficient resources for research and development, both because of such external pressure and in order to secure the future position of a corporate group in constant competition. The group's research and development thus focuses on issues in a wide number of areas, ranging from the continuous improvement and rationalisation of existing manufacturing processes, new and further technical developments for automobile parts in collaboration with our customers to the development of materials. In all our activities, there is also a focus on the economic use of resources and, where possible, the use of environmentally friendly materials. Efforts in the F&E sector are thus also geared towards improving environmental standards and protection. Development work for specific contracts in which development work is done for the customer de facto is charged to the customer separately or added to price of the parts.

The main focus of research and development work is in the Automotive Systems Division with its three development centres in Lohne, Geretsried and the new centre from the acquisition of Polytec Intex in Lichtenberg. A total staff of 183 is employed in the field of research and development. The Polytec Automotive Systems Division development work is concentrated in the group company Polytec Automotive GmbH & Co KG.

Depending on the individual production sites and the parts manufactured there, whether these be engine bay parts or interior parts, the development centres also specialise in various research and development activities. This is in line with the Polytec strategy of solving problems in a customer and production-oriented manner.

New engine bay parts are developed in the north German town of Lohne where the largest production site for engine bay parts is also located. Development work ranges from the substitution of aluminium parts with plastic parts to the further development of existing parts. The extended testing area makes it possible both to meet constantly increasing customer demands and actively to work on new developments, thus further consolidating Polytec's pioneering role in the field of engine bay components.

The development focus in the Bavarian town of Geretsried is on interior systems. Staff here work constantly on developing materials, concentrating on weight, costs and component quality. In the field of material development, the clear focus is on developing sandwich materials and environmentally friendly materials based on natural fibres. Work in the field of manufacturing concentrates above all on developing the integrative module concept in order to further lower assembly costs.

In the town of Morsbach-Lichtenberg in North Rhine-Westphalia, the focus of development work is the field of pillar trims, in particular in mould decoration of textiles and other materials. This town is also home to the competence centre for special textile goods in mould decoration. The use of thin wall technology in the field of injection moulding is also being developed here, as are plastic door panels.

Alongside the target-oriented pre-development projects carried out in close consultation with the automobile manufacturer, work is also being done on developing new materials, surfacing and processes.

Thanks to development work and funding, the Group has already registered several trademarks, for example POLYSWIRL (oil separator system), POLYFLAX (natural fibre-based composite), POLYLOAD (a new type of lightweight matrix), POLYSKIN (2 component processes for high quality interior parts at optimum cost), POLYGRAIN (in mould granulation process). Further projects are in the pipeline. Overall, the POLYTEC GROUP currently owns over 90 registered trademarks and patents.

Additional research and development competency was gained in the Composites Division thanks to the new acquisitions. The focus is above all on finding new and better applications for the material. Much work is being done on increasing the use of regranelate. Further development work concerns increasing efficiency in the production and handling of SMC and improving its processing and treatment (varnishing). The new generation of vehicles is also posing new demands in terms of component strength and shock resistance; this requires constant development of the basic material and the way in which it is processed. Another focus of development work is reducing the weight of components whilst increasing component properties.

The POLYTEC GROUP spends around 2.8% of its income from group sales on research and development.

### 6. Risk reporting and financial instruments

For information on risk reporting, we would refer you to the details under E. 4; for information concerning the derivative financial instruments used by the Group please see the details under C. 16 in the group information appendix.

### 7. Information in accordance with § 243a UGB

The share capital of POLYTEC Holding AG is split into 22,329,585 bearer shares with a par value of EUR 1.00 each. The group has no other types of shares. All shares have been admitted to trading in the prime market segment of the Vienna Stock Exchange.

Shareholders with shares of over 10.0% of the share capital are:

Huemer Holding GmbH: The company is an affiliated company of IMC Verwaltungsgesellschaft mbH, which itself holds shares in POLYTEC Holding AG. The total shareholding of the two companies is around 32% of the share capital. The CEO of the POLYTEC GROUP, Friedrich Huemer, is sole proprietor of the shares in the IMC Verwaltungsgesellschaft mbH and sole authorised agent for both companies.

CROSS Motorsports Systems AG (previously CROSS Automotive GmbH): The company, with its head office in Wels/Austria is a 100% subsidiary of the listed company CROSS Industries AG and has a shareholding of around 16%.

The board of directors is not aware of limitations applying to the transfer of shares or any other restrictions relating to the exercise of the right to vote. No shareholders have a particular right of control.

As concerns the board of director's ability to issue shares, we would refer you to the details of authorised capital in the appendix D. 19.

There are no major agreements which would be affected by a change in control of the share capital or indemnification agreements between the company and its executive bodies or employees effective in the case of a public takeover bid.

### 8. Subsequent events after balance sheet date

All events/transactions after the balance sheet date which are of material importance to the valuation of assets and liabilities and of which we are aware are included in this report. Your attention is drawn to the details in the appendix under E. 2.

Hörsching, March 13, 2008

#### The Board of Directors

Friedrich Huemer  
Karl Heinz Solly  
Alfred Kollros  
Reinhard Urmann

# Consolidated Financial Statements 2007 of POLYTEC Holding AG

<b>Consolidated Income Statement .....</b>	
<b>Consolidated Balance Sheet.....</b>	
<b>Consolidated Cash Flow Statement.....</b>	
<b>Statement of Changes in Consolidated Shareholders Equity .....</b>	
<b>Notes on the Consolidated Accounts for the Financial Year 2007 .....</b>	
<b>General information .....</b>	
<b>Principles of consolidation .....</b>	
<b>Accounting and valuation principles.....</b>	
<b>Information concerning the Group's profit and loss statement and the     consolidated balance sheet .....</b>	
<b>Other information .....</b>	
<b>Segment reporting .....</b>	
<b>Consolidated movement of fixed assets .....</b>	
<b>Changes in provisions for severance payments,     pensions and jubilee payments .....</b>	
<b>Schedule of Group investments.....</b>	
<b>Statement of the Management Board.....</b>	
<b>Auditor's Report.....</b>	

# Consolidated Income Statement for the Financial Year 2007

compared with the figures from the previous year

in TEUR	Notes	2007	2006
1. Net sales	D. 1	664,989.7	525,211.0
2. Other operating income	D. 2	23,928.8	13,732.7
3. Changes in inventory of finished and unfinished goods		12,811.8	-17,947.3
4. Own work capitalised		1,299.2	818.8
5. Expenses for materials and services received	D. 3	-355,021.0	-279,866.6
6. Personnel expenses	D. 4	-180,813.6	-130,171.1
7. Other operating expenses	D. 5	-103,463.0	-63,763.2
<b>8. Earnings before interest, taxes and amortisation (EBITDA)</b>		<b>63,731.9</b>	<b>48,014.3</b>
9. Depreciation	D. 6	-22,685.2	-17,740.4
<b>10. Earnings before interest, taxes and amortisation of goodwill (EBITA)</b>		<b>41,046.7</b>	<b>30,273.9</b>
11. Amortisation of goodwill	D. 6	0.0	0.0
<b>12. Earnings before interest and taxes (EBIT)</b>		<b>41,046.7</b>	<b>30,273.9</b>
13. Income from associated companies		42.1	66.2
14. Financial expenses		-2,592.8	-2,645.1
15. Other financial results		200.0	-360.5
<b>16. Financial result</b>	<b>D. 7</b>	<b>-2,350.7</b>	<b>-2,939.4</b>
<b>17. Earnings before tax</b>		<b>38,696.0</b>	<b>27,334.5</b>
18. Taxes on income	D. 8	-1,399.5	-9,035.3
<b>19. Profit of the year after tax</b>		<b>37,296.5</b>	<b>18,299.2</b>
20. Minority interest		-303.7	137.6
<b>21. Consolidated profit for the year (Result after minority interest)</b>		<b>36,992.8</b>	<b>18,436.8</b>
<b>Earnings per share in EUR</b>	<b>D. 20</b>	<b>1.66</b>	<b>0.86</b>

# Consolidated Balance Sheet as of December 31, 2007

compared with the figures from the previous year

Assets in TEUR		Notes	Dec. 31, 2007	Dec. 31, 2006
<b>A. Fixed assets</b>				
I.	Intangible assets	D. 9	8,050.9	4,656.8
II.	Goodwill	D. 10	25,611.5	25,611.5
III.	Tangible assets	D. 11	107,721.8	71,001.0
IV.	Investments in affiliated companies		194.9	155.0
V.	Investments in associated companies		1,045.2	45.2
VI.	Other financial assets		3,021.7	3,378.3
VII.	Deferred tax assets	D. 13	11,322.4	3,585.8
			<b>156,968.4</b>	<b>108,433.6</b>
<b>B. Current assets</b>				
I.	Inventories			
1.	Raw materials and supplies		32,294.8	20,399.6
2.	Unfinished goods and as yet unbillable services minus advanced payments		38,740.5	16,233.7
3.	Finished goods and merchandise		16,774.9	10,501.9
4.	Advance payments made		6,158.0	267.4
			<b>93,968.2</b>	<b>47,402.6</b>
II.	Trade accounts receivable and other receivables and assets	D. 14		
1.	Trade accounts receivable		118,407.8	68,296.7
2.	Other receivables		16,022.8	10,229.7
3.	Income tax receivables		5,525.6	1,686.4
			<b>139,956.2</b>	<b>80,212.8</b>
III.	Marketable securities	D. 15	<b>4,886.2</b>	<b>0.0</b>
IV.	Cash and cash equivalents	D. 16	<b>49,249.4</b>	<b>42,870.1</b>
			<b>445,028.4</b>	<b>278,919.1</b>
<b>Equity and liabilities in TEUR</b>				
		Notes	Dec. 31, 2007	Dec. 31, 2006
<b>A. Shareholder's equity</b>				
I.	Share capital		22,329.6	22,329.6
II.	Capital reserves		57,783.5	57,783.5
III.	Treasury stock		-215.5	-215.5
IV.	Minority interests		691.8	591.4
V.	Retained earnings		78,328.4	46,912.6
			<b>158,917.8</b>	<b>127,401.6</b>
<b>B. Long-term liabilities</b>				
I.	Interest-bearing liabilities	D. 21	53,592.9	31,582.7
II.	Provision for deferred taxes	D. 13	3,575.3	2,374.7
III.	Long-term provisions for personnel	D. 22	25,318.9	10,653.9
IV.	Other long-term liabilities	D. 23	15,060.2	2,872.2
			<b>97,547.3</b>	<b>47,483.5</b>
<b>C. Short-term liabilities</b>				
I.	Trade accounts payable	D. 24	82,105.1	51,227.2
II.	Short-term interest-bearing liabilities	D. 25	15,935.7	10,142.5
III.	Short-term portion of long-term loans	D. 26	16,036.2	7,999.3
IV.	Liabilities on income taxes	D. 27	3,454.4	1,688.4
V.	Other short-term liabilities	D. 28	71,031.9	32,976.6
			<b>188,563.3</b>	<b>104,034.0</b>
			<b>445,028.4</b>	<b>278,919.1</b>

# Consolidated Cash Flow Statement for the Financial Year 2007

compared with the figures from the previous year

in TEUR	2007	2006
<b>Earnings before tax</b>	<b>38,696.0</b>	<b>27,334.5</b>
- Income taxes	-5,587.9	-7,536.0
+(-) Depreciation (appreciation) of fixed assets	22,685.2	17,769.6
- Dissolution of negative goodwill	-6,576.3	0.0
+ Book value of asset disposals	16,032.7	460.7
+ Non-cash expenses from first-consolidation and deconsolidation	435.7	0.0
+(-) Increase (decrease) in long-term provisions	365.1	751.1
<b>= Consolidated financial cash flow</b>	<b>66,050.5</b>	<b>38,779.9</b>
-(+ ) Profit (Loss) from asset disposals	-89.1	-48.5
- Book value of asset disposals	-16,032.7	-460.7
<b>= Consolidated cash flow from earnings</b>	<b>49,928.7</b>	<b>38,270.7</b>
-(+ ) Increase (decrease) in inventories, advance payments made	-22,935.8	10,288.4
-(+ ) Increase (decrease) in trade and other receivables	-20,730.1	2,914.0
+(-) Increase (decrease) in trade and other payables	13,756.9	-2,631.1
+(-) Increase (decrease) in short-term provisions	-27,578.0	-401.2
<b>= Consolidated cash flow from operating activities</b>	<b>-7,558.3</b>	<b>48,440.8</b>

in TEUR	2007	2006
- Investments in fixed assets	-25,926.5	-21,271.8
- Acquisition of consolidated subsidiaries (Purchase price less the acquired cash and cash equivalents)	5,140.3	0.0
- Disposal of deconsolidated subsidiaries (Revenue less cash and cash equivalents)	-108.9	0.0
- Purchase of marketable securities	-4,864.6	0.0
+(-) Profit (Loss) from asset disposals	89.1	48.5
+ Translation differences	-48.1	87.0
+ Book value of asset disposals	16,032.7	460.7
<b>= Consolidated cash flow from investing activities</b>	<b>-9,686.0</b>	<b>-20,675.6</b>

in TEUR	2007	2006
+(-) Increase (decrease) in interest-bearing loans and liabilities to banks	29,058.8	-18,274.6
+(-) Grant of long-term loans (less repayment)	366.7	416.6
- Dividends	-5,774.9	-100.0
+ Capital increase for cash	0.0	22,253.1
+(-) Other changes in equity	-27.0	-425.6
<b>= Consolidated cash flow from financing activities</b>	<b>23,623.6</b>	<b>3,869.5</b>

## Changes in Shareholders Equity

in TEUR	2007	2006
+(-) Consolidated cash flow from operating activities	-7,558.3	48,440.8
+(-) Consolidated cash flow from investing activities	-9,686.0	-20,675.6
+(-) Consolidated cash flow from financing activities	23,623.6	3,869.5
<b>= Changes in cash and cash equivalents</b>	<b>6,379.3</b>	<b>31,634.7</b>
+ Opening balance of cash and cash equivalents	42,870.1	11,235.4
<b>= Closing balance of cash and cash equivalents</b>	<b>49,249.4</b>	<b>42,870.1</b>

in TEUR	2007	2006
Cash and cash equivalents	49,249.4	35,724.0
Treasury stock	0.0	7,146.1
<b>Closing balance of cash and cash equivalents</b>	<b>49,249.4</b>	<b>42,870.1</b>

in TEUR	2007	2006
<b>Other short-term liabilities</b>		
Provision for deferred tax	3,454.4	1,688.4
Short-term provisions	51,896.5	21,320.2

# Statement of Changes in Consolidated Shareholders' Equity

in TEUR	Share capital	Capital reserves	Treasury stock	Minority interests	Retained earnings	Total
<b>Balance as of January 1, 2007</b>	<b>22,329.6</b>	<b>57,783.5</b>	<b>-215.5</b>	<b>591.4</b>	<b>46,912.6</b>	<b>127,401.6</b>
Consolidated profit for the year	0.0	0.0	0.0	303.7	36,992.8	37,296.5
Dividends	0.0	0.0	0.0	-200.0	-5,574.9	-5,774.9
Currency translation	0.0	0.0	0.0	-3.3	-23.8	-27.1
Market valuation of securities available for sale	0.0	0.0	0.0	0.0	21.7	21.7
<b>Balance as of December 31, 2007</b>	<b>22,329.6</b>	<b>57,783.5</b>	<b>-215.5</b>	<b>691.8</b>	<b>78,328.4</b>	<b>158,917.8</b>

in TEUR	Share capital	Capital reserves	Treasury stock	Minority interests	Retained earnings	Total
<b>Balance as of January 1, 2006</b>	<b>19,329.6</b>	<b>38,530.4</b>	<b>0.0</b>	<b>307.0</b>	<b>29,207.9</b>	<b>87,374.9</b>
Consolidated profit for the year	0.0	0.0	0.0	-137.6	18,436.8	18,299.2
Capital increase	3,000.0	20,250.0	0.0	0.0	0.0	23,250.0
Cost of capital increase	0.0	-996.9	0.0	0.0	0.0	-996.9
Dividends	0.0	0.0	0.0	-100.0	0.0	-100.0
Treasury stock	0.0	0.0	-215.5	0.0	0.0	-215.5
Currency translation	0.0	0.0	0.0	18.3	-228.4	-210.1
Assumption of losses of minority stakes	0.0	0.0	0.0	503.7	-503.7	0.0
<b>Balance as of December 31, 2006</b>	<b>22,329.6</b>	<b>57,783.5</b>	<b>-215.5</b>	<b>591.4</b>	<b>46,912.6</b>	<b>127,401.6</b>

# Notes on the Consolidated Accounts for the Financial Year 2007 of the POLYTEC Holding AG, Hörsching

## A. General information

The POLYTEC GROUP is a globally operating concern focusing on the plastics industry with its head office in Austria. In the automotive industry, the group is working as supplier of interior and engine compartment components for serial production (Automotive Systems Division) as well as a supplier of original equipment and components for small series (Car Styling Division). The Automotive Composites Division functions as supplier for the automotive and industrial vehicle industry. Furthermore, the group produces PU plastic parts as well as machines for their production for other industries.

The consolidated accounts for the financial year 2007 of the POLYTEC Holding AG (hereinafter referred to as "Group") were prepared in accordance with the guidelines of the International Financial Reporting Standards (IFRS) and their interpretations.

The headquarters of the POLYTEC Holding AG is located in Hörsching, Austria and is listed in the commercial register of the Landes- und Handelsregister Linz [Commercial Registry of the city of Linz] under the number FN 197646 g.

All standards which had to be mandatorily applied for the financial years were applied with regard to the preparation of the present consolidated accounts. Already published standards and standards applied by the EU or interpretations which did not have to be mandatorily applied were not prematurely applied (except for the IFRS 8 (business segments)); see also section D. 1 for further information. The IFRS 7 which has been applied for the first time as well as the amendments of the IAS 1 related with this standard were applied for the first time in the present consolidation. These provisions have resulted in a substantial extension of the information with regard to financial instruments.

In the face of the forthcoming use of not yet effective and by POLYTEC so far not applied standards or interpretations. No material modifications of balanced assets, liabilities or other information are expected in the consolidated accounts.

The consolidated accounts have been prepared in thousands Euro (TEUR). Calculation differences related to rounding may occur when summing up rounded amounts and percentages due to the use of automated calculating machines. The profit and loss statement of the group is prepared in accordance with the total cost accounting method.

According to § 245a UGB [Austrian Business Code], the present consolidated accounts replace the consolidated accounts which would otherwise have to be prepared in accordance with § 244 ff UGB.

## B. Principles of consolidation

### 1. Basis of consolidation

The basis of consolidation is determined in accordance with the principles of the IAS 27 (Consolidated and Separate Financial Statements). The parent company is the POLYTEC Holding AG, Hörsching. The consolidated accounts include all companies by full consolidation which are influenced by the parent company. Thus, 4 national subsidiaries (previous year: 3) and 21 international subsidiaries (previous year: 19) were included in addition to the parent company; these subsidiaries are under the legal and factual control of the POLYTEC GROUP. 8 companies (previous year: 6) which were not included are not important for the consolidated accounts. The balance sheet date for all companies included in the consolidated accounts is December 31, 2007.

An overview of the completely consolidated companies can be found in annex 5 of the notes of the consolidated accounts.

The annual accounts of subsidiaries are included into the consolidated accounts from the time of acquisition until the time of amortization. A subsidiary will first be included when the respective parent company is actually assigned the control with regard to the assets and the business activities of this company. In the financial year, the basis of consolidation is changed as follows:

Basis of consolidation	Full consolidation
<b>As of Dec. 31, 2006</b>	<b>23</b>
Termination of business	-1
Restructuring within the group	-2
Acquisitions in terms of IFRS 3	+5
New company	+1
<b>As of Dec. 31, 2007</b>	<b>26</b>
thereof foreign companies	21

In the 4<sup>th</sup> quarter of 2006, after the expiry of an agreement with Land Rover, Polytec Interior UK Ltd. ceased its business activities according to schedule and was, in the following, separated from the basis of consolidation of the POLYTEC GROUP from January 1, 2007. The present consolidated accounts cannot be compared with the consolidated accounts of the previous year.

In 2007, the Polytec Rentrop GmbH & Co KG and the Polytec Plastics Wolmirstedt GmbH & Co KG as transferring companies were merged to the Polytec Riesselmann GmbH & Co KG as accepting company. No assets or liabilities from the consolidated accounts were retired so that a limited comparability with regard to the previous balance sheet date is not given.

Also in the financial year 2007, the remaining 40% of the shares in the Polytec Interior South Africa (Proprietary) Ltd. were acquired by the former co-partner. However, the company is not included for the first time since it has already been included into the consolidated accounts in the past.

The following companies were included in the consolidated accounts for the financial year for the first time:

Company	Share on equity	Inclusion as of
Polytec Composites Germany Group (former Menzolit-Fibron) consisting of: PT Beteiligungs GmbH, Hörsching, Austria POLYTEC Composites Germany GmbH & Co KG, Gochsheim, Germany Polytec Composites Slovakia s.r.o., Sladkovicovo, Slovakia PT Plastik Ürünleri Sanayi ve Ticaret A.S., Aksaray, Turkey	100%	May 1, 2007
Polytec Intex GmbH & Co. KG, Morsbach, Germany (former ISE Intex GmbH)	100%	July 1, 2007
POLYTEC Composites Beteiligungs GmbH, Gochsheim, Germany (new company)	100%	Dec. 1, 2007

In the course of the first consolidation, the assets and liabilities of the acquired companies were re-evaluated. Especially in the case of the Polytec Composites Germany Group, the assets were re-evaluated due to a purchase price which was clearly below the original book value of the equity, and financial securities for deficit orders which were an especially decisive factor for the purchase price. Deferred tax assets which occurred in the course of the re-evaluation were balanced in correspondence with their likely benefits.

The newly acquired companies were included for the first time with the following values:

in TEUR	Polytec Composites Germany Group	Polytec Intex GmbH & Co KG
<b>Assets</b>		
Purchase price less cash	15,840.3	0.0
Fixed assets	42,051.2	11,857.0
Badwill	-6,576.3	0.0
Deferred tax assets	4,625.1	0.0
Current assets	55,061.1	4,699.9
<b>Liabilities</b>		
Purchase price less cash	0.0	10,700.0
Debt	80,643.5	2,185.9
Contingent liabilities	30,357.9	3,671.0

The badwill determined in the course of the acquisition of the Polytec Composites Germany Group was recognized in the income statement in the financial year in accordance with IFRS 3. The corresponding income is shown in the other operating income.

The contingent liabilities affect financial securities for deficit orders of the respective companies which were a substantially decisive factor for the acquisition and which were used up in the financial year for the occurring losses. Furthermore, these securities could be further reduced in the year 2007 due to the restructuring and integration measures which have been taken since the acquisition. This fact resulted in an income from reversal of provisions for liabilities amounting to TEUR 5,092.3. On the balance sheet date of December 31, 2007, the remaining securities amounted to TEUR 23,480.0.

The newly acquired companies were integrated into the Polytec Automotive Composites Division (Polytec Composites Germany Group) or into the Polytec Automotive Systems Division (Polytec Intex GmbH & Co KG); in the individual case, this resulted in relocations of products to existing sites of the POLYTEC GROUP. Furthermore, the newly acquired companies were integrated into the Division and Group Centers. The contribution of the newly acquired companies to the values shown in the profit and loss statement can thus only be determined by approximation:

in TEUR	Polytec Composites Germany Group	Polytec Intex GmbH & Co KG
Sales	133,838.3	48,143.4
Net income	13,468.9	643.3

## 2. Methods of consolidation

The consolidation of investments for acquisitions until March 31, 2004 was performed on the basis of the book value method by offsetting the acquisition costs of the investments against the equity ratio allotted to these investments at the time of acquisition. A goodwill will be assigned to the assets as far as possible. A badwill was analyzed in previous years for its reason of accrual and, if affecting future losses and expenses, recorded in accordance with IAS 22 as income at the time of occurrence of these losses and expenses.

IFRS 3 "Business Combinations" was applied for income occurred after March 31, 2004. Thus, the consolidation of investments was performed on the basis of the revaluation method (method concerning all assets and liabilities at Fair Value, also in the case of minorities and complete disclosure of the hidden reserves, independent from the amount of the minority interests). The investment book value is opposed by the proportionate, re-evaluated equity of the subsidiary (purchase accounting).

## Notes

Remaining differences will be capitalized as goodwill. Goodwill occurred prior to January 1, 2005 were recorded with the book value of December 31, 2004 and are subject to an annual impairment test.

If the acquisition costs are lower as the net assets, the difference (negative consolidation difference) will be recognized in the income statement of the acquisition period.

Further information with regard to the effects of the first consolidation of the acquisitions in the year 2007 can be found in section B. 1.

Minority interests in the equity and in the result of the companies controlled by the parent company are disclosed in the Consolidated Financial Statements under equity in accordance with IAS 27.

All accounts receivables and payables, expenses and revenues resulting from transactions between the consolidated companies were eliminated by taking into account the principle of materiality. Intermediate results from group-internal deliveries were also eliminated as far as they are material.

### 3. Currency translation

#### Business transactions with foreign currencies

All transactions in foreign currencies were valued at the exchange rate of the transaction date in the individual companies. Monetary assets and liabilities in foreign currencies are converted at the exchange rate on the balance sheet date. Resulting exchange rate differences are recorded in the profit and loss statement of the group.

#### Translation of individual financial statements in foreign currencies

The functional currency of non-EURO subsidiaries is the corresponding national currency; however, this does not apply for the Turkish company whose functional currency is EURO. Assets and liabilities of international subsidiaries were converted with the reference exchange rate of the European Central Bank on the balance sheet date. Positions of the profit and loss statement of the group were converted with average exchange rates of the financial year.

Non-monetary assets and liabilities in foreign currencies were converted at the exchange rate on the day of the transaction. Exchange rate differences of monetary positions which, from the economic point of view, belong to a foreign company like, for example, long-term debts and assets will be accounted with the group equity capital and will be recorded under the position "Differences from the currency translation".

The following currency exchange rates were used:

	Average exchange rate		Exchange rate on balance sheet date	
	2007	2006	Dec. 31, 2007	Dec. 31, 2006
CAD	1.4663	1.4267	1.4449	1.5281
GBP	0.6873	0.6819	0.7334	0.6715
PLN	3.7749	3.8996	3.5935	3.8310
SEK	9.2647	9.2533	9.4415	9.0404
SKK	33.5763	n.a.	33.5830	n.a.
USD	1.3797	1.2630	1.4721	1.3170
ZAR	9.6837	8.6332	10.0298	9.2124

## C. Accounting and evaluation principles

The principle of standardized accounting and evaluation will be applied due to the guidelines applicable throughout the entire group. Insubstantial deviations with regard to the individual financial statements of international allied companies were retained.

### 1. Intangible assets

Intangible assets are evaluated with their acquisition costs and amortized according to schedule on a straight-line basis. The amortization rates are between 10.0% and 66.7%.

Expenses for research are shown as expenses in the year of their occurrence. Development costs are normally also periodically occurring expenses. They have to be booked as assets if certain conditions can be proved and if they have been cumulatively fulfilled. Among other aspects, it must be verifiable that the development activities are very likely to result in future accrual of funds which does not only cover the normal costs but also the corresponding development costs. Capitalised development costs for customer orders are amortised with the beginning of the serial delivery in accordance with the customer's release orders for the entire term of the model. The group's research and development expenses in the financial year amounted to approx. 2.8% (previous year: 3.0%).

### 2. Goodwill

Goodwill results from acquisitions of subsidiaries or interests in associated companies. Since January 1, 2005, goodwill is not yearly amortized but is subject to an impairment test at least once a year. If a subsidiary or an associated company is sold, the proportionate goodwill will be taken into account in the calculation of the gain or loss of the disposal.

The evaluation of goodwill is performed with regard to the acquisition costs less the accumulated impairment losses (see also the annex "Impairment").

### 3. Fixed assets

Tangible assets are valued at the costs of acquisition or production, reduced by scheduled amortizations, or the lower achievable market price. The scheduled amortizations will be determined on a straight-line method.

For limited-life assets, the following rates are used for the scheduled depreciation:

	in %
Buildings and leasehold improvements	4.0-20.0
Technical equipment and machinery	6.7-50.0
Other equipment, fixtures, fittings and equipment	10.0-50.0
Low value items	100.0

Substantial impairment beyond the scope of the scheduled amortizations will be taken into account by extraordinary amortizations. In the case of a discontinuation of the reasons for extraordinary amortizations, corresponding revaluations will be performed.

In the case of fixed assets being immobilized, sold or give up, the profit or loss from the difference of the sales revenue and the net book value will be recorded as other operating income or expenses.

Maintenance expenses will be recorded as expenses in the financial year of their occurrence.

Interests on borrowed capital for fixed assets which are produced or acquired over a long period will not be booked as assets.

### 4. Assets from tenancies and leasing

Leased assets for which basically all risks and chances resulting from the property of assets were transferred (finance lease), are valued as assets with their market value or the lower cash value in correspondence with IAS 17. The amortization was performed according to schedule over the economic useful life or over the shorter periods of the leasing agreement. The payment obligations resulting from the future leasing rates are discounted and recorded as liabilities.

### 5. Government grants

Government grants and subventions of other third parties are recorded under liabilities and liquidated in accordance with the useful life of the allocated asset.

### 6. Financial assets

Other investments and assets are included under other financial assets. They are valued at the costs of acquisition or the lower market value at the balance sheet date. Interest-bearing loans are balanced with their nominal value.

The investments balanced at the acquisition costs are investments which are not listed on an active market and whose current value can, therefore, not be determined on a reliable basis. The loans are subject to variable interest rates so that their book value almost corresponds to the market value.

Extraordinary amortizations will be performed for all financial assets in the case of impairment (see also the annex "Impairment").

### 7. Inventories

Inventories are evaluated at their acquisition costs or production costs or the lower achievable market value on the balance sheet date. The determination of the acquisition and production costs is performed for similar assets in accordance with the weighted average cost method or in accordance with similar methods. The production costs only include the directly attributable costs and the proportionate overhead costs. Interests on borrowed capital are not be capitalised.

### 8. Accounts receivable for trade, income taxes and other accounts receivable

Receivable are capitalized at costs of acquisition. Recognizable risks are taken into account by performing appropriate value adjustments.

In other accounts receivable are also those derivative financial assets reported, that show a positive market value and are classified as "Held for trading".

### 9. Securities of the current assets

The investment portfolio on December 31, 2007 affects shares which have been classified as "available for sale". The adjustment of the present value was recorded under the equity capital not affecting net income. The evaluation is performed with the stock-exchange price on the balance sheet date so that the present value can be reliably determined.

### 10. Cash and short-term financial resources

Cash and other short time financial means consist of cash on hand, cheques and cash at banks as well as securities which are used by the group for liquidity management. They are evaluated at market values which are formed on sufficiently solvent markets and which can thus be reliably determined.

## Notes

### 11. Impairment

Assets are tested at the balance sheet date if any indications exist for an impairment. For goodwill, such an annual verification (impairment test) is performed short time before any balance sheet day even if no indications for impairment are given.

For the purpose of the impairment test, the POLYTEC GROUP summarizes its assets which are generating cash flow on the lowest level (cash-generating unit). Goodwill is assigned to those cash-generating units which are expected to benefit from synergies and which represent the lowest group-internal level of the management monitoring of the cash flow.

The value in use of the asset corresponds to the present value of the estimated future cash flows from continuing use of such asset and from the disposal at the end of its useful life applying a fair market discount rate before taxes which is adjusted to the specific risks of the assets. The interest rate used for calculating the present value is the weighted average capital costs of the group and was defined with 8% for the financial year 2007 (2006: 8%). If no individual cash flow can be determined for an individual asset, the determination of the value of benefit is performed for the next higher unit to which this asset belongs and for which an individual cash flow can be determined.

Any impairment loss will be disclosed with the amount by which the book value of the individual asset or the cash-generating unit exceeds the achievable amount. The achievable amount is the higher amount of both amounts from the net selling price and the use value. Impairment losses proportionately reduce the carrying amount of the assets of the cash-generating unit.

In the case of a discontinuation of the reasons for extraordinary amortizations, corresponding revaluations will be performed for fixed assets. Goodwill which has been amortized due to impairment are no longer written up.

### 12. Obligations towards employees

#### Provision for severance payments

Due to legal obligations, the employees of Austrian group companies who have joined the company prior to January 1, 2002 will receive a one-time severance payment in the case of a termination of the employment contract or in the case of retirement. The amount of compensation depends on the number of years of service and the applicable income on the end of the employment. For all employment contracts concluded after December 31, 2002, payments which will be recorded as expenses will be made to a company pension fund for employees.

The provisions for severance payments are determined on a standardized basis with the "projected-unit-credit method" and by applying a discount rate of 5.25% (previous year: 4.3%) and

by including a dynamic rate for future salary increases of 3.0% (previous year: 3.0%). A reduction for fluctuation of personnel bases on the years of service is included. The assumed retirement age for men and women, taking into account certain temporary arrangements, is still defined with 62 years (no change to the previous year).

The corridor amortization method is applied for actuarial profits and losses. If actuarial profits/losses exceed the cash value of the benefit obligation at the beginning of the financial year by more than 10.0%, they are distributed over the expected average remaining service lifetime of the employees and booked as income or expenses. The current service costs, past service costs to be settled as well as actuarial profits/losses are disclosed in the profit and loss statement of the group as part of personnel costs. Interest costs corresponding to severance payments provisions are shown in the financial results.

#### T.F.R. entitlement to severance payments

Due to legal obligations, the employees of Italian group companies may receive non-recurring payments in the case of a termination of the employment contract or in the case of other legally defined events. The amount of compensation depends on the number of years of service and the applicable income on the payment date of the compensation. Similar obligations apply for employees of Polish or Turkish companies.

#### Pension obligations

Pension obligations apply for certain employees of German group companies. Accounting of these obligations is performed in accordance with IAS 19. For this purpose, the present value of the defined benefit obligation DBO is calculated and compared to the current value of the planned assets existent on the balance sheet date. The pension provisions are calculated according to the "projected unit credit method", where, depending on the distribution of the obligations to entitlements and liquid pensions and due to the specific regulations of the individual pension funds, a discount rate of 5.25% to 5.5% (previous year: 4.3% to 4.5%) as well as an increase of 0.5% to 2.0% (previous year: 0.5% to 1.5%) will be applied. The guidelines 2005G—Dr. Klaus Heubeck will be used for the insurance-mathematical calculations.

Interest costs resulting from the longterm provisions for personnel are recorded in the profit and loss statement of the group under Financial expenses.

#### Other long-term obligations towards employees

Based on collective agreements or other company agreements, employees are entitled to receive a certain anniversary payment depending on their length of service. Provisions have been set aside for these obligations.

### 13. Taxes

The income tax expenses (the income tax credit) includes the actual taxes and the deferred taxes.

The actual taxes for the individual companies are calculated from the taxable income of the company and the applicable tax rate in the corresponding country.

Deferred taxes are calculated, in particular, for value differences disclosed in the tax and commercial balance sheet of the individual companies resulting from deviating periods, as well as for consolidation bookings. They are determined according to IAS 12 using the the balance-sheet-liability method. Furthermore, the probably realizable tax advantage from existing accumulated losses is included in the calculation. Deferred tax assets on losses carried forward were formed as far as their utilization is expected within a foreseeable period. The calculation of the deferred taxes is based on the customary national income tax rate.

### 14. Other long- and short-term liabilities

The value of the trade account payables results from the present value of the received services at the date of their occurrence. In the following, these liabilities are valued at continued acquisition costs

Other liabilities, especially accrued interest-bearing liabilities, are reported with their repayment amount unless there is no substantial difference to the present value. Subsequently these liabilities are valued at continued acquisition costs.

The other provisions disclosed under liabilities were recorded if there are recognizable risks and uncertain obligations until the preparation of the balance sheet. They will be specified with the amount which proves to be the most probable amount after careful assessment of the circumstances. Reserves for expenses will not be booked as liabilities.

These positions also include any contingent liabilities in accordance with IFRS 3.

### 15. Recognition of financial instruments

Financial assets and liabilities are disclosed in the balance sheet if the group becomes a contractual party of a financial instrument.

Financial assets are derecognized from the accounts if the contractual rights from the assets expire or if the assets will be transferred with all substantial rights and obligations. Financial liabilities are derecognized from the accounts if the contractual obligations have been balanced, deleted or expired. Purchases and sales of financial instruments common in the market are balanced on the settlement date.

### Financial assets will be categorized as follows:

- At fair value through profit and loss
- Held for Trading
- Loans and receivable
- Available for Sale

### Financial liabilities will be categorized as follows:

- Amortized cost

Other categories applicable according to IAS 39 are not applied.

### 16. Derivative financial instruments

In accordance with the financial policy of the group, derivative financial instruments are held for hedging purposes and to optimize the net interest result of the group.

The following pending derivative financial instruments are held on December 31, 2007.

	Type	Currency	Long term	Nominal	Fair Value in TEUR
Forward exchange dealing	CALL	EUR	July 2009	TEUR 1,210.7	12.9
Interest rate swap	-	EUR	Dec. 2011	TEUR 5,000.0	158.8
Interest rate swap	-	EUR	Oct. 2008	TEUR 10,000.0	-21.2

In the course of the financial year, forward exchange operations were used to hedge the foreign exchange risk which is part of the group's business in South Africa. No open forward exchange operations are existent on the balance sheet date.

The interest rate option was concluded to hedge specified bank liability of the POLYTEC GROUP (Micro Hedge).

Interest rate swaps cannot be assigned to a specified balance sheet item but to a portfolio of financial liabilities and serve for the optimization of the net interest income.

In the case of missing market prices, renowned evaluation models, especially option price models and analyses of the discounted expected cash flows were used for the determination of the fair values.

All derivative financial instruments are categorized as "held for trading".

Hedge Accounting procedures in accordance with IAS 39 are not applied.

## Notes

### 17. Realization of income and expenses

Revenues from the sale of products and goods are realized upon transfer of the risks and opportunities to the buyer. Operating expenses affect the net income at the time of claiming the services or at the time of their occurrence.

### 18. Financial results

The financing expenses includes the interest and interest equivalent expenses arising for debt financing and finance leasing transactions as well as the interest component of the variation of the obligations to employees.

The financial revenues include the interest, dividends and other revenues realized from the assessment of funds and the investments in financial assets. Interest yields are realized proportional to time taking into account the effective interest rate of the asset. Dividend yields are shown at the occurrence of the legitimate claim.

Profits and losses from the sale of financial assets, impairment losses from financial assets, exchange rate profits and losses in connection with financing as well as results from security transactions are shown in the financial results.

### 19. Uncertainties with regard to assessments and assumptions

Estimations and assumptions have to be made to a certain degree in the consolidated financial statements which have an influence on the balanced assets and liabilities, information with regard to other obligations on the balance sheet date and the recognition of income and expenses during the reporting period. The actual amounts to be realized in the future may deviate from the estimations. Especially the assumptions concerning future cash flow of cash-generating units which are based on the medium-term plans of the group may prove to be incorrect and may result in certain effects on assets (especially goodwill) in the following years.

## D. Information concerning the group's profit and loss statement and the consolidated balance sheet

### 1. Sales revenues and segment reporting

The POLYTEC GROUP has prematurely used IFRS 8 (business segments) on a voluntary basis for its consolidated accounts for 2007. The segments represent product groups and correspond to the internal reporting system of the group. Changes with regard to the consolidated accounts of the previous year did not result from the first application since the primary segmentation already corresponded to the specifications of IFRS 8. In correspondence with the product groups, the different segments are divided into Automotive Systems, Automotive Composites and Car Styling Division. A detailed description of the business activities of the different divisions can be found in section A. of the notes of the consolidated accounts.

In the financial statement 2007 the "Industrial" segment which was separately shown in the previous year is part of "Other segments", due to the acquisitions made in 2007, the importance of the "Industrial" segment was further reduced for the entire group and since the sales of the "Industrial" segment only represented 2.9% of the entire sales of the group. Due to the Full Year effect of the acquisitions of 2007 in the year 2008, this trend will also be continued in the future.

Assets and liabilities as well as expenses and earnings were only assigned to the individual segments as far as they could be assigned to the corresponding segments directly or with the help of a reasonable method. Positions which could not be assigned this way are shown in the columns named "Other segments" and "Consolidation". The transfer prices between the segments are based on comparable conditions usual on the market.

There are no substantial valuation differences of the assets or liabilities of the individual segments. Further information can be found in the explanations of the accounting and valuation principles applied for the group.

Being a supplier of the automotive industry, the group only depends on a small number of major customers. In 2007 and 2008, only three customer groups achieved more than 10% of the group's entire sales. Due to the broad variety of models and brands of our major customers which are operating both in the passenger car sector and in the commercial vehicle sector, all separately reported business fields are affected by the relationship between the customer and the supplier, but, of course, to a different degree.

On the balance sheet dates, the specifications concerning geographical areas on the group level can be summarized as follows:

in TEUR	External sales		Deferred tax assets		Obligations for employees	
	2007	2006	2007	2006	2007	2006
Austria	60,314.8	54,741.2	455.5	1,281.6	1,747.0	1,686.3
Germany	387,161.0	266,075.0	9,125.0	1,627.3	21,822.0	7,173.1
Other EU	166,255.6	163,800.7	1,624.4	484.9	1,625.2	1,794.5
Rest of world	51,258.3	40,594.1	117.5	192.0	124.7	0.0
<b>Group</b>	<b>664,989.7</b>	<b>525,211.0</b>	<b>11,322.4</b>	<b>3,585.8</b>	<b>25,318.9</b>	<b>10,653.9</b>

All information for the segments of the group can be found in annex 1 of the notes of the consolidated financial statement. Comparisons with the previous year have been adapted to the new segmentation scheme.

Sales according to categories is divided as follows:

in TEUR	2007	2006
Sales and other sales	635,436.0	477,949.2
Tooling and development sales	29,553.7	47,261.8
<b>Total</b>	<b>664,989.7</b>	<b>525,211.0</b>

## 2. Other operating income

in TEUR	2007	2006
Earnings from the disposals and appreciation of fixed assets excluding financial assets	508.6	116.4
Income from release of provisions	9,701.5	4,133.3
Badwill (IFRS 3)	6,576.3	0.0
Exchange rate gains	230.8	525.5
Other income	6,911.6	8,957.5
<b>Total</b>	<b>23,928.8</b>	<b>13,732.7</b>

## 3. Expenses for material and services received

in TEUR	2007	2006
Material expenses	278,840.2	229,263.8
Expenses for services received	76,180.8	50,602.8
<b>Total</b>	<b>355,021.0</b>	<b>279,866.6</b>

## 4. Personnel expenses

in TEUR	2007	2006
Wages and salaries	145,968.7	104,030.0
Expenses for statutory social charges	31,011.8	23,050.0
Expenses for severance payments and pensions	2,583.2	1,662.4
Other personnel expenses	1,249.9	1,428.7
<b>Total</b>	<b>180,813.6</b>	<b>130,171.1</b>

The average number of employees was:

	2007	2006
Workers	3,731	2,743
Employees	1,036	881
<b>Total</b>	<b>4,767</b>	<b>3,624</b>

The average number of employees includes pro rata temporis employees of companies which have been included into the consolidated accounts for the first time. On the balance sheet date of December 31, 2007, the POLYTEC GROUP employed 5,597 employees (4,318 workers and 1,279 white-collar employees).

## 5. Other operating expenses

in TEUR	2007	2006
Leased staff	23,746.2	8,179.4
Maintenance	15,896.0	10,017.1
Transport	12,775.8	8,716.7
Rent building	11,329.2	8,465.3
Other rent and leases	4,667.0	1,825.4
IT and communication costs	3,628.9	2,194.9
Consulting fees	3,538.1	2,025.7
Loss on exchange rate	1,084.4	1,298.3
Other expenses	11,282.5	8,579.0
Other sales expenses	4,971.0	4,514.6
Other administration expenses	9,173.7	6,873.0
Risk provision and damaging	502.8	460.7
Non income based taxes and charges	447.9	545.2
Losses on disposal of fixed assets, excluding financial assets	419.5	67.9
<b>Total</b>	<b>103,463.0</b>	<b>63,763.2</b>

## Notes

### 6. Amortization and goodwill amortization

As in the previous year, no extraordinary amortizations on intangible assets and tangible fixed assets are included in the amortizations amounting to TEUR 22,685.2 (previous year: TEUR 17,740.4). Information with regard to the structure of the individual positions can be found in the Consolidated Movement of Assets.

According to IFRS 3 (Business Combinations), the goodwill will not be amortized from the beginning of the financial year 2005 but is subject to an annual impairment test. As in the previous year due to these impairment tests, no extraordinary amortizations were required in 2007.

### 7. Financial result

in TEUR	2007	2006
Income from other investments	42.1	66.2
Interest income and income from securities	3,212.2	1,365.4
Write off of financial assets	0.0	-73.2
Interest component of pension commitments	-822.6	-352.2
Other interest expenses	-4,982.4	-3,658.3
Other financial result	200.0	-287.3
<b>Total</b>	<b>-2,350.7</b>	<b>-2,939.4</b>

The interest component from pension promises is a non-cash item. All other interest expenses or income are cash items.

### 8. Income taxes

in TEUR	2007	2006
Current income taxes	3,548.0	6,978.3
thereof non periodic	-419.8	-241.3
Changes in deferred income taxes	-2,148.5	2,057.0
thereof non periodic	0.0	0.0
<b>Total</b>	<b>1,399.5</b>	<b>9,035.3</b>
thereof non periodic	-419.8	-241.3

The income tax expense of the financial year 2007 amounting to TEUR 1,399.5 (previous year: TEUR 9,035.3) has been reduced by TEUR 8,274.5 (previous year: higher by an amount of TEUR 2,202.0) with regard to the calculated income tax expense amounting to TEUR 9,674.0 (previous year: TEUR 6,833.6) which would result by applying a tax rate of 25% to the result prior to income taxes amounting to TEUR 38,696.0 (previous year: TEUR 27,334.5).

The reasons for the difference between the calculated and the actually shown income tax expense of the group can be summarized as follows:

in TEUR	2007	2006
Earnings before tax	38,696.0	27,334.5
thereof 25% calculated tax on income	9,674.0	6,833.6
Changes in provisions for deferred tax assets	-7,807.7	261.3
Effects on tax audit	0.0	-184.8
Non profit-related elements of the income taxes	412.0	385.5
Tax free income from non consolidated investments	-176.9	-16.6
Non deductible write-off of investments	154.6	112.1
Differences from the discrepancy between the local and consolidated tax rate	1,090.4	2,226.2
Permanent differences from the consolidation (amortization of goodwill, release of negative goodwill and consolidation debts)	-1,489.9	-337.6
Other items	-37.2	-3.1
Taxes on income for the reporting period	1,819.3	9,276.6
Non-periodic income tax expense/revenue	-419.8	-241.3
<b>Disclosed consolidated tax on income</b>	<b>1,399.5</b>	<b>9,035.3</b>

The withdrawal of the value adjustments for deferred tax assets especially affects the Polytec Composites Germany Group and was required after having finished the restructuring processes after the acquisition. The non-recurring effect on the deferred tax expense which can be attributed to these circumstances amounts to TEUR 8,038.2.

### 9. Intangible assets

The classification of the intangible assets and their development summarized in the consolidated balance sheet are shown in the Consolidated Movement of Assets (annex 1 of the notes).

TEUR 2.3 (previous year: TEUR 16.9) of the intangible assets are mortgaged or pledged as a security for bank liabilities.

### 10. Goodwill

The goodwill is allocated to the following divisions:

in TEUR	Dec. 31, 2007	Dec. 31, 2006
Car Styling	12,643.1	12,643.1
Automotive Systems	6,312.0	6,312.0
Automotive Composites	119.2	119.2
Other	6,537.2	6,537.2
<b>Total</b>	<b>25,611.5</b>	<b>25,611.5</b>

## 11. Tangible assets

The classification of the tangible assets summarized in the consolidated balance sheet as well as their development is shown in the Consolidated Movement of Assets (annex 2 of the notes).

The future expenses from non-terminable Operating Leasing agreements (without the obligations towards the POLYTEC Immobilien Group which are explained in the notes under E. 5) on December 31, 2007 amounted to TEUR 29,180.1 (previous year: TEUR 9,843.0) and are falling due as follows:

in TEUR	Dec. 31, 2007	Dec. 31, 2006
Within one year	7,278.9	2,787.7
Longer than one year and within five years	21,901.2	7,055.3
Longer than five years	0.0	0.0

Technical equipment and machinery include finance lease goods with a book value amounting to TEUR 21,795.3 (previous year: TEUR 16,622.8).

The finance lease results in leasing obligations to third parties amounting to TEUR 23,260.1 (previous year: TEUR 15,799.8). The specified leasing obligations (cash values) are falling due as follows:

in TEUR	Dec. 31, 2007	Dec. 31, 2006
Within one year	7,002.6	4,099.9
Longer than one year and within five years	15,816.8	11,699.9
Longer than five years	440.7	0.0

The leasing payments (without redemption for residual value) corresponding to the cash values amount to TEUR 22,384.7 (previous year: TEUR 15,288.2) and are falling due as follows:

in TEUR	Dec. 31, 2007	Dec. 31, 2006
Within one year	7,589.8	4,576.9
Longer than one year and within five years	14,507.9	10,711.3
Longer than five years	287.0	0.0

In the financial years 2007 and 2006, no extraordinary amortizations on fixed assets had to be recognised. Revaluations (previous year: TEUR 44.0) were not made in the financial year. Due to a sale and lease back transaction, machines were revalued not affecting net income by TEUR 1,860.9. The capital gain was booked as liability and will be recognized as earnings over the duration of the leasing business.

TEUR 54,151.0 (previous year: TEUR 34,753.7) of the tangible assets are mortgaged or pledged as a security for bank liabilities.

## 12. Loans

The group has issued long-term loans to companies of the POLYTEC Real Estate Group (see also the explanations with regard to affiliated companies). The contractually agreed cash flow from the agreed repayments and interests (with the interest rate at the corresponding balance sheet date) can be summarized as follows:

in TEUR	Dec. 31, 2007	Dec. 31, 2006
Asset value	2,250.0	2,616.7
Cash flow of the following year	1,350.5	1,154.7
Cash flow in the years 2 to 5	1,073.2	1,603.2
Cash flow more than 5 years	0.0	0.0

## 13. Deferred taxes

The differences between the amount stated in the tax balance sheet and the IFRS balance sheet result from the following differences and take effect on deferred taxes:

in TEUR	Dec. 31, 2007		Dec. 31, 2006	
	Assets	Liabilities	Assets	Liabilities
Intangible assets	-38.7	1,161.3	4.3	1,088.8
Tangible assets	-1,955.1	426.4	-5,427.0	190.0
Provisions for severance payments	415.4	-24.9	405.7	0.0
Provisions for pensions	822.8	-6.3	411.5	-7.1
Other provisions for personnel	489.6	-19.3	385.1	-30.8
Tax losses carried forward	2,462.5	0.0	664.8	0.0
Leasing liabilities	3,921.2	0.0	5,356.3	0.0
Other provisions	4,609.7	0.0	240.8	0.0
Others	471.5	687.0	1,426.9	582.4
Sub-total	10,610.2	2,224.2	3,468.4	1,823.3
Consolidation of debt	25.7	1,351.1	3.7	551.4
Elimination of intercompany profits	97.8	0.0	113.7	0.0
<b>Capitalisation/ Provisions for deferred taxes</b>	<b>11,322.4</b>	<b>3,575.3</b>	<b>3,585.8</b>	<b>2,374.7</b>

For differences resulting from investments in subsidiaries, no deferred taxes were shown in the consolidated balance sheet in accordance with IAS 12.39. Deferred taxes on accumulated deficits amounting to TEUR 1,955.7 (previous year: TEUR 574.1) were not booked as liabilities.

## Notes

### 14. Inventory

The inventory is structured as follows:

in TEUR	Dec. 31, 2007	Dec. 31, 2006
Raw materials and supplies	32,294.8	20,399.6
Unfinished goods	12,649.1	7,432.8
Work-in-progress	33,234.5	18,126.2
Advance payments received	-7,143.1	-9,325.3
Finished goods and merchandise	16,774.9	10,501.9
Advance payments made	6,158.0	267.4
<b>Total</b>	<b>93,968.2</b>	<b>47,402.6</b>

TEUR 6,993.7 (previous year: TEUR 8,313.1) of the inventory are pledged as a security for bank liabilities.

### 15. Trade accounts receivable and other receivables and assets

in TEUR	Dec. 31, 2007	Dec. 31, 2006
Trade accounts receivable	118,407.8	68,296.7
thereof with a residual term > 1 year	476.0	1,298.0
thereof from affiliated companies	2.9	0.0
thereof from associated companies	0.0	0.6
Other receivables and assets	13,759.3	9,302.7
thereof with a residual term > 1 year	737.1	2,424.0
thereof from affiliated companies	0.0	0.0
thereof from associated companies	6.8	0.0
thereof from related companies	880.5	1,077.1
Income tax receivable	5,525.6	1,686.4
thereof with a residual term > 1 year	0.0	0.0
Prepayments and deferred charges	2,263.5	927.0
thereof with a residual term > 1 year	155.8	0.0
<b>Total</b>	<b>139,956.2</b>	<b>80,212.8</b>
thereof with a residual term > 1 year	1,368.9	3,722.0
thereof from associated companies	9.7	0.0
thereof from affiliated companies	0.0	0.6
thereof from related companies	880.5	1,077.1

In the scope of silent global assignments, TEUR 89,850.9 (previous year: TEUR 45,165.) of the accounts receivable from deliveries and services have been transferred to banks for security purposes.

The maturity structure of the accounts receivable from deliveries and services for third parties at the balance sheet date can be summarized as follows:

in TEUR	Dec. 31, 2007
Non payable	85,539.4
Due up to 60 days	29,647.0
Due up to 120 days	2,125.7
Due up to 360 days	758.2
Longer than 360 days	337.5
<b>Total</b>	<b>118,407.8</b>

The amount of overdue accounts receivables to be paid within 60 days is clearly inflated at to the balance sheet date by two substantial payments of customers amounting to TEUR 7,174.9 which were due on the balance sheet date but only credited on January 2, 2008.

For the determination of the recoverability of the accounts receivable, not only the individual creditworthiness of the debtor which is a rather uncritical factor due to the customer structure of the group, but especially their days overdue has to be taken into account. According to estimations made by the management, there are no substantial differences between the book value and the market value of the accounts receivable.

The existing value adjustments concerning accounts receivable developed as follows in the financial year:

in TEUR	Trade Receivables	Other receivables
Balance as of January 1	1,482.2	444.9
Changes in consolidation	1,668.2	0.0
Use	-613.1	-216.7
Release	-240.8	-51.9
Allocation	711.4	299.1
Foreign exchange rate differences	-39.6	-36.1
<b>Balance as of December 31</b>	<b>2,968.3</b>	<b>439.3</b>

### 16. Securities of the current assets

The inventory affects the shares in the Grammer AG held by the POLYTEC Holding AG on December 31, 2007.

### 17. Cash and cash equivalents

in TEUR	Dec. 31, 2007	Dec. 31, 2006
Cash in hand, checks, cash at banks	49,249.4	35,724.0
Securities	0.0	7,146.1
<b>Total</b>	<b>49,249.4</b>	<b>42,870.1</b>

Restrictions concerning the amounts included in this position were not existent on the balance sheet date.

## 18. Financial assets

The allocation of the financial assets to the categories according to IAS 39 on the balance sheet date and on the previous balance sheet date can be represented as follows:

in TEUR	Amortized cost	Fair value through profit and loss	Fair value through profit and loss	Carrying value Dec. 31, 2007	Market value Dec. 31, 2007
<b>Loans and receivables</b>					
Receivables and other assets	127,717.8	0.0	0.0	127,717.8	127,717.8
Loans	2,250.0	0.0	0.0	2,250.0	2,250.0
Cash and cash equivalents (shortterm)	49,249.4	0.0	0.0	49,249.4	49,249.4
	179,217.2	0.0	0.0	179,217.2	179,217.2
<b>Held for trading</b>					
Interest derivative instruments	0.0	0.0	150.5	150.5	150.5
<b>Available for sale</b>					
Investments in other companies	2,011.8	0.0	0	2,011.8	2,011.8
Other securities	4,864.5	21.7	0.0	4,886.2	4,886.2
	6,876.3	21.7	0.0	6,898.0	6,898.0
<b>Total</b>	<b>186,093.5</b>	<b>21.7</b>	<b>150.5</b>	<b>186,265.7</b>	<b>186,265.7</b>

in TEUR	Amortized cost	Fair value through profit and loss	Fair value through profit and loss	Carrying value Dec. 31, 2007	Market value Dec. 31, 2007
<b>Fair value through profit and loss</b>					
Cash and cash equivalents	7,000.7	0.0	145.5	7,146.1	7,146.1
<b>Loans and receivables</b>					
Receivables and other assets	76,087.8	0.0	0.0	76,087.8	76,087.8
Loans	2,616.7	0.0	0.0	2,616.7	2,616.7
Cash and cash equivalents (shortterm)	35,714.0	0.0	0.0	35,724.0	35,724.0
	114,428.5	0.0	0.0	114,428.5	114,428.5
<b>Held for trading</b>					
Interest derivative instruments	0.0	0.0	21.6	21.6	21.6
<b>Available for sale</b>					
Investments in other companies	961.8	0.0	0.0	961.8	961.8
<b>Total</b>	<b>122,391.0</b>	<b>0.0</b>	<b>167.0</b>	<b>122,558.0</b>	<b>122,558.0</b>

Cash and cash equivalents, trade receivable and other short term financial assets have shortterm maturity. Therefore the carrying values of these assets are nearly to the residual value. The residual value of other longterm financial assets accords to the cash value of the payments in respect to the actual market parameter. Available for sale assets also includes securities which are not stock listed. Therefore allocation of the fair value of these assets was not reliable and so the carrying value was recognized to amortized costs.

## 19. Consolidated Shareholders Equity

The equity capital of the POLYTEC Holding AG on the balance sheet date amounts to TEUR 22,329.6 (previous year: TEUR 22,329.6) and is divided into 22,329,585 ordinary shares (previous year: 22,329,585 ordinary shares) with a nominal value of EUR 1.00 each. In the previous year, a capital increase by 3,000,000 ordinary shares with a nominal value of EUR 1.00 each was performed with an issue price of EUR 7.75. The shares are registered.

According to a decision of the annual general meeting of April 4, 2006, an authorized capital stock was agreed. With the corresponding approval of the supervisory board and for a period of 5 years from the registration of the authorized capital stock, the Board of Directors is entitled to increase the equity capital by up to TEUR 6,500.0 by issuing new shares with a minimum issue price of EUR 1.00 each.

In January of 2006, the group has purchased 29,934 own shares with a nominal value of EUR 1.00 each (0.13% of the equity capital) and a purchase price of EUR 7.20 per share from a retired member of the group's management (decision of the general meeting of October 27, 2004). Since then, the inventory has not been changed again. The own shares purchased in the previous year are evaluated with their acquisition costs and deducted from the group's equity capital.

The capital reserves include the agio which has been deposited on the occasion of capital increases less the costs of the initial public offering of the POLYTEC Holding AG in the financial year 2006 which can be allocated to the capital increase. According

## Notes

to IAS 32.35, the capital expenses which were directly accounted with the equity capital had to be reduced by the related income tax advantages amounting to TEUR 332.3.

Retained earnings comprise the past earnings of the Group which were carried forward as well as other changes in equity.

### Information concerning the capital management

The POLYTEC Holding AG is not subject to any statutory minimum capital requirements. However, the group considers a sufficient equity capital stock as an important element of the insolvency reserve. The relation between the equity capital and the total capital can be summarized as follows:

in TEUR	Dec. 31, 2007	Dec. 31, 2006
Total equity	158,917.8	127,401.6
Balance sheet total	445,028.4	278,919.1
<b>Equity ratio</b>	<b>35.7%</b>	<b>46.7%</b>

For POLYTEC, the term "Capital Management" means the control of the equity capital and the net financial liabilities which can be summarized under the term "Capital Employed". By optimizing both components, the group tries to optimize the return of the shareholders. Apart from the equity ratio, POLYTEC especially uses the parameters "Gearing" (net financial liabilities against equity capital) and "Leverage Ratio" (net financial liabilities against EBITDA) for the assessment of its debt capacity. The entire costs of the used capital and the risks related to the different types of capital are monitored on a permanent basis.

### 20. Earnings per share

According to IAS 33 (Earnings per Share) the "basic earnings per share" result from the division of the net income allocated to the shareholders (annual net profit of the group after minority interests) by the weighted average of outstanding ordinary shares during the reporting period.

in TEUR	in	2007	2006
Net income after minorities	TEUR	36,992.8	18,436.8
Weighted average number of ordinary shares issued	shares	22,329,585	21,367,956
Average number of own shares	shares	29,934	28,704
Average number of shares outstanding	shares	22,299,651	21,339,252
Earnings per share	EUR/share	1.66	0.86

The diluted earnings per share correspond to the non-diluted earnings per share since no financial instruments with dilution effect are circulating at the moment.

The Board of Directors of the POLYTEC Holding AG will propose a dividend of EUR 0.30 per share for the financial year 2007.

### 21. Interest-bearing liabilities

This position includes all interest-bearing liabilities with a remaining term of more than one year and can be structured as follows:

in TEUR	Dec. 31, 2007	Dec. 31, 2006
Liabilities due to banks	37,024.7	19,644.2
thereof with a residual term > 5 years	9,960.6	3,501.0
thereof with collateral securities	30,896.9	17,728.9
Other interest bearing liabilities	310.7	238.6
thereof with a residual term > 5 years	231.2	0.0
Lease liabilities	16,257.5	11,699.9
thereof with a residual term > 5 years	440.7	0.0
<b>Total</b>	<b>53,592.9</b>	<b>31,582.7</b>

The substantial part of the liabilities towards credit institutes secured by property can be prematurely terminated by the financing banks if the equity ratio of the group falls below a pre-defined value or if the ratio of the net financial liabilities and the EBITDA exceeds a defined value.

The expiring long-term and short-term interest-bearing liabilities of the group towards credit institutes are existent in the following currencies:

	2007		2006	
	Proportion %	Average ordinary interest	Proportion %	Average ordinary interest
EUR	88.19	5.167	89.04	4.138
GBP	3.60	7.000	7.06	6.500
SEK	4.24	5.250	3.90	4.250
PLN	3.97	6.170	0.00	n.a.

### 22. Obligations due to employees

This position summarizes all long-term provisions for obligations due to employees:

in TEUR	Dec. 31, 2007	Dec. 31, 2006
Provision for severance payments	1,596.5	1,512.4
T.F.R. Severance payment entitlements	1,582.9	1,709.3
Provision for pensions	20,817.8	6,528.6
Provision for long-service bonus payments	1,154.7	818.4
Other long-term provisions	167.0	85.2
<b>Total</b>	<b>25,318.9</b>	<b>10,653.9</b>

Further information about the development of the provisions for severance payments, pensions and long service bonus payments in the previous financial years are in annex 3 of the notes of the consolidated financial statement.

### 23. Other long-term liabilities

in TEUR	Dec. 31, 2007	Dec. 31, 2006
Contingent liabilities and provisions	12,331.0	542.0
Government grants (residual terms > 1 year)	2,729.2	2,330.2
<b>Total</b>	<b>15,060.2</b>	<b>2,872.2</b>

### 24. Trade accounts payable

in TEUR	Dec. 31, 2007	Dec. 31, 2006
Trade accounts payable	81,428.3	48,138.6
thereof due to associated companies	1,177.3	43.2
thereof due to affiliated companies	441.1	69.7
Advanced payments received	676.8	3,088.6
<b>Total</b>	<b>82,105.1</b>	<b>51,227.2</b>

### 25. Short-term interest-bearing liabilities

in TEUR	Dec. 31, 2007	Dec. 31, 2006
Liabilities due to banks	15,675.9	10,142.5
Loans due not consolidated affiliated companies	185.5	0.0
Loans due public organization (R&D funds)	74.3	0.0
<b>Total</b>	<b>15,935.7</b>	<b>10,142.5</b>

### 26. Short-term part of the long-term loans

in TEUR	Dec. 31, 2007	Dec. 31, 2006
Bank liabilities residual term less than 1 year	9,033.6	3,899.4
Lease liabilities residual term less than 1 year	7,002.6	4,099.9
<b>Total</b>	<b>16,036.2</b>	<b>7,999.3</b>

### 29. Financial liabilities

The allocation of the financial liabilities to the categories according to IAS 39 on the balance sheet date and on the previous balance sheet date can be represented as follows:

in TEUR	Amortized cost	Fair value through profit and loss	Fair value through profit and loss	Carrying value Dec. 31, 2007	Market value Dec. 31, 2007
<b>Measured at amortized costs</b>					
Longterm interest bearing financial liabilities	37,335.4	0.0	0.0	37,335.4	37,335.4
Shortterm interest bearing financial liabilities	24,969.3	0.0	0.0	24,969.3	24,969.3
Trade accounts payable	81,428.3	0.0	0.0	81,428.3	81,428.3
Other shortterm liabilities	12,521.8	0.0	0.0	12,521.8	12,521.8
	156,254.8	0.0	0.0	156,256.8	156,256.8
<b>Not allocated according IAS 39 (financial lease)</b>					
Longterm interest bearing financial liabilities	16,257.5	0.0	0.0	16,257.5	16,257.5
Shortterm interest bearing financial liabilities	7,002.6	0.0	0.0	7,002.6	7,002.6
	23,260.1	0.0	0.0	23,260.1	23,260.1
<b>Total</b>	<b>179,514.9</b>	<b>0.0</b>	<b>0.0</b>	<b>179,514.9</b>	<b>179,514.9</b>

### 27. Liabilities from income taxes

The liabilities from income taxes basically include liabilities from corporate income taxes and municipal trade earnings taxes (or similar/comparable taxes) in different states where group companies have their registered office. The liabilities have developed as follows:

in TEUR	Dec. 31, 2007	Dec. 31, 2006
Balance as of January 1	1,688.4	2,135.5
Changes in consolidation	-136.1	0.0
Exchange rate differences	-15.8	5.5
Use	-549.5	-1,601.4
Release	-36.8	-514.7
Addition	2,504.2	1,663.5
<b>Balance as of December 31</b>	<b>3,454.4</b>	<b>1,688.4</b>

### 28. Other short-term liabilities

in TEUR	Dec. 31, 2007	Dec. 31, 2006
Provision for vacation	7,807.5	4,930.9
Other personal expenses	9,960.1	5,316.7
Losses and Risks	18,508.3	2,482.9
Other provisions	15,620.6	8,589.7
<b>Short term provisions</b>	<b>51,896.5</b>	<b>21,320.2</b>
Liabilities to associated companies	78.5	378.0
Tax liabilities	5,388.4	5,667.8
Social security liabilities	1,920.3	1,466.2
Other liabilities	10,174.5	2,946.2
Government grants within one year	861.6	1,196.0
Deferred charges	712.1	2.2
<b>Total</b>	<b>71,031.9</b>	<b>32,976.6</b>

The other provisions especially include provisions for warranties as well as pending purchase invoices. The development of the short-term provisions is specified in detail in annex 4 of the notes of the consolidated financial statement.

## Notes

in TEUR	Amortized cost	Fair value through profit and loss	Fair value through profit and loss	Carrying value Dec. 31, 2006	Market value Dec. 31, 2006
<b>Measured at amortized costs</b>					
Longterm interest bearing financial liabilities	19,882.8	0.0	0.0	19,882.8	19,882.8
Shortterm interest bearing financial liabilities	14,041.9	0.0	0.0	14,041.9	14,041.9
Trade accounts payable	48,138.6	0.0	0.0	48,138.6	48,138.6
Other shortterm liabilities	7,299.3	0.0	0.0	7,299.3	7,299.3
<b>Not allocated according IAS 39 (financial lease)</b>					
Longterm interest bearing financial liabilities	11,699.9	0.0	0.0	11,699.9	11,699.9
Shortterm interest bearing financial liabilities	4,099.9	0.0	0.0	4,099.9	4,099.9
	15,799.8	0.0	0.0	15,799.8	15,799.8
<b>Total</b>	<b>105,162.4</b>	<b>0.0</b>	<b>0.0</b>	<b>105,162.4</b>	<b>105,162.4</b>

Trade payables and shortterm liabilities have shortterm maturity and so the carrying values accord nearly the residual value. The residual value of the interest bearing liabilities and the other financial liabilities were calculated with the cash value of payments in respect to the actual market parameters.

the corporate management is currently checking several options. A final decision with regard to the further procedure has not been made at the time of the preparation of the consolidated accounts and substantially depends on the further development of the value of the Grammer AG as well as the clarification of possible synergies between the POLYTEC GROUP and Grammer.

## E. Other information

### 1. Cash flow statement

The cash flow statement is represented with the help of the indirect method. The financial resource fund exclusively includes the cash, the bank deposits as well as securities which could be sold on a short-term basis in the previous year. The income tax payments are separately shown in the cash flow from the business activities.

Other events after the balance sheet date which are important for the assessment on the balance sheet date, like pending legal proceedings or claims for damages as well as other obligations or impending losses which would have to be booked or disclosed in accordance with IAS 10 (Contingencies and Events occurring after the Balance Sheet Date) have been taken into account in the present consolidated accounts or are not known.

Interest deposits and interest payments are allocated to the cash flow from the business activities. They can be specified with the following amounts:

in TEUR	2007	2006
Interest cash in	3,212.2	1,365.4
Interest cash out	-4,982.4	-3,658.3
<b>Total</b>	<b>-1,770.2</b>	<b>-2,292.9</b>

### 3. Other risks and obligations

Towards the POLYTEC Immobilien GmbH Group, there is an existing obligation with regard to a leasing agreement amounting to TEUR 1,500.0 (previous year: TEUR 1,500.0).

Other risks and obligations, which have not been mentioned in the present consolidated accounts or in the explanations concerning the consolidated accounts, are not existent.

The payment of dividends will be shown as part of the financing activities. The effects from modifications of the basis of consolidation were eliminated and are shown in the cash flow from the investment activities.

### 2. Events after the balance sheet date

In January 2008, the POLYTEC Holding AG announced that it owned 9.59% of the shares of the Grammer AG located in Amberg, Germany. On the balance sheet date, there was no notifiable inventory of shares in the company. The Grammer shares held on the balance sheet date are balanced in the securities of the current assets. With regard to another, possibly longer engagement of the POLYTEC Holding AG concerning the Grammer AG,

### 4. Risk reporting

In the scope of its business activities, the POLYTEC GROUP is subject to a variety of risks which are directly related to the corporate transactions. Risk management is an integral part of all business processes of POLYTEC. Also the comprehensive certifications required by a supplier of the automotive industry (e.g. TS ISO/16949:2002) already specify certain regulations which will also be monitored with the help of external audits. Corresponding to the organizational structure of POLYTEC, risks will be locally managed and monitored and managed and monitored close to the market, especially in the scope of the current business processes. However, the financial risks are mainly controlled by the corporate headquarters. The following basic risk fields can be identified:

**Sales market risks:** The automotive supplier industry is a market with a very stiff competition which is also currently facing a quickly proceeding consolidation process. The sales revenue is, in first place, dependent from the acquisition of new orders which will partially be placed up to 4 to 5 years prior to the serial production. In this phase of the order acquisition, each supplier faces a strong competition for the best conditions. During the serial production, the supplier is also dependent from the sales figures of the vehicle for which the supplier provides the components; however, the supplier is not able to influence this success. Furthermore, the suppliers are permanently benchmarked by the OEM even after the start of the serial production which may result in price demands or, as an extreme example, in the loss of an order. POLYTEC intends to keep the dependency from individual delivery relationships as low as possible with the help of a balanced customer and order mix.

**Procurement market risks:** One substantial risk is the fluctuation of the raw material prices which, in the case of the POLYTEC GROUP as a plastic-processing company, will especially be caused by a sustainable change of the oil price, but also by the refinery capacities. On the procuring side, this risk is especially countervailed with long-term delivery agreements; on the part of the sales market, this risk is especially countervailed, as far as enforceable towards the customers, with material fluctuation clauses in the disclosed calculations. In parts, our customers directly negotiate with the supplier with regard to raw material and bought-in parts. As far as prices are only agreed upon an annual basis with the customer, the change of the raw material prices is an important parameter with regard to the negotiations concerning the annual new determination of the prices.

Furthermore, it is intended to use new raw materials (natural fiber) with increased research and development expenses.

#### Financial risks, their management and sensitivity

**Credit risk:** Due to the customer structure, more than 90% of the turnover is achieved with OEMs or huge system suppliers, and POLYTEC is only subject to a very low credit risk. A lot of our customers have external ratings performed by famous agencies which can be used for the assessment of the creditworthiness. However, accounts receivable will be critically monitored on a permanent basis, and the payment of accounts receivable according to agreement will be ensured. In the financial year 2007, approx. 52% (2006: 59%) of the turnover was achieved with the three major customers; this results in a certain accumulated credit risk, but this risk is assessed as rather uncritical with regard to non-payments of credits by the management. Being dependent from only a few number of customers is a basic characteristic of suppliers of the automotive industry. In this context, the "customer" is defined as a group of affiliated companies which can also produce vehicles of several different brands.

The risk of non-payment in the case of liquid assets is very low, since the contractual partners are exclusively banks with very good creditworthiness.

Despite the credit risk which is generally classified very low, the maximum theoretical risk of non-payment corresponds to the book values of the individual financial assets and amounts to the following:

in TEUR	Dec. 31, 2007	Dec. 31, 2006
Loans and receivable	179,217.2	114,428.5
At fair value through profit and loss	2,001.8	8,107.9
Held for trading	150.5	21.6
Available for sale	4,886.2	0.0
<b>Total</b>	<b>186,265.7</b>	<b>122,558.0</b>

**Liquidity risk:** The group ensures its liquidity by contractual agreements concerning corresponding certain credit lines and, if required, by retaining a cash reserve. This is controlled by the corporate headquarters. The group has installed a cash management system for all basic companies of the group which can also be used to optimize the net interest result.

The financial liabilities of the group on the basis of the concluded agreements show the following expected cash flow (including interest payments made with the interest rate on the balance sheet date):

in TEUR	Carrying value Dec. 31, 2007	Total obligate cash flows	Thereof till 1 year	Thereof over 1 but less than 5 years	Thereof more than 5 years
Bank loans	51,794.3	59,429.3	17,102.9	31,659.3	10,667.1
Bank current account	9,939.9	10,222.2	10,222.2	0.0	0.0
Financial lease	23,260.1	25,315.8	7,263.0	17,662.8	390.0
Trade lease	81,428.3	81,428.3	81,428.3	0.0	0.0
Other financial liabilities	13,092.3	13,092.3	12,781.6	79.5	231.2
<b>Total</b>	<b>179,541.9</b>	<b>189,487.9</b>	<b>128,798.0</b>	<b>49,401.6</b>	<b>11,288.3</b>

## Notes

The revolving credits provided to the group have a contractually agreed remaining term of less than one year so that their expected future cash flow has to be shown during this term. However, these credits will normally be prolonged on a 12-month basis so that the above mentioned repatriations cannot be expected.

**Foreign exchange risk:** The predominant part of the turnover of the POLYTEC GROUP is invoiced in Euro so that the foreign exchange risk only affects the group to a very low degree. In parts, the purchase of intermediate inputs is performed with the same currency as the sale of intermediate inputs so that foreign exchange risks are hedged. The group is subject to higher foreign exchange risks in such countries in which invoices are written in Euro but in which intermediate inputs have to be purchased with the local currency. Such risks, for example, are existent with regard to Polish zloty or the Slovakian koruna. In many cases, these risks cannot be transferred to financial instruments since they must mainly be attributed to personnel costs.

The financial instruments balanced on the balance sheet date show the following distribution with regard to their currency of origin:

in TEUR	In Euro	In foreign currency	Total
Investments	2,011.8	0.0	2,011.8
Receivables and other assets	117,554.7	10,163.1	127,717.8
Loans	2,250.0	0.0	2,250.0
Cash in bank	45,577.8	3,671.6	49,249.4
Interest derivative instruments	150.5	0.0	150.5
Securities	4,886.2	0.0	4,886.2
<b>Total</b>	<b>172,431.0</b>	<b>13,834.7</b>	<b>186,265.7</b>

in TEUR	In Euro	In foreign currency	Total
Long term interest bearing financial liabilities	53,363.1	229.8	53,592.9
Short term interest bearing financial liabilities	23,809.7	8,162.2	31,971.9
Accounts payable trade	74,841.9	6,586.4	81,428.3
Other short term liabilities	10,811.3	1,710.5	12,521.8
<b>Total</b>	<b>162,826.0</b>	<b>16,688.9</b>	<b>179,514.9</b>

The distribution structure shows that the risk the group is subject to due to the change of exchange rates is very low since both the financial assets held in the foreign currency and the liabilities amount to less than 10% of the total volume. Furthermore, a change of a currency would affect both assets and liabilities and thus show compensatory effects.

**Interest rate change risk:** The interest rate change risk is counterbalanced by POLYTEC with the help of a portfolio of variable and

fixed forms of financing corresponding to the long-term interest rate development. Derivative products will be used, if required, for securing the interest rate or for optimizing the net interest result.

The interest-bearing liabilities show the following structure on the balance sheet date:

in TEUR	Dec. 31, 2007	Dec. 31, 2006
Liabilities to banks	61,734.2	33,686.1
thereof with fix interest rate	3,813.9	4,905.8
thereof with variable interest rate	57,920.3	28,780.3
Finance lease	23,260.1	15,799.8
thereof with fix interest rate	21,703.2	15,033.6
thereof with variable interest rate	1,556.9	766.2
Other liabilities	570.5	238.6
thereof with fix interest rate	570.5	238.6
thereof with variable interest rate	0.0	0.0
<b>Total</b>	<b>85,564.8</b>	<b>49,724.5</b>
thereof with fix interest rate	26,093.0	20,178.0
thereof with variable interest rate	59,477.2	29,785.1

The predominant part of the variable interest-bearing liabilities depends on the 3-month EURIBOR. An increase of this reference interest rate by 100 basis points would, on the basis of the contractually agreed remaining terms, result in an increase of the interest expenses by approx. TEUR 328.0.

The following results were achieved from the interest rate swaps held by the group:

in TEUR	2007	2006
Received payments	57.2	0.0
Valuation result	134.0	3.6
<b>Total</b>	<b>191.2</b>	<b>3.6</b>

**Exchange rate change risk:** The securities of the current assets (shares) held by the group are subject to the risk of the change of the stock exchange price. An increase (decrease) of the stock exchange price by 10% would result in an increase (decrease) of the equity capital not affecting the net income by TEUR 488.6.

## 5. Affiliated persons and companies

Affiliated persons in the sense of IAS 24 are the IMC Verwaltungsgesellschaft mbH, Hörsching and its affiliated companies. The sole owner and sole manager of the IMC Verwaltungsgesellschaft mbH is the chairman of the management board of the POLYTEC Holding AG, Mr. Friedrich Huemer.

**The following companies of the IMC Group had established business relationships with POLYTEC in the financial year 2007:**

PT Immobilien Beteiligungs GmbH Group (Polytec Immobilien Group)

The POLYTEC GROUP has long-term leasing agreements with the POLYTEC Immobilien Group with regard to the following properties of the POLYTEC GROUP:

1.	POLYTEC Holding AG	Group Headquarter
2.	POLYTEC FOR Car Styling GmbH & Co KG	Plant Hörsching
3.	Polytec AVO n.v.	Plant Schoten
4.	Polytec Thermoplast GmbH & Co KG	Plant Idstein
5.	Polytec Riesselmann GmbH & Co KG	Plants Lohne, Hohenhagen and Wolmirstedt
6.	POLYTEC Interior GmbH	Plants Nordhalben and Ebersdorf
7.	POYTEC Intex GmbH & Co. KG	Plants Morsbach and Waldbröl
8.	Polytec Interior Polska Sp.z.o.o.	Plant Tomaszow Mazowiecki
9.	Polytec Interior Zaragoza S.L.	Plant Zaragoza
10.	Polytec Composites Sweden AB	Plant Ljungby
11.	POLYTEC Composites Germany GmbH & Co KG	Plants Gochsheim, Cornberg and Voerde
12.	POLYTEC Composites Slovakia s.r.o.	Plant Sladkovicovo
13.	POLYTEC Elastoform GmbH & Co KG	Plant Marchtrenk
14.	POLYTEC THELEN GmbH	Plant Bochum

The rental expenses from the rental contracts in the financial year amounted to approx. EUR 6.7 million (previous year: EUR 5.7 million). The rental contracts can be terminated by complying with a period of notice of six months, but longer waivers of entitlement to terminate the contract have also been agreed in some cases. The lease rental charges which are existent due to the fixed period of notice or due to longer waivers of entitlement to terminate the contract amount to TEUR 24,358.5 (previous year: TEUR 12,874.2) on December 31, 2007 and are falling due as follows:

in TEUR	Dec. 31, 2007	Dec. 31, 2006
Within one year	7.038,1	5.014,9
Longer than one year within five years	10.131,8	7.859,3
Over five years	7.188,6	0,0

For all properties, the POLYTEC GROUP was granted certain sales options by the lessor. Furthermore, there are certain options with regard to the purchase of 100% of the interests in the real estate companies themselves. In the course of the integration of the newly acquired Polytec Composites Germany Group into the POLYTEC GROUP, their properties in Germany and Slovakia were sold to the Polytec Immobilien Group. The achieved sales revenue amounted to EUR 12.5 million.

The POLYTEC GROUP has long-term leasing agreements with the Polytec Estates Sweden AB with regard to plants which are used in the factory in Ljungby. The agreements are treated in the consolidated accounts as finance lease. The leasing charges in the financial year 2007 amounted to TEUR 782.7 (previous year: TEUR 740.9). Loans were issued to two companies of the Polytec Immobilien Group which are balanced under "Loans" in the financial assets. The loans will be charged with interests at arm's length and can be repaid at latest until June 30, 2011. Further information can be found in section D. 12.

### Other business relationships

The POLYTEC GROUP has a contract for work and labor with the IMC Verwaltungsgesellschaft mbH, Hörsching concerning the provision of a member of the corporate management for the POLYTEC Holding AG, Hörsching. The PPI Plastics Products Innovation GmbH & Co KG functions as supplier of injection molding products for the POLYTEC GROUP.

### 6. Salaries of executives

The fixed and variable salaries of 7 (previous year: 7) active executives having a key position within the group amounted to TEUR 3,615.0 in the financial year (previous year: TEUR 2,308.7). Furthermore, benefits in kind in the form of company cars and cellular phones were received by those executives. There is an individual, contractually agreed pension promise for one retired executive. Not yet paid variable portions of salary affecting the year 2007 are balanced in the short-term personnel reserves. The recorded expenses for payments to members of the supervisory board in the financial year amounted to TEUR 60.8 (previous year: TEUR 59.8). There are no credits or advanced payments with regard to current or former members of the organs of the company. No former member of the organs of the company receives any kind of salary from the group or one of its affiliated companies.

### 7. Organs of the POLYTEC Holding AG

The persons mentioned in the following were members of the corporate management during the financial year and at the time of the preparation of the consolidated accounts:

**Friedrich Huemer**, Wallern  
**Alfred Kollros**, St. Valentin  
**Karl Heinz Solly**, Leonding  
**Reinhard Urmann**, Maxhütte-Haidhof, Germany

The persons mentioned in the following were members of the supervisory board during the financial year and at the time of the preparation of the consolidated accounts:

**Fred Duswald**, Thalheim (chairman)  
**Helmut Trauth**, Knittelsheim, Germany  
(since June 6, 2007, proxy of the chairman)  
**Robert Büchelhofer**, Starnberg, Germany  
**Viktoria Kickinger**, Vienna  
**Andreas Szigmund**, Linz  
**Gerhard Wildmoser**, Linz (until June 6, 2007)

Hörsching, March 13, 2008

### The Board of Directors

Friedrich Huemer  
Karl Heinz Solly  
Alfred Kollros  
Reinhard Urmann

# Segment Reporting by Business

in TEUR	Automotive Systems		Automotive Composites		
	2007	2006	2007	2006	2007
Net sales (not consolidated)	427,847.2	453,400.8	215,270.5	61,963.7	84,356.1
thereof:					
Internal sales own division	58,488.9	76,226.2	13,910.3	0.0	9,528.3
Internal sales other divisions	63.0	0.0	16.9	414.4	83.3
<b>External sales</b>	<b>369,295.3</b>	<b>377,174.6</b>	<b>201,343.3</b>	<b>61,549.3</b>	<b>74,744.5</b>
<b>Earnings before interest, taxes and amortisation (EBITDA)</b>	<b>25,807.4</b>	<b>34,090.6</b>	<b>24,885.3</b>	<b>2,032.8</b>	<b>9,579.6</b>
Depreciation and amortisation	14,985.1	13,026.4	4,993.8	2,226.0	1,679.6
thereof extraordinary	0.0	0.0	0.0	0.0	0.0
Essential earnings positions					
Income from reversal of provisions for liabilities	3,870.8	3,811.0	5,731.7	227.0	65.4
Dissolution of badwill (IFRS 3)	0.0	0.0	6,576.3	0.0	0.0
<b>Earnings before interest and tax (EBIT)</b>	<b>10,822.3</b>	<b>21,064.2</b>	<b>19,891.5</b>	<b>-193.2</b>	<b>7,900.0</b>
Financial expenses	-3,005.6	-2,455.1	-1,059.3	-634.7	-675.2
Other financial results	0.0	0.0	8.9	-334.4	0.0
Taxes on income	-3,670.1	-6,110.9	4,831.0	-470.8	-1,927.0
<b>Profit for the year after tax</b>	<b>4,146.6</b>	<b>12,498.2</b>	<b>23,672.1</b>	<b>-1,633.1</b>	<b>5,297.8</b>
Operating assets	194,699.0	142,560.6	121,326.9	31,296.2	41,911.9
Operating liabilities	66,727.2	58,105.7	90,596.6	17,504.5	7,667.5
Capital employed	127,971.8	84,454.9	30,730.3	13,791.7	34,244.4
thereof:					
Deferred taxes	2,174.4	2,119.5	8,776.3	291.1	410.6
Employee benefit obligations	7,780.4	7,230.7	15,758.6	1,709.3	1,183.1
Investments	16,359.1	16,824.4	4,664.0	1,550.9	1,955.0
Other non-cash revenues (+) / expenses (-)	-2,847.4	-964.2	-7,282.8	-32.6	108.7

# Information on Geographic Allocation

in TEUR	Sales		Deferred tax obligation		Obligation due to employees	
	2007	2006	2007	2006	2007	2006
Austria	60,314.8	54,741.2	455.5	1,281.6	1,747.0	1,686.3
Germany	387,161.0	266,075.0	9,125.0	1,627.3	21,822.0	7,173.1
Other EU	166,255.6	163,800.7	1,624.4	484.9	1,625.2	1,794.5
Rest of the world	51,258.3	40,594.1	117.5	192.0	124.7	0.0
<b>Group</b>	<b>664,989.7</b>	<b>525,211.0</b>	<b>11,322.4</b>	<b>3,585.8</b>	<b>25,318.9</b>	<b>10,653.9</b>

## Annex 1 to the Notes

Car Styling		Other segments		Consolidation		Group
2006	2007	2006	2007	2006	2007	2006
74,780.4	20,983.9	20,984.7	0.0	0.0	748,457.7	611,129.6
7,926.2	1,358.5	1,215.1	0.0	0.0	83,286.0	85,367.5
40.5	18.8	96.2	0.0	0.0	182.0	551.1
<b>66,813.7</b>	<b>19,606.6</b>	<b>19,673.4</b>	<b>0.0</b>	<b>0.0</b>	<b>664,989.7</b>	<b>525,211.0</b>
<b>7,096.5</b>	<b>3,654.9</b>	<b>4,998.5</b>	<b>-195.3</b>	<b>-204.1</b>	<b>63,731.9</b>	<b>48,014.3</b>
1,810.2	1,026.7	677.8	0.0	0.0	22,685.2	17,740.4
0.0	0.0	0.0	0.0	0.0	0.0	0.0
84.4	33.6	10.9	0.0	0.0	9,701.5	4,133.3
0.0	0.0	0.0	0.0	0.0	6,576.3	0.0
<b>5,286.3</b>	<b>2,628.2</b>	<b>4,320.7</b>	<b>-195.3</b>	<b>-204.1</b>	<b>41,046.7</b>	<b>30,273.9</b>
-743.5	2,243.0	1,275.7	-95.7	-87.5	-2,592.8	-2,645.1
0.0	3.5	40.1	229.7	0.0	242.1	-294.3
-1,250.7	-3,040.3	-1,071.1	2,406.9	-131.8	-1,399.5	-9,035.3
<b>3,292.1</b>	<b>1,834.4</b>	<b>4,565.4</b>	<b>2,345.6</b>	<b>-423.4</b>	<b>37,296.5</b>	<b>18,299.2</b>
40,330.0	18,926.3	15,079.8	-1,562.9	-381.9	375,301.2	228,884.7
8,632.7	6,685.5	4,521.5	-25.2	0.0	171,651.6	88,764.4
31,697.3	12,240.8	10,558.3	-1,537.7	-381.9	203,649.6	140,120.3
431.3	769.5	821.4	-808.4	-77.5	11,322.4	3,585.8
1,321.8	743.6	827.1	-146.8	-435.0	25,318.9	10,653.9
1,938.8	2,948.4	957.7	0.0	0.0	25,926.5	21,271.8
5.3	34.4	-88.4	-270.1	-131.9	-10,257.2	-1,211.8

## Consolidated Movement of Fixed Assets as of December 31, 2007

in TEUR	Balance as of Jan. 1, 2007	Additions due to initial consolidation	Translation differences	Additions
<b>I. Intangible assets</b>				
1. Research and development costs	3,618.2	0.0	0.0	1,344.0
2. Rights	6,626.2	2,627.9	10.9	1,155.8
3. Goodwill	45,627.3	0.0	0.0	0.0
	<b>55,871.7</b>	<b>2,627.9</b>	<b>10.9</b>	<b>2,499.8</b>
<b>II. Tangible assets</b>				
1. Land and buildings	8,543.3	13,965.8	-267.1	1,623.3
2. Technical equipment and machinery	147,983.0	37,216.9	-129.9	11,298.3
3. Other equipment, fixtures, fittings and equipment	36,543.4	4,114.1	408.8	5,654.2
4. Advance payments made and assets under construction	5,578.0	5,578.3	17.8	4,825.9
	<b>198,647.7</b>	<b>60,875.1</b>	<b>29.6</b>	<b>23,401.7</b>
<b>III. Financial assets</b>				
1. Investments in affiliated companies	155.0	14.9	0.0	25.0
2. Investments in associated companies	45.2	1,000.0	0.0	0.0
3. Other investments	760.0	10.2	0.0	0.0
4. Loans	2,616.7	0.0	0.0	800.0
5. Fixed asset securities	1.6	0.0	0.0	0.0
	<b>3,578.5</b>	<b>1,025.1</b>	<b>0.0</b>	<b>825.0</b>
	<b>258,097.9</b>	<b>64,528.1</b>	<b>40.5</b>	<b>26,726.5</b>

## Consolidated Movement of Fixed Assets as of December 31, 2006

in TEUR	Balance as of Jan. 1, 2006	Translation differences	Additions	Disposals
<b>I. Intangible assets</b>				
1. Research and development costs	1,809.8	0.0	1,808.4	0.0
2. Rights	6,087.8	-18.2	630.3	73.7
3. Goodwill	45,627.3	0.0	0.0	0.0
	<b>53,524.9</b>	<b>-18.2</b>	<b>2,438.7</b>	<b>73.7</b>
<b>II. Tangible assets</b>				
1. Land and buildings	7,633.5	-34.4	1,140.5	305.4
2. Technical equipment and machinery	138,279.0	101.6	7,840.6	247.2
3. Other equipment, fixtures, fittings and equipment	34,579.3	-0.8	3,660.9	1,547.8
4. Advance payments made and assets under construction	2,206.7	32.5	5,321.2	12.5
	<b>182,698.5</b>	<b>98.9</b>	<b>17,963.2</b>	<b>2,112.9</b>
<b>III. Financial assets</b>				
1. Investments in affiliated companies	574.1	17.5	109.9	546.5
2. Investments in associated companies	45.2	0.0	0.0	0.0
3. Other investments	0.0	0.0	760.0	0.0
4. Loans	3,033.3	0.0	500.0	916.6
5. Fixed asset securities	1.6	0.0	0.0	0.0
	<b>3,654.2</b>	<b>17.5</b>	<b>1,369.9</b>	<b>1,463.1</b>
	<b>239,877.6</b>	<b>98.2</b>	<b>21,771.8</b>	<b>3,649.7</b>

Disposals	Cost of acquisition or production		Depreciation of the fiscal year	Thereof extraordinary	Accumulated Depreciation	Net book value Dec. 31, 2007	Net book value Dec. 31, 2006
	Transfers	Balance as of Dec. 31, 2007					
59.0	0.0	4,903.2	256.5	0.0	528.4	4,374.8	3,346.3
101.4	24.2	10,343.6	1,223.9	0.0	6,667.5	3,676.1	1,310.5
0.0	0.0	45,627.3	0.0	0.0	20,015.8	25,611.5	25,611.5
<b>160.4</b>	<b>24.2</b>	<b>60,874.1</b>	<b>1,480.4</b>	<b>0.0</b>	<b>27,211.7</b>	<b>33,662.4</b>	<b>30,268.3</b>
14,796.4	1,745.5	10,814.4	1,046.2	0.0	3,853.6	6,960.8	5,364.5
9,312.2	2,315.7	189,371.8	15,527.2	0.0	111,200.4	78,171.4	49,597.9
2,764.9	3,587.9	47,543.5	4,631.4	0.0	32,257.7	15,285.8	10,460.6
1,022.9	-7,673.3	7,303.8	0.0	0.0	0.0	7,303.8	5,578.0
<b>27,896.4</b>	<b>-24.2</b>	<b>255,033.5</b>	<b>21,204.8</b>	<b>0.0</b>	<b>147,311.7</b>	<b>107,721.8</b>	<b>71,001.0</b>
0.0	0.0	194.9	0.0	0.0	0.0	194.9	155.0
0.0	0.0	1,045.2	0.0	0.0	0.0	1,045.2	45.2
0.0	0.0	770.2	0.0	0.0	0.0	770.2	760.0
1,166.7	0.0	2,250.0	0.0	0.0	0.0	2,250.0	2,616.7
0.1	0.0	1.5	0.0	0.0	0.0	1.5	1.6
<b>1,166.8</b>	<b>0.0</b>	<b>4,261.8</b>	<b>0.0</b>	<b>0.0</b>	<b>0.0</b>	<b>4,261.8</b>	<b>3,578.5</b>
<b>29,223.6</b>	<b>0.0</b>	<b>320,169.4</b>	<b>22,685.2</b>	<b>0.0</b>	<b>174,523.4</b>	<b>145,646.0</b>	<b>104,847.8</b>

Transfers	Cost of acquisition or production		Depreciation of the fiscal year	Thereof extraordinary	Accumulated Depreciation	Net book value Dec. 31, 2006	Net book value Dec. 31, 2005
	Balance as of Dec. 31, 2006						
0.0	3,618.2	218.2	0.0	271.9	3,346.3	1,756.1	
0.0	6,626.2	704.8	0.0	5,315.7	1,310.5	1,388.3	
0.0	45,627.3	0.0	0.0	20,015.8	25,611.5	25,611.5	
<b>0.0</b>	<b>55,871.7</b>	<b>923.0</b>	<b>0.0</b>	<b>25,603.4</b>	<b>30,268.3</b>	<b>28,755.9</b>	
109.1	8,543.3	427.5	0.0	3,178.8	5,364.5	4,578.6	
2,009.0	147,983.0	12,614.9	0.0	98,385.1	49,597.9	52,949.4	
-148.2	36,543.4	3,775.0	0.0	26,082.8	10,460.6	10,619.2	
-1,969.9	5,578.0	0.0	0.0	0.0	5,578.0	2,206.7	
<b>0.0</b>	<b>198,647.7</b>	<b>16,817.4</b>	<b>0.0</b>	<b>127,646.7</b>	<b>71,001.0</b>	<b>70,353.9</b>	
0.0	155.0	73.2	73.2	0.0	155.0	120.0	
0.0	45.2	0.0	0.0	0.0	45.2	45.2	
0.0	760.0	0.0	0.0	0.0	760.0	0.0	
0.0	2,616.7	0.0	0.0	0.0	2,616.7	3,033.3	
0.0	1.6	0.0	0.0	0.0	1.6	1.6	
<b>0.0</b>	<b>3,578.5</b>	<b>73.2</b>	<b>73.2</b>	<b>0.0</b>	<b>3,578.5</b>	<b>3,200.1</b>	
<b>0.0</b>	<b>258,097.9</b>	<b>17,813.6</b>	<b>73.2</b>	<b>153,250.1</b>	<b>104,847.8</b>	<b>102,309.9</b>	

## Changes in Provisions for Severance Payments, Pensions and Jubilee Payments

in TEUR	2007	2006	2005	2004	2003
<b>Present value of severance payments (DBO) as of January 1</b>	<b>1,947.4</b>	<b>1,925.1</b>	<b>1,354.7</b>	<b>1,247.8</b>	<b>1,083.4</b>
Service cost	162.0	179.0	147.6	161.2	169.2
Interest cost	87.2	80.3	67.7	68.0	67.1
Severance payments	-178.5	-126.0	-89.3	-126.8	-150.5
Realized actuarial profit/loss	-274.8	-111.0	444.4	4.5	78.6
Present value of severance payments (DBO) as of December 31	1,743.3	1,947.4	1,925.1	1,354.7	1,247.8
Unrealized actuarial profit/loss	-146.8	-435.0	-566.8	-187.1	-144.1
<b>Provisions for severance payments as of December 31</b>	<b>1,596.5</b>	<b>1,512.4</b>	<b>1,358.3</b>	<b>1,167.6</b>	<b>1,103.7</b>

in TEUR	2007	2006	2005	2004	2003
<b>Present value of pensions (DBO) as of January 1</b>	<b>7,147.7</b>	<b>6,588.2</b>	<b>5,634.6</b>	<b>708.6</b>	<b>680.2</b>
Reclassification	13,752.3	0.0	0.0	4,651.2	0.0
Service cost	326.6	283.6	446.2	332.3	43.4
Interest cost	726.9	264.7	251.3	90.8	0.0
Pensions payments	-630.4	-169.1	-157.0	-148.3	-15.0
Realized actuarial profit/loss	-670.2	180.3	413.1	0.0	0.0
<b>Present value of pensions (DBO) as of December 31</b>	<b>20,652.9</b>	<b>7,147.7</b>	<b>6,588.2</b>	<b>5,634.6</b>	<b>708.6</b>
Unrealized actuarial profit/loss	164.9	-619.1	-413.2	0.0	0.0
<b>Provisions for pensions as of December 31</b>	<b>20,817.8</b>	<b>6,528.6</b>	<b>6,175.0</b>	<b>5,634.6</b>	<b>708.6</b>

in TEUR	2007	2006	2005	2004	2003
Present Value of performance orientated obligations	1,154.7	818.4	819.5	808.3	498.1
Realized actuarial profit/loss	0.0	0.0	0.0	0.0	0.0
<b>Provisions for jubilee payments</b>	<b>1,154.7</b>	<b>818.4</b>	<b>819.5</b>	<b>808.3</b>	<b>498.1</b>

## Consolidated Chart of Short-term Provisions in the Financial Year 2007

in TEUR	Balance as of Jan. 1, 2007	Changes in consolidation	Currency translation	Reclassification from long-term provisions	Utilisation	Release	Addition	Balance as of Dec. 31, 2007
Provisions for vacation	4,930.9	3,117.8	-35.3	0.0	7,643.9	0.0	7,438.0	7,807.5
Other short-term personal expenses	5,316.7	5,161.3	-4.6	0.0	6,507.7	877.2	6,871.6	9,960.1
Provisions for anticipated losses and risks	2,482.9	15,349.0	0.9	17,131.3	13,511.7	4,123.6	1,179.5	18,508.3
Provisions	8,589.7	3,175.1	-20.3	0.0	2,597.6	2,599.7	9,073.4	15,620.6
	<b>21,320.2</b>	<b>26,803.2</b>	<b>-59.3</b>	<b>17,131.3</b>	<b>30,260.9</b>	<b>7,600.5</b>	<b>24,562.5</b>	<b>51,896.5</b>

# Schedule of Group Investments as of Dec. 31, 2007

Company	Location	Country	Parent Company	Direct and indirect share %	Type of consolidation <sup>1</sup>
<b>Car Styling Division</b>					
POLYTEC FOR Car Styling GmbH & Co KG	Hörsching	AUT	POLYTEC Holding AG	100.0	KV
POLYTEC FOR Car Styling GmbH	Hörsching	AUT	POLYTEC Holding AG	100.0	KO
Polytec Holden Ltd.	Bromyard	GBR	POLYTEC Holding AG	100.0	KV
POLYTEC FOHA CORPORATION	Markham	CAN	POLYTEC Holding AG	80.0	KV
Polytec Foha Inc.	Warren	USA	POLYTEC Holding AG	80.0	KV
Polytec AVO n.v.	Schoten	BEL	POLYTEC Holding AG	100.0	KV
Ratipur Kraftfahrzeugbauteile und Autoausstattung Herstellungs- und Vertriebsgesellschaft m.b.H.	Komló	HUN	POLYTEC Holding AG	35.0	KOE
<b>Automotive Systems Division</b>					
Polytec Holding Deutschland GmbH	Geretsried	GER	POLYTEC Holding AG	100.0	KV
POLYTEC Interior GmbH	Geretsried	GER	Polytec Holding Deutschland GmbH	100.0	KV
Polytec Automotive GmbH & Co KG	Geretsried	GER	Polytec Holding Deutschland GmbH	100.0	KV
Polytec Automotive Verwaltungs GmbH	Geretsried	GER	Polytec Holding Deutschland GmbH	100.0	KO
Polytec Deutschland Verwaltungs GmbH	Lohne	GER	Polytec Holding Deutschland GmbH	100.0	KO
Polytec Riesselmann GmbH & Co KG	Lohne	GER	Polytec Holding Deutschland GmbH	100.0	KV
LLW Lohner Lackierwerk GmbH	Lohne	GER	Polytec Riesselmann GmbH & Co KG	100.0	KV
Polytec Finance & Services GmbH & Co KG	Lohne	GER	Polytec Holding Deutschland GmbH	100.0	KO
POLYTEC Intex GmbH & Co. KG	Morsbach	GER	Polytec Holding Deutschland GmbH	100.0	KV
POLYTEC Intex Montage GmbH	Morsbach	GER	POLYTEC Intex GmbH & Co. KG	100.0	KO
Polytec Thermoplast GmbH & Co KG	Idstein	GER	Polytec Holding Deutschland GmbH	100.0	KV
Polytec Interior UK Ltd.	Birmingham	GBR	POLYTEC Interior GmbH	100.0	KO
Polytec Interior Zaragoza S.L.	Zaragoza	ESP	POLYTEC Holding AG	100.0	KV
Polytec Interior Polska Sp.z.o.o.	Tomaszow Mazowiecki	POL	POLYTEC Holding AG	100.0	KV
Polytec Interior South Africa (Proprietary) Ltd.	Rossllyn	SAF	Polytec Holding Deutschland GmbH	100.0	KV
<b>Automotive Composites Division</b>					
PT Beteiligungs GmbH	Hörsching	AUT	POLYTEC Holding AG	100.0	KV
POLYTEC Composites Sweden AB	Ljungby	SWE	POLYTEC Holding AG	100.0	KV
POLYTEC Composites Italia S.r.l.	Mondovi	ITA	POLYTEC Holding AG	100.0	KV
POLYTEC Composites Beteiligungs GmbH	Gochsheim	GER	PT Beteiligungs GmbH	100.0	KV
POLYTEC Composites Verwaltungs GmbH	Gochsheim	GER	PT Beteiligungs GmbH	100.0	KO
POLYTEC Composites Germany GmbH & Co KG	Gochsheim	GER	POLYTEC Composites Beteiligungs GmbH	55.0	KV
			POLYTEC Interior GmbH	30.0	
			Polytec Holding Deutschland GmbH	15.0	
POLYTEC Composites Slovakia s.r.o.	Sladkovicovo	SLK	PT Beteiligungs GmbH	100.0	KV
PT Plastik Ürünleri Sanayi ve Ticaret A.S.	Aksaray	TK	PT Beteiligungs GmbH	100.0	KV
INAPAL PLASTICOS, S.A.	Leca do Balio	POR	POLYTEC Composites Germany GmbH & Co KG	19.7	KOE
<b>Industrial Division</b>					
POLYTEC Elastoform GmbH & Co KG	Marchtrenk	AUT	POLYTEC Holding AG	100.0	KV
POLYTEC EMC Engineering GmbH & Co KG	Marchtrenk	AUT	POLYTEC Holding AG	100.0	KV
POLYTEC EMC Engineering GmbH	Hörsching	AUT	POLYTEC Holding AG	100.0	KO
POLYTEC THELEN GmbH	Bochum	GER	POLYTEC Holding AG	60.0	KV

<sup>1</sup> KV = fully consolidated

KO = due to subordinated importance not consolidated company

KOE = due to subordinated importance no at equity valuation

# Statement of the Management Board

**Pursuant to Article 82 (4) of the Stock Exchange Act, the Executive Board of POLYTEC Holding AG herewith confirms**

1. that, to our knowledge, the Consolidated Financial Statements 2007 drawn up in compliance with applicable financial reporting standards present, as fairly as possible, the financial position and financial performance of the POLYTEC Holding AG included in the consolidated figures of the POLYTEC GROUP;

2. that the Status Report presents the business development, the Earnings and the position of the entirety of the companies included in the consolidated figures of the POLYTEC GROUP in such a manner as to present as fairly as possible the financial position and financial performance and to describe the essential risks and uncertainties to which the POLYTEC GROUP is exposed.

Hörsching, 13 March 2008

## **The Board of Directors**

Friedrich Huemer  
Karl Heinz Solly  
Alfred Kollros  
Reinhard Urmann

# Independent Auditor's report

## Report on the Consolidated Financial Statements

We have audited the accompanying **consolidated financial statements** of **POLYTEC Holding AG, Hörsching**, for the **financial year from January 1 to December 31, 2007**. These consolidated financial statements comprise the balance sheet as at December 31, 2007, and the income statement, statement of changes in equity and cash flow statement for the year ended December 31, 2007, and a summary of significant accounting policies and other explanatory notes.

### Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the EU. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

### Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with laws and regulations applicable in Austria and Austrian Standards on Auditing and International Standards on Auditing, issued by the International Auditing and Assurance Standards Board (IAASB) of the International Federation of Accounts (IFAC). Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### Opinion

Our audit did not give rise to any objections. Based on the results of our audit in our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of the group as of December 31, 2007, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs) as adopted by the EU.

### Report on Other Legal Requirements

Laws and regulations applicable in Austria require us to perform audit procedures whether the group management report is consistent with the consolidated financial statements and whether the other disclosures made in the group management report do not give rise to misconception of the position of the group.

In our opinion, the Group Management Report is consistent with the consolidated financial statements.

Linz, 13 March 2008

### KPMG Austria GmbH

Wirtschaftsprüfungs- und Steuerberatungsgesellschaft

### Helge Löffler

Wirtschaftsprüfer

### Ernst Pichler

Wirtschaftsprüfer

(Austrian Chartered Accountants)

*This report is a translation of the original report in German, which is solely valid.*

EINZELABSCHLUSS 2007  
DER  
POLYTEC HOLDING AG

## **Uneingeschränkter Bestätigungsvermerk**

Wir haben den beigelegten Jahresabschluss der

### **POLYTEC Holding AG, Hörsching**

für das **Geschäftsjahr vom 1. Jänner bis zum 31. Dezember 2007** unter Einbeziehung der Buchführung geprüft. Die Buchführung, die Aufstellung und der Inhalt dieses Jahresabschlusses sowie des Lageberichtes in Übereinstimmung mit den österreichischen unternehmensrechtlichen Vorschriften liegen in der Verantwortung der gesetzlichen Vertreter der Gesellschaft. Unsere Verantwortung besteht in der Abgabe eines Prüfungsurteils zu diesem Jahresabschluss auf der Grundlage unserer Prüfung und einer Aussage, ob der Lagebericht in Einklang mit dem Jahresabschluss steht.

Wir haben unsere Prüfung unter Beachtung der in Österreich geltenden gesetzlichen Vorschriften und Grundsätze ordnungsgemäßer Abschlussprüfung durchgeführt. Diese Grundsätze erfordern, die Prüfung so zu planen und durchzuführen, dass ein hinreichend sicheres Urteil darüber abgegeben werden kann, ob der Jahresabschluss frei von wesentlichen Fehldarstellungen ist und eine Aussage getroffen werden kann, ob der Lagebericht mit dem Jahresabschluss in Einklang steht. Bei der Festlegung der Prüfungshandlungen werden die Kenntnisse über die Geschäftstätigkeit und über das wirtschaftliche und rechtliche Umfeld des Unternehmens sowie die Erwartungen über mögliche Fehler berücksichtigt. Im Rahmen der Prüfung werden die Nachweise für Beträge und sonstige Angaben in der Buchführung und im Jahresabschluss überwiegend auf Basis von Stichproben beurteilt. Die Prüfung umfasst ferner die Beurteilung der angewandten Rechnungslegungsgrundsätze und der von den gesetzlichen Vertretern vorgenommenen, wesentlichen Schätzungen sowie eine Würdigung der Gesamtaussage des Jahresabschlusses. Wir sind der Auffassung, dass unsere Prüfung eine hinreichend sichere Grundlage für unser Prüfungsurteil darstellt.

Unsere Prüfung hat zu keinen Einwendungen geführt. Auf Grund der bei der Prüfung gewonnenen Erkenntnisse entspricht der Jahresabschluss nach unserer Beurteilung den gesetzlichen Vorschriften und vermittelt ein möglichst getreues Bild der Vermögens-, Finanz- und Ertragslage des Unternehmens in Übereinstimmung mit den österreichischen Grundsätzen ordnungsmäßiger Buchführung. Der Lagebericht steht in Einklang mit dem Jahresabschluss.

Linz, am 13. März 2008

KPMG Austria GmbH  
Wirtschaftsprüfungs- und Steuerberatungsgesellschaft

Dr. Helge Löffler  
Wirtschaftsprüfer

Mag. Ernst Pichler  
Wirtschaftsprüfer

Die Veröffentlichung oder Weitergabe des Jahresabschlusses mit unserem Bestätigungsvermerk darf nur in der von uns bestätigten Fassung erfolgen. Für abweichende Fassungen (zB Verkürzung oder Übersetzung in eine andere Sprache) sind die Vorschriften des § 281 Abs 2 UGB zu beachten.

## Bilanz zum 31. Dezember 2007

mit Gegenüberstellung der Vorjahreszahlen in tausend Euro (TEUR)

### Aktiva

	31.12.2007 EUR	31.12.2006 TEUR
<b>A. Anlagevermögen:</b>		
I. Immaterielle Vermögensgegenstände	323.141,13	64
II. Sachanlagen	570.199,11	249
III. Finanzanlagen	81.934.458,36	82.301
	<b>82.827.798,60</b>	82.614
<b>B. Umlaufvermögen:</b>		
I. Forderungen und sonstige Vermögensgegenstände:		
1. Forderungen gegenüber verbundenen Unternehmen	51.385.495,63	24.543
2. Sonstige Forderungen und Vermögensgegenstände	1.254.109,31	143
	<b>52.639.604,94</b>	24.686
II. Wertpapiere und Anteile:		
1. Eigene Anteile	212.232,06	212
2. Sonstige Wertpapiere	4.864.559,20	7.001
	<b>5.076.791,26</b>	7.213
III. Guthaben bei Kreditinstituten	34.583.927,51	19.121
	<b>92.300.323,71</b>	51.020
<b>C. Rechnungsabgrenzungsposten</b>	<b>4.052,20</b>	16
	<b>175.132.174,51</b>	133.650

### Passiva

	31.12.2007 EUR	31.12.2006 TEUR
<b>A. Eigenkapital:</b>		
I. Grundkapital	22.329.585,00	22.330
II. Kapitalrücklagen (gebunden)	59.090.165,94	59.090
III. Gewinnrücklagen	1.090.100,00	1.090
IV. Rücklage für eigene Anteile	212.232,06	212
V. Bilanzgewinn (davon Gewinnvortrag EUR 43.221.023,49; Vorjahr: TEUR 38.732)	85.993.660,65	48.796
	<b>168.715.743,65</b>	131.518
<b>B. Rückstellungen:</b>		
1. Rückstellungen für Abfertigungen	342.534,00	331
2. Steuerrückstellungen	2.183.500,00	17
3. Sonstige Rückstellungen	3.507.202,00	1.500
	<b>6.033.236,00</b>	1.848
<b>C. Verbindlichkeiten:</b>		
1. Verbindlichkeiten aus Lieferungen und Leistungen	277.210,46	89
2. Sonstige Verbindlichkeiten (davon aus Steuern EUR 65.040,27; Vorjahr: TEUR 151; davon im Rahmen der sozialen Sicherheit EUR 37.603,22; Vorjahr: TEUR 36)	105.984,40	195
	<b>383.194,86</b>	284
	<b>175.132.174,51</b>	133.650
Haftungsverhältnisse	94.108.740,62	51.857

## Gewinn- und Verlustrechnung für das Geschäftsjahr 2007

mit Gegenüberstellung der Vorjahreszahlen in tausend Euro (TEUR)

	2007 EUR	2006 TEUR
1. Umsatzerlöse	7.620.236,82	5.978
2. Sonstige betriebliche Erträge	139.773,41	1.523
3. Personalaufwand	-2.777.329,64	-2.652
4. Abschreibungen auf immaterielle Gegenstände des Anlagever- mögens und Sachanlagen	-353.590,84	-177
5. Sonstige betriebliche Aufwendungen:		
a) Steuern, soweit sie nicht unter Steuern vom Einkommen fallen	0,00	-233
b) Übrige	<u>-4.942.923,50</u>	-5.373
	-4.942.923,50	-5.606
6. Zwischensumme aus Z 1 bis Z 5 ( <b>Betriebsergebnis</b> )	<b>-313.833,75</b>	-935
7. Erträge aus Beteiligungen (davon aus verbundenen Unternehmen EUR 42.993.907,27; Vorjahr: TEUR 12.390)	43.036.035,25	12.442
8. Sonstige Zinsen und ähnliche Erträge (davon aus verbundenen Unternehmen EUR 791.743,19; Vorjahr: TEUR 796)	3.001.898,71	1.669
9. Erträge aus dem Abgang von Finanzanlagen und Wertpapieren des Umlaufvermögens (davon aus verbundenen Unternehmen EUR 43.113,40; Vorjahr: TEUR 0)	204.519,40	0
10. Aufwendungen aus Finanzanlagen und aus Wertpapieren des Umlaufvermögens (davon Ab- schreibungen EUR 0,00; Vorjahr: TEUR 0; davon Aufwendungen aus verbundenen Unter- nehmen EUR 300.000,00; Vorjahr: TEUR 1.623)	-373.012,75	-1.654
11. Zinsen und ähnliche Aufwendungen (davon betreffend verbundene Unternehmen EUR 0,00; Vorjahr: TEUR 0)	<u>-574.824,80</u>	-476
12. Zwischensumme aus Z 7 bis Z 11 ( <b>Finanzergebnis</b> )	<b>45.294.615,81</b>	11.982
<b>13. Ergebnis der gewöhnlichen Geschäftstätigkeit</b>	<b>44.980.782,06</b>	11.048
14. Steuern vom Einkommen	<u>-2.208.144,90</u>	-984
<b>15. Jahresüberschuss = Jahresgewinn</b>	<b>42.772.637,16</b>	10.063
16. Gewinnvortrag aus dem Vorjahr	<u>43.221.023,49</u>	38.732
<b>17. Bilanzgewinn</b>	<b>85.993.660,65</b>	48.796

## **Anhang für das Geschäftsjahr 2007 der POLYTEC Holding AG, Hörsching**

### **I. Anwendung der unternehmensrechtlichen Vorschriften**

Der vorliegende Jahresabschluss 2007 ist nach den Vorschriften des UGB aufgestellt worden.

Die Gesellschaft ist als große Kapitalgesellschaft gemäß § 221 UGB einzustufen.

Im Interesse einer klaren Darstellung wurden in der Bilanz und in der Gewinn- und Verlustrechnung einzelne Posten zusammengefasst. Diese Posten sind im Anhang gesondert ausgewiesen.

Die Gewinn- und Verlustrechnung ist in Staffelform nach dem Gesamtkostenverfahren aufgestellt.

### **II. Bilanzierungs- und Bewertungsmethoden**

Der Jahresabschluss wurde unter Beachtung der Grundsätze ordnungsmäßiger Buchführung sowie der Generalnorm, ein möglichst getreues Bild der Vermögens-, Finanz- und Ertragslage des Unternehmens zu vermitteln, aufgestellt.

Bei der Erstellung des Jahresabschlusses wurde der Grundsatz der Vollständigkeit eingehalten.

Bei der Bewertung wurde von der Fortführung des Unternehmens ausgegangen.

Bei den Vermögensgegenständen und Schulden wurde der Grundsatz der Einzelbewertung angewandt.

Die bisher angewandten Bewertungsmethoden wurden beibehalten.

Dem Vorsichtsprinzip wurde Rechnung getragen, indem insbesondere nur die am Abschlussstichtag verwirklichten Gewinne ausgewiesen werden.

Alle erkennbaren Risiken und drohenden Verluste wurden berücksichtigt.

Immaterielle Vermögensgegenstände werden, soweit gegen Entgelt erworben, zu Anschaffungskosten aktiviert und in längstens fünf Jahren abgeschrieben.

Sachanlagen werden zu Anschaffungs- oder Herstellungskosten, abzüglich planmäßiger Abschreibungen, bewertet.

Die planmäßigen Abschreibungen werden linear unter Zugrundelegung folgender Nutzungsdauern und Abschreibungssätze berechnet:

	Nutzungs- dauer in Jahren	Abschrei- bungssatz %
Andere Anlagen, Betriebs- und Geschäftsausstattung	2 - 10	10,0 - 50,0

Von den Zugängen in der ersten Hälfte des Geschäftsjahres wird die volle Jahresabschreibung, von den Zugängen in der zweiten Hälfte wird die halbe Jahresabschreibung verrechnet.

Geringwertige Vermögensgegenstände werden im Jahr der Anschaffung voll abgeschrieben.

Außerplanmäßige Abschreibungen werden vorgenommen, soweit der Ansatz mit einem niedrigeren Wert erforderlich oder nach steuerlichen Sondervorschriften zulässig ist.

Finanzanlagen werden grundsätzlich mit den Anschaffungskosten, gegebenenfalls vermindert um Abschreibungen zur Berücksichtigung dauernder Wertminderungen, bewertet.

Forderungen und sonstige Vermögensgegenstände werden mit dem Nennbetrag angesetzt. Fremdwährungsforderungen werden mit dem Referenzkurs der Europäischen Zentralbank zum Bilanzstichtag bewertet. Für erkennbare Risiken werden Einzelwertberichtigungen gebildet.

Wertpapiere und Anteile des Umlaufvermögens werden mit ihren Anschaffungskosten oder dem niedrigeren beizulegenden Wert am Bilanzstichtag bewertet.

Bei der Bemessung der Rückstellungen werden entsprechend den gesetzlichen Erfordernissen alle erkennbaren Risiken und drohenden Verluste berücksichtigt.

Die Rückstellungen für Abfertigungen wurden nach anerkannten finanzmathematischen Grundsätzen auf Basis eines Rechnungszinssatzes von 3,0 %, eines Pensionseintrittsalters von 60 Jahren bei Frauen und 65 Jahren bei Männern ermittelt.

Rückstellungen für Jubiläumsgelder werden gebildet; die Vorsorge wird nach anerkannten finanzmathematischen Grundsätzen unter Zugrundelegung eines Rechnungszinssatzes von 3,0 % und eines Fluktuationsabschlages von 20,0 % berechnet.

Verbindlichkeiten werden mit ihrem Rückzahlungsbetrag angesetzt. Fremdwährungsverbindlichkeiten werden mit dem Referenzkurs der Europäischen Zentralbank zum Bilanzstichtag bewertet.

### **III. Erläuterungen zur Bilanz**

#### **Anlagevermögen**

Die Aufgliederung des Anlagevermögens und seine Entwicklung im Berichtsjahr sind im Anlagenspiegel angeführt (vergleiche Anlage 1 zum Anhang).

Aus der Nutzung von nicht in der Bilanz ausgewiesenen Sachanlagen besteht auf Grund von langfristigen Mietverträgen für das Geschäftsjahr 2008 eine Verpflichtung von EUR 372.758,64 (Vorjahr: TEUR 370). Der Gesamtbetrag der Verpflichtungen für die nächsten 5 Jahre beträgt EUR 621.264,40 (Vorjahr: TEUR 979).

Der Gesamtbetrag der sonstigen Ausleihungen mit einer Restlaufzeit bis zu einem Jahr beträgt EUR 1.266.668,00 (Vorjahr: TEUR 1.067).

### Forderungen und sonstige Vermögensgegenstände

	hievon mit einer Rest- laufzeit bis zu einem Jahr EUR	hievon mit einer Restlauf- zeit von mehr als einem Jahr EUR	Bilanzwert EUR
Forderungen gegenüber ver- bundenen Unternehmen	43.843.495,63	7.542.000,00	51.385.495,63
Vorjahr in TEUR	16.001	8.542	24.543
Sonstige Forderungen und Vermögensgegenstände	1.254.109,31	0,00	1.254.109,31
Vorjahr in TEUR	143	0	143
	<u>45.097.604,94</u>	<u>7.542.000,00</u>	<u>52.639.604,94</u>
Vorjahr in TEUR	<u>16.144</u>	<u>8.542</u>	<u>24.686</u>

Im Posten "Sonstige Forderungen und Vermögensgegenstände" sind Erträge in Höhe von EUR 58.543,77 (Vorjahr: TEUR 127) enthalten, die erst nach dem Bilanzstichtag zahlungswirksam werden.

### Grundkapital

Das Grundkapital beträgt zum 31.12.2007 EUR 22.329.585,00 und ist in 22.239.585 Stückaktien zum Nennbetrag von je EUR 1,00 zerlegt. Die Aktien lauten auf Inhaber.

Das Grundkapital der Gesellschaft blieb im Geschäftsjahr 2007 unverändert.

Mit Beschluss der ordentlichen Hauptversammlung vom 4.4.2006 wurde ein genehmigtes Kapital beschlossen. Der Vorstand ist berechtigt mit Zustimmung des Aufsichtsrats längstens fünf Jahre ab Eintragung des genehmigten Kapitals das Grundkapital um bis zu EUR 6.500.000,00 durch Ausgabe neuer Aktien zu einem Mindestausgabebetrag von je EUR 1,00 zu erhöhen.

Die Gesellschaft hat im Jänner 2006 von einem ausgeschiedenen Mitglied des Konzernmanagements 29.934 Stück eigene Aktien mit einem Nennbetrag von je EUR 1,00 (0,13 % des Grundkapitals) zu einem Kaufpreis von EUR 7,20 je Aktie erworben (Ermächtigung der außerordentlichen Hauptversammlung vom 27.10.2004). Der Bestand an eigenen Aktien ist seitdem unverändert.

## Steuerrückstellungen

Die Steuerrückstellungen betreffen zum 31.12.2007 ausschließlich Rückstellungen für latente Steuern, welche auf Grund der temporären Berücksichtigung von steuerlichen Verlusten ausländischer Gesellschaften gemäß der körperschaftsteuerlichen Gruppenbesteuerung zu bilden waren. Auf die Erläuterungen zu "Steuern vom Einkommen" wird verwiesen.

## Sonstige Rückstellungen

Die sonstigen Rückstellungen umfassen im Wesentlichen Vorsorgen für nicht konsumierte Urlaube, Erfolgsprämien sowie Vorsorgen für eine Bürgschaftsverpflichtung.

## Verbindlichkeiten

	hievon mit einer Rest- laufzeit bis zu einem Jahr EUR	hievon mit einer Rest- laufzeit von ein bis fünf Jahren EUR	hievon mit einer Rest- laufzeit von über fünf Jahren EUR	Bilanzwert EUR
Verbindlichkeiten aus Lieferungen und Leistungen	277.210,46	0,00	0,00	277.210,46
Vorjahr in TEUR	89	0	0	89
Sonstige Verbindlichkeiten	105.984,40	0,00	0,00	105.984,40
Vorjahr in TEUR	195	0	0	195
	<u>383.194,86</u>	<u>0,00</u>	<u>0,00</u>	<u>383.194,86</u>
Vorjahr in TEUR	284	0	0	284

Im Posten "Sonstige Verbindlichkeiten" sind Aufwendungen in Höhe von EUR 108.966,29 (Vorjahr: TEUR 93) enthalten, die erst nach dem Bilanzstichtag zahlungswirksam werden.

**Haftungsverhältnisse**

	31.12.2007 EUR	31.12.2006 TEUR
Wechselbürgschaften	10.736.000,00	5.059
Ausfallsbürgschaften	38.921.416,46	19.346
Sonstige Bürgschaften	26.982.203,50	15.906
Garantien	1.500.000,00	1.500
Haftung für Leasingverpflichtungen	15.969.120,66	10.047
	<u>94.108.740,62</u>	<u>51.857</u>

Die Wechselbürgschaften bestehen gegenüber inländischen Kreditinstituten. Die Ausfallsbürgschaften bestehen gegenüber in- und ausländischen Banken. Die sonstigen Bürgschaften betreffen Mietverpflichtungen. Die Garantien bestehen gegenüber inländischen Unternehmen. Die Haftung für Leasingverpflichtungen betrifft die Mithaftung als zweiter Leasingnehmer. Sämtliche Haftungsverhältnisse betreffen Risikoübernahmen von verbundenen Unternehmen.

**IV. Erläuterungen zur Gewinn- und Verlustrechnung****Umsatzerlöse**

	2007 EUR	2006 TEUR
Inland	2.017.234,14	2.319
Ausland	5.603.002,68	3.659
	<u>7.620.236,82</u>	<u>5.978</u>

**Sonstige betriebliche Erträge**

	2007 EUR	2006 TEUR
Erträge aus dem Abgang vom Anlagevermögen	3.584,98	7
Erträge aus der Auflösung von Rückstellungen	18.290,00	1
Übrige	117.898,43	1.516
	<u>139.773,41</u>	<u>1.523</u>

**Personalaufwand**

	2007 EUR	2006 TEUR
Gehälter	2.287.808,74	2.157
Aufwendungen für Abfertigungen und Leistungen an betriebliche Mitarbeitervorsorgekassen	58.929,04	77
Aufwendungen für gesetzlich vorgeschrie- bene Sozialabgaben sowie vom Entgelt abhängige Abgaben und Pflichtbeiträge	429.953,60	415
Sonstige Sozialaufwendungen	638,26	4
	<u>2.777.329,64</u>	<u>2.652</u>

Von den Aufwendungen für Abfertigungen und Leistungen an betriebliche Mitarbeitervorsorgekassen entfielen im Geschäftsjahr EUR 33.566,00 (Vorjahr: TEUR 39) auf Mitglieder des Vorstands und leitende Angestellte.

Im Posten "Aufwendungen für Abfertigungen und Leistungen an betriebliche Mitarbeitervorsorgekassen" sind EUR 50.249,61 (Vorjahr: TEUR 69) an Aufwendungen für Abfertigungen enthalten.

**Sonstige betriebliche Aufwendungen**

	2007 EUR	2006 TEUR
Steuern, soweit sie nicht unter Steuern vom Einkommen fallen	0,00	233
Übrige	4.942.923,50	5.373
	<u>4.942.923,50</u>	<u>5.606</u>

Die übrigen sonstigen betrieblichen Aufwendungen beinhalten im Wesentlichen Geschäftsführungs-, Versicherungs-, Miet-, Beratungs- und Werbeaufwendungen.

**Steuern von Einkommen**

	2007 EUR	2006 TEUR
Körperschaftsteuer:		
Laufendes Jahr	3.500,00	979
Aus Vorperioden	-4.055,10	5
Steuerumlagen Gruppenbesteuerung	25.200,00	0
Latenter Steueraufwand (Gruppenbesteuerung)	<u>2.183.500,00</u>	<u>0</u>
	<u><u>2.208.144,90</u></u>	<u><u>984</u></u>

Der Aufwand für Steuerumlagen betrifft inländische verbundene Unternehmen, die Zuweisung zur Rückstellung für latente Steuern ausländische verbundene Unternehmen, welche in die Steuergruppe der Gesellschaft einbezogen sind.

Der Gesamtbetrag der aktivierbaren latenten Steuern zum 31.12.2007 beträgt EUR 1.506.834,00 (Vorjahr: TEUR 1.774). Davon stammen aus den bei der Gesellschaft steuerlich zu erfassenden Personengesellschaften aktivierbare aktive latente Steuern in Höhe von EUR 481.936,00 (Vorjahr: TEUR 459).

## V. Ergänzende Angaben

Die Gesellschaft ist Mutterunternehmen des POLYTEC-Konzerns im Sinn des § 228 UGB. Der von der POLYTEC Holding AG, als oberstes Mutterunternehmen, verpflichtend aufzustellende Konzernabschluss wird beim Firmenbuch des Landes- als Handelsgerichtes Linz hinterlegt.

### Finanzinstrumente

Die Gesellschaft setzt derivative Finanzinstrumente sowohl zur Absicherung von Fremdwährungs- und Zinsänderungsrisiken als auch zur Verbesserung des Nettozinsergebnisses der POLYTEC-Gruppe im Rahmen der Aufgaben des Konzerntreasury ein. Zum 31.12.2007 bestanden folgende derivative Finanzinstrumente:

Kategorie der Finanzinstrumente	Nominale EUR	Buchwert	beizulegen-
		31.12.2007 EUR	der Wert 31.12.2007 EUR
Zinssatz-Swap	10.000.000,00	0,00	-21.166,03
Zinssatz-Swap	5.000.000,00	0,00	158.751,12

Die beizulegenden Zeitwerte gemäß § 237a Abs 3 UGB entsprechen den rechnerischen Marktwerten am Bilanzstichtag.

### Arbeitnehmer und Organe

	<u>2007</u>	<u>2006</u>
Angestellte (im Jahresdurchschnitt)	<u>28</u>	<u>30</u>

**Mitglieder des Vorstands** waren während des Geschäftsjahres und zum Zeitpunkt der Erstellung des Jahresabschlusses:

Herr Ing. Friedrich H u e m e r , Wallern (Vorstandsvorsitzender)

Herr Ing. Alfred K o l l r o s , St. Valentin

Herr Ing. Karl-Heinz S o l l y , Leonding

Herr Dipl.-Ing. Reinhard U r m a n n , Maxhütte-Haidhof, Deutschland

Der Gesamtbetrag der Bezüge des Vorstands im Geschäftsjahr betrug TEUR 2.964 (Vorjahr: TEUR 1.807). Vom angegebenen Betrag wurden TEUR 325 (Vorjahr: TEUR 302) nicht von der Gesellschaft selbst, sondern von verbundenen Unternehmen der Gesellschaft aufgewendet.

**Mitglieder des Aufsichtsrats** waren während des Geschäftsjahres und zum Zeitpunkt der Erstellung des Jahresabschlusses:

Herr Mag. Fred D u s w a l d , Thalheim (Vorsitzender)

Herr Manfred Helmut T r a u t h , Knittelsheim, Deutschland  
(seit 6.6.2007, Stellvertreter des Vorsitzenden)

Herr Prof. Dr. Robert B ü c h e l h o f e r , Starnberg, Deutschland

Frau Dr. Viktoria K i c k i n g e r , Wien

Herr Dr. Andreas S z i g m u n d , Linz

Herr Dr. Gerhard W i l d m o s e r , Linz (bis zum 6.6.2007)

Die erfassten Aufwendungen für Vergütungen an Mitglieder des Aufsichtsrats betragen im Geschäftsjahr EUR 60.750,00 (Vorjahr: TEUR 60).

Es bestehen keine Kredite oder Vorschüsse an aktuelle oder frühere Mitglieder der Organe der Gesellschaft. Keine früheren Mitglieder der Organe der Gesellschaft erhalten Bezüge von der Gesellschaft oder einem ihrer verbundenen Unternehmen.

Hörsching, am 13. März 2008

Der Vorstand

Ing. Friedrich Huemer   Ing. Alfred Kollros   Ing. Karl-Heinz Solly   Dipl.-Ing. Reinhard Urmann

Anlage 1 zum Anhang: Anlagenspiegel

Anlage 2 zum Anhang: Beteiligungsliste

**Anlagenspiegel zum 31. Dezember 2007**

	<b>Anschaffungs- und Herstellungskosten</b>				<b>Abschreibungen</b>				<b>Nettowert</b>		
	Stand am	Zugänge	Abgänge	Stand am	Stand am	Zugänge	Abgänge	Stand am	Stand am		
	1.1.2007			31.12.2007	1.1.2007			31.12.2007	31.12.2007		31.12.2006
	EUR	EUR	EUR	EUR	EUR	EUR	EUR	EUR	EUR	EUR	
<b>I. Immaterielle Vermögensgegenstände:</b>											
Rechte	<b>158.092,93</b>	<b>412.781,19</b>	<b>5.896,85</b>	<b>564.977,27</b>	<b>94.016,83</b>	<b>153.716,11</b>	<b>5.896,80</b>	<b>241.836,14</b>	<b>323.141,13</b>	<b>64.076,10</b>	
<b>II. Sachanlagen:</b>											
1. Andere Anlagen, Betriebs- und Geschäftsausstattung	612.250,84	520.642,05	165.736,11	967.156,78	363.590,56	199.874,73	151.555,05	411.910,24	555.246,54	248.660,28	
2. Geleistete Anzahlungen	0,00	14.952,57	0,00	14.952,57	0,00	0,00	0,00	0,00	14.952,57	0,00	
	<b>612.250,84</b>	<b>535.594,62</b>	<b>165.736,11</b>	<b>982.109,35</b>	<b>363.590,56</b>	<b>199.874,73</b>	<b>151.555,05</b>	<b>411.910,24</b>	<b>570.199,11</b>	<b>248.660,28</b>	
<b>III. Finanzanlagen:</b>											
1. Anteile an verbundenen Unternehmen	88.267.092,44	0,00	1.098.788,08	87.168.304,36	8.627.805,86	0,00	1.098.788,07	7.529.017,79	79.639.286,57	79.639.286,58	
2. Beteiligungen	45.177,79	0,00	0,00	45.177,79	0,00	0,00	0,00	0,00	45.177,79	45.177,79	
3. Sonstige Ausleihungen	2.616.662,00	800.000,00	1.166.668,00	2.249.994,00	0,00	0,00	0,00	0,00	2.249.994,00	2.616.662,00	
	<b>90.928.932,23</b>	<b>800.000,00</b>	<b>2.265.456,08</b>	<b>89.463.476,15</b>	<b>8.627.805,86</b>	<b>0,00</b>	<b>1.098.788,07</b>	<b>7.529.017,79</b>	<b>81.934.458,36</b>	<b>82.301.126,37</b>	
	<b>91.699.276,00</b>	<b>1.748.375,81</b>	<b>2.437.089,04</b>	<b>91.010.562,77</b>	<b>9.085.413,25</b>	<b>353.590,84</b>	<b>1.256.239,92</b>	<b>8.182.764,17</b>	<b>82.827.798,60</b>	<b>82.613.862,75</b>	

**Beteiligungsliste**

Die Gesellschaft hält bei folgenden Unternehmen mindestens 20,0 % Anteilsbesitz:

Beteiligungsunternehmen	Kapital- anteil %	Wäh- rung	Eigenkapital/ Negatives Eigenkapital	Ergebnis des Geschäfts- jahres	Stichtag
POLYTEC FOR Car Styling GmbH & Co KG, Hörsching	100,0	EUR	1.700.000,00	5.510.997,30	31.12.2007
POLYTEC FOR Car Styling GmbH, Hörsching	100,0	EUR	40.611,69	5.535,01	31.12.2006
		EUR	40.676,68	5.583,12	31.12.2005
POLYTEC FOHA INC., Warren, USA	80,0	USD	495.228,43	367.306,67	31.12.2007
		USD	127.921,76	21.560,79	31.12.2006
POLYTEC FOHA CORP., Markham, Kanada	80,0	CAD	-134.444,00	40.314,00	31.12.2007
		CAD	-176.758,00	5.280,00	31.12.2006
Polytec Holden Ltd., Bromyard, Großbritannien	100,0	GBP	-146.536,00	-142.373,00	31.12.2007
		GBP	-4.163,00	-270.633,00	31.12.2006
POLYTEC-AVO N.V., Schoten, Belgien	100,0	EUR	864.210,81	597.497,55	31.12.2007
		EUR	816.713,26	472.330,48	31.12.2006
Ratipur Kraftfahrzeugbauteile und Autoausstattung Herstel- lungs- und Vertriebsgesellschaft mit beschränkter Haftung, Komló, Ungarn	35,0	THUF	528.592	112.084	31.12.2006
		THUF	476.508	66.346	31.12.2005
POLYTEC Holding Deutschland GmbH, Geretsried, Deutschland	100,0	EUR	60.588.889,82	13.065.847,31	31.12.2007
		EUR	50.723.042,51	3.018.882,69	31.12.2006
POLYTEC Interior Zaragoza S.L., Zaragoza, Spanien	100,0	EUR	3.270.486,00	-36.469,00	31.12.2007
		EUR	4.406.955,08	1.401.513,77	31.12.2006
POLYTEC Interior Polska Sp.z.o.o., Tomaszow Mazowiecki, Polen	100,0	PLN	39.809.696,18	-3.463.029,54	31.12.2007
		PLN	47.272.725,72	5.417.829,72	31.12.2006
Polytec Composites Italia S.r.l., Mondovi, Italien	99,9	EUR	3.781.958,00	1.877.075,00	31.12.2007
		EUR	2.404.883,19	-5.597,94	31.12.2006
Polytec Composites Sweden AB, Ljungby, Schweden	100,0	SEK	3.086.552,00	-10.765.235,00	31.12.2007
		SEK	7.350.787,55	-14.827.213,51	31.12.2006
POLYTEC EMC Engineering GmbH & Co KG, Marchtrenk	100,0	EUR	70.000,00	622.891,97	31.12.2007
		EUR	70.000,00	1.057.666,09	31.12.2006
POLYTEC Elastofom GmbH & Co KG, Marchtrenk	100,0	EUR	70.000,00	975.711,16	31.12.2007
		EUR	70.000,00	1.503.441,54	31.12.2006

Beteiligungsunternehmen	Kapital- anteil %	Wäh- rung	Eigenkapital	Ergebnis des Geschäfts- jahres	Stichtag
POLYTEC EMC Engineering GmbH, Hörsching	100,0	EUR	43.197,18	8.182,68	31.12.2006
POLYTEC THELEN GMBH, Bochum, Deutschland	60,0	EUR	1.437.839,39	540.948,40	31.12.2007
PT Beteiligungs GmbH, Hörsching	100,0	EUR	1.396.890,99	727.388,23	31.12.2006
		EUR	24.225.883,43	24.191.475,33	31.12.2007
		EUR	34.408,10	-591,90	31.12.2006

## LAGEBERICHT

**POLYTEC Holding AG, Hörsching****FÜR DAS GESCHÄFTSJAHR 2007****1. Gesamtwirtschaftliche Rahmenbedingungen<sup>1</sup>**

Das überdurchschnittlich hohe reale Wachstum der Weltwirtschaft des Jahres 2006 von 5,4 % wird mit 4,9 % weder 2007 noch 2008 mit voraussichtlich 4,5 % erreicht werden. Die in den letzten Jahren einsetzenden regionalen Wachstumsunterschiede werden auch in den nächsten Jahren anhalten.

Nach einem realen Zuwachs von 2,9 % im Jahr 2007 wird für die US-Wirtschaft für 2008 mit einer Wachstumsabschwächung auf 1,7 % gerechnet. Eine vergleichbare Entwicklung wird für den Euroraum prognostiziert – nach einem BIP Wachstum von 2,9 % im Jahr 2006 wird für 2007 ein etwas geringeres Wirtschaftswachstum von 2,7 % ausgewiesen, für 2008 werden 1,9 % prognostiziert. Die Aufwertung des Euros wirkt sich zunehmend negativ auf die Exportleistungen und damit auch auf die Investitionstätigkeit der Unternehmen aus.

Die Entwicklung der Finanzmärkte wird weiterhin von den Folgen der Subprime-Kreditkrise beeinflusst. Die Unsicherheit über das Ausmaß und die Folgewirkungen dieser Krise verstärkte sich mit der Bekanntgabe von Abschreibungsverlusten großer Bankinstitute, die deutlich über den ursprünglichen Erwartungen lagen. Auch am Geldmarkt nehmen die Verwerfungen der Kreditkrise immer stärkere Ausmaße an. Die Differenz zwischen dem Referenzzinssatz der Notenbanken und dem Geldmarktsatz hat sich seit dem Sommer 2007 immer stärker ausgeweitet. Sie beträgt sowohl im Euroraum als auch in den USA rund 75 Basispunkte, deutlich mehr als die rund 20 Basispunkte, die noch im Sommer verzeichnet wurden. Für den weiteren Verlauf des Jahres 2008 werden weitere Zinssenkungen der US-Notenbank FED und konstante Leitzinsen für den Euroraum erwartet. Unter diesen Vorzeichen wird der US-Dollar im Vergleich zum Euro weiterhin unter Druck stehen.

**2. Branchensituation<sup>2</sup>**

Getragen vom starken Auslandsgeschäft konnten die deutschen Hersteller 2007 einen neuen Produktionsrekord erzielen. Ihre Pkw-Fertigung stieg um 6 % auf über 5,7 Mio. Fahrzeuge. Die deutschen Pkw-Hersteller verbuchten im vergangenen Jahr den fünften Exportrekord in Folge – mit 4,3 Mio. Pkw wurde der Rekordwert des Vorjahres um 11 % überboten.

Der Inlandsmarkt entwickelte sich dagegen wie erwartet verhalten. Im Gesamtjahr 2007 ging der Absatz in Deutschland um 9 % auf 3,15 Mio. Pkw zurück. Die deutschen Hersteller haben dabei besser als die Importeure abgeschnitten und ihren Marktanteil leicht auf knapp 70 % steigern können.

<sup>1</sup> Quelle: Bank Austria

<sup>2</sup> Quelle: ACEA – EU Economic Report

Am stärksten gewachsen ist im abgelaufenen Geschäftsjahr die Nutzfahrzeugindustrie. Sie verzeichnete, dank eines anhaltend dynamischen In- und Auslandsgeschäfts, in Europa einen Zuwachs der Produktionszahl von 16 % und erreichte damit eine Gesamtproduktionsmenge von 486.500 Nutzfahrzeugen.

### Die Entwicklung der wichtigsten Kunden der POLYTEC GROUP

Die **BMW Group** erzielte 2007 nach eigenen Angaben mit einem Plus von 9,2 % erneut einen Absatzrekord. Das entspricht rund 1,5 Mio. ausgelieferten Fahrzeugen der Konzernmarken BMW, Mini und Rolls-Royce. Das Absatzwachstum 2007 kam erwartungsgemäß vor allem von der Kernmarke BMW mit einem Zuwachs von 7,7 % auf rund 1,28 Mio. Fahrzeuge. Vom auch für die POLYTEC GROUP wichtigsten Modell, der 3er-Reihe, wurden 555.219 Einheiten und damit um 9,2 % mehr als im Vorjahr abgesetzt. Der BMW X3 bewegt sich auch im vierten Jahr nach Markteinführung mit 111.879 Verkäufen (Vorjahr: 114.000 / -1,9 %) weiter auf hohem Niveau. Ein kräftiges Plus verbuchte auch MINI – im Vergleich zum Vorjahr (188.077) legte die Marke um 18,5 % auf 222.875 Auslieferungen zu. Mit 1.010 verkauften Fahrzeugen im Jahr 2007 verzeichnet Rolls-Royce Motor Cars im Vergleich zum Vorjahr ein Absatzplus von 25,5 % (Vorjahr: 805) und realisiert so erstmals einen Jahresabsatz im vierstelligen Bereich. Nach dem vierten Anstieg der Absatzzahlen in Folge bleibt Rolls-Royce klarer Marktführer im Segment der absoluten Luxusklasse. 2008 wird die BMW Group, nach eigenen Angaben, ihre Spitzenposition als weltweit führender Premium-Hersteller behaupten und neue Absatzrekorde bei allen drei Marken anstreben.

Der **Volkswagen-Konzern** hat im Jahr 2007 erstmals mehr als 6 Mio. Fahrzeuge an Kunden ausgeliefert – weltweit wurden mit 6,189 Mio. Fahrzeugen um 7,9 % mehr ausgeliefert als im Vorjahr. Einen neuen Rekord stellte die Marke Volkswagen-Pkw mit weltweit 3,66 Mio. ausgelieferten Fahrzeugen und einem Plus von 7,8 % auf. Audi erzielte 2007 mit 964.200 Fahrzeugen und einem Plus von 6,5 % den 12. Auslieferungsrekord in Folge. Auch Skoda weist mit 630.000 Auslieferungen einen neuen Rekord und ein Plus von 14,6 % auf. Seat lieferte weltweit 431.000 Fahrzeuge aus (+0,4 %). Bentley schaffte erneut einen Absatzrekord und überschritt mit 10.014 Fahrzeugen und einem Plus von 6,7 % erstmals die 10.000er-Marke.

Der **GM-Konzern** konnte trotz einer weiterhin schwachen Nachfrage am US-Markt seinen Absatz steigern. Auf dem für die POLYTEC GROUP wichtigen europäischen Markt konnte GM-Europe den Absatz des Vorjahres um rund 9,5 % steigern und in Summe 2,20 Mio. Fahrzeuge ausliefern. Hauptabsatzmärkte sind vor allem osteuropäische Länder und Großbritannien.

**Daimler Trucks** erzielte mit 159.900 (+12,5 %) abgesetzten Fahrzeugen einen historischen Absatzrekord, der vor allem durch die hohe Nachfrage nach dem Mercedes-Benz Actros erreicht wurde. Deutliche Zuwächse gab es zum fünften Mal in Folge in Europa (+6,8 % auf 104.400 Fahrzeuge). Auch in Lateinamerika (+27,4 % auf 38.100 Fahrzeuge), im Nahen und Mittleren Osten (+44,3 % auf 6.000 Fahrzeuge) und in Osteuropa (+19,6 % auf 25.900 Fahrzeuge) verlief die Geschäftsentwicklung sehr positiv. Mercedes-Benz-Lkw konnte damit seine Marktführerschaft in den Kernmärkten Westeuropa, Deutschland und Brasilien klar behaupten und in der Türkei sogar deutlich ausbauen.

**Mercedes-Benz-Cars** erzielte auch im Jahr 2007 einen neuen Absatzrekord bei den Marken Mercedes-Benz, AMG, Maybach und Smart. Weltweit wurden mehr als 1,2 Mio. Fahrzeuge abgesetzt, was im Vorjahresvergleich einem Plus von rund 2 % entspricht. Wie schon in den Vorjahren hat die Marke Mercedes-Benz, bei der ein Anstieg von 3 % auf 1.185.300 Fahrzeuge erzielt werden konnte, das Wachstum bestimmt. Hauptwachstumsmärkte waren einmal mehr, dem allgemeinen Trend folgend, Asien und Osteuropa.

### Branchen-Ausblick für 2008

Bei der globalen Entwicklung wird bei den Neuzulassungen eine Fortsetzung des Trends aus 2007 erwartet. Für das Kalenderjahr 2008 wird mit einem Anstieg des PKW Absatzes von rund 2,1 % auf 70 Mio. Fahrzeuge gerechnet. Wesentlich getragen wird diese Entwicklung von den BRIC Staaten, für welche ein zweistelliges Wachstum prognostiziert wird. Auf dem für die POLYTEC GROUP wesentlichen europäischen Markt wird mit einem Absatzwachstum von rund 1,7 % gerechnet.

Die wesentlichen Faktoren, welche für die Zulieferindustrie 2008 bestimmend sein werden, sind nahezu unverändert zu den Vorjahren: Steigende Rohstoffpreise, hohe Energiekosten und ein, nach wie vor, durch Effizienzsteigerungen kaum ausgleichbarer Preisdruck der Kunden.

Umso mehr gilt es die Chancen, welche die Industrie bietet, auch 2008 bestmöglich zu nutzen. Diese liegen vor allem in der steigenden Modellvielfalt der OEMs. Die dadurch entstehende Chance, das Kundenportfolio zu vertiefen, ist eine wesentliche Aufgabe um am Erfolg, vor allem in den Auslandsmärkten, zu partizipieren.

### 3. Geschäftsentwicklung und Lage des Konzerns

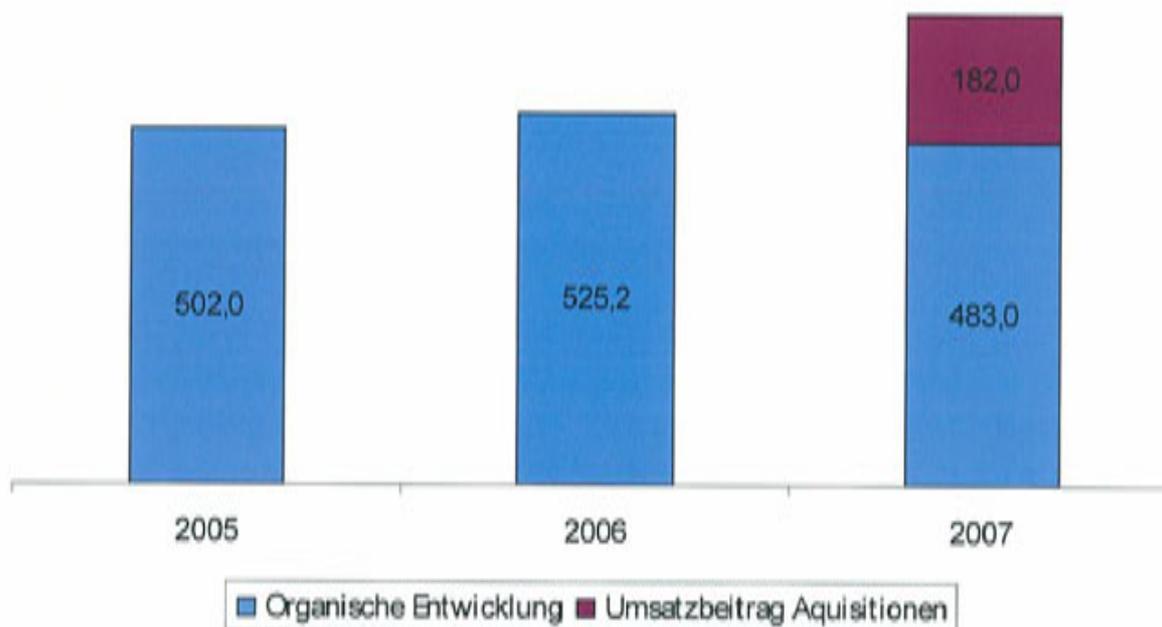
In Umsetzung der Wachstums- und Akquisitionsstrategie der POLYTEC GROUP konnten im Geschäftsjahr 2007 die zwei Großakquisitionen POLYTEC Composites Germany und POLYTEC Intex abgeschlossen werden. Diese Expansion kennzeichnet die wirtschaftliche Entwicklung der Gruppe im Geschäftsjahr 2007 in besonderem Ausmaß.

Im Einzelnen zeigen die wesentlichen Kennziffern folgende Entwicklung:

Kennzahlen zur Ertragslage der Gruppe	Einheit	2007	2006	2005
Umsatz	EUR Mio.	665,0	525,2	502,0
EBITDA	EUR Mio.	63,7	48,0	41,9
EBITDA-Marge (EBITDA / Umsatz)	%	9,6	9,1	8,4
EBIT	EUR Mio.	41,0	30,3	25,0
EBIT-Marge (EBIT / Umsatz)	%	6,2	5,8	5,0
Net Profit	EUR Mio.	37,3	18,3	14,5
Net Profit-Marge (Ergebnis nach Steuern / Umsatz)	%	5,6	3,5	2,9
Ergebnis je Aktie	EUR	1,66	0,86	0,75
Durchschnittliches Capital Employed	EUR Mio.	171,9	143,9	139,5
ROCE vor Steuern (EBIT / Capital Employed)	%	23,9	21,0	17,9

Das Umsatzwachstum von 26,6 % ist auf die erstmalige Konsolidierung der zwei im Berichtsjahr akquirierten Unternehmen zurückzuführen. Vom gesamten Umsatzanstieg von EUR 139,8 Mio. (+ 26,6 %) entfielen rund EUR 182,0 Mio. (+ 34,7 %) auf Neuakquisitionen, während organisch ein Umsatzrückgang von EUR 42,2 Mio. (- 8,0 %) zu verzeichnen war. Dieser Rückgang entsprach den Erwartungen und ist auf das Auslaufen von Großaufträgen im Herbst 2006 zurückzuführen.

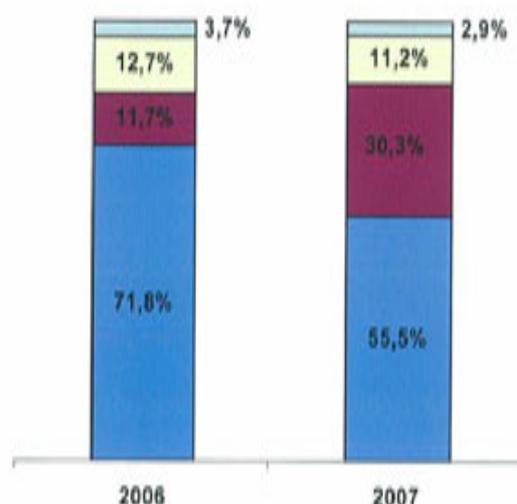
Umsatzentwicklung 2005-2007 (in Mio. EUR)



Die Gruppe konnte im Geschäftsjahr, freilich beeinflusst durch akquisitionsbedingte Einmaleffekte, eine Steigerung aller wesentlichen Ertragskennzahlen erreichen, welche letztlich in einer Steigerung des Net Profit um EUR 19,0 Mio. oder + 103,8 % mündete. Von besonderer Bedeutung ist die Steigerung des Return on Capital Employed (ROCE). Die Kennzahl ist das wesentliche Steuerungselement für das Konzernmanagement und konnte im Geschäftsjahr erneut um 2,9 Prozentpunkte auf 23,9 % gesteigert werden.

Die Ertragsentwicklung der Gruppe ist das Ergebnis der Entwicklung in den einzelnen Divisionen, deren Anteil am Gruppenumsatz sich in den letzten beiden Geschäftsjahren akquisitionsbedingt deutlich veränderte.

Beitrag der Geschäftssegmente zum Gruppenumsatz (in %)



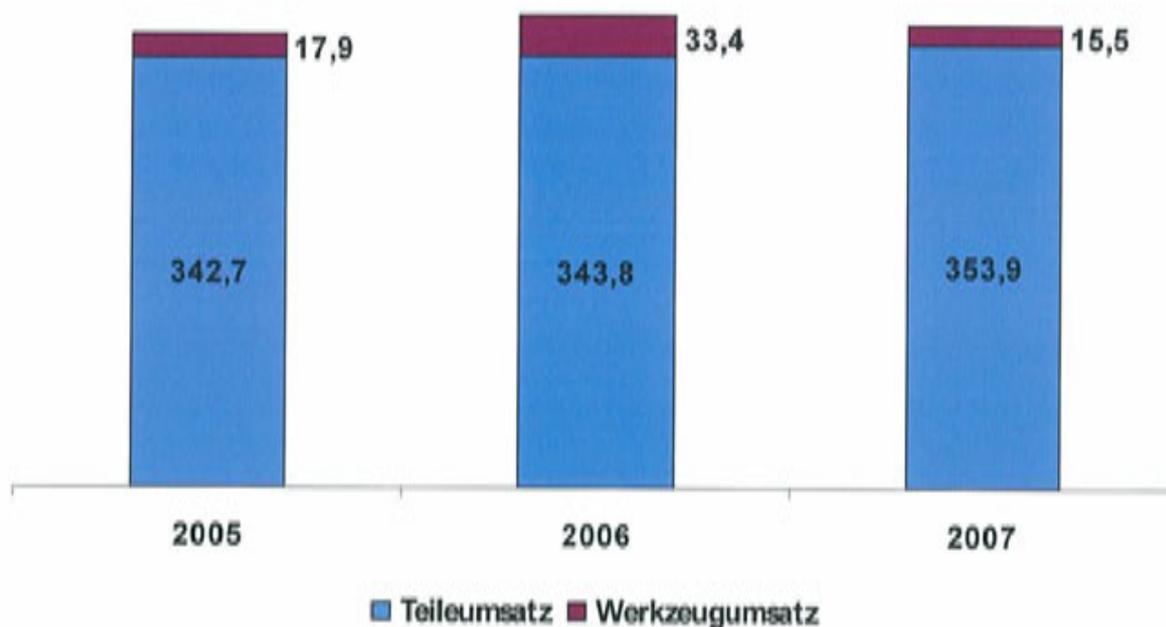
■ Automotive System Division ■ Automotive Composites Division ■ Car Styling Division ■ Sonstige

### Automotive Systems Division

	Einheit	2007	2006	2005
Umsatz	EUR Mio.	369,3	377,2	360,6
Anteil am Konzernumsatz	%	55,5	71,8	71,8
EBITDA	EUR Mio.	25,8	34,1	29,0
EBITDA-Marge (EBITDA / Umsatz)	%	7,0	9,0	8,0
EBIT	EUR Mio.	10,8	21,1	17,1
EBIT-Marge (EBIT / Umsatz)	%	2,9	5,6	4,7
Net Profit	EUR Mio.	4,1	12,5	10,2
Net Profit-Marge (Ergebnis nach Steuern / Umsatz)	%	1,1	3,3	2,8
Durchschnittliches Capital Employed	EUR Mio.	106,2	86,9	82,6
ROCE vor Steuern (EBIT / Capital Employed)	%	10,2	24,2	20,7

Die mit einem Anteil am Konzernumsatz von 55,5 % nach wie vor wichtigste Division der Gruppe musste 2007 einen Umsatzrückgang von EUR 7,9 Mio. (- 2,1 %) verzeichnen. Während die Neuakquisition POLYTEC Intex GmbH & Co. KG einen Umsatzbeitrag von EUR 48,1 Mio. lieferte, wurde beim bestehenden Geschäft ein Umsatzabgang von EUR 56,0 Mio. verzeichnet. Dieser Umsatzrückgang entfällt zu einem wesentlichen Teil auf Werkzeug- und Entwicklungsumsätze (EUR -17,9 Mio.), die im Jahr 2006 aufgrund der Abrechnung der Werkzeuge für die Türverkleidung des BMW 3er deutlich über dem Mehrjahresschnitt lagen und im Berichtsjahr wieder auf das Niveau von 2005 zurückgingen.

## Entwicklung Divisionsumsatz (in Mio. EUR)



Beim Teileumsatz ist der Rückgang vor allem auf den Ganzjahreseffekt zurückzuführen, der mit dem Auslaufen der Großaufträge Türverkleidungen Landrover Range Rover und Opel Corsa verbunden war. Bei Landrover resultiert aus diesem Effekt ein Umsatzrückgang von EUR 11,7 Mio. und bei Opel von EUR 10,3 Mio.

Gegenläufig zum Umsatz entwickelte sich die Betriebsleistung, die von 2006 auf 2007 um 5,7 % auf EUR 383,1 Mio. stieg.

Die Materialquote (einschließlich bezogener Leistungen) konnte im Geschäftsjahr im Verhältnis zur Betriebsleistung erneut um 0,5 Prozentpunkte gesenkt werden, während die Personalaufwandsquote, vor allem aufgrund der getätigten Neuaquisition um, 1,7 Prozentpunkte anstieg.

In Summe ging das EBIT der Division gegenüber dem Vorjahr um EUR 10,3 Mio. zurück. Dieser Rückgang war aufgrund der organischen Umsatzentwicklung erwartet, wengleich der Preisdruck unserer Kunden und einstandsseitige Kostensteigerungen diesen Trend noch verstärkten. Die derzeit in Entwicklung befindlichen Aufträge, welche beginnend mit 2008 umsatzwirksam werden, und der Ganzjahreseffekt aus der in 2007 abgeschlossenen Akquisition werden jedoch für 2008 ein deutliches Umsatzwachstum bedeuten.

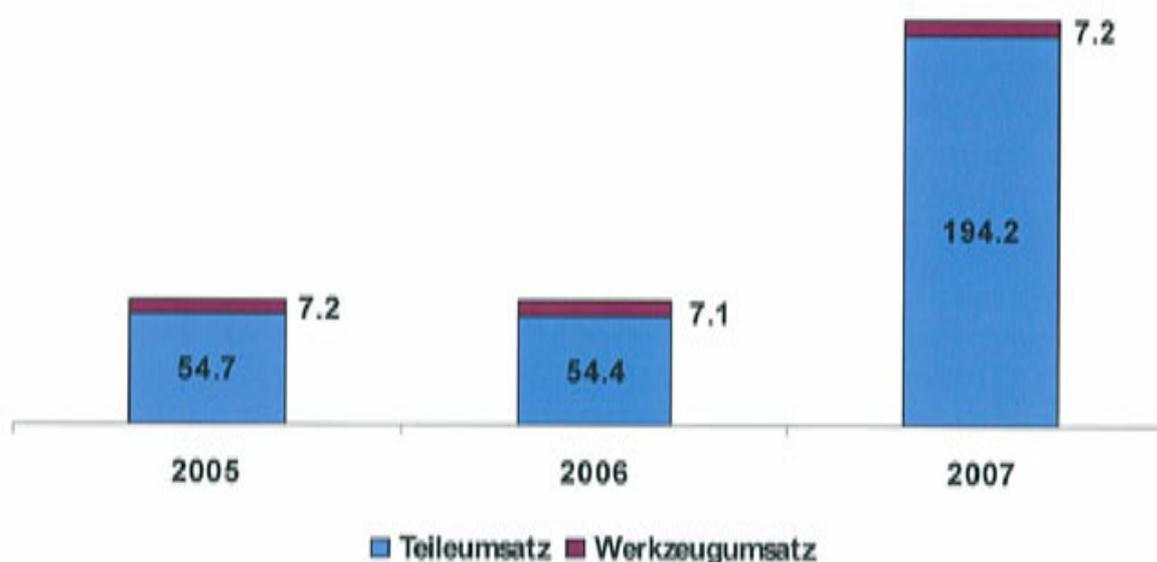
## Automotive Composites Division

	Einheit	2007	2006	2005
Umsatz	EUR Mio.	201,3	61,5	61,8
Anteil am Konzernumsatz	%	30,3	11,7	12,3
EBITDA	EUR Mio.	24,9	2,0	2,9
EBITDA-Marge (EBITDA / Umsatz)	%	12,4	3,3	4,7
EBIT	EUR Mio.	19,9	-0,2	0,9
EBIT-Marge (EBIT / Umsatz)	%	9,9	-0,3	1,5
Net Profit	EUR Mio.	23,7	-1,6	-0,4
Net Profit-Marge (Ergebnis nach Steuern / Umsatz)	%	11,8	-2,6	-0,6
Durchschnittliches Capital Employed	EUR Mio.	22,3	16,3	18,1
ROCE vor Steuern (EBIT / Capital Employed)	%	89,2	-1,2	4,9

Die grundlegendste Veränderung aller Geschäftsbereiche erfuhr im Jahr 2007 die Automotive Composites Division. Nach der Akquisition des Formteilegeschäfts der Menzolit-Fibron, die nun als POLYTEC Composites Germany Group auftritt, stieg dieser Geschäftsbereich zum größten europäischen Automobilzulieferer für Exterieur- und Motorraumteile aus Duroplasten auf.

Der Anstieg des Umsatzes um EUR 139,8 Mio. (+ 227,1 %) ist zu EUR 133,8 Mio. der Unternehmensakquisition und zu EUR 6,0 Mio. (+ 9,8 %) der organischen Entwicklung zuzuschreiben. Das organische Wachstum ist vor allem auf den Kunden Iveco zurückzuführen, während mit der getätigten Neuakquisition der Einstieg bei wesentlichen Playern der europäischen Nutzfahrzeugindustrie gelang, allen voran MAN und John Deere. Aufgrund dieser Akquisition stieg der Daimler-Konzern zum wichtigsten Kunden der Division auf. Die LKW- und PKW-Sparte dieses Kunden waren für rund 29 % des Divisionsumsatzes verantwortlich.

Entwicklung Divisionsumsatz (in Mio. EUR)



Die sehr erfreuliche Ergebnisentwicklung dieser Division - nach EUR -0,2 Mio. im Vorjahr konnte im Geschäftsjahr ein EBIT von EUR 19,9 Mio. erzielt werden - darf nicht darüber hinwegtäuschen, dass das Ergebnis 2007 sehr wesentlich durch Einmalerträge beeinflusst ist. Zum einen wurde der „Badwill“ aus der Akquisition in Höhe von EUR 6,6 Mio. gemäß IFRS 3 erfolgswirksam vereinnahmt. Zum anderen konnten Vorsorgen für Verlustaufträge, welche im Zuge der sogenannten Purchase Price Allocation gebildet wurden, mit einem Betrag von EUR 5,1 Mio. aufgelöst werden, nachdem im Zuge der Restrukturierungsmaßnahmen post-merger erste wichtige Erfolge erzielt werden konnten.

Die Restrukturierung des Geschäftes der ehemaligen Menzolit-Fibron, welches im Erwerbszeitpunkt ein negatives EBITDA aufwies, beinhaltet zum einen interne Einsparungen, welche jedoch aufgrund der boomenden Konjunktur in der Nutzfahrzeugindustrie und der damit verbundenen exzellenten Auslastung keine Personalreduktionen betrafen, zum anderen aber auch die Neuverhandlung von Preisen und sonstigen Lieferkonditionen mit den Hauptkunden. Diese Gespräche konnten im 4. Quartal 2007 erfolgreich im Sinne einer partnerschaftlichen Kunden-Lieferanten-Beziehung abgeschlossen werden.

Bei der Beurteilung des Nettoergebnisses 2007 ist zu beachten, dass bei einem Divisionsergebnis vor Steuern von EUR 18,8 Mio. ein Steuerertrag von EUR 4,8 Mio. auszuweisen war. Dieser Steuerertrag beruht vor allem auf der Rücknahme von Wertberichtigungen auf aktive Steuerlatenzen, die im Zuge der Erstkonsolidierung der POLYTEC Composites Germany zu bilden waren. Aufgrund von im Herbst 2007 abgeschlossenen Umgründungen konnte eine steuerliche Ergebniszurechnung zu anderen Konzerngesellschaften erreicht werden, sodass die Neubewertung der latenten Steuern geboten war.

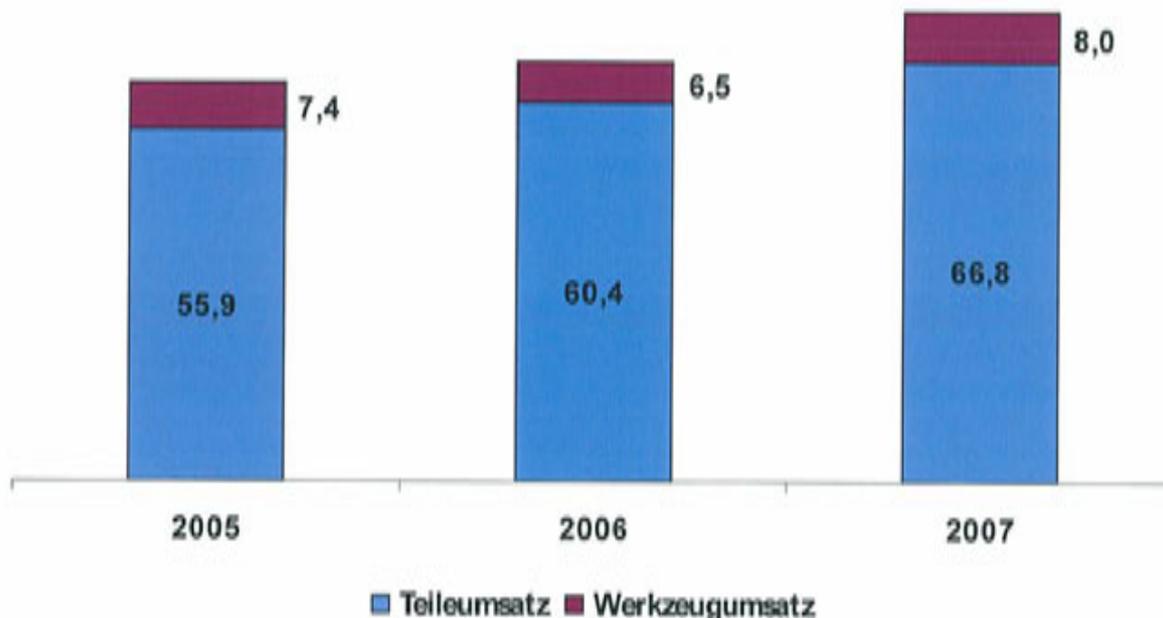
Aufgrund des Full-Year-Effektes aus der Neuakquisition 2007 wird diese Division für das Jahr 2008 erneut einen deutlichen Umsatzanstieg aufweisen und auf ein Volumen von über EUR 260,0 Mio. wachsen. Die Ergebnisentwicklung wird sehr entscheidend von der weiteren konsequenten Umsetzung der noch nicht abgeschlossenen Restrukturierung der Menzolit-Fibron sein und hat zu berücksichtigen, dass es sich bei den Sondererträgen 2007 um Einmaleffekte handelt.

### Car Styling Division

	Einheit	2007	2006	2005
Umsatz	EUR Mio.	74,7	66,8	63,3
Anteil am Konzernumsatz	%	11,3	12,7	12,6
EBITDA	EUR Mio.	9,6	7,1	6,5
EBITDA-Marge (EBITDA / Umsatz)	%	12,9	10,6	10,3
EBIT	EUR Mio.	7,9	5,3	4,2
EBIT-Marge (EBIT / Umsatz)	%	10,6	7,9	6,6
Net Profit	EUR Mio.	5,3	3,3	2,7
Net Profit-Marge (Ergebnis nach Steuern / Umsatz)	%	7,1	4,9	4,3
Durchschnittliches Capital Employed	EUR Mio.	33,0	32,7	32,3
ROCE vor Steuern (EBIT / Capital Employed)	%	24,0	16,2	13,1

Die Car Styling Division konnte im Geschäftsjahr ihren Umsatz um EUR 7,9 Mio. oder 11,9 % steigern. Dieses Wachstum ist ausschließlich organisch und konnte mit den bestehenden Hauptkunden der Division (Ford, Suzuki) erzielt werden.

Entwicklung Divisionsumsatz (in Mio. EUR)



Einsparungen konnten aufgrund der nach dem Umsatzanstieg eingetretenen Fixkostendegression vor allem im Personalbereich erzielt werden. Der Personalaufwand stieg zwar absolut um EUR 1,5 Mio., die Personalaufwandsquote sank aber um 1,5 Prozentpunkte. Da die Sachaufwendungen und Abschreibungen in etwa auf Vorjahresniveau gehalten werden konnten, konnte trotz einer geringfügig über dem Vorjahreswert liegenden Materialaufwandsquote das EBIT in Summe um EUR 2,6 Mio. oder beachtliche 49,1 % gesteigert werden.

### Sonstige Geschäftsbereiche

	Einheit	2007	2006	2005
Umsatz	EUR Mio.	19,6	19,7	16,3
Anteil am Konzernumsatz	%	2,9	3,8	3,3
EBITDA	EUR Mio.	3,5	4,8	3,5
EBIT	EUR Mio.	2,4	4,1	2,8
Net Profit	EUR Mio.	4,2	4,1	2,1

Die sonstigen Geschäftsbereiche erfassen im Wesentlichen das nicht-automotive Geschäft der Gruppe, das im Vorjahr noch als „Industrial Division“ berichtet wurde. Aufgrund des starken Wachstums des Konzerns im Bereich Automotive, das sich 2008 aufgrund des Ganzjahreseffektes aus den Akquisitionen 2007 fortsetzen wird, wird dieser Geschäftsbereich nicht mehr getrennt berichtet.

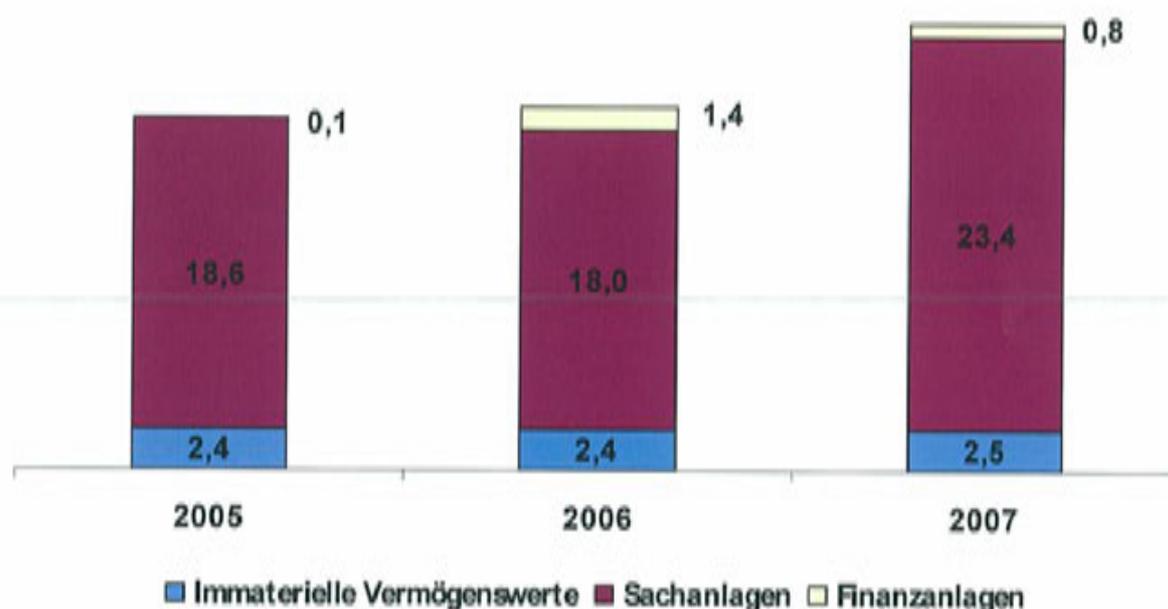
In diesem Bereich werden auch die konzernleitende POLYTEC Holding AG sowie Ergebniseinflüsse aus nicht den Divisionen zuordenbaren Konsolidierungsvorgängen abgebildet.

## Kennzahlen zur Vermögenslage der Gruppe

	Einheit	31.12.2007	31.12.2006	31.12.2005
Anlagenquote (Anlagevermögen / Bilanzsumme)	%	32,7	37,6	39,6
Eigenkapitalquote (Eigenkapital / Bilanzsumme)	%	35,7	45,7	33,8
Nettoumlaufvermögen (Net Working Capital)	EUR Mio.	77,3	41,7	51,4
Nettoumlaufvermögen in % vom Umsatz (NWC / Umsatz)	%	8,9 <sup>3</sup>	7,9	10,2

Die Anlagenquote der Gruppe sank im Geschäftsjahr geringfügig, obwohl die Investitionen mit EUR 25,9 Mio. um rund EUR 3,2 Mio. über den Abschreibungen lagen. Der Rückgang ist daher auf das Bilanzsummenwachstum als Ergebnis der Neuakquisitionen zurückzuführen. Die Anlagenquote der Neuakquisitionen liegt aufgrund der im Zuge der Erstkonsolidierung vorzunehmenden Neubewertung der Vermögensgegenstände deutlich unter dem Konzernschnitt. Die Investitionen 2007 betrafen vor allem die Automotive Systems Division, wo vor allem in Anlagen für die derzeit in Entwicklung befindlichen Aufträge investiert wurde.

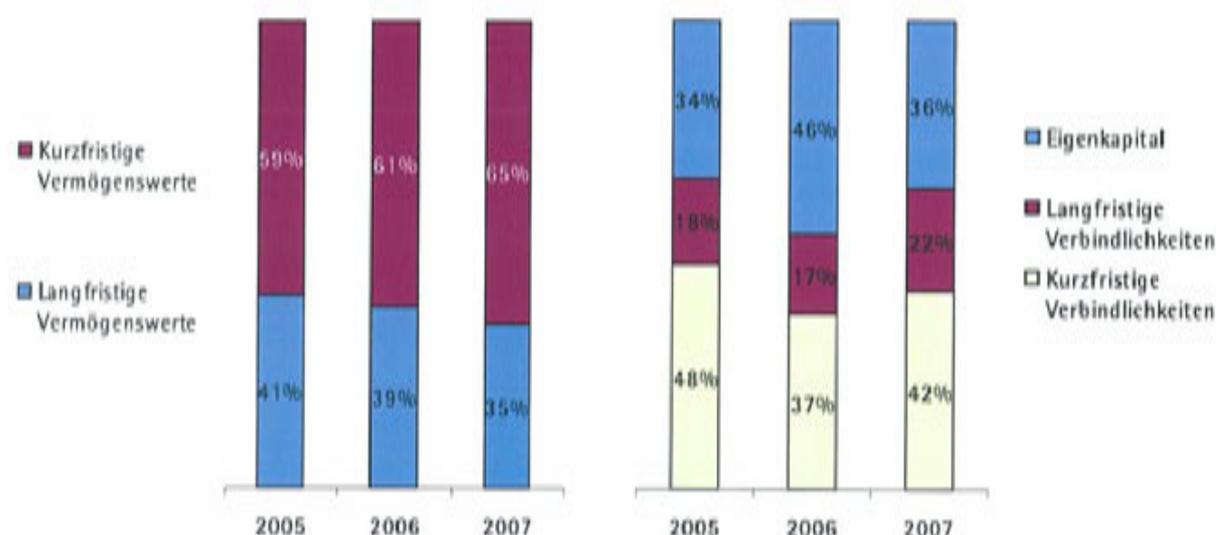
Investitionen nach Anlagenkategorien (in Mio. EUR)



Der Rückgang der Eigenkapitalquote auf noch immer sehr solide 35,7 % ist allein aus dem Bilanzsummenwachstum nach den Akquisitionen herzuleiten. Bereits im Zuge des IPO wurde kommuniziert, dass die durchgeführte Kapitalerhöhung als Reserve für das akquisitorische Wachstum der POLYTEC zu sehen ist. Insofern ist die nunmehr eingetretene Senkung der Eigenkapitalquote auch ein Ausdruck der bestimmungsgemäßen Mittelverwendung.

<sup>3</sup> Aufgrund unterjähriger Akquisitionen Berechnung bezogen auf das durchschnittliche NWC.

Bilanzstruktur POLYTEC GROUP (in %)



Auch das Nettoumlaufvermögen – sowohl in absoluten Zahlen als auch bezogen auf den Umsatz – stieg aquisitionsbedingt an. Im Jahr 2007 wurde für die Berechnung der Quote das durchschnittliche Nettoumlaufvermögen herangezogen, um eine bessere Vergleichbarkeit mit den Werten der Vorjahre herzustellen. Das Verhältnis Nettoumlaufvermögen am Bilanzstichtag zum Umsatz 2007 wäre nicht aussagekräftig, da aufgrund der unterjährigen Akquisitionen zwar das „volle“ Working Capital in die Relation einginge, aber nur der allquote Umsatz.

Kennzahlen zur Finanzlage der Gruppe

	Einheit	2007	2006	2005
Nettofinanzschulden	EUR Mio.	29,2	4,2	53,7
Nettofinanzschulden zu EBITDA	-	0,46	0,09	1,28
Gearing (Nettofinanzschulden / Eigenkapital)	-	0,18	0,03	0,61

Der Anstieg Nettofinanzschulden ist naturgemäß ebenfalls auf die abgeschlossenen Akquisitionen 2007 zurückzuführen. Mit einem Verhältnis Nettofinanzschulden zu EBITDA von unter 0,5 besteht für POLYTEC nach wie vor genügend Raum ohne die Aufnahme von Eigenmitteln größere Akquisitionsschritte durchführen zu können.

	Einheit	2007	2006	2005
Cash-Flow aus der Betriebstätigkeit	EUR Mio.	-7,5	48,4	16,8
Cash-Flow aus der Investitionstätigkeit	EUR Mio.	-9,7	-20,7	-16,3
Cash-Flow aus der Finanzierungstätigkeit	EUR Mio.	23,6	3,9	0,7
Veränderung der flüssigen Mittel	EUR Mio.	6,4	31,6	1,2

Der negative Cash-Flow aus der Betriebstätigkeit im Jahr 2007 setzt sich zusammen aus einem Cash-Flow aus dem Ergebnis von EUR 49,9 Mio. (Vorjahr: EUR 38,3 Mio.) und einer Veränderung des Working Capital von EUR -57,4 Mio. (Vorjahr: EUR +10,2 Mio.). Die negative Entwicklung des Working Capital ist unter anderem auch auf die Akquisition POLYTEC Intex zurückzuführen. Da im Zuge

dieser Akquisition im Wesentlichen nur Anlagevermögen und Vorräte aus der Masse erworben wurden, hat sich das übrige Working Capital erst sukzessive aufgebaut. Dieser einmalige Effekt belastet den betrieblichen Cash-Flow mit EUR 4,3 Mio.

#### **4. Voraussichtliche Entwicklung des Konzerns**

Aufgrund der im Laufe des Geschäftsjahr 2007 getätigten Akquisitionen und dem daraus resultierenden vollen Umsatzbeitrag im Jahr 2008, wird die POLYTEC GROUP ihren Wachstumskurs auch 2008 fortführen können. Angestrebt wird ein Konzernumsatz von rund EUR 800 Mio., der durch den aktuellen Auftragsbestand abgesichert ist. Abweichungen von diesem Zielwert können sich daher im Wesentlichen lediglich aus einer Veränderung des Mengengerüstes (Bauzahlen) ergeben, die durch POLYTEC nicht beeinflusst werden können.

Die Ergebnisentwicklung wird entscheidend davon abhängen inwieweit es gelingen wird, dem nach wie vor extremen Preisdruck der Kunden entgegenzutreten. Der Wunsch der Kunden nach weiteren Preissenkungen bei gleichzeitig steigenden Rohstoff- und Energiepreisen sowie Lohnabschlüssen, die aufgrund der allgemein guten Konjunkturlage spürbar über jenen der Vorjahre liegen, ist zum Teil durch keine betriebswirtschaftlichen Argumente mehr zu rechtfertigen.

Neben dieser Tendenz, die für die westeuropäische Zulieferindustrie allgemein gefährdend wirkt, wird für die Entwicklung der POLYTEC GROUP entscheidend sein, dass die Restrukturierung der beiden jüngsten Akquisitionen weiter konsequent vorangetrieben wird. Die ersten Erfolge des Jahres 2007 sollen daher Ansporn für weitere einschneidende Veränderungen sein.

Trotz der angesprochenen, noch nicht abgeschlossenen Verbesserungsmaßnahmen und der Neuanläufe 2008, die ergebnisbelastend wirken werden, strebt POLYTEC an, den Zielkorridor des EBITDA von nachhaltig 8 % bis 10 % auch im Geschäftsjahr 2008 nicht zu verlassen. Es ist jedoch aus heutiger Sicht davon auszugehen, dass das EBITDA 2008 am unteren Ende dieser Bandbreite liegen wird.

#### **5. Nichtfinanzielle Leistungsindikatoren**

##### **Umweltschutz**

Für die POLYTEC GROUP ist der schonende Umgang mit natürlichen Ressourcen ein Kernpunkt der Geschäftstätigkeit. Als schwerpunktmäßig kunststoffverarbeitender Konzern ist vor allem Abfallvermeidung ein wesentlicher Aspekt. In den Werken, die vor allem in der Spritzgusstechnologie arbeiten, wird daher versucht, Ausschuss soweit wie möglich zu regranulieren und wieder in den Produktionsprozess einfließen zu lassen. Ein weiterer Schwerpunkt liegt im verstärkten Einsatz von natürlichen Werkstoffen.

Sämtliche Aktivitäten im Bereich Forschung und Entwicklung fokussieren auch auf die wirtschaftliche (sparsame) Nutzung von Rohstoffen oder den Einsatz von

alternativen Materialien. Weiterhin wird EMPEFLEX (flachfaserverstärktes Polypropylen) intensiv im Bereich Automobilinnenverkleidung eingesetzt.

Es wurden einige Neuentwicklungen und Warenzeichen eingetragen die auch hinsichtlich Umweltschutz positiv zu beurteilen sind: POLYSWIRL (Ölabscheider System; Reduktion des Ölverbrauchs), POLYFLAX (Verbundstoff auf Naturfaserbasis).

Eine neuere Entwicklung ist der Einsatz von Zuckerrohr-Harz als Matrix-Werkstoff für langfaserverstärkte Innenverkleidungsteile. Die so produzierten Verkleidungsteile bestehen fast zu 100 % aus nachwachsenden Rohstoffen. Das Verfahren wird derzeit aber noch nicht in Serie eingesetzt. Damit beweist POLYTEC wiederholt seine Vorreiterrolle im Einsatz nachwachsender Rohstoffe und in der Entwicklung von recyclingfähigen Materialien für den Automobilbau. Die Materialien können darüber hinaus auch weitgehend unabhängig von Rohöl produziert werden.

Die Qualitätsnorm TS 16949:2002 ist mittlerweile in allen Werken der Automotive Systems Division Standard. Im Jahr 2007 ist es gelungen, die Prozesse der einzelnen Bereiche weitestgehend zu harmonisieren und mittels eines gemeinsamen Managementsystems, genannt PEMS (Polytec Excellence Management System), Optimierungen in den Abläufen herbeizuführen. Corporate Identity, Kosteneinsparungen, Vergleichbarkeit und Synergien sind die Vorteile.

Für das Geschäftsjahr 2008 ist geplant, das bisherige Managementsystem in den wesentlichen Produktionsstandorten auszuweiten und die Systeme "Umweltmanagement" und "Arbeitssicherheitsmanagement" zu integrieren.

Der Einsatz von lösmittelfreien Lacksystemen wurden insbesondere in der Car Styling Division und nun auch in der Automotive Composites Division weiter vorangetrieben. Mit diesem Umstieg wird die EU-Lösemittelrichtlinie erfüllt.

Alle wesentlichen Standorte der Gruppe sind nach der anspruchsvollen Umweltnorm ISO 14001 zertifiziert und es ist geplant im Jahr 2008 weitere Standorte zu zertifizieren.

## Arbeitnehmer

Die durchschnittliche Anzahl der Beschäftigten<sup>4</sup> der POLYTEC GROUP und ihre geografische Verteilung in den Jahren 2005 bis 2007 stellt sich wie folgt dar:

	2007	2006	2005
Österreich	357	349	349
Deutschland	2.893	1.920	1.923
Resteuropa	1.306	1.234	1.301
Nordamerika	20	22	22
Südafrika	88	99	60
Asien	103	0	0
<b>Summe</b>	<b>4.767</b>	<b>3.624</b>	<b>3.655</b>

<sup>4</sup> Mitarbeiter von erstmals in den Konzernabschluss einbezogenen Unternehmen sind in der Aufstellung zeitanteilig ab dem Zeitpunkt der Erstkonsolidierung enthalten.

Nach Divisionen gliedert sich der durchschnittliche Beschäftigtenstand wie folgt:

	2007	2006	2005
Automotive Systems Division	2.727	2.507	2.489
Automotive Composites Division	1.326	421	448
Car Styling Division	580	568	598
Sonstige Geschäftsbereiche und Konzernleitung	134	128	120
<b>Summe</b>	<b>4.767</b>	<b>3.624</b>	<b>3.655</b>

Als wesentliche Kennzahl im Personalbereich entwickelte sich der Umsatz je Mitarbeiter wie folgt:

	Einheit	2007	2006	2005
<b>Kennzahlen zum Personal:</b>				
Umsatz je Mitarbeiter	TEUR	139	145	137

Kundenorientierung wie auch die laufende Verbesserung der Prozesse im Hinblick auf Wirtschaftlichkeit, Umwelt und Effizienz nehmen für einen erfolgreichen Automobilzulieferer höchste Priorität ein; diese Aspekte bestimmen auch die Einstellung der Mitarbeiter der POLYTEC gegenüber ihrer Tätigkeit. Ein kontinuierlicher Verbesserungsprozess wie auch das interne Programm POLYBEST (Wirtschaftlichkeit, Sparsamkeit, Effizienz) dienen als Langzeitmaßnahmen zur Absicherung des Unternehmenserfolges. Diese Programme können jedoch nur durch die ständige Bereitschaft der Mitarbeiter, ihre Ideen in alle Bereiche der Leistungserbringung einfließen zu lassen, erfolgreich sein. POLYTEC fördert diese Bereitschaft durch ein betriebliches Vorschlagswesen, das auch mit entsprechenden Prämienanreizen verbunden ist.

Um für die dynamischen Herausforderungen des Marktes gerüstet zu sein, fördert die POLYTEC GROUP die laufende Weiterbildung seiner Mitarbeiter sowohl durch konzerninterne Fortbildungsmaßnahmen als auch durch Entsendung zu externen Bildungseinrichtungen. Neben der Weiterentwicklung des technisch-handwerklichen Know-how wird auch ein Schwerpunkt auf die Vermittlung von Fremdsprachen gelegt, ein für ein internationales Unternehmen wie POLYTEC unverzichtbarer Bestandteil des Geschäftserfolgs.

Für leitende Mitarbeiter ist ein Teil der Vergütung an den Unternehmenserfolg gekoppelt, um die Unternehmensidentifikation und das Verantwortungsbewusstsein zu fördern.

### **Forschung und Entwicklung**

Die Forschungs- und Entwicklungsschwerpunkte der POLYTEC GROUP sind breit angelegt, um allen aktuellen und zukünftigen Ansprüche der Interessengruppen wie Kunden, Behörden oder der Umwelt bestmöglich entsprechen zu können. Um die Wettbewerbsfähigkeit und damit auch den Unternehmenserfolg sicherzustellen, reichen die Aktivitäten von der laufenden Verbesserung und Rationalisierung der bestehenden Fertigungsprozesse, der technischen Neu- und Weiterentwicklungen von Automobilteilen in Abstimmung und Zusammenarbeit mit den Kunden bis hin zur Weiterentwicklung von Werkstoffen. Ein wichtiger Fokus liegt dabei auf dem sparsamen Einsatz von Ressourcen und – sofern möglich – auf den Einsatz von

umweltfreundlichen Werkstoffen. Somit zielen die Bemühungen im Bereich Forschung und Entwicklung auch auf die Verbesserung der Umweltstandards und des Umweltschutzes ab. Die auftragsbezogene Entwicklungsarbeit, die de facto die Entwicklungsarbeit des Kunden übernimmt, wird mit dem Kunden isoliert abgerechnet oder von ihm über den Teilepreis abgegolten.

Der Schwerpunkt der Forschungs- und Entwicklungstätigkeit betrifft die Automotive Systems Division, die drei Entwicklungszentren führt: in Lohne, Geretsried und – nach der Akquisition der POLYTEC Intex – nun auch in Morsbach-Lichtenberg. In Summe sind 183 Mitarbeiter im Bereich Forschung und Entwicklung beschäftigt. Die Entwicklungstätigkeiten der Polytec Automotive Systems Division werden in der Konzerngesellschaft Polytec Automotive GmbH & Co KG konzentriert.

Die Entwicklungszentren sind - entsprechend der POLYTEC-Strategie Aufgaben kunden- und fertigungsnah zu lösen - auf jene Produkte spezialisiert, die auch an den jeweiligen Standorten produziert werden. So verantwortet das Zentrum im norddeutschen Lohne die Entwicklung von neuen Motorraumteilen, weil sich dort auch der wesentlichste Produktionsstandort für Motorraumteile befindet. Die Bandbreite der Entwicklungstätigkeit reicht von der Substitution von Aluminium durch Kunststoff bis hin zur Weiterentwicklung von bestehenden Teilen. Der erweiterte Testingbereich erlaubt einerseits den stetig wachsenden Kundenanforderungen zu entsprechen, aber auch aktiv an Neuentwicklungen zu arbeiten und damit die Vorreiterrolle von POLYTEC im Bereich der Motorraumteile weiter zu festigen.

Im bayerischen Geretsried liegt der Entwicklungsschwerpunkt auf Interieur-Systemen. Hier wird an der Weiterentwicklung von Werkstoffen mit Fokus auf Gewicht, Kosten und Bauteilwertigkeit gearbeitet. Im Bereich der Werkstoffentwicklung ist der Fokus klar auf die Weiterentwicklung von umweltfreundlichen Materialien auf Naturfaserbasis und Sandwich-Werkstoffen ausgerichtet. Im Bereich der Fertigung wird insbesondere in der Weiterentwicklung des integrativen Modulkonzepts gearbeitet, um die Montagekosten weiter zu reduzieren.

Im nordrheinwestfälischen Morsbach-Lichtenberg liegt der Entwicklungsschwerpunkt im Bereich der Säulenverkleidungen, insbesondere in der Hinterspritztechnik von Stoffen und sonstigen Materialien. Zudem befindet sich dort auch das Kompetenzzentrum für das Ausrüsten von speziellen Textilwaren für die Hinterspritztechnik. Auch der Einsatz von Dünnwandtechnik im Spritzgussbereich aber auch Türverkleidungen aus Kunststoff werden an diesem Standort entwickelt bzw. weiterentwickelt.

Neben den zielgerichteten Vorentwicklungs-Projekten, die in enger Abstimmung mit den Automobil-Herstellern durchgeführt werden, wird an neuen Werkstoffen, Oberflächenmaterialien und Prozesstechniken gearbeitet. Einige Warenzeichen konnten schon erfolgreich angemeldet werden, wie zum Beispiel POLYSWIRL (Ölabscheider System), POLYFLAX (Verbundstoff auf Naturfaserbasis), POLYLOAD (neuartiges Leichtbauträgermaterial), POLYSKIN (Zwei-Komponentenverfahren für kostenoptimierte hochwertige Innenraumteile) oder POLYGRAIN (Inmould Körnungsverfahren). Weitere sind in Vorbereitung. In Summe hält die POLYTEC GROUP zurzeit mehr als 90 eingetragene Warenzeichen und Patente.

Im Bereich Automotive Composites Division konnte durch die Neuakquisition weitere Forschungs- und Entwicklungskompetenz erworben werden. Schwerpunktmäßig wird insbesondere getrachtet, neue und bessere Einsatzmöglichkeiten für den Werkstoff Duroplaste zu finden. Intensiv wird am verstärkten Einsatz von Regranulat gearbeitet. Weitere Entwicklungsverfahren betreffen die Effizienzsteigerung in der Produktion und Verarbeitung von SMC (Sheet Moulding Compound) und dessen bessere Bearbeitung (Lackierung). Die Anforderungen, die aus einer neuen Fahrzeuggeneration an die Festigkeit und Schlagzähigkeit der Bauteile gestellt werden, erfordern ebenfalls eine laufende Weiterentwicklung des Grundmaterials und seiner Verarbeitung. Einen Schwerpunkt in der Entwicklung bildet auch Gewichtsreduktion der Bauteile bei gleichzeitiger Erhöhung der Bauteileigenschaften.

Die POLYTEC GROUP wendet rund 2,8 % ihres Konzernumsatzes für Forschungs- und Entwicklungsarbeiten auf.

## 6. Risikoberichterstattung und Finanzinstrumente

Die POLYTEC-Gruppe ist im Rahmen ihrer Geschäftstätigkeit einer Vielzahl von Risiken ausgesetzt, die untrennbar mit dem unternehmerischen Handeln verbunden sind. Risikomanagement ist für die POLYTEC ein integraler Bestandteil aller Geschäftsprozesse. Auch die für einen Automobilzulieferer notwendigen umfangreichen Zertifizierungen (z.B. TS ISO/16949:2002) geben hier bereits entsprechende Regelungen vor, welche auch durch externe Audits überwacht werden. Der Organisation der POLYTEC entsprechend werden Risiken dezentral und marktnah vor allem im Rahmen der laufenden Geschäftsprozesse gemanagt und überwacht. Die Steuerung der finanziellen Risiken erfolgt jedoch im Wesentlichen durch die Konzernzentrale. Folgende wesentliche Risikofelder können identifiziert werden:

**Absatzmarktrisiken:** Die Automobilzulieferindustrie gilt als Markt mit hohem Wettbewerb, der sich außerdem in einem rasch fortschreitenden Konsolidierungsprozess befindet. Die Absatzerfolge sind an erster Stelle abhängig von der Gewinnung neuer Aufträge, welche zum Teil bis zu 4 bis 5 Jahre vor dem Serienanlauf vergeben werden. In dieser Phase der Auftragsakquisition ist jeder Zulieferer einem starken Konditionenwettbewerb ausgesetzt. Während des Serienlaufs ist der Zulieferer auch abhängig vom Absatz des Fahrzeuges, für welches er zuliefert, ohne diesen Erfolg beeinflussen zu können. Weiters wird seitens der OEMs auch nach dem Serienstart ein laufendes Benchmarking der Zulieferer betrieben, was Preisforderungen oder im Extremfall den Verlust eines Auftrages nach sich ziehen kann. POLYTEC trachtet durch einen ausgewogenen Kunden- und Auftragsmix, die Abhängigkeit von einzelnen Lieferbeziehungen so gering wie möglich zu halten.

**Beschaffungsmarktrisiken:** Wesentliches Risiko ist die Schwankung der Rohstoffpreise, welche im Falle der POLYTEC-Gruppe als kunststoffverarbeitendem Konzern vor allem durch nachhaltige Veränderung des Ölpreises, aber auch der Raffineriekapazitäten verursacht werden. Beschaffungsseitig wird diesem Risiko vor allem mit langfristigen Lieferverträgen absatzseitig, soweit gegenüber dem Kunden durchsetzbar, mit Materialgleitklauseln in den offen gelegten Kalkulationen

entgegengewirkt. Zum Teil erfolgt die Verhandlung von Rohstoffen und Zukaufteilen direkt durch unsere Kunden mit dem Lieferanten. Soweit mit dem Kunden Preise nur auf Jahresfrist vereinbart sind, ist die Veränderung der Rohstoffpreise ein wichtiger Parameter in den Gesprächen für die jährliche Neufestlegung der Preise. Weiters versucht man durch verstärkte Forschungs- und Entwicklungsaufwendungen neue Rohstoffe (Naturfaserstoffe) einzusetzen.

#### **Finanzielle Risiken und deren Management:**

**Kreditrisiko:** Aufgrund der Kundenstruktur, mehr als 90 % des Umsatzes wird mit den OEMs oder großen Systemlieferanten erzielt, ist die POLYTEC nur einem sehr geringen Bonitätsrisiko ausgesetzt. Viele unserer Kunden verfügen über externe Ratings von namhaften Agenturen, die für die Einschätzung der Kreditwürdigkeit herangezogen werden können. Dennoch werden Außenstände laufend kritisch verfolgt und die vereinbarungsgemäße Bezahlung von Forderungen sichergestellt. Im Geschäftsjahr 2007 wurden rund 52 % (2006: 59 %) des Umsatzes mit den drei größten Kunden erzielt, was ein gewisses Klumpenkreditrisiko ergibt, welches vom Management aber als unkritisch im Hinblick auf Kreditausfälle eingestuft wird. Die Abhängigkeit von wenigen Kunden ist ein Wesensmerkmal der Automobilzulieferindustrie. Als Kunde wird in diesem Zusammenhang eine Gruppe verbundener Unternehmen definiert, welche durchaus auch mehrere Automobilmarken herstellen kann.

Das Ausfallrisiko bei flüssigen Mitteln ist gering, da die Vertragspartner ausschließlich Banken mit sehr guter Bonität sind.

**Liquiditätsrisiko:** Die Gruppe sichert ihren Liquiditätsbedarf durch vertragliche Vereinbarung entsprechender Kreditrahmen, gegebenenfalls auch durch Halten einer Barreserve. Die Steuerung erfolgt einheitlich durch die Konzernzentrale. Für alle wesentlichen Unternehmen der Gruppe ist ein Cashmanagement-System installiert, dass auch zur Optimierung des Nettozinsergebnisses dient.

**Währungsrisiko:** Der weitaus überwiegende Anteil der Umsätze der POLYTEC-Gruppe wird in Euro fakturiert, sodass das Währungsrisiko den Konzern in Summe nur gering betrifft. Zum Teil erfolgt der Einkauf von Vorleistungen in derselben Währung wie der Verkauf, sodass sich Währungsrisiken natürlich „hedgen“. Die Gruppe ist größeren Währungsrisiken in jenen Ländern ausgesetzt, in denen in Euro fakturiert, aber Vorleistungen in lokaler Währung zugekauft werden müssen. Solche Risiken bestehen etwa gegen den Polnischen Zloty und der Slowakischen Krone. Diese Risiken sind vielfach nicht Finanzinstrumenten zuzuordnen, da sie vor allem auch auf Personalkosten zurückzuführen sind.

Die zum Bilanzstichtag bilanzierten Finanzinstrumente zeigen hinsichtlich ihrer Herkunftswährung folgende Verteilung:

**Zinsänderungsrisiko:** Dem Zinsänderungsrisiko begegnet POLYTEC durch ein der langfristigen Zinsmeinung entsprechendes Portfolio von variablen und fixen Finanzierungen. Derivative Produkte werden bei Bedarf zur Zinssicherung oder zur Optimierung des Nettozinsergebnisses eingesetzt.

**Kursänderungsrisiko:** Die von der Gruppe gehaltenen börsennotierten Wertpapiere des Umlaufvermögens (Aktien) unterliegen dem Risiko der Börsenkursänderung. Ein Anstieg (Fall) des Börsenkurses um 10% würde zu einer erfolgsneutralen Erhöhung (Verminderung) der Eigenmittel von TEUR 488,6 führen.

## **7. Angaben nach § 243a UGB**

Das Grundkapital der POLYTEC Holding AG ist in 22.329.585 Inhaberaktien mit einem Nennwert von je € 1,00 unterteilt. Weitere Aktiengattungen bestehen nicht. Sämtliche Aktien sind zum Handel im Segment Prime Market der Wiener Börse zugelassen.

Aktionäre mit einer Beteiligung am Grundkapital von über 10,0 % sind:

Huemer Holding GmbH: Die Gesellschaft ist ein verbundenes Unternehmen der IMC Verwaltungsgesellschaft mbH, welche ihrerseits Aktien an der POLYTEC Holding AG hält. In Summe beträgt der Anteil der beiden Gesellschaften rund 32 % des Grundkapitals. Der CEO der POLYTEC GROUP, Ing. Friedrich Huemer, ist Alleineigentümer der Anteile an der IMC Verwaltungsgesellschaft mbH und bei beiden Gesellschaften alleinvertretungsbefugter Geschäftsführer.

CROSS Motorsports Systems AG (vormals CROSS Automotive GmbH): Die Gesellschaft mit Sitz in Wels/Österreich ist eine 100 % Tochtergesellschaft der börsennotierten CROSS Industries AG und hält einen Anteil von rund 16 %.

Beschränkungen hinsichtlich der Übertragung von Aktien oder irgendwelche anderen Einschränkungen hinsichtlich der Stimmrechtsausübung sind dem Vorstand nicht bekannt. Keine Inhaber von Aktien verfügen über besondere Kontrollrechte.

Hinsichtlich der Möglichkeit des Vorstandes Aktien auszugeben, verweisen wir auf die Erläuterungen zum genehmigten Kapital im Anhang.

Bedeutende Vereinbarungen, auf die ein Kontrollwechsel eine Auswirkung hätte, oder Entschädigungsvereinbarungen zwischen der Gesellschaft und ihren Organen oder Arbeitnehmern im Falle eines öffentlichen Übernahmeangebots bestehen nicht.

## **8. Vorgänge von besonderer Bedeutung nach dem Bilanzstichtag**

Im Jänner 2008 gab die POLYTEC Holding AG bekannt, dass sie 9,59 % Anteile an der Grammer AG, Amberg, Deutschland hält. Zum Bilanzstichtag bestand kein meldepflichtiger Aktienbestand an der Gesellschaft. Die zum Bilanzstichtag gehaltenen Grammer-Aktien sind in den Wertpapieren des Umlaufvermögens bilanziert. Hinsichtlich eines weiteren, möglicherweise längerfristigen Engagements der POLYTEC Holding AG bei der Grammer AG werden derzeit durch den Vorstand mehrere Optionen geprüft. Eine endgültige Entscheidung über das weitere Vorgehen ist im Zeitpunkt der Erstellung des Konzernabschlusses noch nicht getroffen und wird entscheidend von der weiteren Wertentwicklung der Grammer AG und der Klärung möglicher Synergien zwischen der POLYTEC GROUP und Grammer abhängen.

Weitere Ereignisse nach dem Bilanzstichtag, die für die Bewertung der Vermögensgegenstände und Schulden materiell sind, sind entweder im vorliegenden Abschluss berücksichtigt oder nicht bekannt.

Hörsching, am 13. März 2008

Der Vorstand

Ing. Friedrich Huemer

Ing. Karl-Heinz Solly

Ing. Alfred Kollros

Dipl.-Ing. Reinhard Urmann

---