



half-yearly financial report 2012



RESILUX – Half-yearly financial report as per 30 June 2012

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1 CONSOLIDATED KEY FIGURES (1)

Consolidated key figures (1)			
Key figures of the income statement	1° Sem 2012	1° Sem 2011	Evolution
	(EUR '000)	(EUR '000)	Difference in %
Turnover	142'033	155'259	-8.5%
Total revenues	147'582	159'831	-7.7%
Added value (2)	28'842	31'977	-9.8%
Operating cash flow - EBITDA (3)	13'736	17'994	-23.7%
Depreciations and other non-cash costs	6'491	5'919	9.7%
Operating result	7'245	12'075	-40.0%
Financial result	-478	-1'489	67.9%
Result of operating activities before taxes	6'767	10'586	-36.1%
Taxes	-1'140	-2'574	55.7%
Net result, part of group	5'627	8'012	-29.8%
Net cash flow (4)	12'118	13'931	-13.0%
Net result after result on basis of equity method	4'176	7'566	-44.8%
Key figures of the the balance sheet	(EUR '000)	(EUR '000)	Evolution (%)
Equity sensu stricto	73'679	73'523	0.2%
Equity sensu lato (incl. subordinated loans)	73'918	76'241	-3.0%
Net financial debts (excl. subordinated loans) (5)	39'944	47'097	-15.2%
Balance sheet total	181'988	195'668	-7.0%
Key figures per share	EUR	EUR	Evolution (%)
Operating cash flow	6.94	9.09	-23.7%
Operating result	3.66	6.10	-40.0%
Net result, share of the group	2.84	4.05	-29.8%
Net cash flow	6.12	7.03	-13.0%
Net result after result on basis of equity method	2.11	3.82	-44.8%
Average number of shares	1'980'410	1'980'410	

(1) Figures are fully in conformity with IFRS-rules.

(2) Revenues minus trade goods and raw materials minus services and other goods.

(3) Operating profit plus depreciations and write offs of intangible and tangible assets, plus provisions for write offs in value relating to stocks and trade accounts receivable.

(4) Net result plus depreciations and other non-cash costs.

(5) Financial debt - available funds and investments.

2 CONDENSED CONSOLIDATED INCOME STATEMENT

Income statement in 000 Eur	1H 2012	1H 2011	%
Operating revenues	147'582	159'831	-7.7%
Turnover	142'033	155'259	-8.5%
Changes in inventories finished goods	3'501	3'762	-6.9%
Other operating income	2'048	810	152.8%
Operating expenses	140'337	147'756	-5.0%
Raw materials and consumables used	98'970	109'269	-9.4%
Services and other goods	19'770	18'585	6.4%
Remuneration, soc. security charges and pensions	14'661	13'575	8.0%
Depreciation and amortisation expense	6'491	5'919	9.7%
Other operating expenses	445	408	9.1%
Operating result	7'245	12'075	-40.0%
Net financial result	-478	-1'489	67.9%
Result before taxes	6'767	10'586	-36.1%
Income taxes	-1'140	-2'574	55.7%
Net result	5'627	8'012	-29.8%
Result on basis of equity-method	-1'451	-446	-225.3%
Net result after result on basis of equity-method	4'176	7'566	-44.8%

2b CONDENSED CONSOLIDATED STATEMENT OF REALIZED UND UNREALIZED RESULTS

Statement of realized and unrealized results in 000 Eur	1H 2012	1H 2011
Profit or loss attributable to the owners of the parent company	4'176	7'566
Statement of the unrealized results		
Currency translation adjustments	224	343
Cash flow hedges	8	-54
Total of the unrealized results	232	289
Total of the realized and unrealized results	4'408	7'855

3 CONDENSED CONSOLIDATED BALANCE SHEET

Balance sheet in 000 Eur	30.06.2012	31.12.2011	30.06.2011
Non-current assets	84'839	81'680	82'417
Property, plant & equipment	61'903	59'779	60'073
Intangible assets	319	339	326
Goodwill	13'685	13'685	13'685
Other financial assets	4'766	4'387	4'694
Deferred tax	2'613	2'318	2'170
Non-current receivables	1'553	1'172	1'469
Current assets	97'149	95'799	113'251
Inventories	38'578	42'463	43'833
Trade receivables	44'886	38'684	54'403
Other current assets	7'292	7'354	7'530
Cash and cash equivalents	6'393	7'298	7'485
Total Assets	181'988	177'479	195'668
Equity	73'679	72'539	73'523
Non-current liabilities	19'076	23'208	27'358
Subordinated loans	239	718	718
Interest-bearing borrowings	12'263	15'786	18'697
Other amounts payables	2'290	2'411	2'865
Provisions	393	433	1'017
Deferred tax	3'891	3'860	4'061
Current liabilities	89'233	81'732	94'787
Subordinated loans	0	800	2'000
Interest-bearing borrowings	34'073	35'933	35'884
Trade payables	43'434	33'164	47'618
Income tax payables	822	413	1'070
Other amounts payables	10'904	11'422	8'215
Total Liabilities	181'988	177'479	195'668

4 CONDENSED CONSOLIDATED CASH FLOW STATEMENT

Condensed cash flow statement in 000 Eur	1H 2012	1H 2011	%
EBIT	7'245	12'075	-40.0%
Depreciation and amortization	6'491	5'919	9.7%
Gross operating cash flow	13'736	17'994	-23.7%
Changes in net working capital	5'819	-15'135	-138.4%
Operating cash flow	19'555	2'859	584.0%
Net finance costs	-478	-1'489	67.9%
Income taxes paid	-931	-1'913	51.3%
Net cash flow from operating activities	18'146	-543	-3441.8%
Net cash flow from investment activities	-6'897	-11'522	40.1%
Net cash flow from financing activities	-9'000	16'266	155.3%
Dividends paid	-3'268	-3'268	100.0%
Effect of exchange rate changes on cash and cashequivalents	114	43	100.0%
Changes in cash and cashequivalents	-905	976	192.7%

5 CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

Statement of changes in equity in 000 Eur	
Total equity per 31.12.2011	72'539
Result for the period	4'176
Unrealised result hedging contracts	8
Currency translation differences	224
Dividends paid	-3'268
Total equity per 30.06.2012	73'679

Statement of changes in equity in 000 Eur	
Total equity per 31.12.2010	68'936
Result for the period	7'566
Unrealised result hedging contracts	-54
Currency translation differences	343
Dividends paid	-3'268
Total equity per 30.06.2011	73'523

6 SELECTED NOTES TO THE HALF-YEARLY FINANCIAL REPORT

6.1 Principles of the interim financial reporting

The summary interim financial statements have been drawn up in conformity with IAS 34 Interim Financial Reporting as approved by the EU. The present interim financial statements also meet the requirements imposed by the FSMA et Euronext.

The interim financial statements were approved by the members of the Board of directors on 27th August 2012.

6.2 Accounting principles

In preparing the interim financial statements the IFRS principles for inclusion and valuation have been applied as for the consolidated annual financial statements of 31 December 2011.

6.3 Segment reporting

Segment information is presented in respect of the company's geographical segments based on production units. The segment reporting is in accordance with the management reporting. No additional segmentation has been made because the different activities are related to each other.

1° sem 2012			
000 Euro	Omzet	EBIT	EBITDA
Belgium	37'412	594	2'186
Spain	21'823	862	1'913
Russia	20'436	927	1'431
Greece	9'183	-774	144
Switzerland	26'080	3'697	4'903
United States	16'282	953	1'761
Hongrie	20'665	757	1'379
Holdings	664	-30	-28
Consolidation	-10'512	259	47
Total	142'033	7'245	13'736

1° sem 2011			
000 Euro	Omzet	EBIT	EBITDA
Belgium	38'090	2'045	3'475
Spain	28'242	1'861	3'047
Russia	21'635	1'450	1'847
Greece	9'176	-273	348
Switzerland	30'907	5'644	6'840
United States	14'445	883	1'503
Hongrie	21'245	347	1'272
Holdings	1'844	-60	-60
Consolidation	-10'325	178	-278
Total	155'259	12'075	17'994

6.4 Consolidation perimeter

As per April 24th, 2012 the Belgian company Resilux Eurasia Holding NV was liquidated.

6.5 Investments

The net investments in fixed assets in the first half of 2012 amount to EUR 6.8 million compared to EUR 11.5 million in the first half of 2011. These investments include a first part of a building in Switzerland, increases in production capacity and increases in new production tools.

6.6 Financial debts

As per 15th of January 2012 Resilux has repaid EUR 0.5 million or 33,3% of the second subordinated loan between Resilux America and the Belgische Maatschappij voor Internationale Investerings (BMI-SBI).

6.7 Income tax expense

A pre-tax profit was realized of EUR 6.8 million compared to EUR 10.6 in the first half of 2011. The total taxes amount to EUR -1.1 million. This amount includes taxes payable for EUR -1.3 million and deferred taxes for 0.2 million. After taxes, the group has realized a net profit of EUR 5.6 million or an decrease of 30.0%.

The result based upon the equity method amounts to EUR -1.5 million. This results relates to the joint venture Airolux AG. After the result based upon the equity method the total profit amounts to EUR 4.2 million compared to EUR 7.6 million during the first half of 2011.

6.8 Related parties

The affiliated parties of Resilux Group consist of subsidiaries, management and directors. In the configuration of the affiliated parties and in the nature of the transactions, nothing has really been changed regarding the financial statements as of 31st December 2011.

6.9 Key events after balance sheet closing date

Since June 30th, 2012, no other important events have occurred of a nature to influence the results of the company significantly.

6.10 Seasonal features

Resilux expects that the volumes sold for the full year 2012 will be in line with last year. The higher sales during the months July and August already compensated partly the deviation for the first semester. Resilux expects that the results for the second semester 2012 will be better than the results for the second semester 2011.

The operational cashflow (ebitda) for the full year 2012 will be lower than for the year 2011. Because of lower non cash costs and lower financial expenses, the result before taxes and before the result of the joint venture Airolux is expected to be in line with 2011.

For the second half year, the result based upon the equity method for the joint venture Airolux is expected to be less negative than the first semester of 2012. However because of higher developments costs for the product, the total expenses will be higher in 2012 than in 2012. As a consequence Resilux expects a lower net result for 2012 compared to 2011.

Resilux expects also in the second half of 2012 to invest EUR 4.0 to EUR 5.0 million.

7 INTERIM REPORT

INTERIM REPORT OF THE BOARD OF DIRECTORS

This interim financial report should be read in conjunction with the consolidated balance sheet and income statement of Resilux NV (group), and the related selected notes (see item 6 above). This interim report is drawn up in accordance with the Royal Decree of 14 November 2007 concerning the obligations of the issuers of financial statements.

- Significant events during the first six months of the financial year

For a listing of the most significant events having occurred during the first six months of the financial year and their effect on the abbreviated financial statements we refer to paragraph 6. 'selected notes to the half-yearly financial report'.

For a general discussion of the results we refer to the press release, which is embargoed till Thursday 30th of August at 05.40 p.m..

- Main risks and uncertainties for the remaining months of the financial year

Concerning the description of the major risks and uncertainties the company can be confronted with, the exposure to risks arising from foreign currencies, interest rates, raw material prices, and creditworthiness are a consequence of the normal operations of the group. It is the aim of the group to manage each of these risks by covering mostly all interest rate risks and mainly covering the credit risks by credit insurances.

- Main transactions with related parties

As mentioned in the explanatory notes (see point 6.9), no significant changes have occurred regarding the financial statements as of 31st December 2011.

Wetteren August, 27th 2012

The Board of Directors

8 DECLARATION CONCERNING THE INFORMATION GIVEN IN THIS HALF-YEARLY FINANCIAL REPORT

Obligations with regards to periodical information – Consolidated statements at June 30th, 2012.

Declaration regarding the information given in the half-yearly financial report

The undersigned declare that, to the best of their knowledge,

- the abbreviated financial statements that have been prepared according to applicable standards for financial statements and furthermore established according to the international standard applicable to interim financial reporting, give a true and fair view of the capital, of the financial situation and of the results of the Firm and the enterprise incorporated in the consolidation;
- the interim financial statement gives a true overview of the important events, which have occurred during the first six months of the fiscal year, the most important transactions with affiliated parties and the effect of the aforementioned on the abbreviated financial statements, as well as a description of the most important risks and uncertainties for the remaining months of the fiscal year.

Dirk De Cuyper
Managing Director

Peter De Cuyper
Managing Director

9 AUDITOR'S REPORT



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NV RESILUX

AUDITOR'S REVIEW REPORT ON THE CONSOLIDATED HALF- YEAR FINANCIAL INFORMATION OF NV RESILUX FOR THE SIX MONTHS PERIOD ENDED JUNE 30, 2012

We have reviewed the half-year consolidated balance sheet and the related statements of income, cash flow statements and changes in equity of NV Resilux for the six months ended June 30, 2012.

The board of directors is responsible for the preparation and fair presentation of this interim financial information in accordance with IAS 34 – "Interim financial reporting". Our responsibility is to express a conclusion on this interim financial information based on our review.

We conducted our review of the interim financial information in accordance with the auditing standards on reviews applicable in Belgium, as issued by the Institute of Registered Auditors (IBR). A review of interim financial information consists mainly of applying analytical and other review procedures and of making inquiries of the financial information. A review is substantially less in scope than an audit of the consolidated financial statements, which has the intention to provide an opinion on the true and fair view of the group's assets and liabilities, its financial position, the results of its operations and cash flow statements at year-end. Accordingly, we do not express an audit opinion.

Based on our review, nothing has come to our attention that would result in material adjustments to the financial information for the six months period ended June 30, 2012 prepared in accordance with IAS 34- Interim Financial Reporting.

Melle, August 29, 2012

Baker Tilly Belgium Bedrijfsrevisoren

represented by

Willem Waeterloos
Partner

Jan Smits
Partner